



The Shrouded Shores of Abanfyl

A Two-Round Dungeons & Dragons[®] Living Greyhawk[™] Core Adventure

Version 1

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His capital city retaken, Duke Labahlah extends his healing embrace over more of western Tenh, but perilawaits at every border. The young ruler needs staunch friends to fight old enemies and win new allies. Turn your face toward the chill winds blowing from the Griff Mountains and pierce the mysteries of the lost lake. Part 2 of the “Legacy of Life” series. A two-round Core adventure set in and around the Duchy of Tenh for characters level 6-15 (APLs 8-16). Note: Additional TU expenditures are possible.

Resources for this adventure include *COR4-06 Duke of the Dust*, *COR4-10 Riddle of the Dust*, and *COR4-15 War of the Dust* [Paul Looby]; *COR6-07 From the Dust* [Donovan Hicks and Derek Schubert]; *Fiend Folio* [Eric Cagle, Jesse Decker, James Jacobs, Erik Mona, Matt Sernett, Chris Thomasson, James Wyatt]; *Greyhawk Adventures* (TSR2023, c1988) [James M. Ward]; “Greyhawk: Regional Feats of Oerth” in *Dragon 315* [Erik Mona]; *Living Greyhawk Gazetteer* (TSR11743, c2000) [Gary Holian, Erik Mona, Sean K Reynolds, and Frederick Weining]; 1st-Edition *Monster Manual II* [Gary Gygax]; *PAL1-07 Northern Brewings* [Joe Cirillo]; *PAL4M-03 Demons in the Dust* [Glyn Dewey]; *PAL4-05S Taking Tenh* [Donovan Hicks]; *Stormwrack* [Richard Baker, Joseph D. Carriker, Jr., Jennifer Clarke Wilkes]; WGS1 *Five Shall Be One* [Carl Sargent]; and WGR5 *Iuz the Evil* (TSR9399, c1993) [Carl Sargent].

Based on the original DUNGEONS & DRAGONS[®] rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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Players Read No Farther

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 will know too much about its challenges, which kills the fun. Also, if you are 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 rulebooks: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Sidebars contain important

information for you, including special instruction on running the adventure. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Full information on NPCs and monsters are given in Appendix 1. For your convenience, that appendix is split by APL.

Along with this adventure you will find a RPGA Session Tracking sheet. If you are playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You will also find a LIVING GREYHAWK Adventure Record (AR).

LIVING GREYHAWK LEVELS OF PLAY

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars paladin's mounts) or the warhorse of a character with the Mounted Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.

	Mundane Animals' Effect on APL	# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round up to the nearest whole number.
4. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

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 two-round Core adventure, set in the Stonelands of Tenh and the Griff Mountains. All characters pay 2 Time Units per round.

Adventurer's Standard Upkeep costs 12 gp per Time Unit. Rich Upkeep costs 50 gp per Time Unit. Luxury Upkeep costs 100 gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this adventure.

A character that does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a DC 20 Survival check, the character will heal temporary ability

damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *Living Greyhawk Campaign Sourcebook*.

ADVENTURE BACKGROUND

The Duchy of Tenh has undergone many hardships in the past fifteen years, including conquest and ten years of occupation by the armies of Iuz and Stonehold. Subsequently, the land was devastated by hordes of Ethereal creatures. In 594 CY, Duke Ehyeh III returned from exile in the County of Urnst to his ruined nation, now called the Stonelands. From an interim capital in the city of Redspan, Ehyeh and his followers began to rebuild the land. A rebel faction, however, intended to replace Ehyeh III with the war-hero Marshal Laba, though Laba himself did not know their plans. Further, the "Faithful Flan"—Tenha converts to the deity Pholtus and now allies to the Theocracy of the Pale, Tenh's neighbor to the east—posed an additional rival to Ehyeh and the loyalists. Among the Keepers of the Flan, sorcerers, and sages who are said to be allies of the Tenha Archmage Nystul, some supported Ehyeh while others supported the rebels, but all opposed the Pale.

Through a series of quests, heroes of Tenh (or adventurers of less-than-heroic outlook) recovered the accoutrements of the ancient ritual that would anoint the nation's rightful ruler. In Nevond Nevnend, Tenh's ruined capital, the three factions met. Ehyeh was proven unworthy. Marshal Laba, it was revealed, had just killed himself while in prison in Redspan for treason. The followers of Pholtus decried the whole ritual as pagan nonsense. Nevertheless, the rightful ruler of Tenh emerged that day: Labahlah, Laba's haggard fugitive son, whom no one had invited (save, perhaps, Oerth Mother Beory or Istus, Lady of Fate). As the ritual verified Labahlah as the duke, a seeping wound opened on his chest, reflecting the pain of the land. The Keepers of the Flan believe that his wound will heal when the land itself does. [The return of Ehyeh, the quests, and the elevation of Labahlah took place in *COR4-06 Duke of the Dust*, *COR4-10 Riddle of the Dust*, and *COR4-15 War of the Dust*.]

Duke Labahlah rules only part of Tenh, though, since the Faithful Flan and the Pale's armies occupy the eastern half. The Pale's Prelatal Army advanced in late 594

to liberate (as they claimed) the land from chaos, evil, and even from the hold of apparently ineffectual pagan deities. [The Pale Interactive *PALAS-05 Taking Tenh* dealt with this military campaign.] Pholtan pioneers are resettling eastern Tenh. The territory has been formally named the Pale's tenth prelacy, with its seat in the reconsecrated temple of Pholtus (once of Pelor) in the city of Calbut. Whether the Pale will ever relinquish eastern Tenh or will instead push farther west remains to be seen. For now, Labahlah strives to unify the Tenha but remains wary of not only the Pale on his eastern flank but also the Empire of Iuz (Bandit Kingdoms) across the Zumker River to the west.

A powerful fiend still menaces Tenh, in the form of a glabrezu demon, named Markazrak'nash'fin. Accidentally released by adventurers shortly before the Palish advance [in the Pale minimeission *PAL4M-03 Demons in the Dust*], the demon fled to the ruins of Nevond Nevnend. He and his thralls turned it into a city of death.

Thanks to the efforts of some heroes [in *COR6-07 From the Dust*], Nevond Nevnend has now been cleared of the worst of its lingering evils, including the glabrezu's deranged and cannibalistic followers. The demon's chief lieutenant—a macabre priestess of Iuz—and her allies from the Abyss have been put to death. The miserable survivors in the city have gone south to recuperate in the more stable and healthy lands of the new duchy. The heroes also met the winsome Sister Dhariel, a “Faithful Flan” cleric of Pholtus who grew up in Nevond Nevnend; and the proud, skeptical Amadahy Silver Rain, priestess of Beory who accompanied a band of Arapahi (Rovers of the Barrens) as they explored Tenh.

After defeating the sparse Iuzite defenders at Tolran Hill, the Tenha Host has reclaimed the liberated Nevond Nevnend under the golden banner of Tenh. The Ducal Palace is being rebuilt. The Keepers of the Flan (along with the Archmage Nystul) are scouring the city for any remaining bits of magic or lore. Day by day, almost imperceptibly, plants are growing and the land returns to health, and Tenhas are resettling their homeland. Still, the wound on Duke Labahlah's chest is not healing, probably a sign that Tenh cannot truly recover if it is split politically. It may be many years or even decades before the land is healed, and even then, it may be a very different place from the Tenh of the past.

Despite this apparent peace, the glabrezu has not been idle. He has made his way northward and gathered new allies in Stonehold, who have lost some of their wariness of demons and the supernatural, despite Iuz's earlier deceit. Indeed, it was a group of ambitious Stoneholders that first called the demon to Oerth, offering the souls of many sacrificed Tenhas as payment.

Stonehold has sporadically harried the Pale over the past few years of the Living Greyhawk campaign. One band, for example, overtook a Palish border-fort until adventurers drove them out [in *PAL1-07 Northern Brewings*]. That band was led by Rhelt Sevvord Redbeard's niece, a champion of Erythnul named Dehzbah the Man-Ripper, whose girlish appearance masked a ferocity and bloodlust that few Stoneholders could match. Although she was killed in that escapade, her countrymen recovered her remains and raised her from the dead. She slew many Palish soldiers at Calbut during the Pale's campaign of 594, but escaped over Rockegg Pass to return to Stonehold.

Dehzbah the Man-Ripper is trying to expand her power in Stonehold, and she is willing to accept the aid of Markazrak'nash'fin to do it. Since he was bound to the Material Plane by Stoneholders in the first place, the demon is going along with it, figuring he can at least cause more bloodshed and chaos in that already bloody and chaotic land. With the demon's help, Dehzbah has attacked a family of mist dragons under the mist-shrouded Lake Abanfyl, high in the Griff Mountains. She and the demon have captured the wyrmling and are using it to force its parents to do as they demand. Together, they have moved on to Stonehold, leaving some assistants to watch over the dragons' lair and pick through the hoard.

The defeat of the dragons, about two weeks ago, has allowed evil to begin to spread from the mountains. Other Stoneholders working for Dehzbah have disabled the fortifications at the river-castle Prysteen, downriver from the lake, in a spiteful move against Tenh. Abyssal energies are making Lake Abanfyl less hospitable, and now hostile lake-creatures are escaping along the Zumker River, through Prysteen, and into the lowlands of Tenh. Duke Labahlah and the nation of Tenh need the help of heroes again.

Monstrous Denizens of Lake Abanfyl

“In the past, while little was known of the lake which formed the origin of the great river, one thing which was known for certain is that aquatic monsters appeared at the head of the river with distressing regularity. The threat of a rogue water elemental was rare, but huge snapping eels which would venture onto land with their vestigial legs, freshwater lampreys, huge mottled leeches, even large bands of lacedon ghouls on rare occasions, all threatened the river and the settlements along it to the south.” (*Iuz the Evil*, page 71)

“Aquatic monsters never before described descend from here, posing a hazard to all below, but no one has yet explored the lake itself to determine their origin or

the lake's condition." (*Living Greyhawk Gazetteer*, page 147)

On the Mist Dragons

"The lake is also said to be the home of a family of mist dragons who lair on a small, perpetually haze-shrouded island somewhere on the central waters." (*Living Greyhawk Gazetteer*, page 147)

Mist dragons existed in earlier editions of D&D but have not been updated to 3rd edition or v3.5. In this adventure, their full stats do not matter, but we assume that mist dragons are a very rare breed. A PC succeeding on a DC 20 Knowledge (arcana) check knows the following: mist dragons are neutrally aligned and similar in power to silver dragons, and they resemble gold dragons in form but are translucent pale blue to pale grey in color. Higher-DC checks reveal that mist dragons typically make their lairs in caverns in rainy or misty locales, they can assume gaseous form at will, and their foggy breath weapon can blind and drown air-breathing creatures. (1st-Edition *Monster Manual II*, page 58)

ADVENTURE SUMMARY

General Introduction: The PCs begin in Nevond Nevndend. As in *COR6-07 From the Dust*, there are different reasons for various PCs to be here. Heroes, Saighdens, and Lords of Tenh have been invited as honored guests of the Duke and of the Tenha Host. Loyal citizens of the Pale continue to monitor the duke's activities without announcing their origin. They get a brief overview of the city but go immediately to a meeting.

Encounter 1: The PCs meet with the duke's advisor Kereledh, some members of the duke's court, and two visiting priestesses (one from the Pale, the other from the Barrens). Kereledh asks the gathered PCs to share their opinions about the possible alliance of Tenh with the Pale and/or the Rovers. The two priestesses also present their views. This interaction allows the PCs to influence Labahlah's choice of alliance—and perhaps marriage, as Kereledh hints. They will have a better sense of participation in the story, especially those PCs that are Heroes or Saighdens or Lords of Tenh.

The PCs' meeting is cut short, though, when a rider arrives with news: a snakelike monster (actually a purple worm) is attacking the town of Hodnet, along the Zumkend River just a dozen miles north of the city.

Encounter 2: The PCs travel to Hodnet as fast as they can—hard riding or magic. In extremis, Kereledh's magical boots can transport the PCs.

At Hodnet, a rampaging purple worm has already killed a few settlers and livestock and destroyed some docks. This creature is merely hungry, not actively malicious, but it is still dangerous. At APL 14-16, it is a bizarre mutant that can fly.

After defeating the worm, the PCs investigate the source of the attack and learn that monster attacks along the river were common after the Greyhawk Wars, because the defenses at the river-castle Prysteen were broken. Iuz's wizards eventually worked out how to reinstate the magical defenses because monster attacks were too much of a nuisance. Now the marauding Stoneholders have destroyed the defenses again.

If the defenses at Prysteen can be reinstated, then lowland Tenh will be made safer. The Keepers of the Flan will probably have to work the magicks, but the PCs can check it out first and make sure it is safe for the Keepers.

The PCs are reminded that more monsters might be headed downriver to Hodnet, so teleporting to Prysteen might endanger the Tenhas.

Encounter 3: The PCs head upriver to Prysteen. A few lesser aquatic menaces are easily overcome: lacedons, water elementals, and so on. These quick victories do not consume any PC resources; this reinforces the notion that the PCs are "high-level" and can easily handle simple obstacles.

Encounter 4: This encounter sets up the presence and the pursuit of a wendigo—the fey spirit of a Tenha monk who died in these hills. He pursues the PCs, just out of sight if he can help it, and prefers to wait for the right moment to attack (such as in encounter 7).

Encounter 5: The PCs continue upriver. Where the river descends through the foothills of the Griffs, the PCs meet a small mounted band of Arapahi (Rovers), accompanied by some blink dogs that fled from the lowlands into the hills during the Ether Threat. The blink dogs and the Arapahi have a loose alliance, as the blink dogs fear the displacer beasts roaming these hills. The Rovers share their fear and aversion of the higher mountains.

This encounter shows the PCs how some typical eastern Rovers have been getting along in the past few years, such as incorporating stray Tenhas and captured Stoneholder women into their tribes.

The PCs may take brief sidetracks from here, either visiting the Rover camp or investigating an abandoned monastery, where the monk-turned-wendigo used to live.

Encounter 6: The PCs reach the river-castle Prysteen and find it held by a small group of Stoneholders, including a lieutenant, a skald (bard), and some barbarians. They have been stationed here but are not used to holding defensive positions like this. Some PCs

might use clever plans to defeat the Stoneholders, but a straight-up fight works as well.

After the battle, if the PCs have spared any of the Stoneholders, they can gain some information about the Stonehold leaders at Lake Abanfyl. The barbarians also have *potions of water breathing*, which the PCs can take and use when they get to Lake Abanfyl.

The PCs can install some temporary measures to close off the river while they go on to Lake Abanfyl. Some raw materials are available, and any reasonable plan succeeds.

This is a convenient place to break between rounds.

Encounter 7: Later that same day, either at Prysteen or beyond it, some displacer beasts attack the PCs. The wendigo monk finds this an ideal distraction to launch his own attack.

Encounter 8: The PCs arrive at Lake Abanfyl and get the general environmental description. Mist hangs over the farther reaches of the lake, and the wind makes spooky sounds.

Encounter 9: This occurs at nighttime or on a dark overcast day. The PCs encounter a small band of neutral-aligned orcs, who worship Celestian. These outcasts used to reside in the vast orcish city of Garel Enkdal, northeast of the lake, but they were exiled for various “crimes” or left on their own. They have abandoned the evil ways of their upbringing and turned to Celestian, since the moon and stars do not hurt their eyes the way the sun does.

These orcs are curious about the PCs and may initially suspect them to be in league with the Stoneholders, but they can share information if the PCs do not attack. The orcs know about a guardian living in the middle of the lake, and they know that monsters in the lake have been more active of late. They believe (rightly) that something evil has imprisoned the guardian. They might agree to help the PCs fight the evil, by providing spells or at least directing the PCs to the creatures in encounter 10 that know about the guardians’ lair.

Encounter 10 (multiple areas): The PCs explore the shores of the lake. Most useful to the PCs are encounters with either a pair of water nagas or a capricious fey sorceress (a glaistig) that poses as an oracle to draw victims to her. The nagas and the glaistig do not vary by APL, as they are intended as roleplaying rather than combat encounters. The glaistig has the better information, including the existence of a back entrance into the dragons’ lair (encounter 11).

Encounter 11: Into the lake! High-level PCs should have ways of surviving underwater, but there are a few

crutches available (such as the *potions of water breathing* at Prysteen, or aid from the Celestian-following orcs).

There are two ways into the lair: the main entrance, guarded by merrows (aquatic ogres); or the back entrance. The Stoneholders do not know about the back entrance and so it is unguarded, but a few areas of unstable rock act as traps. The PCs can find the back entrance through a careful search, made easier if they follow the glaistig’s directions in encounter 10.

Encounter 12: This takes place in the central lair, which has air in it. The Stoneholder leaders and their kapoacanth (gargoyle) allies are here, but the mist dragons and the glabrezu are not. The composition of the lair renders it protected against many forms of *scrying*, other magical spying, and magical travel.

If questioned, the Stoneholders say that the demon and Dehzbah the Man-Ripper have the mist dragons under their power. The group has returned to Stonehold. Releasing the dragons and confronting these villains appear in part 3 of this series.

Conclusion: The PCs return from the lake, to report to Duke Labahlah and others. Kereledh and his fellow Keepers of the Flan prepare to restore the defenses at Prysteen, and PCs have the option of helping (by spending TUs). They might also spend TUs accompanying the Celestian-following orcs on their first trip away from the Griffs.

CAST OF CHARACTERS

Duke Labahlah (“lah-BAH-lah”) – **Duke of Tenh:** Labahlah, son of Laba, is a short but powerfully built man in his mid-thirties. His skin is a deep coppery bronze, while his wavy hair and deep-set eyes are black and his countenance is grave. The wound on his chest, a sign of his connection with the land, still oozes blood. He chooses not to wear the ducal diadem until the land is restored.

Labahlah is an effective though grim leader; he seeks to rebuild his land and reunite his people. He is even willing to accept aid from the Pale for now, as he puts the restoration of the land foremost. Some courtiers whisper of the personal and political benefits for him to marry soon, perhaps even one of the priestesses visiting his court (see below). He is drawn to each, but for different reasons.

☛ **Kereledh** (“CARE-eh-led”) – **Member of the Keepers of the Flan and Annalist of Duke Labahlah:** Kereledh is an elderly Tenha man. His narrow face and slight squint give him an eternally suspicious appearance. He wears fine doublets and pants rather than wizardly

robes and refuses to carry a staff, but wears several magical rings and other hidden magical items.

Kereledh is quiet but observant. Like many of his fellows, he has delved deep into the history and lore of Tenh and the Flan. Nonetheless, he is not a foolish sage but a perceptive and shrewd judge of character. He seeks to lead Duke Labahlah in the rebuilding of Tenh and ensuring that the Flan culture remains intact in this devastated land.

❖ **Sister Dhariel – Faithful Flan Priestess of Pholtus:** Dhariel is a short, light-skinned Flan woman with brown eyes and wavy brown hair. She is twenty-six. She forgoes her armor and travelling gear while in Nevond Nevnend and wears a white robe.

Dhariel's family fled Nevond Nevnend when she was twelve; she is disturbed at the city's condition but optimistic that it can be rebuilt. She believes that the Tenhas must be reunited under Pholtus, but only peacefully and willingly. She came to Labahlah's court on her own initiative, hoping to convince him to recognize the validity of the converted Pholtan Tenhas. The prelates of the Pale still do not acknowledge her as their formal representative, though they pay careful attention to her progress. She is impressed by Labahlah's dedication and finds herself enjoying his company more than she might admit.

❖ **Amadahy (“ay-mah-DAH-hee”) Silver Rain – Arapahi (Rover) Priestess of Beory:** A Rover woman in her late twenties, Amadahy wears her long black hair tied back to keep it out of her dark eyes. She is lighter-skinned than most of her people, and she wears a necklace with a symbol of Beory (a disk of green stone with a raised circle in silver). She finds Tenha clothing uncomfortable and insists on wearing her soft doeskin cloak and other traditional Rover garb.

Amadahy is a proud voice for her battered people. She is visiting Duke Labahlah with the blessing of Durishi Great Hound, the ailing high chief of the Rovers. She distrusts or resents most non-Flan, seeing them as plunderers of the Oerth Mother. Since Duke Labahlah is said to have been chosen by Oerth herself, Amadahy wanted to meet him first-hand. She claims she has not yet made up her mind about him, but perhaps that is just an excuse to remain in his company a little longer.

❖ **Markazrak'nash'fin – the glabrezu demon:** This off-screen foe is responsible for much misery in northern Tenh and continues to elude the PCs. He has drawn various servants of Iuz and Stonehold to his own goals, with promises of power. He has already moved on to Stonehold during this adventure.

❖ **Dehzbah the Man-Ripper – niece of Rhelt Sevvord Redbeard of Stonehold:** Another off-screen foe,

she is the demon's latest and most powerful mortal ally, and a champion of Erythnul. Her girlish appearance disguises a ruthless killer: dozens or even hundreds of men—Palites, Tenhas, Iuzites, fellow Stoneholders—have died on her greatsword. She has returned to Stonehold before the start of this adventure.

❖ **Vakrul Frost-Eye – Stonehold Leader:** Vakrul is a tall, rangy Northman about 35 years old. His dark brown hair makes a shaggy mane about his odd face. His eyes are mismatched (one of pale purple and one almost black), and a net of self-inflicted scars surrounds the ominous purple eye. His armor is made of white dragonhide, which each successive Fist leader has wrested from his predecessor through many years. Vakrul's spear, too, is a weapon with a history, being of fire-blackened bone from a monster called a nauskiree, and sparkling with magical ice.

Vakrul believes that the strong should rule, and he intends to be the strongest. He has a certain sense of honor about combat: rigging the rules so he can win. He has trained himself to counter “cheap shots” such as grappling or tripping. He recognizes the value of temporary alliances but always wants to be able to betray others before they can betray him. The glabrezu has appealed to his ambition.

❖ **Erilaes (“air-ih-LIE-ess”) – Stonehold Arcanist:** Arcanists are rare among the folk of Stonehold; Erilaes is a throwback to the Flan mystics of the old North. Not quite thirty years old, she cultivates an eldritch appearance: black robes over her skinny body, tan skin, dark eyes, and unnaturally white hair (bleached in an encounter with harrowing extraplanar forces). She wears her hair in cornrow braids. Her familiar, a raven, speaks in cryptic and archaic Flan.

Erilaes was born with a talent for sorcery, but her intelligence and ambition inclined her more toward wizardry. She is proud of her pursuit of ancient Flan lore and looks down on the typically brutish men of Stonehold. Still, she values their strength and accepts their company, since she is so intrigued by the magic of Prysteen and Lake Abanfyl.

❖ **Dorvund the Fang – Stonehold Lieutenant:** Stoneholder, age 30, short and wiry with a freckled Flan-Suel complexion, dark blond hair worn in a medusa-head of dreadlocks, and amber eyes. He grins wickedly in combat to show his teeth, which have been filed to points. He wears a grisly magical leather cloak made of human skin, flayed from heavily tattooed Rovers of the Barrens. The bronze clasp (magical brooch) is of an ancient Flan design.

Dorvund is a sullen and depraved man whose only joy comes from making others suffer. He cares little for

positions of leadership. He is a clever combatant and fights dirty.

☛**The mist dragons:** Mother, father, and wyrmling, these guardians of Lake Abanfyl have been overcome by Markazrak'nash'fin and Dehzbah the Man-Ripper. The villains have bent the dragons to their will for reasons known only to the two of them.

☛**The merrows and the kapoacincths:** Evil aquatic residents of Lake Abanfyl, they have signed on with the Stoneholders. The merrows (aquatic ogres) include a cleric of Vaprak and some fighters, while the kapoacincths (aquatic gargoyles) are work as a team to guard Vakrul and Erilaes in the dragons' lair.

☛**The Arapahi (Rover) band:** These Rovers are hunting in the hills. Among them is a Tenha survivor whom they adopted into the tribe and some of them have Stoneholder wives.

☛**The blink dogs:** They fled lowland Tenh during the Ether Threat and now accompany the Rover band, for protection against a pack of displacer beasts that roam the hills.

☛**Baradran – Tenha monk-turned-wendigo:** In life, he was a lean Flan man of roughly 40 years with weather-beaten skin, a shaved head, and dark eyes. He led a group of monks from their monastery to escape the Ether Threat, but all died horribly. As a wendigo, he is a feral version of his former self, with wild yellow-glowing eyes and bloody charred stumps where his feet used to be. He wears only the tattered remnants of his brown habit, along with a pair of magical bracers.

Hunger drives him now. He has a predator's instincts and does not like to attack large groups, such as a party of PCs.

☛**The Wandering Stars – orc followers of Celestian:** This unusual group left the orcish metropolis of Garel Enkdal for various reasons and now wanders the Grifff Mountains. A priest of Celestian, travelling in the Grifffs about a year ago, befriended these outcasts and taught them the ways of his patron before moving on. Celestian is Fharlanghn's brother, a distant but generally benevolent deity with dominion over the stars and wanderers. The leader of these orcs is now himself a cleric of Celestian. (The *Living Greyhawk Gazetteer* suggests Celestian as an appropriate patron for non-evil humanoids.)

☛**Gwellyria – glaistig sorceress:** Glaistigs are capricious, blood-drinking fey bound to bodies of water (as dryads are to trees). Lake Abanfyl is home to the sorceress Gwellyria. Since the lake is so remote, she has spread the rumor of an "oracle" to lure orcs, dwarves, and other folk to her doorstep. She dispenses useful information to some visitors, allowing them to

promulgate the rumor, but kills many of them. Gwellyria recently fed on some of the Stonehold warriors, so she is relatively cordial to the PCs.

PREPARATION FOR PLAY

Before beginning play, the judge may wish to get the following information from the players:

- Did they play *COR6-07 From the Dust* with this character?
- Do any of the PCs hold the title(s) Hero of Tenh, Saighden of Tenh, or Lord of Tenh?
- Are any of the PCs loyal Palites or Faithful Flan who side with the Pale in the Liberation of Tenh? (No PC can be both a Hero, Saighden, or Lord of Tenh and a loyal Palite or Faithful Flan. The two nations are effectively enemies, though neither nations has made a formal declaration of war. This political situation precludes a PC being loyal to the Pale and minor nobility within Tenh.)

Also, review the rules for underwater combat (*DMG* page 92-93) for the fight against the merrows in Encounter 11.

Distances between Locations

Nevond Nevnd to Hodnet: 12 miles (road)

Hodnet to Prysteen: 60 miles (flat / hills)

Prysteen to Lake Abanfyl: 90 miles (mountains)

Dimensions of Lake Abanfyl: 30 miles maximum east-west, 15 miles maximum north-south

Suggested Timeline for Two Slots

Slot 1

0:00 - 0:10 (10 mins): Introduction

0:10 - 0:30 (20 mins): Encounter 1

0:30 - 1:30 (60 mins): Encounter 2

1:30 - 1:45 (15 mins): Encounter 3 and the first day's stalking from Encounter 4

1:45 - 2:30 (45 mins): Encounter 5, possibly with sidetracks and more stalking from Encounter 4

2:30 - 3:30 (60 mins): Encounter 6

Break

Slot 2

0:00 - 1:00 (60 mins): Encounter 7

1:00 - 1:10 (10 mins): Encounter 8

1:10 - 2:30 (80 mins): Encounters 9, 10, and 11. If the players prefer investigation and roleplay, they will take longer on Encounters 9 and 10, but much shorter on Encounter 11. If the players avoid the

investigation and use the main entrance, most of this time will be taken up by the fight in Encounter 11.
2:30 - 3:45 (75 mins): Encounter 12
3:45 - 4:15 (30 mins): Conclusion and Paperwork

INTRODUCTION

The PCs are in Nevond Nevnend, former capital of the Duchy of Tenh.

As in *COR6-07 From the Dust*, there are different reasons for the PCs to be here:

- Heroes, Saighdens, and Lords of Tenh are honored guests, to celebrate the capital's recapture.
- Loyal citizens of the Pale continue to monitor the duke's activities without announcing their origin. Although the Duchy of Tenh and the Theocracy of the Pale are rivals, conflicts between PCs loyal to each nation should be minimized to keep this adventure moving.
- PCs with no prior relation with the Duke might just be touring, or they may have heard that the Duke needs help clearing monsters from the deeper catacombs and sewers of the city. (This is true, but it is only a hook for the real adventure. The alarming news of the attack on Hodnet, in encounter 2, is clearly more pressing.)

The golden banners of Tenh fly again from the towers of Nevond Nevnend, but the city will need much more time and repair before it regains the glory of past years. Most of the city lies in ruins, scars left by the barbarians of Stonehold, the fiends of Iuz, or the Ether creatures. The once-grand libraries, theaters, and nobles' estates fared no better than other buildings.

An area around the Ducal Palace, at least, is the focus of rebuilding. It is a good start. Rubble has been cleared, walls patched, roofs repaired, new structures put up where there is safe ground for them. The vestiges of wickedness have been washed from the palace's rotunda, though luxuries such as replacing the stained glass windows will have to wait for more prosperous times. Cleared of the worst of its evils, the city hosts the young and mobile court of Duke Labahlah, which left the city of Redspan a few months ago.

Some of Tenh's allies, a diverse bunch, accompanied the red-cloaked Tenha troops northward to retake the city, while others remained behind to defend Redspan and to secure the supply lines. On this cloudy autumn day, warriors and civilians alike make their preparations for the winter ahead.

The players may introduce their PCs to each other now, as well as share their past experiences in Tenh, if they wish.

A few representatives of the Theocracy of the Pale are rumored to be in the city, negotiating with the duke, though they are heavily guarded and seldom seen because of the hatred that most Tenhas hold for their eastern neighbor.

On a dusty parade ground west of the palace, a group of Tenha cavalymen are learning new tactics. Riding a small yet nimble horse, their instructor wears distinctive leathers and furs that mark him as one of the Arapahi, or Rovers of the Barrens. Learning some of the Rovers' methods of warfare could help the Tenhas, as long as the typical Tenha pride does not close their minds.

The PCs are ushered immediately to their meeting with Kereledh, where they can reacquaint themselves with him, the court of Duke Labahlah, and the Duke's visitors from the Pale and the Barrens.

ENCOUNTER 1: EAST AND WEST

The Duke's advisor, Kereledh, gives an update on Duke Labahlah's health and his state of mind. Kereledh asks the gathered PCs to share their opinions about the possible alliance of Tenh with the Pale and/or the Rovers. He asks their views on the possible motives of each side. The two priestesses (Sister Dhariel and Amadahy) also state their views briefly.

You find yourselves in a long hall. Perhaps it was a dining hall at one time, but now it has only a few chairs and some small tables in it. Gathered together in the room with you are the Faithful Flan priestess, Sister Dhariel; Amadahy Silver Rain, proud priestess from the Barrens; as well as the old sage Kereledh and other lesser members of the Ducal court.

Kereledh speaks briefly, "Duke Labahlah is extremely busy at the moment, but he bids you greetings. He wished for me to convey his deepest apologies and to tell you that although his wound continues to trouble him as it does his lands, he feels that he grows stronger each day. He hopes that one day he can reunite his people, but he is not sure how he can reconcile the Faithful Flan with the rest of the Tenhas.

"I have given him some counsel, and our two esteemed guests from east and west"—he gestures at the priestesses, who seem alike in some ways, yet very

different in others—“have their own views. Perhaps your distance from the court might give you a different perspective on how the Tenhas’ disparate paths might be brought together again.”

A DC 20 Sense Motive check reveals that Kereledh is hinting that Duke Labahlah should consider taking a wife, and perhaps these two young women represent leading contenders.

This discussion allows the PCs to influence Labahlah’s choice of alliance—and marriage. They will have a better sense of participation in the story, especially those PCs that are Heroes or Saighdens or Lords of Tenh.

See Player Handout 1 for summaries of the views of the two priestesses. You may roleplay any or all of the three NPCs here as they debate the PCs on Tenh’s present situation and its prospects for the future.

Allow the discussion to go on for about ten minutes (or less, if the players do not seem at all interested) before calling for the PCs to make a Diplomacy check. If some PCs favor alliance with the Pale while other support the Rovers (or any other stance), they may make opposing checks. Kereledh takes note of the results of the PCs’ arguments and passes them along to Duke Labahlah.

ATTACK ON HODNET

The PCs’ meeting is cut short when a rider brings troubling news to the palace. A terrible monster has just attacked the rebuilding town of Hodnet, which lies on the southern bank of the Zumkend River north of the city (refer to Map 1). The messenger is a gangly Tenha teen named Halbur. He left Hodnet an hour before and has been riding hard to seek help in Nevond Nevnd. The servants at the Ducal Palace directed him to Kereledh first.

Here is Halbur’s account:

“A giant snake sprang out of the river and devoured two children! Other children ran away screaming and by the time what few able-bodied men we could muster responded, the beast was fully on the shore. The town’s men fought bravely but three of them died before being forced to flee. The other townsfolk have taken shelter in the tavern, since it’s the strongest building we have, but a snake that size will surely break in if it tries. It might already be in by now.”

He is describing the purple worm in encounter 2, but he did not recognize it as such and did not see the poison stinger in its tail. He got only a brief look at the beast (and the child disappearing into its gaping maw) before he fled on horseback. Use the description of the worm in

appendix 1 to guide Halbur’s account of how big it was. Short of using a *modify memory* spell to make Halbur recall the creature perfectly, the PCs should not know exactly what they are about to face.

Development: The PCs make whatever preparations they need and head out to Hodnet, which is 12 miles north along the road.

If the PCs want, they may commandeer some light horses in Nevond Nevnd.

Kereledh is somewhat flustered by the news and forgets that he is wearing *boots of teleportation*. If the PCs ask him whether he can provide any travel-magic, he remembers the *boots*. He can take the party to Hodnet, three characters at a time (3/day, CL 9th). Hodnet counts as “studied carefully” for him.

Go to encounter 2.

ENCOUNTER 2: DANGER IN THE ZUMKEND

The PCs travel to Hodnet as fast as they can—hard riding or magic.

THE PCS ARE TOO SLOW!

If the PCs take more than one hour to reach Hodnet—possible using light horses (Speed 60 ft.) at a hustle—they may miss this encounter.

Still, give the PCs the benefit of the doubt if they are making an honest effort to reach Hodnet quickly. At these APLs, even a randomly assembled group of PCs should have a way to get somewhere fast if they need.

About one hour after the PCs get word of the attack, the purple worm manages to break into the tavern and eat more people, and then returns to the river to digest its meal. The PCs can easily see where the worm entered the river (DC 1 Search check), but tracking it underwater is considerably more difficult (DC 26 + 5 per minute, as explained in *Stormwrack* page 51).

THE PCS ARE FAST ENOUGH!

Read or paraphrase the following, adjusting for the circumstances

A blanket of low clouds and fog, blown in from the north, hangs over the small riverside town of Hodnet. The town is more a village now after years of destruction. Many ruined buildings have been dismantled, their usable parts incorporated into new buildings. Off the town square stands one distinctly sturdy three-story structure of brown granite, built to

withstand the years and apparently the Ether threat as well. A carved wooden sign hangs over the door. About two hundred feet down the road toward the Zumkend River, but somewhere behind several buildings, echo the screams of an adult man and the rumbling of something very large.

Creatures: The rampaging worm has already killed a few settlers and livestock and destroyed some of the boats and docks. It is merely hungry rather than actively malicious, but no less dangerous for that.

If the PCs have some way to communicate with it, they might convince it to stop its rampage. It does not know anything definite about the Stoneholders, the demon, or the threat to Lake Abanfyl, only that “home did not feel right any longer” and it was glad to go downstream in the river.

APL 8 (EL 10)

✚ **Immature Purple Worm:** hp 136; Appendix 1.

APL 10 (EL 12)

✚ **Purple Worm:** hp 200; *Monster Manual* 211.

APL 12 (EL 14)

✚ **Advanced Purple Worm:** hp 275; Appendix 1.

APL 14 (EL 16)

✚ **Flying Advanced Purple Worm:** hp 337; Appendix 1.

APL 16 (EL 18)

✚ **Flying Advanced Purple Worm:** hp 418; Appendix 1.

Tactics: Refer to Map 2.

The low clouds and fog mentioned in the read-aloud text are about 100 feet off the ground; for simplicity, assume any creature in the clouds to have total concealment from creatures outside the clouds, and vice versa. This prevents PCs from raining down spells from high altitude.

At all APLs, the worm attacks the PCs once it notices them. It stings, grabs, and swallows any convenient opponents. It has already eaten some people and animals (halve the capacity of its swallow whole ability), all of them now dead from acid and crushing.

At APL 14-16, the worm is a bizarre mutant with membranous wings that allow it to fly. This change is accounted for as a +1 CR adjustment. This mutation exemplifies the strangeness of creatures from Lake Abanfyl, and it also might surprise the PCs if they expect

to be invulnerable while flying above a normally land-bound creature.

Treasure: None.

Development: The PCs may be curious where this huge creature came from.

DC 26 Knowledge (arcana): Purple worms usually lair underground. Smaller specimens with mottled coloring (like this one) live in rivers and lakes, but they grow this large only in very large bodies of fresh water.

DC 20 Knowledge (local - Core): Monster attacks along the river were common after the Greyhawk Wars. The defenses at the castle Prysteen were broken, but Iuz's wizards eventually reinstated them because the chaos of the attacks interfered too much with operations in Tenh.

If Kereledh is here with the PCs, he can provide the same information if asked.

What the PCs and Kereledh do not know is that the marauding Stoneholders have destroyed the defenses again, allowing creatures from the upper Zumker and Lake Abanfyl to escape.

Reinstating the defenses at Prysteen, Kereledh says (or the PCs might deduce), would make lowland Tenh safer. He and his fellow Keepers of the Flan will probably need days or even weeks to work the magicks, but the PCs can check out Prysteen first and make sure it is safe for the Keepers.

The villagers at Hodnet fear that more monsters might be headed downriver, so they ask the PCs to travel in a way that lets them see the terrain they are traversing. Continue to Encounter 3 if they choose such a means of travel.

If the PCs choose to teleport to Prysteen and arrive safely, go directly to encounter 6. In this instance, the wendigo from encounter 4 is near Prysteen and notices the PCs when they arrive.

ENCOUNTER 3: UP THE RIVER

The PCs begin to head upriver to Prysteen to investigate the failure of the river-locks.

The PCs must cross the Zumkend River before going north. If you like, you can spend a few minutes playing out the interaction with some fishermen at Hodnet, to use their boats to take the PCs and their mounts across. The fishermen might be wary of unusual-looking PCs or mounts. There used to be a ferry service, but it has not yet been reinstated.

The overcast sky persists throughout the trip upriver. The flat clouds and flat ground reduce the world to a low, grey expanse all around. Abandoned fields, tumbled stone walls, and scattered villages lie on the eastern bank, but no Tenhas have returned to this portion of the duchy.

Depending on how long it takes the PCs to travel the 50 miles to the foothills of the Griff Mountains, and depending on how closely the PCs follow the river, you can narrate some handwaved fights against lesser aquatic menaces. Examples include a few lacedons (ghouls), a Medium or Large water elemental, or leechlike monsters the size of ponies. If the PCs fight to kill, these are quick victories and do not consume any PC resources; this reinforces the notion that the PCs are “high-level” and easily handle simple obstacles. If the PCs talk with the creatures, allow a brief interaction. As with the purple worm at Hodnet, these creatures do not know much that can help the PCs. If the PCs ask what else lives in Lake Abanfyl or the upstream reaches of the river, be sure to list many mundane aquatic creatures and extraneous monsters (such as scrags, nixies, kelpies, or whatever you want) that the PCs will not actually meet in this adventure.

Remember, fighting these creatures does not consume any of the PCs’ resources and, thus, grants them no reward.

Development: The PCs reach the end of the Tenha plains and arrive at the foothills. Go to encounter 4.

ENCOUNTER 4: HUNGER IN THE HILLS

This encounter introduces a wendigo, which pursues the PCs through the hills and mountains. You can weave this interaction through the next few encounters.

This wendigo is the cursed remnant of a Tenha monk named Baradran, who lived in a monastery in these hills but perished during the Ether Threat. Driven from his monastery, he tried to subsist on his own in the hills, but his failing health and growing despair eventually left him at the mercy of a powerful frost giant wendigo, and he became one himself.

Baradran should be able to notice the PCs as they travel, and should be able to keep up thanks to his *wind walk* ability. If the PCs themselves are using *wind walk* or *teleport*, you should have the wendigo first notice the PCs when they have stopped somewhere, such as to talk with the Rovers in encounter 5.

Unless he manages to find a PC alone and vulnerable, he stalks the party awhile and bides his time. He chooses a target, generally someone that looks lightly armored, and subjects that PC to his maddening whispers ability. Eventually, he attacks while the displacer beasts in encounter 7 distract the PCs. If the PCs do something unexpected, you might have to adjust how the wendigo finds the PCs, follows them, or confronts them.

Troubleshooting: If the PCs detect and chase the wendigo, he should be able to escape by *wind walk*. If the PCs are able to chase and/or confront him anyway, use the stats provided in encounter 7.

Development: The PCs continue into the foothills. Go to encounter 5.

ENCOUNTER 5: WAR DOGS AND BLINK DOGS

The PCs continue upriver. Where the river descends through the foothills of the Griffs, they meet a small band of Arapahi (Rovers) on horses. Some blink dogs accompany them too; the blink dogs fled from the lowlands into the hills during the Ether Threat. The blink dogs and the Arapahi have a loose alliance, as some Stoneholders in the hills have been hunting stray blink dogs and these hills are home to packs of displacer beasts, the blink dogs’ hated enemies.

This encounter shows the PCs how some typical eastern Rovers have been getting along in the past few years—see below.

Assuming the PCs are traveling on the ground, allow a DC 20 Listen check to hear the Rovers before they crest a hill about 100 feet from the PCs. Adjust the following description and the circumstances of the greeting, depending on the PCs’ method of travel and their precautions.

The hills on either side might have once been clothed in grass and heather, but they are still mostly bare rock and rain-gullied dirt. A few patches of grass and scrub are returning.

The sounds of horses and the yipping of dogs precede the emergence of a band of a dozen Flan men, riding over the crest of a nearby hill. They wield bows and slim lances. You notice several tawny-furred dogs among the front riders; the dogs move too quickly for the eye to follow, starting their strides in one location but suddenly ending several paces away.

The lead rider calls out to you in broken Common, “Speak purpose or face spears!”

Allow the PCs a chance to respond.

If the players do not realize that these are Arapahi (Rovers), their PCs may do so with a DC 15 Spot check and then a DC 10 Wisdom check, recognizing that their gear is like that of the priestess Amadahy Silver Rain, whom the PCs met in encounter 1. Proceed with the following:

“I am Akecheta (“ah-keh-TCHAY-tah”) of the Arapahi. These are wind dogs. We saw others like you, they at river wall, up hills.”

♣ **Akecheta, Rover leader:** CG male human (Flan) barbarian 5.

♣ **Dyami, former Tenha:** N male human (Flan) fighter 4.

♣ **Rovers (10):** CN male human (Flan) warrior 2.

♣ **Blink Dogs (4):** *Monster Manual* 28.

The Arapahi begin suspicious of the PCs (unfriendly attitude). Speaking Flan earns a +4 circumstance bonus to Diplomacy checks. They are not stupid, but Common is not their native language and they do not know much about the supernatural. They are much more eloquent and talkative in Flan. Dyami, the adopted Tenha, speaks Common well, but he lets Akecheta do most of the talking.

Once their attitude has been improved to indifferent or better, they are willing to talk with the PCs and this becomes a free-form role-playing encounter.

Here are some guidelines for what the Rovers know:

- They have been hunting in this area for a few weeks, with moderate success.
- They passed an abandoned monastery a day’s journey west of here, just below the hills. It held a lot of stone tablets and fancy writings and statuary, and probably housed about ten men when it was running, but it is empty now. There was no sign of any monks. The ethers probably got everyone. (This is where Baradran, the monk-turned-wendigo, used to live.)
- They are afraid of the higher hills and the mountains. They believe that true evil dwells up there: “hungry spirits”. (It is not mere superstition, as the PCs will discover in encounter 7, or may already have discovered, if they saw the wendigo.)
- They have legends about the “high water” (Lake Abanfyl), saying that the fog twists the mind and clothes all creatures in deceptive forms. If you are going up there, guard your sanity and be sure you can tell friend from enemy. (This is just legend

designed to keep lowlanders from poking around the lake, but it gives a rationale for the PCs not to attack the friendly orcs in encounter 10.)

- These yellow dogs appeared at the Rover camp last week, bearing some freshly killed rabbits as gifts. The Rovers cannot talk with the dogs but are convinced of the dogs’ good intentions. They call the dogs “wind dogs” because they move as elusively as a breeze.
- These Rovers have gone as far as the fortress upriver, where some Stoneholders inside shot arrows at them. They guess the number of Stoneholders at about 10, probably not more than 20. Loud chanting and stomping echoed from the fortress. (This was a performance of *hakara*, a traditional Stoneholder form of expression.)
- Akecheta wears ivory and amber jewelry. A DC 20 Knowledge (local – Core) check recognizes that this jewelry is more typical for Stoneholders than for Rovers. Indeed, the jewelry was made for him by his Stoneholder wife, whom he abducted during the Rovers’ assault on Vlekstaad in CY 590; he adopted her young daughter as well and loves her as his own. He and his wife recently had a son, whose hair shows a hint of lighter Suloise coloring in his predominantly Flan features. The wife and children are back at camp.
- Dyami is actually a Tenha by birth, but was adopted into the tribe when they found him as a refugee in these hills two years ago. He knows that many other Tenha fugitives died of starvation, exposure, or worse.

For their own part, here is what the blink dogs know, though it probably requires magic for the PCs to talk with them:

- They are a mated pair, as well as the male’s two brothers.
- They used to live at the edges of Tenh and did not have conflicts with the humans, but the invasion of the “dark-plated scuttlers” (Ether creatures) drove them into the hills. Blink dogs that could not flee fast enough were surely killed.
- They know about (and they fear) the pack of displacer beasts living in this range.

Development: The PCs might make a short sidetrack to either the Rover camp or the abandoned monastery. If so, the wendigo follows them, perhaps gaining another day or two to afflict a PC with his maddening whispers.

When the PCs are ready to proceed toward Prysteen, go to encounter 6.

SIDETRACK: THE ROVER CAMP

The Rovers' base camp is a few miles northwest of here. Their wives and children are there, along with more horses. They are generally aligned N to CN. The women and especially the children are wary of the PCs but curious about them.

SIDETRACK: THE MONASTERY

As the Rovers said, the abandoned Tenha monastery lies about twenty miles to the west, surrounded by the ruined landscape typical of lowland Tenh. Most of the paper, wood, and other perishable materials were eaten by the Ethers, but stone and metal items remain.

If the PCs spend 6 PC-hours searching the library and succeed on a DC 20 Search check, they find a clue under a pile of debris: a thin sheet of copper, about 6 inches by 8 inches, with the following note inscribed in it. The impact of falling stones has obliterated some of the words.

"Those creatures are devouring all. We hear that only metal and stone survive. Surely our monastery lies in their path. To avoid destruction, we eight are fleeing into the higher hills. If we do not return, you who read this shall know of our deaths. Rao protect us."

The note has several names signed at the bottom, but only "Baradran" is still legible.

Some of the monks had already died when Baradran fell victim to a wendigo. After that, he killed the rest of the monks.

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

The PCs reach Prysteen and find it held by a small group of Stoneholders.

The entire Stonehold group, including the leaders now at Lake Abanfyl, arrived here over a month ago and began dismantling the locks and other defenses. When Prysteen was at full strength, decades ago, this destruction would have been hard, but Prysteen's defenses were already precarious when the Stoneholders came. Given the years without maintenance by its Tenha creators and slipshod repairs by some of Iuz's wizards, the defenses were easy to disable.

AN ENCOUNTER, NOT A SIEGE

Prysteen is presented merely as an interesting location, not as an exercise in besieging and exploring a castle.

This is just one encounter in the adventure, and it should not take more than 90 minutes if you are in a timed slot.

You might have to roll with the players' ideas, since high-level PCs often surprise judges. A rogue or bard PC might infiltrate the place and defeat the defenders by stealth or guile, or a spellcaster could do a lot of damage with an appropriate selection of spells.

Ultimately, the Stoneholders inside want to get into melee, not sit around shooting arrows. You might have to force the hand of indecisive or overly cautious players by charging the Stoneholders right out of the castle.

Read or paraphrase the following when the PCs get their first view of Prysteen:

The roaring sound of falling water precedes the view of Prysteen Castle. Perched atop a cliff where the Zumker River drops steeply, Prysteen commands views both upriver and downriver. Its tall, crenellated walls and towered keep are of the local red-brown stone. A few narrow spires of carved rock project above the walls.

The walls extend to form locks across the river, but torrents of water flow through holes in these structures. House-sized piles of fallen stone lie in the pools under each waterfall, sending spray in all directions as the cascade hits their uneven surfaces. The ramparts, keep, and spires, too, are cracked and missing many stones.

Occasionally, a flicker of energy plays across one of the spires, flashing blue or yellow with a franticness that evokes a fish flapping on a dock.

The flickering energy on the spires is harmless now, but it is the remnant of the powerful magical defenses that barred travel along the river. (A DC 30 Knowledge [arcana] or Spellcraft check gains this information.)

One defense, however, has survived: a permanent *dimensional lock* (CL 20th), warding the interior of the keep. (It does not block magical travel to the roof or to the courtyard outside the keep.) This effect appears as only a slight shimmer on the interior walls, but the green curtain of energy is plainly visible at the windows or through an open door. Allow a Spot check (DC 15 + distance modifiers) to notice the glow in the windows.

The walls of the keep are reinforced with a mesh of iron bars. The Tenhas had help from dwarves, who warned them against elementals, xorns, or other creatures that could glide right through the rock. The bars make a grid of 18-inch squares in the middle of the walls.

The front door of Prysteen is a gatehouse. Its thick, barred gate is still intact, but the inside face has many gouges in it: the bored Stoneholders have been using it for target practice (archery and axe-throwing).

❖ **Iron-Reinforced Masonry Walls:** 3 ft. thick; hardness 8; hp 540; AC 5; Break DC 45; Climb DC 20.

❖ **Strong Wooden Door:** 2 in. thick; hardness 5; hp 20; AC 5; Break DC 24.

❖ **Barred Wooden Gates:** 4 in. thick; hardness 5; hp 40; AC 5; Break DC 30.

All APLs (EL negligible)

❖ **Stonehold Grunts (6):** Male human barbarian 1; hp 11 each; Appendix 1. They shoot from the castle but do not participate in the real fight. Do not bother cluttering the battlemat with them.

APL 8 (EL 10)

❖ **Dorvund the Fang, Stonehold Lieutenant:** male human fighter 4 / rogue 4; hp 64; Appendix 1.

❖ **Stonehold Barbarians (2):** male human barbarian 5; hp 55 each; Appendix 1.

❖ **Stonehold Skald:** male human bard 5; hp 29; Appendix 1.

APL 10 (EL 12)

❖ **Dorvund the Fang, Stonehold Lieutenant:** male human fighter 4 / rogue 6; hp 77; Appendix 1.

❖ **Stonehold Barbarians (2):** male human barbarian 7; hp 77 each; Appendix 1.

❖ **Stonehold Skald:** male human bard 7; hp 38; Appendix 1.

APL 12 (EL 14)

❖ **Dorvund the Fang, Stonehold Lieutenant:** male human fighter 4 / rogue 8; hp 90; Appendix 1.

❖ **Stonehold Barbarians (4):** male human barbarian 7; hp 77 each; Appendix 1.

❖ **Stonehold Skald:** male human bard 9; hp 49; Appendix 1.

APL 14 (EL 16)

❖ **Dorvund the Fang, Stonehold Lieutenant:** male human fighter 4 / rogue 10; hp 103; Appendix 1.

❖ **Stonehold Barbarians (2):** male human barbarian 11; hp 121 each; Appendix 1.

❖ **Stonehold Skald:** male human bard 11; hp 60; Appendix 1.

APL 16 (EL 18)

❖ **Dorvund the Fang, Stonehold Lieutenant:** male human fighter 4 / rogue 12; hp 116; Appendix 1.

❖ **Stonehold Barbarians (4):** male human barbarian 11; hp 121 each; Appendix 1.

❖ **Stonehold Skald:** male human bard 13; hp 71; Appendix 1.

Tactics: Use map 3 as a guide to setting up this encounter, but feel free to simplify the layout or include obvious weak points in the defenses. You could also add rubble, boulders, small chasms where the stonework has crumbled away, and so on—to allow PCs or NPCs to show off their skills in Jump, Balance, or other skills.

As mentioned above (under “An Encounter, Not A Siege”), the Stoneholders are largely a rowdy bunch with little patience for advanced tactics. They like to fight in close combat, especially where their mobility and jumping abilities give them an advantage over most PCs.

Two grunts are posted as lookouts in the tall tower above the keep, while the others divide their time among the keep and the courtyard. The lookouts take a move action to ring a loud bell if they see or hear anything unusual (Listen DC -5 to hear the bell, modified for distance and intervening walls or doors). All the Stoneholders shoot arrows at PCs approaching the castle, until close combat begins.

The skald’s inspire courage ability takes the form of *hakara*, traditional Stonehold stomping and chanting. He also provides *haste* or other support spells, enchantment spells to disable PCs, or even *grease* under Dorvund’s melee opponents to make them flat-footed (unless they have 5 ranks in Balance).

The barbarians advance using cover, and they rage before entering melee.

Dorvund uses Combat Expertise when possible to raise his AC. At APLs 12-16, he begins by drinking one *potion of invisibility* so he should get sneak-attack damage on his first attack. If he does not have a flanking partner and the skald has not rendered his opponent flat-footed with *grease*, he uses Improved Feint and follows up with a sneak attack. He uses Improved Disarm and has no compunction against attacking an unarmed foe. He saves his last *potion of invisibility* to reposition himself or to flee (if reduced to 10 hp or fewer).

Interrogation

After the battle, if the PCs have spared any of the Stoneholders, then they can learn about the nefarious plans of the Stonehold leaders (Dehzbah, Vakrul, and Erilaes) at Lake Abanfyl. If the PCs killed all the Stoneholders, they do not get the advance information.

Dorvund and his men respect and fear Vakrul and Dehzbah, but they distrust Erilaes (calling her a “witch”).

The men here do not know about the demon Markazrak’nash’fin, because he always appeared to them in a polymorphed (human) form. They believed him to be an ordinary Stonehold warrior.

Dehzbah, Vakrul, and Erilaes took a small group of warriors (including the demon) with them, leaving Dorvund the Fang and his group here at Prysteen about a month ago. Dorvund and his men know only that the leaders planned to do something big at Lake Abanfyl, and they assume the mission was successful because they have seen so many creatures pass Prysteen in the last few weeks. They had hoped to leave Prysteen already, though, and are anxious to get back to Stonehold.

Refer to encounter 12 for the precautions against *scrying* on the leaders at the lake.

Tracking the Leaders

The PCs can try to find the three-week-old trail of the Stoneholder group that left Prysteen for Lake Abanfyl, nearly 100 miles upriver. It included Dehzbah, Vakrul, seven other warriors (including the polymorphed demon), and Erilaes. Erilaes's tracks are notably smaller and lighter than are the others'. It takes a DC 40 Track check to find the trail, but this is moot, since the PCs know that the Stoneholders headed for the lake.

Treasure: Besides the treasure they carry, the Stoneholders found a cache of ten *potions of water breathing* abandoned in the castle. The PCs can take and use these when they get to Lake Abanfyl.

All APLs: Magic – 10 *potions of water breathing* (63 gp each).

APL 8: Loot – 223 gp, Coin – 0 gp, Magic – +1 *chain shirt* (104 gp each), 2 +1 *breastplates* (113 gp each), +1 *studded leather* (98 gp each), +1 *halberd* (193 gp each), 2 +1 *greataxes* (193 gp each), +1 *shortbow* (194 gp each), 6 *potions of cure moderate wounds* (25 gp each), *potion of invisibility* (25 gp each), *potion of remove blindness/deafness* (63 gp each), *cloak of resistance* +2 (333 gp each).

APL 10: Loot – 223 gp, Coin – 0 gp, Magic – +1 *mithral chain shirt* (175 gp each), 2 +1 *breastplates* (113 gp each), +1 *studded leather* (98 gp each), +1 *halberd* (193 gp each), 2 +1 *greataxes* (193 gp each), +1 *shortbow* (194 gp each), 6 *potions of cure moderate wounds* (25 gp each), *potion of invisibility* (25 gp each), *potion of remove blindness/deafness* (63 gp each), 2 *amulets of natural armor* +1 (167 gp each), *brooch of shielding* (125 gp each), *cloak of Charisma* +2 (333 gp each), *cloak of resistance* +2 (333 gp each), *gloves of Dexterity* +2 (333 gp each).

APL 12: Loot – 339 gp, Coin – 0 gp, Magic – +1 *mithral chain shirt* (175 gp each), 4 +1 *breastplates* (113 gp each), +2 *studded leather* (348 gp each), +2 *halberd* (693 gp each), 4 +1 *greataxes* (193 gp each), +1 *shortbow* (194 gp each), 10 *potions of cure moderate wounds* (25 gp

each), *potion of invisibility* (25 gp each), *potion of remove blindness/deafness* (63 gp each), 4 *amulets of natural armor* +1 (167 gp each), *boots of striding and springing* (458 gp each), *brooch of shielding* (125 gp each), *cloak of Charisma* +2 (333 gp each), *cloak of resistance* +2 (333 gp each), *gloves of Dexterity* +2 (333 gp each).

APL 14: Loot – 223 gp, Coin – 0 gp, Magic – +2 *mithral chain shirt* (425 gp each), 2 +1 *breastplates* (113 gp each), +2 *studded leather* (348 gp each), +2 *halberd* (693 gp each), 2 +1 *animal bane greataxes* (693 gp each), +1 *shortbow* (194 gp each), 6 *potions of cure moderate wounds* (25 gp each), *potion of invisibility* (25 gp each), *potion of remove blindness/deafness* (63 gp each), 2 *amulets of natural armor* +1 (167 gp each), *boots of striding and springing* (458 gp each), *lesser bracers of archery* (417 gp each), *brooch of shielding* (125 gp each), *cloak of Charisma* +2 (333 gp each), *cloak of resistance* +3 (750 gp each), *gloves of Dexterity* +2 (333 gp each), pale blue rhomboid *ioun stone* (667 gp each).

APL 16: Loot – 339 gp, Coin – 0 gp, Magic – +3 *mithral chain shirt* (842 gp each), 4 +1 *breastplates* (113 gp each), +2 *studded leather* (348 gp each), +2 *halberd* (693 gp each), 4 +1 *animal bane greataxes* (693 gp each), +1 *shortbow* (194 gp each), 10 *potions of cure moderate wounds* (25 gp each), *potion of invisibility* (25 gp each), *potion of remove blindness/deafness* (63 gp each), 4 *amulets of natural armor* +1 (167 gp each), *boots of striding and springing* (458 gp each), *lesser bracers of archery* (417 gp each), *brooch of shielding* (125 gp each), *cloak of Charisma* +2 (333 gp each), *cloak of resistance* +3 (750 gp each), *gloves of Dexterity* +2 (333 gp each), pale blue rhomboid *ioun stone* (667 gp each).

Detect Magic Results: +1 *breastplate* (faint transmutation), +1 *chain shirt* (faint transmutation), +1 *mithral chain shirt* (faint transmutation), +2 or +3 *mithral chain shirt* (moderate transmutation), +1 *studded leather* (faint transmutation), +2 *studded leather* (moderate transmutation), +1 *greataxe* (faint transmutation), +1 *animal bane greataxe* (faint transmutation and moderate conjuration), +1 *halberd* (faint transmutation), +2 *halberd* (moderate transmutation), +1 *shortbow* (faint transmutation), *potion of cure moderate wounds* (faint conjuration), *potion of invisibility* (faint illusion), *potion of remove blindness/deafness* (faint conjuration), *potion of water breathing* (faint transmutation), *amulet of natural armor* +1 (faint transmutation), *boots of striding and springing* (faint transmutation), *lesser bracers of archery* (faint transmutation), *brooch of shielding* (faint abjuration), *cloak of Charisma* +2 (moderate transmutation), *cloak of resistance* +2 or +3 (faint abjuration), *gloves of Dexterity* +2 (moderate

transmutation), pale blue rhomboid *ioun stone* (moderate transmutation).

Development: The PCs can install some temporary measures to close off the river. You can say that some trees or lumber, stone (hewn stone from the castle or boulders from the river), rope, and other raw materials are available. Allow any reasonable plan to succeed, and reward player ingenuity. (This grants a story XP award.)

This is probably a good place for you to take a break. When you return, get right back into the action with encounter 7.

END OF ROUND ONE

ENCOUNTER 7: ALPINE PREDATORS

The PCs finally confront the wendigo, as well as a group of displacer beasts.

This encounter should take place on the same day as encounter 6, when the PCs are not at full resources. If the PCs are gathering supplies to repair the locks at Prysteen, for example, you could have the displacer beasts creep out of the hills to attack. If the PCs leave Prysteen immediately after their battle and continue overland to Lake Abanfyl, this encounter occurs a few miles upriver.

Read or paraphrase the following when the PCs are proceeding beyond Prysteen, even if it is after they have fought the wendigo and displacer beasts.

The clouds are breaking as the mountains rise ever higher. The crisp air brings a cool tingle to throats and lungs. A few birds flying in the distance seem to be the only other creatures in these remote heights.

The snow-capped Griffs loom over the landscape, but a sparse forest of pines and firs covers these slopes; the ground is littered with brown pine needles, and brittle pinecones crack underfoot.

Rushing along through the valley, the Zumker River tumbles over large rocks and the occasional waterfall.

Creatures: Displacer beasts attack the PCs, as the blink dogs might have warned. The wendigo also chooses this time to launch his attack on the group of PCs, as explained in encounter 4.

APL 8 (EL 9)

☛**Baradran the Wendigo:** ex-monk 6; hp 45; Appendix 1.

☛**Displacer Beasts (2):** hp 51 each; *Monster Manual* 66.

APL 10 (EL 11)

☛**Baradran the Wendigo:** ex-monk 8; hp 60; Appendix 1.

☛**Displacer Beasts (4):** hp 51 each; *Monster Manual* 66.

APL 12 (EL 13)

☛**Baradran the Wendigo:** ex-monk 10; hp 75; Appendix 1.

☛**Advanced Huge Displacer Beasts (2):** hp 115 each; Appendix 1.

APL 14 (EL 15)

☛**Baradran the Wendigo:** ex-monk 12; hp 90; Appendix 1.

☛**Advanced Huge Displacer Beasts (4):** hp 115 each; Appendix 1.

APL 16 (EL 17)

☛**Baradran the Wendigo:** ex-monk 14; hp 105; Appendix 1.

☛**Displacer Beast Pack Lords (2):** hp 195 each; *Monster Manual* 66.

Tactics: No map is provided for this encounter, so you should make up a suitable arrangement of alpine terrain: some undergrowth (difficult terrain), boulders filling one or more squares (to be used as cover or higher ground), and scattered small trees. Give the displacer beasts a good place to hide when they start. Allow Spot and Listen checks to determine the starting distance of the encounter. The terrain should limit spotting distances to 100 feet.

The displacer beasts emerge from hiding and work together to drop their chosen opponent.

The wendigo uses the distraction to attack, preferring to concentrate on his chosen foe using Spring Attack, Improved Trip, and Stunning Fist (delivered through his bite). Remember his Deflect Arrows feat. If a PC attacks him with fire, he redirects his attacks against that PC.

Note that the displacer beasts do not necessarily consider the wendigo an ally. They might take attacks of opportunity against him if he moves through their threatened area.

Treasure:

APL 8: Magic -- *bracers of armor* +2 (333 gp each).

APL 10: Magic -- *bracers of armor* +3 (750 gp each).

APL 12-14: Magic – *bracers of armor* +4 (1,333 gp each).

APL 16: Magic – *bracers of armor* +5 (2,083 gp each).

Detect Magic Results: *Bracers of armor* (moderate conjuration).

Development: The bones of some blink dogs, humanoids, and other creatures are in the lair of the displacer beasts, three miles away (Track DC 14 at APL 8, or DC 13 at APL 10-16).

ENCOUNTER 8: ARRIVAL AT LAKE ABANFYL

The PCs reach the top of the hills that surround the watershed of Lake Abanfyl, and get their first view of the lake. Ideally, they arrive as the sun is setting, so there is not much time for them to explore before nightfall.

Mist hangs over the vast valley that holds Lake Abanfyl. It might be caused by moist air meeting the chilly water of the lake, or something more arcane. From the hilltop, only the nearest patch of dark water is visible, as the lake recedes eastward into thick fog. The wind over the hills prickles the hair on the back of your neck.

From the unseen distance comes a low keening, as if a woman were wailing. It echoes about the hillsides, stopping at times and then beginning again rather suddenly.

The keening noise is merely the wind whistling through holes in some of the trees on the far side of the lake, but you should set up the mood as if there were something more roaming about the lake.

Use map 3 to show the players what the PCs can see. Note that the fog obscures the shores to either side.

Development: Proceed to encounter 10 when the PCs begin exploring the lake, but the PCs should experience encounter 9 early in their explorations.

ENCOUNTER 9: THE WANDERING STARS

In this encounter, the PCs meet a small band of young, neutral- and good-aligned orcs, who worship Celestian. It should occur before the PCs have explored much of Lake Abanfyl: perhaps when the PCs are camping for the night (so the orcs approach their camp) or when the PCs are travelling along a misty hillside (so the orcs lurk in the mist and listen to the PCs' conversations). The ranger,

Kralla, usually scouts ahead of the other three by about 50 feet.

Make up your own description of the scene, depending on whether it is day or night and whether the PCs find the orcs before the orcs find them. All of the orcs are cloaked and hooded and might not be recognizable as orcs.

If a PC's Spot check beats Ullagar's or Kralla's Hide check by 5 or more, give the following description:

This burly figure wears studded leather under its cloak. Interspersed with the studs on its torso are seven larger studs arranged in a circle and tinted with varying colors.

A DC 20 Knowledge (religion) check allows a PC to recognize the arrangement of colored studs as a symbol of the deity Celestian, god of the stars and wanderers, brother of Fharlanghn.

If a PC's Spot check beats the Hide check of any orcs by at least 10, the PC can clearly see a wooden holy symbol of Celestian, recognizable with a DC 15 Knowledge (religion) check.

☛ **Ullagar:** NG male orc cleric 6 (Celestian); Appendix 1.

☛ **Kralla:** CG female orc ranger 5; Appendix 1.

☛ **Brukk and Grash:** N male orc barbarian 4; Appendix 1.

The orcs used to reside in the vast orcish city of Garel Enkdal, 50 miles northeast of the lake, but they were exiled for various crimes about two years ago. Garel Enkdal is described in WSG1 *Five Shall Be One*, in which northern barbarians raid the city and take the magical sword *Stalker*, just before Iuz touches off the Greyhawk Wars. Garel Enkdal is about to erupt into a power struggle (orcs, hobgoblins, and various UnderOerth creatures) and might hold the promise of future adventures for *Living Greyhawk* PCs.

All in this group have abandoned the evil ways of their upbringing, including the worship of Gruumsh and the orc pantheon. They now worship Celestian, since the moon and stars are gentle on their light-sensitive eyes. They learned about this deity last year from a kind but somewhat daft human cleric of Celestian, as the cleric was travelling far from his home in the west. The orcs dream of seeing distant lands, but are somewhat afraid to leave the mountains that they have always called home.

They are wary of the PCs (starting attitude unfriendly) and suspect them to be in league with the Stoneholders. The arrival of two groups of humans seems

more than coincidental to them. They can, however, share information if the PCs do not attack.

PARLEY

Ullagar is the only one that speaks Common. You might simply roleplay the PCs' interactions and make a judgment call, or use a Diplomacy check with the following suggested modifiers:

- +2 if the PCs say that they are fighting the men of Stonehold.
- +2 if the PCs speak positively about Celestian.
- +5 if a PC actually worships Celestian and has the holy symbol to prove it. [Some PCs carry around holy symbols of deities they don't actually worship. Give the orcs a Sense Motive check, or even an opposed Knowledge (religion) check, to see through this ploy.]
- +2 if the PCs say they oppose orcs that worship Gruumsh but admit that some orcs could be different.
- -2 (or more) if they say they hate all orcs or are similarly prejudiced.

The orcs respond according to their new attitude.

Hostile: They are insulted. They berate the PCs and try to flee.

Unfriendly: They are not impressed. They tersely suggest that the PCs conduct their business quickly, and they stand their ground until the PCs leave.

Indifferent: They are still reserved, but they share some information. They say they heard a group of men along the shores a few weeks ago (all 10, including the leaders, actually two weeks), and again about a week ago (six warriors). The humans were boisterous and savage, bragging about killing their enemies. Ullagar mentions stories about "watchers in the mist"—guardians living in the middle of the lake, where a mist always hangs over the water—but he does not know that these are mist dragons. He knows that monsters in the lake have been more active of late.

Friendly: As *Indifferent*, above, plus the following. They believe (rightly) that the "watchers" are in danger, but they do not know what to do about it. They suggest that the PCs ask the "greensnakes with person-faces" on the south shore (water nagas, see Encounter 10-B) or "the oracle" on the north shore (the glaistig Gwellyria, Encounter 10-C). They are on good terms with the nagas, whose home is underwater but who can be called by throwing a stone into the water there. They do not know what "the oracle" is; orcs from Garel Enkdal would seek out the oracle with their most troubling questions, but few would ever return.

Helpful: As *Friendly*, above, plus the following. They offer to cast protective or healing spells on the PCs. They also give their *potions of water breathing* to the PCs, in case the PCs decide to go underwater to investigate, but they ask the PCs to return any potions not used. They offer to travel with the PCs to visit the nagas or even "the oracle" (glaistig), if the PCs want them along.

If the PCs make the orcs friendly or helpful, they also qualify for the Favor of the Wandering Stars, noted on the AR.

ATTACK

The PCs could be forgiven for attacking unprovoked, since the Griffs are known for harboring vicious orcs. But in this case, they would be attacking without legitimate cause.

The orcs curse the PCs for their violence and try to flee, with Kralla shooting to cover the others' escape. Give hints to allow the PCs to break off combat. The PCs may stop attacking and decide to try diplomacy instead, but the orcs' starting reaction is now hostile. Give a +2 bonus if the PCs heal all wounds that they inflicted.

Development: The PCs may continue exploring the lake, with or without the orcs' help. Go to encounter 10.

ENCOUNTER 10: EXPLORING THE SHROUDED SHORES

The PCs explore the shores of the lake. The lake's western/southern shores (the end where the PCs arrive) have a few keyed encounter areas.

A. TRACKS ON THE SHORE

The shores of the lake hold various tracks: mountain goats and other mundane creatures, stone giants, griffons, dwarves, or practically anything you want. A DC 15 Track check turns up one or more of these trails, at your discretion. These trails simply give an idea about the creatures that live up here, but the trails do not matter for the PCs' mission.

With a DC 38 Track check, the PCs find the trail of the Stoneholder group (ten people, including the notably lighter tracks of Erilaes), walking from the river to area B.

A DC 25 Track check reveals the newer trail of six Stonehold warriors, who walked from area B around the end of the lake to area C a week ago. The actions of this group are explained under area C, below.

B. NAGA LAIR

These two water nagas are a mated pair, living near the mouth of a stream, with a cunning and defensible underwater lair. (The lair is not included in this adventure.) Their names are Alaghanash (“all-ah-gah-NASH”) and Sharinustha (“shar-ee-NOOSE-thah”). Their scales are a bluer green than those of nagas that live in warm waters. Their stats do not vary by APL, since they are not intended to be a combat encounter.

See Area A for information on the trail of the Stoneholders here.

The mist that covers the lake is pulled back from this part of the southern shore, revealing the mouth of a stream flanked by patches of hardy shrubs. A pile of rounded stones, clearly not a natural formation, sits on the western shore of the stream near the lake.

The nagas made the pile of stones. Throwing one of the stones into the lake is like knocking on a door. The two nagas arrive about a minute later, peeping at their visitors from a hidden nearby cove. Once they see that the PCs are not Stoneholders, they approach to talk. Only Alaghanash appears at first, while Sharinustha remains underwater.

☞ **Alaghanash and Sharinustha:** male and female water nagas; hp 65 each; *Monster Manual* 193. He has *major image* as a 3rd-level spell, instead of *suggestion*; she has *alarm* as a 1st-level spell, instead of *true strike*.

The nagas know the following information. After their recent encounters with the Stoneholders, they begin unfriendly to the PCs, but indifferent if they see the orcs with the PCs. Diplomacy or appropriate roleplaying is required to get them to reveal what they know.

- The nagas are acquainted with the Wandering Star orcs. The orcs call them “greensnakes” and they call the orcs “stargazers”. The orcs are unusual and amusing to the nagas.
- The nagas prefer to stay along the shallow southern shore of the lake. It takes them about a day (7-8 hours at 5 miles per hour) to swim to the eastern end.
- A few other nagas live elsewhere in the lake.
- Various creatures, mundane or otherwise, live in the lake: huge fish and worms, lacedons, scrags, merrows, nixies, kelpies, kapoacincths, elementals, and more.
- They know of the “watchers in the mist”, who dwell on an island a few miles off shore. They do not know that the watchers are dragons.

- A group of humans (the Stoneholders)—eight men and two women—visited them about two weeks ago and demanded to know where to find the watchers. The nagas refused to answer, the humans attacked, and the nagas fled. (The Stoneholders later learned about the island from the merrows.)
- They have seen the watchers’ (dragons’) island but not visited it. If made friendly, they direct the PCs to the island. If helpful, they accompany the PCs if the PCs ask them to do so, and they are surprised to see the changes that the Abyssal influences have wrought on the island.
- They do not know about the back entrance mentioned in encounter 11.
- They know about “the oracle” (the glaistig) and can direct the PCs to her home on the north shore. They do not know exactly what she is, but she is definitely powerful and knowledgeable, albeit unpredictable or even violent.

Tactics: If the PCs attack, the nagas retreat to their lair. A double move takes them to the entrance of their lair, a complicated maze of tunnels. Try to discourage the PCs from pursuing.

C. THE ORACLE

This area is home to one of the lake’s quirkier and more powerful residents: a fey sorceress named Gwellyria. Her stats do not vary by APL, since she is not intended to be a combat encounter. If the PCs want to pick a fight, that is their problem.

Glaistigs are capricious fey that drink the blood of humanoids. Since Lake Abanfyl is so remote, Gwellyria has spread the rumor of an “oracle” to lure orcs, dwarves, and other folk to her. She dispenses useful information to some visitors, allowing them to promulgate the rumor, but kills many of them. Gwellyria has recently fed, though (see below), and is therefore relatively cordial to the PCs.

Her familiar, a white gyrfalcon (hawk), spends most of the day flying about, reporting back to her each night. His travels allow her to know about events beyond the range of her water symbiosis.

See area A for information on the trail of the six Stoneholders from area B to this area.

This area is free of mist but it is still chilly and ominous. A small river, descending from the northern peaks, spills into the lake here. A few dozen boulders stand on the shore or poke out from the near water, like a populace of stony villagers. About forty feet off shore, one tall stone has a small natural shelf just above water level, and a

horn hangs from a peg driven into the stone about five feet above this shelf.

The polite way for a supplicant to announce himself to Gwellyria is by standing on the rock shelf and blowing the horn.

The announcement procedure is designed to make a visitor vulnerable. Climbing up onto the rock shelf from the water takes a DC 15 Climb check. Standing on the slick, narrow shelf takes a DC 12 Balance check (+2 to the check if a character clings to the rock with one hand, +4 if with two hands), leaving most visitors flat-footed.

When Gwellyria is far from here, she does not hear the horn and her visitors must wait days or weeks to speak with her, but she is nearby today. She arrives 1d4+1 minutes after the horn is blown. She casts a few spells, ending with *summon monster VI* to summon 1d4+1 Small water elementals, which she directs in a choreographed water-display to make her entrance more dramatic. (Assume 3 elementals, since they do not fight.)

Twenty yards away, the dark surface of the lake bubbles and churns. The water spins quickly to form three vortices in a rotating formation, which suddenly erupt into a dancing spray. The spray spins in a larger circle, as if three great sea-beasts surround their prey.

From the center of this circle, a beautiful fair-skinned woman gradually rises, about waist-high. Her hair is long and white as a crashing waterfall; her dress is the moody grey of stormclouds. Her eyes shimmer like sun-touched water and her glistening lips are deep red. The water becomes calm about her.

♣ **Gwellyria:** glauistig sorcerer 14; hp 129; Appendix 1.

Gwellyria knows much about the lake but does not reveal it to just anyone. Each visitor—each PC—must prove himself or herself worthy of her audience. There are two ways to do this:

- Impress her with artistry, by making a DC 25 Perform check. The PC has three attempts. Sleight of Hand and Tumble are also acceptable. If the slippery rock is not a suitable place to make the check, such as Perform (dance), Gwellyria allows the PC to return to shore. Encourage the players to describe or even act out what their PCs do, and give up to a +2 bonus on the check for good roleplaying. She knows about the spell *divine insight* and considers it cheating; if she believes that the spell was used (Sense Motive check), she does not accept the first performance and immediately demands a do-over.

- Offer a gift of no less than 100 gp times the APL, per person, preferably in magic items or gems. The items must not be perishable in water, of course. Gwellyria views this option as somewhat crass, but she does not complain.

If a PC cannot pass the test of skill and refuses to offer a gift, Gwellyria requires that visitor to leave—out of sight, out of earshot, no familiars, no clairsaudience, and so on—at least 500 feet away. This is also the likely case for all of the Wandering Star orcs, if they are accompanying the PCs. They scamper off while any PCs talk to Gwellyria.

Once the PCs have won her favor, Gwellyria should be cryptic, haughty, or coy about the information she reveals, as befits a so-called oracle. Even if she is lying, her high Bluff modifier makes the lie hard to detect. Some suggested wording follows certain pieces of information.

Generally, she regards most humanoids as mere livestock or playthings. She might intersperse her sayings with a compliment or innuendo to an attractive PC, for example, but with an unsettling undertone. (Try to gauge your players when deciding how to phrase these remarks. Tone it down if there are children at the table.)

- Humans (the Stoneholders) came to the lake about two weeks ago. They went to the island. “Others like you rose to these heights, but they swiftly sought the shelter of water and rock.”
- About a week ago, six of the Stonehold warriors were wandering the shores and encountered Gwellyria. They were rude to her, she says, but she does not tell the PCs what became of them. “Those who disrespect their betters must be taught their place.” (She killed three of them outright, and ensnared the other three with enchantments. One is still alive but docile in her lair, in a deep part of the lake. The other Stoneholders’ bodies and gear are there as well.)
- She realizes that one of the “humans” (the demon) is really an outsider of some kind, but she does not know exactly what. “All four believe themselves to be immortal fiends made flesh, but only one truly is.”
- She knows that some of the merrows and kapoacincths of the lake have allied themselves with the humans. “A brutish demeanor gathers the same. The dark children of the lake have pledged themselves to the newcomers.”
- She is annoyed at the humans for tampering with the lake and its creatures, but she will not confront them until they threaten her directly or do more to harm the lake. If they are as foolish as the six who visited her, she can pick them off easily.

- She knows that there is a back entrance into the island besides the obvious main tunnel, as explained in encounter 11. “As the sun rises in the East, so does hope lie in that direction. Three stone sentinels conceal the downfall of the intruders.”

Tactics: If the PCs attack her, she immediately tries to *dimension door* 400 feet out and under the surface of the lake to end the encounter.

If prevented from fleeing because of a *dimensional anchor* or similar effect, she either *dominates* a fighter-type to attack the other PCs, *feebleminds* a spellcaster, or blasts the area with *prismatic spray*.

Attacking her could leave the players with too little time to finish the adventure, but that is the price to pay for attacking all NPCs.

D. MIST DRAGON ISLAND

The island is described in encounters 11 and 12.

It is important to allow the PCs a chance to rest before going to the island, since they will likely face one or two tough fights there.

ENCOUNTER 11: GUARDED WATERS

This encounter deals with the approaches to the central lair in encounter 12. High-level PCs should have ways of surviving underwater, but there are crutches available in previous encounters: the cache of *potions of water breathing* at Prysteen in encounter 6, and aid from the orcs in encounter 9.

The island has been twisted by the Abyssal energies commanded by the glabrezu Markazrak'nash'fin. Although it was once generally natural in form, demons have deformed and reshaped the rock. The primary way in is by a large watery tunnel. A *forbiddance* spell, newly placed over the dragons' inner lair, prevents magical travel, as described in encounter 12.

Or at least the villains believe there's only one way in. There is a back entrance, a narrow tunnel leading in from the eastern end of the island. The stone along this tunnel is unstable and likely to collapse when the PCs pass, as described below.

Below the surface of the lake there is no mist, only cold and dark water.

The island, more easily seen now, appears to be hard stone, but of a form resembling that of hot wax suddenly plunged into water. Spires and nodules project at improbable angles among valleys and pockmarks.

A DC 20 Knowledge (the planes) check connects the appearance of the island to the influence of chaotic extraplanar forces. DC 30 correctly specifies the Abyss as the plane in question.

MAIN ENTRANCE

Erilaes has put a silent *alarm* spell (Search DC 26, Disable Device DC 26) at the mouth of the main entrance.

A fifteen-foot-wide tunnel, about twenty feet below the surface of the water, penetrates into the island.

A party of merrows also guards the main entrance. They wait in a large water-filled chamber about 120 feet in.

The tunnel opens into a chamber, also completely filled with water. Its walls have the same melted look as the tunnel leading in. A dark spot in the far wall indicates a continuation of the tunnel.

The EL of this encounter is raised to account for the aquatic conditions that probably hamper the PCs. Be sure to review the rules for underwater combat in the *Dungeon Master's Guide*, pages 92-93.

APL 8 (EL 9, raised to 10 for aquatic terrain)

☛ **Merrow Cleric:** male merrow cleric 6; hp 84; Appendix 1.

☛ **Merrows (4):** hp 29 each; *Monster Manual* 199 (Ogre).

APL 10 (EL 11, raised to 12 for aquatic terrain)

☛ **Merrow Cleric:** male merrow cleric 8; hp 102; Appendix 1.

☛ **Merrow Fighters (2):** male merrow fighter 4; hp 80 each; Appendix 1.

APL 12 (EL 13, raised to 14 for aquatic terrain)

☛ **Merrow Cleric:** male merrow cleric 10; hp 120; Appendix 1.

☛ **Merrow Fighters (4):** male merrow fighter 4; hp 80 each; Appendix 1.

APL 14 (EL 15, raised to 16 for aquatic terrain)

☛ **Merrow Cleric:** male merrow cleric 12; hp 138; Appendix 1.

☛ **Merrow Fighters (2):** male merrow fighter 8; hp 138 each; Appendix 1.

APL 16 (EL 17, raised to 18 for aquatic terrain)

🐉 **Merrow Cleric:** male merrow cleric 14; hp 156; Appendix 1.

🐉 **Merrow Fighters (4):** male merrow fighter 8; hp 138 each; Appendix 1.

Tactics: Use Map 5 for this encounter. The merrows begin where indicated and wait for the PCs to enter the cavern before attacking.

The merrow cleric is cunning and cruel. *Dispel magic* is a good tactic, since he recognizes that most humanoids would not survive underwater without magic. A targeted or area-effect *dispel magic* might force the PCs to think fast to avoid drowning. He can also swim fast to deliver touch spells or to attack. Consider using his Destruction-domain smite and Strength-domain feat of strength together for a single devastating blow. He fights to the death, hoping to bring some victims with him into the final embrace of Vaprak.

The other merrows (two or four) use straightforward combat tactics. They can reach deep into PC ranks with their longspear, possibly threatening some fragile PCs that hang back. At APL 10 and higher, the merrows also threaten by means of Improved Unarmed Strike, and one might choose to grapple while the other stabs the grappled PC; they are experienced enough not to grapple if they know a rogue is near. As long as the cleric lives, they fight to the end; if he is dead or down, they flee when they reach 10 hp or less (5 hp at APL 8).

Treasure:

APL 8: Loot – 45 gp, Magic – *+1 Large chitin armor* (108 gp each), *periapt of Wisdom +2* (333 gp each).

APL 10: Loot – 43 gp, Magic – 3 suits of *+1 Large chitin armor* (108 gp each), *+1 Large spear* (192 gp each), 2 *+1 Large longspear* (193 gp each), *periapt of Wisdom +2* (333 gp each).

APL 12: Loot – 87 gp, Magic – *+2 Large chitin armor* (358 gp each), 4 suits of *+1 Large chitin armor* (108 gp each), *+1 Large spear* (192 gp each), 4 *+1 Large longspear* (193 gp each), *periapt of Wisdom +2* (333 gp each).

APL 14: Loot – 43 gp, Magic – *+2 Large chitin armor* (358 gp each), 2 suits of *+1 Large chitin armor* (108 gp each), *+1 Large spear* (192 gp each), 2 *+1 Large longspear* (193 gp each), *ring of protection +1* (167 gp each), 2 *amulets of natural armor +1* (167 gp each), *periapt of Wisdom +2* (333 gp each).

APL 16: Loot – 87 gp, Magic – *+2 Large chitin armor* (358 gp each), 4 suits of *+1 Large chitin armor* (108 gp each), *+1 Large spear* (192 gp each), 4 *+1 Large longspear* (193 gp each), *ring of protection +1* (167 gp each), 4

amulets of natural armor +1 (167 gp each), *periapt of Wisdom +2* (333 gp each).

Detect Magic Results: *+1 Large chitin armor* (faint transmutation), *+2 Large chitin armor* (moderate transmutation), *+1 Large spear* (faint transmutation), *+1 Large longspear* (faint transmutation), *ring of protection +1* (faint abjuration), *amulet of natural armor +1* (faint transmutation), *periapt of Wisdom +2* (moderate transmutation).

Development: Once the merrows have been overcome, the PCs may proceed to encounter 12.

BACK ENTRANCE

This tunnel is filled with water, like the main entrance, but it is harder to find and narrower.

The PCs can find the entrance with a DC 30 Search check in the proper square, or only DC 20 if the glaistig Gwellyria has told them where to look: a distinctive grouping of three vertical stones.

The tunnel is about five feet in diameter for most of its length, but only two feet at several places. Small-sized or smaller creatures can pass through these bottlenecks without problem; Medium creatures must be able to make a DC 20 Escape Artist check; Large or larger creatures (except snakes or other creatures with long, narrow bodies) cannot pass.

At three points along the tunnel, zones of unstable rock await the unwary. These are effectively location-based mechanical traps, as the presence of a swimming creature causes the rock to collapse. A good rogue should be able to bypass the traps.

Trap: The stone is unstable at three spots along the tunnel—roughly 100, 250, and 300 feet in. Remember that dwarves can use Search to locate difficult stonework traps just like rogues can, anyone can search for traps whose DC to find them is 20 or less, and anyone can take 20 on a search for traps.

APL 8 (EL 4 each)

🐉 **Falling Block Trap (3):** CR 4; mechanical; location trigger; no reset; Atk +10 melee (6d6, stone fragments); multiple targets (can strike all characters in two adjacent squares); Search DC 20; Disable Device DC 25.

APL 10 (EL 5 each)

🐉 **Falling Block Trap (3):** CR 5; mechanical; location trigger; no reset; Atk +15 melee (6d6, stone fragments); multiple targets (can strike all characters in two adjacent squares); Search DC 20; Disable Device DC 25.

APL 12 (EL 6 each)

✦ **Falling Block Trap (3):** CR 6; mechanical; location trigger; no reset; Atk +20 melee (6d6, stone fragments); multiple targets (can strike all characters in two adjacent squares); Search DC 22; Disable Device DC 25.

APL 14 (EL 7 each)

✦ **Falling Block Trap (3):** CR 7; mechanical; location trigger; no reset; Atk +20 melee (8d6, stone fragments); multiple targets (can strike all characters in two adjacent squares); Search DC 22; Disable Device DC 25.

APL 16 (EL 8 each)

✦ **Falling Block Trap (3):** CR 8; mechanical; location trigger; no reset; Atk +20 melee (8d6, stone fragments); multiple targets (can strike all characters in two adjacent squares); Search DC 25; Disable Device DC 25.

Development: Once the traps have been overcome, the PCs may proceed to encounter 12.

Note that if the PCs use the back entrance, the merrow guards are bypassed and the PCs will still get the full XP if they win inside. The disheartened merrows flee, being content to lord over their own portion of the lake a few leagues east.

ENCOUNTER 12: LAIR OF THE BEASTS

This is the central lair; it has air in it. The mist dragons are absent, gone to Stonehold.

The Stoneholder leaders are here, along with some kapoacincths (aquatic gargoyles) that were attracted to the powerful evil presence. The kapoacincths lurk in the pools of water and occasionally come up out of boredom to pick idly through the dragons' hoard. Vakrul feels rather bored and cooped up, too, and he plots revenge against Gwellyria the glaistig for killing his warriors. Erilaes is an exception, as she catalogs the hoard and studies various books and scrolls that they had collected. (None of these writings, however, is special enough to be included on the AR.)

The glabrezu and Dehzbah, however, have left, taking a powerful item from the hoard and forcing the dragons to leave with them. The PCs will have their chance to set things right in Part 3 of this series.

PROTECTIONS AGAINST *SCRYING*, SPYING, AND OTHER SNEAKY TACTICS:

The island is full of lead deposits, which prohibits *scrying* or other magical spying.

The walls, ceiling, and floor of the lair are also covered with hardwood. The dragons enjoyed its deep rich beauty and the way it affected the acoustics of the cavern. They brought in thick planking from the surrounding hills many years ago and crafted it into floors and walls inside their lair. This wood covering is made from squared-off tree trunks, close to two feet thick on average. As with the rest of the island, Abyssal influence has warped and fused the wood in some places, leaving pits and pools in the floor, but the wood still covers every surface. This wooden covering has the side effect of blocking some earth-based abilities, such as an Earth Dreamer's *earth glide*.

As shown on map 5, Erilaes has placed a second silent *alarm* spell (Search DC 26, Disable Device DC 26)—besides the *alarm* at the beginning of the main entrance—just outside the central lair. Even if the PCs bypassed the merrows by using the back entrance, they might trip this *alarm*.

At APL 12+, a *forbiddance* spell covers the area indicated on the map: everywhere except the water-filled entry tunnel and a few alcoves around the edges. It is keyed to the alignment chaotic evil. There is no password. This counts as a CR 7 trap but does not significantly affect the EL at these high APLs.

APL 8 (EL 11)

✦ **Vakrul Frost-Eye, Stonehold Leader:** male human barbarian 5 / fighter 4; hp 93; Appendix 1.

✦ **Erilaes, Stonehold Arcanist:** female human sorcerer 1 / wizard (abjurer) 7; hp 40; Appendix 1.

✦ **Kapoacincths (2):** hp 37 each; *Monster Manual* 113 (Gargoyle).

APL 10 (EL 13)

✦ **Vakrul Frost-Eye, Stonehold Leader:** male human barbarian 7 / fighter 4; hp 115; Appendix 1.

✦ **Erilaes, Stonehold Arcanist:** female human sorcerer 1 / wizard (abjurer) 9; hp 50; Appendix 1.

✦ **Kapoacincths (4):** hp 37 each; *Monster Manual* 113 (Gargoyle).

APL 12 (EL 15)

✦ **Vakrul Frost-Eye, Stonehold Leader:** male human barbarian 9 / fighter 4; hp 137; Appendix 1.

✦ **Erilaes, Stonehold Arcanist:** female human sorcerer 1 / wizard (abjurer) 11; hp 60; Appendix 1.

✦ **Large Advanced Kapoacincths (3):** hp 105 each; Appendix 1.

Forbiddance (CL 12th) is in effect. Save DC 19.

APL 14 (EL 17)

✚ **Vakrul Frost-Eye, Stonehold Leader:** male human barbarian 11 / fighter 4; hp 159; Appendix 1.

✚ **Erilaes, Stonehold Arcanist:** female human sorcerer 1 / wizard (abjurer) 13; hp 70; Appendix 1.

✚ **Large Advanced Kapoacinch Rogues (2):** kapoacinch rogue 5; hp 172 each; Appendix 1.

↗ *Forbiddance* (CL 14th) is in effect. Save DC 20.

APL 16 (EL 19)

✚ **Vakrul Frost-Eye, Stonehold Leader:** male human barbarian 13 / fighter 4; hp 181; Appendix 1.

✚ **Erilaes, Stonehold Arcanist:** female human sorcerer 1 / wizard (abjurer) 15; hp 80; Appendix 1.

✚ **Large Advanced Kapoacinch Rogues (4):** kapoacinch rogue 5; hp 172 each; Appendix 1.

↗ *Forbiddance* (CL 16th) is in effect. Save DC 21.

Tactics: Vakrul Frost-Eye prefers a straight-up fight against another martial PC. “No grabbing, no tripping,” he warns—his feats (Close-Quarters Fighting and Prone Attack) negate such tactics anyway. He does not flee or surrender.

Erilaes works mainly to protect Vakrul and herself. She counts on being able to act first, to counterspell a PC wizard or dispel their buffs so Vakrul and the kapoacinchs can beat down the PCs. Consider targeting a *dispel magic* on an item that a PC is using, such as the tank’s weapon, the archer’s bow, or the wizard’s headband. If Vakrul and at least half of the kapoacinchs are down, she tries to flee using *dimension door* or *teleport* (from a scroll, if needed). She knows exactly where the *forbiddance* ends, since she has to leave it before her travel-magic will work.

The kapoacinchs begin in the water and emerge to attack. They try to give flanking bonuses to the leader or they put pressure on PC spellcasters. At APL 12+, they have *dust of appearance* and throw it on a concealed PC if Vakrul or Erilaes orders them to do so. They are not amphibious, so they cannot breathe air and must hold their breath when on land. They have thrown their lot in with the demons to the end, so they do not surrender or flee.

Interrogating Vakrul or Erilaes: They say that Markazrak’nash’fin has moved northward again because he has business with Dehzbah the Man-Ripper (an infamous villain from Pale regional adventures) and other leaders in Stonehold. Dehzbah is a champion of Erythnul and the niece of Sevvord Redbeard himself, the despot of Stonehold.

There was a pair of dragons and a wyrmling in this cavern, they explain, but Dehzbah and the demon have the wyrmling in their power and have forced the dragons to leave with them. They do not know the exact plans of Dehzbah or the demon. They were supposed to remain here until called away.

Treasure:

APL 8: Loot – 375 gp, Coin – 167 gp, Magic – +1 *white dragonhide breastplate* (142 gp each), +1 *frost nauskiree-bone spear* (692 gp each), *potion of cure moderate wounds* (25 gp each), 2 *potions of cure serious wounds* (63 gp each), *potion of remove blindness/deafness* (63 gp each), *scroll of invisibility* (13 gp each), *scroll of fly* (31 gp each), *scroll of dimension door* (58 gp each), *wand of magic missile (9th)* (563 gp each), *cloak of resistance +2* (333 gp each), *gauntlets of ogre power* (333 gp each), *headband of intellect +2* (333 gp each).

APL 10: Loot – 525 gp, Coin – 167 gp, Magic – “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*) (1,892 gp each), +1 *frost nauskiree-bone spear* (692 gp each), *potion of cure moderate wounds* (25 gp each), 2 *potions of cure serious wounds* (63 gp each), *potion of remove blindness/deafness* (63 gp each), *scroll of dimension door* (58 gp each), *scroll of teleport* (94 gp each), *wand of magic missile (9th)* (563 gp each), *cloak of resistance +3* (750 gp each), *gauntlets of ogre power* (333 gp each), *headband of intellect +2* (333 gp each).

APL 12: Loot – 684 gp, Coin – 167 gp, Magic – “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*) (1,892 gp each), +1 *icy burst nauskiree-bone spear* (1,525 gp each), 4 *potions of cure moderate wounds* (25 gp each), 2 *potions of cure serious wounds* (63 gp each), *potion of remove blindness/deafness* (63 gp each), *ring of protection +2* (667 gp each), *scroll of dimension door* (58 gp each), *scroll of teleport* (94 gp each), *wand of magic missile (9th)* (563 gp each), *cloak of resistance +3* (750 gp each), 3 uses of *dust of appearance* (150 gp each), *gauntlets of ogre power* (333 gp each), *headband of intellect +2* (333 gp each).

APL 14: Loot – 883 gp, Coin – 167 gp, Magic – “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*) (1,892 gp each), +1 *icy burst nauskiree-bone spear* (1,525 gp each), +1 *dagger* (192 gp each), 3 *potions of cure moderate wounds* (25 gp each), 2 *potions of cure serious wounds* (63 gp each), 2 *potions of fly* (63 gp each), *potion of remove blindness/deafness* (63 gp each), *minor ring of cold resistance* (1,000 gp each), *improved ring of jumping* (833 gp each), *scroll of*

dimension door (58 gp each), *scroll of teleport* (94 gp each), *wand of magic missile (9th)* (563 gp each), 2 sets of *bracers of armor +1* (83 gp each), 2 uses of *dust of appearance* (150 gp each), *gauntlets of ogre power* (333 gp each), *headband of intellect +2* (333 gp each), *robe of the archmagi (black)* (6,250 gp each).

APL 16: Loot – 1,125 gp, Coin – 167 gp, Magic – “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*) (1,892 gp each), +1 *icy burst nauskiree-bone spear* (1,525 gp each), +1 *dagger* (192 gp each), 5 *potions of cure moderate wounds* (25 gp each), 2 *potions of cure serious wounds* (63 gp each), 4 *potions of fly* (63 gp each), *potion of remove blindness/deafness* (63 gp each), *minor ring of cold resistance* (1,000 gp each), *ring of evasion* (2,083 gp each), *improved ring of jumping* (833 gp each), *scroll of dimension door* (58 gp each), *scroll of teleport* (94 gp each), *wand of magic missile (9th)* (563 gp each), 4 sets of *bracers of armor +1* (83 gp each), 4 uses of *dust of appearance* (150 gp each), *gauntlets of ogre power* (333 gp each), *headband of intellect +2* (333 gp each), *robe of the archmagi (black)* (6,250 gp each).

Detect Magic Results: +1 *white dragonhide breastplate* (faint transmutation), “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*) (moderate transmutation and faint abjuration), +1 *frost or icy burst nauskiree-bone spear* (faint transmutation and moderate evocation), +1 *dagger* (faint transmutation), *potion of cure moderate wounds* (faint conjuration), *potion of cure serious wounds* (faint conjuration), *potion of fly* (faint transmutation), *potion of remove blindness / deafness* (faint conjuration), *minor ring of cold resistance* (faint abjuration), *ring of evasion* (moderate transmutation), *improved ring of jumping* (moderate transmutation), *ring of protection +2* (faint abjuration), *scroll of invisibility* (faint illusion), *scroll of fly* (faint transmutation), *scroll of dimension door* (moderate conjuration), *scroll of teleport* (moderate conjuration), *wand of magic missile (9th)* (moderate evocation), *cloak of resistance +2 or +3* (faint abjuration), *dust of appearance* (faint conjuration), *gauntlets of ogre power* (moderate transmutation), *headband of intellect +2* (moderate transmutation), *robe of the archmagi (black)* (strong varied).

Development: The PCs have thwarted these Stoneholders but have learned the unhappy state of the mist dragons. Rescuing them will be a matter for another day.

CONCLUSION

The PCs leave the lake in victory or defeat.

In the absence of the demon and his Abyssal allies, Lake Abanfyl falls into a fitful truce. Over the course of a few weeks, the dragons’ island returns to its previous form, free of Abyssal corruption.

If the PCs befriended the orcs in encounter 9, they may invite the orcs along on their journeys away from the Griffs, at a cost of 2 TUs. Doing so earns them a significant favor, noted on the AR.

Back in Nevond Nevnd, Duke Labahlah is interested to hear about all their adventures.

Labahlah assigns Kereledh and his fellow Keepers of the Flan (perhaps supervised by the archmage Nystul) to restore the defenses at Prysteen. PCs have the option of aiding this effort by spending TUs, as noted on the AR.

The prospect of confronting the demon and Dehzbah, and of freeing the mist dragons, should encourage the PCs to undertake the third and final part of this series. It is planned for late 2007.

CRITICAL EVENT SUMMARY

To guide the final scenario in this series as well as the Pale Regional plotline, please email one or both authors with the answers to the questions below.

Derek Schubert — derek.schubert @ alumni.duke.edu;

Donovan Hicks — rincewindTheWeary @ yahoo.com.

1. Did the PCs support alliance for Tenh with the Pale, the Arapahi (Rovers), both, or neither? Did they favor either of the priestesses as a potential wife for Duke Labahlah?
2. Did the PCs befriend the orcs, or attack them, or not meet them at all?
3. Did the PCs talk peaceably with the glaistig, or attack her, or not meet her at all?
4. Did any of the major villains (Dorvund, Vakrul, Erilaes) escape?
5. If you have any other comments or questions, please include them.

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 2

Defeat or otherwise stop worm

APL 8	300 XP
APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 6

Defeat Stoneholders at Prysteen

APL 8	300 XP
APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 7

Defeat wendigo and displacer beasts

APL 8	270 XP
APL 10	330 XP
APL 12	390 XP
APL 14	450 XP
APL 16	510 XP

Encounter 10-B or C

Interact productively with residents

APL 8	300 XP
APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 11

Defeat merrow guards OR defeat traps

APL 8	300 XP
APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 12

Defeat Stoneholders in dragons' lair

APL 8	330 XP
APL 10	390 XP
APL 12	450 XP
APL 14	510 XP
APL 16	570 XP

Story Awards

Prevent passage of other river-monsters through Prysteen (even if measures are temporary)

all APLs	150 XP
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Discretionary roleplaying award

APL 8	0-300 XP
APL 10	0-390 XP
APL 12	0-480 XP
APL 14	0-570 XP
APL 16	0-660 XP

Total possible experience:

APL 8	2,250 XP
APL 10	2,700 XP
APL 12	3,150 XP
APL 14	3,600 XP
APL 16	4,050 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.

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

Encounter 6:

APL 8: Loot – 223 gp, Magic – 2,396 gp.
APL 10: Loot – 223 gp, Magic – 3,592 gp.
APL 12: Loot – 339 gp, Magic – 5,870 gp.
APL 14: Loot – 223 gp, Magic – 7,575 gp.
APL 16: Loot – 339 gp, Magic – 10,037 gp.

Encounter 7:

APL 8: Magic – 333 gp.
APL 10: Magic – 750 gp.
APL 12: Magic – 1,333 gp.
APL 14: Magic – 1,333 gp.
APL 16: Magic – 2,083 gp.

Encounter 11:

APL 8: Loot – 45 gp, Magic – 442 gp.
APL 10: Loot – 43 gp, Magic – 1,236 gp.
APL 12: Loot – 87 gp, Magic – 2,089 gp.
APL 14: Loot – 43 gp, Coin – 42 gp, Magic – 1,986 gp.
APL 16: Loot – 87 gp, Coin – 42 gp, Magic – 2,922 gp.

Encounter 12:

APL 8: Loot – 375 gp, Coin – 167 gp, Magic – 2,711 gp.
APL 10: Loot – 525 gp, Coin – 167 gp, Magic – 4,927 gp.
APL 12: Loot – 684 gp, Coin – 167 gp, Magic – 6,952 gp.
APL 14: Loot – 883 gp, Coin – 167 gp, Magic – 13,927 gp.
APL 16: Loot – 1,125 gp, Coin – 167 gp, Magic – 16,652 gp.

Total Possible Treasure

APL 8: Loot – 643 gp; Coin – 167 gp; Magic – 5,882 gp; Total – 6,692 gp (capped at 2,600 gp)

APL 10: Loot – 791 gp; Coin – 167 gp; Magic – 10,506 gp; Total – 11,463 gp (capped at 4,600 gp).

APL 12: Loot – 1,109 gp; Coin – 167 gp; Magic – 16,245 gp; Total – 17,521 gp (capped at 6,600 gp).

APL 14: Loot – 1,149 gp; Coin – 208 gp; Magic – 24,823 gp; Total – 26,180 gp (capped at 13,200 gp).

APL 16: Loot – 1,551 gp; Coin – 208 gp; Magic – 31,695 gp; Total – 33,454 gp (capped at 19,800 gp).

ITEMS FOR THE ADVENTURE RECORD

Special

☛ **Rebuilder of Prysteen (Favor of the Keepers of the Flan):** You may spend 4 TUs (free lifestyle) aiding Kereledh and his colleagues in rebuilding Prysteen and thereby gain their favor. In Core adventures, you gain a permanent +2 competence bonus on Knowledge (architecture & engineering) checks and Decipher Script checks. (You must still be trained to gain these bonuses.)

You also gain Core access to the following magic items from the vaults of the Keepers of the Flan: *ring of chameleon power*, *ring of wizardry I*, *staff of abjuration*, *winged boots*, *cloak of Charisma +6*, *goggles of night*, *headband of intellect +6*, *scarab of protection*, *druid's vestment*.

To gain this favor, you must be able to speak and read the Flan language without magic. (The Keepers need to talk with you even while working in areas of antimagic.)

If you cannot speak Flan now, do not cross off this favor. Instead, if you learn Flan within one calendar year, you may spend 4 TUs after any adventure and gain this favor then. Ask the judge of that adventure to initial this favor.

☛ **Favor of the Wandering Stars:** The Brotherhood of the Far Wanderer, Celestian, transcends race and prejudice. By spending 2 TUs accompanying some of his followers on their distant travels, you have earned good favor. You may call on this blessing to gain one of the following effects (chosen when you invoke the favor):

- As an immediate action, gain a +10 insight bonus to one skill check or one saving throw made at night under an open sky. You may declare that you are using the favor after you have rolled the die, but before the judge tells you the result.
- Gain access to buy one *ring of shooting stars* or one *robe of stars*. You simply decide to buy the item one

day and it appears that night, while your gold disappears.

Cross off this favor once you have used it.

❖ **Nauskiree-Bone Spear:** This magical spear was made from the femur of a nauskiree, a long-legged northern monster. It weighs as much as a normal spear, but it is as strong as steel (hardness 10 and 30 hit points before bonuses for magic) and is not susceptible to effects that target wood or metal (*warp wood*, rust, etc.).

Such a weapon earns respect or fear from the folk of the North. A PC showing the spear receives a +2 circumstance bonus on Diplomacy and Intimidate checks against residents of Stonehold or Blackmoor, the Rovers of the Barrens, or the northern Suel barbarians.

❖ **Erilaes's Spellbook:** The eldritch Stonehold spellcaster kept her spells in this book, which is encased in a matched pair of remorhaz plates and has pages made of thin frost-worm hide. It includes several sections, which can be bought separately.

Spellbook I (APL 8+): 1st—*alarm, comprehend languages, mage armor, shield, true strike*; 2nd—*blur, false life, resist energy, see invisibility*; 3rd—*dispel magic, magic circle against chaos/evil/good/law, protection from energy, vampiric touch*; 4th—*dimension door, enervation, stoneskin*. Cost 1,850 gp.

Spellbook II (APL 10+): 3rd—*fly*; 5th—*airy water (Stormwrack), dismissal, telekinesis*. Cost 900 gp.

Spellbook III (APL 12+): 1st—*color spray, protection from chaos/evil/good/law*; 5th—*Rary's telepathic bond*; 6th—*disintegrate, greater dispel magic*. Cost 950 gp.

Spellbook IV (APL 14+): 2nd—*blindness/deafness*; 4th—*lesser globe of invulnerability*; 5th—*teleport*; 6th—*mass bear's endurance*; 7th—*greater arcane sight, spell turning*. Cost 1,350 gp.

Spellbook V (APL 16): 6th—*globe of invulnerability*; 7th—*waves of exhaustion*; 8th—*moment of prescience, prismatic wall*. Cost 1,450 gp.

Item Access

APL 8:

- *+1 frost nauskiree-bone spear* (Adventure; DMG and see above; 8,302 gp)
- *+1 white dragonhide breastplate* (Adventure; DMG)
- *wand of magic missile (9th)* (Adventure; DMG)
- *bracers of armor +2* (Adventure; DMG)
- *cloak of resistance +2* (Adventure; DMG)

APL 10 (all of APL 8 plus the following):

- *"White Armor of the Griffs" (+2 white dragonhide breastplate of cold resistance)* (Adventure; DMG)
- *+1 mithral chain shirt* (Adventure; DMG)
- *scroll of teleport* (Adventure; DMG)
- *bracers of armor +3* (Adventure; DMG)
- *brooch of shielding* (Adventure; DMG)
- *cloak of resistance +3* (Adventure; DMG)

APL 12 (all of APLs 8-10 plus the following):

- *+2 studded leather* (Adventure; DMG)
- *+2 halberd* (Adventure; DMG)
- *+1 icy burst nauskiree-bone spear* (Adventure; DMG and see above)
- *ring of protection +2* (Adventure; DMG)
- *boots of striding and springing* (Adventure; DMG)
- *bracers of armor +4* (Adventure; DMG)
- *dust of appearance* (Adventure; DMG)

APL 14 (all of APLs 8-12 plus the following):

- *+2 mithral chain shirt* (Adventure; DMG)
- *+1 animal bane greataxe* (Adventure; DMG)
- *minor ring of cold resistance* (Adventure; DMG)
- *improved ring of jumping* (Adventure; DMG)
- *lesser bracers of archery* (Adventure; DMG)
- *pale blue rhomboid ioun stone (+2 Str)* (Adventure; DMG)
- *robe of the archmagi (black)* (Adventure; DMG)

APL 16 (all of APLs 8-14 plus the following):

- *+3 mithral chain shirt* (Adventure; DMG)
- *ring of evasion* (Adventure; DMG)
- *bracers of armor +5* (Adventure; DMG)

APPENDIX 1: ALL APLS

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

☛**Stonehold Grunt:** Male human barbarian 1; CR 1; Medium Humanoid (human); HD 1d12+2; hp 11; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 14; Base Atk +1; Grp +3; Atk or Full Atk +3 melee (1d12+3/x3, greataxe) or +2 ranged (1d6/x3, shortbow); SA —; SQ rage 1/day; AL CN; SV Fort +4, Ref +1, Will +1; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +4, Intimidate +3, Jump +8, Listen +7, Spot +3, Survival +5; Alertness, Endurance.

Languages: Flan dialect only.

Possessions: Chain shirt, greataxe, dagger, shortbow, 20 normal arrows, 2 throwing axes.

Power-Up Suite APL 8-10 (from skald – bard song +1): Full Atk +3 ranged (1d6+1/x3, shortbow); SV Will +1 (+2 vs. charm or fear).

Power-Up Suite APL 12-16 (from skald – bard song +2): Full Atk +4 ranged (1d6+2/x3, shortbow); SV Will +1 (+3 vs. charm or fear).

ENCOUNTER 9: THE WANDERING STARS

☛**Ullagar:** male orc cleric 6 (Celestian); CR 6; Medium humanoid (orc); HD 6d8+12; hp 48; Init +0; Spd 30 ft.; AC 15, touch 11, flat-footed 15; Base Atk +4; Grp +5; Atk or Full Atk +6 melee (1d6+1, masterwork shortspear) or +4 ranged (1d8/19-20, light crossbow); SA spells; SQ darkvision 60 ft., light sensitivity, spontaneous casting, turn undead; AL NG; SV Fort +7, Ref +2, Will +7; Str 13, Dex 10, Con 14, Int 10, Wis 14, Cha 10.

Skills and Feats: Concentration +8, Diplomacy +1, Heal +7 (+9 with kit), Knowledge (religion) +5, Survival +8; Endurance, Self-Sufficient, Silent Spell.

Languages: Orc, Common.

Light Sensitivity (Ex): Orcs are dazzled in bright sunlight or within the radius of a *daylight* spell.

Turn Undead (Su): 3/day; 1d20+2; turning damage 2d6+6.

Cleric Spells Prepared (5/4+1/4+1/2+1; base DC = 12 + spell level): 0—*create water, guidance, mending* (2), *resistance*, 1st—*longstrider**, *bless, magic weapon, protection from evil, remove fear*, 2nd—*shield other**, *bull's strength, resist energy, silence, spiritual weapon*, 3rd—*fly**, *prayer, protection from energy*.

***Domain spell.** Deity: Celestian; Domains: Protection (protective ward 1/day); Travel (ignore

magical impediments to movement up to 6 rounds/day).

Possessions: Masterwork studded leather, masterwork shortspear, light wooden shield, dagger, light crossbow, 20 bolts, *ring of protection +1*, wooden holy symbol of Celestian, cold weather outfit, healer's kit, miscellaneous wilderness gear, platinum ring worth 50 gp, *wand of cure light wounds, potion of water breathing*.

Physical Description: This young orc is short and stocky, with a brow furrowed from many hours of contemplation. He is dressed in studded leather with a heavy, hooded cloak over all. He has tinted some of the studs on his chest armor to resemble the multicolored symbol of Celestian.

☛**Kralla:** female orc ranger 5; CR 5; Medium humanoid (orc); HD 5d8+10; hp 40; Init +7; Spd 30 ft.; AC 18, touch 13, flat-footed 15; Base Atk +5; Grp +8; Atk +9 melee (1d8+3/x3, masterwork battleaxe) or +9 ranged (1d8+3/x3, masterwork composite longbow [+3 Str]); Full Atk +7/+7 ranged (1d8+3/x3, masterwork composite longbow [+3 Str]); SA favored enemy giants +2, favored enemy goblinoids +4; SQ animal companion, darkvision 60 ft., light sensitivity, wild empathy +3; AL CG; SV Fort +6, Ref +7, Will +1; Str 16, Dex 16, Con 14, Int 8, Wis 11, Cha 6.

Skills and Feats: Craft (bowmaking) +9, Hide +9, Knowledge (nature) +1, Listen +8, Move Silently +9, Spot +8, Survival +8; Alertness, Endurance (B), Point Blank Shot, Rapid Shot (B), Track (B).

Languages: Orc.

Animal Companion (owl): *Monster Manual* 277. Attract as 2nd-level druid.

Light Sensitivity (Ex): Orcs are dazzled in bright sunlight or within the radius of a *daylight* spell.

Possessions: +1 studded leather, masterwork battleaxe, buckler, 2 handaxes, 2 daggers, masterwork composite longbow (+3 Str), 40 arrows, wooden holy symbol of Celestian, cold weather outfit, masterwork bowmaking tools, miscellaneous wilderness gear, platinum ring worth 50 gp, *potion of cure light wounds, potion of water breathing*.

☛**Brukk and Grash:** male orc barbarian 4; CR 4; Medium humanoid (orc); HD 4d12+8; hp 44; Init +1; Spd 40 ft.; AC 15, touch 11, flat-footed 15 (uncanny dodge); Base Atk +4; Grp +9; Atk or Full Atk +11 melee (1d12+7/x3, masterwork greataxe) or +5 ranged (1d8+4/x3, composite longbow [+4 Str]); SA rage 2/day;

SQ darkvision 60 ft., light sensitivity, trap sense +1, uncanny dodge (Dex bonus to AC); AL N; SV Fort +6, Ref +2, Will +1; Str 20, Dex 13, Con 14, Int 8, Wis 10, Cha 6.

Skills and Feats: Climb +10, Craft (leatherworking or woodworking) +3, Jump +8, Listen +6, Survival +5; Endurance, Weapon Focus (greataxe).

Languages: Orc.

Light Sensitivity (Ex): Orcs are dazzled in bright sunlight or within the radius of a *daylight* spell.

Possessions: Masterwork chain shirt, masterwork greataxe, handaxe, 2 daggers, composite longbow (+4 Str), 40 arrows, wooden holy symbol of Celestian, cold weather outfit, 100 ft. hemp rope, grappling hook, tent, miscellaneous wilderness gear, platinum ring worth 50 gp, *potion of cure light wounds*, *potion of water breathing*.

ENCOUNTER 10–C: EXPLORING THE SHROUDED SHORES – THE ORACLE

☛ **Gwellyria:** Glaistig sorcerer 14; CR 17; Medium Fey; HD 6d6+18 plus 14d4+42; hp 129; Init +7; Spd 30 ft., swim 50 ft.; AC 17, touch 13, flat-footed 14; Base Atk +10; Grp +10; Atk +11 melee (1d4/19-20, dagger); Full Atk +11/+6 melee (1d4/19-20, dagger) and +5 melee (1d6, bite); SA beguiling song, blood drain, spell-like abilities, spells; SQ DR 5/cold iron, familiar (hawk: empathic link, share spells, *scry* on familiar), low-light vision, resistance to cold 10 and fire 10, water breathing, water symbiosis; AL CN; SV Fort +9, Ref +12, Will +17; Str 10, Dex 16, Con 16, Int 12, Wis 17, Cha 27.

Skills and Feats: Bluff +25, Concentration +21, Diplomacy +16, Disguise +15 (+17 acting), Escape Artist +10, Hide +6, Intimidate +17, Knowledge (nature) +5, Listen +10, Move Silently +9, Sense Motive +13, Spellcraft +11, Spot +9 (+12 in bright light), Swim +17, Use Rope +3 (+5 with bindings); Ability Focus (beguiling song), Alertness, Improved Initiative, Iron Will, Spell Focus (enchantment), Silent Spell, Still Spell.

Languages: Common, Aquan, Elven, Sylvan.

Beguiling Song (Su): As the ability described in Appendix 2. The save to resist the effect is at DC 23.

Blood Drain (Ex): A glaistig can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained.

Familiar (gyrfalcon/hawk): hp 64; AC 24, touch 15, flat-footed 21; Atk or Full Atk +15 melee (1d4–2, talons); SA deliver touch spells; SQ improved evasion,

share spells, empathic link, speak with master, speak with animals of its kind (birds), SR 19; SV Fort +6, Ref +12, Will +16; Str 6, Dex 17, Con 10, Int 12, Wis 14, Cha 6. Listen +9, Spot +16.

Spell-Like Abilities (Sp): At will—*dancing lights*, *fog cloud*, *hypnotism* (DC 19), *suggestion* (DC 21); 1/day—*water breathing*; Caster level 8th.

Water Breathing (Ex): A glaistig can breathe either water or air.

Water Symbiosis (Su): As the ability described in Appendix 2.

Skills: Glaistigs have a +4 racial bonus on Bluff and Sense Motive checks. A glaistig has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Sorcerer Spells Known (6/8/8/8/6/5/3 per day, 6/4/6/8/8/6/3/3 remaining; save DC = 18 + spell level, 19 + spell level enchantment, marked “(E)”: 0—*daze* (E), *detect magic*, *ghost sound*, *mage hand*, *mending*, *prestidigitation*, *ray of frost*, *resistance*, *touch of fatigue*, 1st—*disguise self*, *mage armor*, *magic missile*, *protection from chaos / evil / good / law*, *shield*, 2nd—*daze monster* (E), *eagle’s splendor*, *protection from arrows*, *shatter*, *touch of idiocy*, 3rd—*hold person* (E), *lightning bolt*, *major image*, *tongues*, 4th—*charm monster* (E), *confusion* (E), *dimension door*, *fear*, 5th—*dominate person* (E), *feeblemind* (E), *cone of cold*, 6th—*greater heroism* (E), *summon monster VI*, 7th—*prismatic spray*.

Possessions: Three (3) masterwork daggers, spell component pouch, miscellaneous trinkets from past victims.

Physical Description: This creature resembles a beautiful human woman with long, white hair, eyes that shimmer like water, and lips of deepest red. She wears a filmy grey dress that completely covers her legs and feet, which are covered in white fur and resemble those of a goat. Her voice is cool and flowing, with a tone capable of ranging from that of a whispering breeze to that of a roaring waterfall.

Power-Up Suite (known – *mage armor*, *protection from good*, *protection from law*, *shield*, *eagle’s splendor*, *protection from arrows*, *greater heroism*): hp 129 plus 14 temporary; AC 25 (27 vs. good or law), touch 13 (15 vs. good or law), flat-footed 22 (24 vs. good or law); Grp +14; Atk +15 melee (1d4/19-20, dagger); Full Atk +15/+10 melee (1d4/19-20, dagger) and +9 melee (1d6, bite); DR 10/magic vs. ranged weapons; SV Fort +13 (+15 vs. good or law), Ref +16 (+18 vs. good or

law), Will +21 (+23 vs. good or law); Cha 31. Cha-based skills 6 higher than normal, all other skills 4 higher. Immune to fear. Save DCs for spells are 2 higher than normal.

APPENDIX 1: APL 8

Be sure to check the “All APLs” section of Appendix 1 as well.

ENCOUNTER 2: DANGER IN THE ZUMKEND

✦**Immature Purple Worm:** CR 10; Huge Magical Beast; HD 13d10+65; hp 136; Init -2; Spd 20 ft., burrow 10 ft., swim 10 ft.; AC 17, touch 6, flat-footed 17; Base Atk +13; Grp +29; Atk +20 melee (2d6+8, bite); Full Atk +20 melee (2d6+8, bite) and +14 melee (1d8+4 plus poison, sting); Space/Reach 15 ft./10 ft.; SA improved grab, poison, swallow whole; SQ tremorsense 60 ft.; AL N; SV Fort +13, Ref +6, Will +3; Str 26, Dex 6, Con 21, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +15, Swim +16; Awesome Blow, Cleave, Improved Bull Rush, Power Attack, Weapon Focus (bite).

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

Poison (Ex): Injury, Fortitude DC 21, initial damage 1d4 Str, secondary damage 1d8 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d6+8 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge worm's interior can hold 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Skills: A purple worm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Physical Description: This worm's body is mottled brown, typical of aquatic varieties of purple worm. This immature specimen is about 4 feet in diameter and 40 feet long, weighing about 5,000 pounds. The creature has a poisonous stinger in its tail.

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

✦**Dorvund the Fang, Stonehold Lieutenant:** Male human fighter 4 / rogue 4; CR 8; Medium Humanoid (human); HD 4d10+8 plus 4d6+8; hp 64; Init +8; Spd 30 ft.; AC 18, touch 13, flat-footed 18 (uncanny dodge); Base Atk +7; Grp +9; Atk +11 melee (1d10+6/x3, *+1 halberd*) or +11 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); Full Atk +11/+6 melee (1d10+6/x3, *+1 halberd*) or +11/+6 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); SA sneak attack +2d6; SQ evasion, trap sense +1, trapfinding, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +9, Ref +10, Will +6; Str 15, Dex 16, Con 14, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +9, Bluff +13, Climb +8, Craft (trapmaking) +10, Disable Device +7, Intimidate +15, Jump +10, Listen +5, Open Lock +7, Search +5, Spot +5, Tumble +15; Combat Expertise, Improved Feint, Improved Initiative, Iron Will, Persuasive, Weapon Focus (halberd), Weapon Specialization (halberd).

Languages: Flan dialect, Common, Giant.

Possessions: *+1 chain shirt*, *+1 halberd*, handaxe, sap, 2 daggers, masterwork composite longbow (+3 Str bonus), 20 normal arrows, 10 silver arrows, 3 flasks of alchemist's fire, masterwork thieves' tools, masterwork trapmaking tools, *cloak of resistance +2*, 2 *potions of cure moderate wounds*, *potion of invisibility*, *potion of remove blindness/deafness*, *potion of resist fire 20*.

Power-Up Suite (from skald – bard song +1; *potion of resist fire 20*): Grp +10; Full Atk +12/+7 melee (1d10+7/x3, *+1 halberd*) or +12/+7 ranged (1d8+3/x3, masterwork composite longbow [+2 Str bonus]); SV Will +5 (+6 vs. charm/fear). Resist fire 20 (CL 7th).

Physical Description: See “Cast of characters” section.

✦**Stonehold Barbarian:** Male human barbarian 5; CR 5; Medium Humanoid (human); HD 5d12+10; hp 55; Init +1; Spd 30 ft. in armor (base 40 ft.); AC 17, touch 11, flat-footed 17 (uncanny dodge); Base Atk +5; Grp +8; Atk or Full Atk +10 melee (1d12+5/x3, *+1 greataxe*) or +7 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA —; SQ improved uncanny dodge (cannot be flanked except by rogue 9+), rage 2/day, trap sense +1, uncanny dodge (Dex bonus to AC); AL CE;

SV Fort +6, Ref +2, Will +2; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +8, Intimidate +7, Jump +8, Listen +9, Survival +7; Endurance, Power Attack, Weapon Focus (greataxe).

Languages: Flan dialect, Common.

Possessions: +1 breastplate, +1 greataxe, dagger, masterwork composite longbow (+3 Str bonus), 20 normal arrows, 2 *potions of cure moderate wounds*.

Power-Up Suite (rage; from skald – bard song +1): hp 65 (+10 hp); Grp +11; Full Atk +13 melee (1d12+9/x3, +1 greataxe); SV Fort +8, Ref +2, Will +4; Str 20, Con 18. Rage up to 7 rounds. Jump +10.

☛**Stonehold Skald:** Male human bard 5; CR 5; Medium Humanoid (human); HD 5d6+7; hp 29; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +3; Grp +3; Atk or Full Atk +4 melee (1d8/19-20, masterwork longsword) or +6 ranged (1d6+1/x3, +1 *shortbow*); SA —; SQ bardic knowledge +6, bardic music 5/day (countersong, inspire courage +1, *fascinate* 2 targets, inspire competence); AL CN; SV Fort +2, Ref +6, Will +3; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 16.

Skills and Feats: Bluff +11, Concentration +9, Diplomacy +7, Knowledge (arcana) +5, Knowledge (history) +5, Knowledge (nature) +5, Knowledge (the planes) +3, Perform (sing) +11, Sense Motive +7, Spellcraft +9, Tumble +10; Point Blank Shot, Precise Shot, Spell Focus (enchantment).

Languages: Flan dialect, Common, Cold Tongue.

Bard Spells Known (3/4/2 per day, 3/4/1 remaining; save DC = 13 + spell level, 14 + spell level enchantment, marked “(E)”: 0—*daze* (E), *detect magic*, *ghost sound*, *mage hand*, *mending*, *message*, 1st—*comprehend languages*, *grease*, *lesser confusion* (E), *remove fear*, 2nd—*minor image*, *mirror image*, *hold person* (E).

Possessions: +1 studded leather, masterwork longsword, 2 daggers, +1 *shortbow*, 20 normal arrows, 10 silver arrows, 10 cold iron arrows, tanglefoot bag, 2 spell component pouches.

Power-Up Suite (self – bard song +1, *mirror image*): Grp +8; Full Atk +5 melee (1d8+1/19-20, masterwork longsword) or +7 ranged (1d6+2/x3, +1 *shortbow*); SV Will +3 (+4 vs. charm/fear). 1d4+1 mirror images.

Physical Description: Typical Stoneholder of Flan-Suel extraction, tan with freckles, wavy red-brown hair worn long and wild. He wears wolf pelts over his armor and wears a profusion of silver jewelry.

ENCOUNTER 7: ALPINE PREDATORS

☛**Baradran the Wendigo:** Male wendigo (former human) ex-monk 6; CR 8; Medium Fey (cold); HD 6d6+18; hp 45; Init +6; Spd fly 140 ft. (perfect); AC 24 (25 w/ Dodge), touch 22 (23 w/ Dodge), flat-footed 18; Base Atk +4; Grp +8; Atk or Full Atk +8 melee (1d6+6/18-20/x3 plus disease, bite); SA disease, *ki strike* (magic), maddening whispers, ravenous bite, stunning fist 6/day (DC 16); SQ corner of the eye, DR 5/cold iron, evasion, immunity to cold, purity of body, regeneration 5, slow fall 30 ft. (no longer used), still mind, vulnerability to fire; AL CE; SV Fort +8, Ref +11, Will +7 (+9 vs. enchantment); Str 18, Dex 23, Con 16, Int 8, Wis 15, Cha 14.

Skills and Feats: Hide +23, Listen +11, Move Silently +14, Spot +11, Survival +10, Tumble +15; Blind-Fight, Deflect Arrows, Dodge, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Track (B).

Languages: Sylvan only. All others forgotten.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim's field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Disease (Su): For this wendigo, the Fortitude save DC to resist the infection is 16, and the Will save DC to avoid the insatiable hunger is 15. See the template description (Appendix 2) for more information.

Maddening Whispers (Su): For this wendigo, the Will save DC to resist this special attack is 15. See the template description (Appendix 2) for more information.

Purity of Body (Ex): As the ability on page 41 of the *PHB*.

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Still Mind (Ex): As the ability on page 41 of the *PHB*.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. See the template description (Appendix 2) for more information.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Possessions: *Bracers of armor +2*.

Physical Description: See “Cast of characters” section.

ENCOUNTER 11: GUARDED WATERS

☛ **Merrow Cleric:** male merrow (ogre) cleric 6; CR 7; Large giant (aquatic); HD 4d8+12 plus 6d8+18; hp 84; Init -1; Spd 30 ft., swim 60 ft. (20 ft. and swim 40 ft. in armor); AC 18, touch 8, flat-footed 18; Base Atk +7; Grp +15; Atk +11 melee (2d6+6/x3, masterwork Large spear) or +5 ranged (1d8+4, Large javelin) or +10 melee touch (by spell); Full Atk +11/+6 melee (2d6+6/x3, masterwork Large spear); Space/Reach 10 ft./10 ft.; SA smite 1/day, spells; SQ aquatic subtype, darkvision 60 ft., low-light vision, spontaneous casting, rebuke undead; AL CE; SV Fort +12, Ref +4, Will +10; Str 18, Dex 8, Con 17, Int 10, Wis 16 (18), Cha 8.

Skills and Feats: Concentration +13 (+17 defensive), Listen +13, Spellcraft +2, Spot +13, Swim +8; Alertness, Combat Casting, Lightning Reflexes, Rapid Swimming (see Appendix 2).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant, Common.

Feat of Strength (Su): 1/day; as the Strength domain power, +6 enhancement bonus to Strength for 1 round.

Rebuke Undead (Su): 2/day; 1d20-1; turning damage 2d6+5.

Smite (Su): 1/day; as the Destruction domain power, +4 to hit, +6 points of damage.

Cleric Spells Prepared (5/4+1/4+1/3+1; base DC = 14 + spell level): 0—*cure minor wounds* (2), *detect magic*, *guidance*, *resistance*, 1st—*inflict light wounds**, *bless*, *doom*, *magic weapon*, ~~*protection from good*~~, 2nd—*shatter**, ~~*bull's strength*~~, *hold person*, ~~*resist energy*~~, *sound burst*; 3rd—*contagion**, *dispel magic* (2), *prayer*.

***Domain spell.** Deity: Vaprak; Domains: Destruction (smite attack 1/day); Strength (feat of strength 1/day).

Possessions. +1 Large chitin armor (see Appendix 2), masterwork Large spear, 5 Large javelins, Large dagger, *peripat of Wisdom* +2, 2 stone holy symbols of Vaprak.

Power-Up Suite (Prepared – *bless*, *magic weapon*, *protection from good*, *resist energy* (electricity)): AC (against good) 20, touch 10, flat-footed 20; Atk +12 melee (2d6+7/x3, +1 Large spear) or +6 ranged (1d8+4, Large javelin) or +11 melee touch (by spell); SQ resist

electricity 10; SV (against good) Fort +14, Ref +6, Will +12.

Physical Description. This merrow is scrawny for his race, but his keen mind makes up for it. He stands about 9 feet tall and weighs 400 pounds, and is dressed in armor made from various hard-shelled aquatic creatures. A gruesome V-shaped scar covers his face, as a mark of servitude to Vaprak the Destroyer.

☛ **Merrows (4):** hp 29 each; *Monster Manual* 199 (Ogre).

Power-Up Suite 1 (from cleric – *bless* and *bull's strength*): Grp +15; Full Atk +11 melee (2d6+10/x3, Large longspear) or +2 ranged (1d8+7, Large javelin); SV Will +1 (+2 vs. fear); Str 21 (25).

Power-Up Suite 2-4 (from cleric – *bless* only): Grp +13; Full Atk +9 melee (2d6+7/x3, Large longspear) or +2 ranged (1d8+5, Large javelin); SV Will +1 (+2 vs. fear).

ENCOUNTER 12: LAIR OF THE BEASTS

☛ **Vakrul Frost-Eye, Stonehold Captain:** Male human barbarian 5 / fighter 4; CR 9; Medium Humanoid (human); HD 5d12+10 plus 4d10+8; hp 93; Init +2; Spd 40 ft. (30 ft. in armor); AC 18, touch 12, flat-footed 18 (uncanny dodge); Base Atk +9; Grp +13; Atk +15 melee (1d8+9/19-20/x3 plus 1d6 cold, +1 frost spear) or +11 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); Full Atk +15/+10 melee (1d8+9/19-20/x3 plus 1d6 cold, +1 frost spear) or +11/+6 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); SA —; SQ improved uncanny dodge (cannot be flanked except by Rogue 9+), rage 2/day, trap sense +1, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +10, Ref +6, Will +3; Str 16 (18), Dex 15, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Climb +6, Intimidate +12, Jump +8, Listen +13, Survival +10, Swim +3; Close-Quarters Fighting (see Appendix 2), Improved Critical (spear), Lightning Reflexes, Power Attack, Prone Attack (see Appendix 2), Track, Weapon Focus (spear), Weapon Specialization (spear).

Languages: Flan dialect, Common.

Possessions. +1 white dragonhide breastplate, +1 frost nauskiree-bone spear, dagger, composite longbow (+4 Str bonus), 20 arrows, *gauntlets of ogre power* (one adjusted as locked gauntlet), *potion of cure moderate wounds*, *potion of remove blindness/deafness*.

Power-Up Suite (rage): hp 111 (+18 hp); AC 16, touch 10, flat-footed 16 (uncanny dodge); Grp +15; Atk +17 melee (1d8+12/19-20/x3 plus 1d6 cold, +1 frost spear); Full Atk +17/+12 melee (1d8+12/19-20/x3 plus

1d6 cold, *+1 frost spear*); SV Fort +12, Will +5; Str 20 (22), Con 18. Jump +10.

Physical Description: See “Cast of Characters” section.

✦**Erilaes:** female human sorcerer 1 / wizard (abjurer) 7; CR 8; Medium humanoid (human); HD 8d4+16; hp 40; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +3; Grp +2; Atk or Full Atk +3 melee (1d4-1/19-20, masterwork dagger) or +2 melee touch (by spell) or +4 ranged touch (by spell); SA spells; SQ familiar (raven: empathic link, share spells); AL CE; SV Fort +7, Ref +9, Will +11; Str 8, Dex 12, Con 14, Int 17 (19), Wis 12, Cha 12.

Skills and Feats: Appraise +7, Concentration +13 (+17 defensive), Decipher Script +6, Knowledge (arcana) +15, Knowledge (history) +11, Knowledge (the planes) +9, Listen +3, Spellcraft +15 (+17 abjuration, +10 enchantment or evocation), Spot +3, Tumble +6; Alertness (when familiar is within arm's reach), Combat Casting, Craft Wondrous Item, Insightful Reflexes (see Appendix 2), Improved Initiative, Lays of the Northern Adepts (see Appendix 2), Scribe Scroll.

Languages: Flan dialect, Common, Cold Tongue, Abyssal.

Sorcerer Spells Known (5/4 per day; save DC = 11 + spell level): 0—*daze, detect magic, ghost sound, prestidigitation*, 1st—*disguise self, ray of enfeeblement*.

Wizard (Abjurer) Spells Prepared (5/6/5/ 4/3; base DC = 14 + spell level; abjuration specialist, prohibited schools enchantment and evocation): 0—*acid splash, mage hand, mending, read magic, resistance* (A); 1st—~~alarm~~ (2)—(A), *comprehend languages, ~~mage armor, shield~~* (A), *true strike*, 2nd—*blur, ~~false life, resist energy~~* (2)—(A), ~~*see invisibility*~~, 3rd—*dispel magic, magic circle against good* (A), ~~*protection from energy*~~ (A), *vampiric touch*, 4th—*dimension door, enervation, ~~stoneskin~~* (A). (A) = abjuration spell, dispelled as if CL 9th.

Familiar (raven): hp 20; AC 19, touch 14, flat-footed 17; Atk or Full Atk +7 melee (1d2-5, claws); SA deliver touch spells; SQ improved evasion, share spells, empathic link, speak with master, speak with animals of its kind (birds); SV Fort +2, Ref +4, Will +9; Str 1, Dex 15, Con 10, Int 9, Wis 14, Cha 6. Listen +3, Spot +5. Speaks Flan. Stays with Erilaes during combat and shares her spells. Power-up suite not provided.

Possessions: Masterwork dagger, 2 daggers, *cloak of resistance +2, headband of intellect +2, 2 potions of cure serious wounds, scroll of invisibility, scroll of fly, scroll of dimension door, wand of magic missile (9th)*,

spell component pouch, spellbook (part I), 4 uses of material component for *stoneskin*.

Power-Up Suite (Prepared – *false life, mage armor, see invisibility; protection from energy (fire), resist energy (cold), resist energy (electricity), shield* (these spells CL 9th for purposes of dispelling)): hp 40 plus 1d10+7 temporary; AC 19, touch 11, flat-footed 18; SQ protection from fire (84 pts), resist cold 20, resist electricity 20. See invisibility.

Physical Description: See “Cast of Characters” section.

Be sure to check the “All APLs” section of Appendix 1 as well.

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEEN

☛**Dorvund the Fang, Stonehold Lieutenant:** Male human fighter 4 / rogue 6; CR 10; Medium Humanoid (human); HD 4d10+8 plus 6d6+12; hp 77; Init +8; Spd 30 ft.; AC 19, touch 14, flat-footed 19 (uncanny dodge); Base Atk +8; Grp +10; Atk +12 melee (1d10+6/x3, *+1 halberd*) or +13 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); Full Atk +12/+7 melee (1d10+6/x3, *+1 halberd*) or +13/+8 ranged (1d8+2/x3, masterwork composite longbow [+2 Str bonus]); SA sneak attack +3d6; SQ evasion, trap sense +2, trapfinding, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +10, Ref +12, Will +7; Str 15, Dex 16 (18), Con 14, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +11, Bluff +15, Climb +9, Craft (trapmaking) +10, Disable Device +10, Intimidate +17, Jump +11, Listen +10, Open Lock +10, Search +6, Spot +11, Tumble +19; Combat Expertise, Improved Disarm, Improved Feint, Improved Initiative, Iron Will, Persuasive, Weapon Focus (halberd), Weapon Specialization (halberd).

Languages: Flan dialect, Common, Giant.

Possessions: *+1 mithral chain shirt*, *+1 halberd*, handaxe, sap, 2 daggers, masterwork composite longbow (+3 Str bonus), 20 normal arrows, 10 silver arrows, 3 flasks of alchemist's fire, masterwork thieves' tools, masterwork trapmaking tools, *brooch of shielding*, *cloak of resistance +2*, *gloves of Dexterity +2*, *2 potions of cure moderate wounds*, *potion of invisibility*, *potion of remove blindness/deafness*, *potion of resist fire 20*.

Power-Up Suite (from skald – bard song +1, *haste*; *potion of resist fire 20*): Spd 60 ft.; AC 20, touch 15, flat-footed 20 (uncanny dodge); Grp +12; Full Atk +14/+14/+9 melee (1d10+8/x3, *+2 halberd*) or +15/+15/+10 ranged (1d8+4/x3, masterwork composite longbow [+2 Str bonus]); SV Fort +9, Ref +12, Will +6 (+7 vs. charm/fear). Jump +23. Resist fire 20 (CL 7th).

Physical Description: See “Cast of characters” section.

☛**Stonehold Barbarian:** Male human barbarian 7; CR 7; Medium Humanoid (human); HD 7d12+14; hp 77; Init +1; Spd 30 ft. in armor (base 40 ft.); AC 18, touch 11, flat-footed 18 (uncanny dodge); Base Atk +7; Grp +10; Atk +12 melee (1d12+5/x3, *+1 greataxe*) or +9

ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +12/+7 melee (1d12+5/x3, *+1 greataxe*) or +9/+4 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA —; SQ DR 1/—, improved uncanny dodge (cannot be flanked except by rogue 11+), rage 2/day, trap sense +2, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +7, Ref +3, Will +3; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +10, Intimidate +9, Jump +10, Listen +11, Survival +9; Diehard, Endurance, Power Attack, Weapon Focus (greataxe).

Languages: Flan dialect, Common.

Possessions: *+1 breastplate*, *+1 greataxe*, dagger, masterwork composite longbow (+3 Str bonus), 20 normal arrows, *amulet of natural armor +1*, *2 potions of cure moderate wounds*.

Power-Up Suite (rage; from skald – bard song +1, *haste*): hp 91 (+14 hp); Spd 60 ft. in armor; AC 17, touch 10, flat-footed 17 (uncanny dodge); Grp +14; Full Atk +16/+16/+11 melee (1d12+9/x3, *+1 greataxe*); SV Fort +9, Ref +4, Will +5; Str 20, Con 18. Rage up to 7 rounds. Jump +24.

☛**Stonehold Skald:** Male human bard 7; CR 7; Medium Humanoid (human); HD 7d6+7; hp 38; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +5; Grp +5; Atk or Full Atk +6 melee (1d8/19-20, masterwork longsword) or +9 ranged (1d6+1/x3, *+1 shortbow*); SA —; SQ bardic knowledge +10, bardic music 7/day (countersong, inspire courage +1, *fascinate* 3 targets, inspire competence, *suggestion*); AL CN; SV Fort +3, Ref +7, Will +4; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 16 (18).

Skills and Feats: Bluff +14, Concentration +11, Diplomacy +8, Knowledge (arcana) +7, Knowledge (history) +7, Knowledge (nature) +7, Knowledge (the planes) +5, Perform (sing) +14, Sense Motive +9, Spellcraft +11, Tumble +12; Greater Spell Focus (enchantment), Point Blank Shot, Precise Shot, Spell Focus (enchantment).

Languages: Flan dialect, Common, Cold Tongue.

Bard Spells Known (3/4/3/1 per day, 3/4/2/0 remaining; save DC = 14 + spell level, 16 + spell level enchantment, marked “(E)”: 0—*daze* (E), *detect magic*, *ghost sound*, *mage hand*, *mending*, *message*, 1st—*comprehend languages*, *grease*, *lesser confusion* (E), *remove fear*, 2nd—*hold person* (E), *minor image*, *mirror image*, *shatter*; 3rd—*haste*, *see invisibility*).

Possessions: +1 studded leather, masterwork longsword, 2 daggers, +1 shortbow, 20 normal arrows, 10 silver arrows, 10 cold iron arrows, *cloak of Charisma* +2, tanglefoot bag, 2 spell component pouches.

Power-Up Suite (self – bard song +1, *haste*, *mirror image*): Spd 60 ft.; AC 17, touch 13, flat-footed 15; Grp +8; Full Atk +8/+8 melee (1d8+1/19-20, masterwork longsword) or +10/+10 ranged (1d6+2/x3, +1 shortbow); SV Fort +3, Ref +8, Will +4 (+5 vs. charm/fear). Jump +14. 1d4+2 mirror images.

Physical Description: Typical Stoneholder of Flansuel extraction, tan with freckles, wavy red-brown hair worn long and wild. He wears wolf pelts over his armor and wears a profusion of silver jewelry.

ENCOUNTER 7: ALPINE PREDATORS

☛ **Baradran the Wendigo:** Male wendigo (former human) ex-monk 8; CR 10; Medium Fey (cold); HD 8d6+24; hp 60; Init +6; Spd fly 140 ft. (perfect); AC 25 (26 w/ Dodge), touch 22 (23 w/ Dodge), flat-footed 19; Base Atk +6; Grp +10; Atk or Full Atk +10 melee (1d6+6/18-20/x3 plus disease, bite); SA disease, *ki* strike (magic), maddening whispers, ravenous bite, stunning fist 8/day (DC 17); SQ corner of the eye, DR 5/cold iron, evasion, immunity to cold, purity of body, regeneration 5, slow fall 40 ft. (no longer used), still mind, vulnerability to fire, wholeness of body 16 pts/day; AL CE; SV Fort +9, Ref +12, Will +9 (+11 vs. enchantment); Str 18, Dex 23, Con 16, Int 8, Wis 16, Cha 14.

Skills and Feats: Hide +25, Listen +14, Move Silently +14, Spot +14, Survival +11, Tumble +17; Blind-Fight, Deflect Arrows, Dodge, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Track (B).

Languages: Sylvan only. All others forgotten.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim's field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Disease (Su): For this wendigo, the Fortitude save DC to resist the infection is 17, and the Will save DC to avoid the insatiable hunger is 16. See the template description (Appendix 2) for more information.

Maddening Whispers (Su): For this wendigo, the Will save DC to resist this special attack is 16. See the template description (Appendix 2) for more information.

Purity of Body (Ex): As the ability on page 41 of the *PHB*.

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Still Mind (Ex): As the ability on page 41 of the *PHB*.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. See the template description (Appendix 2) for more information.

Wholeness of Body (Su): As the ability on page 42 of the *PHB*.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Possessions: Bracers of armor +3.

Physical Description: See "Cast of characters" section.

ENCOUNTER 11: GUARDED WATERS

☛ **Merrow Cleric:** male merrow (ogre) cleric 8; CR 9; Large giant (aquatic); HD 4d8+12 plus 8d8+24; hp 102; Init +3; Spd 30 ft., swim 60 ft. (20 ft. and swim 40 ft. in armor); AC 18, touch 8, flat-footed 18; Base Atk +9; Grp +17; Atk +13 melee (2d6+7/x3, +1 Large spear) or +7 ranged (1d8+4, Large javelin) or +12 melee touch (by spell); Full Atk +13/+8 melee (2d6+7/x3, +1 Large spear); Space/Reach 10 ft./10 ft.; SA smite 1/day, spells; SQ aquatic subtype, darkvision 60 ft., low-light vision, spontaneous casting, rebuke undead; AL CE; SV Fort +13, Ref +4, Will +11; Str 18, Dex 8, Con 17, Int 10, Wis 17 (19), Cha 8.

Skills and Feats: Concentration +17 (+21 defensive), Listen +13, Spellcraft +2, Spot +13, Swim +8; Alertness, Combat Casting, Improved Initiative, Lightning Reflexes, Rapid Swimming (see Appendix 2).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant, Common.

Feat of Strength (Su): 1/day; as the Strength domain power, +8 enhancement bonus to Strength for 1 round.

Rebuke Undead (Su): 2/day; 1d20-1; turning damage 2d6+7.

Smite (Su): 1/day; as the Destruction domain power, +4 to hit, +8 points of damage.

Cleric Spells Prepared (6/5+1/4+1/4+1/3+1; base DC = 14 + spell level): 0—*cure minor wounds* (3), *detect magic*, *guidance*, *resistance*, 1st—*inflict light wounds**, *bless*, *command*, *divine favor*, *doom*, ~~*protection from good*~~, 2nd—*shatter**, ~~*bull's strength*~~, *hold person*, ~~*resist energy*~~, *sound burst*, 3rd—*contagion**, *blindness/deafness*, *dispel magic* (2), *prayer*, 4th—~~*spell immunity**~~, *cure critical wounds*, ~~*freedom of movement*~~, *poison*.

***Domain spell.** Deity: Vaprak; Domains: Destruction (smite attack 1/day); Strength (feat of strength 1/day).

Possessions. +1 *Large chitin armor* (see Appendix 2), +1 *Large spear*, 5 *Large javelins*, *Large dagger*, *periapt of Wisdom* +2, 2 stone holy symbols of Vaprak.

Power-Up Suite (Prepared – *bless*, *protection from good*, *resist energy* (electricity), *spell immunity*): AC (against good) 20, touch 10, flat-footed 20; Atk +14 melee (2d6+7/x3, +1 *Large spear*) or +8 ranged (1d8+4, *Large javelin*) or +13 melee touch (by spell); SQ *resist electricity* 20, immune to *magic missile* and *scorching ray*; SV (against good) Fort +15, Ref +6, Will +13.

Physical Description. This merrow is scrawny for his race, but his keen mind makes up for it. He stands about 9 feet tall and weighs 400 pounds, and is dressed in armor made from various hard-shelled aquatic creatures. A gruesome V-shaped scar covers his face, as a mark of servitude to Vaprak the Destroyer.

Merrow Fighter: male merrow (ogre) fighter 4; CR 7; *Large giant* (aquatic); HD 4d8+16 plus 4d10+16; hp 80; Init +0; Spd 30 ft., swim 60 ft. (20 ft. and swim 25 ft. in armor); AC 19, touch 9, flat-footed 19; Base Atk +7; Grp +23; Atk +16 melee (2d6+15/x3, +1 *Large longspear*) or +6 ranged (1d8+8, *Large javelin*) or +12 melee (1d4+8 halved, unarmed strike) or +15 melee (1d8+8, masterwork armor spikes); Full Atk +16/+11 melee (2d6+15/x3, +1 *Large longspear*); Space/Reach 10 ft./10 ft. (20 ft. with longspear); SA —; SQ aquatic subtype, darkvision 60 ft., low-light vision; AL CE; SV Fort +12, Ref +2, Will +3; Str 26, Dex 10, Con 19, Int 6, Wis 12, Cha 5.

Skills and Feats. Climb +9, Listen +4, Spot +4, Swim +12; Blind-Fight, Improved Grapple, Improved Unarmed Strike, Power Attack, Weapon Focus (longspear), Weapon Specialization (longspear).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant only.

Possessions. +1 *Large chitin armor* (see Appendix 2) with masterwork armor spikes, +1 *Large longspear* with locked gauntlet, 5 *Large javelins*, *Large dagger*.

Power-Up Suite 1 (from cleric – *bless* and *bull's strength*): Grp +26; Full Atk +19/+12 melee (2d6+18/x3, +1 *Large longspear*) or +7 ranged (1d8+10, *Large javelin*) or +15 melee (1d4+10 halved, unarmed strike) or +17 melee (1d8+10, masterwork armor spikes); SV Will +3 (+4 vs. fear); Str 26 (30).

Power-Up Suite 2 (from cleric – *bless* only): Grp +24; Full Atk +17/+12 melee (2d6+15/x3, +1 *Large longspear*) or +7 ranged (1d8+8, *Large javelin*) or +13 melee (1d4+8 halved, unarmed strike) or +16 melee (1d8+8, masterwork armor spikes); SV Will +3 (+4 vs. fear).

Physical Description. These merrow warriors are especially large, powerful, and brutish. They wear chitinous armor similar to the cleric's, but with armor spikes.

ENCOUNTER 12: LAIR OF THE BEASTS

Vakrul Frost-Eye, Stonehold Captain: Male human barbarian 7 / fighter 4; CR 11; Medium Humanoid (human); HD 7d12+14 plus 4d10+8; hp 115; Init +2; Spd 40 ft. (30 ft. in armor); AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +11; Grp +15; Atk +17 melee (1d8+9/19-20/x3 plus 1d6 cold, +1 *frost spear*) or +13 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); Full Atk +17/+12/+7 melee (1d8+9/19-20/x3 plus 1d6 cold, +1 *frost spear*) or +13/+8/+3 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); SA —; SQ DR 1/—, improved uncanny dodge (cannot be flanked except by Rogue 11+), rage 2/day, trap sense +2, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +11, Ref +7, Will +4; Str 16 (18), Dex 15, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Climb +8, Intimidate +14, Jump +10, Listen +15, Survival +12, Swim +3; Close-Quarters Fighting (see Appendix 2), Improved Critical (spear), Lightning Reflexes, Power Attack, Prone Attack (see Appendix 2), Track, Weapon Focus (spear), Weapon Specialization (spear).

Languages: Flan dialect, Common.

Possessions. “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*), +1 *frost nauskiree-bone spear*, dagger, composite longbow (+4 Str bonus), 20 arrows, *gauntlets of ogre power* (one adjusted as locked gauntlet), *potion of cure moderate wounds*, *potion of remove blindness/deafness*.

Power-Up Suite (rage; from Erilaes – *magic circle against good* and *stoneskin* (CL 11th for purposes of

dispelling)): hp 137 (+22 hp); AC 17 (19 vs. good), touch 10 (12 vs. good), flat-footed 17 (19 vs. good) (uncanny dodge); Grp +17; Full Atk +19/+14/+9 melee (1d8+12/19-20/x3 plus 1d6 cold, +1 *frost spear*); SQ 10/adamantine; SV Fort +13 (+15 vs. good), Ref +7 (+9 vs. good), Will +6 (+8 vs. good); Str 20 (22), Con 18. Jump +12.

Physical Description: See “Cast of Characters” section.

✦**Erilaes:** female human sorcerer 1 / wizard (abjurer) 9; CR 10; Medium humanoid (human); HD 10d4+20; hp 50; Init +5 (roll twice and choose the better for this combat); Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +4; Grp +3; Atk or Full Atk +4 melee (1d4-1/19-20, masterwork dagger) or +3 melee touch (by spell) or +5 ranged touch (by spell); SA spells; SQ familiar (raven: empathic link, share spells); AL CE; SV Fort +8, Ref +10, Will +12; Str 8, Dex 12, Con 14, Int 17 (19), Wis 12, Cha 12.

Skills and Feats: Appraise +7, Concentration +15 (+19 defensive), Decipher Script +7, Knowledge (arcana) +17, Knowledge (history) +12, Knowledge (the planes) +11, Listen +3, Spellcraft +17 (+19 abjuration, +12 enchantment or evocation), Spot +3, Tumble +7; Alertness (when familiar is within arm’s reach), Combat Casting, Craft Wondrous Item, Danger Sense (see Appendix 2), Insightful Reflexes (see Appendix 2), Improved Initiative, Lays of the Northern Adepts (see Appendix 2), Scribe Scroll.

Languages: Flan dialect, Common, Cold Tongue, Abyssal.

Sorcerer Spells Known (5/4 per day; save DC = 11 + spell level): 0—*daze, detect magic, ghost sound, prestidigitation*, 1st—*disguise self, ray of enfeeblement*.

Wizard (Abjurer) Spells Prepared (5/6/6/ 5/4/2; base DC = 14 + spell level; abjuration specialist, prohibited schools enchantment and evocation): 0—*acid splash, mage hand, mending, read magic, resistance* (A); 1st—~~*alarm*~~ (2)—(A), *comprehend languages, mage armor, shield* (A), *true strike*, 2nd—*blur, false life, resist energy* (3)—(A), *see invisibility*, 3rd—*dispel magic, fly, magic circle against good* (A), ~~*protection from energy*~~ (A), *vampiric touch*, 4th—*dimension door, enervation, greater invisibility, stonkskin* (A); 5th—~~*stonkskin*~~ (prepared in 5th-level slot) (A), *telekinesis* (A) = abjuration spell, dispelled as if CL 11th.

Familiar (raven): hp 25; AC 20, touch 14, flat-footed 18; Atk or Full Atk +8 melee (1d2-5, claws); SA deliver touch spells; SQ improved evasion, share spells,

empathic link, speak with master, speak with animals of its kind (birds); SV Fort +3, Ref +5, Will +10; Str 1, Dex 15, Con 10, Int 10, Wis 14, Cha 6. Listen +3, Spot +5. Speaks Flan. Stays with Erilaes during combat and shares her spells. Power-up suite not provided.

Possessions: Masterwork dagger, 2 daggers, *cloak of resistance* +3, *headband of intellect* +2, 2 *potions of cure serious wounds*, *scroll of dimension door*, *scroll of teleport*, *wand of magic missile* (9th), spell component pouch, spellbook (parts I & II), 4 uses of material component for *stonkskin*.

Power-Up Suite (Prepared – false life, mage armor, see invisibility; protection from energy (fire), resist energy (acid), resist energy (cold), resist energy (electricity), shield, stonkskin (these spells CL 11th for purposes of dispelling); **from merrow cleric – freedom of movement (CL 8th)): hp 50 plus 1d10+9 temporary; AC 19, touch 11, flat-footed 18; SQ DR 10/adamantine, protection from fire (108 pts), resist acid 20, resist cold 20, resist electricity 20. See invisibility, freedom of movement.**

Physical Description: See “Cast of Characters” section.

Be sure to check the “All APLs” section of Appendix 1 as well.

ENCOUNTER 2: DANGER IN THE ZUMKEND

➤ **Advanced Purple Worm:** CR 14; Gargantuan Magical Beast; HD 22d10+154; hp 275; Init -2; Spd 20 ft., burrow 10 ft., swim 10 ft.; AC 21, touch 4, flat-footed 21; Base Atk +22; Grp +47; Atk +32 melee (2d8+13, bite); Full Atk +32 melee (2d8+13, bite) and +27 melee (2d6+6 plus poison, sting); Space/Reach 20 ft./15 ft.; SA improved grab, poison, swallow whole; SQ tremorsense 60 ft.; AL N; SV Fort +20, Ref +11, Will +6; Str 36, Dex 6, Con 25, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +24, Swim +21; Awesome Blow, Cleave, Improved Bull Rush, Improved Natural Armor (2), Power Attack, Weapon Focus (bite), Weapon Focus (sting).

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

Poison (Ex): Injury, Fortitude DC 28, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+13 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

Skills: A purple worm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Physical Description: This worm's body is mottled brown, typical of aquatic varieties of purple worm. This large specimen is about 6 feet in diameter and 100 feet

long, weighing about 70,000 pounds. The creature has a poisonous stinger in its tail.

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

➤ **Dorvund the Fang, Stonehold Lieutenant:** Male human fighter 4 / rogue 8; CR 12; Medium Humanoid (human); HD 4d10+8 plus 8d6+16; hp 90; Init +8; Spd 30 ft. (40 ft. with boots); AC 19, touch 14, flat-footed 19 (uncanny dodge); Base Atk +10; Grp +13; Atk +16 melee (1d10+8/x3, +2 *halberd*) or +15 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +16/+11 melee (1d10+8/x3, +2 *halberd*) or +15/+10 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA sneak attack +4d6; SQ evasion, improved uncanny dodge (cannot be flanked except by rogue 12+), trap sense +2, trapfinding, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +10, Ref +11, Will +7; Str 16, Dex 16 (18), Con 14, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +14, Bluff +17, Climb +11, Craft (trapmaking) +10, Disable Device +10, Intimidate +19, Jump +24, Listen +15, Open Lock +10, Search +6, Spot +15, Tumble +24; Combat Expertise, Improved Disarm, Improved Feint, Improved Initiative, Iron Will, Persuasive, Skill Focus (Tumble), Weapon Focus (halberd), Weapon Specialization (halberd).

Languages: Flan dialect, Common, Giant.

Possessions: +1 *mithral chain shirt*, +2 *halberd*, handaxe, sap, 2 daggers, masterwork composite longbow (+3 Str bonus), 20 normal arrows, 10 silver arrows, 3 flasks of alchemist's fire, masterwork thieves' tools, masterwork trapmaking tools, *brooch of shielding*, *boots of striding and springing*, *cloak of resistance* +2, *gloves of Dexterity* +2, 2 *potions of cure serious wounds*, 2 *potions of invisibility*, *potion of remove blindness/deafness*, *potion of resist fire* 20.

Power-Up Suite (from skald – bard song +2, freedom of movement, haste; *potion of resist fire* 20): Spd 60 ft.; AC 20, touch 15, flat-footed 20 (uncanny dodge); Grp +16; Full Atk +19/+19/+14 melee (1d10+10/x3, +2 *halberd*) or +18/+18/+13 ranged (1d8+5/x3, masterwork composite longbow [+3 Str bonus]); SV Fort +9, Ref +13, Will +6 (+8 vs. charm/fear). Jump +32. Freedom of movement (CL 9th). Resist fire 20 (CL 7th).

Physical Description: See “Cast of characters” section.

☛**Stonehold Barbarian:** Male human barbarian 7; CR 7; Medium Humanoid (human); HD 7d12+14; hp 77; Init +1; Spd 30 ft. in armor (base 40 ft.); AC 18, touch 11, flat-footed 18 (uncanny dodge); Base Atk +7; Grp +10; Atk +12 melee (1d12+5/x3, *+1 greataxe*) or +9 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +12/+7 melee (1d12+5/x3, *+1 greataxe*) or +9/+4 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA —; SQ DR 1/—, improved uncanny dodge (cannot be flanked except by rogue 11+), rage 2/day, trap sense +2, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +7, Ref +3, Will +3; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +10, Intimidate +9, Jump +10, Listen +11, Survival +9; Diehard, Endurance, Power Attack, Weapon Focus (*greataxe*).

Languages: Flan dialect, Common.

Possessions: *+1 breastplate*, *+1 greataxe*, dagger, masterwork composite longbow (+3 Str bonus), 20 normal arrows, *amulet of natural armor +1*, 2 *potions of cure moderate wounds*.

Power-Up Suite (rage; from skald – bard song +2, haste): hp 91 (+14 hp); Spd 60 ft. in armor; AC 17, touch 10, flat-footed 17 (uncanny dodge); Grp +15; Full Atk +17/+17/+12 melee (1d12+10/x3, *+1 greataxe*); SV Fort +9, Ref +4, Will +5; Str 20, Con 18. Rage up to 7 rounds. Jump +24.

☛**Stonehold Skald:** Male human bard 9; CR 9; Medium Humanoid (human); HD 9d6+9; hp 49; Init +6; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +6; Grp +6; Atk +7 melee (1d8/19-20, masterwork longsword) or +9 ranged (1d6+1/x3, *+1 shortbow*); Full Atk +7/+2 melee (1d8/19-20, masterwork longsword) or +9/+4 ranged (1d6+1/x3, *+1 shortbow*); SA —; SQ bardic knowledge +12, bardic music 9/day (countersong, inspire courage +2, *fascinate* 3 targets, inspire competence, *suggestion*, inspire greatness 1 target); AL CN; SV Fort +4, Ref +8, Will +5; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 17 (19).

Skills and Feats: Bluff +16, Concentration +13, Diplomacy +8, Knowledge (arcana) +7, Knowledge (history) +7, Knowledge (nature) +7, Knowledge (the planes) +5, Perform (sing) +16, Sense Motive +11, Spellcraft +13, Tumble +14; Greater Spell Focus (enchantment), Improved Initiative, Point Blank Shot, Precise Shot, Spell Focus (enchantment).

Languages: Flan dialect, Common, Cold Tongue.

Bard Spells Known (3/4/4/2 per day, 3/4/3/2/1 remaining; save DC = 14 + spell level, 16 + spell level enchantment, marked “(E)”: 0—*daze* (E), *detect magic*,

ghost sound, *mage hand*, *mending*, *message*, 1st—*comprehend languages*, *cure light wounds*, *grease*, *remove fear*; 2nd—*hold person* (E), *minor image*, *mirror image*, *shatter* (E); 3rd—*confusion* (E), *dispel magic*, *haste*, *see invisibility*; 4th—*dimension door*, *freedom of movement*, *hold monster* (E).

Possessions: *+2 studded leather*, masterwork longsword, 2 daggers, *+1 shortbow*, 20 normal arrows, 10 silver arrows, 10 cold iron arrows, *cloak of Charisma +2*, tanglefoot bag, 2 spell component pouches.

Power-Up Suite (self – bard song +2, haste, mirror image, see invisibility): Spd 60 ft.; AC 18, touch 13, flat-footed 16; Grp +9; Full Atk +10/+10/+5 melee (1d8+2/19-20, masterwork longsword) or +12/+12/+7 ranged (1d6+3/x3, *+1 shortbow*); SV Fort +4, Ref +9, Will +5 (+7 vs. charm/fear). Jump +14. 1d4+3 mirror images. See invisible.

Physical Description: Typical Stoneholder of Flan-Suel extraction, tan with freckles, wavy red-brown hair worn long and wild. He wears wolf pelts over his armor and wears a profusion of silver jewelry.

ENCOUNTER 7: ALPINE PREDATORS

☛**Baradran the Wendigo:** Male wendigo (former human) ex-monk 10; CR 12; Medium Fey (cold); HD 10d6+30; hp 75; Init +10; Spd fly 150 ft. (perfect); AC 27 (28 w/ Dodge), touch 23 (24 w/ Dodge), flat-footed 21; Base Atk +7; Grp +11; Atk or Full Atk +11 melee (1d6+6/18-20/x3 plus disease, bite); SA disease, *ki strike* (lawful, magic), maddening whispers, ravenous bite, stunning fist 10/day (DC 18); SQ corner of the eye, DR 5/cold iron, immunity to cold, improved evasion, purity of body, regeneration 5, slow fall 50 ft. (no longer used), still mind, vulnerability to fire, wholeness of body 20 pts/day; AL CE; SV Fort +10, Ref +13, Will +10 (+12 vs. enchantment); Str 18, Dex 23, Con 16, Int 8, Wis 16, Cha 14.

Skills and Feats: Hide +27, Listen +16, Move Silently +14, Spot +16, Survival +11, Tumble +19; Blind-Fight, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Track (B).

Languages: Sylvan only. All others forgotten.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim's field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Disease (Su): For this wendigo, the Fortitude save DC to resist the infection is 18, and the Will save DC to avoid the insatiable hunger is 17. See the template description (Appendix 2) for more information.

Maddening Whispers (Su): For this wendigo, the Will save DC to resist this special attack is 17. See the template description (Appendix 2) for more information.

Purity of Body (Ex): As the ability on page 41 of the *PHB*.

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Still Mind (Ex): As the ability on page 41 of the *PHB*.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. See the template description (Appendix 2) for more information.

Wholeness of Body (Su): As the ability on page 42 of the *PHB*.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Possessions. Bracers of armor +4.

Physical Description: See "Cast of characters" section.

🐉 **Huge Advanced Displacer Beast, 11 HD:** CR 8; Huge Magical Beast; HD 11d10+55; hp 115; Init +2; Spd 40 ft.; AC 18 (19 w/ Dodge), touch 10 (11 w/ Dodge), flat-footed 16; Base Atk +11; Grp +27; Atk +18 melee (1d8+8, tentacle); Full Atk +18/+18 melee (1d8+8, 2 tentacles) and +13 melee (2d6+4, bite); Space/Reach 15 ft./10 ft. (20 ft. with tentacle); SA —; SQ darkvision 60 ft., displacement, low-light vision, resistance to ranged attacks; AL LE; SV Fort +12, Ref +9, Will +6; Str 26, Dex 14, Con 20, Int 5, Wis 12, Cha 8.

Skills and Feats: Hide +8, Listen +4, Move Silently +5, Spot +7; Alertness, Dodge, Iron Will, Weapon Focus (tentacle).

Languages: Common.

Displacement (Su): A light-bending glamer continually surrounds a displacer beast, making it difficult to surmise the creature's true location. Any melee or ranged attack directed at it has a 50% miss chance unless the attacker can locate the beast by some means other than sight. A *true seeing* effect allows the user to see the beast's position, but *see invisibility* has no effect.

Resistance to Ranged Attacks (Su): A displacer beast has a +2 resistance bonus on saves against any ranged magical attack that specifically targets it (except for ranged touch attacks).

Skills: A displacer beast has a +8 racial bonus on Hide checks, thanks to its displacement ability.

Physical Description: Like a normal displacer beast, but huge: 15 feet long and weighing over 3,000 pounds.

ENCOUNTER 11: GUARDED WATERS

🐉 **Merrow Cleric:** male merrow (ogre) cleric 10; CR 11; Large giant (aquatic); HD 4d8+12 plus 10d8+30; hp 120; Init +3; Spd 30 ft., swim 60 ft. (20 ft. and swim 40 ft. in armor); AC 19, touch 8, flat-footed 19; Base Atk +10; Grp +18; Atk +14 melee (2d6+7/x3, +1 *Large spear*) or +8 ranged (1d8+4, Large javelin) or +13 melee touch (by spell); Full Atk +14/+9 melee (2d6+7/x3, +1 *Large spear*); Space/Reach 10 ft./10 ft.; SA smite 1/day, spells; SQ aquatic subtype, darkvision 60 ft., low-light vision, spontaneous casting, rebuke undead; AL CE; SV Fort +14, Ref +5, Will +12; Str 18, Dex 8, Con 17, Int 10, Wis 17 (19), Cha 8.

Skills and Feats. Concentration +20 (+24 defensive), Listen +13, Spellcraft +3, Spot +13, Swim +8; Alertness, Combat Casting, Improved Initiative, Lightning Reflexes, Rapid Swimming (see Appendix 2).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant, Common.

Feat of Strength (Su): 1/day; as the Strength domain power, +10 enhancement bonus to Strength for 1 round.

Rebuke Undead (Su): 2/day; 1d20-1; turning damage 2d6+9.

Smite (Su): 1/day; as the Destruction domain power, +4 to hit, +10 points of damage.

Cleric Spells Prepared (6/5+1/5+1/4+1/ 4+1/2+1; base DC = 14 + spell level): 0—*cure minor wounds* (3), *detect magic*, *guidance*, *resistance*, 1st—*inflict light wounds**, *bless*, *command*, *divine favor*, *doom*, ~~*protection from good*~~, 2nd—*shatter**, ~~*bull's strength*~~, *darkness*, *hold person*, ~~*resist energy*~~, *sound burst*, 3rd—*contagion**, *blindness/deafness*, *dispel magic* (2), *prayer*, 4th—~~*spell immunity**~~, *cure critical wounds*, ~~*freedom of movement*~~, *poison*, 5th—*righteous might**, *mass cure light wounds* (2).

***Domain spell.** Deity: Vaprak; Domains: Destruction (smite attack 1/day); Strength (feat of strength 1/day).

Possessions. +2 Large chitin armor (see Appendix 2), +1 Large spear, 5 Large javelins, Large dagger, *periapt of Wisdom* +2, 2 stone holy symbols of Vaprak.

Power-Up Suite (Prepared – bless, protection from good, resist energy (electricity), spell immunity, righteous might, from Erilaes – Rary's telepathic bond (CL 11th)). Huge giant (aquatic); HD 4d8+20 plus 10d8+50; hp 148; AC 22 (24 against good), touch 7 (9 against good), flat-footed 22 (24 against good); Atk +18 melee (2d8+13/x3, +1 Huge spear) or +8 ranged (1d8+8, Large javelin) or +17 melee touch (by spell); Space/Reach 15 ft./15 ft.; SQ DR 3/good, resist electricity 20, immune to *magic missile* and *scorching ray*, SV Fort +16 (+18 against good), Ref +5 (+7 against good), Will +12 (+14 against good); Str 26, Con 21.

Physical Description. This merrow is scrawny for his race, but his keen mind makes up for it. He stands about 9 feet tall and weighs 400 pounds, and is dressed in armor made from various hard-shelled aquatic creatures. A gruesome V-shaped scar covers his face, as a mark of servitude to Vaprak the Destroyer.

➤ **Merrow Fighter:** male merrow (ogre) fighter 4; CR 7; Large giant (aquatic); HD 4d8+16 plus 4d10+16; hp 80; Init +0; Spd 30 ft., swim 60 ft. (20 ft. and swim 25 ft. in armor); AC 19, touch 9, flat-footed 19; Base Atk +7; Grp +23; Atk +16 melee (2d6+15/x3, +1 Large longspear) or +6 ranged (1d8+8, Large javelin) or +12 melee (1d4+8 halved, unarmed strike) or +15 melee (1d8+8, masterwork armor spikes); Full Atk +16/+11 melee (2d6+15/x3, +1 Large longspear); Space/Reach 10 ft./10 ft. (20 ft. with longspear); SA —; SQ aquatic subtype, darkvision 60 ft., low-light vision; AL CE; SV Fort +12, Ref +2, Will +3; Str 26, Dex 10, Con 19, Int 6, Wis 12, Cha 5.

Skills and Feats. Climb +9, Listen +4, Spot +4, Swim +12; Blind-Fight, Improved Grapple, Improved Unarmed Strike, Power Attack, Weapon Focus (longspear), Weapon Specialization (longspear).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant only.

Possessions. +1 Large chitin armor (see Appendix 2) with masterwork armor spikes, +1 Large longspear with locked gauntlet, 5 Large javelins, Large dagger.

Power-Up Suite 1 (from cleric – bless and bull's strength). Grp +26; Full Atk +19/+12 melee (2d6+18/x3, +1 Large longspear) or +7 ranged (1d8+10,

Large javelin) or +15 melee (1d4+10 halved, unarmed strike) or +17 melee (1d8+10, masterwork armor spikes); SV Will +3 (+4 vs. fear); Str 26 (30).

Power-Up Suite 2-4 (from cleric – bless only). Grp +24; Full Atk +17/+12 melee (2d6+15/x3, +1 Large longspear) or +7 ranged (1d8+8, Large javelin) or +13 melee (1d4+8 halved, unarmed strike) or +16 melee (1d8+8, masterwork armor spikes); SV Will +3 (+4 vs. fear).

Physical Description. These merrow warriors are especially large, powerful, and brutish. They wear chitinous armor similar to the cleric's, but with armor spikes.

ENCOUNTER 12: LAIR OF THE BEASTS

➤ **Vakrul Frost-Eye, Stonehold Captain:** Male human barbarian 9 / fighter 4; CR 13; Medium Humanoid (human); HD 9d12+18 plus 4d10+8; hp 137; Init +2; Spd 40 ft. (30 ft. in armor); AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +13; Grp +17; Atk +19 melee (1d8+9/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 icy burst spear) or +15 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); Full Atk +19/+14/+9 melee (1d8+9/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 icy burst spear) or +15/+10/+5 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); SA —; SQ DR 1/—, improved uncanny dodge (cannot be flanked except by Rogue 13+), rage 3/day, trap sense +3, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +12, Ref +8, Will +7; Str 17 (19), Dex 15, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Climb +10, Intimidate +16, Jump +12, Listen +17, Survival +14, Swim +3; Close-Quarters Fighting (see Appendix 2), Improved Critical (spear), Iron Will, Lightning Reflexes, Power Attack, Prone Attack (see Appendix 2), Track, Weapon Focus (spear), Weapon Specialization (spear).

Languages: Flan dialect, Common.

Possessions. "White Armor of the Griffs" (+2 white dragonhide breastplate of cold resistance), +1 icy burst nauskiree-bone spear, dagger, composite longbow (+4 Str bonus), 20 arrows, gauntlets of ogre power (one adjusted as locked gauntlet), *potion of cure serious wounds*, *potion of remove blindness/deafness*.

Power-Up Suite (rage; from Erilaes – magic circle against good, protection from energy (fire), and stoneskin (CL 13th for purposes of dispelling), plus Rary's telepathic bond (CL 11th)). hp 163 (+26 hp); AC 17 (19 vs. good), touch 10 (12 vs. good), flat-footed 17 (19 vs. good) (uncanny dodge); Grp +19; Full Atk +21/+16/+11 melee (1d8+12/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 icy burst spear); SQ

10/adamantine, protection from fire (120 pts); SV Fort +14 (+16 vs. good), Ref +8 (+10 vs. good), Will +9 (+11 vs. good); Str 21 (23), Con 18. Jump +14.

Physical Description: See “Cast of Characters” section.

✶**Erilaes:** female human sorcerer 1 / wizard (abjurer) 11; CR 12; Medium humanoid (human); HD 12d4+24; hp 60; Init +5 (roll twice and choose the better for this combat); Spd 30 ft.; AC 13, touch 13, flat-footed 12; Base Atk +5; Grp +4; Atk or Full Atk +5 melee (1d4-1/19-20, masterwork dagger) or +4 melee touch (by spell) or +6 ranged touch (by spell); SA spells; SQ familiar (raven: empathic link, share spells); AL CE; SV Fort +8, Ref +11, Will +13; Str 8, Dex 12, Con 14, Int 18 (20), Wis 12, Cha 12.

Skills and Feats: Appraise +8, Concentration +17 (+21 defensive), Decipher Script +8, Knowledge (arcana) +20, Knowledge (history) +15, Knowledge (the planes) +14, Listen +3, Spellcraft +20 (+22 abjuration, +15 enchantment or evocation), Spot +3, Tumble +8; Alertness (when familiar is within arm’s reach), Combat Casting, Craft Wondrous Item, Danger Sense (see Appendix 2), Insightful Reflexes (see Appendix 2), Improved Initiative, Lays of the Northern Adepts (see Appendix 2), Quicken Spell, Scribe Scroll, Spell Penetration.

Languages: Flan dialect, Common, Cold Tongue, Abyssal.

Sorcerer Spells Known (5/4 per day; save DC = 11 + spell level): 0—*daze, detect magic, ghost sound, prestidigitation*, 1st—*disguise self, ray of enfeeblement*.

Wizard (Abjurer) Spells Prepared (5/7/6/ 6/5/4/ 2; base DC = 15 + spell level; 1d20+13 to overcome SR; abjuration specialist, prohibited schools enchantment and evocation): 0—*acid splash, mage hand, mending, read magic, resistance* (A); 1st—~~*alarm*~~ (2)—(A), *color spray, comprehend languages, ~~mage armor~~, protection from good* (A), *shield* (A); 2nd—*blur, false life, resist energy* (3)—(A), ~~*see invisibility*~~, 3rd—*dispel magic, fly, magic circle against good* (A), ~~*protection from energy*~~ (2) (A), *vampiric touch*, 4th—*dimension door, enervation, greater invisibility, lesser globe of invulnerability* (A), ~~*stoneskin*~~—(A); 5th—~~*Rary’s telepathic bond, shield (quickened)*~~ (A), *telekinesis, true strike (quickened)*; 6th—*disintegrate, greater dispel magic*. (A) = abjuration spell, dispelled as if CL 13th.

Familiar (raven): hp 30; AC 20, touch 14, flat-footed 18; Atk or Full Atk +9 melee (1d2-5, claws); SA deliver touch spells; SQ improved evasion, share spells,

empathic link, speak with master, speak with animals of its kind (birds), SR 17; SV Fort +3, Ref +5, Will +11; Str 1, Dex 15, Con 10, Int 11, Wis 14, Cha 6. Listen +3, Spot +5. Speaks Flan. Stays with Erilaes during combat and shares her spells. Power-up suite not provided.

Possessions: Masterwork dagger, 2 daggers, *cloak of resistance* +3, *headband of intellect* +2, *ring of protection* +2, 2 *potions of cure serious wounds*, *scroll of dimension door*, *scroll of teleport*, *wand of magic missile* (9th), spell component pouch, spellbook (parts I-III), 4 uses of material component for *stoneskin*.

Power-Up Suite (Prepared – false life, mage armor, Rary’s telepathic bond, see invisibility; protection from energy (fire), resist energy (acid), resist energy (cold), resist energy (electricity), shield (these spells CL 13th for purposes of dispelling); **from merrow cleric – freedom of movement** (CL 10th)); hp 60 plus 1d10+10 temporary; AC 21, touch 13, flat-footed 20; SQ protection from fire (120 pts), resist acid 30, resist cold 30, resist electricity 30. See invisibility, freedom of movement.

Physical Description: See “Cast of Characters” section.

✶**Large Advanced Kapoacanth (gargoyle):** CR 7; Large monstrous humanoid (aquatic, earth); HD 10d8+60; hp 105; Init +5; Spd 40 ft., swim 60 ft.; AC 16, touch 10, flat-footed 16; Base Atk +10; Grp +21; Atk +16 melee (1d6+7, claw); Full Atk +16/+16 melee (1d6+7, 2 claws) and +14 melee (1d8+3, bite) and +14 melee (1d8+3, gore); SA —; SQ aquatic subtype, DR 10/magic, darkvision 60 ft., freeze; AL CE; SV Fort +9, Ref +8, Will +9; Str 24, Dex 12, Con 22, Int 6, Wis 11, Cha 7.

Skills and Feats: Hide +7 (+15 seen against stone), Jump +11, Listen +6, Spot +6, Swim +15; Improved Initiative, Iron Will, Multiattack, Skill Focus (Hide).

Languages: Common, Terran.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Skills: Gargoyles have a +2 racial bonus on Hide, Listen, and Spot checks. The Hide bonus increases by +8 when a gargoyle is concealed against a background of stone.

A kapoacanth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Possessions: *Potion of barkskin* +2, *potion of cure moderate wounds*, *potion of greater magic fang* +1 (all

natural weapons), *dust of appearance* in a waterproof canister.

Power-Up Suite (*potion of barkskin +2, potion of greater magic fang +1*): AC 18, touch 10, flat-footed 18; Atk +17 melee (1d6+8, claw); Full Atk +17/+17 melee (1d6+8, 2 claws) and +15 melee (1d8+4, bite) and +15 melee (1d8+4, gore).

Physical Description. This is one of a group of large and especially wicked kapoacincths living in Lake Abanfyl. It is a 10-foot-tall humanoid with horns and claws, and its skin appears to be made of greenish stone, deeply pitted and blackened as if water-stained. It wears a simple harness to hold potions without interfering with its hiding ability.

Be sure to check the “All APLs” section of Appendix 1 as well.

ENCOUNTER 2: DANGER IN THE ZUMKEND

✚ **Flying Advanced Purple Worm:** CR 16 (includes +1 for flight); Gargantuan Magical Beast; HD 25d10+200; hp 337; Init -2; Spd 20 ft., burrow 10 ft., fly 80 ft. (clumsy), swim 10 ft.; AC 21, touch 4, flat-footed 21; Base Atk +25; Grp +50; Atk +35 melee (2d8+13, bite); Full Atk +35 melee (2d8+13, bite) and +30 melee (2d6+6 plus poison, sting); Space/Reach 20 ft./15 ft.; SA improved grab, poison, swallow whole; SQ tremorsense 60 ft.; AL N; SV Fort +22, Ref +12, Will +7; Str 36, Dex 6, Con 26, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +27, Swim +21; Awesome Blow, Cleave, Improved Bull Rush, Improved Natural Armor (2), Power Attack, Weapon Focus (bite), Weapon Focus (sting), Wingover.

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

Poison (Ex): Injury, Fortitude DC 30, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+13 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

Skills: A purple worm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Physical Description: This worm's body is mottled brown, typical of aquatic varieties of purple worm. This large specimen is about 6 feet in diameter and 100 feet

long, weighing about 70,000 pounds. The creature has a poisonous stinger in its tail. Through some accident of physiology, it has developed membranous wings and gaseous bladders that allow it to fly clumsily though briefly (no more than 5 minutes in any 24-hour period).

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

✚ **Dorvund the Fang, Stonehold Lieutenant:** Male human fighter 4 / rogue 10; CR 14; Medium Humanoid (human); HD 4d10+8 plus 10d6+20; hp 103; Init +8; Spd 30 ft. (40 ft. with boots); AC 20, touch 14, flat-footed 20 (uncanny dodge); Base Atk +11; Grp +15; Atk +18 melee (1d10+10/x3, +2 *halberd*) or +16 ranged (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); Full Atk +18/+13/+8 melee (1d10+10/x3, +2 *halberd*) or +16/+11/+6 ranged (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); SA crippling strike, sneak attack +5d6; SQ evasion, improved uncanny dodge (cannot be flanked except by rogue 14+), trap sense +3, trapfinding, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +12, Ref +15, Will +9; Str 16 (18), Dex 16 (18), Con 14, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +16, Bluff +19, Climb +14, Craft (trapmaking) +10, Disable Device +11, Intimidate +21, Jump +27, Listen +17, Open Lock +11, Search +10, Spot +17, Tumble +26; Combat Expertise, Improved Disarm, Improved Feint, Improved Initiative, Iron Will, Persuasive, Skill Focus (Tumble), Weapon Focus (halberd), Weapon Specialization (halberd).

Languages: Flan dialect, Common, Giant.

Crippling Strike (Ex): as the ability on page 51 of the *PHB*.

Possessions: +2 *mithral chain shirt*, +2 *halberd*, handaxe, sap, 2 daggers, masterwork composite longbow (+4 Str bonus), 20 normal arrows, 10 silver arrows, 3 flasks of alchemist's fire, masterwork thieves' tools, masterwork trapmaking tools, *brooch of shielding*, *boots of striding and springing*, *cloak of resistance +3*, *gloves of Dexterity +2*, pale blue rhomboid *ioun stone* (+2 Str), 2 *potions of cure serious wounds*, 2 *potions of invisibility*, *potion of remove blindness/deafness*, *potion of resist fire 30*.

Power-Up Suite (from skald – bard song +2, *freedom of movement*, *haste*; *potion of resist fire 30*): Spd 60 ft.; AC 21, touch 15, flat-footed 21 (uncanny dodge); Grp +18; Full Atk +21/+21/+16/+11 melee (1d10+12/x3, +2 *halberd*) or +19/+19/+14/+9 ranged (1d8+6/x3, masterwork composite longbow [+4 Str

bonus)); SV Fort +12, Ref +16, Will +9 (+11 vs. charm/fear). Jump +35. Freedom of movement (CL 11th). Resist fire 30 (CL 11th).

Physical Description: See “Cast of characters” section.

✚**Stonehold Barbarian:** Male human barbarian 11; CR 11; Medium Humanoid (human); HD 11d12+22; hp 121; Init +1; Spd 30 ft. in armor (base 40 ft.); AC 18, touch 11, flat-footed 18 (uncanny dodge); Base Atk +11; Grp +14; Atk +16 (+18 vs. animals) melee (1d12+5/19-20/x3 plus 2d6+2 vs. animals, +1 *animal bane greataxe*) or +13 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +16/+11/+6 (+18/+13/+8 vs. animals) melee (1d12+5/19-20/x3 plus 2d6+2 vs. animals, +1 *animal bane greataxe*) or +13/+8/+3 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA —; SQ DR 2/—, greater rage 3/day, improved uncanny dodge (cannot be flanked except by rogue 15+), trap sense +3, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +9, Ref +4, Will +4; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +14, Intimidate +13, Jump +14, Listen +15, Survival +15; Diehard, Endurance, Improved Critical (greataxe), Power Attack, Weapon Focus (greataxe).

Languages: Flan dialect, Common.

Possessions: +1 *breastplate*, +1 *animal bane greataxe*, dagger, masterwork composite longbow (+3 Str bonus), 20 normal arrows, *amulet of natural armor* +1, 2 *potions of cure moderate wounds*.

Power-Up Suite (greater rage; from skald – bard song +2, *haste*): hp 154 (+33 hp); Spd 60 ft. in armor; AC 17, touch 10, flat-footed 17 (uncanny dodge); Grp +20; Full Atk +22/+22/+17/+12 (+24/+24/+19/+14 vs. animals) melee (1d12+12/19-20/x3 plus 2d6+2 to animals, +1 *animal bane greataxe*); SV Fort +12, Ref +5, Will +7; Str 23, Con 20. Rage up to 8 rounds. Jump +29.

✚**Stonehold Skald:** Male human bard 11; CR 11; Medium Humanoid (human); HD 11d6+11; hp 60; Init +6; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +8; Grp +8; Atk +9 melee (1d8/19-20, masterwork longsword) or +12 ranged (1d6+1/x3, +1 *shortbow*); Full Atk +9/+4 melee (1d8/19-20, masterwork longsword) or +12/+7 ranged (1d6+1/x3, +1 *shortbow*); SA —; SQ bardic knowledge +14, bardic music 11/day (countersong, inspire courage +2, *fascinate* 4 targets, inspire competence, *suggestion*, inspire greatness 1 target); AL CN; SV Fort +4, Ref +9, Will +6; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 17 (19).

Skills and Feats: Bluff +18, Concentration +15, Diplomacy +8, Knowledge (arcana) +8, Knowledge (history) +8, Knowledge (nature) +8, Knowledge (the planes) +6, Perform (sing) +18, Sense Motive +13, Spellcraft +15, Tumble +16; Greater Spell Focus (enchantment), Improved Initiative, Point Blank Shot, Precise Shot, Spell Focus (enchantment).

Languages: Flan dialect, Common, Cold Tongue.

Bard Spells Known (3/4/4/4/2 per day, 3/4/3/2/1 remaining; save DC = 14 + spell level, 16 + spell level enchantment, marked “(E)”: 0—*daze* (E), *detect magic*, *ghost sound*, *mage hand*, *mending*, *message*, 1st—*comprehend languages*, *cure light wounds*, *grease*, *remove fear*, 2nd—*hold person* (E), *minor image*, *mirror image*, *shatter*, 3rd—*confusion* (E), *dispel magic*, *haste*, *see invisibility*, 4th—*dimension door*, *freedom of movement*, *hold monster* (E).

Possessions: +2 *studded leather*, masterwork longsword, 2 daggers, +1 *shortbow*, 20 normal arrows, 10 silver arrows, 10 cold iron arrows, *cloak of Charisma* +2, *lesser bracers of archery*, tanglefoot bag, 2 spell component pouches.

Power-Up Suite (self – bard song +2, *haste*, *mirror image*, *see invisibility*): Spd 60 ft.; AC 18, touch 13, flat-footed 16; Grp +11; Full Atk +12/+12/+7 melee (1d8+2/19-20, masterwork longsword) or +15/+15/+10 ranged (1d6+3/x3, +1 *shortbow*); SV Fort +4, Ref +10, Will +6 (+8 vs. charm/fear). Jump +14. 1d4+3 mirror images. See invisible.

Physical Description: Typical Stoneholder of Flan-Suel extraction, tan with freckles, wavy red-brown hair worn long and wild. He wears wolf pelts over his armor and wears a profusion of silver jewelry.

ENCOUNTER 7: ALPINE PREDATORS

✚**Baradran the Wendigo:** Male wendigo (former human) ex-monk 12; CR 14; Medium Fey (cold); HD 12d6+36; hp 90; Init +11; Spd fly 160 ft. (perfect); AC 28 (29 w/ Dodge), touch 24 (25 w/ Dodge), flat-footed 21; Base Atk +9; Grp +13; Atk or Full Atk +13 melee (1d6+6/18-20/x3 plus disease, bite); SA disease, *ki* strike (lawful, magic), maddening whispers, ravenous bite, stunning fist 12/day (DC 19); SQ abundant step, corner of the eye, DR 5/cold iron, diamond body, immunity to cold, improved evasion, purity of body, regeneration 5, slow fall 60 ft. (no longer used), still mind, vulnerability to fire, wholeness of body 24 pts/day; AL CE; SV Fort +11, Ref +15, Will +11 (+13 vs. enchantment); Str 18, Dex 24, Con 16, Int 8, Wis 16, Cha 14.

Skills and Feats: Hide +30, Listen +18, Move Silently +15, Spot +18, Survival +11, Tumble +22; Blind-

Fight, Combat Reflexes, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Track (B).

Languages: Sylvan only. All others forgotten.

Abundant Step (Su): As the ability on page 42 of the *PHB*. CL 6th.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim's field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Diamond Body (Su): As the ability on page 42 of the *PHB*.

Disease (Su): For this wendigo, the Fortitude save DC to resist the infection is 19, and the Will save DC to avoid the insatiable hunger is 18. See the template description (Appendix 2) for more information.

Maddening Whispers (Su): For this wendigo, the Will save DC to resist this special attack is 18. See the template description (Appendix 2) for more information.

Purity of Body (Ex): As the ability on page 41 of the *PHB*.

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Still Mind (Ex): As the ability on page 41 of the *PHB*.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. See the template description (Appendix 2) for more information.

Wholeness of Body (Su): As the ability on page 42 of the *PHB*.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Possessions: Bracers of armor +4.

Physical Description: See "Cast of characters" section.

🐉 **Huge Advanced Displacer Beast, 11 HD:** CR 8; Huge Magical Beast; HD 11d10+55; hp 115; Init +2; Spd 40 ft.; AC 18 (19 w/ Dodge), touch 10 (11 w/ Dodge), flat-footed 16; Base Atk +11; Grp +27; Atk +18 melee (1d8+8, tentacle); Full Atk +18/+18 melee (1d8+8, 2 tentacles) and +13 melee (2d6+4, bite); Space/Reach 15 ft./10 ft. (20 ft. with tentacle); SA —; SQ darkvision 60 ft., displacement, low-light vision,

resistance to ranged attacks; AL LE; SV Fort +12, Ref +9, Will +6; Str 26, Dex 14, Con 20, Int 5, Wis 12, Cha 8.

Skills and Feats: Hide +8, Listen +4, Move Silently +5, Spot +7; Alertness, Dodge, Iron Will, Weapon Focus (tentacle).

Languages: Common.

Displacement (Su): A light-bending glamer continually surrounds a displacer beast, making it difficult to surmise the creature's true location. Any melee or ranged attack directed at it has a 50% miss chance unless the attacker can locate the beast by some means other than sight. A *true seeing* effect allows the user to see the beast's position, but *see invisibility* has no effect.

Resistance to Ranged Attacks (Su): A displacer beast has a +2 resistance bonus on saves against any ranged magical attack that specifically targets it (except for ranged touch attacks).

Skills: A displacer beast has a +8 racial bonus on Hide checks, thanks to its displacement ability.

Physical Description: Like a normal displacer beast, but huge: 15 feet long and weighing over 3,000 pounds.

ENCOUNTER 11: GUARDED WATERS

🐉 **Merrow Cleric:** male merrow (ogre) cleric 12; CR 13; Large giant (aquatic); HD 4d8+12 plus 12d8+36; hp 138; Init +3; Spd 30 ft., swim 60 ft. (20 ft. and swim 40 ft. in armor); AC 20, touch 9, flat-footed 20; Base Atk +12; Grp +20; Atk +16 melee (2d6+7/x3, +1 *Large spear*) or +10 ranged (1d8+4, Large javelin) or +15 melee touch (by spell); Full Atk +16/+11/+6 melee (2d6+7/x3, +1 *Large spear*); Space/Reach 10 ft./10 ft.; SA smite 1/day, spells; SQ aquatic subtype, darkvision 60 ft., low-light vision, spontaneous casting, rebuke undead; AL CE; SV Fort +15, Ref +6, Will +14; Str 18, Dex 8, Con 17, Int 10, Wis 18 (20), Cha 8.

Skills and Feats: Concentration +22 (+26 defensive), Listen +14, Spellcraft +5, Spot +14, Swim +8; Alertness, Combat Casting, Improved Initiative, Lightning Reflexes, Rapid Swimming (see Appendix 2), Spell Penetration.

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant, Common.

Feat of Strength (Su): 1/day; as the Strength domain power, +12 enhancement bonus to Strength for 1 round.

Rebuke Undead (Su): 2/day; 1d20-1; turning damage 2d6+11.

Smite (Su): 1/day; as the Destruction domain power, +4 to hit, +12 points of damage.

Cleric Spells Prepared (6/7+1/5+1/5+1/4+1/4+1/2+1; base DC = 15 + spell level; 1d20+14 to overcome SR): 0—*cure minor wounds (3), detect magic, guidance, resistance*; 1st—*inflict light wounds*, bless, command (3), divine favor, doom, ~~protection from good~~*; 2nd—*shatter*, bull's strength, hold person, resist energy (2), sound burst*; 3rd—*contagion*, blindness/deafness, deeper darkness, dispel magic, magic vestment, prayer*; 4th—*spell immunity*, cure critical wounds, freedom of movement, greater magic weapon, poison*; 5th—*righteous might*, mass cure light wounds, slay living, spell resistance, true seeing*; 6th—*harm*, greater dispel magic (2)*.

***Domain spell.** Deity: Vaprak; Domains: Destruction (smite attack 1/day); Strength (feat of strength 1/day).

Possessions: +2 *Large chitin armor* (see Appendix 2), +1 *Large spear*, 5 *Large javelins*, *Large dagger*, *periapt of Wisdom +2*, *ring of protection +1*, 2 stone holy symbols of Vaprak, material component for *true seeing*.

Power-Up Suite (Prepared – *bless, protection from good, resist energy (acid), resist energy (electricity), magic vestment, greater magic weapon, spell immunity, spell resistance, righteous might, true seeing*, from Erilaes – *Rary's telepathic bond* (CL 13th)): Huge giant (aquatic); HD 4d8+20 plus 12d8+60; hp 170; AC 24 (25 against good), touch 8 (9 against good), flat-footed 24 (25 against good); Atk +22 melee (2d8+15/x3, +3 *Huge spear*) or +10 ranged (1d8+8, *Large javelin*) or +19 melee touch (by spell); Space/Reach 15 ft./15 ft.; SQ DR 6/good, resist acid 20, resist electricity 20, SR 24, *true seeing*, immune to *magic missile* and *scorching ray* and *ray of enfeeblement*, SV Fort +17 (+19 against good), Ref +6 (+8 against good), Will +14 (+16 against good); Str 26, Con 21.

Physical Description: This merrow is scrawny for his race, but his keen mind makes up for it. He stands about 9 feet tall and weighs 400 pounds, and is dressed in armor made from various hard-shelled aquatic creatures. A gruesome V-shaped scar covers his face, as a mark of servitude to Vaprak the Destroyer.

☛ **Merrow Fighter:** male merrow (ogre) fighter 8; CR 11; *Large giant* (aquatic); HD 4d8+20 plus 8d10+40; hp 138; Init +0; Spd 30 ft., swim 60 ft. (20 ft. and swim 25 ft. in armor); AC 20, touch 9, flat-footed 20; Base Atk

+11; Grp +27; Atk +21 melee (2d6+15/19-20/x3, +1 *Large longspear*) or +10 ranged (1d8+8, *Large javelin*) or +18 melee (1d4+8 piercing, unarmed strike) or +19 melee (1d8+8, masterwork armor spikes); Full Atk +21/+16/+11 melee (2d6+15/19-20/x3, +1 *Large longspear*); Space/Reach 10 ft./10 ft. (20 ft. with longspear); SA —; SQ aquatic subtype, darkvision 60 ft., low-light vision; AL CE; SV Fort +15, Ref +3, Will +4; Str 26, Dex 10, Con 20, Int 6, Wis 12, Cha 5.

Skills and Feats: Climb +9, Listen +4, Spot +4, Swim +16; Blind-Fight, Cleave, Greater Weapon Focus (longspear), Improved Critical (longspear), Improved Grapple, Improved Unarmed Strike, Power Attack, Toothed Blow (see Appendix 2), Weapon Focus (longspear), Weapon Specialization (longspear).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant only.

Possessions: +1 *Large chitin armor* (see Appendix 2) with masterwork armor spikes, *amulet of natural armor +1*, +1 *Large longspear* with locked gauntlet, 5 *Large javelins*, *Large dagger*.

Power-Up Suite 1 (from cleric – *bless and bull's strength*): Grp +30; Full Atk +24/+19/+14 melee (2d6+18/19-20/x3, +1 *Large longspear*) or +11 ranged (1d8+10, *Large javelin*) or +21 melee (1d4+10 piercing, unarmed strike) or +22/+17/+12 melee (1d8+10, masterwork armor spikes); SV Will +4(+5 vs. fear); Str 30.

Power-Up Suite 2 (from cleric – *bless* only): Grp +28; Full Atk +22/+17/+12 melee (2d6+15/19-20/x3, +1 *Large longspear*) or +11 ranged (1d8+8, *Large javelin*) or +19 melee (1d4+8 piercing, unarmed strike) or +20 melee (1d8+8, masterwork armor spikes); SV Will +4 (+5 vs. fear).

Physical Description: These merrow warriors are especially large, powerful, and brutish. They wear chitinous armor similar to the cleric's, but with armor spikes.

ENCOUNTER 12: LAIR OF THE BEASTS

☛ **Vakrul Frost-Eye, Stonehold Captain:** Male human barbarian 11 / fighter 4; CR 15; Medium Humanoid (human); HD 11d12+22 plus 4d10+8; hp 159; Init +2; Spd 40 ft. (30 ft. in armor); AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +15; Grp +19; Atk +21 melee (1d8+9/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 *icy burst spear*) or +17 ranged (1d8+4/x3,

composite longbow [+4 Str bonus]); Full Atk +21/+16/+11 melee (1d8+9/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], *+1 icy burst spear*) or +17/+12/+7 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); SA —; SQ DR 2/—, greater rage 3/day, improved uncanny dodge (cannot be flanked except by Rogue 15+), trap sense +3, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +13, Ref +8, Will +7; Str 17 (19), Dex 15, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Climb +12, Intimidate +18, Jump +24, Listen +19, Survival +16, Swim +3; Close-Quarters Fighting (see Appendix 2), Improved Bull Rush, Improved Critical (spear), Iron Will, Lightning Reflexes, Power Attack, Prone Attack (see Appendix 2), Track, Weapon Focus (spear), Weapon Specialization (spear).

Languages: Flan dialect, Common.

Possessions: *“White Armor of the Griffs”* (+2 white dragonhide breastplate of cold resistance), *+1 icy burst nauskiree-bone spear*, dagger, composite longbow (+4 Str bonus), 20 arrows, *improved ring of jumping*, *gauntlets of ogre power* (one adjusted as locked gauntlet), *potion of cure serious wounds*, *potion of remove blindness/deafness*.

Power-Up Suite (rage; from Erilaes – magic circle against good, protection from energy (fire), and stonesskin (CL 15th for purposes of dispelling), plus mass bear’s endurance and Rary’s telepathic bond (CL 13th)): hp 234 (+45 hp rage, +30 hp *bear’s endurance*); AC 17 (19 vs. good), touch 10 (12 vs. good), flat-footed 17 (19 vs. good) (uncanny dodge); Grp +22; Full Atk +24/+19/+14 melee (1d8+13/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], *+1 icy burst spear*); SQ DR 10/adamantine, protection from fire (120 pts); SV Fort +18 (+20 vs. good), Ref +8 (+10 vs. good), Will +10 (+12 vs. good); Str 23 (25), Con 20 (24). Jump +26.

Physical Description: See “Cast of Characters” section.

✦**Erilaes:** female human sorcerer 1 / wizard (abjurer) 13; CR 14; Medium humanoid (human); HD 14d4+28; hp 70; Init +5 (roll twice and choose the better for this combat); Spd 30 ft.; AC 21, touch 15, flat-footed 20; Base Atk +6; Grp +5; Atk +6 melee (1d4/19-20, *+1 dagger*) or +5 melee touch (by spell) or +7 ranged touch (by spell); Full Atk +6/+1 melee (1d4/19-20, *+1 dagger*); SA spells; SQ familiar (raven: empathic link, share spells, *scry* on familiar), SR 18 (*robe*); AL CE; SV Fort +10, Ref +13, Will +15; Str 8, Dex 12, Con 14, Int 18 (20), Wis 12, Cha 12.

Skills and Feats: Appraise +8, Concentration +19 (+23 defensive), Decipher Script +9, Knowledge

(arcana) +22, Knowledge (history) +18, Knowledge (the planes) +16, Listen +3, Spellcraft +22 (+24 abjuration, +17 enchantment or evocation), Spot +3, Tumble +9; Alertness (when familiar is within arm’s reach), Combat Casting, Craft Wondrous Item, Danger Sense (see Appendix 2), Insightful Reflexes (see Appendix 2), Improved Initiative, Lays of the Northern Adepts (see Appendix 2), Quicken Spell, Scribe Scroll, Spell Penetration.

Languages: Flan dialect, Common, Cold Tongue, Abyssal.

Sorcerer Spells Known (5/4 per day; save DC = 11 + spell level): 0—*daze, detect magic, ghost sound, prestidigitation*, 1st—*disguise self, ray of enfeeblement*.

Wizard (Abjurer) Spells Prepared (5/7/6/ 6/6/5/ 3/2; base DC = 15 + spell level; 1d20+17 to overcome SR; abjuration specialist, prohibited schools enchantment and evocation): 0—*acid splash, mage hand, mending, read magic, resistance* (A); 1st—~~*alarm*~~ (2)—(A), *color spray* (2), *comprehend languages, protection from good* (A), ~~*shield*~~—(A); 2nd—*blindness/deafness, blur, false life, resist energy* (2)—(A), ~~*see invisibility*~~, 3rd—*dispel magic, fly, magic circle against good*—(A), ~~*protection from energy*~~ (2) (A), *vampiric touch*, 4th—*dimension door, enervation, greater invisibility, lesser globe of invulnerability* (A), ~~*stonesskin*~~ (2)—(A); 5th—*Rary’s telepathic bond, shield (quicken)* (A), *telekinesis, teleport, true strike (quicken)*; 6th—*disintegrate, greater dispel magic, mass bear’s endurance*, 7th—*dispel magic (quicken)*, ~~*spell turning*~~—(A). (A) = abjuration spell, dispelled as if CL 15th.

Familiar (raven): hp 35; AC 21, touch 14, flat-footed 19; Atk or Full Atk +10 melee (1d2–5, claws); SA deliver touch spells; SQ improved evasion, share spells, empathic link, speak with master, speak with animals of its kind (birds), SR 19; SV Fort +4, Ref +6, Will +12; Str 1, Dex 15, Con 10, Int 12, Wis 14, Cha 6. Listen +3, Spot +5. Speaks Flan. Stays with Erilaes during combat and shares her spells. Power-up suite not provided.

Possessions: *Robe of the archmagi (black)*, *+1 dagger*, 2 daggers, *headband of intellect +2*, 2 *potions of cure serious wounds*, *minor ring of cold resistance*, *scroll of dimension door*, *scroll of teleport*, *wand of magic missile (9th)*, spell component pouch, spellbook (parts I-IV), 4 uses of material component for *stonesskin*.

Power-Up Suite (Prepared – false life, mass bear’s endurance, Rary’s telepathic bond, see invisibility; protection from energy (fire), resist energy (acid), resist energy (electricity), shield, spell turning, stonesskin

(these spells CL 15th for purposes of dispelling); **from merrow cleric** – *freedom of movement* (CL 12th)); hp 98 plus 1d10+10 temporary (+28 *bear's endurance*); AC 25, touch 15, flat-footed 24; SQ DR 10/adamantine, protection from fire (120 pts), resist acid 30, resist electricity 30; SV Fort +13; Con 14 (18). Concentration +21 (+25 defensive). See invisibility, freedom of movement, spell turning 1d4+6 levels.

Physical Description: See “Cast of Characters” section.

🦋**Large Advanced Kapoacanth Rogue:** kapoacanth (gargoyle) rogue 5; CR 10; Large monstrous humanoid (aquatic, earth); HD 10d8+70 plus 5d6+35; hp 172; Init +7; Spd 40 ft., swim 60 ft.; AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +13; Grp +26; Atk +21 melee (1d8+9, claw); Full Atk +21/+21 melee (1d8+9, 2 claws) and +19 melee (1d8+4, bite) and +19 melee (1d8+4, gore); SA sneak attack +3d6; SQ aquatic subtype, DR 10/magic, darkvision 60 ft., evasion, freeze, trapfinding, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +11, Ref +14, Will +11; Str 28, Dex 16, Con 24, Int 6, Wis 13, Cha 5.

Skills and Feats: Hide +22 (+30 seen against stone), Jump +15, Listen +11, Spot +11, Swim +17, Tumble +8; Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Iron Will, Multiattack, Skill Focus (Hide).

Languages: Common, Terran.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Skills: Gargoyles have a +2 racial bonus on Hide, Listen, and Spot checks. The Hide bonus increases by +8 when a gargoyle is concealed against a background of stone.

A kapoacanth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Possessions: *Bracers of armor +1, potion of barkskin +4, potion of cure moderate wounds, potion of fly, potion of greater magic fang +1* (all natural weapons), *dust of appearance* in a waterproof canister.

Power-Up Suite (*potion of barkskin +4, potion of greater magic fang +1*; **from Erilaes** – *mass bear's endurance*); hp 202 (+30 hp *bear's endurance*); AC 23, touch 12, flat-footed 23 (uncanny dodge); Atk +22 melee (1d6+10, claw); Full Atk +22/+22 melee (1d8+10, 2 claws) and +20 melee (1d8+5, bite) and +20 melee (1d8+5, gore). SV Fort +13; Con 24 (28).

Physical Description: This is one of a group of large yet sneaky and especially wicked kapoacanth living in Lake Abanfyl. It is a 10-foot-tall humanoid with horns and claws, and its skin appears to be made of greenish stone, deeply pitted and blackened as if water-stained. It wears a simple harness to hold potions without interfering with its hiding ability.

Be sure to check the “All APLs” section of Appendix 1 as well.

ENCOUNTER 2: DANGER IN THE ZUMKEND

✚ **Flying Advanced Purple Worm:** CR 18 (includes +1 for flight); Gargantuan Magical Beast; HD 31d10+248; hp 418; Init -2; Spd 20 ft., burrow 10 ft., fly 80 ft. (clumsy), swim 10 ft.; AC 21, touch 4, flat-footed 21; Base Atk +31; Grp +56; Atk +41 melee (4d6+13/19-20, bite); Full Atk +41 melee (4d6+13/19-20, bite) and +36 melee (2d6+6 plus poison, sting); Space/Reach 20 ft./15 ft.; SA improved grab, poison, swallow whole; SQ tremorsense 60 ft.; AL N; SV Fort +25, Ref +15, Will +9; Str 36, Dex 6, Con 26, Int 1, Wis 8, Cha 8.

Skills and Feats: Listen +33, Swim +21; Awesome Blow, Cleave, Improved Bull Rush, Improved Critical (bite), Improved Natural Armor (2), Improved Natural Attack (bite), Power Attack, Weapon Focus (bite), Weapon Focus (sting), Wingover.

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

Poison (Ex): Injury, Fortitude DC 33, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+13 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

Skills: A purple worm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Physical Description: This worm's body is mottled brown, typical of aquatic varieties of purple worm. This

large specimen is about 7 feet in diameter and 120 feet long, weighing about 100,000 pounds. The creature has a poisonous stinger in its tail. Through some accident of physiology, it has developed membranous wings and gaseous bladders that allow it to fly clumsily though briefly (no more than 5 minutes in any 24-hour period).

ENCOUNTER 6: THOSE WHO HOLD PRYSTEEN

✚ **Dorvund the Fang, Stonehold Lieutenant:** Male human fighter 4 / rogue 12; CR 16; Medium Humanoid (human); HD 4d10+8 plus 12d6+24; hp 116; Init +8; Spd 30 ft. (40 ft. with boots); AC 21, touch 14, flat-footed 21 (uncanny dodge); Base Atk +13; Grp +17; Atk +20 melee (1d10+10/x3, +2 halberd) or +18 ranged (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); Full Atk +20/+15/+10 melee (1d10+10/x3, +2 halberd) or +18/+13/+8 ranged (1d8+4/x3, masterwork composite longbow [+4 Str bonus]); SA crippling strike, sneak attack +6d6; SQ evasion, improved uncanny dodge (cannot be flanked except by rogue 16+), trap sense +4, trapfinding, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +13, Ref +16, Will +10; Str 16 (18), Dex 17 (19), Con 14, Int 14, Wis 10, Cha 10.

Skills and Feats: Balance +22, Bluff +24, Climb +16, Craft (trapmaking) +10, Disable Device +11, Intimidate +23, Jump +29, Listen +19, Open Lock +11, Search +12, Spot +19, Tumble +28; Combat Expertise, Improved Disarm, Improved Feint, Improved Initiative, Iron Will, Persuasive, Skill Focus (Bluff), Skill Focus (Tumble), Weapon Focus (halberd), Weapon Specialization (halberd).

Languages: Flan dialect, Common, Giant.

Crippling Strike (Ex): as the ability on page 51 of the *PHB*.

Possessions: +3 mithral chain shirt, +2 halberd, handaxe, sap, 2 daggers, masterwork composite longbow (+4 Str bonus), 20 normal arrows, 10 silver arrows, 3 flasks of alchemist's fire, masterwork thieves' tools, masterwork trapmaking tools, *brooch of shielding*, *boots of striding and springing*, *cloak of resistance* +3, *gloves of Dexterity* +2, pale blue rhomboid *ioun stone* (+2 Str), 2 *potions of cure serious wounds*, 2 *potions of invisibility*, *potion of remove blindness/deafness*, *potion of resist fire* 30.

Power-Up Suite (from skald – greater heroism, bard song +2, freedom of movement, haste; *potion of resist fire* 30): hp 116 plus 13 temporary; Spd 60 ft.; AC 22, touch 15, flat-footed 22 (uncanny dodge); Grp +21;

Full Atk +25/+25/+20/+15 melee (1d10+12/x3, +2 *halberd*) or +23/+18/+13 ranged (1d8+6/x3, masterwork composite longbow [+4 Str bonus]); SV Fort +17, Ref +21, Will +14. Jump +41; +4 to all skills; immune to fear. Freedom of movement (CL 13th). Resist fire 30 (CL 11th).

Physical Description: See “Cast of characters” section.

✚**Stonehold Barbarian:** Male human barbarian 11; CR 11; Medium Humanoid (human); HD 11d12+22; hp 121; Init +1; Spd 30 ft. in armor (base 40 ft.); AC 18, touch 11, flat-footed 18 (uncanny dodge); Base Atk +11; Grp +14; Atk +16 (+18 vs. animals) melee (1d12+5/19-20/x3 plus 2d6 vs. animals, +1 *animal bane greataxe*) or +13 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); Full Atk +16/+11/+6 (+18/+13/+8 vs. animals) melee (1d12+5/19-20/x3 plus 2d6+2 vs. animals, +1 *animal bane greataxe*) or +13/+8/+3 ranged (1d8+3/x3, masterwork composite longbow [+3 Str bonus]); SA —; SQ DR 2/—, greater rage 3/day, improved uncanny dodge (cannot be flanked except by rogue 15+), trap sense +3, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +9, Ref +4, Will +4; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +14, Intimidate +13, Jump +14, Listen +15, Survival +15; Diehard, Endurance, Improved Critical (greataxe), Power Attack, Weapon Focus (greataxe).

Languages: Flan dialect, Common.

Possessions: +1 *breastplate*, +1 *animal bane greataxe*, dagger, masterwork composite longbow (+3 Str bonus), 20 normal arrows, *amulet of natural armor* +1, 2 *potions of cure moderate wounds*.

Power-Up Suite (greater rage; from skald – bard song +2, *haste*): HD 11d12+55; hp 154 (+33 hp); Spd 60 ft. in armor; AC 17, touch 10, flat-footed 17 (uncanny dodge); Grp +20; Full Atk +22/+22/+17/+12 (+24/+24/+19/+14 vs. animals) melee (1d12+12/19-20/x3 plus 2d6+2 vs. animals, +1 *animal bane greataxe*); SV Fort +12, Ref +5, Will +7; Str 23, Con 20. Rage up to 8 rounds. Jump +29.

✚**Stonehold Skald:** Male human bard 13; CR 13; Medium Humanoid (human); HD 13d6+13; hp 71; Init +6; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +9; Grp +9; Atk +10 melee (1d8/19-20, masterwork longsword) or +13 ranged (1d6+1/x3, +1 *shortbow*); Full Atk +10/+5 melee (1d8/19-20, masterwork longsword) or +13/+8 ranged (1d6+1/x3, +1 *shortbow*); SA —; SQ bardic knowledge +16, bardic music 13/day (countersong, inspire courage +2, *fascinate* 5 targets,

inspire competence, *suggestion*, inspire greatness 2 targets, song of freedom); AL CN; SV Fort +5, Ref +10, Will +7; Str 10, Dex 14, Con 12, Int 13, Wis 8, Cha 18 (20).

Skills and Feats: Bluff +21, Concentration +17, Diplomacy +9, Knowledge (arcana) +9, Knowledge (history) +9, Knowledge (nature) +9, Knowledge (the planes) +7, Perform (sing) +21, Sense Motive +15, Spellcraft +17, Tumble +18; Greater Spell Focus (enchantment), Improved Initiative, Point Blank Shot, Precise Shot, Spell Penetration, Spell Focus (enchantment).

Languages: Flan dialect, Common, Cold Tongue.

Bard Spells Known (3/5/4/4/3/1 per day, 3/5/3/2/1/0 remaining; save DC = 15 + spell level, 17 + spell level enchantment, marked “(E)”; 1d20+15 to overcome spell resistance): 0—*daze* (E), *detect magic*, *ghost sound*, *mage hand*, *mending*, *message*, 1st—*comprehend languages*, *cure light wounds*, *grease*, *remove fear*, 2nd—*hold person* (E), *minor image*, *mirror image*, *shatter*, 3rd—*confusion* (E), *dispel magic*, *haste*, *see invisibility*, 4th—*dimension door*, *freedom of movement*, *hold monster* (E), *shout*, 5th—*greater heroism*, *shadow walk*.

Possessions: +2 *studded leather*, masterwork longsword, 2 daggers, +1 *shortbow*, 20 normal arrows, 10 silver arrows, 10 cold iron arrows, *cloak of Charisma* +2, *lesser bracers of archery*, tanglefoot bag, 2 spell component pouches.

Power-Up Suite (self – bard song +2, *freedom of movement*, *haste*, *mirror image*, *see invisibility*): Spd 60 ft.; AC 18, touch 13, flat-footed 16; Grp +12; Full Atk +13/+13/+8 melee (1d8+2/19-20, masterwork longsword) or +16/+16/+11 ranged (1d6+3/x3, +1 *shortbow*); SV Fort +5, Ref +11, Will +7 (+9 vs. charm/fear). Jump +14. Freedom of movement (CL 13th), 1d4+4 mirror images. See invisible.

Physical Description: Typical Stoneholder of Flan-Suel extraction, tan with freckles, wavy red-brown hair worn long and wild. He wears wolf pelts over his armor and wears a profusion of silver jewelry.

ENCOUNTER 7: ALPINE PREDATORS

✚**Baradran the Wendigo:** Male wendigo (former human) ex-monk 14; CR 16; Medium Fey (cold); HD 14d6+42; hp 105; Init +11; Spd fly 160 ft. (perfect); AC 29 (30 w/ Dodge), touch 24 (25 w/ Dodge), flat-footed 22; Base Atk +10; Grp +14; Atk or Full Atk +14 melee (1d6+6/18-20/x3 plus disease, bite); SA disease, *ki* strike (lawful, magic), maddening whispers, ravenous bite, stunning fist 14/day (DC 20); SQ abundant step, corner of the eye, DR 5/cold iron, diamond body,

diamond soul (SR 24), immunity to cold, improved evasion, purity of body, regeneration 5, slow fall 70 ft. (no longer used), still mind, vulnerability to fire, wholeness of body 28 pts/day; AL CE; SV Fort +12, Ref +16, Will +12 (+14 vs. enchantment); Str 18, Dex 24, Con 16, Int 8, Wis 16, Cha 14.

Skills and Feats: Hide +32, Listen +20, Move Silently +15, Spot +20, Survival +11, Tumble +24; Blind-Fight, Combat Reflexes, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Track (B).

Languages: Sylvan only. All others forgotten.

Abundant Step (Su): As the ability on page 42 of the *PHB*. CL 7th.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim's field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Diamond Body (Su): As the ability on page 42 of the *PHB*.

Diamond Soul (Ex): As the ability on page 42 of the *PHB*.

Disease (Su): For this wendigo, the Fortitude save DC to resist the infection is 20, and the Will save DC to avoid the insatiable hunger is 19. See the template description (Appendix 2) for more information.

Maddening Whispers (Su): For this wendigo, the Will save DC to resist this special attack is 19. See the template description (Appendix 2) for more information.

Purity of Body (Ex): As the ability on page 41 of the *PHB*.

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Still Mind (Ex): As the ability on page 41 of the *PHB*.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. See the template description (Appendix 2) for more information.

Wholeness of Body (Su): As the ability on page 42 of the *PHB*.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Possessions: Bracers of armor +5.

Physical Description: See "Cast of characters" section.

ENCOUNTER 11: GUARDED WATERS

Merrow Cleric: male merrow (ogre) cleric 14; CR 15; Large giant (aquatic); HD 4d8+12 plus 14d8+42; hp 156; Init +3; Spd 30 ft., swim 60 ft. (20 ft. and swim 40 ft. in armor); AC 20, touch 9, flat-footed 20; Base Atk +13; Grp +21; Atk +17 melee (2d6+7/x3, +1 *Large spear*) or +11 ranged (1d8+4, Large javelin) or +16 melee touch (by spell) or +11 ranged touch (by spell); Full Atk +17/+12/+7 melee (2d6+7/x3, +1 *Large spear*); Space/Reach 10 ft./10 ft.; SA smite 1/day, spells; SQ aquatic subtype, darkvision 60 ft., low-light vision, spontaneous casting, rebuke undead; AL CE; SV Fort +15, Ref +6, Will +15; Str 18, Dex 8, Con 17, Int 10, Wis 18 (20), Cha 8.

Skills and Feats: Concentration +24 (+28 defensive), Listen +14, Spellcraft +7, Spot +14, Swim +8; Alertness, Combat Casting, Improved Initiative, Lightning Reflexes, Quicken Spell, Rapid Swimming (see Appendix 2), Spell Penetration.

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant, Common.

Feat of Strength (Su): 1/day; as the Strength domain power, +14 enhancement bonus to Strength for 1 round.

Rebuke Undead (Su): 2/day; 1d20-1; turning damage 2d6+13.

Smite (Su): 1/day; as the Destruction domain power, +4 to hit, +14 points of damage.

Cleric Spells Prepared (6 / 7+1 / 6+1 / 5+1 / 5+1 / 4+1 / 3+1 / 2+1; base DC = 15 + spell level; 1d20+16 to overcome SR): 0—*cure minor wounds* (3), *detect magic*, *guidance*, *resistance*, 1st—*inflict light wounds**, *bless*, *command* (3), *divine favor*, *doom*, ~~*protection from good*~~, 2nd—*shatter**, *hold person*, ~~*resist energy*~~ (2), *silence* (2), *sound burst*, 3rd—*contagion**, *blindness/deafness*, *deeper darkness*, *dispel magic*, ~~*magic vestment*~~, *prayer*, 4th—*spell immunity**, *cure critical wounds*, *dismissal*, ~~*freedom of movement*~~, ~~*greater magic weapon*~~, *poison*, 5th—*righteous might**, *divine favor (quickened)*, *mass cure light wounds*, *spell resistance*, ~~*true seeing*~~, 6th—*harm**, *align weapon (quickened)*, *greater dispel magic*, ~~*mass bull's strength*~~, 7th—*disintegrate**, *dispel magic (quickened)*, *mass cure serious wounds*.

***Domain spell.** Deity: Vaprak; Domains: Destruction (smite attack 1/day); Strength (feat of strength 1/day).

Possessions. +2 *Large chitin armor* (see Appendix 2), +1 *Large spear*, 5 Large javelins, Large dagger, *periapt of Wisdom* +2, *ring of protection* +1, 2 stone holy symbols of Vaprak, material component for *true seeing*.

Power-Up Suite (Prepared – bless, divine favor, protection from good, resist energy (acid), resist energy (electricity), magic vestment, greater magic weapon, spell immunity, righteous might, spell resistance, true seeing, mass bull's strength, from Erilaes – Rary's telepathic bond (CL 15th)). Huge giant (aquatic); HD 4d8+20 plus 14d8+70; hp 192; AC 24 (25 against good), touch 8 (9 against good), flat-footed 24 (25 against good); Atk +28 melee (2d8+21/x3, +3 *Huge spear*) or +14 ranged (1d8+13, Large javelin) or +25 melee touch (by spell) or +14 ranged touch (by spell); Space/Reach 15 ft./15 ft.; SQ DR 6/good, resist acid 20, resist electricity 20, SR 26, *true seeing*, immune to *magic missile* and *scorching ray* and *ray of enfeeblement*, SV Fort +18 (+20 against good), Ref +6 (+8 against good), Will +15 (+17 against good); Str 30, Con 21. Telepathic bond.

Physical Description. This merrow is scrawny for his race, but his keen mind makes up for it. He stands about 9 feet tall and weighs 400 pounds, and is dressed in armor made from various hard-shelled aquatic creatures. A gruesome V-shaped scar covers his face, as a mark of servitude to Vaprak the Destroyer.

Merrow Fighter: male merrow (ogre) fighter 8; CR 11; Large giant (aquatic); HD 4d8+20 plus 8d10+40; hp 138; Init +0; Spd 30 ft., swim 60 ft. (20 ft. and swim 25 ft. in armor); AC 20, touch 9, flat-footed 20; Base Atk +11; Grp +27; Atk +21 melee (2d6+15/19-20/x3, +1 *Large longspear*) or +10 ranged (1d8+8, Large javelin) or +18 melee (1d4+8 piercing, unarmed strike) or +19 melee (1d8+8, masterwork armor spikes); Full Atk +21/+16/+11 melee (2d6+15/19-20/x3, +1 *Large longspear*); Space/Reach 10 ft./10 ft. (20 ft. with longspear); SA —; SQ aquatic subtype, darkvision 60 ft., low-light vision; AL CE; SV Fort +15, Ref +3, Will +4; Str 26, Dex 10, Con 20, Int 6, Wis 12, Cha 5.

Skills and Feats: Climb +9, Listen +4, Spot +4, Swim +16; Blind-Fight, Cleave, Greater Weapon Focus (longspear), Improved Critical (longspear), Improved Grapple, Improved Unarmed Strike, Power Attack, Toothed Blow (see Appendix 2), Weapon Focus (longspear), Weapon Specialization (longspear).

Skills: A merrow has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on a Swim check, even if distracted or endangered. He can use the run action while swimming, provided he swims in a straight line.

Languages: Giant only.

Possessions. +1 *Large chitin armor* (see Appendix 2) with masterwork armor spikes, *amulet of natural armor* +1, +1 *Large longspear* with locked gauntlet, 5 Large javelins, Large dagger.

Power-Up Suite (from cleric – bless, mass bull's strength). Grp +30; Full Atk +24/+19/+14 melee (2d6+18/19-20/x3, +1 *Large longspear*) or +11 ranged (1d8+10, Large javelin) or +21 melee (1d4+10 piercing, unarmed strike) or +22/+17/+12 melee (1d8+10, masterwork armor spikes); SV Will +4(+5 vs. fear); Str 26 (30).

Physical Description. These merrow warriors are especially large, powerful, and brutish. They wear chitinous armor similar to the cleric's, but with armor spikes.

ENCOUNTER 12: LAIR OF THE BEASTS

Vakrul Frost-Eye, Stonehold Captain: Male human barbarian 13 / fighter 4; CR 17; Medium Humanoid (human); HD 13d12+26 plus 4d10+8; hp 181; Init +2; Spd 40 ft. (30 ft. in armor); AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +17; Grp +22; Atk +24 melee (1d8+10/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 *icy burst spear*) or +19 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); Full Atk +24/+19/+14 melee (1d8+10/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 *icy burst spear*) or +19/+14/+9 ranged (1d8+4/x3, composite longbow [+4 Str bonus]); SA —; SQ DR 3/—, greater rage 4/day, improved uncanny dodge (cannot be flanked except by Rogue 17+), trap sense +4, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +14, Ref +9, Will +8; Str 18 (20), Dex 15, Con 14, Int 10, Wis 12, Cha 10.

Skills and Feats: Climb +15, Intimidate +20, Jump +27, Listen +21, Survival +18, Swim +4; Close-Quarters Fighting (see Appendix 2), Improved Bull Rush, Improved Critical (spear), Iron Will, Lightning Reflexes, Power Attack, Prone Attack (see Appendix 2), Track, Weapon Focus (spear), Weapon Specialization (spear).

Languages: Flan dialect, Common.

Possessions. “*White Armor of the Griffs*” (+2 *white dragonhide breastplate of cold resistance*), +1 *icy burst nauskiree-bone spear* (in locked gauntlet), dagger, composite longbow (+4 Str bonus), 20 arrows,

improved ring of jumping, gauntlets of ogre power (one adjusted as locked gauntlet), *potion of cure serious wounds, potion of remove blindness/deafness*.

Power-Up Suite (rage; from Erilaes – magic circle against good, protection from energy (fire), and stonesskin (CL 17th for purposes of dispelling), plus *mass bear's endurance* and *Rary's telepathic bond* (CL 15th)): hp 266 (+51 hp rage, +34 hp *bear's endurance*); AC 17 (19 vs. good), touch 10 (12 vs. good), flat-footed 17 (19 vs. good) (uncanny dodge); Grp +25; Full Atk +27/+22/+17 melee (1d8+15/19-20/x3 plus 1d6 cold [plus 2d10 cold on crit], +1 *icy burst spear*); SQ DR 10/adamantine, protection from fire (120 pts); SV Fort +19 (+21 vs. good), Ref +9 (+11 vs. good), Will +11 (+13 vs. good); Str 24 (26), Con 20 (24). Jump +30.

Physical Description: See “Cast of Characters” section.

✦**Erilaes:** female human sorcerer 1 / wizard (abjurer) 15; CR 16; Medium humanoid (human); HD 16d4+32; hp 80; Init +5 (roll twice and choose the better for this combat); Spd 30 ft.; AC 21, touch 15, flat-footed 20; Base Atk +7; Grp +6; Atk +7 melee (1d4/19-20, +1 *dagger*) or +6 melee touch (by spell) or +8 ranged touch (by spell); Full Atk +7/+2 melee (1d4/19-20, +1 *dagger*); SA spells; SQ familiar (raven: empathic link, share spells, *scry* on familiar), SR 18 (*robe*); AL CE; SV Fort +11, Ref +16, Will +16; Str 8, Dex 12, Con 14, Int 19 (21), Wis 12, Cha 12.

Skills and Feats: Appraise +8, Concentration +21 (+25 defensive), Decipher Script +10, Knowledge (arcana) +24, Knowledge (history) +20, Knowledge (the planes) +19, Listen +3, Spellcraft +24 (+26 abjuration, +19 enchantment or evocation), Spot +3, Tumble +10; Alertness (when familiar is within arm's reach), Combat Casting, Craft Wondrous Item, Danger Sense (see Appendix 2), Forge Ring, Insightful Reflexes (see Appendix 2), Improved Initiative, Lays of the Northern Adepts (see Appendix 2), Lightning Reflexes, Quicken Spell, Scribe Scroll, Spell Penetration.

Languages: Flan dialect, Common, Cold Tongue, Abyssal.

Sorcerer Spells Known (5/4 per day; save DC = 11 + spell level): 0—*daze, detect magic, ghost sound, prestidigitation*, 1st—*disguise self, ray of enfeeblement*.

Wizard (Abjurer) Spells Prepared (5/7/6/ 6/6/6/ 4/3/2; base DC = 15 + spell level; 1d20+19 to overcome SR; abjuration specialist, prohibited schools enchantment and evocation): 0—*acid splash, mage hand, mending, read magic, resistance* (A); 1st—*alarm* (2)—(A), *color spray* (2), *comprehend languages*,

protection from good (A), *shield*—(A); 2nd—*blindness/deafness, blur, false life, resist energy* (2)—(A), *see invisibility*; 3rd—*dispel magic, fly, magic circle against good*—(A), *protection from energy* (2) (A), *vampiric touch*; 4th—*dimension door, enervation, greater invisibility, lesser globe of invulnerability* (A), *stonesskin* (2)—(A); 5th—*Rary's telepathic bond, shield (quicken)* (A), *telekinesis, teleport, true strike (quicken)* (2); 6th—*disintegrate, globe of invulnerability* (A), *greater dispel magic, mass bear's endurance*; 7th—*dispel magic (quicken)*, *spell turning*—(A), *waves of exhaustion*; 8th—*moment of prescience, prismatic wall* (A). (A) = abjuration spell, dispelled as if CL 17th.

Familiar (raven): hp 40; AC 22, touch 14, flat-footed 20; Atk or Full Atk +11 melee (1d2–5, claws); SA deliver touch spells; SQ improved evasion, share spells, empathic link, speak with master, speak with animals of its kind (birds), SR 21; SV Fort +5, Ref +7, Will +13; Str 1, Dex 15, Con 10, Int 13, Wis 14, Cha 6. Listen +3, Spot +5. Speaks Flan. Stays with Erilaes during combat and shares her spells. Power-up suite not provided.

Possessions: *Robe of the archmagi (black)*, +1 *dagger*, 2 daggers, *headband of intellect* +2, 2 *potions of cure serious wounds*, *ring of evasion*, *minor ring of cold resistance*, *scroll of dimension door*, *scroll of teleport*, *wand of magic missile* (9th), spell component pouch, spellbook (parts I-V), 4 uses of material component for *stonesskin*.

Power-Up Suite (Prepared – false life, mass bear's endurance, moment of prescience, Rary's telepathic bond, see invisibility; protection from energy (fire), resist energy (acid), resist energy (electricity), shield, spell turning, stonesskin (these spells CL 17th for purposes of dispelling); **from merrow cleric – freedom of movement** (CL 14th)): hp 112 plus 1d10+10 temporary (+32 *bear's endurance*); AC 25, touch 15, flat-footed 24; SQ DR 10/adamantine, protection from fire (120 pts), resist acid 30, resist electricity 30; SV Fort +13; Con 14 (18). Concentration +23 (+27 defensive). See invisibility, freedom of movement, spell turning 1d4+6 levels.

Physical Description: See “Cast of Characters” section.

✦**Large Advanced Kapoacanth Rogue:** kapoacanth (gargoyle) rogue 5; CR 10; Large monstrous humanoid (aquatic, earth); HD 10d8+70 plus 5d6+35; hp 172; Init +7; Spd 40 ft., swim 60 ft.; AC 19, touch 12, flat-footed 19 (uncanny dodge); Base Atk +13; Grp +26; Atk +21 melee (1d8+9, claw); Full Atk +21/+21 melee (1d8+9, 2 claws) and +19 melee (1d8+4, bite) and +19 melee

(1d8+4, gore); SA sneak attack +3d6; SQ aquatic subtype, DR 10/magic, darkvision 60 ft., evasion, freeze, trapfinding, uncanny dodge (Dex bonus to AC); AL CE; SV Fort +11, Ref +14, Will +11; Str 28, Dex 16, Con 24, Int 6, Wis 13, Cha 5.

Skills and Feats: Hide +22 (+30 seen against stone), Jump +15, Listen +11, Spot +11, Swim +17, Tumble +8; Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Iron Will, Multiattack, Skill Focus (Hide).

Languages: Common, Terran.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Skills: Gargoyles have a +2 racial bonus on Hide, Listen, and Spot checks. The Hide bonus increases by +8 when a gargoyle is concealed against a background of stone.

A kapoacanth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Possessions: *Bracers of armor +1, potion of barkskin +4, potion of cure moderate wounds, potion of fly, potion of greater magic fang +1* (all natural weapons), *dust of appearance* in a waterproof canister.

Power-Up Suite (*potion of barkskin +4, potion of greater magic fang +1*; from **Erilaes** – *mass bear's endurance*): hp 202 (+30 hp *bear's endurance*); AC 23, touch 12, flat-footed 23 (uncanny dodge); Atk +22 melee (1d6+10, claw); Full Atk +22/+22 melee (1d8+10, 2 claws) and +20 melee (1d8+5, bite) and +20 melee (1d8+5, gore). SV Fort +13; Con 24 (28).

Physical Description: This is one of a group of large yet sneaky and especially wicked kapoacanth living in Lake Abanfyl. It is a 10-foot-tall humanoid with horns and claws, and its skin appears to be made of greenish stone, deeply pitted and blackened as if water-stained. It wears a simple harness to hold potions without interfering with its hiding ability.

NEW FEATS

Close-Quarters Fighting [General] (from *Complete Warrior*):

You are skilled at fighting at close range and resisting grapple attempts.

Prerequisite: Base attack bonus +3.

Benefit: You gain an attack of opportunity whenever an enemy attempts to grapple you, even if the enemy has a feat or special ability that would normally bypass the attack. If you deal damage with this attack, the enemy fails to start the grapple unless it has the Improved Grapple feat or a special ability such as improved grab. If the enemy has such an ability, you may add the damage you deal as a bonus on your opposed check to resist being grappled. This feat does not give you extra attacks of opportunity during a round or allow you to make an attack of opportunity when you would be denied one for being surprised, helpless, or in a similar situation.

For example, an ogre attempts to grapple Tordek. Tordek gains an attack of opportunity, hits, and causes damage. Since the ogre does not have any sort of grappling special ability or feat, it fails to start a grapple. Then an ankheg—a creature with the improved grab special ability—attempts to grapple Tordek. He takes an attack of opportunity, hits, and deals 10 points of damage to the ankheg. Tordek then adds +10 to his opposed check to resist being grappled.

Normal: Creatures with Improved Grapple, improved grab, or similar feats or special abilities do not provoke attacks of opportunity when they attempt to start a grapple.

Special: A fighter may select Close-Quarters Fighting as one of his fighter bonus feats.

Danger Sense [General] (from *Complete Adventurer*):

You are one twitchy individual.

Prerequisite: 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.

Insightful Reflexes [General] (from *Complete Adventurer*):

Your keen intellect allows you an uncanny knack for evading dangerous effects.

Benefit: You add your Intelligence modifier (instead of your Dexterity modifier) to Reflex saves.

Lays of the Northern Adepts [General] (from *Dragon 315*):

APPENDIX 2: NEW RULES

You know the poems of ancient Ur-Flan sorcerers. These poems contain lost secrets that strengthen your protective magic.

Regions: Blackmoor, Flan.

Benefit: When someone attempts to dispel your abjuration spells, the dispel check DC is 13 + the spell's caster level.

Normal: The dispel check DC to dispel any spell is 11 + the spell's caster level.

Prone Attack [General] (from *Complete Warrior*):

You can attack from a prone position without penalty.

Prerequisite: Dex 15, Lightning Reflexes, base attack bonus +2.

Benefit: You can make an attack from the prone position and take no penalty on your attack roll. If your attack roll is successful, you may regain your feet immediately as a free action. Opponents gain no bonus on melee attacks against you while you are prone.

Special: A fighter may select Prone Attack as one of his fighter bonus feats.

Rapid Swimming [General] (from *Stormwrack*):

You are one with the water.

Prerequisite: Natural swim speed, base Fortitude save +2.

Benefit: Your swim speed increases by 20 feet.

Toothed Blow [General] (from *Stormwrack*):

You are able to hammer your foes more effectively underwater.

Prerequisite: Str 13, Improved Unarmed Strike.

Benefit: When making unarmed strikes, your attacks count as piercing weapons as well as bludgeoning weapons. This allows you to avoid the penalties for using bludgeoning weapons underwater when making unarmed strikes (see Table 3-22: Combat Adjustments Underwater on page 92 of the *Dungeon Master's Guide*).

Normal: Without a *freedom of movement* effect, you take a -2 penalty on attacks with bludgeoning weapons and deal only half damage.

NEW EQUIPMENT

Chitin Armor (from *Stormwrack*): Chitin armor is constructed from the shells of giant vermin or similar creatures. For aquatic races, monstrous crabs are the most popular source for chitin armor. The chitin is treated for flexibility and often cut and reshaped in long strips bound together by tightly woven cord where necessary. Medium armor; Cost 75 gp (Medium wearer); armor

bonus +4; maximum Dex bonus +4; armor check penalty -3; arcane spell failure chance 30%; speed (30 ft.) 20 ft. / (20 ft.) 15 ft.; weight (Medium wearer) 20 lb.

NEW TEMPLATE

Wendigo Template (from *Fiend Folio*, plus errata available online)

“Wendigo” is an acquired template that can be added to any animal, giant, humanoid, magical beast, or monstrous humanoid (referred to hereafter as the base creature), although the majority of wendigos were once animals or humanoids. A wendigo’s type changes to fey, and it gains the cold subtype. It otherwise uses all of the base creature’s statistics and special abilities except as noted below.

Hit Dice: Change to d6.

Speed: A wendigo gains a fly speed of 120 feet (perfect), unless its previous fly speed was better, in which case the base creature’s fly speed is retained. The wendigo loses all other movement types, including its base land speed. Wendigos do not travel on land.

AC: A wendigo gains a deflection bonus to AC equal to its Charisma bonus (minimum of +1).

Attacks: A wendigo’s bite is its sole attack. If the creature does not have a bite attack, the wendigo gains one.

Damage: A wendigo creature’s bite attack deals damage as shown on the table below, or as the base creature, whichever is better. It adds 1-1/2 times its Strength bonus to the damage dealt.

Size	Bite Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	2d4
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Special Attacks: A wendigo retains all the special attacks of the base creature and gains the following special attacks.

Disease (Su): Any creature hit by a wendigo’s bite attack must succeed at a Fortitude save (DC 10 + 1/2 wendigo’s HD + wendigo’s Con modifier) or become infected with the wendigo’s hunger. The incubation period is 1d3 days, and the disease deals 1d3 points of Wisdom damage. Additionally, each day that a victim takes Wisdom damage from the disease, he must succeed on a Will save (DC 10 + 1/2 wendigo’s HD + wendigo’s Cha modifier) or become overwhelmed with an insatiable

hunger for the flesh of its own race. The victim stalks and tries to kill the closest member of its own race; if it does so, it feeds on the victim’s body and then returns home with no memory of the tragic event. If a victim of this hunger is reduced to a Wisdom score of 0, he transforms into a wendigo immediately and races off into the night sky at such speed that his feet burn away into bloody, charred stumps.

Maddening Whispers (Su): A wendigo may use its maddening whispers on any one target within 120 feet once per day. The wendigo may use this ability while wind walking. Only the chosen victim may hear the insane whispers and invitations of the wendigo. The victim must make a successful Will save (DC 10 + 1/2 wendigo’s HD + wendigo’s Cha modifier) or take 1d3 points of Wisdom damage. Typically, a wendigo stalks its chosen victim for days, wearing down the victim’s Wisdom score until it attacks and attempts to bring down its disease upon the poor soul. A wendigo will stop stalking a target that resists the maddening whispers for more than three days and fly off to seek easier prey.

Ravenous Bite (Ex): A wendigo threatens a critical hit on a natural roll of 18-20 when attacking with its bite, and deals triple damage on a successful critical hit. A wound resulting from a critical hit bleeds for an additional 3 points of damage per round thereafter. Multiple wounds from such attacks result in cumulative bleeding loss (two wounds for 6 points of damage per rounds, and so on). The bleeding can be stopped only by a successful Heal check (DC 10) or the application of any cure spell or other healing spell (*heal* or the like).

Special Qualities: A wendigo retains all the special qualities of the base creature and gains the following special qualities as well.

Cold Subtype (Ex): Immunity to cold, vulnerability to fire.

Corner of the Eye (Su): A wendigo that stalks a victim while wind walking always seems to lurk just at the corner of its chosen victim’s field of vision. This victim takes a -2 penalty on all Wisdom-based skill checks as long as the wendigo stalks him.

Damage Reduction (Su): A wendigo gains DR 5/cold iron (presented in online errata).

Regeneration 5 (Ex): Fire deals normal damage to a wendigo.

Wind Walk (Su): A wendigo can wind walk at will, transforming from physical form to incorporeal form or back again as a move action.

Abilities: Increase from base creature as follows: Str +4, Dex +8, Con +4, Wis +2, Cha +4.

Skills: Same as the base creature, except that the wendigo gains a +8 racial bonus on Hide, Move Silently, and Survival checks.

Feats: Same as the base creature, except that the wendigo gains Track.

Climate/Terrain: Cold forests.

Organization: Solitary.

Challenge Rating: Same as the base creature +2.

Alignment: Always chaotic evil.

NEW MONSTER

Glaistig (from *Monster Manual III*)

	Medium Fey	have goat legs with long, white fur. Most have snow-white hair and eyes that shimmer like water. When they smile, glaistigs try not to show their teeth, which are sharpened to cruel-looking fangs and revealed only when they are about to strike. Glaistigs wear long, fine robes and dresses that drape along the ground, which are used to hide their legs. Glaistigs loathe showing their legs to anyone, and will only reveal them to lash out in anger. If someone catches sight of a glaistig's goat legs, it will become very angered and attack the offender.
Hit Dice:	6d6+12 (33 hp)	Despite their single-minded lust for blood, glaistigs are unpredictable and capricious. If they have recently fed (say, within a month), then they are just as likely to help someone as they are to attack. More than a few people have been attacked by a glaistig, even if it has talked and been friendly to them in the past. Glaistigs also enjoy dancing, and some lure their victims to caper and dance for many hours before attacking them.
Initiative:	+1	Glaistigs are solitary by nature and do not even like other fey all that much. While they gain no sustenance from the blood of sylvan creatures, glaistigs have been known to attack fey that come too close into their territory, perhaps because of their similar nature, glaistigs in particular do not like dryads, and it is extremely rare to find the two beings in the same territory. An average glaistig is about 5 feet 2 in height and weighs about 90 pounds.
Speed:	30 ft. (6 squares), swim 50 ft.	Glaistigs speak Common, Elven and Sylvan.
Armor Class:	15 (+1 Dex, +4 natural), touch 11, flat-footed 14	
Base Attack/Grapple:	+3/+4	
Attack:	Bite +4 melee (1d6+1) or dagger +4 melee (1d4+1/19-20)	
Full Attack:	Bite +4 melee (1d6+1) and dagger -1 melee (1d4+1/19-20)	
Space/Reach:	5 ft. by 5 ft./5 ft.	
Special Attacks:	Beguiling song, blood drain, spell-like abilities	
Special Qualities:	Damage reduction 5/cold iron, low-light vision, resistance to cold 10, and fire 10, water breathing, water symbiosis	
Saves:	Fort +4, Ref +6, Will +9	
Abilities:	Str 12, Dex 13, Con 14, Int 13, Wis 14, Cha 18	
Skills:	Bluff +14, Diplomacy +12, Disguise +12 (+14 acting), Escape Artist +7, Hide +3, Intimidate +12, Knowledge (nature) +5, Listen +9, Move Silently +7, Sense Motive +11, Spot +8, Swim +18, Use Magic Device +1 (+3 with bindings)	
Feats:	Ability Focus (beguiling song), Alertness, Iron Will	
Environment:	Temperate forests	
Organization:	Solitary	
Challenge Rating:	6	
Treasure:	Standard	
Alignment:	Always chaotic neutral	
Advancement:	By character class	
Level Adjustment:	+4	

A staggeringly beautiful maiden stands waist-deep in the water, swaying back and forth as she sings a haunting song.

Beautiful and enchanting, glaistigs are fey that lurk in and around pools, lakes, and streams. They have an insatiable craving for the blood of mortals, beguiling victims to come close to their lair in order to drain them. They are commonly mistaken for vampires because of the bloodsucking technique, but they are not undead.

Glaistigs resemble incredibly attractive female humans or half-elves, but instead of normal legs, they

Once a victim is within striking distance, a glaistig will cease singing and grapple the opponent. If the grab is successful, it will drain blood for as long as possible. If reinforcements arrive, the glaistig will try to use *suggestion*, *hypnotism*, or *fog cloud* to cause a diversion and slip beneath the surface of its watery home.

Beguiling Song (Su): A glaistig can attempt to beguile creatures with its song. A glaistig sings, targeting a single creature it can see within 300 yards of the body of water to which it is linked (see Water Symbiosis, below). This is a sonic charm effect, and the creature must be able to hear the glaistig for it to take effect. The targeted creature must make a DC 19 Will saving throw. A creature that successfully saves cannot be affected again by the same glaistig's song for 24 hours.

Failure indicates the creature is beguiled and moves toward the glaistig, taking the most direct route available. If that path leads into a dangerous area (such as very deep or fast-moving water), the beguiled creature gets a second saving throw. If that save is successful, the beguiling effect is broken, and that creature cannot be affected by that glaistig's song for 24 hours.

A glaistig that desires a companion often moves out of the water and bestows *water breathing* upon its beguiled victim so it can take him underwater. A beguiled creature takes no actions other than to defend himself. (Thus, a fighter cannot run away or attack, but takes no defensive penalties.) A beguiled victim that moves within 5 feet of the glaistig must make a DC 19 will saving throw or be charmed, as by the *charm monster* spell cast by an 8th-level sorcerer. A creature that successfully saves cannot be affected by the same glaistig's song for 24 hours. The beguiling effect continues so long as the glaistig sing; a glaistig does not need to continue singing to keep a victim charmed.

A glaistig can use its beguiling song both above and below the water. Most glaistigs move into deep water, forcing a beguiled victim to move toward them. If these unlucky creatures fail their second saving throw, they usually drown (see page 304 of the *Dungeon Master's Guide*). The save DC is Charisma-based.

Blood Drain (Ex): A glaistig can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained.

Spell-Like Abilities (Sp): At will—*dancing lights*, *fog cloud*, *hypnotism* (DC 15), *suggestion* (DC 17); 1/day—*water breathing*. Caster level 8th.

Water Breathing (Ex): A glaistig can breathe either water or air.

Water Symbiosis (Su): Each glaistig is mystically bound to a body of water or a waterway as small as a pond or as large as a lake or river. A glaistig cannot move more than 300 yards away from its body of water and still breathe normally. If a glaistig strays farther away, it must hold its breath or immediately start to suffocate (see Suffocation, page 304 of the *Dungeon Master's Guide*). Once a glaistig has moved beyond the boundary of its connection, it cannot breathe normally until it has immersed itself in its body of water.

Skills: Glaistigs have a +4 racial bonus on Bluff and Sense Motive checks. A glaistig has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

MAP 1: OVERVIEW OF TENH

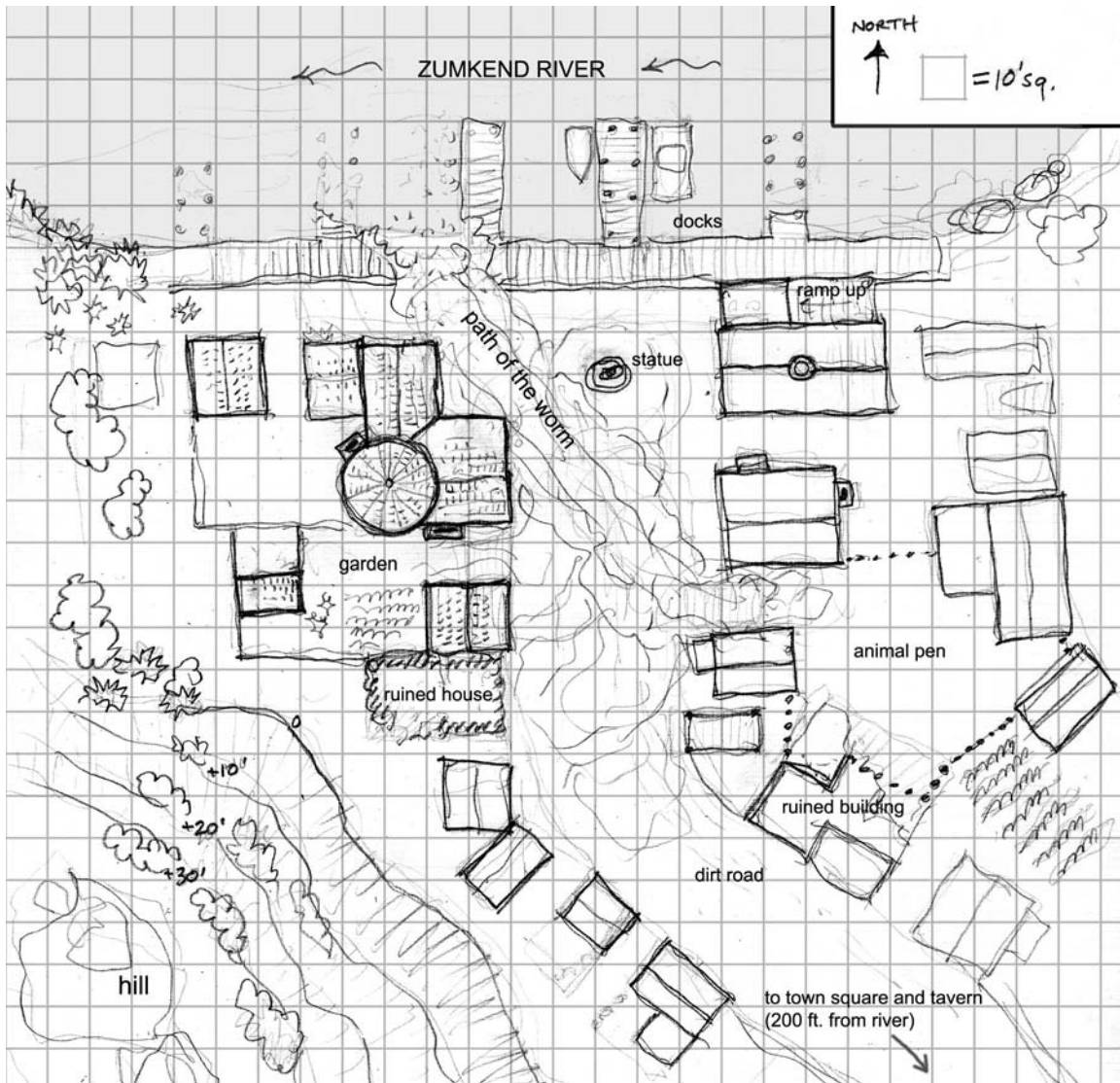
Adapted from a map by David Baker at www.theocracyofthepale.com.



MAP 2: HODNET AND THE ZUMKEND RIVER

Used with encounter 2.

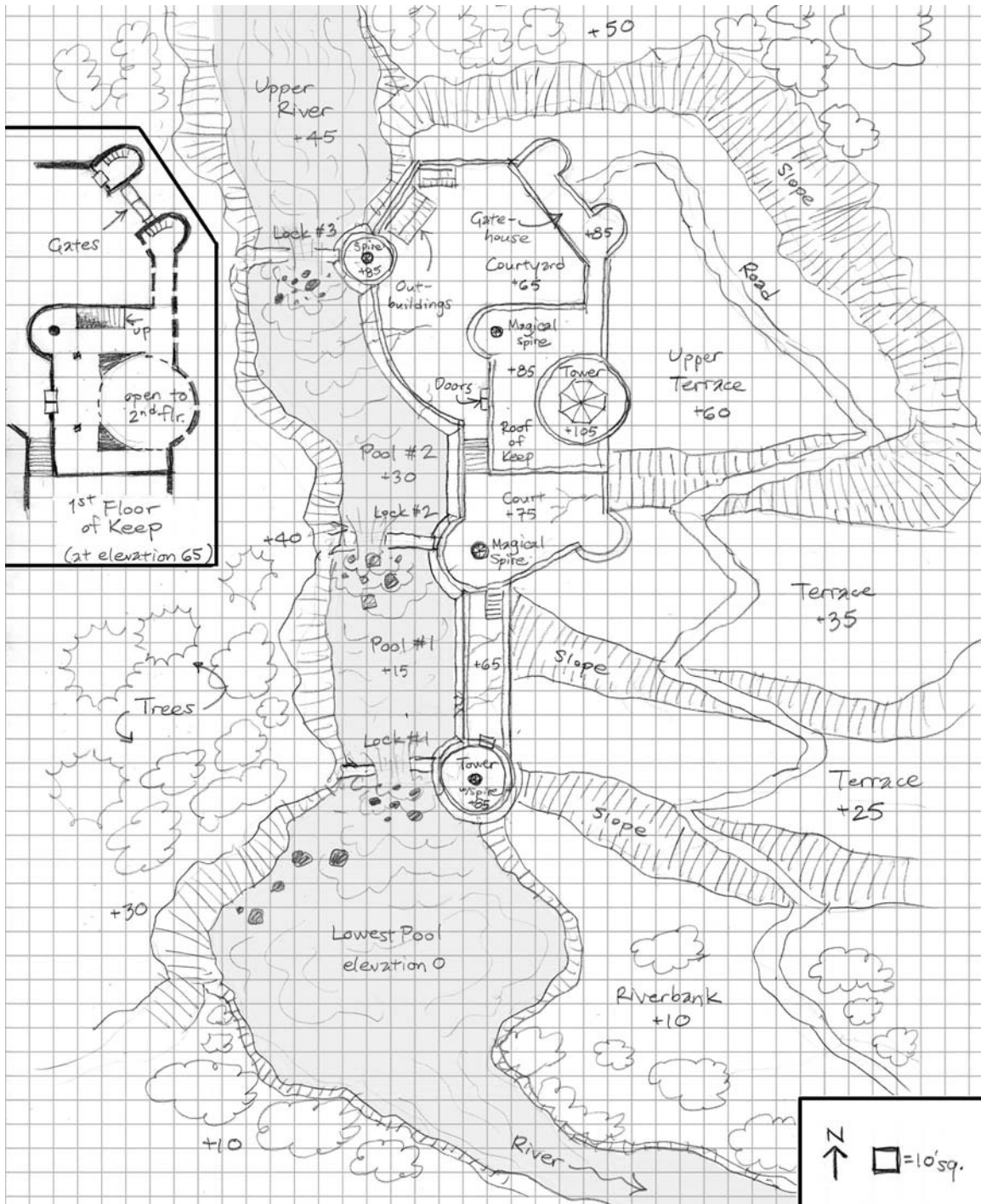
Note: The exact buildings are not important. Simplify if you need.



MAP 3: PRYSTEEN

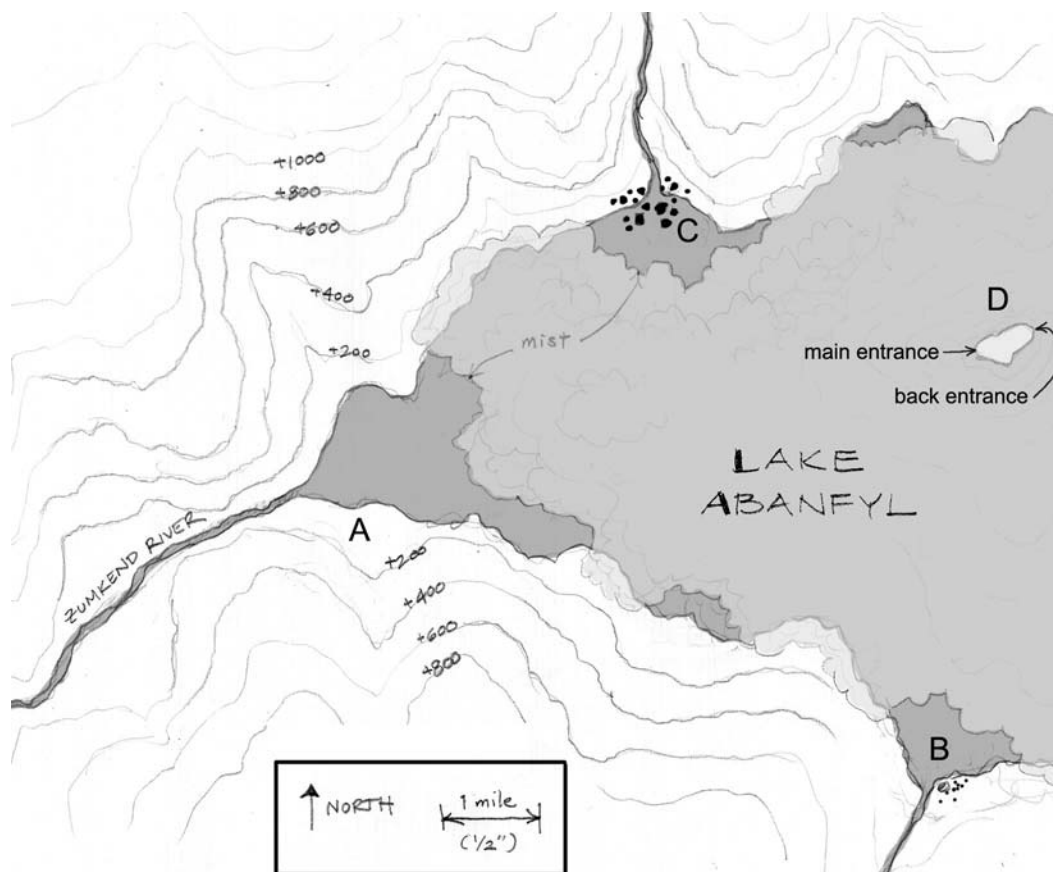
Used with encounter 6.

Note: Simplify the architecture if you wish.



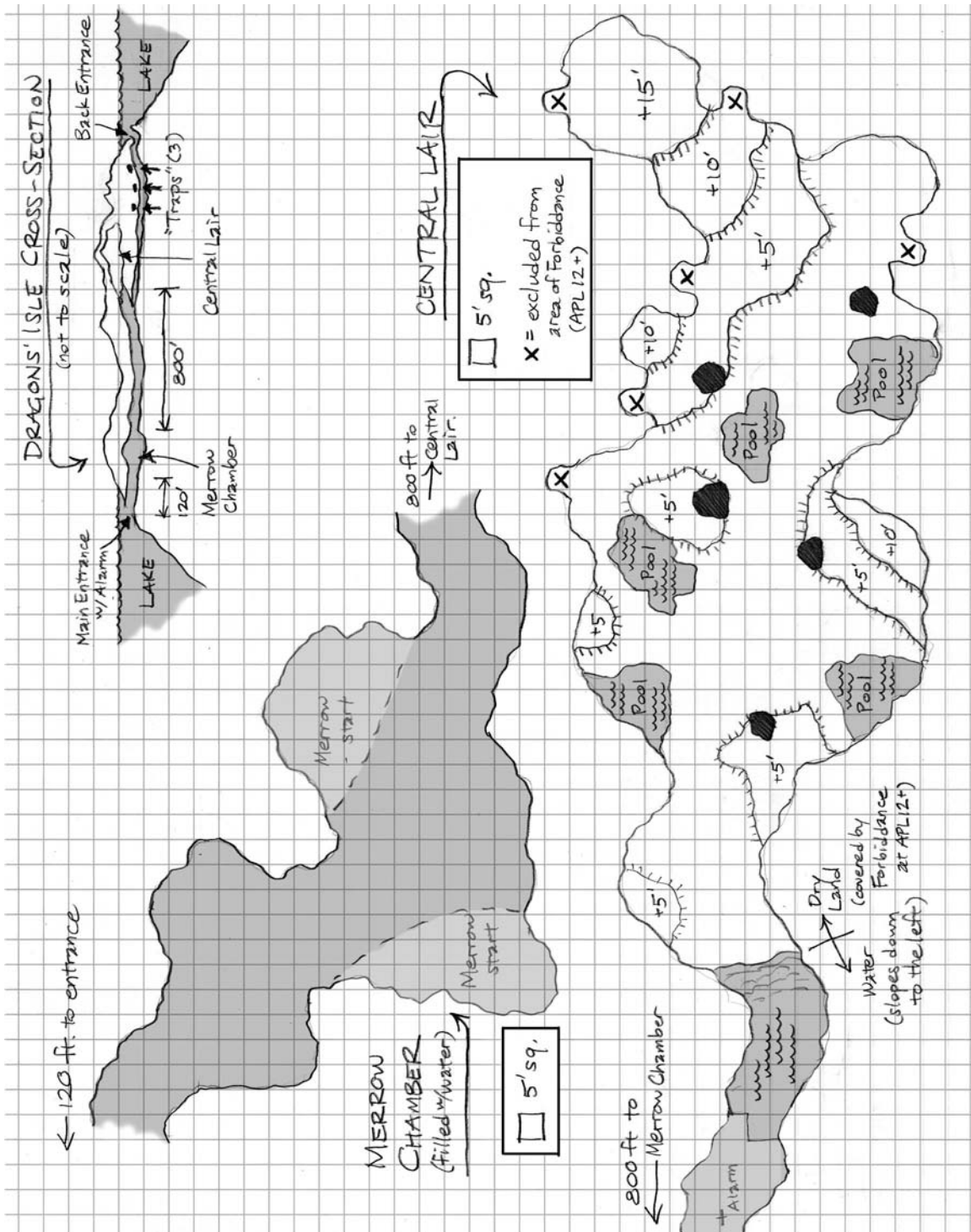
MAP 4: WESTERN PORTION OF LAKE ABANFYL

Used with encounter 10.



MAP 5: MIST DRAGON ISLAND

Used with Encounters 11 and 12.



PLAYER HANDOUT 1: ON TENH'S POSSIBLE ALLIES

PALE OUTLOOK, AS STATED BY SISTER DHARIEL

Thousands of Tenhas have embraced the faith of Pholtus, as "Faithful Flan". They represent too large a portion of the population to ignore, and they will not abandon their newfound faith. They have received military training and backing from the Pale.

The Theocracy of the Pale is strong militarily. Its soldiers are disciplined, and its commanders are well-versed in tactics and military history. Holding the western border at the Zumker River—defending against the constant threat from Iuz—will require troops, battle-priests, and other magic.

The Pale is also rich in knowledge, craftsmen, and resources, which will be needed to rebuild and repopulate Tenh in the future. The Pale is committed to restoring eastern Tenh, which the Pale now holds. Once that part is restored, the Pale could share its lessons with western Tenh for the most effective results.

The Rovers of the Barrens have been at the mercy of Iuz's forces and reduced to miserable circumstances and constant want. They number fewer than 15,000; evil humanoids such as orcs, goblins, and hobgoblins outnumber the humans in the Barrens.

ARAPAHI (ROVER) OUTLOOK, AS STATED BY AMADAHY SILVER RAIN

The Arapahi are Flan, like the Tenhas. They share a common culture from ages past. The Pale's Oeridian religion and rulers treat the land as a resource to dominate, rather than as the wellspring of life. The Pale's apparent strength is based on the subjugation of the Flan population and suppression of their traditions; Tenhas that worship Pholtus will lose their identity and will never be regarded as equals by elitist Oeridians.

The desolate land of Tenh will make the Tenhas' former way of life inappropriate for some time, perhaps decades or even centuries. Tenh resembles the Barrens now and will for many years to come, so learning Arapahi customs would help the Tenhas adapt to their land. The Arapahi are skilled in making the most of their circumstances.

Alliance with the Arapahi will provide a stronger defense against Iuz. Rover and Tenha cavalry could harass Iuz from the north, forcing him to divert his attention from the Zumker and thereby eliminate the immediate threat in the west.

The recent successes of Nakanwa Daychaser and his Wardogs against Stonehold are giving hope, wealth, and even population to the Arapahi. Iuz has counted on a lack of pride and hope among the Arapahi, but that is changing.

The Barrens hold several places of mystery and ancient significance, whose secrets could bring more of Mother Oerth's power to bear against the enemies of the Flan.