

ZHENT'S ANCIENT SHADOWS

A DUNGEONS & DRAGONS® *LIVING
FORGOTTEN REALMS* ADVENTURE

BY SHAWN MERWIN AND M. SEAN MOLLEY

REVIEWED BY PIETER SLEIJPEN AND CHRIS TULACH

PLAYTESTED BY JEFF BARNES, MIKE BARNES, DAVID BERGE, TIM BOOK,
JORDAN CONRAD, CHUCK DONAHUE, RAFA GONZALES, BRUCE HIGA,
KEVIN LAWSON, BRYAN LECLAIR, DEE LECLAIR, PAIGE LEITMAN,
HEIDI PRITCHETT, BRIAN SCHONER, AND MICKEY TAN

Rumors of an ancient artifact, sacred to Shar, have proven all too true. The church of Amaunator has assembled an expedition to return to Zhentil Keep, enter the dangerous twilight-shrouded southern ruins, and destroy the artifact before it can return to its dark mistress. Will you join the followers of the Light on their quest to purge the Shadow? This is a two-round continuous-play *Living Forgotten Realms* Core Special adventure set in Zhentil Keep for characters levels 7-10. It is recommended, but not required, that characters play SPEC1-1 *Shades of the Zhentarim* before playing this adventure.

Based on the original DUNGEONS & DRAGONS® rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Andy Collins, Rob Heinsoo, and James Wyatt.

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PREPARING FOR PLAY

In order to play this adventure, you'll need copies of the following D&D 4th Edition rulebooks: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*. Any other rules referenced in this adventure will be noted in the **New Rules Items** section at the end of the adventure.

Throughout this adventure, text in bold italics provides player information for you to paraphrase or read aloud when appropriate. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text.

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

READING MONSTER STAT BLOCKS

Most of the information should be easy to understand, as it mirrors the information presented in the *Monster Manual*. Attacks have a letter next to them designating

the type: M for melee, R for ranged, C for close, and A for area. A lower-case letter (used only in some melee and ranged attacks) denotes that the attack can be used as a basic attack.

IMPORTANT DM INFORMATION

As the DM of the session, you have the most important role in facilitating the enjoyment of the game for the players. You take the words on these pages and make them come alive. The outcome of a fun game session often creates stories that live well beyond the play at the table. Always follow this golden rule when you DM for a group:

Make decisions and adjudications that enhance the fun of the adventure when possible.

To reinforce this golden rule, keep in mind the following:

- **You are empowered to make adjustments to the adventure and make decisions about how the group interacts with the world of this adventure.** This is especially important and applicable outside of combat encounters, but feel free to use the "scaling the encounter" advice (usually for adjusting to different-sized groups) to adjust combat encounters for groups that are having too easy or too hard of a time in an adventure.
- **Don't make the adventure too easy or too difficult for a group.** Never being challenged makes for a boring game, and being overwhelmed makes for a frustrating game. Gauge the experience of the players (not the characters) with the game, try to feel out (or ask) what they like in a game, and attempt to give each of them the experience they're after when they play D&D. Give everyone a "chance to shine."
- **Be mindful of pacing, and keep the game session moving along appropriately.** Watch for stalling, as play loses momentum when this happens. At the same time, make sure that the players don't finish the adventure too early; provide them with a full play experience. *Living Forgotten Realms* adventures are designed to be played within 3.5 - 4 hours; try to be very aware of running long or short. Adjust the pacing accordingly.
- **Give the players appropriate hints so they can make informed choices about how to interact with their environment.** Players should always

know when enemies are affected by conditions and are bloodied. They should be given clues about how to interact with their surroundings so they can tackle skill challenges, combats, and puzzles without getting too frustrated over lack of information. This helps to encourage immersion in the adventure and gives players “little victories” for figuring out a good choice from a clue.

In short, being the DM for a *Living Forgotten Realms* adventure isn't about following every word on the page; it's about creating a fun, challenging game environment for the players. A great deal of good information on being a DM for a D&D game can be found in Chapters 1-2 of the *Dungeon Master's Guide*.

APPROPRIATE CHARACTER LEVELS

This adventure is designed for player characters (PCs) levels 7-10. Characters that fall outside of the level range may not participate in the adventure. Make certain to check the levels of the PCs before beginning play to ensure that they are the proper level.

Each adventure has a low-level version and a high-level version. The low level is meant for a group whose levels, on average, fall in the first two levels of the adventure's level spread. The high level is meant for a group whose levels, on average, fall in the last two levels of the adventure's level spread.

A group may decide to play riskier and play the high level when their levels are more suited to the low level if everyone in the group is in agreement to do so; however, some of the rewards may not be available to them. Conversely, a group may decide to play the low level when their levels are more suited to the high level if everyone in the group is in agreement to do so; however, some of the rewards may be less than what they'd ideally want from the adventure.

Reading the Numbers: Each encounter will have a level and other values (such as XP or sometimes skill checks) listed with two numbers divided by a slash. The number before the slash is always the value for the low-level version of the adventure; the number after the slash is the value for the high-level version of the adventure.

FAILING TO DEFEAT AN ENCOUNTER

If a group fails to defeat an encounter - that is, if they have to flee from a combat because it's too tough or they reach the predetermined number of failures in a skill challenge before reaching success - they are only awarded half experience points (round down) for the

encounter. If they manage to tackle the encounter later on and defeat it, award them the other half of the experience points for the encounter.

CHARACTER DEATH

If a PC dies during the course of the adventure, the player of that character and the rest of the group have two options, provided that they have access to the Raise Dead ritual (either a PC has it and can use it or the characters return back to civilization), they have access to the body, and it is possible to return the dead PC to life.

- **Pay the component cost for the ritual.** If the group chooses this option, the cost should be divided evenly amongst the group (500 gp for heroic tier, 5,000 gp for paragon tier, and 50,000 gp for epic tier). Using a source outside the group to cast the ritual costs 20% more than the component cost. Total cost when using an outside source is 600 gp for heroic tier, 6,000 gp for paragon tier, and 60,000 gp for epic tier. A PC that dies and chooses this method of return gains full (or half, if the party was defeated) experience points from the encounter in which the character died, but no experience points for any encounters that were missed while the character was dead. If there's still more of the adventure remaining, the PC continues to earn experience as normal, and receives a normal cut of the rewards at the end of the adventure.
- **Invoke the Death Charity clause.** If the group cannot afford to pay for the ritual (or doesn't desire to do so), the PC can choose to return back to life at the end of the adventure. Doing so forfeits all rewards (including treasure and story rewards) earned for the adventure except experience points gained prior to the character's death (the character receives the experience point award for the encounter in which they died). The PC cannot participate in the same adventure a second time.

MILESTONES

No matter if the characters succeed or fail in an encounter, they reach a milestone if it is the second encounter they've had since the start of the adventure or their last extended rest. Encounters that do not give out experience points do not count for purposes of reaching a milestone. Make certain to mention this information to the players when applicable, as it gives each PC another action point and affects how some magic item powers are used.

WHAT'S A CORE SPECIAL ADVENTURE?

Core Special adventures are designed to provide a challenging and epic (but fair and fun) experience where the players must work together in order to successfully complete the entire adventure within the time limit. The adventure as a whole is intended to be only slightly more difficult than other adventures, and not impossible to complete in eight hours of play time (don't count breaks against the eight-hour time limit).

It's quite possible that some groups cannot overcome the challenges in this adventure without running out of time. Core Special adventures give greater rewards (XP and treasure) than other Core adventures do, so even if a particular group doesn't achieve total success, their characters are still well rewarded for their efforts. That said, this is not a competition, and players should walk away from the table with a positive play experience. The DM should not feel the need to slaughter the PCs to make the adventure feel special. Player satisfaction should always be the DM's main goal.

ADVENTURE BACKGROUND

This adventure is a direct sequel to SPEC1-1 *Shades of the Zhentarim*. In that adventure, the PCs were hired by a follower of Amaunator named Yazeth Cobb. Yazeth's son Kerstol, a pirate, sent word that many evil forces (including the Zhentarim, the followers of Bane, the worshippers of Cyric, and the Shadovar) were investigating rumors of a dark artifact at Zhentil Keep.

The PCs were not able to recover the relic, but they confirmed that it was designed by worshippers of Shar, created by the archmages at the Tower of the Art, and then seized by Fzoul Chembryl and placed within the Temple in the Sky. The Sharran cultists believed that the artifact would be able to recreate the Shadow Weave in the event of Shar's death. Although it was the goddess of magic, Mystra, and not Shar who died, the artifact could nevertheless be a powerful force for evil.

Yazeth has called on his contacts and favors within the Church of Amaunator to organize an expedition to Zhentil Keep. The goal is to enter the extremely dangerous southern ruins, find a way to enter the Temple in the Sky, locate the artifact, and destroy it. The PCs are invited to participate in the expedition either because they worked for Yazeth previously (and therefore have Story Award **SPEC02 A Promise to Return**) or because they have come to his attention as adventurers who have made a name for themselves (making it to the top end of the heroic tier).

SPEC1-2 *Zhent's Ancient Shadows*

PLAYER'S INTRODUCTION

The PCs may agree to join the expedition in the dangerous southern section of the ruined Zhentil Keep for a variety of reasons: the excitement of going into an area so full of possible treasure, the chance to strike a blow against evil, the potential of high monetary rewards, etc. Roleplay a more customized introduction at your discretion, or adjust the following text based on whether the PCs have Story Award **SPEC02 A Promise to Return** or for whatever reason they individually choose to join the expedition:

You have answered the call of a wealthy merchant and follower of Amaunator named Yazeth Cobb. He is putting together a large expedition, dozens of adventurers strong, to brave the southern section of what used to be the Zhentarim stronghold of Zhentil Keep. In recent years the Keep has been decimated and turned into ruins. The northern section is now home to ruthless pirates and slavers, as well as others unfortunate or desperate enough to live there.

The southern ruins, however, are too dangerous for even the depraved and the foolish. Shrouded in perpetual twilight, the southern ruins are home to many undead creatures. The stories say that all those treasure-seekers who have crossed the River Tesh have been slain, their bodies and souls added to the might of the ever-growing horde. No one really knows what keeps the undead in check - but everyone agrees that if they ever came out of the ruins, it would spell certain doom for everyone living within many miles of Zhentil Keep. And now you prepare to enter that place.

As you join with Yazeth's force outside the ruined gates of Zhentil Keep, the merchant provides additional information on the expedition. "Thank you for coming, brave and worthy followers of the Light. Your presence here today restores my faith in the goodness and honorable nature of the civilized races. The task we undertake today will see many of us perish, but we die facing into the light rather than living broken in shadow and darkness. I cannot think of a more noble death."

Yazeth, of course, recognizes and greets by name any PCs with whom he has had a previous association. He exhorts those PCs who he has not met previously to try and live up to the example of bravery and piety set by their peers. This is a good opportunity to do character introductions if some or all of the PCs have not met previously.

If the PCs ask what happened to Yazeth's son Kerstol, whom they met during their previous

adventure, the elderly cleric looks sad, but stern. ***“After I learned the truth about my son’s fall from the Light - to think that a son of mine would become a pirate! - I attempted to reach out to him. However, he refused to hear my entreaties. Since arriving in the ruins, I have asked around about him, but have learned nothing, and we have no more time to waste on an old man’s foolishness. Regardless, he would never have come along with us on this crusade. If Kerstol lives, I hope he will yet see the error of his ways, but if he has already come to some foul end, then I cannot say it is any less than he deserves. He had every opportunity to succeed in life and he has clearly made his choice.”***

Yazeth then goes on to explain that the purpose of the expedition is to enter the southern ruins and find an entrance to the Temple in the Sky, which can be seen floating above the southern ruins. Attempts to fly to the Temple using magic and winged mounts resulted in the death of those who tried it: there appears to be some kind of magical field protecting the structure. However, Yazeth believes that there is a bridge of sorts leading from a spot within the center of the southern ruins up into the Temple.

The expedition is then divided into four companies—each company will assault the ruins from a different gate. Each force is to try to infiltrate the ruins until getting to the center, where that bridge up to the Temple is supposed to reside. Those finding this bridge should try to create a safe haven there against the creatures within the ruins if possible. If they cannot create a safe zone for the expedition to meet and rest, they should try to ascend the bridge and enter the Temple as soon as possible. Once inside the Temple, any heroes brave and fortunate enough to make it that far should find the shadow relic and bring it back to Yazeth, or if Yazeth is dead, to the highest-ranking member of the expedition who still survives. After many weeks of research, the clerics of Amaunator have prepared a special ritual. This ritual is believed to be powerful enough to destroy the relic, although the precise details cannot be determined conclusively until the relic is actually in hand.

If the PCs ask about getting paid for their participation, relay that Yazeth is known to be a man of great wealth, and he has promised those who survive the assault—if it is successful—their due reward. If any PCs are overly insistent that they will not undertake the mission unless they get paid beforehand, Yazeth takes them aside and asks them if they would rather not join the expedition. Particularly belligerent or rude PCs may be excluded from participating by Yazeth, although this should be an absolute last resort. Do not exclude a PC unless it is clear they are going to spoil the fun for the

rest of the players with their antics, and make sure you give them a chance to reconsider. Remind the player that there are rumors of fabulous wealth within the southern ruins of Zhentil Keep, wealth that has gone unclaimed specifically because no force has ever entered the area with enough power to drive back the hordes of undead. Furthermore, the Temple in the Sky itself was used by Fzoul Chembryl, former leader of the Zhentarim and now an exarch of Bane. Surely it must contain ancient treasures and items of power. The bottom line, however, is that Yazeth sees this mission as a holy crusade and is not willing to pay “mercenaries” in advance for their help.

DM’S INTRODUCTION

This is a two-round continuous-play adventure. If you are running in a convention setting or under a time limit, make sure you keep a close watch on the clock, to ensure that you don’t run out of time and have to end the adventure without letting the PCs have the opportunity to complete their mission successfully.

The adventure is divided roughly into two parts. During the first half, the Amaunatori expedition launches its assault upon the southern ruins of Zhentil Keep. The tales and rumors of undead legions who lie in wait beneath the twilight-shrouded shores are, unfortunately, true. The expedition is beset almost immediately and what started as a glorious crusade quickly turns into a fight for survival. The PCs battle their way through several tough fights with undead (Encounters 1, 2, and 4) while also navigating the ruins (Encounter 3) to eventually make their way to the center, where a long chain anchors the Temple in the Sky to the ruins of Zhentil Keep. Here, the surviving forces of the expedition are able to establish a defensible position, hopefully allowing time to rest and recuperate.

To enter the Temple in the Sky, the PCs must attempt to scale the massive chain that snakes upward to the rocky mote (Encounter 5). Upon entering the ancient temple, the adventurers discover that Fzoul Chembryl left some of the former inhabitants to guard against unwanted guests (Encounter 6). After defeating these monsters, the PCs can attempt to loot Fzoul’s personal treasury, but it is guarded by an ancient puzzle that can be deadly to those who do not know their arcane and religious history (Encounter 7).

With the relic in hand, the PCs make their way back down the chain. Yazeth (or another cleric, if Yazeth is dead) examines the relic to see how it might be destroyed. With the PCs’ assistance, the Amaunatori determine that they must perform the ritual of destruction in a sacred place of Shar – fortunately, the

PCs discovered such a place during SPEC1-1 *Shades of the Zhentarim*. The group begins fighting its way back through the ruins, and finally reaches their boats, enabling them to return to the northern side of the River Tesh. Here they are met with betrayal, as Yazeth Cobb's son Kerstol (a former pirate whom the PCs might have met in SPEC1-1) attempts to steal the relic so that he can sell it to the highest bidder. Kerstol has hired a group of Zhentarim mercenaries to help him, and has timed his ambush so that the PCs find themselves at a significant disadvantage.

Once they have defeated Kerstol and his men, the PCs can proceed to the ancient temple of Shar in the northern ruins. However, their passage bearing such a powerful relic of shadow has not gone unnoticed, and the adventurers must contend with a powerful Shade Knight and his Sharran entourage if they wish to take control of the temple. Finally, the party is able to begin the ritual of destruction, which will expose the relic of Shar to the purifying light of Amaunator. However, the artifact is not without its own defenses, as it calls forth dark angels from the Goddess's Astral Dominion, the Towers of Night. The PCs must fight to protect Yazeth (or a PC cleric) as he tries to complete the ritual while battle rages all around.

If the PCs are successful, then they buy enough time for the ritual to reach its conclusion, and the evil artifact is burned to nothingness, its dark essence evaporating under the brilliant energies of the sun. This also weakens the perpetual twilight that shrouds the southern ruins, which might give the beleaguered residents of Zhentil Keep some protection against the undead lurking therein.

SPECIAL NOTE: POTENTIAL COMBAT ISSUES

During playtesting, the wraiths in Encounter 1 and wyrm-wisps in Encounter 4 were found to be particularly deadly. These monsters have a combination of abilities (weakening), resistances (insubstantial), and regeneration that can cause these encounters to be particularly difficult. At the low tier, particularly for tables that have only 4 or 5 PCs, or where the characters' levels are toward the low end (i.e. mostly 7th level), the authors recommend that you consider running these creatures with less than their normal hit points (our suggestion would be to reduce these creatures' maximum hit points by 20% from the listed values). However, if the party seems to be doing well, or if they ask you to present them with a difficult challenge, then you can leave the hit points of these creatures alone with a clear conscience.

SPECIAL NOTE: MULTIPLE EXTENDED RESTS

The adventure assumes that the PCs will take a single extended rest at some point, and that they will only take one extended rest over the course of the entire adventure. The two most likely times for this are after Encounter 4 (if the PCs save Yazeth Cobb's life during Encounter 2) and after Encounter 6 (if the PCs do not save Yazeth and therefore are unable to rest after Encounter 4). Even if the PCs do save Yazeth, if they aren't ready to take an extended rest after Encounter 4 and prefer to press on, that's fine - but you might suggest that they then rest after Encounter 6, or else they could be dangerously short on resources for the big push at the end.

We believe that this adventure provides a well-balanced challenge for most parties. However, there will be some groups who are able to complete the entire adventure without taking a single extended rest, and there will be other groups who struggle or are especially cautious. There isn't a hard time limit in the sense that bad things happen to the world if the adventure lasts more than a certain number of hours, but you should at least strive to have things make sense. For example, it would not make a lot of sense for the PCs to try and take an extended rest between Encounter 1 and Encounter 2, because they are in the middle of a raging battle. Likewise, it would be difficult for the PCs to rest between Encounter 9 and Encounter 10, because they would be assaulted by additional waves of Sharran forces, not to mention the other evil groups who are interested in the relic.

Ultimately, however, it is up to you and your players to negotiate when and how the PCs are able to rest, should they desire to do so. The ultimate goal is for everybody to have fun, while still having the adventure be challenging. It is a Core Special, after all, and that means the players should expect things to be a little bit tougher than normal.

ENCOUNTER 1: THE FIRST ASSAULT

ENCOUNTER LEVEL 8 / 10 (1,900 / 2,500 XP)

SETUP

This encounter includes the following creatures at the low tier:

1 wailing ghost (banshee) (Level 10) (B)
6 wraiths (W)

This encounter includes the following creatures at the high tier:

1 wailing ghost (banshee) (B)
6 wraiths (Level 7) (W)

The PCs begin in the northern section of the Keep, which is separated from the southern section by the River Tesh. After Yazeth's speech, the expedition breaks into four companies. The PCs and their retinue are assigned to cross the River Tesh and enter the southern ruins through the South Force Gate. The other three parts of the expedition enter through different gates: one across the river and through the South Tesh Gate, another up from the south and through the Throat Gate, and the final group heading east toward the River Trail Gate.

As the adventurers cross the river and approach the South Force Gate, read:

Your skiff cuts through the slow waters of the River Tesh. Other adventurers stand around you, each anticipating the upcoming ordeal in different ways. Most of your peers are warriors and clerics serving Amaunator, although there is an occasional mercenary type.

Regardless of whether the PCs know each other or not at the start of the adventure, they have been grouped together as a unit for this assault. As soon as the skiff touches land, the entire company is ordered to move into the streets and work their way deeper into the ruins. The PCs, as a unit, are ordered by their commander, a human paladin of Amaunator named Larathorn, to move between two buildings and secure a plaza against enemies while the rest of the force fans out to secure the landing zone and the gate behind them.

Between two barely-standing buildings is a wide street. Ahead, the street opens into a small plaza. The street and plaza are covered with small puddles of pinkish water. In the plaza is a 4-foot-tall pile of something greenish and nasty-looking.

FEATURES OF THE AREA

Illumination: The twilight-shrouded ruins of Zhentil Keep are only dimly lit, even during the day.

Puddles: The areas in the street and plaza covered with liquid are puddles of stale water and blood. These squares are challenging terrain. Creatures that enter or begin their turn in those squares must make a DC 17/19 Acrobatics check or fall prone. Falling prone during movement ends that move action.

Crates and Rubble: Squares containing equipment are blocking terrain.

Buildings: The four buildings are barely standing. Basically, any square of a building can be entered as difficult terrain, but each round a PC spends in a building square, they must make a saving throw. A failed saving throw causes the entire building to collapse, doing 2d10+5 damage and restraining any PC caught in the collapse (save ends). Since the banshee and wraiths have the phasing quality, they are immune to the collapse. Once a building collapses, it becomes impossible to enter, and remains difficult terrain to get out of.

Body Pile: The green pile in the plaza is a mass of decomposing bodies. A DC 15 Perception check reveals an occasional, mostly intact body part in the pile. Living creatures standing adjacent to the pile feel sick for the first round. If they remain adjacent to the pile for a second round (or if they enter a square containing the pile), they suffer an attack (+12/+14 vs. Fortitude). On a hit, the character suffers ongoing 5 poison damage and is sickened, giving a -2 penalty on attack rolls (save ends both). Making contact with the body pile (entering it) equates to an immediate attack.

TACTICS

Note: As described in the DM's Introduction, the combination of weakening powers, being insubstantial, and having regeneration can make the wraiths in this encounter overwhelming. Strongly consider running the wraiths with 25/33 hit points instead of their full complement. If the PCs are easily handling them—or if the PCs request before the start of play that they want the most challenging version of the adventure you can provide—then run the wraiths with their full complement of hit points.

When the PCs move up the street toward the plaza, the wraiths are not visible, as they are completely concealed in the attics of the buildings. When the first PC enters the plaza, the banshee is hiding in one of the buildings. A DC 27/28 passive Perception reveals the banshee is there. When the banshee attacks, the other wraiths hear the shrieking and come out of the buildings, appearing in the squares marked W on the map in the following round. Even if the banshee gets a surprise round, the wraiths do not.

The banshee uses *spirit touch* or *death's visage* equally, depending on its tactical position. If a PC gets into a position where the banshee can push him into the body pile or a building, it uses *terrifying shriek*. If the banshee is getting beaten, it uses phasing to travel through solid objects and get out of harm's way.

The wraiths, since they attack from hiding in the attics of the buildings on their first round of combat, gain combat advantage. The four toward the bottom of the map converge on the same target, preferably one of the strikers who may be hanging back. Once they are in the open, they attempt to maintain combat advantage until one target is down, and then move *en masse* to the next target. If necessary, they fly up through the top of the two-story buildings to avoid attacks, regrouping for another attack.

The two wraiths at the top of the map join the banshee in attacking PCs in the lead. They flank and use *shadow touch* to weaken strikers and defenders who are focusing attacks on the banshee.

The wraiths and the banshees wear the insubstantial trappings that reveal they were once Zhent mercenaries. All of the creatures fight to the death.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove one wraith.

Six PCs: Add another wraith.

ENDING THE ENCOUNTER

While the PCs fight the banshee and the wraiths, they can hear the sounds of battle raging all across the southern ruins. The assault has now begun in earnest.

Once the undead have been defeated and the landing area is secure, Commander Larathorn runs to the PCs after they have had 5 minutes to rest (if the PCs choose to rest) and tells them he has just learned that Yazeth Cobb's unit is under attack not far from this location. He instructs the PCs to hurry there and assist that unit. Yazeth is the senior cleric of Amaunator and

the guiding force behind the expedition, so his death would be a terrible blow.

EXPERIENCE POINTS

The PCs earn 380/500 XP each for completing this encounter successfully.

TREASURE

If the PCs investigate the body pile, with a DC 20 Perception check—or automatically if they enter the pile during combat—they find a *symbol of dire fate* +2.

ENCOUNTER 1: “THE FIRST ASSAULT” STATISTICS (LOW LEVEL)

Wailing Ghost (Banshee) (Level 10)		Level 10 Controller
Medium shadow humanoid (undead)		XP 700
Initiative +7 Senses Perception +12; darkvision		
HP 75; Bloodied 37		
AC 21; Fortitude 21, Reflex 21, Will 22		
Immune disease, poison; Resist insubstantial		
Speed fly 6 (hover); phasing		
m Spirit Touch (standard; at-will) ♦ Necrotic		
+13 vs. Reflex; 1d10 + 1 necrotic damage.		
R Death's Visage (standard; at-will) ♦ Fear, Psychic		
Ranged 5; +13 vs. Will; 2d6 + 2 psychic damage, and the target takes a –2 penalty to all defenses (save ends).		
C Terrifying Shriek (standard; recharge 5 6) ♦ Fear, Psychic		
Close burst 5; targets enemies; +13 vs. Will; 2d8 + 2 psychic damage, the target is pushed 5 squares and is immobilized (save ends).		
Alignment Unaligned		Languages Common
Skills Stealth +12		
Str 14 (+7)	Dex 15 (+7)	Wis 14 (+7)
Con 13 (+6)	Int 10 (+5)	Cha 17 (+8)

Wraith		Level 5 Lurker
Medium shadow humanoid (undead)		XP 200
Initiative +10 Senses Perception +2; darkvision		
HP 37; Bloodied 18		
Regeneration 5 (if the wraith takes radiant damage, regeneration is negated until the end of the wraith's next turn)		
AC 16; Fortitude 13, Reflex 16, Will 14		
Immune disease, poison; Resist 10 necrotic, insubstantial;		
Vulnerable 5 radiant (see also <i>regeneration</i> above)		
Speed fly 6 (hover); phasing ; see also <i>shadow glide</i>		
m Shadow Touch (standard; at-will) ♦ Necrotic		
+8 vs. Reflex; 1d6 + 4 necrotic damage, and the target is weakened (save ends).		
Combat Advantage ♦ Necrotic		
The wraith deals an extra 1d6 necrotic damage against any target it has combat advantage against.		
Shadow Glide (move; encounter)		
The wraith shifts 6 squares.		
Spawn Wraith		
Any humanoid killed by a wraith rises as a free-willed wraith at the start of its creator's next turn, appearing in the space where it died (or in the nearest unoccupied space). Raising the slain creature (using the Raise Dead ritual) does not destroy the spawned wraith.		
Alignment Chaotic evil		Languages Common
Skills Stealth +11		
Str 4 (–1)	Dex 18 (+6)	Wis 10 (+2)
Con 13 (+3)	Int 6 (+0)	Cha 15 (+4)

ENCOUNTER 1: “THE FIRST ASSAULT” STATISTICS (HIGH LEVEL)

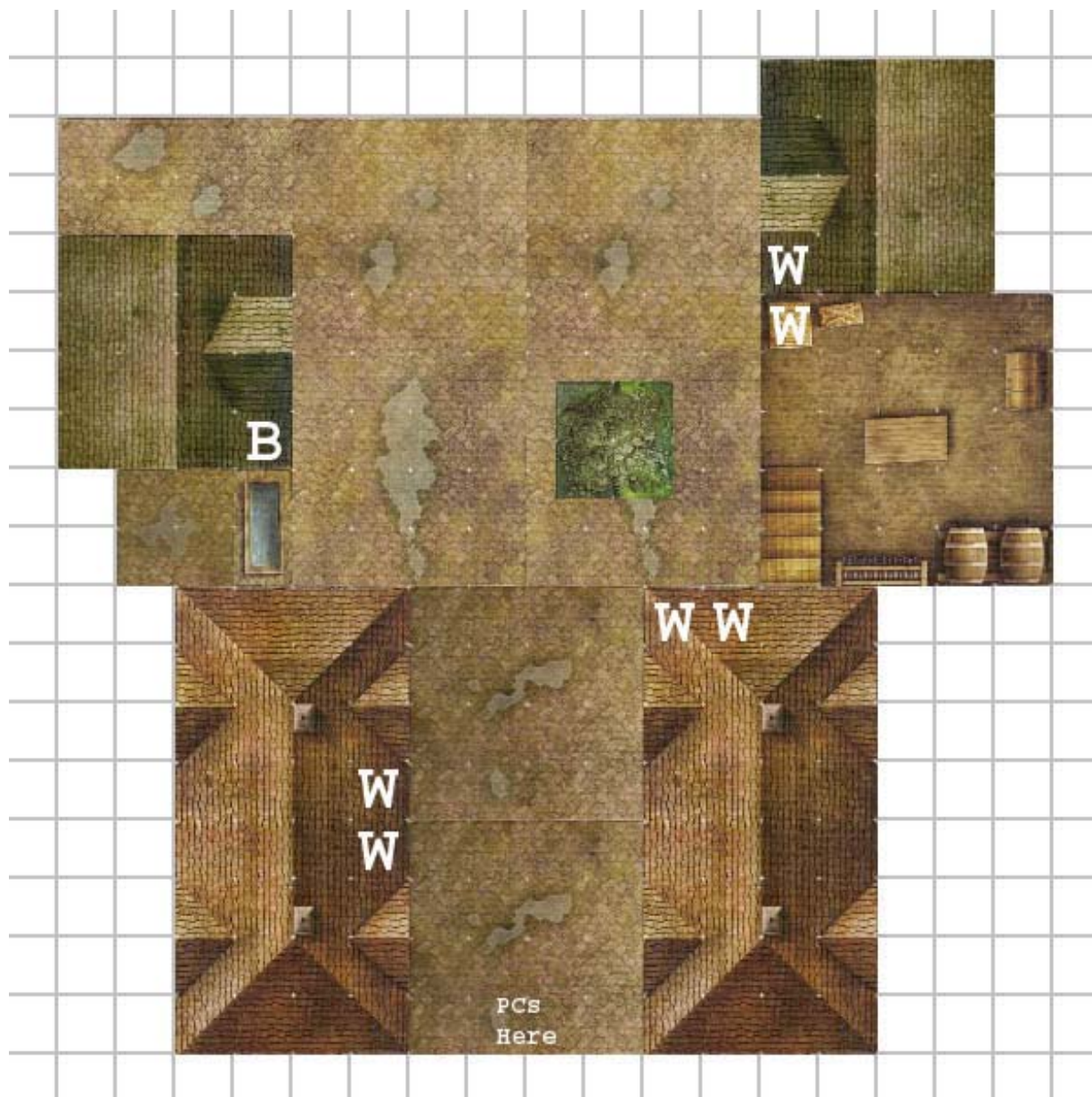
Wailing Ghost (Banshee)		Level 12 Controller
Medium shadow humanoid (undead)		XP 700
Initiative +8 Senses Perception +13; darkvision		
HP 91; Bloodied 45		
AC 23; Fortitude 23, Reflex 23, Will 24		
Immune disease, poison; Resist insubstantial		
Speed fly 6 (hover); phasing		
m Spirit Touch (standard; at-will) ♦ Necrotic		
+15 vs. Reflex; 1d10 + 2 necrotic damage.		
R Death's Visage (standard; at-will) ♦ Fear, Psychic		
Ranged 5; +15 vs. Will; 2d6 + 3 psychic damage, and the target takes a -2 penalty to all defenses (save ends).		
C Terrifying Shriek (standard; recharge 5 6) ♦ Fear, Psychic		
Close burst 5; targets enemies; +15 vs. Will; 2d8 + 3 psychic damage, the target is pushed 5 squares and is immobilized (save ends).		
Alignment	Unaligned	Languages Common
Skills	Stealth +13	
Str 14 (+8)	Dex 15 (+8)	Wis 14 (+8)
Con 13 (+7)	Int 10 (+6)	Cha 17 (+9)

Wraith (Level 7)		Level 7 Lurker
Medium shadow humanoid (undead)		XP 300
Initiative +11 Senses Perception +3; darkvision		
HP 46; Bloodied 23		
Regeneration 5 (if the wraith takes radiant damage, regeneration is negated until the end of the wraith's next turn)		
AC 18; Fortitude 15, Reflex 18, Will 16		
Immune disease, poison; Resist 10 necrotic, insubstantial; Vulnerable 5 radiant (see also regeneration above)		
Speed fl y 6 (hover); phasing ; see also shadow glide		
m Shadow Touch (standard; at-will) ♦ Necrotic		
+10 vs. Reflex; 1d6+5 necrotic damage, and the target is weakened (save ends).		
Combat Advantage ♦ Necrotic		
The wraith deals an extra 1d6 necrotic damage against any target it has combat advantage against.		
Shadow Glide (move; encounter)		
The wraith shifts 6 squares.		
Spawn Wraith		
Any humanoid killed by a wraith rises as a free-willed wraith at the start of its creator's next turn, appearing in the space where it died (or in the nearest unoccupied space). Raising the slain creature (using the Raise Dead ritual) does not destroy the spawned wraith.		
Alignment Chaotic evil		Languages Common
Skills Stealth +11		
Str 4 (+0)	Dex 18 (+7)	Wis 10 (+3)
Con 13 (+4)	Int 6 (+1)	Cha 15 (+5)

ENCOUNTER 1: “THE FIRST ASSAULT” MAP

DU2: STREETS OF SHADOW

Wood Platform / Storage Room	5x5	x1
Street / Sewer 3-way intersection	4x4	x2
Two puddle street / Sewer without pipe	4x2	x1
Long Street / Long Sewer	4x8	x2
Armor Merchant / Piled Refuse	2x2	x1
Building / Sewer Outfall	4x4	x2
Large Building / More Sewer	4x8	x2
Water Trough / Sewer Again	2x1	x1
Street / Sewer Turn	2x2	x1



ENCOUNTER 2: THE SECOND ASSAULT

ENCOUNTER LEVEL 9 / 11 (1,950 / 2,975 XP)

SETUP

This encounter includes the following creatures at the low tier:

1 war troll vampire lord (T)
6 vampire spawn (V1)
Yazeth Cobb (Y)

This encounter includes the following creatures at the high tier:

1 war troll vampire lord (Level 13) (T)
11 vampire spawn (V1 and V2)
Yazeth Cobb (Y)

After the PCs deal with the first encounter and get a chance to take a short rest, they are asked by their commander Larathorn to move deeper into the ruins, where Yazeth Cobb has requested help.

As the adventurers enter the area where they were ordered to assist Yazeth, read:

Around a corner, the street opens into a plaza. The streets and plaza are littered with bodies. Most of the bodies appear to be either members of your expedition or armed people dressed as pirates or sailors.

When the PCs get to a position where they can see Yazeth in the plaza, read or paraphrase the following:

At the center of the plaza is a fountain, but instead of a stone statue on the plinth, there is a large suit of platemail holding a large sword.

In the space between two buildings, a set of bleachers faces the plaza. It looks as if, at one point, the plaza might have been used for some sort of performances.

Amidst the bodies strewn about the plaza kneels Yazeth Cobb, the patron responsible for this venture. He appears to be momentarily stunned by the death and devastation around him. He kneels, cradling the body of a fallen paladin of Amaunator.

As the PCs move into the area, they see that the paladin isn't quite as dead as his father believes:

With startling speed, the hand of the body that Yazeth Cobb cradled shoots out, grabbing your patron by the neck. Yazeth pulls away in horror, and the body rises above him.

Anyone making a DC 21 Perception check (active or passive) now sees that a number of bodies, including the dead paladin, have begun to rise. A subsequent DC 15 Religion check allows the PC to identify the risen creatures as vampire spawn. A successful DC 26 Perception check reveals that there is also something occupying the large suit of armor, and it is starting to move.

Yazeth's starting location is marked on the battle map. None of the other enemies target Yazeth, so once the PCs rescue him, he moves away from the area of fiercest fighting. No stat block is provided for Yazeth as he is not intended to be a significant resource for the PCs during this adventure. However, he is a cleric, so you can describe him aiding the fight in other ways (alongside other NPC followers of Amaunator) and he can provide a *healing word* or two to save a PC from dying if the party is in dire straits.

FEATURES OF THE AREA

Illumination: The ruins of Zhentil Keep are dimly lit, even during the day. The perpetual twilight from above means that there is never any direct sunlight to deactivate the war troll vampire lord's regeneration.

Puddles: The areas in the street and plaza covered with liquid are puddles of stale water and blood, as well as bodies. These areas are slick and crowded but do not hinder movement.

Dry Fountain: The fountain contains no water, and it is blocking terrain. The war troll vampire lord can step down from the fountain without movement penalty, but it cannot move back into it.

Bleachers: The body-covered bleachers are difficult terrain when moving up them, but not moving laterally or down them.

Buildings: The buildings are three-storied and are treated as impassible. They are also haunted. Any creature that ends its turn next to a building is attacked by ghostly hands and arms coming out of them. Attack +11/+12 vs. Reflex; 1d12+6 damage, and the target is restrained (save ends). This includes the vampires. The arms cannot be attacked or removed.

TACTICS

Once combat begins, the PCs have two rounds to save Yazeth. On the first round when the vampire spawn act, one of the spawn grabs him. On the second round, unless that spawn is dead or has been engaged in melee by the PCs, it tears out the cleric's throat.

Although there should be no surprise round, the PCs can only target enemies if they recognize them as vampires. The vampire spawn rise and attempt to swarm the nearest enemy. They go after bloodied enemies when possible and try to avoid ending their turn adjacent to a building. They target warlocks first. Depending on the situation, you can bring the spawn into the battle in stages, or have them all come in at once. Since the war troll vampire lord is more effective when it has combat advantage, bringing the spawn into the combat in stages (a few every three rounds, perhaps), allows it to take advantage of flanking for longer in the combat than if you put out the minions all at once.

The war troll vampire lord uses *sweeping strike* to knock PCs prone, and then follows up with *blood drain* when he has combat advantage. He uses *blood pursuit* to stay within reach of PCs who rely on ranged attacks. If there is a particularly annoying PC—either one defending or one doing large amounts of damage—he uses *dominating gaze* against that PC.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: After the first six minions fall, four more minions rise from the same squares as the originals and attack.

Six PCs: After the first eleven minions fall, eight more minions rise from the same squares as the originals and attack.

ENDING THE ENCOUNTER

If the PCs are able to save Yazeth, he is profoundly thankful. His ability to lead and coordinate would have been lost without the bravery of the PCs. Because of this, the PCs will have the opportunity to take an extended rest at the end of Encounter 4, before they enter the Temple in the Sky.

If Yazeth dies, this is a serious blow to the morale of the expedition. News of their patron's death quickly spreads across the forces fighting within the ruins. Without Yazeth's leadership, the expedition will be unable to secure an area long enough to give the PCs a chance to take an extended rest at the end of Encounter

4. They will have to hope that their remaining resources are enough to see them through an extra encounter before they will earn the chance for an extended rest.

EXPERIENCE POINTS

The PCs earn 390/595 XP each for completing this encounter successfully.

TREASURE

In the dry fountain are gems and jewelry collected by the war troll. This amounts to 50/75 gp per PC.

ENCOUNTER 2: “THE SECOND ASSAULT” STATISTICS (LOW LEVEL)

War Troll Vampire Lord	Level 11 Elite Soldier
Large natural humanoid (undead)	XP 1,200
Initiative +11 Senses Perception +14; darkvision	
HP 194; Bloodied 97	
Regeneration 10 (regeneration does not function while the vampire lord is exposed to direct sunlight)	
AC 29; Fortitude 28, Reflex 24, Will 24	
Immune disease, poison; Resist 10 necrotic; Vulnerable 10 radiant	
Saving Throws +2	
Speed 7, climb 4 (spider climb)	
Action Points 1	
m Greatsword (standard; at-will) ♦ Weapon	
Reach 2; +17 vs. AC; 1d12+7 damage, and the target is marked until the end of the vampire lord's next turn.	
m Claw (standard; at-will)	
Reach 2; +17 vs. AC; 2d6+7 damage.	
r Longbow (standard; at-will) ♦ Weapon	
Ranged 20/40; +17 vs. AC; 1d12+2 damage.	
C Sweeping Strike (standard; at-will)	
Requires greatsword; close blast 2; +17 vs. AC; 1d12+7 damage and the target is knocked prone.	
Blood Pursuit (immediate reaction; when a bloodied enemy within 2 squares of the vampire lord moves or shifts; at-will)	
The vampire lord shifts 1 square closer to the enemy.	
Threatening Reach	
The vampire lord can make opportunity attacks against all enemies within its reach (2 squares).	
M Blood Drain (standard; recharges when an adjacent creature becomes bloodied) ♦ Healing	
Requires combat advantage; +13 vs. Fortitude; 2d12 + 8 damage, the target is weakened (save ends), and the vampire lord regains 48 hit points.	
R Dominating Gaze (minor; recharge 6) ♦ Charm	
Ranged 5; +13 vs. Will; the target is dominated (save ends, with a –2 penalty on the saving throw). <i>Aftereffect</i> : The target is dazed (save ends). The vampire lord can dominate only one creature at a time.	
Mist Form (standard; encounter) ♦ Polymorph	
The vampire lord becomes insubstantial and gains a fly speed of 12, but cannot make attacks. The vampire lord can remain in mist form for up to 1 hour or end the effect as a minor action.	
Alignment Evil	Languages Common
Skills Athletics +16, Endurance +14	
Str 24 (+13)	Dex 16 (+10) Wis 16 (+5)
Con 20 (+6)	Int 10 (+6) Cha 12 (+8)
Equipment plate armor, greatsword, longbow, quiver of 30 arrows	

Vampire Spawn Bloodhunter	Level 10 Minion
Medium natural humanoid (undead)	XP 125
Initiative +8 Senses Perception +6; darkvision	
HP 1; a missed attack never damages a minion.	
AC 25; Fortitude 22, Reflex 23, Will 22	
Immune disease, poison; Resist 10 necrotic	
Speed 7, climb 4 (spider climb)	
m Claws (standard, at-will) ♦ Necrotic	
+16 vs. AC; 6 necrotic damage (8 necrotic damage against a bloodied target).	
Destroyed by Sunlight	
A vampire spawn that begins its turn in direct sunlight can take only a single move action on its turn. If it ends the turn in direct sunlight, it burns to ash and is destroyed.	
Alignment Evil	Languages Common
Str 14 (+7)	Dex 16 (+8) Wis 12 (+6)
Con 14 (+7)	Int 10 (+5) Cha 14 (+7)

ENCOUNTER 2: “THE SECOND ASSAULT” STATISTICS (HIGH LEVEL)

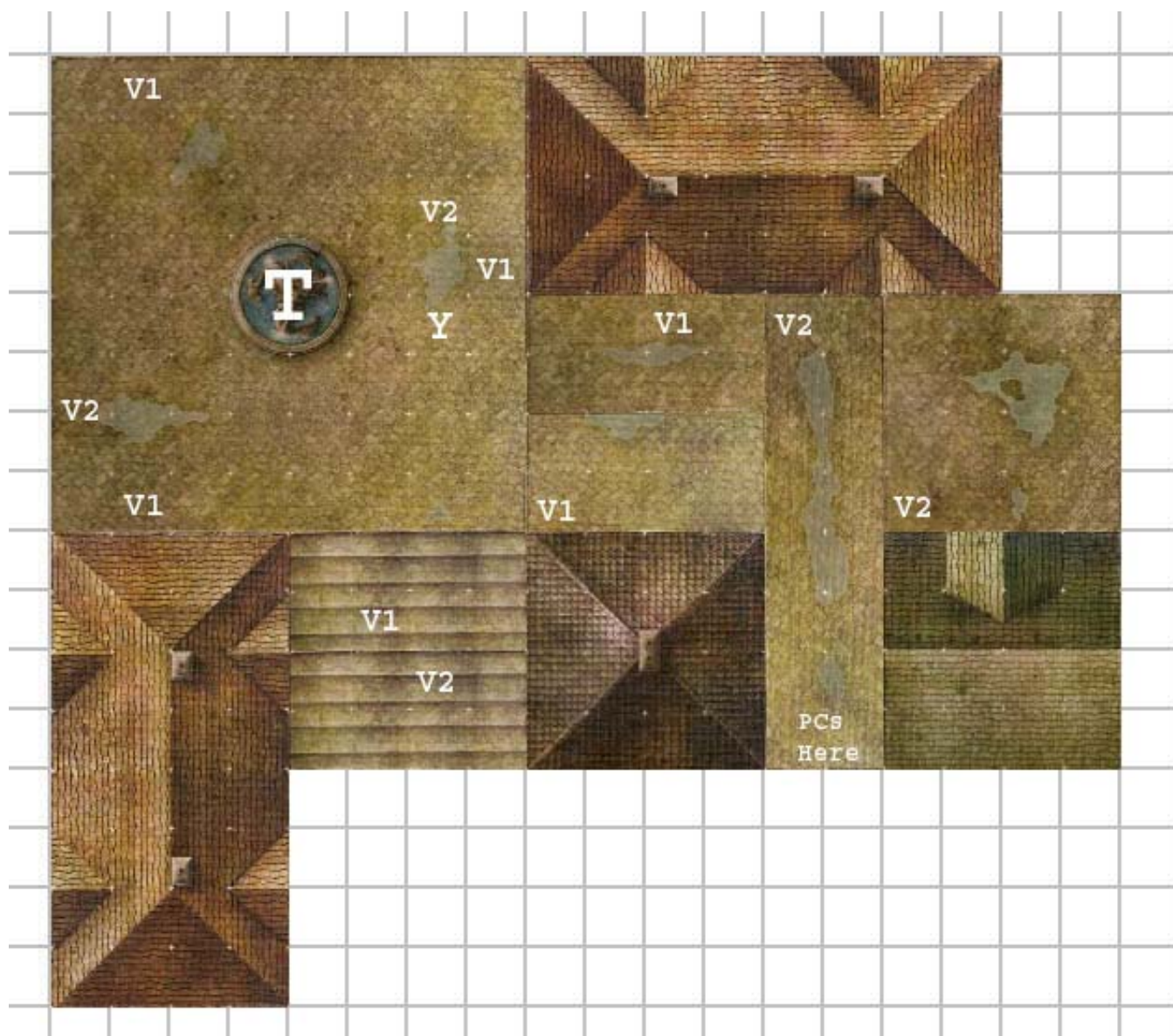
War Troll Vampire Lord (Level 13)	Level 13 Elite Soldier
Large natural humanoid (undead)	XP 1,600
Initiative +12 Senses Perception +15; darkvision	
HP 226; Bloodied 113	
Regeneration 10 (regeneration does not function while the vampire lord is exposed to direct sunlight)	
AC 31; Fortitude 30, Reflex 26, Will 26	
Immune disease, poison; Resist 10 necrotic; Vulnerable 10 radiant	
Saving Throws +2	
Speed 7, climb 4 (spider climb)	
Action Points 1	
m Greatsword (standard; at-will) ♦ Weapon	
Reach 2; +19 vs. AC; 1d12+8 damage, and the target is marked until the end of the vampire lord's next turn.	
m Claw (standard; at-will)	
Reach 2; +19 vs. AC; 2d6+8 damage.	
r Longbow (standard; at-will) ♦ Weapon	
Ranged 20/40; +19 vs. AC; 1d12+3 damage.	
C Sweeping Strike (standard; at-will)	
Requires greatsword; close blast 2; +19 vs. AC; 1d12+8 damage and the target is knocked prone.	
Blood Pursuit (immediate reaction; when a bloodied enemy within 2 squares of the vampire lord moves or shifts; at-will)	
The vampire lord shifts 1 square closer to the enemy.	
Threatening Reach	
The vampire lord can make opportunity attacks against all enemies within its reach (2 squares).	
M Blood Drain (standard; recharges when an adjacent creature becomes bloodied) ♦ Healing	
Requires combat advantage; +15 vs. Fortitude; 2d12 + 9 damage, the target is weakened (save ends), and the vampire lord regains 56 hit points.	
R Dominating Gaze (minor; recharge 6) ♦ Charm	
Ranged 5; +15 vs. Will; the target is dominated (save ends, with a –2 penalty on the saving throw). <i>Aftereffect:</i> The target is dazed (save ends). The vampire lord can dominate only one creature at a time.	
Mist Form (standard; encounter) ♦ Polymorph	
The vampire lord becomes insubstantial and gains a fly speed of 12, but cannot make attacks. The vampire lord can remain in mist form for up to 1 hour or end the effect as a minor action.	
Alignment Evil Languages Common	
Skills Athletics +17, Endurance +15	
Str 24 (+14) Dex 16 (+11) Wis 16 (+6)	
Con 20 (+7) Int 10 (+7) Cha 12 (+9)	
Equipment plate armor, greatsword, longbow, quiver of 30 arrows	

Vampire Spawn Bloodhunter	Level 10 Minion
Medium natural humanoid (undead)	XP 125
Initiative +8 Senses Perception +6; darkvision	
HP 1; a missed attack never damages a minion.	
AC 25; Fortitude 22, Reflex 23, Will 22	
Immune disease, poison; Resist 10 necrotic	
Speed 7, climb 4 (spider climb)	
m Claws (standard, at-will) ♦ Necrotic	
+16 vs. AC; 6 necrotic damage (8 necrotic damage against a bloodied target).	
Destroyed by Sunlight	
A vampire spawn that begins its turn in direct sunlight can take only a single move action on its turn. If it ends the turn in direct sunlight, it burns to ash and is destroyed.	
Alignment Evil Languages Common	
Str 14 (+7) Dex 16 (+8) Wis 12 (+6)	
Con 14 (+7) Int 10 (+5) Cha 14 (+7)	

ENCOUNTER 2: “THE SECOND ASSAULT” MAP

DU2: STREETS OF SHADOW

Street / Sewer 90	4x4	x1
Steps / Sewer Inlet	4x2	x2
Town Square Fountain / Sewer Junction	8x8	x1
Building / Sewer T	4x4	x2
Building / Sewer Outfall	4x4	x1
Large Building / More Sewer	4x8	x2
Street / Sewer Tee	4x2	x1
Street / Sewer Straight	4x2	x1
Long Street / Long Sewer	8x2	x1



ENCOUNTER 3: RUNNING THROUGH THE RUINS

**SKILL CHALLENGE LEVEL 8 / 10,
COMPLEXITY 1 (350 / 500 XP)**

SETUP

Number of Successes: 4

Number of Failures: 3

Primary Skills: Athletics, Heal, Perception, Religion, Stealth, Streetwise, Thievery

Once the PCs have completed the previous two combat encounters, they face no immediate and massive threat. Other battles rage all around the ruins, however, and the PCs are instructed by Larathorn to move as quickly and efficiently as possible toward the center of the ruins to where the supposed bridge to the Temple in the Sky is located. Someone has to secure the central location so that the expedition will be able to guard the backs of the group who will attempt to enter the Temple in the Sky and recover the relic.

While the terrible sounds of combat cascade around you from every corner of the ruins, no immediate threat stands before you. Your commander Larathorn approaches you. “While others deal with their foes, it seems The Keeper of the Yellow Sun has opened a path for you. Move as quickly as you can to the center of the ruins and try to secure that area until others can reach you and shore up the position.”

The PCs must use their skills to successfully navigate the ruins and arrive at the center of the ruins, making haste while attracting as little attention as possible. The following skills are suggestions; others can be used if the situation warrants.

As a DM, you are free to make up your own scenes, which the PCs must then react to using whatever skills, powers, rituals, or magic items best solve the dilemma placed before them. (For example, a PC with a *map of orienteering* from the *Adventurer’s Vault* sourcebook would certainly find that item handy in this situation.)

To make sure everyone contributes, it is suggested that you require that each PC make at least one skill check as the primary PC.

SKILL CHALLENGE

Athletics (DC 14/16): As the PCs move through the streets toward the center of the ruins, a large statue

has tipped over and blocked the alleyway they are trying to move through. Or, the characters become lost in the maze of streets, and a PC climbs the side of a building to get a better look at the best path to their destination.

Heal (DC 19/21): The PC recognizes that an area they are passing through contains some substance harmful to living creatures. Or, the PCs come across a group of their peers left for dead by the creatures of the ruins, and saving them from their wounds with a Heal check means more heroes in the fight later.

History (DC 19/21): The PC recalls details from an ancient map of Zhentil Keep, or some obscure passage in a book about the southern ruins, allowing the party to choose the quickest route to their destination.

Perception (DC 19/21): The PC notices a secret passage that allows the party to find an easier path to the center of the ruins. Or, the PC discovers an ambush set for them in a street ahead, allowing the party to bypass the enemies’ position.

Religion (DC 19/21): When the PC studies an area that the group is about to enter, they see signs of massive undead activity. Avoiding that area gets the PCs to their destination faster with less damage.

Stealth (DC 14/16): A PC scouts ahead and successfully detects danger before the party is noticed.

Streetwise (DC 19/21): When the PC studies an area of the ruins, he or she recognizes that shortcuts are likely to be available nearby.

Thievery (DC 19/21): A PC can break into a locked building to bypass having to go down a dangerous street. Or, the PC recognizes a certain area is likely to be trapped.

ENDING THE ENCOUNTER

Success: If the PCs attain 4 successes before suffering 3 failures, they succeed at the skill challenge. They each gain a +4 bonus to their initiative in the next encounter.

Failure: If the PCs reach 3 failures before earning 4 successes, they fail the skill challenge. The hazards of the ruins cause each PC to lose two healing surges.

EXPERIENCE POINTS

Each PC earns 70/100 experience points for succeeding in the skill challenge.

TREASURE

There is no treasure in this encounter.

ENCOUNTER 4: THE THIRD ASSAULT

ENCOUNTER LEVEL 10 / 12 (2,700 / 3,450 XP)

SETUP

This encounter includes the following creatures at the low tier:

- 1 bonespitter (Level 12) (B)
- 1 winged putrescence (Level 10) (P)
- 3 wyrm-wisps (Level 7) (W)

This encounter includes the following creatures at the high tier:

- 1 bonespitter (Level 14) (B)
- 1 winged putrescence (Level 12) (P)
- 3 wyrm-wisps (Level 8) (W)

As the adventurers enter the area, read:

Although you still hear battles raging all around the rest of the ruins, you have reached the center, and it is eerily quiet here. Ahead, a platform rests in the central square of this part of the ruined Keep. All around it, and in piles at its corners, rest variously shaped and sized bones. To the right of the platform, a hole in the ground spews forth a noxious green and brown liquid. Two bodies wearing the garb of followers of Cyric lie face down in pools of the disgusting fluid.

A sewer grate in front of the platform rests open, and a few boxes and barrels have been placed on the ground.

Hanging down from a large, rocky island floating in the sky far above you is a black and silver chain. The end of the chain hangs just above the platform.

When the PCs move onto the map, read or paraphrase:

One of the piles of bones rises and takes the form of a dragon. From the hole in the ground where the vile liquid pours out, the decaying body of another dragon appears. From the ground, small wispy dragon-shaped wraiths slip through the pavement.

(Note: The monsters in this encounter are drawn from the *Draconomicon* sourcebook. If you have access to that book, there are pictures on pages 204 (wyrm-wisp) and

207 (bonespitter) that you can show the players. The winged putrescence is found on page 205, but it doesn't have a picture. However, it's basically a big rotting zombie dragon. Embellish as necessary to create a suitable scene for the players.

FEATURES OF THE AREA

Illumination: The ruins of Zhentil Keep are dimly lit, even during the day.

Puddles: The areas in the street and plaza covered with liquid are puddles of stale water and blood, as well as bones. These areas are slick and crowded but do not hinder movement.

Platform: The platform is 15 feet high, and using the steps to get atop the platform counts as difficult terrain.

Green and Brown Liquid: All of the squares that contain any sort of green liquid (in the right-center of the map) are difficult terrain. Any living creature entering those squares finds that the stuff burns with poison and putrescence. +13/+14 vs. Fortitude; 5 necrotic and poison damage, and the character is dazed (save ends).

Crates, Barrels and Bench: These areas of the map are blocking terrain.

Black and Silver Chain: The black and silver chain glows and is etched with magical runes. A creature cannot be forced to make contact with the chain; however, any creature choosing to grab the chain (which can be reached from anyone atop the platform) is subjected to an attack. +13/+14 vs. Will; the target falls unconscious (save ends); *Aftereffect:* the target is dazed (save ends).

TACTICS

Note: As described in the DM's Introduction and Encounter 1, the combination of weakening powers, being insubstantial, and having regeneration can make the wyrm-wisps in his encounter overwhelming on their own, much less in conjunction with the other creatures. Strongly consider running the wyrm-wisps with 27/30 hit points instead of their full complement. If the PCs are easily handling them—or if the PCs request before the start of play that they want the most challenging version of the adventure you can provide—then run the wyrm-wisps with their full complement of hit points.

The bonespitter stays away from melee combat and uses *bone shard* to immobilize defenders, freeing the winged putrescence to go after softer targets. If the bonespitter can get several PCs in its *bone storm*, it does so even if that means hitting its allies. If the bonespitter

gets into melee, it uses a *tail slap* to try to push a PC into the vile liquid.

The winged putrescence moves quickly to engage the closest non-defender. If it can get multiple PCs, it uses *wing beat* or *putrid blast*; otherwise it uses a *claw attack* to grab a non-defender.

The wyrm-wisps do not come out of the sewers beneath the street until it is their turn in initiative, and they use *death dive* as soon as possible to weaken strikers, while on their way to attack any PC who would grant the wyrm-wisps combat advantage. The wyrm-wisps take turns using their *death dive*, so that each round multiple PCs are weakened.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove one wyrm-wisp.

Six PCs: Add another wyrm-wisp.

ENDING THE ENCOUNTER

Once the PCs have defeated the undead dragons, they can hold the center of the ruins until reinforcements arrive. If Yazeth Cobb is still alive (i.e. if the PCs saved him in Encounter 2) then the Amaunatori rally enough to establish a defensive position here. This allows the PCs to take an extended rest now, should they choose to do so. (An extended rest takes 6 hours, not 24 hours, so this isn't as unlikely as it might seem at first glance.)

If Yazeth is dead, then the paladin Larathorn assumes leadership of the expedition, but many of the good-aligned forces are dead or have fled from the ruins. In this case, the PCs will not be able to take an extended rest until after they have defeated the monsters within the Temple in the Sky. There are enough surviving Amaunatori to guard the base of the chain long enough for the PCs to hopefully enter the Temple in the Sky and retrieve the relic, but not enough to keep the position on the ground safe from the rampaging undead long enough for the PCs to take an uninterrupted 6-hour rest.

EXPERIENCE POINTS

The PCs earn 540/690 experience points each for completing this encounter successfully.

TREASURE

With a DC 20 Perception check while searching under the platform, the PCs find a stashed cache of treasure, amounting to 65/90 gp per PC. This treasure was brought here by the worshippers of Cyric, who were trying to figure out how to ascend the chain and get into

the Temple in the Sky themselves, but were slaughtered by the undead before they could do so.

ENCOUNTER 4: “THE THIRD ASSAULT” STATISTICS (LOW LEVEL)

Bonespitter (Level 12)		Level 12 Artillery	
Huge natural animate (dragon, undead)		XP 800	
Initiative +14		Senses Perception +8; darkvision	
HP 101; Bloodied 50			
AC 24; Fortitude 21, Reflex 22, Will 18			
Immune disease, poison; Resist 20 necrotic; Vulnerable 10 radiant			
Speed 10, climb 8			
m Tail Slap (standard; at-will)			
Reach 2; +19 vs. AC; 1d12+7 damage, and the target is pushed 2 squares.			
r Bone Shard (standard; at-will)			
+19 vs. AC; 2d6+4 damage, and the target is immobilized (save ends).			
C Bone Storm (standard; recharge 6) ♦ Teleportation			
Close blast 10; +19 vs. AC; 3d10+4 damage, and the target is immobilized (save ends). The bonespitter can teleport to any square within the blast's area. <i>Miss</i> : Half damage, and the target is not immobilized.			
Alignment Unaligned		Languages --	
Str 21 (+13)	Dex 27(+16)	Wis 15 (+10)	
Con 23 (+14)	Int 3(+4)	Cha 8 (+7)	

Winged Putrescence (Level 10)		Level 10 Elite Brute	
Large natural animate (dragon, undead)		XP 1000	
Initiative +3		Senses Perception +3; darkvision	
Stench of Decay aura 2; any enemy within the aura takes a -2 penalty to attack rolls			
HP 260; Bloodied 130			
AC 24; Fortitude 26, Reflex 20, Will 20			
Immune disease, poison; Resist 10 necrotic; Vulnerable 20 against critical hits; radiant (a winged putrescence that takes radiant damage is dazed [save ends])			
Saving Throws +2			
Speed 6, fly 4 (clumsy)			
Action Points 1			
m Claw (standard; sustain standard; at-will)			
Reach 2; +13 vs. AC; 4d4+7 damage, and a Large or smaller target is grabbed and immobilized (both until escape). When the winged putrescence sustains the grab, it deals 4d4+7 damage to the target. It can't make other attacks while grabbing a target.			
C Wing Beat (standard; recharge 4 5 6)			
Close burst 3; +11 vs. Fortitude; 2d6+7 damage, and the target is pushed 1 square and knocked prone.			
C Putrid Blast (minor; recharge 5 6) ♦ Acid, Necrotic			
Close blast 5; +11 vs. Reflex; 3d6+7 damage, and the target is immobilized and takes ongoing 10 acid and necrotic damage (save ends both).			
Alignment Unaligned		Languages --	
Str 22 (+11)	Dex 10 (+5)	Wis 10 (+4)	
Con 20 (+10)	Int 1 (+0)	Cha 3 (+1)	

Wyrmsp (Level 7)		Level 7 Skirmisher	
Small shadow magical beast (dragon, undead)		XP 300	
Initiative +10		Senses Perception +3; darkvision	
HP 54; Bloodied 27			
AC 21; Fortitude 18, Reflex 21, Will 18			
Regeneration 5 (if the wyrmsp takes radiant damage, regeneration does not function on its next turn.			
Immune disease, poison; Resist 10 necrotic; insubstantial			
Speed fly 8 (hover), phasing; see also <i>death dive</i>			
m Shadow Bite (standard, at-will) ♦ Necrotic			
+11 vs. Reflex; 1d10+6, and the target is weakened (save ends).			
Combat Advantage ♦ Necrotic			
The wisp-wyrmsp deals 1d6 extra necrotic damage against any target it has combat advantage against.			
Death Dive (move, encounter) ♦ Necrotic			
The wisp-wyrmsp shifts 6 squares. If it enters the space of another creature, that creature takes 1d6 necrotic damage and is weakened until the end of the wisp-wyrmsp's next turn.			
Spawn Wraith			
Any humanoid creature killed by a wisp-wyrmsp rises as a free-willed wraith at the start of its creator's next turn; a dragon instead rises as a wisp-wyrmsp. The new wraith appears in the space where it died or in the nearest unoccupied space. Raising the slain creature (using the Raise Dead ritual) does not destroy the spawned wraith.			
Alignment Chaotic evil		Languages Draconic	
Str 10 (+4)	Dex 19 (+8)	Wis 12 (+5)	
Con 13 (+5)	Int 6 (+2)	Cha 10 (+4)	

ENCOUNTER 4: “THE THIRD ASSAULT” STATISTICS (HIGH LEVEL)

Bonespitter (Level 14)		Level 14 Artillery
Huge natural animate (dragon, undead)		XP 1000
Initiative +15	Senses Perception +8; darkvision	
HP 113; Bloodied 56		
AC 26; Fortitude 23, Reflex 24, Will 20		
Immune disease, poison; Resist 20 necrotic; Vulnerable 10 radiant		
Speed 10, climb 8		
m Tail Slap (standard; at-will)		
Reach 2; +21 vs. AC; 1d12+8 damage, and the target is pushed 2 squares.		
r Bone Shard (standard; at-will)		
+21 vs. AC; 2d6+5 damage, and the target is immobilized (save ends).		
C Bone Storm (standard; recharge 6) ♦ Teleportation		
Close blast 10; +21 vs. AC; 3d10+5 damage, and the target is immobilized (save ends). The bonespitter can teleport to any square within the blast's area. Miss: Half damage, and the target is not immobilized.		
Alignment Unaligned		Languages --
Str 21 (+14)	Dex 27(+17)	Wis 15 (+11)
Con 23 (+15)	Int 3(+5)	Cha 8 (+8)

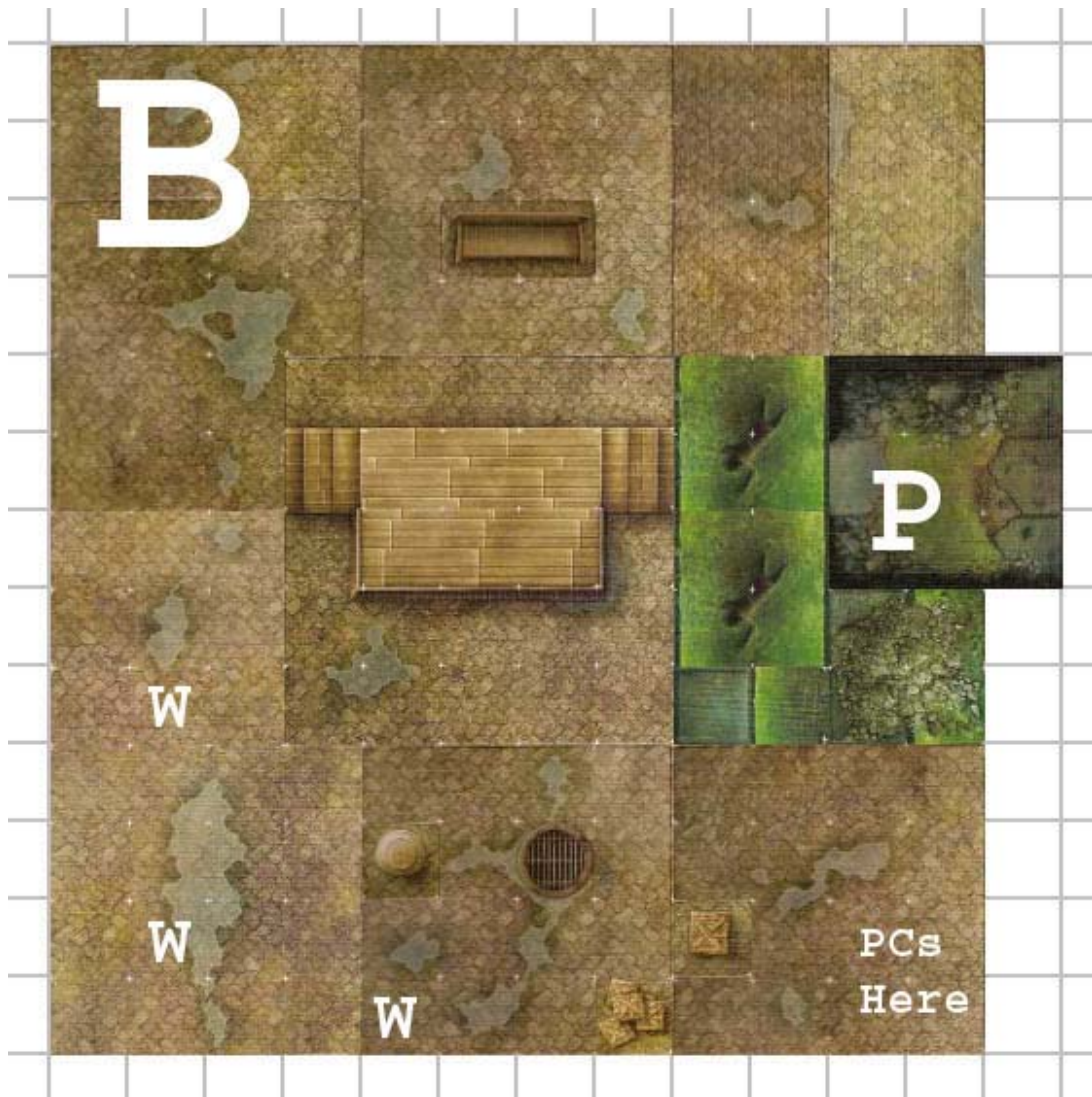
Winged Putrescence (Level 12)		Level 12 Elite Brute	
Large natural animate (dragon, undead)		XP 1400	
Initiative +6		Senses Perception +6; darkvision	
Stench of Decay aura 2; any enemy within the aura takes a -2 penalty to attack rolls			
HP 300; Bloodied 150			
AC 26; Fortitude 28, Reflex 22, Will 22			
Immune disease, poison; Resist 10 necrotic; Vulnerable 20 against critical hits; radiant (a winged putrescence that takes radiant damage is dazed [save ends])			
Saving Throws +2			
Speed 6, fly 4 (clumsy)			
Action Points 1			
m Claw (standard; sustain standard; at-will)			
Reach 2; +15 vs. AC; 4d4+8 damage, and a Large or smaller target is grabbed and immobilized (both until escape). When the winged putrescence sustains the grab, it deals 4d4+8 damage to the target. It can't make other attacks while grabbing a target.			
C Wing Beat (standard; recharge 4 5 6)			
Close burst 3; +13 vs. Fortitude; 2d6+8 damage, and the target is pushed 1 square and knocked prone.			
C Putrid Blast (minor; recharge 5 6) ♦ Acid, Necrotic			
Close blast 5; +13 vs. Reflex; 3d6+8 damage, and the target is immobilized and takes ongoing 10 acid and necrotic damage (save ends both).			
Alignment Unaligned		Languages --	
Str 22 (+12)	Dex 10 (+7)	Wis 10 (+6)	
Con 20 (+12)	Int 1 (+1)	Cha 3 (+2)	

Wurm-Wisp (Level 8)		Level 8 Skirmisher
Small shadow magical beast (dragon, undead)		XP 350
Initiative +11		Senses Perception +3; darkvision
HP 60; Bloodied 30		
AC 22; Fortitude 19, Reflex 22, Will 19		
Regeneration 5 (if the wurm-wisp takes radiant damage, regeneration does not function on its next turn.		
Immune disease, poison; Resist 10 necrotic; insubstantial		
Speed fly 8 (hover),phasing; see also <i>death dive</i>		
m Shadow Bite (standard, at-will) ♦ Necrotic		
+12 vs. Reflex; 1d10+7, and the target is weakened(save ends).		
Combat Advantage ♦ Necrotic		
The wisp-wurm deals 1d6 extra necrotic damage against any target it has combat advantage against.		
Death Dive (move, encounter) ♦ Necrotic		
The wurm-wisp shifts 6 squares. If it enters the space of another creature, that creature takes 1d6 necrotic damage and is weakened until the end of the wurm-wisp's next turn.		
Spawn Wraith		
Any humanoid creature killed by a wurm-wisp rises as a free-willed wraith at the start of its creator's next turn; a dragon instead rises as a wurm-wisp. The new wraith appears in the space where it died or in the nearest unoccupied space. Raising the slain creature (using the Raise Dead ritual) does not destroy the spawned wraith.		
Alignment Chaotic evil		Languages Draconic
Str 10 (+5)	Dex 19 (+9)	Wis 12 (+6)
Con 13 (+6)	Int 6 (+3)	Cha 10 (+5)

ENCOUNTER 4: “THE THIRD ASSAULT” MAP

DU2: STREETS OF SHADOW

Wood Barrel / Floating Crate	1x1	x1
Large Group / Broken Sewer Path	3x3	x1
Wood Platform / Storage Room	5x5	x1
Wood Crate / Floating Barrel	1x1	x1
Stack of Crates / Toxic Rats	1x1	x1
Street with manhole / Sewer 4-way intersection	4x4	x1
Street / Sewer 3-way intersection	4x4	x1
One puddle street / Sewer with pipe	4x2	x1
Long Street / Long Sewer	4x8	x1
Street / Sewer 90	4x4	x1
Street / Sewer	4x4	x1
Street / Sewer Bridge	4x2	x1
Park Bench / Water Main	1x2	x1



ENCOUNTER 5: CHAIN GANG

SKILL CHALLENGE LEVEL 8 / 10, COMPLEXITY 1 (350 / 500 XP)

SETUP

In this challenge, the PCs must scale the chain that leads up to the Temple in the Sky. (There are no known portals within the temple that the PCs could access, lower-level rituals such as Phantom Steed generally do not allow one to ascend to the island's height of several hundred feet, and even if the party had access to mounts, magic items, or powers that would allow overland flight, the structure is warded against such effects and makes devastating attacks against any creature who attempts to fly too close. Yazeth Cobb or Larathorn can share all this information with the PCs if they try to plan a way to fly up to the temple.)

Before you, a wide silver and black chain hangs down from the floating island. It is definitely glowing, and the island floating several hundred feet above the ruins looks foreboding.

SKILL CHALLENGE

This encounter does not use the standard skill challenge mechanics, because the PCs need to make it to the top of the chain regardless (otherwise the adventure is over). Instead, the challenge is organized into a series of short scenes. The Temple in the Sky is heavily warded against intrusion, and the chain itself actively resists the PCs' attempts to climb it. As they make their way to the top, they must survive a number of perilous moments. The PCs must successfully complete (or survive) a total of five scenes in order to make it to the top of the chain.

Some of the obstacles require every PC to make a skill check of the same type (such as Athletics or Endurance) while others allow for several different options. As always, the listed skills are guidelines and examples. Allow the players to use their powers and to propose clever alternative skills and strategies. Most of the DCs are moderate (14/16) but you can also use the hard DCs (19/21) and the easy DCs (9/11) for adjudicating additional actions on the fly.

The basic climb isn't difficult (Athletics DC 10) but some characters might have difficulty making this check on a regular basis. Ask the players what precautions their characters are taking to assist those PCs who are not skilled climbers. For example, the characters might rope themselves together, allowing the stronger PCs to help haul the weaker ones up the chain. That should be

considered a constant "aid another," allowing a stronger PC to grant a weaker PC a +2 bonus to Athletics checks. Some of the PCs might have climber's kits, which can be used to gain a +2 bonus on climbing checks. There are also various magic items that might help (such as *boots of equilibrium*, *boots of spider climbing*, *climbing claws*, *tumbler's shoes*, *wallwalkers*, or a *rope of climbing*) if the characters have invested in such equipment. It can be rare for such investments to pay off, so players who had the foresight to prepare for this kind of challenge should be rewarded in some fashion. They cannot bypass the skill challenge completely, even with a *rope of climbing*, because not all of the hazards are strictly about the climb itself, but they should certainly get some benefit.

As long as the players come up with some reasonable plan, you can assume that they are able to reduce the base DC for climbing the chain (outside of the specific scenes detailed below) to DC 0 (the equivalent of climbing a ladder). If there are characters who would still have to roll skill checks every round even to make a DC 0, then the other PCs will need to be very clever indeed in coming up with a way to help those characters make the ascent without falling.

Climbing several hundred feet at half speed is a lengthy endeavor. The total distance that the PCs must cover is about 80 squares. All the while, the chain is actively trying to dislodge them, and the natural environment is quite hazardous (the chain sways as the PCs' weight causes it to swing around, strong winds buffet the characters as they climb, and so forth.) Be sure that you emphasize the fantastic nature of their ascent in your descriptions during this encounter. This is truly the type of brazen maneuver that could only be attempted by heroes.

SCENE 1: WHIPLASH

As the PCs begin their ascent, the chain reacts violently, trying to fling them off. Each character must succeed on an **Athletics check** (DC 14/16) or be thrown loose by the violent shaking and slashing (links of chain looping around and slamming into them). A character who fails this check by 5 or more loses his or her grip on the chain completely and begins falling. You can allow other characters to act heroically and try to catch that character or otherwise arrest the fall, or you can give the PC a subsequent **Acrobatics check** (DC 14/16) to catch a link of chain a bit farther down.

A character who falls completely off the chain probably isn't high enough to be killed instantly, but the fall is perilous, dealing 5d10 damage at the low tier and 7d10 damage at the high tier. You should give the falling PCs at least two chances to catch themselves, with success meaning the character only loses one or

two healing surges instead of taking the full damage from the fall.

SCENE 2: ARE WE THERE YET?

This scene represents the accumulated fatigue that the PCs suffer from the exertion of such a prolonged climb under such difficult conditions. As the characters reach the one-third mark in their climb, each PC must succeed on an **Endurance check** (DC 9/11) or lose one healing surge to represent the stress and exhaustion that they have accumulated. A character may also attempt a **Heal check** (DC 14/16) to give himself or another character within reach a +2 bonus on the Endurance check. You might also allow a leader to inspire his or her fellows by using an ability such as *healing word* to negate the loss of a healing surge or grant the party a +1 bonus on their Endurance checks.

SCENE 3: TOO HOT TO HANDLE

As the PCs reach the next section of the chain, some of the links suddenly begin to sizzle with heat. The metal becomes painful to touch during the first round, and then hot enough to melt flesh on the second round. There are a few safe places, but they are hard to reach. This scene lasts for two rounds, meaning each PC is required to make two skill checks.

Acrobatics (DC 14/16): The PC is able to nimbly swing between sections of the chain, avoiding the burning links to stay on the safe sections.

Endurance (DC 19/21): The PC is able to tough it out and withstand the heat. The smell of cooking flesh is unpleasant, but the character suffers no damage.

A character who fails to avoid this hazard loses a healing surge. A character who has fire resistance 10 or greater is immune to the damage. Characters might also make sections of the chain safe by using cold-based powers to counter the heating effect.

SCENE 4: I SAID, ARE WE THERE YET?

The characters have covered more than two-thirds of the chain, and their muscles are begging for mercy. Each PC must succeed on an **Endurance check** (DC 14/16) or lose one healing surge to represent the stress and exhaustion that they have accumulated. However, a character may also attempt a **Heal check** (DC 19/21) to give himself or another character within reach a +2 bonus on this Endurance check.

SCENE 5: SHOOTING GALLERY

The final section of the chain has links that are carved with sigils and glyphs. As the PCs begin climbing

through this area, these runes start glowing, blasting at the climbers with dark energy.

This section of the challenge lasts until the PCs are able to disable a number of glyphs equal to the number of characters in the party. The glyphs attack first, and then the characters get to act. Any remaining glyphs attack again (choosing their targets randomly) and then the characters get to act again. This continues until the PCs have eliminated enough glyphs to proceed.

Glyph Attack: +12 / +14 vs. Reflex; 2d8 + 5 / 3d6 + 5 lightning and thunder damage.

Arcana (DC 19/21): The character is able to manipulate arcane energy to suppress the wards on a section of chain, making it safe to pass.

Perception (DC 14/16): The character is able to spot the most dangerous glyphs, helping another character who is trying to disarm them, or watches for the blasts of energy and shouts out when the other characters should try to duck or swing out of the way. This grants another character a +2 bonus on their skill check, or a +2 bonus to their Reflex defense against the chain's attacks.

Religion (DC 19/21): The character is able to challenge the evil power of Bane with the divine strength of his or her deity, making a section of chain safe to pass.

Thievery (DC 19/21): The character is able to deface key glyphs on a section of chain, causing a portion of the ward to collapse and become inert.

ENDING THE ENCOUNTER

Once the PCs have overcome all five of the scenes, they have made it to the top of the chain. If the characters lost a lot of healing surges during the challenge, or if they did not get to take an extended rest after Encounter 4, they might want to try and do so before entering the Temple. However, taking an extended rest outside the Temple isn't a good idea. There are howling winds which constantly slam into the floating island. Although the flying undead never come this high from the ruins below, the temple itself has gargoyles and other guardians who could harass intruders. Basically, if the characters insist on trying to rest here, you should improvise various disturbances and interruptions (but not full-blown combat encounters) to make it clear that they will have to proceed into the structure in order to have any chance of finding a place to rest.

EXPERIENCE POINTS

The PCs earn 70/100 experience points each for completing this encounter successfully.

ENCOUNTER 6: TEMPLE IN THE SKY

ENCOUNTER LEVEL 9 / 11 (2,050 / 3,100 XP)

SETUP

This encounter includes the following creatures at the low tier:

- 1 beholder eye of flame (Level 10) (B)
- 1 shambling nexus (X)
- 2 zombie brutes (Z1, Z2)

This encounter includes the following creatures at the high tier:

- 1 beholder eye of flame (B)
- 1 shambling nexus (Level 10) (X)
- 2 zombie brutes (Level 10) (Z1, Z2)

The Temple in the Sky is an enormous chunk of strange rock that defies gravity (an earthmote, as described in the *Forgotten Realms Campaign Guide*, page 52). The temple itself is made of black and brown stone, taller than it is wide. The bottom of the temple can be tethered to a specific location by means of the massive enchanted chain that dangles below the floating island.

For many years, the Temple was anchored above the Zhentarim stronghold known as the Flaming Tower, under the control of the wizard Manshoun. When the Flaming Tower was sacked by the Knights of Myth Drannor, the Temple floated away and became home to a beast cult led by a beholder named Xulla. Fzoul Chembryl eventually slaughtered the members of this cult, bent the beholder to his own will, and brought the Temple back to Zhentil Keep, where he intended to use it to shore up the Keep's defenses against the invading Shadovar. However, Fzoul's efforts failed, he himself was slain (becoming an Exarch of Bane), and the Temple has been unoccupied ever since, floating quietly above the southern ruins of Zhentil Keep. The PCs are the first adventurers to come here since the sacking of the Keep by Netheril.

As the adventurers enter the area, read:

The Temple in the Sky does not appear to have seen any habitation in many years. However, the remains of its past residents are abundant. Stables once held griffons

that were used to ferry people to and from the floating island. Bones and refuse litter the common areas where many cultists once lived and worshiped. None of these smaller chambers hold anything of apparent interest.

Finally you reach the dominant feature of the Temple: its huge audience chamber, which stretches some 70 feet high. There are several stair-stepped terraces leading from the entrance all the way to the very top, where a carved dais holds an elaborate altar dedicated to Bane.

This appears to have been the site of a massacre. The remains of several dozen humans litter the second level. Many of the bodies appear to be fused together, forming large, grisly piles of decayed flesh.

A booming voice seems to echo throughout the chamber, amplified by the cavernous ceiling. "Who dares enter the presence of the Voice of Bane? You shall pay dearly for your impertinence!" The source of the voice is a large, floating orb, with a huge central eye surrounded by smaller eyestalks. The creature's entire body flickers with flame.

As the beholder issues its challenge, several of the congealed corpse-piles lumber to their feet, shuffling forward to block your passage.

The beholder isn't interested in negotiating; it has essentially been in stasis ever since Fzoul Chembryl seized control of the Temple in the Sky. The only way the PCs can avoid an immediate fight is if they instantly bow down and begin worshipping the beholder (or at least pretend to). This would require some clever roleplaying and no doubt a few Bluff checks, but if the players want to try this strategy, you should give them a chance. Obviously, they aren't going to convert to the worship of Bane, but if they can trick the beholder, it is so desperate for attention that it can potentially be fooled (Insight +9/+10) long enough for the PCs to achieve a better tactical position.

The dead bodies are all that remains of the beholder's former cult, whose bodies have been transformed by Fzoul's necromancy into zombie hulks. They have no free will and begin attacking or stop attacking at the beholder's command. If the beholder dies, then nothing can stop them from continuing to attack until they have been destroyed.

The shambling nexus is initially concealed inside one of the braziers of necrotic energy. The PCs must succeed on a DC 25 Perception check to see that there are thicker shadows in one of the braziers. If anyone spots it, or when it takes its first action in combat, read the following:

You notice a darker, man-shaped shadow lurking within the heart of one of the braziers of black flame. Subtle currents of energy flow from this creature towards the other undead, seeming to bolster them in some fashion.

FEATURES OF THE AREA

Illumination: High windows allow the grayish light from outside the Temple to filter in, providing dim illumination throughout the area.

Ceiling: The audience chamber is huge. Its ceiling is 70 feet high.

Braziers: The braziers indicated on the map are filled with flickering black flames (necrotic energy) that do not shed light. A living creature that enters a brazier suffers 10 necrotic damage and ongoing 5 necrotic damage (save ends). The beholder can try to use its *telekinesis ray* to slide PCs into these squares. A character gets a saving throw to avoid this and instead fall prone at the edge of the hazardous terrain.

Stairs: The staircases are treated as difficult terrain. Each level is ten feet higher than the level before it, as indicated by the elevation markers on the tactical map. The beholder can try to use its *telekinesis ray* to fling PCs over the edge (the fall deals 1d10 points of damage and the character is knocked prone; the PC gets a saving throw to fall prone at the edge instead of going over).

TACTICS

The beholder eye of flame will always target a single character with at least two attacks: its *central eye* followed by a *fire ray*. With its other eye ray, it will generally target a different character with a *telekinesis ray* or a *fear ray*, as circumstances dictate. It tries to slide the characters into the hazardous terrain (into the braziers or off the ledges) or into positions where the zombie hulks can gang up on them. The beholder is not afraid to get into melee once the PCs start destroying the zombie hulks; its *eye rays* do not provoke opportunity attacks, and its *fiery burst* can deal heavy damage to multiple PCs if it can catch them within the area of effect.

The positioning of the zombie brutes is intended to try and block the PCs' access to the top level, allowing the beholder to blast them with impunity. Their tactics are straightforward. The brutes try to protect the shambling nexus (which can negate their vulnerability to radiant damage as long as it remains alive). On their first turn, and thereafter whenever it is available, they use their *zombie smash* power. (Don't forget to roll for the recharge each round.) Otherwise they use their *slam*.

The first time a zombie hulk is reduced to 0 hit points, it comes back a turn later thanks to its *rise again* ability.

The shambling nexus tries to stay within 5 squares of the zombie hulks, but without necessarily exposing itself to multiple PCs. As long as it is not engaged in melee, it uses its *speed of the dead* power to grant one of the zombie hulks an extra chance to move or an extra attack. If seriously threatened, it can retreat back inside one of the braziers of necrotic energy, which will force the PCs to either destroy it with ranged attacks or come in after it, suffering the consequences.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Decrease the beholder eye of flame's hit points by 32. Decrease the zombie hulks' hit points by 20. Decrease the shambling nexus's hit points by 16.

Six PCs: Add a third zombie hulk (Z3). Alternatively, increase the various monsters' hit points by the amounts listed above.

ENDING THE ENCOUNTER

The encounter ends when the PCs have destroyed the beholder and the undead. They are now in control of the Temple in the Sky and can search for the relic. Their information indicates that Fzoul Chembryl brought the relic here, but they will have to search the Temple to find the exact location. Proceed to Encounter 7.

EXPERIENCE POINTS

The PCs earn 410/620 experience points each for completing this encounter successfully.

TREASURE

There is no treasure in this encounter.

ENCOUNTER 6: “TEMPLE IN THE SKY” STATISTICS (LOW LEVEL)

Beholder Eye of Flame (Level 10)		Level 10 Elite Artillery
Large aberrant magical beast		XP 1,000
Initiative +10	Senses Perception +14; all-around vision, darkvision	
Eyes of the Beholder aura 5; at the start of each enemy's turn, if that creature is within the aura and in the eye of flame's line of sight, the eye of flame uses one random <i>eye ray</i> power against that creature.		
HP 156; Bloodied 78; see also <i>fiery burst</i>		
AC 23; Fortitude 23, Reflex 24, Will 25		
Saving Throws +2		
Speed fly 6 (hover)		
Action Points 1		
m Bite (standard; at-will)		
+15 vs. AC; 2d6 damage.		
R Central Eye (minor; at-will)		
Ranged 8; the target gains vulnerable 10 fire, and any attack that deals fire damage to the target also deals ongoing 5 fire damage (save ends both).		
R Eye Rays (standard; at-will) ♦ See Text		
The eye of flame can use up to two <i>eye ray</i> powers (chosen from the list below), at least one of which must be a <i>fire ray</i> . Each power must target a different creature. Using eye rays does not provoke opportunity attacks.		
1—Fire Ray (Fire): Ranged 8; +14 vs. Reflex; 2d8 + 5 fire damage.		
2—Telekinesis Ray: Ranged 8; +14 vs. Fortitude; the target slides 4 squares.		
3—Fear Ray (Fear): Ranged 8; +14 vs. Will; the target moves its speed away from the eye of flame by the safest route possible and takes a -2 penalty to attack rolls (save ends).		
C Fiery Burst (when first bloodied and again when the eye of flame is reduced to 0 hit points) ♦ Fire		
Close burst 2; +14 vs. Reflex; 2d8 + 5 fire damage.		
Alignment Evil	Languages Deep Speech	
Str 10 (+5)	Dex 20 (+10)	Wis 19 (+9)
Con 18 (+9)	Int 14 (+7)	Cha 23 (+11)

Zombie Hulk		Level 8 Brute
Large natural animate (undead)		XP 350
Initiative +2	Senses Perception +3; darkvision	
HP 88; Bloodied 44; see also <i>rise again</i>		
AC 20; Fortitude 23, Reflex 17, Will 18		
Immune disease, poison; Resist 10 necrotic; Vulnerable 10 radiant		
Speed 4		
m Slam (standard, at-will)		
Reach 2; +12 vs. AC; 2d8 + 5 damage.		
M Zombie Smash (standard, recharge 6)		
Reach 2; targets Medium or smaller creature; +12 vs. AC; 4d8 + 5 damage, and the target is knocked prone.		
Rise Again (the first time the zombie hulk drops to 0 hit points)		
Make a new initiative check for the zombie hulk. On its next turn, the zombie hulk rises (as a move action) with 44 hit points.		
Alignment Unaligned		Languages --
Str 21 (+9)	Dex 6 (+2)	Wis 18 (+3)
Con 18 (+8)	Int 1 (-1)	Cha 3 (+0)

Shambling Nexus		Level 8 Controller (Leader)
Medium natural animate (undead)		XP 350
Initiative +4	Senses Perception +5; darkvision	
Tenebrous Aura aura 5; allies that start their turns within the aura lose vulnerability to radiant damage.		
HP 89; Bloodied 44		
AC 22; Fortitude 21, Reflex 18, Will 19		
Immune disease, poison; Resist 10 necrotic; Vulnerable 5 radiant		
Speed 4		
m Slam (standard; at-will)		
+13 vs. AC; 2d6 + 5 damage.		
Speed of the Dead (standard; at-will)		
One undead ally within 5 squares makes a basic attack with a +2 bonus, or moves its speed +2, as a free action.		
Alignment Unaligned		Languages --
Str 17 (+7)	Dex 10 (+4)	Wis 13 (+5)
Con 17 (+7)	Int 3 (+0)	Cha 2 (+0)

ENCOUNTER 6: “TEMPLE IN THE SKY” STATISTICS (HIGH LEVEL)

Beholder Eye of Flame	Level 13 Elite Artillery
Large aberrant magical beast	XP 1,600
Initiative +11	Senses Perception +15; all-around vision, darkvision
Eyes of the Beholder aura 5; at the start of each enemy's turn, if that creature is within the aura and in the eye of flame's line of sight, the eye of flame uses one random <i>eye ray</i> power against that creature.	
HP 204; Bloodied 102; see also <i>fiery burst</i>	
AC 26; Fortitude 26, Reflex 27, Will 28	
Saving Throws +2	
Speed fly 6 (hover)	
Action Points 1	
m Bite (standard; at-will) +18 vs. AC; 2d6 damage.	
R Central Eye (minor; at-will)	
Ranged 8; the target gains vulnerable 10 fire, and any attack that deals fire damage to the target also deals ongoing 5 fire damage (save ends both).	
R Eye Rays (standard; at-will) ♦ See Text	
The eye of flame can use up to two <i>eye ray</i> powers (chosen from the list below), at least one of which must be a <i>fire ray</i> . Each power must target a different creature. Using eye rays does not provoke opportunity attacks.	
1— Fire Ray (Fire) : Ranged 8; +17 vs. Reflex; 2d8 + 6 fire damage.	
2— Telekinesis Ray : Ranged 8; +17 vs. Fortitude; the target slides 4 squares.	
3— Fear Ray (Fear) : Ranged 8; +17 vs. Will; the target moves its speed away from the eye of flame by the safest route possible and takes a -2 penalty to attack rolls (save ends).	
C Fiery Burst (when first bloodied and again when the eye of flame is reduced to 0 hit points) ♦ Fire	
Close burst 2; +17 vs. Reflex; 2d8 + 6 fire damage.	
Alignment Evil	Languages Deep Speech
Str 10 (+6)	Dex 20 (+11) Wis 19 (+10)
Con 18 (+10)	Int 14 (+8) Cha 23 (+12)

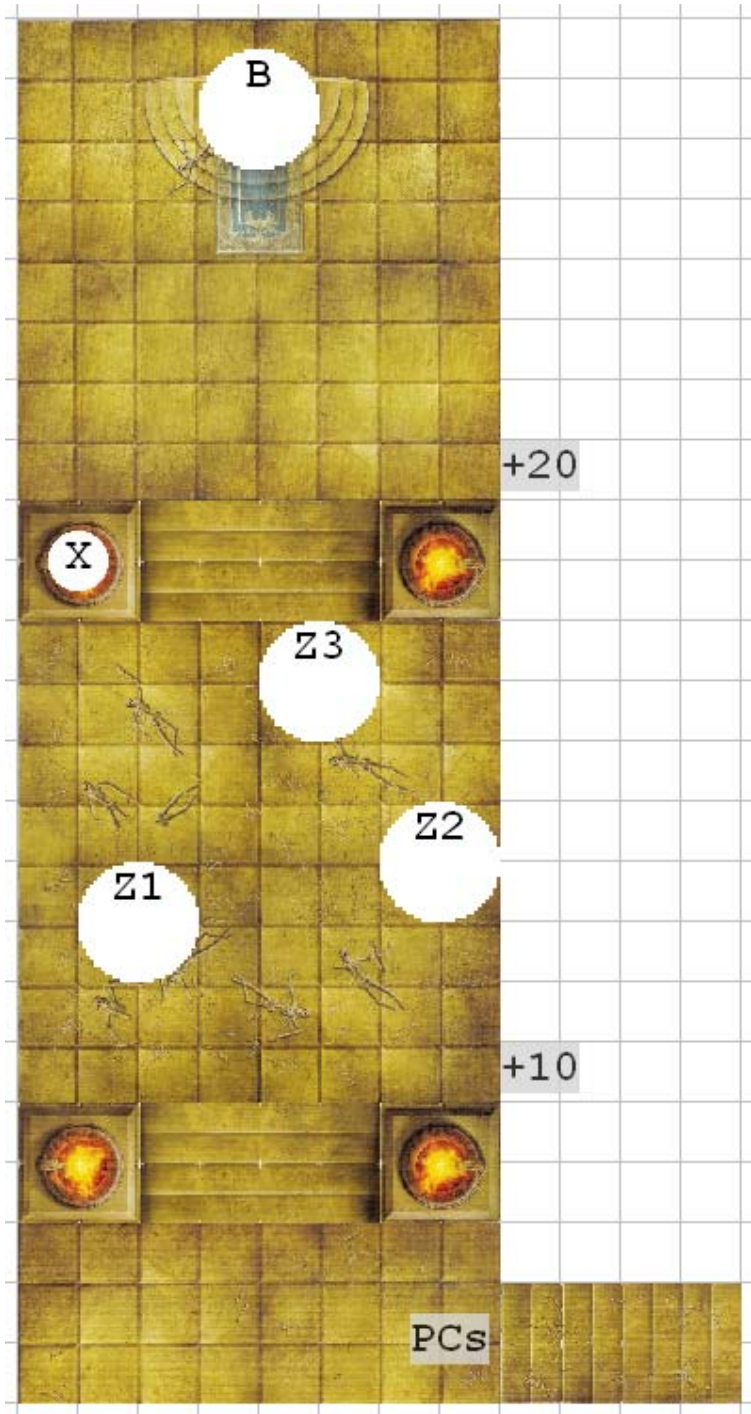
Zombie Hulk (Level 10)	Level 10 Brute
Large natural animate (undead)	XP 500
Initiative +3	Senses Perception +4; darkvision
HP 108; Bloodied 54; see also <i>rise again</i>	
AC 22; Fortitude 25, Reflex 19, Will 20	
Immune disease, poison; Resist 10 necrotic; Vulnerable 10 radiant	
Speed 4	
m Slam (standard, at-will) Reach 2; +14 vs. AC; 2d8 + 6 damage.	
M Zombie Smash (standard, recharge 6) Reach 2; targets Medium or smaller creature; +14 vs. AC; 4d8 + 6 damage, and the target is knocked prone.	
Rise Again (the first time the zombie hulk drops to 0 hit points) Make a new initiative check for the zombie hulk. On its next turn, the zombie hulk rises (as a move action) with 54 hit points.	
Alignment Unaligned	Languages --
Str 21 (+10)	Dex 6 (+3) Wis 18 (+4)
Con 18 (+9)	Int 1 (+0) Cha 3 (+1)

Shambling Nexus (Level 10)	Level 10 Controller (Leader)
Medium natural animate (undead)	XP 500
Initiative +5	Senses Perception +6; darkvision
Tenebrous Aura aura 5; allies that start their turns within the aura lose vulnerability to radiant damage.	
HP 105; Bloodied 52	
AC 24; Fortitude 23, Reflex 20, Will 21	
Immune disease, poison; Resist 10 necrotic; Vulnerable 5 radiant	
Speed 4	
m Slam (standard; at-will) +15 vs. AC; 2d6 + 6 damage.	
Speed of the Dead (standard; at-will) One undead ally within 5 squares makes a basic attack with a +2 bonus, or moves its speed +2, as a free action.	
Alignment Unaligned	Languages --
Str 17 (+8)	Dex 10 (+5) Wis 13 (+6)
Con 17 (+8)	Int 3 (+1) Cha 2 (+1)

ENCOUNTER 6: “TEMPLE IN THE SKY” MAP

DT6: DIRE TOMBS

Stairs / Hall	4x2	x1
Stairs with Cauldrons / Webs in Hall	8x2	x2
Hall / Hall w/Pillars	8x3	x1
Floor w/webs / Floor	8x8	x1
Throne Room / Sun Room	8x8	x1



ENCOUNTER 7: FZOUL'S TREASURY

PUZZLE / SKILL CHALLENGE LEVEL 8 / 10, COMPLEXITY 1 (350/500 XP)

SETUP

Having destroyed the monsters, the PCs can now search the temple for the relic of Shar. Of course, the relic isn't just lying around on a table waiting for someone to come pick it up. When he was still alive, Fzoul Chembryl maintained a small treasury inside the Temple in the Sky. The founder of the Zhentarim was a powerful wizard named Manshoon, while Fzoul himself was a cleric of Bane.

Fzoul was acutely aware that traditional locks and wards, which require a key or other token or talisman, have a number of drawbacks. The key can get lost or stolen, and the very fact that one has an obvious lock will tempt thieves and rivals to try and bypass it. The Temple in the Sky is mobile (although it requires an epic ritual to relocate the earthmote) so Fzoul did not want to have an obvious vault. Thus, to guard this particular treasury, Fzoul created a special puzzle lock that combined Manshoon's knowledge of the arcane arts with his own mastery of divine magic.

After a thorough search of the temple, you have discovered no obvious vault or treasury. The only item of significant interest is a sarcophagus containing a skeleton which seems to be made of solid silver. Alongside the skeleton is a reliquary which contains a variety of precious gems, powders, and other unguents, such as one might use for anointing a body.

There is an etching on the inside of the lid:

The dead shall stand and serve. Their stony skins cannot be pierced by any weapon. This false life is granted by Bane's will. They shall always know their enemies' thoughts, and those who dare to oppose the Tyrant shall be crushed within Bane's clenched fist. The flames of His anger are continual. Within the circle of His protection shall these undying warriors cast down all opponents and bring glory to the Zhentarim. With these seven incantations do I, Fzoul Chembryl, place this guardian here.

SKILL CHALLENGE

Distribute **Player Handout 1** at this time. It contains a list of all the items that the PCs find in the reliquary, along with a recitation of the inscription, for their ease of reference.

There are two ways for the PCs to open this mysterious lock and retrieve the contents of Fzoul's treasury. The skeleton itself is the key, and figuring out what actions to perform constitutes a puzzle for the players to solve. However, if the players don't like puzzles, don't have the necessary out-of-character knowledge to be able to solve the puzzle, or you are pressed for time, you can resolve this as a skill challenge, with the PCs' successful skill checks giving them clues towards the final solution of the puzzle. You should not run this as a "regular" skill challenge (i.e. don't count successes and failures). When the PCs make skill checks, give them information in bits and pieces and let them figure out what to do with the information. That way it feels like the players are still solving the puzzle even if you are helping them out.

SKILL CHECKS

There are a total of seven spells that the PCs must decipher from the inscription and then recreate using the material components in the reliquary. For each step, you can allow skill checks to give them information ranging from subtle clues, to the names of specific spells and their related material components, to outright answers, as you see fit.

Use the following skill checks and DCs as guidelines. In general, there are two aspects that the PCs can figure out via skill checks - one aspect is identifying the names of the individual spells, based on the inscription. The other aspect is figuring out or remembering the appropriate material components and what to do with them. A character with the Ritual Caster feat gains a +2 bonus on any of these skill checks, because that character's experience and studies are particularly appropriate to this challenge.

Note that even players who are very familiar with the way magic used to work are probably not going to remember the details of every single one of these spells. Thus, it is likely that most groups will need to make a few skill checks at some point just to remember a particular detail. There's nothing wrong with this; if you see that they are on the right track and just struggling to remember some specific piece of information, give them a skill check to remember that piece of information and keep things moving. You don't want the players to become frustrated or feel like they have to head to their

bookshelves to find their old 3rd Edition D&D books just to get past this puzzle.

Arcana (DC 19/21): The PC remembers the name of a spell based on a key phrase in the inscription, or remembers the specific material components and method of casting for a particular spell.

Dungeoneering (DC 19/21): The PC knows some of the properties of the gemstones and other minerals that are found in the reliquary. This can be used to help figure out a material component that might be the most appropriate to match up with a particular spell.

History (DC 19/21): The PC recalls something from a book he read about ancient (pre-Spellplague) magic, or remembers a past encounter with such magic, providing information about either one of the spells or its components.

Insight (DC 14/16): This can be used to aid another character's check (in which case it grants a +2 bonus) or it can be used to give out general information about how the puzzle works and what the PCs need to do.

Nature (DC 19/21): The PC knows some of the properties of the various natural materials (feathers, fur, and so forth) found in the reliquary. This can be used to help figure out a material component that might be the most appropriate to pair with a particular spell.

Religion (DC 19/21): The ancient texts and teaching of the PC's faith contain some cryptic references to pre-Spellplague rites that match part of the inscription, allowing the character to figure out the name of one of the spells, or its components and casting methodology.

GENERAL CLUES

Here are some generic clues that you can give the players (either as a result of skill checks, or just to help them get started if they are having trouble).

- Fzoul Chembryl and Manshoon, two former leaders of the Zhentarim, were both spellcasters. Fzoul is a cleric of Bane (and is now an exarch), while Manshoon (who is now a vampire lord) specializes in arcane magic.
- The inscription has some references that sound a lot like the descriptions of magic spells...
- ... but it would have been created before the Spellplague, meaning that the references are to ancient spells rather than modern magic.
- Many spells required specific material components in order to power the magic. Sometimes the caster would also have to perform specific actions, like sprinkling dust over the target of the spell.

- The text refers to “seven incantations.” This means that there are seven key phrases hidden within the inscription. Each phrase refers to a specific spell.
- The silver skeleton looks like it must be the focus. Perhaps if one were to recreate the spells, using the skeleton as the “caster,” the lock would open.
- The first spell is... (at this point you can start underlining the key phrases in the inscription and the PCs are probably just going to be making skill checks to figure each one out.)

SOLVING THE PUZZLE, STEP BY STEP

Opening the vault requires a specific sequence of actions to be performed. The clues to these actions are found in the inscription on the lid of the sarcophagus. The inscription contains a series of references to the old form of spellcasting that existed before the Spellplague, when the Weave was intact and Mystra still ruled over magic. Each of these spells required a particular material component that the caster had to provide. When the spell was cast, the material component was consumed to power the magical energies. There are a total of seven spell references hidden within the inscription. To open the vault, the PCs must recreate the casting of each of these spells, using the skeleton as the focus.

- The first key phrase is “**the dead shall stand and serve.**” This is a reference to a spell called *animate dead*. The material component for that spell was a black onyx gemstone, which had to be placed in the mouth or eye sockets of the corpse which the caster wished to animate. So, the first step the PCs need to perform is to place the black onyx gemstone from the pouch into the skeleton's mouth or one of its eye sockets.
- The second phrase refers to “**their stony skins.**” This is a reference to a spell called *stoneskin*, which would ward the caster's body with the strength of adamantine. The material component for this spell was a mixture of powdered granite and diamond dust, which the caster sprinkled onto his skin. So, the second step the PCs need to perform is to combine the granite and diamond dust, and then sprinkle the combined mixture over the skeleton.
- The third phrase refers to “**this false life.**” This is a reference to a spell called *false life*, which would grant the caster some temporary hit points. The material component for this spell was a quantity of alcohol, with which the caster would trace certain runes on the body. So, the third step the PCs need to perform is to take the bottle of

alcohol and trace the appropriate runes onto the skeleton.

- The fourth phrase says **“they shall always know their enemies’ thoughts,”** and talks about **“Bane’s clenched fist.”** This is a dual reference to two spells: *detect thoughts* and *clenched fist*. The former spell allowed one to read minds, while the latter spell created a fist made of pure force that would batter the caster’s enemies. The material component for *detect thoughts* was a copper piece; the material component for *clenched fist* was a leather glove. So, the PCs must put the leather glove on one of the skeleton’s hands and place the copper piece within its clenched fist.
- The fifth phrase says **“the flames of His anger are continual.”** This is a reference to the spell *continual flame*, which created a magical light source. The material component for this spell was ruby dust sprinkled over the object, so the PCs must take the ruby dust and sprinkle it over the skeleton.
- Finally, the sixth phrase mentions a **“circle of protection.”** This can be a reference to any of a number of similar spells (*protection from good* or *magic circle against good*, for example). All of these spells required powdered silver dust, which was traced in a circle around the creature or place to be warded. The PCs can either trace a circle around the skeleton inside the sarcophagus, or they can trace a circle around the entire sarcophagus.

The order of the steps is not particularly important, as long as the PCs enact each of the seven spells correctly. Give them a visual clue to let them know when they have completed each step. (For example, when they put the black onyx in the skeleton’s mouth, it could bite down on the gemstone, holding it in place.)

As the PCs complete the final step, the skeleton suddenly lurches to life, turning its head to regard the PCs impassively. It stands up and steps out of the sarcophagus. It walks through the temple, to the center of a specific wall (which up until this point has been completely and totally unremarkable) and reaches out with a single bony finger to touch a specific point on the wall. There is a flash of light, and part of the wall disappears, revealing a small alcove. Read the following:

Within the alcove you see a simple black sphere, unremarkable except for the pure perfection of its surface and the dark power that radiates from within. The sphere is bitterly cold to the touch, and every

shadow in the room seems to bend ever so slightly towards it, as if they are being drawn in. If one were to imagine what the seed of a new Shadow Weave would look like, this object certainly fits.

ENDING THE ENCOUNTER

Once the PCs have retrieved the relic, they can safely descend the chain, climbing back down from the Temple in the Sky to the waiting Amaunatori in the plaza below. The chain does not attack the characters as they are leaving, since it is only warded to keep people out of the Temple.

Yazeth (or Larathorn, if Yazeth is dead) is extremely excited when the PCs show him the relic.

“At last, my friends, the chance to destroy Night’s evil is within our reach! I can feel Shar’s anger rising within the artifact - we must work quickly to destroy it. Her servants will surely have sensed its return to the world. This relic was born in Zhentil Keep, so it is weakest here. However, in order to fully unmake it, we must conduct our ritual at a sacred site of Shar.”

If the PCs played SPEC1-1, then they should remember the location of a Temple of Shar in the northern ruins that they explored during their previous visit to Zhentil Keep. If nobody played that adventure, then Yazeth still knows about the temple, because the adventurers who he hired previously told him about it. The expedition can now make its way back out of the ruins and head for the ancient temple of Shar.

EXPERIENCE POINTS

The PCs earn 70/100 experience points each for completing this encounter successfully.

TREASURE

In addition to discovering the relic of Shar, the PCs can also keep all the valuables from the reliquary. (They cannot keep the silver skeleton, as they have no way of removing it from the sarcophagus.) This treasure amounts to a total of 75/95 gp per PC.

Within Fzoul’s vault, the PCs also discover an ancient spellbook. The book seems very strange, as the types of power and the methods of accessing that power that it describes do not match any of the practices of modern arcane spellcasters. It will take some work to convert these pre-Spellplague magical writings into a form that modern magic-users can understand, but the information is sufficient to allow someone to learn the Tenser’s Binding ritual (see the New Rules appendix for more details).

ENCOUNTER 8: KERSTOL'S RETURN

ENCOUNTER LEVEL 8 / 10 (1,700 / 2,400 XP)

SETUP

This encounter includes the following creatures at the low tier:

Kerstol Cobb (K)

1 mercenary wizard (W)

2 minotaur warriors (Level 8) (M)

1 minotaur cabalist (Level 9) (C)

This encounter includes the following creatures at the high tier:

Kerstol Cobb (Level 10) (K)

1 mercenary wizard (Level 9) (W)

2 minotaur warriors (M)

1 minotaur cabalist (Level 10) (C)

The trip back through the ruins is much quicker than the trip in; the Amaunatori seem to have destroyed a substantial number of undead and bought some breathing room. However, the expedition's numbers are likewise depleted - at least half of the original members who set out have been killed or critically injured.

The undead attack again just as the expedition is about to make its way back across the river. This assault is much larger than anything the expedition has faced so far. Read or paraphrase the following:

Although the expedition has achieved its initial objectives - reaching the very center of the southern ruins, entering the Temple in the Sky, and retrieving the ancient relic of Shar - you are far from safe. The relic's power seems to act like a beacon for the undead, who have been attacking the expedition in small numbers for the last hour. Finally, the banks of the River Tesh are once again in sight, meaning light and freedom are not far away.

Just as the first few wounded knights and priests are being loaded onto the boats, there is a terrible roar that echoes on all sides. A massive force of undead, larger than anything the Amaunatori have faced so far, has emerged from the ruins and is bearing down on the expedition. There is no chance of evacuating the

surviving members, even the wounded, before the main body of the undead horde descends upon your position.

"We'll hold them here," says the paladin Larathorn, a grim but determined expression on his face. "Yazeth - you are the one who must conduct the ritual. These adventurers have more than proven their mettle. If they accompany you to the temple of Shar, I believe that gives you the best chance to survive and destroy the artifact."

Yazeth appears reluctant to leave his trusted commander and the remnants of the faithful behind in the face of such an overwhelming threat. He turns to you, obviously looking for guidance.

Allow the PCs to suggest whatever course of action they want. It's clear that there are too many undead to have any hope of killing them all, but the rest of the expedition will be able to hold the horde off long enough to let the PCs and Yazeth get across the river. Larathorn hopes that if the relic is destroyed, the undead will disperse long enough for the surviving members of the expedition to make their escape, but even if that doesn't happen, it will be worth the sacrifice to destroy the relic of Shar. The PCs should see the wisdom of this course of action, and can eventually persuade Yazeth as well.

Larathorn leads the surviving fighters, clerics, and paladins of Amaunator in forming a defensive line, buying enough time for the PCs and Yazeth to board rowboats and make their way back across the river. Larathorn promises to bring any surviving forces to the temple of Shar, but expresses his hope that Yazeth will be able to complete the ritual even if all of the other Amaunatori are killed. The faithful of the Sunlord are willing to sacrifice their lives to the last man if it means that the evil relic of Shar will be destroyed.

If Yazeth is no longer alive, then Larathorn asks if any of them are capable of completing the ritual. (The ideal PC for this would be a cleric of Amaunator, but any character with the Ritual Caster feat will do.) If none of the PCs can complete the ritual, then Larathorn sends an NPC cleric of Amaunator with the party, instructing the PCs to guard the cleric while he conducts the ritual to destroy the artifact.

As the adventurers enter the area, read:

You board the small boats and begin rowing your way back across the river. Yazeth cannot tear his gaze away from the southern banks, where the surviving forces of the Sunlord clash with the endless legions of the dead that continue to stream forth from the ruins. Most of the risen dead appear to be weaker skeletons and zombies, giving some hope that the expedition will be able to hold its position long enough for you to succeed. You quickly

lose sight of the struggle as you pass beyond the boundary of the mysterious twilight that envelops the southern ruins, leaving behind only a grayish fog.

A few minutes later, the sound of wood scraping on rock heralds your arrival on the northern bank. Your landing site is a rubble-strewn area that might once have been some sort of palace or temple adjacent to the river. Now, nothing but broken pillars remain. A thin path cuts its way up the cliff side towards the city proper.

Yazeth is the last one to disembark, still craning his neck to try and see how the battle is progressing on the other shore. As he steps off the boat, there is a sudden rush of heat and air. A burst of flame erupts in the center of your boats, reducing them to cinders instantly. You hear a high-pitched laugh from the cliff wall above you.

The source of the laughter is a reedy young human male with a bald, heavily scarred head. He is accompanied by several burly minotaurs and a black-robed wizard carrying a quarterstaff and wearing the insignia of the Zhentarim.

Any PC who played SPEC1-1 *Shades of the Zhentarim* will recognize the young man as being Yazeth's son, Kerstol Cobb. When the PCs met him previously, Kerstol had fallen in with a group of pirates calling themselves the Bloody Scalps. However, the adventurers busted up that organization, killing their leader and taking over the converted barracks that they were using as a lair. Since then Kerstol has drifted from petty crime to petty crime. However, when he saw the arrival of a large force of worshippers of Amaunator, he suspected that his father had come to Zhentil Keep, and he was right. Yazeth wrote to Kerstol several times, telling him about the relic of Shar (and how dangerous it was to remain in Zhentil Keep) and begging him to come home. Kerstol has decided that this relic his father wants so badly ought to be worth a lot of money to one of the evil organizations around Zhentil Keep. He's hoping to start a bidding war for the artifact. To that end, he's hired some Zhentarim mercenaries and been watching for his father to return from the ruins.

Yazeth's voice is harsh as he addresses his son. "Kerstol! What foolishness is this? Haven't you done enough to break my heart already? Our business cannot be delayed. The lives of good people depend on it. I don't know what thieves and ruffians you have decided to associate with now, but we've no time for your childish games. If you really want to play at being a pirate, go do it somewhere else."

The young man laughs again. "Ah, Father... that's so like you. Always so self-righteous, so judgmental. I can't imagine why you were surprised that I didn't follow in your footsteps."

"Kerstol... I gave you everything that a father could give to a son. I don't understand why you hate me so much, but I beg of you, please, do not impede us. Time is of the essence. We are on a holy mission."

"Oh, I know all about your mission, Father. In fact, it's why I've come. I've decided to take my inheritance early. As you can see, I brought a few friends. I'm sure that the followers of Bane or Cyric will pay me well for that little bauble you're so obsessed with. Now hand it over or else I can't be responsible for what these burly fellows might do."

Yazeth's voice has a sad note of finality. "You know that I would never do such a thing, son. Nothing is more important than the Sunlord's work. I am sorry that it has come to this."

"I'm not sorry, Father. I've never been sorry. That's the one thing you never understood about me, isn't it? Let's see what your precious Sunlord has to say when you meet him in person."

FEATURES OF THE AREA

Illumination: The PCs have returned to the northern ruins, so the sun is once again shining. The area is brightly illuminated.

Rubble: The ruined areas marked on the bottom of the map (basically the PCs' entire starting area) are treated as difficult terrain, requiring 2 squares of movement.

Broken Pillars: Squares containing the larger broken pillars can be entered. They are treated as difficult terrain, but the pillars provide cover.

Stairs: The staircases are steep and choked with rubble. These squares are treated as difficult terrain.

Cliff Face: Any squares between the lower level and the upper level that do not have terrain on them are part of the cliff face. PCs can climb through these squares at half speed with a DC 15 Athletics check. The height of the cliff is 20 feet between the area where the PCs start and the pathways where the monsters are located.

Pathways: The squares on the upper level are rough stone pathways carved out of the cliff face, ascending towards Zhentil Keep. These squares are treated as normal terrain. However, a character who falls or is pushed off the pathway falls 20 feet to the ground below, taking 2d10 points of damage. (Remember that creatures get a saving throw to avoid

being pushed over a precipice. If the save succeeds, the creature drops prone at the edge instead of falling off.)

River: The squares behind the PCs' entry area are considered part of the river. If the PCs are forced to flee, they might have to swim for it. The water is choppy and cold, requiring a DC 15 Athletics check to stay afloat. See the PH for details on swimming and aquatic combat.

TACTICS

The adventurers begin this encounter at a substantial tactical disadvantage. They start out in a rubble-choked area with their foes high above.

The minotaur warriors, lacking ranged attacks, simply position themselves at the top of the stairs and attempt to use their *goring charge* ability against the first characters who try to ascend to the higher pathways. The warriors' main objective is to keep the PCs trapped in the lower area so that the wizard and cabalist can blast them with ranged attacks. The minotaurs live for the glory of battle; they fight to the death.

The mercenary wizard opens up with *lightning serpent* against a character in heavy armor. He then casts *lightning bolt*, hoping to catch multiple PCs while they are still close together in the lower area. After that he switches to *magic missile* until *lightning bolt* recharges, whereupon he repeats the cycle. The mercenary wizard is not necessarily interested in dying for the sake of a few coins, so he surrenders if he is the last combatant standing and there are more than two PCs still alive. If a PC wants to pursue the quest card opportunity (see below) then the wizard is the most likely candidate.

The minotaur cabalist uses *horns of force* against PCs who try to climb up the cliff face or who reach the second level. This power can push a character off the ledge or back down the stairs. If multiple PCs make it to the second level, then the cabalist enters melee with a *goring charge* and then switches to his cursed mace. The cabalist fights to the death.

Kerstol is a very opportunistic combatant. He always tries to get into a flanking position with one of the minotaurs, so that he can take advantage of both his *two-weapon rend* and his bonus damage from combat advantage. If he gets into a tight situation, he uses *clever ploy* to make an attack and then shift away without provoking opportunity attacks. Kerstol does not want to die, so he will try to flee once he is bloodied if the situation is clearly not going his way. Yazeth asks the PCs to let him go, but if they kill Kerstol, the elderly cleric simply nods and says that his grief will have to wait until after the evil artifact has been destroyed.

CAMPAIGN NOTE: QUEST CARD OPPORTUNITY

Kerstol Cobb is not a member of the Zhentarim, but the minotaurs and the wizard are. Their loyalty to Kerstol runs no deeper than the coin he paid them. One or more of the PCs may wish to spare these mercenaries' lives in conjunction with a quest card. Make a note in the player's adventure journal if this happens. Any Zhents who are not killed scamper off into the city, presumably to report back to their masters in the Black Network. It is up to you as the DM to decide whether multiple players can fulfill the task at the same time.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove one of minotaur warriors.

Six PCs: Add another minotaur warrior.

ENDING THE ENCOUNTER

Once the PCs have defeated Kerstol and his mercenaries, they can proceed back into the city proper, to the ancient temple of Shar.

EXPERIENCE POINTS

The PCs earn 340/480 XP each for defeating Kerstol and his Zhentarim mercenaries. (It does not matter if they are killed or captured and released; as long as the PCs defeat them, they are worth full XP.)

TREASURE

Kerstol Cobb wears a *shielding girdle*, while one of the minotaur warriors wears a suit of +3 *scale armor*. The PCs can claim these items and use them for the remainder of the adventure. The mercenary wizard carries his most recent payment of 30/50 gp per PC.

TROUBLESHOOTING: WE'RE KEEPING THIS THING!

It's unlikely (but not entirely beyond the realm of possibility) that some "vigorously Unaligned" PCs might decide that they want to keep the relic for themselves. This is not an option. For one thing, the PCs would face the wrath of the entire church of Amaunator. For another, they would face the wrath of the entire church of Shar. Finally, they would have to contend with all the other power groups who want to seize the relic for themselves, including the worshippers of Bane, the worshippers of Cyric, and the rest of the Zhentarim. In short, stealing the relic is a path to guaranteed death for any PC.

ENCOUNTER 8: “KERSTOL’S RETURN” STATISTICS (LOW LEVEL)

Kerstol Cobb	Level 8 Skirmisher
Medium natural humanoid, human	XP 350
Initiative +7 Senses Perception +10	
HP 87; Bloodied 43	
AC 22; Fortitude 19, Reflex 21, Will 19	
Speed 6	
m Longsword (standard; at-will) ♦ Weapon	
+13 vs. AC; 1d8 + 8 damage.	
m Short Sword (standard; at-will) ♦ Weapon	
+13 vs. AC; 1d6 + 8 damage.	
M Two-Weapon Rend (standard; at-will) ♦ Weapon	
Kerstol makes a longsword attack and a short sword attack against the same target. If both attacks hit, Kerstol deals an additional 8 damage.	
M Clever Ploy (standard; encounter) ♦ Weapon	
+11 vs. Reflex; Kerstol makes two attack rolls and uses the higher result. 1d8 + 8 damage, and the target grants combat advantage to an ally of Kerstol’s choice until the start of Kerstol’s next turn. Kerstol can then shift 3 squares.	
Combat Advantage	
Kerstol deals an extra 2d6 damage on his attacks when he has combat advantage against the target.	
Alignment Chaotic evil Languages Common	
Skills Stealth +13, Streetwise +11	
Str 12 (+5) Dex 18 (+8) Wis 14 (+6)	
Con 15 (+6) Int 10 (+4) Cha 14 (+6)	
Equipment chainmail, longsword, short sword	

Mercenary Wizard	Level 7 Artillery
Medium natural humanoid, human	XP 300
Initiative +3 Senses Perception +10	
HP 60; Bloodied 30	
AC 19; Fortitude 16, Reflex 20, Will 21	
Speed 6	
m Quarterstaff (standard; at-will) ♦ Necrotic, Weapon	
+12 vs. AC; 1d8 damage.	
r Magic Missile (standard; at-will) ♦ Force	
Ranged 20; +12 vs. Reflex; 4d4 + 3 force damage.	
R Lightning Bolt (standard; recharge 5 6) ♦ Lightning	
Ranged 10; +10 vs. Reflex; 2d6 + 3 lightning damage, and make a secondary attack against up to two different targets within 10 squares of the primary target. <i>Secondary Attack</i> : +10 vs. Reflex; 1d6 + 5 lightning damage.	
R Lightning Serpent (standard; daily) ♦ Lightning, Poison	
Ranged 10; +14 vs. Reflex; 2d12 + 3 lightning damage, and the target takes ongoing 5 poison damage and is slowed (save ends both). <i>Miss</i> : Half damage, target is slowed (save ends), and no ongoing damage.	
Alignment Unaligned Languages Common, Draconic	
Str 10 (+3) Dex 11 (+3) Wis 14 (+5)	
Con 12 (+4) Int 19 (+7) Cha 16 (+6)	
Equipment quarterstaff, spellbook	

Minotaur Warrior (Level 8)	Level 8 Soldier
Medium natural humanoid	XP 350
Initiative +6 Senses Perception +13	
HP 90; Bloodied 45; see also <i>ferocity</i>	
AC 24; Fortitude 25, Reflex 19, Will 21	
Speed 5	
m Battleaxe (standard; at-will) ♦ Weapon	
+14 vs. AC; 1d10 + 5 damage, and the target is marked until the end of the minotaur warrior’s next turn.	
M Goring Charge (standard; at-will)	
The minotaur warrior makes a charge attack; +15 vs. AC; 1d6 + 5 damage, and the target is knocked prone.	
Ferocity (when reduced to 0 hit points)	
The minotaur warrior makes a melee basic attack.	
Alignment Unaligned Languages Common	
Skills Dungeoneering +11, Intimidate +10, Nature +8	
Str 23 (+10) Dex 10 (+4) Wis 14 (+6)	
Con 18 (+8) Int 9 (+3) Cha 13 (+5)	
Equipment scale armor, heavy shield, battleaxe	

Minotaur Cabalist (Level 8)	Level 8 Controller (Leader)
Medium natural humanoid	XP 350
Initiative +5 Senses Perception +14	
Baphomet’s Boon aura 10; allies who start their turns in the area gain a +2 bonus to attack rolls when charging.	
HP 89; Bloodied 44; see also <i>ferocity</i>	
AC 22; Fortitude 24, Reflex 19, Will 21	
Speed 6	
m Great Cursed Mace (standard; at-will) ♦ Necrotic, Weapon	
+10 vs. AC; 1d10 + 4 damage plus 1d6 necrotic damage.	
M Goring Charge (standard; at-will)	
The minotaur cabalist makes a charge attack; +11 vs. AC; 2d6 + 4 damage, and the target is knocked prone.	
R Call Out the Beast (standard; at-will)	
Ranged 10; one bloodied ally in range makes a melee attack against one enemy within its reach.	
R Horns of Force (standard; at-will) ♦ Force	
Ranged 5; +13 vs. AC; 1d8 + 1 force damage, and the target is pushed 2 squares.	
Ferocity (when reduced to 0 hit points)	
The minotaur cabalist makes a melee basic attack.	
Alignment Unaligned Languages Abyssal, Common	
Skills Dungeoneering +12, Intimidate +12, Nature +14, Religion +10	
Str 22 (+10) Dex 12 (+5) Wis 17 (+7)	
Con 17 (+7) Int 12 (+5) Cha 16 (+7)	
Equipment robes, mace	

ENCOUNTER 8: “KERSTOL’S RETURN” STATISTICS (HIGH LEVEL)

Kerstol Cobb (Level 10)	Level 10 Skirmisher
Medium natural humanoid, human	XP 500
Initiative +8 Senses Perception +11	
HP 103; Bloodied 51	
AC 24; Fortitude 21, Reflex 23, Will 21	
Speed 6	
m Longsword (standard; at-will) ♦ Weapon	
+15 vs. AC; 1d8 + 9 damage.	
m Short Sword (standard; at-will) ♦ Weapon	
+15 vs. AC; 1d6 + 9 damage.	
M Two-Weapon Rend (standard; at-will) ♦ Weapon	
Kerstol makes a longsword attack and a short sword attack against the same target. If both attacks hit, Kerstol deals an additional 9 damage.	
M Clever Ploy (standard; encounter) ♦ Weapon	
+13 vs. Reflex; Kerstol makes two attack rolls and uses the higher result. 1d8 + 9 damage, and the target grants combat advantage to an ally of Kerstol’s choice until the start of Kerstol’s next turn. Kerstol can then shift 3 squares.	
Combat Advantage	
Kerstol deals an extra 2d8 damage on his attacks when he has combat advantage against the target.	
Alignment Chaotic evil Languages Common	
Skills Stealth +14, Streetwise +12	
Str 12 (+6) Dex 18 (+9) Wis 14 (+7)	
Con 15 (+7) Int 10 (+5) Cha 14 (+7)	
Equipment chainmail, longsword, short sword	

Mercenary Wizard (Level 9)	Level 9 Artillery
Medium natural humanoid, human	XP 400
Initiative +4 Senses Perception +11	
HP 72; Bloodied 36	
AC 21; Fortitude 18, Reflex 22, Will 23	
Speed 6	
m Quarterstaff (standard; at-will) ♦ Necrotic, Weapon	
+14 vs. AC; 1d8 damage.	
r Magic Missile (standard; at-will) ♦ Force	
Ranged 20; +14 vs. Reflex; 4d4 + 4 force damage.	
R Lightning Bolt (standard; recharge 5 6) ♦ Lightning	
Ranged 10; +12 vs. Reflex; 2d6 + 4 lightning damage, and make a secondary attack against up to two different targets within 10 squares of the primary target. <i>Secondary Attack</i> : +12 vs. Reflex; 1d6 + 6 lightning damage.	
R Lightning Serpent (standard; daily) ♦ Lightning, Poison	
Ranged 10; +16 vs. Reflex; 2d12 + 4 lightning damage, and the target takes ongoing 5 poison damage and is slowed (save ends both). <i>Miss</i> : Half damage, target is slowed (save ends), and no ongoing damage.	
Alignment Unaligned Languages Common, Draconic	
Str 10 (+4) Dex 11 (+4) Wis 14 (+6)	
Con 12 (+5) Int 19 (+8) Cha 16 (+7)	
Equipment quarterstaff, spellbook	

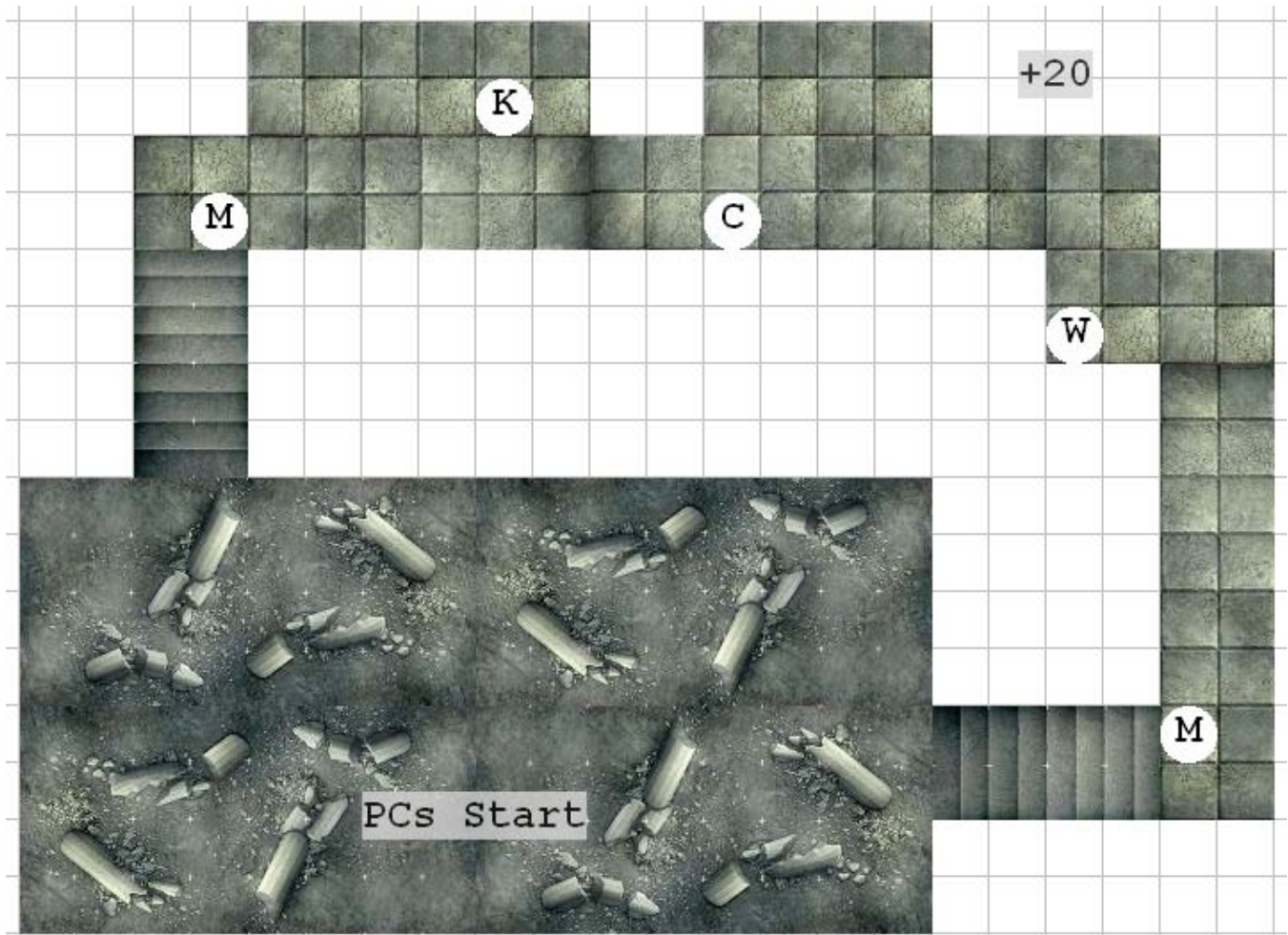
Minotaur Warrior	Level 10 Soldier
Medium natural humanoid	XP 500
Initiative +7 Senses Perception +14	
HP 106; Bloodied 53; see also <i>ferocity</i>	
AC 26; Fortitude 27, Reflex 21, Will 23	
Speed 5	
m Battleaxe (standard; at-will) ♦ Weapon	
+16 vs. AC; 1d10 + 6 damage, and the target is marked until the end of the minotaur warrior’s next turn.	
M Goring Charge (standard; at-will)	
The minotaur warrior makes a charge attack; +17 vs. AC; 1d6 + 6 damage, and the target is knocked prone.	
Ferocity (when reduced to 0 hit points)	
The minotaur warrior makes a melee basic attack.	
Alignment Unaligned Languages Common	
Skills Dungeoneering +12, Intimidate +11, Nature +9	
Str 23 (+11) Dex 10 (+5) Wis 14 (+7)	
Con 18 (+9) Int 9 (+4) Cha 13 (+6)	
Equipment scale armor, heavy shield, battleaxe	

Minotaur Cabalist (Level 10)	Level 10 Controller (Leader)
Medium natural humanoid	XP 500
Initiative +6 Senses Perception +16	
Baphomet’s Boon aura 10; allies who start their turns in the area gain a +2 bonus to attack rolls when charging.	
HP 105; Bloodied 52; see also <i>ferocity</i>	
AC 24; Fortitude 26, Reflex 21, Will 23	
Speed 6	
m Great Cursed Mace (standard; at-will) ♦ Necrotic, Weapon	
+12 vs. AC; 1d10 + 5 damage plus 1d6 necrotic damage.	
M Goring Charge (standard; at-will)	
The minotaur cabalist makes a charge attack; +13 vs. AC; 2d6 + 5 damage, and the target is knocked prone.	
R Call Out the Beast (standard; at-will)	
Ranged 10; one bloodied ally in range makes a melee attack against one enemy within its reach.	
R Horns of Force (standard; at-will) ♦ Force	
Ranged 5; +15 vs. AC; 1d8 + 2 force damage, and the target is pushed 2 squares.	
Ferocity (when reduced to 0 hit points)	
The minotaur cabalist makes a melee basic attack.	
Alignment Unaligned Languages Abyssal, Common	
Skills Dungeoneering +13, Intimidate +13, Nature +15, Religion +11	
Str 22 (+11) Dex 12 (+6) Wis 17 (+8)	
Con 17 (+8) Int 12 (+6) Cha 16 (+8)	
Equipment robes, mace	

ENCOUNTER 8: “KERSTOL’S RETURN” MAP

DT1: DUNGEON TILES

Crevasse / Floor	8x2	x3
Ground / Floor	2x2	x8
Ruins / Floor	4x8	x4
Stairs / Floor	4x2	x2



Note: Behind the PCs is the river; all squares between the ground level where the PCs start and the higher level are rough stone and therefore climbable (Athletics DC 15). The staircases are the only clear paths to the upper level. The northern edge of the map (near where Kerstol starts) is the exit leading back toward the main city of Zhentil Keep.

ENCOUNTER 9: SHAR'S FAITHFUL

ENCOUNTER LEVEL 9 / 10 (2,000 / 2,750 XP)

SETUP

This encounter includes the following creatures at the low tier:

- 1 knight of shade (Level 8) (K)
- 2 shadar-kai warriors (W)
- 1 twilight incanter of Shar (I)
- 1 shadow shaper (level 6) (S)

This encounter includes the following creatures at the high tier:

- 1 knight of shade (K)
- 2 shadar-kai warriors (Level 10) (W)
- 1 twilight incanter of Shar (Level 9) (I)
- 1 shadow shaper (level 8) (S)

Characters who have played SPEC1-1 Shades of the Zhentarim should remember both the location and the basic layout of the ancient Temple of Shar. You can improvise a brief roleplaying scene to allow these characters to lead the rest of the party through the city to the site. The temple itself is much as the adventurers left it - for example, the treasure has been looted. Yazeth indicates that the group needs to proceed to the altar room in order to enact the ritual of destruction.

As the adventurers enter the area, read:

A large, finished chamber lies beyond the rusted iron doors. The room once contained furnishings, but those furnishings have been destroyed and are strewn about the room.

In the center of the room is a statue made of dark stone. The statue is strange in that some of the features, like fingers and toes, are carved in intricate detail, while the facial features are obscure.

There is a large alcove on the east wall, but it is empty. On the floor in front of a passageway leading south is a square diagram etched into the floor. A circular diagram has been inscribed before a passageway leading east.

As the PCs head towards one of the two tunnels leaving the room, Shar's faithful appear and attack. They know that the PCs and Yazeth are here to destroy the artifact

and they are determined to stop that from happening. Read the following:

In several places where the walls meet the floor, your light casts odd shadows, which seem to bend and writhe. Several of these shadows begin to elongate, stretching and spreading. Stepping through the murky gate thus formed are a number of creatures bearing obvious holy symbols of Shar.

The leader is a dark knight, clad in plate mail, carrying a bastard sword and a heavy shield. The aura of gloom that radiates from him causes your light sources to sputter and fade.

The knight is accompanied by two shadar-kai armed with twin blades, a dusky eladrin carrying a spear in one hand and an orb in the other, and a strange creature that seems to be constructed entirely of shadows. Bitter cold radiates from its body.

The knight levels his sword at Yazeth. "You have something that belongs to our mistress. We have come to claim it in Her name."

The cleric of Amaunator brandishes his holy symbol defiantly. "Tell your dark mistress that the Keeper of the Yellow Sun has come to banish her shadows forever!"

FEATURES OF THE AREA

Illumination: There is no illumination in the temple. The PCs must provide their own light sources.

The shade knight and shadow shaper have darkvision. The shadar-kai warriors and the twilight incanter are all under the effects of a Dark Light ritual (*Forgotten Realms Player's Guide*, page 143) which gives them sources of illumination that cast dim light but cannot be seen by those who are not within 6 squares.

Ceiling: The ceiling is 10 feet high.

Sigils: The two sigils shown on the map (one square and one circular) were once traps, infused with shadow energy. They were disabled by previous adventurers who came through here and have not been repaired. The PCs can determine this with a DC 15 Arcana or Thievery check from any square adjacent to either sigil.

Statue: The statue is recognizable as a depiction of the goddess Shar (Religion DC 15). It bears a number of cuts and chips as if it has been hacked at with weapons. This statue once contained a trap but it was destroyed by previous adventurers. However, the statue still radiates an evil aura. Any worshipper of Shar within 3 squares of the statue gains a +1 bonus to attack rolls against non-worshippers. A PC can suppress this effect for 1d3 rounds by using a standard action to target the statue and succeeding on a DC 17/19 Religion check.

TACTICS

The shade knight appears in the alcove to the side of Area 1. The two shadar-kai warriors arrive next to the entrances to Areas 2 and 3. One of them is accompanied by the twilight incanter, while the other is accompanied by the shadow shaper. However, you can choose the NPCs' exact starting locations based on how the PCs are arranged. There is no surprise round, but the shadowy teleportation effect that brought the Sharrans here also allows the knight to choose where he and his companions will appear.

The knight of shade is a ruthless combatant who prefers to focus on a single foe until that foe has been defeated. He leads with *disrupting attack* and then rains blows down upon his chosen victim with *arcing swings*, using the free shift to maintain a flank if possible. Because of his *benighted presence*, it is unlikely that the PCs will be able to produce more than dim illumination, which means that every square is a valid target for the knight's *shadow stride*.

The shadar-kai warriors try to isolate the party's defenders and pin them down. They do this by using *cage of gloom*. If the secondary attack hits and the defender is restrained, the warrior can then shift or use *shadow jaunt* to move away, leaving the defender behind and hopefully unable to protect the party's more vulnerable members. The warriors use *double attack* while they wait for *cage of gloom* to recharge.

The twilight incanter tries to stay out of melee. She uses *binding bolt* to try and lock down any PC who looks like a significant melee threat. She uses *teleporting bolt* if anyone tries to get near her, and if that doesn't work, she uses *fey step* to get back behind her allies. If there are several PCs who are close together without any of her allies nearby, she will try to catch them in a *shadow blast*.

The shadow shaper tries to stay within one square of the knight of shade or the shadar-kai warriors, so that both creatures benefit from the shaper's *umbral blend* ability. It relies on *freezing shadow* (which deals damage even on a miss) unless that would provoke an opportunity attack, in which case it resorts to its *slam*.

The Sharrans are filled with zeal; they are trying to recover a sacred relic of their Goddess, so they fight to the death.

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove the shadow shaper.

Six PCs: Add another shadow shaper.

ENDING THE ENCOUNTER

The encounter ends when the PCs have defeated the Sharrans. They can now proceed into the altar room and begin the ritual.

If the PCs explore Area 3, read the following:

The passage opens into a large room ahead. A fountain of clear water sparkles along one wall, while a small patch of the floor appears to have been consecrated, with a small circle of faintly glowing sigils. Outside this clear area, the floor is slick with blood. Another passageway exits, but seems to head deeper beneath the city, into the sewers.

Of course, the PCs do not have time to be messing around in the sewers. Upon seeing that this is not the altar room, Yazeth will insist that the party continue searching the rest of the temple. However, those who have been here before might remember that the fountain has healing properties. A successful DC 17/19 Religion check is also able to deduce that the fountain's waters are beneficial rather than harmful. Any character who drinks from the fountain regains 1 healing surge. A character may only benefit once per day from this effect.

When the PCs head toward Area 2, read the following:

The passage grows darker and darker and your light sources flicker feebly, seeming to weaken as the surrounding shadows devour the light. The worked stone seems to be less and less solid with each step. Finally the stone disappears entirely and you find yourselves standing at the entrance to a maze composed entirely of shifting shadows.

"We have no need of playing at Shar's games," growls Yazeth. "Let us see what Amaunator makes of this puzzle."

Drawing forth his holy symbol, Yazeth speaks a word of power. Brilliant sunlight bursts forth from the implement, carving a bright path of golden energy that cuts through the maze in all directions. Moments later, the plain basalt altar of Shar stands before you.

"Now," says Yazeth, "let us complete our task."

EXPERIENCE POINTS

The PCs earn 400/550 XP each for defeating the Sharrans.

TREASURE

The knight of shade wields a +3 *bastard sword*, and the twilight incanter of Shar carries a +3 *magic orb*. The PCs can claim these items and use them for the remainder of the adventure.

ENCOUNTER 9: “SHAR’S FAITHFUL” STATISTICS (LOW LEVEL)

Knight of Shade (Level 8)	Level 8 Elite Skirmisher (Leader)
Medium shadow humanoid	XP 700
Initiative +10 Senses Perception +11; darkvision	
Benighted Presence aura 10; light-producing effects within the aura whose level is lower than the knight of shade’s level can create only dim light.	
HP 180; Bloodied 90	
Regeneration 10 (if the knight of shade takes radiant damage, his regeneration doesn’t function on his next turn.)	
AC 24; Fortitude 22, Reflex 20, Will 21	
Saving Throws +2	
Speed 5; see also <i>shadow stride</i>	
Action Point 1	
m Bastard Sword (standard; at-will) ♦ Weapon	
+14 vs. AC; 1d10 + 6 damage (crit 1d10 + 16).	
r Gloom Chakram (standard; at-will) ♦ Force	
Ranged 5; +12 vs. AC; 2d6 + 3 force damage.	
M Arcing Swings (standard; at-will) ♦ Weapon	
The knight of shade makes two basic melee attacks and shifts 1 square after the first attack.	
M Disrupting Strike (standard; recharge 6) ♦ Force, Weapon	
+14 vs. AC; 3d10 + 6 damage plus ongoing 5 force damage (save ends).	
Triumphant Cry (free, when the knight of shade scores a critical hit or reduces an enemy to 0 hit points; at-will)	
The knight of shade or an ally within 20 squares can make a melee or ranged attack.	
Shadow Stride (move; recharge 5 6) ♦ Teleportation	
The knight of shade can teleport 20 squares, but must end his move in dim light or darkness.	
Coalescing Darkness	
If the knight of shade moves 3 or more squares by any means, he is cloaked with supernatural darkness, gaining total concealment.	
Alignment Evil Languages Common, Netherese	
Skills Diplomacy +14, Intimidate +14, Insight +11, Stealth +11	
Str 23 (+10) Dex 18 (+8) Wis 14 (+6)	
Con 18 (+8) Int 12 (+5) Cha 21 (+9)	
Equipment plate armor, heavy shield, bastard sword	

Shadow Shaper (Level 6)	Level 6 Artillery
Medium shadow construct	XP 250
Initiative +6 Senses Perception +8; darkvision	
HP 52; Bloodied 26	
AC 20; Fortitude 17, Reflex 19, Will 15	
Immune disease, poison; Resist cold 10	
Speed 6	
m Slam (standard; at-will)	
+13 vs. AC; 1d8 + 5 damage.	
R Freezing Shadow (standard; at-will) ♦ Cold	
Ranged 15; +11 vs. Reflex; 2d6 + 5 cold damage.	
<i>Miss:</i> 1d8 cold damage.	
Umbral Blend	
When adjacent to an ally with the shadow origin, both creatures gain +1 to AC and Reflex defense.	
Alignment Unaligned Languages Netherese	
Skills Stealth +11	
Str 14 (+5) Dex 16 (+6) Wis 10 (+3)	
Con 10 (+3) Int 8 (+2) Cha 10 (+3)	

Shadar-Kai Warrior	Level 8 Soldier
Medium shadow humanoid	XP 350
Initiative +11 Senses Perception +6; low-light vision	
HP 86; Bloodied 43	
AC 24; Fortitude 19, Reflex 20, Will 17	
Speed 5; see also <i>shadow jaunt</i>	
m Katar (standard, at-will) ♦ Weapon	
+13 vs. AC; 1d6 + 3 damage (crit 1d6 + 9).	
M Double Attack (standard, at-will) ♦ Weapon	
The shadar-kai warrior makes two katar attacks.	
M Cage of Gloom (standard; recharge 5 6)	
The shadar-kai warrior makes a katar attack. If the attack hits, the shadar-kai warrior makes a secondary attack as strands of shadow coil around the target. <i>Secondary Attack:</i> +11 vs. Reflex; the target is restrained (save ends).	
Shadow Jaunt (move; encounter) ♦ Teleportation	
The shadar-kai warrior teleports 3 squares and becomes insubstantial until the start of its next turn.	
Alignment Unaligned Languages Common	
Skills Acrobatics +15, Stealth +15	
Str 17 (+7) Dex 20 (+9) Wis 14 (+6)	
Con 14 (+6) Int 12 (+5) Cha 11 (+4)	
Equipment chainmail, 2 katars	

Twilight Incanter of Shar	Level 8 Controller
Medium fey humanoid, eladrin	XP 350
Initiative +7 Senses Perception +5; low-light vision	
HP 82; Bloodied 41	
AC 22; Fortitude 19, Reflex 21, Will 21	
Saving Throws +5 against charm effects	
Speed 6; see also <i>fey step</i>	
m Spear (standard, at-will) ♦ Weapon	
+10 vs. AC; 1d8 + 1 damage, and the target is slowed until the end of the twilight incanter’s next turn.	
R Binding Bolt (standard, at-will)	
Ranged 10; +12 vs. Reflex; 1d8 + 3 damage, and the target is immobilized until the end of the twilight incanter’s next turn.	
R Teleporting Bolt (standard; at-will) ♦ Teleportation	
Ranged 10; +12 vs. Reflex; 1d8 + 2 damage, and the target is teleported up to 3 squares. The target cannot be teleported into an unsafe space.	
C Shadow Blast (standard; recharge 5 6) ♦ Illusion, Psychic	
Close blast 3; +9 vs. Will; 2d6 + 3 psychic damage, and the target is blinded until the end of the twilight incanter’s next turn.	
Fey Step (move; encounter) ♦ Teleportation	
The twilight incanter can teleport 5 squares.	
Alignment Evil Languages Common, Elven	
Skills Arcana +16, History +16, Nature +10	
Str 12 (+5) Dex 16 (+7) Wis 12 (+5)	
Con 10 (+4) Int 20 (+9) Cha 16 (+7)	
Equipment robes, spear, orb	

ENCOUNTER 9: “SHAR’S FAITHFUL” STATISTICS (HIGH LEVEL)

Knight of Shade	Level 10 Elite Skirmisher (Leader)
Medium shadow humanoid	XP 1,000
Initiative +11	Senses Perception +12; darkvision
Benighted Presence aura 10; light-producing effects within the aura whose level is lower than the knight of shade’s level can create only dim light.	
HP 212; Bloodied 106	
Regeneration 10 (if the knight of shade takes radiant damage, his regeneration doesn’t function on his next turn.)	
AC 26; Fortitude 24, Reflex 22, Will 23	
Saving Throws +2	
Speed 5; see also <i>shadow stride</i>	
Action Point 1	
m Bastard Sword (standard; at-will) ♦ Weapon	
+16 vs. AC; 1d10 + 7 damage (crit 1d10 + 17).	
r Gloom Chakram (standard; at-will) ♦ Force	
Ranged 5; +14 vs. AC; 2d6 + 4 force damage.	
M Arcing Swings (standard; at-will) ♦ Weapon	
The knight of shade makes two basic melee attacks and shifts 1 square after the first attack.	
M Disrupting Strike (standard; recharge 6) ♦ Force, Weapon	
+16 vs. AC; 3d10 + 7 damage plus ongoing 5 force damage (save ends).	
Triumphant Cry (free, when the knight of shade scores a critical hit or reduces an enemy to 0 hit points; at-will)	
The knight of shade or an ally within 20 squares can make a melee or ranged attack.	
Shadow Stride (move; recharge 5 6) ♦ Teleportation	
The knight of shade can teleport 20 squares, but must end his move in dim light or darkness.	
Coalescing Darkness	
If the knight of shade moves 3 or more squares by any means, he is cloaked with supernatural darkness, gaining total concealment.	
Alignment Evil	Languages Common, Netherese
Skills Diplomacy +15, Intimidate +15, Insight +12, Stealth +12	
Str 23 (+11)	Dex 18 (+9) Wis 14 (+7)
Con 18 (+9)	Int 12 (+6) Cha 21 (+10)
Equipment plate armor, heavy shield, bastard sword	

Shadow Shaper (Level 8)	Level 8 Artillery
Medium shadow construct	XP 350
Initiative +7	Senses Perception +9; darkvision
HP 64; Bloodied 32	
AC 22; Fortitude 19, Reflex 21, Will 17	
Immune disease, poison; Resist cold 10	
Speed 6	
m Slam (standard; at-will)	
+15 vs. AC; 1d8 + 6 damage.	
R Freezing Shadow (standard; at-will) ♦ Cold	
Ranged 15; +13 vs. Reflex; 2d6 + 6 cold damage.	
<i>Miss:</i> 1d8 + 1 cold damage.	
Umbral Blend	
When adjacent to an ally with the shadow origin, both creatures gain +1 to AC and Reflex defense.	
Alignment Unaligned	Languages Netherese
Skills Stealth +12	
Str 14 (+6)	Dex 16 (+7) Wis 10 (+4)
Con 10 (+4)	Int 8 (+3) Cha 10 (+4)

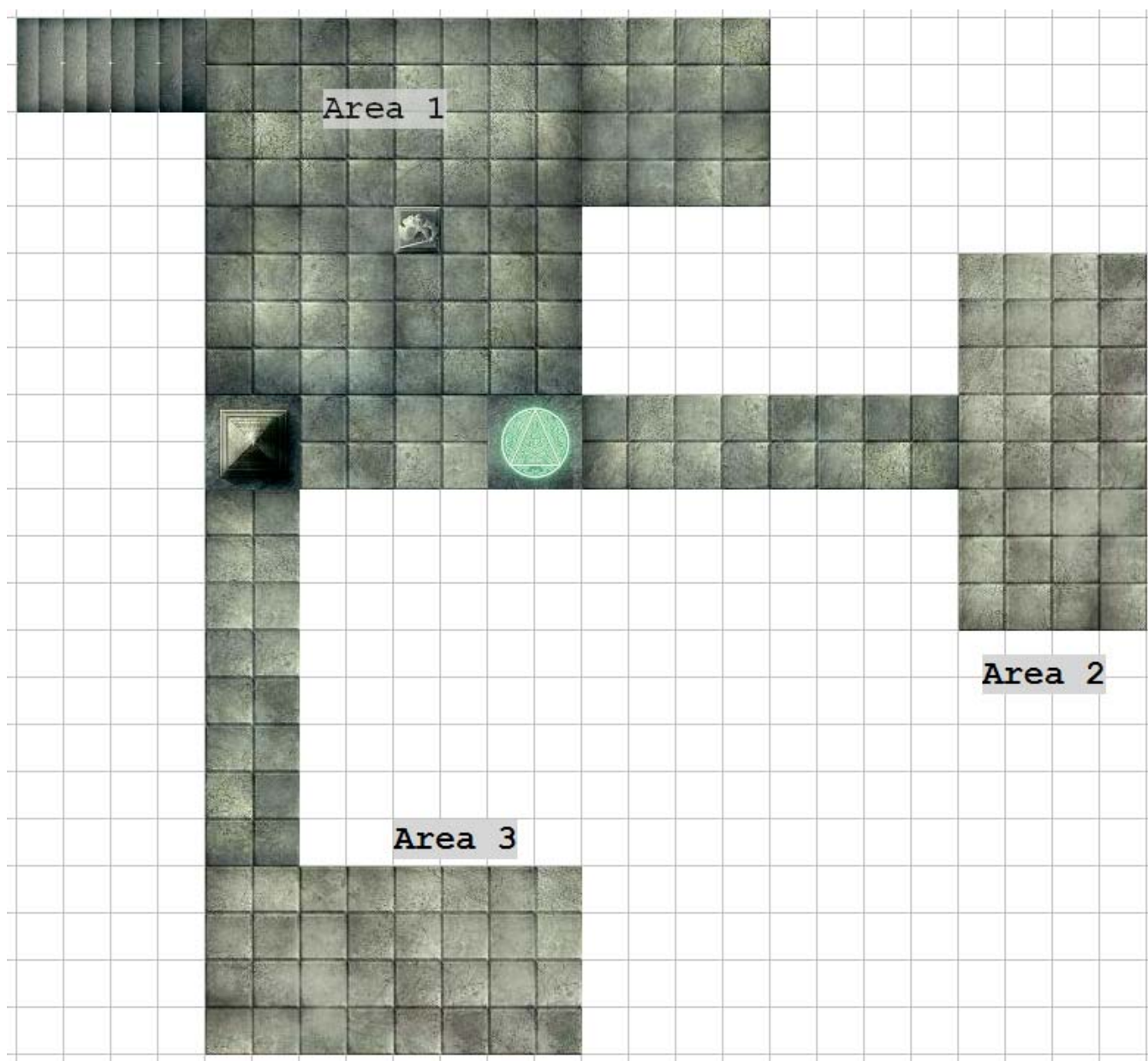
Shadar-Kai Warrior (Level 10)	Level 10 Soldier
Medium shadow humanoid	XP 500
Initiative +12	Senses Perception +7; low-light vision
HP 102; Bloodied 51	
AC 26; Fortitude 21, Reflex 22, Will 19	
Speed 5; see also <i>shadow jaunt</i>	
m Katar (standard, at-will) ♦ Weapon	
+15 vs. AC; 1d6 + 4 damage (crit 1d6 + 10).	
M Double Attack (standard, at-will) ♦ Weapon	
The shadar-kai warrior makes two katar attacks.	
M Cage of Gloom (standard; recharge 5 6)	
The shadar-kai warrior makes a katar attack. If the attack hits, the shadar-kai warrior makes a secondary attack as strands of shadow coil around the target. <i>Secondary Attack:</i> +13 vs. Reflex; the target is restrained (save ends).	
Shadow Jaunt (move; encounter) ♦ Teleportation	
The shadar-kai warrior teleports 3 squares and becomes insubstantial until the start of its next turn.	
Alignment Unaligned	Languages Common
Skills Acrobatics +16, Stealth +16	
Str 17 (+8)	Dex 20 (+10) Wis 14 (+7)
Con 14 (+7)	Int 12 (+6) Cha 11 (+5)
Equipment chainmail, 2 katars	

Twilight Incanter of Shar (Level 9)	Level 9 Controller
Medium fey humanoid, eladrin	XP 400
Initiative +7	Senses Perception +5; low-light vision
HP 92; Bloodied 46	
AC 23; Fortitude 20, Reflex 22, Will 22	
Saving Throws +5 against charm effects	
Speed 6; see also <i>fey step</i>	
m Spear (standard, at-will) ♦ Weapon	
+11 vs. AC; 1d8 + 1 damage, and the target is slowed until the end of the twilight incanter’s next turn.	
R Binding Bolt (standard, at-will)	
Ranged 10; +13 vs. Reflex; 1d8 + 3 damage, and the target is immobilized until the end of the twilight incanter’s next turn.	
R Teleporting Bolt (standard; at-will) ♦ Teleportation	
Ranged 10; +13 vs. Reflex; 1d8 + 2 damage, and the target is teleported up to 3 squares. The target cannot be teleported into an unsafe space.	
C Shadow Blast (standard; recharge 5 6) ♦ Illusion, Psychic	
Close blast 3; +10 vs. Will; 2d6 + 3 psychic damage, and the target is blinded until the end of the twilight incanter’s next turn.	
Fey Step (move; encounter) ♦ Teleportation	
The twilight incanter can teleport 5 squares.	
Alignment Evil	Languages Common, Elven
Skills Arcana +16, History +16, Nature +10	
Str 12 (+6)	Dex 16 (+8) Wis 12 (+6)
Con 10 (+5)	Int 20 (+10) Cha 16 (+8)
Equipment robes, spear, orb	

ENCOUNTER 9: “SHAR’S FAITHFUL” MAP

DT1: DUNGEON TILES

Cave / Floor	4x8	x2
Crevasse / Floor	8x2	x2
Obelisk / Floor	2x2	x1
Pit / Floor	4x4	x1
Rune / Floor	2x2	x1
Stairs / Floor	4x2	x1
Statue / Floor	1x1	x1
Tavern / Floor	8x10	x1



ENCOUNTER 10: DARK ANGELS

ENCOUNTER LEVEL 8 / 10 (1,650 / 2,300 XP)

SETUP

This encounter includes the following creatures at the low tier:

- 1 dark angel of battle (Level 10) (B)
- 2 dark angels of valor (V)
- 6 dark angel of valor cohorts (Level 7) (C)

This encounter includes the following creatures at the high tier:

- 1 dark angel of battle (Level 12) (B)
- 2 dark angels of valor (Level 10) (V)
- 6 dark angel of valor cohorts (Level 9) (C)

This encounter assumes that Yazeth Cobb is still alive and will be performing the ritual while the PCs protect him. However, if Yazeth died earlier in the adventure, then one of the PCs can take the lead instead (ideally a cleric of Amaunator, but at a minimum, it would need to be someone with the Ritual Caster feat). If there is a PC cleric of Amaunator in the party, then that character might want to perform the ritual even if Yazeth is present, in which case Yazeth is willing to play a secondary role. If Yazeth is dead and none of the PCs are able to conduct the ritual, then Larathorn sends an NPC cleric of Amaunator to do it.

At any rate, none of the NPCs assist the PCs during the battle, because they will have to concentrate fully on the ritual. Read the following, making adjustments as necessary:

Yazeth places the cold, dark sphere upon the altar of Shar. The relic reacts instantly to its mother's sacred touch. The temperature drops precipitously around the altar. Yazeth's breath fogs the air as he reaches into his satchel and brings forth a heavy-looking tome emblazoned with the yellow sun of Amaunator. The pages appear to be made of beaten gold. Supernal glyphs fill every page.

"It will take several minutes to complete the ritual," says the cleric. "During that time, I will need to focus completely upon the sacred writings. I am sure that the Dark Goddess will not sit idly by while we destroy her artifact. You must be ready for anything. If I should

falter, you must see the ritual completed. If we fail, all the sacrifices that have been made will be in vain."

Yazeth begins to recite the sacred words and gestures of the ritual. As he does so, glowing golden light begins to envelop the relic. It reacts as if it was a living creature, rolling from side to side on the altar and emitting a high-pitched screeching noise. Smoke curls from the base of the altar as the powers of Light and Darkness collide.

Go ahead and draw the battle map at this point (but do not place any of the monsters). Yazeth is adjacent to the altar. The PCs may position themselves anywhere they want. The narrow corners at the end of each of the angular tiles represent the corridors of the shadow maze. If there becomes a reason to do so, assume that the first 30 feet of each of these corridors are straight (10 feet wide) and then after that, they twist and turn at random. However, most if not all of the battle should take place in the center of the maze, as depicted on the map.

The ritual lasts for 10 minutes. During the first few minutes, the clash between darkness and light continues, with the power of Amaunator slowly gaining the upper hand over the power of Shar. However, just as the ritual is nearing completion, the Goddess of Night sends some of her astral servants in a last-ditch effort to prevent the artifact's destruction. Read or paraphrase the following:

The exertion of performing the ritual is clearly taking a toll on Yazeth. Not a young man to begin with, the cleric seems to be visibly aging as the power of the Yellow Sun courses through him, clashing with the power of the Mistress of the Night. Though the struggle is nearly even, as the ritual progresses, the shadows are clearly beginning to falter. The light continues to brighten.

"Nearly finished," gasps Yazeth, briefly pausing his chant. "Just a few moments more..."

Suddenly, the dark sphere expands, instantly doubling in size. The surface ripples, its perfection now broken by a spreading spider's web of tiny cracks. From within, beams of black energy streak out in all directions. Where they strike, dark angels appear, vaguely humanoid forms whose lower bodies trail off into twisting shadows. They bear arms and armor that flicker with purplish light. Wordlessly, they surge forward, while more beams of energy continue to erupt from the artifact.

It would seem that the servants of Amaunator have one challenge left to overcome. The Shadow Goddess has sent her astral servants to stop the ritual.

FEATURES OF THE AREA

Illumination: Floating motes of dark energy provide dim illumination.

Ceiling: The ceiling is 10 feet high.

Altar: The altar of Shar is the site for the ritual. In order to participate in the ritual, a character must be within 3 squares of the altar.

Zones: There are 4 “zones” indicated on the map. These have no meaning from a terrain standpoint, but are used to designate where new foes enter the battlefield during each round. The central 8x8 square area containing the altar is not part of any zone. Each zone comprises the three tiles that are adjacent to the label (one oddly-shaped corner piece and two 4x2 pieces).

TACTICS

The angel of battle tries to catch as many PCs as it can within the area of its *storm of blades* ability. Its fly speed is not needed in this encounter, so it has no reason to avoid using that ability as soon as possible. After that, the angel of battle makes use of its *mobile melee attack* to strike at a particular PC. If the attack hits, then the angel can activate its *chosen foe* power to grant its allies combat advantage against that PC.

The angels of valor try to focus on whichever PC is currently “chosen” by the angel of battle. They use *blade flurry* to make double attacks. When an angel of valor is engaged by multiple foes, or if it can move into an advantageous position, it will use *lightning strike*. Once it gets bloodied, if the angel of valor is engaged with a heavily-armored foe (i.e. someone who looks like their Reflex defense is lower than their AC) then the angel will activate its *dark blades* ability unless it knows that the target has cold resistance.

The cohorts are straightforward melee fighters whose main job is to provide flanking opportunities, force the PCs to redirect some attacks from the tougher angels, and pursue characters who are trying to stay out of melee (particularly strikers). There will be many more of these creatures appearing on the battlefield during the course of this encounter, so don’t hesitate to throw them into the meat grinder. If they come up against a PC with enough cold resistance to be able to ignore their attacks, the cohorts can deactivate the energy damage and simply make normal greatsword attacks (dealing pure weapon damage).

THE RITUAL

In order to complete the ritual, either Yazeth, an NPC cleric, or one of the PCs must spend a total of 10 rounds concentrating on the effect, reading from the specially prepared tome created by the clergy of Amaunator and carried here by Yazeth. The primary caster must remain conscious and within 1 square of the altar for the entire duration of the ritual. If the primary caster drops out, either voluntarily or involuntarily, then someone else must step in and continue the ritual before the primary caster’s next turn, or else the entire ritual fails. (If that happens, proceed to Conclusion B.)

The ritual requires a standard action (from an NPC) or a move action (from a PC) each round. It does not require a skill check, and it isn’t a skill challenge, because it would be no fun to have the ritual fail because of a few bad rolls (especially bad rolls made by an NPC). However, you can keep the players guessing by requiring someone to roll an Arcana or Religion check every round and writing down the results.

The monsters’ goal is, of course, to kill Yazeth (or whoever is conducting the ritual). Rather than worrying about a full NPC stat block, simply use the following information.

Yazeth Cobb (or NPC Cleric): **HP 78, Bloodied 39; AC 21, Fortitude 19, Reflex 18, Will 23; 1 healing surge.**

Because he has to concentrate fully on the ritual, the NPC cleric isn’t able to defend himself. Thus, the PCs have to protect him. Make sure you tell the players when the cleric is bloodied, since if he dies, they might not be able to complete the ritual. The NPC can benefit from anything that would benefit a PC. The characters can trigger his healing surge with any abilities they have (such as *healing word*), they can give him temporary hit points, and so forth.

ENDLESS WAVES OF MONSTERS?

This encounter really offers you, the DM, an opportunity to shine (or to have things go horribly wrong). The players have worked hard to get to this point in the adventure, and now it’s time for the big payoff. Your fundamental objective is to make the players feel like their characters are in a desperate fight for their lives against overwhelming odds. When the ritual is finally completed, it should feel like the characters escaped by the skin of their teeth. So, as each round passes, you should consider whether or not it is appropriate to increase the challenge level of the encounter. You don’t want to overwhelm the PCs; if they are evenly matched with the monsters that are currently on the board, then

don't make things worse. You want this to be a thrilling race to the finish, but you don't want to create a TPK.

New monsters should arrive on the same initiative count each round. (Basically, roll 1d20 and treat that as the relic's initiative score.) Don't start adding monsters until the PCs have carved through at least half of the initial enemies. When new monsters arrive, describe the black beams of light flashing from the relic and the angels appearing. There is nothing the PCs can do to stop or suppress this effect - the only thing that will end the onslaught is for the ritual to finish. Ramp up the intensity so that during the last couple of rounds, the fighting is fast and furious. It doesn't matter how many monsters are on the board at the end of the 10th round - when the ritual is completed, all the remaining angels disappear. So there's no harm in having the PCs completely surrounded and fighting for their lives at the every end, as long as you don't actually wipe them out.

We can't give you a precise schedule of exactly what monsters you should add or when, because you'll need to gauge that based on how the PCs are doing. However, in most rounds, you will add 4 minions. When there is only one angel of valor remaining, then consider adding a second one. Only add another angel of battle if you are really sure the PCs can handle it. If the fight seems pretty even, then you don't have to add any monsters at all during that round. If there are 6 PCs, then you can get away with adding more monsters (especially more minions). If there are only 4 PCs, then you should not add as many monsters. Certainly, there should not be more non-minion monsters on the battle map than there are PCs at any point in time.

If the PCs ever reach a point where they have most or all of the entire battlefield cleared, then you might want to throw a larger wave at them - 8 minions, or an angel of valor plus 4 minions, or an angel of battle by itself. A good goal is to always have at least two locations where fighting is occurring - that keeps the PCs from being able to completely focus their efforts and gives the battle a much more dynamic feel.

When new monsters arrive, either scatter them around the battle map, or roll 1d4 and have the monsters appear in whatever zone number you roll. Remember that the central 8x8 area is not part of any zone - it wouldn't be fair to have monsters appearing right next to Yazeth, because that would make it nearly impossible for the PCs to protect him.

Assault the characters from all sides - make it difficult for them to protect every angle at once. The characters will need to use all their tricks and tactics in order to hold off the onslaught of dark angels.

SCALING THE ENCOUNTER

Make the following adjustments to the initial wave of monsters based on the number of PCs present.

Four PCs: Remove one of the angels of valor.

Six PCs: Add another angel of valor (which starts in Zone 4).

ENDING THE ENCOUNTER

The encounter can only end in one of two ways. Either the PCs (and Yazeth, if he is still alive) successfully complete the ritual, or the PCs are all defeated (or they all flee) and the dark angels kill Yazeth and return the artifact to Shar. If the PCs are able to protect Yazeth (or whoever is leading the ritual) for the full 10 rounds, then read the following:

Yazeth's body is enveloped in brilliant sunlight. He begins floating above the ground, motes of glowing energy whirling around his body. He places his holy symbol of Amaunator directly onto the relic of Shar and speaks the final word of the ritual. A choir of invisible voices erupts from all sides, some singing in triumph and glory, others shrieking in agony and dismay.

The twin forces of light and dark are evenly balanced, but on this day, it is the light that prevails. Glowing energy surges forth, crushing the last vestiges of lingering darkness. The artifact crumbles, collapsing inward upon itself. The remaining angels vanish back to the astral dominion from which they came.

A powerful burst of light erupts from Yazeth's body, streaking outward. It burns away the shadow maze, and spreads outward, enveloping all of Zhentil Keep in the purifying light of Amaunator. When the holy brilliance finally fades and your vision returns, nothing remains of the relic or the altar upon which it stood.

The ending of the adventure is based on the outcome of this encounter. If the PCs are victorious, use the "Artifact Destroyed" conclusion; otherwise, use the "Ritual Interrupted" conclusion.

EXPERIENCE POINTS

The PCs earn 330/460 XP each for defeating the initial wave of angels and then holding off the subsequent attackers until someone is able to complete the ritual, destroying the relic.

TREASURE

There is no treasure in this encounter. However, the PCs will receive a reward from the church of Amaunator if they prevail; see the Conclusion for details.

ENCOUNTER 10: “DARK ANGELS” STATISTICS (LOW LEVEL)

Dark Angel of Battle (Level 10) Level 10 Skirmisher (Leader)	
Large immortal humanoid (angel) XP 500	
Initiative +11 Senses Perception +9	
Angelic Presence attacks against the angel of battle take a -2 penalty unless the angel is bloodied.	
HP 110; Bloodied 55	
AC 24; Fortitude 21, Reflex 19, Will 22	
Immune fear; Resist 10 radiant	
Speed 8, fly 12 (hover); see also <i>mobile melee attack</i> and <i>storm of blades</i>	
m Falchion (standard; at-will) ♦ Weapon	
Reach 2; +16 vs. AC; 1d10 + 3 damage (crit 2d10 + 13).	
M Mobile Melee Attack (standard; at-will)	
An angel of battle can move up to half its speed and make one melee basic attack at any point during that movement. The angel doesn't provoke opportunity attacks when moving away from the target of its attack.	
C Storm of Blades (standard; encounter)	
Razor-sharp blades explode from the angel's wings. Close burst 3; +14 vs. AC; 6d8 + 5 damage. After using this ability, the angel of battle has a fly speed of 2 (hover) until the end of the encounter.	
Chosen Foe (free, after making a falchion attack; at-will)	
Once during its turn, an angel of battle can call out an enemy it hits with a falchion attack, wreathing the enemy in shifting shadows and granting the angel's allies combat advantage against that enemy until the start of the angel's next turn.	
Alignment Evil	Languages Supernal
Skills Intimidate +17	
Str 23 (+11)	Dex 19 (+9) Wis 18 (+9)
Con 20 (+10)	Int 15 (+7) Cha 25 (+12)
Equipment falchion	

Dark Angel of Valor Level 8 Soldier	
Medium immortal humanoid (angel) XP 350	
Initiative +10 Senses Perception +6	
Angelic Presence attacks against the angel of valor take a -2 penalty unless the angel is bloodied.	
HP 88; Bloodied 44	
AC 24; Fortitude 22, Reflex 20, Will 19	
Immune fear; Resist 10 fire, 10 radiant	
Speed 6, fly 9 (hover)	
m Longsword (standard, at-will) ♦ Weapon	
+13 vs. AC; 1d8 + 6 damage.	
M Dagger (standard, at-will) ♦ Weapon	
+13 vs. AC; 1d4 + 6 damage.	
M Blade Flurry (standard, at-will) ♦ Weapon	
The angel of valor makes a longsword attack and a dagger attack.	
C Lightning Strike (standard, encounter) ♦ Lightning	
Close burst 1; targets enemies; +11 vs. Fortitude; 1d8 + 4 lightning damage, and the target is dazed until the end of the angel of valor's next turn.	
Dark Blades (minor, usable only while bloodied; at-will) ♦ Cold	
Until the start of the angel of valor's next turn, the angel of valor's weapons deal cold damage and attack the target's Reflex defense instead of AC.	
Alignment Evil	Languages Supernal
Skills Intimidate +12	
Str 23 (+10)	Dex 18 (+8) Wis 14 (+6)
Con 16 (+7)	Int 11 (+4) Cha 16 (+7)
Equipment chainmail, longsword, dagger	

Dark Angel of Valor Cohort (Level 7) Level 7 Minion	
Medium immortal humanoid (angel) XP 75	
Initiative +7 Senses Perception +5	
HP 1; a missed attack never damages a minion.	
AC 21; Fortitude 21, Reflex 19, Will 22	
Immune fear; Resist 10 fire, 10 radiant	
Speed 6, fly 9 (hover)	
m Greatsword (standard; at-will) ♦ Cold, Weapon	
+12 vs. AC; 4 cold damage.	
Alignment Evil	Languages Supernal
Str 23 (+9)	Dex 18 (+7) Wis 14 (+5)
Con 16 (+6)	Int 11 (+5) Cha 16 (+6)
Equipment chainmail, greatsword	

ENCOUNTER 10: “DARK ANGELS” STATISTICS (HIGH LEVEL)

Dark Angel of Battle (Level 12)	Level 12 Skirmisher (Leader)
Large immortal humanoid (angel)	XP 700
Initiative +12	Senses Perception +10
Angelic Presence attacks against the angel of battle take a -2 penalty unless the angel is bloodied.	
HP 122; Bloodied 61	
AC 26; Fortitude 23, Reflex 21, Will 24	
Immune fear; Resist 10 radiant	
Speed 8, fly 12 (hover); see also <i>mobile melee attack</i> and <i>storm of blades</i>	
m Falchion (standard; at-will) ♦ Weapon	
Reach 2; +18 vs. AC; 1d10 + 4 damage (crit 2d10 + 14).	
M Mobile Melee Attack (standard; at-will)	
An angel of battle can move up to half its speed and make one melee basic attack at any point during that movement. The angel doesn't provoke opportunity attacks when moving away from the target of its attack.	
C Storm of Blades (standard; encounter)	
Razor-sharp blades explode from the angel's wings. Close burst 3; +16 vs. AC; 6d8 + 6 damage. After using this ability, the angel of battle has a fly speed of 2 (hover) until the end of the encounter.	
Chosen Foe (free, after making a falchion attack; at-will)	
Once during its turn, an angel of battle can call out an enemy it hits with a falchion attack, wreathing the enemy in shifting shadows and granting the angel's allies combat advantage against that enemy until the start of the angel's next turn.	
Alignment Evil	Languages Supernal
Skills Intimidate +18	
Str 23 (+12)	Dex 19 (+10) Wis 18 (+10)
Con 20 (+11)	Int 15 (+8) Cha 25 (+13)
Equipment falchion	

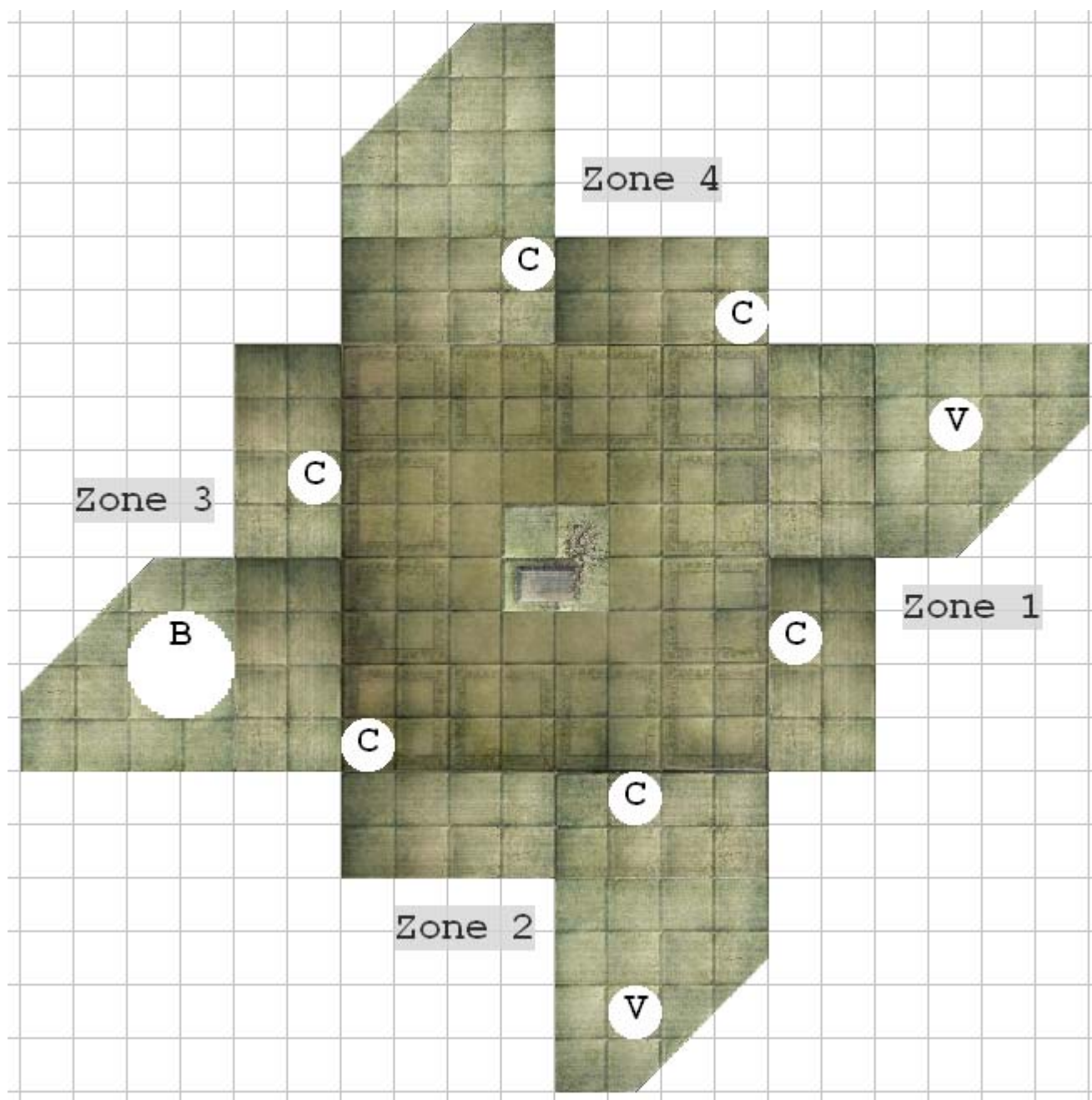
Dark Angel of Valor (Level 10)	Level 10 Soldier
Medium immortal humanoid (angel)	XP 500
Initiative +11	Senses Perception +7
Angelic Presence attacks against the angel of valor take a -2 penalty unless the angel is bloodied.	
HP 104; Bloodied 52	
AC 26; Fortitude 24, Reflex 22, Will 21	
Immune fear; Resist 10 fire, 10 radiant	
Speed 6, fly 9 (hover)	
m Longsword (standard, at-will) ♦ Weapon	
+15 vs. AC; 1d8 + 7 damage.	
M Dagger (standard, at-will) ♦ Weapon	
+15 vs. AC; 1d4 + 7 damage.	
M Blade Flurry (standard, at-will) ♦ Weapon	
The angel of valor makes a longsword attack and a dagger attack.	
C Lightning Strike (standard, encounter) ♦ Lightning	
Close burst 1; targets enemies; +13 vs. Fortitude; 1d8 + 5 lightning damage, and the target is dazed until the end of the angel of valor's next turn.	
Dark Blades (minor, usable only while bloodied; at-will) ♦ Cold	
Until the start of the angel of valor's next turn, the angel of valor's weapons deal cold damage and attack the target's Reflex defense instead of AC.	
Alignment Evil	Languages Supernal
Skills Intimidate +13	
Str 23 (+11)	Dex 18 (+9) Wis 14 (+7)
Con 16 (+8)	Int 11 (+5) Cha 16 (+8)
Equipment chainmail, longsword, dagger	

Dark Angel of Valor Cohort (Level 9)	Level 9 Minion
Medium immortal humanoid (angel)	XP 100
Initiative +8	Senses Perception +6
HP 1; a missed attack never damages a minion.	
AC 23; Fortitude 23, Reflex 21, Will 24	
Immune fear; Resist 10 fire, 10 radiant	
Speed 6, fly 9 (hover)	
m Greatsword (standard; at-will) ♦ Cold, Weapon	
+14 vs. AC; 5 cold damage.	
Alignment Evil	Languages Supernal
Str 23 (+10)	Dex 18 (+8) Wis 14 (+6)
Con 16 (+7)	Int 11 (+6) Cha 16 (+7)
Equipment chainmail, greatsword	

ENCOUNTER 10: “DARK ANGELS” MAP

DT7: FANE OF THE FORGOTTEN GODS

Floor / Outdoor Temple	8x8	x1
Broken Altar / Alcove	2x2	x1
Floor / Statue Alcoves	4x4d	x2
Floor / Hidden Shrine	4x4d	x2
Portcullis / Floor	4x2	x2
Floor / Darkness	4x2	x2
Broken Staircase / Floor	4x2	x4



CONCLUDING THE ADVENTURE

One way or another, the adventure ends with the final showdown inside the temple of Shar (or sooner, if the PCs never make it that far). Either the dark artifact has been destroyed by the power of Amaunator, it has been returned to the possession of its mistress's servants, it has fallen into the hands of one of the other evil groups who are currently contending for power at Zhentil Keep, or it remains in the Temple of the Sky, waiting for Fzoul Chembryl to come back and reclaim it from his treasury. The worst possible outcome would be if the relic ended up in the hands of the worshippers of Shar, since they have the best chance of being able to fully unlock and make use of its power.

CONCLUSION A: ARTIFACT DESTROYED

The PCs receive this conclusion if they successfully complete the ritual and destroy the artifact of Shar. Read the following:

In the moment when the dark relic is destroyed, a brilliant burst of sunlight sweeps across Zhentil Keep, temporarily stripping away the perpetual twilight that shrouds the southern ruins. Exposed to the sun's natural glow for the first time in many years, the undead recoil in horror, some burning to ashes in an instant while others frantically scurry back into the deeper ruins. A great cheer arises from the assembled Amaunatori, many of whom collapse to the ground in a mixture of exultation and sheer exhaustion.

Some hours later, after the expedition's survivors have reunited outside the Keep to begin the journey home, Yazeth and Larathorn stand side by side once more. The grizzled veteran and the old merchant clasp hands, their smiles as bright as the midday sun itself. Clearing his throat, Yazeth stands to address the throng.

"My friends, there are no words to describe what we have done this day. Although many good and noble companions have fallen on the field of battle, we have struck a blow at the very heart of darkness. The Light of Amaunator has been driven like a spear into the eye of the Dark Goddess, a wound that she will not soon forget. We have all paid a heavy price, and many sacrifices have been made."

Yazeth's voice softens for a moment, as if he is considering the fact that one of those sacrifices was his own son. He shakes his head, and continues. "There remains much work to be done to truly cleanse this place of evil, but for now, let us give thanks to the Sunlord for our deliverance and celebrate this great victory."

The elderly cleric motions for you to step forward. "Without your bravery, none of this would have been possible. Though you might have begun this day as adventurers and sellswords, you end it as true heroes."

Larathorn raises his arms high, clashing his sword upon his shield. "Three cheers for the heroes of the Battle of Zhentil Keep!"

The shouted echo of hundreds of voices in reply must surely resound across the entire Moonsea.

Each PC earns the story object **SPEC04 Shar's Displeasure** for their part in destroying the artifact.

TREASURE

Yazeth Cobb gives each member of the expedition a reward from his personal treasury. This amounts to 80/90 gold pieces per PC. Furthermore, the clerics of Amaunator offer to transfer the enchantments from a few of the magic items that the PCs might have taken from their foes during this adventure, letting the characters choose the new forms of those items. This allows each character access to the generic *magic armor* +3, *magic weapon* +3, and *magic implement* +3 treasure bundles, regardless of which forms these items took during the play of the actual adventure. (To be clear, these treasure bundles are only for the basic +3 version of the chosen items.)

MAJOR QUEST AWARD

Those characters who have the story object **SPEC02 A Promise to Return** have successfully completed the Major Quest. They get the story object **SPEC03 A Promise Fulfilled**. They also earn a bonus award of 150/205 XP per PC, along with access to additional treasure: 60/80 gp per PC who completed the Major Quest, and an *amulet of physical resolve* +3 (low-level) or an *amulet of attenuation* +3 (high-level).

If a high-level character wishes to claim the low-level bundle for this award, that is okay in this case (this is an exception to the normal rule that a high-level party cannot choose treasure bundles that are specifically marked as low-level). A low-level party may not choose the high-level bundle, however.

CONCLUSION B: RITUAL INTERRUPTED

The PCs receive this conclusion if they do not successfully complete the ritual and the relic falls into the clutches of the Sharrans (either the shade knight or the dark angels). Read the following:

Yazeth collapses to the ground, clutching at his chest. Dark shadows pour from the opened artifact of Shar, writhing over the cleric's body. "Light give me strength!" he cries, but then his body dissolves into the swirling shadows and he is no more. The dark angels converge on the altar and then everything goes black. The artifact has been returned to its divine mistress. Shar and her followers will surely use its power to commit untold evil upon the goodly peoples of the Realms. Darkness has won a great victory on this day.

The PCs do not earn any story objects or additional treasure from the adventure. Those characters who have the story object **A Promise to Return** have failed to complete the Major Quest and must void that story object.

CONCLUSION C: BALANCE OF POWER

The PCs receive this conclusion if they do not successfully complete the ritual and the relic falls into the hands of one of the other evil groups (not the worshippers of Shar). This could be Kerstol Cobb, the Zhentarim, or some other group entirely.

Although the full power of the relic of Shar has not been unleashed, the fact that such an artifact has fallen into the hands of one of the evil factions surrounding Zhentil Keep is surely not good news for the followers of the Light. An event of this magnitude will surely change the balance of power in the Moonsea region, and probably not for the better.

The PCs do not earn any story objects or additional treasure from the adventure. Those characters who have the story object **A Promise to Return** have failed to complete the Major Quest and must void that story object.

CONCLUSION D: THE PRIZE REMAINS

The PCs receive this conclusion if they do not at least manage to retrieve the relic from the Temple in the Sky.

The Amaunatori expedition has ended in disaster. Hundreds of clerics and paladins of the Light, perhaps including your patron Yazeth Cobb and even some of your fellow adventurers, have fallen beneath the onslaught of the undead horde.

Although the relic of Shar remains safely trapped within the Temple in the Sky, it is surely just a matter of time before the Nightcloaks or one of the other factions vying for control of Zhentil Keep are able to retrieve it. And when that happens, the ability of the Sunlord's followers to resist the encroaching shadows has been drastically reduced.

It will take many years to recover from the terrible victory that the forces of evil have won this day.

The PCs do not earn any story objects or additional treasure from the adventure. Those characters who have the story object **A Promise to Return** have failed to complete the Major Quest and must void that story object.

REWARDS SUMMARY

At the conclusion of the adventure, the PCs earn experience points, treasure, and possibly story awards. All totals listed here are per PC. A number before the slash is the low-level value; after the slash is the high-level value.

IMPORTANT DM INFORMATION

It is critical that you enter the PC rewards accurately on the tracking form, and ensure that the information is reported and entered online in a timely manner. While players will be able to track their character's information on paper, the online information serves as an important backup and verification of play. Ask the players for their RPGA numbers and character numbers (usually a single digit) when you begin to fill out the tracking form.

EXPERIENCE POINTS

Give PCs a full award for each encounter they successfully completed, and a half award if they were unsuccessful. Give no award if the characters did not play the encounter at all.

Encounter 1: The First Assault

380 / 500 XP

Encounter 2: The Second Assault

390 / 595 XP

Encounter 3: Running through the Ruins

70 / 100 XP

Encounter 4: The Third Assault

540 / 690 XP

Encounter 5: Chain Gang

70 / 100 XP

Encounter 6: Temple in the Sky

410 / 620 XP

Encounter 7: Fzoul's Treasury

70 / 100 XP

Encounter 8: Kerstol's Return

340 / 480 XP

Encounter 9: Shar's Faithful

400 / 550 XP

Encounter 10: Dark Angels

330 / 460 XP

Major Quest: A Promise Fulfilled

150 / 205 XP

Total Possible Experience

3,150 / 4,400 XP

TREASURE

Each PC receives treasure in the form of gold pieces as well as one share from a treasure bundle. The treasure bundle may give the PC more gold, a magic item, or some other item of value. Each player makes one selection for their character; players may choose the same treasure bundle. Mark the one-letter bundle ID on the tracking form next to any character that selects a bundle; note that it is possible (and likely) that some characters will not select a bundle for each session of play.

If characters buy or sell magic items or other gear during the adventure (or pay for services) add or subtract that amount from the total gold the PC receives at the end of the adventure. If a player selects an option that gives their character more gold, add that to the gold all characters receive, and ensure you enter the total amount of gold gained (minus any expenditures) online. You can have a negative number and enter that negative online. PCs receive 20% of a magic item's purchase price for any item they sell.

If a player selects a magic weapon or suit of armor for their PC that is not specific on the type of item listed, they must select the exact item at the time they choose that bundle. For example, if a *duelist's weapon +1* is listed as a choice in a bundle, a player selects the form of the weapon amongst the choices possible for that magic item (light blades). If the player selects the item as a *+1 duelist's dagger*, the player writes that information down on the PC's adventure log and the item is forever after that specific weapon.

An asterisk next to a magic item means that it is an item that appears in the **New Rules** section.

Gold per PC

360 / 480 gp

(Encounter 2: 50/75 gp, Encounter 4: 65/90 gp, Encounter 7: 75/95 gp, Encounter 8: 30/50 gp, Conclusion A: 80/90 gp; Major Quest: 60/80 gp)

EACH PC SELECTS ONE OF THE FOLLOWING

Bundle A: *amulet of physical resolve +3** (low-level version only, Major Quest award only, AV, 12th level)
Found in the Conclusion

Bundle B: *symbol of dire fate +2** (AV, 10th level)
Found in Encounter 1

Bundle C: *magic armor +3* (PH, 11th level)
Found in Encounter 8

Bundle D: *magic weapon +3* (PH, 11th level)

Found in Encounter 9

Bundle E: *magic implement* +3 (PH, 11th level)

Found in Encounter 9

Bundle F: *shielding girdle** (AV, 10th level)

Found in Encounter 8

Bundle G: *amulet of attenuation* +3* (high-level version only, Major Quest award only, AV, 14th level)

Found in the Conclusion

Bundle H: Ritual book of Tenser's Binding*

Found in Encounter 7

PH Magic Item: Instead of choosing a treasure bundle or one of the additional gold options, a player may choose a single magic item from the *Player's Handbook* (and only the PH) for their character. The item level must be equal to or lower than the character's level. The player should write the item gained on their adventure log, and it counts as one of the character's found magic items.

Potion plus Gold: If a player doesn't want to select one of the bundles listed above for their character, they can choose to add a *potion of regeneration** plus 680 / 1,040 gp to their total gold per PC. The player should write the potion gained on their adventure log.

More Gold: If a player doesn't want to select one of the bundles listed above for their character, they can choose to add 840 / 1,200 gp to their total gold per PC.

STORY AWARDS

Award these if the PC completes the condition for the award in the adventure. Pass out certificates to the players for their story awards. Make sure to mark the story award codes next to each character that earned them on the tracking form.

SPEC03 - A Promise Fulfilled

You have fulfilled the promise that you made to Yazeth Cobb, follower of Amaunator, Keeper of the Yellow Sun. Although many of the members of your expedition did not survive the battles within the southern ruins of Zhentil Keep, in the end, the Light prevailed, and a powerful artifact of Shadow was unmade. This story object represents the completion of the Major Quest that began with the story object SPEC02 *A Promise to Return*; you may now void that story object.

The clerisy of Amaunator will not soon forget the great service you have rendered on their behalf. You have been given a gold pin in the shape of a sunburst. During any adventure set in a city containing a temple of Amaunator (DM's judgment), you may show this pin to the clerics, who will permit you to take refuge in the temple, or provide other assistance, within reason. Like any privilege, if you try to abuse it, the church will withdraw its favor from you.

SPEC04 - Shar's Displeasure

For destroying an artifact sacred to her, you have earned the displeasure of the evil goddess Shar. You are not yet powerful enough to truly merit her attention, but the Mistress of the Night has a long memory. Considering that she is one of the few deities to have been present at the creation of the world, Shar may safely be said to take the long view of things. You may be certain that someday, the agents of her revenge will finally emerge from the deepest shadows in which they lurk.

The relic's destruction unleashed powerful energies that would have been part of the Shadow Weave in the days before the Spellplague. One can only speculate what sort of mark or other effect this power might have left on you. In future adventures involving Netherese agents or other worshippers of Shar, you are likely to be singled out for special attention. This story object may have an important role to play in future adventures dealing with the fight against the Shadovar.

ADVENTURE QUESTIONS

Mark the answers to the following adventure questions on the tracking form.

1. What was the fate of the relic of Shar?

- a. Yazeth Cobb completed the ritual, and the relic was destroyed.
- b. One of the PCs completed the ritual, and the relic was destroyed.
- c. The PCs were defeated in the final battle, and the followers of Shar gained possession of the relic.
- d. The PCs were defeated by the Zhentarim mercenaries, who sold the relic to the highest bidder.
- e. The PCs never recovered the relic from the Temple in the Sky, so it remains there.

2. Which of the Cobb family members survived the adventure?

- a. Both Yazeth Cobb and Kerstol Cobb survived the adventure.
- b. Yazeth survived, but Kerstol did not.
- c. Kerstol survived, but Yazeth did not.

d. Neither Yazeth nor his son Kerstol survived the adventure.

3. How do you (the DM) rate this adventure?

- a. Five stars - excellent (best possible rating)
- b. Four stars - very good
- c. Three stars - average
- d. Two stars - below average
- e. One star - really awful (worst possible rating)

4. How do the players rate this adventure? (You can average their individual ratings or use any other system that is agreeable to the group.)

- a. Five stars - excellent (best possible rating)
- b. Four stars - very good
- c. Three stars - average
- d. Two stars - below average
- e. One star - really awful (worst possible rating)

5. How many extended rests did the PCs take during the adventure?

- a. The PCs pushed through the entire adventure without taking a single extended rest.
- b. The PCs took the one extended rest that was anticipated by the adventure (either before entering the Temple in the Sky or after defeating the monsters inside the Temple).
- c. The PCs took more than one extended rest during the adventure.

6. Were any PCs killed during the adventure?

- a. None of the PCs were killed.
- b. One PC was killed.
- c. Two PCs were killed (or the same PC was killed twice).
- d. Three or more PCs (in total) were killed.
- e. The adventure ended with a TPK (total party kill).

NEW RULES

Amulet of Attenuation +3

Level 14

This crude trinket has a rubbery shell that briefly toughens the skin.

Lvl 14 +3 (21,000 gp)

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Power (Daily): Immediate Interrupt. Use this power when you are hit by an attack that deals damage. Reduce the damage by 15.

Source: Adventurer's Vault, page 148

Amulet of Physical Resolve +3

Level 12

This striking amulet wards you against effects that leave you physically debilitated.

Lvl 12 +3 (13,000 gp)

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Property: Gain a +2 item bonus to saving throws against effects with the poison keyword and effects that render you weakened, slowed, or immobilized.

Source: Adventurer's Vault, page 148

Potion of Regeneration

Level 9

If you are sufficiently wounded after having quaffed this russet, copper-scented potion, you heal quickly.

Potion Lvl 9 (160 gp)

Power (Consumable + Healing): Minor Action. Drink this potion and spend a healing surge. You do not gain hit points as normal. Instead, gain regeneration 5 until the end of the encounter. If you aren't bloodied at the start of your turn while this power is in effect, you don't regain any hit points and the regeneration is suppressed until the start of your next turn.

Source: Adventurer's Vault, page 188

Shielding Girdle

Level 10

This item helps you turn away physical attacks.

Item Slot: Waist (5,000 gp)

Power (Daily): Immediate Interrupt. Use this power when you would be hit by an attack. Gain a +4 power bonus to AC until the end of your next turn.

Source: Adventurer's Vault, page 167

Symbol of Dire Fate +2

Level 10

This symbol glimmers with divine light as you press your advantage against an enemy.

Lvl 10 +2 (5,000 gp)

Implement (Holy Symbol)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus, or +1d12 damage per plus against enemies currently marked by you.

Property: When you use this holy symbol to attack a target currently marked by you, you gain a +1 bonus to the attack roll.

Source: Adventurer's Vault, page 88

TENSER'S BINDING (NEW RITUAL)

As you complete the ritual, ropes and chains of force wrap around the target, rendering escape all but impossible.

Level: 10 **Component Cost:** 400 gp

Category: Exploration **Market Price:** 1,000 gp

Time: 5 minutes **Key Skill:** Arcana

Duration: 12 hours (special)

This ritual affects a target creature, which must be helpless and within 5 squares of the ritual caster for the time spent performing the ritual. At the ritual's completion, the target is bound by arcane chains. Escape from these bonds is at a DC equal to the Arcana check result plus 5, and the ritual's magic prevents the target from teleporting unless the prisoner's level is higher than that of the ritual caster.

Before the ritual expires, it can be renewed by any creature able to perform rituals, not just the original ritual caster. As long as the ritual is not allowed to end, it retains the strength imparted by the original caster.

Source: "Ritually Speaking," Dragon Magazine 366, page 32

APPENDIX 1 – ZHENTIL KEEP

The long-ago history of the Zhentarim and their struggles isn't important to this adventure, so this section only focuses on relevant information that the PCs could reasonably be expected to know or discover with various skill checks. Depending on the backgrounds of the characters, you can either give out this information at the appropriate times, or in response to specific questions or avenues of investigation.

MOONSEA GENERAL

History DC 10: A few years after establishing their realm in Anauroch, the Shadovar moved against Zhentil Keep, whose rulers had formerly contended for control over the Moonsea, the northern Dales, and the empty lands west of the great desert. The Zhents fought furiously, but the shades prevailed; Zhentil Keep was razed, as was the Citadel of the Raven. The Black Network of the Zhentarim was broken. The Shadovar attempted to colonize the fortresses that they had conquered, but Ilsevele of Myth Drannor struck an uneasy alliance with Hillsfar, Melvaunt, and Thentia to prevent Netheril from achieving this goal.

Streetwise DC 15: The entire Moonsea region is a smattering of city-states and robber baronies, some old, some new. The city of Mulmaster is the center of Bane's worship in Faerun, and some say the church of Bane has become the ideological heir to the Zhentarim. Voonlar, Teshwave, Phlan, and Thentia are the centers of small realms where Myth Drannor and Netheril quietly fence for influence.

ZHENTIL KEEP

History DC 10: Once the strongest city on the Moonsea, Zhentil Keep was largely destroyed by Netheril many years ago. The secret society known as the Zhentarim, or the Black Network, was driven out of its seat of power; it now lurks in the fortresses of Darkhold and Wyvernwatch in distant lands.

History DC 15: The wreckage of the old city's northerly districts on the left bank of the River Tesh is a dismal pirate den and bandit town, lawless and violent. Ships belonging to a loose league of corsairs known as the Black Moon Brotherhood often descend on this wretched place, selling their captives into slavery and taking on new crew members desperate or wicked enough to sign on.

History DC 20: Across the river, the walled core of the old city on the south bank of the Tesh is a half-razed ruin shadowed by unquellable twilight and half-cast curses. Unlike the well-picked-over ruins on the northern bank, the southerly portion of the ruined city yet contains unlooted treasures, shrines, and wizard workshops, but is haunted by dangerous undead. The unnatural dimness allows day-fearing undead to walk even at noon, turning the ruin into a haven for such creatures. Several undead factions vie for this valuable territory. Overall, these ruins harbor literally hundreds of separate adventure sites, each one offering its own dangers and rewards, though getting to and from each such dungeon requires dealing with the ubiquitous, roving undead.

CHURCH OF BANE

A well-honed weapon of conquest and tyranny, Bane's church is all the more dangerous since the Black Lord consolidated his power during the Spellplague. Bane wants all beings subjugated under his authority. To this end, the Church works openly, touting its military might and the benefits of a strong social order where the capable and ruthless rule. Common folk in some regions, such as Mulmaster, even buy the idea that Bane represents these ideals more than his darker aspects.

Religion DC 15: Bane suffered when the shades razed Zhentil Keep and the Citadel of the Raven, annihilating the backbone of the Zhentarim. But what he lost then, he has decidedly regained. Not only did he assimilate the goblin deities under his authority, but he also gained the worship of evil dwarves through Abbathor. Thwarting Shar's desire to take power over vengeance, Bane sheltered and subjugated Hoar. He furthered his power by taking Loviatar as a consort, uniting the two faiths. Even great Tiamat now serves Bane, and through her, many evil dragons.

History DC 15: It's a well-known fact that Fzoul Chembryl died defending Zhentil Keep against the incursion of the shades. It's equally known that, despite Fzoul's failure, Bane then took him as an exarch. Since that time, Fzoul's followers have focused on maintaining Bane's influence in the Moonsea region. At Fzoul's direction, they unite many against the threat of Netheril. Only time will tell what strange allies may rise to face Shar's prized servants.

CHURCH OF CYRIC

The Cyricist influence on the Zhentarim fuels the group's destructive behavior. It also leads Zhents to willingly associated with vile creatures and perform hideous acts. Cyricists within the Zhentarim intend to use the organization's resources to free their god. The Cyricist devotion to deception helps the Zhents to work with some subtlety and caution. Agents have even been known to use good-hearted dupes for certain tasks.

Religion DC 15: Since Cyric's imprisonment, the power and sway of his church has waned somewhat across Faerun. The church remains influential in Amn and Muranndin. It also has great authority among the members of the Zhentarim, having "won" the struggle to break Bane's hold on the Black Network when the Netherese destroyed Zhentil Keep. Other than these focal points, however, little more than disparate Cyricist cults exist. These followers are numerous enough to support Cyric's continued existence as a god, but little more. One day, these separate arms of Cyric's faithful could unite, but for now they remain widely divided.

CHURCH OF SHAR

During past times of strife, such as the Time of Troubles and the Spellplague, the Dark Goddess has moved openly against her enemies and killed them. Shar's faith has enjoyed a revival and waxed strong with the establishment of the nation of Netheril, as well as Shar's hand in the deaths of Mystra and Mask. Many evil creatures, especially those of the Shadowfell, willingly serve or work with Shar's faithful.

Religion DC 15: Shar was once a being of darkness, created at the beginning of time. She and her sister Selune fashioned the universe in which Toril exists. Since then, only strive has existed between Shar and her lighter twin. Where Selune desires unbridled creation and light, Shar longs for a return to the primeval void of nonexistence. Towards this end, she works to eventually snuff out all other gods.

History DC 20: Worship of Shar has existed since the earliest days, but in secret. Through her followers, Shar has worked to subvert all creation, especially the works of Selune. Shar's spellcasters were said to be able to draw upon a dark form of magic called the Shadow Weave. This was a shadowy mirror of the Weave, the fabric of magic which was destroyed when Mystra died and unleashed the Spellplague. The Shadow Weave was also destroyed when magic ran wild across the planes.

ZHENTARIM MERCENARIES

Known also as the Black Network, the Zhentarim include priests, soldiers, wizards, and worse. Zhents, as the mercenaries are known, will hire on to most any job if the money's right, regardless of moral considerations. They offer "protection" to merchants and arrange attacks against those who don't pay up. Criminal activities ranging from petty smuggling to open murder to elaborate extortion schemes are all within their purview. Zhents have even been caught manipulating, aiding, and even leading monsters to threaten peaceful settlements. They have various reasons for this. Sometimes they are simply drumming up business (they bring a monster to the area and then get paid to drive the creature off). Other times they are furthering some political scheme, hoping to again be feared and potent as they once were.

Streetwise DC 15: Zhent sellswords are most prominent on the Dragon Coast near Westgate and the southern Sword Coast region. Commissions they take bring trouble to the lands near those regions, such as Cormyr and even Luruar. A significant number of Zhent bases, boltholes, and strongholds are also scattered around the northwestern part of Faerun.

Religion DC 20: When Bane's faithful suffered their serious defeat, the Banites bowed out of the Zhentarim. A strong following of the god Cyric existed in Darkhold, which suddenly became the most prominent fortress of the Black Network. The Cyricists quickly gained a hold in the mercenary group that remains, and the Zhents are prominently allied with the Church of Cyric.

However, Cyric's hold on the Zhentarim is far from solid. Fzoul Chembryl's hatred for the Netherese has earned him some admirers and followers among the Zhents. Although Bane's church isn't formally allied with the Zhentarim any more, the two groups often find a common purpose and end up working together. A thread of respect for and even worship of Bane still exists in the Zhentarim – a thread that Cyric's devotees would like to cut.

History DC 25: Manshoon, the wizard ruler of Zhentil Keep, founded the Black Network. He created a huge network that included evil churches, primarily Bane's. The ambitious Fzoul Chembryl eventually wrested control from Manshoon. Under Fzoul's leadership the Zhentarim controlled as much as half the Moonsea region. They even made a military bid to conquer the Dalelands and destroy Myth Drannor. This attempt failed, and Fzoul ultimately made an alliance with the phaerimms, which led to the Zhenatrim's undoing.

Shade needed little provocation to want to destroy the Black Network. The Netherese had long pursued a pogrom against the phaerimms, and they quickly learned of the alliance with the Zhents. The Empire of Shade then laid waste to Zhentil keep and the Citadel of the Raven, a blow from which the Zhentarim have yet to recover, and they now hate the Netherese above all others.

RELIC OF SHAR

The relic described in this adventure is the object of pursuit by all of the groups mentioned above. The PCs can't make skill checks to learn anything about the history of the relic, although those who played SPEC1-1 *Shades of the Zhentarim* learned that it was created by an obscure sect of worshippers of Shar to serve as an "insurance policy" against the death of their Goddess (which they believed they had foreseen). The relic's purpose was to recreate the Shadow Weave, which was the source of arcane power for Shar's devotees during the time before the Spellplague. The Shadow Weave was destroyed when the Goddess of Magic, Mystra, was killed; this event precipitated the Spellplague. Thus, it is impossible that the relic would be able to be used for its intended purpose. However, it still contains a tremendous amount of shadow magic, and would be considered very valuable to any of the evil factions that are currently struggling for power in this area.

Church of Bane: The Church of Bane would see the relic as a powerful weapon against Shar and the Empire of Netheril. An item of such powerful shadow magic could surely be used by Fzoul Chembryl to cause great damage to the power of the Shadovar.

Church of Cyric: The Cyricists would want to use the relic in hopes that it might give them the power they need to free their imprisoned deity. If the relic is truly powerful enough to remake the Shadow Weave, then it might well have enough strength to break Cyric free from his bondage in the Supreme Throne.

Empire of Netheril / Church of Shar: The Netherese and the followers of Shar clearly desire the relic in hopes that it actually does what the legends claim. Being able to recreate the Shadow Weave would give Shar's adherents (such as the Shadovar) a huge advantage over all other spellcasters in Faerun because it would deliver them a power source that only they would have access to.

The Zhentarim: Individual factions within the Zhents would desire the relic for their own reasons. Some would follow the religious reasons outlined above depending on whether they worship Bane or Cyric. Others would want to sell the relic to the highest bidder. Still others would want to try and use its power to bring the Black Network back to its former glory.

Of all these groups, the Church of Shar are probably the only ones who would actually try to use the relic for its intended purpose (to recreate the Shadow Weave). However, that doesn't mean that any of the other groups would be any less dangerous if they got their hands on the relic. Furthermore, the fighting that would break out over this item alone could easily bring endless war back to Zhentil Keep and its surrounding area in the Moonsea.

PLAYER HANDOUT 1

You have discovered a mysterious sarcophagus within the Temple in the Sky. Although there is no obvious lock or other opening mechanism, you believe that this must be the key to opening the secret treasury where Fzoul Chembryl hid the relic of Shar.

The inside of the lid contains the following inscription:

THE DEAD SHALL STAND AND SERVE. THEIR STONY SKINS CANNOT BE PIERCED BY ANY WEAPON. THIS FALSE LIFE IS GRANTED BY BANE'S WILL. THEY SHALL ALWAYS KNOW THEIR ENEMIES' THOUGHTS, AND THOSE WHO DARE TO OPPOSE THE TYRANT SHALL BE CRUSHED WITHIN BANE'S CLENCHED FIST. THE FLAMES OF HIS ANGER ARE CONTINUAL. WITHIN THE CIRCLE OF HIS PROTECTION SHALL THESE UNDYING WARRIORS CAST DOWN ALL OPPONENTS AND BRING GLORY TO THE ZHENTARIM. WITH THESE SEVEN INCANTATIONS DO I, FZOUL CHEMBRYL, PLACE THIS GUARDIAN HERE.

Inside the sarcophagus you find an intact, full-sized human skeleton, made of pure silver. There is a small reliquary containing a number of precious gems, powders, and other unguents, such as one might use to anoint a body.

Among the funerary oils and other less-valuable items, the reliquary contains the following:

- Various coins (a **copper piece**, a **silver piece**, a **gold piece**, and a **platinum piece**)
- A pouch of **powdered silver**
- A pouch of **powdered gold**
- A pouch of **powdered granite**
- A pouch of **powdered quartz**
- A pouch of **powdered limestone**
- A pouch of **diamond dust**
- A pouch of **ruby dust**
- A **thin jade circlet**, sized for a human
- A stack of small, thin **strips of ivory**
- A **black onyx** gemstone
- A **jacinth** gemstone
- A **sapphire** gemstone
- An **agate** gemstone
- Eight tiny **silver bars**
- A pair of **leather gloves**, sized for a human
- A thin **strip of leather**, wide enough to be tied around a human's arm or leg
- Several small pearls (both **white pearls** and **black pearls**)
- A **vial of water** marked with the unholy symbol of Bane
- A vial of strong-smelling **alcoholic spirits**