

d20
system

Oathbound

Plains of Penance



Greg Dent

The Plains of Penance

A Sourcebook for the *Oathbound™* Campaign Setting

Table of Contents

Chapter 1 - Overview of the Plains	4	Decree	75
Map and Measurements	5	Illium	75
Terrains	5	Penance	78
Walkthrough of Major Areas	6	Sentinel	78
The Queen	6	Sevenil	79
Politics	8	Temper	81
Travel	11	Other Cities	82
Chapter 2 - Inhabitants of the Plains .	14	Towns	92
Cultures and Peoples	15	Lawless Villages	93
New PC Races	17	Farmlands	94
Channeling	30	Nomadic Bloodholds	94
Prestige Races	40	Chapter 6 - The Northern Oceans	96
Chapter 3 - Ecology of the Plains	44	Ocean Peoples	97
The Forests	45	The Ceptu Nation	98
The Oceans	48	Whaling	101
The Plains	50	Adventuring	102
The Rivers	52	Chapter 7 - The Wilderness	104
Druidic Culture	55	Chapter 8 - Ascension Day	110
Chapter 4 - The Druids	54	Adventure Synopsis	112
The Forest Bloodholds	59	Scaling the Adventure	113
The Watchers	62	Adventure Appendix: Monsters & NPCs	139
Tower Layout	66	Appendix A - New Monsters	146
Druidic Campaigns	67	Appendix B - Items	153
Chapter 5 - Cities of the Plains	68	Appendix C - New Spells	158
Beacon	69		

Lead Designer

Greg Dent

Adventure Design

Darrin Drader

Editor

Duane Maxwell

Production Director

Jim Butler

Art Director

Todd Morasch

Original Oathbound Concept

Greg Dent, Jim Butler, and Todd Morasch

Cover Artist

Jeremy Jarvis

Interior Artists

Alex Leonard, C. Michael Erickson, Christopher Pickrell, Greg Dent, Jason Engle, Ginger Kubic, Todd Morasch, and Michael Orwick.

Cartographers

Jason Walton and Todd Morasch

Proofreader

Cecilie Roaldset

Playtesters

Amanda Drone, Cameron Braxton, Chris B., Chris Clark, Daniel Poland, David Drone, Dustin Poland, Hans Watts, Heiner de Wendt, Jeff Greiner, Jimmy Lechuga, John Kermon, Meghan Greiner, Robert Campbell, Robert N. Emerson, Ryan Carroll, Thomas Drone, Tim Campbell, and Vincent the Lord of Lunacy.

Distributed worldwide to the hobby, toy, comic, and book trade by Osseum Entertainment (www.osseum.com) and regional distributors.

Bastion Press, the Bastion Press logo, and Oathbound are trademarks owned by Bastion Press, Inc. All Bastion characters, character names, and the distinctive likenesses thereof are trademarks owned by Bastion Press, Inc. 'd20 System' and the 'd20 System' logo are trademarks owned by Wizards of the Coast and are used according to the terms of the d20 System License version 1.0. Dungeons & Dragons and Wizards of the Coast are registered trademarks of Wizards of the Coast, Inc. and are used with permission. A copy of this License can be found at www.wizards.com. © 2002 Bastion Press, Inc. All Rights Reserved. Printed in the U.S.A. by Walsworth Publishing of Marceline, MO.

Open Content: Only materials indicated in Section 15 of the Open Gaming License on page 160 are considered Open Content. All other content is Product Identity and copyrighted by Bastion Press, Inc.



INTRODUCTION

The Plains of Penance is intended as a supplement to the *Oathbound*™ campaign setting. This book assumes that the reader is familiar with the information presented in *Domains of the Forge*, which introduced the world of the Forge and explained in detail the great City of Penance. *Oathbound: Domains of the Forge* was released in September 2002, and can be ordered directly from Bastion Press (<http://www.bastionpress.com>) if you cannot locate it at your local retailer.

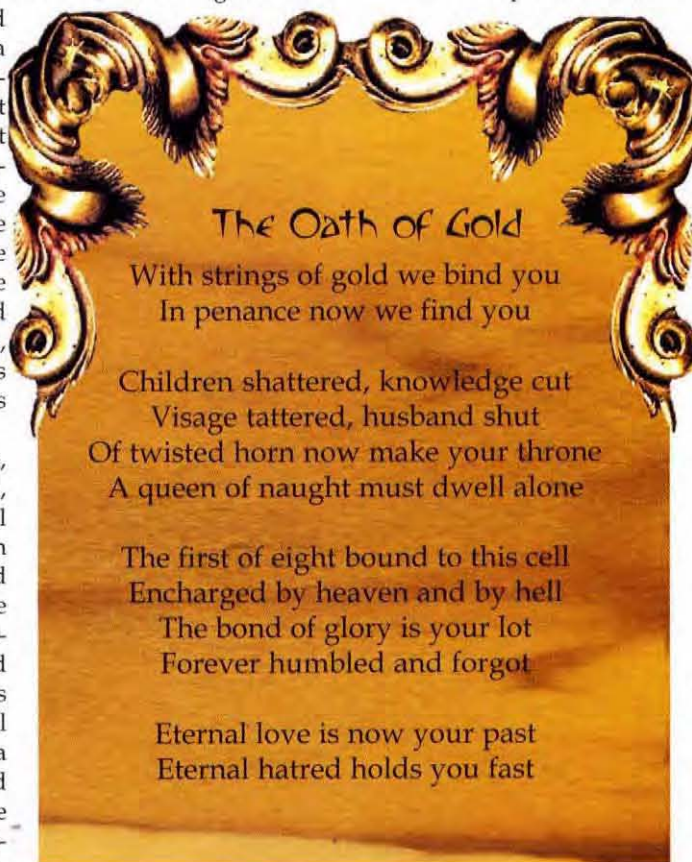
The Plains of Penance describes in detail the areas of the domain of Penance beyond the cliffs of the great city at its center. It is intended to allow an *Oathbound* campaign to be smoothly extended outside of the city. For those unfamiliar with the *Oathbound* setting, the campaign is centered around the world of the Forge, a planet built and populated by seven different mysterious beings, not themselves divine in nature, but able to wield the power of gods. Heroes are abducted from their home planes by one of these seven entities and brought to the Forge, where intense challenges and staggering rewards await them.

The Forge is a strange, old, and unnatural world, where creatures of all kinds and ken are thrown together into a new kind of culture, a culture where one's words and one's actions are more potent and more heeded than one's species or one's personal beliefs. The Forge is a world of high magic and broad science, where nearly all things are possible, except for escape, whether for those brought here or for those who guard the land. Of course there is the matter that few who come to the Forge ever desire to escape; newcomers are gifted with strange powers and heightened passions. The hidden secrets of the Forge beckon to be discovered, and the ancient cities and domains of the Seven lure conquerors, both to their glories and to their dooms.

Organization

This book is organized into 8 chapters, plus appendices. While GMs should read the entire book, players are requested not to read through the adventure (chapter 8), or any text marked as secret by being set aside in a colored box.

- Chapter 1 gives an overview and a walkthrough of the domain of Penance, and should be read first.
- Chapter 2 details the intelligent inhabitants of the plains, and provides a number of options for GMs and players to construct characters, including an entirely new magic system unique to the *Oathbound* world, new character classes, new player character races, and new prestige races.
- Chapter 3 outlines the ecology of Penance and details many of the plants and non-monstrous creatures that dwell in the wilds.
- Chapter 4 covers the druids - the powers that control the forests of Penance.
- Chapter 5 covers the civilized cities and towns of the plains, introducing new Bloodlords and new economies, and rekindling old rivalries.
- Chapter 6 details the section of the great Northern Ocean that falls within the domain of the queen. It talks about the economy of the ocean region and details the heart of the ceptu empire.
- Chapter 7 covers the details of what it takes to adventure in the wilds of Penance. Hazards, tips, descriptions of the wilds, and a variety of locations for adventure are presented.
- Chapter 8 is a ready-to-play adventure designed to introduce players to adventure out on the plains, and to continue forward the main story of the *Oathbound* setting.
- The appendices present a variety of new game tools for use on the plains and elsewhere, including monsters, feats, skills, spells, and items.



Chapter 1

Overview of the Plains



'This contract is false, wretch. Lady Hyperia bequeathes me your cargo.'

- Llaresh, brigand

Just outside the most populous area on the Forge lies a vast, lawless expanse of rolling grasslands, scattered crags, and light woods. In strong contrast to the rest of the world, where nature stands in opposition to intelligent life, here it is bounteous and giving, providing freely the lush wealth of resources upon which the great cities of the plains have come to depend. Powerful forces vie for control over this domain of Penance, as rich Bloodlords of the cities clash with the entrenched druids of the wilds, hardened armies from the west, and mysterious visitors from the oceans to the north.

The great expanse of undeveloped land beyond the rim of the great City of Penance is generally referred to on the Forge as the Plains of Penance, or more briefly, as simply the Plains. The plains stretch out from the hub of the great city for roughly five hundred miles in every direction, forming a flat disk-shaped area appearing primarily light green in color from space. The plains of Penance make up the bulk of the domain of Israfel, the Queen of Penance, although they appear to occupy much less of her attention than the crowded cities that dot it.

In comparison with the great cities, the open plains and light woods of Penance are quite peaceful and very sparsely populated. The cultures of the region are visibly split between the cosmopolitan city dwellers, the civilized farmers of the plains, the restless nomads of the wilds, the educational imperialists of the oceans, and the reticent nature-loving denizens of the forested areas. The plains of Penance are the most fertile area on the Forge, at least for growing crops, and provide the food and infrastructure needed to keep the cities alive, the world spinning, and the Bloodlords in power.

Despite the fact that Penance is the most explored of the seven domains, the vastness of the plains themselves still hides much of their contents from the attentions of the powers, providing a breeding ground for petty tyrants, outlaws, rogue villains, and hordes of roving monsters. Far from empty, the open plains are as ancient as the cities that dot them, and contain a wealth of lost history, culture, and knowledge. What lies outside the towering cliffs of the Pedestal, and what is Israfel's design for this ponderous landscape? All is revealed within these pages.

Map and Measurements

Due to the shape of the domain of Penance and the overwhelming importance of the City of Penance, locations on the plains are generally measured in radial coordinates instead of the familiar Cartesian coordinates of latitude and longitude. Radial coordinates consist of an angle and a distance, giving an exact point on the plains. The angle is measured clockwise from due north, and the distance is measured in miles from the Queen's citadel. The city of Decree, for example sits at 75deg, 243 miles, and the city of Mourn at 344deg, 451 miles.

Radial coordinates are perfect for Penance, as almost all travel in the domain is on the rivers, which mostly follow the radial lines of the map. If one wants to know how far it is to travel from Mourn to Decree, simply add up their distance ratings (694 miles). Refer to Chapter 5 for the exact coordinates of each location.

Citizens of Penance apply their radial coordinates to the entire plane of the Forge, although citizens in other domains sometimes measure things differently. This is part of the radically different cultures of the different domains. Citizens of Eclipse, for example, use radial coordinates centered on the citadel of Colopitiron, which causes many headaches and confusions for the mapmakers that have to convert locations. The radial coordinates used on the Forge also confuse many seeds, who are often baffled when seeing maps marked out with curved lines running normal to a set of straight converging lines. With a little practice though, the system becomes easy and starts to make good sense.

Terrains

There are five major types of terrain in Penance, each easily visible on the map. These are the open plains, the forests, the rivers, cities, and the ocean.

Open Plains: The bulk of the domain of Penance is open grassland and farmland. These areas are often flat, but not necessarily so, with many sharp rocks and crags projecting upward from the ground at random intervals, as well as cracks and dales, invisible until one is upon them. There is little foliage on the plains other than grass, although there are isolated trees, shrubs, weeds, flowers, and a wide variety of herbs if one knows where to look. There are also many crop plants found in the wilds of the plains, escapees from one of the innumerable farms. Anyone well versed in the plants of Penance should be able to scavenge sustenance out of the plains, although not without a great deal of searching and labor.

Near to the rivers and the cities, much of the plains have been converted into cultivated farmland. Crops are grown in dense rows, herd animals are penned, and farmhouses and fences run to the horizon. Though the plains are by law a lawless area, most of the farmsteads of Penance are under the protection of one of the Bloodlords of the cities. Though tempers occasionally flare up, and bandits sometimes cause trouble, the farmlands are generally quite peaceful.

Forests: Light forested areas are spread throughout the plains. These are not the thick and fertile jungles of Wildwood, but simple woods, stands of trees that provide cover and serve as home for a wide variety of plants, animals, and intelligent species. The trees of Penance once covered a significantly larger portion of the plains, but due to the harvesting of the trees to build the great cities, most of this area was deforested. Due in part to the stern resistance of the forest dwellers to this destruction, but mostly because of the significantly more hardy soil found in the domain to the east, most logging in Penance has been halted and the industry has shifted

over to Wildwood. The forests are now under control of the druids, powerful individuals dedicated to preserving the sanctity of nature.

Rivers: There are six major rivers in Penance, all flowing out from the Wellspring in the center of the domain. Two of the great rivers run to the Northern Ocean, two other run west to Arena, and the last two run east to Wildwood. The rivers are the major thoroughfares and roadways of the domain, and serve to connect all the major cities and towns together. Traffic on the rivers is bustling and prosperous. Small towns have sprung up all along each of the rivers, whether specializing in entertaining and housing travelers, or as hubs for the transportation of farm and mining goods.

Small rivulets and streams from rain and groundwater merge with the rivers as they move away from the center, gradually increasing their breadth and power. Most are over a mile wide by the time they eventually reach the borders.

Pollution of the rivers is not generally a major problem, as the sewers of the great City of Penance keep the rivers clean, but the farther one gets from the Wellspring, the darker and more noisome the waters become. It is quite possible to catch diseases from drinking river water, but many of the people of the plains have little choice, and few deaths are ever reported.

Cities: There are eighteen cities in Penance that are large enough to have at least a single Bloodlord. There is also Muse, not exactly a city, but a single, massive building housing roughly two thousand citizens, and Illium, with a great deal of buildings, but few inhabitants, and no lord. Most of the cities of the plains are quite small, bearing only two or three cantons, and some cities are even under the control of non-resident Bloodlords. Few cities are as old as the City of Penance, whose unique structure of the undercity is rivaled by nothing else in the Forge. Most of the cities of the plains are built with densely packed, multi-story structures, intended to maximize the number of people able to be housed in a single canton. Some are walled, but others simply sprawl out into farmland.

In addition to the cities, small towns and villages are scattered throughout the plains. With the exception of those on the river, most are farm communities, or simply refugee camps, places where seeds go to escape the insanity of the Bloodlords and the cities. Most villages are ignored as long as the people there remain poor. If anything valuable is ever discovered there, a town is quickly overrun by troops, miners, Bloodlords, and merchants, each one vying for whatever treasure there is to be had.

Ocean: Not all of the Northern Ocean is under the control of the Queen. Only the area within about two hundred miles from shore is officially part of the domain of Penance. This area is somewhat of a shelf, and much shallower than that to the north, where the floor of the ocean drops off spectacularly, marking the border between domains. The ocean part of Penance is still subject to the queen's laws, and the ceptu empire has its capital here in order to give its lord the protection of the

queen. Everything that happens beneath the waves in Penance is under the control of the ceptu, and relative peace and prosperity are shared by all.

Walkthrough of Major Areas

By far, the most important area of Penance is the great city located at its center. From here the six rivers of the plains stretch out, linking the city to the surrounding areas.

East of the City of Penance are the broad fertile plains of Decree, and the riches of that city. South of Decree lies Muse, the capital of the bizarre Aurads, and east of Decree is Wildwood, and the towns of Stag and Sevenil that have arisen in order to extract the wealth of nature from the forests.

South of the city of Penance are the great strongholds of the druids, including the nearby forest of Lucan and the forest of Arnor to the southwest, containing the druid capital of Bower. Just past the forest of Arnor on the borderland lies Temper, the gateway city to Arena. In the southeast lies the great ruin of Illium, and the Illion forest surrounding it, both lost from civilization and overrun with terrible beasts. Past Illium lies the mining town of Haft and the Wildwood border towns of Ward and Bond.

West of the great city is the large Ramtha forest, allied closely to the bloodhold of Illumina. Past the Ramtha are the impoverished city of Ash and the mysterious forest of Winter. The city of Sanguine lies to the north of Winter, famous for its beauty and romance, and a favorite place for tourists. On the western border lies the infamous prison city of Cage, stronghold of the slave-trading hovara.

North of the city of Penance is the forest of Gothor, and then the cities of Hale and Loom, known for mining and farming, respectively. Farther north is the great Northern Ocean, and the port cities of Mourn, Sentinel, Beacon, and Harmony. Beacon and its relentless lord Pandarus are gaining an increasing control over the North, and are beginning to have more of an effect on the plains in general each day. Northwest of the city of Sentinel lies the underwater capital of the ceptu, Attatal.

THE QUEEN

Though Israfel is seen as mostly concerning herself with the politics of the City of Penance, she is still the queen of the plains, and continues to populate and to monitor them. The entire surface of the plains is officially divided into cantons, and the same sets of laws and decrees hold sway over the plains that apply to the City of Penance. Technically, a Bloodlord may rule anywhere in the domain, but for the most part, there simply aren't enough inhabitants in any one place outside of the cities for this to come into play. This system leaves the bulk of the plains essentially free from governmental rule or oppression.

Because of the size of the plains, and the attention that Israfel pays to the high population centers of the cities, her laws are much less likely to be enforced in the

Arena

THE DOMAIN OF PENANCE

Wildwood



100 miles



wild than in the City of Penance, for example. The queen's birds are simply not numerous enough to cover all of the territory, and even reliable witnesses do not necessarily have an easy way to contact the queen. Israfel is the only power that can enforce her own laws, and anyone who breaks one without her knowledge essentially gets away with it. Violations involving the creation and destruction of Bloodlords are high profile, rare, and almost always enforced, but the rule banning all laws but the queen's is much more flexible. In general, there is a 1% chance that the queen will directly notice any violation on the plains. If there is no direct observation, the queen will only become aware of an infraction if there is a witness that is willing to report the event to her, and is able to communicate to her by some means. The queen can only be contacted through direct verbal address of herself or one of her birds, or through the spell *informant* (see appendix).

If actively searching for one of the queen's ravens, a character's percent chance of success is equal to his Spot check roll. (Make a Spot roll, then roll percentile dice - if the percentile roll is less than the spot check, then success is granted.) A search for a raven takes one hour, and a character may attempt a percentile roll every hour. If more than one character is searching in the same general area, the percent of success is simply equal to the best Spot roll of the bunch.

The most active part that the queen plays in the plains is the constant introduction of new species of plants and animals. The queen seems to take delight in dropping creatures from foreign ecosystems right into the middle of the domain and watching the results. In many cases, the new species are wiped out immediately, but in others they thrive, and in a few cases, they begin to take over or destroy the dominant ecology of the area. This is where the caretakers come into play - the druids of the plains dedicated to preserving and maintaining the environment. These highly educated individuals carefully study all new phenomena and take action if there is ever an ecological emergency. If it were not for the thankless work of these caretakers, the domain of Penance would likely look much like either Arena or Wildwood, and would be patently unlivable.

Israfel also seeds the plains and the forests with newcomers and with new species of intelligent life. Placement of seeds on the plains is just like placement in the city, except that it is considerably less frequent. The queen does not think twice before dropping a monster into the midst of a quiet village, or a stout warrior at the back of a party of ambushers. The queen may even drop a seed right out on the open plains without even giving him a hint that there might be life or culture on the Forge. Unlike most of the rest of the black flock though, the queen focuses on creation and nurture, not on destruction. Her actions are designed simply to push her citizens to adapt and grow rather than to be killed. Israfel is unlikely to directly intervene in any conflict on the plains unless her laws have been flagrantly violated or one of her favorites is endangered.

Politics

By application of the Queen's laws, nearly all of her domain is declared a lawless zone, where no man may declare himself ruler over anyone or anything. This is easier said than explained, and many, when they think of the plains, imagine bandits behind every rock, and murderers behind every tree. This is anything but true, and in reality, most citizens of the plains are under the protection of some sort of political entity.

The key legal difference between the plains and the city is that individuals in the lightly populated areas are unable to declare themselves Bloodlords, and thus are unable to receive the protection of the queen. The farther one gets from the cities, the less potent becomes the influence of the lords in them, and the more individuals are forced to handle things for themselves. A Bloodlord's military reach may extend outside of his bloodhold somewhat, but he is unable to declare any laws in this area.

The question then is what does it mean to not be able to declare any laws over an area. Essentially, a law is a code, forbidding or requiring a group of people to do a particular act. A law applies to a particular area, and usually stands as a permanent condition. A law is public, and implies that the person giving the law is politically in charge of the area to which the law applies. Typical laws outline taxation, or set particular penalties for particular crimes. Arresting someone and charging him or her with a crime absolutely implies that a law was violated.

There are many political arrangements that are not laws, and these are commonly used by the inhabitants of Penance to keep order on the plains. First of all, deals and contracts between individuals are not laws, but simply bartering. A person may give 100 gold pieces to a friend, for example, under the condition that the friend agrees to defend the person from anyone that attacks him. This agreement does not apply rulership over a particular area; it is merely an agreement between two people. Second of all, action does not imply law. A person may kill a known robber and card cheat, but that does not imply that the action was the enforcement of any kind of law, but simply a decision that that person arrived at. The key difference in these cases is that action and contracts apply to one person or situation at a time, and laws are more universal. A contract is simply a communication aid, a means of clearly identifying the terms of a private agreement between two individuals, and is only as enforceable as the individual power of the two parties allows.

Protection

Bloodlords can take advantage of contract and action in order to increase their influence or power. The most common method of this is military protection of farmsteads and merchant caravans. Essentially how this works is an individual, usually an inhabitant of the plains approaches an agent of a Bloodlord and requests to enter into a protection contract. Sometimes though, agents of the Bloodlords wander the plains and try to sell protection to all whose dwellings they encounter. Such protec-

tion is not active, but reactive; the Bloodlord agrees to send his troops against anyone who injures the individual or his insured property. The insured person receives a copy of the contract and a banner or badge bearing the symbol of the protective lord. The insured person then flies the banner above his property or wears the badge on his person, letting any who would attack or rob him know that their actions will be avenged.

When this policy was first introduced, it caused problems, as bandits would simply make sure that there were no survivors to report them. However, the introduction of a small bird called a mara (see chapter 3) into the Forge seemed to fix this problem, allowing messages to be carried back to the protective forces almost immediately. Bloodlords typically give out maras to their farmers, to their agents, and to private merchants that pay an extra fee.

Table 1.1 – Typical Costs of Protection.

Coverage	Yearly Cost
Per person	50 gp
Per homestead	250 gp
Personal property	1 gp per 250 gp value
Mara (one time fee)	500 gp
Policy holder has hired private guards	Up to 50% discount

In practice, the protection of the Bloodlords is more psychological than direct. It is impossible for Bloodlords to keep standing armies out on the plains to guard all of their interests. Instead, the Bloodlords try to make an

effort to provide a show of force in response to any major attack. If bandits rob a caravan, a platoon will be sent out to the area to track down the bandits and put them to the sword. If a farmstead is raided and burned by valcos for example, the Bloodlord will respond by sending his troops against the nearest valco tribe to the scene of the crime. Such justice is not always accurate, but accuracy is not the point. Since laws cannot be set or enforced, it simply serves to keep losses to a minimum. Bandits will think twice before attacking a farm or wagon that bears the banner of a Bloodlord if they know there is the possibility of being made to pay for their actions.

The exact method of retribution varies from Bloodlord to Bloodlord. Retribution is tricky, as the queen's rules prevent individuals in lawless zones from being charged with crimes. This does not mean though that troops can't be ordered to take simple actions though. In essence, the military groups take the actions and roles of bandits. Lords like Hyperia and Pandarus do not think twice before sending their troops out to slay a small tribe or to tear a clan of bandits limb from limb. Some lords, such as Narcis and Megaera, offer those about to be slain to ransom their lives with a sum of money appropriate to the act for which retribution is being sought. Abbydon simply captures raiders and imprison them for life without charging them with a crime, while Mabon throws them into the slave pits. Flollo ransoms bandits for their lives as well, but instead of money, he requires that they perform some sort of service, like rebuilding a farm or road, or dredging a river. If no task is readily available,



Floilo's troops ask bandits to sign rehabilitation contracts, agreeing to a stay in one of the Oasis' re-education centers.

Lord Belus has his own special way of protecting his interests on the plains. In the Ramtha forest, he keeps a colony of Gnarl, who his troops feed and wait upon hand and foot. If there are ever bandits in the forest, the gnarl are sent, backed up by armed guards, to track down and eat the offending parties. In addition to giving maras to the caravans and homesteads under his protection, he provides a few cursed magical items. These items look quite valuable, but if stolen by robbers, do them more harm than good. In fear of such a fate, a number of groups out on the plains never attack any party bearing Belus' banner. In the few cases though where an attack does occur, Belus shows little mercy, usually capturing those responsible and shipping them off to forced service in Arena.

There are some major inherent problems with this method of protection and retribution. The first is with false reporting of injuries. It is a simple thing for a person to buy protection and then say that a particular enemy robbed him, essentially paying a Bloodlord to act as a mere hit man. This problem is addressed by severe reprimands in the contracts for falsifiers. Usually if one falsely claims a loss of property, all of one's property is forfeit to the protecting lord, and in false claims of injury, one's life is forfeit. Protection claims are always verified by the enforcing troops before they are acted upon. The queen prevents criminal cases from being tried, but she does not prevent anyone from asking questions. Anyone who reports that his farm has been burned down had better have a burnt farm when the troops get there, and had better be able to keep a straight face when questioned about it. Neighbors are also often questioned unless a case is obvious.

The second major issue is with the falsification of badges and banners. Not only does this cheat a lord out of funds, but it also weakens the psychological force of the protection. If bandits know that most of the banners in the area are false, they will begin to attack those who display them, including those who actually have paid for them as well. Since the purpose of the banners is not to promote vengeance but to prevent attack in the first place, this is a severe problem. To solve it, the Bloodlords have turned to a particularly strange method - actually funding bandits themselves. Bloodlords often enter into free protection contracts with independent bandit groups under the agreement that the bandits will only attack those bearing false banners. These bandits then stop caravans and approach farms bearing banners, and ask to see their contract documents. The bandits are trained by the lords in how to spot false banners and documents, and are encouraged to rob anyone who produces them. Such bandits also agree not to attack anyone without a banner at all, essentially contributing to the overall impression of safety in the area.

Many Bloodlords take a proactive approach to protection by making periodic bandit sweeps of their protectorates. This consists of disguising troops as simple travelers bearing no lord's banner. These troops move about through the protected area, attempting to lure ban-

dit into ambushing them. In such an event, the bandit troop will then be immediately routed and slain. This tactic is effective, but must be kept to a minimum, as overuse of it would only serve to encourage brigands to simply attack those bearing banners of protection. The standard practice that nearly all lords employ is of disguising all troops moving on the plains as rich merchants that actually do bear the lord's banner of protection. If the troops are then attacked under the lord's protection, they generally show no mercy to their assailants.

A Bloodlord's protection is only effective as far as his banner is recognized; so essentially, if a person wanders too far from the lord protecting him, bandits will not hesitate to attack him. As a rule of thumb the distance in miles from his bloodhold that a Bloodlord's protection is effective is equal to the number of cantons he holds. This distance is usually enough to cover the farmland that feeds the bloodhold, but not much farther. On major thoroughfares, such as the rivers of Penance, this distance can vary greatly. Generally, these areas are covered by specific Bloodlords, and the entirety of the route is protected. Merchants who travel far on the plains may need to purchase the protection of more than one lord. Table 1.2 shows which Bloodlords' banners cover what roads and rivers in Penance.

Table 1.2 - Major Thoroughfare Protection.

<u>Route</u>	<u>Patron Lord</u>
Aegis River	Lord Belus
Ladon River	Lady Hyperia
Syrinx River	Lady Hyperia, Lord Pandarus
Tanaïs River,	Lady Megaera, Lord Lycabas,
(w. of Decree)	Lady Nepenthe, Lord Sthenelus
Tanaïs River, lower	Lord Lycabas, Lady Nepenthe,
	Lord Sthenelus, King Viminth
Tanaïs River, upper	Lord Lycabas, Lady Nepenthe,
	Lord Sthenelus
Muse Road	Lord Lycabas, Lady Nepenthe,
	Lord Sthenelus
Hebrus River	Lord Abbydon
Xanthus River	Lord Mabon, Lady Lucretia

Response to a protection claim varies depending on the situation. For hunting individuals or small parties, a simple platoon is sent out, consisting of a Vanguard, a detective, a scout, and nine other soldiers. Responses against banditry usually consist of two platoons, led by the senior Vanguard. Responses against major opponents, such as large nomadic tribes or brigand encampments may consist of four to eight platoons of men, and are sometimes led by a Razor. Vanguards are usually at least 10th level, and most troops fall somewhere between 5th and 9th. Razors are powerful individuals, and are at least of 15th level, if not higher.

Some Bloodlords do not use military troops for protection responses, but contract the tasks out to independent mercenary groups. Independents are used much more against monsters than against intelligent creatures, as the chance of a group selling out to a monster is much less than to a group of rich bandits. An independent group that completes a mission successfully is placed



on reserve duty, and group leaders are generally given the title of Vanguard, although it is not accompanied by an active salary.

As long as individuals stick basically to their personal contracts, the queen stays out of the disputes of the plains. When she does act though, her punishments are swift and final. The general punishment for imposing laws over a lawless area is generally death, except sometimes in the case of Bloodlords. Bloodlords are used to wielding laws, and are given some leniency, as there is a significant gray area in the laws of the plains. Bloodlords are not slain outright except in extreme or repeat cases; usually the queen will sever one of the lord's hands as a warning, although she has been reported at times to have destroyed a platoon of troops or spirited away a favorite item or person instead.

Forest Politics

Forested areas have very different politics than the open plains. In general, the Bloodlords and peoples of the cities do not enter into the forests of Penance, and the people of the forests do not harass the people of the plains. It follows then that a Bloodlord's protection does not extend into the forests; however, the community of forest peoples monitor carefully all who enter their lands. As a rule of thumb, the forests are safe places for city folk to visit, but not to settle.

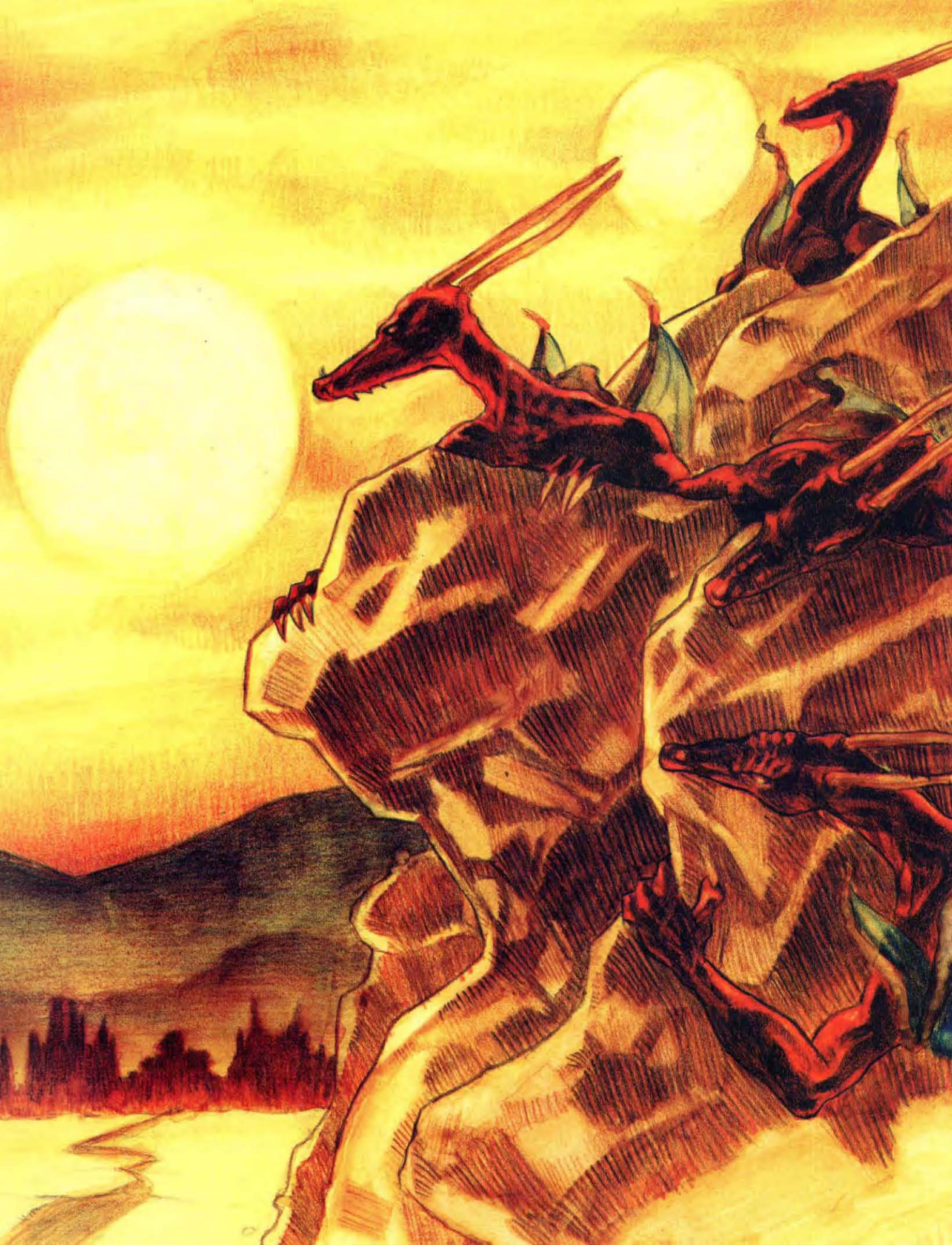
The people of the forests of Penance have gradually evolved over the ages an entirely different means of living with the queen's rules; instead of contracts, they rely on community. Forest communities are tightly knit groups of people that all essentially have the same beliefs, goals, and outlooks. These people are by nature

xenophobic, not necessarily of different species, but of all foreign individuals. New settlers are permitted in the community, but they must get along with the principles of the people already there. Their actions are monitored, their beliefs are questioned, and only if they say and do all the right things are they permitted to stay. This is not an official decision on the part of the community, but the result that if enough members dislike the newcomer they will gather together and ask him to leave. Friendly communities may suggest other locations where the settler may better fit, although a few are not nearly as warm and helpful.

The people of the forest prefer to stay hidden to all those outside the community. Travelers and caravans that enter the forests are generally watched from a distance, but are not disturbed unless they linger, are destructive, or cause trouble. Innocents are typically simply told to leave, although malicious parties are sometimes attacked in force without warning. Any who try to settle in the forest are also asked to leave, unless they first make a gesture of joining the community. Most bandit groups are desperately overmatched by the forest people, and fear to enter the areas. Bandits who make the mistake of trying to flee into a populated forest to escape the troops of a Bloodlord rarely live to repeat their error. The exception to this rule is with the nightling tribes, which are both forest and brigand communities at the same time.

Travel

Nearly all travel in Penance occurs on the six great rivers of the domain. All of the major cities are located



along the rivers, greatly reducing the need for roads. Though sailing ships and tow barges are still common on the rivers, they are beginning to become displaced by paddle-wheelers - ships with rotating paddles that propel them through the water. Paddle-wheelers have been used for thousands of years, but they have always been quite a rarity, as the golem engines that were used to power them were extremely expensive. About ten years ago though, engineers in the city of Beacon managed to develop a cheap mana engine, using similar technologies to those used by the asherakes in their flying ships. These magical engines, powered by spellcasters, are mass-produced in Beacon, and are slowly changing the face of Penance. Paddle-wheelers using mana technology are fast, safe, cheap, and independent of wind and current.

The rivers of Penance have been slowly modified to accommodate travel over the years. Sand bars have been dredged out, banks have been widened and reinforced, rocks and waterfalls have been leveled, and rapids have been smoothed. Though there are still some major hazards, such as the famous twin waterfalls of Sanguine, the rivers of Penance look as much like highways as rivers can. Weather hazards are few as well, leaving the only real hardship of travel on the plains to be ambush, whether from foul creature or desperate brigand. Creatures of the cities, such as horngills, also cause trouble in the wilds, and here are joined by other hazards unique to the plains, such as merain. Most river ships employ the services of mercenary guards to protect against monsters, and purchase the protection of Bloodlords to protect against bandits.

River travel may be fast and safe, but it isn't cheap. In addition to the costs of having a ship and a crew, and the protection fees of the Bloodlords, there are the tolls to contend with. Nearly every Bloodlord who occupies a river canton charges a passage toll for ships, which is not optional. Tolls are enforced with gates that are swung across the river, usually as part of a pier or bridge. In the city of Penance, tolls are integrated into the lifting fees charged for hauling ships up onto the pedestal with cranes. Tolls vary from city to city, as some smaller towns must charge lesser tolls in order to attract traffic. Toll fees are generally waived for ships that have their home port in the town charging the toll. Fees are also sometimes waived due to politics. The ships of Beacon's military for example are not charged tolls when passing through Sentinel, as they protect the waters of the Syrinx. Refer to Chapter 5 for the exact amounts of the tolls in Penance.

Because of the costs of ship travel, there are many who choose to travel by road instead. Roads in Penance, however are rare, and of poor quality where they do exist. Bloodlords are loath to spend money on roads, as they cannot take ownership of them, and the cost of maintaining them outweighs the benefits they provide. Of the few roads that do exist, most are unpaved farm roads, built simply to enable farmers to carry their produce to the rivers. There also are tow roads, paths that follow the rivers to allow beasts to walk along the shore and pull barges. A few old roads still exist on the Plains, but are just as ruined as the cities that they link, and though they help prevent in getting lost, they are now less passable than the open plains themselves. The only well-maintained paved road in all of Penance is the Muse Road that runs south from the city of Decree to the trading amphitheatre not far from the tower of Muse, the Aurad capital.

Those who travel on the roads of the plains generally do so on kith or horse pulled wagons. These travelers include farmers, who pull loads of food, poor merchants who can't afford a ship, and nomads, such as the pickers who travel with all of their worldly possessions. These wanderers are generally limited to the tow roads and farm roads, as wagon travel across the plains is impossible due to the rocky terrain. Some of the plains nomads, such as the valco employ flat platforms with wood, bone, or metal runners, sleds of sorts, that they use to haul their belongings slowly from place to place. Such devices are crude and slow, but functional, and have been relied on for countless millennia.

Travel is unrestricted in the bulk of Penance, as the queen prevents anyone from applying laws to lightly occupied territory. There are no regulations, no requirements to stay on a particular path, and no tolls except on the rivers. If one is on foot or kithback, one simply faces in the direction one wants to go and starts walking. Though this may seem an unsafe practice, it is actually highly advised for those who travel with few companions, as the farther one gets from the beaten path, the less likely one is to walk into an ambush. The extra daylight of the Forge provides broader travel hours, and a reduced risk of getting lost. Anyone with a good map and a compass should have little difficulty navigating the plains, although the hazards of the wilds are another matter.



Chapter 2

Inhabitants of the Plains

'Of course Salinn, I can craft whomever you desire. Name your price.'

- Athra, artificer of legend

Once one sails a few miles away from the great city of Penance, a distinct change settles in over everything. The air seems cleaner and fresher, the sounds of the city fade away, and are replaced by those of birds, animals, and water, and the people along the shores act happier and freer, even though they appear to possess very little. The weight of the Oath of binding drops away and the oppression of the Queen's laws seems like the distant memory of a dream.

This first impression of the plains of Penance may seem accurate in comparison with the great city, but is somewhat misleading when trying to legitimately examine the culture of the plains on its own. The people here have very different outlooks, and perhaps different problems, but they are people nonetheless. Ambitions flare, rivalries smolder, and tempers rage over competition for the resources of the plains.

Many ages ago, the plains of Penance were seen as the one simple and easy paradise of the Forge, the one place where life was not difficult, and where peace and fertility prevailed over strife and famine. As the cliffs of the pedestal began to rise, however, things began to change. The Bloodlords of the cities started to turn their politics away from direct conflict and more towards an economic battle of control over the land. Farmland was cultivated, much of the domain was deforested, and the demon of pollution has begun to rear its ugly head. Though many of the peace loving peoples of the plains were driven off their land and forced into life in the city, many more managed to band together, and resist the widespread changes. Chief of these were the druidic forces, lead by a strange and nature-loving race of plants, called the thorns.

Though the thorns were not a particularly effective force in combat, they received the aid of a very different species, the feral and animalistic wild frey, who shared their lands. Although at first the combined forces of the warriors of the plains suffered many great losses, they quickly learned how to fight against their foes of the city. The plainsmen retreated from the plains and into the forests, where the natural cover of the trees worked to the great advantage of the wild frey warriors. After several unsuccessful attempts to break the strength of the forest dwellers, the forces of the Bloodlords eventually retreated, leaving them to their own devices.

At this point in history, a delicate balance stands between the people of the plains and of the city. The forests have become the realms of nature, and the Bloodlords, for the most part, let them be. The open plains, however, have been somewhat surrendered to the forces of civilization, and the Bloodlords are relatively free to cultivate them for crops, or mine them for minerals. The enormity of the plains themselves, though, still has a great effect on the cultures here. The farther one gets away from the cities, the emptier become the empty spaces. Farmland turns into grassland, where nomadic tribes wander, and small communities and hermitages dot the map.

Conflicts between the farmers of the Bloodlords and the people of the open plains are rare. These cultures have little to weigh them down, and simply move away if they ever feel threatened by civilized folk. Occasionally there are skirmishes and battles, and farmsteads are sometimes destroyed in anger, but the Bloodlords are very protective of their infrastructure, and armed and dangerous columns of troops always punish such acts quite quickly and severely. Unlike the peoples of the forests, those of the plains simply cannot face such opposition, and generally do not tempt it. There may be some lingering animosity out on the plains, but overall, there is a firm and strong peace.

Because of the stability of the plains, a number of interesting cultural developments have arisen. The most unusual and possibly the best known of these is the studies and magical findings of the hermit Athra. Athra was originally a citizen of the city of Illium, and became obsessed with the myths and stories of the Pandora. Athra, a wizard by trade, was deeply affected by the Pandora's legendary power of disjunction, and supposedly sought him out and met with him in person and studied his methods, with the intention of trying to turn the powerful energy he channeled into a force for good and creation. Ultimately he was amazingly successful, and pioneered the art of the artificer, the magic of creation, himself creating nothing less than an entirely new race of people from nothing at all. This engineered race, the aurads, were in many ways the children of Athra, and have thrived in the several thousand years since his death, building their own communities on the plains, and continuing his research where he left off. Athra's art also eventually led to the fall and destruction of Illium at the hands of the Pandora himself, but that is another story altogether.

In addition to inventing their own form of magic, the people of Penance have also developed their own variants of common Forge concepts, such as prestige races. Both the wild frey of the forests and the colorful Aurads have developed their own evolutionary focuses, and a third has been invented by the enigmatic hermits in the ultimate attempt to truly disappear.

Cultures and Peoples

Though there are countless individual races dwelling in the wilds of Penance, there are only roughly fourteen major species. Not counting the cities or the ocean areas, the population breakdown is as follows:

Area: 790,000 square miles

Population: 23,500,000

Racial Makeup: Aurad: 3%, Chromithian: 1%, Dover: 7%, Elf: 4%, Faust: 1%, Frey: 4%, Halfling: 2%, Hovara: 0%, Human: 16%, Nightling: 6%, Picker: 5%, Thorn: 13%, Valco: 25%, Wild Frey: 8%, Other: 5%.

Because of the melting pot nature of the Forge, the number of different intelligent races that can be found out on the plains is uncountable. There are many races on the Forge that bear only one or two representatives, and as such individuals arrive and die on a regular basis, the act of documenting them would be a futile one.

Biologists and historians instead simply attempt to make record of the more populous races, those that are numerous enough to affect the culture and ecology of the plains.

Valco are the most numerous species in the plains of Penance. The valcos make up the bulk of the nomadic tribes that roam the great open spaces of the domain of Penance. The unique ability of the valcos to subsist on nearly any organic material makes them a perfect candidate for a nomadic species. Wherever the valcos roam in the plains, they are able to find food, whether it is grass, insects, shrubbery, moss, or more traditional crops. Valco live in small tribes of about a hundred individuals. For the most part they are self sufficient, crafting their tools and weapons from their own discarded horns, and making clothes from the skins of the animals and monsters they hunt down. On occasion, a tribe will raid a small village or farm for manufactured goods, such as armor, books, jewelry, and household items. Due to the roving nature and sheer number of the tiny tribes, it is extremely difficult for the Bloodlords to track down the individuals responsible for such attacks. Generally, small raids are ignored, but ones that cause major damage are responded to with a large show of force against whatever unfortunate tribe happens to be caught in the neighborhood. Though its is not as well known, valco tribes also sometimes attack small groups of well-equipped individuals traveling through the plains, in the hope of gaining magical items and currency. Such attacks are not always direct. A valco tribe might offer hospitality and food to travelers, only to butcher or rob them in their sleep. One rasher tells of waking up at Stir and finding the entire encampment around him gone, along with all of his belongings. He was among the lucky; many a disappearance attributed to the monsters of the plains are actually the work of opportunistic valco.

Humans are the most disparate race on the plains. The bulk of the humans in Penance are farmers and miners, supplying the cities with their infrastructure. Such individuals are typically closely tied to the Bloodlords of the cities, both for commercial reasons and for sheer protection. Though there are no laws on the open plains, individuals are still free to make personal deals. The farmers of the plains generally enter into contracts with individual Bloodlords and merchants, setting fixed prices on their crops in return for transport, equipment,

and guaranteed sales. In general, the more help a farmer receives from a Bloodlord, the lower the price he gets for his goods. A farmer who brings a barrel of sameril to market on his own might expect to get five gold pieces for it, while one who has an intermediary purchase it right from the farm may get only two. Some merchant companies even offer complete farm packages, where house, lands, tools, equipment, and even the occasional consort are offered for free in return for a permanent share in the profits of the operation.

Thorns dwell primarily in the forests and wooded areas of Penance. They are caretakers of the wilderness, and skilled communicators, working as go betweens with the variety of other peoples dwelling in the forests, maintaining the peace and resisting the efforts of the city dwellers to take their land. The thorns make up the bulk of the druid population in the forests, the most politically active group out on the plains. Along with the

thorns, a variety of other races dwell in the forests, typically in the role of druids. The most common of these are dovers, humans, and elves. Both the dovers and the elves are underrepresented in the wilds of Penance, as those of their race that are drawn to the primeval nature of nature make their way to the depths of Wildwood. Wild frey dwell alongside the druids and thorns, but do not generally participate in their culture except in time of war, when the wild frey provide the muscle required to defend the forests. The presence of the thorns and the druids is little on the open plains with the exception of the watchtowers, tall buildings located at regular intervals staffed with emergency response personnel, ready at a moment's notice to deal with a raging fire, a ravenous monster, or an out of control



alien species.

The nightlings of Penance pose a problem to both the forest dwellers and the civilized folk of the plains. Nightlings that choose to dwell outside of civilization usually revert to their natural ways: banditry, gluttony, and laziness. Such individuals end up forming into colonies in the forests, xenophobic communities where, for the most part, only nightlings are tolerated. These colonies are as nomadic as the valcos of the plains, except that they have the cover of the woods to hide their positions and movements. Nightling colonies have no permanent structures or infrastructure; the nightlings rely entirely on theft and windfalls to provide for their livelihood. A handful of nightling colonies hold their own small patch of woods,

but for the most part they occupy corners of druidic forests, ranging out to attack both farmsteads and druid positions. Nightling colonies are difficult to eradicate, as their numbers are generally quite large, and they have a tendency to merely scatter and reform if met with sufficient force to threaten them.

Pickers roam the plains as nomads as well, always on the move from one city or town to the next. Picker caravans typically consist of five or six heavily-laden wagons drawn by kith. Pickers have a number of traditional spots scattered amongst the plains where they frequently go to meet up with other picker families to trade and gather. Pickers are a huge target for bandits, but have a very interesting method of defense. Pickers get rid of all their money before leaving civilized areas. In addition to purchasing fine goods while in towns, pickers spend a lot of their time acquiring pure junk and useless trash. Most picker wagons are packed completely full with items of all sorts, and roughly only 15% of it is valuable in the least. Many of these items are laced with fake magical auras or gold paint so that only the pickers themselves can tell the good from the bad. If the pickers are ever raided, they open up their wagons and offer the bandits all that they can carry. Most of the time the bandits walk off with hundreds of pounds of sheer garbage, and over time they get frustrated, and start to ignore the pickers and their wagons, instead focusing their efforts on the richer, although better guarded, merchants from the cities.

Frey are common in the smaller towns and villages of the plains. On occasion, a frey can be found in the woods, living his life as a druid, or simply living off the land like his larger cousins. In general, frey, along with the humans, are the most varied of species in the plains, and can be found in nearly any situation, with the exception of farming, which has no appeal for these curious creatures.

Aurad colonies are scattered around the deep open plains. Aurads can create everything they need out of thin air, so there is little cause for them to compete for fertile space with other races. An aurad colony consists of a single, tall tower in which all members of the community dwell together. Aurads can typically only be encountered near their towers or at or on the way to their trading posts, where they bestow all of their unneeded goods upon their visitors.

Halflings prefer to live far out on the plains, away from all politics and concentrations of people and predators. Halflings generally dwell in sleepy but peaceful communities where they spend their time working the land in order to eke out a meager living. Halfling communities generally protect themselves from bandits and other invaders by having very little and by living in such remote areas. Frey on occasion take up residence in halfling villages, but larger and more ambitious races seldom feel welcome in them.

Chromithians in Penance are few and far between, and for the most part dwell out on the plains, making their livings as bandits. Chromithian bands usually set up their headquarters near roads and rivers, making their

living by attacking caravans, individuals, merchants, and anyone else who dares to travel across the plains without the banner of a patron lord.

Fausts dwell primarily in the scattered ruins of Penance. Though many fausts have become civilized on the Forge, many others still live their traditional lifestyle of solitary hunting. Fausts prefer to make their homes in the ruined towns and cities of Penance as there are no influences from either civilized areas or from the druids. Fausts also simply find the age, waste, and destruction of ruined communities to be inherently beautiful and inspiring. Fausts stalk all living creatures that enter their territories, although they prefer the challenge of intelligent prey. Fausts are found in large quantities in the ruins of Illium in the southeast of Penance, and in the lost city areas of the City of Penance.

Hovara dwell primarily along the border regions between Arena and Penance, although their reach is quite far. These heartless sorcerers scour the plains and forests looking for small groups, which they subdue and take into captivity. Most hovara victims are taken to the city of Cage, on the Aegis river, where they are fitted with chains and tested for their talents. Strong captives are sold to the warlords in Arena for use as soldiers, while weaker ones are sold into servitude in the City of Penance, generally to the area of Blackwall, although many minor bloodholds purchase large quantities of slaves as well.

Ceptu dominate the politics of the Northern Ocean region of Penance. Ceptu have few dealings on land except in the cities of Sentinel and Penance. Most of the trading between the peoples of the ocean and the land is handled by the subordinate races of the ceptus, such as merfolk, locathah, or aquatic elves.

Other species are found scattered throughout the domain of Penance, typically intermixed with the colonies of the more established races. A knük, for example, that somehow ended up in Penance would likely make its way to one of the forest regions and take up residence alongside the elves and thorns there. Some species simply live alone, either in tiny communities of a dozen or so member, or living completely solitary existences, such as the infamous ulatra that makes its lair in Illium. There are also many unfortunate individuals that roam the Forge, searching wherever they go for news of others of their kind. A few who have the talent have trained with the Aurads and have been able to create their own companions, but these are definitely the exception and not the rule.

NEW PC RACES

The most populous people on the plains are the goat-like valco. Though they thrive in the wild, the valco are not uncommon in the great cities, and thus have been described in detail in *Oathbound: Domains of the Forge*. There are, however, four major races in Penance that one will rarely encounter on the pedestal. The first two are the intelligent plants the thorns, and the feral felines the wild frey. These two races are more closely attuned to nature than most, and simply prefer the wilds of the

plains than the stones of the cities. Third is the hovara, a villainous race of manta-like sorcerers. The hovara are city dwellers, although are normally only encountered on the border towns of Arena. The fourth unique race on the plains is the enigmatic aurads, one of the only races truly native to the Forge. The aurads do not so much love nature as they abhor the bustle and chaos of the cities. Each of these four races is explored in full detail below.

Aurads

Out on the plains of Penance dwells a strange and colorful people, light loving, graceful, and introspective. These are the aurads, slender humanoids thought to have evolved from avians. Aurads honor beauty in all things, and spend their time in the acts of creation and invention. Aurads do not generally enjoy the company of other races, and are seen as mysterious and aloof. The aurads live in small communities out in the open spaces of Penance, building tall towers that house entire villages. The aurads are famous for their bizarre generosity, and for pioneering the artificer path of magic (see the prestige class section).

Type: Humanoid (Aurad)

Personality: Aurads are a haughty and elegant people, and are notoriously odd in their outlook. In all respects, aurads are very much sensualists. They focus on pleasant things, whether it is a glorious song, an incredible sunset, or a lascivious orgy. Aurads tend to focus on beauty above all things, and derive nearly all of their pleasure and motivations from this source. An aurad lives to bring beautiful things into the world, and an aurad's time is spent in creation and crafting. Aurads are highly magical people, and generally sculpt with magic instead of hand tools. Because of this, aurad artifacts are extremely well made, and often seem impossible, like building a ship in a bottle. Strangely, an aurad typically is not too concerned with where his creations go after they are made, and will give them away to anyone who wants them, ensuring that they no longer remain to hinder him with their presence.

Aurads tend to judge others based on physical beauty, bearing and grace, and not so much on ethical grounds. An aurad can accept betrayal if it is explained eloquently, but might take issue at an excellent gift presented without proper ceremony. Rough souls should take care to stay out of aurad lands. Aurads love sunlight, and tend to stay outdoors as much as possible, thus typically eschewing city life for a more open-air existence.

Physical Description: Aurads are tall, slender humanoids, easily recognizable by their brilliant blue faces framed by a long, thick set of stunning plumage, and set with bright red markings. Aurads have absolutely no body or facial hair, and have soft, smooth, delicate flame-colored skin. Most aurads are speckled with milk-white or cloudy-blue patches. Instead of hair, aurads have short, thick gray feathers on their scalps. Protruding from this layer of down are a number of long, feathered quills, set at intervals with wild decorations that resemble eyes, much like a peacock's tail. These quills can be held en

masse at the back of the head, or they may be relaxed and fanned out, providing a frame around the face for a yard in all directions. Aurad facial features are delicate; their heads and eyes are slightly smaller than those of most humanoids, and their lips thinner and tighter. Aurad eyes are typically black and round, and their ears small and hidden amongst their plumes. Their noses are small and sharp, as are their teeth. Aurads do not have eyebrows or lashes. The skin on their faces is a brilliant ocean blue color, mottled with small cloudy patches. Thick horizontal vermilion stripes mark the sides of their faces.



Aurads, like silvers, do not have a gender, but still reproduce sexually. Aurads have genitalia much like human males, and upon orgasm secrete a thick, sticky substance that hardens rapidly when exposed to air. If this substance is mixed with the ejaculant from one or more other Aurads, it will harden into something reminiscent of an egg, and begin to grow. When the new creature is ready, it kicks apart the shell, which crumbles away like plaster. Aurads can have many more than two parents, and usually have at least three.

Relations: Aurads tend not to get along very well with other races, and thus form their own colonies out on the plains, avoiding the typical settlements and cultures of Penance. Aurads are highly sensitive to coarse manners and language, and refuse to deal with any type of ugly, primitive, or dirty people. To those few that they do trust, they are quite generous. Aurads are almost entirely self-sufficient people, and do not so much trade as give things away. Nearly all Aurads take the artificer prestige class, and thus their villages are able to conjure basically anything that they might need. Anything left over is taken out on caravans and bestowed upon those foreigners whom the aurads favor. In return for their goods, the aurads ask only beauty and charm, and the gifting process is quite long and complex, requiring much use of the diplomacy and perform skills upon the part of the recipient.

Aurads gather for gifting at specially built amphitheatres located just on the edge of the aurads' lands. Those approaching and asking for goods must do so respectfully and peacefully, otherwise they are not permitted to participate. Aurads greatly respect foreigners that are able to deal gloriously with interruption in the process by other applicants. Some who trade with the aurads often hire others to cause distraction, for which they have pre-scripted a set of witty retorts. The aurads do not mind this deception as long as it is well staged and entertaining. Some describe the gifting process as akin to a theatrical performance.

Aurad Lands: Aurads tend to gather together in settlements far from those of other races. Generally, they gather in the open plains or atop low hills so that their views of the landscape are not obstructed. Aurads dwell in tall shalik (see new materials) towers that they build with great magic and art. Each aurad village consists of but a single tower, its height alone providing living quarters for the people of the town. Aurads do not generally spend their time inside of their towers except in periods of darkness, when they retreat into them for safety. Towers are used for sleeping, and protection from marauders and the elements. Nearly all interior areas of aurad towers are well lit with spells at all times. Aurad towers shine out brightly at night, and can be seen glowing from many miles away. Aurads generally consider all open land within view of the base of their towers (about a 2 mile radius) as theirs, and defend it from intrusion. Aurads tend this land carefully and painstakingly, growing grand gardens of flowers and plants, and shaping beautiful patterns in the ground of stones. Anyone damaging these arrangements is punished severely, and often put to death if he cannot repair what he has destroyed.

Because of the nature of Penance and the Queen's laws, aurads have developed their small communities into tight, leaderless communes, with no official laws and where all goods are shared. This type of society seems to work best on a small, personal level where everyone knows everyone else, and it is rare for Aurad towers to house more than a hundred individuals. Aurads keep their numbers down by burning any unintended eggs that may be created along the course of daily life. The most famous Aurad tower in Penance is remarkably tall, and houses enough of these people that an aurad Bloodlord claims the area.

Religion: Though it is not widely known, the entire aurad race is actually a creation of an artificer. The legend goes that the first ever artificer, Athra, actually sculpted the first two aurads many centuries ago, supposedly to act as his own personal consorts. Over time, the aurads learned the art from Athra, and after his death, their numbers grew large enough that their own distinct culture developed.

Because of the very mortal nature of their creator, aurads have come to worship directly the nameless power of creation itself; their rituals are simply conjurations, summoning something from nothing. Aurads on the Forge consider magically created food as sacred, and refuse to eat anything that has grown naturally, except in the direst of circumstances. Aurads consider natural food to be equivalent to murder, whether it is of plants or animals, and make a distinct point to not partake in it.

One odd side effect of the aurad's origin is that one will never encounter an aurad seed. Aurads are entirely a product of the Forge, and are found nowhere else. It may be possible that over the years a few aurads have managed to find their way out of the world, and founded their own colony elsewhere, but unlikely, as the entire basis of their culture and civilization, channeling, is nonexistent on other worlds. If there were such a colony, the feathered seven have not found it yet.

Language: Aurad language is a product of their own creation, and is extremely complicated and fraught with obscure grammatical rules, yet its sound is extremely beautiful and resonant. There is no difference between song and speech in Aurad, and they find the distinction in other cultures distasteful. Aurads are known for their peculiar "accent" when speaking in common, whereby their words are given a melodic lilt, as if they were sung and not merely spoken. Written Aurad is similar, ornate and elegant, but complex and time consuming. It takes approximately twice the time to write something in Aurad as it does in Common. It takes members of other races twice the normal ranks to purchase the Aurad language.

Names: Because of the fact that Aurads generally have more than two parents, they do not have family names. Aurads only have a single name, which is decided upon by all involved parents upon the decision to keep an egg. Names are generally picked either for their sound or the way they look when written, not for their meaning. Because of this, aurad names vary greatly, and do not necessarily match the general form of the Aurad language.

Male Names: Arvak, Gier, Hallah, Mar, Ratatosk

Adventurers: Most aurads are not particularly prone to adventuring. The hardships of travel and warfare are difficult for them to bear, so mostly they stay at home. A few aurads, though, are prone to wanderlust, and run away at a young age to go see the world. These aurads are those typically encountered in the cities of the plains, and are considerably more open-minded and personable than their brethren. There are also a few rare aurads who dislike the idea of creating things from nothing, and who have forsaken their homes and look to find a place for themselves in the foreign world.

Aurad Racial Traits

- Aurads gain a +2 to Charisma, and a -2 to Wisdom.
- Aurads have no level adjustment.
- Aurads are medium size, and thus gain no size bonus or penalty to attack rolls or AC. An aurad has a base speed of 30.
- Aurads get a +2 racial bonus to all Perform and Appraise checks.
- *Language Mastery:* Because of the complexity of their own language, Aurads can learn languages at an accelerated rate. Speak language is automatically a class-skill for an Aurad, regardless of class.
- *Dazzle (Ex):* Because of the extremely colorful nature of their plumage, aurads can dazzle any onlookers once per day per point of Cha bonus of the dazzler. Anyone affected must make a Will save (DC = 10+Cha bonus, fear based) or take a -1 circumstance penalty to all attacks, saves, and skill checks for 1d4 rounds. Creatures must be able to see color to be affected, and can be dazzled by more than one aurad at once, with the effects being cumulative. Aurads generally fight in tight formation and dazzle attackers simultaneously, rendering enemy troops immediately ineffective.
- *Dark Sensitivity (Ex):* Aurads need bright light to see properly, and suffer a -1 circumstance penalty to all attack rolls when in light dimmer than normal daylight (anything less than full natural sunlight or a *daylight* spell).
- *Automatic Languages:* Aurad. Bonus Languages: select from Common, Dover, Elvish, Frey, Picker, Silver, and Thorn.
- Aurads reach adulthood at age 20, and begin middle age after 60 years. They are considered old at 90 years, and venerable at 125. Few live longer than 180 years.
- *Favored Class:* Bard. A multiclass aurad's bard class does not count when determining whether he suffers an XP penalty for multiclassing. Aurad culture is closely tied to performance and song, and the profession of the bard comes naturally to these people.

Dolphins

Dolphins are cheerful and playful denizens of ocean waters. Dolphins on the Forge are no different than the

dolphins found on countless other worlds, although in many places on the Forge they are better understood than elsewhere. Dolphins are good-natured aquatic mammals who have few cares in life, and spend their time exploring, socializing, and playing. Dolphins are extremely fast, and must spend little time catching food, and so are free to concentrate on simply enjoying life without worrying about labor or industry.

Type: Beast

Personality: Dolphins are extremely friendly and social creatures. They have very positive outlooks and attitudes, and love to converse with strangers. They have excellent intuition, and are very good at sizing up a person or situation and avoiding trouble if they encounter it. Dolphins have a strong sense of humor, and love to laugh and make light of situations. They are disarmingly friendly, and have few social enemies. Dolphins are surprisingly peaceful individuals, and never act as aggressors in any situation unless they are following direct orders. Flight is their most common defense mechanism, and dolphins are some of the fastest creatures in the ocean. If provoked, however, they are extremely strong and agile, and fight ferociously. Dolphins make brave warriors if they believe in what they are fighting for.

Physical Description: Though there are a great many varieties of dolphin species in Penance, the most common is the bottlenose dolphin. Bottlenose dolphins are gray in color, and have a long tapered form, with short flippers, a sleek dorsal fin, a powerful sweeping tail, and a long snout. Dolphin skin is similar to human skin, with a thicker layer of fat beneath, and is more water resistant. Dolphins range greatly in size, from medium -size (about 6 feet long), to large (13 feet long). Dolphins are lighter-colored on their undersides, and develop unique spot patterns as they age.

Relations: Dolphins are most closely tied to the ceptu, who they revere for imposing a lasting peace over the ocean. Dolphins and ceptu are excellent counterparts for one another, as the dolphins have little desire to make rules, manage governments, and worry about details, and the ceptu have little interest in physical labor and activity. Dolphins also get along well with other sea peoples, such as aquatic elves and merfolk. In the trusk and makkru lands, the dolphins do not get along well, are treated as inferiors, and are abused. Dolphins get along surprisingly well with humans, although the two species rarely meet. Dolphins, of course, get along quite well with their own kind, and tend to form more cooperative than competitive societies.

Dolphin Lands: Dolphins can be found in all three oceans of the Forge. In the Northern Ocean they are integrated fully into the ceptu nation, and lead free, pleasant lives. In the central ocean though they are used as slaves by the trusk, and in the southern ocean, the Makkru hunt them as food.

Religion: Dolphins aren't particularly religious in the standard sense, although they have a very advanced sense of spirituality. Dolphin religion isn't centered around gods, but is more about the cycle of life and death and the realities of nature. Dolphins believe in reincarnation and the evolution of souls from one lesson in life to another. The dolphins actually believe themselves to



be the last stage of soul evolution on this world, and consider being a dolphin a reward reserved for the souls that have understood all the lessons the world has to offer. Dolphin philosophy is centered around shedding one's fears and accepting one's self and the world together. Some believe another better world awaits them if they learn all the lessons of this one, but many think that this is as good as it gets. Dolphin priests are not clerics, but druids, gaining their powers from nature.

Language: Dolphins have their own language of chirps, whistles, barks, clicks, squeaks, and blats. Dolphins can easily understand other languages, but find them difficult to speak, as they do not have vocal chords, and produce sounds with their blowholes instead of their mouths. Likewise most races find the dolphin language impossible to pronounce. Dolphins can speak ceptu and Aquan easily, but other languages require much more practice. The dolphin language is spoken only, and has no written counterpart. Humans cannot learn to speak dolphin, as the language contains pitches too high for human ears. The best solution is the intermediary Aquan language.

Names: Dolphin names are in their own language, and consist of a series of strange chirps, entirely alien to most creatures. Similar to the ceptu, dolphins are often given nicknames that distinguish them from others of their kind. Most dolphins can't pronounce their own nicknames, but can respond to them.

Male Names: Dancer, Fluke, Shark, Snoot, Torpedo
Female Names: Chirp, Echo, Flipper, Skipper, Sneak

Adventurers: Dolphin adventurers are common in ocean adventures, where their bravery, positive outlook, and curiosity make them natural-born heroes. Dolphins unfortunately, are extremely unsuited to land, and are mostly limited to underwater campaigns. There are ways to remedy this situation, dolphin sorcerers can fly or use telekinesis. Many magic items may do the same thing. A golem exoskeleton (see appendix) may be attached to a dolphin to adapt it to land, but this is an expensive piece

of equipment. A dolphin may take the focus of the sphere to acquire legs. A powerful artificer may be able to add legs, wings, or arms to a dolphin to help it get

around its natural limitations. Keeping the skin moist is another issue; certain spells will work, but are expensive. Lotions are cheaper, but must be applied by someone else, unless the dolphin has acquired arms.

Dolphin Racial Traits

- Dolphins gain a +2 to Charisma and Strength.
- Dolphins have no level adjustment.
- Dolphins can be either medium-size or large. If large, a dolphin must take a -1 penalty to attacks and AC, but gets an additional +2 to Strength. A dolphin has a swim speed of 70, and cannot move normally on land (can flop about to move at a rate of 5, but they take 1 point of damage per round).
- Dolphins breathe air, and must take a breath on occasion or drown. A typical dolphin can hold its breath for a number of minutes equal to twice its Con score. After that it must make roll to avoid drowning, as per the standard rules.
- Dolphins get a +2 racial bonus to all Perform and Jump checks.
- **Sonar (Ex):** Dolphins can see their surroundings with sound instead of light. This is useful in dark or murky waters, and essentially functions like blindsight, with a range of 140 feet. Dolphins under magical silence effects cannot use their sonar.
- **Natural weaponry:** Dolphins can attack with either their nose (bl, 1d6, 19-20/x2) or their teeth (pi, 1d6, 20/x3), and can also bash opponents behind them with their tails (bl, 1d8, 20/x2). These attacks are considered martial attacks and do not provoke attacks of opportunity; the

dolphin is considered to have the feat Improved Unarmed Strike.

- Dolphins have limited magic item slots. The following items are allowed: 1 hat, 1 pair of goggles, 1 cloak, 2 pieces of jewelry, 1 pair of bracers, 1 belt.
- Dolphins cannot wear armor or clothes without interfering with their locomotion. *Barkskin* spells, and bracers, for example, can be effective.
- A dolphin can train with a weapon clenched in its teeth and anchored on its snout. Swords are the most commonly employed type. The weapon can be used normally, as long as the dolphin is able to move about. The weapon is affixed to a tube shaped sleeve that fits over the snout, with a crossbar in the center that is gripped in the teeth.
- Dolphins do not have hands, and cannot manipulate most objects, except with their mouths. Most dolphins require assistance from other species on complex missions.
- Dolphins, like any other creature are sensitive to water pressure. Dolphins are not able to dive deeper than 1000 feet without artificial or magical protection.
- Dolphins sleep by shutting off one eye and one half of their brain at a time, alternating halves during the night. Dolphins essentially can remain conscious and alert while sleeping, but cannot move without fully waking up. Waking up is a free action for a dolphin.
- Dolphin skin requires water or it will dry out, quickly causing death. A dolphin takes 1 point of damage for each minute it spends out of the water unprotected.
- Automatic Languages: Dolphin. Bonus Languages: select from Ceptu, Common, or Aquan. Dolphins cannot speak Common, but they understand it.
- Dolphins reach adulthood at age 10, and begin middle age after 15 years. They are considered old at 20 years, and venerable at 25. Few live longer than 30 years.
- Favored Class: Monk. Dolphins cannot wear armor, and have difficulty wielding weapons, so most train in the art of unarmed combat and active defense. Dolphin monks may choose to fight with either their nose or their teeth, and can substitute their tails for any single attack without penalty. Some dolphins also make excellent sorcerers.

Frey, Wild

Though most inhabitants of the Forge are only familiar with the standard, socialized form of the frey, a larger, more feral breed exists in the wilds of Penance. These wild frey are reclusive hunters that stay mostly in the forests, and few on the Forge are even aware of their existence. Though wild frey look similar to their smaller cousins, their personalities are distinctly different. Wild

frey are very close to nature, and resist development of their lands and the invasion of outside technologies. There is some speculation and argument as to whether one of the frey races of Penance evolved from the other, but in all likelihood, both races probably have come from a common ancestor, and some of the species found in Wildwood are thought to be likely candidates.

Type: Humanoid (Feline)

Personality: Most people in Penance are unaware that wild frey are anything more than animals, and the wild frey prefer to keep things that way. Wild frey for the most part like to be left to their own devices, which basically consists of hunting, sleeping, and mating. Wild frey are very attached to environment of nature, and are very quick to take arms against those who threaten to despoil their territory. Wild frey do not trade much with other races, as they have few requirements for survival. Wild frey use no weaponry, and wear no clothing. They do not have expensive tastes, nor do they care for art or man-made beauty.

Wild frey make their homes in trees – not in structures built into the trees, but simply upon the limbs of the trees themselves. Their fur coats protect them from the elements, or at least from the relatively mild elements found in the wilds of Penance and central Wildwood. Wild frey do not build structures of any kind, and eschew the practice of labor, except that involved in hunting and mating. Wild frey eat a wide variety of animals, ranging in size from diminutive, such as rillers and squirrels, to large, such as goraks and buffalo. They do not discriminate between predators and prey, although they are unlikely to devour species that are endangered unless they perceive them as competition for food.

Wild frey are extremely reactionary and conservative, and are quite apt to feel threatened by any change to the status quo. Their culture does not employ technology in any form; wild frey have no use for tools or labor-saving devices, and have little faith or trust in magic. Wild frey are driven by a desire for absolute freedom, freedom from laws, freedom from oppression, freedom from material possessions, freedom from family or class structures, and freedom from change. To this end, wild frey are exceptionally individualistic, each one unable to either accept the idea of serving under the rule of another, and just as equally having others serve under them. Wild frey are neither born leaders nor followers, each his own sovereign nation and lord.

Mating practices for wild frey are odd and impersonal. Courtship is rather limited, and generally consists of a chase through the forest culminating a loud and violent sex act. Male frey do not keep track of their offspring, and the females are left to care for any young. Even this mothering is quite limited, as a wild frey family typically splits up within a year, with both the mother and the kittens abandoning the den as soon as the young are able to hunt for themselves.

Wild frey do not have any form of government, nor do they want one. The wild frey are essentially anarchists, not heeding any laws nor attempting to set any. This attitude fits in well with the wilds of Penance, where the frey are somewhat protected from the oppression of fealty by the laws of the queen. If a Bloodlord sets up in a

canton with wild frey in it, the frey will typically either fight him ferociously or simply flee the area. Wild frey politics are limited to the sharing of news, a tradition in which a frey is expected to give an account of his recent exploits whenever he meets with another of his kind. If a frey is in legitimate trouble, those he meets will join in with him to ward off the threat. This very basic network is well oiled, and wild frey can respond to large-scale threats with in surprising numbers and with astonishing quickness.

The mystery of the wild frey is essentially why they ever evolved intelligence in the first place. The most likely theory is that they required cleverness in order to overcome some sort of predator, one that likely underestimated their ability to band together to defend themselves. To this day, the wild frey still thrive by being underestimated. Foresters from the cities find wild frey woods impossible to farm, and many a group of travelers has disappeared in wild frey lands without a trace.

Physical Description: Wild frey somewhat resemble upright leopards. On average, they stand about five feet tall, males being just slightly larger than females. Though wild frey can walk on their hind legs like normal frey, they prefer going about on all fours. Wild frey bear the elongated ears that distinguish their relatives, although only males have the long tufts at the tops. Coat coloration and pattern on wild frey varies widely. Most wild frey are golden in color, with a white underside and a dense pattern of black spots all over. Spots vary from individual to individual: some frey have ring-shaped spots with a darker orange color inside, some have no spots at all, and others are simply one big spot, being all black in color. In some rare occasions, striped wild frey are found, and most rare of all are albino wild frey, having a pure white coat. Wild frey are excellent climbers due to their powerful claws, and spend a great deal of time in trees, waiting to ambush their prey. Their tails are long and serve to balance their acrobatics.

Relations: Wild frey prefer to keep relations with other races to a minimum. Action, not talk is the preferred means of communication, and those who threaten wild frey territory are usually

simply killed before they even become aware of the frey presence. Frey only resort to discussion when they are overmatched and are forced to recruit allies. In Penance, wild frey maintain close ties to the druids that watch the forests, providing military might to back up the druids' magical and environmental contributions. It's not clear exactly how much control the druids have over the frey, but for now the two groups seem quite close. The druids make use of the wild frey concept of sharing news in order to mobilize them, and call upon their help in a wide variety of circumstances.

Frey Lands: The bulk of the wild frey on the Forge dwell in Wildwood, but there is still a significant presence in the forested areas of Penance. Wild frey do not particularly claim an area as their own, but meld into the existing ecosystem, functioning as large predators. In areas where wild frey have existed for many years, there is a distinct lack of other predatory animals, as they are generally either driven out by the competition or meticulously killed off by the frey. The frey see all newcomers to their lands as potential threats, and watch them carefully. If they seem destructive to the landscape or possible competition for resources, they will be swiftly and thoroughly eliminated.

Religion: Most wild frey in Penance worship the same pantheon of feline gods that their smaller brethren do, although they choose to focus on different deities. Wild frey gods look much like the wild frey themselves, and are rarely depicted, worship being confined to oral tradition and ceremony. The two most commonly worshipped gods are Ath, the master of the hunt, and Bikk, the mistress of nature.

These two are a mated pair, and have many children, also considered to be gods. Their most famous child is Lisindri, or Lucindara, the chief goddess of the domestic frey.

The central place of worship for wild frey is the oldest tree in the forest, or at least in their territory. This is the home of the high priestess of Bikk, and is considered a holy site. Foreign-



ers are not allowed to look upon the tree without being put to death. Even the druids know better than to stay away from a wild frey sacred grove. Ceremonies are held at the grove at the last day of every month. The wild frey gather around the tree and engage in a complex mating ritual. Essentially, the male frey rush the tree and attempt to mate with the high priestess, fighting one another off for breeding rights. The female frey defend the tree and the priestess, and try to prevent the males from climbing up. The ceremony is bloody, but rarely fatal, and most of the fighting is for show, equivalent to subdual damage. If any male successfully mates with the priestess, she loses her position, and selects a new one from the ranks of those that defended her, usually choosing the most valiant warrior. As priestess, a wild frey has all of her food provided for her, and has no real duties except for remaining chaste and acting as a figure-head.

The god Ath does not have any priests or holy sites, but is worshipped daily by nearly all wild frey. Ath is the god of the hunt and of death, and a wild frey always speaks a prayer to him after he has made a successful kill, no matter how small. This prayer is meant to sanctify the food, and convey the spirit of the dead animal properly onto the next world. Even wild frey that have been civilized never give up this habit, always blessing their food before they eat it, no matter where they are.

Language: Wild frey speak a subset of the standard domesticated frey language, although the accent is much more deep and guttural. Wild frey has about half the vocabulary of standard frey. Wild frey is very difficult for other races to pronounce well, although anyone that speaks frey should be able to understand wild frey. Wild frey have no written language, although their words can of course be written in the alphabet of standard frey. Like domestic frey, wild frey are bound by their culture not to teach their language to other races. Wild frey see their tongue as a sacred brotherhood, and like to keep its secrets to themselves. Some wild frey learn a little common in order to communicate with the druids of the woods.

Names: Like those of their smaller cousins, wild frey names are simple and distinct. However, wild frey do not attempt to translate their names or make them easier for foreigners to pronounce. Most wild frey have two names, the first is given, and the second is their mother's surname. Both names resemble words from the frey language, but typically have no meaning outside of being a name.

Male Names: Athat, Hakk, Nkhkah, Sath, Tahvat

Female Names: Elith, Girin, Jinn, Siff, Viltt

Clan Names: Brukk, Dulut, Kuuth, Pruug, Surt

Adventurers: Occasionally a wild frey is overcome by curiosity, the curse of his cousins, and decides to leave his homelands in search of what the world has to offer. Such frey are generally not averse to technologies or inventions, but remain utterly independent in their outlook. Their goal is to experience as much of the outside world as the possibly can, interpreting, evaluating, and judging as they go. They are more likely to ally themselves to an interesting cause than a right one.

Wild Frey Racial Traits

- Wild frey gain a +2 to Dexterity and suffer a -2 to Intelligence.
- Wild frey have no level adjustment.
- Wild frey are medium size, and thus gain no bonus or penalty to AC or to attack rolls. A wild frey has a base speed of 30. However, if its hands are free, a wild frey can drop down onto all fours in order to move at a rate of 40.
- Wild frey have a Climb speed of 20. The Climb skill is treated as a class skill for all wild frey characters, and wild frey gain a +8 racial bonus to all Climb checks. A wild frey must make a Climb check to climb any wall or slope with a DC of more than 0, but it can always choose to take 10, even if rushed or threatened while climbing. A wild frey moves at speed 20 while climbing. If it chooses to make an accelerated climb, it moves at double this speed and makes a single Climb check at a -5 penalty. Wild frey cannot use the run action while climbing.
- Wild frey also get a +2 racial bonus to Listen and Jump checks, and +4 racial bonus to all Move Silently checks.
- Wild frey have natural weaponry. Their claws are their primary weapon, and do 1d6 points of damage, with a critical range of 19-20 x2. Their bite does 1d6 points of damage as well, with a critical multiplier of 20 x3. Attacks with these weapons are considered martial attacks and do not draw an attack of opportunity.
- A wild frey's paws are not well suited for holding weaponry, and all wild frey suffer a -2 racial penalty to all attacks made with any weapon other than its own claws and teeth.
- *Land on Feet (Ex):* Wild frey are used to living in trees, and have become well adapted to falling. Whenever a wild frey takes falling damage, it is allowed a reflex save (DC 12) to land gracefully and take only half damage. Wild frey with the Evasion ability take no damage with a successful save, and those with Improved Evasion take only half damage with failed saves.
- Wild frey have the Scent special ability, as detailed in Core Rulebook III.
- Wild frey have low-light vision.
- Automatic Languages: Frey. Bonus Languages: select from Asherake, Aurad, Common, Dover, Elvish, Nightling, Picker, and Valco.
- Wild frey reach adulthood at age 1, and begin middle age after 15 years. They are considered old at 30 years, and venerable at 40. Few live longer than 50 years.
- Favored Class: Barbarian. A multiclass wild frey's barbarian class does not count when determining whether he suffers an XP penalty for multiclassing. Wild frey are primitive and brutal, and well suited for the barbaric fighting style.

Hovara

The hovara are a cruel race of sorcerous slave traders thought to have evolved in the same biosphere as the ceptu. Hovara are similar in appearance to manta rays, but have adapted to life on land through the development of flight. Most hovara in Penance make their living by kidnapping members of other races and selling them to buyers in Arena and in the cities of Penance.

Most hovara dwell in the slave city of Cage, set near where the Aegis crosses over into Arena. Hovara travel out across the plains from Cage in small bands looking for good slave material. When they find something that pleases them, they attack, attempting to disable, subdue, or immobilize their opponents. These victims are then carried off by the hovara and placed in cages mounted on wagons driven by heavy kith to be transported to the market for sale.

Type: Magical Beast

Personality: Hovara are cruel, and their minds seem to be wired so as to derive joy from the sufferings of others. They are extremely intelligent, and are able to devise very effective means of capture, restraint, torture, and discipline. Hovara spend most of their spare time performing strange psychological experiments on their captives. Hovara also like to collect, and are always on the lookout for rare and valuable creatures. Unique seeds to the Forge are favorite targets, as are bizarre monsters and those who have taken prestige races.

Hovaras seem, oddly enough, to get along quite well with one another. They work in family groups and do not marry, but mate whenever they feel like it. Young are usually taken by one of the two parents' family groups and raised by the family in general, not simply by the parent. Hovara buildings are large, conical structures, built somewhat like enormous beehives. The hovara sleep on small platforms set all around the interior walls.

A hovara will tell you that it hates all other creatures because they despise and persecute the hovara. The argument though that perhaps other races would not despise the hovara if the hovara didn't enslave them doesn't seem to register with a hovara.

Physical Description: A hovara looks somewhat like a manta ray adapted to the air instead of the water. They have silent air jets under their wings that serve to keep them aloft and provide propulsion. Their mouth is puckered with sharp teeth, and two fleshy mandibles shoot off from either side. Their tail is quite dexterous, and is used to cast their foul spells. They have no hands, thumbs, or claws with which to grip objects, but they make up for this with powerful telekinesis abilities.

Hovaras are carnivorous; they will eat any kind of meat, intelligent or not. Their most common meal is gorak, which they keep in large herds near their city of Cage, although they also make a practice of eating any slaves that they are unable to sell or to properly subjugate.

A hovara uses spells in combat. It can attack with its mandibles and cast spells with its tail simultaneously. If attacking a small force, a hovara will affix itself to the face of the strongest mem-

ber of the group, and suck his breath out. While attached, it will use its spells to fight off other attackers. Against a larger or more powerful group, a hovara is likely to remain at a distance and attempt to defeat them with its spells.

Relations: Hovara are generally feared and hated by all they encounter, and therefore do not mix in with other communities, but take shelter in their own walled prison city, under the rule of a hovara Bloodlord. Hovara are appreciated by those with whom they trade though, and may be encountered unmolested in Arena and in Blackwall in the City of Penance. Hovara in other civilized areas are generally considered monsters, and attacked on sight. Hovara are respectful of the power of the Bloodlords, and generally will not attack a group bearing the banner of a lord, for fear of losing their city to an invasion. This is not a sure rule of thumb though, as many of the warlords in arena are closely tied to the hovara, and would likely defend them from an attack. Hovara have strong relationships with their personal slaves, and may be encountered with haze, humans, valco, or other typical slave races.



Hovara Lands: The hovara have only one stronghold in Penance, the small city of Cage in the northwest. Cage is a massive prison, and functions as pen, market, and fortress. A hovara Bloodlord rules over the city, which is further detailed in chapter 5.

Religion: Hovara in general are not religious. Most hovara believe in some form of deity, but not all. The hovara have their own patron deity, Lakarrak, an enormous flying shark. Lakarrak is not so much worshipped as feared. Some hovara make live sacrifices to the shark god on the day of Sleeping Fade each month.

Language: The Hovara language is dark and brutal. There are few words in the vocabulary, and most deal with either magic, enslavement, or death. There are only 20 letters in the hovara alphabet. Few people if any bother to learn hovara, and then only in order to better trade with them.

Names: Hovara names are a product of their language, and are generally ugly to most other races. Hovara have three names: the first is the unique one, and the others are their mother's and father's clan names respectively. The name passed onto a child is the name of the clan the parent is more closely associated with. Hovara names are generally meaningless other than as names.

Male Names: Eld, Gommul, Grimmir, Mogud, Skald

Female Names: Freka, Hatta, Horda, Morn, Vervad

Clan Names: Hyrrakkin, Nagfari, Rekkraati, Sidskegg, Tanngnost

Adventurers: Hovara are much more likely to be villains than heroes, and thus are generally reserved for use as NPCs. There may be a rare hovara that leaves his community and tries to live by other cultures' ideals, but these are very few, and most of those that do so are persecuted or killed by those who misunderstand them.

Hovara Racial Traits

- Hovara gain a +4 to Dex, a +2 to Cha, and a +2 to Int.
- Hovara have a level adjustment of +4.
- Hovara gain a natural armor bonus of +2 from their thick, rubbery hide.
- Hovara are small, and thus gain a +1 bonus to AC and all attack rolls. A hovara is not adapted to walking on the ground, and has a base speed of 5.
- Hovara have a Fly speed of 60, and a good maneuverability rating.
- Hovara also get a +10 racial bonus to Move Silently checks, as they never touch the ground.
- Hovara have a non-humanoid anatomy. They can only wear specially made clothing, and typically wear nothing. A hovara cannot wear armor except for enchanted clothing. A hovara cannot wear a belt, boots, shirt, helmet, or gloves. It can wear two rings on its mandibles, and one set of bracers or leggings on its tail. A hovara may wear magical jewelry, a small cape, or a specially made robe.
- Hovara have natural weaponry. Their mandibles are their primary weapon, and do 1d6 points of damage, with a critical range of 19-20 x2. Their tail does 1d4 points of damage as well,

with a critical multiplier of 20 x3. Attacks with these weapons are considered martial attacks and do not draw an attack of opportunity.

- **Steal Breath (Ex):** If a hovara hits with his mandibles, the victim must make a Reflex save (DC 18) or the hovara will attach itself to his face and draw out his breath. The victim must make a Constitution check immediately, and then each round thereafter until the hovara is removed (DC = 10, increases by 1 each round). Failure means the victim falls unconscious (0 hp). Removing the hovara after it is attached requires a Strength check (DC 20) and deals full mandible damage to the victim.
- A hovara has highly magical blood. Because of this, it can ignore the verbal and material components of all sorcerer spells, although components worth more than 100gp cannot be ignored. A sorcerer of another race that somehow trans-fuses at least one quart of fresh hovara blood (less than an hour old, or magically preserved some way) can receive this same ability for 2d8 hours.
- A hovara can attack with its jaws and cast spells with its tail at the same time. When a hovara casts a spell, it does not provoke an attack of opportunity.
- Hovara have natural *telekinesis*. This ability works as the spell, and can only affect one object at a time. Range is equal to the hovara's Int score times 5. DCs are equal to 15 plus the hovara's Int bonus.
- A hovara cannot wield weapons except with its telekinesis. In such a case it can only use one weapon at a time, and its Int score takes the place of Dex. A hovara does not have a Strength bonus or penalty when using a weapon.
- Hovara have darkvision.
- **Automatic Languages:** Hovara. Bonus Languages: select from Asherake, Chromithian, Common, Dover, Elvish, Nightling, Picker, Silver, and Valco.
- Hovara reach adulthood at age 10, and begin middle age after 45 years. They are considered old at 68 years, and venerable at 90. Few live longer than 140 years.
- **Favored Class:** Sorcerer. A multiclass hovara's sorcerer class does not count when determining whether he suffers an XP penalty for multiclassing. A hovara's blood is incredibly potent, and geared specifically to magical energies.

Thorns

Deep in the wilds of Penance, the plants have learned to take care of themselves, and are tended by a shy and protective species known as the Thorns. Thought to have originally evolved on a world with very weak soil that was quickly depleted in any one spot, the thorns have adapted well to the forge, and have become one of the most dominant intelligent species in the world's wilder-

ness areas, more so though in Penance and Anvil than in the more hostile Wildwood. Though as intelligent as humans, and often humanoid in shape, thorns are plants, and their thoughts and motivations are strange and foreign to human minds.

Type: Plant

Personality: Thorns are peace-loving creatures, who tend to be botanocentric in their outlook, much as humanoids tend to focus their minds on animal species. Though thorns prefer the company of other plants to animals, they see their purpose to be to act as ambassadors between the plants of the world and the animal species that prey off of them. Thorns are therefore quite friendly and approachable, yet inwardly they are somewhat reserved and suspicious. Many thorns make an effort as young adults to go out and live amongst the humanoids so as to study and understand them; these are the ones that are most commonly seen by outsiders.

By nature, thorns are caretakers. They protect the plants of the forest from being overrun by foreign species, parasites, diseases, and other threats. Nearly all thorns are druids, as ordinary craftsmen and laborers are not needed in their society. Specialist thorns on the Forge have developed the art of the ecomancer class, designed to aid them in protecting sustainable wilderness areas in the ever changing domain of Israfil's Penance. Thorn warriors exist, but are rare, as thorns generally greatly prefer peace and negotiation to war and action.

A thorn's personality changes greatly over the course of its lifespan. For the first ten years of their life, thorns are immobile, and grow simply as plants in the wild. At this age thorns are quiet and submissive, and are subjected to constant education and nurturing from their elders. At the first stages of sexual maturity, a thorn has attained its adult shape, and is able to uproot itself and begin to move about. Thorns at this age are extremely inquisitive, and follow their elders about in their daily tasks, learning and performing forest maintenance duties. At around age seventeen, a firm curiosity overtakes many a thorn, and they wander into the world, examining and studying all they can find. After a number of years of this (the duration varies greatly from individual to individual), a thorn returns to the area where it was born and rejoins the community there. At this stage the thorn is mostly concerned with pollination and with protecting the environment. At middle age, a thorn becomes concerned with matters of the youth, and focuses on the education of the young and rooted. Upon attaining old age, a thorn goes into retirement. It picks a favorite spot and roots itself into the ground, remaining permanently unless it is disturbed by a life-threatening emergency. Thorns enjoy this retirement and think of it as their reward for a lifetime of service more than a state of simply waiting for death to come. Old thorns grow woodier over time, and can live for many years. Some thorns in Penance are over a thousand years old and still doing quite well.

Thorns do not have ordinary nervous systems, and hence do not particularly feel physical pain or pleasure. Their leaves are very sensitive to light however, and thorns do derive great pleasure from the suns of the

Forge. Thorns do not have genders, and therefore there or no gender roles in their society. Thorns also do not derive any physical pleasure from mating, and see it more as a necessity of life than as one of its rewards.

Physical Description: The stereotypical humanoid form of the thorn is somewhat misleading. Though most thorns in Penance have such an appearance, their true form it is not. Thorns are shaped by their elders in childhood. Extraneous limbs are removed, bands are applied to hold a particular figure, and cuts are made so as to properly proportion the limbs and joints. Once a thorn hardens and uproots, its cells remember the form it is in, and regrow and regenerate as needed accordingly. It is quite possible for a thorn to be given nearly any shape, whether that of an insect, a beast, or an aberration. Thorns nearly always choose to imitate the form of the dominant animal species on their world so as to be better able to treat with them.

The typical Penance thorn stands upright upon two legs, and has two arms that end in hands with five fingers each. Its limbs are vinelike and covered with woody plates, giving the appearance of human arms and legs. Leaves grow at many places from their bodies, providing color and catching the sun's rays. Roots protrude from the thorn's feet, allowing it to draw nutrients and water from soil by burying them. Thorns have woody heads, framed by colorful leaves. A very un-plantlike set of eyes is set in its face, just above its tiny mouth. Thorns do not eat with their mouths, although they can drink liquids with them. The principle purpose of the mouth is to house the voicebox, a thin cone shaped membrane that vibrates to produce sound. A thorn is surprisingly good at being able to reproduce almost any type of sound or speech.

All thorns have at least one long thorny stalk ending in a flower. Most thorns in Penance have this stalk positioned as a tail. The flower on the end of the stalk can be fertilized by pollen the flower of another thorn. When this happens, the petals of the flower drop off, and a hard nutty fruit grows in its place, much like an acorn. After one month, this fruit reaches maturity, and it can be removed from the tail and planted in the ground as any seed. If the soil conditions are right, a thorn will begin to sprout at the next period of blooming. A new flower grows within a week of the acorn's removal.

Thorns move about through very careful control of the fluid pressures in their bodies. Their ranges of motion are exceptional, although their quickness is a little less than that of most humanoids. Shaping and positioning of their limbs in youth also may serve to limit their movement.

Thorns on the Forge never lose their leaves except to violence, although they still retain the trait of changing colors with the seasons. In the blooming, thorn leaves are entirely green, and as wasting comes on, they begin to turn red. In seething, their leaves are yellow, and in the sleeping, they take on a brownish tinge.

Young thorns look much like ordinary shrubs, with the exception of their bright eyes. Old, rooted thorns resemble mutant dwarf fig trees. Old thorns mostly keep their eyes shut. Thorns often rely on their plant-like appearance for camouflage.

Relations: Thorns make an effort to communicate with the other intelligent species around them. They do not do so as representatives of themselves, but of all plants in the area. Thorns make it a point to educate other species on the health and needs of the plants, although they try to be as gracious and friendly as possible when they do. Over the years though, thorns have discovered that many races are easier to educate than others. Dovers, aurads, and elves are by far their favorites in Penance, with humans, valco, and pickers running a distant fourth. Most carnivorous races, such as frey and fausts, are typically left to their own devices, although those that feed too much upon the areas' animals, particularly any that feed upon predators are carefully reasoned with. Nightlings and Chromithians are greatly feared by the thorns, and most refuse to approach or deal with these races unless they absolutely have to. Thorns have a special relationship with the wild frey; wild frey do much of the fighting and intimidation for the thorns, who in turn maintain the frey's environment.

Thorn Lands: Thorns are found in large numbers only in the domains of Penance, Wildwood, and Anvil. In Penance, thorns are mostly found in the forested areas, where they have a great deal of plants to tend to; the grassy plains and savannahs need little help. Thorns maintain their own nursery groves in the forests where their young are planted, but otherwise intermingle with the other intelligent denizens of the forest, typically druidic dovers, elves, and humans.

Thorn forests are more ecologically stable than other, unguarded areas. Thorns have an excellent grasp for ecosystems, and can piece together in their minds the entire cycle of birth, death, predator, and prey to determine what will and what won't work. The thorns are essential to Penance, as Israfil does not seem to think about such matters, and constantly drops new plants, monsters, and animals at random into her domain. Thorns pay careful attention to the new additions of the queen, and study them carefully before acting. The thorns do not simply stamp out whatever new element is brought into the land, as they are very concerned with attracting the anger of the queen. The general method of action for the thorns is to move a plant or creature into an area where it will fit in well. Over the ages, the thorns have done such careful arranging, that nearly every forest area of Penance has its own separate ecosystem, complete with a unique set of plants, fungi, animals, and microorganisms. There are literally over a hundred different types of forests in Penance for the thorns to choose from when relocating a new arrival. If the thorns simply cannot find a match for a new arrival, they will take it to Wildwood, where the ecosystem there is so cruel and violent, that there is little chance of damaging it.

Damaging species that prove difficult to move, such as monster types, for example, are sometimes exterminated. In such cases, the thorns enlist the aid of the wild frey, as well as the other druids of the forest, to provide the more combat-oriented tasks. In difficult situations,

the thorns may hire on the talents of outside mercenary groups, or borrow troops from nearby Bloodlords to help clear out a threat.

Though it is a common misconception, the thorns do not have the mentality that all new species are bad, and need to be dealt with. The thorns understand that nature is complex, and that many elements may be added to a system without damaging it, but instead making it richer, stronger, and less dependent on any one element. Thorns use their natural camouflage to their advantage, and observe new species carefully before deciding upon a course of action. The same applies to foreigners who wander into thorns forests. Most first time visitors to the



forests of Penance are not even aware of the existence of the thorns, although undoubtedly the thorns are quite aware of them.

Religion: Thorn religion is druidic in nature, with the thorns worshipping abstract forces of nature instead of named gods. A thorn's religion is difficult for outsiders to see, as instead of through symbolic rituals, thorns practice their spirituality through their daily lives. The entire thorn culture is an act of nature worship. Thorns see service as worship, and therefore their lives are centered around service to and caretaking of nature. Thorns do not have particular holy days, but do make a point of doing things at the appropriate times. The young are planted each month on the day of Blooming Hope, for example, and thorns generally root themselves at the hour of haven each day, when the yellow sun is at its highest point.

Thorn elders are their religious leaders. Age is greatly respected in the Thorn culture, and it is seen as directly tied to wisdom. The chief thorn leaders are generally those elders who have traveled the most, and who are most familiar with the variety of ecosystems scattered throughout the plains. Thorns that come across a new species consult an elder on their discovery, and if it can think of a solution it will instruct them to act. If it cannot think of a good fit for the species, it will consult another elder, and the question will pass up the chain of seniority until someone can answer it sufficiently. If a question cannot be answered, a rooted "sleeper" is disturbed and presented with the problem. There is little trouble that the eldest thorn in the forest cannot solve.

Thorns understand that they themselves are part of nature, and are not afraid to admit that by taking good care of themselves and the things that they need that they are in fact engaging in a sacred mission. This admitted selfishness is not to be at all confused with the religion of the silvers. While the silvers believe in the direct worship of the self, the thorns simply understand that it is important for their own species as a whole to survive. Thorns are in fact possibly the least individualistic of the major species of Penance. Individual lives are not as important to them as the species itself. Thorns think nothing of killing off diseased or genetically damaged members of a herd in order to protect the species as a whole. A thorn also would think nothing of killing a member of a common species if it had to, a human for example, but would take great pains to preserve the life of a species that is endangered.

Language: The thorn language is designed for the thorn voicebox, and is impossible for most races to speak. Thorn is a musical language like Aurad. Unlike Aurad, however, the thorn language has no words, only tones and pitches. Timing and chord phrasing are key to meaning. Written Thorn is simply sheet music, although the thorns use a different method of notation than humans. Bards proficient with stringed instruments, such as mandolins, are sometimes able to speak with the thorn in their own tongue, but almost all thorns learn common before they uproot, so there is little point. Thorns can speak nearly any language well, including the elusive

ceptu, and are very naturally good at music. A few thorns are taught the way of the bard by outsiders and are quite masterful at it.

Names: Thorn names are musical chords, and are hard for most other races to grasp. When dealing with humanoid races, thorns generally use the common language translation of their names. Thorn names generally translate as the names of particular kinds of plants. Thorns are neither male nor female, and bear only a single given name. Thorns do not have family names. Thorns do not keep track of their parentage, and consider all those in their community as their siblings. When dealing with creatures outside their home area, thorns may append the name of their village or community to their given name.

Given Names: Baban, Bloom, Cyprus, Lantana, Sameril, Sathonia, Rowan, Willow

Adventurers: Thorn adventurers are generally those who are in the midst of their young adult phase, between the ages of seventeen and thirty. Most thorns at this age leave the woods and wander out into the more civilized areas of the Forge. Some thorns seek out the great city at the center of the world, but most are drawn to the smaller towns and cities of the plains. A few thorns find their way to Arena or Wildwood, but generally find life too difficult in these places and quickly make like a tree and leave. Thorn adventurers are typically druids, rangers, or rogues. Thorns make excellent demagogues, and those that take levels in this class are great boons to their cultures when they return home again.

Thorn Racial Traits

- Thorns gain a +2 to Wisdom, and a -2 to dexterity.
- Thorns have no level adjustment.
- Thorns are medium size, and thus gain no bonuses or penalties due to size. A thorn has a base speed of 30.
- Thorns get a +6 circumstance bonus to hide checks when in foliated areas. This improves to a +10 if the thorn closes its eyes.
- Thorns get a +2 natural armor bonus.
- Thorns are plants, and have some of the immunities of their type. They are immune to poison, sleep, and stunning. Thorns receive a +2 racial bonus to all saves vs. mind influencing effects, as their minds function very differently from those of animals. Certain special poisons (herbicides) can damage thorns, but are rare in standard game play.
- Thorns do not eat solid food. They must root themselves in fertile soil for at least an hour per day in order to derive sustenance. Rooting or uprooting takes 1d3 rounds in which the thorn is unable to move its legs. A thorn that does not root on a given day suffers the same penalties as a human that does not eat anything. Rooting only provides sustenance if the thorn also has access to sunlight and air (carbon dioxide). Thorns still drink water like humans.
- Though thorns require air to feed, it is not essential to their immediate survival. Thorns do

not have lungs and do not breathe. A thorn cannot suffocate or drown, although it can starve to death over time if it does not have air. A thorn cannot choke or inhale anything.

- *Regrowth (Ex)*: Thorns can regrow any lost body parts naturally, even their heads. This is done through the normal healing process. When a thorn gets all of its hit points back, regardless of the method, its body is fully mended. A thorn can regrow limbs lost to any means, including fire and acid. Thorns still die when they are brought to -10 hit points.
- *Speak with Plants (Ex)*: Thorns can *speak with plants* as per the spell at will.
- Automatic Languages: Common and Thorn. Bonus Languages: select from Aurad, Dover, Elvish, Nightling, Picker, and Valco.
- Thorns reach adulthood at age 17, and begin middle age after 50 years. They are considered old at 100 years, and venerable at 200. Few live longer than 1000 years.
- Favored Class: Druid. A multiclass thorn's druid class does not count when determining whether he suffers an XP penalty for multiclassing. Thorns are creatures of the wild and of nature, and the path of the druid is the obvious choice for their kind.

Channeling

There is a special form of magic unique to the Forge, known as channeling. Because of the cracked prison nature of the world, there is an intense amount of divine energy constantly leaking out of the Forge's core. For the most part, this energy is aimless, and bounces around at random, seeping into everything on the world's surface, providing for the famous enhanced sensations of the Forge, the arrival gifts, and the possibility of taking prestige races. Channeling is simply the act of focusing this untapped power into a specific purpose.

Though some people believe channeling to be essentially equivalent to casting priestly magic, there is one major difference. While priests act as proxies, and cast spells granted to them by a deity, channellers directly wield the power of a true god. The most notable effect of this difference is that channeling deals with supernatural power, and spell resistance is ineffective against it. Unfortunately, channeling only functions on the Forge, due to the very special divine conditions found here. Channellers who leave the plane of the Forge lose all ability to use their magic, although it is always possible that there are some rare worlds out there with an equivalent force to tap into.

While the powers of most gods are limited by some means, the power that leaks from the Forge is not. Being mortal however, channellers are able only to focus in on one facet or purpose of the power. The most famous channellers on the Forge are the enigmatic Stormbringers of Anvil, who chose to focus on the elemental aspects of the power. Other channellers include the Vagabonds of Eclipse, and the Ravagers of Arena. The two

most basic types of channellers however, are the nihilistic disjoiners, and the astonishing artificers. The artificers of Penance are focused upon the creation aspects of the Forge's power, while the disjoiners concentrate upon its destructive aspects. Both classes are available to inhabitants of Penance, and are fully explained below.

Power Points: A channeller does not have to memorize spells like a wizard does, nor is he limited, like a sorcerer, to a fixed number of each power he possesses. A channeller's power is limited only by his physical and mental endurance, which is a function both of his Constitution and his experience level. Channeling the powerful magical energies of the Forge takes its toll on a person, and slowly fatigues him over time. This endurance is measured in power points. A channeller's power points are equal to his Con bonus times his total level in all channeling classes. A 5th level disjoiner with a 17 Con would have 15 available power points. Each magical effect a channeller casts costs him a certain number of power points. Power points can only be restored by rest. A full 12 hours of peaceful rest (which does not need to be continuous), fully restores a channeller's points. Partial points cannot be restored.

When a channeller runs out of power points, he can still channel effects, but he takes mental or physical damage each time he does so, depending on his exact class. See the specific classes below for details. Overmaxed power points do not count against a channeller's total available after he has rested.

Casting Actions: Channeling the innate energy of the Forge is a standard action that does not provoke an attack of opportunity. Effects do not require extra time to prepare, unless specifically noted. Channeling does not require arcane gesture, material components, or spoken words; it only requires concentration. A channeller must make a concentration roll if he takes damage before channeling in the same round. Failure does not indicate the loss of any power points, simply the inability to achieve proper focus at that time.

Notation: In the prestige classes listed below, channeling powers are listed with an extra set of parenthesis after their name. This entry lists the power point cost of the ability. If an "s" is listed after the number, this means that the power is stackable, and can have a greater effect if extra power points are used. The number listed with the s is the minimum number of power points that can be used to cast the ability. A channeller may stack any number of power points into an ability without increasing the casting time of the ability, unless noted otherwise. The disjoiner class has a stacking limit equal to his class level; the artificer has no stacking limit.

Artificer

Artificers, like members of the disjoiner class, are channellers, specialized wielders of magic that tap into the untamed and ubiquitous magical energies of the Forge, focusing them into specific tasks. Unlike the disjoiners who use this power to destroy, artificers apply it towards creation. The power of an artificer to create is incredible, and almost limitless; an artificer may

bring matter, ideas, or energy into being out of nothing, and may even reshape and reform existing matter.

Artificers are rare, strange, and difficult to understand. The mindset of an artificer is somewhat alien, as they are not bounded by the same limitations of life that all others are. An artificer can create his own food, his own clothing, his own tools, money, jewelry, and artifacts. Artificers have no ambition to acquire objects, wealth, or material goods; their motivation is purely social, moral, or experience-oriented. Artificers tend towards extreme lifestyles, either of idleness and philosophy or travel and adventure.

Artificers delight in creation itself, and take their inspiration from the world around them and all the things to be found in it. The world of the Forge is actually a perfect place for them, as the alien melting pot found here leads to an incredible variety of objects and creatures. An artificer, as a code of honor, almost never creates the same thing twice. There are so many things to bring into the world that it is a waste of time to focus all of one's efforts onto one design. Some of the most beautiful and unusual of objects and creatures on the Forge have been brought into existence by artificers, including supposedly some of the world's intelligent races. The aurads, who are nearly synonymous with the artificer class, were supposed to have been originally created by Athra, the legendary founder of channeling itself.

The aurads represent the most concentrated collection of artificers on the Forge, and have built their own bizarre society around the art. Most in Penance link the two groups in their minds, and are always quite surprised if they meet an artificer who is not an aurad, or an aurad that is not an artificer. This stereotype is changing however, and in the last few years, the art has gained an increasing popularity. Though most who attempt the art ultimately fail, there are still many who manage to succeed at it. Learning the art is difficult, as the aurads are not particularly interested in training outsiders, and other artificers are hard to find, as they are persecuted in many places by religious groups.

An artificer's powers of creation are only bounded by his imagination. An artificer may create a beautiful statue, for example, or he may create an herb for cooking, a completely new monster, or even simply an idea. An artificer can also simply create life energy, enabling him to gain employment as a healer or reviver of the dead. Some artificers focus their powers on the bodily enhancements of others. They may create powerful limbs and attach them to their own bodies or the bodies of their companions, or they may even sculpt entire bodies to which they can attach the severed heads of others.

The powers of the artificers are strange and frightening, and many Bloodlords, including the lords Mabon, Salamis, and Abbydon in particular hunt them out and either destroy or enslave them for their own purposes. Artificers in general prefer to avoid the city of Penance; the heavy population there tends to disrupt their peace and concentration, and they find themselves beset with constant distractions from people who want to employ them, gawk at them, or simply question them. Most artificers prefer the peace of the great plains, where the climate is hospitable, and they may be free to simply cre-

ate to their heart's content. There are a number of isolated homesteads scattered throughout the plains, workshops of hermit-like artificers.

The queen seems to favor the artificers, at least for the present, although she, for the most part, leaves them to their own devices. It is rumored that she protects the dwellings of the artificers out on the plains, and keeps monsters and marauders away from them. Parties of rashers often try to court artificers to join their groups, as they are not only quite useful, but considered to bring good luck. Artificers are hard to tempt with such offers, as the great risks and material rewards of rashing do not in general appeal to them.

Hit Die: d6

Requirements

Alignment: Any good, any chaotic, or true neutral.

Constitution: 12 or higher

Feats: Endurance, Evolve

Craft (any): 6 ranks

Knowledge (arcana): 4 ranks

Class Skills

The Artificer's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (Int), Disable Device (Int), Forgery (Int), Gather Information (Cha), Heal (Wis), Knowledge (arcana) (Int), Knowledge (anatomy) (Int), Knowledge (any one) (Int), Knowledge (botany) (Int), Profession (Wis), Search (Int), Spellcraft (Int), and Use Magic Device (Cha).

Skill Points at Each Level: 4 + Int modifier

Class Features

All the following are class features of the artificer prestige class.

Weapon and Armor Proficiency: Artificers are not proficient with any additional weapons or armor beyond those they are already familiar with.

Channeling (Sp): The artificer is a channeling class; a channeller's magical potential is based upon his Constitution score and his experience. A character's caster level for his channeling powers is equal to his artificer level. Save DCs for an artificer's power are based off of his Charisma score.

Power Limit: The number of power points available to a artificer each day is equal to his artificer level times his Con bonus. When an artificer runs out of power points, he can still channel effects, but he takes mental damage each time he does so. This damage is equal to one temporary point of Wis for every extra power point he expends.

Stackable Powers: Some of an artificer's powers are stackable, indicated by an "s" after the power point cost. There is no stacking limit for the artificer class.

Casting Limitations: Artificer powers require contact (touch) with a target unless specified otherwise.

Create (var)(Su): The core talent of an artificer, *create* allows a channeller to bring something into existence out of nothing. An artificer can only create raw, unworked materials, although most artificers are able

to then *shape* these materials into more refined objects using more advanced powers. Any material that can exist on the Forge (with the exception of slade) may be *created*. Created materials are exactly the same as naturally occurring materials, and are permanent. Some materials are more difficult to create than other however. Difficult materials cost more power points to create, and may not be able to be conjured until an artificer achieves a certain level of experience. Additionally, some difficult materials (particularly those with magical affinities, such as moab oil) require the expenditure of XP to create.

Creating an object requires a full round of channeling per unit of the material created. There is no point stacking limit to *creation*. The created material appears in the hands of the creator. Typically, regardless of how many units are created, only one object appears; it is sim-

ply the size of the object that varies. If the material cannot be held, such as with water, air, or heavy stone, it is generated on the flat of the artificer's palms and either falls to the ground or scatters into the breeze. If the material falls past the creator's reach, he cannot create a contiguous object of larger than one unit in size. For example, if an artificer is standing on the edge of a cliff and creates 10 units of granite, 200 lbs of stone will drop from his hands each round for ten rounds in a row. If on level ground, he may instead create a single 2,000 pound block of granite that grows slowly over the 10 rounds. Creation details for common materials are shown in Table 2.2.

Shape (1,s)(Su): The shape ability allows an artificer to manipulate any non-living object's form. He can use this ability to sculpt a stone for example, make a sword out of an iron block, custom fit a suit of sap hide armor, or to weave a net out of a coil of rope. More than one object may be manipulated; in the case of the sword above, a few bits of leather may be worked in to form a



grip. Not all of the original material must be used, although no extra material may be created during the shaping process.

An artificer must make an appropriate Craft check to shape articles requiring a high degree of craftsmanship (jewelry, swords, glass, crystal, etc.). Otherwise a partial or ineffective version of what is desired is crafted. The quality of items made by this ability is commensurate with the quality of material used as the basis.

Magical items receive a Will save vs. this ability (DC is 12+caster's Cha bonus). If the save is made, there is no effect. If a magic item is shaped into something requiring a Craft roll, and the roll is failed, the magic of the item is destroyed.

The casting time of this ability is one full round per 5 lbs. of material worked; plus the Craft DC (if applicable). Attended objects cannot be *shaped*, as the artificer must hold the objects to be shaped in his hands (or place his palms on the objects if they are too large).

The point cost for shaping an object is one point per 50 lbs. of material shaped, plus one quarter of its Craft DC (if applicable, rounded up).

Inspire(1,s)(Su): The *inspire* ability is essentially the *create* ability in its abstract form. One can create a block of stone, for example, but one must inspire an idea, a thought, or a line of verse. Artificers use this ability to help them with their craftsmanship. Inspiration provides the artistry needed to make a beautiful tapestry or painting, to build an ingenious device, or to shape an impressive statue.

The inspire power essentially gives an artificer a bonus to his skill rolls. For every power point stacked into this ability, a +2 cumulative insight bonus (max +10) may be added to a single skill roll. Inspire only is usable with the following skills: Concentration, Craft (any), Forgery, Knowledge (any), and Perform. In addition to the bonus, inspire also allows an artificer to use untrained a skill that normally requires training. An artificer cannot spend more than 5 power points per use of this ability.

Inspiration does not necessarily affect a character's next skill roll. Once inspiration is channeled, an artificer has one hour per caster level to use the bonus. Inspiration may be channeled into someone other than the caster

with a simple touch. Inspiration may be channeled more than once at any one time into the same person, allowing him to apply a bonus to more than one skill roll.

Mend (1,s)(Su): At 4th level, an artificer is able to focus the energy of the Forge into a mending and healing force. His power may be used to restore lost hit points to damaged objects or creatures. For every power point stacked into this ability, 1d10 hit points are restored. When healing an object, its hardness is ignored. This ability may be used to restore hit points to constructs and other things that are ordinarily immune to magic.

Regrowth (var)(Su): At 5th level, an artificer learns to focus his creation magic so as to be able to restore missing pieces to an object; a lost arm may be reattached, the shattered blade of a sword restored, or even the missing heart of a dead body replaced. *Regrowth* is instantaneous. The main difference between this ability and *splice* is that this ability does not require the possession of the missing piece. The power point cost of this ability is equal to the cost to create the missing piece, plus an extra point to provide the attachment.

Create Life (2,s)(Su): At 6th level, an artificer learns to create the essence of life energy itself. Created life energy requires an appropriate container, or it will simply dissipate and be lost. Such containers are essentially dead organisms, such as a fish, plant, insect, human body, or even a created arm. The container must be in good condition, requiring *mending* back to at least half its original hit points, or else the creature will simply awaken and then immediately die from the same wound that killed it in the first place. An incomplete container, such as the above mentioned arm, must be attached to a life support mechanism (by being spliced to a living creature) or it will die within 1d6 minutes.

Bodies brought back to life through this ability will be exactly as they were before they were killed; this ability essentially functions like *resurrection*. If a created body, or one that is more than 100 years old is given life, or if the person being resurrected prefers not to return to life, the body will be restored with an entirely new identity, and possess no experiences, knowledge, or skills. Essen-

Artificer Prestige Class

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+0	+0	+0	+2	Channeling, Create(var)
2nd	+1	+0	+0	+3	Shape(1,s)
3rd	+1	+1	+1	+3	Inspire(1,s)
4th	+2	+1	+1	+4	Mend(1,s)
5th	+2	+1	+1	+4	Regrowth(var)
6th	+3	+2	+2	+5	Create Life(2,s), Restore(1,s), Sear(1,s)
7th	+3	+2	+2	+5	Splice(2), Plug and Play(var)
8th	+4	+2	+2	+6	Shape Plant(3,s)
9th	+4	+3	+3	+6	Shape Flesh(4,s)
10th	+5	+3	+3	+7	Duplicate(10,s)

tially, the result is the mind of a newborn baby in the body of an adult. Bodies that have died from old age will not function as containers for this ability.

The cost to *create life* is equal to the Charisma score of the creature revived, with a minimum cost of 2 power points. Loose body parts with no Cha require only 2 power points to animate.

Restore (1,s)(Su): If the *create life* ability is used upon a creature that is already alive, it works much like the spell *restoration*. Costs for this ability depend on the effect, and are listed below.

Effect	Point Cost
Dispelling all negative levels	2
Restoring one experience level	5
Dispelling all temporary ability damage	3
Curing permanent ability damage (per point)	1

Sear (1,s)(Su): If an undead creature is used as the container for the *create life* ability, it will be dealt a severe amount of damage. The creature takes 1d12 points of damage per power point expended. The undead creature must be touched to be affected, but using the *sear* ability protects the artificer from any damage or loss of level due to this contact.

Splice (2)(Su): This ability allows two objects (including creatures) to be permanently attached to one another. A person may be affixed to a tree, for example, a gem to its setting, or an extra arm may be attached onto a creature's back. The two objects must exist, and the arti-

ficer must hold the two objects together as they are to be attached in order to effect this power. This ability may be used to reattach a severed limb, or reconnect a broken spear shaft. The two objects attach together as naturally as possible - tendons connect, paint smooths out, and so on. The joint will always be as strong as the weaker of the two objects. A spliced rope, for example, can be yanked out of a wall with a break DC of 23 (the normal break DC of the rope).

Splicing a dead object to a living one does not automatically animate it unless it naturally belongs where it is put. You can attach an arm to a shoulder stump and it will function, but it will remain dead if it is attached to a knee, for example. The ability *create life* fixes this problem though.

Creatures and magical and attended objects are allowed reflex saving throws against this ability (DC=13+chaneller's Cha bonus).

Plug and Play (var)(Su): Splice can be used, often together with *create life*, to create incredible effects. An arm from a dead gnarl may be severed and attached to a human's stub, giving him a 15 foot reach. Or an arm may be created from scratch and then spliced to a character's side and given life, essentially giving him a third arm. Such changes may seem quite desirable, but new body parts are very difficult to control. A character who receives an addition to his body will have to learn to adapt to it, or it will simply hang limp and useless.

Table 2.2 - Item Creation Details

Material	Unit	Cost per Unit	Min Level	Form	XP Cost
Adamantine	1 lb.	6	7	Ingot	200
Air	100 cubic feet	1	1	Air	-
Bronze	10 lbs.	1	1	Ingot	-
Clay	50 lbs.	1	1	Block	-
Flesh	10 lbs.	3	5	Tough jerky-like lump	-
Gas, Specific	50 cubic feet	2	2	Air	-
Gemstone	100gp value	4	5	Uncut stone	5
Glass	10 lbs.	2	2	Sphere	-
Gold	1 lb.	4	4	Nugget	2
Granite	200 lbs.	2	2	Block	-
Ice	50 lbs.	3	3	Block	-
Iron	5 lbs.	2	2	Ingot	-
Marble	100 lbs.	3	3	Block	-
Mithral	1 lb.	5	6	Ingot	100
Oil, lamp	1 pint	2	3	Liquid	-
Oil, moab	1 pint	5	8	Liquid	250
Paint/Ink	1 pint	1	2	Liquid	-
Sand	200 lbs.	1	1	Loose sand	-
Salt	50 lbs.	2	2	Loose salt	-
Sandstone	200 lbs.	1	1	Block	-
Shalik	20 lbs.	1	2	Board	-
Soil	100 lbs.	1	2	Clod	-
Silver	1 lb.	3	3	Nugget	1
Vegetation	10 lbs.	2	3	Edible gruel	-
Water	10 gallons	1	1	Pure liquid	-
Wood	10 lbs	2	4	Board	-

Plug and Play

Part	Base XP Cost	Special Condition	XP Cost
Eye	7,000	Replaces Lost Part	Base Cost is 0.
Arm	7,000	Reach	5,000 per 5 ft.*
Leg	4,000	Extra Stats (Str e.g.)	500 per extra point*
Tail	6,000	Flight**	2,000 per manv. category*
Wings	4,000	Natural Armor	Bonus squared x1,000
Tentacle	8,000	Adds Exceptional Ability†	2-5,000 per ability.
Head	See below		

* Can be purchased incrementally up to the body part's natural maximum.

** Speed is at the wings' natural rate

† GM must determine cost. Darkvision may be easy to adjust to (2,000 XP), but Improved Grab for example may take more practice (4,000 XP).

A head attached to a body is a very special circumstance. The head is not controlled, but instead controls the body. A head gains immediate basic control of the body, but must acquire and spend XP to gain the use of special abilities and stats (Str, Dex, and Con) that are above those of its original body. If more than one head is attached to a body, the DM is given license to explore the results. You may split the body between the two heads, you may roll opposed Will saves every 5 minutes to see which head gains control, or you may make up your own rule. Int, Wis, and Cha scores are always defined by the head itself.

Power point costs for *plug and play* are simply the combined costs of the special abilities used in the process, which always includes *splice*, but may also involve *create life*, *create*, *shape flesh*, *shape plant*, and *mend*.

Learning to adapt to a new body part requires the expenditure of experience points. Only XP acquired after receiving the new limb may be applied toward learning to control a new limb. The body part is limp and useless until the required XP are spent. The base XP cost for controlling a new body part varies from part to part. Once the base cost of the part is paid, the limb can be controlled. Special abilities granted by the new part cost extra XP before they can be mastered and used effectively.

For example, a fighter with Str 14 replaces his own arm with that of a Str 20 haze. It costs him nothing to control the arm as if it were his own, but he does not gain the benefit of the added strength until he acquires and spends XP. He gains a +1 to Str in that arm for every 500 XP he spends, up to a max of +6. If the same fighter were to keep his original arm and attach the haze arm to his side, he would need to acquire and pay 7,000 XP to learn to control the limb at Str 14 (gaining an extra attack) before he can begin to acquire the XP needed to gain the benefit of the extra strength. Extraneous skin may be added to give a natural armor bonus, but it functions like normal armor (encumbering, non-stackable) until the adjustment fee is paid. Control costs are listed in the Plug and Play table.

Shape Plant (3,s)(Su): At 8th level, an artificer can expand his *shaping* repertoire to living plants. He can form raw vegetation into any kind of dead plant material - a vine, a leaf, a wooden plank, oatmeal, a babanth plant, and so on. He may also shape dead plants. The difference between this ability and ordinary *shape* is that the internal structure of a living plant may be created, in-

stead of simply an object with mere physical properties. Though an artificer might be able to *shape* something that looks like a tree out of raw vegetation, the *shape plant* ability is required in order to create a tree that is capable of supporting life. Once properly shaped, vegetation may be brought to life through the *create life* ability.

Shaped plants may be used as spell components, eaten, or used for any purpose for which a real plant would be used. Artificers also use *shape plant* to create plant material that they intend to imbue with life. An artificer may add parts to an existing plant through the use of the *splice* ability, or he may create entirely new plants, and even entirely new plant species. Created plants are their own entities, and are under no obligation to respond to the wishes or control of the artificer who made them.

The power cost for *shape plant* is based on how much material is to be shaped. Each 10 lbs. of material shaped costs 1 power point, with a minimum cost of 3. The casting time of this ability is one full round per 5 lbs. of material worked, plus the Craft DC (if applicable). Power points are lost over time. If interrupted, an artificer may return to his task at a later time without having to pay the full cost. Attended plants cannot be *shaped*, as the artificer must hold the objects to be shaped in his hands (or place his palms on the objects if they are too large). Living plants cannot be affected at all.

In order to shape vegetation an artificer must succeed at a Craft (plant) roll. Characters with 4 or more ranks in Knowledge (botany) get a +2 synergy bonus to these checks. Inspire may be used to bolster this roll.

Failure on this roll results in a plant with the desired shape, but with no capability to support life. Sample DCs for this roll are given below.

Item	Craft DC
Stem	8
Leaf	10
Vine	12
Seeds	15
Complete Plant	18
Mobile Tendril	20
Intelligent Plant	24
Mobile Plant	27
Intelligent Mobile Plant	30
Exceptional*	+10 to DC
Invented**	+5 to DC

*An invented plant is any type that does not currently exist.

** An exceptional plant is one with magical or exceptional powers, such as *nisankh*.

Shape Flesh (4,s)(Su): Upon reaching 9th level, an artificer has become so skilled at shaping that he can actually create body parts capable of supporting life. This ability is quite similar to *shape plant*, with the exception that it applies to animal bodies. An artificer may use either raw created flesh for his material, or he may shape dead flesh. Shape flesh could be used, for example, to create an arm, a liver, an eyeball, or an elf. Once properly shaped, shaped flesh may be brought to life through the *create life* ability.

Lifeless body parts can be created as substitutes for lost ones and attached with *splice*, or they may be used for a anything one can think up, whether simply as food, or to perhaps frame someone for a murder. *Shape flesh* may also be used to create material with the intention of imbuing it with life. An artificer may add parts to an existing creature through the use of the *splice* ability, or he may create entirely new creatures, and even entirely new species. Created creatures are their own entities, and are under no obligation to respond to the wishes or control of the artificer who made them.

The power cost for *shape flesh* is based on how much material is to be shaped. Each 5 lbs. of material shaped costs 1 power point, with a minimum cost of 4. Shaping a 175 lb human, for example, would cost 35 power points. The casting time of this ability is one full round per 5 lbs. of material worked, plus the Craft DC (if applicable). Power points are lost over time. If interrupted, an artificer may return to his task at a later time without having to pay the full cost. Attended flesh cannot be *shaped*, as the artificer must hold the objects to be shaped in his

hands (or place his palms on the objects if they are too large). Living creatures cannot be affected at all.

In order to shape flesh an artificer must succeed at a Craft (flesh) roll. Characters with 4 or more ranks in Knowledge (anatomy) get a +2 synergy bonus to these checks. Inspire may be used to bolster this roll. Failure on this roll results in a body with the desired shape, but with no capability to support life. Sample DCs for this roll are given below.

Item	Craft DC
Leather	5
Blood	6
Meat	7
Eye	12
Organ	15
Limb	18
Head	24
Whole Body (humanoid)	30
Whole Body (other type)	35
Invented*	+5 to DC
Exceptional**	variable

*An invented creature is any type that does not currently exist.

** An exceptional creature is anything with a level adjustment or more than 1 hit die. Add either the adjustment or the extra hit dice to the DC, whichever is higher. If only a body part is created, add 1 to the DC per Stat the part possesses past 10. If an arm with a Strength of 20 were to be created, for example, the DC would be 28 (18 for a limb, plus 10 for Str 20). A head with an Int of 20 would have a DC of 34.



If creating a whole body, stats are rolled randomly unless special care is taken to build a particular stat up. In such a case, cost is equal to the Stat's bonus beyond the norm. If creating a human with a 20 Int, 24 Cha, and all other stats random, the DC would be 42. Creating stats lower than average does not change the DC at all. DC's above a character's highest possible roll cannot be achieved, even with a natural 20.

Duplicate (10,s)(Su): At 10th level, an artificer can manipulate his *create* ability to the extent that he can effectively call into existence an exact copy of any object or creature he can lay his hands upon. The artificer touches the object to be duplicated and channels the energy of the Forge through it and into himself. The duplicate of the object appears in the exact same position at his other hand. Non-attended objects are allowed no save against this ability, although creatures and attended objects may attempt a Reflex save to avoid duplication (DC = 20+caster's Cha bonus). Anyone that makes the save receives 10d10 points of healing.

Only one item at a time can be duplicated with this power. Objects are duplicated in exactly the same condition they are in; a dented shield duplicates as a dented shield, and a scarred, one-armed paladin as a scarred, one-armed paladin. All duplicate creatures, however, are created without clothing or equipment; a sword is duplicated without its scabbard, a bag without its contents and so on. It is up to the GM to determine what happens when duplicating objects with separate parts.

Duplicate creatures have the exact same abilities, knowledge, memories, and personalities as those they are created from. However, experience is one thing that cannot be created. The XP of the duplicated person must be divided between him and his copy. The artificer can choose how much XP each receives, although no more than half of a person's total XP may be granted to his duplicate. For example, a 14th level fighter with 100,000 XP is duplicated. If the artificer splits his XP evenly, the result will be two 10th level fighters, each with 50,000 XP. Alternatively, the artificer could leave the original fighter unchanged, and create a 1st level copy with no XP at all. The role playing opportunities of this power are vast and complex. Whether a person will get along with himself depends entirely on the individual. GM's are given license here to do as they see fit.

Magical items can be duplicated, but doing so costs an artificer as many XP as it would to create the original item. This ability has a 10% chance of duplicating an artifact. If an artifact is duplicated, the artificer must make a Fort save (DC 25) or permanently lose all spellcasting and channeling abilities. Duplicating an artifact, in any case, takes one full experience level from the artificer.

Whenever an item is duplicated, there is a cumulative 1% chance per 10,000 gp of its value, rounded up, that the ability will fail and the artificer will become overcharged with divine energy and be struck dead. With creatures, this chance is equal to 1% per point of the original's Cha bonus. There is no saving throw vs. this effect.

Duplicate costs either 10 power points or an amount equal to the duplicated object's Charisma score (if it has one), whichever is higher. An artificer can normally du-

plicate any object weighing up to 200 lbs. For each extra power point stacked onto the attempt, an additional 100 lbs may be duplicated.

Disjoiner

Disjoiners are ferocious warriors that have learned how to tap into the innate magic of the Forge, and to channel its power into a pure and potent force of destruction. Disjoiners are essentially the opposites of the artificers, using the same power, but for a much different end. Powerful disjoiners literally wield the divine power of uncreation, and can banish things from existence as easily as an artificer can conjure them into being. Unlike the artificers, that are generally peaceful folk, disjoiners are typically insanely destructive, deriving great pleasure from wild acts of destruction, whether the result of their magic or simply brute physical force. Disjoiners are feared by those that recognize them for what they are, and are generally either loners or masterminds, as few are foolish enough to trust one in their employ.

Those who wish to walk the path to becoming a disjoiner must do so alone. Disjoiners simply do not have the patience or the desire to teach others their art. Before beginning his career, a disjoiner must first form a connection with the innate magical energies of the Forge. This is represented by the Evolve feat. The disjoiner must then prepare both his body and mind to use this power, represented by the endurance feat and by the studying of arcane lore. After a certain amount of study the disjoiner begins to feel and to recognize the power that is all around him, and to manipulate it to flow through his limbs and body as naturally as his own blood.

A skilled disjoiner is extremely dangerous, and can neutralize an opposing force without even harming them in the slightest, simply by destroying all of their possessions. Disjoiners make excellent pirates and kidnappers, quickly overpowering and confounding their foes. Disjoiners also need to be careful with their magics to ensure that they do not accidentally destroy an item they are looking to acquire.

The condition of a disjoiner's body is essential to his ability to channel destructive energies. The stronger the disjoiner's constitution, the more magic he can wield safely. Once a disjoiner becomes fatigued, the destructive power that he pushes through his body begins to wear away at it, possibly even destroying him. Most disjoiners make it a point to seek out magical devices to boost their physical health and stamina.

Disjoiners may be found throughout the Forge, but are generally concentrated in the domains of Penance and Arena. The first ever disjoiner, and the one to pioneer the art was the enigmatic Pandora, the legendary destroyer of the domain of Glimmer. It is said that it was the Pandora who engineered the destruction of the city of Illium, and that he still walks the Forge to this day, blindly destroying all he encounters.

A disjoiner's personal motivation varies from individual to individual. Some desire power for themselves, and use their magic merely to augment their combat skills; these types are warlike and belligerent, and tend to be attracted to regions of strife and conflict. Others

Disjoiner Prestige Class

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+0	+2	+0	+0	Channeling, Lace (1,s)
2nd	+1	+3	+0	+0	Force Bolt (1,s)
3rd	+2	+3	+1	+1	Smash (2,s), Dismantle (2,s)
4th	+3	+4	+1	+1	Explosive Bolt (2,s)
5th	+3	+4	+1	+1	Wither (3,s)
6th	+4	+5	+2	+2	Destruction Bolt (3,s)
7th	+5	+5	+2	+2	Disintegrate (5)
8th	+6	+6	+2	+2	Improved Lace
9th	+6	+6	+3	+3	Improved Bolt
10th	+7	+7	+3	+3	Annihilate (10)

are far more unsavory in their outlook however, actively seeking out things of great beauty and value and destroying them; these types are more likely to be found in regions of peace, sowing the seeds of unhappiness, pain, and despair.

Most disjoiners begin their careers as simple fighters, although it is possible for members of any class to learn the art. Rogues, bards, and monks make very powerful and deadly disjoiners.

Hit Die: d8

Requirements

Alignment: Any evil, any chaotic, or true neutral.

Base Attack Bonus: +5 or higher

Constitution: 12 or higher

Feats: Endurance, Evolve

Knowledge (arcana): 4 ranks

Class Skills

The Disjoiner's class skills (and the key ability for each skill) are Climb (Str), Concentration (Con), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Knowledge (arcana) (Int), Listen (Wis), Ride (Dex), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha).

Skill Points at Each Level: 2 + Int modifier

Class Features

All the following are class features of the Disjoiner prestige class.

Weapon and Armor Proficiency: Disjoiners are proficient with all simple and martial weapons. Disjoiners are also proficient with all types of armor and shields.

Channeling (Sp): The disjoiner is a type of channeller. A character's caster level for his channeling powers is equal to his disjoiner level.

Power Limit: The number of power points available to a disjoiner each day is equal to his disjoiner level times his Con bonus. When a disjoiner runs out of power

points, he can still channel effects, but he takes physical damage each time he does so. This damage is equal to 1d12 for every power point he expends.

Stacking Limit: Some of a disjoiner's powers are stackable, indicated by an "s" after the power point cost. Unlike an artificer, a disjoiner may never spend more power points in one action than he has levels in the class.

Damage to Objects: Disjoiner abilities can damage objects as much as they can creatures. A game can quickly get complicated when a character gets hit with a *destruction bolt*, for example. DM's and disjoiner characters should familiarize themselves with the damage to objects rules on page 136 of the PHB. With regards to magical weapons and armor, a disjoiner may effectively damage any weapon with an enhancement bonus equal to half his disjoiner level (rounded down). A suit of armor should be considered to have hit points equal to 4 times its armor bonus. Objects destroyed by disjoiners are completely mangled, as if by a bomb, unless specified otherwise.

Lace (1,s)(Su): All disjoiners are able to focus the destructive forces of the Forge into a weapon. The weapon must be in contact with the disjoiner in order to be laced. This energy remains within the weapon until it strikes a creature or object. The stored energy deals an extra 1d10 points of damage per power point used. This power may damage an objects as well as a creature. A disjoiner may *lace* his own natural weaponry, but he may not *lace* another creature's weapon.

Force Bolt (1,s)(Su): At 2nd level, a disjoiner learns to be able to project destructive energy from his fingertips, making for an effective ranged attack. This energy takes the form of a small orb of glowing blackness that is hurled like a stone. The disjoiner must make a ranged touch attack to hit his intended target, whether a creature or an object. A force bolt deals 1d8 per power point used. A Force bolt has a range increment of 50.

Smash (2,s)(Su): At 3rd level, a disjoiner again improves his *lace* ability, enabling it to better damage inanimate objects. Damage dealt by this ability entirely ignores an object's hardness rating and is applied directly to its hit points. Any damage dealt by the weapon itself though is absorbed by the object's hardness. Damage done is 1d10 points of damage plus and additional d10

per extra power point stacked on. If striking a creature, this ability functions just like *lace*, except with one less die of damage.

Dismantle (2,s)(Su): At 3rd level, a disjoiner can uncreate manufactured goods, returning them back to their raw materials. A piece of jewelry may be reduced to a lump of gold and a pile of gems, a book to sheets of leather, wood pulp, and ink, or a sword to an iron bar and some leather strips. Attended items and all magical items may make Fort saving throws vs. a DC of 13+caster's Con bonus. This ability only works on non-living worked objects. Only one object may be affected at a time, weighing up to 5 lbs. per power point expended (minimum 2).

Explosive Bolt (2,s)(Su): At 4th level, a disjoiner learns to make more effective force bolts, bolts that explode upon contact with any object. These bolts do 1d8 points of damage to their target per power point spent (minimum 2), and also deal 1d4 hit points per power point to all objects and creatures within adjacent 5 ft. squares of the explosion (a 15ft diameter sphere). A reflex save (DC = 13+caster's Con bonus) is allowed for those not directly struck to take half damage. Objects held within other objects only take damage if their container is destroyed, and only take the left over damage at that.

Wither (3,s)(Su): At 5th level, a disjoiner learns to improve his *lace* ability, and can use it to deal temporary Con damage instead of hit point damage to his targets. Anyone struck takes 1 point of Con damage per power point expended (minimum 3). No saving throw is applied. This ability only affects living creatures.

Destruction Bolt (3,s)(Su): A destruction bolt is similar to an explosive bolt, except that it deals damage only to inanimate objects, and does not affect living creatures at all. Like *smash*, *destruction bolts* pass through the hardness of all objects in the blast radius. Destruction bolts deal 2d8 (plus 1d8 per extra power point stacked) to struck targets and 2d4 to all objects in the blast radius (plus 1d4 per extra power point stacked). Creatures tending objects can attempt a Reflex save (DC 15+caster's Con bonus) in order for their objects to take only half damage.

Disintegrate (5)(Su): At 7th level, a disjoiner can cancel out matter completely, as if it had never existed. This ability is almost entirely equivalent to the spell *disintegrate*, with the excep-

tion that no trace of dust is left behind. The Fort save DC for this ability is 16+ caster's Con bonus.

Improved Lace (Su): At 8th level, a disjoiner's *lace* and *smash* abilities improve, each now using a d12 as the damage die.

Improved Bolts (Su): At 9th level, a disjoiner's *force bolts*, *explosive bolts* and *destruction bolts* improve, each now using a d10 as the damage die for direct hits.

Annihilate (10)(Su): At 10th level, a disjoiner can manipulate his *lace* ability to the extent that he can effectively turn his weapon into a sphere of annihilation. The first creature or object touched (melee or ranged touch attack, depending on weapon type) by the weapon discharges the energy, and is instantly annihilated. Objects are allowed no save, although creatures may attempt a Fort save to survive (DC = 20+caster's Con bonus). Anyone that makes the save still takes 10d10 points of damage plus any applicable weapon damage.

This ability has a 10% chance of annihilating an artifact. If an artifact is annihilated, the disjoiner must make a Fort save (DC 25) or permanently lose all spellcasting and channeling abilities.



Prestige Races

The concept of prestige races was introduced in the core *Oathbound* rulebook. It basically is the voluntary modification of one's genetic code, allowing one's body and mind to reform into something completely new. The force that allows such changes is the same untapped divine power that fuels the abilities of the channellers. Hence, like channeling, prestige races are unique to the Forge.

Altering one's genes is a difficult and dangerous prospect, and hence, it can only be done in short, slow steps. Also, a focus for these evolutions is required; one cannot simply randomly change one's genes and see what happens. A focus is a genetic aim or goal, which provides inspiration for the change, but which typically is not attainable in one simple step. Five completely new foci are encountered out on the plains that are rare to find in the great cities. These are the Foci of the Claw, the Enigma, the Huge, the Light, and the Small.

To take a prestige race, a creature must either possess the Evolve feat or physically travel to one of the sacred places of the Forge. Evolve is a standard feat, and can be purchased by anyone. Once one meets the prerequisites, one must simply pay the required XP cost, and the genetic change happens instantaneously. The body will then rapidly adapt to the change, usually finishing the process within a single minute.

Focus of the Claw

The focus of the claw expands and enhances a creature's natural weaponry. It is a favorite of the wild frey, monks, and all others who rely upon their bodies to defend themselves from their enemies. The focus of the claw is a long, narrow, and highly specialized discipline, useless to many, but absolutely essential to a few. Note: enhancement bonuses added through this focus do not stack with those added through use of the *refinement* spell.

Edged Creature

Example: Edged Wild Frey

Cost: 3,500 XP

Minimum Level: 4th

Prerequisite: Improved Unarmed Strike

Unavailable to: Any race without natural weaponry.

Details: The natural weaponry of an edged creature grows harder, sharper, and more deadly. In addition,

Foci of the Plains

Focus of the Claw	Exp. Cost
Edged Creature	3,500
Armed Creature	5,500
Razor Creature	7,500
Deadly Creature	9,500
Lethal Creature	11,500

Focus of the Enigma	Exp. Cost
Masked Creature	6,500
Cloaked Creature	9,000
Hidden Creature	12,000
Traceless Creature	15,000

Focus of the Huge	Exp. Cost
Enlarged Creature	4,500

Focus of the Light	Exp. Cost
Brightened Creature	5,000
Prism Creature	8,950
Illuminated Creature	11,600
Radiant Creature	13,800

Focus of the Small	Exp. Cost
Reduced Creature	3,500

the creature's nervous system has begun to improve, with the coordination of the body's limbs becoming better and more efficient.

Game Effects: Gain a +1 enhancement bonus to all attack and damage rolls with all natural weaponry. Can damage creatures with +1 damage reduction. Gain the Weapon Finesse Feat for all natural weapons as well as the Multiattack feat.

Armed Creature

Example: Armed Wild Frey

Cost: 5,500 XP

Minimum Level: 6th

Prerequisite: Edged

Details: When a creature becomes armed, its natural weaponry continues to refine. Certain elements of fighting become instinctive, and no longer require conscious thought. The creature seems to know exactly when and where to strike its opponents at all times.

Game Effects: Enhancement bonus increases to +2 for all natural

weaponry. Can damage creatures with +2 damage reduction. In addition the damage die for your natural weaponry is upgraded (d4 becomes d6, d10 becomes d12, and so on). Gain +1 to the critical threat range for your natural weaponry (20 becomes 19-20 and so on). Also gain the ability to trip



and disarm opponents with your natural weaponry.

Razor Creature

Example: Razor Wild Frey

Cost: 7,500 XP

Minimum Level: 10th

Prerequisite: Armed

Details: The natural weaponry of a razor creature is altered in substance to unbreakable and pure adamantine. Claws and teeth turn to metal, tentacles develop adamantine studs, and the bones in a monk's hands and feet transform. Also, the creature's fighting instinct is so powerful that other opponents are no longer able to react to defend themselves against the creature's feints and advances.

Game Effects: Enhancement bonus increases to +3 for all natural weaponry. Can damage creatures with +3 damage reduction. Gain Improved Weapon Finesse: Your Dex bonus can be substituted for Str for damage as well as attack rolls. Gain Improved Disarm and Improved Trip with your natural weaponry. Also gain the Improved Grab special ability, applicable to all opponents of your size category or smaller.

Deadly Creature

Example: Deadly Wild Frey

Cost: 9,500 XP

Minimum Level: 10th

Prerequisite: Razor

Details: A deadly creature's adamantine weaponry continues to sharpen and grow more efficient. Also, the creature's combat instincts continue to improve to the point where the creature literally is a blur of motion when fighting.

Game Effects: Enhancement bonus increases to +4 for all natural weaponry. Can damage creatures with +4 damage reduction. Gain a +1 to your critical multiplier for all natural weapons. Gain a +2 competence bonus to all opposed checks to trip, disarm, or grapple an opponent.

Lethal Creature

Example: Lethal Wild Frey

Cost: 11,500 XP

Minimum Level: 12th

Prerequisite: Deadly

Details: A lethal creature has reached the pinnacle of unarmed fighting skill and efficiency. Its weaponry is as sharp and sturdy as nature can provide, and is literally unbreakable. Its instinct is beyond comprehension, and its body literally can act in perfect synchronicity with itself, tearing opponents apart before they are even aware of a threat.

Game Effects: Enhancement bonus increases to +5 for all natural weaponry. Can damage creatures with +5 damage reduction. Gain Improved Multiattack: No natural weapon is considered secondary - all attacks are at the full attack bonus and do the full damage bonus. Your bonus to opposed checks increases to +4.

Focus of the Enigma

Many who choose to live out on the plains do so in order to lead a life of solitude and quietude. They want no trouble with anyone, and go out of their way not to attract the interest of anything, whether it is beast or man, or even the Queen herself. Such hermits would be well advised to follow the focus of the enigma. This focus is also not uncommon in the cities of the plains, where it is a favorite of spies, thieves, and assassins. The focus is intensive, and involves the radical change of the creature's mind, body, and soul, each becoming more complex, indecipherable, and fraught with mystery.

Masked Creature

Example: Masked Faust

Cost: 6,500 XP

Minimum Level: 7th

Prerequisite: None

Unavailable to: Focus of light, fair and foul, DM Specified Races

Details: A masked creature's body has become pliable and moldable, allowing its shape to be altered slightly; a masked creature can change its skin tone and adjust its features and its eye and hair color. Its voice also changes slightly, showing absolute confidence in everything it says. A masked creature also begins to project a supernatural aura that disrupts the memory of those around them.

Game Effects: Gain ability to alter one's appearance slightly, providing a +8 competence bonus to all Disguise checks. Gain +6 competence to all Bluff checks. Gain Anonymity.

Anonymity (Su): People that you deal with can't seem to remember any specific details about you. Whenever you leave someone's presence, they must make a Will save (DC=10+your level) or forget your name, what they dealt with you about, and your exact physical description (beyond race and gender). This ability can be turned on and off at will.

Cloaked Creature

Example: Cloaked Faust

Cost: 9,000 XP

Minimum Level: 10th

Prerequisite: Masked

Details: A cloaked creature's supernatural aura strengthens and expands, wiping the creature completely from the memory of those around it, including even their present consciousness. Its mind begins to change, its waves and patterns changing, making it difficult for others to probe. Its features and voice continue to adapt, no longer giving anything undesired away when the creature speaks, creating a completely impervious front.

Game Effects: Gain Inconspicuousness. Also gain the ability to lie convincingly without being able to be detected by Sense Motive checks or magical means.

Inconspicuousness (Su): You are completely visible, but all who look at you simply don't register you as important. You are effectively invisible unless you attack or directly address someone. Even magic, such as *detect invisibility* or *true seeing* will not allow someone to no-

tice you, only a successful Sense Motive check (DC=15+your level) is effective. This ability works even against blind creatures, but not against those that are immune to mind-affecting magic.

Hidden Creature

Example: Hidden Faust

Cost: 12,000 XP

Minimum Level: 13th

Prerequisite: Cloaked

Details: The body, mind, and aura of a hidden creature continue to advance and adapt. A hidden creature's physical form has managed to attune itself to the cracks in the physical world, allowing it to slip between them. Its thought patterns now operate in such an alien pattern that they are effectively encrypted, preventing those who know how to enter the mind from being able to glean anything within. Finally, the aura of the hidden creature becomes so powerful that those who encounter the creature behave always as if meeting the creature for the very first time, regardless of what has transpired between the two creatures in the past.

Game Effects: Gain the ability to become ethereal once per day as part of any move action. You can remain ethereal indefinitely, and shift back as a free action. Also gain permanent *mind shield*. Finally, lose your identity: no one that knows you can ever recognize you unless you wish them to or they succeed at a Will save (DC=10+your level).

Traceless Creature

Example: Traceless Faust

Cost: 15,000 XP

Minimum Level: 16th

Prerequisite: Hidden

Details: A traceless creature has given itself over completely to the enigma. Its mind is ordered such that none may influence it or affect it in any way. Its body has mastered the gaps in the physical world, and can slip between them as easily as another man may walk upon the ground. Finally, the aura of the creature reaches its full blossom; erasing the creature's actions immediately from the memories of all who witness them.

Game Effects: Gain immunity to all mind-influencing effects. Gain the ability to become ethereal at will. Gained improved anonymity: no one you deal with even remembers interacting with you at all unless they succeed at their Will save.

Focus of the Huge

Those who follow the focus of the huge do so in order to enlarge their physical forms. The focus of the huge is unpopular in the cities, where it tends to make life more difficult, but invaluable on the plains, where space is no limit, and where adapting to one's environment is key to survival. The focus of the huge, like its counterpart the focus of the small, is somewhat different than most other prestige race foci, in that it is considered complete in only one step. The focus of the huge may also be taken multiple times by the same creature.

Enlarged Creature

Example: Enlarged Dwarf

Cost: 4,500 XP

Minimum Level: 5th

Prerequisite: None

Unavailable to: Colossal creatures.

Details: An enlarged creature is one that is simply genetically programmed to grow to a larger size than it normally would. Proportions, appearance, and material are all precisely the same; the creature simply is bigger than it was. Larger creatures are generally stronger, but pose more of a target in combat. Enlarged creatures may need to purchase a new set of weaponry and armor.

Game Effects: Increase size by one category (small to medium, large to huge, or so on). This has several effects. First, take a -1 size penalty to all attacks and to AC, and a -4 size penalty to your Hide checks. Gain a racial bonus of +2 to Str. Then gain +10 (or +5 if your new size is small or smaller) to land and swim movement speeds. Increase your damage die for natural weaponry by one increment, based upon the following scale: 1, 1d2, 1d3, 1d4, 1d6, 1d8 (or 2d4), 1d10, 1d12 (or 2d6), 1d20. Also add five feet to your reach (unless going from small to medium-size, or if new size is tiny or smaller). Consult the PHB (page 131) to determine your new face rating. Your weight is tripled.

Focus of the Light

The focus of the light is the counterpart to the focus of the shadow presented in the core *Oathbound* book. Those who follow the focus of the light learn to master and manipulate the light all around them, using it both to defend themselves from and to strike down their foes. The focus of the light is quite popular in the plains of Penance, especially with the Aurads, as the two suns of the Forge make for daylight conditions at nearly all times of the day. City dwellers find it less appealing, as the clutter of tall buildings and narrow alleyways tends to shelter the dark. Those who choose to follow the focus of the light are usually proud, forward, and quick souls with little to hide from the world.

Brightened Creature

Example: Brightened Aurad

Cost: 5,000 XP

Minimum Level: 6th

Prerequisite: None

Unavailable to: Shadow Prestige Races, Light-sensitive races, DM specified races.

Details: A brightened creature is supernaturally attuned to light. Its body absorbs and radiates light, and can give it off a little at a time or in sudden, powerful bursts. The eyes widen and become highly sensitive to light, needing little to function, but still working efficiently staring right into the sun.

Game Effects: Gain a bright countenance, usable at will under torchlight or greater, that overpowers the eyes of all who look upon you, providing a +2 luck bonus to your AC, or a +4 bonus against light-sensitive creatures. Also gain low-light vision. Three times per day, when in torchlight or greater, you may reflect light against sighted

opponents. All onlookers must make a Reflex save (DC 16) or be blinded for 1d6 rounds. Finally, gain immunity to all blindness effects due to bright light.

Prism Creature

Example: Prism Aurad

Cost: 8,950 XP

Minimum Level: 9th

Prerequisite: Brightened

Details: A prism creature adapts even further to light, gaining energy and power from exposure. The creature's ability to surround itself with and focus light increases, making it incredibly difficult to see properly, and allowing it to make terrible, sudden blasts of light. Finally, the creature's eyes glow with their own radiance, no longer needing outside rays to function.

Game Effects: Gain the ability to regenerate when exposed to full sunlight. Rate is 1 if under a single sun, 2 if under both. Gain the ability to direct torchlight or greater three times per day to blast any undead creature within line of sight. Damage is 1d6 per level, 1d8 per level in full sunlight, or 1d10 per level if under both suns (Reflex save for half damage DC=18). Gain the *blur* effect usable at will, providing a %20 miss chance to all attackers. Finally, gain darkness.

Illuminated Creature

Example: Illuminated Aurad

Cost: 11,600 XP

Minimum Level: 12th

Prerequisite: Prism

Details: An illuminated creature is highly attuned to the light around him, allowing it to flow through and around him as if he were simply light himself. The creature's eyes glow ruby red with an intense light behind them, burning deep holes into whatever the creature looks upon.

Game Effects: Gain a Spell Resistance of 10 whenever in torchlight or equivalent, increasing to 15 in full natural sunlight, or 20 when under the light of both suns of the Forge. Three times per day gain the ability to focus light with your eyes to deal damage to any opponent (Similar to the undead blast ability above except the DC is 20). Gain the ability to become *invisible* at will. Finally, gain *greater darksight*.

Radiant Creature

Example: Radiant Aurad

Cost: 13,800 XP

Minimum Level: 14th

Prerequisite: Prism

Details: A radiant creature is a pure source of light on its own. It has become entirely one with light, and can travel at its speed, and can no longer be fooled by its tricks. A radiant creature sheds bright light from its body, and looking upon it is as difficult as looking upon the sun itself.

Game Effects: Gain an Aura of radiance (see below). Three times per day gain the ability to *teleport without error* to any location within line of sight. Finally, gain true seeing.

Aura of Radiance (Su): You project an intense light from your body at all times, lighting all areas you pass into as if in full sunlight. You may choose the effect of either the red or yellow sun. This ability overrides the *darkness* spell, and cancels out deeper darkness, leaving only the prevailing light conditions. This aura also adds another +2 to your AC luck bonus. The aura may be turned on and off at will.

Focus of the Small

Those who follow the focus of the small do so in order to diminish their physical forms. The focus of the small, like its counterpart the focus of the huge, is somewhat different than most other prestige race foci, in that it is considered complete in only one step. The focus of the small may also be taken multiple times by the same creature. Unlike the focus of the huge, this focus is popular in the cities of the plains, as it allows creatures normally too large for civilization to interact with other races in an acceptable fashion.

Reduced Creature

Example: Reduced Asherake

Cost: 3,500 XP

Minimum Level: 5th

Prerequisite: None

Unavailable to: Fine creatures.

Details: A reduced creature is one that is simply genetically programmed to grow to a smaller size than it normally would. Proportions, appearance, and material are all precisely the same; the creature simply is smaller than it was. Small creatures are, in general, quicker and harder to hit than their larger companions. Reduced creatures may need to purchase a new set of weaponry and armor.

Game Effects: Decrease size by one category (medium to small, tiny to diminutive, or so on). This has several effects. First, take a +1 size bonus to all attacks and to AC, and a +4 size bonus to your Hide checks. Gain a racial bonus of +2 to Dex. Then suffer -10 (or -5 if your new size is tiny or smaller) to land and swim movement speeds. Decrease your damage die for all natural weaponry by one increment, based upon the following scale: 1, 1d2, 1d3, 1d4, 1d6, 1d8 (or 2d4), 1d10, 1d12 (or 2d6), 1d20. Also subtract five feet from your reach (unless going from medium-size to small). Note: reach cannot drop below 0. Consult the PHB (page 131) to determine your new face rating. Your weight is dropped to a third its original amount.

Chapter 3

Ecology of the Plains



'The strength of life is not its abundance, but its complexity. Change will get in; prepare for it.'

— The code of Tallis

The plains of Penance teem with life of all sorts. From the sprawling savannahs, to the sparkling ocean, to the broad, winding rivers, to the silent forests, creatures and plants of all types dwell in a complex harmony. Though these four types of terrains are generally considered to be the four basic ecosystems of Penance, this is in fact a broad simplification. There are literally hundreds of different ecosystems in Penance. No single forest, river, or square mile of plain or ocean is exactly like any other.

An ecosystem represents a natural balance of life, a cycle of change that is repeatable and sustainable. Each member in the system has its own function and position in the cycle. A predator, for example keeps down the population of the herbivores in the area, ensuring that the land does not become defoliated. A microorganism might contribute to the decay of dead material, serving to generate fertilizer so that the cycle may start all over again. In order to participate in the cycle, a species must be able to feed, to reproduce, and to die. Individual creatures come and go, but species survive relatively unchanged, if not more suited for their particular niche.

In order for an ecosystem to achieve stability, it requires diversity. A system with one type of plant, one type of herbivore, and one type of predator is doomed to fail. If locusts move in, for example, and destroy the plants, the herbivores will starve, then the predators will do the same, and all life in the area will be wiped out. If there were two different kinds of plants, then perhaps the locusts would only find the one kind edible, the herbivores would adapt by only eating the second plant, and the system would survive. In general, the more different species that can live together in balance in one particular area, the better every species' chances of survival.

Ecosystems on the Forge are, by nature, exceedingly diverse. As Israfel can bring intelligent inhabitants here from a thousand different worlds, so can she bring any other living thing, and so she does. The living things found in Penance hail from over a thousand different evolutionary trees, and all bear unique features, characteristics, and behaviors. Before the people of the plains were brought to Penance, and before the great cities were built, it is believed that the land was fraught with great chaos, as plants and animals were suddenly forced together to adapt to greatly changed seasons and conditions, and creatures from an incredible variety of environments competed for space, sunlight, and food. It is thought that bringing an ecological balance to the plains took many hundreds of centuries, as plants learned to adapt to the seasonal patterns, and new species either took off like wildfire or died out immediately. One can imagine the queen flinging a new weed into the mix and then setting back and observing, then searching the worlds for a suitable rival or predator if it suddenly spread out of control. When settlers finally did arrive,

they came to a world that was adaptable, livable, and in which a niche could be carved at any level of the food chain without upsetting the overall balance.

It is the great attention paid by the queen to building a stable land that makes her realm so inhabitable. By comparison, the neighboring domains of Arena and Wildwood were not attended to in their construction. Barbello simply pulled in intelligent creatures, without regard as to how they would manage to find food, and Haiel simply pulled in a bevy of plant species, without any thought as to how they were to be kept in check. Sages may argue over the method by which the borders of the regions are kept so distinct, but it is the divine power of the great oath itself that prevents nature from crossing over the boundaries set by the gods, not any act of will on the part of the feathered seven.

At this point in the course of the world, however, Israfel has left off on being responsible in her actions, and has long since passed the job of keeping the balance of nature to the intelligent residents of her domain. In fact Israfel even challenges her citizens with deliberately misplaced pulls and horrendously destructive species. As a race, the thorns of the forests have taken the greatest interest in keeping the balance of nature in Penance, and generally organize the observation, relocation, and destruction of new pulls. It is to aid in these efforts that the thorns have erected the famous watchtowers of the plains, and created the network of greens keepers that maintain the stability and health of the landscape (see chapter 7 for details).

Though as stated earlier, the categorical division of Penance into ocean, rivers, forests, and plains is at best an oversimplification, it is unfortunately the only way to approach a study of the ecology of the domain. Each of these four über-ecosystems is discussed below in detail, and a sampling of the diverse species found within them is given. This study is intended as a reference for those who wish to develop a mental picture or understanding of the wilds of Penance, for whatever reason, legitimate or devious. The information presented here is basic, and is available in even the most basic of libraries or bookstores in any of the civilized cities of the plains.

Notation: Throughout this chapter, the note (df) is used to indicate that the item in question is detailed in the book *Oathbound: Domains of the Forge*. (Mi) denotes a creature from *Minions: Fearsome Foes*.

The Forests

There are nearly fifty different major forests in Penance, and countless other small isolated woods. The forests of Penance are not the seas of plants that the jungles of Wildwood are; they are much more spacious and tame, and most are home to a variety of intelligent peoples. The woods of Penance are populated with a broad variety of deciduous trees, and the foliage is mostly located up in the high canopy, where the powerful sunlight of the Forge hits. Below the high canopy, the woods are quite dark, and little undergrowth is present due to the dimness. A few species of low-light shrubbery have emerged and achieved dominance, filling the gaps be-

tween the trees and providing cover for creatures to hide in. The ground is surprisingly bare of debris, as leaves do not fall on the Forge. In most places the ground is a soft carpet of green tallis, although loose dirt, moss, and rock are not rare ground surfaces. As the woods are lightly foliated, they cannot support much concentrated animal life, and hence the population of the forested areas are spread thinly but evenly throughout the entire region.

The terrain in the woods is essentially the same as on the open plains, it is merely the fact that trees grow here that makes the difference. The ground is mostly uneven, with slabs of rock protruding at intervals, and deep crevasses and ridges carving their way through the woods. It is not a simple matter to just head in a particular direction, deep ravines may block the way, or broad streams or thick slippery mud may impede progress. Visibility is limited to about ten to twenty yards, as the tree trunks and high shrubs block line of sight. It is best to keep to the trails that the thorns have carved, as the going is slow and treacherous over the rocks and ridges. Unless one pays close attention to one's feet and takes a causal pace, one is liable to turn an ankle on a stone or stumble over a root. Besides, the tallis hides much, and even a careful traveler can step into a snake hole or onto a lurking tokkan.

It is unknown exactly how the borders of the forests were set. There are two schools of thought on this, one that Penance was once all wooded, and that logging created the open plains, and one that says that the domain was all open, and that the forests have been slowly spreading as the trees drop their seeds over time. The truth is basically a combination of the two. Some forests have been obliterated completely, and others have been left alone and allowed to spread.

Native Plants

The most prominent plants in the forests of Penance are, of course, the trees. Though the great bowery trees (df) are the most well-known, they are in fact somewhat of a rarity. The bowerys can be spotted easily in the forest, as they are significantly taller than the rest of the trees. If one can get above the tree line and look around, one can spot a bowery, and thus likely, intelligent life, as nearly all bowerys in Penance are farmed for their sap. The bulk of the trees are more common varieties such as oak, maple, birch, willow, and eucalyptus. The different types of trees are mixed in together at random. A number of forest trees bear fruit or nuts, which provides food for many of the forest creatures, including many intelligent species. Mossfruit (df) are the most common, with apples, walnuts, pears, figs, bananas, cherries, and mangoes all well represented.

Beneath the trees are the shrubs, ferns, mosses, and grasses, which are also spread evenly throughout the woods. Lantana (df) can be found here if one knows where to look. The most commonly found shrubs in the woods of Penance are the two low-light plants, Caron and Tallis.

The trees and ground of the forests of Penance are densely populated with fungi of all sorts, including many types of edible mushrooms. Nearly every tree in the woods has at least one large fungal growth upon it, and some even become entirely coated in the stuff. Mushrooms and toadstools of all shapes, sizes and colors adorn the forest floor, sticking up at intervals from the tallis like little miniature trees on a grassy plain. Each type of fungus is typically food for a particular forest creature, and varieties that are deadly poisonous for most are quite tasty to another. The three most well known types of fungus in penance are the spotted reaper toadstool, the sugar loaf, and the spirit cap.

Caron is a tall woody shrub with thick, oversized, broad leaves that do an excellent job of limiting visibility in the forests. Caron leaves are the primary food source for many species of herbivores, and also hold a great deal of water, providing a natural filter for parasites and toxins. Survivalists can get enough water to live comfortable by chewing on caron leaves without having to risk the local water supply, if there is one.

Tallis is a low creeper, and spreads rapidly over bare ground. It has short green stems, set closely together, with tiny, round leaves growing all along their length. A mass of tallis creates an effect like a green turf, providing a soft, thick ground covering, like a natural carpet. Movement on tallis covered ground adds a circumstance bonus of +3 to all Move Silently checks.

Tokkan: The lurking tokkan is one of the most hated plants of the forest. It is of a bizarre, alien anatomy, and is built to hide deep in the tallis that covers the forest floor. The tokkan has a large round set of jaws that fold completely open and lie flat on the ground, and a sponge-like body that roots deep into the soil. Its jaws are free of skin, and the tallis pokes up through their ring to hide them. When the tokkan is stepped on, its jaws snap shut mangling the foot of the victim. The tokkan feeds off of the blood that drains from the victim. Characters must succeed at a Wilderness Lore check



(DC15) to notice a tokkan in their path. Those who step upon one must make a Reflex save (DC 15) or take 1d6 points of damage, and lose 1d10 from their movement speed until the injury is healed. A successful Strength check of 15 is required to pry the jaws of the tokkan open or rip it from the ground, until which time the victim cannot move from the spot.

Spirit Cap is a small orange mushroom with dark blotches on its cap, and, if eaten, allows a creature to see into the "spirit world" for short periods of time. (Grants sight of the ethereal plane for 1d4 hours). There are some drawbacks to the spirit cap though, including bizarre paranoid hallucinations in some (if a Fort save DC 10 is failed). The larger issue though is that the spirit cap looks almost exactly like the spotted reaper toadstool (Wilderness Lore DC 15 to tell the difference), except that its spots are larger and less distinct.

Spotted Reaper is deadly poisonous if eaten (Fort DC 16, 1d6 Con/2d6 Con), although its flavor is supposedly incredibly good. Those who swallow one become exceedingly euphoric, and usually die within a few minutes.

Sugar Loaf: More common than either of these fungi, and more mundane, is the giant sugar loaf, a thick broad, flat semicircular fungi that grows upon the trunks of trees. The sugar loaf is chewy and edible, and tastes somewhat like roasted fowl when cooked. Sugar loaves are easily spotted, as they grow completely over a tree's trunk, giving it a strange appearance something like a sloppy stack of flapjacks. Sugar loaves are the staple food of the human inhabitants of the forests.

Native Animals

The animals of the forest are numerous, and vary greatly from wood to wood. The most common types are small and harmless, such as squirrels, songbirds, and lizards. One of the more useful of these, and a creature unique to the Forge, is the lode bird.

There are also a few small dangerous animals, such as poisonous snakes or spiders. Rillers (df) can be found in the forest, but are not as common as they are on the plains. The most common large herbivore in the forests is the bokk, a type of deer that lives off of the leaves of the caron shrub.

There are also a large number of invertebrates, such as worms and insects, that serve as food for the small creatures of the woods. Shade slugs (df) are common in the forests, and are useful for visitors in the dim light beneath the canopy. One interesting invertebrate that is both a boon and a bane for intelligent creatures are the klikkits, which are found throughout Penance.

A number of dangerous predators dwell in the woods, including several types of bears, boars, wolves, and large cats. There are a wide variety of monsters, although the presence of the wild frey and the druids has thinned the population quite a bit. Stranglebark (mi) is the most serious problem, as it is difficult to spot. Volt polars occasionally wander into the forests for food, but mostly roam the plains. Scavans can be found throughout Penance, and pose a serious problem for the thorns, but have little interest in other prey.

Bokk are the main source of food for both the wild frey and the few dovers that dwell in the woods. Bokks are well adapted to the role as they breed rapidly, much like rats or rabbits. Bokk only eat caron; if their predators were wiped out, the bokk would probably destroy the caron plant altogether in but a few months. A bokk is a light, fast antelope with small, curving horns. Its meat is lean, flavorful, and rich in protein.

Klikkits are relatives of the common cricket; the main difference between the two is that klikkits are highly sensitive to magical energy, and only chirp if within 30ft of a magical aura (such as from a spell or object). A klikkit's chirp is also slightly more staccato than its cousin's. Many forest dwellers, especially wild frey, use klikkits as guards, often mixing them in with ordinary crickets so that anyone approaching will not notice any sudden sound.

Lodes are small blue birds not much bigger than finches. They eat pests such as mosquitoes, but are more notable for their nests, which are round like beehives, and are always built on the south sides of trees. Lode nests are useful for navigation in the forests, as one can always keep one's bearings if one knows what to look for.

Scavans are large herbivores that are harmless to most creatures, but pose a serious problem to thorns, which are the creature's favorite food. See the appendix for details.

Volt Polars are large magically charged feline predators. See the appendix for details.

Microorganisms

Just as things grow quickly with the Forge's rapid seasons, living material tends to decompose rapidly as well, ensuring that the soil stays fertile. There are a number of powerful strains of bacteria in the forests of Penance that help keep these areas looking clean and crisp. Because of this food does not keep well in the forests, and tend to spoil twice as fast as when under ordinary conditions. There are two types of bacteria in particular to be on the lookout for, one beneficial, and the other not at all.

Carrinous: This deadly bacterium has terribly mutated to the point where it can easily decompose living flesh. Carrinous is generally contracted either from eating spoiled meat or contacting infected creatures. Anyone exposed to it must make a Fortitude save to resist infection (DC 14). The bacteria eat away at living flesh, dealing 1d4 points of Con damage per day. The bacteria can only be killed by magical means (*cure disease*) or by being burned away with acid (dealing 1d4 points of damage to the victim per point of Con already lost).

Vegephage: This useful strain of bacteria is a distant cousin of Carrinous, but is geared toward vegetation more than flesh. Vegephage is also edible, and actually quite rich in nutrients. Many forest dwellers keep leather pouches full of this bacteria, which they periodically stuff leaves, twigs, plant clippings, and the like into. Vegephage breaks the material down quickly, converting it to a thick viscous mass of bacteria, similar in appearance to yogurt. Vegephage tastes terribly bitter, but can sustain an explorer indefinitely, and can even be

used to convert inedible or poisonous material to food. If it comes in contact with a thorn, it acts similarly to Carrinous, above.

Weather

Weather in the forests of Penance is surprisingly tame. The trees block out the winds, and temperatures in Penance are relatively stable and warm in all seasons. The only weather hazard is rain, which can sometimes be very heavy, especially near the ocean. Rainstorms are furious but brief in Penance, as the flatness of the domain allows cloud cover to move quickly across it. Caron bushes provide some shelter from the rain, but are by no means watertight. The biggest problem with rain in the forests is mud, which can cause trails to become slick and heavy, slowing movement by an average of 5 ft.

The Oceans

The section of the Northern Ocean that falls within the domain of the queen is marked by a high, gently sloping shelf, with an average depth of about 350 feet. At the borders with Wildwood and Arena, this shelf drops off dramatically, falling several thousands of feet in a relatively short distance. The relatively shallow ocean waters of Penance are quite warm, and support a massive amount of sea life of all sorts. The sea floor is dense with plants and creatures, and the waters teem with fish, sharks, mammals, jellyfish, and more. The waters of the ocean are rich in plankton, and provide plenty of food for all the creatures of the sea. The intelligent peoples of the ocean are numerous and very civilized here, as this area is so easily accessible to trade with the surface dwellers.

Visibility is not a problem in this shallow area. The water of the shelf of Penance is remarkably clear, and the intense light of the twin suns penetrates nearly to the bottom, where dense forests of seaweed and other plants stand, including among them the luminous dream kelp, which lights the waters from the bottom. At night, from the surface, the waters of the shelf of Penance glow warmly with a beautiful bluish tone, said to be one of the most peaceful and tranquil sights on the forge.

This rich ocean provides a great deal of industry for the land dwellers, who make a great deal of their livelihood off of harvesting the fish, shellfish, and ocean plants. Despite the plethora of life though and the civilized nature of the inhabitants, the waters of the Penance shelf are not necessarily safe. Many predatory sea creatures lurk in the shallow waters, and do not distinguish between a simple fish and a highly intelligent creature.

Native Plants

The floor of the Penance shelf is literally choked with thousands of varieties of plants all competing for space. The most visible sea plant is a long, thick variety of kelp that makes the sea floor into a forest. It is actually quite dangerous for air breathers to get too close to the bottom, as it is easy to get tangled in the mass of floating

kelp. The dream species of kelp is mixed throughout. Below the kelp are many other plants, including beautiful sea flowers, and a number of small plants, like the infamous buzz weed and the useful draman herb.

Buzz Weed: This dwarf variety of kelp is rare, but highly sought out by many intelligent species. The bulbs of the buzz weed contain a toxin that tastes thoroughly awful so as to detract predators, but has a side affect of stimulating the nervous system. Eating one of the bulbs gives the benefit of the Lightning Reflexes and Improved Initiative feats for 1d4 hours. After the effects of the stimulant wear off, the system of the user can be damaged (Succeed at a Fort save DC 12 or take 1d2 points of temporary Dex damage). Buzz weed bulbs can be purchased in Penance for 50gp per dose.

Draman: This small, innocuous sea plant looks unremarkable, simply a small mass of short, slimy green leaves, looking like a dandelion without the flower, but is much loved and quite helpful. If the leaves of the draman are chewed, the plant cancels out the effects of seasickness for 2d4 hours. Dried draman leaves can be purchased in most apothecaries in Penance for 2sp per dose.

Dream Kelp: - Dream kelp is a bluish strain of seaweed that glows with a beautiful chemical luminescence. One stalk of dream kelp produces as much light as a torch, and if severed, will continue to glow for 2d6 hours. Dream kelp is concentrated enough on the sea floor of the Penance shelf to light the entire area in a gentle, dream-like, blue glow, hence the name.

Sea Flower: - The lovely sea flower is a bulbous cactus-like plant with a fat, barrel sized body, short sharp spines, and brilliant red flowers that blossom into a juicy and flavorful fruit. The fruit of the sea flower is highly valued, as it contains a chemical that prevents air bubbles from forming in the blood. For 2d8 hours after eating the fruit, characters are immune to the effects of the bends, and can rise and surface rapidly without danger. A sea flower fruit, or sea flower extract generally costs about 6gp per dose.

Native Animals

Nearly every conceivable type of sea creature, with the exception of cold and deep-water types, can be found in the water of the Penance shelf. Fish, sharks, shellfish, sea stars, sea cucumbers, sponges, barnacles, urchins, seals, turtles, dolphins, whales, squid, octopi, coral... anything one can imagine can be found here. While most are familiar, a few species are quite unique to the Forge. Swimmers that are intent on not being eaten should look out for two creatures in particular, the colossal and hungry moab, and the giant sea anemone (mi) that hides amongst the kelp forests.

Diving Bell: This enormous species of jellyfish has very specialized control over its bell, and can make it water tight, or even infuse it with air. Diving bells have barely a smattering of sentience, but can respond to commands made by ceptu. A diving bell can wrap itself around a creature of medium-size or smaller, enclosing it in a pressurized, airtight environment. The diving bell can sink to depths of up to half a mile without changing

its interior pressure. The bell is transparent, and those inside of it can see where they are being carried. Diving bells are used by the ceptus to transport land creatures in and out of Attatal.

Golden Tuna: This yellow relative of the common tuna is the most commonly caught food fish in Penance. It is quite prolific, and does not accumulate toxins or mercury like other species, and is therefore quite healthy as well.

Moab: This aggressive and colossal flying whale is a huge part of the industry of city of Beacon. See the monster appendix for details.

Salt Eater: This ugly white flatworm has an unusual diet – salt. A salt eater extracts salt out of the water around it, condensing it into small, hard salty pellets. A salt eater can be placed in a container of seawater, and it will eventually convert it to fresh water, making the creature an incredible boon to sailors in particular. Each salt eater converts one gallon of water per day. Salt eaters can be purchased in most port cities for 5gp each.

Storm Urchin: This round spiny shellfish is prolific near the coastline. It is named for its distinctive zig-zag shell pattern, reminding many of lightning bolts. The storm urchin's meat is known for its ability to cleanse the body of toxins, providing a +1 competence bonus to all poison and disease saves for up to a day after consumption. A single storm urchin costs 5sp in coastal areas, and 1gp inland. Prepared specimens (deshelled and preserved) cost three times as much.

Microorganisms

The waters of the Penance shelf are rich in plankton of all sorts, of both plant and animal types. Most plankton is entirely harmless, and serves as food for fish, whales, moabs, and other sea creatures. Residents of the waters may find it beneficial however, to be conscious of the presence of two species

of plankton in particular.

Red Scale: This difficult to spot phytoplankton irritates the skin of most creatures, including mammals, fish, lizard, and bird types. The plankton take root in the pores and grow under the skin, causing rashes, swelling, bumps, and severe itching. The presence of red scale in an area can be determined by the presence of the plankton's predator, a small yellow jellyfish. Creatures exposed to red scale must succeed at a Fort save (DC 12) or contract a rash, causing a -1 morale penalty to all rolls. The rash lasts generally for 2d4 days or until magically cured.


Gillworm: This unusual specimen of zooplankton swims around until it can find its way into the folds of a creature's gills, where it cements itself and begins to grow. The gillworm causes slight discomfort, but otherwise is relatively unnoticeable unless the host leaves the water, at which point the presence of the gillworm allows the creature to use its gills to breathe air. The life cycle of the worm is relatively short, and most worms die within 1d4 days of attachment, laying their eggs in the creature's gills. If the eggs are not cleaned out before they hatch (2-3 days), the creature begins to develop oversized gills, doing 1 point of permanent damage to Con and Cha. Gillworms can be purchased in Attatal for 25gp.

Weather

Beneath the waves, the waters of the shelf of Penance are remarkably calm. There are no strong currents except near the edge of the shelf, where a dangerous pull drops off into the deep. The waters are pleasantly warm, running from 60 degrees in the Sleeping to 80 degrees in the time of the Seething.

On the surface, the waters are relatively calm. There are some winds, generally blowing south towards the plains, but rarely overly strong. Contrary to what





most imagine, the many satellites of the Forge do not produce particularly strong tides. On the contrary, the gravitational pull of the red sun and the water moon cancel each other out, leaving the seas relatively calm. It is only the rust moon that has much of an effect on the waters, making the tides on the forge remarkably normal, with the exception that they follow a weekly chart instead of a monthly one. In the middle days of the week, the waves generally move southward, and on the week-ends, the waves flow to the north. On the days of Demure and Linger, the tides are erratic and unpredictable. The coast of Penance becomes its most turgid on the day of Glory.

Little rain falls on the Penance shelf, as most of the cloud cover is blown south toward the plains. The clarity of the sky varies greatly, as clouds constantly move in from the north and pass over the region, producing alternate periods of open sky and shade.

The Plains

The overwhelming majority of the land in Penance is simple open grassland, for the most part flat, but occasionally marked by hills or rocky crags. The plains of Penance are not all open rolling meadows like most suppose, but are mostly of a hard, rough, rocky terrain, marked by wild and jagged stones piled upon one another like rubble. The rocks are usually covered with lichens and mosses, and a loose soil fills the spaces in between, usually protected with clumps of grasses or shrubbery. This coarse landscape is for the most part uninhabited except for the nomadic valco, and stretches on for miles and miles across the queen's domain. Such areas are referred to as the wilds, and are viewed as lonely but romantic and beautiful in the hearts of the people of the Forge.

The wilds are not simple to cross on foot, as they are marked with many uneven features, ranging from deep crevasses and sinkholes to jutting ridges and natural monoliths, leaving literally hundreds of hiding places for roaming bandits and hungry monsters. In addition, water runs throughout the plains, forming ponds, rivulets, streams, and even such dangers as quicksand in some places. Some areas are prone to flooding, such as the Hebrus basin, and can turn into swampland in periods of heavy rain. Scattered throughout the wilds are small patches of fertile soil, marked by small copses of trees or dense thickets of brush. There are almost no real trails in the wild, although there are many routes that are marked with cairns of stacked stones. These cairns are usually about fifty yards apart, and correspond to marked routes on local maps.

Much of the wilds have been reclaimed from nature in the name of civilization. These are the fertile farmlands of Penance, and the source of nearly all of the region's food. The farmlands are marked by miles of open fields, generally quite flat, and bearing a deep cover of dark soil. Though some of the farmlands might have existed on their own, most had to be manufactured, engineered either from forest or the wilds. Forestland is converted easily to farmland through slash and burn

methodology, the practice of cutting down all the trees in a forest and then putting the whole area to the torch. The ashes created by the burned vegetation create fertile topsoil that is ready for planting. This practice was common in ancient times, but now the people of the forests are too watchful to allow it, and it is much more rare. The contemporary method is of clearing wild land, essentially moving enough of the loose rocks that the soil left behind falls together, forming a fertile field. Clearing the wilds is labor intensive, and creates a copious byproduct of loose rock.

Most of the rock of the plains is of a rough volcanic type, and is not suitable for building in the cities, especially in the great city of Penance, where buildings must last for ages upon ages. The farmers of the plains make use of the rocks to build walls and small buildings, essentially stacking the rocks upon one another to produce rough but sturdy edifices. Most of the farmhouses on the plains are built in this fashion, and have a very rustic appearance, usually with thatch or sod roofs, and only a few meager rooms. Houses of this type can be also found in the wilds, often the homes of hermits or simply abandoned.

Native Plants

The wilds of Penance are mostly covered with a variety of grasses and wildflowers. Dandelions are quite common, as are downbuds, poppies, and hundreds of other colorful varieties. The scattered copses are often populated by whisper trees, or sometimes the great bowerys (df). Amongst the trees are low bushes and herbs, including many types of edible berries and medicinal plants. Toadstools are not uncommon, but are not nearly as well represented as they are in the forest areas. Blessed rings (mi) are occasionally found out on the plains and used by travelers as safe campsites.

The farmlands of Penance are, of course, planted with crops, including the familiar types: maize, wheat, rice, etc., and also those unique to the Forge, such as alorak, baban, sameril, and sathonia (all df). Although on the forge crops typically aren't cut down when they are harvested, fields are rotated every two years or so, so as to keep the soil from becoming infertile. When this is done, all stalks, vines, and stems are uprooted, and tossed into a grinder, which minces the plants into a rich fertilizer that is then scattered over the fields.

A few of the plants unique to the plains are as follows:

Downbud: The pleasant downbud is a strange type of flower that does not have typical petals, but instead is more of a soft, gray tuft of fur. Downbuds reproduce quickly, and can be found all over the domain of Penance. Farmers often grow downbud as a crop, and make use of it as an inexpensive and high quality substitute for both wool and down.

Kafla: This ubiquitous crop is the most commonly grown grain in Penance. It is long and dark, like wild rice, but has a rich nutty flavor, and an excellent balance of protein and carbohydrate. Kafla is non allergenic, and can be ground into a versatile flour that can be baked into a variety of breads and cakes.

Spillan: This odd plant is a relative of aloe, and bears thick, flat, stiff leaves that are filled with a greenish ointment. If the skin is embalmed with spillan extract, it is protected from the burning effects of the suns of the Forge. Doses last for a full day, and can be purchased in the cities for 4sp.

Sunberry: The cloudy yellow sunberry commonly grows in the copses of the wilds, and is edible, but not particularly tasty. The sunberry is better known for its usefulness when mashed and rubbed onto the skin. The juice of the sunberry adheres to almost any surface and dries rapidly in the sun, leaving behind a mottled, olive-colored stain that blends in well with the colors of the plains. Use of the sunberry in this fashion adds a +4 circumstance bonus to hide checks on the plains. Sunberry paste can be purchased in the cities for 20gp per dose.

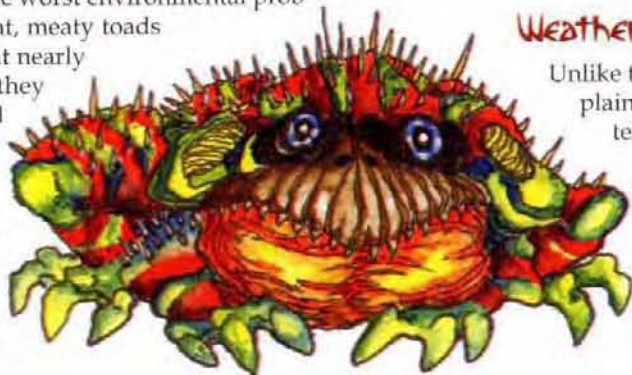
Whisper Tree: The whisper tree is very iconic to the open plains of Penance. It has a long, thin trunk that curls and curves in strange random patterns, and a small, sparse spiny top with relatively few leaves. The bark of the tree is flaky, and peels off like birch skin. The trees catch the wind of the plains at night and produce a soft and hypnotic sound, much like distant whispering. Some individuals, especially those who partake of cairn toad essence, claim to hear secret messages murmured in the words of the trees.

Native Animals

The wilds of Penance are home to an incredible variety of creatures and animals. For the most part, the native animals of the plains are quite small, including hares, rillars (df), snakes, foxes, lizards, and many types of insects and spiders, including the well known royal beetle (df), the maddening whistle mite (mi), and the stalwart tarantula. A few larger animals can be found in the wilds as well, especially goats, but including goraks, sheep, buffalo, and wild horses.

Unfortunately, the wilds are also very well known for the heavy presence of dangerous and monstrous creatures, and it is extremely unwise to travel these areas unarmed or without an experienced guide. Hazards range from the obvious and direct, such as the frightening packs of kytuses or the powerful volt polars, to the more surprising, such as the unforgiving quickgrass (mi) or the sharp-eyed merain. Even the small and ordinary animals on the plains can prove to be deadly, such as the prolific cairn toad. A few of the creatures to keep an eye out for include the following:

Cairn Toad: Cairn toads live amongst the rocks of the wilds, and are one of the worst environmental problems in the plains. These fat, meaty toads breed profusely and can eat nearly anything. On top of that they are deadly poisonous, and kill all predators. Without constant intervention, these toads would wipe out all other local species. Eating a cairn toad is a bad idea (Fort DC 17 1d4 Con/2d8 Con), but boiling them



and decanting the broth (Alchemy DC 12) produces a powerful hallucinogenic drug (lose 1d6 Int but gain 1d4 Wis for 1d4 hours). Cairn toad essence can be purchased in most cities for 10gp per dose.

Field Beetle: This small, red beetle has a hard shiny, metallic looking shell. It is of little note except for the fact that it locates mates by producing a strong magnetic field. Field beetles can interfere with compasses, causing them to read incorrectly. Those who know about the pests can attempt a wilderness Lore check (DC 10) to determine if their compass is malfunctioning due to the creatures.

Kytus: These coyote-like pack animals share a common mind and in concentrated numbers can bring down even the most skilled of warriors. (See appendix)

Marsh Hare: These small lean rodents are rare on the plains except in swampy or marshy areas, where their favorite food, a grass that grows near quicksand, grows. Travelers can make a Wilderness Lore check (DC 12) to identify the hares (by their mottled gray fur) and be on the lookout for unstable ground.

Merain: This huge bird likes to surprise its prey by dropping large stones upon their heads. (See appendix)

Volt Polar: This large, deadly cat can paralyze creatures from a distance, and then move in for the kill. (See appendix)

Microorganisms

Though not as rich in microscopic life as the lush forests, the wilds and plains of penance have their fair share of bacteria, parasites, viruses, and other nasties. Two species unique to the Forge are noted below:

Root rot: This virus, as one would guess, affects the roots of plants, causing them to rot away and become useless. It is a major headache to farmers, but can be deadly to thorns. A thorn character that walks through an infected area (usually a field of crops) must make a Fort save (DC 14) or contract the disease, his roots rotting away in 1d6 days. If the disease is not cured before it runs its course, the thorn loses his roots, and cannot feed until a *restoration* spell or similar magic is applied. This disease thwarts a thorn's normal regenerative capabilities.

Somnopholous: This unusual parasite is acquired from eating infected meat (Fort DC 12 to avoid). The somnopholous bacteria feed off of the chemicals produced by the brain during times of sleep. Infected creatures can sleep normally, but do not gain any benefits from it, such as the ability to recover spells, heal damage, or overcome fatigue.

Weather

Unlike the sheltered forests, the open plains of Penance are prone to intense windstorms. Wind blows in from the Northern Ocean and sweeps unchecked across the plains, often producing gales of 40mph or more. The plains are not under constant barrage

from the winds; it is mostly the short night periods that are marked by rapid cooling of the land and intense storms. Daytime conditions are usually warm and calm, although there is frequently a great deal of cloud cover, and quite a bit of rain. Penance, being on the equator, never gets frost, ice, or snow, but is subject to the occasional monsoon, electrical storm, or tornado.

The Rivers

The rivers of Penance are long, broad and well traveled, and are unique enough to be considered a separate terrain. This environment consists not of just the six major rivers and their branches, but all of the myriad streams, ponds, lakes, and rivulets that meander through the forests and plains on their way to meet up with the larger waters. The river terrain also includes the fertile banks and the unique plants and animals that have sprung up in and around them.

The rivers of Penance contain pure, fresh water, a mixture of the flow of the Wellspring and the rains that fall upon the plains. Overall, the rivers flow outward from the central point of the domain, where the land is at its highest point. The waters of the rivers are generally quite slow, as the slope of the land is very gentle. There is some pollution due to the cities and towns of the plains, but is still relatively safe to drink. The sewer treatment efforts of the City of Penance keep the bulk of the pollution out of the water table, although total cleanliness is an impossibility. The smaller cities of the plains actually put much more pollutants in the water, as their lack of an undercity makes them somewhat reliant upon the rivers for a sewer system. The small river stops and towns along the way all add their share, and in general, the farther one gets from the Wellspring, the more toxic the water. Fish caught farther upstream are generally healthier and better tasting.

Along the rivers, lush growth has sprung up, in contrast to the sparseness of the open plains just beyond. Tall shrubs and trees line the banks, providing excellent cover for predators and bandits. The riverbanks are also home to a number of unique species found nowhere else on the Forge, including many useful and edible types.

Native Plants

Thick foliage can be found both in and along the rivers. Lilly pads are quite common along the edges of the water, and reeds and algae can be found in the shallows. Along the shores are a wide variety of fruit bearing plants, including many different types of berries, mossfruit and trees (df), and others, such as pineapples. The lumin (df) used to light the City of Penance are native to the riverbanks, as are many types of useful medicinal and kitchen herbs. A few of the more interesting unique species are detailed below:

Balm of Arcae: This is amongst the rarest and most valuable of plants on the riverbanks. The balm of arcae is a small, wispy flowering bush that produces a handful of tiny berries. If eaten fresh, the berries are potent against all types of disease, essentially allowing a second Fortitude save (same DC as for originally contract-

ing the disease) to cure the disease. These plants are rare, and are not readily available in the cities (250 gp per dose where they can be found), as the berries lose their potency one day after they have been picked. Locating a plant on the riverbank requires a Wilderness Lore check (DC of 20).

Bitterleaf: This small herbaceous shrub is similar in appearance to rosemary, but has a sharp, unpleasant taste. If the herb is crushed and stirred in with river water, it kills all parasites and bacteria in the local area. Most travelers make a habit of fixing all of their drinking water with the stuff, and have become accustomed to its slightly bitter flavor. Five small leaves are enough to purify one gallon of water. Bitterleaf extract can be purchased in most cities for 4sp per 1-gallon dose.

Hagweed: Hagweed is an unpleasant looking shrub that grows upon the riverbanks of Penance. It is characterized by a shapeless mass of thorny twigs with long hairy, white leaves that droop down and become tangled up in the branches. The plant is notable for its potent pollen, which is released into the air in the week of Blooming, and causes severe allergies in all mammal type creatures. Mammals on the rivers on the days of Blooming Hope, Glory, and Sate receive a -1 morale penalty to all rolls due to itchy eyes and blocked sinuses. Hagweed pollen can be harvested (Wilderness Lore check DC 15) and made into a grenade-like missile, that blinds on a direct hit (2d4 rounds, Reflex save allowed to avoid DC15) and deals the -1 penalty to all mammals within 15ft. Hagweed bombs can be purchased in most cities for 50gp each.

Samask: This useful plant grows in the shallows along the riverbanks. It is similar in appearance to a fox-tail, except with a bright violet color. The samask flower contains a large amount of thin, odorless oil. If the samask is plucked and rubbed over the body, the oil is left behind, and actually neutralizes all native odors. Samask oil prevents creatures from being tracked by the Scent special ability for 1d8 hours. Samask is popular in the cities, where it can be purchased for about 45gp per dose.

War Root: The strange war root plant is a relative of the green onion, except that war root is a bright scarlet, and has an unpleasant flavor. If the war root is plucked from the ground and eaten raw, its powerful chemistry alters the metabolism of the eater, adding an additional 1d4 points to his Strength score, but taking them away from his Dexterity. This effect lasts for 1d6 hours. War root can be purchased in most cities for 20gp per stalk.

Native Animals

The rivers of Penance are especially rich in animal life. The familiar peater, gryb, hornigill, and tapworm (all df) are all native to the river areas, as are many species of fish, small mammals, birds, and amphibians. An amount of well coral (df) has escaped its pen and grows beneath the waters, causing trouble for boats and disrupting shipping at times. Many creatures of the plains, the cairn toads being the most notable example, do not normally live along the rivers, but come here to mate or lay their eggs, and can be encountered here in this environment as well.

Because of the abundance of life along the rivers, there is a high concentration of predatory creatures in the areas. A number of creatures specialize in pulling people off of boats. The hornbills are the most common problem, but there are also serpentine (mi) dwelling in the rivers, volt polars hiding along the banks, and merain attacking from above. A number of mariners in Penance have taken to wearing lifelines, ropes tying themselves to their boats; these are not always reliable, but they have saved more than one life, and many stand firmly by them.

Hullers: Similar to how well coral is a salt water creature adapted to fresh water, hullers are river barnacles, small blue shellfish that attach to rocks and the bottoms of boats. Hullers are little more than an annoyance, but are one of the more iconic symbols of Penance river life.

Keal: This meaty fish is the most commonly caught fresh water food fish in Penance. It is recognized by its great speed, and by its pronounced lower tail fin, which gives it its name. The fish has a high meat-to-waste ratio, and is very flavorful without being "fishy".

Merain: This huge predatory bird makes its nests underwater. It has been known to snatch sailors off of boats, and damage ships with great rocks. (See appendix)

Ratfish: This bottom dweller is a relative of the common catfish, but has a more pointed snout, and some interesting internal differences. The ratfish feeds off of toxins and pollutants in water, and helps prevent diseases and epidemics. Many of the toxic chemicals it eats build up over time in a special set of glands in its digestive tract, making the fish extremely deadly to eat unless the glands are properly removed (Wilderness Lore DC 16). If the glands are successfully removed, they can be used as an ingestible poison (Fort 17 1d4 Str/2d4 Str). If the fish is eaten without removing the glands, the full effect of the poison is imparted. Ratfish poison can be purchased in the cities for 150gp per dose, but it is illegal to sell in many areas, as killing the fish helps spread disease.

Red Mosquito: This much-hated insect is greatly feared along the rivers of the plains, where it is famous for spreading a wide variety of diseases, including but not limited to, pulseworms, lurina, malaria, and hepatitis. Red mosquitoes, as the name implies, differ from ordinary mosquitoes because of their scarlet hue.

Water Spider: These large, cat-sized arachnids skim along the top of the rivers' surface looking for fish. Water spiders sink sticky lasso-like strings of web into the water and pull up fish to eat. Water spiders are not poisonous, but instead kill their prey by exposure to the air. Water spiders are useful as they tip mariners off to the

presence of fish, allowing spend less time fishing, and more time sailing. Water spiders are also edible, but aren't particularly appetizing.

Microorganisms

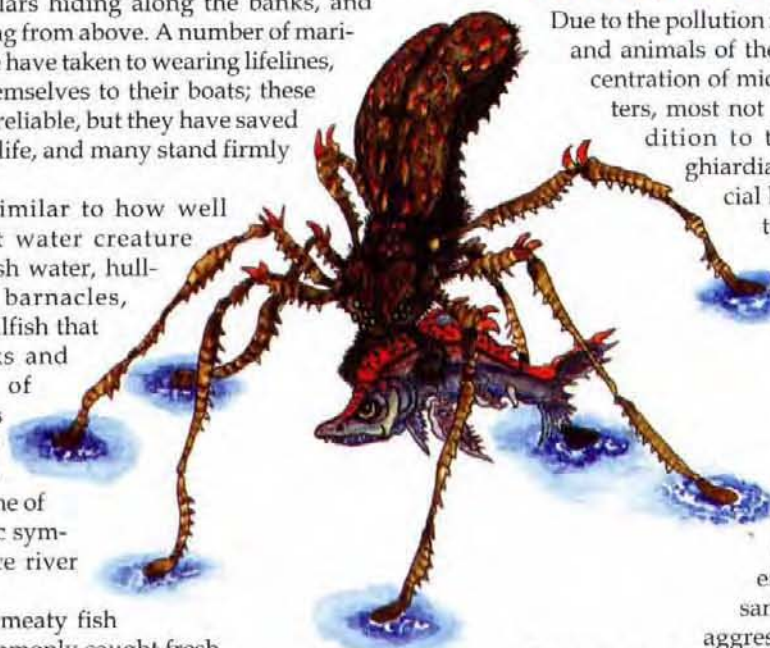
Due to the pollution from the cities and the people and animals of the plains, there is a high concentration of microbes found in the river waters, most not particularly pleasant. In addition to the usual strains, such as giardia and malaria, a few very special health hazards await visitors to the rivers of Penance.

Lurina: The lurina mite is a microscopic animal that lives in the brain of its host. Its eggs are laid in the bloodstream and pass into the water table the feces of the host. The lurina parasite can most easily be contracted by drinking impure river water (Fort DC 11 to avoid). Its effect is to cause a general insanity of the host, categorized by aggressive behavior and paranoid delusions. The lurina often leads to bizarre outbreaks of violence in the generally peaceful river towns of the plains. Creatures affected by the parasite lose 1d6 points of Int and Wis.

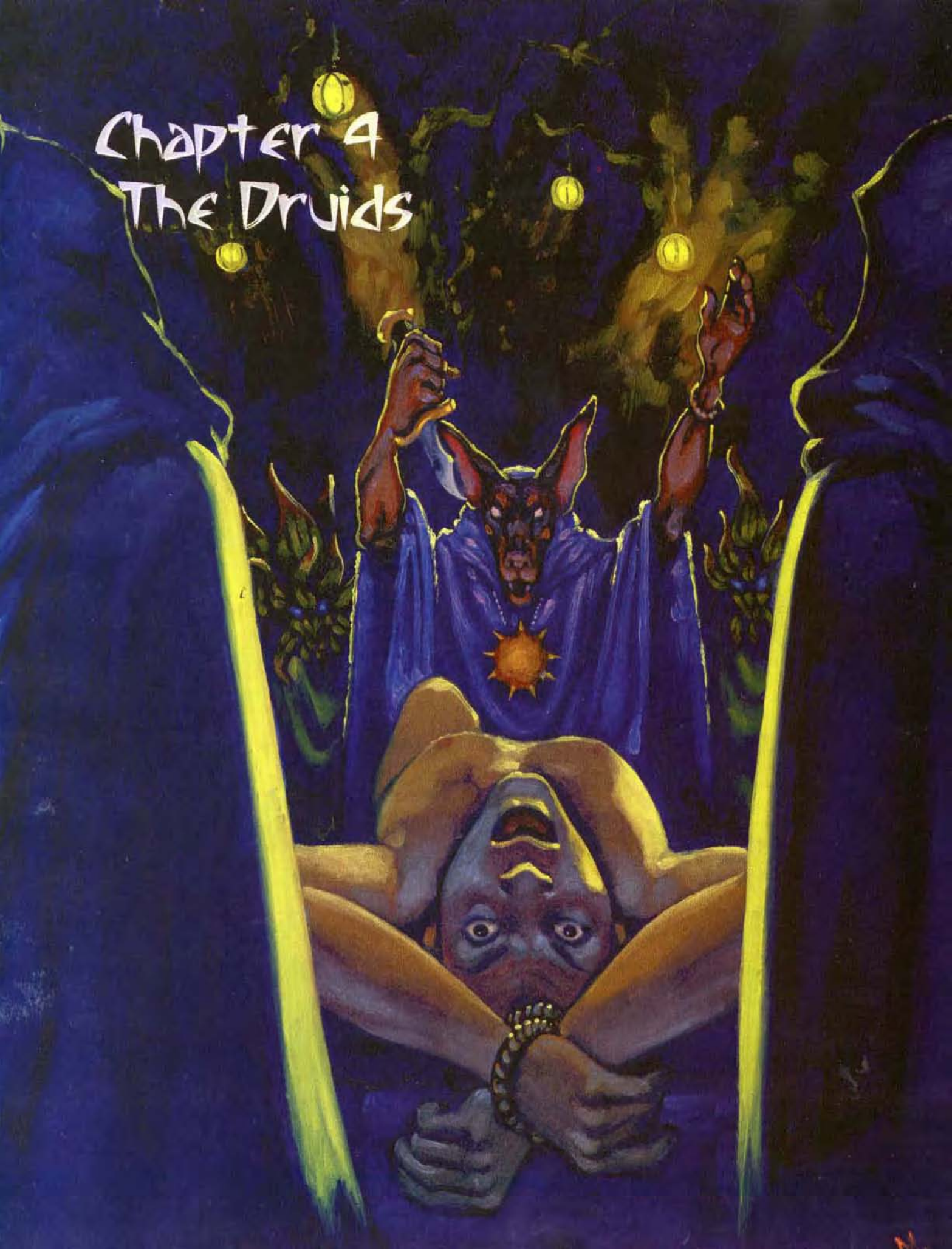
Pulseworm: Pulseworms are transmitted by bites from infected red mosquitoes. Upon exposure, a Fort save (DC 12) must be made to prevent contraction. These tiny parasites attach to the nerve junctions of the host creature and feed off of the chemical transmitted therein, disrupting the communication between nerve cells. The effect is essentially a slowness of the entire system. Infected creatures act as if under the effect of a *slow* spell.

Weather

The rivers of Penance share most of the same weather patterns as the open plains. The trees along the banks cut back the harsh winds a bit, but not significantly. These strong winds though make for fast sail travel, and help keep traffic moving along. Tides in the rivers occur, but are minimal; the largest related problem is the risk of hitting well coral when sailing at low tide.



Chapter 4 The Druids



'Death is a gift. Do not fear it, but by its power enrich your life.'

- The Lord of Winter

At a time, now long lost to history, the Forests of the plains were endangered. The cities of the overlords were expanding, trees were taken liberally for wood, fertile forestland was burned to make way for crops, and the peoples of the forests were either killed or forced to build new lives in the cities. But eventually, in this lost age, a leader arose, a humble thorn, called Tallis, who formed a brotherhood of resistance, and united the forests against attack. The brotherhood forced the Bloodlords to change their ways, to improve farming techniques, to take their wood from the near endless supply in the domain of Wildwood, and to rely on alternate building and fuel materials. Though Tallis' brotherhood has changed and evolved over the ages, it still exists today in the form of the Druids, powerful lords of nature who act to protect the land and preserve its heritage.

Druidism in Penance is not simply a profession, but also a political force, a society, and code of living. The principal belief of the druidic code is that the health of nature should be maintained at all costs. Nature is the force that provides life, nourishment, and all things, and endangering the health of nature endangers the health of all people and all life in Penance. In its view of nature, the code sees the natural environment as a whole, whose needs outweigh the needs of any individual specimen. The cycle of life also includes the cycle of death, and all things must die so that others may live on in their place. The druids are well aware that they themselves are part of nature, and give themselves the right to kill, to hurt, and to destroy as their role allows. Death and destruction is always necessary, not arbitrary. Creatures are not killed simply because one does not like them - all things have their unpleasant natures - death is reserved for matters of survival: food, self-defense, propagation, and shelter.

Not all members of the druidic societies call themselves druids, each member in society has its role, and only the political and religious authorities of the forests may retain the title of druid. Most druids are in essence officers in a religious army, acting as the hands and eyes of the druid lords, forest dwellers who claim the title of Bloodlord. Though theoretically most forest residents are not bound to the laws of the druid lords, nearly all of them follow the codes quite closely.

Very few areas in the forests are populated densely enough to warrant the formation of a bloodhold. Most druidic forests have one central canton or group of cantons claimed by a Bloodlord, with the rest of the forest being officially lawless, but effectively under the control of the local lord, similarly to how farmlands are protected by the lords of the cities. The druids control their territory through a strange, but brilliant tactic. Residents of the forests are expected, but are not ordered to follow the code of the druids. Small acts of deviance are generally ignored, but when a section of forest falls out of line with the druid way of life, the druids act. To control a canton, the druid forces move into it en masse, topping it over the 1,000 people mark, and then declare their druid

lord to be the new Bloodlord of the canton invaded. Religious law is then instated, and all those who do not follow the correct way are arrested, and brought back to the lord's canton for judgment. Once all dissent is stamped out, the army retreats, allowing the canton to return to a lawless, but protected, state. Prisoners that have completed their sentences are kept incarcerated until they reform, essentially swearing to uphold the ideal of the druid code. Those who don't reform are kept locked up, helping by their presence to solidify the lord's canton's status as an active one.

Not all who go against the code of the local druid lord are detained in such a manner. Each druidic settlement has a slightly differing outlook, and if it is deemed that an individual is fit to dwell in a different forest, he will be merely be relocated instead of incarcerated. Such relocation is voluntary; those moved are given directions to their new territory, and are given letters of introduction to the local lord. Relocation is almost always successful, as individuals typically prefer to live with others that share their views, and are not banned from returning for brief visits to see family members or friends.

It is believed that the main reason that the queen has not made efforts to crack the broad authority of the druids is because of the excellent job they do of caring for her land. The queen is no expert at biology, and relies on the druids to keep alive the bounty of nature that supports her cities, where most of her attention is diverted. The druids, through the guild of the watchers, strictly monitor and control the introduction of new species to the Forge, and their wide coalition allows them the ability to take strong steps against ecological problems. Druids from different forests may band together to fight a particularly bad invasion, or they may be able to solve a problem simply by maintaining strong lines of communication between the different forests. Not only do the druids monitor the species of the forests, but they keep a sharp eye on the health of the plains as well, having set up periodic stations, called watchtowers, from which they survey and control the ecologies of the open spaces.

Not infrequently, a seed is pulled into the world who refers to himself as a druid. These individuals, if they enter the wilds, are closely monitored, and if an individual is deemed appropriate for any of the separate societies, he will be asked to join or to be relocated. Those who aren't asked, or who refuse to join, are looked upon as city folk, and are at best ignored, although in extreme cases are arrested and jailed as imposters.

Druidic Culture

The code of the druids, though it can be summed up in a single sentence, is quite complex, and not necessarily intuitive. The stated goal of the druids is to maintain the durability of the natural environment, but a better interpretation might be to maintain a livable ecosystem in Penance by human standards. The conditions of the nature found in Wildwood, for example, are extremely healthy, and extremely durable, but decidedly unfriendly to most intelligent species. In many ways the druids actually support the lavish and artificial lifestyle

of the city dwellers, if only by preventing them from wiping themselves out of existence. The druids do not seek to actively promote the spread of forestation, they are more for holding to the status quo, essentially making sure things stay pretty much just how they currently are.

It is a misconception, however, of the druids to think of them as not interested in progress, it is simply that their picture of progress varies greatly from that of the common city dweller. Progress to a druid means ecological diversity. The more species that can survive together in the same space, the stronger the health of the area's system. Special diversity allows an ecosystem to adapt to changes without being as a whole destroyed. If a disease were to wipe out one species, other species would be little affected, and would continue on. Diversity is increased in Penance through relocation, selective extermination, and nurture – functions that are executed by the watchers, a specially trained subgroup of the druid society.

Society

Most residents of druidic societies do not have jobs or money, nor do they have a need for them. Forest dwellers are self-sufficient; they forage or hunt for their food, and drink water directly from the streams. Shelter is not much of a concern in the Penance climate, where the temperature never drops below 70 degrees, and clothing is made from animal skins or from easily gathered forest products, such as leaves or bark. Weapons are generally made of wood, bone, stone, or horn, although druid lords often trade herbs or bowery sap with merchants from the cities in order to obtain metallic weapons for their armies. Most people in the forest own nothing more than a few changes of clothing, a weapon, shoes, woads, herbs and medicines, a pot for cooking, one or two musical instruments, a bedroll, and perhaps a handful of art or religious objects. Nearly all of their possessions are either collected or made themselves.

An individual's work time is typically spent gathering food or repairing or replenishing one's possessions. Work time is generally quite minimal, only lasting a few hours every day. The rest of the time is spent raising children, or in leisurely pursuits, such as music, dance, conversation, meditation, exercise, games, sport, or courtship. A few practice the religious rites of the druids, but others are not much concerned with such trappings, and simply living by the codes of druidic law is considered sanctimonious enough.

Members of druidic societies consider themselves to be a part of a larger community, and make a point of talking to and getting involved with those around them. Most tools and possessions are shared. Food is shared as well, and those whose hunts fail are normally fed by their luckier neighbors. Communities also share key locations, such as wells, forges, kilns, or stoves. Education is practical, and is mostly administered by one's parents, and supplemented by the wisdom of the others of the community. Books are rare, and not considered important; communication, tradition, and history are all oral. Most members of the community cannot read or write, and

do not particularly have a need to know how. The few books that do exist are typically made of vellum, and contain information about medicine and herbs. The druids also keep detailed notes on native species and other communities in Penance.

Forest communities are kept close by strict population control and by the relocation of dissenters. The bulk of the population firmly believes in the druidic laws, and follows them closely. Individuals who disobey the principles of druidic society are generally dealt with by their neighbors, whether simply talked to, asked to leave, or quietly murdered. Those who cannot be controlled and who continue to cause disruption are reported to the druids, who may or may not decide to send troops in to deal with the situation.

Laws

The laws of the druid lords differ noticeably from those of the city lords. The key difference is that the druidic code consists more of guidelines than laws, and is considerably more open to interpretation. Each forest lord has his own specific set of laws, but for the most part, each follows the basic system laid out in ancient times by the followers of Tallis. In officially active cantons, the druid code is considered law, and is strictly enforced; in underpopulated cantons, the code is merely considered a guideline for living. The common principles of the druidic code (also known as the Code of Tallis) are as follows:

No individual may take more than his share: While forest resources may be sacrificed in the name of living, such killing is to be kept to a minimum. Possessions are few, and are reduced to the essentials. In general, most people are allowed whatever they can fit into a single-room hut. Food is limited to enough to maintain one's health. In most druidic bloodholds, obesity is a crime, and is punished by the forced diet of a prison cage until the excessive weight is lost. This edict also serves as a ban for kidnapping and slavery, as one's share as far as owning creatures is concerned is simply one's self, and to some extent, one's children.

No living thing may be destroyed without just cause: The people of the forest are allowed to kill for food, for self defense, as an incidental act, or for the greater good. This edict includes plants and animals. Incidental acts nearly always apply to small creatures that may be unintentionally trod upon by larger ones; this is a simple fact of life and is considered absurd to punish. Though this edict covers murder, it does not necessarily forbid it. The sacrifice of unwanted children, for example, practiced in some communities, is considered to benefit the common good, as it keeps the population under control. This edict also has been traditionally expanded to cover gross acts of pollution.

The community shall not breed beyond its capacity to maintain its culture: The populations of forest peoples are carefully observed and maintained in order to keep from overburdening the ecology of the forest. If too many children are born, the lifestyle of the forest people would need to change, incorporating organized farming and likely the introduction of money. The forest peoples pride

themselves for their difference from the city dwellers, and greatly believe that this rule protects their culture and religion. Population density is actually tighter than one would imagine, due to the mixing of different species, such as thorns, wild frey, and elves, each of which has its own very separate diet. Population densities in each forest canton vary greatly, from between 200 to 2,000 individuals per square mile. At the present time, the populations of the forest are in balance, and residents may only breed two children per couple so as to keep it at its current level. Violent and unnatural deaths are compensated for by the influx of seeds and converts from the cities and other domains. Unwanted births are eliminated through contraception, magically provided by the druids (see new spells). Extra children still occur, and are dealt with differently by each community.

All residents must volunteer a portion of their labors for the common good: Since taxation is impossible without money, all citizens are expected to enlist in the service of the local lord upon reaching adulthood. Service generally lasts for two years, but can be continued if an individual wishes to do so. Depending upon one's particular talents, one is directed to a particular branch of the service. Warriors are employed as soldiers in the army of the local Bloodlord, religious types are trained as druids, studious types are entered into the watcher's guild, antisocial folk are enlisted as prison guards, and those with nurturing personalities are employed to gather food for the army and the prisoners. The case of the army is the only condition where forest farming is allowed, and then only to a limited extent. The main diet of the typical druidic soldier is vegephage, a very efficient yet unpopular food. Forest farming only

complements this diet with flavor, keeping the morale of the troops up. Prisoners only receive vegephage and water.

Law Enforcement

Direct enforcement of the druidic code is limited to active cantons, and is carried out by the army of the local druid lord, under command of the druids. The druids themselves act as judges in cases brought before them, conducting investigations if needed, and deciding upon sentences. When a citizen is accused, soldiers arrest the person, and bring him to a sacred grove before a circle of druids. The eldest druid present typically conducts the proceedings, unless the Bloodlord himself chooses to intervene. Accused suspects are interviewed, witnesses are brought forth if necessary, and a punishment is decided upon. Punishments vary from case to case, and depend on the particular crime. Typical punishments are as follows:

Desertion: Deserters are apprehended and then imprisoned for six months. Prison time does not count towards a deserter's enlistment, which must still be served out.

Destruction: Those who destroy parts of the ecosystem are required to labor to replace them. Trees and shrubs are to be replanted, animals are to be bred and protected, and so on.



Failure to Enlist: Those who fail to enlist are arrested, and conscripted into service.

Greed: Those who acquire too many earthly possessions are required to give them away to those less fortunate than themselves. If an obvious recipient is not found, possessions go to the lord to aid the greater good.

Murder: Those who take a life are required to replace it. Typically this means forced adoption of a couple's third child. Repeat or particularly dangerous offenders are imprisoned, sentences averaging about two years for most communities.

Obesity: Largely overweight individuals are imprisoned on a slim vegephage diet until their weight returns to normal.

Overbreeding: Children are disposed of, and magical contraception is administered. Most communities try to adopt extra children or relocate them. If a proper home cannot be found, the children are typically sent to the cities to live, most often to Bower. Some forest communities sacrifice extraneous children to appease the forces of nature.

Pollution: An effort is to be made to clean up one's mess, plus additional pollutants in the area, with the overall effect being that the environment is cleaner than before the act.

Slavery/Torture/Rape: Those who attempt to possess others are required to reenlist in the lord's service, usually serving a full two-year term. Shorter terms may be arranged for mild cases.

Druidic Prison

The prisons of the druids are far less idyllic than their societies. No attempt to beautify or mask the prison is made. Its visibility and lowness stands as a symbol to deter breakage of the code. Most compounds consist of a series of hanging cages suspended by ropes, chains, or vines from the overhead forest canopy. Cages are typically constructed of iron, although some are of bone. Wooden cages are dangerous, due to a prisoner's easy access to vegephage. Most cages are held about five feet off the ground, although thorn cages are lower so as to allow them to touch their feet through the bars to the ground. Some compounds are surrounded by a fence or wall so as to contain anyone who escaped his cage. Other compounds are built into cavern complexes or underground dugouts, which serve the same purpose. Prisoners are fed and watered daily, and are let out one at a time for brief periods of exercise. Guards stand on hand to ensure that no prisoner makes an effort to escape or cause trouble. Prisoners are not given activities or stimulation, other than the conversational company of their fellow inmates.

Politics

Like in the cities, most of the politics of the forests revolve around the titles of Bloodlords. Of course, in the wild, Bloodlords are nearly always chosen from the ranks of the druids. Generally, the dominant druid in a well-populated area gains the right of lordship, dominance being proven through charisma, experience, and wis-

dom, and more tangibly by convincing the current Bloodlord to name one as his heir.

If a druid lord ever dies without leaving a clear heir, a druidic circle is called, and claimants to the seat are asked to step forward. The traditional rite of the Druids calls for the first to claim the title of lord to ask all who are present who intend to file a challenge toward him to step forward. He then asks all who would protect him from challenge to rally around him. Usually a clear majority is discernable. If a lord cannot gather enough of his brotherhood around himself to outmatch the challengers, he traditionally resigns his title immediately. This continues until a clear decision is reached.

The more subtle and delicate of forest politics involve control of inactive cantons. This is generally only a problem in larger forests, where two or more Bloodlords may claim a hold. Control over an inactive area is difficult to necessarily discern, but can be measured by which army the local young adults report to for enlistment. Bloodlords engage in two basic tactics to build control, intimidation and generosity. Intimidation typically involves a show of force, such as marching a column of troops through an area. Though an easy method, it is not particularly effective in the long term. The more common method is through personal interest in the community, typically by sending troops and druids into a community to help out with local issues, such as slaying troublesome monsters or administering contraceptive, regenerative, and healing spells. Contraception is one of the key functions of the druids in most communities, and is seen as a general gauge of allegiance.

Druidic Religion

Druids on the Forge are religious individuals who have taken levels in the Druid base class, essentially achieving their magical powers through the worship of nature. Though the Druid class on the Forge is unchanged from its manifestation on other world, the druidic religion shows some amount of variance. Though the concept of nature worship is quite a basic idea, the actual rituals, names, and practices are as numerous as the many worlds from which the denizens of the Forge are pulled. As a rule of thumb, these differences form the basis of the different sects and communities of druids in Penance.

Nearly all druidic societies in Penance accept and follow Tallis' druidic code as their basic guide for living; however, interpretation of the ancient laws is not homogenous. The issue of sacrifice is a key one as far as separating communities. Most druidic sects in Penance perform periodic offerings to the spirit of nature as thanks for its gifts. For most sects, such offerings consist of food or artworks. Others prefer the sacrifice of intelligent creatures, generally of children, but sometimes of adult members of the community, and other times of seeds, outsiders, or trespassers. Some sects see the concept of a physical offering as absurd, essentially offering back to nature what nature has offered in the first place, and act that is considered offensive. These sects prefer to show thanks in words, pageants, music, or dance, essentially offering to nature something it doesn't have, a product purely of man.

One universal adaptation that all druids have to make upon coming to the Forge is of dealing with the unique seasons. Though most who come here merely match their own home world seasons to those of the Forge, this is a large oversimplification, and in fact erroneous. Leaves do not fall from the trees on the Forge, for example, and the season of Sleeping is not a period of cold, but merely a lack of growth. Druids have had to adapt and craft new rituals especially for the Forge.

On the Forge, the basic holy day for each season is the first, the day of Anew, and is the main day for offerings and rituals. Each season on the Forge has its own traditional offering. Some communities follow all four offerings, other mix and match, or pick and choose one or more. Blooming is met with great joy, and with music and dance. Wasting is thanked by offers of food. Seething traditionally is the time of intelligent sacrifice, and Sleeping the time to destroy artworks of religious significance.

Individual druids live scattered throughout the forests, but gather together at an area's center of power periodically, typically on the holy days of each week. Druid councils meet for the full day to perform the season's rituals, as well as to disseminate rumors, information, and news. Cases of law not handled directly by the Bloodlord for whatever reason are brought before the council to be tried and sentenced. If a local Bloodlord exists, he will attend the council, and usually presides at its head.

Druids are the moral heart of a community, and are essentially its elders, leaders, and wise men. Druids are consulted for their knowledge, respected for their wisdom, and feared for their power and influence. Druids provide necessary services to the communities that allow forest society to survive and prosper, serve by their mere presence to keep the general peace, and are viewed with trust and gratefulness by most locals. Druids make use of their wild forms to keep an eye on the forest, forming a first line of warning against invaders. Outsiders that wander into the forests of Penance may not encounter the druids directly, but shall most definitively feel their influence.



The Forest Bloodholds

Each livable stand of woods in Penance has its own local community and culture. Most are quite similar, and follow the guidelines detailed above. While it is not possible to list and detail all such areas, information on the major forests is presented below:

Bactrian Wood

Map Key: 145 deg, 50 mi.

Population: 16,000

Racial Breakdown: Dover 12%, Elf 6%, Human 18%, Thorn 26%, Wild Frey 30%, Other 8%

Bloodlords: Alran Dag (mh, 59 Drd18)

Overview: In terms of size, the Bactrian wood is of little consequence, however, it is notable politically for its stern resistance against the advances of Abbydon's utopia. Abbydon has long desired to slash and burn the forest and convert it to farmland, but the well-seasoned wild frey of the Bactrian and their druidic allies have constantly outmaneuvered his troops. The wood is somewhat of a symbol of their culture for the druids, and many fervent believers relocate here from all over Penance to join the fight against oppression. It is believed that many of the most powerful weapons and artifacts of the druids have found their way into the Bactrian in support of its cause. For the last year or so, a shaky peace has been maintained in the wood, but Abbydon is unpredictable, and a new assault could come at any time.

Forest of Arnor

Map Key: 225deg, 400 mi.

Population: 2,592,328

Racial Breakdown: Dover 8%, Elf 12%, Human 16%, Thorn 35%, Wild Frey 20%, Other 9%

Bloodlords: Northern: Iphis Moirae (fe, 212 Drd19), Southern: Sathonia (t, 74 Drd20)

Overview: Arnor is the largest and most civilized of the forests of Penance. It lies along both banks of the Xanthus river, up to the great fork where the druid city of Bower stands. Arnor is seen as the heartlands of Bower, an unusual city that straddles two wildly different ways of life. Arnor functions as a major source of food for the city of Bower, and the forest peoples travel to the city to trade at the markets what they have gathered. Clothes and some manufactured goods come to Arnor by way of Bower, and the people of Arnor have easy access to fine weapons, tools, cloths, and books. Arnor is prob-

ably the most literate of the forest areas, nearing nearly fifty percent overall.

Politically, Arnor is split into two halves, the cantons on the south (eastern) side of the Xanthus are controlled by the thorn Sathonia, and the northern part of the forest pledges its allegiance to an elven mistress. However, there is little strife between the two factions, who actually keep close communications with one another. The forest is essentially too big to fall under a single ruler. The two halves of the forest do differ noticeably in culture however.

Northern Arnor's primary focus is on maintaining its natural beauty. Underbrush is minimal, and the trees are tall and slender. The people here follow a strictly formal practice of the druid culture, with regular offerings of foods (mostly plants), and well-scripted rituals. The people are surprisingly attentive to their physical appearances, finely dressed, and clean. Denizens of Northern Arnor are known for their pride, and have a general reputation of being cold and arrogant.

Southern Arnor's focus is more on health and pleasure than its neighbor's. Underbrush in the south is thick and varied, and travel is mostly limited to well-used trails. The trees are varied and intermixed, and tend to be gnarled and oddly shaped. The people do not make sacrifices, but instead throw great bacchanals in praise for nature's gifts. Wine, song, and dance are the order of the day, and most denizens of the south are happy, friendly, and generally quite peaceful. Outsiders are greeted warmly, and are sometimes allowed to attend the great banquets of the druids, but are still observed with caution. Anyone whose motives are suspect will be asked to leave.

Forest of Echoes

Map Key: 25 deg, 550 mi.

Population: 273,904

Racial Breakdown: Dover 5%, Elf 4%, Faust 6%, Human 8%, Nightling 9%, Thorn 33%, Wild Frey 25%, Other 10%

Bloodlords: None

Overview: The Forest of Echoes is easily the most isolated place in Penance. It is nestled in the heart of the steep mountain range, known as the Forest of Stone, that separates the cities of Beacon and Sentinel. The forest of stone consists of tall, sharp, spires of granite that are nearly impossible to climb, and are generally avoided. The Forest of Echoes lies on a high plateau, surrounded on all sides by the peaks of stone, and cut off from the politics and madness of the rest of the domain.

The forest's population is low, and its culture is very limited. No Bloodlord keeps the peace to maintain the environment or keep any laws, and a fierce anarchy has taken over. It is basically everyone for himself here; some small communities keep a sense of civility, but for the most part, anything goes. The people that dwell here are not bothered by this situation; on the contrary they love the freedom, and the danger and risk that comes along with it is the price to be paid. Denizens of other forest areas that simply cannot abide by any restrictions put upon them are sent here to hunt, forage, or rampage in absolute abandon.

The ecology of the forest is unique as well. Large, lumbering creatures are the norm, and both predators and herbivores run to gargantuan sizes. A number of species of giant birds, including the massive merain, fly above the canopy, their screeches echoing off of the high stone walls surrounding the forest. Fungus is the primary food source here. Sugar loaves climb up every tree trunk, and mushrooms and toadstools are everywhere, making something of a miniature forest of tan on the forest floor. The forest of echoes is also known for its thick fog, which rarely disperses, as there are few gaps in the stone peaks around it. Getting to the forest is difficult, and involves climbing one of only a handful of steep and ancient paths over the peaks. Passage is only on foot or by air.

Forest of Illion

Map Key: 130 deg, 350 mi.

Population: N/A

Racial Breakdown: N/A

Bloodlords: None

Overview: The forest of Illion, coiled around the great ruin of Illium, was once a strong and important druid community, but when Illium was destroyed by war, the forest fell into ruin as well, and the community there died out and fled. Today the forest of Illion is unfit for intelligent habitation, being completely taken over by a broad variety of dangerous monsters, poisonous creatures, and unknown horrors. The forest is used by the watcher's guild as an ecological dumping ground. Anything too dangerous or too monstrous to fit into a standard ecosystem is taken to Illion and released. A sizable colony of nightlings has managed to gain a foothold in the forest's western arm, just north of the city, and have taken to attacking ships on the Hebrus and explorers going to and from Illium.

Forest of Winter

Map Key: 285 deg, 225 mi.

Population: 488,104

Racial Breakdown: Dover 6%, Elf 4%, Faust 3%, Human 14%, Thorn 32%, Wild Frey 29%, Other 12%

Bloodlords: The Lord of Winter

Overview: The forest of Winter lies south of the Aegis, not far from the cities of Cage, Sanguine, and Ash. However, the people of these cities have little contact with the denizens of Winter, and have absolutely no trade with them. The druids of Winter are extremely xenophobic, and make a point of attacking all outsiders who enter the forest. Those that can be captured are sacrificed to the ancient gods of the forest; those who can't be are killed and then either eaten or burned. For the last two hundred years, the forest of Winter has been under the control of a mysterious Bloodlord known only as the Lord of Winter. Under his leadership, the druids of the forest have become increasingly more violent, and now no longer even maintain any contact with the other druids of Penance. Rumors abound about the lord of Winter, ranging from him being a demon, to an undead, to simply under a curse. Most believe that he has contracted a

form of lycanthropy, and that most of the forest residents have also picked up the disease. Those who have managed to escape battles with the forest dwellers alive tell tales of large white beasts fighting alongside of the druids. It is best to avoid the forest of Winter altogether.

Gothor

Map Key: 50 deg, 125 mi.

Population: 593,047

Racial Breakdown: Dover 14%, Elf 10%, Human 12%, Nightling 3%, Thorn 30%, Wild Frey 26%, Other 5%

Bloodlords: Nkhkah Kuuth (mwf, 30 Bbn30)

Overview: Unlike the other forests that lie close to the city of Penance, Gothor has no edge of civility to it. The denizens of Gothor are suspicious of all outsiders, and take aims to keep them out. Unlike the people of Winter, those here do not take pleasure in killing intelligent creatures; they simply wish to be left alone. A high stone wall that runs for almost forty miles has been erected along the banks of the Tanais as a message to the city dwellers that constantly sail by on their way to and from Decree and Wildwood. The wall is ancient, and was constructed not long after the time of Tallis, to prevent those from the great city from becoming tempted by the lush resources of Gothor and cutting their long river trip short.

The politics of Gothor have taken a dramatic turn of late. Gothor boasts the only known Wild Frey Bloodlord in Penance. Lord Kuuth is a fierce and powerful warrior who grew weary of the restrictive methods of the druids, and so made a challenge to the lord and won, aided by a number of his brethren. Kuuth's politics are questionable, and basically involve the bastardization of Tallis' code for the sole benefit of the Wild Frey. In the central canton of Gothor, large compounds breed a variety of wild animals, releasing them periodically into the forest as prey for the Frey. Rabbits, bokk, and monkeys are the most commonly farmed creatures. Kuuth's methods are changing the conditions of the forest, and many of the smaller species are being wiped out to make way for caron plants, the frey, and their prey.

The druids have been pushed away from the center and have regrouped somewhat in the western arm of the forest. They are afraid to gather together to claim a canton, as it might invite attack from Kuuth, but they are organizing nonetheless. A slow but steady mass of refugees and endangered species flows out from the center of Gothor, and the displaced druids catch them, and offer them resettlement. It is likely only a matter of time before the druids gain enough momentum to unseat Kuuth. In any case, sturdy warriors will need to be found to do much of the dirty work, as the druids are not much good for fighting without the aid of their wild frey counterparts.

At the northern tip of Gothor, across the Syrinx river, a strong nightling colony has taken a firm root, and has attacked many ships sailing to and from the ocean. Food is the primary target of Nightlings, and the heavy boats from Sentinel, laden with fish, are at risk. The price of fish has been rising in the City of Penance in order to pay for the mercenaries needed on the ships.

Lucan Forest

Map Key: 185 deg, 100 mi.

Population: 617,576

Racial Breakdown: Dover 11%, Elf 5%, Human 29%, Thorn 33%, Wild Frey 14%, Other 8%

Bloodlords: Skallan Verdane (mh, 33 Drd17)

Overview: Though little affected physically, the people of the Lucan are perhaps the most emotionally shell-shocked from close contact with the peoples of the cities. Lucan is located just south of the great city of Penance, and over the last several decades, has seen the bloodhold of Utopia slowly creep away from the pedestal and towards their lands. The northern arm of the forest comes right up to border on the farmland under Abbydon's control, and the denizens there are very tense about the future, although the Utopians have not issued any invasions.

The politics of Lucan are tensely divided between the old ideals of the druid culture, and the new concept of direct action. The lord Skallan Verdane is the most vocal proponent of the new way, which involves raids and attacks on farms, and perhaps even direct attempts at overthrowing Abbydon. Aware of the forest people's lack of numbers, Verdane has enlisted the aid of Lord Pandarus of Beacon, a shaky but useful alliance. Many of the people of Lucan see this relationship as going against the code of Tallis, and feel that Verdane is inviting danger.

The forest of Lucan itself is quite green and fertile, and is most notable for its location in a relatively hilly area. Lucan has many ridges, cliffs, and dales, and is well known for its deep caverns, some of which are not fully explored, and are said to sink far into the earth. Because of its nearness to the great city, and its natural shelter, Lucan has developed the highest percentage of human denizens of all Penance's forest regions, a feature that gives Lucan a more violent and volatile nature than most.

Ramtha Forest

Map Key: 320 deg, 75 mi.

Population: 819,630

Racial Breakdown: Dover 14%, Elf 9%, Frey 8%, Human 23%, Thorn 32%, Wild Frey 8%, Other 6%

Bloodlords: Western: Goddar Brokk (md, 45 Rgr18), Eastern: Centa Radne (fh, 64 Drd17)

Overview: The Ramtha, at least its eastern half, is the most closely tied to the City of Penance of all the forests of the Plains. The druids of the east, led by lady Radne, are closely allied with the bloodhold of Illumina. This state of affairs is actually quite recent, and mostly due to the fact that lord Belus' communal society is remarkably similar to the druidic culture of the Ramtha. Before Illumina's advent, there had been tense skirmishes between the druids and the peoples of the city, and recent lords had even begun to raze the forest and extend the wall of the city outward. Belus however, courted the druids carefully, and managed to forge a deal with them. The druids would provide foods and materials for the city, and Belus would provide military protection of the forest in order to maintain its borders. In fact, Belus has even extended the forest in many areas through pro-

tected planting. This deal has worked quite well, no other lords have dared to threaten the area, the druids are provided with well made weapons and equipment, and Illumina has food and art supplies. However, things have broken down a bit of late, lady Salamis to the East has made recent pushes into the forest, and Belus, in his addled state, has not been particularly responsive to come to its defense. The druids are pushing for action, Belus is pushing for diplomacy, and Divinia is pushing for cheap farmland. The future of the area is far from certain.

Politically, the Ramtha is divided into two sections. The eastern part is the area that borders with the city, has made the deal with Illumina, and is what most people generally picture when thinking of the Ramtha. This area is controlled by the lady Centa Radne, a close friend and ally to Belus, and once a member of his court. Belus actually is said to have played a key role in her rise to the top. Radne has two permanent druid ambassadors in Belus' palace to represent the needs of the forest people. Lady Radne has been under a great deal of pressure of late from members of her circle to bring a small Coup against Belus, preferably replacing him with the artist Letaeris Marobeth. Lord Belus' main representative in the forest is the Razor Lenna Rith, who is the head of the contingent of troops stationed around the wood.

The western Ramtha has little contact with the city, and remains largely traditional. The people of the west do trade somewhat with the druids of the east, and are generally better equipped than most forest dwellers. The southwestern corner of the forest is sometimes raided by slavers from Blackwall, and is notably unfriendly towards visitors.

The Ramtha is one of the few forests to have permanent structures within it. Belus has built outposts around its perimeter to house his troops, and close in to the city wall, a number of cabins can be found nestled beneath the trees. These houses are the homes of a rare border community of non-druidic people, identifying somewhere between the ideals of Illumina and Ramtha. Most of these settlements date from before the truce, and are remnants of the city's one-time push for expansion. Many of the residents of these cabins are standard frey, who like to chase their meals down, but still prefer to curl up on a soft bed at night.

The Watchers

The watchers are the elite scouts and emergency response personnel of the druidic culture. Their purpose is to monitor new arrivals to Penance, and to protect the ecology of the plains. The watchers pay special attention to the queen's actions, and analyze new pulls, specifically those of a plant or animal nature. Pulls that damage the environment are either relocated or destroyed. The watchers also are equipped to take actions to prevent undesired ecological disasters, such as fires, floods, plagues, and the like.

The watchers are not governed by laws, but are organized through a guild structure, taking advantage of the queen's allowance for an Ombudsman as a leader-

ship figure, even in the absence of a Bloodlord. There are several hundred watcher's guilds in Penance, each covering a particular territory. With the exceptions of guilds located within the forests, the watchers are stationed in towers out on the open plains. These towers are broad at the base, with usually a single tall, narrow spire that spirals up to a small platform where the plains may be observed for many miles around. Watcher's guild towers are spaced at regular intervals throughout the plains, and on average are about fifty miles apart. For large problems, a guild may send a message to its neighbors, but for most situations it is on its own.

For the average traveler, with little concern for the balance of ecosystems and the absolute sanctity of nature, the towers of the waters are most useful as safe havens out on the plains. For a few gold pieces a night, travelers can sleep within the secure stone walls of the watchtowers, free from molestation by a long list of horrible creatures, and the pains of an uneven rocky bed. The watchtowers also provide meals, basic equipment, and medical care. Watchtowers also sell maps and handbooks on their local area, and offer free lessons to travelers on how to travel with minimal effect on the landscape.

Gold earned from services is not paid to the watchers, as they are all volunteers, but is instead used to purchase food and equipment for the guild. Merchants from the cities make regular routes past the towers, supplying the needed goods.

Most watchers join the guild as part of their two year community service from their forest homelands. A few come from the cities in order to receive training in a variety of skills and occupations. Others come for their own reasons, perhaps simply to hide away from their troubles, or to find themselves in service.

Watchers' Guild

This is a druidic guild dedicated to preserving balanced ecosystems. The watchers' guild uses the d20 open content guild system first introduced by Bastion Press in its *Guildcraft* book. It is not necessary to own *Guildcraft* to use the guild; the basic idea is that guild members receive training from the guild, and can receive benefits from this training by expending a certain number of experience points. Guild membership is independent of a character's level, class, or race.

Protection/Control: The purpose of the watcher's guild is to keep an eye on the ecology of the plains and forests, to protect the environment from damage, and to provide safe housing for guild members and travelers.

Belief/Code: All guild members must swear to uphold the balance of nature and protect it from destruction. Members must also be willing to volunteer their time and efforts for this cause. Anyone not consenting to adhere to the code of Tallis will not be admitted.

Application: Anyone who approaches the guild's tower can apply to join the guild. The applicant must be able enough to perform at least one of the various roles of the watchers, scouting, cooking, healing, animal handling, etc. (see under qualification below). Applicants must take the oath of the watchers and sign a member-

Table 4.1 - Watchers' Guild Advancement

Grade	Title	XP Cost	Prerequisites	Benefits
0	Watcher	0	Pass exam, Sign contract	Access to Skills, Fraternity, Shelter, Training, Medical Attention
1-5	Trained Watcher	1,250	Guild member	Bonus skills, Read nature, Bonus Spell
n/a	Ombudsman	0	Available position, Election	Assemble Order, Issue Directives

Note: Druid prestige classes count in determining druid levels.

ship contract before being admitted, essentially agreeing to uphold the principles of the guild and to live by the code of Tallis.

Invitation: On occasion, usually only if a large number of members leave or retire at once, the guild may be short a few members, and will invite specific individuals to join them. Individuals are approached by the watchers and asked to join. These members still have to take the oath of the watchers and sign a contract, but do not have to qualify for the guild.

Qualification: Applicants for the watchers must be skilled in any one of the following guild occupations. Proof of skill is made by passing an entrance exam (see below). The occupations of the guild, and their relative skills are: Chef (Profession (Cook)), Groom (Animal Handling), Guard (Sense Motive), Lookout (Spot), Medic (Heal), Quartermaster/Buyer (Appraise), Scientist (Knowledge (Biology)), or Scout (Wilderness Lore).

Examination: Applicants are given a brief series of tests designed to prove their aptitude for a specific skill. Scouts may be asked to identify edible mushrooms, Chefs may be asked to prepare a quick meal, and so on. Applicants can test for more than one position at a time. In order to pass the test, a character must have at least one rank in the appropriate skill, and must succeed at a skill check (DC 12). Failed applicants may reapply at a different tower, or at a later date (after 1 month).

Invited members do not need to take an exam.

Size and Scope: A watchtower typically employs somewhere between 20 and 40 watchers at any given time. The duties are divvied up as follows: Chef 3-6, Groom 3-5, Guard 3-6, Lookout 4-6, Medic 2, Ombudsman 1, Quartermaster/Buyer 1, Scientists 2-3, Scout (Wilderness Lore) 5-20. Each tower is responsible for all territory up to halfway to the next tower (or to the border of the land). This area is patrolled daily by the scouts, typically mounted, who look for changes in the environment and signs of trouble. Lookouts watch from the crow's nest and monitor both the scouts and the environment. Scouts bring new species back to the scientists to analyze, and the ombudsman decides whether to take action or not. The scouts and guards typically respond to problems. Other positions are there to support the guild members.

Guild Structure and Advancement: The watcher's guild is a collective; all guild members are volunteers and, with the exception of the Ombudsman, are of equal rank. Nearly all guild members have class levels, most often in either ranger or druid.

Each guild can elect a single ombudsman to handle contracts and make decisions. The Ombudsman is chosen by election of active guild members every 4 years. If he ever dies or steps down, a sub election is held. The election is held at the guild tower, and all members are allowed a single silent vote. Voting is done by written ballot.

All Members start with the basic guild benefits, but can undergo training at any time in order to receive special guild knowledge. Members must spend experience points to take advantage of their training. Training may be purchased up to five times, each time the effects stack. See the individual abilities below for details. The position of ombudsman is independent of one's training grade.

Benefits

Access to Skills: All members get Wilderness Lore, Knowledge (Biology), and Knowledge (Nature) as class skills.

Assemble Order: The guild ombudsman has the ultimate say over who gets hired and expelled from the guild. The ombudsman is responsible for drawing up all contracts with individual members and keeping guild membership records.

Bonus Skills: Each time a member undergoes training, he receives 2 bonus skill points, applicable only to the Wilderness Lore, Knowledge (Biology), or Knowledge (Nature) skills.

Read Nature: Watchers have been trained to be able to size up and judge an opponent simply by observing it. When faced with any unfamiliar creature, a trained watcher may attempt to read its physiology. Reading takes a full round, during which the watcher cannot perform any other actions (except defending himself). To read the creature, roll a Knowledge (Biology) Check (DC = 10 + Creature's Cha score). Success indicates that the watcher knows 1d4 pieces of information about the creature. Information is learned in the following order: Creature Type, Hit Dice, Special Attacks, Special Qualities, Int Score, Climate/Terrain, Alignment. A watcher must be within 80 feet of a creature to read it. The watcher can attempt additional readings on the same creature, but he must close to within half of the previous required distance (80,40,20,10,5 ft.) each time he does so. Additional readings provide additional information.

Each time a watcher improves his training, the number of pieces of information he receives on a successful read increase. Advance one step along the following scale each time: 1d4, 1d6, 1d8, 1d10, 1d12.

Bonus Spells: A watcher receives special training in nature magic, allowing him to cast one additional druid or ranger spell per day. Even non-druids gain this bonus spell. The level of the bonus spell is equal either to the guild training grade attained or the highest spell level the character can cast, whichever is lower. Characters that normally cannot cast either druid or ranger spells only receive 0 or 1st level bonus spells at each grade.

Fraternity: Guild members are part of a larger order can call upon their fellow guild members to help them out of trouble. Most guild members will do whatever they can to help out a fellow. Fraternity usually only applies within one's own guild, but in some cases, can be used to get the crew of a local tower to help in a pinch.

Issue Directives: The ombudsman has the power to call the guild into action. Whether a monster is rampaging, or a fire blazing, the watchers will merely watch unless the ombudsman gives a directive to intervene. Directives are usually limited to a guild's area of coverage unless a neighboring tower asks for assistance.

Medical Attention: Guild members receive free healing from the tower's medic (usually a druid). Active members can also receive free healing at any watchtower.

Shelter: Active guild members receive free room and board at their home towers, and can receive free shelter and food at all other towers for up to a week at a time.

Training: Guild members receive free training in guild related activities at their towers. Such training includes the special abilities granted to members as well as general class training, particularly in the druid and ranger classes.

Disadvantages

Attendance: A watcher is expected to put in a certain amount of time actually living and working in his watchtower. Leaves of absence can be granted for personal reasons, allowing a character to run off on expeditions and still maintain his position. Generally, one month per year is freely granted for leave, if more time is taken, it will be tacked onto the length of the member's contract.

Code of Conduct: Watchers are expected to live by the code of Tallis, which somewhat restricts their actions. Guild members who betray the code can be expelled from the guild.

Services

Watchtowers offer services to travelers who wish to take advantage of them. Most watchtowers will refuse service to visitors who seem threatening or unstable. Payment must be made in advance. Special deals can be arranged for those who are unable to pay the full amount but are willing to perform services for the guild, such as cook a meal or clean the tower.

Small Private Room	18 gp per night
Large Private Room	45 gp per night
Stable charge	Included with room (or medical cot)
Breakfast/Lunch	6gp
Dinner	10gp
Map	3gp
Local Handbook	5 gp
Wilderness Awareness	No Charge
/Safety Class	
Medical Attention	30 gp per day
Magical Healing	Spell Level x Caster Level x 8gp

Actions

A guild's reaction to a problem depends greatly on the situation, but usually involves one or more of the following methods. It is the ombudsman's job to weigh the circumstances and decide which action to take. The guild's scientists can study foreign creatures, diseases, and plants in the lab to provide a basis for this decision.

Containment: Containment is typically applied to natural disasters, such as fires, plagues, or floods. In many cases, such events are good for the over health of the ecosystem, as it builds up its resistance, and inspires new growth. However, anything can get out of hand, and so the guild usually acts to surround the affected area, ensuring it stays within reasonable bounds. Fires are usually contained by defoliating a ring around them, floods by building dams or digging channels, and plagues by quarantining the area. Containment is a difficult task, and is usually performed by the scouts, with assistance from the guards, lookouts, ombudsman, and other guild members if needed. As much work as cone be done is done with spells, but much still requires old fashioned hard labor, usually with shovels, axes, or picks. Work animals from the stables are employed to help out with these difficult tasks.

Containment is also sometimes used to keep a particular species from crossing over into an ecosystem in which it is not wanted. Crossover plants are dug up and burned (or eaten), and creatures are caught and dumped back where they belong.

Nurture: Watchers nurture species whose numbers are small and whose survival is seen as important to the ecosystem. Nurture is performed through containment and careful breeding until the population stabilizes. Fences may be constructed around the species, or it may be kept in the tower's laboratory for its protection.

Obliteration: Obliteration is usually reserved for monsters, unnatural fires and plagues, and extremely dangerous species. Creatures and plants targeted for obliteration are killed and then burned. Scouts and guards typically do this type of work. Creatures and plants are fought with sword and spell, and disasters are confronted with strong magics. Fires that cannot be controlled by spells (such as quench) are put out by hard labor, including aerial water dumps from scouts on griffons. If a problem fails to be solved by obliteration, the guild will try to contain it.



Relocation: Relocation is usually applied to new species which evolve, mutate, or are pulled into the Forge. Targeted animal species are hunted down, captured (usually with spells) and caged. Plants are dug up and potted. The scientists and the ombudsmen study the guild's library, and come up with a fitting release point for the species. It is then shipped from watchtower to watchtower until it reaches its new home. If a clear decision cannot be reached, species are sometimes sent to Wildwood or to Illion.

Affiliations

The watcher's guilds have few enemies. They are non-militant, they protect the health of the population, and they provide shelter for travelers. Add to this the fact that the guild ombudsmen have the right to request hearings with Bloodlords, and you have a very solid reputation. Most directly, the watchers are affiliated with the forest culture, yet they are still approachable by city folk. The watchers are a good way for individuals and groups to develop a relationship with the forest people, and joining the guild is certainly the easiest way of joining a forest community. Each watchtower also has a special affiliation with at least one merchant group in a nearby city.

Some of the towers have developed relationships with the valco tribes in the area, and can call upon them for help in dire circumstances. The druids and their troops will also come to help if they are needed, but most outposts are too far away from the forests to utilize this assistance.

Leaving the Guild

With Permission: Since watchers are all volunteers, they are essentially free to leave the guild at any time. Member contracts usually specify a term of service (two years is standard), and the guild prefers that members finish their term before leaving, but this is more a matter of honor than necessity. Watchers who finish their contracts retain all guild benefits, and can gain free room and board at any watchtower for up to three days at a time.

Watchers who leave without completing their contract lose the fraternity benefit of the guild, and must pay for all watchtower services. Such individuals are welcome to complete their contracts at a later date, usually with an additional month extension for every year lapsed (up to a full two years of course).

Expulsion: Watchers may be expelled from the guild for sufficiently breaking the code of Tallis. The guild is usually fairly lenient with this, and only expels members that are dangerous or disruptive to the guild. The status of expelled members is the same as those who break their contracts, except that they do not have the option of ever rejoining the guild.

Tower Layout

There are roughly three hundred watchtowers located in the domain of Penance. Each one is slightly different, but most follow the same basic layout. Permanent resi-

dents of the towers usually number between twenty and forty, and each one can hold over a dozen guests. The numbers on the tower map match those shown in the key below.

Lower Level

0. Basement – This room is primarily used for storing extra equipment, food, fuel, and water. Sacks of grain are stacked up here, and also oil, coals, ropes, blankets, buckets, saddles, shovels, etc. Most towers brew their own beer, and have several barrels of it down here at any given point of time.

Ground Level

1. Stables – Kith, griffins, horses, and other mounts are kept safe in this large chamber. There is room for guests mounts as well, and large supplies of basic equipment, such as hay, rope, bags and cages for specimens, and so on.

2. Kitchen – Food is prepared here for the watchers and their guests. Most chefs rotate through kitchen duty on a weekly basis so that they don't get burned out. Stoves are built to accommodate the *simmer* spell that most watchers know, but can operate on oil if necessary.

3. Privy – The privy is rudimentary, but functional.

4. Pantry – Food for the kitchen is stored here. Some towers have magically chilled compartments to help keep food better.

5. Office – Visitors to the watchtower can register and pay here. The officer here also serves as a guard.

6. Mess Hall – This room is where meals are served. Service is typically cafeteria style with few choices. Line up with a plate and get a meal.

Second Floor

7. Dormitory – The watchers sleep here. Each receives a bed, a desk, and a locker. Buckets are provided for those who need them. A few tables stand around the room, allowing watchers to read, play cards, or just converse.

8. Private Rooms – These small but comfortable private rooms have two beds in them, and are reserved for guests.

9. Large Private Room – This room is also reserved for guests, it contains four double beds, a table, chairs, a fireplace, and a view of the plains.

10. Ombudsman's Quarters – The guild's ombudsman lives in the back half of this room and conducts his business towards the front.

Third Floor

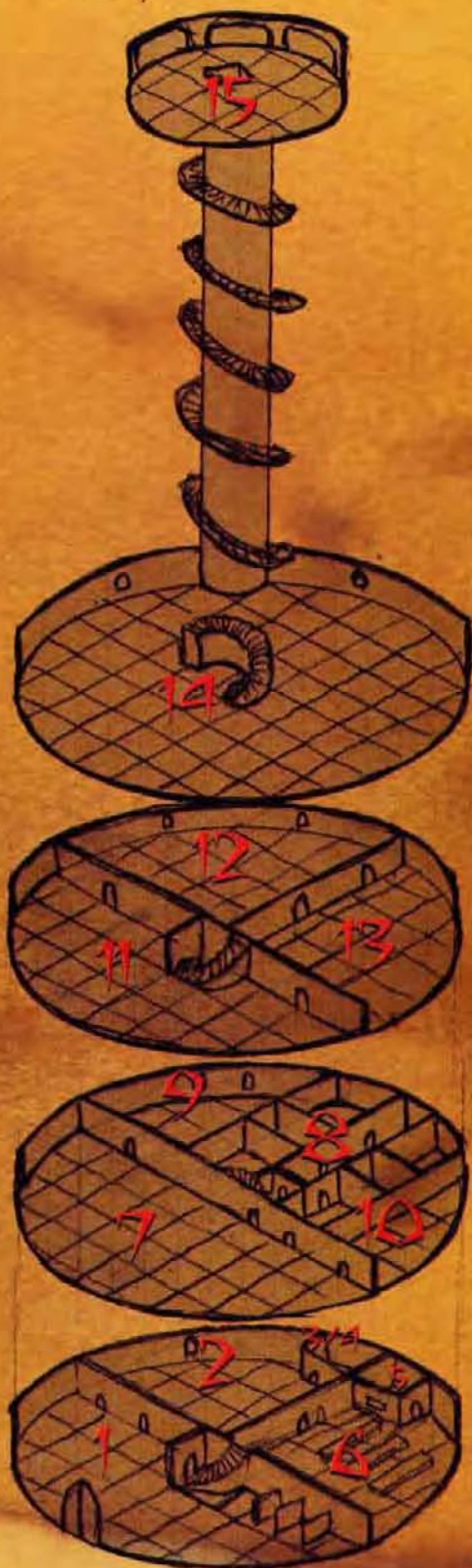
11. Upper Dormitory – This room is a duplicate of the one below it, and holds additional watchers.

12. Medical Bay – This room contains a number of beds for the sick and injured, a healer, a supply of herbs, and medical books and equipment.

13. Laboratory – This large room is a lab for analyzing new plants and creatures. It also contains the guild's library and a wide selection of reference materials.

Watchtower

◆ = 5



Fourth Floor

14. Training Room - The entire fourth floor is reserved for training, whether for ecological lessons, sparring, or whatever. This room also serves as an entertainment and lounge area for the watchers in the evenings, and can serve as a common dormitory if too many visitors arrive on any given night.

Spire

15. Crow's Nest - This broad circular platform is about ten feet in diameter, and typically supports two or three watchers who scan the countryside for monsters, smoke, travelers, valco, the queen, etc.

Druidic Campaigns

Many GM's may find running a druidic based campaign difficult, as the atypical motives of the forest peoples warrant special scenarios. The concept of preventing change is somewhat opposite to the heart of many adventures, but there is no reason why it cannot be made interesting. Though pure treasure hunting scenarios are unusable, evil is still evil, and heroes are always needed to stop it.

Druidic games can be centered around the concept of protection. Most druids are not much interested in leaving home, let alone going out and collecting treasure. Druid adventures can easily consist of druids defending their homelands from strange invaders. Perhaps a nearby town is slashing and burning the forest for timber or farmland, or an epidemic of monsters is invading the forest. The first few adventures should take place in the druid's homeland, but eventually the druids should have to travel to the source of the problem and confront it directly.

The watchtowers can be excellent starting or transition points for adventures. A druid character may come to a watchtower for help, and encounter a group of rashers holed up for the night that are willing to assist, opening the door to cross-cultural understanding. A city-based party may stop at a watchtower for a meal, and be asked to help out with an emergency situation, possibly gaining the gratitude of the druids. In such a case, the party may be invited into one of the forests and develop a relationship with the people there, spurring any number of scenarios.

You also may wish to consider using ecology as a basis for an adventure. Druidic characters may need to travel across the plains or deep into Wildwood to collect a particular plant or creature needed to balance a new species or replace an extinct one. The party may also be put in charge of relocating pulls, and may have to travel far and wide and brave many dangers in the process.

A stylized illustration of a city at sunset. In the foreground, a boat with a red canopy and a yellow and black striped sail is on the water. A figure in a blue robe is on the right. The background shows a city with tall buildings and a bright yellow sun setting behind them. The sky is a mix of blue and yellow. The water is dark with white highlights.

Chapter 5 Cities of the Plains

'Peace is the opiate of the weak. Through conflict, we achieve power.'

- Mecham Pandarus, Lord of Beacon

Anthropologists in Penance categorize the settlements of the plains based on population. A village has at least two buildings, and can have up to 1,000 inhabitants. A town has from 1,000 to 10,000 citizens, and a city has at least 10,000 people, and must have at least one Bloodlord. There are eighteen official cities in the domain of Penance, including the ceptu capital of Attatal located in the Northern Ocean. Many also count the Wildwood city of Sevenil as part of the Penance community, and some even try to include the ruined city of Illium in this list.

While towns and villages in Penance are innumerable and come and go easily, cities are much more permanent. A village might exist simply because its citizens desired to get away from somewhere, but cities are deliberate constructions, and their locations are always tied to some sort of localized economic wealth. Because of the nature of the queen's laws, there are no nations in Penance; all of its cities are independent states. A city in Penance represents a concentration of both economic and military power, and even the smallest can present a threat to any individual or group.

Contrary to intuition, cities in Penance do not slowly evolve from small towns, but are more sudden occurrences, as if they are one day simply born. A city on the plains begins with the discovery of economic opportunity. A mine is struck, a valuable plant is discovered, or political circumstances favor a particular location for development. If the prospect of wealth and prosperity is great enough, settlers will begin to arrive almost immediately, and the city rapidly takes shape.

The well-known historian Rakkar, of Penance University, has challenged the traditional view of cities, and put forth a bold theory that a city can be studied and perceived as if it were a single intelligent entity. A city needs both food and water to survive, it produces waste, it generates ideas, has friends and enemies, and it can grow, age, and die. Cities have personalities, characters, and even moods. The mind of a city is both a product of and independent from the consciousness of its inhabitants. All cities desire to grow, to achieve glory and success, to be loved and/or feared, and above all, to live. A city can acquire illnesses, both mental and physical, and can even go insane.

Most cities begin as children, satellites for a larger and older settlement. Some remain dependent their entire lives, and others eventually achieve full adulthood, blossoming into their own independence. One notable difference between a city and a traditional living creature is that most creatures grow gradually, but cities grow in spurts; new neighborhoods pop up as they are needed, and newcomers arrive to take advantage of new opportunities.

The generally accepted history of Penance tells that the oldest settlements of the plains were the cities of Sentinel and Penance, and that all of the other cities that appeared over the years, with the exception of Attatal,

sprung up as children of these two locations. In only a few cases have the children fully achieved their own identities. The City of Illium grew to rival its parent city of Penance, and was eventually destroyed by it. The city of Beacon, once merely a satellite of Sentinel, has in recent years exceeded the size and might of its parent, and now even threatens its very existence. Some see Beacon as a new Illium, a significant power that could change the balance of the plains forever.

Notation: Lords marked with * serve as their own champion.

Beacon

Cantons: 139

Population: 3,338,224

Major Industries: Engines, Paddleboats, Airships, Whaling, Textiles, Fishing, Farming

Bloodlord: Mecham Pandarus (ma Mk20)*

History: Beacon, now the second largest city on the Forge, is younger than many of the other large cities of the plains. Beacon was founded about thirty thousand years ago, when an aspiring Bloodlord grew frustrated with the lack of room in the mountain-locked city of Sentinel, and decided to move eastward down the coast. Beacon's location was chosen for its easy access to broad, fertile farmland, and the abundance of fresh water that flowed in many little streams down from the Forest of Stone to the west. Beacon had good access to natural resources from both the sea and the land, and quickly proved fruitful. Originally founded as an exclusive religious colony, Beacon grew more secular as it became larger and wealthier, and eventually was taken over by a series of powerful lords from Sentinel. For many thousands of years, Beacon was a plaything for the lords of Sentinel, a colony of sorts that they could war over without causing too much disturbance back home. Bloodlords ruled in absentia, and typically overtaxed the population, for whom they had little concern. Beacon grew mostly as a slum of Sentinel. Those who weren't wanted or couldn't afford to live in the main city migrated to Beacon, where land was cheap, work was plentiful, and pretty much anyone was accepted. Things continued much the same way until the grand asherake in Arena selected Beacon as a good base for hunting the moab, a large magical whale that provided the material needed to manufacture the asherake's flying ships. The moab had been hunted to extinction in the small Southern Ocean, and the asherakes were in desperate need of the whale's precious oil. An army was sent to Beacon, under the command of an asherake named Asgrim Pandarus, and the eastern end of Beacon was quickly conquered and converted to whaling.

Over the next few hundred years, Pandarus' family began to gain territory in the city, and was considered undefeatable, as the flying army of the grand Asherake always threatened to intervene and take revenge upon attackers. The portion of Beacon under the control of the asherakes grew into a unique city. The secrets of the Asherakes mixed with the inventiveness of the people of the plains, and a new industry began to arise: mana

engines. These simple engines were cheap, easy to manufacture, ran on magical energies, and were powerful enough to propel nearly any kind of craft. These engines have done well for Beacon, and drawn in a great deal of wealth and power. Under asherake rule, Beacon's spirit of national pride was inflated for the first time ever, and the unity that followed allowed the absentee lord of Sentinel to be driven out once and for all. The great grandson of Asgrim Pandarus, Mecham, is now in power, and he has proved a very effective, if overbearing leader. Under Mecham's rule, in the year 940, the city of Beacon was finally fully united, and now stands as a stern threat to all other powers on the Forge.

Overview: Beacon, under the rule of lord Pandarus, is a wholly independent state, although it is still closely allied to the territory of the grand asherake, who along with the City of Penance, is its greatest trading partner. Beacon's economy is incredibly strong, as it profits from a number of highly successful industries. The moab trade is extremely important for Beacon, as it supports its trade with the gold-laden asherakes as well as its booming paddle-ship and mana engine trades. Beacon has a great deal of economic depth however, and has a great deal of farmland under its control, and the food and textiles produced in the fields earn money from the great city, mostly from Barrowhold. There is also the vast sea, which Beacon dominates with its large navy, and takes a great deal of valuable resources from.

Beacon pours much of its great wealth into its military, which it had until recently used to unify the city. Now its armies stand unengaged and restless, and it is thought not to be long before it decides to lash out in war against another bloodhold. Sentinel was the obvious target, but the ceptu have intervened, letting Pandarus know in no uncertain terms that Beacon is subject to immediate assault from the ocean if it interferes with their great experiment. As aquatic foes are particularly safe from the grand ash rake's airships, and the ceptu empire is frighteningly large, Pandarus has backed down. The nearby town of Harmony is a possibility for invasion, but it has little of value; the real prize to be had is the great City of Penance itself, a jewel that gleams in the eye of beacon's lord. It is really only a matter of time until an invasion takes place, and unlike most lords who ultimately fail to conquer the entire city, Pandarus has an incredibly strong infrastructure, and frighteningly powerful allies.

Beacon itself is a strange patchwork of a city. Its bulk is made up of broad slums, shantytowns of cheap wooden houses stacked upon one another and packed into tight, close alleyways. The sturdier buildings in their midst were used in the wars, and most have been demolished. However, a great deal of wealth flows into Beacon at a constant rate, and cantons are being rebuilt, one at a time. Sturdy, durable materials are brought in, the cheap housing is bulldozed, and large, attractive, stone buildings are erected in their place. Unemployment in Beacon is nearly at zero, as those not engaged in major industries are either roped into the military or busy rebuilding the city.

The people of Beacon are generally quite happy, mostly because the economy is so strong, and because they have so much work to occupy themselves with. Even though beacon has over three million inhabitants, every man is needed to fortify the city, collect moab oil, produce engines, and to do his duty as a soldier. The slums stand as an obvious reminder of the old days of Beacon, which most citizens can still remember, and are happy to put behind them. Luxury and prestige are new and exciting concepts that most in Beacon take a particular pleasure in. Expansion and empire also loom on the horizon, and for the first time ever, the citizens of Beacon feel exceedingly proud of their nationality.

One particular point of pride is lord Pandarus' capital canton, which has recently been relocated to a new area in the western end of the city, nestled quite near to the breathtaking forest of stone. The new capitol is centered around an incredibly beautiful palace, a tower complex made of magically hardened crystal, transparent in some places, and smoked with a variety of colors in others. Enclosed tunnels connect the palace to the nearby government and military buildings, and docks at both the air and sea level interface with the complex for easy accessibility. The area stands as a symbol for the new Beacon, and the prosperity that most feel is just around the corner.

Lord Pandarus

Beacon's lord is a strong, yet single-minded leader. Mecham Pandarus has ruled the city of Beacon for roughly fifteen years now, most of it spent in an endless campaign to control and dominate the entire area. Pandarus' main concern is the unity of his people, a trait taken from his asherake ancestry. Citizens are either for Beacon, or against it. Those who are productive and who don't complain are treated well, however, those who speak out, or who refuse to serve are removed from society. The system is a cruel one, but the current economic situation lends greatly to Pandarus' favor, and for now it least, it works quite well.

In person, Pandarus is large and intimidating. His feral asherake nature has been softened somewhat by high society, and he insists that all members of court dress and behave in a proper manner. Pandarus himself is always swathed in fineries, including flashy jewels and colorful silk pants. Pandarus is always careful to point out that he is in charge in any given situation, and has even forbidden anyone from touching his person for any reason, under penalty of death. Even Pandarus' royal magicians and healers are under this ban, and can affect him only through *greater spectral hand* spells (see appendix). Pandarus does not appear to have any interest in romance, and instead focuses his energies on expansion of his empire. Pandarus, who was born in Beacon, insists upon the point that he is the legitimate ruler of the city, and that he will never quit his post or step down for any one or for any reason. His chief advisor is an overfriendly frey who dominates the conversation at the court, allowing Pandarus to play at the strong silent type. This frey, Petellen Silver (mf Rg6/Dem 8) and Pandarus make strong use of the good cop/bad cop routine, with



minister Silver greeting all who approach the lord with warmth and kindness and appearing to take an interest in their personal stories. Pandarus, in contrast, looms menacingly, a tactic that is enhanced by his minister pleading vehemently at his feet to show mercy upon the visitors, and not to harm them but to heed their words with favor.

Pandarus appreciates honesty, and respects those who are strong and determined. Though he greatly encourages those around him to suck up to him, this is for the most part a test, and bootlickers are secretly despised and discounted, even though they are openly praised. Honest complements are respected,

but Pandarus recognizes that those who attempt to flatter him are only respectful of his power, and not his person. Pandarus spends most of his time in his palace, planning the growth of his military, and working to rebuild his war torn city into the shining capital that he hopes it soon will be. Pandarus meets with a variety of foreign lords and diplomats, and has recently been working on building allies in the great city. His strongest relationship is with Lady Hyperia, whose bloodhold is Beacon's largest customer in the city. Pandarus has even met with many emissaries of the forests, although his reasoning in this is not well known.



Pandarus is currently holding back on making an attack for two basic reasons. First, he is waiting for Beacon to rebuild itself so as to be better defensible, but mostly he is working upon developing his mana engine technology to boost the power of his army. It is very likely that if a breakthrough is reached, he will make an attack on someone, if only to test out his equipment.

Mecham Pandarus - 35 year old male Asherake - Monk 20
Large outsider; HD 20; hp 267; Init +5; Spd 90 ft., Fly 70 (average); AC 42; Atk +28/25/22/19/16 (or +26/26/23/20/17/14) melee (claws - 2d20+14 [crit 15-20/x3]); Atk +28 melee (bite - 1d10+14 [crit 19-20/x3]); Atk +27 ranged (*hvy crossbow* - 1d10+8 [crit 19-20x2]); Ldr 29; AL LE; SV Fort +18, Ref +17, Will +19 (+21 vs. enchantments, 23 vs. fear); Str 28, Dex 20, Con 22, Int 14, Wis 24, Cha 18.

Special Abilities: SR 30, DR 20/+1, Low-light Vision, Scent, Improved Grab, Snatch, +4 to opposed grapple/disarm/trip checks, Flurry of Blows, Improved Unarmed Strike, Stunning Attack, Improved Evasion, Still Mind, Slow Fall (any distance), Wholeness of Body, Leap of the Clouds, Ki Strike (+3), Diamond Body, Abundant Step, Diamond Soul, Quivering Palm, Timeless Body, Tongue of the Sun and the Moon, Empty Body, Perfect Self.

Feats: Blind Fight, Combat Reflexes, Deflect Arrows, Dodge, Improved Critical (claws), Improved Disarm, Improved Multiattack, Improved Trip, Leadership, Mobility, Power Attack.

Skills: Balance +8, Bluff +10, City Lore +9, Climb +10, Concentration +6, Craft (Enginesmithing) +12, Diplomacy +27, Escape Artist +7, Gather Info +10, Hide +5, Innuendo +8, Intimidate +10, Jump +10, Knowledge (arcana) +6, Listen +15, Move Silently +14, Perform +5, Search +5, Sense Motive +11, Spot +8, Swim +14, Tumble +14.

Gifts: Brave, Mesmerizing.

Prestige Races: Focus of the Claw (complete).

Typically Equipped Items: Bracers of armor +8, ring of protection +5, +5 keen/forceful claws, +4 *mire hvy.* crossbow, 20 dispelling bolts +4, belt of giant strength +6, periapt of wisdom +6, major cloak of displacement, headdress of telepathy, vestment of health +6.

Other Items: 4 potions of *cure critical wounds*, globe of teleportation.

Lord Pandarus' Laws

For the most part, Pandarus' laws match the traditional laws of Penance, but with a few additions and exceptions. First off, all citizens are required to be productive. This is difficult to enforce on a large scale, and mostly manifests itself in anti-vagrancy laws. Begging is illegal, and all panhandlers are taken away immediately. Mind-influencing drugs are considered the tools of the disaffected, and are banned almost entirely. Low-potency alcohol (beer, weak wines) is allowed, and so is tobacco, which is an important cash crop for Beacon. Anyone caught using pretty much anything else is taken away. All the standard major crimes (theft, murder, etc.) are punished by prison sentences. In most cases, criminals are allowed to join the military instead of going directly to jail, but particularly brutal cases are simply taken away.

Those who are taken away in Beacon end up in one of Lord Pandarus' brutal Bastilles. The first Bastille is located roughly in the center of the city, and contains short-term prisoners. These are typically petty criminals

who are considered to be reformable, and generally serve sentences of about two years. The prison is clean but barren, and prisoners have little stimulus, but suffer little pain. Prisoners have little contact with one another, and are instructed to spend their time contemplating their crime. The second bastille, known as the Pit, is located at the eastern end of town. This is a large complex, built down into the ground, with outer walls constructed of adamantite. A fortress stands on top of the only entrance to the pit, and is guarded by the military. New arrivals are dropped down a shaft into the pit, and then forgotten. No one is ever allowed to leave the pit, and those inside are not monitored. Food and water is dropped down the shaft daily, and waste is pumped out through narrow pipes.

Notable Areas

Besides Beacon's palace and the Pit, the city boasts a few other well-known sites, including the following:

Mana Factory: Beacon's mana engine factory is still located at the eastern end of the city. This large complex of factories is where the popular engines are mass-produced that fuel Beacon's new economy. Lord Pandarus' military guards the area heavily to prevent sabotage.

The Beacon: At the center part of the city, quite near the harbor, an impossibly tall iron tower stands, looking like the bare, yet elegant, framework of an empty building. The top of the tower, 986 feet above the ground, holds a massive ruby, several focusing lenses, and a large rotating mirror. The mirror is designed to catch the rays of the sun and focus them through the ruby into a single, powerful beam, capable of burning a large hole through whatever it strikes. The tower is capable of sinking warships several miles out to sea, and was most recently used by Lord Pandarus to take control of the city.

Beacon Institutes of Technology: This semi-secretive institution is part school, and part military research facility. Lord Pandarus' greatest minds spend their time here, pondering the great questions of the day, and looking for simple engineering solutions to them. The mana engines now in wide use were invented here, and work continues on a number of projects, most classified. The institute has been recently moved to an unusual complex carved out of the forest of stone and located not far from Pandarus' palace.

Speakeasies: Hidden throughout the slums of Beacon are a number of secret nightclubs where visitors may come and partake in strong drink, drugs, and other vices. Visitors will not be admitted unless an existing member brings them in. An unknown fact is that many of these establishments have been set up by Pandarus himself, supposedly to identify and keep an eye on his internal enemies. Occasional raids are made by the military on these establishments, but most have built in escape routes that allow most of the principal owners to get away.



Decree

Cantons: 98

Population: 1,011,556

River Toll: 12 gp per mast or engine (min 12)

Major Industries: Agriculture, Timber, Paper, Fabric

Bloodlords: Lord Lycabas Orolak (mv Bbn10/Hn10)*, Lady Serena Nepenthe (fh Brd10/Dem10), Lord Sthenelus (mch Sor20)*

History: Decree was born as a simple river stop, a place where farmers from the local area could bring their produce to be shipped to the great city. Of course, Decree happened to be located right in the heart of the most fertile farm country in Penance, and quickly became a center for commerce. After the druidic wars, the timber industry shifted west towards the Wildwood, and the largest sawmill in Penance was built at Decree, bringing new growth and wealth. Decree is almost as old as the city of Penance itself, and has developed its own style and culture of the ages. The wealth brought to the town by the timber industry sparked an interest in culture and the arts, and has helped make Decree one of the most literate cities on the Forge.

Overview: Decree today is broken into three distinct parts. The fork of the Tanais river divides its three quarters, and each one is currently ruled as a separate bloodhold. South of the river is the territory of Lady Nepenthe. Her territory's economy is centered around spinning and weaving, and raw materials are farmed south of the river and brought to Decree to be made into cloth. Between the two forks is the territory of lord Sthenelus. This area contains the largest sawmills in Penance, and logs here from Sevenil are processed here for a variety of purposes, the most common products being timber and paper. Lord Lycabas rules the northwest section of the city, and is currently locked in a vicious war with Sthenelus. Lycabas' territory includes most of the agricultural production facilities, meaning that the lord has control over the bulk of the food produced in Penance, and his aim is to starve his neighbors out by not allowing them any of his stores. Unfortunately, due to geography, Lycabas' only viable trading partner is lady Megaera of Hammerfall, who turns around and ships much of the food back to Decree for sale to the other two bloodholds. Lycabas has tried to sail past Hammerfall to the Golden Shore, but Megaera retaliated by refusing to haul his ships up the falls.

Lord Lycabas has recently approached lord Narcis with a secret proposition; if Narcis helps Lycabas to take Decree, Lycabas' forces will then assist Narcis in an assault on Hammerfall. However, instead of simply agreeing, Narcis sent for Sthenelus, and presented him with the same proposition. Narcis appears to be currently waiting for one or the other to sweeten the deal somehow, however, his real aim to start a conflict between Hammerfall and Decree, enabling him to slither in the back door. Lady Nepenthe is currently trying to stay out of the conflict, and reached a truce of sorts with Lycabas after she retreated entirely across the river. Unfortunately she is well aware that Lycabas is simply trying to eliminate his enemies one at a time, and that after Sthenelus

falls, she will as well. Nepenthe's part of Decree is largely ill suited for combat, being more cosmopolitan and focused on art and style above power and force. Nepenthe is courting an alliance with Megaera, a fact that entertains Narcis, as it draws Hammerfall deeper into the conflict.

Decree is one of the oldest cities on the Forge, and contains its own scaled down version of the undercity. Old buildings here are torn down and rebuilt, although foundations are often left standing. Decree's undercity is much smaller and shallower than Penance's, although it is not nearly as well explored, and it is unknown what lost secrets may lie beneath the streets. Decree's buildings are mostly made of marble, and the architecture is some of the most exquisite in the domain, particularly on the south bank of the river, where Decree's cultural heart lies.

Notables: The infamous Queen's Head tavern is located in Lord Sthenelus' territory on the edge of the city in the first canton along the river to Sevenil. The tallest building in town is in Nepenthe's territory, and is an eerie blood-red stone tower that once served as a temple to a forgotten death god. The cult was eventually outlawed, and the building stands empty today, condemned and off limits to all visitors. One interesting place not precisely in Decree is the City of Ghosts, or more precisely, the city landfill. For thousands upon thousands of years, unwanted debris from Decree was hauled away and piled onto the empty plains just a few miles to the east. This sprawling mountain of scrap now outsizes Decree itself, and contains unknown valuables and treasures. Scavengers from all over flock to the City of Ghosts to dig through the rubble, hoping to find valuable castoffs.

Illium

Cantons: 200

Population: Unknown

Leader: The Lord of Ruin (male ulatra)

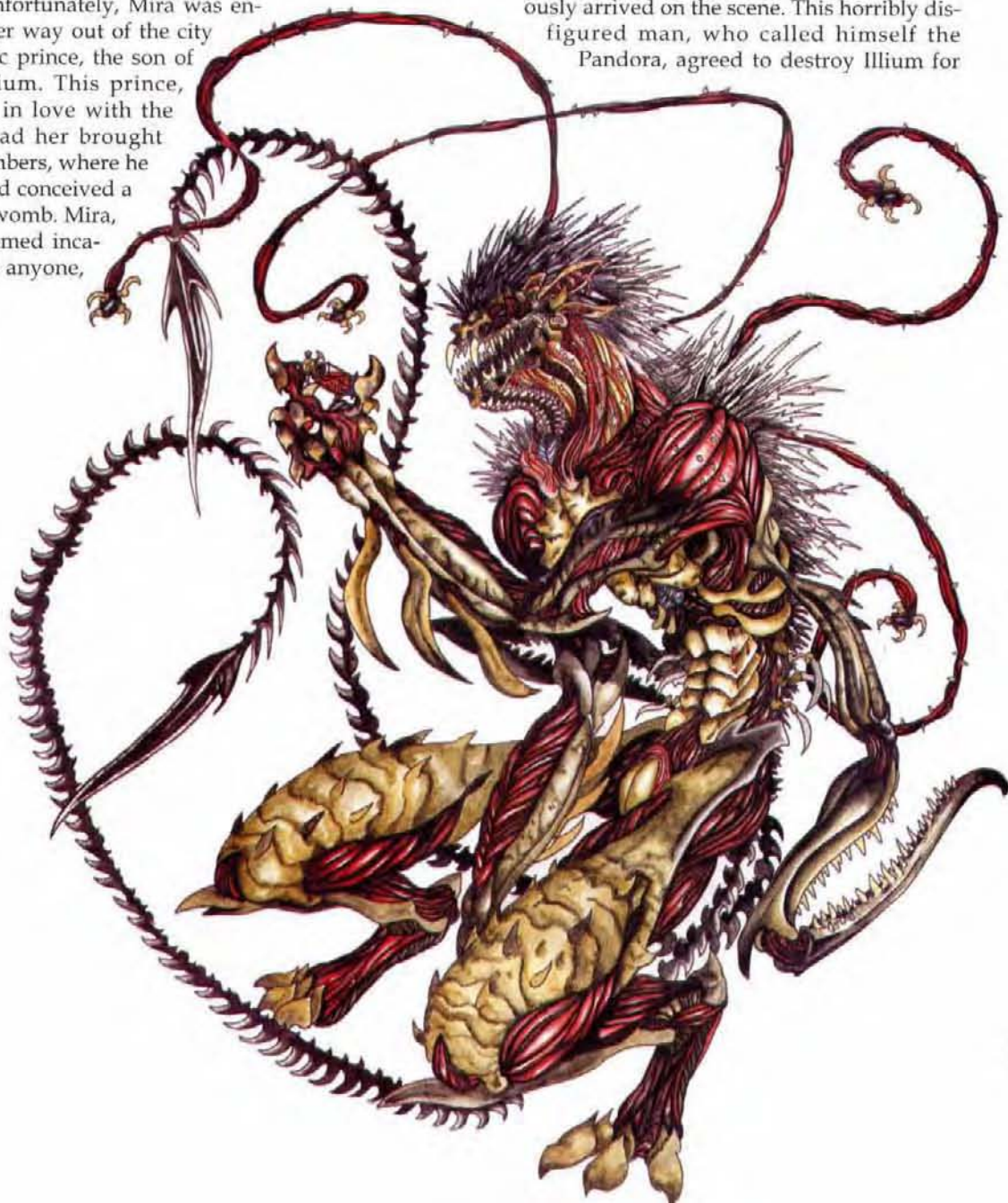
History: Illium is a city with a great deal of history, and very little present. Up until about a thousand years ago, it was the second largest city of the plains, with a complex culture, a high population, and a substantial amount of wealth. Illium was the chief rival of the great city, and some thought it might one day approach its size and power. However, at the height of Illium's glory, tragedy struck, and it became engulfed in a war it could not survive. The roots of the war began with a man named Athra, a citizen of Illium who discovered the amazing magical art of creation. Athra's skills as an artificer were so incredible, that he was able to create new races and species out of thin air. Athra was approached one day by a man named Salinn, a rich overlord from the great city. Salinn desired a wife whose beauty surpassed all mortals, and who would cause him to be the envy of all. In return, Athra would receive an incredible amount of wealth and fame. Athra studied an inordinate amount of ancient lore for the project, and even journeyed to the distant Vault, where he supposedly was given access to the library of a powerful warlock. Upon his return, Athra worked for more than two years before he finally

produced a woman, the first member of a race he called the Narcissans. Salinn was more than satisfied; he fell in love at first sight, and took the woman, Mira, back to his bloodhold, an area south of the present day Illiuma, to be his bride. It soon became apparent that Athra had done his work too well, for it seemed that whomever gazed upon the face of the woman would fall instantly and absolutely in love with her. Salinn grew intensely jealous, and made his wife hide herself away, making it a crime punishable by death for anyone to look upon her. To prevent anyone from stealing her away, he made deals with a dozen other Bloodlords, paying them great amounts of money in order for their word to bring their forces against anyone who abducted her.

Soon Mira grew unhappy locked away in her tower, and escaped on her own power, seducing the guards who held her in place. She then made her way to Illium to confront her creator and discover the answers to her condition. Athra offered little help, and became smitten with her himself, a fact that greatly upset Mira, who again tried to flee. Unfortunately, Mira was encountered on her way out of the city by a charismatic prince, the son of the lord of Illium. This prince, Marcellus, fell in love with the woman, and had her brought back to his chambers, where he seduced her, and conceived a son within her womb. Mira, who herself seemed incapable of loving anyone,

felt that perhaps the child would give her a purpose, and although she did not care much for Marcellus, made up her mind to stay.

In the meantime, Salinn had been scouring the Forge for word of his wife, and eventually caught wind that she was dwelling within the palace of Illium. Furious, he went to meet with the lord of Illium, Ryuss, and demanded her return. Ryuss, also strongly attached to the narcissan, could not bear the thought of parting with her, and refused to cooperate. Within a week, Salinn's combined army of a dozen Bloodlords was assembled outside the walls of Illium, and a fierce siege took place. Though the Bloodlords' army was mighty, it ultimately proved, after nearly a year of siege, unable to penetrate the massive walls of the city, and unable to best the stalwart defense led by Illium's chief razor Helias, the eldest son of Ryuss, and bolstered by many of Illium's allies from Arena. With his coalition falling apart, and his anger beginning to overshadow his love for his wife, Salinn turned to the help of a stranger who had mysteriously arrived on the scene. This horribly disfigured man, who called himself the Pandora, agreed to destroy Illium for



The Lord of Ruin – 1078 year-old male Ulatra – Wizard 10 (Evoker), Artificer 10

Large monstrous humanoid; HD 40; HP 502; Power Points: 70; Init +10; Spd 40 ft, Climb 30ft, Swim 60ft; AC 40; Atk +43/43 melee (*claws* – 2d8+13 [crit 19-20/x2]); Atk +41/41 melee (*pincers* – 3d6+6 [crit 19-20/x2]); Atk +41/41 melee (*tails* – 2d6+6 [crit x2]); Atk +41 melee (*bite* – 2d10+6 [crit 19-20/x3]); Atk +41** melee (*rake* – 3d8+6 [crit 19-20/x2]); Atk +41 melee (*eyestalks* – grapple only); Atk +40/35 ranged (*spine* – 1d10+6 [crit x3], r40); AL CN; SV Fort +19, Ref +28, Will +27; Str 36, Dex 30, Con 24, Int 27, Wis 15, Cha 20.

Special Abilities: Camouflage, SR 20, DR 30/+3, Gills, Darkvision 60ft, Immune to poison, acid, sleep, paralysis, and stunning, Fire/Cold/Electrical Resistance 20, Improve Grab, Paralysis*, Regeneration 10, Rake, Channeling, Create, Shape, Inspire, Mend, Regrowth, Create Life, Restore, Sear, Splice, Plug and Play, Shape Plant, Shape Flesh, Duplicate, Summon Familiar

Feats: Combat Reflexes, Craft Wondrous Item, Dodge, Endurance, Evolve, Mobility, Multiattack, Forge Ring, Craft Magic Arms and Armor, Brew Potion, Scribe Scroll

Skills: Appraise +18, Alchemy +8, Bluff +10, Concentration +21, Craft (flesh) +28, Craft (plant) +28, Craft (glass) +15, Craft (armorsmithing) +15, Disable Device +18, Forgery +13, Gather Info +13, Heal +8, Hide +29, Innuendo +9, Knowledge (arcana) +32, Knowledge (anatomy) +32, Knowledge (history) +32, Knowledge (botany) +32, Listen +12, Profession (herbalism) +12, Scribe +13, Search +21, Sense Motive +6, Spellcraft +28, Spot +12.

Gifts: Efficient, Ethereal Sight, Mind Reading

Prestige Races: Focus of the Mind (complete)

Typically Equipped Items: Bracers of armor +8, ring of spell turning, ring of telekinesis, amulet of proof against detection and location

Typically Prepared Spells (DC 18 + spell level; caster level 10; 4/6/6/5/5/3): 0th – *arcane mark, detect magic, mending, read magic*; 1st – *antioxidation, charm person, comprehend languages, identify, lesser darkness, magic missile*; 2nd – *arcane lock, detect thoughts, locate object, minor image, see invisibility, web*; 3rd – *dispel magic, fly, gaseous form, lightning bolt, tattoo*; 4th – *charm monster, dimension door, improved invisibility, petrify, scrying*; 5th – *dominate person, mind shield, wall of force.*

Notes: *The ulatra's spines are poisoned; Fort save (DC 20) is required, or target is paralyzed for 2d4 rounds.

**Rake can only be used if both claws hit.

GM's Secret: The Lord of Ruin is a new body that the artificer Athra created from himself at the end of his old age. The body is a stirring testament to Athra's powers, and was intended to possess the ultimate in physical power and grace. The ulatra is also, oddly enough, engineered to win the heart of Mira, for whom he still longs. Athra currently haunts his old laboratory, desperately searching for a way to open the case he designed without destroying its occupant. He has gone slightly mad from loneliness and obsession over the years, and is extremely unpredictable and dangerous. His main desire is to be left alone, and he generally kills all who approach him in order to scare off prying eyes.

Salinn, but only at a price, that Salinn would give Mira to him. After much inner turmoil, Salinn agreed, his hatred greater than his love, and the Pandora began to wreak his havoc. Pandora led the troops of Penance, and laid waste to the advancing armies of Illium, forcing them to retreat back behind their city walls. Pandora then challenged Marcellus to single combat, swearing that the siege would be ended if Pandora lost, and that the woman would be turned over to him if he won. Marcellus refused, but his brother Helias boldly stepped forward to take his place. Pandora and Helias met before the gates of the city. Helias stood his ground, and as the Pandora approached, he struck out, and dealt the monster a terrible blow with his spear, running him through the chest. Pandora did not fall, but instead brought his own weapon down, and struck Helias with a glancing blow across the shield arm. To the shock of the onlookers, Helias was incinerated in an instant, as if burned out from the inside, and the Pandora roared in triumph.

Ryuss was devastated by the news, and decided to cheat the Pandora just as he had cheated his son. Athra was summoned, and was ordered to build a magical glass cage. Mira, who did not want to be handed over anyway, was placed in the box, and it was sealed around her. A great curse was placed upon the case, giving it the power to prevent Mira from ever aging or requiring sustenance, but also declaring that if the case were ever opened, Mira would be forever and absolutely destroyed. The case was then delivered to the Pandora, who was not greatly pleased. Pandora took his prize, however, and disappeared, and the armies of the Bloodlords retreated from the battlefield. The people of Illium were overjoyed and began to celebrate, but a day later, the situation again changed. That evening, the rust moon gleamed high above Illium, and those who gazed upon saw what appeared to be pieces of the moon breaking off and falling toward them. Within a few minutes, large globes of glowing whiteness began to fall out of the sky, and everywhere they touched, a block-sized sphere of the city simply blinked out of existence. To the horror of the population, the onslaught continued for nearly ten minutes, and when it was done, the entirety of the city was in ruins. As the bombardment let up, the armies of the Bloodlords again appeared on the horizon, and stormed into the shattered city, butchering the survivors and setting what was left to the torch. Only a small percentage of the population escaped, including the noble Sienna, who is said to have carried Mira's son Raith in his arms as he led the remains of the army out of the burning city through the forest of Illion. After the destruction, the victorious armies of Penance declared that no city would ever stand on the spot again, and laid waste to the surrounding farmland with salt, rubble, and powerful curses. Since then the city has served as home only to a horrible assortment of monsters, bandits, lepers, and fiends.

Overview: Today the ruins of Illium still stand, partly overgrown, but strangely intact (map is on page 123). To avoid problems like Penance has with the undercity, the people of Illium had used only the highest quality materials in their construction, keeping deterioration to a minimum. Interspersed entirely at random with these

seemingly intact buildings are large empty craters, cutting disturbingly clean and smooth holes through the city without seeming to disturb anything around them. Most of these craters have filled with rainwater, creating a complex of lakes and ponds, and leading to a surprising amount of greenery amongst the ruins. The dead city stretches for miles along the banks of the Hebrus, which flows through its heart. Relatively steady river traffic flows through the city, although most mariners and merchants get a chill whenever they pass through, as the city's silence seems somehow unnatural. Also the danger of ambush from nightling clans, fausts, monsters, and a few crime rings leads to a discernable feeling of relief when one finally passes beyond the crumbled walls, although the forest of Illion on the other side is hardly safer.

Though a number of the inhabitants of Illium fled the city when it was destroyed, thousands of others died in the battle, leaving unknown hordes of treasure, bodies, ghosts, and valuables behind. The final resting place of the lord Ryuss, for example, has never been located, nor has the fate of Marcellus been determined. Though much of Illium's wealth has been looted by rashers and scavengers, there is still much left to be found, particularly in the center of the city, where most rashers refuse to set foot. The ruin itself takes up an incredibly large area of the plains, being roughly square and running about 14 miles per side. The northwest corner of the city has been absorbed by the forest of Illion, and is hidden beneath the trees.

The heart of Illium is infamous as the dwelling place of a powerful and mysterious creature, known colloquially as the Lord of Ruin, who is considered to be the figurehead of the city. The Lord of Ruin operates out of a magically preserved building near Illium's center, once the city's armory, haphazardly dropped into a crater when the city around it was destroyed. Sages refer to the Lord of Ruin as an *ulatra*, but no other such creatures exists on the Forge, so the term is somewhat pointless. The creature was first seen about nine hundred years ago, and has changed little over the years. It essentially appears to be a large humanoid creature with insect-like features, such as an exoskeleton, jagged pincers, mandibles, and a variety of spines and tails. Many rashers have attempted to slay the creature, but all have ultimately failed, mostly due to the creature's incredible physical speed and prowess. The monster does not appear to desire to socialize, but instead hunts the city, stalking those who dare to enter, and spiriting them away to be dissected in its lair.

The ground level of Illium is mostly impassable due to the undergrowth, but travel through the city is aided by the remains of the city's once famous skyways, elevated roadways that pass above most of the buildings. The skyways are broken in many places, but are still faster than taking to the streets. The drawback is that travelers on the skyways are frightfully conspicuous. The oddest roadway in Illium is the chute, a transparent crystal tube, about 40 feet in diameter, running all the way into Arena. The chute was once used to pipe supplies to Illium's allies in Arena; a metal compartment could be fired back and forth from the two ends, making the three

hundred mile journey in just over twenty minutes. The tube ran beneath the ground to prevent sabotage. Long sections of the chute are still intact today, and its northern end can still be seen coming out of the ground and running into the center of the city.

Notables: The Lord of Ruin's watery lair is best left alone, but other sites often prove fruitful to explorers. Investigation of the craters often leads to the finding of a fist-sized fragment of slade, a valuable anti-magical metal (see appendix). If one is willing to brave the nearness of the Lord of Ruin, Ryuss' palace, still mostly intact at the center of the city might be worth a visit. The chute, if one can find a way in, leads directly to the palace area, and skirts many hazards. The criminal ring Bastard Eye has its headquarters in Illium, and stores many of the goods and valuable that it robs from merchant vessels somewhere at the western end of the city.

Penance

Cantons: 3,000

Population: 40,000,000

Overview: The City of Penance is the largest city on the Forge, and the unofficial capital of the world. "The Pedestal" as it is known, is detailed in the product "Oath-bound: Domains of the Forge".

Sentinel

Cantons: 40

Population: 344,615

River Toll: 10 gp per mast or engine (min 10)

Major Industries: Fish, ocean products, shipbuilding

Bloodlords: 8 lords, including Canto Pagus (mn Rg7/Dem8), Agonne Belann - (mf Rg 17)*, and Poteal Scintalus (s Pal18)*

History: Sentinel is one of the oldest settlements on the Forge. Along with the city of Penance, it is the only of the original ancient cities that still survives. Sentinel was settled long ago as a fishing village, and grew in power through the strength of its large navy, which dominated the northern coast of Penance for many thousands of years. Sentinel, like Penance, was a hub, a home for conquerors who spread out across the globe and returned home bearing the prize riches of other lands. The most famous of Sentinel's conquerors was the great explorer Sarina Dardanus, who sailed all across the Northern Ocean, and founded many colonies on the coast, including the town of Penumbra. Sarina was the first resident of Penance to find a route to Eclipse, and is even accredited with founding Sentinel itself, which is most likely untrue. Her massive monument towers over the entrance to Sentinel's busy harbor.

Though Sentinel and the City of Penance have come into conflict over the years, there have been few major wars, as Penance had dominion over the land, and Sentinel over the seas. However, unlike its sister, Sentinel's growth was ultimately limited by its geography. Sentinel is set in a secluded harbor, surrounded on all sides by the Forest of Stone, a tall, steep, and rocky range of mountains. As Penance grew larger and larger, it began

to dwarf Sentinel, a fact that directly lead to the founding of the city of Beacon to the east, which has eventually taken over Sentinel's dominance of the ocean.

Though Sentinel at one time was united and powerful, it in time lost its glory, and fell into political turmoil. For thousands of years now, Sentinel has been divided by deep political battles, and though it still holds much wealth, has little clout with its neighbors. Within the last few decades, however, Sentinel has fallen under the influence of the ceptu capital of Attatal, located in the ocean to the north. The ceptu have been working to stabilize the city's politics and to hopefully return the city to its former power.

Overview: Sentinel today is still an exciting place. Ships dock at the harbor from all over the Forge, and there is a distinctly cosmopolitan feel to the place, even though it still maintains something of a small town charm. Like the city of Penance, Sentinel has an under-city, but unlike the pedestal's crazed maze of ages, Sentinel's underbelly is still used, and is well maintained, functioning simply to allow the city to make good use of its limited space. In many places, the city is strangely designed, and is built almost from the top down, instead of the other way around. Many buildings, typically industrial plants and warehouses, are assembled out of heavy blocks of granite, forming a stable base, while the city streets run across the tops of them, with houses, stores, churches, taverns, and the like placed as if on a plateau. Truly decayed buildings in Sentinel are torn down and either recycled, or dumped into the deep of the ocean, and do not clutter up the place. This serves to give the city a unique 3-dimensional look, which many people find hauntingly beautiful. For most workers in Sentinel, the daily commute consists of simply stepping out one's front door and then down a flight of stairs set right into the sidewalk.

These cityscape plateaus also serve to help create the political divisions that have so hampered the city's progress of late. Each plateau is its own distinct neighborhood, and residents have a certain sense of civic pride, and a smug feeling of superiority over those of other neighborhoods. Currently, eight different lords control Sentinel. The two most powerful lords currently control about forty percent of the city, and the rest is divided up between six different lords. Each lord has his own goals, and his own desire for the city. The sliver lord Scintalus takes interest in crafting laws, and has created a complex and very specific penal code for his wing. The nightling Canto Pagus concentrates more on exploration, funding trips to far off places in order to foster new trade and knowledge. Anyone with a hare-brained scheme and a desire to go somewhere far away would do well in meeting with Pagus. Unfortunately, because of their differences, or more likely their similar desires to rule the entire city, the eight Bloodlords of Sentinel are in a constant state of conflict. One would have thought that the weakened city would be an easy target for outside invasion, but the one thing all the lords can agree upon is that they all will unite to push any non-resident lord out of the city.

In the last ten years though, things have changed with the advent of the ceptu influence. Sentinel has always been the major hub for trade with the ocean capital of Attatal, but in recent years, the ceptu have entered Sentinel politics directly. The ceptu initially gained power in Sentinel by rescuing it from the menace of lord Pandarus' Beacon. Currently all but one of the eight lords of Sentinel have ceptu advisors standing in their courts, and the seven that do rely upon the ceptu heavily. Sentinel is the ceptu's grand experiment, an attempt to do with land races what they have so far done with the ocean peoples, civilize them. The ceptu focus on peace, diplomacy, negotiation, and common sense. Ceptu advisors take a role similar to a psychotherapist to their Bloodlord, calming his irrational fears, analyzing the psychological cause of his actions; in essence, slowly adapting him to the ceptu way of thinking. Politically, the ceptus are trying to do with Sentinel something akin to what Lord Penates has done with his alliance, and so far they seem to be making progress. There have been no armed conflicts in Sentinel in the last ten years, and the standard of living for most inhabitants has increased. Not all elements of society are happy however, a growing number of citizens are mistrustful of the ceptu, believing that they are taking control, and have taken to attacking them whenever they appear in public. The ceptu have responded by minimizing their presence in the city, staying in their palaces and in the back rooms, and letting the Bloodlords themselves do the business of a figurehead.

Notables: The most famous artifacts in Sentinel are contained in the aging Empire Museum, a large exhibit dedicated to showcasing the spoils brought back to Sentinel from all over the world. The harbor sentinel itself also serves as a museum of sorts, holding the tomb of Sarina Dardanus in its head, accessed through an incredibly high set of spiral stairs that spiral up the inside of its legs. The one location in Sentinel not under control of the ceptu is Opportune, a rogue canton in the southeast corner of the city. Opportune is the bloodhold of the faust lord Belann, who refuses to give up any of his control, even under intense pressure from the rest of the city. Opportune has managed to fend off the assaults of the other lords by inviting all the criminal elements of Sentinel amnesty in return for relocating to the area. Opportune is supplied by the air through merchants in airships from Beacon.

Sevenil

Cantons: n/a

Population: 89,076

River Toll: 5 gp per mast or engine (min 5)

Major Industries: Timber, forest products

Leader: King Odreck Viminth (ml Ftr10/Hn7)

History: Sevenil's history dates back many tens of thousands of years to the end of the druidic wars, and the beginning of the farming of Wildwood. The lower Tanais is the broadest of the rivers heading into the Wood, and the point where it crossed the border was the most logical place to begin cutting timber. Sevenil was originally



founded by a merchant by the name of Maxis Sevenil, who built his city on the Penance side of the border, using the queen's protective title of Bloodlord to defend himself against Haiel and his wrath. Over the years, a strange battle raged between Haiel and the foresters, with the feathered fowl replacing trees as fast as the settlers could cut them down. Eventually though, the foresters began to make progress, and cleared a sizable area of its plants just across the border. For the sake of efficiency, new buildings in the city began to be constructed upon this new land, and as the city aged, it slowly migrated to the east. The city today stands entirely in Wildwood, with a strange mass of ruins sprawling for many miles to the west of it. As Sevenil moved out of Penance entirely, its lord gave up his title, and proclaimed himself king of the area, a term that has lasted until the present day.

Overview: Sevenil today is the capital of a small empire of towns on the border of Penance. Most of these towns are tiny, having only perhaps a few hundred inhabitants, and exists simply to access a particular stand of a certain kind of tree. All of the towns are located in Wildwood, and Viminth's laws fully preside over them. Except for Sevenil though, they are of little note, and are little more than logging camps. Sevenil is a rough and rustic place. Most of the buildings are constructed of logs or raw planks, and are not necessarily designed to stand the test of time so much as to be erected quickly and cheaply. Sevenil exists to extract trees from Wildwood and send them to Decree to be processed, and has little pretense to elegance. Entertainment is provided for the loggers, but it is mostly quite pedestrian, consisting of whores, dancers, and drinking songs. The food is expensive in Sevenil, as it is all imported from Decree, and tends more towards meat, cheese, bread, and sameril than the more vegetable-rich diet of Penance.

Sevenil has a small but growing sub-economy catering to explorers and rashers who want to venture into the depths of Wildwood. Weapons, rations, magical potions and devices, survival kits, and more can be purchased here, albeit at premium prices. Most who buy here purchase their core gear in Penance, and then use Sevenil as a base camp, returning for supplies as they break, run out, or prove necessary. Sevenil is the principal spot on the plains to hire guides for the wood. Most guides are permanent residents of Wildwood who hire out their knowledge to earn a few gold pieces, typically in order to be able to afford a little bit of the fancy city goods.

Notables: The ruins of old Sevenil to the west of the city are an interesting site to explore. Old Sevenil is almost entirely abandoned, home only to a handful of beggars, tramps, and scavengers, and its secrets, even if they ever were known, are forgotten now. Most rashers head straight on to Wild Camp at the eastern end of the city. Here is where the services and equipment stores are centered, and where the guides from Wildwood line up each morning to hook up with those who wish to explore the wood. The most infamous store in Wild Camp is Cataract, a unique emporium for magical goods. Cataract is run by an eerie blind woman, who does not fulfill requests, but pushes particular items on customers based on what she sees them needing in the future. The hag does not even always explain what selected items do,

and most have very limited and unique functions. Cataract collects its items from rashers on their way out of the Wood looking to lighten their load. Some people swear by the old hag's visions, but others pass her off as a fraudulent huckster.

Temper

Cantons: 50

Population: 630,910

River Toll: 8 gp per mast or engine (min 8)

Major Industries: Tourism, banking, mercenaries

Bloodlords: Lord Avellius Caladion (s Sor18)*(North); Lady Lucretia (mh Clr19)*(Center); Lady Ninevah (fch Ari15)(South)

History: Temper began as the brainchild of a merchant who observed the massive quantity of gold that mercenaries brought back from Arena. At that time, long, long ago, the warlords of Arena had to travel all the way back to the city of Penance to restock their supplies. The merchant, Argus Sart, decided that a trading post located right on the border that was well stocked with everything that an army might need would make a huge fortune, and began to buy up large amounts of weapons, armor, and rations. Sart started up his trading post to some success, but soon realized that most warlords still went to the city anyway, primarily to enjoy the many pleasures and diversions there. Sart adjusted his strategy by importing entertainment to Temper, first opening a gambling den complete with a bordello and a burlesque theatre. After a while, not only were warlords stopping with their troops, but people were coming from Penance to enjoy the spectacle as well. The wealth that came into the area allowed the city to grow quite rapidly, and it soon reached its present size. Sart was not able to hold onto his empire for long, for once it became profitable, the city was soon besieged and taken by one of the armies it was built to serve. Since then, Temper has always been a bed of chaotic politics, and a strange variety of lords and talons have come and gone, each one vying for a share of the wealth.

Overview: Though most visitors to Temper are struck by the flashy spectacle of its wealth, in reality the place is marked by a stern division of haves and have-nots. Temper's core is a great horseshoe shaped road called the Loop, which runs east from the Xanthus all the way through the city, then dips south, and then heads back west to meet up with the river again. All told, the Loop is about fifteen miles long, and nearly all of Temper's commerce takes place along it. Few visitors ever leave the Loop, but those who do discover that the rest of the city quickly reveals itself as a dismal slum.

The northern part of the Loop is home to the casinos, the opium dens, the bordellos, and the bars. Visitors from both Penance and Arena mix here, throwing their money away upon trivialities, fortune, and pleasures of the flesh. Most of the massive and impressive structures here are facades, ornate declarations thrown up over cheaply made buildings. North Loop is at its busiest in the evening hours, when the yellow sun begins to dip in the sky; then the streets are full of people of all sorts,

and beautiful people linger outside the places of business, beckoning to visitors to come inside. Many of the buildings are designed around specific themes, and are designed with quite novel architecture. The Forest of Arnor casino/bordello, for example, is a replica of Titonious' palace in the city of Bower; here all the rooms inside are painted with plants and trees to look like one is outside, the ceilings are covered with leaves and branches, and the floors have a dense covering of real Tallis. Employees dress like druids, and all objects are built to look as if rustically carved out of wood or leather.

South Loop is quite different; it is the supply side of the city. Here weaponsmiths, armor crafters, and the like ply their trades all day long, and small armies march down the street, looking to equip themselves and their comrades back in Arena with sturdy gear. Competition is steep, and prices are quite good, especially if one buys in large quantities (over 100 men at a time). Rations of all sorts may be purchased here, as well as incidental equipment, such as rope, oil, ink, paper, maps, wagons, mining gear, and so on. The loop continues for a few miles along the river, where shipmakers compete with one another for the gold of Arena.

The central part of the loop is the focal point of the city, and is where the greatest concentration of wealth lies. Here Arena's recruitment takes place, as the agents of the warlords wine and dine hopeful warriors from the great city. Tourists come into the center loop from the north, and encounter the exquisite heart of Temper. Here, the buildings are real, the entertainment is sincere, and everything is incredibly expensive. Most who make it to center loop have been separated from their money one way or another, and can only enjoy the splendor of the place with the assistance of an agent, who will buy them the most fabulous night on the town ever in exchange for a signed contract of enlistment. Generally the fun is had first, and then when the bill is added up, the contracts come out. Those who don't sign must either pay themselves, or are whisked away to jail. Those who sign are whisked off into south loop, where they are equipped, briefed, and set upon a ship to Arena.

Wandering off the loop, particularly north loop, is depressing at best, and generally extremely dangerous. Off loop is where the residents of Temper, those who make their living on the loop, live, mostly in small, cramped, dirty apartments in much need of repairs. The police, who are quite watchful on the loop itself, only patrol the rich neighborhoods off loop, leaving the bulk of the city to the pickpockets, cutpurses, thugs, rapists, murderers, and madmen who populate it. The southern part of the city is not as dangerous as the north, as it mostly houses craftsmen, and not hookers, croupiers, and bartenders. South loop attracts more beggars however, particularly old, maimed warriors from the red desert.

Where exactly, one might wonder, does the money go that pours into Temper? The answer is fairly simple. Most of it ends up in the hands of a few rich merchants who live quite well, and whose mansions stand in walled off sections of the city near center loop. Their money mostly goes into the flashy facades of the casinos and clubs. The rest trickles down to the employees of the various establishments, who squirrel it away until they

feel they have enough, and then they move away, usually to the big city, where they can then afford to purchase property, settle down, or get a decent education.

Notables: At the heart of center loop is Mistress Lucretia's palace of flesh stands, a decadent realm of pleasure, hedonism, and sadism, where only the wealthiest can enter. Each night, a hundred visitors are allowed inside, for the entrance fee of two thousand pieces of gold each. Once inside, the group is taken through a series of rooms and chambers, each one unique and different. One never knows what to expect, and each night the show is different. Rooms may involve banquet, where exotic, strange, and sometimes disquieting food is brought in massive amounts for the pleasures of the guests. After each banquet, guests are brought through a vomitorium to prepare for the next feast. Some rooms involve spectacle, which are staged performances, including such notorious scenes as violent murders, suicides, beautiful virgins being beaten and deflowered by savages, defenseless people being torn apart by wild beasts, or perhaps even a passionate, touching, and well-performed stage play. Lady Lucretia herself often performs, singing her siren songs of passion and beauty. Spectacles may be illusionary or they may be real; it is impossible to tell. Sensation rooms are next, these rooms are typically pitch black, and involve massive stimulation of the nervous system, this may be done through flashing lights, wild and loud sounds, or the entire room may move, spinning round and round perhaps at intense speeds. Finally there are participation rooms, where the visitors are forced to interact. They may be instructed to execute a condemned criminal, force themselves upon an undead vixen, fight for their lives against an illusionary (or real) foe, or undergo painful tortures. Sometimes guests are offered the chance to experience death and resurrection, the effects of deadly poisons, or the insight of real insanity. The end of the night is invariably spent in a mass orgy of all the visitors, sometimes with help from the palace staff if prompting is necessary.

Other Cities

In addition to the seven major cities of the plains, a large number of towns have managed to survive in the political tangle of the Queen's laws, and have progressed past the point of being lawless villages or isolated bloodholds, and can legitimately be catalogued as cities. There are twelve of these lesser cities in Penance; each has between 10,000 and 50,000 inhabitants. Most of these smaller cities are ruled by a single Bloodlord, many of whom are mere puppet rulers controlled by larger political players, usually from the City of Penance. Powers behind the throne are shown by parenthesis in the entries below.

Ash

Cantons: 4

Population: 16,837

River Toll: 8 gp per mast or engine (min 8)

Major Industries: Clay and Brick

Bloodlord: Tathos (mch Ari8/Sor8)*

Overview: The city of Ash is an example of a settlement that has lived long beyond its prime. Originally named Sheen, it was once a thriving marble quarry, where much of the stone of the great city of Penance was unearthed, but over the ages, the quarry dried up, and much of the city's residents moved away to greener pastures. Those that remained refocused the city's efforts on the area's other industry, brickmaking. Though not particularly lucrative, the bricks of Ash have a market in the great city, and though the city's people are poor, their economic status is stable. Ash does most of its trading with the elegant bloodhold of Illumina, however there is little glamour in Ash, as its many kilns have created a large volume of air pollution that has stained the buildings of the city a permanent gray.

The city's sole Bloodlord is an aging chromithian by the name of Tathos, whose own personal income mostly comes from the river tax that is charged to travelers to Sanguine. Most of the Bloodlord's once great wealth is now gone, unwisely paid out to a greedy champion who charged increasingly exorbitant rates for his services before finally abandoning his lord altogether. Currently Tathos is said to be attempting to negotiate a mutual protection agreement with lord Belus, whereby one's troops will assist the other in a time of need. Although Belus has delayed the negotiations considerably with inconsistent tactics, Tathos currently has few enemies, as there are few who envy either his wealth or position.

Ash is built on two levels, the quarry level runs parallel to the river, with the rest of the city set on a cliff just to the north rising over a hundred feet above the level of the river. The original cliff was much closer to the river, but years of mining cut it back to over a mile from the bank. The quarry level is the older part of the town, with tall, gothic buildings made of beautiful marble blocks. The lower city has the look of a mausoleum to it, with its many pillars, statues, and monuments now crumbling and covered with soot. About half (2 cantons) of the lower city are completely uninhabited, and have been walled off for safety reasons. This area, known as the Cinders, is a popular pilgrimage site for darkly poetic youth and other lovers of decay. The upper city is much newer, and consists of a number of humble brick houses centered around Tathos' garish palace, a wild-looking edifice set right on the edge of the cliff and constructed from various parts and pieces of other buildings from the lower city.

Ash is a major river stop for those traveling to and from Sanguine, and there a number of shops and services that cater to travelers. There are a few farms in the region, and these serve to feed the town and provide a meager market for visitors. Most of the farms on the south bank of the river have closed down, as recent tales of pale bloodthirsty beasts from the Forest of Winter have spooked residents, and Tathos' troops have been unable to catch any of the creatures.

Notables: The only real attraction in Ash is the Cinders, which is technically not part of Ash, but a lawless zone, home to monsters, criminals, the macabre, and the dead.

Bond

Cantons: 4

Population: 20,872

River Toll: 5 gp per mast or engine (min 5)

Major Industries: Medicinal herbs, drugs

Bloodlord: Eris Gabon (mh Ari12)

Overview: Bond, along with its sister city Ward, was originally built as an outpost of the city Illium, guarding it from threats from Wildwood. After the Illium's fall about a thousand years ago, the outposts were abandoned; however, the fort at Bond was eventually rediscovered by explorers, and converted into a stronghold, a base camp from which the wood could be safely probed. About eight hundred years ago, these Wildwood expeditions paid off, with the discovery of the miracle plant urthine (see appendix), noted for its ability to fight off infection and disease.

The plant quickly became very popular in the City of Penance, where diseases often wipe out large portions of the crowded population at a time, and a lucrative trade was begun between Bond and Penance, with Bond initially raking in large amounts of wealth with its monopoly on the plant. Bond grew nearly overnight, as merchants, smiths, mercenaries, restaurateurs, builders, entertainers and others flocked to the town's newfound wealth. Within a few years though, a clever Bloodlord from Penance took over the stronghold of Ward on the southern fork of the Hebrus, and opened a competing operation, eventually bringing the price of the drug down to much more affordable levels. Bond and Ward ran a healthy competition for several centuries, before each eventually settled into its own niche.

Today Bond is still focused on the pharmaceutical trade, and many different independent merchants harvest plants from Wildwood. In addition to urthine, which is still a major crop, the bondsmen peddle a number of drugs, including opiates, anesthetics, poisons, and hallucinogens. The trade brings in good money, and the city of Bond itself is quite well to do, with tall, attractive wooden buildings, well-educated people, and sophisticated entertainment. A large lumber mill operates in Bond and provides for all the timber needs of the city.

The city today is run by a wealthy merchant family, headed by the Lord Eris Gabon who essentially purchased the title of heir from the previous ruler. Gabon is a portly and staunch man, whose maniacal focus is on business and wealth at the price of all else. Gabon recently seems to have irritated Haiel by attempting to shift from gathering the medicinal plants to farming them. Haiel imports a great number of animals intent on eating the herbs as well as many predators looking to eat the farmers. Gabon is reportedly looking for stout teams of mercenaries to camp in Wildwood and to take care of new arrivals the moment they appear.

Notables: Bond's main points of interest include the ruins of the original fort, and the Wildwood Medicinal Laboratory, where research on plants, herbs, and medicines is performed, often in very secretive circumstances.

Bower

Cantons: 6

Population: 27,051

River Toll: 8 gp per mast or engine (min 8)

Major Industries: Bowery Sap, Lantana

Bloodlord: Herod Titonious (me Drd20)*

Overview: Bower is certainly the most enigmatic of the cities of the Plains. It is a strange melding of two very different worlds, the city culture of the Bloodlords, and the communal forests of the Druids. Bower is often referred to as the capital of the druid culture in Penance, although has no real political claim to the title. Bower is certainly the only city in Penance where the code of Tallis is enforced instead of the six traditional laws of the Bloodlords. The lord of bower is an ancient elf, long lived beyond even those of his own race, and said to have ruled for upwards of a thousand years. This lord, Titonious, rules Bower from a living palace carefully sculpted from over a thousand carefully tended bowery trees, a spectacle that towers over the city's center.

Bower is built at the fork of the Xanthus river, a lush triangle of land that supposedly was the birthplace of Tallis, its deforestation being the act to spur his movement of resistance. Bower began many tens of thousands of years ago as a simple pilgrimage spot for religious forest dwellers to visit, but its popularity got out of hand, and ironically, a city-like infrastructure was needed to contain the thousands of people that came to visit the barren spot each month. Food markets sprung up, campsites and shelters were designated and built, theatres were constructed to present historical pageants, and so on. Soon an economy was developed, permanent merchants from the cities moved in, and the area began to become developed. Initially, a city dweller claimed the title of Bloodlord when it became available, but was quickly killed by an invasion of angry forest dwellers, who did not want to have their most sacred place despoiled. The lord's seat in Bower now traditionally goes to the most powerful druid in all of Penance, although it has not changed hands in quite a

long time. Lord Titonious has currently named the thorn Sathonia from the nearby forest of Arnor as his heir, although few doubt that this choice will again change in time.

Bower is the necessary key to the barter economies of the forests. It is essentially a massive trading post for the druidic people. Outdoor markets are located in central places in Bower, where anyone can come and trade forest products for gold. Most individuals

come bearing barrels of bowery sap; others bring furs, hides, herbs, vegetables, mushrooms, potions, religious items, or whatever they can gather. Bower law allows individuals selling natural resources to trade only as much as they can carry on their own backs (or racial equivalent), so lighter, high price items, such as sap, monster trophies, or magically enchanted items are the most popular. The people of Bower collect together the all forest goods that are brought in and sell them to visiting merchants from the other cities. Once a visitor has gotten his gold, he can then go shopping, and typically purchases metallic weapons, commercially made fabrics or clothes, or useful household items, such as iron pots and pans. Bloodlords can purchase iron cages for their prisons here, and of course, other more exotic devices can be acquired for the right price.

The city of Bower itself is a stunning sight, and worth a trip just for its beauty. Bower rises up from the river on high, rocky banks, and then levels out in a broad, green plateau. The city's age has created a great deal of spectacularly well built monuments and large public buildings, but the bulk of the city is made up of residential homes. These turf houses are burrowed down instead of built up, and are covered on top with sod. Residents plant gardens on the tops of their houses, both for food and for decoration; and fences and walls are few and far between. The entire city has the look of an exquisitely tended park, with flowers and ornamental plants everywhere one looks. The people of the city spend their free time out on the tops of their houses, playing, conversing, and tending the plants. In an interesting bit or reversal, water is taken up from the river and waste is dumped down wells dug into the floors of the houses.

The lord Titonious does not deal with most day-to-day affairs of the city, instead leaving them in the hands of a powerful circle of twelve high druids. These druids decide on interpretation of Tallis' code, whether it is applied to criminal matters, taxation, city works, and so forth. Titonious, as Bloodlord has the power to reverse or alter any of the council's decisions, but here rarely

does so, as all of the mem-

bers are hand picked by him.

Titonious mostly stays in his palace and observes the city, sometimes entertaining visiting dignitaries or interesting and well-mannered travelers. The various forest community leaders gather in Bowery every four years to meet



and discuss current events, problems, solutions, and in general promote cooperation. Titles are not required for attendance, and this gathering is usually extremely large, as anyone who lives in the wilds of Penance and sees himself as a leader of some kind is liable to show up.

Notables: The Bower, the lord's Titonious palace, is the most visible point of interest in Bower, but the most visited site is Tallis' birthplace, a simple, barren patch of land surrounded by thousands of pilgrims, many who claim to see visions or encounter miracles on the spot. Of course the markets are of interest to many forest people who need a way to pick up a few gold pieces.

Cage

Cantons: 3

Population: 10,520

River Toll: 10 gp per mast or engine (Min 10)

Major Industries: Slaves, Trading

Bloodlord: Kiir Vedrung (mhv Sor20)*

Overview: The city of cage is one of the most terrible and frightening places to behold in the entire Forge. In an expanse of a mile around the city, all life has been stamped out, and the rocky ground has been flattened, presenting a bleak and open terrain leading up to the thick iron walls of the Cage. This dead zone is intended to prevent any of the city's slaves from managing to escape unnoticed by the grim hovara guards that swim though the air in broad circles about the crowded and dirty city.

Cage was originally built as a simple trading post, a base for the nearby warlords of Arena to come and purchase food for their armies from the Bloodlords of Penance. This was many thousands of years ago, long before the hovara arrived and took the town by force, killing or enslaving all of its inhabitants. Angered by the loss of their supply camp, a number of warlords turned on Cage, and made to take it back. However, the hovara managed to appease them by selling the warlords the townspeople themselves, and by agreeing to continue to supply food, granting a better price than before. The hovara made a number of deals with the lords of the great City of Penance, and the food trade was soon renewed. Over the next few decades, the hovara committed no obvious evil acts, but spend all of their wealth building up their city, constructing the towering walls, the bleak prison complex, and the mass of hives in which the hovara themselves dwell. When the city was finally complete, the hovara returned to their native customs, and began patrolling the countryside looking to steal souls for the nearby war machines of Arena.

Cage today is more an enormous prison than a city. Two of its three cantons are taken up by a single structure, a massive iron prison whose maze of cells is said to extend even far beneath the surface of the earth. Placed at intervals amongst the corridors of cells are a number of grim arenas, sans spectators, in which the slaves' combat skills are tested and honed. Rescue attempts on the cage are nearly impossible, as the slave corridors are riddled with iron gates, false floors, and moving walls,

all controlled from a network of tiny hallways in which only the hovara themselves with their uniquely low profile can fit.

Above the prison, the homes of the hovara are built, tall iron hive-like structures, approachable only from the air and each filled with scores of the terrifying creatures. The city from a distance has the appearance of a massive iron fortress with hundreds of rounded watertowers piled over it, sometimes even stacked on top of one another. The city's third canton is a busy marketplace, where goods and food from the city of Penance are sold to the warlords of arena, and where slaves can be viewed and purchased.

Cage has no conceivable culture, the hovara entertaining themselves by torturing their captives and subjecting them to humiliation and mind games. Few visitors stop here, in fact anyone arriving without the attention of purchasing something is completely insane. The hovara get most of their victims from the open plains and from the forests. They are afraid of angering any of the major Bloodlords or warlords, and almost never attack anyone bearing a standard that they recognize. Cage is becoming a major problem in the west, and few people live in this part of Penance anymore due to fear of abduction. The town of Sanguine is clamoring for someone to do something about the menace, but the only powers in the area are Belus, who doesn't seem to be interesting in action, and Mabon, who is one of Cage's customers. On the other end, the Hovara are running out of people to abduct in the area, and cannot breed slaves quickly enough to meet demand. The hovara lord, Kiir Vedrung, has met with the Band of the Red Sun, and is purchasing large number of slaves from them that are to be shipped to Cage from the city of Penance. This means that Cage makes very little profit in its slaves, but since the hovara love torture more than money, this isn't a problem. It is a risky prospect however, as Belus has banned these prison ships from sailing through his lands, making smuggling difficult.

Notables: The only part of Cage open to visitors is the market, where slaves, food, and war equipment stand for sale. It is highly advised that all visitors buy at least something, or else they will cease to be viewed as customers. The most famous resident of Cage is actually a prisoner, the oracle Phocis. Phocis was given the incredible gift of being able to see future possibilities before they occurred. Unfortunately, his own future was the only thing clouded from him, leading eventually to him being captured by a hovara patrol. Phocis is kept closely by the hovara, who use him to plan their strategies and defend their city.

Haft

Cantons: 4

Population: 20,480

River Toll: 3 gp per mast or engine (min 3)

Major Industries: Marble, Granite, Crops

Bloodlord: Orrin Trophus (mh' Ari12)(Abbydon)

Overview: Haft is the proverbial company town. The city itself has stood here on the lower Hebrus in one form or another for thousands of years, but it has only

really grown to a noticeable size in the last century. The entire city is the property of Orrin Trophus, the local Bloodlord and eldest son of Serpen Trophus, the head of the Trophus Marbleworks in Utopia. Haft itself is essentially an extension of lord Abbydon's Utopia, and the laws here are just as strict as they are back at base camp.

Every adult resident of Haft is required by law to work for the marbleworks in some capacity. Most jobs consist of digging in the marble and granite quarries, stonecutting, or moving heavy loads onto ships. Other residents are employed as construction workers to build housing and streets for employees, and offices, schools, and other buildings for the company. Children are required to attend school, provided by the company for a fee taken from their parent's wages. Those not physically capable of heavy labor can be employed in the company kitchens, schools, gambling houses, theatres, or at desk jobs.

All real estate, utilities, and services in Haft are owned by the company, and have a usage fee associated with them. Employee housing is rented to the workers, meals are prepared for the workers and then taken out of their salaries, and so forth. Most employees find that their paychecks are spent even before they receive them. Some find themselves farther and farther in debt to the company each month. Most employees are locked into long-term employment contracts, and leaving one's job early is against the law. Visitors to Haft are allowed, but they are required to stay at one of the official company-owned and operated hotels. Hotel rates are expensive, running on average 20gp per person per night.

The plains around Haft have been cleared for farming, and produce enough food to feed the city and also to export a great deal of produce to Utopia. The farmers are not bound by Trophus' laws, but still are under his control. These individuals make a profit, but certainly earn less than standard Penance rates. The best-paying job to have in Haft is that of a soldier or bailiff. These occupations are well compensated to ensure that they are not tempted to turn against their employers.

Orrin Trophus is a very rich, cruel and intelligent man. He has been in power here for over twenty-five years, and took the seat after his uncle passed away, who had built the town up from a single quarry and a quarter mile strip along the river. Trophus has never been challenged, as he has named lord Abbydon himself as his champion. Orrin Trophus runs a tight operation here in Haft, although much of the profits go straight into Abbydon's

coffers, officially as his championing fee, but more honestly a pure business tax.

Notables: The only unusual sites in Haft are the quarries, of which there are many, both active and abandoned. The highest profile citizens are the ombudsman Maran Darnell of the stonecutters, and the entertainer Antia Biryen, who functions essentially as the company spokesperson.

Hale

Cantons: 6

Population: 18,636

River Toll: 6 gp per mast or engine (min 6)

Major Industries: Coal, Iron

Bloodlord: Guthra Tann (fh Ari10)

Overview: The small city of Hale on the Ladon river is not a rich or elegant town, but it does have a strong and stable economy. Hale is a mining town, and most of the iron and coal used in the city of Penance comes up from the earth here. The land around the city is unpleasant looking, riddled with upturned earth and spent mines. Little vegetation or animal life can be found in the area, as toxic materials used in the mining procedures have poisoned the soil.

The city itself is much more livable, although it tends much more towards the utilitarian than the decorative. Most of the buildings are made of stone or brick, and architecture is very basic. The people here are working class folk, and are not particularly interested in flair or spectacle. In general, most workers are happy, as wages and treatment of workers are better here than in most areas.

Politically, Hale has retained its independence through strong military presence. The ruling family in Hale, the Tanns, spend a great deal of their profits on defense, ensuring that Hale does not suffer the same fate as Stag and many other small cities, taken over by a larger lord tired of paying fair prices. The current Bloodlord,

Lady Guthra, is very cautious, and keeps a large staff of well trained bodyguards around her at all times, in addition to the troops posted all along the city wall. Hale has been in control of the Tann family for almost two hundred years now, after one of lady Guthra's ancestors won it in a card game.

There is little artful entertainment in Hale, however there are always the taverns and brothels that line the main streets. Because of the large population of miners and soldiers, beer, spirits, and prostitutes are in high demand. There are more sex workers per capita in Hale than anywhere else in Penance. Like with Sanguine, many people come here from the larger cities to work for a few years,



earn some money, and then return home. The brothels cater to these types, offering room, board, and cash in return for short term contracts. Because of the proliferation of prostitution in Hale, prices are quite low, and a small tourism industry has developed with residents of Mourn and the City of Penance traveling to Hale on sex holidays. Some companies even offer package deals with all one can handle for a flat rate.

Most of the work in Hale is done in the east side of the river, where the mines are located, and most of the money finds its way to the west side, where the wealthier families' homes, as well as the Tanns' palaces, are located. In general, prices on the west side of the rivers are nearly twice as high as on the east, where poor workers live in small row housing, the streets are unpaved, and most of the people are covered head to toe in black coal dust.

Notables: The many abandoned mines around Hale seem to be the largest attraction to rashers, although many people come just for a chance to experience the wonders of the tiefling Katerina, said to be the most skilled whore in all of Penance.

Harmony

Cantons: 10

Population: 35,160

Major Industries: Fish, shellfish, herbs

Bloodlords: Rakkon Dar (md Rgr20)*

Overview: The city of Harmony has ancient roots, but its current incarnation only dates back a few hundred years. A small fishing village had existed in this spot for hundreds of thousands of years, and changed little until a defeated Bloodlord from Beacon abandoned his cantons, and took the remnants of his army south down the coast to set up a new city. This lord, Allron Dar, became enchanted with the still, quiet harbor and the craggy backdrop to the area, and decided to settle in the village. The villagers themselves were horrified of the sudden change, and under the dark of night, blocked the gates of Dar's makeshift fort, and set it ablaze. In the resulting chaos, a few of Dar's soldiers were burned to death, but nearly all of the villagers were massacred by his troops.

Greatly upset by the massacre, Dar rededicated the town as a haven for peace, and declared that war would never again taint the soil of the area. Dar then ordered his men to begin building the city according to a planned aesthetic, and began work on crafting a set of utopian laws that would be fair to all. Dar eventually settled on a basic principle of isolationism and self-sufficiency in order to keep the city out of trouble. Over the next few years, word spread of Harmony as a refuge for those interested in a peaceful lifestyle away from the political maneuverings of the overlords, and settlers began flowing in, each swearing to uphold the city's principles of peace and fairness. Harmony has since had its share of bumps and problems, but has essentially remained true to its promise, and is considerably more gentle than its neighbors.

Harmony today is a quiet, but pleasant place. It mostly provides for all of its own needs, and has little trade and contact with other cities. Its steep backdrop

cuts it off from the plains, but it still is approachable from the sea. Harmony's largest industry is in shellfish, which are particularly abundant in the sheltered waters of the inlet upon which it stands. Harmony trades nearly all of its products to the nearby city of Beacon, as the local lord, Rakkon Dar, is greatly afraid of the regime of lord Pandarus, and is making an effort to appease him by taking the role of a peaceful ally. Dar also is quietly beefing up his defense forces with mercenaries, as part of the deterrent to attack.

Harmony mostly consists of simple, one-story cottages, made of planks from the nearby Wildwood. The town is sunny, and nearly every home has a view of the ocean, as the city gently sprawls down a slope toward the beach. The people are mostly fishermen, craftsmen or herbalists, collecting plants from across the inlet. Harmony grows few crops on the land, and instead has learned to farm various types of kelp. The local diet is unique, and is almost entirely from the sea. Refugees still make their way here, and the city grows at a slow but steady rate.

Notables: With the exception of the refugees, most of those who travel to Harmony do so to study at the Tyras School of Herbalism, where a number of different botanical arts are taught, using the nearby Wildwood as a source for a great variety of materials.

Loom

Cantons: 6

Population: 19,142

River Toll: 5 gp per mast or engine (min 5)

Major Industries: Crops, Sameril, Sathonia

Bloodlord: Sangrin Pelias (me Ari16)(Hyperia)

Overview: Loom is a farming town, set on the east bank of the Syrinx, at the heart of what is one of the most fertile areas on the plains. Loom originally began as simply a dock and drawbridge on the river, a place for farmers to bring their produce to be loaded onto ships. Over the years it has grown remarkably, and now is one of the larger suppliers (with the exception of Decree) of crops, meats, and dairy products to the City of Penance. Farmland stretches out from Loom for thirty miles in every direction, and the local military is very busy keeping up with the rigors of maintaining protection over the land.

The people of Loom are mostly craftspeople, retired farmers, or merchants whose business it is to collect crops and ship them to the larger cities. Loom is not as densely populated as many other cities in Penance, and land can be purchased here for a reasonable price. Prices in general are quite good in Loom, especially for food, and excellent fresh produce can be acquired at the Loom farmers' market in the center of the town. Many small merchants get their start here, buying up food directly from the farmers, and then transporting it to areas such as the Golden Shore or the Oasis, where it is in great demand.

Loom is controlled by the Trinakia family of Barrowhold, although the strict caste culture of Barrowhold has not been applied to Loom, as there is simply not enough of a gap between the rich and the poor here. Technically, all residents of Loom are considered Free-

men, and can hire employees, but cannot take true servants except in a few cases. Citizens of Loom that come to Barrowhold are considered foreigners. Barrowhold supplies the military protection needed to ensure the safety of the farmers, and in return takes a percentage of everything that they grow, which is then sold for a good price in the big city. Loom has its own royal family, the Pelias', who are cousins of the Trinakias. The current lord, Sangrin, took the throne from his older brother Tabus, who abdicated to go to Barrowhold where he is aggressively pursuing a claim to the throne there.

Loom has much more of a suburban feel than most cities; its houses are of moderate size, with fenced yards and plenty of trees to provide shade. Loom has a great many small parks, all well maintained with beautiful flower gardens and a number of well-sculpted fountains. This beautification is part of a long-term process on the part of the Trinakias to slowly fold Loom into Barrowhold. Barrowhold has also built a very stunning theatre in the center of town and has imported first-rate talent, charging steep rates for tickets; an attempt at getting the people of Loom interested in having money.

Loom is the largest river stop between the population centers of the North and the big city, and nearly all the vessels stop here on the way for supplies and rest. The port district of Loom is very different than the rest of the city; it can get quite crowded with sailors in the evening, and is not known for safety. A great many rogues, cutpurses, and cheats frequent the cities taverns, brothels, and gambling houses, hoping to unload travelers of their heavier currency. Visitors to the port have a wide variety of goods at their disposal, and can walk right up onto the moored ships and purchase cargo from them, or book passage to other ports.

Notables: The Loom Farmer's Market is an excellent place for small merchants to gain a foothold. The farmers bring their crops to Loom, and anyone who comes can purchase them from. Those who are clever about finding a way to get the crops to the wellspring can earn quite a bit of profit. The Tabus Theatre is by far the nicest building in town, being built to rival the grand theatres of Barrowhold. Prices are steep (20-50gp for a ticket), but the entertainment (typically operas, ballet, or dramatic plays) is the best outside of the great city, and the lobby at intermission is the best way to get close to Loom's rich and famous.

Mourn

Cantons: 12

Population: 74,324

River Toll: 7 gp per mast or engine (min 7)

Major Industries: Fishing, Sailing Ships, Nisankh

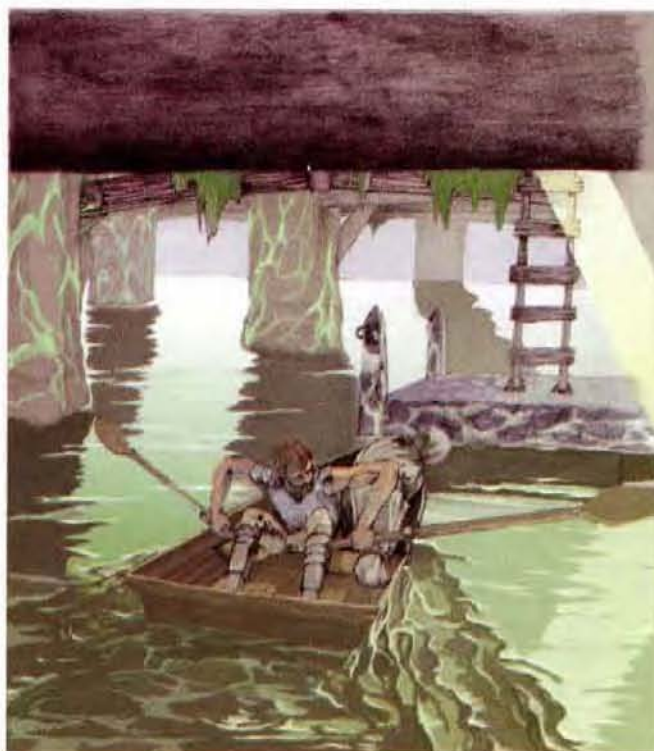
Bloodlord: Pellus Kay (mh Pal17)*

Overview: The city of Mourn is often overlooked as a destination, as it has a reputation of being somewhat of a slum. While this is mostly untrue, Mourn certainly is not as large or as wealthy as the other major port cities of Penance, Sentinel and Beacon. Mourn is, at its heart, a fishing town, and the population here is working class, quiet, humble, and very attached to the sea. Mourn has a very distinct feel to it; it is built upon the delta of the Ladon river, and much of the city is set upon docks built

out over the water. The land beneath Mourn is varied, consisting of thousands of tiny islands of rock in a large stew of flowing river water and tidal action. Mourn is built almost entirely on stilts made of petrified wood (see appendix), and sits about eight feet on average above the level of the water. Canoes, rafts, barges, and rowboats can navigate easily under the city, and most of Mourn's traffic is hidden beneath its surface, allowing the city's layout to be quite odd indeed.

Mourn does not have streets as most towns do, so its buildings are places extremely close together, with only narrow walkways between them.

Commercial traffic is all done by boat, so most people on the streets are locals, either strolling to the local pub, or out talking to friends. Communities in Mourn are centered around courtyards, open squares of varying size that serve as focal points for local activity. Nearly all courtyards have a portal in the center and a ladder leading down to the water below. Most have a winch device above them for hauling crates and heavy objects out of boats. Many private residences have portals as well, but they are usually smaller. Courtyards are also public spaces, areas where children play, markets are held, holidays are celebrated and the like. Communities in Mourn are very close knit, as most people know everyone else in their local courtyard, but rarely travel elsewhere except on business. A few courtyards are exclusive to one race, religion, or creed, but most are mixed, based around one's economic status more than anything else.



Politically, Mourn is absurdly neutral. The city's architecture is highly vulnerable to mischief, and the local lord can ill afford to anger anyone. Mourn takes no official stand in any of the political quarrels of the day, and sends no diplomats to other cities. Wealth is accrued through taxes, and mostly supplied by a few merchants who travel to the City of Penance to sell Mourn's catches. Mourn also has a lively sailing ship industry, and sells vessels to cities and merchants all over the globe. Wood is taken from the coast of Wildwood, and many merchants from Mourn travel across the oceans to trade. Passage can be got here to the islands in the north, Penumbra in Wildwood, or various places in Arena. The only known vogels in Penance dwell in Mourn.

Mourn's people are, for the most part, simple folk. They enjoy fishing, sailing, family life, and a night out at the local tavern. Mourn's dense and hidden architecture sometimes proves attractive for smugglers, kidnappers, and other forms of organized (and not so organized) crime. The city is generally safe as long as one stays in the boatways and the main courtyards; wandering down the twisting and strange alleyways can get one easily lost at best, and sometimes killed. The local administration keeps bailiffs in most public areas to protect the citizens, but harder to deal with crimes are often simply ignored. Rashers are allowed in Mourn, but not encouraged, as they tend to draw the ire of other powers. Some rashers find Mourn to be a good base of operations, as it is easy to purchase a hidden warehouse, and then come and go without being seen or noticed.

Notables: Mourn's most famous citizen is the explorer and sea captain Alain Rictus, who makes expeditions all over the northern hemisphere of the Forge. Mourn is supposedly home to the Sea Hags a mysterious smuggling ring that has operations all over northern Penance. The Sea Hags smuggle drugs into Beacon and people from the seacoast to Cage. The Hags also fence stolen goods in an out of the great city. The location of the Sea Hags' headquarters is hidden and unknown. Mourn's most well-known locale is "The One That Got Away", a popular tavern that serves as a gathering spot for local fishermen, who love to tell tall tales. The One's regulars are known for their one-upmanship, each trying to upstage the other with wild adventures of the sea.

Sanguine

Cantons: 7

Population: 15,085

River Toll: 8 gp per mast or engine (min 8)

Major Industries: Fruit, Tourism, Wine

Bloodlord: Boeotia Himara (fe Brd8/Dem7) (Belus)

Overview: For most city dwellers, Sanguine is the most beautiful settlement in Penance. Set at the fork of the Aegis river, the eastern end of the city meets the water level, but then a breathtaking series of falls drop away on both forks, leaving the city atop a huge plateau, like the prow of a great ship. Sanguine has capitalized upon its natural beauty, and has sold itself as a romantic getaway from the city of Penance, catering primarily to rich tourists.

The bulk of the city's residents are wealthy retirees from the great city who have come here to live in peace, quiet, and relaxation.

All of the buildings in Sanguine are either old, or built to look that way, and the architecture is picturesque and well crafted. The city is famous for its quaint gabled houses, cobblestone streets and courtyards, stone archways, and small, pleasant churches. Everyone in Sanguine seems exceedingly relaxed, and most citizens and visitors seem to spend all day at cafe tables in the courtyards, being waited on, sipping babanth, listening to the many wandering minstrels, and watching the children play games. The central courtyards all have game boards painted onto them, and the city provides giant game pieces for any who wish to play. A small zoo is located on the cliff at the western end of the city, and contains a number or unusual creatures from all over the Forge.

Sanguine is located at the heart of Penance's wine country, and is home to several score different wineries, producing everything from traditional varieties to mossfruit wine, and even a form of Bowery sap mead. One can spend several days at a time going from one winery to the next sampling all the wines and listening to their stories. The vineyards and orchards of Sanguine stretch out eastward from the city on the north side of the Aegis, and cover many miles of the plains.

Workers in Sanguine, particularly in the service industry, are in constant demand, and many poorer people come here looking for work. Employers are selective though, and only the most pleasant, polite, and attractive applicants are hired. Workers are paid reasonable wages, and are treated fairly, but rarely last from more than a few years, as they can't afford to live here except in the servants' quarter, located in the southwest part of the city, where apartments are small and rents are high. Most workers come from the city of Penance as young adults, work here for a few years, and then return home.

Sanguine is run by an elegant female elven Bloodlord by the name of Boeotia Himara. Himara's chief concerns are the beautification of the city and keeping its citizens safe from the slavers from Cage, just 100 miles down the river. No buildings have been constructed past the south or west sides of the city, and troops are positioned in outposts along the river, keeping watch over the plains. The troops are however mostly for show, as the hovara of Cage are not interested in attacking cities. Himara has highly touted a deal she has made with Illumina, whereby Belus' troops will retaliate against any lord that attacks Sanguine. For this protection however, Sanguine pays Belus a great deal of taxes, mostly in wine, though, not in gold.

Notables: By far the most famous site in Sanguine is Delfoss, the spectacular horseshoe shaped waterfall on the north side of the city. Perhaps the most unusual site though is the Melodium Winery, where bardic vintners magically seal songs into their bottles, which then play when the cork is removed, providing a surprisingly romantic addition to one's dinner. Some bottles have their songs printed on the labels, but others are unmarked, intended to provide a pleasant surprise to the buyer. Melodium wines cost 100gp per bottle on average.



Stag

Cantons: 5

Population: 14,630

River Toll: 3 gp per mast or engine (min 3)

Major Industries: Baban, tea

Bloodlord: Armaz Saan (mn Rg8/Asn9)(Narcis)

Overview: The city of Stag was one of the first settlements on the edge of Wildwood. It was originally founded as a tea plantation, but when baban was discovered about 600 years ago, the town expanded into a legitimate city. Money poured in and the townspeople began having grand mansions built, importing labor from Decree. The nearby wildwood provided a plethora of building materials, and today the city is most famous for its immense lodges and estates. Few visitors come to Stag, and most of the town's population is employed in harvesting and roasting baban, tea, and a variety of other herbs. These plants grow across the border, and well-equipped guards are needed to protect the harvesters from dangerous beasts.

There is a basic infrastructure in place in the city, and one can find theatres, taverns, and even an arena in the town. A fair number of rashers sail through the town on the way to Wildwood, although most go through Sevenil to the south. A few stores sell exploration gear, but most people stock up in Decree. There is a nascent tourist trade in Stag, as people from the larger cities come to tour the extravagant lodges and sip freshly picked and roasted babanth. A few small companies have even begun to offer guided tours of parts of Wildwood, taking visitors on a dangerous nature trail through the dense woods.

Politically, Stag is a satellite of the Golden Shore. Up until ten years ago, the city had been independent, but the local Bloodlord insisted upon upping the price of baban, and managed to anger lord Narcis, the town's largest customer. Narcis sent Sestos Malvacius to Stag to assassinate the lord there, and then set up his brother in law, Armaz Saan, to rule in his stead. Saan is quite loyal to Narcis, and keeps the price of baban low for all golden shore customers. Saan increases prices for all merchants not from the Shore, which is one of the reasons that the root has not caught on as well in other areas. Saan has also made it illegal to take baban seeds out of Stag in order to prevent competition.

Notables: The most unusual property in Stag is the Leicester estate, a mansion constructed by a very rich, and extremely mentally disturbed architect. The owner was extremely paranoid of others finding him and taking his wealth, and so the huge mansion was constructed with strange mazes of corridors and traps, along with stairs to nowhere, and doors that open onto deep pits or blank walls. The mansion stands as a playground of sorts, with all who wish to explore it paying a 50gp fee to get inside, entering at their own risk. Rumor has it that the place is psychically warded, and those who die in the mansion cannot escape it, their spirits doomed to wander the halls, forever looking for a way out.

Ward

Cantons: 3

Population: 10,845

River Toll: 4 gp per mast or engine (min 4)

Major Industries: Salinn, urthine, herbs, drugs

Bloodlord: Daleef Lorca (md Clr18)*

Overview: Ward is the youngest city on the plains, and the smallest as well. At just over ten thousand inhabitants, it barely qualifies as a city at all, but Ward is growing rapidly, and has amassed a fair share of wealth and prosperity. Ward is known as the sister city of Bond, but the two are more akin to rivals than siblings. Ward was originally merely a large stone fortress built on a high bank overlooking the place where the Hebrus crosses over into Wildwood, and was abandoned for several hundred years after its parent city of Illium was destroyed. About eight hundred years ago, however, when the town of Bond began to prosper from a monopoly on the urthine trade, the fortress at Ward was rebuilt by soldiers of lord Ammon, a Bloodlord who then ruled over the city of Ismarus, now a part of lord Abbydon's Utopia. Ammon rebuilt Ward essentially as a moneymaking scheme for his small city, although the actual amount of gold he managed to rake in through importing the urthine plant was barely enough to pay for the large numbers of troops needed to protect Ward from its jealous neighbor. Eventually, the regime of Ismarus toppled, and Ammon was forgotten, but the family of lieutenants that he set up to rule Ward managed to live on.

Ward today is still in the urthine trade, but earns most of its wealth from a more recent discovery, an herb called Salinn that is used as a sweetener in many foods and drinks. This diversification has allowed for a tentative peace to stand between Ward and Bond while still promoting enough competition to stabilize the marketplace. In recent years, however, Eris Gabon, the new lord of Bond, has taken to demonizing Ward, blaming all of the city's problems on this unwanted rival to the west. This has stirred up national pride in Bond, and has created a great amount of fear in Ward. The ruling family here has begun scrambling to come up with defense strategies, and has discovered a potent airborne toxin in the wood that they have been quickly attempting to develop into a weapon. The Lorcas have been manufacturing pax missiles (see appendix) to discourage attack from Bond, which has worked, but has only added fuel to Bond's claim of Ward as an evil place.

Daleef Lorca, however, is very attached to his city and its pleasant, hard working people, and has done a good job in setting up fair laws and promoting business, growth, and civic spirit. Lorca's city is well planned and defended, and has a very distinctive look, built around a single high hill, with the original fortress and tower at the top, and the city spiraling out down the sides under the cover of a great many trees and tall hedges. The city itself cuts a very distinctive pattern from the air, which many claim to be some sort of magical rune or symbol, but others find merely intriguing. Because of its location, most of Ward's buildings are constructed of wood,

although some of the more permanent structures are built of stone, and stone walls are woven throughout the city in order to help contain fires.

The people of Ward are mostly folk who find themselves pulled between the worlds of the city and the wilds. There are a great many freedoms in Ward, and close access to Wildwood, but there are still restaurants, cafes, markets, fanciful clothes, and even a few wild luxuries. The dover population is quite high, and there is even a handful of wild frey that have decided to try and become civilized. The Lorcas have made recent attempts to attract rashers to the town for the city's protection, and have built extravagant quarters for them to use as a base for their explorations.

Notables: The most heavily guarded location in Ward is the chemical weapons storage facility, housed in a secret underground location. The Lorcas have been trying of late to keep hush the fact that some of the pax missiles stored in the center have been disappearing. Who is taking them and where they are going is unknown. The original stone outpost at the center of the city has been rebuilt and rededicated by the Lorcas as a church to the dover god Kerala. The most visited building in town is the well-stocked rasher's center, a luxurious complex complete with a spa, baths, comfortable private apartments, catered food, and a variety of services, such as healing, identification, training, sages, and the like. Rashers pay a weekly fee of 100gp per person, plus extra for magical services. The facility is for rashers only, residents who do not participate in any ventures are eventually asked to leave.

Towns

In addition to the cities of the plains, there are several score smaller towns scattered across the wilds of Penance. These towns are distinguished from villages by having at least 1,000 inhabitants, although not all towns have Bloodlords; 1,000 people must be located all in a single canton in order for a lord to claim the territory. Nearly all of the towns in Penance are located along the rivers, and the towns earn their money as way stops for travelers.

Most river towns in Penance are ancient beyond ken, but one wouldn't know by looking at them. Towns are generally simple, and contain little of value. The buildings are made of wood or stone, and old relics either fall down and are rebuilt or decay into dust. Most towns have little history of note, perhaps a famous son or two, some local legends, family rivalries or romances, and lots of gossip. A river town generally has a number of piers where boats can tie up (usually for a small mooring fee), a tavern and inn for visitors, perhaps a music or dance hall, and sometimes a brothel. From the waterfront, the main street of the town stretches away, containing a number of shops, stores, offices, and a few restaurants. These towns serve as a support for the farming communities of Penance. Local farmers can drive their yields to the town, sell them to a local merchant, buy some supplies, and then return home. The townspeople are nearly all craftspeople or their families. A local wagon maker, for

example, is necessary for a farmer to get his crops to market, the wagon maker needs a wheelwright, and a cobbler is a necessity for all three. In this manner towns develop, people arriving as they are needed to keep the food going to market.

A Bloodlord is both a blessing and a curse for a town. Bloodlords provide laws, which help create the stability necessary for a simple economy to survive, but they also bring war and politics. A bloodhold is a commodity, no matter how small, and many desperate fools on the Forge will stop at nothing to acquire the title. A small town with a single canton and a minor lord is an easy target for schemers and dreamers, so most towns have to rely upon the protection of a larger power, even if they have their own Bloodlords. Protection of this sort is usually bought with a contract of trade, where the town agrees to bring all of its goods to market in the larger city. In return the city's lord agrees to take help defend the town from military attacks, and to revenge any assaults upon the lord himself. Protected towns fly two flags at their ports, one with the local lord's symbol, and one with the protecting lord's. The most common protectorates in Penance are Illumina, Barrowhold, Hammerfall, Utopia, and Blackwall, although farther from the center, flags from Beacon, Decree, Temper, and even some of the independent minor cities, such as Ash, Ward, or Hale.

Most cities make a considerable effort to carry through on their protection contracts, as breaking a contract means that towns will go elsewhere for protection, and that one's food supply will dry up. Protection is also the cause of many a large scale war, as one bloodhold may attempt to annex a small town, which may be protected by another bloodhold, who will attack the first one, often times bringing other allies and enemies into the fray. Towns can also play part in larger conflicts, where a bloodhold attempts to wear down its enemy by taking over its support structure.

No town in Penance exists without a reason. In cases where towns are not tied to local farms, they are inevitably bound to mines, pilgrimage sites, or other sources of economic wealth. There is always, of course, the occasional cleric or tycoon who can somehow convince a thousand people to follow him out to the middle of nowhere so that he can gain the title of Bloodlord for whatever reason, but such settlements seldom last more than a year before disaster befalls or the people simply become dissatisfied and leave.

MUSE

Cantons: 1

Population: 2,133

Major Industries: Artworks

Bloodlord: Marat (mau Ari8/Art10)

Overview: The one town most of note in Penance is undoubtedly the aurad capital of Muse. Muse is located out in the middle of the high plains, about halfway between Decree and Illium. A smooth, paved road connects the town with the city of Decree, about 150 miles to the north. The town of muse, although it counts over 2,000 inhabitants, contains only a single structure. The great tower of Muse ascends high above the plains, soaring to

a height of over a thousand feet. The tower itself is made entirely of shalik (see appendix), a lightweight yet strong material not occurring anywhere in nature.

The inhabitants of Muse, all aurads, all dwell inside the one building, gathered together as if a single family. There is no support structure around the tower, no farms, wells, rivers, stables, or any sign of labor. Instead, the surrounding countryside (the entire canton, covering almost two square miles) is a beautiful garden, set up with fish ponds, gazebos, hedge mazes, floral arrangements, flagstone paths, giant game boards, wild statues, broad lawns for sport, decorative fountains, swimming pools, white sand beaches, and the like. The aurads from the tower spend their time here in the garden, frolicking and relaxing. If they are ever threatened, they simply retreat into the tower, close the doors, and wait out the threat. The aurads conjure all their food and material needs out of thin air, and a handful of disjoiners in their midst simply whisk the community's waste out of existence. There is no pollution, no hint of ugliness, and no creatures or plants are ever harmed to provide for the aurads' idyllic lifestyle.

On the northern edge of Muse's canton sits a beautiful amphitheatre, surrounded by four smaller outdoor theatres, plus two indoor ones (in case of weather). The main amphitheatre is stunning, with a deep semi-circular bowl of blue marble steps and a shining white stage. Columns rise all throughout the theatre, all topped with splendid statues of a variety of subjects, although usually male. The smaller theatres are similar, but more intimate. These theatres are the aurads' source of entertainment. People from all over the Forge come to the muse amphitheatre to perform unusual and wild acts to pique the interest of the aurads. Bards, theatre groups, choirs, acrobats, circuses, magicians, storytellers, gladiators, and more come each week, sometimes on their own, but usually with the assistance of an experienced merchant who knows how to speak and deal with the aurads. In return for good performances, the aurads gift the performers with the creations they have recently made that they no longer want. There is no organized system for this; individual aurads contribute to whom they desire. Generally it is the more original acts that gain the most rather than the best performers, as that is what appeals to the overly entertained natures of the aurads.

The aurad Bloodlord, Marat, does remarkably little. Sometimes foreigners are allowed into the garden, but never the tower, which also contains magical wards to prevent magical observation of the inside. The aurads themselves are peaceful folk, and have no need for thievery. Most crimes in Muse are of jealousy, whether between lovers or rival artists. Most punishments simply consist of barring individuals from leaving the building for a period of time, but extreme cases, such as murder, are dealt with by exile, permanently casting an aurad out of the community. Lord Marat frequently attends the performances at the amphitheatres, and often orders fabulous banquets thrown for entertainers that please him.


Lawless Villages

Uncounted across Penance are the tiny hamlets, the sleepy burghs, and hidden communities. Though rarer in Penance than in most places due to the queen's laws, small villages can be found nearly anywhere on the plains. Many are river stops that haven't quite made it to town status yet, but some exist for their own purposes. Farm communities far out on the plains may have their own tiny village to supply their needs so that the farmers don't have to make the long trek to the river every time their axe breaks. A village might simply consist of a number of farmhouses all gathered together for protection, each one tied to a different parcel of land nearby. Some villages may contain a small community of people who simply wished to hide away from the world, and manage a humble, yet peaceful self-sufficiency. Villages are pleasant, but dangerous, as they offer little protection against bandits, monsters, or bloodthirsty nomads. Most villages only manage to survive on the plains by having very little of value, thus taking away the temptation to steal from them.

Villages often respond to outsiders with very mixed messages. Outsiders represent trouble and danger, yet at the same time, are a much-needed break from the general monotony of a tiny isolated community. Travelers may be greeted warmly by some townsfolk, who intently listen to any tales they have to tell, while the neighbors may not-so-politely ask them to get out of town. Travelers in need can usually count on a village for a meal, a drink, and a place to spend the night, but staying more than a day or two is usually asking for trouble. Few villages have the might to deal with seasoned rashers, but they are more than able to go cold and become unhelpful. It's possible for a rasher group to take residence in a village and volunteer to protect the people there, but such actions are met with great suspicion more than thanks. Most villagers prefer to live near simple folk who don't cause trouble.

Villages don't usually have services, such as inns or taverns, but it's a simple matter to find a villager willing to rent out his extra room, or to make room for a few more at the dinner table in return for some much welcome extra coins. Villagers are frequently encountered outside, and simply asking around a bit can turn up someone willing to share their space. There are no set prices, but villagers are poor, and don't commonly ask for much; a gold piece or two is usually fine. Rashers passing through isolated villages should be forewarned of attracting the attentions of the younger members of the community, who often attempt to persuade the group to take them with them.

All villages are very tightly knit communities, where everyone knows everyone else. Most only contain a certain kind of people, such as followers of a particular religion, members of a particular species, or peoples of a certain size. In a handful of places in the plains, villages of rashers have sprung up. These are usually skilled mercenaries who prefer to live tax free and unburdened by



any kind of regulations. The gathering allows for constant protection of one's property, even when one is out pursuing a quest.

In addition to the villages of the plains, there are also a number of hermitages. These houses are usually built far from any civilized area, road, track, forest, or farm. They are usually inhabited by a single individual, usually quite powerful, and uninterested in society for whatever reason. Many hermits even take the focus of the enigma to help hide them from the world. Hermits are strange and unpredictable. They may come to a party's rescue, or they may attack them blindly for no reason. Each hermit has his own reason for hiding away, and it is impossible to categorize their attitudes or behaviors.

Farmlands

All along the rivers of Penance, and in a number of other fertile areas, the land has been cultivated for growing crops. Most farms are within ten miles of the rivers and are centered around river towns so as to minimize the time food has to get to market. Large companies are not well suited to the lawless nature of the plains, so farms in Penance are run by individual farmers who plant only a few acres of land. Individual farms are much smaller on the Forge than on most worlds, as farmers have thirteen times the amount of harvests to perform. Crops on the Forge must be treated with more care as well; ears of corn must be plucked by hand, for example. Fields are not plowed more than once a year, when the crops are rotated. Some farmers use pesticides and chemicals, but most cannot afford such items, and others yet find them distasteful. Animals are kept on the farms, but are rarely slaughtered, as they are used more for milk, eggs, wool, fertilizer, protection, and labor than for meat. The average farmer in Penance earns about 100gp per acre per month, enough to live comfortably, but not nearly enough to get by in the cities.

Farmhouses are simple affairs, usually made of logs or lumber, and typically built by the farmer himself, or one of his ancestors. Farmhouses are basic affairs, with small rooms, simple furnishings, and sparse personal possessions. Expensive objects, such as books, magical devices, and jewelry are usually very old, having been passed down through several generations. Money is generally spent on protection, maintaining the farm, fuel, lumber, repairs, and so forth. Most farmhouses also have a cellar, usually with a hidden and lockable trapdoor. Cellars are used for storage, and also for safety, and families will climb into them if a monster is seen nearby, bandits attack, or a tornado strikes.

One does not need to buy land in Penance, as one can simply claim it. To get a farm in Penance, just clear some land, build a house, and begin planting. It is also wise to buy the protection of a lord as soon as possible. Existing farms can be bought if one prefers, and the standard rates are generally about 1,000gp per acre, or higher if the house is particularly well built.

Nomadic Bloodholds

Though most nomadic tribes in Penance are essentially just that, a few have enough members so that if they all gather together, their leader can declare himself Bloodlord. This is generally only the case with the valco tribes, who are the most numerous in the domain. These valco Bloodlords have an interesting system of keeping their titles, basically, as the tribe travels the plains, when they cross over from one canton to the next, the Bloodlord relinquishes his claim on the old canton, and proclaims himself lord of the new one. This has the overall effect of producing a mobile bloodhold, along with its real set of laws. Such tribes are feared, as they can migrate into an area with a village, farm, or small town and set up a legal system and begin making arrests, but this sort of thing is an extreme rarity, as the protections of the Bloodlords serve to keep them at bay, and because the concept generally does not interest the nomads.

Nomadic tribes benefit from having a lord as their culture can be solidified with laws, and their chieftain is protected from assault. Bloodlords never attempt to assassinate nomad lords for their cantons, as when the tribe leaves the area, all claims are lost. The system does have one flaw, as other tribe members may beat a chief to the claim of Bloodlord if they are faster, but such actions are rare unless the chief is not in good standing with the tribe.

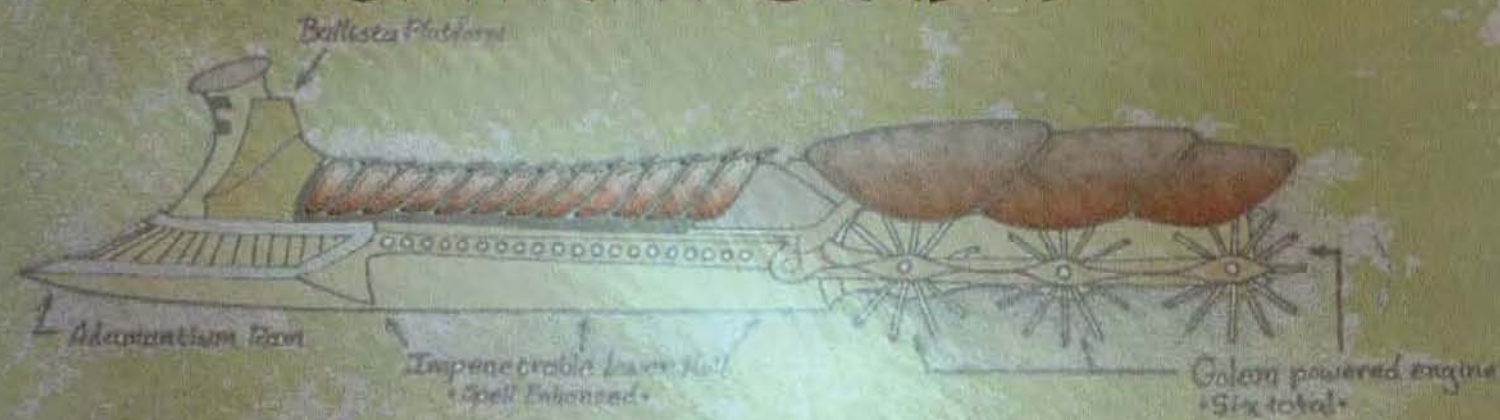
Tribal laws are generally quite basic, and are much more lenient on tribe members than on outsiders. Usually theft and murder are the main acts barred, and any outsiders that commit such acts are sentenced to death, unless they can ransom themselves. Tribesmen who break the laws are generally either beaten, humiliated before the tribe, given extra labor, or kicked out of the group, all depending on the severity of the crime, the standing of the accused member, and the mood of the chieftain.

Nomadic bloodholds carry all their possessions with them from place to place. Houses are built like tents to come apart and be easily carried, personal items are few, and so forth. Valco nomads generally migrate for purposes of food. Valco can survive off of grass, and the tribes basically graze their way around the plains. Most valco tribes are unpredictable and untrustworthy and should be approached with extreme caution and for good reason.



Chapter 6

The Northern Oceans



*"You will be surprized by the eloquence with
which your grandchildren will thank us."*
- Otuntou, ceptu general

The great ocean that dominates the Forge's northern hemisphere has been called by many names over the ages, some have called it the Sea of Souls, others the Polar Ocean; the ancient explorers of Sentinel, for example, once referred to it as the Imperial Sea. It seems that nearly every culture that develops near the great body of water come up with its own name for it. For the simple ease of being understood however, most today simply refer to the body as the Northern Ocean.

The great Northern Ocean is visibly divided into several separate areas. A long row of Islands running through the middle of the ocean creates the most obvious distinction, separating the Sea of Storms, as the portion near Anvil is known from the Sea of Glass, the more northerly portion of the Ocean. The very southeastern corner of this Sea of Glass is the only portion of ocean to fall within the domain of Penance. This calm and shallow area, known as the Penance Shelf, is the seat of the ceptu empire, and is considerably more peaceful and united than any other section of ocean on the Forge. The Penance Shelf extends about 200 miles out from Penance's northern shore, and interfaces with the domains of Arena and Wildwood quite near to the coastline. The entire area forms a rough arch across the top of Penance, a region covering about 150,000 square miles. The same laws and decrees of the Queen apply to the ocean regions of Penance as apply to the land, and the cantons of the sea floor are specified and divided just as they are elsewhere. Just north of the border, the sea floor drops away in a very sharp and steep cliff, making the distinction between domains extremely clear.

In general, the people of the Northern Ocean are less tied to locations than land folk, and tend to suffer from an inability to settle cantons. Likely, for this reason, the Queen has made the cantons somewhat larger on the shelf; each on average takes up about two square miles on the sea floor. This makes it possible for cantons to be settled while still allowing for residents to float about, but prevents most incidental settlements of people randomly finding themselves close together.

The bulk of the penance shelf is still a lawless area, and officially belongs to no one. Like the Bloodlords and their protections though, the ceptu settlements maintain a general peace over the area. Unlike the Bloodlords, the ceptu provide their services for free for everyone, making them, in most people's minds at least, in charge. Here again, the fine line between dominance and law comes into play, but the ceptu nation has existed here for thousands of years, and seems to have developed a system that does what they need without attracting the wrath of the Queen.

Ocean Peoples

Though the ceptu dominate the politics and culture of the Northern Ocean, they are a considerable minority, depending on their intelligence, magic, and reputation

in order to maintain respect and control. The population breakdown within the waters of Penance shelf is as follows.

Area: 150,000 square miles

Population: 17,500,000

Racial Makeup: Ceptu: 5%, Dolphin: 25%, Elf, aquatic: 14%, Human, aquatic: 20%, Locathah: 12%, Makkru: 0%, Merfolk: 16%, Sahuagin: 1%, Trusk: 2%, Other: 5%.

Ceptu are the masters of the ocean. They administer the governments, serve as translators, diplomats, and mediators between the varying cultures, and of course, command the armies of the underwater peoples. The ceptu's dominance extends far past Penance's sea shelf, and the ceptu farther north can easily intervene if trouble arises. Ceptu generally live in cities designed to be gathering places for sea folk, but which also serve to protect them from their enemies.

Dolphins are an intelligent, free-spirited people who are the ceptu's firmest supporters. Dolphin's are good-natured, and prefer peaceful waters, but lack the interest or attention to handle the minute details of administration. Dolphins play a role for the ceptu much like the wild frey play for the druids, that of fierce and free warriors, adding muscle and numbers to the ceptu's magic and strategy. Dolphins do not have dwelling places, but are migratory, living in the open water.

Aquatic Elves are reclusive, but peaceful, and though they support the ceptu, have little to do with them. Aquatic elves dwell in maze-like communities woven out of the forests of kelp at the ocean floor. Kelp is uprooted to make pathways, and then the living kelp nearby is arched overhead and lashed to the kelp across the gap, forming essentially domed passageways or chambers. The floor surfaces are covered with cut stones to prevent kelp from growing up in the living spaces.

Aquatic Humans, much like their land based counterparts, are unpredictable, ambitious, and passionate. Some humans believe firmly in what the ceptu are doing, and stand behind them, but others crave independence, and attempt to subvert the dominant effort. Aquatic humans dwell in unusual houses that they build out of coral, but forcing the animals to grow around a particular, preset mold. Coral houses can be constructed in almost any shape, and most are quite inventive and beautiful.

Locathah are mostly nomadic hunters who follow food throughout the sea. They do not generally construct dwellings, but instead live upon the floor of the sea shelf, using the forests of kelp to hide themselves in periods of rest. Most locathah support the ceptu, mostly because they leave them alone, and protect them from vicious species such as the sahuagin and makkru.

Makkrus are vicious primitives, looking something between a shark and a crustacean. The makkru pose a problem for the ceptu in the northern reaches of the ocean, but do not like the warm waters of Penance and are not found here. A few specimens can be found in the ceptu capitol of Attatal; these makkru are diplomats, representative of the barbaric makkru tribes that threaten the peace to the north.



Merfolk, like the elves, appreciate the ceptu-imposed peace, but make little effort to have much to do with it. The merfolk generally dwell close to the coastline, and make their homes in the rocks and caves of the shallows.

Sahuagin have been nearly eradicated in the Northern Ocean. These cruel, determined creatures simply refuse to submit under any circumstances to a creature of a different species, and hence do not cooperate with the ceptu. A few small sahuagin colonies are scattered across the Penance shelf, but the ceptu keep an eye on them, and generally stamp them out if they start attacking intelligent peoples. Sahuagin dwell in sturdy buildings constructed of stone blocks on the sea floor. Many sahuagin volunteer to join the army simply so they can kill things and get away with it.

Trusk, as rivals to the ceptu, are not much trusted in the Northern Ocean. Trusk are large, walrus like mammals that dominate the politics of the Forge's central ocean. Most of the trusk that dwell in the Northern Ocean have fled to the free city of Sinault in Anvil. The few that have stayed behind are essentially those who agree with the ceptu way, and are generally quite supportive of them. Some trusk can be found in the ceptu's underwater armies. A few trusks are guerillas however, living in hiding and fighting against the ceptu wherever they can.

Other races are intermixed all throughout the region. Some have their own little colonies, others are simple unique members of their species on the Forge, living by default with one of the established races, or simply wandering about the ocean.

The Ceptu Nation

To the ceptu, the fact that land dwellers refer to the territory that they dominate as the "Ceptu Nation" bothers them. The official name used by the ceptu literally translates as "The Northern Ocean Cooperative." This difference in nomenclature illustrates one of the key differences in outlook between the two cultures. While most races tend to see things based upon who is in charge, the ceptu see power dynamics as simply the different roles that different creatures play in a mixed society. To the land folk, the ceptu's dominate the ocean people, to the ceptu, the ocean is a cooperative of different species, each with their own unique role, the ceptu just happen to play the role of administrators, which is no more or less important than any other role in a society. Of course if the ceptu are ever not in charge, they protest bitterly, insisting that the society's roles are not being filled properly. Fortunately for the ceptu, enough of the sea folk accept their viewpoint, allowing them to maintain their proper function.

The ceptu judge a culture based almost entirely upon the overall level of civilization in the area. While civilization often means different things to different people, to the ceptu it is a measure of a culture's level of peace, education, respect for human rights, population growth, corruption, and crime. Wealth, poverty, and standard of living are not concepts that the ceptu consider, as they believe that truly civilized lands have no need or measure for wealth. The ceptu's basic belief is that all peoples, if properly taught, treated well, and given a purpose will choose to live in peace and mutual understanding. Violence and anger are simply products of abuse, misunderstanding, and ignorance.

To bring their philosophy to bear on an area, the ceptu start small, with a single colony, and work their way outward. The ceptu provide the knowledge required for a society to overcome its most pressing problems, and instead of solving them for the culture, the ceptu direct the people in how to remedy the issues themselves. Criminals and violent elements of society are redirected into a security and defense force, and soon the colony begins to prosper. The ceptu do the same for neighboring regions, and in time, when peace is achieved, the two cultures see that there is no reason to be separate, and are unified into one stronger whole. Areas that refuse to cooperate can be ignored, but if they appear to pose a threat to the peace of the region, the ceptu direct their forces to invade, and then begin a forced reeducation once stability is achieved. The difficulty of this operation is that it requires several generations in order to compete. However, the ceptu have been working for thousands upon thousands of years in the Northern Ocean, and have managed to bring it under a firm control. Most residents of the cooperative look upon the ceptu with gratitude and respect, viewing them as their leaders and elders; for a few though this isn't precisely the case.

The main laws of the cooperative are vague, and reminiscent of the code of Tallis, but unique unto themselves. The basic laws are as follows:

1. *All citizens shall strive to keep the peace above all things:* This is essentially a no violence ordinance. Physical sport, such as boxing, is allowed, but unwanted violence is not. Those in violation are taken into custody and evaluated. Violent individuals are directed into the military, and those with simple anger are provided with counseling and then released. Actual murderers are kept confined in a facility where they are provided with psychological care for a period of at least a year.
2. *It is the duty of all citizens to take advantage of the education provided to them:* Free education is provided to everyone by the ceptu and their assistants. This education typically consists of history, psychology, geography, biology, cultures, languages, and engineering. All children are required to attend school, and adults are required to take periodic maintenance classes. This ordinance is vital for the cooperative to remain functional. Those who fall too far behind on their

education are apprehended and brought in for classes.

3. *All citizens are required to respect the well-being of their fellow citizens:* This is a fairness edict. It governs most types of theft, including corporate greed. Essentially, if anyone is found to have entered into an unequal or dishonest contract with another, or if they violate their personal space or property, the law intervenes and redistributes the wealth involved. Though a law like this would be impossible on land, ocean people have far less property and are not at all dependent on wealth. People do not need jobs to survive, and contracts are rare in the ocean. Theft is enforced by returning what has been stolen, plus performing some service for the victim.
4. *All citizens unhappy with their positions should notify their administrators:* Anyone who dislikes the role they play in the cooperative can apply for reeducation. If a person's claim is considered valid, he is given a psychological evaluation, and new roles are suggested to him. If a solution can be found, the person is then trained to fill the new role, and moved into the position. Training can be in some kind of craft, such as weaving or hunting, it can be a vocation, such as teaching, or it can be a skill, such as military service. Not all people in the cooperative have roles, most in fact are free to spend their time however they wish, it is only those who desire some kind of calling that are provided with one.

The ceptu government is seated in the floating city of Attatal, located about a hundred miles northwest of Sentinel. It is a bit of irony for the cooperative that its capitol is located in Penance, since unlike the rest of the ceptu territories in Arena, Wildwood, and Anvil, those in Penance cannot be made subject to the ceptu's laws, except for in a few areas. Past the shelf, the cooperative is explicitly controlled, but in Penance, an inordinate and difficult level of freedom exists. In this area, the ceptu government simply makes an effort to keep the peace. The cooperative's military moves through the region looking for battles and responding to cries for help. Aggressors in lawless areas are simply subdued without much notice and left at the mercy of their victims. In some cases, instead of attacking, the troops ask the aggressor to join their ranks. If he agrees, he is escorted to an active canton for military training. Education is not mandatory, but is free to all who wish to come and participate in it. Vocational training is also provided for those who wish to take advantage of it. Contracts and theft are not monitored except in active cantons, of which there are less than a hundred on the shelf.

The current goal of the ceptu government is expansion. They have nearly completed their dominance of the ocean, and are now looking to the land for new territory. The city of Sentinel is their first experiment, and success there would likely be a major breakthrough for the cooperative.

Vessels of the land folk need to be wary of the laws of the cooperative, for by sailing over an active canton, or drifting past the edge of the shelf, a mariner is essen-

tially placing himself in foreign territory. Most vessels are ignored, unless they cause harm to the sea folk, pollute the waters heavily, or they take too much of the sea's bounty. Captains are given warning, and sometimes are arrested for their deeds. In Penance though, where the laws do not apply, it is extremely important to be courteous, as disgruntled sea folk think little of quietly scuttling a boat that offends them. Mariners usually do not travel alone, and always have seamen assigned to watch the hull, and nets ready to haul up marauders.

Seeds can be a problem in the cooperative, as they are dropped right into the society without first undergoing the correct education. Most seeds are also ambitious sorts who live to cause the kinds of trouble that makes life for the ceptu difficult. Seeds are offered education and training, and if they refuse, they are apprehended and forced to understand the workings of the society. In Penance, however, education cannot be forced upon them, and it is up to the peacekeeping patrols to ensure they cause no harm to anyone.

Most citizens on the Penance shelf live much as the druidic folk do in the forests of Penance. Food is plentiful, and requires no labor to apprehend. Clothing is not necessary, as the waters here are temperate and warm. Jobs are not necessary, and most people don't have one. Monetary wealth is rare, and most people have little need for it. There are no shops for them to spend their earnings in, nor do they desire any. Possessions are usually things one has made, and most transactions consist of barter. Peace is kept by the ceptu, and danger mostly comes from wild beasts. The bulk of the population in Penance spends their time in blissful idleness.

Attatal

Cantons: 1

Population: 31,212

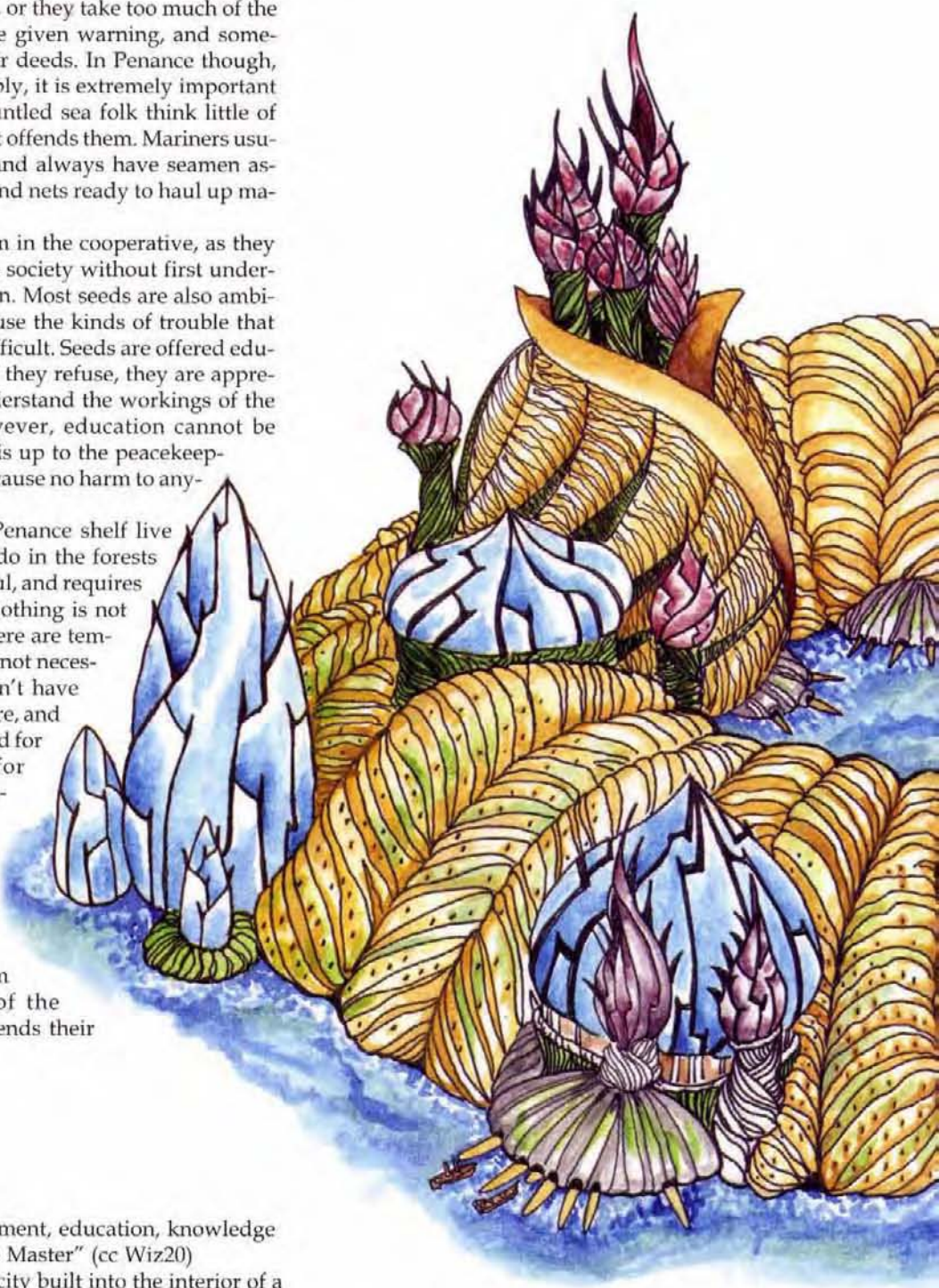
Map Key: 7 deg. 550 mi.

Major Industries: Government, education, knowledge

Bloodlord: Mraakaai "The Master" (cc Wiz20)

Overview: Attatal is a city built into the interior of a single, enormous living creature. This animal, known as a medus, is a distant relative of the ceptu, and is thought to have been genetically engineered by them for use as a home. Though all meduses are large, Attatal is the largest ever recorded, and is thought to have been magically enhanced by the ceptu. Attatal is hemispherical in shape, having a diameter of about a mile, and reaching from close to the sea floor to several hundred feet above the surface of the water. Thick tentacles dangle from the bottom of the creature, and allow it to swim if needs be

from place to place. Inside the creature, air pockets allow it to stay afloat, and its level in the water can be adjusted by draining or filling these chambers with seawater. It is within these pockets that the residents of Attatal dwell, in thousands of individual cells connected by long tubular hallways. In a few places, enormous rooms stand open and are used as public gathering spots. The center of the city contains the creature's organs, brain, intestines, and the like, and is uninhabitable. The ceptu communicate with the city telepathically, and give





it commands, such as to raise, lower, move, and the like. Attatal eats plankton, which exists in great abundance on Penance's shallow sea shelf, although it is easily possible for the city to suck up human size creatures and digest them. The current near its mouth is extremely dangerous, and approach is always made from the perimeter, where rubbery valves open and close to let citizens in and out.

Nearly all of the residents in Attatal are ceptu, razors, or diplomats of some sort. The city is the base of the ceptu's empire, and it where most of their plans are made. The educational programs for the empire are designed here. Massive library wings of the city, kept free

of seawater, hold historical tomes from ages past. A large team of ceptu constantly peruses these works and compiles reports of interesting bits of knowledge that can then be folded into the curriculum. Young ceptu are raised in the city in a controlled environment where their development can be closely directed. A number of land people, most diplomats, but some sages or explorers, can be found in the upper, air-filled, chambers of Attatal. Lower chambers serve as classrooms for the sea folk that live in the area.

Most traders do not come to Attatal, as the city produces little of material value. However, the ceptu have amassed a great deal of knowledge, particularly of the history of the ocean people, but also of magic, and wizards from Penance often make special journeys to Attatal to research a spell, a potion, or a ritual. The ceptu earn some amount of money by selling their knowledge to visitors from the land, money which is spent on manufactured goods: bottles, books, herbs, jewels, metal weaponry, and other items which cannot be produced by sea folk.

Notables: The library of magic at the very top level of Attatal is of particular note, as it contains practically all of the ceptu's accumulated magical knowledge, including copies of nearly every magical tome stored in any of the many ceptu cities. The library covers a room the size of an acre, with a thirty-foot high ceiling. Admission for non-cooperative citizens is quite dear, one must pay 500gp per day, and visitors must first sit through 12 hours of political psychology classes. Books cannot be taken out of the library, but can be copied if the original texts are not damaged. An even harder area to gain admittance to is the legendary inner sanctum, the dwelling place of Mraakaai, and the master of the ceptu empire. The sanctum is located somewhere near the brain of Attatal, and only the highest-ranking ceptu officials are allowed in. The master never leaves the chamber, and none except for a chosen few have ever seen him.

Whaling

The most unique industry that the land peoples practice in Penance's ocean region is that of whaling for the great moab. Moabs are great behemoths, somewhat resembling an extremely large humpback whale with doubled fins. The moab possesses a collection of unique glands that contain an oily substance with unusual magical properties. When infused with energy, moab oil responds to gravity in reverse, allowing the massive moabs to rise up out of the water and fly through the air with their powerful tails. If the whales are caught and their glands drained, the oil within can be used for a number of very profitable purposes, the most obvious being the creation of the wondrous airships of the asherakes. Moab oil is

also the key ingredient in the newly developed mana engines that fuel Beacon's resurgent economy.

The citizens of Beacon are the only people on the Forge that hunt the great moabs, and this undertaking must be performed with airships, and at great risk to all involved. Pandarus' airships resemble ordinary sailing vessels, with the addition of anti-grav engines, resembling metallic balloons placed around the upper deck. The ships motor through the air through wind power, and can fly at great speeds, with no water to offer drag. The ships prowl the Northern Ocean, looking to spot the great moabs rising up out of the water.

With the wild cry of "There she breaks!," the whaling ships fly into action. Asherakes on the decks take off and head toward the beast, hoping to entice it to come towards them. When the moab comes within range, other flying mariners leap off the decks carrying harpoons attached to the ship by long and sturdy cables. As the decoys fly towards the ship, the harpooners fly towards the moab, tossing their heavy barbed spears with the aim of lodging them in the beast's thick hide. When the creature is firmly caught on the lines, a spearman flies out to strike the killing blow by spearing the moab through the spinal cord at the base of the head. Once the whale has stopped its thrashing, the cables are winched in, and the moab is pulled onto the ship's deck, where the skinning crew goes to work with long polearms, peeling off the dead creature's hide and revealing its magical glands. Hollow slade lances are then used to pierce the glands and neutralize the oil within them, allowing it to be drained into metal barrels, which are carefully sealed and taken below deck. The rest of the whale is then cut up for meat and other purposes, and the ship is again prepared for the hunt.

Moab whaling is extremely dangerous. Slow decoys can be gobbled down in the blink of an eye, and if the creature is not killed quickly enough, it can tear a ship apart with its thrashing. Most people consider the moab hunters to be insane, and perhaps they are, but those who choose the profession rarely do so for the pay, which is less than one would think, but for the sheer love of the profession, which most see as the ultimate battle between man and beast.

Adventuring

For GMs who feel up to the challenge, ocean adventures can be exciting and rewarding. Characters can hire or take passage on ships from any of the four major coastal cities (Beacon, Harmony, Mourn, or Sentinel) and go to basically anywhere on the map. For ship charters, expect to pay upwards of 1gp per mile of travel. When booking passage, costs are considerably lower (a tenth of charter rates per person), although players have no say over where a ship may go on its route to the party's destination. Encounters may take place on board ship, or beneath the waves. The Penance shelf is quite large, and mostly lawless, and individual sea folk cannot always rely upon the ceptu peacekeepers to solve their problems. They may request the assistance of rashers, or they may interfere with their exploration. Pirates exist in the ocean, both above and beneath the water, and may attack a ship at any time. Rashers who can't afford to pay for their passage may be able to trade their services as guards or mariners. Keep in mind that sea folk are not as interested in money as land folk are, and are unlikely to be bought off. Sea folk are much more motivated by things that affect the quality of their lives, such as protection, useful magic items, and assistance with mundane and undesirable tasks.



Sites

Though many rashers see the ocean as a gateway to other interesting lands, some view it as a destination in itself, a place rich with hidden wonders and lost treasures. Some of the more famous sites and mysteries of the ocean include the following:

The Essex: About forty years ago a whaling vessel pulled up to the air docks in Beacon with an unusual story. The ship had been sailing with its sister vessel near the edge of the shelf, and had spotted a lone moab, unusual both for its large size and for its color, which was milk white. The two ships pursued the creature, and after much loss of life, killed it. The whale was taken aboard the second ship, the Essex, and its oil, unusual for its transparent nature, was drained and stored. The two ships headed back to Beacon, but were separated in a massive fogbank. The crew waited, but the Essex never arrived. Rescue parties were sent out, and only a single scout was discovered, exhausted and stranded on a tiny island of rock. The scout had been flying alongside the ship and had also lost it in the fog, even though he had been only a bout fifty feet from the vessel. No sign of the Essex has ever since been found.

Hell's Rock: The single-canton pirate bloodhold of Lash (150 miles NE of Beacon) plagued the ships of the Northern Ocean for nearly a hundred years, and all spoils were brought back and kept in the island's great walled fortress, tribute to the island's demonic lord. The pirate attacks stopped after the island was sunk beneath the waves by the combined efforts of the people of Sentinel and the ceptu nation, but the island's master refused to leave, and still guards his massive hoard with an otherworldly zeal.

The Penance Cliffs: At the edge of Penance's sea shelf, the ocean floor drops sharply away, falling over half a mile in a very short distance. Due to the ocean's current and the abruptness of the edge, many heavy objects end up washing over the edge and lie piled up in the depths at the bottom of the cliffs. Few ocean people can plunge to such depths, so many treasures of the ages lie still untouched and unclaimed.

The Pit of Fears: This volcanic tube located in the sea floor about 170 miles NNE of Sentinel was used for thousands of years as a place of religious sacrifice for the ocean people. Every few hundred years, a massive spout of intensely hot water and steam would shoot forth from the vent at amazing velocity, and would boil most of the nearby creatures alive. To prevent the spouting, the people of the sea would sacrifice valuables and people by affixing heavy stones to them and casting them into the deep tube. The spout has not been active for over a thousand years, and most sea folk have forgotten the age-old practice, much due to the geological educations of the ceptu, but still no one has ever ventured to the bottom to examine what may or may not remain of the treasures given up so long ago.

The Unhallowed Caverns: The dolphins of Penance are known for their curiosity and daring efforts of exploration, but even they refuse to enter the winding maze of caves that riddle the sea floor about 200 miles east of Mourn. The caverns are smooth and glassy, as if melted into the rock, and strange odors, eerie sounds, and mysterious glows are prevalent within the narrow passages. Strong currents flow through the area, and are known to suck explorers deep into the rocky corridors, never again expelling them. The mysterious caverns have taken on a spiritual role in the dolphin culture, and are considered to be the source of all evil and misery in the ocean.

The Wreck of the Israfel: One of the largest vessels ever built on the Forge, and claiming to be unsinkable, the warship Israfel was supposed to give dominion of the seas back to the city of Sentinel. However, the ship sank five hundred years ago under mysterious circumstances on its maiden voyage, carrying many of Sentinels most wealthy and influential citizens with it to its watery grave. The six massive golem engines that propelled the vessel were one of the most expensive projects ever undertaken, and still lie unrecovered. Few dare to approach the wreck, as the thousands of dead in the wreck supposedly haunt the vessel, and guard closely the ship's secrets. The Israfel lies in about three hundred feet of water about 180 miles north of Mourn.



Live the Fantasy...

Looking for Oathbound-specific character record sheets, adventures, a GM Screen or other materials for your game? Visit the Bastion Press website and infuse your campaign with even more wonderment and power.

You can also join the Oathbound mailing list and chat with GMs and players from all over the world. Instructions for joining are on the main Oathbound page.

You will be forever altered...

www.bastionpress.com

Chapter 7

The Wilderness



WV

"Getting lost is an end unto itself."

- Gunna Surt, scout

Despite the great level of civilization in Penance, the bulk of the domain still remains untouched and uninhabited. Out of nearly 800,000 square miles of land, likely half the area is unused. This raw wilderness is almost entirely open terrain, as most forest areas are inhabited by intelligent life, and is generally either too rocky and barren to support much plant life, or too far away from any inhabited area to bear cultivation. Winds sweep across the empty terrain, bending back the scattered trees and grasses, and painting a bleak and moody atmosphere of sadness and isolation. With the exception, perhaps, of the rare hermitage, the watchtowers are the only active structures in the wilderness, and are themselves quite few and far between. Though a number of nomadic tribes roam the wilds, travelers are still quite infrequent, and most are merely passing through on their way to somewhere else.

People venture out into the wilds for any number of reasons, mostly out of curiosity or to simply to fuel a sense of exploration. Some are pilgrims on a spiritual quest, and some are on the run from trouble. Prospectors can be found wandering over the wilderness, looking for promising mine sites; most of the gold in the Forge is in Arena, but the earth of Penance holds much of value as well, from coal, to iron, to copper, to marble and more. Some travelers come looking for places to commit foul deeds with impunity; others perhaps search for a place to build a home in peace. Yet still others come in pursuit of fortune, usually to one of the legendary sites of mystery or danger, or to any of the thousands of abandoned towns and cities that betray the great age of this place known as Penance.

Those who come to the wilds do so knowing that they must leave all protection from laws, civilization, and services behind them. They must be self-sufficient and self-reliant. Food consists only of what one carries or what one can catch. Possessions cannot be bought or sold, and a traveler must acquire and pack all he will need in the wild before beginning his journey. Weapons are essential, as one is solely responsible for his defense from bandits, monsters, nomads, and even nature itself. Water, as well, is a great necessity, as the farther one gets from the great rivers, the harder it is to find a stream or a rivulet. And, of course, a person needs to keep track of where he is. Those without a map may wander for days without any kind of a landmark, and may wind up quite far from their desired destination.

Wilderness Adventuring

The wilderness setting offers a unique set of gaming challenges that more civilized areas can't normally provide. The key element is lack of support. PC's are on their own. If they need a particular spell cast, or a particular map, weapon, or magic item, they had better have it with them, or they will have to change their plans. The wilderness is when the rules for encumbrance and weight limits become important. GM's should have their players write

down on paper a complete list of what they are taking with them at the start of the adventure, and how they are being carried. Items should be crossed off the list as they are used up or lost, and any new items should be added. Bags of holding and the like are great benefits to a party, but if a volt polar absconds with the PC with the bag, they can lead to trouble as well.

Describe the environment to your players, and paint a clear picture to them of where they are, and what it is like there. Chapter three is the best resource for this information. Your players need to specify how their characters are traveling, to where, and what methods they are using to navigate. If a guide is not present, characters will have to make Wilderness Lore checks to avoid getting lost and other hazards. Food and water can be carried along or gathered with Wilderness Lore checks as well, or may be produced with magic. It is rare for high-level characters to run out of food and water, but if they do, penalties should be applied.

Before starting the wilderness game, calculate the party's travel time, and try to set up appropriate encounters along the way. A few random encounters with monsters and such can be fun, but don't overdo it, if the party is traveling for two weeks, it's not going to be enjoyable to have to fight off a dozen creatures in a row before getting to where they want to go. Come up with some preset encounters such as with hermits, bandits, abandoned buildings, watchers, and so on, and use these to pad out the game time. Also allow your players time to role-play, and let the party bond a bit. NPCs can start conversations, or you can throw in flavor encounters that merely give the characters something to talk about. The characters may speculate as to what a strange sound might be, how they like to cook rabbit, if they are lost, or what the answer to a current mystery might be. In general, it's probably best to come up with an encounter for every day or two of travel time, although if the party is traveling for more than a week, time between encounters should be increased.

One of the benefits of the *Oathbound* setting is that elements can be incorporated from almost any world or source. Encounters can be pulled out of nearly any d20 wilderness book, and encounter ideas can be taken from practically any creative source. Scenarios from other campaigns may be able to be adapted to the *Oathbound* setting, and any type of treasure or reward can certainly be brought over. The Queen is also a very useful tool for designing encounters, as she is able to bring in nearly any person, creature, or object into the game at any time. A monster can drop out of nowhere at just the crucial moment, reinforcements may arrive to say the player's skins, or unusual buildings or features may pop into existence right before their eyes.

Travel Time

There are many ways to travel in the wild, but unfortunately most of the fastest or easiest are greatly limited in where they may lead. Wagons require roads, and ships require rivers, both of which are in short supply in the wilderness. Canoes and rowboats might make it up smaller streams, but these rivulets rarely go where one

desires them to. Unless your party can fly or teleport, they are likely going to have to rely upon a beast of burden or upon their own feet for transport. To figure out travel times, you must know how your party is traveling, and how far they need to go. Divide the total travel distance in miles by the number given in the table below to determine how many days a particular venture will take.

Table 7.1 – Average Travel Times

Travel Method Miles Per Day

Foot	10
Kith	25
Horse	30
Wagon	15
Rowboat	15
Sailing Ship*	45/130/250
Paddleboat*	110/180/150
Natural Flight	100
Magical Flight	200

*Numbers provided are for upstream river travel, downstream river travel, and ocean travel (in that order). In general paddleboats are better for river travel, and sailing ships (which are faster but must tack) are better for open seas.

Getting Lost

It is a pretty easy matter to lose ones way in the vast terrain of the plains, where there are few landmarks, and one place looks pretty much the same as any other. However, getting lost is sometimes hard to quantify in game terms. Its fairly simple to say how far off the path someone is, or how much time they waste wandering in circles, but as a GM you will have to come up with the exact details of why the party got lost, where they end up, and what kind of landmarks they can use to find their way again.

The following table is designed to be used if the party fails their daily Wilderness Lore check (DC 15). The die to be used with the table is based on how badly the roll was failed. Once the die is determined, roll on the die result column to determine the results of the party's getting lost. You may choose to either have them end up off the mark of their final destination, or you may simply have them waste a set amount of time, and end up back in the same place.

Table 7.2 – Effects of Getting Lost

Check Failed By	Die to Use	Die Result	Time Wasted	Distance Off Mark
1-2	1d4	1	1d4 Hours	1d8 Miles
3-4	1d6	2	1d6 Hours	1d10 miles
5-6	1d8	3	1d8 Hours	1d12 Miles
7 +	1d10	4	1d10 Hours	2d8 Miles
		5	2d8 Hours	1d20 Miles
		6	1d20 Hours	3d10 Miles
		7	2d20 Hours	2d20 Miles
		8	1d2 Days	3d20 Miles
		9	1d4 Days	4d20 Miles
		10	1d6 Days	1d100 Miles

Hazards

Those who choose to venture into the wilderness lose the luxury of having control over their environment. One is at the mercy of both the terrain and the elements, and has little protection from any other creature that may be in the vicinity. These hazards function as encounters, and are ways to enhance the flavor of a wilderness adventure. The entries below are all designed to help GM's run and design encounters with hazards. It s important to note though, that while most wilderness encounters are with hazards, GM's should take care not to let hazards be all that the party finds on their journey. Watchers, ruins, hermits, or fellow travelers all make for welcome breaks from the dangers of the road, and can help move the story along.

Bandits: Bandits, brigands, and raiders are most commonly found along roads, rivers, or other well-traveled paths. Parties in the wilderness are unlikely to be run into an ambush, but they may run into a bandit camp or a group moving from one ambush spot to the next. Bandits, if they see the party, will almost always attack, as their survival relies on their location remaining unknown. With a few exceptions, most bandit groups in Penance are formed of a single species of creature. Nightlings, chromithians, humans, and valco are the most common bandit groups, and a typical band usually numbers at about 4-40 individuals. Nightling groups based in a forest area can number into the thousands. Raiding parties are smaller than the entire camp, and number from 3-18. In the western portion of Penance, travelers must be wary of hovara, who travel in hunting parties of 2-12 members.

Monsters: Because of the nature of the Queen's pulls, any monster from any source might appear on the plains at any time. Even monsters out of their elements can be dropped in for a short fight. Of course, most parties do not attract such attention from the queen, and generally fight the more native creatures of the plains, such as the kytus, merain, volt polar, horngill, or scavan.

Nomads: Valco tribes migrate at random across the plains, looking for the best grazing lands. Most nomads are harmless, and can provide safety from other dangers or an opportunity for trade. All are unpredictable, though, and a few are extremely aggressive, which can prove very bad for those that cross their paths. Tribes can have upwards of two thousand members, and can be extremely dangerous. A GM should never have a massive tribe of nomads attack his party at random. Tribes should only become aggressive if the party makes some breach in etiquette, or if they are necessary in moving the story along (like by convincing the party to dive into that scary looking pit in the ground that leads to a key dungeon).

Weather: Because of the Forge's two suns, travelers in Penance don't have to worry at all about cold, but pretty much everything else can still be a problem. During the season of Seething, temperatures are extremely high (90 to 120 deg F), and characters out in the open may suffer from heatstroke or fatigue. The seasons of

Wasting and Sleeping can also be hot enough to cause damage (80-100 deg F). Consult the DMG (page 86) for appropriate rules.

Winds are also quite common out on the open plains, and can cause trouble for characters. Wind conditions are summarized in the DMG (page 87). Wind conditions in Penance can be randomly determined with a d100 roll. Roll once per day, subtracting 10 from the roll in the Seething, and adding ten in the Blooming season.

Modified Results: 30 or lower: Light; 31-60: Moderate; 61-85: Strong; 86-100: Severe; 100-106: Windstorm; 107-109: Hurricane; 110: Tornado.

Rain is common on the plains, but is rarely dangerous, as the weather is quite warm. The chances of rain on any given day run at about 25%. Rains range from light drizzle to heavy downpours, and are more common in the seasons of Blooming and Sleeping.

Fog is sometimes a problem (or a benefit) out on the plains. In general, fog occurs only in the seasons of sleeping and Blooming, only in the first twelve hours of the day, and only when the winds are light (40% chance of fog under these conditions). Fog serves to limit visibility (to 5-100 feet). Wilderness Check DCs to avoid getting lost increase in fog (by 5).

Terrain: Paths are rare out in the open, and the ground is usually rocky and treacherous. Characters that try to run must succeed at a Reflex save (DC 10) each round or trip and fall over. Creatures with four or more feet receive a +4 circumstance bonus to this save.

Loose rock and sinkholes can prove dangerous for those who tread upon them. A party should be able to avoid a sinkhole encounter with a Wilderness Lore check (DC 15), but if the check fails, one or more of the party members will fall in. Initial damage is 1d6 from falling and debris, but if the character fails a Reflex save (DC 15), he will be buried in the hole. Buried characters take 1d6 points of subdual damage per minute. Once a character falls unconscious, he must succeed at a Constitution check (DC 15) or take 1d6 points of normal damage per minute until freed or dead.

Last but not least, quicksand can be a very fatal encounter. Quicksand normally is only present in damp and swampy areas, and rarely on the rocky highlands. A party that makes its Wilderness lore check (DC 15) can avoid the hazard, but if the check is failed, someone will fall in. Characters can attempt a Reflex save DC 15 to immediately avoid the hazard. Those who fail must make a Swim check each round (DC 20, lowered by 5 if assistance is provided) to escape the quicksand. After 2d4 rounds, if the character has not escaped, he becomes fully submerged, and begins drowning (DMG page 85). Submerged characters can no longer swim their way out of the quicksand.

Thirst/Starvation: Most parties do not have to worry about concerns over sustenance as long as they have spellcasters or the Wilderness Lore skill. However, sometimes things don't go as expected, and food and water become very important. Consult the DMG for rules on thirst and starvation (pg. 86).

Wilderness Locations

Of the countless mysteries, forgotten ruins, and legendary hoards of the plains, a handful seem to attract the most interest and have the strongest pull for rashers and explorers. Among the most famous of these places are the following locales.

Bale: There is nothing of interest in this broad open section of plains, except for the fact that a thousand years ago, a city called Bale, claiming nearly twenty thousand inhabitants occupied the spot. One day, it is told, the city simply vanished without a trace. Some visitors claim to be able to hear voices or laughter here, but Bale's mystery has never been explained.

The Colossal Beast: At the far end of the Aegis river, just past the city of Cage at the border of Arena, lies the remains of a creature of impossible size. The body stretches into the red desert, and lies mostly buried in the sand. The skull of the creature lies right in the river's path, and one of its massive eye sockets forms an archway, allowing ships to pass through between the two domains. Some say the skeleton is a fake, created by Israfel, others believe it to be real, but no creature of this size has ever been recorded in Penance.

The Dead God's Ruin: It is said that long ago, Israfel carried into the forge the body of a dead god. Though the god could not be brought back to life, over time a mortal sorcerer discovered a secret process by which he could place his own spirit into the body. Upon doing so, he came into the possession of incredible power, rivaling even the power of the queen herself. This creature, Radamus, as he called himself, created impossible works, the most famous being a floating city that hovered a thousand feet above the plains. Though powerful and ageless, in the end Radamus fell prey to mortal folly, and was murdered in his bed by a faithless lover. At the instant of his death, Radamus' power failed, and his city came crashing down out of the sky, shattering on the stone of the plains. The broken hulk still lurks, but Radamus' body has never been recovered. It is surmised that if the body were to be found, someone else could take it, and achieve near endless power.

Eden Asylum: This crumbling campus was once the most infamous mental institution in all of Penance. It was built hundreds of miles from any city, so as to keep it out of the minds and fears of all sane folk. The most dangerous madmen in history were incarcerated here, and strange experiments were performed upon them by their keepers. One day a boy was sent to the asylum, and one by one the keepers of the place fell prey to a strange insanity. The guards appear to have locked themselves away in empty cells, as two months later, when a wagon came with supplies, there was no one left alive. Every cell was locked, and each one contained a single corpse, dead from thirst and starvation. Some say the boy was in possession of some forbidden piece of knowledge, something only a god can know. Many think the secret still lies somewhere within the asylum, and although the place is said to be terribly haunted, none have ever deciphered its mystery.



The Gateway: Here in the bleak ruins of a long abandoned outpost stands one object not damaged by the passing of time, a carven ivory archway, shimmering with magical energies. The Wall in which the archway once was set has long crumbled away, leaving it freely standing. Anything that passes through the archway disappears and is never seen again. No spell has ever been able to trace the lost creatures and objects. Is the gate an exit from the Forge, or does it simply destroy everything that passes through? Or is there another explanation entirely? Over the years the gateway has been used as a means of disposal of particularly dangerous items of great power and great evil, as well as more mundane things that someone simply never wanted to hear of again. Over the years a great many brave heroes have stepped through the arch, but none have ever returned.

Israfel's Clock: Deep in the wilderness of the plains, a smooth brass disk a mile across is set into the ground. According to cartographers, the clock takes up precisely a single canton as marked out in the ancient maps. Across the clock's face, thousands of dials, hands, and numbers twirl about in a wild cacophony of clicks and whirrs. The working of this apparent clock are too complex for anyone to fully understand, but it has been observed that certain positions of some of the pieces of the clock seem to coincide with the important events of the day. It is surmised that if one could learn to read the clock, one could predict the future, and further, that if one were to move the hands, that the present would be changed. Those that have tried have ultimately failed, as a powerful religious cult has sprung up around the clock, and prevents its being tampered with.

Lord Gannon's Mines: This massive excavation was once a city, the seat of a long dead lord who had acquired great riches in Arena. The lord was defeated, and his city was destroyed, but his treasure chamber was never found. Beneath his shattered castle was discovered a deep maze of mines, twisting and turning and filled with ancient wards and traps. Many treasure seekers have braved the deathtrap, and though some have survived, no one has ever discovered anything of value. Is there even anything here to find?

The Palace of Dreams: The famed palace of dreams isn't precisely a palace, but a humble hill, about four hundred feet above the plains. At the top is a crumbled ruin of an abbey, and the hill is supposedly the resting place of a number of important saints. If one approaches the top of the hill in the right manner, and with the right frame of mind, one can experience deep visions and contact with a divine consciousness. Some see the future, some are granted wishes, some are given quests... the result is different for each who climbs the path.

The Pit: Out in the middle of nowhere, a huge pit gapes in the ground. The pit has steep walls, and seems to drop forever downwards. Explorers have followed the hole down at least six miles, but have never seen any apparent end to the pit. Where does it go, and why is it here?

The Still Forest: This small forest was cursed long ago by some now-forgotten power. All of the plants of the forest have turned to stone, and no living creature makes its home here. The druidic people refuse to enter the area, but refuse to say exactly why.

The Throne: This tall pillar of stone stands at the corner of three domains: Wildwood, Arena, and Penance. The three watchers of these lands gather at the throne once each month to confer or conspire amongst themselves. The meetings have been observed from afar, but no one has ever gotten close enough to the gathering of the flock to hear what words are spoken. Spies and intruders are considered a challenge, and almost always immediately slain. When the guardians are not present, scavengers scale the throne to look for the souvenirs and remains of the foolish heroes who interrupted the meeting of the three. If one is looking for contact with one of these three members of the flock, the Throne is the only place on the Forge where one is guaranteed an appearance.

The Tower of Bloom: This tall shalik tower, up until about twenty years ago, was full of peaceful, happy aurads. One day, however, it is thought that something went horribly wrong with one of their creations, and all of the aurads disappeared. No one that has since entered the tower has ever returned from it either. Is there something evil that still dwells within the walls here?

Monstrous Races of the Forge

Many of the monstrous races presented in the *Oathbound* campaign setting have their origins in *Minions: Fearsome Foes*. This 96-page, full-color monster manual is guaranteed to infuse your campaign with powerful new options. Whether you're a GM looking to spring new foes against the brave heroes exploring the world, or a player seeking to enhance your roleplaying with new PC monstrous races, you'll find *Minions* to be a valuable resource to your campaign.

On sale at better hobby and game stores

www.bastionpress.com



Chapter 8

Ascension Day



"The time has come for the unravelling to begin."

— The Grey Stranger

Ascension Day is a scenario designed for 4 to 6 characters of 8th to 10th level. The scenario may be adapted to higher level characters; refer to the section entitled "Scaling the Adventure" for details. The information in this chapter is designed for game masters only; players are requested not to look through it.

Adventure Background

Fifty years is but the blink of an eye for the divine. The age of the Forge is estimated to be in the billions of years, yet it has existed all this time without the influence of a single true deity. Many have tried to claim this title, some with the intention to use their power to assert order in this chaotic land while others have attempted to achieve this status simply for their own self-aggrandizement. If successful, Lord Abbydon will ascend to godhood soon, yet the cruel Bloodlord grows impatient. Little does he realize that doing so would simply provide a new avatar for the Grey Stranger; one that is not limited by an incorporeal form.

Lord Abbydon, the Bloodlord of Utopia, is a silver, a race of humanoids that worship themselves as gods. As a species they are usually successful in attaining positions of influence and power, though Abbydon is the first to take his inward belief of godhood and make it manifest as an actual religion that others follow. While most leaders of Penance publicly denounce him as a warlord, a trickster, and a charlatan, the fact remains that the clerics in his service are inexplicably able to cast divine spells. This puzzles some, but worries most since this lends credence to his boasts of near-godhood.

The lord of Utopia is far from beloved among most of his own people however. Abbydon is a prideful master who has turned his captured cantons into a police state, imprisoning as many as half of its population of millions. To maintain order, he enacts laws prohibiting everybody from doing virtually anything, and the muscle he backs them up with is a virtual army of bailiffs who apprehend anyone they encounter that they don't approve of.

While the term "justice" is an oxymoron under Abbydon's rule, the imprisoned masses produce all sorts of products cheaply, making life a comfortable pursuit of wealth for those outside the prison system. The people of Utopia are overall more wealthy and comfortable than those living on the pedestal in Penance, but all this comes at a high price; for not only do the bodies of their warriors belong to their lord, but so too do the souls of all who reside here.

Unlike many who would attempt ascension to godhood, Abbydon has spoken with the Grey Stranger, and many believe that his apparent success at attaining divinity is the result of knowledge that he may have gleaned from those conversations. Though his rise to power was rapid, ferocious, and bloody, Abbydon was met by the Alliance of Penance and his progress into the city was all but halted. Once he secured his holdings in

Utopia, Abbydon halted his movement and began playing a waiting game against his enemies, leveraging the longevity of his species against the relatively short lifespans of the lords that oppose him.

Abbydon believes that all he needs to become a true god is control over a few more cantons, and maybe some extra source of power. Long ago, the Grey Stranger told Abbydon of a vial of blood that had the power to elevate him to true godhood. The blood is in the collection of the overly vicious ulatra that lives within the fallen city of Illium. Abbydon recently learned the location of the blood, and intends to obtain it.

While Abbydon's attention turns to Illium, all is not well within the plains of Penance. Numerous forests dot the landscape, most of which are home to various druidic orders. Just a few short months ago the Druid Lord Deisic of the Lucan forest was betrayed and murdered by a subordinate named Verdane. The younger druid assumed his former master's position as the lord of the forest, and then arranged a dark alliance between himself and the Lord Pandarus, the asherake Bloodlord of the northern city of Beacon. After fostering the alliance with the Bloodlord, Verdane arranged for a sizeable force of soldiers to move into his forest in preparation for a strike against Utopia.

Few of the druids welcomed the army that moved in and defiled their woods. Few dared to stand against Verdane, who organized the visiting army into a temporary police force to quell any potential uprisings from the druids he now ruled. Despite this show of might and political savvy, a rebellion is brewing among the druids who embrace the way Deisic cared for the land. Even as the armies amass in their forest, they speak privately to the other druids in an effort to gain enough support to unseat Verdane.

Lord Pandarus considered the alliance with Verdane to be a great windfall. The asherake controls 139 cantons, technically making him the most powerful Bloodlord in all of the Domain of Penance by virtue of the sheer number of cantons he holds. He is a cruel conqueror whose concern over the well being of his followers extends only as far as his next conquest. In his mind, the only reason he is the Bloodlord is because he is stronger than any of the weaklings that serve below him. Like Lord Abbydon, Pandarus considers himself to be a candidate for immortality, although he would never have the audacity to build an organized religion dedicated to himself.

Lord Pandarus has long looked to the city of Penance as the one place where he must one day gain a foothold. Though he doesn't hold any particular grudge against Lord Abbydon, he sees Utopia as the most vulnerable section of the city. If he can gain enough cantons there, Lord Pandarus might be able to claim the great prize of the city itself. To this end, he has agreed to commit a third of his army to helping Verdane maintain control over the Lucan forest, and eventually invade Utopia.

Lord Abbydon, seeking the Grey Stranger's vial of blood, assembled a group of accomplished adventurers that were loyal to him and dispatched them to Illium. The adventurers he chose were quite competent in their

art, but they were trounced when they attempted to fight the ulatra. The foul creature was easily able to rend the body parts from the adventurers, and in the end only two escaped: a rogue and a fighter. The fighter died en-route to Penance, and the rogue, half mad after witnessing the deaths of his close friends, sought refuge in the Lucan forest, where he encountered the army plotting against his lord. The druids, compassionate by nature, took him in and healed his wounds, but they refused to allow him to leave the forest.

Two weeks ago, Sheffus, a human druid from the Bactrian woods attempted to enter the Lucan forest to meet with the druids there on a mission of friendship as he often does. Upon arrival, his entry was blocked by sentries. Fearing that a darkness had fallen over the forest, Sheffus returned home where he met with the elders of his order. They decided that the best way to handle this situation would be for Sheffus to travel to Penance to see if it would be possible to get the help of the Alliance.

Upon meeting with Lord Penates and the others, it was decided that there was reason to be concerned with the developments in the Lucan forest. They sent an emissary, accompanied by twenty of Lord Penates' soldiers. Upon reaching the forest, they too have been turned away. Upon their return, it was decided that adventurers should be hired to enter the woods by stealth so they can find out what is being concealed there.

Adventure Synopsis

Penates, worried about the developments in the Lucan forest, looks to organize a scouting expedition into the wood. Here the party may be employed or hired. The party may also be loaned by Lord Flollo (or another lord, if they have become agents of a particular bloodhold). Three bactrian druids volunteer to accompany the party into the forest.

Once in the forest, the party has to avoid the druids of Lucan, and scout out the land. There is evidence here that a large force is hidden within the woods, and they sneak into the center of the forest, where the high druid holds his council. Here they discover that the high druid has been deposed by Verdane, who has closed off the forest so as to provide a hiding place for the army of Lord Pandarus. While in the druid settlement, the party encounters a slightly mad agent of Lord Abbydon, who is the sole survivor of the group sent to Illium to retrieve a small vial of blood from the legendary Ulatra stalking the ruins. He is shaken, and imparts too much information to the party about the mission he had been on. The party is soon discovered, but their escape is aided by a small group of druids still loyal to the ideals of their previous lord.

Reporting their findings to the Alliance, Penates says that it is unclear whether Pandarus making an assault on Utopia would be a bad thing, but that Abbydon must not be allowed to obtain the vial of blood. He divulges that his spy (Cardinal Giopetta) reports that Lord

Abbydon has apparently discovered a way to achieve true divinity. Penates believes that this vial is related to this report.

The party is again sent, this time to determine how safe the object is in the Ulatra's hands, as is a party sent by Abbydon to recover the vial of blood before the party. If the party wants, they may research the ulatra in the great archive. A good search turns up information that the ulatra is thought to be intelligent, and that negotiation may be possible. The party then journeys to Illium and confronts the creature. They may be able to get a promise out of it to surrender the vial if the party can provide it with a replacement, which it names. The replacement, a key, is located in a freyan temple on the outskirts of the ruined city.

Seeing the precariousness of the situation, the party must venture to fetch this substitute, competing with the party sent by Abbydon, who have spied out the group's dealings with the Ulatra. A race for the prize ensues, and the PCs must enter an abandoned freyan temple filled with all manner of nasty vermin as well as a rat demon. After returning and making the exchange with the ulatra, the party is ambushed by Lord Pandarus' men, whom he has sent to acquire the vial of blood.

The vial itself is indestructible, resists all magic, and cannot be opened, except by some very archaic sort of combination lock/puzzle. By the time that party gets back to Penance, an emissary of Lord Belus is already there, offering quite a large amount to be allowed to "dispose" of the item. By this time the party has hopefully begun to catch on, and should take responsibility for the blood themselves. After a harsh debate among the Alliance breaks out, it is suggested by the ceptu Paletouch that the party seek out the Seer of the Wellspring to discover who the rightful owner of the vial is. The seer tells them the vial is the property of the Grey Stranger, and that they must venture to the borderlands to return it to him.

Due to a conversation he has had with the original Colopitiron, who crafted the vial in the first place, the Grey Stranger knows how to open the vial, and can tell a party member how to do it. If the blood is dripped onto his form, he will change drastically, achieving solid form. He is still unable to remember his name or the circumstances surrounding his imprisonment in the Forge.

The adventure ends at this point, though options are presented for the DM to continue the story and include the attack on Utopia, and the druid civil war.

Preparation

All Non-player characters (NPCs), monster and item statistics are provided with each encounter in an abbreviated form; their full statistics appear alphabetically beginning on page 139. In addition, some creatures and NPCs use items from the following Bastion Press products: *Minions*, *Arms and Armor*, and *Spells and Magic*. While you won't need those resources to run this adventure, having them offers additional depth and details to your campaign. Text that appears in shaded boxes is con-

sidered player information, which you can read aloud, paraphrase, or hand out when appropriate.

Each NPC description also has a section labeled NPC continuation. This section is provided with the forward-looking GM in mind, but it is not required for the successful completion of the adventure. The NPC continuation section provides seeds that the GM can use throughout the PCs interaction with the NPC to plant ideas for future adventures.

It is highly recommended that the GM read over this adventure fully and have a keen and clear understanding of the events that are to unfold. There are several aspects of Ascension Day that flow much easier if the GM knows what is to happen next. Reading over the entire adventure beforehand will aid in bringing the adventure alive before the eyes of your players; you can better utilize the seamless nature of the events as they occur and are better enabled to bring the myriad of NPCs to life.

Note that encounters are broken up into *location based* and *event based* encounters. Location based encounters are typically keyed to specific locations on an adventure map. They serve to detail what lies within an area, and how existing features react when the party interacts with them. Event based encounters are written into the story, and serve to move the it along in a particular direction. These encounters drop clues about the larger story, suggest a course of action, or make certain that the characters meet all the necessary NPCs within the scenario. Event based encounter numbers are preceded with an "E," while the location base encounter numbers are preceded with an "L." While you may choose to change or disregard event based encounters, you do so at your own risk.

Scaling the Adventure

Because this is a mainly story driven adventure, little preparation is needed to increase the difficulty level for a more advanced party. Many of the NPCs detailed in this adventure would pose a difficult challenge to characters of 8th level, and would likely be nearly as difficult for a party of 10th or 12th level. Additional soldiers or druids may reinforce these NPCs if the challenge proves insufficient. The number of monsters should also be increased to meet a higher EL for a more advanced party. A more detailed breakdown is listed below:

Episode I: This episode deals with the party learning of the unrest in the Lucan Forest. As it mainly serves as exhibition for the rest of the adventure, no changes are required.

Episode II: The primary points of conflict in this section are with the druids of the Lucan Forest and the army of Lord Pandarus. If the PCs are careful, they should be able to avoid most combat scenarios in this section, but if need be, the asherake soldiers can be given one or two levels of warrior, and the standard druids can be increased in level to present a greater challenge. A general rule is that the party's adversaries should be increased by one level for every 2 levels the party is above level 8.

Episode III: The primary opponents in this episode are the monsters that inhabit the ruins of Illium. Encounter difficulty can be increased by either advancing the monsters the party fights, or by increasing the number of monsters. Most encounters are encounter level 8, so the difficulty should be scaled to match the party level. In addition to this, if a level 8 party is having too easy a time, additional numbers of monsters should be added to each monster encounter to make it more challenging.

Episode IV: This episode deals mainly with the politics surrounding the party's return (assuming they are successful), and requires few changes. To add difficulty, the party may be attacked by one or more groups of assassins before they are able to release the vial of blood.

Adventure Hooks

This adventure presumes that the characters have been living in the Forge for some time now. They may have run through the adventure *Dark Welcomes*, which appeared in *Oathbound: Domains of the Forge*, or their adventures may have taken them to other places. The following hooks are provided to bring the characters into the adventure. They take into account the fact that they may be working for Lord Flollo, the Alliance of Penance, another Bloodlord altogether, or even themselves. They also assume that the party is made up of mostly good and neutral characters. If the party is evil, their main motivation for getting involved may be simply to stand in the way of Lord Abbydon's ascension, or because they wish to see what power they can obtain from the vial of blood.

Agents of Lord Flollo

The characters have been working for Lord Flollo. Though not part of the Alliance, Lord Flollo is well regarded by the organization. Having learned of the promising abilities of the party, Lord Penates asks Flollo to temporarily loan the party so that they may investigate an alarming potential threat from the outside. Being kindly selfless, Lord Flollo requests that the party report to Lord Penates to discuss an important mission.

Agents of the Alliance

The characters, for the time being, are agents of the Alliance. They feel that the Alliance espouses cooperation on a citywide scale, and their organization helps secure the future peace of the city of Penance. When the monk Sheffus approaches the Alliance with potential trouble, Lord Penates calls on the party because of the exceptional work they have done in the past. They are summoned to the personal quarters of the aging Bloodlord, where he informs them of the situation.

Summoned by Lord Penates

Hearing of the reputation and the stories of the deeds the characters have done since their arrival, Lord Penates decides to try to enlist the party's help. Though

the eldest lord of the Alliance has faith that the party will be able to investigate the matter of the Lucan forest, he doesn't want to find out the hard way that they might double cross him. He sets up a simple test to see if the party can be trusted. He sends a messenger to misdeliver a scroll addressed to him, the sender being a rasher named Thygor Svensen. The scroll contains misleading information suggesting a buildup of troops in the cantons belonging to Lord Belmus. If the party reads the scroll, then delivers it, or if they decide not to deliver it at all, he decides to look elsewhere for potential heroes.

Episode 1: The Briefing

If the previous adventure hooks are used, or if you choose to devise one of your own, the party should arrive unmolested at Lord Penates' estate. The aging Bloodlord invites them into his home and asks that they make themselves comfortable. He exchanges pleasantries, offers them some food and drink, and then escorts them to a balcony facing the south end of the city. At this point, read or paraphrase the following to the players:

The elder statesman of the Alliance sits down at a bench on a balcony facing the southwest portion of the city. Miles in the distance you can vaguely make out the edge of the pedestal the city is built on, and the great expanse of empty air beyond that. The lines of age and responsibility are evident on the bloodlord's face as he faces you.

"As you well know, in the distance there are the cliffs, at the base of which is Utopia, the foul extension of this city. I fear that perilous times lie ahead for this city, and I have the responsibility of being one of the few people that knows something of the dangers we face.

"I have received troubling news on two fronts. The threat from Lord Abydon may be growing. I have received word from a spy that I have working on the inside that the silver that would be a god has discovered a way to ascend to actual godhood. Unfortunately we don't know what his plan may entail, but I'm certain that it will involve some foul form of magic. As always, I would appreciate it if you could keep your ears open in case you come across any of the specifics of his plan."

Lord Penates waits for the party's reaction to this request. If pressed for more specific information, he is unable to provide any at this time. He then continues:

"Right now, the more pressing matter is that the druids of the Lucan forest have blocked anyone from entering their forest. A Bactrian druid who had recently attempted to enter the Lucan forest on a mission of peace recently approached me. He often makes such journeys with the hopes of maintaining the goodwill between the various

groups of druids in the plains of Penance. When he attempted to enter the Lucan forest, he was turned away by the same order that has always embraced him in the past. He fears that some manner of darkness has settled on the forest.

"The Alliance agreed that something may be amiss, so we dispatched an emissary to the Lucan forest to learn more about the situation. Like the druid before, they were turned away by druids who adamantly insisted that they could not allow them to pass. No further explanation was given. I would ask you to stealthily enter the forest, and report what you find."

Random Encounters in the Plains of Penance

Random encounters should be checked once every two hours of game time, or assigned as needed. To check for random encounters, roll 1d100. On a result of 35 or less, a random encounter occurs. Roll 1d12 and consult the following chart to determine what the party encounters. This chart uses monsters from this book (pop), *Oathbound: Domains of the Forge* (odf), and *Minions: Fear-some Foes* (mff), as well as monsters from the MM (unlabeled).

Because of the relative flatness of the plains of Penance, opposing groups may spot one another from some distance away, making surprise difficult to achieve during the regular light phases. Setting up an ambush is difficult, but can be done if the aggressive group spots their adversaries from a distance, extrapolates the travel path of the group, and then lies in shallow depressions or excavated pits. More often than not however, opposing forces choose to either approach one another with weapons at the ready, or one group must chase down one attempting to flee.

1. Asherake Patrol (4 + 1d4 asherake) (odf)
2. Achaierai (3)
3. 1d10 Nightling Bandits (odf)
4. Displacer Beasts (4)
5. Gnarl (1) (mff)
6. Kytus (2d4) (pop)
7. Valco raiding party (1d12 valcos) (odf)
8. Shambling Mounds (3)
9. Volt Polar (pop)
10. Charrels (2) (mff)
11. Digesters (2)
12. Giant Owl (1)

If asked about a reward, Penates offers them 5,000 gp and any non-magical equipment that they may need. He is also able to sell some minor magic items to the party at 85% of market value (the GM should be selective in the which items she allows the party to acquire in this way). Should the party attempt to bargain for a higher fee for their services, they may make a contested Diplomacy check against Penates. If successful, they are offered 7,500 gp. Regardless of a reward, Penates gives the party a day to prepare for their journey.

If the party agrees to help, Lord Penates introduces them to three druids from the Bactrian forest: Sheffus, Miradel, and Koron, who offer to accompany them. Unless treated with disrespect, the druids greet the party warmly and offer them basic information about their order and their relations with the druids from the Lucan forest. If the party questions Sheffus about his attempt to enter the forest, he explains that two druids, who had taken the form of eagles, landed in front of him as he approached the forest. They ordered him to stop and then calmly but firmly told him that he needed to leave the area. Sheffus protested, but decided to honor their request when they implied that any attempt to defy them would be met with violence.

The druids' travels with the party will be brief, but they may be of service helping the party to infiltrate the Lucan forest. Capable of assuming animal forms, the druids are able to scout ahead in order to help the party avoid detection. They are also more familiar with the Lucan forest and the power structure of the druid community, which will aid the party as they seek to enter the forest unnoticed. As long as the party is in the presence of the druids in the wilderness, they receive a +5 synergy bonus to all *hide*, *disguise*, and *knowledge (nature)* checks that they attempt.

If the party seems uninterested or refuses, Penates reminds them that events in the surrounding territory can potentially affect the city of Penance in profound ways. He appeals to their sense of duty and asks them to reconsider. If they still refuse the job, he sends them away and will not call on them again.

Episode II: The Lucan Forest

The party must decide what method they will use to travel to the Lucan forest. If they have a means of flight, their journey may be measured in hours, while on the other extreme, it may take several days if they choose to travel by foot or charter a ship to take them there. The random encounter sidebar suggests the various factions the party may face while they travel.

The largest obstacle the party must overcome when infiltrating the forest is the possibility of being spotted. The druids accompanying them have their animal friends to scout for them and can themselves transform into their animal forms. The party will have luck evading the lookouts if they approach the forest by night, employ invisibility, or are familiar enough with the area to teleport into it. The sentries easily spot the party if they travel mounted or on foot in a straight line from Penance.

The sentry druids guarding the Lucan forest assume the form of eagles and fly in pairs to patrol the area, which they watch over in shifts. Should a challenge arise that a single pair of druids is unable to handle, they are equipped with amulets of telepathy (similar to helms of telepathy, except that they are crystals that hang from the wearers neck, and offer no measure of protection), which allow them to communicate with their leaders and call in reinforcements. 2d4 rounds after calling in reinforcements, another 4 druids in eagle-form arrive.

Forest Locations

Though the forest contains an abundance of groves belonging to the druids, two main features are of importance to the party: the druid community and Lord Pandarus's army encampment. The druids spend much of their time tending to their groves in the Lucan Forest, but they also spend much of their time in the company of one another. This is largely for their protection due to the highly political nature of the plains of Penance and the threats that often originate from within the city. One hundred fifty druids can usually be found within the druid community.

Characters may enter either location if they disguise themselves as either soldiers or druids. They may use the *disguise* skill, or they may cast one of any number of illusory spells upon themselves. Due to the recent upheavals within the forest and the recent arrival of Lord Pandarus's army, the occupants of both camps are not likely to scrutinize the party unless they take actions that call attention to themselves.

The encampment of Lord Pandarus' soldiers is a destructive force that has caused numerous trees to be felled, and a significant amount of wildlife killed for food. One thousand asherake and humans are holed up here, waiting for more numbers to arrive before launching an assault on Penance.

1. The Army Encampment

Currently 1,000 of Lord Pandarus' soldiers are camped in this area. Their shelters consist of hastily erected light brown leather tents. The army is made up primarily of humans (30%) and asherake (70%).

Two groups of ten patrol the perimeter of the encampment. They are loyal to Pandarus, and cannot be bribed. If the party disguises themselves as druids, they are granted access to all areas of the encampment except for the commander's tent. If the party disguises themselves as soldiers, the soldiers in the army gain a +6 bonus to their *spot* check when determining whether or not they recognize the PCs as imposters.

If spotted, an alarm is sounded, and the two groups that are on patrol plus two groups on standby attempt to capture the party. Each group of soldiers sent against the party consists of 14 asherake and 6 humans. The humans and 4 of the asherake press the attack forward while the other 10 asherake take to the air and attempt to flank the party from behind. If captured, the party is hauled to the prison (area 4).

2. Commander's Tent

Yazarak, an asherake general and one of Lord Pandarus's closest allies, lives within this tent. The entrance is patrolled by 4 asherake, while two human guards walk the perimeter, staying twenty feet from the tent while keeping a watchful eye on the surrounding soldiers. Characters wishing to enter the tent must find a way to sneak past the guards and conduct their business inside soundlessly. If discovered, the guards securing this area sound the alarm, and the groups patrolling the perimeter of the encampment rush in to capture the party. If captured, the party is imprisoned in area 4.

In addition to ordinary pieces of clothing, an uncomfortable bed, and a throne, this one chamber area has a single item that is of great value to the party: the battle plans describing the upcoming assault on Utopia. They are contained within a locked chest (Open Locks DC 30 to open). Within the chest are 2,000 gold coins. The plans are hidden beneath a false bottom (Search DC 15 to locate). These plans show how the attacking forces will be split into different groups, the areas they will attack, and the approach route of the magical siege engines. If the PCs manage to acquire the plans or copy them, they can be sold to Lord Abbydon for 50,000 gp. If the plans are stolen, they are noticed within 1d8 hours after the party leaves the area.

Yazarak is in this tent only at night. During the day he moves among his troops to boost morale. If a PC tries to sneak into the tent at night, she must succeed at a move

silently check, which is opposed by Yazarak's listen check. Yazarak receives a +4 bonus to his Listen check because he is a light sleeper.

3. Siege Engines (EL 8)

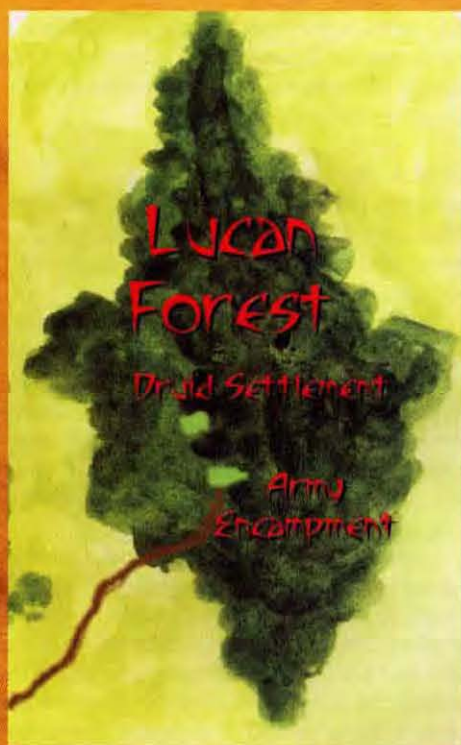
Resting immobile within this clearing are 20 Hammers of Doom (See appendix 1: New Monsters). This area has been cleared of trees, and a twelve-foot wide path has been cut through the forest to allow these to enter and exit the area. Also within this area are 5 asherake, who stand guard over their prize siege engines, as well as look for fix any damage that may have befallen them.

Each of the asherake possesses an amulet that controls one of the Hammers of Doom. These work only with characters of evil alignment. Only party members who are evil are capable of hijacking one of the Hammers of Doom.

If the asherake spot the party and realize that they don't belong here, or the characters attack, the asherake sound the alarm, and then begin attack. 1d6 rounds after sounding the alarm, one of the patrol groups described in area 1 arrive to assist with combat.

4. Prison

With the rowdy bunch of humans and asherake that makes up the army of Pandarus, the first semi-permanent structure built here was a makeshift prison. The trees that were cut down to make room for the army encampment were put to use in the construction of this building.



The interior of the prison contains a single 30 ft. by 30 ft. room, which is divided between the guard area, and the 4 10 ft. by 10 ft. areas where the inmates are locked behind bars. The doors are locked (Break DC 25), but may be opened with a successful *open locks* check (DC 30), or *knock* spell. The prison is guarded by two asherake, one of which holds the keys that open the doors to the jail cells.

Currently imprisoned are 2 common druids who dared speak against Verdane about the removal of the trees in this area, an asherake who murdered a fellow soldier on the way down from Beacon, and possibly the rogue Silumj (see encounter E1). If the party is captured snooping about the area, they are brought here and imprisoned in separate jail cells. Before being incarcerated, their weapons and armor are stripped and redistributed to the highest-ranking soldiers.

5. The Druid Settlement

This druid settlement is the only communal settlement for the druids of the forest, though most of them tend to their own groves throughout the forest, and spend little time here. More specifically, this is a place where the druid elders live, and where council meetings are held. This is the hub of their organization as well as the place they come to for periods of time to enjoy the company of other intelligent life.

All members of the settlement are druids. The racial mix is 33% human, 10% elf, 32% thorn, 10% dover, and 5% other. There are normally 200 druids here at any given time, which is a fraction of the number of druids that live in the Lucan forest. Most of the druids only visit this place for a few days at a time. To accommodate this, they make arrangements with one another to share dwellings for brief periods of time.

The entrances of most of the trees are blocked by little more than a door and a lock (*open lock* DC 25), though the more powerful inhabitants have placed magic wards and guards to keep unwanted people out. The trees the druids inhabit are deciduous, and typical examples are large but otherwise unremarkable while the trees inhabited by the leaders of the settlement have been molded to fit the desires and personality of the owners.

Within the settlement the druids live high up in great trees that are referred to as the great forest spirits. The trees are immensely tall and wide at the bases, and many of them have hollow areas near the roots that connect with larger hollow areas further up in the trees. The druids actually shape the interiors of these trees as they grow to include stairways upwards into the larger areas, and level living areas above. The interiors do not have portals or any other means of looking outside, but they are kept lit with phosphorescent moss, which emits faint blue or green light.

6. Kallinia's Tree

Kallinia's tree is narrow compared to the other inhabitable trees in this grove, but it stands tall. A locked door (*open lock* DC 35) bars entrance, and it is protected by a *Fire Storm* spell, which is triggered automatically unless the password "Makada" is spoken before attempting to enter the dwelling. On the opposite side of the door is a

stairway that climbs forty feet to the main chamber, which is surprisingly spacious given the size of the tree, and lit by yellow phosphorescent fungus.

Should the party make their way here, they find a chest containing Kallinia's clothing a small bed made of wood, with a mattress made of dried grasses and leaves, and a locked (*open lock* DC 30) and trapped chest containing the following items: Carved harp of exotic wood with ivory inlay and zircon gems (200 gp); Brass mug with jade inlays (600 gp); Finely wrought small gold bracelet (50 gp), 1500 gp.

Trap (Door, Fire storm) CR 16; causes 15d6 points of fire damage to all within diameter of the tree; reflex save (DC 32) halves, search (DC 25), Disable Device DC 32)

Trap (Chest, Harm) CR 7; activates and affects person touching the chest when lid is raised unless the word "Makada" is first spoken; no save, search (DC 25); Disable device (DC 32).

7. Verdane's Tree

Verdane lives in the tallest, largest tree in the settlement. The door is not locked, though six human warriors from Pandarus's army guard it. Posting guards from the army has not been a popular move among many of the druids, but Verdane has justified their presence at his door by reminding them that he is in charge because their former leader, Lord Deisic, was murdered.

Beyond the entrance of the tree, a short hallway leads to a symbol in the floor with the word "up" written in draconic scrawled around it. Standing in this place and speaking the word activates *teleportation circle*, and deposits the speaker in the main chamber above. A similar symbol is scrawled in the floor in the chamber above, except that the word "down" is written there. Characters standing on either symbol for more than 3 rounds without speaking the activation word are teleported to a sealed chamber 20 feet underground.

The main chamber of the tree is unusual in that it is the only one that opens to the outside world. It is fifty feet above the ground, and the tree in this area has split into four separate sections that branch out from the floor and then rejoin at the top of the chamber. This creates 10 ft. sections of the walls that are open, though they are blocked by clear glass windows. The north window is built into a frame that is on hinges, and opens onto a deck that wraps around the entire tree, and overlooks the druid settlement. The deck is constructed of the tree's branches, vines, and other foliage, which have grown together. Within this chamber is Verdane's bed, a 5 ft. by 5 ft. painting of a waterfall pouring into a lake (250 gp), a 10 ft. by 10 ft. map of the plains of Penance (50 gp), a chess set with pieces crafted from crystal (500 gp) sitting on a glass table with two wooden chairs, and a locked chest at the foot of the bed (*open lock* DC 30) containing 4,000 gp and the following scrolls: *remove curse*, *wall of fire*, *Dismissal*, *passwall*, *transmute mud to rock*, *black tentacles*, *teleport without error*, *dispel magic*, *neutralize poison*, *cure serious wounds*, and *finger of death*.

Underground Chamber

Characters that trigger the teleportation trap find themselves in a chamber underground with rough-hewn walls. There is no ordinary way out of this room, though they may attempt to escape. The room is 8'x8'x8' (512 cubic feet) with no adjoining rooms, passages, or even ventilation that would allow fresh air in. See chapter 3 of the DMG for rules on suffocation. Characters may attempt to escape by the use of magic or by digging.

Characters that dig are likely doomed to failure due to the height of the chamber and the enormous amount of dirt they must excavate in a limited period of time. Nevertheless, if a character is clever enough to figure out a way to dig upward, for every hour spent digging, there is a 20% chance of a collapse. For more information about cave-ins and collapses, see chapter 4 in the DMG.

The most logical way out is with the use of *dimension door*, *plane shift*, *word of recall*, *teleport*, *teleport without error*, and other similar spells. A powerful wizard friend of Lord Deisic originally designed this area. Though it is potentially lethal, his main goal was to deter people from entering his home uninvited. Lord Verdane plans to consult a wizard soon to make magical escape from here impossible through some form of anti-magic field that still allows teleportation into the area.

8. Shallithanos's Tree

Shallithanos lives in a large but simple tree. His door is unlocked, and he owns no valuables other than the few magic items and scrolls he keeps on his person at all times. He does this partially because he considers his treasures to be found in nature, but also because by being so open, Verdane's suspicion is not cast in his direction.

His tree is configured very simply. A door is set into the side of the tree, which opens into a stairwell, with stairs the spiral upwards to his main chamber. His chamber is large, furnished with a bed, a chair, and an unlocked chest where he stores his robes and clothing.

9. The Meeting Pond

At the center of the druid community is a natural pond, formed by a spring opening up into a natural depression. The water here is clear and refreshing, and the bottom of the pond is made up of white colored rocks and pebbles. The druids revere this spring as sacred, and they hold many functions here such as meetings and some rites and rituals.

Within the pond lives an elder water elemental. The druids are able to call out this elemental, and if need be, it will defend the community against invaders. In the event of an internal struggle or civil war, the elemental follows the orders of the highest-ranking druid of the community (Verdane).

In addition to this, the water of this pond has limited restorative powers. Any non-evil character drinking from the waters regains 1d4 hit points or 1 point of ability damage. This can be done only once per day. Evil characters that drink from the pond sustain 1d6 points of damage.

Event-based Encounters in the Forest

These segments are events that occur when the party is in the forest, but are not tied to a particular location. Both events are key to the story, and should not be skipped. It is up to the GM to find the best point in the story to include these encounters, although advice is given for each one.

E1. Abbydon's Lackey

Because this encounter imparts much of the information needed for the party to complete this adventure, it is vital that the party encounter the rogue Silumj. The trek into the forest is dangerous and filled with overwhelming numbers of opponents. Because of this, the party may encounter Silumj in a variety of locations.

Silumj was part of the party Abbydon dispatched to Illium to recover the vial of blood belonging to the Grey Stranger. When they encountered the *ulatra*, the beast savagely tore into his companions, rending them limb from limb. The rogue was the only one of the companions able to escape, though he was grievously wounded, and was unable to return to Penance. Along the way, the wounded man encountered a druid from the Lucan forest. The druid discovered that Silumj worked for Abbydon, so he brought the rogue back to the Lucan forest to question him further.

If the party is able to successfully infiltrate the druid community, they encounter Silumj near his tent with a bottle of ale. He has been kept here, though his status as a *guest* resembles imprisonment. He is allowed to wander the grove, drink ale, and converse with the druids, but he is not allowed to leave.

If the party was captured and hauled to the jail, they encounter Silumj rotting in a prison cell. After encountering the druid on his way back to Penance, he was brought here where the druids have questioned him thoroughly, but learned little about his true mission in Illium.

If the party evades capture, but is unable to infiltrate the druid community, they encounter a mortally wounded Silumj within the forest, but far away from the druid community and the army encampment. He has been a prisoner of the druids for over a week, and recently managed to escape. Unfortunately he has taken a vicious stomach injury, and he is slowly bleeding to death.

Silumj approaches the party after noticing any activities they may be involved in to gather information. At this point, he wants only to escape from the druid community, and is willing to give the party any information they ask. The druids have stripped him of his weapons and armor, so he poses little threat to the party. After brief introductions with Silumj, read or paraphrase the following:

The man before you is clad in dirt-smeared rags, and he reeks of the smell of alcohol. He is unshaven, and his hair is greasy and bedraggled. Despite his appearance, he meets you with a steady gaze and speaks in a quiet and controlled manner. "I need your help escaping this place. The druids have held me here for more than a

week, and I simply wish to leave. They've offered to provide me with clean clothing, food, drink, and a roof over my head, but they will not allow me the one thing I wish, which is to leave this forsaken forest."

Silumj trembles slightly, but continues, "I was part of a group sent by Lord Abbydon to Illium to track down something called the Blood of Destiny. We searched that forsaken city for several days looking for it, and eventually we heard a rumor that it was found in the lair of a monster they called the Ulatra. We followed their instructions to its lair, though we failed to heed their warnings about the beast.

"It attacked us immediately, and we didn't stand a chance against it. In a manner of seconds my companions were cut down before me. Limbs were rent from their torsos as easily as if it were separating the leaves from the root of a baban

plant. I saw my comrades fall, and was myself wounded. I managed to slip away from the berserk monster and ran from that horrid place.

"I stopped only long enough to slow the bleeding, and then left Illium. Shortly thereafter, half mad and losing strength from the loss of blood, I came across a druid from this forest who healed my wounds. He brought me back here, and in my fever I told them of our mission. I told them that I was sent by Lord Abbydon to seek the Blood of Destiny. Once he drinks this blood, his transformation into godhood will be complete.

"The druids have kept me here ever since. They're willing to give me everything I need, but they won't return my belongings to me, nor will they then allow me to leave. They're afraid that I'm going to go back to Lord Abbydon and inform him of the pending attack. Frankly, I was going to Illium for the money. I'm no more his follower than the druids are. Will you help me escape?"



If the party questions him further, he is able to give them the following details: The army encamped here in the forest belongs to Lord Pandarus, and they are planning to attack Utopia soon, though he doesn't know exactly when. Pandarus is planning to capture and hold as many cantons as possible so that he can spread his influence to Penance. Soldiers have been arriving at a rate of about a hundred a day for the past ten days, and they brought have some deadly looking magically propelled siege engines with them. Silumj and the party he had been with are not followers of Lord Abbydon, and were sent on this mission because they were powerful, and because Abbydon didn't want any of his worshippers to know that he is not already a god.

E2. Exposed!

Run this encounter once the party has had the opportunity to explore the druidic community and get an eyeful of the army encampment. This should take place after they have spoken to Silumj (encounter E3), and is a means of both chasing them out of the forest, and introducing them to the resistance. This encounter should be run when the party is in a somewhat open location where they might be discovered. This may take place in or around either the druid community or the army encampment since both the druids and the soldiers are free to move between both camps. Read or paraphrase the following to the players:

You notice the gaze of a nearby druid apparently scrutinizing you. He is a human who is rather gaunt and appears to be in his early thirties. He quietly walks in your direction, holds a delicately bone hand towards you, palm out, and speaks, "Hold my friends, you do not look familiar to me. Would you identify yourselves?"

This druid is Kallinia, the strongest supporter of Lord Verdane. He has been keeping a watchful eye on the druids within the settlement. It is not their way to restrict access to this place from the members of their own order, and in the past, newcomers were welcomed. These days outsiders are sternly warned away, and Kallinia takes it upon himself to watch the druids that are here to make sure that unwanted individuals don't enter the settlement. Kallinia has already scryed the party from his abode using his crystal ball with true seeing, and is not fooled by any disguises or illusions they may be using.

The party has three options at this point. They may run, fight, or bluff. If they choose to bluff, the party must make a *bluff* check, though Kallinia's *sense motive* check receives a +15 bonus. If the party successfully fools Kallinia, he waits 1d10 rounds before calling the guards to have the characters investigated anyway. Once the party is discovered, Kallinia dispatches 20 of Lord Pandarus's soldiers as well as 3 of his druids to aid them.

Tactics: If attacked, Kallinia takes a *wild shape* form, that of a squirrel, and scurries away as quickly as possible. He does not engage the party in a fight unless he

is left with no other option. If he finds himself cornered, he transforms back into human form, and then casts *word of recall* to return to his dwelling.

The troop of soldiers sent against the party consists of 14 asherakes and 6 humans. The druids that accompany them focus their spells on the magic-wielding members of the party — wizards, sorcerers, clerics, or druids — while the soldiers break into two groups. The humans and 4 of the asherake press the attack forward while the other 10 asherake take to the air and attempt to flank the party from behind. This combat should be close to overpowering the party. After they have taken a healthy amount of damage, run encounter E2a.

E2A. The Resistance

Many of the druids within the Lucan forest do not agree with the direction Verdane's leadership has taken them. After several members of their order spoke up against the new lord and then disappeared under mysterious circumstances, the remainder of the malcontents organized a new resistance. This organization is led by Shallinathos, an elven druid elder, and nearly one third of the druids within the forest have secretly joined.

Shillinathos noticed the party shortly after their arrival, and has been scrying their progress from his abode (area 8). Though he does not know whom the party is working for, he has realized that they do not work for Lord Pandarus. He hopes to convince them of the grim plight of his people under their new leadership, and send them back to Penance with a message to a hopefully sympathetic Bloodlord that will send them aid.

When Shallinathos sees that the party is under attack, he makes the decision to act in order to extricate them from the situation. 1d6 rounds after Kallinia sends troops against the party, Shallinathos and three of his followers use scrolls of *time stop*. Once the spell takes effect, they move to the PCs unseen, and then put a *ring of recall* (from *Spells and Magic*) on each of the PCs and activate them, which sends the party back to Shallinathos's dwelling.

When the spell wears off, the PCs find themselves in Shallinathos's home. The other druids that helped him bring the party to this location are also here. Since the party was in the midst of combat before using the *time stop* scrolls, the druids tie the PCs wrists and ankles with silk rope (*escape artist* DC20 to break free) to prevent them from attacking. If the PCs break free and threaten the druids, they attack the party and attempt to render them unconscious. If the battle goes against them, each of them is equipped with a second *time stop* scroll that they use to leave the tree.

Assuming that the characters decide to hear what the druids have to tell them, read or paraphrase the following:

Before you are three humans in druid garb and a tall silver-haired elf. The elf smiles, then sits down in a mesh of plants that serve as a chair. "I apologize for the restraints, but they are necessary to prevent you from bringing your fight to us. We are not your enemy. My name is Shallinathos, and I have brought you here to ask for your help."

"The druids of this forest, up until recently, had been led by a wise man named Lord Deisic. He was a good leader, though he was not aggressive in the same sense that the Bloodlords of Penance must be. After holding his wise rule for thirty-three years, he took in a druid, whom he groomed to one day be his replacement. Verdane was young, incredibly gifted, and he aspired to leave his own mark upon this land by expanding the influence of our order.

"Verdane learned a great deal from his master, and then one day he repaid Deisic by murdering the great man in his sleep. I was the one who found the body with the dagger sticking through his heart. I alerted the other druids of this tragedy, but they did not believe that Verdane committed the act, and no firm proof could be found. In their grief, the council selected Verdane as their new leader, as Deisic had named him his heir. I would have enlisted the aid of the Queen, but I also cannot prove to her that he killed the old man."

Shallithanos pauses briefly to emphasize the importance of the death of their former leader. If asked, Diesis was a man who showed a great deal of goodwill and compassion towards all people, and worked to forge bonds of friendship with the other druidic orders. He would often offer shelter to travelers or merchants. Some thought that his stand was too tolerant towards the expanding sprawl of Utopia however. Shallithanos continues once the party's questions are answered:

"Verdane has proven to be far from the great leader we had hoped, and has made a pact with Lord Pandarus from Beacon. He has allowed their army to camp within our forest so that they may attack Utopia. In exchange for this, Lord Pandarus promised that he would stop Utopia from expanding further into the wilderness surrounding Penance, and he would allow Verdane to use his troops to police us.

"Most of the druids within this forest disagree with the direction Verdane has led us, and a large number have joined our resistance movement. Unfortunately, with Pandarus's army here as well as the loyal support of nearly a third of the druids, we find ourselves in a difficult position to act. All that we ask of you is that you return to Penance, tell them what has happened here, and ask them if they would be willing to aid our cause."

The resistance isn't asking much of the party, so Shallinathos reacts angrily if they refuse to convey their message. If the party still refuses or is belligerent about their request, the druids use *timestop* scrolls again, then quickly return the PCs to the area where the hunting party that had been pursuing them before. At that point Shallinathos considers them a risk to the resistance, and provides no further help.

If asked for payment, the druids offer the party a Medallion of Thoughts (Core Rulebook II, page 222). The druids have no use for coins, so they are unable to offer currency. If the party attempts to negotiate for a higher reward they must make a contested *diplomacy* check against the elf. If they win the check, Shallinathos offers them a safe harbor here in the grove once they are able to remove Verdane from power. He is unable to offer any additional magic items or treasure at this time.

Once an agreement has been made, Shallinathos pulls out the appropriate number of *polymorph other* scrolls and changes the party into the animals of their choice. In animal form, they should be able to exit the settlement and the forest without attracting the attention of the druids that are hunting them. The only exception to this is if the PCs select forms that are not native to this area.

Transitioning to the next Episode

At this point the party should be in possession of several key facts: Lord Abbydon seeks the blood of the Grey Stranger to gain immortality, Lord Pandarus is planning an attack on Utopia, and there is a resistance against the Usurper Verdane in the Lucan forest. The PCs now have the option to either follow one of these adventure paths, or to return to Penance to report their findings to Lord Penates.

If the party returns to Penance to speak with Penates, once they have briefed him on the situation, read or paraphrase the following to the players:

"This is grim news indeed," says Lord Penates. "I suspected that there were problems with the druids in the Lucan forest, but this goes beyond anything I had imagined. It sounds as if Lord Verdane is not above murder, and he's power hungry, which therefore makes him dangerous. His alliance with Pandarus proves his vile character.

"Though Lord Abbydon is a threat to us, I would not want to remove him from his position only to replace him with Lord Pandarus. While Abbydon is bent on conquest and is not interested in anything except for his own self aggrandizement, Lord Pandarus is one of the most powerful Bloodlords in all of Penance, and he is also one of the most brutal, barbaric ones as well. I will take this matter before the Alliance in order to determine how best to handle this situation.

"With regards to Lord Abbydon's plans to acquire the blood and become a god, we must make stopping him our top priority. I fear we have little time, so I would call on you again to travel to Illium to try to find the blood first. Illium is a blackened burned out husk of a city filled with all manner of horrendous monsters, so the situation could be more dangerous than your last excursion. Also, it sounds as though the *ulatra* you heard of could prove to be a major obstacle. You may want to go to the Great Archive to learn more."

Lord Penates is willing to offer the PCs 8,000 gp, but if the party wins a contested *diplomacy* check, he is willing to pay as much as 10,000 gp. If the party is still not satisfied, he mentions that he has several large houses that are uninhabited within the cantons under his control. He would be willing to allow the party to use one of them as a base of operations free of charge. As time goes by and the party does more work for Lord Penates and the Alliance, he may transfer full ownership of the property to the party.

The Great Archive

Information pertaining to The Great Archive is found on page 139 of *Oathbound: Domains of the Forge*. If the party has been here before and donated a book or manuscript, the monks are willing to help them find information on the ulatra free of charge. If this is their first visit, they are expected to make a donation of information, food or clothing.

The monks inform the party that the ulatra is a rare creature that they know little about. They are able to find a book penned 200 years ago by the legendary wizard

Hillofax the Orange-blood which contains the information below. Armed with this knowledge, the party should come to the realization that the ulatra can be reasoned with. In fact, they must reason with it, since a direct attack on it should prove suicidal for most parties.

Long have I watched this Lord of Ruin that I call the ulatra from afar, and the more time I spend, the more I realize how cunning, sleek, and deadly it truly is. My main method of observation has been scrying with a crystal ball with true seeing, and I have learned some amazing things about it. The ulatra is a collector of rare and magical items. At first I assumed that it is simply drawn to them in the same way that a moth is drawn to flame, but when I saw its lair I realized that it resembled a laboratory as opposed to a dank cave or other lair I would expect a monster to inhabit.

I have witnessed the ulatra disassemble magic items; I have seen it brew potions, and conduct other activities that are so complex that their very nature puzzle me. Unfortunately my studies concluded prematurely when I came home from a day of gathering herbs only to be startled by the ulatra waiting for me in my own cottage. It fixed me with a gaze I hope to never see again, and outstretched an arm towards me. After a moment I realized that it did not intend to kill me, but rather it wanted something. Much to my chagrin, I realized that it had figured out that I had been watching it, so I handed over the crystal ball I had been using to spy on its activities. Once it had removed my means of observation, the ulatra left.

There is no doubt in my mind that the ulatra is an intelligent being, though its motives are a mystery to me. My face-to-face encounter with it made me realize that it enforces its privacy, but it might not turn its deadly nature against people without reason. More to the point, I have reason to believe that they are rational and reasoning beings that deserve our admiration and respect.

Random Encounters in Illium

Illium is a city that has been destroyed and overrun with nature, and because of the abandoned houses and buildings that are in various states of collapse, this place is rife with all manner of monsters that make an easy home here. In many cases, monsters that are normally encountered only in dungeons can be found here wandering the streets. For every hour that the party spends wandering the city, roll 1d100. On a roll of 40% or lower (or at your discretion) the party encounters wandering monsters. Consult the following table to determine what the party encounters:

1. Ochre Jelly (3)
2. Digester (2)
3. Paretiophage (1d4) (mff)
4. Black Pudding (1d2)
5. Wraith (1d3 night only)
6. Charrel (2) (mff)
7. Ettin (1d4)
8. Monstrous Centipede (2)
9. Chuul (2 Near water only)
10. Gutwrench (1) (mff)
11. Wight (2d4)
12. Basilisk (1d4)
13. Shambling Mound (1d3)
14. Dire Bear (1d2)
15. Swamp Hellion (1 Water Only) (mff)
16. Monstrous Centipede (1)
17. Slather (1) (mff)
18. Tendriculos (1)
19. Gnarl (1d2) (mff)
20. Grey Render (1)

Episode III The Ruins of Illium

It has now been weeks since Lord Abbydon dispatched the band of mercenaries to recover the blood of the Grey Stranger. Though he isn't certain of it, he assumes that the previous party he sent has been destroyed in their attempt, and it is time to send a stronger, more loyal group to fetch the blood for him. Though it pains him to divulge the fact that he seeks the blood to his own followers, he makes the decision to do it since they would be properly motivated, which should increase the odds of a successful retrieval of it.

When the party arrives in the ruins, they soon meet up with the Cult of the Unbound Oath, a group of natives to the forge who believe that the end of the world is nigh. Though their teachings contain little more than a grain of truth, they are a wonderful source of information. Assuming that the party takes the time to speak to



them, they learn both the location of the ulatra's lair, and that a second group sent by Lord Abbydon has been asking many of the same questions.

When the party arrives in Illium, read or paraphrase the following to the players:

Scavenging in Illium

The population of Illium left in a hurry due to the battle and destruction. Most people didn't have the time to gather their valuables before they were forced to flee. Though most prized possessions belonging to the original inhabitants are now lost, characters that scrounge through the wreckage of the countless houses are bound to turn up some items of value. In addition to this, many adventurers have come here over the years with the intention of hauling off as much of the lost treasures that remain. Many have been successful, but many fall victim to the monsters that now prowl this place. A character searching an abandoned building has a 25% chance of finding something moderately valuable if they succeed at a search check (DC 20). Upon a successful check, consult the following table to determine what they find. If this search turns up anything you feel will unbalance the game, feel free to replace the rolled item with one of your choice. By the same token, if there are items that you would prefer them to find, feel free to have them find that item instead of something from the table

1. Silver mirror
2. 1d6 pitons
3. Lantern, bullseye
4. Corpse (3rd level fighter and equipment)*
5. Artisan's tools
6. Grappling hook
7. Chained axe
8. Armor (splint mail)
9. Bag of devouring
10. 1d100 gp
11. Shield, small, steel
12. Flint and steel
13. Disguise kit
14. Corpse (5th level wizard and equipment)*
15. 1d100 sp
16. Gem (GM's choice, worth 1d10 X 100 gp)
17. Clay jug
18. Corpse (4th level cleric and equipment)*
19. Thieves tools
20. DM's choice of weapon +1

*Consult the chapter 2 of the DMG for stats and possessions.

Before you lies the city of Illium. Most of the buildings still stand erect, a testament to the expert craftsmanship of the founders of this city. Deep craters mar the landscape, many of which are filled with water, though a few remain empty. Many of the buildings that stood at the edges of the craters still stand preserved, though the sections that would have been within the crater are completely missing, allowing you to view directly into the interiors of those buildings.

As you look around, it is obvious that many structures escaped much of the destruction. Ahead of you is a small house, the only visible damage being the blackened paint on one of the outer walls. In the distance you see what looks like taller buildings and a stone tower that still stands.

Despite the many years that have passed since this city was abandoned, this is a place of stark contrasts. Grass and weeds grow between the cobblestones in the roadway, and interspersed with the houses are healthy looking trees that have grown tall since the destruction of this place. You hear the sound of birds chirping, and small creatures scurrying about their business, but in the distance, quite suddenly, you hear a loud but low-pitched growl that surely comes from some very large and unfriendly inhabitant.

If the players decide to explore some of the buildings, there is a chance of a random encounter (see random encounter sidebar). Excessive exploration of the ruins is not recommended due to the limited amount of time they have to complete their mission. This does make for an ideal location to drop in other short side adventures that take place in any ruins.

£3. The Cult of the Unbound Oath

A few hours after arriving in Illium, the party encounters the cult wandering the city streets. The GM should trigger this event once the excitement of exploring the ruined city has worn off a bit. Members of the cult come from numerous races and walks of life. There are now 54 members, which includes new converts that have joined since they left Penance.

The cult of the Unbound Oath is a group of societal outcasts and derelicts that have found their way here, and follow the mad teachings of Ozaroth One-Eyed. Ozaroth is a picker originally from Penance, who overheard just enough of the truth about the Forge to drive him insane. He is just beginning his advancement into the Disjoiner prestige class.

Shortly after his discovery, he drew together a group of street urchins from Penance and promised that if they followed him into the wild, he would teach them the truth about the Forge, and how to survive world's impending demise. After wandering about for months, they eventually found their way to Illium; a landscape that easily lends itself to his end of the world myths.



The religion of the cult is based loosely on truth, and states that the four horned feathered fowl are bound by oaths to some high overlord. The flock stays true to their oaths not because they wish to, but because they must. As time has gone by however, some have strayed and disobeyed their paths. The cult believes that as soon as the last member of the flock strays from his or her oath, the world will split open and give birth to a cosmic bird named Noflex, which will quickly grow to be larger than the Forge itself. They also believe that if they worship Noflex as a god, it will spare them when the world ends, and it will fly them to a new world where they will all be appointed kings.

Although the cult's leader and his teachings are completely misguided, they do not attack the party; instead they try to convert them. A group of 10 cultists approach the party peacefully and ask if the party would be willing to accompany them back to their refuge. If the party declines the offer, they tempt them with the promise of valuable information about their quest. In truth they don't know what quest the party is on but most that come here seek something and the lure of information usually convinces strangers to follow them. If asked about the ulatra, this group has only a 10% chance of knowing where the creature lives.

The cultists live in the remnants of an old inn that they have patched up to the best of their ability. Holes in the walls have been roughly covered with pieces of wood salvaged from other structures, while the furniture within has been restored, though not skillfully. Upon entering, the party notices that the occupants are gaunt and ragged looking, though they have an air of contentment about themselves. They are led to a table where they are instructed to sit and wait for Ozaroth. During this time they are brought non-matching glasses filled with water, and they are offered dinner, which on this day, is rabbit that has been roasted over an open fire outside.

Ten minutes after their entrance, Ozaroth enters from the upper floor and greets them. He is cordial and polite, asking them if they know the truth about the world. Regardless of the answers the party gives, the picker insists on giving them his vision of the future of the world, and he insists that the final days are nearly upon them. At the end of his speech he offers to let them join his group. If the party accepts his offer, he is willing to part with any information he possesses that they consider valuable. If the party refuses, the party must make a contested *diplomacy* check to learn the information that he possesses.

Ozaroth is in possession of the following facts that are useful to the party.

- ◆ A few weeks ago they met a party from Penance that sought the ulatra. When the cult tried to convert the group, they were informed that the party worked for Lord Abbydon. Knowing Abbydon's reputation, they Azaroth didn't wish to incur the bloodlord's wrath, so he instructed them where to find the ulatra's lair. Though there were 8 members of the original party, only one was seen leaving.

- ◆ A couple of days ago they encountered another group claiming to be the devout followers of Lord Abbydon. They had a more smug and self-assured air about themselves, and again Azaroth gave them directions to the ulatra's lair. The cult has been keeping watch over them, and they noticed that the group has been investigating other locations within the city, but has not yet attempted to enter the lair of the ulatra.
- ◆ The ulatra lives within an ancient temple dedicated to a forgotten god at the bottom of one of the craters near the outskirts of the city. Azaroth gives the party directions on how to find it, and warns them that the entrance is located deep underwater.
- ◆ The ulatra is a sleek vicious killer, but it only kills people that either challenge it outright or invade its home. Their group has had no direct dealings with the creature, and it has never posed a direct threat to them.

The Ulatra's Lair

The lair of the ulatra was once the ministry of defense for the city of Illium. In order to withstand powerful magical attacks, powerful magical enchantments were placed on the structure, which provided a number of valuable functions for the inhabitants. The first and most important advantage was that the structure is able to withstand most magical attacks. When the spheres of annihilation dug deep craters within the city, this structure escaped the destruction, slowly sinking to the bottom of the crater after it had been created.

The next most useful feature of the magical protections on the structure are the incredible life sustaining qualities that saved the lives of so many people that were in the building during the fall of the city. It is protected from floods, earthquakes, and hostile atmospheres (such as noxious poisonous clouds). If the air within becomes foul, it automatically replenishes the air with fresh breathable air.

Like so many of the other craters in Illium, the crater this building sits at the bottom of has filled with water. Only the top of the structure can be seen from the surface. The water here contains no wildlife or natural dangers except for a pair of merain that nest on the building itself, just below the water line. The merain should not be spotted unless the characters make a very thorough search of the water.

The entrance lies 55 ft. underwater. Characters that try to enter through the visible portion protruding from the surface of the water find that the same magic that keeps the interior habitable also provides complete protection against non-magical weapons. Magical weapons must still overcome a hardness of 15, and must deal 360 points of damage to make a hole large enough for a medium size creature.

Characters that go to the main doors should find *water breathing* and other spells or magic items that allow for prolonged survival underwater to be extremely helpful. Lacking such magic, the group may attempt to use their *swim* skill to reach the entrance. The water is calm, so it

is merely DC 10 to reach the building doors, however characters may move at only one quarter of their normal movement rate underwater, and suffer a cumulative penalty of -1 to their Swim check for every round that they remain underwater. Rules for drowning are located in chapter 3 of the DMG.

The interior of the building is bathed in an aqua marine blue color, which is caused by the sunlight being filtered through the water. This is present in most locations due to the large number of windows, though the central area is much more dim than the border areas. The light becomes much closer to actual sunlight the further up the party travels within the structure.

This is a rather large building, and before the fall of Illium 200 to 400 administrators and soldiers would be here at any given time. Because this is the lair of a single monster, many rooms now are vacant.

E4. Encounter with the Ulatra

The ulatra is not a stationary creature, and may be encountered in the room of your choice within this structure. If the alarm is sounded when the party enters (see encounter 1), the ulatra is most likely encountered on the first floor, and arrives there 2 minutes after the party has entered. If the alarm is not sounded, the ulatra becomes aware of the party's presence shortly after they enter, but it doesn't go lower than the second floor.

The best locations to place the ulatra on the first floor are the platform in the training room (area 5), or the lab (area 4), or in one of the empty rooms. The best places on the second floor are areas 7, 10, or one of the non-descript areas. Whether its intentions are hostile or not, the ulatra wants to gain the upper hand by picking the location where it is encountered, and being in a place where it can gain the upper hand by choosing the best terrain.

When encountered, read or paraphrase the following to the players:

Before you is a vaguely humanoid creatures standing upward of 10 feet tall with insectoid features, black armor-like scales, and a jaw that splits both vertically and horizontally. Its appendages are a virtual arsenal of deadly looking natural weapons. It has two massive claws backed by razor type blades, two mantis-like pincers, and two long spiked tails that look mobile enough to lash out in all directions. Several long tendrils sprout from the back of the creature, and end with eyes. The creature fixes you with a cold stare and waits for you to move.

The ulatra (pages 76-77) automatically assumes that the party is hostile. Unless the party members refuse to attack, throw down their weapons, or make other equally non-threatening gestures, the ulatra attacks. Characters attempting to show the ulatra that they are peaceful must make an opposed Diplomacy check. If successful, the ulatra is willing to negotiate (see below). If the check is failed, the ulatra attacks with the intention to subdue the party and lock them away in area 9 so it can interrogate them later.

Because of the sheer ferocity of the creature, the ulatra should be more than capable of defending itself. If it finds itself on the losing side of the battle, it retreats when reduced to 40% of its total hit points. After leaving the battle it runs to area 12, its most heavily protected chamber. If the party is losing the battle but makes peaceful gestures, the ulatra is willing to hear them out before killing them and hanging their corpses from the ceiling of the dome. The ulatra is equally willing to listen to the party if they manage to reduce it to less than 40% of its hit points, and then attempt to speak to it.

Whether both parties enter into the conversation willingly, or if the ulatra is interrogating them, the creature speaks in a menacing, hissing voice, and demands to know what the party is doing in its home. If the party is truthful, and says that they are looking for a vial of blood, the ulatra confirms that it has such an item in its possession, and after some thought it decides that it would be willing to part with it if they are willing to retrieve the "Key to Curiosity" for it from the ruined freyan temple. If the party agrees, the ulatra agrees to meet them outside, at the edge of the water-filled crater when they return with the item.

Once the party has returned with the item from the freyan temple, the ulatra meets them at the agreed upon location and trades the vial of blood from the Grey Stranger for the key. Once the trade has taken place, the ulatra disappears beneath the water. It does not expect to see the party in its lair again, and will not look kindly upon any future violations of its space.

The Water-filled Crater (EL 10)

Before entering the ulatra's lair, the party must first face the two merain that inhabit the water filled crater. The birds are underwater as the party approaches the area, and when they enter the area, the two merain view them as a potential source of food, attacking them beneath the surface of the water.

Tactics: The merain hide in the shadows beneath the top section of the ulatra's lair and attempt to surprise the party. If successful, they use their Snatch attack. Once a character is snatched, the merain flies out of the water and attempts to find a safer place to eat. If either bird is seriously injured (loses more than 60% of its hit points), the pair leaves the area to heal and find easier prey.

1. The Doors (EL 5)

When the party reaches the doors to the building, read or paraphrase the following:

Before you, set into marble walls that retain their shine despite the passage of years, are two heavy wooden double doors. The border of each door is engraved with ornate symbols of unknown origin. The handle to the door is a large brass rotating lever that also seems to have survived the ravages of time.

The doors to the building are made of magically treated wood (6 in. thick, break DC 40, hardness 10, hit points 120) and are trapped and locked. The lock is an

amazing lock (Open Locks DC 35). When the doors open, the water does not flow into the building, but rather stops at the point where the doors are when closed.

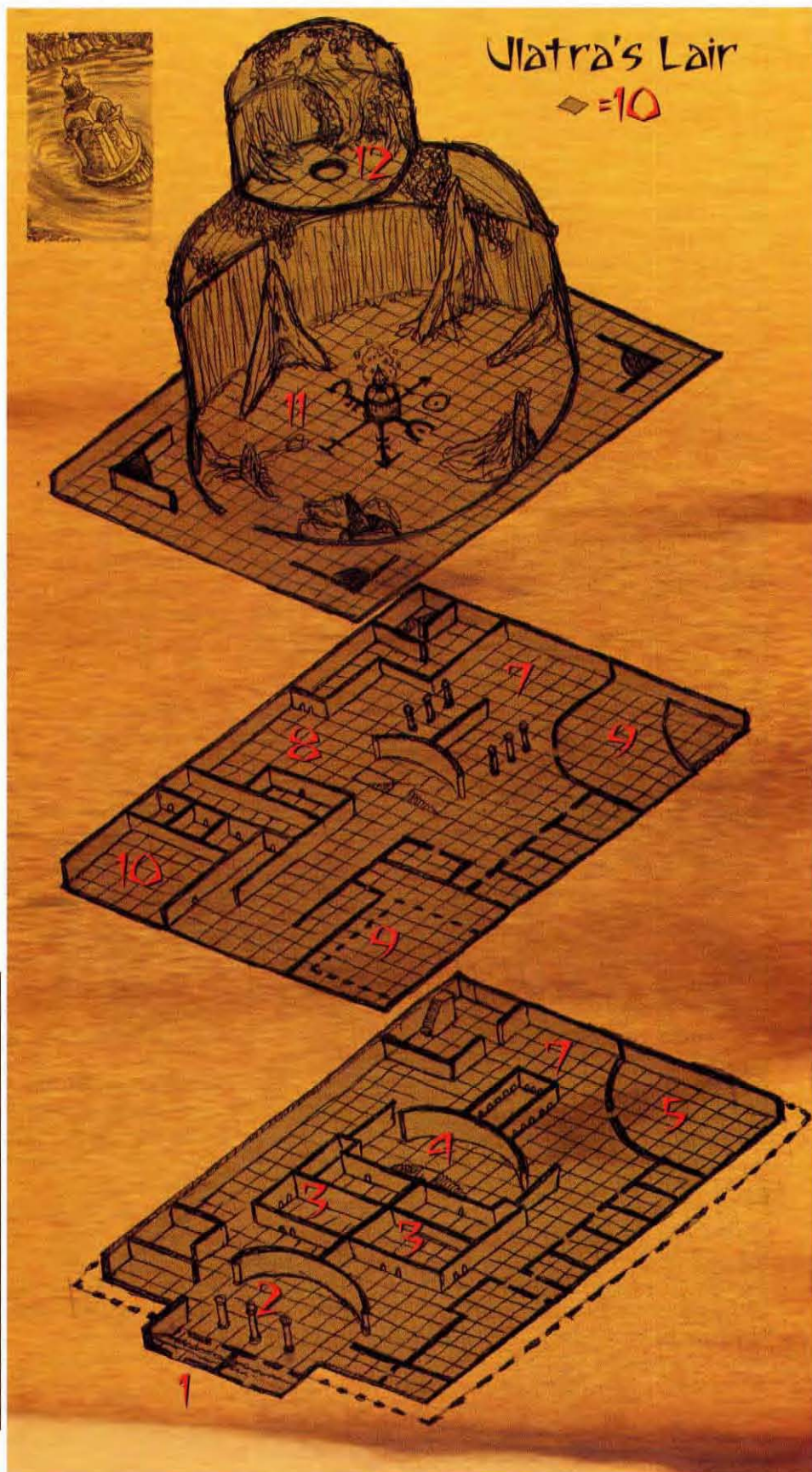
The trap guarding the door functions on two levels. The most obvious is that a rune is carved into the doors that cast *magic missile* as per a 15th level caster (Search DC 30, Disable Device DC 40). If the trap is activated, all but 1 of the magic missiles fire at the party member opening the door. The last missile fires at a shrieker fungus on the other side of the doorway, causing it to shriek, which alerts the ulatra to the presence of the party. The doors to both rooms marked 3 also open, releasing the flesh golem guardians within. The golems then move to the entrance to protect the building from intruders. The ulatra avoids this trap when entering and exiting by making a hand gesture that disables it. A *knowledge arcane* check (DC 30) reveals the hand gesture, which allows that party to bypass the trap without disabling it.

Sentry trap: CR 5, *magic missile* and (2) *knock*. No save. Search (DC 30); Disable Device DC 40; Knowledge Arcane DC 30.

2. Foyer (EL Variable)

When the party makes it through the front doors, read or paraphrase the following:

Upon entry it is apparent that once long ago this was the formal entrance to this building. The magics that have protected the exterior of this structure seem to not apply to the furniture and decorations within. Before you are 3 marble pillars, and hanging on the wall just beyond them is a large picture. The paint has faded so it is no longer apparent what the picture once depicted. There were once three plush chairs built on bronze frames, as



well as a long couch, but nothing is left of these items except for the frames.

Next to the main entrance is a 6 ft. tall pink colored fungus. The stench of death and decay is heavy in this place.

If the trap on the main doorway was triggered, the shrieker is calling out loudly, and the golems from room 3 arrive in 1d4 rounds. If the trap was not set off, the shrieker is silent unless attacked or otherwise disturbed.

3. Flesh Golem Holding Cells (EL: 7)

Note that there are 2 rooms marked as #3, each with an identical description. Each contains a single flesh golem, which is the first line of defense the ulatra uses against intruders. This room is large and empty, save for the flesh golem that lives here. If the alarm at area 1 was triggered, these rooms are now empty.

4. Magic Lab

This is the room where the ulatra created the two flesh golems that are found in area 3.

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

Within this room are three large worktables, and two cabinets containing spell components. On top of the tables is a plethora of neatly organized items including books, pieces of parchment, candles, pens, ink, beakers, and various liquids. In a large glass container on one of the tables is the pickled head of an ogre.

The pickled ogre head is intended for use when the ulatra creates its next flesh golem. It should take several rounds, but if fully searched (DC 15), the party finds the following items: Blue sapphire (1100 gp); Violet garnet (400 gp); Silver pearl (110 gp); Onyx (40 gp); Coral (90 gp); Zircon (50 gp), 1 lb powdered silver (50 gp), *Stinking Cloud* scroll (2), *Wall of Ice* scroll (2), potion of *restoration*, potion of *cure serious wounds* (2). Also within one of the cabinets of this room is a collection of muscles that have been harvested from the ulatra's victims, which it intends to use on its next golem.

5. Training Room

This room was once a multi-level room used to train the soldiers that were stationed here. When the party enters this room, read or paraphrase the following:

This large room appears to have once been a training room. Practice weapons hang on the walls, and a platform is built into the corner of the wall fifteen feet up, and can be accessed only by a ladder.

The practice weapons here include at least 5 of each martial weapon. All are in workable condition and acts the same as the actual weapon it is designed to emulate, except that it is only capable of inflicting subdual damage.

6. Staircase (EL 6)

This room contains a stairway that connects the first and second floors of this building. When the third step is touched, the first four steps collapse downward, and trigger a hinged 10' X 10' panel in the floor in front of the stairs to swing downward, dropping the character that touched the step and any characters standing on the panel into a 10' by 10' fire filled room 20 feet below.

Fire Pit Trap (20 ft. deep): CR 6; 2d6 + 1d6 per minute*; reflex save (DC 20) avoids; Search (DC 25); Disable Device (DC 30).

* See Heat dangers in chapter 3 of the DMG.

7. The Ulatra's Pets (EL 9)

Read or paraphrase the following when the party nears the pillars that mark the boundaries of this area:

Before you stand four pillars that rise 15 feet to an artificial ceiling built over this area. Hung between the pillars like an odd drapery is a sticky, web-like substance. Beyond the pillars in an extremely dark area, you vaguely catch the glimpse of a bloated form with many-appendages move further into the darkness. As it moves there is an odd clicking sound from the floor.

The ulatras only non-automated pets are a pair of driders. When the ulatra leaves its lair, it often times brings back a kill for them to consume. The ulatra keeps them because it feels sorry for their condition, and it realizes the benefit of having intelligent creatures guard its lair. In addition to food, the ulatra has promised that it would try to find a way to reverse the curse that transformed them into these monstrosities. If the party avoids this room, the driders hunt down the characters if they make a loud noise in any other room on this level.

Tactics: The driders cast *faerie fire* upon the party to confuse them, then cast *levitate* and flank the most physically intimidating opponent on the ground. This gives them a +3 bonus to attack. They prefer to attack with their short swords. If they seem to be outmatched, they move out from under the artificial ceiling covering this area, climb the walls, and attack using their short bows.

8. The Hanging Dead

After the party has climbed the stairs and emerged from the corridor, read or paraphrase the following to the players:

Before you is a large open area that is divided off from the majority of the rest of this floor by a tall dividing wall. You notice large dried brown spots on the floor in front of you, and the foul odor that greeted you upon entry has grown stronger. Looking up, you see shapes that have been hung from the ceiling of the dome above you.

Upon closer inspection, you notice that the shapes are at least forty long-dead corpses, which have been affixed to the ceiling by their ankles. Unfortunately you are unable to see what is securing them in place.

The brown spots on the floor are dried puddles of blood that dripped from the corpses above, and were left. These are the bodies of adventurers who have dared to enter the ulatra's lair in the past. In all cases, they would have slain the creature if given the chance, and the ulatra hangs them from the ceiling as a warning to those that would dare challenge it again. If the characters are interested enough to examine the bodies, they find that the ulatra attached the victims to the ceiling with a sticky web-like substance, provided by the ulatra's pet driders, which reside in area 7.

9. Prison Cells

If the party is subdued or beaten to unconsciousness, the party is brought to the jail cells and locked inside, minus their belongings. The party's equipment has been tossed into a pile on the floor outside their cell. The cells are empty except for a skeleton that has been chained to the bars. The person the skeleton once belonged to was killed when the ulatra grew angry and slashed a mighty claw through the chest of the victim.

If the party finds this area as the result of their exploration, the area is empty, with the exception of the skeleton chained to the bars. The cells are locked (Open Locks DC 25) with a hardness of 10, 60 hit points per bar (medium sized creatures must bend or break at least 2 bars to escape), with a break DC of 25.

10. Teleporter

The only major feature of this room is a circle of runes engraved into the floor. Any character stepping into the circle is automatically teleported to area 11.

11. Artifact Room

This building is protected by a massive artifact built into the very floor of this room. It is made of a dark iron with strange symbols engrave in the surface, which emanates a pulsing green glow. It is not possible to remove the artifact from this structure without a massive effort that would require the services of numerous stonecutters and others capable of hauling the heavy load out of the building.

The artifact protects the building against destruction by virtually all magical and non-magical means, and it ensures that the inhabitants have a clean comfortable environment in which to live. This includes filtering out harmful chemicals in the air, replenishing the air periodically, and ensuring that the building stays at a comfortable temperature.

The artifact also allows one being to be the "Key Holder." The key is an incorporeal presence that physically inhabits the master of the building. Should the existing master die, the key leaves that person and goes to the next person who gains dominion over the building. Only the being or creature in possession of the key may pass through the wall of force in the ceiling that separates this room from room 12. If the key holder wishes, she may transfer the key to another.

12. Inner Sanctum

This is the ultimate sanctuary and primary chamber for the being holding the key (see the description for

area 11). Currently the ulatra is the key holder, and this room only admits him unless the party is able to acquire the key from it in some way. Within this room are the following items:

Finely wrought small gold bracelet(40 gp); Silver-plated steel longsword with jet jewel in hilt(200 gp); Jeweled gold crown(6000 gp); Fire opal pendant on a fine gold chain(1800 gp); Brass mug with jade inlays(600 gp); Black velvet mask with numerous citrines(50 gp); Gold dragon comb with red garnet eye(600 gp); Jeweled anklet(2000 gp); Jeweled electrum ring(2000 gp); Gold dragon comb with red garnet eye(1300 gp); Brass mug with jade inlays(100 gp); Carved bone statuette(80 gp); Gold and topaz bottle stopper cork(1100 gp); Large well-done wool tapestry(300 gp); Carved bone statuette(80 gp); Ivory statuette(90 gp); Finely wrought small gold bracelet(40 gp); Brass mug with jade inlays(200 gp); Silver comb with moonstones(200 gp); Gold and topaz bottle stopper cork(1200 gp); Potion of Cat's Grace (3); Cone of Cold scroll, Hold Monster scroll (2), Delayed Blast Fireball scroll(2), Major Creation scroll, Minor Globe of Invulnerability scroll(2); Wondrous: Manual of bodily health +4; 31000 gp; the blood of the Grey Stranger.

The Freyan Temple

The "Key to Curiosity" lies within a ruined freyan temple dedicated to the god Lucindara. At its height, this was one of the finest freyan temples at the time. The exterior walls are made of polished black marbles with images of many different types of cats inscribed into the walls and inlaid with silver and gold. At the top of the building in the corners were cat statues that looked down upon the world below. In the years following the fall of Illium, the gold and silver has been pried from the walls, the cat statues that watched over the temple have crumbled to dust, and most of the valuables housed inside have been taken.

The doors of the temple are made of iron, and stand open. If closed, one of the inhabitants of the fallen temple will reopen it within 1d8 hours. If the party approaches the ruins from the air, or takes the time to climb to the roof of the structure before entering, they may enter the temple through the hole in the roof above room 6.

The interior is filled with small to medium sized animals and monsters that enjoy the cover provided by the mazelike interior. The most successful creatures here are those that are fast and light on their feet. Most larger creatures have a hard time fitting through the twisting corridors, and often find themselves the victims of structural collapses or smaller, more agile predators. Animals such as rabbits, squirrels, birds, and wild dogs often wander in, but they don't wander out.

The corridors within the temple are 5 ft. wide, and 5 ft. tall. Along both walls in the corridors, two feet off the floor, is a shelf made of polished white marble where the frey would examine unusual or valuable objects. In accordance with their religion, they were allowed to keep these objects as long as they left something of equal value in the place of them. These shelves are now bare, though

the floor in the hallways is cluttered with dirt, debris, and the bones of the creatures that have wandered in here and met with an untimely end.

The areas in red on the map indicate places where the structure has become weak and may cave in on anyone passing through the area. It is important to keep track of the marching order and the actions of the party through these areas. When a red area is entered there is a base 40% chance that the ceiling will cave in on them. The chance of a collapse, the severity of it, and the damage done varies according to the following tables:

Structural Collapse

Action	Likelihood	Severity
Flying	-30%	Minor
Move Silently	-20%	Minor
Moving quietly	-10%	Ordinary
Moving normally	+0%	Ordinary
Raucous Movement	+10%	Severe
In combat	+20%	Severe
Pounding the walls	+30%	Severe

Severity	Damage	Ref Save DC
Minor	2d6	15
Ordinary	4d6	20
Severe	8d6	25

Characters that make their Ref save sustain only half damage. Any time a 6 comes up on a dice for the damage roll, an additional D6 hit points are added to the total damage caused by the collapse. For more information regarding cave-ins and collapses, see chapter 4 of the DMG.

1. Homage to Felis Purrus (EL 9)

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

Stairs lead down to the center of this room, which drops a few feet and is now filled with brackish water. Four marble statues depicting house cats sit on platforms, which rise just a few inches above the water line. The cats are shown in different poses; the statue in the northwest corner is sitting with its back straight, its head up, and its paw outstretched as though it is batting something away from it. The statue in the northeast corner depicts a cat lying lazily on its back. The statue in the southwest corner depicts a longhaired cat sitting at attention with wide eyes and a bushy tail. The final statue in the southeast corner is of a cat springing upwards as though it is trying to attack something above it.

Each of the cat statues is attached to the platforms they are sitting on. Each weighs 500 lbs. and they are worth 3,000 gp each. If removed, many freyan temples throughout Penance may be willing to purchase them from the party.

The brackish water is caused by water dripping in through a leak in the ceiling. There are two locations in the ceiling of this room that are in danger of collapsing (see the section on structural collapse). Also, submerged beneath the brackish water are 9 gricks, which wait for party members to venture near the water, and then attack simultaneously as a cluster.

2. Prayer Chamber

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

This large room is mostly empty, with the exception of a dais on the western wall and statues of plate armored frey brandishing short swords. There are a total of ten statues, which are evenly split between the north and south walls. There are also a number of wooden pews in this room, but these are covered in dust and show many signs of age and wear.

This was once one of two rooms in the temple dedicated to prayer and worship. The frey would find their way through the maze of this temple and enter this room in large numbers, and they would hold services to the cat god Lucindara.

There are two locations in the ceiling of this room that are in danger of collapsing (see the section on structural collapse).

The statues in this room are a testament to the frey that have honored Lucindara through the years. Their names were once engraved at the base of each statue, but the etchings were lightly done, and have long since worn away. Each statue is carved from basalt, weighs 150 lbs. and is worth 100 gp each.

3. Storage Area

This room contains some of the less interesting but necessary items from the temple such as brooms, rags, and buckets full of hardened plaster that once contained a chalky mixture to be mixed with water and used to patch cracks in the architecture. Aside from these items, there is nothing of value in this room.

4. Idolatry Displaced (EL 8)

When the party enters this room, read or paraphrase the following to the players:

This room contains the smashed remains of pottery, cat idols, and fragments of holy texts that are now little more than leather bound piles of dust. The walls are painted, and despite the erosion of the images over time, frescoes of frey, cats, and their deities can be seen.

Also within this room is a small pride of displacer beasts that have taken up residence here. These creatures are hiding in the shadows of the room, but are seen with a successful *spot* check (DC 15). If none of the PCs spot the creatures, they wait 1d4 rounds and then ambush the party.

The displacer beasts are drawn to the temple because of the strong presence of felines of all types in the architecture and the furnishings, though they aren't familiar with either the frey or Lucindara. They are aware of the presence of the rat demon in room 15, and they have tried hunting it in the past, but they have so far lost every fight they have picked with it.

5. Mausoleum (EL7)

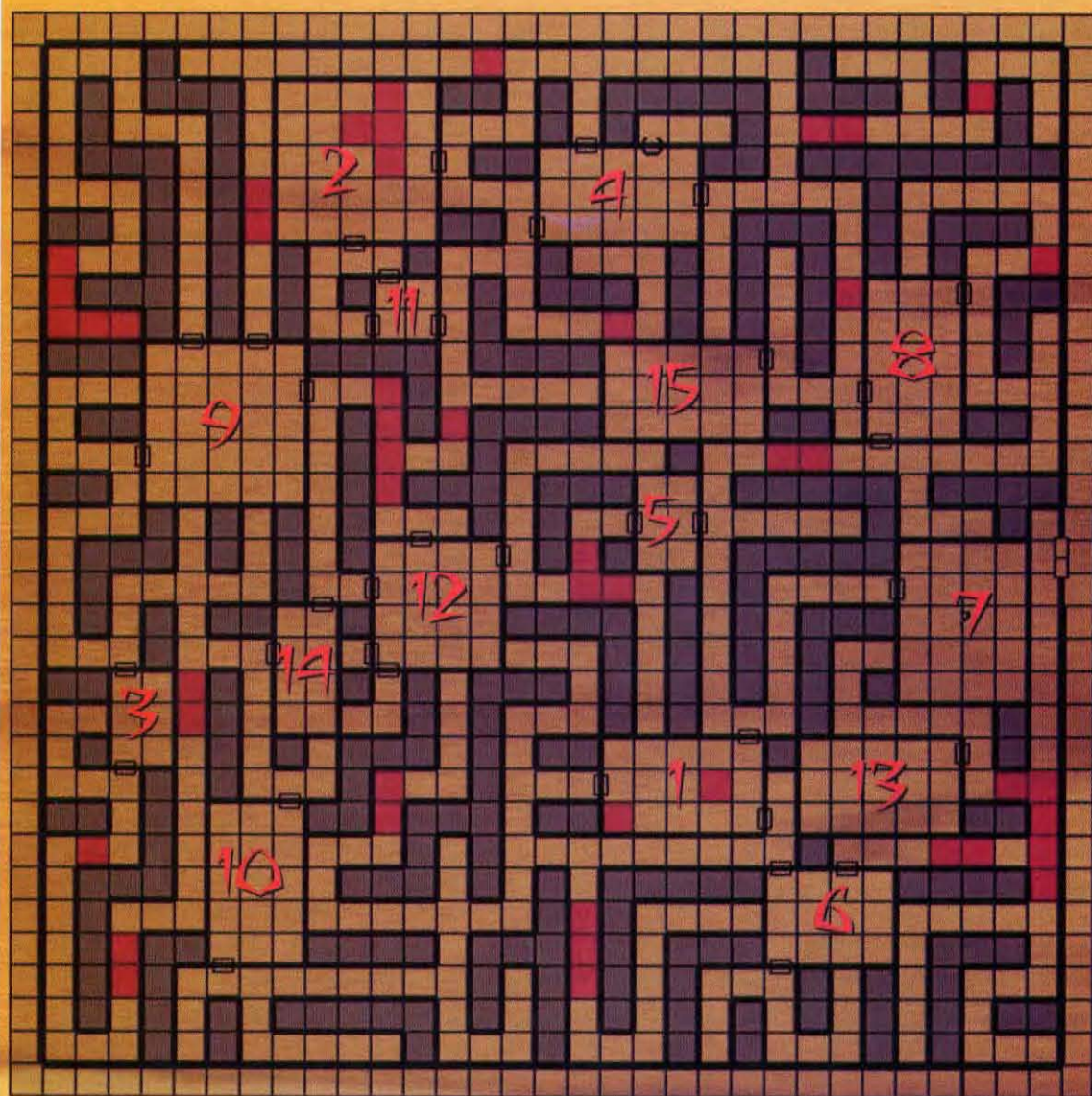
When the party enters this room, read or paraphrase the following:

This room is rather small in comparison to many of the others you have come across thus far, and it was obviously used as a mausoleum. The skulls and bones from countless frey line the north and south walls. Each bone is grouped with others of the same type; all are stacked neatly.

Though this room looks as though it has been like this since the fall of the temple, the truth is that hiding under the bones are four wights that lie in wait for their next victims. This group started with a single wight that found this room, organized the bones that had been in disarray, and used it to its tactical advantage against explorers. It has since managed to spawn 3 new wights.

Freyan Temple

□ = 5



Tactics: The wights wait until the party has been in the room for 1d4 rounds and then burst through the pile of bones to attack them, hoping to take them by surprise. Their main goal is to drain one of the party members of enough levels to kill her and then spawn another wight. If their overall hit points drop below 35% or one of them falls in battle, they retreat through the nearest door and attempt to regroup in room 8. If the spectre in that room has not already been dealt with, the two groups join forces against the party if they enter.

Hidden within a pile of bones (*search* DC 12) is a small pouch carried in by one of the adventurer-turned-wights, which contains a Blue quartz (9 gp) and a Fiery yellow corundum (1100 gp).

Wights (4): CR 3; Medium Undead; HD 4d12 (Undead); hp 26; Init +1; Spd 30; AC 15; Atk +3 base melee, +3 base ranged; +3 (1d4+1, Slam); SA: Energy drain (Su), Create spawn (Su); SQ: Undead; AL LE; SV Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con —, Int 11, Wis 13, Cha 15.

Skills & Feats: Climb+5, Hide+8, Listen+8, Move Silently+16, Search+7, Spot+8; Blind-Fight.

6. Collapsed Room

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

The ceiling of this room is almost completely exposed to the sky above. The room is filled with cracked marble, small pools of standing water, and debris that have blown in from the outside. It is difficult to determine what this room might have been used for originally.

Once used to store valuables, the majority of the contents of this room have long since been looted or destroyed. Characters that make a successful *search* check (DC 25) discover the remains of the adventurer that triggered the massive collapse in this room. The body is now skeletal, and the armor and weapons have long since turned to rust, but it does still possess a coin purse containing 100 pp.

If the party approaches the ruins from the air, or takes the time to climb to the roof of the structure before entering, they may enter the temple through this room.

7. Lair of the Charrel (EL 8)

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

This room has been filled with small mountains of debris. Dirt, rocks, broken furniture, and smashed pieces of statuary and pottery lie strewn about. There is a general odor of death or decay in here, but the source of the smell is not immediately apparent.

This room was once a cavernous chamber where numerous works of art were displayed. The artwork has now been completely destroyed and buried under the piles of junk. The less intelligent creatures that live in the ruined temple have been using this room as an all-purpose dumping ground for quite some time.

The source of the stench is created by the flammable mucous of the charrel that live here. The charrel constantly hunt for vermin and other more dangerous prey throughout the rest of the temple as well as the areas outside, but this is the chamber that they have made their home. Characters that succeed at a *spot* check against the charrel's *hide* skill notice the creatures before they are able to attack.

Tactics: They use the same tactics against the party that they have successfully employed against other adventurers, which is to wait until the party starts sifting through the debris in search of valuables, then attack when they least suspect it. If the battle doesn't go well for them, the charrel use their snort ability to cover as much flammable debris as possible with their mucous, and then try to light the room in order to cover their escape.

8. Sworn Protector (EL 7)

After the party enters this room, read or paraphrase the following:

This room is filled with small suits of armor, shields, helmets, short swords, clubs, and maces; all of which have since turned to rust. Just after entering the room, an apparition of a frey that appears to be dressed in full combat gear accosts you, "Who dares disturb this sanctuary? Prepare to meet your doom!"

This is the spectre of Mekos, the frey that was entrusted the safety of the temple during her life. Like many others, she was killed when the city fell, but after death she refused to relinquish the responsibility she had to her fellow faithful. She is long past the point of reason, so any attempts to reason with her automatically fail.

Tactics: The spectre attacks the spellcasters of the party first unless a particularly nasty hit is incurred from one of the fighter types. Because the spectre considers itself fulfilling its sworn duty in life, it does not flee if it drops significantly in hit points. If the wights from room 5 have been driven off before dealing with the wight, they join forces with their fellow undead and attack the party as a group should they find their way here.

9. Prayer Chamber

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

This large room is mostly empty, with the exception of a dais on the southern wall and statues of lions, tigers, and other great cats. There are a total of ten statues, which are evenly split between the north and south walls.

This was once one of two rooms in the temple dedicated to prayer and worship. The frey would find their way through the maze of this temple and enter this room in large numbers, and hold services to the cat god Lucindara. There were once wooden pews in this room, but they have long since fallen apart and turned to dust.

The statues in this room are a means of honoring the great cats, whom this sect of faithful believed protect the frey. Each statue is carved from basalt, weighs 150 lbs. and is worth 100 gp each.

10. Sitting Room

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

This room appears to have once been a sitting room of some sort, and is now littered with the remains of tables and what were once luxurious chairs. These are not broken into several warped pieces of wood that bear only a passing resemblance to furniture, and the pieces are strewn about the room.

Aside from the broken furniture, this room is otherwise empty. If the chaos beast from room 12 retreats here, it hides beneath the smashed furniture granting it a ½ cover bonus. If the party enters, but its hiding place is not detected, the chaos beast does not attack; preferring instead to recuperate, though it will fight if pressed to do so.

11. Treasure Chamber

This is the room the frey used to hold their most valuable treasures (the ones they didn't want carried off by the faithful). All doors leading into this room are locked with superior grade complicated locks (*open lock* DC 35). The keys to this room have long since disappeared, but a character that is able to pick the lock of one of the outside doors may enter. These doors are also protected against spells such as *knock* or *passwall* that circumvent the necessity of a key. No magic short of a *limited wish* is able to open these doors. All doors can be unlocked from inside the room. the key of curiosity will open the doors as long as the party does not scry beyond the doors somehow to examine the vault.

This room contains the following items: Aquamarine (800 gp); Star rose quartz (40 gp); Deep blue spinel (800 gp); Alexandrite (600 gp); Black pearl (500 gp); Deep blue spinel (400 gp); Peridot (40 gp); Black pearl (500 gp); Malachite (7 gp); Deep green spinel (120 gp); Tongues scroll (5), Magic Circle against evil (5), and 700 pp.

12. The Chamber of Chaos (EL 7)

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

The appearance of this room is rather bizarre and chaotic. In the center of the room is a fountain that continues to pump liquid, but the liquid is viscous and bright green in color. On the east wall is a mural that looks as though it may have depicted a frey in the background, but the head has been crudely smudged out and replaced with a brown colored blob with a single yellow eye and tentacle like appendages protruding from it. Vines have been strung along the walls in a chaotic, but

apparently deliberate manner. In the middle of the floor, the word "Blargid" has been chalked in common.

Clinging to the ceiling is a chaos beast that is waiting for its next prey to enter the room. This beast redecorated the room to be more in accordance with its own personal taste in fashion, though it is always looking for new decorations. The heads of the PCs will do nicely. A character making a successful *spot* check notices the chaos beast clinging to the ceiling.

Tactics: If it isn't spotted by the party, the chaos beast waits for a party member to walk below it, and then drops onto the unsuspecting party member. If given a choice of targets, it prefers to attack spellcasters first, using its corporeal instability attack against them, then moving on to the party member that appears to be able to dish out the most martial damage next. If threatened with death, the chaos beast retreats to room 10 where it attempts to hide under the broken furniture.

13. Lair of the Shamblers (EL 8)

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

Water drips in through several cracks in the ceiling and the walls, and this entire room is coated in a thick layer of moss and fungus. The fungus clinging to the walls are phosphorescent, and produce a dim green light, which is feeding the mounds of crude vegetation on the floor of this room.

Two shambling mounds live in this room, in addition to the harmless forms of vegetation here. The shambling mounds blend in with the other vegetation within the room until the party has fully entered, then they use their *improved grab* and *constrict* attacks against their nearest opponents.

Characters that succeed at a search check (DC 20) find a small locked chest (unlock DC 20) containing the following items: 1 *burning hands* scroll, 1 *enlarge* scroll, 1 *unseen servant* scroll; 1 *wand of daylight* (Charges: 49), 800 gp.

14. The Litter Box

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

The stench of this room assails your nostrils from the moment you enter. The floor is covered with a thick layer of dust, which has soaked up an enormous amount of ammonia scented liquid and covers large mounds of solid waste.

This room has become the collective waste area for the beasts that live here, though the displacer beasts from room 4 are the creatures that primarily use it. For every two rounds that the party stays in this room there is a chance they will become infected with the scarlet fungus. Every party member in the room must make a successful Fort save (DC 20). The fungus infection becomes

apparent 1d4 days after being exposed to it, and causes large red splotches where the fungus colonizes, boring into the muscle tissue below where it feeds. This causes 1d4 points of Strength damage the first day, and then an additional 1 point of Strength damage each additional day after that. The scarlet fungus can be treated with *remove disease*.

15. Altar Room

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

The room before you is bathed in a warm red glow. Along the south wall, atop a platform that stretches from one side of the room to the other, is an obsidian statue of a great cat. It is in a prone position, paws forward, with its head turned so it can casually observe anyone within this room.

The red light is being cast from a ray of pure red light of indeterminate origin. Floating within the ray of light is a tiny platinum key. Below the key are the skeletal remains of a human dressed in plate armor. It appears to have been dead for quite some time, though the cause of death is not readily apparent.

As you further examine the room, you notice two pinpoints of red light in the northwest corner. You hear a throaty growl, and then a horrific beast moves from the shadows before you. The creature stands 7 ft. tall; the body and torso look similar to a human with short gray fur, but the head is clearly that of a rat. Twisted horns sprout from the creature's head, and it appears to have two spiked tails. The creature wields no weapons, but it wears spiked blackened armor.

The statue along the south wall is a depiction of the freyan god Lucindara. It has a market value of 25,000 gp, but removing it from the temple could prove difficult. There is a secret compartment that opens up in the stomach area, which can only be accessed by stroking the chin and both ears at the same time. Within the compartment is the following treasure: 1,500 gp, 3 *blur* potions, and 2 *cure moderate wounds* potions.

The body on the floor is now little more than a skeleton that was once a paladin who came here along with a party of adventurers from Penance. It still carries a tower shield, a +3 greatsword, and a +3 suit of plate armor. The few other items that were once carried by the paladin have been stripped away and carried off by the vermin that move through this room.

The creature before the party is a rat demon (see appendix 1: New monsters). The foul creature was brought here just before it would have perished in its home plane after angering a balor. This demon is not the most intelligent example of its species, and after taking up residence in Illium, it is mainly motivated by the search for food. The paladin on the floor died at the demon's hands, as have numerous other species that have entered this place over the years.

Tactics: The rat demon begins by casting *fireball* at the party. If given the chance, it then uses *lightning bolt* and *ray of enfeeblement*. Once those are used up, it charges in, attempting to engage spellcasters first. If its hit points drop down below 20%, it attempts to flee by using its alternate form ability and taking the form of a small sized rat, and covering its retreat with *fog cloud*.

The key in the light is the Key of Curiosity that the party has been sent to find. The key is a minor artifact that opens any lock as long as the person using it has no idea as to what is on the other side. At this point, the party should return and exchange the Key for the blood from the ulatra.

ES Ambushed (EL 12)

Shortly after the party has the blood of the Grey Stranger and resolves to head back towards Penance, they are ambushed by the second party sent by Lord Abbydon to recover the vial of blood. While the first group was sent to retrieve the blood from the ulatra's lair, when this group had been sent, Abbydon had known that Lord Penates planned to send his own group to find the blood, so he instructed this second group to find a safe place where they could watch the progress of Lord Penates' group, and then take it from them. If Penates' party had failed, they would have been forced to enter the lair of the ulatra themselves. These four are little more than powerful brutes that follow Lord Abbydon.

This second group from Lord Abbydon watches the party from afar as they begin to leave the city (Spot check DC 30). Once they extrapolate which exit route the party is taking, they *teleport without error* to one of several buildings that they had scouted out earlier along the party's path. When the PCs pass through the area, Abbydon's party will attempt to surprise the party. If the combat goes against the PCs, Abbydon's party then gives them the option to turn the vial of blood over in exchange for their lives. This is intended to be a very difficult encounter for the party, and depending on the number of characters present, this could result in at least a temporary defeat. This is the final major combat encounter, and serves as the climax of the adventure. Beyond this point, the story is mainly exposition.

Note: If the party loses the vial of blood, Abbydon's party casts *teleport without error* directly to Abbydon's court. He will then have the blood moved to a secret location one day later where it will be studied. This gives the party a 24-hour window of time to recover the blood.

The Blood of the Grey Stranger

When the council of gods imprisoned the great god within the Forge, a portion of his own avatar's blood was used to hold his prison in place. The vial of blood was obtained by the god's servant Colopitiron, who betrayed his lord in order to save his own existence. Not all of the blood in the vial was used in the ritual, and over the millennia, the vial itself was lost, forgotten, and found its way back to the Forge. If the Grey Stranger touches the blood, his form becomes solid and color returns, allowing him to enjoy physical sensations once again.

The blood is contained within a vial that appears to be glass, but is in fact a carefully constructed permanent wall of force. It is stoppered with a puzzle consisting of numerous small levers and buttons that must be moved in exactly the correct way to open it. To open the vial, the puzzle must be solved. Many have attempted to open the vial over the years, but opening it requires a nearly impossible Open Lock check (DC 65). The Grey Stranger knows the solution, as it was explained to him by a guilty (and free) Colopitiron several hundred years ago, enabling him to easily guide a character through the complex series of movements to open it.

The vial of blood normally has a tendency to float four feet off the ground, and emits a dull red light that is able to illuminate small rooms. If locked in a chest or other confining area, the vial naturally escapes within 1d100 days, bypassing locks and other barriers both mechanical and magical. If carried, the blood has a 25% chance per day of slipping the confines the characters' person. Once free, it does not attempt to leave the area however, nor does it elude anyone attempting to grab it.

If the vial were to be opened by a being other than the Grey Stranger, the consequences could be dire. A mortal drinking the blood immediately loses all sense of self and becomes the avatar of the Grey Stranger (no saving throw). Simply touching the blood may have a similar effect (Fort save, DC 20 to avoid the transformation). If the blood is carefully removed and prepared by a character with the Brew Potion feat, it may be used as an ingredient in a potion that grants immortality (this potion is treated as a level 9 spell). Characters drinking the potion must make a Fort save (DC 25). Success means that the character has achieved immortality. Failure has the same effect as drinking the blood. If a character who is already beyond a mere mortal (such as Abbydon) drinks the potion and makes the save, his status and power increases, and is considered to be that of a minor deity.

This item is unique, priceless, and may not be duplicated.

Transitioning to the next episode

At this point, if everything has gone well, the party should have the blood of the Grey Stranger, and left Illium. At this point the party should return to Penance where it will be decided what is done with the vial of blood. If the party trekked here on foot or mount, they should experience some random encounters on their way back into the city. If they flew or have some other means of teleporting back, their journey is uneventful.

Episode IV: Of Plots and Machinations

Assuming that the party returns to Penance with the vial of blood from the Grey Stranger, it must now be decided what will be done with it. If a mortal drinks the blood, that mortal's consciousness is instantly destroyed and that person becomes the new avatar of the Grey Stranger (see above). However, many of the lords are more than

mortal, and might be able to make use of the blood. Because of this the Alliance will verge on collapse as the lords vie for ownership, and other interested parties make themselves known.

This section of the adventure is fairly brief, though an inventive GM should easily be able to add additional plots and schemes hatched by those that would acquire the blood. Sadly, Lord Penates' court is no more secure from intelligence gathering than Lord Abbydon's court, and at this point every powerful Bloodlord in Penance has heard something about the vial of blood and its overall importance. Though many fear to drink the blood, there are already theories that the blood can be distilled into a potion that can grant immortality. In addition to the fate of the vial of blood, the attack on Utopia also must occur, as well as the civil war among the druids of the Lucan forest. These final points are covered in the section **concluding the adventure**.

If Abbydon manages to acquire the blood, he seeks to open it, but he is not foolish enough to drink it. Instead he takes the same course of action as the other Bloodlords, and has it studied in hopes of using it to boost his power. He trusts the Grey Stranger to a point, but he is neither willing to hand the blood over to him or to agree to ingest it. If he brings it to the Grey Stranger, he uses the stranger to unlock the stopper and then leaves for Penance with it.

EG. A Helpful Stranger?

On their way back into Penance, before they have the chance to meet with Lord Penates, Seth Drannus, an agent of Lord Belus, approaches the party. He offers them the chance to quickly offload the vial of blood in a way that will be "safe." As with most matters concerning Belus, even Drannus doesn't know what his lord's true motives are, but he has been sent to offer a hefty sum of currency to acquire it. Read or paraphrase the following to the players:

As you move down the bustling streets of Penance, a thin figure approaches. The man has dark hair tied behind his back and is dressed in yellow and blue silk finery. He hurries to catch up with you, "Pardon me, good sirs, but I would have a word with you on behalf of Lord Belus!"

Assuming that the party agrees to stop and listen to Drannus, he urges them to find a secluded place to have a conversation. Once they have either moved from the road, or sat down at a nearby establishment, he begins speaking to them. If a member of the party makes a successful Knowledge: nobles and royalty check (DC 15), they recognize Drannus and know that he is a high-ranking member of Belus's court.

My lord has come to know about the vial of blood that you carry, and its importance. Many say that the blood will grant a mere mortal immortality.

Others say that within the vial of blood is a secret so powerful that no mere mortal could stand to touch even a drop of it.

"Regardless of what the truth is, most of the Bloodlords in Penance now know of it. Already several charlatans have constructed their own phony vials and have duped some of the less intelligent Bloodlords into paying too high a price for them. Most would like to have it, and some would be willing to go to incredible lengths, just based on the rumor of the magic it is said to contain. Without mincing words, you are now in more danger than you have been since your arrival in the Forge because of this.

"My lord would be willing to dispose of it for you, and he would be willing to give it to you for a sizeable fee. I am authorized to offer you 100,000 gold coins if you would be willing to release it to me immediately. I'm trust that this amount of currency could be of use to you..."

With a successful contested Diplomacy checks, the party can increase the amount Drannus is willing to offer. With the first successful check, the amount is raised to 150,000 gp. The second successful check raises it to 200,000 gp., and the third successful check raises the amount to 300,000 gp. The party learns nothing interesting if they attempt a sense motive check against Drannus, since even he doesn't know what his lord wants with it.

If the party agrees to the trade, they are asked to give the vial of blood to Drannus, who in-turn hands over a promissory note in the agreed upon amount. Lord Belus will later honor the note at his keep. If they agree to this, skip encounters E7 through E9 and go straight to Concluding the Adventure. In this event, what Belus does with the blood is up to the DM, though it is suggested that he eventually gives it to the Grey Stranger (see encounter E9 for the effect it has upon him). If the party rebuffs every offer that is made, Drannus promises that they will be contacted again and hurries away.

E7. The Alliance Cracks

Upon returning the Lord Penates' court, the party is given comfortable quarters and asked to remain there until the following day, at which time Penates calls the members of the alliance together to discuss what to do with the vial of blood. For the time being he suggests that the party retains possession of it until a decision is reached.

The next day during the meeting, the alliance members ask to see the vial of blood. Most wish to examine it, and several wizards cast *detect magic*, *identify*, and other divinations to convince themselves that this is the item that they have been told about. Once the authenticity has been proven, a long and heated discussion breaks out among the Bloodlords, each one providing convincing reasons why he or she should be the ones to take the vial of blood.

As the meeting drags on, egos are bruised and tempers flare. Several of the lords suggest that the alliance is proving that it is unable to function as a group and threaten to secede from the group. Lord Penates tries to call for order among them, but cooler heads do not prevail. Ultimately the ceptu Paletouch suggests adjourning the meeting to seek advice from the seer of the wellspring. The alliance members grudgingly agree that this would be a wise course of action, and each provides two armed escorts and one wizard to accompany the party to the seer.

E8. The Seer

The Seer of the Wellspring is described in detail on page 151 of *Oathbound: Domains of the Forge*. If the party does not have the magic items or spells necessary to enter the underwater grotto, the alliance provides each of them with a *necklace of adaptation*. When the party arrives, they are prepared much more rapidly than usual, and the seer has the following to say to the party:

Far has the mighty one fallen. So great was his fall that none now recognize his faded countenance. It is from the stranger, from the Grey, who walks the borderlands, that this blood has been drained. Return to him his most precious fluid, and restore a piece long lost.

Aside from the information above, the seer refuses to give any additional information. If the party decides to give the vial of blood to the Alliance, the lords continue to fight for it until several of the members make good their threat to secede over this issue. Lord Penates knows that such a fate will befall their strained organization should this occur, so he recommends following the seer's words. Penates suggests waiting until nightfall to slip quietly out of the city to seek the Grey Stranger.

E9. The Borderlands

The party should have some random encounters along their journey to the borderlands. Information regarding the Grey Stranger and the borderlands can be found on page 111 of *Oathbound: Domains of the Forge*. Upon arrival in one of the foggy border areas, the Grey Stranger makes his presence known immediately by appearing before the party. He greets them and, in a conversational tone, asks them their business in this region. After dispensing with such pleasantries, read or paraphrase the following to the players:

"I am happy that you have come at last. Many years ago, when Lord Abbydon was still rising to his position of power, he came to me and we discussed a great deal. He told me of his plan to achieve godhood, and I told him of the item you now carry. Long ago, probably a thousand years now, I heard a tale about a vial of blood that could not be opened. This tale came from a learned sage

who had once served in one of the most influential Bloodlords in the city of Illium. He told me that he believed that the blood contained within was that of a very powerful being that it had been stolen from, and that only that being could open the lock sealing it. You have now brought this item to me. I ask that you allow me to examine it for a moment.

"Abbydon was interested in this tale, for it offered an eventual completion to his ultimate goal of achieving godhood. I have long believed that this vial of blood belongs to me, but I would never be given the opportunity to test this theory without help. So I told Abbydon about the blood and suggested that he should obtain it. He spent many years searching for any clue as to its location, and I still do not know how he found out that it was still in the ruins of Illium.

The one thing I did not tell him was that he would be unable to open the vial unless he returned it to me. I hoped that he would be ambitious enough to learn the location of the vial and bring it to me to open. It seems that you have managed to bring it to me and keep it out of his hands. I congratulate you for that, and I must now ask you for the item you have brought here."

At this point the party must make a decision. They have the option to keep the blood and take it with them. If they choose this option, they will be hunted by all who would seek the blood and will most likely meet with someone able to defeat them and take it from them. If they refuse to give it to him, the Grey Stranger tries to convince them that they are making a mistake, but if they are unwilling to compromise, he will fade away.

Their other option is to allow the Grey Stranger to have it. If the Grey Stranger is asked any further details, he says only that acquiring the blood is playing a hunch, and he knows little more than the party does about its true nature. If the party gives it to him, read or paraphrase the following:

The Grey Stranger speaks slowly and calmly, telling you which levers to move, and which buttons to push. The process takes several minutes of careful manipulation, but over the course of an a few minutes, he guides your hands to a solution to the puzzle. When the stopper is removed he says, "Now, pour it into my hand."

A trickle of blood oozes forth from the opened vial, and makes contact with his outstretched right hand. In that instant the ghostly hand turns substantial, and the effect begins to spread up his arm. In moments, the entire body of the Grey Stranger has taken on normal color, and becomes as solid as yours. A thunderous laugh erupts from the Grey Stranger, and then he promptly vanishes, smiling.

Concluding the Adventure

At this point there are two major loose ends to contend with. The druids of the Lucan forest are still under the evil leadership of Verdane, and Lord Pandarus's army still plans to march against Lord Abbydon in order to capture Utopia. There is plenty of room for the characters to become directly involved in both of these struggles.

Whether the party remains in contact with Lord Penates, or they are agents of Lord Flollo, both Bloodlords do not welcome the notion of Lord Pandarus establishing a presence in the city of Penance. This is doubly worrisome for Lord Penates because of his life-long rivalry with Abbydon. While he would like to see Abbydon defeated, he doesn't want to replace one evil tyrant with another who, by all indications, will be even worse.

In either case, the party is asked to inform Lord Abbydon of the impending attack. Since Abbydon's agents recently tried to kill the party, this should be a strained and somewhat awkward encounter for both parties. If the PCs simply warn Abbydon of the impending attack, he readies his forces and prepares against whatever details the party gives him.

If they managed to acquire the battle plans from area 2 in the army encampment, he prepares massive tiger traps that capture the magical siege engines sent against him. The better-prepared Abbydon is for the invasion, the fewer cantons the invaders will take. If he is not warned at all, and the attack comes as a complete surprise, he may lose up to 35% of his total holdings. With some warning, that number is reduced to 20%, and if he has their battle plan, that amount is reduced to 10% or less (the actual percentage of cantons captured being entirely up to the DM).

Shortly after the army leaves the forest to attack Utopia, the druids of the Lucan forest rise up against Verdane. Lord Penates and the other Bloodlords of the Alliance are sympathetic to the cause of these druids, so they commit soldiers to help unseat Verdane. If the party wishes to become involved directly with this conflict, they might stick to the forest, attacking the remnants of Lord Pandarus's army, or fight against the druids aligned with Verdane. They may also sneak into the druid community during the assault and attempt to deal with Verdane themselves. Don't forget the rules of Bloodlords and challenges. If acting as agents for Penates or another lord, the Party may attack Verdane openly. Penates will grant the captured canton back to the Druids. The druid rebels will not harm Verdane, but will capture him and bring him before the council, where he will be asked to be step down, or face a slew of challenges.

Once overthrown, Shallinathos, who will prove to be a wise and fair leader in the tradition of Deisic, will replace Verdane. Once this happens the druids will begin to repair the damage that was done to their forest by Lord Pandarus's army. Once this comes to pass, a fragile and uneasy peace takes hold of Penance and the plains surrounding the city once more.

Black Tentacles

Conjuration (Creation)

Level: Sor/Wiz 4

Components: V, S, M

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Effect: 1d4 tentacles + one tentacle/level, all within 15 ft. of a central point

Duration: 1 hour/level

Saving Throw: None

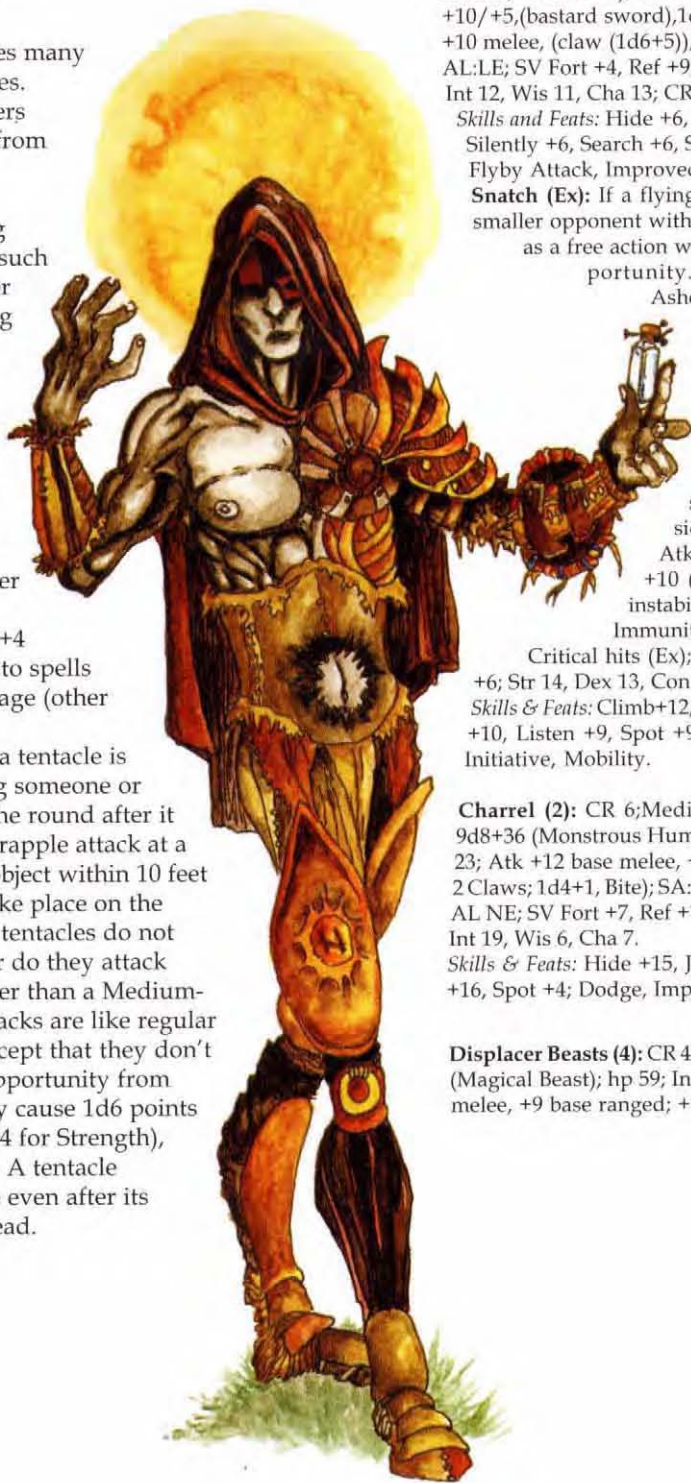
Spell Resistance: No

This spell conjures many rubbery black tentacles.

These waving members seem to spring forth from the earth, floor, or whatever surface is underfoot—including water. There are 1d4 such tentacles, plus one per

caster level, appearing randomly scattered about the area. Each tentacle is 10 feet long (Large) and saves as the character does. It has AC 16, 1 hit point/per caster level, an attack bonus of +1/per caster level, and a Strength score of 19 (+4 bonus). It is immune to spells that don't cause damage (other than disintegrate).

Each round that a tentacle is not already grappling someone or something, starting the round after it appears, it makes a grapple attack at a random creature or object within 10 feet of it. These attacks take place on the character's turn. The tentacles do not attack each other, nor do they attack objects that are smaller than a Medium-size creature. The attacks are like regular grappling attacks, except that they don't provoke attacks of opportunity from opponents. Also, they cause 1d6 points of normal damage (+4 for Strength), not subdual damage. A tentacle maintains its grapple even after its subject is dying or dead.



Adventure Appendix: Monsters & NPCs

The statblocks required for the adventure are all provided in this section.

Monsters

Asherake: Monstrous Humanoid; Size: L; hd 6d8+12; Init +8; Spd 30'ft., fly 70 ft (average); AC 18 (-1 size, +4 Dex, +2 leather, +3 natural); SA: Snatch; SQ: Scent; Atk = melee +10/+5, (bastard sword), 1d10+5, (19-20 X2x3)), or 2 claws +10 melee, (claw (1d6+5)), or bite +6 melee, (bite (1d8+1)); AL:LE; SV Fort +4, Ref +9, Will +5; Str 20*, Dex 19, Con 14, Int 12, Wis 11, Cha 13; CR 3.

Skills and Feats: Hide +6, Intimidate +7, Listen +7, Move Silently +6, Search +6, Spot +7

Flyby Attack, Improved Initiative, Multiattack.

Snatch (Ex): If a flying asherake hits a Medium-size or smaller opponent with both claws, it can start a grapple as a free action without provoking an attack of opportunity. The grapple modifier for the Asherake is +13. If the asherake gets a hold, it flies off with the victim, preferably to be added to the ranks of asherake slaves, but it may drop him from a height or attack him with its bite if pressed.

Chaos Beast: CR 7; Medium Outsider (Chaotic); HD 8d8+8 (Outsider); hp 44; Init +5; Spd 20; AC 16; Atk +10 base melee, +9 base ranged; +10 (1d3+2, 2 Claws); SA: Corporeal instability (Su); SQ: Resistance: Spell (Ex), Immunity: Transformation (Ex), Immunity: Critical hits (Ex); AL CN; SV Fort +7, Ref +7, Will +6; Str 14, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills & Feats: Climb +12, Escape Artist +11, Hide +10, Jump +10, Listen +9, Spot +9, Tumble +10; Dodge, Improved Initiative, Mobility.

Charrel (2): CR 6; Medium Monstrous Humanoid; HD 9d8+36 (Monstrous Humanoid); hp 76; Init +9; Spd 40; AC 23; Atk +12 base melee, +14 base ranged; +12/+10 (1d6+3, 2 Claws; 1d4+1, Bite); SA: Snort; SQ: Resistance: Fire 20 (Ex); AL NE; SV Fort +7, Ref +11, Will +7; Str 16, Dex 20, Con 19, Int 19, Wis 6, Cha 7.

Skills & Feats: Hide +15, Jump +9, Listen +4, Move Silently +16, Spot +4; Dodge, Improved Initiative, Multiattack.

Displacer Beasts (4): CR 4; Large Magical Beast; HD 6d10+24 (Magical Beast); hp 59; Init +4; Spd 40; AC 18; Atk +11 base melee, +9 base ranged; +11/+6 (1d6+6, 2 Tentacles; 1d8+3,

Bite); SQ: Displacement (Su), Resistance: Ranged attacks (Su); AL LG; SV Fort +9, Ref +9, Will +3; Str 22, Dex 18, Con 18, Int 10, Wis 13, Cha 8.

Skills: Hide +12.

Drider Cleric (2): CR 7; Large Aberration; HD 6d8+18 (Aberration); hp 45; Init +2; Spd 30, Climb 15; AC 17; Atk +5 base melee, +5 base ranged; +0/+3/+3 (1d4+1, Bite; 1d6+2, Sword, short; 1d6+1, Sword, short); +5 (1d6, Shortbow); SA: Spell-like abilities, Poison (Ex), Spells; AL CE; SV Fort +5, Ref +4, Will +8; Str 15, Dex 15, Con 16, Int 15, Wis 16, Cha 16.

Possessions: Short sword, Shortbow.

Skills & Feats: Climb +14, Concentration +10, Hide +8, Listen +9, Move Silently +7, Spellcraft +10, Spot +9; Ambidexterity, Combat Casting, Two-Weapon Fighting.

Spells Prepared (SA Spells: Clr 5/4/4/3): 0 - create water, guidance x2, mending, read magic; 1st - curse water, deathwatch, doom, protection from good; 2nd - bull's strength, death knell, hold person, resist elements; 3rd - animate dead, bestow curse, cure serious wounds.

Elemental, Huge Water: CR 7; Huge Elemental (Water); HD 16d8+80 (Elemental); hp 152; Init +4; Spd 20, Swim 90; AC 21; Atk +17 base melee, +14 base ranged; +17 (2d10+10, Slam); SA: Water mastery (Ex), Drench (Ex), Vortex (Su); SQ: Damage reduction (Su), Elemental, Immunity: Fire (Ex); AL N; SV Fort +15, Ref +9, Will +5; Str 24, Dex 18, Con 21, Int 6, Wis 11, Cha 11.

Skills & Feats: Listen +18, Spot +18; Cleave, Great Cleave, Power Attack, Sunder.

Fungus, Shrieker: CR 1; Medium Plant; HD 2d8+2 (Plant); hp 11; Init -4; Spd AC 13; Atk +1 base melee, +1 base ranged; SA: Shriek (Ex); SQ: Plant; AL N; SV Fort +4, Ref +0, Will -4; Str —, Dex —, Con 13, Int 3, Wis 2, Cha 1.

Golem, Flesh: CR 7; Large Construct; HD 9d10 (Construct); hp 49; Init -1; Spd 30; AC 18; Atk +10 base melee, +4 base ranged; +10 (2d8+5, 2 Slam); SA: Berserk (Ex); SQ: Construct, Immunity: Magic (Ex), Damage reduction (Su); AL N; SV Fort +3, Ref +2, Will +3; Str 21, Dex 9, Con —, Int —, Wis 11, Cha 1.

Grick (9): CR 3; Medium Aberration; HD 2d8 (Aberration); hp 9; Init +2; Spd 30, Climb 20; AC 16; Atk +3 base melee, +3 base ranged; +3/-2 (1d4+2, 4 Tentacle rake; 1d3+1, Bite); SQ: Damage reduction (Su), Scent (Ex); AL N; SV Fort +0, Ref +2, Will +5; Str 14, Dex 14, Con 11, Int 3, Wis 14, Cha 5.

Skills: Climb +10, Hide +4, Listen +7, Spot +7.

Rat Demon: See new monsters at the end of this book.

Shambling Mounds (2): CR 6; Large Plant; HD 8d8+24 (Plant); hp 60; Init +0; Spd 20; AC 20; Atk +10 base melee, +5 base ranged; +10 (2d6+5, 2 Slam); SA: Improved grab (Ex), Constrict (Ex); SQ: Plant, Immunity: Electricity (Ex), Resistance: Fire (Ex); AL N; SV Fort +9, Ref +2, Will +2; Str 21, Dex 10, Con 17, Int 7, Wis 10, Cha 9.

Skills: Hide +4, Listen +4, Move Silently +4.

Spectre (1): CR 7; Medium Undead (Incorporeal); HD 7d12 (Undead); hp 45; Init +7; Spd 0, Fly, Good 0; AC 13; Atk +6 base melee, +6 base ranged; +6 (1d8, Incorporeal touch); SA: Energy drain (Su), Create spawn (Su); SQ: Undead, Incorporeal, Resistance: Turn (Ex), Unnatural aura (Su), Sunlight powerlessness (Ex); AL LE; SV Fort +2, Ref +5, Will +7; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills & Feats: Hide +13, Intimidate +12, Intuit Direction +10, Listen +13, Search +10, Spot +13; Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

Druids

Kallinia: Male Human Drd15; Medium Humanoid; HD 15d8+30 (Druid); hp 72; Init +2; Spd 30; AC 21; Atk +12 base melee, +13 base ranged; +15 (1d6+4, +3 Club); AL N; SV Fort +11, Ref +7, Will +16; Str 12, Dex 14, Con 15, Int 12, Wis 20, Cha 16.

Possessions: Weapons: +3 club, leather armor +3, ring of protection +4, minor circlet of blasting, crystal ball with true seeing.

Skills & Feats: Animal Empathy +14, Concentration +20, Diplomacy +21, Handle Animal +13, Heal +9, Intuit Direction +13, Knowledge (nature) +11, Listen +7, Scry +8, Spot +7, Wilderness Lore +9, Alertness, Combat Casting, Dodge, Iron Will, Maximize Spell, Quicken Spell, Scribe Scroll.

Gifts: Youthful.

Spells Prepared (Drd 6/7/6/6/5/5/3/2/1): 0 - create water, cure minor wounds, detect magic, detect poison, know direction, light; 1st - calm animals, cure light wounds, detect animals or plants, entangle, faerie fire, pass without trace, summon nature's ally I; 2nd - barkskin, chill metal, flame blade, heat metal, produce flame, speak with animals; 3rd - call lightning, cure moderate wounds, diminish plants, dominate animal, neutralize poison, remove disease; 4th - dispel magic, flame strike, rusting grasp, scrying, summon nature's ally IV; 5th - animal growth, atonement, awaken, commune with nature, control winds, cure critical wounds, death ward, hallow, ice storm, insect plague, summon nature's ally 5, transmute mud to rock, transmute rock to mud, tree stride, unhallow, wall of fire, wall of thorns; 6th - healing circle, ironwood, transport via plants; 7th - fire storm, transmute metal to wood; 8th - word of recall.

Notes: Kallinia is gaunt, though young looking for his age. He has become Lord Verdane's right hand man, and the one who is assigned to take care of the lord's less pleasant business. It is his job to coordinate with the commanders of Pandarus's army, and it is his job to keep conflict between the army and the druids of the Lucan forest to a minimum. He is Verdane's lover, and is completely dedicated to his lord.

NPC Continuation: Kallinia is most likely to be the first druid with his back against the wall when the revolution comes. Likely, at the end of this adventure, he will be killed or imprisoned. If he does manage to escape death or capture, he will follow the exploits of the party, and will attempt to side with their future enemies in an effort to exact revenge against them.

Animal, Boar: None Animal, Boar; CR 2; Medium Animal; HD 3d8+9 (Animal); hp 22; Init +0; Spd 30, 40; AC 16; Atk +4 base melee, +2 base ranged; +4 (1d8+3, Gore); SA: Ferocity (Ex); SQ: Scent (Ex); AL LE; SV Fort +6, Ref +3, Will +2; Str 15, Dex 10, Con 17, Int 1, Wis 13, Cha 4.

Skills: Listen +7, Spot +5.

Koron: Male Half-Orc Drd8; Medium Humanoid; HD 8d8+8 (Druid); hp 46; Init +2; Spd 30; AC 17; Atk +10/+5 base melee, +8 base ranged; (1d8+4, Mace, heavy (right hand); 1d8+2, Mace, heavy (left hand)); SQ: Darkvision (Ex), Damage Reduction +1 (Gift: impervious); AL N; SV Fort +7, Ref +4, Will +9; Str 19, Dex 15, Con 13, Int 11, Wis 17, Cha 13.

Possessions: Mace, heavy (2); leather armor +3; figurine of wondrous power (golden lions); slippers of spider climbing.

Skills & Feats: Concentration +7, Handle Animal +8, Heal +14, Spellcraft +1, Wilderness Lore +11. Armor Proficiency: medium, Leadership, Two Weapon Fighting.

Gifts: Intimidating, Resilient.

Spells Prepared (Drd 6/5/4/4/2): 0 - cure minor wounds, detect magic, flare, mending, read magic, virtue; 1st - calm animals, cure light wounds, entangle, magic fang, obscuring mist; 2nd - barkskin, charm person or animal, resist elements, speak with animals; 3rd - call lightning, cure moderate wounds, neutralize poison, remove disease; 4th - dispel magic, rusting grasp.

Notes: Koron was pulled to the Forge at the tender age of 8, worked as a slave in Penance for five years, and then left for

dead following a bandit attack. The Bactrian druids saved the teen and originally intended to use their contacts within the city in order to find him a good home. Instead, Koron displayed a natural aptitude towards the druidic way of life and a willingness to learn. Even as a druid, Koron's orcsish tendencies often show through, making him one of the more aggressive druids in the forest. Because of this, he is often invited along for long trips where the safety of the travelers isn't guaranteed. Koron has a unique fighting style, employing a mace in either hand during combat. He is also particularly effective when organizing area defenses or small skirmishes. Koron doesn't trust easily, and is normally quiet when in the company of strangers. Once they have proven themselves worthy however, Koron lightens up to the point of being jovial.

NPC Continuation: Koron is trusted by Sheffus, and the elder druid has taken the half orc under his wing. Because of this, if Sheffus gains power, Koron will likely be near to act as a supporter and a defensive advisor. Assuming that they treated him well during their time together, he will be happy to accompany the party on another adventure should the characters reappear and ask for help in the future.

Animal, Wolverine: CR 2; Medium Animal ; HD 3d8+12 (Animal); hp 25; Init +2; Spd 20, 30, Burrow 10, Climb 10; AC 14; Atk +4 base melee, +4 base ranged; +4/-1(1d4+2, 2 Claws; 1d6+1, Bite); SA: Rage (Ex); SQ: Scent (Ex); AL N; SV Fort +7, Ref +5, Will +2; Str 14, Dex 15, Con 19, Int 1, Wis 12, Cha 10.

Skills: Climb +15, Listen +6, Spot +6.

Miradel: Male Human Drd8; Medium Humanoid ; HD 8d8+16 (Druid); hp 38; Init +3; Spd 20; AC 19; Atk +5 base melee, +9 base ranged; +4 (0+2, Sword, short +3); AL N; SV Fort +8, Ref +5, Will +12; Str 9, Dex 17, Con 14, Int 14, Wis 18, Cha 13.

Possessions: Sword, short +3, +3 hide armor, decanter of endless water; crystal ball.

Skills & Feats: Animal Empathy +8, Concentration +7, Handle Animal +6, Listen +6, Scry +7, Spot +6. Alertness, Brew Potion, Maximize Spell, Spell Penetration.

Gifts: Chameleon, Willful.

Spells Prepared (Drd 6/5/4/4/3): 0 - detect magic, detect poison, light, purify food and drink, resistance; 1st - animal friendship, calm animals, cure light wounds, faerie fire, pass without trace; 2nd - animal messenger, charm person or animal, hold animal, summon nature's ally II; 3rd - dominate animal, plant growth, snare, summon nature's ally III; 4th - dispel magic, giant vermin, scrying.

Skills & Feats: Balance +10, Climb +5, Hide +17, Listen +4, Move Silently +9, Spot +4. Weapon Finesse, Weapon Finesse: Bite.

Notes: Miradel stands five and a half feet tall, with silky black hair that cascades down to the middle of her back. She was saved from an abusive suitor by Briseis Sigurne and the Ragemaids, and was briefly the lover of Briseis. The affair ended unhappily and she sought refuge in the wild areas outside the city. She soon met the druids of the Bactrian forest who took her in and taught her their ways. Unlike her companions, Miradel has no designs to gain power or leadership, but prefers to tend her grove and spend as much time as possible tending to the animals and plants under her care. It is for this reason that the leadership of the Bactrian Woods feels comfortable asking her for her unbiased counsel, which she gives freely. She is accompanying Sheffus and Koron on this journey because of her concern for the druids as well as the wildlife within the Lucan Woods.

NPC Continuation: Miradel's honesty is likely to one day prove to be her undoing. Not all of the druids within the Bactrian Woods are as honest and unassuming as she is, and her frank and honest opinions could one day run counter to the politics of an important NPC. It is entirely likely that if the PCs encounter her again, she will be in desperate need of their services.

Animal, Cat: CR 1/4; Tiny Animal ; HD 1/2d8 (Animal); hp 2; Init +2; Spd 20, 30; AC 14; Atk -2 base melee, +4 base ranged; +4/-1(1d2-4, 2 Claws; 1d3-4, Bite); AL N; SV Fort +2, Ref +4, Will +1; Str 3, Dex 15, Con 10, Int 1, Wis 12, Cha 7.

Sheffus: Male Human Drd10; Medium Humanoid ; HD 10d8 (Druid); hp 54; Init -1; Spd 30; AC 12; Atk +8 base melee, +6/+1 base ranged; +6/+1 (Quarterstaff +2); AL N; SV Fort +7, Ref +2, Will +11; Str 12, Dex 8, Con 11, Int 16, Wis 19, Cha 11.

Possessions: Quarterstaff +2; Padded Armor; amulet of natural armor (+2); boots of speed; Wondrous: cloak of displacement; minor (20% miss chance).

Skills & Feats: Animal Empathy +11, Concentration +8, Diplomacy +11, Handle Animal +13, Heal +15, Intuit Direction +14, Scry +8, Spellcraft +13, Swim +1, Wilderness Lore +13. Craft Wand, Craft Wondrous Item, Heighten Spell, Track, Two Weapon Fighting.

Gifts: Efficient, Intuition.

Spells Prepared (Drd 6/5/5/4/4/2): 0 - create water, cure minor wounds, detect magic, detect poison, flare, guidance, know direction, light, mending, purify food and drink, read magic, resistance, virtue; 1st - animal friendship, calm animals, cure light wounds, detect animals or plants, summon nature's ally I; 2nd - charm person or animal, delay poison, heat metal, lesser restoration, warp wood; 3rd - meld into stone, neutralize poison, remove disease, water breathing; 4th - flame strike, freedom of movement, reincarnate, scrying.

Notes: Sheffus is a druid who has moved up rapidly in the ranks of the Bactrian druids. He stands just under six feet tall, and he has shoulder length dark brown hair that is liberally flecked with gray. Sheffus is dedicated to seeing the druids of the Plains live and work in peaceful coexistence. He is alarmed at the rate that Penance (particularly Utopia) has expanded into the plains, and works to quietly undermine the efforts of those who would try to conquer the verdant lands. To this end, he has occasionally worked with the Bloodlords of Penance, though on the whole, he takes a fairly dim view of them because of their expansionistic mentality.

NPC Continuation: Provided that the party does nothing to offend or otherwise make an enemy out of Sheffus, he will be a valuable ally in the future. Because of the involvement of the party, he will feel indebted to them, and will offer them a favor should they come to him for help in the future. Politically, he is a rising figure within his order, and he might very easily one day become the elder druid in the Bactrian Forest. Should this happen, he will begin working on his own agenda, which is to organize the druids of the many forests into a resistance to the sprawl that is Utopia.

Animal, Eagle: Animal, Eagle; CR 1/2; Small Animal ; HD 1d8+1 (Animal); hp 5; Init +2; Spd 20, 10, Fly, Average 80; AC 14; Atk +1 base melee, +3 base ranged; +3/-2(1d3, 2 Claws; 1d4, Bite); AL N; SV Fort +1, Ref +2, Will +2; Str 10, Dex 15, Con 12, Int 1, Wis 14, Cha 6.

Skills & Feats: Hide +6, Listen +6, Spot +6, Weapon Finesse, Weapon Finesse: Bite.

Shallinathos: Male Human Drd15; Medium Humanoid ; HD 15d8 (Druid); hp 68; Init +1; Spd 20; AC 20; Atk +11 base melee, +12 base ranged; +11 (0+4, Sword, short +4); AL N; SV Fort +9, Ref +6, Will +13; Str 11, Dex 13, Con 10, Int 15, Wis 19, Cha 16.

Possessions: Sword, short +4, Chainmail +4, Medallion of thoughts; Crystal ball.

Skills & Feats: Animal Empathy +21, Bluff +6.5, Diplomacy +21, Handle Animal +21, Heal +11, Intuit Direction +22, Knowledge (nature) +20, Scry +20, Spellcraft +6, Combat Casting, Craft Rod, Craft Wondrous Item, Empower Spell, Leadership, Scribe Scroll, Silent Spell.

Spells Prepared (Drd 6/6/6/6/5/4/3/2/1): 0 - create water, detect magic, detect poison, purify food and drink, read magic, resistance; 1st - calm animals, endure elements, entangle, faerie fire, pass with-

out trace, summon nature's ally I; 2nd - animal trance, barkskin, delay poison, heat metal, produce flame, tree shape; 3rd - cure moderate wounds, diminish plants, neutralize poison, snare, spike growth, water breathing; 4th - control plants, cure serious wounds, dispel magic, reincarnate, scrying; 5th - animal growth, cure critical wounds, ice storm, wall of fire; 6th - greater dispelling, spellstaff, transport via plants; 7th - fire storm, sunbeam; 8th - word of recall.

Notes: Shallinathos had been a long time backer of Lord Deistic. Upon his death, Shallinathos had at first been unaware that it had been Verdane who had murdered him. Completely fooled at the time, he pledged to support the young lord who assumed power. When he learned of Verdane's treachery, Shallinathos began organizing what is now the resistance. Because he's been very careful and extremely quiet about their meetings and activities, Verdane remains oblivious to their existence.

NPC Continuation: Once Verdane is removed from power, Shallinathos is the druid who is the most likely to assume control of this group. His rule will be peaceful, and will attempt to undo the damage to the forest Pandarus's army is causing. After he assumes control, if the party helps him now, it is likely that he would try to employ the party again in times of need. In addition to this, he will be willing to hide the party should they need the protection of the druids themselves.

Animal, Badger: None Animal, Badger; CR 1/2; Tiny Animal; HD 1d8+2 (Animal); hp 6; Init +3; Spd 20, 30, Burrow 10; AC 15; Atk +1 base melee, +5 base ranged; +5/+0(1d2-1, 2 Claws; 1d3-1, Bite); SA: Rage (Ex); SQ: Scent (Ex); AL N; SV Fort +4, Ref +5, Will +1; Str 8, Dex 17, Con 15, Int 3, Wis 12, Cha 6.

Skills & Feats: Escape Artist +7, Hide +11, Listen +4, Spot +4, Weapon Finesse, Weapon Finesse: Bite.

Standard Druid: Human Drd6; Medium Humanoid; HD 6d8+6 (Druid); hp 38; Init +2; Spd 20; AC 18; Atk +4 base melee, +6 base ranged; +5 (1d6, Scimitar, Masterwork); +6 (1d4, Sling); AL LN; SV Fort +6, Ref +4, Will +8; Str 10, Dex 14, Con 13, Int 12, Wis 16, Cha 8.

Possessions: Scimitar, Masterwork; sling, +1 Hide armor, large wooden shield, Bullets, sling (10), Wand: cure light wounds (Charges: 25), Scrolls: call lightning (x2), neutralize poison (x2); protection from elements (x3), speak with plants (x2); darkvision potion (x3); Wondrous: feather token (tree); phylactery of faithfulness, bag of tricks (gray).

Skills & Feats: Animal Empathy +10, Concentration +11, Knowledge (nature) +12, Listen +5, Spellcraft +11, Spot +5, Wilderness Lore +15, Alertness, Blind-Fight, Scribe Scroll, Track. Gifts: Quiet.

Spells Prepared (Drd 5/4/4/3): 0 - detect poison, guidance, know direction, light, purify food and drink; 1st - entangle, faerie fire, obscuring mist, summon nature's ally I; 2nd - charm person or animal, speak with animals, summon swarm, tree shape; 3rd - call lightning, plant growth, snare.

Animal, Wolf: None Animal, Wolf; CR 1; Medium Animal; HD 2d8+4 (Animal); hp 13; Init +2; Spd 20, 50; AC 14; Atk +2 base melee, +3 base ranged; +3(1d6+1, Bite); SA: Trip (Ex); SQ: Scent (Ex); AL N; SV Fort +2, Ref +2, Will +1; Str 13, Dex 15, Con 14, Int 1, Wis 12, Cha 6.

Skills & Feats: Hide +3, Listen +6, Move Silently +4, Spot +4, Weapon Finesse.

Verdane: Male Human Drd17; Medium Humanoid; HD 17d8+34 (Druid); hp 85; Init +2; Spd 30; AC 20; Atk +13 base melee, +14 base ranged; +12 (0+4, Warhammer +3); AL NE; SV Fort +12, Ref +7, Will +15; Str 12, Dex 14, Con 14, Int 17, Wis 20, Cha 18.

Possessions: Warhammer +3; Rapier (masterwork), Chain shirt (masterwork), Potions: fire breath, truth, hiding, ring of elemental command (water); Rod: viper, amulet of natural armor (+4).

Skills & Feats: Animal Empathy +24, Concentration +22, Diplomacy +24, Intuit Direction +25, Knowledge (nature) +23, Listen +7, Scry +23, Spellcraft +23, Spot +7, Wilderness Lore +25; Alertness, Empower Spell, Forge Ring, Leadership, Martial Weapon Proficiency: Warhammer, Silent Spell, Spell Penetration.

Spells Prepared (Drd 6/7/6/6/5/4/3/2/1): 0 - cure minor wounds, detect magic, detect poison, light, read magic, resistance; 1st - animal friendship, cure light wounds, detect snares and pits, entangle, faerie fire, magic fang, summon nature's ally I; 2nd - charm person or animal, chill metal, fire trap (x2), heat metal, summon swarm; 3rd - cure moderate wounds, diminish plants, meld into stone, remove disease, speak with plants, stone shape; 4th - antiplant shell, control plants, reincarnate, rusting grasp, scrying, spike stones; 5th - awaken, cure critical wounds, insect plague, wall of fire, wall of thorns; 6th - antilife shell, greater dispelling, liveoak, transport via plants; 7th - fire storm, harm, sunbeam; 8th - finger of death, word of recall; 9th - earthquake.

Animal, Raven: None Animal, Raven; CR 1/4; Tiny Animal; HD 1/4d8 (Animal); hp 1; Init +2; Spd 30, 10, Fly, Average 40; AC 14; Atk -3 base melee, +4 base ranged; +4(1d2-5, Claws); AL N; SV Fort +2, Ref +4, Will +2; Str 1, Dex 15, Con 10, Int 1, Wis 14, Cha 6.

Skills & Feats: Hide +10, Listen +5, Spot +5, Weapon Finesse.

Notes: Verdane is a plotter, a schemer, and a murderer. He killed Lord Deistic and blamed it on rogues in order to gain his current position as Bloodlord. Though he is evil, he is also a very gifted druid. His goals are to retain his position as lord and mobilize his forces against many of the settlements that encroach upon the wilderness, adding those areas to his holdings. Anyone that doesn't show any aptitude as a druid will be enslaved and forced to destroy the signs of civilization and restore nature in those areas. Verdane has made a pact with Lord Pandarus in order to cement his hold on power, as well as to give him an army under his control. Contrary to his plans however, General Yazarak seems interested only in following the letter of the orders he was given by Pandarus, which does not (yet) include attacking any settlements other than Utopia. His lover is Kallinia, who he has placed in a position as an enforcer.

NPC Continuation: More than likely, at the end of this adventure, Verdane will be dead. If he somehow manages to survive the revolt against him, he will go into hiding, and attempt to usurp control over another druidic settlement elsewhere. He will have little interest in taking revenge against the PCs unless they become a convenient target for him at some point in the future.

Others in the Forest

Silumj: Male Human Ftr3/Rog8; Medium Humanoid; HD 3d10+3 (Fighter), 8d6+8 (Rogue); hp 55; Init +3; Spd 30; AC 13; Atk +11 base melee, +12 base ranged; +11 (1d3+2, Unarmed); AL N; SV Fort +6, Ref +10, Will +3; Str 15, Dex 17, Con 13, Int 9, Wis 10, Cha 11.

Skills & Feats: Appraise +8, Balance +11, Bluff +6, Climb +6, Diplomacy +8, Disable Device +5, Jump +7, Open Lock +10, Pick Pocket +11, Ride +6, Search +7, Ambidexterity, Blind-Fight, Cleave, Great Cleave, Power Attack, Run, Two-Weapon Fighting.

Gifts: Persuasive.

Notes: Though accompanying a party sent by Lord Abbydon, Silumj is not one of Abbydon's followers, and he makes his home within the Hammerfall holdings. Trapped within the druid community, Silumj simply wishes to return home. If freed, he does his best to slip quietly back into the city, and will then send word to Abbydon about their failure via message scroll or some other means that allows him to avoid speaking with the Bloodlord himself.

NPC Continuation: In the event that the PCs help Silumj escape the druid community, he can become a valuable contact

within the underworld of Penance. The first piece of information he provides them with is free, but after that he offers them a discounted rate for the usual information. If the party refuses to help him, or takes the information about Abbydon's plans and leaves him with the druids, he will escape after Lord Pandarus's army invades Utopia, at which time he will watch the party and move subtly against them whenever he sees an opportunity to do so.

Yazarak: Male Asherake Mnk 6; Medium Humanoid ; HD 6d8+2; hp 46; Init +6; Spd 20/70 fly; AC 20; Atk +8 base melee, +7 base ranged; +8 (1d4+4, claws (2)) +8 (1d6+4, bite) or +9 (1d6+5, +1 kama); AL LE; SA: Snatch; SQ: Scent, Low Light Vision, SV Fort +7, Ref +8, Will +5; Str 18, Dex 18, Con 14, Int 14, Wis 11, Cha 14.

Skills & Feats: Balance+13, Climb +13, Hide +17, Jump +13, Move Silently +13, Tumble +13; Unarmed Strike, Stunning Attack, Evasion, Deflect Arrows, Still Mind, Slow Fall, Purity of Body, Improved Trip, Improved Initiative, Leadership.

Prestige Races: Focus of the Small.

Gifts: Thick Skin.

Notes: Yazarak is one of Pandarus's most trusted soldiers, as well as one of the smallest asherake in existence since he took the focus of the small. His medium size form sometimes hinders his ability to catch the attention of his troops in battle, but he combats this by putting his soldiers through rigorous training drills before combat to increase their discipline. Yazarak is kind to the asherake and humans under his command, although he is stern with all the druids he has dealings with, including Verdane.

NPC Continuation: Assuming that the battle against Utopia ends in defeat, Yazarak remains in the few cantons that are captured and attempts to carry out Pandarus's will from afar. If the party delivers their battle plans to Lord Abbydon, he will make every effort to track the PCs in their future dealings, and strike them when they show signs of weakness. He will also be willing to make temporary alliances with the enemies of the party if he thinks it will end in their death or capture.

Cultists

Ozarothe One-Eyed Male Picker War3/Adp4/Dis 1; Small Humanoid (Reptilian); HD 3d8 (Warrior), 4d6 (Adept), 1d8 (Disjoiner); hp 35; Init +2; Spd AC 16; Atk +8 base melee, +8 base ranged; +8 (1d6+2, Sword, short); SQ: Detect magic (Su), Enhanced Memory (Ex); AL CN; SV Fort +6, Ref +4, Will +5; Str 15, Dex 14, Con 11, Int 14, Wis 10, Cha 17.

Possessions: Sword, short; Dagger, Studded leather, Dust of disappearance.

Skills & Feats: Climb+6, Concentration+4, Gather Information+5.5, Handle Animal+6, Hide+5, Intimidate+9, Knowledge (arcana)+7, Knowledge (local)+9; Endurance, Leadership, Evolve, Channeling.

Spells Prepared (Adp 3): 0 - Detect Magic, Light, Purify Food and Drink.

Channeling Abilities: Lace.

Notes: Ozarothe is a native of the Forge who, three years ago, learned that the Forge is essentially a cracked prison meant to contain an immensely powerful being. Based on nothing more than this information, his overactive subconscious caused him dreams that incorrectly filled in the missing information, resulting in the core beliefs of his cult (See the cult of the Unbound Oath). Recently he has begun to sense the power inherent to the Forge, and has begun to channel that power as a self-taught disjoiner. While most disjoiners prefer solitude, he remains committed to his followers, and feels that his new understanding of this power will help enable him to free the great bird Noflex.

NPC Continuation: Ozarothe is already quite mad, and as his power as a disjoiner grows, so too will his madness. Eventually he will attempt to convince his cult into committing mass sui-

cide under the belief that the great bird Noflex will resurrect them after borrowing their freed souls to break free of its cage. If the party learns of this and becomes concerned, they may wish to try to expose him for the madman he is and save those he has tricked into following him.

Courtiers

Seth Drannus: Male Human Ari12; Medium Humanoid ; HD 12d8+36 (Aristocrat); hp 88; Init +5; Spd 30; AC 14; Atk +10 base melee, +10 base ranged; +11 (1d6+1, Rapier, Masterwork); AL LN; SV Fort +7, Ref +5, Will +9; Str 13, Dex 12, Con 16, Int 17, Wis 12, Cha 15.

Possessions: Masterwork Rapier, Masterwork Hand Crossbow, Parchment (10 sheets); Ink (vial), circlet of persuasion; amulet of natural armor (+3).

Skills & Feats: Appraise +13, Bluff +19, Diplomacy +14, Disguise +16, Forgery +4, Gather Information +16, Innuendo +11, Intimidate +13, Listen +17, Perform +4, Sense Motive +16, Spot +15; Alertness, Endurance, Expertise, Improved Initiative, Leadership, Run.

Notes: Seth Drannus sets appointments for Lord Belus, contacts other people on his lord's behalf, runs errands, and is the appointed taxidermist. He is also a flatterer, and hopes to win his way into Belus' good graces.

NPC Continuation: Over time Drannus will achieve higher standing in Belus's court, though he will constantly be fearful of his lord's changing moods and state of mind. If the party is willing to sell the vial of blood to him now, he will look favorably upon them in future dealings. If not, he will remain civil with them, and not hold it against them in the future.

Abbydon's Agents

Sath: Male Wild Frey Bbn 9; Medium Humanoid ; HD 9d12+2; hp 83; Init +3; Spd 30/20 climb/40 on all fours; AC 19; Atk +14/+9 base melee, +12/+7 base ranged; +14/9 (1d6+2, 2 claws), +14/9 (1d6+2, bite) or +15/+10 (1d12+8 +3 Greataxe); SQ Land on Feet, Scent, Low-light Vision; AL CN; SV Fort +8, Ref +6, Will +7; Str 21, Dex 16, Con 14, Int 7, Wis 14, Cha 15.

Skills & Feats: Climb +25, Handle Animal +10, Jump +19, Listen +8, Move Silently +13, Rage 3/day, Fast Movement, Uncanny Dodge (can't be flanked), Power Attack, Cleave, Improved Bull Rush, Great Cleave.

Gifts: Willful.

Possessions: neutralize poison potion (x3), lesser restoration potion (x3), cure serious wounds potion (x5).

Notes: Sath is a Wild Frey that was brought to the Forge from another world and given to a Wild Frey community in the plains of Penance. Shortly thereafter he was captured by hunters and brought to Utopia where agents of Lord Abbydon purchased him. They tormented him into submission, and taught him to fight with a sword. He has worked his way up from slave status, and undergoes dangerous missions for his lord.

Sirilis: Lvl 8 Male Nightling Ftr2/Rog4; Medium Humanoid (Reptilian); HD 2d10+8 (Fighter), 4d6+16 (Rogue); hp 61; Init +3; Spd 30; AC 21; Atk +10 base melee, +8 base ranged; +13 (1d8+8, Longsword +3); SQ: Darkvision (Ex), Light sensitivity (Ex); AL NE; SV Fort +8, Ref +9, Will +3; Str 21, Dex 16, Con 18, Int 9, Wis 15, Cha 13.

Possessions: Longsword +3; dagger +2; longbow +2; Arrows (50), leather armor +3, grappling hook; spyglass, thieves tools.

Skills & Feats: Climb +7, Escape Artist +6, Hide +12, Pick Pocket +6, Spot +11, Blind-Fight, Dodge, Lightning Reflexes.

Notes: Sirilis has been an agent of Abbydon for five years, and has been the partner of Sath for three years. Like most nightlings, he is lazy, and is mainly interested in gathering treasure and other goods from his excursions, though he is more

than happy to lend his talents to a fight. He prefers to hide and then sneak attack his opponents, though he is capable of holding his own in a straight-on fight.

Zilkuss: Male Human Wiz8; Medium Humanoid ; HD 8d4+8 (Wizard); hp 31; Init +6; Spd 30, 10, Fly, Average 60; AC 14; Atk +4 base melee, +6 base ranged; +4 (1d6, Quarterstaff); +7 (1d8, Crossbow, light, Masterwork); AL LE; SV Fort +4, Ref +5, Will +8; Str 10, Dex 14, Con 13, Int 17, Wis 12, Cha 8.

Possessions: Dagger; Quarterstaff; Crossbow, light, Masterwork, Bolts, crossbow (10); Masterwork, ring of protection +1; charm monster scroll (x2); fireball scroll (x3); teleport without error scroll (x10); cure serious wounds potion (x5); wand of magic missiles (Charges: 25); bracers of armor (+1); cloak of resistance (+1).

Skills & Feats: Alchemy +8, Concentration +12, Knowledge (arcana) +14, Knowledge (War) +14, Spellcraft +14; Brew Potion, Combat Casting, Improved Initiative, Scribe Scroll, Toughness.

Spells Prepared (Wiz 4/5/4/4/2): 0 - Dancing lights, daze, detect magic, light; 1st - charm person, feather fall, mage armor, magic missile, summon monster I; 2nd - blur, cat's grace, flaming sphere, invisibility; 3rd - fireball, flame arrow, fly, haste; 4th - stoneskin, summon monster IV; 5th - cone of cold, teleport.

Notes: Zilkuss is an ambitious wizard that seeks to improve his standing within Abbydon's court. He doesn't normally take on difficult and dangerous assignments such as this, but knowing what's at stake, he jumped at the chance to sign-on to this mission.

Shallaver: Male Half-Elf Rgr8; Medium Humanoid ; HD 8d10+8 (Ranger); hp 52; Init +3; Spd 30; AC 18; Atk +10 base melee, +11 base ranged; +9/+9 (1d8+3, +1 Longsword; 1d6+1, Sword, short, Masterwork); +13 (1d8+3, +1 Mighty composite longbow +2); SQ: Immunity: Sleep (Ex), Low-light vision (Ex); AL LE; SV Fort +7, Ref +5, Will +3; Str 14, Dex 17, Con 13, Int 10, Wis 12, Cha 8.

Possessions: Shortsword (masterwork); +1 longsword; +1 arrows (20); mighty composite longbow +2, +2 studded leather armor, cure light wounds potion (x3); eyes of the eagle (wondrous item); cloak of elvenkind (wondrous item).

Skills & Feats: Hide +24, Listen +2, Move Silently +14, Search +1, Spot +18, Wilderness Lore +12; Point Blank Shot, Precise Shot, Track, Weapon Focus: Longbow, composite.

Spells Prepared (Rgr -/2): 1st - delay poison, entangle.

Notes: Shallaver is the product of a short fling between an elven maiden and a human adventurer. He was never accepted among the elves, and humans distrusted him. Shallaver left Penance in anger and learned the ways of the ranger, promising one day to exact his revenge upon human and elven society. As he became a more accomplished ranger, he made several treks into Penance, where he established adventuring contacts and found other malcontents like himself. He was eventually approached by Lord Abbydon's recruiters and his hatred of society was given a purpose. He has been working for Abbydon for the past 15 years.

Hammer of Doom

Huge Constructed Vehicle

Hit Points: 300

Initiative: Per driver

Speed: 60*

AC: 7

Hardness: 10

Attacks: slam, 2 Ballistae (attack bonuses based on driver's attack bonus)

Damage: slam 4d6+10 (crit X3), Ballistae 3d6 (crit X3)

Special Attacks: Trample

Special Qualities: Immunity to Magic, Damage Reduction 10

Saves: Fort +1, Ref +5, Will +6

Climate / Terrain: Any Land

Organization: solitary or gang (2 - 4)

Named for the fear these incredible engines of death bring to local populations, hammers of doom are magically powered siege engines of great power. The dwarven engineers Lord Pandarus keeps in Beacon as slaves craft these juggernauts, and his most powerful wizards imbue them with magical propulsion. Hammers of doom are constructed from metal and wood and look like enormous carriages with spiked armor, a blunt ram protruding from the front, and ballistae mounted on the top. An operator sits within the construct itself, glimpsing the outside world through openings no larger than arrow slits. If uncommanded, the hammer usually coasts forward, losing 10 ft. per round until it comes to a stop. The operator can give it a simple command (such as continue to move forward at present speed) to govern its actions in his or her absence.

Hammers of Doom stand six feet tall from the wheels to the highest points, which are the ballista turrets. The body is 20 ft. long, 10 ft. wide, with the battering ram, extending an additional 10 ft. A commander, who wears an amulet around her neck, drives a hammer of doom.

Combat

A Hammer of Doom is designed to knock down walls or cause damage to other siege engines, as opposed to engaging individual beings in combat. Because of this, it may only attack a character directly in its path if it is moving at speed 30 or faster. A struck character takes full damage and is trampled. Hammers of Doom do not need to breathe and are immune to most forms of energy.

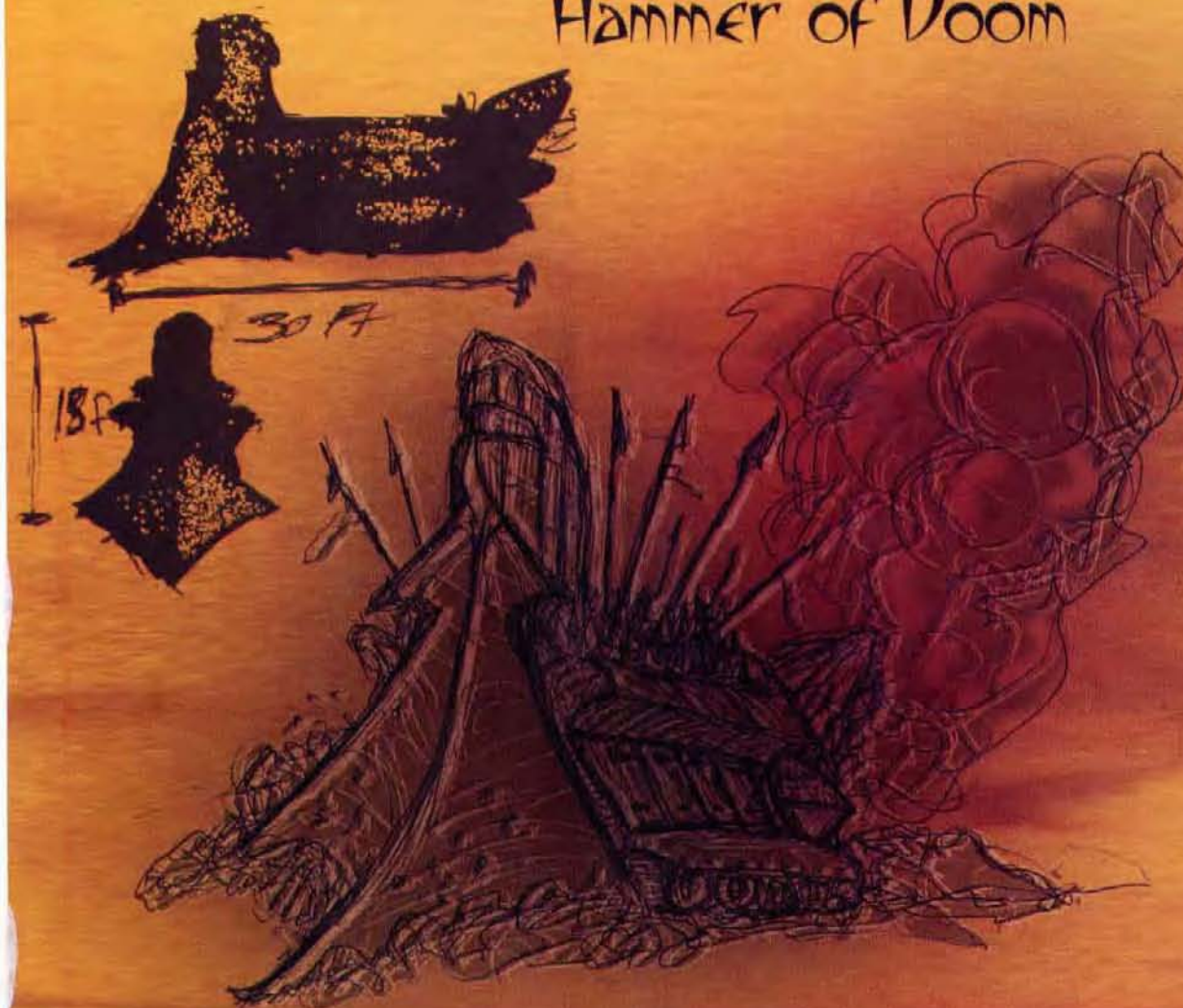
Often time a wizard sits in the belly of the vehicle and lobbs fireballs or lightning bolts through the peepholes. While inside, the wizard or passenger enjoys full cover.

Construct: Immune to mind-influencing effects, poison, disease, and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Ballistae: Two ballistae are turret mounted on the top on the left and right sides, each with a 180-degree side-firing arc. Because the operators of the ballistae are mounted into the construct, they receive ¾ cover. After firing, loading and cocking the ballista is a full 3 round action.

Magic Immunity (Ex): Hammers of Doom completely resist most magical and supernatural effects, except where otherwise noted below.

Hammer of Doom



Ascension Day

Trample (Ex): A Hammer of Doom can trample Large or smaller creatures for 10d10 points of damage. Opponents who do not make attacks of opportunity against the Hammer of Doom can attempt a Reflex save (DC 20) to halve the damage.

Construction

The body of a Hammer of Doom is crafted from 3,000 pounds of heavy, durable wood, mounted on great iron reinforced wheels, and then the exterior is reinforced with 2,000 pounds of plate armor,

A Hammer of Doom costs 100,000 gp to make, which includes 1,000 gp for the body. Assembling the body requires a successful Craft (armorsmithing or weaponsmithing) check (DC 20). The creator must be 16th level and be able to cast arcane spells. Completing the ritual drains 2,000 XP from the creator and requires *geas/quest*, *limited wish*, and *polymorph any object*.

Appendix A - New Monsters

The possibilities for monsters in Penance are limitless, as the Queen is able to pull anything at any time and drop it anywhere. However, most wanderers are not going to be encountering the Queen every day, and are much more likely to come up against some of the established creatures of the plains. PCs out in the open are liable to run afoul of either the pack hunting kytus, the airborne merain, or the solitary volt polar. Characters on the open ocean should take care not to run across the path of the colossal moab, and visitors to the forests should beware the presence of the thorn eating scavan. Though hardly a monster, the helpful mara has been included here as well.

Kytus

Medium-size Magical Beast

Hit Dice: 5d10+15 (52 hp)
Initiative: +4 (+4 Dex)
Speed: 40 ft.
AC: 20 (+6 Natural, +4 Dex)
Attacks: Bite +8 melee
Damage: 1d8+4
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Attack as one
Saves: Fort +7, Ref +8, Will +2
Abilities: Str 16, Dex 19, Con 16, Int 2, Wis 12, Cha 7
Skills: Hide +5, Jump +4, Listen +6, Move Silently +5, Spot +5
Feats: Alertness, Power Attack

Climate/Terrain: Temperate plains and hills

Organization: Team (4-16) or Pack (6-60)

Challenge Rating: 4 (10 for a Team)

Treasure: None

Alignment: Always Neutral

Advancement: 6-10 HD (Medium-size); 11-15 HD (Large)

Packs of kytuses roam and terrorize the fertile fields, rolling hills, and open plains of Penance. They are a severe problem for merchant caravans and small parties of travelers, and one of the reasons why most travel in Penance is done on the rivers. These ferocious predators look much like coyotes, excepting the chitinous plates that line their backs. The most dangerous feature of the kytus is its hive-like mind that allows the entire pack to think like a single individual. These creatures are able to coordinate their attacks against a single opponent, allowing them to take down creatures far larger than themselves with frightening ease. Packs of kytuses can be found nearly anywhere in Penance, and generally only attack creatures of medium size-or larger.

Combat

A lone kytus is impossible to find, unless the rest of its pack or team has been slaughtered. Kytuses feel safe in their groups, and never separate from the pack. Occasionally a pack will send out a smaller team to scout out an area and look for food, but otherwise the creatures are only encountered in large numbers. Kytuses prefer to attack large prey, as the larger the target, the more kytuses can attack at a single time, which is the packs main advantage. If attacking a group of individuals, the

pack will generally focus its attack on a single member of the group, with pack members only attacking other members of the group if they physically can't get at the first. If the pack is in danger of being destroyed, it will sacrifice some of its members to stay behind and engage opponents while the bulk of the pack flees.

Attack as one (Ex): A pack of kytuses has a uniquely shared mind, somewhat akin to that of an anthill. Each individual in the pack is aware of what the other members of the pack are doing at all times, as if they were different limbs of the same body. When more than one kytus is attacking a single target their attacks are coordinated, so that each one attacks at precisely the same instant. This makes it extremely difficult for the opponent to dodge or block the attacks. For each additional kytus past the first that attacks the same target, each kytus attacking the target gets a +2 circumstance bonus to its attack roll. For example, up to eight kytuses may attack a single human at once. In such a case, each kytus receives a +14 bonus to its attack roll, giving it an overall attack bonus of +22 for its bite. A kytus may use its Power Attack feat in conjunction with this ability, making it an extremely deadly foe.

Mara

Fine Magical Beast

Hit Dice: 2d10+2 (17 hp)
Initiative: +9 (+5 Dex, +4 Improved Initiative)
Speed: 10ft., Fly 70ft. (average)
AC: 19 (+4 size, +5 Dex)
Attacks: Bite +7 melee
Damage: Bite 1hp
Face/Reach: 1ft. by 1ft./0ft.
Special Qualities: Teleport, Home, Repeat, SR 18
Saves: Fort +4, Ref +8, Will +1
Abilities: Str 4, Dex 21, Con 13, Int 4, Wis 12, Cha 11
Skills: Hide +20, Listen +3, Move Silently +7, Spot +3
Feats: Improved Initiative, Weapon Finesse (Bite)

Climate/Terrain: Warm and temperate hills and plains.

Organization: Domesticated

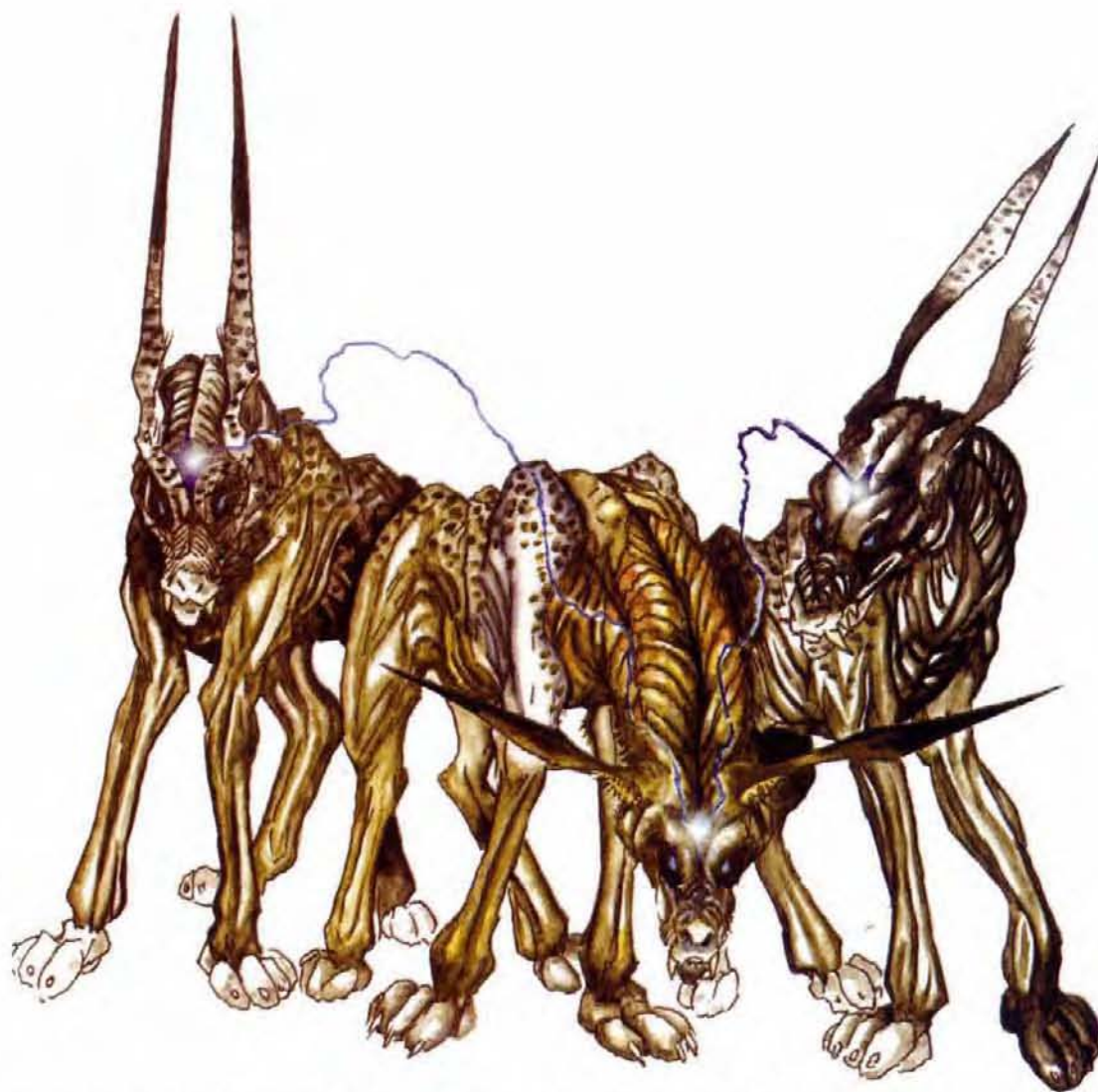
Challenge Rating: ½

Treasure: None

Alignment: Always Neutral

Advancement: 3-4 HD (Diminutive); 5-6 HD (Tiny)

The mara is yet another creation of the well-known artificer, Athra. Athra created these tiny creatures for the benefit of the Bloodlords of Illium, allowing them to better enforce their protection contracts. The mara has proved extremely useful, and was bred fervently, spreading quickly to the other cities of the plains. The mara was engineered to be the perfect message bearer, and possesses magical abilities that allow it both to convey spoken words and to evade attack. Maras were based upon the common mynah bird, and like the mynah, are able to speak the language of man. Maras are small black songbirds with white highlights, a sharp beak, and bright eyes. In addition to ordinary flight, maras can teleport short distances to evade pursuit, and to get away from a situation without being noticed. Maras are generally kept in cages, and have a bright friendly demeanor. Often their owners become quite attached to them.



Maras are an important part of a Bloodlord's protective contract. If a protected person is attacked, he can describe his location and attackers to his mara, which will then convey the message back to the protecting Bloodlord.

Combat

Maras do not engage in combat except perhaps with the tiny bugs or worms it makes use of as food. If attacked, a mara simply blinks away, escaping the conflict. A typical combat with a mara involves intelligent creatures pursuing it while it homes back to its Bloodlord to deliver its message. A careful mara owner, however, sends his bird away before his enemies are even aware of its presence, eliminating combat completely.

Teleport (Sp): Three times per day, a mara can teleport itself to any location within 480 feet. This ability functions exactly like the spell *dimension door*. A mara may teleport upon command from its owner, or on its own if it is threatened. Maras are trained not to port out of their cages. A mara commonly teleports directly towards a sun if one is present, both to guarantee an open space and to prevent its egress from being spotted.

Home (Ex): Like a kith or a carrier pigeon, a mara can tune in on an exact location. This location by default is set as the bird's birthplace, but can be changed in a week's time with a successful Animal Handling check (DC 20). When the bird is set free, it always returns to this location, no matter how far the journey. A mara can fly up to 250 miles in a day.

Repeat (Ex): The mara is trained to listen to short spoken messages, and then repeat them again upon command. The bird can hold one message at a time in its mind, which can be up to one minute in length. A command word tells the bird to start recording, and a separate command tells it to repeat the message it has stored. Each bird is trained with its own unique command words. Bloodlords tag their maras, and keep a book that lists the command for each bird.

Merain

Large Beast

Hit Dice: 12d10+30 (110 hp)

Initiative: +4 (+4 Dex)

Speed: 30 ft., Swim 50ft, Fly 80ft. (average)

AC: 18 (+5 Natural, -1 size, +4 Dex)

Attacks: 2 Talons +15 melee and bite +10 melee, or drop +12/+7 ranged

Damage: Bite 2d6+7, talons 1d8+3

Face/Reach: 5ft. by 10ft./ 5ft. (15 foot wingspan)

Special Attacks: Drop, Snatch

Special Qualities: Amphibious, Low-light vision

Saves: Fort +11, Ref +10, Will +5

Abilities: Str 24, Dex 18, Con 17, Int 3, Wis 13, Cha 9

Skills: Hide +0, Listen +6, Move Silently +5, Spot +17

Climate/Terrain: Warm and temperate hills, plains, and aquatic regions.

Organization: Solitary, mated pair, or flight (2-8)

Challenge Rating: 8

Treasure: Standard

Alignment: Always Neutral

Advancement: 13-20 HD (Large); 21-31 HD (Huge); 32-36 HD (Gargantuan)

The fabled merain makes its nest in deep-water areas near the domain of Penance. It can be found near the coastal regions, or within a few dozen miles of the many rivers that meander throughout the terrain. A few merains are thought to live in the Wellspring, but sightings in the City of Penance are rare. Merains are a threat to farmers, as they frequently carry off their goraks, and to small parties of individuals, who the birds often crush under a heavy barrage of falling rocks. The merain is a large amphibious avian with scaly feathers that are adapted to both water and flight. In shape, the merain is somewhat like an enormous raven, with sharp claws, a large, heavy beak, and strong, powerful wings. A merain's scales are tough and waxy, and offer it slight protection against foes. Merains spend most of their time underwater except when they are hungry, when they take to the air to find something to eat. Merains generally carry their prey back to their nest to feed their young, and a fair amount of treasure tends to pile up nearby over time. Merains are difficult to wipe out altogether from an area as their underwater nests are difficult to find.

Combat

Merains always carry two heavy rocks with them when they go out to hunt for food. When they spot something desirable, they drop the rocks onto the prey, often killing it outright. Once the bird has expended its ammunition, it then swoops down and attacks outright. If its chosen target is in a group with several other creatures, it will try to snatch its prey and carry it off. Creatures that put up a fight may be flung about until they stop moving. If a situation is going bad for it, a merain generally retreats back to its nest underwater. A merain can fight perfectly well underwater, and defends its nest at all costs if it is threatened.

Amphibious (Ex): Merains are able to breathe naturally both in air and water environments, including both fresh and salt water.

Drop (Ex): Merains love to initiate combat by dropping heavy objects (usually rocks) from great heights onto their prey. A merain can carry up to two such objects at any given point in time, one in each talon. Merains generally carry objects weighing between 51 and 100 lbs.

This drop attack has a range increment of 125ft. Dam-

age dealt by the rocks is 1d6 per 30 feet the object falls. Usually this is either 4d6 (from 120 feet), or 8d6 (from 240 feet, with a -2 range penalty to hit).

Snatch (Ex): A merain that hits a creature of medium-size or smaller with a talon attack may attempt to start a grapple as a free action without provoking an attack of opportunity. If the merain achieves a hold it can flay off with its prey and automatically make a bite attack each round in lieu of a claw attack. It can drop a snatched creature as a free action or use a standard action to fling it aside. A flung creature travels 60 feet and takes 6d6 points of damage. If the merain flings it while flying, the creature suffers this amount of damage or falling damage, whichever is greater. The grapple modifier for the Merain is 20.

Skills: Merains have extremely sharp eyesight, giving them a +10 racial bonus to all Spot checks.

Moab

Gargantuan Magical Beast

Hit Dice: 16d10+64 (184 hp)

Initiative: +1 (+1 Dex)

Speed: Swim 90 ft., Fly 60 ft. (average)

AC: 17 (+10 Natural, +1 Dex, -4 size)

Attacks: Bite +26 melee, 2 slams +24 melee, and tail slap +24 melee

Damage: Bite 4d8+14, slam 2d8+7, Tail Slap 2d10+7

Face/Reach: 20ft. by 60ft./ 10ft.

Special Attacks: Improved grab, Swallow Whole

Special Qualities: Blindsight 120 ft., Levitation

Saves: Fort +14, Ref +11, Will +5

Abilities: Str 38, Dex 13, Con 18, Int 4, Wis 10, Cha 9

Skills: Listen +4, Spot +4

Feats: Multiattack

Climate/Terrain: Any Aquatic

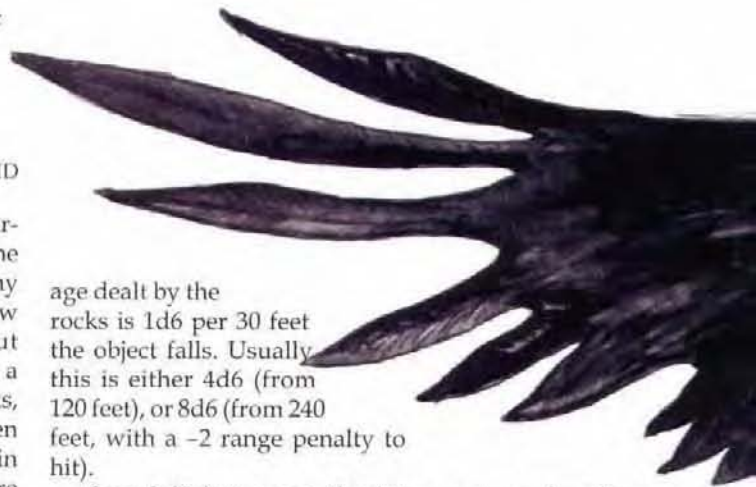
Organization: Solitary, pair, or pod (2-12)

Challenge Rating: 16

Treasure: Special

Alignment: Always Neutral

Advancement: 19-28 HD (Gargantuan); 29-54 HD (Colossal)





The massive moab is the largest predator native to the Northern Ocean, and is an important part of the economy of Beacon, as well as the asherake culture. A moab is a gargantuan whale, similar in appearance to a humpback whale, but with doubled appendages, and considerably larger in size, being somewhat larger than the sperm whale. A moab has a complex three piece jaw with two separate mouth openings, one with baleen for straining plankton, and the other with sharp and deadly teeth. The moab is most famous for the magical gravity defying oil that it produces that allows it to fly out of the water in pursuit of prey. Moab oil is used to power both anti-grav and mana engines built in Beacon.

Moabs are aggressive, and are true terrors for the people of the oceans, who have no qualms about them being hunted extensively by the mariners of Beacon. The moab's preferred diet is giant squids and sea birds, but they can and will eat almost anything. It is surmised that the moab evolved on a world with a great number of giant birds, and the whale adapted to flight when it ate the oceans clear of other prey. Unlike the engines built using its oil, the moab can control its lift and descent easily; it only requires food to power its flight.

Moabs are mammals, and must surface regularly to breathe. A moab can hold its breath for up to two hours at a time, and can dive as deep as 10,000 feet. A moab contains roughly as many gallons of oil as sixteen times its hit dice (256 gallons).

Combat

The moab is an extremely difficult opponent. Not only can it employ its powerful bite, but it can bash enemies extremely hard with its flippers and tail. Like the humpback, the moab's fins are often coated with barnacles, making their blows particularly hard and lacerating. Moabs have been known to smash ships apart with a single thrash of their tails. The moab's primary weapon is its bite, however, and it normally attempts to swallow its opponents whole if it can. Its fins and tail are only used if it encounters resistance.

If a moab is attacked by a sizable force, it may forgo attacking and try to flee instead. The moab's defense mechanism is usually to dive if attacked in the air, or fly out of the water if attacked below the surface, serving to either drown or suffocate any attackers that follow it.

Levitate (Ex): A moab has full control over the oil in its glands, allowing it to levitate out of the water. With its powerful flukes and tail, the moab can propel itself through the air, allowing it to effectively fly.

Improved Grab (Ex): To use this ability the moab must hit a large or smaller opponent with its bite attack. If it gets a hold, it can try to swallow the victim. The moab's grapple modifier is +42.

Swallow Whole (Ex): A moab can try to swallow a grabbed creature of size large or smaller by making an additional grapple check. Once swallowed, the creature takes 2d6+7 points of crushing damage plus 2d6+2 points of acid damage per round. A swallowed creature can cut its way out with a slashing weapon by deal-

ing 30 points of damage to the moab's digestive tract (AC 14). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A moab's gullet can hold one huge, two large, four medium size, or eight small creatures.

Treasure: Although interesting objects have occasionally been found in a moab's stomach, the beast's real treasure is its oil. One moab produces about twenty gallons of moab oil (see Appendix B).

Rat Demon

Large Outsider

Hit Dice: 10d8+3 (106 hp)

Initiative: +5 (+2 Dex, +3 Improved Initiative)

Speed: 30

AC: 27 (-1 size, +8 armor, +10 natural)

Attacks: Bite +15 melee, 2 claws +10 melee, or 2 tails +10 melee

Damage: Bite 2d8+5 and disease; claw 1d12+5; tails 2d8+5 and poison

Face / Reach: 5 ft. by 5 ft. / 5 ft.

Special Attacks: Spell-like abilities, disease, poison,

Special Qualities: Damage reduction 20/+2, tanar'ri qualities, alternate form

Saves: Fort +10, Ref +7, Will +8

Abilities: Str 21, Dex 14, Con 16, Int 7, Wis 12, Cha 9

Skills: Balance 10, Climb 15, Hide 10, Jump 15, Listen 11, Move Silently 10

Feats: Improved Initiative, Power Attack, Cleave

Climate / Terrain: Any land and underground

Organization: Solitary or swarm (5 to 10)

Challenge Rating: 10

Treasure: normal

Alignment: Chaotic Evil

Advancement: 11-20 huge, 21-30 gargantuan, 31-40 colossal

Rat demons, or gorandars as they are known in their home plane, are powerful tanar'ri, though they are known for their sheer ferocity as opposed to their cunning. To many forms of tanar'ri, these are little more than extremely powerful pests since they refuse to organize into any form of fighting unit, they don't take orders, and they are constantly pillaging food and supplies. Some tanar'ri use them maliciously against others by rounding up a group of them and then releasing them near their enemies.

The Rat Demon stands 8 ft. tall, with a humanoid body covered in short fur. Like most rats, the fur may be white, gray, brown, black, or white with patches of color from its normal rang, though the most common color is solid gray. Most of these demons have patches of missing fur, and open sores that constantly leak puss. The head is that of a rat, though it has twisted horns that emerge from the brow line and are swept back. They have sharp teeth, long wicked claws and two spiked tails.

Combat

Rat demons prefer the direct approach in combat. Their mentality is that anything standing in their way is either food, or something trying to deprive them of their food or belongings. If given the chance they ambush their opponents, and then fight tenaciously until they are either victorious or nearly dead. Because of a loosely de-

fined sense of bravery within their culture, a lone rat demon is more likely to run from a losing fight than a pack of them.

Spell-like abilities: At will - *detect good, detect magic, daze, ghost sound, open/close*; 1/day - *fireball, lightning bolt, displacement*; 2/day - *fog cloud, see invisibility, flaming sphere, shatter, bull's strength, knock*; 3/day - *hold portal, shield, detect secret doors, true strike, magic missile, ray of enfeeblement*. These spells are as cast by a 6th level sorcerer.

Disease: Bite, Fortitude save (DC 20) initial damage 1d4 temporary constitution damage, secondary damage 1d4 strength, and 1 constitution per day until death or *remove disease* is cast.

Poison: Tail, Fortitude save (DC 20) initial damage 1 temporary constitution damage, secondary damage 1d6 strength damage.

Immunities (Ex): The rat demon is immune to poison and electricity.

Resistances (Ex): The rat demon has cold, fire, and acid resistance 20.

Telepathy (Su): Rat Demons can communicate telepathically with any creature within 100 feet that has a language.

Alternate Form (Su): Once per day the rat demon can morph from a humanoid body to a rat body. It may either take a form the same size as itself or smaller, allowing it to fit through small sized areas.

Scavan

Large Beast

Hit Dice: 10d10+20 (95 hp)

Initiative: +4 (+4 Dex)

Speed: 30 ft.

AC: 17 (+4 Natural, +4 Dex, -1 size)

Attacks: Bite +14/9 melee

Damage: Bite 1d10+12

Face/Reach: 5ft. by 10ft. / 5ft.

Special Attacks: Improved Grab, constrict 2d6+12, shred

Special Qualities: Low-light Vision, scent

Saves: Fort +9, Ref +11, Will +4

Abilities: Str 26, Dex 19, Con 14, Int 2, Wis 12, Cha 8

Skills: Hide +4*, Jump +9, Listen +4, Move Silently +6, Spot +3

Climate/Terrain: Warm and temperate forests

Organization: Solitary, pair, or nest (2-8)

Challenge Rating: 8

Treasure: Special

Alignment: Always Neutral

Advancement: 11-14 HD (Large); 15-25 HD (Huge); 26-30 HD (Gargantuan).

Most citizens of the plains need have little fear of the ravenous scavan. This snake-like predator's diet consists entirely of mobile plants. To thorns however, the scavan is the most terrifying creature in the forest, a mindless beast that lives only to hunt them down and devour them. A scavan is built to cut through a thorn's woody exterior and get to the soft tissues underneath, its mouth equipped with opposed adamantite-tipped bone blades that spin at high velocity to rip through wood, bone, and other hard material. The rest of the scavan's body is a long, thick mass of muscle that can slither at high speeds,

and can wrap around a medium sized creature, easily immobilizing it.

Scavans make their dens in narrow tunnels in the forest floor, hidden beneath the thick tallis bed. Scavan dens are very hard to spot, a fact that has ensured the creature's survival, even though a great deal of energy has been expended on trying to stamp them out. Scavans generally lie in their dens until they scent a thorn in the area, and then they slide out, often surprising their victims. A scavan that has had to wait for a long time may come out of its lair and crawl though the forest, hoping to pick up a scent. On occasion a scavan will follow a scent out onto the plains, but normally they stay beneath the canopy.

Combat

Scavans love the taste of thorns, and are not afraid of attacking an entire group of people just to get to one thorn in their midst. A scavan typically heads straight for the nearest thorn, and attempts to immobilize it with constriction so that the scavan can easily devour it. If the target thorn is actively defended, the scavan will constrict its prey so that it cannot get away, and then use its bite attack to fend off anyone attacking it. If a scavan is dropped to a third of its

hit points, and resistance is still strong, it will drop its coils and attempt to slither away into the underbrush.

Improved Grab (Sp): A scavan that makes a successful bite attack on a victim (medium-size or smaller) may attempt a grapple as a free action without provoking an attack of opportunity. If the scavan gets a hold, it will begin to constrict the victim on its next turn. The scavan's grapple modifier is 22.

Constrict (Ex): A scavan that gains a hold on an opponent can make a constriction attack upon it once per round. The constrict attack is a free action that is applied at its initiative, and the damage that it deals (2d6+12) is automatic, unless the scavan's hold has been broken by its opponent winning at an opposed grapple check.

Shred (Ex): A scavan can bite through wood and other hard organic material as easily as through soft flesh. A scavan can ignore the hardness of any such substance. It also can ignore a thorn's +2 natural armor bonus.

Skills: A scavan's natural camouflage gives it a +8 racial bonus to all Hide checks when in foliage (not included above).

Treasure: The only treasure that can be gained from a scavan is its adamantine-tipped blades, which can be used as weapons (see Appendix B) or sold. A scavan typically has about 1 pound of adamantine, which has a market value of 1,500gp.

Volt Polar

Large Magical Beast

Hit Dice: 11d10+22 (104 hp)

Initiative: +3 (+3 Dex)

Speed: 50 ft.

AC: 18 (+6 Natural, +3 Dex, -1 size)

Attacks: 2 Claws +16 melee and Bite +14 melee, plus 2 rakes +16 melee

Damage: Claw/rake 1d8+5, bite 2d6+2

Face/Reach: 5ft. by 10ft./ 5ft.

Special Attacks: Improved Grab, Polarizing Blast, Rake

Special Qualities: Darkvision 60 ft., low-light vision, SR 20 (Mind affecting spells only)

Saves: Fort +9, Ref +10, Will +4

Abilities: Str 20, Dex 16, Con 15, Int 3, Wis 12, Cha 7

Skills: Balance +11, Hide +9, Jump +5, Listen +6, Move Silently +10, Spot +6

Feats: Alertness, Multiattack, Power Attack

Climate/Terrain: Warm and temperate plains, hills, and deserts

Organization: Solitary, pair, or pride (3-12)

Challenge Rating: 10

Treasure: None (Standard in den)

Alignment: Always Neutral

Advancement: 12-22 HD (Large); 23-33 HD (Huge).

The majestic volt polar is probably the most deadly of the permanent residents of the plains. The volt polar is a slightly larger cousin of the common polar, and has adapted a very different sort of polarizing attack. Instead of discharging its mental energy at a constant rate, a volt polar saves it up over time, and can emit it in very concentrated and focused blasts. This attack, though it does not involve electrical energy, looks very similar to a lightning bolt emanating from the creature's forehead, a fact that has earned the creature its name. In reality though, the volt



polar's attack is more closely related to a magnetic field, whose effect is to polarize and disrupt the brain waves of those it strikes, essentially rendering them unable to think or to move for a short period of time. Unfortunately for the victim, this short time is more than long enough for the volt polar to move in on him and tear his throat out with its claws.

A volt polar is a large feline, similar in size and appearance to an armored kith. This unfortunate similarity has caused the deaths of many an uneducated citizen of Penance, illustrating the need of a guide on one's first venture off of the pedestal. Upon a closer look, however, the volt polar is lower to the ground, has longer, saber-like teeth, and a collection of bony, bluish armor plates upon its forequarters. The first and fourth claw of each paw is also significantly longer than the second and third. Coloration of the volt polar's fur is usually a flat yellowish-brown color, like that of a mountain lion.

With the exception of a few unique monsters, volt polars are at the top of the food chain in Penance. They have no natural predators, and can eat almost anything that moves. Volt polars have no fear of man, and are known for attacking suddenly and without warning. For the most part, volt polars are solitary hunters, with the females of the family groups wandering the plains in search of prey, and then bringing what they catch back to the den, usually a secluded dale or depression where the male and the young dwell.

It is generally advised to simply avoid the volt polar if one can, as direct combat is extremely dangerous. Those who get the jump on it may be able to scare it away with a strong first blow, such as from a fireball or other such magic. If one ever manages to defeat a volt polar, it is worth one's while to attempt to remove its exoskeleton (Wilderness Lore DC 18), which can be crafted into kith barding, and can fetch up to 1,000 gp to the right buyer.

Combat

A volt polar is a clever and deadly opponent. It typically takes to high ground where it can see over great distances. If it spots a suitable opponent, it will target it with its polarizing blast, and then move in to dispatch it with its natural weaponry. Volt polars are more ruthless than their cousins, and will coup de grace polarized opponents immediately unless they are actively defended by their colleagues. A volt polar's physical attacks are devastating, consisting of a flurry of sharp claws paired with a powerful bite.

When combating a group of individuals, the volt polar will polarize the strongest looking member of the bunch, then move in, dispatch him, and then run, carrying him off in its jaws. When a safe place is reached, the polar will then stop to eat its victim.

Suitable prey for the volt polar is any creature of small or medium size, and generally not in a group of ten or more. Volt polars are swift killers however, and are known to lay in wait for large caravans to ride by, then pounce through the column upon its arrival, taking a single member of the group and disappearing into the distance.

Improved Grab (Ex): A volt polar that hits with its bite attack can attempt to start a grapple as a free action without provoking an attack of opportunity. Its grapple modifier is 20. If it gets a hold it may rake.

Polarizing Blast (Ex): Every two rounds, a volt polar may fire a focused blast of polarized mental energy at a single opponent. The character targeted must succeed at a Will save (DC 18) or collapse and be helpless for 2d4 rounds.

Rake (Ex): A polar that gets a hold on its opponent with its bite may make two free rake attacks on that opponent with its hind legs.

Skills: Volt polars are naturally stealthy, and receive a +4 racial bonus to all Hide and Move Silently checks, and a +8 bonus to all Balance checks (included in stats).



Appendix B - Items

The people of Penance have invented many of their own unique devices in order to fulfill a wide variety of tasks. From mana engines to chemical weapons to magical amulets, Penance has its full share of useful and desirable treasures.

Magical Engines

For thousands of years, the people of Penance have made use of engines to power large devices, typically vehicles. However, until quite recently, the only type of engine in use was the extremely expensive golem engine, which required an experienced mage to create. It was only in the last few years, under the rule of lord Pandarus, that a new type of engine became available. These engines, known as mana engines, required no arcane knowledge to build, provided as much power as the golem engines, and could be mass-produced. Though golem engines are still preferable, as they require no fuel, the mana engines are much more common.

Engine power is measured by max speed (in mph). This speed is for a standard size vehicle. A standard vehicle with a 20 speed engine, for example, can travel at a maximum of 20 mph. The standard vehicles used for the rating are a 20 ft. wagon, and a 40 ft ship. Large vehicles require more than one engine to come up to standard rating. Basically, for every 20 (or 40) ft. of the vehicle's length, it needs an additional engine. So a 120-foot ship needs three engines. Round off footage, so a 57 ft. boat needs only one engine, but a 61ft. boat needs two. A ship, for example, that needs two engines but only has one, can only travel at half speed, and so on. Multiply MPH by 10 to get a d20 move rate (a human at move rate 30 travels 3mph, for example).

Golem Engines

A golem engine is nothing more than an iron golem, made without arms or legs. The torso is fixed in place, and the head spins around in a circle to drive whatever it is attached to. Golem engine heads are shaped like large gears, and interface with a drive shaft. Golem engines can power nearly anything. They can turn millstones or drive paddlewheels on ships; their most conspicuous use is in the cranes that carry ships up and down the pedestal. Golem engines do not tire, and require no fuel. They do however contain a bound spirit, which may prove malicious if it escapes. These engines can be made very tiny, or very massive. In general, the larger they are, the more power they provide.

An average 2,000lb golem engine has a 20mph speed rating. The speed rating can be raised, but the cost increases exponentially.

Construction: A golem engine's body is sculpted from pure iron (2,000 lbs on average). A typical golem costs 75,000 gp to create, which includes 600 gp for the body. Assembling the body requires a successful Craft (armorsmithing or weaponsmithing) check (DC 20). The creator must be 16th level, and able to cast the arcane

spells. Completing the ritual drains 1,600 XP from the creator and requires *geas/quest*, *polymorph any object*, and *limited wish*.

10 Speed Engine: *Weight:* 1,000 lbs. *Creation cost:* 37,500 gp plus 800XP

20 Speed Engine: *Weight:* 2,000 lbs. *Creation cost:* 75,000 gp plus 1,600XP

30 Speed Engine: *Weight:* 4,000 lbs. *Creation cost:* 150,000 gp plus 3,200XP

40 Speed Engine: *Weight:* 8,000 lbs. *Creation cost:* 300,000 gp plus 6,400XP

50 Speed Engine: *Weight:* 16,000 lbs. *Creation cost:* 600,000 gp plus 12,800XP

Golem engines can be created smaller than 10 speed, but cost no less.

Mana Engines

Mana engines are cheaper than golem engines and can be mass-produced, but must be fueled on a regular basis. Mana engines are powered by moab oil, and as the name implies are fueled by magical energies. Most mana engines are driven by sorcerers, clerics, or wizards, who charge the moab oil with spells to make the engine work. Mana engines do not require a slave spirit. There are two types of mana engines: anti-grav engines, which levitate, and true mana engines, which spin a drive shaft.

True Mana Engine: A true mana engine uses charged moab oil to rotate a gear or shaft. The engine consists of a turbine mounted in a sealed chamber and connected an axle which can spin freely. The moab oil is contained in an inverted funnel-shaped tank below the turbine. When the oil is charged, it flows upwards at high pressure through the turbine, causing it to turn the axle. Some engines have several turbines mounted in serial on the same shaft. Once through the turbines, the fluid enters an upper chamber, where a slade lining at the top neutralizes its magical charge. Once the liquid is discharged, it falls with gravity, and runs down through a series of tubes into the original holding tank.

A device fronted by a smoked glass panel is affixed to this lower holding tank. This is the mana interface, where the operator cast spells into the engine to charge the oil. The operator places his hand on the panel, and casts a spell with the engine as the target. The most common spells are touch effects, such as healing magic, *shocking grasp*, or *mana* (See appendix C). A retractable lead shield can be extended outward from the panel to protect from any magical splash that might occur. Charging the oil sends it to the top of the tank, which funnels it back into the turbine. A valve at the top of the tank serves as an off switch and a throttle, regulating the rate of flow of the oil through the turbine.

Mana engines, unlike golem engines, run only for a certain amount of time and then must be recharged. Essentially, the more moab oil in the engine, the longer it will spin on a charge. Mana engines need to be equipped with heavy weights so that they do not lift up off of the ground when charged. The engines can cause strain on a vehicle, as they are extremely heavy when uncharged,

and lighter than air when charged. Most engines are kept charged even when not in use so that their weight does not damage the vehicle in which they are mounted.

Mana engines are measured by two different numbers, capacity (in total miles), as well as speed (max mph). A 60/30 engine, for example, can travel up to 60 miles on a charge, at a maximum of 30 mph. At full speed, the engine runs for 2 hours on a charge. At half speed (15mph) it runs for 4 hours, and so on. Each spell level put into the engine charges it up 10 miles. A 60/30 engine needs 6 spell levels for a full charge. Each engine on a ship must be charged separately.

Construction

Crafting a mana engine is a complex task requiring 1,000 lbs of iron, a small amount of slade ore, and a mass of heavy lead weights. The shaping and welding must be precise or the engine will leak or fail to turn efficiently. Assembling the engine requires a successful Craft (enginesmithing) check (DC 25). An average 30 speed engine costs 20,000gp, plus the cost of the oil used. The more oil used in the engine, the higher the capacity rating (1 gallon per mile of capacity). Moab oils costs 400gp per gallon. The weight listed in the chart is the engine's uncharged weight. Fully charged, the weight is the same, but in an upward direction. If an engine is applied to a light vehicle, additional weights are needed to prevent liftoff.

10/10 Mana Engine:	Cost: 11,500gp	Weight: 1.25 tons
20/20 Mana Engine:	Cost: 21,500gp	Weight: 2.5 tons
40/20 Mana Engine:	Cost: 29,500gp	Weight: 5 tons
30/30 Mana Engine:	Cost: 32,000gp	Weight: 3.75 tons
60/30 Mana Engine:	Cost: 44,000gp	Weight: 7.5 tons

Anti-Grav Engine: Anti-grav engines are used in airships and similar vehicles, primarily by the asherakes. They are similar to true mana engines, except much simpler and cheaper. Anti-grav engines do not have any turbines, piping, throttles, weights, or drive shafts. They are simply an egg shaped tank of iron that holds moab oil. When charged, the oil rises to the top of the engine and pushes it upward; when neutralized, the oil rests at the bottom of the tank. A charging panel is mounted at the bottom of the engine. To make the engine go up, charge it with a spell; the amount of charge applied to the panel determines how fast the engine will rise. To lower the charge, a sliding slade rod is pushed up into the top of the tank, neutralizing some or all of the old, depending on how long the rod is held in place.

Anti-grav engines are measured by lift (in tonnage). A standard 20-ton engine can lift a 20-ton ship. A small 120-foot, 2-masted, asherake war schooner weighs 100 tons, and requires at least 5 engines, although 6 or more are always employed. Generally, when more than one engine is set upon a ship, they are linked by tubing running from drains at their bases to a central tank, usually located at the bottom of the ship, where a single charger can be used to work all the endings at once. The various slade rods as well are all connected to a single lever. A single mage can sit in the ship's engine room and con-

trol the ascent and descent of the ship. Airships require a massive amount of spell energy to get off of the ground, however, once they are initially charge, they can be kept exactly at zero weight, where they neither rise or fall. In this state, only a little amount of mana is required to make the ship ascend, and only a little tap of the lever causes the ship to descend.

Though simpler than mana engines, anti-grav engines are more expensive, as they hold a more moab oil. In general, one gallon of oil lifts 500 lbs., so a 20-ton engine would contain 80 gallons of oil. One spell level charges ten gallons of oil. To fully charge a 6 engine ship (480 gallons) 48 spell levels are needed. The ship's zero weight is at 400 gallons, or 40 spell levels. Once at zero weight, each additional gallon charged gives the ship an upward move of 1. So a 1st level spell would move the ship upward at a rate of 10, and a 3rd level spell a move rate of 30. The ship in the example would move upward at a max rate of 80 (8 mph) at a full charge.

Construction: Crafting an anti-grav engine is a complex task requiring 250 lbs of iron, a small amount of slade ore, and a charging panel. The shaping and welding must be precise or the engine will leak or burst. Assembling the engine requires a successful Craft (Enginesmithing or Armorsmithing) check (DC 20). An average 20-ton engine costs 14,000 gp, plus the cost of the oil used. The more oil used in the engine, the higher the tonnage rating (4 gallons per ton). Moab oils costs 400 gp per gallon. Engines larger than 30 tons are not manufactured, as they are a risk to break away from their ships.

10 Ton Engine:	Cost: 29,000 gp
20 Ton Engine:	Cost: 46,000 gp
30 Ton Engine:	Cost: 63,000 gp
Control Room and tubing:	1,000 gp

Repairing Mana Engines: Mana engines do not last forever. Over time they tend to rust, split, lose their potency or break away and launch into orbit. The iron shell of the engine must be kept dry, and the supports must be kept tightly fastened to the vehicle's frame. Mithral, adamantine, or gold can but used to build an engine that never wears out, but the costs are extremely high. Mostly engines are given periodic magical maintenance. *Mending* spells help repair turbines and joists, and *antioxidation* (see Appendix C) eliminates rust damage. Moab oil can lose its potency after a while if it is charged and discharged on a regular basis. Most engines need fresh oil every 100 years; those that see little use can last indefinitely.

Martial Items

Though most of the martial equipment of Penance has been detailed in *Oathbound: Domains of the Forge*, there are a few devices that are commonly found outside of the great city that deserve mention here.

Weapons and Armors of the Plains

Weapon	Cost	Damage	Critical	Weight	Type	Reach
<i>Medium Martial weapons--melee</i>						
Dolphin Spike	25gp	1d8	x3	6 lbs.	P	5 ft.
Scavan Blade	3,000 gp	1d8+1	19-20/x3	8 lbs.	S	5 ft.

Armor	Cost	Armor Bonus	Max. Dex	Armor Check	Arcane Spell	Speed (30 ft.)	(20 ft.)	Weight	Don	Hastily	Remove
<i>Medium Armor</i>											
Shalik Plate	4,000 gp	+7	+3	-4	%25	20 ft.	15 ft.	30 lbs.	3m	3m	1d4+1m
<i>Heavy Armor</i>											
Volt Polar Mail	1,500 gp	+7	+2	-5	%35	20 ft.	15 ft.	35 lbs.	4m	4m	1d4+1m

Armor

Metal armor is rare out on the plains, as both the forest people and the nomads prefer hide, bark, or bone mail. A few interesting alternatives do exist however. Sea folk tend not to wear armor at all because of its weight and drag, and instead rely on skill and magic. Armored tattoos (See Appendix C) are common, as are bracers, rings, and the like.

Shalik Plate: Shalik plate mail is extremely rare, as it must be created in its entirety by someone with skill as an artificer. Shalik plate is essentially a duplicate of metallic plate armor made out of the artificial material shalik (see new materials). Shalik plate is non-metallic, light, and durable. It never rusts, decays or tarnishes, and wipes clean easily with a damp cloth. Its only drawback is that it can only be repaired magically (*mending* is sufficient).

Volt Polar Mail: Volt polar mail is a non-metallic plate mail made with the bony armor plates of the terrible volt polar stitched onto a leather backing. It is similar to gnarled mail, but slightly lighter. Most volt polar mail is unenameled, allowing the soft blue color of the natural bone to stand for itself.

Weapons

In general, weapons used on the plains are little different than those used elsewhere. Some unique items can be found here though.

Dolphin Spike: This interesting device is essentially the end of a lance attached to a very special kind of hilt. The hilt of the spike is a padded basket with a crossbar running through its center. The basket fits over the snout of a dolphin, and the crossbar is gripped in the teeth. The spike is typically used with forward-thrusting body movements, and like a lance, deals double damage when used by a charging dolphin. Non-dolphins cannot employ the spike, as it is not built for hands.

Scavan Blade: A scavan blade is a form of toothed sword made by fastening the three adamantite tipped blades from a scavan between two shafts. A handle is attached at one end of the device, allowing it to be swung, dealing powerful slashes. Scavan blades have a natural

+1 enhancement bonus, being adamantine. If the blade is enchanted, this +1 bonus does not stack with any magical enhancements.

Other Items

Even in addition to weapons, armor, and engines, Penance has plenty to offer. Unique chemicals, materials, and enchantments play an important part of the culture and economy of the plains.

Chemicals

Pax: Pax is a deadly toxic gas that is manufactured through the chemical combination of the extracts of several different plants from Wildwood. Pax is usually delivered in glass globes, which contain two compartments, each one holding one of two chemicals. Upon impact, the globe shatters, and the two chemicals combine to form an invisible odorless gas. Pax affects the lungs, and blocks oxygen from being transferred into the blood. Affected creatures appear to breathe normally, but soon suffocate. Creatures in the area must make a Fort Save (DC 18) each round vs. the poison or begin to suffer as though they were drowning (Succeed at a Con check each round, DC=10 and increases by 1 each round) Anyone who is prepared (identifies an incoming globe perhaps) can make a reflex save (DC 12) to hold his breath. The area the gas effects depends on the amount used; a standard pax missile covers a 30 ft. radius from the point of impact. The gas disperses in 2d4 rounds. If a poisoned creature leaves the area he will still suffocate unless some sort of antitoxin is applied. Pax is very hard to come by, as it is only used by the Ward military, and is not for sale except perhaps on the black market.

Cost: 5,000gp per missile.

Salinn: Salinn has no real physiological effect, but it is one of the largest cash crops of Wildwood. Salinn is a small herbaceous plant, similar to peppermint, with leaves that contain a potent, sweet oil. Salinn oil is hundreds of times sweeter than sugar, is completely natural, and has nearly zero calories. Salinn is used to

sweeten dishes and beverages, particularly babanth and sap gum. Some people simply chew on the leaves by themselves, like with tobacco.

Cost: 1sp per leaf (enough to sweeten 1 cup of liquid)

Urthine: This herb from Wildwood is important in preventing plagues and diseases from wiping out the dense city populations of Penance. One dose of urthine, taken as powder stirred into cold water, lasts for two months at a time, and grants the drinker a +4 competence bonus against all natural forms of disease. Magical diseases such as mummy rot and lycanthropy are not protected.

Cost: 18gp per dose

New Materials

Hovara Blood: Hovara blood is, literally, blood from a real hovara. Though the substance is useless to most people, it is extremely valuable to sorcerers and bards. To use the blood, a spellcaster must transfuse at least one quart of the blood into his bloodstream (small characters only need a pint). This can be done with needles, bags, and tubes, or it can be done more elegantly with the Transfusion spell (See Appendix C). Once the blood is transfused, the spellcaster can cast all his spells without having to use verbal or material components for 2d8 hours. (Components worth more than 100gp cannot be ignored). The blood must be fresh (no more than an hour old) or magically preserved in order to be effective. A hovara typically has about a gallon of blood, although depending upon how it is killed, not all of this may be able to be collected.

Cost: 500gp per quart

Moab Oil: Moab oil is a strange, mildly viscous oil that is produced and stored in the unique magical glands of the moab, a massive type of whale found on the Forge. The oil is opaque and has a pearlish color, and exhibits no unusual properties unless it is infused with magic. When charged, however, the liquid defies gravity, becoming violently propelled in an upward direction for a significant period of time. If contained, it will propel its container upward with it. Moab oil is used to fuel both mana engines and anti-grav engines, and is extremely precious and expensive. If a pint of the oil is imbibed, and the drinker is directly targeted by any spell within 8 hours, the drinker will begin to levitate upwards at a rate of 10 ft per round per level of the spell. The person will continue to rise until either 4 hours pass, or *dispel magic* is cast upon him. This effect stacks if further spells are cast. The first spell to target the person will be neutralized by the oil, but further spells have the full effect.

Cost: 400gp per gallon

Petrified Material: Petrified material, most commonly wood, is a stone substance created by the petrify spell (See Appendix C). Any dead organic substance can be petrified in this manner. Petrified stone is hard as granite, but usually lighter. It is gray in color, and is generally fairly smooth. It can be sculpted or used in any manner normal stone would be. The advantage, however, of the stuff is that it can be easily shaped before being petrified, saving a great deal of labor.

Cost: 400gp per ton **Hardness:** 7 **HP:** 14/
inch of thickness.

Shalik: Shalik is a highly unusual substance. It does not exist anywhere in nature, and cannot be manufactured through any known process. Shalik can only be created by an artificer, who calls the stuff into existence right out of thin air. Shalik is similar in nature to seashells. It is white in color, hard, durable, and smooth. Shalik does not bend, nor does it melt, burn, or tarnish, yet it is not brittle. It is waterproof, and considerably lighter than metal. Though there is little of the material in existence, it can be used for any number of projects. Unfortunately it cannot be shaped once it has been created, beyond being cut or etched. Shalik is sometimes used in armor, but not in weaponry, as it does not hold an edge well.

Cost: 40gp per 20 lb. board (2"x4"x8ft) **Hardness:** 8
HP: 20/inch of thickness.

Slade: Slade is an extremely rare metal, found only in certain meteorites that strike the Forge from space. Slade has the amazing ability to cancel out magical energies with which it comes into contact. Most of the slade in Penance come either from Arena, or from the ruined city of Illium. Slade is an important ingredient in the manufacture of mana and anti-grav engines, and is in such demand by the government of Beacon, that it almost never can be found on the free market. Basically, if one wants slade, one needs to go out and find it.

Pure slade is soft, like lead, and is unwieldy. However, slade can be worked into iron, producing an alloy, which can be worked like steel, and is what most people think of as slade. Slade alloy can be fashioned into metal armor or weaponry if one can afford it. Slade items are not normally manufactured, but must be specially commissioned from someone who has experience with the metal.

Slade armor provides a spell resistance for its wearer, applicable even against effects that normally ignore spell resistance. Unfortunately slade armor also prevents its wearer from being able to use any magical items or cast any spell, even divine magic or channeling. Slade is sometimes used to make shackles that render spellcasters helpless. Slade weapons are powerful. Any time a slade weapon strikes an opponent, it has the same effect as if the target had been hit by *dispel magic*. The dispel check is equal 1d20 plus the amount of damage dealt. Slade weapons can be used against objects as well as creatures. Characters who wield slade weapons cannot cast spells, nor can they gain the use of any magic items (ring, bracers, etc.) affixed to the arm that holds the weapon.

Unfortunately, slade weapons and armor can never be enchanted in any way. The slade alloy can be made with adamantine though instead of iron, providing a natural enhancement of up to +3. Slade alloy has the hardness and HP of whatever metal is used as the base. Slade objects cannot be affected by any sort of magic, whether it is for repair, telekinesis, or whatever. Slade simply cannot be placed into a bag of holding or a similar device.

Item	Market Price
Pure slade ore	15,000 gp per pound
Armor (SR 15)	+25,000gp
Armor (SR 20)	+50,000gp
Armor (SR 25)	+75,000gp
Armor (SR 30)	+100,000gp
Shackles	10,000gp
Weapon*	+25,000gp
Weapon**	+40,000gp

* Damage 1d4 or 1d6

** Damage 1d8 or more

Magic Items

Amulet of Telepathy: The wearer of this amulet can use *detect thoughts* at will. Furthermore he can send a telepathic message to anyone whose surface thoughts he is reading (allowing two-way communication). Once per day, the wearer can implant a *suggestion* (as the spell, Will negates, DC 14) along with his telepathic message. Additionally, if two or more characters wearing these amulets are within range, they may freely communicate telepathically over great distances. The range is equal to one mile per character level.

Caster Level: 8; *Prerequisites:* Craft Wondrous item, *detect thoughts*, *suggestion*; *Market Price:* 35,000 gp. *Weight:* -.

Dolphin Exoskeleton: Like golem arms, dolphin exoskeletons are built by ceptu wizards for their dolphin friends. The exoskeleton consists of a leather harness with two small canisters that attach to the sides of the dorsal fin. The exoskeleton magically keeps the wearer's skin moist, and also allows him to fly (90, good), and translates his speech into the language of his choice. The exoskeleton can be worn with golem arms without penalty.

Caster Level: 5th; *Prerequisites:* Craft Wondrous Item, *fly*, *tongues*, *create water*; *Market Price:* 57,500gp; *Cost to Create:* 28,750gp + 2,300 XP; *Weight:* 0 lbs.

Forceful Weapon: The Forceful enchantment can be applied to any weapon, and causes the weapon's standard damage die to be increased. Damage dice progress along the following line: 1d3, 1d4, 1d6, 1d8 or 2d4, 1d10, 1d12 or 2d6, 2d8, 1d20 or 2d10, 3d10, 2d20. If an option is given, the enchanter can choose either one. A *forceful* longsword, for example, would deal 1d10 points of damage on a successful hit. This enchantment can be applied to the same weapon up to three times, its effects stacking each time.

Caster Level: 5th; *Prerequisites:* Craft Magic Arms and Armor, *enlarge*; *Market Price:* +1 bonus.

Golem Arms: Golem arms are extremely useful devices built by the ceptu for their dolphin allies. Golem arms consist of a harness with two silver arms attached. Anyone wearing the harness has full control of the arms, which have a Strength of 18. The arms do not provide the wearer with any extra actions per round, simply extra arms. Dolphins with golem arms can use them just as a human would use his own arms. Anyone attempting to attack with three or four arms must take the Multidexterity and Multiweapon Fighting feats (Core Rulebook III page 11), or suffer severe penalties to hit (-6 to primary hand, -10 to all others).

Caster Level: 15th; *Prerequisites:* Craft Magic Arms and Armor, Craft Wondrous Item, *limited wish*, *cat's grace*, *sending*, and *polymorph any object*; *Creation* requires a Craft (Armorsmithing) check (DC 30).

Market Price: 80,000gp; *Cost to Create:* 40,000gp + 1,500 XP; *Weight:* 25 lbs.

Raven Talisman: This silver token is a small statuette of a raven suspended from a delicate chain. Once per day, the talisman's wearer can summon one of the black birds of Israfel. In Penance, the summons is instantaneous; in another domain, the summons takes time, the bird traveling twenty miles per hour starting from Penance's outer border. The talisman is typically used by the queen's informants to rat upon those who break her laws.

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item, *summon monster II*; *Market Price:* 2,160gp; *Cost to Create:* 1,080gp + 86 XP; *Weight:* 0 lbs.



Appendix C - New Spells

The people of Penance have come up with many of their own magical solutions to daily problems. A number of spells that originated in the region are listed below.

Antioxidation

Transmutation

Level: Druid 1, Cleric 0, Sor/Wiz 1

Components: V, S, M

Casting Time: 1 action

Range: Touch

Target: Object touched (up to 100 lbs per level)

Duration: Permanent

Saving Throw: Fort negates (harmless)

Spell Resistance: Yes (harmless)

Antioxidation removes rust from metallic (typically iron) objects. The spell transmutes rusted iron to fresh, clean iron but does not repair any holes, tears, or decay in the object that may have been caused by the rust. This spell is used to maintain mana engines, and to shore up supports in the undercity.

Material component: A drop of oil.

Contraception

Transmutation

Level: Druid 2, Cleric 3

Components: V, S, F

Casting Time: 1 action

Range: Touch

Target: Creatures touched (up to 2)

Duration: 1 week per level

Saving Throw: Fort negates (harmless)

Spell Resistance: Yes (harmless)

This spell essentially renders the target sterile for the course of the duration. The character senses no noticeable difference, but cannot fertilize a mate until the spell wears off or is dispelled. This spell is used by the druids of Penance to maintain population control.

Material focus: A short length of intestine, knotted at one end, and containing a deposit of seminal fluid.

Greater Spectral Hand

Necromancy

Level: Cleric 5, Sor/Wiz 4

Components: V, S

Casting Time: 1 action

Range: Medium (100ft. + 10ft./level)

Effect: One greater spectral hand

Duration: 1 minute/level (D)

Saving Throw: None

Spell Resistance: No

This spell is similar to spectral hand, except that it allows up to eighth level spells to be cast through it. The hand also has 1d8 hit points, a base AC of 24, and an attack modifier of +4. The spell is also usable by clerics.

Lord Pandarus' healers and magicians use this spell to affect him with their magics without touching his person.

Informant

Evocation

Level: Bard 2, Paladin 2, Cleric 3, Druid 3, Sor/Wiz 3, Ranger 3

Components: V, S, M/DF

Casting Time: 1 action

Range: See text

Target: Israfil

Duration: 1 round

Saving Throw: None

Spell Resistance: No

This spell is similar to *sending*, except that the message sent is directly entered into the consciousness of the Queen. The spell has no range limit, but only works if the caster is located within the domain of Penance, which actually extends upward all the way to the edge of the plane. The spell is normally used to inform the Queen of a breach of any of her laws.

Material components: A black feather.

Mind Shield

Abjuration

[Mind-Affecting]

Level: Protection 4, Sor/Wiz 5

Components: V, S

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One creature

Duration: One hour per level

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

This spell is a less potent version of *mind blank*. The subject is protected from all devices and spells that detect or read emotions or thoughts. The spell also protects against information gathering by divination spells or effects. *Mind shield* foils *wish* and *miracle* spells if they are used to gain information about the subject. *Scrying* is also blocked. *Mind shield* does not protect against mind influencing spells or effects however. This spell is one of the benefits of the Focus of the Enigma.

Mana

Evocation

Level: Bard 2, Paladin 1, Cleric 2, Druid 2, Sor/Wiz 2, Ranger 1

Components: V, S

Casting Time: 1 action

Range: Touch

Target: One mana engine panel

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

This spell is the most efficient way to power a mana or anti-grav engine. The spell charges twice as much moab oil as any other spell of equal level (20 gallons per spell level), but has no other significant use. *Mana* is unique in that it may be heightened without the caster needing possession of the Heighten Spell feat.

Petrify

Transmutation

Level: Cleric 4, Druid 3, Wizard/Sorcerer 4

Components: V, S, F

Casting Time: 1 action

Range: Touch

Target: Object touched (up to 100 lbs. per level)

Duration: Permanent

Saving Throw: Fort negates

Spell Resistance: No

This spell transforms dead organic material to hard stone (see new materials). It can be cast upon wood, dead bodies, hay, food, etc. The effect is permanent, but it can be reversed at any time with *stone to flesh*. Typically, the spell is used to harden supports for buildings. Sometimes it is used to preserve the bodies of dead Bloodlords or to create disturbingly lifelike statues. This spell can be used against an undead creature, although it does require touch. Undead creatures are allowed a Fort save to shake off the effects of the spell; otherwise they are turned to stone.

Material focus: A diamond, worth at least 500gp.

Simmer

Evocation

Level: Druid 1, Ranger 1, Sun 1

Components: V, S

Casting Time: 1 action

Range: Touch.

Target: One stone surface of 1 square foot or less.

Duration: ½ hour per level

Saving Throw: None

Spell Resistance: Yes

This spell is used for cooking. It heats up a flat stone surface upon which a pot may be placed. If the stone is placed in an oven, it will radiate heat. The temperature can be adjusted at will from the surrounding temperature to 450 degrees F. If anyone touches the stone directly, it causes 1d3 points of fire damage per round of contact.

Tattoo

Transformation

Level: Bard 2, Druid 1, Cleric 3, Sor/Wiz 3

Components: V, S, F

Casting Time: 1 minute

Range: Touch.

Target: 1 tattoo

Duration: Permanent

Saving Throw: Yes (harmless)

Spell Resistance: Yes (harmless)

This interesting spell affects a normal tattoo that must already exist under the target's skin. The spell transforms the tattoo into a magically attuned substance that can accept enchantments. The tattoo can hold nearly any type of enchantment, although armor or stat enchantments are most common. The target may enchant the tattoo with a +5 enhancement bonus and *heavy fortification*, or he may enchant it to give him a +6 to Str, or the ability to *levitate*, or so on. A person's skin counts as a single slot, independent of any other magic item locations. This spell is generally used by the ceptu to enchant the skin of their dolphin allies with protections, as they cannot wear armor.

Material Focus: An ink tattoo located under the target's skin.

Transfusion

Necromancy

Level: Cleric 5, Sor/Wiz 6

Components: V, S, M

Casting Time: 1 action

Range: Close (10 ft. + 5 ft./2 levels)

Target: One creature

Duration: Instantaneous

Saving Throw: Fort negates

Spell Resistance: Yes

This powerful spell can teleport an element into directly into someone's bloodstream, exchanging it for an equal amount of blood. The material transfused can be any type of liquid, or gas. As a variant, the spell can be cast to merely extract blood, or to port a substance into the blood without taking any blood out. This spell has an incredible variety of uses. It was originally developed by sorcerers as a way to power themselves up with hovar blood. It can be also used to poison or deal damage to a subject, or to give them a potion, antidote, drug, or medicine. Up to one quart of blood can be transfused. Any blood removed from the target ends up in the same container that held the substance ported in.

If the spell is used to poison a target, the spell's saving throw substitutes for the poison's initial Fort DC. The secondary poison save still applies as normal. If air is transfused into the target's blood, he will take direct damage (1d8 per caster level, max 10d8). The spell has no effect on creatures without blood, such as most undead. The spell deals d12 damage instead of d8 damage to vampires and creatures similarly dependent on blood.

Material components: Simply the substance desired to be transfused, if any.



OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a) "Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b) "Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d) "Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with

the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13. Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15. COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc. *Oathbound: Domains of the Forge* Copyright 2002, Bastion Press, Inc. System Reference Document Copyright 1999, 2000 Wizards of the Coast, Inc.

All artwork and graphic elements are Product Identity of Bastion Press, Inc. and are not Open Game Content. The following text excerpts of *Oathbound: The Plains of Penance* are considered Open Game Content. Chapters not listed are not Open Game Content.

Declaration of Open Game Content: Aurad racial traits (page 20); Dolphin racial traits (pages 21-22); Wild frey racial traits (page 24); Hovara racial traits (page 25); Thorn racial traits (pages 29-30); Artificer and Disjoiner prestige classes (pages 30-39); prestige races (pages 40-43); Watcher's Guild (pages 62-67); Statistics for Mecham Pandarus (page 73) and the Lord of Ruin sidebar (page 77); statistics listed in the Monster & NPC stats for the Ascension Day adventure (pages 139-145).

Appendices A, B, and C: Everything in these appendices is Open Content.

Designation of Product Identity: The following are considered Product Identity: Abbydon, Anvil, Arena, Athra, Bactiran, Barbello, Beacon, Belus, Bathkol, Black Flock, Briseis Sigurne, Colopitiron, Deisic, Domains of the Forge, Eclipse, Feathered Fowl, Graftz, Grey Stranger, Grinder, Hammerfall, Israfel, Izuron Zul, Kallina, Kiln, Koron, Lost Knight, Lucius Tristram, Miradel, Narcis, Nemamiah, Ness Panthus, Noflex, Oath of Binding, Oathbound, Odyar Khan, Orif'elle, Ozaroth, Pandarus, Penance, rang blade, Razor Cyrene, Razor Krug, Sath, Seer of the Wellspring, Sestos Malvacius, Seth Drannos, the Seven, Shallaver, Shallinathos, Sheffus, Silumj, Sirilis, Sovereign, Utopia, Verdane, Wellspring, Wildwood, Yazarak, Zilkuss.

Oathbound

Plains of Penance



Beyond the most populous city on the Forge lies a vast, uncontrolled expanse of rolling grasslands, scattered crags, and light woods. In strong contrast to the rest of the world, where nature stands in opposition to intelligent life, the bountiful land here provides a lush wealth of resources upon which the great cities have come to depend. Powerful forces vie for control over this abundant domain, as ruthless bloodlords of the cities clash against the deep-rooted druids of the wilds, hardened armies from the west, and even mysterious visitors from the depths of the northern oceans.

Within the *Plains of Penance*, you'll find:

- ◆ 5 new player-character races
- ◆ 5 new prestige races
- ◆ 2 new prestige classes (Artificer and Disjoiner)
- ◆ New magic items, monsters, spells, and weapons

Plains of Penance requires the use of the **Dungeons & Dragons®** *Player's Handbook*, Third Edition, published by Wizards of the Coast®. The core campaign book, *Oathbound: Domains of the Forge*, is also highly recommended.



www.bastionpress.com

ISBN 0-9714392-9-X
5 2 9 9 5

B.P.K.



EAN

9 780971 439290

U.S. \$29.95

BAS1008

d20
system

