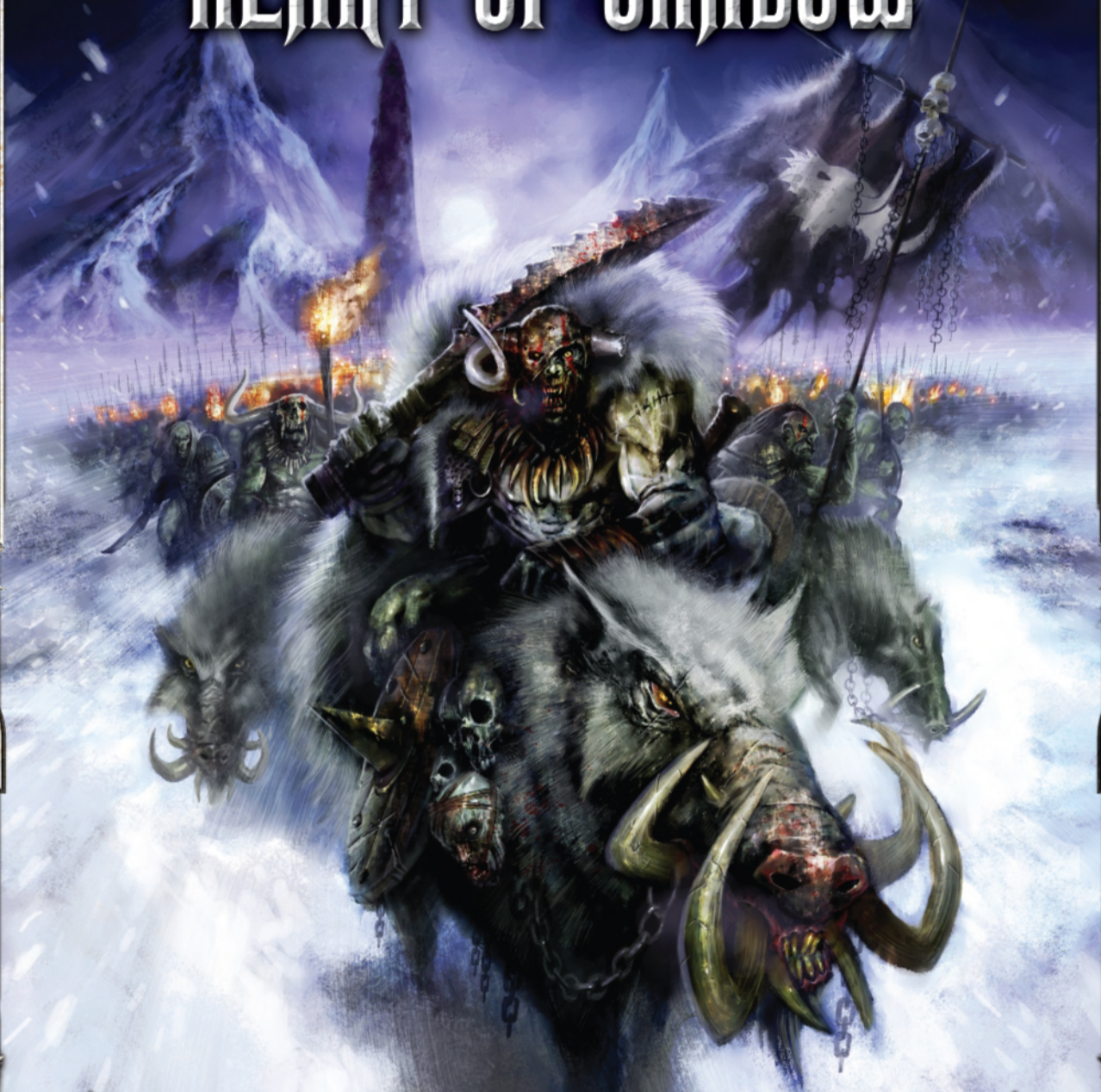


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For the fans of MIDNIGHT and especially the denizens of www.AgainstTheShadow.com. Special thanks to Kurtis Wiebe, Todd Antill, James Simon, and Owain Abramczyk for shining a light in the darkness when despair shadowed the way ahead!

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Introduction



The *Heart of Shadow* is the grave of the god that was Izrador and the cradle from which Aryth's suffering is born. It is there that the orcs were forged and continue to breed; it is there that the whispers of the dark god are strongest; it is there that evil's tempting corruption and Shadow's suffocating power are most prevalent. Only the most inhuman of legates remain in the north, and those *odrendor* who hold power there are the very definition of evil and brutality.

Yet even there all is not under the control of the dark god. The motherless ones, primal orcs with neither culture nor god, slaughter their more organized but less savage kin. Uncannily intelligent Fell known as cold ones roam the north, infiltrating and overcoming even wary orc warrens. Strange spider-like beings with horrid forms chitter beneath the crust of ice, feeding on Izrador's chosen even as he encourages them to weed out the weak. And of course the legendary pale ones, a Dornish tribe trapped here in the Second Age, is rumored to exist in the north. Should they be encountered, they might be as dangerous as any servant of the dark god.

The most vile aspect of the north is the result of the touch of Izrador's corpse upon the world and the creatures around it. The closer to the dark god's grave one goes, the more warped and twisted the land and creatures become. Nothing living can remain here for long without becoming sickened and transformed into something completely unnatural, yet wholly subservient to the insanity brought about by close

contact with the dark god's essence. Yet even in this there is power, for those who channel magic can open their souls to the dark god, not just their bodies, and in so doing become creatures of great power and malevolence . . . until they themselves are eventually consumed by the darkness at the *Heart of Shadow*.

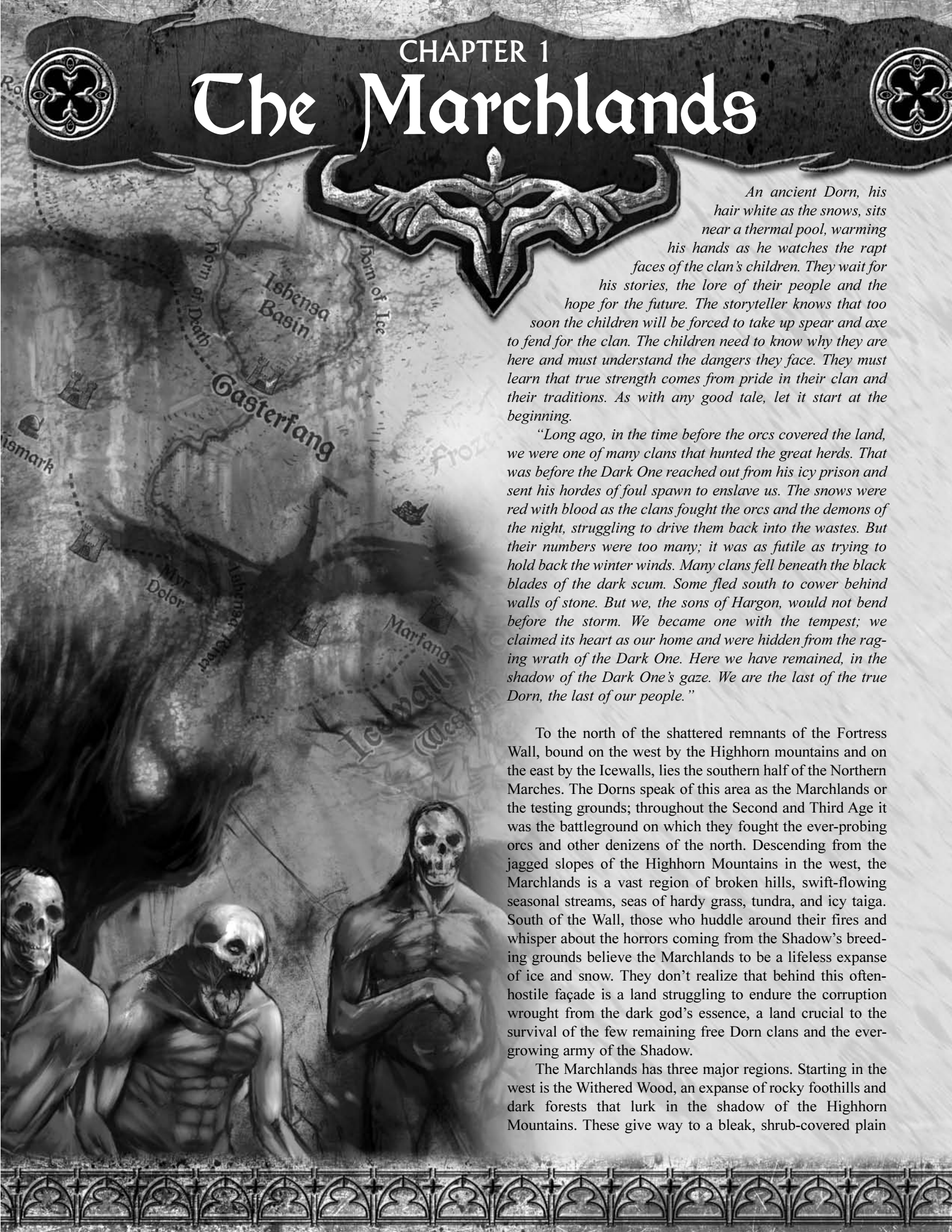
How to Use this Book

Heart of Shadow is a setting supplement for the world of MIDNIGHT, with historical, geographical, and political insight into the world beyond the Fortress Wall and those who populate it. This book may be used as a sourcebook for a single harrowing adventure into the diabolical lands of the north or may be used as the building block for an entire campaign set in the Shadow's ancient dominion. *Heart of Shadow* also provides new rules, including new monsters, environmental and magical hazards, and the long-awaited prestige class for Izrador's mother-wives, the priestesses and matriarchs of the orcs, the kurasatch udareen.

This book is split into four chapters. The first two provide notes on the lower half and upper half of the Northern Marches, respectively. The third details the creatures and individuals that may be encountered in the frozen north, and finally the last chapter provides new rules for the various threats to both body and spirit that plague the *Heart of Shadow*.

CHAPTER 1

The Marchlands



An ancient Dorn, his hair white as the snows, sits near a thermal pool, warming his hands as he watches the rapt faces of the clan's children. They wait for his stories, the lore of their people and the hope for the future. The storyteller knows that too soon the children will be forced to take up spear and axe to fend for the clan. The children need to know why they are here and must understand the dangers they face. They must learn that true strength comes from pride in their clan and their traditions. As with any good tale, let it start at the beginning.

"Long ago, in the time before the orcs covered the land, we were one of many clans that hunted the great herds. That was before the Dark One reached out from his icy prison and sent his hordes of foul spawn to enslave us. The snows were red with blood as the clans fought the orcs and the demons of the night, struggling to drive them back into the wastes. But their numbers were too many; it was as futile as trying to hold back the winter winds. Many clans fell beneath the black blades of the dark scum. Some fled south to cower behind walls of stone. But we, the sons of Hargon, would not bend before the storm. We became one with the tempest; we claimed its heart as our home and were hidden from the raging wrath of the Dark One. Here we have remained, in the shadow of the Dark One's gaze. We are the last of the true Dorn, the last of our people."

To the north of the shattered remnants of the Fortress Wall, bound on the west by the Highhorn mountains and on the east by the Icewalls, lies the southern half of the Northern Marches. The Dorns speak of this area as the Marchlands or the testing grounds; throughout the Second and Third Age it was the battleground on which they fought the ever-probing orcs and other denizens of the north. Descending from the jagged slopes of the Highhorn Mountains in the west, the Marchlands is a vast region of broken hills, swift-flowing seasonal streams, seas of hardy grass, tundra, and icy taiga. South of the Wall, those who huddle around their fires and whisper about the horrors coming from the Shadow's breeding grounds believe the Marchlands to be a lifeless expanse of ice and snow. They don't realize that behind this often-hostile façade is a land struggling to endure the corruption wrought from the dark god's essence, a land crucial to the survival of the few remaining free Dorn clans and the ever-growing army of the Shadow.

The Marchlands has three major regions. Starting in the west is the Withered Wood, an expanse of rocky foothills and dark forests that lurk in the shadow of the Highhorn Mountains. These give way to a bleak, shrub-covered plain



called the Cold Downs, the precursor to the Vale of Tears in the north. In the midst of the Marchlands is the Ishensa Basin, a relatively fertile river valley. Beyond that, between the Basin and the foothills of the Icewall Mountains, are the Frozen Barrens. Each of these regions plays a role in supporting the great host of the Shadow and each hides deadly secrets and potential allies.


All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The Withered Wood

In the time of the elthedar, the great forest that would become Erethor stretched far into the north, spreading through the foothills of the Highhorn Mountains and reaching to the very edge of the ice fields of the distant north. Hardy pine, northern oak, and majestic spruce wrapped the Highhorns in a wreath of brilliant green. When Izrador fell, his essence fractured the land and his malign influence cast a pall on the forests closest to the newly formed Vale of Tears.

Over the centuries, Izrador's dark essence spread through the northern woods, corrupting the trees, twisting them into grim mockeries of their former glory. The once glorious and healthy trees became gnarled and stunted, their needles and leaves turning dark or falling to litter the ground along with the rotting husks of starving animals. Forests that had once teemed with life became barren and silent; haunted places hung thick with the shadows of death and decay. The Erunsil call these woods *Luan Erfieur*, the lost sisters. The Dorns call them simply the Withered Woods.

The dark god's corruption worked a terrible transformation upon the trees, sucking the life from them and hardening branch and bole. What had been soft, aromatic wood became as hard as iron, exceedingly difficult to burn and pungent with the stench of the rot that has spread through the lands. The trees seed only once a generation, denying food to birds and small herbivores and driving them from the woods. The lack of wildlife makes the wood eerily silent and most natural predators have left to seek richer hunting grounds. Even with the lack of natural predators, the Withered Wood is far from safe. Orcs, and more rarely goblin-kin, hunt what smaller game remains and are hunted in turn by fearsome beasts that seem to emerge from the hearts of the trees, striking rapidly, eviscerating the victim, and disappearing before the body cools. The Dorns believe the wood is alive and takes its vengeance on those who serve the dark god. When forced to enter the woods, the more primitive orcs and goblin-kin make



bloody sacrifices to appease the dark spirits that lurk there. Such offerings usually take the form of a living sacrifice, often a human slave but just as frequently one of their own kind. The victim's blood is spilled into a broad copper basin and used to anoint the roots of the trees. The victim's entrails are hung from the branches and his head tied among them by its hair or placed upon a cairn formed from the skulls of previous sacrifices.

The Dolmen of Stars

Lost among the Withered Woods, buried by centuries of detritus or wrapped in the thick roots and brush, are primordial ruins of the elthedar. The best preserved of the ruins is the Dolmen of Stars. The Dolmen is a barrow shaped like an eight-pointed star, with large standing stones erected at each point. Inscribed on the stones are the major constellations visible at varying points of the year, with the northernmost stones showing constellations only visible at the height of winter and the two southern stones showing summer constellations.

The Dolmen holds religious significance for the giant-men of the Highhorn Mountains. Each year during the arc of Olibares they come to the Dolmen and carefully clear away debris and repair any damage sustained during the year. They leave their primitive art at the base of the standing stones and place offerings of garland and holly upon the barrow's central mound. From full to new moon, the giant-men feast and hold rites of manhood and new birth. These rites include tests of strength and chanting in an incongruously lyrical tongue. That these misshapen creatures still create art and sing strangely sweet songs of praise hints at some almost forgotten nobility, and an innocent heart that heard those songs would weep to think of what these once-proud beings have lost.

Udasha's Grove

In the southern reaches of the Withered Woods, where the forest thins as it reaches toward lost Erethor, a copse of malevolent trees lies hidden within a sheltered valley. The trees of Udasha's Grove are dark, without needles or leaves like their sisters in the wider wood, but unlike their kin, these trees are taller, stronger, and straighter of limb. There are exactly thirty of these tall, sturdy pines, each laid out in an unnatural precision, like soldiers set in military formation. The trees glow with an unholy light and their bark ripples as if something inside is trying desperately to get out. The essence of Izrador is strong here, feeding the trees and shaping them for the dark god's purposes.

The trees, like their master, are hungry for souls, greedily reaching out toward any living creature that enters their grove. They are a little over 30 feet apart and have a reach of 15 feet, meaning that the dexterous and small could slip between the branches. Doing so requires a DC 25 Escape

Artist check while moving at half speed (a creature may move at normal speed or attack while slipping between the branches, but doing so causes a -10 penalty to the check). A failed check means that the creature stumbles into the reach of one of the tree's branches, and is immediately subject to attack (see sidebar, following page). Should an adventurer or kurasatch udareen think to remove this grove by assaulting it with spells from afar, they will find themselves disappointed: It is surrounded by a magic-dampening aura similar to a black mirror but much more contained. This effect is identical to an *antimagic field* except that its area of effect is a 10-foot-thick sphere that surrounds the entire grove but leaves the trees within untouched.

Lurking in the trees, guiding and protecting them, is a powerful fey spirit, once devoted to natural life and the protection of the wood but now a paranoid, insane creature. Tied as he was to the grove that he had nurtured for so long, Udasha did not flee the approaching Shadow. He instead desired to defend the grove with the last of his strength, willing to give even to the last of his breath to hold off the corruption spreading through the soil of the north. In so doing, he allowed the Shadow to transform his beloved trees into something far worse.

With a malevolent instinct that defies human understanding, the Shadow's essence understood Udasha's intentions and played upon them. Each time one of his trees would have been corrupted and died from the cankers that spread through the soil and water, Izrador let Udasha "intercept" the corruption, willingly taking it into himself to protect her grove. Each time this happened, Udasha became ever-so-subtly more of the Shadow's servant. By the time he had been fully twisted, his grove was the only place of beauty and purity left for hundreds of miles, and several families of elthedar sheltered beneath its branches. On the night of Udasha's final corruption, though, in his anguish and jealousy, the Shadow tricked him into believing that the elthedar wished to take away his seedlings, and so he empowered them with what he hoped was the ability to defend themselves. Yet everything that Udasha was, all of his magic and power, had been tainted with darkness. That night, dozens of souls were reaved from their bodies, their spirits and flesh alike becoming fertilizer to nurture the unholy soil, and in the dawn's light the grove had been transformed. While Izrador's essence would have simply killed the trees and scoured the soil of nourishment, Udasha's efforts had allowed them to become something far, far worse.

Udasha is now trapped within the grove, powerless to leave it or manifest elsewhere and barely surviving off of the misery caused by his seedlings. While magically powerless, when he does manifest he is a disturbing sight: a massive and powerful creature of iron-hard wood and fetid earth, nearly 20 feet tall and with long, grotesquely twisted limbs. Despite his deformities, Udasha moves gracefully through his trees, never disturbing a single branch. Udasha's statistics are those of a treant, though he is actually an outsider with the Trapped

Udasha's Seedling

Large Plant

Hit Dice: 7d8+35 (66 hp)

Initiative: -5

Speed: 0 ft.

Armor Class: 20 (-1 size, -5 Dex, +16 natural), touch 4, flat-footed 20

Base Attack/Grapple: +5/+22

Attack: Touch attack +12 melee (no damage)

Full Attack: 3 touch attacks +12 melee (no damage)

Space/Reach: 10 ft./15 ft.

Special Attacks: Devour, improved grab

Special Qualities: Damage reduction 10/slashing, immobile, immunity to acid, cold, fire, and electricity, plant traits, regeneration 1, spell resistance 23, tremorsense 15 ft.

Saves: Fort +10, Ref —, Will +7

Abilities: Str 29, Dex —, Con 21, Int —, Wis 16, Cha 21

Skills: —

Feats: —

Environment: Cold Forest

Organization: Grove (30 trees)

Challenge Rating: 12

Treasure: None

Alignment: Neutral Evil

Advancement: 8–16 HD (Huge); 17–21 HD (Gargantuan)

Combat

Udasha's seedlings do not seek out prey or venture from their rooted spot; nonetheless they are direly dangerous. They are absolutely silent and it is difficult to see them moving, yet somehow those that fall within the reach of their branches cannot seem to work their way out, and are drawn ever-closer to the hungrily rippling trunk of the tree that has captured them.

Devour (Su): A living creature that spends one full round in contact with an Udasha's seedling's trunk must make a DC 21 Will save or be pulled inside the tree and devoured. It is not known whether the victim lives or dies, goes somewhere else, or is merely consumed; however, no amount of magic will reach the devoured individual, whether healing spells to bring him back from the dead, necromantic spells speak to him, or even simply divination spells to divine answers regarding him. Individual DMs should decide what truly happens as a result of the devouring; the creature may be trapped in suspended animation (as if subject to an *imprisonment* spell), may be irreparably and forever consumed, or may be transformed into a horrid creature that may return to plague the surviving PCs.

Improved Grab (Ex): To use this ability, the Udasha's seedling must hit with a touch attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. For each successful grapple check after the first, the victim is drawn 5 feet closer to the tree's trunk. For each successful grapple check by the victim, the victim may move 5 feet away from the tree's trunk. A creature that escapes the tree's grasp entirely and is not on the edge of the grove must immediately make a DC 25 Escape Artist check or stumble into the reach of the adjacent tree.

Regeneration: As long as Udasha continues to exist, her seedlings can regrow from even the smallest branch, piece of ash, or disintegrated dust.

and Evil subtypes. While the trees act of their own volition, he can quiet their rustling and let those who offer him obeisance come into the grove. He has learned that only powerful legates or kurasatch udareen have anything worth offering, and lets all others be consumed. If a servant of the dark god approaches and make him a worthy offering of fresh blood, he will gift them with a limb from one of his trees.

Wood taken from Udasha's grove is uncomfortably cold to the touch. If formed into a weapon, it can be enchanted with the *magic draining* enhancement (see sidebar). Some of the greatest weapons of the Shadow are made from this wood, including the legendary staff of Beirial the Betrayer, which was a gift from the dark god to his first true legate.

Blight Oak

The trees in the Withered Wood are highly prized by the orcs for use in the creation of weapons. Blight Oak is nearly as hard as iron, rarely breaks, and does not take to flame. Blight Oak has a hardness of 7 and has double the normal hit points of wood. Unlike icewood, however, it is not flexible enough to create bows, and is more often used to craft ax hafts and spears. The wood will not catch on fire from flaming attacks and even if placed into a fire, it will char and weaken but will not ignite. Finding a piece of blight oak that is straight enough to be used in construction of a weapon is difficult (DC 22 Survival check after one hour of searching) and staves of blight oak are often given as tribute to the Great Tribes of the odrendor.

The Cold Downs

The Cold Downs are an unforgiving land, with broken hills and deep ravines swept by biting northern winds that seem to always find their way inside the heaviest cloaks. Streams spring up at seeming random intervals throughout the year, and just as suddenly dry up, making it all but impossible to build a settlement near a consistent water source. Wells seem to attract poisonous fungi, and the man-made water sources are often over-rich with metals, poisoning those that drink from them for more than a few weeks. Trees are scarce, normally limited to protected valleys or the southern faces of the hills. Where plants grow, the land is covered in lichen, heath, and sedges, most growing no more than a few inches above the thin earth. Spring brings to the Downs a riot of color, giving the illusion for a few weeks of rich soil and a vibrant, pleasant land. Nothing could be further from the truth. Growth is slow and uncertain here, so herds of caribou and elk are always on the move, grazing regions to bare rock before moving in search of more food. Great packs of wolves used to follow the herds, but they have been hunted to extinction by the orcs, who saw them as a threat to their food supply, or tamed by the goblins for use as mounts. Some have been altered in the dark god's breeding pits, bred with an intellect beyond normal wolves or imbued with the evil of cold itself (these use the stats of worgs or winter wolves, though none have an Intelligence higher than 5 and can only speak a corrupted version of Sylvan).

The Cold Downs cover an enormous expanse, easily as large as the great plains in southern Erenland. Vast reaches of these lands have never been developed by man or orc; for most of the time since the Sundering, they have instead acted as a no man's land of skirmishes and raiding parties. Only in the past five hundred years have the orc tribes pressed south-

Magic—Draining Enhancement

Magic Draining: A magic-draining weapon drains spell energy in a manner similar to the touch of an astirax, but it also transfers a small portion of the energy to the weapon's wielder. On a successful hit, the weapon drains 1 point of spell energy per 5 points of damage inflicted; if the target's spell energy pool has been reduced to 0, the weapon instead causes 1 point of Constitution damage. In either case, the wielder gains 1 hit point for each point of spell energy drained or Constitution damage caused in this manner, up to a maximum number of bonus hit points equal to the wielder's Charisma score. Bonus hit points from this effect are lost upon the next sunrise. Weapons with this enhancement have no additional effect against creatures without spell energy points.

Moderate transmutation and necromancy; CL 9th; Craft Magic Arms and Armor, *dispel magic*, *poison*, must have an astirax companion; Price +2 bonus.

ward and westward into the central Cold Downs, forced to expand due to overpopulation and free of concern over Dornish retaliation. They have since established several warrens and marked out carefully guarded hunting grounds. Almost 300 tribes, at least a half a million orcs and goblin-kin, are scattered across the Downs. Their warrens are universally smaller and more subsistence-based than those among the Weal, having been only recently established; yet they grow every year while those farther north are ever shrinking. A few of these tribes are so isolated that they are virtually independent, sending neither warriors south to the war nor tribute east to Gasterfang. With many of the Great Tribes having moved south, warfare between the remaining tribes is common. They fight for what little they have: dominance, water and hunting grounds. Protection of the herds is paramount; if a herd is over-hunted, the tribes reliant upon it are forced to move or starve.

Travel through the marches is difficult and in some areas impassable. During the spring thaw and short growing season the ground is treacherous, with standing water forming dangerous bogs and uncertain footing on the few dry tufts of earth. Dry streambeds can rapidly become raging torrents as intense rainfall or melting snow unleashes tremendous volumes of water. The safest means of travel is to follow the path of the herds, well-worn tracks known to most of the tribes that call the barrens their home. Off the game trails, it's very easy to get lost, as there are few recognizable landmarks and the skies are usually overcast, blocking out the stars. Even hardened wildlanders fear starvation and exposure in these wilds. Food is extremely scarce and with few trees and only

The Great Tribes

Master Ereach,

Much has changed since you last walked the Black Road. Many of the traditional powers in the north, the great orc tribes, have been drawn south to richer hunting grounds or to join the armies fighting against the accursed fey. In their wake, alliances among the minor tribes still in the north have shifted as they struggle for petty dominance. Blood is being spilled and the marches are littered with empty warrens. The fighting is usually limited to the Withered Wood and the Cold Downs, as the remaining great tribes still keep an iron grip on the Ishensa and the road north to the Vale.

I will try to briefly recount the current conditions of the great tribes you may encounter, if you pursue your plan to reconsolidate the Order's power in the north. My findings can be found throughout this document, starting with the strongest and most dangerous to our order: the Blood Mother tribe.

The Blood Mother tribe waits patiently, like a bloated spider, in their fortress of Gasterfang. While the other great tribes marched south to war, the Blood Mother orcs built their strength and have come to dominate the Ishensa Basin. They are now beginning to expand their control into the eastern Downs. The tribe controls the richest lands in the north and treats our brothers at the Eye as if they were prisoners. The witch Baeraga still leads the tribe and makes no secret of her hatred of us. They are by far the strongest tribe, with dozens, if not hundreds, of warrens delving deep into the earth. I can only guess at their numbers, but would not be surprised if there were over 100,000 Blood Mother orcs.

The tribe's ascendancy has not won them allies. To the east, the Feral Mother tribe is focused on their war against the dwarves and do not have the strength or desire to oppose the Blood Mothers. To the north, the Blighted Mother tribe has been pushed farther north, living in the margins of the Frozen Marsh. The hatred between the two tribes is palpable, but the Blighted Mother orcs do not have the strength to oppose Baeraga and her hordes. To the west there are only minor tribes that bow and scrape to keep their lands. The Blood Mother orcs have become too powerful; the balance between the great tribes is gone. They must be forced to war. Let Erethor bleed them.

*Your Submissive Disciple,
Brother Corlian*

scattered brush, there is almost no fuel for fires. The tribes, when forced to travel, carry their own fuel and food.

Along the southern edges of the Downs, some Dorn clans still send hunters to follow the migrating herds. After the calving season, when the herds begin their move north of the wall, the hunters follow the herds to ensure that they can bring back enough food to last the winter. They stockpile fuel and dried meat in caves and abandoned warrens along the edges of the migratory route, but even so the risk to the Dorns is great, both from natural causes and from encounters with orc tribes; because only one in three hunters returns from such a trip, the Dorns call this the "Last Walk." Still, those few who do return bring invaluable meat, skins, bone, and sinews, all essential for sustained survival in the barren wastes just south of the Fortress Wall.

The Harrowing Wind

When the skies darken ominously and the earth of the tundra is suddenly ripped from the ground by a vicious unseen force, even the bravest of orcs deserts his brood mates and flees in panic from the wind that kills, the screaming storm, the cold breath of death, the Harrowing Wind. The orcs claim that the wind roams the Cold Downs seeking to suck the heat and life from their bodies. When it attacks, the air temperature plummets and rocks, ice, and any other debris in its path are turned into deadly projectiles. Those that don't escape the storm freeze in minutes. While the storm rages, the wind sounds like countless screaming voices, accusing and condemning those in its path to a horrific death.

The Harrowing Wind is not a natural phenomenon; it is a mass gathering of the Lost, united by their hatred of the living. Their collective fury powers the storm, creating an incredibly destructive force that can easily destroy a hunting party and decimate a warband. Why and how this swarm of the Lost formed is a mystery. The kurasatch udareen believe that the Harrowing Wind is a collection of souls killed in some climatic battle, held to the plain by their fury and desire for revenge. The priestesses have been unable to find a means of combating the deadly wind, but have learned that it frequently haunts a series of ruins in the central Downs. The orcs are not fools and stay clear of this area; if caught in the open when the wind picks up, they say that the only thing one can do is to find what minimal shelter is available and pray to the dark god that the storm passes you over.

Harrowing Wind (CR 9): Atk: flying projectiles +18 ranged (1d6) and incorporeal touch +13 melee (1d6 plus 1d4 Constitution damage) against all within the storm; Special: The Harrowing Wind is a localized storm, occupying a space of 400 ft. x 400 ft. The storm moves 100 ft. per round and pursues those that flee it. Those trapped within the Harrowing Wind suffer also suffer 2d6 points lethal damage from cold each round (successful Fortitude save converts it to nonlethal damage, DC 15 + 1 per previous check; +4 bonus to the Fortitude save for sturdy cover). Those wearing metal armor

or coming into contact with very cold metal are also affected as if by a *chill metal* spell. The Harrowing Wind can attack for only 4d6 rounds before dissipating and cannot reform afterwards for 2d4 days.

The Hidden Mirror

In the far western barrens, where the Withered Wood gives way to the Cold Downs and lost amongst a dense growth of sedges and brush, is the entrance to a long forgotten warren, once home to over 3,000 orcs. The warren is now silent, its occupants long dead and their remains turned to dust. As the First Age drew to a close and war still raged in the north, the tribe was given a great honor by the kurasatch udareen: the right to host a holy zordrafin corith to feed the hunger of their dark god. In a ritual requiring the sacrifice of hundreds of slaves and accomplished orc warriors, a corith was created and given to the tribe to defend and nurture. Most notably, though, the mirror was created without the knowledge or consent of the legates. Their power had begun to grow at the expense of the kurasatch udareen, and the orc wise women sought to prove their worthiness and regain the favor of the dark god through this great responsibility.

After the end of this first war with Izrador, the kurasatch udareen kept their corith a closely held secret for decades rather than using it as a source of power around which the Shadow's armies could unite; they feared that the upstart legates would attempt to wrest control of it from them. The tribe continued to raid isolated Dornish settlements, contributing to the Dorns' willingness to commit time and resources to the construction of the Fortress Wall. And in time, were they able to continue their work, the kurasatch udareen might have found a way to supplant the legates, or perhaps to poison their magic through this dark mirror. But they were not given a chance.

In 847 SA, death came to the warren in the form of a virulent plague that sloughed the skin from its victims with painful, rotting boils. It quickly debilitated those afflicted, then let them suffer in agony for days before dying. The kurasatch udareen were unable to stem the plague and were among its first victims. Those that tried to flee died in the wilds before reaching another warren. In desperation, a young warrior entered the forbidden corith chamber to seek either aid or, if not that, then a quick death from his god. He plunged his boil-encrusted hands into the corith and screamed in agony as the dark fluid devoured his body and soul, turning it into a creature of pure malice, a slave to the mirror, a *ghulam* (see page 43).

The ghulam has guarded the now-silent mirror for over 2,000 years. Any memories of its past life are gone and it has lost even the ability to understand or speak the Black Tongue. All it knows is that it must defend the corith. The ghulam never leaves the warren and attacks anyone entering its lair. The corith, while dormant, still contains energy from thousands of sacrifices. Its destruction would at least temporarily




Wounded Mother Tribe

Master Ereach,

The Wounded Mother orcs control the western edge of the Cold Downs, and are every year spreading farther into land that once belonged to the Old Kings of the Dorns. Several of the tribe's warbands patrol north and east of Steel Hill, attempting gain renown by hunting down the scattered and largely ineffectual resistance. The tribe is slowly migrating south as warrens are built in the ruins of Dornish villages and towns. In twenty years, I imagine, there'll be no Wounded Mother warrens left in the Downs. Once again, I can only guess at the size of the tribe, possibly 30,000–40,000 orcs.

The tribe plays only a minor part in the power struggles in the Frozen North. Their isolated position and slow movement south into Dornish lands limit their influence. At best, they are surrogates of the Black Horned Mothers. They are more likely to move against the minor tribes in the former territory of House Fallon or Redgard and, if victorious, to then move west against the Shunned Mothers.



allow the land to heal and could disrupt in some small way the power of the dark god.

Ishensa Basin

The two branches of the Ishensa River, also known as the Blood of Shadow, are ironically the source of life in the Northern Marches. The river and its numerous small tributaries support flora and fauna that have adapted and thrived even in this harsh environment. Substantial and resilient herds of caribou, elk, and ebo-ta graze the hardy grasses and drink the ashen-tasting yet surprisingly still pure water. The basin would seem to have been an ideal gathering place for the Shadow's armies, and would have made a perfect assault point for the major wars of each Age; the fertile valley could have provided the orc hosts with ample food, and the broad, strong river that formed it would have offered quick passage of troops and supplies. This strategic importance was not lost on first the Dorns and later the Kingdom of Erenland. The strongest fortifications in northern Eredane were built within sight of the Ishensa River. In the Second and early Third Age, raiding parties from Erenland swept north, scattering the herds and attacking orc warbands as they gathered strength in the basin. As the kingdom of Erenland weakened, the few troops and resources remaining were deployed, ultimately fruitlessly, to guard the river valley.

Yet the Ishensa basin went largely unused until the Last Age. The first invasion came much farther west through the treacherous Highhorn Mountains, in part because the Shadow's most powerful foe, the elves, were his primary target. The second invasion spread itself across the Fortress Wall, from the Highhorns to the Icewalls, but the Ishensa River was used only to ferry scouts and spies across the battle lines. The human and fey forces could not imagine why Izrador was not using this geographical advantage, but were so heavily beset by forces elsewhere that they thanked the silent gods for small favors and simply continued their beleaguered fight.

Izrador's use (or lack thereof) of the Ishensa Basin demonstrates a far-sightedness that only a god or an immortal could possess. Yes, the use of the Ishensa to transport troops might have cost the defenders thousands more lives, and might have saved thousands of orcs from being slaughtered . . . but at what price to the Shadow's plans?


First, Izrador knew better than anyone the effect that his minions and his very presence have upon the land. Were he to utilize the basin in either of his first invasions, it would even now be recovering from the scars inflicted by his forces. The water would be fouled by his dark priests' magics, the weather anathema to life, and in all likelihood the soil would be bereft of nutrients.

Second, the basin is perhaps the most livable area in the Northern Marches. Were he to house his soldiers there, they would grow soft and comfortable, and perhaps less willing to venture south into the fertile realms of Eredane.

Finally, the basin houses a stronghold of great importance: Gasterfang. This place holds symbolic and practical status to the Shadow's forces. It is the place in which the first of the odrendor were born; it is the largest and oldest orc warren in all the Marchlands; and it is the resting place of the first and oldest zordrafin corith. For all of these reasons, the dark god was loathe to attract any attention to this all-too-important center of power. The orcs patrolling the Ishensa were told to defend against any Dorns exploring northward, to distract them and let them whet their bloodlust, but not to venture south or destroy. The river spirits corrupted by the Shadow used deviousness and treachery to oppose the boats that would travel upriver, not brute force. Throughout the millennia, Izrador's most powerful servants and spies were instructed to undo any plans to venture up the Ishensa; any large expeditionary force organized to do so was stillborn. And so Gasterfang grew, and retained its position of importance, and became the beating heart through which the dark blood of Izrador's power was pumped.

With the fall of the Kingdom of Erenland, the Ishensa Basin has finally been utilized to the fullest. The southern portion of the valley has been tilled and slave-run farms toil to raise crops in the short growing season. The ever-expanding army of the Shadow relies on the Ishensa Basin to feed its ravenous host while they march from their warrens in the Vale of Tears to the more fertile lands south of the Fortress Wall.

The Ishensa Basin is now home to over 200,000 orcs, goblin-kin, and human slaves. Under the watchful gaze of the fortress of Gasterfang and the Mother of Blood tribe, warrens have been dug into the hillsides and crude villages have been built for the growing number of slaves used to till the hard, rocky soil and provide food for the ever-growing numbers of orcs. With the ongoing offensive against the fey, thousands of orcs are constantly on the move through the basin heading southeast to join the war under the mountains or south to the Pellurian Sea and the Night King Jahzir's armies. To support the army's movement south, bridges have been built to span the seasonal streams, and wood and gravel have been used to make the crude roads passable during the spring thaw and late autumn rains. Watchtowers dot the riverbank where they guard the most important of the orcs' dark highways. Though there no longer exists any force that might threaten the orcs' dominance of the river valley, the district's military commander Helag has the watchtowers and the old Dornish forts constantly manned. His most pressing concern is not an attack from the south, but rather that the orcs passing through his district will either dally (bringing Jahzir's wrath down upon him for letting them do so) or will decide to make the slave farms and southern villages their own, causing a slow-down in agricultural production.



There is no resistance to the Shadow in the basin. These are orc lands and the human slaves have neither the ability nor the will to rise up against their masters. The orcs are too numerous, the slaves too scattered and weak, and the weather outside the basin is so harsh, that few even attempt to escape, let alone take up arms against their oppressors. Their only struggle is to survive the harsh winters and to avoid attracting the notice of the warbands that pass through.

Gasterfang

Gasterfang sits like a spider at the center of a web of warrens that cover the Ishensa Basin and extend north into the Vale of Tears. The surrounding hills are honeycombed with tunnels linking the warrens and the strongholds that protect the road north and west to the Scar. More than 150,000 Blood Mother orcs call this foul nest and its extended warrens their home. An additional 20,000 goblin and human slaves are forced to live in the warrens, toiling in the darkness and treated as chattel.

The great warren hosts two of the dark god's holiest sites, the Mother's Womb of the kurasatch udareen and the Eye of Shadow of the legates. Until the dawning of the Last Age, the two orders had co-existed for so many thousands of years that the tensions between them had all but solidified into a stalemate. Intrigues there were moved slowly, as if through a syrupy barrier that prevented any one side from achieving, or indeed desiring to achieve, dominance. The elders of both factions were far too ancient and far too long-sighted to care about petty infighting; once one has seen the true essence of the dark god, one must realize that there is no limit to the power he can grant.

All that is beginning to change, however. With Izrador's victory seemingly at hand, the peace between the orc witches and the legates is increasingly fragile. The humans, whether legates or puppet princes, rule over all that was promised to the orcs, while the proud warriors of the odrendor are still, 100 years after the invasion, being sent to their doom against the fey. Meanwhile, the legates look to the north and see only a barren wasteland that houses the husk of their god. They believe that the future of Izrador's chosen (them, not the orcs) lies in Erenland, the heartland of Eredane, and that the orcs' fecund and crumbling culture hampers the dark god's power by requiring that so many resources be committed to the north.

The Mother's Womb

In the heart of Gasterfang, half a mile beneath the earth and surrounded by a tangled spiral of passages, lies the first warren, the Mother's Womb. It is a vast chamber hewn from the gray granite bedrock, and if centuries of dirt and grime could be removed from its walls, carvings would show the slow transformation of the elthedar into the first of the odrendor, the chosen of Izrador. The carvings show with elegant

and heart-wrenching grace the elthedar's lament to the lost gods, their struggles to survive, and the arrival of a divine savior. After the savior's arrival, however, the carvings begin to change in tone and quality. With each new scene the carvings become cruder, as if once graceful and skilled hands had turned gnarled and artless. The images become more disturbing in tone as well, as the subjects they portray take on more bestial forms and engage in ever more violent and savage acts of brutality.

The Mother's Womb is now the domain of the most esteemed of the kurasatch udareen. This is their version of Theros Obsidia, their most holy place, as it was here that the first mother pledged her unborn infant to the dark god, here that the foul rites were perfected that allowed the orcs to hear the whispers of their god in the darkness. The Womb is always dark, with a single brazier marking where the first true orc was born. The darkness surrounding it is palpable, made only darker in contrast to the guttering, foul-smelling flame. The chamber is thick with the dark god's essence and echoing with a voice both rich and full of malice. It is said that, of all Aryth, this spot is where an orc might hear the dark god's voice the most clearly.

The passageways leading into the Mother's Womb are protected by traps both magical and mundane, as well as by dozens of orcs that might once have been women, though their faces and bodies are so mutilated that their gender, indeed their race, is difficult to determine. Though lame and wretched, unable to travel long distances overland, they are among the most savage orcs on the face of Aryth. Only the most hateful, most murderous of midwives are chosen to be guardians of the womb, those so filled with rage that they would sooner dash an orc infant's brains against a wall than look at it. These creatures are captured, tortured, trained, and eventually emerge from the magical rites and punishments as barbaric, nearly mindless beasts whose only purpose is to protect the Womb and the kurasatch udareen who gather there. Anything that is not an orcish female is seen as an enemy, and is attacked on sight. These pitiable creatures have no regard for their own or their fellows' safety, and attack intruders heedless of any danger.

The Eye of Shadow

Towering over the churning joining of the two northern branches of the Ishensa River and almost directly above the Mother's Womb is a mass of rock worn smooth by centuries of wind and water, an island of humanity, albeit dark and twisted, in a sea of orcs. This is the Eye of Shadow, an ancient place of power for the Order of Shadow. Almost 100 feet above the waterline, sheltered in a narrow cleft in the rock, the crumbling remains of an ancient settlement guards an opening into the hill, hinting at a grace and beauty long since lost in the north. Broken marble columns rim the cavern mouth, once straight and graceful but now melted and twisted as if by dragons' fire. The effect is one of predatory teeth



in a giant, dark maw, a maw through which thousands of slaves have been led to their death.

Several thousand yards back from the entrance in a surprisingly small chamber lies the first true temple to the dark god. The chamber sits high in the hill, and may have once been open to the sky. It is dominated by a roughly carved stone basin, stained black from the blood of tens of thousands of sacrifices. The basin is filled with an ebon liquid that shows no reflection, absorbing all light. Unlike the primitive basin, the chamber is ornate, with elaborately carved columns, floors polished to a glassy smoothness, and symbols of Izrador hanging from a ceiling lost in the darkness. Along the walls, evenly spaced braziers provide a dim, flickering light that casts oddly disturbing shadows throughout the chamber.

The temple chamber itself is spartan; with the exception of the eye and scattered pillars, there are no obstructions in the chamber, no furniture of any type. In contrast, the walls are covered in tapestries depicting Izrador's glory and victories against the Kingdom of Erenland and the fey. The tapestries conceal doorways into private chambers, guardrooms, storage areas, and cells for impending sacrifices. Everything the legates require is kept within the confines of the great chamber. The temple is a self-contained community within the great orc warren.

The basin, the first of the zordrafin coriths, is known as the Eye of the Shadow. The Eye is ancient, over 4,000 years old, and the only mirror in existence that predates the founding of the Order of Shadow. While the bulk of the corith's power has been transferred to the mirror in Theros Obsidia, this mirror's connection to the dark god is unparalleled. Only here and in the Scar, the places that were first of all Aryth to receive the dark god's blessing, can the greatest of Izrador's rituals be performed. While the Night Kings and the majority of the Order believe that Theros Obsidia is the center of Izrador's power, some of the most ancient and most knowledgeable among the Order prize this mirror above all others.

The Brotherhood of the Eye

When Izrador's center of power moved to Theros Obsidia, a conniving few elected to remain and watch over the mirror. Led by the ancient Grandmaster of the Mirror called Neran, this group foresaw what the future would hold: an Order more concerned with politicking than with lore, an organization whose primary goal would be to spread the word of their dark god to the pathetic masses. Meanwhile, power and magical lore would be watched over by these upstart champions called the Night Kings; Ardherin would demand supreme control over the binding of the Trapped spirits, while Sunulael was sure to insist on directing all rites involving the Lost and other undead. Now that



the rest of the order had gone and the mirror's vaunted power was not required for the dark god's efforts, its connection to their dark god could be . . . repurposed. Now, instead of drawing in magic, Neran has discovered a way to reverse the mirror's flow, to cause it to provide magic. While Izrador has surely recognized this, he is intrigued by Neran's efforts, and has not yet interfered. Perhaps the ancient and inscrutable Neran will succeed in uncovering a weapon that will defeat the fey where his Night Kings, fearful of demanding too much of their lord and master's resources, have failed.

Neran has dubbed his followers the Brotherhood of the Eye, which currently consists of 112 legates. Within the past century, while his brethren have focused on spreading the word of their dark god and bringing Eredane under his rule, Brother Neran has devoted all of his energies, and the lives and souls of several of his followers, to research. Thus far he has been incredibly successful, managing to gain dominance over fey, elementals, and outsiders that had heretofore been unmanageable by any force but Izrador or his Night Kings.

This success comes at a price, however: The legates of the Brotherhood have not left their cramped home for nearly 100 years. Neran claims that this is Izrador's will, but he knows that the truth is that he and his brethren are trapped. The entrance to the fane is well guarded by cold iron gates, Blood Mother orcs, and kurasatch udareen who specialize in overcoming other spellcasters' powers. They supposedly surround the fane to protect the legates from their more savage brethren, the thousands of maniacal, murderous, hating orcs who would blindly kill any human they beheld in their midst, legate or not. Since the exodus of the Order of Shadow to the southlands, the orcs have become far less well healed with regards to those who wear the unholy symbol of the horned skull. What restraint they demonstrate is instead beat into them over the weeks of their journey south. This change in training and upbringing is not accidental. The kurasatch udareen are merely preparing for the day when they may have to send their warriors against the Order itself, for nothing less than the survival of their race. The fact that it gives them an excuse to guard and "protect" the legates of the Brotherhood of the Eye is an extremely convenient side benefit.

Neran has no doubt that, if it came down to it, he and the other most powerful legates could remove themselves from the fane, using magic to rather easily escape the land-bound hordes. The less powerful would of course fall to the orcs' teeth and blades, and the rest would likely be taken down by the combined might of the watching and waiting kurasatch udareen; but that is not his concern. What is most troublesome about this scenario is that Neran would then have lost his only source of power and that in which he has the most pride, the Grand Mirror that he has pledged to watch over and protect. His stomach churns with the very idea of returning empty-handed to his pathetic politicking brethren in the south, and he would sooner rip his own guts out with his bare, claw-like hands than see the mirror fall into the hands of the primitive witch women of the orcs. Thus, he is content to

Greatest Mirror of Them All

It is known that the black mirror at Theros Obsidia is the most powerful of them, and this is so. But the one hidden deep in Gasterfang's depths was the first, and only through a great and costly ritual taught to them by Izrador himself were 55 high legates (of whom only half survived) able to transfer its power to the mirror in their more recently constructed headquarters.

While surrounded by countless orcs who are all willing to die to protect it, and ancient with the dark god's power, still the black mirror at Gasterfang represents an interesting paradox: It is the oldest known connection to the dark god's manipulation and vampiric draining of magic, and therefore a conduit of sorts to the god itself; yet its sheer power has been transferred to the mirror at Theros Obsidia, the better to unite the dark god's various new mirrors. Though even approaching the mirror at Gasterfang would be enough to drive most mortals insane, and though the waves of dark energy pouring from it would snuff out the life of any who came near, still there are some who believe that the black mirror at Gasterfang is an easier target than the one at Theros Obsidia. If it were to somehow be destroyed, the devastation wrought for hundreds of miles and the mystic feedback to the dark god himself might well cripple the forces of Shadow . . . whether for a decade or a day, though, is up for debate.

remain, to study, to bind his spirits and pursue his research. As far as he is concerned, his "watchers" give him a fine excuse to avoid interacting with the rest of the Order, to receive visitors or to be expected to give updates, and of course make it very difficult for him and his followers to be spied upon. Luckily, Baeraga and her kurasatch udareen are not fools, and know that the mirror cannot continue to exist without the fresh blood of sacrifices. They therefore ensure that Neran's people receive all the slave sacrifices they could ever need. Mindful of the more carnal desires of Neran's followers, if not of the ancient and often undead legates themselves, the orcs make sure to give them only male sacrifices. There's no sense, after all, in allowing their enemies to increase in number. Baeraga has considered attempting to take the Eye for herself, but she knows that if she ever moves against the Brotherhood, Neran will drench Gasterfang in blood.

These orc nemeses are not the Eye's only defense. A hereditary order of warrior legates live, train, and die by the light of the black mirror and the roughly square mile of tunnels that surround it. Because of the lack of suitable child-

The Tears of the Eye

While it has the destructive potential of a grand mirror if its sacrifices are not met or its physical form is destroyed, the Eye of Shadow was weakened by the transfer of power; it has only the hardness and hit points of a blood mirror. The Eye has other defenses, though. Any round in which the Eye takes damage the blood in the basin will boil and rise, spilling the dark fluid, the foul essence of Izrador, onto the floor. Should it be released, this liquefied evil will flow unerringly toward any dead bodies within 100 ft. The fluid moves at a rate of 10 ft. per round, ignores all magical effects, and eats through inorganic material (such as barriers erected to stop it) at a rate of 50 hp per round, ignoring all hardness. Any living creature touched by Izrador's dark essence must save versus taint (see page 57). Neran is the only one of the Brotherhood of the Eye who is aware of this ability, and would definitely allow his lesser acolytes to be consumed by the mirror for the sake of defending it. When the fluid reaches a corpse, the fluid envelopes it and immediately animates the body as a ghulam (see page 43). The Eye is so powerful that it can control up to three ghulams; however, it may only do so temporarily. These creatures remain animated for one hour per HD of the creature animated.

bearing women among them and the orcs' refusal to provide females, several female demons and devils have been bound as breeders for the order, giving birth to new generations with varying levels of fiendish blood. Astiraxes curl unseen around the pillars and the braziers in their true, incorporeal forms, able to sense and affect the physical world here without resorting to the banal possession of animals. Powerful earth spirits are bound into the earth and stone surrounding the fane, attacking any who do not radiate the divine aura of a servant of Izrador. In the dark recesses, uncounted Lost spirits cower, unable to escape the chamber and destined to fuel rituals to create additional defenders. The final defense is the Eye itself (see the **Tears of the Eye** sidebar).

The Hierarchy of the Brotherhood

The Brotherhood of the Eye is split roughly in half between Sword Brothers and Keepers of Obsidian, all fanatic supporters of the Cabal. Brother Neran, a Grandmaster of the Mirror, leads the 57 Keepers of Obsidian. He has selected each member for their abilities at manipulating the zordrafin corith and their potential to become summoners. His highest-ranking legates have been here with him since the Order went south nearly 80 years ago; the blessings of Izrador or outright necromancy has sustained their lives (or

unlives). The lower-ranking legates are either children born to the demon breeders, potential sacrifices who showed magical potential and were twisted to the service of Izrador, or petitioners who had heard of Neran's work and wished to join him. These last made their way by there by any means possible, such as disguising themselves as orcs, enduring years of torture as slaves so that they might arrange for themselves to be offered up to the Brotherhood, risking destruction by the fane's guardians and the orcish protectors by following bound elemental servants through the earth itself, or by any of a number of other methods. Reaching the fane is the ultimate proof of either a legate's cleverness, his raw magical power, or his sheer devotion to the cause, and any one of the three is enough to convince Neran to take such courageous (or insane) souls into his ranks.

Neran's Keepers include four Masters of the Blood, nine Masters of the Pale, 21 Keepers of the Key, and 22 Initiates of the Knife. The Masters are all old men or undead, and are from the original party that remained behind. The Keepers and Initiates are evenly split between the demonspawn and the penitents who achieved access to the fane.

Defending the Eye are 55 Sword Brothers led by Brother Enolf, a fiendish Seneschal of Shadow. His three half-fiendish children, all of the rank of Dark Templar, assist him, each leading a group of four Dark Knights and 13 Initiates of the Black Shield, all with varying levels of fiendish blood. Each group stands an eight-hour watch, guarding the gate into the Eye and assisting the Keepers of Obsidian. During Brother Neran's rituals, an additional watch stands guard to protect the Eye against a summoning gone awry.

Keepers of Obsidian

Brother Neran: Corrupted Sarcosan Legate21

Master of Blood: Lich Legate16, Orc Legate15, Dorn Legate 15, Dorn Legate14

Master of Pale: High Elf Legate12, Dorn Legate12 (2), Ghost Legate 11, Sarcosan Legate11 (5)

Keeper of the Key: Legate10 (5), Legate9 (7), Legate8 (6), Legate7 (3)

Initiate of the Knife: Legate6 (12), Legate5 (10)

Sword Brethren

Brother Enolf: Fiendish Dorn Ftr3/Legate4/Sword Brother8

Dark Templars: Half-Fiend Dorn Ftr4/Legate3/Sword Brother4 (3)

Dark Knights: Ftr4/Legate3 (8), Ftr5/Legate2 (4)

Initiates of the Black Sword: Ftr3/Legate1 (4), Ftr3 (12), Ftr2 (23)

Frozen Barrens

Truthfully just a continuation of the Cold Downs, the Frozen Barrens is the forsaken land through which the ancestors of the orcs traveled after being expelled from their home. It stretches from the eastern extent of the Ishensa Basin to the cloud-obscured peaks of the Icewall Mountains, rising in elevation and dropping in temperature as it heads east. This land rarely feels the warmth of the sun and is locked in snow and ice for all but the warmest arcs of the year. No plow has ever tilled its thin soil and no crops will ever grow here; the land is frozen taiga. What life exists is buried deep beneath the ice, in tunnels that were ancient before the first human arrived in Eredane.

The Frozen Barrens have been a battleground between the orcs and the dwarves for thousands of years. Before even the Dornish invasion the dwarven armies had gathered en masse to drive the periodic hordes of odrendor from their resource-rich foothills, back into the Frozen Barrens or northward into the less hospitable reaches of the Icewalls. But for all the dwarves' determination and superior arms, the orcs had superior numbers and their warriors were stronger, more savage. They were bred to kill, and kill they did. As the Second Age wore on, fewer and fewer clans committed themselves to these mass battles, instead fighting on fronts of their own choosing, using their mountain fastnesses and hill clanholds as islands in a sea of foes. By the time of the Third Age, not an arc passed without the sound of urutuk on vardatch. Before the Third Age had reached its bloody end, orcs in the tens of thousands died battering down the last of the dwarven defenses in the Icewalls, finally driving their hated enemy from their northern homes.

The barrens are still littered with relics of the war from those battles that ebbed downward onto the plains, including broken battlements, collapsed tunnels, and passages stained red with blood. The Lost are thick in these hills, standing silent guard over ruined fortresses. The phantom echoes of steel on steel and muffled battle cries echo through the labyrinthine passages, a grim reminder of millennia of warfare where no quarter was asked or given.

The success of the war against the dwarves has forever changed the Frozen Barrens and the neighboring Icewalls. Tribes of orc and goblin-kin have abandoned the desolate wastes in which they once bred and trained, moving instead into the Icewall and Kaladrin Mountains, occupying captured dwarven holdfasts and securing supply lines for the armies besieging the dwarven city of Calador. Now only 100,000 orcs and 50,000 goblin-kin remain in the barrens, most under the command of the Feral Mother tribe. While the orcs' traditional enemy no longer menaces their warrens or

Feral Mother Tribe

Master Ereach,

The Frozen Barrens are the lands of the Feral Mother tribe and its allies. Just as those who once lived in the Cold Downs have headed south, much of the Barrens-dwellers have emigrated into the mountain holdfasts of their defeated foes. Those that remain are focused on supporting the war carried on by those who left. For orcs, it is a surprisingly efficient support network. New arms and armor as well as highly-trained warriors are distributed among the rank and file at regular intervals, adding fresh blood to those units weary from the meat grinder of the Kaladrins. Smoke and ash billow from warholds in the Southern Barrens as fresh warbands are trained and equipped. The Feral Mother orcs are fearsome in combat, heavily armed and armored like the dwarves, and amongst the most disciplined troops I have seen.

For the moment, the Feral Mother orcs are unchallenged in their frozen domain. Rival tribes have been pushed into the Icewalls or Kaladrins, or have sworn fealty to the Ferals' kurasatch udareen. To their east, over and among the last badlands of the Icewalls, is the Cold Shore. At best, that hell-on-earth boasts a handful of isolated warrens. To the north are the remnants of the Dead Mother tribe, more vassal than ally to the Feral Mothers. To the northwest lies the Blight Marsh, home of the Blighted Mother Tribe, which is no threat to these warriors. Only the west concerns the Feral Mother—there, with the resources of the Ishensa Basin at their disposal, the Blood Mother waxes stronger each year.

gathers in any appreciable numbers to oppose them, a new threat has arisen. Silent killers from the frozen wastes, the cold ones, the Fell. Feral Mother hunting parties and even isolated warrens are being attacked, ambushed, even tracked and tricked by the ever-ravenous, increasingly crafty Fell.

Ferakdum

In the shadows of the Icewall Mountains amongst the ruins of the Fortress Wall, the Feral Mother orcs have reclaimed an ancient warren abandoned after the dwarves' disastrous defeat at the end of the Second Age. The warren is now a warhold called *Ferakdum*, which means "Fortress of the Feral" in the orcish tongue. Here the warriors of the Feral Mother and her subject tribes train before being sent beneath

Dead Mother Tribe

Master Ereach,

It is doubtful that your servants will ever need to travel to the far northeast of the continent, where the Barren Wastes reach the Cold Shore. The land is almost as desolate as the land near the Scar itself, swept by chill arctic winds and almost uninhabitable. The Dead Mother tribe has been slowly dying here for centuries. They are a great tribe now only in name, living off their glories from the First and early Second Age. There can't be more than a dozen warrens left, maybe 10,000–15,000 orcs. They survive by braving the freezing waters to harvest fish and seaweed, much of it sent south as tribute to the Feral Mothers. I don't need to tell you how desperate they must be to overcome their fear of water, and not for a military purpose either, but rather to subsist.

The Dead Mother Tribe poses little threat to its neighbors and will likely continue in slow decline if they remain in the wastes. I would hazard that they would support the Feral Mothers in any war between the tribes, but could provide at best only two warbands of poorly equipped troops. The only reason they remain of interest is their reverence for our order. Unlike the Blood Mother witches, their kurasatch udareen know their place and will follow our commands. If war does come to the north, the Dead Mother tribe would shield us if we were forced out of Gasterfang.

the mountains to fight the hated dwarves. The warhold is vast, with armories, training grounds, and living space for 3,500 orc warriors, goblin-kin, and giant-men. Unblooded warriors are sent here from the Feral Mother warrens in the Frozen Barrens. These blood-hungry recruits are formed into warbands and legions under the guidance of the tribe's most experienced warriors. Training is brutal and often fatal; few come through unscathed. Lessons learned in the crèche are hammered home as battles for leadership are settled with the edge of a blade.

Ferakdum is built around a natural bowl-shaped cavern that reeks of sulfur and echoes with the sounds of war. The tread of hobnail boots, the sounds of metal on metal—the clash of vardatch and axe, the song of hammer and anvil—ring through the cavern. Scarred veterans walk through the training grounds and watch the bloody struggles of the new recruits, snarling instructions and dealing savage beatings to those too slow to follow their commands. Hunting parties, slavers, and fresh warriors arrive through the heavily guard-

ed gates, as newly formed warbands gather armor and weapons and head south to join the siege of Calador. There is no time for rest as the demands of the war against the fey are never ending.

The Pit


Away from the din of the weapon grounds at the southern end of the cavern is a wide and deep pit. The noxious smell is heaviest here, arising from boiling hot, sulfurous mud that covers the entire pit floor except for scattered rocks and a raised path around the edge. Iron rings are embedded in the walls of the pit, holding chained slaves who wait their turn to fight and die. Damp, clinging mist fills the air, staining the smooth walls a sickly yellow and adding to the misery of the prisoners. This dismal hole is where new warriors first see their enemies and first taste their blood. The battleground consists of the sulfur pool and the treacherously slick rocks placed seemingly at random throughout the mud. Most battles end on the largest stone in the very center of the pit, an uneven rock scarred by weapon blows and stained dark with blood.

The orcs force slaves and their own disgraced warriors to fight in the pit. Dwarves are the most highly prized combatants, and the tribe pays a hefty bounty to bugbear slavers for dwarven prisoners. The condemned prisoners are given simple weapons and a shield if they wish to fight against vardatch-wielding orcs. Most slaves die in their first few combats; a rare few last months before injuries, poor food, and fatigue take their toll. The fighting is brutal and no mercy is given. However, the orcs of the Feral Mother respect strength and skill, and reward successful fighters with greater rations and more time to rest between bouts.

The Champion

The current pit champion, Durgan, is a heavily scarred dwarf, once part of Calador's guard. Despite being always matted in dirt and grime, Durgan is an imposing figure, radiating strength and determination. He has survived for a year in the pit, a feat no other slave has come close to matching. That year has taken a heavy toll on his body, which is now covered in scars and sulfur burns. Durgan has bested every challenge sent against him. His reputation has spread through the Frozen Barrens and his fights draw large crowds of orcs and goblin-kin of many tribes to Ferakdum. Many young warriors have entered the pit to fight him, seeking to make their names; none have left. The other slaves look to Durgan for what little protection his celebrity can provide.

The dwarf is shamed by their trust because he hides a dark secret. Durgan glories in his role as pit champion and will not let anyone take his place. He has the power to maintain his position because he is the one who distributes the food and the one who determines which slaves fight which battles. If a newcomer seems like a potential challenger to his crown, he gives him a healthy but rancid portion of food and



places him in the most dangerous fights. If an orc appears to be or is rumored to be particularly savage or dangerous, Durgan will make sure that it must wade through several other prisoners before it can fight him. He tries to justify his actions by pointing at the number of orcs he has killed, but he knows the truth is far simpler and less heroic: He sends others to their deaths so he might eat well and survive for another day.

Power and Politics

Since the fall of the Kingdom of Erenland, orc tribes have migrated out of the Northern Marches into conquered human and dwarven territory, taking their spoils and building new warrens in lands rich with food and slaves. Many of the strongest tribes, including the Gray Mother and the Dark Mother, have completely abandoned their warrens in the Northern Marches, never to return. Of the great tribes, only the Mother of Blood and Feral Mother have remained in the Marchlands, protecting their ancient warrens and expanding their dominion to fill the vacuum left by the departing great tribes.

In the Ishensa Basin, the Mother of Blood tribe rules unchallenged from their massive warren at Gasterfang. The tribe is easily the most powerful in the northlands, able to muster over 50,000 warriors. To their east in the Frozen Barrens, the Feral Mother tribe and their allies control the war against the hated dwarves, but they are not strong enough to challenge the Mother of Blood tribe. In the trackless Cold Downs and the shadow of the Withered Wood, smaller tribes vie for leadership and the favor of the dark god. Their petty wars of dominance turn the tundra red as alliances rise and fall in a single season. In the chaos, a number of tribes have disappeared farther north into the Vale of Tears and Highhorns, seeking a chance to rebuild their strength and avoid being forced into subservience.

The tribal battles for influence mask a more important and dangerous conflict between the kurasatch udareen and the Order of the Shadow. The kurasatch udareen's hatred of the legates had grown with the rise of the importance of the Order in the Second and Third Ages, usurping their traditional authority, but the wise women knew (rightly) that their hands were tied. Not only was the Order essential for completing the dark god's plan and leading their warriors to victory, but they were far too strong for the witches to overcome. So they waited. And for over 1,000 years the kurasatch udareen of the north, and the witches of the Mother of Blood tribe in particular, were comfortable with and accepting of the Order of Shadow's presence. But in the span of a mere century the Order has moved its base of power and almost all of

its servants south of the Fortress Wall, and the Mother of Blood wise women have tasted the freedom and independence of a north without the Order. Their appetite has been whet.

They now pursue research and engage in intrigue that had long ago been suppressed, seeking to wrest control of their god's more powerful magics from the legates and rediscover the secret of creating and maintaining the black mirrors. With their sisters in the Vale of Tears, the witches of the Mother of Blood tribe limit the Order of Shadow's movements and influence in the tribes. Neran and his flunkies are captives to their corith, and other members of the Order with business in the north have learned to respect the witches' power. With the impending victory against the fey, the Mother of Blood kurasatch udareen have been forced to take greater risks lest the Order find itself no longer needing the odrendor; they have even gone so far as to kill isolated and unwary legates. However, given that the orcs have been bred and brainwashed for centuries to show awe and obeisance to those who bear the horned skull holy symbol, the Mother of Blood kurasatch udareen cannot be sure of the complete support of the other tribes, or even of all of the warriors in their own tribe. And if they did make a move, how could they be sure the other tribes would not turn on them in a moment of weakness, claiming them to be insurrectionists and betrayers so they could stamp them out and take their place? An open move against the legates could result in a civil war across the frozen north.

Against the Shadow

There is no organized resistance in the Northern Marches. Those that do not serve Izrador seek only to survive and, if possible, escape back to the tenuous safety of occupied Erenland. The only significant concentration of human slaves is in the Ishensa Basin, where several villages have hidden rare weapons and stored food in the vain hope of escape. Over the past century, only a handful of escaped slaves have successfully eluded the orc hunting parties and survived the extreme cold and natural hazards to reach the Dornish lands in the south.

The Bleak Knight

Haunting the frosted hills that cradle the Ishensa Basin is a weatherworn Dorn, a lone warrior carefully hunting his prey in a land long since given over to the Shadow. The warrior, Ergon, is a giant even amongst the Dorns, closer in size to the orcs he hunts than his own kin. His hair and beard grow wild, streaked with white as a symptom of both his age and

the physical and mental burdens he bears. His clothes and shoes are made from poorly tanned leather and are heavily patched. Only Ergon's arms and armor seem to be well-tended: His longbow is kept carefully wrapped to protect it from the rain and snow, and his finely crafted mail shirt is threaded with cloth through the links to quiet his movements. The grim warrior carries a wickedly barbed vardatch at his side, a weapon he has adopted from his enemies.

Ergon came to Ishensa Basin six years ago after raiders attacked his village and took his family and clansmen as slaves. Injured during the raid and left for dead, Ergon spent weeks in delirium before he regained enough of his health and senses to track the raiders. He followed their trail ever further north, past the Fortress Wall and up the Ishensa River. Along the way, he found the butchered remains of his clansmen, those who were too weak to make the march and were punished for their weakness by the orcs.

Ergon spent weeks spying on the farms looking for someone, anyone that he recognized. His patience was finally rewarded and during one of the frequent storms he stole over a stockade and was able to talk to one of his captured clansmen. The story he was told put ice into his veins; his wife and children were dead, and the few survivors of his clan scattered across the basin. He offered to free the clansman from his bonds and take him with him on his hunt, and the man's refusal was as deadly to Ergon as any sword blow could have been. His clansman would rather serve beneath the whip than continue fighting against impossible odds. His people were dead, their spirit quenched.

His life shattered, his quest at an end, Ergon disappeared back into the night and almost let the cold take him. He spent an arc in a personal hell and came close to taking his own life. Only a chance encounter with a small hunting party of orcs allowed the rage inside him to burn through his despair. When the blood rage died, the orcs were dead at his feat and

Ergon had found new purpose for his life. The grizzled warrior now hunts the orcs and does what he can to help the enslaved, leaving satchels of food to supplement the meager fare the slaves are allowed by their orc masters and helping a pitiful few escape. He is all the nobility left in the north, a bleak knight fighting a hopeless battle against his external enemies, the orcs, and his internal foes, the depths of his own rage and despair.

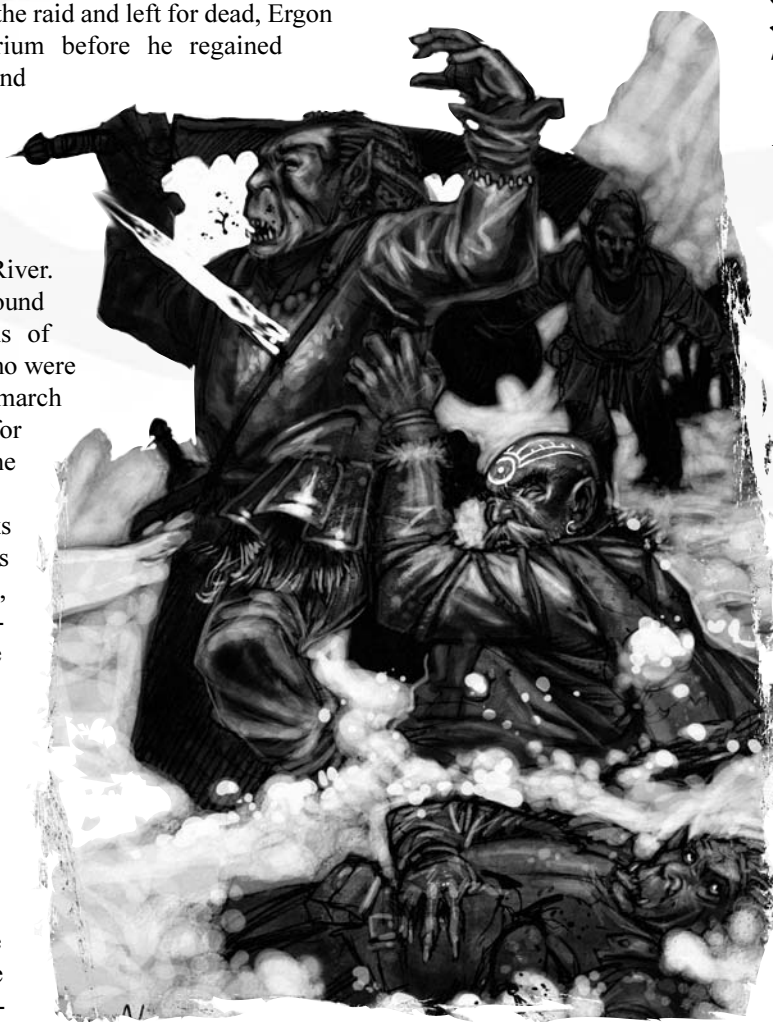
The Pale Dorns


The only other concentration of humans, the Pale Dorns, do not oppose Izrador or seek to escape to the south. The Frozen Barrens are their home and they will fight and die here. That they've been able to survive unnoticed for over 2,000 years in the Northern Marches is a miracle and a tribute to their skills of stealth and concealment.

The Pale Dorns are believed to be no more than a myth among the Dornish clans near the Fortress Wall. As with most myths, there is an element of truth buried in the tale. The Pale Dorns are a Dornish clan that were overwhelmed during Izrador's second invasion, those who were too proud to migrate south beneath the protection of the Fortress Wall. The clan's survivors saw that their pursuers flowed south in an

unstoppable tide, and risked an impossible gambit: They headed directly north, into the tide of demons, orcs, giants, and goblin-kin. Their risk paid off, and in the huge sea of darkness this small ember of light was passed over, hidden among the ravines of the north or the corpses of the fallen.

Each time the exiled Dorns peered southward, they saw that the battle continued. After years of raiding behind enemy lines and attempting to support their people, half of their number had finally reached an agreement to head south and reunite with their kin, doomed as they might be. The rest stayed on, and several weeks after the split beheld what they knew must be their kinsmen's doom: The flight of dragons





from Izrador's grave in the north. Never having seen such powerful and thoroughly evil creatures, the mournful Dorns knew that their kin, and indeed all of Eredane, must fall before such huge and powerful creatures. They wearily made their way north, into the empty vastness between the Scar and the Blight Marsh, and they remain there to this day.

Since that time, the clan has learned to survive, and later thrive, in the harsh climate. The clansmen are masters of hunting caribou and even the great polar bears that wander the frozen tundra. They survive in a small portion of the north, just a pinprick on the map of Eredane, that also happens to house the Pale Dorns' most cherished discovery and their salvation in the bitter north: a series of hot springs.

The Pale Dorns are not a large clan, no more than 1,000 souls living in three small villages. Each village is housed in a single valley centered, like spokes on a wheel, around a large central vale of boiling hot pools and treacherous mud. The clansmen live in great halls cut into the valley walls. Each hall is built around a hot spring, which provides heat for the house and fresh but slightly bitter water. In the larger pools, there are even small schools of sightless fish. To prevent isolation during heavy storms, narrow tunnels connect the halls. The clan has also built buildings in the shadowed recesses of the valleys that act as cold storage; there they freeze caribou and elk as emergency meat stores for the winter.

The clan's life is based around maintaining the caribou herds and avoiding detection by the minions of the Shadow. Crafts and even the clan's art are focused on hiding and defending the villages. The clan's craftsmen have created hide mats that are used to disguise deadfall traps, developed a form of caltrop made of sharpened bone shards that blends in with the snow but is sharp and strong enough to punch through the soles of leather boots, and designed the large sweep rakes that warriors use to cover their tracks when crossing snow. The artisans use their skills to help with the camouflage of the villages and try to keep their written language alive by recording the clan's history and the means to create their unique charms through very simple but effective cave paintings and etchings on caribou hide.

Another of the clan's strengths is the spark of magic that runs rich in their blood. The clan has a few very skilled channelers and a large number of clansmen with just enough ability to create simple charms. The clan is very careful about casting spells. Whenever possible, spells are only cast in a ritual chamber in the deepest part of the great clanhouse (almost 1,500 feet downward into rock). The remoteness of their villages has so far prevented the Shadow from detecting the Pale Dorns' use of magic. The clan has developed a number of charms that help conceal their warriors and protect them against the cold. They've also developed a few offensive spells that work well in the cold weather.

The clan avoids direct combat whenever possible, only attacking small hunting parties or scouts that get too close to their villages. The clan is adept at using concealment, wearing clothing designed to blend in with their surroundings (-4 to Spot checks to see or determine encounter distance), and

using natural hazards, traps, and the weather in their combat tactics. The Pale Dorns are equipped with an odd assortment of bone, wood, and stone weapons, often designed to resemble bear and snow cat claws to disguise their kills as animal attacks. They supplement these primitive weapons with what they can capture from the orcs and goblin-kin. Steel weapons are in short supply, as are good bows; the missile weapon of choice is the javelin. Spears are the most prevalent melee weapon, although some of the larger and more skilled warriors also use captured orcish vardatches.

Parties traveling north are unlikely to encounter the Pale Dorns, who will be found only if they want to be found. During an initial encounter, only a single Pale Dorn will try to communicate with the party. If the meeting goes poorly, the Pale Dorn will try to lead the party away from his settlement. If captured or too injured to return to his village, a Pale Dorn will kill himself rather than risk revealing the presence of his people to outsiders. When possible, this is done by throwing oneself into a crevasse or submerging oneself in freezing water, or any other form of suicide that leaves no body behind for outsiders to find and investigate. Failing that, a Pale Dorn would slit his own throat without hesitation for the safety of his people.

Even if the initial encounter with the Pale Dorns goes well, communication with them is very difficult. The Pale Dorns have been cut off from their kin for so long that their language is barely recognizable as an archaic version of Norther.

The Prophet

The most significant development in the Marchlands is the growing number of minor tribes that have become "lost" in the trackless barrens to the north. These lost tribes, while not actively opposing Izrador, have ceased to provide warriors for the armies in the south. Some have even stopped their sacrifices to their dark god, a heresy that is punishable by death if they're discovered. To survive, they've moved into the most inaccessible portions of the Cold Downs and the northern Highhorn Mountains. Some have allied themselves with giant-men, ogres, and even trolls to preserve their independence.

The lost tribes speak of an aging orc, with ritual scars from over fifty kills, walking alone through the most remote reaches of the Marchlands talking to the wise women. The aging warrior speaks of the war in the south, the arrogance of the Order of the Shadow, and the Night Kings building human armies that are spared from fighting in the horror that is Erethor or in the lightless killing grounds beneath the Kaladrans. His words are persuasive and his message is simple: The Night Kings and the Order of the Shadow are stealing the destiny of the orcs. This so-called prophet could be the greatest current threat to the Shadow in the Northern Marches.

CHAPTER 2

The far North

Endless Ice

*In unknown vaults,
Darkness sleeps,
Sundered, riven,
Impotent weeps.*

*Eons turn, Darkness stirs,
Lightless hates,
Ageless waits,*

*Beyond ebon gates, Darkness wakes,
Hope devouring,
Hunger slakes.*

—Prophecy of the Dark

North of the Cold Downs the land breaks up into evermore mazelike and broken rock and earth until it finally gives way to a vast, sheer drop-off in elevation nearly 500 miles across. This escarpment, a rocky cliff when viewed from the north or a mind-bogglingly huge canyon when approached from the south, is an ancient home to not only orcs but also to the many beings that serve Izrador, whether spirit, mortal, or dragon. It is called the Weal by the odrendor, in contrast with the terrible leagues upon leagues of blackened ice and razor-sharp granite and obsidian crevices and spires that stretch beneath it to the north. That hellish land is called “Woe” by contrast, the word for which is *Vorgatha* in both Orcish and the Black Tongue. The defenders of the Fortress Wall knew those lowland wastes simply as the Vale of Tears.

Beyond the Vale is the Scar. This is the dark god’s tomb, carved by his fall from the celestial realm. In the west, the black roots of the Highhorn Mountains rise to the roof of the world, shrouded in perpetual cloud and howling ice storms. Its mountainsides and glacial walls here are so steep that not even the native ruminants, the mountain goats and other climbers, can survive on its icy slopes. To the east, the Vale comes to a torturous end along the crest of a jagged ridge of stone, on the other side of which is the Blight, a seemingly boundless region of chill bogs and ever-frozen marshes from which the black waters of the Ishensa have their birth. Beyond that to the east, or past the Scar to the north, lies only ice and darkness and death.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

The Weal

Far above the Fortress Wall, the frigid steppes of the Valelands come to the edge of a vast escarpment that stretches from the fouled banks of the Ishensa to the ice-clad peaks of the Highhorn Mountains. This is the Weal, the southern edge of the Shadow's blighted heartland where the very essence of evil befouls the earth and sky. It rivals Gasterfang in age and once equaled it in population. This was the closest that mortal supplicants such as the orcs could come to their god's resting place and still survive.

Warrens of the Weal

The fractured cliffs of the Weal separate the frigid tundra of the Cold Downs from the wastes of the Vale of Tears by a sheer drop of several hundred feet. The escarpment is not a single line of unbroken cliffs, but rather a broad canyon country made up of mesas, buttes, and rocky spires formed in the cataclysms of the Sundering. The floor of the canyons and the drift wastes in the escarpment's shadow are littered with huge boulders and shattered slabs of rock thrown together in chaotic heaps, like the mounding dead of a terrible war. For millennia, ice-tongued winds have lashed the face of the Weal, gouging deep scars into the rock. Many of these pockmarks and gashes open onto lightless tunnels that delve deep and wind for leagues in every direction. In this chthonic realm, the chosen of Izrador carved their lairs, the great warrens of the Weal—ancient, primitive, and soaked in blood.

The warrens of the Weal are amongst the oldest of the orcish people. Though Gasterfang marked the place that their ancestors first heard the whispers of their dark god, this was the crucible to which the first true orcs came, the place where they left behind all semblance of their previous existences as mewling fey and became the black-hearted odrendor that spelled the doom of Eredane. These ancient settlements are mostly primitive and crude, extensions of existing tunnels and grottos hacked from the tortured earth by pick and claw over millennia. While each tribe arranges its warren to its own distinctive designs, every settlement has at its heart a black temple where the tribe's kurasatch udareen tend the needs of their dark god. Radiating from the temple are the living and breeding areas, the dominion of mute midwives who rule all but the temple. Here broken males, too shamed or injured to accompany the warbands, oversee crèches of orcish boys. In bloodstained combat pits these vicious youths are taught the language of blood and bone, spoken in howls and punctuated by bone-cracking blows. At the edge of each warren the stench of excrement, urine, and death mark the shanties of the orcs' indentured servants and slaves. In these dank spaces, caves are given

over to goblin settlements and workshops, sweltering smithies, slave pens, and giant-kin lairs. Nearby, deep chasms and blind chutes are used as ordure pits, encrusted holes fetid with filth and swarming with flies.

Hundreds of thousands of orcs from more than 100 tribes dwell in the Weal, along with countless goblin-kin, giant-kin, and fey and human slaves. Once, many more of Izrador's chosen lived here, but the great migrations of the Last Age have left a nearly a quarter of the warrens completely abandoned. Those that remain are greatly depopulated and focus on a single task: to breed and train more warriors for their dark god's glorious war.

Black Horned Mother Tribe

Greetings, my Master Ereach,

I've had few dealings with the western tribes; much of what I can relate is secondhand and likely dated. The Black Horned Mothers are a strong tribe, noted for their ability to capture and enslave the trolls and giant-men in the Withered Wood and the Highhorns. The tribe's warbands use these slaves to attack fey strongholds in Northern Erethor. The Black Horned Mother warlord, Vilgash, is a massive orc who is said to have crushed the skull of his last challenger with his bare hands. I can only guess at the size of the tribe, but I suspect they number at least 40,000 and may number as many as 80,000.

The tribe's greatest rival is the Shunned Mother tribe in the northern Highhorn Mountains. The two tribes compete over the fey fortress of Silverthorn and control of passes through the eastern Highhorns; they seem to forget that they must first take both from the Erunsil. The Shunned Mothers have an ancient alliance with the Wounded Mother orcs to the south. Working together at the end of the Third Age they overcame the most well-defended strongholds of the Fortress Wall. They even used their witches' sloppy magic to bring the keeps down, reducing the stone forts to rubble and the tree forts to splinters. I would assume this was undertaken to prevent the Black Horned from taking control of the keeps after the front lines had moved on. The only true threat the tribes face is from the wild creatures of the Highhorns. They still have not fully explored all of its high, savage places or its dark, hidden caves, and beasts regularly emerge from the wilds to clear a bloody swath through their camps. Of course, there is also the danger of escaped shadowspawn from the Scar . . . it is such a shame when they somehow escape and wreck havoc upon our allies the orcs, is it not, my master?

Tribes of the Odrendor

Izrador's chosen, the odrendor, are a people of many tribes. Bred from several lines originating from the original corrupted elthedar, they spread across the Northern Marches, becoming distinct tribes with only their ferocity, their cruelty, their hatred of the fey and their devotion to Izrador as common cultural traits. Many died out over the millennia, succumbing to the harshness of their environment or slaughtered by their brethren in wars of dominion. Such conflict and winnowing was encouraged by Izrador to cull the weak and exalt the vicious and the strong. In the Last Age, 13 Great Tribes dominate the orcs of the north, with many Lesser Tribes in subservient thrall.

Great Tribes

Tribe	Tribal Lands	Warlord	Head Mother
Black Horned Mother	Weal	Nilgash	Ograd
Blighted Mother	Southern Blight Marsh	Shamuk	Grigag
Bone Mother	Weal	Nogath	Maglag
Blood Mother	Ishensa Basin	Kast	Urush
Burnt Mother	Weal	Ubrakh	Isslak
Dark Mother	Bastion region	Agnum	Raarn
Dead Mother	Cold Shore	Kurg	Hejr
Gray Mother	Fallport, Northern Redstone Hills	Dumuk	Varysh
Feral Mother	Frozen Barrens	Gamrot	(unknown)
Frozen Mother	Vale of Tears	Jorak	Anugh
Howling Mother	Weal (extinct)	—	—
Shunned Mother	Highhorn Mountains	Kagid	Rgush
Wounded Mother	Cold Downs	Urrl	Tuagha

Lesser Tribes (a sample)

Tribe	Tribal Lands	Warlord	Head Mother
Razor Spine	Highhorn Mountains	Sharg	Khadra
Broken Tooth	(extinct)	—	—
Rotted Claw	Weal	Hargat	Ousha
Iron Claw	Riismark district	Nagruk	Uhail
Blooded Claw	Cold Downs	Hrask	Noratha
Yellow Eye	Frozen Barrens	Rarnok	Hurugath

Exiled/Outsider Tribes

Tribe	Tribal Lands
Motherless Ones	Various places; concentrated in Northern Highhorns
Magral (Maggot Spawn)	Kazak-Dûr

Slaves and Sacrifices

The other races support them in this task or are fed to the ever-hungry altars. The goblins are the most numerous race after the orcs, serving the odrendor in bondage as craftsmen, farmers, and menials. Ever the lowest of the Shadow's servants, the goblins have experienced salvation of a sort in the enslavement of the human and halfling peoples. Every slave brought north means one less of their own sent to appease the dark god's hunger. The more canny goblins have become ruthless, efficient slavers, using the less intelligent bugbears as their muscle, and ensure that a steady stream of slaves

make their way into the Weal. A good proportion of these are destined for sacrifice, but others, mainly human, are spared—a stay of execution only to endure further horrors. Like the goblins, humans serve in the capacity of laborers, and even as craftsmen if their skills warrant it, but they are treated like vermin and kept in appalling conditions. They are starved, beaten, and tortured on a regular basis, and many take their own lives or offer themselves in despair to the knives of the kurasatch udareen. Halflings, elves, and dwarves, if they survive the journey this far north, are not given even this dark respite. The latter two are sent immediately to the combat pits or given to amuse the priestess-mothers before being slaugh-

tered on Izrador's black altars. Halflings invariably finish up roasted or stewed, or are eaten bloody and screaming from the bone.

The orcs use the giant-men and their ilk as beasts of burden and living machines, while the brighter ogres act as overseers, guards, and savage shock troops. However, the brutish nature and overwhelming strength of the giant-men and trolls make them difficult to control. They are more often a liability than an asset. Consequently, their numbers are kept low by murdering the young. Some tribes have banished giant-men from their warrens altogether, driving them into the icy wastes or towards the Withered Woods and the Highhorn Mountains. By contrast, some tribes, such as the Black Horned Mother, actively breed giant-men and trolls, then steal their young and send them north to the spawning pits of Kazak-Dûr. In that foul place, undead legates work vile magics on their flesh to create new monstrous servants for their dark lord.

Survival in the Wastes

The odrendor and their slaves swarm beneath the Weal in their thousands, and the pressure to breed ever more warriors to fight in the fey war is unrelenting. Despite the monstrous nature of the Shadow's minions, they are still flesh and blood and require sustenance in order to survive, let alone thrive. Surprisingly, the dark spaces beneath the earth offer up a rich bounty. Blind fish, fetid fungi, insects, slimy gastropods, spiders, and worms are staples of the warrens; they are despicable to the discerning palette but relished by the orcs and goblin-kin. Of course, the odrendor prefer flesh ripped from struggling prey. To this end, human and halfling slaves are bred like pigs for the sole purpose of providing the orcs with warm meat.

Besides the slave pens (and even slaves must eat), each tribe is supported by mile-upon-mile of subterranean farmland and fiercely contested surface hunting grounds. In sprawling caverns and twisted grottos, vast forests of putrid fungi grow in thin, watery soil fed with excrement, offal, and the discarded remains of Izrador's sacrifices. These caves are illuminated by the dim glow of phosphorescent fungi, a sickly half-light that casts the deformed shapes of the mushrooms in sinister shadows. Amongst the pallid blooms roam giant slugs, carrion worms, and motile oozes, feeding among the filth and rotting body parts. They are a danger to the goblin-farmers and human slaves, but they are also much-sought delicacies for their masters' tables, and the expendable laborers make an ideal bait with which to draw them into the hunters' traps.


Water, the other vital necessity of life—even for orcs—is everywhere in the warrens, from moisture that runs perpetually down tunnel walls and across slick cavern floors to lightless rushing streams and foul-smelling pools crusted with salt and frothy scum. The moisture encourages lethal slimes and blood-colored oozes, which spread relentlessly



unless burned away. In the frigid streams pale eels, leeches, and sucking lamprey writhe among the dark rocks and slimy, diseased mud. Cave fish, blind and grotesque, thrive in the deeper waters and stagnant pools, preying on smaller, primitive aquatic creatures and which are, in turn, are preyed upon by larger, ancient, perhaps even intelligent horrors that lurk in the darkest waters.

Boneshards

Orcs and deep-dwelling horrors are not the only predators to haunt the dank caves and the barren surface near the Weal. Fell stalk the realm, rarely troubling the well-guarded warrens but always a deadly menace to the goblin shanties. Slaves are constantly dying huddled in the corners of the pens or at work in the fields and caves, and many of them rise as tortured revenants of their former selves, driven by the twin lusts of hunger and revenge. A single Fell can quickly spread undeath throughout its entire work group. In some of the more twisted and devious warrens, where the kurasatch udareen have mastered the art of necromancy, such creatures are simply harnessed as another, albeit unpredictable, form of slave labor. Other Fell, particularly those who retain their intelligence, know enough to attempt to escape before they



start feeding. In caverns adorned with stalactites and stalagmites these cunning creatures, with flesh like stone, lie in wait for passing prey. In the darkness, half-seen shapes slither and crawl, fearful of fire but bold in the shadows from which they grab and choke and bite. Yet, of all the many horrors lurking in the caves of the Weal, those most feared by the orcs are huge chitinous spiders they call the *vardrath*, or bone-swords, thus named for the way their legs taper to wicked, sword-like points.

Frighteningly intelligent, the vardrath lay in wait in the darkness and, armed with the knowledge and experiences of their past battles, set ever more cunning snares for the orcs and their slaves. The webs of the vardrath are feathered with sharp shards of bone, broken from their victims and bound within the black resins they secrete. The vardrath are Izrador's sentinels and scourge, a vast brood spawned from a demon mother in the dark years of the First Age. They serve as guardians, protecting the hidden routes into the Scar, and the dark god uses them to weed out the weak and unworthy amongst his chosen warriors. Every few years the spiders attack in vast numbers, typically targeting tribes that have earned Izrador's ire (a fact not lost on the odrendor). Their attacks are swift and brutal, though they never inflict as much

damage as they could, instead retreating with the dead and the wounded after a few hundred are slain. They return to a hidden lair, a vast tangle of webs called the Boneshards that spreads for leagues into the Vale of Tears.

Black Iron

The odrendor live for bloodshed and battle. While tusk and claw are fearsome weapons cruelly used, nothing brings visceral satisfaction like the hacking vardatch and crushing maul. The weapons of the Weal tribes are forged from black iron dug from rich veins running beneath the icy wastes of the Vale of Tears. There are many mines, jealously guarded by the tribes and worked by goblin and human slaves, who dig until they die in chains and then are eaten or thrown to rot into the ordure pits and fungi fields.

These seams of black iron follow the edge of the Vale of Tears, creating a barrier of metal ore between the tunnels of the Weal and the unknown abysses beyond. Orcish legends claim that through a nightmare labyrinth of stone that delves deep and far, winding tunnels come at last to the Scar itself. There are many horrors that lurk in this lightless country, abominations and ancient evils sufficient to keep even the odrendor away.

Black Iron Mechanics

Black iron is heavy, weighing one and a half times as much as normal iron, and prized for its hardness and fey-killing potency. The metal's peculiar properties are attributed to thick tendrils of shadow substance that run through the seams and twisting veins. In game terms, weapons or armor forged from black iron cost three times as much to make as their normal counterparts, and are treated as being made of cold iron for purposes of bypassing damage reduction. In cold conditions or colder, black iron has 30 hit points per inch of thickness and hardness 15. When the ore is mixed with ash and blood, the resulting metal seems to gather shadows and shun light. If such ore is enchanted at a power nexus or dead nexus with an affinity for cold, darkness, or death effects, the nexus is treated as having an affinity of 1 higher.

Unfortunately, black iron has a fatal flaw: Its integrity is entirely dependent on the cold. Unless enchanted, the metal begins to corrode within a matter of days of passing out of the cold north, losing 1 hit point and 1 point of hardness for each day spent outside cold or colder conditions. Because of this weakness in the metal, the orc troops who travel much south of Riismark must rearm with weapons and armor forged from normal steel.

The Vale of Tears

The Vale of Tears is well named, for these lands have born the brunt of Aryth's suffering since the Sundering. Ravaged by the Shadow's depravations, the air screams its anguish, weeping tears of bitter ice. The earth heaves and writhes in agony, its flesh buckling and cracking beneath the strain. Many of the wounds are hidden beneath ice and snow, but others gape darkly or belch sulphurous fumes, vented humors of the dark malady that grips the land. These outward signs of sickness are symptomatic of the festering corruption hidden just beneath the surface. Invisible, vile tentacles of the Shadow's essence, radiating from the Scar, twist through the earth. Sometimes, where the trembling earth has split like rotten fruit, these appendages of malice break the surface and wend through the wastes like sluggish rivers of fear.

The heartlands of the Shadow are blighted and cursed. The dark god's corruption lies heavily upon the land, adding supernatural peril to an already lethal landscape. A will-sapping half-light is the only respite from the otherwise unremitting darkness of night and storm-rent skies. The cold is more than the chill of icebound lands; it seeps into the marrow through even the thickest furs, stealing warmth and laying seeds of black ice in the soul. In areas

where the Shadow's invisible essence pushes close to the surface, the snow and ice have acquired a sickening taint. The foul stench of rot and decay arise from this gray snow, giving off nauseating vapors that sap strength and dull the senses. The Fell cluster in such places, attracted by the reek of corruption and the chance of easy prey.

The Black Road

There are few safe paths through the Vale of Tears, and these are known only to certain orc tribes that live on lowest levels of the Weal. Orcs from the southern warrens wishing to cross the Vale often employ scouts from these tribes to navigate them safely through the wastes. The most prominent and well-used trail is the so-called Black Road. There seems little about the road that entitles it to this appellation; at first glance it appears just like any other part of the Vale's endless maze of ice and rock. However, at regular intervals blocks of black obsidian mark the course of the road. These rune-carved obelisks emit a low, unsettling hum that appears to drive the denizens of the wastes, living and dead, away, and that gives orcs dull, bone-aching migraines.

Environmental Hazards

To traverse the Vale of Tears is both an arduous and dangerous task. Cracks and chasms open and close with alarming frequency, forcing a traveler far from his original path, and worse, ice and snow form treacherous mantles over the rifts, creating the illusion of passable terrain. Distance and direction, or at least the perception of them, are also deceiving in the ice wastes. Beneath the wan, half-light of the permanently occluded sun, the snow takes on the color of dead flesh and it is all but impossible to tell in which direction north lies. Ever-present clouds masquerade as mountains in the distance and obscure the horizon. When the true mountains finally appear, they loom like a mirage above the clouds but never seem to grow any closer. The DC of all Survival checks made in relation to navigating in the Vale are increased by +4.

Additionally, while in the Vale of Tears, one or more of the following hazards are in effect. Orcs and other shadow-born (see page 58) gain their racial bonus to resist taint on all saves against supernatural effects.

Hidden chasms: CR 5; Survival check DC 25; 4 hour interval; +0 modifier/interval; Special: On a failed check, the party must spend 1d4 hours traveling without making any progress. Subtract that time from the total they spent moving for the day to determine their progress. If the Survival check is missed by 5 or more, 1d4 random characters fall 10d10 ft. into a hidden chasm (DC 20 Reflex save avoids). If the party does not include anyone with ranks in Survival, a character may instead make a Wisdom check to navigate, albeit with a -4 competence penalty.

Burnt Mother Tribe

Master Ereach,

As per your request, I have had my informants investigate the lesser-known tribe that call themselves the Burnt Mother orcs. They are the de facto guardians of the Black Road and as such rule the lower and western Weal. Since your last visit, the Vale of Tears has become even more unpredictable, with frequent tremors and unstable ice. I would not travel the Black Road without a Burnt Mother escort. They can take you safely to the region patrolled by the Frozen Mother orcs, over halfway to the Scar. Finding a guide is not difficult, as the tribe's warrens are clearly visible in the cliff sides rimming the Weal.

The tribe has grown over the past 30 years as most of their rivals have moved into Erenland. With their new warrens in the Downs there are close to 50,000 Burnt Mother orcs. That number is likely to grow as they continue expanding their warrens to the south. There are only two tribes that could challenge their control of the eastern Weal: the Frozen Mother in the northwest and the Blood Mother to the southeast. The Burnt Mothers appear to have some understanding with the Frozen Mother orcs, as their guide can travel into Frozen Mother territory without fear of attack. So far, there have been no problems with the Blood Mothers, either; there's still plenty of room for both tribes to expand into the Cold Downs or farther out along the Weal.

Dolorous Light (Su): CR 1; Will save DC 10; 4 hour interval; +0 modifier/interval; -2 penalty to Will saves; Special: An affected creature is overcome by feelings of despair and hopelessness. Each day, an affected character must succeed at a DC10 Will save or turn away from the destination, seeking to escape the Shadow's blighted lands. The penalty to Will saves is cumulative to a maximum of -10.

Fell Chill (Su): CR —; The Vale of Tears has extremely cold conditions, while farther north in the mountains and beyond the Scar the conditions are severely cold. Creatures traveling in these lands suffer the effects of cold dangers as described in the DMG; any creature that dies in these icy wastes may suffer a penalty to its Will save against rising as a Fell. The penalty is equal to the amount of hit point damage from cold the creature was suffering when it died. Such creatures also have a chance of rising as a cold one (see page 37); that chance is equal to 5% per penalty to the aforementioned Will save.

Tainted Ice, Snow, or Snowmelt (Su): CR 3; Fortitude save DC 10; 4 hour interval; -1 modifier/interval; 1 point of Constitution damage if exposed to flesh; Special: The

Constitution damage caused by this effect cannot be healed via magical or mundane means until an afflicted character enters an area free of this hazard. Areas of tainted snow are treated as though under the effects of *unhallow*.

Fetid Air: Creatures cannot heal naturally in these lands and open wounds are at greater risk of becoming infected. All Fortitude saves against disease suffer a –4 penalty.

Blood of the Dark God

From his riven tomb in the Scar the dark god's corruption reaches into the surrounding lands, manifesting as tendrils of raw evil that push through the earth like sickening veins or maggoty threads of some malevolent fungus. These veins of power leech the life of the land, leaving them barren wastes devoid of any living thing not unwholesome and vile. These veins are a more primal, organic version of the theft of magic stolen through the black mirrors; this close to his corpse's resting place, the dark god can take his "nutrition" directly from Aryth herself. The tendrils are thickest in the Vale of the Tears and the Scar, but they are spread less thickly through the Blight, the Highhorn Mountains, and even the Cold Downs.

The orcs can smell the Godsblood, as they call these veins, and hold them as sacred while at the same time fearing

them. These places crawl with the Shadow's taint, which seems to thicken the air, distorting sound and making it difficult to breathe (all living creatures suffer a –4 profane penalty to Listen checks and a –2 profane penalty to all other checks, attacks, or saving throws). In these blighted areas even the odrendor's natural resistance to the Shadow's taint is not enough to protect them from its corrupting influence. Some, however—notably the kurasatch udareen—actively seek out the dark god's black veins to bask in the tainted atmosphere and even cut the mystic membranes to sup of the ichor within. If allowed within the body (this is accomplished by lowering one of one's ability scores to 0 and remaining within the vein's flow while the ability damage heals), this taint confers terrible power upon the supplicant but leaves her forever changed in form and mind (see page 57).

Spire of Black Ice

In the depths of the Vale of Tears a black tower thrusts from a fractured plain, the surrounding sheets of ice and stone seeming to have been broken by the violence of the icy spire's eruption from the earth. This is the abode of the Rime Witches, a coven of ancient kurasatch udareen who are the dark counterparts of the Erunsil snow witches. The dark god's hags have tethered and corrupted the spirits who were once the custodians of winter, and now unleash them to wreak havoc for fury's sake or to hound their master's foes.

From their frozen tower the Rime Witches observe what passes in the Vale of Tears by means of an enchanted cauldron made from ice. In the gelid waters of this vat they can scry all corners of their master's northern realm. It is in their power to send sudden biting winds and hateful storms driven by insane elementals, or turn the air so cold that it sears the lungs and burns the skin. Directed by the malevolent gaze of the Rime Witches, the unnatural weather of the Vale is all the more deadly because of the lack of shelter in the open wastes.

The Rime Witches are not alone in their spire; they are served by orcs of the Frozen Mother Tribe. This tribe, while small, wields great power and respect because their warriors alone have been chosen to guard the Spire of Black Ice for the last millennia. The rime witches are also typically, but not exclusively, drawn from the Frozen Mother's kurasatch udareen. Warriors of the Frozen Mother Tribe are renowned for their skill in navigating the Vale, an ability that is largely due to the war-hogs they use as steeds. The noses of these ferocious, many-tusked pigs are exquisitely sensitive to moisture, vibrations, and scent, all of which allow them to avoid the weak ice, unstable stone, and slush bogs that threaten the unwary traveler in this harsh country.

Frozen Mother Tribe

My lord Ereach,

Of all the greater tribes, I know the least about the Frozen Mother orcs. Their warrens are well north of the Black Road, in the western Weal. The tribe is not large in number, no more than 20,000 orcs, but they are amongst the most feared tribe in the north. Their witches have learned how to control the elemental spirits and the weather, using them as weapons. Their warriors are mounted on massive boars known as rime tusks, easily the equal of any cavalry in Erenland.

The Frozen Mother tribe has little interaction with their neighboring tribes, focusing on control of the western Weal and protection of a great spire of black ice believed to be the home of their kurasatch udareen. However, as mentioned in my earlier correspondence, I believe that they have some agreement with the Burnt Mother tribe, as their riders can be seen off in the distance as you travel the Black Road. The Frozen Mothers seem to ignore the remnants of the Mother of Bone tribe, and the Black Horned Mother tribe, while strong, is too far to the west to be of concern to them.

Drifts of the Dead

The Shadow rules his chosen with a dark fist clenched about their hearts, using fear as his whip and despair as their shackles. Fear and despair all too often fan the violence and hatred bred into the orcs to an all-consuming flame. There are those among the orcs who silently believe that this is part of the Shadow's dark design: The ferocity Izrador requires of his instruments of death is forged only in the crucible of war.

In the Third Age, as the Order of Shadow and the kurasatch udareen sought to build a terrible war machine to finish what they had failed to complete in the Second Age, an uprising among the tribes threatened to ruin all they had so far achieved. Fierce jealousies between the war chiefs of the Bone Mother, Broken Tooth, and Howling Mother tribes were the spark that lit the dry tinder of orcish hate, igniting a rage that even the kurasatch udareen were powerless to contain. In Izrador's icy vale, two mighty armies clashed in a bloody confrontation that left a hundred thousand slain, one tribe driven to the brink of extinction, the others extinguished for all time. But it was not black blade or sharp tusk that claimed the warriors of these seditious tribes.

As the great hosts stood upon the Vail's icy plain, their howls of derision and defiance echoing in the frigid air, the skies darkened as deepest night and the voice of the wind grew to drown out their clamor. From the north, a storm like no other swept across the plain, black with Shadow's ire and cold with his fury. Only a score of warriors of the Bone Mother survived to tell the tale of a vast wall of snow driven by demonic winds. In its churning depths the living were consumed by ice and dread and became forever held in their embrace.

The orcs now know this region as *Oroth Naar*, the Drifts of the Dead. The unstable nature of the Vale's terrain has caused the area to fracture and sink, creating a maze of icy passages and freezing rifts. In the ice of the walls, dead warriors from the past age stare out in frozen agony, fury and hate etched deeply into their withered flesh. The twisting corridors of Oroth Naar are haunted by dread wraiths, wights, spectres, and other furious spirits of slain, denied final rest as punishment for their transgressions. The kurasatch udareen of the Mother of Bone Tribe are the only living creatures the dead of Oroth Naar will tolerate in their cursed catacombs, and those black witches come often to confer with their ancestors and draw power from the necromantic conflux that lies at the black heart of the maze.

Blight Marsh

The Blight Marsh was once a great inland sea, a lesser sister to the Pelluria. Its crystal clear waters and bountiful fish drew the elthedar to its shores in

the Time of Years, so that their peaceful towns dotted the southern edge of the sea and their graceful boats plied its expanse. Over the centuries the towns grew into cities of intricately crafted stone. Then darkness spread across the heavens as the gods warred. The gods' victory was the doom of the elthedar. When Izrador's crippled form was cast down from the heavens, its impact shattered mountains and caused the sea to rise, overwhelming the cities and destroying the elthedar civilization in northern Eredane. Then, as quickly as its waters rose up, they flowed away through the rents in the earth, leaving nothing behind but a fetid marsh. This low-lying area now acts as a natural drainage for the short spring thaw of the north and is a source for the great Ishensa river, the highway of Northern Eredane.

This region, in its brief summers, once teemed with fish and wildlife, but is now an area of death and decay. Izrador's corruption is strong here, poisoning the water and spreading corrupting, but not killing, diseases through plants and animals. Even the air is foul; the marsh is permanently cloaked in a nauseating miasma of poisonous fumes and ill humors. Of the intelligent races, only the Blighted Mother orcs and their allies have been able to adapt to life in the marshlands.

Plague Mist

CR 3; Fortitude DC 15; 2 hour interval; +0 modifier/interval; Special: An affected character contracts a virulent disease that can cripple and warp in a matter of days. The character sickens quickly, his body wracked by terrible,

Mother of Bone Tribe

Master Ereach,

The smallest of the north's Great Tribes is the Mother of Bone. The living number no more than 5,000, but the strength of the tribe is not their living warriors but their dead. The tribe's witches are masters of necromancy; they've raised legions of skeletal warriors from the Drifts of the Dead, an ancient battleground where our God punished them for their disobedience. The tribe pays for their redemption by marching their undead legions south to fight the fey.

The tribe and the Drifts of the Dead are given a wide berth by their neighbors. None wish to face warriors, who don't bleed, feel pain, or fatigue. There is no glory in defeating the dead. Their only ally is the usurper, Sumulael, who has sent his lackeys to study the Drifts and learn from the Mother of Bone witches. Some of Sumulael's scum may still be in their warrens, so it is best to move quickly through their territory when one travels on the Black Road.

burning fever. Hours later, black blisters and suppurating sores breakout across his skin; Fortitude DC 15, incubation 1 day; damage 1d4 Str and 1d6 Dex. Once the initial damage is done, the disease becomes more passive, though the blisters and sores remain. The blisters erupt regularly, releasing a mist that carries the plague and subjects creatures within 5 ft. to the infection. Additionally, the disease is automatically passed on to one's children.

What life remains in the Blight Marsh clings tenaciously to the southern edges of the swamp, where the water is not yet completely foul and the brief summers provide some respite from the remorseless blizzards that blow in from the north and the Vale of Tears. Caribou and elk herds are trailed by packs of winter wolves and swarms of bloat flies, tainted vermin that strip the flesh of any warm-blooded creature they encounter. Large rodents and swamp birds are hunted by solitary or paired blight krenshar, creatures identical to their southern brethren but that have adapted to life in the frozen

north. Meanwhile, life's antithesis creeps southward in search of living warmth: The hated cold ones are always on the hunt in the lands of the Blighted Mother, seeking to devour the warmth of their living brethren.

In the center of this wasteland, in an area even the Blighted Mother orcs fear to tread, are the ruins of the ancient elthedar cities. On rare clear days, small outcrops of weathered white stone can be seen barely breaking the surface of the marsh. The cities are buried under fetid water and millennia of sediment. The sediment has preserved the ruins and hidden their secrets from the dark god's servants. These cities may be the best-preserved elthedar ruins, and if uncovered they could provide knowledge lost with the fall of the last servants of the old gods.

Pit of the Cold Mother

North of the Blight Marsh, where the glacial winds cut like a knife and the land has been frozen since the dawn of time, is a hole clawed into the ice. The hole, no more than five feet across, burrows down through ice and iron-hard soil, winding seemingly aimlessly into the earth. In the lightless depths the tunnel widens, entering a vast cavern swarming with bodies, cold as the grave, which crowd around a dark, pulsing river. The river is the essence of evil, a great tendril of the dark god's corruption made manifest. Across the foul river, a crude altar of ice-encrusted rock honors the Shadow in the North. Frozen rivulets of blood cling to the side of the altar, grim testimony of the souls sacrificed in his name.

This gelid hellhole is home to Alaruga, the Cold Mother. Alaruga was once the kurasatch udareen of the White Wolves, a lesser tribe pushed out of the Blight Marsh and hunted to extinction by the Blighted Mothers. Alaruga led the last fifty White Wolves north into the wastes of the Blight to find refuge and time to rebuild their strength until such time as they could take revenge. Even as the chill waters and frozen marsh claimed her people one by one, Alaruga continued north, drawn by a song of great power that called from beneath the ice. Without tools, her warriors dug through the ice and earth until their claws splintered and their fingers bled. They were forced to slaughter the weakest amongst them for food, but still they dug deeper. Alaruga and the last of her tribe froze to death just feet short of their goal, but the witch's hatred could not be stopped by death; she and her warriors rose as cold ones, devourers of heat and life.

Fed by Izrador's black essence, Alaruga has built a new tribe, calling the cold ones from across the Endless Ice to the north and the icy wastes of the Vale of Tears to join her. From her black pit, Alaruga orchestrates a cold war of vengeance against the

Blighted Mother Tribe

Most Holy Legate Ereach,

The lands around the Blight Marsh have become ever more dangerous since your last visit. There is a new scourge from out of the wastes: the Cold Ones, abnormally strong and organized Fell. They attack in large numbers and work together to overwhelm even well-organized defenses. Rumors claim that they have destroyed whole warrens. We sent two of our own to investigate, but they never returned; we have too few brothers in the north to risk further investigation. Fortunately, the threat appears to be greatest in the Blight and the eastern Vale, and should not affect travel on the Black Road.

The Blighted Mother tribe, with over 40,000 orcs, dominates the Blight Marsh, even with their current problems. All other tribes have been absorbed or forced elsewhere. The tribe is the Blood Mother's greatest rival in the north; skirmishes between the two tribes over hunting grounds is common. The enmity between the Blighted Mother and Blood Mother orcs is to our advantage. Every effort should be made to further this rivalry. Beside the Blood Mother, though, they have no other serious rival. In truth, few would want their land. To the north in the Endless Ice are a few minor tribes. The Dead Mother orcs are to the east and are ignored. The Burnt Mother orcs, keeping as they do to their Black Road, are left alone and occasionally traded with. If conflict were to erupt in the north, the Blighted and the Burnt Mothers would likely be allies.



Blighted Mothers. Her dead warriors attack their hunting parties and probe for weaknesses in the defenses of their warrens. The Cold Mother is shrewd and husbands her strength until such time as her reborn tribe will be able to emerge from the Blight Marsh to kill all in their path and feast on the flesh of her hated enemies.

The Scar

Out of the trackless wastes of the Vale of Tears the land rises in a series of shattered terraces to the edge of a toothy maw. A broken ridge of rock and ice thrusts into the dark skies, and beyond it lies the abyss known as the Scar. The Scar and its surrounding, blasted terrain run from the tip of the Withering Wood in the shadow of the Highhorn Mountains to the stark, snow-clad lands of the Endless Ice.

Edges of the Scar

The land surrounding the Scar is dead, a frigid wasteland scoured by freezing winds and swirling mephitic vapors vented from the chasm's poisoned depths. Howling storms of ice, conjured from the black peaks of the looming mountains, rage across the exposed flanks of the ridges, driving the acidic fogs

and toxic fumes in a deadly maelstrom of poisoned, icy splinters. Even the black-hearted odrendor fear this place, and their only intrusion is made along the Black Road, which concludes its winding course in the brooding precincts of Kazak-Dûr, the only city they have dared to found this far north.

The edges of the Scar are not without denizens, however. Foul spirits, hoar shades, and vile abominations spawned in the pits of Kazak-Dûr haunt the dead-lands. They prey upon each other, and opportunistically on travelers of the Black Road. Other dangers menace these accursed highlands: This close to the Scar, the black veins of the Shadow's poisoned blood become more prominent, and even manifest in physical form. The glistening movement of these monstrous tendrils is fearful and sinister, the slithering progress of colossal maggots spreading canker and corruption through Aryth's flesh.

Rotting Ice

On the far side of the Scar ancient glaciers creep from the Highhorn Mountains, burying the northern edge of the chasm in creaking, rotten ice. What black waterways are fed by the melt waters within the depths of the Scar are unremarked in tale or tome, but the odrendor claim the foul waters of the Blight Marsh are born in the black ice of the Highhorns and seep through the lightless tomb of their dark god. It is not, then, so far-fetched that they call the mighty Ishensa the Blood of Shadow.

Cracks and crevices pockmark the sheer ice-cliffs, opening into labyrinthine tunnels that riddle the glaciers and delve deep into the Highhorn Mountains. The highest of these are sometimes used by the Motherless Ones. For centuries, these degenerate orcs have infested the mountains and high glacial fields north of the Scar, moving in chaotic packs that swell and contract as one murderous warlord claims dominance only to be violently usurped by another. In recent times, however, the Motherless Ones have been seen together in greater numbers than usual, seemingly united under a single strong war-chief. Only in their legends has there ever been a leader powerful enough to unite the feral clans into a single tribe for more than a few arcs, before such fragile unity is ripped apart by the bestial natures of these savage and degenerate creatures. They manifest the worst, most bestial traits of orcs but have no god's whispers in the night to give them purpose.

In the lower caves of the glacial cliffs, a race of leather-winged demons nests in great numbers. From the highest points of the southern ridge their sinister forms can be glimpsed wheeling amongst the ever-present clouds of bilious fumes rising from the Scar. These creatures are the great foe of the Motherless Ones, and the two races have waged a bloody war since the orcs migrated to the mountains. The Motherless Ones call their enemy the *yaal-druth*, which means "maggot-eaters" in their broken dialect of the orcish tongue. The gaunt, reptilian demons earn this epithet because they prey upon the obscene pale orcs of Kazak-Dûr, whom the Motherless Ones hold great contempt. The clashes between the *yaal-druth* and the feral orcs of the Highhorns are more evenly matched contests, however, and warriors of each side gain much glory from the hunting of the other.

Kazak-Dûr

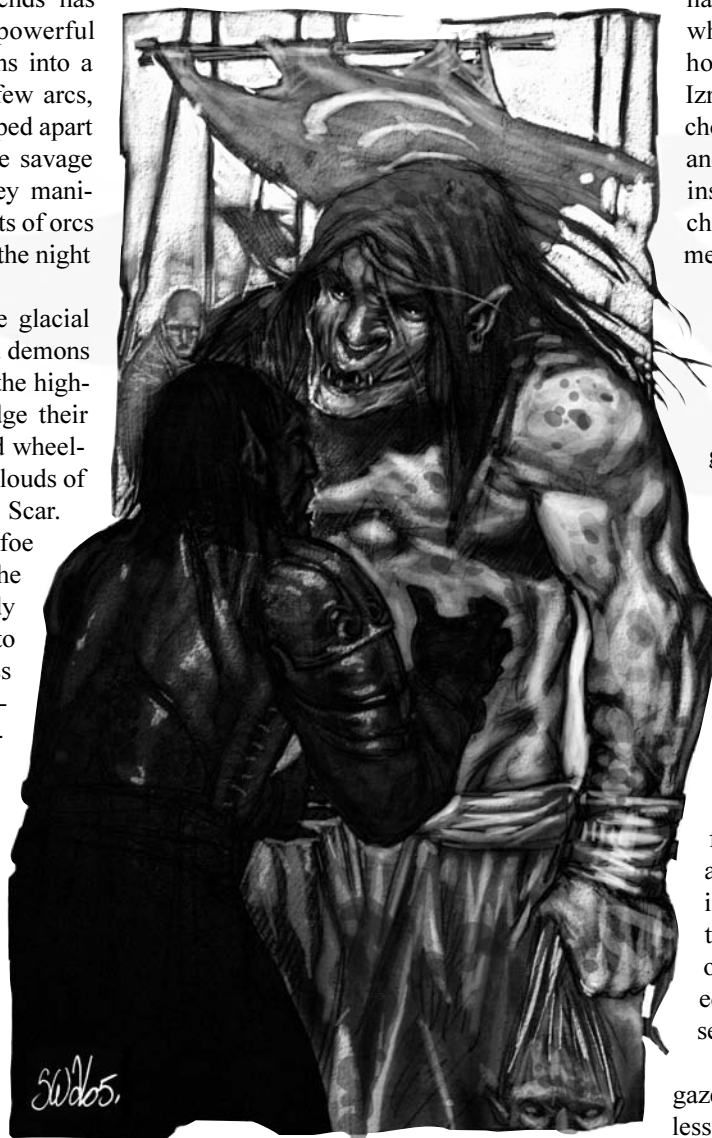
Kazak-Dûr clings like a cadaverous claw to the very edge of the Scar; its broken fingers sunk deep within the rock. The cursed city guards the only road into the terrible rift where, so say the darkest legends, lays the dread tomb of the

dark god, Izrador. Before Theros Obsidia was raised in the bloody ruins of Highwall, Kazak-Dûr was the most sacred place in the Shadow's realm, the closest point that his supplicants could physically get to their god. Yet such proximity to the essence of evil cannot be easily born by even the wickedest mortal, and Kazak-Dûr never served as a functioning capitol for Izrador's domain. In all of Eredane, no place stirs greater fear in the orcish heart than this blighted city. Here the terrible whispers of the dark god, elsewhere limited to the troubled hours of sleep, are a continuous barrage of hate and fear, no longer a whisper but an incoherent howl. Few among even Izrador's most faithful would choose to dwell in Kazak-Dûr, and those that do are driven insane and are forever changed by the evil that permeates its dark stones.

The Darkfast

The outer wards of Kazak-Dûr are first glimpsed from the Black Road as it winds through a frozen ravine much like countless others in the Vale of Tears. At its far end, the valley walls raise sheer to an icy ridgeline, the true ragged edge of the Scar, where a black citadel of odd construction guards the approach. Watchful menace radiates from the ominous fortress, along with a nimbus of pulsing purple light that causes it to shift nauseatingly in and out of focus. This brooding edifice is the Darkfast, the sentinel of Kazak-Dûr.

Beneath the unsettling gaze of the looming, windowless tower, the road enters a narrow gorge that cuts through the cliff. Beyond lie the cursed terraces of Kazak-Dûr and the aching void of the Scar. It is not clear how the Darkfast is approached, other than by scaling the sheer, ice-shorn cliffs. Blizzards rage about the ridge, wreathing the tower in a hoary shroud of elemental torment, the voices of the Lost and the damned fused in an endless scream of unholy rage. The fury of the storm often spills into the valley, its howl drowning out all other sound and the swirling snow causing the tower to



vanish from the skyline; something about the suddenness with which it vanishes raises the unsettling notion that the tower has disappeared from the ridge rather than simply been obscured by the gusting snow.

The horrors that lurk in the Darkfast are the subject of countless dark tales. Orcish legends tell of the *avrir*, ravening spirits of smoke and fire. Another legend, etched on obsidian slates in the shifting sigils of the Sundered Tongues, lies in the archives of the Five Towers. It says that a scholar of the Order of Truth who spent his life studying these slates braved demon-haunted Cale to find a trapped spirit able to translate the script. What became of the young Caransil is not known, but the slates and the scholar's notes were later found clutched in a dead clansman's hand on the edge of the Foul Bog of Eris Aman.

The translated fragments told a sorry tale of learned wizards from another age, ensnared by the Shadow in a trap of their own making. In the tumultuous years following the Sundering, the elthedar had built a tower, later called the Tower of False Hope, from which to penetrate the silence that had fallen across the celestial realm. The ancients chose the ragged edge of the Scar because it was clearly a god-touched site, and hoped that by placing their astrolabe here they would more readily divine the catastrophe that had befallen their world; how wise their reasoning, how foolish their sense. Even in the pain-filled thrashings of his divine consumption a part of Izrador's spirit sensed the elthedar fumbling at his graveside. The dark god reached out to them and gave them the answers they sought, but took their souls in payment.

What the dark god did with the elthedar wizards is not recorded, but perhaps by some strange chance they still persist. Such ancients would surely be potent creatures if they were freed of their sorcerous prison, though whether they would serve Izrador or seek vengeance against him is unknown.

Broken Terraces

In the claustrophobic confines of the gorge beyond the Darkfast, the wind becomes a distant sound and, for the first time since passing the halfway mark in the Vale of Tears, the snow is little more than knee deep. The walls of the gorge are sheer and in some places covered in timeworn carvings, geometric shapes, and thorny lines that would be quite familiar to any who have visited a Temple of Shadow in conquered Erenland. At irregular intervals and varying heights carved pillars frame portals that lead into darkness so thick that it seems to have substance. These are entrances to ancient dwellings carved back into the obsidian cliffs. Abandoned in the Time of Years, they have since seen intermittent occupation by demons, undead, and other loathsome servants of the

Voice of the Dark God

Those journeying through the Vale of Tears become more aware of the voice of the dark god with every step north. Its dread tones become audible even to non-orcs as an unceasing, ravening sound filled with menace and hate. Its maddening intonations carry on the wind and assail the waking mind with fearful whispers and soul-grinding despair. At night sleep is broken and fleeting, driven before an onslaught of terrible images that linger in the shadows, only to continue their torments when the traveler awakes.

Voice of Despair (CR3): Will save (see below for DC); 4 hour interval; -1 modifier/interval; -1 morale penalty to attacks and checks. Special: The penalties caused by this hazard accumulate over time to a maximum of -10. For example, a character who fails two saves in a row suffers a -2 morale penalty. A subsequent successful save removes one penalty increment. If the affected character leaves the area affected by this trait, all morale penalties disappear after one day. The dark god's influence grows the closer to the Rift a character gets. The DC for the Will save against this trait varies as follows.

Location	DC
Weal	5
Vale of Tears	10
Edges of the Scar	13
Kazak-Dûr	15
The Scar	20
Tomb of God Flesh	25

Shadow. After several hundred yards the gorge ends at a narrow ledge that juts into a maelstrom of swirling ice; ahead lays the first glimpse of the dark god's grave.

The gorge opens onto a vast gulf, the great Scar carved by Izrador's fall from the celestial realm. The sensation of going from the closeness of the gorge to the yawning space of the Scar is disorientating and terrifying. The wind finds its voice once more as it screams through the void, clawing at rock and hurling ice in a fearful, unending tempest. Within this elemental foment dark shapes wheel and dive, black-winged horrors born of the Shadow's spite. From the narrow ledge, icy steps descend sharply to a series of long, broken terraces that fall precipitously to the edge of a boundless chasm. Looming from the dark void, an enormous splinter of rock thrusts into the howling sky. This is the Dark Chantry. At the Scar's edge, the faint outline of an arching bridge can be seen extending from the lowest terrace onto the carved face of that dread spire.

On the fractured terraces lies the bulk of the ancient city of Kazak-Dûr itself, sprawled like a savaged corpse buried in

the ice and rock. The city that once stood on this accursed slope has long since been ground into oblivion. Only scattered stones and icebound fragments are left to mark the once grand halls and delicate towers. Kazak-Dûr was devastated in the Sundering, and in the intervening time the remaining ruins have been scoured by storm, devoured by ice, and scavenged by deformed orcs that infest the lightless windings of its bowels. Occasionally a faded mural or rune-etched stone emerges from the icy walls; those who have visited the dreaming City of the Sea or the demon-haunted ruins of Ibon-Sul might note with chilling recognition the similarity of the markings of those ruined elthedar haunts and these buried in black ice at the Shadow's graveside.

Dark Hive

The surface ruins known as the Dark Hive are all that remain of the magnificent temple district that once crowned this elthedar city. The peaceful slopes of that now-shattered mound were once graced with temples and tranquil precincts, where white-robed priests prayed and studied in the warmth of a beneficent sun. Yet, the district's shattered remains are far from empty. Dark holes lead beneath ice and mounding stone to a vast warren that extends deep into the walls of the Scar. Mile upon mile of twisting tunnels connect dismal caves and vast lightless spaces created in the aftershocks of Izrador's fall. This is the true realm of Kazak-Dûr, the dark hive of Izrador's most foul and pitiful servants.

The chief denizens of this lightless space are the *magral*, or maggot-formed. They were once orcs, but too many generations in the dark god's tainted shadow changed them into vile abominations that gibber and rave beneath the earth. Their warrens extend far underground and into the broken hills of the surrounding wastes, but do not provide access to the bottom of the Scar. The *magral* in their thousands swarm through the dark tunnels of Kazak-Dûr, their wailing an aching, terrible sound that echoes the howling winds of the surface. The *magral* scream because the dark god's unbearable voice never leaves them. Driven to madness, the pitiful creatures flip between terror-induced deliri-

um, catatonic stupor, and wailing, thrashing paroxysms of rage. The only beings that seem able to stir them from their madness into any kind of directed activity are the undead legates and liches of the Black Chantry.

Black Chantry

The Black Chantry is the last house of the legates, a sinister cathedral of vile magic and dark prayers where the most ancient priests of the Order of Shadow come at last to contemplate their dark god for the remainder of eternity. It rises directly from the Scar's depths, some say piercing the heart of Izrador's corpse itself, and seems to hover in the center of the chasm. An impossibly long and narrow bridge spans the rift from the blasted terraces of Kazak-Dûr, ending at a vast iron portal, the Petition Gate, where a terrible demon guards entry into this bastion of darkness and pain. Above this dread threshold the rocky spire extends into seething storm clouds, while below its roots are lost in a swirling sea of vapor and darkness.

The exterior of the Black Chantry has the texture of molten wax, great nodules and misshapen lumps giving it the appearance of a monstrous black candle rearing from the miasmatic vapors of the Scar. Countless windows and narrow arches fenestrate this surface, leaking baleful purple light of similar hue to that emanating from the Darkfast. The ever-present winds of the Scar whistle through these apertures and the winding corridors beyond. The resulting sound is a lament

of the damned, an oppressive dirge that merges with the dark god's voice in an unending, maddening wail (see **Voice of the Dark God**, page 31). Narrow ledges, just wide enough for a winged humanoid to alight upon, lip many of the spire's archways. The *yadruul* roost here in great numbers, serving the legates by carrying them to and from the lower levels of the Dark Hive. At some unknown signal, vast clouds of the winged horrors rise on the keening wind to flock in black clouds about the spire and its umbilical bridge.





Gates of Petition

The low walls of the bridge connecting Kazak-Dûr's broken slopes with the Black Chantry are crenulated, the pitted turrets capped by snarling gargoyles carved in bestial and demonic forms. The wind shrieks louder here than on the terraces, as though the storm's unabated fury is bent on tearing apart the bridge's great stones and flinging them into the swirling abyss. Here and there, great cracks fracture the structure and gargoyle sentries are missing from their roosts; in an age-old conflict, stone and sorcery slowly give way to the keening wind.

The bridge spans a terrifying gap of several thousand feet, coming at last to a wide balcony on the rocky spire. In the cliff facing the bridge a timeworn carving of giant proportions depicts two robed figures holding a giant horned skull above their heads. The deep cowls of their robes are empty, perhaps indicating faces obscured by shadow, or perhaps meant to show that the beings have no faces at all. In the space circumscribed by their uplifted arms, a vast portal pierces the rock face. This gateway, measuring 60 ft. high and 26 ft. wide, is barred by a set of massive doors forged from black iron (hardness 15, 360 hp), the surfaces of which are carved with a bewildering tangle of twisted forms, likely legions of penitents writhing in eternal agony.

To one side of the gateway a pile of fallen masonry obscures a smaller opening in the cliff. Within this black mausoleum dwells the demon known as Petition. The demon is the guardian of the gate, and his price for passing is a single heart per entrant, living or undead. Failure to pay the demon's toll incurs his terrible wrath. Petition is the bearer of the blade *Voidsong* and was once a chief among the generals of the armies of light. He now serves his greatest enemy, and a legion of yadruul and trapped spirits—corrupted elementals of ice, ash, and air—are his to command.

Spawning Pits of Kazak-Dûr

The masters of the Black Chantry are responsible for the Shadow's unholy breeding programs, carried out in spawning pits that lie deep within Kazak-Dûr. Here, in blighted vestibules, grim laboratories, and disembodied demonic wombs, vile magic and unwholesome couplings give birth to ever more terrible creations to serve the dark will of their master. A host of slaving magral, the willing participants of the rites and experiments, aid the legates in their work—many are used for body parts or fed to the living demonic machines.

The products of the masters' experiments are herded through the gloom-filled tunnels to the surface where odrendor from the southern clans nervously await their collection. Some of the larger beasts, like war-trolls, blight-maurgs, and shadow-skarl, require legate handlers to accompany them, for the Shadow's dark magic is the only force that can control these savage abominations.

The Lich-Host

Within the Black Chantry, spiralling stairways link level upon level of echoing corridors, disturbing chambers, and macabre halls. The architecture of the chantry is alien and unpleasant, more organic than carved, as though the corridors and rooms were the airways and sacs of some monstrous insect. Winding spirals, ridges, and grooves mark the walls of the undulating, tube-like passageways, and brittle membranes hang like diaphanous veils from branching protrusions and thorn-like hooks. The chambers interconnected by these strange corridors are likewise a nightmare amalgamation of limestone erosion and chitinous secretion. The rock within the Black Chantry glows with a nauseating purple radiance that seems to thicken the shadows rather than disperse them, and beneath the moaning of the wind the sharp click of bone on stone echoes sinisterly in the gloom.

The dread Lich-Host rules in the Black Chantry, powerful undead legates who have grown weary of the petty struggles of their living brethren or who became too conspicuous to remain hidden in the south during earlier ages, when their dark god had yet to win his war. The most powerful legates of the Order of Shadow eventually seek refuge from the ravages of age in the embrace of undeath, and after the lusts and concerns of their mortal flesh have shriveled to dim memories, a new song of power draws them across the Vale of Tears to accursed Kazak-Dûr. Their undead shells are able to endure the biting cold of the Vale and their minds, denuded of flesh-and-blood concerns, are more resilient to the dark god's mental ravages. Before the Petition Gate they offer the last vestiges of their humanity to the demon gatekeeper—their hardened, shriveled hearts—in return for entry into the last house of their order.

The legates of the Lich-Host are supposedly above the intrigues and machinations of the wider Order of Shadow. The motivations of these dead priests are generally reckoned to be as alien to the living as an insect's are to man or fey, and those who know of them believe that they have cast off mortal conceits such as ambition and revenge. This is simply wishful thinking on the part of subordinates and rivals left in the south, who hope that the calling of a nemesis to Kazak-Dûr means a withdrawal from the Order's political scene. However, it is clear that as alien as the living legates might hope them to be, the inhuman motivations of the Lich-Host are still recognizably dominated by the lust for power. On the cusp of the dark god's living tomb, they are closer than any other in the Order to the pulsing heart of Izrador's god-flesh, and are therefore closer to the power that such proximity brings.

It is not just the lower ranks of the legates who harbor secret fears of the Lich-Host. Tales coming out of Kazak-Dûr talk of a creature called the Riven One, the supposed leader of the undead legates of the Black Chantry. It is said that his webs of deceit and control spread unseen as far as the shores of the Kasmael Sea. The rumors claim that the Riven One is the most ancient legate still in existence, and that his power

rivals that of the Night Kings. The First Legate Sunulael has heard these tales from the frozen north, and fears that the Riven One might be the greatest rival for his power, the father of legates, Beirial the Betrayer.

Tortured Earth, Poisoned Sky

In the nightmare depths of the Scar, the ground lies brittle above pits of acid and the air is a poisonous fume. Sulphurous pools in the hollows of pitted rocks are thrown up in showers by the violent shaking of the ground, burning flesh while simultaneously freezing into burrowing shards of ice due to contact with the frigid air. Sharp rocks and gaping chasms prevent anything but laborious progress. There is no wholesome thing in this hellish abyss, only pain and death.

The conditions in the Scar range from cold to very hot and characters who travel here without taking appropriate precautions suffer cold and heat dangers as described in the DMG. The following additional hazards can be used to simulate the difficulty and dangers of the terrain.

The Hard Road: Survival check DC 25; 4 hour interval; +0 modifier/interval; Special: On a failed Survival check, the party must spend 1d6 hours traveling without making any progress. Subtract that time from the total they spent moving that day to determine the total distance traveled. Characters traveling upon the Dolorous Path need only succeed on a DC 15 Survival check and the check interval is increased to one day. Characters with no ranks in Survival can never make progress off the path, while those on the path may instead make Wisdom checks with a -4 penalty in place of the Survival check.

Tortured Ground: Reflex save DC 25; 2 hour interval; +0 modifier/interval; 5d6 damage; Special: Damage is both fire, acid, and cold, and cannot be prevented unless protections have been taken against all three. A failure by 10 or more means that the character also falls into a pit or river of freezing acid or boiling sulfur. In addition to the potential for drowning, the character is immersed in the material, suffering 20d6 points of damage per round (no save).

Miasmatic Clouds: The swirling fumes of the Scar conceal creatures and obstacles. Anything more than 40 ft. away from an observer gains concealment. Additionally, the following hazard exists: Fortitude and Will save DC 20; 4 hour interval; +0 penalty/interval; Special: A character that fails either his Fortitude or Will save suffers a -2 penalty to attacks and checks for 4 hours. This penalty is cumulative with the penalty caused by previous failures.

Lichgate

At the base of the Black Chantry a complex of circular chambers and labyrinthine corridors leads eventually to the Lichgate, a circular iron portal embedded in the northeast wall. However, there seems to be no guardian at this gate, and the chamber appears to be empty until one approaches the gate itself. Close inspection reveals that the iron surface is coated in blood. The gate is itself a variant of a zordrafin corith. It has the magic-draining power and hardness and hp of a pale mirror, and a powerful ghulam can arise from the thin film of blood as a free action to defend it. Worse yet, opening the gate reveals an identical chamber beyond, this time with a gate that has the powers and statistics of a blood mirror. Predictably, past the blood mirror chamber is a final gate with the powers and statistics of a grand mirror.

The only way to bypass each gate other than to shatter it is to perform the ritual usually reserved for the maintenance of a black mirror. However, given their proximity to the dark god himself, the mirrors demand much more than simply the weeping souls of a few minor innocents. Rather, each mirror demands 10 HD worth of sacrifices per individual who wishes to pass through it, and the minimum HD of the creature sacrificed is 10 times the normal listed HD (thus, a 10 HD creature for the pale mirror, a 20 HD creature for the blood mirror, and a 30 HD creature for the grand mirror). If the ritual is adequately performed and the cost paid, one of the ritual's participants may pass through the film of blood. This person somehow appears on the other side of the iron portal, 100 ft. above the floor of the next mirror.

The final Lichgate opens onto the alien floor of the Scar itself. This is the only known way to reach the Scar other than braving the malign and intelligent storm that howls through the chasm at all times. The magic and strength of this storm is sufficient to keep even the most powerful flying creature at bay or to rip a colossal climber from the Scar's walls. Worse yet, such victims are not let fall, but rather are held in the dark god's grip for eternity, their screams added to that of the wind and the damned souls within his power.

Likewise, while it would seem that burrowing or earthsliding creatures could simply travel through the stone to reach the same place, such forms of movement are not possible within the stone surrounding the Scar. The walls and floor of the Scar were tempered by a god's fall, and they can only be breached by a being with power of the same level.

The Dolorous Path

From the Lichgate a barely discernable path leads deeper north into the Scar, surrounded by a tunnel of calm through the storm that rages throughout the rest of the chasm. The path picks its way through a nightmare of rock, ice, and ash; its surface is made of approximately hexagonal blocks of pitted stone, laid in an interlocking pattern that is broken at many points by deep cracks and pools of seething acid. In places, the road has risen or shifted with the heaving ground, and the route is blocked by sheer cliffs, deep chasms, or rivers of acidic bile.

The Dolorous Path winds through this tortured landscape for mile on mile, and as it progresses deeper into the northern reaches of the Scar, it passes through regions that bear the signs of once having been inhabited. Great blocks of cut stone lie in scattered heaps, fractured and broken and half-buried by melted-then-cooled stone and drifts of ice and ash. These are the blasted remains of elthedar cities, and demons, spirits, and shadowspawn alike lurk and skulk among the scattered stones. Beneath the stone and ice in tunnels and now-cool lava tubes that lead deeper still are other creatures, devolved descendants of the darguul and perhaps even twisted remnants of the elthedar themselves, continuing a war long forgotten by all except Izrador.

As the Dolorous Path makes its way deep into the Scar, the frequency and number of the dark god's veins, now wholly visible and physically material, increase at an alarming rate. Great clusters of these black tendrils worm in and out of the fractured earth, disappearing into the walls of the rift and snaking across the valley floor until the road is hidden by their glistening lengths. Travelers through this area of the Scar necessitates clambering through the arching coils of the dark veins, like a flea crawling through the fetid mane of a monstrous black beast.

Tomb of God flesh

At last the black forest of the Shadow's tangled veins comes to the edge of an immense, ragged hole that leads into seething darkness. The black veins arch out of this terrible pit, giving it the appearance of a glistening, many-tentacled orifice of some monstrous cephalopod. Between these tendrils black water churns with ash and filth before cascading into the lightless abyss. The roar of countless waterfalls fills the freezing air, all but drowning out the screams of a legion of tattered shades, half seen in the billowing fumes that swirl above the pit and the surrounding lesser wounds that vent the ill humors of the earth. These are the Lost and the damned, tainted souls who have been subsumed by the Shadow's ravaging hate.

Within the sinister pit, the black veins of Shadow flesh twist through a stygian underworld of tortuous tunnels and

In the Heart of Shadow

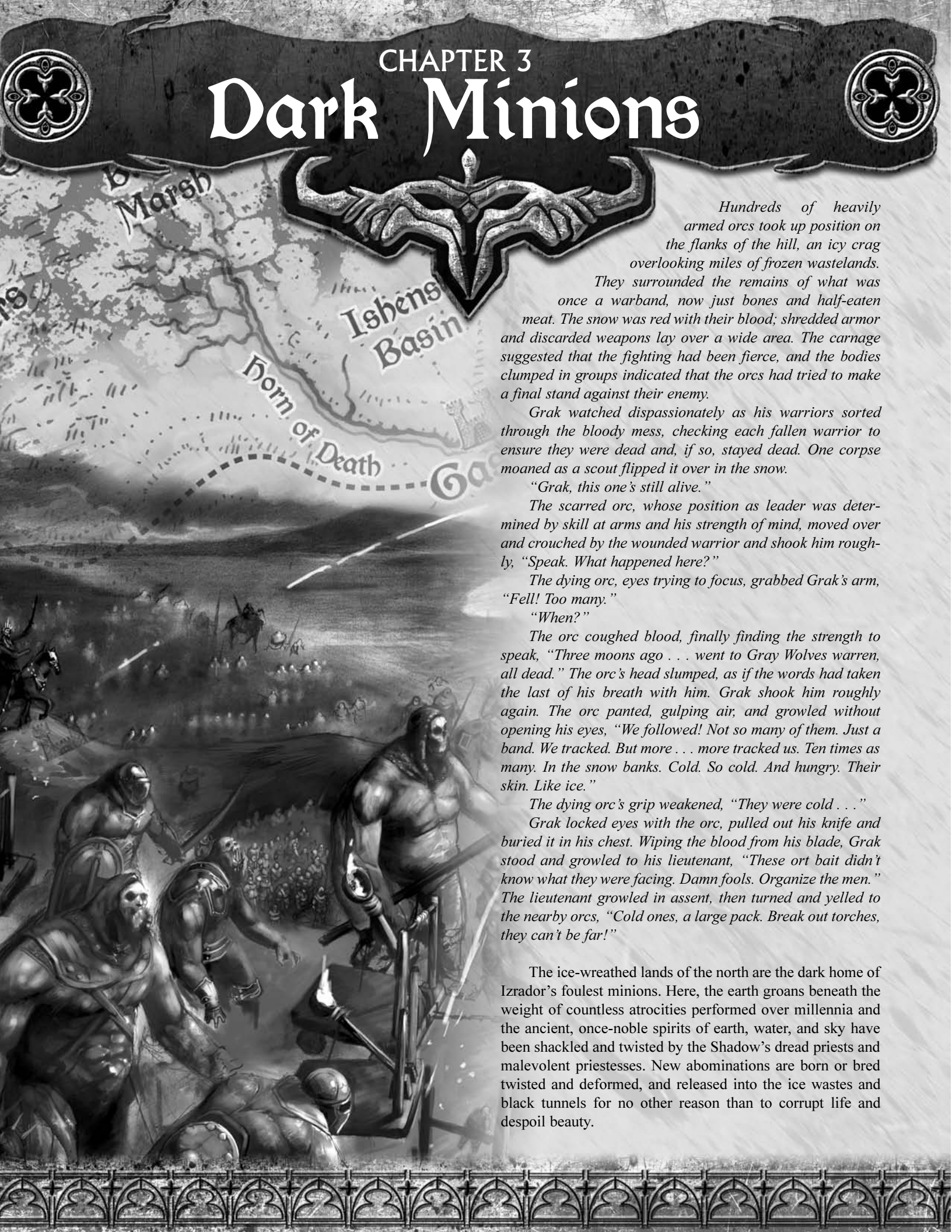
Any within the Shadow's heart are constantly assailed by scraps of the dead god's flesh, still mobile and seething in hate. While they are likely to succumb to the Shadow's taint long before they die, those who wonder its halls in madness or creatures immune to the taint will not last long in this living hell. A group of creatures in the tunnels leading to the heart have a 50% chance each minute of encountering 1d3 shadowfleshes (see page 47). Each round that a creature or group of creatures spends in the heart itself, each individual creature is automatically assaulted by 2d4 shadowfleshes.

echoing caverns. The cacophony of the surface, the roar of falling water, the hiss of melting ice, and the harrowing screams of the damned all fade and are replaced by a malevolent throbbing sound—felt more than heard—like the ponderous beating of a vast, malefic heart. The tunnels and caverns stretch for many miles, ranging far into the Endless Ice and deep beneath the roots of the Highhorn Mountains, but within a few miles of the fractured maw the rock begins to change. Igneous rocks give way to a substance molded by forces every bit as primal as Aryth's molten blood. Strange black growths, like molten wax or deformed fungal blooms carved from malignant obsidian, become more frequent as the ominous pounding grows louder. These sloughed-off strips of god flesh are pregnant with dark potential and lie awaiting a catalyst or in some cases move through the darkness driven by a malevolent will.

At last the tunnels and corded veins for which they serve as conduits converge upon a structure of terrifying proportions nestled within a yawning cyst of fractured rock. In that deep place lies a blackened husk of something not-quite-flesh, the very substance of which is pure shadow, malice, and otherworldly darkness that buckles time and space. This is the true heart of the Shadow, the earthly manifestation of the corpse of the fallen god. This is a tomb, however, not a home. This thing long ago lost what it called "life" when it was thrown from the heavens, and that which is already dead cannot be killed. While there is likely some way to harm or weaken Izrador through damaging these unholy remains, none alive or dead know it.

CHAPTER 3

Dark Minions



Hundreds of heavily armed orcs took up position on the flanks of the hill, an icy crag overlooking miles of frozen wastelands.

They surrounded the remains of what was once a warband, now just bones and half-eaten meat. The snow was red with their blood; shredded armor and discarded weapons lay over a wide area. The carnage suggested that the fighting had been fierce, and the bodies clumped in groups indicated that the orcs had tried to make a final stand against their enemy.

Grak watched dispassionately as his warriors sorted through the bloody mess, checking each fallen warrior to ensure they were dead and, if so, stayed dead. One corpse moaned as a scout flipped it over in the snow.

"Grak, this one's still alive."

The scarred orc, whose position as leader was determined by skill at arms and his strength of mind, moved over and crouched by the wounded warrior and shook him roughly, "Speak. What happened here?"

The dying orc, eyes trying to focus, grabbed Grak's arm, "Fell! Too many."

"When?"

The orc coughed blood, finally finding the strength to speak, "Three moons ago . . . went to Gray Wolves warren, all dead." The orc's head slumped, as if the words had taken the last of his breath with him. Grak shook him roughly again. The orc panted, gulping air, and growled without opening his eyes, "We followed! Not so many of them. Just a band. We tracked. But more . . . more tracked us. Ten times as many. In the snow banks. Cold. So cold. And hungry. Their skin. Like ice."

The dying orc's grip weakened, "They were cold . . ."

Grak locked eyes with the orc, pulled out his knife and buried it in his chest. Wiping the blood from his blade, Grak stood and growled to his lieutenant, "These ort bait didn't know what they were facing. Damn fools. Organize the men." The lieutenant growled in assent, then turned and yelled to the nearby orcs, "Cold ones, a large pack. Break out torches, they can't be far!"

The ice-wreathed lands of the north are the dark home of Izrador's foulest minions. Here, the earth groans beneath the weight of countless atrocities performed over millennia and the ancient, once-noble spirits of earth, water, and sky have been shackled and twisted by the Shadow's dread priests and malevolent priestesses. New abominations are born or bred twisted and deformed, and released into the ice wastes and black tunnels for no other reason than to corrupt life and despoil beauty.

The monsters and NPCs that follow are provided as examples of the dangers that lurk in the blighted lands of the north, and the forms that the Shadow's tainted presence can spawn. The names and game statistics of this chapter are designated as **Open Game Content**. The background and descriptive text is designated as closed content.

Bloat flies

Diminutive Tainted Vermin (Swarm)

Hit Dice: 12d10+24

Initiative: +4

Speed: 5 ft. (1 square), fly 40 ft. (good)

Armor Class: 18 (+4 Size, +4 Dex), touch 18, flat-footed 14

Base Attack/Grapple: +8/—

Attack: Swarm (2d6 plus 1d6 cold plus taint)

Full Attack: Swarm (2d6 plus 1d6 cold plus taint)

Space/Reach: 10 ft./0 ft.

Special Attacks: Distraction, taint

Special Qualities: Distraction, heat sense 60 ft., immune to weapon damage, swarm traits, vermin traits, vulnerability to fire

Saves: Fort +4, Ref +6, Will +2

Abilities: Str 1, Dex 18, Con 8, Int —, Wis 10, Cha 2

Skills: Listen +4, Spot +4

Feats: —

Climate/Terrain: Blight Marsh

Organization: Solitary, Cloud (2–4 swarms), or Pestilence (7–12 swarms)

Challenge Rating: 8

Treasure: None

Alignment: Neutral (radiates evil)

Advancement: None

Level Adjustment: —

A dark cloud rises from the frozen mire, a pestilent miasma accompanied by a razor-edged whine.

Like much of the Vale of Tears, the Blight Marsh is fouled by Izrador's corruption, which destroys or alters every living thing it touches. The flies of the Blight Marsh have been consumed by the dark god's taint and have become a scourge on those that try to survive in the north. Swarms of bloat flies attack any living creature, stripping its flesh and sucking the heat from its body in minutes. Bloat flies become active during the spring thaw and go dormant when the Blight Marsh freezes. The short period of activity and their limited range are the only things stopping the bloat flies from overwhelming much of the Northern Marches every year.

Combat

Bloat flies attack the closest and strongest heat source. Once a target is selected, the swarm will continue its attack until the target no longer gives off heat. The orcs have found

two ways to combat the bloat flies: fire and sacrifices. Orc patrols near the Blight Marsh carry torches and will use them to fend off a swarm or to create a bonfire to attract the flies. Bloat flies attack any heat source and will be consumed as they smother torches and bonfires. The drawback to this method is that torches and other open flame might attract bloat flies from farther away than otherwise wouldn't have bothered the orcs. Thus, an alternative defense mechanism is to force slaves or goblins to move ahead of their patrols, attracting any swarms long enough for the orcs to flee or bypass the flies while they feast. The orcs have found that those slaves or goblins who are in the process of succumbing to disease attract flies the best, possibly because their fevers raise their body temperatures.

A bloat fly swarm is susceptible to high winds such as that created by a *gust of wind* spell. To determine the effect of the wind on a swarm, treat the swarm as a diminutive creature. Wind effects deal 1d6 points of non-lethal damage to the swarm per level (or Hit Die of the originating creature, in the case of effects such as an air elemental's whirlwind). A swarm that takes non-lethal damage sufficient to exceed its current hit points becomes disorganized and dispersed, and does not re-form until its current hit points exceed its non-lethal damage.

Distraction (Ex): Any living creature that begins its turn with a bloat fly swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Heat Sense (Ex): The bloat fly swarm can sense heat up to 60 ft. away, and always moves toward the greatest amount of heat.

Taint (Su): Bloat fly swarms are thick with Izrador's taint. Any creature suffering damage from a bloat fly swarm must make a DC 12 save against Shadow taint.

Cold Ones

In the Frozen North, a silent and deadly bane stalks the orcs, hungering for life and warm flesh. Long before the Battle of Three Kingdoms, the cold ones rose in the frigid lands of the orcs. As the snow and ice clasped the Northern Marches in their eternal embrace, the early odrendor struggled to survive and isolated tribes died of starvation or exposure to the killing cold. In the presence of the dark god's foul essence, the spirits of the deceased often found themselves trapped in frozen flesh and wracked by a terrible hunger for warm blood and meat to give them a brief respite from the never-ending cold. The kurasatch udareen believe that the cold ones are not an unnatural plague, but are purposely sent by the dark god to devour those too weak to serve him.

The cold ones haunt the icy wastes of the Vale of Tears, the Frozen Barrens, and the Endless Ice to the north, but with increasing frequency are found farther south in the Ishensa Basin and the Cold Downs. They attack hunting parties, travelers on the Black Road, and occasionally even besiege the

more remote warrens in ravening hordes. Unlike the Fell in the southlands, the cold ones retain their intelligence and cunning over time, perhaps due to the dark god's essence lying so heavily in these lands. They work well in large bands, often seeking out their brethren to overwhelm strong opposition. The cold ones' frozen bodies give off no scent and they move across snow and ice without noise, often using snowstorms to mask their attacks. They radiate a terrible cold and their touch sears living flesh. Their most feared attack is their cold embrace, which the orcs claim can freeze the blood in a warrior's veins.

The orcs rightly fear the cold ones and hunt them before they become the hunted. Warrens keep fires burning and pitch torches at the ready in case the cold ones attack. Tribes that have suffered a cold one attack will send slaves or the weak out in the snows to lure the cold ones into an ambush. With the mass migration of orcs to the southlands, the cold ones have been forced further south in search of prey. With Izrador's grip becoming tighter on the human lands, it will not be long before the cold ones follow the snows into Dornish and elven lands.

Sample Cold One

Ice and snow explode in a shower of white as dark shapes burst from the hillside. They are gaunt, feral horrors with frost-burnt skin and vicious faces frozen in a rictus of rage. With a snarl of hunger and hate, they reach for the warmth of living flesh with claws and teeth rimed in ice.

This example uses a 1st-level rogue/2nd-level warrior orc scout as the base creature.

Male Cold One Rog1/War2

Hit Dice: 3d12 (20 hp)

Initiative: +2

Speed: 30 ft.

Armour Class: 17 (+3 Dex, +2 leather armor, +2 natural)

Base Attack/Grapple: +2/+5

Attack: Bite +5 melee (1d6+4)

Full Attack: Bite +5 melee (1d6+4) and 2 claws +3 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Cold aura 1d6, improved grab, sneak attack +1d6

Special Qualities: cold dependence, darkvision 60 ft., degenerative hunger, trapfinding, undead traits, vulnerability to fire.

Saves: Fort +3, Ref +4, Will +2

Abilities: Str 16, Dex 14, Con —, Int 10, Wis 14, Cha 8

Skills: Climb +7, Handle Animal +2, Hide +10, Intimidate +, jump +3, Knowledge (Northern Marches) -1, Listen +10, Move Silently +10, Search +4, Sleight of Hand +4, Spot +8, Use Rope +4, Survival +6

Feats: Dodge, Multiattack, Track

Climate/Terrain: The Scar

Organization: Solitary, group (3–10), or swarm (20–100)

Challenge Rating: 5

Alignment: Always chaotic evil

Advancement: —

Orc scouts often fall prey to the killing cold of the ice wastes, and their skill at moving through the wilderness unseen makes them all the more deadly if they return as Fell. Orc scout cold ones speak Black Tongue, Old Dwarven Pidgin (1), Trader's Tongue, and Orcish.

Combat

The Fortitude save against this cold one's aura is DC 10.

Creating a Cold One

"Cold one" is an acquired template that can be added to a creature with the aberration, dragon, giant, humanoid, magical beast, or monstrous humanoid type and an intelligence of 5 or more (referred to hereafter as the base creature). A cold one uses all the base creature's statistics and special abilities except as noted here.

Cold ones are created when a creature dies from cold within Izrador's realm. Any creature that dies in these icy wastes may suffer a penalty to its Will save against rising as a Fell. The penalty is equal to the amount of hit point damage from cold the creature was suffering when it died. Such creatures also have a chance of rising as a cold one equal to 5% per hit point damage from cold the creature was suffering when it died.

Size and Type: The cold one's type changes to undead. Do not recalculate the base creature's base attack bonus, saves, or skill points. It retains most type modifiers (such as fire or aquatic) but loses alignment modifiers (such as good) and type modifiers that indicate kind (such as goblinoid or reptilian). Size is unchanged.

Hit Dice: Increase to d12.

Speed: Same as base creature. If the base creature has a burrow, climb, fly, or swim speed, it retains those abilities.

Armor Class: Natural armor increases to a number based on the cold one's size. Use the base creature's natural armor if it is higher.

Size	Natural Armor
Diminutive/Fine/Tiny	+1
Small	+2
Medium	+3
Large	+4
Huge	+6
Gargantuan	+8
Colossal	+12

Attacks: The cold one retains all the attacks of the base creature. The unholy cold that infuses its body turns its fingertips into razor sharp slivers of ice, giving the cold ones two claw attacks if it didn't already have them. Weapons turn

brittle and shatter in their hands, so the cold ones use only their claws and bite attacks. A creature with natural weapons retains those natural weapons.

Full Attack: Cold ones seek to draw the living into their cold embrace and will attack with their claws, shredding armor and spilling hot blood before drawing their prey in for a bite attack.

Damage: Cold ones have bite and claw attacks. If the base creature does not have these attack forms, use the appropriate damage value from the table below, according to the cold one's size. Creatures that have other kinds of natural weapons retain their old damage values or use the appropriate value from the table below, whichever is better.

Size	Bite Damage	Claw Damage
Fine	1	—
Diminutive	1d2	1
Tiny	1d3+1	1d2
Small	1d4+1	1d3+1
Medium	1d6+1	1d4+1
Large	1d8+1	1d6+1
Huge	2d6+2	1d8+1
Gargantuan	2d8+2	2d6+2
Colossal	4d6+4	3d6+3

Special Attacks: The cold one retains all the special attacks of the base creature, and gains the following special attacks.

Cold Aura (Su): A cold one emanates such intense cold that each creature within five feet takes 1d6 points of cold damage per round on the cold one's turn (Fortitude save for half). The save DC is equal to 10 + one-half the cold one's HD + Cha modifier.

Improved Grab (Ex): To use this ability a cold one must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and automatically inflicts bite damage.

Each round that a character is grappled by the cold one, it suffers double the normal damage from the cold aura (no saving throw).

Special Qualities: The cold one retains all the special qualities of the base creature and gains those described below.

Cold Dependence (Su): A cold one's body is permanently frostbitten, and cannot continue to exist outside of severe or extreme cold conditions. For each day in cold conditions, the cold one permanently loses a point of Strength; for each temperature category higher than cold (beginning with temperate and increasing to tropical, then very hot, severe heat, and finally extreme heat), the Strength loss per day doubles.

Degenerative Hunger (Ex): A cold one must feed on the still-warm flesh of a non-spirit with Intelligence 5 or higher. If it does not consume its own weight in such flesh each week, the unholy cold freezes part of the cold one's body,

reducing its Dexterity score by one point. If the cold one's Dexterity score is reduced to zero, it becomes completely frozen and its spirit is trapped within its unmoving dead flesh for eternity.

For every ten points of cold embrace damage the cold one inflicts upon an intelligent creature or for every ten pounds of still-warm flesh from an intelligent creature it consumes, the cold one regains 1 hit point.

Vulnerability to Fire (Ex): The cold one takes half again as much (+50%) damage as normal from fire, regardless of whether a saving throw is allowed, or if the save is a success or failure.

Saves: Same as base creature.

Abilities: Modify from the base creature as follows: Str +2. As undead creatures, the cold ones have no Constitution score.

Skills: Cold ones gain a +4 racial bonus to Hide, Listen, Move Silently, and Spot checks. Otherwise, same as base creature.

Feats: Cold ones gain the Multiattack feat; otherwise, same as base creature.

Climate/Terrain: Northern Marches.

Organization: Solitary, gang (2–4), pack (7–12), or band (10–40).

Challenge Rating: Same as base creature +1.

Treasure: Standard.

Alignment: Always neutral evil.

Advancement: By character class.

Corrupted Creature

Izrador's corruption twists and deforms those it infects, amplifying the evil characteristics present in all creatures while causing all that is good and wholesome in them to regress. There is raw, brutish power and surprising resilience in the misshapen form the corruption inflicts upon a creature, but it comes at the cost of deformity, insanity, and sickness.

The rules for how a creature becomes corrupted are described in Chapter 4.

Sample Corrupted Creature

An undulating wail fills the darkness, a sound of hunger, pain, and madness. Writhing shadows resolve into a swarming horde of pale abominations. Squat, hunched, and broken, knotted black veins writhe across their sickly, bloated flesh. Bloodshot eyes bulge madly from scarred, misshapen heads, and drool drips from slack-jawed mouths filled with rotting teeth. The creatures mutilate themselves with filthy cracked nails as they advance, crawling, hopping, shaking, and sobbing. They are at once pitiful and terrifying.

This example uses a 1st-level barbarian/2nd-level fighter orc elite as the base creature; such abominations are known as *magral*, or maggot spawn in the orcish tongue.

Corrupted Orc (Magral)

Medium Aberration

Hit Dice: 2d8+12 (24 hp)

Initiative: +0

Speed: 40 ft.

Armour Class: 13 (+3 natural)

Base Attack/Grapple: +1/+7

Attack: Slam +9 melee (1d4+6 plus disease)

Full Attack: 2 slams +9 melee (1d4+6 plus disease)

Space/Reach: 5 ft./5 ft.

Special Attacks: Diseased, wail of madness

Special Qualities: Beyond taint, darkvision 60 ft., fast healing, light sensitivity, madness, resistance to cold

Saves: Fort +9, Ref +0, Will -2

Abilities: Str 22, Dex 10, Con 18, Int 8, Wis 6, Cha 8

Skills: Listen -2, Spot -2

Feats:

Climate/Terrain: The Scar

Organization: Solitary, group (3–10), or swarm (20–100)

Challenge Rating: 5

Alignment: Always chaotic evil

Advancement: —

Maggot spawn were once orcs, those who experienced the Shadow's calling more keenly than their brethren and were destroyed for the privilege. For these unfortunates the rituals and pounding drums, the pungent smokes and mind-numbing brews of their people were unable to keep the nightmares at bay. At last the voice in their heads and the monstrous shapes in their dreams drew them across the icy wastes to the dark tunnels of Kazak-Dûr. In the twisting tunnels of that cursed place, where the dark god's voice is an unending and terrifying sound, they become *magral*, or maggot spawn.

Maggot spawn are as large as other orcs, but their hunched and twisted postures and bestial gait makes them appear smaller and more grotesque. They do not typically wear clothes, having regressed to a primitive, drooling state, and use tools only when commanded by the legates of the Black Chantry. The latter are the only beings the magral recognize, though abject fear tends to typify such interactions, with the magral cowering like beaten dogs before the black robed priests. The legates use the magral as guards and menial laborers, though the madness of the maggot spawn make them of limited use in either regard.

Combat

Maggot spawn, though not completely mindless, are constantly assailed by visions too awful for the mortal mind to bear and are rarely even semi-lucid. They roam the caverns and tunnels of Kazak-Dûr in large packs, seemingly unaware of their surroundings or each other, yet moving with the uncanny coordination of a shoal of pale fish. When they encounter other creatures they attack as a ravaging horde, seeking to grapple, rend and bite. Only the presence of a legate of the Black Chantry is sufficient to prevent or stop the magrals' attack.

Madness (Ex): Maggot spawn are born into fear and insanity. They are broken in the darkness, tortured and twisted into terrible forms. Enslaved to the dark god's will, madness is their constant companions. Because of this heritage, magral are immune to *confusion* and *insanity* effects.

Diseased (Ex): Maggot spawn subsist on filth, and diseased ichors move sluggishly through their veins. Any creature taking damage from a magral's natural attack must make a DC 15 Fortitude save or contract filth fever; incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Fast Healing (Su): In a tainted area or within the area of effect of a zordrafin corith, the maggot spawn heals 1 point of damage per round as long as it has at least 1 hit point.

Wail of Madness (Su): The muttering, moaning and screaming that issues constantly from the maggot spawn echoes with intonations of Izrador's fearful whispers. There is no sense to the gibbering, but it has an unsettling quality that can unnerve an opponent; anyone within hearing range of a magral must succeed on a DC 13 Will save or become shaken until they can no longer hear the maggot born. Additionally, regardless of whether or not the save is successful, all Concentration checks within earshot of the maggot spawn suffer an additional -2 penalty. This is a sonic, mind-affecting effect. The save DC is Charisma-based. Note that in most circumstances, the maggot spawn's ranting prevents them from achieving surprise.

Light Sensitivity (Ex): Like their orcish brethren, maggot spawn are dazzled in bright sunlight or within the radius of a daylight spell.

Creating a Corrupted Creature

"Corrupted creature" is an acquired template that can be added to a creature with the aberration, dragon, giant, humanoid, magical beast, or monstrous humanoid type and an intelligence of 5 or more (referred to hereafter as the base creature).

A corrupted creature uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to aberration. Do not recalculate the creature's Hit Dice, base attack bonus, saves, or skill points. It retains most type modifiers (such as fire or aquatic) but loses alignment modifiers (such as good) and type modifiers that indicate kind (such as goblinoid or reptilian). Size is unchanged.

Hit Dice: Drop any Hit Dice from class levels (to a minimum of 1), double the number of Hit Dice left, and change them to d8s. The corrupted creature loses all class abilities.

Speed: If the base creature can fly, its maneuverability rating drops to clumsy.

Armor Class: The flesh of the corrupted creature thickens and becomes preternaturally resistant to damage. Natural armor increases to a number based on the corrupted creature's size.

Size	Natural Armor
Diminutive/Fine/Tiny	+1
Small	+2
Medium	+3
Large	+4
Huge	+6
Gargantuan	+8
Colossal	+12

Attacks: A corrupted creature retains all the natural weapons of the base creature but loses all manufactured weapon attacks and weapon proficiencies of the base creature. A creature with hands gains two slam attacks; the corrupted creature can strike with each of its slams at its full attack bonus. A corrupted creature's base attack bonus is equal to 3/4 its Hit Dice (rounded down).

Damage: Natural weapons deal damage normally. Slam attacks deal damage depending on the creature's size. These values do not include the Improved Natural Attack feat. (If the base creature already had slam attacks with its hands, use the corrupted creature slam damage only if it's better.)

Size	Slam Damage
Fine	—
Diminutive	1
Tiny	1d2
Small	1d3
Medium	1d4
Large	1d6
Huge	1d8
Gargantuan	2d6
Colossal	2d8

Special Attacks: A corrupted creature retains all the special attacks of the base creature and gains the following special attacks.

Diseased (Ex): Foulness runs in the corrupted creature's veins and seeps out of its pores. Any creature taking damage from a corrupted creature's natural attacks must make a successful Fortitude save or contract filth fever; incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Wail of Madness (Su): Insanity radiates from corrupted creatures, swims in the depths of their eyes, and echoes in the sound of their screams. A corrupted creature can manifest its madness as either an aura, gaze-, or sonic-based attack. The exact form the madness attack takes is noted in the creature's description. Affected individuals must succeed on a Will save or become shaken until they are no longer in range of the corrupted creature's madness effect. Additionally, regardless of whether or not the save is successful, all Concentration checks within range of the effect suffer an additional –2 penalty. This is a mind-affecting effect. The save DC is Charisma-based.

Special Qualities: A corrupted creature has all the special qualities of the base creature, plus the following special qualities.

Beyond Taint (Ex): A corrupted creature loses all taint and automatically succeeds at all subsequent saves to resist taint (it is immune to taint once it gains this template).

Darkvision (Ex): A corrupted creature gains darkvision to a range of 60 ft. If it already had darkvision with a longer ranger, use the better of the two ranges.

Fast Healing (Su): In a tainted area or within the area of effect of a zordrafin corith, the corrupted creature heals 1 point of damage per 2 HD per round (minimum 1) as long as it has at least 1 hit point. If the base creature already has fast healing, use the better value.

Madness (Ex): A corrupted creature is immune to *confusion* and *insanity* effects.

Saves: Base save bonuses are Fort +1 / 3 HD, Ref +1 / 3 HD, and Will + 1 / 2 HD +2.

Abilities: Modify from the base creature as follows: Str +4, Dex –2, Con +2, Wis –4.

Skills: A corrupted creature has no skills.

Feats: A corrupted creature loses all feats of the base creature and gains Toughness and Improved Natural Attack (Slam).

Environment: Northern Reaches.

Organization: Any.

Challenge Rating: Depends on Hit Dice, as follows:

Hit Dice	Challenge Rating
1/2–2	No change
3–4	2
5–6	3
7–8	4
9–12	5
13–16	6
17–20	7

Treasure: None.

Alignment: Always chaotic evil.

Advancement: As base creature, but double Hit Dice (maximum 20) or — if the base creature advances by character class.

Level Adjustment: —.

Corrupted Spirit

Even drifting bodiless in Aryth's desolate spirit realm, the Trapped are not safe from Izrador's corrupting touch. Even those who clothe themselves in flesh or hide in the remotest corners of the spirit world are not safe. Tainted channelers, legates, and the wicked kurusatch udareen are bent on finding and binding every elemental, fey, and outsider to the dark god's will. Once in the thrall of the Shadow's minions, or by inadvertently stumbling into areas befouled by his essence, trapped spirits are subjected to the dark god's

taint, which infuses their incorporeal forms and works upon them a terrible transformation.

The rules for how trapped spirits can become corrupted are described in Chapter 4.

Sample Corrupted Spirit

This example uses a large air elemental with the cold subtype as the base creature. The statistics below represent the spirit when it is manifested.

Corrupted Ice Spirit

Large Elemental (Air, Cold, Incorporeal, Trapped)

Hit Dice: 8d8+24 (60 hp)

Initiative: +11 (+13 in shadowy illumination or darkness, +9 in bright illumination)

Speed: Fly 100 ft. (perfect) (20 squares). Fly 150 ft. in shadowy illumination or darkness, fly 50 ft. in bright illumination

Armor Class: 20 (–1 size, +7 Dex, +4 natural), touch 16, flat-footed 13

Base Attack/Grapple: +6/+12

Attack: Slam +12 melee (2d6+2 plus 2d6 cold plus 1d3 Con)

Full Attack: 2 slams +12 melee (2d6+2 plus 2d6 cold plus 1d3 Con)

Space/Reach: 10 ft./10 ft.

Special Attacks: Air mastery, baleful, steal essence, whirlwind

Special Qualities: Beyond taint, bodiless, damage reduction 5/—, dark power, darkvision 60 ft., elemental traits, immunity to cold, manifest, vulnerabilities

Saves: Fort +5, Ref +13, Will +0

Abilities: Str 14, Dex 25, Con 16, Int 4, Wis 7, Cha 15

Skills: Hide +9, Listen +3, Spot +3

Feats: Combat Reflexes, Dodge, Flyby Attack, Improved Initiative, Weapon Finesse

Climate/Terrain: Cold terrain; Northern Marches

Organization: Solitary, pair, or group (3)

Treasure: None

Challenge Rating: 7

Alignment: Neutral evil

Advancement: 9–15 HD (Large)

Ice fragments whirl in the keening wind, coalescing into a large, vaguely humanoid form. Eyes, as black as the heart of ancient glaciers, glare above a jagged maw bristling with icicle teeth. The air, already frozen, becomes colder still as the enraged spirit shrieks in a voice born of winter storms.

These trapped spirits of ice and wind have been enslaved by the Rime Witches of the Spire of Black Ice. They are seldom encountered alone, more often being sent as deadly triads to assail some foe of the Frozen Mother *kurusatch udareen*.

Combat

Corrupted ice spirits delight in wreaking havoc with their whirlwinds, flinging their prey into icy crevasses or onto unstable ground. After toying with their foes they move in for the kill, using their deadly slam attacks and steal essence ability.

The DC is 20 for the Will save against this corrupted spirit—it's baleful aura, and for the Fortitude save to resist the Constitution drain from its steal essence ability.

Air Mastery (Ex): Airborne creatures take a –1 penalty on attack and damage rolls against a corrupted ice spirit.

Vulnerabilities (Su): Corrupted ice spirits are vulnerable to acid and fire damage.

Whirlwind (Su): A corrupted ice spirit can transform itself into a whirlwind of ice and snow once every 10 minutes and remain in that form for up to four rounds (one round for every two Hit Dice it has). In this form the corrupted ice spirit can move through the air or along a surface at its fly speed. The whirlwind is five feet wide at the base, up to 30 ft. wide at the top, and up to 16 ft. tall. The corrupted ice spirit controls the exact height but it must be at least 10 ft. high.

While in whirlwind form, the corrupted ice spirit cannot make slam attacks and does not threaten the area around it. However, its movement does not provoke attacks of opportunity, even if it enters another creature's occupied space. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the corrupted ice spirit moves into or through the creature's space. Creatures of medium size or smaller take 2d6 points of damage (Reflex DC 20 avoids) and might be picked up bodily and suspended in the powerful winds (Reflex save DC 20 avoids), automatically taking 2d6 points of damage each round thereafter. A creature that can fly is allowed a Reflex save DC 20 each round to escape the whirlwind's clutches. The creature still takes damage but can leave if the save is successful. The DC for saves against the whirlwind's effects is Strength-based.

Creatures trapped in the whirlwind cannot move except to go where the corrupted ice spirit carries them or to escape the whirlwind. Creatures caught in the whirlwind take a –4 penalty to Dexterity and a –2 penalty on attack rolls. The corrupted ice spirit can have only as many creatures trapped inside the whirlwind at one time as will fit inside the whirlwind's volume. The corrupted ice spirit can eject any carried creatures whenever it chooses, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris, typically ice and snow. The cloud is centered on the corrupted ice spirit and has a diameter equal to half the whirlwind's height. The cloud obscures all vision, including darkvision, beyond 5 ft. Creatures 5 ft. away have concealment, while those farther away have total concealment. Creatures caught in the whirlwind or debris cloud can act normally, but must succeed on a Concentration check (DC15 + spell level) to cast a spell.

Creating a Corrupted Spirit

“Corrupted spirit” is an acquired template that can be added to any elemental, fey, or non-evil outsider with the trapped template (referred to hereafter as the base creature).

Size and Type: The creature’s type remains unchanged. It retains any subtypes except alignment subtypes (such as good), and gains the evil subtype. A corrupted spirit uses all the base creature’s statistics and special abilities except as noted here.

Special Attacks: A corrupted spirit retains all the special attacks of the base creature and also gains the special attacks described below. Saves have a DC of $10 + 1 / 2$ corrupted spirit’s HD + corrupted spirit’s Cha modifier unless noted otherwise.

Baleful (Su): Corrupted spirits radiate a fear aura with a radius equal to twice their space. Affected creatures must succeed on Will save or be affected as though by a *fear* spell (caster level 7th). A creature that successfully saves cannot be affected again by the same corrupted spirit’s aura for 24 hours. Other corrupted spirits are immune to the aura. The save DC is Charisma-based.

Steal Essence (Su): The Shadow’s vile taint is anathema to life, sapping vitality and strength. The touch of a corrupted spirit deals 1d3 points of Constitution damage to a living foe (Fortitude save avoids). The corrupted spirit can immediately add those points to its own Constitution score, gaining all the associated benefits of the higher Constitution. A corrupted spirit can never gain more than twice its original Constitution score in this way, and the stolen points dissipate at a rate of four per hour. A creature reduced to 0 Constitution by a corrupted spirit rises as a wight. This is a negative energy effect.

Special Qualities: A corrupted spirit retains all the special qualities of the base creature and also gains darkvision with a range of 60 feet. It also gains the special quality described below.

Beyond Taint (Ex): A corrupted spirit loses all taint and automatically succeeds at all subsequent saves to resist taint (it is immune to taint once it gains this template).

Dark Power (Su): The save DCs of any and all of the corrupted spirit’s special attacks increase by +4.

Daylight Powerlessness (Ex): A corrupted spirit is utterly powerless in bright natural sunlight (not merely a *daylight* spell) and flees from it, often dismissing or escaping from its manifested body to do so.

Shadow’s Celerity (Su): A corrupted spirit’s base speed in all forms of movement increase by +50% when in shadowy conditions, but decrease to half normal speed in brightly illuminated conditions (including *daylight* spells). Likewise, a corrupted spirit gains a +2 profane bonus to initiative in shadowy illumination or darkness and suffers a –2 penalty to initiative in bright illumination.

Abilities: Modify from the base creature as follows: Int –2, Wis –4, Cha +4. The Shadow’s taint causes madness and erodes the senses but makes the base creature’s presence all the more terrible.

Skills: Corrupted spirits gain a +4 racial bonus to Hide checks; otherwise, as the base creature.

Climate/Terrain: Any, usually same as base creature.

Challenge Rating: Same as the base creature +2.

Alignment: Always neutral evil.

Advancement: As base creature.

Level Adjustment: +2.

Ghulam (Slave of the Zordrafin Corith)

The black mirrors are extensions of Izrador’s essence, his connection to the mortal world. The dark god not only feeds through the network of zordrafin coriths, but also has a portion of his consciousness embedded in every mirror. Attacks on a mirror are direct attacks on the god himself. The mirrors are vital to Izrador and he has carefully protected them with his chosen, the odrendor, with his devout, the legates, and with his mirror slaves, the ghulam.

Ghulam are humanoids that have touched or immersed themselves in the dark fluid of a zordrafin corith, and have been taken by Izrador to serve for eternity as his slaves. The corith draws its victim beneath its dark surface and covers and impregnates him with its viscous fluid. The pain of the transformation into a ghulam is excruciating as the dark fluid replaces the living victim’s blood. The ghulam’s past life is destroyed in a wave of agony and its only memory becomes the dying scream that echoes endlessly in the ruin of its mind.

Each black mirror of blood status or greater can create and accommodate a single ghulam. The ghulam is tied to the mirror and may never voluntarily move more than 300 feet from it. If a mirror has other guardians, the ghulam will remain hidden and act as the final defense of the corith. The ghulam’s priority is to protect the mirror, not the dispensable servants of the Shadow. If the corith’s attackers flee, the ghulam will not pursue them.

Sample Ghulam

This example uses a troll as the base creature.

Lichgate Ghulam

Large Undead (Augmented Giant)

HD: 6d12+40 (94 hp)

Initiative: +4

Speed: 30 ft. (6 squares)

Armor Class: 28 (–1 size, +4 Dex, +11 natural), touch 13, flat-footed 19

Base Attack/Grapple: +4/+14

Attack: Claw +12 melee (2d6+8 plus 6d6 negative energy)

Full Attack: 2 claws +12 melee (2d6+8 plus 6d6 negative energy) and bite +6 melee (1d6+4)

Space/Reach: 10 ft./10 ft.

Special Attacks: Dark fluid, dying scream, rend (4d8+12)

Special Qualities: Bloodgear, bound, fast healing 5, improved evasion, lowlight vision, , scent, spell resistance 16, tremorsense 60 ft., undead traits

Saves: Fort +5, Ref +6, Will +3

Abilities: Str 27, Dex 18, Con —, Int 7, Wis 9, Cha 10

Skills: Hide +4, Listen +9, Move Silently +8, Spot +10

Feats: Alertness, Iron Will, Track, Weapon Focus (claw)

Climate/Terrain: Northern Marches

Organization: Solitary

Treasure: None

Challenge Rating: 9

Alignment: Neutral Evil

A terrifying silhouette emerges from the darkness, immense shoulders and long, dangling arms that end in cruelly curving claws. The lighter gloom reveals more detail: a visage twisted by pain and suffering and mottled skin that weeps dark fluid, which flows down its arms and drips from its claws.

The lichgate ghulams were once giant-kin, distant ancestors of the trolls that lurk in the foothills of the Highhorn Mountains. They were taken by Izrador's servants long ago and drowned in the dark fluid of the zordrafin corith and forced to serve as the mirrors' slaves to guard the Lichgate of the Black Chantry.

Combat

Lichgate ghulams float in silent watchfulness beneath the dark surface of their black mirror. When summoned to defend their corith or the Lichgate, they burst forth with chilling screams in a shower of tarry liquid, attempting to rend their foes and feed their souls to the dark god.

The Lichgate makes turning checks to bolster this ghulam as if it were a 20th-level cleric with an effective Charisma modifier of +8.

The DC is 13 for the Will save for half damage from this ghulam's attacks, and for the Will save to resist its dying scream.

Creating a Ghulam

"Ghulam" is an acquired template that can be added to a Small to Huge-sized creature with the giant, humanoid, or monstrous humanoid type and an intelligence of 5 or more. It uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead. It retains any subtypes except alignment subtypes (such as good) and subtypes that indicate kind (such as goblinoid or reptilian). It does not gain the augmented subtype. Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Increase all current and future Hit Dice to d12s.

Armor Class: The base creature's natural armor bonus improves by an amount based on the creature's size.

Size	Natural Armor
Small	+3
Medium	+4
Large	+6
Huge	+8

Attacks: A ghulam retains all the attacks of the base creature and gains two claw attacks if it didn't already have them. A creature with natural weapons retains those natural weapons. If the base creature can use weapons, the ghulam retains this ability. However, ghulams can only use weapons that were on their person at the time of their transformation. Those weapons become a part of the ghulam, and reform with it each time the ghulam emerges from the mirror, even if they are lost or destroyed. A ghulam armed with a weapon uses its claw attacks or weapon, as it desires.

A ghulam's manufactured weapons bear the same dark fluid as its natural attacks (see below).

Full Attack: A ghulam fighting without weapons uses its claw attacks (see above) and its other natural weapons (if any). If armed with a weapon, it usually uses the weapon as its primary attack along with a claw or other natural weapon as a natural secondary attack.

Damage: Ghulams have claw attacks. If the base creature does not have this attack form, use the appropriate damage value from the table below according to the creature's size. Creatures that have other kinds of natural weapons retain their old damage values or use the appropriate value from the table below, whichever is better.

Size	Damage
Small	1d6
Medium	1d8
Large	2d6
Huge	2d8

Special Attacks: A ghulam retains all the special attacks of the base creature and also gains the special attack described below. Saves have a DC of $10 + 1/2$ the ghulam's HD + ghulam's Cha modifier unless noted otherwise.

Dark Fluid (Su): The mirror's dark fluid seeps from its slave's skin. Any successful natural or weapon attack transfers some of the mirror's fluid to its victim. Like its creator, the fluid sucks life from anything that has or once had life. On a successful hit, a ghulam's attack inflicts an additional 1d6 points of negative energy damage per HD of the ghulam (Will save for half). If the victim fails the Will save, he gains taint equal to the HD of the ghulam (see page 57 for rules on the effects of taint).

Dying Scream (Su): The ghulam remembers nothing of its past life except for the agony it endured when it was transformed by the mirror. It can vocalize that agony as a move action once per round. Anyone within 60 ft. of the ghulam that can hear the scream must make a Will save or become

shaken for 2d4 rounds. Each subsequent failed Will save against the scream increases the victim's state of fear (from shaken to frightened, or from frightened to panicked). This is a mind-affecting, sonic, fear effect.

Special Qualities: The ghulam retains all the special qualities of the base creature. It also gains undead traits and the special qualities listed below.

Blood Gear (Ex): Anything the ghulam was wearing or carrying when it was transformed remains with the ghulam in its new form; however, the gear is all simply a manifestation of the blood of the zordrafin corith. For all intents and purposes it functions exactly like the gear on the creature, including magic items, but it reforms with the ghulam every time it emerges from the mirror, even if it was consumed or destroyed.

Bound (Su): A ghulam gains 40 bonus hit points due to its connection to its zordrafin corith. However, if a ghulam is ever forced more than 300 ft. from its zordrafin corith, it gains a negative level each round on its turn. If it suffers enough negative levels to reduce it to 0, it is destroyed. Additionally, for every 5 points of damage dealt to its zordrafin corith, the ghulam suffers 1 point of damage. If the zordrafin corith is destroyed, so is the ghulam.

So long as the ghulam remains within 300 ft. of its black mirror, it is considered bolstered by it. The black mirror makes a turning check as a 15th-level cleric (if a blood mirror) or a 20th-level cleric (if a grand mirror) with an effective Charisma modifier equal to that of the last legate to perform a sacrifice at the mirror (average of +4). If a ghulam is forced to flee as the result of a turn attempt, it submerges itself in the mirror's blood (see below).

Part of the ghulam's connection to its black mirror is its ability to completely submerge itself within the blood therein, even if it seems impossible for the creature to do so due to size. It can meld into even a thin layer of its mirror's blood, though it tends to do so only for surprise, not for defense. While hiding within the mirror's blood, the ghulam gains a +20 circumstance bonus to its Hide check. Emerging from the blood is a move action.

Improved Evasion (Ex): As the rogue ability, but the ghulam gains the benefits of this ability regardless of the armor it is wearing or its level of encumbrance.

Regeneration (Su): A ghulam regains 5 hit points each round if it is within 300 ft. of (and has line of effect to) its zordrafin corith, as streams of blood constantly trickle from the mirror and flow into the ghulam, empowering it. Only the destruction of the zordrafin corith itself or the removal of the ghulam from the aforementioned 300-ft.-radius will destroy the ghulam permanently.

Tremorsense (Ex): The ghulam gains tremorsense to a range of 60 ft.



Spell Resistance (Ex): The dark fluid coursing over the ghulam's body absorbs magic directed at it. Ghulams gain spell resistance 10 + the base creature's HD.

Saves: Same as base creature.

Abilities: Modify from the base creature as follows: Str +4, Dex +4, Cha +4. As undead creatures, ghulams have no Constitution scores.

Skills: Ghulams gain a +4 racial bonus to Hide, Listen, Move Silently, and Spot checks. Otherwise, same as base creature.

Feats: Ghulams gain the Alertness and Weapon Focus (claw) attacks; otherwise, same as base creature.

Climate/Terrain: Any (near a zordrafin corith).

Organization: Solitary.

Challenge Rating: Same as base creature +3.

Treasure: Standard.

Alignment: Always neutral evil.

Advancement: By character class.

Rime Tusk Boar

Large Animal

Hit Dice: 7d8+52 (84 hp)

Initiative: -1

Speed: 40 ft. (10 squares)

AC: 16 (-1 Dex, +8 natural, -1 size), touch 8, flat-footed 16

Base Attack/Grapple: +4/+12

Attack: Gore +12 melee (2d6+12)

Full Attack: Gore +12 melee (2d6+12)

Space/Reach: 10 ft./5 ft.

Special Attacks: Evisceration, ferocity, trample 2d8+12

Special Qualities: Low-light vision, resistance to cold, scent, tremorsense 60 ft., warbeast

Saves: Fort +12, Ref +4, Will +2

Abilities: Str 26, Dex 8, Con 24, Int 2, Wis 13, Cha 4

Skills: Hide +2, Listen +5, Spot +6

Feats: Improved Overrun, Power Attack, Toughness

Climate/Terrain: Northern Marches, Vale of Tears

Organization: Solitary

CR: 5

Alignment: Neutral

Advancement: 8–10 HD (Large)

Four curving sabres of twisted horn bristle from a broad head deformed by warts and nodules of bone. Small orange eyes glare balefully above a long snout, scarred and pierced with slices of metal and stone. The great boar paws the snow with iron-shod trotters. Long shaggy hair matted with grease covers the muscular bulk of the great boar. Upon its back a mound of thick furs are strapped in place by links of black iron to form a crude saddle. Atop the hoary pig, an armored humanoid, whose ugly tusked face suggests a distant relationship to his mount, glares through eyes closed almost shut against the wind-driven ice.

Taken from the blighted eaves of the Withered Wood, rime tusk boars have been bred for generations in the frozen wastes of the Vale of Tears for their size, ferocity, and resistance to the frozen climate. These great beasts are used by orcs, particularly the Black Horned Mother Tribe, as mounts and for war.

The great ugly head of a rime tusk boar sports multiple long curving tusks, which are often capped in black iron by their orc breeders. Their thick hide is covered in long, coarse, grayish-white hair. Adult males are about 9 feet long and 6 feet high at the shoulder. Sows tend to be shorter and fatter.

Combat

Bred for their temper among other traits, rime tusk boars are ferocious combatants that are as eager to join battle as their vicious orc masters. In adapting to the frigid climes of the north they have sacrificed agility for bulk; they are deadly in a charge, but slow to respond to nimble foes. However,

the creature's thick hide allows it to shrug off many blows and those bred for war are frequently armored in barding of boiled leather or overlapping metal scales.

Evisceration (Ex): The fearsome tusks of the rime tusk boar are kept sharp and serrated, and threaten a critical on a natural attack roll of 19–20, dealing triple damage on a successful critical hit.

Ferocity (Ex): Like the wild boars from which they were bred, rime tusk boars are indomitable and fierce. A rime tusk boar may continue to fight without penalty even when disabled or dying.

Resistance to Cold (Ex): Tough hide and matted fur thick with exuded grease give a rime tusk boar excellent protection against the frigid climates in which they dwell. They are immune to nonlethal damage caused by cold dangers like cold weather, severe cold or exposure, or extreme cold. Additionally, rime tusk boars suffer only half the normal damage (rounded down) from the lethal cold damage caused by extreme cold.

Trample (Ex): As a standard action during its turn each round, a rime tusk boar can trample opponents at least one size category smaller than itself. This attack deals 2d8+12 points of bludgeoning damage. A trampled opponent may make an attack of opportunity against the boar as it enters his space, but if he does so he is not entitled to a saving throw. Those who do not attempt attacks of opportunity may make DC 21 Reflex saves for half damage.

Tremorsense (Ex): The sensitive snout of the rime tusk boar can detect the tremulous vibrations in the snow that herald an approaching foe or warn of weak ice about to crack. This ability is invaluable to the orcs, as it allows them to navigate through the hazardous rift lands of the Vale of Tears. A rider mounted upon a rime tusk boar receives a +4 circumstance bonus to Survival checks made to traverse the treacherous wastes of Vorgotha or other unstable terrain.

Warbeast (Ex): A rider on a trained warbeast mount gains a +2 circumstance bonus on all Ride checks. A trained warbeast is proficient with light, medium, and heavy armor.

Carrying Capacity: A light load for a rime tusk boar is up to 918 pounds; a medium load, 919–1,839 pounds; a heavy load, 1,840–2,760 pounds. A rime tusk boar can drag weights of up to 13,800 pounds.

Skills: A rime tusk boar has a +1 racial bonus on Listen and Spot checks, and a +4 racial bonus on Hide checks in snowy terrain.

Shadowflesh

Gargantuan Ooze

Hit Dice: 20d10+200 (300 hp)

Initiative: +10

Speed: Fly 40 ft. (perfect)

Armor Class: 16 (-4 Size, +10 Dex, +10 deflection), touch 16, flat-footed 6

Base Attack/Grapple: +17/+37 (+27 spirit grapple)

Attack: Touch attack +21 (5d6) and incorporeal touch attack +21 (5d6)

Full Attack: Touch attack +21 (5d6) and incorporeal touch attack +21 (5d6)

Space/Reach: 20 ft./20 ft.

Special Attacks: Devouring constriction, disrupting energy, ghost touch, improved grab, spirit-devouring constriction, spirit grab

Special Qualities: Blindsight 120 ft., lifesense 120 ft., ooze traits, profane grace, SR 30

Saves: Fort +27, Ref +27, Will +27

Abilities: Str 30, Dex 30, Con 30, —, Wis 30, Cha 30

Skills: —

Feats: —

Climate/Terrain: Heart of Shadow

Organization: Solitary, Nest (1–3), or Plague (2–8)

Challenge Rating: 16

Treasure: None

Alignment: Always neutral evil

Advancement: None

Level Adjustment: —

As you journey forth into a place of darkness and madness that should not exist, the walls, floors, ceiling . . . everything around you . . . begin to move. Tendrils of darkness and destruction surround you, sprouting from hovering masses that seem to shimmer in and out of existence before your eyes.

The shadowfleshes are pure, undiluted evil. They home in on anything within or near the heart of Shadow that is not one of them, and attack relentlessly, pursuing prey as far as the bottom of the Scar.

Combat

A shadowflesh attacks both the body and the spirit.

Blindsight 120 ft. (Ex): The shadowflesh's blindsight is not dependent on sound, and thus is not negated in areas of silence.

Devouring Constriction (Ex): A shadowflesh deals automatic melee damage and 1 point of Constitution drain with a successful grapple check. For each point of Constitution drained, the shadowflesh gains 5 bonus hit points. Additionally, each time the shadowflesh constricts, all of the target's magic items are subject to a *disjunction* effect (DC 29 or be turned into a normal item). For each caster level worth of magic items made into normal items, the shadowflesh gains 5 bonus hit points. All hit points gained through this ability dissipate after one hour.

If a character is reduced to 0 Constitution through this attack, he is permanently destroyed and may not be brought back to life by any means.

Disrupting Energy (Ex): The damage dealt by the shadowflesh's touch attack, incorporeal touch attack, and constriction are all disrupting energy that bypasses all DR and resistances.

Dual Existence (Su): Though it is corporeal, an aspect of the shadowflesh exists in the spirit world as well, allowing

it to make an incorporeal touch attack any time it makes a normal attack. This incorporeal touch attacks affects incorporeal creatures as if it were a ghost touch weapon.

Improved Grab (Ex): To use this ability, a shadowflesh must hit with its touch attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict. The *freedom of movement* spell and similar effects have no effect during grapple checks with a shadowflesh.

Spirit-devouring Constriction (Su): A shadowflesh deals automatic incorporeal touch damage and 1 point of Charisma drain with a successful spirit grapple check. For each point of Charisma drained, the shadowflesh gains 5 bonus hit points. Additionally, each time the shadowflesh constricts, the target must make a DC 29 Will save or its alignment shifts one step closer to neutral evil. For each step closer to neutral evil a character's alignment is shifted, the shadowflesh gains 5 bonus hit points. All hit points gained through this ability dissipate after one hour.

If a character is reduced to 0 Charisma through this attack, he is permanently destroyed and may not be brought back to life by any means. If a character's alignment shifts to neutral evil via this effect, the shadowflesh absorbs the character and he becomes a servant of Izrador, loyal to the dark god and twisted to the core. Such characters reappear in the southlands serving the dark god's will, though how they get there remains a mystery.

Spirit Grab (Su): A shadowflesh can grapple its victims' spirits and souls as easily as it can their bodies. To use this ability, a shadowflesh must hit with its incorporeal touch attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the spirit grapple check, it establishes a spirit hold and can constrict.

A spirit grapple is conducted like a normal grapple, except that the victim's grapple check is modified by his Wisdom instead of Strength and a victim gains no grapple bonus due to size or feats. Likewise, a victim's Escape Artist check in these cases is modified by his Intelligence rather than his Dexterity, and the victim gains no bonus due to size or feats. The *freedom of movement* spell and similar effects have no effect during spirit grapple checks with a shadowflesh.

If a target's spirit is grappled but its physical form is not, continue to resolve the spirit grapple as normal. The spirit is only released if the shadowflesh is destroyed or if it somehow escapes the grapple. If the target's physical form escapes but its spirit remains behind and is reduced to 0 Charisma or his alignment switches to neutral evil, the target suffers the effects described above.

Profane Grace (Su): A shadowflesh adds its Charisma modifier as a bonus to all of its saving throws and as a deflection bonus to its armor class. (The statistics block already reflects these bonuses).

Vardrath

Large Aberration

Hit Dice: 10d8+40 (85 hp)

Initiative: +7

Speed: 40 ft. (8 squares), climb 20 ft. (4 squares)

AC: 22 (–1 size, +3 Dex, +10 natural); touch 12, flat-footed 19

Base Attack/Grapple: +7/+14

Attack: Bonesword appendage + 13 melee (2d6+7)

Full Attack: 4 bonesword appendages +13 melee (2d6+7)

Space/Reach: 10 ft./5 ft.

Special Attacks: Boneshard webs, impale

Special Qualities: Darkvision 120 ft., tremorsense 60 ft.

Saves: Fort +7, Ref +6, Will +7

Abilities: Str 24, Dex 17, Con 18, Int 14, Wis 10, Cha 13

Skills: Climb +28, Hide +20, Jump +20, Listen +3, Move Silently +10, Spot +7

Feats: Cleave, Great Cleave, Improved Initiative, Power Attack

Climate/Terrain: Underground, Vale of Tears

Organization: Solitary, scourge (2–6), nest (10–20)

Challenge Rating: 8

Alignment: Always neutral evil

Advancement: 11–12 (Large); 13–18 (Huge); 19–36 (Gargantuan)

Too late, the reflection of torchlight on the spiny black carapace of a monstrous, spider-like creature betrays its presence. Baleful eyes glitter with a savage intelligence as it works its mandibles in anticipation of the kill. The spindly horror raises its fore legs, long barbed swords of black bone, in a mocking en garde—then charges forward with terrifying speed.

Bonesword spiders, or vardrath, are large spiny spider-like creatures with keen intellects that move with fearsome agility and speed. Their hard, serrated carapaces are razor sharp and their legs taper to wicked spikes that can punch through steel as though it were rotten wood.

It is thought that these vile arachnids are the offspring of Izrador and one of his concubines that fell from the heavens with him. Legend has it that she still exists, bloated and helpless, at the bottom of the Boneshard Webs. Lacking any true corporeal form, Izrador long ago decided that she would be far more useful as a breeder of monsters than as a companion. The tale says that she has but one purpose, now: to give constant birth to the vardrath, broods of which eat their way out of her womb each spring in a mockery of the natural cycle. Despite the agony she endures in that process, Izrador ensures that she is always returned to health over the summer and impregnated once more in the fall. The question is whether it is her thirst for vengeance that controls bonesword spiders in their occasional raids of the orcish warrens, or the Shadow's will that guides them, culling the weak from his chosen. Or

perhaps, as Izrador works in mysterious ways, both are true.

A bonesword spider has a body the size of a small pony and long spindly legs that span more than 10 feet. It weighs more than 2000 pounds.

Combat

Bonesword spiders appear to derive amusement from hunting orcs and other sentient creatures. They lay in wait in the darkness for the unwary, or spin vast crystalline webs to create labyrinthine mazes in which to shepherd and lure their prey into an ambush. However, the vardrath enjoy the most visceral pleasures in all-out assaults on orc warrens and goblin shanties. In direct attacks, bonesword spiders charge into battle to use their deadly spiked legs in close combat, employing power attack and cleave to deadly effect.

Boneshard Webs (Ex): The webs of the vardrath are strange crystalline affairs, constructed of sticky black resin that hardens into threads with the texture of spun sugar mixed with broken glass. Shards of bone extracted from the broken corpses of their prey are woven amidst the threads, giving them a deadly, thorny appearance. Boneshard webs are sharp and brittle; the strands break easily when touched, revealing unset, sticky resin that serves to ensnare the spider's prey. A boneshard spider may spin a 10-ft. cube of webbing per 10 minutes, to a maximum of 10-ft. cubes (or portions thereof) equal to its HD per day. The web may be spun as thin as 5 ft. thick.

Creatures can either force their way slowly through a web by making a Strength check as a full-round action or can attempt to cut through it. For every 5 points by which the check exceeds 15, a creature moves 5 feet, up to a maximum distance equal to its normal land speed (possibly taking damage as it does so; see below). Alternatively, a Small creature with a slashing weapon can chop the webs away, creating a passage 2-1/2 ft.-wide, 2-1/2 ft.-high, and 2-1/2 ft.-deep with 1 minute of work. For each size category larger the creature is, the amount of space cleared within 1 minute increases by 2-1/2 ft. on a side. Strength is inconsequential to this effect because the webs yield before any blow, weak or mighty, only to snap back into the area just cleared.

Regardless of whether a creature attempts to force through, cut through, or is forced into the web by another creature, it must make a DC 19 Reflex save for each 5 ft. it travels through the web. If it fails, it becomes entangled. A creature entangled in a boneshard web can still move, albeit at half speed. Additionally, the creature cannot run or charge and takes a –2 penalty on all attack rolls and a –4 penalty to Dexterity. Additionally, entangled creatures take 20 points of slashing damage per 5 ft. of movement or for each standard action performed in the web. The amount of damage taken is reduced by an amount equal to the creature's AC, so creatures with an Armor Class of 20 or higher take no damage from contact with the web. Finally, any creature attempting to cast spells while entangled in the web must make a Concentration check (DC 15 + the spell's level + any slashing damage taken from performing the standard action) or lose the spell.

Impale (Ex): A bonesword spider's limbs taper to deadly spears of iron-hard chitin, incredibly sharp and wickedly serrated. The bonesword spider's appendage attacks ignore armor, shield, and natural armor bonuses.

Tremorsense (Ex): A bonesword spider can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's web.

Skills: Bonesword spiders have a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Climb checks. A bonesword spider can always choose to take 10 on Climb checks, even if rushed or threatened. Bonesword spiders use their Strength modifier for Climb checks.

Yadruul

Medium Monstrous Humanoid

Hit Dice: 6d8 + 24 (51 hp)

Initiative: +5

Speed: 20 ft. (6 squares), fly 60 ft. (average)

AC: 18 (Dex +5, natural +3)

Base Attack/Grapple: +6/+12

Attack: Claw + 12 melee (1d4+6)

Full Attack: 2 claws +12 melee (1d4+6), bite +7 melee (1d6+3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Rend 2d4+9

Special Qualities: Burdened flyer, darkvision 60 ft., fast healing 2, improved grab, resistance to cold

Saves: Fort +6, Ref +10, Will +6

Abilities: Str 22, Dex 20, Con 18, Int 11, Wis 13, Cha 14

Skills: Balance +11, Hide +11, Spot +7

Feats: Flyby Attack, Hover, Improved Grab

Climate/Terrain: The Scar

Organization: Solitary, pair, or host (5-30)

Challenge Rating: 6

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +5

A winged shadow swoops from above in a flurry of filthy talons, savage teeth, and dry, membranous wings. The sky is suddenly thick with gaunt creatures clothed in dead-looking skin stretched taut over protruding bones. Deep-set eyes blaze like malevolent yellow lamps from skull-like faces that taper to a spiny ridge crowned by backward-sweeping horns. The stench of sulfur hangs about this horrid host, and the air is rent by their hideous shrieks.

The yadruul are a race of winged, skeletal humanoids, perhaps remnants of the demonic host cast down with Izrador in the Sundering or vile creations of the wicked darguul. Madness swirls in the baleful yellow lights of their eyes, and their shrill cries are the screams of the damned: terrible and chilling, forlorn and lost. Large leathery wings sprout from

shoulders knotted with muscle and sinew, and when spread, span more than 15 feet. Despite their emaciated appearance, the yadruul are preternaturally strong, able to lift far more than their body weight, such as a grown orc warrior in full battle array.

The yadruul dwell in fouled nests cut into the rotting ice of ancient glaciers that spill from the Highhorn Mountains into the seething chasm of the Scar. From these frozen perches they soar on the thermal currents of the dark rift and prey on the magral, the maggot spawn orcs of Kazak-Dûr. Their ancient foes are the feral Motherless Ones who dwell in ice caverns farther up the glaciers. The two races hunt each other with ferocious zeal, taking the skulls of the losers as gruesome trophies.

Combat

Yadruul prefer to dive at their foes, raking with the claws of their feet before launching back into the air for another attack. Another favored tactic is to grab an opponent, lift him into the air, then drop him into the depths of the Scar.

Burdened Flyer (Ex): Unlike most flying creatures, a yadruul can fly while carrying up to a medium load; for most yadruul, this is 346 lbs. or less.

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

Rend (Ex): If a yadruul hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d4+9 points of damage.

Resistance to Cold (Ex): Yadruul are immune to non-lethal damage caused by cold dangers like cold weather, severe cold or exposure, or extreme cold. Additionally, yadruul suffer only half the normal damage (rounded down) from the lethal cold damage caused by extreme cold.

Baeraga, Mother of Blood

Female orc, Chn 8 (Charismatic)/kurasatch udareen

10: CR 18; medium humanoid (5 ft. 9 in. tall); HD 8d6+10d4; hp 70; Init +4; Spd 30 ft. (6 squares); AC 14, touch 14, flat-footed 14; Base Atk +11; Grp +9; Atks +11/+1 (Sever 1d4); SA spells; SQ art of magic, dark roads (first, second, and third marks of the road of blood), empathic link, force of personality (improved fury, inspire fascination, inspire fury, mass suggestion, suggestion), orc racial traits, summon familiar; AL LE; SV Fort +9, Ref +5, Will +16; Str 6, Dex 10, Con 10, Int 19, Wis 16, Cha 20.

Skills and Feats: Bluff +25, Concentration +13, Craft (jewelry) +12, Diplomacy +25, Gather Information +17, Heal +9, Intimidate +28, Knowledge (Arcana) +22, Knowledge (Northern Marches) +12, Knowledge (Spirits) +14, Sense Motive +23, Spellcraft +22; Craft Wondrous Item, Extend Spell, Greater Spell Focus (enchantment) Heighten Spell,

Improved Initiative, Negotiator, Persuasive, Spellcasting (abjuration), Spellcasting (conjunction, lesser), Spellcasting (divination), Spellcasting (enchantment), Spellcasting (evocation, lesser), Spellcasting (evocation, greater), Spell Focus (Enchantment).

Spells Known (8 0-lvl spells/day; 23 spell energy/day; base DC = 15 + spell level; * enchantment spells, DC 18 + spell level): 0—*arcane mark*, *daze*, *guidance*, *magehand*, *mending*, *prestidigitation*; 1st—*charm person**, *detect astirax*†, *lie*‡, *shield*, *sleep*, *woeful speech**‡; 2nd—*daze monster**, *darkness*, *enthrall**, *hypnotic pattern**, *scorching ray*, *scriber's mark*‡, *withering speech**‡; 3rd—*arcane sight*, *clairaudience/clairvoyance*, *hold person**, *suggestion**, *tongues*, *willful stand**‡; 4th—*arcane eye*, *black tentacles*, *charm monster**, *crushing despair**, *modify memory*, *scrying*, *shout*; 5th—*dominate person**, *mind fog**, *prying eyes*, *telepathic bond*; 6th—*chain lightning*, *mass suggestion**, *symbol of persuasion**, *true seeing*; 7th—*greater arcane sight*, *mass hold person**, *power word blind**, *spell turning*; 8th—*antipathy**, *binding**, *demand**, *power word stun**, *protection from spells*, *whirlwind*; 9th—*dominate monster**, *power word kill**.

† Described in *MIDNIGHT SECOND EDITION*.

‡ Described in *Sorcery and Shadow*.

Languages: Black Tongue, Erenlander, Norther, Old Dwarven Pidgin, Orcish, Trader's Tongue.

Possessions: *Skin of the Blood Mother* (cloak of charisma +4), *bracers of armor* +4, *Sever* (see page 62), *greater spell talisman* (Enchantment), *greater spell talisman* (Divination).

In the darkness of the womb sits an ancient female orc. Her hair is white and unkempt and her body is twisted by the ravages of time. She bears only a simple obsidian dagger, but still exudes power and danger. As she raises her head, you see the evil in her eyes and realize that it's too late to run.

The Mother of Blood kurasatch udareen have learned well at their master's feet, becoming the most powerful priestesses in the frozen north. They guard their secrets jealously and know rituals that are denied even to the Order of the Shadow. The matriarch of the tribe's kurasatch udareen is a withered crone, Baeraga, who has watched ten generations of wise women grow old and die while she endures. Baeraga's hands are crippled with age and she cannot move unassisted. Her eyes are milky white and sightless, yet they seem to pierce the soul, laying bare its contents. Despite her

infirmity, she radiates knowledge and authority and has remained the power behind the kurasatch udareen for over 150 years.

Baeraga is the most powerful servant of the Shadow in the Marchlands. She directly commands over 1,000 Mother of Blood priestesses and can call on the support of hundreds more from allied tribes. With a single word, she can gather the tribe's warbands and set the north ablaze. Even Helag, supposed governor of the Upper Ishensa shadow district, has but a 10th of her power and influence. Baeraga prefers, however, to hide her power, letting others assume the mantle of leadership. The tribe's day-to-day concerns are not worthy of her notice; she focuses instead on the future of her people. While the other great tribes have answered the clarion call of war against the fey, Baeraga has limited her tribe's contribution to the Night King Jahzir's army, preferring to strengthen the tribe's position in the northlands. Baeraga risks the Night King's wrath but she conspires toward a future free of the dominance of the Night Kings . . . and as of late, she has begun to question the value of even the Order of the Shadow.



Brother Neran, Grandmaster of the Eye

Neran, male lich, legate 20: CR 22; medium undead (6 ft. 1 in. tall); HD 20d12; hp 171; Init +6; Spd 30 ft. (6 squares); AC 29 (+2 Dex, +7 armor, +10 natural), touch 12, flat-footed 20; Base Atk +15; Grp +16; Atks +16/+11/+6 touch (1d8+5 negative energy plus paralysis); SA *astirax* companion, *damaging touch*, *fear aura*, *paralyzing touch*, *rebuken* undead, *spells*; SQ *damage reduction 15/bludgeoning* and *magic*, *immunity to cold*, *electricity*, *polymorph*, and *mind-affecting attacks*, *turn resistance* +4, *undead traits*; AL LE; SV Fort +12, Ref +8, Wil +19; Str 13, Dex 14, Con 0, Int 19, Wis 20, Cha 16.

Skills and Feats: Concentration +18, Diplomacy +15, Hide +10, Intimidate +18, Knowledge (Arcana) +30, Knowledge (Shadow) +27, Knowledge (Spirits) +27, Listen +12, Move Silently +18, Search +12, Sense Motive +19, Spellcraft +27, Spot +15; Alertness, Craft Magic Arms and Armor, Craft Wondrous Item, Empower Spell, Improved Initiative, Iron Will, Quicken Spell, Skill Focus (Knowledge: Arcana).

Spells Prepared (6/7+1/6+1/6+1/6+1/4+1/4+1/4+1/4+1; base DC = 15 + spell level; domains: evil, magic): 0—*detect magic* (2), *guidance* (2), *resistance* (2), 1st—*bane*, *comprehend languages*, *deathwatch*, *divine favor*, *doom*, *obscuring mist*, *protection from good**, *summon monster I*; 2nd—*augury*, *darkness*, *death knell*, *desecrate*, *identify**, *summon monster II*, *zone of truth*; 3rd—*animate dead*, *deeper darkness*, *dispel magic*, *invisibility purge*, *protection from energy*, *speak with dead*, *summon monster III*, *wind wall*; 4th—*discern lies*, *divination*, *sending*, *spell immunity*, *summon monster IV*, *tongues*, *unholy blight**; 5th—*greater command*, *commune*, *dispel good**, *scrying*, *spell resistance*, *summon monster V*, *true seeing*; 6th—*blade barrier*, *create undead**, *greater dispel magic*, *harm*, *mass inflict moderate wounds*; 7th—*blasphemy*, *destruction*, *repulsion*, *spell turning**, *quicken inflict moderate wounds*; 8th—*mass inflict critical wounds*, *greater spell immunity*, *protection from spells**, *summon monster VIII*, *unholy aura*; 9th—*implosion*, *mage's disjunction**, *quicken freedom of movement*, *soul bind*, *summon monster IX*.

* Domain spell. *Domains*: Evil (cast evil spells at +1 caster level), Magic.

Languages: Black Tongue, Courtier*, Erenlander*, High Elven*, Norther, Orcish, Trader's Tongue.

Possessions: *Carapace of Goralak* (see page 62), heavy dark robes, silver holy symbol of Izrador, *phylactery* kept in the Black Chantry.

A cowed figure stands in a ritual circle as spirits of the Lost swirl around him like dogs at their master's feet. They whisper dark secrets from ages past and await his command to spill blood and send fresh souls to the dark god.

Brother Neran was a simple acolyte in Bandilrin, a mere boy, when Izrador seduced Beirial the Betrayer. He was amongst the first to willingly convert to the dark god's service, helping his new master kill those in the monastery who opposed the rise of the Order of Shadow. In the First Age he was ever at Beirial's right hand, acting as his agent throughout the Northlands. Under Beirial's tutorage, Brother Neran rose rapidly through the order's ranks. When Beirial disappeared from the north, Brother Neran journeyed to Gasterfang to take control of the Eye. He has been both its master and servant for more than two ages, and now that the rest of the order has left him in peace, his findings and research have exponentially increased in both pace and power. No person living or dead knows more about the Eye than Brother Neran.

Brother Neran dresses simply in the dark habit of his order, with but a simple silver symbol of Izrador hung around his neck. The lich is always cowed, even amongst his servants, giving some hint at a yet unlost vanity. He moves quietly through the chamber of the Eye, his movements unhurried, sure of his power and the fear he engenders. Brother Neran cares little for his servants, guards, or the victims he sacrifices; all are simply tools to achieve the greater glory of Izrador.

Petition

Large Corrupted Outsider (Good, Native)

Hit Dice: 22d8+198 (312 hp)

Initiative: +9 (+11 in shadowy illumination, +7 in bright illumination)

Speed: 60 ft; 120 ft. in shadowy illumination and darkness; 30 ft. in bright illumination

Armor Class: 35 (−1 size, +5 Dex, +21 natural, +10 deflection), touch 24, flat-footed 31

Base Attack/Grapple: +22/+37

Attack: *Voidsong* +36 melee (2d6+20/17–20 plus 2d6 evil plus soul drinking) or slam +32 melee (2d8+11 plus 1d3 Con)

Full Attack: *Voidsong* +36/+31/+26/+21 melee (2d6+20/17–20 plus 2d6 evil plus soul drinking) or 2 slams +32 melee (2d8+11 plus 1d3 Con)

Space/Reach: 10 ft./10 ft.

Special Attacks: Awesome blow, baleful (DC31), rend (2d8+15), spell-like abilities, spells, steal essence (1d3 Con)

Special Qualities: Blindsight 120 ft., damage reduction 15/epic and evil, immunity to acid, cold, fire and petrification, profane grace, regeneration 15, resistance to electricity 15, spell resistance 32, symbol.

Saves: Fort +36, Ref +28, Will +30

Abilities: Str 33, Dex 20, Con 28, Int 21, Wis 21, Cha 31

Skills: Concentration +4, Craft +33, Knowledge (Arcana) +33, Knowledge (History) +33, Knowledge (Shadow) +33, Knowledge (Spirits) +33, Diplomacy +35, Escape Artist +30, Hide +34, Listen +32, Move Silently +30, Search +31, Sense Motive +32, Spellcraft +31, Spot +32, Survival +7 (+9 following tracks), Use Rope +5 (+7 with bindings)

Feats: Awesome Blow, Cleave, Diehard, Great Cleave, Improved Critical, Improved Initiative, Improved Sunder, Power Attack, Quicken Spell-like Ability (*unholy blight*)^B, Quicken Spell-like Ability (*waves of exhaustion*)^B, Weapon Focus (bastard sword)

Climate/Terrain: Kazak-Dûr

Challenge Rating: 28

Alignment: Neutral

A towering figure rises from the rubble of a fallen crypt, its gaunt frame hunched and broken like a man too long on the rack. Lank ropes of hair hang across its narrow, elongated face, thankfully obscuring its hideous features. Sorrow wreathes the creature like a cloak and its every move sings of untold pain. Despite its pitiful manner, the creature emanates an aura of dread, and death walks in its tortured shadow. It extends a hand—like its limbs, it is overlong and twisted. Its upturned palm indicates that it wants something, but the nature of its demand is unclear and its still mercifully concealed face betrays no hints.

The demon Petition is a mysterious and singular entity of the darkest design. Towering nine feet tall, his flayed body is made up of corded muscle stretched taut over magically elongated bones. Black iron plates hang from barbed hooks driven into tender flesh that cause the demon continuing pain and hamper his once graceful movements, but encase him in a metal carapace that is all but impenetrable. Petition's head is also odd, unusually narrow and elongated and forced low over its chest as it stoops under the weight of terrible despair. Long, rope-like tendrils of hair sprout from the top of his head and hang in a curtain in front of his face. The tendrils bounce when he moves and sway on their own when he is still. To glimpse the demon's face is to court madness: the horror and sorrows of countless ages are writ in a single rune that brands the otherwise featureless flesh. Petition's torso is a massive barrel of muscle and bone and its ridged back, punctured by iron spikes driven between the vertebrae, is topped with gnarled humps of bone and muscle that are all that remain of wings. Once majestic and feathered, they were

torn and burnt from his body during the fall from the celestial realm. Unlike all other outsiders on Aryth, Petition retains his former body and does not have the trapped template. Izrador's twisted devotion to this once powerful foe ensures that, even if Petition is destroyed, Izrador will have another body waiting for him that has only endured yet more centuries of torture.

None alive or undead truly understand what or who Petition is; they know him only as the guardian of the Petition Gate. His position as guard dog at an isolated, forlorn gate that the forces of good could never hope to breach anyway is not pointless; rather, it is a final indignity inflicted on Petition by his enemy. Petition was once a general of the Wael, hand servant of Galahane, the Father of Order, and immortal foe of the Lords of Chaos, of whom Izrador was the most mighty. Petition has forgotten these things himself. He can no longer even remember his true name, let alone that he once guarded a golden gate to a shining city of white marble and eternal song. Izrador remembers, though, and in his frozen tomb the shadow of the darkest god feels a cold, bitter feeling that might be glee whenever he thinks of Petition's fall.

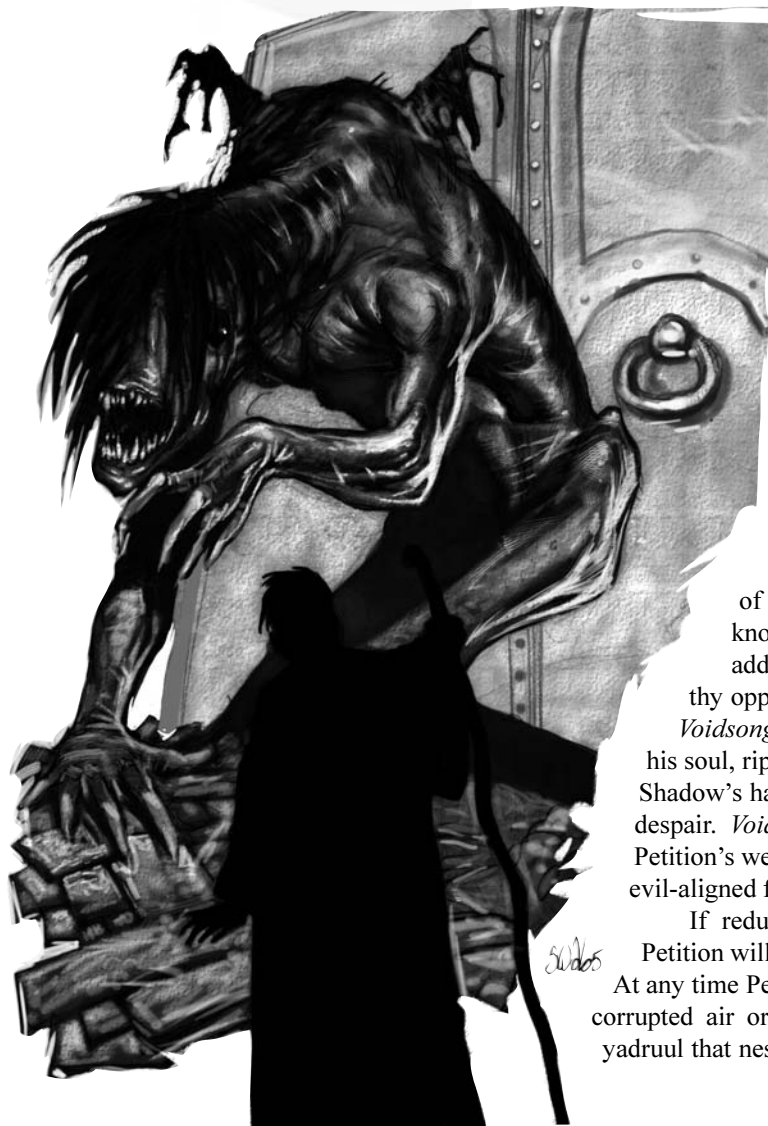
Petition now simply guards the gate because the idea of doing so is all that Izrador left him. Slaughtering those who approach is not something that he realizes is evil . . . it is something that he does. In the worst of ironies, Petition retains his good subtype and his angelic damage reduction.

Combat

Any foe foolish enough to provoke Petition will feel the wrath of his considerable power. None have ever done so and continued to exist. In combat, Petition prefers to first strike from a distance with potent spells, trying to slay one or more of his opponents outright in an attempt to demoralize those who remain.

At closer range, Petition is surrounded by an aura of fear, and attacks with powerful blows that can knock opponents back and drain their life-essences, adding their vitality to his own. If faced with a worthy opponent, Petition will manifest the dire blade called *Voidsong*. The bastard sword is actually a manifestation of his soul, ripped out during the long centuries of torture at the Shadow's hands. The black blade swallows light and radiates despair. *Voidsong* is described in more detail on page 62. Petition's weapons and natural attacks are considered epic and evil-aligned for the purposes of overcoming damage reduction.

If reduced to twenty percent of his total hit points, Petition will retreat magically if possible or physically if able. At any time Petition can call to his aid as a free action 1d4 large corrupted air or earth elementals from the Scar itself or 2d10 yadruul that nest on the ledges of the black spire.



Awesome Blow (Ex): Petition's Awesome Blow is stronger than most and on a successful hit knocks his foes back 20 ft. instead of 10.

Baleful (Su): Petition radiates a 20-foot-radius fear aura. Affected creatures in the area must succeed on a DC 31 Will save or be affected as though by a *fear* spell (caster level 20th). A creature that fails is panicked for the duration of the encounter and will cower if cornered. A creature that succeeds is shaken for 1d6 rounds but cannot be affected again by Petition's aura for 24 hours. This is a mind-affecting fear effect. The save DC is Charisma-based.

Dark Power (Su): The save DCs of any and all of Petition's special attacks increase by +4.

Profane Grace (Su): Petition adds his Charisma modifier as a bonus to all of his saving throws and as a deflection bonus to his armor class. (The statistics block already reflects these bonuses).

Regeneration (Ex): Though Petition has damage reduction against all but epic and evil-aligned weapons, Izrador has as a cruel joke granted him an opposing type of regeneration. Petition takes normal lethal damage from epic and good-aligned weapons.

Spell-Like Abilities: At will—*aid*, *air walk*, *animate objects*, *commune*, *contagion* (DC 21), *continual flame*, *bestow curse* (DC 21), *dimensional anchor*, *fear* (DC 19), *greater dispel magic*, *unholy smite* (DC 22), *imprisonment* (DC 27), *invisibility* (self only), *lesser restoration* (DC 20), *polymorph* (self only), *resist energy*, *summon monster VII*, *speak with dead* (DC 21), *telekinesis*, *waves of fatigue*; 3/day—*blade barrier* (DC 24), *earthquake* (DC 26), *harm* (DC 24), *mass charm monster* (DC 26), *permanency*, *resurrection*, *waves of exhaustion*; 1/day—*greater restoration* (DC 25), *heal* (self only), *earthquake* (10 ft.-radius), *power word blind*, *power word kill*, *power word stun*, *prismatic spray* (DC 25), *wish*. Caster level 20th. The save DCs are Charisma-based.

The following abilities are always active on Petition's person, as the spells (caster level 20th): *death watch*, *detect chaos/evil/good/law*, *detect snares and pits*, *discern lies* (DC 21), *see invisibility*, *true seeing*. They can be dispelled, but Petition can reactivate them as a free action.

Spells: Petition can cast divine spells as a 20th-level legate. The save DCs are Wisdom-based.

Typical Legate Spells Prepared (6/8/8/8/7/7/6/6/5/5; save DC 15 + spell level): 0—*create water*, *detect magic*, *guidance* (2), *resistance* (2); 1st—*command* (2), *detect law*, *divine favor*, *doom*, *entropic shield*, *obscuring mist*, *protection from good**, *sanctuary*; 2nd—*augury*, *bull's strength*, *death knell* (2), *desecrate**, *enthrall*, *hold person*, *silence* (2); 3rd—*animate dead*, *blindness/deafness* (2), *contagion**, *deeper darkness*, *inflict serious wounds* (2), *meld into stone*, *speak with dead*; 4th—*death ward*, *divine power*, *freedom of movement*, *giant vermin*, *inflict critical wounds* (2), *magic circle against good**, *spell immunity*; 5th—*greater command*, *flame strike*, *insect plague*, *raise dead*, *righteous might*, *slay living*, *unhal-*

low, *unholy blight**; 6th—*antilife shell*, *create undead** (2), *forbiddance*, *mass inflict moderate wounds* (2), *word of recall*; 7th—*blasphemy**, *control weather*, *destruction* (2), *mass inflict serious wounds*, *repulsion*, *word of chaos*; 8th—*create greater undead*, *fire storm*, *mass inflict critical wounds (mass)*, *symbol of death*, *unholy aura**; 9th—*energy drain*, *implosion** (2), *miracle*, *soul bind*, *storm of vengeance*.

*Domain spell. *Domains:* Destruction (smite 1/day: +4 to attack, +20 to damage) and Evil (cast evil spells at +1 caster level), Magic.

Steal Essence (Su): Petition's slam attack deals 1d4 points of Constitution damage to a living foe (Fortitude save DC 35 avoids). These points are immediately added to Petition's own Constitution score, conferring all the associated benefits of the higher Constitution. Petition can never gain more than 56 points of Constitution in this way, and the stolen points disappear at a rate of four per hour. A creature reduced to 0 Constitution as a result of this attack is reborn as a yadruul 1d4 rounds later under Petition's command. The save DC is Charisma-based.

Symbol (Su): An ever-weeping wound carved into the scarred but otherwise blank canvas where Petition's face should be acts as a permanent *symbol*. Each night as the sun sets the symbol writhes and burrows in Petition's face, forming a different pattern. Each day roll 1d8 to randomly determine which of the eight *symbol* spells listed in the PHB will be formed (Caster level 20th, DC 24 + spell level, save DC is Charisma-based).

CHAPTER 4

Magic of Shadow and Ice



The realm of the north is not merely a realm of cold death, but also one of power born of those inexorable forces. Terrible magic items, strange new diseases and threats, and powerful but ultimately corrupting magic are all possible in this unforgiving land. This chapter provides rules for Izrador's mother-wives, the kurasatch udareen; it also lists new spells, magic items, and rituals, and describes the manner in which taint and corruption can be suffered or avoided.

All rules and game statistics in this chapter, including the names and mechanics of hazards, are designated as **Open Game Content**. Setting material, background text, and the names of NPCs are designated as closed content.

New Prestige Class:

Kurasatch Udareen

The kurasatch udareen, Izrador's mother-wives, are the priestesses of the odrendor, vile witches who speak to the dark god in dreams and drug-induced trances. The Shadow whispers to them in the night, instructing them in his plan for the chosen and showing them the secrets of dark power. The Shadow's teachings are harrowing and brutal, and the power he reveals is a deadly force to wield. The kurasatch udareen sip from the stolen arcane flows of Aryth, risking corruption by the Shadow's taint and becoming ever more beholden to their dark god. But driven by fear and the fierce competitiveness of their race, the kurasatch udareen delve ever deeper into forbidden lore, learning how to warp flesh, control minds, and raise the spirits of the dead.

Hit Die: d4

Requirements

To qualify to become a kurasatch udareen, a character must fulfil all the following criteria.

Skills: Knowledge (arcana) 8 ranks, Knowledge (shadow) 8 ranks, Knowledge (spirits) 4 ranks, Spellcraft 4 ranks.

Feats: Magecraft (charismatic or spiritual), any two Spellcasting feats.

Special: Must pass the kurasatch udareen's rituals of acceptance.

Class Skills

The kurasatch udareen's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Intimidate (Cha), Knowledge (arcana), Knowledge (nature), Knowledge (local: Northern Marches), Knowledge (Shadow), Knowledge (spirits) (Int), Profession (Wis), Sense Motive (Wis), Spellcraft (Int).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are features of the kurasatch udareen prestige class.

Weapons and Armor Proficiency: Kurasatch udareen gain no additional proficiency with weapons or armor.

Bonus Feat: The kurasatch udareen gains a bonus feat at 3rd, 6th, and 9th level. The feat chosen must be either an item creation or metamagic feat.

Improved Spellcasting (Ex): Kurasatch udareen levels grant similar benefits as channeler levels with regards to the art of magic, bonus spells, and bonus spell energy. This means that kurasatch udareen levels stack with channeler levels for the purpose of determining the highest-level spells the character can cast. A character with more channeler and kurasatch udareen levels than levels in other classes adds +1 to his character level to determine the highest-level spells he can cast.

Additionally, each time the character achieves a new kurasatch udareen level, she gains one new spell of any level and school she can cast. A kurasatch udareen can also learn additional spells according to the normal rules for learning spells.

Finally, the character's maximum spell energy increases by one point for every level of kurasatch udareen she gains.

Shadow Magic (Su): The kurasatch udareen are known as the mother-brides of Izrador, and their close ties with the dark god allow them to cast magic unhindered by the dispelling effects of the black mirrors. This is possible because the kurasatch udareen channel the stolen magic of the coriths to power their spells. Furthermore, while within the area of effect of a black mirror, the kurasatch udareen's spell energy pool increases by a number equal to her kurasatch udareen level.

However, this special dispensation comes with two costs. First, the kurasatch udareen must pay the dark god in blood for the energy she uses. Each arc, the priestess must sacrifice a number of HD of sentient beings equal to her class level. If an arc passes and the kurasatch udareen has not made this sacrifice, she loses the shadow magic class ability, suffers 1 hit point of damage for each HD not accounted for, and her spell energy pool lowers by 1 for each HD not accounted for. These hit points and the spell energy pool decrease cannot be restored by ordinary or magical healing, and are only recovered once the priestess has repaid her debt in full.

The second cost of being able to tap the arcane energy stolen by the dark god is that the kurasatch udareen becomes dependent on Izrador's assistance; whenever she would suffer Constitution damage to pay for spell energy she does not have (including when she has no spell energy and is attacked by an astirax), she suffers double the normal Constitution damage.

Spellcasting: At 4th and 7th level, the kurasatch udareen gains a Spellcasting feat of her choice. A kurasatch udareen who qualifies may choose Greater Spellcasting instead.

Dark Road

The kurasatch udareen are keepers of dark lore passed on to them in terrible whispers and nightmare visions sent in the dead of the night: the true names of demons and foul spirits; dark rituals; potent brews; and dire spells to bind flesh and boil blood. The dark god has seen fit to bestow this knowledge selectively, resulting in the emergence of several focused magical traditions, each associated with the kurasatch udareen of particular tribes. The different magical traditions followed by the kurasatch udareen are known as dark roads. Three are presented here in detail, but others are known to exist amongst the tribes.

At 1st level, a kurasatch udareen must choose which road she will follow (this is generally the same road as that focused on by her tribe and by the mother-wives who inducted her). As a kurasatch udareen grows in power, Izrador reveals ever greater secrets. At 1st, 5th, and 10th level, the kurasatch udareen gains a gift, a dark mark of the dark road upon which she walks. The dark roads of the kurasatch udareen are highly ritualized, such that all kurasatch udareen that walk a particular dark road learn the same spells. Each level, the kurasatch udareen learns every spell on the following lists that she is of sufficient level to cast. She can cast any spell on this list, even if she doesn't have the appropriate feat for the spell's school. These spells are learned in addition to the spells she gains every three levels through improved spellcasting.

New spells listed below are marked with an asterisk (these can be found later in this chapter) or with a † (these can be found in *Sorcery and Shadow*). Spell-like abilities listed below have a caster level equal to the character's caster level or the minimum caster level required to cast the spell, whichever is higher. Save DCs are based on the character's key spellcasting ability.

The Iron Road: The witch that walks the Iron Road understands the dark song of metal—its thirst for blood, how to make it cut deep, and how to imbue it with dire enchantments. The kurasatch udareen of the Burnt Mother Tribe are the most adept to walk the Iron Road, with only a few lesser tribes, all in the Burnt Mother's thrall, also being privy to the secrets of this dark road.

First Mark of the Iron Road (Su): At 1st level, the kurasatch udareen's skin becomes as hard as iron and she gains a +1 natural armor bonus to AC.

Second Mark of the Iron Road (Su): At 5th level, the kurasatch udareen gains the supernatural ability to manipulate the iron that flows in a creature's blood. Any attack she makes, including ray spells and natural attacks, gains the *wounding* special ability.

Third Mark of the Iron Road (Sp): At 10th level, the kurasatch udareen may use *blood iron** as a spell-like ability once per day.

The Kurasatch Udareen

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+2	+0	+2	Dark roads, improved spellcasting, shadow magic
2	+1	+3	+0	+3	
3	+1	+3	+1	+3	Bonus feat
4	+2	+4	+1	+4	Spellcasting
5	+2	+4	+1	+4	Dark roads
6	+3	+5	+2	+5	Bonus feat
7	+3	+5	+2	+5	Spellcasting
8	+4	+6	+2	+6	
9	+4	+6	+3	+6	Bonus Feat
10	+5	+7	+3	+7	Dark roads

Spells Learned

0 Level—*guidance*

1st Level—*channel might*[†], *inspiration*[†], *magic weapon*

2nd Level—*bleed power*[†], *shatter*

3rd Level—*blade of bone*^{*}, *keen edge*, *greater magic weapon*

4th Level—*rusting grasp*, *stoneskin*

5th Level—*fabricate*, *major creation*, *permanency*

6th Level—*disintegrate*, *ironwood*, *wall of iron*

7th Level—*blood iron*^{*}, *transmute metal to wood*

8th Level—*iron body*, *repel metal or stone*

9th Level—*antipathy*

Road of Black Ice: The dark heart of winter beats in the chest of the kurasatch udareen who walks this road. The spir-its of air and ice, the demons of the howling winds and bitter snow, are all hers to command. The Frozen Mother Tribe claim the most powerful kurasatch udareen to walk the Road of Black Ice.

First Mark of the Road of Black Ice (Sp): At 1st level, the kurasatch udareen may use *chill metal* as a spell-like ability at will, but it has a range of touch.

Second Mark of the Road of Black Ice (Su): At 5th level, the kurasatch udareen gains the supernatural ability to mani-fest the cold hatred that runs in her veins. Any attack she makes, including ray spells and natural attacks, gain the +1 *freezing burst* special ability.

Third Mark of the Road of Black Ice (Sp): At 10th level, the kurasatch udareen may use *control weather* as a spell-like ability once per day.

Spells Learned

0 Level—*ray of frost*

1st Level—*chill touch*, *endure ele-ments*

2nd Level—*chill metal*, *freeze blood*^{*}, *gust of wind*

3rd Level—*sleet storm*, *summon monster III* (small air elemental w. cold subtype), *wind wall*

4th Level—*ice storm*, *solid fog*, *sum-mon monster IV* (ice mephit)

5th Level—*cone of cold*, *control winds*, *summon monster V* (medium cold subtype air elemental, winter wolf)

6th Level—*freezing sphere*, *summon monster VI* (large air elemental w. cold subtype)

7th Level—*control weather*, *summon monster VII* (huge air elemental w. cold subtype)

8th Level—*polar ray*, *summon monster VIII* (greater air elemental w. cold subtype)

9th Level—*storm of vengeance*, *summon monster IX* (elder air elemental w. cold subtype)

Road of Blood: The kurasatch udareen that walks the Road of Blood learns that the crimson liquid of life holds the key to manipulating both the mind and the spirit. Her dark powers involve potent enchantments and dire charms that befuddle and enslave. All other odrendor fear the Mother of Blood Tribe as much for the devious machinations of their priestess-mothers as for their martial strength and sheer weight of numbers.

First Mark of the Road of Blood (Su): At 1st level, a kurasatch udareen of the Road of Blood gains dark insights into the nature of the mind and the spirit, learning how to work more potent enchantments and charms. The kurasatch udareen adds +1 to the DC for all saving throws against spells from the enchantment school. This ability stacks with the Spell Focus and Greater Spell Focus feats.

Second Mark of the Road of Blood (Su): Three times per day at 5th level, a kurasatch udareen of the Road of Blood can quicken (as the Quicken Spell feat) any spell that she has learned from the Road of Blood spells learned list below. She may apply this effect to any spell whose level is equal to or less than her class level. Activating this power is a free action and has no effect on the spell's cost or its casting time.

Third Mark of the Road of Blood (Sp): At 10th level, the kurasatch udareen may use *dominate person* as a spell-like ability twice per day.

Spells Learned

0 Level—*daze, lullaby*

1st Level—*lesser confusion, woeful speech†*

2nd Level—*hold person, withering speech†*

3rd Level—*ray of exhaustion, suggestion*

4th Level—*crushing despair, confusion, lesser geas*

5th Level—*dominate person, inspirational speech†, nightmare*

6th Level—*mass suggestion, symbol of persuasion*

7th Level—*mass hold person, symbol of weakness*

8th Level—*demand, mass charm monster*

9th Level—*dominate monster, mass hold monster*

Taint

When Izrador was flung from the heavens, his flaming god-flesh was destroyed as it tore a great wound in the earth. The dark god's spirit was shattered, dispersed like a foul mist over the frozen north. Then followed countless years, long ages in which his black essence coalesced, gathering strength with painful slowness until finally it was able to manifest as a shadowy presence in the north: bodiless, malevolent, and no longer truly a god. In all this time, Izrador's dead god-flesh had mouldered in an icy grave deep within the Scar. As strength returned to his spirit, the Shadow reclaimed this divine flesh and began to reshape it to suit his purposes, pushing dark tendrils into the surrounding lands in order to leach out their vitality and tap the arcane energy that pulsed in Aryth's flesh. For millennia these black veins infiltrated the northern lands, transforming the already ravaged region into a desolate and malignant wasteland. But still Izrador's recovery was too slow, and so the dark god devised the zordrafin coriths and set his legates to building a network of black mirrors to steal the very magic of the world.

But Izrador didn't just steal the world's arcane energies. He polluted and tainted them with his touch. The vile liquid of the mirrors is the same tarry substance that moves through the dark god's monstrous black veins: arcane power corrupted by the essence of evil.

Every day spent in the Shadow's tainted heartland exposes the mind to the dark god's insidious whispers and the flesh to his crawling taint. The hardest warrior feels strength drain from his limbs and the staunchest soul finds doubt creeping into her heart. When a living creature (corporeal or incorporeal) enters a tainted area, comes into contact with a tainted object or tainted creature, or is the subject of a spell cast with tainted spell energy, it must succeed at a Will save or gain taint. A creature that accumulates enough taint may eventually become a corrupted creature or corrupted spirit. The DC of the Will save is determined as described in the **Tainted Places** sidebar, which also indicates the interval of the saving throws and the amount of taint gained.

Taint is a measure of the Shadow's corruption and can be increased by several different means (see **Increasing Taint**,

below). Once a creature gains a certain amount of taint, the creature undergoes a transformation depending upon its nature. The Shadow's dark essence works its corruption in different ways. Living, corporeal creatures become twisted physically and mentally; when they gain taint equal to their Constitution, they gain the **corrupted creature** template. Spirits fade into shadow at the dark god's touch, their incorporeal forms becoming hateful and foul. When a spirit gains taint equal to its Charisma, it gains the **corrupted spirit** template. However, those who can channel magic expose themselves most directly to the foul essence of the dark god, and are corrupted most completely. A creature with the Magecraft feat risks becoming a **tainted channeler**, as described below. The corrupted creature and corrupted spirit templates are detailed in Chapter 3.

Increasing Taint

A creature's taint is increased when it comes into contact with an area, object, person or effect that has a higher taint score than its own (for areas, objects, and spells, this is its Taint DC). The creature must succeed at a Will save or gain taint. The DC of the Will save is determined as described in the **Tainted Places** sidebar, which also indicates the amount of taint gained on a failed save and the interval at which a save against taint must be made if the creature remains in the area.

For Example: *Aryn, a tainted Dorn fighter with taint 9, enters the icy wastes of the Vale of Tears (Taint DC 12, interval 1 week). After one week in the Vale, Aryn must succeed at a DC 12 Will save (with a –1 penalty to his save because of his 9 Taint points) or gain another point of taint. Aryn fails his save and his taint increases to 10. Later, his mission accomplished, Aryn heads south and sneaks into the Weal. He does not need to make another Will save during his time in the Weal because his Taint is already equal to the taint DC of the Weal, 10. However, if Aryn ever returns to the Vale of Tears and stays for a week, he will have to make another DC 12 Will save (this time with a –2 penalty to his roll because of his increased taint); if he stays for two weeks, he will have to make two saves.*

Upon acquiring the corrupted creature or corrupted spirit template, the creature is thereafter immune to taint—the shadow's essence has infused it completely, changing it forever.

Resisting Taint

Once touched by the dark god's corruption, it is hard to resist the insidious growth of his taint. However, there are certain herbs, charms, and spells that offer some protection against the spread of taint. Of the former, the leaf of an unassuming herb called uryl can be used in the preparation of infused oil to give up to a +5 alchemical bonus to Will saves made to resist the Shadow's taint and its effects.

Tainted Places

The Shadow's taint infests earth and rock, water and wind. It seeps into metal and infects blood and bone. Creatures, places, and things tainted by the dark god's corruption gain an aura of taint that can affect others that come into contact with them. Much of the Northern Marches, particularly beyond the Weal, are filthy with the Shadow's taint.

The following areas are considered tainted. Living creatures that come into contact with them risk becoming tainted or increasing their taint score if they fail a Will save (or Constitution check, for those born of shadow) of the indicated DC. Where multiple taint DCs might apply (e.g., a shadow temple containing a blood mirror in the Weal), the highest of each DC, interval and taint gained are used. In the example mentioned above the taint DC would be 10, interval 1 week, and taint gained 1.

Tainted Area	Taint DC	Interval	Gained
Blight Marsh	DC 12	1 week	1
Cold Downs	DC 5	1 year	1d3-1 (min 1)
Cold Shore	DC 5	1 year	1d3-1 (min 1)
Endless Ice	DC 15	3 days	1d2
Frozen Barrens	DC 10	1 arc	1
Highhorn Mountains, Northern	DC 15	3 days	1d2
Highhorn Mountains, Southern	DC 5	1 arc	1d3-1 (min 1)
The Scar	DC 25	12 hours	1d4
Edges of the Scar	DC 15	3 days	1
Kazak-Dûr	DC 20	1 day	1d3
Tomb of God Flesh	DC 35	6 hours	1d6
Vale of Tears	DC 12	1 week	1d3-1 (min 1)
The Weal	DC 10	1 arc	1
Withered Wood	DC 15	2 weeks	1d3-1 (min 1)
Black Mirror, Pale*	DC 5	1 year	1
Black Mirror, Blood*	DC 8	1 arc	1d3-1 (min 1)
Black Mirror, Eye of the Shadow*	DC 18	1 day	1d4
Black Mirror, Grand *	DC 12	1 week	1d4-1 (min 1)
Region with black veins	DC 20	1 day	1d2
Dead Nexus	DC 15	3 days	1
Tainted object, mild	DC 5	1 year	1
Tainted object, moderate	DC 10	1 arc	1d3-1 (min 1)
Tainted object, severe	DC 15	1 week	1d2
Spells cast in a tainted area	DC: area's taint DC + spell level Taint gained: Same as area		
Touch of tainted individual	DC: Taint score of individual Taint gained: 1d2-1 (min 0)		

* Applies only within the chamber of the black mirror. If a creature touches the black liquid of the mirror, the DC increases by +10 and they risk becoming a Ghulam (see Chapter 3).


Shadow Born

Creatures born and bred beneath the dark skies of the Northern Marches, such as orcs, goblin-kin, giant-kin, and shadowspawn, are more resistant to the effects of the Shadow's taint. Instead of making Will saves to resist taint, these races instead make Constitution checks to resist its effects. Furthermore, they gain a +10 racial bonus to these checks. However, it is still possible, though more difficult, for one of the shadow born to become tainted, and they can purposely fail the check; many of the kurasatch udareen drink the vile fluid of the Shadow in order to receive his dark blessings.

Redemption or Destruction

The ultimate result of taint is destruction. If a creature's taint reaches 30 or higher, the creature must succeed at a Will save (DC 10 + Taint score) each day or dissolve into a pool of black ichors and foul-smelling vapor. From this vile mess, the last remnant of the creature's spirit rises as a near-mindless wraith called an allip (see MM), a tattered shadow wracked by madness and cold hunger. These creatures flee into the north, drawn to the depths of the Scar and the Endless Ice where they wail in darkness until they fade altogether.

The same thing inevitably happens to those who attempt to fight taint, however. Outside of a tainted area, tainted creatures lose 1 point of taint each day. For the purposes of losing taint, the area of effect of a black mirror is considered tainted, though it does not have a taint rating or otherwise cause taint except as described in the **Tainted Places** sidebar. If a creature goes from 1 or more taint to 0 taint, however, it suffers the same effects as above . . . but it *automatically* dissolves and becomes an allip, with no saving throw.



As described under **dark energies**, a tainted channeler can reduce his taint to zero by using it to power spells; if he does so, he suffers a similar fate. Even a creature that has gained the corrupted creature or corrupted spirit template, though immune to future taint, can suffer this effect.

Tainted Channelers

When a creature attempts to cast a channeled spell in a tainted area, he opens himself to more than just the magic of Aryth . . . he also channels the Shadow's corrupting touch. Ever hungry for magic to fuel his re-ascension, Izrador prizes tainted channelers most of all. If the tainted spellcaster continues to channel Aryth's arcane energies, the dark god's corruption spreads and the channeler becomes like a disease vector and magical sump in one. Like disease-carrying insects, tainted channelers corrupt the threads of arcane magic they touch; and when their mortal forms can hold no more, Izrador drains them in a final consumption that leaves the channeler a tattered shade, a hollow shadow of horror and rage.

Only living creatures may become tainted channelers.

Dark Energies

Whenever a living creature with the Magecraft feat would gain taint, regardless of whether it is a spirit or a corporeal creature, something far more insidious happens. He instead gains a pool of taint points that are very similar to spell energy points. If he already has a pool of taint points and would gain taint, the pool of taint points instead increases. In the discussion below, the term "tainted channeler" refers to any creature with the Magecraft feat who has a pool of taint points. For all purposes dependent upon a creature's taint level, a channeler's effective taint is equal to the maximum size of his taint pool.

Taint is not without benefits for tainted channelers. First of all, while in a tainted area, a tainted channeler may use his pool of taint points as if they were spell energy points. Outside of a tainted area, if a tainted channeler wishes to use taint instead of spell energy to power a spell, the cost in taint is doubled. For example, *sleep* (a 1st-level spell) can be cast using one point of taint within a tainted area, or two points in a non-tainted area. A tainted channeler may mix and match these methods of payment, so a channeler casting *hideous laughter*, a 2nd-level spell, could pay for it in a tainted area with 1 spell energy point and 1 taint point; in a non-tainted area this same approach would cost the channeler 1 spell energy point and 2 taint points.

Recovering Taint Points

In lands fouled by the Shadow's taint, taint points are recovered more quickly than normal spell energy. A tainted channeler recovers taint points at a rate of 1 per hour. The tainted channeler recovers all of his taint after a night of rest, just as for normal spell energy. However, outside of a tainted region, taint cannot be recovered at all, and in fact diminish-

es at a rate of 1 taint per day (see **Redemption or Destruction**, above).

Increasing Taint Pools

For each spell cast using taint points, the tainted channeler must succeed at a Will save with a DC equal to 10 + spell level + taint used to pay for the spell, or his taint pool increases by 1d2–1 points of taint (minimum 0). On the one hand this increases the tainted channeler's power, but it also accelerates his decline into corruption and ultimate annihilation (see Corrupted Channelers, below).

Additionally, each time a tainted channeler's spell energy pool increases (e.g., for gaining a level in channeler or a prestige class that offers art of magic as a class ability), there is a chance that this additional power is added to her taint pool rather than her spell energy pool. The channeler must make a successful Will save (DC 10 + channeler's taint pool score – channeler's total spell energy) to resist the spread of taint. If the save succeeds, the channeler's spell energy pool increases as normal. However, if the spellcaster fails his save, his taint pool increases by the amount his spell energy pool would have increased. Furthermore, if the channeler fails his Will save by 10 or more, his existing spell energy pool is decreased by 1 and his taint pool increases by an additional 1.

A tainted channeler, unlike other creatures, is not destroyed when he reaches 30 taint. Instead, he undergoes a transformation when his taint *exceeds his spell energy pool*: he becomes a corrupted channeler. From this point on the difference between her taint pool and her spell energy pool, called her **corruption level**, is used to determine what effects the tainted channeler is subject to, as described in the table on the following page.

Dark Traits

The taint spreading through the channeler's body empowers her body and mind with its dark touch. The tainted channeler is granted one of the benefits as chosen by the DM. Tier 1 traits may be granted at any level of corruption, while tier 2 and tier 3 traits have prerequisites that may limit their availability. All traits are supernatural abilities unless otherwise noted. Spell-like abilities listed below have a caster level equal to the tainted channeler's caster level. All Fortitude saves associated with dark traits have a DC of 10 + 1 / 2 the tainted channeler's caster level + Con modifier. Will saves have a DC of 10 + 1 / 2 the tainted channeler's caster level + key spellcasting ability modifier.

Tier 1 Traits

Already Mad: Wrapped in her own personal madness, a tainted channeler is immune to *confusion* and *insanity* effects. However, she remains susceptible to such effects caused by the effects of a dark mark.

Canker's Cloak: Disease and putrefaction are the meat and wine of the tainted. The tainted channeler gains immuni-

ty to all diseases, including magical and supernatural diseases.

Forbidden Lore: The dark god whispers in the mind of the tainted, revealing forbidden lore and unspeakable secrets. A tainted channeler taking this trait gains a +4 profane bonus to all Knowledge checks and all saving throw DCs to resist his spells with the evil descriptor are increased by +1.

Horrific Visage: The tainted channeler can manifest the dark face of the corruption working within his soul, contorting his features into a terrifying visage. The channeler gains a +4 bonus to Intimidate checks and all saving throw DCs to resist his spells with the fear descriptor are increased by +1.

Veiled: The tainted channeler gathers shadows and darkness like a veil about him, and gains a +4 bonus to Hide checks and +1 profane bonus to Armor Class.

Worm-Tongued: Taint has given the channeler the malevolent power of influencing the minds of others. The channeler gains a +4 profane bonus to Diplomacy checks, and all saving throw DCs to resist his spells with the compulsion descriptor are increased by +1.

Tier 2 Traits

Appalling Aura (Requires *Horrific Visage* and *Masochist*): The writhing darkness within the tainted channeler begins to leak beyond his flesh. The channeler's bonus to Intimidate checks increases to +8 and he gains a fear aura radiating out to a radius of 5 ft. Affected creatures in the area must succeed on a Will save or be affected as though by a *fear* spell. The tainted channeler may not suppress this aura, but creatures with taint equal to or greater than the channeler's corruption level are immune to the effect.

Corruption's Touch (Requires *Canker's Cloak* and *Lesions*): The tainted channeler carries corruption in his skin and his shadow withers life where it touches. The channeler touch causes either *contagion*: filth fever or *blight* (depending on the target touched). The tainted channeler may not suppress this effect, but creatures with taint equal to or greater than the channeler's corruption level (or plants growing in

areas with taint DCs equal to or greater than the channeler's corruption level) are immune to the effect.

Cloak of Shadows (Requires *Veiled* and *Worn*): During any conditions other than full daylight, a tainted channeler can disappear into the shadows as a move action, giving him partial concealment (20% miss chance). If he moves from the location in which he blended into the shadows, he loses the concealment until he spends another move action to blend in again. Artificial illumination, even a light or continual light spell, does not negate this ability; however a *daylight* spell will. Creatures with darkvision may ignore the concealment.

Dark Mind (Requires *Forbidden Lore* and *Fear of the Thing*): The tainted channeler's mind swells with hideous truths and forbidden secrets, and he gains a +2 profane bonus to Intelligence or Wisdom.

Dark Speech: (Requires *Black-Eyed* and *Worm-Tongued*): The tainted's voice throbs with the undeniable authority of true evil; he gains the ability to *command* creatures at will. This is identical to the spell except that it is not language-dependent (and can therefore affect even animals). All saving throw DCs to resist his enchantment spells are increased +1 (this effect stacks with the benefit of *Worm-Tongued*).

Not All There (Requires *Worn*): As the tainted channeler's substance fades into shadow he gains Damage Reduction 1/—.

Unraveled Sight (Requires *Black-Eyed* and *Forbidden Lore*): The tainted channeler is continuously under the effects of *arcane sight*. The effect can be dispelled, but the channeler can resume them as free actions.

Tier 3 Traits

Demonic (Requires *Appalling Aura*, *Horrific Visage*, *Masochist*, and *Troubled Sleep*): The terrifying presence of the tainted channeler has grown such that she gains the ability to exude a more powerful aura of terror. She may cast *fear* as a spell-like ability once per day per 4 caster levels she has.

Eye of the Mind (Requires *Dark Mind*, *Fear of the Thing*, *Forbidden Lore*, and *Uncertain Truths*): The tainted channeler can give the horrors glimpsed in her terrifying dreams a shadowy reality. Whether these are shadows worked to the disturbed patterns of her mind, or real entities of smoke and malice, even the tainted channeler is not sure. She may cast *phantasmal killer* as a spell-like ability once per day per 4 caster levels she has.

Infected by Madness (Requires *Already Mad*, *Forbidden Lore*, *True Madness*, and *Uncertain Truths*): The madness that threatens to overwhelm the tainted channeler is a viscous force that she can direct at her foes. She may cast *confusion* as a spell-like ability once per day per 4 caster levels she has.

Plagued (Requires *Canker's Cloak*, *Corruption's Touch*, *Lesions*, and *Withered*): Foulness swirls about the tainted channeler in a sickening miasma. Once per day per 4 caster levels she has, the channeler can make a ranged touch attack (range 25 ft. +5 ft./2 levels) to inflict

Taint Pool

Corruption Level	Effect
+1-5	Dark trait
+6-10	Dark mark (Tier 1)
+9-14	Dark trait
+15-18	Dark mark (Tier 2)
+19-21	Dark trait
+22-24	Dark mark (Tier 2)
+25-26	Dark trait
+27-28	Dark mark (Tier 3)
+29	Dark trait
+30+	Shadowy apotheosis

a disease upon her foes. This is a spell-like ability that functions as the *contagion* spell, but the writhing bolt of putrescence can arc from one target to another in a way identical to the *chain lightning* spell. The tainted channeler can affect a number of secondary targets equal to one-half her caster level (maximum 10). The DC of the Fortitude save to resist the disease is reduced by -4 for the secondary targets.

Power in Filth (Requires *Canker's Cloak*, *Corruption's Touch*, *Festering*, *Lesions*, *Plagued* and *Withered*): The tainted channeler draws strength and vitality from disease. Diseased creatures within 60 ft. of the tainted channeler can be targeted for purposes of this ability. Once per day per 4 caster levels she has, the channeler can transfer the ability score damage suffered that day by a diseased creature into a bonus to her corresponding ability score.

For example, a tainted channeler uses *Power in Filth* on a slave infected with filth fever. The slave failed his Fortitude save and suffered 2 points of Dexterity damage that day, which the channeler gains as a +2 bonus to her Dexterity. The bonuses granted by this ability last for 1 hour.

Tyranny (Requires *Black-Eyed*, *Dark Speech*, *Troubled Sleep*, and *Worm-Tongued*): The tainted channeler's will is indomitable and undeniable. Once per day per 4 caster levels she has, the channeler may use *greater command* as a spell-like ability. This is identical to the spell except that it is not language-dependent (and can therefore affect even animals).

Dark Marks

Taint brings corruption and decay as well as dark power. As the Shadow's taint grows within her, a tainted channeler suffers a mark of the appropriate trait as selected by the DM. All Fortitude saves associated with dark marks have a DC of $10 + 1/2$ the tainted channeler's corruption level. All Will saves associated with dark marks have a DC of $10 + 1/2$ the tainted channeler's corruption level.

Tier 1 Marks

Black-Eyed: The eyes of the tainted turn entirely black, sclera, iris, and pupil become a single dark orb. Looking into his eyes is like looking into the void. The character becomes extremely sensitive to light; he is blinded in full daylight and suffers a -1 penalty to attacks and skill checks in any conditions brighter than dimly lit.

Fear of the Thing: The tainted channeler develops an irrational fear of something (chosen by the DM to suit the character's personality). Whenever the object of her fear is in sight, or its presence is in some other way known to the channeler, she becomes shaken and will not recover from this state until the object of her fear is removed. The dark trait *Already Mad* does not protect against this mind-affecting effect. Tainted channelers who suffer this dark mark always gain the *Fear Grows* dark mark (see below).

Lesions: Dark, suppurating boils break out across the tainted channeler's skin; the stench of their exudations is nau-

seating. The channeler must succeed on a Fortitude save at the beginning of each day or be sickened until the following day. Likewise, all living creatures with a sense of smell gain a +4 circumstance bonus on initiative against the tainted channeler, but if they come within 5 ft. of him they must succeed at a Fortitude save or become sickened. The vile odor lingers for 4d6 hours and creatures hunting the tainted gain a +4 circumstance bonus to Survival checks made to track him during this time. Creatures with the Scent ability gain a +10 bonus.

Masochist: The tainted channeler is consumed by the desire to inflict pain on others. She must torture and kill a single sentient creature other than herself (with Hit Dice equal to or greater than half her caster level) on the first day of each arc or suffer a -1 penalty to attacks and checks for each day that elapses until she does.

Worn: The taint takes its toll and the channeler's physical form begins to fade into shadow. The tainted channeler's Strength score is permanently lowered by 2.

Tier 2 Marks

Fear Grows: The tainted channeler's irrational fear grows in its potency. The channeler is rendered panicked rather than shaken when in the presence of the object of her fear. This dark mark is always gained if the tainted channeler took the *Fear of the Thing* dark mark.

Troubled Sleep: Every week there is a cumulative 10% chance that the tainted channeler will be the subject of a *nightmare*. The channeler does not regain spell energy points following the night of disturbed sleep, and regains only half of his taint points. The chance of the *nightmare* occurring again resets to 0% after the *nightmare*.

Uncertain Truths: Every time the tainted channeler casts a spell, there is a 5% chance that he is assailed by waves of madness arising from the dark knowledge fomenting in his mind. The channeler must then succeed at a Will save or become affected as though by a *confusion* spell (caster level 7th). The chance of the tainted channeler's madness rearing up to overwhelm him increases to 10% every time he uses a spell-like ability granted by his dark traits or uses only taint points to pay for a spell cost.

Withered: The tainted channeler's body weakens and withers beneath the spreading corruption; the creature's Constitution and Dexterity are permanently lowered by 2.

Tier 3 Marks

Festering: Vile maggots nest in the rotting skin of the tainted, eating his flesh and destroying his muscle. The tainted channeler suffers 1d3-1 Constitution damage per day (minimum 0). This damage can only be repaired by normal rest, not by spells or other effects.

Hidden Master: Dark forces swirl about the tainted channeler, corrupted spirits and Lost shades attracted by her vile aura. These entities seek to possess the tainted channeler in moments of weakness. Every time the tainted uses taint points to pay for a spell's cost, there is a 5% chance per taint

point used that an evil trapped spirit (HD equal to the tainted channeler's caster level + 1 HD per level of the spell that was cast) will attempt to manifest by possessing her body. The tainted channeler may make a Will save as normal to resist the possession, but she suffers a -1 penalty to the save per 5 points of her maximum taint pool, and protection from evil and other defensive measures used to prevent the possession are ineffective.

True Madness: The tainted channeler teeters on the edge of an abyss of insanity. Every time the tainted channeler uses taint points to pay for a spell's cost, there is a 5% chance per taint point used that the tainted channeler will be subject to an *insanity* effect. The tainted channeler may make a Will save as normal to resist the *insanity*, but she suffers a -1 penalty to the save per 5 points of her maximum taint pool, and *mind blank* and other defensive measures used to block mind-affecting effects are ineffective. The *insanity* lasts for a number of days equal to the level of the spell that provoked it.

Magic Items

Carapace of Goralak

The carapace is armor, made of bone that is yellow with age and that has been crafted to resemble a humanoid's ribcage. The armor is made from the bones of Goralak, a great wyrm who died during the Flight of Dragons. Brother Neran enchanted the bones to confer some of the dragon's former natural armor to the wearer and, more importantly, to protect against turning and rebuking attempts.

The carapace is the equivalent of a +2 *breastplate* with several additional special abilities. First of all, the wearer gains some measure of the natural toughness of flesh that belonged the creature it was once a part of, gaining a +5 enhancement bonus to natural armor. Additionally, if the wearer of the armor is successfully turned or rebuked, he ignores the effect and instead the armor ceases to function for 2d4 rounds. If the wearer of the armor would be destroyed or commanded by a turn or rebuke attempt, the armor instead takes damage (ignoring hardness) equal to the amount of turning damage done.

The carapace has the same statistics as a normal breastplate except that it has a hardness of 11 and 50 hit points.

Strong abjuration, moderate necromancy and transmutation; CL 18th; Craft Magic Arms and Armor, *freedom of movement*, *unhallow*; Price 112,250 gp.

Sever

Baeraga wields an ancient artifact of the Blood Mother tribe, *Sever*, an obsidian dagger that's been used by the kurasatch udareen to cut the cord between newborn orcs and their mothers since the birth of the first true odrendor. The witches judge each child at birth to determine if they deserve

a life in service to the dark god; those deemed unworthy are sacrificed to feed the god's unending hunger. *Sever* has been used to offer thousands of souls to Izrador and the god has blessed the dagger with dark energy. *Sever* is the symbol of leadership of the Mother of Blood kurasatch udareen. Baeraga has possessed the dagger since 02 LA, when she took it from the cold hands of her former rival. She has used the dagger to assist in rituals that have prolonged her unnatural life and made her the most dangerous servant of the Shadow in the Marchlands.

Sever is a foot-long, razor-sharp obsidian dagger, deceptively primitive in design. *Sever* has a +2 bonus to hit and damage, with a critical range of 15–20/x3. Wounds from the dagger cannot be healed through magic. The dagger's greatest power, however, is its ability to absorb life and convert it into spell energy. For every 10 HD of sentient life sacrificed to the dark god with *Sever* (including creatures killed in combat), the dagger gains one point of spell energy, up to a maximum of 10. Its wielder can use the dagger's energy freely as if it was part of his spell energy pool.

Strong evocation, moderate transmutation; CL 17th; Craft Magic Arms and Armor, *keen edge*, *enervation*, creator must be evil; Price 128,302 gp

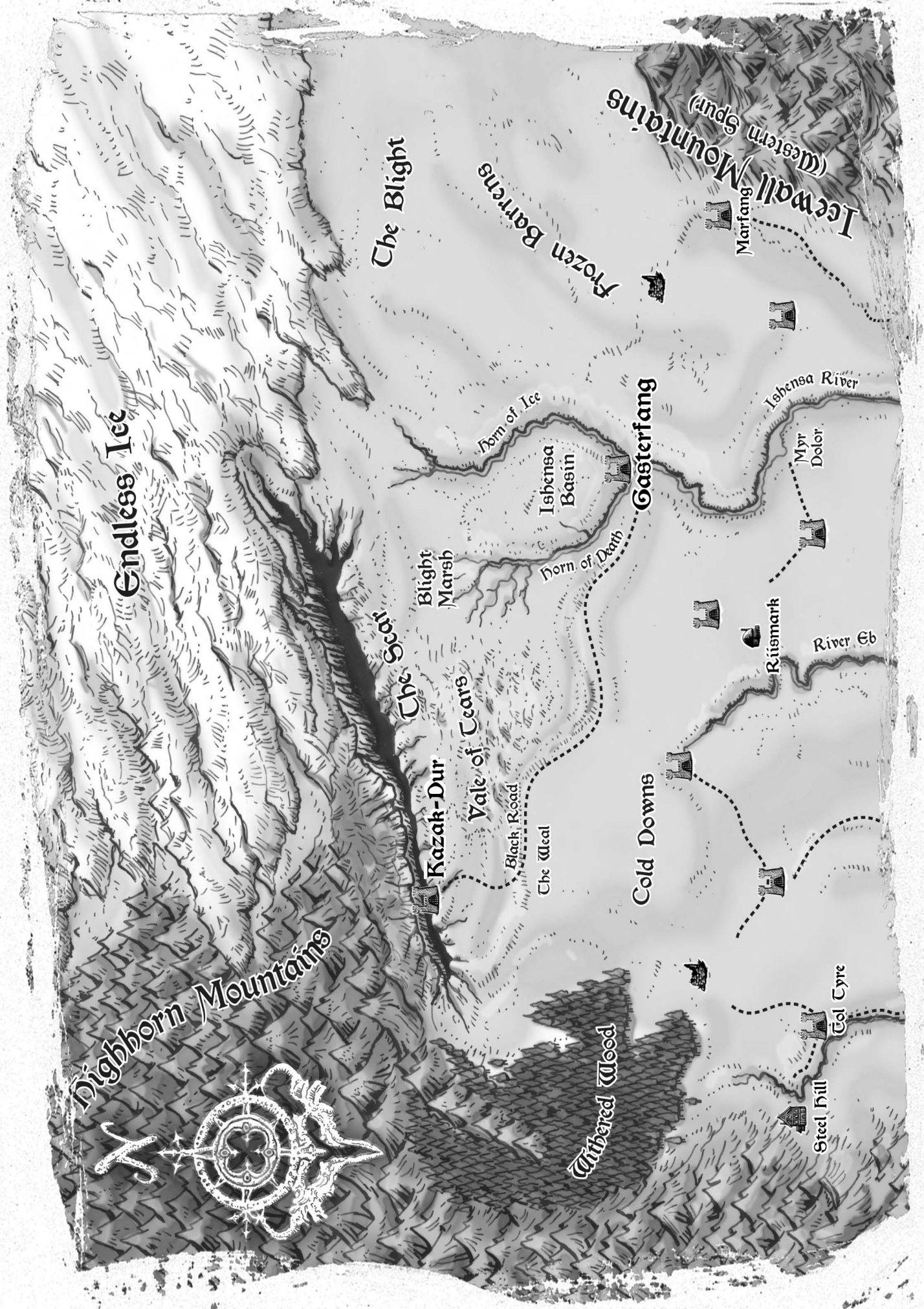
Voidsong

The black sword that is *Voidsong* is a manifestation of Petition's soul, or rather the void where his soul used to be. This blade, which is a minor artifact, hums with the sound of loss, swallows light, and radiates despair. Petition may manifest the blade as a free action. *Voidsong* is a large +4 *unholy keen bastard sword of soul drinking*. Once per day it can be used to cast *deeper darkness*, and once per week it can be used to cast *blasphemy* (CL 22nd). If Petition is destroyed, the blade is diminished in power but persists, becoming a wicked splinter of darkness that functions as a +3 *keen bastard sword of soul drinking*.

New enhancement

Soul drinking: This melee weapon bestows one negative level on a successful hit that deals damage. If the wielder scores a critical hit with the weapon, it bestows two negative levels to the opponent, and the wielder gains +1d8 temporary hit points and a +2 profane bonus to Strength. The temporary hit points and Strength bonus fade after 1 hour. One day after being struck, subjects must make a DC 16 Fortitude save for each negative level or lose a character level.

Strong necromancy [evil]; CL 17th; Craft Magic Arms and Armor, *energy drain*, creator must be evil; Price +4 bonus.



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