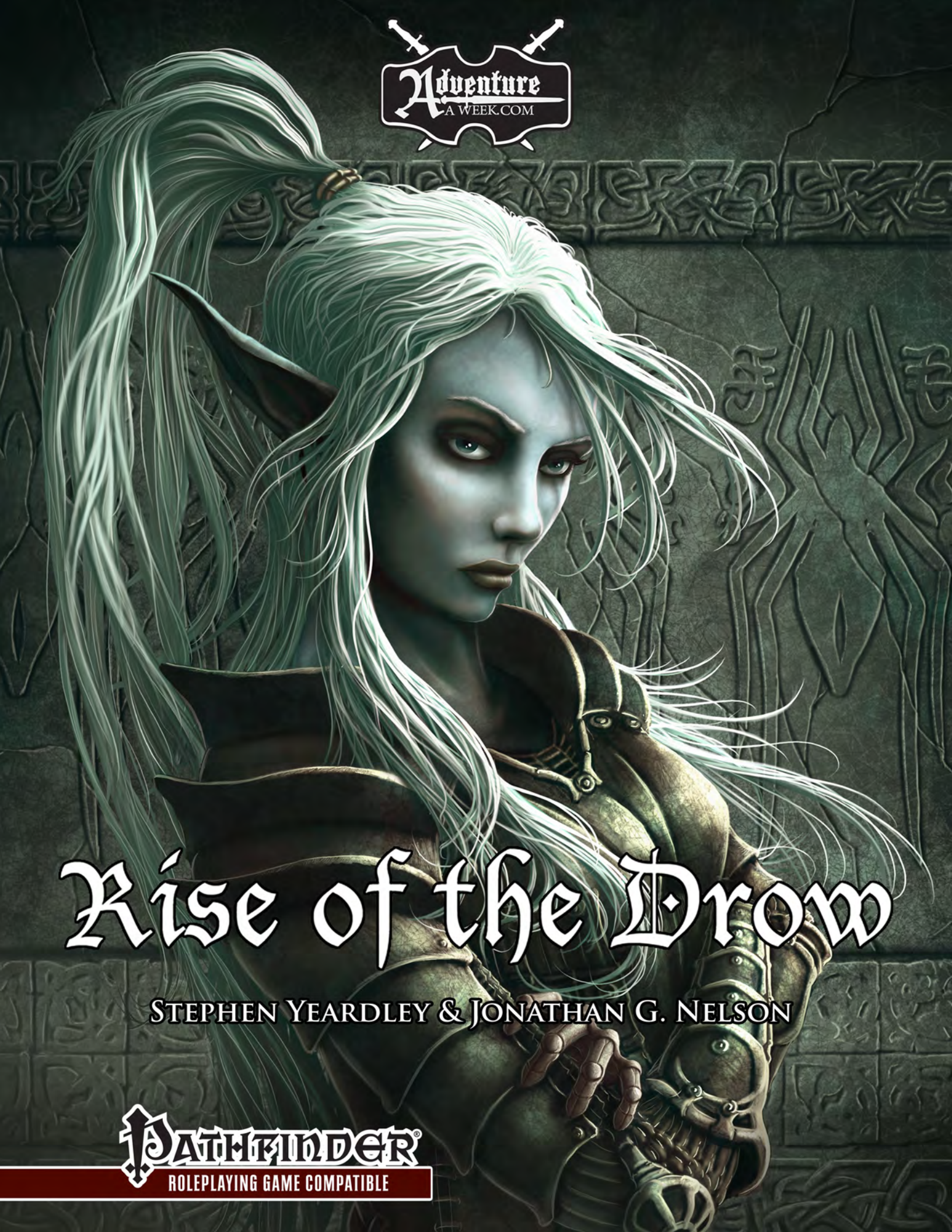

Adventure
A WEEK.COM
Rise of the Drow
Stephen Yeardley & Jonathan G. Nelson
Pathfinder
ROLEPLAYING GAME COMPATIBLE



Curtis Bacon
AKA LORD RCANE

Chris Bayes

Foreword by Ed Greenwood

The "drow" or "dark elves" are an evil subterranean race of metal-workers drawn from ancient Norse mythology, but the drow as we know them in popular culture today are the creation of the co-founder of Dungeons & Dragons®, Gary Gygax. It was Gary who gave us agile, sinister, sophisticated—even jaded—and deliciously evil elves who are, yes, beautiful. And we can't get enough of them. Gaming tome after gaming tome, and novel after novel (notably those of R.A. Salvatore, whose Drizzt Do'Urden has become a "classic" character of modern fantasy), has appeared and been bought, in handsome numbers. And still we want more. On one level, the drow are (with the notable exception of Drizzt and some worshippers of a dancing surface deity I was asked to create for the race years ago, Eilistraee) unabashedly evil (not to mention alluring) foes for any party of adventurers. On another, they are either the dominant race of the subterranean setting, or trying to become the outright rulers of the underworld. And gamers who love subterranean settings love every glimpse they can get of drow society, drow aims and doings, and just about every glimpse we can get into the daily lives of dark elves—their cities, culture, feuds and intrigues, faiths, wars on rivals, traveling merchants, and raids on the surface world. Bring on new noble houses, new merchant cabals, dark elven poisons and spells and magic items, the dark gods they worship and the dark technologies they pursue. It was Gary Gygax who first linked some drow to spiders and an evil spider-goddess, but the endlessly ambitious and warlike dark elves can be so much more. RISE OF THE DROW gives us some of that "more." New threats, new drow settlements, new threats for adventurers to face. The more the merrier, I say. Bring on Maelora and the Vidre (who raise a rich array of possibilities for any inventive game master) and Holoth. And let dastardly new drow adventures begin!

Ed Greenwood



Words From Jonathan & Stephen

I was 8 years old the first time I held a Dungeons & Dragons book in my hands. My good friend Khidr had been gifted a smattering of slightly worn red books from his aunt and uncle. These books were covered in beautiful artwork depicting heroes engaged in epic combat against all manner of foul beasts. There were also a lot of terms and acronyms we didn't completely understand (ah THAC0 how I love thee). I would later learn that these books comprised the coveted and well known "Red Box" with the introductory Players Handbook and Dungeon Masters Guide. They seemed intimidating at the time, but now when I think back I laugh at how short they are compared to most RPG books today. Khidr's aunt and uncle also gifted us with what I believe initially drew us into role-playing games—a set of multicolored polyhedron dice. Completely alien to us, these were like little treasures that had to be safeguarded as we had only a single set!

In most games you can only be the player, but as I soon found out, in Dungeons & Dragons you could actually be the one writing the story, the one filling the dungeons, the one acting out the roles of all the characters encountered in the course of a game! This role was known as the Dungeon Master and has been my role for the past 27 years; I've loved every single minute of it.

Although I have written and published many adventures compatible with D&D 3.5 and Pathfinder, this will be my first hardback book. It seems like a huge accomplishment and indeed it is, but it could not have been done without a fantastic team of creative geniuses and extremely talented artists. I know we thank you all again in the credits so I won't name everyone here, but hey—you know who you are. You have made a dream come true not just for me, but for every single person who cracks open this book and begins a journey into the Underworld with their players. Think of all the amazing adventures which will be had in these realms! It is truly incredible what creativity and motivation can do!

Of course a personal thank you goes out to Gary Gygax, Ernie Gygax, Tim Kask, Dave Arneson, David C. Sutherland III, and all the other originators of Dungeons & Dragons for making this all possible. You guys started it all, not just the books or the games, but actual real change in the world—because through the people that have come to play this game, you have in fact changed the world. Thank you.

Lastly, I must thank the people in my life who put up with the day to day madness, those who are understanding (and sometimes not so understanding) when I'm locked in a closet madly typing away on an old typewriter (just to escape the evils of the internet). Thank you to my wife Maxine Nelson, my son Justice Danger Reed-Nelson, and my daughter Gwendolyn Nelson, you are the light in my darkness, the heart in my soul, the blood in my veins. Thank you to my parents Dan & Linda Nelson and my brother Robert Nelson for always encouraging me to follow my dreams, whether those dreams took me across the country in a tour bus with my rock band or landed me at home writing fantastic books about drow and demons.

My final words before you begin reading? Enjoy the journey and appreciate those in your life—you never know which day could be your last. -In fond memory of Cliff "CJ" Jones.

-Jonathan G. Nelson

"As you descend the rough-hewn stairway that leads away from the abandoned crypt, the sound of endlessly dripping water, smell of stale air, and a feeling of nervous dread all filter into the recesses of your minds in a moment..."

These words, or ones very like them, introduced me to the wonders and horrors of the Underworld, a place where very little turned out as expected, and the challenge of simply staying alive on a day-to-day basis was more than enough to challenge us as players and as "PCs". But from the first time I delivered the killing blow to some loathsome aberration or other, I was entirely hooked, and the group I was part of risked all to face the menace of the darkness... the drow!

Therefore, when Jonathan suggested we write a entire arc that followed a war instigated by the dark elves, I couldn't think of any reason to say, "Sorry, not interested." With so many hours of great gaming under my belt thanks to these villainous foes, the idea of adding to the canon of work dedicated them was irresistible. Ed Greenwood's "Forgotten Realms" has always been an inspiration, and for me, no more iconic a legacy came from his amazing mind than the drow. The work began, and a thrilling tale unfolded.

Which brings us to this book; the story of the Rise of the Drow as we really wanted it told. It is with enormous gratitude to every backer who made this book possible that I can say I feel truly honoured to be part of the team that brings it to you. Jonathan, Todd, Joshua, Will and Mike, along with a cast of dozens, have all been an inspiration to me, and I thank them. Of course, some elements of this tale are down to the backers who trusted us with their faith and pledges, and they deserve the most heartfelt thanks of all.

Here's to many hours of suspense, thrills, desperate action, victory-from-the-jaws-of-defeat moments, and chances to savour the feeling of success. Facing the drow will never, ever be easy, simple or straightforward, but it will always be a time to remember. Enjoy!

~Stephen Yeardley

Credits

Authors
Stephen Yeardley & Jonathan G. Nelson
Guest Authors • Brian Berg • Christina Stiles
Jason Stoffa • Joshua Gullion • Kevin Mickelson
Mike Myler • Owen K.C. Stephens • Thilo Graf
Will Myers
Contributors • Chris Bayes • Curtis Baum
Justin Andrew Mason • Michael Allen • Rory Toma
Todd Gamble • Steve Helt
Cartography
Todd Gamble • Jonathan G. Nelson
Game Developers • Jonathan G. Nelson • Mike Myler
Stephen Yeardley • Will Myers
Lead Editors • Mike Myler • Will Myers
Editors • Cory Vickruck • Jonathan G. Nelson
Michael McCarthy • Stephen Yeardley • Thilo Graf
Art Directors • Jonathan G. Nelson, Joshua Gullion
Graphic Design • Rick Hershey & Joshua Gullion
Layout • Joshua Gullion
Playtesting
Jonathan G. Nelson • Maxine Nelson • Jerry Loveless
Amanda Loveless • Justice Danger Reed-Nelson
Robert Nelson

Cover Artist • Kerem Beyit
Interior Artists
Adam Schmidt • Bruno Balixa • David Rabbitte
Carlos "Celurian" Torreblanco • Eric Quigley
Forest Immel • Gary Dupuis • Jacob E. Blackmon
Jen Page • Malcolm McClinton • Mark Hyzer
Mates Laurentiu • Matt Bulahao • Matt Morrow
Nicholas Cloister • Ramon Lucha • Rick Hershey
Ryan Sumo • Sade • Satine Phoenix • Storn Cook
Tadas Sidlauskas

AAW GAMES LLC
Jonathan G. Nelson

Extra Special Thanks
Gary Gygax, Dave Arneson, David C Sutherland III, Tim Kask, Ernest Gygax Jr., Ed Greenwood, Shawn Scott, Chris Zank, Liz Courts, Mates Laurentiu, Kevin Mickelson, Amanda Mickelson, Owen KC Stephens, Rory Toma, Thilo Graf, Brian Berg, Rick Hershey, Jacob Blackmon, Jason Stoffa, Satine Phoenix, Jen Page, Christina Stiles, Kerem Beyit, Maxine Nelson, Justice Danger, Gwendolyn Rose, Cathy Gamble, Carolyn Roberts, all our subscribers at Adventureaweek.com, our friends on Facebook, Google+, and Twitter, and all the people who have backed us and believed in us over the years.

Rise of the Drow Expanded Edition is a 3.5 OGL & Pathfinder Roleplaying Game compatible adventure designed for 4-6 PCs of 6th-8th level concluding the adventure at 16th-18th level. This product makes use of the 3.5 OGL, Pathfinder Roleplaying Game Core Rulebook, Pathfinder Role-playing Game, and Pathfinder Roleplaying Game Bestiary. These rules can be found online as part of the 3.5 SRD and Pathfinder Roleplaying Game Reference Document at www.d20srd.org & paizo.com/pathfinderRPG/prd/ respectively. This adventure is compliant with the Open Game License (OGL) and is suitable for use with the Pathfinder Roleplaying Game or the 3.5 edition of the world's oldest fantasy roleplaying game. The OGL can be found on page 467 of this product. Product Identity: The following items are hereby identified as Product Identity, as defined in the Open Game License version 1.0a, Section 1(e), and are not Open Content: All trademarks, registered trademarks, proper names (characters, deities, etc.), dialogue, plots, storylines, locations, characters, artwork, and trade dress. (Elements that have previously been designated as Open Game Content or are in the public domain are not included in this declaration.) Open Content: Except for material designated as Product Identity (see above), the game mechanics of this AAW GAMES LLC game product are Open Game Content, as defined in the Open Game License version 1.0a Section 1(d). No portion of this work other than the material designated as Open Game Content may be reproduced in any form without written permission.

AAW GAMES LLC
PO Box #92 Snoqualmie, WA 98065

Adventureaweek.com, LLP. All Rights Reserved.
Adventureaweek.com, LLP, Adventureaweek.com, the Balkmore Shield with Crossed Swords logo, the Village of Rybalka, and Rybalka's Best Vodka are registered trademarks of AAW GAMES LLC

Table of Contents

Descent into the Underworld

Backstory 1
Changes in the Underworld 2
Current Events 2
Adventure Hook 2
Synopsis 3
Village of Rybalka
Request From Below 5
Quorron and Miah 5
Quorron's Offer 7
Kelgar Keep
History of Krelgar Keep 8
The Grounds Around Krelgar Keep 10
Krelgar Keep Ruins (map) 14
R1. Krelgar Keep Ruins Entrance 15
Cellar Level 1:
R2. Food Storage 16
The Former Drow 17
R3. Food and Wine Storage 19
Cellar Level 2:
Guard Barracks 19
R4. Too Close for Comfort 20
R5. Personal Storage Rooms 22
R6. Guard Barracks 24
More Evidence! 27
Going Back for Help 28
R7. Dungeon Level 1: Holding Cells 29
The Ossuary Collaborative 30
R8. Dungeon Level 2: Torture Chamber 36
R9A. Entrance to the Underworld 39
R9B. Drow Welcoming Party ...41
The Long Road 43
Dwarven Caravan Under Attack 48
Conclusion 51

Scourge of Embla

Introduction 53
History 56
Guilds, Groups & Organizations
Merchant Circle 54
Merchant Houses 54
House Graybeard 54
House Stonewater 56
Blackroot Clan 56
House Casisto 56
House Handzus 56
City Guard
Justice-Guard (Hammer-Heads) 56
Coin-Guard (Tangle-Beards) 56
Horn-Guard (Parched-Throats) 59
Thieves' Guild
Shadow Circle (Thieves' Guild) 59
Streets, Bridges, & Sewers
Streets 59
Bridges 59
Sewers 59
Buildings & District Lodgings & Residential
Dwarven Homesteads 60
Governmental
The Gonjolas of Embla 60
Justice Gonjola 60
Audience Chamber 61
Barracks 61
Minor Courthouses 61
Grand Court of High Order ..61
Guardhouses 61
Jail 61
Prison 61
Trade Gonjola 61
Merchant Circle Chambers 61
Celebration Gonjola 62
Religious
Mausoleum 62
Church of Balir 62
The All-God Temple 62
Balir 63
Craftman
Embla Armory 64
Blacksmiths 64
Gertrude's Clothing 64
Jewelers
Checknan's Fine Jewels 64
Tolganworth Longfiddle's Jewels, Gems, and Trophies ..64
Embla Jewelers 65
Leatherworker 65
Stonemason 65
Entertainment
Museum 65
Granite Falls and the Heated Swimming Lakes 65
Dwarven Creation Myth 66
Mercantile
Bank 67
Stonehammer Goods (General Store) 67
Hyte and Weight (General Store) 67
Marketplace
Ingwie's Pawn Shop 68
Ironbeard's Trade (Trading Post) 68
Bergun's Trade and Barter 68
Warehouse #1: Mysterious Warehouse 69
Warehouse #2 69
Warehouse #3: Hyte and Weight 69
Inns, Taverns, and Services
Dgrolfgen's (Beard Barber) 69
The Heavy Hammer Inn 70
Meldronian's Mushroom 71
Clasping Hands Inn 71
Bottom of the World (Tavern) .71
The Frothy Mug (Tavern) 72
Hammered (Tavern) 72

Table of Contents

Scholarly
Embla Academy 72
Embla Library 72
Tradesman
Apothecary 72
Stonebarrel Brewery 73
The Chutes Brewery 73
Malfin's Winery 73
Skildpadder Stables 73
Other Places
Whistling Cave Bazaar 73
The Cage 75
Combat in the Cage 75
Fungus Farm 75
Characters of Importance
Mayor Torin Stonetooth 76
Golaren Graybeard 76
Maylorin Obsidianaxe 76
Miah of Embla 77
K'Chouk 78
Entering Embla 78
Stocking Up on Supplies 79
Home Sweet Home 79
An Unexpected Visitor 80
Plans & Preparations 80
Meeting with Maylorin 81
Meeting with the Merchant Circle 81
Post Combat 83
The Ever-Watchful Matron Maelora 83
Incoming Assassins 84
Enter the Underworld 84
Imminent Attack 84
Random Encounters 84
Stoneholme 86
History 86
Locations in Stoneholme 90
The Gate 90
The Market 90
The Tallest Tankard 90
Temple of Industry 90
The Palace 91
Other Points of Interest
The Eternals 91
New Material
Liavous Crystal 91
New Feat
Clanmind 91
The Three Paths
Path A: Return to the Surface ..93
Return to the Surface (A1) ...93
Back into the Depths 94
Return to Embla 94
Embla the Fallen (A2) 95
Finding Direction (A3) 96
Path B: No Time to Waste 96
B1 - Finding the Back Road .96
B2 – The Back Road 96
B3 - Drow City of Holoth: Back Road Entrance 96
Storming the Gates Path C/Path A 97
The Back Road 97
Topography 99
Abysses 99
Caves 99
The Hunting Caves 99
Lake Vaihtualohikaarme 100
Wrong Turn 104
Petrous Lair 104
Bloody Climb 105
Dead Cave 105
Klavekian Explorer Andam Feifle 107
Purple Worm Nursery 108
Descending Slope 109
Traveling Off the Back Road ...110
Jorumgard.....110
History 110
Jorumgard Today 112
Jorumgard Rumors 113
Jorumgard Adventure Seeds ..113
Nidh-Cthon 115
The Dragon's Disciples 117
Vethin's Hold 118
The Council and Overlord 118
Shopping in Vethin's Hold 120
Vethin's Hold at a Glance 120
The Beholden 120
The Skinned Man 121
The House of Eternal Woe 122
The Boneyard 122
The Dark Emporium 123
The Blood Pits 123
Random Event Chart: Vethin's Hold (D20) 124
Caves of the Ahool 125
Mossy Outcroppings 126
Staging Outposts 126
The Moss Gardens of K'Tsol'klak 126
The Fungi Forest of the Underworld 128
Flora 128
Fauna 139
Basidirond 139
Fungus Leshy 140
Phantom Fungus 140
Vegepygmy 140
Slimes, Molds, and Fungi 141
Mesmerizing Mushroom Materials & Fascinating Fungal Formulas 142
New Material
Boletann 142
New Magic Items
Mycelosuits 142
Mushroom Domain 144
Medicinal Mushrooms 145
Fiber Shape 145
Peripheral Fungi 145
Fungal Infestation 145
Mushroom Mount 145
Carnivorous Mushroom 146
Fungaltricide 146
Ironfibre 146
Spores of Madness 147
Fungus Amongus 147
Mushroom Apotheosis 147

Table of Contents

Environmental Weather: Fungi Cavern 149
Fungi Sweat 149
Spore Clouds 149
1. Entrance from the Back Road 151
2. Slippery Slope 151
3. Kombucha Ponds 153
4. Fungi Forest Paths 153
5. The Rift 154
6. Mushroom Jungle 155
7. Ruins of the Rift 156
Locations within the Ruins 156
Central Ruins 156
Eastern Ruins 157
Western Ruins 159
Vegepygmy Tribe: Sneakspittles 159
Vegepygmy Tribe: Ragmages 159
8. Mushroom Temple 160
Myceloid Temple 161
Treasure of the Temple 162
9. Mushroom Monuments 162
10. Home of the Mushroom Men 163
11. Sloth Spider Lair 164
12. Darius's Cabin 164
13. Illius' Bungalow 162
14. T'Sotik and Breglia's Homestead 165
15. Myceloid Workshop and Storehouse 166
16. Mushroom Golem Region ...166
17. Choker Region 167
18. Mushroom Harvesting (mini game) 168
Earthwyrms 176
19. Drow Region 176
20. Exit to Holoth 177
Conclusion 178

Usurper of Souls

Introduction 180
Adventure Synopsis 180
Adventure Paths 181
City of Holoth 181
Holoth, City of Spiders 182
Government 182
Security and Military 184
Economics 184
Religion 185
Matriarchy 185
Food 185
Education 185
Entertainment 186
Pets and Guardians 186
The Eight Major Houses of Holoth 186
House Gullion, First House of Holoth
Matron Maelora of House Gullion 187
Maelef Eldest Daughter 189
Maroena Elder Daughter 189
Maltorya Middle Daughter 190
Mathorn Younger Daughter 190
Mol Former Tutor to Mathorn 191
Makinnga Youngest Daughter 191
Gyloof Eldest Son, Slaver Overseer 193
Coranzan Elder Son 194
Sor Middle Son 196
Gal Youngest Son 197
Mal Yrr Niss Gal Gullion's Lieutenant 197
House Zephroth, the Second House of Holoth 198
House Toulan, the Third House of Holoth 198
House Rysoul, the Fourth House of Holoth 199
The Loppuunmyyda Pact the Toulan -Rysoul Trade Relationship 199
House Zavare, the Fifth House of Holoth 200
House Maldune, the Sixth House of Holoth 201
House Uvaine, the Seventh House of Holoth 201
House Xarenrae, the Eighth House of Holoth 201
The Two Shadow Houses of Holoth Tales of Failed Ambition
House Invidious, the Fallen House of Holoth 202
Leadership 204
Priestess 204
High Priestess 205
Inner Circle 205
Acolytes 205
Arcanists 205
Military 207
House Frazien, the Exiled House 207
Locations in Holoth
1. Tolgorith Tower 207
2. Spider Goddess Temple 207
3. Guard Tower 207
4. Academy of Shadow 207
5. Temple of Pain 209
6. Temple of Shadow and Venom 209
7. Parlour of Respite (Elite Inn) 209
8. House Zephroth 210
9. House Uvaine 210
10. House Rysoul 210
11. Twin Towers of House Toulan 210
12. House Zavare 211
13. House Maldune 211
14. House Xarenrae 211
15a. House Gullion Mushroom Farms 212
15b. Royal Mushroom Farms 212
16. Royal Spider Farms 212
17. Livestock Pens 212
18. Slaughterhouse 212
19. Forest of the Gaoled 212

Table of Contents

20. Royal Slave Pens 213
21. House Gullion Slave Camp 213
22. Slavers' Homes 213
23. Tower of Slave Mistress Hadra Gullion 213
24. Royal Livestock Pen 213
25. Royal Garden Keeper 213
26. Warehouses 214
27. War College and Barracks 214
28. Training Grounds 214
29. Low Market 214
30. Merchant's Rest Inn 214
31. Tarnished Gold Inn & Gaming Hall 214
32. Flowstone Inn 214
33. Slum Tenements 215
34. Craftsmen's Way 215
35. High Market 215
36. Temple Way 215
37. Route to Lake Xlekellum ..215
38. Dripstone Magic Werks 215
Unlikely Assistance in Holoth ...217
A Deal with a Devil 217
The Infernal Merchants 217
Making Contact 218
Hel's Hoard 219
Infernal Contract 219
A Truly Free Market 220
The Cabal's Chamber.....221
The Cabal 221
Continuation of Adventure Paths
Holoth: Main Gates Continuation of A & C Paths (A6/C3)
Approaching the Main Gates to Holoth 223
Holoth: Reinforcements 225
Exploring the City 226
Entrance from the Back Road Continuation of Path B (B3)
Back Road Checkpoint 226
Back Road Guard Tower 226
House Gullion Mushroom Farm and Fields 227
Hazard 227
House Gullion Slave Camp 227
Slave Groups 229
Approaching Tolgorith Tower 232
Enter the Vidre 233
Temple of the Spider Goddess ...235
1. Base of the Stairs 235
2. The Landing 237
3. The Vestibule 237
4. Guards Common Room 239
5. Kitchen & Larder 240
6. Dressing Room 242
7. Mosaic Madness 243
8. The Prayer Theater 245
9. Communal Living Room ...245
10. Priests' Sleeping Chambers #1.....246
11. Priests' Sleeping Chambers #2 246
12. Priests' Sleeping Chambers #3 247
13. The Lone Priestess 247
14. Guard's Bunk.....248
15. The Repository of Knowledge 249
16. Talanetha's Private Quarters 253
17. The Nursery.....254
18. A Monster's Closet 256
Tolgorith Tower (B5) 256
Communication within the Tower 256
Vidrefacte Spells in Constant Effect 256
Vidrefacte: Daily Sacrifices 257
Morale within the Tower 257
Tower Aesthetics 258
Tolgorith Tower Level One 258
T1. Stairs into the Stalagmite .258
Entry Doors to Tolgorith Tower 258
T2. Entry 259
T3. Guard Barracks 259
T4. Hallway.....261
T5. Crossbowman Rooms 262
T6. Grand Entry 262
T7. Sacrifice Holding Area 263
T8. Audience Chambers 263
T9. Outer Corridor 264
T10. Hidden Storage 264
T11. Secret Corridor 265
T12. Stairs Up 265
Tolgorith Tower Dungeon Level 265
The Dungeon of House Gullion 265
D1. Dungeon Entry 266
D2. Exterior Stockade 267
D3. Supply and Feed Storage ..268
D4. Servant Residences 269
D5. Training Pen Sor Gullion and Elon 270
D6. Entrance to the Crypt 273
Tolgorith Tower – Crypt
C1. Giant Ribcage Entry 274
C2. Makinnga Gullion's Seat of Meditation and Conversation 275
Makinnga's Offer 277
Makinnga's Reasoning 279
C3. Crypt 282
Tolgorith Tower Level Two 284
T13. Entry Room 284
T14. Magical Well 284
T15. Hallway with Spider Rug 285
T16. Sor Gullion's Residence ..285
T17. Mal Yrr Niss Gullion's Personal Residence 286
T18. Gal's Personal Residence 287
T19. Residence Entry 287
T20. Gyloof Gullion's Personal Residence 288
T21. Makinnga Gullion's Residence 289
T22. Food Supply and Storage290
T23. Weapon and Magical Item Storage 291
Tolgorith Tower Level Three 292

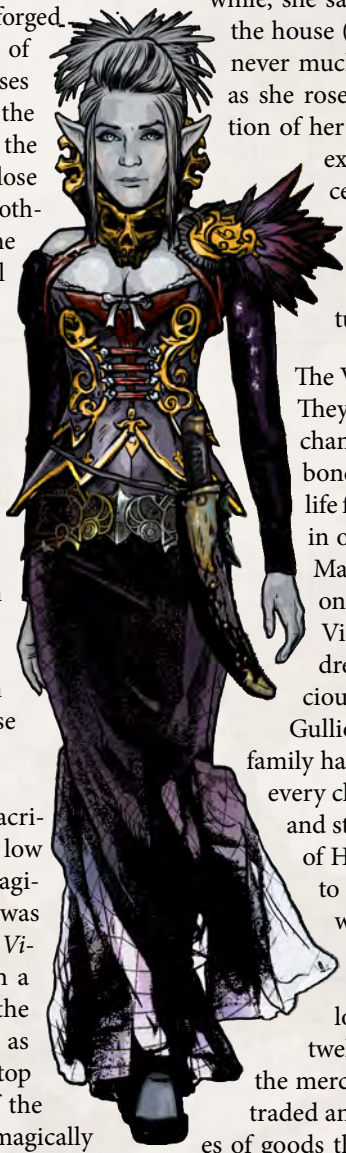
Table of Contents

T24. Spider Mosaic 292
T25. Maltorya Gullion's Residence 292
T26. Maroena Gullion's Residence 292
T27. House Gullion Dining Chamber 294
T28. Kitchen 295
T29. Maelef Gullion's Residence 295
Tolgorith Tower Level Four 296
T30. Tolgorith Tower Shrine to the Spider Goddess 296
Oracle Pool 298
The Skulls 298
T31. Stairs up 298
The Demiplane of Venom 299
Entering the Demiplane of Venom 299
Exiting the Demiplane of Venom 300
Spider Goddess' Sanctuary 301
Venom Sea 302
Spider-Rope Bridges 303
Maltorya's Equipment 305
Tolgorith Tower Level Five 306
The Usurper of Souls 306
Pinnacle of Tolgorith Tower ...306
The Final Confrontation 307
Important Information About This Battle 307
T32. Upper Landing 308
Part A - Coranzan and Mathorn 308
Part B - Pettaja, Ancestral Giant Grandmother Spider of House Gullion 309
T33. Usurper of Souls 309
The Vidrefacte 310
Grand Entrance of a Vidre (Paths B and C) 312
Collapse of the Tower 312
Fall of the Drow 315
Conclusion: Return to Embla ..315
Conclusion: Return to Rybalka 317
Rise of the Drow Final Index (non-combat) 319
New Artifact
The Vidrefacte 319
Ecology of the Vidre 321
The Colloid as Terrain 323
Colloid Melancholia (aka The Blessing of the Crystal Born) 324
Colloid Melancholia 325
Colloid Crystals 325
Crystal of Life 325
Microfacte 326
Adventure Hook 327
Naraneus 329
Drow Domain 330
Mushroom Domain 333
Rise of the Drow Encounter Index
3.5 Encounter Index 341
Pathfinder Encounter Index ...402
Open Game License 479



Backstory

The drow city of Holoth has long been a nexus of power in the Underworld, both naturally and when forged by those who desire it. It is a wealthy city of power-hungry drow families with various houses constantly vying for position and prestige at the expense of each other. For years, a house by the name of Gullion struggled for power only to lose footing with each conflict. After slaying her mother, the drow priestess Maelora came to lead the family; the new Matron Maelora struck a deal with a race of crystalline beings called the Vidre. This magically-sealed pact between her house and the Vidre would facilitate House Gullion's rise to preeminence in Holoth. To guarantee this progress, the Vidre granted House Gullion an item called the *Vidrefacte*; a crystal shaped like an enormous carved gem, the Vidrefacte is a powerful artifact capable of draining souls from the dead or dying and transferring their life force into energy which can be stored in the crystal and used at a later time. When granting the artifact to Matron Maelora, the Vidre performed an incantation which permanently bonded the crystal to House Gullion and its insignia.



Matron Maelora ordered the ritualistic sacrifice of many of House Gullion's slaves and low ranking members in order to fill the magical crystal with energy. After the foul deed was done, hundreds of souls were added to the *Vidrefacte*, causing it to glow and pulsate with a blinding white light. The Matron prayed to the Spider Goddess while holding the gem aloft; as she finished her spell, she set the crystal atop a large stalagmite within close proximity of the city's central structures. The stalagmite magically grew until it almost touched the ceiling of the gigantic cave while at the same time the pulsating light from the *Vidrefacte* diminished. Matron Maelora ordered the sacrifice of more members of House Gullion and the light returned. The Matron summoned the crystal's power again and circular windows appeared; she created a grand entrance dedicated to the Spider Goddess, finding yet more sacrifices were required. After a dungeon to keep prisoners and train beasts was created, the light in the gem flickered out. The Matron was furious that the crystal continued to require these sacrifices; the House was now in short supply of potential victims and if any more creatures were taken from their stock it would leave them unable to function efficiently and effectively. Matron Maelora ordered her House to start trawling the Underworld for more slaves and living bounty to be used to power the *Vidrefacte*. In the meanwhile, she sacrificed a few medium ranking members of the house (including some immediate relatives she had never much cared for because they'd stood in her way as she rose through the House ranks) and the formation of her new home was virtually complete, with the exception of the ornamentation that would cement its position as the grandest ever constructed. She named it Tolgorith Tower, and magically secured the now-hovering *Vidrefacte* above the top of the structure, as instructed by the crystalline beings.

The Vidre were rather pleased about the situation. They had been able to trick House Gullion, as the channeling of souls from their artifact, although bonded to Maelora, gave them a steady supply of life force, a free source of the energy they required in order to survive and thrive. Little did Mother Matron Maelora know, but she was obtaining only half the energy from each soul while the Vidre fed on the rest. The more energy the Vidre absorbed, the stronger they became; this vicious circle continued for many years until House Gullion became a force to be reckoned with. The family had agents installed in all the other houses and every chain of command. They were poised to strike and strike they did; House Gullion took the throne of Holoth for its own, grasping the seat of power to control the entire city. But Matron Maelora was far too power-hungry to stop there; she wanted to dominate the entire region, both above and below ground. She ordered a lockdown of the Underworld. Within the last twelve months, she ceased outside relations with the mercane, the dwarves, and the other races which traded and dealt with the drow. She found new sources of goods through raids on outlying villages and towns and instead of asking for what they needed, the drow now took what they wanted. This change in lifestyle (disdained by some) has been accepted by the general populace in and around Holoth; many see Matron Maelora as a gift from the Spider Goddess herself, someone who will, "Guide us to victory and dominance over the other races with their weak and mewling gods!"

Changes in the Underworld

The change in drow behavior has adversely affected most of the Underworld, throwing the status quo into utter chaos. Trade routes have been severed, drow raids have increased and the stability of the entire Underworld is teetering on the brink of destruction. Most affected by the new changes are the dwarves of Embla, a large subterranean city in close proximity to Holoth. Over the past few months Embla has lost numerous warriors, merchants, and officials to drow raids on both trade shipments and the city itself. Embla sent word to the nearby major dwarven capital of Stoneholme but was turned away; their sister settlement had already closed its borders and barred its gates when the dark elves took to their raiding activity in the area. The beleaguered dwarves of Embla are now virtually defenseless and are prepared to beg outsiders for help.

Current Events

The Matron's Decision to Further Betray Those Around Her

After a consultation with her daughter Maltorya (the Oracle of Tolgorith Tower), Matron Maelora suspects that her deal with the Vidre is no longer working to her advantage; the thirst of the crystal is increasing despite the fact that she has decreased her reliance of it. House Gullion's consumption of energy from the *Vidrefacte* has also dropped, so whatever is being drained from it is going somewhere unknown. The Matron Mother prays to the Spider Goddess and performs many bloody and taboo rituals requesting guidance and clarity; Naraneus grants her a vision in which Maelora sees threads of life force trailing off each member of House Gullion. These threads all coalesce at the *Vidrefacte* where, using Tolgorith Tower, the energy is being channeled down through the earth and directly into the bodies of the Vidre; they are hidden below Holoth and as the crystalline beings grow in size and power, they require more of the artifact's soul-driven energies. Suddenly everything becomes clear to the Matron; she knows what she must do. Gathering the children of the House who she sees with threads coming from them, they perform a ritual requesting further assistance from the Spider Goddess. In another vision, granted to the whole family, the Goddess agrees to help but only with the promise of the expansion of her power; House Gullion must dominate all of the region around the city (both below and above ground). They must spread the word of the Spider Goddess and force the humans above to bow before her or die, that they might know her strength and might.

All those involved acquiesce and the Spider Goddess severs the link between House Gullion and the Vidre. The backripple of energy from the *Vidrefacte* is felt by every drow of House Gullion as the mystical threads seen in the first vision are torn asunder, while those who took part in the second ritual feel a personal blessing from the Goddess (something that comes with a price to pay). Enraged, the Vidre prepare an all-out assault on Tolgorith Tower; if House Gullion will not fulfill their agreement, the Vidre will take their souls with force!

Adventure Hook

This part of the adventure begins in Rybalka (or any remote village that is on the edge of civilization).

If the party has played through ***The Darkness Arrives*** they will be aware of the drow and the plan to take prisoners into the Underworld (they may even have taken on the drow and saved some of the prisoners.) What they don't know is that the drow, cunning to the last, mounted several raids and members of many different races were captured and taken to Holoth. Having found themselves back in the original village after chasing the drow, the players will have come across Miah, either as one of the prisoners OR having been approached by Quorron and Miah (who managed to flee the drow in the confusion caused by the PCs) back in the home village as they ask the PCs to help resist the dark elves.

If the party is fresh to the adventure, they find themselves in Rybalka as rumors have begun to spread of a previously unknown enemy - Underworld elves! At present, the humans of the village don't feel threatened and may even dismiss news of the drow as feytales, but others are concerned. Because the reputations of the PCs are spreading and they are one of the very few bands to have had success in the region recently, they are approached by the dwarven blacksmith Quorron and his cousin Miah (a representative of Embla, an Underworld city) in a request for assistance with the growing problem. Other agents like Miah have been sent all over the known

realms, above and below ground. The forces that agree to help the dwarves could easily be a very mixed bunch, bringing all the inter-species tensions that such gatherings can engender. The dwarves realize this but hope the over-riding issues concerning the drow will draw these myriad allies and mercenaries together.

Other hooks to draw your players into the adventure can include:

- Tales tell of the *moonshard*, an artifact that brings light into darkness or covers the world with night, whichever its owner desires.
- A frontier village that was meant to be in need of adventurers looks surprised when the party turns up; all is well there. But they are approached by a dwarf, a former adventurer himself, who has kept a sinister rumor to himself for a few weeks, and now has to share it.
- The PCs return to a frontier village in dire straits, pursued by sinister shadows. The place is meant to be a haven but they are soon approached by villagers with tales of woe.
- An eclipse makes traveling dangerous, not least because this one has lasted much longer than usual. The creatures of the night (both natural and supernatural) have forced the party to seek fortified shelter.
- Juriendor, a remote cleric of renown has sent word back to his headquarters, asking for help with a delicate matter (itself part of a strange request for assistance). Normally Juriendor the High Priest wouldn't worry about the concerns of a dwarf, but Quorron supplies weapons and armor to the congregation of a god of war and has piqued Juriendor's interest.
- A tome found by the party tells of a time when the Underworld and Upperworld will swap places at "the home of two peoples by the ophidian waters". Investigations have led to Rybalka.
- A boom in the timber trade at a remote village means increased protection is required from unexplained attacks, thefts, and even disappearances; there is coin to be made!

After any of these, Quorron becomes the link between the village and the Underworld. Not long after he tells of his relations that still live there, Miah appears on the scene and will lead the PCs further on.

Synopsis

The PCs decide to enter the Underworld and head for a secret entry point known by the dwarves (and the drow as well, but the PCs don't know that yet). While traveling to this entrance to the Underworld, the party is attacked by surface creatures before passing through the upper-floor remains and still-intact dungeons of a ruined keep. A number of undead minions of the building's former owner are encountered; among these undead are zombie drow, former members of a spy team which had been following Miah as the dwarf headed for the surface to ask for help. There are also indications that the dark elves had been planning to use the old keep for reconnaissance of the Upperworld.

As they delve deeper into the ruins of the keep, the PCs may find a way to travel to a representative of the dead, the undead, and the unliving. The Ossuary Collaborative is a cabal of supporters of the non-living (in all their forms) and its leader can prove to be a valuable ally if the players have their wits about them.

Finally returning to the keep, the PCs may come across evidence of the previous inhabitants from long ago, as well as discover just how established the followers of undeath are in this area. Eventually the path down "The Long Road" is taken, during which a drow raid on a dwarven trading transport team is disrupted by the PCs. Clues can be found pointing to "House Gullion" (a name that may have been previously encountered) being responsible for the raid (itself part of a wider plan). After the PCs have arrived at Embla they are greeted by the remaining town officials and merchant circle, who convene to discuss the current dire straits; it is understood that these sweeping changes to the Underworld came with House Gullion's rise to power. The PCs are asked to infiltrate and uncover additional information on House Gullion and (if possible) dispatch whoever is responsible for the death and enslavement of so many innocents in the Underworld.

At any stage before leaving for Holoth, particularly after what they find in the keep, the PCs may choose to return to the village to warn the authorities - the choice they make here will have implications on how events play out later in the adventure. If the PCs choose to return to the surface, it allows the drow the opportunity to move in and sack Embla, enslaving its citizens. They will lose Miah's help and must take the main route into the drow city of Holoth, leading to them engaging in a frontal assault on the drow city, which may very well result in their deaths. If the party decides to press on without help from their village, they will save lives; the guards are good at their job, but it is unlikely many would survive more than an encounter or two with the drow. Continuing to work with Miah gives them access to the "Back Road", a less-traveled route to Holoth and comparatively lightly-guarded way into the city.


SHIPWRIGHT

In the final part of the adventure, the party will have decided to either take part in a full-frontal assault of Holoth or enter the city via the "Back Road" (after a more dangerous journey). Whichever route they choose, as the PCs make their way into Holoth, they find it under assault from huge crystalline creatures (the Vidre) that focus their attacks on Tolgorith Tower. The PCs must make their way through the city to Tolgorith Tower, and as they approach it they will find themselves targeted by the enraged creatures. As they enter the structure itself, all the while suffering the attacks of the Vidre, they must decide how to deal with the tower's drow guards, defeat the children of House Gullion and finally confront the power behind the city, Matron Maelora!

If the PCs can succeed in their mission and remove the matron from power, they will loosen her stranglehold on the region and return life in the Underworld to what it was. If they fail, House Gullion will defeat the Vidre, rebuild and restructure its house, and then make its move against the Upperworld, but others will have to deal with that particular menace!

If your players wish to continue fighting the drow, the Epilogue to the Rise of the Drow brings the party face-to-face with Maelora on the Demiplane of Venom in ***The Commander of Malice.***



Village of Rybalka

The adventure begins in Rybalka where the PCs are either drinking at the Thirsty Serpent Tavern, staying overnight at Rybalka Lodge or returning after facing the drow in ***The Darkness Arrives***.

Request from Below

Quorron and Miah

The PCs are approached in the middle of the night by the dwarven blacksmith Quorron. His cousin Miah has presented him with dire news and a request for assistance after arriving in one of three ways:

1. From the city of Embla in the Underworld
2. With the PCs after they release him from imprisonment by the drow
3. After escaping from the drow in the confusion caused by the party (2 and 3 if the PCs have completed ***The Darkness Arrives***, the prologue to ***The Rise of the Drow***)

Miah has previously journeyed to several Underworld outposts (as well as a handful of Upperworld sites) searching for aid and allies. He has finally ended up in Rybalka (either after capture by and escape from the drow or after a number of fruitless stops along a circuitous winding route) and is now making what he knows will be his last attempt at securing assistance. Whatever the history, he intends to return to Underworld the next day in order to help with the defense of Embla.

Miah recounts that something significantly changed over the last few months as relations with the drow became strained before being cut off altogether. This happened right around the time the drow of House Gullion took power as the new ruling party in the city of Holoth. One by one, all of the Underworld races withdrew from their treaties and severed ties with the dwarves. Miah suspects that the drow of House Gullion are to blame for these new changes; he believes they are planning something (he is unsure of exactly

RYBALKA
LN small town
Corruption +0; **Crime** -1; **Economy** +1; **Law** +1; **Lore** +0; **Society** +0
Qualities insular, racially intolerant (elves, half-elves, half-orcs), strategic location
Danger +0

DEMOGRAPHICS
Government autocracy
Population 328 (325 humans; 1 gnome; 1 half-elf; 1 halfling)
Notable NPCs
Mayor Igor Leonid (LN male human fighter 6)
Sage Yuri Statel (LE male human cavalier 1, loremaster 4, wizard 6)
High Priest Juriendor (LG male human cleric 10)

MARKETPLACE
Base Value 1,100 gp; **Purchase Limit** 5,000 gp; **Spellcasting** 4th
Minor Items 3d4; **Medium Items** 1d6; **Major Items** 1

what that might be) because shortly after the isolationist policy started, drow began to raid dwarven caravans meant for other locations in the Underworld. In order to maintain their food supply and economy, the dwarven town of Embla had to delve deeper and establish new relations with distant races. This angered the drow, who responded with force, killing or capturing every dwarf they came across, along with hijacking or looting caravans. As far as Miah knows, the dwarves who survived the attacks were enslaved and dragged back to the drow city of Holoth (none have returned).

By now Embla has nearly run out of able warriors and is sitting virtually defenseless while the drow city of Holoth grows ever stronger. Since Miah has relations in the Upperworld he was sent to meet with his cousin Quorron and request help from the tall ones. The Upworlders may be the dwarves' last hope from this part of the world and asking for assistance from them is a first for Embla and Miah truly hopes he is acting in a right-and-proper manner when requesting assistance. He cannot promise anything up front but nevertheless begs the PCs for their help and pledges that Embla will be indebted to them for their efforts. Miah wishes to return home as soon as possible.



Quorron's Offer

If the PCs agree to help Miah, Quorron offers to give them some standard items in his shop free of charge (once his fellow dwarf is out of earshot). He knows how difficult it is to ask for help from Upperworlders and doesn't want Miah to feel any further in debt as a result of his actions. Part of the deal for being given these items is not revealing anything about it to Miah (under any circumstances); Quorron is adamant about this.

Most standard weapons and armor from the **3.5 PHB** or **Pathfinder® Roleplaying Game Core Rulebook™** can be found here. In addition there are a few magical weapons and pieces of armor Quorron is willing to loan to the PCs if they specifically promise to help the dwarves; he doesn't go into how they became magical if asked and a few of them have a rather exotic or ancient feel and look. Each PC is offered the loan of one item if they choose the enchanted pieces or given four items if they pick non-magical equipment. Magical items on offer are as follows:

Item	Age	Source	Plus	Other Magic	Appearance
Longsword	About 5	Klavekian	+1	1/day, *light* CL5	Phases of the moon are etched into the blade
Dagger	150+	Drow	+3	None	1 inch tip of the knife is made of cold iron
Light mace	Unknown	Gnomish	+2	5/day, *cure minor wounds*	Single piece of thin but strong metal
Longbow	2,000+	Elven	+2	1/week, *improved critical*	Only true elves recognize its heritage
Shortbow	About 200	Vikmordere	+1	None	Made from elk antler (not composite)
Quarterstaff	About 500	Klavekian	+2	1/week, *death knell* CL12	Contains a thin core of wight powder
Chainmail	About 2	Klavekian	+1	None	In perfect condition, no dented links
Chain shirt	400+	Dwarven	+2	1/week, *interposing hand* CL11	Many misshapen links but still very strong
Breastplate	Unknown	Gnomish	+1	1/day, *zone of truth* CL6	Fits females, chased with odd symbols
Leather	About 4	Vikmordere	+2	None	Excellently made (-1 round to put on)
Buckler	About 2	Dwarven	+2	None	Darkwood marked with a druidic oath
Iron shield	3.000+	Giant	+1	1/week, *reduce person* CL11	Plain but with a mimic-skin arm strap

Quorron is rather secretive about these items; the dagger, the light mace, the longbow, the chain shirt, the breastplate and the buckler aren't on show. He has been waiting for "the right types" to come along, knowing through a mix of his skill and age-old wisdom that there is more to the PCs than meets the eye. He hasn't even had these items *identified* (to maintain the secrecy of his stock) but if anyone offers to cast it (or a similar spell) for free, he'll give the PC concerned their choice of any item to keep in exchange, in addition to the loan. The party may be able to find out something about the items in other ways, but this is entirely up to the GM; it has no direct influence on this adventure.



After leaving town, Miah will lead them to a ruined keep and into its dungeon where an entrance to the Underworld can be found. After they entered it, he will take the PCs to directly to Embla to meet with the town leaders.

Item	Skill	DC	Information
Longsword	Knowledge (geography)	28	The etching is clearest and deepest when the moon is full.
Dagger	Knowledge (nobility and royalty)	33	Daggers like these are used to perform ritualistic assassinations.
Light mace	Search/Perception	30	The mace head is hollow, spaced to be the same size as a standard vial
Longbow	Knowledge (history)	25	This type of bow was common among elite archers hundreds of years ago.
Shortbow	Knowledge (nature)	22	Made from the antlers of a local beast.
Quarterstaff	Knowledge (religion)	25	This type of staff was often used at secretive Klavekian funerals.
Chainmail	Knowledge (local)	15	This looks like an unused piece of Klavekian equipment.
Chain shirt	Knowledge (local)	12	Quorron says the design is to put off those with ideas of theft.
Breastplate	Knowledge (religion)	35	The symbols represent an ancient god of Balance and Equality.
Leather	Craft (armorsmithing)	20	This is very well made and simple to fasten or remove.
Buckler	Speak Druidic	20	An ancient etching: "As a coin has two sides, Nature gives two choices."
Iron shield	Knowledge (nature) Knowledge (dungeoneering) Craft (armorsmithing)	28 30 27	This has all the hallmarks of an item made for giants; the skin of the arm-strap is made from a mimic and the shield has been struck by very large hammers.

History of Krelgar Keep

Krelgar Keep was constructed almost 300 years ago as the Klavekian Kingdom's first effort to gain a secure foothold in the Vikmordere Valley. It was named after a Klavekian military general named Krelgar Thorntalon who was responsible for routing the barbarians once living in these lands and overseeing the construction of this fortification. The Klavekian Kingdom efforts failed miserably when a massive Vikmordere retaliatory assault on the partially-constructed keep decimated the Klavekian forces stationed here; neither the keep nor a single Klavekian survived the revenge attack.

Years later a driven, slightly-crazed Klavekian necromancer named Yul made the ruined keep his home and animated all of the dead Klavekian soldiers, ordering them to serve him and finish building the fort. When he had trouble controlling the large number of undead he asked for the help of Tathious, an old white dragon. She agreed to help him on one condition; he would be at her beck and call whenever she required a favor for the next 5 years. He agreed and she granted him a magical necklace that enhanced his ability to control undead (via vastly improved charisma).

After many years of construction, the keep was nearly complete, although Tathious had begun to call upon Yul far too often for his tastes; he had amassed quite the undead army and decided to gather his troops to destroy her. Yul sent his army off, then gazed through his crystal ball, watching the assault from the safety of his keep. Then the crystal ball went black; something had blocked his scrying spell. Soon he heard the terrible roar of an enraged dragon outside his keep but before he could reach a position to defend his home, the creature crashed into the building, knocking down years of work with a few well placed blows. Tathious's anger knew no bounds and soon the keep was once again a pile of rubble. Yul sought cover deep in the dungeons of his keep, where he thought his safety was assured; on the surface, the dragon changed into human form and (with a smile playing across her lips) descended the stairs where she taught Yul a lesson on the proper place of man amongst dragons.

Although thoroughly defeated by the dragon, Yul possessed a considerable measure of determination and his sorcerous spirit refused to leave the keep. At first it existed as nothing more than a bitter wraith-like form bound to the torture room where he had met death at the hands of Tathious, but over time it grew and changed; the ghost of Yul poured over his own books and scrolls (somehow maintaining his ability to read and use them) yet continued to be agonizingly frustrated at the events that had taken place and his inability to properly control his undead army when he was alive. Eventually he understood his error; as a living creature he was never "one of them" and therefore had to rule by fear (a weak and fragile tool) as opposed to authority (a strong and powerful one). Yul found a way to make amends for his mistake and once again work to control the region; he was destined to do so, something he believed more fervently after establishing ways to command more undead. Besides, what was the death and undeath of a few inconsequential humanoids compared to the rise of a rightful ruler of the region? He re-entered his


One Square = 125 Feet
North
Forest
Scrub Land
Desolate Land
Screaming Skulls
Krelgar Keep
Diseased Treant
Tree Stumps
Sparse Grassland
Adventure A WEEK.COM
Environs Map / Krelgar Keep

body and transformed into a mohrg, unashamedly proud of all he had done and able to hold sway over countless undead (he now continues to study his tomes and parchments).

The Grounds Around Krelgar Keep

The brief story of Krelgar Thorntalon and his keep

After the battle with the Vikmordere, it was difficult to tell who the winner was, and Thorntalon had survived with barely a score of troops (all heavily injured). Krelgar took the Vikmordere totem from the death grip of its bearer and used it as a marker during the time the keep was built, before leaving the area, vowing never to return.

Depending upon the direction from which the party approaches the keep, they encounter various after-effects of the battle. On the final day there had been a strong wind from the north and Thorntalon used it to drive fire through the trees and scrubland that previously covered the area, forcing the Vikmordere to change tactics. The area around the keep is now desolate, as it has mostly been since the battle. If you allow the PCs to explore around the keep before approaching it, use the following tables to give them a flavor of what took place and the resulting effects.

From the north - Using Klavekian magic, Thorntalon had led his troops around the main Vikmordere force and set up a very rough post to the north. There is still some evidence of this site, although the area has been stripped almost bare over the years (although scavengers still attempt to find the odd scrap.) While in this area there is a 20% chance of an event occurring for every 5 minutes the PCs are within 1,000 feet of the ruins.

%	Item	Other information	3.5	Pathfinder
01-30	Rusted, pitted, flattened camp item	If handled, Fort DC 15 prevents rust finger. Injury; 1d2 days; Damage 1d4 Dex,1d2 Cha	N/A	N/A
31-55	Repairable simple melee weapon	Roll % dice: 01-45 Light; 46-80 One-handed; 80-00 Two-handed (5 in total)	N/A	N/A
56-75	Huge spider (only once)	Spot/Perception DC 20 to notice there is a House Gullion mark on its back.	Huge Monstrous Spider*	Ogre Spider* (Pathfinder® Roleplaying Game Bestiary™)
76-90	4 Vikmordere warriors (only once)	Scavengers that will fight until two are killed (after which they flee).	Vikmordere Warriors (pg 397)	Vikmordere Warriors (pg 460)
91-99	Spectre (only once)	Undead Klavekian warrior intent on "slaying all the enemy!"	Spectre*	Spectre* (Pathfinder® Roleplaying Game Bestiary™)
00	Vikmordere marker	Triggers a *word of chaos* trap	CR 8; magic device; proximity trigger (detect law); automatic reset; spell effect (word of chaos, 13th-level cleric); Search DC 32; Disable Device DC 32	*Word of Chaos* XP 4,800 Type spell; Perception DC 32; Disable Device DC 32 Trigger proximity ; Duration instantaneous Reset automatic (10 minutes) Effect spell effects (detect law and word of chaos, 13th level cleric); multiple targets (all lawful creatures in 40-ft.-radius burst)



* Reference at the appropriate SRD/PRD

From the west - Historically there was a large wood here; the Klavekian infantry and Vikmordere warriors fought toe-to-toe in the trees, a vicious battle where many slowly died of their wounds as well as from killing blows. It is said the trees themselves battled against both sides as they suffered attacks from both Klavekian sword and Vikmordere hammers and morningstars. Here there is a 20% chance of an event for every 5 minutes the PCs are within 1,000 feet of the ruins.

%	Item	Other information
01-40	Fouled piece of weaponry	If handled, Fort DC 13 prevents shakes Contact; 1 days; 1d8 Dex
41-70	Repairable simple or light weapon	01-40 Simple Light; 41-70 Simple 1-handed; 71-90 Martial Light; 91-00 Martial 1-handed (5 in total)
71-90	2 Allips* (once only) (Pathfinder® Roleplaying Game: Bestiary 3™)	One Klavekian and one Vikmordere; they suspend their fight to face down the PCs.
91-99	Battlegrave flesh golem (CR 6)	Rises from a mass grave but cannot move (it has both reduced Dex and Str). Only one exists.
00	Vengeful diseased treant (CR 7)	If cured and aided by the party, it, will give the PCs a *ring of chameleon* power (lost by Krelgar).

* Reference at the appropriate SRD/PRD

The battlegrave flesh golem is a ghoulish collection of body parts (made from creatures killed in the fight and dumped in a mass grave) that rise up together into a single composite form as a result of the divine magic used within 100 feet of the site. No natural animal willingly comes within 60 feet of a battlegrave flesh golem. The golem wears a range of whatever bits and pieces of armor are available around its mass grave (although this doesn't improve its AC in any way; they flap about when it flails its arms in attack.) It has no possessions and no weapons but stands 8 feet tall and weighs almost 500 pounds. It cannot speak, instead emitting a wild shout of intense pain every 1d4 rounds. It cannot move from the point of the mass grave (it does not completely control its lower body).

The treant has been in the area since the battle and was one of the few creatures that survived. The nature of the fight left the ground infused with blood, gore, and the internal infections of the many combatants. The treant constantly suffers from *cackle fever* and *red ache*; when the party encounter it, its Strength and Wisdom are both reduced by 6 (lowering its CR to 7).

From the east - the Vikmordere's pre-eminent druid attended the battle and watched in despair as Thorntalon gained the upper hand and showed no signs of relinquishing it. In his anguish he cast multiple *move earth*, *creeping doom*, *earthquake* and *earth elemental swarm* spells, making the ground rise up and swallow Vikmordere and Klavekian troops alike. The bodies of all the combatants were crushed beyond recognition, their heads left where they were slaughtered. Now the ground is littered with screaming severed skulls (as the flesh has been picked clean by scavengers over the years) and there is a 30% chance of encountering one for every 5 rounds the PCs are within 1,000 feet of the ruins. As soon as one is encountered, another appears every round for 11 rounds (making the creature an EL 5/CR 5 in total) as they swarm towards the PCs; this swarming suspends the 30% chance of an encounter until it ends.

Battlegrave Flesh Golem

3.5 hp 79 / CR 6 / pg 370
Pathfinder hp 79 / CR 6 / pg 405

Diseased Treant

3.5 hp 6 6 / CR 7 / pg 350
Pathfinder hp 114 / CR 7 / pg 412

Screaming Severed Skull

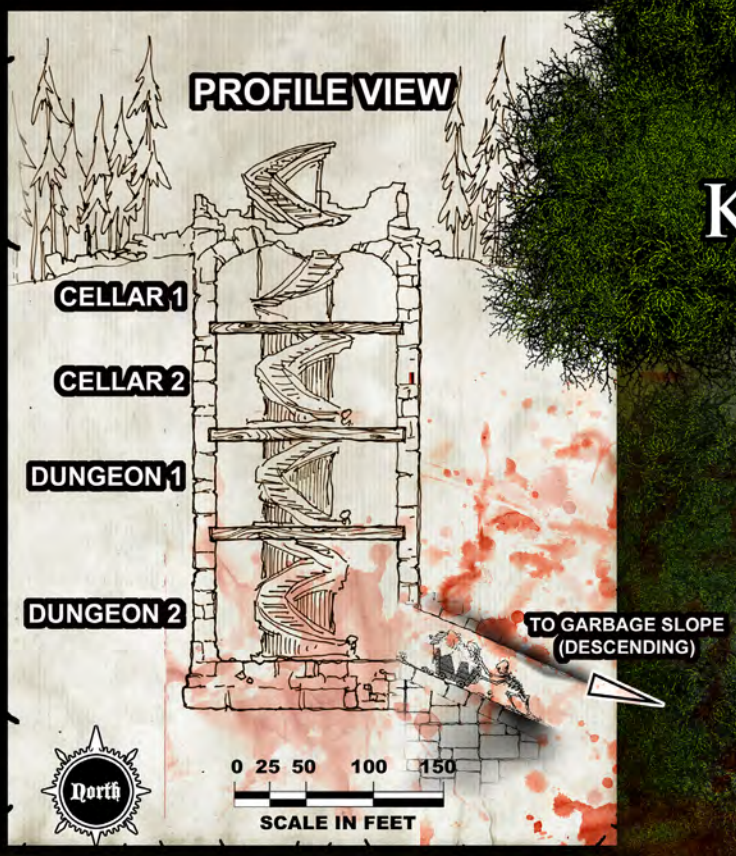
3.5 hp 6 / CR 1/3 / pg 388
Pathfinder hp 4 / CR 1/3 / pg 453



From the south - This is where Thorntalon had mages cast powerful illusionary magic over his troops and their equipment in order to move them to the north of the keep and behind the Vikmordere forces. Spells including *screen*, *mass invisibility*, *simulacrum*, *hallucinatory terrain* and *programmed-*, *persistent-*, and *permanent images* masked the entire area for many hundreds of feet in all directions. Because of the incredible quantity of arcane energy forced upon a single area at the time of casting, a number of illusion-based events are still present to this day (causing great difficulty for travelers). There is a 20% chance of an event for every 5 minutes the PCs are within 1,000 feet of the ruins.

%	Event	Other	3.5	Pathfinder
01-40	*Rainbow pattern*-based trap	The shifting patterns leave you feeling confused rather than fascinated.	CR 5; magic device; timed trigger; automatic reset; spell effect (*rainbow pattern* that causes illusory *confusion*, 7th level wizard, Will DC 16 negates); Search DC 29, Disable Device DC 29	***Rainbow Pattern*** XP 1,600 **Type** spell; **Perception DC 29**; **Disable Device DC 29**; **Trigger** timed; **Duration** instantaneous **Reset** automatic (instant) **Effect** spell effects (*rainbow pattern* that causes illusory *confusion*, 7th level wizard; multiple targets (all creatures in 20-ft.-radius burst)
41-70	*Nightmare*-based trap	This induces a waking nightmare that leaves someone feeble-minded.	CR 6; magic device; timed trigger; automatic reset; spell effect (*nightmare* that causes illusory *feeblemind*, 9th level wizard, Will DC 17 negates); Search DC 30, Disable Device DC 30	***Nightmare*** XP 2,400 **Type** spell; **Perception DC 30**; **Disable Device DC 30**; **Trigger** timed; **Duration** instantaneous **Reset** automatic (instant) **Effect** spell effects (nightmare that causes illusory feeblemind, 9th level wizard; one target (random creature in 20-ft.-radius burst)
71-90	*Mislead*-based trap	An image of an ancient mage appears to cast symbol of fear.	CR 7; magic device; timed trigger; automatic reset; spell effect (*mislead* that works like *symbol of persuasion*, 11th level wizard, Will DC 19 negates); Search DC 31, Disable Device DC 31	***Mislead*** XP 3,200 **Type** spell; **Perception DC 31**; **Disable Device DC 31**; **Trigger** timed; **Duration** instantaneous **Reset** automatic (instant) **Effect** spell effects (mislead that works like symbol of persuasion, 11th level wizard; multiple targets (all creatures in 60-ft.-radius burst)
91-99	*Simulacrum*-based trap	Forms an image of the person that triggers it being horrifically killed, inducing insanity.	CR 8; magic device; timed trigger; automatic reset; spell effect (*simulacrum* that causes illusory *insanity*, 13th level wizard, Will DC 20 negates); Search DC 32 Disable Device DC 32	***Simulacrum*** XP 4,800 **Type** spell; **Perception DC 32**; **Disable Device DC 32**; **Trigger** timed; **Duration** instantaneous **Reset** automatic (instant) **Effect** spell effects (simulacrum that causes illusory insanity, 13th level wizard; one target (random creature in 20-ft.-radius burst)
00	*Scintillating pattern* trap	If anyone is stunned and drops items, they randomly rigger 1d3 of the other traps.	CR 9; magic device; timed trigger; automatic reset; spell effect (*scintillating pattern*, 15th level wizard, Will DC 22 negates); Search DC 33, Disable Device DC 33	***Scintillating Pattern*** XP 6,400 **Type** spell; **Perception DC 33**; **Disable Device DC 33**; **Trigger** timed; **Duration** instantaneous **Reset** automatic (instant) **Effect** spell effects (scintillating pattern, 15th level wizard; multiple targets (all creatures in 20-ft.-radius burst

Krelgar Keep Ruins

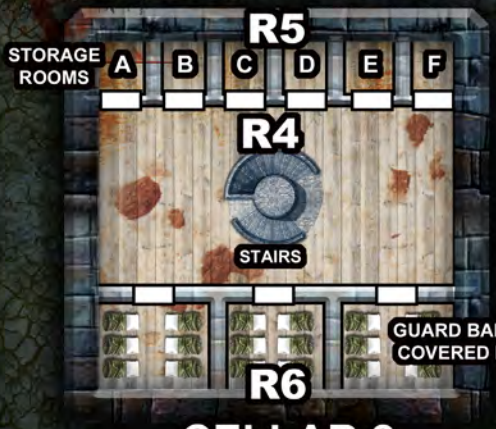




GROUND LEVEL (RUINS)



CELLAR 1



CELLAR 2



DUNGEON 1



(SEE INSET ABOVE)

DUNGEON 2

Adventure Location:
Krelgar Keep Ruins
Dangers: Drow, Traps, Wandering Underworld Monsters
Lighting: None, light source required
Walls: 5 ft. x 5 ft. solid gray stone blocks
Doors: Solid Oak (some are worn and the others are rotten.)
Mood/Theme: Ghost Town

R1. Krelgar Keep Ruins Entrance

No matter what direction Krelgar Keep is approached from, a rubble pile can be seen up ahead. It consists of huge gray stones smeared with ash and dirt, and chunks of ice that glisten in the milky sun. Despite its present condition the keep must have been grand in its day, if the piles of sizable blocks strewn about the area and the high-quality work exhibited on some of the larger stones are fit to grant judgment from. The footprint of a massive beast is pressed firmly into the ground nearby; it appears to be a clawed reptile but at five feet across, it must have come from a formidable creature. A successful **Knowledge (nature) DC 10** check confirms that it isn't a lizard; a successful **Knowledge (arcana) DC 10** check confirms that they are dragon prints (a result above **DC 15** identifies them as belonging to a white dragon, while a result above **DC 20** identifies them as coming from a very old dragon.) There are no other prints in the area.



A twisted spiral staircase climbs up into the sky only to end at the top of a support pole a few dozen feet above the ground. Perhaps this is simply a stairway to the heavens? The same stairway also appears to descend through the pile of rubble and into the frozen ground below.

A circular twisting stairway climbs up 25 feet (8 meters) into the air, appearing somewhat incongruous since the surrounding structure was utterly destroyed. The same stairway descends into the ground leading to the first cellar level below. The cool temperature and air circulation through this hole has actually preserved much of what lay within. Large stone blocks that have fallen around the entrance prevent significant amounts of water from flowing into the keep's intact subterranean chambers (although there is noticable seepage). As wind whistles through the stonework it sounds like a voice issuing commands; a successful **Spot/Perception DC 25** check finds a small piece of meat and some bone lodged in the space between two blocks. A successful **Spellcraft DC 27** check makes it clear that (by chance) the combination of meat, bone, the sound of the wind and the way various grasses and scrubby bushes move about means that a *control undead* spell is in place. If the PCs move either the meat or bone (or don't take deliberate precautions to keep the bushes and grasses mostly in place) the effect of the spell will be dismissed and undead within the tower will be able to come and go as they please. So long as there is a breeze (and there almost always is here) the undead below aren't able to escape their prison.

If the PCs climb up the stairs to the exposed top they are in for a surprise; when Yul transformed into a mohrg and began to reanimate his undead minions, he attracted the attention of a pair of free-spirited extraplanar beings that felt the pulse of evil energy that comes with any creature's transformation to a wicked undead form. These two bralani followed what was broadly happening within the keep and made a decision; one would investigate while the other watched over the entrance and would swiftly return home if the worst happened. The bralani that dared the keep met an untimely end (one wracked with pain, anguish and fear) sufficiently painful to make it reveal the whereabouts of its partner; Yul's cold iron torture equipment more than did its job.

Using one of his other cold iron items (a set of *Dimensional Shackles*) Yul managed to bind the second bralani, using various threats and coercions as to what would happen to its partner if it didn't agree to his demands. The creature gave in, hoping to turn the trick and trap back on Yul without knowing exactly what was going to happen; at the last moment it turned into its whirlwind form (realizing it had been fooled) and attempted to fly away. The morgh mage managed to hold it in place before surrounding it with a *permanent image*; to this day the bralani sits at the top of the stairs, bound in whirlwind form. The sound of the whirlwind seems perfectly natural for the wide open spaces and their desolate nature.

If the PCs mount the stairs they will find themselves confronted by an ferociously angry whirlwind. They may well mistake this for an air elemental and fight (in which case the bralani will fight back). The party notices wicked-looking abrasions around the bralani's wrists and ankles if it returns to any form with arms and legs. If somehow the PCs decide to talk to the creature it will eventually calm down and describe what happened to it. If allowed to return home (which it will want to do) it will take the *Dimensional Shackles* with it so they can be destroyed. If the PCs kill the bralani they find themselves in possession of the *Dimensional Shackles*.

Diplomacy DC 30

Success means the bralani can be reasoned with and calmed down after years of imprisonment while failure means it will attack forcefully. If the first check succeeds, another can be made at +2 to further improve the attitude of the bralani (any Chaotic Good characters receive a +2 circumstance bonus to both of these rolls, so attuned are bralani to this alignment).

Bralani

3.5 hp 45 / CR 6
Pathfinder hp 45 / CR 6

(Pathfinder® Roleplaying Game Bestiary™)

Dimensional Shackles

Aura moderate abjuration; **CL** 11th
Slot wrists; **Price** 28,000 gp; **Weight** 5 lbs.

These shackles have golden runes traced across their cold iron links. Any creature bound within them is affected as if a dimensional anchor spell were cast upon it (no save). They fit any Small to Large creature. The DC to break or slip out of the shackles is 30.

CONSTRUCTION
Requirements Craft Wondrous Item, *dimensional anchor*; **Cost** 14,000 gp

Cellar Level 1: R2. Food Storage

Contact with the Drow, and spoiled wine

Barrels of spoiled ale and mead line the north and south walls of this room that the spiral stairs descend into and through. A few on the northern wall have been knocked over and drained by adventurers long ago. A successful **Search/Perception DC 20** check finds a waxed envelope with a folded scroll of *gentle repose* (CL 4th) in it. None of the alcohol is drinkable and if consumed requires a **Fort Save DC 18**. Failure results in a form of food poisoning that causes vomiting and a fatigue that lasts 2d6 hours. A mini-keg of sweet brandy on the south wall has become a sticky mass over time and will have the same effect as a flask of Alchemist's Fire if a lit rag is placed in its tap-hole when thrown (found with a successful **Search/Perception DC 13**).

Behind the barrels on the southern wall is the body of an unfortunate individual, one that gained entry to the keep about 3 months ago to escape a blizzard. When he saw one of Yul's zombies up here he realized he was in a worse predicament

than the one presented by the snow and hid behind the barrels (intending to escape as soon as possible).

At that moment a xill materialized, paralyzed him, and injected him with a dozen eggs (a fatal blow). Now 90 days later, as the PCs search this room, 5 young xill burst from the corpse and swarm toward the closest PCs, eager for a fresh meal and their first victim.

Young Xill

3.5 hp 6 / CR 2 / pg 398
Pathfinder hp 13 / CR 2 / pg 462



The Former Drow

Drow spies from House Gullion had been planned to use the keep as an outpost for raiding the surface. The dark elves were in such a hurry to get a base set up prior to assaulting the Upperworld that they did not make time to thoroughly investigate the keep, instead deciding what to do after reaching the desolate surface. They decided it would be a good base from which to carry out their covert operations. The drow then began to scout the place out; half the group was detailed to investigate the ruins and cellar levels while the other half went back down through the holding cells to the torture chamber where they had entered.

It was then that Yul and his undead minions struck; destroying the first four drow was a simple matter (particularly because they split into two paired groups). Yul then sent two freshly-made zombie drow to approach their comrades and trick them into coming close enough for Yul himself, his other undead and the remaining now-undead drow to fall upon them. Yul quickly converted them all into zombies and the eight extra warriors have become a useful addition to his forces.

The first group of four drow zombies wait in hiding behind the barrels in the side rooms off R2, two in each room marked R3. The other four quietly ascend the spiral stairs from R4 with their crossbows trained on the PCs; they open fire as soon as all of them have a clear shot (a flanking maneuver that could leave the PCs in a sticky situation!) All of the conversions to zombies were recent enough that the drow's signature poison is still active and they now have even fewer issues when using it.



Drow raider zombies - 8 in total, 4 in R2 and possibly 4 coming up from R4.

Zombie, Drow Raider

3.5 hp 42 / CR 2 / pg 400
Pathfinder hp 17 / CR 1 / pg 465

Tactics: If the PCs did not hear their approach the drow surprise the party and move in using a triple pincer attack, hitting them from the front, the rear and below. They start with ranged weapons, attempting to hit the PCs with their poisoned bolts. The zombie drow switch to melee should the party either approach or seem to be outgunning them with spells or ranged weapons.

Drow Poison: *Drow poison*—injury; save Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; cure 1 save.

Unconscious? Should all of the PCs be knocked unconscious by the drow poison, the drow zombies will bind them and take them to Yul in the torture chamber; there they are stripped of all belongings, killed by the mohrg and turned into yet more zombies, living lives of servitude as slaves to Yul.

Tasks will involve helping him with experiments, gathering other humanoids for transformation and defending the keep from interlopers (from both the Upperworld and Underworld) - the game has ended for the PCs.

-OR-

Once they are unconscious, the zombies will take them to Yul but before they are killed and turned into undead, a stronger drow raiding party (one sent to find out the fate of the original eight, whether alive or dead, and return them to Holoth for punishment) will come to the PCs "rescue". The drow will bind them and take them to the dark elf city where again they will be stripped of all belongings and forced to live a life of servitude as slaves to House Gullion. Most will work on the farm while others will be coerced to perform less than desirable acts within Tolgorith Tower - paladins in particular are treated as objects rather than living beings (in every possible way). If you choose this option use the statistics for the members of the drow team from the section detailing the start of the journey on the Long Road.

As GM you can decide which is the more desirable for your group's approach to the three-part campaign.

R3. Food and Wine Storage

These two rooms hold smashed crates which once contained a plentiful supply of food; wine racks still filled with bottles line the northern and southern walls of the western storage area. Most of the wine has since turned to vinegar, but a few bottles have actually improved with age. A PC that has either **Craft (Culinary or similar)**, **Knowledge (history)** or **Profession (Cook or similar)** as a skill or is stated to be either a diplomat, bon viveur or alcoholic within their background that successfully makes a **Search/Perception DC 20** check locates a fine bottle of aged red wine worth 1d4x100 gp. Each bottle holds six glasses and there are up to 6 bottles of such wine in each room. If a glass of wine from one of these delicious but potent bottles is drunk, the PC concerned needs to make a **Fortitude save DC 15** or find their Charisma and Strength increased by 2 and their Wisdom and Dexterity decreased by 2 for 5d12 minutes. They will then need to make a successful **Will save DC 15** or drink another glass. The effects of each glass are cumulative and every consumed drink adds 1 to the Fortitude save and subsequent Will save. This process will continue until either:

- A successful Will save is made
- A PC's Wisdom or Dexterity temporarily drops to zero (an hour's sleep is required to restore 1 point of Dexterity AND 1 point of Wisdom. An hour's rest is required to restore 1 point of Dexterity OR 1 point of Wisdom; after any sleep the Strength and Charisma increases will disappear while after each hour's rest, they both decrease by 1 point)
- There is no more wine left

None of these effects will be apparent to the PC until a number of minutes equal to **5 plus their Constitution bonus** have passed. A glass of this delicious and unique wine takes three rounds to pour and drink in total. Any PC that is heavily under the influence of alcohol needs a cure spell that delivers half as many HD of healing as glasses of wine drunk (rounded up). Otherwise the party may find itself with a garrulous and strong but clumsy and senseless member or two. If possible, have these rolls made beforehand (perhaps at the beginning of the game) and use them to spring a surprise on the PCs - "You have one glass and it's delicious! You think you'll have another..." and so on. Make yourself aware of each PCs' Fortitude bonus and have fun. Treat this as a CR 5 trap for the purposes of xp.

The eastern storage area has fewer broken crates and four that are still intact. In one of them is a single rusted and pitted metal gauntlet that gives off an aura of moderate transmutation when magically scrutinized. It is a cursed gauntlet of rust that will work normally if not being used in a fight or for the wearer's gain, but will revert to its actual purpose the first time it is used against a foe, by either slamming back against the wearer's armor or rusting the wearers main weapon as soon as it is grasped.

Cursed Gauntlet of Rust



This single metal gauntlet looks rusted and pitted but is actually quite powerful. Once per day it can affect an object as with the rusting grasp spell if used for mundane tasks, but if he gauntlet is used "in anger" it touches the owners armor or weapon and rusts it. It doesn't protect the wearer and her gear from rust (magical or otherwise) and automatically makes the wearer the primary target when attacked by rust monsters.

3.5
Moderate transmutation; CL 7th; Craft Wondrous Item, *rusting grasp*, *bestow curse*; Price 11,500 gp; Weight 2 lb.

Pathfinder
Aura moderate transmutation; **CL** 7th
Slot hands; **Price** 11,500 gp; **Weight** 2 lbs.
Craft Wondrous Item, *rusting grasp*, *bestow curse*; **Cost** 5,750 gp

Cellar Level 2: Guard Barracks

Various daggers, swords, spears, and shields hang on the eastern and western walls of this chamber. All of the weaponry looks normal and in good condition. Some of it has clearly been used recently and may explain that good condition, as care after use often makes an item look "newer" than it actually is. However, these items have all been deliberately weakened and will last for 1d3+1 swings, thrusts or blocks, disintegrating on the last strike. There are 5 daggers, 4 shortswords, 3 longswords, 3 spears, 4 light wooden shields. (R4)

There are six doors along the north wall, each opening to

a small storage compartment where guards (Yul's skeletal troops) once kept fine armor and weapons as well as any items of a personal nature. (R5A-F)

Three doors along the south wall enter the former Krelgar Keep guard barracks. Amazingly these rooms remain the way the guards left them when the Keep was abandoned hundreds of years ago; there is just a thin coating of dust on all the items in the rooms (but nowhere near enough to account for decade after decade of disuse.) (R6A-C)

R4. Too Close for Comfort

A century ago Yul made use of a trio of rogues that tried to turn the ruins of Krelgar Keep into a hideout before slaughtering them without compunction. He had them place a trap in front of each of the guard barrack rooms (R6-A, -B, & -C) to protect stored equipment from roaming bandits or outsiders. Each was the signature example of the work of these expert trapmakers and is intended to destroy anyone who dares enter (after years of practice Yul is more than capable of skillfully avoiding each trap when there is any reason for him to enter these areas.) He occasionally uses them to store his more powerful zombies when they are not needed, along with a number of interesting and valuable items. Once something is stored in here Yul uses a limited supply of *Dust of Tracelessness* to disguise the fact the room has been recently entered, with a small amount tossed into the air just outside the doorway and the remains thrown in the nearby rooms themselves (R6).

If the PCs managed to defeat the four drow raider zombies in R2 on the floor above without making any noise or attracting attention there will be four more foes here (waiting to support their brothers and sisters). Two of them are positioned on either side of the door to R6-B and react as soon as anyone sets foot on the stairs.

Drow raider zombie - 4 in total (if not defeated in R2).

Zombie, Drow Raider



3.5 hp 42 / CR 2 / pg 400
Pathfinder hp 17 / CR 1 / pg 465

Tactics: If the undead dark elves did not hear their approach the PCs may surprise them; once the drow raider zombies are aware of the PCs they start fighting with ranged weapons, attempting to hit the party with their poison bolts. The zombie drow switch to melee armaments if the PCs either approach them directly or seem to be outgunning them with spells or ranged weapons.

Evidence: If the area is searched the PCs find a small *gnomeskin satchel*[1] with some sheets of what appears to be golden parchment within. These sheets have a strange symbol-based language on them, one Miah can just about read (if he is with the party) but which the PCs will have difficulty deciphering on their own - it is quite likely magic is required (like a *comprehend languages* spell). If the PCs are not familiar with drow Undercommon, it is a language the party almost certainly won't have seen before.

If the PCs find some way to read the notes (written in Drow) they discover evidence that the dark elves in Keep Krelgar intended to spy on the Upperworld and had been given a mandate to do whatever is necessary to establish if it is ripe with souls for harvesting. They would've been in the proverbial "backyard" of Rybalka without anyone knowing!

Rough sketches of the path between Holoth, Embla and the keep are in the morbid sack, as are routes to other Underworld sites (like Stoneholme). Miah studies them and is surprised at the accuracy of the surrounding environs of Embla, but also makes sense of a little-used route towards Holoth; with the drow having taken over most of the main and subsidiary routes, this information could prove vital. The details have been documented in black drow writing on the long strips of strange gold-colored paper.[2] A strange black bone quill and vial of about an ounce of jet black ink are also found.[3] The only aspect that throws Miah is that every route seems to have a wispy trailing tail that winds its way towards a small drow symbol in the very middle of the page (a stylized intertwining of an "S" which can stand for "spider", "snake" or "supremacy", and the symbol for "rest", or "home" or "eternity", depending on the context they are used in).

1. The *gnomeskin satchel* is used to disguise contents of a sensitive or secretive nature. If damaged, they can be repaired using cure spells.
2. This is *drow kllellek paper* and is valued for its ability to survive all forms of natural damage. The paper cannot be torn, burned, soaked, or otherwise naturally harmed. Magical effects such as a burning hands or fireball spell can damage the paper. (4 sheets sized 9 inches by 12 inches - Value: 100 gp in total)
3. A very specific *drow quill and ink* must be applied to the paper in order for it to adhere. This ink is made using the blood of a vvor combined with the liquid from a giant spider silk sac. Magical spells assist to combine the two and create a very viscous liquid capable of permanently marking almost anything. (Value: 400 gp per ounce)

Gnomeskin Satchel

Aura faint illusion; **CL** 1st; Craft Wondrous Item, *silent image*; **Price** 1,800 gp.
Slot shoulder; **Weight** 2 lbs. (when empty)

A gnomeskin satchel grants the ability to change the appearance of its contents; when the activation word is spoken, whatever is within it can be made to look like any other object of similar size or shape or overall volume. Despite the origin of the item's material (the skin of a gnome illusionist), gnomeskin satchels are frequently passed down through generations of gnome families as prized heirlooms. It is rumored that similar items of greater size exist (including suits made for giants) but if they do, the gnomes keep them hidden, revealing them only in the most exceptional circumstances.

Drow Ink

Aura faint transmutation; **CL** 1st
Slot –; **Weight** –

This special ink is the only substance that will adhere to kllellek paper but it can be used on almost any surface. The ink is made from a combination of Vvor blood and the liquid from a giant spider's silk sack. Drow magic is used to combine the two substances to create four ounces of a viscous dark gray liquid that can mark almost any surface permanently.

Value 400 gp per ounce.

Kllellek Paper

Aura faint transmutation; **CL** 1st
Slot – ; **Weight** –

Kllellek paper is a drow invention made from an alchemical mixture of giant slug and neothelid skins. These are drenched in acid and then pressed together and bonded with a thin outer layer of rendered dwarven fat to hold the entire mixture together, creating four sheets of paper that measure 9"x12".

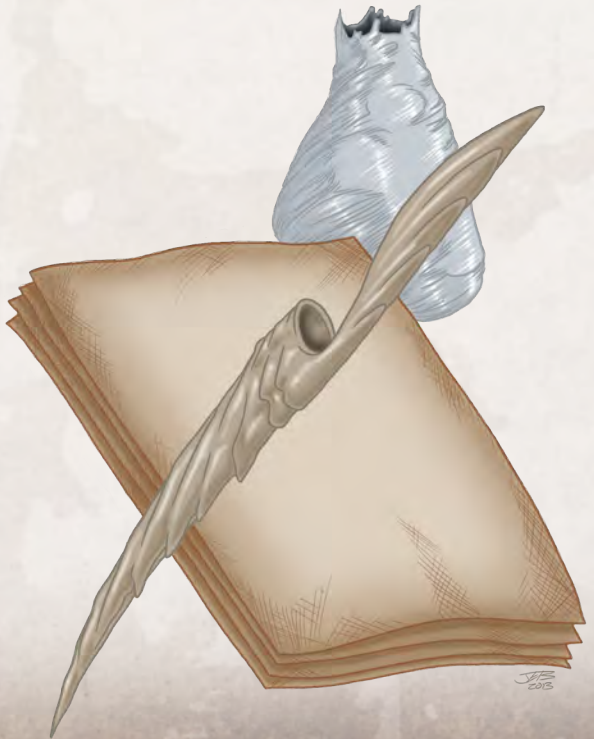
These components give the paper invulnerability to physical harm (such as tearing, cutting, or burning by natural fire). Spells that deal damage (like burning hands or fireball) damage kllellek paper normally, but the layer of dwarven fat gives the paper a +1 to saving throws against these spells; this bonus applies even if the paper in someone's possession.

Kllellek paper can be personalized by a drow if they add 4 drops of their own blood to the mixture (allowing them to use it as identification). This doesn't ever seem to work for any other race.

Value 100 gp for four sheets.

Drow Quill

This drow writing instrument is made from the fang of a monstrous spider. A specially made writing tip and cap are fitted to the ends of the fang and the inside is coated with an alchemical substance to keep the ink from sticking. The quill holds enough ink to write 25 pages before needing to be refilled.



Paper, Quill and Ink Statistical Information by Will Myers

Other than the *gnomeskin satchel*, Miah will recognize the items immediately. Otherwise a skill check is required: a successful **Knowledge (arcana) DC 25** check recognizes these items (which are rare in the Upperworld).

According to legend all drow originally hail from **Svartálfaheimr**, a sacred place where priests of darkness rule from grand palaces using the *Staff of the Great Serpent* to smite all who might oppose them. There is a vague reference to this central point when all routes into the Underworld are described. It will take a successful **Knowledge (Religion) DC 35** check to know this and recognize that suggestions of paths and roads to this place are just there for religious protection.

R5. Personal Storage Rooms: 6 Rooms

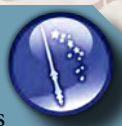
A. Storage 1

The door to this room is missing the handle and the lock mechanism has been forcibly removed.



A smattering of copper coins are scattered about the floor of this small storage room. One of them is a *Coin of Singing*.

Coin of Singing



This seemingly standard copper coin gives someone 3 ranks in Perform (Singing) and allows them to Inspire Courage as per the Bardic Music ability once per day (for a maximum duration of 4 rounds).

This also means that person usually has a handful of coppers or a silver or two to get by on, but rarely more. Made by casting *enthrall* on a copper coin, this assistance from a bard (if the maker isn't one) comes in the form of her Inspiring Competence for a full two minutes during the manufacture process; this allows the magic to take effect.

Aura weak enchantment; **CL:** 5th, Craft Wondrous Item, *enthrall*, creator must be a bard or get construction aid from a bard; **Price** 2,100 gp, **Weight** 1/10th lb.

B. Storage 2

The door of this room is shut and locked; a novice thief broke his lock-pick off in the lock mechanism so that it must be removed before one can attempt to open the door. A successful **Open Locks/Disable Device DC 15** check is required to remove broken lock-pick and a successful **Open Locks/Disable Device DC 21** check is needed to unlock the door.

A full set of platemail armor rests on the floor of this room; it is covered in rust but upon closer inspection the armor is actually covered in the dust and debris of a dessicated ochre jelly. This can be removed (with great care) by polishing the armor with a cloth for 1d4 hours. If the armor is donned without cleaning and the wearer then either sweats, gets wet through water or rain, or is splashed with blood from either himself or foes, the rust-like substance moistens and has the same effect as the acid an ochre jelly normally secretes. This digestive juice-like liquid feels very itchy and uncomfortable on the first round and burns on the second round of contact with flesh, dealing 1d4 acid damage per round until completely removed. It takes no less than three rounds to wipe the substance away (1d4+2) and it deals damage every round until the cleaning process is complete. Treat dealing with this as a CR 3 trap. The armor is in complete working order and in fact is a full suit of platemail +1.

Song of Singing Statistical Information by Stephen Yeardley

Ochre Jelly Dust Trap CR 3

Type magical; Search/Perception DC 27;
Disable Device DC 15
Trigger proximity; Reset manual
Effect 1d4 acid damage for 1d3+2 rounds after the first round, until cleaned away (no save to avoid)

C. Storage 3

The ceiling just above this room has a small crack in it through which water leaks, causing the door to swell in its jamb; it can be forced open with a successful **Strength check (DC 18)**. One of Yul's necromancy spell books is stored here and remained when he met his untimely demise. Although thieves came through long ago, they saw no value in the book and left it behind (prior to Yul capturing them). It has taken heavy water damage and the necromancer considered it beyond use and repair when he finally came across it again. However the pages are of much higher quality than Yul remembered and some of the spells once contained in the book remain. The only spells legible are on five pages about seven eighths of the way through the book; opening the soaked pages without tearing them requires a successful **Dexterity check (DC 15)**.

Necromancy Spellbook
animate dead, bestow curse, ghoul touch, horrid wilting, symbol of pain

D. Storage 4

The door for this room has been completely ripped off the hinges and is nowhere to be found. There is nothing in the room save some very old vermin droppings on a low table. A successful **Knowledge (nature) check (DC 12)** identifies them as the feces from large cockroaches. The droppings look very similar to the local Upperworld's large black peppercorns which grow around Rybalka; the PCs may mistake them for the benign seasoning if they fail the roll or don't think to make it. An ignorant party cook or enthusiastic halfling gastronomist will be convinced they are just the thing to add a little flavor to tasteless trail rations or leathery cave bat meat. Good luck with that one if the players happen to sweep them up to season their next meal.

E. Storage 5

The door to this room has a rusty handaxe driven into it. Immediately around the axe is a head-sized-and-shaped clear area, then a blood splatter that thickly spreads from the surface of the door onto the gray stones of the wall.

This door is locked and requires a successful **Open Locks/ Disable Device check (DC 20)** to bypass but is still stuck in the door jamb, (requiring a successful **Strength check DC 18** to open).

A quartet of Yul's skeletons have stood waiting to join the assault on the white dragon Tathious for centuries; the necromancer keeps reminding himself to do something with them but has become attached to his more-straightforwardly controlled zombies. As soon as the door is opened they march out, immediately head for the stairs and attempt to exit the keep. If they are engaged they will turn to fight but they otherwise exit the keep and head toward the mountains far to the north. They are about 8 to 9 feet tall and armed with wicked-looking artificially serrated claws to better aid ripping through dragon scales.

Troll Skeleton

3.5 hp 39 / CR 3 / pg 390
Pathfinder hp 27 / CR 3 / pg 454

Side Quest:

If the PCs decide to abandon their quest and follow the troll skeletons they will lead the way to the lair of an ancient female white dragon named Tathious (5 days travel). Her lair is buried deep in an underground stronghold of the Ancients. Tathious's son Tethsantious (a young adult white dragon) will see them entering the ancient stronghold and follow from a distance. If they engage his mother he will attack from behind; she has saved him twice before and this grudging admiration of her prowess means his desire to protect her overcomes his natural instinct to let a party weaken her before stepping in to kill both the adventurers and his mother (and stealing her hoard). That's the case for today; who knows about tomorrow...

This battle should be nearly impossible for the PCs to win at this stage but if they are able to conquer both dragons they will have access to a massive treasure hoard which contains over 20 magical items! The GM should roll randomly for

the bulk of these items, but reward your players with no less than one useful item each if the initial results don't turn up anything they can immediately use.

F. Storage 6

The door to this room has been smashed to pieces; only a few rotting chunks of splintered wood remain and the rest is unrecognizable debris. The inside of the room is blackened by fire, most noticeably in the north-eastern corner where the stone has been melted and re-cooled into its current unnatural shape. The brick floor of this storage room has been smashed through; the hole in the floor leads to area R7, where a charred human skeleton rests in a dungeon cell. There seems to be some kind of writing in the soot on the floor of this room but it's not very clear and the language doesn't look familiar. In fact, it doesn't say anything but is instead a lure to get PCs to step upon the weakened floor (which looks sturdy until closely checked).

Well-Disguised Pit Trap CR 2

Type mechanical; **Search/Perception** DC 27;
Disable Device DC 20
Trigger location; **Reset** repair
Effect 10-ft. deep pit (1d6 falling damage); DC 20 Reflex avoids

Any PC who falls through this hole may set the trap off in R7A. To avoid doing so they need to make a successful **Reflex save** (**DC 17 plus falling damage**; see room R7A for the trap's details.)

If the PCs chip away at the heat-blasted wall they separate 4d6 pieces of quartz from the stone (worth 3d6 silver pieces each).

R6. Guard Barracks: 3 Rooms

These barracks once housed the Klavekian Kingdom soldiers who spent many years guarding the keep while under construction. Each of the rooms contains six simple beds with metal frames. The old straw filled mattresses have been gnawed and torn asunder at various times and there are shreds of mildew strewn about. Yul has replaced four of the mattresses in 6-A and four in 6-C with drow military bedrolls and blankets, taken from the raiders and spies he killed. At the foot of each bed is an old wooden footlocker (of Klavekian-make, circa year 1000).

The current goal of Yul is to use these rooms to lure any would-be "do-gooders" to their doom. Anyone who gets in his way will be transformed and then used in the assault on their own family and friends. Yul has thought this carefully through over the decades and has a very clear plan in mind but knows he needs to find a way to make his zombies more durable; they have a tendency to fall apart after a decade or so or (if victims are in short supply, the stronger ones turn to feeding on the weaker specimens.)

A. Barracks 1

The door to this room is trapped; it was originally a high-quality dart trap and now Yul has added drow poison. PCs may well think that the drow themselves set this up but an even more cunning mind was at work here, making some of the rolls attached to it higher than usual.

Trapped Door: Fusillade of Drow Poison Darts CR 5

Type mechanical; **Search/Perception** DC 25
Disable Device DC 25
Trigger location; **Reset** manual
Effect Atk +20 ranged (1d4+1 plus poison, dart)

multiple targets (1 dart per target in a 10-ft.-by-10-ft. area)
Poison *Drow Poison*—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; *cure* 1 save.

This room is made to appear to be housing three drow (they were transformed into the zombies encountered earlier). This room is identical to the description above with regard to basic appearance; each of the three footlockers is empty, locked, and trapped with drow poison. Yul had these set up as decoys to paralyze tomb robbers should they make it past the dart trap.

Trapped and Locked Footlocker CR 2

Type mechanical; **Search/Perception** DC 20; **Disable Device** DC 20
Effect Atk +16 ranged (1 plus poison, needle)
Poison *Drow Poison*—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; *cure* 1 save.
The footlocker can be unlocked with a successful **Open Locks/Disable Device** *check* (**DC 16**).

B. Barracks 2

There is a trap on both sides of the entryway into this room, making it particularly challenging. A scythe is spring-loaded at a height of about two and a half feet on the left and two feet on the right. Both need to be found independently; a failed **Disable Device** check for one side adds +2 to the DC to bypass the other side. If one is set off and a PC jumps back across to the other side, this will trigger the other trap. A successful **Intelligence check DC 12** deduces that the position of the blades are designed to severely injure medium-sized thieves and possibly behead small ones.

Wall Scythe Trap (x2) CR 4

Type mechanical; **Search/Perception** DC 21 (second trap is DC 23 if the first one isn't safely found); **Disable Device** DC 18 (second trap is DC 20 if the first one isn't safely disabled)



Trigger location; **Reset** automatic
Effect Atk +20 melee (2d4+8/x4, scythe)

This room doesn't appear to be in use at the moment; in fact it doesn't looks as if it has been used for several years, as it is dusty, dirty and full of cobwebs. However, two of the six footlockers contain items that caught Yul's attention a long time ago but have since been relegated to a place lacking importance in his mind (he hasn't completely forgotten about them so if he sees PCs using them he'll be rather unhappy).

Footlocker 1: Bag of Tricks (gray)

This small sack appears normal and empty; anyone reaching into the bag feels a small, fuzzy ball. If the ball is removed and tossed up to 20 feet away, it turns into an animal. The animal serves the character who drew it from the bag for 10 minutes (or until slain or ordered back into the bag) at which point it disappears. It can follow any of the commands described in the **Handle Animal** skill. Use the following tables to determine what animals can be drawn out of the *bag of tricks*. Animals produced are always random, and only one may exist at a time; up to ten animals can be drawn from the bag each week. Yul lost interest in this because every time he produced an animal, it ran away. Those he grabbed tended to die of shock and didn't make great zombies.

Bag of Tricks (d%)		
01-30 Bat	61-75 Cat	91-100 Badger
31-60 Rat	76-90 Weasel	

Footlocker 2: Pipes of Sounding

When played by a character who has the **Perform (wind instruments)** skill, these pipes create a variety of sounds. The figment sounds are the equivalent of those created by a *ghost sound* spell (CL 2nd).
Yul realizes he can't use these but hopes to one day transform a bard who may be able to play them.

C. Barracks 3

There is another trap here, slightly delayed from activation once the door has been opened. The only difference between this room and Barracks 1 that there is a painting on the back wall of this room of a mage battling a white dragon. The mage is blasting the creature with some type of fire-based wand while the dragon is using its breath weapon; the two effects are clashing in the middle of the picture in a huge ball of scalding steam. Yul had two traps set here but only one will go off; three rounds after the first person enters the door without disabling the traps, either a *fireball* or *iceflame* trap will go of (there is a 50% likelihood of each).

Fireball Trap CR 5

Type magical; **Search/Perception** DC 28;
Disable Device DC 28
Trigger touch; **Reset** automatic
Effect spell effect (*fireball*, CL 8th, 8d6 fire, DC 14 Reflex save half damage)

Iceflame Trap CR 5

Type magical; **Search/Perception** DC 28;
Disable Device DC 28
Trigger touch; **Reset** automatic
Effect spell effect (*iceflame*, CL 8th, 8d6 cold, DC 14 Reflex save half damage)

As a lure (partially on display on one drow's pillow) is a gold ring with 2 small rubies on either side of an emerald (worth approximately 1,500 gp).



Iceflame



Evocation [Cold]
Level: Sor/Wiz 3
Components: V, S, M
Casting Time: 1 standard action
Range: Long (400 ft. + 40 ft./level)
Area: 20-foot radius spread
Duration: Instantaneous
Saving Throw: Reflex half
Spell Resistance: Yes

An *iceflame* spell is an explosion of frigidity that detonates with a low roar and deals 1d6 points of cold damage per caster level (maximum 10d6) to every creature within the area. Unattended objects also take this damage (the explosion creates almost no pressure.)

You point your finger and determine the range (distance and height) at which the *iceflame* is to burst. A silvery, pea-sized bead streaks from the pointing digit and unless it impacts upon a material body or solid barrier prior to attaining the prescribed range, expands into the *iceflame* at that point (an early impact results in an early detonation.) If you attempt to send the bead through a narrow passage (such as through an arrow slit) you must "hit" the opening with a ranged touch attack or the bead strikes the barrier and detonates prematurely.

Iceflame freezes fragile and thin objects to a stage where they are extremely brittle and prone to breaking while it damages sturdier objects in the area. It can also freeze some metals to such a degree that they become dangerous to touch. If the damage caused to an interposing barrier shatters or breaks through it, the *iceflame* continues beyond the barrier if the area permits; otherwise it stops at the barrier just as any other spell effect does.

Material Components
A small cube of animal blubber and magnesium.

More Evidence!

The drow leader D'Ker had a magical journal of detailed notes on her squad's activities in the Underworld during the various spying missions they had undertaken. This journal has a permanent *invisibility* spell cast upon it that can be temporarily disabled for 30 minutes at a time by speaking the words "K'Ithel-Dar" (as well as by using spells like *invisibility purge*, *see invisibility* and *true seeing*). It details the local activity at a number of underground sites and the occasional foray above ground as well (although never for very long) and the notes highlight sightings of devils and demons within Dark Wood. These types of notes are being compiled by House Gullion in preparation for an all out assault on populated centers of the Under- and Upperworlds, including the village the PCs are from. The journal is very thin and lightweight and as flexible as cloth; it is stitched to one of the drow bedrolls in this room and Yul hasn't detected it but a successful **Search/Perception DC 25** check reveals it.

The footlockers in this room contain the drows' supplies that Yul doesn't have any use for.

Footlocker 1*: potions of **cure light wounds** (2), weakened thunderstones (there is a small iron ball-bearing inside each one and the sudden movement of a throwing action is enough to activate it on the spot, affecting the would-be thrower and those around her) (3)

Footlocker 2*: Masterwork studded leather, masterwork cold iron rapier (Yul has no martial experience and surprisingly hasn't yet recognized the cold iron for what it is, but if it is left here he eventually will.)

**These footlockers are locked and discretely trapped as detailed below:*

Trapped and Locked Footlocker CR 2



Type mechanical; **Search/Perception** DC 20;
Disable Device DC 20
Effect Atk +16 ranged (1 plus poison, needle)
Poison *Drow Poison*—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; *cure* 1 save.
The footlocker can be unlocked with a successful **Open Locks/Disable Device** *check* (**DC 16**).

Footlocker 3: Sack with 1,200 silver pieces, 4 small rubies (40 gp each) and 10 tiny diamonds (10 gp each)

Going Back for Help

After gathering all this evidence (or at any stage during this adventure), the players may decide to go back to Rybalka/their home village and reveal what they know. They will have to face the encounters on the surface around the keep, then make their way back to present their findings. There are a number of factors to take into consideration.

If the PCs haven't played through *The Darkness Arrives* and find the journal, manage to decipher it - it is written in drow rather than Undercommon - and then show it to the mayor of Rybalka, he will send 9 of his best men to fight with the party. He asks the PCs to seek out and destroy this drow house from the inside out; the Upperworlders are quite ignorant and have no idea how powerful the drow truly are.

Each of the PCs will temporarily gain the Leadership feat, even if they haven't reached the appropriate level. This will influence the way the guards react to various situations, for good or bad. Generally, there will be at least 1 guard per PC, but those with higher leadership scores will be able to lead more guards. There are two particular factors that will help the PCs when leading the guards, as follows:

1. Whichever village they operate out of, they will be given a basic base, which gives a +1 bonus.
2. The mayor of the village will give a rousing speech prior to the PCs and guards leaving the village, which adds to the renown of the PCs, giving a +1 bonus. This will fade if the PCs don't keep to the ideals set out by the mayor; it can also improve to great renown.

The mayor will also donate a personal weapon to the PCs; his *warhammer of warning*.

Warhammer of Warning

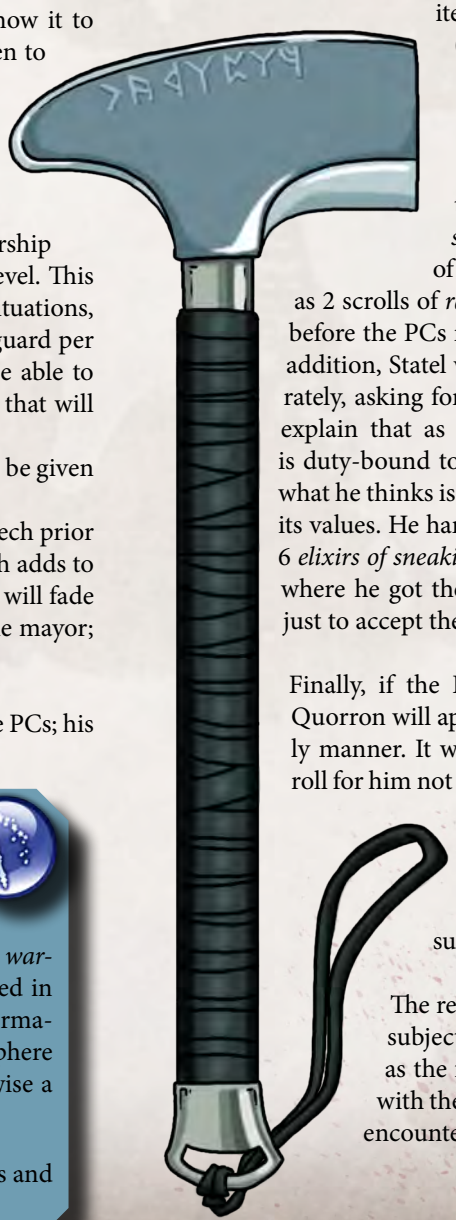
A weapon of this type enables its wielder to determine the location, depth, kind, and number of terran predators within 680 feet. A *warhammer of warning* must be grasped and pointed in order for the character using it to gain such information, and it requires 1 round to scan a hemisphere with a radius of 680 feet. The weapon is otherwise a +2 warhammer.

Moderate divination; **CL** 7th; Craft Magic Arms and Armor, *locate creature*

9 Guards from Rybalka

3.5 hp 38 / CR 2 / pg 387
Pathfinder hp 35 / CR 2 / pg 452

If the PCs have played through *The Darkness Arrives* and find the journal, manage to decipher it - it is written in drow symbols rather than Undercommon - and then show it to the mayor of Rybalka, he will discuss the next steps with Sage Statel, who is horrified at the level of organization involved. The mayor will insist on getting messages through to his superior before sending his own men, but will give them an item from his personal armory (a *warhammer of warning*) and then ensure the PCs are fully healed and that Juriendor, the high priest in Rybalka, equips each of them with 2 potions of *cure serious wounds* and 2 scrolls of *cure critical wounds*, as well as 2 scrolls of *raise dead* for the entire party, before the PCs return to the Underworld. In addition, Statel will approach the party separately, asking for secrecy in a matter. He will explain that as a government employee, he is duty-bound to save the State, and must do what he thinks is right to help those defending its values. He hands the PCs a bandoleer with 6 *elixirs of sneaking*, telling the PCs not to ask where he got them or why he has them, but just to accept the gift.



Finally, if the PCs go back without Miah, Quorron will approach them in an unfriendly manner. It will take a **Diplomacy DC 25** roll for him not to demand back any weapons he lent to the party. He will want 1 weapon back for every point the roll is missed by. If Miah is dead, the PCs suffer a -3 penalty to the roll.

The return journey to Krelgar Keep subjects the PCs to the same threats as the first time they approached it, with the exception of any "once only" encounters not being possible.

Elixir of Sneaking



This draught of liquid grants the drinker the ability to walk softly and dampens sound around her slightly, granting a +10 competence bonus on Move Silently/Stealth checks for 1 hour.

Faint illusion; **CL** 5th; Craft Wondrous Item, *silence*

R7. Dungeon Level 1: Holding Cells

This old dungeon is lined with cells and all of the doors are unlocked, their mechanisms long since rotted away by the damp and cold of a small stream which once ran through a hole in the room. The stream changed paths many years ago but not before leaving a faint culvert in the stone tiles along the center of the room. There is a charred skeleton that can be seen in the northeasternmost cell but the sight of what is in almost all the others is much more unsettling; Yul's zombies.

Other than the cells adjacent to the chamber occupied by the skeleton, each cage contains 4 humanoid zombies. They are inert aside from a gentle swaying (as if there was a soft breeze blowing through a field of sunflowers) and the occasional twitch of a muscle spasm. The most unsettling aspect of this tableau is that the eyes seem to follow you about the room (this is an illusion.) If attacked they do not retaliate in any way and there is no experience for destroying them. There are traps on the doors into the northwestern, southwestern and southeastern corner cells:

Extended Chill Touch Trap CR 3



Type magical; **Search/Perception** DC 27; **Disable Device** DC 27
Trigger touch; **Reset** automatic
Effect spell effect (*extended chill touch*, CL 3rd, DC 13 Will save negates)

Although the complete zombies do not move there are a number of limbs and hands that crawl around this level; any time a PC stands still the appendages begin to move specifically towards them but do nothing but cling to a person if they reach them. There are 12 hands and 8 arms. If the PCs decide to root these extremities out and destroy them, they will find on one particularly large, hairy hand (possibly from a polar minotaur) a *ring of jumping (improved)*; this will be the sixth hand they come across.

Ring of Jumping, Improved



As a *ring of jumping,* except it grants a +10 competence bonus on its wearer's Jump check (or Acrobatics check to jump). Moderate transmutation; CL 7th; Forge Ring, creator must have 10 ranks in the Jump/Acrobatics skill; **Price** 10,000 gp; **Weight** –

R7a. Prisoner's Skeleton

A long-forgotten prisoner's skeleton, charred and with clearly broken bones, lies on the floor of this unlocked cell wearing scraps of tattered and rotted clothing. Yul has placed some gold coins around it as a lure for yet another trap; if the skeleton is disturbed, the trap goes off.

Flame Strike Trap CR 6



Type magic device; **Search/Perception** DC 30;
Disable Device DC 30
Trigger touch; **Reset** automatic
Effect spell effect (*flame strike*, 9th-level cleric, 9d6 fire, DC 17 Reflex save half damage);

The column of flame (which comes down 40 feet to hit the skeleton) will strike those on the floor above (within the 10-foot radius). The edge of the column starts in the corner of the cell and extends out into the room, the center point being just about where the skeleton is. If a PC falls from R5f, the Reflex save to avoid setting the trap off is (**DC 17 plus falling damage**). The heat is sufficient to melt the gold into one puddle. This is too hot to handle for 10d6 minutes but is worth 80 gold pieces if collected. However, there is much more to this level that only Yul knows about.

The Ossuary Collaborative

Written on the walls of the cells (starting on the northern wall in the northwest corner, with one letter on each wall except the first three) is the phrase:

FEW JUDGE MY QUARTZ BLOCK SPHINX

The first cell has the letters "F" and "I" below it on the wall, the second cell has "E" and then "N" on its wall, and the third cell "W" with "X" underneath (the rest only have a single letter.) If anyone enters every cell within the duration of 1 *detect magic*, they will discover an aura of strong conjuration (teleportation) magic, as the entire level is one complete *teleportation circle*. Once per month if you walk into the cells containing the letters that spell the name of a place that you wish to reach while holding a token or item attuned to that place (and while each wall is touched as you recite the name of the destination) you are instantly and unerringly taken to the place or creature. Once active, the teleport can be used for 8 rounds. When you wish to return to the keep, all you have to do is say the name of where you went backwards and you find yourself returned to the last cell you walked into. "V" is obtained by only using one foot in the cell with "W".

Yul is aware of this ability but only uses it to reach one destination - the meetings of the Ossuary Collaborative. This is the only token he has (although he is attempting to craft others, particularly one for the Paralyzed City.) The token is like a 20-sided coin, almost an inch and a half across. Each of the sides has a letter engraved on it which spells out "Ossuary Collaborative". The image on the obverse is an octagon with each point linked to every other, while the reverse has Yul's symbol etched into it. The party will be able to use this to activate the *teleportation circle*.

The Ossuary Collaborative is a group of 8 individuals that have strong ties to and concerns with the marshalling and controlling of undead, with a representative of each alignment that isn't True Neutral as a member. The meetings take place in an isolated and sealed chamber deep underground; the chamber has the ability to burrow through earth and stone without leaving a trace. This has another sphere around it (1,500 feet in radius) that is classed as a neutral zone. It is patrolled by incorporeal undead clerics, rangers, paladins and anti-paladins, all of whom cooperate in every situation in order to maintain true neutrality. Death is simply unattainable in this area and Death himself will never enter it.

Each of these 8 individual members has ultimate aims and desires for "their undead", while still working towards the overall aim of the Ossuary Collaborative at the same time. There are 8 *teleportation circle* points that reach the sphere (one for each member) plus a one-way sinkhole to *The Void*. The others are currently:

1. To Holoth (as of this adventure, Makinnga of House Gullion is the representative)
2. Stoneholme
3. An ancient Vikmordere burial space
4. To a collapsed complex, where buried undead have removed their limbs and set them to work (eventually this voyage reaches the Paralyzed City)
5. The Deep Realms - downwards to the deep gnomes and dwarves of this region
6. On a shore of the Great Undersea
7. To a planar crossroads; there are about a dozen other gates, 3d4-2 of which are working at any given time
8. To Yul (and Krelgar Keep)

There is also a 9th gate, one that in all of history has only ever had creatures leave through it. This goes to *The Void*, as the card in a Deck of Many Things. This gate has only ever been used to eject members who break the Collaborative's code of conduct and try to wrestle control away from the Balance.

Makinnga's involvement with undead is expanded as an encounter in this adventure and further in the third part of ***Rise of the Drow***, but the bases of the other Collaborative's members are detailed here (for the GM to use as they see fit).

OC Position 1 - Lakipaha Makinnga of House Gullion of Holoth (LE).
Currently the outward-facing representative of the Collaborative. Expanded details are below

OC Position 2 - Lakikelpo The High Matriarch of the mortuaries and catacombs of Stoneholme (LG).
This gate takes you to Stoneholme. There are various undead dwarven warriors and battle mages that act as the first line of defence to the mortuaries, while their living clerics and monks provide a secondary protective ring. Only those at the very top of the city's hierarchy know of the presence of the massive collection of undead here; even fewer are aware of the existence of the gate to the Collaborative. The area is surrounded by countless stone-based traps, tunnels protected by tricks learned from the mining trade, and deadly underground gasses that some dwarves have built an immunity to (which can both explode and cause damage by being inhaled).

OC Position 3 - Hajotayhta Votivus, Shaman of the Great Dark Plains (CN)
Using this gate takes you to an expansive region, deep underground (for humans, anyway). There is a gigantic Vikmoredere battle cruiser buried here along with thousands of bodies. There is also a challenge; how to control the undead crews of the Elemental Ships that stand ready (examples of which include earth, air, fire, and water.) The place is run by the legendary vampiric shaman that has existed since the very beginning of the Vikmordere people's existence; Votivus, a charismatic sorcerer-cleric, is these vampires' leader.

OC Position 4 - Hajotapaha The Ghoul King of the Paralyzed City (CE)
The gate leads to a collapsed tunnel that in turn is the path to Paralyzed City, the ancient and crumbling home of ghasts and ghouls. The Ghoul King continually sends animated body parts to keep the tunnel clear but its natural erosion means it just as frequently collapses back in on itself, or is made impassable by seismic activity from below. If the PCs find their way here they find hands clearing rocks, arms carrying rubble, legs slung to sleds to carry large items away, and heads giving instructions to other body parts or keeping watch. The heads get around either by gripping on to arms and legs with their teeth (or, at a push, using elongated tongues to push themselves along). These works are overseen by a gibbering mouther-chaos beast hybrid that produces new body parts as required and takes in those that are damaged or broken in order to either repair them or re-use them (for example, 3 damaged hands could be used to make 1 or 2 whole ones).

Paralyzed City is an extremely deadly place for any living creature. They are worked until they are dead (no food or real rest) then harvested to make a numerous undead; the soul or spirit is stripped out to become a spectre or wraith, the skeleton is removed and animated, and then the remaining body is filled with embalming fluid and turned into a zombie. Living creatures that last 30 days or more are turned into ghouls or ghasts (and occasionally, a wight) at the moment they are about to die. They then become part of the city's army (under the direct leadership of their creator). Ghouls and ghasts need to feed and a creator must supply those creatures it has created with enough meat to satisfy their bloodlust; fresh meat is rare in Paralyzed City (unless there has been a hunt) and it isn't uncommon for a creator to allow the oldest members of its group to fall upon the newest, or to set up gladiatorial-style combats to produce a loser. Buying another creator's creatures does happen, but is considered a last resort as it is seen as a sign of sentimentality towards the ghouls and ghasts that have been wrought by a creator.

The Ghoul King (CE cleric 13/aristocrat 5) is a beguilingly sly and extremely cruel creature that 'lives' by the maxim, "The needs of the few outweigh the needs of the many." He keeps order through a network of spies that act as judge, jury and executioner; they administer punishment without question. There are also patrols of undead advanced gricks, ridden by the wight-knights. Many ghasts become druids in a twisted perversion of what is understood by this role on the surface (or mages) and are unswervingly loyal to the Ghoul King. Many of the restricted parts of the city are guarded by over-sized darkmantles and gore puddings with whom lasting pacts were made long ago; these creatures have permission to engulf anything that enters their vicinity unless it is the Ghoul King, his elite spies, or the knights. The city itself is a huge spherical gap in the Underworld with homes built into every side space and creeping up from the floor in an unstable spire. The lowest caste live at the bottom of the sphere and constantly suffer from debris falling on their nests, lairs and hovels; senior (creator) ghouls and ghasts live on the side walls and the Ghoul King's palace is built into the ceiling and downwards. Undead skeletal giants (with tools instead of hands and arms) continuously build these inconstant homes; 4-armed giants, bearing tools and weapons, cling upside down from the ceiling working on the palace.

OC Position 5 - Lakiyhta The Chosen Captain of the Collected Realms (LN)
The gate leads to the home of the svirfneblin and deep dwarves, who have banded together in order to maintain their independence and ways of life. The gate goes to a steep staircase (cut at an angle greater than 70 degrees) that descends for a mile into the deepest, darkest depths. At the "bottom" there is a "T" junction and each arm stretches for 3 miles in either direction. This passage is lined with rare minerals and exotic metals that prevent teleportation into and out of it; it is a place of ceasefire between the gnomes and the dwarves, the "Trucetrail". This allows the two normally-argumentative parties to meet and discuss their joint strategy with regard to undead. The gnomes are generally neutral good to chaotic good in nature (consisting of druids, rangers, bards, clerics and sorcerers) while the dwarves are frequently neutral evil (and have their ranks swelled by mages, fighters, rogues, monks and clerics). However, they both work within strict guidelines when it comes to undead - neither side wants them running amok - and they present a united lawful neutral front, sticking to hard and fast guidelines.

If approached individually each group professes to the belief that the other side is corrupt and degenerate, and that only their own people have stuck to the principles of Underworld living, the "Road of Stone". However, the two sides are very closely linked; for instance, both have a tradition of believ-

ing that the color of a child's skin dictates what they will do in later life. The only skin color that both the gnomes and dwarves agree on is gray, which indicates a clerical path (although even these same-skinned children are considered different from each other if a gnome and dwarf views them at the same time.) Both camps are aware of (and deal with) the Underworld giants that live even deeper below.

OC Position 6 - Hajotakelpo The current representative of the Undersea undead is unknown (CG).
This gate leads to a quieter area where a seemingly random marine undead might leave the sea and end up as the region's representative at the Ossuary Collaborative. Undersea undead frequently need to be waterlogged to function properly and the trip to the Collaborative's meetings take a heavy toll on them; few make the journey more than once and sometimes they don't attend for decades at a time.

OC Position 7 - Yhtakelpo - The Voice of Reason - an unnamed Underworld giant who represents any planar petitioner (NG)
The gate leads to a point that is close to the planet's core where a significant number of gates are in place. While these allow travel to planes of every alignment, the area is managed by the Underworld giants (which are neutral good in disposition) allowing everyone an equal chance to follow their destiny when within the enclave. The area in a 1 mile radius from the gateways is the spiritual and primary physical home of virtually every Underworld giant that lives today.

The gateways are very close to the planet's internal nexus of the Elemental Planes; in certain spots these planes actually overlap, allowing mud to appear from the mix of earth and water, or steam to come from the point where fire and water touch. Besides clear mixing of the elements, rips can appear in the fabric of one elemental plane and another primal dimension can be clearly viewed; for example, a small burning ribbon of fire might be seen filling the tear in the Plane of Air. Regardless of the plane being entered (elemental or otherwise) the first thing a traveler encounters are legions of plane-appropriate undead placed around the gateways (and tears). Generally they are still (waiting for instruction) but it is not a difficult task to rouse them and care must be taken to avoid being overwhelmed by whatever undead is present (and be made one of their number).

Occasionally disagreements occur and gates do become damaged as a result. In that instance the Underworld giants dismantle the gate of the aggressor until reparations have been made and balance restored. They are very strict about how many creatures can travel through a gate at any time; no more than two representatives of a plane can travel through a gate to visit the Ossuary Collaborative. If more creatures try and come through, 2 giants per creature appear, then 2 more, then 4 more and so on, until there are enough giants to grapple the creature and forcibly transfer them to The Void. Once these creatures are dealt with, the gate of the offenders is sealed until reparations are made to the families of the giants involved in maintaining order.

On arrival to this area the PCs will be approached by 2 giants that "pop out of the air." One will speak to them, aware of the need to use a loud and clear voice, simply saying, "Tell me of your business!" before judging the truthfulness of the responder and her allies. If the giants considers the answer false they try to keep the perpetrator in place until other giants appear to help with the creature's removal

OC Position 8 - Yhtapaha Yul (NE)
The most recent member of the group due to his experiments in Krelgar Keep.

OC Position 9 - Aitoyhta The Shaft to The Void (N)
This is just a cold, dark shaft with a chill draft floating up it. History dictates that no living creature has ever come out of the shaft once entering it and only a demi-lich has successful appeared through it as a member of the undead. If anything is thrown from the gateways into the The Void it entirely disappears, and great care has to be taken by the giants that the thrower doesn't follow it as the energies involved attempt to drag anyone within 10 feet into the shaft. (requiring a successful **Strength check DC 11** if within 10 feet; a success allows movement away from the shaft while a failure pulls a creature 1d12+5 feet towards the shaft, forcing another save when appropriate.)

Additional details involving Makinnga - Makinnga is part of the ruling family of House Gullion in Holoth. She is also the current outward-facing leader of the Ossuary Collaborative, as she is its most balanced and calm member. Her ultimate aim is to establish a boundary-crossing citystate for undead, using Holoth as its focal point and setting up access points to all other undead-focused realms. She intends for the current structures of Holoth to be destroyed and for undead-friendly buildings to be raised in their stead, along with hunting grounds, testing arenas and crossover points for those who wish to travel on to their ultimate destiny. She is aiming to bring order to the undead nations, which brings her into conflict with the Ghoul King and Vikmordere vampires; fortunately she is flexible enough to allow these entropic members to flex their muscles and feel they aren't being coerced into undesirable actions (although most undead are nothing if not pragmatic when it comes to ensuring their long-term existence.)

Makinnga has made great strides in her few years, not least because the drow undead know her to be their Chosen One (a prophet of remarkable power) and do all they can to protect her. She has already established strong ties with creatures of the Shadow Realm, the quasi-plane of Incorporeality (a hard-to-reach dimension on the insubstantial edges of the Ethereal plane), and garnered the attention of both a devil lord AND a (lawful neutral) martial god, neither of which are short on influence and power. Makinnga knows that all of this places her in a perilous position overall, but the aid of those individuals can further her aims so long as she does not overstretch her ambition.

If the party manages to defeat Yul and finds his teleportation token, they will be able to use the *teleportation circle* to travel to where the Ossuary Collaborative meets; no meeting is planned, so the PCs will only encounter Makinnga. She will be aware that the party has defeated Yul the moment one of their members handles the token, as she is linked to all of them. She will be waiting for the PCs as soon as they arrive; the teleportation process from any circle other than Makinnga's is delayed by 1 minute so she can be in place and prepared when anyone else arrives.



The PCs must step through a cold iron ring about 12 feet in diameter. The space in front of them is roughly 60 feet in diameter, with the center of the domed ceiling 30 feet overhead (the room is a hemisphere). The eight teleport gateways are evenly spaced around the circumference; all are also 12 feet in diameter and 12 feet apart. The floors and walls are inscribed with powerful protective signs and symbols (which can be activated by Makinnga on her own or by 5 or more Collaborative members if an assault is attempted; the activation is mental and only the members are aware of it and any creature that ceases to be a part of the Collaborative forgets the activation word, which is refreshed by entering the meeting chamber and wiped upon leaving it.)

In the center of the room is a ring-shaped table roughly 60 feet in circumference and a little under 20 feet in diameter. There are eight seats around it, each about 3 feet wide and a little over 4 feet away from the next one in either direction. All are made of dark wood, the table seeming one single piece that has been extracted whole from an individual tree.

The seats clearly have a sigil representing an alignment carved into them and they are set up to reflect the alignment circle. In the center of the ring table is the shaft to The Void. The table has the ability to become incorporeal at a single word (known only by Makinnga) so the protecting giants or undead can do their work; the pulling influence of the shaft (see **OC Position 9 above**) doesn't quite reach the edge of the table, so the Collaborative members can sit around the shaft without fear of being drawn into its embrace.

When the party arrives Makinnga is sitting in her chair (next to the seat Yul would usually take) with her back to the teleport gate the PCs step through. She is not in any way worried by this; she is fully aware of the party and their capabilities thanks to her links with Yul's Ossuary Collaborative teleport token, which she is attuned to and can use to scry on the owners. She is protected by 3 of her personal guards in this area (incorporeal guardians) which will protect her with their very unlives if the PCs are foolish enough to attack her.

Incorporeal Guardian

3.5 hp 104 / CR 11 / pg 377
Pathfinder hp 184 / CR 13 / pg 441

When the PCs approach the table they will see that Makinnga has 3 things in front of her; a *periapt of foul rotting*, a *scarab of death*, and a blank sheet of *kllellek paper*. They may also feel the gentle tug of The Void as they move forward with a successful **Spot/Perception (DC -5 plus 1 per foot away from the center of the room**; for example, 25 feet away is DC 20). Makinnga won't move, instead greeting the party and then waiting until the PCs have moved in front of her. **Intimidation** attempts on Makinnga will draw the attention of the incorporeal guardians, who return the action as their first response to the PCs. If they start to investigate the room without approaching her, she will wait 1 minute before saying; *You may not know, or even imagine, how precious every minute can be in the Underworld. Every one.*

Checks that may be useful to the PCs if they explore the chamber before speaking with Makinnga:

Skill	DC 20 reveals...	DC 30 reveals...
Craft	that all items are of superior quality	that no item could have been made quickly
Knowledge (arcana)	the protective nature of the symbols engraved on the floor	how the symbols work; they form a web-like weave that covers a much greater area than this room
Knowledge (architecture and engineering)	that the cold iron portals are all extremely old	that the method of manufacture is unclear but that have each been made from a single piece of cold iron with the center removed
Knowledge (dungeoneering)	evidence of dust and debris from a different Underworld area in front of each gateway	that the gate to the right of the one the party used has multiple unidentifiable materials (OC7), the gate to the right of that has material associated with aquatic environments (OC6) and the one to the right of that has extremely old and rare materials (OC5)
Knowledge (geography)	that the style of writing used to produce the arcane symbols comes from a wide variety of places	that some styles are not of this world
Knowledge (history)	that the amount of infrastructural work here is similar to what would be completed when the foundation stones of a great city are ceremonially laid	that there is some evidence of styles not of any known place or time on this planet
Knowledge (local)	that this place is similar to the tales told of the way the City of the Dead must look, with regard to the engravings and the materials used for construction	that tales have always told of when the undead would put aside their differences and turn to the living to achieve their goals
Knowledge (nature)	that this is a place in which animals would be very uncomfortable	that the shape of some of the chairs is right for monstrous humanoids
Knowledge (nobility and royalty)	that the way the room is set up is clearly for leaders	that the alignment symbols have been carved into each seat and reflect a passion for and great belief in their chosen paths.
Knowledge (religion)	the aims of undead are first and foremost in the minds of the people that use this room	that the goal of this congregation is that every alignment is clearly represented with equal voice and passion, so True Neutrality is reached
Knowledge (planes)	that the gate to the right of the one they arrived through (OC7) is possibly linked to several other gates if the mysterious markings in the cold iron are accurate	that the central shaft (OC9) goes everywhere and nowhere at once (if the mysterious pull isn't a strong enough clue
Listen/Perception	that all sound is drawn away from the listener, toward the central shaft	that even with all sound entering the central shaft, the middle of the room is as silent as it could be
Search/Perception	that that the entire area is covered with an extremely fine film of liquid (*salve of inflict wounds*, to help preserve the undead)	that there are tens of thousands of miniscule pin pricks on every surface, each with a residue of the same liquid
Sense Motive	that Makinnga is being honest and fair with them	that there is more to her plans than what is immediately clear, but that it is good for the PCs
Use Magic Device	that you have to be a cleric to activate the gate to the left of the one the PCs came through (OC2)	that each gate requires you to be of a particular alignment if you wish to use it, and also that a token and password are required for each one

Makinnga will ask the party to sit down before primarily addressing the PCs that sit on the chairs that match their alignment (or a paladin if everyone just sits anywhere), feeling more confident about those that are observant enough to choose wisely. At this stage she can't answer any questions directly because she can't clearly see what path the PCs are going to take; Makinnga has seen several paths (each of which represents the options available to the PCs) but every one of them becomes unclear once the party enters Holoth. Therefore she will either make the following speech, or it will the basis of the way she answers questions. She is not allowed to directly influence the PCs - this may mean that someone is able to cheat Death, and that would bring down the displeasure of the Eternal Scythe Wielder - but will bend the possibility towards what she *hopes* will happen; namely that the PCs will grow in stature and then visit her in her chambers at House Gullion. She either speaks the following (or the GM may use it to answer PC questions):

> My friends, we all hope to succeed, to be able to look forwards and upwards, to rise to the heights we are destined to achieve. But sometimes climbing ever onward is not the best way; taking stock of where you have been is important. Whilst some do nothing but look to the gods in their sanctuaries and citadels, others take the time to look at their feet and recall where they have been and where they will go next.
>
> If you wish to succeed where others have failed, find those that can help in unusual places. Remember, the enemy of my enemy may offer succour and relief in the least expected place, whether something tangible or not; perhaps through some knowledge or wisdom, or some belief and insight. Never dismiss the improbable until it is impossible.

She will then turn to the items in front of her; her *periapt of foul rotting*, her *scarab of death*, and a sheet of *kllellek* paper, running the fingertips of her left hand over them before continuing:

> We all turn to help every once in awhile and I'm sure you are no exception. I would ask you to trust me, even when you hardly know me...and yes, I know some of you find that difficult to even consider, let alone do. I have three items here. Two are quite deadly, whilst one will save your life without your even knowing. I ask that whoever finds what I believe in and aim to do possible - protect and nurture those that trust and believe in me - to take one of these two as a show of trust...

At this point, Makinnga touches the charm and the brooch in front of her (again with her left hand) then picks up the scarab-shaped jewelry from the table:

> *...whilst the one of you that has greatest empathy with those who wish to do more than mere life can offer is welcome to this...*

Makinnga places her right hand over the *kllellek* sheet; her fingertips touch it and leave faint blue impressions as she moves her hand away. They quickly fade as she continues:

> *When the time comes, even as you begin to face your greatest trials, it may well be worth choosing the wrong path before the right one. For what is ultimately correct or incorrect if you haven't seen all that there is to see. Will you indulge me?*

Makinnga waits for the party to decide what they wish to do. If the PCs want to inspect the items, they can; she will even let them utilize the *identify* spell. Then, should at least two PCs agree she will give the person that finds her and her belief in undead most repellent the *scarab of death*. It won't attack the wearer (Makinnga has instructed it not to) but it will do two things in the future:

1. Once, when the wearer is facing a creature that is about to deliver a killing blow, the *scarab* will change into beetle form, fly (perfect) to the attacker and instantly burrow into it, killing it before the blow can be delivered. it will then emerge from the body, fly back, and return to brooch form.
2. When the PCs enter Tolgorith Tower, the *scarab* will change to beetle form and fly away, down towards Makinnga. The guards to her chambers will then be aware that the PCs are in the building and will be ready for their arrival at the crypt

Whoever takes charge of the *kllellek* paper will never find any writing or other marks on it. However, it has been personalized by Makinnga and the carrier will benefit in two ways:

1. They are protected by a 10-foot radius sphere of hide from undead. This only affects unintelligent undead but they can be from any source. Any possible Will save is at **DC 16**

2. Any of Makinnga's unintelligent undead will protect the bearer however they can, up to and including following the bearer (usually at a distance) and rushing in to give their unlives saving the bearer from harm

Finally, Makinnga will warn the PCs about the cylindrical tube and its spheres in Area 9b. After this she will walk towards her *teleport* ring and step through it (accompanied by her incorporeal guardians). The PCs will be left alone in the chamber but if they do nothing for a round or two, they hear Makinnga's voice say:

Remember, every moment is precious. Destinies must be followed, not idly waited for!

Returning to Krelgar Keep requires the PCs to hold the token they have and say "Peek Raglerk."



R8. Dungeon Level 2: Torture Chamber

This torture chamber appears to have been heavily used in even the recent past. Blood permanently stains the floor where the limbs and fingers of humanoids lay about. Four human skeletons lie stacked in one corner of the room while strange torture devices line the west wall. A dark-skinned humanoid is still attached to one of the devices, its face seeming to plead and beg for freedom from the pain; it is unclear at first if it is alive or dead.

All of this is overshadowed by the sight of the creatures surrounding the humanoid; Yul (a mohrg) and his mob of half a dozen zombies are gathered around a small table with a number of vicious, hooked and barbed instruments (some glisten with surgical splendor while others are dull, rusted tools of torment.) Even if a number of traps have been set off on the upper floors, these creatures have their backs to the party, seemingly unaware of their presence. That is until first one, then a second, then all of the creatures, each open up a single eye in the back of their heads. As one, they all blink; an entirely unnerving act!

As the zombies blink, the PCs must succeed on a **Will save** (**DC 20**) or be shaken for 14 rounds.

Yul the Morhg



3.5 hp 94 / CR 8 / pg 399
Pathfinder hp 105 / CR 8 / pg 463

Yul the Mohrg wears two valuable items which help him control his zombies:

Periapt of Charisma +6



Although it appears to be just a rough chunk of ruby on a dirty, white gold chain, this unassuming trinket is actually a *periapt of charisma* that increases the possessor's Charisma score in the form of an enhancement bonus of +6. This item is attuned to chaotic evil creatures and works towards converting the wearer to this alignment. A Will save (**DC 25**) is required by the wearer once a month (when the moon is at its thinnest crescent) to avoid having their alignment move one place toward CE around the alignment circle (in the direction with fewest changes required).

Aura moderate transmutation; **CL** 8th; Craft Wondrous Item, *eagle's splendor*; **Price** 36,000 gp (+6); **Weight** —

This item also affects Yul's Paralyzing Touch ability, raising the **Fortitude save to DC 20**.

Darkskull



This skull is carved from ebony and wholly evil. Wherever the skull goes, the area around it is treated as though an *unhallow* spell had been cast with the skull as the touched point of origin (except that no additional spell effect is tied or fixed to the *darkskull*).

Aura moderate evocation [evil]; **CL** 9th; Craft Wondrous Item, *unhallow*, creator must be evil; **Price** 60,000 gp; **Weight** 5 lb.

Yul uses the *darkskull* to give the following benefits to him and his closest zombies. Firstly, the site is guarded by a *magic circle against good*. Secondly, all turning checks made to turn undead take a -4 profane penalty; turning checks to rebuke undead gain a +4 profane bonus (spell resistance does not apply to this effect).

Dust of Tracelessness



- 25 handfuls.

Yul keeps this in an urn in the southwestern corner of the room (it is just over half full.) This normal-seeming dust is actually a magic powder that can conceal the passage of its possessor and his companions. Tossing a handful of this dust into the air causes a chamber of up to 100 square feet of floor space to become as dusty, dirty, and cobweb-laden as if it had been abandoned and disused for a decade. A handful of dust sprinkled along a trail causes evidence of the passage of as many as a dozen men and horses to be obliterated for 250 feet back into the distance. The results of the dust are instantaneous and no magical aura lingers afterward from this use of the dust. Survival checks made to track a quarry across an area affected by this dust have a DC 20 higher than normal.

Aura faint transmutation; **CL** 3rd; Craft Wondrous Item, *pass without trace*; **Price** 250 gp; **Weight** —

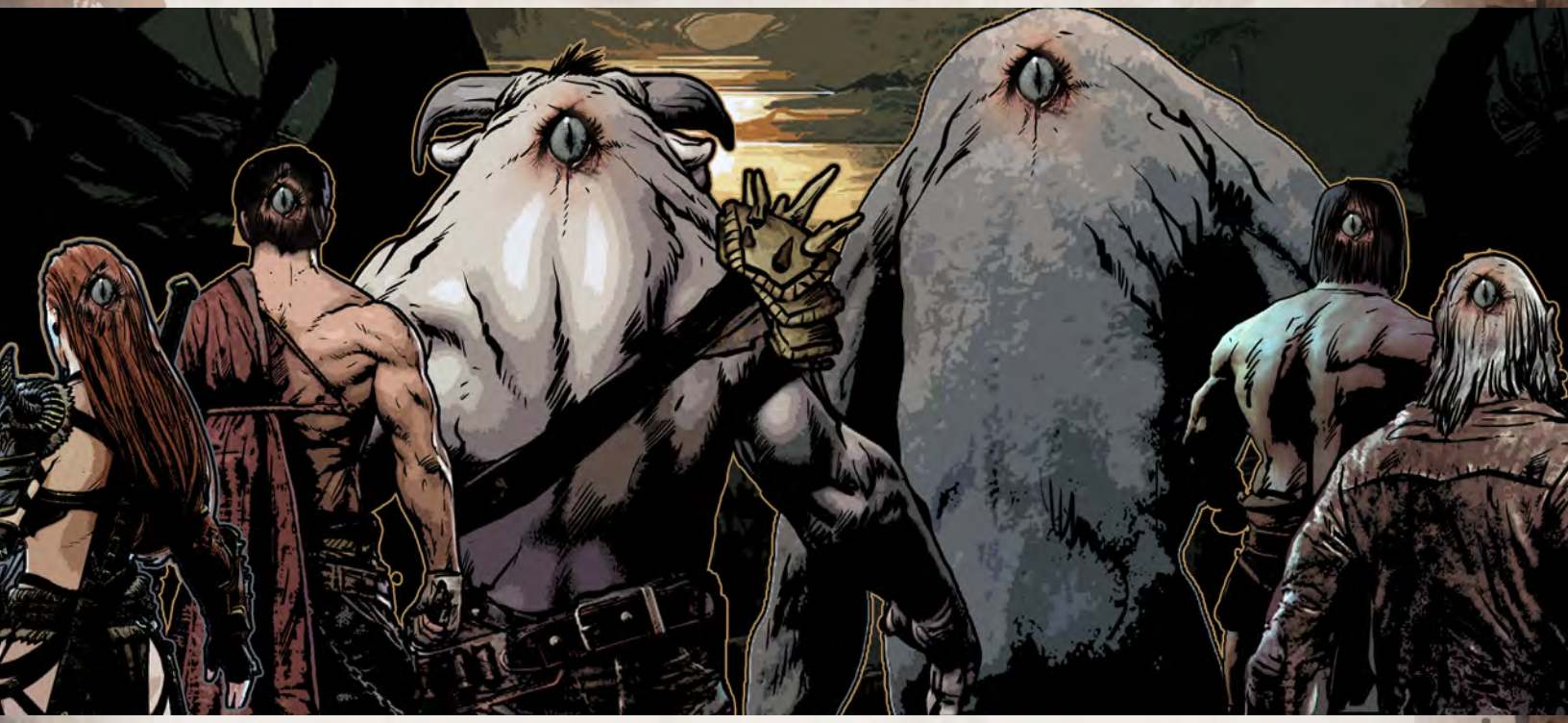
Ossuary Collaborative Teleportation Token

This artifact that allows use of the *teleportation circle* on dungeon level 1; it opens up a *teleport* to the meeting place of the Collaborative (if used by the PCs they encounter Makinnga.)

Yul has developed an additional attack for him and his zombie mob, the **Third Eye of Fear**, designed to leave creatures shaken (see below for details.) Yul grafts this third eye into what he hopes will be his most trusted creations, implanting it at the moment of transformation.

Third Eye of Fear (Su)

When part of a group of 1 mohrg and 5 or more zombies controlled by the mohrg, those equipped with a third eye placed in the back of their skull can blink in unison and affect creatures with *fear* (as the spell). The PC is allowed a Will save (DC 10 + ½ mohrg's HD + mohrg's Cha modifier; the exact DC is given in the creature's descriptive text but is usually DC 17). This ability is mind-affecting fear effect. A



failed save means that the character is shaken. **The Will save is DC 20 for this effect for Yul.**

The mohrg actually controls the blink ability, not the individual zombies. There is a minimal time delay between the blink of each creature (although this dilation can't actually be seen by the naked eye.) The effect makes it appear that each of the zombies is independent and very well co-ordinated but in reality, it is just the mohrg.

The fear effect affects everyone who can see the blinking action. The duration of the effect is a number of rounds equal to the HD of the mohrg - if a successful save is made, there is no effect and the person making the save is immune to any further attempt by the individual mohrg for 24 hours.

The third eye prevents its recipient from being flanked. It also allows a Will save against *hide from undead* (even if the recipient is unintelligent) and grants a +4 profane bonus to intelligent undead to resist that spell.

Yul has his six most trusted zombie creations with him; 4 former Vikmordere barbarians, a polar minotaur and a gray render. This last creature became attached to the mohrg when it first encountered him and quickly paid with its life.

Minotaur Zombie

3.5 hp 81 / CR 2 / pg 401
Pathfinder hp 60 / CR 3 / pg 466

Gray Render Zombie

3.5 hp 133 / CR 6 / pg 401
Pathfinder hp 75 / CR 4 / pg 466

Vikmordere Barbarian Zombie (4)

3.5 hp 42 / CR 2 / pg 401
Pathfinder hp 43 / CR 2 / pg 466

Once the fight is over and the mohrg and zombies have been dispatched, the party can do two things:

1. Investigate Yul's body and find the token required to use the teleportation circle in the cells above (see Area 7 for details on this activity)
2. Investigate the humanoid chained to the torture device on the wall

Spread-eagled across the torture device in front of you is a drow, its skin pallid and sickly (not too unlike the drow zombies encountered earlier.) Its gender is difficult to determine; it has been beaten so its skin, while unbroken, is almost entirely swollen and looks so tender that the merest touch would be excruciatingly painful. It looks up at you all, grimaces through mostly broken teeth surrounded by thick lips, then laughs hoarsely: "This is nothing, nothing I say. I can return to my Mother and enter Death's embrace with my head held high, knowing I am safe. You, fools and braggarts, will crawl and snivel and betray all you believe in!" The creature spits a globule of dark blood containing chips of teeth and bone in your face before it laughs again, then expires.

Unless immediate and drastic action is taken, the drow dies during the next round; if kept alive, it is found to be D'Ker (although she will only talk under the influence of magic.) If the dark elf dies there is nothing on the body, which turns out to be female.

Despite the fact that most of the torture devices are in a state of disrepair, they could fetch a small fortune if sold to the right individual or group; that individual or group would have to be of a very particular type however, a type the party might do well to steer clear of. The items are all masterwork versions of their type, each is many years old, and include a cold iron rack, a water-boarding tub, manacles on extendable spreader bars, frames to bend creatures backward into unnatural positions and various hanging hooks. There are 8 scalpels on the table, 3 rusted and dirty and 5 in pristine surgical condition. The approximate value of all this equipment is 3,000 gold pieces.



R9A. Entrance to the Underworld

The slope downwards

A man-made hole in the east wall was built to dump the waste product from the torture chamber into the Underworld. Nobody questioned what happened to the waste, but were happy that it disappeared; it is just big enough for a medium character to squeeze through. There is a pile of bricks and formed rocks next to it, as though someone intended to close off this gap at some point in the near future. Cold air drifts into the room through the entrance to the Underworld, bringing with it the harsh sound of stone being scraped against fleshless bone.

A slope leads from this hole down into the darkness; it is about 10 feet wide and seems to be no less than 100 feet long (it is actually twice that distance). As the PCs look through the hole, they see a cart (roughly 8 feet square and 5 feet deep) made entirely of bone blocking the slope. There is a drop on either side of the slope; any PC who chooses to fight on the slope next to the skeleton will need to make successful **Balance/ Acrobatics check DC 17** rolls (they will also need to take care that they aren't pushed over the edge by the swipes of the skeleton. The drop at the top of the slope is 120 feet, and the slope extends 160 feet outwards from the wall).

Through the hole you can see a cart made from bone being pushed by a skeleton (some kind of misshapen giant) whose right arm is actually the handle of the cart, placed centrally in the design, while the undead creature has a long shovel made from bone in place of its left hand. There is a spark of activity in the otherwise dull eye sockets, a sudden realization that you are not Yul or one of his zombie minions.



The creature awkwardly steps to one side and swings at the lead PC with the shovel, its bent and twisted body creaking eerily each time it moves. The cart fills the space in front of the skeleton, which is able to attack over it with its reach. Within the skull and the top of the rib-cage of the giant's skeleton there is the swirl of gray-blue mist. As the party watches, it forms into a small creature, evidence of a violent death visible on its body. It curls into the skeleton, seemingly holding onto the bones of the undead giant, but the PCs find they can see through the wispy form. Suddenly two spectral tentacles whip out from the creature within the skeleton, reaching all the way over the cart towards the party!

Underworld Giant Skeleton

3.5 hp 65 / CR 5 / pg 390
Pathfinder hp 45 / CR 5 / pg 454

Spectral Choker

3.5 hp 19 / CR 3 / pg 393
Pathfinder hp 8 / CR 5 / pg 457

After overcoming the skeleton (and its cart) the party can make its way down the slope into the Underworld. The refuse at the bottom of the slope is a mish-mash of broken bones, rotted materials, odd pieces of stone and metal and the occasional lump of putrefying flesh or gristle (although considering the number of bodies, or rather pieces of bodies) that are here, there is remarkably very little flesh and innards strewn about.) The most complete body is of a male halfling wrapped in a red shroud with about one-third of the flesh and muscle still on the bones. The wrapping is actually a *robe of powerlessness*.

Robe of Powerlessness

A *robe of powerlessness* appears to be a magic robe of another sort. As soon as a character dons this garment, she takes a -10 penalty to Strength and Intelligence (forgetting spells and magic knowledge accordingly). The robe can be removed easily but in order to restore mind and body, the character must receive a *remove curse* spell followed by *heal*.

Aura moderate transmutation; **CL** 13th; Craft Wondrous item, *bestow curse*, *permanency*; **Price** 5,500 gp; **Weight** 1 lb.

If Miah is with the party, the journey ahead has a clear path (especially if the PCs acquired the drow journal). If he is not, the journal can help the PCs if they are able to translate it. Otherwise the party may spend some time deciding on which way to travel, as the path ahead leads in two directions. Whatever happens, as they descend the slope the PCs will feel the drafts and chill of this realm. The real journey to relieve Embla has begun and the first action is soon upon the party!

R9B. Drow Welcoming Party

Base of Slope

At the base of the slope from R8 there is a party of skeletons waiting for the return of the 9 drow raiders killed by Yul. Originally, one of the drow had been detailed to stay with the skeletons, hidden out of sight, to observe the strengths and weaknesses of anything that attacked them. However, when her 8 colleagues failed to return from their spying mission above, she went in search of them and fell foul of Yul the mohrg and its zombies. The PCs may have encountered her chained to a torture device on the wall (shortly before she expired).

Makinnga's Skeletal Champions (4)

3.5 hp 33 / CR 2 / pg 363
Pathfinder hp 36 / CR 4 / pg 427

One of the skeletons is carrying a cylindrical polished metal case with
the following glyph:



Cylindrical Polished Metal Case

There is no visible way to open the cylinder and a strange symbol is etched into both the top and bottom of it. The only method to open this case is by using a *knock*



UNDERWORLD MAP

KRELGAR KEEP RUINS, EMBLA, CITY OF HOLOTH

or higher. The symbol upon the cylinder is that of House Gullion; the object was placed here by the drow raiders that Yul killed as a tracking device and early warning sign that humanoids are approaching. They ingeniously left it with the skeletons hoping that anyone coming from the Upper or Underworld would jump at the chance to loot the remains once the fight was over. Inside the cylinder are three explosive spheres, made of a dark metal and covered in tiny magical runes as well as being coated in a *salve of slipperiness* (which the enchanted etchings maintain).

If emptied from the tube the spheres fall to the ground and roll for 30 feet in 3 different directions before they explode, spewing flammable liquid on everything within a 50-foot radius with a ranged touch attack (they have a +20 bonus to their attack roll). The person holding the tube is immune to the effects of the liquid (and takes no damage from this effect). The substance within the spheres instantly bursts into flames on contact with the cool air, causing 3d6 damage to all coated beings. For a duration of 3 rounds after, coated beings take 3d6 damage every round until the liquid burns off. Rolling on the ground or otherwise attempting to extinguish the flames is nearly impossible due to their alchemical nature. Only complete immersion in water or a similar substance that is predominantly water or otherwise removing oneself from the oxygen rich environment will halt the flames. The polished metal cylindrical case has a permanent beacon placed upon it (similar to *locate object*) which warns any member of House Gullion within 500 feet that danger approaches.

The Long Road

The PCs take the long underground road to the town of Embla, either guided by the dwarf Miah, as a result of finding the journal or through their own devices. It takes them between 1-2 days to travel the long road, depending on their speed and any potential delays encountered; if Miah is not with them, it will take an additional day for the PCs to complete the journey.

About three hours after leaving the keep, the party is ambushed by another drow raiding party (this one alive and well). There is one drow for each of the PCs and Miah plus one more. This additional drow is Sor, a son of House Gullion; he won't put himself in any great danger this far from home, but the PCs will have a chance to see him and the House Gullion insignia and he will make it clear that he has seen the party. He returns to Holoth as quickly as possible in order to relate the tale of "strong Upperworlders (accompanied by a dwarf)" on the Long Road, and that some possessed drow items (if he was able to **Spot/Perceive** them). If the party have returned from Rybalka with the guards, Sor will spend 1d2+1 rounds attacking them; he is getting a sense of the strength of the force, but won't kill them yet as they could be useful as sacrifices or slaves. He will rapidly retreat when he loses a quarter of his hit points.

Sor

3.5 hp 42 / CR 9 / pg 368
Pathfinder hp 50 / CR 7 / pg 432

Drow Raiders

3.5 hp 44 / CR 6 / pg 355
Pathfinder hp 44 / CR 4 / pg 417



There won't be any further direct encounters with drow until the caravan attack (unless the GM decides otherwise; see the "Special Encounter" section below), although the party *will* be either followed or kept just ahead of drow (unless they take precautions). As with any journey into the Underworld, light will most likely be required and this will be both a beacon for the watching drow even while it attracts all manner of hungry monsters. The constant flickering of any naked flame throws up strange shadows and makes it seem as if creatures are just out of sight.

Unseen Underworld Dangers

Periodically there may be a blast of air which extinguishes some of these unprotected lights, or makes them wildly flicker and reduces the range of illumination to just 15 feet in any direction. Additionally, have the flames change color as some underground gas drifts over them or as the PCs walk into a pocket of the same gas. The table below gives some examples:

Gas	Color	Odor	Taste	Weight to Air	Amounts to have an effect	Health Effects	Effect on Flame
Carbon Dioxide	Colorless	Odorless	Can be acidic	Heavier	>7-10%	Unconscious after minutes	Deeper yellow orange
Carbon Monoxide	Colorless	Odorless	Tasteless	Lighter	>400 p/p/ million	Death in 3 hours or less	Flammable, burns crimson
Hydrogen	Colorless	Odorless	Tasteless	Lighter	High levels	Asphyxiates	Explosive
Hydrogen Sulphide	Colorless	Rotten eggs	Rotten eggs	Heavier	>250 p/p/ million	Death in 1 hour or less	Flammable, burns dark blue
Oxygen	Colorless	Odorless	Tasteless	Heavier	<10% <6%	Unconscious Heart attack	Allows combustion
Methane	Colorless	Odorless	Tasteless	Lighter	High levels	Asphyxiates	Flammable, burns light blue
Nitrogen	Colorless	Odorless	Tasteless	Lighter	High levels	Asphyxiates	Non-flammable
Nitrogen Dioxide	Can be red-brown	Acrid	Bleach	Heavier	>90 p/p/ million	Lung fluid, heart failure	Non-flammable
Sulfur Dioxide	Colorless	Sulfur	Acidic	Heavier	>400 p/p/ million	Life threatening	Non-flammable

Unexpected Exotic Encounters

Any of the following creatures or humanoids may be encountered while traveling this area of the Underworld. There is a cumulative 10% chance per 10 minutes of travel that something will be encountered (see table below). As GM, feel free to choose an appropriate enemy for the party if you wish. Either way, the Underworld is not for the faint-hearted, and the PCs should have a harrowing experience. Do make sure they encounter a drider or two, and possibly their spider companions at some point. Introducing the PCs to this aberration - horrid even by the standards of the drow - should be played as a real chiller! You can choose the outcome - drider(s) escape, PCs escape, drider(s) are killed, a PC really suffers - but let the encounter fill the players with dread. Ensure the cunning and intelligence of the drider(s) comes through; later on, the PCs may have an "enemy of my enemy is my friend" moment with one of these creatures!

Creature*	Within 1 mile of Holoth (%)	Deep in the Underworld (%)	Within 1 mile of Embla (%)
Centipede Swarm[1]	01-30	01-15	01-40
Darkmantle[1]	31-50	16-30	41-55
Delver[2]	51-55	31-55	56-60
Destachen[3]	56-65	56-60	61-70
Gray Ooze[1]	66-80	61-90	71-85
Belker[3]	81-100	91-100	86-100

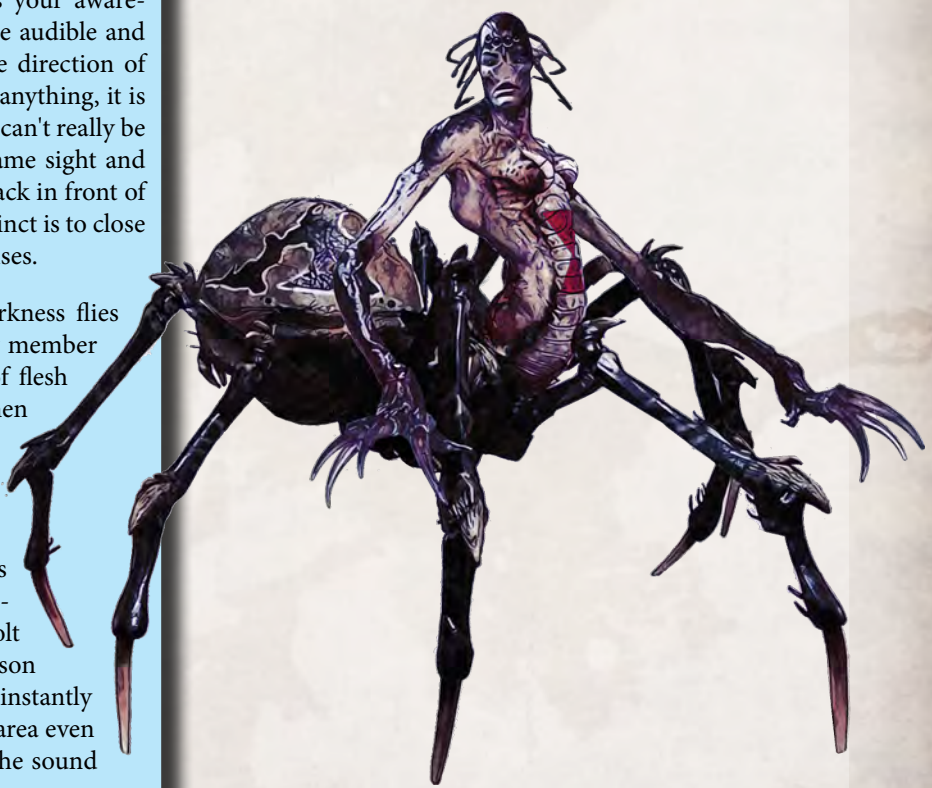
Special Encounter (EL as appropriate)

Think about introducing the drider(s) with something atmospheric and designed to unnerve the PCs.

But those heightened senses may have caught something; ahead, a scuttling shape darts across the limit of your visions both there and yet not there in an instant. A skittering sound, of bone or claw, of carapace or chitinous exoskeleton, plays across your awareness and filters into your brain, at once audible and then gone. You flash your sight in the direction of the movement, but nothing is there; if anything, it is stiller and quieter than before. But that can't really be the case, as almost immediately the same sight and sound comes from behind you, then back in front of you again, but off to one side. Your instinct is to close together and make ready for any surprises.

Which arrive suddenly! From the darkness flies an arrow, winging towards the leading member of the party, followed by the sound of flesh giving way as it successfully hits. Then another, seemingly before the first has struck home, this one more hurried and merely clattering against the second in line without causing any injury. More shadowy shapes cut across your line of sight, but you barely register them before a spell goes off, the bolt of lightning shooting towards the person at the back of your group. It flares, instantly shrinking your pupils and making the area even darker. Then that skittering again, as the sound of multiple legs swiftly moving assails you...

When you feel the party is ready to have another encounter with a drow-influenced creature, have a drider or two make a few hit-and-run ranged attacks; good role-playing should have them concerned with the skittering of the "large spiders" and the arrows separately. They won't have seen a drider before and unless you wish to have Miah explain what they are, keep the PCs in the dark and the suspense levels high! Consider which of the following encounters is most suitable for your PCs' levels. Some suggestions are listed in the table on the next page:



1. Pathfinder® Roleplaying Game Bestiary™
2. Pathfinder® Campaign Setting: Misfit Monsters Redeemed™
3. Pathfinder® Roleplaying Game: Bestiary 2™
* Reference at the appropriate SRD/PRD

Party	Enemy party	Amendments to any enemies
6th	1 spell-struck, permanently reduced drider	Size Medium (-5 to CMB, -4 to CMD); Str -8 (all attacks reduced by 3, all damage reduced by 4, Climb +10), Dex +2 (AC17, T13, FF14,; +1 to ranged attacks; +1 to Hide, Move Silently/+5 to Stealthy), Con -4 (-12 hp)
7th	1 standard drider	None
8th	1 standard drider and 6 medium or 4 large monstrous spiders	None
8th	1 drider with 1 level of fighter	Fighter: +8 hp; +1 to hit and grapple/CMB and CMD; +2 to Fort saves; Intimidate +7; Improved Initiative
9th	2 standard driders	None
9th	1 standard drider with 8 medium or 6 large or 2 huge monstrous spiders	None
9th	1 drider with 2 levels of fighter (as above) and one standard drider	Fighter: +8 hp; +1 to hit and grapple/CMB and CMD; +2 to Fort saves; Intimidate +7; Improved Initiative
9th	1 standard drider with 2 levels of fighter	Fighter: +17 hp; Cha 17; +2 to hit and grapple/CMB and CMD; +3 to Fort saves; Intimidate +7, Swim +6; Improved Initiative, Power Attack
10th	2 driders with 12 medium or 8 large or 3 huge monstrous spider	None
10th	2 driders each with 1 level of fighter (as above)	Fighter: +8 hp; +1 to hit and grapple/CMB and CMD; +2 to Fort saves; Intimidate +7; Improved Initiative
10th	1 drider with 2 levels of fighter and 12 medium monstrous spiders	Fighter: +17 hp; Cha 17; +2 to hit and grapple/CMB and CMD; +3 to Fort saves; Intimidate +7, Swim +6; Improved Initiative, Power Attack
11th	2 driders each with 2 levels of fighter	Fighter: +17 hp; Cha 17; +2 to hit and grapple/CMB and CMD; +3 to Fort saves; Intimidate +7, Swim +6; Improved Initiative, Power Attack
11th	1 drider with 2 levels of fighter, 1 standard drider and either 8 medium or 6 large or 2 huge monstrous spiders	Fighter: +17 hp; Cha 17; +2 to hit and grapple/CMB and CMD; +3 to Fort saves; Intimidate +7, Swim +6; Improved Initiative, Power Attack

Driders aren't usually associated with large or huge monstrous spiders, but House Gullion's current link to the Spider Goddess is resulting in some strange alliances! If you want to stick more closely to the rules and guidance, just use medium monstrous spiders.



Monstrous Spider

3.5-Medium hp 11 / CR 1
Pathfinder-Giant hp 16 / CR 1

Drider

3.5 hp 45 / CR 7
Pathfinder hp 76 / CR 7

(Pathfinder® Roleplaying Game Bestiary™)



Dwarven Caravan Under Attack

This encounter is very challenging if the PCs attempt to take everything on by themselves. If they work with the dwarves, which is the expectation, it should be appropriate for the suggested level of party undertaking the journey (depending on the amount of responsibility given to the PCs.) For example, a high level of responsibility allows you to let them either go after the three major protagonists while the dwarves go one-to-one with the rest of the attackers or have the party deal with the bulk of the lower-level drow as the dwarves form a coordinated attack against the cleric and fighter/wizards. Consider the level of the party and encourage them to stretch themselves by fighting to the last!

Just over halfway through their journey to Embla, the PCs encounter drow raiders attacking a dwarf caravan; after the battle they may find clues which point to the perpetrators of the attempted Underworld highway robbery. If you want to keep the details of what is going on a secret for a little longer, the drow have nothing on them other than letters of marque from Holoth allowing them to attack any trade caravans they encounter and keep 25% of what they find (the rest going into the city coffers). This is generous for drow agreements and adds to the determination of their assailants.

There are two suggested options when playing through the attack; either the forces can be closely matched before the PCs arrive on the scene and they are the obvious difference between the drow being defeated or not; or their arrival makes up numbers so the caravan has a chance of winning but the fight it is still touch-and-go. The goal of this encounter is to further show the desperation of the dwarves and the lengths they are having to go to in order to get supplies to Embla.

Dwarven forces

This is a sizable dwarven caravan given the current circumstances. Most of the members of the caravan are from Embla, although there are one or two former residents from Stoneholme and a couple of paid guards who have had previous experience of working for the leader of the caravan pack (both of whom are sorcerers.)

The caravan is slow moving, limited by the pace of the 3 gargantuan skildpadders that make up the bulk of the caravan. 2 of the trio are carrying their maximum medium load (1,600 lbs.) of trade goods and the third is equipped with front- and rear-mounted howdahs for guardian rangers with ranged weapons (and the caravan's sorcerers).

3 Skildpadders

3.5 hp 150 / CR 10 / Pg 391
Pathfinder hp 150 / CR 10 / Pg 455

4 Dwarven Rangers lvl 7

3.5 hp 50 / CR 7 / Pg 358
Pathfinder hp 53 / CR 7 / Pg 421

4 Ranger Animal Companion Badgers

3.5 hp 19 / CR 1/2 / Pg 358
Pathfinder hp 33 / CR 1/2 / Pg 421

2 Dwarven Fighters Lvl 6

3.5 hp 51 / CR 6 / Pg 357
Pathfinder hp 54 / CR 6 / Pg 421

1 Dwarven Cleric lvl 7

3.5 hp 45 / CR 7 / Pg 357
Pathfinder hp 45 / CR 7 / Pg 420

10 Dwarven Warriors lvl 5

3.5 hp 37 / CR 4 / Pg 358
Pathfinder hp 43 / CR 4 / Pg 422

2 Araneas

Appear to be deep gnome sorcerers

3.5 hp 40 / CR 8 / Pg 343
Pathfinder hp 44 / CR 8 / Pg 404

These creatures are known as Morrowell Underrock and Astac Tailspinner (although "Tales spinner" is how it comes out when spoken), who appear to be deep gnomes and have levels of sorcerer in addition to their innate abilities. They both despise the drow, having been captured and imprisoned for a long period of time as the residents of Holoth tried to convert them to their own wicked ways. While not treated particularly badly themselves - their spider ancestry kept many drow in awe of them - they saw firsthand the level of cruelty and depths of depravity that the dark elves are prepared to embrace to get their own way. Now they wage a low-key war against the drow wherever they can, recognizing that on their own they are not capable of doing much directly, but that supporting others is an excellent way of contributing to the cause. They are very nervous of revealing their true forms, knowing that views against spiders are running high right now due to the activity in Holoth. They appear to have a huge arsenal of low level spells which suggests they are of a greater level of experience than they actually are (when possible, they revert to hybrid form to make it appear as if web is one of their higher-level spells).



There are also a number of skildpadder drivers and two dwarven merchants who are there to make impromptu deals. None of these are in a position to do any more than try to save themselves (and in the case of the skildpadder drivers, their beasts.) The dwarven rangers and "gnome sorcerers" will defend from the howdahs and have been given instructions not to leave them under any circumstances except as a last act to save themselves if defeat is imminent.

The fighters each command 5 warriors and patrol along the sides of the skildpadders (2 dwarves per creature, at ground level); they are familiar enough with the creatures to use their legs as cover if possible.

Drow Forces

1 Drow Cleric Lvl 9

3.5 hp 52 / CR 10 / Pg 352
Pathfinder hp 52 / CR 10 / Pg 413

2 Drow Evokers Lvl 3/4

3.5 hp 35 / CR 8 / Pg 353
Pathfinder hp 38 / CR 8 / Pg 414

2 Drow Engagers Lvl 5

3.5 hp 23 / CR 6 / Pg 352
Pathfinder hp 29 / CR 6 / Pg 414

4 Drow Knights Lvl 6, riding...

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

4 Deinonychus

3.5 hp 34 / CR 3 / Pg 354
Pathfinder hp 34 / CR 3 / Pg 416

8 Drow Skirmishers Lvl 5

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

8 Skeleton – Enhanced Human Warrior fodder for the first attack wave

3.5 hp 33 / CR 2 / Pg 390
Pathfinder hp 36 / CR 4 / Pg 454

The skeletons will be sent in to gauge the response of the caravan, followed up by a volley of spells and missiles which precedes ride-by attacks from the knights.The drow have a strict plan in mind here and getting unnecessarily killed isn't part of it; if more than three-quarters of the raiders lose more than half their hit points, they will retreat. If none or only one have been killed, they will return and attack again about 30 minutes later. If two or more are killed, they won't return.

If any of the drow are killed and the body is searched, evidence will turn up indicating that House Gullion is planning an assault on Upperworld villages close to ways out of the Underworld, such as Rybalka (the village isn't named specifically but there are enough clues for the PCs to recognize the village with a **Gather Information/Knowledge (geography)/Knowledge (local) check DC 12**). The drow raiders have paper documents showing the layout of the land surrounding Rybalka as well as weaknesses in defenses. Notes written in drow show arrows pointing from the location of Krelgar Keep and two locations within Dark Wood toward Rybalka, surrounding the village on 3 sides (none of these maps have names, only various landmarks that they will recognize.)

This is intended to be the last major encounter on the way to the dwarven settlement. If the GM so desires, have another Random Encounter close to the city; we suggest a swarm of darkmantles that have just been driven from Embla. Sometimes even new friends can make mistakes...

8 Darkmantle Swarm

3.5 hp 6 / CR 1
Pathfinder hp 15/ CR 1

(Pathfinder® Roleplaying Game Bestiary™)





Conclusion

- Ensuring Miah stays alive throughout the adventure - 1,000 XP
- Helping Quorron identify the mystery equipment - 250 XP
- Curing the diseased treant - 250 XP
- Allowing the bralani to take the dimensional shackles - 500 XP
- Using the brandy as alchemist's fire - 100 XP
- Seeing through the effects of the dust of tracelessness - 100 XP
- Not taking the cursed gauntlet of rust - 100 XP
- Identifying and using the coin of singing - 100 XP
- Deciding to destroy the necromancy spellbook without recording the spells - 250 XP
- Choosing to let the troll skeletons go without a fight - 250 XP
- Not going back to Rybalka/home village - 500 XP
- Traveling to and from the Ossuary Collaborative - 500 XP
- Saving and talking to D'Ker - 250 XP
- Saving the trading caravan - 100 XP per person or creature saved



Introduction

In the first installment of the *Rise of the Drow* trilogy, *Descent into the Underworld*, the party either followed the dwarf Miah into Krelgar Keep, or made their own way there after following a compelling lead or set of clues. It was a terrifying place controlled by the mohrg necromancer known only as Yul. After defeating Yul and his minions, the party progressed into the Underworld where they had their first encounter with the dreaded drow in a battle to save a group of dwarf merchants. After the battle concluded, the heroes regrouped and made their way to Embla, the mighty dwarven city of trade.

The heroes now find themselves on the doorstep of Embla, the very city which asked for their help; unbeknownst to the party there are many enemies lurking in the shadows which would rather the party mind their own business and return to the Upperworld at worst, or become further sacrifices at best. Only time and the actions of the heroes will bring these enemies out into the light, although even then, the party still may not be ready for them, for they are the drow of House Gullion.

There is still much of the story to be told and wonders of the Underworld to discover, but first a fine mug of dwarven ale and the mighty, bustling city of Embla await.

EMBLA,
CITY OF FAIR TRADE
LN large city
Corruption +3; **Crime** -2; **Economy** +4; **Law** +4; **Lore** +3; **Society** +4
Qualities insular, racially intolerant (elves, half-elves, half-orcs), strategic location
Danger +0

DEMOGRAPHICS
Government council
Population 12,000 (92% dwarf-dweorg; 3% human, 3% svirfneblin, 1% dwarf-dvergr, 1% other)
Notable NPCs
Mayor Torin Stonetooth (LN male dweorg fighter 12)
Maylorin Obsidianaxe, Head of the Merchant Circle (NG male dweorg aristocrat 3/expert 3)
Golaren Graybeard (CG male dweorg fighter 9)

MARKETPLACE
Base Value 11,440 gp; **Purchase Limit** 75,000 gp; **Spellcasting** 7th
Minor Items 4d4; **Medium Items** 3d4
Major Items 2d4

History

Initially Embla was just a remote outpost, a place where all races could gather and trade without fear of reprisal. As time went on, disagreements and racial intolerance resulted in countless fights, sometimes ending in death or dismemberment; a show of strength became generally accepted as a legitimate means of settling a conflict (so long as an equal number of combatants were involved.) Over time, the people of Embla began to turn to the most stable of the dweorg-dwarves to oversee these trials in an effort to maintain some level of order. This group of dwarves became known as the Merchant Circle.

Over the next two hundred years the number of dwarven families increased and as more people moved to the village, it grew into the large bustling city it is today. About four decades ago Mayor Nalc'Uk came to power, elected after a campaign built around significant events of the time, incidents involving drow and other evil creatures that called for a permanent city-wide ban on the dark elves and other so-called "evil-doers". Once in power the mayor abolished the Merchant Circle and (one-by-one) barred the other races until only dwarves were allowed in Embla. Passages were blocked off and the city began to put into motion plans that would isolate Embla from her neighbors; any non-dwarf that wandered into the areas surrounding the city was captured, tortured, and forced to fight another non-dwarf in the arena.

After a decade of this totalitarian rule, many of the dwarves rose up in protest and a bloody battle was fought between the city guard and the rebels. When the conflict reached its climax, Embla's guards found themselves facing their own friends and extended family. With kin standing against kin, they realized the evil they were fighting had nothing to do with outsiders or



each other; it was in fact the tyrannical rule of their dictatorial leader. Mayor Nalc'Uk was ousted from power, stripped of all belongings and left on the doorstep of the drow, bound and gagged as an apology for the atrocities the dwarves had committed. Torin Stonetooth was granted the position of mayor for his brave leadership and role in the revolt; at first he refused, stating that he was not a politician, but the crowds would not be denied and he was thrust into the seat of power. Mayor Stonetooth reinstated all of the cornerstones of the previously successful society and since then, life has been good for Embla (until recently that is).

Guilds, Groups & Organizations

Merchant Circle

The Merchant Circle is made up of five elected Merchant House leaders that decide on policy for the Houses and for the market itself. The exception to this is the Notetaker. Considered by some to be the most important member of the Circle, the Notetaker is in charge of copying the rules of the Market into "The Merchant Rules." While the Notetaker does not involve themselves in policy changes, it is understood that however he or she writes down a rule is how that rule is interpreted and enacted.

Merchant Houses

While there are numerous merchant houses within Embla, five of these houses possess such wealth and power that they set themselves far apart from the others; their influence is felt so widely that dwarves as far away as Stoneholme know them and suffer or celebrate depending upon the current financial state of each one.

The five houses listed here currently sit on the Merchant Circle.

Merchant House: House Graybeard

"May we be just, we may be few, may we remember to always be true."
Old saying of House Graybeard

A family name once revered throughout the Underworld, the Graybeards are now in rapid decline. Only one true heir still lives today - Golaren Graybeard, Last



of the Graybeards. This house of adventurers and lovers of ancient lore got its start from the hoard of an ancient dragon named "Cinderbeard"; according to legend he appeared as a red dwarf cloaked in flame. The first Graybeard did not slay this demonic dragon and instead used the *Scales of Balance* to imprison him deep below the Underworld in the depths of the Deepworld (known to many as Hel). This tale has been passed down through the centuries and rumor holds that the dragon shall one day return (with a thousand years of vengeance and followed by the devils and demons of Hel).



Merchant House: House Stonewater

Founded on the bank of the Granite River, House Stonewater is the largest miller in all of Embla. The waterwheel on Stonewater House turns constantly and the massive grinding wheels inside it are in almost perpetual movement as they turn grains, mushrooms, and edible fungi into meal for the citizens of Embla.

Merchant House: Blackroot Clan

The Blackroot Clan is a very specialized group. Led by elder Blackroot dwarves, teams of this house seek out purple bellwort plants. The roots of the purple bellwort are used in a number of medicinal products, all determined by how they are prepared. Only the Blackroot Clan can seem to find these particular plants, which they process and sell to the apothecary and private citizens.

Merchant House: House Casisto

House Casisto is one of the largest dwarven houses in all of the Underworld. Because their home is filled with such a variety of (often aggressive) creatures, this clan feels it is their duty to study the many monsters below to find their weaknesses and vulnerabilities.

The brave souls of House Casisto leave home for months at a time to find various lifeforms and study them, making detailed notes in large, leather-bound journals. These journals (when intact) are worth large sums of money to those who wish to go adventuring in the Underworld. House Casisto also brings their findings to the Emblan blacksmiths in order to create weapons that exploit the weaknesses of their many underground enemies.

Merchant House: House Handzus

House Handzus owns and operates the largest training facility in Embla. They can teach almost anyone almost anything. Whether you're going exploring in the Underworld, want to master a new weapon, or learn a new way of casting spells, House Handzus can show you how.

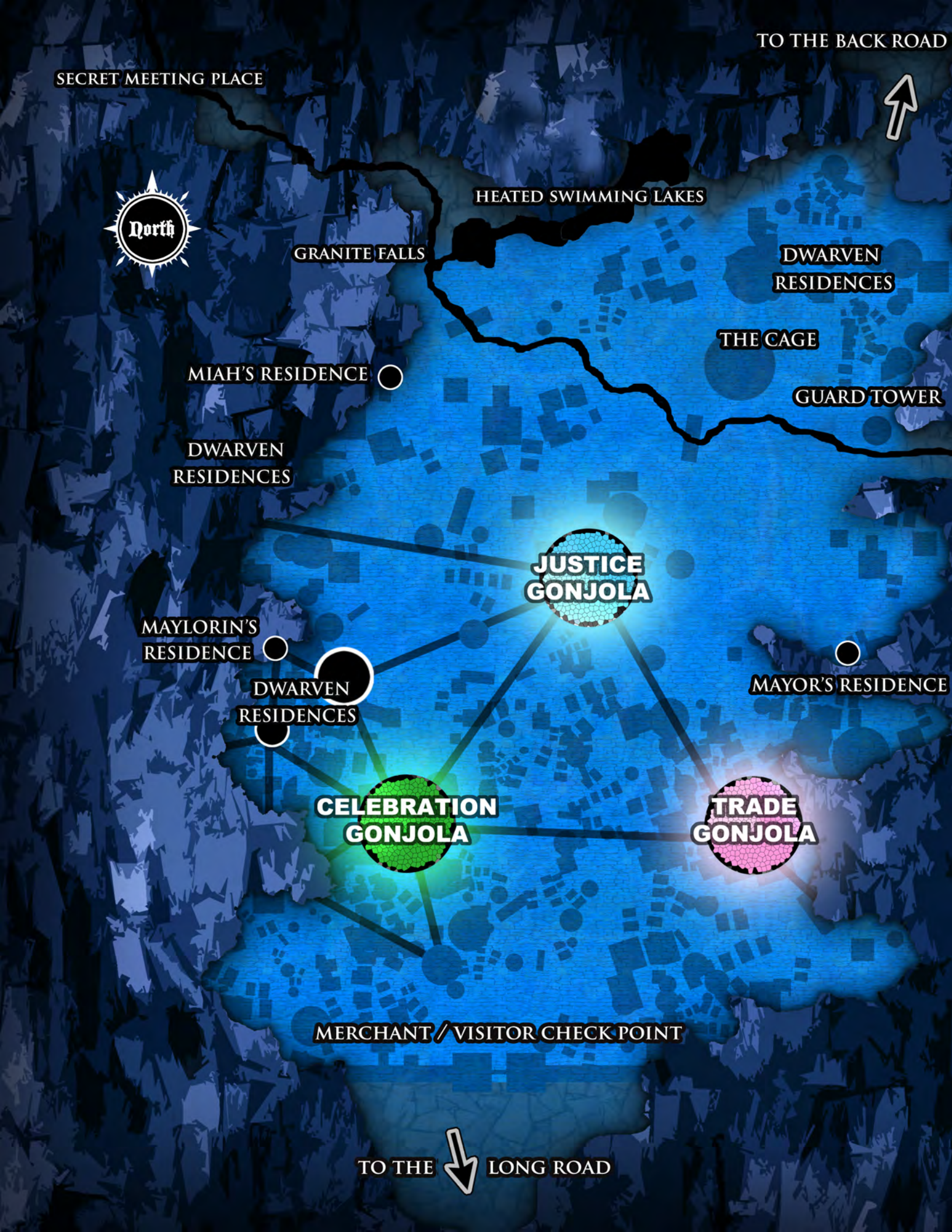
City Guard

Justice-Guard (Hammer-Heads)

These guards are hand-picked to patrol the Justice Gonjola. They generally work in pairs but can be in groups of up to ten if the situation demands it. Most of the Justice-Guard carry either non-lethal weapons or blunt weapons to subdue perpetrators.

Coin-Guard (Tangle-Beards)

The sixteen guards that patrol the Trade Gonjola work in pairs, two groups for each quadrant of the market. Each of the Coin-Guard carries a whistle that they can use to summon more help if needed; usually four additional guards will come to their aid, but it is rumored that a particular note will summon more than dwarven aid. This has never been demonstrated and is just a rumor.


TO THE BACK ROAD
SECRET MEETING PLACE
North
HEATED SWIMMING LAKES
GRANITE FALLS
DWARVEN RESIDENCES
THE CAGE
MIAH'S RESIDENCE
GUARD TOWER
DWARVEN RESIDENCES
JUSTICE GONJOLA
MAYLORIN'S RESIDENCE
DWARVEN RESIDENCES
MAYOR'S RESIDENCE
CELEBRATION GONJOLA
TRADE GONJOLA
MERCHANT / VISITOR CHECK POINT
TO THE LONG ROAD


Adventure A WEEK.COM
THE CITY OF EMBLA
0 50 100 200 300
SCALE IN FEET
GUARD TOWER
TO WHISTLING CAVE BAZAAR
TO FUNGUS FARM
NYLORAC FALLS
FUNGI SORTING FACILITY 1
FUNGUS FARM
FUNGI SORTING FACILITY 2
ENIXAM FALLS
FUNGI SORTING FACILITY 4
FUNGI SORTING FACILITY 3

Horn-Guard (Parched-Throats)

The Horn-Guard are the most relaxed of Embla's defenders. They know the rules of the Celebration Gonjola and are willing to bend them slightly in the name of good humor. They are friendly and outgoing, but quick to handle anyone who gets out of hand. These guards tend to work in loose groups (as opposed to the Justice-Guard) that make it easier for them to move in (and through) the crowds of celebrants.

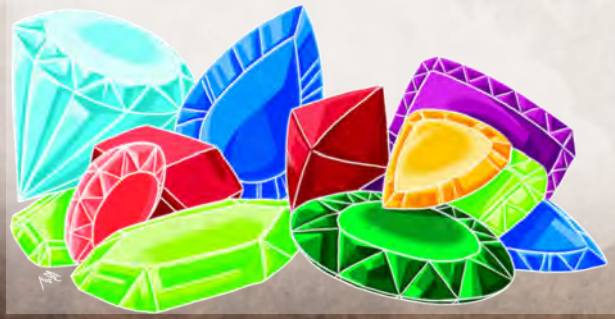
Thieves' Guild

Shadow Circle (Thieves' Guild)

The Shadow Circle is comprised of mostly non-dwarves that disagree with some of the laws enacted by the Merchant Circle (primarily those laws prohibiting the trade of slaves, addictive drugs, highly flammable substances as well as dangerous and/or toxic materials.) The Shadow Circle is composed in much the same way as the Merchant Circle.

Shadow Circle Leader: Phyzexanian Xe
(LE male Human-Drow-Dwarf Hybrid, rogue 12)

A victim of alchemical genetic manipulation by a supra-intelligent underground race, Phyzexanian obtained the insight and adaptability of a human, the cunning, guile and intellect of a drow, and the strength and craftsmanship of a dwarf. Due to genetic incompatibilities he has suffered some major deformities, including a jet black eye in the center of his head, flat plates where his ears should be, no hair on his entire body and four slender fingers on one hand with four stubby fingers on the other. Historically, he was rarely seen outside of the guildhouse, and not at all in the last few years.



Streets, Bridges, and Sewers

Streets

Embla's streets are simple worn paths comprised primarily of dust and debris from constant foot traffic on the cave's stone floors. Other rubbish is regularly cleared and fines are levied for those dropping material that might encourage vermin of any kind, while small rewards are given to those who "tidy up" the city as they go.

Bridges

The complex has suspended footbridges which hang throughout the city and connect the dwarven residents with various municipal resources, isolating them from the constant throng of visiting traders below. These bridges, and the residential neighborhoods connected by their use, are part of the original infrastructure of Embla. Planks comprised of mushroom wood line the bridges' walkways; the wood itself is harvested from giant mushrooms called fantafungi which grow in the Fungi Forest, located in the furthest reaches of the Back Road. The strong ropes which connect the bridges and string them aloft throughout the city are made from the webbing of giant spiders (intricately woven by drow before being traded to Embla). Complex elevators designed and constructed by hired gnomes from Pradjna allow the dwarves to move from the floor of the cave up into the hanging bridges. Any individuals entering or exiting the elevators are thoroughly screened by groups of dwarven city guardsmen (no less than four and no more than eight) before being allowed entrance to the dwarven residential neighborhoods.

Sewers

Embla's sewage system is comprised of a few tunnels just large enough for a dwarf to squeeze through. The refuse empties from the various buildings into these

tunnels before finally draining into a small rift in the earth hidden deep below the surface of Embla.

BUILDINGS & DISTRICTS

LODGINGS & RESIDENTIAL

DWARVEN HOMESTEADS

The dwarves make their homes in the side of the cave walls high above the city streets below, and these just may be the safest and most secure locations within Embla. Just because they live isolated from the rest of the city does not mean they do not enjoy guests; every evening, streams of visitors (of varying races) can be seen making their way along the suspended bridge system to visit friends or dignitaries and enjoy a shared pot of hot mushroom soup and a mug of dark dweorg ale.

These structures are not so much built as they are carved from the very rock walls of the cave itself. The dwarves of Embla do not typically decorate their homes with modern weapons or armor and instead display trophies from ancient wars alongside family heirlooms handed down by long dead great-great-grandparents. Occasionally a rich dwarf or city official will hire masons to add a secret exit from their residence to small tunnels outside the city; these passages are rarely used but are installed as a last resort in the event the city comes under siege and those in power must escape to seek outside help to preserve the long heritage and history of the dwarves of Embla.

GOVERNMENTAL

THE GONJOLAS OF EMBLA

The mighty gonjolas of Embla are the heart of the city; they hold most of the government and community resources and are heavily protected. Access to each of the gonjolas is available only by suspended footbridge (which requires a screening by city guards to use). Before entering, the respective guardsmen from each gonjola question and search everyone (regardless of race).



These massive structures are built from the purest gems of the Underworld, constructed with magic to make the materials malleable and shaped using divinely blessed dwarven forge hammers to bind them together.

JUSTICE GONJOLA

This giant blue crystal bathes the cavern floor in an azure radiance, broken only by the occasional fleeting form of a guard escorting a prisoner to trial or a judge returning to their legal affairs after a brief recess.

The Justice Gonjola houses the Grand Court of High Order and various minor tribunals, as well as the guards' barracks, jails, and other law enforcement facilities.

The majority of disputes within the city are negotiated within the Justice Gonjola. Hearings involving disagreements between groups or organizations are held within the Grand Court of High Order while disputes between individuals or small businesses are settled in the smaller courts. Any hearings having to do with commerce are typically relocated to the Trade Gonjola and directly overseen by the Merchant Circle (arbitrated by a high judge from the Justice Gonjola.)

If a disagreement cannot be settled in court, many times the conflict will be moved to the Cage and be resolved through unarmed combat. Both individuals must willfully agree on the terms (which involve loss of life and possibly property depending upon the agreed resolution.)

Audience Chamber

A large audience chamber is available for public trials or other official events involving the Courts of Embla.

Barracks

The barracks are divided, with foot soldiers closest to the door and officers to the rear of the building. The walls, the floor, and even the bunked beds are made from stone.

Minor Courthouses

Once past the four armed guards and a sign that reads (in common, dwarven, undercommon, svirfneblin, and drow) "All weapons to be peacebonded before entry," entrants can see the tiered seats of the courthouse descend almost two stories before reaching an open space for those involved in a trial.

Grand Court of High Order

This house of law is huge, encompassing a vast amount of space within the Justice Gonjola. The walls of the courtroom are heavily decorated in murals depicting ancient gods forging the dwarven race. The High Justice (the judge who oversees all others) resides here during working hours and has living quarters within this gonjola as well. Although many rows of solid wood benches line these halls, most trials are closed to the general public unless authorized by the High Justice himself. All major disputes between groups, organizations or companies are settled here.



Guardhouses

There is one guard house on either side of the courthouse door, each holding two Justice-Guards. Prior to someone entering the courthouse, the guards peacebond all weapons; if someone refuses to have their weapon bonded they are refused entry.

Jail

The jail contains numerous cells filled with those waiting for a trial in the courthouse. It is staffed with a number of guards equal to half the number of the incarcerated.

Prison

Built from multiple layers of stone walls, the prison contains several heavy duty cells with bars made from thickly cut metal beams. It is staffed with a number of guards equal to the number of prisoners.

Trade Gonjola

The Trade Gonjola was built from a pinkish crystal soon after the dwarves took hold of these caves. This was the first of the huge stone platforms to be suspended and is also the most visited. During waking hours the mayor can be found here working alongside the Merchant Circle (the seven dwarves that rule alongside him). Together they sign into effect new laws, negotiate major trade decisions and work hard to make Embla the primary hub for trade in the Underworld.

All deals with neighboring cities are made here in the Trade Gonjola; every record, debt, map and document involving trade agreements, properties, crops, and other goods are kept here as well. This gonjola is strictly for trading; if caught loitering here you'll be asked to leave and will receive a prompt escort out by members of the guard.

Merchant Circle Chambers

This meeting place of the Merchant Circle is a circular room with an ornately carved, rounded

table so that no one Merchant House leader is at the head and everyone is treated equally. There are eight seats, seven for the House representatives and one for the Mayor. Off to the side of the circular table is a single seat and desk that is reserved for the ninth member of the circle, the Notetaker. The Notetaker keeps the minutes of each meeting and copies new rules and regulations, as well as changes to those rules, into the latest of a large series of volumes entitled "The Merchant Rules." A copy of the latest volume is kept at the Notetaker's stand.

Celebration Gonjola

The Celebration Gonjola is made from an emerald green crystal and was a gift to the people of Embla from the Merchant Circle; it is used to celebrate birthdays, deaths, victories, and (most often lucrative) trade agreements. Anyone is welcome here so long as they behave themselves; "behave" is a term used loosely as most of the dwarves get a bit carried away with their drinking. A small amount of roughhousing and nudity is allowed, but if the limits are pushed, the Horn-Guard will arrive to escort belligerent or heavily intoxicated individuals back to their homes. Those that resist are taken to the Justice Gonjola and left in jail until the following day when they sober up, at which point they are released, assuming no damages were incurred.

Religious

Mausoleum

Embla's Mausoleum is the final resting place for the majority of the city's dead. The Path of the Ancients (the grand entryway to the mausoleum) is lit with everburning torches and sports high walls and wide open ceilings. Complex geometric patterns and ancient dwarven symbols are etched into the floor tiles, giving the place a sense of antiquity. After crossing the Path of the Ancients, one arrives at gilded double doors wrought of solid steel and bound in mithral. Two dwarven guardsmen stand watch here at all times. Entry is only permitted to funeral processions unless approved by Moon Stonefoot (LN male dwarf expert 6), overseer of Embla's Mausoleum. He has been overseer of the Mausoleum for over 40 years (and his father was overseer before that.)

The Mausoleum has three main chambers, each divided into smaller sections organized by family name. The first chamber contains the crypts of the commoners, the next are the tradesman tombs (which are also used for the mayor and members of the Merchant Circle), and finally the Crypt of Champions, which holds the heroes of Embla and much of the city watch.

Church of Balir

This humble church of Balir has simple, practical areas of worship - as dwarven life should be. At the same time, this unadorned building is magnificent in design and structure and stands near places of work, toil and creation. Balir's symbol, a hearth overflowing with flames and typically displayed in the belly of a breastplate.

Within this temple dwarves are guided by Balir's ancient knowledge, privy to secrets that produce mechanisms and works of art unlike anything else in the world.

The All-God Temple

This temple is ecumenical and is available for the worship of all deities regardless of race or type. No ceremonies or rituals that may harm other beings may be carried out here, but other than, that all forms of worship are permitted within these walls. Special shrines to each of the gods and goddesses have been erected within the temple with a few chambers left empty for future races to venerate their own deities.



Balir

Titles Master of the First Forge, The Burning Hero
Home The Plane of Earthmother
Alignment Lawful Neutral
Portfolio Craftsmanship, Honor, Dweorg, Dwarves
Worshippers Dwarves, Craftsmen
Domains Artifice, Glory, Law
Subdomains Construct, Toil, Metal, Honor
Favored Weapon Warhammer



Balir is considered to be first among dwarves, yet least among gods - a mortal hero granted divinity through his great actions and heroic sacrifices.

History Balir's mortal life began as a dweorg, a remnant of the once great race from which all dwarves stemmed. He was dissatisfied; dwarves had become a lesser race, overcome by the drow (among others).

Balir's life was punctuated by constant struggle and heroic feats that are the things of legend. He mastered lost arts of metalworking once known by his ancestors, he defended his homeland single-handedly against creatures of the Underworld, and he built himself a flawless suit of unbreakable armor. Inside this shell he was an unstoppable force, and Balir took back thousands of miles of once-dwarven lands. He rose higher than any before making the fatal flaw of offering his hand in peace to the drow.

The story goes that the drow cast a curse of burning into his unbreakable armor, sealing the dwarf inside and igniting it forever ablaze. In this moment the gods saw Balir as the greatest martyr and granted him a spark of divinity; Balir awoke as a god, still within the armor that had been his tomb, and departed the mortal realm.

Having risen from the ranks of mortals, Balir has been forced to prove himself over and again to the gods to show them he is worthy. His feats as a god are no less than his feats as a mortal - though they take place in realms far beyond man's comprehension.

It is from one of these divine toils that he claimed his mighty hammer, *Soul Forger* - a weapon clearly claimed from a creature many times larger than Balir himself.

Even as he was restored as a god, Balir kept his destroyed mortal form (a sign of his penance) and constructed for himself a metal body to replace the one he lost, one without the flaw of 'mercy' that had destroyed him as a mortal.

Appearance Though Balir's scarred face is unmistakably dwarven, his body is anything but. Cast of white mithral and black iron, he appears more machine than man and though the cursed armor has been destroyed, he still blazes with the curse's fire; in his chest, he carries a spark from which the sun was born.

When he does not appear in his divine form, Balir assumes the guise of a young dwarf, typically bearing scars on his face and arms from flame.

Church of Balir Churches to Balir are at once humble and magnificent. Their areas of worship are simple and unadorned, though always practical - as dwarven life should be. They always stand near a place of work, of toil and creation. In them, they are guided by Balir's ancient knowledge and secrets to produce mechanisms and works of art unlike anywhere else in the world.

Worshippers and Clergy Balir's clergy are predominantly dwarven, though some humans do acclaim to his faith as well. Where they can, they dress in mithral and crimson - styling themselves after their god. Poorer members of the faith dress instead in white and yellow.

Holy Text-The Life of Balir Less of a book of holy teachings, this tome of nearly three thousand pages details the thousand trials and toils of Balir's life. Some versions have supplemental volumes discussing the merits of each action Balir took, though these are known to be opinion - not fact. The original text is unchanged from when it was said to have been penned by Balir's own son, after the dwarf's ascension to godhood.

Craftsman

Embla Armory

The city armory is run by Master Armorer Ralorin Ironhammer (LN male dwarf fighter 10/expert 7). He and his apprentices work day and night to craft and repair dwarven plate mail armor for the city guard. Due to the recent drow threat, this area is secure and only members of the guard and city officials are permitted entry; anyone caught loitering outside the building is soon rebuffed and asked to move along.

Blacksmiths

There are three major blacksmiths in Embla and each specializes in a specific type of smithery.

Darg Blarinstone (LG male dwarf expert 10) is responsible for maintaining the supporting chains and cables for the suspended bridge system as well as the chains which hold the mighty gonjolas of Embla. Darg is tall for a dwarf and hosts a long braided beard with decorative metal clasps.

Chaot Silveraxe (CG male dwarf warrior 5/expert 5) handles the creation and repair of various weapons and materials used by the city guard. He is a stout dwarf whose skin is almost always black with soot, at odds with his singed white beard.

Temper Plagvough (NG female dwarf expert 6) works directly with the Embla Merchant Circle and forges equipment for travel and use on Skildpadders (beasts of burden).

Gertrude's Clothing

Getrude Feltrane (NG female human aristocrat 3/expert) is the only seamstress in town and business is booming. Whether its mending torn pants or measuring one up for formalwear, Gertrude's Clothing is the place to go. Of course Gertrude can't clothe the entire city alone, thus she always has between 10-20 able-bodied assistants ready to cut, sew, or mend at the drop of a hat. Gertrude is a human and one of the few non-dwarf business owners in Embla.

Jewelers

There are far too many jewelers within Embla to count, but a few stand out above the rest and are detailed here.

Checknan's Fine Jewels

This tiny shop is on the corner of a busy intersection and specializes in the finest cut jewels in the realm. Only the most expensive and rarest gems may be found here. Two very able dwarven warriors (LG 1 female, 1 male, dwarves fighter 3) are kept by the owner as muscle just in case thieves or burglars attempt to make off with any of the merchandise.

Tolganworth Longfiddle's Jewels, Gems, and Trophies

Run by a halfling named Tolganworth (CG male halfling commoner 1/rogue 10), this is more of a pawn shop than a business; most of the merchandise consists of magically imbued gems and jewels. Tolganworth passes himself off as an expert rather than a rogue, rarely showing any of the requisite skills of his actual trade. Just occasionally, when no adults are in sight, he will "use magic" (sleight of hand) to make a coin appear from behind a child's ear.



About the Owner: Tolganworth, a rumored adventurer by actual trade, often leaves his shop to his wife's caretaking (a burly dwarven lass with a swift uppercut, NG adept 3/expert 3). He is indeed an adventurer (and also a skilled cat burglar) who has made an incredibly fruitful living sneaking into the great drow city of Holoth, discreetly climbing into their towers to steal the rarest magical jewelry and gems from some of the most well-known and respected members of drow society. The key components to making his missions a success include a *ring of invisibility* and his halfling-sized *cloak and boots of elvenkind*.

Embla Jewelers

A three story shop filled with beautifully hand-carved jewels displayed in amulets, necklaces, rings, earrings, bracers, and nearly anything a dwarf could fit a stone into.

Leatherworker

Faldren Vrockhunter (NG male dwarf warrior 6/ranger 3/expert 4) is a renowned dwarven hunter that cures, stretches, cuts, and mends his skins into fine sets of leather armor. Due to the exquisite craftsmanship, he prices his finished sets 50% higher than the standard rates. Once per year he spends over a month crafting the finest skins into a magnificent piece of work, studded with ornamental studs hand carved into faces of the creatures of the Underworld. Once complete he pays a wizard friend to enchant the armor and sells it to the highest bidder; Faldren may have one of these suits of armor available for sale. If he does there is a 60% chance it is *studded leather +1*, 25% it is *+2*, 10% it is *+3*, and 5% chance it is *+4*. There is also a 10% chance it has an additional magical benefit such as *feather fall* once per day, *protection from evil* once per day, or *cure light wounds* once per day. Of course, the armor is priced at the standard rates plus an addition 20% markup for the ornamental handiwork. Faldren may be willing to drop the 20% markup for any adventurers willing to do him a favor (such as bringing him vvor hides). Faldren can easily be spotted as he always has a half dozen silver-violet vrock feathers in his headgear, testimony to the demons he personally disposed of when adventuring.

Stonemason

Embla has only one organization providing all the masonry for the city. This group specializes in working with materials such as rock, stone, brick, and even crystal. These are used in the construction of buildings, fortifications, and numerous other structures throughout Embla. The masons pride themselves on their ability to provide unmatched craftsmanship, solid construction and breathtaking architecture, always pushing the limits of perfection in an attempt to become closer to their gods.

Entertainment

Museum

This museum contains artifacts from before Embla's time; tools, weapons, and lore carried by those dwarves that fled an ancient kingdom in the deepest, darkest reaches of the world, a place where dvergr and even the foul and powerful gitwerc wrought havoc and destructive forces upon the good natured dweorg. According to ancient texts displayed in the center of the museum there were once dozens of dweorg cities in the Deepworld.

The sacred texts describe hellish realms deep below the world and heavenly realms high above. There is also a copy of the dwarven creation myth, which can be discovered here etched upon an ancient stone tablet written in the ancient (first) dwarven dialect; this was the shared language before the dwarves divided into the dweorg, dvergr, zwerc, and gitwerc. It may be translated either by using **Speak Language/Linguistics DC 30 followed by a DC 30 Intelligence check** (3.5) or a **Linguistics DC 30 check** (PF) **and knowing one of the four dwarven languages**, or by a dwarven historian (**Knowledge (history) DC 30**).

Granite Falls and the Heated Swimming Lakes

Near Granite Falls and the Granite River, which flows across the cave just north of the city and cuts the area off about one quarter from the northerly cavern wall housing Embla, there are two bridges which allow access to

DWARVEN CREATION MYTH



In the days of darkness when the world was young, the gods forged a race from the very heart of the world itself.

They called this race "Dvergr" and placed them close to the heart of Motherworld.

The Dvergr thrived and prospered, but as time went on they became greedy, fighting over the precious metals and gems of the Motherworld.

The gods foresaw the destruction of the Dvergr at their own hands, thus they divided the race into five parts, each sharing the appearance of the first Dvergr (but only a fragment of its whole).

The first were named dweorg, and were created from the Dvergr's hands and heart giving them honor and expert craftsmanship.

The second were made from the Dvergr's head, and kept its most proud of names. They stayed deep beneath the world toiling in their greatest cities, only an echo of their former selves.

The third were named the zwerc, created from the spirits of the Dvergr. This granted them innate power over magic, their mystical nature making them loners and travelers with an endless thirst for knowledge.

The potent avarice of the Dvergr, however, would not be undone by the gods—traveling far from the deific crafting, the very essence of their greed delved deep into Aventyr, much deeper than the gods had permitted the Dvergr to go. Soon they had discovered Hel, where devils and demons dwell, and while the first three races were created, a pact was forged with the denizens there. The devils granted the Dvergr's avarice physical form and realms in the deepest, most foul and flaming depths of the Underworld, but they did not stop there. The devils gave the gitwerc the ability to siphon souls from the other races to feed themselves, and in turn they granted the gitwerc more power.

When the gods returned to forge the fourth, they found the Dvergr's entrails snatched up by devils who had turned the fourth creation into a terrible creature, the gitwerc.

The gods, realizing their mistake in creating a race with no evil intent, vowed never to do so again and went to work creating the fifth race in secret, using all the remaining parts of the Dvergr. The fifth and final race would be eloquent, honorable, knowledgeable, and nearly immortal, yet the race would be forever divided, torn between light and darkness. Their souls were permanently bound to the world, sentenced with a nearly endless life staring out upon the sea of eternity, never able to attain that balance which comes so easy to the other races. The gods placed this race above and below the world, both in light and in darkness; they became the elves and the drow.

Then the gods did something which surprised all of the races. They created a realm between Upperworld and the Underworld, using the culminating thoughts of all the new races to forge the "Gift from the Gods", the first humans: Ask and Embla.

This gift would bring balance to the world.

the other side of the cave. This part of the cavern holds two volcanically heated swimming lakes. A popular place for dwarves that need to take a break from their daily toil, it is typically filled with at least 50 and sometimes as many as 100 dwarves swimming and bathing in the incredibly warm and healing mineral water.

Healing Mineral Water

Every 10 minutes spent in this water heals 1 hit point and fatigued characters will fully recover after a total of 1-2 hours of bathing.

Mercantile

The majority of the commercial buildings in Embla are located on the cave floor. These structures are comprised of magically shaped stone exquisitely carved from the rock and (rarely) solid wood beams obtained from the surface. These wooden beams are a sight to behold and are used to drum up business. The majority of workers and owners in Embla are of dwarven descent, although there are a few other races from both above and below that live and toil within the city.

Bank

The bank, which is as heavily guarded as any financial institution on the surface, is a one-story, stone-walled building that digs down into the earth instead of reaching for the sky. Anyone with money can create an account with the bank of Embla, keeping their money within. The Merchant Circle ensures that the coin of all the traders in the Market is securely stored (their vault is a large non-dimensional space that has yet to be pilfered by thieves) and every merchant keeps detailed receipts for how much money they put into and take out of the bank; any seller who doesn't have their receipts in order risks losing their funds.

Unbeknown to anyone except the leaders of the ruling council of Embla, once every twelve months Tolganworth Longfiddle is granted permission to attempt to break into the bank, using whatever he feels he needs. He has never succeeded in this task, but is paid handsomely for his role in maintaining its security.

Stonehammer Goods (General Store)

This stone building has the symbol of a general store carved into the wall near the door. The proprietor has taken great care to make sure every bin and barrel is labeled, marked, signed, and stacked. A middle aged dwarf stands behind the counter, eager to help customers yet also making sure his hard work at organization is not disrupted.

About the Owner: Kulgren Stonehammer (LG male dwarf commoner 3/paladin 2) is a friendly dwarf when you get to know him. He is eager to talk to travelers and happy to provide the goods and advice they need as they explore the Underworld. He does have a terrible fear of chaos and his compulsion to organize everything is his answer to this condition; if a customer puts an item on the wrong shelf or in the wrong bin, his friendly demeanor stiffens to cordial conversation. Those who repeatedly offend his sense of organization are treated increasingly coldly and may even be asked to leave the store.

Hyte and Weight (General Store)

Run by an enterprising young human man named Oswald Hyte (CG male human adept 1/expert 4), Hyte and Weight carries most general supplies but leans toward items to carry other supplies. Oswald has a large selection of differently sized backpacks, knapsacks, and bags of all shapes and sizes. He is always on the lookout for *bags of holding*, *portable holes*, or a *handy haversack*. If you're going to be heading to the Upperworld, Oswald has a small selection of carts and wagons which he can have delivered to the Underworld exit point of your choosing!

About the Owner: Oswald Hyte found his way to this city completely by accident using a map gifted to him by a friend (one with an odd sense of humor). When Hyte followed it (searching for a fortune in treasure) he ended up in Embla - out of his element and over his head. Being the adaptable fellow he was, Hyte quickly learned the patterns and goings-on of Emblan life and set up a shop; it wasn't the treasure he was searching for but he has managed to make a moderately decent living.

Marketplace

The Marketplace is a series of concentric circles of shops, stalls, and carts where you can find most anything you need. Two paths cut through the circles, dividing the area into quarters. The center of the circle is large enough to fit a horse and wagon through but is usually too congested by shoppers to do so. City guards patrol through the circle and many sellers have private security to handle the riffraff.

Ingwie's Pawn Shop

Sometimes when you're exploring the Underworld you find something that you're *sure* is valuable, but when you go to sell it what you have *seems to be* of extremely common or poor quality; instead of throwing that dirt-encrusted dagger away you can take it to Ingwie's Pawn Shop. Ingwie will give you less than the Marketplace would (¼ to ⅓ of the value listed in the Pathfinder® Roleplaying Game: Core Rulebook™) but will hold pieces for one month while you find a way to confirm your suspicions about them. After the month is up, Ingwie will either sell the item back to you (for 1/2 to 3/4 of the value listed in the PHB or Pathfinder® Roleplaying Game: Core Rulebook™) or put them up for sale to the general public.

About the Owner: Ingwie (N female dwarf expert 7/warrior 2) has carried on the tradition of her mother and grandmother in running the pawnshop. She has a real eye for basic items (Appraise +14, +16 for weapons; Craft (weaponsmithing) +12) and a feel for whether people are going to come back for an item (Sense Motive +11). She will usually be found cleaning and repairing items that have been left with her, returning them to a serviceable quality. Her skill as a warrior has come about as a result of "settling disagreements" with customers who realise they have made a mistake and attempt to take goods back.



Ironbeard's Trade (Trading Post)

This building, like many in the area, is built of stone; the similarities end there. Coming from within the building are odd sounds and strong fragrances and the store itself is packed with items from across the Underworld (and even a few oddities from the surface; kegs of dwarven ale stand near bottles of elvish perfume.) The walls are covered in tapestries, paintings and more than a few unfamiliar tools and weapons. A dwarven female dressed in gaudy floral colors moves throughout the store, helping any visitors and speaking to other clients about trade goods. Her left eye is covered with a patch and her one good eye glances around, keenly aware of her surroundings.

About the Owner: Merye Ironbeard (NG female dwarf fighter 3/rogue 1/expert 1) was once an adventurer herself. She traveled throughout the Underworld and beyond, fighting evil, slaying monsters, and making friends; when her eye was lost fighting a troll, she decided it was time to retire. Meyre hasn't been in combat for nearly a decade now, but the friends and contacts she has made throughout the world provide her with interesting supplies for the city and visitors. She is always looking for odd items from elsewhere and is happy to trade with travelers to acquire new goods.

Bergun's Trade and Barter

This shop features a door with signage carved in several languages, all of which say, "Greetings and Welcome". However despite the owner's best attempts, the store deals almost entirely with dwarves and dwarven goods. Bergun prides himself on being able to trade and barter for any good, and indeed has worked to help brewers, bakers, leather workers, smiths, and alchemists all find what they need in exchange for other goods.

About the Owner: Bergun Thunderaxe (NG male dwarf bard 4) is an aging dwarf; while he is not quite in his twilight, it is obvious the most active years are long behind him. He is more of a storyteller than an actual merchant and lives a very ironic life; despite the greeting on the door, Bergun is scared to death of non-dwarves. He shares fantastic stories of danger and excitement as though he were there, but in truth he has never been an adventurer or even explored much of the world around him. The locals are fully aware of this but trade through Bergun anyway for the entertainment provided by his stories. He will share information freely with adventurers (assuming he overcomes his fear of them) but anything he says will likely be misleading if not completely fabricated.

Warehouse #1: Mysterious Warehouse

This nondescript building stands apart from the other warehouses and resembles a fortress; a dozen armed and armored dwarves stand guard at the building's only door. A similar number also patrol the building's walls and are stationed in fortified locations on the roof of the facility. Changes to the guards happen at irregular intervals and tracking down an off-duty officer would be next to impossible as none have any distinguishing markings on their armor or any physical features that stand out. No one is seen either entering or leaving; even the guards never enter the building. Questions about this location are met with blank stares and shrugged shoulders.

Warehouse #2

This warehouse is divided in half and used by House Casisto and the Emblan Blacksmiths to research and develop new weapons. The southern half is filled with tables and bookshelves, while the northern area is occupied by mockups of monsters and random parts to build more facsimiles based on drawings made by the members of House Casisto.

Warehouse #3: Hyte and Weight

This smallish building is under contract to Oswald Hyte. Inside, he keeps his carts, buggies, wheelbarrows, and wagons.

Inns, Taverns, and Services

The public areas of Embla include various inns and taverns (for adventurers and travellers), as well as a small district completely dedicated to visiting traders. All races are welcome within Embla and allowed to stay within Stonetooth Tradeholme (located in the outsider trading district) for free. Of course, the appropriate legal paperwork and documentation must be procured in advance (through the Merchant Circle) and displayed to any guardsmen or visiting officials upon request; patrols by these officials are made nightly and residences are called upon at random. For anyone staying in this district there is a 5% cumulative chance per day spent here that a patrol will visit.

Dgrolfgen's (Beard Barber)

This establishment specializes in trimming, shampooing, braiding, and ringing dwarven beards. Of course, a pint or three of dwarven mushroom ale is generally enjoyed during one's time spent here.

Dgrolfgen's is very popular in Embla and an excellent place to overhear local rumors or meet new friends; at any given time between 10-20 dwarves can be found here with as many dwarven beard experts attending to their needs. It is a popular place for the city watch to spend their off hours.

Mushroom ale is on the house for paying customers. Dgrolfgen tends to find that the more relaxed a customer is, the more they indulge in the tonsorial delights on offer, and that it can get quite competitive.



Beard Work	Price per inch (2.5 cm)
Trimming	5 cp
Shampooing	1 sp
Braiding	1 gp
Dreading	2 gp
Ringing	1 gp*

*Does not include price of beard rings.

Beard Rings Type	Price (gp) Small	Medium	Large
Bronze	2	3	5
Silver	3	5	10
Gold	5	10	20
Platinum	10	20	30

Only the bronze rings are solid; the rest are simply plated with the listed metal. Each ring is intricately engraved with various dwarven runes. Customers may choose from rune rings symbolizing justice, honor, trade, prosperity, family, celebration, law, battle, solidarity, blacksmithing and of course the dwarven god Balir himself.

A long beard represents many strong beliefs rooted deeply in dwarven society, most of which include virility, sexual maturity, prowess in battle and family honor. While all male dwarves have beards, they come in a wide variety of colors and styles; the color of one's beard is never altered, and to do so would be taboo, but the stylization of one's beard is something to be celebrated and passed on in nearly all dwarven families. For example, an honored judge may choose to wear his beard neatly braided and secured in place with beard rings representing law, order, honor, and justice; if his son continues the family tradition, he will do the same. Of course, any style is acceptable and even trims are permitted to help keep beards from dragging on the ground. Obviously those engaged in frequent combat do not want the beard to hinder their movement in battle, thus becoming an encumbrance; great care is taken when trimming and a prayer to the dwarven god is said each time a length is cut.

All dwarven men wear beards unless they have been shunned from dwarven society in which case their beards are ceremoniously chopped off and the dwarf is left naked and alone deep in the Underworld; if they are able to return with their beard fully regrown they are readmitted to dwarven society.

The Heavy Hammer Inn

An inn of great revelry and drunkenness, this establishment is frequented only by dwarves and the occasional rowdy friend. A place where the youngest of the dwarves may let loose and crash for the night, The Heavy Hammer was built by Holdgrin Hammertongue (LG male dwarf expert 3) as a way to keep the youth in Embla out of trouble, giving them a place to stay after nights of heavy drinking so that they would not dishonor their family by causing mischief on their way back home. The place has done well, but is frequented only by young dwarves working in service industries such as smithing, mining, and brewing. Most middle aged or elder dwarves tend to stay away from here, as do any visitors to the city. Of course anyone is welcome, but slang is tossed about as loosely as the mushroom ale and outsiders (especially Upperworlders) will have a tough time understanding much of anything here, even if they do speak dwarven!

Mushroom Ale	3 cp / pint
Nightly Meal	1 sp
Rooms	2 gp /night (2-4 persons)



Meldronian's Mushroom

Towering above the city, Meldronian's massive mushroom was magically solidified and hollowed out to create this magnificent structure. Meldronian (N male dwarf commoner 5) is a dwarf that was born hairless and mysteriously grew twice as tall as normal. The cause of these birth defects is unknown and since Meldronian's parents died in an unfortunate accident many years ago, he will never know what happened to cause these oddities. Meldronian is also part blind and can only see out of one eye; the other was removed and replaced with a magical gem granting him the ability to see auras around individuals (*detect alignment*). Due to Meldronian's strange nature he found it easier to pass himself off as human long ago. Not wanting to leave the world he knows and loves, yet feeling a separation between himself and his kin, Meldronian opened this unique inn to draw visitors and Upperworlders with the novelty of staying in a room within a giant mushroom. While the mushroom has little space for a tavern or eating area, Meldronian does offer the option to order from various restaurants in town, each with extensive gourmet menus using some of the freshest mushrooms, breads, and vvor meat available. Meldronian will personally deliver any meal his guests order, although this food service and the rent are not cheap. There is a suite at the top of the mushroom which provides a beautiful view overlooking Embla; this room is fully stocked with mushroom ale, a bed with fine sheets and a rare down comforter as well as various accoutrements to make even an Upperworlder feel welcome. Meldronian occasionally travels to the surface to procure these rare items and will pay triple the normal price for any such items the party carries on them.

Room Service	5 gp
Rooms	10 gp / night (1 person)
Suite	20 gp / night (4 persons)

Clasping Hands Inn

Clasping Hands was the original location of Embla's famous Merchant Circle prior to the construction of the rest of the city; this building was the central hub for meetings, negotiations, and most of all trade deals. Now it is a popular tourist attraction, a locus of nostalgia and a gathering place for visitors, traders, and dwarves alike - the popularity of the Clasping Hands Inn has never been better. Frequently booked out many days in advance (or weeks if a trade festival is underway), finding a room at the Clasping Hands is unlikely. There are however a few select rooms downstairs in the converted cellar reserved for members of the Merchant Circle and their closest friends; if one was to become allied or supported by the Merchant Circle they may just find themselves with fine accommodations occupying the majority of the rooms in this area.

Despite the age of the building, every single room (including the cellar rooms) in this establishment has been completely renovated and the interiors are actually quite lavish. Fine hard mushroom woods have been used in the construction process and solid metal beams reinforce the place. In times of war this inn actually operates as a secret base of operations for the Merchant Circle and a hidden cave system underneath the cellar rooms connects to a magical teleporter leading directly to their council chambers in the Trade Gonjola.

Food	1 gp
Fine Food	5 gp
Gourmet Food	10+ gp
Algae Brew	4 cp / pint
Mushroom Ale	1 sp /pint
Dwarven Ale	2 sp / pint
Upperworlder Wine	5 gp / pint
Rooms	5 gp / night (2 persons)
Cellar Rooms	*Free with Merchant Circle recommendation*

Bottom of the World (Tavern)

This tavern is owned by retired dwarven explorer Arainyn Cragclimber (NG male dwarven ranger 4) and half-elven fortune teller Oresath Themal (CG female half-elf cleric 4/sorcerer 4/loremaster 2(3.5) - with the Eldritch Eye feat(PF)). This tavern does not turn anyone away for any reason other than not having any money or the promise of money within 24 hours. The Bottom of the World is known for two things: Oresath revealing the future to one patron a night and the Ragnarok,

a drink that is brewed on the premises (a mixture of rare grain alcohol, certain mushroom caps and a secret blend of spices known only to Arainyn.) It is a sweet, potent drink whose name comes from the way the drinker's head feels in the morning; rare is the person who drinks a Ragnarok and doesn't feel like the next morning is the end of the world.

The Frothy Mug (Tavern)

Owned by Telgan Songsmith (NG male dwarf bard 4/expert 2), a dwarven cook and retired bard that enjoys entertaining his visitors each night around a roaring fireplace with songs and stories about the great heroes of old.

Dwarven Bread Recipe

Dwarven Bread
Mix:
3 cups flour
1 cup water
2 tablespoons oil
hefty dash of undersalt

Mix well until your dwarven muscles groan from the effort.

Break into 10-12 pieces, knead into balls, roll out.

Start a pan over the fire, fill half with oil. Drop a rolled out piece of bread into pan, toss salt atop it. Fry until brown, flip and cook other side.

Continue until all bread is complete. Consume with plenty of fine dwarven ale.



Hammered (Tavern)

Hammered, despite its name, is not about getting completely clobbering drunk. Instead it is a tavern that caters toward the laborers of Embla, and is usually dusty and in need of a sweeping. The food, while not being long on taste, is filling and inexpensive. Anyone who isn't an Emblan laborer or looking for someone specifically is given funny looks for coming into the tavern.

Scholarly

Embla Academy

Embla Academy is like many Upperworld universities although it tends to teach skills for survival in the Underworld, such as spelunking, distinguishing between edible and poisonous mushrooms, and the rules and laws of Embla and surrounding cities. It is currently run by Headmaster Dag Ograddam (LN male dwarf fighter 8).

Embla Library

Embla Library is located next to the university and is frequented by both students and faculty but is also open to the public. Rumors persist, despite the efforts of Head Librarian Almana Thathal (LG female dwarf adept 2/expert 7) to deny them, that there is a secret collection of books, scrolls, and manuscripts of the deepest and darkest design somewhere within its confines (this is completely false.)

Tradesman

Apothecary

The Apothecary is run by Goecis Josuth (NG male human adept 3), a priest of the God of Healing, and half a dozen acolytes. He takes as many patients as he can in one day, dispensing both medicine as well as wisdom. Any supplies or assistance he receives are greatly appreciated but since most of the money he receives goes to the Blackroot Clan, he can't really afford to reward anyone.

Stonebarrel Brewery

Among the proud brewers of Embla stands the Stonebarrel Brewery. They have been using the same solid stone vats for generations; the smell of old ale, dwarven sweat, and fermentation fills the air here. The Stonebarrel family has always overseen production, including the current master brewer.

About the Owner: Volgmir Stonebarrel (LG male dwarf expert 3/warrior 3) takes his duties very seriously and the reputation and fate of the Stonebarrel Brewery rests squarely on his shoulders. He has great faith in the methods of his ancestors and is very much a traditionalist; although he is balding and more than slightly aged, he still has the fierce burning eyes of a successful competitor.

The Chutes Brewery

Made from the water that flows over the series of small waterfalls that the brewery is named for, Chutes brews are lighter with a brighter, cleaner taste than standard dwarven drinks and are more easily enjoyed by non-dwarves. Despite being a relatively new entrant into the brewer's market, The Chutes is rapidly gaining on older, more established brewers due to their wider audience.

About the Owner: Mada Garadak (NG female dwarf aristocrat 3) pushes herself and her company to produce excellent drinks and she is often in her lab working with different ingredients, trying to find the next best selling beer. She has ties with both House Casisto and the Blackroot Clan, who bring back specific herbs or potential flavorings that she trades for.

Malfin's Winery

Malfin's Winery creates drinks for the discerning palate. Far from the heaviness of dwarven ales and more sophisticated than the beers brewed from river water, these wines are made from fruits that grow just under the surface of the Upperworld; large teams of Malfin's people make treks to find melons, carrots, and potatoes to make wine, lending everything a layered, fruity flavor that is appreciated by the non-dwarves that live in Embla.

About the Owner: Malfin Bravespringer (CG male gnome expert 4) is one of the few gnomes that live in Embla and the only gnomish businessman in the realm. His almost unique status as a gnome gives him the idea that he is better than most people, however he understands that it is only by the whim of the dwarven Merchant Circle that he is able to run his business at all. Because of this, Malfin is usually more friendly toward the dwarves that come into his shop.

Skildpadder Stables

The skildpadder stables take up an immense amount of room and are the largest "building" in all of Embla, due to the size of the skildpadders. There is enough room here for twenty full-grown skildpadders as well as an "egg room," where the eggs are taken by handlers to be hatched and raised.

Next to the pens are the training areas for young skildpadders, as well as two large training areas for older skildpadders that are being taught new skills. Currently, only three of the available skildpadders are trained in combat.

The stables are under the watch of Beastmaster Balar Orin (NG male dwarf druid 5).

Other Places

Whistling Cave Bazaar

Whistling Cave Bazaar is located just outside Embla (to the east), hidden within a series of caves naturally arranged in a maze-like fashion. If one listens carefully, a whistle can be heard throughout these caves, beckoning forever onward. Following the whistling sound will cause travelers to quickly lose their way, thus a series of symbols have been scrawled and painted on cave walls, directing those in the know to the Whistling Cave Bazaar. Members of the Shadow Circle have memorized the complex layout of these caves by heart as this is one of the first steps in becoming a member of their order.

The PCs may catch wind of a secret trade bazaar taking place in Whistling Cave should they succeed on a **Gather Information/Diplomacy check (DC 20)** or approach the right people (Mercane) at the right time (late at night).

Whistling Cave is hidden down one of the side passages leading to the Emblan Mushroom Caves. It's named for the warm wind which pushes up from the deeper Underworld and rushes through these caverns at high speeds, creating a high pitched whistling sound. This noisy anomaly allows for those trading here to speak freely without fear of being overheard. Hearing anything clearly in this area (with **Listen/Perception** checks) is nearly impossible unless standing directly next to a person and leaning in close.

Whistling Cave itself is quite narrow and large sized creatures will have a tough time squeezing through the tight corridors.

Aside from the Embla entrance there are two other ways into the Whistling Cave (located over a mile below the city). The Mercane and other races use these entrances to travel up and meet dwarves and other merchants wishing to trade outside the laws of Embla, thereby avoiding taxes and legal restrictions as well as allowing the trade of illicit substances. Almost anything normally available on the black market may be found here but for prices between 4-10 times what one would pay on the surface (depending of course on what product is desired). Almost all spell components are available, as well as body parts, slaves, and necromantic magical items banned by most cities in the Upper- and Underworld. The Whistling Cave is truly a marvel of commerce and immorality; the chances of finding a paladin here are close to zero.

The following races may be found trading within this cave. The number appearing (on the next page) will be determined randomly. Classes and levels are at the GM's discretion, although it is worth remembering that it is a place populated by undesirables and ne'er-do-wells (so disreputable individuals and groups will be the order of the day.)



Shadow Circle Involvement

Phyzexanian, the leader of the *Shadow Circle* (Embla's thieves' guild) strongly believes that all races have the right to trade in any commodities without outside influence or government involvement. The *Shadow Circle* keeps the peace at Whistling Cave Bazaar and demands a 5% cut of all trades taking place here. They do not enforce laws, they simply prohibit traders from outright slaying one another (although discreet murders are another matter entirely.) The *Shadow Circle* are not detectives nor do they care; someone foolish enough to let his or her guard down deserves to die a volkling's death.

The Cage

"*If you find yourselves in the Cage, good luck to you. The place is nasty and covered in bloodstains and spittle. Dwarves gather round to watch fools duke it out, completely unarmed. Some fights go on for hours and can get pretty gory. There is a referee, but he generally only interferes if someone is going to be killed. There's no killing allowed in the cage; those that attempt to get tossed in jail or worse, while those that actually kill an opponent are definitely killed themselves before bein' washed away in acid.*"

Combat in the Cage

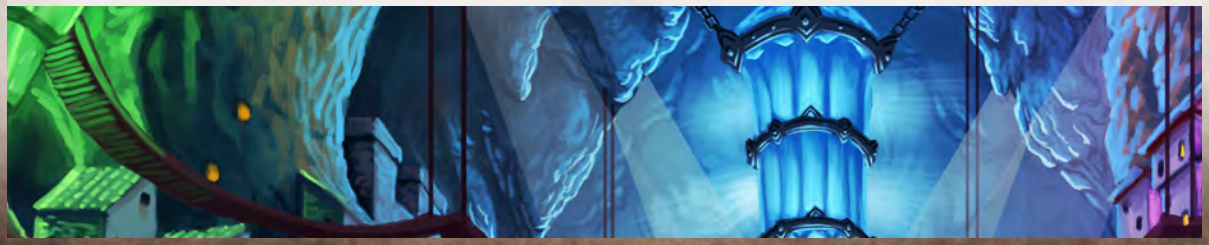
If any of the PCs run into trouble with the law they have two options; either wait to have their case heard before a judge (which can take up to 2 weeks) or resolve the matter immediately through one-on-one gladiatorial combat in the Cage (this second option is only available if both parties agree to settle their dispute in this manner.) Parties involved in the dispute have the option of calling upon a surrogate to fight for them but they must do so of their own free will and cannot be bribed or compensated in any way, shape, or form. Those caught disobeying this edict will face the stiff punishment of being chained for eternity to the Cliffs of Langornith, many miles below Embla at the Heart of the World (where the flesh of the morally, spiritually and physically weak will be slowly torn from their bones by the unsurpassed might of the eldest of the elemental beings of the Earth.)

Rules for fighting in the Cage:

1. No clothes or equipment of any kind are allowed within the cage (save for underclothing to cover one's nether-regions).
2. One must fight for oneself (or have a third party which offers to fight in their stead without being bribed or influenced to do so in any way, shape, or form).
3. The battle will continue until one combatant either falls unconscious, an attempt is made to kill one of the fighters, or one is actually killed.
4. No outsiders are permitted to involve themselves in any way with combat or they will be arrested and imprisoned for a duration of 1 month.

Fungus Farm

A massive open cavern to the east is dedicated to providing most of the food supply for Embla in the form of numerous varieties of fungi. While outsiders are rarely permitted into this area there are exceptions, especially in the case of helpful adventurers. Four sorting facilities exist and are quite breathtaking to behold, carved from the rare rocks in this area and framed by cascading warm waterfalls. Mushrooms grow in neat fields but also take hold to the cavern walls and buildings themselves. Nearly all the mushrooms in this area are edible, but sometimes an inedible or even a poisonous variety works its way into the mix (in which case the sorting facilities spot it and pull it before conducting a thorough investigation followed by a cleansing operation to remove the dangerous and unexpected variety.)



Whistling Cave Bazaar: Races Encountered

Race	%	Number Appearing
Drow	65%	Historically 2d8, now 1d2 and in heavy disguise
Dwarf (Dweorg)	99%	4d4
Dwarf (Dvergr)	35%	1d6
Dwarf (Zwerc)	5%	1d2
Half-Elf	25%	1d2
Half-Orc	25%	1d2
Human, Vikmordere	5%	1d2
Human, Klavekian	3%	1d2
Human, Other	8%	1d2
Mercane	70%	2d4
Svirfneblin	85%	1d8
Other (GM choice)	25%	e.g. gnome (1d2) or Special (1)

Characters of Importance

Mayor Torin Stonetooth

Mayor Torin Stonetooth is tall for a dwarf and carries himself with a warrior's stature. It is a matter of fact that he was once a member of the Stoneholme Granite Brigade, an elite group of strong warriors devoted to the dwarf god (as well as stalwart warriors who could make themselves as unmovable as granite itself.) Torin is a friendly fellow unless wronged, believing that trust must be earned and should not be freely given; because of this, Torin chose to re-establish trade relations with the other races individually. This gave the Merchant Circle time to evaluate the actions of the other races and make decisions to allow mass entry of those peoples possible again. The overarching policy of allowing even the stereotypically evil races into Embla for trading purposes has brought about his re-election for the past three decades.

The mayor of Embla has sent a request for help to the nearby city of Stoneholme. The courier returned very recently and brought dire news; Stoneholme refuses to become involved and are in the process of closing their borders, setting dangerous traps and placing powerful wards to prevent evil-doers from entering the city; they will not provide Embla with any form of aid or support.

Golaren Graybeard

Golaren is the last of the Graybeards. Long ago he was captured, tortured, and subsequently enslaved by a drow overseer, where he remained for most of his life. He has been warning the Merchant Circle and the mayor to abandon the city and move north, away from the growing threat of the drow; he knows that should the drow armies arrive here, Embla will certainly fall. When the PCs arrive Golaren speaks with them briefly and then declares that he is leaving the city for underlands far to the north. He packs his things and flees Embla through the Back Road, taking a small offshoot to head further north. If the PCs are also taking the Back Road he warns them, "If the drow see you emerge near their city, they will surely trace your route back to Embla. That will be the end of this settlement, although its days are already numbered as it is…"

Maylorin Obsidianaxe

Maylorin Obsidianaxe is the head of the Merchant Circle and responsible for maintaining stable communication between the Merchant Circle and the populace, including the mayor. He is an elder dwarf and has been involved in trading and politics for nearly a century. He



sees the drow threat as very real but is confident there are ways and means to resolve such matters. Since most of the dwarven warriors have been captured (along with their caravans) Maylorin sought help elsewhere, asking Miah to contact his cousin Quorron on the surface to ask for aid. With the Underworld upset by the drow play for power, no one in this realm can be fully trusted and the dwarves must (for the first time) look to an otherwise-impartial outside source. Many in Embla would see this as a sign of weakness, so Maylorin has performed this action with neither the mayor's consent nor that of the Merchant Circle.

When the PCs arrive, Maylorin plans (along with Miah) to plead their case before the mayor and the Merchant Circle in hopes he will approve Maylorin and Miah's simple plan: locate the drow house (Gullion) responsible for the change in behavior within the city of Holoth and eliminate the matron. It is obviously not as simple a plan as it sounds, but it is straightforward and makes use of a group of outsiders (the PCs) so as not to further enrage or attract more undue attention to Embla. Of course everyone wants a reward and Maylorin guarantees the Merchant Circle will grant the PCs great riches alongside Embla's eternal gratitude should they succeed in this mission. The PCs truly do not know what they have gotten themselves into and by the time they realize what has happened they are too deeply entrenched in the conflict to escape the pull of the drow.

Miah of Embla

Miah's history is likely quite similar to that of the PCs. He was an adventurer until about ten years ago when an evil wizard cursed him with a permanent *flesh to stone* spell. His adventuring group tried everything they could to remove the curse but nothing worked. When his companions found a *ring of wishing* in a treasure hoard they used it immediately. "I wish for a way to turn our friend Miah from stone to flesh." They received a magical amulet which grants the benefits of a continuous *stone to flesh* spell (but only while being worn by Miah).

As soon as the amulet is removed, Miah turns back to stone. It is easy enough to change him back though, as one must simply slide the amulet's necklace back around his neck. He then changes from a statue into a living, breathing dwarf.

Miah (NG male dwarf fighter/8) has since retired from the adventuring lifestyle and spend his days hammering out weapons and armor in the dwarven city of Embla. At night he serves on the Merchant Circle, meet-



ing to discuss ways to improve the city's economy and initiate trade routes with other Underworld species. The dwarves have had great success negotiating peace and gold in trade for their goods and services; deals with the mercane, the krodlyns, and even the drow were struck up and peace maintained for many years. That is, up until recently.

Despite hailing from a low-ranking family, Miah has established himself as a stalwart supporter and emissary of the dwarven city of Embla. Respected by many yet not as well known as some of the merchant house leaders, business owners, or politicians within the city, one could say that Miah is the heartbeat of Embla, the one who would be first in line to give his life for the city and the people he loves.

K'Chouk

Little does Maylorin know, but a drow spy and assassin named K'Chouk has been watching his every move. K'Chouk was eavesdropping when Maylorin asked Miah to travel to the surface and she was there when he spoke with the mayor and planted the idea of attacking the responsible drow house directly.

While in Embla, K'Chouk appears either as a female dwarf or a small black bat so as not to arouse suspicion; seeing as only a handful of drow have visited the city in the past few months, she would stick out like a sore thumb if undisguised. Her image is protected by a powerful *polymorph* spell as well as numerous enchanted items which protect against scrying and detection magic. Since her discovery of a potential plot against House Gullion, she traveled back to the city of Holoth to recruit the aid of five skilled assassins, their target: Embla's Merchant Circle. They return to the dwarven city and bide their time; when the Merchant Circle next meets to discuss the proposition for a direct attack (involving the PCs), the assassins will strike. They intend to use their deadliest poisons and expect the skirmish will last only a few seconds at most. After they have completed their mission, they quietly withdraw and return to the city of Holoth (awaiting additional orders by Matron Maelora).

Entering Embla

Upon entering Embla the PCs will undergo a brief search; the guards recognize them as outsiders and Upperworlders immediately. They ask the PCs for any mercantile paperwork or documents from their government, which should indicate the desire to seek trade negotiations with Embla. As the PCs figure out what to do next, Miah moves to the front of the party and presents a necklace bearing the symbol of the Merchant Circle (a pair of clasping hands above which hovers a coin and below which rests a nugget of ore). The guards instantly grant the party entrance to Embla.

> The gates part, presenting a majestic, active trading city, its architecture most obviously dwarven and forged with expert craftsmanship to be strong, solid, and functional yet still retain the reverence for the stone which gave birth to each building. Each appears to be formed out of solid gemstone and each is a different color.

If you prefer to paraphrase the following read-aloud text you are encouraged to do so as the PCs ask Miah questions on their way towards his home. Otherwise, go ahead and continue reading the following text aloud.

> The first and forefront of the stalactite shaped structures is colored pink. "*That's the Trade Gonjola*," says Miah. "*That is where the Merchant Circle meets and where all trade negotiations and major mercantile decisions are made*." The imposing structure, like the other three, is bound with strips of solid mithral, which obviously assist in holding the delicate structure together. Torchlight flickers within, illuminating the crystal and draping the occupants as silhouettes upon the exterior of the complex.

"*Just behind and to the left is the Celebration Gonjola*", Miah explains. This structure is identical to the first except it is made from a deep green crystal. There is barely one-tenth the number of silhouettes cast upon the exterior of this gonjola; perhaps the drow attacks on dwarven merchants have diminished the dwarves' normally celebratory spirits.

The third and final of the mysterious structures is the Justice Gonjola, located to the right and just behind the Trade Gonjola. This gonjola is forged of blue crystal; silhouettes of people inside walk with utmost purpose, their movements orderly and planned. "*That is where court is held; disagreements between trading parties, mercantile groups, or other disputes are handled there.*"

After taking in the handiwork of the dwarves your eyes wander to another impressive feat; they have taken to building all of their homes into the sides of the cave, elevated far above the ground. "*This prevents invaders or thieves from entering our homes. Well, it is a deterrent at the very least and keeps the cave rats out.*" Miah smiles. "*Mercantile visitors to our fair city stay in magically shaped stone-dome houses which are distributed on the east side of town. Most of the shops, inns, and taverns can be found on the ground floor of the cavern, directly in front of you in fact.*"

If the PCs want to know more about Embla, Miah continues.

"*Within this very cave to the north is Granite Falls and the Granite River, which flows across the town and cuts the cave off about one quarter from the limit point. There are two bridges that allow access to the other side of the cave, which holds two volcanically heated swimming holes, lakes actually. Then there's the Cage; a fighting arena for those that choose not to settle their disputes in court or feel they are above the law. Finally there's the guard tower and the mushroom farms off in the eastern caves.*"

Stocking Up on Supplies

During the PCs' short stay in Embla, they may purchase supplies from any of the local merchants. Prices are increased due to differences in economy and currency value between the Underworld and Upperworld, as well as the recent disruption of standard Underworld trade routes. Any goods easily typically found in the Underworld are sold at twice their standard rates, while goods from the Upperworld sell for between 4-5 times the standard value and many items are simply unavailable. The GM may decide what is available or in short supply accordingly.

Home Sweet Home

As dwarven tradition dictates, friends are to be brought into Embla and straight to one's own home where a fine meal will be prepared and many ales drank. Miah is not one to argue with tradition and escorts the PCs directly to his home. Miah's home is located in the southwestern section of the city, and like all dwarven homes here is carved directly into the cavern walls. Unlike many of the other homes there are no bridges leading here, only a rope ladder which must be "called for" using an odd looking signal whistle worn by Miah, (the whistle has a very specific and low tone, audible only to those with dwarven ears.)

Miah motions for you to follow him. "*The Merchant Circle should be meeting first thing tomorrow. Let us go to my home where my wife will make us some mushroom tea and Kvrockian Stew with Balak's Blood rolls.*"

The PCs may choose to refuse his offer for the time being, choosing instead to restock their dwindling supplies and perhaps pick up a few additional items to help them during their time spent in the Underworld. If the PCs miss this opportunity they may surely have another, just after their meeting with the Merchant Circle (although by then time will be of the essence).

Miah's home is a fairly sizable estate that requires strong arms to reach; a long climb up a dangling rope ladder is required to get to his

abode. Such security seems overdone, but as you heft yourself up the rope ladder, through the small opening, and into the cave-side home you immediately find a sense of security that you have not felt since leaving the surface.

Miah reaches out to help each of you stand. "*Please make yourselves at home. We shall eat, then drink ale and retire before too late so that we may meet with the Merchant Circle first thing in the morn.*"

You notice Miah takes extra time to secure the front door and double check the deadbolt, glancing out the peephole before turning back to your group. "*Er, one never can be too safe these days with the drow stirring up trouble. Let me introduce you to my wife Gvendolynn!*"

Miah will introduce his wife Gvendolynn, a sharp woman of many talents with cooking, music, and dancing being among them. She loves to entertain visitors and can do so with her wits just as well, loving a good discussion of ancient dwarven history and lore, or talking trade and politics alongside her husband. Miah and Gwendolyn work together harmoniously, neither being forced into the typical role of minding the household, both contributing equally to their balanced and happy lifestyle.

Vvor Stew with Balak Blood Rolls



Gvendolynn has prepared this marvelous stew to celebrate her husband's safe return as well as to welcome new friends into their home.

Vvor stew has an amazing medicinal effect, although it may only be prepared by dweorg dwarves and does not last long after the stew has been prepared. PCs consuming at least 4 oz. of this stew replenish hit points when they sleep at four times the normal rate.

An Unexpected Visitor

Any PCs that choose to stay up late and keep watch (or have been up drinking dwarven ale with Miah) may catch sight of something out of the ordinary, although unless Miah is up with them, they may think nothing of it as the daily routines and occurrences of the Underworlders are still alien to the party.

Secretly roll a **Spot/Perception** check (**DC 25**) for each PC currently awake and in the main room. Drinking dwarven ale incurs a -2 penalty to this check, while drinking heavily incurs a -4 to -8 to this check (determined by the GM and depending upon how much ale has been consumed).

Failure = Nothing happens.

Success = "*You hear a scratching noise and turn to catch a glimpse of a large black bat peering through a sizable peephole in the front door*!"

This happens so fast the PC might wonder if they were imagining things. If a PC goes to look, no one is there. If Miah is awake he tells the party that the spies of evil doers are everywhere and they best be mindful when discussing any plans. "*Tis only safe to speak further on this matter within safe confines of the Merchant Circle chambers within the Trade gonjola. Tomorrow we shall arrive in time for the council. For now, get some sleep*."

This bat was in fact a drow in disguise (utilizing a *polymorph* spell). The drow assassin K'Chouk has been keeping tabs on Miah, and after this brief encounter, she notifies her team of assassins that strange Upperworlders have arrived and now is the time for action. They are to make their way to the Merchant Circle chambers and hide in wait until morning, but just before K'Chouk heads to the gonjola, she sends a message to Matron Maelora of House Gullion using an ancient drow assassin secret, relaying the missive via a small cave moth which flits off into the vast cavern housing Embla before vanishing into the darkness of the Back Road.

Plans & Preparations

The small group of drow assassins led by K'Chouk sneak into the Trade Gonjola and position themselves within the meeting chamber of the Merchant Circle. Each has a potion of *invisibility* and *nondetection*; they drink these potions just as the first of the dwarves move to open the

doors to the chamber, then silently hide in the shadows of the room on the floors, walls and even the ceiling (taking full advantage of their *slippers of spider climbing*). As it happens, inbred caution finds them doing this even with *invisibility* in effect. Also, although K'Chouk has never seen it happen, she is wary of the invisibility being suddenly dismissed and hopes the shadows will offer some concealment (even for a moment) if that were to happen.

Meeting with Maylorin

Miah will take the PCs to meet Maylorin Obsidianaxe first thing in the morning. Maylorin informs the party that almost every single trading caravan of the dwarves has been destroyed or captured. If the PCs managed to save the caravan they met as it was attacked, Maylorin will be very grateful, not least because this will add weight to his argument that the PCs should be the ones to stage an attack on the drow house.

The drow are blaming the dwarves for "attempting to sneak spies into drow territory," despite the standard trading routes having remained unchanged for decades. The drow have now engaged every caravan anywhere within twenty miles of the city of Holoth. There are rumors from visiting races that the drow have in fact claimed anything within twenty miles of Holoth as drow property, and apparently that range is expanding at a rapid rate (so it's not just the dwarves that are suffering.) Soon Embla may become a target as well. Maylorin gives the PCs a small pin recovered from a drow raid where both sides were decimated, bodies scattered about and left as carrion; the pin is that of House Gullion.



Meeting with the Merchant Circle

Read the following when the Merchant Circle finally meets with the PCs.

You enter a large stone floored chamber with solid pink crystal walls, the room itself is illuminated by the ethereal pink light emanating from the crystal walls and further enhanced by a circle of fiery torches. Marble steps descend into the chamber proper where an ornately carved, circular wooden table sits in the dead center of the room. Filling six of the seats are members of the Merchant Circle; Maylorin moves to take the seventh seat, and the eighth and final seat is taken by a grim-faced Mayor Torin Stonetooth. "*Today we have guests,*" he says, "*please, take a seat*" and motions at the stairs. Miah nods at you, saying, "*Don't take it personally, normally the Merchant Circle and the mayor won't even allow guests into this chamber during meetings.*"

A dwarf dressed in white robes and carrying a massive tome steps into the room and begins to record the session as it unfolds using a quill which seems to never run out of ink. First the group discusses a few matters left over from their previous meeting; both the mayor and Maylorin seem irritated that the group appears to be stalling, presumably to prevent you from having the time to speak. After the Merchant Circle has finally finished discussing new trading laws regarding certain types of poisonous mushrooms, the floor is passed to Maylorin.

"*Since you've left me with little time, I'll get right to the heart of the matter. As you know, our trade caravans have been attacked time and time again by the drow from the city of Holoth and our people taken as slaves. Diplomats attempting*



to contact the drow have also disappeared, never to be seen again. Our once great force of Skildpadders and merchants has been reduced to only a smattering of minor traders and their few mounts."

"*From reports obtained after encounters with the drow, it appears that one house is responsible for this shift in behavior.*"

As he speaks, Maylorin pulls out a drow house insignia pin and sets it upon the table. There is a murmur around the room.

"*Indeed, this is the symbol that was found at each and every engagement we've been able to get evidence from.*"

Maylorin has reached into his pocket again; drawing out his clenched fist, he scatters a dozen or so further pins across the table, all exactly the same as the first. With his re-clenched fist crashing down on the table and his voice raised, Maylorin states,

"*This accursed insignia, this bane of the lives of all who live in Embla, is the symbol of House…*"

Before Maylorin can finish his sentence, a drow arrow pierces the spot between his neck and shoulder, black liquid dripping off the arrowhead as it flies towards him, and Maylorin begins to convulse in agony before sliding out of his seat and under the table. The entire Circle erupts in chaotic uproar, while arrows and throwing daggers coated in drow poison seem to appear out of nowhere, slamming first into Mayor Torin Stonetooth then the other members of the Merchant Circle. Blood spills across the table, dripping onto the floor as the shadowy forms of lithe dark elf assassins rush across the walls and ceiling.

The assassins all wear *slippers of spider climbing* and use poisoned magical daggers (specifically enchanted to self-destruct if any non-drow attempts to use them). If any of the drow assassins' equipment is recovered and touched by a PC, that person will suffer 1 point of damage as the item explodes into powdery dust.

K'Chouk

3.5 hp 78 / CR 10 / pg 379
Pathfinder hp 96 / CR 10 / pg 432

Drow Assassins (6)

3.5 hp 18 / CR 4 / pg 351
Pathfinder hp 32 / CR 4 / pg 413

Post Combat

After the combat has concluded, only Miah and Maylorin are left alive. While Maylorin managed to shake off the effects of the poison and is severely damaged, the rest of the Merchant Circle has been killed and the mayor appears mortally wounded. Maylorin and Miah will ask for the PCs help before rushing the mayor to the local temple located in the Horn Gonjola, with or without them. The mayor is indeed mortally wounded and will die before they make it there; if there is a healer in the party and they step forward to use their skills or magic on the mayor, they can save his life. He will reward them with an ancient weapon called *Stonetooth* (a *+4 dagger*) that has been passed down through his family for many generations.

Before the mayor is taken away to the temple (or just after the PCs save his life), he begs them to move ahead with their plans. "*Strike hard and fast. You must stop this drow house or they will be the death of us all! Take Miah as your guide and be off to the city of Holoth, the nest of these venomous vipers!*"

The Ever-Watchful Matron Maelora

Matron Maelora of House Gullion uses the *Vidrefacte* to scry on her assassins and watches the battle unfold. If the PCs defeat the assassins, she begins to keep a very close eye on them; she will check in on the party once per day to take note of their status and current whereabouts.

Even if the assassins are successful and return to Holoth, she will have 1d3-1 of them killed for "not putting

enough effort into the task". These will be chosen by the members of the group, with K'Chouk both immune from selection and allowed 2 votes

If the PCs begin moving in the direction of the drow city of Holoth she will begin to check in at least twice per day.

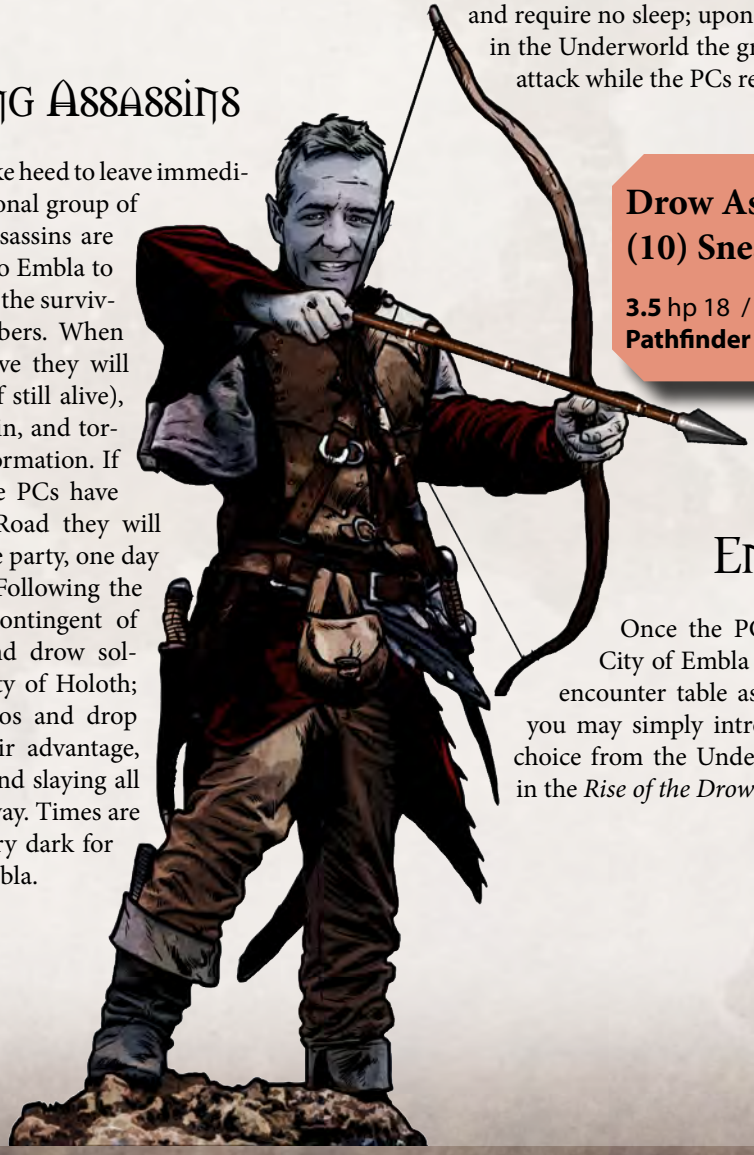
Once they are within 2-3 miles of Holoth she checks in between 3-5 times per day.

If the PCs actually enter the city, she dispatches members of the house to deal with them while continuing to keep a watchful eye for the duration of their stay.

If the PCs enter Tolgorith Tower while under the watchful eye of Matron Maelora, they will have a very difficult time catching any of the house members or their minions by surprise.

Incoming Assassins

The PCs would take heed to leave immediately, as an additional group of House Gullion assassins are already en route to Embla to slay the party and the surviving council members. When the assassins arrive they will find the mayor (if still alive), as well as Maylorin, and torture them for information. If they find that the PCs have taken the Back Road they will rapidly pursue the party, one day behind the PCs. Following the assassins are a contingent of over one-thousand drow soldiers from the city of Holoth; they use the chaos and drop in morale to their advantage, sacking the city and slaying all who get in their way. Times are about to grow very dark for the fair city of Embla.



Enter the Underworld

The PCs now leave the city of Embla and enter the caverns of the Underworld either on a quest to slay the matron of House Gullion or return to the surface, whatever their destination they will have many dangers to contend with.

Imminent Attack

Regardless of which path the PCs choose two things are certain. First, Matron Maelora of House Gullion is now aware of their presence and second, a group of assassins (almost twice the size as the first) now tracks them. The assassins are using potions to keep themselves awake and require no sleep; upon the second night camping in the Underworld the group of drow assassins will attack while the PCs rest.

Drow Assassins (10) Sneak attack!

3.5 hp 18 / CR 4 / pg 351
Pathfinder hp 32 / CR 4 / pg 413

Random Encounters

Once the PCs leave the safety of the City of Embla use the following random encounter table as you see fit. Alternatively you may simply introduce encounters of your choice from the Underworld monsters available in the *Rise of the Drow* Combat Index.

Underworld Encounter/Event Table

%	Cave Type	Features	Formations	Material of caves and tunnels	Cause of caves	Monsters or Humanoids	Conditions
01-05	Dead	Bedding plane	Flowstones	Packed dirt	Carbonic acid	Bat Swarm	Below freezing
06-10	Live	Faults	Stalactites	Limestone	Sulphuric acid	Centipede Swarm	Freezing
11-12	Ossuary	Joints	Stalagmites	Chalk	Lava	Colossal Monstrous Centipede	Very cold
16-20	Animal pen	Cracks	Helictites	Dolomite	Waves	Fungal Crawler	Cold
21-25	Epigenic (surface cave)	Karst (rough limestone country)	Soda straws	Marble	Flowing stream	Phycomid	Cold and wet
26-30	Hypogenic (deep cave)	Gallery	Columns	Salt	Aeolian (wind)	Roper	Wet
31-35	Plutonic (heat formed)	Ley tunnel entrance	Steps	Gyspum	Glacial	Slime Mold	Cold and dry
36-40	Mazelike	Stream	Solid lava mounds	Lava	Fault fractures	Vegepygmy	Normal
41-45	Underground spring	River	Ice structures	Ice	Ground water seepage	Black pudding	Warm and dry
46-50	Dead end	Lake	Island on a lake	Packed sand	Hydrogen sulphide	Charda or Clawbat	Dry
51-55	Former sea cave	Sinkhole	Whirlpool in a sinkhole	Hardened mud	Unstable ground	Darkmantle	Warm and wet
56-60	Isolated chamber (no way in)	Drainhole	Oil seepage	Petrified wood	Unstable ceiling	Delver	Warm
61-65	Branchwork	Water table lines	Gem vein	Fungus colony	Meteor strike	Destrachan	Very warm
66-70	Angular network loops	Rock strata lines	Precious metal vein	Coral colony	Explosion	Drider	Hot
71-75	Braided passages	Rift caves	Iron pyrite vein	Sea kelp colony	Earthquake	Gibbering Mouther	Very hot
76-80	Spongework	Lava mold caves	Natural pit trap	Avalanche boulder piles	Teleport out of contents	Gray Ooze	Hypothermic
81-85	Ramiform	Open vertical lova tunnel	Natural falling block trap	Sandstone	Spell	Lurker Above	Dehydrating
86-90	Pit caves	Tectonic plate fracture	Squeeze hole, small or smaller creatures	Eathquake - damaged structures	Creature	Mercane Merchants(s)	Fatiguing
91-95	Dead	Open lave	Climb of 40 ft. or more to continue on path	Nature - recaimed dungeon	Fire	Exiled drow rougues/warriors	Exhausting
96-100	Live	Steam geyser	Drop of 40 ft. or more to continue on path	Carved magical underground clouds	Mining	Purple worm young or adults	Deeper darkness

Stoneholme

To the east of Embla on the Long Road one may find their way to Stoneholme, the ancient dwarven capital, now an isolated city of stalwart dwarves with a rich history. The way is now trapped, secured by all manner of protections from divine wards to arcane traps and plain old dwarven deathtraps. The PCs may come here in an attempt to request assistance from Embla's neighbors in holding back or even attacking the drow of Holoth. The answers the PCs receive won't please them, but perhaps the party can at least get some rest here before moving on to their next destination.

Oh beacon in the darkest deep
My axe and shield will always keep
You standing strong - glor'rious home!
My life - my all! For dear Stoneholme.
~ Excerpt from Stoneholme's Anthem

STONEHOLME

LN large city
Corruption +2; **Crime** -1; **Economy** +5; **Law** +3; **Lore** +5; **Society** +2
Qualities academic, insular, prosperous, racially intolerant (any non-dwarven Underworlders), strategic location
Danger +5

DEMOGRAPHICS
Government overlord
Population 14,245 (14,245 dwarf-dweorg)
Notable NPCs
King Vjorn Deepthunder (LN male dwarf-dweorg fighter 9/aristocrat 3)
High Advisor Gralous the Forger (LN male dwarf-dweorg expert 16)
High Craftsman Emberburrow (LN male dwarf-dweorg cleric 11)

MARKETPLACE
Base Value 11,200 gp; **Purchase Limit** 75,000 gp; **Spellcasting** 8th
Minor Items 4d4; **Medium Items** 3d4
Major Items 2d4

Stoneholme is a dwarven city-state with a proud history and a long standing policy of non-intervention. The Underworld is a dangerous place, and the dwarven settlements that decide to play with fire by engaging in trade with treacherous races (like the drow) are just asking for trouble, foolishly putting their citizens in harm's way. Fortunately for all involved, Stoneholme has resolved to remain standing and intact for all eternity, a final bastion of dwarvenkind.

Certain races (human, gnome, halfling, elves and, half-elves of the surface variety, and any half-orcs who are escorted by at least one of the aforementioned races) are welcome as visitors, though the dwarves insist that they sleep at the Tallest Tankard (the city's only inn) and report in to the watch no less than once a day. Guests can expect to be treated civilly, so long as they remain civil. However, any minor (albeit provable) infraction will see a non-dwarf banished from the city with very little discussion.

History

Many centuries ago the Deepthunder clan survived by moving from place to place, always driven from their settlement after only a few short decades whenever other competitive Underworld races decided to flex their muscle. This constant displacement allowed a tiny cult of Dispater, archduke of the second layer of Hel and patron of emotionless tacticians, to gain hold. It festered and grew until even the king's advisor was under their sway.

Already tired of running, king Yoorn was finally convinced to embrace some of Dispater's teachings when his only son met his end at the hands of a drow raiding party. After swearing aloud his fealty to the archduke, Yoorn suddenly noticed that a finely wrought staff was in his hands; merely holding it filled him with a feeling of power and certainty.

After finding and slaying the drow who'd killed his son, Yoorn led his clan on a final exodus before the dark elves could retaliate. Despite his public flirtations with diabolism, his subjects followed the commands of their monarch - their bonds as dwarves and clan were far stronger than their misgivings. The entire clan swore an oath to following their king, body and soul, to follow wherever his command would lead.

Their journey took them hundreds of miles through





twisting tunnels and lost passages. Many was the time that the clan dug through mighty walls of stone prepared to give battle, only to be greeted by another empty snarl of caverns. During this time Yoorn had a daughter; she was named Diswyn and was to be the next queen.

At last there came a day when a dwarven pick broke through some particularly soft stone, and there before all the clan lay a massive cavern, lit in faint hues of violet and emerald; the journey was at an end.

The first night spent beneath the soft glow of the massive emerald mushrooms was a time of revelry for the exhausted dwarves, interrupted when all at once, a tall and grim stranger appeared among them. With skin like iron and glowing embers for eyes, he said that his name was Dispater - and he had come to better define the pact.

Yoorn's guards tried to seize the Iron Duke but a single touch of his arm turned them each into statues of steel. The king was terrified, but hid his fear and bid the devil to speak.

Dispater explained that in receiving the aid and advice of his priests, Yoorn had accepted a sample of Dispater's service; now that they were in the place they wished to settle, that trial period had ended. The minions and machinations of Dispater had kept the dwarves safe during their pilgrimage and those same resources were all that kept the majestic cavern as secure as it was.

When Yoorn asked what the price of Dispater's continued protection would be, he was told that it was his own choice to make. The other dwarves had sworn an oath to follow him both in body and spirit, after all, and therefore their souls were his to offer. The proposed agreement was that each soul remanded to Dispater's custody through the willing sacrifice of its owner would buy the dwarves a day of guaranteed safety for each year of life lost. If the dwarf refused, the rich cavern would soon be re-infested with hungry and greedy creatures.

The king had no choice.

Yoorn was the first to volunteer and he commanded the entire leadership of the cult of Dispater to follow suit (the rest of the worshippers and followers mysteriously disappeared into the night). The decision was made, Dispater called a battalion of devils to rend the dwarves free of the mortal coil, and young Diswyn was made queen at the tender age of 86. This combined sacrifice purchased ten and a half years of safety. Her first royal act was to forever

outlaw association with any and all demons and devils, on pain of banishment.

Diswyn Deepthunder oversaw and worked alongside the clan's artisans, finally working the chamber into the semblance of a city. It was discovered that the mushrooms were fecund and nutritious, and the unique violet crystal (which they would name liavous), while brittle in its natural form, could be worked into weapons and armor to make them as hard and resilient as adamantine.

Dispater's promised protection wore off exactly on the hour of the day he said it would - the event was marked by a gang of kobolds and their trained bullette attacking the perimeter of the unfinished wall. Several skilled laborers were either killed or wounded and it quickly became apparent that it would take nearly as many guards to protect the construction as it would to keep the building on schedule.

The queen recognized that there weren't enough able bodied dwarves to do both at once, and so she made a drastic decision. Her father's hell-touched scepter had been kept locked away for many years, despite its great power. More the warrior than old Yoorn had been, she had the item reforged by clerics of Industry into a mighty warhammer. She named the new weapon *Utzkurj* and it was with it that she spent the next month single-handedly fending off attack after attack against the walls. During queen Diswyn's reign, Stoneholme's name and presence were established throughout the Underworld (but she never forgot what the cost had been).

A distinguished line of kings would follow from those early days, each contributing something to the physical and cultural history of Stoneholme. Though it would become one of the mightiest cities in all the Underworld, its rulers would forever honor the principle that their paradise was cut from the wilderness at the cost of dwarven souls, and was therefore far too precious to ever risk.

The five other monarchs are touched on only briefly in this book -

Yoorn the Bold brought the Deepthunder clan from their old land thousands of miles away to the site of what would eventually become Stoneholme. The father to Diswyn and Hraag (killed by drow), he was the wielder of *Ironglory* before losing his life and soul to Dispater.

Diswyn the Wise oversaw the construction of most of what is now modern-day Stoneholme. She was mother to Gralous and Rokkous, outlawed consorting with demons and devils, re-forged *Ironglory* into *Utzkurj*, and ruled for 350 years before retiring to an advisory role.

Gralous the Stubborn was the hot-headed twin brother to Rokkous. The father of Karn, he established an outpost at the site of what would one day become Embla and ruled for 57 years before being killed while unsuccessfully defending the outpost from an army of grimlocks under the control of an aboleth.

Rokkous the Sane was Gralous' methodical twin brother. He abandoned his brother's expansionist pursuits and instead focused on establishing an arcane college. A hundred years after Gralous' passing, he and his apprentices crushed an army of grimlocks that attacked Stoneholme in a battle that would be called "The Unseen Massacre". Rokkous began constructing the first of The Eternals and ruled for 350 years before retiring to an advisory role.

Karn the Wonderful was a talented diplomat and he negotiated non-aggression pacts with many neighboring settlements in the wake of The Unseen Massacre. When he took the throne, the dwarf ruled with an even hand and took a personal interest in refining the perfect fermentation and blend for a mushroom-based mead. Under his rule construction of the first four Eternals was completed. He fathered Gralous the Second and ruled for 350 years before retiring to open what would quickly become Stoneholme's most popular tavern.

Gralous the Forger took use of the liavous crystal to new levels, learning both how to infuse shards into already-forged weapons as well as how to craft arms and armor entirely out of a refined version of the substance. During his reign, construction of the fifth Eternal (in the likeness of Karn) was completed and he upgraded all five to be half-again as durable. Gralous the Second fathered Vjorn and ruled for 350 years before retiring to an advisory position.

Vjorn Deepthunder is the current king of Stoneholme and has been for the past 37 years. Under his rule, the sixth Eternal (in the likeness of Gralous The Forger) has seen completion.

Locations in Stoneholme

The Gate

Torches burn in the windows of this mighty keep. Its primary gate, wrought in the image of a dwarf with an open mouth, stretches nearly to the cavern's ceiling where it fuses with a massive stalactite. The mosaic walkway shines a faint blue, reflecting light off bioluminescent fungi to the north, frequent patches of violet crystal that crop up far along the upper walls, and the radiance that escapes from within the city walls.

Six masterfully crafted statues line the road, each bearing the likeness of a wizened dwarf. Along the southern side one holds a rod, one a hammer, and one a shield and sword. To the north one holds a tome, another rests his mighty hands on his belt, and the last works a massive anvil with a smith's hammer. The bustle of a thriving city can be faintly heard throughout, always underscored by faint and rhythmic hammerfalls.

There are always 8 dwarven guards on duty at the gate; four 5th level warriors, one 5th level bard, and three 5th level wizards.

The Market

Several well-constructed shops line this market-filled road, displaying their exquisite wares by torchlight so as to better highlight the fine etchings and filigree that decorate even the mundane items.

Anything and everything that can be produced through craftsmanship can be found for sale here. Liavous-enhanced items can be purchased for 10% off the regular price, though items created purely from liavous crystal are not discounted.

The Tallest Tankard

The image of a merrily grinning dwarf decorates the signpost for this large inn, his bright red whiskers contrasting starkly against the green foaming tankards beside each of his rosy cheeks.

Though one of the city's many, many taverns, The Tallest Tankard remains as Stoneholme's only inn. Happily for visitors it would still remain a popular choice even if competition was stiff. The smiling image of Karn the Wonderful (**DC 10 Perception check** to recognize the same dwarf as on one of the grim Eternals just outside of the main gate) greets all guests from between two painted flagons of greenish mead. Inside the tavern is warm and brightly lit, the torches and braziers catching on the polished and alchemically treated "wood" harvested from the stalks of giant mushrooms called fantafungi.

Comfortable chairs surround often-full tables and a stage near the back almost always has a talented bard busking for coin. Drinks are cheap and good (a silver for the house special brew, a gold coin for absolutely anything else), and the fact that old Karn figured out how to bootleg the taste and potency of virtually every kind of beverage that's been invented keeps this place wildly popular.

Rooms are 3 gold coins a night, with complimentary breakfast and bath (though gratuity is expected for excellent service.)

Like all the best taverns, this one is run by a retired warrior **(NG female dwarf fighter 9)**. Her name is Irma Goldstdoetter and while she is courteous and warm to guests, she is also her own bouncer.

Temple of Industry

This shrine to the god of industry and honor is a massive building near to the palace. Soaring pillars extend up beyond where the eye can see, each column of stone decorated with masterfully forged items from the mundane to the militant.

High Craftsman Emberburrow presides over the clergy here, happy to offer healing and divination services at the standard market price.

The Palace

A spartan, three story hexagonal building, the palace sits in the center of the city, surrounded by five guard towers which connect to each point of the structure. The granite walls have a strange blue hue and seem utterly devoid of cracks or imperfections.

This is where King Vjorn Deepthunder holds court. His rule has been characterized as putting the well-being of his subjects and city before all else and he seldom hears council from any outsider - particularly non-dwarven outsiders.

Other Points of Interest

The Eternals

These six statues of past rulers are all Huge-sized stone golems (CR 15 creatures with DR 10/epic and 175 hit points). They remain perfectly still except when the city is threatened by a serious external threat; at either the command of the king or presence of an approaching hostile force of appreciable power (evil being[s] totaling CR 15 or higher) they animate and attack until the offenders are dead or incapacitated.

Any intelligent creature of CR 7 or higher must make a **Will save (DC 20)** to hide their thoughts from the statues as they pass between them; the subject must be aware of the statues' power in order to receive this save, which requires either prior warning or a successful **Knowledge (local)**, or **Knowledge (history)** check (**DC 10**). If the creature intends to commit crimes against the city, all of the golems will turn their heads to stare sternly (and directly) at the creature; the guards will then ask that the offender(s) leave.

Once.

New Material

Liavous Crystal
A miraculous substance unique to the area around Stoneholme, this type of crystal and the secrets of its usage are jealously guarded by the dwarves of Stoneholme.

Liavous-Infused Materials
Mixing traces of this gemstone into metal weapons or armor during the forging process grants the item the same properties as adamantine, albeit with a distinctive deep bluish-purple sheen. Since the jeweled material is more plentiful than adamantine, weapons and armor enhanced with liavous crystal cost only half as much as those crafted using adamantine. If materials infused with liavous crystal are taken above ground into sunlight they permanently lose all of the properties described above.

Materials Created Using Pure Liavous Crystal
A weapon or suit of armor crafted from pure liavous crystal costs 2.5 times as much as an adamantine item of the same type. The crafting process is difficult and requires an amount of heat that is dangerous even for a master dwarven smith. The finished product, however, is well worth the price, as pure liavous crystal weapons and armor have twice the hardness and hit points of their adamantine counterparts. Furthermore, armor forged of pure liavous crystal provides twice the Damage Reduction of adamantine armor of the same type. Since pure liavous crystal is used in the construction of these materials the armor or weapons actually refract the light of the sun away, thus they are not affected by daylight in the same way as materials simply infused with powdered liavous.

Feat

Clanmind
You have a strong, almost supernatural bond with other dwarves from your extended family.
Prerequisite: Dwarf, born and raised to adulthood primarily among other dwarves.
Benefit: For one round, you share the teamwork feats of any dwarf within 30 feet, as long as they hail from your hometown. This feat can be used in this manner a number of times per day equal to your Wisdom modifier +1/2 your level.
In addition, you always grant a +3 bonus (rather than +2) when using the "Aid Another" action along with dwarves from your home settlement.



The Three Paths

From this point forward the adventure may go in one of three main directions, detailed as Path A, Path B, and Path C. Your players will likely surprise you and attempt some ideas not expanded upon within this tome; in that case, use the material contained herein as loose guidelines to craft your own story. Either way, the following are the three most likely paths of the PCs.

Path A

The party returns to the surface to warn the village of Rybalka about the potential threat from below. This grants the PCs an opportunity to restock on supplies and/or hire additional muscle. While the party is gone the drow defeat and stake claim to the dwarven city of Embla. The PCs must either take the Dark Road and stage a frontal assault on the drow city of Holoth or be tipped off by a group of dwarven refugees as to the location and path of the Back Road leading into the back door of Holoth. Once in Holoth they stage their final assault of Tolgorith Tower, House Gullion's home.

Shown as **Alternative Path of PCs** *on the Underworld Map.*

Path B

The party follows their dwarf guide Miah down the dangerous Back Road where they encounter many strange creatures and must navigate the expansive Fungi Forest before entering the drow city of Holoth through a back door. From here they conduct their final assault on Tolgorith Tower.

Shown as **Path of PCs** *on the Underworld Map.*

Path C

The party gathers a small force of Emblan warriors and takes to the Dark Road, leading an assault on the main gates to the drow city of Holoth after which they may proceed to their final destination, Tolgorith Tower.

Note: *Path C starts at the midpoint of Path A. Shown as the second half of* **Alternative Path of PCs** *on the Underworld Map.*

Developer's Note: Off the Beaten Path

Many players will think outside the box and choose to take actions not described in these three adventure paths. Lucky for you and your players, the *Rise of the Drow Trilogy* was written as one gigantic sandbox adventure. Feel free to jump around the book, delve into the other Underworld locations provided, and use the material in any way you wish. Perhaps the PCs find a faster way to Tolgorith Tower and wish to confront the matron straight away; just because they complete the primary adventure path early doesn't mean the fun needs to end. There are still many miles of caverns to explore and both creatures and people aplenty to meet. Let your players have fun and roll with it, just remember to have fun yourself - that's what this game is all about!

Path A: Return to the Surface

Return to the Surface (A1)

If the PCs return to the surface this late in the game they are making a dire mistake. The time it takes the party to return to the surface, warn Igor Leonid of the impending attack on Rybalka, and return to the Underworld gives the drow of House Gullion enough time to launch their assault on Embla.

The only route to the surface which the PCs know for certain is through Krelgar Keep. The GM may allow other options but it is recommended that these detours have equally strong enemies as no passage between the Upper and Underworld is left unguarded.

When the PCs finally reach Rybalka and warn mayor

Igor Leonid they find he is busy with his own problems including a strange tribe of blue-skinned orcs that have been raiding travelers and hunters in the area. Nevertheless, the mayor will send 15 warriors along with the PCs to help in the effort. *All such warriors have stats identical to the "Nine Guards from Rybalka".*

Back into the Depths

It will take the PCs a little longer than they thought to return to the Underworld as a large creature from below followed them during their ascent; as they progress back down, they fall right into its lap.

Choose one of the following and place it in an appropriate encounter location for the party. If possible have the PCs in such an awkward situation that initially, withdrawal is the only option. They will then be stuck between a rock and a hard place with no way out other than to buff up their group and take this creature on head first. The strategic preparations and ensuing combat should stall the party's return to Embla long enough for the drow invasion and subsequent conquering of the city to come to fruition.

CR	Name	Size
10	Mushroom Golem	Large
12	Purple Worm	Gargantuan
13	Fungiant, Advanced	Gargantuan
14	Tyrannosaurus, Advanced	Gargantuan
15	Bronze Dragon, Albino Advanced	Large

Return to Embla

By the time the PCs begin their return to Embla they realize their mistake. The Long Road is littered with dwarven corpses and drow patrols are frequent with the PCs being attacked at regular intervals on their journey back to the city. There is a 50% chance a drow patrol will be encountered at the base of Krelgar Keep, and for every quarter mile closer to Embla the PCs get, the drow encounters increase by 10% cumulatively until there is a patrol every hour. Use 1d4+4 "Drow Raiders" from the



statistics page for the drow patrols encountered. If the PCs are not killed, but simply poisoned or knocked unconscious, they will be bound and taken to slave camps either in Embla (20% chance) or in the city of Holoth (80% chance).

Embla the Fallen (A2)

A great deal has happened since the PCs left Embla; the drow built up a sizable force and launched a full scale assault on the city using other Holoth houses as fodder for the front lines. Matron Maelora demanded all drow going to war pledge loyalty to House Gullion so upon dying, their life force would be channeled directly to her using the Vidrefacte. Those who refused were sacrificed nevertheless, their life energy instead being fed to Naraneus, the Spider Goddess. With the sacking of Embla, sacrifice of most of her citizens, and the subsequent enslavement of her remaining people, House Gullion has grown in power in more ways than one.

The city is now mostly empty save for a large contingent of drow soldiers stationed here to catch stragglers and hold the city until House Gullion can install a new mayor who will oversee all trade relations with Embla's neighbors and garner an unfair percentile of all transactions for the drow house.

If the PCs attempt to enter Embla they will be overwhelmed by drow warriors and either enslaved or slain outright if they resist.



(275) Drow Knights (Gullion)

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

(100) Drow Evokers (Zephroth)

3.5 hp 35/ CR 8 / Pg 353
Pathfinder hp 38 / CR 8 / Pg 414

Dwarven Survivors

Many of the Emblan dwarves fled the city during the attack, taking with them some of the cornerstones of their society in hopes that they may rebuild somewhere on the surface in the coming years.

If the PCs find themselves on the run and require assistance, these dwarves will come to their aid. They will however ask any dwarven members of the party why they left Embla during such a vulnerable time. Most of the dwarves see Embla as a lost cause and make their way either toward the surface or the dwarven capital of Stoneholme; while many have given up, there are a stoic few who believe that Embla will rise again.

While visiting with the dwarves, the PCs may bring up their wish to travel to Holoth and combat the growing drow threat. If they mention anything about Holoth, the dwarves inform the party of the Back Road, a secret back door into the drow city. The entrance to the Back Road is only accessible by travelling through Embla itself; the dwarves offer to help the PCs sneak into Embla via the Whistling Cave Bazaar (currently disbanded) where they will have a better chance to escape to the Back Road before the drow catch them. Obviously some disguises and/or illusions will be required to truly pull this off!

Finding Direction (A3)

If the PCs are able to bypass the drow occupying the area in and around Embla, they can continue toward the city of Holoth, but without guidance may find that they quickly become lost in the winding, climbing-then-descending caves and corridors of the Underworld.

After wandering through the Underworld, the PCs will either find a way to access the Back Road, or will be forced to take the Dark Road directly into Holoth. Proceed to B2 if the party snuck through Embla and onto the Back Road, otherwise jump to A4 if they took the Dark Road.

Drow Patrols (GM's discretion)

(2-8) Drow Knights (Gullion)

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

(1-4) Drow Evokers (Zephroth)

3.5 hp 35/ CR 8 / Pg 353
Pathfinder hp 38 / CR 8 / Pg 414

Path B: No Time to Waste
(Summary of Path B)

B1 – Finding the Back Road

If the PCs accept Miah's offer for assistance, he leads them down the Back Road. The Back Road (as the dwarves call it) is essentially the rear entry to the drow city of Holoth, which conveniently for the PCs empties out quite close to Tolgorith Tower, the home of House Gullion.

B2 – The Back Road

While the Back Road will grant the PCs a safer way to enter the drow city, the path itself is by no means safe. If the PCs choose to enter every single cave and side passage along the way they will stall their arrival at Holoth, which could grant House Gullion and the Matron extra time to gather additional life force and energy for the Vidrefacte.

B3 – Drow City of Holoth: Back Road Entrance

The party begins the adventure entering the city through the Back Road which leads them to a drow checkpoint which they must pass by in order to enter the drow city of Holoth.

Path B continues in 'Usurper of Souls'.



Storming the Gates Path C/Path A

Path C is also the continuation of the A path (A4-A7)

The PCs may gather the following resources from the City of Embla:

Diplomacy Skill Check
+4 circumstance bonus applied to dwarven PCs

DC*	Resources Obtained
10	30 - 1st level Dwarf Fighters
15	20 - 5th level Dwarf Fighters
20	10 - 3rd level Dwarf Clerics
25	50 Cure Moderate Wounds Potions
30	5 Cure Serious Wounds Potions / 5 Heal Potions
32	500 gp in additional resources
33	1000 gp in additional resources
35	2000 gp in additional resources
40	3000 gp in additional resources

*A successful roll indicates that the resources listed upon that line and those appearing before it are obtained. For example, rolling a 20 would award the PCs with everything on lines 10, 15, and 20.

Drow Patrols

d100	Patrol Size	
1-40	1d4+2	**Drow Raiders**
41-70	2-8	**House Guillon Drow Fighters**
71-100	1-4	**House Zephroth Drow Fighter/Wizards**

Paths A&C continue in 'Usurper of Souls'.

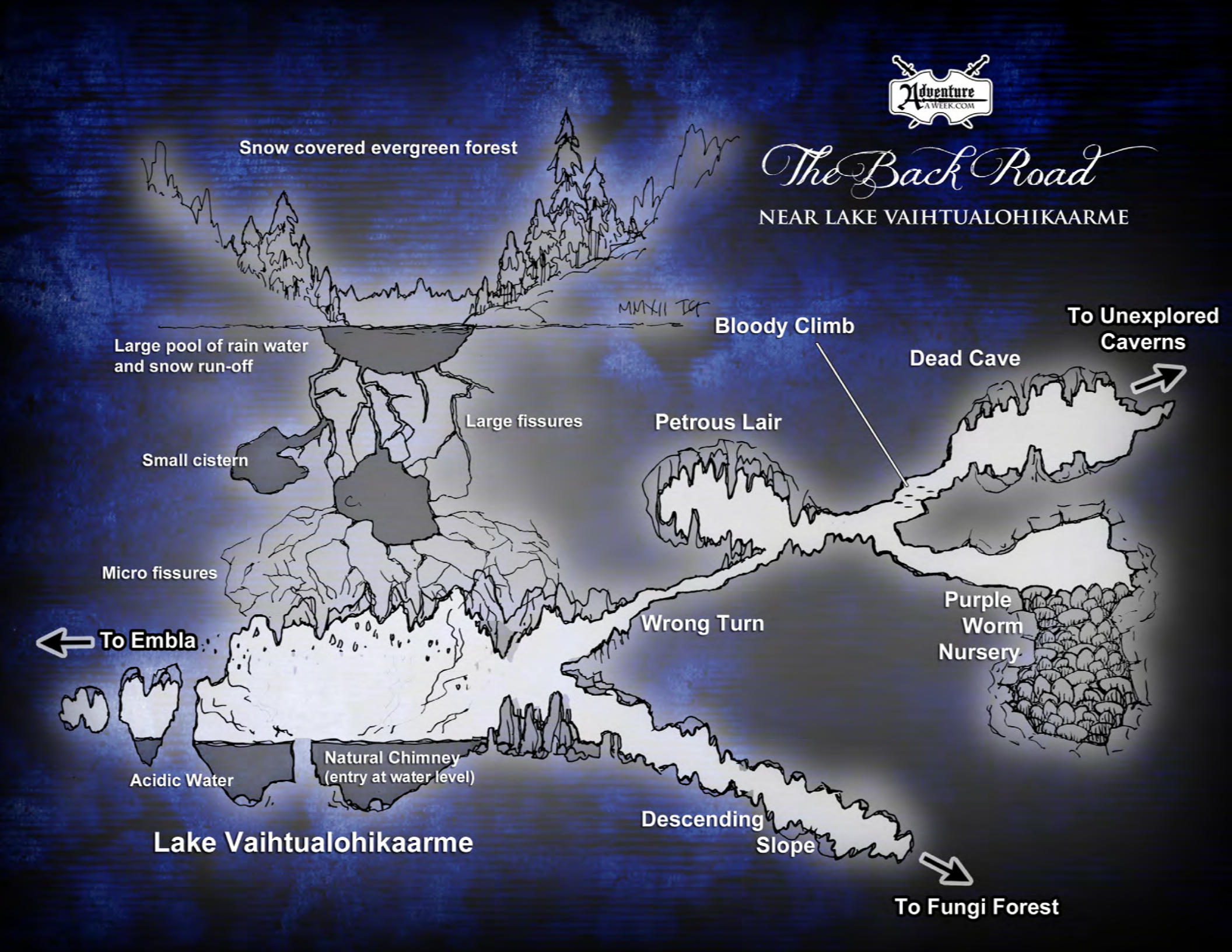
The Back Road

The party likely expected travelling on an underground road, but instead they find themselves wandering down a long cavern with side caves and passages all over the place and in so many directions that one could easily become quite lost. Luckily for the PCs, Miah the dwarf is here to lead the way, keeping them on the main path and avoiding unseen obstacles with his keen dwarven instincts. He warns the PCs that this road is not always safe and there are many dangerous locations and creatures that they may encounter along the way. Despite this fact, he concludes, the route is much safer than attempting to enter a drow city through the front door!

Along the way there are many dangers which are detailed in the coming pages. If you wish to prolong the journey and/or level up the PCs, feel free to make use of the Underworld Encounter Table.

If the PCs choose to enter every single cave and side passage along the way they will stall their arrival at the drow city of Holoth, which could grant House Gullion and the Matron extra time to gather additional life force and energy for the *Vidrefacte*. Resourceful and wise PCs will safeguard their precious resources such as food, water, and magic; saving up for the final confrontation against the drow must surely be a priority. Those that wish to delve into side caves and investigate unrelated leads may do so, but at the expense of their own resources (which could ultimately lead to the party's demise.) Remind the PCs that they are a long way from home and new supplies such as fresh water, food, and rope are very hard if not impossible to come by in the deep caves of the Underworld.

After traveling a couple miles through the meandering main cave system known as the Back Road, the PCs reach Lake Vaihtualohikaarme. There they progress through a series of caverns before either diverging into other areas in and around the Back Road, or continuing in the direction of the Fungi Forest (through which they must progress in order to reach the drow city of Holoth).


Adventure A Week.com
The Back Road
NEAR LAKE VAIHTUALOHIKAARME
Snow covered evergreen forest
Large pool of rain water and snow run-off
Small cistern
Large fissures
Micro fissures
Bloody Climb
Dead Cave
To Unexplored Caverns
Petrous Lair
Purple Worm Nursery
Wrong Turn
To Embla
Natural Chimney (entry at water level)
Acidic Water
Lake Vaihtualohikaarme
Descending Slope
To Fungi Forest

Developer's Note:
Bring the Plot to your PCs!

The locations detailed in the pages to come need not be used in the order or way in which we suggest and in fact we encourage you to pick and drop these locales anywhere you wish within the context of your own game. Prolong the excitement for your players by placing some of the locations further apart so the PCs must travel greater distances and use this as an opportunity for random encounters. It is important to get the point across to your group that their characters are deep underground and far from civilization; there's no simple and straightforward cave with a flat floor and easily traversed terrain. Within every chamber and corridor awaits a different challenge, be it a crevasse, dangerous cliff, or rushing underground river cutting directly through a cavern.

While placing the following locations wherever you wish will not adversely affect the outcome of the adventure, it is suggested that you place the Fungi Forest just before exiting the Back Road cave system into the city of Holoth as allies for the attack can be gained there.

Topography

Abysses

Vast open voids which, while rare, provide for a nearly impassible expanse of empty space. Most of the time one must find alternative routes bypassing them or scale precarious paths which lead around such voids.

Caves

The most common topographical feature found in the Underworld is that of the cave. While the word summons visions of a specific setting, caves are as varied as topography on the surface world. Sometimes a cave can be just that; a single cave, perhaps formed with limestone and inhabited by bats and other small vermin. At other times it can be a complex series of caverns delving hundreds of miles deep into the planet and filled with all manner of foul beasts. A single wrong turn could result in the PCs being thrown into a three dimensional maze which could result in fatigue, starvation and even death; death does not always come at the end of a blade, but sometimes through sheer stupidity or ignorance.

Types of Caves

Boulder Cave: A cave that is essentially the spaces between fallen rock, also known as a talus cave.
Cavern: A large chamber within a cave.
Dead Cave: A cave with no water of any kind.
Epigenic Cave: A cave formed by the action of surface waters descending into the ground and dissolving rock.
Gallery: A large horizontal chamber.
Hypogenic Cave: A cave formed by water rising up from below and dissolving the rock, usually a result of two chemically different types of water mixing together.
Lake: A standing body of water.
Lava Tube: A cave formed from cooling lava as it flows away from a volcanic vent.
Live or "Wet" Cave: A cave with flowing water or perhaps a lake.
Maze Cave: Several cave systems interconnected making up a three-dimensional maze.
Ossuary: A fossil chamber (cave filled with bones).
Spring: A natural source of water rising up through the cracks of rock or the moist soil of a cave floor; sometimes these grow into small puddles or lakes. Most are tainted with toxins from the adjacent rocks but sometimes the water is fresh or laden with drinkable (maybe even healthy) mineral deposits.
Tectonic Cave: A cave formed when large slabs of solid rock move apart.

The Hunting Caves

These caves were named by the dwarves of Embla and Stoneholme. It is an ancient dwarven tradition that all dwarf children hone their skills with a weapon by going on 'the hunt'. These caves are located quite a few miles down the Back Road and are hidden down a small passage which leads into the earth ⅛ of a mile before opening up into an expansive Underworld jungle filled with large harmless plants and populated by giant cave rats, giant centipedes and the well known vvor of the Underworld. The noble vvor is a beast highly respected by the dwarves, used as a vital food source since ancient times. Vvor are similar to Upperworld boars but

are typically a bit more intelligent and aggressive. Also, physical characteristics of the vvor make them quite the intimidating creature, especially when encountered with a pack led by a 'big brother' (the most aggressive and dangerous of the males).

Vvor pelts are valued quite highly at 50-100 gp each, vvor spikes fetch 25 gp a piece, while the horn of a 'big brother' may fetch upwards of 300 gp and can be used in spell components and magical item creation. There are a few, hard to find merchants in Embla who will trade rare magical items for vvor pelts, spikes, and horns. If the PCs are able to locate such a merchant and present at least 2,000 gp worth of vvor parts, he or she will grant the party a random magical item (roll to determine/GM's discretion). He or she will grant another magical item for every additional 1,000 gp worth of parts gathered after this.

PCs wishing to hunt vvor may do so, but time wasted here prevents them from arriving at Tolgorith Tower before Matron Maelora's power increases. Keep track of how much time is spent hunting in these caves and trekking goods back and forth to Embla.



Vvor

3.5 hp 26 / CR 3 / pg 397
Pathfinder hp 26 / CR 3 / pg 461

Lake Vaihtualohikaarme

Vaihtualohikaarme, an albino bronze dragon, lives in this cave, having been driven out of his previous home by older white dragons when they found that he wasn't one of their kind. His condition had always left him an outsider, but this situation was made much worse when he donned a cursed item, the *Cervelliere of Opposite Alignment* (which he constantly wears). This round, close-fitting steel skull cap looks unremarkable but changed Vaihtualohikaarme to a thoroughly evil and despicable character; his transformation to Chaotic Evil was particularly pronounced as he had tried hard to be strongly lawful and good in order to show his albino coloring wasn't anything to do with some distant white dragon heritage.

His home is a large lake that has a central underwater grotto containing treasure and a sleeping den. Vaihtualohikaarme has added a narrow chimney from the surface of the lake into the grotto so that it is a dry space with a constant temperature. This chimney is slightly less than 2 feet wide, but the dragon makes use of his *alternate form/change shape* ability to enter it. A boat is moored to the chimney, but it is often sunk beneath the surface to keep it hidden.

Vaihtualohikaarme's preferred form is that of a hard-bitten deep gnome fighter-sorcerer, with the boat as part of his cover story. He will spend days in this form, roaming around the area he lives in and disposing of any and all interlopers. Individuals or pairs are killed immediately, while groups are followed and picked off one by one until they leave the area or are all dead; once he has killed a group member, Vaihtualohikaarme enjoys leaving notes stating that the person has decided to strike out on their own. This often causes the rest of the group to split up to undertake a search, making them easier targets.

Vaihtualohikaarme has spent a lot of time turning the water of his lake acidic, using repulsion gas to taint the contents and turn it into one huge trap. He has found that the combination of mineral-rich water and his lightning breath weapon activates the acid into a weakened

version of his repulsion gas (giving him two "attacks" at once). He will use his lightning breath attack on any boats crossing the lake so the occupants are hit by both it and the repulsion gas trap the following round. The weakened gas effect is countered by covering the mouth and nose with a wet cloth (although not using water from the lake). If water from the lake is used, the Will DC is the same as a direct breath attack from Vaihtualohikaarme.

Repulsion Gas Trap CR 5

Type mechanical; **Search/Perception** DC 25; **Disable Device** DC 18 (cover mouth and nose)
Trigger spell (lightning bolt); **Reset** automatic
Effect Gas [never miss; onset delay (1 round); injury spell effect (mass suggestion; move away from the dragon for 1d6+6 rounds); save Will DC 20; cure 1 save]; multiple targets (all targets in an 80-ft.-by-5-ft. line)

Several smaller creatures live in the cavern (and lake). Vaihtualohikaarme tolerates these as they act as a buffer between him and anything that enters his lair. Generally he keeps his urge to kill and eat these creatures in check, not least because his three *create food and water* spells are still currently sufficient to feed him each day, but getting on the wrong side of him isn't the way to guarantee a long and prosperous life.

Notable creatures in the cavern include:

Ceiling/flying

3 Darkmantle Swarms
(8 creatures per swarm)

3.5 hp 6 / CR 1
Pathfinder hp 15 / CR 1

(Pathfinder® Roleplaying Game Bestiary™)

Occasionally these 3 swarms will come together to perform complex aerial patterns before mating takes place.

2 Cloaker Mobs
(4 creatures per mob)

3.5 hp 45 / CR 5
Pathfinder hp 51 / CR 5

(Pathfinder® Roleplaying Game Bestiary™)

These creatures will flock together if the danger to them is particularly high.



Lake

10 Troglodyte Zombies
3.5 hp 29 / CR 1 / pg 401

10 Brine Zombies
Pathfinder hp 22 / CR 1 / pg 465

(Necromancer Games © Tome of Horrors Complete)

These undead continually swim in the lake. Many years ago, Vaihtualohikaarme sent 20 living trogs off to find it some prey and treasure; 16 of them came back as zombies and now 10 of these remain, moving about in the lake in a random way. However, they group together and make their way towards anything that is under the water or on the surface of it, whether swimming or in a boat. If Vaihtualohikaarme is with whoever or whatever is disturbing the surface, they simply pass close by, but otherwise they attack.

2 Gargantuan Monstrous Centipedes

3.5 hp 132 / CR 9 / PG 348
Pathfinder hp 135 / CR 9 / PG 410

Vaihtualohikaarme allows these vermin to have the run of the place.

1 Stone Golem

3.5 hp 107 / CR 11
Pathfinder hp 107 / CR 11

(Pathfinder® Roleplaying Game Bestiary™)

This construct walks in an endless counter-clockwise circle at the bottom of the lake, around the grotto and about 30 feet from it. Vaihtualohikaarme doesn't really know what to do with it; it "objects" every time he's tried to stop it but does attack anything that comes his new home, so the dragon isn't all that bothered.

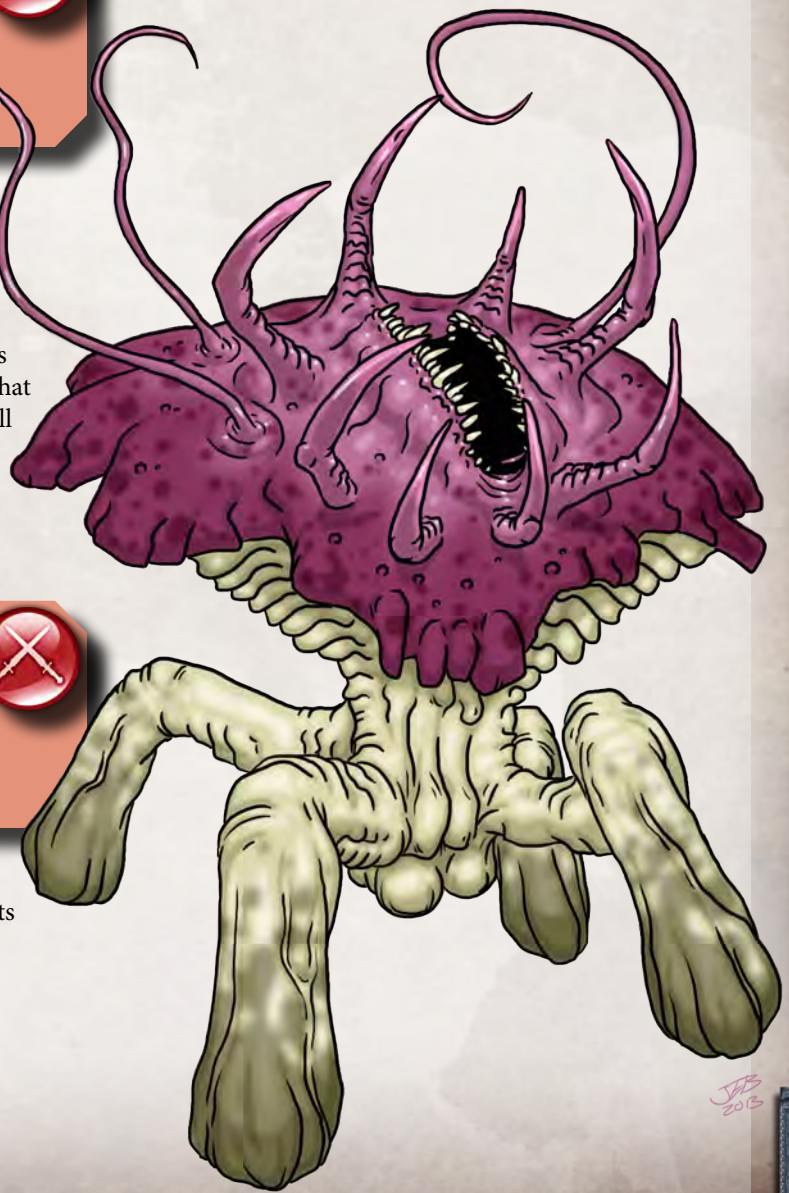
Cavern surround

12 Phantom Fungi

3.5 hp 15 / CR 3
Pathfinder hp 30 / CR 3

(Pathfinder® Roleplaying Game Bestiary 3™)

These are dotted around the cavern at points very close to the numbers on a clock face



2 Ropers

3.5 hp 85 / CR 12
Pathfinder hp 162 / CR 12

(Pathfinder® Roleplaying Game Bestiary™)

A mated pair of ropers has recently moved into the cavern, attracted by the vermin Vaihtualohikaarme allows to live there. The dragon is unsure what to do about the two of them as he and they are pretty evenly matched. There have been a few run-ins and he knows that they are able to resist his spells and aren't affected by his lightning breath. He can move them about with his repulsion gas and cause damage as normal, but has also experienced their strength-draining ability, so is wary of them. Vaihtualohikaarme periodically casts *fog cloud* and tries to observe them from as close as he can, taking advantage of the total concealment it provides.

If the PCs talk with Vaihtualohikaarme (most likely because he is in deep gnome form), he will offer them the pick of two of his magic items, one medium and one minor, OR money and items worth 5,000 gp PLUS anything the ropers have, if they dispose of them. He'll also offer to cast *fog cloud* prior to the attack if the PCs think it would be useful.

The chance of him keeping to this bargain depends on how quickly the party does the job; for each round longer than 3 that it takes the party, there is a cumulative 15% chance Vaihtualohikaarme will attack once they finish.

Rounds	Chance of Dragon Attack
1-3	0%
4	15%
5	30%
6	45%
7	60%
8	75%
9	90%
10	100%

The grotto in the middle of the lake is linked to the surface by a roughly 2-foot wide, 25-foot deep chimney. This has hand and footholds carved into the side of it. Halfway down the chimney is a trap.

Shatter Trap CR 3

Type magical; **Search/Perception DC 27**; **Disable Device DC 27**
Trigger touch; Reset automatic
Effect spell effect (*shatter*, CL 7th, DC 17 Will save negates); all items weighing less than 7 lbs. in a 5 ft. spread

At the bottom of the chimney is another trap that Vaihtualohikaarme avoids by dropping into the chamber below.

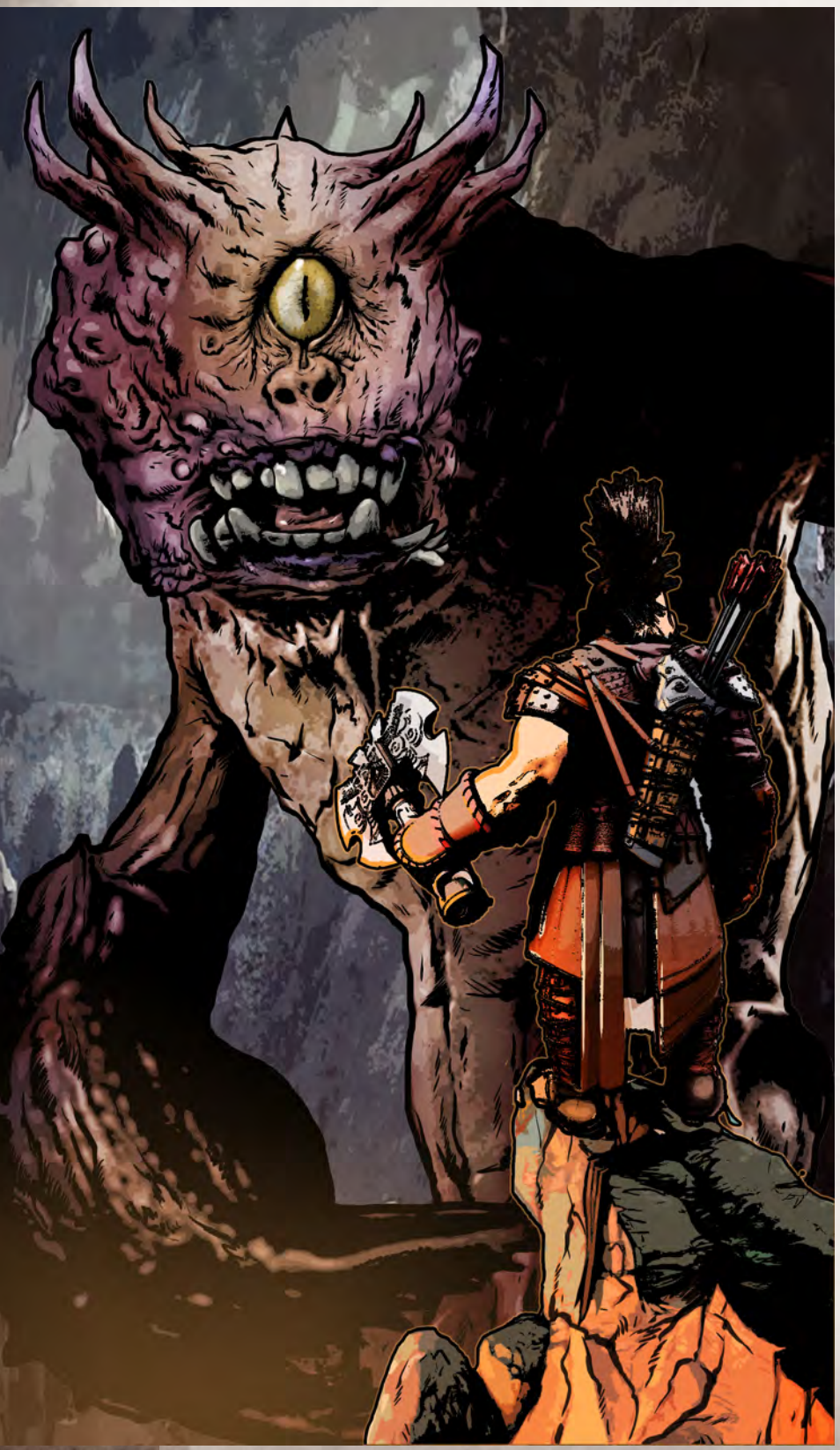
Touch of Idiocy Trap CR 3

Type magical; **Search/Perception DC 27**; **Disable Device DC 27**
Trigger touch; Reset automatic
Effect spell effect (*touch of idiocy*, CL 7th, no save); 1d6 penalty to Int, Wis and Cha

The bottom of the grotto contains all of Vaihtualohikaarme's treasure. He has a real passion for gems hanging from chains and keeps these displayed on one wall. Many of the other gems in his hoard also show signs of having previously been jewelery and are laid out on a shelf underneath the main display. This area is also protected by a *shatter* trap which will cut the value of the gems by 75% if they fail their save and become flawed with cracks.

Shatter Trap CR 3

Type magical; **Search/Perception DC 27**; **Disable Device DC 27**
Trigger touch; Reset automatic
Effect spell effect (*shatter*, CL 7th, DC 17 Will save negates);items damaged as per the spell



Vaihtualohikaarme
Albino Adult Bronze Dragon

3.5 hp 241 / CR 15 / PG 394
Pathfinder hp 241 / CR 15 / PG 458

Wrong Turn

Miah takes a wrong turn here (it's been awhile since he traversed these caves) and begins to climb a massive stalagmite in an attempt to progress into a series of caves above. He uses a grappling hook with rope and pitons (treat as climber's kit). See the climbing rules in the "Climb" section in Chapter 4 of the *Pathfinder Roleplaying Game Core Rulebook*.

Characters may choose to use Miah's rope or scale the cave wall itself, or alternatively use a spell to achieve the same results. Those who choose to climb the slick cave wall may do so at **DC 20**.

If the PCs are on their own and miraculously made it past the drow forces occupying Embla (leading to them finding the Back Road) you may give them an honest choice at this point. They may use any abilities or spells that they like to divine the way forward and you may decide at your discretion if these methods shed any light on the correct path or not.

Remember that not all paths are shown on these maps; there are always small offshoot caverns and side corridors. If you wish to use the encounters located in the upper caverns elsewhere in the PCs journey, feel free to do so!

Petrous Lair

A particularly nasty petrous calls this cavern home. Although he has recently fed, he won't deny a free meal that comes wandering into his cave. The petrous is nearly

invisible, hidden among the stalagmites and rock formations; he uses his freeze ability to remain completely motionless while the PCs progress into his cave. Since the petrous obtains a +26 to Stealth and may take 20 on his Stealth check, his total is a 46; it is highly unlikely that any PC will notice the petrous is within the cave unless using a form of magical detection.

Petrous

3.5 hp 230 / CR 12 / PG 384
Pathfinder hp 240 / CR 12 / PG 448

As soon as the PCs pass by the Petrous it launches a surprise attack attempting to grab a PC to swallow whole.

Hidden in a back corner of this cavern is a large pile of petrous dung. If one was so inclined, they could search through the rotting refuse and retrieve the items that survived the petrous' intense digestive process. It has consumed dvergr, drow, and many other humanoids which wander these caves from time to time, along with various cave beasts.

The dung pile is alive with common cave rats and swarms of disgusting insects. Any attempt to search through the pile causes a character to take 1d4 damage from insect or rodent bites each round they interact with it. Any fire related spell should suffice to drive away the vermin, although they will return in (3 rounds plus 3 rounds for each spell level above first).

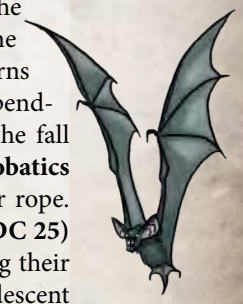
The following may be found within the petrous dung pile (based on **Search/Perception** result):

DC	Item Found
10	*Ring of Clumsiness*
15	*Medallion of Thought Projection*
20	*Ring of Sustenance*
25	*Bracers of Archery, Greater*
30	*Lens of Detection*
35	*Rod of Flame Extinguishing*
40	*Mace of Smiting*
45	*Ring of Freedom of Movement*

Example: Rolling a 15 grants items from both 15 and 10.

Bloody Climb

A series of slippery handholds leads to the upper caverns and the PCs may ascend them with a successful **Climb check** (**DC 20**; falling deals 1d6 damage per 10 feet of vertical movement and for every additional 10 feet climbed add 1d4 damage per 10 feet to the roll for tumbling down a slope). At the end of the slope is the fall back down to the lower caverns which may cause between 4d6-10d6 damage depending on if the PCs stop their descent prior to the fall or not; this requires a successful **Tumble/Acrobatics check (DC 20)** to roll and grab a handhold or rope. Alternatively the PC may roll a **Climb check (DC 25)** to cease their fall with sheer strength by digging their arms and legs into the sharp rock, slowing their descent down the slope and causing 3d6 damage (which is considerably better than falling the rest of the way).



A swarm of Underworld bats make their homes in the slanted cavern ceiling above this area. As the PCs start to climb the bats grow restless and assume the petrous or purple worm (which live in the caves above) must be on the move again. This causes them to leave their roost and attack the PCs once they realize fresh blood is below.



In order for the party to properly fight or drive them off, the PCs may have to remove one hand from the wall. This increases the Climb DC to 30 if they are holding on during combat; a fall could prove quite painful (even fatal), as described in the section above.

Underworld Bat Swarm

3.5 hp 45 / CR 5 / PG 393
Pathfinder hp 45 / CR 5 / PG 457

Dead Cave

This cave was once teeming with life and home to a wide array of subterranean flora and fauna. About 50 years ago, the water source which fed this cave from above dried up. Since then fissures have formed in the walls and ceiling, stalactites and stalagmites have cracked off at their bases, and piles of falling debris have formed in the corners of the cave. Myriad tiny skeletons litter the floor, the results of a dwindling food supply which previously fed a veritable army of cave mice and miniature ice lizards.



The complete skeleton of a giant cave bear stands in the middle of this cavern, illuminated by a thin beam of light which works its way down from the surface through a couple cracks in the ceiling of the cave. The chamber itself is very dry; there are piles of debris in the corners and broken off stalagmites as far as you can see. Hundreds of tiny mouse and lizard skeletons litter this cave and all appear to have died many years ago.

The bear skeleton may or may not be undead with the final decision being left up to the GM.

The entire cave contains broken-off dead stalagmites and stalactites; in fact, if the PCs move into this cavern, the noise caused by their footfalls and blathering mouths may cause the remaining stalactites above to crack loose and come crashing down on unsuspecting party members!

Any loud noise or thunderous movements in this cave will cause the stalactites to come crashing down on the PCs. Use the following table:

Roll d%	Effect
01-50	A couple stalactites fall from the ceiling. Roll randomly to see which PC gets hit. Have that PC roll Reflex DC 15 for half damage or 20 to evade completely. Damage 1d6
51-70	A few stalactites fall from above. All PCs take 2d6 damage, roll Reflex DC 20 to evade, DC 15 for half.
71-90	Many stalactites fall from the ceiling. All PCs take 3d6 damage, Reflex DC 15 for half, Reflex 20 evades completely.
91-99	A large amount of stalactites begin to fall from the ceiling. All PCs take 6d6 damage, Reflex DC 15 for half, Reflex 30 evades completely.
100	The entire cave full of stalactites come crashing down. All PCs take 10d6 damage. No reflex saves are allowed unless a PC was standing just within the threshold of the cave. Evasion and Improved Evasion can save a PC from damage as appropriate, but they escape that damage by managing to hide beneath a rocky lip or ledge and are buried by the falling stalactites, requiring 1d4+3 person-hours to dig them out, the noise of which may attract a wandering creature.

Klavekian Explorer Andam Feifle

A Klavekian explorer named Andam Marcallis Feifle died in this cave over 40 years ago. Andam's corpse can be found (**Spot/Perception DC 20**) tucked in the northeast corner of the cave, it is surprisingly well preserved after all these years, a result of the cave's dry conditions. His skin is stretched like leather over his long bones and he grips a journal tightly in one hand. This explorer carried very little, only a small metal canteen attached to a hide strap and slung around his neck, a small satchel with rations (long since gnawed away by hungry cave critters), and a tiny silver bat whistle.

The canteen itself is magical (*decanter of endless water*) and provides an endless supply of fresh water. This a true find and valuable asset in the Underworld fetching at least double the normal rate at market.

The bat whistle is not magical, yet it has the perfect pitch for attracting hundreds of bats which mistake the resonating frequency for a swarm of cave moths (their favorite food). After blowing the whistle it takes 1d10+2 rounds for a normal bat swarm to arrive. The bats stay in this location for 1d6+2 rounds, attempting to locate the food source before moving off in a random direction. This swarm of bats is very distracting to large and huge creatures and provides perfect cover for PCs needing to escape a dangerous situation. PCs that choose to use the bat swarm as a combat advantage may attack with a +2 on all melee and ranged attacks while their opponent (if large or huge) receives a -2 penalty to these checks.

Andam Feifle's journal is quite possibly the greatest treasure the PCs will find on their journey in the Underworld. Any PC reading this tome obtains details on the general location of a sacred artifact known as *Durqua's Gem* buried somewhere underground in the mountains of the Vikmordere Valley. According to Andam's journal entries, this artifact is rumored to grant the wielder the power to open magical portals to distant, hard to reach locations.

Long ago, the avatar of a greedy and foul demi-god sneaked into the realm of a greater power while he slept, the greater god weakened after an epic battle with his arch-enemy. The demigod delved into the greater god's vast library and stole a rare arcane scroll from a forbidden box. The greater god's proxies spotted the demigod, who then proceeded to kill one of the minions with his foul breath before fleeing through beautiful gardens filled with roses and thorn-bushes. Spotting a portal hidden within a fountain, the demigod dove in and was instantly transported to the material plane. Once on the prime material the demigod sought to hide the powerful scroll, but he knew the greater god would soon awaken and track the missing item. It just so happened that the cave in which the demigod materialized was home to a rare and powerful sliver of the Shard (a small fragment of the *Shard of the Sun*) which had plummeted to the planet's surface many years prior, stored here by a primitive tribe that worshiped it, eventually forgotten when the cave entrance collapsed in on itself.

The demigod realized his luck instantly and unfurled the scroll. Reading the words of the potent spell contained upon the scroll combined with a bit of his own godly essence, he imbued the powerful magic into the sliver of the shard. The sliver glowed brightly and it was obvious that great power was now hidden within. The demigod knew he had to disguise the sliver, so using the majority of his remaining power he shaped it into a large carved gem and spread out the energy to all corners so as to appear very rare and expensive, but not necessarily magical.

Suddenly the demigod felt the rage of the divine; he had been found out and the powerful greater god had awoken. The demigod hid the gem in a corner of the cave and used the last bit of power he had to blast his way out, fleeing into the grassy plains beyond. Just a few moments after this, a wandering adventurer named Alin Durqua happened upon the cave entrance and decided to explore. To his absolute astonishment he stumbled upon a massive gem which would come to change his entire life and the very world itself.

Andam's journal details the possible resting place of this powerful gem, giving the GM a tool to lead the PCs into new adventures in the Underworld once Rise of the Drow has concluded.

Decanter of Endless Water



Aura moderate transmutation; **CL** 9th
Slot none; **Price** 9,000 gp; **Weight** 2 lbs

Purple Worm Nursery

This cavern is dry, warm, and filled with large boulders which are piled upon one another leading down into a large rift in the floor in the center of this room. It appears there might be a tunnel leading down through the boulders; it is hard to tell from the entrance.

The tunnel is actually an optical illusion created by some of the boulders (actually purple worm eggs) sticking to one another and creating an opening which goes down 150 feet into the purple worm nest.

A successful **DC 26 Knowledge (arcana)** check identifies the 'boulders' as purple worm eggs.

A purple worm in the process of laying its eggs has picked this room as a nursery. Currently resting after a spate of egg laying, the purple worm lies deep within the "boulder cave" below. If the PCs approach within 40 feet of the cave bottom the purple worm detects them with its tremorsense and gently moves up to protect her eggs (arriving in 1d4+2 rounds to attack the PCs).

Purple Worm Eggs (32): Each egg is about 5 feet around and has a hardness of 8 and 50 hit points. If the PCs don't destroy them the eggs hatch in 1-3 days; once hatched, the young purple worms immediately start burrowing in search of food.

If the PCs climb down into the eggs, they will not immediately realize what they are standing upon (many months of cave dust have fallen on the most exposed eggs). Once they've descended 20-30 feet they realize it's growing warmer - this is when the ground shudders below their feet.

Suddenly the boulder you are standing on shudders and the exterior bulges out slightly. You scan the boulder field and come to the realization that you are climbing through a nest of huge eggs. Another egg nearby shudders and from below you hear the sound of something splitting open and the gush of thick, slurping liquid that accompanies a thudding noise.

Peering down over the edge of the egg upon which you stand, you see a huge purple worm covered in clear slimy goo. It turns to face you, its maw dripping with saliva and clicking with anticipation. The boulders around you begin to shudder and you realize that they are all starting to hatch!



In fact only a handful of the eggs are hatching (in varying locations) but the other purple worms still within the eggs are stimulated by the sound and the entire cave comes alive with alien clicking sounds, further terrifying the PCs and their guide. If you wish to increase the difficulty of this encounter, have the players make DC 15 Will saves or become shaken for 1d4+4 rounds (this is a fear effect). You may also have additional purple worm young appear (once every 1d4 rounds) if you feel the encounter is going too easily for the PCs. Smart PCs will eventually choose to flee the area altogether, climbing back out of the 'boulders'.

Purple Worm Young (1d4)

3.5 hp 63 / CR 5 / PG 385
Pathfinder hp 59 / CR 5 / PG 449

Purple Worm (mother)

3.5 hp 200 / CR 12 / PG 385
Pathfinder hp 200 / CR 12 / PG 449

This Purple Worm obtains a -6 penalty to AC but a +4 to hit with all attacks as she instinctively puts herself in harm's way and ferociously attacks the PCs to protect her young.

If the PCs decide to press forward they eventually reach the bottom of this cave where they find that there are no ways out. By this point turning back may prove to be nearly impossible and may result in the death of a party member (or at the very least heavily tax the party's already depleted resources).

Descending Slope

This slope descends for over a quarter mile at a 55 degree decline and fluctuates between 20-50 feet wide the entire length of the cave. The ground is slippery and unstable from years of dripping and running water which initially formed this cave. PCs attempting to climb down have a 10% cumulative chance (per 5 minutes of travel) of slipping, in which case they must succeed on a Reflex save (**DC 15**) or fall onto their chest or back, continuing to slide down the slope and pick up speed. This isn't helped by the sudden appearance of 4 fiendish advanced chokers after about 110 yards, which try to either grab the PCs to throttle them (if it looks like the PCs are tough types, they grapple them and throw them down the slope).

The Ottaakiinni Fiendish Advanced Chokers

3.5 hp 90 / CR 7 / PG 382
Pathfinder hp 90 / CR 7 / PG 447

PC can attempt to slow and stop themselves any number of ways, from stabbing a dagger into the rocks to dragging their arms behind them and frantically searching for hand holds. If a Reflex save (**DC 20**) save can be made, the PC has a 50% chance to slow themselves down enough to get a hand hold. This chance increases by 5% for every 2 points the save is exceeded.

Continuous tumbling down this slope causes bruising and minor abrasions which translates to 1d4 damage per round the PC tumbles down. A PC is allowed to make a save to slow themselves once per round although after 10 rounds of continuous tumbling this check increases by 5 and then by 5 more after the next set of 10 rounds.

The PCs problems don't end there unfortunately. As they reach the end of the slope, they will find that the walls and floor are coated with both yellow mold and brown mold. The yellow mold is first, about 10 feet from the brown. If they are tumbling, the first PC will set the spores flying and any following PC will have to make the appropriate save. If they are climbing down and decide to use fire to dispose of the yellow mold, this will trigger the growth of the brown mold. However, if they are still tumbling as they pass the yellow mold, they will feel the temperature drop as they pass by the brown mold and then take the damage. There are two patches of brown mold, one each side of the slope.

At the end of the slope is a small pool, which used to hold water but has been taken over by a large patch of green slime. The pool is 8 feet in diameter and about 2 feet deep.

Green Slime (CR 4): This dungeon peril is a dangerous variety of normal slime. Green slime devours flesh and organic materials on contact and is even capable of dissolving metal. Bright green, wet, and sticky, it clings to

walls, floors, and ceilings in patches, reproducing as it consumes organic matter. It drops from walls and ceilings when it detects movement (and possible food) below.

A single 5-foot square of green slime deals 1d6 points of Constitution damage per round while it devours flesh. On the first round of contact, the slime can be scraped off a creature (destroying the scraping device), but after that it must be frozen, burned, or cut away (dealing damage to the victim as well). Anything that deals cold or fire damage, sunlight, or a remove disease spell destroys a patch of green slime. Against wood or metal, green slime deals 2d6 points of damage per round, ignoring metal's hardness but not that of wood. It does not harm stone.

Yellow Mold (CR 6): If disturbed, a 5-foot square of this mold bursts forth with a cloud of poisonous spores. All within 10 feet of the mold must make a DC 15 Fortitude save or take 1d3 points of Constitution damage. Another DC 15 Fortitude save is required once per round for the next 5 rounds, to avoid taking 1d3 points of Constitution damage each round. A successful Fortitude save ends this effect. Fire destroys yellow mold, and sunlight renders it dormant.

Brown Mold (CR 2): Brown mold feeds on warmth, drawing heat from anything around it. It normally comes in patches 5 feet in diameter, and the temperature is always cold in a 30-foot radius around it. Living creatures within 5 feet of it take 3d6 points of nonlethal cold damage. Fire brought within 5 feet of brown mold causes the mold to instantly double in size. Cold damage, such as from a cone of cold, instantly destroys it.

Traveling Off the Back Road

The following pages detail various locations which the PCs may find by deviating from their path down the Back Road. If the party no longer has Miah they may find these locations completely by accident or perhaps the party wishes to explore a bit in a search for materials or supplies which may be of use to them in their journey to Holoth.

After the PCs have finished exploring these areas they may continue to the vast Fungi Forest and then into the drow city of Holoth.

Jorumgard

Jorumgard is known as the Lair of the Deep Serpent, and less often the Vault of No Doors or Maze of Shadows. It is the home of Nidh-Cthon, an Imperial Underworld dragon; he has been lord of a miles-long section of tunnel since he reached adulthood nearly seven centuries ago. Though he is the only true citizen of Jorumgard (the few other long-term residents are all his acolytes or servants) Nidh-Cthon has all the reach and influence of a small nation. He employs a few drow (those driven either by a lust for arcane secrets they believe only a dragon can teach along with those who are outcast from any other home) and a smattering of spies and agents of other races, but the backbone of Jorumgard's power is the might of Nidh-Cthon himself.

History

Jorumgard slightly predates the arrival of Nidh-Cthon, but not by much. A little over 700 years ago, a small cult of drow sorcerers separated themselves from the rest of drow society to establish a new magocracy, dedicated to strengthening the power of their draconic bloodlines (most having arcane ties to white dragons) and raising an army of warrior-mages to spread their influence. They looked to ancient texts discussing dragonkind to find a name for their new political entity and selected Jorumgard, or "Here There be Dragons." They developed rituals that transformed them from mere sorcerers into dragon disciples and their numbers grew. As a small group they kept their identity as hidden as possible, but in time did spread word among those with dragon blood that Jorumgard was a haven for any that wished to explore the arcane secrets of draconic heritage.

As years passed the forces of Jorumgard grew and the Council of Ice was formed – a ruling assembly of the most powerful dragon disciples (all of whom had strong ties to the frosty blood of white dragons). They began to make raids to the surface world, prey upon travelers headed to or from Embla, and set out raids to attack merchants moving along the Back Road. Such efforts were kept small and irregular but awareness of Jorumgard grew in the region, and in time retribution would have likely fallen upon the Council of Ice.

Instead, Nidh-Cthon came.

Just an adult, the Underworld dragon was not much



larger than a horse and his most powerful spell was *scorching ray*, but already he was cunning beyond what his century of age would suggest. He played the fool to the Council of Ice, feigning great fear of the cold damage their icy magics could deal to his hide of superheated scales and the steaming blood that pumped in his heart. He offered his services as a guard and crafter of tunnels and showed great humility in his service to the council. The dragon disciples were greatly flattered by his words, believing that they were close to achieving status as true dragons. Nidh-Cthon encouraged their arrogance and suggested that they perform the very rituals on him that made them into disciples of the draconic side of their bloodlines. In time the Council came to agree with Nidh-Cthon and gathered to perform their complex rituals again; as a trusted servant who feared them, Nidh-Cthon was selected to guard them.

Instead, he ate them.

While the Council of Ice was at its most vulnerable in the midst of the ritual, Nidh-Cthon struck and began to use his mighty bite and burning breath weapon to destroy them. Rich in arcane draconic power as they were, each one he consumed restored his own health and eldritch reserves. The individual members of the council fought against him but none were his match, and he burrowed into floor and wall to escape any cluster of them that began to work together. He pounced on each dragon disciple that opted to flee, adding that individual's power to his own.

The battle took nearly an hour, and the screams echoed through the halls of Jorumgard for much longer than that, but in time Nidh-Cthon was victorious. He destroyed and consumed every member of the Council of Ice, absorbing much of their eldritch power in the process. His body, once craggy and black as cooled lava rock, was now shiny and grey. His great horns turned shock white and he grew wings which, along with his spine and face, became a rusty red. Having absorbed the power of the white dragon disciples, Nidh-Cthon was infused with the primal forces signature to white dragons, harnessing ice and snow while adding his kin's elemental immunities to cold to his own fiery resistance. He also became the unquestioned lord of Jorumgard, a position he has maintained for seven centuries.

Since establishing his authority, Nidh-Cthon has expanded his power base slowly but inexorably over hundreds of years. In the early centuries he was extremely active, taking on threats to his power directly (often by burrowing into a foe's stronghold and attacking when they slept or were already distracted by other foes). Learning the lesson of the council he destroyed, the dragon of the ice and Underworld worked to never be vulnerable himself. He made dozens of small rock chambers scattered throughout Jorumgard, placing them in areas with underground rivers of running water and lining them with lead (to block efforts to find him with scrying magic) and used them to sleep and (if injured) recover.

He also spent considerable portions of the treasury of the Council of Ice to hire spies in nearby communities and to pay for mercenary troops (though he has long since stopped using mercenaries except to deal with specific threats). In addition to gathering information about his neighbors, Nidh-Cthon used these spies to spread false tales of Jorumgard and his own powers. Chief among these was the claim that he was particularly vulnerable to cold magic, which became widely-enough believed in the early years of Jorumgard that the dragon successfully defeated foes much more powerful than himself on two occasions solely because they had depended on ice and frost spells to disable him.

In the centuries since, no entities have been a serious threat to Nidh-Cthon. The dragon cleared a long section of Underworld tunnels to serve as his lair, though he thinks of the region as his empire.

Jorumgard Today

With seven centuries to settle in, Nidh-Cthon has created a lair that is nearly a self-sustaining settlement. As a powerful dragon, he has a small but constant stream of petitioners coming to him to serve and learn the secrets of draconic power. At any given moment he has 101-200 (100 + 1d100) petitioners of no particular power serving to hunt his food, act as servants for the dragon disciples who worship Nidh-Cthon, engrave runes describing his vast powers on mile after mile of tunnel, and as an early warning system if anything powerful invades his tunnel. Petitioners often have short, ugly lives of being abused by Nidh-Cthon's true servants before being eaten by a feral giant slug.

Jorumgard also has a smaller but more stable population of dragon disciples who truly have learned from the mighty underground dragon; he normally has 21-40 (20+1d20) Servants of the Deep Dragon and 12-18 (10+2d4) Disciples of the Deep Dragon. These are sorcerers of the draconic bloodline who have become dragon disciples and believe that in time their lord and

master will conquer the world. Most of these are drow who have been cast out of their own society (often males who rebelled against restrictions on their ability to study their innate magic powers).

The far northern end of Jorumgard has numerous small caves and a few structures where the 150-250 "citizens" of the settlement dwell when not raiding, foraging, or spying for their dragon lord. For a few miles the tunnels are fairly clear, with few wandering monsters and regular patrols by servants of the Deep Serpent. Further south there are a few secret paths that the dragon disciples know to move safely through Jorumgard, but less effort is made here to keep the region clear. Nothing that might actually be a threat to Nidh-Cthon (such as a purple worm or neolithid) is tolerated but cloakers, giant slugs, giant spiders, ropers, troglodytes, and similar creatures are largely ignored by Jorumgard's defenders. Nidh-Cthon enjoys hunting in this region and allows prey to roam freely for this purpose.

Parties of more organized creatures are more likely to draw the ire of the dragon's followers. Drow, dwarves, humans, orcs, and even trolls are spied and followed. Nidh-Cthon destroys some of these himself, while others are used as tests for his disciples. The dragon lord has also set up numerous small labyrinths of *illusory walls* and *walls of stone* throughout this region, pocketing it with battlegrounds that favor him. If a force seems to be equipped as dragon-slayers or manages to defeat his more competent servants, Nidh-Cthon tries to lure such interlopers into one of his labyrinths and destroys them himself.

Because Nidh-Cthon's existence is slowly becoming more common knowledge (despite his tendency to destroy any explorer or foe who actually sees him), for the past 200 years he has spread additional rumors to sow confusion among newcomers to the Underworld. Many of his agents use *disguise self* to appear as red-haired elves that claim to be fire elves, a race of subterranean elves that lived peacefully near lava flows until the drow forced them out. This allows his spies to go places where drow would not be welcome and helps reinforce the idea that Jorumgard is a land of fiery creatures (encouraging those who would try to take the realm from its current master to arm themselves with cold magic, which is useless against Nidh-Cthon).

Jorumgard Rumors

Jorumgard is the source of numerous legends and rumors, many created by Nidh-Cthon as intentional misdirection. In the lands around the dragon's lair (both on the surface world and the Underworld) any character asking about Jorumgard can track down one of the rumors below after a night of effort. Characters who make an additional Diplomacy check to gather information can find one additional rumor with a **DC 20** skill check, +1 rumor per 5 their check exceed the DC.

Jorumgard Adventure Seeds

Jorumgard and its lord Nidh-Cthon are not an integral part of *Rise of the Drow*. They exist as background material, both to fill in the ecology of the vast region of the Underworld and to give a GM material to draw on when the PCs wander too far from the adventure. At lower levels Jorumgard can be a vague, shadowy rumor of a place no one dares explore. As the PCs advance, servants and disciples of the Deep Serpent can be used as side treks, sources of information, or foes who can snipe at a group of adventurers and flee toward whatever encounter the GM wants to move the PCs to next. At the end of *Rise of the Drow*, the very high CR Nidh-Cthon can become the next leg of the PCs ascent to higher level as the dragon sees their success as a sign they have become a true threat.

Below are some suggestions of ways the GM can introduce elements of Jorumgard.

- The PCs are approached by a Servant of the Deep Serpent (see below) in the form of a beautiful elven maiden with bright auburn hair. She claims to be a fire elf, one of the last of a long-lost tribe of elves who once lived peacefully below ground near the fires of the earth and rivers of lava (before the drow displaced them). In truth she's just a drow (and possibly a male one) working as a spy for Nidh-Cthon and seeking to learn more about the PCs. If they seem suspicious, the "fire elf" apologizes for bothering them and leaves. If they seem welcoming and wishing to help, she tries to direct them against an enemy of Nidh-Cthon (both to learn more about them and to weaken that foe at no cost to Jorumgard). The GM can use this to move the PCs back onto a lost thread of the current adventure, and set it up as an introduction to the idea of fire elves as a long lost race if he wishes to use that element of Jorumgard's false mythology later.

- A dwarven merchant asks the PCs to investigate Jorumgard and seek any sign of a small subterra-

d12	Rumor	Veracity
1	Jorumgard was once ruled by a council of Ice Wizards that tried to steal a dragon's hoard but failed and met destruction.	***Mostly True*** They were sorcerers rather than wizards, and the dragon betrayed them without cause.
2	Jorumgard is a twisted waste filled with nothing but undead and gnawed bones.	***Entirely False***
3	Jorumgard is home to an endless hoard of dragon treasure.	***Mostly False*** The draconic inhabitants certainly have their own wealth.
4	Jorumgard sends bandits and raiders to the surface and major trade routes of the Underworld.	***Entirely True***
5	Jorumgard is home to earth dragons, which can see through stone and hear anything said near any crystal.	None of the details are true but Nidh-Cthon can see through his own *illusory walls* and has an extensive network of spies; it's easy to see how the rumor started.
6	An oracle lives within Jorumgard who can give the secret to destroying any enemy.	***Mostly False*** Nidh-Cthon is wise and will be happy to tell those who come to him the weaknesses of his enemies in the hope that his foes will be destroyed without him having to lift a claw.
7	Jorumgard is a land ruled by a mighty red dragon that keeps numerous half-dragon guards.	***Mostly False*** Nidh-Cthon is certainly not a red dragon and none of his agents are true half dragons, but there's an element of truth in both claims.
8	Jorumgard was once home to the fire elves, before the drow destroyed the homeland of these red-haired sorcerers.	***Entirely False*** Nidh-Cthon still sends out spies to spread this rumor from time to time.
9	Jorumgard is actually on another plane of existence (the Demiplane of Lava) and its lord uses this fact to protect himself from divinations.	***Entirely False***
10	Despite being a mighty red dragon, the Lord of Jorumgard is immune to cold damage due to powerful spells he casts.	He's not a red dragon and Nidh-Cthon's immunity is natural (not magical) but the general idea that he is a fire dragon able to ignore cold damage is accurate.
11	The Dragon Lord of Jorumgard is shedding his skin and will soon be too large and powerful to stop.	***Mostly False*** Nidh-Cthon is going to gain an age category soon, but he'll be no bigger than he is now.
12	Merchants who bring large cargos of valuable and exotic goods into Jorumgard will be well-rewarded for this business, but only if they come with no weapons or spellcasters. The bravery of such traders impresses the inhabitants of Jorumgard, who often pay twice what such goods are worth.	***Entirely and comically False*** Anyone trying this will be robbed and killed, but every 200 years or so someone is dumb enough to believe such claims. Nidh-Cthon keeps sending his agents out with stories of having met merchants who became rich as a result of such efforts.

nean beetle-caravan that went to the region to seek new markets of trade. The caravan was destroyed by Disciples of the Deep Serpent (see below), its remains left near one of Nidh-Cthon's labyrinths. The PCs can find proof it was destroyed by fire-users and if they investigate deeper, may face a Disciple of the Deep Serpent themselves.

- A cloaker brings the PCs a note suggesting ways they can overcome an upcoming foe, signed only The Lord of Jorumgard. The advice is true (though how useful it proves to be is up to the GM) and actually comes from Nidh-Cthon; he wants the party to destroy a thorn in his side (whatever foe the GM needs the PCs to take a look at) and is curious to see if they can be directed to expand his own power.

Nidh-Cthon

The core power behind Jorumgard is Nidh-Cthon, a very old imperial Underworld dragon who, through a traitorous act of eldritch consumption, has also acquired the half-dragon template for white dragon powers. He sees himself as a king of the growing realm of Jorumgard, though in truth he remains a petty warlord whose empire stretches only so far as his own might can carry it.

Nidh-Cthon is old even among those dragons that are counted as very old, no more than a decade from growing into an ancient Underworld dragon. While this won't mean gaining a size category (Nidh-Cthon will be Huge for centuries yet), it will represent a significant increase in his arcane powers. As he feels the secrets of 6th level spells tickle the edges of his consciousness, Nidh-Cthon has become more adventurous and mobile than he has been in decades. Each expansion of his powers has led him to claim more territory as part of Jorumgard and he sees no reason for the trend to stop. Having nearly claimed the entire major spur of caverns attached to his original lair, however, he has begun to venture further afield and send spies into nearby settlements, seeking to find a place to expand his influence.

Not a coward, Nidh-Cthon has spent enough years in the dangerous Underworld to know he is not immortal or all-powerful. He is proud and haughty, but if clearly outmatched the dragon does not hesitate to flee a conflict. He will always hold a grudge against any group that drives him off, and plotting their destruction or enslavement will consume the imperial dragon from that point forward.

Reduced Template Rating

Despite having the half-dragon template, Nidh-Cthon's CR is only 1 higher than usual. Many of the template's benefits – darkvision, low-light vision, immunity to sleep, paralysis, flight, and bite and claw attacks – do nothing for him.



This long, serpentine dragon appears to be made of burnished iron or perhaps steel, with light gleaming off its many sharp scales. Its head is the color of rust but glows with the suggestion of vast heat or cooling lava, a scar cutting through a milky eye on the left side of its face. Rows of shockingly white horns jut up from the ruddy skull and forward from the dragon's chin like a beard of spikes. Its long body sprouts short wings (one with a broken claw-tip) which seem too small to support its weight. Jewelry and small talismans are affixed to its many horns, claw tips, and occasionally the monster's scales.

Nidh-Cthon, Very Old Underworld Dragon (Half-White Dragon)

3.5 hp 310 / CR 16 / pg 383
Pathfinder hp310 / CR 16 / pg 445

Combat Tactics: Nidh-Cthon always casts *mage armor* on himself prior to sleeping and often maintains the spell throughout the day (meaning if the dragon is encountered late in the day he may be down one or two first-level spell slots, but is almost assured to have *mage armor* up). If he believes he has a reasonable chance of encountering a hostile force, he casts *countless eyes* (see the "Countless Eyes" entry in Chapter 5 of the Pathfinder Roleplaying Game: Ultimate Magic book), which gives him all-around vision and makes him immune to flanking for 1 hour/level.

In combat, if Nidh-Cthon's foes are in an area where several will be able to see him at once, he opens with his breath weapon or a charge, both of which activate his frightful presence (causing foes with 4 or fewer hit dice to be panicked and those with 5 to 19 HD to be shaken, both for 5d6 rounds, on a failed save). This is the only time Nidh-Cthon prefers to fight in the open, and he moves to more restrictive battlegrounds if a fight takes more than 2-3 rounds (burrowing, if necessary). If foes are shaken by his frightful presence, any Disciples of the Deep Serpent then attempt to worsen their condition with *fear* spells.

Early in a combat, Nidh-Cthon generally casts a quickened *pyrotechnics* (using his metamagic rod) to create an area his foes can't see through he (but thanks to his smoke vision, the dragon can). If possible, he makes sure to catch archers and spellcasters within the spell's area, though using it as a visual barrier between him and ranged foes works almost as well. If he has one of more Disciples of the Deep Serpent with him, they also use *pyrotechnics* to create areas where only Nidh-Cthon can see, often doing so when a foe with a two-handed weapon gets close to their dragon lord.

Many sections of Jorumgard have had side-passages sectioned off with *illusory walls* cast by Nidh-Cthon, generally in areas well above the tunnel's floor (making it unlikely any walking travelers encounter them, though flying and wall-crawling creatures are roughly 10% likely to pass through an illusory wall for each day of travel in Jorumgard). As their creator, Nidh-Cthon can see through these walls normally, allowing him to lie in wait or sleep in a crevice behind a waterfall and a false wall with little fear of being discovered by casual trespassers. He also uses these *illusory walls* to create areas where visibility is restricted every 10 feet or so, forcing foes that fight him on his own terms to do so in terrain that appears to be a series of 10-foot chambers with no doorways. Of course the walls do not block movement and can be dispelled, but Nidh-Cthon takes advantage of limiting opponents' line of sight to freely pick off those who seem weakest or focusing melee attacks on spellcasters and healers, then moving away if strong defenders come too close.

He is also not above seeding a small number of *walls of stone* in among his *illusory walls*. Since he can easily distinguish between the two this is not a serious complication for his own navigation, but more than one would-be dragonslayer has decided to ignore "obviously" illusory walls only to run headlong into a wall of stone placed in the center of a group of illusory walls.

If foes are spaced closely enough together that he can hit half of their number, the dragon often uses *slow* or *waves of fatigue* early in a fight to weaken opponents for the majority of the combat. If he can include two or more creatures that seem able to make multiple attacks a round on a regular basis (including anyone showing signs of the Rapid Shot feat or flurry of blows ability) he may even burn a charge from his metamagic wand (though never his last charge) to hit them with a *quickened slow* while continuing to attack and cast other spells normally. He'll also use this to hit a high percentage of a

group with *waves of fatigue* and a *quickened slow* in the same round if they are foolish enough to cluster that tightly together.

If none of the above conditions dictate otherwise, Nidh-Cthon uses his breath weapon when it is available (unless foes have proven resilient to fire, in which case he tries his cold breath), and then engages with melee attacks.

If a foe proves effective against the dragon, he can use his metamagic rod to cast a quickened defensive spell, most likely *displacement*. If that does not turn the tide, Nidh-Cthon uses his flight to escape quickly and if followed he burrows through the rock, leaving no tunnel behind him.

Sleep Tactics: Nidh-Cthon has slain many of his foes while they slept and as a result takes significant precautions when resting. He has created numerous chambers around Jorumgard that can be reached only by tunneling, ensuring that they are surrounded by underground rivers (using running water to block *locate creature* spells) and lined them with lead (to foil most *detect* spells). He casts *nondetection* on himself before any lengthy period of sleep (using a higher-level spell slot to do so if he has expended all his 3rd-level spells), forcing anyone seeking to find him with divinations to make a caster level check (**DC 26**). He randomly selects one of his most trusted Servants of the Deep to watch over him while he sleeps and often tests them by feigning sleep to ensure they are not just waiting for him to seem weak before striking.

If attacked while sleeping or weakened, Nidh-Cthon makes no effort to win the battle; he flees into the rock, burrowing and collapsing the tunnel behind him. If he hasn't already expended all his spell slots earlier in the day, he uses his metamagic wand to cast *displacement* and then *protection from good* as quickened spells as he departs.

Treasure: Nidh-Cthon's personal gear (the *lesser quicken metamagic rod* and *cloak of resistance*) adds up to a value of 39,000 gp, which just happens to be the value for a CR 15 monster that receives triple treasure using the Slow Exp Progression Chart. For games using Medium Progression another 19,500 gp of treasure is called for, and for games using the Fast Progression, yet another 28,500 gp is needed (for a total of 87,000 gp).

Such additional troves are well-hidden, deep at the northernmost end of Jorumgard. The first cache of 19,500 gp worth of valuables is keep in a small cavern fifty feet from the end of Jorumgard's main shaft. The cavern has no natural entrances and exits – Nidh-Cthon accesses it with his burrowing ability on the rare occasions he needs to pay spies, bribe guards, or (if circumstances somehow force him to) give a fair price to brave traders who bring him powerful magics and antiques for his greater hoard.

The Dragon's Disciples

The Servant of the Deep Serpent represents a fairly typical disciple of Nidh-Cthon that might serve as a spy (especially in drow communities), a messenger, guard, or a raider in one of Jorumgard's attacks on adjacent communities and merchants. If the servant approaches PCs, it is likely to use disguise self to take the appearance of one of the fictional fire elves (possibly one showing signs of recent abuse, to discourage the PCs from touching the drow and interacting with the illusion spell, thus receiving a saving throw). If the servant knows in advance a fight is coming, it is likely to cast mage armor, shield, and bull's strength if possible.

The stat block below is intentionally kept fairly simple (it is a "generic" follower of the lord of Jorumgard) and you are encouraged to swap out spells, feats, and equipment as desired to create custom servants of Nidh-Cthon trained for specific tasks.

If Nidh-Cthon is encountered randomly, there is a 60% chance he is alone, a 30% chance he is with 2d3 Servants of the Deep Dragon, and a 10% chance he is with 1d3 Disciples of the Deep Dragon.

Servant of the Deep Dragon

3.5 hp 24/ CR 5 / pg 389
Pathfinder hp 31 / CR 5 / pg 446

Disciple of the Deep Dragon

3.5 hp 45 / CR 9 / pg 350
Pathfinder hp 52 / CR 9 / pg 446

Vethin's Hold

Vethin's Hold is one of the darkest kept secrets within the Underworld. Serving as a way station and marketplace, its prosperity is built upon the illegal trade of stolen, restricted, and sometimes forbidden goods; every street and alley in the chambers of this hidden cavern seems to provide its own unique market. An individual who visits here is never at a loss to find a place to spend his hard fought gold as each store, merchant tent, and trade caravan seems to specialize in a variety of different wares, making the markets and vendors of Vethin's Hold a truly varied lot.

A hundred or more makeshift shops cram the streets and dark alleyways, a collection of tents, open wagons, and even simple blankets with the merchant's wares spread upon them taking up almost every inch of the cavern during busy seasons. It is not only a place to purchase a seemingly endless variety of goods otherwise not easily obtained within the lightless depths, but also one of constant danger. If an individual can find a way through these shadowed and lawless markets without being robbed, hoodwinked, or dragged off by the slavers who frequent this place, they may well find more than they were looking for within the Hold.

While the trade of goods within Vethin's Hold seems to be the heartbeat of this hidden, vice-ridden community, it must always be remembered that everything that enters this cavern has a price. Nothing of value that passes through the gates of Vethin's Hold is safe from negotiation, whether it be items, information, secrets, or even the lives of the visitors and merchants who enter this place. Not a day passes that isn't a reminder of the single phrase chiseled into the massive arch above the gates: "*Welcome to Vethin's Hold, where everything has a price*".

The Council and Overlord

Sitting at the head of Vethin's Hold is Adrix Galthrone, the self appointed overlord (a position traditionally held for life - a period of time that can be remarkably short). Galthrone came to Vethin's Hold long ago seeking refuge as the sole survivor of a failed quest that resulted in the deaths of his companions. The first sorcerer to become overlord since the city's distant founding, Vethin's Hold has traditionally been ruled by a series of merchant lords, Underworld buccaneers, and other warrior types. These other rulers always fell into a violent cycle of city-wide revolts, murderous betrayals, and violent coups.

Unlike the others, Adrix Galthrone has maintained his rule over this dark city for nearly twenty five years. He has done this by establishing a system of controlled infighting among those who desire a position of power and directly killing any who would challenge his own. Never trusting those who would want to rule such a lawless place, he engineers inventive ways to turn their own dark natures against themselves. Relying on the overwhelming feelings of distrust, disloyalty, greed, paranoia, and violent tempers of these councilmen, he has little to worry about, as they are kept too busy scheming against one another to efficiently plot his demise.

Traditionally, only a council of three rules Vethin's Hold under the authoritative lead of the city's overlord. Like the leader, this council is made up of only the richest, most black-hearted, and thoroughly dastardly of indi-

VETHIN'S HOLD

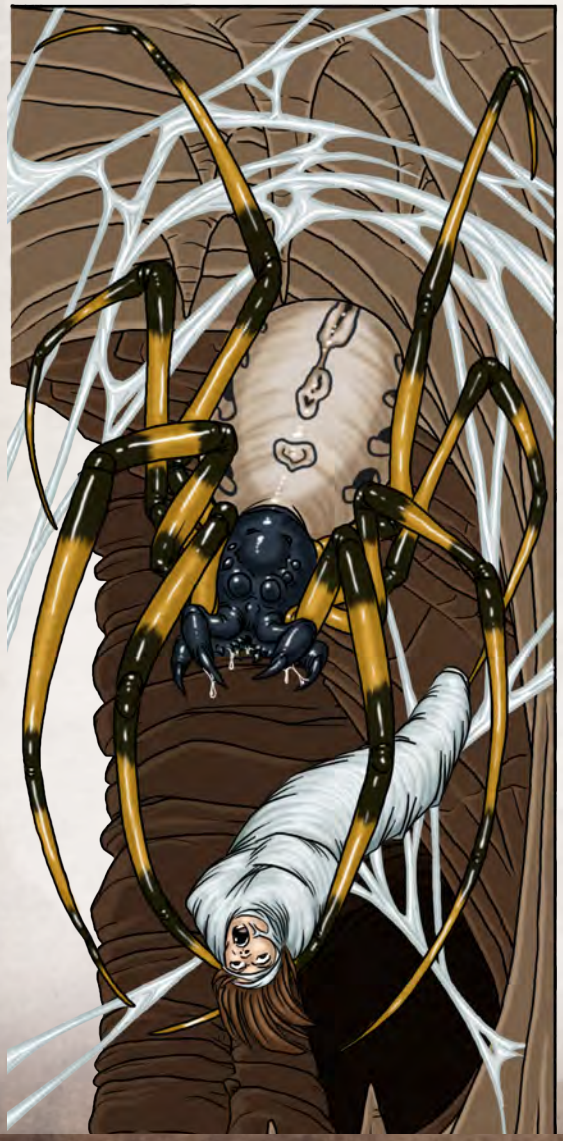
CN small city
Corruption +2; **Crime** +5; **Economy** +1;
Law -4; **Lore** -3; **Society** +0
Qualities notorious, organized crime, strategic location, tourist attraction
Danger +45;
Disadvantages bad neighbors, secluded

DEMOGRAPHICS
Government Council/Overlord
Population 5,361 **Type** mixed (3,645 human, 376 dwarf, 268 half-elf, 214 half-orc, 161 tiefling, 107 halfling, 54 gnome, 536 other)
Notable NPCs
Overlord Adrix Galthrone (LE male tiefling sorcerer 16)
Councilwoman Illyev Verua (LE female drow cleric 13)
Councilman Derath Salin (LE male human aristocrat 12)
Councilman Jorgoth Groat (CN male half-orc barbarian 15)

MARKETPLACE
Base Value 10,000 gp; **Purchase Limit** 40,000+ gp;
Spellcasting 7th
Minor Items 5d4; **Medium Items** 3d6;
Major Items 3d4

viduals. It is through their actions that the day to day operations of the Hold are maintained. This level of order is achieved by fear rather than any sense of respect or obligation to their rank of "ruler". Chosen by the overlord (solely based by what benefit these individuals can bring to Vethin's Hold) it is their affiliations and margin of profit that keep their positions safe during times of "re-election". But again, the grip on these roles is a slippery one, and Galthrone has disposed of more than his fair share of council members, making each disappearance seem like an outside event.

Knowing this, each councilman keeps their own small army of contacts, soldiers, thieves, enforcers, specialists and favored henchmen at their beck and call. The loyalty of each of a councilman's subjects has, and always seems to be, contingent upon their success.



The current councilmen include the following characters:

- **Derath Salin** has direct ties to the overlord of Vethin's Hold, the extent of which has been a closely guarded secret for a number of years. This slovenly man of extreme girth handles most of the major slave and smuggling operations into and out of the city. With an extensive list of pirates and a network of evil humanoids throughout the Underworld on his payroll, he ensures that the Hold has a never ending stream of slaves and stolen goods arriving weekly. An obsessive gambler, he can typically be found at the Boneyard gambling with slaves he brings there, using their wretched lives and painful deaths as his currency in the high stakes bets and wagers he so often enjoys.

- **Jorgoth Groat** has maintained his position of power in Vethin's Hold through a campaign of violence and assassination of potential rivals. An intimidating looking individual by anyone's standards, this heavily muscled and tattooed half-orc has a firm command of most of the street gangs and thugs of the city. He can call upon one of these powerful groups at a moment's notice, and such a show of force is extremely useful when an "accident" needs to befall a merchant, or when a lesson needs to be taught to an "upstart" that refuses to acknowledge the rules of trade within the city.

  Addicted to the smell of fresh blood, this barbarian quenches his excessive need for violence by spending a majority of his time at the Blood Pit. On rare occasions he even enters these events as a combatant; with few to match his strength and ferocity, he is currently one of the arena's only reigning champions.

- **Illyev Verua** is one of the only drow to find a permanent residence within the city. Originally distrusted by the other councilman of current and past elections, it is through cutthroat manipulation that she has survived. Illyev controls a massive spy network both aboveground and in the Underworld, acting as the sole information broker of Vethin's Hold. Said to be in possession of both unnatural beauty and charm, it is told that her skills of persuasion are unrivaled. Rumors abound of a romantic entanglement existing between her and the current overlord; if such rumors hold true, it is a safe bet that her seat on the council is ensured so long as Adrix Galthrone remains in charge.

Shopping in Vethin's Hold

In a place where every inch of its filthy streets and narrow alleyways have been given over to commerce, an individual quickly learns that for the right price and contacts it is possible to obtain most things both day and night. Vethin's Hold represents an opportunity for players to purchase virtually anything they wish (once they've gained some trusted contacts in the small city). Despite the settlement's size, it is well funded by the varied criminals who pledge both their loyalty and gold to the city's overlord and council; it has a gp limit of 40,000 despite its meager population of only 2,000 or so souls.

When a PC goes shopping in Vethin's Hold, a GM is encouraged to use the following guidelines to control the type and amounts of items found in the marketplace here; anything of up to 2,500 gp value can be commonly found for sale. For unique items or those of a greater value, a customer must spend 1d6 hours shopping through the multiple stalls, tents and vendors throughout the city (a **Gather Information/Diplomacy DC 25** check reduces this time by half (minimum 1 hour). After this time (if the GM wishes the item in question to be available) the PC can purchase the it at the starting cost of twice the listed price (or perhaps a lower or greater price if the roleplaying leads to a haggling session).

A GM may judge that some items are not currently available and must be a "special order." Many times these must be sought out by the vendor and/or shipped into the city from elsewhere. Vethin's Hold's more successful merchants utilize magic like teleport to find the obscure purchase for a customer— most special orders like these are available within 3d6 days. Due to the extra level of required service for these types of orders, a merchant increases the final asking price by 50%-100%. Occasionally, a vendor actually has an item readily available but spends the time gauging the strength of the purchaser, judging whether here is a clear chance to sell the item before having the buyer killed and the goods returned.

Vethin's Hold at a Glance

Although the many vendors, thieves, swindlers, and traveling cravens of Vethin's Hold are among the most prevalent sights and reasons one would visit this city, they are but a facade that covers the true activity and purpose behind its secretive location. For the majority of the Hold's natives, it is a pricey yet well protected community in which to establish a permanent place of business. These locals specialize in the sale and distribution of forbidden items and services that the majority of surface dwellers find repulsive. It is in these shops that one can find any vice that their black heart desires; high-stakes gambling, drug dens, torture houses, assassins-for-hire, and individuals who will cater for the most bizarre and outlandish forms of gratification are all here. It is typical that few limits are placed upon the vile and perverted acts which can be purchased at these places, and any unfulfilled evil desire can only be attributed to an individual's lack of gold.

It is through the large payments made to the council of Vethin's Hold that these vile merchants are granted the benefit of permanent buildings to house their dark wares. Often these rights of ownership (along with its regular payments for protection and property) can be traced back for a number of generations. It is this unique offering of forbidden services and goods that has directly translated to a steady influx of business in the city. Only wandering fools think this is a place in which to buy needed goods only, for it is in these heinous shops that those most familiar with Vethin's Hold habitually come to buy and sell their contraband.

The following details many of these permanent markets, shops, and locales—if the PCs are interested in a particular type of good or service, the result of their Gather Information/Diplomacy check (at the GM's discretion) could point them to a merchant from the list below.

The Beholden

On a small street, tucked away from the more gaudy and disreputable establishments, a person will smell The Beholden long before they see it. An enticing aroma of rich meaty stews and hot fresh bread will lead a character to a building just slightly too large for its surroundings. From the outside, its many windows reveal patrons of all manner clanking tankards in the buttery glow of the numerous candled-decked iron chandeliers. Above a weathered door there dangles a heavy wooden sign bearing the business name along with a host of etched open hands.

As one enters the main dining area, a person will most likely be greeted by Tomba (NG male gnome rogue 8), a middle-aged gnome who is clearly in charge of the inn. The Beholden has been in his family's possession for three generations and counting, for Tomba won't be giving it up any time soon. Very much what you would expect from an owner of the most successful tavern in all of Vethin's Hold, Tomba is loquacious, energetic, and

has a particular fire about his personality which many people find irresistible. This charm is obvious enough to all who meet him; it leaves little question as to the reason why his establishment became so successful in such a foul place.

For within this jovial hostelry, a character can relax and let his guard down; no weapons are permitted within the main guest areas. All such items are tied with a piece of iron cord or collected in a safe holding area. The duty of ensuring this falls on the strong shoulders of Strotta (NG male half-giant fighter 12), a heavily muscled half-giant who is a long time friend and former adventuring companion of Tomba. This extremely large man always approaches first-time patrons with a toothy smile and explains the two rules that the tavern has kept sacred throughout its long history: "*All are welcome*," and "*No politicking!*"

The main tap room is a collection of many round tables of various sizes to suit parties both large and small. Made of fine dark wood and good at hiding stains, this wood contrasts with the pale ash coloring used in the long bar that stretches across virtually the entire length of the tap room. Pillars are scattered throughout the area and are decorated with carvings depicting various battles, strange Underworld locations, and mythic monsters. A single staircase leads up to a few rooms that can, if one is lucky enough, be rented for the petty fee of just a single gold piece per night.

While the patrons of the Beholden may think this the only wholesome place in all of Vethin's Hold, it would come as a surprise to any that the treasured establishment has a dark secret. It is not respect for Tomba, or the love of having a safe place in which to relax that inspires the good nature of its guests; it is an unnatural aura that keeps the illusion of happiness here. The strange effect comes from the pillars which provide the decoration. Unsure of how or when they even arrived here, not even Tomba knows of their origin. When asked about them he always responds in much the same way to such inquiries: "*Oh!? Those old things?... Well, come to think about it...I'm not sure when we got 'em. They do make the drinking hall look fancy, don't ya think?*"

While the story of how he came to acquire the pillars always seems to slip his mind, the thing that Tomba always remembers is the single day last year in which he awoke to find the tavern's main room littered with massacred patrons; he was the only person still left alive in the entire establishment. Covered in gore and suffering amnesia, the gnome couldn't remember anything of the bloody event. Telling no one of what transpired, he cleaned it all as best he could and continued on about his daily life, alone harboring the weight of the terrible secret. If he is watched closely, he can sometimes be seen staring blankly at the pillars, his arms alive with gooseflesh.

The Skinned Man

For those seeking to sate their darker appetites while passing through Vethin's Hold, a particularly diverse menu awaits them within the walls of the Skinned Man. Located just past the bazaar proper, this impressive bloodstone building strikes a memorable chord with visitors. Outside, fire pits surround the entrance while billowing clouds of smoke and acrid gases waft from multiple smokestacks (the furnaces within the busy establishment rarely rest). The fine haze of a blood mist floats gently around the grounds, a testament to the delicacies that await within.

Under the careful eye of Head Chef Arrick Grungel (N male half-orc druid 10), a plethora of culinary artists strive to provide extravagant indulgences to a seemingly endless stream and array of hungry patrons. Choice cuts of the finest humanoids are available in any manner of form and seasoning. With a steady supply of new slaves and unwary travelers to Vethin's Hold, freshness and quality are always easily attained. For particularly rare and exotic specimens (and the right price) the whole restaurant can be hired for an evening, along with the Skinned Man's resident assassin, Jeanand (NE female half-elf rogue 5/assassin 4). At a patron's leisure, someone whom they wish "dealt with" can be can be delivered, alert and restrained, straight to their table. Here, Jeanand will gradually remove pieces from the still-alive body and then have them cooked in front of the prisoner and guests, exactly to the client's requirements. More often than not, the victim is sampled and eaten while still fresh, rare, and screaming from the physical and mental agony. Once this process has been started, the patron and his guests are not allowed to leave until the entire victim has been feasted upon; to do so results in the entire party becoming the next day's fare.

Though truly a gruesome establishment, the Skinned Man is lucky enough to count itself as an area of civility with Vethin's Hold and is frequently used as a meeting hall for potential employers and clients. Within their

walls, groups may allow themselves to relax and discuss business with city officials and other NPCs with little fear of ambushes or unfortunate accidents. Residents warn visitors to not cause trouble within the restaurant, for unruly guests can quickly find themselves as the main course for the evening sitting.

The House of Eternal Woe

Amid the busy commence and noisy trade which takes precedence along her dirty streets, Vethin's Hold is not without a cultured aspect to her vile population. Located along the southern side of the trade quarter, a two story tower and it's adjoining halls stands out among the district's other buildings and serves as one of the only Underworld museums in existence.

Aside from a continually lit window along the upper reaches of the tower and a small locked box labeled "Appointments" near the door, this building could easily be assumed abandoned. With its faded whitewashed walls and cracked window panes, a visitor persistent enough will eventually be rewarded by the opening of a small panel inset a heavy iron door. Beyond this aperture a pair of bloodshot eyes peers back and the sounds of labored breathing herald the appearance of the establishment's owner. An elderly man well past his prime of life, the sage Kelfronon Zeak (LN male human wizard 15) detests any distractions from his work. Zeak is a man with little to no patience, and he always turns away those without proper appointments with a simple "*Not interested!*"

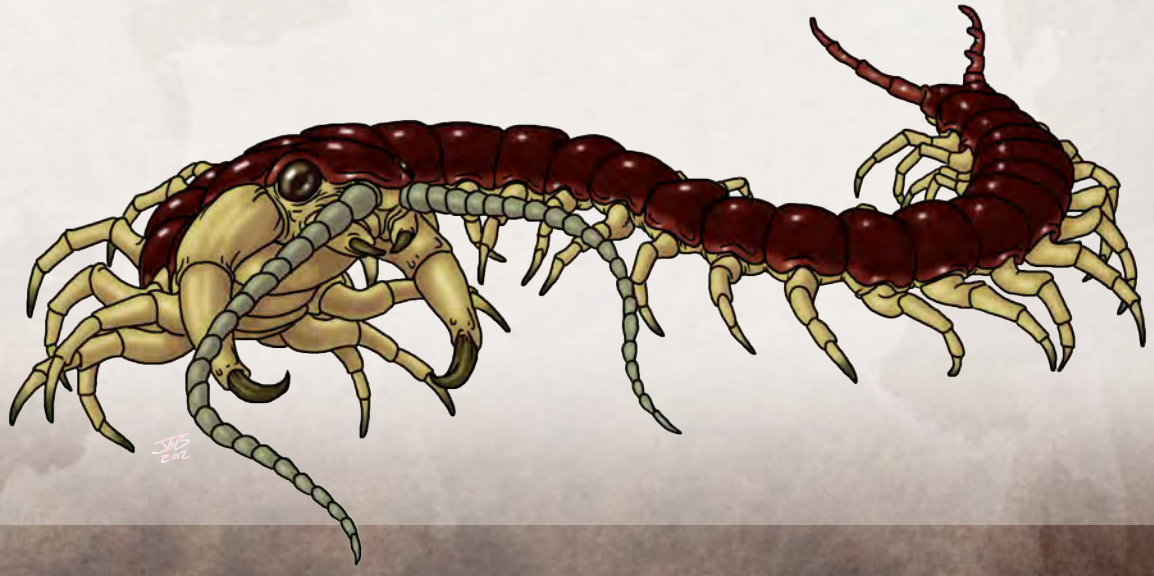
No longer possessing the youthful desire to personally track down such dangers, the reclusive wizard only holds audience with those who make appointments, and most of these are only for those willing to take money in exchange for new specimens to add to his growing collection. The reward for obtaining a requested specimen and bringing it unharmed is directly related to how dangerous and difficult the creature is to catch, although Zeak is more than willing to pay any cost.

Many displays fill his museum, with each piece of his collection having been meticulously posed in scenes that Zeak finds aesthetically pleasing and natural. He has become so enthralled with perfecting his craft that he rarely, if ever, finds the comfort of sleep. Rather than resting, he wanders the halls of his museum and visits with his favorite pieces. On these nights he becomes filled with an uncontrollable mania, and many claim hearing strange sounds coming from the establishment. Each account varies wildly; from the sounds of Zeak loudly arguing with himself, to wild screaming followed by bouts of uncontrollable sobbing, hysterical laughter, and even wailing moans.

Hidden somewhere deep in his diseased mind, Zeak still cherishes the idea of presenting his collection to the public so that they can celebrate his labors, but due to his obsession of presenting such an accurate representation, he has never opened the doors for any that would wish to view his work.

The Boneyard

The high risk games of chance found here are something to be avoided at all costs by those without the stomach or the gold with which to play them. Every night, this two story building becomes swollen with the hundreds of underground denizens, merchants, miners, and others



who boil up from the depths of the Underworld, each seeking an easy way to increase their wealth in but a few simple rolls of the dice. The establishment always plays for keeps in the variety of different games it offers.

The establishment's name speaks to the fact that its dealers only use dice that the staff have hand-crafted from bone. These dice are rumored to be made directly from the many unfortunate souls of those who either could not repay their debts to the house, or found the price a bit "too high" while participating in the gambling hall's sometimes lethal stakes. Existing solely to separate boastful merchants and the foolishly confident from their money, all bets are accepted here no matter what the game. Any amount of credit is available at only 10% down of the requested loan (for example: 100 gp will fetch an individual a loan of 1000 gp) and must be immediately repaid in full at any time the house wishes to collect. Unfortunately for those who borrow, the collection of these debts often comes during desperate times. Not to be seen to be without a sense of fairness towards the collecting what is owed, if a patron is without the monetary means in which to repay the loan, the house allows them to repay the debt in flesh. The amount of flesh and muscle taken by the Boneyard's debt collectors is based on what percentage of the loan is still outstanding at the time of the visit. Payment is based on the table below:

Body part	% of debt its skin and muscle represents
Head	9 (Eyes each represent 1%)
Chest and stomach	18
Back	18
Upper arm	5
Lower arm	3
Hand	1
Groin	1
Upper leg/buttock	10
Lower leg	7
Foot	1

Alternatively, an indebted patron can request an immediate "Termina" bet. This is quite straightforward; a single roll of a 6-sided die settles the entire bet. On a roll of 1, the patron is released from any financial obligation; any other result hands the debtor and all his or her belongings over to the Boneyard for whatever purpose it chooses, none of which have ever been anything but excruciatingly painful over an extended period of time. On any given day, there are 1d4-1 such patrons on display across the various gambling rooms for the entertainment of other guests.

The Dark Emporium

This is the only true store within Vethin's Hold that seems to carry a little bit of every kind of magical item. Often the first stop visited by many of the city's adventurers, this old cathedral is where many wizards, sorcerers, bards, and alchemists come to shop for "bargains". The Dark Emporium is a maze of books shelves, cluttered tables, and workbenches often brimming full of magical items haphazardly placed in seemingly unorganized piles.

Owned and operated by an insane cleric named Geth Qulaiox (CN dwarf cleric 11) and a dozen mid-level apprentices, a majority of the expensive or powerful items that the shop sells are kept locked safely below the establishment in a safe house that many have nicknamed the "Crypt". Seen by few save the dwarf, this safehouse is rumored to be a vast network of dark caves and catacombs that also happens to be ruled by an ancient ghoul overlord named Vexronios.

The blame for the many regular disappearances that happen in Vethin's Hold often finds its way to Qulaiox's doorstep. To date, the council has yet to take any actions in proving or dispelling these rumors. Always willing to speak about the strange rash of disappearances, Geth replies with an eager grin of rotted teeth and the following: "*If you have to ask about the prices in my shop, you may want to think twice before stealing something...*".

The Blood Pits

Residing in the northeastern portion of Vethin's Hold, owned and operated by a vile man named Tharx Darkon (CE male human aristocrat 8/rogue 5), there exists a battle arena called the Blood Pits. While once an influential part of the city and its income, the Darkon family ran into some undisclosed trouble at the hands of the city's council some six years ago, an event that reduced his holdings and family name into nothing more than that of an obligated thrall. An embittered man who openly issues threats to those who now control him, his disregard for the council and city overlord consumes him.

The Blood Pit is an immense iron cage arena constructed inside of the shell of older buildings. Because of the lawless and unforgiving nature of the city, Darkon operates his tournaments during all hours, with fights generally scheduled from 10:00 am to 8:00 pm. It is here that fans of the constant bloodshed continue to return each day to watch their favorite gladiators tear each other apart. Aside from the daily events, the Pits also schedule special events on holidays or when one of the council members has a taste to see a specific type of carnage.

The 150-foot diameter area is a semi-circular arena encased in a barbed iron cage, the ceiling extending to a height of only 30 feet. The walls of the cage are a dangerous collection of wicked spikes and serrated blades, making climbing the walls without metal gauntlets or some other protective implements nearly impossible. The arena is also equipped with a number of "add on" mechanisms and traps which make combat here all the more exciting and lethal. From columns of spinning chain blades that continually extend their reach, to portions of the spiked cage that collapse or move, the ingenious ways that the Blood Pits can maim or kill the combatants seems to be without creative end.

Darkon maintains a well-guarded office that is the only official way into the enclosed arena. He always keeps a staff of well trained guards on duty at all times; these deadly individuals will not falter in their duties of protecting the large amount of gold that is taken into the establishment each day. These profits are often the results of its patrons' wagers. Aside from the standard bets of who wins or loses each match, antes can be placed on nearly anything: who draws the first blood, the length of the battle, and any other aspect of the battle that a gambler wishes to stake their gold on.

Random Event Chart: Vethin's Hold (D20)

1. A band of adventures approaches the party during a visit to the crowded marketplace. They ask for advice about the dangers of and how best to travel to a place the PCs have recently come from.

2. Two caravan wagons overloaded with goods collide, spilling their wares into a crowded street. The wagons are badly damaged and the two merchants first resort to shoving; moments later they both draw knives while traffic on the street is blocked.

3. In a shadowed alley, the PCs witness a gang in the process of overpowering a lone merchant driving a wagon full of goods

4. A violent tavern brawl spills into the street, catching the characters in its wake.

5. A destitute madman stands on a street corner, his raspy calls and strange prophecies directed at any who will listen. Perhaps in his ravings he foreshadows an event in the party's current adventure.

6. Unsatisfied by the results of their recent clash in the arena, two gladiators fight in a blood match in the middle of the street, their unchecked violence threatening to injure the oblivious and cheering bystanders.

7. A group of thugs can be seen assaulting the merchants of a particular marketplace stall. The thugs are part of a gang protection racket run by the council of Vethin's Hold and are behind on their payments.

8. A weapons merchant pesters the PCs, trying to convince them to buy an item. He follows the party around the market, disrupting any attempts to purchase other goods.

9. The next time the characters approach a merchant stall, the merchant working there refuses to serve them. An unforgiving and loud-mouthed racist, he bears an open hatred for one of the characters.

10. A svirfneblin merchant pushes a cart giving out free samples from tonight's main dish being served at the Skinned Man. To help drum up business, he offers the characters a roasted kabob of odd colored yet exquisitely tasty meat.

11. Two merchants engage in a fistfight over some slight between them. If the characters intervene, they might make both a friend and an enemy; the merchants might have connections (25% chance) to a particular councilman or leader of one of the powerful guilds in the city.

12. The characters catch sight of a shadowy figure dragging something into a dark alley. This could be something as innocent as a merchant attempting to haul an overstuffed bag, or something more sinister (like a murderer attempting to dispose of his most recent kill).

13. An evil priest in the depths of dark desire wanders up and down the street, yelling insults and threats at any that cross his path. If a character openly wears a holy symbol dedicated to a good deity, he spits on it and tries to incite a brawl.

14. What starts as an argument quickly escalates into a street fight between two groups of 3d6 people each. Members of different trade groups selling similar goods, they have been engaged in a price war for the last two days that is becoming violent.

15. A convincing and charismatic merchant tries to sell a random character a stolen item, such as a weapon or a piece of much needed gear. This purveyor of purloined goods is actually a thief and there is a 15% chance that he attempts to lure the character into a nearby alley where his gang (ECL equal to the PCs +1) attempts to rob them.

16. A man carrying a satchel overstuffed with scrolls haphazardly blunders into a random PC, nearly knocking him down. Pleading for help, the man claims that he is being pursued by an invisible creature that only he can see. He shoves the satchel forward and attempts to flee, leaving the bag behind him as he runs from the scene (resorting to violence if the characters try to stop him). In actuality, he is a criminal who recently stole the non-magical scrolls from the Dark Emporium - he is being chased by an invisible guardian that seeks to reclaim the stolen scrolls that he (or now the PCs) possesses.

17. A down trodden and desperate street peddler accosts the characters. Lunging from the shadows of an alley or from behind a merchant tent, he tries to sell them his "goods". These can be anything from narcotics, stolen items, or even "secret" or sensitive information. The exact details of what this mysterious person has or knows are left to the GM to decide.

18. A street runner employed by one of the arena's slave masters approaches the toughest-looking character (highest Strength score) and tries to recruit him to take the place of a recently murdered gladiator. The death match starts in ten minutes.

19. The characters are manhandled and made to stand off the street by a large group of men dressed in leather armor and carrying weapons. The sortie is part of the personal guard of councilmen Derath Salin, and (under threat of force) the characters are made to stand aside while Salin and an entourage of wealthy merchants moves down the street. Slowly making their way down the once crowded lane, they openly sling insults at anyone they please. If the PCs stand up or offer any protest to either Salin or his guard, they stand the chance to make a powerful enemy.

20. A man staggers from one of the many vice dens of the city and somehow falls into step with the characters. Due to his indulgence, he seems oblivious to what he is saying and speaks sloppily and at length about random things. If the PCs can tolerate him, they may be able to glean some piece of secret or unknown knowledge from his drunken ramblings.

Caves of the Ahool

Thought to be little more than a legend, the ahool are giant bat-like humanoids typically living only in very deep and isolated caverns (although occasionally small communities form closer to the surface if rich supplies of food and water are present.) The caves of the ahool are just such a place, with a group numbering close to 200 living in close proximity to the dwarven city of Embla and the drow city of Holoth. They have found the dwarves to be tolerable neighbors, only venturing this far on their way to and from the great Fungi Forest; the stout folk don't typically enter into these caves and tend to keep to themselves. The drow are a bit more problematic, venturing into the ahool's home cavern from time to time until large groups can gather to drive the dark elves back. While the ahool elders appreciate the fairly peaceful status quo, some of the younger and more rash males have been venturing into the outlying caves in search of food, attacking both drow and dwarf alike. Their wizened leaders know they must stop this aggressive behavior before their small community is discovered and conflict comes to their homes.

Mossy Outcroppings

Ahool predominantly live within K'Tsol'klak but socicietal outcasts and independent minded individuals make their homes elsewhere in the Back Road of the Underworld. They occasionally prey on travelers, plucking up a passerby and sucking them dry before depositing the husks that remain in their alcove-nests. Canny wanderers quickly take to the defensive when vermin swarms pass them by, knowing that the dangerous predator ahool are not far behind.

Staging Outposts

Hidden in moss-covered nooks within sprinting distance of Holoth, these small, hidden caves provide the ahool with a means to discreetly engage the drow guards that patrol the Back Road. These miniature caverns are all recently built - the increased aggression from Holoth has dried up the traffic through the region and subsequently reduced the monstrous humanoids' food supply. Without these easy meals available the ahool have grown lean and desperate but remain strong, fed by the lifeblood of drow unfortunate enough to wander from their allies when out on patrol (and the rare inept individual that manages to avoid the dark elves). These ahool are out for drow blood and if the PCs are canny in their approach, they may find aerial allies rather than predatory enemies.

The Moss Gardens of K'Tsol'klak

The primary settlement of the ahool exists within a massive growth of moss that completely encapsulates a huge cavern in the Back Road. Hidden underneath the vegetation are hundreds of small caves where they live out their lives in between Underworld hunts. Not all of these dwellings are inhabited - dozens of the alcoves contain the corpses (and belongings) of explorers that met their end at the claws of the ahool.

The hanging moss gardens of the ahool settlement are suspended two hundred feet above the cavern floor and while they cover the entire ceiling, some areas are as thick as 30 feet and others are as thin as 5 feet. Once reached the moss can be traversed with a successful Climb check (**DC 5**), allow ing the character to move half their base speed through the vegetation (should they attempt to move at a quicker pace, increase the Climb DC to 25.) While inside the moss gardens, all creatures have concealment and a **Spot/Perception check (DC 25)** is required to locate any creature not adjacent to the observer.



K'Tsol'klak

NE village
Corruption -1; **Crime** -6; **Economy** -1; **Law** +0; **Lore** -3; **Society** +5
Qualities insular, superstitious
Danger 0

DEMOGRAPHICS
Government council
Population 190 (189 ahool, 1 halfling)
Notable NPCs
Chief Riktha (LE male ahool rogue 6)
Head Sol'kla Eitia (NE female ahool cleric 2)
Packmaster 'Drowbane' Graix (NE female ahool ranger 5)

MARKETPLACE
Base Value 500 gp; **Purchase Limit** 2,500 gp; **Spellcasting** 1th
Minor Items 2d4; **Medium Items** 1d4
Major Items —

Ahool

3.5 hp 45 / CR 5 / PG 341
Pathfinder hp 45 / CR 5 / PG 402



The Fungi Forest of the Underworld

Deep in the Underworld, far from the penetrating rays of the sun, grows a forest; it is unlike any other, so immense and unique that its beauty and majesty is unmatched in this world. This is not the type of forest Upperworlders are familiar with, nay, this...is a forest of fungi. Mushrooms as far as the eye can see dominate the landscape, their beauty framed by cascading waterfalls and ancient ruins that grant a sense of antiquity to this otherworldly realm. An immense rift in the earth breaks the landscape in two, hot mists rising from its depths with rickety bridges spanning the gap below and spores, the lifeblood of the fungi, dance through the air currents that span the gap above.

While there is much beauty to behold here, there are also untold terrors to abhor. Wisdom dictates moving cautiously through these stalks, being mindful and keeping to oneself, for most mistakes or blunders made in this forest are not easily forgiven.

Flora

A multitude of fungi make their home in this ancient open cavern and have done so for thousands (and in some cases millions) of years. Detailed below are some of the forms of fungi that exist here, their role in the ecosystem, and information on how they might be harvested for materials. Most of these fungi can be found throughout the Underworld but enjoy a dominant place in this region.

GM Note:

The Fungi Forest hosts the richest and most diverse gathering of fungi in the known world, thus not every single specimen is detailed here. GMs are encouraged to make up their own and add to the diversity of the wildlife as they see fit. GMs are also encouraged to place the following flora and fauna anywhere in the Underworld should they wish to enhance the adventure for their players.

Fungi Harvesting

If this aspect of the Fungi Forest becomes an integral part of your game, properly gathering materials from a mushroom can be a complicated and lengthy process depending on the fungus in question; it takes 5 rounds (30 seconds) of carefully manipulating a slashing weapon for each 5 points of DC to the associated skill check made to harvest the mushroom.

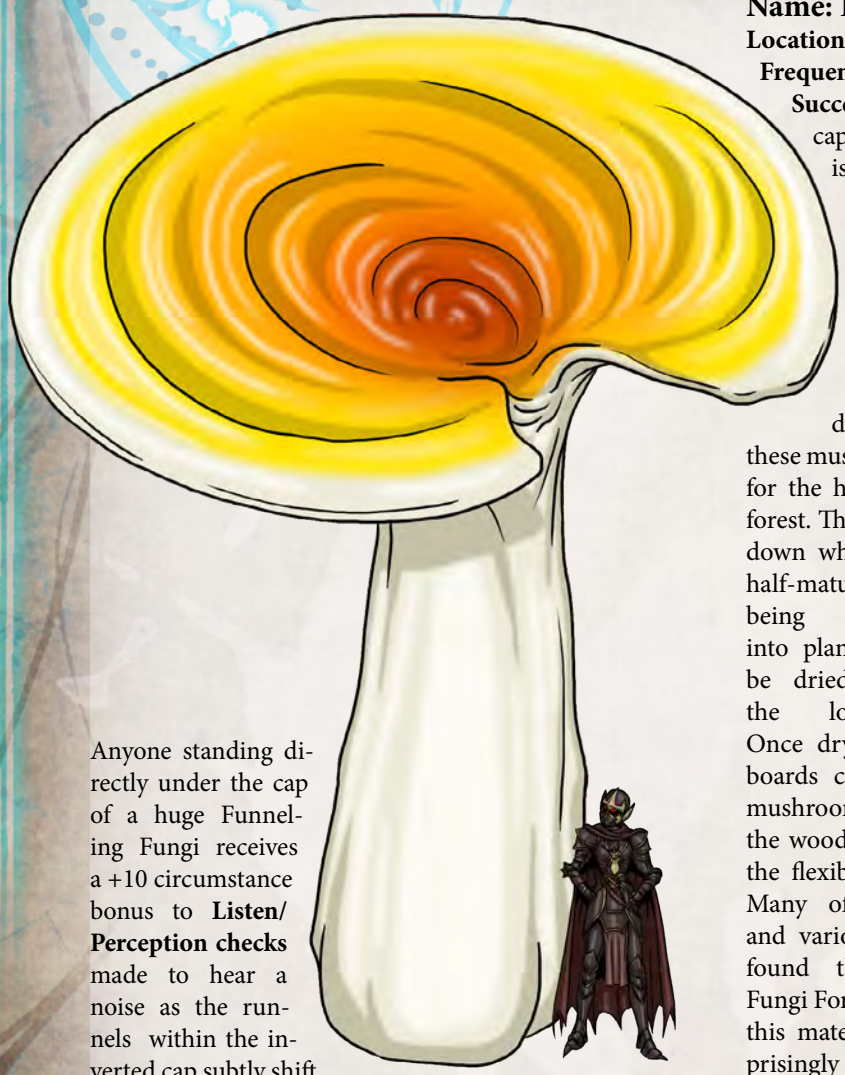
A tiny sized mushroom is big enough to harvest materials from and provides 5 dried ounces of usable plant matter. This value doubles for each size category larger than tiny the mushroom is.

Unless specifically noted in the description, mushrooms materials must be no less than 5 ounces in order to grant statistical bonuses (none of which stack).

For example, the skill check for audire boletus is 22 - it takes 20 rounds (2 minutes) to harvest materials from the mushroom. It is a large sized specimen and can yield as much as 40 dried ounces of material for use as a spell component (each instance of which requires 5 dried ounces of audire boletus), and removing all of that fungi will take a minimum of 10 minutes.

Name: Audire Boletus "The Funneling Fungi"
Location: Fungi Forest
Frequency: Uncommon
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 22**

Information: These exotic mushrooms can be the size of a child's finger in the quieter chambers of the Underworld and several stories tall in the most cacophonous caves. Audire boletus subsist on sound as much as they do the nutrients that most mushrooms thrive on and when introduced to an environment with sufficient aural activity they prove to be a vital resource to subterranean humanoids. Underworld rangers plant these mushrooms in hidden areas of caves they frequent, using their growth as an indicator of how much traffic the chambers have seen in their absence and legends tell of a team of devoted dwarves that utilized Funneling Fungi to successfully avoid a siege of their patron city.

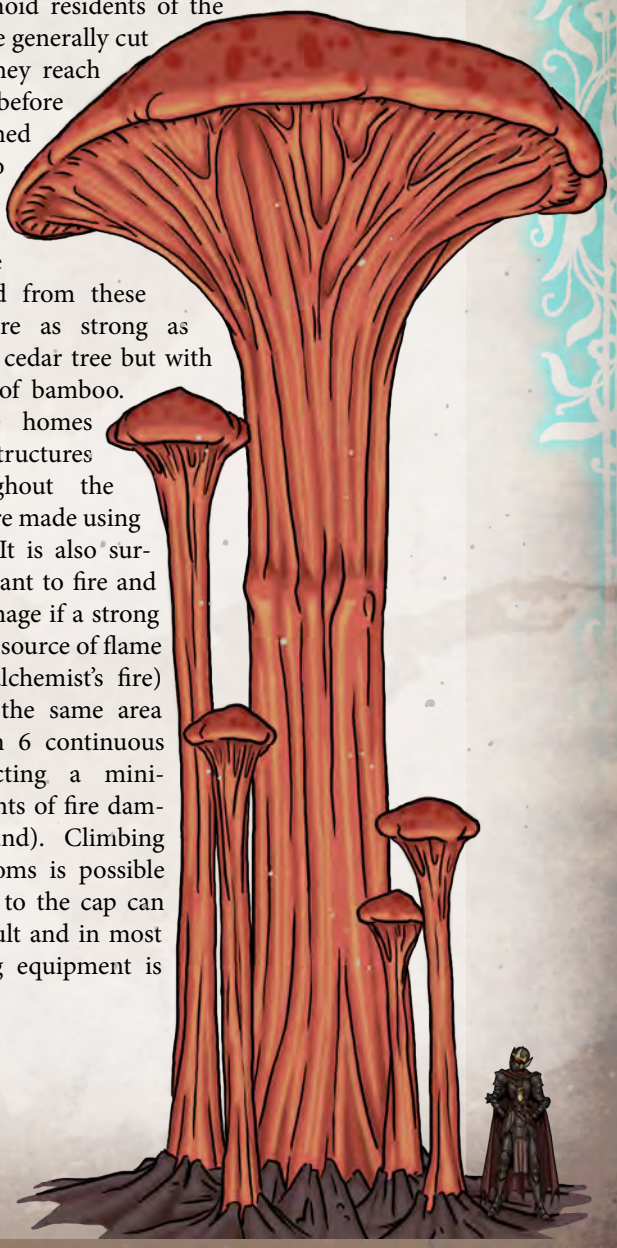


Anyone standing directly under the cap of a huge Funneling Fungi receives a +10 circumstance bonus to **Listen/Perception checks** made to hear a noise as the runnels within the inverted cap subtly shift at the introduction of new sounds to its environment (this bonus is reduced to +7 for large mushrooms and +5 for medium sized mushrooms; smaller varieties do not provide any bonus).

When these unique mushrooms are successfully harvested they may be used in conjunction with spell components for sound blast and other sonic-based energy damage spells to increase the damage die of the spell by one step or increase the DC to resist its effects by 2 (this latter option is also applicable to the construction of thunderstones).

Name: Fantafungus "Peaceful Giant"
Location: Fungi Forest
Frequency: Common
Successful harvest and use: Climb DC 20/30 (ascend/cap); Knowledge (nature), Profession (horticulturalist, botanist, lumberjack) or Craft (alchemy) **DC 20**

Information: Dubbed "Treeshrums" by visiting Upperworlders, these giant mushrooms are common throughout the Fungi Forest and tower high above the heads of most creatures dwelling here. Growing an incredible 1-2 feet per day until reaching maturity (50-60 feet in height), these mushrooms make for an excellent renewable resource for the humanoid residents of the forest. They are generally cut down when they reach half-maturity before being formed into planks to be dried by the locals. Once dry, the boards created from these mushrooms are as strong as the wood of a cedar tree but with the flexibility of bamboo. Many of the homes and various structures found throughout the Fungi Forest are made using this material. It is also surprisingly resistant to fire and only takes damage if a strong and consistent source of flame (such as an alchemist's fire) is applied to the same area for more than 6 continuous rounds (inflicting a minimum of 6 points of fire damage each round). Climbing these mushrooms is possible but ascending to the cap can be quite difficult and in most cases climbing equipment is required.



Name: Glaucan-Deporphus or "Glistening-Saucer"
Location: Kombucha Ponds
Frequency: Common

Information: These contain some of the same good bacteria present in kombucha but eating this mushroom provides different benefits due to the digestive process the microorganisms go through after the fungi absorbs it. Eating a 1-ounce serving of these fungi raw begins the healing process for any existing infection or disease allowing the PC to make an additional saving throw with a +2 circumstance bonus on the check. If the same serving size is cooked it reduces down to ½ ounce once the moisture is removed and loses these bonuses; however, local dwarves and gnomes swear by either a cooked or dried variety as a digestive aid and this has been known to help prevent or treat nausea, granting a +1 bonus to any saves against nauseating effects.





Name: Kekel'Ji "Fountain of the Gods"
Location: Jungle
Frequency: Uncommon
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 30**

Information: While a fairly common mushroom within the jungle, the Kekel'Ji holds a secret ingredient used in many healing potions (despite how difficult it is to harness). The cap of the fungi is hollow and typically holds between 1-4 gallons of water depending upon the size of the mushroom. The water, while seemingly normal and quite clean, it is infused with powerful vitamins and minerals deposited and refined by the mushroom (which are recycled each time it empties its core water). The core water is used by the plant should there come a time in which the surrounding soil is low on precious vitamins and minerals. If one gallon of this water is reduced (by 90%) and combined with no less than two other beneficial healing or restorative herbs, one may craft a healing or restorative potion that doubles the normal strength of the curative (depending upon the creator's skill, the potency of the other two chosen herbs and subject to GM approval.)

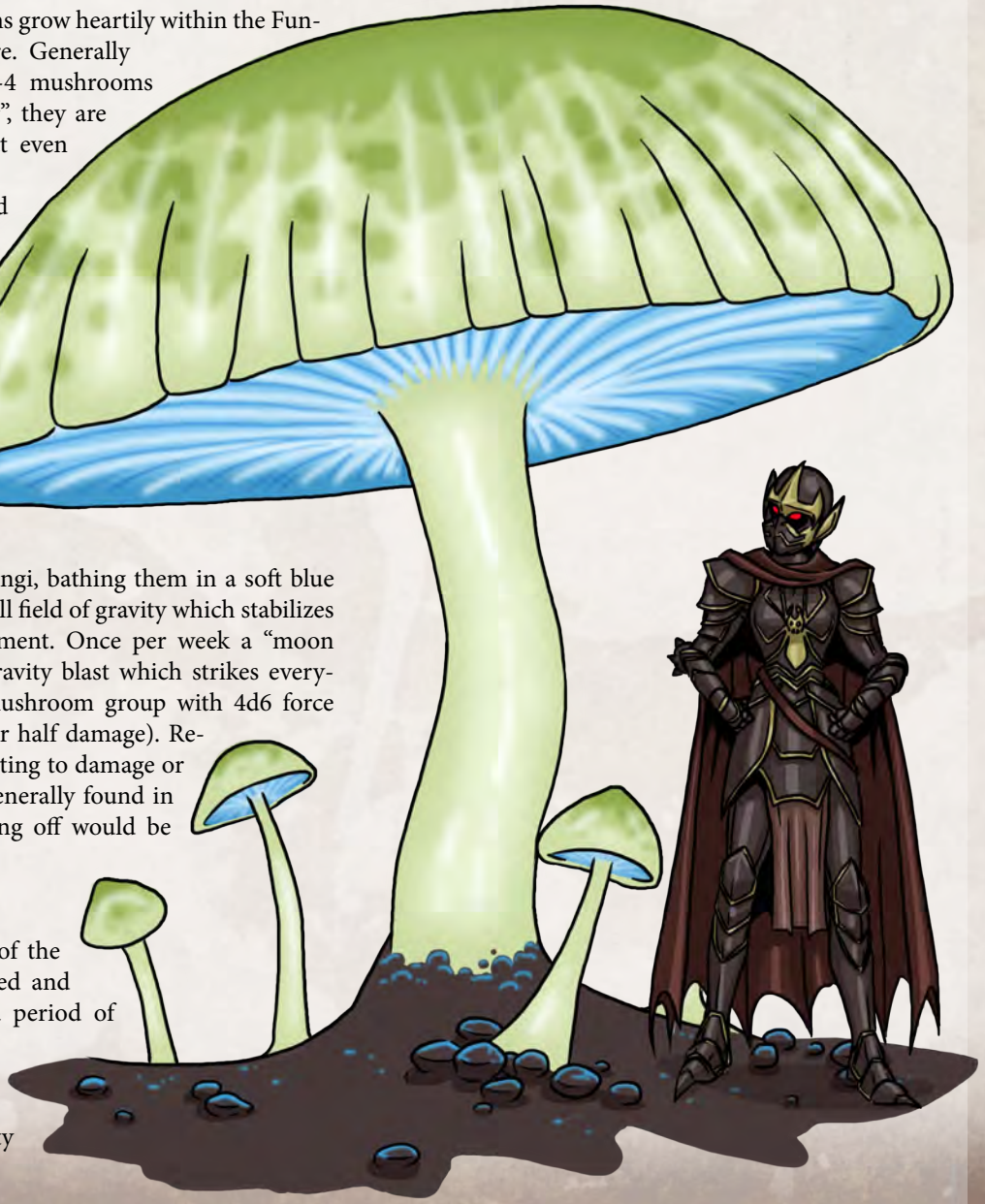
Name: Lunarae "Moon Child"
Location: Scattered
Frequency: Legendary
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 20**

Information: Long ago a Lunarae fungus spore came to this planet from the moon, carried into the atmosphere on the back of a giant meteorite. The surprisingly tough fungi survived the impact and the spores took hold but struggled in the Upperworld environment. As time went on the Lunarae spores eventually made their way into the Underworld where the environment was more suitable to their needs.

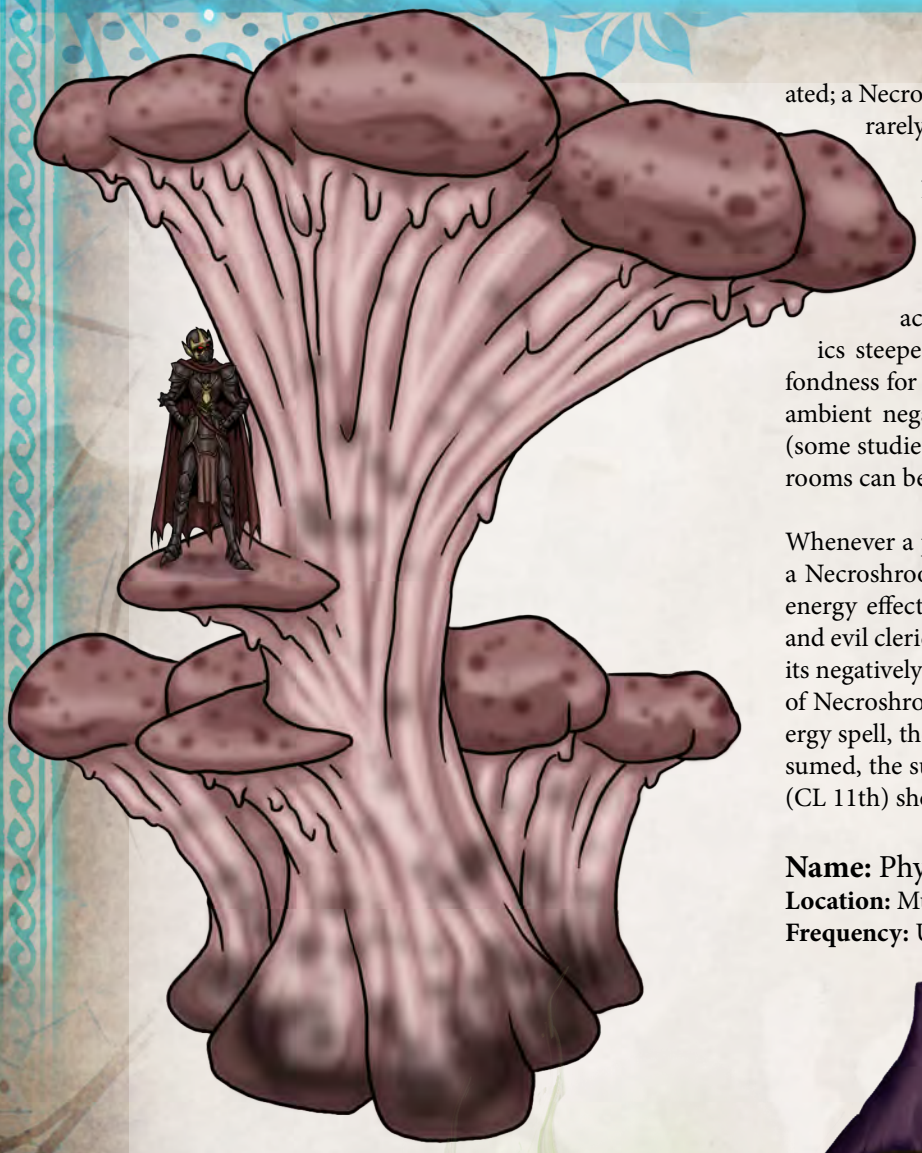
While Lunarae mushrooms grow heartily within the Fungi Forest, they are very rare. Generally growing in groups of 1-4 mushrooms with larger "moon other", they are considered so scarce that even the residents of the forest themselves have only had the pleasure of glimpsing a "Moon Child" once or twice in their lives.

Lunarae Mushrooms are imbued with lunar power and the "moon mother" mushoom watches over the small fungi, bathing them in a soft blue glow and exercising a small field of gravity which stabilizes the surrounding environment. Once per week a "moon mother" may let out a gravity blast which strikes everything surrounding the mushroom group with 4d6 force damage (Reflex DC 15 for half damage). Remains of creatures attempting to damage or eat the mushrooms are generally found in the nearby vicinity, tipping off would be intruders of the danger.

If the glowing blue gills of the "moon mother" are picked and distilled in alcohol for a period of 1d4+4 weeks a potion is created which gives the drinker the ability to channel a reverse gravity effect once during the next 24 hours (identical to the spell; the user's caster level is equal to their hit die). Additionally, they gain the benefits of arcane sight (the user's caster level is equal to their hit die) for 1-2 hours depending upon the ability of the alchemist crafting the potion (untrained versus trained).







Name: Mortem Diasporus "Necroshroom"
Location: Ruins of the Rift
Frequency: Very Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 29**

Information: Few speak of the dreaded Necroshroom for fear that the very utterance of its name might draw the netherworldly spores of the fungus to the speaker, entombing their bodies in a birthing embrace that ends with their death and the growth of a new mortem diasporus. These are folktales and myths told to the children of kind races in the Underworld and the legends are vastly over-exaggerated; a Necroshroom is just as morbid as the stories tell, but rarely seek out victims from which to gestate.

Necroshrooms are actually an aberration in the Underworld and would not exist naturally were it not for meddling spellcasters. Sometimes when a more mundane fungus is accidentally (or intentionally) targeted by magics steeped in negative energy, the mycelium grows a fondness for the necromantic force and begins to draw the ambient negative energy from the atmosphere around it (some studies show that the reach of the greatest Necroshrooms can be numbered in miles).

Whenever a positive energy effect is used within 30 feet of a Necroshroom, increase the die by one step; for negative energy effects, reduce the die by one step. Necromancers and evil clerics alike seek out Mortem Diasporus to harvest its negatively-infused stocks and caps. When a dried ounce of Necroshroom is used as a component for a negative energy spell, the DC to resist its effects increases by 2; if consumed, the subject suffers the effects of an *enervation* spell (CL 11th) should they fail a DC 19 Fortitude save.

Name: Phycomid ("The Viscous Fungi")
Location: Mushroom Forest Paths
Frequency: Uncommon
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 32**



Information: Phycomid are the closest equivalent to an otyugh available to the plant species; while there are numerous creatures that utilize tentacles or tendrils, only the phycomid share the refuse monster's love for the filthier parts of the world. Often found in heaps of garbage or natural detritus, they grow in small patches of decomposing organic matter, incubating in the steaming patches of compost. The phycomid's main body is mostly green-brown mold that slithers about the ground; green-stalked mushrooms with purple and red caps sprout from the creature's "body" like misbegotten limbs.

These creatures produce a steaming acid as a means for both self-defense and reproduction; this substance is expelled whenever the phycomid detects movement nearby and clever explorers often trick these fungi into revealing their nature by simulating activity within range of the fungi's senses. Unfortunately their colonies can sometimes be quite large and spread out and are typically marked by scatterings of untended dead bodies that fell prey to their acidic mechanisms.

Truly talented Underworld rangers have been known to gather the sundered remains of phycomid and re-grow them, incorporating the deadly fungi into traps; when successfully harvested and implemented into a trap that uses acid (increasing the creation DC by 3 points), increase the relevant DCs to detect and disable the trap by +4 and deal an additional 2d6 acid damage (this raises the CR of the trap by 1.)

Name: Pizmutiaas "Poison-Pods"

Location: Scattered
Frequency: Very Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) DC 35

Information: The globule spores of this fungus fill up with a liquid vapor and then separate from the mother plant, floating throughout caves on Underworld drafts. After landing they grow another mother plant in 45-90 days; this new plant begins producing spores 10-20 days later. These floating globules of gas erupt from popped spores and immediately change into a liquid vapor when exposed to oxygen. When inhaled this vapor causes a violent reaction similar to mustard gas; a successful Fortitude save (DC 17) reduces the damage to 1d4 but on a failure the PC begins coughing and choking, falling to the ground and taking 1d6+1 damage per round for a period of 1d4+2 rounds (after which they recover for 1 round before resuming normal breathing). For the next 1d2 days this character finds excessive activity difficult, resulting in a -2 penalty to skill checks when running, swimming, fighting or doing any rigorous and strenuous task. Bottling this liquid vapor is nearly impossible but if one is able to harness it, they may use it to incur the same effects as listed above (treat this as a flask of this substance with the same rules as those for an acid flask but with no splash effect.)



Name: Sangre-Tigre "Tiger Blood"
Location: Jungle
Frequency: Very Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 35**.



Information: A pool of crimson liquid forms on the top of this mushroom; the substance has the consistency and smell of real blood but is actually a natural attractant formed by the fungus to beckon forth various carnivorous creatures. No harm comes to its benign subjects but if they attempt to eat or drink a part of the mushroom they take a number of spores with them. These spores mature in the belly of the creature and grow to twice their size before being excreted from the body with normal solid waste 2d20+20 days later. There is a 5% cumulative chance per ounce of liquid consumed or mushroom eaten that one of the spores gets trapped in the digestive tract, doubling in size every 20 days; after 2-3 months the intestines swell and finally burst, causing the creature to die from toxicity unless the fungus is surgically removed within 4 rounds and the victim is healed within 2 rounds after removal. This process must be performed by another individual and not the victim; if below half hit points during the surgery, the infected creature goes unconscious regardless of abilities that might otherwise disallow it to.



Secret Lore: These mushrooms are used by only the eldest drow matrons in ritualistic sacrifices where the blood of an enemy is joined with the liquid produced by this fungi. They then force one of their own children to drink the blood, after which they slit their throat and drain their life essence into a scrying pool. This pool allows the matrons to see the future for a period of 1 day (although the time and location could be off by as much as 1-2 hours and 1 mile.)

Name: Russet Mold ("Rust Mold")
Location: The Rifts, western ruins, throughout the Underworld
Frequency: Uncommon
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 34**

Information: Possibly the most dangerous fungus in all of the Underworld, if russet mold is found outside of a vegepygmy village it's likely to take root in damp, dark areas (soon to be surrounded by a vegepygmy village). Whenever a creature enters into a space within 5 feet of a russet mold patch, the fungus expels a 5-foot radius cloud of spores; any creatures in the area that fail a Fortitude save (DC 15) take 2 points of Constitution damage per round as the spores take root in their meaty flesh (a new Fortitude save can be attempted each round to halt the growth).



Only plants have immunity to russet mold spores (this is not a disease). Exposure to sunlight or *remove disease* and similar effects halts the

spores' growth. 24 hours after this fungus has killed a creature a fully grown vegepygmy bursts forth from the corpse (provided the creature was small or larger; an additional vegepygmy is created for each size category above small.)

A single patch of russet mold can be killed by contact with acid, alcohol or *remove disease* (or a similar magical effect such as *heal*); sunlight renders the fungus dormant and harmless while it persists but it cannot otherwise be harmed.

When successfully harvested and implemented as a component for spells of the plant or mushroom variety (a dangerous endeavor to be sure) increase the caster's effective level by 3.

Name: Scutum Boletus or "Shield Mushroom"
Location: Fungi Forest
Frequency: Common
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) DC 20

Information: The residents of the Fungi Forest find a number of uses for the caps of these mushrooms, often converting them into makeshift umbrellas (or hats) to keep dry while walking under waterfalls from Underworld streams. The fungi caps can also be dried, treated, and cured to be used as shields. Finally, they may be shredded, treated with kombucha, and fermented to make a tea which when consumed provides hallucinogenic properties to the user for 1d4 hours. These hallucinations are intense and sometimes (5% cumulative chance per ounce imbibed) result in an individual temporarily losing their sanity and wildly attacking their kin or companions (Fortitude save DC 15).



Name: Slime Mold ("The Stinking Symbiote")
Location: Ruins of the Rift
Frequency: Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) DC 25

Information: These revolting oozes are a perfect example of symbiosis; each is covered by a carpet of mildew, mushrooms and decaying vegetable matter. Using these skins of veritable gardens as camouflage, slime molds wait in silence for days at a time before scrambling to attack ambushed hunters that come within their reach.



Slime molds cannot digest food and rely solely on the symbiotic fungal gardens they wear to break down any organic material they 'consume' to allow easy nutrient retrieval from the rotted and decayed remains. This process is known as fungal rot and when transmitted from a slime mold, it can easily kill if allowed to progress. Any who acquire this disease become tired and listless; eventually, they become paralyzed as their flesh blackens and decays, cracking to expose putrid liquid streams of pasty blood that the slime mold can more readily absorb. Some creatures have grown particularly fond of the unusual fungus accumulated by slime molds and actively hunt the oozes to devour their gardens; the skeletons of dead feeders that did not take enough care to avoid contact with the mold itself litter the lairs of slime mold everywhere.

Slime molds can grow up to 12 feet in length, weigh over 600 pounds and are always ovoid in shape. Their coloration is normally a sickly greenish-brown but in the Fungi Forests they take on a far more colorful appearance (which changes from region to region) to better blend in with the wide variety of highly contrasting mushrooms. Rather than slip and slide from place to place, this ooze instinctively keeps its carpet of fungal growth above itself and moves with an awkward undulating gait.

These oozes reproduce asexually, splitting off small portions of their bodies whenever an appropriately thick bed of fungi or mold is found. The tiny blobs congregate for months while genetically modeling themselves to the present rot until they merge together into a single slime mold with the young creature template.

The remains of a slime mold can be a key component in the creation of boletann (reducing the increased Craft checks to double rather than triple their normal value) but when used as an extra ingredient in a curative (one per slime mold for either use), the potion also confers the effects of a *remove disease* spell in addition to any other healing magics it might bestow. This does not increase the item's cost.

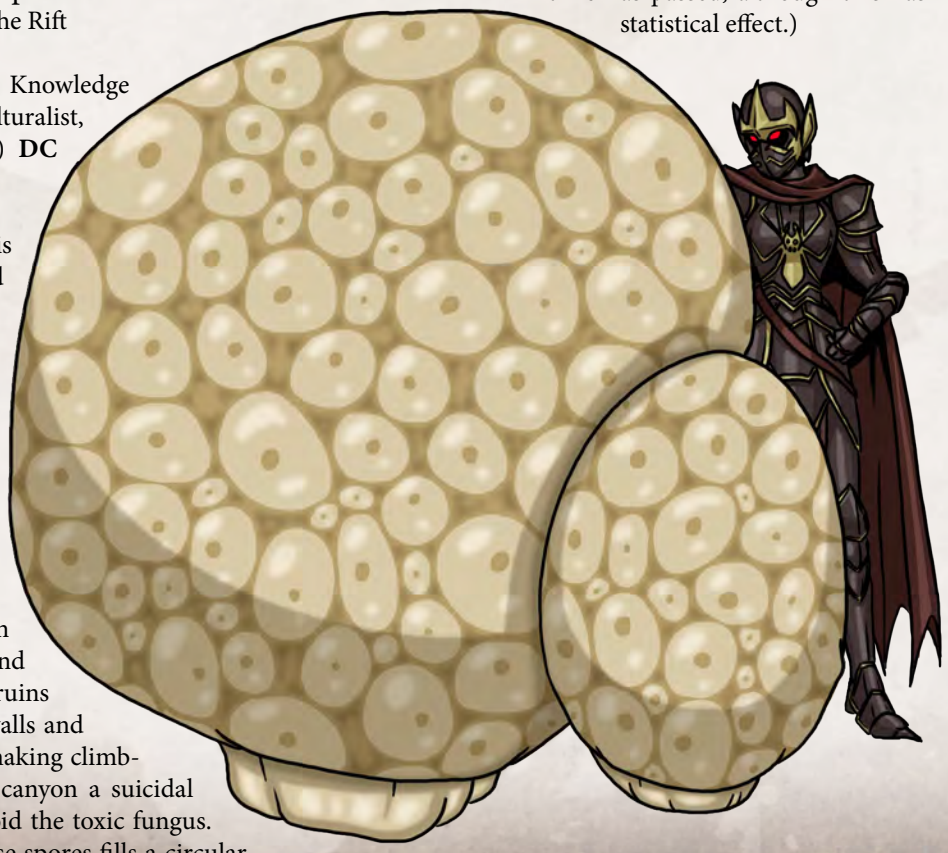
Name: Suffocatio "Poisonpuff"
Location: The Rift, Ruins of the Rift
Frequency: Uncommon
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 25**.

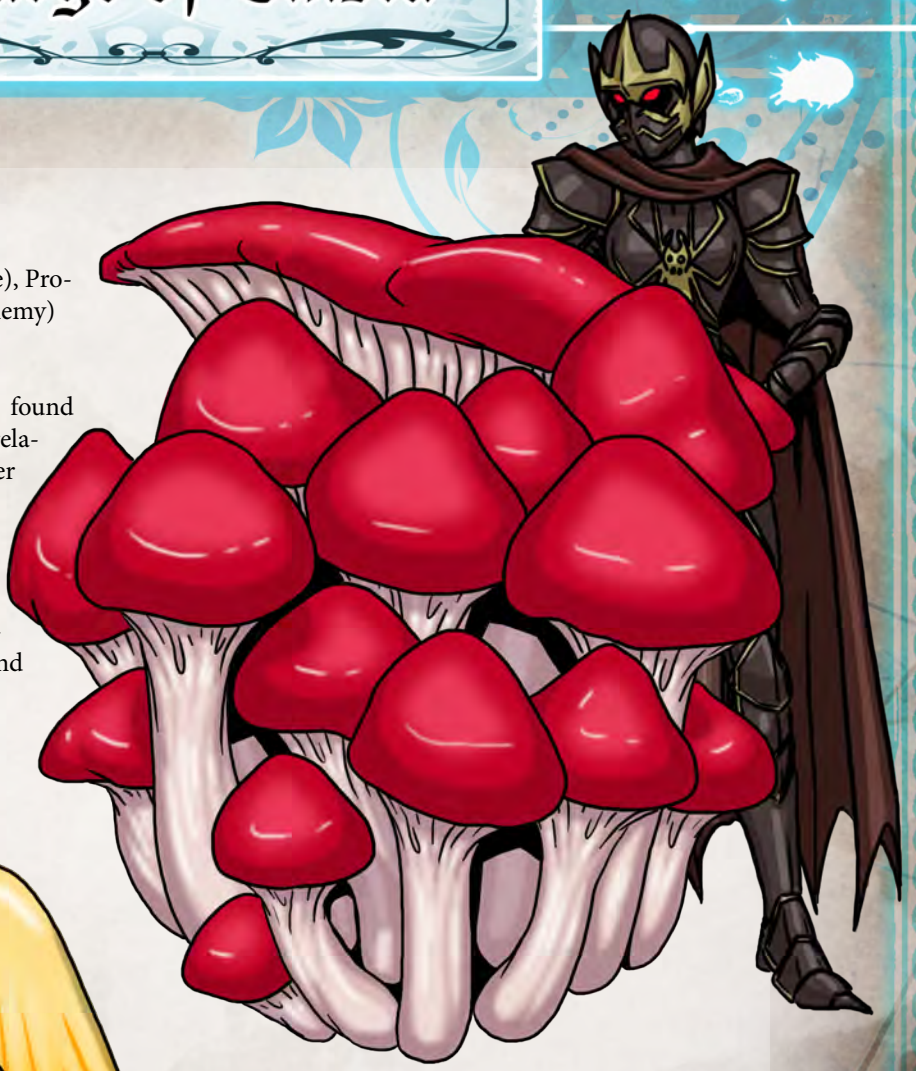
Information: The Suffocatio is an extremely dangerous and volatile fungus; the slightest tap or vibration expels a cloud of poisonous spores from the bloated puffball. Inhaling this poison is nearly fatal for most creatures; bones and partially rotted corpses litter the ground near groups of Poisonpuffs.

Suffocatio fungi grow in groups (of 2d4+2) and are found scattered throughout the ruins near the Rift as well as the walls and interior of the region itself, making climbing into or out of the huge canyon a suicidal effort for those unable to avoid the toxic fungus. Once expelled a cloud of these spores fills a circular area (20 feet across and 10 feet high on the first round) that spreads an additional 20 feet out and 10 feet up each round for two more rounds (finally occupying a cylinder with a 60 foot radius and 30 foot height.) Anyone within the cloud must make a Fortitude Save (DC 20) or begin violently coughing and choking (gaining the sickened condition); a successful save means that the character manages to hold their breath and when they eventually take a breath, the save will automatically fail (after 1d4+4 additional rounds, the gas dissipates.)

Name: Sumulis-Tangrielis "Meaty Mushroom"
Location: Ruins of the Rift
Frequency: Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 10**

Information: These mushrooms are quite edible; in fact they are both meaty and delicious whether raw or cooked. Considered a delicacy of the Fungi Forest, all manner of creatures may be encountered around these mushrooms, much like Upperworld beasts huddled around a waterhole. Those that consume at least 5 ounces of this fungus during the course of a day will gain a +1 circumstance bonus to Fortitude saves for the next 24 hours (they will also have a very strong urge to eat more of these mushrooms once this time has passed, although this has no statistical effect.)





Name: Videre Spongos "Twilight Caps"
Location: Entrance/Exit
Frequency: Common
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) DC **12**

Information: These mushrooms can be found throughout the Underworld and always grow relatively close to the surface, thriving on the lighter gases denied to subterranean caverns. They are edible and while not exactly poisonous, habitual consumption of Twilight Caps (an ounce a day across three days) transforms the retina of anyone that eats 3 dried ounces of the mushrooms, granting them both low-light vision and light-sensitivity.



Sumulis-Tangrielis "Meaty Mushroom"

This condition persists for as long as the Twilight Caps are continuously consumed (3 ounces a day) and ends 1d3+2 days after the dosage has been reduced or eliminated entirely. When the mushroom is used as a spell component for keen senses or any other transmutation spell that grants bonuses to Listen/Spot/Perception, increase those bonuses by 50%.

Name: Violet Fungus ("Purple People Eater")
Location: Mushroom Jungle, Ruins of the Rift
Frequency: Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) DC **37**

Information: These sinister mushrooms are only four feet tall and weigh perhaps fifty pounds but remain one of the greatest dangers in the Underworld. Feeding on the rot and decay of organic matter, these fungi actively pursue their meals, lashing out at prey with quick strikes of their tendrils (which are coated in a vile poison that corrupts flesh at a truly impressive rate). Those foolish

enough to leave this violent effluent untreated can expect the flesh from an entire appendage to fall away in no time at all, leaving behind only warm bone (which decays over time as well).

While they might be mobile, violet fungus only move to hunt for prey or attack unsuspecting morsels. When given a steady supply of rot to consume these dangerous plants are disposed to stay in one area and numerous Underworlders take advantage of this inclination, keeping multiple specimens as (well-fed) guardians. The most intelligent subterranean denizens keep violet fungus near shriekers to establish defensive measures around their territory.

Successfully harvested Violet Fungus has few applications, the most common being the creation of boletann weapons; when used as a component for magic weapon creation and enchanted with a *plant shape* spell, part of the fungi is reanimated as a magic whip that deals rot poison on every successful attack.

Rot; injury; Fort DC 15; *onset* immediate; *frequency* 1/6 hours; *effect* 1d4 Strength, 1d4 Constitution; *cure* 1 save

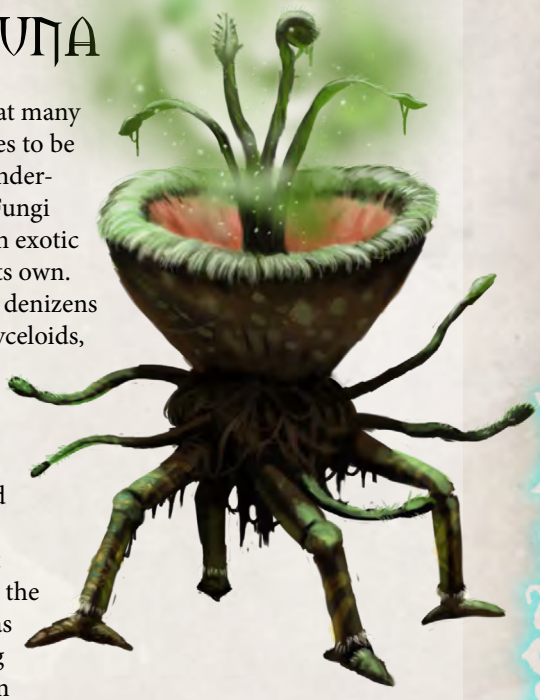
Name: Yellow Musk Creeper ("Mortal Flowers")
Location: Kombucha Ponds, Ruins of the Rift
Frequency: Rare
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 31**

Information: Yellow musk creepers are typically found in any location where death runs thick in the soil. When the "mortal flowers" slay a victim, it infects them with seeds and pollen before reanimating the victim as a zombie. The zombies created in this way guard the plant for several days but when new undead are created by the plant, the originals wander off in search of fresh flesh (crumbling apart and returning to the soil after 2d6 days). After returning to the soil, a new yellow musk creeper sprouts from the victim's corpse to begin the cycle anew.

When successfully harvested and used in conjunction with a spell that has 'undead' in the name (such as *command undead* or *create undead*) treat the spellcaster as though they were two levels higher and increase the DC of any associated spell effects by +2.



Fauna



There are a great many unique creatures to be found in the Underworld but the Fungi Forest boasts an exotic menagerie all its own. The intelligent denizens of the area - myceloids, vegepygmy, and a coterie of other dangerous predators - feed on both the abundant plant life throughout the region as well as the wandering herds of benign creatures. Urgaks (giant toads that have developed darkvision) hop along the tops of the mushroom caps, snatching subterranean insects in mid-air while docile fungidenti (small sized four legged mammals that resemble the fungi they are constantly eating) bleat as they shuffle through the underbrush. Underworld rats and vermin scurry everywhere in the areas most crowded with mushrooms and the rift crawlers keep their own 'natural zoo' of sorts, drawing the most unique animals they can find to their territories and protecting them against the myriad dangers of the Fungi Forest.

Basidirond

The basidirond may look like a plant but in reality it is an omnivorous monster that eats as much runoff from cave walls as it does fresh blood. Some cave dwellers make use of these creatures as guardians for their lairs, providing a reliable means of nutritious moisture to satiate the basidirond's unending thirst for flesh as it prowls the underbrush of the Fungi Forest.

Fungus Leshy

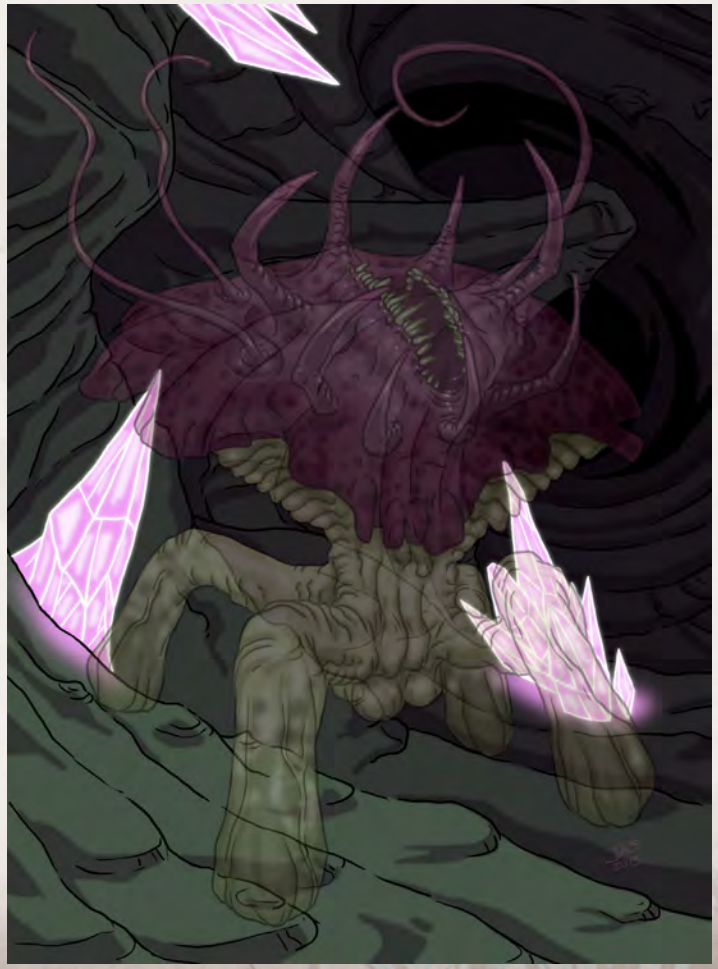
Fungus Leshy tend to the Fungi Forest and other regions like it throughout the Underworld. These roughly-human shaped, two foot tall fungi are covered in pocks and fluffy spores but retain asymmetry in their overall appearance; their forms and colors vary widely, both adopted from the mushrooms and fungi most common to the territories they maintain.

No person is entirely sure where fungus leshys come from (many cite the myceloids as their creators) but they pervade the gardens of the Underworld, encouraging the growth of mushrooms, fertilizing plants with the rotting material of their kin and utilizing whatever they can from what remains. Fungus leshys are nocturnal, sleeping away the day in the most advanced (and warmest) compost heaps.

Phantom Fungus

This carnivorous six foot tall and two hundred pound plant is one of the most bizarre dangers of the Underworld. The phantom fungus uses its root-like feet to perceive movement along the cavern floor as it perpetually searches for food, pinpointing prey with the ultra-sensitive tendrils that surround its mouth before ambushing them from thin air. The phantom fungus is capable of completely vanishing from sight and it uses this ability to stealthily patrol its territory's perimeter, snapping unsuspecting victims (preferably alone) into its vicious maw.

When encountering a large group, the sentient mushroom will stalk them for hours, waiting for its prey to spread out or make camp so that it can engage each singularly. There are rumors that groves of these creatures have worked together to kill larger foes, but phantom fungus are not normally pack hunters. If forced into conflict with multiple enemies they attack one foe until it dies before moving onto the next (often targeting noisier enemies; heavily armored creatures and spellcasters are high on its list of priorities.)



Row upon row of sharp, jagged teeth fill their mouths, serrated to fine edges and bulky bases that resemble flakes of yellowed-obsidian more than they do fangs. Their maws are not actually part of their digestive process and are only used as a natural weapon; when it does feed, the phantom fungus squats over its prey, infesting the cadaver with thousands of tendrils that burrow into the dead body and suck out its nutrients.

Phantom fungus in the Fungi Forest have developed a disturbing penchant for digesting living victims and often prefer to feed on a target that is alive; stories abound of travelers moving through this region of the Underworld waking up to the muffled cries of their fellows being dragged away, eaten alive by the carnivorous mushroom.

Vegepygmy

These malicious creatures are the product of russet mold, incubated by the bodies of those slain by the fungus. They burst forth (one if a small sized creature and one additional for every size category larger the corpse is) after 24 hours of gestation with no knowledge or relation to their "birth corpse". They do carry grisly mementos from the body, festooning their persons with teeth and bones of the fallen (sometimes making the latter into crude bone spears or skull-clubs).

Vegepygmy settle into tightly knit villages that fiercely guard the patches of russet mold that



birthed them; they cannot speak, instead communicating through a crude language of taps, clicks and rhythmic beats. These staccatos echo through the caves that their hunting parties patrol, often being mistaken for the natural sounds of the Underworld.

Most are between 2 to 3 feet tall and weigh only 15 to thirty pounds but one in every twenty vegepygmy are chieftains that grow to four feet tall and weigh 45 pounds (or larger; these specimens often have the advanced template). Vegepygmy chieftains can infect any creatures they successfully hit with their natural weapons with russet mold spores.

Slimes, Molds, and Fungi

In the Fungi Forest of the Underworld, molds and fungi thrive. For purposes of spells and other special effects, all slimes, molds, and fungi are treated as plants. Like traps, dangerous slimes and molds have CRs, and characters earn XP for encountering them.

A form of glistening organic sludge coats almost anything that remains in the damp and dark for too long. This kind of slime, though it might be repulsive, is not dangerous. Molds and fungi flourish in dark, cool, damp places. While some are as inoffensive as the normal dungeon slime, others are quite dangerous. Mushrooms, puffballs, yeasts, mildew, and other sorts of bulbous, fibrous, or flat patches of fungi can be found throughout most dungeons. They are usually inoffensive, and some are even edible (although most are unappealing or odd-tasting).

Brown Mold (CR 2): Brown mold feeds on warmth, drawing heat from anything around it. It normally comes in patches 5 feet in diameter, and the temperature is always cold in a 30-foot radius around it. Living creatures within 5 feet of brown mold take 3d6 points of nonlethal cold damage. Fire brought within 5 feet of brown mold causes the mold to instantly double in size but cold damage (such as from a cone of cold) instantly destroys it.

Green Slime (CR 4): This peril is found within the ruins of the Fungi Forest and is an extremely dangerous variety of slime; it devours flesh and organic materials on contact and is even capable of dissolving metal. Bright green, wet, and sticky, it clings to walls, floors, and ceilings in patches, reproducing as it consumes organic matter. It drops from walls and ceilings when it detects movement (and possible food) below.

A single 5-foot square of green slime deals 1d6 points of Constitution damage per round while it devours flesh. On the first round of contact, the slime can be scraped off a creature (destroying the scraping device) but after that it must be frozen, burned, or cut away (dealing damage to the victim in the process). Anything that deals cold or fire damage, sunlight, or a remove disease spell destroys a patch of green slime. Against wood or metal, green slime deals 2d6 points of damage per round, ignoring metal's hardness but not that of wood. It does not harm stone.

Phosphorescent Fungus: This strange underground fungus gives off a soft violet glow that illuminates underground caverns and passages as well as a candle does; rare patches of this fungus illuminate as well as a torch does.

Shrieker: This human-sized purple mushroom emits a piercing sound that lasts for 1d3 rounds whenever there is movement or a light source within 10 feet. This shriek makes it impossible to hear any other sound within 50 feet. The sound attracts nearby creatures that are disposed to investigate it. Some creatures that live near shriekers learn that this noise means there is food or an intruder nearby.

Yellow Mold (CR 6): If disturbed, a 5-foot square of this mold bursts forth with a cloud of poisonous spores. All within 10 feet of the mold must make a DC 15 Fortitude save or take 1d3 points of Constitution damage. Another DC 15 Fortitude save is required once per round for the next 5 rounds to avoid taking 1d3 points of Constitution damage each round; a successful Fortitude save ends this effect. Fire destroys yellow mold, and sunlight renders it dormant.

Mesmerizing Mushroom Materials & Fascinating Fungal Formulas

The myceloids, rift crawlers, vegepygmy and even some of the ahool have mastered the craft of using the fungal bounties of the Underworld. Here in the Fungi Forest, they have created new and innovative magics, materials, and divine empowerment that all derive from the subterranean grove's mushrooms.

Giant Green-spored Parasol mushroom poison *type* poison, inhaled; *save* Fortitude DC 19; *initial* 1d4 Con, *secondary* 2d4 Cha; *cure* 1 save initial, 1 save secondary

A mushroom golem's body is carved from a single Green-spored Parasol mushroom, one treated with rare plant food and nutrients of blood and bones from aquatic types costing 2,000 gp (weighing at least 1,000 pounds). The mushroom must be of exceptional quality. Carving the body requires a DC 15 Craft (sculpting) check or a DC 15 Profession (fungiculturalist) check.

New Material

Boletann

Underworld craftsman have mastered the use of mushroom skins to make numerous items, incorporating the natural resource into both weapons and armor. One Medium sized mushroom produces enough skin for a single suit of masterwork hide armor for a small sized creature, as well as a masterwork light or heavy shield. Armor made from Boletann grants its wearer damage reduction 1/slashing if it's light armor, 2/slashing if it's medium armor and 3/slashing if it's heavy armor. The wearer also receives acid resistance (2 for light armor, 4 for medium armor and 6 for heavy armor).

Druids can wear Boletann without penalty.

Weapons made from Boletann (which can be cured to provide a sharp blade or a hard blunt edge) remain slightly porous and can hold up to three doses of poison. Boletann sheathes are sold with the weapon (for half the weapon's cost) and can hold up to twelve doses of poison at a time; when sheathed in one, a Boletann weapon absorbs as much poison as it can (doing so at a rate of once per round).

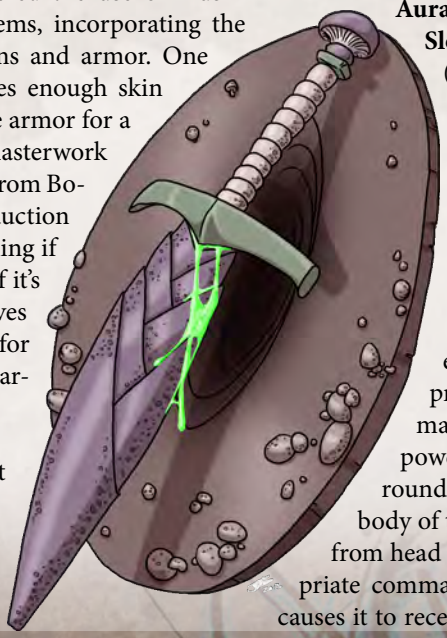
Boletann weapons and armor cost two and a half times as much as masterwork items of the same type and creating them takes longer than ordinary weapons and armor of that type; after calculating the normal amount of time required to craft an item, halve the crafter's progress (unless they are using the successfully harvested remains of a slime mold, which also reduces the crafting costs by 50%.) Treating mushroom skin to use for crafting purposes requires three successful **Knowledge (nature) checks** over three days (DC 28, DC 26 and DC 24). However, because of the delicate natural methods used in the curing process only divine magics can enchant Boletann weapons and armor.

Boletann has 8 hit points per inch of thickness and hardness 7; most mushroom skins are between an inch and two inches in thickness.

Special: The successfully harvested remains of a Violet Fungus can be crafted into a wholly unique boletann whip (with the use of a *plant shape* spell and the Craft Magic Arms and Armor feat; costs are calculated normally) that deals rot poison on every successful attack.

New Magic Items

Mycelosuits



Aura varies; **CL** varies

Slot —; **Price** 11,000 gp (*deposuit*), 22,000 gp (*sumulisuit*), 24,000 gp (*vidersuit*), 28,000 gp (*fantasuit*), 29,000 gp (*audisuit*), 30,000 gp (*scutumsuit*), 32,500 gp (*suffocasuit*), 40,000 gp (*sangresuit*), 42,500 gp (*pizmutisuit*), 48,000 gp (*lunarusuit*), 62,000 gp (*necrosuit*), 82,000 gp (*kekel'jisuit*); Weight 10 lbs.

Many of the mushrooms in the Fungi Forest have special properties utilized in the practice of magic but some spellcasters have mastered the art of crafting fungal skins into powerful items known as *mycelosuits*. As a full round action, a *mycelosuit* spreads around the body of the user, covering them in mushroom skin from head to toe (a standard action) when the appropriate command word is spoken (the same command causes it to recede to a Tiny item that occupies one of the

user's magic item slots; mycelosuits only grant their listed benefits while expanded). The type of mushroom used to create the *mycelosuit* indicates what abilities it grants.

When activated, a *mycelosuit* covers the wearer (and their equipment) from head to toe, but allows them to breathe and eat normally. Every *mycelosuit* grants a minimum natural armor bonus of +1 but incurs a -2 penalty to **Listen/Spot/Perception checks** as the frills of the mushroom skin slightly overlap near the eyes and ears. The skin is connected to the user in a primal fashion and recedes appropriately when access to equipment or parts of the body is needed; held items or those specifically excluded are not covered by a *mycelosuit*. Only one *mycelosuit* can be worn at a time.

These bizarre magical items are off-putting and exotic to surface dwellers and any Bluff or Diplomacy checks made while wearing a *mycelosuit* suffer a -4 circumstance penalty. Even when withdrawn, the knowledge of an item on a person's body is more than enough to unsettle Upperworlders; *mycelosuit* owners that walk above often take care not to openly display their enchanted suits.



deposuit: A creature wearing one of these *mycelosuits* is immune to diseases of all kinds (including magical diseases). **Aura** moderate conjuration; **CL** 6th; Craft Wondrous Item, glistening-saucer caps (glaucan-deporphus), *remove disease*

sumulisuit: This *mycelosuit* grants its wearer an additional 5 foot reach. **Aura** moderate transmutation; **CL** 6th; Craft Wondrous Item, meaty mushroom caps (sumulis-tangrielis), *enlarge person*

vidersuit: This *mycelosuit* filters the light reaching the wearer's eyes, bathing it in enchanted infrared that grants the user 60-foot darkvision (if they already have darkvision, increase the range to 120 feet). Tendrils of fungi constantly probe the earth and stone the wearer stands on, granting them Stonecunning as though they were a dwarf (if they already have Stonecunning, increases the bonuses for this ability to +4.) **Aura** moderate transmutation; **CL** 6th; Craft Wondrous Item, twilight caps (videre spongos), creator must be a dwarf

fantasuit: So long as the user of this *mycelosuit* is no less than 20 feet from the ground, they may move at their base land speed (ignoring any effects on movement due to terrain) in forests, cave systems, and any other environment with suitable anchoring positions (within base movement feet) for the vines that sprout from the *fantasuit* (this functions like the Brachiation feat (3.5)/domain (jungle) ability (PF).) **Aura** moderate transmutation; **CL** 6th; Brachiation, Craft Wondrous Item, peaceful giant mushroom (fantafungi)

audisuit: Thousands of small frills and miniature tendrils flow and probe around the wearer of one of these *mycelosuits*, granting them 30-foot blindsense. **Aura** moderate transmutation; **CL** 6th; Craft Wondrous Item, funnel fungi caps (audire boletus), *blindsight*

scutumsuit: These *mycelosuits* are made from the dense caps of the scutum boletus (Shield Mushroom) and provide the wearer with an even greater natural armor bonus of +3. **Aura** strong transmutation; **CL** 12th; Craft Wondrous Item, shield mushroom cap (scutum boletus), *barkskin*

suffocasuit: Creatures wearing one of these *mycelosuits* gain poison immunity and becomes immune to diseases of all kinds. **Aura** moderate conjuration; **CL** 6th; Craft Wondrous Item, poisonpuff caps (suffocatio), *restoration*

sangresuit: When active, this *mycelosuit* grants the wearer the benefits of the *nondetection* spell and *detect scrying* as a spell-like ability once per week. **Aura** moderate divination; **CL** 9th; Craft Wondrous Item, tiger blood caps (sangre-tigre), *nondetection*, *detect scrying*

pizmutisuit: Creatures wearing one of these *mycelosuits* gain poison immunity, becomes immune to diseases of all kinds and may use *poison* as a spell-like ability 3 times per day (DC 16). **Aura** strong necromancy; **CL** 9th; Craft Wondrous Item, poison-pods (pismutiaas), poison

lunarusuit: This *mycelosuit* grants the wearer a 50-foot fly speed (perfect). **Aura** moderate transmutation; **CL** 8th; Craft Wondrous Item, moon child caps and stems (lunarae), *fly*

necrosuit: The wearer of this *mycelosuit* is immune to negative energy damage however, positive energy only heals them half as much. **Aura** strong necromancy; **CL** 13th; Craft Wondrous Item, necroshroom (mortem diasporous), *enervation*

kekel'jisuit: The restorative powers of this *mycelosuit's* base material grant its wearer Fast Healing 1. **Aura** strong conjuration; **CL** 12th; Craft Wondrous Item, fountain of the gods stem (kekel'ji), *cure critical wounds*

CONSTRUCTION
Requirements Craft Wondrous Item, additional feats and spells; **Cost** 5,500 gp 220 xp (*deposuit*), 11,000 gp 440 xp (*sumulisuit*), 12,000 gp 480 xp (*vidersuit*), 14,000 gp 560 xp (*fantasuit*), 14,500 gp 580 xp (*audisuit*), 15,000 gp 600 xp (*scutumsuit*), 16,250 gp 650 xp (*suffocasuit*), 20,000 gp 800 xp (*sangresuit*), 21,250 gp 850 xp (*pizmutisuit*), 24,000 gp 960 xp (*lunarusuit*), 31,000 gp 1,240 xp (*necrosuit*), 41,000 gp 1,640 xp (*kekel'jisuit*)

Mushroom Domain

The subterranean followers of a natural inclination find solace in the forests of fungi that pervade the Underworld. Some clerics and druids even discover empowerment through mushrooms and develop spellcasting abilities that reflect their deep devotion to these (sometimes) benign lifeforms.

Granted Powers: Your phenomenal understanding of fungi allows you to interact with mushrooms in a primal method unavailable to most practitioners of magic.

(3.5)

Turn or destroy plant creatures as a good cleric turns undead. Use these abilities a total number of times per day equal to 3 + your Charisma modifier. This granted power is a supernatural ability.

Add Knowledge (nature) and Survival to your list of Cleric skills.

(PF)

Explosive Caps (Su): You can imbue a mushroom cap with explosive potential energy, making it into a thrown weapon. Explosive Caps have a range increment of 20 feet and deal 1d6 + 1 force damage for every two cleric levels you possess on a successful hit (this is a ranged touch attack). You can use this ability a number of times per day equal to 3 + your Wisdom modifier. Each time a mushroom cap explodes it spreads spores on the wind; if conditions are appropriate the fungi sprout new mushrooms within 2d10 weeks (this has no immediate effect but nefarious individuals have used this ability to spread dangerous mushrooms in far greater numbers than one would expect).

Fungal Freerider (Su): At 8th level you gain the ability to step into a mushroom, magically infusing yourself with the fungus. Once within the mushroom, you can teleport from that particular mushroom to another mushroom. The mushrooms you enter and exit from must be of the same type, must be alive and must have volume equal to yours (or greater). By moving into an audire boletus (for example), you instantly know the location of all other audire boletus within transport range (½ cleric level x 100 feet) and may choose whether you want to pass into one or simply step back out of the mushroom you moved into. You (and your gear) may choose to pass to any mushroom of the appropriate type within the transport range; this is a full round action. You can use this ability once per day at 8th level and one additional time per day for every four cleric levels beyond 8th.

Domain Spells 1st—*medicinal mushrooms*, 2nd—*peripheral fungi*, 3rd—*fungal infestation**, 4th—*mushroom mount*, 5th—*carnivorous mushroom*, 6th—*fungalcitride*, 7th—*spores of madness*, 8th—*fungus amongus*, 9th—*mushroom apotheosis*

*This is the only spell listed in the Mushroom Domain which is not introduced in this book.

New Spells

Medicinal Mushrooms

School transmutation; **Level** druid 1
Casting Time 1 standard action
Components V, S, DF
Range touch
Target 2d4 fresh mushroom caps touched
Duration 1/day level
Saving Throw none; **Spell Resistance** yes

Casting *medicinal mushrooms* makes 2d4 ounces of freshly picked fungus caps magical. You (as well as any other druid of 3rd or higher level) can immediately discern which mushrooms are affected. Each transmuted mushroom provides nourishment as if it were a normal meal for a Medium creature. The caps also cure the following conditions (provided that enough ounces are consumed; a medium-sized creature gains no benefit from eating more than 8 ounces of medicinal mushrooms in a day); nauseated (5 oz), shaken (3 oz), sickened (4 oz), staggered (3 oz). *Amounts listed are not cumulative, thus to alleviate both sickened and staggered conditions one must eat a total of 7 oz. of mushroom.* A medium-sized creature can consume up to five ounces of medicinal mushrooms as a standard action.

Fiber Shape

School transmutation; **Level** druid 2
Casting Time 1 standard action
Components V, S, DF
Range touch
Effect one touched piece of wood no larger than 20 cubic ft. + 2 cubic ft./level
Duration instantaneous
Saving Throw Will negates (object); Spell Resistance Yes (object)

Fiber shape enables you to form a mound of molds, mushrooms or toadstools into any shape that suits your purpose. While it is possible to make crude coffers, doors, and so forth, fine detail isn't possible. There is a 30% chance that any shape that includes moving parts simply doesn't work.

Peripheral Fungi

School transmutation; **Level** druid 2
Casting Time 1 standard action
Components V, S
Range personal
Target you
Duration 1 round/level (D)

Calling upon the primal power of fungus, you grow miniature audire boletus (see the Funneling Fungi entry elsewhere in this book) around your ears. They instantly adapt to the contours of sound waves from the square you are standing on when the spell is cast, granting you blindsense with a reach of 10 feet. Should you move five feet from this square, the range of the blindsense ability reduces to 5 feet (after moving ten feet or more from the square where the spell was cast you lose the blindsense ability granted by this spell). For the duration of this spell you gain a +1 bonus to Listen/Perception checks for every 4 caster levels and additionally, the extreme sense of hearing grants you immunity to flanking (these bonuses remain if you move from the original square the spell was cast in).

Fungal Infestation

School necromancy [disease]; **Level** druid 3
Casting Time 1 standard action
Components V, S
Range touch
Target creature touched
Duration 1d3 days
Saving Throw Fortitude negates; **Spell Resistance** yes

You coat the target in necrotic fungus that makes its flesh soft and fragile. Toadstools, ringworm, and other disgusting fungal growths sprout from its skin. The target takes 1d3 points of Charisma damage. Any physical attack against the target automatically adds 1d6 points of bleed damage.

Mushroom Mount

School transmutation; **Level** druid 4
Casting Time 1 standard action
Components V, S, M
Range close (25 ft. + 5 ft./2 levels)
Target one large or medium sized mushroom
Duration 10 minutes/level (D)
Saving Throw none; **Spell Resistance** no

You enchant a benign, unintelligent mushroom of large size or smaller; the fungus uproots itself and attaches to you. Wrapping rhizomorphs envelop your legs and you move as one. It has a speed of 20 feet, moving along in a violent hop (typically in small 5 foot jumps) and ignoring difficult terrain (but cannot run). While fused to a mushroom mount (which follows commands as though it were conjured with a *summon monster* spell) you are immune to drag, reposition, push, pull, trip and bull rush attempts (and receive a +20 circumstance bonus to resist all other combat maneuvers) and may make no combat maneuvers yourself, and you do not provoke attacks of opportunity (and may not make them either) - whenever any creature makes an unanticipated attack or complicated assault against you, the mushroom mount expels a forceful cloud of spores that

momentarily muddle all of your assailant's senses. The violent movements of the mushroom mount limit a rider to one standard action per turn (apply a -4 circumstance bonus if this an attack action).

Using a mushroom mount (which shares your AC and save bonuses) is an extremely volatile activity and casting spells while doing so is an art in itself; casting a spell requires a successful Concentration check equal to 15 + 3 per spell level).

Mushroom mounts cannot attack or charge (unless they are under the effects of the *carnivorous mushroom* spell). Mushrooms under the effects of this spell remain enchanted until they have been dealt an amount of damage equal to caster level x 2 or the duration ends. A mushroom mount has a bonus to (Balance+Jump/Acrobatics) checks equal to your caster level plus your spellcasting modifier and always counts as having a running start when making a jump (and may jump up to three times their normal maximum height.)

Carnivorous Mushroom

School transmutation; **Level** druid 5
Casting Time 1 standard action
Components V, S, M, DF
Range medium (100 ft. + 10 ft./level)
Target one medium-sized mushroom per two druid levels
Duration 1 minute/level (D)
Saving Throw none; **Spell Resistance** no

When cast on an intelligent mushroom (or one under the effects of the *mushroom mount* spell) the targets grow teeth and a carnivorous appetite; they gain a bite attack (1d6 for medium, 1d10 for large and 2d6 for huge) with a bonus to hit equal to class level + Wisdom modifier. On a successful hit the mushrooms may make a free grapple attempt on their victims with a bonus to do so equal to only the caster's level; when one of these mushrooms maintains a grapple for more than one round they deliver a russet mold effect on their target (requiring a Fortitude save DC 15 to resist).

Mushrooms under the effects of this spell remain enchanted until they have been dealt an amount of damage equal to caster level x 2 or the duration ends (if cast on a *mushroom mount*, these 'hit points' stack). Additionally, if cast on only a single *mushroom mount*, increase the duration of the spell effect to 10 minutes per level.

Fungaltricide

School conjuration (creation); **Level** druid 6
Casting Time 1 standard action
Components V, S, M, DF
Range close (25 ft. + 5 ft./2 levels)
Area 30-foot radius spread
Duration 1 round/level (D)
Saving Throw none; **Spell Resistance** no

Huge-sized mushrooms sprout from the ground in a 30-foot radius burst and attempt to consume any nearby sentient creatures using the swallow whole ability. Every creature within the area of the spell is the target of a combat maneuver check made to grapple each round at the beginning of your turn, including the round that *fungaltricide* is cast. Creatures that enter the area of effect are also automatically attacked. The mushrooms do not provoke attacks of opportunity. When determining the mushrooms' CMB, the mushrooms use your caster level as their base attack bonus and receive a +5 bonus due to their Strength and a +4 size bonus. Roll only once for the entire spell effect each round and apply the result to all creatures in the area of effect.

If the mushrooms succeed in grappling a foe, that foe takes 1d8+5 points of damage and gains the grappled condition. Grappled opponents cannot move without first breaking the grapple. The *fungaltricide* spell receives an additional +5 circumstance bonus on grapple checks made against opponents it is already grappling and after successfully maintaining a grapple for one turn they attempt to pin (**Note:** For Pathfinder there is no additional bonus for subsequent grapple checks aside from this +5). If the mushroom succeeds it swallows its opponent, and the opponent takes bite damage (and keeps the grappled condition) each round until freed. Once a creature has been swallowed, the five foot square they occupied automatically stops attacking anyone that enters or exits it.

A swallowed creature can attempt to cut its way out with any light slashing or piercing weapon (the amount of cutting damage required to get free is equal to 2 x caster level), or it can just escape the grapple. The Armor Class of the mushrooms' interior is 15. If a creature cuts its way out, the spell effect ends in that square. The exterior of the mushrooms created by this spell cannot be damaged, but they can be dispelled as normal. The entire area of effect is considered difficult terrain while the fungalcitride persists.

Ironfibre

School transmutation; **Level** druid 7
Casting Time 1 standard action
Components V, S, M
Range 1 minute/2 lb. created
Effect: Fungus, such as molds, mushrooms or toadstool (or similar) object, weighing up to 10 lb./level
Duration One day/level

Saving Throw none; **Spell Resistance** no

Ironfiber is a magical substance created by druids from normal molds, mushrooms or toadstools. While remaining naturally fibrous in almost every way, ironfibre is as strong, heavy, and as resistant to fire as steel. Spells that affect metal or iron do not function on ironfibre. Spells that affect plants do affect ironfibre, although ironfibre does not burn. Using this spell with fiber shape or a plant-related Craft check, you can fashion fibrous items that function as steel items. Thus, fibrous plate armor and fibrous swords can be created that are as durable as their normal steel counterparts. These items are freely usable by druids. Fey creatures frequently use them as well.

Further, if you make only half as much ironfibre as the spell would normally allow, any weapon, shield, or suit of armor so created is treated as a magic item with a +1 enchantment bonus.

Material Component
Molds, mushrooms or toadstools shaped into the form of the intended ironfibre object.

Spores of Madness

School conjuration (creation); **Level** druid 7
Casting Time 1 full-round action
Components V, S
Range medium (100 ft. + 10 ft./level)
Effect fog spreads in a
Duration 1 min./level
Saving Throw Fortitude partial; Will partial; see text; **Spell Resistance** no

This spell releases thousands of spores from the aether, coating the initial area of effect with fungus and moves away from you at 10 feet per round, rolling along the surface of the ground.

Spores of madness simultaneously replicates *cloudkill* and *confusion*; each round of exposure requires both a Fortitude and Will save to resist (the secondary *confusion* effect is an extraordinary ability of the spores and creatures immune to enchantments and mind-affecting effects may still suffer from *confusion*, although they receive an additional +5 circumstance bonus to their Will save to resist the spell.)

Fungus Amongus

School transmutation (polymorph);
Level druid 8
Casting Time 1 standard action
Components V, S, M, DF
Range medium (100 ft. + 10 ft./2 levels)
Area 80-foot radius
Duration 1 minute/level (see text)
Saving Throw Fortitude; **Spell Resistance** no
Any dead or dying creatures that fail this Fortitude save instantly burst open with 1d4+1 vegepygmy (and the victim now requires a *true resurrection* or *wish* spell to return from the dead). These vegepygmy are under your control (as though they were conjured by a *summon monster* spell) for the duration of *fungus amongus* but gain free will when the effect ends.

Mushroom Apotheosis

School conjuration (creation); **Level** druid 9
Casting Time 1 minute
Components V, S
Range long (400 ft. + 40 ft./level)
Area 250-foot radius burst
Duration instant
Saving Throw none; **Spell Resistance** no

Scrolls and elixirs containing this extremely powerful spell are highly coveted throughout the Underworld for their ability to instantly create an ecosystem; dweorg legends tell of battles won with the aid of this surprise terrain and civilizations built on the back of a *mushroom apotheosis*.

The entire area becomes filled with mushrooms of every variety (at least two instances of each type). Roll on the table below (a number of times equal to caster level) to determine which types dominate the spread of mushrooms created by this spell (multiply caster level by 7 to determine how approximately many five-foot squares of each kind are generated).

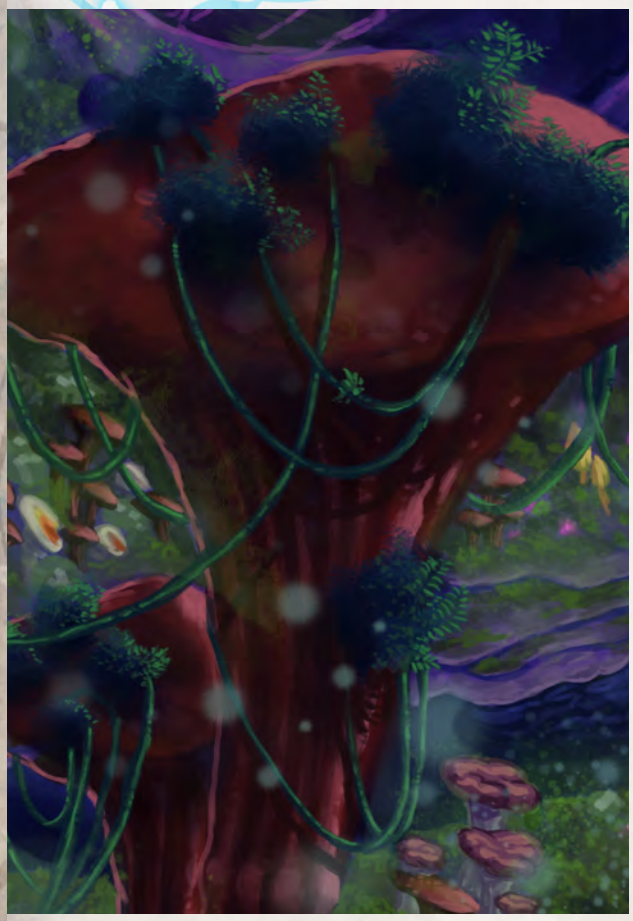
Type of Mushroom	Common Name	Rarity	d100
Videre Spongos	Twilight Caps	Common	1-12
Fantafungi	Peaceful Giant	Common	13-24
Glaucan-Deporphus	Glistening-Saucer	Common	25-36
Scutum Boletus	Shield Mushroom	Common	37-47
Suffocatio	Poisonpuff	Uncommon	48-57
Kekel'ji	Fountain of the Gods	Uncommon	58-67
Audire Boletus	The Funnel Fungi	Uncommon	68-77
Sumulis-Tangrielis	Meaty Mushroom	Rare	78-85
Pizmutiaas	Poison-Pods	Very Rare	86-89
Mortem Diasporus	Necroshroom	Very Rare	90-93
Sangre-Tigre	Tiger Blood	Very Rare	94-97
Lunarae	Moon Child	Legendary	98-00

RANDOM ENCOUNTER TABLE

Encounter	d100	# of Creatures / Duration	Location	Page 3.5/PF
Drow Trophy Hunters	1-5	Six Drow Assassins	Any	351/413
Drow Loggers	6-10	Six Drow Raiders	Fungi Forest, Jungle	355/417
Rift Flumphs	11-18	Colony (16)	Rift (Any)	388/451
Fungi Sweat	19-28 roll again	Detriment (1d4+2 minutes)	Any	149
Spore Clouds	29-38	Hazard (varies)	Any (Suffacatio in the Rift)	149
Fungal Ankhegs	39-46	Four (choose size)	Any	369/433
Rift Crawlers	47-59	Pairs	Entrance from the Back Road (Any)	387/451
Shambling Mound	60-64	Four	Any	389/453
Colossal Centipede	65-73	Pair	The Rift	348/410
Vegepygmy	74-80	Three Dozen	Ruins of the Rift, The Rift	395/459
Carnivorous Mushroom patch	81-86	As the spell (CL 10th)	Fungi Forest	146
Myceloid Devotees	87-92	5-6	Ruins of the Rift	381/444
Magma Roc	93-96	Pairs	The Rift (Any)	381/443
Puffball (Floating Fungus)	97-100	Hazard (varies)	Any	151



Environmental Weather: Fungi Cavern



Fungi Sweat

The weather of the Fungi Forest has many odd qualities but chief among them is the fogs and mists that float throughout the mushroom-crowded region, dubbed 'Fungi Sweat' by the locals. The largest mushrooms can use their broad vanes to create breezes that carry sweat away from their massive stems, producing mist and sometimes rain. In the case of the latter, heat from the mulched grounds of the Fungi Forest create a pervasive fog. The Fungi Sweat carries particles of primal magic that confuse the senses in a fundamental fashion that muddles even the most complex sensory organs.

Traveling through this fog reduces any creature's vision (of every kind, including blindsight, blindsense and tremorsense as well as all others) to 10 feet. When settled, Fungi Sweat persists for 1d4+2 minutes (unless it is removed via magic; *gust of wind* and similar spells suffice).

Spore Clouds

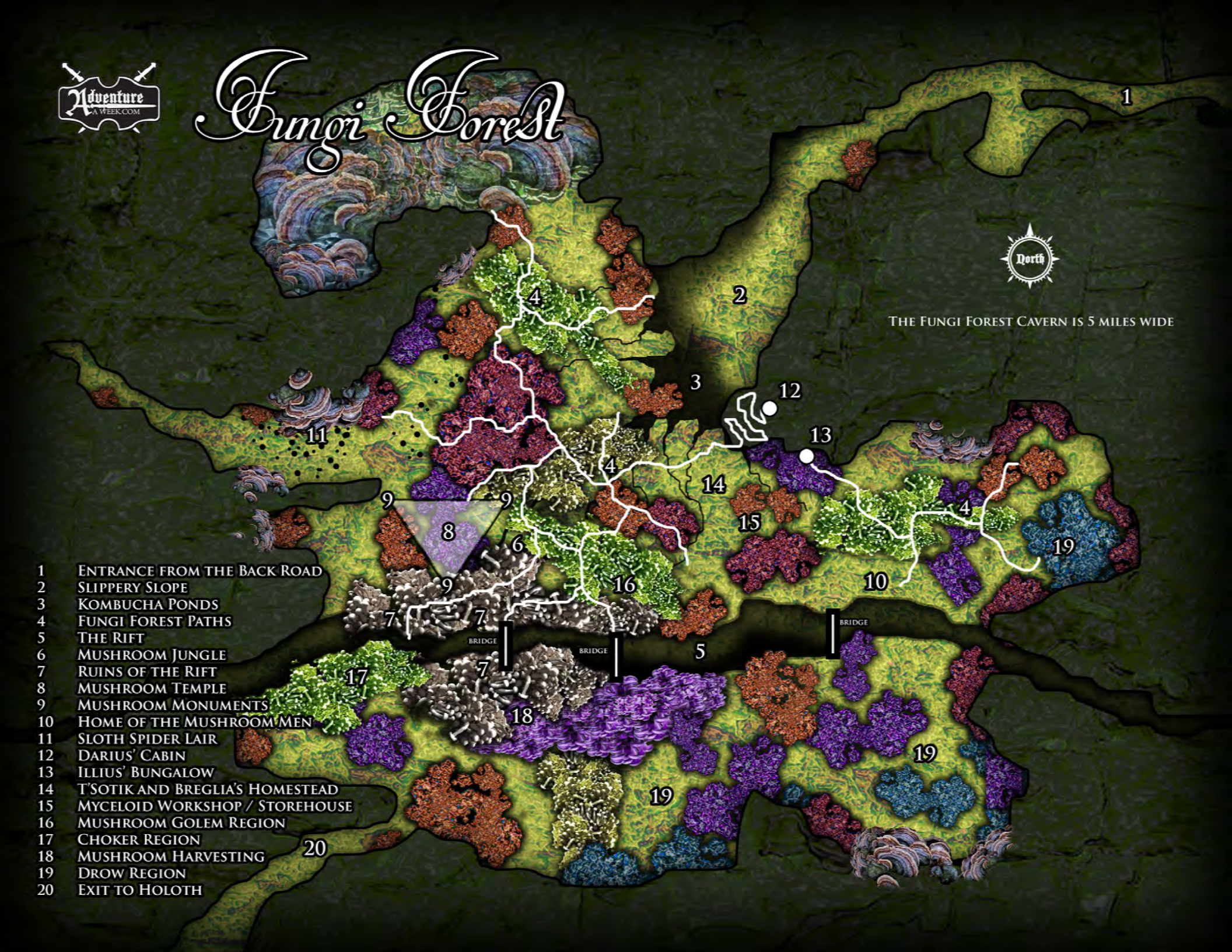
Large clouds of mushroom spores float on the Underworld breezes created by the huge mushrooms of the Fungi Forest as well.

Suffocatio Spores: When these make contact with anything (sometimes including each other if the breeze is violent enough) they create a cloud that fills a circular area (20 feet across and 10 feet high on the first round) that spreads an additional 20 feet out and 10 feet up each round for two more rounds (finally occupying a cylinder with a 60 foot radius and 30 foot height.) Anyone within the cloud must make a **Fortitude save (DC 20)** or begin violently coughing and choking (gaining the *sickened* condition); a successful save means that the character manages to hold their breath and when they eventually take a breath, the save will automatically fail (after 1d4+4 additional rounds, the gas dissipates.)

Suffocatio spore clouds occupy a space between 5 and 15 feet and have a movement rate between 5 feet and 15 feet per round; contact with spores that occupy a creature's space can be avoided with a successful **Reflex save** (**DC 30**; a new check is required every round).

Pizmutiaas Spores: When these floating globules of gas come into contact with anything (sometimes including each other if the breeze is violent enough) they pop and are exposed to oxygen, the gas inside immediately transforming into a liquid vapor. When inhaled this vapor causes a violent reaction similar to mustard gas; a successful **Fortitude save (DC 17)** reduces the damage to 1d4 but on a failure the PC begins coughing and choking, falling to the ground and taking 1d6+1 damage per round for a period of 1d4+2 rounds (after which they recover for 1 round before resuming normal breathing). For the next 1d2 days this character finds excessive activity difficult, resulting in a -2 penalty to skill checks when running, swimming, fighting, or doing any rigorous and strenuous task.

Pizmutiaas spore clouds occupy a space between 10 and 20 feet and have a movement rate between 10 feet and 20 feet per round; contact with spores that occupy a creature's space can be avoided with a successful **Reflex save (DC 35;** a new check is required every round).


Adventure A Week.com
Fungi Forest
North
The Fungi Forest Cavern is 5 miles wide
1 Entrance from the Back Road
2 Slippery Slope
3 Kombucha Ponds
4 Fungi Forest Paths
5 The Rift
6 Mushroom Jungle
7 Ruins of the Rift
8 Mushroom Temple
9 Mushroom Monuments
10 Home of the Mushroom Men
11 Sloth Spider Lair
12 Darius' Cabin
13 Illius' Bungalow
14 T'Sotik and Breglia's Homestead
15 Myceloid Workshop / Storehouse
16 Mushroom Golem Region
17 Choker Region
18 Mushroom Harvesting
19 Drow Region
20 Exit to Holoth
BRIDGE
BRIDGE
BRIDGE

1. Entrance from the Back Road

The back road meanders for a bit before emptying into this tunnel. With a successful **Spot/Perception check (DC 20)** the PCs will notice a strange earthy smell coming from this cave. The scent is reminiscent of decaying vegetable matter but with strong fungal overtones. If Miah is still escorting the party he will inform the group that they approach the vast Fungi Forest of the Underworld.

As the uphill pitch levels out, the ubiquitous stretch of darkness that pervades is suddenly broken by distant specks of light dancing through the air. The glittering motes float on an Underworld breeze that carries them through a cave so large that both the ceiling and walls stretch far beyond your field of vision. Massive mushrooms, some rivaling castles in size, dominate the landscape far below you, a cavern with a panoply of colors and textures. More exotic growth can be seen far below their gargantuan cousins, utterly covering vast sections of this otherworldly cave.

These lights may be mistaken for spell-like effects, but as the party enters the cave they see that they are small spores that float everywhere in the vast chamber.

The steep slope on the Back Road begins to level out and deposits the PCs at the doorstep of the largest collection of mushrooms known to exist on the planet, the mighty Fungi Forest of the Underworld. These lands are filled with all manner of flora and fauna but are dominated by a wide variety of fungi.

Some of the rift crawlers in the region hang out in this area (literally) to harass anyone entering the Fungi Forest; they aren't hostile by any measure, but do enjoy pranks and love to hear stories of the far off Upperworld. Of the many creatures in this massive cavern, these are perhaps the friendliest (if the most mischievous) that the party are due to encounter. Capricious by nature, they chiefly seek entertainment (although they have an insatiable hunger for lunarae caps) and quickly flee if pressed into conflict.

Puffballs

The glowing objects are actually puffballs covered in spores from some of the bioluminescent mushrooms found in these caves. If the PCs approach or try to capture any of the floating puffballs they suddenly spring to life and attack (the floating fungus latch onto their victims before delivering their poison.) Unlike normal swarms of miniature creatures, these lack any mobility and travel via Underworld breezes. Any area effect spell that does 5 points of energy damage is enough to destroy a five foot square of puffball (these are immune to weapon damage). They typically collect into groups that occupy a maximum of three five-foot squares and move at the speed of the breeze (between 5 and 15 feet per turn).

Puffball "Floating Fungus" (Hazard CR 7)
Type grapple; **Save** Reflex DC 14 (poison Fort DC 14); **Bonuses** Fort +0, Ref +2, Will +2
Initial Effect 1d4 and grab (+15 to grapple/CMB; CMD 27)
Secondary Effect poison (*Frequency* 1 round [6], *Effect* 1 Con damage, Cure 1 save)

2. Slippery Slope

The only way down to the Fungi Forest takes the PCs through a slow-flowing underground river then down a series of slippery switchbacks cutting back and forth across the river as it transcends the slope across a series of short waterfalls.

This well traveled path takes you into a wide yet shallow underground river. The river flows slowly, caressing the rocks into a smooth surface. A worn path is just barely visible beneath the surface of the rippling water due to a bioluminescent algae clinging to the ancient rocks. Further on, the river cascades serenely down a short but beautiful waterfall then flows down a gentle slope into a larger cavern.

You carefully skirt the path down and peer ahead to see what awaits you. It seems the only safe path leads directly through the cascading waterfall then continues down a series of switchbacks and into a massive cavern.

As you cautiously progress down the slope an otherworldly visage greets you, a forest of fungi; mushrooms of all shapes, sizes and colors stretch out below you for as far as the eye can see. The vast cavern is faintly illuminated by small floating spores which glow with an azure light. An earthy aroma greets you, carried upon the same air currents which push the glowing seeds aloft.

Traversing the rest of the waterfall and descending to the floor of the cavern below will not be an easy feat. It is also a long fall to the cave floor (over 200 feet) so members of the party must either be roped in, use magic to bypass the dangerous terrain, or use extreme caution while climbing.

The party must descend through a series of 45 degree angled switchbacks which lead back and forth through a waterfall and will require at least **three DC 15 Climb checks** which may be improved if the PCs are roped together or using pitons. A failed climb check will result in a fall down this slippery, rocky slope initially incurring 3d6 damage and triggering up to **two Reflex saves at DC 20** (depending upon the PCs position) to grab onto slick rocks while falling further down. One successful save stops the fall while each failure incurs an additional 2d6 damage ending as the PC plummets to the cave floor far below for a final 2d6 damage.

Example: Chorg starts to climb down the slippery slope and rolls his initial climb check, failing with a 6. He slips and falls down one level taking 3d6 damage which triggers a Reflex DC 20 check; he fails this as well and falls down another level taking 2d6 additional damage but here he finally makes the next Reflex save (DC 20) and stops himself. If he had continued to fall he would have suffered another 2d6 for the next level and finally 2d6 more damage as he hit the floor for a total of 9d6 damage.

Name: The World's Largest Living Thing
Name: Honningsop Mushroom
Location: Fungi Forest
Frequency: Unique
Successful harvest and use: Knowledge (nature), Profession (horticulturalist, botanist) or Craft (alchemy) **DC 25**

An extremely invasive and powerful species of fungus has taken a strong hold of the earth itself in the northern confines of this cave, spreading and growing at a rate unmatched by any other creature on the planet. In fact, this species (known as the Honningsop mushroom after the halfing druid/sorcerer that first discovered it) is the largest (known) living thing on the entire planet.

The Honningsop mushroom originates in the Upperworld and was brought here many centuries ago by those who wished to introduce this mushroom into the underground environment due to its usefulness as a medicinal aid. The fungus took to the rich soil and damp conditions of the Underworld right away and flourishes to this day. The Upperworld Honningsop mushroom can treat and even cure various forms of skin disease, dry or cracked skin, warts, and corns when used daily over the course of many weeks. However, things turned out quite different for this underground variety.

The Underworld species of Honningsop mushroom increased in size and warped in nature due to the mineral content of the soil and the altered conditions in the Fungi Forest, creating a much different variety of mushroom which no longer aids humanoids in treating any conditions and has actually become quite dangerous (almost malevolent).

The Honningsop has rhizomorphs (black shoestring-like filaments) that reach out and wrap around any living thing they can find, entangling its victim before draining its life force to feed the massive ever-growing fungus. These tendrils have a hardness of 4 and 8 hit points (but use their creator's saves) and an AC of 15.

Traversing the Slippery Slope

Switchback	Climb Check	Roped*	Equipment	Catch	Damage
1	Climb DC 15	+2	+2	N/A	3d6
2	Climb DC 15	+2	+2	Reflex DC 20	2d6
3	Climb DC 15	+2	+2	Reflex DC 20	2d6
F	Fall to Floor	N/A	N/A	N/A	2d6

*If a roped in character falls the other PCs must make saves at -2 to -4 depending upon the weight of the falling character (at the GM's discretion); if half the party or more fails, all the characters could go plummeting down the slope.

Honningsop Rhizomorph (Hazard CR 9)

Type grapple; **Save** Reflex DC 22 (drain Fort DC 18); **Bonuses** Fort +16, Ref +8, Will +10
Initial Effect 1d4 and grab (+21 to grapple/CMB; CMD 29)
Secondary Effect energy drain (1 level/round)

A successfully harvested extract from Honningsop mushroom can be used to inject other creatures with a virulent strain of fungal disease called Antisop Infection.

Antisop Infection

The infected creature becomes fatigued in the early stages of this disease; eventually paralysis sets in and the skin becomes pale white before shedding from the body and revealing muscle tissue fully infected with white fungus. Small pustules grow from this exposed tissue and burst, making the infection airborne (expelled in a 10-foot radius burst around the infected subject) and very easy to catch (Fortitude DC 25; anyone that fails this save suffers the same effect as the original victim.) After 3 days of producing spores the subject goes into a coma for 1d4 days before dying from the invasive fungal infection.

Antisop Infection

Type disease, injury or inhaled; **Save** Fortitude DC 25
Onset 1d3 days; **Frequency** --
Effect paralysis, death 1d4+3 days later; **Cure** none

3. Kombucha Ponds

The waterfalls ends and the flow of the river slows as it melds with a large pool of viscous dark brown liquid, the depths of which are unknown. A strong odor of vinegar is quite apparent here and something begins to sting your eyes.

Inside these ponds are a strange sponge-like material with a white color, the underside of which is brown and covered with a gooey brown mass. The sponge-like blobs of material are actually SCOBYs (symbiotic cultures of bacteria and yeast) which float on top of the bubbly reddish-brown liquid that makes up the ponds. The liquid itself is known to the dwarves as kombucha (a drink that bestows many beneficial properties when consumed). Bottling and drinking 1 pint of this liquid per day for a period of 1d4+5 days will cure any general ailment or disease and increase metabolism (restoring Constitution damage) after 1d4 days of daily consumption. If one continues to drink this beverage for an extended period of time (30+ days) they will become immune to all minor poisons (anything which causes less than 10 points of maximum damage or the loss of -2 or less to an ability score). Other types of poison will still affect the PC. However, your skin will take on the texture and feel of a mushroom and, at the new moon, will give off a light blue bioluminescence for 4 hours. If one stops daily consumption of kombucha it will take 1d4+1 days until the immunity to poison and bio-luminescent properties are removed.

Once every 2d4 days a group of 1d6+2 myceloids arrive at the ponds with many barrels of liquid sugar (extracted from a rare root found in the Rift). This sugar helps to feed the SCOBY and continue the production of the drink. After this the creatures fill up the barrels and haul them back to their homes near and within the rift itself. If the creatures spot the PCs they will keep their distance. If approached, the myceloids will not parlay with the party nor will they hesitate to defend themselves.

4. Fungi Forest Paths

As you near the bulk of the enormous mushroom groves that dominate the cavern the smaller fungi that appeared in patches before become more common, entirely filling the areas in between their larger kin. Trails of composted vegetable matter have been beaten down by both foot and claw, providing passage through the fungi forest for travelers that prefer not to cut a swathe through the plant life; some of these pathfinder's remains can be seen off in the distance, tatters of clothing and pieces of bone precariously left sitting atop several mushrooms off the beaten path.

These meandering paths were created by the constant migration of creatures from the Fungi Forest as they move about in search of food or mates. Since the paths are heavily used, the PCs greatly increase their chance of encounters by traveling through the forest using these trails, however, pushing through the flora itself is also not advised as the mushrooms themselves sometimes "bite back". PCs will have to decide whether they wish to deal more with flora or fauna on this trip through these beautiful fungal woods.

The flora & fauna section and random encounter chart

should both be heavily utilized during the PC's travels in the Fungi Forest from this point forward. *Carnivorous mushroom* patches are especially common; treat these as extraordinary instances of the spell (CL10th) that activate whenever a sentient creature enters into its range.

Drow Hunters

The dark elves of Holoth are always looking for new specimens to add to their bestiary and pool of sacrificial slaves. These drow stalk the jungles, canyons, and groves of the Fungi Forest, seeking out particularly choice specimens for enslavement. Should they catch wind of the party during their own hunts, the PCs may become their prey!

These drow raiders keep to the shadows and take cover, attacking from enfilade before moving forward to preferably subdue and capture their enemies. They primarily patrol the forest paths and jungles, but may track the party to more disparate areas of the Fungi Forest to either report on their activities or force the PCs into slavery.

5. The Rift

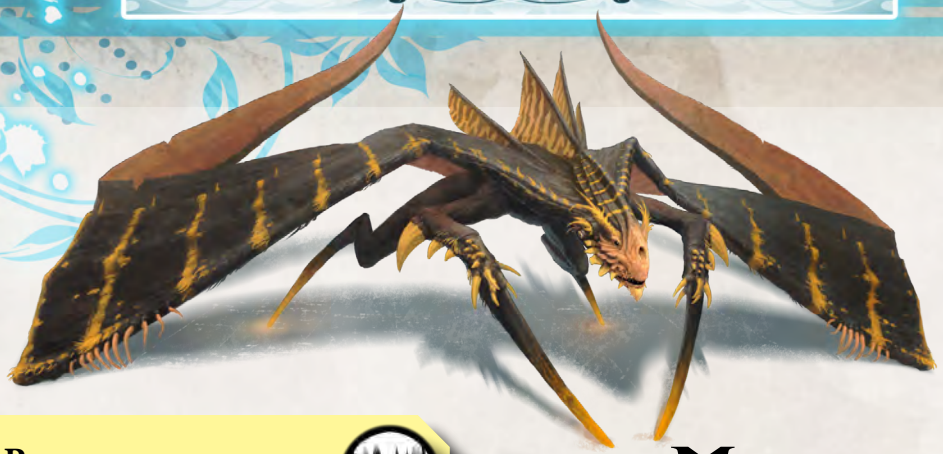
The multitude of mushrooms that fill the forests for thousands of feet come to an abrupt end, many spilling over and onto the cliffside of the canyon in front of you. The enormous chasm separates the Fungi Forest into two parts split between the massive rift in the earth, and there seems to be no way across the expanse aside from rickety, worn wooden bridges that sway on the warm updrafts from glowing magma vents in the darkness far below. The remains of similar bridges whose travelers met an untimely end rest against the side of the cliff, moving in the breeze and grating against the rocky cliff and making a terrible sound.

The Rift is an immense chasm where internal pressure caused the earth itself to pull apart, splitting the Fungi Forest in two. This massive fissure runs east to west and into the cave walls so there's no way around save for some worn and rickety bridges built by residents of this cave long ago.

The bottom of the Rift contains a few small volcanic vents which allow hot air into the cavern above; this mixes with the mist pouring off various waterfalls and makes for a warm, damp environment allowing the fungi to thrive. The bottom of the Rift is also home to myriad creatures and monsters adapted to harsh conditions; there have even been sightings of fire and magma elementals here. In some of the caves which touch the Rift floor dwell dinosaurs which hunt the rich Underworld vegetation that grows on the reaches furthest from the volcanic vents.

Rather than attempt to eradicate the vegepygmys from the Fungi Forest (a dangerous and contagious task), the intelligent denizens of the region herd as many of them into the Rift as possible. Some manage to survive the precipitous fall and gangs of their kind can be found roaming the cavern floor should the PCs fall below. Worse yet, these small groups of vegepygmy attract the attention of a titan centipede that dwells on the floor of the Rift; the party may be a more appetizing meal than the monster's normal cuisine.





Magma Rocs

These creatures still prowl the Rift and know that prey is most vulnerable while traveling across the wooden bridges that span the chasm. They dive in from the shadows, screeching a sonic scream before they slam into a creature, knocking them off the bridge for an easy meal on the canyon floor below.

Attempting to grapple one of these magma rocs (or to tame it) often leads the wayward soul down into the very floor of the Rift as the bird plunges directly into a lava flow. For 5 rounds it travels through the magma (dealing 20d6 fire damage to anyone it is grappling) before erupting into a small cave. This sweltering hot grotto serves as the bird's lair (a surprisingly robust wind current deprives the noxious gasses of the lava from filling the alcove), but there are more interesting things within than the bones of its charred meals. On the wall of this chamber is a vast mosaic that chronicles the history of the race that once occupied the Ruins of the Rift; there are carvings of humanoids riding dragons through tunnels, a gathering of underground serpents and these humanoids and the apparent destruction of many of their settlements by their once-steeds, all centered around five orbs that encircle one of these forgotten peoples. Although not much more can be gleaned from the long-decayed etchings, a successful **Knowledge (nature) check (DC 28)** confirms that the oldest sets of skeletons belong to an entirely different race than any the PCs have encountered before.

Magma Roc

3.5 hp 85 / CR 16 / pg 381
Pathfinder hp 85 / CR 10 / pg 443

6. Mushroom Jungle

Ropey lianas hang from the fungal canopy above, swaying in the mists that pervade this region of the Fungi Forest. The obscuring fogs circulate and waft away toward the north, pushed by warm air currents rising from the south. The ground is rampant with wild-growth, mushrooms growing upon mushrooms and the tendrils of their greater cousins so common that they obscure your field of vision.

The Mushroom Jungle is a lush area where the mists of the Fungi Forest settle before they are pushed out by the strong warm currents flowing out of the Rift. This region is thick with mushrooms and tendrils that hang down like vines and obscure vision, making this an ideal place for an ambush; the chance of an encounter with a Fungi Forest predator is very high here.

Jumping Mushroom to Mushroom

There are places in the Fungi Forest where the mushrooms (such as fantafungi or audire boletus) grow so large and close together one may literally jump from cap to cap. Obviously getting to the top of the initial mushroom is the biggest challenge, although not impossible for a skilled climber **(Climb DC 20)** and very probable if using climbing tools.

Jumping from cap to cap may vary in difficulty depending upon the size of the creature and the stability of the mushroom itself, but is much safer than travelling on the forest floor. Note that characters travelling in this manner attract more attention from aerial creatures.

There are numerous wild creatures inhabiting the Mushroom Jungle (both in its canopy and below) but there are some specific encounters the PCs should be faced with in this area. Spore clouds from the "poisonpuff" and "poisonpod" mushrooms float above the massive caps, occasionally illuminated with kaleidoscopic rays of light from floating rift flumphs. Traveling on the ground below are a few contingents of drow searching the Fungi Forest for what has spoiled some of their own mushroom farms (as well as new specimens to replace those lost); should they see the party on the caps above they will attempt to topple one as the PCs land on it. If the party and the drow are both on the ground, they begin combat by felling a massive mushroom (attempting to crush the PCs).

7. Ruins of the Rift

Balconies connected by eroded stairways and haphazardly collected planks dot the side of this cliff face, chiseled away or formed centuries ago if looks are anything to go by. The remains of a few structures persist from the edge of the jungle right up to the precipice but most of the dwellings of this abandoned settlement are carved into the walls of the canyon. No odd smells emanate from the artificial caves but the faint rustle of an Underworld breeze accompanies the ghostly dance of a tattered cloth still affixed to one of the crude windows.

These ruins are built on teetering planks over the edge of the Rift and into the cliff wall itself. They work their way down away from the jungle and deep into the canyon where they finally fade away into the caverns below. It is unknown who originally lived here or where they went, save that they obviously built downwards then migrated into the caves below, never to return.

Locations within the Ruins

The Ruins of the Rift are divided into three distinct sections, each jealously guarded over by a different tyrant.

Central Ruins

The spores and growths covering most of this massive cavern follow a natural aesthetic, the hardier varieties taking root in areas with scarce resources and the rapidly growing kinds budding closely together where nutrients are rich; these ruins defy that notion entirely. Bright and beautiful mushrooms and fungi surround the entrances to this area of the abandoned settlement, enticing the eye with their otherworldly charms and pungent aromas.

The Fungus Queen and her charmed humanoid minions currently retain ownership over the central section of the ruins, enchanting or attacking anyone who dares approach or enter. A secret chamber deep in these ruins houses the Fungus Queen and her treasure hoard, gathered from the surrounding ruins by her minions over the past few decades.

Engaged in a decade long battle with the succubus Styrrixis, the queen currently has the upper hand (having transformed Styrrixis' son into her minion). In addition to the now fungoid half-fiend minotaur, the queen's spawned minions include 2 fungoid dark stalkers and a fungoid Drow Raider. Plants under control of the queen (via *charm monster* and the Plant Control special ability) include a basidirond, a shambling mound, a pair of phantom fungi (used as scouts) and a fungus leshy she keeps as a pet.

PCs who stealthily enter the central section of the ruins encounter a scouting party from Styrrixis consisting of 3 babau demons. If unmolested, these demons are willing to lead the party to their mistress, hidden in a crumbling tower covered in a swath of psychedelic fungus. Styrrixis (CE Sorcerer 5) attempts to convince the party to free her son; she is willing to bestow her Profane Gift on any who agree and will allow the gift to be dispelled at the PCs whim. She takes note of any who insult or disrespect her, dismissing the gift and causing the charisma drain when it best suits her desire for vengeance (she also dismisses any such gifts pejoratively if the party fails in their rescue attempt.) If a PC keeps the Profane Gift after the rescue, this may be a seed for further adventures with Styrrixis. Should Styrrixis' son be slain before the party encounters her and she discovers this fact, the succubus attacks the group in a rage.

Entering the central ruins without taking any precautions results in a 25% chance per hour of encountering one of the queen's minions (70%), the babau patrol (25%) or the

Queen herself, attended by one of her minions and the fungus leshy (5%). Roll randomly to determine which charmed plant or spawn is encountered (or accompanies) the queen, ignoring the leshy (who is always with the Queen). If the party destroys a fungoid spawn, the queen is alerted telepathically and she collects her minions in stronger groups (CR=APL of the Party), reserving more powerful aid for herself (CR=APL+2). If a charmed plant is slain it takes 2 hours for the queen to be alerted.

If the fungoid dark stalkers are cured rather than freed, they may provide access to more allies and support for the PCs. The drow warrior (if freed) will report the presence of a powerful adventuring party in the area, bringing down a drow patrol (Eastern Ruins Encounter Chart) on the party 2-3 days later.

Treasure

The Fungus Queen collects the ancient art and jewelry of the lost rift culture and her hoard resembles an art gallery, albeit a haphazard and bizarre one. It lies hidden **(Spot/Perception DC 35)** in a secret chamber near the Queen's retreat and is accessed by lifting off a toadstool cap to a small tunnel. The toadstool must be sliced in a particular fashion to remove it safely, or a cloud of vapor escapes.

Nightmare Vapor Trap CR 11



Type natural; **Perception** DC 29; **Disable Device** DC 29
Trigger location; **Reset** none
Effect Poison: Nightmare Vapor; multiple targets: all targets in a 10' radius

Nightmare Vapor *type* poison (inhaled); *save* Fortitude DC 20; *frequency* 1/round for 6 rounds; *effect* 1 Wisdom damage and confused for 1 round; *cure* 2 consecutive saves

In addition to the 8,700 gold pieces in art and jewelry, the hoard contains ancient magical writings of the lost rift people that the vegepygmys in the western ruin were unable to understand and utilize. A **DC 30 Spellcraft check** (or a **DC 25 Linguistics check** from a PC with 5 or more ranks in Spellcraft), allows the translation and subsequent use of these magical scrolls (the alien nature of the strange language precludes taking 10 on this check.) The writings contain one 7th level scroll, two 6th level scrolls, one 5th level scroll, four 4th level scrolls and half a dozen 3rd level scrolls, determined randomly. If the GM desires, translation of each spell level may be required to access the magic.

Eastern Ruins

These ruins are not in as dire a condition as the remainder of the vacant settlement but the flora has an odd sense to it as off-putting as the aroma that hangs in the air. The fungal growths here are carefully manicured and partitioned to create malignant shapes and symbols that pain your eyes when gazed upon for more than a few moments.

A large group of myceloids (Myceloid Devotees) reign over the eastern ruins. Patrols are frequent and attack any intruders on sight. These myceloids are the crusader arm of the Mushroom Temple (Area 8) and strike with the intent to take humanoid prisoners back the temple for use as slaves in the worship rituals of the mushroom people.

Rumors persist of a large hoard of rare Underworld herbs and fungi hidden deep within this section of the ruins. These draw many seekers to this dangerous area but thus far the monks have kept the location secret. Many of the herbs and fungi contained within are used in preparing the dirt coating of the Mushroom Temple; PCs who make an extended reconnaissance of the area may be able to track a work party from the temple to the site of the hoard. There is a 10% cumulative chance each hour (resetting every 4 hours) that the PCs will encounter one of the following groups. Groups that remain well hidden (opposed checks) may choose to engage or not.

The hoard resides in an underground cellar ripped apart when the Rift formed, an irregular central chamber 60 feet in width and 100 feet in length. It has fissures and cracks forming side caves and nooks that are accessible through a pivoting wall and the floor section of a decayed building (**Spot/Perception DC 25**; the PCs must have tracked a work party here to make this check.) The entrance is trapped with a Falling Block Trap (CR 5), and 5 Myceloid Devotees stand guard in the main chamber. After combat is initiated, up to 4 additional Myceloid Devotees enter from the side caves at a rate of one per every 3 rounds. If the PCs tarry here for more than an hour roll on the **Eastern Ruins Encounter Chart**, ignoring all results other than those with Myceloid Devotees. Continue rolling every hour, resetting the encounter chance only after an encounter is initiated.

Eastern Ruins Encounters

d100	Encounter	Enemies
01-20	False Start	No encounter - add 10 to the next encounter die roll.
21-40	Patrol	2 Myceloid Devotees
41-50	Rogue Creature	Fiendish monstrous centipede (3.5) / giant, advanced ascomid (PF)
51-60	Hunting Party	4 Myceloid Devotees - if the PCs have slain two or more patrols in the last 6 hours, or if they have been discovered and reported, all patrols will be reinforced to 4 devotees.
61-70	Infestation	4 Fungal Ankhegs. Following an infestation encounter, if the PCs do not cover their tracks at the encounter site (opposed checks from patrolling Myceloid Devotees), they will be actively hunted, increasing the encounter chance to 15% per hour as well as having all Patrols upgraded to Hunting Parties.
71-80	Fungus Seekers (Hostile)	A party of 1 drow City Guardian (Zephron), 3 Drow Raiders (Guillon), 1 Drow Assassin. Note: Encounter once only - otherwise reset the encounter percentage to 10% and roll again.
81-90	Fungus Seekers (Desperate)	Four 5th level Emblan dwarf fighters with one 3rd level dwarf cleric, in need of help and healing. **Note:** Encounter once only - otherwise reset the encounter percentage to 10% and roll again.
91-00	Temple Work Party	4 advanced myceloids and one Myceloid Devotee making their way to the secret hoard to restock on needed temple supplies. Note: This encounter may only be initiated after the PCs have spent 24 hours in the area, otherwise this result indicates no encounter. PCs who survive 36 hours in the Eastern Ruins automatically trigger this encounter.



Treasure

The hoard contains specimens of almost all of the special fungi and mushrooms of the forest, in addition to many fungi that replicate potion or poison effects (identifiable with Knowledge (nature) or Spellcraft checks). The GM should feel free to use this hoard as an opportunity for the PCs to retock magical supplies and even pick up fungal trade goods to deal with the other denizens of the forest (although time to loot the hoard is short if they wish to avoid being discovered).

Western Ruins

As you approach the forgotten foundations of this area of the ruins the faint sounds of battle rise up from the submerged dwellings. Strange clicks and pops echo throughout the area and float on the Underworld breeze from within and the utterly desolate facade of the cliff face bears only one fungal growth: a rust-colored mold.

In the third and largest section of the ruins (the westernmost area), two large groups of vegepygmys host an ongoing battle over a rare strain of russet mold. The battles are so frequent they have become accustomed to a life of combat making conversation with anyone, especially outsiders, nearly impossible under normal conditions.

Mutated Russet Mold

Unlike standard russet mold this mutated strain affects vegepygmys (who are usually immune). Infected vegepygmys (those failing their save) suffer no ongoing effects from the disease, but when they die from other causes the dormant spores take root on the decaying plant matter and produce a vegepygmy in the same fashion as any other creature infected by the mold. Any vegepygmy that rises from this strain of the mold (including when delivered by a chieftain's natural attack) automatically retains the class levels of the host creature or inherits half the class levels of the chieftain who infected it (whichever is higher).

The two vegepygmy tribes were growing in power when an unfortunate adventuring party met its demise to the mold. A higher concentration of chieftains arose and as the two tribes battle to control access to the mold on the cliffside they continuously infect each other, giving rise to more and more chieftain-type vegepygmys. Even standard vegepygmys slain do not stay out of the fight for long as the mutated mold spawns replacement vegepygmys from the decayed remains.

Vegepygmy Tribe: Sneakspittles

Chief: N vegepygmy cleric 10 (CR 9)
Sub-Chiefs (4): N vegepygmy barbarian 7 (CR 7)
Trapmaster (1): N vegepygmy rogue 7 (CR 6)
Adept (1): N vegepygmy sorcerer 5 (CR 4)
Vegepygmys (43): (CR 1/2)

This tribe specializes in setting traps to crush their cousins and any outsiders who enter into their territory.

Bull Rush Trap CR 7

Type mechanical; **Perception** DC 25;
Disable Device DC 20
Trigger location; **Reset** manual

Effect Atk +10 melee (3d6); multiple targets (all targets in a 10-ft. square), A successful attack by this swinging block pushes a victim 5 feet toward a patch of mutated russet mold (which is initially 15 feet away). For every 5 by which the attack exceeds the target's check (3.5)/the CMD of the target (PF), they are pushed toward the mold an additional 5 feet. Victims coming within 5 feet of the mold must make a **DC 15 Fortitude** save to resist the spores released by the it. If a target is pushed into the mold patch itself, apply a **-2 circumstance** penalty to this check.

Other Traps favored by the Sneakspittles:
Javelin Trap (CR 2)
Camouflaged Pit Trap (CR 3)
Falling Block Trap (CR 5)

A typical group of Sneakspittles encountered in the ruins consists of the Chief and a Subchief with 6 regular vegepygmy out on patrol, or two subchiefs, the trapmaster and 6 regular vegepygmy setting a trap or an ambush. There is a 50% percent chance the Adept will be with any given group.

Vegepygmy Tribe: Ragmages

Chief: N vegepygmy sorcerer 10 (CR 9)
Sub-Chiefs (4): N vegepygmy barbarian 7 (CR 7)
Champion (1): N vegepygmy (giant) fighter 7 (CR 9)
Acolytes (2): N vegepygmy cleric 5 (CR 4)

Vegepygmys (35): (CR 1/2)

The Ragmages specialize in setting magical traps to crush their cousins and any outsiders who enter into their territory.

Telekinesis Trap CR 9

Type magic; **Perception** DC 30; **Disable Device** DC 30
Trigger proximity (*alarm*); **Reset** none

Effect spell effect (*telekinesis*, Will save DC 17 or be hurled 15 feet into a patch of mutated russet mold; **DC 15 Fortitude** to resist the spores released by the mold. Hurled creatures take 1d6 damage and are knocked prone; multiple targets: all targets within 10 feet of each other, up to 250 pounds total weight; lightest targets are hurled first.)

Other Traps favored by the Ragmages:
Burning Hands Trap (CR 2)
Acid Arrow Trap (CR 3)
Fireball Trap (CR 5)

A typical Ragmage group encountered consists of the Champion and 2 Sub-Chiefs with 6 regular vegepygmy out on patrol, or the Chief, a Sub-Chief and 6 regular vegepygmy setting a trap or an ambush. There is a 50% percent chance an Acolyte will be with any given group.

The two tribes' treasures consists of a small cache of coin and gems as well as the original gear of the unlucky explorers, whose death gave rise to the high concentration of chieftain vegepygmies in the two tribes. When adding class levels to the vegepygmys, draw from this hoard to equip them.

+1 axiomatic longsword (Ragmage Champion, or advance another Vegepygmy to giant)
+1 full plate (worn by the Ragmage Champion)
+1 heavy steel shield
+1 steel buckler (a +1 light steel shield for a small-sized characters)
ring of force shield
ring of protection +1
potion of *resist energy, electricity*
wand of *spectral hand* (20 charges)
3,200 gp in loose coin and gems collected from the Ruins of the Rift

8. Mushroom Temple

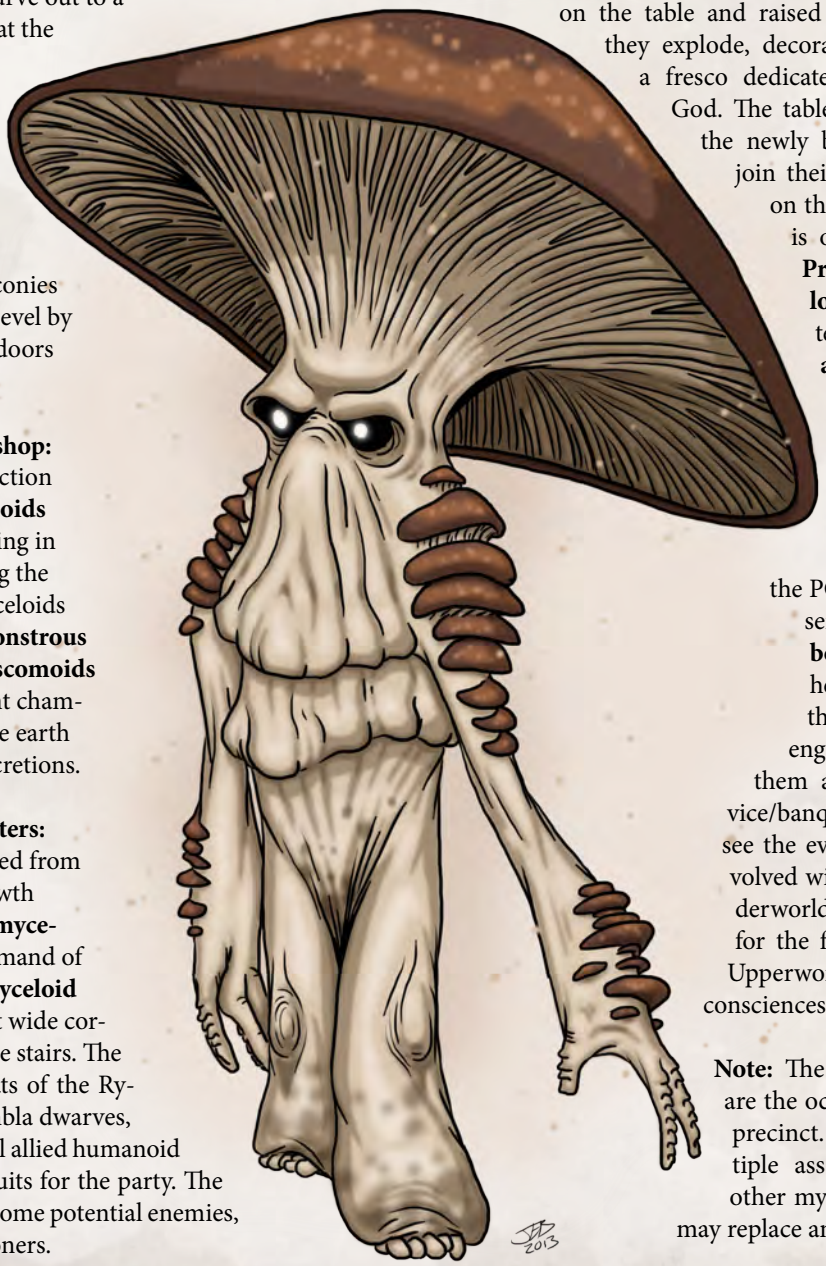
A grand temple shaped like a mushroom (and often mistaken for one) stands here, towering above the surrounding fungi. Made from solid stone, the temple structure is coated daily with earth and spores from various mushrooms, causing all manner of small fungi to spring from its surface. Sprouting from the stem of the temple are larger fungal growths. The myceloids deposit corpses of various creatures infected and slain by the *purple pox* on these balconies. When the corpses explode, the spattered viscera strikes the carefully prepared earth coating the temple and enhances the fungal growth. Not only do the remains of the creatures slain by the *purple pox* provide sustenance for the mushroom men, every species' blood and gore creates a different color, pattern, or texture of fungus and in this way the myceloids honor their gods and create art. A large group of myceloids gather here each day to feast and worship their mighty Mushroom God. Unlike their more benign benign kombucha-brewing brothers to the east, these myceloids hold to the old ways and are a threat to any humanoid who enters their domain.

Approaching this temple is discouraged by anyone the PCs meet; if they ignore the warnings and approach regardless, the party encounters the myceloids (who attempt to subdue them and take the PCs into the temple proper.) Prisoners are infected with the *purple pox* and, while the disease ravages their bodies, forced to serve as slaves to the myceloids. When the disease has run its course, the expired slave is placed on a balcony where the body bloats over the course of 24 hours and then explodes, giving birth to a fully grown myceloid, enhancing the design of the fungal decor, and providing a banquet for the mushroom men. The most unique slave corpses (including overworld humanoids) are reserved for ritual feasts in the main worship hall, located in the hollow cap of the structure.

The drow have choked off the supply of slaves to the myceloid colony, which makes the mushroom men eager for new victims but also offers an opportunity for diplomacy. PCs may be able to convince the mushroom men to aid them in throwing off the yoke of the drow (providing supplies or combatants to the struggle). The myceloid High Priest is an accomplished potion maker and the tribe possesses weapons and supplies captured from generations of slave-taking. Alternatively, the PCs may wish to rescue (and possibly recruit) the slaves held in the temple and loot the captured weapons and supplies.

Myceloid Temple

The temple consists of four levels constructed of stone and coated in specially prepared dirt and fungal growth. Phosphorescent fungus provides dim lighting throughout. The entrance is located at the base; a central spiral staircase of fungal steps permits access to the upper levels. The stem (levels 1-3) is 105 feet in diameter, including 5-foot thick exterior walls around 15-foot diameter spiral stairs. The walls of the cap (level 4) curve out to a diameter of 150 feet at the roofline. Level one is 30 feet high; levels 2 and 3 are 20 feet high and the main worship chamber on level four is an impressive 50 feet in height. Balconies are accessed at each level by corridors or hidden doors in exterior walls.



Level 1 - Dirt Workshop: Slaves under the direction of **4 advanced myceloids** prepare the dirt coating in this open level during the day. At night the myceloids release **2 fiendish monstrous centipedes** (3.5)/**4 ascomoids** (PF) from a basement chamber to mix and till the earth with their unique secretions.

Level 2 - Slave Quarters: Huge pens constructed from hardened fungal growth house slaves here. **4 myceloids** under the command of a **giant, advanced myceloid** lounge in the 15-foot wide corridor surrounding the stairs. The GM may use the stats of the Rybalka guards, the Embla dwarves, or any other potential allied humanoid race as possible recruits for the party. The slave pens also hold some potential enemies, including drow prisoners.

Level 3 - Acolyte Chambers, Storage Rooms, Armory: An interior wall creates a 10-foot wide corridor around the stairwell. Doors and arches to access halls, acolyte chambers, storage rooms, and the armory containing equipment captured from the slaves pierce this circular wall. **10 myceloids, 4 advanced myceloids, and 2 giant, advanced myceloids** live here in addition to the creatures mentioned on levels 1 and 2 (although most will be out of the temple or at worship during the day.)

Level 4 - Main Worship Chamber: A 30-foot wide circular banquet table can be raised and lowered to cap the stairwell. During a worship service ripened corpses are placed on the table and raised to the ceiling. There they explode, decorating the ceiling with a fresco dedicated to the Mushroom God. The table is then lowered and the newly born mushroom men join their brethren in feasting on the remains. The service is overseen by the **High Priest - (NE male myceloid druid 5)**, and is attended by **2 advanced and 4 standard myceloids** plus the new born myceloids. For a tougher encounter add a **Myceloid Devotee** visiting from the Rift ruins. If the PCs interrupt a worship service, the **1-3 newly born myceloids** are helpless until round 3 of the combat. If the PCs engage in diplomacy, have them attend a worship service/banquet so they can truly see the evil they are getting involved with. Use some evil Underworld creatures as fodder for the feast, but throw in an Upperworld corpse to tweak the consciences of the adventurers.

Note: The creatures listed here are the occupants of the temple precinct. If the PCs make multiple assaults on the temple, other myceloids from the tribe may replace any losses.

Treasure of the Temple

The armory contains 1 medium and 10 minor magical items as well 3,000 gp in coin and gems, and mundane gear in various stages of decay. The myceloids will trade these items (at a 50% discount) in return for slaves, at a value of 1,000 gp per Underworld slave, or 2,000 gp per Upperworld slave. If a stronger alliance is formed, the PCs receive a credit of 2,000 gp to purchase items (at a 50% discount).

Jorgan's Shield - A dwarf named Jorgan was infected with the *purple pox*. When he died, he fell and shattered his flasks, spilling a forgotten potion of *remove disease* and an oil of *daylight* that permeated his body. Jorgan's corpse subsequently bloated and exploded; the saturated gore and stillborn remains of the myceloid coated his shield, leaving behind a glorious growth of fungus enchanting it as a *+2 radiant heavy steel shield*. The PCs may discover the shield in the fungi forest prior to the encounter with the myceloids **(Perception/Spot DC 27)**, in which case displaying the attractive design on the shield to the mushroom men grants a +4 circumstance bonus to Diplomacy checks, or the shield may be included as part of the myceloid colony's treasure where it is displayed reverently in the main worship chamber. Because of its unique fungal growth, this item must be purchased from the myceloids at full price.

9. Mushroom Monuments

Truly gargantuan structures tower above the Fungi Forest, stretching toward the open ceiling in impossible dimensions. The weight of these monumental sculptures would crush their stone stems were it not for the exuberant and unbridled growth of mushrooms that suffuse the base of each of these tributes to the Mushroom God. Their resemblance to myceloids and divine fungi is uncanny and eerily beautiful.

In each of these three locations a huge stone mushroom monument towers over the forest, most likely erected long ago to honor the Mushroom God and encourage rampant fungal growth. If one carefully maps these monuments they will find they form a perfect triangle with equal distances from one to the next.

The mushroom monuments can be utilized in a number of ways but here are a few ideas for your campaign:

- These gargantuan structures could be used by the party as a reference point to keep from getting lost.
- Several oddly placed and misguided cave scratchings grant clues that lead the PCs to these monuments and buried treasure somewhere between the three. This cache of (enchanted) goods were left here long ago by the race that formerly lived in the ruins of the Rift and includes no less than one *mycelosuit* (roll randomly to determine what type).
- Ley lines created by the monuments and the temple temporarily warp or increase magical energy at the central point between the three structures. Spells cast in this midpoint-area (the point between the three monuments, which has a 100-foot diameter) are cast as though the spellcaster were two levels higher (and the DC for associated spell effects increases by +2).
- One of these massive monuments hides an entry and exit point to the Rhizomorph Road, a continent-spanning network of roots that allow druids and knowledgeable fellows devoted to the Mushroom God a means to travel quickly from region to region. This particular nexus is tied to a kelp field on the Underworld Ocean; on the night of a full moon, the pressure from its aquatic entrypoint presses into and against the magics that sustain the network, causing an abundance of arcane and divine power to pour out of the monuments in a beautiful display of kaleidoscopic showers of energy. Should any creature wearing a *mycelosuit* be within 100 feet of any of these sculptures when the event occurs, the enchanted item permanently bonds to their body and no longer requires a magic item slot (but may still be activated or deactivated normally. There is no save to resist this effect and afterward the *mycelosuit* is permanently bonded to the wearer's biology. The myceloids are aware of this peculiarity and conduct rituals for their greatest leaders to attain even greater fungal powers; they eagerly await the next full moon.

Rhizomorph Road

Several of the greater mushrooms in the Fungi Forest are interconnected through rhizomorphs (root structures) that reach far off and disparate areas of the Underworld. These are identified with a successful **Knowledge (nature) check (DC 26)** and are treated as temporarily granting the Fungi Freerider domain ability to anyone proficient in their use (or for those who aren't but succeed on a **Use Magic Device check (DC 24)**. The larger the mushroom providing the means to enter a Rhizomorph Road, the farther the rhizomorphs instantaneously take the rider; several lead to similar subterranean forests and one in particular (a mycelial cord polyp off the southwestern growths of the Honningsop Mushroom) leads to a kelp field on the Underworld Ocean (and requires a successful **Knowledge (nature) check (DC 31)** to locate).

Reaching into the folds of the mushroom's stem, after some initial resistance you break through to the other side. Tendrils slide from somewhere within, caressing your appendage with a chilling familiarity before an enormous suction draws you inside!

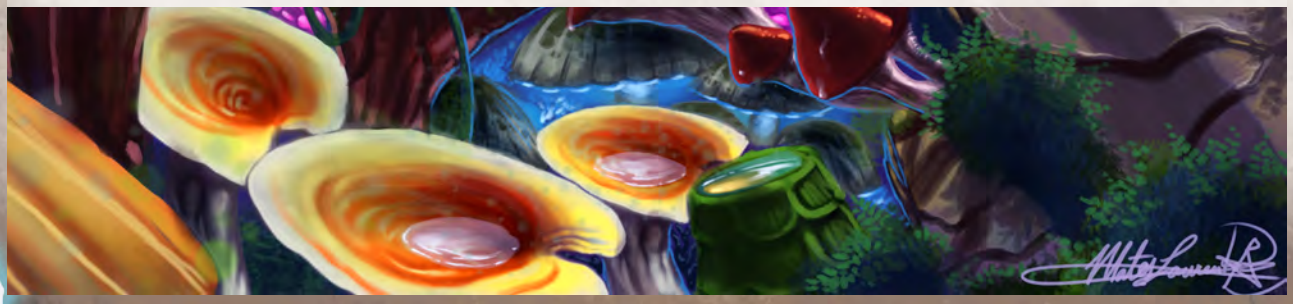
Walls of fungi are replaced by a vast sea of colors and aromas. The sights sting your nose while the odors dazzle your eyes and the air displaced by your rapid movement reminds you of honey. Your senses continue to reel as you near the epicenter of the streaming colors before being whisked through two meaty folds of mushroom and out of the other-worldly passage.

10. Home of the Mushroom Men

In a cloister of towering fantafungi there sits an odd dwelling unlike the others you've sighted throughout the Fungi Forest. Several of the budding, reddish giants have been connected together with purple scutum boletus caps slathered at the seams with a lime green paste. Myceloids amble about the unique structure, drinking casually from mushroom mugs and laughing amicably with one another.

Here rests a large albeit strange-looking house (40 feet across and 30 feet long) built from odd materials found in the Fungi Forest and populated by friendly but unpredictable myceloids (CN). They are curious, happy, laugh and fart a lot, and like visitors to join them for mushroom tea in their happy home. If the PCs drink the mushroom tea and/or sleep here they fall asleep then awaken in the House Gullion slave camp as the mushroom men have a deal with the drow house. House Gullion in the past has kidnapped numerous powerful mushroom golems to use as slaves on their own mushroom farms in the drow city of Holoth. The drow house has agreed not to take anymore mushroom golems from the Fungi Forest so long as the myceloids report and turn in any "unexpected visitors" to House Gullion immediately.

Matron Maelora has been watching the party from afar and know they approach (unless the PCs have somehow blocked the scrying attempts, in which case they may gain a false sense of security here). The drow of House Gullion do not plan to hold up their end of the agreement and as soon as the drow have the PCs they will slay these mushroom men and take the rest of the Mushroom Golems from the Fungi Forest to put them to work as slaves upon their mushroom farms.



11. Sloth Spider Lair

The westernmost portion of the huge cavern is noticeably lacking in large fungal growth, although small patches of lichen and vast swaths of various slimes cover the huge boulders littering the landscape. The boulders form natural choke points as you move through the rocky terrain, avoiding the largest collections of slimes. The ground underneath appears riddled with caves, the dark maws of tunnel entrances beckoning menacingly to the brave (or foolhardy).

This portion of the caverns is strewn with large boulders and patches of fungus and slime. PCs can identify and negotiate the more obvious pools of dangerous green slime with a **DC 14 Knowledge (dungeoneering) check**, but a few more minor hazards exist. Slime hangs under shadowy ledges, waiting to drop on the unwary **(Spot/Perception DC 25)**, loose footing (**Reflex DC 17** or slide into a 5' square of green slime), and abandoned sloth spider lairs that still have active traps guarding their entrances (**Camouflaged Pit Traps CR 3** and **Camouflaged Spiked Pit Traps CR 8**), make travel in the rocky landscape treacherous. These pits and tunnel provide a series of retreats from the ground above, but do not connect to each other.

The most dangerous ground is an active nest of Sloth Spiders. The nest contains two adult spiders and one young spider. The young spider (apply the young template to the creature and remove its ability to spit slime) can be encountered on the surface in a narrow canyon, where it appears as a slime covered boulder (it was starting to dig a new tunnel/trap to the lair below before being overcome with lethargy). A **DC 22 Perception check** indicates to the party that all is not as it seems. If the PCs attack the spider retreats through a pool of green slime. The un-slimed path to either side of the slime contains a tunnel trap to the lair below were the two adults wait in a 90-foot long by 60-foot wide cavern.

If the PCs attempt to go around the young spider, they will run into additional traps that also feed into the lair. The only safe route is via flight or, climbing the walls of the canyon **(DC 22)**.

Sloth Spider Tunnel Trap CR 9

Type mechanical; **Perception** DC 29;
Disable Device DC 15
Trigger location; **Reset** manual

Effect 30-ft.-deep pit (3d6 falling damage); green slime spatter (1d6 Constitution damage); stone scrapers (Atk +10 melee, 1d4 scrapers per target for 1d4+2 damage each); **DC 20 Reflex** avoids; multiple targets (all targets in a 15-foot square area); stone scrapers clear the green slime, there is no secondary damage.

There are a few reasons the PCs might wish to explore this area. A **DC 20 Knowledge (local or history)** reveals that a century ago a Dwarven hero held a pass against greedy raiders in the rocky fields of the western caves allowing refugees from an ambushed caravan to escape. The dwarf was known to have carried a Dwarfbond Hammer. Recovery of this historic weapon would surely boost the morale of Embla. The weapon lies discarded in the Sloth spider lair (**DC 25 Spot/Perception** to locate).

The sunken caves riddling this area are also a good staging ground for further assaults against drow strong points. Close enough to the Back Road but far enough away from the denizens of the Fungi Forest, these caves could provide an advanced base and place of retreat in times of need.

12. Darius's Cabin

A long series of switchback trails climb the wall of the massive chamber and sitting along their top is a dwelling made from reddish planks of fantafungi. The cabin sits on a natural shelf of stone and massive tubs made from caps of same mushroom material (each nearly the size of the house beside them) are visible from even the bottom of the path.

Darius (NG male myceloid expert 8) is one the most venerable of the benign mushroom men that occupy the Fungi Forest, his natural inclination to pro-creatively destroy sated by the source of his livelihood - kombucha. The myceloid merchant takes the bounty from the kombucha pond and creates specialty vinegars, spices (his unique sriracha sauce has proven to be a crowd favorite) and elixirs that

sell well in the markets of Holoth. While he maintains a tough and quiet exterior, the rift crawlers know better and should they be pleased with the PCs, the party might find some solace and peace in Darius' abode. He's a fell enemy to make, however; one of the four vats outside his home (which is 20 feet long and 30 feet wide) is not filled with kombucha and contains acid instead. When enemies approach (or leave) down the paths to his dwelling he pours it down from above, dealing 10d6 acid damage (**Reflex DC 17** for half) to anyone in it's path.

13. Illius' Bungalow

Suspended hundreds of feet up the face of the cavern, the only means to reach the small mushroom-made structure above you is via vines and liana that hang from the wall-mounted fantafungi it rests upon.

If the PCs aren't prepared to *levitate* or *fly* to the bungalow, they're stuck climbing up. With six successful Climb checks (**DC 13**; there are ample tendrils that can be used simultaneously) they reach the top but on the way, anyone who succeeds on a **Spot/Perception check (DC 15)** realizes that even the weight of one person would cause the cap to sway slightly.

The enormous mushroom you cling to the tendrils of sways ever so slightly as you make the ascent, causing mineral-rich soil to spill down from the cap far above. The dust makes a cascading rain of dirt and earthy metals that glitters in the soft light of the huge cavern. When you reach the top you can see that another, much smaller fantafungi has taken root on the cap of the first and has been carefully grown in such a way that the interior is hollow; there's even a natural window with frills for curtains.

Illius (CG male myceloid expert 6) is a talented young kombucha worker, craftsmen, gardener and climber. A nephew of Darius and the son of T'Sotik, his diet has always been influenced by the healthy drink and as a result he is a true rarity here in the Underworld; a genuinely kind-hearted individual. He is not foolish, however, and keeps carefully maintained boletann shears that can instantly sever any of the liana that hang from his mushroom-house (which is only about 10 feet long and across). He has gathered and grown several kekel'ji (Fountain of the Gods) fungi atop his small property, both as a matter of convenience and as a warning system; Darius is almost never surprised by visitors and the rigging to quickly swing below and cut away trespassers is tied to the stems of three of these beneficial mushrooms.

14. T'Sotik and Breglia's Homestead

Wide red planks of fantafungi stem are stacked high around a small compound, connected at the corners by living stems of the mighty plant. A dwelling made of the same materials sits at its center. Glancing through the misshapen fence, you can see several varieties of mushrooms being grown in rows of tended gardens as well as ornamentations carved from boletann on the exterior of the two-story structure.

T'sotik (LG male myceloid expert 6) and his wife Breglia (LG female myceloid expert 4) live in this fenced off area (100 feet long and 100 feet wide) next to the storehouse and workshop. Whereas his brother Darius is a practiced salesman and respected merchant, T'sotik is a shrewd businessman and talented negotiator. Were it not for his unexpected eloquence and surprising wit, the facility they use to treat kombucha would have been overrun long ago; fortunately the right bribes and the right goods for the right people have made his life rather enjoyable (although really, he had no inclination to climb a switchback or cliff face every day). He allows for Illius to do most of the work preparing their stock of the drink and reserves his time for calculating costs, preparing for business meetings or toiling as his wife Breglia sees fit. She prepares incredible meals using the mushrooms from her garden and once a week all of the myceloids gather at this house for a helping of her lunarae stew (its ingredients gathered by Illius from a secret location the night before). Should the PCs earn themselves a bowl (which T'sotik will be thrilled to negotiate for), when eaten it provides an additional three temporary hit points every day for a week (these temporary hit points stack with those granted by false life and other spell effects).

15. Myceloid Workshop and Storehouse

Three story high walls made from the carved stems of enormous red mushrooms surround this area. Living fantafungi are spaced a few feet from each other along this huge fence, making it a structure of considerable strength. A pathway of trampled lesser fungi lead to a large gate made from oak wood; it is secured with a heavy metal lock of the highest quality.

The fence around the kombucha production complex is considerably taller and more secure than T'sokit and Braglia's home. A successful **Climb check (DC 22)** is enough to scale the wall but breaking through it is another matter entirely; the planks are sunk deep into the ground and are no less than 6 inches thick at any point (treat it as Boletann). Picking the lock at the gate requires a successful **Open Lock/Disable Device check (DC 40)**.

Within the walled-off area sit two buildings made from planks of fantafungi. One is the size of a barn and through its open doorway you can see dozens of casks made from treated scutum boletus stems. The smaller of the open air structures houses a small laboratory, one of its walls covered with hanging elixirs and concoctions.

This is the kombucha storage and manufacturing facility used by Darius, Illius and T'sokit. This partitioned area is 200 feet across and long; each of the buildings are quant structures less than 30 feet across and wide (even the two-story barn). The crop has been very fruitful as of late and their warehouse is nearly at capacity; with the right approach and concessions the PCs may be able to convince the myceloid merchants to hire them as guards for their upcoming trip to market, giving them a new way to sneak into Holoth.

16. Mushroom Golem Region

The fungiant that protects and gardens the Mushroom Forest is continuously plagued by the chokers as they raid the upper regions for the choicest caps and growths. The drow are also an increasing problem as they move into the forest from their own grounds, and the guardian hasn't always been able to deal with these menaces when they take place at the higher levels of the canopy.

However, allies sometimes come from unexpected places, and the fungiant was approached by a colony of flumphs. These creatures, whilst



usually happiest in the darkness of the Underworld's caves and pasages, found a rare beauty in the glowing colors of the Mushroom Forest, and asked the guardian for permission to stay. The fungiant was quick to agree, seeing in the aerial creatures an opportunity to gain more ready access to all parts of its "garden".



Using a secret combination of kekel'ji and sumulis-tangrielis juices, the guardian was able to enhance the flumphs' strength, mobility and endurance; battling against the chokers has given them all greater experience. Now the 16 creatures are able to support and fly with a hollowed-out cap of a fantafungus that the fungiant can stand in to gain access to even the very top of the forest.

This area also has a few specialist places that the fungiant has taken particular care to develop. These include a space with super-concentrated mulch that acts as a *cure critical wounds* spell three times a day for any creature that is a plant type, and a nursery with examples of all the listed mushrooms and toadstools in standard form, first-growth form (all listed saves are at -2) plus particularly potent versions that the guardian is currently experimenting with (all listed saves are at +2). The nursery is guarded by at least two celestial tendriculoses. If the party moves around the nursery, use the following table to describe what they find:

d%	Encounter
01-50	Standard version of a mushroom/s (d12: 1-8 = 1 type, 9-11 = 2 types, 12 = 3 types)
51-80	First-growth form of a mushroom/s (d12: 1-8 = 1 type, 9-11 = 2 types, 12 = 3 types)
81-95	Potent version of a mushroom/s (d12: 1-8 = 1 type, 9-11 = 2 types, 12 = 3 types)
96-00	Celestial tendriculos (d12; 1-10 = 1, 11-12 = 2)

17. Choker Region

High above the cavern floor, at a spot where the Rift cuts directly into the walls and becomes a huge vertical scar as well as a horizontal one, the remains of an ancient town carved directly from the rock is all but ruined. The various buildings now seem nothing more than narrow ledges made precarious by cracked and tumbled piles of barely-worked stone. Thick lianas coat many of the heavily-damaged blocks, with clogging moss and dense ferns abundant wherever you look. Small gaps between these piles lead into cloying darkness, the spaces slick with trickling water and condensation from the mists that roil around the once vibrant dwelling, with snakelike paths and narrow tunnels leading away from the ruins directly into the rock for uncharted distances.

This place is now the home of the chokers, a labyrinthine set of routes that delve more deeply into the Underworld than even the drow are aware of, yet grant access to the highest levels of the mushroom forest, where some of the rarest growths are most frequently found. The chokers, cunning and fiendish to the last of them, delight in tormenting the dwellers of the forest, in particular the fungiant guardian. Until recently, they knew it had difficulty in reaching the topmost layers of the canopy, and waged a guerilla war against it in order to deny it the fruits of its labors. However, with the arrival of the flumphs as assistants to the fungiant, the chokers have had to work harder in order to take fullest advantage of their lofty home and its proximity to the choicest growths.

The chokers themselves prefer to live in the ruined spaces, as this allows them to hide and strike from the gloom. They have cleared one particular ledge that has a sizeable worked room built back into the wall. This space, approximately 40 feet square and 15 feet high at its midpoint, is an aerie and stable, one that houses the chokers flying mounts; specially bred, compact yrthak-based creatures that are much smaller and more agile than usual. The chokers currently have 6 of these creatures and use them to carry 2 individuals into any canopy combat (the compact yrthak drops 1 choker onto the mushroom caps and is then able to attack with the second creature as a rider.) The chokers are adept at clinging onto the compact yrthak with their extended legs.

18. Mushroom Harvesting
(Mini Game)

Stephen Yeardley

This carefully-tended mushroom farm comes into season for only 15 minutes every year, for example on the night of the first new moon after the spring equinox. For game purposes, it is the either the night the PCs arrive or the next, so they have time to organise themselves.

The mushroom garden is overseen by a fungiant by the name of Huolehtia Sieni. He has been doing this job for longer than he cares to remember, but, for the first time in his long and distinguished life, he is worried. Since the rise of House Gullion (he doesn't know the name but has seen the symbol) his garden has been under attack from mobs of fiendish advanced chokers, the Ottaakiinni, sent from the city. His attempts to remind the drow of the issues of strip farming the patch have fallen on deaf ears, and the top level of his arden is starting to look rather bare, with the next level down showing distinct signs of wear-and-tear.

Sieni is a cautious, considered creature, one that carefully weighs information before making a decision. He is old, wise and rather stern in both demeanour and looks, particularly as he stands about 40 feet tall and takes up a lot of room. However, he is one of the strongest creatures the PCs are ever likely to meet without travelling the planes and can protect himself.

On each level he is aided by two mushroom golems, which help tend the crop and keep undesirables away. However, Sieni admits he has lost touch with the two at the top of the farm (Level 3) and one of the two on the level below that (Level 2); he hasn't been able to even see the creatures for the last few weeks. The violet fungi that live on those levels report that the golems ARE still there, but are acting furtively and sometimes have other creatures with them. The fungi don't know what these creatures are.

Sieni knows that the next spore-and-edible cap season is imminent and would welcome the PCs help. Historically he used a number of species to help him complete the harvest, but he's not seen any creatures other than the Ottaakiinni for about three months. Even the drow have stopped coming to his garden, but he is certain something is going to happen this harvest night.

Because Sieni hasn't had the best of experiences with other creatures recently he strikes a deal with the PCs rather than just promising to given them a standard reward, which is what happened in the past. The more they harvest for him, the more he will give them, turning the caps and spores into useful items. He won't reveal how this is done under any circumstances; indeed many of the processes involved only come to him when under the influence of one of the mushrooms, although the process does involve his own sap. Once the harvest is over, he will reward the party depending on how many points it has gained. The values of various fungi are given next to the GMs layout of each level and on the table below.

The specialist garden is 300 feet by 300 feet and about 200 feet high, split over four levels: ground level, which is the most densely packed level; level one, which is situated on 9 colossal mushrooms each about 120 feet in diameter; level two which grows on over 30 gargantuan mushrooms each a little under 50 feet in diameter; level three, the top level, which is growing on almost 90 huge mushrooms, each a round 35 feet in diameter although they are sparsely filled with other mushrooms.

Besides the significant mushrooms show on the map for each level, there are also hundreds of thousands of smaller mushrooms and toadstools that cover every thing in sight. It is almost impossible to walk or run anywhere on any of the levels without stepping on these mundane fungi. But the larger mushrooms are the ones Sieni and the PCs, along with the chokers, are interested in. There are hundreds of these dotted over the 4 levels.

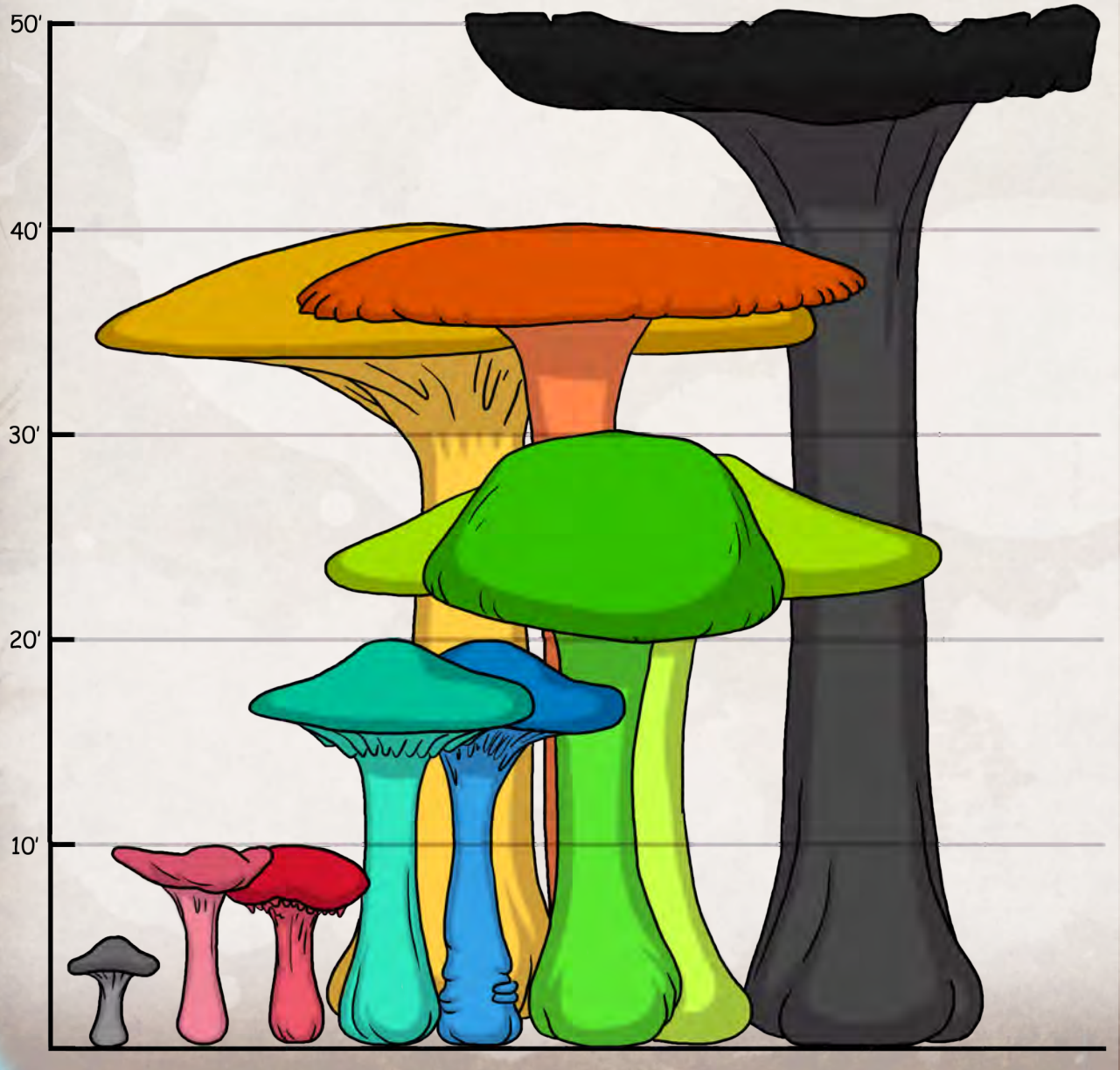
Details about each of the mushroom types and how long it takes to harvest each of them is given on the table below. Besides the harvest, the party will need to deal with the fiendish chokers that appear, deal with any of the mushroom golems that they come across and try to deal with the violet fungi and shriekers that live in the garden. These come into season at the same time as the other rare fungi, in an example of synchronisation of reproductive processes. These two can neither be subdued or bargained with if Sieni has become an ally and revealed the sign that helps deal with them (+10 to Diplomacy rolls), although they still need to be harvested whatever the situation.

Spores are gathered from the underside of the cap by scraping at the gills and collecting the powder from the cloud within 6 inches of those gills.

Caps are harvested by cutting out a 6 inches per side cube. The number of harvests of each type of crop that can be gathered is given on the table below and side bars above.

Where two mushrooms of the same colour overlap, the height difference is 2 feet. Where mushrooms of different colours overlap, please refer to the table below or the side bars to establish the difference in height; for example, if a gold cap overlaps a red cap, the difference between them is 40 feet.

Black: 50 feet tall stems supporting caps of the next level (light grey)
Orange and Gold: 40 feet tall Orange: cap pieces worth 10 points, 3 rounds to harvest, 3 crops
Gold: spores worth 20 points, 5 rounds to harvest, 3 crops
Green and Lime: 30 feet tall
Green: cap pieces worth 10 points, 3 rounds to harvest, 3 crops
Lime: spores worth 20 points, 5 rounds to harvest, 3 crops
Blue and Aqua: 20 feet tall
Blue: cap pieces worth 15 points, 4 rounds to harvest, 2 crops
Aqua: spores worth 25 points, 6 rounds to harvest, 2 crops
Red and Rose: 10 feet tall



Various Fungi Color	Height of cap from base	DC to climb the stem	Type of crop	Rounds to harvest	Points value of harvest	Number of harvests	What crop is used for	Points Cost
Light grey caps OR Black stems	50 feet	0	None	N/A	N/A	N/A	N/A	N/A
Orange	40 feet	5	Cap cubes	3	10	4	*Enlarge Person* (5th level)	100
Gold	40 feet	8	Spores	5	20	4	*Searing Light* (7th level)	150
Green	30 feet	8	Cap cubes	3	10	3	*Cure Light Wounds* (5th level)	100
Lime	30 feet	12	Spores	5	20	3	*Restoration* (7th level)	150
Blue	20 feet	10	Cap cubes	4	15	2	*Calm Undead* 5th level – see below	125
Aqua	20 feet	14	Spores	6	25	2	Incorporeal sub-type for two rounds	175
Red	10 feet	12	Cap cubes	4	15	2	Acts as Alchemist's Fire, double strength first round	125
Rose	10 feet	16	Spores	6	25	2	+5 to save versus the next 3 *Mind Affecting* spells	175
Violet Fungi	5 feet	N/A	Liquid	7	30	1	Poison, Injury, Fortitude DC 14, initial and secondary damage 1d4 Str and 1d4 Con	175
Yellow Shrieker	5 feet	N/A	Liquid	7	30	1	*Oil of Sound Burst* (coating for missile weapons, as *Sound Burst*, 5th level)	175
Dark grey	5 feet	N/A	Cap cubes	2	5	2	One huge, two large, four medium or six small meals per cube	0

Calm Undead

Necromancy
Level: Brd 1, Clr 1, Drd 1, Rgr 1, Sor/Wiz 1
Components: V,S
Casting time: 1 standard action
Range: Close (25 ft. +5 ft./2 levels)
Targets: Undead within 30 ft. of each other
Duration: 1 min./level
Saving Throw: Will negates; see text
Spell Resistance: Yes

This spell soothes and quiets undead, bathing them in a soft cerulean blue light that emanates from the caster and rendering them docile and harmless. Only mindless undead or those with very limited intelligence (INT scores of 1 or 2) can be affected by this spell. The subjects do not have to be of the same kind, but no two may be more than 30 feet apart. The maximum number of Hit Dice of undead you can affect is equal to 2d4 + caster level.

The affected undead remain where they are and do not attack or flee. They are not helpless and defend themselves normally if attacked. Any threat breaks the spell on the threatened undead.

Additional Items	Situated	Type of interaction	DC to achieve	Points for success	Result if un-successful
Sieni the Fungiant 3.5 pg 376 / PF pg 440	Ground Level	Request for help with promise of reward. Sign for Violet Fungi and Shriekers revealed	20	10	No deal and attempts made to drive the PCs away
Mushroom Golems 3.5 pg 373 / PF pg 436	Ground Level	Diplomacy – get them to help with harvest OR fight	30	15	No assistance, but no attacks
Mushroom Golems 3.5 pg 373 / PF pg 436	Level 1	Diplomacy – get them to help with harvest OR fight	30	15	No assistance, but no attacks
Mushroom Golems 3.5 pg 373 / PF pg 436	Level 2 (Ally)	Diplomacy – get them to help with harvest OR fight	30	15	No assistance, but no attacks
Mushroom Golems 3.5 pg 373 / PF pg 436	Level 2 (Foe)	Engage to either destroy OR break up (as subduing) to re-use the pieces	N/A	15 OR 25	Continuous attacks
Mushroom Golems 3.5 pg 373 / PF pg 436	Level 3 (Top)	Engage to either destroy OR break up (as subduing) to re-use the pieces	N/A	20 OR 30	Continuous attacks
Fiendish Chokers 3.5 pg 382 / PF pg 447	Ground Level	Intimidate to scare off (2 rounds) OR engage and defeat	35 (Intimidate)	25	Constant attacks throughout the harvest, with hit-and-run tactics being used to stop the party being able to harvest any crops
Fiendish Chokers 3.5 pg 382 / PF pg 447	Level 1	Intimidate to scare off (2 rounds) OR engage and defeat	30 (Intimidate)	20	
Fiendish Chokers 3.5 pg 382 / PF pg 447	Level 2	Intimidate to scare off (2 rounds) OR engage and defeat	25 (Intimidate)	15	
Fiendish Chokers 3.5 pg 382 / PF pg 447	Level 3 (Top)	Intimidate to scare off (2 rounds) OR engage and defeat	20 (Intimidate)	15	

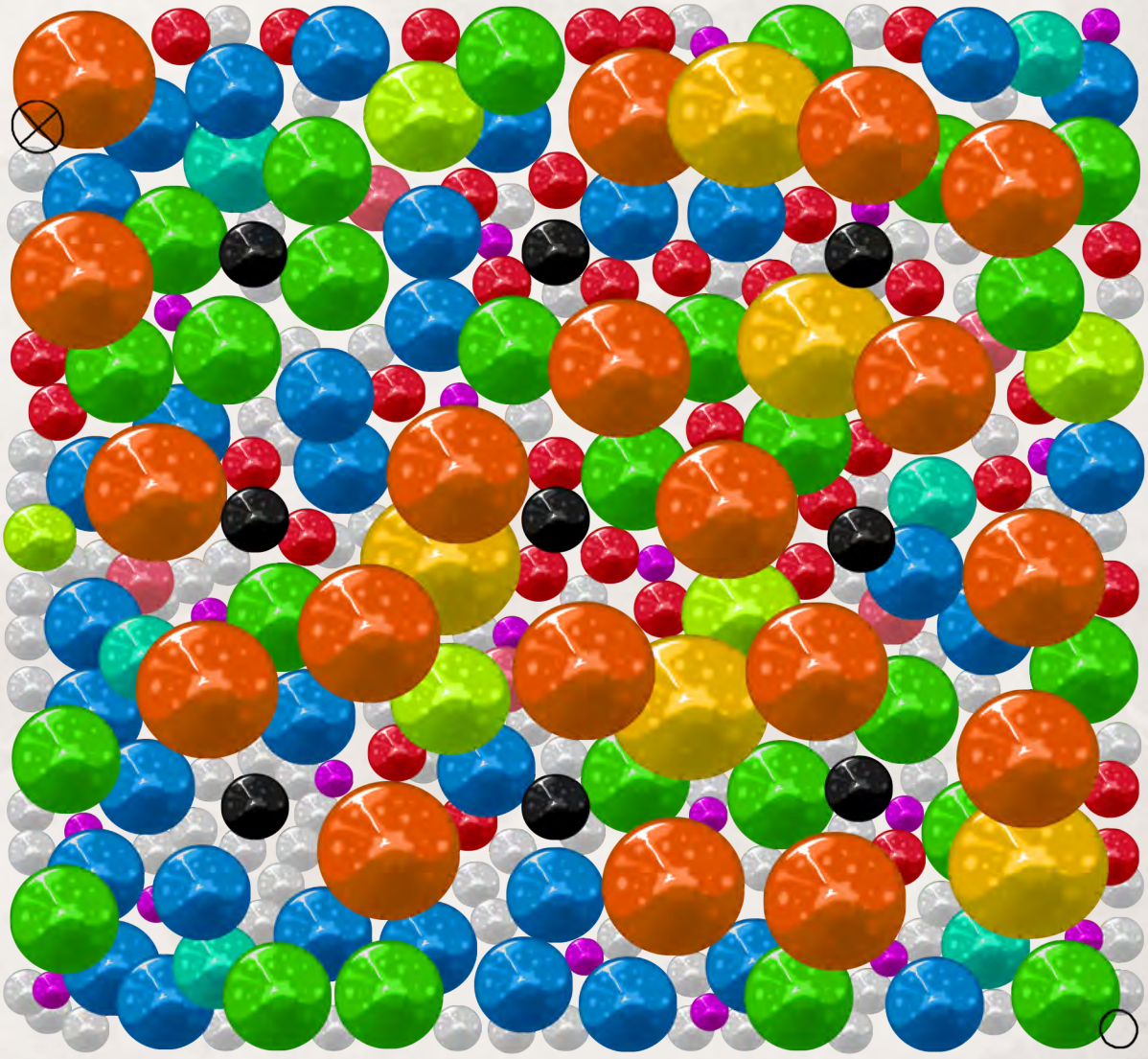
Red: cap pieces worth 15 points, 4 rounds to harvest, 2 crops
Rose: spores worth 25 points, 6 rounds to harvest, 2 crops
Dark Grey: 5 feet tall
Dark Grey: food only worth 5 points, 2 rounds to harvest, 2 crops
Violet: Violet Fungus (subdue or bargain with, if Fungiant is an ally) Poison worth 30 points, 7 rounds to harvest, 1 crop
Yellow: Shrieker (subdue or bargain with, if Fungiant is an ally) Juice worth 30 points, 7 rounds to harvest, 1 crop

The PCs can be reasonably expected to gain around 400-450 points each during the 150 rounds; harvesting gets them about 4 points per round whilst defeating creatures is about the same on average. This then leaves a number of rounds for preparation and movement.

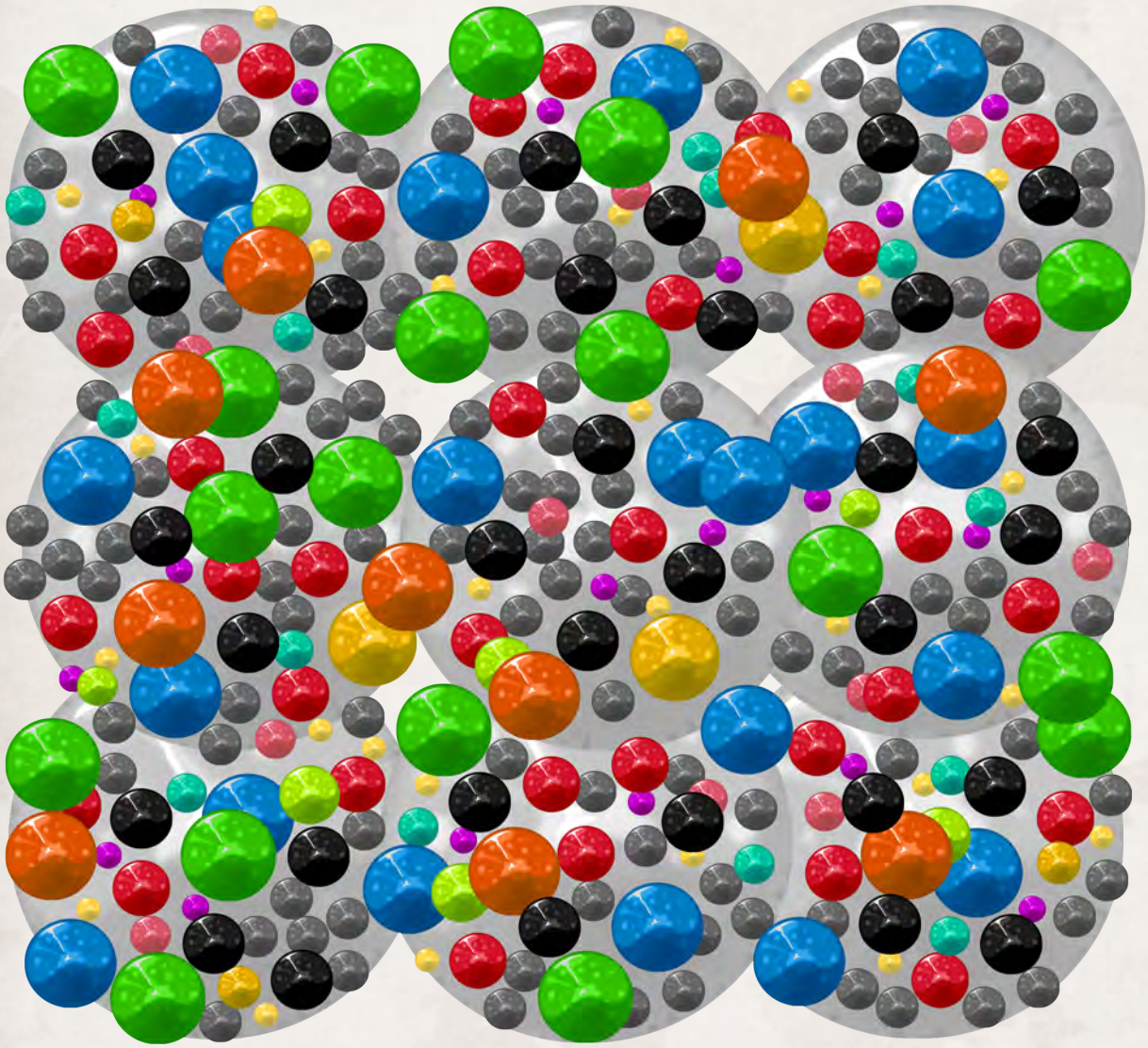
There will be 2 fiendish chokers per PC plus 2 more in total. They will start on the top level in the bottom right-hand corner, with 2 moving down to the lower levels immediately. Once those that remain on the top level have harvested everything bar the Violet Fungi, they will move down a level.

Sieni will need to use 2 crops of Rose mushroom spores to set of his inner psychotropic state. He then produces a sap in which the other crops (including further Rose spores) are dunked (cap cubes) or mixed (spores or liquids). The combination of Rose-infused sap and the selected crop produces either a small cube of chewable mushroom (any item made from the caps) or an oil which is used as appropriate. The exception is the Red cap cube, which is thrown in the same way Alchemist's Fire would normally be used When the harvest is over, the chokers will leave the garden, so if the PCs are able to track them down and dispose of them, they will gain extra points. The same goes for the golems, but if this is done outside of the harvest, the points gain is halved as Sieni will assist the PCs in recapturing the golems. If the party comes up with innovative ways to attempt to gain more points, let them try.

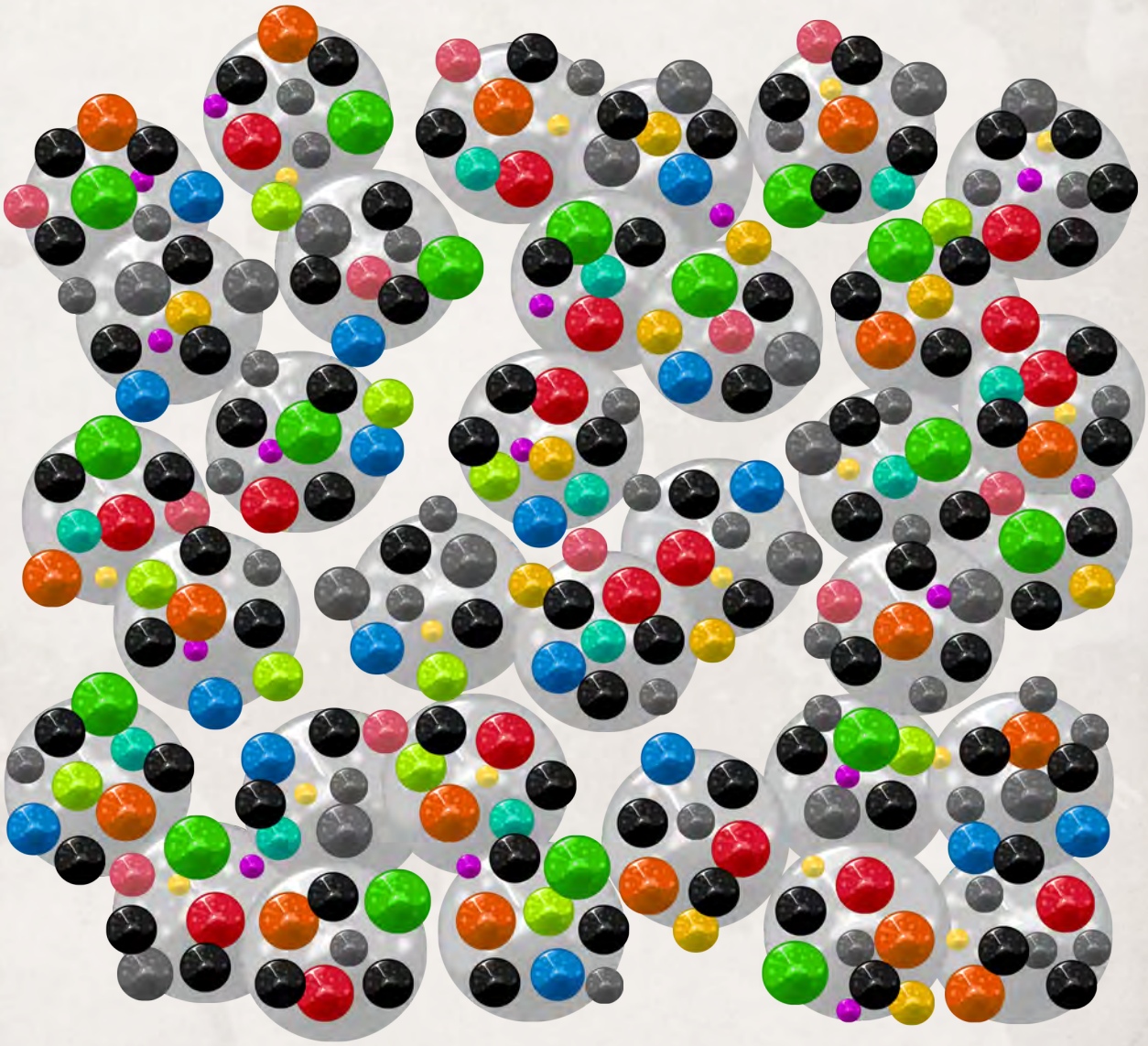
Ground level – Movement: two-thirds due to density of growth



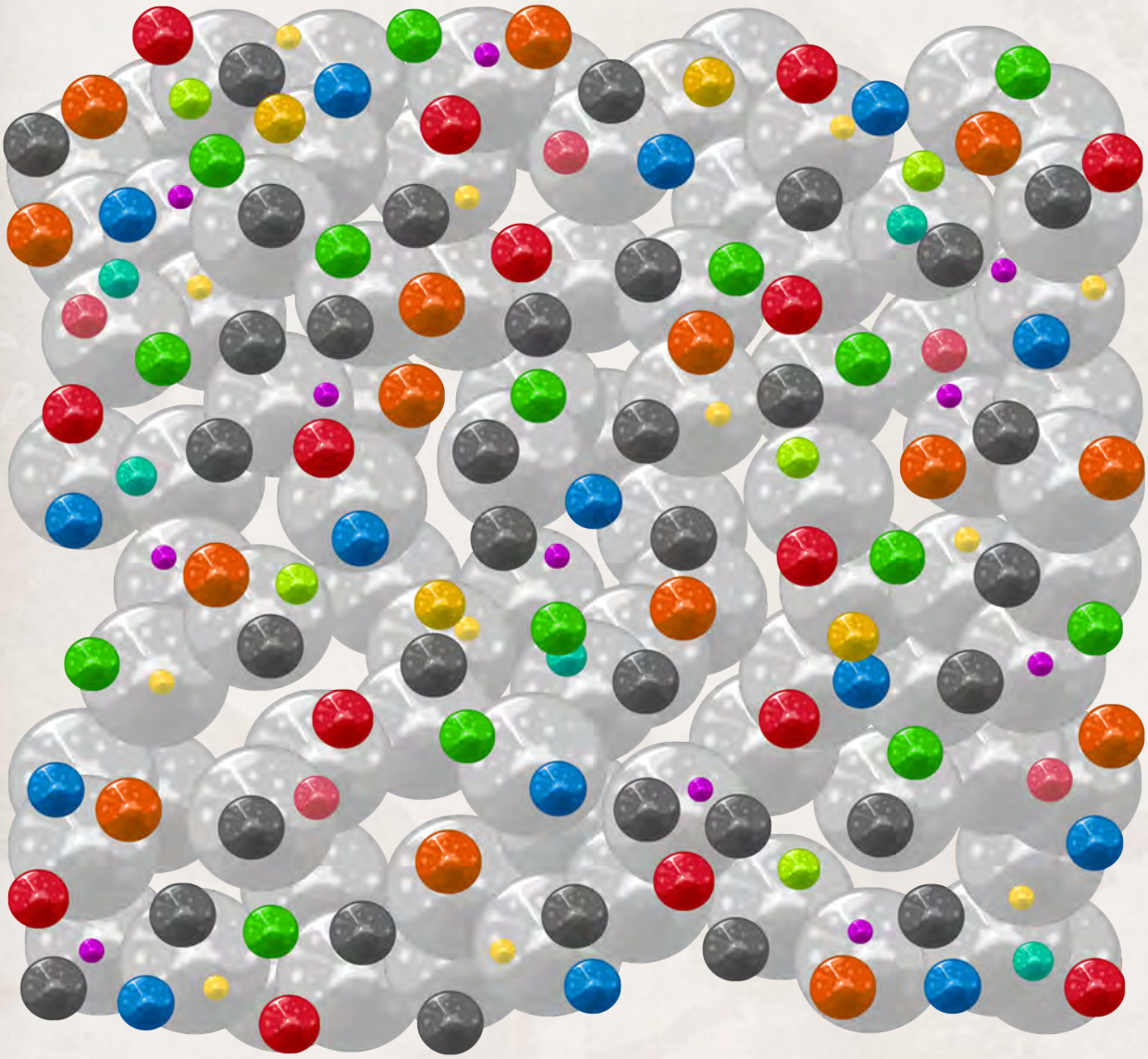
Level 1 – Movement: three-quarters due to density of growth



Level 2 – Movement: normal, charging is possible



Level 3 (Top) – Movement: normal, running is possible



If the party wishes to explore the ground level of the forest, they will encounter a number of burrowing species of various unusual sizes. The conditions at the base of the fertile stalks are ideal as a nursery, with the beasts listed feeding on smaller vermin and fallen plants alike. Examples include the following creatures. Use the table in Area 19 as a guide, with enough of each type of creature to make a challenging encounter (ignore the titan centipede and magma roc entries and roll again).

Earthwyrms

Deep within the rot and detritus at the base of the towering mushrooms live earthwyrms. These creatures produce heat that helps transform the seasonal fallback of the forest into a rich compost. Aided by voracious appetites and the resulting natural waste products, earthwyrms are a vital part of the cycle of growth and decay.

Although much, much larger than the earthworms most Upperworlders are used to seeing, these specimens look very similar in color and shape to their surface cousins, and they are rumored to grow to be one of the largest megadriles known in the Underworld. Generally, however, an earthwyrm is a tube-shaped, segmented magical beast that feeds on live and dead organic matter. Its digestive system runs through the length of its body, conducting respiration through the skin using a simple, closed blood circulatory system. Like usual earthworms, it has a central and a peripheral nervous system. The central nervous system consists of two ganglia above the mouth, one on either side, connected to a nerve cord running back along its length to motor neurons and sensory cells in each segment. Large numbers of chemoreceptors are concentrated near its mouth. Circumferential and longitudinal muscles on the periphery of each segment enable the worm to move. Earthwyrms are hermaphrodites - each individual carries both male and female sex organs. As an invertebrate, it lacks a skeleton, but it maintains its structure with fluid-filled coelom chambers that function as a hydrostatic skeleton. This fluid can be superheated to act as an agent for encouraging composting, to maintain a comfortable temperature in the darkness of the Underworld, and in extreme circumstances as a way to defend itself from attackers.

19. Drow Region

The drow of Holoth continually try to gain ground in the Fungi Forest, but have only found themselves able to take loose control of some of the less productive areas to the right of the path from the city. This contains 3 distinct regions: the one closest to the route to Holoth has mushrooms best suited to construction of anything from bolts and arrows to entire houses; the next set of fields that reach the Rift contain foodstuffs, both fungi (for the drow themselves) and the vermin that live on them (for the slaves that work in the city). The cavern on the far side of the chasm has a series of poisonous and hallucinogenic toadstools and mushrooms that are staples of the army, clergy and wizards in their ongoing efforts to develop faster-acting and more finely tuned toxins to use to subdue enemies during battles and raids alike. With the continuous need for "healthy souls" to feed the *Vidrefacte*, simply killing opponents is less and less an option, while incapacitating them in order to harvest as much as possible leads to greater rewards.

As GM, if you wish for the PCs to meet opposition in this area, at any given time,each region can contain a drow party looking for something specific (GM's choice). The construction region will have a fighter or barbarian (CN any sex drow barbarian 8 or fighter 8) accompanied by a band of 4 fighters (CN any sex drow fighter 4). The larder region will have a druid (NE female drow druid 10) or ranger (CE male drow ranger 10) checking on the condition of stocks of the fungi (the druid) or the edible centipedes and beetles (the ranger) that thrive close to the rift. The toxins region will have either a cleric (CE female drow cleric 10) or wizard (LE male drow wizard 10) along with 2 slaves each (N any sex dwarf or human expert [mushrooms] 5) selecting poisons for a particular purpose (GM's choice). In each instance, the leader will attack for 1d2+1 rounds, then retreat if they feel the party "might just be too strong for them", leaving the "assistants" to cover their escape.

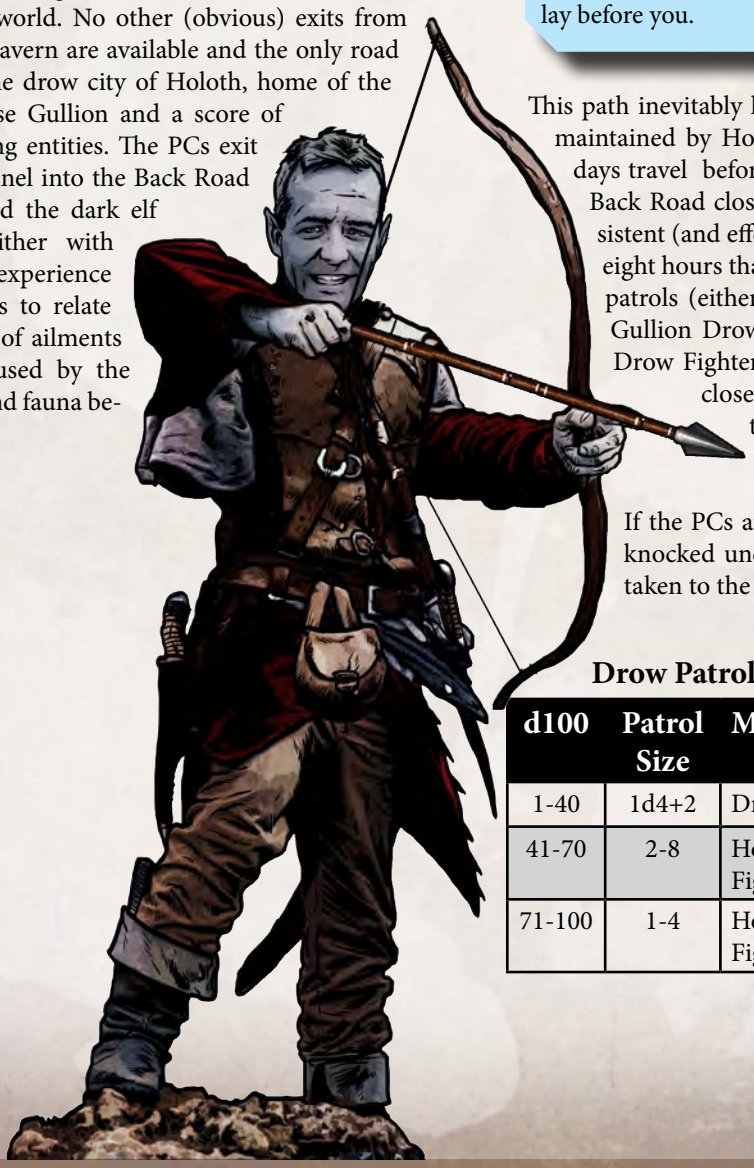
Any time the party moves to within 100 feet of the Rift, there is a cumulative 10% chance per round of attracting something from it. This resets back to a zero chance any time the PCs move more than 100 feet from the edge of the chasm. Use the table below as a guide, with enough of each type of creature to make a challenging encounter:

d%	Creature(s) attracted	Page 3.5/PF
01-10	Young Ankheg	342/403
11-18	Standard Ankheg	342/403
19-24	Advanced Ankheg	342/403
25-34	Immature Bulette	346/407
35-42	Young Bulette	346/407
43-48	Standard Bulette	346/407
49-58	Standard Grick	374/438
59-66	Mature Grick	374/438

d%	Creature(s) attracted	Page 3.5/PF
67-72	Advanced Grick	374/438
73-82	Immature Earthwyrm	359/423
83-90	Young Earthwyrm	359/423
91-96	Adult Earthwyrm	359/423
97-98	Titan Centipede	348/410
99-00	Magma Roc	381/443

20. Exit to Holoth

The party has braved the Fungi Forest and (likely) several of the other dangers that co-exist in this secluded area of the Underworld. No other (obvious) exits from this massive cavern are available and the only road ahead is to the drow city of Holoth, home of the dreaded House Gullion and a score of other terrifying entities. The PCs exit through a tunnel into the Back Road leading toward the dark elf settlement, either with a bounty of experience and wild tales to relate or a plethora of ailments and woes caused by the fungal flora and fauna behind them.



As you walk farther away from the Rift, its warm volcanic gusts come to a chilling and abrupt end as the cutting cold of Underworld breezes slips out of the tunnel ahead of you. Looking back you can see the massive stalks of the Fungi Forest reaching up towards the ceiling, backlit by plantlife that has never shared its radiance with the light of day. A trio of kaleidoscopic flumphs floats through the air near the edge of the canyon, chasing an illusion clearly worked by an intelligent crawler that waves jovially as you hear the raucous screech of a magma roc followed by the sizzling plunge of its dive. The myriad exotic curiosities of the Underworld's wilderness beckon upon your mind, a stark reminder that you are far from home and the path before you is not truly yet set. With the wondrous Fungi Forest at your back, the first steps of the last stage in the journey to the drow city of Holoth lay before you.

This path inevitably leads to the Back Road checkpoint maintained by Holoth's guards. The party has a few days travel before reaching it, but patrols along the Back Road closer to the drow settlement are consistent (and effective); there is a 50% chance every eight hours that the party encounters one of these patrols (either 1d4+2 Drow Raiders, 2-8 House Gullion Drow Fighters or 1-4 House Zephroth Drow Fighter/Wizards). For every quarter mile closer to Holoth the PCs get, the chance to encounter more drow patrols increases by 10% cumulatively until there is a patrol every hour. If the PCs are not killed and only poisoned or knocked unconscious, they will be bound and taken to the city of Holoth as slaves.

Drow Patrols

d100	Patrol Size	Make-up of Patrol	Page 3.5/PF
1-40	1d4+2	Drow Raiders	355/417
41-70	2-8	House Guillon Drow Fighters	354/416
71-100	1-4	House Zephroth Drow Fighter/Wizards	352/414

Conclusion

This adventure concludes with the party on one of two main paths either entering Holoth through the Back Road (with or without Miah as their guide) or confronting the drow directly by entering through the main gates of the city. Regardless of the path chosen, their next destination is certain - Tolgorith Tower. House Gullion awaits as well as myriad other dangers and some surprising, albeit dangerous, allies. Will the PCs prevail and destroy the matron of House Gullion, or will the party perish in the drow city, forgotten to time and history like the rest of the bones that grind beneath drow boots?

Continue the adventure with 'Usurper of Souls'.

A14 Experience Awards

XP Rewards in Embla

- 500 XP per Dwarf saved from the assassins
- 1000 XP for killing K'Chouk
- 2000 XP for eliminating all of the assassins
- 1000 XP for saving the Mayor of Embla
- 1500 XP for saving the Mayor of Embla through the party's own and immediate efforts

XP Rewards in Rybalka

- 1000 XP for warning Mayor Igor Leonid of Rybalka of the coming Drow threat
- XP Rewards on the Long Road & Dark Road
- 1000 XP for a frontal assault on the city of Holoth
- 500 XP for attempting to contact Stoneholme and ask for help
- 500 XP for requesting help with the drow threat from other Underworld races
- 1000 XP for making alliances or deals with other Underworld races in an effort to preserve Embla's peace and sovereignty

XP Rewards on the Back Road

- 1000 XP for taking the Back Road
- 1000 XP for travelling with a sense of urgency
- 500 XP for rationing food, water, and other supplies for the journey ahead
- 500 XP to the party member discovering the journal of Andam Feifle

XP Rewards in the Fungi Forest

- 400 XP to the party for each myceloid they befriend
- 800 XP for each successfully explored section in the Ruins of the Rift
- 1000 XP for discovering the Rhizomorph Road
- 1000 XP for defeating the Sloth Spider in its lair
- 4000 XP for taming a Magma Roc
- 300 XP for surviving one of the Fungi Forests' weather hazards
- 500 XP for descending the Slippery Slope without the use of magic
- 1000 XP for escaping from the Drow Slavers (should the party be captured)
- 400 XP for successfully harvesting a hazardous fungus
- 200 XP for successfully harvesting a Very Rare fungus
- 600 XP for successfully harvesting a Legendary fungus
- 1000 XP for successfully harvesting a Unique fungus
- 600 XP for surviving an attack by the drow in the Mushroom Jungle
- 1000 XP each for successfully completing the Mushroom Mini-Game





Rise of the Drow - Part 3 Usurper of Souls

Introduction

Welcome to the grand finale in the ***Rise of the Drow*** trilogy! At this point the PCs have braved Krelgar Keep, traveled to the dwarven city of Embla, trekked through various regions of the Underworld, and discovered the drow house responsible for the shift in power in these uncertain times. Now they face their biggest challenge of all - defeating a drow family on its own territory.

Depending upon which path the PCs chose in ***The Scourge of Embla***, they will either find themselves standing at the main entrance of the drow city of Holoth, with Tolgorith Tower in the distance, or they will be exiting from the Back Road and sneaking into Holoth before discreetly making their way toward the home of House Gullion. In both cases it could be with or without a force of dwarven warriors from Embla or even guards from Rybalka.

Whichever route they chose, whether one of the above or one of their own making, the goal of ***The Usurper of Souls*** is to pit the PCs against an entire tower full of horrors, whilst simultaneously giving them the chance to either confront or bypass the various forces working against the party. Ultimately, the PCs will climatically oust the powerful Matron Maelora, thereby restoring order to the Underworld, or die glorious and long-remembered deaths in the attempt!

Adventure Synopsis

The PCs have made their way to Holoth with the intention of dealing with whoever is fermenting the war in the Underworld. Whatever they have previously been through and accomplished, they will have to find a way to enter the city and pass through various districts and sections as they make their way towards Tolgorith Tower, the home of House Gullion. There is a host of varied encounters along the way, allowing the party members to make important decisions about how well equipped they are and what their personal situation has become. They may even have an encounter with the vidre themselves, giving them vital clues about what they may face as they battle to save the good denizens of the Underworld.

After the PCs enter the tower they will make their way through a gauntlet of guards and traps, eventually facing the offspring of matron Maelora, the head of House Gullion. If the PCs have the *scarab of death* and sheet of *kllellek paper* after meeting Makinnga in Krelgar's Keep (from ***Descent into the Underworld***), and then explore the crypt, they may well have another audience with the enigmatic young drow at which she suggests the PCs forge a formal alliance with the her, guaranteeing assistance in the final battle against Matron Maelora. Will entering a binding deal with a guardian of the undead be something the players contemplate?

After exploring the tower (encountering the sacrificial pool, the demiplane of Venom, and a host of other oddities) the PCs finally face the powerful Matron Mother. During the final battle the party stands against the Grandmother Spider of House Gullion, two of the House Gullion children, a powerful shadow, the Matron herself, and (depending on the path chosen) an angry vidre which may or may not assist in the Matron's demise.

When Maelora is defeated the *Vidrefacte* becomes unstable and shatters as the bond held by the matron to the house is sundered. With the her demise and the destruction of the *Vidrefacte*, Tolgorith Tower begins to return to its former size and starts to rapidly shrink, the building itself crumbling from the inside out as the interior cracks, buckles, falls, and vanishes from existence; the PCs need to run for their lives! Depending upon whether a deal was struck with Makinnga, they may or may not live as the tower collapses in on itself from the top downwards, creating a battleground that begins to crumble and fall at the same time as the PCs make their stand against Matron Mother Maelora!

The adventure ends with the PCs successful and returning to Embla for a grand celebration in their honor while Makinnga, the new matron of House Gullion, begins to rebuild her house and hatch a new set of plans.

Adventure Paths

There are three main adventure paths which the ***Rise of the Drow*** trilogy may take depending on the PCs' actions. Please note that it is entirely up to the party which path they choose, and they may choose something not listed. In this case use your best discretion as a GM, including various events from whichever paths make the most sense (or even introducing your own as needed). The amount of information on each location, monster, and NPC included within this adventure series should give you more than enough options to develop whatever path the PCs may choose to take.

Path A: The vidre have already assaulted Tolgorith Tower and were repelled by drow forces, which have been strengthened due to their recent sacking of Embla and subsequent mass sacrifice of newly acquired dwarven slaves. *Begin the adventure at the section labelled 'Holoth: Main Gates'.*

Path B: The vidre will be arriving at Tolgorith Tower at the same time as the PCs exit the Back Road and can be seen both climbing the tower and fighting groups of drow in the streets of Holoth. The party will also be targeted by the vidre when they approach Tolgorith Tower. *Begin the adventure at the section labelled 'Entrance from the Back Road'.*

Path C: The PCs bravely marched toward Holoth along with a small force of dwarven soldiers from Embla. They now make their way to the front gates of the city where an imposing garrison of drow guards and giant spiders await. Although it will be extremely difficult, if the party is able to gain access to Holoth they will make their way toward Tolgorith Tower where, as they prepare to attack House Gullion, the vidre arrive. At least the party has the dwarven warriors to hold them off while the PCs charge into the tower. *Begin the adventure at the section labelled 'Holoth: Main Gates'.*

Using Holoth without fully completing the previous adventures

This book contains all the information you need to understand how the situation in Holoth has arisen. However, if the PCs haven't experienced the entirety of the first two parts of the ***Rise of the Drow*** trilogy and you are introducing the events in Holoth as a stand-alone adventure, consider the following hooks to draw the party to the city:

- Use the Merchant Skildpadder attack to have the party meet injured dwarves, the araneas on their way to save someone or something, or a drow slaveline returning to the city
- The party finds a severely injured mushroom golem that asks for help with its home
- More straightforwardly, the party is looking for something or someone and the city is on the route. This may mean the assault on the city needs to be approached in a different manner than described, but the statistics for its defenders are unchanged
- Introduce an encounter with Makinnga earlier in the PCs' lives and have them encounter "friendly undead" along the way, bearing a request for assistance
- Have the party encounter a lost vidre separated from the collective, making its way back to Holoth. The PCs see favorable visions of their futures in its face, although it is unclear if these are actual or speculative.

City of Holoth

The city of Holoth is based around three things: power, wealth, and murder. The latter is an overwhelmingly strong focus of the residents, due to the fact that everyone covets the first two. This means that excessive amounts of time, effort, and energy are spent by many citizens in protecting themselves from being assassinated. If the city's population was to call a truce for even a year and turned its murderous urges outwards, Holoth could achieve a decade's worth of its aims and aspirations in that short time. So long as this constant in-fighting exists, the rest of the Underworld can attempt to live without the threat of being enslaved and worse. Until now.

Recent events have caused a shift in power, placing House Gullion in direct control of the city and forcing the other houses to serve them in its expansion into the Underworld. The takeover was swift, vicious, destructive and complete. The rest of the city's houses fell in line the moment they realized the alternative was destruction. Now Matron Maelora's tune, as head of House Gullion, is being sung everywhere; the few dissenting voices that remain may be found but cannot heard over the tumult of an eagerly-initiated war. Even the most murderous, backstabbing drow realize there is a time and place for attempted assassination, and

now is not it; at least not unless a significant distraction came to Holoth and directly challenged all the Matron Mother has built. Each of the eight major houses of the city are always prepared to strike, and a number of agents of the Underworld are in a position to aid an attempt against Maelora, but who would dare stand against her?

Holoth, City of Spiders

When considering the over-arching history and nature of the drow, and the specifics of Holoth itself, it's no surprise to know that the city's current leader, Maelora, earned her status as Matron via murdering her own mother, and then continued to build her impressive power and wealth by sacrificing numerous others connected to the former matriarch to the power of the soul-sucking Vidrefacte. Even before Maelora's rise, every drow noble had spent an excessive amount of time plotting against and removing their enemies, thus protecting themselves from their own murder. These machinations continue, but now they all attempt to appease Maelora to avoid her murderous inclinations and attentions. Of course, being drow, these nobles still plot her demise—the lure of wealth and power being too much for them to completely ignore—but they understand that time may be required to pull off an effective assassination.

Constant in-fighting has kept Holoth's upper echelon busy for ages, and has definitely cost the city much in terms of making strides towards expansion. With the shift in power to House Gullion, Matron Maelora is putting all her own internal battles aside and building up her army for an expedition of conquest, forcing the other houses to join her in meeting her objective.

Government

Holoth is a matriarchal absolute monarchy, with the leader of the senior house acting as overlord; the notion of "next in line" is tenuous, and any queen can nominate any other female to be the next overseer of the city. The current leader is Matron Maelora Gullion; she is both the ruler of Holoth and the commander of its army. Maelora has no cabinet or advisors other than her children, preferring to either handle everything herself or allow her offspring some responsibility (however, she is extremely paranoid and trusts few of those she now rules over.) The Matron has had numerous nobles sacrificed to the Vidrefacte, many of those being dark elves she feared. To enact her plan to overtake the Underworld, however, she knows she will eventually need strong drow leaders in her ranks—thus, she's had to keep some she would otherwise send to their deaths. Maelora keeps a castellan of Holoth's affairs (Indari Taluus, a half-fiend lamia (3.5 pg 378/PF pg 441) who oversees the city's day-to-day matters and enforces the Matron's wishes.

HOLOTH, CITY OF SPIDERS

NE metropolis (population recently reduced)
Corruption +2; **Crime** +4; **Economy** +5; **Law** +4; **Lore** +6; **Society** +3
Qualities academic, holy site, magically attuned, racially intolerant (dwarves, elves, humans), rumormongering citizens, strategic location
Danger +20; **Disadvantages** Vidrefacte;

DEMOGRAPHICS
Government matriarchal overlord
Population 16,000 (Drow 13,750, driders 750, other (slaves - dwarves, elves, humans) 1,500)
Notable NPCs
Ruler, Matron Maelora of House Gullion (CE female drow noble cleric 18)
Maltorya, the Oracle of Tolgorith Tower (CE female drow noble cleric 7/loremaster 2)
Makinnga, Theurgist Gatekeeper of the Crypt of Gullion (CE female drow noble cleric 3/ wizard (necromancer) 3/mystic theurge 2)
Spider Priestess Maroena (CE female drow noble cleric 9)

MARKETPLACE
Base Value 20,800 gp; **Purchase Limit** 120,000 gp*; **Spellcasting** 9th**, **Minor Items**^; **Medium Items** 4d4*; **Major Items** 3d4*

* Does not apply to the Dripstone Magic Werks
**Powerful spells enhanced by metamagic feats are more common than usual.
^ Nearly all minor magical items are available "somewhere", if the PCs look hard enough.



Security and Military

Seven elite soldiers (LE female drow antipaladin 9) under the direct command of General Azrae Zavare (LE female drow antipaladin 14) (3.5 pgxx /PF pgxx) protect Maelora's external interests at all times. The seven soldiers each represent one of the other houses, although their strongest loyalties are to each other and ultimately to General Zavare. They have access to the leaders of their own house, despite their relatively low status, and are trusted to act as a reliable conduit between Maelora and the other families. Even with their tyrannical nature, they are all exemplaries of law and evil, and each knows exactly what would happen to them without the matronage of Maelora. If you would like the PCs to meet any of these soldiers, Azrae Zavare is the best choice and her statistics are included. The others wouldn't be an individual challenge to the party, and attacking even 1 of her troops will instantly attract Zavare's attention.



Developers' note: Although antipaladins, the group has dedicated much time and energy to overcoming the chaotic nature that such a path usually instills in an individual. However, this ordered approach towards each other soon breaks down when an individual is exacting revenge or forcing a weaker individual to submit, and can flare up at a moment's notice only to subside just as quickly. It takes great dedication to maintain this, but General Zavare has both seen and reaped the benefits over the years, and insists on the protocol being maintained with an adamantine fist.

Maelora's army has grown to 1,500 at this point and more males are conscripted daily to swell the ranks (it's either this or be fed to the *Vidrefacte*). However, the general ultimately can be as fickle as the GM desires - perhaps she has her own plans for domination, and simply fights against the dwarves, the slave uprising, the vidre, or any of the other creatures in the city that provide an opportunity to gain powerful weapons and armor (simultaneously satisfying her personal ambitions and enhancing her progression up the drow ranks).

Holoth's soldiers specialize in deftly taking out the enemy's leaders and then demoralizing their remaining opponents. The army prefers to force a surrender of small enemy units rather than decimating them — living enemies make great sources of information and slaves (or even food), and in the current times, "presents" for Maelora.

Economics

Holoth's economy has steadily grown over the last few centuries. However, Matron Maelora has recently shut down the city to most trade as she prepares to make her move to claim surrounding territory. Instead of trading for what she wants or what her city needs, she intends to take it. The most notable exception is the Dripstone Magic Werks; because of its specific way of trading, Maelora has had to allow it to carry on functioning in the way it usually does. However, she makes every effort she can to ensure she knows exactly what is being brought into the city, and instantly takes control of any item she feels will be detrimental to her plans. As such, trade through Dripstone's has dramatically reduced of its own accord, as other houses have no wish to fund Maelora's growth and domination.

The city uses a coin-based economy, but most commoners prefer to barter for goods.

Some Upperworlder items are available in the city, but here they currently cost at least twice their listed value for the most mundane items such as ropes or candles, usually much more for items that take time and effort to make, and everything will almost certainly continue to rise in price whilst the city is closed to trade, with merchants making whatever profit they can. Use the table below as a guideline if you wish to demonstrate this inflation. Any non-Holoth resident can expect to pay even more, if they are able to find anyone who will sell items to them, and need to add 10 to the total of their roll.

Original Cost of Goods by Coin Type

d%	X cp	X sp	X gp	X pp
01-20	2X cp	2X sp	2X gp	2X pp
21-38	3X cp	3X sp	3X gp	3X pp
39-54	5X cp	5X sp	5X gp	5X pp
55-68	X sp	X gp	X pp	10X pp
69-80	5X sp	5X gp	5X pp	20X pp
81-90	X gp	X pp	10X pp	30X pp
91-98	5X gp	5X pp	20X pp	50X pp
99-104	X pp	10X pp	30X pp	75X pp
105-108	5X pp	20X pp	50X pp	100X pp
109-110	10X pp	30X pp	75X pp	150X pp

If a PC tries to negotiate using Diplomacy, successfully changing a merchant's attitude to friendly reduces any result on this chart by one category, whilst making them helpful reduces it by two categories, down to the minimum possible in both cases. However, 20% of merchants start as unfriendly, and 80 % start as hostile, although both these emotions are kept hidden.

No merchant will respond to attempts to Intimidate them, other than by calling for the nearest guards.

Religion

Naraneus the Goddess of Venom and Spiders holds by far the greatest sway in Holoth, but other deities come and go in a city as chaotic as Holoth. At present, a previously unknown goddess of shadow is gathering followers as the time of darkness grows (it is actually a powerful demoness making a play for further power deep within the Abyss, and as such she has no interest in "followers" but will happily consume those that give themselves to her). Uskotella (loosely meaning "Deceiver") is the only confirmed piece of information about this creature. These worshippers are careful not to draw attention to themselves, as the high priestess of the established, reigning religions viciously keep the smaller shrines in check, fearing that an upstart may attempt to usurp their standing and rededicate their temple to whatever goddess's worship catches fire within the populace.

A demigoddess of pain is also gaining a finger-hold in the city, and becoming a noticeable deity amongst Holoth's slavers; additionally, some purveyors of pleasure also find value in offering at least casual worship to her, claiming to discover exceptional bliss while in the throes of torturing another or receiving pain themselves. However, other than the names "Sadia" and "Harventhin" (loosely meaning "Breaking") little is known about this demigoddess and senior clerics of other deities believe it is a confidence trick being played on gullible fools.

Matriarchy

Female drow hold power in the city of Holoth through their families and marriages—as is the case in all drow enclaves. Given names are matrilineal, and bridegrooms go to live with their bride's family (matrilocal). Males are rarely encountered in the city without being in the presence of their wives or a female family member. Of course, males comprise the army and guard the gates, so there are exceptions to the rule.

Males have no rights to ownership of any significant amount of property, and are in fact considered to be chattels themselves in almost all cases. Exceptions to this rule are rare, with the sons of house matrons allowed personal belongings, house champions allowed to own limited items during their useful and supportive lifetime, and Master Dalinvaul of House Toulan, although there is some debate around just how much of the house's goods he is considered to be the outright owner of, and that he is not just the shopkeeper for the estate.

Food

The citizens of Holoth have access to mushrooms and other fungi, fish from the various lakes and waterways around the city, beetles, boars, lizards, dinosaurs, and even surface elves and dwarves. Cannibalism is rumored to take place, at least as part of some rituals and an *amuse-bouche* at the most debased banquets.

Several wells provide access to clean drinking water for the main houses and priestesses. A significant number of *purify water* spells are cast each day on the contents of Lake Xlekellum that have been brought to Holoth to provide for the city as a whole. It isn't rare for slaves and prisoners to be blood-let on a regular basis for their collected fluids, then mixed with water in order to make the taste a little more palatable without resorting to magic. This also provides a source of iron for senior drow when meat isn't readily available.



Education

All daughters of the houses receive an extensive education. Depending upon their inclinations, they receive advanced training as priestesses, wizards, or anti-paladins. The Toulan daughters pride themselves in learning the arts of the rogue, though some blend that with the study of magic. If a family's sons show promise in magic, they are often allowed to learn the art to aid in the protection of their house, but are almost always limited in

their progression.. They are trained separately from the females, and any male ever attempting to use his magic against a female family member or member of the aristocracy (without the house matron's permission), is immediately executed. Of course, some males are often lost in this manner—sacrificed for the good of the house—even if ordered by their Matron to use their magic on one of the protected.

It is rare for anyone outside of the noble class to receive a formal education (an uneducated populace is more easily controlled), although occasionally an individual appears to be favored by one deity or another and is granted an opportunity to prove itself, or a particularly talented individual comes to the attention of a guild and is encouraged to develop any specialist talents that may be possessed.

Entertainment

Drow entertainment often consists of torturing other races. This is a practice sometimes performed at the Parlor of Respite, and the Temple of Pain has priestesses who specialize in both torture and its performance in public. The Forest of the Gaoled also caters for such tastes. Gambling and debauchery are other favorite pastimes, and if one looks long and hard enough into the thickest shadows and most sinfully deadly depths, a chance to partake in virtually any pastime can be found.

Pets and Guardians

Spiders of all kinds are the favored guardians and pets of the drow, as are small humanoids (who the drow often keep on leashes, usually made out of the skin of most recent previous pet). Matron Maelora has a pet halfling named Glory (CN female halfling bard 7) who can juggle, do acrobatics, and play several instruments. She cannot sing, however, for she lacks a tongue—slavers cut it out after she tried to rally her kin with her song, and Glory is made to wear its shrivelled and dried remains as a brooch on formal occasions, just as a reminder.

A few nobles keep kobolds for pets, though they often prove more trouble than they are worth, and their broken bodies can frequently be seen impaled on rocky spikes (not always dead) at just the right height for a passing deinonychus to take a chunk out of it. At present, Patron Father Dalinvaul of House Toulan appears to have kept the same kobold for just over 2 years, something of a record for Holoth.

The Eight Major Houses of Holoth

As with most drow, the dark elves of Holoth order their houses in terms of importance. The First House, of course, now belongs to the Gullions, thanks to Maelora's deal with the vidre that rapidly brought her to power. Within Holoth, eight major houses hold rank in the following order: Gullion, Zephroth, Toulan, Rysoul, Zavare, Maldune, Uvaine, and Xarenrae.

At one time, House Frazien was Second House, but its members chose to exile themselves rather than die at the hands of Matron Maelora's assassins when she announced that House Zephroth was going to be promoted to that rank. Matron Staphaisa of House Frazien knew there was no room in the new regime for her family, so two hundred of them fled in the middle of a religious festival for deeper depths.

House Invidious was laid low as a result of internal disagreements and the power of other houses, and the ruins of the family's property have been left as a testament to misplaced ambition. However, this means that Houses Frazien and Invidious both now lurk in the darkness of the Underworld, waiting for a chance to regain their positions in Holoth.

The name Gullion now carries with it fear and dread throughout the Underworld, in a way that it has failed to do for centuries; while Maelora is only the latest in a long succession of Gullion Matron Mothers to desire and covet rule over Holoth, she is the first that has ensured it is recognized as the source of ultimate power, backing her claim with ruthless force.

That the sovereign drow noble houses practice a deadly game of intrigue, where the most potent and cunning heirs murder their mother to succeed to the throne, is without question. The current matriarch raised the infamy of this process within House Gullion to even greater levels prior to her ascension by using a *Vidrefacte*, bartered from the mysterious crystalline peoples, to embark her house upon a blood-soaked path, one initially of slaughter within the city, and then of brutal conquest that reaches as far as the Upperworld.

House Gullion, the First House of Holoth

Sigil: Two parallel double-bladed swords with the drow character for rulership on opposite sides, a black candle atop the leftmost piece of the symbol.
Base of Operations: City of Holoth
District: Tolgorith Tower
Divine Patron: Naraneus
Leader: Matron Mother Maelora Gullion (CE female drow noble cleric 18)
Alignment: Chaotic Evil

MEMBERSHIP
Members: 11 principal, scores of lesser members
Slaves: 1,500
Military: 14,500 (as the supreme rulers of Holoth, House Gullion can conscript the entire settlement)

RELATIONSHIPS
Enemies: Without count
Allies: The 8 major houses of Holoth and the settlement itself

As one might expect, the domination of an entire drow city is no simple task; Matron Maelora, however, is more than up to the challenge. She is rumored to have placed a number of her most trusted agents (the eyes and ears of House Gullion) within the other houses of the city of Holoth so that any rumors of rebellion against her rule may be quelled preemptively before they take root with the general populace. However, it is with the mighty *Vidrefacte* that she has increased her power, influence and control over the city exponentially (although the truism, "the tighter one squeezes, the more slips through one's fingers," ultimately holds true even this deep into the Underworld). The artifact has allowed her to virtually tap into the thought process of every other house as it syphons off the memories, ideas, dreams and ambitions of each and every soul it consumes. It has got to the stage where no one dares even consider rebellion for fear of being fed to the *Vidrefacte* and condemning all other house members to a fate worse than death.

Despite her self-assurance and unchecked meteoric rise to power, Matron Mother Maelora still needs minions to do her bidding. While her faceless servants can be counted by the hundreds, the ranking members of House Gullion and their most important followers are detailed in this section.

Matron Maelora of House Gullion

Matron Maelora is the matriarch of her house, dominating all who stand with her as well as commanding respect from those who stand against her. She is a skillful negotiator, religious visionary, and mother of nine obedient children. Those children, while adults, are not nearly as old and wise as the matron.

As current ruler of Holoth, Maelora is exemplary of what drow nobility personify - a psychotic, pathological genius who will use whatever means at her disposal to complete any horrific activity that leads to her ultimate goal: the acquisition of more power. Even in her nascent years, the young dark elf was prodigious at weaving deceptions and ploys to undermine her adversaries and peers. It quickly became apparent that Maelora was aa dangerous and cunning individual, mostly to those within her house, although a handful of others within Holoth came to develop a grudging admiration for the current Matron Mother during her adolescence, not least when she took the initiative in implementing the vengeance served upon the exiled mayor of Embla, the dwarf Nalc'Uk.



Having been left on the doorstep of Holoth, Nalc'Uk was purchased from the city guard by House Toulan. The Patron Father ensured that the dwarf was afforded ever healing consideration before inducing a number of dependencies into Nalc'Uk's physical and mental system. Then he was put back up for sale to the highest bidder, and Maelora won the auction.

Rumors still spread of what other tortures the wayward dwarf suffered, but by now every Underworlder has heard one of the many tales of his 33 Enduring Sufferings; each lasted for one year, an event of as much pain

as there was embarrassment. Occasionally, as Maelora descended into a frenzied depravity that rivaled any previously seen, there was the occasional comment that perhaps Nalc'Uk had suffered enough. But all that came of any pleas for a cessation was that the petitioner became an additional victim for Maelora's horrific displays, always in front of Nalc'Uk, ensuring that he was fully aware that he was responsible for the swift death of his would-be saviors. But through all of this, the drow priestess used her clerical abilities to make certain that her prized dwarf never died.

There's no agreed end to the tales of what eventually became of the ruined Nalc'Uk, but the most popular claims that he walks the Underworld, forever driven deeper into the subterranean darkness by a duo of the Matron Mother's most adoring driders; Maelora is said to have slowly and excruciatingly removed each of the dwarf's ears, eyes, nails, "unnecessary" bones and extremities, leaving him a maimed and blind wretch that is enchanted to project a malevolent aura of death that either rapidly kills outright or induces a putrefying rot to almost everything he approaches.

Now, traders and explorers that come into contact with anyone who has been to Holoth during recent events spread the word of Maelora's diabolical deeds far throughout the Underworld. Tales say that her creative ability to draw intense emotions and sensations from Nalc'Uk is what eventually reached and enticed the vidre, positing her as a predictable source of learning and power to the crystalline beings. After slaying her mother and ascending to the position of Matron Mother, Maelora searched far and wide to improve and cement her own position as well as elevate the Gullions to become the First House of Holoth. This seemed impossible until she obtained the *Vidrefacte* from the exotic outsiders, and she has since enacted plans that stretch beyond the subterranean realms and into Upperworld itself.

"Murder; a word which summons visions of rage, deception, and barely-controlled vengeance. But those motives are for the weak-willed and emotion-bound. For the elite minds, the progressive thinkers, those who dare to see the grand future where shadow skinned beauty rules all, murder is not such a vile, unspeakable word. For when one stands against the will of the many, when one stands to be the destruction of the house, when one is the cancer which rots us all from the inside, she must be removed. CUT OUT!! When the body and mind are cleansed, the spirit is free to act with noble intent.

Yes, now I am seeing through your eyes, seeing much more clearly the vision you have for yourself. Your poor decisions, your foolish ambitions, your witless banter with the other houses in a vain attempt to better yourself in the eyes of your peers. Peers who only laugh when they return to their houses. They laugh at your lack of wealth, lack of power, lack of faith in the Spider Goddess which grants us everlasting life, the mother who feeds our desire and lust for power, making us the better people we are.

But I wish to see through your eyes no longer. Know with certainty that the dagger bites as do the sharp fangs of the spider, plunging deep, forcing your warm blood to pump uncontrollably upon my hands. Be certain of the relish I feel in sensing your dying-then-lifeless corpse cradled in my arm. Be aware that a single tear will roll from my eye and be captured in a vial to use in my final spell, because yes, I have planned my actions that far ahead and that neither domination of this pathetic city, nor of this region, is my goal. Know too that when I walk with your still body, climbing to the highest floor of our poor house yet still standing at the lowest point in the city, and I drop you over the edge toward the stalagmites below, I look further, much further, than the walls that surround and enclose us.

For when your limp, lifeless, unwavering body falls, the white, translucent cloth flapping around your naked ebony flesh as you plummet hard to the floor of the cavern; when you are finally impaled upon a massive stalagmite for all to see; when my daughter, the oracle, rushes to save your remaining blood for her final spell – for you see, she too plans far ahead – and laughs in your face as your essence spends its last; all this is for our ultimate conquest. Not to be the house that stands apart, nor to rule this pathetic city of Holoth. We desire that which hath always been denied. The Upperworld. The Upperworld will be ours…as soon as I visit the vidre with my gift…"

Maelef
Eldest Daughter of House Gullion

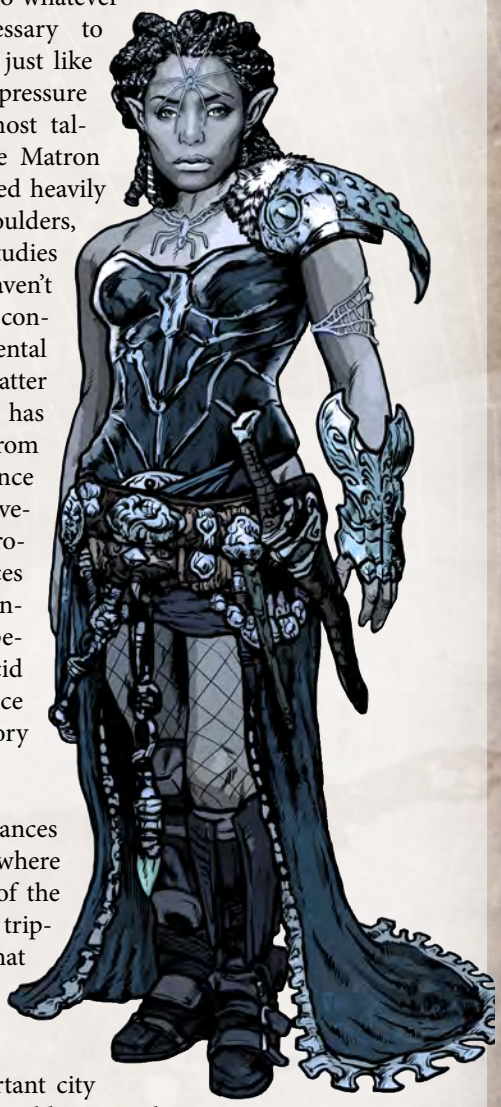


Maelora's eldest daughter has always proven to be something of an enigma to the Matron Mother; at this point in time, Naraneus appears to have decided not to bless Maelef, so that rather than excel in the divine arts, she manifested arcane abilities that have frustrated the drow noble (and her mother) for her entire life. While she certainly didn't lack the talent for intrigue or guile, the dark elf found other avenues of interest when it became clear that the Matron Mother wasn't going to support her as the next leader of House Gullion. When Maelora began to show a desire to enslave any lands she could, and the Upperworld in particular, Maelef decided to use her position as the eldest daughter of the First House of Holoth, to obtain and read hundreds of books from the surface. She continues to search for more, attempting to remain a valuable part of the duplicity of the Underworld city through knowledge gained via every scrap of literature from exotic lands that she can find.

While most members of House Gullion know she isn't the heir to Maelora's throne, Maelef commands relatively little power when compared to her sisters. For the time be-ing, she is happy to not overly engage in the politics of Holoth, but does keep a mental record of every comment and action that is made against her; she won't suffer much more of this, because she can sense that Maelora will turn to her at some point during current events. Maelef is still a cunning and dangerous individual however, and greatly values her life and knowledge above all else. If it comes to a straightforward choice of dying for House Gullion and taking a chance in the Upperworld in order to save her own skin, there is no contest.

Maroena
Elder Daughter of House Gullion

Maroena is the truest daughter of Maelora; a cunning, serious woman, she goes to whatever lengths are necessary to achieve her goals, just like her mother. The pressure from being the most talented scion of the Matron Mother has weighed heavily on her slender shoulders, and while her studies in the divine haven't suffered at all, the condition of her mental state is another matter entirely. Maroena has received visions from the Naraneus since childhood and actively pursues more prophetic experiences with reckless abandon (utilizing a specialized drug, Lucid Mother, to induce deeply hallucinatory states).



One of these trances revealed a future where she becomes one of the few drow to bear triplets, promising that her offspring would lead an epic journey to establish an important city deep in the Underworld. Despite her considerable hatred of the opposite gender, Maroena has begun trying to conceive, falling back on the many sadistic tendencies enforced by her divine order to endure the experience. She has yet to have any luck in this regard and the corpse of more than one male slave has been thrown outside her bedroom for the Spider Priestesses to dispose of in their obsessive quest to fulfill the fate Naraneus has bestowed upon her.

Usurper of Souls

Drow nobility are ever at the throats of their kin and eager to assume more power; Maroena is both prepared and eager to assume the mantle of Matron Mother, but knows that her death will be swift should Maelora detect anything but the most devout subservience from her daughter. Even then there is the ever present threat presented by Makinnga, a matter that must be dealt with using the utmost delicacy. Should she ever ascend to her mother's station, Maerona's wits will be tested as surely as her will and patience.

Maltorya Middle Daughter of House Gullion

Ritualistic Oracle, The Eyes and Ears of What Can Not Be Seen or Heard



Maltorya attracted attention from an early age, although not all of it was appreciated by the house matron. Maltorya seemed to have the uncanny knack of knowing just what was going on, was about to take place or was of vital importance from the past whenever she put her young mind to it. Coupled with the occasional out-of-the-dark visitation by a respectful spectral undead, otherplanar traveller or aged expert requesting her advice, she was quickly held in high esteem amongst the house clergy and sages. Maltorya's insights seemed to be worth a great deal to those who begged an audience with the child.

Protecting her became important then essential, as she predicted the rise of the house and the method of its advance with unerring accuracy years before it happened. Indeed the Matron took every word Maltorya uttered as house gospel and followed the path laid out as closely as possible. But eventually the Matron believed that such an easy advancement didn't need to be followed exactly and began to only hear the parts which highlighted growth and her personal glory and chose to ignore the warning notes and cryptic suggestions that all might not be well; Maltorya knew better than to come right out with the mistakes the Matron had made even in her protected position.

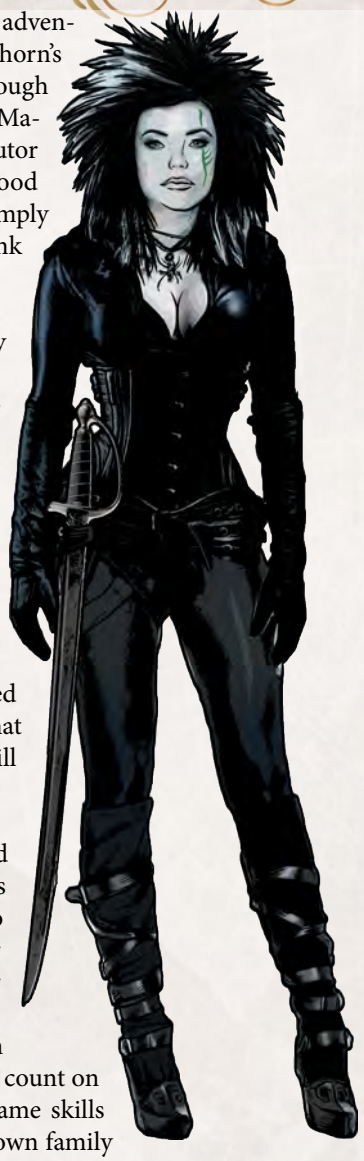
Now Maltorya is charged with finding a solution to the Matron's problem by any means possible. She deliberately halted her clerical training to follow the path of a loremistress to better delve into the past, present and future and to gather as much information as possible about the house and the Fates' intentions for it. While not martial in any great way she does travel the planes at no small risk to herself, often taking a retinue of undead with her to act as distractions should the need to return prove urgent. She has learned the language of outsiders and is beginning to get a grasp of the elemental tongues without the use of magic, Terran at first, to better understand the nuances and inflections required to deal with the most ancient of texts, creatures and items. Steadily she has learned enough about the house's situation to either ensure its survival and continued dominance or to bring it to its knees; however, she also has the house's current enemies firmly in her sight.

If confronted, Maltorya will send her created skeletons in to battle the fight for her, using her limited offensive spells before retreating, preferably by magic (she will use her items as a last resort). Actually running is far too undignified and brawling just beyond the pale! There are members of the house such as Gyloof to deal with the physical aspects of the defense of the house. Maltorya is there to provide knowledge and evidence of the greatness and glory of the house—past, present and future!

Mathorn Younger Daughter of House Gullion

Mathorn was a rarity among the drow: a happy child, relatively untouched by the hatred and political jockeying of the dark elves. As an heir to the title of Matriarch, she was given everything she could want. The Matriarch and Mathorn's tutors tried to groom her into a Priestess of the Spider Goddess, but Mathorn did not feel the calling she was supposed to. Instead, she studied the ways of combat with her brother Gal. She took to the teachings well, but some of her divine tutor's lessons had sunk in; rather than standing face to face with her enemies, she learned how to use her natural abilities to strike from hiding.

During an expedition to the surface world, Mathorn's party



was attacked by a group of adventurers. A human killed Mathorn's favorite tutor, Mol, even though she didn't defend herself. Mathorn was devastated - no tutor that she had after that was good enough because they simply were not Mol. Mathorn sank into a depression.

As she grew older, she finally felt the calling of the Spider Goddess, but not in the way a priestess should. She learned the way of the shadows and embraced them, learning to harness them and make herself even more deadly. She found that not only was she good at killing, she enjoyed it. It was only when she wrapped herself in the darkness that she realized that Mol was still with her as a shadow.

Matron Maelora noticed and used the abilities and skills her daughter had built up to turn Mathorn into a spy for the family. Maelora used her to gather information on rival houses (which Mathorn was very good at) but didn't count on her daughter using those same skills to gather secrets about her own family members.

Mathorn now spends her days kept mostly to herself, keeping tabs on the various major houses of Holoth (both her own and rivals). She is usually found atop one of the towers of the palace maintaining watch, keeping both her wits and her blades sharp.

Mol
Former Tutor to Mathorn of House Gullion



The former tutor of the younger daughter of House Gullion, the drow scholar adopted a passive resistance when their expedition to the surface was attacked by adventurers.

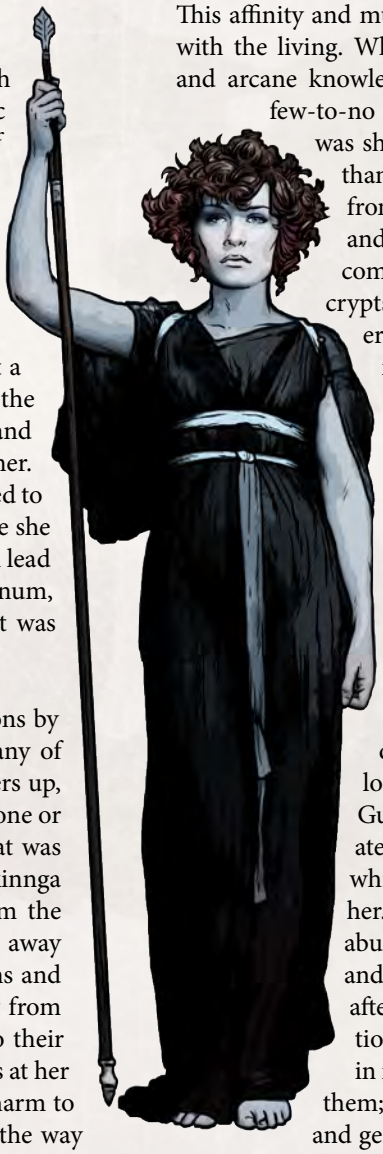
Mathorn's desire for her former teacher was so great that her spirit lingered on, drawn to the heir to Holoth like a moth to a flame. After several years her former student finally heeded Mol's teachings and as a result, the divine instructor's essence manifested as a shadow. The only times that she is not with the young mistress of secrets is when Mathorn sends the ethereal spirit out to spy on members of House Gullion or the rival estates in Holoth.

Makinnga
Youngest Daughter of House Gullion,
Theurgist Gatekeeper of the Crypt of Gullion.

Makinnga was an oddity from the moment of her birth; two of her great, great, great grandparents showed up at the moment of her arrival, which may not seem so strange for long-lived elves, except they had both been dead for more than 500 years, caught up in the war against a gold wyrm, Calanthaxtorishal, and his troops. Ucecarne and Venthori had been a cleric and wizard of

Usurper of Souls

renown, not just in House Gullion but across the city, and had been at the vanguard of the war. Yet the dragon had swept away them and their undead forces with multiple sunbursts even as they bought precious time for the rest of the defenders to rally themselves.



They appeared at Makinnga's mother's bedside with two gifts that were unexpected, strange, horrific and yet beguiling all at the same time; a *periapt of foul rotting* and a *scarab of death*. Ignoring the protestations of all the others in the room, not least Makinnga's mother, Ucecarne the wizard placed the scarab into Makinnga's right hand as Venthori the cleric pressed the periapt into her left. Drow are used to their gods working in ways which constantly challenge and test their faith, so this wasn't a surprise; what happened was. Makinnga clutched the two items in the way any very small child would and simply giggled, with not a sign of ill effect from either. The infant wouldn't give them up and nobody wanted to take hold of them, so the onlookers waited until the she fell asleep and allowed them to both drop into small lead boxes decorated with ritualistically-blessed platinum, and stored them as birth gifts for the miracle that was Makinnga.

As she grew, Makinnga was visited on rare occasions by Ucecarne and Venthori, but only when alone. Many of the house thought Makinnga made these encounters up, but if they openly questioned her they often found one or other of her birth-gifts in their possession and that was their lot. Others noted that, as time went by, Makinnga attracted more than her fair share of interest from the undead workers and soldiers of the city. On trips away from the house, even just around the city, skeletons and zombies would begin to trail after her, often away from their clerical mistresses, and had to be led back to their homes. Incorporeal undead would rise out of crypts at her approach, often through other drow, yet cause no harm to either Makinnga or the unfortunate individual in the way of their path. The young Makinnga thought this hugely amusing and would laugh joyfully at the uproar it caused. At other times, Makinnga's guardians would go into a frantic search for the missing child only to find a wraith, spectre or vampire had somehow taken her offered hand and was showing her its home. When questioned, the creatures had no real idea why or how they were doing so, answering only that it felt the right thing to do for the child and anyway, what harm could it do. This last point was seemingly true; although no different from any other drow with regard to any kind of immunity to undead, it just seemed that undead liked Makinnga and had no wish to hurt her. Makinnga felt the same way about the undead she spent most of her time with.

This affinity and mutual trust were in stark contrast to her time with the living. While Makinnga readily absorbed both divine and arcane knowledge about death and necromancy, she had few-to-no social skills with her family or peers and was shunned by both when at all possible. A more than able scholar, Makinnga gradually withdrew from the drow community to spend time with and then live almost exclusively with the undead community of House Gullion. Moving into the crypts, she learned of passages and paths that others thought only legends at best and more likely myths; she found relics of ancient members of, at first, House Gullion and then, once the tales of her abilities spread, other houses (for a fee of course). These abilities only added to the aura of mystique that surrounded Makinnga and that was how she liked things to be. Makinnga never courted these tales or beliefs, but as she found mixing with the living problematic, being given a chance to mix with the dead suited her well.

Eventually, although still very young for a drow, Makinnga was given the pivotal role of looking after the crypts and corpses of House Gullion. Since then, she has raised and created a veritable army of undead creatures, all of which have sworn an oath of timeless loyalty to her. Makinnga herself shows no outward sign of abusing this position and throws herself further and further into understanding the ways of the afterlife. She has complete trust in the protection these creatures provide for her while they, in return, seem to appreciate all that she does for them; healing, mending, stabilising, strengthening and generally protecting them is her life's work. She is still visited by many powerful creatures and is feted as some kind of channel between the worlds of the living and unliving. Her *staff of necromancy* was a gift from a drow lich that turned up riding a cauchemar. Since then, no one has questioned her dealings with the undead.

Makinnga has indeed pledged herself to the unliving and strives to better understand how to make, deal with, care for and live amongst their kind. She has no wish to "control" them in the con-

ventional sense and much of her necromantic efforts are to show the undead that she has their best interests at heart. She is happy to place undead above the living and to give them what they need ahead of the needs of house members, something that used to cause great consternation but is now of little consequence as virtually no living drow will approach her. The Matron Mother does trust Makinnga explicitly, even if she doesn't quite understand the child; if nothing else she uses Makinnga and her birth gifts to occasionally discipline other house members, slaves and, naturally, enemies.

For herself, Makinnga is happy and comfortable with the life she leads, tending to her adoring army, meeting with the incorporeal agents that turn up in her rooms and fending off the advancements of vampire, lich, death-knight and nightwalker alike. Her only concern is that she will eventually attract the attention of the Prince of the Undead; she is not worried about him in himself, only of the test of loyalty that the meeting will surely bring (but that is a tale for another time).

Gyloof
Eldest Son of House Gullion, Slaver Overseer

Gyloof was never comfortable with either the out-and-out evil nature of those around him or the chaotic, unpredictable tendencies of many of his family, elders or peers; how could anything be achieved if something unexpected always had to be considered. In Gyloof's mind everything took too long to acquire or was too expensive, too unwieldy or not the desired result. There had to be a better way to be successful with less effort to do what needed to be done. This wasn't a line of thought that the worshipers of the Great Mother were inclined to permit and Gyloof, even as a young drow, had to keep almost all of what he believed to himself (no small task when everything around him raised his ire because it cost his family and therefore him more than it ought to).

Eventually he found a way to explore his ideas and entered himself into a remote drow monastery when he came of age. He did this without telling any of his family except the Matron Mother, whose initial anger was tempered when Gyloof explained his hopes and aims. He would spend time learning the ways of the drow monks, hone his own fighting prowess and then return to oversee the family's slaves. One of the biggest problems other families had with slaves was that they occasionally organized themselves into a rebellion which, at best, meant the family lost slaves as a result of the deaths of the rebels or, at worst, meant the family was killed by the rebelling slaves (who then escaped). Gyloof reasoned that by having a clearer understanding of a structured approach to life he would be less likely to fall foul of organized schemes and plans of escape. The Matron Mother agreed and Gyloof disappeared from the family home.



A lawful approach to life is difficult for any drow because the usual inclination is to step on other dark elves in any way possible to rise through the ranks. The monastery was different because all respect was due to those above you and shadowy killings were dealt with severely. Gyloof suffered at first, frequently unable to restrain his un-drow-like strength when faced with tiresome tasks and stinging rebukes. His outbursts were never so great that the elder monks wished to remove him yet weren't so casual or infrequent that the whip marks upon his back didn't cause near-constant pain. Gyloof learned much from the monastery; how to push someone so far that they became compliant without breaking, how to intimidate when seeming to be charming, how to punish painfully yet not lethally, how to marshal your own energies and maintain control at the same time as achieving your aims and desires. The power this approach gave to an individual in a chaotic society seemed limitless.

After enough seasons to gain a strong grounding in these ordered ways, Gyloof returned to his family with the ability to defend his views mentally and physically. He was taller, stronger, better prepared and planned than any of his peers or competitors. While never going to achieve rank through magic or outright chicanery, Gyloof grew into an invaluable member of the family, one who quelled unrest, established acquiescence with the slaves and workers and allowed energy to be used elsewhere, one of strength and power in an unphysical world. It was his success at getting and keeping slaves that allowed the family to have a constant supply of energy for its plans. But Gyloof never made show of this; he just knew he had become indispensable to the Matron Mother, taking her rewards and admiration whenever and however it came.

Gyloof's control over the slaves is a straightforward but effective one. He has installed a competitive system that rewards the successful without overtly punishing the unsuccessful excessively (at least by drow standards). At any time he has three 'Regimental Sergeant Majors' running three separate slave groups. This position can not be held for more than six lunar cycles and is one of ultimate accountability for all those underneath you. Each is allowed to select five subordinates, each of whom lead five subordinates, each of which lead a gang of up to 10 working slaves. This means that at any one time, a structure is in place to control almost 850 slaves through a mixture of, to us, barely recognizable rewards and severe penalties.

Because the penalties are harsh, if Gyloof finds out that any crime, misdemeanour or disagreement has been committed by a slave—including fighting—then that slave is subjected to their crime ten-fold or has to face Gyloof himself. On top of that, the slave who is the next level up the chain of command is summarily killed through not being able to control their gang. This killing will be undertaken by the next level of command. If Gyloof feels it is necessary, he will then personally dispatch that slave, reminding all slaves quite clearly and explicitly who controls the set up. This severe but practical approach means crime and rebellion are almost unheard of and swiftly dealt with when the suggestion of either arises. Gyloof regularly scans each level of command with his *circlet of thoughts*, including striding through the slave pens subjecting random slaves to his scrutiny and plucking out individuals who he feels aren't concentrating sufficiently on appropriate thoughts.

Gyloof's physical ability is of legendary, near mythical, status amongst the slaves of all houses and most of the drow of many of them. Never wearing any kind of clothing except for simple monk's robes and a cloak and only ever carrying one weapon (his whip, "Mother's Caress"), he nevertheless roars into fights with an otherworldly ability, using his hands and feet to stun, disable, render unconscious and kill outright any challenger at the same time as plucking missile weapons out of the air and immediately hurling them back at opponents before crushing them under his blows.

Still, slaves are a valuable commodity and Gyloof will usually deliver non-lethal damage. This often gives newly-arrived slaves an ill-judged, misplaced sense of security as if Gyloof is a soft touch. This is an out-and-out error, as the first slave who fails to perform is used to demonstrate. This slave is matched against Gyloof in an unarmed contest in front of every other slave. The fight is to unconsciousness, a rule to which Gyloof vehemently adheres to (these are always one-sided events in the drow's favor). The loser is then restored to consciousness and sacrificed immediately to the Great Mother. Gyloof has yet to lose such a match and this is known by all long-term slaves.

Gyloof is intimate with the armor class of all his slaves, including natural armor class, and will use Power Attack to its greatest damage advantage on every occasion. He only ever employs two unarmed attacks when using Two-Weapon Fighting.

Coranzan
Elder Son of House Gullion

Coranzan is the personal guardian of the almighty Matron Maelora of House Gullion. He keeps a distance and waits. If anyone threatens his Matron he pierces their throat from distance with a well-aimed arrow imbued with powerful magic. He is so skilled that many times he has been able to kill two or three men before others are even able to tell where the missiles came from.

Coranzan had a small but vitally important problem during all of his early life; he couldn't keep his mouth shut when threatened. Although of no great strength, intellect or wisdom, when insulted, pressed, taunted or challenged, Coranzan had to respond and reply, no matter who or what he was dealing with. This resulted in polarised responses, as Coranzan either managed to make his antagonizer laugh and forgive him or he received the most terrible thrashing for his pains. But no matter how many times the beatings happened, Coranzan wouldn't stop. His very nature demanded he deliver some kind of witty or barbed retort and to the Abyssal planes with the consequences.

This put his family and friends in an alarmingly difficult situation; drow are notorious for not always showing their true feelings; no one could clearly tell if those who received Coranzan's comments were happy about it or enraged,prepared to let the matter drop or intent on wiping out the whole family and its allies, now Coranzan's friends or had simply added themselves to the list of his would-be murderers. The amount of the contents of the family's treasury that was spent on divination and information gathering to find out just what the situation was with any other family and then placating the enraged direct family members of that house's matron was legendary. Still, Coranzan's mother felt it was worth it and never once externally baulked at the expense.

While clearly never going to be a mage, fighter or (Naraneus preserve the family!) a cleric, and therefore be openly useful to the city, Coranzan was wonderfully adept with his hands and had a ready, easy charm when he wanted. At other times that charm was turn swiftly to malicious purpose; as a result, Coranzan learned to live

on his feet, forever coming up with something to either get by or get away. After careful consideration, Coranzan's mother decided, against both her better judgement and maternal desires and aspirations for one of her sons, to apprentice him to as senior a rogue as she could find who would admit her child to his or her trade and then be a wet-nurse to the insufferable loud-mouth. At yet more great expense, a suitable tutor was found and Coranzan sent away.

To no-one's great surprise, although to many of the family's great anger, he was back within a week, the skin barely on his frame and an unimaginably large bounty on his head if he stepped anywhere near the thieves' guild again.



Coranzan had hated the thieves' guild immediately; it was dark, even by drow standards, dank, dingy, dirty, dispiriting and deadly! Three members of the new intake were dispatched in that first week and Coranzan himself managed to escape two assassinations in the two days before he left. Again the problem was his mouth. Although gifted with his nimble fingers and persuasive tongue, Coranzan just rubbed everyone the wrong way with the willingness with which he used his greatest attribute. He said he was literally being weighed down by the filth and stench of the unwashed drow sent to the thieves' guild, as well as the tedious and unimaginative corruption of those running it. Naturally this angered those who had deigned to take this stripling in and his tutor in particular, notwithstanding the fact he had 'requisitioned' most of Coranzan's possessions on the first day as part of his 'Gift to the Guild'. An extraordinary general thieves' guild council gathering was called after just four days and the decision made the next evening. It was always wondered if those two attempts were actually sanctioned and not random acts of rage; no one will be able to find out because those that know aren't telling and many of those that did know are no longer city dwellers, for myriad reasons.

So it came to the one choice left, a place considered worse than either the Forest of the Gaoled, or being presented as a gift to Naraneus's high priestesses, or just being left naked mere crawling distance from the nearest cloaker flock; Coranzan was enrolled at bardic college, a place where only those males totally unsuited for absolutely anything else ended up.

Of course, in a way that went dagger-in-sheath with Coranzan's perverse, individual path, he excelled at the university, quickly becoming the fastest entrant on record to gain the requisite ability to be called a full bard. Indeed Coranzan managed to pass two stages of bardic ability in less time than most students took to gain one. While not great and no true natural, Coranzan tried hard – a first for him – and enjoyed all he did. He also took to the spell casting aspect so readily no one could explain why he'd proved to be quite hopeless when being considered for the magehood. But thrive he did and all seemed to be blessed by the Great Mother. That was until the efreeti bard Falorushel visited and Coranzan was taken by his tales of wandering the worlds.

So Coranzan left the minstrel academy with the intention of moving on from the city as a whole. He'd become proficient with the shortbow while at the college as it was light to use yet responsive to his dexterous abilities. As fortune and Naraneus would have it, the city had recently made a pact with a enclave of duergar and the visiting entourage contained an experienced ranger. For yet more gold, Coranzan's family paid to have him taken under the wing of this ranger, Bruthwol Landguarder. It was a good move for all concerned. Many of the city's highest ranking members were eyeing Coranzan's lack of real progress, and his mother's constant bailing out of him from difficult situations was beginning to tarnish both his own and the family's name. To send him away as pupil and ambassador would either make or break him; either his tongue would get him killed or he'd return a better drow.

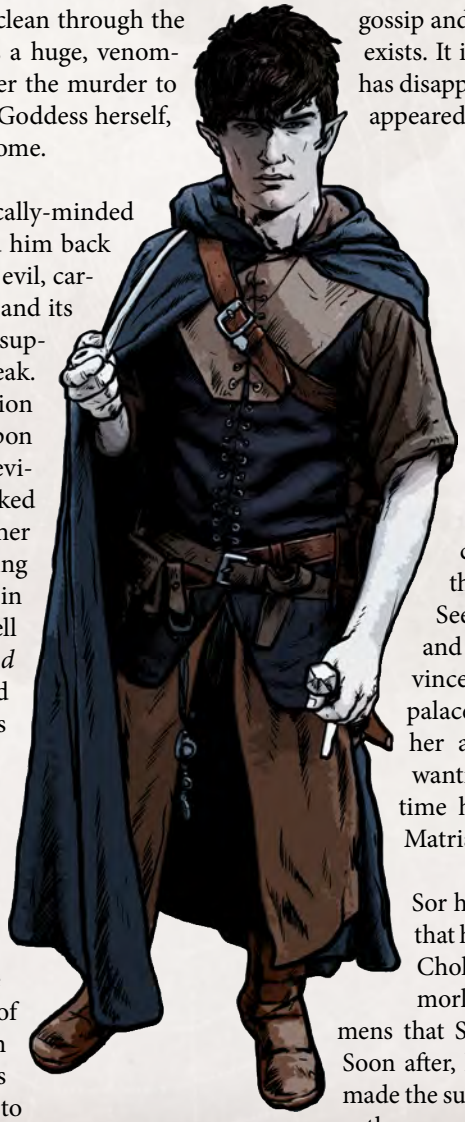
Bruthwol was of his kind in that his general nature was determined and courageous, but he had little of the stain of your typical duergar otherwise. Yes, he was evil, placing little value on the lives and property of others, but he lacked much of the sullen, violent, ungrateful attitude that was commonplace to his kind. Indeed that was why he had become a ranger himself, in order to be able to spend time away from the hard-bitten clan he belonged to yet show his worth by returning with workable wealth. Coranzan was hooked and strove to learn all he could from Bruthwol.

The first thing Coranzan was taught that your own kind are actually your own worst enemy and that being able to rise above those who would do away with you was the most important aspect of Underworld life. This was something Coranzan had heard a thousand times before, but Bruthwol's explanation somehow made

more sense than all the previous statements combined. Coranzan chose elves as his favored prey and never looked back. Bruthwol revealed eventually that he too was adept at slaying elves with his bow, but only after the relationship had been a close one for many seasons and Coranzan had clearly benefited from Bruthwol's guidance. But the duergar had underestimated just how strong the pull of a home city and family house was when properly considered and, for no particular reason other than he didn't want to find he'd made a mistake in following Bruthwol even after several years, Coranzan murdered the duergar by charming him and convincing him to face an enemy just a little too able and strong. With Bruthwol severely injured and calling for assistance Coranzan calmly walked towards him and shot him clean through the eye, killing him instantly. That the enemy was a huge, venomous arachnid, which approached Coranzan after the murder to reveal itself as a creature marked by the Spider Goddess herself, was a sign to Coranzan that he should return home.

Somehow on his return his mother and clerically-minded sister knew what had happened and welcomed him back with open arms. Coranzan was now steeped in evil, caring nothing for either the overall drow society and its guidelines or the frivolous free-for-all that was supposedly designed to let the strong rise over the weak. Coranzan had finally learned that only dedication to a task would lead to success and took it upon himself to approach the thieves' guild he'd previously insulted. As expected, he was soon marked by an assassin—who in no way tried to hide her profession or intent—and Coranzan acted. Using all of the skills he had amassed during his time in university and then away with Bruthwol, as well as presenting the assassin with Bruthwol's *hand of glory*, he got himself apprenticed for the third time and disappeared into the deepest recesses of the city's shadows.

After a few seasons gaining the basic skills of his chosen profession and honing some of them, Coranzan bought his way out of the assassin cadre and returned home. He knew now that he had to return all the favors from his past, repay all that had been spent on keeping him alive by his mother, and finally take up the position of responsibility that was his to grasp. Coranzan focused all of his formidable skills towards his talent for the bow, bending his magical abilities to enhance his deadly nature. His archery took on an arcane quality and he used this to become the family's protector. Able to immediately kill drow by a single careful shot after taking a little time to watch them, Coranzan has begun to truly make a name for himself and to return the family to a position characterized by fear, envy and admiration. As for Coranzan himself, less and less of his current situation is known and his history is now discounted as an elaborate hoax or game played by his mother on the city as a whole. Both these facts are gleefully nurtured by all concerned. Indeed, Coranzan is beginning to gain a near-mythical status as none can claim to have actually seen him for more than four years now. Whether the diplomatic companion, curt bag carrier, protective guard or near-silent yet charming occasional voice of the Matron Lady, where Coranzan resides is open to gossip and conjecture, but no positive confirmation exists. It is as if the boy everyone claimed to know has disappeared and a half-dozen or more men have appeared to replace him.



Sor
Middle Son of House Gullion

As the middle son of House Gullion, Sor was neither favored nor disfavored, he was mostly left to his own devices (within reason). Uninterested in the politics of the matriarchy, Sor spent most of his childhood outside the palace. He trekked through the Underworld and explored. Seeing Sor's affinity for the Underworld and the animals that roamed it, Maelora convinced him to train the creatures outside the palace to fight each other or become slaves for her amusement. Sor initially disagreed, not wanting to harm the animals outside, but over time he realized that he couldn't disobey the Matriarch.

Sor had a special area under the palace built so that he had a place to train the animals he found. Chokers, cave fishers, giant centipedes, a few morlocks and troglodytes were the first specimens that Sor 'recruited' but Maelora wanted more. Soon after, he added an otyugh to his herd. Maelora made the suggestion to Sor to bring in surface animals, as they were all but unseen in the Underworld.

Being more comfortable around the animals and monsters of the

Underworld than he was with other drow, Sor made solo forays to the surface world. By himself, he brought back bears and wolves, tigers and, with some difficulty, a troll.

These animals were not enough for Maelora; she demanded something new, something unique. With some hesitance, Sor went to the surface and captured his first human—Maelora was delighted. For now, the human has sated her desire for fresh creatures, but Sor knows that she'll want something newer soon.

On one of Sor's journeys to find new creatures, he found that a giant spider followed him—always staying out of harm's way—but Sor could feel the eight eyes on him as he walked. After a few hours of animals being scared away by the arachnid, Sor finally stopped and turned to the eight-legged creature.

After a strange exchange that tested Sor's wits as well as his patience, the drow learned that the arachnid (an immense black widow) was named Elon. Displaced by duergar and only capable of speaking in broken Undercommon (for which it claims a human is responsible), they returned to Holoth together. Having brought back with him a living symbol of Naraneus, Sor was proclaimed as a prophet and a seer; he wanted nothing to do with the adoration of his fellow dark elves.

Maelora saw the love being heaped upon her son and was afraid that he might use his newfound respect to cause an upheaval in House Gullion. She couldn't have that, so she organized a family dinner and made it known that Sor would direct all of the praise given to him to the family and Naraneus, but more specifically, to Maelora—Sor simply nodded, not caring in the slightest. Maelora made a speech to her subjects declaring that Naraneus had smiled upon House Gullion and that Elon was an avatar of the Spider Goddess herself, sent to lead the family to even further greatness.



Gal
Youngest Son of House Gullion

Whereas the youngest child of the family often receives the most attention and care, in drow households the treatment is much different; Gal learned from an extremely young age the importance of independence and sound judgement. While his elder siblings might enjoy more prestige, he is still a noble and belongs to the most powerful house in all of Holoth; he has had the finest trainers, tutors and sparring opponents to be found anywhere in the Underworld. Gal's childhood taught him to be critically self-reliant and disciplined, conserving his resources to achieve his goals with maximum efficiency.

One of these goals is to ensure his continued existence and rise to prominence in Holoth; to this end, he's become an extremely well-read military historian and tactician easily the equal of any drow found in the War College. Moreover, this has led him to be prepared for any and all possible contingencies. While Gal enjoys being able to deal with any situation that arises himself, he knows the value of a good ally and always keeps his lieutenant Mal Yrr Niss nearby (encouraging a rumor that the two are paramours to hide his obsessive preparations). He is—as any drow should be—extremely paranoid and has plans in place for even the most heretical event. Should his mother Maelora ever prove herself to be totally insane, he is positive that the piece of the *Vidrefacte* crystal hidden in his room will prove pivotal to her downfall.

Mal Yrr Niss
Gal Gullion's Lieutenant

While she might be a servant and perceived slave-lover to Gal Gullion, Mal Yrr Niss knows the value of having the ear of a drow noble in Holoth's First House. True to the ways of her order, the Priestess of Naraneus has every intention of utilizing her position

with the youngest son of the Matron Mother to plot Maelora's downfall. This means, however, that she must ensure his survival; the two are practically inseparable and short of laying down her life for Gal, Mal Yrr Niss will go to the ends of the Underworld to protect the noble dark elf (and thus protect herself).

House Zephroth, the Second House of Holoth

Opportunistic in the first order, House Zephroth held on to its position as the Eighth House for generations thanks to political acumen, stewardship of the Academy of Shadow, a willingness to debase itself in the service of a higher-ranked house, and a finely-honed ability to know exactly when to cut its losses and betray former masters. By making itself useful enough to each rising house to which it attached itself, House Zephroth proved so valuable that simply eliminating it wasn't worth the effort. It survived until Matron Linzas Zephroth coupled her house to the rising star of House Gullion and succeeded where her predecessors had failed, helping propel the Gullions to the heights of power—in turn, Zephroth was elevated to the position of the house that they betrayed: House Frazien.

Currently occupying not only House Frazien's position but also its former estates, this house is currently engaged in a program of settling generations of personal grudges under the shield of House Gullion and through the mystic arts of individual house members, all of whom have some talent as mind-bending arcane casters. Mystic duels are common in the house and the skills honed in those duels are currently serving the house members in good stead as they consolidate power and ensure that their allies in House Gullion are not threatened by any of the other houses, thus securing their own position as well.

House Toulan, the Third House of Holoth

Responsible for Holoth's external trade with other cities, House Toulan treats anything and everything as a commodity that may be bought and sold—be it sentient lives, raw materials, information, loyalty, or even religious devotion. The lone house led by a male—as it has been almost continually since its birth, although on many occasions the fact has been disguised, denied and decried as heresy—popular wisdom holds that if Patron Father Dalinvaul could find a way to do it, he would extract payment for every breath of air that is taken in the city. This worrying rumor is further supported by the fact that House Toulan will pay extraordinary prices for *bottles of air*, *iridescent spindle ioun stones*, and *necklaces of adaptation*, items that have rarely been available for general sale in the city for the past decade. Indeed Dalinvaul has been working on new spells that would allow him to r*emove air* and *create vacuum*, (neither currently work either effectively or efficiently from the point of view of being controllable) but knows that making these public will mean his certain demise if they aren't presented for the good of Holoth (and House Gullion specifically).

The atypical house leader maintains his position through personal magical ability and a vast network of spies and interlocking trade agreements with sources both inside and outside the city; all are set to default and cease should he lose his position or his house be destroyed or demoted. Thus far, none of the other houses have been able to overcome his preparations or penetrate his spy network in order to secure the information needed to disrupt his steady flow of materials and supplies to the city, or discover what pre-set plans of revenge are in place should he be killed or deposed. Although a large house in physical numbers, almost of the house's members are away at any given moment leading caravans, negotiating treaties, or spying on rivals both within and without the city. This is what has prevented Maelora from taking too many souls from the house for the *Vidrefacte*. As it happens, few of them are of any great personal power, standing or experience outside of the ability to trade, which means they wouldn't present much of a challenge to House Gullion's authority even if they all returned at the same time and presented a united front.

As can be imagined, Matron Maelora's decision to close the borders of Holoth and turn all the city's resources inward to prepare for her wars has not gone over well with the Toulans (from their leader down to the least member of the house) and they are quietly debating their level of participation in Maelora's plans and, in fact, their chances of successfully removing her. However, an entire game can change on the turn of a single card, and Patron Father Dalinvaul is prepared to be seen to give everything, "for the good of the city and drow everywhere," if it meant House Toulan would rise to the top. He is also very comfortable with supplying both sides of a war if he can get away with it.

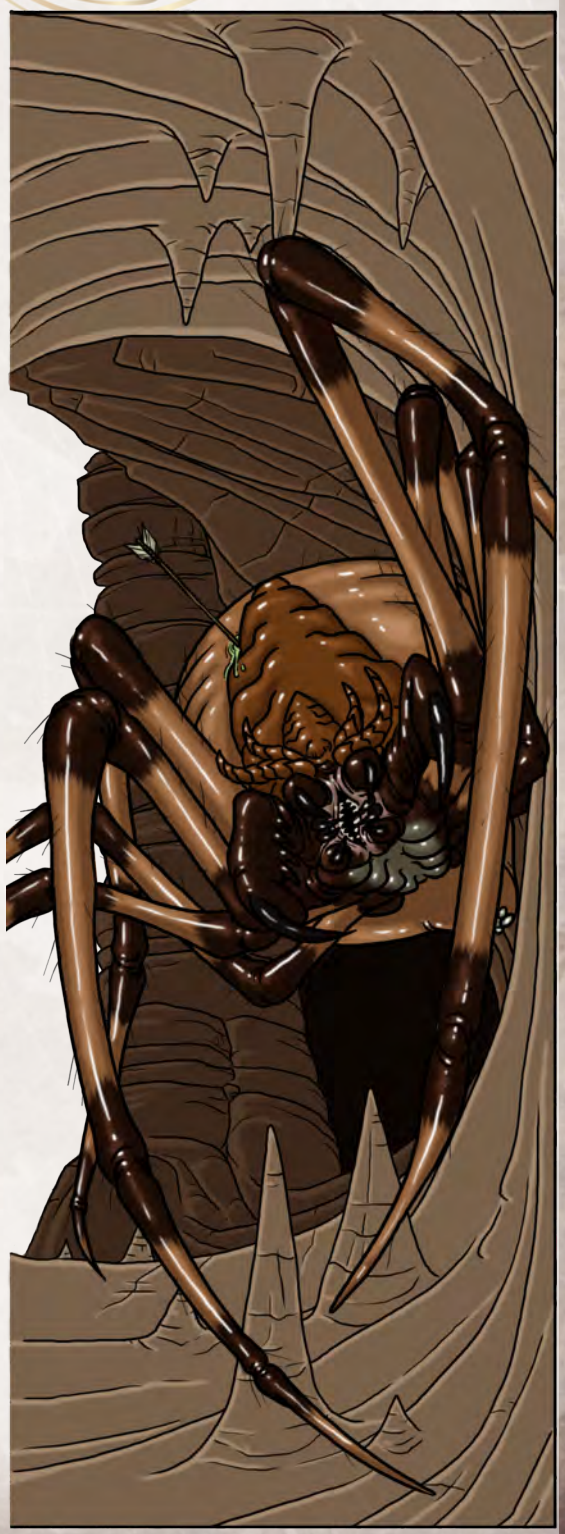
House Toulan has a generation-spanning trading agreement with House Rysoul.

House Rysoul, the Fourth House of Holoth

Masters of crafts and manufacturing, House Rysoul controls the manufacture of every possible item produced within Holoth that they can, from common household goods to weapons. The house influences as many small craftsmen through contract and coercion as possible in those industries they do not control outright. Under the controlling gaze of Matron Xevini, the oldest of Holoth's reigning matrons, the house's factories and slaves turn out the finished materials necessary to keep the city expanding. Members of the house are all craftsmen in some form, whatever their other skills may be, and of all the houses of Holoth its members are the best-dressed and most mundanely well-equipped, thanks to the master craftsmen and artisans that owe allegiance to them.

All of the other houses eventually deal with them in some fashion out of necessity, although the routes to these deals are often convoluted and labyrinthine in order to disguise the fact, as well as to not influence other pacts and alliances. This makes the house as integral a part of Holoth's hierarchy as any, albeit one that must maintain a delicate balancing act lest they be seen as rising above their station before they have the power to enforce that ascension. Matron Xevini, as have all her predecessors, dreams of the day when her house can supplant all others and turn Holoth into a factory-city that not only rivals but bests any mere dwarven "hovel", and is devoted to manufacturing and production that drives an expanding empire into the unknown depths of the Underworld.

House Rysoul has a generation-spanning trading agreement with House Toulan.



The Loppuunmyyda Pact the Toulan-Rysoul Trade Relationship

Domination can be achieved in many ways, and devils are resourceful beings; two truisms that are the cornerstones of the relationship between House Rysoul—with its seemingly-limitless ability to design, invent, create, and manufacture myriad items, from the most mundane to the most magnificent—and House Toulan, with its unimaginably vast network of trading agents that buys up any and all materials required for production and then distributes them wherever they are required. This mutually beneficial relationship has existed for generations, but isn't of drow design, and was never something either house considered as each originally carved its niche in Holoth (indeed, for many years, each plotted against the other, in the typical drow manner, in tending to take what the other had by force). Because this pact was initially dreamed up by Loppuunmyyda, an erinyes who harbored plans to betray all of her own kind and become empress of a realm beyond the Hel.

If she was asked, would claim that there was never a time when she didn't develop schemes laced with avarice, treachery towards those who opposed her,

and an ultimate aim of the subjugation of both individuals and the masses. With these aims and ambitions constantly at the forefront of her mind, a chance *summoning* by a House Rysoul mage to discuss the finer points of the manufacture of animated ropes led her to discover the intentions of this drow house. Sometime after this, as she gazed across the depraved rank and file of the Underworld for "a similarly-minded companion", she found a way to filter into the mind of the then-Patron Father of House Toulan. That the man she was drawn to was mere yards away from the drow house she was already in contact with seemed too good to be true. But it wasn't! Over the course of the next handful of decades, she seemingly gave herself to the succession of leaders of both houses, gradually dropping hints and ideas about a grand alliance of families, forces, and, above all, facilities. Eventually, through sugar-coated words and promises of untold wealth and pleasures, Loppuunmyyda drew Toulan and Rysoul together, until each gave up its original plans of domination over the other and forged a trading pact.

Throughout all of that and to this day, neither house truly knows that Loppuunmyyda has manipulated each of them to the extent that she has. The devil has also been able to disguise her personal growth; for every matron and patron she has corrupted, the Infernal leaders have rewarded her. That her aim is to pull together a drow army equipped with the very finest of manufactured equipment and most effective items purchased from many planes is still hidden, and her devilish mistresses would strike her down on the spot if they knew what was formulating deep within her. However, for now, she makes it seem as if she is gathering a drow force capable of suppressing the Upperworld entirely, a plan that meets the expectations of many an Infernal lord and lady.

Neither Patron Father Dalinvaul nor Matron Mother Xevini realise that Loppuunmyyda isn't bound to them in the way they think she is. The ties are strong between all three, and the erinyes is careful to allow each house to think it just about has the upper hand in the deal for just enough of the time. That both houses can see their own plans rapidly developing and coming to fruition helps, as do Loppuunmyyda's erinyes assistants, who transport items back and forth from the houses in a moment using their *greater teleport*. This method covers most weapons, armor, and general magic items. Others are stored in, for example, *handy haversacks* and then shifted by the devils. Naturally there aren't enough erinyes to make this the only method used, but it works sufficiently well to ensure that trade-promises can be made and that the recipients see an example of what they are buying. It is also the quickest way to bring materials back to test their use in manufacturing processes, allowing House Toulan to strike the quickest deal that supports House Rysoul.

All in all, if it wasn't for the current events in Holoth and the sudden and unexpected rise of House Gullion, Loppuunmyyda's plan may well have eventually worked. But both houses are now beginning to look towards the advantages of supporting Matron Maelora openly, and the erinyes can see her schemes starting to slip from her clawed grasp.

Of course, within all of this, if Maelora was ever to learn of their triple alliance, the fall of houses Toulon and Rysoul would be both swift and merciless. After all, there can only be one leader of Holoth's drow, and it won't come from one of these "upstart underling houses".

Loppuunmyyda is an advance erinyes, while her helpers are all standard types of these devils.

House Zavare, the Fifth House of Holoth

Owing their position to the house's control of Holoth's War College and the training of the troops that defend the city, House Zavare's hierarchy, alone among the city's houses, is structured more like a military unit than a family. The current undisputed leader is Matron Ver'ith, referred to by all within the house as the 'Matron General,' the older sister of General Azrae (who leads the War College); all other members of the house are ranked in descending order by rank from General to Trooper, and by position based on their 'troop' or broad function as a Warden, Magister, Clericist, Servitor, or Envoy. All members of the house, no matter their troop, are expected to maintain themselves to the house's minimal standard for military prowess, armored and bearing weapons at all times during the day. Promotion within the house is more structured than usual, with each troop having specific standards and tests that must be met before a formal challenge for another's position may be made; usual intrigue and subtle maneuvering is largely skipped. Instead the effort is concentrated on passing the required tests and meeting House Zavare's high standards, the actual challenge itself being a duel of pure skill and combative ability.

One staining event exists in the history of the Matron General, dark enough to bring down the whole house if it is ever discovered; Ver'ith dealt with House Frazien's Matron Staphaisa when Maelora moved against the former Second House. House Zavare gained much wealth and many possessions that evening, items they have slowly introduced since that time, but Ver'ith is conscious of the need to keep the deal out of everyone's sight, even going so far as to eliminate her own house members that knew

even the slightest about that night. To do otherwise would invite her own doom to be her consort.

House Maldune, the Sixth House of Holoth

Although ranked among the least of the houses of Holoth, House Maldune wields more power than many of their less intelligent rivals expect, as they provide the majority of the mid-level supervisors and bureaucrats that keep the city functioning. While more politically-connected houses dominate the city and choose its goals and directions, it is the scions of Maldune, led by Matron Jiusni, that ensure that Holoth works towards that goal. House Uvaine may maintain the city's physical structures, but it is House Maldune that provides the administrative support necessary to see that the materials needed are brought to the proper location at the proper time, and that the supplies required by House Zavare to feed the soldiers in training at the War College are delivered whilst still fresh and edible. Careful to avoid endangering any project that would threaten the city itself, or draw the anger of an entire house down on them, the Maldunes instead prefer to exercise their power in small ways (to benefit their house and themselves and inconvenience others on an individual basis, but usually in a completely 'accidental' way).

House Uvaine, the Seventh House of Holoth

The least of the houses of Holoth, the Uvaine are to all appearances, for drow, steadfast and apolitical, which is to say that they restrict their plotting and scheming to smaller scales than total domination of Holoth. Despite being the smallest house in terms of numbers, their practice of support for the city leader or leaders, whoever they may be, and utter lack of plotting to elevate themselves to that position, assures them continued status as a greater house, albeit one of the least of them. Masters of the shaping of stone, crystal, and metal, they are responsible for building and maintaining the physical structures and defenses of the city (a task, it is whispered, made easier by ancient pacts with elemental forces and bizarre spirits from deeper within the Underworld.) The house's stance is, of course, a calculated long-term plan enacted by the first of the house's matrons and continued by current Matron Dislinis, to ensure their survival until they are large enough to mount a true campaign for mastership of the city at the head of their slowly increasing golem armies and enslaved elementals.

House Xarenrae, the Eighth House of Holoth

Once a minor house, Matron Banphrionsa successfully adopted perhaps the most vile and dangerous route to power; enslaving her own offspring and producing as many dark elves as possible. Were it not for this recent, risky play for more power, the Xarenraes might not have been able to match the ambitions of their Matron in becoming a major house, because in its earliest days, the *Vidrefacte* consumed many House Xarenrae souls after Maelora chose to purge them for some imagined slight that no one can now recall. Since the gaze of Holoth's leader moved elsewhere, Banphrionsa has introduced an even harsher regime, but one laced with the promise of position and power for those that help her most, promises that are actually real and true.

Each and every offspring is a meticulously planned and scheduled event, and there is rarely any time at all that a female member of this house is not carrying a child. With their recent victory over House Invidious, Matron Banphrionsa has become even more obsessed with increasing the fertility of House Xarenrae, eager to fill the other estates of Holoth with more of her kin to continue their ascension to the heights of power. This is not least because one of her very few oracles somehow picked up an enigmatic thread of someone else's *commune* with Naraneus. The fact that the oracle was in a mushroom-laced, near-death coma and did not rouse for almost 3 months may explain some of the lack of clarity, but what did come out was that fertility of an exceedingly rare nature was involved.

With this in mind, Banphrionsa has viciously encouraged her divine casters to begin to lace together elements of necromancy and conjuration (creation and healing) magics to induce more incidents of multi-child pregnancies. To date, this hasn't gone well at all, as multiple births are extremely rare amongst the drow in ideal circumstances, and the programme so far has been fraught with problems, not least the demise of mothers put through the process. In addition, an attempt to introduce "living wombs" into lifeless bodies has begun, with some very small progress being made for single offspring, all male. The main issue has been ensuring the temperature of the areas containing these corpses is warm enough for children to develop, but not so warm that the bodies simply rot where they are suspended.

The Two Shadow Houses of Holoth
Tales of Failed Ambition

House Invidious, the Fallen House of Holoth

One of the most cursed and maligned of the drow families of Holoth, the tale of House Invidious is a cautionary account of tragedy for those gluttonous for power. Invidious was once a minor house that rose to become a major player in the city's webs of intrigue. Its reckless and bloodthirsty warriors were particularly feared in the near-surface realms of other Underworld denizens, as they plundered rare and valuable items that the house hadn't previously get hold of for itself. Of course, its nobles were as virulent and caustic as any other, and drove the troops and slaves relentlessly. What they lacked in sheer numbers they made up for with cunning and an injurious ambition. Unfortunately their rise to new heights was but an illusion and their fall particularly painful, a lesson to all other ambitious factions. Theirs is but a name whispered in cautious tones now, nearly forgotten, a festering lesion left to rot in the shadows.

As with all drow houses with ambitions larger than their true talents, House Invidious were quick to seize upon any moment of weakness presented to them. Every bare throat was theirs to taste. Through cunning machinations they removed several of their larger rivals with relative ease. One after another, minor house after minor house was felled as they clawed their way to the top, their opponents seen as nothing more than struggling insects trapped in a silken web. House Invidious' Matron had become so blinded by the acquisition of power, she did not even see the greater web being spun until it was a noose firmly tightened around her neck.

Invidious' undoing came swiftly. After one particularly bloody coup they found themselves weakened by the near-constant internecine warfare, all while being supported by one of the major houses. Their troop levels were low, their guard down, and their nobles drunk on arrogance and newfound power. They never even realized that jaws had closed around their necks until it was too late; the midnight curtain had dropped.

House Xarenrae quietly lent support to their cause as they rose in status, but in the end the hand in plain sight was the one that slid the knife between their ribs. The major house that had been secretly supporting them (granting access to restricted areas and mercenary troops) betrayed them swiftly. Invidious had foolishly allowed the Xaranae into their gates, falsely believing that they were allies. Now instead of becoming a major house as they had hoped, they were instead mere pawns in a scheme of revenge, themselves crushed underfoot when they no longer served their purpose (eliminated so as to curtail future rivalries). Now Invidious is just a stain of a memory on the boots of true drow nobility.

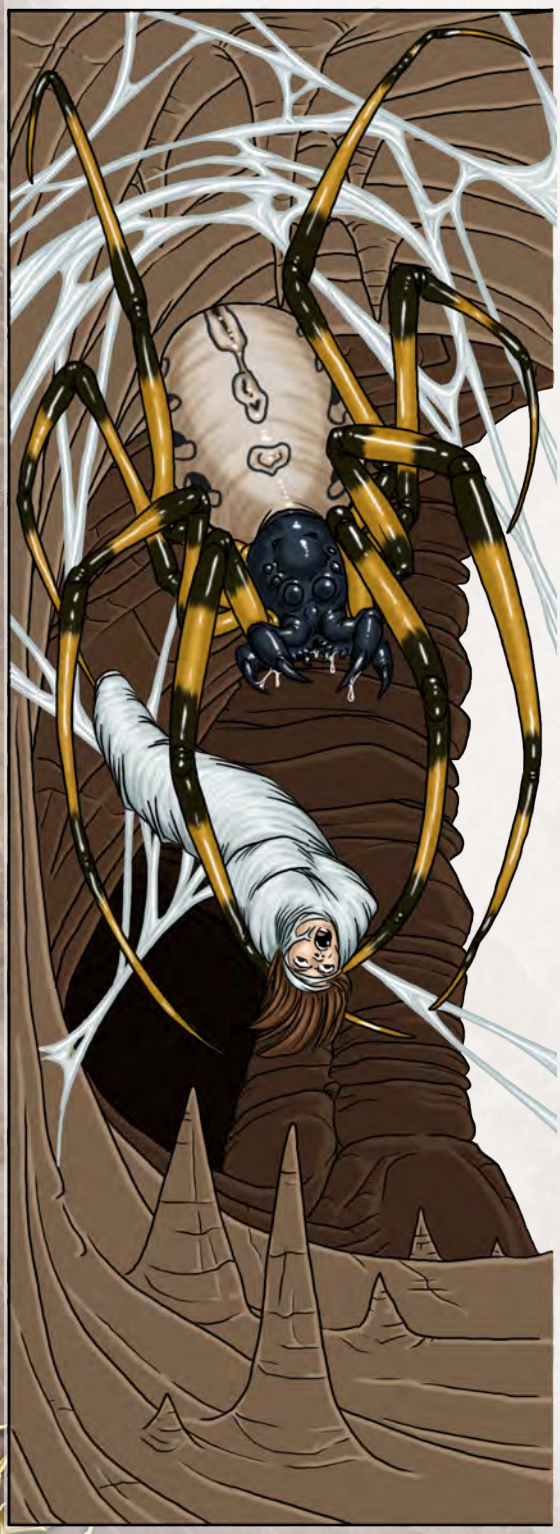
The drow of House Xarenrae slaughtered Invidious' troops in an unexpected and swift coupe de grace. Their once-noble family was brutally butchered in efficient fashion—the worst torment of all saved for that of House Invidious' Matron Xulthara. She had been given a rare vintage of celebratory wine poisoned with an exotic venom, and as she died her executioners laughed and mocked her, toasting her as she doubled over in horrid misery; as the poison crept through her veins, she could only scream in pain.

Death was a luxury and the agonizing pain lingered on forever. Distilled black lotus poison is said to feel as if thousands of spiders are eating their way out of the victim's veins—unpleasant by any measure. Eventually the screaming subsided and the only sounds made were her labored gasps with clouded eyes as she exhaled one last breath. With Xulthara finally dead at their feet, her final punishment was enacted; they animated her corpse as a mindless undead and imprisoned her deep within her now ruined fortress, a punishment in drow society far worse than a short death.

As a warning to other houses that might one day attempt to rise up from their place, House Invidious was allowed to stand (albeit in ruin) as an ominous reminder of the consequences of their naiveté and failure. So it stood for a great many decades, the only sounds heard from the ruins of House Invidious the muffled wails of its former matron trapped deep within her former domicile. The other dark elves of Holoth gave the fallen stronghold wide berth, which was just how the wizards of House Invidious liked it...for this was not to be the end of this devious drow house, but rather the beginning.

Though the ever-loyal wizards gave up their matron, they were able to whisk away her remaining children (a pair of twins named

Rise of the Drow



Agony and Nadal.) They had survived a mere three decades, but were still well-trained by Xulthara and her brood. To the clutch of wizards, death was not a final embrace but rather a condition akin to a sickness, simply awaiting a cure.

What their rivals failed to see was that the wizards of Invidious were few in number but of exceptional talents in the realms of illusion. Not just magic that fools the eyes, but also masters of deceptions that fool the mind, without the use of enchantment or shadowy conjurations; it was their greatest trick to fool all the other houses into simply thinking they were destroyed. Though they were matronless and much fewer in number, House Invidious would endure and be in position to strike again when the time was right.

The cabal of remaining drow illusionists numbered only a handful, but yet they survived. Xulthara's children were kept alive and trained in secret, each burning with a desire for revenge; they were all that was left of the once-noble Invidious bloodline. The twins studied under the tutelage of the old wizard Nathraye, laboriously memorizing every detail of the other noble houses - their members, weaknesses, vices and every individual they dealt with.

Over time the house adopted several other members; the refuse of drow society, the outcasts, the unfavored and even non-drow. Szoryn the Widowmaker was one such outcast. He was a drider, a twisted abomination of the demon-goddess (his body was that of a truly grotesque and wretched elf-spider, but his mind was as keen as any other noble.) Nathraye had long traded arcane goods with Szoryn and offered him safety and sanctuary within the confines of the new House Invidious, an offer he gladly accepted.

The twins Agony and Nadal matured and quietly bided their time, vowing revenge. While Xulthara's daughter achieved power by binding demons in her dark goddess' name, her son had only ruthlessness and a keen acuity. He was no wizard and could find no purchase with spells, but his patience was thin and his hatred great; he took to swordplay and roguish talents instead. Still, Nadal was tutored by one of the most luminous of all dark elf minds, melding his dangerous blade with an almost preternatural cunning.

Nadal slinked through the shadows of the city and the Underworld, seeking out more of his kind and running errands for Nathraye and Szoryn. When he would return, it was usually with a new ally, a new item or the head of an enemy. Nadal's talents at swordplay grew as House Invidious' tendrils reached back out into Holoth.

Agony had been born the elder of the two siblings; her birth was long and excruciating, nearly costing the life of both Xulthara and Nadal. She was bequeathed the name Agony upon entrance to the world in memory of the test of endurance and strength she caused. Clearly her mother's daughter, she possesses both a powerful spirit and mind; it was no surprise that she took up the mantle of priesthood and followed in Xulthara's footsteps.

With Invidious' Matron's passing, Agony seamlessly filled the void left behind,

ruling the house with a tyrannical fist, seething like a chained dog hungering for the taste of her betrayer's flesh. Nathraye only barely keeps her in check, appealing to her greater sense of vengeance lest impetuousness be their undoing.

Meanwhile, the great former Matron Xulthara dwells in the lower reaches of the house. While mindless and undead, her children could not bear to see her destroyed. Instead they left her imprisoned within a subterranean tomb, visiting her religiously to tell her the tales of their successes, falsely believing they could read intelligence in her eyes and actions. She rages against her bonds, hungering for their flesh, screaming inhuman and unholy cries that resonate throughout the entire compound.

The grizzled drow wizard Nathraye quietly weaves his own plans for the future. While he saved the lives of the two young nobles, it was not out of selflessness or love. The master illusionist is old—even by elven standards—but his mind has been honed by ages of warfare and skullduggery. It was he that orchestrated the downfall of his own house as a way to veil his ambitions and work with impunity. It had long been suspected that he was Xuneora's father, and his willingness to save the lives of the other two young nobles lend credence to these claims. When Xulthara's impetuousness grew beyond his control, he knew it was time to enact his plans and ensure he could work safely from the shadows, unhindered by the ruling priestesses. Now he is the true master of House Invidious, his own blood sitting on the throne once more, carefully rebuilding his power base all the while obfuscated from the rest of Holoth. He is a ghost of the house, a viper waiting to strike when the time is right.

House Invidious is a shell of a once-strong ambitious house; their estates' walls are shattered, its towers toppled, the main structure burned with acid and gutted with fire. The whole place is crawling with dangerous vermin and there are some that say they can hear the wail of the former matron come to life each night to steal the souls of interlopers. Powerful illusions continue to cloak it in this fashion and none question it or have the inclination to explore the grounds; the place is cursed, a monument of tragedy and foolish ambition.

House Invidious

Sigil: Shattered Stone Bat within three circles
Base of Operations: City of Holoth
District: Ruins in Northern Quarter
Divine Patron: Pazuzu (demon)
Leader: Matron Agony Invidious (CE female drow cleric 15; 3.5: demonic domain/Pathfinder: Demonic Apostle)
Alignment: Neutral Evil

MEMBERSHIP
Members: 13
Slaves: 75
Military: 400 hobgoblin mercenaries, 50 goblin aerial cavalry (mounted on large bats) and an unknown contingent of minor undead.

RELATIONSHIPS
Enemies: House Xarenrae
Allies: None

LEADERSHIP

Matron Agony Invidious
Agony is the demon-worshipping, rage-filled noble daughter of the former matron Xulthara, rightful heir to the house. She is the de facto head of the priestesses as well.

Archmage Nathraye Invidious
(NE male drow wizard 19; school specialization: illusion)
Nathraye is the former consort of the house, father and mentor to the twins Agony and Nadal. He was also the one to orchestrate the death of Xulthara and feigned fall of House Invidious. His powerful illusions keep the house unseen. His goals are to revitalize the House and plot the deaths of all of Xarenrae's noble scions, eventually resurrecting his former lover and matron.

Consort Nadal Invidious
(NE male drow fighter 13/rogue 3)
Nadal is the skulking enforcer of House Invidious; an assassin and thug, he does much of their dirty work. Nadal blends Nathraye's teachings of obfuscation with the killing strokes of a deadly and efficient warrior. It is also rumored that he and his twin sister share more than a simple familial bond.

PRIESTESSES

House Invidious is devoted to the demon lord Pazuzu. It is under his wing that they receive protection, and his blessings of cunning keep them alive. His strength will eventually return to them, and prove pivotal to crushing their rivals.

High Priestess

Agony Invidious

As the most powerful cleric (and matron) Agony courts the favor of Pazuzu and speaks with authority from portents and divine messages granted by the demon lord himself.

Inner Circle

The inner circle is the trusted "family" of Invidious and although many are "adopted" members, they are made privy to the house's plots and intrigues.

Chalythra

(NE female drow cleric 7/shadowdancer 5)
Chalythra is another adopted drow. Her talents over shadows made her an excellent fit for the rising House Invidious.

Xuneora

(NE female drow cleric 10; 3.5: undeath domain/Pathfinder: Undead Lord)
Ruler of the undercrypts and keeper of the former matron Xulthara (now a banshee), Xuneora is a daughter of Xulthara (but not of proven noble blood). Still, Nathraye keeps her around and finds her loyalty to her mother useful.

It is said that Xuneora has befriended a local boneyard goblin named Shivshank. This goblin supplies her with components and corpses, which she uses to craft an army of skeletons. She works slowly but methodically, preparing for the day they will march from the underbelly of the house to reclaim what is theirs.

Acolytes

The acolytes are those drow priestesses that are either not fully trusted or simply too inexperienced to be given power and responsibility.

Angaste

(NE female drow cleric 6)
Angaste was a child of House Xarenrae, kidnapped as her familial guards were slain on the spot in a cunning ambush. Nathraye brought her to House Invidious and has worked diligently (and quite successfully) to brainwash her, instilling great loyalty and ambition; she will be a weapon to wield against her former house at a later date.

Sybal

3.5 - (NE female drow ranger 9); Pathfinder (NE female drow inquisitor 9)
Sybal is a planted agent from House Gullion. They eventually learned that House Invidious yet lived and that Xarenrae failed at their task. Eventually one will destroy the other and Gullion will grow stronger for it.

Tarynrae

3.5 - (NE drow female hexblade 3/witch 9); Pathfinder (NE drow female malefactor 3/witch 9)
Tarynrae was an exiled noble from a lesser house. While her noble blood brings blessing upon the house, she is also a harbinger of ill luck and many understand why she was exiled from her original faction. Still, she is a potent force to be reckoned with.

Arcanists

Archmage

As archmage, Nathraye keeps all of the other arcanists working on tasks that promote the house and his aims at all times.

Jhaniss

3.5 - (NE male half-vampire/drow wizard 13; school specialization: necromancy); Pathfinder - (NE male dhampir wizard 13; school specialization: necromancy)
Jhaniss was the unfortunate child of a drow priestess ravaged by a vampire. When he was born, he was given away and later sold into slavery. Eventually he escaped and dwelled in the boneyards where he studied necromancy before being recruited by Nathraye.

Halmiir

(NE male drow wizard 14; school specialization: illusion)
Another drow misfit brought into the fold by Nathraye, Halmiir quickly learned the powers of illusion and has become a favored pupil.

Szoryn

(NE male drider sorcerer 6)
The drider Szoryn is Nathraye's most capable assistant and closest friend. Nathraye saved the drider's life and bought him as a slave before quickly realizing his potential, making him an assistant instead.



Military

Baktu
(CE male hobgoblin antipaladin 12)
Baktu is the mercenary leader for House Invidious. While ravaged by disease, he is also gifted with great strength by their demon lord Pazuzu. He and his mercenaries serve the other houses and collect intelligence; for now Baktu is loyal to Invidious, but when they lose their final battle the hobgoblin warrior aims to be on the winning side.

Morszual
(NE male goblin ranger 6)
Morszual is a giant bat breeder and shepherd of the piercer gardens. He commands a squad of the bat-riding goblin cavalry.

House Frazien, the Exiled House

Plunged from the heights of power to the depths of exile in a single night, House Frazien formerly occupied the second-highest position within the city, with all of the prestige, power, and wealth that went with it. Having successfully schemed and plotted their way to the shadow of the city's throne itself, they were poised to make their move to claim that august position when Matron Maelora betrayed them to eliminate the threat they presented, elevating her allied house (House Zephroth) to the position of Second House, effectively signing the death warrants of all within House Frazien. Matron Staphaisa, seeing no choice between exile (with its slim chance of immediate survival and future revenge) and death under the assassin's blades and sacrificial daggers of House Gullion, made a single ruinous secret deal with the Matron of House Zavare for passage out of the city, leading just her, her 3 eldest children, and a handful of the most loyal house slaves into rushed exile, abandoning all they had gained to Matron Ver'ith in the desperate hope of rising again at some point in the future. Staphaisa's two remaining children became the sacrifice made by House Zavare to a demon of confusion in order to disguise the deal.

Locations in Holoth

1. Tolgorith Tower

Tolgorith Tower is the central feature of the city; its ominous form rises from the cavern's center and emanates the strength of the Matron Mother now controlling the city. Matron Maelora of House Gullion created Tolgorith Tower from a large stalagmite within the vast cavern housing the drow city of Holoth. Using the magic of the Vidrefacte, she enlarged the stalagmite, hollowed it out, and added levels, stairs, rooms, and even doors to complete House Gullion's new home. Construction on the exterior continues to this day. Full details on this locale are in the "Tolgorith Tower" section on page 256.

2. Spider Goddess Temple

The Spider Goddess Temple is the largest among those present in Holoth. The temple is made of the petrified husk of a massive spider. Slaves spent years crafting the interior temple's rooms.. For their hard labor and excellent craftsmanship, the priestesses granted the slaves the honor of being the first to bestow their blood upon the Spider Goddess' altar. This area is fully detailed in the "Spider Goddess Temple" section on page 245.

3. Guard Tower

6 drow guards reside in each tower - one is a City of Holoth Drow Guardian from House Zephroth while the other five are standard Drow Guardsmen. The tower also contains a ballista. 1d4 giant spiders often reside near the guard towers, and they assist in defending the city from any attacks.

4. Academy of Shadow

The Academy of Shadow is an obsidian tower whose outer walls light refuses to touch, rebuffed by the magical shadows enveloping the building. The middle-aged Shadow Mistress Crystiana of House Zephroth runs the Academy of Shadow—at the whim of Matron Maelora, of course. Holoth's noble daughters either

City of Holoth



KEY

1 Tolgorith Tower of House Gullion
2 Spider Goddess Temple
3 Guard Tower
4 Academy of Shadow
5 Temple of Pain
6 Temple of Shadow & Venom
7 Parlour of Respite
8 House Zephroth
9 House Uvaine
10 House Rysoul
11 Twin Towers of House Toulan
12 House Zavare
13 House Maldune
14 House Xarenrae
15a House Gullion Mushroom Farms
15b Royal Mushroom Farms
16 Royal Spider Farms
17 Livestock Pens
18 Slaughterhouse
19 Forest of the Gaoled
20 Royal Slave Pens
21 House Gullion Slave Camp
22 Slavers' Homes
23 Tower of Slave Mistress Hadra Gullion
24 Royal Livestock Pen
25 Royal Garden Keeper
26 Warehouses
27 War College and Barracks
28 Training Grounds
29 Low Market
30 Merchant's Rest Inn
31 Tarnished Gold Inn & Gaming Hall
32 Flowstone Inn
33 Slum Tenements
34 Craftsmen's Way
35 High Market
36 Temple Way
37 Route to Lake Xlekellum
38 Dripstone Magic Werks

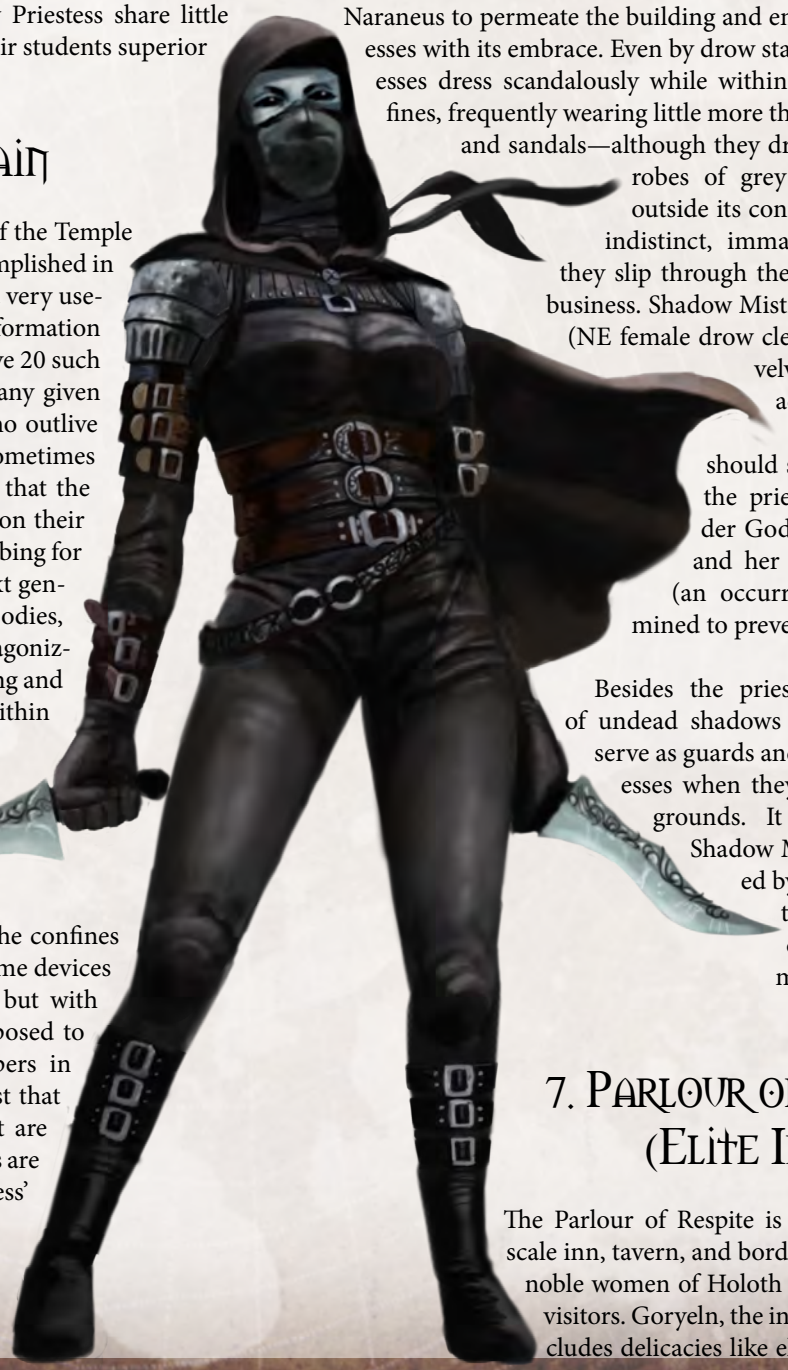
choose to study at the academy, or they join the ranks of the city's clergy at the Temple of Pain, the Temple of Shadow, or the Spider Goddess' Temple. Some rare few research both, but as the study of arcane magic often requires a student's full attention, and Shadow Mistress Crystiana ensures each student endures a grueling series of trials to prove her worthiness to advance her studies.

The Shadow Mistress and the Shadow Priestess share little love for one another, and both think their students superior to the other's.

5. Temple of Pain

Emmzara Uvaine is the high priestess of the Temple of Pain. The temple priestesses are accomplished in the use of all types of torture devices—a very useful skill when it comes to gathering information of unwilling sources. The priestesses have 20 such "sources" imprisoned in the temple at any given time. The drow throw the prisoners who outlive their usefulness to the royal spiders, sometimes prolonging their suffering by ensuring that the honored arachnids do not simply dine on their victims, but rather wrap them up in webbing for later meals. Worse yet, some lay the next generation of their family in the prisoners' bodies, forcing their last days to be filled with agonizing anticipation of the inevitable hatching and the horrors of being devoured from within by the spiders' young.

Some priestesses spread the worship of their goddess by entertaining jaded and decadent members of local houses in the confines of the temple, subjecting them to the same devices and skillful torture as their prisoners but with the object of providing pleasure as opposed to extracting information. Hushed whispers in the darkened corners of the city suggest that the bloody, chain-wrapped figures that are sometimes seen walking with priestesses are their former lovers, bound to the goddess' service through their perverse habits.



6. Temple of Shadow and Venom

Holoth's newest major temple is built within the hollowed out shell of a lesser stalagmite. The center is converted to a series of large open areas with many balconies and openings carved into the sides facing Tolgorith Tower, allowing the blessed substance of Naraneus to permeate the building and empower her priestesses with its embrace. Even by drow standards, the priestesses dress scandalously while within the temple's confines, frequently wearing little more than hair ornaments and sandals—although they dress in voluminous robes of grey and black when outside its confines, appearing as indistinct, immaterial shadows as they slip through the streets on temple business. Shadow Mistress Ceritil Toulon (NE female drow cleric 7) rules with a velvet glove over her adamantine gauntlet, aware that should she prove a threat, the priestesses of the Spider Goddess will have her and her temple eradicated (an occurrence she is determined to prevent).

Besides the priestesses, a number of undead shadows reside here. They serve as guards and escort the priestesses when they leave the temple grounds. It is rumored the Shadow Mistress is protected by a shadow that retains the ability to cast the spells that made it a powerful wizard in life.

7. Parlour of Respite (Elite Inn)

The Parlour of Respite is a three-story, upscale inn, tavern, and bordello that serves the noble women of Holoth and their honored visitors. Goryeln, the inn's famed cook, includes delicacies like elven steak, crusted

elven eyeballs, dwarven stew, and dwarven tongue on her menu. Patrons also favor the sautéed kobold brains with mushrooms in wine sauce that she cooks. The prices here are 150% standard. A succubus bard named Jahdrixhol provides the main entertainment, and she nightly chooses a consort from among the patrons.

8. House Zephroth

The new Second House occupies the estates of the former Second House, having taken over the more palatial dwellings formerly belonging to House Frazien upon their predecessor's flight into the Underworld to avoid extermination. Now consolidated in their new home, they have begun renovations and redecorating to suit the whims of Matron Linzas Zephroth, whose tastes (while no less ornate and luxurious than those of her fled predecessor) are decidedly less inclined to demonic, abyssal themes. As it currently stands, the estate is primarily composed of carefully-sculpted stalagmites given a warped, organic-looking appearance, seeming to be mutated, pustule-like structures scooped up from the surface of some Abyssal ooze-field. Their equally bizarre interiors are sculpted to appear extruded or grown and not artificially fashioned. The core buildings are only now slowly being reconstructed with the more traditional angular style favored by the Zephroth Matron.

Persistent rumors in Holoth suggest that the former owners of the estate did not take all of their servitors with them and that occasional entities are released as the remodeling continues, necessitating armed troops to accompany all construction crews. Additionally, stories of hidden treasures, secret rooms, and concealed spies lurking with the walls continue to surface, leading many to wonder how much truth is really behind them.

9. House Uvaine

Eschewing the stalagmite structures common within Holoth, House Uvaine's estate's multi-story structures are open and airy, with sweeping arches, high ceilings, and minimal furnishings. Lush gardens of strange plants and luminescent fungi surround the main house and outlying buildings, with sculpted waterways flowing through them. Their structures are wrought from purple and green crystal, adamantine, obsidian, and black granite. Magic illuminates portions of the crystal from within, drawing attention to the estate, faintly radiating the marble statues of former matrons lie at the end of pathways skirting the estate. The paths are lit by crystal pillars that hold the magically preserved bodies of House Uvaine's enemies, some whispered to still be living and aware within their prisons. Light-reflecting particles and tiny, green-glowing shrimp are infused in the waterways pumped from an underground spring nearby; when viewed from above, these channels reveal they are sculpted in the shape of the house's rune.

While the house seemingly maintains few troops to defend it, common wisdom has it that the literal walls and furnishings of the estate can come to life to defend its residents from attack, and that the statues of the House Matrons themselves animate and rise up to defend their descendants. Whether this is true or not is a matter for speculation, but thoughtful observers note that there are no shortage of crystal pillars on the grounds and that the Matron Dislinis is always accompanied by two soldiers that are, in fact, masterfully-crafted obsidian statues of drow (garbed as house troops).

10. House Rysoul

Taking advantage of several deep earth volcanic vents within the walls of Holoth, the estate-factories for House Rysoul work around the clock to produce the refined goods that feed the city's needs and fuel the trade that moves Holoth's economy along. The main portions of the estate are located outside the cavern wall, with the warehouses, slave laborer quarters and factories reaching far back into the earth where streams of lava drive the house's furnaces and power their forges, with several supporting mines reaching out to supplement imported raw materials. Lower-ranking house members spend most of their time supervising the common laborers, gaining more and more time to work on their own projects while refining their elaborate personal workshops and spaces in a manner fitting their rise in the house's Hierarchy. While the slave laborers are a risk should they revolt, the drow keep them in line through a series of strong internal defensive fortifications and pinch points, making the family unique in Holoth in that its house defenses are stronger against threats from within than without. In extremis, the magma channels can be re-routed to cut off a revolt or even flood halls and quarters to quell a threat deemed great enough to suffer the loss of the factories or warehouses affected.

11. Twin Towers of House Toulan

The Twin Towers of Shel'Durith Toulan combine a millennia of drow architectural heritage with potent dark elven magic. Ten cylinders of spell-shaped stone draw the eye from the rune-covered Silent Gate to the distant palace looming at the back of the estate, braced by the southernmost wall of the underground

vault. Each structure bears curving portals and windows mimicking the drow alphabet. It is commonly known that the structures' layout and their susurrus windows convey sound incredibly far; the design allows House Toulan to train their many spies and assassins to operate more quietly, simultaneously allowing the Toulans to communicate to the entire estate with quiet dignity. In either event, the towers remain eerily quiet both day and night. The estate's thin walls both carry and absorb sound, such that a whispering noble has an audience for hundreds of yards, but a raucous affair inside one of the towers is impossible to hear from just outside its open windows.

Rumors circulate through the drow city of other clever uses for the towers' design; some say that whenever the name "Dalinvaul" is spoken within earshot of the Whispering Towers, the archmage hears it regardless of his location. Others claim to have deciphered prophecies or codes to assassins within the vault by watching for infrequent lamp lights or reflections in the carefully-arranged letters represented by Shel'Durith's windows.

12. House Zavare

House Zavare dwells within a complex of three short and wide stalagmites of atypical heights and shapes, linked together at the base into an irregular triangle by an artificial wall manned at all times by house troops and servitors. As much a pocket fortress as an estate, the house eschews such things as gardens for exterior training grounds and instead maintains a small drill field that also serves as the setting for all position challenges within the house (which must occur in public view). Normally private affairs within House Zavare, on rare occasions individuals from other houses are honored by being allowed to witness a challenge. The ability to say that one has attended one of these closed events (even among house servitors contesting for a kitchen position) is something of a status symbol among the other houses.

The troops on the walls are, in the main, better trained than the average city soldier, and the house's physical defenses (originally created by House Uvaine) have been further refined and improved on by generations of Zavare matrons. The newest additions, personally supervised by Matron General Ver'ith, are a trio of magically-enhanced quad ballistae (which fire crystal-tipped bolts that release area-effect spells on impact) mounted on the tops of the stalagmite towers.

13. House Maldune

As befits a house maintained by successful administrators and bureaucrats, the grounds of House Maldune are laid out neatly and efficiently, sacrificing aesthetics for practicality. The house chose not to build out in the open, within or around one of Holoth's megalithic stalactites, instead carving their estate along, against, and within the very cavern wall of Holoth itself. The entire complex is arranged so that those members whose occupations take them away from the estate most frequently live on the second level, and quarters grow successively higher as one's position requires less and less travel; the Matron and her inner circle dwell at the top of the estate and within the cavern wall itself. Estate functions are all contained on the ground level, with the least significant at the outer edges, moving inwards as they grow in importance.

Stories circulate within the city of deeper chambers that the Maldunes have excavated within the walls of Holoth for purposes both mundane and blasphemous, but pretty much every drow considers the most expansive of those stories to be fanciful tales (whilst admitting that there must be a grain of truth to some of them). The truth lies somewhere in the middle, as there are secret passages, storehouses, and escape tunnels throughout, but there are also deeply-hidden and warded shrines to the secret demonic patron of House Maldune, a representative of an Abyssal lord of insectile hives and swarms.

14. House Xarenrae

The estate of House Xarenrae is a deception; their manse seems smaller than other noble houses and the few to enter and leave the building find it spartan and austere in comparison to other dark elven homes. This is,of course, a deception—many of the thick stone walls are false, hiding barracks for the numerous members of the Xarenrae family, and still more hide simple passages that lead down into the bedrock, opening into grand sleeping chambers that hold hundreds of simple cots. Using their advantageous manpower, they have secretly carved tunnels deep within and around their homestead to facilitate this ruse.

Matron Banphriosa maintains a strict guard regimen to protect these myriad entrances of their home and ensure that the many deliveries (often of sub-par food for the slaves and tolerable fair for lesser members of House Xarenrae) are handled with care and rigorously searched. Should any shipments be found to have an interloper, they are immediately subdued and added to the retinue of slaves.

15a. House Gullion Mushroom Farms

House Gullion runs and maintains numerous mushroom farms and fields. Most are fairly new, as previous law only allowed farming to take place in the caves just to the south of the city. Matron Maelora changed this law, but only in regard to her family being able to grow mushrooms in the city. Only Maelora, High Priestess Maroena, and Maltorya the Oracle of Tolgorith Tower have permission to allow planting, growing and harvesting to take place. Members of Maelora's family believe that this was done to allow Maelora to control Holoth's base foodstuffs, making everyone more reliant on her whims.

Two mushroom golems, recently captured from the Fungi Forest on the Back Road, have been magically manipulated and brainwashed to serve as gardeners for the crops so House Gullion may save their living resources for other conquests. Besides serving as gardeners, the golems repel pests from the farms and keep out the lesser drow who try to steal food from the farms.

15b. Royal Mushroom Farms

The more exotic mushrooms are grown here, including experimental fungi hybrids. Drow Guardsmen patrol these fields, keeping out vermin and thieves. Several spider species also reside in the farm.

16. Royal Spider Farms

Webs crisscross from the floor to the ceiling of this cavern. Within those webs reside various spider species. The spiders are fed captured vermin, thieves caught stealing from the livestock pens or the mushroom farms, and the occasional misbehaving slave. Of course, they also sup on anyone that happens to wander into their webs (drow or otherwise).



17. Livestock Pens

The livestock pens house large lizards, tyrannosaurs, small dinosaurs such as deinonychus, beetles, and boars. In addition to eating the meat of many of these creatures, the drow harvest eggs from the reptiles. A separate penned area contains the trained mounts that the slavers use for hunting trips.

18. Slaughterhouse

Bodies of lizards, dinosaurs, boars, elves, dwarves, and various other creatures or humanoids hang in the cool slaughterhouse. Many drow deem elven and dwarven flesh as great delicacies—in the case of the dwarves, its less about savoring the meat's taste as it is the drow's ability to treat the inferior humanoids as food. The elite Parlor of Respite has a skilled cook best known for her elven steak; she serves the tough dwarven meat in stews and soups that have to cook for days to soften up sufficiently for consumption.

19. Forest of the Gaoled

Holoth's Forest of the Gaoled uses a unique system for restraining high profile and politically valuable prisoners. Rather than just high walls and cells, many of the city's most troublesome captives are held in the open, encased from the neck down in stalagmites that imprison them in cocoons of moss and fungi-covered stone that magically maintain them without need for food or water. A variation on the abilities of the vidre, the columns transfer minerals and vitamins from the flora and rock by slowly and painfully leeching the life force from the victim, the exchange process keeping them physically alive but mentally and spiritually weak.

Lesser clerics from the city's temples come and provide the healing necessary to maintain the detainees' ultimate "well-being", ensuring that the Forest of the Gaoled continues to provide its con

stant chorus of agonized screams. These columns are set in such a way that the remaining prisoners have no way of escape that would allow them to go unseen by the patrolling guards and dinosaurs.

Some drow find the sound of these exceptional prisoners' agony so sweet that the grounds outside the Forest of the Gaoled are kept and tended by the royal garden keepers for use as a favored trysting location by Holoth's younger nobles. The gardener guardians have long since learned to simply take their bribes and pay no attention to the occasional cries of pleasure—or pain—that come from the surrounding grounds, whether from the paramours themselves or as yet more torment is heaped upon the encased individuals.

20. Royal Slave Pens

Most of the royal humanoid chattels include captured humans, dwarves, and elves. Royal slaves are thoroughly tortured and brainwashed through a process which Hadra Gullion (NE female drow cleric 7) supervises, to makes them quite subservient—or very dead. The process takes several months and the slaves kept here are at various stages of the re-indoctrination program (separately, of course).

21. House Gullion Slave Camp

This slave camp is on lockdown and heavily guarded. Additional information on this location is provided on page 228.

22. Slavers' Homes

The slavers' homes are marginally better than the squat tenement houses in the slums, but only slightly so. They do contain better furniture, mostly items acquired from attacked villages and even Upperworlder homes. The slavers are serious scavengers as well, taking more than just warm bodies when they attack a caravan or community. They typically bring two extra wagons to accommodate various items when they go hunting. Several wagons (many little more than rolling cells) are always present in this section of Holoth, pulled by trained triceratops.

23. Tower of Slave Mistress Hadra Gullion

This stalagmite tower houses Mistress Hadra Gullion, Matron Maelora's first cousin and closest ally. A former priestess of the Goddess of Pain, Hadra knows how to keep both slaves and slavers in line. Her home serves as a marketplace for mass slave purchases, whilst her grander thralls are sold in the High Market (so long as Maelora does not claim them as her own). Hadra has great business acumen and has built up the slaver business in Holoth. They occasionally export slaves to other Underworld communities, as well (especially in regard to coveted Upperworlders).

Hadra employs an unknown number of slavers, some non-drow, that search the Underworld far and wide for useful specimens.



24. Royal Livestock Pen

A dozen driders oversee the slaves working the royal livestock pens, which contain small dinosaurs, fat boars, lizards, and giant frogs.

25. Royal Garden Keeper

Jorziizigzra, an ettercap druid, serves as the royal garden keeper. Her home is a massive, hollow sphere of webs where she and her five assistant araneas live. Cocoons holding myriad creatures hang throughout the various rooms and there is no furniture within this home. Anyone stumbling into this abode is doomed to become food for the spider-like creatures.

26. Warehouses

The warehouses here currently hold goods stolen during the small campaigns that Matron Maelora has waged against her Underworld neighbors. One warehouse contains dry foodstuffs only; another contains useful household items, linens, furniture, candles, oil, discovered potions waiting to be identified, and other non-military items; a third holds weapons and tools. The matron intends to distribute some of the items to her loyal generals for their good work; others she intends to sell to the other houses at monthly auctions to be held at the Parlor of Respite.

27. War College and Barracks



Over 2,000 guards are packed into the barracks section of the War College. Over 90% of the guard are males, some having been given by their families to the institution as infants—deemed unworthy of struggling to support—Matron Maelora offers a few gold for each male brought to the War College. General Azrae Zavare controls the combat school; a group of seven antipaladins of the various houses serve her and help lead the troops.

28. Training Grounds

This walled area houses the training grounds for the city's growing army. The soldiers have maintained a high-alert status recently and constant training takes place on these grounds, with units rotating in and out at various times of the day. If a general alarm is sounded in the city, the warriors training here are the first to answer the guards' call to arms. At any given time 1d4 units of 10 Drow Skirmishers are in training.

29. Low Market

Holoth's Low Market is a series of brick stands offering the worst of the foodstuffs and wines available in the city. A few merchants sell items stolen from visitors and one can purchase slaves (mostly kidnapped drow neighbors the slavers won't take because of their poor health and lack of skills). Additionally, one can buy weak poisons or information here. Beggars stalk the low market, seeking to gain whatever they can to help them survive—they are not above stealing.

30. Merchant's Rest Inn

All the inns within Holoth are two-story stalagmite-brick affairs of little beauty. Formerly, the inns thronged with merchants from the Underworld that traveled to the city to trade their wares with the drow for other foodstuffs and magic. With Matron Maelora's recent interest in war, few merchants are willing to travel to the settlement anymore in fear of being thrown into the notorious drow slave pens.

Merchant's Rest Inn, in particular, catered to those seeking the finer things Holoth has to offer in terms of food and fungal wine. The rooms here are plush, with comfortable beds and fine furnishings. The inn contains a small library, a dining hall, private rooms for making deals, and a luxurious lounge and bar. Yuldora Toulan (NE female drow rogue 6), the Fifth Daughter of House Toulan, runs the establishment and has done so for over 100 years. She is a no-nonsense woman with a keen sense for business. The hostelry doubles as a winery; her sixth husband, Frodlin, is an expert winemaker and has a shop beneath the inn where he grows the tasty fungi that flavor his wines.

31. Tarnished Gold Inn & Gaming Hall

The Tarnished Gold Inn & Gaming Hall has seen better days. It used to be a lively establishment of traveling Underworld races, who sought out Holoth for trade; now, the place is a shadow of its former self, with only the slavers seeking the hall for gambling and strong drink. Noran (CE female drow rogue 5), a middle-class drow woman of some beauty, runs the place. She keeps a few low-rent courtesans, both male and female, at her establishment.

32. Flowstone Inn

Built in a mass of flowstone that spills in stair-step layers down the wall of the cavern, this inn occupies several levels (one per stair-step) with the extent of services, prices, security, and privacy rising in value, diversity and rarity with each level of altitude. The owners, a pair of houseless drow women named Vivieka and Viviake (both NE female drow bard 4), make less profit than they might otherwise owing to the bribes and payoffs required to remain in business, but still manage a comfortable living. Among

the inn's clientele are several priestess of Naraneus, who find the cuisine at the inn to be especially delicious, owing to the cook's ability to infuse pure shadowstuff into his dishes.

33. Slum Tenements

The squat tenement houses are made of clay, mud-brick, and parts of stalagmites. Families of 10 or more live in generations in each home. These are the poorest citizens of Holoth, sometimes conscripted to fight in the growing army (whether they are male or female). Poor females can sell their male children to the War College for 2 gold pieces—that way, the young males can be brought up to think of nothing other than their roles as cogs in the great war machine that Matron Maelora wishes to make Holoth.

The inhabitants here are not above mob assaults on newcomers to their part of the city. The young women in the tenements form gangs; they attack strangers and rob them of anything of value before turning non-drow captives over to the slavers for coin.

34. Craftsmen's Way

This stretch of Holoth houses the many businesses requiring space to create. Many of their base materials are acquired through trade or theft, and sometimes these materials are scarce. Often the crafters working in these shops are slaves owned by House Rysoul (having a slave who can create from materials not often found within the city is a sign of both notoriety and worth.) There are carpenter's shops for furniture making, clothiers, glassblowers, jewelers, metalworkers, pottery makers, sculptors, painters, weavers, and weaponsmiths.

35. High Market

Holoth's High Market offers quality goods, including expensive poisons, well-made weapons (magic and mundane), torture equipment, leather goods, silk, jewelry, clothing, oil, high-quality slaves, Upperworld produce, excellent wines, and the best foodstuffs in the Underworld.

36. Temple Way

Shrines to the lesser goddesses revered in Holoth line the road here; female deities come and go in the city. Very often, the high priestesses of the main temples find offense with the lesser priestesses of these shrines and have them killed off. It behooves these lesser clergy to ally with one of the high priestesses—to both maintain their lives and their deity's presence in the city.

37. Route to Lake Xlekellum

Although Lake Xlekellum serves as one of the city's main water sources (the houses, temples, and the War College have their own wells), the water here is a foul-looking black with unidentifiable things occasionally floating to the surface. A dock extends from the cavern out 30 feet into the water; unless they are in use, at least two small boats capable of holding six individuals are tied off to it. A stalagmite with chains and a carved platform rests in the lake's center.

Blue and green-glowing algae float up to the surface, giving the lake an eerie appearance in the cavern. Water spiders, blind armored fish, giant blind albino eels and a long-necked lake monster with a single blind eye and a fringe of grasping tentacles around the base of its head all make their home in the water. The royal fisherman travel in small boats across the water to fish for their queen and her guests. Archers and swordsmen accompany them, as the giant eels are sometimes restless and will swarm a boat seeking softer prey than the lake's fish. The drow attempt to appease the lake monster every few weeks by offering up a slave or prisoner, chaining him on the stalagmite—as a result, the creature often follows the boats in expectation of food.

The "collectors," a term given to the lesser clerics who daily gather and purify barrels of the brackish water, cart numerous containers to the tenement area for water to be doled out to the lesser folks and sold to the merchants. The city's antipaladins use the lake as a testing ground for advancement. To rise to a grand sergeant in the temple ranks, the antipaladin must successfully swim across the lake, avoiding being eaten while taking damage from archers from the War College. Those women surviving such feats are given a large annual stipend, a dozen slaves, and elaborate quarters in the temples they serve or in a house which chooses to sponsor them. Additionally, sometimes antipaladins challenge each other to tests of bravery, which similarly involve crossing the waters—only after chum has been thrown in to attract the eels' attention.

38. Dripstone Magic Werks

Dripstone Magic Werks is located just west of Tolgorith Tower, inside a several story high hollowed out column of limestone. K'yorl T'orgh, (LE male drow aristocrat 10; Appraise +16, Bluff +22, Diplomacy +21, Sense Motive +15), is the proprietor. Besides carrying common magical items, he also sells a varied selection of rare and exotic goods, supplied to him by his extensive

contacts both in and outside of Holoth. In addition to mercantilism, he also securely stores magic items for his clients; discretion is his motto and he does not take sides, allowing him to thrive in the current political climate. Indeed, if the "right price" is paid, he may even "let slip" what has recently been purchased and by which house...

When clients walk into the store, they notice countless shelves carved from the limestone holding thousands of items; they start at the bottom and spiral up into the top reaches of the column. Business with K'yorl is conducted at his ledger, sitting on a covered hardwood counter near the entrance. Nearby are several floating stone discs.

Patrons are free to browse the items for sale on the shelves. The customer steps on one of the discs and speaks the item name or type of item he is looking for. It flies them to the item that most closely matches their request. The items may be picked up and examined, but due to the rubies below, their magical properties are currently suppressed. There is a 65% chance that a requested magic item is present; for non-unique artifacts, there is a 5% chance. Unique artifacts are not available. The approval of greater house mages is required for purchasing an artifact or for orders totaling more than 200,000 gold pieces (perhaps requiring a bribe from wealthy PCs).

K'yorl possesses two very special artifacts that secure his shop. The first is a *Ruby of Anti-Planar Shell*, and the next is an *Extra Planar Ruby*.

Ruby of Anti-Planar Shell

Aura overwhelming abjuration; **CL** 30th
Slot none; **Weight** -

Description
This large ruby creates a field that encompasses a volume of up to 2 million square feet, shaped in any way that the user sees fit. It can be turned on and off as a standard action. While the field is active, it creates a unique coexistent plane. Anything attuned to this plane cannot pass through the shell.

Destruction
The item can be destroyed by physically taking it to the demiplane to which it is attuned. For the purposes of this adventure, the demiplane isn't named, but the **Knowledge (planes) check** to reveal its origin should be suitably high.

Extra Planar Ruby

Aura strong abjuration; **CL** 20th
Slot none; **Weight** -

Description
When this small ruby is touched to an item, it attunes it to a unique coexistent plane that is the same plane as the Ruby of Anti-Planar Shell. Items touched with the ruby can no longer pass through the shell, and any magical properties are suppressed entirely on the plane.

Destruction
The item can be destroyed by physically taking it to the demiplane to which it is attuned. For the purposes of this adventure, the demiplane isn't named, but the **Knowledge (planes) check** to reveal its origin should be suitably high.

When customers purchase items, K'yorl temporarily lowers the field to let the goods pass. The same is true in the unlikely event that an item is brought back.

Stored items are kept in a cave, protected by the field underneath the column. These items are marked with the ruby as well.

The column and storage cavern are artifacts in their own right, with overwhelming magics guarding them from intruders. A *dimensional anchor* (CL 30th) further protects the column and cavern below, while a *widened inflict moderate wounds, mass* (CL 30th) activates if any creature finds a way to handle an item within the storage area if the correct procedure hasn't been followed to allow transfer to K'yorl's store.

K'yorl has no guards in his employ; the major houses of Holoth all use his services extensively and there is an unspoken agreement among the drow to protect the merchant. Should one cheat or rob the Dripstone Magic Werks, they will suffer the wrath of



the Holoth elite. K'yorl does not know how to activate the *Ruby of Anti-Planar Shell*; only a select few major house mages know the activation ritual, and no one of them knows it completely. When K'yorl needs to lower the shell, he contacts at least one of the mages of each house via *crystal balls* in the cellar, where they remotely activate the device. Thus, even if K'yorl were killed or the shop was robbed, the robbers would be unable to remove any merchandise.

Trade through Dripstone's is currently very slow. Matron Mother Maelora keeps a very close eye on any transaction, and has taken to confiscating any item she feels will be detrimental to her plans for domination, without any recompense to the original purchaser other than "thanks". As no other house wishes to fund House Gullion's plans, Dripstone's has become a much quieter place of late.

Unlikely Assistance in Holoth

If you feel the PCs are struggling to effectively take on House Gullion, you may find the following two encounters useful. They give players a chance to boost their resources but deal with the potential consequences. These are definitely not "something for nothing" encounters, and the suggestion is that the PCs be very unsure as to whether they would win a straight fight for a few baubles. In fact, if either encounter turns into a straight brawl, the devils and demons will flee by any means available, such as *teleport* or simply flying away, never to be seen again. All that are capable of doing either will hold this action during any negotiations.

These events can be placed anywhere in Holoth, but the two groups aren't making any grand gestures, so some places are better suited than others. One of the groups could be staying at the Flowstone Inn, around Low Market or in the Slum Tenements (wherever the GM feels is most suitable). The High Market is a possibility if disguises are being used, and there is even the chance of a group lurking around Dripstone's, House Toulan or House Rysoul.

Wherever you place them, they are there to challenge the players' perceived wisdom; to go forward, sometimes you have to go sideways and even backwards first.

A Deal with a Devil

House Gullion's change in fortune has attracted notice not just from the Underworld, but also from Hel. Fearing the chaos from Matron Maelora's rise, an ice devil named Erasiel recently journeyed to the Material Plane to try to counter her power only to quickly realize that direct confrontation would spell his doom.



Erasiel turned to subterfuge, relying on catspaws to take direct action against the drow while he lurks in the shadows. Encountering the PCs, he offers to trade, hoping to supply them with the goods needed to help them succeed where he knows he cannot. If he can win converts for the forces of Hel in the process, so much the better.

Like the demons in A Truly Free Market, this encounter is not intended to result in combat. These devils are a chance for PCs to trade goods they no longer want or find useful in exchange for new resources. The party even has a chance to claim an Infernal servant, at the cost of one PC's mortal soul.

The Infernal Merchants

Erasiel

Male ice devil (Pathfinder)

hp 161; Bluff +22, Diplomacy +22, Intimidate +19, Sense Motive +27

Male gelugon (3.5)

hp 114; Bluff +22, Diplomacy +9, Intimidate +24, Sense

Motive +23
Though his mortal name is long forgotten, Erasiel ruled with an iron fist when he lived, solidifying his position as warlord with Infernal aid. Upon his death, his soul went to its final resting spot in Hel where he rose quickly through the ranks of devils. A consummate planner, Erasiel has little tolerance for chaos, his attention focused on expanding the devils' rule from Hel to the Abyss, where he hopes to grind all of demonkind beneath his frozen heel. Learning of the situation in Holoth, he assumed he would easily be able to counter the rise of the drow, only to discover he was overmatched.

A canny strategist, Erasiel plays the role of silent observer, letting others think he's nothing more than a guard while his minions attract enemies' attention. Though a dangerous combatant, he has little interest in fighting the PCs (so as not to attract the attention of House Gullion). If confronted, he teleports away to plot his revenge.

Pazatal

Male barbed devil (Pathfinder)
hp 138; Bluff +4, Diplomacy +13, Intimidate +19, Sense Motive +21
Male hamatula (3.5)
hp 49; Bluff +4, Diplomacy +6, Intimidate +19, Sense Motive +17
The classic silver-tongued devil, Pazatal found himself exiled from Hel after a dalliance with the favored consort of an Infernal Lord. Desperate to return home, he attached himself to Erasiel in hopes of earning favor through the ice devil's schemes. Despite his appearance, Pazatal is the epitome of politeness with the PCs, full of proper manners, soft speech and smiles that he hopes puts possible customers at ease.

Seraceh

Female Erinyes (Pathfinder)
hp 94; Bluff +17, Diplomacy +14, Intimidate +17, Sense Motive +10
Female Erinyes (3.5)
hp 33; Bluff +5, Diplomacy +7, Intimidate +5, Sense Motive +16
Seraceh came to the Material Plane with Erasiel hoping to slake her thirst for blood. Instead she has grown increasingly frustrated as his plan has generated more deals than death. Believing herself a match for any mortal, drow or otherwise, she barely constrains herself from violence. She belittles the abilities of those who comes to trade, trying to coax them into a disagreement in which she hopes to bloody her blade, often forcing Pazatal to apologize repeatedly for her behavior.

Aperelon

Male Imp (Pathfinder)
hp 16; Bluff +8, Diplomacy +2, Intimidate +2, Sense Motive +1
Male Imp (3.5)
hp 13; Bluff +2, Diplomacy +8, Intimidate +2, Sense Motive +1
A coward who turned to devils for protection as a mortal, Aperelon is little different now that he's an imp. Forced into service as a scout and agent by Erasiel, Aperelon lives in fear, hating the constant danger as he searches for items the devils can steal, and agents for his master's plans. He tries to cover his fear with bravado, but if he were given a choice he'd stay in the shadows and out of danger. Should a PC need a new familiar, Aperelon is an option. The imp leaps at an offer, believing it gets him out from under Erasiel's rule and offers more power—and thus safety—while Erasiel sees it as a path to corrupting another mortal.

Making Contact

Erasiel sends Aperelon into Holoth and its environs in search of agents he can use to make life difficult for the drow. The imp, most often in the shape of a rat or raven, approaches the PCs (preferring to go through a familiar if one is available) and offers to make a deal. If the PCs agree, he leads them to Erasiel (who can be placed just outside of Holoth or in an unused location in the city; given his greater teleport ability, the exact location can be fitted to suit the needs of the campaign). If the PCs resist his offer, he tries sweetening the deal by offering to use his commune ability, if they'll only come listen to his master (if he doesn't need to resort to this, he follows the PCs once they are finished trading and offers to use the ability in return for 300 gold.)

If the PCs agree to discuss a trade, Aperelon leads them to the devil's hideout. Read or paraphrase the following:

> Gilded chandeliers throw a soothing golden candlelight over this opulent chamber, revealing rich hangings covering the wall and luxurious red carpeting on the floor. A blaze roars in a fireplace, dispelling a chill in the air, while several padded chairs offer a chance to rest in luxurious comfort.

The surroundings, designed to make buyers comfortable, are an illusion created by Erasiel with his *persistent image* (Pathfinder)/*major image* (3.5) ability to mask the true state of their accommodations. If the PCs pierce the illusion, they see the true location of wherever Erasiel meets them.

Hel's Hoard

The devils have a number of magical items to trade, though they keep them in a different location. If the PCs agree to a trade, the devils *teleport* to their vault and return with the items. Under no circumstances do they reveal the location of their hoard.

The devils can have any number of minor items, such as wands of cure light wounds or potions and scrolls, as needed. In addition, they have these rarer items, which they will trade for goods or gold:

Weapons: *+2 lawful longsword*, *sword of life stealing* and 10 *screaming bolts* sized for a hand crossbow. (If none of the weapon types are suitable for the PCs, consider changing them -- the devils should be a resource for the PCs, so the *+2 lawful longsword* could easily become a *+2 lawful greataxe* or *shortbow* as needed.)

Armor: *+3 studded leather armor*, *banded mail of luck*, *devil armor* (this is identical to *demon armor*, but instead resembles a devil) and a *spined shield*. As with the weapons, consider changing the type of armor available if none of the options suit the PCs.

Rings: *ring of chameleon power* and *ring of evasion*

Rods/Staves: *rod of rulership* and *rod of the viper*

Wondrous Items: *gloves of arrow snaring*, an *infernal horn* (detailed below), a *figurine of wondrous power* (bronze griffin), a *tome of clear thought* (+1), a *darkskull* and an *ioun stone* (lavender and green ellipsoid).

Cursed items: *incense of obsession* x6 and *necklace of strangulation* (Pazatal is completely honest about these item's cursed natures, suggesting they can be used as weapons against demon worshippers.)



Infernal Horn

Aura strong conjuration; **CL** 13th
Slot none; **Price** 50,000 gp; **Weight** 2 lbs.

Description
This brass horn is engraved with images of cavorting imps torturing small creatures, whispering in the ears of human warlords, starting fires and destroying precious artworks.

Once a day when a user blows the horn after speaking its command word, 2d4+1 imps appear in a burst of brimstone to do his bidding. They remain until the task they are given is finished or until 1 hour has elapsed, whichever comes first.

Non-evil users can summon more powerful imps at the price of a small piece of their mortal soul. The horn instead calls 2d4+1 imps advanced by 1 HD (3.5)/advanced imps (PF) to serve the user, who is treated as if he had the evil subtype for the next 24 hours. A user knows he can make this choice when he speaks the command word.

CONSTRUCTION
Requirements Craft Wondrous Item, *summon monster VI*; Cost 25,000 gp 1,000 xp

Infernal Contract

When the PCs complete their trading and prepare to leave, Erasiel finally breaks his silence and makes one last offer. He has caged an Infernal pact from another devil and tenders the services of one of his minions in return for a PC's soul.

The ice demon steps forward, brandishing a scroll of parchment, and breaks his silence, his voice as cold as winter itself: "Give me one more moment of your time. I have one offer for you, one that will not cost you a single piece of gold. If you are willing, I will bind one of these devils to you, to do your bidding for as long as you live. You have merely to sign this contract, promising me your soul when you die. What say you?"

Should a PC sign the contract, he may choose one of Pazatal, Seraceh or Aperelon to serve him. The devil is bound to do him no harm and follow his orders for as long as it (and its new master) lives. In return, the PC's soul is bound to Erasiel, condemned to Hel when he dies. Unless the contract is broken, the PC cannot be restored to life after death save by a *miracle* or a *wish*.

The agreement can only be broken in one of two ways. When the contract is signed, a second copy appears, which Erasiel gives to the mortal signer, keeping the original for himself. If both copies of the contract are destroyed, any effects caused by the contract are canceled or reversed and the mortal's soul goes to its normal place of rest after death and can be resurrected as normal.

Alternatively, a second mortal might be allowed to adopt the terms of a contract—with its soul replacing that of the original contract signer after death—though Erasiel demands some additional service to agree to the change. The original contract signer retains all of the benefits of the contract, but is released from damnation and may be resurrected as normal. The new signer, however, receives no benefits, cannot be returned to life upon dying, and spends an eternity in Hel after death.

A Truly Free Market

The turmoil surrounding the expansion of the drow from Holoth has attracted the attention of the glabrezu demon Rixochle. With his succubus concubine, a gang of vrocks, and a quasit named Griloxtol he travelled from the Abyss to the Underworld hoping to take advantage of the chaos.

Griloxtol is the former familiar of a drow wizard whose early opposition to House Gullion (eagerly encouraged by the quasit) led to the dark elf's ultimate demise. The tiny demon tracked his master's soul into the Great Beyond, and seized possession of it. Griloxtol seeks "promotion" into a more powerful demonic form and has promised the Rixochle not only the wizard's soul but great opportunities in the chaos of Holoth, vowing that his insider knowledge will make it easy to fleece the power-hungry drow…

On the advice of the quasit, Rixochle assembled an assortment of magical items to trade for power and favors amongst the drow. The glabrezu also captured an assortment of mortal slaves; his intent is to trade these mortals to Matron Maelora or corrupt them with the aid of his concubine, the succubus Krissila.

All has not gone as planned, and Rixochle is far from pleased at this point with his sojourn onto the Material Plane. The situation in Holoth is more chaotic than his personal taste would approve of (as odd as it sounds for a demon to desire less chaos, the opportunities Griloxtol spoke of are rare and paltry, hardly worth the glabrezu's time). Rixochle senses he is somewhat out of his depth in the city; the cabal has been kept waiting by representatives of the various drow houses, and has even engaged in a few minor skirmishes with a group of devils who seek to advance their own aims. At this point, the demon is willing to seize on any opportunity to earn some return on his frustrated efforts.

Placing the Demonic Cabal

The cabal represents a roleplaying opportunity to divest the PCs of overpowered magical items. If the demons are encountered in Tolgorith Tower, the best place to set them is **Room T7**, where they are awaiting an audience with representatives of House Gullion (and the glabrezu is furious with the lack of respect shown him as he is forced to bide his time in a slave pen). Alternately, they can be holed up in the city proper, in a warehouse or similar chamber plotting their next diplomatic move. Rumors of their location could be revealed by captured drow guards, freed slaves or even Makinnga, if the PCs have made alliance with the disaffected necromancer, or the quasit Griloxtol might approach the PCs on behalf of his new master. In all cases, the rumors speak of an Upperworld elven wizard (see Rixochle's appearance below) and his powerful servants uncommitted to one side or the other in the current struggle.

with in the city; the cabal has been kept waiting by representatives of the various drow houses, and has even engaged in a few minor skirmishes with a group of devils who seek to advance their own aims. At this point, the demon is willing to seize on any opportunity to earn some return on his frustrated efforts.

The Cabal's Chamber

The floor, walls, and ceiling of this chamber are decorated in arcane and unholy symbols drawn in blood. At the far end of the chamber, an attractive elf in black robes paces in front of a heap of collapsed humanoids who are watched over by what would be a beautiful woman, were her loveliness not betrayed by tiny horns, bat-like wings and a sinuous tail. In the middle of the room a quartet of half-man/half-vulture creatures rock back and forth in a cloud of spores and feathers. The elf speaks, "It is about time; let us be about our business!"

The demons are identifiable with standard **Knowledge (planes) checks (DC = 10 + CR)**. Rixochle has used his *veil* spell-like ability to disguise himself as an elven wizard, although he radiates an overwhelming aura of evil. As the PCs interact with him and the other demons, they are allowed a **Will save (DC 21)** to pierce the illusion. If both the vrocks and succubus are identified, a successful **Knowledge (planes) check DC 23** hints that a succubus and 2-5 vrocks are often led by a glabrezu master.

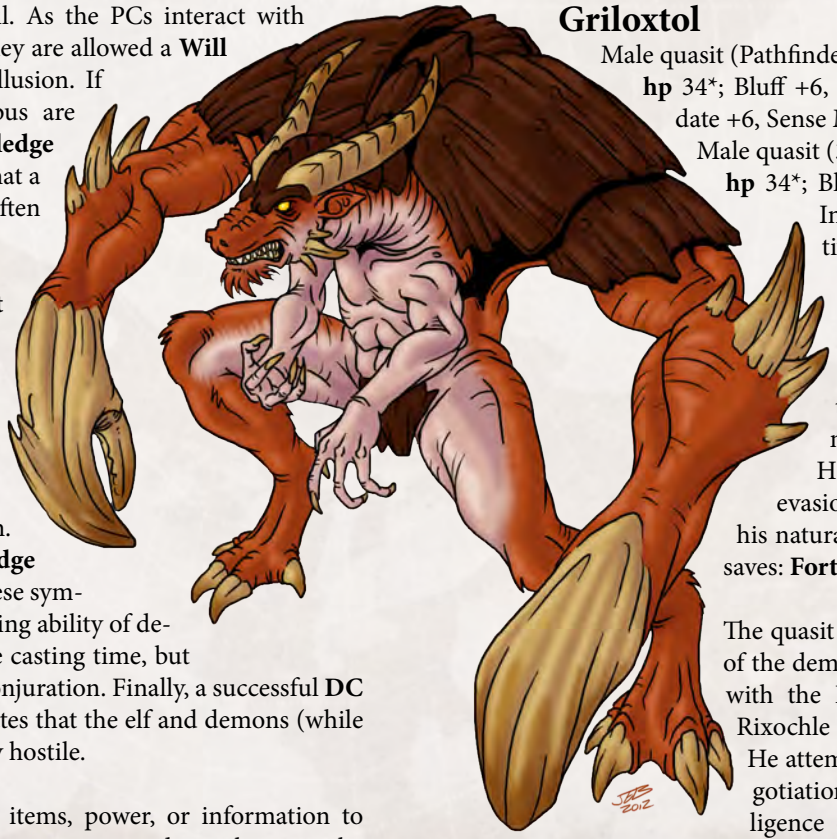
A successful **DC 20 Spellcraft check** reveals the symbols scribed on the chamber's walls and floor as an enhancement circle that allows certain summoning spells to be cast as a standard action rather than a full-round action. A successful **DC 20 Knowledge (planes) check** reveals that these symbols are keyed to the summoning ability of demons and not only reduce the casting time, but guarantee the success of the conjuration. Finally, a successful **DC 10 Sense Motive check** indicates that the elf and demons (while certainly evil) are not instantly hostile.

The demons possess magical items, power, or information to trade, save the vrocks; they are minions and simply await the commands of Rixochle.

The Cabal

Rixochle

Male glabrezu (Pathfinder)
hp 186; Bluff +28, Diplomacy +22, Intimidate +22, Sense Motive +18
Male glabrezu (3.5)
hp 174; Bluff +22, Diplomacy +9, Intimidate +24, Sense Motive +18
Impatient and frustrated, Rixochle vents his spleen verbally on the unfortunate quasit if negotiations seem to be going poorly. Rixochle poses as a corrupted elf wizard (the quasit might be mistaken for his familiar) and in addition to the magical items for trade is willing to grant a wish. This *wish*, as all glabrezu *wishes*, is calculated to fulfill the wisher's need in the most destructive way possible. At the GM's discretion, the destructive nature of the *wish* need not be revealed until after the conclusion of this adventure, although it certainly happens after the demons retire safely.



Griloxtol

Male quasit (Pathfinder)
hp 34*; Bluff +6, Diplomacy +0, Intimidate +6, Sense Motive +1
Male quasit (3.5)
hp 34*; Bluff +6, Diplomacy +2, Intimidate +2, Sense Motive +1
* Griloxtol still maintains some of the benefits of having recently been a familiar. His **hp** total is **34** (half his former master's total - 11 HD). He gains improved evasion, a +6 improvement to his natural armor, and increased saves: **Fort +3, Ref +5, Will +3**

The quasit is more eager than any of the demons to secure a bargain with the PCs, hoping to please Rixochle enough for promotion. He attempts to facilitate the negotiations, and can offer intelligence or information on the current state of affairs in Holoth. The GM should use Griloxtol as a conduit to reveal background or critical story information the PCs have missed. The quasit's

former position as a familiar has made him privy to most of the goings on in the city and amongst the drow houses. As noted in the **Placing the Demonic Cabal Sidebar**, the quasit may also be used as a way to introduce the PCs to the demonic party.

Krissila

Female succubus (Pathfinder)
hp 84; Bluff +27, Diplomacy +19, Intimidate +16, Sense Motive +13
Female succubus (3.5)
hp 33; Bluff +19, Diplomacy +12, Intimidate +19, Sense Motive +2
This impure vixen has grown bored with Rixochle's frustration; although she speaks words of romance and love to the "elf", it is clear she has a taste for other mischief. Krissila has used her energy drain kiss on some of the prisoners, and the freedom of the captives themselves may be bargained for. She maintains that these creatures came to her willingly for power, using her *suggestion* and *charm monster* abilities to reinforce the lie. Indeed, all of them were genuinely corrupted before encountering the succubus and the GM can add +2 to the difficulty of the rolls to see through Krissila's use of *suggestion* and *charm monster* when they refer to the prisoners. Their captives are a mix of dwarves, dwarven allies, and even the odd drow from an opposing house. The GM may wish to give class levels to some of the dwarves to reinforce the PCs or make up spell casting or other skill deficiencies in the group, although the released prisoners require healing and equipment to prove truly useful. In addition to trading the prisoners, Krissila will also tempt the PCs with her Profane Gift (not taking advantage of it until the conclusion of the adventure, or until the PCs attempt to remove it).



Vrocks (4)

Male vrock (Pathfinder)
hp 112 each; Bluff +3, Diplomacy +3, Intimidate +15, Sense Motive +15
Male vrock (3.5)
hp 115 each; Bluff +3, Diplomacy +5, Intimidate +16, Sense Motive +16
Tactics Engaging the demons in combat is foolhardy; the PCs should be cautioned against it. If the group insists, the glabrezu opens with *reverse gravity* (killing the wounded captives in the process) and then uses his spell-like abilities to best effect. He *teleports* away if reduced to 60% hp or less. The vrocks and Krissila use their flight to avoid the **reverse gravity**, each summoning additional demons, drawing on the power of the summoning circle. Krissila attempts one *domination* and then *teleports* away. Half the vrocks (original and summoned) engage the party while the other half begin a Dance of Ruin - these demonic soldiers fight to the death to cover their masters' retreat, but otherwise flee when reduced to 25% health. The cowardly quasit flees at the commencement of combat. Sounds of battle draw a party of drow appropriate to the area in 1d4 plus 4 rounds.

The demons have hidden the following items for trade in a safe cache outside the city. They use their greater teleport ability to retrieve items during negotiation.

+1 anarchic weapon (GM's Choice)
+2 improved shadow elven chain (drow)
javelin of lightning (3)
ring of spell storing, minor
ring of wizardry I
ring of the ram
cloak of the mountebank
winged boots
glove of storing
Scrolls: *breath of life*, *stoneskin*, *bear's endurance-mass*, *death ward*, *cure critical wounds*
Potions/Oils: *protection from energy, fire* (2), *cure serious wounds* (2), *remove blindness/deafness*, *remove curse* (CL 12th), *daylight*

The glabrezu has two more items, but reveals them only if he senses an opportunity to ensnare the party with their own greed. Rixochle then produces a *manual of bodily health*, and suggests that the PC (or player) who has already shown greatest avarice (but won't benefit most) make use of it. If the party cannot decide who should receive the benefits of the manual, the demon offers to enhance a second PCs ability scores as noted below. Although this discussion will likely cross the in-character and out-of-character boundaries, Krissila can use her *suggestion* ability to calm any fears the PCs might have around making such a deal - even if the urbane elven facade of Rixochle has been penetrated by the party. If PCs are arguing (in or out of character), this gives Krissila a +2 insight bonus to the difficulty of the Will save against her *suggestion*, as she uses language that matches what the arguing PC wants to hear. This check should be made in secret to give the GM flexibility on how to present a success or failure on the save - the goal here is not to initiate combat, but to drive a bargain advantageous for the demons.

manual of bodily health +2 (or other stat at the GM's discretion, perhaps one that is of least use to the party)
*scroll of wish**

*Note - the glabrezu only offers the scroll as specified above. He offers to use the scroll to enhance an ability score by +2, in conjunction with a casting of *wish* from his own magical abilities. He states for his own protection that he will frame the *wishes* (from the scroll and his own casting) that the effects will not take place until the *manual of bodily health* is used (delaying their effects until after this adventure, setting up a story seed for the future). For mental ability enhancements a good drawback/destruction effect is to age the PC one age category to account for the enhancement buff (which not only shortens their lives but weakens them physically). For a physical enhancement consider making the demonic gift visible in some sort of physical manifestation on the PC (penalizing charisma), or increasing the blood flow to the heart at the expense of the brain, resulting in a wisdom or intelligence penalty; these penalties should be similar to the loss/increase of ability scores due to aging.

Continuation of Adventure Paths

Holoth: Main Gates

Continuation of A & C Paths (A6/C3)

Approaching the Main Gates to Holoth

As you near the city of Holoth you view a sea of lights floating within a vast cavern bathed in jade and orchid luminosity with flecks of azure emanating from the great stalagmites and stalactites towering over the great chamber. Access to the cavern ahead is blocked by walls over 50 feet tall and reinforced with thick black stones. Atop the ramparts of this bulwark can be seen a large force of active drow soldiers. A spider seemingly the size of a small village rests before the main gates, waiting for something to happen. The gates themselves are 30 feet tall and made from solid black metal. Sharp barbs stick out in a very orderly and purposeful manner, placed there to gore any would-be intruders and never let them go, as is apparent in the numerous bleached white skeletons still hanging from the spikes. A mechanism for a portcullis is also visible, although the portcullis and gate are currently open.

Unbeknownst to the PCs, additional giant spiders are positioned just inside the city walls.

If the PCs are not careful to take cover they will be spotted by the drow (Spot/Perception +8), who will order the Drow Engagers and City of Holoth Drow Guardians to fire at will at the PCs. When this fails, the guards will order all of the giant spiders over the wall and finally engage the PCs with the ballistae.

If the PCs stay hidden and bide their time it will become increasingly difficult to enter the city without being noticed because of Matron Maelora's scrying, unless they are able to use a powerful illusion or polymorph themselves into drow or giant spiders.

If the PCs are able to change form into drow and attempt to enter the city, they will be asked for their house insignia. If they cannot

present it they will be questioned further and investigated with magic (where their identities will be uncovered). Once found out they will be captured and scheduled for execution.

It's up to the PCs whether they want to fight the drow, coerce their way into the city, or flee Holoth altogether (perhaps finding another route). The statistics for the basic city defenses are provided below should they be needed.

City Walls

Hewn stone (3 ft. thick)
Hardness: 8
HP: 540
Break DC: 50



Drow Ballista

This ballista is essentially a Huge heavy crossbow fixed in place. Its size makes it hard for most creatures to aim it. Thus, a Medium creature takes a –4 penalty on attack rolls when using a ballista, and a Small creature takes a –6 penalty. It takes a creature smaller than Large two full-round actions to reload the ballista after firing. All penalties are reduced by 2 points if another drow assists. Only a total of 2 drow may arm a single drow ballista.

Drow Ballista (6)

Damage: 3d8
Critical: 19–20
Range: 220 ft.
Typical Crew: 1-2

Monstrous Spiders, Large (8)

3.5 hp 22 / CR 2
Pathfinder black widow hp 37 / CR 3

Monstrous Spiders, Huge (2)

3.5 hp 52 / CR 5
Pathfinder ogre spider hp52 / CR 5

Drow Guardsmen (50)

3.5 hp 37 / CR 5 / pg 354
Pathfinder hp 37 / CR 4 / pg 415

(Pathfinder® Roleplaying Game Bestiary™)

Progressing into the city proper, you are finally able to take in the beauty that is the metropolis of Holoth, home of the drow. Thin towers made from the rock itself climb straight up toward the ceiling of this great cavern. Symbols of black spiders and buildings constructed to resemble the venerated creatures are everywhere. You are not certain as to your destination within the city, but as you progress further you see that more resistance is ahead. There are many civilians roaming the roads and unfamiliar buildings and corridors, as well as two formidable guard towers from which flows a steady stream of foot soldiers that take to the streets in search of someone or something. It's not going to be easy to continue, even if you can figure out which way to go.

Tolgorith Tower will not be a familiar place to the PCs, so they have the option of using their own divining magic to discern its location or disguising themselves as drow and attempting to converse with the citizens of the city. The latter will be difficult unless the PCs are well versed with either the Drow tongue or their sign language (which is generally a secret only the drow know). There are of course enchantments and other spells to break this language barrier, but even with these there is always the chance a drow will recognize the PCs as outsiders and summon a guard just to be certain the party are who they say they are. In times of war, everyone is suspect.

Entering Holoth

The PCs must make their way through the city to Tolgorith Tower. How they do this is entirely up to them, although navigating a drow city is surely a dangerous task indeed.

Holoth: Guard Towers (2)

As the PCs progress into the city additional guards will stream from the towers while ballistae fire upon the party from above.

Drow Ballista (1 per tower)
Damage: 3d8
Critical: 19–20
Range: 220 ft.
Typical Crew: 1-2

City of Holoth Drow Guardians (20)

3.5 hp 30 / CR 8 / PG 353
Pathfinder hp 45 / CR 6 / PG 415

Holoth: Reinforcements

After the alarm has been sounded additional reinforcements will appear within 1d10+5 minutes for the duration of the PCs stay within the city. After 15 such conflicts the reinforcements will stop coming. These reinforcements will not appear so long as the PCs are within Tolgorith Tower.

City of Holoth Drow Guardians (4) (reinforcements)

3.5 hp 30 / CR 8 / PG 353
Pathfinder hp 45 / CR 6 / PG 415

Arriving every 1d10+5 minutes within city of Holoth



Exploring the City

Use the map provided as the PCs explore Holoth, referring to various locations as needed. It will prove quite difficult to explore without being spotted unless the party has a failsafe disguise or powerful illusion to aid them. The primary adventure continues when the PCs investigate the House Gullion Mushroom Fields, Slave Camp, or arrive at the Spider Goddess Temple and Tolgorith Tower.

Entrance from the Back Road

Continuation of Path B (B3)

If the PCs took "Path B", they begin the adventure entering the city through the Back Road which will lead them past a drow check point, a guard tower, the main mushroom farm, the Temple of the Spider Goddess, and finally to Tolgorith Tower itself.

Back Road Checkpoint

6 City of Holoth Drow Guardians stand watch here, made up of dark elves from House Zephroth. They are all on edge because an order has come from House Gullion that Upperworlders are attempting to enter the city. As it happens, none of the drow here have seen an Upperworlder up close and are rather naive about what humans can actually look like—"All the same; swine on two legs!" is a common response to cover up this ignorance—although they are familiar with dwarves and goblins, and have a passing knowledge of deep gnomes. Elves can be passed off as drow with a makeup and a Disguise skill check while orcs can be viewed as exotic mercenaries. Dwarves can be seen as dweorg and gnomes as deep gnomes. Humans will be the most tricky race to disguise, followed by half-orcs and half-elves; attempting to present these races as sacrifices for House Gullion may well be the best approach, but using the necessary chains and yokes to make this realistic will hamper the PCs concerned.

If the party bluffs their way past, they will have to beat a **Sense Motive check (1d20+15)** from the leader of the guards. If the PCs can show a House Gullion insignia pin, this gives a +5 circumstance bonus to their Bluff check. Additional increases may be added for extraordinary role-playing at the GM's discretion.

If the party decides to intimidate the guard duty, they find that the current level of paranoia and fear bolster the defenses of the members. Although none of them is particularly wise in general, they know what is good for them when doing this job, meaning they all get a +2 bonus to their rolls to resist attempts to intimidate them (treated as opposed checks). In return, the guard leader gets +12 to his d20 roll and the warriors each get +7 to theirs when they attempt to intimidate anyone arriving at the city gates. If the PCs can show a House Gullion insignia pin, this gives them a +10 circumstance bonus to the roll; intimidatory tactics are common from most members of House Gullion. At least 5 of the 6 guards, including the leader, need to be successfully intimidated for the party to be able to immediately move on.

If 2 of the City of Holoth Drow Guardians make their rolls, the PCs have to Intimidate the group again, with all the guards getting an additional +2 bonus to their second roll as doubt sets in.

If the leader makes his check, or 3 warriors make their check, a fight starts.

If the leader or 2 warriors are killed, another Intimidate check can be made with a +2 bonus to the PC making the roll. If successful, the party can move on, but one of the warriors will attempt to follow the PCs and report what has happened to the first senior drow (10 HD or more) that he meets.

Back Road Guard Tower

This guard tower protects the city from monsters and creatures which wander in through the Back Road. They watch this passage constantly and unless the PCs are able to sneak past or convince the guards at the checkpoint to let them by, the guard tower will sound the alarm. Once the alarm has been sounded, dark elves will stream from the tower and head toward the checkpoint while the ballista fires at the PCs once a clean shot can be had. The drow working the ballista do not want to hit their own men but will not hesitate if it means the chance of a good shot at a PC or two.

Note: Once the alarm has been sounded, City of Holoth Drow Guardians will arrive every 1d10+10 minutes unless the PCs are NOT on Path A and approach Tolgorith Tower. In this case these patrols will cease as the guards become more interested in what is occurring at the tower.

Drow Ballista (1)

Damage: 3d8
Critical: 19–20
Range: 220 ft.
Typical Crew: 1-2

City of Holoth Drow Guardians (20)

3.5 hp 30 / CR 8 / PG 353
Pathfinder hp 45 / CR 6 / PG 415

Exploring the City

Use the map provided as the PCs explore Holoth, referring to various locations as needed. It will prove quite difficult to explore without being spotted unless the party has a failsafe disguise or powerful illusion to aid them.

House Gullion Mushroom Farm and Fields

House Gullion runs and maintains numerous mushroom farms and fields.Most members of House Gullion suspect that the matron plans to monopolize the food supply in Holoth, thereby controlling the people themselves on a more intimidating and intimate level.

Two mushroom golems, recently captured from the Fungi Forest on the Back Road, have been magically manipulated and brainwashed to serve as gardeners for the crops so House Gullion may save their living resources for other conquests.

Lucky for the PCs, most of the drow that normally work at this farm have been called away to provide additional help at the House Gullion Slave Camp. The mushroom golems have been left to tend to the fields and repel vermin.

Upon entering the Mushroom Farm, the first thing that is noticed is the smell, a strong earthy odor with a tinge of rotting flesh. The very floor of the cavern is soft and rather slippery from all the years of decay.

Mushrooms of various shapes and sizes are growing throughout these vast fields, and in the distance a number of rare glowing mushrooms can be seen; a successful **Spot/Perception check (DC 22)** identifies a few lunarae scattered amongst the luminous fungi. They cast an eerie glow over the rest of the field, providing barely enough light to see by.

With a successful **Search/Perception check (DC 25)** various items may be found scattered throughout the mushroom fields (clothing in various states of decay, bones from several creatures, and a few rusty metal items).



A small tool shed that houses farming implements is located on one end of the field.

The shed doesn't hold much other than a few well-used laborer's tools and some Underworld fertilizer.

With a successful **Listen/Perception check (DC 30)** the shuffling of feet may be heard off in the distance. This is one of the two mushroom golems; they mindlessly work the fields, mostly oblivious to the PCs (and will only attack if threatened). Both have been severely brainwashed by the drow and can only be convinced to return to the Fungi Forest on the Back Road should the fungiant himself pay them a visit. Should the PCs wish to speak with the Fungiant about this matter after the mission, he would be interested in retrieving these two, and the party would be rewarded both materially and with experience equaling a CR 7 encounter.

Mushroom Golem (2)

3.5 hp 96 / CR 10 / PG 373
Pathfinder hp 96 / CR 10 / PG 436

Movement must be cautious, due to the fact that some of the mushrooms are poisonous and if disturbed will release a potentially deadly gas. Any movement at greater than half speed has a 50% chance of disturbing a suitably toxic mushroom, causing one of two kinds of spores to waft into the air.

Hazard

Suffocatio Spores: When these make contact with anything (sometimes including each other if the breeze is violent enough) they create a cloud that fills a circular area (20 feet across and 10 feet high on the first round) that spreads an additional 20 feet out and 10 feet up each round for two more rounds (finally occupying a cylinder with a 60 foot radius and 30 foot height.) Anyone within the cloud must make a **Fortitude save (DC 20)** or begin violently coughing and choking (gaining the sickened condition); a successful save means that the character manages to hold their breath and when they eventually take a breath, the save will automatically fail (after 1d4+4 additional rounds, the gas dissipates.) *Suffocatio spore* clouds occupy a space between 5 and 15 feet and have a movement rate between 5 feet and 15 feet per round; contact with spores that occupy a creature's space can be avoided with a successful **Reflex save (DC 30; a new check is required every round)**.

Pizmutiaas Spores: When these floating globules of gas come into contact with anything (sometimes including each other if the breeze is violent enough) they pop and are exposed to oxygen, the gas inside immediately transforming into a liquid vapor. When inhaled this vapor causes a violent reaction similar to mustard gas; a successful **Fortitude save (DC 17)** reduces the damage to 1d4 but on a failure the PC begins coughing and choking, falling to the ground and taking 1d6+1 damage per round for a period of 1d4+2 rounds (after which they recover for 1 round before resuming normal breathing).

For the next 1d2 days this character finds excessive activity difficult, resulting in a -2 penalty to skill checks when running, swimming, fighting, or doing any rigorous and strenuous task.

Pizmutiaas spore clouds occupy a space between 10 and 20 feet and have a movement rate between 10 feet and 20 feet per round; contact with spores that occupy a creature's space can be avoided with a successful **Reflex save (DC 35; a new check is required every round)**.

House Gullion Slave Camp

The House Gullion Slave Camp is on solid lock down and as the PCs approach they spot a huge Underworld tyrannosaur circling the camp, a creature trained to attack any groups not bearing a House Gullion pin. If the PCs have a pin the beast will stop, get very close, smell them then return back to circling the exterior of the camp. Once it has memorized their aroma, it will be able to pick them out in a fight or similarly confused situation even if they are disguised or hidden.

There are 2 watchtowers from which City of Holoth Drow Guardians scan the nearby roads. Should the PCs approach, the tower will sound the alarm, bringing all the perimeter Drow Skirmishers to attention; they immediately approach the PCs as those from the towers spill into the streets.

If the PCs are able to sneak closer without alarming the watchtower guards, they will still have to sneak past the eight patrolling the perimeter. This will be difficult given that their mounts have an impeccable sense of smell and will catch whiff of anything "alien" in the air. There are also the trained Underworld tyrannosaurs to evade.

The slave camp is currently less full than would be expected, due to the need to feed the *Vidrefacte*; there are about 800 slaves (775 if anyone wants an exact number) in total. The compound contains a number of pits, cells, and holding areas where they are processed, kept, and forced to work. New slaves arrive on a daily basis from various points of the Underworld in which the drow



have established themselves. In some cases House Gullion has purchased the lowliest of dark elves from other houses and tossed them into the slave camp to supplement the great number of sacrifices required daily by the matron for use in the *Vidrefacte*. The demographics of the slaves kept here vary greatly depending on which path the PCs have taken.

Path	Dwarf	Human	Other	Drow
A	80%/620	10%/78	9%/70	1%/7
B	50%/388	10%/78	10%/77	30%232
C	40%/310	10%/78	10%/77	40%/310

*Other includes various Underworld races such as subtypes of dwarf, deep gnome, mercane, troglodyte, visiting creatures from other planes, and anything else the GM deems suitable. These creatures are not included in the total figure for the city's population.

About 75 (just under 10%) of the slaves kept here are the cream of the crop, individuals hand picked by the family members of House Gullion for their strength, adaptability, tenacity and above all, demonstrated loyalty. Although clearly in servitude (with all the signs of this such as minimal clothing, House Gullion branding or tattooing, and in most cases neck collars with the house symbol magically etched into them to act as a restraining device), these particular humanoids are on the side of their mistress or master. They have never been considered as food for the *Vidrefacte* and each have a named member of House Gullion as their advocate. They come equally from the 4 groups of slaves.

Years of obedience and recent signs of favoritism have changed the attitudes of these 75 rather dramatically. If the PCs set this group of slaves free, they will turn on the party as 3 separate mobs of 25 slaves. If the PCs attack them, the slaves will fight back ferociously! They know a number of well-trained drow watch over the compound from corner towers and around the perimeter, while the housing blocks are more like cells and don't have solid walls (so the occupants can be observed at all times). As long as these guardian drow live, the slaves fight; when all their minders are killed, they melt away at the first chance.

If the remaining 700 slaves are freed, they form into knots of about 50 members and attempt to wreck vengeance on all they come across. These groups are usually made up of just one of the slave types. This will be a bloody affair, as the slaves don't hold back in their desperation to get away at best, or cause damage to the drow and their collaborators at the very least (and many will go down fighting.) The party may find themselves at the head of one or more of these groups and be expected to valiantly take the battle to the dark elves. Handling the results of these encounters could be traumatic for players and characters alike.

Slave Groups

If released from the pens, the slaves form up into opposing crowds - three groups of pro-drow "chosen", each with 25 members, and fourteen groups made up of 50 of the bedraggled, downtrodden

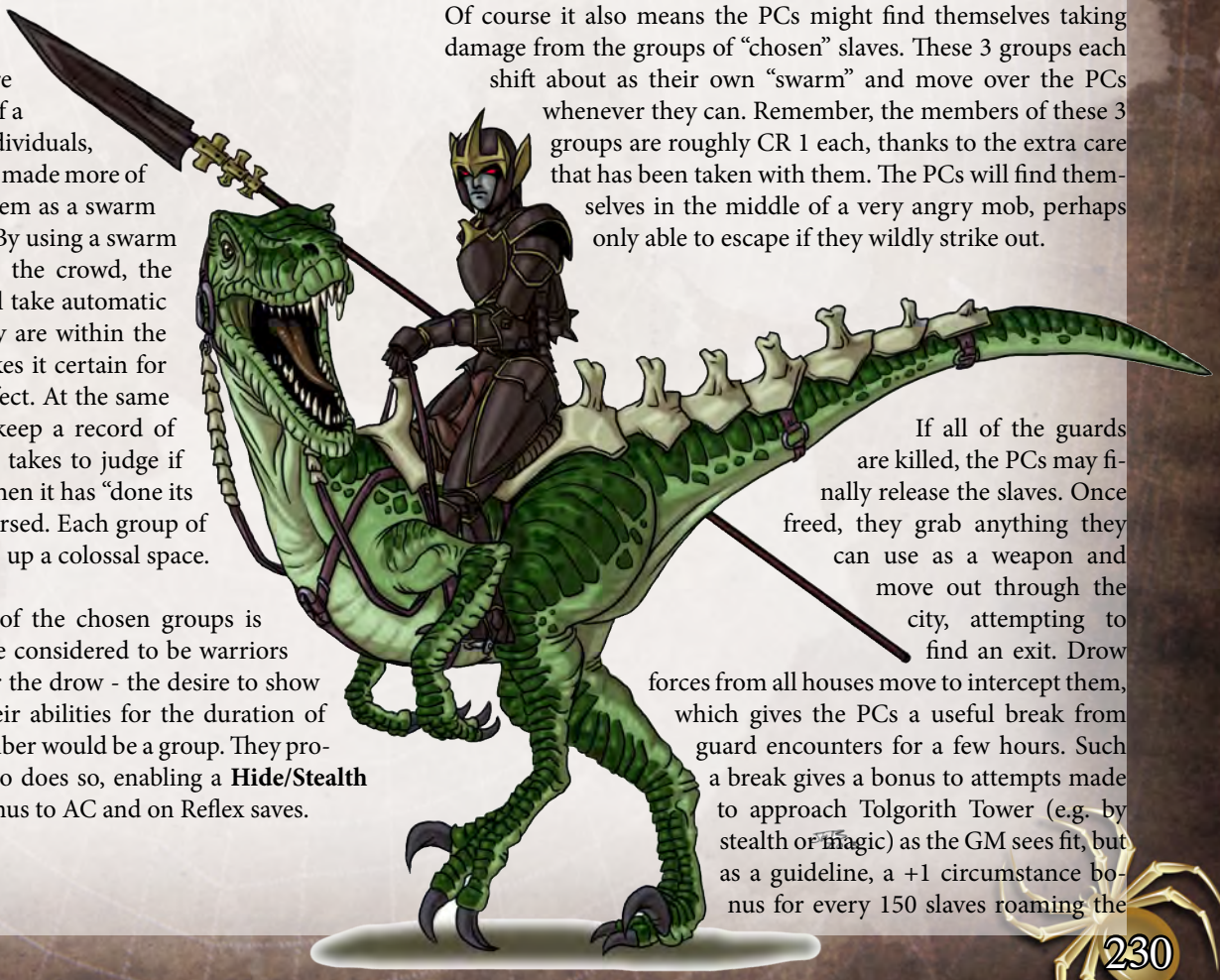
slaves. Each will join their respective sides in any fight that breaks out around the slave pens, with the loyal groups heading for the two tyrannosaurs and one of the deinonychus riders, while the non-chosen will look to the PCs to act as guides.

It isn't necessary to put every person on the map when a fight breaks out around the slave area. Instead just indicate which squares on the map contain each group. Usually these collections will move at 30 feet per round, but if they see something obviously dangerous, they'll move away at 40 feet per round at initiative count 0. Each type of group doesn't count as dangerous to the other as they are almost equally matched; in fact, they are more likely to move on to another target than face each other in a vicious brawl.

With so many slaves to keep track of, we suggest you use the "swarm" variation below. It takes 2 squares of movement to enter a square containing a group. They provide cover for anyone who does so, enabling a **Hide/Stealth check** and providing a bonus to AC and on Reflex saves.

Each member of the downtrodden groups is roughly CR 1/2 so they are never going to be much of a threat to the guards as individuals, but as a whole they can be made more of a challenge by treating them as a swarm rather than commoners. By using a swarm to represent everyone in the crowd, the guards and dinosaurs will take automatic damage every round they are within the confines of it, which makes it certain for the mob to have some effect. At the same time, the GM needs to keep a record of the amount of damage it takes to judge if the group roll onwards when it has "done its job" or is destroyed/dispersed. Each group of downtrodden slaves takes up a colossal space.

Similarly, each member of the chosen groups is roughly CR 1, and can be considered to be warriors when released to fight for the drow - the desire to show their worth enhances their abilities for the duration of this encounter. Each member would be a group. They provide cover for anyone who does so, enabling a **Hide/Stealth check** and providing a bonus to AC and on Reflex saves.



Each member of the downtrodden groups is roughly CR 1/2 so they are never going to be much of a threat to the guards as individuals, but as a whole they can be made more of a challenge by treating them as a swarm rather than commoners. By using a swarm to represent everyone in the crowd, the guards and dinosaurs will take automatic damage every round they are within the confines of it, which makes it certain for the mob to have some effect. At the same time, the GM needs to keep a record of the amount of damage it takes to judge if the group roll onwards when it has "done its job" or is destroyed/dispersed. Each group of downtrodden slaves takes up a colossal space.

Similarly, each member of the chosen groups is roughly CR 1, and can be considered to be warriors when released to fight for the drow - the desire to show their worth enhances their abilities for the duration of this encounter. Each member would be straightforward for a PC to deal with, but groups of 25 make a significant challenge. Each group of chosen slaves takes up a gargantuan space.

Of course it also means the PCs might find themselves taking damage from the groups of "chosen" slaves. These 3 groups each shift about as their own "swarm" and move over the PCs whenever they can. Remember, the members of these 3 groups are roughly CR 1 each, thanks to the extra care that has been taken with them. The PCs will find themselves in the middle of a very angry mob, perhaps only able to escape if they wildly strike out.

If all of the guards are killed, the PCs may finally release the slaves. Once freed, they grab anything they can use as a weapon and move out through the city, attempting to find an exit. Drow forces from all houses move to intercept them, which gives the PCs a useful break from guard encounters for a few hours. Such a break gives a bonus to attempts made to approach Tolgorith Tower (e.g. by stealth or magic) as the GM sees fit, but as a guideline, a +1 circumstance bonus for every 150 slaves roaming the

city is appropriate. The number of slaves will reduce by 150 every 10 minutes after they are fully released, and the circumstance bonus reduces appropriately—this is a bloody affair.

Alternatively the PCs may attempt to sway the slaves to their cause by succeeding with Diplomacy rolls. Higher results gather a greater following, while different races react in different ways (see table below). This includes any drow prisoners that were going to be sacrificed; as a result of seeing the PCs in action, these drow are at least prepared to give the party the chance to prove its point. Each successful role thats makes a race of slaves friendly will add 1d10+5 members of that race to a PC-led "swarm". Each PC can attempt to sway each race once, although if all the members of a particular race have been recruited, no more appear. Any failures means the next PC tries with an additional penalty to the roll (see below). Multiple failures can stack. Use the following table as a guide.



Downtrodden Slaves (Swarm)

(Swarm) 3.5 hp 112 / CR 10 / Pg 351
Mob (Swarm) Pathfinder hp 125 / CR 10 / Pg 412

Chosen Slaves (Swarm)

(Swarm) 3.5 hp 112 / CR 10 / Pg 348
Mob (Swarm) Pathfinder hp 112 / CR 10 / Pg 410

Advanced Tyrannosaurs (2)

3.5 hp 387 / CR 14 / Pg 393
Pathfinder hp 342 / CR 14 / Pg 457

City of Holoth Drow Guardians* (4)

*Each guard carries 2 potions of *cure serious wounds* and will drink if HP are reduced to 1/3rd.

3.5 hp 30 / CR 8 / Pg 353
Pathfinder hp 45 / CR 6 / Pg 415

Drow Skirmishers (8)

*Each guard carries 2 potions of *cure serious wounds* and will drink if HP are reduced to 1/3rd.

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

Drow Knights* riding Deinonychus (8)

*Each guard carries 2 potions of *cure serious wounds*, one for them and one for their mount, which they will use if HP are reduced to 1/3rd for either of them.

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

Deinonychus (8 mounts for above)

(8 more kept in stockades within camp)

3.5 hp 34 / CR 3 / Pg 354
Pathfinder hp 34 / CR 3 / Pg 416

Influences on Diplomacy Rolls

Predominant race is...	Dwarves	Humans	Others	Drow
Starts as....	Indifferent	Friendly	Indifferent	Unfriendly
Improves if .... present in party	Dwarf, svirfneblin	Human, half-any or paladin/good cleric	Own type or within 2 alignment steps	Same alignment
Bonus to roll per type	+3	+4	+3	+3
Worsens if .... present in party	Drow, any NE aligned	Drow, any NE or CE aligned	Any more than 2 alignment steps apart	Gnome, dwarf, elf
Penalty per type	-2	-3	-1 per additional step	-1 (elf -6)
Penalty per failure	-2	-1	-3	-2

Once the PCs gather a group of followers (up to 50 members per group) they may use them as they see fit, including as a distraction or battering ram through sheer weight of numbers. Remember, most of the slaves themselves have little combat experience and will be easily mown down by drow in a straight fight, but if the PCs can convince them that the battle is for both their immediate liberty and the freedom of future generations from the possibility of slavery under the drow (through expertly performed roleplaying by the players), they may just be willing to lay down their own lives in defense of the party and their mission.

Adventure Paths Converge

All three paths converge as the party nears Tolgorith Tower, the appearance of the vidre depends heavily upon prior events and which path the party chose. Reference the section 'Adventure Paths' in the beginning of 'Usurper of Souls' to see what events transpire as your PCs approach the tower.

Approaching Tolgorith Tower

The approach to Tolgorith Tower is riddled with various drow traveling the roads to and from other houses. If the PCs are spotted, most of the dark elves flee to alert City of Holoth Drow Guardians. PCs may attempt to take out the drow travelers if they wish to stop them before they warn the guards. They are regularly, if not frequently, accompanied by "something". For example, if anything needs to be carried, the drow may have a zombie, a slave, a quasit or imp, a fiendish pack animal, an elemental, a flesh golem or even a gray render if one has become attached to the drow. These creatures usually will leave the scene with the dark elf; just occasionally, they will fight on behalf of them, but only if the drow joins in the combat. The nature of the accompanying creature reflects the standing of the drow; other than the gray render, the HD of the servant will never equal or exceed that of the drow mistress or master, and usually has half or fewer hit dice if alive.

Despite the ferocity of the lock-down instigated by Matron Maelora, there are still a very few non-drow, non-slaves in the city, but only creatures of the greatest power and importance in their own worlds. Each will have a very limited time available to them in the city and will be subject to attack by members of House Gullion if they think they can either win a battle against the creature or, more usefully, drag it off to be slaughtered for the *Vidrefacte*. This situation explains why there are many fewer summoned and oth-

erworldly creatures in a city that would normally be teeming with them. The flip side to this situation is that these creatures, made aware of their hazard-filled and precarious situation by the member of whichever house has summoned them, may lend a hand to the PCs' cause if they see the party fighting against House Gullion guards (Drow Engagers, Drow Guardsmen or Drow Skirmishers) and the creatures themselves are lawful. Chaotic creatures will take advantage of the situation to rush by in order to complete their task. If the GM would like to add a creature or two to any short, sharp encounters as the PCs approach the city, consider using the following:

- A fallen astral deva (as a standard astral deva except the description is now fallen angel—Extraplanar, Evil and any description with the tag "Good" or "Evil" is reversed; for example the creature has "Damage reduction 10/good" and its alignment has to be "always evil (any)". LE variants may assist the PCs, NE and CE variants will sneak by)
- A fallen trumpet archon (as a standard trumpet archon except the description is now fallen archon—Extraplanar, Evil, Lawful and any description with the tag "Good" or "Evil" is reversed; for example the creature has "Damage reduction 10/good" and its alignment is "always lawful evil")
- Either a single, a pair of or a team of 3 barbed devils
- An ice devil
- 2 bebilith, guests of another house on a diplomatic mission
- A retriever clearly marked with the insignia of another house, which may mistakenly take a PC for its target
- Either a single, a pair or a full nest of dark naga are on the trail of an enemy mage
- A pair of lawful troll hunters. These creatures are on the hunt for the member of another house, but are happy to kill any and all drow they come across. They are here at the request of a mysterious non-drow from their homeland, Obor, whom they have never openly met. Depending on the strength of the party, they will Intimidate the PCs and then take any magic weapons they find and want ,and then leave, but will promise to attack any party with elven or human members if their paths cross again. If the PCs choose to turn this into a full fight, the trolls will run as quickly as they can—they do have a mission to finish after all!



Drow Traveler(s)

3.5 hp 4 / CR 1 / Pg 355
Pathfinder hp 5 / CR 1/3 / Pg 417

Enter the Vidre

If the PCs took **Path A**, then the vidre have already come and gone and House Gullion has turned them away, sacrificing hundreds of dwarves from Embla to do so. House Gullion has already regrouped days ago, so GMs may simply skip this section as the PCs approach the Temple of the Spider Goddess.

If the PCs took **Path B or C**, the vidre will have arrived just prior to them and are in the process of engaging the drow, with some members of their group climbing Tolgorith Tower to see through plans to break into the tower and retrieve the *Vidrefacte*.

Although there are 5 vidre in the vicinity of Tolgorith Tower, the PCs will only face one (aside from the vidre at T33 on Path B or C). Since this enemy will be fairly tough, at some point the drow may appear, causing the vidre to lumber off in their direction. At this point give the PCs the chance to either run for the tower or risk engaging the vidre and the drow, if they are so bold! Luckily for the PCs, the drow are more interested in driving off the vidre than the appearance of Upperworlders here; only the matron and the oracle know the danger that the PCs' arrival signifies.



A group of huge humanoids made entirely of multifaceted crystal attack Tolgorith Tower in force. Many begin to climb the tower while a single being battles priests adjacent to a structure built to look like an all-too-realistic gargantuan spider. As you watch, the crystal being grabs a leg of the spider and rips a section of it clean off. It swings the leg like a club, and with a single swipe blasts a group of drow priests into the air, shattering the limb upon impact. It turns its sights on your group, drops what is left of the makeshift club, and begins to head in your direction.

Vidre (1)

3.5 hp 83 / CR 12 / Pg 395
Pathfinder hp 135 / CR 12 / Pg 459

Drow Guardsmen (6)

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

As the party continues into Tolgorith Tower it will notice that the guard force is busy chasing vidre around the tower, firing arrows and casting spells at them. Some of the guards have been slain and drow bodies litter the final approach towards the stairs to the Temple of the Spider Goddess and Tolgorith Tower. Due to this, the PCs may have an easier time slipping in and may also face a smaller guard force (at the GM's discretion and based on level and size of party accordingly).

An Unusual Underworld Breeze

If the party met up with Makinnga at the Ossuary Collaborative in ***Descent Into the Underworld***, they may have the *scarab of death* and the blank sheet of *kllellek paper*.

As soon as the PCs enter Tolgorith Tower, the scarab will flutter out of the carrying PC's possession and head for Makinnga. If they possess the *kllellek paper*, they will find that mindless undead continue to ignore them.



Temple of the Spider Goddess

The Temple of the Spider Goddess sits directly over the stairs which climb to the entrance of Tolgorith Tower. The PCs may choose to clean out the temple prior to entering Tolgorith Tower, or sneak past and deal with the priests at a later time.

It has been stated many times since Naraneus chose the drow as her children that there are few places less safe than within the temples built to honor her.

The Temple of Tolgorith Tower is no exception to this belief. Crafted from the hollowed out husk of a beyond-gargantuan arachnid, fortified with magics to withstand the passing of time, this once immense nightmarish creature now plays host to the worship of the drow's benefactor, Naraneus, the Queen of Venom.

1. Base of the Stairs

A great flight of stone stairs formed seemingly from the very ground they stand upon and smooth as if no tool had ever touched them, extends up into the great stalagmite that houses Tolgorith Tower. Crouched over the stairs like a nightmare summoned from the darkest abyss stands a petrified gargantuan arachnid, as if waiting for prey.

Located roughly ten feet up the stairs from the base, at a roughly 15 degree angle from the polished black mandible fangs of the petrified arachnid husk, is a magical trap that requires a **DC 25 Spot/Perception check** by a character with Trapfinding (or similarly appropriate skill/abilities) to detect.

The trap[1] is activated when anyone other than those mentioned below attempt to climb the stairs.

1. Developers' Tip: Due to the nature of the distance of the trap itself from where the group is in physical relation to the source of the danger, we encourage a GM to allow for some room for improvisation upon the part of the group (as long as the trap check is within a stone's throw of the target), as a rogue disabling this trap via mere dice roll defeats the very nature of roleplay.

- An individual bearing a house insignia from House Gullion
- Anyone carrying an official invitation from House Gullion
- Anyone of the bloodline of House Gullion
- Those bearing the insignia of the priests dedicated in service to Naraneus
- Those accompanying someone who meets any of the prior requirements

The trap is entirely magical, and gives no warning other than the possible electrical buildup one might feel in the air before a lightning strike. Visually speaking, a generous GM might point out potential burnt areas upon the stairs or singed tips upon the mandible fangs above.

Cascading Lightning Bolt Trap CR 6

XP 2,400
Type magical; Search/Perception DC 30; Disable Device DC 30
Trigger proximity (passing below the spider's mandibles); Reset no
Effect spell effect (three *lightning bolts* one after another in the same round,
5d6 damage each, Single Target, Reflex DC 16 for 1/2 damage).



Up until now the PCs have only heard rumors of this "Spider Goddess" and not much else. Once the PCs enter her temple, they will finally be face-to-face with her followers. Jump to the end of the adventure for more information detailing Naraneus the Spider Goddess, her favored weapon, domains, and spells can be found on pages 329.

Naraneus

Queen of Venom, She Who Weaves Darkness
Home: The Demiplane of Venom
Alignment: Neutral Evil
Symbol: A spider with a stylized face on the back or an 8-fingered hand
Portfolio: Darkness, Drow, Evil, Forbidden Knowledge, Spiders, Venom
Domains: Destruction, Drow, Evil, Knowledge, Penumbra, Poison, Xenophobe
Favored Weapon: Scorpion Whip, poisoned

History

From the beginning, during the Prime Event that created the cosmos, there has been light. However, where there is light there is also shadow and within this darkness dwell primeval beings. Known on numerous planes by a myriad of titles, she is known in this realm by a name whispered by the drow: Naraneus.

Appearance

Naraneus (Nare-an-AY-us) only appears to her worshipers in her true form. Her bottom half is a giant venomous hunting spider while her top half is a drow female with her face painted white. Her hair is also white and made of tiny spiders constantly moving in a crawling and disorienting fashion. She wears an apron made of surface elf skin.

Church of Naraneus

Controlled by a matriarchal hierarchy, every temple to Naraneus is attended by 1d2+1 priests of at least 5th level, with each of them occupying a room upon the site. Populations of neophytes range from 4-20 depending upon the size of the community the temple exists within. Every temple is serviced by their own internal guard (Drow Skirmishers) with a standing

troop of at least 12 members. Every temple is serviced by their own internal guard (Drow Skirmishers) with a standing troop of at least 12 members.

Worshippers and Clergy

The majority of drow worship Naraneus. Males can attain very limited rank in the theological hierarchy (one level of cleric), whereas females are unlimited.

Every morning each drow drinks a tiny dose of poison then turns to face the Spider Temple or to a symbol of the Queen of Venom and prays to Naraneus for forgiveness and guidance. There are no formal services unless the Matriarch requires it.

Holy Text

The Silken Dissertation relates the tale of the Surface War and why the drow chose the Underworld as their home. The text speaks of how the drow long to see the surface again, to live with their elven brethren in the forest, but may never do so because the surfacers are greedy.

Copies of the text are available to those who want one but they are simple black-covered affairs, where the cover of the original is a book woven of monstrous spider silk that has a purple sheen to it. The severed hand of a surface elf (altered to have eight fingers) holds the original book closed.

2. The Landing

Standing just beyond the viewpoint of the party, and above the temple upon the stairs, are the first two of four City of Holoth Drow Guardians overlooking the entrance to Tolgorith Tower. It is practically impossible for the party to enter the temple without being seeing, but with a **Spot/Perception check DC 25** the PCs should be able to notice the drow with enough time to avoid a surprise attack.

City of Holoth Drow Guardians

3.5 hp 30 / CR 8 / Pg 353
Pathfinder hp 45 / CR 6 / Pg 415

Dominating a side landing upon the continuing staircase, allowing access to the Queen of Venom's Temple, is a large ornately carved stone door, magically fused into the body of the arachnid.

Carved in a raised intricate detail is an eight fingered hand, viewed from the top down, with a recessed area in the center of the palm. There are no visible knobs, handles, hinges or knockers upon the door.

The door is designed to only open when either an attending priest or member of House Gullion places their personal insignia medallion within the recess. Not even the guards have permission to open this door unattended. It can be overcome with a **DC 35 Disable Device check**, with no time permitted for a character to attempt to take 10 or 20 (there are guards just up the stairs after all).

A botched attempt to open the door summons 1 monstrous spider to the landing which attacks the character who failed. The spider attacks with an automatic surprise upon the first round.

Monstrous Spider

3.5 Medium hp 11 / CR 1
Pathfinder Black Widow hp 37 / CR 3

(Pathfinder® Roleplaying Game Bestiary™)

3. The Vestibule

The lowest point within the temple, this room is dominated by a spiral staircase, that upon any inspection appears to go up more than one simple floor. The area here seems to a general meeting room, with seating and tables to greet and discuss matters with those the temple would have to deal with outside of the primary functions of worship.

As this is an active temple of worship, the only true random encounters one might come across within are the temple's guards, the cleric/priests who worship here, and the multitude of spiders which freely roam the confines of the temple. No free roaming spider is greater than large in size, and they rarely travel together but will quickly be drawn to a food source if detected.

Temple of the Spider Goddess



LEVEL ONE



LEVEL TWO



LEVEL THREE



LEVEL FOUR



Monstrous Spider

3.5 Medium hp 11 / CR 1
Pathfinder Black Widow hp 37 / CR 3

Drow Guardsmen

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

(Pathfinder® Roleplaying Game Bestiary™)

This large greeting room is decorated with sparse furnishings of seating and tables, the purpose behind it obvious to any who have spent time within a temple—here the priests may meet with those who are unworthy, and those who may defile their temple. The central spiral staircase has been formed from the bones of various species, both beastial and sentient, and adds a grisly reminder that not all life is held in high regard within sanctuary of malignant worship.

The walls have been carved by artisans of great skill to display a grand mural depicting several stages of drow history. Naraneus appears to be a central theme as the mural focuses on the improvements made to drow life since her arrival. Throughout all of the carvings there is one continuous connecting web, tying all the tales back to a central carving, similar in nature to the eight fingered hand upon the door. The sound of voices echoing down an above stairwell suddenly demand your attention.

On this level there is a 5% chance per round of randomly encountering a band of drow skirmishers, as follows:

Drow Skirmishers

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

Listen/Perception

This check assumes the group has a member who can understand the drow native tongue.

Note: If the vidre currently attack Tolgorith Tower these men will be talking battle plans as opposed to playing games as noted below.

15 - The guards appear to be playing a rudimentary game involving stones carved with numbers and a great deal of chance

20 - Two of the guards are discussing the white abomination, much to the anger of three other guards

25 - Several of the guards are complaining about a woman named Talanetha in the manner that all lower employees discuss their superiors when they believe no one can hear them.

It should be noted if the group were to attempt to sneak up the stairs to surprise the guards, the stairs are made of what appears to be recovered bone, woven together to form a spiraling staircase, and the bone, although solid, does tend to give off a distinct sound (similar to hollow wood). The PCs will need to succeed at **Move Silently/Stealth checks (DC 15)** to get up the stairs silently.

4. Guards Common Room

This is the central stationing point for the temple's guards, who may or may not be aware of the party by this point depending upon the PC's actions. There are (6 + 1d4) Drow Skirmishers stationed here, and half of them are currently involved in a game of chance with their backs to the staircase. If the group has already encountered the guards with an initial combat from low ground fighting through the stairwell, adjust numbers accordingly. If the guards are already aware of the party's presence and have been able to call for help, feel free to bolster these numbers with priests (there are currently 10+1d12 Priests of the Spider Temple within the temple).

With the spiral staircase taking up the center of room, there is practically no way to sneak entirely past the guards stationed here, but luck is with you, as half of them are engaged with their backs to the stairs, playing at a game of chance. Soft chanting can be heard from beyond the door to the north, as well as the unmistakable smell of food coming from beyond the door to the south. The guards not busy at games rest at one of the two long tables that line the walls of this room, eating what appears to be a stew.

Drow Skirmishers

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

5. Kitchen & Larder

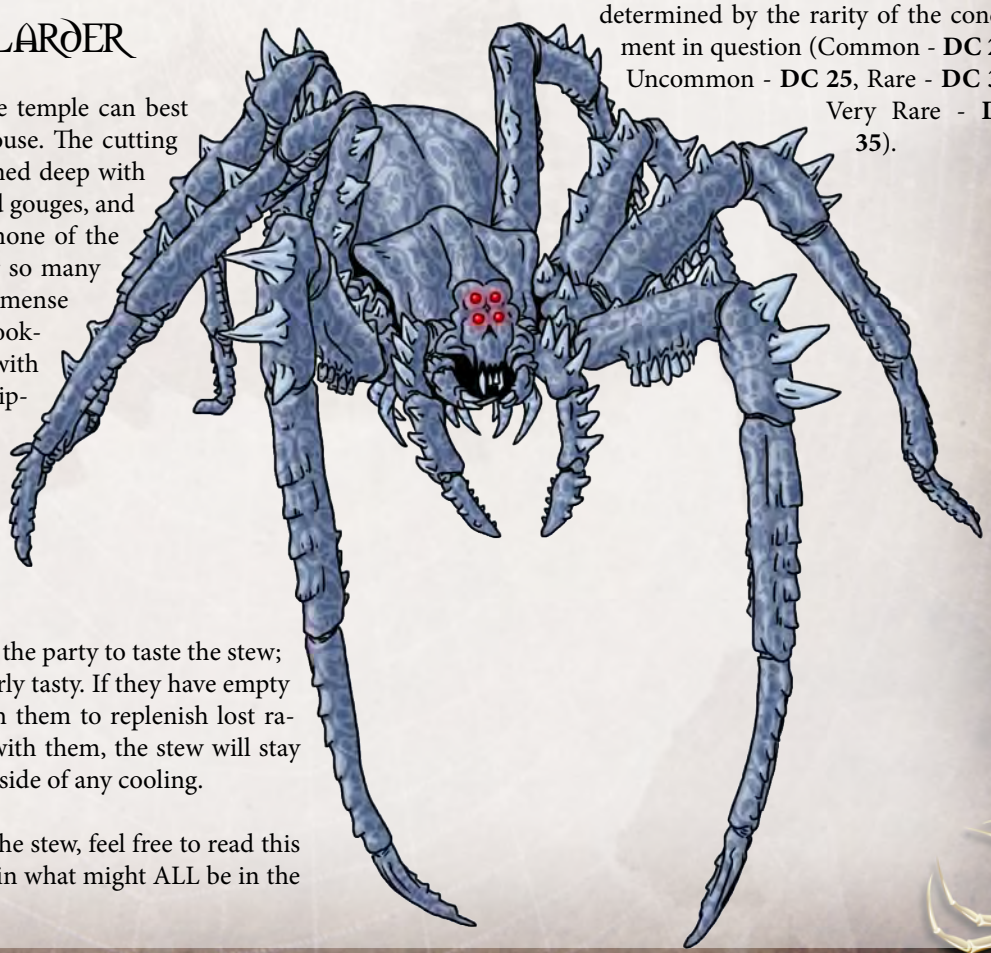
The kitchen and food larder for the temple can best be described as a small slaughterhouse. The cutting boards are large wooden slabs, stained deep with many years of blood and with jagged gouges, and collection pails designed to waste none of the precious fluids that can be used for so many purposes. A great many knives of immense size and weight adorn the walls. Cooking is handled over a stone fireplace with a central brass venting system with piping disappearing into the wall. Resting upon the fire's hook is a large covered pot of cast iron, within which bubbles a stew of Vvor meat and root vegetables, along with an assortment of mushrooms.

Feel free to allow or even encourage the party to taste the stew; it won't harm them and is in fact fairly tasty. If they have empty flasks they can even take some with them to replenish lost rations. If they choose to take some with them, the stew will stay good for no longer than one day outside of any cooling.

Once the PCs have had their fill of the stew, feel free to read this last little bit out loud and let it sink in what might ALL be in the stew.

Within the larder are several sides of Vvor meat, salted and kept cool and dry, along with what looks suspiciously similar to several humanoid torsos. The shelves are lined with various root vegetables and mushroom pieces, as well as several spice jars.

The spices here are of a type more common to an underground setting, with things such as various salts, a sulfur blend as well as many edible metallic minerals, dried and crushed insects and deep cavernous fungi dried ground into a workable powder. Whereas nothing here would be directly poisonous to the PCs, the body's unfamiliarity with the foods may still cause intestinal discomfort and should be handled with a secret **DC 12 Fortitude** save with effects manifesting within 15-20 minutes after consumption. If a PC fails this save they receive a -1 penalty to attacks and saves for (20 – Constitution modifier) rounds, or until a purify food spell is cast on them. A successful **Knowledge (nature) check** can identify the properties of the spices, the difficulty determined by the rarity of the condiment in question (Common - **DC 20**, Uncommon - **DC 25**, Rare - **DC 30**, Very Rare - **DC 35**).



Exotic Spices (S) and Herbs (H) of the Underworld

*Bonuses from multiple different spices do not stack.

Spice	Found	Flavor	Effect of 1 dose	Effect of 3 doses
Victoriae (S)	Anywhere in lava caverns Common	Warm bread	Acts as main course of a three-course meal	Acts as a large meal, Fortitude DC 12 save to resist 1d4 hours sleep
Caerulea (S)	Around the top of stalactites Uncommon	Sour ginger	Makes everything taste sour for 2d4 hours	Prohibits speech for 1d4 hours, Fort DC 15 halves the time
Lance Pepper (S)	Anywhere in ice caverns Uncommon	White pepper	Freezes tongue and jaw for 3d10 minutes, no save	Turns fingernails into talons for 1d3 hours, no save
Stipitata (S)	On the floor of mushroom forests Common	Woody closed cap mushroom	Indigestion for 1d4 hours, no save	Severe flatulence for 1d4 hours, Fortitude DC 12 halves the time
Inspidea (S)	In spider web dust with the spider gone Rare	Spider flesh	Strong meaty aroma to breath for 1d3 hours, no save	In potions of *spider climb*, adds 2 to the caster level
Xerophil Pepper (S)	Deserted and rocky terrain Uncommon	Peppery blackcurrant	Add 5 feet to movement rate for 1d10 minutes	Overcomes fatigue
Rock Apium (H)	On Underworld cliff-faces Uncommon	Dried celery	Turns 1 portion of any soup, broth or stew into 2 portions	Replaces 1 day's food, Fortitude DC 12 to avoid eating double next day
Ocean Apium (H)	Along tide lines of Underworld seas Common	Salted celery	Dries out mouth for 1d3 rounds, no save	+2 insight bonus to any Profession (cook) roll, or similar
Citral Chemovar (H)	Places where trolls have been killed Very rare	Lime	Burning sensation on skin, no save	Thin paste can be used as an acid to attack
Elemicin Chemovar (H)	Around the base of 30'+ tall mushrooms Uncommon	Cinnamon	Recalls one positive memory from childhood	+1 insight bonus to next Wisdom-based check
Piperitone Chemovar (H)	Sites where druidic energy has been used Very rare	Peppermint	Thin paste improves appearance, +1 to Cha for 5d4 minutes	Automatically stabilizes those between 0 and -10 hp
Cineole Chemovar (H)	Around the remains of aberrations Rare	Bland but sticky paste	Makes old or rotting food palatable	Adds +1 to caster level for *inflict wounds* potions,
Methyl Chemovar (H)	On the floor of mushroom forests Very rare	Strawberry alcohol	Mildly drunk (similar effect to 3 shots)	Very drunk (similar effect to 10 shots)
Mallee (H)	Under the capskin of edible mushrooms Rare	Sovereign glue	A paste will hold 2 items together for 1d4+1 rounds	Can be used in sovereign glue to reduce its cost by 10%
Lemon Ironbark (H)	Looks like iron pyrite on trees Rare	Lemon	Thin paste can be used as ink	Can be added to *glitterdust* materials, adds 1 to caster level
Quinquenervia (H)	Within the fans of edible mushrooms Common	Allspice	Light nausea, no save	Intense vomiting for 5d4 minutes, Fortitude DC 17 halves the time
Leucadendron (H)	Anywhere in the Underworld Common	Turpentine	Paste is counterirritant to any soreness or rash	In healing potions and salves, adds 1 hp to total of cure effect
River Mentha (H)	On the edge of flowing water, 2' deep Uncommon	Light mint	Cooling and tingly effects on tongue	In potions of *water breathing*, adds 2 hours to duration
Crevasse Mentha (H)	At the bottom of 100+ feet deep crevasses Rare	Heavy, cloying mint	+2 insight bonus to Climb or Use Rope checks if eaten within 5 rounds of the check	In potions of *climbing*, (as *jump*, but a bonus when climbing)
Unholy Leaf (H)	Around the crypts of fallen unholy clerics Very rare	Basil	+2 insight bonus to Knowledge (religion) checks if eaten within 5 rounds of the check	Sends user into a meditative trance that improves divination (adds 1 to caster level for 24 hours)
Incisa or Cut-leaf (H)	High on the walls in wet caverns Rare	Mint	Cleans teeth	Can be used to force creatures to tell the truth (Will DC 12) - cuts tongues of liars
Syzygium (H)	Deep in Underworld forests Very rare	Aniseed	Relaxant; +1 hp/level regained overnight	Sends user into a comatose state (Fortitude DC 15 to resist)
Prostanthera (H)	Around the bases of abandoned towers Common	Strong smoke	+1 insight bonus to Knowledge checks if eaten within 5 rounds of the check	Component for *gaseous form*, add 1 to caster level

6. Dressing Room

This is a dressing and storage room for the priests to change into ceremonial robes of red and black silks, each bearing a stylized depiction of the Queen of Venom's holy symbol crafted from various chips of precious stones upon the tops of the hoods. In total there are twenty robes here, with six bearing items within their pockets if the PCs choose to take time inspecting them.

This room seems to serve as a dressing area for the priests; several robes hang along the lengths of the walls, crafted of the finest red silks and adorned with black trim fashioned of spider silk. Each robe's hood bears the same eight fingered hand insignia you have encountered before, this time crafted out of precious gemstone chips, making each of them quite a tempting treasure if one could get them out of here cleanly and intact.

Search/Perception DC 10

Success: Discover treasure as described below.

The Robes

Robe 1: A potion of *spider climb*
Robe 2: A *ring of spell storing, major* (currently holding *contact other plane*, *sanctuary* and *dimensional anchor*)
Robe 3: A smooth green stone, perhaps a glass of some sort, roughly the size of an egg; gem-like with no faceted sides
Robe 4: A detached drow finger still wearing a rival house insignia ring
Robe 5: A smooth red stone, identical to the green and violet stones in all but color
Robe 6: A violet stone, identical in nature to the red and green stones in all but color

The three stones are focus stones and components for a massive portal within the main prayer chamber, used by the head priestess to contact other planes. They must be placed in the proper order within their respective recesses in the portal's frame or they can have negative results: opening portals to undesirable locations, allowing things through to this realm, or even transposing things from this realm through to the other side of the portal similar to a *teleport* effect (with no means of returning). Seven stones are required to activate the portal, or even have an effect upon it, so the PCs are in no danger with only the three stones.



As the PCs search this room they may arouse the interest of a swarm of spiders which make their home here. Starting with the first robe there is a 5% chance of encountering the arachnids, but this number increases by a cumulative 10% with each robe searched (maximum of 75%).

Spider Swarm

3.5 hp 9 / CR 1
Pathfinder hp 9 / CR 1

(Pathfinder® Roleplaying Game Bestiary™)

7. Mosaic Madness

The unlocked doors open easily and silently onto the main room of worship, within which kneel several priests at prayer (4+1d4 Priests of the Spider Temple). The priests are all in a half circle before a great ebony frame located within the wall upon the east side of the room. As the group enters the room an elder priestess, who had been located at the far end of the room behind a blood stained altar of precious metals and stone, cries out a command in Abyssal that snaps the clerics to attention before vanishing into thin air (she *teleports without error* to her private chambers to better prepare to engage the party).

Developers' Tip

If the group fails to stop this priestess from leaving they could easily find themselves overwhelmed. With the remaining temple defenses fighting them from both ends at this location, you may wish to give them a chance to get in a ranged attack, perhaps slowing her exit by one round—but that depends upon your party. If you feel they are up for the challenge then by all means, unleash the full fury of the temple's defenses upon them. If, however, you feel they deserve better odds, well, we won't hold it against you.

The priests attack without fear, utilizing group tactics and their most powerful spells right up front, hoping to end this quickly. They seem far more afraid of failing their elder priestess than of dying at the hands of the PCs, and will only retreat if so forced by sheer overwhelming might. This should be a difficult encounter for the party—they could easily find themselves caught in a crossfire if they don't make headway into the main temple room soon enough. The elder priestess rouses the remaining clergy and guards, and sending them to aid her trapped priests. You should really play up the severe lack of cover, as the main prayer chamber is completely devoid of furnishing beyond the altar at the far end of the room (see location 8), and even then to attempt to use the altar as cover, the party would be further entrenching themselves as far from the only doorway out of this room available to them.

The door to this area opens silently and easily, revealing a chamber filled with wall hangings of blood red silk, each depicting various outer planes, all under the dominion of Naraneus. The first half of the room, closest to the door within which you stand, is covered in an intricate tile mosaic of a large sixteen legged arachnid, easily twice the size of a standard human. The detail and attention put into the eyes and mandibles are maddening.

At prayer within the room are several priests, positioned in a half circle before a large round frame of ebony that lies within the eastern wall about halfway down the length of the stone barrier, all seemingly oblivious to your presence. Above the drow the ceiling bears a great chart that looks to be astrological in nature, although the patterns and constellations shown are unfamiliar.

With a cry of, "Defend!" in an unholy tongue, the priests seem to awake from their trance, responding to the outcry from an elder priestess at the far end of the room, who had been busy at a stained altar when you entered.

If the PCs fail to stop the elder priestess from escaping, read the following:

With a grin born of evil intent, the priestess touches her hand to a bracelet and vanishes into thin air, as her priests leap to the attack with a fury that far outweighs their numbers.

Priest of the Spider Temple (4-8)

3.5 hp 49 / CR 10 / Pg 357
Pathfinder hp 52 / CR 10 / Pg 413

If the group is having too easy a time against the defenders, have the priests fall back into the room, thereby luring the party deeper into the complex. As soon as more than half of the group steps foot upon the mosaic "spider" it animates, rises up, and joins the attack.

Mosaic Tile Golem

3.5 hp 107 / CR 11 / Pg 372
Pathfinder hp 87 / CR 8 / Pg 437

Bear in mind, the golem will not rise until at least half of the party has stepped upon it, so if your party fights a ranged combat with the priests (and never fully enters the room) they may not even encounter the golem.

If the elder priestess succeeded in escaping to summon aid, the remaining priests and guards will be entering area 6 and beginning their attack upon the party within five rounds.

The remaining priests and guards total 7 and 5 respectively.

If the elder priest escaped with serious wounds, she will be found dead within her sleeping chamber (13) alone, having failed to raise the alarm before succumbing to her injuries.

Drow Engagers (5)

3.5 hp 23 / CR 6 / Pg 352
Pathfinder hp 29 / CR 6 / Pg 414

Priest of the Spider Temple (7)

3.5 hp 49 / CR 10 / Pg 357
Pathfinder hp 52 / CR 10 / Pg 413

When the encounter winds down the PCs find themselves with a minute to inspect their surroundings further; they should notice that within the astrological charts adorning the ceiling are several small nooks. Upon two of these nooks sit colored stones of the same nature as the three the party may have found in area 6. The two stones here are colored indigo and yellow. The "nests" within the ceiling are merely holders for the stones, the intended location for them to be placed within the mandibles of the spiders carved into the ebony frame in the eastern wall. As with all things of this nature, there is a proper order to the placement of the stones: the secret lies within the drow fascination with color and the absence of it.

Further investigation of other areas of the temple will be required for the PCs to solve this puzzle on their own. Pieces of the puzzle are located elsewhere and their purpose is not readily obvious until all parts have been located.



8. The Prayer Theater

Resting among several items of ritual sacrifice— an athame appearing to have been crafted from the mandible of a large arachnid, a golden bowl of great size filled with a mixture of blood and spirits, a pair of golden chalices still showing the evidence of a recent beverage—lies a large and delicate looking tome. With pages that appear to be crafted of little more than pressed webbing, the teachings of Naraneus the Queen of Venom are now within your grasp. The book radiates an aura of cold evil that seems to hang within the very air, leaving a residue of distastefulness upon the tongue.

Upon the blood stained altar is the Tome of Gossamer Thread[1], detailing the faith and teachings of Naraneus, the Queen of Venom. Included within the pages are her domains, what prayers she grants her loyal, what demands she makes upon them, and what terms of punishment she metes out for disobedience. Any character with at least 5 ranks in **Knowledge (religion)** can utilize this book to try and learn more about their adversary, such as the extent of their domain lists and abilities.

As well as the book, there are also a pair of golden chalices within which rest a dried red sediment (blood and wine, mixed with a fiery spice), a large golden bowl filled halfway with a liquid mixture of blood and spirits, as well as several small chunks of meat. Three candles crafted of tallow wax and an athame formed from the front mandible of a large arachnid make up the remainder of the items upon the altar.

Nothing else beyond three tallow candles rest upon this altar. Looking through the items however, you clearly see an inscription carved into the face of the altar itself, one that will require the items to be moved if anyone hopes to read it.

1. Feel free to really play up the fact that the book creeps people out; it is in fact a simple prestidigitation effect (CL18th) with the purpose of adding to the mystique, that is, "population control through faith," as well as a minor theft deterrent.

After moving the items upon the altar to clearly see the inscription (which requires a character who reads Drow) read the following aloud:

All roads are known by the split light of the stone

This is again but one clue in the process of allowing your players to solve the puzzle of the gate and the colored stones. It is a reference to a prism and the split color effect that happens when light travels through one. By this point the party should have five of the seven stones, and just might be crafty enough to deduce what the clue means. Without the last two stones and the prism though, they are unable to unlock the gate.

If the group has the means to duplicate a prism upon them, the proper sequence of colors is:

violet, indigo, blue, green, yellow, orange, red

Without the last two stones or a prism, there is a good chance they have yet to divine what the purpose of the colors is as of yet.

9. Communal Living Room

The next level of the temple houses the living quarters of the priests and guards, with area 9 being a large communal room for rest. What type of challenge this area will be for the party depends entirely upon how the circumstances of the main prayer chamber played out; if the remaining defenders of the temple joined the battle only to be bested by the party, survivors (if there were any) may have retreated to here, or fled the temple entirely to alert Tolgorith Tower as to the presence of the heroes (which should be handled with a secret countdown of somewhere in the time-frame of five minutes before a sizable force of tower guards (1d6+6 Drow Skirmishers) enter the temple intent on finding and defeating the PCs.

Drow Skirmishers

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

If survivors fled to this level to regroup, than the PCs may find themselves dealing with a last stand and an enemy that has dug in with intent to do as much damage as possible before being killed or captured.

Furnished as a communal room of rest this area hosts six doors, two on both the west and east walls, and one each on the south and north walls. The door to the north is of far better quality than the others.

The room itself offers very little of interest other than the doors leading off of it; the furniture is comfortable but not of exceptional quality, nor are there truly any items of interest.

If no help came to join the battle downstairs, then there will be the sounds of people within the rooms, and possibly even a few people within the communal room itself (35% chance). It will be up to the party to determine if they have enough left in them to take on another large group at once, or if they want to try and work the rooms in a stealthy fashion, keeping their opponents to a minimum.

If the priests and guards did join the battle but were defeated by the party, they will have free reign of rooms 10-12, and 14, with nothing inside any of them to slow down their searches.

10. Priests' Sleeping Chambers #1

Housing four beds and four trunks, there are three priests within this room to deal with. All are awake and working on various studies.

Drow Skirmishers

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

Searching through the trunks will reveal an assortment of simple clothes and priestly footwear, as well as 2 vials of a sweet liquid that radiates no magic or detect as poison. The liquid is in fact a digestive aid that the priest who owned this trunk traded for, as occasionally—when meat was scarce—the chef would overcompensate with healthier than usual doses of spice. Obviously, any group traveling with an alchemist is going to have a much easier time identifying these vials.

The sleeping chambers of the priests reveal a spartan life, with beds barely big enough to be comfortable in and nothing of personal property beyond a single trunk apiece, with whatever might be within it. Looking through the priest's belongings you find extra sets of clothing and footwear, all of a simple and basic quality.

Only one trunk holds anything of interest beyond the clothing—two vials of a milky liquid.

The vials contain a fermented milk solution mixed with a mild venom harvested from several smaller arachnids. Essentially harmless beyond the intoxicicating effects if a PC fails a **Fortitude check (25)**.

11. Priests' Sleeping Chambers #2

This area is identical in setup to area 10 but with only 2 priests.

Priest of the Spider Temple (2)

3.5 hp 49 / CR 10 / Pg 357
Pathfinder hp 52 / CR 10 / Pg 413

This sleeping chamber is equipped with four simple beds barely large enough to allow one to stretch out and relax, and a trunk for each bed. Searching these trunks will reveal clothing, footwear and the orange stone.

This is a basic unadorned room with four beds barely large enough to allow children to sleep, each with a trunk at its end. None of the chests have locks or even latches. Searching through them you find four sets of spare clothes and footwear—and an orange stone.

12. Priests' Sleeping Chambers #3

There is a vastly different feel to this room, as the beds have been shifted together, making two larger beds (as opposed to the four smaller of the other rooms). There is also evidence of the guards here within this room (clothing more appropriate to the guards and spare weaponry). Currently within the room are two priests and one guard (with one of each seated together on one of the makeshift beds). As the other two rooms, this chamber also contains four trunks, but includes a standing weapon rack (albeit small) upon which hangs two rapiers.

This lone guard will do his best to defend the two priestesses.

Drow Guardsman (1)

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

Priestess of the Spider Temple (2)

3.5 hp 49 / CR 10 / Pg 357
Pathfinder hp 52 / CR 10 / Pg 413

Located within the trunks of this room are not only spare clothes for priests but guards as well, insinuating that both were sharing this room, perhaps in a romantic fashion as the beds being put together would imply. Tucked into the bottom of one of the guard's trunks, wrapped in a shirt, is a red gemstone of sizable weight. Hanging from a small weapons rack in the corner of the room are two drow crafted rapiers of exceptional quality and craftsmanship.

13. The Lone Priestess

Here the party will find the remains of the elder priestess that attempted to retreat from the main prayer chamber. The state of the room, and the priestess, will be contingent upon how last the party saw her.

Regardless of whether or not there was a second wave of defenders in the large prayer chamber battle or not, if the party was unsuccessful in slowing down the elder priestess's escape, read the following:

The room shows evidence of a ransacking, the lone bed and trunk flung to the side, and the older drow priestess's face a frozen grimace of pain in death, her body crumpled to the floor of her room.

If she escaped, but only after being wounded, read the following, again regardless of whether or not she managed to summon help:

The lone bed and trunk adorning this room have been thrown about and covered in the blood of the elder priestess, whose body now lies here upon the floor, having succumbed to the wounds delivered earlier.

If she did not escape, read the following:

Although as large a room as the other three sleeping chambers for the priests, this one contains only one bed and trunk. A quick search reveals a blue stone nestled in the bottom of the trunk.



14. Guard's Bunk

Containing three bunked sets of beds as well as a wall of closets, this room's main point of interest has to be the weapon rack adorning the northern wall. Hanging upon it are several trophy weapons, most likely taken from fallen foes driven down in combat with the temple's guards. Two of the weapons are of dwarven origin, while others bear an obvious elven touch beyond that of drow—there is also a trident of mushroom skin, rifled and pitted with encrusted growths.

Searching the closets will reveal an assortment of common items;

- spare uniforms
- sharpening stones
- writing material (parchments, quill and inks)
- jerked meats and dried vegetables
-

The weaponry hanging upon the rack, however, is of much more interest and will need to be identified via magical means to determine what exactly the PCs have found;

New Magial Weapons

Kardor's Wrath

Aura strong evocation; **CL** 10th
Slot -; **Price** 100,325 gp; **Weight** 5 lbs.

DESCRIPTION
This *+2 thundering shocking burst ironwood dwarven maulaxe* (exotic weapon, 1d6 bludgeoning/1d6 slashing, Crit x3, range 10 feet) last belonged to a famed dwarven ranger by the name of Etelhurn, known for exploring ever deeper as an advance scout for his people, investigating the next mine, challenging the deepest cavern, always willing to go just a little farther to make sure he knew what was out there before his charges found out the hard way. He has been missing for many months now, and several fear he has finally befallen a terrible fate.

CONSTRUCTION
Requirements Craft Magic Arms and Armor, *blindness/deafness*, *call lightning* or *lightning bolt*; Cost 50,325 gp 2,013 xp

The Walking Stick

Aura moderate evocation; **CL** 9th
Slot none; **Price** 18,700 gp; **Weight** 12 lbs.

DESCRIPTION
This stark *+1 ghost touch cold iron dwarven urgrosh* could easily be mistaken for a cane, if it's noticed at all. The hard edges of the haft seem to flow in and out of existence, like the lapping waves of a shore.

Crafted many years ago by an apprentice blacksmith by the name of Timmoth as a gift for his mentor—an aging smith by the name of Fernong—who had developed an unhealthy fear of spirits since his wife had passed. Convinced she was going to claim him on one of his many walks amongst the caves and tunnels surrounding the city, Timmoth took it upon himself to give his old friend peace of mind. He crafted the weapon as a substitution for his mentor's typical walking staff. Fernong was so overjoyed with the gift that he monikered it, "*Walking Stick*," and took it everywhere he went, convinced it would keep the spirits at bay, allowing him to return to his evening walks with peace.

CONSTRUCTION
Requirements Craft Magic Arms and Armor, *plane shift*; Cost 9,350 gp 374 xp



Old Father's Reach



Aura moderate evocation; **CL** 10th
Slot none; **Price** 27,430 gp; **Weight** 4 lbs.

DESCRIPTION
Upon command (a free action), this *+2 boletann trident* becomes sheathed in water from the deepest ocean pits, cold to the touch; this water does no harm to the wielder and remains until another command is given. On a successful hit, the enchanted fluid deals an extra 1d6 points of bludgeoning damage. Being a weapon made from boletann, *Old Father's Reach* holds up to three doses of poison, each expended when delivered on a successful hit (it is a full-round action to imbue the trident with a dose of poison.)

CONSTRUCTION
Requirements Craft Magic Arms and Armor and *control water*, *summon elemental* or *create water*; **Cost** 13,715 549 xp

Disable Lock/ Device DC 45



If successful:
Use Magic Device DC 35

Up to four PCs can help to push this door open by combining their efforts and making a collective **DC 65 Strength check**. Alternatively, any member of the party can merely place the hand of a dead priest upon the carving and watch the door gracefully roll back out of the way.

The door to this chamber is made from a huge chitinous shell. It is incredibly strong and far too thick to gauge. It seems to be mounted within a track, as there are no visible hinges and you can clearly see an opening within the wall all the way around the door. Carved into the shell is the familiar eight fingered hand, although it is now represented palm up, and is located where one would expect to see a door knob.

The rack also contains a matched pair of elven longswords of masterwork quality, with ivory and fine hardwood shafts (but nothing of a magical nature).

15. The Repository of Knowledge

This particular door should prove a challenge for the group's rogue—it's made of hardened chitinous shell, crafted to roll back into the hollow of the wall, thereby granting no access to hinges, nor any accessible locking mechanism that is visible. Whereas it is not trapped, the method of unlocking the door requires the laying on of hands of one of the temple priests. The only marking upon this door is again the eight fingered hand, although it is now carved palm up, where a doorknob would naturally be positioned. It should be virtually impossible for a rogue to "pick" this lock, as any magical means of shutting down the effect to allow for the door to be opened without the hand of a priest would leave the door then to be moved manually (it weighs around 1,700 lbs.) If your group insists on taking the hard road however, the skill checks would be as follows:

If the PCs look closely they will realize that the carving is the only visible thing etched upon the door.

Once the party progresses past the door and into the room, read the following aloud:

The air here smells of spice and paper, a comforting and familiar scent to any and all who have spent time lost within stacks of knowledge. The room is dominated by two large bookcases, one on either side of the room, and a scroll case running the center of the room. Each run from floor to ceiling. There are two desks here with a chair at each as well, with the evidence of many years worth of burnt candles decorating the stone tops of the desks. Filling every shelf are books of various topics, ranging from the histories of the drow people and their relations with their underground neighbors and enemies, to farming experiments tried throughout the generations. In short, the combined history of this temple, and anything of interest to those who have called it home, are contained upon these shelves.



Most of the books have spines that show years of age, their leather crusted and cracked, with one rather large stack of books appearing older than the rest—oddly this stack is not on a shelf, but rather piled on the floor in the corner of the room.

As you enter the library fully, the "pile" stands up unfolding into a rough humanoid shape and advances upon you!

Book Golem

3.5 hp 79 / CR 7 / Pg 371
Pathfinder hp 79 / CR 7 / Pg 435

The Book Golem was designed with the thought of a wizard's collection of bound spells and information in mind.

Where as there is nothing reflected within the stats presented in this book for this creature, we encourage you as the GM to explore the idea of making wild or specific magical effects available to the book golem to challenge your players.

If the PCs search the library, each successful check will gain them one book from the appropriate list. Given the matter at hand, you might wish to limit them to no more than a round or two total scouring the shelves.

DC	Book or books discovered
10	The Detailed History of the Rise of Holoth; Ruling Houses vol.11; An Overview of Trade
15	Overland Crops v.1-4; Collected Recipes of Masterchef Tolenth; Libram Arachnis
20	Tome of Venomous Arts; Records of Live Births; Register of Political Positionings
25	Noctrolious Divinium; The Private Journal of Kritenth
30	Libram Animatanious
35	Libram Necrolis

The Library and its Guardian

While libraries are usually ordered places of silent study, the introduction of book golems to maintain them proved to be a double-edged sword.

At first the creatures were found to be excellent keepers and protectors of the books they were asked to watch over. But the golems' builders often turned out to be mages driven almost mad by the amount of knowledge they tried to keep within their minds, and in their desperation to keep this information at their fingertips they devised creations that could recall anything written on the pages of the books used to form them at barely a moment's notice.

It was then usually found that the golem itself quickly became obsessed with trying to derive order out of the chaos that was fact, rumor, opinion, supposition, bias and outright lies within the tomes that both made its bulk and constituted its charge. This manic desire soon affected the way the constructs interacted with the volumes around them; the autonomous librarians would be discovered constantly rearranging shelves or tearing chapters and even individual pages from one book and placing them in another, seemingly without any real purpose. Libraries frequently became places of dangerous insanity as golems protected "their work" and according to some rumors even inadvertently found ways to harness the spells at their literal fingertips.

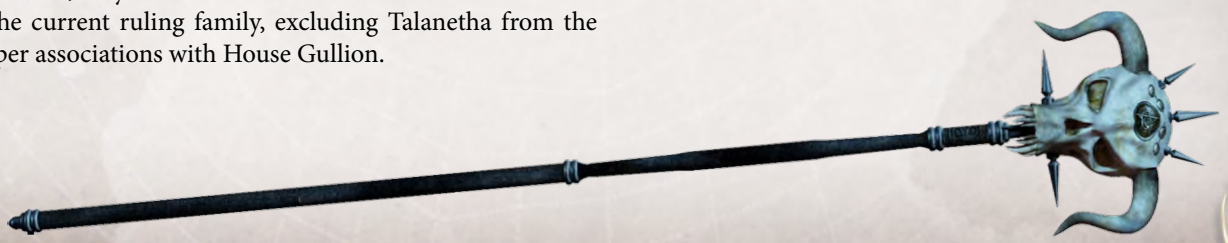
The construct in this library hasn't quite reached that level of dedication, but it can only be a matter of time and circumstance before one person too many moves one of the creature's "children" too far away from it's safe place, and that will simply anger the golem, as it would any "parent"...





The Library

- **A Detailed History of the Rise of Holoth** – The equivalent of a school age child's textbook.
- **Ruling Houses vol.11** – An ongoing book series that details each successive house as they take control and reign of the city.
- **An Overview of Trade** – A manual outlining the laws of Holoth in regard to trade both within the society and with outsiders.
- **Overland Crops v.1-4** – A series of books detailing a failed attempt several years ago to cultivate various Upperworld crops to a subterranean growth cycle.
- **Collected Recipes of Masterchef Tolenth** – Revered as a master chef able to craft a feast from anything he is given to work with, Tolenth had many recipes stolen from his kitchens years ago only to then see these hand written tomes suface. After many years however, there are very few of these books left, nor their "authors"…one should not anger a chef.
- **Libram Arachnis** – A collected tome of breeding and rearing information in regards to various arachnids, detailing their mating, hibernating, feeding, hunting and fighting techniques.
- **Tome of Venomous Arts** – A detailed collection of several plants, and how to harness and properly handle their toxins, as well as a full bestiary of creatures with venomous fluids that can be harvested.
- **Records of Live Births** – As one would expect in a society as concerned with bloodlines as the drow are, very strict records are kept regarding births. If a PC spends an hour studying this book, and succeeds at a DC 25 Search/Perception check, they will notice that an alteration has been made to the current ruling family, excluding Talanetha from the proper associations with House Gullion.
- **Register of Political Positionings** – A detailed accounting of the political struggles that define the daily lives of the drow politicians.
- **Noctrolious Divinium** – An accounting of the religions that have corrupted the other races of the world, and the best means to overcome their defenders of faith. The book is written from a very biased point of view by an extremely devout follower of the Queen of Venom.
- **The Private Journal of Kritenth** – Kritenth, a planeswalking Outsider, found himself trapped here many generations ago. Proving that just because one has the ability to travel the planes, they are not guaranteed to be a force to be reckoned with. Slain by the drow who discovered him, his belongings were searched and studied, including a collection of writings that many a wizard spent years studying via magical scrying.They finally put together this collected journal detailing the realms visited by this traveler, as well as detailing several pieces of advice for travellers. It is within this book, in a section of pages cut away to make a hidden void, that the PC's will find the prism they need to unlock the color code for the gate.
- **Libram Animatanious** – An entire tome dedicated to the spells of animation, both of inanimate and organic materials. Study of this book for one uninterrupted hour will grant a +5 circumstance bonus on the next attempt by a PC to animate any object.
- **Libram Necrolis** – A slim tome bound in a leather crafted of dwarf hide, this tome is dedicated to the creation and control of undead servants—not just a collection of spells so much as a "How To" on creating lower forms of undead. Study of this book for one uninterrupted hour will grant a +5 circumstance bonus on the next attempt by a PC to create a lesser undead.



16. Talanetha's Private Quarters

Developers' Tip

You should make a point of reminding your players that the books within the library are primarily written in the collective pidgin language used by the drow, with a few manuals written in either Draconic or Abyssal. If a PC is able to overcome the language issue and spends no less than one uninterrupted hour reading any single book of strictly knowledge (excluding the spell casting manuals), they receive a +5 circumstance Knowledge bonus at a point wherein the information would possibly do them any good to know. For example, **The Records of Live Births**—facing Talanetha a PC may make a **Knowledge (nobility) check (DC 23)** to connect the dots and realize she could be a potential ally against House Gullion (the house that disowned her).

Talanetha's chambers lie on the other side of an easily opened door, her faith in the book golem being absolute. Within the eye sockets of the arachnid from whom this building was fashioned, the crafters replaced the eyes with large half globes of glass, giving her a rather impressive view from the front of her chambers. A large seating area of overstuffed couches lies to the west wall of the room, with a full wet bar of various liquors and edible treats. To the east wall lies Talanetha's bed, an exercise in excess, with a mattress far outweighing her needs, covered in fine furs and silks. Above the center of the room, suspended within a web that spans the entire chamber just above head height, waits a monstrous spider, watching its mistress as if waiting for a command.

Talanetha herself rests upon one of the couches, facing the door the PCs must enter through, and presents herself in a nonthreatening manner. She seems neither surprised nor worried to see the party.



Knowing the PCs have been present for some time now, Talanetha has set about steps to insure her survival (she is in no way a fighter, but definitely a survivor.) The woman seated upon the couch smiling at the PCs is in fact an illusion cast mere moments before the party enters the room. Talanetha is in fact not even in the room, as she exited through the lowest of the glass "windows" and is perched to the outer husk of the temple. She has however set about actions that will not be good for the party, having opened and spilled a vial upon the couch under the illusion of a very strong arachnid stimulant, hoping to attract several of the larger spiders from the nests occupying the top of the temple.

Monstrous Spider

3.5 Medium hp 11 / CR 1
Pathfinder Black Widow hp 37 / CR 3

(Pathfinder® Roleplaying Game Bestiary™)

If the PCs manage to find Talanetha, use the stats for a Priest of the Spider Temple for her, adding a *staff of illusion* (customized for a shorter wand length).

Although she has luxurious taste in her furnishing, very little else is kept here within this room. After a thorough search **(Search/ Perception DC 25)** the PCs find only

2 daggers of ebony
240 cp, 35 sp, and 1,200 gp worth of small rubies

An odd brass device that appears to be a support frame for two separate items, both rather small. A successful **DC 25 Knowledge (astrology) check** reveals that the frame is in fact to hold the prism and a light source so that it can be placed to allow the prism to cast its light upon the gate, showing the proper configuration for the placement of the colored stones

17. The Nursery

The top floor of the temple is completely filled with spider webs but movement can be heard deep within. Visibility is drastically lessened as wall after wall of thick white gossamer is encountered in every direction. Hanging amongst the webs, literally quaking with internal movement, are various egg sacs woven directly into the massive web that dominates this entire chamber. Just from where you stand scanning the room trying to gauge the safest path, you count no less than twenty egg sacs, and several darker, more meaty, objects suspended within the webs. Several smaller spiders crawl throughout, tending to the web. Despite the spiders, there is the sound of something larger moving amongst the web that causes you to pause.

Here within the nursery amongst the spiders and their young resides Talanetha's personal project, an albino drider by the name of Rankeoul. Formed when the child was young, and hidden away within the temple walls, Rankeoul knows no other life than caring for this nursery. She takes her duties of protector and caretaker very seriously, and will not stop short of death in her efforts to repel invaders. But she is no mindless beast and uses the web to her advantage, staying under cover while firing bolts dipped in *drow poison* from the crossbow she has been trained to use by the temple guards. Having spent her entire life within this web, she has become attuned to it in much the same way as any spider does with their web, and is fully aware of the PC's locations within this room at all times (which should become apparent to the group if ever they manage to lay eyes on her and realize she is blind).

The web is soaked in an alchemical substance that grants Fire Resistance 20. Short of attempting to ignite the web, this encounter should test the PCs; they have no cover from their assailant other than shields they may be carrying and the webbing will not stop her bolts from flying through. Rankeoul can remain totally hidden for several rounds while firing and moving. Assume she can move freely throughout this entire chamber as per the *passweb* effect.

Monstrous Spider (2d8)

3.5 Medium hp 11 / CR 1
Pathfinder Black Widow hp 37 / CR 3

Rankeoul

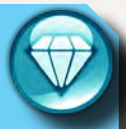
3.5 hp 45 / CR 7 / Pg 386
Pathfinder hp 76 / CR 7 / Pg 450
*Replace darkvision with tremorsense (only within web).

(Pathfinder® Roleplaying Game Bestiary™)



18. A Monster's Closet

At the southern end of the nursery chamber, behind a rotted cloth door, lies the sleeping nest of the albino drider and the result of a life spent analyzing the outside world through the remains of those who were deposited here as meat for the nursery. Various broken weapon pieces lay scattered here, as well as battle damaged armor and ruined equipment, with no rhyme or reason as to why she kept the pieces she did over others.



Scattered amongst the refuse are

- 305 cp, 43 sp, and 190 gp
- two blue sapphires (45 gp)
- a black diamond (450 gp)
- a small bag filled with emerald chips (350 gp)
- a polished cat's eye gem that may have at one time been set in a pommel by the shape of it (70 gp)
- a platinum scroll case (filled with what appears to be bile) (35 gp)
- a large pickling glass jar that appears to contain an imp that occasionally twitches (a permanent programmed illusion)
- a battered pair of boots that have seen far better days (boots of striding and springing)
- 6 stone jars (made permanently invisible), each filled with a black substance that seems to move of its own decision, testing the visible seal upon the top of the jar (a tiny black pudding). Once these jars start to move, there is a cumulative 1% chance per round that the seal on the lid will break and the baby pudding is released. So long as the jar is still, the seal remains intact.

Tolgorith Tower (B5)

Tolgorith Tower started out as a large stalagmite within the vast cavern housing the drow city of Holoth. Using the magic of the *Vidrefacte*, Matron Maelora of House Gullion enlarged the stalagmite, hollowed it out, and added levels, stairs, rooms, and even doors to complete House Gullion's home. The drain on the *Vidrefacte* was one of the initial factors which drove Matron Maelora to taking over the city and eventually instigate plans for domination of the surrounding area. Even now, with the links to the vidre severed, many souls are still required to maintain the energy of the *Vidrefacte*.

Communication within the Tower

Matron Maelora used the *Vidrefacte* to install a system of small magical crystal filaments which run the entirety of the structure. This network allows the matron, any of her children or high-ranking house members given permission to quickly relay messages back and forth throughout the tower. Only the immediate House Gullion family members are permitted to use the system unless there is an emergency and none are present. In those cases, any of the guard leaders with permission are allowed to utilize the magical communication plexus.

Vidrefacte Spells in Constant Effect

In addition to other preparations, the matron has placed several spells into effect to protect the tower from potential invaders. These spells use a specific quantity of souls per day, requiring sacrifices to be performed twice per day. Listed below are the spells in effect when the PCs arrive at Tolgorith Tower followed by the number of sacrifices needed per day and how the spell affects those within the tower.

***Forbiddance*/80 HD of souls per day (3.5/PF):** This spell prevents any good-aligned creature from using any form of teleportation, plane shifting, astral or ethereal travel, or conjuration (summoning) spells within the tower. The spell also causes 6d6 damage to any good-aligned creature that physically enters Tolgorith Tower without permission (DC 19 Will save for half). The sacrificial shrine pool on level four was not included in this spell since access to the demiplane "Venom" would be impeded. The daily human and dwarf sacrifices taken to the pool are given permission to enter the tower so that they may live long enough to make it to the ceremonial sacrifice.

GM Sidebar

Although *forbiddance* is a permanent spell and recharging may seem inappropriate, the deal with the *Vidrefacte* creating the effect is that Matron Maelora didn't have to expend any of the initial cost. The *Vidrefacte* takes one hit dice of soul per gp required—life is cheap in the Underworld at the moment—so that the cost is gradually paid off. Of course, there will be interest to add onto that…

***Guards and Wards*/60 HD of souls per day (3.5/PF):** Although this spell is listed under constant effects, it does in fact still require 30 minutes of casting time (performed by the *Vidrefacte* itself) in order to begin functioning. Matron Maelora can choose which floor of the tower will be affected but must do so prior to activating it.

The *guards and wards* effects currently affects Level 2, providing additional protection for Matron Maelora's children

***Unhallow*/40 HD of souls per day (3.5/PF):** This spell is in effect only within the confines of the House Gullion Crypt (which is adjacent to the Tolgorith Tower dungeon). The spell itself makes the entire crypt an "unholy site" providing bonuses and protection to undead while allowing Makinnga to tie a spell of her choice to the site for a duration of one year. Spell effects that Makinnga may tie to the *unhallow* include *aid, bane, bless, cause fear, darkness, daylight, death ward, deeper darkness, detect magic, detect good, dimensional anchor, discern lies, dispel magic, endure elements, freedom of movement, invisibility purge, protection from energy, remove fear, resist energy, silence, tongues*, and *zone of truth*.

Makinnga currently has discern lies in effect.

***False Vision*/20 HD of souls per day (3.5/PF):** This spell is in effect only on level five of Tolgorith Tower. Matron Maelora spends all of her time here with the *Vidrefacte* and hatches her plans from this location. Attempts to scry upon this chamber garner false information, which at present states "Matron Mother Maelora is celebrating an arrangement with the pit fiend Glishmalokof for him to protect the tower with her."

Vidrefacte: Daily Sacrifices

Daily sacrificial offerings are taken from the nearby House Gullion slave camp and marched up to Tolgorith Tower by the duty slave master and a contingent of 20-40 Drow Guardsmen. Offerings generally number between **200-500 HD per day**, depending upon how heavily the matron is using the Vidrefacte. The races being sacrificed vary depending upon which path the PCs took getting here, detailed as follows:

Path A: 80% dwarf, 10% human, 10% other
Path B: 50% dwarf, 10% human, 30% drow, 10% other
Path C: 40% dwarf, 10% human, 40% drow, 10% other
*"other" includes various Underworld races such as subtypes of dwarf, deep gnome, mercane, troglodyte, visiting creatures from other planes, and myriad others.

Note: The percentages listed above similarly reflect the ratio of prisoners and slaves kept by House Gullion at this time. Freeing the slaves will provide the PCs with additional assistance as detailed under the House Gullion Slave Camp section on page 228.

Morale within the Tower

Morale itself is at an all-time low due to the large number of drow sacrifices Matron Maelora has ordered; many of them are relatives of the guards and servants of House Gullion. At the same time, dark elves have a strong sense of survival and dedication to the house which they serve. The weak die off and the strong survive. As such, the guards which remain are fairly fearless as losing a battle and being killed would be much better than being tossed into the slave camp and used as fodder for the *Vidrefacte*. However, non-guards will do anything they can to not be present as the PCs move through the tower.

While the PCs will find no allies amongst the guards, if they seek out and find servants a successful **DC 25 Diplomacy check** paired with the guarantee of their personal safety will convince them to help the party (the remaining servants have all become somewhat self-serving). The servants know that Matron Maelora sees all and thus will only communicate if the PCs have a way to block her scrying. Assistance may come in the form of potions, scrolls, or simply directions and information about other levels and rooms of the tower as the PCs request. However, failing the Diplomacy check by 5 or more renders false information or fake supplies, such as poison offered instead of a healing potion or a scroll that has *sepia snake sigil* cast on it.

Tower Aesthetics

Tall black organic columns shaped like torn muscles with dark sinew support the ceiling and are so closely integrated into the walls they appear seamless. The columns are decorated with various black skulls and spiders embedded into the stone itself. These are actual skulls from some of the earliest sacrifices made to the *Vidrefacte*. A spell cast by the Oracle of Tolgorith Tower has kept a sliver of the spirits of these sacrificed drow entombed within their skulls and still able to speak. They whisper meaningless phrases most of the time, but these change to grim predictions, dark curses and foul insults (in Drow) at the PCs as they pass, sometimes chattering their jaw bones and gnashing their teeth together.

The spiders are made from the hearts of the first set of drow sacrificed in this tower. The spiders do not move, but if the matron is ever killed every single spider detaches from every single column in the tower and heads for her body. Once there they clamber all over and around her, protecting the corpse from further harm or destruction. They then lift her upon their backs and carry her out of the tower and down the Back Road, searching for a safe place to store her body. Otherwise, each floor of the tower is decorated in a slightly different manner as described in each section accordingly.

Tolgorith Tower Level One

T1. Stairs into the Stalagmite

These strange stone stairs appear to be formed out of the cave floor itself as the edges are smooth and the stairs flow organically up to the base of a massive stalagmite. Two Drow Guardsmen stand at the base of the flight which leads up a small tunnel beneath the Spider Temple and on to the main entrance of Tolgorith Tower. Large black double doors bar the way into the tower itself, and each has the glyph of House Gullion etched in pure platinum upon it. Before each door stands another proud drow guard (a Drow Skirmisher). The guards of House Gullion wear black and platinum clothing and capes, tightly gripping intimidating polearms. These weapons are magical and when thrown transform into snakes which attack their target until killed (after which the snakes turn back into a plain polearm).

Serpent Polearm

Aura faint evocation; **CL** 5th
Slot none; **Price** 18,000 gp; **Weight** 10 lbs.

These long staves are topped with steel blades fashioned to look like biting snakes. When used as a weapon in combat, a *serpent polearm* functions as a normal *+1 glaive-guisarme*. However, once per day when thrown to the ground as a standard action, the weapon transforms into one or more vipers (as *summon nature's ally III*) to fight for the bearer until killed or 10 rounds have passed, at which point the snake or snakes return to an inert weapon state. If any of the snakes are slain, the *serpent polearm* cannot transform again until recharged by expending *summon nature's ally III* or better.

CONSTRUCTION
Requirements Craft Magic Arms and Armor, *imbue with spell ability*; Cost 9,000 gp 360 xp

Drow Guardsmen, Polearm Masters (2 at the base of the stairs, two at the top for 4 in total)

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

Entry Doors to Tolgorith Tower

The entry doors to Tolgorith Tower are solid mithral (obtained from the dwarves of Embla) and wrapped with black spider silk. The house symbol of Gullion is emblazoned upon the doors using a magical process which embedded liquid platinum deep inside the doors, and which stays heated in liquid form within. Should anyone attempt to open the doors to the tower without permission or keys from the guards, they will be sprayed in the face with molten platinum (details in the trap below). If the PCs spoke with Makinnga during ***Descent Into the Underworld*** and have the *scarab of death* with them, it flies off as they approach the doors.

Entry Doors CR 13

Huge mithral doors bar the entrance to the tower. Fine black spider silk is set into each door. A large platinum object cast in the shape of House Gullion's symbol has been set in the middle of the doors, sealing them.

Type magical; **Search/Perception** DC 38; **Disable Device** DC 38
Effect When the door was sealed with the house symbol, it was also given the property of keeping the molten platinum inset into the doors in liquid form. Opening the door without the proper keys (which the guards have) causes the some of the liquid platinum to spray outwards from the door.

Molten Platinum Attack (2d6+6 damage plus secondary attack on failed save, DC 24 Reflex save for half damage); multiple targets (all targets in 15′ cone in front of door);**Secondary Attack** (Platinum Mask forms on target's face, DC 24 Fortitude Save or target is blinded and drained 2 points of Constitution. In addition, removal of the mask (a full round action) causes 1d8 Charisma damage unless restored with a *heal* spell. There is a 10% chance that the platinum solidifies and blocks the target's air passages; treat this as suffocation or drowning until the mask is removed); **multiple targets** (all targets failing save from initial attack).

Vidrefacte: *Forbiddance* Spell

As described above the *Vidrefacte* powers a *forbiddance* spell as a constant effect. As the PCs set foot into Tolgorith Tower each good-aligned PC will take 6d6 damage (DC 19 Will save for half damage; spell resistance applies).

Drow Guardsmen (6)

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

Trapdoor

A trapdoor from Gyloof's quarters in area T20 exits into the ceiling of this room from above. A ceiling tile slides out of place allowing one to drop down from the vertical passage. Once the passageway is clear the ceiling tile magically moves back into position to once again hide the secret passage. The seal between the tile and the rest of the ceiling is extremely well made and it takes a successful **DC 32 Spot or DC 27 Search/Perception check** to find it.

Once the trap has been disabled or activated (or the guards inside have been tricked into opening the doors) the PCs may proceed inside.

T2. Entry

The entryway to Tolgorith Tower is a square room with a door on each wall. There are six Drow Guardsmen within this entry room. If they heard the PCs fighting outside they will still remain stationed here, allowing the party to spring the trap on the main doors before beginning their attack as soon as the doors are opened. If the PCs were able to silently dispatch the guards outside and disable the trap they will be able to surprise the Drow Guardsmen here, gaining a surprise round.

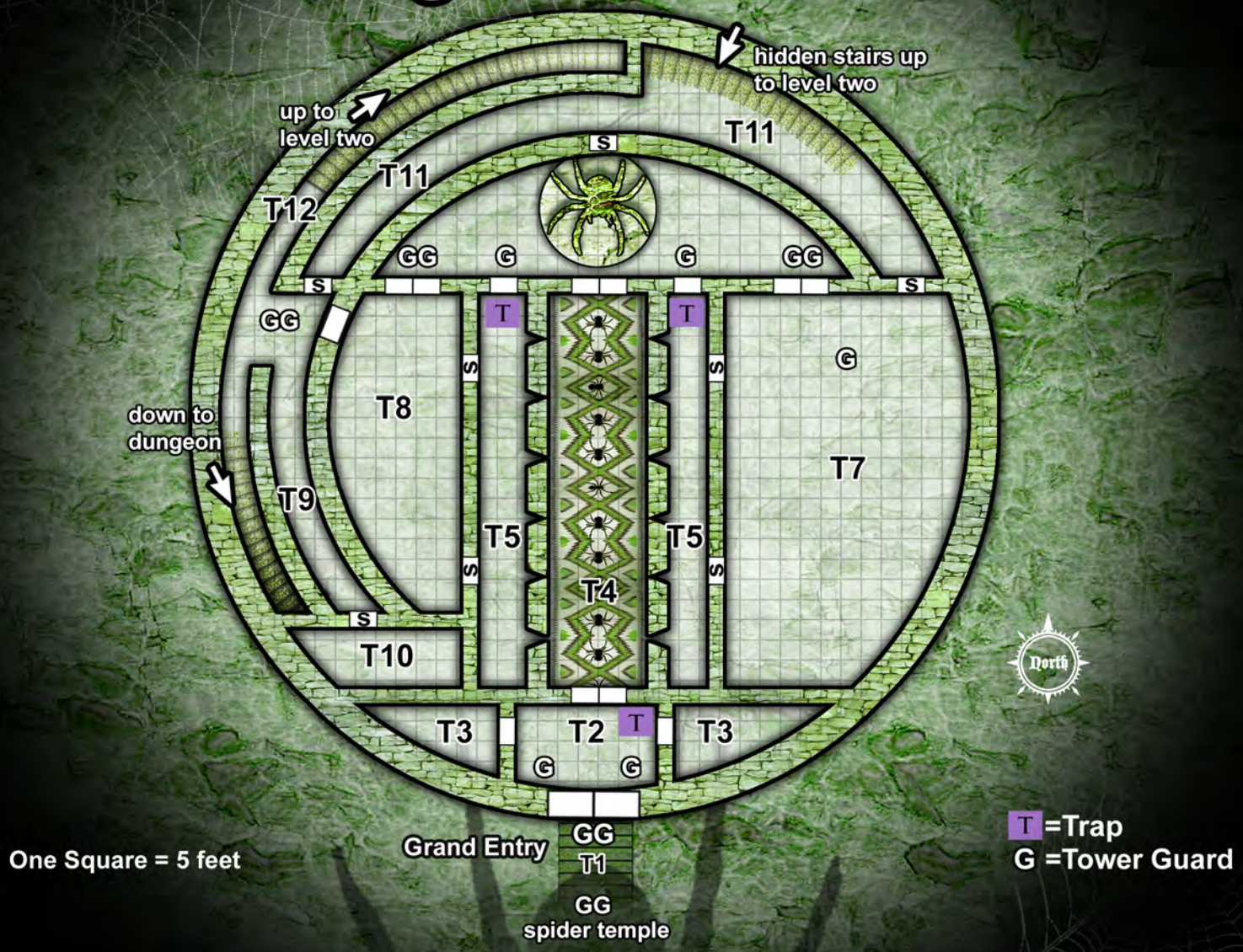
T3. Guard Barracks

If the PCs were able to sneak into the tower and continue to move silently into this room, read the following:

These guard barracks are very sparse. Simple cots are stacked one atop another eight high. A few tables and chairs are pressed tightly against the wall and drow guards sit speaking quietly and eating steaming plates of vvor meat and mushrooms. The men glance about nervously as you sneak into the room.

Volgorith Tower

LEVEL 1



Each barracks contains 2d4 Drow Skirmishers; sitting, eating and speaking among one another in hushed tones. A few of the guards are planning on leaving House Gullion soon via the Back Road and are in the process of planning their escape. They are very on-edge and will surely hear the PCs attempting to sneak into the room (give the drow a **Listen/Perception check** with a total +10 bonus to see if they hear a PC sneaking about.)

If the PCs forced their way into the tower read this once combat has concluded:

> These guard barracks are very sparse. Simple cots are stacked one atop another eight high. A few tables and chairs are pressed tightly against the wall and drow guards sit speaking quietly and eating steaming plates of vvor meat and mushrooms. The men glance about nervously as you sneak into the room.

If the PCs stormed into the tower swords drawn, (or if the vidre are currently attacking the tower) the 2d4 soldiers in each of these rooms are prepared for combat. They have arranged the cots carefully so that the first PC through the door will have 1d4+2 of the cots collapse on him/her causing 1d6+2 damage (**DC 15 Reflex** to evade) as the rest of the Drow Skirmishers will begin to fire crossbows from behind metal tables turned on their side (treat as 3/4 cover) from across the room. The PCs will have to move through a barrage of crossbow bolts in order to reach the drow. When they do they will be in for a surprise as the first "group" is simply one drow using an illusion that he created with the last charge of a wand of mirror image. There are 3 false images in this first group along with the real drow; the marksmen behind him are the real thing.

Drow Skirmishers (2d4 per room)

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

- There are many footlockers within the barracks. Within each room marked **T3**, the PCs will find the following:
- 500-800 sp ([10d4+40] x10, in total from all footlockers)
- 1,000-4,000 cp (20d4 x 50, in total from all footlockers)
- 1-4 *+2 drow crossbow*(s)*
- *+3 drow crossbow**
- Twenty *+2 drow bolts**
- Eight *+1 swords* (varying types, all one-handed)
- Two *+2 drow long swords**
- A *potion of spider climb*, *cure moderate wounds*, or *gaseous form* (GM's choice)

Needle of the Gods: A small, cold iron needle, about 6 inches long and complete with an eye at one end that pulsates with blue magical energy. The powers of these needles are mysterious, and beyond the scope of this adventure, although sages have historically theorized that they are used by the very deep races as extremely potent rods and wands, seeing as metal is easier to find than most other light-weight, long-lasting substances. Should a GM wish, he can grant any such needle with powers befitting the party. Suggestions include *dispel magic*, *heal*, and *shape stone*.

* Turns to dust when exposed to sunlight

T4. Hallway

This hallway is lined with a fine rug woven from the silk of giant spiders and colored using dyes only available in the Underworld. A series of spiders are depicted on the rug as the PCs progress down the long hallway.

Once the party travels one third of the way into the room the Drow Skirmisher in area **T5** begin to fire upon the PCs. They have practiced this many times before and learned that placing the fastest re-loaders in the first few positions is important to obtain extra shots on those that turn to flee. Timing is also important and the group fires in succession so that there are no moments when a bolt is not being fired from a crossbow.

Have the players roll initiative. Assign two archers to each melee PC and the rest to attack the party's spell-casters. The archers have been taught to hit whoever they can, but especially spell casters that can compromise their superior position. Each archer will use readied actions to make their attack just before the PC they are targeting in an attempt to disrupt any planned actions.

Example

For example the fighter gets a 19 on initiative, cleric 15, rogue 21, wizard 6.
Drow Skirmishers (2) attack Rogue
21 Rogue
Drow Skirmishers(2) attack Fighter
19 Fighter
Drow Skirmishers(2) attack Cleric
15 Cleric
Drow Skirmishers(2) attack Wizard
6 Wizard
Drow Skirmishers(# left) attack spell-casters

The door at the end of the hall is locked **(Open Locks/Disable Device DC 20)** and trapped to further impede the progress of the PCs. The trap is activated as anyone attempts to open the door; it is located just above the entryway and targets all PCs in a 20-foot row.

Hail of Arrows Trap CR 9

XP 6,400
Type mechanical; **Search/Perception** DC 25;
Disable Device DC 25
Trigger touch (door); **Reset** repair
Effect Atk +20 ranged (6d6); multiple targets (all targets in a 20-ft. line)

T5. Crossbowman Rooms

Just inside the room is a pit trap which drops the PCs over 80 feet into the dungeon's monster stockade directly below. If the party are hastily getting into this room to attack the archers then more than one PC may fall into the pit or be given a save to leap clear.

Camouflaged Pit Traps (x2) CR 8

XP 800
Type mechanical; **Search/Perception** DC 25;
Disable Device DC 20
Trigger location; **Reset** manual
Effect 80-ft. deep pit (8d6 falling damage); DC 20 Reflex avoids; multiple targets (all targets in a 10-ft.-square area)
Secondary Effect PCs that fall into the pit find themselves deposited into an animal holding cell within the monster stockade in the dungeon—Sor Gullion and his companion spider Elon await them below.

The drow in this room wait for the PCs to enter via the doors to the north before fleeing through the secret doors. They have drilled this retreat many times before; half the force fires crossbows at the PCs while the other half withdraws, then the marksmen withdraw, until all have exited. The secret doors are then closed and the drow crossbowmen make a stand in the next room if necessary.

Drow Skirmishers (6 per room = 12 total)

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

T6. Grand Entry

Read the following aloud as the group enters:

> The statue of a huge black spider rests precisely in the alcove of the tower's curved back wall, as if it has deliberately moved into the spot the way a real hunting spider would, the better to watch you intently. Suddenly you find yourself staring out at a group of adventurers from the spider's viewpoint. You rush through the air, carried on some kind of searing demonic wind that twists around each of your bodies. An insatiable thirst suddenly flows through you; it is then that you penetrate your own flesh, digging down through muscle and sinew to a plump, pulsating red heart. You can see the blood being carried through veins, pumping to and from your charging hearts, racing forward in a battle for survival. You sense your own fear, and so does she - the watcher from the darkness beyond this plane. The same darkness envelops your senses and you find yourselves back in your bodies, eye-to-eye with the black statue, the Mother of the Spiders. The Spider Goddess Naraneus has seen you, felt you, now knows your fear, and she's feeding upon it while you fight for survival. For a moment you can hear the drow moving throughout the whole temple; orders ring out, the sound of spellcasters chanting is carried on the wind, and the gears of time keep turning—the future is coming and it is uncertain. They are ready for you...

The spider statue itself does not move and was simply a gateway through which the Spider Goddess Naraneus took a glimpse into the souls of the PCs. Soon the Oracle of Tolgorith Tower will also sense their fear—the fear the PCs may not even themselves be aware of, and which may be their undoing should they not keep it in check.



Magical Secret Door

The spider statue does hold one more secret. If the symbol of House Gullion is pressed against any part of the spider, a secret door slides open within her chest. One may then walk directly through (the door closes immediately behind each individual) and they are taken into the secret area on the other side of this wall (**T11**). This allows the children of House Gullion or those in their personal and direct servitude to pass quickly into the chambers of Makinnga above and either speak with and report to her, or ask that the message be relayed by one of Makinnga's servants.

T7. Sacrifice Holding Area

This is where the groups of slaves being led to sacrifice are held until Matron Maelora is prepared with the *Vidrefacte*. The slaves are then led up the stairs to the fourth floor where they are ritualistically slaughtered in the sacrificial pool.

There is only a 5% chance that anyone will be within this room as it is usually left empty so that slaves do not have access to anything which could give them an advantage against the guards or a means of escape. The floors themselves are scattered with bits of dirt, dried mud and blood, and signs of humanoid desperation such as chewed fingernails or urine stains. The entire room smells of sweat and unwashed bodies despite the fact that no one is here.

If a **Search/Perception DC 40** is made the PCs will find a single platinum needle identical in design to the one found in the guard barracks (a *needle of the gods*). It is unknown what magical powers this needle has (it is up to the GM to decide, but information on this magic item is on page ??).

T8. Audience Chambers

These audience chambers are reserved for meetings between members of House Gullion and other drow houses. When an audience is not in session the room is used to review new slaves and beasts being admitted to the tower proper.

The southern end of this room contains numerous tables and chairs so that the nobles of the house can watch as droves of slaves and fighting beasts are driven through this room and into the dungeon. The walls near these tables bear hooks that hold whips so that the nobles may entertain themselves by whipping these inferiors as they are pushed off to slavery. The stone tile floor also has several pairs of manacles bolted to the floor to allow a slave or beast to be chained down while the drow amuse themselves.



These tables and chairs are heavy and made of iron. They can be pushed onto their sides and used as cover but are too heavy to be picked up and used as a shield. The chairs are solid enough to be used as improvised clubs (1d6 bludgeoning damage) but a PC needs a minimum Strength attribute of 16 to use them efficiently (otherwise they take -4 penalty to attack rolls). Numerous chairs have dents and slightly bent legs where some child of the house has dispensed with the whip and used their seat to beat some poor slave.

Gal and Mal Yrr Niss rendezvous here when the room is empty to discuss the political situation within the family. Both Gal and Mal are aware of the rumor that they are having an affair in addition to these meetings. They encourage this gossip because even though it is not the case, Mal taking Gal to her chambers allows them to make fail-safe plans in case Maelora goes over the edge and becomes a danger to the family.

Gal Gullion

3.5 hp 39 / CR 8 / Pg 364
Pathfinder hp 44 / CR 6 / Pg 428

Mal Yrr Niss

3.5 hp 33 / CR 7 / Pg 364
Pathfinder hp 37 / CR 5 / Pg 428

T9. Outer Corridor

2 Drow Knights are positioned before the entry to the stairs. One holds a warning trumpet in hand, the other a crossbow prepared to fire a poisoned bolt. As soon as the PCs are spotted the trumpet is sounded and guards from D1 in the dungeon and T12 on level two (4 Drow Skirmishers in total) arrive within 1d4+1 rounds. The guards fire crossbows, attempting to take out the PCs with drow poison until the gap is closed at which point they switch to melee weapons and attempt to alert the rest of the tower guards as quickly as they can.

Drow Knights (2)

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

This simple corridor contains a secret door (DC 20 Spot/Perception check) to the north that leads to back passages which allow the drow children to move freely throughout the tower should they need to travel discretely. Although the guards are aware of these secret doors, they are not permitted to use them under penalty of public humiliation, torture, and death.

Another secret door to the south **(DC 20 Spot/Perception)** opens into a hidden storage area which holds various magical items for the drow to access should the tower come under attack.

Note: If the PCs encountered the vidre outside, these items will be in the hands of the guards stationed on each landing instead of within this storage area. Otherwise place weapons, armor and one or two other items as you feel are appropriate.

T10. Hidden Storage

A line of travel cloaks hang within this small room. They all have a light layer of dust on them and it looks like no one has been into this alcove in quite some time. It takes a successful **DC 25 Spot/Perception check** to notice that this cloak room opens into a hidden storage area which holds various magical items for the drow to access should the tower come under attack.

If the PCs attempt to push past the cloaks they will find that the wall behind them swivels open and that the room expands beyond to a small space holding the following magical items:

Magical Weapons
*+3 drow crossbow**
*+2 drow crossbow**
*+2 drow shortsword**
Four *+2 drow longswords**

Magical Armor
*+2 drow buckler**
*+2 drow buckler**
Four *+1 drow buckler**

Magical Wands**
wand of magic missile (30 charges)
wand of charm person (10 charges)
wand of hold person (10 charges)
wand of fireball (20 charges)

*All drow armor and weapons are specifically designed to turn to dust if taken outdoors into sunlight.

**All wands are caster level 6.

Note: If the PCs encountered the vidre outside these items will be in the hands of the guards stationed on each landing instead of within this storage area. If the PCs did not encounter the vidre outside, for every round that they spend in this room there is a cumulative 15% chance that all the guards still alive on this level (up to a total of 14) appear at the doorway into this room to collect these items.

Drow Knights (number varies)

3.5 hp 42 / CR 7 / Pg 354
Pathfinder hp 39 / CR 7 / Pg 416

T11. Secret Corridor

This secret corridor and the stairs hidden within are used to travel between the first two floors of the tower. The hidden stairs lead up to the storage area in **T22**. The secret passage also allows the children of House Gullion or those in their personal and direct servitude to pass quickly into the chambers of Makinnga above (few ever choose to use it, however).

T12. Stairs Up

These stairs are the main thoroughfare tower occupants use to move between levels. At any time there are at least two guards stationed per level with another 4 guards patrolling up and down the stairs (20% chance to encounter). If any guards are encountered one immediately sounds a warning trumpet to summon allies from the other levels while the other guards fire poisoned bolts at the PCs. If a trumpet is sounded there is a 75% chance that 2 guards will arrive every 1d4 rounds until a total of 15 guards have arrived (at which point the guards will cease arriving). In 1d4 hours additional guards will report for duty in the tower.

Drow Skirmishers

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417



Captured by the guards?

Should the guards capture the PCs they will be stripped of all clothing and belongings and taken before Matron Maelora (70% chance), taken before Maroena and Maltorya (20% chance), or dragged off to the slave camp and forced to work for House Gullion (10% chance).

If the party is taken before Matron Maelora she will order their immediate execution and perhaps even perform it herself by slitting their throats, letting them bleed out upon her floor while the Grandmother Spider feasts upon them.

If taken to Maroena and Maltorya the PCs will be ritualistically sacrificed, their souls fed to the *Vidrefacte*.

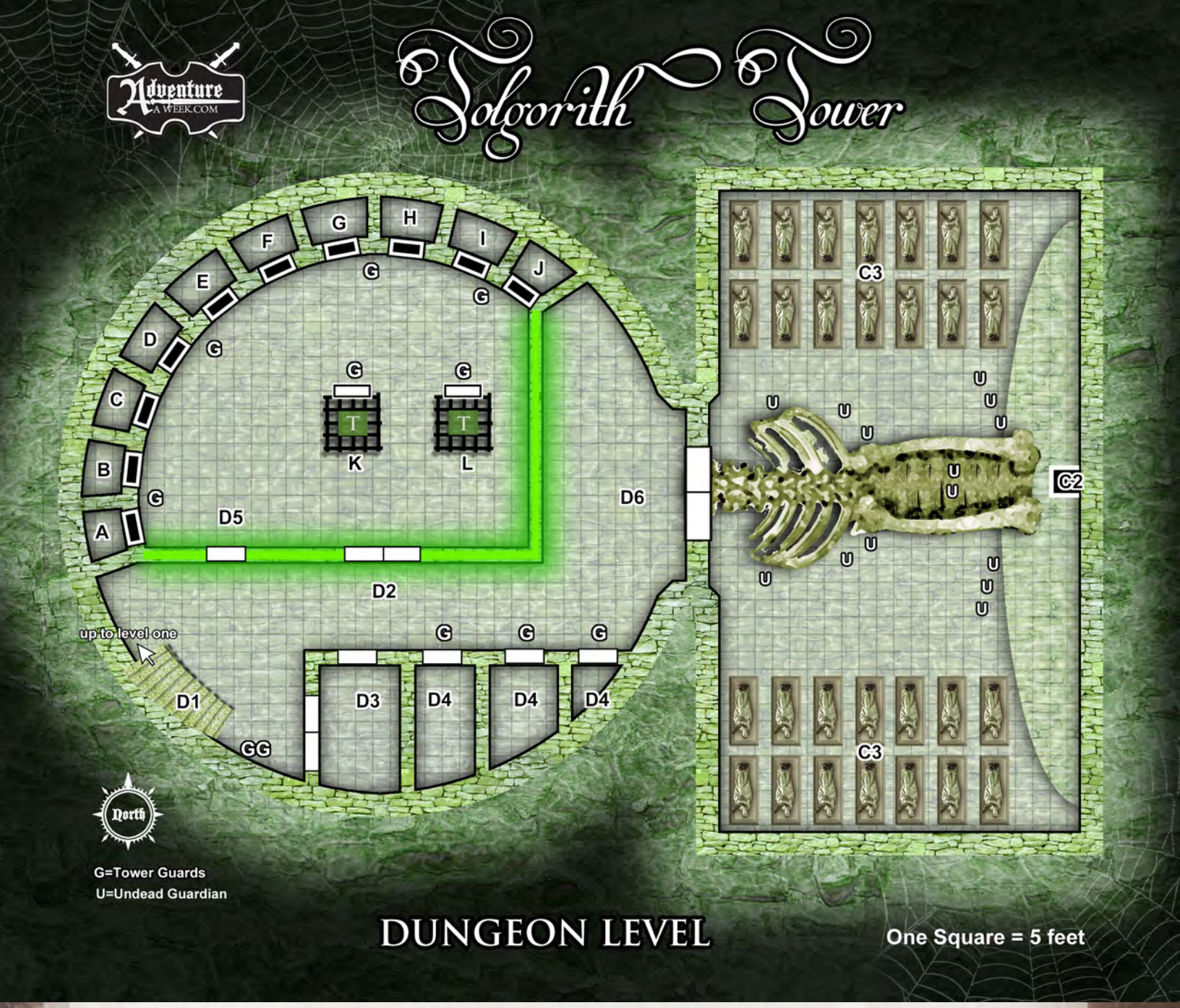
If taken to the slave camp they will be bound with magical slave collars (reserved for the most dangerous slaves) and forced to work in the Mushroom Fields, fending off attacks on the crops from vermin and other Underworld pests.

Tolgorith Tower Dungeon Level

The Dungeon of House Gullion

The dungeon of Tolgorith Tower is clearly recognizable for what it is, with the exception of it being the domain of Sor Gullion. As the Matron Mother's behavior has become increasingly insular at the same time as decreasingly predictable, Sor has been spending more and more time in this area with the animals he guards, keeping them and himself out of the way. Far from developing a sentimental streak about his charges, he's been ensuring that the strongest and fittest for task have been growing in ability and power; he now has a real force to be reckoned with.

Sor will use some fairly traditional tactics if these quarters are attacked. Trusting the stockade walls to hold for a reasonable number of rounds, he will begin by using a wand of eagle's splendor before releasing the creatures he has caged, and then using a wand of *summon monster III*. Elon will move to protect Sor, herd-



ing the animals forward at the same time. Depending on the position of the PCs, Sor and Elon will encourage the trained animals to move through the doors or, if more beneficial, Sor will switch off one of the stockade walls and have the creatures within flood into the entrance area of **D2**.

Sor will carry on summoning monsters until he has to fight. Elon will allow him to climb onto its back, giving Sor an advantage when finally physically attacking. The released creatures will engage enemies until killed, as they have been trained to do. The summoned monsters attack as directed by either Sor or Elon; Sor tends to call as many spiders as possible in order to take advantage of their web ability. This level could easily become one huge blood bath, but Sor will try to keep out of the way as much as possible until his wand of *summon monster III* is used up.

A number of guards are also in the area, as loyal supporters of Sor as any drow can be. Most are low level, dedicated to the house and Matron Mother as well, and so far all are considered to be worth more than food for the *Vidrefacte*.This means they fight with ferocity and intensity—to do otherwise would lead to being used for other purposes.

D1. Dungeon Entry

2 Drow Skirmishers are positioned at the bottom of the stairs, a warning trumpet to hand. As the PCs appear at the top of the stairs (unless they are heavily disguised) one drow will sound the trumpet while the other uses her hand crossbow to fire as many poisoned bolts as possible at the first person through the door. They will then both use melee weapons, alerting the rest of the dungeon level inhabitants by shouting as loudly as they can. They are expecting their 3 fellow Drow Skirmishers from area **D2** to join them; they won't be disappointed! These reinforcements fire their hand crossbows for 1 round, then charge into combat. If the

PCs stay on the stairs, all 5 guards will use their hand crossbows until melee can begin.

Drow Skirmishers (2)

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

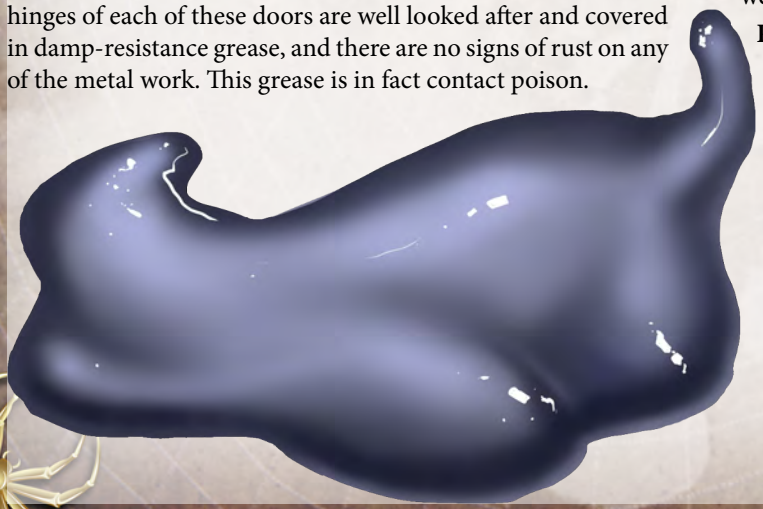
The last 2 stairs are both trapped, which is one reason the drow guards don't use them. Anyone who fails their Will save will take a -4 penalty on attack rolls, saves, ability checks and skill checks.

Bestow Curse Trap CR 4

Type magic; **Search/Perception** DC 28;
Disable Device DC 28
Trigger proximity (*alarm*, covering the stair);
Reset automatic
Effect spell effect (*bestow curse*, DC 14 Will save negates)

D2. Exterior Stockade

This skillfully-formed stone floor is an example of the exceptional quality of work the *Vidrefacte* initially produced for House Gullion and the Matron Mother. The blocks appear almost seamless, but close inspection would reveal the magical nature of the results. Each of the single doors leading off of the corridor is trapped; the double gates to the stockade aren't. The handles and hinges of each of these doors are well looked after and covered in damp-resistance grease, and there are no signs of rust on any of the metal work. This grease is in fact contact poison.



Door Handle Smeared with Contact Poison CR 5

Type mechanical; **Search/Perception** DC 25;
Disable Device DC 19
Trigger touch (attached); **Reset** manual
Effect poison (nitharit, DC 13 Fortitude save resists, 0/3d6 Con)

Nitharit *type* poison, contact; *save* Fortitude DC 13; onset 1 minute; *frequency* 1/minute for 6 minutes; *effect* 1d3 Con damage; *cure* 1 save

The double gates are kept closed with two bars on the inside, each requiring a **DC 25 Strength check** to break through.

If the Drow Skirmishers in area **D1** weren't able to alert the 3 guards in this corridor, each of them will be standing in front of one of the three doors furthest from area **D1**.

Drow Skirmishers (2)

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

In the space under the stairs, near the door into the stockade, lurks a gray ooze. It is particularly difficult to spot against the well-made walls and floor, requiring a successful **DC 20 Spot/ Perception check** to see it instead of the usual DC.

Gray Ooze (1)

3.5 hp 31 / CR 4
Pathfinder hp 50 / CR 4

(Pathfinder® Roleplaying Game Bestiary™)

D3. Supply and Feed Storage

This room has a variety of food items for the various creatures caged in area **D5**. Some items are recognizable—grains, fruits, fish—while others, particularly the cuts of meat, are much less obvious. A successful **DC 20 Knowledge (nature) check** will highlight that some of the hanging joints come from humanoids, as well as the bodies of vermin and aberrations if the same skill check at DC 25 is made. These are actually examples of the trained creatures that failed to meet the grade; this is the reward for that failure—being fed to your kin.

Each of the corners of the room has a large carcass hanging in it and three of them (GM's choice) are infested with 1d6+1 rot grubs. A successful **DC 15 Spot/Perception check** sees the squirming of the bloated creatures under the surface of the carcass. If they aren't seen, they burst out to attack the "fresh meat".

Rot Grub CR 4

Type infestation; **Save** Fortitude DC 17
Onset immediate; **Frequency** 1/round
Effect 1d2 Con damage per grub

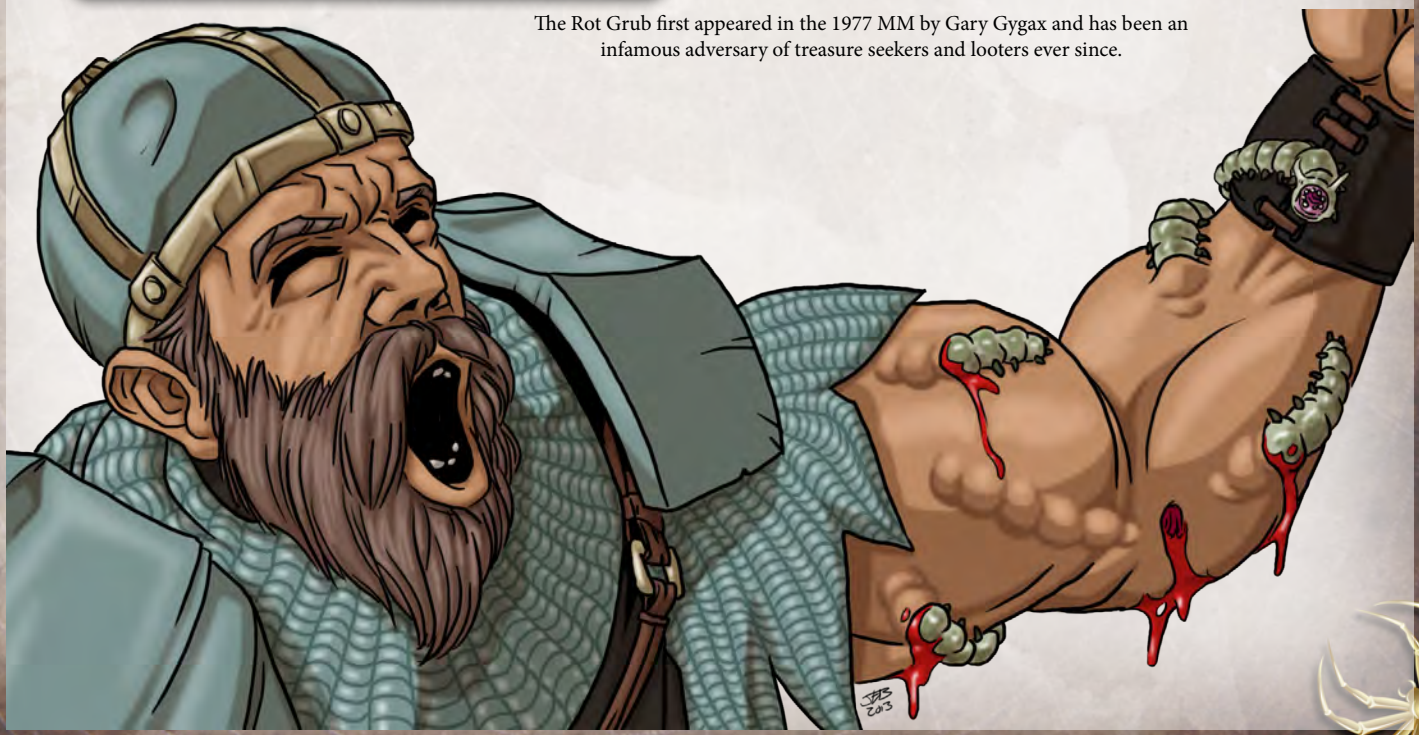
The hanging carcass in the northeastern corner turns out to be a strange, greenish-purple-skinned creature. Its hands have been removed, as has the top of its over-sized skull, but its appearance is even more disturbing because its face has been heavily disfigured; both its lips have been split in the middle and each of the four sections stretched to about four inches long. Its teeth have all been removed and the remaining jaw filed into a beak-like shape. Its limbs have been broken (**DC 10 Heal** to confirm) and the body pierced about 20 times by bolts **(DC 15 Heal)**. If any of the PCs decide to reach into the shriveled brain of the creature, she or he will find a small stone embedded deep within it: an iridescent spindle ioun stone.

Ioun Stone

Aura moderate transmutation; **CL** 12th
Slot none; **Price** 18,000 gp; **Weight** —
Iridescent spindle; Sustains a creature without air.

CONSTRUCTION
Requirements Craft Wondrous Item, *water breathing*; Cost 9,000 gp 360 xp

The Rot Grub first appeared in the 1977 MM by Gary Gygax and has been an infamous adversary of treasure seekers and looters ever since.



D4. Servant Residences

Two of these three rooms are where the warrior guards stay when they are stationed here. The last chamber (the one furthest from the feed store) is Sor's room.

The rooms used by the guards each contain 4 beds and 6 footlockers. 3 guards are awake at all times, with the others sleeping 4 to a room. The footlockers have enough space for bedrolls and small weapons; 2 of them in each room contain a case of hand crossbow bolts. The Drow Skirmishers are instructed not to bring any personal belongings down to the dungeon when they are on this detail.

Sor's room is different in that there is a desk, a chair and a bookcase. The desk is simple and plain, with a diary of notes placed on it. The diary's notes detail the training each animal has received and its responses. It describes the animals which have failed to reach the required standard and what he, Sor, will do differently to make sure the issue doesn't occur again. The bookcase has several volumes of these notes, covering the last thirty years or so, and anyone that makes a successful **DC 15 Knowledge (nature OR dungeoneering OR the planes)** check will realize that reading through a number of these tomes for a period of 48 hours over 6 days (8 uninterrupted hours per day) will grant one of the following:

- +2 bonus to Knowledge (nature) checks about animals, monstrous humanoids and vermin
- +2 bonus to Knowledge (dungeoneering) checks about aberrations and oozes
- +2 bonus to Knowledge (the planes) checks about outsiders and elementals
- +2 bonus to Handle Animal checks

The PC has to decide which skill she intends to develop and then read through a variety of tomes to pick out the relevant information. This takes great concentration and at the end of the exercise, the books will not make sense to the same person for a second time.

There is a stout bed in the southwestern corner extending from the curved wall, with small cabinets on each side, both with 2 drawers. The bed and the bookcase are mimics; Sor has trained them particularly well, rewarding them every day with choice morsels for the Matron Mother's victims. The creatures are healthy and contented—both have 66 hp instead of the usual 52 hp.
The first cabinet contains a loaded-and-cocked hand crossbow in the top drawer and a set of simple clothes in the other, while the second cabinet contains a *stone of alarm* in the top drawer and *stone lizard* in the other. If the *stone of alarm* goes off it can be heard throughout the tower due to the intricate system of thin, interconnecting pipes and tubes that run throughout. The *stone of alarm* is stuck to the cabinet with *sovereign glue*.

The *stone lizard* is very similar to to a *stone horse (destrier)* but manifests as a stone monitor lizard instead.

Bed and Bookcase Mimics (2) (66 hp)

3.5 hp 66 / CR 4
Pathfinder hp 66 / CR 4

(Pathfinder® Roleplaying Game Bestiary™)

Stone of Alarm

Aura faint abjuration; **CL** 3rd
Slot none; **Price** 2,700 gp; **Weight** 2 lbs.
Iridescent spindle; Sustains a creature without air.

This stone cube, when given the command word, affixes itself to any object. If that object is touched thereafter by anyone who does not first speak that same command word, the stone emits a piercing screech for 1 hour that can be heard up to a quarter-mile away (assuming no intervening barriers).

CONSTRUCTION
Requirements Craft Wondrous Item, *alarm*;
Cost 1,350 gp 54 xp

Stone Lizard (Monitor Lizard)

Aura strong mutation; **CL** 14th
Slot none; **Price** 14,800 gp; **Weight** 6,000 lbs.
As *stone horse, destrier*

CONSTRUCTION
Requirements Craft Wondrous Item, *animate objects*, *flesh to stone*; Cost 7,400 gp 296 xp

D5. Training Pen
Sor Gullion and Elon

This is where Sor's most successfully-trained creatures are kept. They are all amazing examples of their type; strong, swift, brave, and ferociously determined to win at all costs. The more intelligent creatures recognize that failure means death; the more animalistic have learned that they are rewarded well if they succeed.

Before the PCs can confront these creatures, they have a number of other challenges to face. The first is the magically electrified fence that protects two sides of the stockade. This wall is barely visible, requiring a successful **DC 25 Spot/Perception check** to see. It can also be found with a **successful DC 25 Listen/Perception** check if that sense is used, as the air it occupies is being electrically "boiled" by the arcane energy being expended. Anyone with the Scent extraordinary ability can smell ozone.

If the wall is touched, it flares in the same way a trap would, and each long wall is effectively a *Chain Lightning* Trap. The way to disable these walls is difficult to find or actually achieve.

Chain Lightning Traps (2) CR 7 each

Type magical; **Search/Perception** DC 31;
Disable Device 31
Trigger touch; **Reset** automatic
Effect Spell effect (*chain lightning*, CL 11, 11d6 electricity to target nearest to center of trigger area plus 5d6 electricity to each of up to 11 secondary targets, DC 19 Reflex save for half damage)

Sor's tactics were broadly described at the start of the level. At the first sign of the PCs fighting the drow skirmishers in areas **D1** and **D2**, he will begin to release the creatures from their cages. They instinctively keep away from each other, recognizing even with their low intelligence scores that each is a prime physical example of their type. As the creatures are set free, Elon will begin to herd them towards the double gates. If the PCs appear to be disabling the electrical barrier, two of the guards will remove the bars on the inside of the gates and open them. Elon, trying to keep itself between the party and Sor whenever possible, will push the creatures through before placing a web across the gap (using the gate posts and top bar as the anchor points) to hinder the PCs' entrance if they fail to disable the "fence", which goes over the gate frame and door frame.

Once all the creatures are out of their cages (with the exception of the human in cage K and the dwarf in cage L) Sor will begin to use his wand of *summon monster III*. If the PCs are concentrating on the creatures close to the double gates, one of the guards will open the door so the summoned monsters can move through it and potentially attack from behind. 4 of the guards will react to whichever entrance the PCs seem to be coming through; 3 will move to fight the PCs face-to-face while the fourth will go out through the other door and fire his hand crossbow at the party's backside. If the PCs split up pretty much evenly, the guards will do the same.



The moment a PC sets foot inside the compound, Sor will mount up on Elon and use cages K and L as cover. The two remaining guards will stick close to the doors to cages K and L unless they are the only drow left, in which case they will retreat upstairs, attempting to drag Sor away with them if he is injured and Elon is dead. Elon will stay and fight until Sor says differently, so it is possible the two can make their escape even when severely injured and close to death.

Sor has almost all his valuable possessions here, as he hasn't been back to his room on level 2 of the tower for almost a month after his mother suggested killing all of his valuable creatures in one of her less lucid moments. Since then, Sor has been concerned for their welfare. The only thing he left behind is a box with three blocks of black widow venom poison in it.

Sor

3.5 hp 42 / CR 9 / Pg 368
Pathfinder hp 50 / CR 7 / Pg 432

Elon

3.5 hp 46 / CR 4 / Pg 368
Pathfinder hp 47 / CR 4 / Pg 432

Drow Skirmishers (6)

3.5 hp 27 / CR 5 / Pg 355
Pathfinder hp 27/ CR 5 / Pg 417

A. Choker*(27 hp)

3.5 CR 2 | Pathfinder CR 2

This creature is distantly related to the Ottaakiinni of the Fungi Forest, which explains its robust nature. Prolonged exposure to intense chaos and evil may well trigger a fiendish reaction over time, but for the moment it is just a tougher than ordinary specimen.

B. Cave Fisher* (33 hp)

3.5 Pg 347
Pathfinder Pg 408

C. Monstrous Centipede (medium)/Giant Centipede* (8 hp)

3.5 CR 1/4 | PF CR 1/2

This creature is currently being trained to deal with rebellious slaves. Sor also hopes to have it become fiendish if possible, if a suitable deal can be struck.

D. Morlocks* (2) (36 hp)

3.5 Grimlock CR 1 | PF Morlock CR 2

These two are making a name for themselves as creatures of unsurpassed savagery. Sor has been attempting to get them to use spiked clubs as their weapons, but so far they have resorted to their bite attack on every occasion they have been pitted against an opponent, with one attacking the neck while the other rips any discernible face off the enemy. They are also a mated pair; this is known because just once—after Sor was late feeding them—they were found eating one of two of their own offspring, which had appeared during the intervening period between meals. Sor managed to take the young creature that remained, but it escaped after a few days and hasn't been seen since.

E. Troglodytes* (3) (20 hp)

3.5 CR 1 | Pathfinder CR 1

These three creatures used to be regularly beaten for releasing their stench at inappropriate moments. They have become very good at storing it up and it has become particularly strong; the check to overcome this smell is now **Fortitude save (DC 17)** to resist.

F. Otyugh* (57 hp)

3.5 CR 4 | Pathfinder CR 4

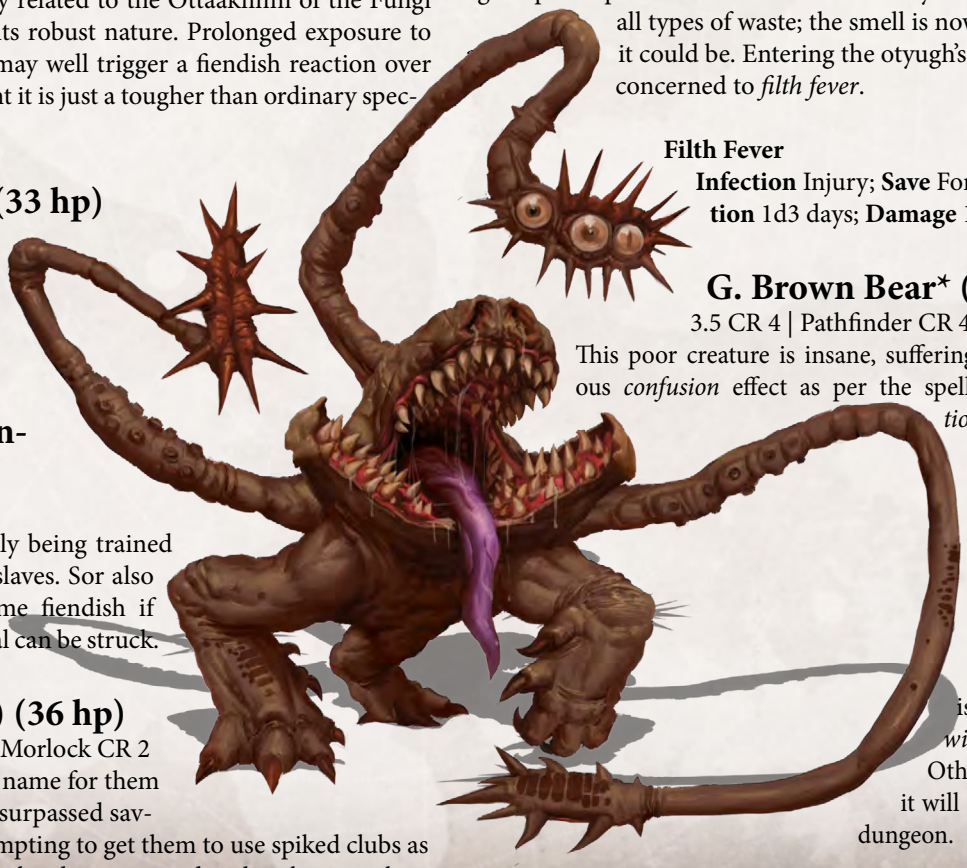
This creature has a refuse and offal pit to live in. It is also the sewage deposit spot for this level and it is very efficient at reducing all types of waste; the smell is nowhere near as bad it could be. Entering the otyugh's pit exposes those concerned to *filth fever*.

Filth Fever
Infection Injury; **Save** Fort DC 12; **Incubation** 1d3 days; **Damage** 1d3 Dex, 1d3 Con

G. Brown Bear* (72 hp)

3.5 CR 4 | Pathfinder CR 4

This poor creature is insane, suffering from a continuous *confusion* effect as per the spell. *Greater restoration*, *heal*, *limited wish*, *miracle* and *wish* can restore the creature, which will fight with the party if a ranger, druid or cleric with the Animal domain is present or *speak with animals* is cast. Otherwise, if cured, it will attempt to flee the dungeon.



*The creatures listed A through J for the pens are available with full stats online at either http://www.d20srd.org/ (for the 3.5 game system) or http://paizo.com/pathfinderRPG/prd/ (for the Pathfinder game system, excluding the Cave Fisher which is included in the Encounter Index at the end of this book for both game systems.

H. Winter Wolf* (78 hp)

3.5 CR 5 | Pathfinder CR 5

This creature is used to being ridden by small or smaller creatures. It was part of a goblin troop captured by a drow raiding party on the surface and brought to House Gullion to power the *Vidrefacte*. The wolf was considered the only creature worth keeping alive from that sortie.

I. Troll* (84 hp)

3.5 CR 5 | Pathfinder CR 4

The troll is insane but not confused; it has been in Sor's menagerie for so long it has forgotten virtually everything but fighting and cannot be reasoned with. As well as being a prime specimen, it has also developed a tendency to rage in the same way a barbarian does. It can do this twice a day, but only once per encounter. It will fly into this rage as soon as it engages with a PC. The rage lasts for 11 rounds.



J. White Tiger* (66 hp)

3.5 CR 4 | Pathfinder CR 4

This is a northern subtype, used to living in the colder climes. She is an elder female, just past her prime and will join the party under the same conditions as the brown bear.

Remaining Pens

The humanoids in the two remaining pens are rather more of a challenge for Sor and won't be released with the rest of the creatures. In fact, if the party doesn't look carefully when it is in the relevant cell, they may not even find these prisoners in the first place.

K. Human Hill Giant (polymorphed human)

3.5 hp 102 CR 7 Pg 375 | PF hp 85 CR 7 Pg 439

This wretched unnamed human was found by the drow on a rare trip to Upperworld, near the Klavekian/Obor borders. At the site of an intense battle where magical forces had clearly been used, he was the only creature left alive (and barely so). As the drow watched, his form returned from a strapping specimen, well over 6 feet tall with skin the color of a two-week old bruise, to an average human warrior, if one with good muscle definition. But what intrigued the drow was that he radiated strong magic himself (and somehow seemed to have evidence of 2 souls within his frame on further investigation). The raiding party, rather than just kill him outright, brought him back to House Gullion and gave him to Sor.

Sor quickly found out what made this human different, special even. The first time the man was put into a fight situation with a zombie, his muscles bulged, skin went the bruise color, and the undead was dispatched. He then collapsed, returning to his usual size and shape. Sor continued to put the human into increasingly difficult combats, to see the reaction; he was amazed with what he found.

When the man becomes either completely afraid or totally angry, he polymorphs into a hill giant, with greenish-brown skin and all the normal attributes of such a creature. If frightened, the human-hill giant flees as fast as it can for 12 rounds, before hiding, collapsing, and returning to human form. If angry, he fights with all his might until his foe is unconscious or dead, then immediately falls unconscious himself and reverts to human form.

The human's prison is at the bottom of a 40 feet deep shaft barely 3 feet in diameter. This drops into a cell that is a 10 feet-per-side cube with nothing more than a 4 inch diameter waste pipe leading from it otherwise, and a rough-and-ready set of items that make a cell a home; a bed, a cabinet, a few books and a light source. Sor is in awe of this human's ability to change into such a powerful alternative form, but is entirely wary of the unpredictability of some of the changes and does not trust the human to come out of his cell without a significant number of guards available. The top of the shaft is sealed with a cover that requires a successful **DC 28 Spot or DC 25 Search/Perception check** to locate..

In the ceiling there is a camouflaged trap door that leads upwards to area T5. It can be found with a successful **DC 22 Spot or DC 18 Search/Perception DC 18 check**.

L. Dwarf
Zwerc/Tiefling Rogue

3.5 hp 48 CR 9 Pg 379 | PF hp 52 CR 9 Pg 442

Another oddity, again at the bottom of a 40 feet deep shaft in a 10 feet-per-side cell, this prisoner is actually a female zwerc-tiefling rogue. Sor can detect that he and his captive, named Kasittaa Kaapio, have a lot in common, but can't fully fathom the tiefling dwarf out and certainly doesn't trust her. He has had a number of conversations with her, even gaining assurances of cooperation, but still doesn't allow himself to turn his back on her. Despite Kasittaa's low overall charisma, her otherworldly nature is alluring.

Kasittaa Kaapio has performed well so far for Sor for one main reason; she sees him as the most efficient and possibly only real way out of her current predicament. A secondary reason is that he appears to have her best interests at heart, and it is those matters of the heart that may just gain Sor's trust and allow her to rise in the family's esteem. Slaughtering PCs would be a fine place to start that meteoric rise, and it beats having to battle on a regular basis just to stay alive, even if Sor does seem to be giving her opponents that are no real match for her.

Although she can fight, Kasittaa was a spy in her former life; this is something she has been able to keep from Sor. She is certain he would have her killed on the spot if he found out, a belief which is entirely correct. If the PCs manage to convince her to help them out, she has some knowledge of the levels of the tower:

Dungeon level - 80% accurate
Level 1 – 65% accurate
Level 2 – 50% accurate
Level 3 – 35 % accurate
Level 4 – 20 % accurate
Level 5 – 5% accurate

If the PCs ask Kasitaa about a level in the tower, secretly roll d100 to determine the veracity of what she claims to know. Then refer to the maps for these sections and give a few hints that match the dice roll.

She will try to keep out of the party's way if it takes her with them, as she looks to see which side she ought to turn to. She will help the PCs if it looks like they will win, but will also turn on them the moment it seems like they are going to lose. Kasittaa usually uses a rapier if one can be found for her.

The top of the shaft is sealed with a cover that requires a successful **DC 28 Spot or DC 25 Search/Perception check** to locate. In the ceiling there is a camouflaged trap door that leads upwards to area **T5**. It can be found with a successful **DC 22 Spot or DC 18 Search/Perception check**.

D6. Entrance to the Crypt

When the PCs finally make it to these doors (and possibly beforehand depending how much attention the drow give to them) they will find that their efforts so far have been observed, although no action has been taken that they can be certain of. If the PCs were given the scarab of



death by Makinnga at the meeting in the chamber of the Ossuary Collaborative, then their arrival was expected some time ago. If not their recent actions will have been observed.

From each of the doors, a wraith appears. These grim-looking undead have an air of importance about them; both are clad in fine robes, with a House Gullion insignia clearly visible. However, there is something about their emblems that doesn't look quite right, and a successful **DC 30 Knowledge (history or nobility and royalty) check** will allow the observer to recognize these are each an older version of the badge, one with subtle differences to the version instigated by the Matron Mother. Indeed, if the insignia is copied and used as a symbol within Drow Sign Language, it is much more conciliatory than the current Gullion symbol. If anyone in the party realizes this and makes the sign, the wraiths will open the doors without further sound or delay.

If the PCs speak with the wraiths, they say in unison (although in a slightly unsynchronized way):

> "Hail and well met. Our ward has been watching you and has noted your ability. Would you speak with her, at your pleasure? It is worth recalling that all you claim to see is sometimes not as clear as you believe it to be."

A successful **DC 25 Spot/Perception check** allows a PC to see the scarab of death crawling around at the feet of the wraiths. If the party agree within two rounds, the creatures take hold of the door handles without further sound or delay and motion with a slight bow and hand gesture that indicates to move forward. The PCs find that the doors have become incorporeal and they can walk straight through them, even though they are still opaque enough to prevent anyone seeing through them. The party gains the same amount of experience as if they had fought the undead.

Wraiths (2)

3.5 hp 32 / CR 5
Pathfinder hp 47 / CR 5

Under the influence of the *unhallow* spell from the *Blood Throne of Souls*.

(Pathfinder® Roleplaying Game Bestiary™)

If the PCs attack the wraiths, they immediately sink back into the doors and the sound of a lock shifting can be heard. This requires a successful **DC 25 Open Locks/Disable Device check** to get past. The lock will also be trapped.

Energy Drain Trap CR 10

Type magic; **Search/Perception** DC 34;
Disable Device 34
Trigger visual (*true seeing*); **Reset** automatic
Effect spell effect (*energy drain*, CL 17th, Atk +8 ranged touch [2d4 negative levels for 24 hours]; Fortitude DC 23 negates)

Tolgorith Tower – Crypt

Makinnga currently has discern lies in effect as part of the *unhallow* from the *Vidrefacte*.

C1. Giant Ribcage Entry

In the depths of the tower, the theurgist Makinnga sits with her cavalcade of undead admirers and companions. These undead are not slaves; Makinnga is their friend and ally, and they hers. The party could easily be overwhelmed by the residents of this area and quickly find themselves part of the undead horde. But Makinnga isn't after the party's death, unless they insist on it; she has a deal to strike with the PCs. The current Matron Mother is riding roughshod over almost uncountable decades of tradition and respect—Makinnga's cohorts, consorts, and the necromantic scion herself, are not happy.

That same tradition does not allow the undead ancestors of House Gullion to take up arms against the current Matron Mother, and Makinnga herself is not yet powerful enough, even with the support she has through the gifts she has been given. If the PCs were able to distract Maelora long enough for Makinnga to do something about the *Vidrefacte*, a satisfactory conclusion for everyone could be reached. At least this is what *could* come about if certain future paths are followed…

The whole of this area is protected by an *unhallow* spell, powered by the *Blood Throne of Souls*.

Through the doorway

Stepping through the doors from the dungeon takes the party into the crypt's hallway, which is about 40 feet wide. This appears to be a giant rib cage, with 6 enormous closely-spaced bones on each side arching up and over a pathway made of many thousands of hands. If the PCs are stepping forward peacefully or with the "blessings" of the wraiths at the doorway, the hands shift slightly each time someone places a foot on them and carefully support whoever is walking along. This is designed to be slightly unnerving, not least because every step is accompanied by the cracking sound of fragile carpal, metacarpal and phalanx bones (although none actually break; imagine the noise of 100 people cracking their knuckles at the same time). The PCs get the same amount of experience for the trap as if they had either set it off or disabled it.

If the PCs are fighting their way in, the hands act as a *forceful hand trap*, rising up in a wave to push the party towards the rib cage and away from each other. The hands which attack each PC means are treated as a single Large creature.

Forceful Hand Trap CR 7

Type magic; **Search/Perception** DC 31;
Disable Device 31
Trigger touch; **Reset** automatic
Effect spell effect (*forceful hand*, CL 11th, treat attack as a bull rush with a +14 bonus on the strength check)

The ribs are so large, it is difficult to imagine what creature they came from. Closer inspection allows a PC to see that they are in fact individual skeletons shaped to look like a single rib. If the PCs get within 5 feet of any rib, a pair of eyes can be seen watching them from the top of it. If the *forceful hand* trap is activated (or if the wraiths from **D6** enter the crypt, warn of attack, and are followed by airborne PCs) each of these ribs turns out to be a troll skeleton, which unwraps itself from its current appearance and attacks.

Around the outside of the ribcage walkway are 6 shadows. If the party has come peacefully one will act as an escort, initially approaching the PC and offering a hand to shake. If the PC does this, there are no ill effects and the shadow will walk with them towards the *Blood Throne of Souls*. This is a sign of the goodwill offered by Makingga and her undead. The party gains the same amount of experience as if they had fought the undead.

If a fight is taking place, the shadows will rise up through the hands and attack from below.

Troll skeletons (12)

3.5 hp 39 / CR 3 / Pg 390
Pathfinder hp 27 / CR 3 / Pg 454

Shadows (6)

3.5 hp 19 / CR 3
Pathfinder hp 19 / CR 3

(Pathfinder® Roleplaying Game Bestiary™)

C2. Makingga Gullion's Seat of Meditation and Conversation

In front of the PCs is a set of stairs leading to the *Blood Throne of Souls*. Sitting on it is a slightly built female drow. Her eyes are intense, sparkling with the deepest violet tones yet displaying depths greater than one of her apparent years should possess. She watches the party approach, undisturbed by their progress whether peaceful or aggressive. She whispers a word to one of the ghostly figures close to her, and the sound of stone grating on stone can be heard.

As the party approaches the *Blood Throne of Souls*, they are faced by two ghostly-looking drow. They are Venthori the cleric and Ucecarne the wizard (a ghost and an advanced dread wraith). They will NOT fight the party under any circumstances; they are there to either act as guidance for Makinnga as she makes her deal OR to get Makinnga away from any trouble. They will also direct the other undead if anything happens to Makinnga and she is unable to do so herself.

Behind the *Blood Throne of Souls* are 6 greater shadows, all seem-

ingly wearing military finery and each carrying a glaive-guisarme. If a fight starts, these polearms melt away as the shadows leap forwards.

Shadows (6)

3.5 hp 19 / CR 3
Pathfinder hp 19 / CR 3

(Pathfinder® Roleplaying Game Bestiary™)

If the PCs entered the crypt aggressively, the 2 wraiths from D6 are also here, and they will fight, putting themselves between Makinnga and any aggressors.

Wraiths (2)

3.5 hp 32 / CR 5
Pathfinder hp 47 / CR 5

Under the influence of the *unhallow* spell from the *Blood Throne of Souls*.

(Pathfinder® Roleplaying Game Bestiary™)

All undead within 40 feet of the *Blood Throne of Souls* have enhanced protection as a result of the *unhallow* effect created by it. There is a -6 penalty to turn them (and a +6 bonus to rebuke them).

If the PCs are approaching aggressively - or with murderous intent in their hearts – the *Blood Throne of Souls* will know and will have informed Makinnga, and the stairway as a whole becomes an active trap.

Wail of the Banshee Trap CR 10

Type magic; **Search/Perception** DC 34;
Disable Device 34
Trigger proximity (*alarm*); **Reset** automatic
Effect spell effect (*fwail of the banshee*; CL 17th, Fortitude DC 23 negates); multiple targets (up to 17 creatures)

Makinnga Gullion

Theurgist Gatekeeper of the Crypt of Gullion

3.5 hp 42 CR 9 Pg 363 | PF hp 57 CR 9 Pg 427

Additional character background information on Makinnga is available on pages 191- 193 A short section of this information is repeated below, as it gives some overarching reasons for her actions. Her closeness to the undead ancestors of House Gullion, plus her general allure to any undead linked to the drow, is well-known across the city.

Tactics: If confronted by an aggressive, attacking party, Makinnga knows the undead around her will fight for her. She genuinely desires to speak with the PCs about stopping this course of action and will have her undead attempt to overwhelm the party with subdual damage (although level and ability drain still happen). She will call to the party to stop, whether they are winning or losing, shouting, "I wish to make a deal with you!"



If the PCs are winning the fight and drive on to attack Makinnga, Ucecarne and Venthori will swiftly act. Ucecarne will cast *reverse gravity* on the area the party is in while Venthori casts *wind walk*. The 3 incorporeal characters will retreat as swiftly as they can, using the magical wind to drive themselves away. The PCs will be left with a horde of undead to fight, but no House Gullion member and her protectors to deal with.

If the party is losing the fight, Makinnga will call a halt to her undead's attacks. The sounds of battle will immediately cease and an unnerving silence descend upon the crypt, broken only by the rasping breathing of the PCs. The undead won't let go of the party (but stop damaging them in any way) as Makinnga rises from her throne (putting her at no small disadvantage, although

the PCs won't necessarily realize this) and begin to speak. For one so patently young, her voice carries great authority; every undead turns towards her, the creaking sound of age-old bone and ligament sending a shiver through the party.

Makinnga's Offer

Through divination and the concerns of most of House Gullion's ancestors, Ucecarne, Venthori and Makinnga (amongst others) know that the direction Matron Maelora is taking is the wrong one in the long term. Even if it seems right at this time, ultimately the house will overextend itself and will be defeated; maybe not tomorrow, or next year or in the next decade. Eventually it will fall, with the hatred and distrust of every other house weighing intolerably on its shoulders.

"The Matron Mother trusts me as much as she does anyone in this wretched tower of hers, but even I am frequently under her gaze. Of which, I have had you watched for a while, your progress to Embla and then here. My spectres and shadows make effective eyes and ears, flitting in and out of your vision as they do, barely noticed and rarely thought of for more than a moment. I can see you intend to bring down my mother and her works, to return the balance to the world of the living—and you seem more than capable of doing this."

"Despite my way of life, here amongst the ancients and unloved of House Gullion, I can see what is of benefit to those around me specifically and my charges generally when the living are involved. Before the coming of the vidre and their accursed lust for souls, there was harmony between the current members of every house and those that had come before them. Now, we all exist in fear. My undead are perhaps the last few in the city; those that know what is good for them have long gone. With my Matron Mother intending to drain every living creature within, it seems, a thousand miles, I am unable to protect those that have gone over to the other side, for their agony at being ripped apart by the Vidrefacte denies them the chance to become what they might have been in my charges' realm."

"In order to preserve those I have around me, I would like to help you. If you are able to collect three magic items from each of the house members – weapons, wands, anything that will damage my supporters and me – and place them in this bag…"

Venthori produces a rucksack, which is a variation on a *bag of holding (type I)* (**Weight when full** 15 lbs; **Contents weight limit** 250 lbs; **Contents volume limit** 30 cu. ft.). It will teleport any items placed within to Makinnga to be used as part of the final act.

"…I will receive them back here in the crypt and be able to use them as the focus for what I will do for you. When you get to the Matron Mother's rooms, you will find the source of all of our problems and you must be part of the process to destroy it. I alone can't do this and my ancestors are duty-bound not to do so without the help that has been predicted. I think…know…you are that help. If you will accept my assistance, as well as offer your aid, I will tell you what must happen."

If the PCs **don't** want to deal with Makinnga, this is the time to say so and they will have 2 choices. They can either walk away, in which case Venthori will restore and heal them as much as is possible and Makinnga will say, "Thank you for at least listening. Please, take this with you, for your time," and give the party her *robe of bones*. This is also designed to make it look like the PCs have defeated Makinnga and therefore divert suspicion from her when she leaves immediately after the PCs have gone from the crypt. Makinnga, Ucecarne and Venthori will travel far away from Holoth, her undead making their own way to join her again at some point in the future, where she will plan to overcome Matron Maelora at a later time.

However, if the party decide to carry on the fight, Makinnga, Ucecarne and Venthori will retreat in the same way as described above. Makinnga isn't surprised, just disappointed. She will return with her followers to deal with the PCs at a later date.

If the party decides to hear Makinnga out, she carries on;

" The power behind the Matron Mother is a large, magical crystal, the Vidrefacte. If destroyed, the tower and the plans of Maelora will both crumble to dust, but that destruction is no easy matter. While the crystal has an unlimited capacity to drink souls from the living and recently dead, it has to be treated more carefully when the essence of something that is long-term deceased is fed into it. Too much undead essence imparted too quickly will crack the *Vidrefacte* and render it useless."

"If you send me the items of House Gullion via this bag, I will know that it is safe to send my most valuable allies to help you AND will be able to draw upon the aura of the house members to offer you some protection as you leave the tower. Until it finally falls, transfer in and out the tower is virtually impossible, so you will need to make your way back to the entrance even as the tower collapses towards you from the top downwards—but I can give you a head-start on this process, depending on what you are able to send me. For every item that has a faint aura of magic about it, I will be able to gain you 1 second of time before the tower begins to collapse; if the item has a moderate aura, it's 2 seconds; if a strong aura, it's 3 seconds. Deceptively simple, but an enormously valuable measure for protecting your lives, I promise you. I don't even need the items after I have worked my magic; if you are able to get back here before you leave the tower, they will all be here on my seat. But don't risk your own life for mere baubles and trinkets; you may end up lost on the edges of my world!"

"As a token of my sincerity and that of my ancestors, if you agree to this bargain I will give you my house insignia. This will mean I am unable to move around the tower myself without falling foul of the traps and protections. Ucecarne and Venthori will do the same, and I will ask others to give their pin away if you would all like to carry one. We intend to rescue not only this house, but the city and our previous way of life, even if it costs me, Ucecarne, Venthori and others our very existence."

If the PCs agree, Makinnga will tell them what needs to be done:

"When you get to the Vidrefacte and engage with its defenders, my companions will need 30 seconds to do what they have to do. Ucecarne, Venthori and three others will appear by the crystal and will enter it. When all five have done so, giving up their unlives entirely in the process, the crystal will crack and begin to shut down, causing the tower to start to collapse. Remember, this should happen instantly, but if you send me items from my relatives, I will gain you time; my power over death and decay will extend to the living tower for a short while. You need to keep everyone and everything else away from the crystal. If a single other creature touches it during the process of my unliving entering it, the effect is ruined and I'd have to start again. And I don't have so many powerful allies that I can keep sending more to you!"

"Do you still agree?"

If the party still agrees, Makinnga speaks again.

"It is as it is meant to be. I could not see that our research was wrong. I'd like you to at least see who will be giving their existence up for this cause. Ucecarne and Venthori you know; each was a force to be reckoned with during life and they continue to be my strongest guides in their death. Venthori will heal you of any and all wounds and misfortunes you have suffered. These are the others who will give themselves over to destruction."

Two pale, wiry undead appear out of the air—plainly powerful in their own right—and bow to Makinnga, who dips her head back to them both. The gassy clouds they materialized from, and the feral look in their faces (plus the way the spawn in the crypt take a step backwards) confirm them as fully-formed vampires, one a formidable-looking fighter, the other showing signs of deft hands and silent attack. They each hand their house insignia to Makinnga, who looks to see if a PC needs one.

Then, with a cracking sound that rents the very air of the crypt, a huge nightmare appears carrying an emaciated, robed creature—one shrouded in dark powers. The cauchemar stamps a hoof, flames playing up its legs, and the lich looks down at the scene. In a voice little more than a whisper, yet resonating deeply within each PC, it says:

"My mistress, I know of this plan and trust you without question, but what assurances do we have? I have not survived these 5,000 years only to lose out on a moment's duplicity."

Makinnga turns to the PCs and asks,

"Well, what can I say to Tarankeerath here? He'd have nothing but my interests at heart, if he had one. And I would give my life for him if I failed him."

Allow the party to say whatever they will and make any assurances or promises they wish. If they break their word after this point, Makinnga, Ucecarne, Venthori and Tarankeerath will track them down eventually.

If the PCs flat-out refuse to help, Makinnga will thank them for listening as above and give them her robe as before, wishing them well. If they attack at this point, Makinnga, Ucecarne, Venthori, Tarankeerath and the vampires simply disappear, and the party is left to face the rest of the undead.

After the PCs speak, Makinnga finishes.



"Then we are agreed. Three items from each family member will allow me to distract them while my friends die again for us all. You will have time to escape the collapsing floors of the tower and, if you are truly fast enough, collect the items you sent me from this seat. My allies and I will be gone if you return here, whether the tower is destroyed or not. If you have succeeded, Holoth will not tolerate any reminders of House Gullion for a while; if you are unsuccessful, the Matron Mother will find a thousand uses for the parts of me she does not evaporate into nothingness."

The PCs can ask any questions they like and Makinnga will answer them as best she can. She will point out that the Matron Mother may well be watching them as they speak, as time is pressing on and the vidre won't take up all her energies. The undead melt out of sight, reappearing only if the party now decides to attack. Venthori will restore any debilitations or damage (of any kind) that the PCs have suffered.

If the party make the deal and see it through, they gain the same experience as if they had slain Makinnga.

Print out the table below as a way to record what the PCs send back to Makinnga.

Makinnga's Reasoning

For herself, Makinnga is happy and comfortable with the life she leads, tending to her adoring army, meeting with the incorporeal agents that turn up in her rooms and fending off the advances of vampire, lich, death-knight and nightwalker alike. Right now, she only has two concerns in her comfortable life. The first is that she will eventually attract the attention of the Prince of the Undead States; she is not worried about him in himself, only the test of loyalty that the meeting will surely bring. But that is for another time.

The second is what Matron Maelora is likely to do if she runs short of the living to use to power the *Vidrefacte* and turns to Makinnga's adored undead. This is something that cannot happen and is why she wishes to deal with the party. She will be able to retreat below the ruins of the tower to wait and grow in strength, eventually returning one day as Matron Mother herself. Her gifts are too useful to the city for its residents not to eventually allow Makinnga's ascension.

Usurper of Souls

Name	Item	Item Description	Aura Strength	Seconds
Maelora	1			
(any time during the first 7	2			
rounds of the fight)	3			
Maelef	1			
	2			
	3			
Maroena	1			
	2			
	3			
Maltorya	1			
	2			
	3			
Gyloof	1			
	2			
	3			
Coranzan	1			
	2			
	3			
Sor	1			
	2			
	3			
Mathorn	1			
	2			
	3			
Gal	1			
	2			
	3			
Makinnga	1	*robe of bones* (if returned)	Moderate	
			Total number of seconds	

Permission granted to photocopy or print this page for personal use. Copyright 2014 Adventureaweek.com, LLP

The Blood Throne of Souls



Major Artifact

This large cube of a seat is entirely made of bones, interlocked so closely and smoothed over the years so that it looks like one solid piece of humanoid ivory.

Aura overwhelming divination, necromancy; **CL** 25th
Slot none; **Weight** 500 lbs.

DESCRIPTION

This throne looks like an enormous, carved single block of ivory; on close inspection it is pitted with thousands of tiny holes in every surface and is actually made from hundreds of individual bones that are fused together. It was originally made by drow and is only ever possessed by a drow.

When sat in by its current drow owner, it glows and softly pulses with a misty gray-blue light that undead find calming, alluring and hypnotic. If anyone other than the current owner sits in it, they are subject to a *symbol of death* (CL 25th). If the person affected by this fails the save, their essence is drawn into the throne and they are unreachable without a *wish* or *miracle* being used to retrieve their soul from within it.

The *Blood Throne of Souls* is a final resting place for hundreds of drow souls from across the millennia, many of whom have given themselves freely to become part of the item. There is always one drow who is destined to be the possessor of the throne, although there are long periods when it belongs to no one as the next possessor is yet to be born. The test to find out if a newborn drow is the Chosen One is the placing of a *periapt of foul rotting* in one hand at the same time as a *scarab of death* in the other (the petitioners have to be very certain that the recipient is the right drow.) The baby will grasp both items and keep hold of them for 24 hours. If neither affects the infant at the end of this period, it is the only evidence needed that the Chosen One is once more amongst their people.

The *Blood Throne of Souls* does a number of things that take advantage of the strong and close link with undead. First, while the current possessor is sitting in it, she is able to cast *discern location*, *foresight*, *moment of prescience* or *prying eyes, greater* every round (CL 25th). The *moment of prescience* is always either a +25 bonus to a saving throw or to AC. These effects are a result of the undead within the throne working for and with the possessor. They watch out for, search for, give insight into and accurately predict what is going to happen now and in the future for the possessor with 100% accuracy. The possessor has to constantly sit on the *Blood Throne of Souls* to gain the benefits of these spells; if they get off of it, the link with the active undead is broken and the process has to restart.

Secondly, while they are sitting in it, the *Blood Throne of Souls* allows the possessor to cast *clone*, *create greater undead*, *energy drain*, *horrid wilting* or *soul bind* every round (CL 25th). These effects are a result of the undead within the artifact using their store of negative energy to inflict as much control over the living as they can. The possessor has to be sitting on the *Blood Throne of Souls* to gain the benefits of these spells; if they get off it, neither they nor the artifact can cast them (unless they are part of the possessors daily allocation of spells as normal).

Thirdly, the throne is able to fully re-charge overnight any magic item which is necromantic in nature (when encountered, Makinnga's mask, robe and staff are fully primed and ready for use.)

Fourthly, while sitting on the *Blood Throne of Souls*, the possessor is able to have *unhallow* permanently in effect (at triple the normal range). Also, within 40 feet of the artifact, the turn penalty is -6 and rebuke bonus +6 instead of -4 and +4 respectively.

DESTRUCTION

The *Blood Throne of Souls* can only be destroyed in three ways.

The first way is for it to be touched by the Prince of Undead, who will draw all the souls contained within it into him and the *Blood Throne of Souls* will crumble to dust.

The second way is for a 26 HD (or more) solar angel, a 34 HD trumpet archon, a gold dragon wyrm and a 12th level paladin storm giant to each pass away on the *Blood Throne of Souls* and allow their essence to enter it, over the course of 4 rounds.

The third way is only a temporary method, and has only ever been used once to save a drow metropolis. The method is for all the previous possessors of the artifact to be found and all enter it as the current possessor successfully destroys the maximum HD of undead possible for her level with three successive turn undead rolls. This would then unleash all of the contained undead souls to do as they wished (to defend the metropolis when this was undertaken on the one occasion), causing the *Blood Throne of Souls* to crumble into microscopic dust. This dust then takes 100 drow generations to reform into the artifact and another 10 generations for the drifting incorporeal undead to gather again within the Blood Throne of Souls. A new possessor then has to be found.

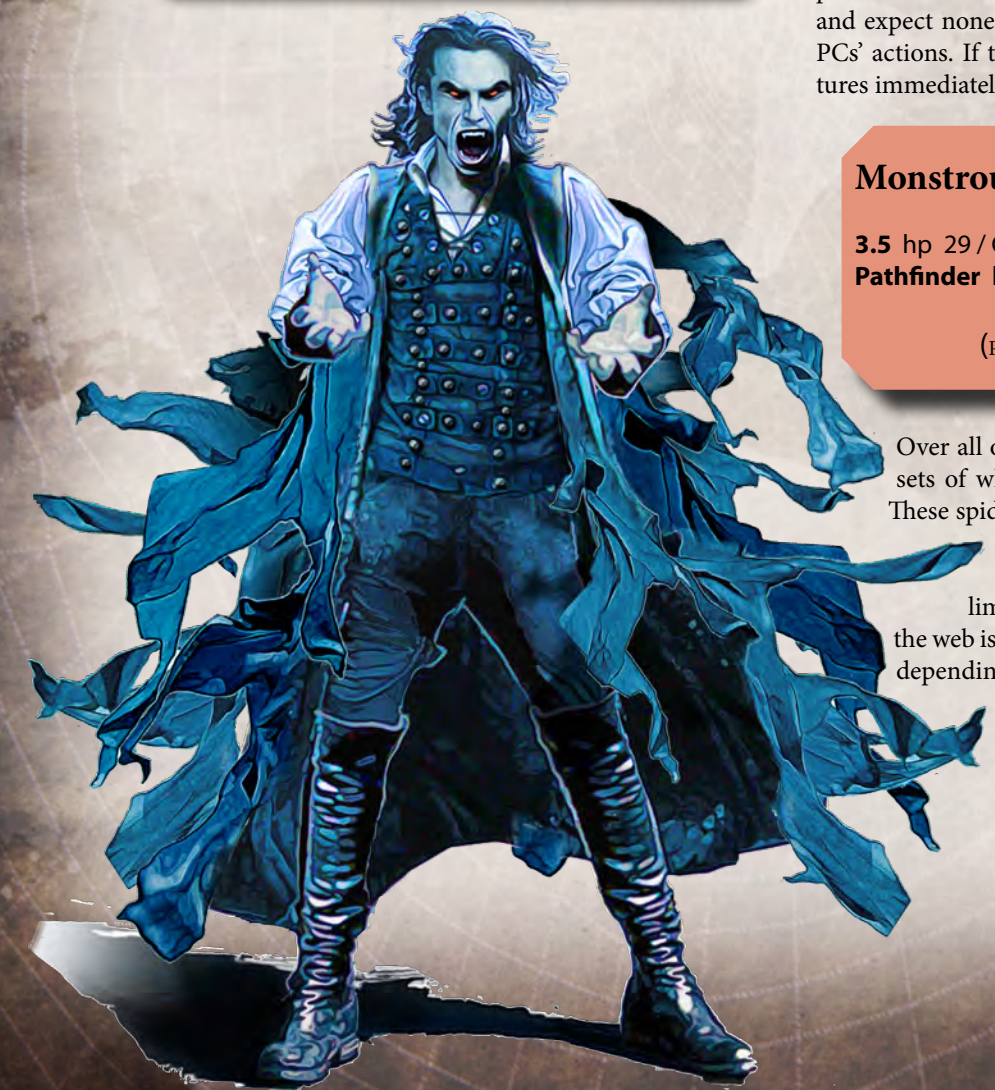
C3. Crypt

All of the sarcophagi in the north of the crypt contain vampire spawn—it has become a bit of a tradition for any vampire which tries to court Makinnga to give her a spawn which looks exactly like the original undead when she politely declines its advances. There are 24 in total.

Vampire Spawn

3.5 hp 29 / CR 4
Pathfinder hp 26 / CR 4

(Pathfinder® Roleplaying Game Bestiary™)



All of the sarcophagi in the southern half of the crypt contain ghasts. Ghouls are a never-ending problem for drow and deaths do occur from their attacks. The ghasts are previous elite members of the city's population which feel compelled to be with Makinnga. There are 28 in total.

Ghasts

3.5 hp 29 / CR 3
Pathfinder hp 17 / CR 2

(Pathfinder® Roleplaying Game Bestiary™)

If Makinnga is attacked, these creatures will rise from their resting places and swarm towards the party, dragging them down to a painful and hideous death if they are able to. They give no quarter and expect none in return, howling in outrage and anger at the PCs' actions. If the party stops attacking Makinnga, these creatures immediately stop attacking them.

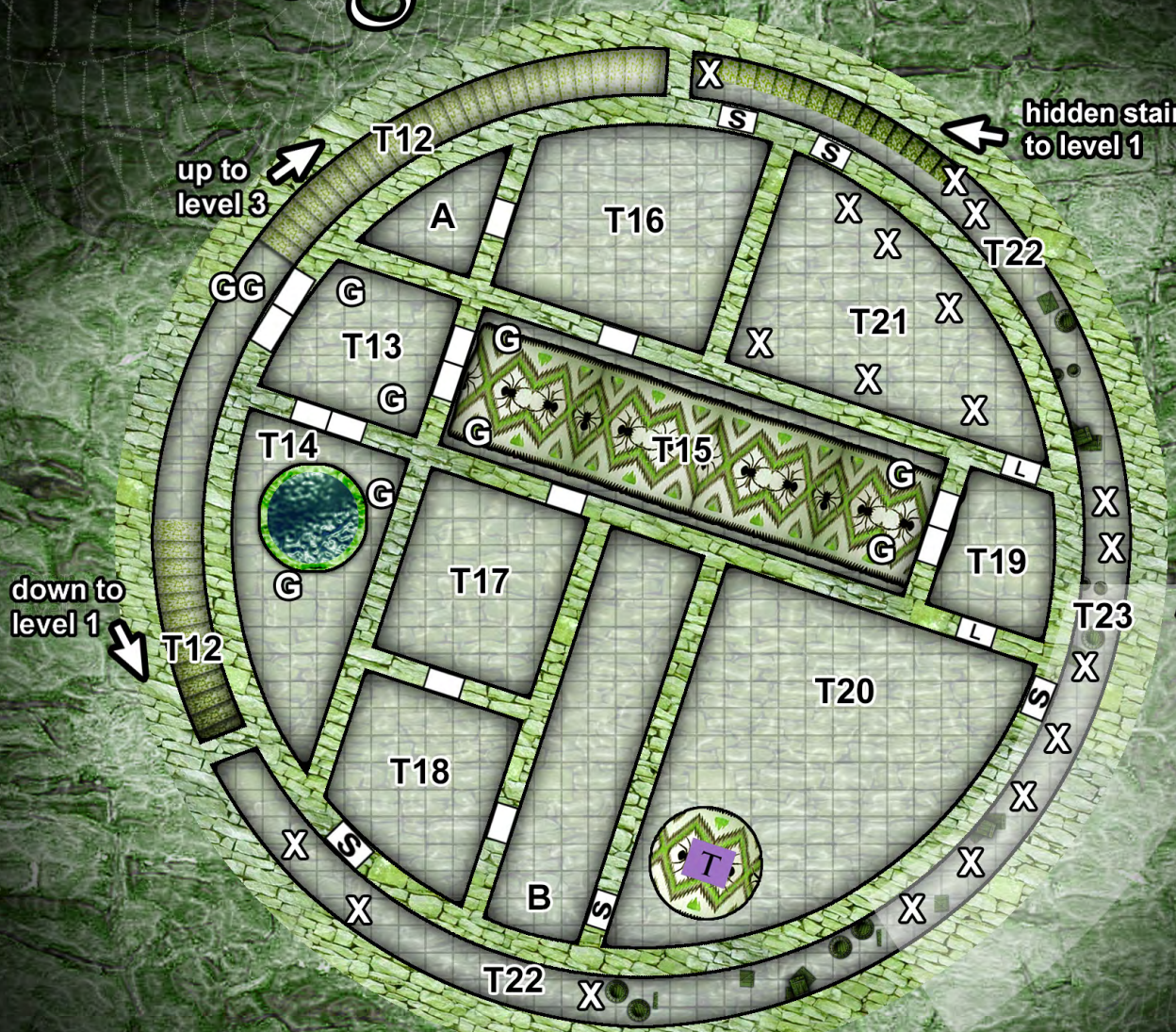
Monstrous Spiders, Huge

3.5 hp 29 / CR 4
Pathfinder hp 26 / CR 4

(Pathfinder® Roleplaying Game Bestiary™)

Over all of the sarcophagi are thick strands of web, both sets of which are guarded by a huge monstrous spider. These spiders have the ability to move strands sufficiently for the undead to move through the whole web without hindrance, while the PCs still suffer limits to movement. Anyone who tries to set fire to the web is swarmed by either 8 vampire spawn or 8 ghasts, depending on where they are in the crypt.

Tolgorith Tower



T =Trap
G = Tower Guards
X = Undead Guardian

One Square = 5 feet

LEVEL 2

Tolgorith Tower Level Two

This level is currently affected by the *Vidrefacte's* guards and wards effect as follows: Fog fills all the corridors and every door has is **arcane** locked. Webs fill the stairs from 10 feet below the level of the floor to 10 feet above, meaning the entrance to this level is thick with them. *Confusion* takes hold in every area where there is more than one way into and out of. Every door on the level is covered by a silent image to appear as if it were a plain wall. A *suggestion* is in place in the doorway between **T13** and **T15** to, "Put down whatever you are holding so you can feel the quality of the rug."

T13. Entry Room

This guard room has two occupants, individuals more alert than others that may have been encountered so far. The last team to let an unauthorized creature through into the level was hanged, drawn and quartered—while still being kept fully alive—before having each morsel fed to one of Maelora's favorite spiders.

City of Holoth Drow Guardians

3.5 hp 30 / CR 8 / Pg 353
Pathfinder hp 45 / CR 6 / Pg 415

In this room there is a desk and two chairs; the desk has a ledger on it, detailing who is on duty and when, as well as who has entered this level. It dates back over a year, and an inspection show the names of the various high-ranking family members (as well as K'Chouk, an assassin the PCs may well have encountered). At the top of every page is the message, "When taking the waters, remember to greet when greeted. It is only polite to do so."

There are also a couple of names from Embla almost a year ago—no one present in the party recognizes them unless the GM wants them to—as well as examples of representatives from other Underworld species (a successful **DC 25 Knowledge (dungeoneering) check** reveals this), otherwise they are just words that must be names because of where they are positioned in the ledger. The GM should feel free you use any species they like—even, for example, something like an aboleth (which must have had intriguing time entering the tower).

As a piece of "useful information", the ledger is worth 250 gp to any city's spymaster.

T14. Magical Well

Not everything the Matron Mother introduced to the *Vidrefacte*-produced tower was vainglorious; this is one of the rare examples of straightforward practicality. A well, 25 feet across and magically connected to the Elemental Plane of Water, produces an everlasting supply that is fresh, cool and delicious. It is also an ideal material for any spell that has water as a component in its description, allowing you to either Eschew Materials (all aside from the water), cast the spell as if using one of the metamagic feats Enlarge Spell or Extend Spell or brew potions at +2 to your actual caster level (this does not reduce any of the costs associated with crafting potions).

Not unsurprisingly, there are Drow Skirmishers in this room. 2 chuuls lurk in the well; they know not to attack those from House Gullion or anyone with them unless instructed to. They will also check if someone wearing a House Gullion insignia is meant to be there



by offering a left claw, which needs to be tapped by the back of the right hand by those with permission to be on the level.

Anyone not returning the claw-to-hand tap, as well as other unauthorized or escorted individuals, will be attacked, with the chuuls attempting to paralyze creatures and dump them into the well for later once they have drowned. There is nothing of any value in the well as it has no bottom, but it is an entrance to the Elemental Plane of Water if you wish to allow the PCs to travel there. Otherwise, have an invisible barrier 100 feet along the watery route to the plane that only creatures with the aquatic subtype can penetrate without permission OR let the PCs realize that if they swim further than 100 feet, they find themselves deep underwater with the entrance back to the tower now invisible from the Plane and only found with a successful **DC 40 Search/Perception check**.

Chuul (2)

3.5 hp 93 / CR 7
Pathfinder hp 85 / CR 7

(Pathfinder® Roleplaying Game Bestiary™)

T15. Hallway with Spider Rug

Crawling Floor Haunt CR 3

A plush green carpet with a giant black spider woven into it covers the floor from wall to wall

XP 800
CE Haunt (hallway); **CL 3**
Notice Perception DC 20 (to see thousands of spiders crawling in the thick carpet)
hp 6; **Trigger** proximity requirement (non-drow or member of enemy houses); **Reset** 1 hour
Weakness fire damage is treated as positive energy damage
Effect When the haunt is triggered (by crossing the carpet) thousands of spiders swarm the inhabitants of the room, biting and spinning webs. Treat the entire room as if a web has been cast (CL 5th). Additionally, each character in the room is attacked each round by the swarm of spiders. (+8 melee touch; 1 point Constitution Damage, DC 17 Fortitude Save negates).

Destruction Blood from a rival drow house must be spilled on the carpet to satiate the dead priestess's vengeful bloodlust.

History A junior priestess was murdered on this carpet by a rival drow. As she died, her death curse created this haunt.

There are also guards in this corridor; on a platform above each of the doorways sits a drider entirely loyal to House Gullion. The platforms are permanently *invisible*, while the drider cast invisibility on themselves as the doors open before using *detect good* to sweep the corridor. If someone unauthorized comes in, they are likely to set off the trap. Once this happens the driders attack anything that has a good aura.

Drider (2)

3.5 hp 45 / CR 7
Pathfinder hp 76 / CR 7

(Pathfinder® Roleplaying Game Bestiary™)

T16. Sor Gullion's Residence

This is Sor's usual room but since he has become more closely involved with his creatures in the dungeon—and a run-in with his increasingly insane mother over whether he'd be prepared to sacrifice yet more of his creatures to the *Vidrefacte*—he hasn't been back here for almost a month. A thin film of dust covers everything, with only the footprints of the spiders that are allowed to roam free around the tower in evidence.

There sits a bed, desk, chair, wardrobe and chest of drawers in the room. The bed is perfectly made, but clearly not used; the chair is tucked under the desk, the wardrobe contains three sets of utilitarian clothes and one ceremonial outfit (suitable for actions involving contact with the Spider Goddess) and the chest of drawers has a variety of odds-and-ends in it that reflect everyday life and nothing more.



The desk is the only thing of real interest as its drawer is locked and trapped (requiring a successful **DC 22 Open Locks/Disable Device check** to bypass).

Prismatic Spray Trap CR 8

Type magical; **Search/Perception** DC 32;
Disable Device DC 32
Trigger touch; **Reset** automatic
Effect spell effect (*prismatic spray*, CL 13th, DC 20 Reflex, Fortitude or Will save depending on effect)

The only item of value that Sor left here is a small metal box with three blocks of black widow venom in a concentrated form. Sor added a number of herbs and spices to it so that they smell just like a *tablet of pain relief* (the solid form of a *cure light wounds* potion). However, if anyone should taste one of these blocks, they're in for a nasty surprise; the concentrated venom is more difficult to overcome and has a stronger effect. The only saving grace is that its effects act for fewer rounds.

Black Widow Venom – *injury*; *save* Fort DC 21; *frequency* 1/round for 4 rounds; *effect* 1d4 Con damage and staggered; *cure* 2 saves

T17. Mal Yrr Niss Gullion's Personal Residence

Mal Yrr Niss's personal quarters are heavily decorated with imagery befitting a priestess of Naraneus. The entire eastern wall of the room is a mosaic depicting Naraneus blessing Micar Barri Ar. Mal prayers to this mosaic every morning.

The west wall of the room is dominated by Mal's opulent bed, large enough to hold several people—if examined, it will look well used. This is a ruse, however. She never takes anyone to her bed, despite the rumors to the contrary. When she brings Gal to her chambers, it is to use his secret exit so that they have a place to make plans in secrecy.

A large wardrobe covers the north wall of the room, holding the various robes Mal needs as a priestess of Naraneus, as well as her

armor and weapons. On a lower shelf of the wardrobe, Mal has her book of parables from the Spider Goddess.

Mal keeps nothing of value in her room other than her spare armor and 2 spare weapons. They rest on a cunning, trapped rack, one that draws together armor and weapons to fight on their own. While Mal Yrr Niss is using her full plate and carrying her +1 aberration bane heavy flail, the spare items here will rise up and fight on their own accord. If Niss isn't using her main items for some reason, the Attack bonus and damage for one attack increase by 1, and the trap CR goes up by 1 as well.

Moving Armaments Trap CR 5

Type mechanical; **Search/Perception** DC 25;
Disable Device DC 25
Trigger location; **Reset** automatic
Effect Atk +16 melee (1d10+8/19-20); multiple targets (2 weapons attack); hidden switch bypass (Search/Perception DC 25)

-OR-

Moving Armaments Trap CR 6

Type mechanical; **Search/Perception** DC 25;
Disable Device DC 25
Trigger location; **Reset** automatic
Effect Atk +17 melee (1d10+8+aberration bane/19-20) and atk +16 melee (1d10+8/19-20); multiple targets (2 weapons attack); hidden switch bypass (Search/Perception DC 25)

T18. Gal's Personal Residence

Gal's personal quarters are austere. Everything has a place and everything is in its place. The furniture is comprised of a bed attached to the west wall to allow storage space for his clothing underneath. A small functional desk with one chair sits near the north wall and there is a small bookcase on the south wall next to the cloak hooks. A reddish purple rug covers the middle of the stone floor, Gal's only extravagance.

On the south wall is a set of hooks for cloaks. When a hook is pulled on, this wall swings open silently to allow the drow access to the food supply and storage area, but more importantly, access to the stairs. Next to these hooks is a small bookcase that contains journals, histories, and memoirs of military commanders from various races. Gal has read all of these books several times, dog-earing numerous pages.

In the north wall, just above the desk, is a false wall (**DC 15 Search/Perception** to find) that gives access to a safe (**DC 18 Disable Device** to open). There is a small number of gems (50 gp worth) and seemingly important papers in this safe; the bottom of the safe is false (**DC 30 Search/Perception** to find; **DC 30 Disable Device** to open) and contains a small piece of the *Vidrefacte* crystal. It is unknown what abilities the crystal has, but Gal does not want Maelora knowing it exists. However, he does not want to destroy it in case there are powerful abilities still left in the crystal that he can use in case his mother goes completely insane.

T19. Residence Entry

This small room provides an extra layer of protection for Gyloof (room to south) and Makinnga (room to north).

The north door (Makinnga's room) is locked and trapped (detailed on room entry below) and protected against entry by two of Makinnga's undead guardians (spectres).



Spectre (2)

3.5 hp 45 / CR 7
Pathfinder hp 52 / CR 7

Combat Tactics: The spectres relentlessly attack anyone entering this area unless they are drow, undead, or escorted by a member of House Gullion.

(Pathfinder® Roleplaying Game Bestiary™)

The south door is locked and trapped as shown in the room entry below.

T20. Gyloof Gullion's Personal Residence

The door to this room is locked (**DC 20 Open Lock/Disable Device check** to open) and trapped as shown below.

Blade Barrier Door CR 10

An ornate, bas-relief spider has been carved onto this wooden door.

If the door is opened by anyone other than Gyloof, the spider's legs grab the character and squeeze them into the door. At the same time, a solid blade barrier forms at the door and out to 5 feet from it.

Type magical; **Search/Perception** DC 38;
Disable Device DC 34
Trigger touch; **Reset** automatic
Effect spider attack (+15 CMB Grapple attack, 24 CMD, when grappled, character is pinned and is automatically hit by the *blade barrier* until freed); *blade barrier* (10d6 force damage; DC 22 Reflex for half damage); multiple targets (all targets within 5 feet of door)

The room is clearly regularly used, as it is clean and tidy but obviously "lived in", with standard furniture about the place and a rug on the floor. Gyloof is still firmly on the side of the Matron Mother and has great faith in her alliance with the Spider Goddess. However, he is less sure of his siblings and is keeping a journal of what he thinks they are up to.

As the PCs come into the room, there is a 70% chance he sitting at a desk with the book in front of him, considering an entry about Gal, who has been acting particularly furtively lately (at least, according to Gyloof). He will fly into a frenzy and attack if disturbed (something he isn't used to).

Gyloof

3.5 hp 56 / CR 11 / Pg 362
Pathfinder hp 66 / CR 11 / Pg 425

A successful **DC 15 Search/Perception check** finds the trapdoor in the floor under the rug. PCs need to be careful with it, however.

Trapdoor

This trap door is locked and trapped as follows:

Lock Covered in Spider Bile CR 7
Type mechanical; **Search/Perception** DC 30;
Disable Device DC 20
Trigger touch; **Reset** none
Effect Spider Bile Poison poison, contact; *save* Fortitude DC 30; *frequency* once; *effect* 3d6+1 Constitution damage

Once the trap door is open, the party finds a set of rungs on the side of the wall which descend to a tile floor. Five rounds after the trap door is opened and the rungs stepped on, it closes itself. A successful **DC 20 Search/Perception check** finds a catch at the bottom of the rungs which opens the tile floor into a small cave-like structure within the stalagmite of the tower. As the tile floor slowly opens, the rungs extend into a ladder which drops to the floor of the cave and the trapdoor at the top closes (if it hasn't already done so).

The place is in darkness, but there is noise; a successful **DC 20 Listen/Perception check** allows the party to make out a soft, slow, skittering sound, that of many legs moving about. If PCs have the ability to see in the darkness, they will make out a num-

ber of insect-like shapes at points around the cave, as well as a large column in the middle of it

If light is brought into the cave the skittering momentarily stops, replaced by the sound of turning. The PCs will see a number of things in their light, the first being a large column in the middle of the room. The column is embedded with about 20 skulls and covered otherwise with carved images of the Spider Goddess.

They will also be able to see a number of large beetle-like creatures turning towards them. The PCs may feel comforted by the thought that there are just some insects down here (albeit large ones) after all they have faced, but they are in for a shock. While Gyloof never hesitated to provide slaves for his mother to sacrifice to the *Vidrefacte*, he did have a grudging admiration for some of them, those that demonstrated passion or strength or a never-say-die attitude, and knew he would miss them when they were gone. He gained permission from Maelora to keep the skulls of his favorite 30, to do as he wished. Asking for a place to keep them from his mother, the Matron made this cave for him and instructed Gyloof to ensure his pets never left, hence the intricate entry system.



The least favored 20 out of this 30 he had embedded in the column. They each have a permanent *magic mouth* spell on them which allows them to say phrases like, "good morning Master Gyloof, I live to serve the will of House Gullion. What tasks do you have for me today, please?" in the voice of its former owner.

The skull of each of Gyloof's 10 most favored slaves had a different end; with the help of Makinnga (who only did this at the request of Matron Maelora, and doesn't like the results at all) the skulls were attached to giant beetles (actually stag beetles) which are now loyal to Gyloof. These skulls also have similar permanent *magic mouth* spells on them—it should be rather disconcerting to have 10 large stag beetles come towards the party exclaiming "Good morning Master Gyloof,…" and launching into the rest of their messages.

However, the beetles are still living and when they realize the PCs aren't Gyloof, they attack.

If the drow isn't in his room, he will be down here feeding his beetles. He may know someone is coming because the trapdoor out of this room will have closed when the one into his chamber is opened—there is a 40% chance this is the case. If he does know, he will have readied himself for the fight. The beetles defend him to the death.

Gyloof

3.5 hp 56 / CR 11 / Pg 362
Pathfinder hp 66 / CR 11 / Pg 425

Skull Beetles

3.5 hp 52 / CR 4 / Pg 392
Pathfinder hp 45 / CR 4 / Pg 457

T21. Makinnga Gullion's Residence

The door to this room is locked **DC 20 Open Lock/Disable Device** and trapped as shown below.

Blade Barrier Door CR 10

An ornate, bas-relief spider has been carved onto this wooden door.

If the door is opened by anyone other than Gyloof, the spider's legs grab the character and squeeze them into the door. At the same time, a solid blade barrier forms at the door and out to 5 feet from it.

Type magical; **Search/Perception** DC 38;
Disable Device DC 34
Trigger touch; **Reset** automatic

Effect spider attack (+15 CMB Grapple attack, 24 CMD, when grappled, character is pinned and is automatically hit by the *blade barrier* until freed); *blade barrier* (10d6 force damage; DC 22 Reflex for half damage); multiple targets (all targets within 5 feet of door)

Within the room, which is empty except for a number of skeletons, a bone armchair and a small coffer, sits a skull placed on one of the arms of the chair. It is humanoid and covered in hundreds of small diamonds—769 to be exact, each worth 25 gp—making the whole item worth 19,225 gp. The skull is on the left arm and the positioning of the diamonds suggests that a left hand would rest perfectly in the indentation.

There is a catch—the skull is a demilich. This chair is linked to the *Blood Throne of Souls* in the crypt. If anything happens to Makinnga, the demilich knows of it and flies to her defense. If the skull is removed from the chair, the demi-lich loses contact with Makinnga's throne and politely asks to be put back on the left arm. If this isn't done, it attacks; if it is done, it thanks the PCs and says, "We may possibly meet again soon."

Demi-Lich

3.5 hp 139 / CR 29 / pg 349
Pathfinder hp 142 / CR 14 / pg 411

If a fight starts between the demilich and the party, it can be ended at any time with a promise to replace it on the left arm of the chair. The demilich could do this itself, but it prefers to have anything that moves it realize that they are weaker than it in every way.

The demilich is named Puolihaamu and is the only non-drow undead among Makinnga's admirers and forces. She is a former gnome illusionist who sought to mask herself from Death (as well as the act of dying) and has been in this state for more than 3,000 years. Her phylacteries are scattered all over the planet, although all are in places heavily populated with undead and theurgists concerned with them. Death may well one day come for Puolihaamu, but for the moment, she is safe from his clutches.

The skeletons are inanimate and are attached to the wall. There are six of them; a drow, a dvergr, a dweorg, a deep gnome, an Underworld giant and an unknown creature with 4 digits on each hand and foot, an oversized skull, and a beak-like jaw with evidence of four small bony lumps around it.

The trapdoor in the ceiling is one-way only, and cannot be opened from here (although the trapdoor itself can be found with a successful **DC 27 Search/Perception check**).

T22. Food Supply and Storage

These rooms are full of crates, barrels, boxes, sacks and amphorae which contain all manner of food and drink. Much of it is alien to the PCs, and any given item, if tried, could have an effect (this includes familiar items.)

If a thorough search is made of the crates, taking 60 minutes for one person per room, some special items can be found in each of them.

In the northern room, a *manual of bodily health +2* can be found with a **DC 25 Search/Perception check**, but it appears to be a slightly overbearing book on diet without a successful **DC 28 Knowledge (arcana) check**.

One of the still-sealed crates contains 40 neatly stacked boxes. Each of these contains a purple tentacle about 10 inches long, which despite not being connected to anything living, still wriggles slightly. If a tentacle is swallowed whole, it gives a +1 insight bonus to attack rolls for 20 minutes. If chewed and swallowed, it gives a +1 insight bonus to armor class for 20 minutes.

A final sack that might be of interest is folded in half and tucked away on a shelf. When opened, some fine,mint-green leaves blow into the air. A successful **DC 20 Heal or DC 25 Knowledge (religion) check** reveals that these leaves can be used to make cure potions. There is enough here in total for a *cure serious wounds*, a *cure moderate* and a *cure light wounds* or three *cure light wounds* potions, all acting as though they were brewed at the minimum caster level (3.5 - alternatively, there are enough leaves for 15 pinches of *cure minor wounds* if they are taken like snuff.)

In the southern room, tucked away in a dusty spot, is a *handy haversack* holding the basic equipment of an adventurer. It includes superbly crafted lockpicks (that grant a +3 circumstance bonus to **Open Lock and Disable Device checks**) and a pair of *gloves of dexterity +2*.

(d%) roll	Effect of food or drink item	Cure
01-40	No effect	N/A
41-55	Sickened for 1d4+1 rounds, Fort DC 20 for half duration	1 pint of salt water
56-70	Confused for 1d4+1 rounds, Will DC 20 for half duration	1/8th oz arsenic
71-80	Fall into a deep sleep for 20 rounds, Fort DC 25 for slowed instead	1/4 lbs sugar
81-85	+2 to Str, -1 to Dex for 30 rounds	1/2 dose drow poison
86-90	+2 to Dex, -1 to Str for 30 rounds	1/2 dose spider venom
91-93	-2 to Str for 30 rounds	*cure moderate wounds* (no hp gain)
94-96	-2 to Dex for 30 rounds	*cure moderate wounds* (no hp gain)
97-99	-2 to Con for 30 rounds	*cure moderate wounds* (no hp gain)
00	Death, Fort DC 35 for stable unconsciousness at -10 hp	Normal curing OR 1 spectre's essence

One of the amphorae has 20 measures of *universal solvent* in it, although it looks and tastes like strong red wine. If anyone drinks it, they need to make a **DC 25 Fortitude save** or their teeth fall out. This can be remedied by a *cure serious wounds* (or better).

A small box, with the phrase "For the attention of Mayor Igor Leonid" stamped on it, contains a dozen portions of warm bread pudding, seemingly kept in magical suspended animation as they don't cool. 10 of them are truly excellent; 2 are filled with deadly poison. They all look identical, so if anyone eats any, decide which are poisoned and roll a d12 to see if the PC picks a safe one.

Poisoned Bread Pudding *type* poison, ingested; *save* Fortitude DC 18; *onset* 10 minutes; *frequency* 1/minute for 6 minutes; *effect* 1d3 Con damage and 1 Str damage; *cure* 2 consecutive save

Both rooms have undead guardians slowly patrolling them. They consist of 6 bugbear zombies coated in *unguent of timelessness*, so there is none of the usual stench of rotting.

Zombie, Bugbear (6)

3.5 hp 42 / CR 2 / Pg 400
Pathfinder hp 18 / CR 1 / Pg 465

Each room contains a group of zombies.

T23. Weapon and Magical Item Storage

This storage area consists of five chests and one weapons rack. As the tower is on a war footing, there is virtually nothing left in this room. Chests 1, 2 and 4 are empty. Fallen behind the weapons rack is a *+1 seeking dart*, chest 3 has a left-foot *boot of elvenkind* (along with a near-identical looking right-foot ordinary boot) and chest 5 has a *dagger of blood* (this works in the same way as a *mace of blood*.)

Each of the chests and both end posts of the weapons rack have skulls resting on them. These creatures are vargouilles and will attack any non-drow at the same time as letting out a warning shriek.

Vargouille (7)

3.5 hp 5 / CR 2
Pathfinder hp 19 / CR 2

(Pathfinder® Roleplaying Game Bestiary™)

Tolgorith Tower Level Three

T24. Spider Mosaic

This beautiful room is stunning even by the standards of Tolgorith Tower. It is quite large, with double doors in each wall. The doors the PCs can see from the one they came in through are all guarded by drow, who ready themselves as the party enter but don't immediately attack. Normally if anyone gets this far, they are a guest. The guards hesitation allows the spider trap to act; they will then draw weapons and fight the PCs.

Drow Guardsmen (6)

3.5 hp 37 / CR 5 / Pg 354
Pathfinder hp 37 / CR 4 / Pg 415

Crushing Spider (trap)
CR 10 3.5e/ CR 13 PF

A huge spider mosaic has been set into the floor.

Type magical; **Search/Perception** 34; **Disable Device** 34
Trigger location; **Reset** none
Effect When an attempt to open the door leading to the dining chamber is made, several things happen.

First, a *reduce person, mass* is cast upon everyone in the room (**DC 20 Fortitude Save** or become reduced for 18 minutes). Once that is cast, the spider curls up off the floor into a giant, crushing hand. It will act like a *crushing hand* spell, with a CMD of 31 and a Grapple/CMB of +41. It will attempt to crush all reduced characters at once, or a single character if no one is reduced. (if attacking reduced characters, it will get as many grapple checks as there are reduced characters—otherwise, it just has a single grapple attack.)

T25. Maltorya Gullion's Residence

Maltorya is rarely found within her residence. Instead she spends her time dedicated to her pursuits as Oracle of Tolgorith Tower.

This room has sparse furnishing: a table and two chairs, a bed stained with blood, and a small side table with two poison bottles (both empty).

Spot/Perception DC 40 = Hidden behind the bed and scrawled upon the wall is something written in Drow using the blood of some unfortunate individual.

Remember the past,
foresee the future.
Erga, Gydac, Suth, Adawe!

Spot/Perception DC 30 = Just beneath the writing is a chunk of rough worthless quartz attached to a fine platinum necklace embedded with tiny diamonds. The necklace is worth between 1,000-5,000 gp depending on the buyer. Also under the bed is wooden staff carved in the shape of a serpent. It has been in the family for over 500 years and was given to Maltorya by her great grandfather shortly before his death. The serpent staff is one of Maltorya's favorite possessions. When she was a little girl it made her feel safe to have the staff under her bed, thus she keeps it there to this day.

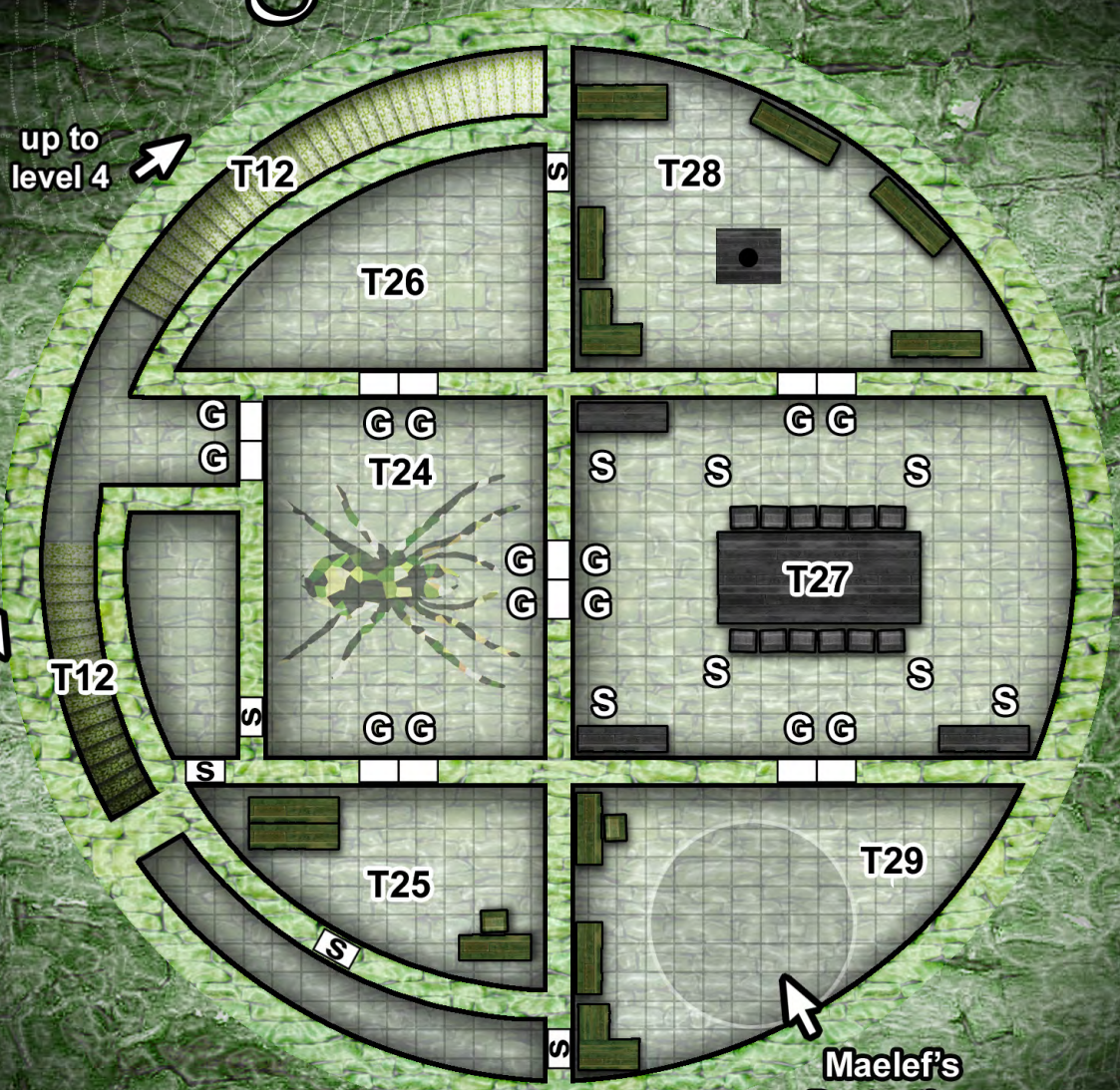
The staff is a *quarterstaff of the viper*. If used by a drow, it acts like a *rod of the viper*; if handled by a non-drow, it acts like a *cursed backbiter spear*, sinking its fangs into the wielder if it can.

T26. Maroena Gullion's Residence

This is a lavish room decorated in spider silk tapestries and comfortable furniture. A large master canopy bed with spider webs draped all around dominates the room. Plush black pillows stitched with the pattern of a silver spider web pattern line the bed. Chains attached to the bedposts hold manacles which are left open and unlocked upon the bed itself. A splatter of blood can

Adventure A WEEK.COM

Volgorith Tower



LEVEL 3

One Square = 5 feet

G = Tower Guard
S = Servant

be seen on a portion of the wall and a black leather cat o'nine tails rests on a small side table next to a tiny vial of liquid. A footlocker is pushed up against one wall while a small desk holds many papers, an ink well and quill. The symbol of Naraneus (a hand with eight fingers and a spider) is everywhere—on the blankets of the bed, the tapestries, and even drawn the wall behind the bed in blood.

Upon closer inspection the tapestries are revealed to depict scenes of drow slaying Upperworlders in a battle of epic proportions. Most of the Upperworlders appear to be light skinned elves in a forest of trees the size of Tolgorith Tower itself.

The small vial next to the bed is a strong drug called "Lucid Mother", a drop of which causes one to collapse and go into a strong psychedelic trance for 10d10 minutes. There is no save for this strong drug made from the reduced and concentrated poison of the Grandmother Spider of House Gullion (aged for 10 years). The aging process removes the lethal effects of the venom but ferments the remainder in such a way as to cause strange hallucinogenic effects when ingested by humanoids of all races.

The cat o'nine tails and manacles are evidence of Maroena's late night intimate sessions with drow male prisoners. She keeps these sessions private, not because she fears her strange habits will be found out, but because she has had a vision from Naraneus that she must bear children soon or will never have the chance again. If she carries this act through, she will have triplets, virtually unheard of in the history of the drow. The three will lead the drow on a journey to the deepest parts of the known Underworld and establish a successful but truly dangerous city of thieves, assassins and monks. Maroena detests men and sees them as inferior, thus the acts of abuse during this enforced intimacy. What she doesn't realize is that the Spider Goddess has already decided who the father will be and just hasn't indicated her choice to Maroena—this whole sordid business is a test of Maroena's faith.

The footlocker is locked **(DC 35 Open Locks/Disable Device)** and contains 3 potions of *cure serious wounds*, 2 vials of drow poison, a *+3 drow mace**, and a *drow belt buckle of protection +1** (acts as a *ring of protection*).

*When exposed to sunlight these items turn to dust.

T27. House Gullion Dining Chamber

As you enter the room you notice a large ornate black table dominating the center of the large dining hall. The table appears to be made of ebony marble inlaid with a white cobweb pattern that originates from its center. Flanking both sides of the table are decorated chairs made of the same marble, the legs of them carved bones accompanied by humanoid skulls on the ends of the armrests. The main course of a dinner is left still steaming on the table. A giant fly the size of a halfling's head lays cooked on a platter with a circular pattern of maggots surrounding the bloated insect.

Resting next to the fly platter, the head of a deceased surface elf with a mushroom in its mouth lays perfectly still. The milky grey eyes look forward as the fearful expression of the unfortunate being seems to be etched forever on the creature's face. The rest of the large marble slab is covered with various mushroom dishes.

This food is beneficial to drow but if the PCs attempt to eat any of it they will become violently ill with food poisoning within 1d20+10 rounds. The food poisoning will cause a -1 penalty on all skill checks of any kind and incur a -2 penalty on all attack and damage rolls for a duration of 1d4+4 hours.

The whole room is illuminated in a soft purple glow resonating downward from a fancifully decorated chandelier made of a clear crystal that seems to cast light evenly around the room. However, the light is reflected off a large golden embroidered tapestry depicting the symbol of House Gullion. In each corner of the chamber are staging areas for additional food where other cooked creatures are placed strategically in a buffet fashion—there are soups in clear crystal bowls with eyeballs bobbing up and down inside them and a thick blood pudding. The room has three doors in total; all portray the same spider motif and the door knobs are carved flies caught in webs.

T28. Kitchen

As you enter the room the smell of burning hair leaves you with an uneasy feeling. The odor appears to be coming from a lidded pot that is boiling over and dumping its vile contents onto the stone floor. The overcooked stew looks to be made up of various body parts…suddenly a large clang rings in your ears as the lid slides off the top of the pot and slams into the floor! Upon further inspection you notice that the contents of the pot have come from the two flayed and bled-out humanoid creatures hanging in the corner of the chamber.

A successful **DC 20 Knowledge (dungeoneering) check** reveals that the creatures are a dvergar and a svirfneblin.

The shelves in the room are filled with many common Underworld ingredients such as mushrooms and vvor hair, while a few Upperworld ingredients like raisins and nuts can also be found here and there. Hanging on the far side of the wall are cleavers and pots, organized and ready for preparation of the next meal.

A successful **DC 30 Search/Perception check** reveals that one of the pots is actually a pull handle for a secret door which reveals a tight vertical passageway going straight down and emptying out of the ceiling in Makinnga's personal residence (area **T21**).

T29. Maelef Gullion's Residence

Two sets of shelves are positioned in each corner of the wall opposite the doors. Each book case is roughly 6 feet square and 1 foot deep—if moved, you can see through them. These represent Maelef's personal library and the contents consist entirely of Upperworld books. Although mundane on the surface, they are worth 10 times their original value here in Holoth, would be worth 20 times their original value 1 mile below the surface, 100 times their original value 2 miles down into the Underworld and 500 times their original value if someone were to take them 3 miles down towards the center of the planet.

The exceptions are the following magical books, which are just worth their actual value up to 1 mile down, 2 times their original value 2 miles down and 4 times their original value 3 miles down.

Pamphlet of Persuasion

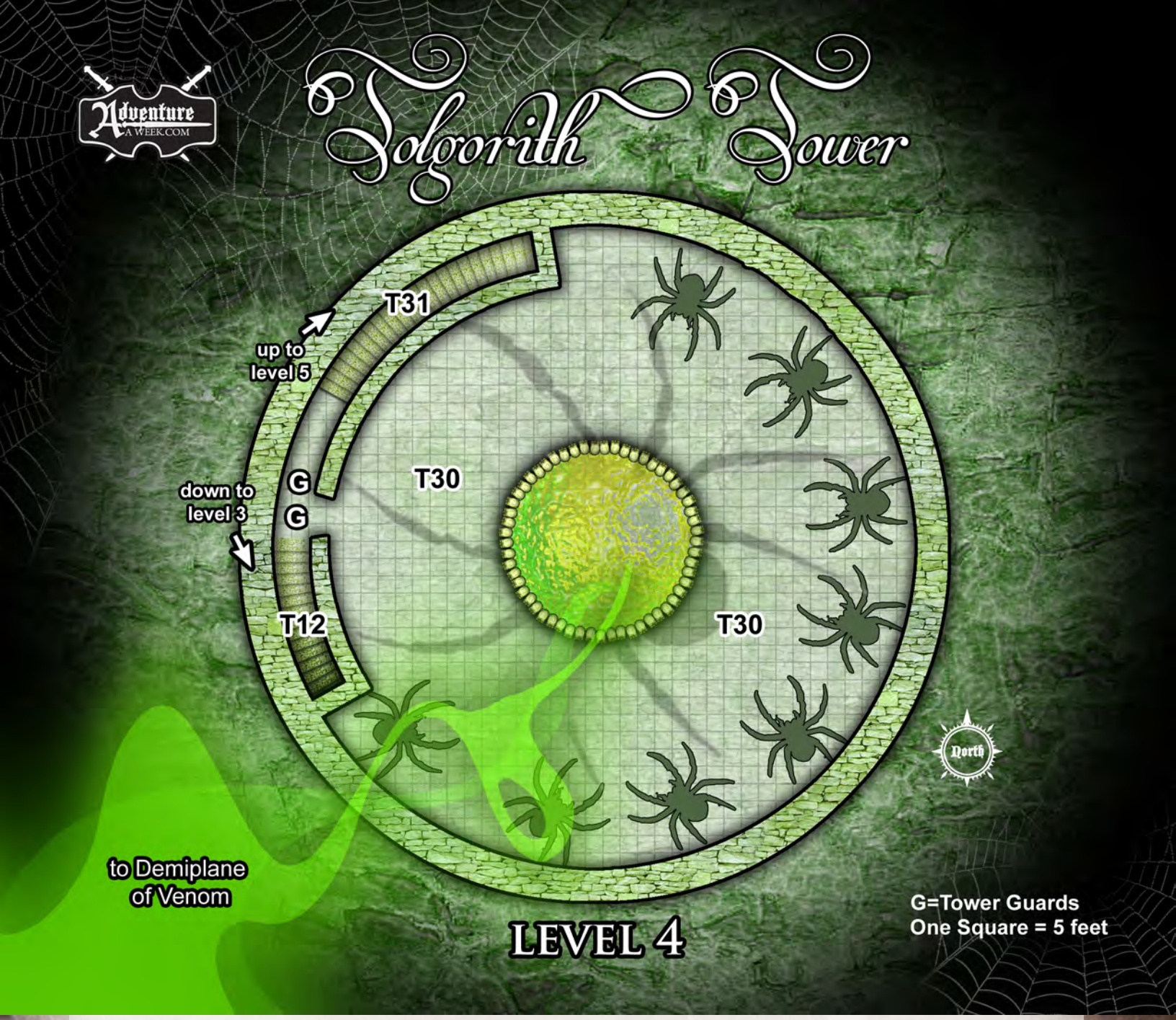
This slim volume has a number of short phrases which, when learned and recited, persuade people to come around to your point of view as per a *circlet of persuasion*.

Tome of Tokens

Aura varies; **CL** 11th
Slot none; **Price** 5,100 gp [50 gp (anchor, tent), 200 gp (fan), 300 gp (pigeon, hawk), 400 gp (tree), 450 gp (swan boat, sand sled, snow sled), 500 gp (whip)]; **Weight** 1 lb.

This is a collection of 25 sheets of stiff cards, each with the details of how to fold it into a particular origami item with a successful **DC 5 Dexterity check**. These can then be thrown into the air, onto the ground or into water (depending on what they are), where they transform into a particular token:

Anchor – Useful to moor a craft in water so as to render it immobile for 1 day (3 sheets)
Tent – Useful to protect up to 8 medium creatures from wind and rain for up to 1 day (2 sheets)
Bird (pigeon) – Can be used to deliver a small written message unerringly. The message is written on the sheet of card. The pigeon lasts until it reaches the intended recipient, where upon it transforms back into a non-magical sheet of card (2 sheets)
Bird (hawk) – Can be used to catch a rabbit or similar creature. It lasts until prey has been caught, where upon it turns into non-magical kindling for the fire to cook the creature on (2 sheets)
Fan – As per the equivalent *feather token* (5 sheets)
Swan boat – Aas per the equivalent *feather token* (1 sheet)
Snow sled – This forms a sled that is able to move over snow at a speed of 60 feet. It can carry 8 horses and gear or 32 medium creatures or any equivalent combination. The sled lasts for 1 day (1 sheet)



Sand sled – This is similar to the *snow sled*, except it is designed to travel over sand (1 sheet)
Tree – As per the equivalent *feather token* (2 sheets)
Whip – As per the equivalent *feather token* (1 sheet)

CONSTRUCTION
Requirements Craft Wondrous Item, *major creation*; Cost 2,550 gp 102 xp [25 gp 1 xp (anchor, tent), 100 gp 4 xp(fan), 150 gp 6 xp (pigeon, hawk), 200 gp 8 xp (tree), 225 gp 9 xp (swan boat, sand sled, snow sled), 250 gp 10 xp(whip)]

These can be found with a successful **DC 25 Search/Perception check** in amongst all the other books, or with a *detect magic* spell. There is nothing else of value in the room.

Tolgorith Tower Level Four

T30. Tolgorith Tower Shrine to the Spider Goddess

As the PCs climb the stairs to the fourth level they begin to hear a low drone which can only be described as dozens of people chanting in the wispy tongue of spiders.

Thick mist bellows out and spills down the stairs, illuminated by a flickering purple light. The sound of chanting coming from the next level grows louder as you reach the landing.

It is difficult to see into this vast chamber due to the thick mist.

With a successful **DC 20 Spot/Perception check** one discerns two figures standing toward the middle and back of the room.

With a successful **DC 30 Spot/Perception check** the PCs see two drow females, one of which is standing in a pool of blood surrounded by skulls filled with flickering candles. She holds the hair of a beaten and defeated dwarf prisoner, lifting him off the ground despite her slender frame.

The sound of chanting comes from the hundreds of sacrificed drow souls which are now bound for eternity to invoke the words of spiders, blessed to remain here by the magic of the *Vidrefacte* and the divine powers of the priests of Naraneus. Although their voices can be heard, their bodies have long since been bled and devoured.

Symbol of Pain Trap CR 5

Type magical; **Search/Perception DC 30;**
Disable Device DC 30
Trigger proximity (good-aligned humanoid passes through the portal it protects); **Reset** no (active 90 minutes)
Effect spell effect (*symbol of pain* [CL 9th] against all good-aligned humanoids within 60 ft.; Fort DC 17 to resist)

After the PCs progress into the room (triggering the *symbol of pain* trap described above) read the following:

The drow woman standing in the middle of the pool of blood lets loose a shrill cackle while the thick mist turns red, parting long enough for you to lock eyes with her, surrounded by hundreds of skulls each lit by a purple candle and spilling wax onto the floor into cracks in the stone tiles. Her hair seems to float around her naked body and two massive serpents twist their way around her, barely concealing her form beneath them. She again cack les and slits the throat of a dwarf which her serpents grip tightly before her as his blood spills into the pool at her feet. She releases the corpse and you watch as it vanishes entirely beneath the placid surface, as if it were much deeper than it appears. "You are the ones. The group that has come to destroy us. You will succeed, I have foreseen it… you will destroy our matron, our mother, but not before I take some of you with me to Venom!"

She turns to the back of the room, calling, "Join me! Join me in utter ecstasy in the realm beyond. Your flesh will be feasted upon by our dark mother Naraneus!" From the darkness scurries a line of night black spiders with venom dripping from their fangs. Shuffling forward behind them are a force of skeletons bound together by convulsing serpents and dripping with the black blood of demons.

There is a *symbol of pain* painted in dwarf and human blood upon the entrance to this room. There is no way to avoid passing over it unless one has the ability to fly or jump 30 feet into the room. It is nearly undetectable due to the thick mist filling the chamber and requires a **DC 40 Spot/Perception check** to notice beforehand. The PCs will obviously be further distracted by the room's inhabitants, which may increase the DC further (at the GM's discretion).

Giant Spiders (8)

3.5 Medium hp 11 / CR 1
Pathfinder Giant Black Widow hp 37 / CR 3

Maltorya's Skeletons (7)

3.5 hp 6 / CR 1/3
Pathfinder hp 4 / CR 1/3

Maltorya Gullion, Oracle of Tolgorith Tower

3.5 hp x / CR x / Pg 365
Pathfinder hp 45 / CR 9 / Pg 429

(Pathfinder® Roleplaying Game Bestiary™)

Maltorya is currently naked and her equipment is stored in the demiplane Venom. She has hidden it among the strange flesh like growths in a large satchel.

Combat tactics: If confronted, Maltorya will send her created skeletons into battle to fight for her, then use her limited offensive spells before retreating into the transdimensional conduit, dragging up to two PCs she can reach with her to the demiplane Venom. Once in the demiplane Maltorya will retrieve her magical items and use them against the party, finally retreating to the Sea of Venom (using the bottle of *air to breathe* while submerged).

Maroena Gullion, Priestess of the Spider Goddess Naraneus

3.5 hp 40 / CR 11 / Pg 366
Pathfinder hp 44 / CR 9 / Pg 430

Combat tactics: Maroena remains mostly silent for the duration of the battle (aside from her spellcasting) preferring to focus her spells on the PCs in an attempt to slay them. She does not share her sister's flair for dramatic effect and knows that the party's survival this far makes them a force to be reckoned with rather than toyed with.

Oracle Pool

The Oracle Pool is two feet deep and filled with blood from numerous sacrifices and the venom of deadly spiders and snakes. A portal to the Demiplane of Venom exists in the tepid water, hidden by the stagnant blood of the Oracle Pool. The portal is two-way (for drow) and can be activated at will by Maroena or Maltorya.

Once every few weeks a ritual is performed where the pool is emptied into the portal to assist in quenching the thirst of the Spider Goddess.

Two aquatic snakes live in this pool, waiting either to pleasure Maltorya or assist in sacrificial offerings. Although some are confused with Maltorya's use of snakes and the pool instead of spiders, those that succeed on a **DC 20 Knowledge (religion) check** will know that the spider and serpent goddess are fast allies, especially when plans most foul are afoot. If either Maltorya or Maroena are attacked the two serpents wrap themselves around the legs of the attacker and attempt to pull them down into the water while the drow finish them off or activate the portal to pull the whole lot of them into Venom.

Aquatic Serpents

3.5 hp 19 / CR 2 / Pg 343
Pathfinder hp 15 / CR 2 / Pg 405

Combat Tactics: The serpents attempt to wrap around the legs of the PCs and grapple/pull them into the demiplane Venom once activated by either Maltorya or Maroena.

The Skulls

Hundreds of dwarf and human skulls surround the Oracle Pool, some stacked upon one another and sealed together with tallow made from the skin and fat previously surrounding those same skulls. Candles burn within and on top of each skull creating a haunting welcoming for those entering this room. Any humans or dwarves which approach within 10 feet of the circle of skulls (which symbolizes an unholy place) will be subject to effects identical to a *symbol of fear* spell.

Symbol of Fear Trap CR 6

Type magical; **Search/Perception** DC 30;
Disable Device DC 30
Trigger proximity (good-aligned humanoid passes through the portal it protects); **Reset** no (active 90 minutes)
Effect spell effect (*symbol of fear* [CL 11th] against all good-aligned humanoids within 60 ft.; Fort DC 18 to resist)

T31. Stairs Up

The final climb to the top level of the tower hosts a series of traps to prevent non-drow from proceeding. The traps magically detect if one is drow or not and activate accordingly.

Mandible Stairs
CR 10 3.5E/CR 11 PF

Each step is curved, shaped and carved to resemble the mandibles of a spider. Each stair, when stepped on, causes the "mandibles" of the step above to open and then automatically snap shut before reopening.

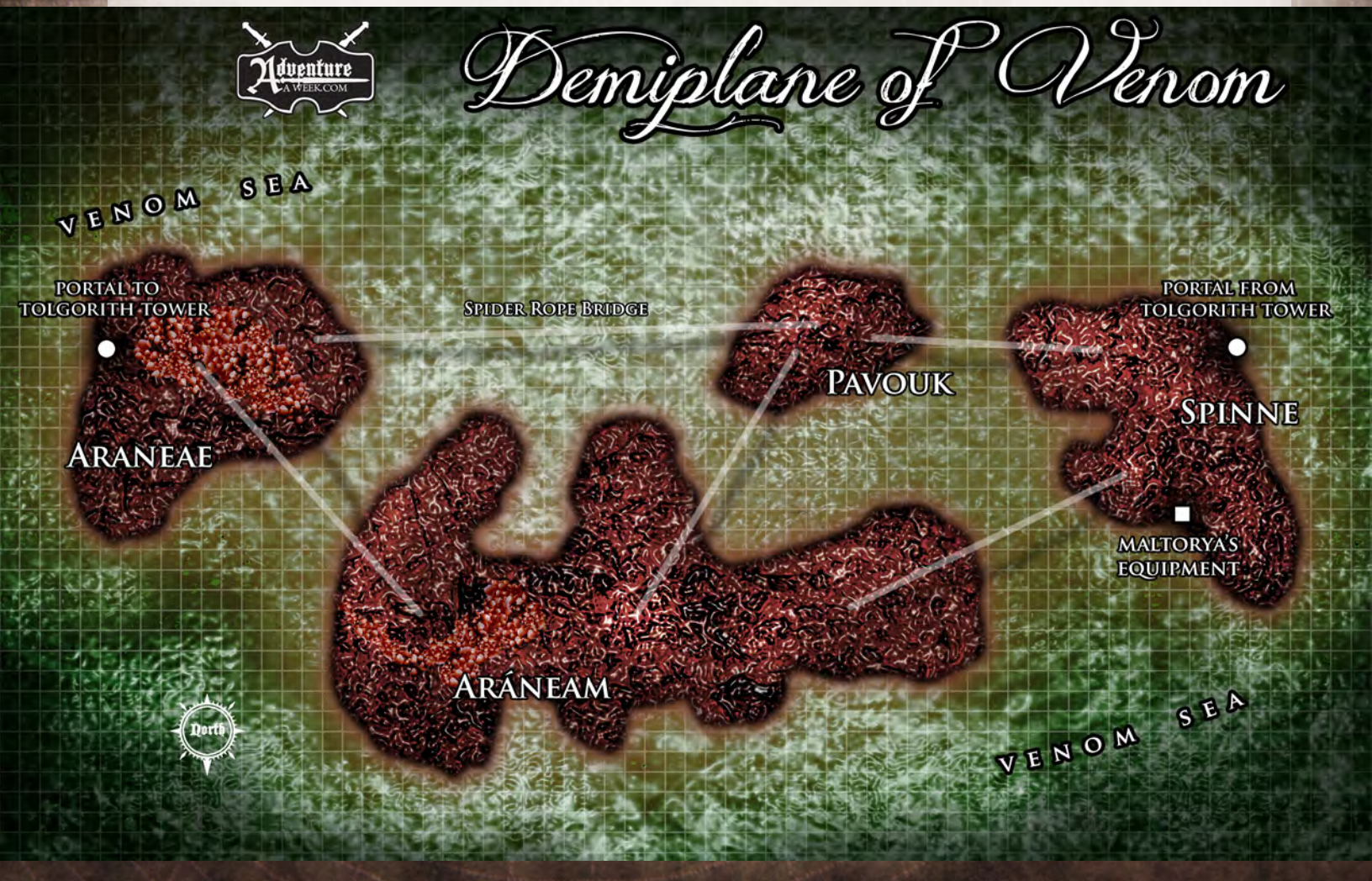
Type mechanical; **Search/Perception** DC 36;
Disable Device DC 36
Trigger location; **Reset** auto
Effect mandible attack (+15 to hit, 6d6 damage plus 1d6 bleed damage, plus 1d6 permanent Dex damage).

The Demiplane of Venom

Entering the Demiplane of Venom

Any chaotic or evil drow in the Oracle Pool can activate it by imagining the traditional tales told of Naraneus, making a **DC 10 Knowledge (religion)** or **Knowledge (the planes) check**, and then willing themselves to demiplane of Venom. Doing so takes them, and all other creatures touching them and the pool itself, directly onto the demiplane (arriving at the entry portal).

As with many magic items, the pool can be "tricked" into operating for non-drow. A **DC 35 Knowledge (religion)** or **Knowledge (the planes) check** reveals enough about Naraneus to think the necessary thoughts about the distant realm, while a **DC 25/30 Use Magic Device check** (a chaotic or evil non-drow PC needs DC 25 while a non-chaotic or non-evil non-drow PC needs DC



30) will get the portal to work as normal. Movement while on the demiplane is normal if not unsettling (unless the party is used to walking on flesh).

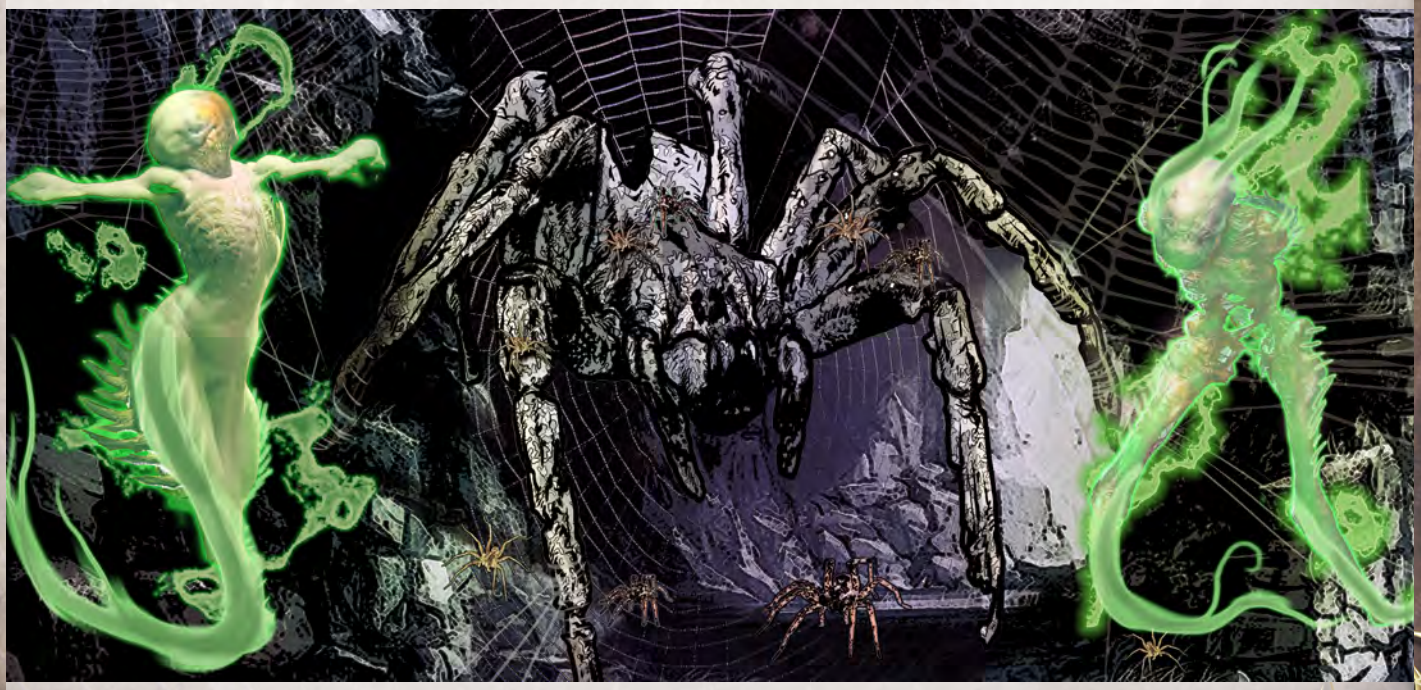
Exiting the Demiplane of Venom

Either Maltorya or Maroena are able, at will, to activate the entry portal and reverse its direction of travel (returning to the shrine within the tower). They can take any creature touching them on this return trip. Maelora is able to simply transfer herself via the portal without having to follow the exact procedure, and is the only creature currently known to be able to do this.
All other chaotic or evil drow are able to think themselves to the exit portal on the demiplane, and they will appear in front of it. They then need to thank Naraneus for a number of gifts given to their people, using the following liturgy:

- I thank the Goddess for her Negativity towards all other races and creeds.
- I thank the Goddess for her Ambition to rule over all other races and creeds.
- I thank the Goddess for her Rage when faced with all other races and creeds.
- I thank the Goddess for her Avarice when taking from all other races and creeds.
- I thank the Goddess for her Nihilistic approach when defeating all other races and creeds.
- I thank the Goddess for her Egoism when comparing us to all other races and creeds.
- I thank the Goddess for her Unyielding nature when dealing with all other races and creeds.
- I thank the Goddess for her Sadism when controlling all other races and creeds.

If no drow are alive within the demiplane, the PCs must travel across dangerous rope bridges spanning the Venom Sea in order to locate the exit portal back to the tower. It is hidden upon one of the islands in the poison-water (always at least 350 feet from the entrance portal from Tolgorith Tower). Details on how to do this are below.

Once located, this ancient looking stone gateway can be triggered only by speaking the name of the Spider Goddess (Naraneus) in the drow language and then chanting the 8 liturgies. If the PCs aren't aware of these, it takes a **DC 35 Knowledge (religion)** or **Knowledge (the planes) check** to work. There is an 80% chance doing so in another tongue will still work if a **DC 25/30 Use Magic**



Device check (a chaotic or evil non-drow PC needs DC 25 while a non-chaotic or non-evil non-drow PC needs DC 30) is made.

If the PCs do not make these checks, they will be marooned on an island until a drow arrives, in which case they may attempt to get the dark elf to help them. There is a cumulative 10% chance of 1d4 drow appearing every hour. The GM can choose the level of experience of the drow as befits the current situation of the PCs.

Spider Goddess' Sanctuary

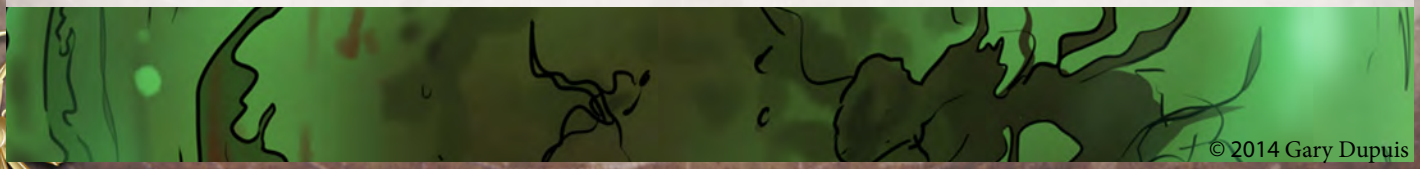
The Spider Goddess' Sanctuary, one part of the demiplane of Venom, is a foul place filled with strange growths of soft fleshy material that can be ripped apart and eaten for sustenance. At first glance these lumps appear to be chunks of animal flesh, possibly human, but are in fact closer to half-digested mushroom that oozes viscous bile under close inspection. When eaten by a drow, this "flesh" restores 1 hp per ounce consumed, and up to a maximum of 8 ounces can be eaten per day. Flesh may not be eaten while engaged in combat.

The flesh is remarkably sweet and potentially addictive to non-drow (particularly elves), but is also dangerous. A **DC 28 Fortitude** save is required to avoid it having an effect; if the save is failed, use the table below to establish the effect of eating any of this material. Whether this save is made or not, a DC 20 Will save is required after eating a piece to avoid eating another one (DC 25 for elves), and a fresh **DC 28 Fortitude** save required each time. The Will save to avoid eating more than one piece does reduce by -2 for each one after the first, and once a creature stops eating it, they won't potentially start to do so again for 2d6 hours. For every piece of material eaten after the first one, add +10 to the roll to establish the effect from the table.

If the Fortitude save is made to avoid death, all ability scores drop to 1 and the PC falls into a deep coma that only a *wish* or *miracle* can reverse

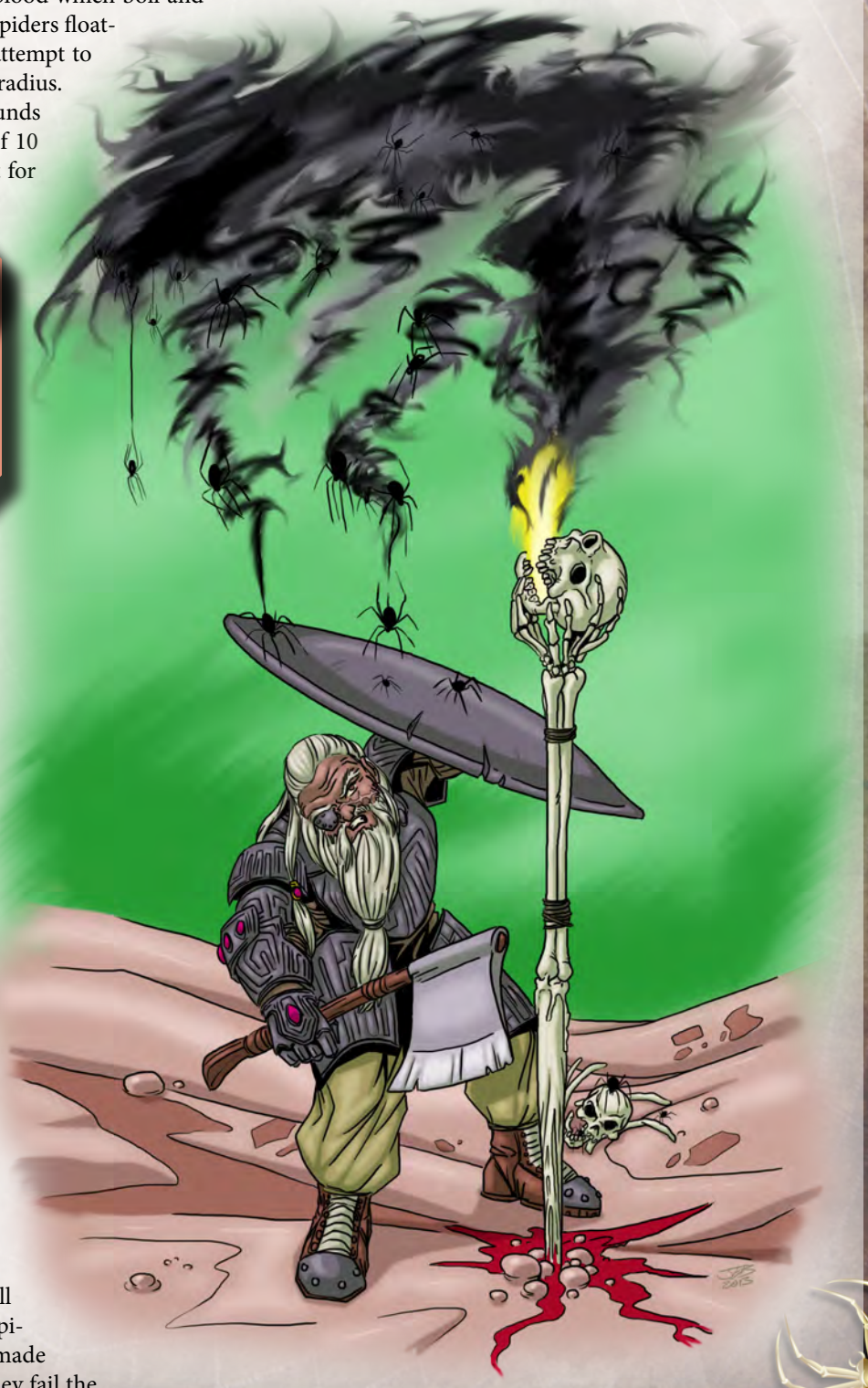
The effects the flesh has on a PC if eaten

d%	Visible effect	Time	Internal effect	Time	Fort DC for 1/2 time
01-30	Vomiting (60%) or diarrhea (40%)	1d2+1 hours	-1 Con	4 hours	25
31-55	Vomiting and diarrhea	2d2+2 hours	-2 Con	2d4+4 hours	28
56-75	Severe vomiting (60%) or diarrhea (40%)	6d4 hours	-1 Dex, -2 Con	1 day + 2d6 hours	30
76-90	Severe vomiting and diarrhea	6d4+6 hours	-2 Dex, -2 Con, -1 Cha	1 day + 8d3 hours	32
91-00	Poisoning	1d3+1 rounds	-1 Con per round	1d3+1 days	35
101-105	Severe poisoning	3d2+1 rounds	-1 Con (50%) or -1 Str (50%) per round	3d2+1 days	38
106-109	Seizures	2d6 minutes	-2 Dex, -2 Wis, -2 Cha	1d2+1 days	40
110-112	Severe seizures	5d12 minutes	-2 Dex, -2 Wis, -2 Cha	1d3+3 days	42
113-114	Brain damage	Permanent/1 week	-3 Int, -3 Wis	Permanent/1 week	45
115	Death	Instant	All to zero	N/A	50



© 2014 Gary Dupuis

Slender bone poles used as torches are driven into the flesh; their ends contain bright flames of liquid blood which boil and evaporate into swarms of black venomous spiders floating through the air on wispy webs which attempt to land upon any non-drow within a 100-foot radius. One such swarm emerges every 1d4+4 rounds that the PCs remain here to a maximum of 10 swarms after which point they lie dormant for 1d8+8 hours.



Venomous Spider Swarm

3.5 hp 9 / CR 1
Pathfinder hp 9 / CR 1

(Pathfinder® Roleplaying Game Bestiary™)

Venom Sea

The demiplane is surrounded by a vast sea of Spider Goddess Venom. The venom is extremely dangerous to non-drow and causes a swift death (unless a save is made). The venom is also extremely sticky and viscous causing those that enter it to slowly sink, requiring someone outside the 'waters' to make a **DC 15 Strength check** to pull them free. Failing the check by 5 or more means the would-be rescuer falls in as well. If a worshiper of Naraneus falls into the venom they will sink quickly despite the viscosity of the liquid, and be held in place by the Spider Goddess. Obviously if the believer does not have a way to magically breathe while submerged she will soon die of asphyxiation and be considered a sacrifice to Naraneus. If otherwise able to breathe, she will be able to remain within the venom for a period of 1d4+1 hours at which point she is expelled back to shore by the goddess. If this drow is then able to make a **DC 30 Will save**, they will henceforth be considered blessed by the Spider Goddess and gain+2 to every action made with, to, for or against any other drow. If they fail the

roll, they go insane and will run screaming into the Underworld at the earliest opportunity. This process can be repeated, although the Will DC goes up by 5 every time. Maltorya has undergone the process 3 times, which is why she is currently considered the next-in-line to Matron Mother Maelora.

The venom is absorbed through one's skin and will kill any non-drow touching it within 1d4 rounds, unless a **Fortitude save (DC 35)** is made. Anyone who makes a successful saving throw takes 10d6+20 points of damage while in contact with the concentrated venom.

Spider Goddess Venom, Contact, Fort DC 35, death in 1d4 rounds/10d6+20 damage, 0 gp

***Note:** *Any attempt to bottle and remove the Spider Goddess Venom from the demiplane will render the poison useless.*

Spider-Rope Bridges

Dangerous, old, rickety rope bridges span the gaps between the islands of the Spider Goddess' sanctuary. The strands holding the bridges together look old, gray, and quite worn but are much stronger than they appear; they are in fact spun from the webs of giant spiders. The planks, however, are quite fragile, having become rotten and flaking in the stale, wet winds which constantly blow across this dead sea.

Whenever a PC crosses a bridge have them make two checks. The first is one third of the way across the bridge and requires a **DC 22 Reflex save**, the second is two thirds of the way across, where a **DC 18 Reflex save** is needed. Failure results are indicated on the event table below. Roll d% for the resulting event, adding +10 to the roll total for each additional PC attempting to cross in unison, another +10 for any critically failed Reflex saves (natural 1), and any other modifiers as listed below that occur because of the actions and results of previous checks.



Total	Event on a failed Reflex save	Effect on the PC(s) on the bridge	Effect on the PC(s) who need to cross the bridge
01-25	A plank breaks off just as the PC moves forward and take his weight off of it.	Any PC on the bridge that still needs to make Reflex saves to get to the other side adds +5 to their rolls on this table if they fail.	All following PCs crossing make an additional Reflex save when crossing this point, and add +5 to their rolls on this table if they fail.
26-45	A plank breaks off just as the PC starts to move forward and begins to put his weight on it.	Every PC on the bridge, including the one who has just broken the plank, makes an additional Reflex DC 15 save when crossing this point, and adds +5 to their rolls on this table if they fail.	Every PC that needs to cross the bridge makes an additional Reflex DC 15 save at this point, and adds +5 to their rolls on this table if they fail
46-65	The bridge constantly sways in the perpetual light breeze, but a sudden wrong move by the PC increases the effect.	The rocking increases the difficulty of any remaining Reflex saves to DC 25 for the next 1d4+4 minutes and adds +5 to rolls on this table for all PCs on the bridge if they fail a Reflex save.	For all following PCs, the rocking increases the difficulty of Reflex saves to DC 25 for the next 1d4+4 minutes and adds +5 to the rolls on this table if the Reflex save is failed
66-80	A plank creaks, cracks, and crumbles away beneath your feet, but you have a moment to prepare.	Anyone with a pack on their back, or sacks at their waist, has a cumulative 10% chance for every 10 lbs. of weight carried to become wedged between the planks and suspended for 1d6 rounds. Then the planks break and they plunge into the sea below.	When crossing the point where the plank has crumbled away, PCs need to make an additional Reflex DC 20 roll. If failed, they add +10 to the roll on this table. On a natural 1, they instantly find themselves plunging into the sea below.
81-95	A plank breaks and the PC starts to fall toward the Venom Sea below.	Allow a single DC 20 Reflex save to catch oneself, dangling from the bridge. If over 100 lbs. of weight is carried in packs and sacks, the planks simply break immediately and the PC plunges into the Venom Sea. If less than 100 lbs, roll again on this table.	When crossing the point where the plank has broken, PCs need to make a DC 22 Reflex save. If failed, they add +10 to the roll on this table. On a natural 1, they instantly find themselves plunging into the sea below.
96-105	1d4+1 planks break and the PC starts to fall.	PCs may catch themselves with a Reflex DC 25 save or else plunge into the sea below. The PC who makes the save may attempt to maneuver across the ropes using hand-over-hand tactics, or wait for another PC to pull them to safety (a dangerous move given the fragility of the planks).	When crossing the point where the planks have broken, PCs need to make a DC 25 Reflex save. If failed, they add +20 to the roll on this table. On a natural 1, they instantly find themselves plunging into the sea below. This applies if they attempt to rescue a PC hanging from the bridge.
106-115	The ropes on the bridge have become worn over the years and begin to unravel.	The PC must race across the bridge in 1d4+4 rounds or the entire bridge collapses into the sea (50%) or rips loose from only one side (50%) and dumps any PC who can't hold onto the damaged bridge (Reflex DC 28) into the sea while the planks of the bridge are suspended vertically	The remaining PCs must race across the bridge in 1d4+4 rounds or the entire bridge collapses into the sea (50%) or rips loose from only one side (50%) dumping PCs who can't hold onto the damaged bridge (Reflex DC 28) into the sea while the planks of the bridge are suspended vertically.
116-120	The bridge begins to come apart at multiple points.	The PC has 1d4+1 rounds to finish crossing or risk being dumped into the sea. A PC on the bridge may catch themselves with a DC 30 Reflex save and dangle from a rope if the bridge collapses	The remaining PCs have 1d4+1 rounds to cross or risk being dumped into the sea. Any PC on the bridge may catch themselves with a DC 30 Reflex save and dangle from a rope if the bridge collapses
121-123	There is a cracking sound from a point behind (75%) or ahead (25%) of the PC. The next round, the bridge snaps at that point.	PCs have 1d4 rounds to cross or risk being dumped into the Venom Sea. PCs on the bridge may catch themselves with a DC 32 Reflex save and dangle from a rope.	Remaining PCs have 1d4 rounds to cross or risk being dumped into the Venom Sea. PCs on the bridge may catch themselves with a Reflex DC 32 save and dangle from a rope.
124-125	The bridge snaps in half in 1 round.	Anyone crossing is dumped into the Venom Sea. PCs on the bridge may catch themselves with a Reflex DC 35 save and dangle from a rope.	Remaining PCs are stranded on whichever side of the bridge they find themselves on.



© 2014 Gary Dupuis

Maltorya's Equipment

Maltorya has hidden her equipment among the strange flesh like growths in a large satchel (**DC 35 Search/Perception** to locate). If the PCs were pulled into Venom along with Maltorya she will retrieve these items (within 1d2 rounds) and use them against the party. If the PC(s) she brought into the demiplane are too much for her, she will retreat to the Sea of Venom using the *bottle of air* to breathe while submerged.

Animated Heavy Snake Scale Shield +1



Aura strong transmutation; **CL** 12th
Slot none; **Price** 9,006 gp; **Weight** 9 lbs.

Upon command, an **animated shield** floats within 2 feet of the wielder, protecting her as if she were using it herself but freeing up both her hands. Only one shield can protect a character at a time. A character with an animated shield still takes any penalties associated with shield use, such as armor check penalty, arcane spell failure chance, and non-proficiency.

CONSTRUCTION
Requirements Craft Magic Arms and Armor, *animate objects*; Cost 4,503 gp 361 xp

This is an item attuned specifically to Maltorya. Any other character carrying and using it becomes neutral evil (no save) over the course of three months.

Bottle of Air

Aura moderate transmutation; **CL** 7th
Slot none; **Price** 7,250 gp; **Weight** 2 lbs.

This item appears to be a normal glass bottle with a cork. When taken to any airless environment, it retains air within it at all times, continually renewing its contents. This means that a character can draw air out of the bottle to breathe. The bottle can even be shared by multiple characters who pass it around. Breathing out of the bottle is a standard action, but a character so doing can then act for as long as she can hold her breath.

CONSTRUCTION
Requirements Craft Wondrous Item, *water breathing*; Cost 3,625 gp 145 xp

Crystal Ball

Aura moderate divination; **CL** 10th
Slot none; **Price** 42,000 gp; **Weight** 7 lbs.

This is the most common form of scrying device, a crystal sphere about 6 inches in diameter. A character can use the device to see over virtually any distance or into other planes of existence, as with the spell *scrying* (Will DC 16 negates).

Certain crystal balls have additional powers that can be used through the crystal ball on the target viewed.

CONSTRUCTION
Requirements Craft Wondrous Item, *scrying*; Cost 21,000 gp 840 xp

Light Mace of the Planes

Aura strong evocation; **CL** 15th
Slot none; **Price** 22,306 gp; **Weight** 4 lbs.

This light mace has an enhancement bonus of +1 on the Material Plane, but on any Elemental Plane its enhancement bonus increases to +2. (The +2 enhancement bonus also applies on the Material Plane when the weapon is used against elementals.) It operates as a +3 light mace on the Astral Plane or the Ethereal Plane or when used against opponents native to either of those planes. On any other plane, such as Venom, or against any outsider, it functions as a *+4 light mace*.

CONSTRUCTION
Requirements Craft Magic Arms and Armor, *plane shift*; Cost 11,153 gp 893 xp

Slippers of Spider Climbing

Aura faint transmutation; **CL** 4th
Slot feet; **Price** 4,800 gp; **Weight** 1/2 lb.

When worn, a pair of these slippers enables movement on vertical surfaces or even upside down along ceilings, leaving the wearer's hands free. Her climb speed is 20 feet. Severely slippery surfaces - icy, oiled, or greased surfaces - make these slippers useless. The slippers can be used for 10 minutes per day, split up as the wearer chooses (minimum 1 minute per use).

CONSTRUCTION
Requirements Craft Wondrous Item, *spider climb*; Cost 2,400 gp 96 xp

Strand of Prayer Beads (Standard)

Aura moderate (many schools); **CL** varies (healing 5th, smiting 7th, karma 9th)
Slot none; **Price** 45,800 gp; **Weight** 1 lb.

This item appears to be a normal string of prayer beads until the owner casts a divine spell. Once that occurs, the owner instantly knows the powers of the prayer beads and how to activate them. This strand includes three special beads, each with a different magic power.

A standard *strand of prayer beads* has a *bead of healing*, a *bead of karma*, and a *bead of smiting*. Each special bead can be used once per day; the bead of smiting functions as spell trigger item and the *bead of karma* can be activated by any character capable of casting divine spells. The owner need not hold or wear the strand of prayer beads in any specific location, as long as he carries it somewhere on his person.

The power of a special bead is lost if it is removed from the strand. Reduce the price of a *strand of prayer beads* that is missing one or more beads by the following amounts: *bead of healing* -9,000 gp, *bead of karma* -20,000 gp, *bead of smiting* -16,800 gp.

CONSTRUCTION
Requirements Craft Wondrous Item and one of the following spells per bead, as appropriate: *cure serious wounds*, *remove blindness/deafness*, or *remove disease* (healing); *righteous might* (karma); *chaos hammer*, *holy smite*, *order's wrath*, or *unholy blight* (smiting); Cost 22,900 gp 916 xp (standard).

This string was created using unholy blight and will not work in the hands of a non-evil character.

Special Bead Type	Special Bead Ability
Bead of healing	Wearer can cast choice of *cure serious wounds*, *remove blindness/deafness*, or *remove disease*
Bead of karma	Wearer casts spells at +4 caster level. Effect lasts 10 minutes
Bead of smiting	Wearer can cast *chaos hammer*, *holy smite*, *order's wrath* , or *unholy blight* (Will DC 17 partial)

Tolgorith Tower Level Five

The Usurper of Souls

The PCs have fought their way to the top of Tolgorith Tower and now face the powerful Matron Maelora of House Gullion. Protecting her is the House Gullion grandmother spider, Pettaja, and the power of the *Vidrefacte* artifact. From the shadows her children aim to protect their Matron Mother so that she may continue her conquests. Little does the party know that an unexpected caller is about to pay them all a visit and attempt to retrieve the powerful Vidrefacte.

Pinnacle of Tolgorith Tower

The pinnacle of Tolgorith Tower was originally built as the last stand to protect the *Vidrefacte* which originally magically hovered atop the massive stalagmite that is now the tower. When the tie between the *Vidrefacte* and the vidre was severed the matron had the *Vidrefacte* relocated here so it would be harder for the vidre to



reclaim. As time has progressed the matron has become quite attached to the *Vidrefacte*—one would say 'addicted'—to the power she wields through it. She refers to it as a living thing, belonging to her as an equal to one of her children. If she doesn't like the way it pulses, or the effect it produces, she scolds and threatens it as if it can hear and respond to her every word. The souls it requires to continue operating have been sustained thus far through House Gullion's conquests, and at this very moment the matron is hatching plans to begin the infiltration of Upperworld, beginning with the small village of Rybalka close to Krelgar's Keep. The PCs finally have the chance to tip the balance of power back in check so that dwarf and human alike may continue their lives unhindered.

Vidrefacte spell in contact effect on this level: *false vision.*

The Final Confrontation

Important Information about this Battle:

Although the following combat statistics are listed in two sections (**T32** and **T33**), all combatants will participate in the initial combat. The matron will stay to the back of the room with the *Vidrefacte* while her children (plus Mol) and then the Grandmother Spider fend off the PCs. If their efforts fail, Matron Maelora takes more of a leading role in the fight as detailed in her combat tactics in the entry for area **T33**.

T32. Upper Landing

Part A - Coranzan and Mathorn

Two of the House Gullion children hide in the shadows (one with his house servant) in preparation for the PCs arrival. Their mother has kept them apprised of the party's progress through the Underworld and subsequent entry of Tolgorith Tower. They have watched them and learned their strength and weaknesses. These drow know how the PCs fight and will anticipate their moves and actions, taking every advantage of their long surveillance by preparing their abilities and spells to match the party's weaknesses. On top of all of this, these drow lurk far above in the shadows where the PCs cannot see them. They stay hidden until the battle begins, at which point they work together to target the most vulnerable PC then begin to work their way through the party, picking them off one by one.

GM Sidebar

If you are running Paths B or C then the vidre will begin to attempt entry through the tower wall at the 4 round mark and will make its grand entrance exactly 10 rounds after combat begins.



Coranzan Gullion (hidden)

3.5 hp 51 / CR 12 / Pg 361
Pathfinder hp 34 / CR 8 / Pg 425

Combat Tactics: Coranzan will stay hidden for as long as possible and fire into combat, trusting his own instincts and ability to not hit an ally. His attachment to his mother is legendary throughout Holoth, although no one actually believes him to still be alive.

If a member of the party has died and not been resurrected at any point in the adventure, Coranzan will instead be in disguise (**DC 30 Perception** to see through it) and look like that person when he finally appears in front of the PCs—even wearing their exact clothing—claiming that he was rescued by the drow, treated well, and that it is in the party's best interest to lay down its arms and listen to Matron Maelora. This isn't a strength of his, and is designed to give his mother a moment or two to prepare. A Sense Motive check that beats Coranzan's Bluff check will be required to not be taken in by his ruse, and Coranzan will rapidly retreat to a place where he can use his bow when discovered.

Mathorn Gullion (hidden)

3.5 hp 34 / CR 8 / Pg 364 | **PF** hp 40 / CR 8 Pg 428

Combat Tactics: Mathorn will fire her *+2 seeking shock composite (+3) longbow* from the shadows until physically confronted by a PC, at which point she brandishes her *+3 keen frost falchion*. She will fight ferociously to defend the Matron Mother, as Maelora has fed Mathorn a steady stream of lies to suggest she will be the next Matron Mother.

Mol (hidden)

3.5 hp 19 / CR 3 Pg 365 | **PF** hp 22 / CR 3 Pg 429

Combat Tactics: Mol is a house servant and will attempt to keep PCs from physically engaging Mathorn. She waits in the shadows as the PCs approach and attempts to surprise them, draining their strength.

If Coranzan is in disguise, Mol remains in the shadows.

Part B - Pettaja, Ancestral Giant Grandmother Spider of House Gullion

3.5 – Treat as Monstrous Spider, Gargantuan
Change Space to 15 ft. / Reach to 15 ft./10 ft.
Change Speed to 15 (due to age)

Pathfinder – Treat as Spider, Giant Tarantula
Change Space to 15 ft. / Reach to 15 ft./10 ft.
Change Speed to 15 (due to age)

3.5 hp 104 / CR 8 | Pathfinder hp 115 / CR 8

Combat Tactics: The Grandmother Spider of House Gullion is quite old and has poor eyesight. She moves slowly and always acts last in initiative order.

T33. Usurper of Souls

Matron Maelora of House Gullion

Remember, Matron Maelora, as the matriarch of her house, dominates all who stand with her, yet earns grudging respect from those who stand against her. The PCs will find themselves in the presence in a formidable and charismatic adversary, one whose words and commands can be as dangerous as her actions!

Matron Maelora

3.5 hp 158 / CR 19 / Pg 366
Pathfinder hp 158 / CR 18 / Pg 431

Combat Tactics: The matron's primary objective is protecting the *Vidrefacte* from theft or vandalism; killing the PCs is secondary, thus any attacks focused at the *Vidrefacte* will draw the wrath of the matron. She will always move to block the path of anyone approaching the artifact and guard it like a mother bear protecting her cub.

Since the matron has been scrying on the PCs for some time now she knows many of their tricks, spells, and movements in combat, and has prepared her spells and abilities with the weaknesses of the PCs in mind—her entire spell selection is at the GM's discretion. She will open with spells that first disable or debilitate spellcasters amongst the PCs. After their arcane and divine magic has been nullified she focuses on slaying the rest of the party, starting with any apparent leaders so as to demoralize the group as a whole.

The actual spells which the matron chooses to cast vary on the strengths and weaknesses of the party and are entirely up to the GM. The GM also knows and predicts the movements of the party (learned on their journey through the Underworld), thus he can probably accurately predict (to a point) what they will do and plan Matron Maelora's moves accordingly.

When the vidre show up, the matron becomes increasingly preoccupied with stopping the creature and may even turn her back on the PCs to do so; this might be the chance the party has been looking for.

The Vidrefacte

If the PCs have done the deal with Makinnga and have sent 3 items from each House Gullion family member they have encountered and disposed of, the order of support is as follows:

- Once the PCs start fighting Maelora and any supporters, it will take 2 rounds for the two vampires to appear. They will act as if they are about to attack the party, but first one and then the other will enter the crystal over 2 rounds (the 3rd and 4th of the fight). Maelora will think they have sacrificed themselves to help her cause.

- Ucecarne and Venthori will appear at the beginning of the 5th round. If Maelora sees them, she will be surprised, recognizing them from Makinnga's birth, and suddenly understand what is going on. Shrieking in rage, she will move towards the *Vidrefacte*—it is up to the PCs to stop her!



- Ucecarne will enter the crystal on the 5th round while Venthori does what he can to keep Maelora at bay. Then Tarankeerath will appear at the very beginning of the 6th round, as Venthori moves towards the crystal.

"For one such as I, love ought to be unknown. But Makinnga has restored that to me, even without knowing. I asked for more from her, more than she gave the others and more than I deserved; a kiss, to remember her by as I head to the Void. This she agreed to, freely, along with something I could never have hoped for!"

Tarankeerath sweeps his robe aside to show you the finest of plain glass vials on the slimmest platinum chain you have ever seen—how it has survived this fight is unclear, but it has. Inside is a mote of light, barely perceptible; a sliver of Makinnga's living essence.

With a roar, Trankeerath exclaims,"Wherever I end up, I will have her with me!" and plunges into the crystal

- In the 6th round, Venthori will enter the crystal and an audible groan **(DC 10 Listen/Perception)** can be heard from the crystal at first, then the tower. Tarankeerath will try to stop Maelora (on the 7th round), shouting;

- The tower begins to buckle and crack, and over the next 3 rounds becomes unstable. Each round, PCs need to make a **DC 10 Reflex save** or fall to the floor.

- Finally accepting what is happening, Maelora screams in rage and heads for the door on the 10th round. The tower creaks and groans again, and cracks begin to appear in the ceiling.

Round	PCs's expected actions	Makinnga's allies' actions	The enemy's actions	Vidre's actions
1	The fight with the drow and creatures in this room begins.	All 5 undead are making their way towards this area.	Maelora's supporters all attack the PCs, as described in the entries for areas T32 and T33; Maelora concentrates on killing arcane magic users	The vidre is climbing up the outside of the tower.
2	The fight continues and it may be now that Maelora becomes involved, as the PCs should recognize she is the one to distract.	All 5 undead are lurking outside this area in non-corporeal form	The fight is taken to the PCs by each supporter; Maelora will move from arcane to divine magic users if all the former are dead.	The vidre continues its climb.
3	The fight continues.	The vampires appear; the first enters the *Vidrefacte*.	The fight continues; Maelora thinks the vampires are helping her.	The vidre continues its climb.
4	The fight continues.	The second vampire enters the *Vidrefacte*.	The fight continues; Maelora displays supreme confidence.	The vidre starts to pound against the side of the tower.
5	The fight continues.	Ucecarne and Venthori appear; Ucecarne enters the *Vidrefacte*; Venthori prevents Maelora from touching the *Vidrefacte*.	The fight continues; Maelora recognizes Ucecarne and Venthori; Maelora turns towards the *Vidrefacte* and faces Venthori.	The vidre continues to break into the tower.
6	The PCs help stop Maelora reaching the *Vidrefacte* as well as fighting her supporters and creatures.	Tarankeerath appears; Venthori enters the *Vidrefacte*; Tarankeerath prevents Maelora from touching the *Vidrefacte*.	The fight continues; Maelora now faces Tarankeerath.	The vidre continues to break into the tower.
7	The PCs continue to fight Maelora as well as her supporters.	Tarankeerath enters the *Vidrefacte*.	The fight continues; Maelora flies into a total rage and gives the PCs all her attention.	The vidre continues to break into the possibly-groaning tower.
8	The PCs continue to fight Maelora as well as her supporters.	—	The fight continues; Maelora flies into a total rage and gives the PCs all her attention.	The vidre continues to break into the possibly-groaning tower.
9	The PCs continue to fight Maelora as well as her supporters but become aware of the sounds coming from the tower.	—	The fight continues; Maelora flies into a total rage and gives the PCs all her attention, but becomes aware of the sounds coming from the tower.	The vidre is almost through into the possibly-groaning tower
10	The PCs leave the area and begin their race to the door to escape the crumbling tower	—	Maelora screams and heads for the door, leaving any remaining House Gullion supporters to their fate, unless the PCs prevent her; supporters fight or flee as the GM decides.	The vidre bursts into the tower to either fight to grab the *Vidrefacte* OR just grab the now-abandoned crystal.
11	The PCs race back down through the tower.	—	All House Gullion representatives that are still alive leave this area.	The vidre continues to fight or leaves as appropriate.

Grand Entrance of a Vidre (Paths B and C)

About 4 rounds into combat the PCs begin to hear a thunderous pounding noise on the exterior of the tower. The ground begins to shake, small chunks of debris fall from the ceiling, and cracks form on the wall. This sound continues throughout the ensuing combat with Matron Maelora becoming increasingly concerned and distracted by it (provoking at least one attack of opportunity). Six full rounds later the entire wall buckles and collapses. This is after exactly 10 rounds of combat.

The cracks in the wall suddenly spread like a massive spider web and the entire wall shatters into a million pieces. As the dust clears a huge humanoid made entirely from crystal bows down and steps through the opening. "Yes, vidre" says Matron Maelora, "bow before me. Bow to your master! ON YOUR KNEES!" The matron summons a force of shimmering bright energy from the *Vidrefacte* and fires it directly at the vidre who just barely dodges aside as the blast tears another hole in the wall of the tower. Bits of debris tumble down and crash to the floor all around you as the crystalline giant charges into battle against the matron!

Vidre

3.5 hp 83 / CR 12 / Pg 395
Pathfinder hp 135 / CR 12 / Pg 459

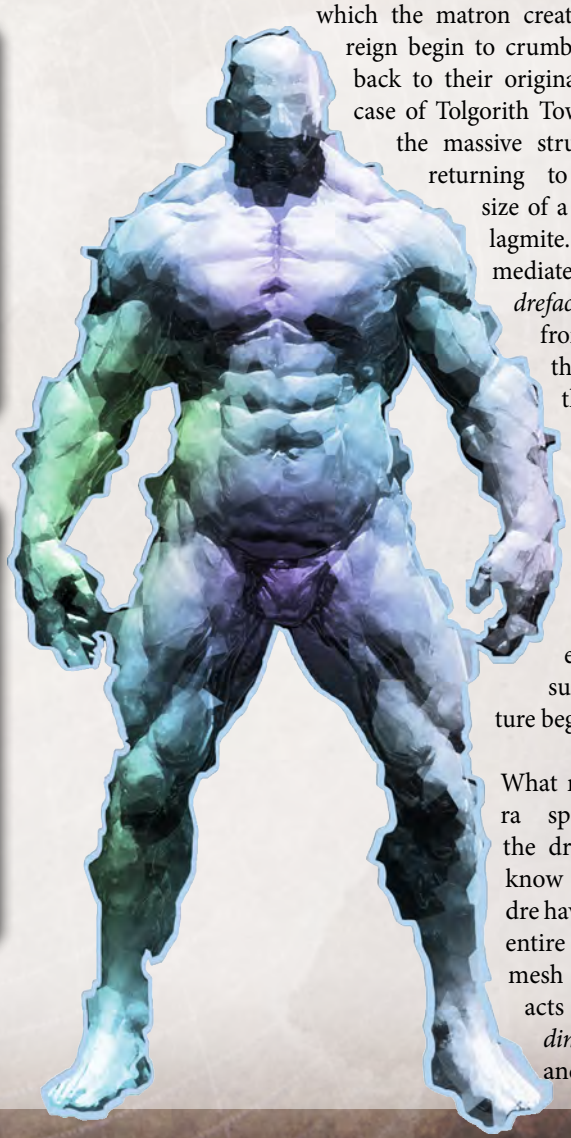
Combat Tactics: The vidre has only a single purpose here: retrieve the *Vidrefacte*.

He will not attempt to enter combat anyone unless someone gets in his way (which Matron Maelora will make it a point of doing). He will fight to the death to retrieve the *Vidrefacte* and return to his people—never again will they make a deal with the drow of House Gullion.

All that the vidre needs to do is touch the Vidrefacte for it to stop working to maintain the tower. When it succeeds at this task, the creature seems to simply absorb the crystal into itself, becoming fully healed as it does so, then steps back out of the hole it created in the wall and begins to climb back down the outside of the tower. However, the artifact hasn't gone or stopped working; it has just been severed from its link with House Gullion. What happens next is detailed below.

Collapse of the Tower

If the vidre is successful in retrieving the *Vidrefacte* or Matron Maelora is slain, the magical bond between the artifact and House Gullion will be severed. When this happens, all of the magical constructs which the matron created during her reign begin to crumble and convert back to their original state. In the case of Tolgorith Tower this means the massive structure shrinks, returning to the original size of a large cave stalagmite. Almost immediately after the *Vidrefacte* is removed from the tower or the matron slain, the place begins to shake and shudder. Huge cracks form in the walls and the floors begin to buckle under enormous pressure as the structure begins to collapse.



What neither Maelora specifically nor the drow in general know is that the vidre have sheathed the entire tower in a thin mesh of energy that acts as a forcecage, *dimensional lock* and *clenched fist*.

The mesh extends 15 feet from the tower and anyone in the space is still subject to the "Exterior Dangers" listed below.

While it was properly established, active, and being fed souls, the *Vidrefacte* had complete control of this mesh (allowing drow to pass by it at the artifact's will, but having the ability to stop others entering wherever they felt like) but as soon as damage was done to the crystal, it is designed to burst into existence and stop anyone escaping from the tower other than by the main door, where the vidre would be waiting for them.

The encasing *forcecage* flares emerald green when it is touched, as the *dimensional lock* is effectively woven into it. Each time something touches the forcecage, the *Vidrefacte* is able to tell if it is a living creature and makes use of a *clenched fist* to force the being back into the tower.

In this situation, the grid will let any non-drow out of the collapsing tower when they reach the main doors. Unfortunately for any drow, they aren't allowed to escape, and will find themselves crushed by the compacting stalagmite. The one drow who is the exception to this is Maelora; as the current chosen of Naraneus, she finds she is able to escape its bonds if the opportunity arises, but will have to pay a heavy price in the future. But that is another story.

The PCs may have bought themselves enough time to escape if they made a deal with Makinnga—the maximum time they can gain is 83 seconds, or about 14 rounds, although this is very unlikely—and if they did not they may have to find a faster means of exit (such as leaping through the hole made by the vidre and using magic to slow their descent within the enclosing grid). As the party progresses down the stairs of the tower they may run into any manner of obstacles which will slow their descent and may just be the death of them should they run out of time; as they travel down the stairs from one floor to the next, roll randomly to see what kind of dangers await them. If the party is having an especially difficult trip back down and begin to run out of time, make sure to let them know so they can make the next few choices accordingly.

The danger the PCs experience depends on which area they are in. If they are in a room with an outer wall, they will face the effect in the Dangers (Exterior) column; if the space only has walls within the tower, they are affected by the entry in the Dangers (interior) column.

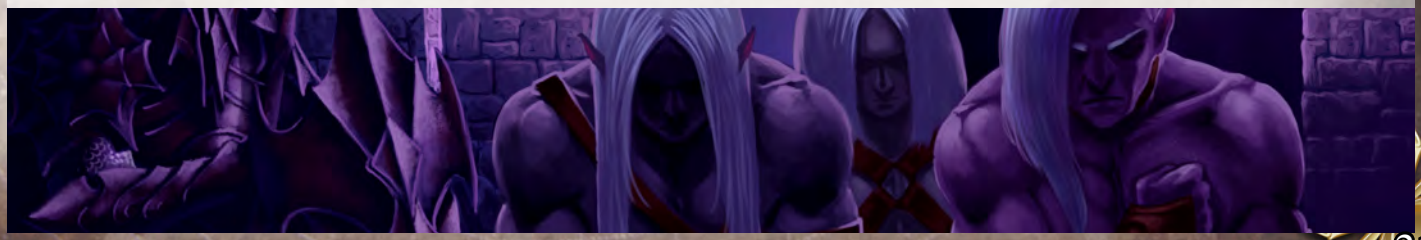
Movement changes refer only to a PCs original rate and aren't cumulative

Time in seconds (rounds)	Tower	Level 5	Level 4	Level 3	Level 2	Level 1	Dungeon
01-12 (0-2)	A	A	A	A,F	A	A	A
13-24 (3,4)	A,B	A,B	A	A	A,F	A,F	A
25-36 (5,6)	B,C	B,A,C	A,B	A,B	A,B	A,F	A,F
37-48 (7,8)	C,D	B,C,A	B,A,C	A,C,G	B,A	A,B,D	A,F
49-60 (9,10)	C,D,E	C,D,A,F	D,C,F,A	F,C,G,A	C,D,A	C,F,D,A	A,C,F
61-72 (11,12)	D,F,C	F,D,G,A	A,F,E,G	G,D,F,A	C,G,D,A	D,C,G,A	F,C,A
73-84 (13,14)	G,F,D	G,F,D,A	F,G,D,A	F,G,A	G,F,E	F,G,D,A	F,G,C,A
85-96 (15,16)	H,G	H,D	H,G	H,C	C,D,G	G,C,F	F,G,C,A
97-108 (17,18)	I,F	I,F	I,F	I,F	I,F	A,B,D,G	F,G,C,A
109-120 (19,20)	J	-	-	-	-	J	G,F,D
121 onwards (21+)	K	-	-	-	-	-	K

If there is only 1 letter in the box, the chance of it happening is 100%.
If there are 2 letters in the box, the chance of each happening is 65%/35% in the order they are written.
If there are 3 letters in the box, the chance of each happening is 45%/35%/20% in the order they are written.
If there are 4 letters in the box, the chance of each happening is 40%/30%/20%/10% in the order they are written.
If H is in the box, this will always happen, with a 20% chance for any other letter as well.
If I is in the box, this will always happen, with a 15% chance for any other letter as well.

Danger Chart

Category	Dangers (Exterior) with Save/Damage	Dangers (Interior) with Save/Damage
A	Cracks appear in the walls down the whole height of the exterior of the tower and the roof opens up.	Interior blocks fall from the ceiling; all are attacked by falling slabs, +12 melee, 2d6 damage.
B	Cracks begin to link from level to level of the exterior and the tower begins to lean; Reflex DC 30 or be thrown against the wall for 1d6 damage; movement reduced by one-quarter.	Interior floor cracks and parts fall 40 feet to next floor; Reflex DC 30 to evade and remain upright, DC 25 to evade but be prone; fail means a fall for 4d6 damage, movement reduced by one-quarter.
C	Exterior walls twist violently tossing PCs against them; Reflex DC 40 to catch oneself otherwise 2d6 damage and 30% chance of being stunned or dazed for 1d4 rounds if save failed.	Interior walls explode as pressure becomes too great; Reflex save DC 40 to shield oneself otherwise 2d6 damage and 30% chance of being stunned or dazed for 1d4 rounds if save failed.
D	Large chunk of exterior wall falls into the group hitting 1d4+1 PCs; 3d6 damage, Reflex DC 30 for half; 40% chance of being stunned or dazed for 1d6 rounds if save failed.	An entire interior wall collapses on 1d4+1 PCs; 3d6 damage, Reflex DC 30 for half; 30% chance of being stunned or dazed for 1d6 rounds if save failed.
E	Another 2 vidre climb into the tower from the exterior and challenge the PCs.	A group of House Gullion guards trying to escape down the same stairwell grapple with the PCs further delaying progress.
F	A blast of magical sonic energy from somewhere outside tears through the wall; 2d6 damage, Will DC 40 for half.	A blast of magical sonic energy from somewhere above or below tears through the floor or ceiling; 2d6 damage, Will DC 40 for half.
G	Exterior wall breaks open spilling guards, others and parts of tower to the ground; Reflex DC 20 to avoid fall, 4d6 damage x current level of tower. Movement reduced by half.	Damage by release of energy from 3 magical traps; 2d6+3 damage from each, one each of Fortitude, Reflex and Will DC 22 for half damage from each. Movement reduced to half.
H	Most exterior walls fall into the tower onto ceiling of Level 2; 3d6 damage, Reflex DC 30 for half; 60% chance of being pinned for 1d3+2 rounds if save failed.	Debris from above floors now falling onto the ceiling of Level 2 with only Level 2 and below possible to be in; 3d6 damage, Reflex DC 30 for half; 60% chance of being pinned for 1d3+2 rounds if save failed.
I	All exterior walls collapse onto the ceiling of Level 1; 6d6 damage, Reflex DC 30 for half; Fortitude save DC 35 or movement reduced by three quarters due to dust inhalation.	All interior walls and floors collapse onto the ceiling of Level 1; 6d6 damage, Reflex DC 30 for half; Fortitude save DC 35 or movement reduced by three quarters due to dust inhalation.
J	All outer walls of Level 1 simultaneously collapse inwards; 8d6 damage, Reflex DC 25 for half.	All inner walls of Level 1 simultaneously collapse; 8d6 damage, Reflex DC 25 for half.
K	Exterior rubble falls into the dungeon and folds in on itself; 12d6 damage, Reflex DC 40 for half. Only a stalagmite remains at ground level	Interior rubble sucked into the dungeon; 12d6 damage, Reflex DC 40 for half. Only a stalagmite remains at ground level.



Fall of the Drow

Once the PCs finally exit Tolgorith Tower they will witness the fall of House Gullion, which becomes a major historic event in the Underworld. Read this aloud once the party has safely escaped the collapsing tower:

> You rush out the double doors of Tolgorith Tower, caked in dust mixed with blood from the effects of the experience, as the rest of the levels above buckle and fall, collapsing in on one another and gaining speed as they hurtle towards the ground. The floors and everything on them within the tower hits the cavern floor, sending a blast of air upon which is carried slabs of rocks, chunks of debris, and a massive cloud of dust which rapidly billows outward. As it slams into your group you are thrown clear of the tower proper, just in time to see the Spider Temple itself come to life and begin to move away from the fallen structure. Suddenly, the colossal mound of rubble collapses yet further, down into the dungeon and crypt. But more happens; the mound is clearly shrinking before your very eyes. You hear the screams echo from the last few occupants of the tower as those left barely alive are finished off as the chunks and slabs come folding in on them; the tower has truly gone. All that is left is a single stalagmite, about 8 feet tall. Somehow this natural occurrence has come through the destruction unscathed.
>
> The gargantuan Spider Temple walks calmly through the cloud of dust, away from the tower's remains. It begins to turn, but before you can see which way it is headed you are further enveloped by the dust cloud and everything goes white as silence reigns. It is done. House Gullion has been vanquished. Silence was never so welcome.

The spiders are made from the hearts of the first drow sacrificed in this tower. They do not move, but if the matron is ever killed every single spider detaches from every single column in the tower and heads for her body. Once there they clamor all over and around her, protecting the corpse from harm. They then lift her upon their backs and carry her out of the tower and down the Back Road, searching for a safe place to store her body.



All treasure is listed in the appropriate area. The only possible additional items are what can be retrieved from the crypt from whatever was sent to Makinnga (if the party agreed to her deal). However, if the PCs decide to search this area once the tower has completely collapsed into rubble, they find that every item has gone. Whether this is due to the vast magical energies that have been expended as the tower fell or whether they have been taken by Makinnga is unclear, and a *locate object* spell indicates the items can't be found on this plane.

The exception to this is that if the stalagmite is investigated, a successful **DC 35 Search/Perception check** reveals a flawless 5,000 gp diamond with a flickering mote of brilliant energy inside. This is a gift from Makinnga (the GM can use this in anyway she or he sees fit.)

Conclusion: Return to Embla

Path A

If the PCs took Path A this means that they returned to Rybalka during the Scourge of Embla at which point the drow of Holoth moved in and took the city. After this they transported a good portion of the dwarven city's residents to Holoth to use as slaves and sacrifices to the *Vidrefacte*.

When the PCs return to Embla, instead of meeting a heroic welcome they are greeted by solemn faces and silent nods of appreciation. Many of its citizens are just returning from Holoth or are not returning at all. Families search the streets for loved ones, some dwarves kneel and cry, screaming at the gods in dwarvish. Many parts of the city are heavily damaged, purposely vandalized by the drow before they retreated into the caves of the Underworld. Embla has been mostly destroyed and the dwarves must now rebuild. There is no time for celebration right now, but they will invite the party back for a true heroes welcome within a few months.

Path B

If the PCs chose Path B they were guided by Miah down the Back Road, made fast progress to Holoth and were able to quickly deal with the threat of the drow. Since things were dealt with quickly, the citizens of the city of Embla did not get the chance to see the party's victory against the drow firsthand. They can only trust the tales of Emblanian slaves which lived through the ordeal and now return to their city (if the slaves at the House Gullion Slave Camp were freed).

It takes the dwarves of Embla a few days to receive all of the news and realize that things are starting to return to normal. At this point word of the PCs' victory over House Gullion spreads far enough that an annual holiday in Embla is dedicated to the party and a great feast with celebrations is planned in their honor. Many dwarves bring gifts before the party; family heirlooms, gold, silver, and (in extreme cases) their own daughters for the PCs to marry .

The PCs are lauded as heroes and will always be welcome within the boundaries of Embla and this section of the Underworld. If Miah made it through the entire ordeal alive he thanks the party and promises them help from the Merchant's Circle and the dwarves of Embla whenever they need it most. He offers to escort the PCs back to Rybalka and will not take no for an answer; he wishes to thank his cousin Quorron the blacksmith before returning to his home.

Path C

If Path C was the choice of the PCs then they return with a smattering of the original dwarven warriors who survived the ordeal (if all dead, the party later finds out that a few were left for dead yet later recovered consciousness and found their way out of the city with a group of escaping slaves). The dwarves which return revere the PCs and word quickly spreads of their valiant assault on the front gates of Holoth itself. Stories of their battles become embellished until the party themselves sound as if they are gods. Soon the entire city of Embla is abuzz with dwarves wishing to receive the PCs' blessing in all manner of affairs. The mayor and the Merchant's Circle launch a 30 day celebration in honor of the party and name this annual celebration in honor of the leader of the PC's party, or the name of their adventuring group.

Not all is well though—there are many dwarves which lost their lives and each family asks the PCs to personally assist in laying them to rest, expecting the party to stay in Embla and participate in the funereal services. The party will be in Embla for a long time, perhaps 2-3 months. By the time they leave they will be a staple of the community and will be visited in Rybalka at least a couple times a week by dwarves from the Underworld coming to pay their respects to the "gods" or "heroes from above". Miah ends up being called away during the time the PCs spent in Embla and will not be able to escort them back to Rybalka. They are led to think they will have to return on their own until a group of warriors that accompanied the party on the assault on Holoth show up to see them off. These dwarves are not here just to escort the PCs on the road home, they each pledge a life of servitude to the party in honor of their service to the fair city of Embla. These warriors will act as protectors, bodyguards, and squires for the PCs as long as both shall live.

Makinnga's Assistance Path

Embla's Reward

Embla will find that there are no issues with undead of any kind for 12 months, with the exception of chaotic vampires (Makinnga is having a little difficulty keeping them under control, and may even recruit the PCs' help if the GM would like the your next adventure to go in that direction). Any creature that dies and needs to be prepared for burial will be found to be under the influence of a *gentle repose* spell just moments after death; this effect will also last for 12 months.

If out and about around Embla, the PCs find themselves with a spectral guardian anytime they travel in darkness for the next year. The guardian will melt away when politely asked to. The diamond with Makinnga's essence will act as the material component for all necromancy spells, allowing PCs to either Eschew Materials or cast the spell as if using one of the metamagic feats Enlarge Spell or Extend Spell for the next 12 months if they continue to find and employ material components (it is a brand new artifact that Naraneus has allowed Makinnga to bring into existence.)





Conclusion: Return to Rybalka

Path A

If any of the soldiers Mayor Igor Leonid originally sent along with the PCs return alive they will quickly spread word of the party's amazing victory in the Underworld. Although skeptical, when a group of dwarves shows up in Rybalka to pay tribute to the PCs the doubting members of the township change their tune.

Since a portion of the village guard were sent along with the party the existing force was weakened thus causing the death of 10 soldiers. Rybalka now suffers the threat of the occasional monster which wanders into the village at night. Until reinforcements arrive from the capital, the PCs may have to fend off monsters for the townsfolk and perhaps even face the evil Vikmordere tribe known as the Wo'Cla and their vampire chieftain.

Path B

The party's return to Rybalka is greeted with silence. Things are quiet—an old lady pushes through the group carrying her basket of laundry while a cat hisses at them from the alley.

Quorron welcomes the PCs into his smith and pours each a stiff Rybalkan vodka and gives a touching yet brief salute. Few know the lengths the party has gone to in order to secure the immediate safety and long-term future of Rybalka, but those that do will be eternally grateful. Sage Statel will let the powers that be know of the PCs success as quickly as he can. What King Tokolvor Klavekian XIII will think of having such powerful adventurers at large is an interesting question for debate.

Path C

The PCs return to Rybalka with a small group of dwarves that has bound itself to a life of servitude in payment for the party's honorable actions of dedication to the population of Embla. Quorron invites the PCs and the group into his smithy for a round of strong dwarvish ale, where he also provides a short and to-the-point speech before saluting the party. In the days to come Quorron will provide free armor and weapons for the group of dwarves so long as they continue to serve the PCs (as payment for assisting his cousin and his people in a realm so far from the Upperworld).

The dwarves attract a lot of attention in the small human village and stories of the party's victory in the realm below soon spread. Before long, Fin Starling of the Thirsty Serpent Tavern invites the party for a free night of drinking and gambling. He wants the PCs to bless the townsfolk with the tale of their journey and recount it for a bard Fin has hired for just the occasion. Before long all of the Klavekian Kingdom will have heard the story of the PCs and their victory in the Underworld…even the King Tokolvor Klavekian XIII himself!

Makinnga's Assistance Path Rybalka's Reward

If the PCs helped Makinnga, Rybalka will find that there are no issues with undead of any kind for three months within half a mile of the village, with the exception of chaotic vampires (Makinnga is having a little difficulty keeping them under control, and may even recruit the PCs' help if the GM would like the your next adventure to go in that direction). Any creature that dies and needs to be prepared for burial will be found to be under the influence of a *gentle repose* spell just moments after death; this effect will also last for three months.

If out and about around Rybalka, the PCs will find themselves with a spectral guardian anytime they travel at night for the next 6 months. The guardian will melt away when politely asked to. The diamond with Makinnga's essence will act as the material component for all necromancy spells, allowing you to either Eschew Materials or cast the spell as if using one of the metamagic feats Enlarge Spell or Extend Spell for the next 6 months.

A15 Experience Rewards

These awards are in addition to any awards obtained in Descent into the Underworld and Scourge of Embla. Some experience awards are given twice as a final reward for completion of the entire Rise of the Drow trilogy.

Path A

- 500 XP for vanquishing Yul the Mohrg in Krelgar Keep. (*Descent into the Underworld*)
- 500 XP for slaying the drow assassins and K'Chouk in Embla. (*Scourge of Embla*)
- 1000 XP for warning the village of Rybalka and Mayor Igor Leonid of the drow threat below.
- 200 XP for each drow slain in an attempt to take back or assist Embla (upon discovery of drow possession of the dwarven city.)
- 3000 XP if the party takes on the city of Holoth in a direct assault.
- 1000 XP to each PC for every Gullion family member slain (not counting the matron).
- 1500 XP to each PC for slaying Matron Maelora of House Gullion.
- 3000 XP to each PC for capturing Matron Maelora of House Gullion to take to Embla or Rybalka to be tried and convicted.
- 50 XP for each House Gullion slave set free.*
- 200 XP for each House Gullion slave which survived and escaped the city.*
- 300 XP for each House Gullion slave that was set free, survived, and escaped the city WITH the help of the PCs.*
- 500 XP for each Rybalkan soldier which survived.

**PCs obtain only one of these three XP rewards and must split the experience equally among party members.*

Path B

- 500 XP for vanquishing Yul the Mohrg in Krelgar Keep. (*Descent into the Underworld*)
- 500 XP for slaying the drow assassins and K'Chouk in Embla. (*Scourge of Embla*)
- 500 XP to each PC for completing the Mushroom Mini-Game to gain the assistance of the mushroom men. (*Scourge of Embla*)
- 1000 XP to each PC for sneaking in to the city of Holoth using the Back Road.
- 1000 XP to each PC for exiting the Back Road and approaching Tolgorith Tower without the city of Holoth guards spotting the party or sounding the alarm.
- 1000 XP to each PC for every Gullion family member slain (not counting the matron).
- 1500 XP to each PC for slaying Matron Maelora of House Gullion.
- 3000 XP to each PC for capturing Matron Maelora of House Gullion to take to Embla or Rybalka to be tried and convicted.
- 50 XP for each House Gullion slave set free.*
- 200 XP for each House Gullion slave which survived and escaped the city.*
- 300 XP for each House Gullion slave that was set free, survived, and escaped the city WITH the help of the PCs.*

**PCs obtain only one of these three XP rewards and must split the experience equally among party members.*

Path C

- 500 XP for vanquishing Yul the Mohrg in Krelgar Keep. (*Descent into the Underworld*)
- 500 XP for slaying the drow assassins and K'Chouk in Embla. (*Scourge of Embla*)
- 250 XP for each dwarf recruited from Embla to assist in the assault on Holoth.
- 3000 XP for taking on the city of Holoth in a direct assault.
- 1000 XP to each PC for every Gullion family member slain (not counting the matron).
- 1500 XP to each PC for slaying Matron Maelora of House Gullion.
- 3000 XP to each PC for capturing Matron Maelora of House Gullion to take to Embla or Rybalka to be tried and convicted.
- 50 XP for each House Gullion slave set free.*
- 200 XP for each House Gullion slave which survived and escaped the city.*
- 300 XP for each House Gullion slave that was set free, survived, and escaped the city WITH the help of the PCs.*
- 300 XP for each Emblanian dwarf which survived.

**PCs obtain only one of these three XP rewards and must split the experience equally among party members.*

Makinnga's Assistance Path

- 500 XP for vanquishing Yul the Mohrg in Krelgar Keep. (*Descent into the Underworld*)

- 500 XP for slaying the drow assassins and K'Chouk in Embla. (*Scourge of Embla*)
- 250 XP for each dwarf recruited from Embla to assist in the assault on Holoth.
- 3000 XP for taking on the city of Holoth in a direct assault.
- 1000 XP to each PC for every Gullion family member slain (not counting the matron or Makinnga).
- 1000 XP to each PC for not killing Makinnga
- 250 XP to each PC for making a deal with Makinnga
- 250 XP to each PC for completing the deal with Makinnga
- -3000 XP to each PC for killing Makinnga after making the deal
- 1500 XP to each PC for slaying Matron Maelora of House Gullion.
- 3000 XP to each PC for capturing Matron Maelora of House Gullion to take to Embla or Rybalka to be tried and convicted.
- 50 XP for each House Gullion slave set free.*
- 200 XP for each House Gullion slave which survived and escaped the city.*
- 300 XP for each House Gullion slave that was set free, survived, and escaped the city WITH the help of the PCs.*
- 300 XP for each Emblanian dwarf which survived.

**PCs obtain only one of these three XP rewards and must split the experience equally among party members.*



RISE OF THE DROW FINAL INDEX (NON-COMBAT)

New Artifact

The Vidrefacte

Minor Artifact

Aura strong transmutation, moderate all other schools; **CL** 20th
Slot none; **Weight** 5 lbs.

DESCRIPTION

This item looks like an enormous carved gem, flawless in nature and about 3 feet high by 2 feet wide. Its color can be whatever is most appealing to the creature it is being given to, although it will gradually become the shades which best reflect the owner and the way they use it to cast spells, switching between the colors of the user's alignment and the most-frequent school of magic as follows:

Abjuration – Red
Conjuration – Orange
Divination – Yellow
Enchantment – Green
Evocation – Blue
Illusion – Indigo
Necromancy* – Violet
Transmutation – White
Universal – Clear

* Undead created by the *Vidrefacte* lose their ability to create spawn and are destroyed after 1 day per spell level.

The *Vidrefacte* is capable of draining souls from the dead or dying and transferring their life force into energy. This energy can be stored in the artifact and used at a later time to cast the most powerful transmutation spells and all other moderate magics.

Usurper of Souls

The vidre (a race of crystalline humanoids) craft the artifacts and offer them freely to the power hungry and weak of conscience as part of an agreement. This agreement is a magical bond between the vidre and the ignorant benefactor. The artifact has a nasty secret: the souls fed to the *Vidrefacte* are deviously split asunder with half being stored as energy and the other half being channeled to the vidre (they feed upon the life force of other humanoids). In distant lands mages call the vidre "Soul Devourers" for that is precisely what they are.

When granting the artifact to Matron Maelora the vidre performed a magical incantation which permanently bonded the crystal to House Gullion and its insignia.

Once the crystal has been significantly filled, powerful spells may be wielded by the person bound to the crystal by the *Vidrefacte*.

The *Vidrefacte* is designed to cast a range of transmutation spells with little expenditure of souls. The following effects burn a number of souls equal to the spell's level. These effects may only be employed so that a total of no more than 50 HD of souls is spent on them each day. The spells available and souls consumed per casting are as follows:

- *magic stone* - Three stones become +1 projectiles, 1d6 +1 damage.
- *soften earth and stone* - Turns stone to clay or dirt to sand or mud.
- *stone shape* - Sculpts stone into any shape.
- *spike stones* - Creatures in area take 1d8 damage, may be slowed.
- *transmute mud to rock* - Transforms two 10-ft. cubes per level.
- *move earth* - Digs trenches and builds hills.
- *statue* - Subject can become a statue at will.
- *iron body* - Your body becomes living iron.
- *shapechange* - Transforms you into any creature, and you may change forms once per round (Limits: Only creatures with the Earth subtype; even if they aren't familiar with them, the Vidrefacte is. **3.5** - Also, the form can be your caster level plus 4 HD.)

The *Vidrefacte* is able to cast any other transmutation spell as well as any spell of 6th level or lower from any other school for a total number of HD of souls equal to the spell's level multiplied by 10, with the spell then lasting a whole day (e.g. a 2nd level spell takes 20 HD of souls to cast and then lasts all day). No more than 500 HD of souls per day can be used in this way. This is in addition to the 50 HD of souls to use the main transmutation spells.

DESTRUCTION
A *Vidrefacte* can only be destroyed in two ways.

The first is by a supreme entity vidre (5,000+ souls consumed) placing both hands on the *Vidrefacte* and allowing itself to be absorbed into the crystal. This takes 5 rounds, during which the vidre cannot take any other actions. If the vidre and the crystal are separated during those five rounds, the *Vidrefacte* drains 1,000 souls from the vidre for each round they were in contact. The vidre then has to go and reabsorb as many souls as needed to re-attempt the process. If successful, this is the final step before a vidre transforms from a physical being into a living form of energy and the *Vidrefacte* is drawn into the vidre at the end of the 5 rounds, never to be seen again.

The second way is for undead creatures with a total of more than 75 HD to be willingly drawn into the crystal in 5 rounds or less. The negative energy released by the undead is sufficient to crack the *Vidrefacte* and render it useless, although it does still exist as a gem worth 5,000 gp. The undead are completely destroyed by the process, never again able to exist in any form (Makinnga takes this *Vidrefacte's* diamond and places her essence in it, as detailed above.)

House Gullion and the *Vidrefacte*
The drain on the *Vidrefacte* was one of the initial factors which drove Matron Maelora to taking over the city and instigate plans for domination of the surrounding area—it was taking twice as many souls as expected. Even now with the links to the vidre severed, many souls are still required to maintain the energy of the *Vidrefacte* but from Matron Maelora's point of view, at least she is now getting full value from each of the sacrifices.

Constant spells in effect	Souls per day
forbiddance	60 HD
guards and wards	60 HD
unhallow	40 HD
false vision	50 HD
Transmutation	(x10 spell level) HD

Ecology of the Vidre

There are reaches of the Underworld that lie untouched by any hand, be it human or drow. There are some places that are unfathomable and yet alluring, with their depths calling to pioneers, for trailblazers, luring them downwards with ore, gems and treasures unimaginable. The glitter and gleam of a torch reflected from something in otherwise lightless chasms usually is a source of joy for the beleaguered explorers. But sometimes, all that glitters is not gold (or mithral, for that matter), and from gulfs unexplored by mortal feet rose a crystal colloid, not by a conquest by weapons, but by one of assimilation. Slowly, fed by microscopic life and eyeless insects skittering through the cavernous dark, this crystal prospered. When it touched organic life, it felt the warmth, the energy, the life-force and it fed. It grew. And like the infinite refractions and reflections of a prism, its complexity multiplied, and in the dimness of its form, a sentience grew.

When the very first intelligent life-forms exhibiting signs of morality camped in what seemed a harmless crystalline cavern, the colloid knew for the first time a concept best translated to humanoid thought as curiosity, but these beings were too big, too complex for the emergent creature to absorb.

When the drow hunters finally caught up with the adventuring group on the run and spilled their blood on the cold crystalline floor of the colloid, life-force seeping onto its glittering surface, no one paid any attention to the miniscule dendrites, for they did not move quickly, did not seem hostile and only when the drow priestesses sought to resurrect and sacrifice the perished adventurers to her dark deity did the absence of souls and the resulting anger incite a minor quarrel among the dark elves. Had they drawn the right conclusions there and then, the story of the colloid that was to give rise to the vidre may have ended prematurely. They didn't, and the colloid prospered.

While the humanoids quarreled amongst themselves, the colloid violently morphed into something altogether different from the scavenger it once was; the souls of the slain adventurers brought more energy, more power to the colloid than it had ever experienced, ever felt, ever tasted—for then it knew senses—suddenly, there was perception beyond touch. When the life force and souls ebbed out of the bodies of these mortals, the crystal not only began a virulent and exponential growth, it also gained self-awareness and its first lessons of life; the pain of being alive via the war-torn and grueling experiences the adventurers had chosen to endure along their career path as well as the traumatizing pain of a life's end.



The souls of the adventurers—at first a catalyst for growth—became a part of the colloid, melding with it, turning it into something different. With memories—whole lives ingrained in the crystalline structures—the colloid knew on an instinctual level that more fertile habitats, more of those beings were "up there", beyond its reach. It understood that in order to fulfill its impulse to grow, it needed more. But it was immobile, stationary, impotent; thus it started modeling. Creating. From its absorbed memories and concepts it created the first vidre, a humanoid autonomous extension of its will to grow.

Years have passed since then and vidre have spread the colloid to several enclaves, brought to different regions of the Underworld by its extensions. Slowly, but steadily, it amassed experiences, lives, memories. All it consumed became ingrained in its very essence, preserved for eternity in a collective of mineral growth. A cascade of accumulated thoughts gliding through the tunnels, encasing and transforming everything encountered into static, shining extensions. Grasping upwards when necessary but otherwise following the deceptive progress of a glacially-slow, rippling crystalline flood, it accelerates across the Underworld almost imperceptibly with each life added to its being.

Usurper of Souls

Believed original origins amongst assorted sages, experts, and clerics:

-The colloid spawned from the remnants of a powerful, defeated prince of elemental earth, demon lord or dethroned deity
-The colloid is the will of the world made manifest, a kind of immune-system if you will, that tries to prevent further magical cataclysms
-The colloid is a biological weapon, a sentient (possibly psionic) bacteria. Engineered by intellect devourers, it has spiraled out of control
-Everything magical has to have a means of undoing—the colloid is the antidote for the Demiplane of Venom turned sentient and desperate. To annihilate a whole demiplane, it will need to engulf (at least) this world
-It came from the stars in ages past and is actually the original catalyst for all life on this planet
-It is a sentient weapon designed to stop an undead apocalypse led by a legendary lich-king
-It has stopped said apocalypse already, but survived what should have destroyed it—now it tries to "prevent" the next one by assimilating everything
-It is the remnants of a former high-priest, who, disillusioned by the gods, turned away from them and now seeks to supplant them
-The world is teeming with life-force and trying to give birth to a new heavenly body and the colloid is the unfolding planetary umbilical cord seeking to extend itself to the surface and into space; the infection of undeath must be kept away from the world about to be born
-The colloid doesn't in fact actually exist; it is the permanent manifestation of brain waves and synaptic energy drawn from every victim that has ever been drained, and simply triggers an involuntary response within the minds of all those who encounter the destabilizing field of force created by this energy.

Developer's note

All, some, or none of these beliefs may be true. None have been found to be entirely accurate, yet any investigation into the memories of those affected by the colloid find thin shreds of evidence that could point to any one of these beliefs as the genuine origin of the colloid. Its real beginning may never been known as it absorbs and assimilates the creation, purpose, and end-of-the-world tales from countless religions followed by endless hordes of creatures.

Only when the intelligent races started destroying vidre and colloid-clusters did the crystal realize that they feared it, that they didn't understand its impulses, its mission. Having seen so much death and despair via the brutal lives of the wretched stragglers it consumed, the colloid had developed a calling: to end all pain, to end all finite life by offering immortality as part of something eternal, as part of the sprawling, spreading colloid. It is then that the crystalline sprawl encountered the first undead—growing by absorbing souls, undead proved to be contrary to the colloid's very nature, their twisted minds, negative energy-infused lost souls and thoughtless bloodlust each an anathema to the emerging alien collective intelligence. Thus it pondered.

The conclusion took barely a nanosecond as crystalline analogues of synapses briefly flashed in the lightless dark like a sprinkling sea of stars—the souls of the mortals must be protected from the fate of living death, the taint purged from existence. Drawing on an unimaginably vast reservoir of memories, it searched and found what mortals called "religion" would be both the biggest ally and worst adversary of the crystal. The colloid wanted to alleviate the fear of death, pain, and suffering that seemed to disable and crush mortals on a daily basis; realizing that religions promised the very same thing, it quickly developed a plan to mimic the very best of these faiths yet deliver none of the disappointments.

If it were to wrestle the souls from the grasp of the deities, it would need to address the fears of the mortals. A two-fold strategy began—on the one hand, the colloid stopped absorbing any humanoids it encountered, instead showing them glimpses of the perished in the crystalline reflections of its surface. Highly addictive, these visions of the perished and paradise led the first mortals to willingly become one with the colloid. It thus became an easy way out for the desperate, the downtrodden and the dying; it should come as no surprise that prophets sprang up. These beings, taking what has since become known as "crystals of life" with them, have started creating cheap, extremely effective healing potions, at the low price of consuming the colloid and it becoming a part of you. Most clerics were not aware of either the true cost or the creeping transformation, and actually welcomed the emissaries of the colloid with open arms, praising their benevolence and honest conviction in selflessly helping the poorest of the poor.

Research and the Colloid (Optional)

If you're using the research rules from *Rogue Genius Games' Anachronistic Adventurers: The Investigator*, you may also subtract 2 from the complexity and 10 from the depth required for research, since the colloid's alien pseudo-neural network operates at exceedingly fast paces. Double these bonuses when dealing with questions related to vanquishing the undead.

Portraying the Crystal-born

Make sure the crystal-born, when first encountered, feel like the "real deal". They should be non-threatening, helpful and kind, if a bit detached due to the peace they experience. Don't go for the blissful stupor routine—passionate people should remain passionate, gruff people gruff , but crystal-born of ex-lovers should be understanding that partners have moved on, fathers should forgive prodigal sons and other extenuating circumstances left unfinished upon the time of their passing.

On the other hand, the colloid realized that evil religions were wont to creating undead, catering to the fear of their believers of an eternal punishment in whatever hell they believed in. In order to end the fear and pain of these societies and people, a more aggressive strategy would be required, a strategy that would be more effective than driving them into a war, spawning potentially more undead through despair at the vidre's inevitable triumph. The colloid would save their souls as well—by exploiting their lust for power. Thus was born the first *Vidrefacte*—and it may very well be in a certain drow city called Holoth.

The Colloid as Terrain

When encountered in the Underworld, the colloid structures are usually passive and show no sign of life—what one sees is a sea of crystallized matter, with its shape mirroring the people and structures it consumed in a dazzling, unsettling way. Depending on the area, one might see hauntingly beautiful glass-gardens that once were mushroom forests or primitive caves with vaguely humanoid crystals laying or sitting calm and unmoving. If terrain was difficult before being encompassed in colloid, it remains so. Chasms and chimneys exhibit crystalline bridges leading up or across them and bodies of water become vast seas of crystal, with waves seemingly frozen in place, as if stopped in time. DCs of Climb checks remain unchanged, though swimming through crystalline seas requires a burrow speed—due to some strange property, crystallized water is treated as water for all creatures with a burrow speed, whereas those without it can walk on it as if it was solid ground, (that, depending on the waves, might be difficult terrain). Swim DCs to navigate crystalline seas and move through these bodies of water are unchanged and creatures with a burrow speed may drown as per the usual rules. Creatures with a swim speed that inhabited the body of water while it was transformed may replace this movement rate with a burrow speed—but sooner or later all but the strongest wills succumb to the lure of colloid melancholia.

Merely marveling at and gazing at the beauty of the colloid has its inherent benefits and dangers as follows:

The haunting chimes of water dripping from the colloid, striking its surface and resounding in the caverns create a mildly fluorescent aura of tranquility and peace that makes resting on the colloid especially refreshing: The natural healing rates of hit points and attribute-damage are doubled (this does not extend to fast healing or regeneration.) Saving throws to get rid of negative levels are made at a +4 morale bonus after resting on the colloid. Creatures just standing on the colloid get a +2 morale bonus to saves versus any negative-energy dependent effects (like channeling negative energy), spells or spell-like abilities that allow for a save.

Undead forced to rest on the colloid trigger its defense-instinct—random encounter-chances for these creatures should be at least doubled to reflect the colloid seeking to exterminate the undead threat. Undead feel ill at ease on the colloid—they take a -2 penalty to caster-level checks, attack rolls, damage rolls, and saves. Furthermore, if they have the energy drain special quality, they reduce the number of negative levels they inflict by 1, even if that would result in no drain inflicted. Undead forced to spend more than 8 hours on the colloid have their very being eroded slowly but surely—they suffer 1d6 hp damage per 8-hour interval they spend on the colloid. This special damage can only be healed upon leaving the colloid—neither negative energy, nor blood drain or similar means can restore undead trapped in an area of colloid. If a colloid grows over the territory of an undead with the Rejuvenation quality or over a lich's unattended phylactery, the respective undead takes damage as if on the colloid. Undead destroyed via this damage do not reform—they have been purged.

The colloid has more in store for the living, though. As any col-

loid-explorer can attest, the mind plays tricks upon those exploring the crystalline caverns—in the corners of the eyes one tends to see the auburn hair of a love long lost, catch a glimpse of one's first pet or a reassuring smile of a relative long-since perished. Upon resting, usually when one is on guard duty or reflecting upon the day just wandering close by the crystals, one can see, quite clearly, the shape of this being. By sitting down, relaxing and looking into the crystal, one is surprised by something truly wondrous.

By meditating and gazing into the depths of the crystal, first a distinct shape takes form in the reflective surface, quickly exhibiting the traits of the lost loved creature. If concentration is maintained, said image comes and talks to the questioner, knowing everything the deceased did and acting just like it would. Larger colloids may actually make these beings step out of the crystal, taking form in a perfect semblance of the original. This reunion, though, is never for long, as the crystal-born creature always needs to return to the colloid after a short while, encouraging the questioner to return to meet again. The one thing that changes with every crystal-born creature is that they are utterly pacifistic. While sadistic tendencies on a base of mutual consent may still be indulged, any non-consensual non-lethal or lethal violence results in a crystal-born dissipating like evaporating morning dew. No one knows whether these crystal-born are truly the deceased or just crystalline copies created according to the calculations performed by the vast intellect of the colloid—what is known is that, mysteriously, crystal-born people (once they have emerged from the colloid) can't be contacted anymore with *speak with dead* and similar means, even if their remains lie outside the colloid's sphere of influence.

When asked about the colloid, the crystal-born describe a sense of all-encompassing warmth and peace unknown outside the mother's womb while radiating an almost palpable aura of contentedness and bliss. Prolonged exposure of 1 hour or more to this being results in the questioner gaining the benefits of the *good hope* spell, with the exception that the duration of the effect lasts 30 minutes per HD of the questioner. Multiple people can benefit from the same crystal-born, when applicable due to a crystal-born being personally close to each of them. The duration is always calculated according to the highest level questioner and questioners may call crystal-born for other people if they have been touched by the colloid.

The colloid also has a vast amount of information stored in its crystalline structures and what it doesn't know, it usually can conjecture: by staring in the colloid and directly asking a question to either the crystal or its crystal-born, characters can tap into its vast pool of knowledge. Using the colloid this way grants a +2 insight bonus to any Knowledge checks regarding a topic and allows for a reroll on previously failed Knowledge checks. Generally speaking, the colloid may help with any question of DC 15 or below. More obscure questions often require a quest/trust-base like becoming a prophet of the colloid or showing others the wonders of the colloid—it remains inscrutable, though, and sometimes refuses to share information. The one exception to this rule being the destruction of the undead—with these the colloid tries to help with any knowledge checks of DC 20 or lower and may, at the DM's discretion, provide pieces of information like the location of a vampire's coffin, lich's phylactery or means of putting spirits to rest and the like (the colloid want these tortured beings to cease suffering.)

Colloid Melancholia (aka The Blessing of the Crystal-Born)

After contacting the visions multiple times (up to the questioner's Wisdom modifier but never on first contact; the colloid may extend the period when it senses distrust) and at the latest after the first contact with a crystal-born, a person interacting with the colloid may contract colloid melancholia.

The first symptoms usually show after spending an amount of days without contact to the crystal equal to the amount of visions received.
Using colloid crystals as material components (see Colloid Crystals below) counts as (1/2 x spell level rounded up) visions. Using colloid crystal-enhanced items count as one vision per 1,000 GP of the item's modified base price, but only once per count of the vision. Swinging a crystal-enhanced magic sword worth 2,000 GP would once count as 2 visions for the purpose of contracting colloid melancholia, as would using a wand worth 2,000 GP. These increases of the vision-counter are only counted once per count of visions, but mean that using colloid items may offset the onset of colloid melancholia indefinitely (as long as the crystalline consciousness does not trigger it).

Each day on the colloid or in sight of it counts as one vision, even if the character did not experience a vision. Contact with conjured crystal-born counts as 5 visions for the purpose of this formula. Even aberrations, fey, outsiders and characters using *mind blank* and similar powerful means are not immune—being at the same time a disease, hypnotic suggestion, bodily invasion on a molecular level and purely mental drug, immunity to either does not prevent contracting colloid melancholia.

Colloid Melancholia

type Mental, Contact; *save* Will or Fort, (whichever is lower) DC 10 +1 per vision the afflicted has experienced (see colloid-healing); *onset* 1 day, later or never (depending on the wishes of the colloid); *frequency* 1/day; *cure* 3 consecutive saves.

Effect +4 alchemical bonus to saves versus spells with the [emotion]-descriptor. Additionally, characters suffering from colloid melancholia slowly grow to abhor violence and pain and do not incur the usual -4 penalty to attack when using any weapon to deal nonlethal damage. Spellcasters instead may opt to gain a variation of the feat Merciful Spell (Metamagic) as a bonus feat as long as they suffer from colloid melancholia. If the character opts to deal lethal damage to any being that is not an ooze, a construct or an undead, they have to succeed a Fortitude save versus the affliction's DC (that does not count for purposes of removing the affliction) or be nauseated for 1 round. Repeated offenses increase the DC by 2 each time. These increases of the DC are reset upon gazing into the colloid for a prolonged time or by calling a crystal-born, paradoxically increasing the DC to remove colloid melancholia.

Special The colloid often delays the onset of colloid melancholia for its agents, when requiring services—its plans are unfathomably complex and sometimes the onset can happen suddenly after years or even decades. The colloid often halts the progression of the affliction after a given person has failed its first save, thus not requiring further saves until the dormant sickness resurfaces.

The GM has full control of when and how they want to start introducing the effect, though the colloid usually takes care that persons afflicted can first see the good it can do and how useful its boons are—accepting colloid melancholia (and not succumbing to it thanks to the colloid) is often a rite of passage for primitive cultures under its guidance or initiates into the fold of the Scions of the Crystal.

Designer's Notes This addiction breaks several of the usual rules for drugs and can't be simply cured—*greater restoration* (and the willingness of the addict) is required to break the addiction. In contrast to other forms of addiction, colloid melancholia does not damage ability scores, nor does it prevent the healing of attribute damage—it is a drug for the soul, not the body. The end-stage of the affliction consists of the afflicted person giving up on this world of violence, travelling into the colloid, laying down and willing to become one with it—essentially "dying" as an individual—turning into crystal lumps that seamlessly integrate into the eerie crystalline landscape.

PCs and this affliction need special consideration In order to properly portray the affliction in your game, you have to discreetly get the values of your party's saving throws. Don't tell your players to save or that they have failed a save. Roll them in secret and sometime AFTER the interaction with the colloid. If you can, portray the onset of the addiction as the crystal-born or vision asking the PCs to break the cycle of ever-perpetuating violence and instead bring their foes to the colloid.

If they decline, don't afflict them (the colloid opts to delay the onset), unless they actively attack or work against the colloid's inscrutable machinations. If they accept its blessing, they will happily gain the "boon" of the crystal-born (feel free to even explain the blessing...) and potentially bring their enemies to the colloid—and woe and behold, one by one they either go into the colloid or emerge as reformed prophets of the colloid, thoroughly pacifistic and committed to spreading the message of peace and bliss (and the colloid's crystals...).

If the PCs act violently, use similar descriptions as you would when describing the atrocities of the villains—when portrayed with enough conviction, the party may start to question their methods and violent tendencies of their PCs. Paradoxically that also means that evil PCs may be redeemed—though they also will be first to realize that something's wrong…

Colloid Crystals

The colloid's crystals can be used as Power Components or as a special crafting-material (see *Rite Publishing's 101 Special Materials and Power Components* for more power components, although all necessary rules are provided in this chapter). This means a caster may use colloid crystals as optional material components when casting a spell or using a spell-like effect. Unless otherwise noted, the colloid crystal is consumed in the casting of the spell. Their weight is considered negligible. The colloid may always scry on any of its fragments—without sensor (the fragments are part of its consciousness.)

Crystal of Life

Representing the more subtle of the two strategies employed by the colloid, these crystals greatly enhance the power of any items and spells...at a price that may not be evident at first.

Hit Points/Inch 3
Hardness 1
Cost 10 GP / None, Wand +750 gp, Weapon +2,000 gp, Holy Symbol +4,000, +6,000, +8,000 gp

Cost (Longer Wording) The most common use for crystals of life is simply using them while casting any healing spells. When used as part of the casting, the numerical variables of the healing effect are maximized. For example, a *cure light wounds* spell cast by a 4th level cleric would heal 12 points damage. If used to supplement the casting of a healing spell that heals a fixed amount of hit points (like spells that grant fast healing or regeneration), the amount of damage healed per increment is increased by 50%, rounded down(For example, regeneration 5 would become regeneration 7.) When used to cure attribute damage, energy drain or negative levels, an additional +1 point of damage/drain or one additional negative level is cured. The crystals can be applied to wands for a similar effect.

When applied to a weapon, it grants the weapon the *merciful* quality, but instead of dealing +1d6 damage when dealing non-lethal damage, the weapon deals +2d6 non-lethal damage.

When applied to a holy symbol, it allows the caster using the symbol to use positive energy to both heal and deal damage to creatures susceptible to positive energy at the same time. If you usually channel negative energy, you can instead channel positive energy while wearing the symbol. When augmenting your holy symbol with the more expensive option (+6,000 gp), you may maximize the effects of your channel energy ability three times per day. When instead using the most expensive version of the symbol (+8,000 gp), you may treat all your healing spells as if they were supplemented by Crystals of Life in addition to the lower cost benefits. These symbols also denote you as one of the prophets of the colloid and are only granted to those who have acted in accordance with the colloid's will.

This increased power comes with a price, though: upon casting or using channel energy, the character casting the spell (as well as any healed character) are exposed to the vidre's influence—the healer and healed character(s) suffer from diminished healing by sources not supplemented by the colloid's healing capabilities: Any source of healing not supplemented by Crystals of Life or done by the servants of the colloid only heals half the usual hit points. This effect is reversed after an amount of days equal to the combined caster levels of healing spells supplemented by Crystals of Life or colloid healing the character has received since their last period of abstinence or one year (whichever is shorter). When a character dies during this duration, they cannot be brought back from the dead against the colloid's will. Those killed by undead or necromantic effects while under the colloid's sway never rise as undead.

Note A DM should be careful when introducing players to Crystals of Life - the prophets of the colloid are upfront when telling other characters about "interferences" with other sources of healing and since the colloid can create these crystals at will, they even tend to hand them out or use them to help the poor or just causes. Loyal servants can request up to 5 free crystals per day while having access to the colloid.

Microfacte

Taking the color of one of the crystal's facets, the power of arcane energy pulses through this miniature fragment of the immensely powerful *Vidrefacte*.
Hit Points/Inch 3
Hardness 1
Cost 25 GP (blank), normal cost (scroll), +1,000 gp (Focus), ½ cost (all other items)
Cost (Longer Wording) Servants of the colloid do not record their spells via regular application of the Scribe Scroll feat—they may lace the ink with appropriately colored crystal dust to increase the DC of the spell contained in the scroll by +1 or gain a +1 circumstance bonus on caster level checks for the spell. Alternatively, they may record spells in crystal fragments of the colloid or use them to augment their spellcasting in the same way as with crystal-laced ink. (+1 effective caster level or +1 DC, if applicable). Each school has its own distinct color:

Abjuration – Red
Conjuration – Orange
Divination – Yellow
Enchantment – Green
Evocation – Blue
Illusion – Indigo
Necromancy* – Violet
Transmutation – White
Universal – Clear

*Undead created by those afflicted with colloid melancholia or using microfacte lose their ability to create spawn and are destroyed after 1 day per spell level.

Learning spells from these shards works just like learning spells from scrolls, but unlike learning spells from scrolls, spells can be learned 1d3 times from any given microfacte before it degrades. Whenever a spell is learned via a microfacte-shard, it automatically counts as a *merciful* spell, cannot be cast as a lethal spell and casting it afflicts the spellcaster with colloid melancholia.

Using any given microfacte as a power component to enhance

your spells consumes them. Usually, spell-less microfacte of the appropriate color are used as material components, whereas the scroll shards containing spells are only used as material components as a last resort.

These fragments have the downside of the casting character being exposed to the vidre's influence—the caster suffers from diminished spellcasting by sources not supplemented by the colloid's microfacte. When a spell is cast using this as a material component, for one hour per spell level supplemented by the microfacte, the DCs of spells a character casts without using a microfacte as material component or focus is reduced by 1 and their caster level is treated as one lower. If a new spell is cast, the duration of the effect is added to the existing duration. When used to supplement 0th level spells, this penalty lasts for 30 minutes. Each usage counts as 5 visions for the purpose of contracting colloid melancholia. Devout servants of the vidre may gain a pendant that acts as a focus—this is essentially a microfacte of a given color that is not consumed by casting, but has the same effect. Foci with multiple colors can be created, with each additional color costing +1,000 gp.

Microfacte can also be used in the enchantment of magical items to grant daily use spell-like abilities. When used in such a way, the usual price for adding the enhancement is halved but the resulting spell-like ability always deals non-lethal damage (unless targeting undead, in which case it does its regular damage.)

Furthermore, anyone wielding a microfacte-enhanced weapon knowingly or unknowingly siphons part of the essence of defeated foes off to the colloid—mortal foes slain by weapons enchanted thus cannot be resurrected or brought back from the dead without the permission of the colloid's inscrutable mind. Undead slain by microfacte-enhanced weapons cannot rejuvenate for one day 5,000 GP of the weapon's base price (minimum 1 day), making it possible to bring the remains to the colloid to destroy them permanently (or just bypassing the foe).

When used to enchant armors and shields, the microfacte instead have another, uncommon property—as the colloid slowly suffuses with those bearing said equipment, it protects the wearer against negative energy (after an attunement-phase of 24 hours, in which the armor must be worn for at least 8 consecutive hours). For every full 10,000 gp base-price of the item (at least 1), the wearer takes 1 negative level less via energy drain or similar effects per day due to his true soul being siphoned subtly away from the grasp of gods and into the colloid. For example, an armor worth 72,000 gp would protect the wearer from 7 negative levels per day. The colloid may opt to inflict these accumulated, prevented negative levels later on the wearer for transgressions, severing the connection between the partially siphoned away soul and the body temporarily—without a save, potentially humbling a level 20 fighter who wore the armor for years ready to strike a shattering blow on a vidre by heaping 19 negative levels on the being (though the colloid ***never*** kills its servants this way). If slain while wearing microfacte armor, the wearer cannot be resurrected or brought back from the dead without the permission of the colloid's inscrutable mind. Armors and shields enchanted with microfacte are usually gifted to undead-hunters and agents of the colloid.

Designer's Note: The costs for all items created with Colloid Crystals are **DRAMATICALLY** below what one would usually expect—this is intentional, to make the players suspicious. Feel free to tempt your players' greed, making them feel awe at the item's power and lack of immediately evident drawbacks; use them and show the positive aspects of the colloid. The soul-devouring horror of it and its honest conviction that it acts in the best interest of any life-form (it is *not* evil or malicious!) make it all the more alien and terrifying for the PCs, especially after having partaken in its spread and in all the beauty and power it can offer. Also don't forget that the colloid actively seeks to destroy undead and redeem villains. The revelation that it also tempts evil cultures into self-destruction—as in Holoth—will be all the more harsh and show its utterly alien morals.

Now, if your world is bleak, if your gods are evil and vile or if your PCs happen to be foes of your campaign world's gods, then these need a repricing—I suggest in doubling the price for any of the items (instead of halving the base price) and making the party prime targets for the agents of the gods. Also, instead of having the colloid spread, make them work for keeping the terrain—be it through infusions of negative energy, waves of the undead or earthquakes—every devout one seeks to destroy the colloid…

Adventure Hook

- An epidemic, war or similar catastrophe has swept through the area, killing off the poor by the dozens while the corrupt clergy looks the other way. While the PCs try to stem the tide of misery, a wandering band of pale-skinned Underworld explorers comes from the nearby entrance to the depth with potions galore—for free! When their stores have run dry, more than a few will be willing to follow the departing subterranean merchants-turned-prophets on the journey—a pilgrimage that needs competent guards...

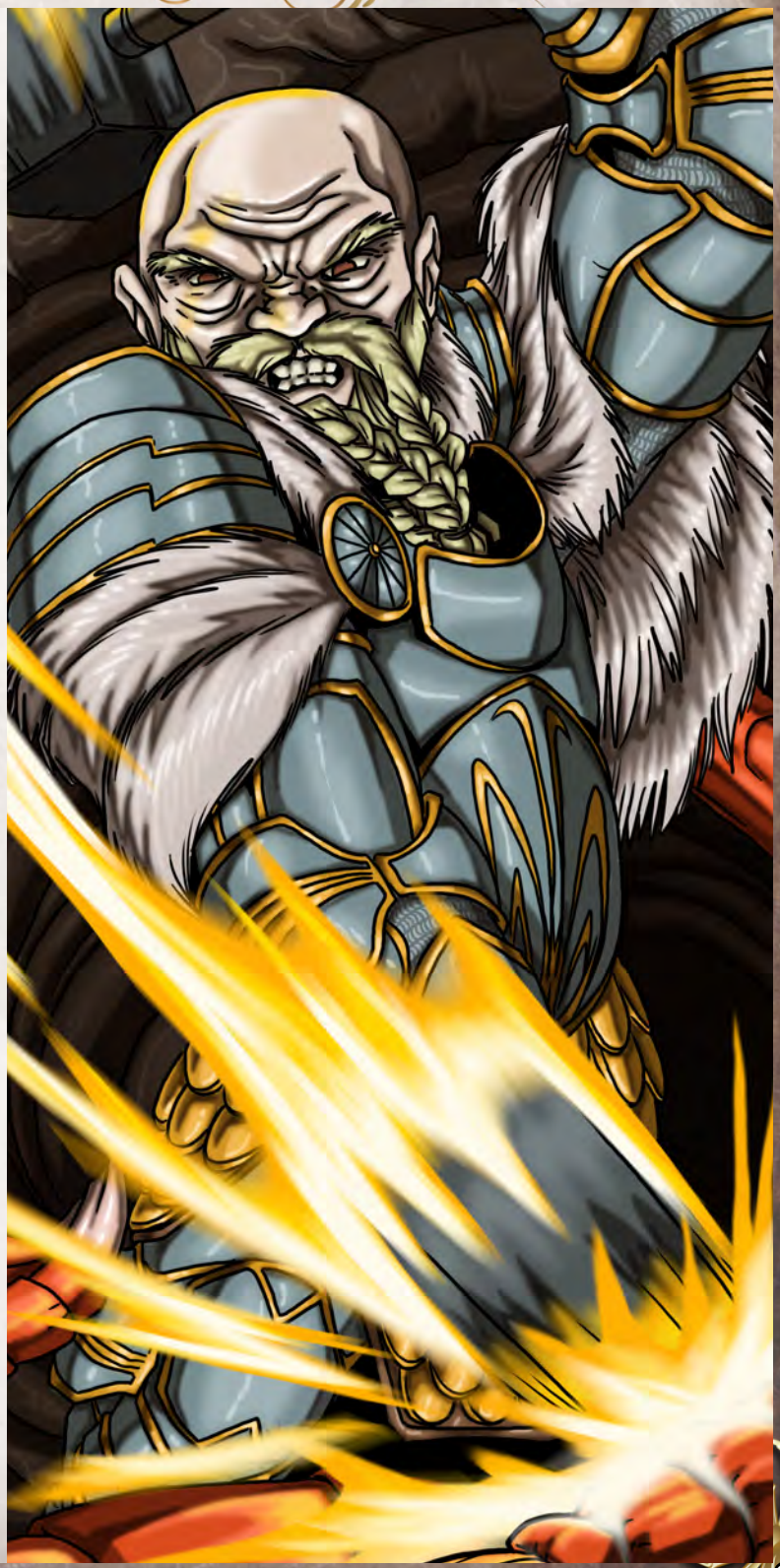
Usurper of Souls

- When 100 strangers returned from the Underworld and petitioned to start a new church, the other religions became furious—it's up to the PCs to investigate this new "cult" and find out where their loyalties lie. The problem is, they alleviate suffering, are lawful good, act in the best interest of everyone (not only those who can afford church fees for healing), and are extremely cooperative. They even mention that they can let you talk to the dead and show you paradise. Convicts and murderers turn into zen-like philanthropists under their guidance and they seem too good to be true—and, of course, they are. Or are they?

- The colloid is spreading in its conquest of assimilation, growing ever larger, constantly accumulating more power—and it strives...upward, always upward. It has glimpsed the sun through its fragments and knows that if it can reach the vast amounts of energy the celestial body promises, it can expand its growth exponentially, becoming a deadly crystalline surge of unfathomable arcane prowess that will soon engulf all of creation. How can the PCs stop the all-engulfing tide? What about the servants of the colloid, many of whom are good people and non-combatants prosthelytizing the advent of a "here and now" paradise without pain or suffering?

- The PCs are contacted by a dethroned survivor of a noble house—they need help. The drow abases herself and pronounces doom if the PCs don't act. Then the hunters of the colloid show up—pure, gleaming and good—to capture her alive and bring her back for more colloid melancholia treatments. If not rescued, the PCs encounter the group again—with said drow as part of it—and they're heading towards the next city...

- Underworld druids have declared all-out war on all evil religions and undead, and now their surface brethren are inclined to join in—the Druids' Council will determine their course of action; eventually the Crystalline Will of the World demands the extermination of the art of necromancy. Suddenly, foes of the PCs ask for their protection—from necromancers to golem creators, from liches to vampires—the hunt is on and this time, the undead are the ones who are afraid...



Naraneus

Queen of Venom; She Who Weaves Darkness; Spider Queen
Home: The Demiplane of Venom
Alignment: Neutral Evil
Symbol: A spider with a stylized face on the back or an 8-fingered hand
Portfolio: Darkness, Drow, Evil, Forbidden Knowledge, Spiders, Venom
Domains: Destruction, Drow, Evil, Knowledge, Penumbra, Poison, Xenophobe
Favored Weapon: Scorpion Whip, poisoned

History

From the beginning, during the Prime Event that created the cosmos, there has been light. However, where there is light there is also shadow and within this darkness dwell primeval beings. Known on numerous planes by a myriad of titles, she is known in this realm by a name whispered by the drow: Naraneus.

Appearance

Naraneus (Nare an AY us) only appears to her worshipers in her true form. Her bottom half is a giant venomous hunting spider while her top half is a drow female with her face painted white. Her hair is also white and made of tiny spiders constantly moving in a crawling and disorienting fashion. She wears an apron made of surface elf skin.

Church of Naraneus

Controlled by a matriarchal hierarchy, every temple to Naraneus is attended by 1d2+1 priests of at least 5th level, with each of them occupying a room upon the site. Populations of neophytes range from 4-20 depending upon the size of the community the temple exists within. Every temple is serviced by their own internal guard (Drow Skirmishers) with a standing troop of at least 12 members.

Worshippers and Clergy

All drow worship Naraneus. Males can attain very limited rank in the theological hierarchy (one level of cleric), whereas females are unlimited.

Every morning each drow drinks a tiny dose of poison then turns to face the Spider Temple or to a symbol of the Queen of Venom and prays to Naraneus for forgiveness and guidance. There are no formal services unless the Matriarch requires it.

Holy Text

The Silken Dissertation relates the tale of the Surface War and why the drow chose the Underworld as their home. The text speaks of how the drow long to see the surface again, to live with their elven brethren in the forest, but may never do so because the surfacers are greedy.

Copies of the text are available to those who want one but they are simple black-covered affairs, where the cover of the original is a book woven of monstrous spider silk that has a purple sheen to it. The severed hand of a surface elf (altered to have eight fingers) holds the original book closed.



Drow Domain

Granted Powers Through the gifts of the Spider Goddess you have learned to use the shadows, both external and internal, to prevail over your foes.

Shadowy Weapon (Su) – At 1st level you gain minor access to the Plane of Shadow. As a standard action, this connection grants you the ability to wrap your weapon with strands of shadow for a number of rounds equal to cleric level, which causes your weapon to deal 1 point of negative energy damage per 2 caster levels (max. 10 at level 20) in addition to your regular weapon damage. You may use this ability a number of times per day equal to 3 + your Wisdom modifier. Your weapon is considered magical for the purposes of overcoming damage reduction.

Underworld Sight (Su) – At 6th level, you may give in to the shadows inside you in order to view the world more clearly. By taking 1d4 points of negative energy damage, you gain your choice of doubling the range of your existing darkvision, gaining low-light vision, gaining *arcane sight* (per the spell) as a spell-like ability, or be able to see invisibility (per the spell) as a spell-like ability. These effects can not be dispelled and last a number of rounds equal to the amount of negative energy damage taken.

Domain Spells: 1st—*floating mote*, 2nd—*shadowcast*, 3rd—*loom large*, 4th—*form of shadow*, 5th—*umbral step*, 6th—*dancing shade*, 7th—*shadow shackles*, 8th—*shadow raising*, 9th—*Naraneus's fangs*

Floating Mote

School illusion (shadow); **Level** assassin 1, cleric 1, druid 1, sorcerer/wizard 1
Casting Time 1 standard action
Component V, S, M/DF
Range ranged touch
Target creature touched
Duration 1 round
Saving Throw Will negates; **Spell Resistance** no

This spell creates a small sphere of shadow-essence that you can direct toward one target. The sphere causes the target to see things out of the corner of their eye, causing them to be distracted and become flat-footed for one round. The material component for this spell is a handful of ash from an expired torch.

Shadowcast

School illusion (shadow); **Level** assassin 2, cleric 2, druid 2, sorcerer/wizard 2
Casting Time 1 standard action
Component V, S, M/DF
Range medium (100 ft. + 10 ft./level)
Area A 20 ft. radius from the spot you indicate when casting the spell
Duration concentration + 3 rounds
Saving Throw Will negates (see text); **Spell Resistance** no

This spell calls forth an amorphous blob of matter from the Plane of Shadow that you can direct toward any light source within range. You can cause this blob to change shape, creating moving shadows on nearby surfaces. These shadows can cause distraction and confusion, causing all viewers within the spell's area to take a -2 penalty to initiative and sight-based skill checks (Spot/Search/Perception) while in the area of the light source unless they succeed on a Will save (each round). The material component for this spell is a piece of charcoal, which is broken and tossed into the air.

Loom Large

School illusion (shadow); **Level** assassin 3, bard 3, cleric 3, sorcerer/wizard 3
Casting Time 1 standard action
Component V, S, M/DF
Range personal
Target you
Duration 1 round/level
Saving Throw Will save (harmless); **Spell Resistance** no

When casting this spell, you absorb your shadow into your body, causing you to appear to be one size larger than you actually are. The effect grants you a +2 profane bonus (for evil characters) or sacred bonus (for good characters) to all Charisma checks and Charisma-based skill checks. This spell makes no actual change to your size category. The material component is a black cloth sack that the caster sucks the air out of.

Form of Shadow

School abjuration; **Level** assassin 4, bard 4, cleric 4, druid 4, sorcerer/wizard 4
Casting Time 1 standard action
Component V, S, M/DF
Range personal
Target you
Duration 1 round/level

Saving Throw none; **Spell Resistance** No

You cloak yourself in shadow-essence, giving you total concealment (50% miss chance). You also gain a +1 circumstance bonus to attack rolls against all targets for the duration of the spell. *True seeing* negates the concealment and the +1 attack bonus. *Arcane sight* detects your aura and the school of spell you are cloaked in, but because you are wrapped in shadow it will not determine what your most powerful spell or spell-like ability is. *Greater arcane sight* functions normally. The material component for this spell is a black cloth that the caster uses to cover their face except for their eyes. This cloth vanishes when the spell expires.

Umbral Step

School illusion (shadow); **Level** bard 5, cleric 5, druid 5, ranger 4, sorcerer/wizard 5
Casting Time 1 round
Component V, S, M/DF
Range close (25 ft. + 5 ft./2 levels)
Target 1 creature touched
Duration 1 round/2 levels
Saving Throw None; **Spell Resistance** No

When this spell is cast, the creature touched can pass through a shadow (including the caster's) and appear from another shadow within range of the spell. Stepping into a shadow provokes an attack of opportunity from a creature if their shadow is being used. Stepping out of a creature's shadow provokes an attack of opportunity. The caster of this spell cannot step into their own shadow. The material components for this spell are a black ring made of glass or stone and a black stone sphere, which is passed through the ring.

Dancing Shade

School abjuration; **Level** cleric 6, druid 6, sorcerer/wizard 6
Casting Time 1 standard action
Component V, S, M/DF
Range personal
Target you
Duration see text or else 1 round/level
Saving Throw None (harmless); **Spell Resistance** No (harmless)

This spell causes your shadow to act in a similar way to an *animated shield*. This shadowy shield can absorb up to one-half the caster's current hit points before disappearing. This protection is from physical attacks and light-based rays, such as *searing light*, but not area effect spells or non-light-based rays. Area effect spells are not hindered in any way. If the spell reaches the end of the duration before absorbing the maximum number of hit point, the spell expires and the caster suffers no ill effects.

If the shadow absorbs the maximum amount of hit points possible, the shadow dissipates, leaving the caster with no shadow (possibly causing them to be mistaken for undead) and having the *staggered* condition for a number of rounds equal to the number of rounds the shield lasted.

The material component is a cutout of black paper in the shape of the spellcaster, which has pieces fly off of it as the *dancing shade* is struck.

Shadow Shackles

School conjuration; **Level** cleric 7, druid 7, sorcerer/wizard 7
Casting Time 1 standard action
Component V, S, M/DF
Range medium (100 ft. + 10 ft./level)
Target one creature
Duration See text
Saving Throw Will negates, Fortitude half, see text; **Spell Resistance** Yes (harmless)

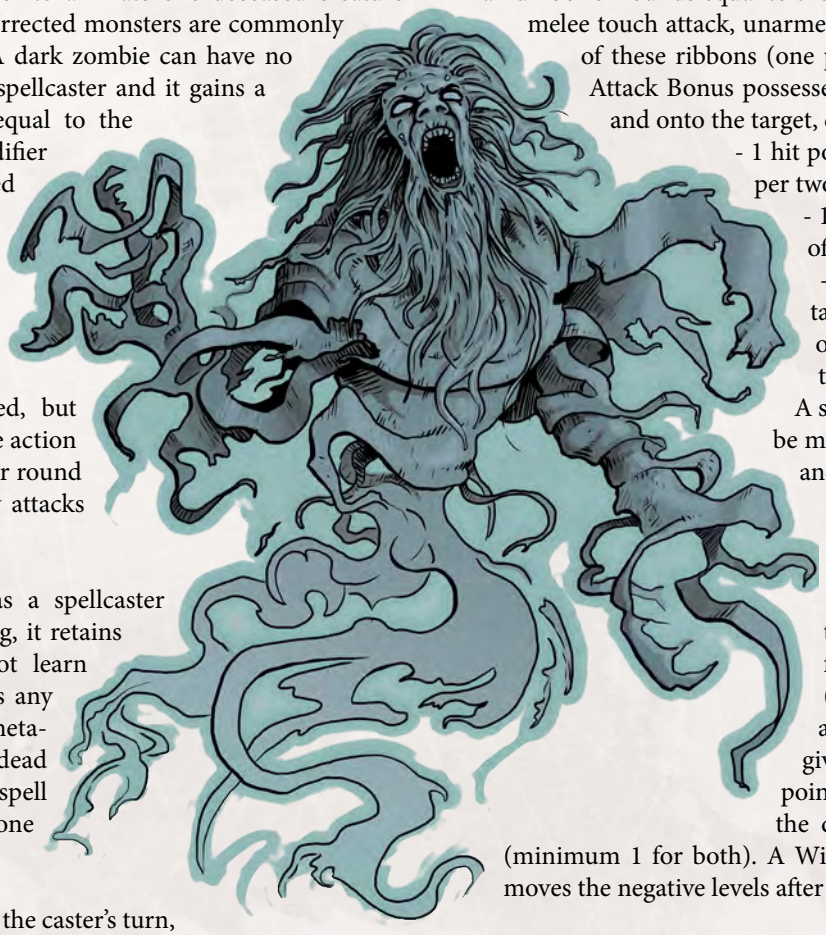
You cast the target of this spell into a set of shadowy shackles, one per arm and one per leg. These shackles pull the target partially onto the Plane of Shadow, dealing 3d6 points of negative energy damage per round. *Shadow shackles* have an AC of 18, a hardness of 5, and 20 hit points per shackle. As long as one shackle remains on the target, the target continues to take damage. A Will save negates being shackled and a successful Fortitude save each round halves the damage sustained while shackled. The subject may also attempt an Escape Artist check (to extricate themselves) at the same DC as the spell. This spell continues until it dispelled, all shackles are broken, or the creature held either falls unconscious or dies. Upon falling unconscious or dying, the subject is released back onto the Material Plane. Subjects under the effects of *dimensional anchor* are not affected by *shadow shackles*. The material component for this spell is a length of black chain which the caster wraps around his wrist.

Shadow Raising

School illusion (shadow, evil, necromancy); **Level** cleric 8, druid 8, sorcerer/wizard 8
Casting Time 1 round
Component V, S, M/DF
Range close (30 ft. + 5 ft./2 levels)
Target one dead creature
Duration permanent

Saving Throw None; **Spell Resistance** No

This spell taps into the negative energy of the Plane of Shadows and allows the spellcaster to animate one deceased creature within range. These resurrected monsters are commonly called "dark zombies." A dark zombie can have no more hit dice than the spellcaster and it gains a number of hit points equal to the caster's spellcasting modifier per hit die of the deceased creature. The dark zombie is under the control of the spellcaster and retains all attack bonuses, armor class, supernatural abilities, special abilities, and base speed, but can only make one move action and one attack action per round regardless of how many attacks could be made in life.



If the dark zombie was a spellcaster and had spells remaining, it retains those spells (but cannot learn new spells; this includes any spells modified by metamagic feats.) These undead spellcasters can cast any spell with a casting time of one standard action or less.

The dark zombie acts on the caster's turn, immediately after the caster, and does so until either the caster is killed or the zombie itself is destroyed. The material component for this spell is a lump of black clay to be molded into a likeness of the target during casting. A body cannot be used for this spell more than once.

Naraneus's Fangs

School illusion (shadow); **Level** cleric 9, druid 9, sorcerer/wizard 9
Casting Time 1 standard action
Component V, S, M/DF
Range creature touched
Effect ribbons of shadowy dark energy
Duration instantaneous (1 round/level)
Saving Throw Fortitude partial; **Will** negates; see text;
Spell Resistance yes

Upon completing the casting of this spell, one ribbon of dark energy per five caster levels appear woven around the target's arms. These ribbons persist until they have all been expended or after a number of rounds equal to the caster's level. On a successful melee touch attack, unarmed strike or natural attack, one of these ribbons (one per turn per 5 points of Base Attack Bonus possessed by the attacker) slithers off and onto the target, dealing the following damage:

- 1 hit point of damage to the target per two caster levels, no save
- 1d2 points of ability damage of the caster's choice
- 1d4 negative levels to the target as the negative energy of the Shadow plane draws the life out of the target

A separate Fortitude save must be made for both ability damage and negative levels.

Any successful strike gives the twice the total number of ability damage and negative levels to the caster in the form of temporary hit points (for example, 2 Strength damage and 1 negative level would give the caster 6 temporary hit points). A successful save halves the damage for the relevant save (minimum 1 for both). A Will save at the original DC removes the negative levels after 24 hours.

The material component for this spell is a piece of black ribbon with a drow house insignia sewn into it.

Mushroom Domain

The subterranean followers of a natural inclination find solace in the forests of fungi that pervade the Underworld. Some clerics and druids even discover empowerment through mushrooms and develop spellcasting abilities that reflect their deep devotion to these (sometimes) benign lifeforms.

Granted Powers: Your phenomenal understanding of fungi allows you to interact with mushrooms in a primal method unavailable to most practitioners of magic.

(3.5)
Turn or destroy plant creatures as a good cleric turns undead. Use these abilities a total number of times per day equal to 3 + your Charisma modifier. This granted power is a supernatural ability.

Add Knowledge (nature) and Survival to your list of Cleric skills.

(PF)
Explosive Caps (Su) – You can imbue a mushroom cap with explosive potential energy, making it into a thrown weapon. *Explosive caps* have a range increment of 20 feet and deal 1d6 + 1 force damage for every two cleric levels you possess on a successful hit (this is a ranged touch attack). You can use this ability a number of times per day equal to 3 + your Wisdom modifier. Each time a mushroom cap explodes it spreads spores on the wind; if conditions are appropriate the fungi sprout new mushrooms within 2d10 weeks (this has no immediate effect but nefarious individuals have used this ability to spread dangerous mushrooms in far greater numbers than one would expect).

Fungal Freerider (Su) – At 8th level you gain the ability to step into a mushroom, magically infusing yourself with the fungus. Once within the mushroom, you can teleport from that particular mushroom to another mushroom. The mushrooms you enter and exit from must be of the same type, must be alive and must have volume equal to yours (or greater). By moving into an audire boletus (for example), you instantly know the location of all other audire boletus within transport range (½ cleric level x 100 feet) and may choose whether you want to pass into one or simply step back out of the mushroom you moved into. You (and your gear) may choose to pass to any mushroom of the appropriate type within the transport range; this is a full round action. You can use this ability once per day at 8th level and one additional time per day for every four cleric levels beyond 8th.

Domain Spells 1st—*medicinal mushrooms*, 2nd—*peripheral fungi*, 3rd—*fungal infestation**, 4th—*mushroom mount*, 5th—*carnivorous mushroom*, 6th—*fungalcitride*, 7th—*spores of madness*, 8th—*fungus amongus*, 9th—*mushroom apotheosis*

**This is the only spell in the Mushroom Domain not designed by AdventureAWeek.com.*

Medicinal Mushrooms

School transmutation; **Level** druid 1
Casting Time 1 standard action
Components V, S, DF
Range touch
Target 2d4 fresh mushroom caps touched
Duration 1/day level
Saving Throw none; **Spell Resistance** yes

Casting *medicinal mushrooms* makes 2d4 ounces of freshly picked fungus caps magical. You (as well as any other druid of 3rd or higher level) can immediately discern which mushrooms are affected. Each transmuted mushroom provides nourishment as if it were a normal meal for a Medium creature. The caps also cure the following conditions (provided that enough ounces are consumed; a medium- sized creature gains no benefit from eating more than 8 ounces of medicinal mushrooms in a day); nauseated (5 oz), shaken (3 oz), sickened (4 oz), staggered (3 oz). Amounts listed are notcumulative, thus to alleviate both sickened and staggered conditions one must eat a total of 7 oz. of mushroom. A medium-sized creature can consume up to five ounces of medicinal mushrooms as a standard action.

Fiber Shape

School transmutation; **Level** druid 2
Casting Time 1 standard action
Components V, S, DF
Range touch
Effect one touched piece of wood no larger than 20 cubic ft. + 2 cubic ft./level
Duration instantaneous
Saving Throw Will negates (object); **Spell Resistance** Yes (object)

Fiber shape enables you to form a mound of molds, mushrooms or toadstools into any shape that suits your purpose. While it is possible to make crude coffers, doors, and so forth, fine detail isn't possible. There is a 30% chance that any shape that includes moving parts simply doesn't work.

Peripheral Fungi

School transmutation; **Level** druid 2
Casting Time 1 standard action
Components V, S
Range personal
Target you
Duration 1 round/level (D)

Calling upon the primal power of fungus, you grow miniature audire boletus (see the Funneling Fungi entry elsewhere in this book) around your ears. They instantly adapt to the contours of sound waves from the square you are standing on when the spell is cast, granting you blindsense with a reach of 10 feet. Should you move five feet from this square, the range of the blindsense ability reduces to 5 feet (after moving ten feet or more from the square where the spell was cast you lose the blindsense ability granted by this spell). For the duration of this spell you gain a +1 bonus to **Listen/Percep-**

tion checks for every 4 caster levels and additionally, the extreme sense of hearing grants you immunity to flanking (these bonuses remain if you move from the original square the spell was cast in).

Fungal Infestation

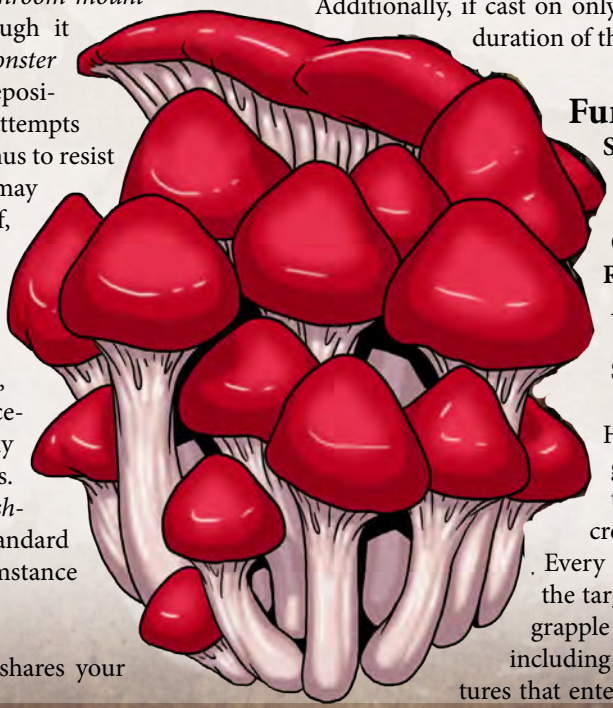
School necromancy [disease]; **Level** druid 3
Casting Time 1 standard action
Components V, S
Range touch
Target creature touched
Duration 1d3 days
Saving Throw Fortitude negates; **Spell** Resistance yes

You coat the target in necrotic fungus that makes its flesh soft and fragile. Toadstools, ringworm, and other disgusting fungal growths sprout from its skin. The target takes 1d3 points of Charisma damage. Any physical attack against the target automatically adds 1d6 points of bleed damage.

Mushroom Mount

School transmutation; **Level** druid 4
Casting Time 1 standard action
Components V, S, M
Range close (25 ft. + 5 ft./2 levels)
Target one large or medium sized mushroom
Duration 10 minutes/level (D)
Saving Throw none; **Spell Resistance** no

You enchant a benign, unintelligent mushroom of large size or smaller; the fungus uproots itself and attaches to you. Wrapping rhizomorphs envelop your legs and you move as one. It has a speed of 20 feet, moving along in a violent hop (typically in small 5 foot jumps) and ignoring difficult terrain (but cannot run). While fused to a *mushroom mount* (which follows commands as though it were conjured with a *summon monster* spell) you are immune to drag, reposition, push, pull, trip and bull rush attempts (and receive a +20 circumstance bonus to resist all other combat maneuvers) and may make no combat maneuvers yourself, and you do not provoke attacks of opportunity (and may not make them either) - whenever any creature makes an unanticipated attack or complicated assault against you, the *mushroom mount* expels a forceful cloud of spores that momentarily muddle all of your assailant's senses. The violent movements of the *mushroom mount* limit a rider to one standard action per turn (apply a -4 circumstance bonus if this an attack action).



Using a *mushroom mount* (which shares your AC and save bonuses) is an extremely volatile activity and casting spells while doing so is an art in itself; casting a spell requires a successful Concentration check equal to 15 + 3 per spell level).

Mushroom mounts cannot attack or charge (unless they are under the effects of the carnivorous mushroom spell). Mushrooms under the effects of this spell remain enchanted until they have been dealt an amount of damage equal to caster level x 2 or the duration ends. A *mushroom mount* has a bonus to (Balance+Jump/Acrobatics) checks equal to your caster level plus your spellcasting modifier and always counts as having a running start when making a jump (and may jump up to three times their normal maximum height.)

Carnivorous Mushroom

School transmutation; **Level** druid 5
Casting Time 1 standard action
Components V, S, M, DF
Range medium (100 ft. + 10 ft./level)
Target one medium-sized mushroom per two druid levels
Duration 1 minute/level (D)
Saving Throw none; **Spell Resistance** no

When cast on an intelligent mushroom (or one under the effects of the *mushroom mount* spell) the targets grow teeth and a carnivorous appetite; they gain a bite attack (1d6 for medium, 1d10 for large and 2d6 for huge) with a bonus to hit equal to class level + Wisdom modifier. On a successful hit the mushrooms may make a free grapple attempt on their victims with a bonus to do so equal to only the caster's level; when one of these mushrooms maintains a grapple for more than one round they deliver a russet mold effect on their target (requiring a Fortitude save DC 15 to resist).

Mushrooms under the effects of this spell remain enchanted until they have been dealt an amount of damage equal to caster level x 2 or the duration ends (if cast on a mushroom mount, these 'hit points' stack). Additionally, if cast on only a single *mushroom mount*, increase the duration of the spell effect to 10 minutes per level.

Fungaltricide

School conjuration (creation);
Level druid 6
Casting Time 1 standard action
Components V, S, M, DF
Range close (25 ft. + 5 ft./2 levels)
Area 30-foot radius spread
Duration 1 round/level (D)
Saving Throw none; **Spell Resistance** no

Huge-sized mushrooms sprout from the ground in a 30-foot radius burst and attempt to consume any nearby sentient creatures using the swallow whole ability. Every creature within the area of the spell is the target of a combat maneuver check made to grapple each round at the beginning of your turn, including the round that *fungaltricide* is cast. Creatures that enter the area of effect are also automatically

attacked. The mushrooms do not provoke attacks of opportunity. When determining the mushrooms' CMB, the mushrooms use your caster level as their base attack bonus and receive a +5 bonus due to their Strength and a +4 size bonus. Roll only once for the entire spell effect each round and apply the result to all creatures in the area of effect. If the mushrooms succeed in grappling a foe, that foe takes 1d8+5 points of damage and gains the grappled condition. Grappled opponents cannot move without first breaking the grapple. The *fungaltricide* spell receives an additional +5 circumstance bonus on grapple checks made against opponents it is already grappling and after successfully maintaining a grapple for one turn they attempt to pin (Note: For Pathfinder there is no additional bonus for subsequent grapple checks aside from this +5). If the mushroom succeeds it swallows its opponent, and the opponent takes bite damage (and keeps the grappled condition) each round until freed. Once a creature has been swallowed, the five foot square they occupied automatically stops attacking anyone that enters or exits it.

A swallowed creature can attempt to cut its way out with any light slashing or piercing weapon (the amount of cutting damage required to get free is equal to 2 x caster level), or it can just escape the grapple. The Armor Class of the mushrooms' interior is 15. If a creature cuts its way out, the spell effect ends in that square. The exterior of the mushrooms created by this spell cannot be damaged, but they can be dispelled as normal. The entire area of effect is considered difficult terrain while the *fungalcitride* persists.

Ironfibre

School transmutation; **Level** druid 7
Casting Time 1 standard action
Components V, S, M
Range 1 minute/2 lb. created
Effect Fungus, such as molds, mushrooms or toadstool (or similar) object, weighing up to 10 lb./level
Duration One day/level
Saving Throw none; **Spell Resistance** no

Ironfiber is a magical substance created by druids from normal molds, mushrooms or toadstools. While remaining naturally fibrous in almost every way, *ironfibre* is as strong, heavy, and as resistant to fire as steel. Spells that affect metal or iron do not function on *ironfibre*. Spells that affect plants do affect *ironfibre*, although *ironfibre* does not burn.

Using this spell with fiber shape or a plant-related Craft check, you can fashion fibrous items that function as steel items. Thus, fibrous plate armor and fibrous swords can be created that are as durable as their normal steel counterparts. These items are freely usable by druids. Fey creatures frequently use them as well. Further, if you make only half as much *ironfibre* as the spell would normally allow, any weapon, shield, or suit of armor so created is treated as a magic item with a +1 enchantment bonus.

Material Component
Molds, mushrooms or toadstools shaped into the form of the intended *ironfibre* object.

Spores of Madness

School conjuration (creation); **Level** druid 7
Casting Time 1 full-round action
Components V, S
Range medium (100 ft. + 10 ft./level)
Effect fog spreads in a
Duration 1 min./level
Saving Throw Fortitude partial; Will partial; see text;
Spell Resistance no

This spell releases thousands of spores from the aether, coating the initial area of effect with fungus and moves away from you at 10 feet per round, rolling along the surface of the ground.

Spores of madness simultaneously replicates *cloudkill* and *confusion*; each round of exposure requires both a Fortitude and Will save to resist (the secondary confusion effect is an extraordinary ability of the spores and creatures immune to enchantments and mind-affecting effects may still suffer from *confusion*, although they receive an additional +5 circumstance bonus to their Will save to resist the spell.)

Fungus Amongus

School transmutation (polymorph); **Level** druid 8
Casting Time 1 standard action
Components V, S, M, DF
Range medium (100 ft. + 10 ft./2 levels)
Area 80-foot radius
Duration 1 minute/level (see text)
Saving Throw Fortitude; **Spell Resistance** no

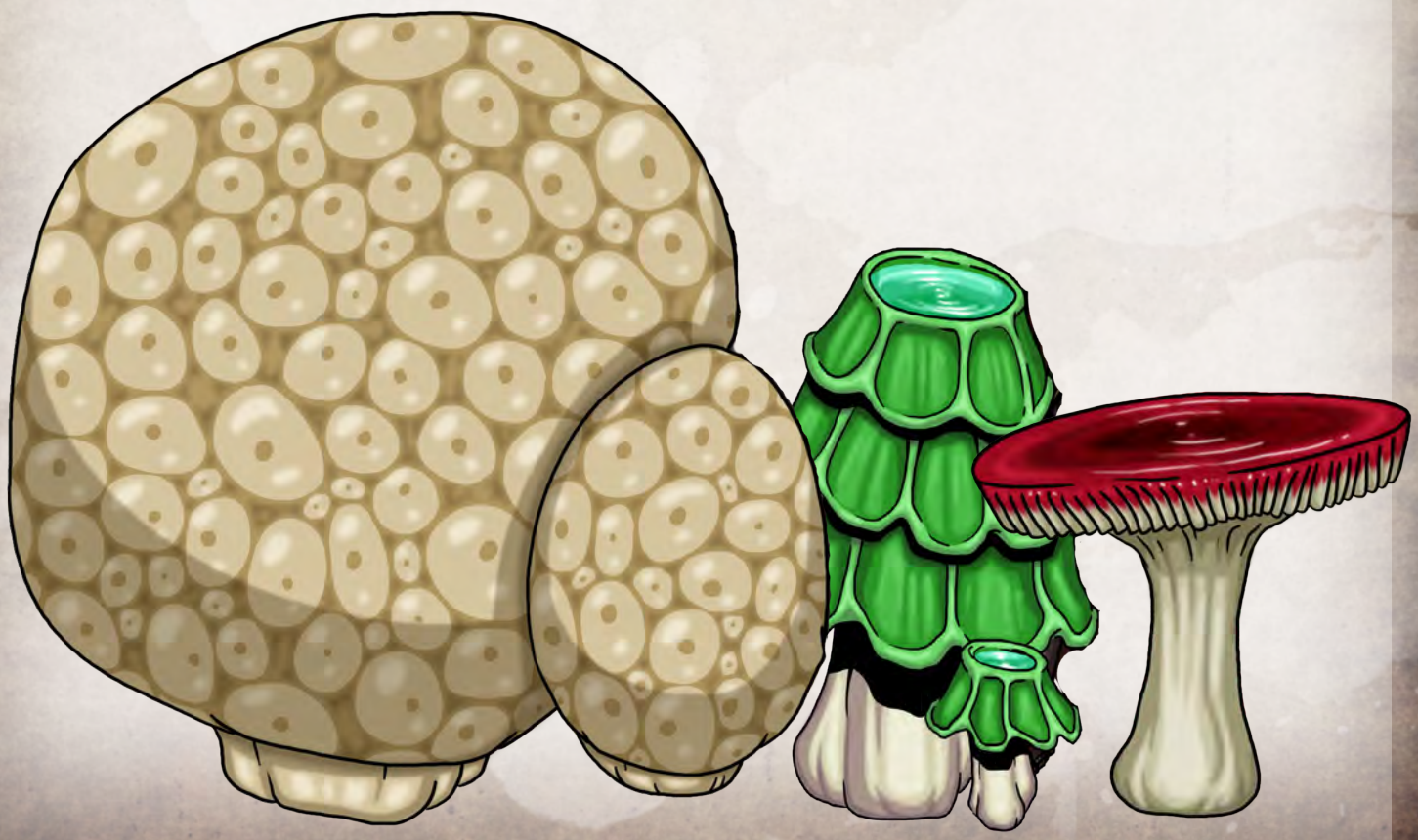
Any dead or dying creatures that fail this Fortitude save instantly burst open with 1d4+1 vegepygmy (and the victim now requires a true resurrection or wish spell to return from the dead). These vegepygmy are under your control (as though they were conjured by a *summon monster* spell) for the duration of *fungus amongus* but gain free will when the effect ends.

Mushroom Apotheosis

School conjuration (creation); **Level** druid 9
Casting Time 1 minute
Components V, S
Range long (400 ft. + 40 ft./level)
Area 250-foot radius burst
Duration instant
Saving Throw none; **Spell Resistance** no

Scrolls and elixirs containing this extremely powerful spell are highly coveted throughout the Underworld for their ability to instantly create an ecosystem; dweorg legends tell of battles won with the aid of this surprise terrain and civilizations built on the back of a mushroom apotheosis. The entire area becomes filled with mushrooms of every variety (at least two instances of each type). Roll on the table below (a number of times equal to caster level) to determine which types dominate the spread of mushrooms created by this spell (multiply caster level by 7 to determine how approximately many five-foot squares of each kind are generated).

Type of Mushroom	Common Name	Rarity	d100
Videre Spongos	Twilight Caps	Common	1-12
Fantafungi	Peaceful Giant	Common	13-24
Glaucan-Deporphus	Glistening-Saucer	Common	25-36
Scutum Boletus	Shield Mushroom	Common	37-47
Suffocatio	Poisonpuff	Uncommon	48-57
Kekel'ji	Fountain of the Gods	Uncommon	58-67
Audire Boletus	The Funnel Fungi	Uncommon	68-77
Sumulis-Tangrielis	Meaty Mushroom	Rare	78-85
Pizmutiaas	Poison-Pods	Very Rare	86-89
Mortem Diasporus	Necroshroom	Very Rare	90-93
Sangre-Tigre	Tiger Blood	Very Rare	94-97
Lunarae	Moon Child	Legendary	98-00





Rise of the Drow Encounter Index

Several of the standard creatures featured throughout the Rise of the Drow adventure referenced the proper material where their statistics can be located. We encourage GMs without the needed books to follow these locations on the internet to find these creatures listed on the appropriate game systems SRD/PRD;

3.5e - http://www.d20srd.org/index.htm
PF - http://paizo.com/pathfinderRPG/prd/

Drow Traits

Obviously, Rise of the Drow has no shortage of dark elves but rather than re-print all of the same information for each statistics block, only the most pertinent details will be included in each individual entry. All of the drow NPCs in this book have the following qualities:

3.5

Elven Immunities: Immunity to magic sleep effects, and a +2 racial saving throw bonus against enchantment spells or effects.
Spell Resistance: Spell resistance equal to 11 + class levels.
Weapon Proficiency: A drow is automatically proficient with the hand crossbow, the rapier, and the short sword.
Spell-Like Abilities: Drow can use the following spell-like abilities once per day: dancing lights, darkness, faerie fire. Caster level equals the drow's class levels.
Light Blindness: Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds drow for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.
Saves Bonus: +2 racial bonus on Will saves against spells and spell-like abilities.
Skills Bonus: +2 racial bonus on Listen, Search, and Spot checks. A drow who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if she were actively looking for it.
Level Adjustment: +2
Poison (Ex) An opponent hit by a drow's poisoned weapon must succeed on a DC 13 Fortitude save or fall unconscious. After 1 minute, the subject must succeed on another DC 13 Fortitude save or remain unconscious for 2d4 hours. A typical drow carries 1d4-1 doses of drow knockout poison. Drow typically coat arrows and crossbow bolts with this poison, but it can also be applied to a melee weapon. Note that drow have no special ability to apply poison without risking being poisoned themselves. Since this poison is not a magical effect, drow and other elves are susceptible to it.

Pathfinder

Elf: Drow are humanoids with the elf subtype.
Drow Immunities: Drow are immune to magic sleep effects and gain a +2 racial bonus on saving throws against enchantment spells and effects.
Keen Senses: Drow gain a +2 racial bonus on Perception checks.
Poison Use: Drow are skilled in the use of poison and never risk accidentally poisoning themselves.
Spell Resistance: Drow possess spell resistance equal to 6 plus their class levels.
Spell-Like Abilities: A drow can cast dancing lights, darkness, and faerie fire, once each per day, using her total character level as her caster level.
Light Blindness: Abrupt exposure to bright light blinds drow for 1 round; on subsequent rounds, they are dazzled as long as they remain in the affected area.
Weapon Familiarity: Drow are proficient with the hand crossbow, rapier, and short sword.
Drow Poison—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial* effect unconsciousness for 1 minute; *secondary* effect unconsciousness for 2d4 hours; *cure* 1 save.

Drow Noble Traits

Spell Resistance Drow nobles have spell resistance equal to 11 + their character level.
Spell-Like Abilities Drow nobles can cast dancing lights, deeper darkness, faerie fire, feather fall, and levitate each at will, and have detect magic as a constant spell-like ability. A drow noble can also cast divine favor, dispel magic, and suggestion once per day each. In some cases, a drow noble's spell-like abilities might vary, although the level of a particular spell-like ability does not. A drow noble's caster level for her spell-like abilities is equal to her character level.

3.5E

Ahool 341
Ankheg 342
Ankheg, Fungal 369
Aquatic Serpents 343
Aranea Sorcerer,
Caravan Guardian 343
Black Pudding, Tiny 345
Bulette 346
Cave Fisher 347
Celestial Tendriculos 347
Chosen Slaves (Swarm) 348
Colossal Monstrous Centipede ..348
Compact Yrthak Mounts 348
Demilich 349
Diseased Treant 350
Deinonychus Mounts 354
Downtrodden
Slave Mob Swarm 351
Drow Assassins 351
Drow Cleric, Priestess
of the Spider Temple 352
Drow Engagers 352
Drow Evokers 353
Drow Guardian, City of Holoth .353
Drow Guardsman 354
Drow Knights 354
Drow Raiders 355
Drow Skirmishers 355
Drow Traveler 355
D'thul, Drow Sorcerer 356
Dwarven Cleric,
Caravan Guardian 357
Dwarven Fighters,
Caravan Guardians 357
Dwarven Rangers,
Caravan Guardians 358
Badgers Animal Companions.358
Dwarven Warriors,
Caravan Guardians 358
Earthwyrms 359
Flumphs, Guardian Charioteer ..375
Flumph, Rift 388
General Azrae Zavare 370
Golem, Battlegrave Flesh 370
Golem, Book 371
Golem, Mosaic Tile 372
Golem, Mushroom 373
Grick 374

House Gullion

Coranzan Gullion 361
Gal Gullion 361
Gyloof 362
Maelef 362
Makinnga 363
Makinnga's Skeletal Minion.363
Mal Yrr Niss .
of House Gullion 364
Mathorn 364
Mol the Shadow 365
Maltorya 365
Maroena,
Priestess of Naraneus 366
Matron Maelora of
House Gullion 366
Sor, Middle Son of
House Gullion 368
Elon 368

Human Prisoner, Polymorphed
Pitiful Prisoner form 375
Hill Giant form 375
Huolehtia Sieni – Fungiant 376
Ice Ooze 345
Incorporeal Guardian 377
Indari Taluus,
Half-Fiend Lamia 378
K'Chouk 379
Kasiitta 379
Loppuunmyyda,
Advanced Erinyes 380
Magma Roc 381
Myceloid Devotee 381
Nidh-Cthon,Very Old
Underworld Dragon 383
Disciple of the Deep Dragon ..350
Servant of the Deep Dragon ...389
The Ottaakiinni 382
Petrous 384
Purple Worm 385
Purple Worm Young 385
Rankeoul the Drider 386
Rift Crawler 387
Rybalkan Guardsman 387
Screaming Severed Skull 388
Shambling Mound 389
Skeleton, Drow Warrior 390
Skeleton, Troll 390
Skeleton, Underworld Giant 390
Skildpadder 391
Skull Beetle 392
Sloth Spider 392
Spectral Choker 393
Tyrannosaurus Rex, Advanced ..393
Underworld Bat Swarm 393
Vaihtualohikaarme, Albino
Adult Bronze Dragon 394
Vegepygmy.....395
Vidre 395
Vikmordere Warriors 397
Vvor 397
Young Xill 398
Yul the Mohrg 399
Zombie, Bugbear 400
Zombie, Drow Raider 400
Zombie, Gray Render 401
Zombie, Minotaur 401
Zombie, Troglodyte 401
Zombie,
Vikmordere Barbarian 401

Pathfinder

Ahool 402
Ankheg 403
Ankheg, Fungal 433
Aquatic Serpents 405
Aranea Sorcerer,
Caravan Guardian 404
Black Pudding, Tiny 406
Bulette 407
Cave Fisher 408
Celestial Tendriculos 409
Chosen Slaves (Swarm) 410
Colossal Monstrous Centipede ..410
Compact Yrthak Mounts 410
Demilich 411
Diseased Treant 412
Deinonychus Mounts 416
Downtrodden
Slave Mob Swarm 412
Drow Assassins 413
Drow Cleric, Priestess
of the Spider Temple 413
Drow Engagers 414
Drow Evokers 414
Drow Guardian, City of Holoth .415
Drow Guardsman 415
Drow Knights 416
Drow Raiders 417
Drow Skirmishers 417
Drow Traveler 417
D'thul, Drow Sorcerer 419
Dwarven Cleric,
Caravan Guardian 420
Dwarven Fighters,
Caravan Guardians 421
Dwarven Rangers,
Caravan Guardians 421
Badgers Animal Companions 421
Dwarven Warriors,
Caravan Guardians 422
Earthwyrms 423
Flumphs, Guardian Charioteer ..439
Flumph, Rift 451
General Azrae Zavare 434
Golem, Battlegrave Flesh 405
Golem, Book 435
Golem, Mosaic Tile 437
Golem, Mushroom 436
Grick 438

House Gullion

Coranzan Gullion 425
Gal Gullion 425
Gyloof 425
Maelef 426
Makinnga 427
Makinnga's Skeletal Minion.427
Mal Yrr Niss
of House Gullion 428
Mathorn 428
Mol the Shadow 429
Maltorya 429
Maroena,
Priestess of Naraneus 430
Matron Maelora of
House Gullion 431
Sor, Middle Son of
House Gullion 432
Elon 432

Human Prisoner, Polymorphed
Pitiful Prisoner form 439
Hill Giant form 439
Huolehtia Sieni – Fungiant 440
Ice Ooze 406
Incorporeal Guardian 441
Indari Taluus,
Half-Fiend Lamia 441
K'Chouk 442
Kasiitta 442
Loppuunmyyda,
Advanced Erinyes 443
Magma Roc 443
Myceloid Devotee 444
Nidh-Cthon,Very Old
Underworld Dragon 445
Disciple of the Deep Dragon ..446
Servant of the Deep Dragon ...446
The Ottaakiinni 447
Petrous 448
Purple Worm 449
Purple Worm Young 449
Rankeoul the Drider 450
Rift Crawler 451
Rybalkan Guardsman 452
Screaming Severed Skull 453
Shambling Mound 453
Skeleton, Drow Warrior 454
Skeleton, Troll 454
Skeleton, Underworld Giant 454
Skildpadder 455
Skull Spider 457
Sloth Spider 456
Spectral Choker 457
Tyrannosaurus Rex, Advanced ..457
Underworld Bat Swarm 457
Vaihtualohikaarme, Albino
Adult Bronze Dragon 458
Vegepygmy 459
Vidre 459
Vikmordere Warriors 460
Vvor 461
Young Xill 462
Yul the Mohrg 463
Zombie, Brine 465
Zombie, Bugbear 465
Zombie, Drow Raider 465
Zombie, Gray Render 466
Zombie, Minotaur 466
Zombie,
Vikmordere Barbarian 466

Ahool

Size/Type: Medium Monstrous Humanoid (air, shapechanger)
Hit Dice: 5d10+15 (42 hp)
Initiative: +5
Speed: 30 ft. (6 squares), fly 60 ft. (perfect)
Armor Class: 18, touch 17, flat-footed 18 (+5 Dex, +3 natural)
Base Attack/Grapple: +5/+8
Attack: Bite +8 melee (1d8+3) or Claw +3 melee (1d6+1) or Wing +3 melee (1d4+1) or Javelin +10 ranged (1d6+3) or Bolas +10 (1d4+3)
Full Attack: Bite +8 melee (1d8+3) and 2 Claws +3 melee (1d6+1) and 2 Wings +3 melee (1d4+1) or Javelin +10 ranged (1d6+3) or Bolas +10 (1d4+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: Blood Drain, Disruptive Echo, Wing Buffet
Special Qualities: Blindsense 60 ft., Darkvision 60 ft., Damage Reduction 5/magic, Resist Sonic 20, Resist Cold 10, Spell Resistance 15
Saves: Fort +4, Ref +9, Will +7
Abilities: Str 17, Dex 20, Con 16, Int 15, Wis 16, Cha 19
Skills: Appraise +4, Climb +7, Craft (weapons) +7, Hide +11 (+19 in shadowy areas), Intimidate +9, Jump +5, Knowledge (nature) +4, Listen +17, Move Silently +12 (+20 in shadowy areas), Spot +17, Survival +8, Tumble +11
Feats: Cleave, Combat Expertise, Power Attack
Challenge Rating: 5
Alignment: Usually neutral evil
Spell-like Abilities (CL 5th)
2/day—*control winds* (DC 16), *obscuring mist*

Combat
An ahool attacks by silently flying towards its prey and attempting to disable it by any means possible, before finishing it off by draining its blood.

Blindsense (Ex): An ahool uses echolocation to pinpoint creatures within 30 feet. Opponents still have total concealment against the bat unless it can actually see them.

Blood Drain (Ex): An ahool can suck blood from a grappled opponent; if the ahool establishes or maintains a pin, it drains blood, dealing 1d4 points of Constitution damage. The ahool heals 3 hit points or gains 3 temporary hit points for 10 minutes (up to a maximum number of temporary hit points equal to its full normal hit points) each round it drains blood.

Change Shape (Su): An ahool can change shape to assume the form of a dire bat. It also has the unexplained ability to turn into a swarm of common bats. The number of bats in the swarm equals the number of hit point the ahool has at that time.

Disruptive Echo (Su): Once every 1d4+1 rounds, an ahool can focus its echolocation in a ray up to 60 feet long. This is a ranged touch attack that deals 2d6 points of nonlethal or sonic damage to a single target. (Reflex DC 16 half).

Weapon Familiarity (Ex): Ahool are proficient with bolas, flails, javelins, longspears, and nets.

Wing Buffet (Ex): An ahool learns to use its wings to batter foes, granting it two wing buffet attacks. These attacks are secondary attacks. The wing buffets deal 1d4 points of damage.

Skills: Ahool have a +4 racial bonus on Listen and Spot checks. They have a +4 racial bonus on **Hide and Move Silently check** in shadowy areas



Ankheg

Feature	Young	Standard	Advanced
Size/Type	Medium Magical Beast	Large Magical Beast	Huge Magical Beast
Hit Dice	1d10+1 (6 hp)	3d10+12 (28 hp)	6d10+33 (66 hp)
Initiative	+1	+0	-1
Speed	30 ft. (6 squares), burrow 20 ft.	30 ft. (6 squares), burrow 20 ft.	30 ft. (6 squares), burrow 20 ft.
Armor Class	18, touch 10, flat-footed 17 (+1 Dex, +7 natural)	18, touch 9, flat-footed 18 (-1 size, +9 natural)	19, touch 8, flat-footed 19 (-1 Dex, -2 size, +12 natural)
Base Attack/ Grapple	+1/+2	+3/+12	+6/+24
Attack	Bite +2 melee (1d8+1 plus 1d3 acid)	Bite +7 melee (2d6+7 plus 1d4 acid)	Bite +14 melee (4d6+15 plus 1d6 acid)
Full Attack	Bite +2 melee (1d8+1 plus 1d3 acid)	Bite +7 melee (2d6+7 plus 1d4 acid)	Bite +14/+9 melee (4d6+15 plus 1d6 acid)
Space/Reach	5 ft./5 ft.	10 ft./5 ft.	15 ft./10 ft.
Special Attacks	Improved grab, spit acid	Improved grab, spit acid	Improved grab, spit acid
Special Qualities	Darkvision 60 ft., low-light vision, tremorsense 60 ft.	Darkvision 60 ft., low-light vision, tremorsense 60 ft.	Darkvision 60 ft., low-light vision, tremorsense 60 ft
Saves	Fort +3, Ref +3, Will +1	Fort +6, Ref +3, Will +2	Fort +10, Ref +4, Will +3
Abilities	Str 13, Dex 12, Con 13, Int 1, Wis 13, Cha 6	Str 21, Dex 10, Con 17, Int 1, Wis 13, Cha 6	Str 30, Dex 8, Con 21, Int 1, Wis 13, Cha 6
Skills	Climb +3, Listen +5, Spot +3	Climb +8, Listen +6, Spot +3	Climb +12, Listen +6, Spot +6
Feats	Alertness	Alertness, Toughness	Alertness, Improved Natural Attack,Toughness
Challenge Rating	2	3	4
Alignment	Always neutral	Always neutral	Always neutral
Spit Acid	30-ft. line, once every 6 hours; damage 2d4 acid, Reflex DC 11 half	30-ft. line, once every 6 hours; damage 4d4 acid, Reflex DC 14 half	30-ft. line, once every 6 hours; damage 6d4 acid, Reflex DC 18 half



Aquatic Serpents

Size/Type: Medium Animal
Hit Dice: 3d8+6 (19 hp)
Initiative: +3
Speed: 20 ft. (4 squares), climb 20 ft., swim 20 ft.
Armor Class: 15 (+3 Dex, +2 natural), touch 13, flat-footed 12
Base Attack/Grapple: +2/+5
Attack: Bite +5 melee (1d3+4)
Full Attack: Bite +5 melee (1d3+4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Constrict 1d3+4, improved grab
Special Qualities: Scent
Saves: Fort +4, Ref +6, Will +2
Abilities: Str 17, Dex 17, Con 13, Int 1, Wis 12, Cha 2
Skills: Balance +11, Climb +14, Hide +10, Listen +7, Spot +7, Swim +11
Feats: Alertness, Toughness
Environment: Warm forests
Organization: Solitary
Challenge Rating: 2
Treasure: None
Alignment: Always Neutral
Advancement: 4–5 HD (Medium); 6–10 HD (Large)
Level Adjustment: —

Skills: Snakes have a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on Balance and Climb checks. A snake can always choose to take 10 on a Climb check, even if rushed or threatened. Snakes use either their Strength modifier or Dexterity modifier for Climb checks, whichever is higher. A snake has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Combat
Constrict (Ex): On a successful grapple check, an aquatic snake deals 1d3+4 points of damage.

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

Aranea Sorcerer, Caravan Guardian

Appear to be deep gnome sorcerers
Size/Type: Medium Magical Beast (Shapechanger) (Sorcerer 4)
Hit Dice: 3d10+4d4+14 (40 hp)
Initiative: +6
Speed: 50 ft. (10 squares), climb 25 ft.
Armor Class: 13 (+2 Dex, +1 natural), touch 12, flat-footed 11
Base Attack/Grapple: +5/+5
Attack: Bite +7 melee (1d6 plus poison) or Dagger +7 melee (1d3) or Web +7 ranged
Full Attack: Bite +7 melee (1d6 plus poison) or Dagger +7 melee (1d3) or Web +7 ranged
Special Attacks: Poison, Spells, Web
Special Qualities: Change Shape, Darkvision 60 ft., Low-light Vision
Saves: Fort +6, Ref +6, Will +8
Abilities: Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 15
Skills: Bluff +11 (includes +3 from familiar), Climb +14, Concentration +12, Escape Artist +5, Jump +13, Knowledge (arcana) +8, Listen +8, Spot +8
Feats: Alertness (Tiny Viper), Improved Initiative, Iron WillB, Spell Penetration, Summon Familiar (Tiny Viper), Weapon Finesse
Environment: Any
Organization: Any
Challenge Rating: 8
Treasure: —
Alignment: Neutral (Good tendencies)
Advancement: By character class
Level Adjustment: +4

An aranea is an intelligent, shapechanging spider with sorcerous powers. In its natural form, an aranea resembles a big spider, with a humpbacked body a little bigger than a human torso. It has fanged mandibles like a normal spider. Two small arms, each about 2 feet long, lie below the mandibles. Each arm has a hand with four many-jointed fingers and a double-jointed thumb.

An aranea weighs about 150 pounds. The hump on its back houses its brain.

Araneas speak Common and Sylvan.

Combat
An aranea avoids physical combat and uses its webs and spells when it can. In a battle, it tries to immobilize or distract the most aggressive opponents first. Araneas often subdue opponents for ransom.

Poison (Ex): Injury; *save* Fortitude DC 13; *initial* damage 1d6 Str; *secondary* damage 2d6 Str; *cure* 1 save

Web (Ex): In spider or hybrid form (see below), an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a **DC 13 Escape Artist check** or burst the web with a **DC 17 Strength check**. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus. The web has 6 hit points, hardness 0, and takes double damage from fire.

Shape Change (Su): An aranea's natural form is that of a Medium monstrous spider.

It can assume two other forms. The first is a unique Small or Medium humanoid; an aranea in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an aranea cannot use its bite attack, webs, or poison.

The second form is a Medium spider-humanoid hybrid. In hybrid form, an aranea looks like a Medium humanoid at first glance, but a **DC 18 Spot check** reveals the creature's fangs and spinnerets. The aranea retains its bite attack, webs, and poison in this form, and can also wield weapons or wear armor. When in hybrid form, an aranea's speed is 30 feet (6 squares).

An aranea remains in one form until it chooses to assume a new one. A change in form cannot be *dispelled*, nor does an aranea revert to its natural form when killed. A *true seeing* spell, however, reveals its natural form if it is in humanoid or hybrid form.

Skills: Araneas have a +2 racial bonus on Jump, Listen, and Spot checks. They have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks even if rushed or threatened.

Areana Spells Known

0th 6/day—*daze, flare, ghost sound, message, ray of frost, resistance*
1st 7/day—*grease, mage armor, magic missile, silent image*
2nd 4/day—*summon swarm*

Sorcerer Spells Known

0th 6/day—*dancing lights, disrupt undead, flare, message, read magic, resistance*
1st 7/day—*detect undead, shocking grasp, sleep*
2nd 4/day—*eagle's splendor*

Tiny Viper Familiar

Size/Type: Tiny Animal
Hit Dice: 7d8 (20 hp)
Initiative: +7
Speed: 15 ft. (3 squares), climb 15 ft., swim 15 ft.
Armor Class: 19 (+2 size, +3 Dex, +4 natural), touch 15, flat-footed 16
Base Attack/Grapple: +0/-11
Attack: Bite +5 melee (1 plus poison)
Full Attack: Bite +5 melee (1 plus poison)
Space/Reach: 2 ½ ft./0 ft.
Special Attacks: Poison
Special Qualities: Deliver Touch Spells, Empathic Link, Improved Evasion, Scent, Share Spells
Saves: Fort +2, Ref +5, Will +1
Abilities: Str 4, Dex 17, Con 11, Int 7, Wis 12, Cha 2
Skills: Balance +11, Climb +11, Hide +15, Listen +6, Spot +6, Swim +5
Feats: Improved Initiative, Weapon Finesse
Challenge Rating: 1/3

Poison (Ex): Bite—injury; *save* Fort DC 13; *frequency* 1/round for 6 rounds; *effect* 1d2 Con; *cure* 1 save.



Black Pudding, Tiny

Size/Type: Tiny Ooze
Hit Dice: 2d10 (11 hp)
Initiative: -1
Speed: 20 ft. (4 squares), climb 20 ft.
Armor Class: 11 (+2 size, -1 Dex), touch 11, flat-footed 11
Base Attack/Grapple: +1/-12
Attack: Slam -2 melee (1d3-5 plus 1d3 acid)
Full Attack: Slam -2 melee (1d3-5 plus 1d3 acid)
Space/Reach: 2.5 ft./0 ft.
Special Attacks: Acid, constrict 1d3+4 plus 1d3 acid, improved grab
Special Qualities: Blindsight 60 ft., split, ooze traits
Saves: Fort +0, **Ref** -1, **Will** -5
Abilities: Str 1, Dex 9, Con 10, Int 0, Wis 1, Cha 1
Skills: Climb +3
Challenge Rating: 2
Alignment: Always neutral

Combat
A black pudding attacks by grabbing and squeezing their prey.

Acid (Ex): The creature secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Any melee hit or constrict attack deals acid damage, and the opponent's armor and clothing dissolve and become useless immediately unless they succeed on DC 11 Reflex saves. A metal or wooden weapon that strikes a black pudding also dissolves immediately unless it succeeds on a DC 11 Reflex save. The save DCs are Constitution-based.

The pudding's acidic touch deals 21 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Constrict (Ex): A black pudding deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a -4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, a black pudding must hit with its slam 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.

Split (Ex): Slashing and piercing weapons deal no damage to a black pudding. Instead the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Skills: A black pudding has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened

For those GMs looking for a variant challenge for their players we offer the ice ooze as a substitution for the black pudding. Only you can know your players and their capacity to overcome whatever you put before them. We simply want to offer options.

Ice Ooze

Size/Type: Large Ooze
Hit Dice: 7d8+21 (52 hp)
Initiative: -5
Speed: 10 ft. (2 squares), climb 10 ft.
Armor Class: 4 (-5 Dex, -1 size), touch 4, flat-footed 4
Base Attack/Grapple: +2/+4
Attack: slam +7 (1d6+3 plus 1d4 cold)
Full Attack: Slam +7 (1d6+3 plus 1d4 cold)
Space/Reach: 10 ft./5 ft.
Special Attacks: Engulf (R-DC 1d4 cold and freezing cold), improved grab
Special Qualities: Aura freezing cold (10 ft., F-DC 16), blindsight 60 ft., ooze traits split, transparent
Saves: Fort +5, **Ref** -3, **Will** -3
Abilities: Str 17, Dex 1, Con 17, Int 0, Wis 1, Cha 1
Skills: Climb +3, Spot -5
Challenge Rating: 3
Treasure: Incidental
Alignment: Always neutral

Ice oozes spend much of their time in a stasis-like state to conserve energy. They are very hard to detect, as they appear to be a coating of ice upon the ground, wall, rock surface or even tree. They are stirred to action by the presence of heat within their blindsight. Though they live in cold climates, they are not immune to cold, nor are they vulnerable to fire. In fact, if subjected to fire magic, an ice ooze will reproduce asexually into two identical adult oozes.



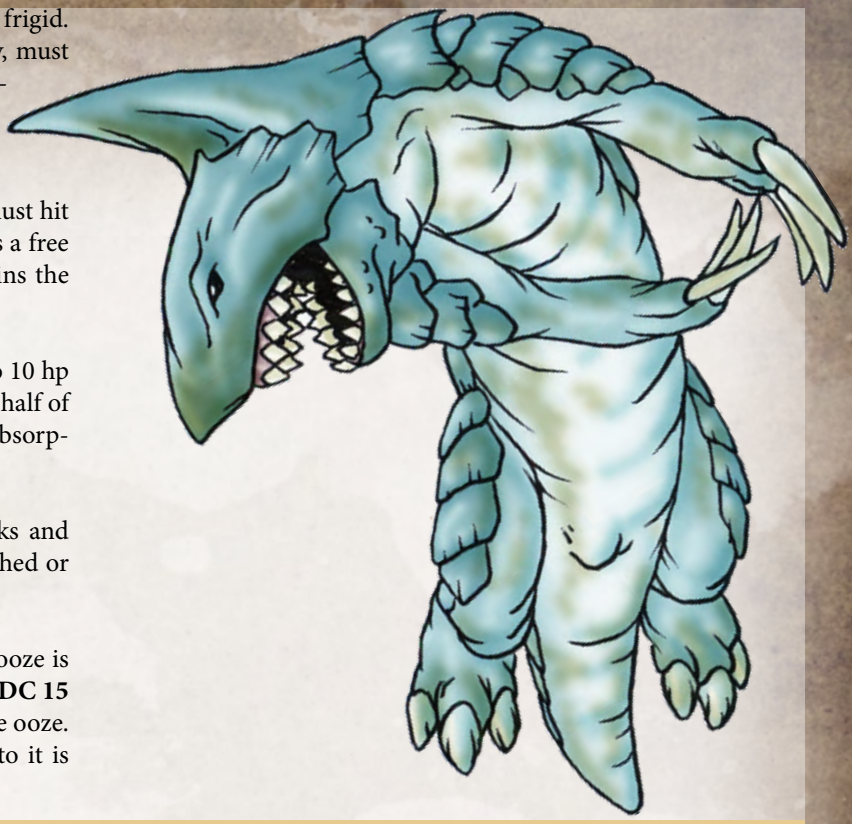
Freezing Cold (su): The air around an ice ooze is extremely frigid. All within 10 feet of the ice ooze, who lack cold immunity, must make a **Fortitude save DC 16** or suff er a -2 penalty to all attacks, saves, and skill checks until they leave the area. The save DC is Constitution based.

Improved Grab (Ex): To use this ability, a black pudding must hit with its slam 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.

Split (Ex): If attacked with fire, an ice ooze will ignore up to 10 hp of fire damage, and split into two adult ice oozes, each with half of the orignal's current hit points. No further division or heat absorption can take place for on month.

Skills: An ice ooze has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened

Transparent (ex): Due to its light blue colouration, an ice ooze is difficult to discern in cold and snowladen environments. A **DC 15 Spot/Perception check** is required to notice a motionless ice ooze. Any creature that fails to notice an ice ooze and walks into it is automatically engulfed.



Bulette

Feature	Immature	Young	Standard
Size/Type	Medium Magical Beast	Large Magical Beast	Huge Magical Beast
Hit Dice	3d10+1 (16 hp)	6d10+12 (28 hp)	9d10+45 (94 hp)
Initiative	+4	+3	+2
Speed	40 ft. (8 squares), burrow 10 ft.	40 ft. (8 squares), burrow 10 ft.	40 ft. (8 squares), burrow 10 ft.
Armor Class	21 (+4 Dex, +7 natural), touch 14, flat-footed 17	21 (-1 size, +3 Dex, +9 natural), touch 12, flat-footed 18	22 (-2 size, +2 Dex, +12 natural), touch 10, flat-footed 20
Base Attack/Grapple	+3/+3	+6/+14	+9/+25
Attack	Bite +4 melee (1d6+1)	Bite +10 melee (1d10+4)	Bite +16 melee (2d8+8)
Full Attack	Bite +4 melee (1d6+1) and 2 claws -2 melee (1d6)	Bite +10 melee (1d10+4) and 2 claws +4 melee (1d8+2)	Bite +16 melee (2d8+8) and 2 claws +10 melee (2d6+4)
Space/Reach	5 ft./5 ft.	10 ft./5 ft.	15 ft./10 ft.
Special Attacks	Leap	Leap	Leap
Special Qualities	Darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.	Darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.	Darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.
Saves	Fort +4, Ref +7, Will +2	Fort +8, Ref +8, Will +5	Fort +11, Ref +8, Will +6
Abilities	Str 19, Dex 17, Con 16, Int 1, Wis 13, Cha 6	Str 19, Dex 17, Con 16, Int 1, Wis 13, Cha 6	Str 27, Dex 15, Con 20, Int 2, Wis 13, Cha 6
Skills	Jump +8, Listen +5, Spot +3	Jump +13, Listen +7, Spot +3	Jump +18, Listen +9, Spot +3
Feats	Alertness, Weapon Focus (bite)	Alertness, Iron Will, Weapon Focus (bite)	Alertness, Iron Will, Track, Weapon Focus (bite)
Challenge Rating	4	6	7
Alignment	Always neutral	Always neutral	Always neutral
Leap	This allows it to make four claw attacks instead of two, each with a +3 attack bonus, but it cannot bite	This allows it to make four claw attacks instead of two, each with a +9 attack bonus, but it cannot bite	This allows it to make four claw attacks instead of two, each with a +15 attack bonus, but it cannot bite.

Cave Fisher

Size/Type: Medium Vermin
Hit Dice: 3d8+9 (33 hp)
Initiative: +1
Speed: 10 ft. (2 squares), climb 10 ft.
Armor Class: 16 (+1 Dex, +5 natural), touch 11, flat-footed 15
Base Attack/Grapple: +2/+6
Attack: Filament +3 ranged touch (drag) or claw +6 melee (1d4+4)
Full Attack: Filament +3 ranged touch (drag) and 2 claws +6 melee (1d4+4)
Space/Reach: 5 ft./5 ft. (60 ft. with filament)
Special Attacks: Drag, filament
Special Qualities: Darkvision 60 ft., vermin traits
Saves: Fort +6, Ref +2, Will +1
Abilities: Str 18, Dex 12, Con 16, Int —, Wis 10, Cha 4
Skills: Climb +12
Feats: —
Environment: Underground
Organization: Gang (1-4)
Challenge Rating: 2
Treasure: Standard
Alignment: Always neutral
Advancement: 4-6 HD (Medium); 7-9 HD (Large)
Level Adjustment: —

This man-sized creature resembles a cross between a lobster and a spider. It has eight legs, two of which end in serrated pincers. Its snout is long and pointed.

The cave fisher lairs on ledges and cliffs underground, where it can quickly strike and reel in its prey. Its lair is always littered with bones and gear from its previous victims. The cave fisher is a 7-foot long insect-like creature with a hard outer shell. The cave fisher's snout fires a strong, web-like adhesive filament it uses to reel in its prey. Often, the ground and walls nearby are covered with this filament.

Combat
The cave fisher's preferred method of attack is to anchor itself to its ledge and string its filament across the ground of its lair. When a living creature touches or passes near the filament, the fisher attempts to trap it and reel it in. If the cave fisher fails this, it can fire its filament at an opponent up to 60 feet away. Another favored method of attack for the cave fisher is to secret itself in a crack or a ledge above a cavern and dangle its filament down onto unsuspecting creatures passing below it (**DC 20 Spot check** to notice the filament).

Drag (Ex): If a cave fisher hits with its filament attack, the filament latches onto the opponent's body. This deals no damage but drags the stuck opponent 10 feet closer each subsequent round (provoking no attack of opportunity) unless that creature breaks free, which requires a **DC 19 Escape Artist check** or a **DC 15 Strength check**. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus. A cave fisher can draw in a creature within 5 feet of itself and attack with its claws with a +4 attack bonus in the same round. The filament has 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a cave fisher's filament does not provoke an attack of opportunity. If the filament is currently attached to a target, the cave fisher takes a –4 penalty on its opposed attack roll to resist the sunder attempt. Severing the filament deals no damage to a cave fisher.

An application of liquid with high alcohol content dissolves the adhesive and forces the cave fisher to release its hold (though it may strike again normally with it on its next turn). An application of the universal solvent likewise forces a cave fisher to release its grip.

Filament (Ex): Most encounters with a cave fisher begin when it fires its strong, sticky filament. The creature can strike up to 60 feet away (no range increment). If the filament is severed, it grows back within 1 hour.

Skills: A cave fisher has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Celestial Tendriculos

Size/Type: Huge Plant (extraplanar)
Hit Dice: 9d8+54 (94 hp)
Initiative: -1
Speed: 20 ft. (4 squares)
Armor Class: 16, touch 7, flat-footed 16 (-2 size, -1 Dex, +9 natural)
Base Attack/Grapple: +6/+23
Attack: bite +13 melee (2d8+9)
Full Attack: bite +13 melee (2d8+9) and 2 tendrils +8 melee (1d6+4)
Space/Reach: 15 ft./15 ft.
Special Attacks: Improved grab, paralysis, smite evil, swallow whole
Special Qualities: Darkvision 60 ft., damage reduction 5/magic, low-light vision, plant traits, regeneration 10, resistance to acid 10, cold 10, electricity 10, SR 14
Saves: Fort +12, Ref +2, Will +4
Abilities: Str 28, Dex 9, Con 22, Int 3, Wis 8, Cha 3
Skills: Hide +9, Listen +1, Move Silently +1, Spot +1
Feats: Alertness, Iron Will, Power Attack, Stealthy
Challenge Rating: 8
Alignment: Neutral Good

Smite Evil (Su): 1/day, +9 hp damage versus an evil foe

Swallow Whole/Paralysis (Ex): A tendriculos can try to swallow a grabbed opponent by making a successful grapple check. Once inside the plant's mass, the opponent must succeed on a **DC 20 Fortitude save** or be paralyzed for 3d6 rounds by the tendriculos's digestive juices, taking 2d6 points of acid damage per round. A new save is required each round inside the plant. The save DC is Constitution-based.

Credit: The Cave Fisher originally appeared in the First Edition module A4 In the Dungeons of the Slave Lords (© TSR/Wizards of the Coast, 1981) and later in the First Edition Monster Manual II (© TSR/Wizards of the Coast, 1983) and is used by permission. Author Scott Greene, based on original material by Lawrence Schick.

Chosen Slaves (Swarm)

Size/Type: Medium Humanoid (Mixed sexes/races)
Hit Dice: 25d8 (112 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 17 (+2 Dex, -4 size, +9 natural) touch 8, flat-footed 15
Base Attack/Grapple: +25/+39
Attack: Swarm (5d6 nonlethal, slam plus tangle)
Full Attack: Swarm (5d6 nonlethal, slam plus tangle)
Space/Reach: 20 ft./5 ft.
Special Attacks: Distraction, tangle
Special Qualities: Swarm
Saves: Fort +17, Ref +18, Will +17
Abilities: Str 15, Dex 14, Con 12, Int 10, Wis 13, Cha 8
Skills: Bluff +14, Intimidate +14, Listen +14, Spot +14
Feats: Great Fortitude (x 1), Iron Will (x4), Lightning Reflexes (x4)
Challenge Rating: 10
Alignment: Neutral Evil

Colossal Monstrous Centipede

Size/Type: Colossal Vermin
Hit Dice: 24d8+24 (132 hp)
Initiative: +1
Speed: 40 ft. (8 squares), climb 40 ft.
Armor Class: 20, touch 4, flat-footed 18 (-8 size, +2 Dex, +16 natural)
Base Attack/Grapple: +18/+42
Attack: bite +18 melee (4d6+12 plus poison)
Full Attack: bite +18 melee (4d6+12 plus poison)
Space/Reach: 30 ft./20 ft.
Special Attacks: Poison (Fort DC 23, 2d6 Dex/2d6 Dex)
Special Qualities: Darkvision 60 ft., vermin traits
Saves: Fort +15, Ref +9, Will +8
Abilities: Str 27, Dex 13, Con 12, Int —, Wis 10, Cha 2
Skills: Climb +16, Hide -7, Spot +4
Feats: —
Environment: Underground (Fungi Forest, The Rift)
Organization: Solitary
Challenge Rating: 9
Advancement: 25-48 HD (Colossal)
Level Adjustment: —

Monstrous centipedes tend to attack anything that resembles food, biting with their jaws and injecting their poison.

Poison (Ex): A monstrous centipede has a poisonous bite. The details vary by the centipede's size, as shown on the table above. The save DCs are Constitution-based. The indicated damage is both initial and secondary damage.

Skills: Monstrous centipedes have a +4 racial bonus on Spot checks, and a +8 racial bonus on Climb and Hide checks. They can use either their Strength or Dexterity modifier for Climb checks, whichever is higher. Monstrous centipede can take 10 on Climb checks, even if threatened or distracted.

Compact Yrthak Mounts

Size/Type: Medium magical beasts
Hit Dice: 6d10+6 (39 hp)
Initiative: +7
Speed: 20 ft. (4 squares), fly 60 ft. (good)
Armor Class: 18, touch 13, flat-footed 15 (+3 Dex, +5 natural)
Base Attack/Grapple: +6/+7
Attack: bite +7 melee (1d6+2) or sonic lance +9 ranged touch (2d8)
Full Attack: bite +7 melee (1d6+2) and 2 claws +5 melee (1d3); or sonic lance +9 ranged touch (2d8)
Space/Reach: 5 ft./5 ft.
Special Attacks: sonic lance, explosion
Special Qualities: Blindsight 120 ft., immunities, vulnerability to sonic
Saves: Fort +6, Ref +8, Will +3
Abilities: Str 12, Dex 16, Con 13, Int 11, Wis 13, Cha 11
Skills: Listen +14, Move Silently +12
Feats: Flyby Attack, Improved Initiative, Multiattack
Challenge Rating: 6
Alignment: Neutral

Sonic Lance (Su): Once every 2 rounds, a compact yrthak can focus sonic energy in a ray up to 60 feet long. This is a ranged touch attack that deals 2d8 points of damage to a single target.

Explosion (Su): A compact yrthak can fire its sonic lance at the ground, a large rock, a stone wall, or the like to create an explosion of shattered stone. This attack deals 1d6 points of piercing damage to all within 10 feet of the effect's center. This counts as a use of the sonic lance attack and thus is usable only once every 2 rounds, and never on the round following a sonic lance attack.

Blindsight (Ex): A compact yrthak can ascertain all foes within 120 feet. Beyond that range it is considered blinded. Compact yrthaks are invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight. A compact yrthak whose sense of hearing is impaired is effectively blinded, treating all targets as having total concealment.

Immunities: Compact yrthaks have immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

Skills: Compact yrthaks have a +4 racial bonus on Listen checks.

Demilich

Size/Type: Diminutive Undead
Hit Dice: 21d12+3 (139 hp)
Initiative: +7 (+3 Dex, +4 Improved Initiative)
Speed: Fly 180 ft. (perfect)
Armor Class: 51 (+4 size, +3 Dex, +5 natural armor, +8 *bracers of armor*, +2 *ring of protection*, +21 insight)
Base Attack/Grapple: +10/-2
Attack: Touch +35 melee (10d6+20 plus paralyzing touch)
Full Attack: Touch +35 melee (10d6+20 plus paralyzing touch)
Space/Reach: 1 ft./0 ft.
Special Attacks: Trap the soul, fear aura, paralyzing touch, 21st-level wizard spellcaster, Perfect Automatic Still Spell, spell-like abilities
Special Qualities: Magic immunity, phylactery transference, turn resistance +20, DR 15/Epic and bludgeoning, undead traits, acid resistance 20, fire resistance 20, sonic resistance 20, immune to cold, electricity, polymorph, and mind-affecting attacks.
Saves: Fort +10, Ref +12, Will +17
Abilities: Str 10, Dex 16 (with gloves), Con —, Int 39 (with headband), Wis 24, Cha 20
Skills: Concentration +25, Craft (alchemy) +34, Hide +35, Knowledge (arcana, religion, the planes) +34, Knowledge (history) +26, Listen +27, Move Silently +23, Search +34, Sense Motive +27, Spellcraft +36, Spot +27
Feats: Brew Potion, Combat Casting, Craft Wondrous Item, Enlarge Spell, Heighten Spell, Improved Initiative, Lightning Reflexes, Maximize Spell, Quicken Spell, Scribe Scroll, Spell Penetration, Toughness
Epic Feats: Automatic Quicken Spell, Blinding Speed, Improved Spell Capacity (10th), Tenacious Magic (any)
Environment: Any
Organization: Solitary
Challenge Rating: 29
Treasure: Standard
Alignment: Neutral evil
Advancement: By character class
Demiliches speak the languages they knew as liches and as living creatures.

Combat
A demilich's natural weapons are treated as epic for the purpose of overcoming damage reduction.

Trap the Soul (Su): A demilich can trap the souls of up to eight living creatures per day. To use this power, it selects any target it can see within 300 feet. The target is allowed a Fortitude saving throw (DC 36). If the target makes its saving throw, it gains four negative levels (this does not count as a use of trap the soul). If the target fails its save, the soul of the target is instantly drawn from its body and trapped within one of the gems incorporated into the demilich's form. The gem gleams for 24 hours, indicating the captive soul within. The soulless body collapses in a mass of corruption and molders in a single round, reduced to dust. If left to its own devices, the demilich slowly devours the soul over 24 hours—at the end of that time the soul is completely absorbed, and the victim is forever gone. If the demilich is overcome before the soul is eaten, crushing the gem releases the soul, after which time it is free to seek the afterlife or be returned to its body by the use of either resurrection, true resurrection, clone, or miracle. A potential victim protected by a death ward spell is not immune to trap the soul, but receives a +5 bonus on its Fortitude saving throw and is effective against the level loss on a successful save. The DC is Charisma-based

Fear Aura (Su): Demiliches are shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at the demilich must succeed at a Will save (DC 19) or be affected as though by fear as cast by a 21st-level caster. The DC is Charisma-based.

Paralyzing Touch (Su): Any living creature a demilich touches must succeed at a Fortitude save (DC 36) or be permanently paralyzed. Remove paralysis or any spell that can remove a curse can free the victim. The effect cannot be dispelled. Anyone paralyzed by a demilich seems dead, though a successful Spot check (DC 20) or Heal check (DC 15) reveals that the victim is still alive.

Spells: The demilich can cast any spells it could cast as a lich. This sample demilich was a 21st-level wizard (spells per day: 4/12/8/7/7/7/7/6/6/3). The last three spell slots are 10th-level slots and available for 0-9th level metamagic spells.

Perfect Automatic Still Spell (Ex): A demilich can cast all the spells it knows without gestures.

Spell-Like Abilities: At will—*astral projection, create greater undead, create undead, death knell, enervation, greater dispel magic, harm* (usually used to heal itself), *summon monster I-IX, telekinesis, weird*; 2/day—*greater planar ally*. Demiliches use these abilities as casters of a level equal to their spellcaster level, but the save DCs are all 36. The DC is Charisma-based.

Magic Immunity (Ex): Demiliches are immune to all magical and supernatural effects, except as follows. A shatter spell affects a demilich as if it were a crystalline creature, but deals half the damage normally indicated. A dispel evil spell deals 3d6 points of damage (Fort save for half damage). Holy smite spells affect demiliches normally.

Phylactery Transference (Su): Headbands, belts, rings, cloaks, and other wearable items kept in close association with the demilich's phylactery transfer all their benefits to the demilich no matter how far apart the demilich and the phylactery are located. The standard limits on types of items utilized simultaneously still apply. The sample demilich "wears" bracers of armor +8, headband of intellect +6, pink Ioun stone, ring of wizardry I, ring of protection +2, and gloves of Dexterity +2.

Undead Traits: Immune to poison, sleep, paralysis, stunning, disease, death effects, necromantic effects, mind-affecting effects, and any effect requiring a Fortitude save unless it also works on objects. Not subject to critical hits, nonlethal damage, ability damage, ability drain, or energy drain. Negative energy heals. Not at risk of death from massive dam-age, but destroyed at 0 hit points or less. Darkvision 60 ft. Cannot be raised; resurrection works only if creature is willing.

Immunities (Ex): Demiliches are immune to cold, electricity, polymorph, and mind-affecting attacks.

Disciple of the Deep Dragon

Size/Type: Medium Humanoid (Elf/drow) Sorcerer 5/Dragon Disciple 5
Hit Dice: 5d4+5d12-5 (45 hp)
Initiative: +2
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 16 (+2 Dex, +1 dodge, +3 natural), touch 13, flat-footed 14
Base Attack/Grapple: +5/+6
Attack: +1 Rapier melee +7 (1d6+2/18-20/x2) or Claw melee +6 (1d4+1) or Bite melee +6 (1d8+1)
Full Attack: +1 Rapier melee +7 (1d6+2/18-20/x2) or 2 Claws melee +1 (1d4+1) and Bite melee +1 (1d8+1)
Special Attacks: Breath Weapon 1/day (30-ft.-cone, 2d8 fire, DC 15)
Special Qualities: Blindsense 30 ft., Darkvision 120 ft, Drow Racial Traits, Light Blindness, Low-Light Vision, SR 16
Saves: Fort +5, Ref +7, Will +8
Abilities: Str 13, Dex 14, Con 8, Int 12, Wis 8, Cha 16
Skills: Bluff +8, Concentration +9, Knowledge (arcana) +11, Perception +1, Sense Motive +6
Feats: Dodge, Greater Spell Focus (Evocation), Power Attack, Spell Focus (Evocation), Toughness
Challenge Rating: 9
Treasure: +1 Rapier, Cloak of Resistance +2
Alignment: Neutral Evil
Languages: Draconic, Elven, Undercommon

Spells
Sorcerer Spells Known (CL 8):
2 (7/day) *bull's strength, pyrotechnics, resist energy, scorching ray* (two bolts, +7 ranged touch, 4d6+4 fire each)
1 (7/day) *disguise self , mage armor, magic missile, shield, true strike*
0 (at will) *acid splash, arcane mark, bleed* (DC 13), *daze* (DC 13), *detect magic, detect poison, message, prestidigitation* (DC 13)

Diseased Treant

Size/Type: Huge Plant
Hit Dice: 7d8+35 (66 hp)
Initiative: -1
Speed: 30 ft. (6 squares)
Armor Class: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20
Base Attack/Grapple: +5/+19
Attack: Slam +9 melee (2d6+6)
Full Attack: 2 slams +9 melee (2d6+6)
Space/Reach: 15 ft./15 ft.
Special Attacks: Animate trees, double damage against objects, trample 2d6+9
Special Qualities: Damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire
Saves: Fort +10, Ref +1, Will +4
Abilities: Str 23, Dex 8, Con 21, Int 12, Wis 10, Cha 12
Skills: Diplomacy +3, Hide -9*, Intimidate +6, Knowledge (nature) +6, Listen +8, Sense Motive +5, Spot +5, Survival +5 (+7 aboveground)
Feats: Improved Sunder, Iron Will, Power Attack
Environment: Temperate forests
Organization: Solitary or grove (4-7)
Challenge Rating: 7
Alignment: Neutral

Treants prefer to watch potential foes carefully before attacking; they often charge suddenly from cover to trample the despoilers of forests. If sorely pressed, they animate trees as reinforcements.

Skills: *Treants have a +16 racial bonus on Hide checks made in forested areas.

Animate Trees (Sp): A treant can animate trees within 180 feet at will, controlling up to two trees at a time. It takes 1 full round for a normal tree to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a treant in all respects. Animated trees lose their ability to move if the treant that animated them is incapacitated or moves out of range. The ability is otherwise similar to liveoak (caster level 12th). Animated trees have the same vulnerability to fire that a treant has.

Double Damage against Objects (Ex): A treant or animated tree that makes a full attack against an object or structure deals double damage.

Trample (Ex): Reflex DC 22 half. The save DC is Strength-based.

Downtrodden Slave Mob (Swarm)

Size/Type: Medium Humanoid (males and females of mixed races)
Hit Dice: 50d4 (125 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armor Class: 16 (-8 size, +14 natural) touch 2, flat-footed 16
Base Attack/Grapple: +25/+42
Attack: swarm (5d6 nonlethal, slam plus tangle)
Full Attack: swarm (5d6 nonlethal, slam plus tangle)
Space/Reach: 30 ft./5 ft.
Special Attacks: Distraction, tangle
Special Qualities: Swarm
Saves: Fort +28, Ref +28, Will +27
Abilities: Str 12, Dex 10, Con 11, Int 8, Wis 13, Cha 9
Skills: Bluff +12, Intimidate +13, Listen +14, Spot +14
Feats: Great Fortitude (x 6), Iron Will (x5), Lightning Reflexes (x 6)
Challenge Rating: 10
Alignment: Chaotic Neutral



Drow Assassins

Male Drow Rogue (Sniper) 5
Size/Type: Medium Humanoid (Elf/drow)
Hit Die: HD 5d6 (18 hp)
Initiative: +3
Speed: 30 ft.
AC: 13 (+3 Dex), touch 13, flat-footed 10
Base Attack/Grapple: +3/+4
Attack: dagger +4 melee (1d4+1/19-20/x2) or +2 light crossbow +9 ranged (1d8+2/19-20/x2)
Full Attack: dagger +4 melee (1d4+1/19-20/x2) or +2 light crossbow +9 ranged (1d8+2/19-20/x2)
Special Attacks: Accuracy, Deadly Range (sneak attack within 40 ft.), Sneak Attack +3d6, Sniper's Eye
Special Qualities: Darkvision 120 ft., Drow Racial Traits, Evasion, Uncanny Dodge, SR 11
Saves: Fort +1, Ref +7, Will +1 (+3 vs spells and spell-like abilities); +2 vs enchantments
Abilities: Str 12, Dex 16, Con 11, Int 11, Wis 11, Cha 11
Skills: Balance +7, Climb +7 , Disguise +7 , Escape Artist +7 , Hide +7, Intimidate +7 , Listen +7, Move Silently +7, Search +4, Sense Motive+4 , Sleight of Hand +3 , Spot +4 , Survival +4, Tumble +6
Feats: Rapid Reload (light crossbow), Weapon Focus (light crossbow)
Challenge Rating: 4
Alignment: Lawful Evil
Languages: Drow, Drow Sign Language, Elven, Undercommon
SQ: Poison Use (Ex), Snap Shot (Ex)
Gear: +2 light crossbow, slippers of spider climb, 2 daggers, 2 darts

Accuracy (Ex): Drow Assassins halve all range increment penalties with a bow or crossbow.

Snap Shot (Ex): Drow Assassins set their initiative roll to 20 during a surprise round, but their only available action is a ranged attack. They enter initiative normally after the surprise round.

Sniper's Eye (Ex): Drow Assassins can use ranged sneak attacks against targets with concealment.

Female Drow Cleric, Priestess of the Spider Temple

Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 9d8+9 (49 hp)
Initiative: +1
Speed: 20ft. (4 squares)
Armor Class: 23, touch 11, flat-footed 22 (+9 armor, +1 Dex, +3 shield)
Base Attack/Grapple: +6/+5
Attack: scorpion whip +7 (1d4+3/x2) or *+1 hand crossbow* +8 ranged (1d4+1 plus poison/19-20/x2)
Full Attack: scorpion whip +7/+2 (1d4+3/x2) or +1 hand crossbow +8/+3 or +6/+6/+1 ranged (1d4+1 plus poison/19-20/x2)
Special Attacks: Rebuke Undead (6/day)
Special Qualities: Darkvision 120 ft., Drow Traits, Spell Resistance 20
Saves: Fort +7, Ref +4, Will +9 (+11 vs spell and spell-like abilities); +2 vs enchantments
Abilities: Str 8, Dex 13, Con 12, Int 14, Wis 16, Cha 16
Skills: Concentration +9, Diplomacy +11, Heal +11, Hide +0, Knowledge (religion) +10, Knowledge (planes) +10, Listen +5, Search +4, Spellcraft +8, Spot +5
Feats: Extra Turning (Rebuking), Point Blank Shot, Rapid Reload, Rapid Shot, Weapon Finesse
Challenge Rating: 10
Gear: *+1 hand crossbow* (20 bolts), drow poison (5 doses), scorpion whip, temple insignia ring, *undead controlling mithral full plate of speed +1*, spined mithral heavy shield
Alignment: Neutral Evil
Languages: Abyssal, Common, Drow, Drow Sign, Elven, Undercommon
Spells Prepared (evil spells +1 CL)
0th—*cure minor wounds, guidance* x2, *read magic, resistance* x2
1st—*bane, bless, command, doom, shield of faith; obscuring mist*
2nd—*death knell, hold person, remove paralysis, silence, spiritual weapon; desecrate*
3rd—*deeper darkness, magic circle against good, prayer, wind wall; lesser eclipse*
4th—*greater magic weapon, poison; unholy blight*
5th —*slay living; dispel good*
Domains: drow, evil

Shadowy Weapon (Su): As a standard action 6 times per day, wraps weapon with strands of shadow for 8 rounds that cause 4 points of negative energy damage in addition to your regular weapon damage (the weapon is considered magical for the purposes of overcoming damage reduction).

Underworld Sight (Su): By taking 1d4 points of negative energy damage, a Priestess of the Spider Temple may either double the range of their existing darkvision, gain low-light vision, gain arcane sight (per the spell) as a spell-like ability or benefit from the effects of a see invisibility spell. These effects cannot be dispelled and last a number of rounds equal to the amount of negative energy damage taken.

Drow Engagers

Size/Type: Medium Humanoid (Elf/drow) (Rogue 5)
Hit Dice: 5d6+5 (23 hp)
Initiative: +4
Speed: 30ft. (6 squares)
Armor Class: 19, touch 15, flat-footed 16 (+6 armor, +3 Dex)
Base Attack/Grapple: +3/+4
Attack: mwk short sword +5 melee (1d6+1/19-20) OR unarmed strike +4 melee (1d3+1) OR +2 hand crossbow of subtlety +9 ranged (1d4+2 plus poison, +1 to the attack if within 30 ft., +4 if being used to sneak attack)
Full Attack: mwk short sword +5 melee (1d6+1/19-20) OR unarmed strike +4 melee (1d3+1) OR +2 hand crossbow of subtlety +9 ranged (1d4+2 plus poison, +1 to the attack if within 30 ft., +4 if being used to sneak attack)
Special Attacks: Poison, Sneak Attack
Special Qualities: Darkvision, 120 ft., Evasion, Spell Resistance 18, Trap Sense, Trapfinding, Uncanny Dodge
Saves: Fort +2, Ref +8, Will +3 (+5 vs spell and spell-like abilities); +2 vs enchantment
Abilities: Str 12, Dex 18, Con 12, Int 12, Wis 14, Cha 10
Skills: Balance +10, Climb + 7, Hide +10, Intimidate +8, Listen +10, Move Silently +10, Spot +10, Tumble +10, Use Magic Device +8
Feats: Point Blank Shot, Precise Shot
Challenge Rating: 6
Treasure: *+1 drow elven chain*, *+2 hand crossbow of subtlety*, masterwork short sword, house pin, potion of *cure light wounds*, 2 pp, 15 gp, 6 boxes of hand crossbow bolts
Alignment: Chaotic Evil
Languages: Common, Drow, Drow Sign, Elven, Undercommon

Tactics
These drow will only attack with ranged weapons, looking to get the best position to sneak attack opponents. They will not hesitate to fire into melee. They flee of they fall below a quarter of their hit points.

Drow Evokers

Size/Type: Medium Humanoid (Elf/drow) (Ftr3/Wiz4)
Hit Dice: 4d4+3d10+7 (35 hp)
Initiative: +3
Speed: 30ft. (6 squares)
Armor Class: 15 (+2 deflection, +3 Dex), touch 15, flat-footed 12 (Before any encounter they cast *mage armor* and *cat's grace* to increase their AC to 21)
Base Attack/Grapple: +5/+5
Attack: *+2 Rapier* +10 melee (1d6+2/18-20) OR +1 Hand Crossbow +10 ranged (1d4+1 plus poison)
Full Attack: *+2 Rapier* +10 melee (1d6+2/18-20) OR +1 Hand Crossbow +10 ranged (1d4+1 plus poison)
Special Attacks: Poison
Special Qualities: Darkvision 120 ft., Drow Traits, Light Blindness, Specialization: Evocation (forbidden schools: enchantment, illusion) Spell Resistance 18
Saves: Fort +5, Ref +5, Will +5 (+7 vs spell and spell-like abilities); +2 vs enchantments
Abilities: Str 11, Dex 16, Con 13, Int 17, Wis 10, Cha 10
Skills: Concentration +8, Craft (weaponsmith) + 13, Decipher Script +10, Intimidate +6, Jump +3, Knowledge (arcana) +10, Knowledge (dungeoneering) +6, Spellcraft +10
Feats: Combat Casting, Eschew Materials, Rapid Reload, Scribe Scroll, Summon Familiar, Weapon Finesse, Weapon Focus (hand crossbow)
Challenge Rating: 8
Treasure: *+2 ring of protection, +2 rapier, +1 hand crossbow*, house pin, 3 potions of *cure serious wounds*, potion of *lesser restoration*, scroll of *restoration*, 20 pp, 6 boxes of hand crossbow bolts, traveling spellbook
Alignment: Neutral Evil
Advancement: By character class
Languages: Common, Draconic, Drow Sign, Elven, Goblin, Undercommon
Spells Prepared (CL 4th)
0th— *acid splash, flare, ray of frost, touch of fatigue; ray of frost*
1st—*mage armor, magic missile x2, ray of enfeeblement; shocking grasp*
2nd—*cat's grace, flaming sphere, web; scorching ray*
Also in Spellbook
0th—*dancing lights, disrupt undead, light, open/close*
1st—*burning hands, floating disc, grease*
2nd—*darkness, gust of wind, shatter*

Drow Guardian, City of Holoth

Size/Type: Medium Humanoid (Elf/drow) (Ftr3/Wiz4)
Hit Dice: 3d10+4d4+7 (30 hp)
Initiative: +3
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 19, touch 14, flat-footed 16 (+5 armor, +3 Dex, +1 insight)
Base Attack/Grapple: +5/+5
Attack: rapier +8 melee (1d6/18-20/x2) or unarmed strike +8 melee (1d3) or hand crossbow +9 ranged (1d4/19-20/x2, Range 30 ft.)
Full Attack: rapier +8 melee (1d6/18-20/x2) or unarmed strike +8 melee (1d3) or hand crossbow +9 ranged (1d4/19-20/x2, Range 30 ft.)
Special Qualities: Darkvision 120 ft., Drow Traits, Spell Resistance 18, Summon Familiar
Saves: Fort +5, Ref +5, Will +5 (+7 vs spells and spell-like effects); +2 vs enchantments
Abilities: Str 11, Dex 16, Con 13, Int 17, Wis 10, Cha 10
Skills: Climb +3, Concentration +5, Craft (armor) +4, Craft (weapons) +4, Decipher Script +4, Handle Animal +1, Heal +1, Hide +4, Intimidate +7, Jump +4, Knowledge (arcana) +4, Knowledge (dungeoneering) +4, Knowledge (local) +4, Listen +4, Move Silently +4, Profession (soldier) +4, Spellcraft +11, Spot +2, Survival +2
Feats: Enlarge Spell, Extend Spell, Scribe Scroll, Silent Spell, Weapon Finesse, Weapon Focus (hand crossbow)
Challenge Rating: 8
Gear: *+2 studded leather*, hand crossbow (20 bolts), rapier, House Zephroth Insignia
Alignment: Neutral Evil

Combat tactics
Spells Prepared (CL 4th; concentration +5, +8 melee touch, +8 ranged touch)
at will—*ray of frost, read magic, mage hand, prestidigitation*
4/day—*protection from good, shocking grasp, magic missile, charm person*
3/day—*spider climb, hypnotic pattern, summon swarm*

Drow Guardsman

Size/Type: Medium Humanoid (Elf/drow) (Fighter 5)
Hit Dice: 5d10+10 (37 hp)
Initiative: +3
Speed: 20 ft.
AC: 18 (+8 armor), touch 10, flat-footed 18
Base Attack/Grapple: +5/+7
Attack: gauntlet +7 melee (1d3+4/20/x2) or *+1 glaive of spell storing* (with *summon nature's ally III*) +9 melee (1d10+6/20/x3)
Full Attack: gauntlet +7 melee (1d4+2/20/x2) or *+1 glaive of spell storing* (with *summon nature's ally III*) +9 melee (1d10+6/20/x3)
Space/Reach: 5 ft./10 ft.
Special Attacks: Intimidating Strike, Short Haft
Special Qualities: Darkvision 120 ft., Light Blindness, Spell Resistance 16
Saves: Fort +5, Ref +4, Will +1 (+3 vs spells and spell-like abilities); +2 vs enchantments
Abilities: Str 14, Dex 17, Con 12, Int 10, Wis 10, Cha 12
Skills: Acrobatics -1, Escape Artist -4, Fly -4, Hide -4, Intimidate +9, Listen +6, Move Silently -4, Ride -4, Spot +6, Survival +5, Swim -5
Feats: Intimidating Strike (subtract from attack roll, add to intimidate check on successful hit), Short Haft (swift action, lose reach and attack adjacent foes), Toughness, Weapon Focus (glaive), Weapon Specialization (glaive)
Challenge Rating: 5
Alignment: Lawful Evil
Languages: Drow, Drow Sign, Elven, Undercommon
Gear: agile half-plate, *+1 glaive of spell storing* (with *summon nature's ally III*)



Drow Knights

Size/Type: Medium Humanoid (Elf/drow) (Fighter 6)
Hit Dice: 6d10+6 (42 hp)
Initiative: +3
Speed: 30 ft. (6 squares), riding deinonychus 60 ft. (12 squares)
Armor Class: 18, touch 14, flat-footed 15 (+5 armor, +1 deflection, +3 Dex)
Base Attack/Grapple: +6/+8
Attack: *+1 lance* +10 melee (1d8+3/x3, x3 on a charge) or greatsword +8 melee (2d6/19-20/x2) or +1 hand crossbow +10 ranged (1d4+1 plus poison, range/19-20/x2)
Full Attack: *+1 lance* +10/+5 melee (1d8+3/x3, x3 on a charge) or greatsword +8/+3 melee (2d6/19-20/x2) or *+1 hand crossbow* +10/+5 ranged (1d4 plus poison/19-20/x2)
Space/Reach: 5 ft./5 ft. (10 ft. with lance)
Special Qualities: Darkvision, 120 ft., Drow Traits, Spell Resistance 17
Saves: Fort +6, Ref +5, Will +1 (+3 vs spell and spell-like abilities); +2 vs enchantment
Abilities: Str 14, Dex 16, Con 12, Int 12, Wis 8, Cha 16
Skills: Handle Animal +14, Intimidate +12, Jump +11, Ride +16 (+18 to stay in the saddle)
Feats: Animal Affinity, Mounted Archery, Mounted Combat, Rapid Reload, Ride-By Attack, Spirited Charge, Weapon Focus (lance)
Challenge Rating: 7
Gear: *+1 chain shirt*, *+1 hand crossbow*, *+1 lance*, *ring of protection +1*, basic house pin, masterwork military saddle, 2 potions of *cure light wounds*, 20 pp, 6 boxes of hand crossbow bolts
Alignment: Lawful Evil
Languages: Common, Drow, Drow Sign, Elven, Undercommon

Deinonychus Mounts

Size/Type: Medium Animal
Hit Dice: 4d8+16 (34 hp)
Initiative: +2
Speed: 60 ft. (12 squares)
Armor Class: 17 (dex +2, +5 natural), touch 14, flat-footed 15
Base Attack/Grapple: +3/+7
Attack: Talons +7 melee (1d8+4)
Full Attack: Talons +7 melee (1d8+4) and 2 foreclaws +2 melee (1d3+2) and bite +2 melee (2d4+2)
Space/Reach: 5 ft./5 ft. (10 ft. with lance)
Special Attacks: Pounce
Special Qualities: Low-light vision, scent
Saves: Fort +8, Ref +6, Will +2
Abilities: Str 19, Dex 15, Con 19, Int 2, Wis 12, Cha 10
Skills: Hide+12, Jump+26, Listen +10, Spot +10, Survival +10
Feats: Run, Track
Environment: Warm Forests
Organization: Solitary, pair, or pack (3-6)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral
Level Adjustment: 5-8 HD (Medium)

Drow Raiders

Size/Type: Medium Humanoid (Elf/drow) (Fighter 5)
Hit Dice: 5d10+10 (44 hp)
Initiative: +6
Speed: 30ft. (6 squares)
Armor Class: 18, touch 13, flat-footed 16 (+4 armor, +1 deflection, +2 Dex)
Base Attack/Grapple: +5/+6
Attack: unarmed strike +6 melee (1d3+1) or rapier +6 melee (1d6+1, 18/20×2) or light crossbow +8 ranged (1d8 plus poison, 19/20×2)
Full Attack: unarmed strike +6 melee (1d3+1) or rapier +6 melee (1d6+1, 18/20×2) or light crossbow +8 ranged (1d8 plus poison, 19/20×2)
Special Qualities: Darkvision, 120 ft., Drow Traits, Light Blindness, Spell Resistance 17
Saves: Fort +6, Ref +3, Will +4 (+6 vs spell and spell-like abilities); +2 vs enchantments
Abilities: Str 13, Dex 15, Con 14, Int 12, Wis 12, Cha 10
Skills: Handle Animal +1, Intimidate +2, Jump +2, Listen +4, Move Silently +2, Ride +2, Search +3, Spot +4
Feats: Improved Initiative, Iron Will, Point Blank Shot, Weapon Finesse, Weapon Focus: Crossbow, Light
Challenge Rating: 6
Gear: *+1 studded leather armor*, light crossbow, 20 crossbow bolts, **buckler, rapier, ring of protection +1**
Alignment: Lawful Evil
Languages: Common, Drow Sign, Elven, Undercommon

Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a **DC 13 Fortitude save** or fall unconscious. After 1 minute, the subject must succeed on another **DC 13 Fortitude save** or remain unconscious for 2d4 hours. A typical drow carries 1d4-1 doses of drow knockout poison. Drow typically coat arrows and crossbow bolts with this poison, but it can also be applied to a melee weapon. Note that drow have no special ability to apply poison without risking being poisoned themselves. Since this poison is not a magical effect, drow and other elves are susceptible to it.



Drow Skirmishers

Size/Type: Medium Humanoid (Elf/drow) (Warrior 5)
Hit Dice: 5d8+5 (27 hp)
Initiative: +2
Speed: 20 ft. (4 squares)
Armor Class: 17 (+5 armor, Dex +2), touch 12, flat-footed 15
Base Attack/Grapple: +5/+8
Attack: mwk short sword +10 melee (1d6+3/19-20) OR unarmed strike +8 melee (1d3+3) OR mwk hand crossbow +7 ranged (1d4 plus poison)
Full Attack: mwk short sword +10 melee (1d6+3/19-20) OR unarmed strike +8 melee (1d3+3) OR mwk hand crossbow +7 ranged (1d4 plus poison)
Special Qualities: Darkvision 120 ft., Drow Traits, Light Blindness, Spell Resistance 16
Saves: Fort +5, Ref +3, Will +3 (+5 vs spell and spell-like abilities); +2 vs enchantment
Abilities: Str 16, Dex 15, Con 12, Int 14, Wis 10, Cha 10
Skills: Climb +8, Intimidate +8, Jump +8, Ride +10
Feats: Iron Will, Weapon Focus (short sword)
Challenge Rating: 5
Gear: Masterwork breastplate, masterwork short sword, masterwork hand crossbow, house pin, potion of *cure light wounds*, 25 pp, 6 boxes of hand crossbow bolts
Alignment: Neutral Evil
Languages: Common, Drow, Drow Sign, Elven, Goblin, Undercommon

Drow Traveler

Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 1d8 (4 hp)
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 16 (+1 Dex, +4 chain shirt, +1 light shield), touch 11, flat-footed 15
Base Attack/Grapple: +1/+2
Attack: Rapier +3 melee (1d6+1/18-20/x2) or hand crossbow +2 ranged (1d4/19-20/x2)
Full Attack: Rapier +3 melee (1d6+1/18-20/x2) or hand crossbow +2 ranged (1d4/19-20/x2)
Special Qualities: Spell resistance 12
Saves: Fort +2, Ref +1, Will -1*
Abilities: Str 13, Dex 13, Con 10, Int 12, Wis 9, Cha 10
Skills: Hide +0, Listen +2, Search +4, Spot +3
Feats: Weapon Focus (rapier)
Challenge Rating: 1
Treasure: Standard
Alignment: Usually neutral evilNeNNe

D'thul

Size/Type: Medium humanoid (Elf/drow) (Sor1/Bar9)
Hit Dice: 71 (1d4+9d12+10 hp)
Initiative: +3
Speed: 40 ft. (8 squares) (1 square=5 ft.)
Armor Class: 24 (+7 armor, +3 dex, +4 shield), touch 13, flat-footed 21
Base Attack/Grapple: +9/+15 bonus
Attack: *Drowslayer* +16 (1d12+10+1d6 electric, Crit 18-20/x3) or *+1 composite (+4) longbow* +13 (1d10+5, Crit x3, Range 110 ft.)
Full Attack: *Drowslayer* +16/+11/+5 (1d12+10+1d6 electric, Crit 18-20/x3) or *+1 composite (+4) longbow* +13/+8/+3 (1d10+5, Crit x3, Range 110 ft.)
Space/Reach: 5 ft./ 5 ft.
Special Qualities: Darkvision 120 ft., damage reduction 1/—, fast movement, improved uncanny dodge, rage 3/day (6 rounds), spell resistance 21, summon familiar, trap sense +3, uncanny dodge
Saves: Fort +7, Ref +6, Will +5; Immune to magic sleep effects, +2 vs enchantment spells or effects
Abilities: Str 22, Dex 16, Con 12, Int 13, Wis 10, Cha 12
Skills: Climb +14, Concentration +5, Intimidate +14, Knowledge (arcana) +5, Jump +16, Listen +15, Spellcraft +5, Survival +11, Swim +7; Racial Modifiers: +2 Listen, +2 Search, +2 Spot; Armor Check Penalty -2
Languages: Common, Drow Sign Language, Elven, Undercommon
Feats: Power Attack, Cleave, Improved Familiar, Improved Critical (greataxe)
Challenge Rating: 12
Treasure: amulet of *proof against detection and location*, *ring of invisibility*, *ring of sustenance*, *+1 moderate fortification elven chain*, *+1 electric burst keen greataxe* (*Drowslayer*), *+1 composite (+4) longbow* (40 arrows), *belt of giant strength +4*, *hat of disguise*, *dust of disappearance* (2), potion of *featherfall*, potion of *cure critical wounds*, potion of *cure moderate wounds* (4), potion of *cure light wounds* (8), masterwork backpack (200 feet of rope, grappling hook, bedroll), 5,356 gold pieces
Alignment: Chaotic Neutral
Level Adjustment: +2

Combat
Shielded, enlarged, raging and using power attack in conjunction with the *ring of invisibility*

Spells
0th – (4/day; DC 11) *spell name* (DC if different than general DC)
1st - (4/day; DC 12) *enlarge person, shield*
1/day (CL 10th) - *dancing lights, darkness and faerie fire*

Spicule

Size/Type: Small Vermin (Scorpion Familiar)
Hit Dice: 10HD (35 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armor Class: 15 (+1 size, +4 natural), touch 11, flat-footed 14
Base Attack/Grapple: +9/+5
Attack: Claw +10 melee (1d3–1)

This character is included to provide more flexibility for the GM; D'thul might be an unexpected and aloof ally (if the party is about to meet an untimely demise), a stand-in PC (should one member of the group suffer a fatal blow) or even another antagonist (if your players are breezing through the Underworld with ease) or he may not appear in this adventure at all - it is entirely at the GM's discretion.

Full Attack: 2 claws +10 melee (1d3–1) and sting +5 melee (1d3–1 plus poison)
Space/Reach: 5 ft./5 ft.
Special Attacks: Constrict 1d3–1, improved grab, poison (Fort DC 17, 1d2 Con)
Special Qualities: Alertness, Darkvision 60 ft., empathic link, improved evasion, share spells, tremorsense 60 ft., vermin traits
Saves: Fort +8, Ref +3, Will +5
Abilities: Str 9, Dex 10, Con 14, Int 6, Wis 10, Cha 2
Skills: Climb +3, Hide +8, Spot +4 (+4 racial bonus on Climb, Hide and Spot checks)
Feats: Weapon Finesse
Challenge Rating: —
Alignment: Neutral

History
D'thul was born to a lowly drow house in Holoth and were it not for his prodigious physical strength, Matron Maelora would have seen him sacrificed to the *Vidrefacte* long ago. Enslaved and denied a proper place in dark elven society because of an unfailingly rebellious attitude, D'thul eventually broke free of his bonds (literally) and escaped into the Underworld. After several days traveling he followed a cloud of spores borne aloft on a breeze, eventually placing him in the Fungi Forest. The mulch crawlers there took a liking to the atypical drow, training him in some minor magical arts but ultimately the antithetical dark elf took solace in savagery more than anything else.

He has since been a thorn in the side of the drow city for decades and between raiding trading caravans and surviving in the Underworld, the dark elf has accumulated considerable wealth and potent combat skills. With his *ring of sustenance*, *ring of invisibility* and scorpion familiar Spicule, he has managed to wage a guerilla war on Holoth for the better part of a century while evading capture or death at every turn. He rarely stays in the same place a second time, always keeping on the move and vigilantly attacking any drow that cross his path. Ingwie (a merchant and cat burglar from Embla) has struck up a tenuous alliance with him, trading goods and supplies with D'thul and buying his "services of distraction" when an investigative party attempts to track and reclaim the hallfing's ill-begotten goods.

This drow is unlike any you have seen before; towering at over seven feet tall with muscles like small kegs, he bears none of the elegant attire or demeanor you've noticed from his kin. White spikes of hair slick with the blood of countless enemies rise from his skull and more of their life-fluid covers his armor and skin in disregarded patches. The chainmail he wears is of the finest quality but hanging from dozens of the rings are defaced tokens of drow houses (many of them Gullion) and inscribed on the haft of the massive greataxe he carries is the word 'Drowslayer' in elven, undercommon and several other languages. His bloodshot, scrutinizing eyes regard you in turn before the barbaric dark elf disappears into thin air.

Dwarven Cleric, Caravan Guardian

Size/Type: Medium Humanoid (Cleric 7)
Hit Dice: 7d8+14 (45 hp)
Initiative: +0
Speed: 20 ft. (4 squares)
Armor Class: 20 (+5 armor, +5 shield), touch 10, flat-footed 20
Base Attack/Grapple: +5/+6
Attack: *+1 Heavy Mace* +7 melee (1d8+1/x2)
Full Attack: *+1 Heavy Mace* +7 melee (1d8+1/x2)
Special Attacks: Turn Undead 4/day
Special Qualities: Aura, Darkvision 60 ft., Domains: Protection and Travel, Dwarf Traits, Spontaneous Casting
Saves: Fort +7, Ref +4, Will +8; +2 vs poison; +2 vs spells and spell-like abilities
Abilities: Str 12, Dex 10, Con 14, Int 8, Wis 16, Cha 13
Skills: Concentration + 4, Heal +5, Knowledge (religion) +5
Feats: Extra Turning, Lightning Reflexes, Shield Proficiency (Tower)
Challenge Rating: 7
Treasure: *+1 chain shirt, +1 tower shield, +1 heavy mace, brooch of shielding* (73 points remaining), 3 potions of *cure light wounds*, potion of *cure moderate wounds*, potion of *lesser restoration*, 2 potions of *neutralize poison*, 4d6 gp; 3 gems, 50 gp each (one each of bloodstone, red garnet, red spinel)
Alignment: Lawful Good
Advancement: By character class
Spells (CL 7th)

0th – *create water, detect magic, detect poison, guidance, read magic, resistance*
1st – *bane, bless, detect undead, hide from undead, shield of faith; sanctuary*
2nd – *hold person, remove paralysis, sound burst, spiritual weapon; shield other*
3rd – *magic circle against evil, searing light, wind wall; fly*
4th – *neutralize poison; dimension door*

Domains
Protection Domain Granted Power
You can generate a protective ward as a supernatural ability. Grant someone you touch a resistance bonus equal to your cleric level on his or her next saving throw. Activating this power is a standard action. The protective ward is an abjuration effect with a duration of 1 hour that is usable once per day.

Travel Domain Granted Powers
For a total time per day of 1 round per cleric level you possess, you can act normally regardless of magical effects that impede movement as if you were affected by the spell *freedom of movement*. This effect occurs automatically as soon as it applies, lasts until it runs out or is no longer needed, and can operate multiple times per day (up to the total daily limit of rounds).
This granted power is a supernatural ability.

Dwarven Fighter, Caravan Guardian

Size/Type: Medium Humanoid (Fighter 6)
Hit Dice: 6d10+18 (51 hp)
Initiative: +5
Speed: 25 ft. (5 squares)
Armor Class: 20 (+9 armor, +1 Dex), touch 11, flat-footed 19
Base Attack/Grapple: +6/+9
Attack: *+1 Dwarven Urgrosh* +11 melee (1d8+7 slashing OR 1d6+7 piercing/x3) or *+1 heavy flail* +11 melee (1d10+5/19-20/x3) or unarmed strike +9 melee (1d3+3/x2)
Full Attack: *+1 Dwarven Urgrosh* +11/+6 melee (1d8+7 slashing OR 1d6+7 piercing/x3) or *+1 heavy flail* +11/+6 melee (1d10+5/19-20/x3) or unarmed strike +9/+4 melee (1d3+3/x2)
Special Qualities: Darkvision 60 ft., Dwarf Traits, Stonecunning
Saves: Fort +8, Ref +3, Will +3; +2 vs poison; +2 vs spells and spell-like abilities
Abilities: Str 17, Dex 12, Con 16, Int 8, Wis 12, Cha 8
Skills: Climb +2, Jump +6
Feats: Improved Initiative, Improved Unarmed Strike, Weapon Focus (dwarven urgrosh), Weapon Focus (heavy flail), Weapon Specialization (dwarven urgrosh), Weapon Specialization (heavy flail)
Challenge Rating: 6
Treasure: *+1 full plate, +1 dwarven urgrosh, +1 heavy flail, boots of striding and springing*, 4d6 gp; 3 gems, 50gp each (one each of ruby, sapphire, smoky quartz); dwarven urgrosh, heavy flail,
Alignment: Lawful Neutral
Advancement: By character class

These dwarven fighters always use their equipment to guarantee the greatest possible chance to hit an opponent. The dwarven urgrosh is always used as a two-handed single weapon and never as one requiring Two-Weapon Fighting.



Dwarven Ranger, Caravan Guardian

Size/Type: Medium Humanoid (Ranger 7)
Hit Dice: 7d8+14 (50 hp)
Initiative: +3
Speed: 20ft. (4 squares)
Armor Class: 19 (+5 armor, +3 dex, +1 natural), touch 13, flat-footed 16
Base Attack/Grapple: +7/+9
Attack: Rapier +11 melee (1d6+2/18-20) OR *+1 Shortbow* +11 ranged (1d6+1/x3)
Full Attack: Rapier +11/+6 melee (1d6+3/18-20) OR *+1 Shortbow* +11/+6 or +9/+9/+4 or +7/+6 or +9/+5/+4 ranged (1d6+1/x3)
Special Attacks: Combat Style (Rapid shot), Improved Combat Style (Manyshot)
Special Qualities: Animal Companion (Badger), Favored Enemies (Animals, +4; Undead, +2), Spells, Wild Empathy, Woodland Stride
Saves: Fort +7, Ref +8, Will +5; +2 vs poison; +2 vs spells and spell-like abilities
Abilities: Str 14, Dex 16, Con 14, Int 8, Wis 13, Cha 8
Skills: Handle Animal + 6, Knowledge (dungeoneering) +4, Knowledge (nature) +4, Listen +7, Move Silently +9, Ride +11, Search +4, Spot +7, Survival +7
Feats: Animal Affinity, Endurance, Iron Will, Manyshot, Mounted Archery, Rapid Shot, Track, Weapon Finesse
Challenge Rating: 7
Treasure: *amulet of natural armor +1, +1 chain shirt, +1 shortbow*, 2 masterwork rapiers, bead of force, 100 arrows, 4d6 gp; 3 gems, 50 gp each (one each of moonstone, onyx, zircon)
Alignment: Neutral good
Advancement: By character class
Spells Prepared (CL 3rd)
1st – *delay poison, magic fang*

Badger, Animal Companion

Size/Type: Small Animal (Enhanced as a companion)
Hit Dice: 3d8+6 (19 hp)
Initiative: +4
Speed: 30 ft. (6 squares), burrow 10 ft.
Armor Class: 19 (+1 size, +4 Dex, +4 natural), touch 15, flat-footed 15
Base Attack/Grapple: +2/-3
Attack: Claw +7 melee (1d2-1)
Full Attack: 2 claws +7 melee (1d3-1) and bite +2 melee (1d3-1)
Special Attacks: Rage
Special Qualities: Evasion, Link, Low-light vision, Scent, Share Spells
Saves: Fort +5, Ref +6, Will +2
Abilities: Str 9, Dex 18, Con 15, Int 2, Wis 12, Cha 6
Skills: Balance +6, Escape Artist +10, Listen +4, Spot +4
Feats: Agile, Improved Natural Armor, Track, Weapon Finesse
Challenge Rating: ½
Treasure: None
Alignment: Neutral

Badgers attack with their sharp claws and teeth.

Rage (Ex): A badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and -2 to Armor Class. The creature cannot end its rage voluntarily.

Skills: A badger has a +4 racial bonus on Escape Artist checks.

Tricks: Standard tricks; Attack, Come, Defend, Down, Guard, Heel. Bonus tricks; Seek, Track

Dwarven Warrior, Caravan Guardian

Size/Type: Medium Humanoid (War 5)
Hit Dice: 5d8+15 (37 hp)
Initiative: +1
Speed: 15 ft. (3 squares)
Armor Class: 16 (+5 armor, +1 Dex), touch 11, flat-footed 15
Base Attack/Grapple: +5/+8
Attack: Masterwork Greataxe +10 melee (1d12+3/19-20/x2) or Masterwork Guisarme +9 melee (2d4+3/x3) or Masterwork Composite (+3) Shortbow +7 ranged (1d6+3/x3)
Full Attack: Masterwork Greataxe +10 melee (1d12+3/19-20/x2) or Masterwork Guisarme +9 melee (2d4+3/x3) or Masterwork Composite (+3) Shortbow +7 ranged (1d6+3/x3)
Special Qualities: Darkvision 60 ft., Dwarf Traits, Stonecunning
Saves: Fort +7, Ref +2, Will +2; +2 vs poison; +2 vs spells and spell-like abilities
Abilities: Str 17, Dex 12, Con 16, Int 8, Wis 12, Cha 8
Skills: Climb +2, Intimidate +3, Jump +2
Feats: Power Attack, Weapon Focus (Greataxe)
Challenge Rating: 4
Treasure: Masterwork Breastplate, Masterwork Greataxe, Masterwork Guisarme, Masterwork Composite (+3) Shortbow, 30 Arrows, 5d4 gp; 3 gems, 50 gp each (one each of moss agate, blue quartz, freshwater irregular pearl)
Alignment: Lawful Neutral
Advancement: By character class

These dwarven warriors always use their equipment to get some benefit from their reach weapons. If they get the chance, one will stand behind the other and reach over to an enemy.



Earthwyrms

Feature	Immature	Young	Adult
Size/Type	Medium Magical Beast	Large Magical Beast	Huge Magical Beast
Hit Dice	1d10+1 (6 hp)	4d10+12 (34 hp)	7d10+35 (73 hp)
Initiative	+3	+2	+1
Speed	30 ft. (6 squares), burrow 20 ft.	30 ft. (6 squares), burrow 20 ft.	30 ft. (6 squares), burrow 20 ft.
Armor Class	20 (+3 Dex, +7 natural), touch 13, flat-footed 17	20 (-1 size, +2 Dex, +9 natural), touch 11, flat-footed 18	20 (-2 size, +1 Dex, +12 natural), touch 9, flat-footed 20
Base Attack/Grapple	+1/+1	+4/+8	+7/+23
Attack	Bite +1 melee (1d6+1)	Bite +13 melee (2d8+6)	Bite +13 melee (3d8+12)
Full Attack	Bite +1 melee (1d6+1)	Bite +13 melee (2d8+6)	Bite +13 melee (3d8+12)
Space/Reach	5 ft./5 ft.	10 ft./10 ft.	15 ft./15 ft.
Special Attacks	Improved grab, swallow whole	Improved grab, swallow whole	Improved grab, swallow whole
Special Qualities	Blindsight 120 ft., damage reduction 10/piercing, heat, scent, tremorsense 60 ft.	Blindsight 120 ft., damage reduction 10/piercing, heat, scent, tremorsense 60 ft.	Blindsight 120 ft., damage reduction 10/piercing, heat, scent, tremorsense 60 ft.
Saves	Fort +3, Ref +5, Will +1	Fort +7, Ref +6, Will +2	Fort +10, Ref +6, Will +5
Abilities	Str 10, Dex 17, Con 12, Int 3, Wis 12, Cha 5	Str 18, Dex 15, Con 17, Int 3, Wis 12, Cha 5	Str 26, Dex 13, Con 21, Int 5, Wis 12, Cha 10
Skills	Listen +5, Spot +5	Listen +6, Spot +7	Listen +8, Spot +8
Feats	Improved Natural Armor	Improved Natural Armor, Improved Natural Attack,	Improved Natural Armor, Improved Natural Attack, Iron Will
Skills	+4 racial bonus on Listen checks.	+4 racial bonus on Listen checks.	+4 racial bonus on Listen checks.
Challenge Rating	4	6	7
Alignment	Usually neutral	Usually neutral	Usually neutral

Improved Grab (Ex)
To use this ability, an earthwyrm must hit an opponent least one size category smaller than itself with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can attempt to swallow the opponent the following round.

Swallow Whole (Ex)
Immature: When an earthwyrm begins its turn with a grappled opponent in its mouth, it can swallow that opponent with a successful grapple check. Once inside, the opponent takes 1d6+1 points of bludgeoning damage plus 2d10 points of fire damage per round from the earthwyrms superheated hydrostatic skeleton. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 2 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Medium earthwyrm's interior can hold 1 Small, 4 Tiny, 16 Diminutive, or 64 Fine or smaller opponents.

Young: When an earthwyrm begins its turn with a grappled opponent in its mouth, it can swallow that opponent with a successful grapple check. Once inside, the opponent takes 1d10+6 points of bludgeoning damage plus 4d8 points of fire damage per round from the earthwyrms superheated hydrostatic skeleton. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 12 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Large earthwyrm's interior can hold 2 Medium, 4 Small, 16 Tiny, 64 Diminutive, or 256 Fine or smaller opponents.

Adult: When an earthwyrm begins its turn with a grappled opponent in its mouth, it can swallow that opponent with a successful grapple check. Once inside, the opponent takes 2d8+12 points of bludgeoning damage plus 8d6 points of fire damage per round from the earthwyrms superheated hydrostatic skeleton. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 15). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge earthwyrm's interior can hold 2 Large, 4 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine or smaller opponents.

Heat (Ex)
A frightened earthwyrm generates heat so intense that anything touching its body takes fire damage. Creatures striking an earthwyrm with natural attacks or unarmed attacks are subject to this damage, but creatures striking with melee weapons do not take damage from the heat. This heat can melt or char weapons; any weapon that strikes earthwyrm is allowed a Fortitude save to avoid destruction. The save DC is Constitution-based.

	Immature	Young	Adult
Fire damage	2d10	4d8	8d6
Fortitude save	DC 11	DC 15	DC 18

House Gullion



3.5

Coranzan Gullion

Male Drow Bard 2/Ranger 4/Assassin 2/Arcane Archer 2
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 2d6+4d8+2d8+2d6+10 (51 hp)
Initiative: +6
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 22, touch 16, flat-footed 16 (+6 armor, +6 Dex)
Base Attack/Grapple: +8/+8
Attack: *dagger of venom* melee +9 (1d4/19-20x2, free action poison 1/day Fort DC 14) or *shortbow of wounding* ranged +19 (1d6+3/x3 plus 1d6 Constitution)
Full Attack: *dagger of venom* melee +9/+4 (1d4/19-20x2, free action poison 1/day Fort DC 14) or *shortbow of wounding* ranged +19/+14 or +17/+17/+10 (1d6+3/x3 plus 1d6 Constitution)
Special Attacks: Death attack (Fort DC 13), Sneak Attack +1d6
Special Qualities: Animal Companion (viper), Bardic Knowledge, Drow Traits, Spell Resistance 21
Saves: Fort +8, Ref +19, Will +5 (+7 vs spells and spell-like abilities); +2 vs enchantments
Abilities: Str 10, Dex 22, Con 12, Int 12, Wis 12, Cha 16
Skills: Balance +8, Bluff +4, Diplomacy +8, Disguise +7, Escape Artist +7, Gather Information +5, Handle Animal +5, Hide +19, Jump +2, Knowledge (dungeoneering) +6, Listen +14, Move Silently +19, Perform (Sing) +6, Perform (Act) +6, Spot +9, Tumble +7, Use Magic Device +6
Feats: Endurance, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (shortbow)
Challenge Rating: 12
Gear: *+2 mithral shirt, boots of speed, brooch of shielding, dust of disappearance, dagger of venom, efficient quiver, gloves of dexterity +2, greater bracers of archery, shortbow of wounding, hat of disguise*, potion of *glibness*
Alignment: Neutral Evil
Languages: Drow, Drow Sign, Dwarven, Elven, Klavek

Special Abilities
Bardic Music 2/day: Countersong (Su), Inspire Competence +2 (Su), Fascinate (Sp)

Enhance Arrows (Su): All arrows shot by Coranzan gain a +1 enhancement bonus.

Imbue Arrow (Su): Coranzan can place a spell upon an arrow, centering the spell's area where it lands. If an arrow misses, it is wasted, and any spells cast with this ability must be cast in the same round as firing the arrow (included in the act of casting the spell).

Bard Spells Known (CL 3rd; concentration +1)
0th–3/day–*flare, lullaby, mage hand, open/close, resistance*
1st–2/day–*charm person* or *featherfall*
Assassin Spells Prepared (CL 2nd; concentration +1)
1st–*disguise self, true strike*
Ranger Spell Prepared (CL 1st; concentration +1)
1st–*pass without trace*



Gal Gullion

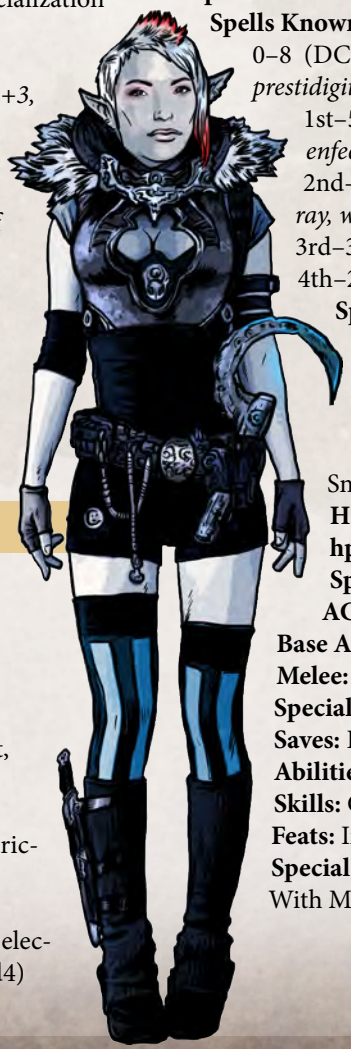
Youngest Son of House Gullion
Male Drow Fighter 6
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 6d10+6 (39 hp)
Initiative: +7
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 21, touch 14, flat-footed 18 (+5 armor, +3 Dex, +1 insight, +2 shield)
Base Attack/Grapple: +6/+8
Attack: *+1 shock greatsword* +10 melee (2d6+6+1d6 electricity /19-20/x2) or *+2 composite* (+2) longbow +12 ranged (1d8+4/x3)
Full Attack: *+1 shock greatsword* +10/+5 melee (2d6+6+1d6 electricity /19-20/x2) or *+2 composite* (+2) longbow +12/+7 ranged (1d8+4/x3)
Special Qualities: Darkvision 120 ft., Drow Traits, Spell Resistance 17
Saves: Fort +6, Ref +5, Will +2 (+4 vs spells and spell-like abilities); +2 vs enchantment
Abilities: Str 15, Dex 16, Con 12, Int 19, Wis 11, Cha 17
Skills: Bluff +5, Climb +5, Craft (weaponsmithing) +6, Diplomacy +14, Handle Animal +6, Intimidate +8, Knowledge (dungeoneering) +7, Knowledge (engineering) +7, Listen +5, Sense Motive +8, Spot +3, Survival +3, Swim +6
Feats: Cleave, Improved Initiative, Persuasive, Power Attack, Skill Focus (Diplomacy), Weapon Focus (greatsword), Weapon Specialization (greatsword)
Challenge Rating: 8
Gear: *+2 everdancing shield, +1 shock greatsword, +1 chain shirt of light fortification, +2 composite* (+2) longbow (30 arrows), Drow House Insignia, *piwafwi of resistance +2*
Alignment: Neutral Evil



Combat
At first, Gal will lead the negotiations. If and when this fails, he will look to cause the maximum possible damage to the seemingly least-protected individual, attempting to kill them. As they fall, Gal will then use cleave to attack the next closest individual, regardless of their armor.

Gyloof

Slave Overseer & Eldest Son of House Gullion with an eye for order in a chaotic house.
Male Drow Monk 2/Fighter 7
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 2d8+7d10+9 (56 hp)
Initiative: +2
Speed: 30 ft. (6 squares) (1 square=5 ft.)
AC: 22, touch 17, flat-footed 19 (+3 armor, +2 Dex, +1 dodge, +1 insight, +2 natural, +3 Wis)
Base Attack/Grapple: +8/+13
Attack: unarmed +16 melee (1d8+9/19-20/x2, magical) or *+2 merciful whip* +15 melee (1d3+1d6+5 nonlethal plus drow poison)
Full Attack: unarmed +14/+14/+9 melee (1d8+9/19-20/x2, magical) or *+2 merciful whip* +15/+10 melee (1d3+1d6+7 nonlethal plus drow poison)
Special Attacks: Flurry of Blows, Stunning Fist 4/day (Fort DC 17)
Special Qualities: Darkvision 120 ft., Drow Traits, Evasion, Light Blindness, Spell Resistance 20, Unarmed Strike
Saves: Fort +9, Ref +7, Will +8 (+10 vs spells and spell-like abilities); +2 vs poison
Abilities: Str 20, Dex 15, Con 12, Int 12, Wis 16, Cha 8
Skills: Climb +10, Hide +7, Intimidate +4, Jump +10, Listen +8, Move Silently +7, Sense Motive +8, Spot +8, Tumble +7
Feats: Cleave, Deflect Arrows, Dodge, Great Cleave, Improved Critical (unarmed strike), Power Attack, Snatch Arrows, Stunning Fist, Weapon Focus (unarmed strike), Weapon Specialization (unarmed strike)
Challenge Rating: 11
Gear: *amulet of natural armor +2, bracers of armor +3, circlet of thoughts, cloak of resistance +2, gloves of mighty fists +2, merciful whip +2, monk's belt* (LE; this particular belt is Lawful Evil and will change a character's alignment to the same over a period of three months)
Alignment: Lawful Evil
Languages: Common, Drow Sign Language, Elven, Undercommon



Maelef

Female Sorcerer 9
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 9d8+9 (40 hp)
Initiative: +5
Speed: 30 ft. (6 squares) (1 square=5 ft.)
AC: 23, touch 16, flat-footed 18 (+5 Dex, +1 Insight, +5 natural, *ring of protection +2*)
Base Attack/Grapple: +4/+3
Attack: *+1 shocking sickle* +10 (1d6-1 plus 1d6 electricity/x2)
Ranged wand of *Melf's acid arrow* +9 (2d4)
Full Attack: *+1 shocking sickle* +10 (1d6-1 plus 1d6 electricity/x2) Ranged wand of *Melf's acid arrow* +9 (2d4)
Special Attacks: Spells
Special Qualities: Darkvision 120 ft., Drow Traits, Empathic Link, Evasion, Light Blindness, Share Spell, Spell Resistance 20, Spells, Unarmed Strike
Saves: Fort +6, Ref +7, Will +6
Abilities: Str 9, Dex 20, Con 14, Int 14, Wis 16, Cha 20
Skills: Bluff +11, Concentration +6, Knowledge (arcana) +11, Sense Motive +6, Spellcraft +11, Spot +6
Feats: Alertness, Combat Expertise, Craft Wand, Weapon Finesse
Challenge Rating: 11
Gear: Drow House Insignia, *ring of protection +2, wand of Eagle's Splendor* (37 charges), wand of *Melf's acid arrow* (40 charges)
Alignment: Lawful Evil
Languages: Common, Drow Sign Language, Elven, Goblin, Undercommon

Combat
Before combat, Maelef will use her wand of eagle's splendor to increase the DC of her spells. If necessary, she will use message to call for assistance.

During combat, she will use her wand of Melf's acid arrow at range. As enemies get closer, she will switch to more impressive combat spells, starting with ice storm to effect as many enemies as possible at once. She is not afraid of melee combat, but she realizes that it is not her strong suit. If things turn against her in combat, she will use web to slow down pursuers and invisibility to hide.

Spells
Spells Known
0–8 (DC15) *detect magic, ghost sound, mage hand, message, prestidigitation, ray of frost, read magic, resistance*
1st–5 (DC16) *alarm, mage armor, magic missile, ray of enfeeblement, shocking grasp*
2nd–4 (DC17) *detect thoughts, invisibility, scorching ray, web*
3rd–3 (DC18) *dispel magic, lightning bolt, suggestion*
4th–2 (DC19) *ice storm, shout*
Spells Per Day
0–6, 1st–6, 2nd–6, 3rd–6, 4th–4

Liante

Small Monstrous Hunting Spider (familiar)
HD: 9
hp: 20
Speed: 30 ft., Climb 20 ft.
AC: 14, touch 14, flat-footed 11 (+1 size, +3 Dex)
Base Atk/Grapple: +0/-6
Melee: Bite +8 (1d4-2 plus poison)
Special Attacks: deliver touh spells, poison, web
Saves: Fort +3, Ref +5, Will +6
Abilities: Str 7, Dex 17, Con 10, Int 10, Wis 10, Cha 2
Skills: Climb +11, Hide +11, Jump +8, Spot +12
Feats: Improved Evasion, Weapon Finesse
Special Abilities: Speak with Animal of Its Kind, Speak With Master, Spot +3

Makinnga

Youngest Daughter of House Gullion, Gatekeeper and Master of the Crypts of House Gullion
Female Drow Cleric 3/Wizard (Necromancer) 3/Mystic Theurge 2
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 3d8+3d4+2d4+16 (42 hp)
Initiative: +0
Speed: 30 ft. 6 squares) (1 square=5 ft.)
Armor Class: 10, touch 10, flat-footed 10
Base Attack/Grapple: +4/+3
Attack: +2 dagger +5 melee (1d4+1 plus special ability/19-20/x2)
Full Attack: +2 dagger +5 melee (1d4+1 plus special ability/19-20/x2)
Special Attacks: Rebuke Undead 7/day
Special Qualities: Darkvision 120 ft., Drow Traits, Spell Resistance 19, Skeletal Minion
Saves: Fort +6, Ref +4, Will +13 (+15 vs spells and spell-like abilities); +2 vs enchantments
Abilities: Str 8, Dex 10, Con 14, Int 18, Wis 18, Cha 10 (18 to Undead)
Skills: Bluff +4, Concentration +13, Diplomacy +7, Knowledge (arcana) +12, Knowledge (history) +6, Knowledge (nobility) +6, Knowledge (religion) +12, Knowledge (the planes) +6, Listen +6, Spellcraft +14, Sense Motive +10
Feats: Greater Spell Focus (necromancy), Scribe Scroll, Spell Focus (necromancy), Spell Penetration
Challenge Rating: 9
Gear: *eyes of doom* (gifted by a CE vampire fighter 13), *mask of the skull* (gifted by a NE vampire rogue 14), *periapt of foul rotting* (gifted by Venthori), *robe of bones*, *scarab of death* (gifted by Ucecarne), *staff of necromancy* (gifted by Cauchemar), *+2 focusing dagger*
Alignment: Neutral Evil
Languages: Abyssal, Celestial, Common, Draconic, Drow, Drow Sign, Infernal, Undercommon

Special Abilities
Undead Apotheosis (Ex): Makinnga is developing some of the qualities of undead creatures and gains a +2 bonus on all saving throws made to resist sleep, stun, paralysis, poison, or disease.

Cleric Spells Prepared (CL 5th; concentration +13)
0th—*cure minor wounds, guidance, light, resistance* (2)
1st—*bane, cause fear* (DC 17), *command, detect undead* (DC 17), *obscuring mist; ray of enfeeblement* (DC 17)
2nd—*calm emotions, desecrate, owl's wisdom, resist energy; false life*
3rd—*deeper darkness, magic circle against good, prayer; animate dead*
Domains: Death, Necromancy
Wizard (Necromancer) Spells Prepared (CL 5th; concentration +13)
0th—*mending, ray of frost, stabilize undead*, touch of fatigue*
1st—*cause fear, chill touch* (2), *shield*
2nd—*ghoul touch, spectral hand, fox's cunning*
3rd—*gaseous form, vampiric touch*
Prohibited Schools conjuration, illusion

Death Domain Granted Power
You may use a death touch once per day. Your death touch is a supernatural ability that produces a death effect. You must succeed on a melee touch attack against a living creature (using the rules for touch spells). When you touch, roll 1d6 per cleric level you possess. If the total at least equals the creature's current hit points, it dies (no save).

Necromancy Domain Granted Power
You cast evil spells at +1 caster level.

Makinnga's Spellbook includes all those listed above and the following: 0th (*arcane mark, detect magic, disrupt undead, flare, mage hand, open/close, read magic*), 1st (*detect secret doors, detect undead, endure elements, hold portal, ray of enfeeblement, shocking grasp, sleep*), 2nd (*blindness/deafness, command undead, false life, resist energy, scare, scorching ray*), 3rd (*gentle repose, halt undead, hold person, protection from energy, ray of exhaustion, shrink item*)

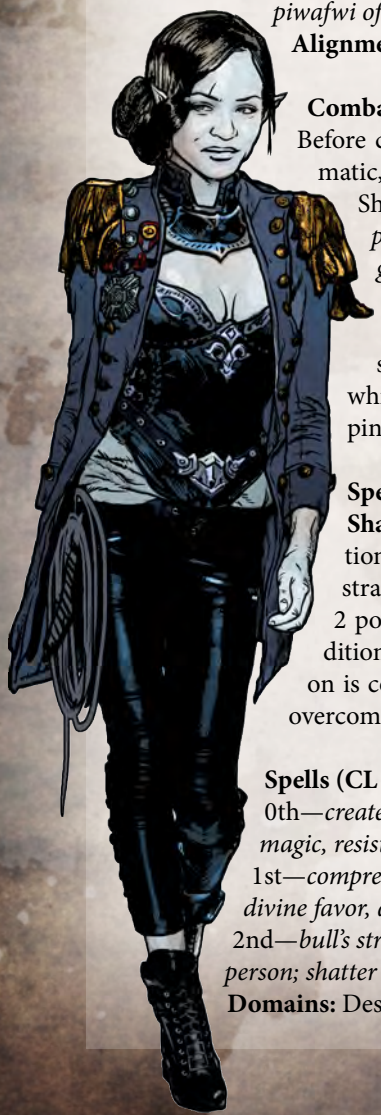


Makinnga's Skeletal Minion

Size/Type: Medium Undead
Hit Dice: 5d12 (33 hp)
Initiative: +6
Speed: 30ft. (6 squares)
Armor Class: 18, touch 12, flat-footed 16 (Dex +4, +2 natural armor, +2 shield)
Base Attack/Grapple: +0/+2
Attack: scimitar +2 melee (1d6+3/18-20/x2) or claw +2 melee (1d4+2)
Full Attack: scimitar +2 melee (1d6+3/18-20/x2) OR 2 claws +2 melee (1d4+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage Reduction 5/bludgeoning, Darkvision, 60 ft., Immunity to cold, Undead Traits
Saves: Fort +0, Ref +1, Will +2
Abilities: Str 14, Dex 14, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Improved Initiative
Challenge Rating: 2
Gear: scimitar, heavy steel shield
Alignment: Neutral Evil
Advancement: —
Level Adjustment: —

Mal Yrr Niss of House Gullion

Female Drow Cleric 4/Fighter 1
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 4d8+1d10+10 (33 hp)
Initiative: +3
Speed: 20 ft. (4 squares) (1 square=5 ft.)
Armor Class: 20, touch 12, flat-footed 19 (+8 armor, +1 Dex, +1 insight)
Base Attack/Grapple: +4/+5
Attack: whip +5 melee (1d3 nonlethal) or *+1 aberration bane heavy flail* +6 (1d10+2/19-20/x2) or longbow +7 ranged (1d8/x3)
Full Attack: whip +5 melee (1d3 nonlethal) or *+1 aberration bane heavy flail* +6 (1d10+2/19-20/x2) or longbow +7 ranged (1d8/x3)
Special Attacks: Smite 1/day (+4 atk/dam single melee attack), Rebuke Undead 6/day
Special Qualities: Darkvision 120 ft., Drow Traits, Spell Resistance 16
Saves: Fort +8, Ref +4, Will +7
Abilities: Str 12, Dex 17, Con 14, Int 10, Wis 16, Cha 16
Skills: Concentration +8, Diplomacy +12, Knowledge (religion) +4, Listen +5, Sense Motive +9
Feats: Combat Casting, Exotic Weapon Proficiency (whip)
Environment: City of Holoth, within House Gullion property
Challenge Rating: 7
Gear: *+1 aberration bane heavy flail*, whip, longbow (25 arrows), 2 potions of *cure light wounds*, potion of *cure moderate wounds*, *piwafwi of resistance +2*, Drow House Insignia
Alignment: Neutral Evil



Combat
Before combat, Mal will attempt to be diplomatic, following Gal's lead on negotiations. She has a few useful spells, such as *comprehend languages*, *detect magic* and *guidance* to help her with negotiations.

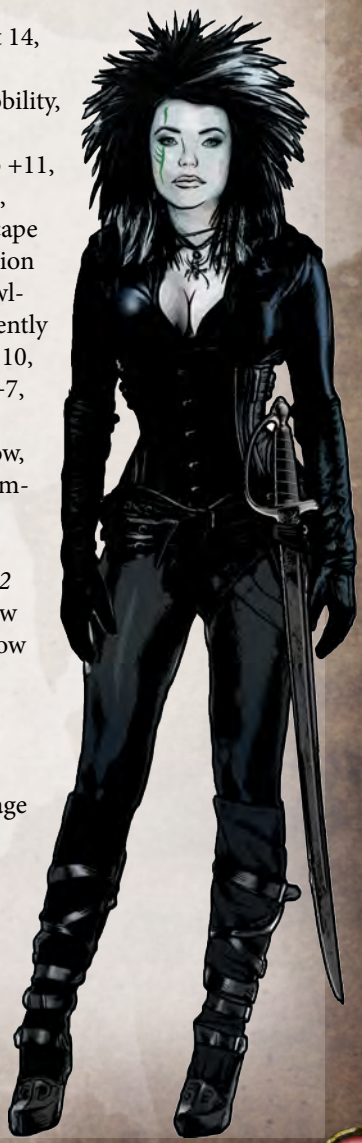
During combat, Mal will use her spells to enhance Gal's fighting prowess while using her flail or whip to try tripping or disarming opponents.

Special Abilities
Shadowy Weapon (Su): As a standard action 6 times per day, wraps weapon with strands of shadow for 4 rounds that cause 2 points of negative energy damage in addition to regular weapon damage (the weapon is considered magical for the purposes of overcoming damage reduction).

Spells (CL 4th; +1 CL for evil spells)
0th—*create water, detect magic, guidance, read magic, resistance*
1st—*comprehend languages, cure light wounds, divine favor, doom, magic weapon, true strike*
2nd—*bull's strength, cure moderate wounds, hold person; shatter*
Domains: Destruction, Evil

Mathorn

Younger Daughter of House Gullion
Female Drow Fighter 1/Rogue 3/Shadowdancer 3
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 1d10+6d6+7 (34 hp)
Initiative: +5
Speed: 30 ft. (6 squares), Climb 20 ft. (4 squares) (1 square=5 ft.)
Armor Class: 22, touch 16, flat-footed 17 (+6 armor, +5 Dex, +1 insight)
Base Atk/Grapple: +5/+8
Attack: *+3 keen frost falchion* +13 melee (2d4+5+1d6 cold/15-20/x2) or *+1 frost dagger* +11 melee (1d4+3+1d6 cold/19-20/x2) or *+2 seeking shock composite* (+3) longbow +12 ranged (1d8+5+1d6 electricity plus poison/x3)
Full Attack: *+3 keen frost falchion* +13 melee (2d4+5+1d6 cold/15-20/x2) or *+1 frost dagger* +11 melee (1d4+3+1d6 cold/19-20/x2) or *+2 seeking shock composite* (+3) longbow +12 ranged (1d8+5+1d6 electricity plus poison/x3)
Special Attacks: Sneak Attack +2d6
Special Qualities: Darkvision 120 ft., Drow Traits, Evasion, Hide in Plain Sight, Light Blindness, Spell Resistance 18, Summon Shadow, Trapfinding, Trap Sense +1, Uncanny Dodge
Saves: Fort +4, Ref +11, Will +2 (+4 vs spells and spell-like abilities); +2 vs enchantment
Abilites: Str 16, Dex 20, Con 13, Int 14, Wis 11, Cha 16
Feats: Combat Reflexes, Dodge, Mobility, Power Attack
Skills: Balance +10, Bluff +5, Climb +11, Decipher Script +4, Diplomacy +10, Disable Device +7, Disguise +5, Escape Artist, Forgery +4, Gather Information +10, Hide +20, Intimidate +7, Knowledge (local) +4, Listen +6, Move Silently +10, Perform (dance) +10, Search +10, Sense Motive +7, Spot +6, Tumble +7,
Alignment: Neutral Evil
Languages: Abyssal, Common, Drow, Drow Sign, Elven, Goblin, Undercommon
Gear: *+3 improved shadow studded leather, +3 keen frost falchion, +2 seeking shock composite* (+3) longbow (30 arrows), *cloak of arachnidia*, Drow House Symbol
Challenge Rating: 8



Special Abilities
Shadow Illusion (Sp): As silent image once a day (CL 7th)

Mol the Shadow, former Maidservant of House Gullion



Size/Type: Medium Undead (Incorporeal)
Hit Dice: 3d12 (19 hp)
Initiative: +2
Speed: Fly 40 ft. (good)
Armor Class: 13, touch, 13, flat-footed 11 (+2 Dex, +1 deflection)
Base Attack/Grapple: +1/-
Attack: incorporeal touch +3 (1d6 Strength damage)
Full Attack: incorporeal touch +3 (1d6 Strength damage)
Space/Reach: 5 ft./5 ft.
Special Attack: Strength Damage (1d6)
Special Qualities: Channel Resistance +4, Darkvision 60 ft., Incorporeal Traits, Undead Traits
Saves: Fort +3, Ref +3, Will +4
Abilities: Str -, Dex 14, Con -, Int 6, Wis 12, Cha 15
Skills: Hide +8, Listen +7, Search +4, Spot +7
Feats: Alertness, Dodge
Challenge Rating: 3
Alignment: Neutral Evil

Special Abilities

Strength Damage (Su): Mol's touch deals 1d6 points of Strength damage to a living creature. This is a negative energy effect. A creature dies if this Strength damage equals or exceeds its actual Strength score.

Maltorya

Middle Daughter of House Gullion CR 10
Ritualistic Oracle. The Eyes and Ears of what can not be Seen or Heard
Female Drow Cleric 7/Loremaster 2
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 7d8+2d4 (36 hp)
Initiative: +2
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 15, touch 12, flat-footed 13(+2 Dex, +3 shield)
Base Attack/Grapple: +6/+6
Attack: *light mace of the planes* +7 (1d6+1) [on Venom: +10 (1d6+4)]
Full Attack: *light mace of the planes* +7 (1d6+1) [on Venom: +10 (1d6+4)]
Special Attacks: Rebuke Undead 5/day
Special Qualities: Darkvision 120 ft., Drow Traits, Light Blindness, Lore (as Bardic Knowledge, +4 modifier), Secret (Instant Mastery: Gather Information), Spell Resistance 20
Saves: Fort +5, Ref +4, Will +12 (+14 vs spells and spell-like abilities); +2 vs enchantment
Abilities: Str 10, Dex 14, Con 10, Int 14, Wis 18, Cha 14
Skills: Concentration +8, Gather Information +6, Knowledge (arcana) +7, Knowledge (history) +12, Knowledge (religion) +15, Knowledge (the planes) +7, Spellcraft +10, Survival +6, Tumble +4
Feats: Empower Spell, Heighten Spell, Maximize Spell, **Skill Focus:** Knowledge (religion)
Challenge Rating: 10
Gear: *+1 animated heavy snake scale shield, bottle of air, crystal ball, light mace of the planes, slippers of spider climbing, strand of prayer beads*
Alignment: Neutral Evil
Languages: Abyssal, Celestial, Common, Draconic, Drow, Drow Sign, Infernal, Terran, Undercommon

Combat

At any given time, Maltorya will have seven skeletons working for her at mundane fetch-and-carry tasks as well as deploying them to protect her in a fight.

Spells (CL 9th; divination spells at +1 CL)

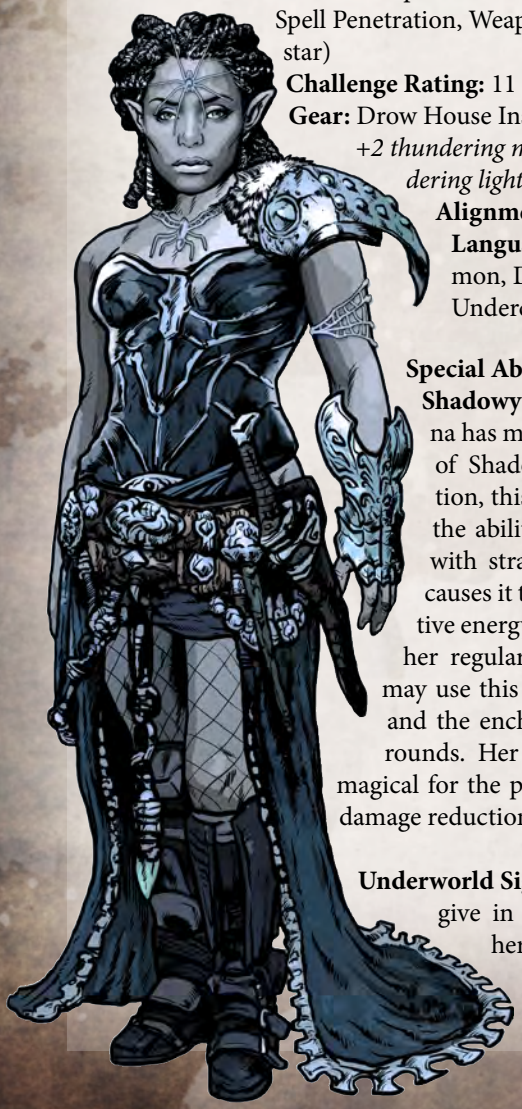
0th—cure minor wounds, detect magic, guidance x2, read magic, resistance
1st—*cause fear, comprehend languages, obscuring mist, sanctuary, summon monster I; longstrider*
2nd—*augury* (2), *desecrate, owl's wisdom, status; detect thoughts*
3rd—*bestow curse, invisibility purge, prayer, speak with dead; clairaudience/clairvoyance*
4th—*divination, planar ally (lesser), poison; dimension door*
5th—*commune, plane shift; true seeing*

Domains: Knowledge, Travel
Travel Domain: For 9 rounds a day, Maltorya can act normally regardless of magical effects that impede movement as if you were affected by the spell *freedom of movement*. This effect occurs automatically as soon as it applies, lasts until it runs out or is no longer needed, and can operate multiple times per day (up to the total daily limit of rounds). This granted power is a supernatural ability.



Maroena, Priestess of Naraneus

Elder Daughter of House Gullion
Female Drow Noble Cleric 9
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 9d8 (40 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 21, touch 13, flat-footed 19 (+8 armor, +2 Dex, +1 insight)
Base Attack/Grapple: +6/+8
Attack: *+2 thundering morningstar* +11 melee (1d8+4/x2+1d8 sonic) or *+1 thundering light crossbow* +9 (1d8+1/19-20/x2+1d8 sonic)
Full Attack: *+2 thundering morningstar* +11/+6 melee (1d8+4/x2+1d8 sonic) or *+1 thundering light crossbow* +9/+4 (1d8+1/19-20/x2+1d8 sonic)
Special Attacks: Rebuke Undead 6/day
Special Qualities: Darkvision 120 ft., Drow Noble Traits, Domains (Drow, Madness), Light Blindness, Spell Resistance 20
Saves: Fort +6, Ref +5, Will +11 (+13 vs spells and spell-like abilities); +2 vs enchantment
Abilities: Str 15, Dex 14, Con 10, Int 14, Wis 20, Cha 17
Skills: Diplomacy +14, Heal, Knowledge (arcana) +10, Knowledge (history) +10, Knowledge (planes) +10, Knowledge (religion) +10, Listen +7, Sense Motive +11, Spellcraft, Spot +7
Feats: Greater Spell Penetration, Rapid Reload, Spell Penetration, Weapon Focus (morningstar)
Challenge Rating: 11
Gear: Drow House Insignia, *+2 elven chain, +2 thundering morningstar, +1 thundering light crossbow* (20 bolts)
Alignment: Chaotic Evil
Languages: Abyssal, Common, Drow, Elven, Goblin, Undercommon



Special Abilities

Shadowy Weapon (Su): Maerona has minor access to the Plane of Shadow. As a standard action, this connection grants her the ability to wrap her weapon with strands of shadow, which causes it to deal 4 points of negative energy damage in addition to her regular weapon damage. She may use this ability 8 times per day and the enchantment persists for 8 rounds. Her weapon is considered magical for the purposes of overcoming damage reduction.

Underworld Sight (Su): Maerona may give in to the shadows inside herself to view the world more clearly. By taking 1d4 points of negative energy damage, she gains her choice of doubling the range of her existing darkvision, gaining low-light vision, gaining *arcane sight* (per the spell), or be able to see *invisibility* (per the spell). These effects can not be *dispelled* and last a number of rounds equal to the amount of negative energy damage taken.

Spells (the DC to resist Maerona's spells is 19+spell level)
0th—*create water, detect magic, guidance, resistance*
1st—*bless, cause fear, cure light wounds, divine favor, entropic shield, magic weapon; lesser magic weapon*
2nd—*cure moderate wounds, darkness, enthrall, hold person, spiritual weapon; touch of idiocy*
3rd—*bestow curse, contagion* (cackle fever), *magic vestment, prayer; glyph of warding*
4th—*chaos hammer, cure critical wounds, unholy blight; confusion*
5th—*dispel good, greater command; slay living*
Domains: Madness, Drow
Madness Domain Granted Power:
Maerona has an Insanity score of 4. For spellcasting (determining bonus spells and DCs), she uses her Wisdom score plus his or her Insanity score in place of Wisdom alone (+9). For all other purposes, such as skills and saves, she uses Wisdom minus Insanity in place of Wisdom (+1).

Once per day, Maerona can see and act with the clarity of true madness. She may use her Insanity score as a positive rather than negative modifier on a single roll involving Wisdom. She must choose to use this power before the roll is made.

Matron Maelora of House Gullion

Matron of House Gullion, Matron Mother of the Drow City of Holoth
Female Drow, Noble Cleric 18
Size/Type: NE Medium Humanoid (Elf/drow)
Hit Dice: 18d8+54 (158 hp)
Initiative: +4
Speed: 30 ft.
Armor Class: 18, touch 12, flat-footed 17 (+6 armor, +1 Dex, +1 insight)
Base Atk/Grapple: +13/+12
Attack: *Kuolema Maelora's Vengeance* +17 (1d4+4/19-20/x2)
Full Attack: *Kuolema Maelora's Vengeance* +17/+12/+7 melee (1d4+4/18-20/x2) and Unarmed Strike +12/+7/+2 (1d3-1/20/x2)
Special Attacks: Poison, Spell-like abilities, Spells
Special Qualities: Aura (Ex), Darkvision 120 ft., Domains (Drow, Trickery [Deception]). Drow Noble Traits, Light Blindness, Spell Resistance 29, Spontaneous Casting, Sudden Shift (8/day), Rebuke Undead 8/day
Saves: Fort +14, Ref +10, Will +1
Abilities: Str 9, Dex 18, Con 16, Int 20, Wis 21, Cha 21
Skills: Appraise +12, Balance +5, *Bluff +22, *Disguise +16, *Diplomacy +19, *Heal +13, *Hide +12, Intimidate +10, Listen +11, *Move Silently +12, Sense Motive +9, *Spellcraft +22, Spot+11, Tumble +5
Feats: Bouncing Spell, Craft Rod, Craft Wand, Dazing Spell, Disruptive Spell, Empower Spell, Enlarge Spell, Eschew Materials, Extend Spell

Challenge Rating: 19
Languages: Abyssal, Aklo, Aquan, Celestial, Common, Draconic, Drow Sign, Elven, Gnome, Goblin, Infernal, Klavekian, Undercommon, Vikmordere
Combat Gear: *Varjelu - Maelora's Infernal Robes, Kuolema - Maelora's Infernal Vengeance*; Other Gear *bag of holding (type III, empty), boots of speed, dimensional shackles, ring of invisibility*, potion of *fly*, 3 potions of *cure serious wounds*, House Gullion Insignia
Spell-Like Abilities
At Will—*dancing lights, deeper darkness, detect magic, faerie fire, featherfall, levitate*
1/day—d*ivine favor, dispel magic, suggestion*
18 rounds/day—*master's illusion* (as veil, DC 24)
Cleric Spells Prepared (CL 18th, +12 melee touch, +17 ranged touch)
9th—*energy drain, mass harm; time stop*
8th—*mass cure critical wounds, symbol of death, symbol of insanity; shadow raising*
7th—*blasphemy, greater scrying, symbol of weakness; shadow shackles*
6th—*greater glyph of warding, summon monster VI, symbol of persuasion, word of recall; dancing shade*
5th—*commune, mass cure light wounds, slay living, spell resistance; umbral step*
4th—*cure critical wounds, divination, freedom of movement, inflict critical wounds, spell immunity; form of shadow*
3rd—*blood biography, dispel magic, invisibility purge, locate object, obscure object; loom large*
2nd—*cure moderate wounds, desecrate, enthrall, desecrate, hold person; shadowcast*
1st—*bless, cause fear, comprehend languages, cure light wounds, detect good, protection from good; floating mote*
0th—*cure minor wounds, detect poison, read magic* (x2)



Special Abilities
Light Blindness (Ex): Maelora is blinded for 1 round when exposed to bright light, and is dazzled for as long as she remains in it.

Shadowy Weapon (Su): As a standard action 8 times per day, Maelora can wrap her weapons with strands of shadow for 18 rounds, that deal 9 points of negative energy damage in addition to regular weapon damage (her weapons are considered magical for the purposes of overcoming damage reduction).

Underworld Sight (Su): By taking 1d4 points of negative energy damage, Maelora gains her choice of doubling the range of her existing darkvision, gain *arcane sight* (per the spell) as a spell-like ability, or be able to see *invisibility* (per the spell) as a spell-like ability. These effects can not be *dispelled* and last a number of rounds equal to the amount of negative energy damage taken.

Sudden Shift (Sp): In the blink of an eye, Maelora can appear somewhere else. As an immediate action, after she is missed by a melee attack, she can teleport up to 10 feet to a space that she can see. This space must be inside the reach of the creature that attacked her. Maelora can use this power 8 times a day..

Matron Maelora's two signature pieces of equipment, her robes and mace, are potent (major) artifacts in their own right.

Kuolema - Maelora's Infernal Vengeance
Slot handheld; **Weight** 1/2 lb
DESCRIPTION
Kulema is a *+5 keen unholy ghost touch dwarf-bane dagger* that smolders with evil and malicious intent. The curve of its skin-wrapped handle continues along the wicked, sharp blade, ending in a deft point that glints in the darkness.
DESTRUCTION
Dissipates for 500 years when used to slay the the holiest dwarf in existence, when they freely give themselves over to death as a sacrifice.

Varjelu - Maelora's Infernal Robes
Slot body; **Weight** 1/2 lb.
DESCRIPTION
Varjelu acts as *Bracers of Armor +6* and *Robe of Stars*, but grants access only to the demiplane of Venom. Any non-female non-drow wearing it treats it as a *Robe of Vermin*. The thin black robes are hemmed by gold trim and billow away from the wearer, their underside a thick cast of green, poisonous waves.
DESTRUCTION
Washed in the tears of 1,000 corrupted paladins who realize all they have lost and regret that they will never regain any of it.

Sor, Middle Son of House Gullion

Size/Type: Medium Drow (Elf/drow) Ranger 7
Hit Dice: 7d8+7 (42 hp)
Initiative: +5
Speed: 30 ft
Armor Class: 21, touch 16, flat-footed 16, (+5 armor, +5 Dex, +1 insight)
Base Atk/Grapple: +7/+9
Attack: *+1 flaming scimitar* +11 melee (1d6+1+1d6 fire/18-20/x2) and shortsword +9 melee (1d6+1/19-20/x2) or whip +12 melee (1d3/x2/nonlethal/used on animals for training) or +12/+7 hand crossbow ranged (1d4 plus poison/19-20/x2)
Full Attack: *+1 flaming scimitar* +11/+6 melee (1d6+1+1d6 fire/18-20/x2) and shortsword +9/+4 melee (1d6+1/19-20/x2) or whip +12/+7 melee (1d3/x2/nonlethal/used on animals for training) or +12/+7 hand crossbow ranged (1d4 plus poison/19-20/x2)
Special Qualities: Animal Companion (Elon), Darkvision 120 ft., Drow Traits, Favored Enemy (animals) +4, Favored Enemy (aberrations) +2, Spell Resistance 18, Woodland Stride
Saves: Fort +6, Ref +10, Will +6 (+8 vs spells and spell-like abilities); +2 vs enchantments
Abilties: Str 14, Dex 20, Con 12, Int 14, Wis 18, Cha 16
Skills: Climb +7, Handle Animal +16, Heal +7, Hide +6, Jump +3, Knowledge (dungeoneering) +11, Knowledge (geography) +11, Knowledge (nature) +11, Listen +10, Move Silently +6, Ride +7, Search +7, Spot +10, Survival +7, Swim +7, Use Rope +10
Feats: Animal Affinity, Endurance, Improved Two-Weapon Fighting*, Skill Focus (Handle Animal), Two-Weapon Fighting*, Weapon Finesse *Combat Style Bonus Feat
Challenge Rating: 9
Alignment: Neutral Evil
Languages: Common, Elven, Gnome, Goblin, Undercommon
Gear: *+1 flaming scimitar*, hand crossbow, shortsword, *+2 improved slick studded leather armor*, whip, *wand of eagle's splendor* (32 charges), *wand of summon monster III* (45 charges)

Spells Prepared (CL 3rd; concentration +1)
1st – (DC 15) *calm animals, speak with animals*

Sor uses venom that he milks from Elon's venom glands.
Black Widow Venom—injury; *save* Fort DC 17; *frequency* 1/round for 6 rounds; *effect* 1d3 Con damage and staggered; *cure* 2 saves. Save DC is Con-based with a +2 racial bonus



Elon

Awakened Giant Black Widow Spider
Size/Type: Large Vermin (Magical beast, Augmented Animal)
Hit Dice: 7d8+15 (46 hp)
Initiative: +2
Speed: 60 ft., climb 60 ft.
Special Attacks: web (+4 ranged, DC 19, 5 hp)
Armor Class: 16, touch 12, flat-footed 14 (+2 Dex, +1 dodge +4 natural, –1 size)
Base Atk/Grapple: +3/+11
Attack: bite +6 (1d8+6 plus poison)
Full Attack: bite +6 (1d8+6 plus poison)
Space: 10 ft.; **Reach:** 5 ft.
Special Attacks: -
Special Qualities: Awakened, Darkvision 60 ft., Permanently hasted, Strong Webs, Tremorsense 60 ft.
Saves: Fort +7, Ref +4, Will +1
Abilities: Str 19, Dex 15, Con 16, Int 9, Wis 10, Cha 4
Skills: Climb* +20, Hide +4 (+6 webs), Listen +4, Move Silently +4 (+6 webs), Spot +4; Racial Modifiers +8 Climb, +4 Hide (+8 webs), +4 Listen, +4 Move Silently (+8 webs), +4 Spot
Challenge Rating: 4
Alignment: Neutral
Languages: Undercommon

Special Abilities
Poison (Ex): Bite—injury; *save* Fort DC 17; *frequency* 1/round for 6 rounds; *effect* 1d3 Con and staggered; *cure* 2 saves.

Strong Webs (Ex): Elon's webs gain a +4 bonus to the DC to break or escape.

Fungal Ankheg

Size/Type: Large plant (magical beast)
Hit Dice: 3d8+12 (24 hp)
Initiative: +0
Speed: 20 ft., burrow 10 ft.
Armor Class: 13 (-1 dex, +5 natural, –1 size), touch 8, flat-footed 14
Base Attack/Grapple: +3/+7
Attack: +5 bite melee (2d6+4 plus 1d4 acid plus grab)
Full Attack: +5 bite melee (2d6+4 plus 1d4 acid plus grab)
Space/Reach: 10 ft./5 ft.
Special Attack: poison spore cloud, spit acid
Special Qualities: create spawn, darkvision 60 ft., fungal metabolism, low-light vision, plant traits, poisonous blood, rejuvenation
Saves: Fort +6, Ref +2, Will +2
Abilities: Str 16, Dex 8, Con 17, Int 1, Wis 13, Cha 6
Skills: Climb +9, Listen +7, Spot +7
Feats: Toughness
Environment: temperate or warm plains
Organization: solitary, pair, nest (3–6), or circle (5-30)
Challenge Rating: 5
Alignment: Neutral
Treasure: incidental

Special Abilities
Spit Acid (Ex): Once every 6 hours, an ankheg can spit a 30-foot line of acid. Creatures struck by this acid take 4d4 points of acid damage (**Reflex DC 14** halves). Once an ankheg uses this attack, it must wait 6 hours before using it again. Additionally, during this time period, its bite attack does not inflict any additional acid damage. As a result, an ankheg does not use this ability unless it is desperate or frustrated, most often spitting acid when reduced to fewer than half its full normal hit points or when it cannot not successfully grab an opponent. The save DC is Constitution-based.

Create Spawn (Ex): The body of a creature killed by Constitution damage from a fungal creature's spore cloud is slowly transformed into a fungal creature. This transformation takes at least 1 full day, but particularly dry conditions can extend the process for up to a week (GM's discretion). Once fully converted, the corpse cannot be *raised from the dead*, but it can still be *resurrected* or *reincarnated*. The application of a *plant growth* spell halves the transformation time, and the application of a *diminish plants* spell doubles it. A *blight* spell destroys the fungal spores and prevents transformation of the corpse. Spells that remove disease are ineffective against the spores.

The fungal creature lacks the class levels and memories of the creature from which it gained its form. If the base creature has 1 or fewer racial HD and is normally presented as classed (as with most humanoids), use a 1st-level warrior version of it as the base creature. The fungal creature awakens as a free-willed being knowing all it needs to know (including language) in order to use its abilities and survive. Although it bears no allegiance to the fungal creature that created it, the new fungal creature immediately recognizes other fungal creatures as its own kind.

Poison Spore Cloud (Ex): Once per day, a fungal creature can release a choking yellow cloud of spores in a 15-foot-radius spread. The spore cloud lingers visibly in the air for 10 rounds, but it dissipates normally on the wind. This cloud functions as an inhaled poison.

Any creature that does not hold its breath before the fungal creature activates this ability is assumed to inhale the spores. Each breathing creature in the cloud must succeed on a **Fortitude save** (DC 10 + 1/2 fungal creature HD + fungal creature's Con modifier) or take 1d2 points of Constitution damage and be fatigued for 1 minute. Thereafter, the creature must succeed on a second save (whether or not it succeeded on the first) or take 1d2 points of Constitution damage and become fatigued (or exhausted if already fatigued).

A creature that continues to inhale the spores continues to make **Fortitude saves** against their effects. Multiple spore clouds from multiple fungal creatures require multiple saves from any creature in an area where the clouds overlap. Creatures that are immune to poisons are immune to the fungal creature's poison spore cloud.

Poisonous Blood (Ex): A fungal creature's blood and flesh function as ingested poisons. Any creature that makes a bite attack against a fungal creature, swallows one whole, or otherwise ingests part of one must succeed on a **Fortitude save** (DC 10 + 1/2 fungal creature HD + fungal creature's Con modifier) or take 1 point of Strength damage and 1 point of Dexterity damage. One minute later, the creature must make a second save at the same DC or be nauseated for 1 minute and take 1d6 points of Strength damage and 1d6 points of Dexterity damage.

A fungal creature can drain its own blood to procure an ingested poison that affects creatures as described above. Unfortunately, its blood has a distinctive and largely unwelcome smell and taste, so most intelligent creatures would not eat food tainted with it unless the taste were thoroughly disguised (a **DC 15 Profession [cook] check**). The fungal creature must deal at least 1 point of damage to itself to get a full dose of poison, and the drawn blood (or amputated flesh) retains its poisonous nature for just 1 day unless additional living fungal blood is mixed into it.

Fungal Metabolism (Ex): Fungal creatures do not breathe, nor do they need to eat or sleep in the typical manner. They gain all the sustenance they require from contact with moist natural earth, but they require rejuvenation (see Rejuvenation) as often and for as long as humans need sleep.

Rejuvenation (Ex): So long as it is in contact with moist natural earth, a resting fungal creature regains hit points as though it were experiencing complete bed rest and long term care (3 hit points per character level for each day of rest). The fungal creature can engage in light activity during rejuvenation, but any strenuous activity (fighting, running, casting a spell, and so on) prevents it from regaining hit points for that day. Complete bed rest does not increase the amount of healing a fungal creature gains from rejuvenation.

General Azrae Zavare

Female Drow Paladin of Tyranny 14
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 14d10+14 (91 hp)
Initiative: +4
Speed: 30 ft. (6 squares)
Armor Class: 22 (+6 armor, +4 Dex, +2 shield), touch 14, flat-footed 18
Base Attack/Grapple: +14/+14
Attack: *+2 rapier* +21 melee (1d6+2/15-20) or *+1 spiked chain* +19 melee (2d4+1 plus 1d6 [non-lethal option]/ 19-20) or *+2 hand crossbow* +20 ranged (1d4+2/19-20 plus poison)
Full Attack: *+2 rapier* +21/+16/+11 melee (1d6+2/15–20) OR *+1 spiked chain* +19/+14/+9 melee (2d4+1 plus 1d6 [non-lethal option]/ 19-20) OR *+2 hand crossbow* +20/+15/+10 (1d4+2/19-20 plus poison)
Special Attacks: Cause disease 3/week, deadly touch (DC 21), smite good 3/day, spells
Special Qualities: Aura of despair, aura of evil, darkvision 120 ft., detect good, divine grace, divine health, drow traits, rebuke undead, special mount, SR 25
Saves: Fort +14, Ref +12, Will +11 (+13 vs. spells and spell-like abilities); +2 vs enchantment
Abilities: Str 10, Dex 18, Con 12, Int 10, Wis 16, Cha 18
Skills: Diplomacy +13, Knowledge (nobility and royalty) +5, Knowledge (religion) +3, Listen +6, Ride +11, Search +6, Sense Motive +10, Spot +6
Feats: Exotic Weapon Proficiency, Improved Critical (rapier), Improved Critical (chain), Weapon Finesse, Weapon Focus (rapier)
Organization: Solitary
Challenge Rating: 15
Gear: *+2 infernal mithral chain shirt of speed* (cursed item if wearer non-evil, acts as *-2 mithral chain shirt of slow*), *+1 infernal mithral buckler of invulnerability* (cursed item if wearer non-evil, acts *-1 mithral buckler of vulnerability*), *+2 drow rapier of puncturing, +2 drow hand crossbow of seeking, +1 drow merciful spiked chain. wand of cure light wounds* (CL 9, 25 charges), winged boots
Alignment: Lawful evil
Languages: Common, Elven and Undercommon
Spells Known (CL 7th)
4th—*inflict critical wounds* (DC 17)
3rd—*bestow curse* (DC 16), *deeper darkness*
2nd—*eagle's splendor, undetectable*
1st—*bane* (DC 14), *death knell* (DC 14), *resistance from chaos*

Golem, Battlegrave Flesh

Size/Type: Large Construct
Hit Dice: 9d10+30 (79 hp)
Initiative: -3
Speed: 0 ft. (0 squares)
Armor Class: 16 (-1 size, -3 Dex, +10 natural), touch 6, flat-footed 16
Base Attack/Grapple: +6/+14
Attack: Slam +9 melee (2d8+4)
Full Attack: 2 slams +9 melee (2d8+4)
Space/Reach: 10 ft./10 ft.
Special Attacks: Berserk
Special Qualities: Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic, low-light vision
Saves: Fort +3, Ref +0, Will +3
Abilities: Str 18, Dex 5, Con 0, Int 0, Wis 11, Cha 1
Challenge Rating: 6
Alignment: Always neutral

Special Abilities
Berserk (Ex): When a battlegrave flesh golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, wildly swinging at anything in its range, striking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then flailing madly to spread more destruction. It takes 1 minute of inactivity by the golem to reset the golem's berserk chance to 0%.

Immunity to Magic (Ex): A battlegrave flesh golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold or fire damage slows a flesh golem (as the *slow* spell) for 2d6 rounds, with no saving throw.

A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a flesh golem hit by a *lightning bolt* heals 3 points of damage if the attack would have dealt 11 points of damage. A battlegrave flesh golem gets no saving throw against attacks that deal electricity damage.

Golem, Book

Size/Type: Large Construct
Hit Dice: 9d10+30 (79 hp)
Initiative: -1
Speed: 30 ft. (6 squares)
Armor Class: 18 (-1 size, -1 Dex, +10 natural), touch 8, flat-footed 18
Base Attack/Grapple: +6/+15
Attack: Slam +10 melee (2d8+5)
Full Attack: 2 slams +10 melee (2d8+5)
Space/Reach: 10 ft./10 ft.
Special Qualities: Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic, low-light vision
Saves: Fort +3, Ref +2, Will +3
Abilities: Str 21, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills: —
Feats: —
Environment: Any
Organization: Solitary
Challenge Rating: 7
Treasure: Incidental
Alignment: Always neutral
Advancement: 10-18 HD (Large); 19-27 HD (Huge)
Level Adjustment: —

Golems are magically created automatons of great power. Constructing one involves the employment of mighty magic and elemental forces.

The animating force for a golem is a spirit from the Elemental Plane of Earth. The process of creating the golem binds the unwilling spirit to the artificial body and subjects it to the will of the golem's creator.

Combat
Golems are tenacious in combat and prodigiously strong as well. Being mindless, they do nothing without orders from their creators. They follow instructions explicitly and are incapable of any strategy or tactics. They are emotionless in combat and cannot be provoked.

A golem's creator can command it if the golem is within 60 feet and can see and hear its creator. If uncommanded, a golem usually follows its last instruction to the best of its ability, though if attacked it returns the attack. The creator can give the golem a simple command to govern its actions in his or her absence. The golem's creator can order the golem to obey the commands of another person (who might in turn place the golem under someone else's control, and so on), but the golem's creator can always resume control over his creation by commanding the golem to obey him alone.

Immunity to Magic (Ex): A book golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold damage slows a book golem (as the *slow* spell) for 2d6 rounds (no save).

A magical attack that deals fire damage does double damage to a book golem (as per a critical hit).

A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. A book golem gets no saving throw against attacks that deal electricity damage.



Golem, Mosaic Tile

Size/Type: Large Construct
Hit Dice: 14d10+30 (107 hp)
Initiative: -1
Speed: 20 ft. (4 squares)
Armor Class: 26 (-1 size, -1 Dex, +18 natural), touch 8, flat-footed 26
Base Attack/Grapple: +10/+23
Attack: Slam +18 melee (2d10+9) (equal to ¼ the total limbs the golem has, with a minimum of 2)
Full Attack: Slams +18 melee (2d10+9) (equal to ¼ the total limbs the golem has, with a minimum of 2)
Space/Reach: 10 ft./10 ft.
Special Attacks: Awesome Blow
Special Qualities: Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to magic, low-light vision
Saves: Fort +4, Ref +3, Will +4
Abilities: Str 29, Dex 9, Con 0, Int 0—, Wis 11, Cha 1
Skills: —
Feats: Power Attack, Improved Bull Rush, Awesome Blow
Environment: Any
Organization: Solitary
Challenge Rating: 11
Treasure: None
Alignment: Always neutral
Advancement: 15-21 HD (Large); 22-42 (Huge)
Level Adjustment: —

This golem's body is made from various tile, of such material as stone, ceramic, glass or bone. A mosaic tile golem is 10 feet tall and weighs around 800 pounds. Its body is frequently stylized to suit its creator. For example, it might look like a demonic spider, gaining extra attacks from a multitude of limbs, or a large canine using its "mouth" to accomplish its slam attacks.

Combat
Mosaic tile golems are formidable opponents, being physically powerful and difficult to harm.

Special Abilities
Awesome Blow (Ex): As a standard action, the creature may choose to subtract 4 from its melee attack roll and deliver an awesome blow. If the creature hits a corporeal opponent smaller than itself with an awesome blow, its opponent must succeed on a Reflex save (DC = damage dealt) or be knocked flying 10 feet in a direction of the attacking creature's choice and fall prone. The attacking creature can only push the opponent in a straight line, and the opponent can't move closer to the attacking creature than the square it started in. If an obstacle prevents the completion of the opponent's move, the opponent and the obstacle each take 1d6 points of damage, and the opponent stops in the space adjacent to the obstacle.

Camouflage (Ex): Since a mosaic tile golem looks like part of the flat surface upon which it rests, it takes a **DC 20 Spot** check to notice it before it attacks. Dwarves can use stonecunning instead of Spot to notice the golem.

Immunity to Magic (Ex): A mosaic tile golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transmute rock to mud* spell slows a mosaic tile golem (as the *slow* spell) for 2d6 rounds, with no saving throw, while *transmute mud to rock* heals all of its lost hit points.

A *stone to flesh* spell does not actually change the golem's structure but negates its damage reduction and immunity to magic for 1 full round.

CONSTRUCTION
A mosaic tile golem's body is crafted from a variety of different source tiles, usually utilizing local materials to aid the golem later in blending into surface areas. The tiles must be of exceptional quality, and costs 5,000 gp. Assembling the body requires a **DC 17 Craft (sculpting) check** or a **DC 17 Craft (stonemasonry) check**.

CL 14th; Craft Construct, *antimagic field, geas/quest, slow, symbol of stunning*, caster must be at least 14th level; Price 90,000 gp; Cost 50,000 gp + 3,400 XP.



Golem, Mushroom

Size/Type: Large Construct
Hit Dice: 12d10+30 (96 hp)
Initiative: -1
Speed: 30 ft., (6 squares)
Armour Class: 22 (-1 size, -1 Dex, +14 natural), touch 8, flat-footed 22
Base Attack/ Grapple: +9/+19
Attack: Slam +14 (2d8+6 plus poison)
Full Attack: 2 slams +14 (2d8+6 plus poison)
Space/Reach: 10 ft./10 ft.
Special Attacks: Breath weapon spores, flora wound
Special Qualities: Construct traits, damage reduction 5/slashing, darkvision 60 ft., immunity to magic, low-light vision
Saves: Fort +4, Ref +3, Will +4
Abilities: Str 23, Dex 9, Con 0, Int 0, Wis 11, Cha 1 (16 to plants)
Skills: -
Feats: -
Environment: Temperate forests, Underground
Organization: Solitary or gang (2-4)
Challenge Rating: 10
Treasure: None
Alignment: Always neutral
Advancement: 13-20 HD (Large); 21-36 HD (Huge)
Level Adjustment: -
Languages: Swaying movement which can convey level of danger to plants
Possessions: None

This golem has a vaguely humanoid body made from a single enormous Green-spored Parasol mushroom. A mushroom golem wears no clothing of any kind. It has no possessions and no weapons, relying on its own abilities. It stands about 15 feet tall and is about 12 feet wide at the shoulders, with the rest of the body between 4 and 5 feet wide for most of the trunk, widening to 10 feet at the base. It has two arms about 10 feet long and 2 legs between 7 and 8 feet long. It weighs around 2,000 pounds.

A mushroom golem cannot speak or make any vocal noise, but can convey levels of danger to plants through a series of swaying gestures. It walks and moves with a flowing, steady gait, as if a breeze constantly blows about it, rarely utilizing its maximum speed unless threatened.



Combat

Breath Weapon Spores (Su): 10-foot cube, concentrated cloud of spores lasting 1 round, free action once every 1d4+1 rounds; initial damage 1d4 Con, secondary damage 2d4 Cha, Fortitude DC 19 negates. The save DC is Constitution-based. Anyone who fails the roll at either stage is covered with small mushrooms.

Flora Wound (Ex): The damage a mushroom golem deals takes 4 times longer to heal naturally and resists healing spells. A character attempting to cast a conjuration (*healing*) spell on a creature damaged by a mushroom golem must succeed on a DC 26 caster level check, or the spell has no effect on the injured character. Any natural healing looks and feels like mushroom fiber. For every 10 hit points which heal this way, a PC's Charisma reduces by 2 and natural armor increases by 1. Successful magical healing restores the PC to a normal state, including returning Charisma to normal and removing the natural armor.

Immunity to Magic (Ex): A mushroom golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transport via plants* spell drives the golem back up to 120 feet and deals 3d8 points of damage to it.

A *control plants* spell slows the golem (as the *slow* spell) for 1d6 rounds and deals 1d12 points of damage.

A *finger of death* spell cast directly at a mushroom golem stops it from moving on its next turn and deals 5d8 points of damage. The golem gets no saving throw against any of these effects.

Any magical attack against a mushroom golem that deals electrical damage heals 1 point of damage for every 3 points of damage it would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a mushroom golem hit by the breath weapon of a behir heals 7 points of damage if the attack would have dealt 22 points of damage. A mushroom golem gets no saving throw against magical attacks that deal electrical damage.

CONSTRUCTION

A mushroom golem's body is carved from a single Green-spored Parasol mushroom, one treated with rare plant food and nutrients of blood and bones from aquatic types costing 2,000 gp, weighing at least 1,000 pounds. The mushroom

must be of exceptional quality. Carving the body requires a **DC 15 Craft (sculpting) check** or a **DC 15 Profession (fungiculturalist) check**.

CL 14th; Craft Construct, *animate plants, geas/quest, limited wish, ironfiber*, caster must be at least 14th level; **Price** 20,000 gp; **Cost** 12,000gp 720 XP

Giant Green-spored Parasol Mushroom—*poison type* poison, inhaled; *save* Fortitude DC 19; *initial* 1d4 Con, *secondary* 2d4 Cha; *cure* 1 save initial, 1 save secondary

Grick

Feature	Standard	Mature	Advanced
Size/Type	Medium Aberration	Medium Aberration	Large Aberration
Hit Dice	2d8 (9 hp)	4d8+4 (22 hp)	6d8+18 (45 hp)
Initiative	+2	+2	+1
Speed	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares), climb 20 ft.
Armor Class	16 (+2 Dex, +4 natural), touch 12, flat-footed 14	16 (+2 Dex, +4 natural), touch 12, flat-footed 14	16 (+1 Dex, +6 natural, -1 size), touch 10, flat-footed 15
Base Attack/Grapple	+1/+3	+3/+5	+4/+14
Attack	Tentacle +3 melee (1d4+2)	Tentacle +5 melee (1d4+2)	Tentacle +9 melee (1d4+6)
Full Attack	4 tentacles +3 melee (1d4+2); bite -2 melee (1d3+1)	4 tentacles +5 melee (1d4+2); bite +3 melee (1d3+1)	4 tentacles +9 melee (1d8+6); bite +7 melee (1d4+3)
Space/Reach	5 ft./5 ft.	5 ft./5 ft.	10 ft./10 ft.
Special Attacks	-	-	-
Special Qualities	Damage reduction 10/magic, darkvision 60 ft., scent	Damage reduction 10/magic, darkvision 60 ft., scent	Damage reduction 10/magic, darkvision 60 ft., scent
Saves	Fort +0, Ref +2, Will +5	Fort +2, Ref +3, Will +6	Fort +5, Ref +3, Will +7
Abilities	Str 14, Dex 14, Con 11, Int 3, Wis 14, Cha 5	Str 14, Dex 14, Con 12, Int 3, Wis 14, Cha 5	Str 22, Dex 12, Con 16, Int 3, Wis 14, Cha 5
Skills	Climb +10, Hide +3*, Listen +6, Spot +6	Climb +10, Hide +5*, Listen +6, Spot +6	Climb +14, Hide +3*, Listen +6, Spot +6
Feats	Alertness, Track[B]	Alertness, Multiattack, Track[B]	Alertness, Improved Natural Attack (tentacle), Multiattack, Track[B]
Challenge Rating	3	3	5
Alignment	Usually neutral	Usually neutral	Usually neutral

Skills: A grick has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened. *Their coloration affords gricks a +8 racial bonus on Hide checks when in natural rocky areas.

Flumphs, Guardian Charioteer

Size/Type: Small Aberration
Hit Dice: 4d8+8 (26 hp)
Initiative: +5
Speed: 5 ft. (1 squares), fly 20 ft. (perfect)
Armor Class: 20, touch 16, flat-footed 15, (+5 Dex, +4 natural, +1 size)
Base Attack/Grapple: +3/+1
Attack: sting +9 melee (1d4+2 plus acid injection)
Full Attack: sting +9 melee (1d4+2 plus acid injection)
Space/Reach: 5 ft./5 ft.
Special Attacks: Acid injection, stench spray
Special Qualities: Darkvision 60 ft., low-light vision
Saves: Fort +3, Ref +6, Will +6
Abilities: Str 14, Dex 20, Con 15, Int 10, Wis 14, Cha 10
Skills: Diplomacy +2, Hide +11, Listen +7, Move Silently +7, Sense Motive +4, Spot +7
Feats: Alertness, Weapon Finesse
Challenge Rating: 2
Alignment: Lawful Good

Special Abilites
Acid Injection (Ex): When a flumph strikes an opponent with its spikes, it injects a burning, irritating acid that deals 1d4 points of damage immediately and another 1d4 points on the round after the attack. The target can end the acid's effects by submerging the wound in water for a round or by being treated with a **DC 15 Heal check**. A creature grappling or swallowing the flumph takes this acid damage automatically every round it maintains this contact.

Stench Spray (Ex): A flumph can spray a 20-foot line of foul-smelling liquid once every 1d4 rounds. This spray functions like the stench universal monster ability, except it only affects creatures struck by the spray, which must make a **DC 14 Fortitude save** or be sickened for 5 rounds. The save DC is Constitution-based.

Alternatively, the flumph can concentrate the spray on a single target within 5 feet — if the target fails its saving throw, it is nauseated for 5 rounds; otherwise, it is sickened for 1 minute. The odor from this spray lingers in the area and on all creatures struck for 1d4 hours, and can be detected at a range of 100 feet (creatures with the scent ability can smell it at double this range).

Human Prisoner, Polymorphed

Depending what state this human is encountered in and the situations he in experiencing will determine which of the two forms the play group with have to face.

Pitiful Prisoner

Size/Type: Medium humanoid (human warrior 1)
Hit Dice: 1d8+3 (7 hp)
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 11 (+1 Dex), touch 11, flat-footed 10
Base Attack/Grapple: +1/+4
Attack: Unarmed strike +4 melee (1d3+3)
Full Attack: Unarmed strike +4 melee (1d3+3)
Special Attacks: -
Special Qualities: -
Saves: Fort +2, Ref +1, Will +0
Abilities: Str 15, Dex 12, Con 11, Int 8, Wis 10, Cha 9
Skills: Ride +5
Feats: Power Attack, Toughness
Environment: Any
Organization: Any
Challenge Rating: 1/2
Treasure: None
Alignment: N
Languages: Common
Possessions: None

Hill Giant

Size/Type: Large Giant
Hit Dice: 12d8+48 (102 hp)
Initiative: -1
Speed: 30 ft. in hide armor (6 squares); base speed 40 ft.
Armor Class: 20 (-1 size, -1 Dex, +9 natural, +3 hide armor), touch 8, flat-footed 20
Base Attack/Grapple: +9/+20
Attack: Greatclub +16 melee (2d8+10) or slam +15 melee (1d4+7) or rock +8 ranged (2d6+7)
Full Attack: Greatclub +16/+11 melee (2d8+10) or 2 slams +15 melee (1d4+7) or rock +8 ranged (2d6+7)
Space/Reach: 10 ft./10 ft.
Special Attacks: Rock throwing
Special Qualities: Low-light vision, rock catching
Saves: Fort +12, Ref +3, Will +4
Abilities: Str 25, Dex 8, Con 19, Int 6, Wis 10, Cha 7
Skills: Climb +7, Jump +7, Listen +3, Spot +6
Feats: Cleave, Improved Bull Rush, Power Attack, Improved Sunder, Weapon Focus (greatclub)
Environment: Temperate hills
Organization: Solitary
Challenge Rating: 7
Treasure: Standard
Alignment: Often chaotic evil
Advancement: By character class
Level Adjustment: +4

Special Abilities
Rock Throwing (Ex): The range increment is 120 feet for a hill giant's thrown rocks.

Huolehtia Sieni – Fungiant (fungi-ant)

Size/Type: Gargantuan plant
Hit Dice: 21d8+147 (241 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armour Class: 20 (-4 size, +17 natural), touch 6, flat-footed 23
Base Attack/Grapple: +15/+40
Attack: Slam +24 melee (3d6+13 plus poison/19-20)
Full Attack: 2 slams +24 melee (3d6+13 plus poison/19-20)
Space/Reach: 20 ft./20 ft.
Special Attacks: Animate trees, double damage against objects, poison, trample 3d6+19
Special Qualities: Damage reduction10/slashing, low-light vision, plant traits, vulnerability to fire
Saves: Fort +19, Ref +8, Will +11
Abilities: Str 37, Dex 10, Con 25, Int 14,Wis 16, Cha 12
Skills: Diplomacy +3, Hide -12 (+4 in fungus forests*), Intimidate +17, Knowledge (dungeoneering) +18, Listen +19, Sense Motive +19, Spot +19, Survival (+19) (+21 underground)
Feats: Cleave, Combat Expertise, Great Cleave, Improved Critical, Improved Sunder, Iron Will, Lightning Reflexes, Power Attack
Environment: Underground
Organization: Solitary or grove (4-7)
Challenge Rating: 13
Treasure: Standard
Alignment: Usually neutral
Languages: Common, Sylvan, Fungiant

A fungiant's stem and cap are yellow in the spring and summer. In the fall and winter the stem change to gray whilst the cap turns a deep brown with purple spots, revealing its violet fungus heritage. A fungiant's legs fit together when closed to look like the stem of a mushroom, and a motionless fungiant is nearly indistinguishable from a mushroom.

A fungiant is about 40 feet tall, with a "trunk" about 5 feet in diameter. It weighs about 2,500 pounds.

Fungiants speak their own language, plus Common and Sylvan. Most also can manage a smattering of just about all other humanoid tongues—at least enough to say "Get away from my fungi!"

Fungiants slam with their branches at living creatures that come within its reach, although they prefer to watch potential foes carefully before attacking. They often charge suddenly from cover to trample the despoilers of mushroom forests. If sorely pressed, they animate mushrooms, fungi and moulds as reinforcements.

Poison (Ex): Injury, Fortitude DC 27, *initial and secondary* damage 1d4 Str and 1d4 Con. The save DC is Constitution-based.

Animate Fungi (Sp): A fungiant can animate mushrooms (including toadstools and molds) within 180 feet at will, controlling up to two such mushrooms at a time. It takes 1 full round for a normal mushroom to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a fungiant in all respects except its spell-like abilities. Animated mushrooms lose their ability to move if the fungiant that animated them is incapacitated or moves out of range. The ability is otherwise similar to liveoak (caster level 12th).

Double Damage against Objects (Ex): A fungiant or animated mushroom that makes a full attack against an object or structure deals double damage.

Trample (Ex): Reflex DC 33 half. The save DC is Strength-based.

Skills: *Fungiants have a +16 racial bonus on Hide checks made in fungus forest areas.

Scattered about the usual resting place of Huolehtia Sieni are its main treasure items. The silver pieces are dotted all over the mushroom forest. The fungiant itself isn't particularly interested in the items, but it fully appreciates they are useful in encouraging others to help it OR in attracting creatures intent on theft which then usually end up as nutrient-rich compost. Sieni will also swap items, always aiming to be slightly up on the deal so it has more to offer later.

Items include:
28,000 sp
Emerald (1,200 gp)
Violet garnet (500 gp)
Black pearl (300 gp)
Deep green spinel (120 gp)
Brown-green garnet (100 gp)
Onyx (50 gp)
Citrine (40 gp)
Jasper (20 gp)
Lapis lazuli (11 gp)
Moss agate (9 gp)
ring of spell storing

Incorporeal Guardian

Size/Type: Large Undead (Incorporeal)
Hit Dice: 16d12 (104 hp)
Initiative: +13
Speed: Fly 60 ft. (good) (12 squares)
Armor Class: 25 (-1 size, +9 Dex, +7 deflection), touch 25, flat-footed 16
Base Attack/Grapple: +8/-
Attack: Incorporeal touch +16 melee (2d6 plus 1d8 Constitution drain)
Full Attack: Incorporeal touch +16 melee (2d6 plus 1d8 Constitution drain)
Space/Reach: 10 ft./10 ft.
Special Attacks: Constitution drain
Special Qualities: Darkvision 60 ft., daylight powerlessness, incorporeal traits, lifesense 60 ft., undead traits, unnatural aura
Saves: Fort +5, Ref +14, Will +14
Abilities: Str 0, Dex 28, Con 0, Int 17, Wis 18, Cha 24
Skills: Diplomacy +9, Hide +24, Intimidate +26, Knowledge (religion) +22, Listen +25, Search +22, Sense Motive +23, Spot +25, Survival +4 (+6 following tracks)
Feats: Alertness[B], Blind-Fight, Cleave, Combat Reflexes, Improved Initiative[B], Improved Natural Attack (incorporeal touch), Improved Sunder, Power Attack
Challenge Rating: 11
Alignment: Always lawful evil



Special Abilities

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of an incorporeal guardian at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Daylight Powerlessness (Ex): Incorporeal guardians are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Lifesense (Su): An incorporeal guardian notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast *deathwatch*.

Constitution Drain (Su): Living creatures hit by an incorporeal guardian's incorporeal touch attack must succeed on a **DC 25 Fortitude save** or take 1d8 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the incorporeal guardian gains 5 temporary hit points.

Over millennia, incorporeal guardians have learned to use their Dexterity bonus in more sophisticated ways when attacking than simply replacing a Strength bonus. They have become able to apply it to the Power Attack feat in exactly the same way a Strength bonus would be applied and have learned to concentrate their incorporeal touch attack to duplicate the Improved Sunder feat. If an incorporeal guardian chooses to use their touch to get an opponent to drop an item, that person get a +4 bonus on her saving throw against Constitution drain.

Indari Taluus, Half-Fiend Lamia

Size/Type: Large Outsider
Hit Dice: 9d10+18 (67 hp)
Initiative: +4
Speed: 60 ft. (12 squares), fly 60 ft. (average)
Armor Class: 21 (-1 size, +4 Dex, +8 natural), touch 13, flat-footed 17
Base Attack/Grapple: +11/+19
Attack: Touch +14 melee (1d4 Wisdom drain) or dagger +14 melee (1d6+6, Crit 19-20) or claw +14 melee (1d6+6) or bite+14 (1d8+6)
Full Attack: Touch +14 melee (1d4 Wisdom drain); or dagger +14/+9 melee (1d6+6, Crit 19-20) and bite +9 melee (1d8+3) and claw +9 melee (1d6+3); or 2 claws +14 melee (1d6+6) and bite +9 melee (1d8+3)
Space/Reach: 10 ft./5 ft.
Special Attacks: Smite good, Spell-like abilities, Wisdom drain
Special Qualities: Damage reduction: 5/magic, darkvision 60 ft., immunity to poison, low-light vision, resistance to acid 10, cold 10, electricity 10, and fire 10, spell resistance 19
Saves: Fort +8, Ref +10, Will +7
Abilities: Str 22, Dex 19 Con 14, Int 17, Wis 15, Cha 14
Skills: Balance +10, Bluff +18, Concentration +14, Diplomacy +18, Disguise +14 (+16 acting), Hide +16, Intimidate +16, Listen +8, Move Silently +10, Sense Motive +8, Spot +14
Feats: Dodge, Iron Will, Mobility, Spring Attack
Environment: Temperate deserts
Organization: Solitary, pair, or gang (2-4)
Challenge Rating: 8
Treasure: Standard
Alignment: Usually chaotic evil
Advancement: 10-13 HD (Large); 14-27 HD (Huge)
Level Adjustment: +8

A typical lamia is about 8 feet long and weighs about 700 pounds. A half-fiend's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Combat
Though a lamia is powerful and dangerous in close combat, it has no stomach for a fair fight. It uses its illusion abilities to lure heroes into perilous situations, and then uses its Spring Attack feat to bound out of the shadows and drain Wisdom from its opponents. When it has sapped the will of its victim, it uses its enchantment abilities to beguile and ensnare the unfortunate soul. A lamia forced into physical combat attacks with a dagger in one of its human hands and a pair of lion-like claws.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD (maximum of +20) against a good foe.

Spell-Like Abilities
At will—*disguise self, ventriloquism*;
3/day—*charm monster* (DC 16), *darkness, major image* (DC 15), *mirror image, poison* (DC 16), *suggestion* (DC 15);
1/day—*contagion* (DC 16), *deep slumber* (DC 15) *desecrate, unholy blight* (DC 16) . Caster level 9th. The save DCs are Charisma-based.

Wisdom Drain (Su): A lamia drains 1d4 points of Wisdom each time it hits with its melee touch attack (unlike with other kinds of ability drain attacks, a lamia does not heal any damage when it uses its Wisdom drain.) Lamias try to use this power early in an encounter to make foes more susceptible to charm monster and suggestion.

Skills: Lamias have a +4 racial bonus on Bluff and Hide checks.



K'Chouk

Female Drow Rogue (Acrobat) 11
Size/Type: Medium Humanoid (Elf/drow)
Hit Dice: 11d6+33 (72 hp)
Initiative: +5
Speed: 20 ft.
AC: 14 (+3 armor, +1 Dex), touch 11, flat-footed 13
Base Attack/Grapple: +8/+10
Attack: *sword of subtlety* +14 (1d6+3/19-20/x2) or unarmed strike +13 melee (1d3+2/x2)
Full Attack: *sword of suibtlety* +14/+9 (1d6+3/19-20/x2) or unarmed strike +13/+8 (1d3+2/20/x2
Special Attacks: Hunter's Surprise (1/day), Sneak Attack +6d6
Special Qualities: Darkvision 120 ft., Damage Reduction 5/piercing or slashing, Evasion, Improved Uncanny Dodge; Poison Use; Drow Traits; Spell Resistance 17; Weakness Light Blindness
Saves: Fort +6, Ref +12, Will +4
Abilities: Str 14, Dex 20, Con 16, Int 14, Wis 13, Cha 9
Skills: Balance +17, Climb +14 , Disguise +12 , Escape Artist +16, Hide +17, Intimidate +12 , Listen +11, Move Silently +17, Ride -1, Search +12, Sense Motive +9 , Spot +11, Survival +9, Swim -2, Tumble +19, Use Magic Device +5; Modifiers Camouflage (1/day), Second Chance (3/day)
Feats: Acrobatic, Combat Reflexes (6 AoO/round), Rogue Weapon Proficiencies, Weapon Finesse
Challenge Rating: 10
Alignment: Lawful Evil
Languages: Abyssal, Aklo, Aquan, Common, Draconic, Drow Sign Language, Elven, Gnome, Goblin, Klavekian, Undercommon, Vikmordere
Gear: *boneless leather, sword of subtlety*, *slippers of spiderclimbing*

Specia. Abilities
Camouflage (Ex): 1/day K'chouk may craft camouflage from foliage that grants a +4 circumstance bonus to her **Hide check**.

Hunter's Surprise (Ex): 1/day, all of K'chouks attacks against the same target are considered sneak attacks for one round.

Second Chance (Ex): Three times per day, K'chouk may reroll any failed **Balance**, **Climb**, **Fly**, **Jump** or **Tumble checks** at a -5 penalty.

Kasiitta

Female Deep Dwarf-Tiefling Rogue
Size/Type: Medium Outsider (Dwarf, Native)
Hit Dice: 8d6+16 (48 hp)
Initiative: +4
Speed: 25 ft. (5 squares)
Armor Class: 14 (+4 Dex), touch 14, flat-footed 10 (Until equipped)
Base Attack/Grapple: +6/+5
Attack: +10/+5 (1d3-1)
Special Attacks: Darkness (1/day, CL8), sneak attack (4d6)
Special Qualities: Darkvision 90 ft., deep dwarf traits, evasion, improved uncanny dodge, light sensitivity, resistance to cold 5, resistance to electricity 5, resistance to fire 5, trap sense +2, trapfinding, +3 racial bonus on saves against spell and spell-like effects, +4 dodge bonus to AC against giant types
Saves: Fort +4 (+7 related to poisons), Ref +10, Will +4
Abilities: Str 8, Dex 18, Con 14, Int 16, Wis 10, Cha 10
Skills: Appraise +6 (+8 related to stone and metal items), Balance +7, Bluff +9, Decipher Script +10, Diplomacy +9, Disable Device +11, Disguise +7 (+9 to act in character), Escape Artist +11, Gather Information +8, Hide +13, Intimidate +2, Listen +7, Move Silently +11, Open Locks +11, Search +10 (+12 related to unusual stonework), Sense Motive +8, Sleight of Hand +13, Spot +7, Tumble +6, Use Magic Device +8 (+10 with scrolls), Use Rope +4 (+6 with bindings)
Feats: Investigator, Iron Will, Weapon Finesse
Environment: Underground
Challenge Rating: 9
Treasure: None
Alignment: Lawful Evil
Languages: Common, Draconic, Dwarven, Goblin, Infernal, Undercommon



Loppuunmyyda
Advanced Erinyes

Size/Type: Medium Outsider (Evil, Extraplanar, Lawful)
Hit Dice: 18d8+90 (171 hp)
Initiative: +8
Speed: 30 ft. (6 squares), fly 50 ft. (good)
Armor Class: 33 (+8 Dex, +7 bracers of armor, +8 natural), touch 25, flat-footed 25
Base Attack/Grapple: +18/+23
Attack: *+2 unholy longsword of life stealing* +25 melee (1d8+7 plus 2d6 vs. good, Crit 19-20/x2 and 1 negative level [Fort DC 16 one day later]) or *+4 unholy flaming composite (+5) longbow* +30 ranged (1d8+9+1d6 fire plus 2d6 vs. good, Crit 19-20/x3) or rope +26 ranged (entangle)
Full Attack: *+2 unholy longsword of life stealing* +25/+20/15/+10 melee (1d8+7 plus 2d6 vs. good, Crit 19-20/x2 and 1 negative level [Fort DC 16 one day later]) or *+4 flaming composite (+5) longbow* +30/+25/+20/+15 ranged (1d8+9/19-20+1d6 fire plus 2d6 vs. good, Crit 19-20/x3) or rope +26 ranged (entangle)
Space/Reach: 5 ft./5 ft.
Special Attacks: Entangle, spell-like abilities, summon devil
Special Qualities: Damage reduction 5/good, darkvision 60 ft., immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 20, telepathy 100 ft., true seeing
Saves: Fort +22, Ref +22, Will +21
Abilities: Str 21, Dex 27, Con 21, Int 16, Wis 18, Cha 20
Skills: Bluff +16, Concentration +26, Diplomacy +22, Disguise +6 (+8 to act in character), Escape Artist +29, Gather Information +16, Hide +29, Intimidate +17, Knowledge (local) +24, Knowledge (nobility and royalty) +24, Listen +25, Move Silently +29, Search +27, Sense Motive +27, Sleight of hand +11, Spot +25, Survival +5 (+7 following tracks), Use Rope +9 (+11 with bindings)
Feats: Dodge[B], Improved Critical (composite longbow), Mobility[B], Negotiator, Persuasive, Point Blank Shot, Precise Shot, Rapid Shot, Shot on the Run
Challenge Rating: 12
Treasure: *+2 unholy Longsword of Life Stealing*, *+4 unholy flaming composite longbow* (+5 Str bonus), *infernal bracers of armor +7* (cursed items if wearer non-evil, act as *bracers of defencelessness -7*), *infernal gloves of dexterity +6* (cursed items if wearer non-evil, act as *gauntlets of fumbling*), *infernal mantle of resistance +5* (cursed item if wearer non-evil, acts as a *mantle of vermin* [as robe of same name]), *infernal stone of good luck* (cursed item if wearer non-evil, acts as *stone of weight*) plus rope
Alignment: Always lawful evil
Language: Infernal, Celestial, and Draconic

Unlike other devils, erinyes appear attractive to humans, resembling very comely women or men. An erinyes stands about 6 feet tall and weighs about 150 pounds.

Combat
Erinyes prefer to engage in combat from a distance. They use charm monster to distract or disorganize their opponents, then rain down fiery arrows from above.

An erinyes's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming damage reduction.

Special Abilities
Entangle (Ex): Each erinyes carries a stout rope some 50 feet long that entangles opponents of any size as an *animate rope* spell (caster level 16th). An erinyes can hurl its rope 30 feet with no range penalty. Typically, an erinyes entangles a foe, lifts it into the air, and drops it from a great height.

Spell-Like Abilities
At will—*greater teleport* (self plus 50 pounds of objects only), *charm monster* (DC 19), *minor image* (DC 17), *unholy blight* (DC 19). Caster level 12th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day an erinyes can attempt to *summon* 2d10 lemures or 1d4 bearded devils with a 50% chance of success. This ability is the equivalent of a 3rd-level spell.

True Seeing (Su): Erinyes continuously use *true seeing*, as the spell (caster level 14th).



Magma Roc

Size/Type: Large magical beast
Hit Dice: 9d10+36 (85 hp)
Initiative: +7
Speed: 10 ft.; fly 60 ft. (good)
Armor Class: 21 (+3 dex, +9 natural, -1 size), touch 12, flat-footed 18
Base Attack/Grapple: +9/+16
Attack: 4 talons +14 melee (1d8+6 plus 1d6 fire) or sonic scream +7 ranged (9d8; range 60 ft.)
Full Attack: 4 talons +14 melee (1d8+6 plus 1d6 fire) or sonic scream +7 ranged (9d8; range 60 ft.)
Space/Reach: 10 ft./10 ft.
Special Attack: sonic scream
Special Qualities: blindsense 120 ft., immune to fire
Saves: Fort +10, Ref +9, Will +5
Abilities: Str 22, Dex 16, Con 18, Int 1, Wis 15, Cha 6
Skills: 9 Listen +5, Move Silently +4, Spot +5
Feats: Ability Focus (sonic scream), Flyby Attack, Improved Initiative, Improved Natural Attack (talons)
Challenge Rating: 10
Alignment: Chaotic Neutral

Special Abilities
Sonic Scream (Ex): A magma roc can spend a standard action to channel their voices into a tight, powerful beam of sonic force; on a successful hit, this ranged touch attack deals 9d8 sonic damage to a target within 60 feet, stunning them. A successful **Fortitude save (DC 20)** reduces the damage to half and negates the stunning effect. This ability is usable once every 1d4 rounds.

No one is certain when rocs made their way into the Fungi Forest, how long ago that was or how they survived; they only know that they did. For centuries these huge predators of the sky subsisted on whatever they could inside the Rift but over time, like the rift flumphs, their biologies changed to match their new environment. These rocs are slightly reduced in size but completely immune to fire, living in nests placed above magma vents for both comfort and safety. Centuries of existence in the Underworld have significantly changed how they perceive the world around them; the magma rocs eyes have evolved into bizarre auditory receptors. Whenever a magma roc unleashes a sonic scream (often the last thing their prey hears before being carried off for an untimely plunge into magma) these point away from the head, allowing the creature to retain its blindsense and place in the surroundings while paralyzing their victims. Local lore claims that the former race that occupied the ruins of the Rift domesticated these fearsome creatures and used them as mounts, but no Underworlder has been crazy enough to try it since.



Myceloid Devotee

Size/Type: Medium plant monk 5
Hit Dice: 10d8+30 (75 hp)
Initiative: +5
Speed: 30 ft.
Armor Class: 19, touch 13, flat-footed 18 (+1 dex, +1 monk, +6 natural, +1 wis)
Base Attack/Grapple: +6/+9
Attack: 2 claws +9 melee (1d6+3 plus disease) or unarmed strike +9 melee (1d8+3 plus disease) or flurry of blows +7/+7/+2 (1d8+3 plus disease)
Full Attack: 2 claws +9 melee (1d6+3 plus disease) or unarmed strike +9/+4 melee (1d8+3 plus disease) or flurry of blows +7/+7/+2 (1d8+3 plus disease)
Space/Reach: 5 ft./5 ft.
Special Attack: disease, spell-like abilities, stunning fist (Fort DC 16; 5/day)
Special Qualities: Damage reduction 5/slashing, darkvision 60 ft., evasion, flurry of blows, ki strike (magic), low-light vision, plant traits, purity of body, resist cold 10, resist fire 10, resist sonic 10, still mind, vulnerable to electricity
Saves: Fort +11, Ref +6, Will +6
Abilities: Str 17, Dex 12, Con 16, Int 9, Wis 12, Cha 10
Skills: Climb +5, Hide +4, Jump, Listen +4, Move Silently +4, Sense Motive +6, Spot +4, Survival +6, Tumble +3; Racial Modifiers +4 Sense Motive, +4 Survival
Feats: Deflect Arrows, Dodge, Improved Initiative, Lunging Strike, Stunning Fist
Environment: Fungi Forest
Organization: solitary, pair, band (3–24), or colony (25–250)
Challenge Rating: 8
Alignment: Lawful Evil
Languages: Undercommon, telepathy 60 ft. (myceloids and purple pox sufferers only)
Treasure: standard
Spell-Like Ability (CL 6th; concentration +6)
1/day—*spore domination* (DC 18)

Special Abilities
Disease (Su) Purple Pox: inhaled or injury; *save* Fort DC 15; *onset* 1 minute; *frequency* 1/day; *effect* 1d2 Wis and 1d2 Con damage; *cure* 2 consecutive saves.

A creature that dies of the purple pox becomes bloated over the course of 24 hours, after which its body bursts open, releasing a fully grown myceloid. Additionally, as long as a creature takes at least 7 points of Wisdom damage from the purple pox, it must make a DC 15 Will save each day to avoid becoming affected by a lesser geas (no HD limit) that compels the sickly character to seek out the nearest myceloid colony in order to offer itself up for spore domination. The save DCs are Constitution based.

Spore Cloud (Ex): Once per day as a standard action, a myceloid can expel a 10-foot-radius burst of spores centered on itself. This cloud persists for 1d3 rounds. Any creature caught in this cloud or that moves through it is exposed to the myceloid's purple pox disease—a creature need save only once against any one spore cloud, however, before becoming permanently immune to that particular spore cloud's effects. The spore cloud does not hamper vision.

Spore Domination (Sp): This spell-like ability functions as charm monster, but functions only against creatures currently infected with purple pox.

The Ottaakiinni
Fiendish Advanced Chokers

Size/Type: Medium Aberration (Extraplanar)
Hit Dice: 12d8+36 (90 hp)
Initiative: +6
Speed: 30 ft. (6 squares), climb 20 ft.
Armour Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple: +9/+18
Attack: Tentacle +14 (1d4+5)
Full Attack: 2 tentacles +14 (1d4+5)
Space/Reach: 5 ft./10 ft.
Special Attacks: Improved grab, Constrict (1d4+5), Smite Good (+12 damage, 1/day)
Special Qualities: Damage Reduction 10/magic, Darkvision 60 ft., Quickness, Resistance to Cold 10, Resistance to Fire 10, Spell Resistance 17
Saves: Fort +7, Ref +8, Will +9
Abilities: Str 20, Dex 14, Con 16, Int 4, Wis 13, Cha 7
Skills: Climb +16, Hide +10, Move Silently +10
Feats: Dodge, Improved Initiative, Lightning Reflexes, Mobility, Spring Attack, Stealthy
Environment: Underground
Organization: usually solitary, pairs, gangs (2-5), mobs(6-10)
Challenge Rating: 7
Treasure: 1/10 coins; 50% goods; 50% items
Alignment: Usually Chaotic Evil
Languages: Undercommon

These vicious little predators lurk underground, grabbing whatever prey happens by. Its hands and feet have spiny pads that help the choker grip almost any surface. A standard creature weighs about 35 pounds, whilst a fully advanced choker weighs about 90 pounds and is slightly smaller than the smallest of humans.

The choker's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Combat
A choker likes to perch near the ceiling, often at intersections, archways, wells, or staircases, and reach down to attack its prey. A choker attacks creatures of almost any size, but prefers lone prey of its size or larger. If one is very hungry, it may attack a group, but it waits to grab the last creature in line.

Constrict (Ex): An ottaakiini deals 1d4+5 points of damage with a successful grapple check against a Large or smaller creature. Because it seizes its victim by the neck, a creature in the choker's grasp cannot speak or cast spells with verbal components.

Improved Grab (Ex): To use this ability, a choker must hit a Large or smaller opponent with a tentacle 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. Chokers receive a +4 racial bonus on grapple checks, which is already included in the statistics block.

Quickness (Su): Although not particularly dexterous, a choker is supernaturally quick. It can take an extra standard action or move action during its turn each round.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (+12 for a normal ottaakiini; maximum of +20) against a good foe.

Skills: A choker has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.



Nidh-Cthon, Very Old Underworld Dragon (Half-White Dragon)

Size/Type: Huge dragon (fire; half-white)
Hit Dice: 20d12+180 (310 hp)
Initiative: +3
Speed: 40 ft. (8 squares) (1 square=5 ft.), burrow 50 ft., fly 200 ft. (poor) or 80 ft. (average)
Armor Class: 44 (-1 Dex, +4 mage armor, +33 natural, -2 size), touch 7, flat-footed 44
Base Attack/Grapple: +20/+43
Attack: Bite +34 melee (2d8+22/19-20/x2) or Claw +34 melee (2d6+15/Crit 19-20/x2, adamantine) or Gore +33 melee (2d6+22) or Tail Slap +28 melee (2d6+22)
Full Attack: Bite +34 melee (2d8+22/19-20/x2), 2 Claws +34 melee (2d6+15/Crit 19-20/x2, adamantine), Gore +33 melee (2d6+22), tail slap +28 melee (2d6+22)
With Power Attack and holding metamagic rod: Bite +28 melee (2d8+40/19-20/x2), Claw +28 melee (2d6+27/19-20/x2, adamantine), Gore +33 melee (2d6+40), Tail Slap +28 melee (2d6+40)
Space/Reach: 15 ft./10 ft. (15 ft. with bite and gore) (15 ft., 20 ft. with bite and gore with Lunge)
Special Attacks: Adamantine Claws, Breath Weapon (100-ft. line, 18d6 fire damage, DC 29), cold breath weapon (1/day, 30-ft.-cone, 20d6 cold damage, DC 29), crush (DC 29, 2d8+16)
Special Qualities: Change Shape, Underworld Burrower
Saves: Fort +20, Ref +13, Will +18
Abilities: Str 41, Dex 9, Con 28, Int 20, Wis 19, Cha 20
Skills: Appraise +18, Bluff +25, Climb +30, Concentration +28, Intimidate +24, Knowledge (dungeoneering, geography, the planes) +25, Perception +24, Sense Motive +24, Stealth +14
Feats: Improved Bull Rush, Improved Critical (bite, claw), Improved Initiative, Improved Natural Armor, Lunge, Power Attack, Quicken Spell, Weapon Focus (bite, claw)
Challenge Rating: 16
Treasure: *lesser quicken metamagic rod*, *amulet of resistance +2** (on horn)
*As *cloak of resistance +2*, but takes neck slot.
Alignment: Lawful Evil
Languages: Common, Draconic, Dwarven, Ignan, Terran

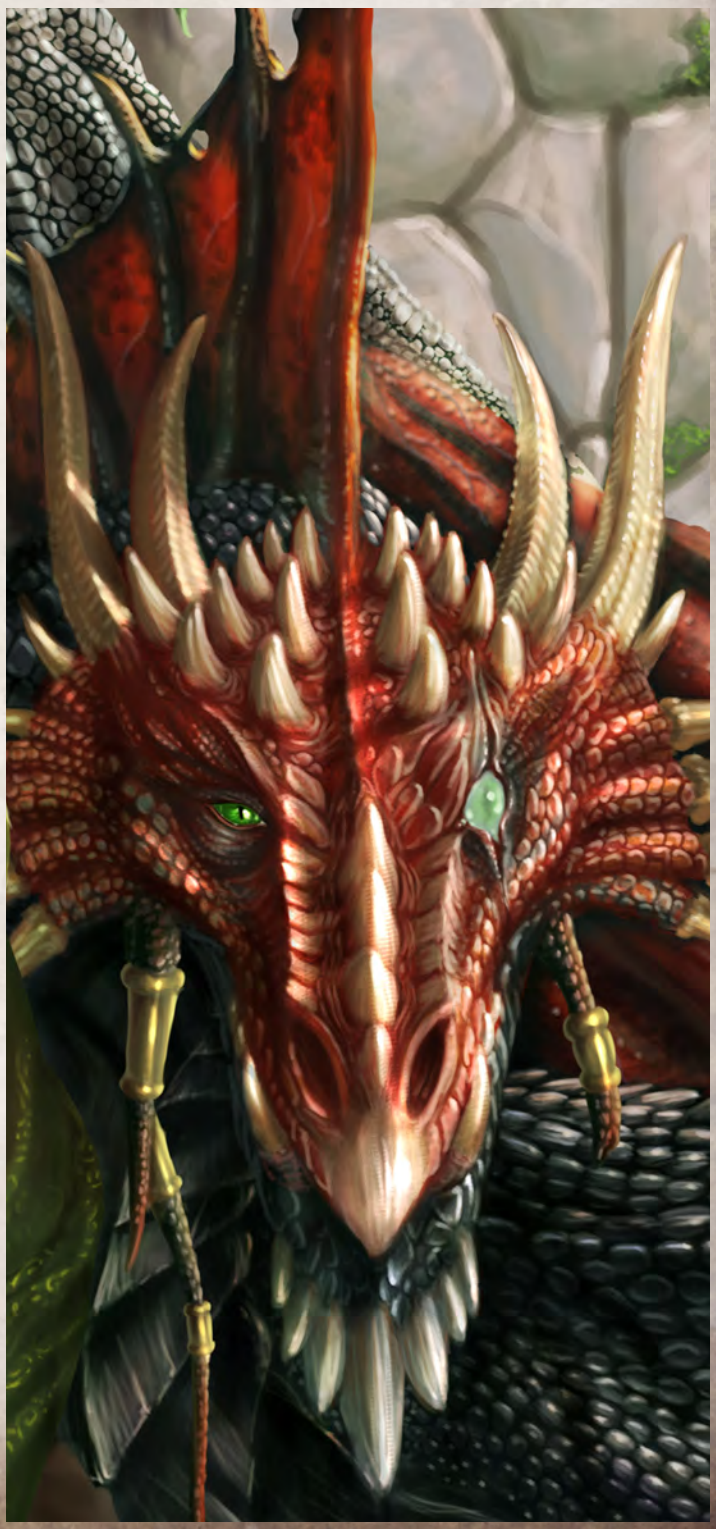
Special Abilities
Adamantine Claws (Ex): Nidh-Cthon's claws are made of adamantine and have the qualities of a weapon made from that material.

Change Shape (Su): Nidh-Cthon can assume any humanoid form three times per day as if using polymorph. He normally takes the form of a young, frail female elf (often with some sign of malnutrition or abuse), or a broad-chested, haughty male drow. Such transformations last 20 minutes.

Smoke Vision (Ex): Nidh-Cthon can see perfectly in smoky conditions (such as those created by pyrotechnics).

Spells
Spell-Like Abilities (CL 20th; concentration +28)
At will—*soften earth and stone, spike stones* (DC 19), *stone shape, wall of stone*

Spells Known (CL 11th; concentration +28)
5th (5/day)—*transmute rock to mud, waves of fatigue*, (*quickened true strike* or *shield*)
4th (7/day)—*arcane eye, enervation, illusory wall*
3rd (7/day)—*countless eyes, displacement, nondetection, slow*
2nd (7/day)—*acid arrow, bull's strength, pyrotechnics, resist energy, scorching ray* (3 rays, +17 touch, 4d6 fire each)
1st (8/day)—*mage armor, magic missile, protection from good, shield, true strike*
0 (at will)—*acid splash, bleed* (DC 15), *detect magic, flare* (DC 15), *ghost sound, mage hand, read magic, resistance, touch of fatigue* (DC 15)



Petrous

Size/Type: CE Large aberration [elemental]
Hit Dice: 17d8+205 (230 hp)
Initiative: +1
Speed: 40 ft
Armor Class: 22 (15 natural, +1 Dex, -1 size), Touch: 10, flat-footed: 21
Base Attack/Grapple: +9/+21
Attack: bite melee +20 (4d8+18/ crit 19–20) and claw +5 (1d8+9)
Full Attack: bite melee +20 (4d8+18/ crit 19–20) and claw +5 (1d8+9)
Space/Reach: 10 ft;/10 ft;
Special Attacks: constrict (1d8 + 9), grab, paralysis (1d4+4 rounds, DC 27)
Special Qualities: Darkvision 60 ft., DR 10/magic, freeze, light sensitivity, tremorsense
Saves: Fort +13, Ref +5, Will +13
Abilities: Str 34, Dex 13, Con 29, Int 13, Wis 16, Cha 12
Skills: Climb +27, Hide +18, Knowledge (dungeoneering) +16, Knowledge (Geography) +13, Listen +20, Move Silently +18, Spot +23; Racial Modifiers +8 Hide and Move Silently in stony areas
Feats: Improved Critical (bite), Improved Initiative, Improved Natural Attack (claw), Iron Will, Skill Focus (Spot, Stealth)
Languages: Aklo, Undercommon
Challenge Rating: 12

Special abilities
Constrict (Ex): The Petrous is able to tighten down with both claws causing its prey 2d8+20 piercing damage per round. While performing this action the Petrous is immobile and loses all dexterity bonuses.

Freeze (Ex): The creature can hold itself so still it appears to be an inanimate object of the appropriate shape (a statue, patch of fungus, and so on). The creature can take 20 on its Stealth check to hide in plain sight as this kind of inanimate object.

Grab (Ex): When the Petrous successfully hits with both claws or a natural 20 it grabs its prey tightly with its claws. This initial attack deals damage normally while the Petrous attempts to start a grapple as a free action without provoking an attack of opportunity. The Petrous has the option to conduct the grapple normally, or simply use the part of its body it used in the grab to hold the opponent. If it chooses to do the latter, it takes a –20 penalty on its grapple check to make and maintain the grapple, but does not gain the grappled condition itself. It then begins to crush the prey using Constrict (Ex). If the creature does not constrict, each successful grapple check it makes during successive rounds automatically deals the damage indicated for the attack that established the hold. Otherwise, it deals constriction damage as well.

Light Sensitivity (Ex): Dazzled in areas of bright sunlight or within the radius of a *daylight* spell.

Paralysis (Ex): With a successful bite attack the Petrous injects a natural poison secreted through its salivatory glands in the mouth. This attack potentially makes its prey immobile unless able to make a **Fort save DC 27**. Paralyzed creatures cannot move, speak, or take any physical actions. The creature is rooted to the spot, frozen and helpless. The paralysis lasts for 1d4+4 rounds unless the Petrous grips the prey in its claws in which case a free bite attack is allowed as a standard action in subsequent rounds, automatically refreshing the decay rate of the poison. Unlike *hold person* and similar effects, a paralysis effect does not allow a new save each round. A winged creature flying in the air at the time that it is paralyzed cannot flap its wings and falls. A swimmer can't swim and may drown.

Tremorsense (Ex): The Petrous uses tremorsense as a constant effect within a 300' radius to sense vibrations in the ground which can automatically pinpoint the location of anything that is in contact with the ground.

Your hands quiver as you notice the cave wall that you have been relaxing on is stirring. A hefty and hulking monstrosity with gigantic claws has taken the place of your former backrest. The beast's gaping maw seizes hold of your arm, piercing your armor. You strain to resist and pull free! It is then that you realize your body has become paralyzed from head to toe. Bon Appetite, it's dinner time!



Purple Worm

Size/Type: Gargantuan Magical Beast
Hit Dice: 16d10+112 (200 hp)
Initiative: –2
Speed: 20 ft. (4 squares), burrow 20 ft., swim 10 ft.
Armor Class: 19 (–4 size, –2 Dex, +15 natural), touch 4, flat-footed 19
Base Attack/Grapple: +16/+40
Attack: bite +25 melee (2d8+12)
Full Attack: bite +25 melee (2d8+12) and sting +20 melee (2d6+6 plus poison)
Space/Reach: 20 ft./15ft.
Special Attacks: Improved grab, swallow whole, poison
Special Qualities: Tremorsense 60 ft.
Saves: Fort +17, Ref +8, Will +4
Abilities: Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8
Skills: Listen +18, Swim +20
Feats: Awesome Blow, Cleave, Improved Bull Rush, Power Attack, Weapon Focus (bite), Weapon Focus (sting)
Environment: Underground
Organization: Solitary
Challenge Rating: 12
Treasure: No coins, 50% goods (stone only), no items
Alignment: Always neutral
Advancement: 16–32 HD (Gargantuan); 33–48 HD (Colossal)

The body of a mature purple worm is 5 feet in diameter and 80 feet long, weighing about 40,000 pounds. The creature has a poisonous stinger in its tail.

Combat
In battle, a purple worm forms into a coil 20 feet in diameter, biting and stinging anything within reach.

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

Poison (Ex): Injury, *save* Fortitude DC 25, *initial* damage 1d6 Str, *secondary* damage 2d6 Str.The save DC is Constitution-based.

Swallow Whole (Ex): A purple worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+12 points of crushing damage plus 8 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan worm's interior can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

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

Purple Worm, Young

Size/Type: Huge Worm
Hit Dice: 11d8+14 (63 hp)
Initiative: 3
Speed: 20 ft. (4 squares), climb 20 ft., swim 20 ft.
Armor Class: 15 (-2 size, +3 Dex, +4 natural), touch 11, flat-footed 12
Base Attack/Grapple: +8/+23
Attack: bite +13 melee (1d8+10)
Full Attack: bite +13 melee (1d8+10)
Space/Reach: 15 ft./10 ft.
Special Attacks: constrict 1d8+10, improved grab
Special Qualities: Scent
Saves: Fort +8, Ref +10, Will +4
Abilities: Str 25, Dex 17, Con 13, Int 1, Wis 12, Cha 2
Skills: Balance +11, Climb +17, Hide +10, Listen +9, Spot +9, Swim +16
Feats: Alertness, Endurance, Skill Focus (Hide), Toughness
Environment: Any Underground
Organization: Solitary or nest (4-20)
Challenge Rating: 5
Advancement: 2-16 HD (Huge); 17-33 HD(Gargantuan)
Level Adjustment: —

Purple Worm Young usually are not aggressive and flee when confronted. They hunt for food but do not attempt to make a meal out of any creature that is too large to constrict.

Combat
Purple Worm Young hunt by grabbing prey with their mouths and then squeezing it with their powerful bodies.

Constrict (Ex): On a successful grapple check, a Purple Worm Young deals 1d3+4 points of damage.

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



Rankeoul the Drider

Size/Type: Large Aberration
Hit Dice: 6d8+18 (45 hp)
Initiative: +2
Speed: 30 ft. (6 squares), climb 15 ft.
Armor Class: 17 (–1 size, +2 Dex, +6 natural), touch 11, flat-footed 15
Base Attack/Grapple: +4/+10
Attack: Dagger +5 melee (1d6+2/19–20) or bite +6 melee (1d4+1 plus poison) or shortbow +5 ranged (1d8/x3)
Full Attack: 2 daggers +3 melee (1d6+2/19–20, 1d6+1/19–20) and bite +1 melee (1d4+1 plus poison); or shortbow +5 ranged (1d8/x3)
Space/Reach: 10 ft./5 ft.
Special Attacks: Spells, spell-like abilities, poison
Special Qualities: Darkvision 60 ft., spell resistance 17, tremorsense within web
Saves: Fort +5, Ref +4, Will +8
Abilities: Str 15, Dex 15, Con 16, Int 15, Wis 16, Cha 16
Skills: Climb +14, Concentration +9, Hide +10, Listen +9, Move Silently +12, Spot +9
Feats: Combat Casting, Two-Weapon Fighting, Weapon Focus (bite)
Environment: Underground
Organization: Solitary, or troupe (7–12 Medium monstrous spiders)
Challenge Rating: 7
Treasure: Double standard
Alignment: Always chaotic evil
Advancement: By character class
Level Adjustment: +4
Languages: Elven, Common, and Undercommon.

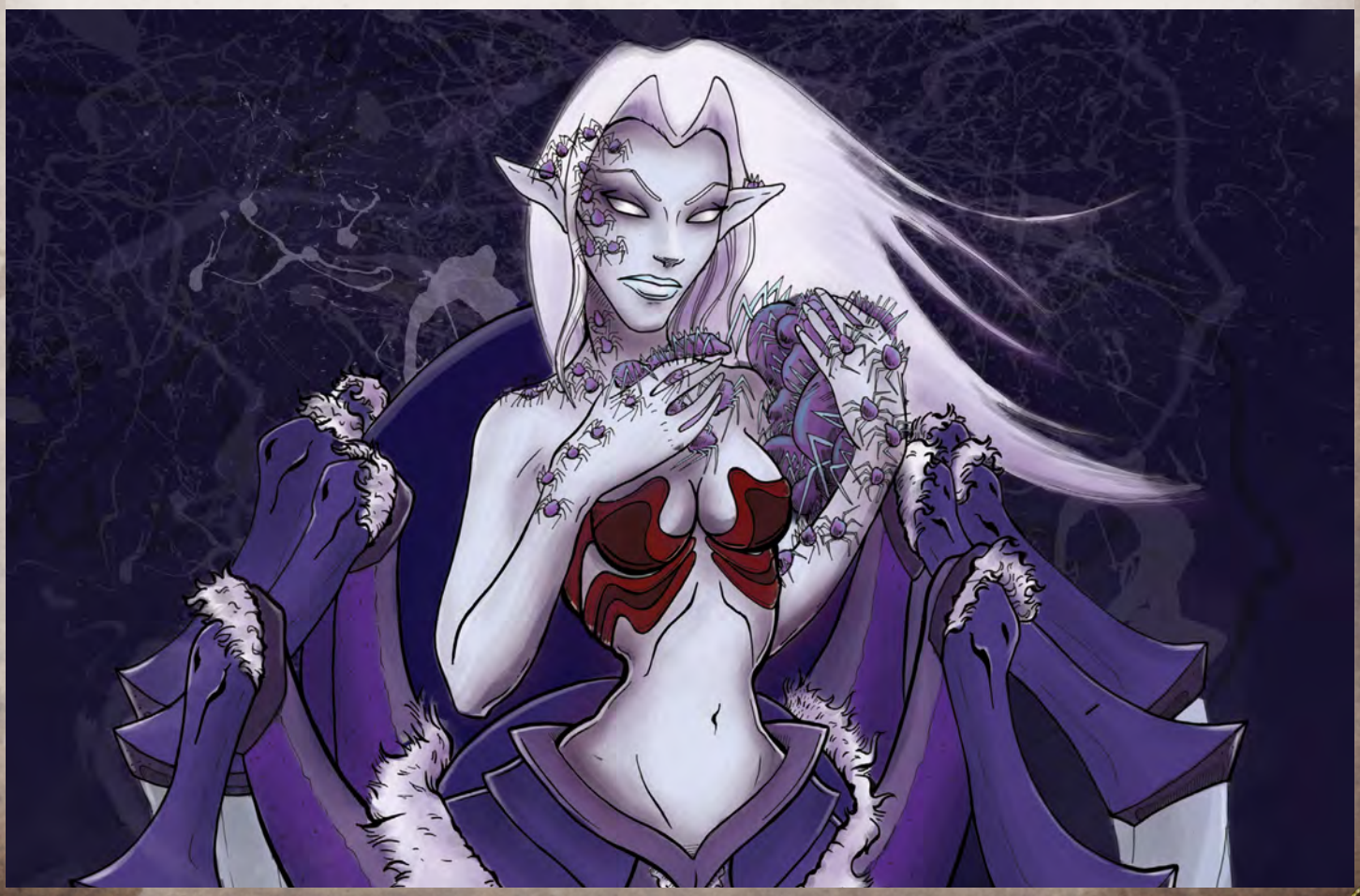
Combat
Driders seldom pass up an opportunity to attack other creatures, especially from ambush. They usually begin with a spell assault and often levitate out of the enemy's reach.

Poison (Ex): Injury, Fortitude DC 16, *initial* and *secondary* damage 1d6 Str. The save DC is Constitution based.

Spell-Like Abilities: 1/day—*dancing lights* (DC 13), *clairaudience/clairvoyance, darkness, detect good, detect law, detect magic, dispel magic, faerie fire, levitate, suggestion* (DC 16). Caster level 6th. The save DCs are Charisma-based.

Spells: Driders cast spells as 6th-level clerics, wizards, or sorcerers. Drider clerics can choose from the following domains: Chaos, Destruction, Evil, and Trickery. The typical spells prepared shown here are for a drider sorcerer.
Typical Sorcerer Spells Known (6/7/6/4, base save DC 13 + spell level): 0th—*daze, detect magic, ghost sound, mage hand, ray of frost, read magic, resistance*; 1st—*mage armor, magic missile, ray of enfeeblement, silent image*; 2nd— *invisibility, web*; 3rd—*lightning bolt*

Skills: A drider has a +4 racial bonus on Hide and Move Silently checks. It has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.



Rift Crawler

Size/Type: Small aberration sorcerer 5
Hit Dice: 4d8+5d4+27 (58 hp)
Initiative: +9
Speed: 20 ft., climb 40 ft.
Armor Class: AC 16 (+5 dex, +1 size), touch 16, flat-footed 11
Base Attack/Grapple: +5/+6
Attack: bite +8 melee (1d6+2 plus poison) and 2 claws +8 melee (1d4+2)
Full Attack: bite +8 melee (1d6+2 plus poison) and 2 claws +8 melee (1d4+2)
Space/Reach: 2.5 ft. / 5 ft.
Special Attacks: leap, poison, spells
Special Qualities: darkvision 60 ft., immune to paralysis, immune to poison, immune to polymorph, immune to sleep, immune to stunning, plant defenses, summon familiar
Saves: Fort +4, Ref +7, Will +9
Abilities: Str 14, Dex 20, Con 15, Int 12, Wis 13, Cha 17
Skills: Balance +10, Bluff +19, Climb +8, Concentration +10, Jump +20, Knowledge (aracana) +8, Knowledge (nature) +8, Spellcraft Racial Modifiers +14 on Jump checks
Feats: Combat Casting, Dodge, Eschew Materials, Improved Initiatice, Scribe Scroll, Toughness
Environment: Fungi Forest only
Organization: solitary, pair, or swarm (3–12)
Challenge Rating: 7
Alignment: Neutral
Treasure: none
Languages: Sylvan, Undercommon

Sorcerer Spells Known (CL 5th)
0th ∞/day *acid splash, detect magic, detect poison, mage hand, prestidigitation, ray of frost*
1st 7/day *charm person* (DC 16), *mage armor, magic missile, shield; entangle*
2nd 5/day *blindness/deafness, detect thoughts; hideous laughter* (DC 17)

Special Abilities
Leap (Ex): A rift crawler can perform a special kind of pounce attack by jumping into combat. When a rift crawler charges, it can make a **DC 20 Acrobatics check** to jump into the air and land next to its enemies. If it makes the Acrobatics check, it can follow up with four claw attacks against foes in reach, but it cannot make a bite attack.

Plant Defenses (Ex): A rift crawler is part plant and shares many of the immunities that plant creatures possess. A rift crawler is immune to mind-affecting effects, paralysis, poison, polymorph, sleep, and stunning.

Poison (Ex): Bite—injury; *save* Fort DC 16; *frequency* 1/round for 4 rounds; *effect* 1d2 Str and 1d2 Con; *cure* 1 save. The save DC is Constitution-based.

Laughing Touch (Sp): A rift crawler can cause a creature to burst out laughing for 1 round as a melee touch attack 6 times per day. A laughing creature can only take a move action but can defend itself normally. Once a creature has been affected by laughing touch, it is immune to its effects for 24 hours. This is a mind-affecting effect.
Woodland Stride (Ex) A rift crawler can move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at their normal speed and without taking damage or suffering any other impairment. Thorns, briars, and overgrown areas that have been magically manipulated to impede motion, however, still affect them.

Fungal crawlers in the Fungi Forest do not to eat flesh, instead consuming vast amounts of mushrooms (and other plant material). Over time this strange new diet has enacted considerable changes in their demeanor and disposition, granting the rift crawler a vastly improved intelligence and charisma while empowering them with innate arcane abilities. They have become permanent denizens of the region and maintain small cloisters (not settlements by any account) throughout the Fungi Forest, generally trying to stay entertained and well fed - they particularly enjoy lunarae caps and will trade whatever they can for them. Some mulch crawlers have taken to riding urgaks, (medium sized) giant toads that live in the region. They certainly don't require it but some train them to be racing mounts and a few even go so far as to take them as familiars (with the Improved Familiar feat, minimum CL 5th).

Rybalkan Guardsman

Size/Type: Male Human (Klavekian) Fighter 3
Hit Dice: 3d10+9 (38 hp)
Initiative: +5
Speed: 30 ft.
Armor Class: 16 (+5 chainmail, +1 Dex), touch 11, flat-footed 15
Base Attack/Grapple: +3/+5
Attack: Longsword +6 melee (1d8+2/19-20/x2) or Longbow +4 ranged (1d8/20/x3)
Full Attack: Longsword +6 melee (1d8+2/19-20/x2) or Longbow +4 ranged (1d8/20/x3)
Space/Reach: 5 ft./5 ft.
Special Qualities: +2 Survival skill, +2 to Survival when facing cold or frozen hostile environment
Saves: Fort +6, Ref +1, Will +0
Abilities: Str 15, Dex 13, Con 17, Int 10, Wis 11, Cha 10
Skills: Climb +6, Handle Animal +4, Intimidate +6, Ride +5, Sense Motive +3, Survival +5, Swim +6
Feats: Dodge, Improved Initiative, Point Blank Shot, Toughness, Weapon Focus (longsword)
Challenge Rating: 2
Alignment: Lawful Good
Languages: Common, Klavekian
Gear: Chainmail, Longbow, Longsword, Light Wooden Shield, 3 potions of *cure light wounds*, potion of *bull strength*, Rations, Waterskin, Basic Climbing Supplies, Camping Gear, Climbing Outfits

Rift, Flumph

Size/Type: Small aberration
Hit Dice: 2d8 (9 hp)
Initiative: +3
Speed: 5 ft. fly 20 ft. (perfect)
Armor Class: 18 (+3 Dex, +4 natural, +1 size), touch 14, flat-footed 15
Base Attack/Grapple: +1/+0
Attack: sting +5 melee (1d4 plus acid injection)
Full Attack: sting +5 melee (1d4 plus acid injection)
Space/Reach: 2.5 ft./5 ft.
Special Attack: acid injection, stench spray
Special Qualities: darkvision 60 ft., prismatic vision
Saves: Fort +0, Ref +3, Will +7
Abilities: Str 10, Dex 16, Con 11, Int 2, Wis 18, Cha 10
Skills: Hide +7, Listen +7, Move Silently +7, Search +4, Spot +7
Feats: Weapon Finesse
Environment: any land or underground
Organization: solitary, pair, or colony (4–16)
Challenge Rating: 2
Treasure: standard
Alignment: Chaotic Good

Special Abilities
Acid Injection (Ex): When a flumph strikes an opponent with its spikes, it injects a burning, irritating acid that deals 1d4 points of acid damage immediately and another 1d4 points of acid damage on the round after the attack. The target can end the acid's effects by submerging the wound in water for a round or by being treated with a DC 15 Heal check. A creature that grapples or swallows the flumph takes this acid damage automatically every round it maintains this contact with a living flumph.

Stench Spray (Ex): A flumph can spray a 20-foot line of foul-smelling liquid once every 1d4 rounds. This spray functions like the stench universal monster ability, except it only affects creatures struck by the spray, which must make a DC 10 Fortitude save or be sickened for 5 rounds. The save DC is Constitution-based. Alternatively, the flumph can concentrate the spray on a single target within 5 feet. To use this version of its stench spray, the flumph must succeed at a ranged touch attack (+5 for most flumphs). If the target is hit, it must make a DC 10 Fortitude save or become nauseated for 5 rounds; otherwise, it is sickened for 5 rounds. The odor from this spray lingers in the area and on all creatures struck for 1d4 hours, and can be detected at a range of 100 feet (creatures with the scent ability can smell it at double this range).

Prismatic Vision (Ex): The fundamental changes that Rift Flumphs have undergone drastically changed their metabolism and several bodily functions but most importantly, their vision. Rift Flumphs constantly emit a color spray effect (Will DC 15; no spell resistance) in a 15-foot cone, saturating the area they are looking with the refracted light from their bodies. Treat this as a gaze attack.

While many creatures easily adapted to the Fungi Forests, one that did not was the flumph. The Spore Clouds and Fungi Sweat adversely affected their biology, stripping them of their intellect and changing the skin of their bodies into a highly reflective material. They float on the breezes of the Underworld in search of prey, stunning their victims with a kaleidoscopic gaze before moving in for the kill.



Screaming Severed Skull

Size/Type: Tiny Undead
Hit Dice: 1d12 (6 hp)
Initiative: +2
Speed: fly 40 ft. (8 squares) perfect
Armor Class: 14 (+2 size, +2 Dex), touch 14, flat-footed 12
Base Attack/Grapple: +0/-8
Attack: Slam +2 melee (1d2)
Full Attack: Slam +2 melee (1d2)
Space/Reach: 0 ft./0 ft.
Special Attacks: Screaming
Special Qualities: Darkvision 60 ft.
Saves: Fort +0, Ref +2, Will +2
Abilities: Str 11, Dex 15, Con -, Int -, Wis 11, Cha 10
Challenge Rating: 1/3
Alignment: Neutral evil

Special Abilities
Screaming (Ex): Once every 1d4 rounds, a screaming severed head can open its jaw and emit a bone-chilling scream. All creatures within 30 feet must make a **Will save (DC 10)** or be shaken for 1d4 rounds. This is a sonic mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same head's scream for 24 hours.

Servant of the Deep Dragon

Size/Type: Medium Humanoid (Elf/ drow) Sorcerer 5/Dragon Disciple 1
Hit Dice: 1d12+5d4+5 (24 hp)
Initiative: +5
Speed: 30 ft. (6 squares) (1 square=5 ft.)
Armor Class: 13 (+1 Dex, +1 natural, +1 dodge; 17 with *mage armor*, 21 with shield), touch 12, flat-footed 11
Base Attack/Grapple: +2/+1
Attack: Mwk Rapier melee +2 (1d6-1/18-20/x2)
Full Attack: Mwk Rapier melee +2 (1d6-1/18-20/x2)
Special Qualities: Darkvision 120 ft., Drow Racial Traits, Light Blindness, Low-Light Vision, Spell Resistance 12
Saves: Fort +2, Ref +3, Will +5
Abilities: Str 9, Dex 13, Con 8, Int 12, Wis 8, Cha 16
Skills: Bluff +9, Concentration +3, Knowledge (arcana) +7, Perception +1, Sense Motive +2
Feats: Dodge, Improved Initiative, Toughness
Challenge Rating: 5
Treasure: Masterwork Rapier, *cloak of resistance +1*
Alignment: Neutral Evil
Languages: Draconic, Elven, Undercommon

Spells
Sorcerer Spells Known (CL 5th)
2 (5/day) *bull's strength, resist energy, scorching ray* (+3 ranged touch, 4d6+4 fire)
1 (7/day) *disguise self* (DC 14), *mage armor, magic missile, shield*
0 (at will) *acid splash, arcane mark, detect magic, detect poison, message, prestidigitation* (DC 13)



Shambling Mound

Size/Type: Large Plant
Hit Dice: 8d8+24 (60 hp)
Initiative: +0
Speed: 20 ft. (4 squares), swim 20 ft.
Armor Class: 20 (–1 size, +11 natural), touch 9, flat-footed 20
Base Attack/Grapple: +6/+15
Attack: Slam +11 melee (2d6+5)
Full Attack: 2 slams +11 melee (2d6+5)
Space/Reach: 10 ft./10 ft.
Special Attacks: Improved grab, constrict 2d6+7
Special Qualities: Darkvision 60 ft., immunity to electricity, low-light vision, plant traits, resistance to fire 10
Saves: Fort +9, Ref +2, Will +4
Abilities: Str 21, Dex 10, Con 17, Int 7, Wis 10, Cha 9
Skills: Hide +3 (+15 in swampy or forested areas), Listen +8, Move Silently +8
Feats: Iron Will, Power Attack, Weapon Focus (slam)
Environment: Temperate marshes
Organization: Solitary
Challenge Rating: 6
Treasure: 1/10th coins; 50% goods; 50% items
Alignment: Usually neutral
Advancement: 9–12 HD (Large); 13–24 HD (Huge)
Level Adjustment: +6

Combat
A shambling mound batters or constricts its opponents with two huge, armlike appendages.

Improved Grab (Ex): To use this ability, a shambler must hit with both slam attacks. 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.

Constrict (Ex): A shambler deals 2d6+7 points of damage with a successful grapple check.

Immunity to Electricity (Ex): Shamblers take no damage from electricity. Instead, any electricity attack used against a shambler temporarily grants it 1d4 points of Constitution. The shambler loses these points at the rate of 1 per hour.

Skills: Shamblers have a +4 racial bonus on Hide, Listen, and Move Silently checks.

Shambling mounds, also called shamblers, appear to be heaps of rotting vegetation. They are actually intelligent, carnivorous plants.

A shambler's brain and sensory organs are located in its upper body.

A shambler's body has an 8-foot girth and is about 6 feet tall when the creature stands erect. It weighs about 3,800 pounds.

Skeleton, Drow Warrior

Size/Type: Medium Undead
Hit Dice: 1d12 (6 hp)
Initiative: +5
Speed: 30 ft. (6 squares)
Armor Class: 15 (+1 Dex, +2 natural, +2 heavy steel shield),, touch 11, flat-footed 14
Base Attack/Grapple: +0/+1
Attack: Scimitar +1 melee (1d6+1/18–20) or claw +1 melee (1d4+1)
Full Attack: Scimitar +1 melee (1d6+1/18–20) or 2 claws +1 melee (1d4+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 120 ft., immunity to cold, undead traits
Saves: Fort +0, Ref +1, Will +2
Abilities: Str 13, Dex 13, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: Improved Initiative
Environment: Any
Organization: Any
Challenge Rating: 1/3
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Skeleton, Troll

Size/Type: Large Undead
Hit Dice: 6d12 (39 hp)
Initiative: +7
Speed: 30 ft. (6 squares)
Armor Class: 14 (+3 Dex, -1 size, +2 natural), touch 12, flat-footed 11
Base Attack/Grapple: +3/+13
Attack: Claw +8 melee (1d6+6)
Full Attack: 2 claws +8 melee (1d6+6) and bite +3 melee (1d6+3)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +2, Ref +5, Will +5
Abilities: Str 23, Dex 16, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Improved Initiative
Environment: Cold mountains
Organization: Any
Challenge Rating: 3
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Skeletons are the animated bones of the dead, mindless automatons that obey the orders of their evil masters.

A skeleton is seldom garbed in anything more than the rotting remnants of any clothing or armor it was wearing when slain. A skeleton does only what it is ordered to do. It can draw no conclusions of its own and takes no initiative. Because of this limitation, its instructions must always be simple. A skeleton attacks until destroyed.

Skeleton, Underworld Giant

Size/Type: Large Undead
Hit Dice: 10d12 (65 hp)
Initiative: +4
Speed: 40 ft. (8 squares, refuse slope only)
Armor Class: 11 (-1 size, +2 natural), touch 9, flat-footed 11
Base Attack/Grapple: +5/+15
Attack: Shovel +10 melee (2d6+9)
Full Attack: Shovel +10 melee (2d6+9)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., fused weapon fighting, immunity to cold, undead traits
Saves: Fort +3, Ref +3, Will +7
Abilities: Str 23, Dex 10, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Improved Initiative
Environment: Underworld
Organization: Any
Challenge Rating: 5
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Skeletons are the animated bones of the dead, mindless automatons that obey the orders of their evil masters.

A skeleton is seldom garbed in anything more than the rotting remnants of any clothing or armor it was wearing when slain. A skeleton does only what it is ordered to do. It can draw no conclusions of its own and takes no initiative. Because of this limitation, its instructions must always be simple. A skeleton attacks until destroyed.

Special Abilities
Fused Weapon Fighting (Ex): An undead creature with this quality fights with a weapon that has replaced its hand. Because it doesn't have to think about holding on to the weapon or consider the weak point of its wrist, the creature deal damage as if the weapon was being wielded by two hands.

Skildpadder

Giant Tortoise-Bullette
Gargantuan animal
Hit Dice: 12d8+84 plus 12 (150 hp)
Initiative: +2
Speed: 10 ft.
Armor Class: 24 (–2 Dex, +20 natural, –4 size), touch 4, flat-footed 24
Base Attack/Grapple: +9 /+24
Attack: Bite +16 melee (2d10+16/19 plus grab/20 swallow whole (6d6 acid damage, AC 15, 30 hp) and 2 +15 claws (not used if a beast of burden) (2d8+15)
Full Attack: Bite +16 melee (2d10+16/19 plus grab/20 swallow whole (2d8+12 points of crushing damage plus 8 acid damage per round, AC 20, 17 hp) and 2 +15 claws (not used if a beast of burden) (2d8+15)
Space/Reach: 20 ft./15 ft.
Special Attacks: Grab, swallow whole
Special Qualities: darkvision 80 ft., scent, tremorsense
Saves: Fort +15, Ref +6, Will +7
Abilities: Str 33, Dex 6, Con 25, Int 2, Wis 16, Cha 6
Skills: Listen +20, Spot +23
Feats: Endurance, Improved Critical (bite), Improved Initiative, Iron Will, Skill Focus (Spot), Toughness, Weapon Focus (bite)
Environment: any underground (or any mostly dry with some water sources available)
Organization: solitary, mated feral pair, band (2–4) or family (2 plus 3-5 young)
Challenge Rating: 10
Treasure: none
Alignment: Neutral

Special Attacks
Grab (Ex): If a creature with this special attack hits with the indicated attack (usually a claw or bite attack), it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. Unless otherwise noted, grab can only be used against targets of a size equal to or smaller than the creature with this ability. If the creature can use grab on creatures of other sizes, it is noted in the creature's Special Attacks line.

The creature has the option to conduct the grapple normally, or simply to use the part of its body it used in the grab to hold the opponent. If it chooses to do the latter, it takes a –20 penalty on its CMB check to make and maintain thegrapple, but does not gain the grappled condition itself.

A successful hold does not deal any extra damage unless the creature also has the constrict special attack. If the creature does not constrict, each successful grapple check it makes during successive rounds automatically deals the damage indicated for the attack that established the hold. Otherwise, it deals constriction damage as well (the amount is given in the creature's descriptive text).

Creatures with grab receive a +4 bonus on combat maneuver checks made to start and maintain a grapple.

Swallow Whole (Ex): If a creature with this special attack begins its turn with an opponent grappled in its mouth (see Grab), or obtains a natural 20 on an attack roll, it can attempt a new combat maneuver check (as though attempting to pin the opponent). If it succeeds, it swallows its prey, and the opponent takes bite damage. Unless otherwise noted, the opponent can be up to one size category Smaller than the swallowing creature. Being swallowed causes a creature to take damage each round. The amount and type of damage varies and is given in the creature's Statistics. A swallowed creature keeps the grappled condition, while the creature that did the swallowing does not. A swallowed creature can try to cut its way free with any light slashing or piercing weapon (the amount of cutting damage required to get free is equal to 1/10 the creature's total hit points), or it can just try to escape the grapple. The Armor Class of the interior of a creature that swallows whole is normally 10 + 1/2 its natural armor bonus, with no modifiers for size or Dexterity. If a swallowed creature cuts its way out, the swallowing creature cannot use swallow whole again until the damage is healed. If the swallowed creature escapes the grapple, success puts it back in the attacker's mouth, where it may be bitten or swallowed again.

ECOLOGY
Skildpadders are massive creatures bred by the Dweorg Dwarves of the Underworld as beasts of burden. They are able to carry four times their own weight upon their back and thus make perfect vessels for carrying ore. The dwarves build entire storage facilities and even homes upon the backs of these tortoise like creatures. Some beastmasters are even known to live out their entire life riding atop and steering the great beasts. Those that do gain a great affinity for animal handling when riding a Skildpadder and can command them to attack when needed.

It is a rule to never walk in front of a Skildpadder unless one wishes to become a quick meal. Skildpadders are ravenous eaters and can swallow medium or small creatures whole with a natural 20. Large creatures may lose a limb or their head with the roll of a natural 20. Although Skildpadders gain the claws of their Bulette parent, they are trained not to use them and generally their claws are trimmed back on a regular basis by their dwarvish beastmasters. The dwarves do not wish the Skildpadder to rear up lest they spill their cargo or harm any passengers riding along.

Skildpadder are normally very aggressive when left to go feral, lucky for most the dwarves carefully breed giant tortoises and bulettes to achieve the desired result of a Skildpadder and spend many years training them in the transport of cargo such as mined ore. Skildpadder love to eat the vermin which live in dwarf villages thus the dwarves have a never ending supply of food available for their favorite beasts of burden. They are found near large underground lakes and other areas that are mostly dry with a clean source of water. Skildpadders are very poor swimmers and most will drown if attempting to cross deep water. The average Skildpadder is 60 feet in diameter, but they can grow to a diameter of 100 feet.

TACTICS
The Skildpadder has no tactics per say. Dwarves generally only use them for beasts of burden and long distance transport. If necessary, skilled beastmasters will turn Skildpadders toward raiders or wandering monsters and order them to attack. The bite of a Skildpadder rarely ends with favorable results for the enemy.

Skull Beetle

Size/Type: Large Vermin
Hit Dice: 7d8+21 (52 hp)
Initiative: +0
Speed: 20 ft. (4 squares)
Armor Class: 19 (–1 size, +10 natural), touch 9, flat-footed 19
Base Attack/Grapple: +5/+15
Attack: Bite +10 melee (4d6+9)
Full Attack: Bite +10 melee (4d6+9)
Space/Reach: 10 ft./5 ft.
Special Attacks: Trample 2d8+3
Special Qualities: Darkvision 60 ft., vermin traits
Saves: Fort +8, Ref +2, Will +2
Abilities: Str 23, Dex 10, Con 17, Int —, Wis 10, Cha 9
Environment: Any
Organization: Cluster (2–5) or mass (6–11)
Challenge Rating: 4
Treasure: None
Alignment: Always neutral
Advancement: 8–10 HD (Large); 11–21 HD (Huge)

Special Abilities
Trample (Ex): Reflex half DC 19. The save DC is Strength-based.

Sloth Spider

Size/Type: Huge Aberration
Hit Dice: 14d8+70 (133 hp)
Initiative: -1
Speed: 20 ft.; climb 10 ft.
Armor Class: 25 (-1 dex, +18 natural, –2 size), touch 8, flat-footed 25
Base Attack/Grapple: +10/+23
Attack: claw +20 (2d6+13/19-20 plus trip)
Full Attack: claw +20/+15 (2d6+13/19-20 plus trip)
Space/Reach: 15 ft./15 ft.
Special Attack: hasted burst, spit slime
Special Qualities: darkvision 60 ft., lethargic aura, slime coating, staggered, trapmaker
Saves: Fort +9, Ref +9, Will +11
Abilities: Str 28, Dex 8, Con 20, Int 2, Wis 14, Cha 6
Skills: Climb +29, Craft (traps) +14, Move Silently +7, Spot +7; Racial Modifiers +16 Climb, +4 Craft (traps); uses Wisdom for trapmaking, +4 Move Silently
Feats: Improved Critical (claw), Improved Natural Attack (claw), Lightning Reflexes, Weapon Focus (claw)
Environment: underground
Organization: solitary, pair, nest (3–6)
Challenge Rating: 9
Alignment: Neutral
Treasure: incidental

Special Abiities
Spit Slime (Ex): Once every 1d4 rounds, a sloth spider can spit a globule of green slime equivalent to a 5' square of the dangerous sludge. Treat the attack as a +9 ranged touch attack with a range increment of 15 feet and maximum range of 30 feet. On a miss the slime scatters into one of the 8 surrounding squares. A creature occupying the such a square must succeed on a **DC 16 Reflex save** to avoid the slime, and if she succeeds, she must exit the square the following round or suffer the effects of the goo. The DC of the Reflex save is Dexterity based. The sloth spider may spit slime three times per day.

Lethargic aura (Ex): When engaged in strenuous activity, including combat, a vaporous mist surrounds the sloth spider out to a distance of 5 feet. Creatures in the mist must succeed a **DC 22 Fortitude save** or be staggered as long as they remain in the mist. The save DC is Constitution-based.

Hasted Burst (Ex): Up to 5 times per day, a sloth spider may draw on hidden reserves to clear the staggered condition. If it hits with both claw strikes it may rend for 2d6+13 damage (the two attacks represent strikes by two separate appendages). Every time the sloth spider uses this ability, it takes 2 points of CON damage, and to use the ability again it must make a Will save equal to 10 plus 2 time its current CON damage.

Slime Coating (Ex): The stone textured armor of the sloth spider is coated with a layer of green slime. Creature using one or more natural attacks against the spider, must succeed on a DC 16 reflex or take 1d3 CON damage. The slime does not have time to coat the exposed extremities, and does not need to be scraped off.

Staggered (Ex): The combination of its heavy stone carapace, and the mix of magical chemicals and natural slimes in its bloodstream and digestive system grant the sloth spider the staggered condition. Trapmaker (Ex) The sloth spider is an accomplished natural trapmaker and gains ranks in craft (trapmaking) equal to its HD with a +4 racial bonus. It uses it Wisdom modifier instead of its intelligence modifier when crafting traps. Its favored trap is a pit trap leading to its lair. The spider lines the first half of the trap with mucous-like strands of green slime and the second half with razor sharp stone scrapers (castings shed from its spiky stone legs) to scrape the slime off its victims before delivering it to its lair for the coup de grace.

ECOLOGY
Centuries ago drow wizards attempted to breed a stronger and better armored spider to use as a war mount. A series of mishaps with enlarging and stoneskin infusions were compounded by attempts to reverse past errors with haste and dexterity-enhancement magic. The resulting creature was too slow to move with the armies, and disinclined to take any training whatsoever. The creatures were not unable to summon bursts of speed, and during a last attempt at domestication a number of the aberrations slew their trainers and escaped into the wild.

With a metabolism slowed to almost nothing, sloth spiders sat for years in carefully crafted lairs, with trapped chutes and tubes waiting to deposit the unlucky. Green slime could detect the life within the boulder-like monstrosities, and slurped up onto the rocky carapaces. The stony armor of the spiders stood up to the assault, and only the most microscopic bits of slime burrowed into the bloodstream and digestive tracts of the spiders. The slime mixed with the magical goop already coursing through the spiders' system, and after centuries, the sloth spider became able to spit slime from reserves in their former poison glands. The Spiders added the slime to their repertoire of trap making and wait patiently for their next victims.

Spectral Choker

Size/Type: Small Undead (Incorporeal)
Hit Dice: 3d12 (19 hp)
Initiative: +8
Speed: 30 ft. (6 squares), fly 60 ft. (perfect)
Armor Class: 17 (+1 size, +4 dex, +2 deflection), touch 17, flat-footed 13
Base Attack/Grapple: +1/-
Attack: Incorporeal touch tentacle +6 melee (1d6 plus energy drain)
Full Attack: 2 incorporeal touch tentacles (1d6 plus energy drain)
Space/Reach: 5 ft./10 ft.
Special Attacks: Energy drain, create spawn
Special Qualities: Darkvision 60 ft., incorporeal traits, +2 turn resistance, quickness, sunlight powerlessness, undead traits, unnatural aura
Saves: Fort +1, Ref +5, Will +5
Abilities: Str 0, Dex 18, Con 0, Int 14, Wis 14, Cha 7
Skills: Hide +14, Intimidate +4, Knowledge (religion) +8, Listen +10, Search +8, Spot +10, Survival +2 (+4 following tracks)
Feats: Alertness, Blind-fight, Improved InitiativeB
Environment: Underground
Organization: Solitary
Challenge Rating: 3
Treasure: None
Alignment: Neutral evil

Combat
In close combat a spectral choker attacks with its numbing, life-draining touch. It makes full use of its incorporeal nature, moving through walls, ceilings, and floors as it attacks.

Energy Drain (Su): Living creatures hit by a spectral choker's incorporeal touch attack gain two negative levels. The DC is 9 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the spectre gains 5 temporary hit points.

Create Spawn (Su): Any aberration or humanoid slain by a spectral choker becomes a spectre in 1d4 rounds. Spawn are not under the command of the spectral choker. They do not possess any of the abilities they had in life.

Quickness (Su): As well as being dexterous, a spectral choker is supernaturally quick. It can take an extra standard action or move action during its turn each round.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectral choker at a distance of 30 feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Spectral chokers are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A spectral choker caught in sunlight cannot attack and can take its extra standard action or move action in a round.

Tyrannosaurus Rex, Advanced

Size/Type: Huge Animal
Hit Dice: 36d8+216+9 (387 hp)
Initiative: +2
Speed: 40 ft. (8 squares)
Armor Class: 15 (-2 size, +2 Dex, +5 natural), touch 10, flat-footed 13
Base Attack/Grapple: +27/+45
Attack: Bite +35 (3d6+15/19-20)
Full Attack: Bite +35 (3d6+15/19-20)
Space/Reach: 15 ft./10 ft.
Special Attacks: Improved grab, swallow whole
Special Qualities: Low-light vision, scent
Saves: Fort +26, Ref +22, Will +14
Abilities: Str 30, Dex 14, Con 22, Int 2, Wis 15, Cha 10
Skills: Hide +5, Listen +20, Spot +20
Feats: Alertness, Awesome Blow, Improved Bull Rush, Improved Critical (bite), Improved Natural Attack (bite), Improved Overrun, Improved Sunder, Power Attack, Run, Toughness (3), Track
Environment: Warm plains (circling the slave camp)
Organization: Solitary or pair
Challenge Rating: 14
Treasure: None
Alignment: Always neutral

Underworld Bat Swarm

Size/Type: Diminutive Animal (Swarm)
Hit Dice: 9d8+9 (45 hp)
Initiative: +6
Speed: 5 ft. (1 square), fly 40 ft. (good)
Armor Class: 20 (+2 dex, +4 natural, +4 size), touch 14, flat-footed 16
Base Attack/Grapple: +6/—
Attack: Swarm (2d6)
Full Attack: Swarm (2d6)
Space/Reach: 20 ft./0 ft.
Special Attacks: Distraction, wounding (3 hp)
Special Qualities: Blindsense 50 ft., immune to weapon damage, low-light vision, swarm traits
Saves: Fort +5, Ref +10, Will +5
Abilities: Str 3, Dex 15, Con 10, Int 2, Wis 14, Cha 4
Skills: Listen +15, Spot +14
Feats: Alertness, Improved Initiative, Lightning Reflexes, Toughness
Environment: Any Underworld locale
Organization: Solitary, flight (2-4 swarms), or colony (11-20 swarms)
Challenge Rating: 5
Treasure: None
Alignment: Always neutral
Advancement: None
Level Adjustment: —

Vaihtualohikaarme
Albino Adult Bronze Dragon

Size/Type: Large Dragon (water)
Hit Dice: 21d12+105 (241)
Initiative: +0
Speed: 40 ft. (8 squares, fly 150 ft. (poor), swim 60 ft.
Armor Class: 28 (-2 size, +20 natural), touch 8, flat-footed 28
Base Attack/Grapple: +21/+37
Attack: +27 (any one of full attack options)
Full Attack: Bite +28 melee (2d6+9) and 2 claws +26 melee (1d8+5) and 2 wings +26 melee (1d6+5) and tail slap +26 melee (1d8+13) and crush +26 melee (2d8+13)
Space/Reach: 15 ft./10 ft. (15 ft. with bite)
Special Attacks: Breath weapon (12d6, DC 25), frightful presence (180 ft., DC 25), crush
Special Qualities: Damage reduction 5/magic, SR 22, immunity to sleep and paralysis, immunity to electricity, blindsense (60 ft.), keen senses (darkvision 120 ft.), water breathing, spell-like abilities
Saves: Fort +17, Ref +12, Will +17
Abilities: Str 27, Dex 10, Con 21, Int 20,Wis 21, Cha 20
Skills: Concentration +29, Diplomacy +19, Disguise +23, Escape Artist +12, Intimidate +29, Knowledge (dungeoneering) +29, Listen +29, Search +29, Sense Motive +29, Spot +29, Survival +23 (+25 when underground OR following tracks), Swim +20, Use Magic Device +29, Use Rope +2 (bindings)
Feats: Blind-Fight, Cleave, Flyby Attack, Hover, Improved Sunder, Multiattack, Power Attack, Wingover
Environment: Originally temperate hills
Organization: Solitary
Challenge Rating: 15
Treasure: Triple standard
Alignment: Chaotic Evil
Languages: Draconic, Aquan, Common, Dwarven, Drow Sign Language, Undercommon
Possessions: *Cervelliere of Opposite Alignment, amulet of mighty fists +1, wand of bear's endurance* (+42 hp, Fort +19, Concentration +31)

Special Abilities
Breath Weapon (Su): Bronze dragons have two types of breath weapon, a line of lightning and a cone of repulsion gas. Creatures within the cone must succeed on a Will save or be compelled to do nothing but move away from the dragon for 1d6 rounds plus 1 round per age category of the dragon. This is a mind-affecting, compulsion enchantment effect.

Water Breathing (Ex): A bronze dragon can breathe underwater indefinitely and can freely use its breath weapon, spells, and other abilities while submerged.

Alternate Form (Su): A young or older bronze dragon can assume any animal or humanoid form of Medium size or smaller as a standard action three times per day. The dragon can remain in its animal or humanoid form until it chooses to assume a new one or return to its natural form.

Spell-like Abilities
At will—*speak with animals*
3/day—*create food and water, fog cloud*
Spells Known (save DC 15 plus spell level)
0th level (6) – *daze, dancing lights, flare, light, mage hand, open/close, ray of frost*
1st level (8) – *burning hands, charm person, floating disc, hypnotism, magic missile*
2nd level (7) – *darkness, shatter, touch of idiocy*
3rd level (5) – *hold person, wind wall*

Cervelliere of Opposite Alignment
This round, close-fitting steel skull cap looks unremarkable and typical for its type. When placed upon the head, however, its curse immediately takes effect (**Will DC 15** negates). On a failed save, the alignment of the wearer is radically altered to an alignment as different as possible from the former alignment—good to evil, chaotic to lawful, neutral to some extreme commitment (LE, LG, CE, or CG). Alteration in alignment is mental as well as moral, and the individual changed by the magic thoroughly enjoys his new outlook. A character who succeeds on his save can continue to wear the helmet without suffering the effect of the curse, but if he takes it off and later puts it on again, another save is required. The curse only works once; that is, a character whose alignment has been changed cannot change it again by donning the cervelliere a second time.

Only a wish or a miracle can restore former alignment, and the affected individual does not make any attempt to return to the former alignment. (In fact, he views the prospect with horror and avoids it in any way possible.) If a character of a class with an alignment requirement is affected, an atonement spell is needed as well if the curse is to be obliterated. When a cervelliere of opposite alignment has functioned once, it loses its magical properties.

Strong transmutation; **CL** 12th; Craft Wondrous Item, *bestow curse*, creator must be 12th level; **Price** 4,000 gp; **Weight** 1 lb.

Vegepygmy



Size/Type: Small Plant
Hit Dice: 1d8 (4 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 14
Base Attack/Grapple: +0/-4
Attack: Claw +1 melee (1d4) or longspear +1 melee (1d6, crit x3)
Full Attack: 2 claws +1 melee (1d4) or longspear
Space/Reach: 2.5 ft./5 ft. (10 ft. with longspear)
Special Attacks: —
Special Qualities: Damage Reduction 5/slashing or bludgeoning, Immunity to electricity, Low-light Vision, Plant Traits
Saves: Fort +2, Ref +2, Will +0
Abilities: Str 11, Dex 14, Con 11, Int 6, Wis 10, Cha 10
Skills: Hide +11*, Listen +3, Move Silently +7, Spot +3
Feats: Alertness
Environment: Fungi Forest (Ruins of The Rift, The Rift, Mushroom Jungle)
Organization: Gang (2-5) or work force (4-7)
Challenge Rating: 1/2
Treasure: Standard
Alignment: Always neutral
Advancement: —
Level Adjustment: —

This creature resembles a humanoid with green vegetablelike skin and razor-sharp claws. Its head sports two large yellow eyes, a wide mouth, inset nose, and a topknot of dark brown leaves. Leafy tendrils protrude from its shoulders, midsection, arms, and legs. When a living creature is slain by russet mold, it rises as a 1 HD vegepygmy. Vegepygmys are low-intelligence plants that make their home deep in the forests or underground away from most settled areas. They are hunters and scavengers, and carnivorous, preying on living creatures weaker than themselves. A vegepygmy ranges from 2 feet to 4-1/2 feet tall. Though they do not seem to have ears, it is well known that vegepygmys can hear. Vegepygmys do not speak, but communicate with others of their kind by thumping their chest or rapping their spears on rocks, earth, or some other solid surface. It is not known if or how they communicate with other creatures.

Combat
Vegepygmys attack using either their claws or weapons; usually a longspear or club. They prefer to ambush opponents, using their coloration to blend with their natural surroundings.

Skills: Vegepygmys have a +4 racial bonus on Hide and Move Silently checks. *The bonus to Hide checks increases to +12 in swampy or forested areas.

Vidre

"Crystalline Entity"
Bright scintillating lights dance upon the cold walls of the cavern. Rounding the bend is a large humanoid made entirely of crystal. It points at your chest and you hear its voice thunder within your head "your soul is mine."

Size/Type: Large outsider (earth, elemental)
Hit Dice: 15d8+15 (83 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 19 (-1 size, +2 Dex, +8 natural), touch 11, flat-footed 17
Base Attack/Grapple: +5/+11
Attack: 2 slams +9 melee (2d6+6, bludgeoning) or 1 Crystalline Gore +9 (1d6+6, piercing) plus multiple glass shards (1d4+4 per round automatic damage)
Full Attack: 2 slams +9 melee (2d6+6, bludgeoning) or 1 Crystalline Gore +9 (1d6+6, piercing) plus multiple glass shards (1d4+4 per round automatic damage)
Space/Reach: 10 ft/10 ft.
Special Attacks: crystalline gore
Special Qualities: crystal sense, darkvision 60 ft., DR 10/bludgeoning, elemental traits, immune cold and fire; meld into crystal, resist electricity 10, severe sonic vulnerability, telepathy
Saves: Fort +3, Ref +5, Will +3
Abilities: Str 22, Dex 15, Con 13, Int 14, Wis 15,Cha 14
Skills: Climb +24, Listen +23, Spot +20, Survival +20
Feats: Great Fortitude, Skill Focus (Listen)
Environment: Underground

Challenge Rating: 12
Alignment: Neutral
Advancement: 7-12 HD (Large); 13-27 (Huge)

Special Abilities
Crystalline Gore (Ex): When a vidre punches it creates sharp crystal shards which dig into its opponents flesh. These wounds continue to bleed, dealing the listed 1d4+4 each round at the start of the affected creature's turn. This bleeding can be stopped by a successful **DC 15 Heal** skill check or through the application of any magical healing.

Telepathy (Su): The vidre can mentally communicate with any other creature within 300' that has a language. It is possible to address multiple creatures at once telepathically, although maintaining a telepathic conversation with more than one creature at a time is just as difficult as simultaneously speaking and listening to multiple people at the same time.

Meld into Crystal (Su): Meld into crystal enables the vidre to meld its body into a sufficiently sized crystal or vein of crystal. The crystal or vein must be large enough to accommodate the creature's entire body in all three dimensions. While in the crystal the vidre remains in contact with the face of the crystal through which he or she melded. The vidre is able to communicate normally while encased in the crystal. Spells may only be cast if the target is oneself.

Minor physical damage to the crystal will not harm the vidre, but partial destruction (to the point that the vidre no longer fits) expels the vidre and causes 5d6 points of damage. The complete destruction of the crystal will also destroy the vidre hiding inside unless a Fort 18 save is made.

This effect may be maintained for as long as 2 hours by a vidre but may only be used once per day.

Any time before the duration expires, a vidre can step out of the crystal through the surface which the vidre entered. If the spell's duration expires the vidre is violently expelled and take 5d6 points of damage.

A *passwall* spell will negate the effects of Meld into Crystal.

Severe Sonic Vulnerability (Ex): Vidre are very vulnerable to sonic attacks taking 2x the normal damage when hit with a sonic attack. If a sonic spell which normally causes confusion or disorientation to a humanoid is attempted upon a vidre, the vidre automatically fails any associated saves and is stunned for 1 round + 1 round for every 2 spell levels (i.e. stunned for 3 rounds if hit with a level 6 sonic spell).

Soul Growth (Ex): For every enemy slain by a vidre (or absorbed by a vidre's "Soul Crystal") that vidre increases in power. For every 100 souls absorbed, the vidre increases by 1 HD level in all regards (HP, skills, feats, etc.). After increasing in this manner 10 times (1,000 souls total) the vidre will transform into a being entirely comprised of "Soul Energy" and will instinctively leave the planet, flying to the outer reaches of space.

Tactics
The vidre do not generally engage in combat unless they are in a period of "Soul Growth" in which case they require a steady supply of humanoid souls to maintain and increase their power.

When the vidre do engage in combat they do so by hiding in veins of crystal within a cave. After their targets pass, they expel themselves from the crystal and charge them from behind.

Ecology
Since the vidre are entirely powered by souls they will die if they expire. Vidre drain souls at the rate of 1 per day of regular activity. If a vidre is completely motionless he or she will only expend 1 soul per week. When 10 or more vidre bond together using "Meld into Crystal" they are actually able to freeze their consumption of souls and slow the rate to a degradation of 1 soul per month.



Soul Crystals or "Vidrefacte": Soul Crystals allow the vidre to cheat their way to attaining energy ascendance. Soul Crystals may be bound to a group, house, family, or other organization tied to a symbol. All who wear that symbol upon dying give their soul to the crystal. The power created by this crystal may be used by powerful priests, wizards, or sorcerers. The part of the deal the leaders of the devious and power hungry organizations are not aware of are as follows: A vidre is always bound to their Soul Crystal and may drain half of the souls obtained by an organization at any time. A Soul Crystal when full may be physically retrieved by a vidre seeking the souls. There are very few ways to sever such an agreement with the vidre, but there are ways.

A Soul Crystal may be created by a vidre which has reached its halfway mark to energy ascendance (500 souls). 100 souls must be expended into order to create a Soul Crystal.

Vikmordere Warriors

Size/Type: Medium Humanoid (Human)
Hit Dice: 3d8+3 (16 hp)
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 14 (+1 Dex, +2 leather armor, +1 light wooden shield), touch 11, flat-footed 13
Base Attack/Grapple: +2/+4
Attack: Morningstar +5 melee (1d8+2) or javelin +3 ranged (1d6+2)
Full Attack: Morningstar +5 melee (1d8+2) or javelin +3 ranged (1d6+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: -
Special Qualities: -
Saves: Fort +2, Ref +4, Will +3
Abilities: Str 15, Dex 12, Con 13, Int 12, Wis 10, Cha 9
Skills: Climb +5, Hide +4, Listen +4, Move Silently +6, Spot +4
Feats: Alertness, Iron Will, Weapon Focus (morningstar)
Organization: Solitary, gang (2-4), or band (11-20 plus 150% non-combatants plus 2 2nd-level sergeants and 1 leader of 2nd-5th level)
Challenge Rating: 2
Alignment: Usually chaotic neutral

Vikmordere warriors prefer to ambush opponents whenever possible. When hunting, they normally send scouts ahead of the main group to that spy prey before returning to report and bring up reinforcements.

Most Vikmordere warriors' attacks are coordinated and their tactics are sound (although not the most devastating).



Vvor

Size/Type: Medium animal
Hit Dice: 3d8+12 (26 hp)
Initiative: +2
Speed: 40 ft.
Armor Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple: +4/+7
Attack: gore +6 melee (1d8+5)
Full Attack: gore +6 melee (1d8+5)
Space/Reach: 5ft./5 ft.
Special Attacks: spirited charge +8(2d8+10)
Special Qualities: ferocity, light sensitivity, low-light vision, scent
Saves: Fort +6, Ref +5, Will +1
Abilities: Str 16, Dex 14, Con 16, Int 2, Wis 13, Cha 4
Skills: Hide +5, Listen +6, Move Silently +5, Spot +6
Feats: Toughness
Environment: underground
Organization: pair or group (2–30)
Challenge Rating: 3
Treasure: none
Alignment: Neutral

Special Abilities
Spirited Charge (Ex): If a vvor can charge its full movement speed, it gains a +2 to attack and deals double damage with its gore.

Ferocity (Ex): A creature with ferocity remains conscious and can continue fighting even if its hit point total is below 0. The creature is still staggered and loses 1 hit point each round. A creature with ferocity still dies when its hit point total reaches a negative amount equal to its Constitution score.

Light Sensitivity (Ex): Creatures with light sensitivity are dazzled in areas of bright sunlight or within the radius of a daylight spell. Ill-tempered, dangerous, hard to kill, and always hungry, vvor refuse to back down from a fight.

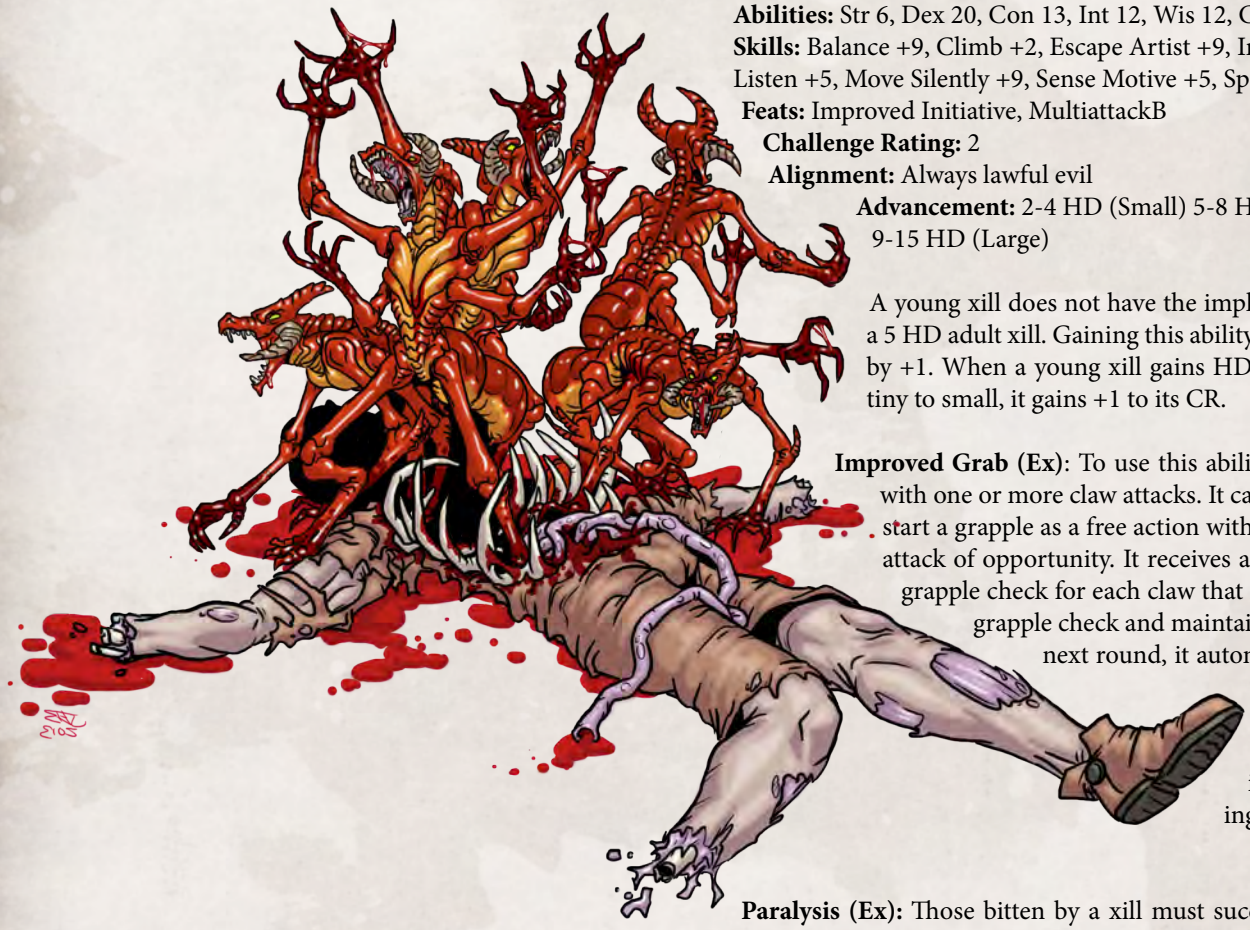
The largest, most violent male rules Vvor groups, known as families. When male vvors reach maturity, they either challenge the bull male or they leave the family. If a vvor is found on its own, it is usually a male that is looking for somewhere to start his own family.

The immature males hunt in packs of 10 to 15 led by the largest immature male (called "big brother"), and are capable of bringing down adult bears. The pack quietly surrounds their target and big brother leads the charge by lowering his head and rushing the target, ripping upward with the horns on his head. Big brother will retreat from the prey and then the other males will begin attacking from different sides, moving in, slashing with their horns, and then retreating. This continues until the prey has fallen, or (rarely) fought its way free.

An immature male vvor is three feet long and weighs 150 pounds, with immature females being slightly smaller. The statistics given above are for a standard immature male vvor. The "big brother" vvor is generally a little larger than the typical vvor, weighing in at 200 pounds and with an increased Strength of 18 (+4) and Consti-

tution of 19 (+5). He has a long sharp horn between 6-10 inches protruding from the top of his head, which causes 1d10 damage and has a critical threat range of 18-20.

Bull vvors have been measured as much as seven feel long and weighing close to half a ton. The average bull is closer to five feet long and weighs between 600 and 700 pounds. The average cow vvor is three to four feet long and weight 300 to 400 pounds.



Young Xill

Size/Type: Tiny Outsider (Extraplanar)
Hit Dice: 1d8+2 (6 hp)
Initiative: +9
Speed: 40 ft. (8 squares)
Armor Class: 24 (+2 size, +5 Dex, +7 natural), touch 17, flat-footed 19
Base Attack/Grapple: +1/-3
Attack: Claw +1 melee (1d3-2)
Full Attack: 4 claws +1 melee (1d3-2)
Space/Reach: 2½ft./0 ft.
Special Attacks: Improved grab, paralysis
Special Qualities: Darkvision 60 ft., planewalk, spell resistance 21
Saves: Fort +3, Ref +7, Will +3
Abilities: Str 6, Dex 20, Con 13, Int 12, Wis 12, Cha 11
Skills: Balance +9, Climb +2, Escape Artist +9, Intimidate +4, Listen +5, Move Silently +9, Sense Motive +5, Spot +5, Tumble +9
Feats: Improved Initiative, MultiattackB
Challenge Rating: 2
Alignment: Always lawful evil
Advancement: 2-4 HD (Small) 5-8 HD (Medium); 9-15 HD (Large)

A young xill does not have the implant (ex) ability of a 5 HD adult xill. Gaining this ability increases the CR by +1. When a young xill gains HD and moves from tiny to small, it gains +1 to its CR.

Improved Grab (Ex): To use this ability, a xill must hit with one or more claw attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. It receives a +2 bonus on the grapple check for each claw that hits. If it wins the grapple check and maintains the hold in the next round, it automatically bites the foe at that time. The bite deals no damage but injects a paralyzing venom.

Paralysis (Ex): Those bitten by a xill must succeed on a **DC 11 Fortitude save** or be paralyzed for 1d4 hours. The save DC is Constitution-based.

Planewalk (Su): These planar travelers like to slip between the folds of space to attack enemies as though from thin air. They can cross from the Ethereal Plane with a move action but take 2 rounds to cross back, during which time they are immobile. As a xill fades away, it becomes harder to hit: Opponents have a 20% miss chance in the first round and a 50% miss chance in the second. A xill can planewalk with a willing or helpless creature.

Yul the Mohrg

Size/Type: Large Undead
Hit Dice: 14d12 (91 hp)
Initiative: +9
Speed: 30 ft. (6 squares)
Armor Class: 23 (+4 Dex, +9 natural), touch 14, flat-footed 14
Base Attack/Grapple: +7/+12
Attack: Slam +12 melee (1d6+7) or tongue +12 melee touch (paralysis)
Full Attack: Slam +12 melee (1d6+7) and tongue +12 melee touch (paralysis)
Space/Reach: 5 ft./5 ft.
Special Attacks: Improved grab, paralyzing touch, create spawn, third eye of fear
Special Qualities: Darkvision 60 ft., third eye prevents flanking, undead traits
Saves: Fort +4, Ref +10, Will +9
Abilities: Str 21, Dex 19, Con 0, Int 11, Wis 10, Cha 16
Skills: Climb +13, Hide +21, Listen +11, Move Silently +21, Spot +15, Swim +9
Feats: Alertness, Dodge, Improved Initiative,Lightning Reflexes, Mobility
Environment: Any
Organization: Solitary
Challenge Rating: 8
Treasure: See adventure entry
Alignment: Always chaotic evil
Advancement: 15-21 HD (Medium); 22-28 HD (Large)
Level Adjustment: —



Mohrgs are the animated corpses of mass murderers or similar villains who died without atoning for their crimes. Most mohrgs are 5 to 6 feet tall and weigh about 120 pounds.

Combat
Like zombies, mohrgs attack by slamming enemies with their fists. They often catch opponents flat-footed, for they move much faster than zombies.

Special Abilities
Improved grab (Ex): To use this ability, a mohrg must hit a creature of its size or smaller with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Paralyzing Touch (Su): A mohrg lashes out with its tongue in combat. An opponent the tongue touches must succeed on a **DC 17 Fortitude save** or become paralyzed for 1d4 minutes. The save DC is Charisma-based. Save is DC 20 for Yul due to his *Periapt of Charisma*

Create Spawn (Su): Creatures killed by a mohrg rise after 1d4 days as zombies under the morhg's control. They do not possess any of the abilities they had in life.

Third Eye of Fear (Su): Yul has developed an additional attack for him and his zombie mob, the Third Eye of Fear, which is designed to leave creatures shaken. See below for details. Yul implants this third eye into what he hopes will be his most trusted creations at the moment of transformation.

When part of a group of 1 mohrg and 5 or more zombies controlled by the mohrg, those with a third eye placed in the back of their skull can blink in unison and can affect creatures with Fear. The fear effect is allowed a saving throw which is a Will save (DC 10 + ½ mohrg's HD + mohrg's Cha modifier; the exact DC is given in the creature's descriptive text but is usually DC 17). All fear attacks are mind-affecting fear effects. A failed roll usually means that the character is shaken. Will save is DC 20 for this effect for Yul.

The mohrg actually controls the blink ability, not the individual zombies. There is a minimal time delay between the blink of each creature, one that can't actually be seen by the naked eye, which is based on the distance from the mohrg of each of the zombies and makes it seem like they are independent and very well co-ordinated, but it is really just the mohrg.

The fear effect affects everyone who can see the blinking action. The duration of the effect is a number of rounds equal to the HD of the mohrg. If save is made, no effect and the person making the save is immune to any further attempt by the individual mohrg for 24 hours.

The third eye also prevents its recipient from being flanked.

Zombie, Bugbear

Size/Type: Medium Undead
Hit Dice: 6d12+3 (42 hp)
Initiative: +0
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (+5 natural, +1 light wooden shield),, touch 10, flat-footed 16
Base Attack/Grapple: +3/+6
Attack: Morningstar +6 melee (1d8+3) or slam +6 melee (1d6+3) or javelin +3 ranged (1d6+2)
Full Attack: Morningstar +6 melee (1d8+3) or slam +6 melee (1d6+3) or javelin +3 ranged (1d6+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +2, Ref +2, Will +5
Abilities: Str 17, Dex 10, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Temperate mountains
Organization: Any
Challenge Rating: 2
Treasure: None
Alignment: Always neutral evil
Advancement: None
Level Adjustment: —

Zombie, Drow Raider

Size/Type: Medium Undead
Hit Dice: 6d12+3 (42 hp)
Initiative: +0
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (+5 natural, +1 light wooden shield), touch 10, flat-footed 16
Base Attack/Grapple: +3/+6
Attack: Rapier +6 melee (1d6+3/18-20) or slam +6 melee (1d6+3) or hand crossbow +3 ranged (1d4/19-20 plus poison)
Full Attack: Rapier +6 melee (1d6+3/18-20) or slam +6 melee (1d6+3) or hand crossbow +3 ranged (1d4/19-20 plus poison)
Space/Reach: 5 ft./5 ft.
Special Attacks: Poison
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +2, Ref +2, Will +5
Abilities: Str 16, Dex 11, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Underground lairs and drow cities
Organization: Any
Challenge Rating: 2
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Poison (Ex): An opponent hit by a drow's poisoned weapon must succeed on a **DC 13 Fortitude save** or fall unconscious. After 1 minute, the subject must succeed on another **DC 13 Fortitude save** or remain unconscious for 2d4 hours. A typical drow carries 1d4-1 doses of drow knockout poison. Drow typically coat arrows and crossbow bolts with this poison, but it can also be applied to a melee weapon. Note that drow have no special ability to apply poison without risking being poisoned themselves. Since this poison is not a magical effect, drow and other elves are susceptible to it.



Zombie, Gray Render

Size/Type: Large Undead
Hit Dice: 20d12+3 (133 hp)
Initiative: -1
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (-1 size, -1 Dex, +8 natural), touch 8, flat-footed 16
Base Attack/Grapple: +10/+21
Attack: Bite +16 melee (2d6+7) or slam +16 melee (1d8+10)
Full Attack: Bite +16 melee (2d6+7) or slam +16 melee (1d8+10)
Space/Reach: 10 ft./10 ft.
Special Attacks: Third eye of fear
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., third eye prevents flanking, undead traits
Saves: Fort +6, Ref +5, Will +12
Abilities: Str 25, Dex 8, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Temperate marshes
Organization: Any
Challenge Rating: 6
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Zombie, Troglodyte

Size/Type: Medium Undead
Hit Dice: 4d12+3 (29 hp)
Initiative: -2
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (-2 Dex, +8 natural), touch 8, flat-footed 16
Base Attack/Grapple: +2/+3
Attack: Greatclub +3 melee (1d10+1) or bite +3 melee (1d4+1) or slam +3 melee (1d6+1) or javelin +0 ranged (1d6+1)
Full Attack: Greatclub +3 melee (1d10+1) or bite +3 melee (1d4+1) or slam +3 melee (1d6+1) or javelin +0 ranged (1d6+1)
Space/Reach: 5 ft./5 ft
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +1, Ref -1, Will +4
Abilities: Str 12, Dex 7, Con Ø, Int Ø, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Underground
Organization: Any
Challenge Rating: 1
Treasure: None
Alignment: Always neutral evil
Advancement: None
Level Adjustment: —

Zombie, Minotaur

Size/Type: Large Undead
Hit Dice: 12d12+3 (81 hp)
Initiative: -1
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (-1 size, -1 Dex, +8 natural), touch 8, flat-footed 16
Base Attack/Grapple: +6/+15
Attack: Greataxe +10 melee (3d6+7/×3) or gore +10 melee (1d8+5) or slam +10 melee (1d8+5)
Full Attack: Greataxe +10 melee (3d6+7/×3) or gore +10 melee (1d8+5) or slam +10 melee (1d8+5)
Space/Reach: 10 ft./10 ft.
Special Attacks: Third eye of fear
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., third eye prevents flanking, undead traits
Saves: Fort +4, Ref +3, Will +8
Abilities: Str 21, Dex 8, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Underground
Organization: Any
Challenge Rating: 2
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Zombie, Vikmordere Barbarian

Size/Type: Medium Undead
Hit Dice: 6d12+3 (42 hp)
Initiative: +0
Speed: 30 ft. (6 squares; can't run)
Armor Class: 16 (+5 natural, +1 shield), touch 10, flat-footed 16
Base Attack/Grapple: +3/+6
Attack: Longsword +6 melee (1d8+3) or Slam +6 melee (1d6+3) or Javelin +3 ranged (1d6+3)
Full Attack: Longsword +6 melee (d8+3) or Slam +6 melee (1d6+3) or Javelin +3 ranged (1d6+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: Third eye of fear
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., third eye prevents flanking, undead traits
Saves: Fort +2, Ref +2, Will +5
Abilities: Str 17, Dex 10, Con 0, Int 0, Wis 10, Cha 1
Skills: —
Feats: Toughness
Environment: Cold mountains
Organization: Any
Challenge Rating: 2
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

Ahool CR 5

XP 4,800
NE Medium monstrous humanoid (air, shapechanger)
Init +5; Senses blindsense 60 ft.; darkvision 60 ft.; Perception +19

DEFENSE

AC 18, touch 15, flat-footed 13 (+5 Dex, +3 natural)
hp 42 (5d10+15)
Fort +4, Ref +9, Will +7
DR 5/magic; Resist sonic 20, cold 10; SR 15

OFFENSE

Speed 30 ft., fly 60 ft. (perfect)
Melee bite +8 (1d8+3), 2 claws +3 (1d6+1), and 2 wings +3 (1d4+1)
Ranged javelin +10 (1d6+3) or bolas +10 (1d4+3)
Special Attacks blood drain, disruptive echo, wing buffet
Spell-Like Abilities (CL 5th; concentration +9)
2/day—control winds (DC 16), obscuring mist

STATISTICS

Str 17, Dex 20, Con 16, Int 15, Wis 16, Cha 19
Base Atk +5; CMB +8; CMD 23 (cannot be tripped)
Feats Cleave, Combat Expertise, Power Attack
Skills Acrobatics +7, Climb +9, Craft (weapons) +8, Fly +15, Intimidate +12, Perception +15, Stealth +9, Survival +11; Racial Modifiers +4 Fly, +4 Perception, +4 Stealth in shadowy areas
Languages Abyssal, Celestial, Draconic; telepathy 50 ft.
SQ change shape

SPECIAL ABILITIES

Blindsense (Ex) An ahool uses echolocation to pinpoint creatures within 30 feet. Opponents still have total concealment against the bat unless it can actually see them.

Blood Drain (Ex) An ahool can suck blood from a grappled opponent; if the ahool establishes or maintains a pin, it drains blood, dealing 1d4 points of Constitution damage. The ahool heals 3 hit points or gains 3 temporary hit points for 10 minutes (up to a maximum number of temporary hit points equal to its full normal hit points) each round it drains blood.

Change Shape (Su) An ahool can change shape to assume the form of a dire bat. It also has the unexplained ability to turn into a swarm of common bats. The number of bats in the swarm equals the number of hit point the ahool has at that time.

Disruptive Echo (Su) Once every 1d4+1 rounds, an ahool can focus its echolocation in a ray up to 60 feet long. This is a ranged touch attack that deals 2d6 points of nonlethal or sonic damage to a single target. (**Reflex DC 16** half).

Weapon Familiarity (Ex) Ahool are proficient with bolas, flails, javelins, longspears, and nets.

Wing Buffet (Ex) An ahool learns to use its wings to batter foes, granting it two wing buffet attacks. These attacks are secondary attacks. The wing buffets deal 1d4 points of damage.

Physical Description
This creature is easily the size and stock of a strong man or orc, corded with thick muscles that belie a nearly elven litheness. Unlike the kinder races, sharp talons extend from its hands and feet and its ears dwarf the creature's head in their impressive size. The resemblance to a bat is uncanny, made concrete by the massive leathery wings that sprout from its back. Mottled brown fur covers its skin and accentuate the incredible tone of fitness apparent in the bat-like humanoid.



Ankheg

	Young CR 2	Standard CR 3	Advanced CR 4
XP	600	800	1,200
Alignment	N	N	N
Size, Type	Medium magical beast	Large magical beast	Huge magical beast
Initiative	+0	+1	-1
Senses	Senses darkvision 60 ft., low-light vision, tremorsense 60 ft	Senses darkvision 60 ft., low-light vision, tremorsense 60 ft	darkvision 60 ft., low-light vision, tremorsense 60 ft.
Perception	+4	+8	+11
DEFENSE			
AC	18, touch 10, flat-footed 17 (+1 Dex, +7 natural)	16, touch 9, flat-footed 16 (+7 natural, –1 size)	AC 19, touch 8, flat-footed 19 (-1 Dex, +12 natural, –2 size)
hp	6 (1d10+1)	hp 28 (3d10+12)	hp 66 (6d10+33)
Saves	Fort +3, Ref +3, Will +1	Fort +6, Ref +3, Will +2	Fort +10, Ref +4, Will +3
OFFENSE			
Speed	30 ft., burrow 20 ft.	30 ft., burrow 20 ft.	30 ft., burrow 20 ft.
Melee	bite +0 (1d8-1 plus 1d3 acid and grab)	bite +5 (2d6+4 plus 1d4 acid and grab)	bite +11/+5 (4d6+10 plus 1d6 acid and grab)
Space/Reach	5 ft./ 5 ft.	10 ft./ 5 ft.	15 ft./ 10 ft.
Special Attacks	spit acid	spit acid	spit acid
STATISTICS			
Abilities	Str 8, Dex 12, Con 13, Int 1, Wis 13, Cha 6	Str 16, Dex 10, Con 17, Int 1, Wis 13, Cha 6	Str 25, Dex 8, Con 21, Int 1, Wis 13, Cha 6
BaseAtk/CMB/ CMD	Base Atk +1; CMB +2 (+6 grapple); CMD 11 (19 vs. trip)	Base Atk +3; CMB +7 (+11 grapple); CMD 17 (25 vs. trip)	Base Atk +6; CMB +15 (+19 grapple); CMD 24 (32 vs. trip)
Feats	Skill Focus (Perception)	Skill Focus (Perception), Toughness	Skill Focus (Perception), Improved Natural Attack, Toughness
Skills	Climb +3, Perception +4	Climb +8, Perception +8	Climb +12, Perception +11
SPECIAL ABILITIES			
Spit Acid (Ex)	Once every 6 hours, an ankheg can spit a 30-foot line of acid. Creatures struck by this acid take 2d4 points of acid damage (Reflex DC 11 halves).	Spit Acid (Ex) Once every 6 hours, an ankheg can spit a 30-foot line of acid. Creatures struck by this acid take 4d4 points of acid damage (Reflex DC 14 halves).	Once every 6 hours, an ankheg can spit a 30-foot line of acid. Creatures struck by this acid take 6d4 points of acid damage (Reflex DC 18 halves).



Aranea Sorcerer Caravan Guardian CR 8

XP 4,800
N Medium magical beast (shapechanger) (Sorcerer 4)
Init +6; Senses darkvision 60 ft., low-light vision; Perception +8

DEFENSE

AC 13, touch 12, flat-footed 11 (+2 Dex, +1 natural)
hp 44 (3d10+4d6+14)
Fort +6, Ref +6, Will +8

OFFENSE

Speed 50 ft., climb 25 ft.
Melee bite +7 (1d6 plus poison) or dagger +7 (1d3)
Ranged web +7
Special Attacks poison, web
Areana Spells Known (CL 7th; concentration +9)
0th 6/day—*daze, flare, ghost sound, message, ray of frost, resistance*
1st 7/day—*grease, mage armor, magic missile, silent image*
2nd 4/day—*summon swarm*
Sorcerer Spells Known (CL 4th; concentration +6)
0th 6/day—*dancing lights, disrupt undead, flare, message, read magic, resistance*
1st 7/day—*detect undead, shocking grasp, sleep*
2nd 4/day—*eagle's splendor*

STATISTICS

Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 15
Base Atk +5; CMB +5; CMD 17
Feats Alertness (familiar), Improved Initiative, Iron Will, Spell Penetration, Summon Familiar (Tiny Viper), Weapon Finesse
Skills Acrobatics +13, Bluff +11 (includes +3 from familiar), Climb +14, Escape Artist +5, Knowledge (arcana) +8, Perception +8; Racial Modifiers +2 Acrobatics, +8 Climb, +2 Perception
Special Qualities change shape, darkvision 60 ft., low-light vision

An aranea is an intelligent, shapechanging spider with sorcerous powers. In its natural form, an aranea resembles a big spider, with a humpbacked body a little bigger than a human torso. It has fanged mandibles like a normal spider. Two small arms, each about 2 feet long, lie below the mandibles. Each arm has a hand with four many-jointed fingers and a double-jointed thumb. An aranea weighs about 150 pounds. The hump on its back houses its brain.

Araneas speak Common and Sylvan.

An aranea avoids physical combat and uses its webs and spells when it can. In a battle, it tries to immobilize or distract the most aggressive opponents first. Araneas often subdue opponents for ransom.

SPECIAL ABILITIES

Poison (Ex) Injury; *save* Fortitude DC 13; *initial* damage 1d6 Str; *secondary* damage 2d6 Str; *cure* 1 save

Web (Ex) In spider or hybrid form (see below), an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a **DC 13 Escape Artist check** or burst the web with a **DC 17 Strength check**. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus. The web has 6 hit points, hardness 0, and takes double damage from fire.

Change Shape (Su) An aranea's natural form is that of a Medium monstrous spider. It can assume two other forms. The first is a unique Small or Medium humanoid; an aranea in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an aranea cannot use its bite attack, webs, or poison.

The second form is a Medium spider-humanoid hybrid. In hybrid form, an aranea looks like a Medium humanoid at first glance, but a **DC 18 Spot check** reveals the creature's fangs and spinnerets. The aranea retains its bite attack, webs, and poison in this form, and can also wield weapons or wear armor. When in hybrid form, an aranea's speed is 30 feet (6 squares).

An aranea remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does an aranea revert to its natural form when killed. A true seeing spell, however, reveals its natural form if it is in humanoid or hybrid form.

Viper Familiar CR 1/2

XP 200
N Tiny animal
Init +3; Senses low-light vision, scent; Perception +9

DEFENSE

AC 18, touch 15, flat-footed 15 (+3 Dex, +3 natural, +2 size)
hp 22 (4d8)
Fort +3, Ref +7, Will +8

OFFENSE

Speed 20 ft., climb 20 ft., swim 20 ft.
Melee bite +5 (1d2–2 plus poison)
Space 2-1/2 ft.; Reach 0 ft.

STATISTICS

Str 4, Dex 17, Con 8, Int 7, Wis 13, Cha 2
Base Atk +0; CMB +1; CMD 8 (can't be tripped)
Feats Weapon Finesse
Skills Climb +11, Perception +9, Stealth +15, Swim +11; Racial Modifiers +4 Perception, +4 Stealth
SQ deliver touch spells, empathic link, improved evasion, scent, share spells
Treasure none

SPECIAL ABILITIES

Poison (Ex) Bite—injury; save Fort DC 12; frequency 1/round for 6 rounds; effect 1d2 Con; cure 1 save.

Aquatic Serpents CR 2

XP 600
N Medium animal
Init +3; Senses scent; Perception +12

DEFENSE
AC 15, touch 13, flat-footed 12 (+3 Dex, +2 natural)
hp 19 (3d8+6)
Fort +4, Ref +6, Will +2

OFFENSE
Speed 20 ft., climb 20 ft., swim 20 ft.
Melee bite +5 (1d4+4 plus grab)
Special Attacks constrict (1d4+4)

STATISTICS
Str 17, Dex 17, Con 12, Int 1, Wis 12, Cha 2
Base Atk +2; CMB +5 (+9 grapple); CMD 18 (can't be tripped)
Feats Skill Focus (Perception), Toughness
Skills Acrobatics +15, Climb +11, Perception +12, Stealth +11, Swim +11; Racial Modifiers +4 Perception, +4 Stealth,+8 Acrobatics

ECOLOGY
Environment warm forests, swamps, and fresh water
Organization solitary or nest (2–6)
Treasure none

Battlegrave Flesh Golem CR 6

XP 2,400
N Large construct
Init -3; Senses darkvision 60 ft., low-light vision; Perception +0

DEFENSE
AC 18, touch 6, flat-footed 18 (-3 Dex, +12 natural, -1 size)
hp 79 (9d10+30)
Fort +3, Ref +0, Will +3
DR 5/adamantine; Immune construct traits, magic

OFFENSE
Speed 0 ft.
Melee 2 slams +12 (2d8+4)
Space 10 ft.; Reach 10 ft.
Special Attacks berserk

STATISTICS
Str 18, Dex 5, Con 0, Int 0, Wis 11, Cha 1
Base Atk +9; CMB +14; CMD 26

SPECIAL ABILITIES
Berserk (Ex) When a battlegrave flesh golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, wildly swinging at anything in its range, striking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then flailing madly to spread more destruction. It takes 1 minute of inactivity by the golem to reset the golem's berserk chance to 0%.

Immunity to Magic (Ex) A battlegrave flesh golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold or fire damage slows a battlegrave flesh golem (as the slow spell) for 2d6 rounds (no save).

A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. A battlegrave flesh golem gets no saving throw against attacks that deal electricity damage.

Black Pudding, Tiny CR 2

XP 600
N Tiny ooze
Init –1; Senses blindsight 60 ft.; Perception –5

DEFENSE

AC 11, touch 11, flat-footed 11 (+2 size, –1 Dex)
hp 9 (2d8)
Fort +0, Ref –1, Will –5
Defensive Abilities split, ooze traits

OFFENSE

Speed 20 ft., climb 20 ft.
Melee slam -2 (1d3-5 plus 1d3 acid plus grab)
Space 2.5 ft.; Reach 0 ft.
Special Attacks constrict (1d3-5 plus 1d3 acid), corrosion

STATISTICS

Str 1, Dex 9, Con 10, Int 0, Wis 1, Cha 1
Base Atk +1; CMB -6 (-2 grapple); CMD 3 (13 vs. bull rush, can't be tripped)
Skills Climb +3
SQ ooze traits, suction

SPECIAL ABILITIES

Acid (Ex) A black pudding secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Each time a creature suffers damage from a black pudding's acid, its clothing and armor take the same amount of damage from the acid. A DC 11 Reflex save prevents damage to clothing and armor.

A metal or wooden weapon that strikes a black pudding takes 1d3 acid damage unless the weapon's wielder succeeds on a DC 11 Reflex save. If a black pudding remains in contact with a wooden or metal object for 1 full round, it inflicts 21 points of acid damage (no save) to the object. The save DCs are Constitution-based.

Corrosion (Ex) An opponent that is being constricted by a black pudding suffers a –4 penalty on Reflex saves made to resist acid damage applying to clothing and armor.

Split (Ex) Slashing and piercing weapons deal no damage to a black pudding. Instead, the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Suction (Ex) The black pudding can create powerful suction against any surface as it climbs, allowing it to cling to inverted surfaces with ease. A black pudding can establish or release suction as a swift action, and as long as it is using suction, it moves at half speed. Because of the suction, a black pudding's CMD score gets a +10 circumstance bonus to resist bull rush, awesome blows, and other attacks and effects that attempt to physically move it from its location.

Ice Ooze CR 3

XP 800
N Large ooze
Init -5; Senses blindsight 60 ft.; Perception -5
aura freezing cold (10 ft., F-DC 16)

DEFENSE

AC 4, touch 4, fl at-footed 4
(-5 Dex, -1 size)
hp 52 (7d8+21)
Fort +5, Ref -3, Will -3
Defensive Abilities ooze traits, split

OFFENSE

Speed 10 ft., climb 10 ft.
Melee slam +7 (1d6+3 plus 1d4 cold)
Space 10 ft.; Reach 5 ft.
Special Attacks engulf (R-DC 1d4 cold and freezing cold)

STATISTICS

STr 17, Dex 1, Con 17, Int —, Wis 1. Cha 1
Base Atk +5; CMB +9; CMD 14 (can't be tripped)
Skills Climb +11
SQ transparent

ECOLOGY

Environment cold
Organization solitary
Treasure incidental

SPECIAL ABILITIES

Freezing Cold (su) Th e air around an ice ooze is extremely frigid. All within 10 feet of the ice ooze, who lack cold immunity, must make a Fortitude save DC 16 or suff er a -2 penalty to all attacks, saves, and skill checks until they leave the area. Th e save DC is Constitutionbased.

Split (ex) If attacked with fi re, an ice ooze will ignore up to 10 hp of fi re damage, and split into two adult ice oozes, each with half of the orignal's current hit poins. No further division or heat absorption can take place for on month.

Transparent (ex) Due to its light blue colouration, an ice ooze is diffi cult to discern in cold and snowladen environments. A DC 15 Perception check is required to notice a motionless ice ooze. Any creature that fails to notice an ice ooze and walks into it is automatically engulfed.

Ice oozes spend much of their time in a stasis-like state to conserve energy. Th ey are very hard to detect, as they appear to be a coating of ice upon the ground, wall, rock surface or even tree. Th ey are stirred to action by the presence of heat within their blindsight. Though hey live in cold climates, they are not immune to cold, nor are they vulnerable to fi re. In fact, if subjected to fire magic, an ice ooze will reproduce asexually into two identical adult oozes.

Bulette

	Immature CR 4	Young CR 6	Standard CR 7
XP	1.200	2.400	3,200
Alignment	N	N	N
Size, Type	Medium magical beast	Large magical beast	Huge magical beast
Initiative	+8	+7	+6
Senses	darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.	darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.	darkvision 60 ft., low-light vision, scent, tremorsense 60 ft.
Perception	+4	+8	+11
DEFENSE			
AC	21, touch 14, flat-footed 17 (+4 Dex, +7 natural)	21, touch 12, flat-footed 18 (+3 Dex, +9 natural, –1 size)	22, touch 10, flat-footed 20 (+2 Dex, +12 natural, –2 size)
hp	hp 13 (2d10+2)	hp 42 (5d10+15)	hp 84 (8d10+40)
Saves	Fort +3, Ref +7, Will +1	Fort +7, Ref +7, Will +4	Fort +11, Ref +8, Will +5
OFFENSE			
Speed	Speed 40 ft., burrow 20 ft.	Speed 40 ft., burrow 20 ft.	Speed 40 ft., burrow 20 ft.
Melee	bite +0 (1d6-1/19–20) and 2 claws -1 (1d6-2)	bite +7 (1d10+3/19–20) and 2 claws +6 (1d8+2)	bite +13 (2d8+9/19–20) and 2 claws +12 (2d6+6)
Space/Reach	5 ft./ 5 ft.	10 ft./ 5 ft.	15 ft./ 10 ft.
Special Attacks	leap, savage bite	leap, savage bite	leap, savage bite
STATISTICS			
Abilities	Str 7, Dex 19, Con 12, Int 2, Wis 13, Cha 6	Str 15, Dex 17, Con 16, Int 2, Wis 13, Cha 6	Str 23, Dex 15, Con 20, Int 2, Wis 13, Cha 6
BaseAtk/CMB/CMD	Base Atk +2; CMB +0; CMD 14 (18 vs. trip)	Base Atk +5; CMB +8 ; CMD 21 (25 vs. trip)	Base Atk +8; CMB +16; CMD 28 (32 vs. trip)
Feats	Improved Initiative	Improved Initiative, Iron Will, Weapon Focus (bite)	Improved Initiative, Iron Will, Skill Focus (Perception), Weapon Focus (bite)
Skills	Acrobatics +8, Perception +5	Acrobatics +7, Perception +8	Acrobatics +9 (+17 jumping), Perception +11; Racial Modifiers +4 on Acrobatics checks made to jump
SPECIAL ABILITIES			
Leap (Ex) A bulette can perform a special kind of pounce attack by jumping into combat. When a bulette charges, it can make a DC 20 Acrobatics check to jump into the air and land next to its enemies. If it makes the Acrobatics check, it can follow up with four claw attacks against foes in reach, but cannot make a bite attack.			
Savage Bite (Ex) A bulette's bite is particularly dangerous. It applies 1-1/2 times its Strength modifier to damage inflicted with its bite attack, and threatens a critical hit on a 19–20.			



Cave Fisher CR 2

This man-sized, crab-like monstrosity clings tenaciously to the rough stone, its enormous pincers held out menacingly before it.

XP 600
N Medium vermin
Init +1; Senses darkvision 60 ft.; Perception +0

DEFENSE

AC 15, touch 11, flat-footed 14 (+1 Dex, +4 natural)
hp 33 (3d8+9)
Fort +6, Ref +2, Will +1
Immune mind-affecting effects

OFFENSE

Speed 20 ft., climb 20 ft.
Melee 2 claws +5 (1d4+3)
Ranged filament +3 (drag)
Special Attacks pull (filament, 10 feet)

STATISTICS

Str 17, Dex 12, Con 17, Int —, Wis 10, Cha 4
Base Atk +2; CMB +5 (+9 with pull); CMD 16 (28 vs. trip)
Skills Climb +11

ECOLOGY

Environment any underground
Organization solitary, pair, or tangle (3–6)
Treasure none

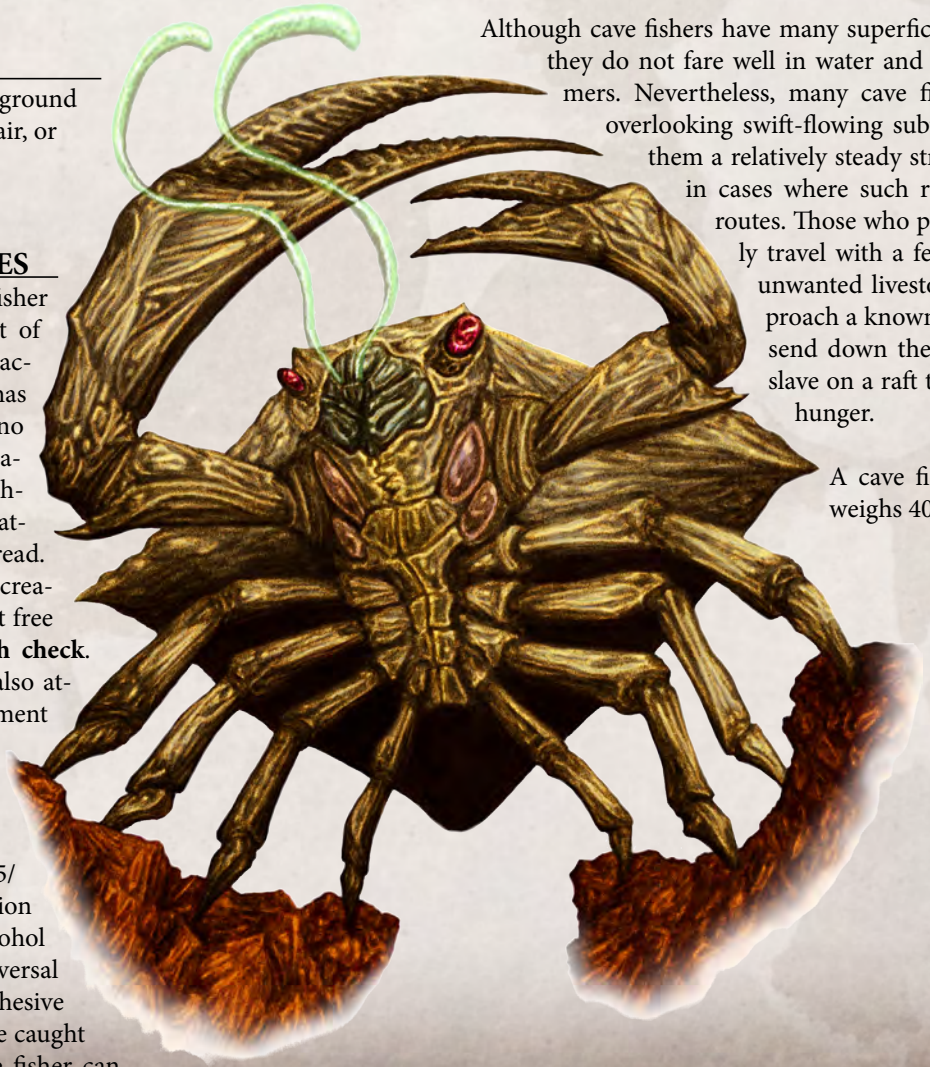
SPECIAL ABILITIES

Filament (Ex) A cave fisher can fire a thin filament of sticky silk as a standard action. This touch attack has a range of 60 feet and no range increment. A creature struck by a cave fisher's filament becomes attached to the sticky thread. As a standard action, a creature can rip the filament free with a **DC 20 Strength check**. A caught creature can also attempt to escape a filament by making a **DC 25 Escape Artist check**. A filament is AC 14 (touch 12), has 5 hit points, and has DR 15/ slashing. An application of liquid with high alcohol content (or a dose of universal solvent) dissolves the adhesive and releases the creature caught by the filament. A cave fisher can have only one filament active at a time.

Pull (Ex) A cave fisher has a +4 racial bonus on CMB checks made using its pull special attack.

The cave fisher is a highly specialized predator that dwells in caves. The creature's mode of hunting is unique—it clambers up a cave wall to settle on a ledge or in a crack, typically at a height of at least 30 feet. Ledges overlooking bridges and lower ledges overlooking chasms are favored hunting grounds for the cave fisher. The creature lies in wait until prey approaches within 60 feet, at which point it extrudes a thin cord of silk at blinding speed, lashing at the target as with a whip. The filament is incredibly sticky, and once the fisher strikes food with it, it reels in its meal to feed, trusting its position on a higher ledge to prevent any allies the meal may have from molesting it as it eats. Collections of bones and lengths of discarded filaments are sure signs of cave fisher habitation.

A cave fisher produces its filament from glands in its body; when it reels in a victim, it generally eats the filament along with its meal. It's impossible to harvest new filaments from a dead cave fisher, but filaments harvested from living ones are incredibly light and strong, functioning as silk rope once the sticky adhesive on a length decomposes (which generally takes 3d6 minutes). A cave fisher's filament glands are useful in constructing sovereign glue and similar sticky magical items. A single cave fisher's glands count as 100 gp worth of raw materials, offsetting the total cost of the item's final creation.



Although cave fishers have many superficial similarities to crabs, they do not fare well in water and aren't very good swimmers. Nevertheless, many cave fishers lair upon ledges overlooking swift-flowing subterranean rivers, giving them a relatively steady stream of food, especially in cases where such rivers are used as trade routes. Those who ply these rivers frequently travel with a few spare slaves or some unwanted livestock, and when they approach a known cave fisher haunt, they send down the unfortunate animal or slave on a raft to distract the monster's hunger.

A cave fisher is 7 feet long and weighs 400 pounds.

Celestial Tendriculos CR 7

XP 3,200
NG Huge plant (good)
Init +4; Senses low-light vision; Perception +8

DEFENSE

AC 20, touch 8, flat-footed 20 (+12 natural, –2 size)
hp 85 (9d8+45); regeneration 10 (bludgeoning or fire)
Fort +12, Ref +6, Will +6
Immune acid, plant traits

OFFENSE

Speed 20 ft.
Melee bite +13 (2d6+8 plus grab), 2 tentacles +8 (1d6+4 plus grab)
Space 15 ft.; Reach 15 ft.
Special Attacks celestial attack (Stunning Strike), paralysis (3d6 rounds, DC 19), sacredness, swallow whole (2d6 acid damage plus paralysis, AC 15, 7 hp)

STATISTICS

Str 26, Dex 11, Con 20, Int 5, Wis 10, Cha 5
Base Atk +6; CMB +16 (+20 grapple); CMD 26 (can't be tripped)
Feats Improved Initiative, Iron Will, Lightning Reflexes, Power Attack, Skill Focus (Stealth)
Skills Perception +8, Stealth +2 (+10 in undergrowth); Racial Modifiers +8 Stealth in undergrowth
Languages Sylvan (cannot speak)
SQ blessed, celestial quality (improved uncanny dodge), heavenly health, inhabited, resistance to electricity 20, spell vulnerability

SPECIAL ABILITIES

Blessed (Su) A celestial-blessed creature has a +1 morale bonus on all attack rolls and saving throws (included in stats).

Heavenly Health (Ex) A celestial-blessed creature gains a +2 resistance bonus on Fortitude saves against poison and petrification.

Inhabited (Ex) Each celestial-blessed creature is inhabited by a specific celestial. Although the celestial is aware of the actions and perceptions of the creature it inhabits, it can take no actions on its own behalf, nor can it communicate with the creature. It can neither exit the creature nor rescind its blessing in whole or in part. While merged with a celestial-blessed creature, the celestial cannot be located or detected by any means. It cannot be targeted by any spells or effects, except as noted in the description of the spell vulnerability special quality. Detection spells register only the celestial-blessed creature's alignment, location, aura, magic, or other qualities. A properly worded wish or miracle spell can reveal the presence of the celestial only if the caster knows its true name. If the celestial-blessed creature is killed while the celestial inhabits it, the latter is instantly returned to its home plane. For one year thereafter, it automatically returns to its native plane 1 round after it leaves—whether its departure was intentional or not.

Resistance to Electricity (Ex) A celestial-blessed creature gains electricity resistance 20.

Sacredness (Su) Each of a celestial-blessed creature's melee attacks with a natural or manufactured weapon deals 1d6 points of extra damage to a creature of evil alignment. All of its natural and manufactured weapons are treated as magic and good-aligned for the purpose of overcoming damage reduction.

Spell Vulnerability (Ex) Certain powerful spells have special additional effects against celestial-blessed creatures. These spells must first overcome the celestial's spell resistance (if any) to have any effect. A celestial-blessed creature subjected to a dismissal or dispel good spell must succeed on a Will saving throw or lose all the modifications bestowed by the celestial-blessed template for a number of rounds equal to the opponent's caster level. A celestial-blessed creature subjected to a banishment spell must succeed on a Will saving throw or lose the template until again blessed by a celestial creature. Failure returns the celestial to its normal form but leaves it lying helpless and unconscious adjacent to the creature with which it was previously merged. The amount of time that the celestial remains helpless and unconscious depends on the current alignment of the creature from which it was expelled. If that creature's alignment is the same as the celestial's, the latter is helpless and unconscious for 1 round. For each step by which the base creature's alignment differs from that of the celestial, the celestial remains unconscious and helpless for 1d4 rounds. Thus, a lawful good solar inhabiting a creature that has turned chaotic evil would lie unconscious and helpless for 4d4 rounds (two steps away on the lawful-chaotic axis and two steps away on the god-evil axis). If the same lawful good solar inhabited a neutral good creature, it would be unconscious and helpless for only 1d4 rounds after being expelled (one step away on the lawful-chaotic axis).

Stunning Strike (Su) Five times per day as a free action, an astral-deva blessed creature can imbue a single melee attack with stunning power. The player must declare the use of this ability before making the attack roll. A creature damaged by such an attack must succeed on a Fortitude saving throw (DC 10 + 1/2 celestial-blessed creature's HD + celestial-blessed creature's Con modifier) or be stunned for 1d6 rounds. If the attack misses or the astral-deva-blessed creature does not make the attack within 1 round of imbuing the melee weapon with power, that daily use of the ability is wasted.

Chosen Slave Mob (Swarm) CR 10

XP 9,600
NE Medium humanoid (mixed sexes/races) (swarm)
Init +2; Senses Perception +17

DEFENSE

AC 17, touch 8, flat-footed 15 (+9 Natural, +2 Dex, -4 Size)
hp 112 (25d8)
Fort +19, Ref +20 Will +21

OFFENSE

Spd 30 ft.
Melee Swarm 5d6 (nonlethal, slam plus tangle)
Space 20 ft. Reach 5 ft.
Special Attacks Distraction (Ex), Tangle (Ex)

STATISTICS

Str 15, Dex 14, Con 12, Int 10, Wis 13, Cha 8
Base Atk +25; CMB +31; CMD 43
Feats Great Fortitude (x2), Iron Will (x6), Lightning Reflexes (x5)
Skills Bluff +19, Intimidate +19, Perception +20
SQ Swarm Trait

Centipede, Titan CR 9

XP 6,400
N Colossal vermin
Init +0; Senses darkvision 60 ft.; Perception +4

DEFENSE

AC 21, touch 2, flat-footed 21 (+19 natural, -8 size)
hp 135 (10d8+90)
Fort +16, Ref +3, Will +3
Immune mind-affecting effects, vermin traits

OFFENSE

Speed 60 ft., climb 60 ft.
Melee bite +15 (4d6+24 plus poison)
Space 30 ft.; Reach 30 ft.
Special Attacks trample (6d6+24, DC 31)

STATISTICS

Str 43, Dex 11, Con 29, Int —, Wis 10, Cha 2
Base Atk +7; CMB +31; CMD 41 (can't be tripped)
Skills Climb +24, Perception +4, Stealth –8; Racial Modifiers +8 Climb, +4 Perception, +8 Stealth
SQ compression

SPECIAL ABILITIES

Poison (Ex) Bite—injury; *save* Fort DC 24; *frequency* 1/round for 6 rounds; *effect* 1d6 Dex; *cure* 2 consecutive saves.

ECOLOGY

Environment Fungi Forest, The Rift
Organization solitary, pair, or colony (3–6)
Treasure none

The largest of their kind, titan centipedes are thankfully also the rarest. They attack other living creatures fearlessly, and require constant sustenance to nourish their vast bulk. Humanoids are in most danger from titan centipedes when mounted rather than afoot—a good-sized horse makes a much more satisfying meal to the centipede than a few bites of human. Titan centipedes are solitary by nature and because of the demands of their appetite, though when food is plentiful, multiple centipedes sometimes lurk in the same area.

Compact Yrthak Mounts CR 6

XP 2,400
NG Medium magical beast
Init +7; Senses blindsight 120 ft., Perception +12

DEFENSE

AC 19, touch 14, flat-footed 15 (+3 Dex, +1 dodge, +5 natural)
hp 45 (6d10+12)
Fort +7, Ref +8, Will +4
Immune gaze attacks, visual effects and illusions, sight-based attacks, sonic
Weaknesses blind

OFFENSE

Speed 20 ft., fly 60 ft. (good)
Melee bite +9 (1d6+3), 2 claws +9 (1d4+3)
Ranged sonic lance +9 ranged touch (4d6 sonic)
Space 5 ft.; Reach 5 ft.
Special Attacks explosion

STATISTICS

Str 16, Dex 16, Con 14, Int 11, Wis 15, Cha 11
Base Atk +6; CMB +9; CMD 262
Feats Dodge, Flyby Attack, Improved Initiative
Skills Fly +9, Perception +12;
Racial Modifiers +4 Perception
Languages Draconic

SPECIAL ABILITIES

Blind (Ex) A compact yrthak sees and senses exclusively through its blindsight ability, which is based on sound and movement—beyond 120 feet, it is considered blind. A deaf compact yrthak is effectively blinded as well except against adjacent foes—its weak eyesight functions enough for it to attack targets this close, although in such cases these creatures still gain the benefit of concealment (20% miss chance) because of the creature's poor vision. It is invulnerable to all sight-based effects and attacks, including gaze attacks.

Explosion (Ex) As a standard action, a compact yrthak can fire its sonic lance at the ground, a large rock, a stone wall, or a similar non-magical object within 60 feet to create an explosion. This attack deals 1d6 points of piercing damage to all within 10 feet of the effect's center.

Sonic Lance (Ex) Once per round, a compact yrthak can focus sonic energy in a 60-foot ray that deals 4d6 sonic damage to one target.

Demilich, Awakened CR 16

XP 76,800
Demilich wizard (necromancer) 11
NE Tiny undead
Init +3; Senses darkvision 60 ft., true seeing; Perception +27

DEFENSE

AC 24, touch 20, flat-footed 21 (+3 Dex, +4 natural, +5 profane, +2 size)
hp 115 (11d8+66)
Fort +12, Ref +13, Will +19
Defensive Abilities channel resistance +5, rejuvenation, unholy grace; DR 20/—; Immune acid, cold, electricity, magic, polymorph, undead traits
Weaknesses torpor, vorpal susceptibility

OFFENSE

Speed fly 30 ft. (perfect)
Space 2-1/2 ft.; Reach 0 ft.
Special Attacks devour soul
Spell-Like Abilities (CL 20th; concentration +25)
Constant—*true seeing*
At will—*greater bestow curse* (DC 22), *telekinesis* (DC 20), *wail of the banshee* (20-ft.-radius spread centered on the demilich; DC 25)
Spells Prepared (CL 11th)
0th *bleed* (DC 16), *detect magic, ray of frost, read magic*
1st *magic missile* (3), *ray of enfeeblement* (2), *shield* (2)
2nd *darkness, extended mage armor, false life, scorching ray* (2), *see invisibility, spectral hand*
3rd *dispel magic* (2), *fireball* (DC 19), *suggestion* (DC 19), *vampiric touch* (2)
4th *dimension door, enervation, fire shield, wall of ice* (2)
5th *cloudkill* (DC 21), *cone of cold* (DC 21), *quickened magic missile, waves of fatigue*
6th *circle of death* (DC 22), *globe of invulnerability, maximized fireball* (DC 19)
Prohibited (opposed) Schools illusion, transmutation

STATISTICS

Str 6, Dex 17, Con —, Int 22, Wis 20, Cha 21
Base Atk +8; CMB +4; CMD 22
Feats Craft Wondrous Item, Defensive Combat Training, Eschew Materials, Extend Spell, Flyby Attack, Improved Lightning Reflexes, Iron Will, Lightning Reflexes, Maximize Spell, Quicken Spell, Scribe Scroll, Still Spell, Toughness
Skills Craft (alchemy) +20, Fly + 12, Intimidate +19, Knowledge (arcana) +20, Knowledge (planes) +20, Linguistics +20, Perception +27, Sense Motive +27, Spellcraft +20, Stealth +25; Racial Modifiers +8 Perception, +8 Sense Motive, +8 Stealth
Languages Abyssal, Aklo, Common, Draconic, Giant, Infernal
Treasure double

SPECIAL ABILITIES

Devour Soul (Su) As a standard action with a range of 300 feet, a demilich can imprison the soul of a living creature within one of 10 special gems embedded in its skull. If the target succeeds at a **DC 22 Fortitude save**, it gains two permanent negative levels. If it fails, its soul is immediately drawn into one of the gems in the demilich's skull. The soul remains trapped within the gem, visible as but a gleam except under true seeing. The soulless body corrupts and decays rapidly, reducing to dust in a single round. As long as the dead creature's soul remains trapped in the gemstone, it cannot be restored to life via any means save direct divine intervention. Gems with souls trapped in them can be retrieved from a destroyed demilich, at which point they can either be crushed to release any souls within to their afterlife or used in the place of the usual material components to restore the soul and body with resurrection or true resurrection. After 24 hours, the demilich can choose to consume any soul trapped in a gem, healing it 1d6 hit points per Hit Die of the soul, at which point only miracle or wish can restore the dead creature to life. The save DC is Charisma-based.

Greater Bestow Curse (Sp) This spell-like ability functions like *bestow curse*, but can have one of the following effects: -12 to one ability score; -6 to two ability scores; -8 penalty on attack rolls, saves, and checks; or a 25% chance to act normally. This ability is treated as a 6th-level spell.

Immunity to Magic (Su) A demilich is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells function differently against the creature, as noted below.

A *dispel evil* spell deals 2d6 points of damage, with no saving throw.

Holy smite affects a demilich normally.

A *power word kill* spoken by an ethereal caster deals 50 points of damage to the demilich if it fails a Fortitude save (with a DC determined as though the spell allowed a saving throw).

A *shatter* spell deals 1d6 points of damage per two caster levels (maximum 10d6), with no saving throw.

Rejuvenation (Su) A destroyed demilich reforms in 2d6 days. To permanently destroy a demilich, holy water must be poured over its remains within the area of a hallow spell. To complete the destruction, holy word or dispel evil must be cast. If the caster succeeds at a caster level check with a DC equal to 10 + the demilich's Hit Dice, the demilich is permanently destroyed.

Telekinetic Storm (Su) As a special use of its telekinesis spell-like ability, a demilich can churn up its treasure, dust, bones, and other loose debris in the area into a whirling storm about its skull. The storm obscures vision as a fog cloud within a 20-foot spread centered on the demilich's skull. Creatures within the storm take 12d6 points of damage per round on the demilich's turn (**Reflex DC 20** for half damage). The demilich can maintain the storm indefinitely by concentrating.

Torpor (Ex) A demilich takes no actions against intruders unless its remains or treasure are disturbed.

Unholy Grace (Su) A demilich gains a bonus on saves and a profane bonus to AC equal to its Charisma modifier.

Vorpal Susceptibility (Ex) Vorpal weapons of any kind ignore a demilich's damage reduction.

Diseased Treant CR 7

XP 3,200
N Huge plant
Init +5; Senses low-light vision; Perception +9
Aura babble (60 ft., DC 15)

DEFENSE

AC 21, touch 7, flat-footed 21 (-1 Dex, +14 natural, -2 size)
hp 114 (12d8+60)
Fort +13, Ref +3, Will +6
Defensive Abilities plant traits; DR 10/slashing
Weaknesses vulnerability to fire

OFFENSE

Speed 30 ft.
Melee 2 slams +17 (2d6+6/19–20)
Ranged rock +7 (2d6+9)
Space 15 ft.; Reach 15 ft.
Special Attacks rock throwing (150 ft.), trample (2d6+9, DC 25)

STATISTICS

Str 23, Dex 8, Con 21, Int 12, Wis 16, Cha 12
Base Atk +9; CMB +20; CMD 29
Feats Alertness, Improved Critical (slam), Improved Sunder, Iron Will, Power Attack, Weapon Focus (slam)
Skills Diplomacy +9, Intimidate +9, Knowledge (nature) +9, Perception +9, Sense Motive +6, Stealth –9 (+7 in forests); Racial Modifiers +16 Stealth in forests
SQ animate trees, double damage against objects, treespeech

SPECIAL ABILITIES

Animate Trees (Sp) A treant can animate any trees within 180 feet at will, controlling up to two trees at a time. It takes 1 full round for a tree to uproot itself, after which it moves at a speed of 10 feet and fights as a treant (although it has only one slam attack and lacks the treant's animation and rock-throwing abilities), gaining the treant's vulnerability to fire. If the treant that animated it terminates the animation, moves out of range, or is incapacitated, the tree immediately takes root wherever it is and returns to its normal state.

Double Damage Against Objects (Ex) A treant or animated tree that makes a full attack against an object or structure deals double damage.

Treespeech (Ex) A treant has the ability to converse with plants as if subject to a continual speak with plants spell, and most plants greet them with an attitude of friendly or helpful.

Downtrodden Slave Mob Swarm CR 10

XP 9,600
CN Medium humanoid (mixed sexes/races; swarm)
Init +0; Perception +20

DEFENSE

AC 16, touch 8, flat-footed 16 (+14 natural, -8 size)
hp 125 (50d4)
Fort +32, Ref +34 Will +33

OFFENSE

Speed 30 ft.
Melee swarm 5d6 (nonlethal, slam plus tangle)
Space 30 ft.; Reach 5 ft.
Special Attacks Distraction (Ex),Tangle (Ex)

STATISTICS

Str 12, Dex 10, Con 11, Int 8, Wis 13, Cha 9
Base Atk +25; CMB +34; CMD 44
Feats Great Fortitude (x8), Iron Will (x8), Lightning Reflexes (x9)
Skills Bluff +19, Intimidate +19, Perception +20
Special Qualities Swarm traits

SPECIAL ABILITIES

Distraction (Ex) Any living creature vulnerable to a swarm's damage that begins its turn in one of the mob's squares is nauseated for 1 round; a Fortitude save (DC 20) negates the effect. Spellcasting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills that involve patience and concentration requires a DC 20 Concentration check.

Tangle (Ex) The crowd can make a grapple check against any creature Large or smaller and that is affected by its melee attack. This is a free action and does not attact an Attack of Opportunity. If the swarm succeeds, then the target creature is grappled, while the swarm is not. The grappled creature must move with the swarm until it breaks free, which it can do with an opposed grapple check (the targeted creature may replace its grapple check with an Escape Artist check). If the grappled creature breaks free, it remains within the swarm but can move freely again.

Drow Assassins CR 4

XP 1,200
Male drow rogue (Sniper) 5
LE medium humanoid (elf)
Init +3; Senses Darkvision 120 ft., low-light vision; Perception +10

DEFENSE

AC 13, touch 13, flat-footed 10 (+3 Dex)
hp 32 (5d8)
Fort +1, Ref +7, Will +1; +2 vs enchantments
SR 11; Immune sleep, drow traits
Weakness Light Blindness

OFFENSE

Speed 30 ft.
Melee dagger +4 (1d4+1, Crit 19-20/x2)
Ranged +2 light crossbow +9 (1d8+2, Crit 19-20/x2, Range 80 ft.) or dart + (1d4+1, Range 20 ft.)
Special Attacks Accuracy, Deadly Range (sneak attack within 40 feet), Sneak Attack +3d6, Sniper's Eye

STATISTICS

Str 12, Dex 16, Con 11, Int 11, Wis 11, Cha 11
Base Atk +3; CMB +4; CMD 17
Feats Rapid Reload: Crossbow, Light, Rogue Weapon Proficiencies, Throw Anything, Weapon Focus: Crossbow, Light
Skills Acrobatics +11, Climb +9, Disguise +8, Escape Artist +11, Intimidate +8, Perception +10, Sense Motive +8, Sleight of Hand +8, Stealth +11, Survival +3
Languages Drow, Drow Sign Language, Elven, Undercommon
SQ evasion, uncanny dodge, poison use, snap shot
Gear *+2 light crossbow*, *slippers of spiderclimb*, 2 daggers, 2 darts

SPECIAL ABILITIES

Accuracy (Ex) Drow Assassins halve all range increment penalties with a bow or crossbow.

Snap Shot (Ex) Drow Assassins set their initiative roll to 20 during a surprise round, but their only available action is a ranged attack. They enter initiative normally after the surprise round.

Sniper's Eye (Ex) Drow Assassins can use ranged sneak attacks against targets with concealment.

Drow Cleric CR 10

XP 9,600
Female drow cleric 9 (Priestess of the Spider Temple)
NE Medium humanoid (elf)
Init +1; Senses darkvision 120 ft.; Perception +7

DEFENSE

AC 23, touch 11, flat-footed 22 (+9 armor, +1 Dex, +3 shield)
hp 52 (9d8+9)
Fort +7, Ref +4, Will +9 (+2 vs. enchantment)
SR 15

OFFENSE

Speed 20 ft. (4 squares)
Melee scorpion whip +9/+4 (1d4+3)
Ranged *+1 hand crossbow* +8 ranged (1d4+1 plus poison, Crit 19-20/x2; +1 to attack if within 30 ft.)
Special Attacks channel negative energy 6/day (5d6, 30 ft. radius, Will DC 17 to halve damage)
Spells Prepared (CL 9th; concentration +12)
0th *cure minor wounds, guidance* (2), *read magic, resistance* (2)
1st *bane, bless, command, doom, shield of faith; obscuring mist*
2nd *death knell, hold person, remove paralysis, silence, spiritual weapon; desecrate*
3rd *deeper darkness, magic circle against good, prayer, wind wall; lesser eclipse*
4th *greater magic weapon, poison; unholy blight*
5th *slay living; dispel good*
Domains drow, evil

STATISTICS

Str 8, Dex 13, Con 12, Int 14, Wis 16, Cha 16
Base Atk +6; CMB +5; CMD 16
Feats Extra Channel, Point Blank Shot, Rapid Reload, Weapon Focus (whip), Exotic Weapon Proficiency (whip)
Skills Diplomacy +11, Heal +11, Knowledge (religion) +10, Knowledge (the planes) +10, Perception +7, Sense Motive +9, Spellcraft +8, Stealth +4 (+8 in shadowy environments)
Languages Abyssal, Common, Drow Sign, Elven, Undercommon
SQ darkvision 120 ft., domains (Evil and Drow)
Gear *+1 hand crossbow* (20 bolts), drow poison (5 doses), scorpion whip, antivenom (2), temple insignia ring, *undead controlling mithral full plate of speed +1*, spined mithral heavy shield

SPECIAL ABILITIES

Scythe of Evil (Su) 1/day, bestow unholy special weapon quality to weapon touched for 4 rounds.

Shadowy Weapon (Su) As a standard action 6 times per day, wraps weapon with strands of shadow for 8 rounds that cause 4 points of negative energy damage in addition to your regular weapon damage (the weapon is considered magical for the purposes of overcoming damage reduction).

Touch of Evil (Sp) 6/day, melee touch attack to sicken creatures for 4 rounds. Affected creatures count as good for purposes of spells with the evil descriptor.

Underworld Sight (Su) By taking 1d4 points of negative energy damage, a Priestess of the Spider Temple may either double the range of their existing darkvision, gain low-light vision, gain *arcane sight* (per the spell) as a spell-like ability or benefit from the effects of a *see invisibility* spell. These effects cannot be dispelled and last a number of rounds equal to the amount of negative energy damage taken.

Drow Engagers CR 6

XP 2,400
Drow rogue 5
CE Medium humanoid (elf)
Init +4; Senses darkvision 120 ft., Perception +10

DEFENSE

AC 19, touch 15, flat-footed 16 (+6 armor, +3 Dex)
hp 29 (5d8+5)
Fort +2, Ref +8, Will +3; +2 vs enchantment
SR 12

OFFENSE

Speed 30 ft. (6 squares)
Melee mwk short sword +5 (1d6+1/19-20) OR unarmed strike +4 melee (1d3+1)
Ranged *+2 hand crossbow of subtlety* +9 (1d4+2 plus poison plus 3 bleed damage per round), +1 to the attack if within 30 ft., +4 if being used to sneak attack) ()
Special Attacks Sneak Attack (+3d6)

STATISTICS

Str 12, Dex 18, Con 12, Int 12, Wis 14, Cha 10
Base Atk +3; CMB +4; CMD 18
Feats Point Blank Shot, Precise Shot, Weapon Finesse
Skills Acrobatics +10, Climb + 7, Intimidate +8, Perception +10, Stealth + 10, Use Magic Device +8
SQ drow traits, evasion, rogue talent (bleeding attack), trap sense +2, trapfinding, uncanny dodge
Gear *+1 drow elven chain*, +2 hand crossbow of subtlety, masterwork short sword house pin, potion of *cure light wounds*, 2 pp, 15 gp, 6 boxes of hand crossbow bolts
Languages Common, Drow, Drow Sign, Elven, Undercommon

TACTICS

These Drow will only attack with ranged weapons, looking to get the best position to sneak attack opponents. They will not hesitate to fire into melee. They flee when they fall below a quarter of their hit points.

Drow Evokers CR 8

XP 4,800
NE Medium Humanoid (Ftr3/Wiz4)
Init +3; Senses darkvision 120 ft.; Perception +5

DEFENSE

AC 15, touch 15, flat-footed 12 (+2 deflection, +3 Dex)
(Before any encounter, they cast mage armor and cat's grace to increase their AC to 21)
hp 38 (4d6+3d10+7)
Fort +5, Ref +5, Will +5 (+6 vs. fear); +2 vs enchantment
Immune sleep; SR 13
Weaknesses Light blindness

OFFENSE

Speed 30 ft.
Melee *+2 rapier* +10 (1d6+2/18-20)
Ranged *+1 hand crossbow* +10 (1d4+1 plus poison)
Spells Prepared (CL 4th)
0th— *acid splash, flare, ray of frost, touch of fatigue; ray of frost*
1st—*mage armor, magic missile x2, ray of enfeeblement; shocking grasp*
2nd—*cat's grace, flaming sphere, web; scorching ray*
Also in Spellbook
0th—*dancing lights, disrupt undead, light, open/close*
1st—*burning hands, floating disc, grease*
2nd—*darkness, gust of wind, shatter*
Prohibited Schools enchantment, illusion

STATISTICS

Str 11, Dex 16, Con 13, Int 17, Wis 10, Cha 10
Base Atk +5; CMB +5; CMD 18
Feats Combat Casting, Eschew Materials, Rapid Reload, Scribe Scroll, Summon Familiar, Weapon Finesse, Weapon Focus (hand crossbow)
Skills Acrobatics +3, Craft (weaponsmith) + 13, Decipher Script +10, Intimidate +6, Knowledge (arcana) +10, Knowledge (dungeoneering) +6, Perception +5, Spellcraft +10
SQ: Arcane Bond (ring; darkness), Bravery +1, Drow Traits, Light Blindness,
Treasure *+2 ring of protection*, *+2 rapier*, *+1 hand crossbow*, house pin, 3 potions of *cure serious wounds*, potion of *lesser restoration*, *scroll of restoration*, 20 pp, 6 boxes of hand crossbow bolts, traveling spellbook
Languages Common, Draconic, Drow Sign, Elven, Goblin, Undercommon

SPECIAL ABILITIES

Drow Poison—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; *cure* 1 save.
Drow typically coat arrows and crossbow bolts with this poison, but it can also be applied to a melee weapon.

Drow Guardian, City of Holoth CR 6

XP 2,400
Male drow fighter 3/wizard 4
NE Medium humanoid (elf)
Init +3; Senses darkvision (120 feet), low-light vision; Perception +3

DEFENSE

AC 19, touch 13, flat-footed 16 (+5 armor, +3 Dex, +1 insight)
hp 45 (3d10+4d6+7)
Fort +5, Ref +5, Will +5; +2 vs enchantments
Defensive Abilities bravery +1; SR 13

OFFENSE

Speed 30 ft.
Melee rapier +8 (1d6, Crit 18-20/x2) or unarmed strike +8 (1d3)
Ranged hand crossbow +9 (1d4, Crit 19-20/x2, Range 30 ft.)
Spells Prepared (CL 4th; concentration +7, +5 melee touch, +8 ranged touch)
at will—*ray of frost, read magic, mage hand, prestidigitation*
4/day—*protection from good, shocking grasp, magic missile, charm person*
3/day—*spider climb, hypnotic pattern, summon swarm*

STATISTICS

Str 11, Dex 16, Con 13, Int 17, Wis 10, Cha 10
Base Atk +5; CMB +5; CMD 18
Feats Disruptive Spell, Enlarge Spell, Persistent Spell, Scribe Scroll, Silent Spell, Weapon Finesse, Weapon Focus (hand crossbow)
Skills Acrobatics +8, Climb +5, Craft (armor) +6, Craft (weapons) +7, Handle Animal +4, Heal +2, Intimidate +7, Knowledge (arcana) +8, Knowledge (dungeoneering) +7, Knowledge (geography) +7, Knowledge (history) +7, Knowledge (local) +7, Knowledge (nature) +7, Knowledge (religion) +7, Linguistics +7, Perception +3, Profession (soldier) +4, Ride +8, Spellcraft +11, Stealth +4, Survival +6, Swim +5, Use Magic Device +2
Languages Drow, Drow Sign, Elven, Undercommon
SQ arcane bond (familiar), armor training 1
Gear *+2 studded leather*, hand crossbow (20 bolts), rapier, House Zephroth Insignia

Drow Guardsman CR 4

XP 1,200
Drow fighter (polearm master) 5
LE medium humanoid (elf)
Init +3; Senses darkvision 120 ft.; Perception +6

DEFENSE

AC 18, touch 10, flat-footed 18 (+8 armor)
hp 37 (5d10+10)
Fort +5, Ref +4, Will +3; +2 vs enchantments
SR 11
Weakness light blindness

OFFENSE

Speed 20 ft.
Melee gauntlet +7 (1d4+2) or +1 glaive of spell storing with summon nature's ally III +10 (1d10+7, Crit x3)
Space 5 ft.; Reach 5 ft. (10 ft. with glaive)
Special Attacks pole fighting, steadfast pike

STATISTICS

Str 14, Dex 17, Con 12, Int 10, Wis 10, Cha 12
Base Atk +5; CMB +7 (+9 adjacent to ally with Coordinated Maneuvers); CMD 20 (22 adjacent to ally with Coordinated Defense)
Feats Coordinated Defense, Coordinated Maneuvers, Iron Will, Toughness, Weapon Focus (glaive), Weapon Specialization (glaive)
Skills Acrobatics -1, Escape Artist -4, Fly -4, Intimidate +9, Perception +6, Ride -4, Stealth -4, Survival +5, Swim -5
Languages Drow, Drow Sign, Elven, Undercommon
SQ drow traits
Gear *agile half plate*, *+1 glaive of spell storing* (with *summon nature's ally III*)

SPECIAL ABILITIES

Pole Fighting (Ex) Use a spear or polearm against adjacent targets with a -4 penalty to attack rolls.

Steadfast Pike (Ex) +1 to hit on readied attacks and attacks of opportunity with polearms and spears.

Drow Knights CR 7

XP 3,200
Male drow fighter 6
LE Medium humanoid (elf)
Init +3; Senses darkvision 120 ft.; Perception +3

DEFENSE

AC 18, touch 14, flat-footed 15 (+5 armor, +1 deflection, +3 Dex)
hp 45 (6d10+12)
Fort +6, Ref +5, Will +1; +2 vs enchantment
SR 12

OFFENSE

Speed 30 ft. (riding deinonychus 60 ft.)
Melee *+1 lance* +11/+6 (1d8+5, Crit x3; x3 damage on a charge) or greatsword +8/+3 (2d6+3, Crit 19-20/x2)
Ranged +1 hand crossbow +10/+5 (1d4+1 plus poison, Range 30 ft.)
Space 5 ft.; Reach 5 ft. (10 ft. with lance)

STATISTICS

Str 14, Dex 16, Con 12, Int 12, Wis 8, Cha 16
Base Atk +6; CMB +8; CMD 21
Feats Animal Affinity, Mounted Archery, Mounted Combat, Rapid Reload, Ride-By Attack, Spirited Charge, Weapon Focus (lance)
Skills Handle Animal +14, Intimidate +8, Perception +3, Ride +14, Stealth +5
Languages Common, Drow, Drow Sign, Elven, Undercommon
SQ armor training 1, bravery +2, drow traits, weapon training 1 (polearms)
Gear *+1 chain shirt*, *+1 hand crossbow*, *+1 lance*, *ring of protection +1*, basic house pin, masterwork military saddle, 2 potions of *cure light wounds*, 20 pp, 6 boxes of hand crossbow bolts (6 each)

Deinonychus Mounts CR 3

XP 800
N Medium animal
Init +6; Senses low-light vision, scent; Perception +14

DEFENSE

AC 15, touch 12, flat-footed 13 (+2 Dex, +3 natural)
hp 34 (4d8+16)
Fort +8, Ref +6, Will +2

OFFENSE

Speed 60 ft.
Melee 2 talons +5 (1d8+2),bite +5 (1d6+2), foreclaws +0 (1d4+1)
Special Attacks pounce

STATISTICS

Str 15, Dex 15, Con 19, Int 2, Wis 12, Cha 14
Base Atk +3; CMB +5; CMD 17
Feats Improved Initiative, Run
Skills Acrobatics +10 (+22 jump), Perception +14, Stealth +15;
Racial Modifiers +8 Acrobatics, +8 Perception, +8 Stealth

ECOLOGY

Environment warm forests
Organization solitary, pair, or pack (3–12)
Treasure none



Drow Raiders CR 4

XP 1,200
Male drow fighter 5
NE medium humanoid (elf)
Init +6; Senses Darkvision 120 ft., low-light vision; Perception +3

DEFENSE

AC 19, touch 13, flat-footed 17 (+4 armor, +1 deflection, +2 Dex, +1 insight, +1 shield)
hp 44 (5d10+10)
Fort +6, Ref +3, Will +4
Defensive Abilities Bravery +1; SR 11; Immune sleep, drow traits
Weakness Light Blindness

OFFENSE

Speed 30 ft.
Melee rapier +6 (1d6+1, Crit 18-20/x2) or unarmed strike +6 (1d3+1)
Ranged hand crossbow +9 (1d4+1, Crit 19-20/x2, Range 30 ft.)
Special Attacks Weapon Training (crossbows)

STATISTICS

Str 13, Dex 15, Con 14, Int 12, Wis 12, Cha 10
Base Atk +5; CMB +7; CMD 19
Feats Agile Maneuvers, Improved Initiative, Iron Will, Point Blank Shot, Weapon Finesse, Weapon Focus (hand crossbow)
Skills Acrobatics +6, Climb +7, Escape Artist +1, Fly +1, Handle Animal +5, Intimidate +5, Knowledge (Dungeoneering) +6, Perception +3, Ride +1, Stealth +3, Survival +5, Swim +5
Languages Drow, Drow Sign Language, Elven, Undercommon
SQ Armor Training 1 (Ex), Poison Use (Ex)
Gear *+1 studded leather armor*, crossbow bolts (20), buckler, hand crossbow, rapier, *ring of protection +1*
Organization Squad (2-4), patrol (5-8 plus 2 2nd level sergeants and 1 leader of 3rd-6th level), or band (20-50 plus 10% noncombatabts, as well as 1 2nd level sergeant per 5 adults, 2d4 6th level lieutenants, and 1d4 9th level captains).

SPECIAL ABILITIES

Drow Poison—injury; *save* Fort DC 13; *frequency* 1/minute for 2 minutes; *initial effect* unconsciousness for 1 minute; *secondary effect* unconsciousness for 2d4 hours; *cure* 1 save.

Drow House Insignia This brooch is worked in the design of House Gullion. It grants a wearer of House Gullion +5 to Diplomacy and Sense Motive skill checks and a +1 insight bonus to AC.

Drow Skirmishers CR 5

XP 1,600
NE Medium humanoid (elf) (warrior 5)
Init +2; Senses Darkvision 120 ft.; Perception +0

DEFENSE

AC 17, touch 12, flat-footed 15 (+5 armor, Dex +2)
hp 27 (5d8+5)
Fort +5, Ref +3, Will +3; +2 vs enchantment
SR 11

OFFENSE

Speed 20 ft. (4 squares)
Melee mwk short sword +10 (1d6+3/19-20) OR unarmed strike +8 (1d3+3)
Ranged mwk hand crossbow +7 (1d4 plus poison)

STATISTICS

Str 16, Dex 15, Con 12, Int 14, Wis 10, Cha 10
Base Atk +5; CMB +8; CMD 20
Feats Iron Will, Weapon Focus (short sword)
Skills Climb +8, Intimidate +8, Jump +8, Ride +10
SQ Drow Traits, Light Blindness
Gear Masterwork breastplate with locked gauntlet, masterwork short sword, masterwork hand crossbow, house pin, potion of *cure light wounds*, 25 pp, 6 boxes of hand crossbow bolts
Languages Common, Drow, Drow Sign, Elven, Goblin, Undercommon

Drow Traveler CR 1/3

XP 135
Drow warrior 1
CE Medium humanoid (elf)
Init +2; Senses darkvision 120 ft.; Perception +2

DEFENSE

AC 15, touch 12, flat-footed 13 (+2 armor, +2 Dex, +1 shield)
hp 5 (1d10)
Fort +2, Ref +2, Will –1; +2 vs. enchantment
SR 7

OFFENSE

Speed 30 ft.
Melee rapier +2 (1d6/18–20)
Ranged hand crossbow +3 (1d4/19–20 plus poison)

STATISTICS

Str 11, Dex 15, Con 10, Int 10, Wis 9, Cha 10
Base Atk +1; CMB +1; CMD 13
Feats Weapon Finesse
Skills Perception +2, Stealth +2; Racial Modifiers +2 Perception
Languages Elven, Undercommon
SQ poison use
Treasure NPC Gear (leather armor, light steel shield, rapier, hand crossbow with 20 bolts, drow poison [2 doses], 3d6 gp, other treasure)



D'thul CR 12

XP 19,200
Male drow sorcerer (arcane) 1/barbarian 11
CN medium humanoid (elf)
Init +3; Senses Darkvision 120 ft.; Perception +15

DEFENSE

AC 24, touch 17, flat-footed 21 (+7 armor, +3 dex, +4 shield)
hp 87 (1d6+11d12+12)
Fort +8, Ref +6, Will +5; +2 vs enchantment spells and effects
DR 2/—; Immune magic sleep effects; SR 18

OFFENSE

Speed 40 ft.
Melee *Drowslayer (+1 corrosive furious keen greataxe)* +18/+13/+8 (1d12+10+1d6 acid, Crit 18-20/x3)
Ranged *+1 composite* (+4) longbow +15/+10/+5 (1d10+5, Crit x3, Range 110 ft.)
Space 5 ft.; Reach 5 ft.
Special Attacks improved vital strike
Spell-Like Abilities (CL 12th; concentration +13)
1/day - *dancing lights, darkness, faerie fire*
Spells Known (CL 1st; concentration +2)
0th - *infinite acid splash, detect magic, mage hand, prestidigitation*
1st 4/day - *enlarge person, identify, shield*

STATISTICS

Str 22, Dex 16, Con 12, Int 13, Wis 10, Cha 12
Base Atk +11; CMB +17; CMD 30
Feats Cleave, Eschew Materials, Great Cleave, Improved Critical: Greataxe, Power Attack, Vital Strike, Improved Vital Strike
Skills Acrobatics +13, Bluff +6, Climb +10, Intimidate +11, Knowledge (arcana) +5, Knowledge (nature) +8, Perception +15, Spellcraft +6, Stealth +15, Survival +8, Swim +10, Use Magic Device +9; Armor Check Penalty -2
Languages Drow Sign Language, Elven, Undercommon
SQ Arcane bond, cantrips, fast movement, greater rage, improved uncanny dodge, keen senses, light blindness, poison use, rage (25 rounds/day), rage powers (no escape, scent, renewed vigor, increased damage reduction x2), trap sense +3, uncanny dodge
Gear *amulet of proof against detection and location, ring of invisibility, ring of sustenance, +1 moderate fortification elven chain, +1 corrosive furious keen greataxe (Drowslayer), +1 composite* (+4) longbow (40 arrows), *belt of giant strength +4, hat of disguise, dust of disappearance* (2), potion of *featherfall*, potion of *cure critical wounds*, potion of *cure moderate wounds* (4), potion of *cure light wounds* (8), masterwork backpack (200 feet of rope, grappling hook, bedroll), 5,356 gold pieces

SPECIAL ABILITIES

Arcane Bond (Su) Spicule, scorpion familiar

Raging Stats HP 123, AC 22, CMB +20, CMD 33; Fort +11, DR 4/—, Drowslayer +23/+18/+13 (1d12+16+1d6 acid, Crit 18-20/3)
Enlarge Person and Raging HP 123, AC 20, CMB +22, CMD 35; Fort +11, DR 4/—; Space 10ft, Reach 10 ft.
Drowslayer +23/+18/+13 (3d6+18+1d6 acid, Crit 18-20/3)

This character is included to provide more flexibility for the GM; D'thul might be an unexpected and aloof ally (if the party is about to meet an untimely demise), a stand-in PC (should one member of the group suffer a fatal blow) or even another antagonist (if your players are breezing through the Underworld with ease) or he may not appear in this adventure at all - it is entirely at the GM's discretion.

Spicule CR —

CN Tiny vermin
Init +3; Senses darkvision 60 ft.; Perception +4

DEFENSE

AC 19, touch 15, flat-footed 16 (+3 Dex, +4 natural, +2 size)
HP 43 (12 HD)
Fort +7, Ref +6, Will +5
Immune mind-affecting effects

OFFENSE

Speed 30 ft.
Melee sting +16 (1d2–4 plus poison)
Space 2-1/2 ft.; Reach 0 ft.
Special Attacks poison

STATISTICS

Str 3, Dex 16, Con 10, Int 6, Wis 10, Cha 2
Base Atk +11; CMB +5; CMD 18 (30 vs. trip)
Feats Weapon Finesse
Skills Climb +7, Perception +4, Stealth +15; Racial Modifiers +4 Climb, +4 Perception, +4 Stealth
SQ Empathic link, improved evasion, share spells

SPECIAL ABILITIES

Poison (Ex) Sting—injury; save Fort DC 16; frequency 1/round for 6 rounds; effect sickened for 1 round; cure 1 save.

History D'thul was born to a lowly drow house in Holoth and were it not for his prodigious physical strength, Matron Maelora would have seen him sacrificed to the Vidrefacte long ago. Enslaved and denied a proper place in dark elven society because of an unfailingly rebellious attitude, D'thul eventually broke free of his bonds (literally) and escaped into the Underworld. After several days traveling he followed a cloud of spores borne aloft on a breeze, eventually placing him in the Fungi Forest. The mulch crawlers there took a liking to the atypical drow, training him in some minor magical arts but ultimately the antithetical dark elf took solace in savagery more than anything else.

He has since been a thorn in the side of the drow city for decades and between raiding trading caravans and surviving in the Underworld, the dark elf has accumulated considerable wealth and potent combat skills. With his ring of sustenance, ring of invisibility and scorpion familiar Spicule, he has managed to wage a guerilla war on Holoth for the better part of a century while evading cap-

ture or death at every turn. He rarely stays in the same place a second time, always keeping on the move and vigilantly attacking any drow that cross his path. Ingwie (a merchant and cat burglar from Embla) has struck up a tenuous alliance with him, trading goods and supplies with D'thul and buying his "services of distraction" when an investigative party attempts to track and reclaim the hallfling's ill-begotten goods.

This drow is unlike any you have seen before; towering at over seven feet tall with muscles like small kegs, he bears none of the elegant attire or demeanor you've noticed from his kin. White spikes of hair slick with the blood of countless enemies rise from his skull and more of their life-fluid covers his armor and skin in disregarded patches. The chainmail he wears is of the finest quality but hanging from dozens of the rings are defaced tokens of drow houses (many of them Guillon) and inscribed on the haft of the massive greataxe he carries is the word 'Drowslayer' in elven, undercommon and several other languages. His bloodshot, scrutinizing eyes regard you in turn before the barbaric dark elf disappears into thin air.

Dwarven Cleric Caravan Guardian — CR 7

LG Medium Humanoid (Cleric 7)
XP 3,200
Init +0; Senses darkvision 60 ft.; Perception +6

DEFENSE

AC 20, touch 10, flat-footed 20 (+5 chain shirt +1, +5 tower shield +1)
hp 45 (7d8+14)
Fort +7, Ref +4, Will +8; +2 vs poison; +2 vs spells and spell-like abilities

OFFENSE

Speed 30 ft. (6 squares)
Melee *+1 heavy mace* +7 (1d8+1/x2)
Special Attacks channel energy 6/day (4d6 positive)

STATISTICS

Str 12, Dex 10, Con 14, Int 8, Wis 16, Cha 13
Base Atk +5; CMB +6; CMD 16 (+4 vs. Bull Rush or Trip while standing on the ground)
Feats Extra Channel, Lightning Reflexes, Shield Proficiency (Tower)
Skills Heal +7, Knowledge (religion) +2, Perception +6, Sense Motive +6
SQ aura, domains (protection and travel), dwarf traits, spontaneous casting, stonecunning
Gear *+1 chain shirt, +1 tower shield, +1 heavy mace, brooch of shielding* (73 points remaining), 3 potions of *cure light wounds*, potion of *cure moderate wounds*, potion of *lesser restoration*, 2 potions of *neutralize poison*, 4d6 gp; 3 gems, 50 gp each (one each of bloodstone, red garnet, red spinel)
Prepared Spells (CL 7th; concentration +10)
0th - *create water, detect magic, detect poison, guidance, read magic, resistance*
1st - *bane, bless, detect undead, hide from undead, shield of faith; sanctuary*
2nd - *hold person, remove paralysis, sound burst, spiritual weapon; shield other*
3rd - *magic circle against evil, searing light, wind wall; fly*
4th - *neutralize poison; dimension door*

Protection Domain Caravan guardians receive a +2 resistance bonus on saving throws.

Travel Domain Caravan guardians increase their base speed by 10 feet.

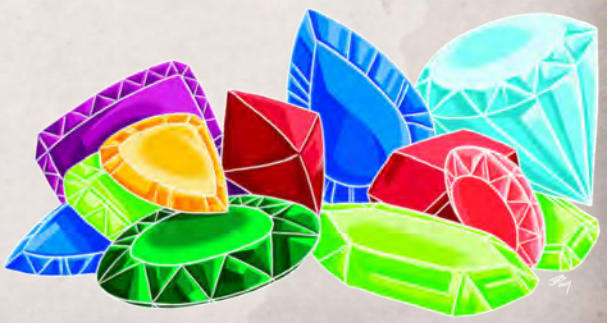
SPECIAL ABILITIES

Resistant Touch (Sp) As a standard action 6 times per day, a caravan guardian can touch an ally to grant them their resistance bonus for 1 minute. When they use this ability, the caravan guardian loses the resistance bonus granted by the Protection domain for 1 minute. They can use this ability a number of times per day equal to 3 + their Wisdom modifier.

Aura of Protection (Su) Caravan guardians can emit a 30-foot aura of protection for a 7 rounds. The dweord and allies within this aura gain a +1 deflection bonus to AC and resistance 5 against all elements (acid, cold, electricity, fire, and sonic). These rounds do not need to be consecutive.

Agile Feet (Su) As a free action 6 times per day, a caravan guardian can gain increased mobility for 1 round. For the next round, they ignore all difficult terrain and do not take any penalties for moving through it. You can use this ability a number of times per day equal to 3 + your Wisdom modifier.

Dimensional Hop (Sp) At 8th level, you can teleport up to 10 feet per cleric level per day as a move action. This teleportation must be used in 5-foot increments and such movement does not provoke attacks of opportunity. You must have line of sight to your destination to use this ability. You can bring other willing creatures with you, but you must expend an equal amount of distance for each creature brought.



Dwarven Fighters Caravan Guardian CR 6

XP 2,400
LN Medium Humanoid (Dwarf) (Fighter 6)
Init +5 Senses darkvision 60 ft.

DEFENSE

AC 20, touch 11, flat-footed 19 (+9 armor, +1 Dex)
hp 51 (6d10+18)
Fort +8, Ref +3, Will +3 (+2 vs. fear); +2 vs poison; +2 vs spells and spell-like abilities

OFFENSE

Speed 20 ft. (5 squares)
Melee +1 dwarven urgrosh +12 (1d8+8 slashing) OR 1d6+7 piercing, Crit x3) or +1 heavy flail +11 (1d10+5, Crit 19-20/x3) or unarmed strike +9 melee (1d3+3/x2)

STATISTICS

Str 17, Dex 12, Con 16, Int 8, Wis 12, Cha 8
Base Atk +6; CMB +9; CMD 20 (+4 vs. Bull Rush or Trip while standing on the ground)
Feats Improved Initiative, Improved Unarmed Strike, Weapon Focus (dwarven urgrosh), Weapon Focus (heavy flail), Weapon Specialization (dwarven urgrosh), Weapon Specialization (heavy flail)
Skills Climb +2, Jump +6
Special Qualities armor training, bravery, weapon training
Treasure *+1 full plate, +1 dwarven urgrosh, +1 heavy flail, boots of striding and springing*, 4d6 gp; 3 gems, 50 gp each (one each of ruby, sapphire, smoky quartz); dwarven urgrosh, heavy flail

These dwarven fighters always use their equipment to guarantee the greatest possible chance to hit an opponent. The dwarven urgrosh is always used as a two-handed single weapon and never as one requiring Two-Weapon Fighting.

Dwarven Rangers Caravan Guardian CR 7

XP 3,200
NG Medium Humanoid (Dwarf) (Ranger 7)
Init +3; Senses darkvision 60 ft.; Perception +7

DEFENSE

AC 19, touch 13, flat-footed 16 (+5 armor, +3 Dex, +1 natural)
hp 53 (7d10+14)
Fort +7, Ref +8, Will +5; +2 vs poison; +2 vs spells and spell-like abilities

OFFENSE

Speed 20ft.
Melee rapier +11/+6 (1d6+2/18-20)
Ranged *+1 shortbow* +11/+6 or +9/+9/+4 (1d6+1, Crit x3)
Prepared Spells (CL 3rd; concentration +4)
1st - *delay poison, magic fang*

STATISTICS

Str 14, Dex 16, Con 14, Int 8, Wis 13, Cha 8
Base Atk +7; CMB +9; CMD 22 (+4 vs. Bull Rush or Trip while standing on the ground)
Feats Animal Affinity, Endurance, Iron Will, Manyshot, Mounted Archery, Rapid Shot, Weapon Finesse
Skills Handle Animal + 6, Knowledge (dungeoneering) +4, Knowledge (nature) +4, Perception +7, Ride +11, Stealth +9, Survival +7
SQ defensive training, favored enemies (animals +4, undead +2), favored terrain (underground +2), greed, hatred, hardy, hunter's bond (badger animal companion), slow and steady, stability, stonecunning, track, weapon familiarity, wild empathy, woodland stride
Treasure *amulet of natural armor +1, +1 chain shirt, +1 shortbow, 2 masterwork rapiers, bead of force*, 100 arrows, 4d6 gp; 3 gems, 50 gp each (one each of moonstone, onyx, zircon)

Badger Animal Companion CR 1/2

XP 200
N Small Animal (Enhanced as a companion)
Init +4; Senses low-light vision, scent; Perception +5

DEFENSE

AC 19, touch 15, flat-footed 15 (+1 size, +4 Dex, +4 natural)
hp 33 (6d8+6)
Fort +7, Ref +9, Will +3

OFFENSE

Speed 30 ft. (6 squares), burrow 10 ft.
Melee Bite +5 (1d3+)1Claw +1 (1d3+1)
Special Attacks rage

STATISTICS

Str 12, Dex 15, Con 15, Int 2, Wis 12, Cha 6
Base Atk +4; CMB +6; CMD 16
Feats Agile Maneuvers, Improved Natural Armor, Weapon Finesse
Skills Acrobatics +7, Escape Artist +7, Perception +5, Stealth +7, Survival +2, Swim +2; Racial Modifiers +4 Escape Artist
SQ devotion, evasion, link, share spells

SPECIAL ABILITIES

Rage (Ex) A badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and -2 to Armor Class. The creature cannot end its rage voluntarily.

Tricks Standard tricks; Attack, Come, Defend, Down, Guard, Heel. Bonus tricks; Seek, Stay, Track

Dwarven Warriors Caravan Guardian CR 4

XP 1,200
LN Medium Humanoid (Dwarf) (War 5)
Init +1 Senses darkvision 60 ft.

DEFENSE

AC 16, touch 11, flat-footed 15 (+5 masterwork breastplate, +1 dex)
hp 43 (5d10+15)
Fort +7, Ref +2, Will +2; +2 vs poison; +2 vs spells and spell-like abilities

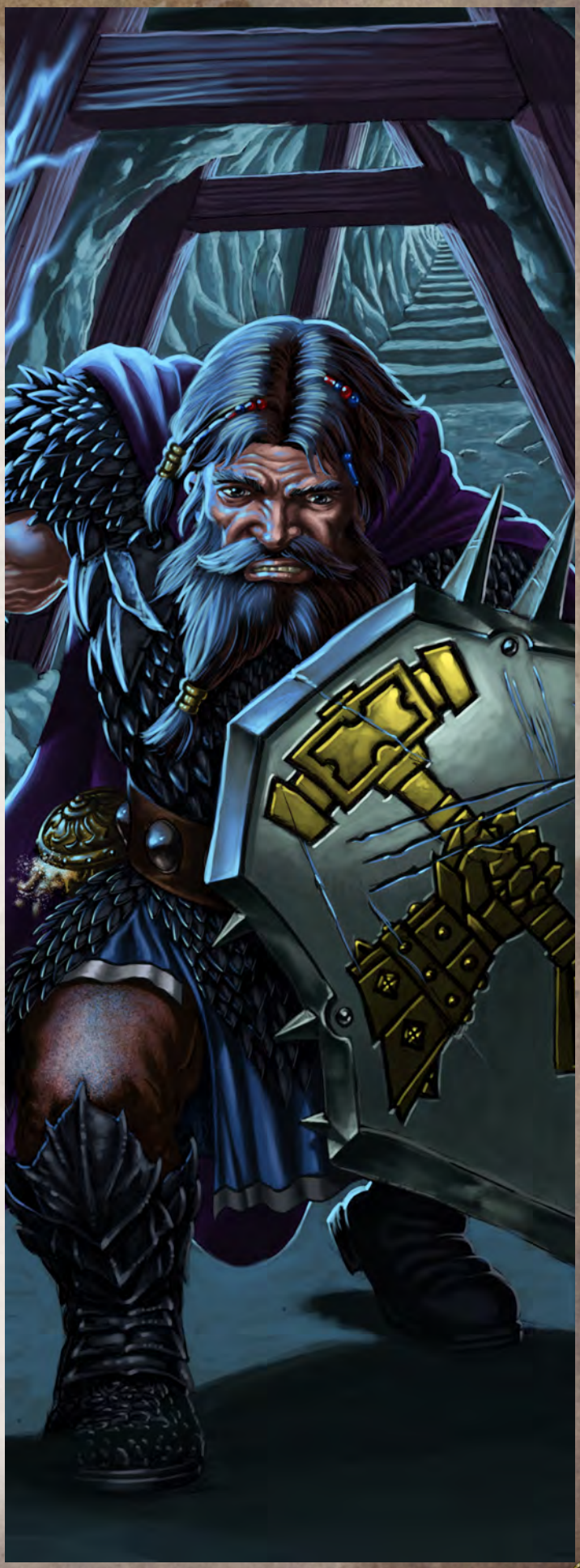
OFFENSE

Speed 20 ft.
Melee masterwork greataxe +10 (1d12+3) or masterwork guisarme +9 (2d4+3/x3)
Ranged masterwork composite (+3) shortbow +7 (1d6+3/x3)
Space 5 ft.; Reach 5 ft.

STATISTICS

Str 17, Dex 12, Con 16, Int 8, Wis 12, Cha 8
Base Atk +5; CMB +8; CMD 19 (+4 vs. Bull Rush and Trip while standing on the ground)
Feats Power Attack, Weapon Focus (Greataxe)
Skills Climb +2, Intimidate +3, Jump +2
SQ defensive training, greed, hatred, hardy, slow and steady, stability, stonecunning, weapon familiarity
Treasure masterwork breastplate, masterwork greataxe, masterwork guisarme, masterwork composite (+3) shortbow, 30 arrows, 5d4 gp; 3 gems, 50 gp each (one each of moss agate, blue quartz, freshwater irregular pearl)

These dwarven warriors always use their equipment to get some benefit from their reach weapons. If they get the chance, one will stand behind the other and reach over to an enemy.



Earthwyrm

	Immature CR 4	Young CR 6	Adult CR 7
XP	1,200	2,400	3,200
Alignment	N	N	N
Size, Type	Medium magical beast	Large magical beast	Huge magical beast
Initiative	+3	+2	+1
Senses	Blindsight 120 ft., scent, tremorsense 60 ft	Blindsight 120 ft., scent, tremorsense 60 ft	Blindsight 120 ft., scent, tremorsense 60 ft.
Perception	+7	+10	+16
DEFENSE			
AC	15, touch 12, flat-footed 13 (+2 Dex, +7 natural)	20, touch 11, flat-footed 18 (+2 Dex, +9 natural, -1 size)	21, touch 9, flat-footed 20 (+1 Dex, +12 natural, –2 size)
hp	19 (3d10+3)	51 (6d10+18)	94 (9d10+45)
Saves	Fort +4, Ref +6, Will +4	Fort +8, Ref +7, Will +5	Fort +11, Ref +7, Will +6
Special Qualities	DR 10/piercing	DR 10/piercing	DR 10/piercing
OFFENSE			
Speed	30 ft., burrow 20 ft.	30 ft., burrow 20 ft.	30 ft., burrow 20 ft.
Melee	bite +1 (1d8-3 plus grab)	bite +7 (2d6+3 plus grab)	bite +13 (3d6+9 plus grab)
Space/Reach	5 ft./ 5 ft.	10 ft./ 10 ft.	15 ft./ 15 ft.
Special Attacks	heat, swallow whole (1d6-3 plus 2d10 fire, AC 13, hp 2)	heat, swallow whole (1d8+3 plus 4d8 fire, AC 14, hp 5)	heat, swallow whole (2d6+9 plus 8d6 fire, AC 15, hp 9)
STATISTICS			
Abilities	Str 6, Dex 16, Con 12, Int 5, Wis 12, Cha 10	Str 14, Dex 15, Con 16, Int 5 Wis 12, Cha 10	Str 22, Dex 13, Con 21, Int 5, Wis 12, Cha 10
BaseAtk/CMB/ CMD	Base Atk +3; CMB +1; CMD 14 (can't be tripped)	Base Atk +6; CMB +9; CMD 22 (can't be tripped)	Base Atk +9; CMB +17 (21 grapple); CMD 28 (can't be tripped)
Feats	Improved Natural Armor, Iron Will	Improved Natural Armor, Improved Natural Attack, Iron Will	Cleave, Improved Natural Armor, Improved Natural Attack, Iron Will, Skill Focus (Perception)
Skills	Perception +7	Perception +10	Perception +16
SPECIAL ABILITIES	Heat (Su) See Below	Heat (Su) See Below	Heat (Su) See Below

Heat (Su)

Immature Earthwyrm: A frightened earthwyrm generates heat so intense that anything touching its body takes 2d10 points of fire damage. Creatures striking an earthwyrm with natural attacks or unarmed attacks are subject to this damage, but creatures striking with melee weapons do not take damage from the heat. This heat can melt or char weapons; any weapon that strikes earthwyrm is allowed a DC 12 Fortitude save to avoid destruction. The save DC is Constitution-based.

Young Earthwyrm: A frightened earthwyrm generates heat so intense that anything touching its body takes 4d8 points of fire damage. Creatures striking an earthwyrm with natural attacks or unarmed attacks are subject to this damage, but creatures striking with melee weapons do not take damage from the heat. This heat can melt or char weapons; any weapon that strikes earthwyrm is allowed a DC 16 Fortitude save to avoid destruction. The save DC is Constitution-based.

Adult Earthwyrm: A frightened earthwyrm generates heat so intense that anything touching its body takes 8d6 points of fire damage. Creatures striking an earthwyrm with natural attacks or unarmed attacks are subject to this damage, but creatures striking with melee weapons do not take damage from the heat. This heat can melt or char weapons; any weapon that strikes earthwyrm is allowed a DC 19 Fortitude save to avoid destruction. The save DC is Constitution-based.

House Gullion



Pathfinder

Coranzan Gullion CR 11

XP 12,800
Male drow bard 2/ranger 4/assassin 2/arcane archer 2
NE medium humanoid (elf)
Init +6; Senses Darkvision 60 ft.; Perception +14

DEFENSE

AC 23, touch 17, flat-footed 16 (+6 armor, +6 Dex, +1 dodge)
hp 61 (2d8+4d10+2d8+2d10+10)
Fort +6, Ref +14, Will +6; +1 vs poison

OFFENSE

Speed 30 ft.
Melee dagger of venom +9/+4 (1d4+1, free action poison 1/day, Crit 19-20/x2)
Ranged *shortbow of wounding* +19/+17 or +15/+15/+15 (1d6+3, Crit x3 and 1d6 Constitution damage, Range 60 ft.)
Special Attacks death attack (3 rounds of study, Fort DC 13), sneak attack +1d6
Bard Spells Known (CL 3rd; concentration +6)
0th–At Will - *detect magic, flare, lullaby, mage hand, open/close, resistance*
1st–3/day - *charm person, cure light wounds, disguise self, feather fall*
Ranger Spell Prepared (CL 1st; concentration +2)
1st–*pass without trace*

STATISTICS

Str 10, Dex 22, Con 12, Int 12, Wis 12, Cha 16
Base Atk +8; CMB +8; CMD 24
Feats Dodge, Endurance, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (shortbow)
Skills Acrobatics +12, Bluff +16, Climb +4, Diplomacy +9, Disguise +16, Escape Artist +12, Handle Animal +7, Knowledge (dungeoneering) +6, Linguistics +6, Perception +14, Perform (act) +10, Perform (sing) +10, Sense Motive +7, Stealth +17, Survival +8, Use Magic Device +8
Languages Common, Drow, Drow Sign, Dwarven, Elven, Klavek, Undercommon
SQ bardic knowledge, cantrips, drow traits, hunter's bond (animal companion - viper), favored enemy: humanoid (elf) +2, favored terrain (underground) +2, track, uncanny dodge, well-versed, wild empathy
Gear: *+2 mithral shirt, boots of speed, brooch of shielding, dust of disappearance, dagger of venom, efficient quiver, gloves of dexterity +2, greater bracers of archery, shortbow of wounding, hat of disguise, potion of glibness*

SPECIAL ABILITIES

Bardic Performance 3 rounds/day Act (Bluff, Disguise) Countersong (Su), Distraction (Su), Fascinate (Su), Inspire Courage +1 (Su), Versatile Performance (Ex)
Enhance Arrows (Su) All arrows shot by Coranzan gain a +1 enhancement bonus.
Imbue Arrow (Su) Coranzan can place a spell upon an arrow. centering the spell's area where it lands. If an arrow misses, it is wasted, and any spells cast with this ability must be cast in the same round as firing the arrow (included in the act of castin the spell).

Gal Gullion CR 6

XP 1,200
Drow male fighter 6
NE medium humanoid (elf)
Init +7, Senses darkvision 120 ft; Perception +6

DEFENSE

AC 21, touch 14, flat-footed 18 (+5 armor, +3 Dex, +1 insight, +2 shield)
Hp 44
Fort +8, Ref +7, Will +4; +2 vs. enchantment; +2 vs fear
SR 12

OFFENSE

Speed 30 ft.
Melee *+1 shock greatsword* +12/+7 (2d6+7+1d6 electricity, Crit 19-20/x2)
Ranged *+2 composite* (+2) longbow +9/+4 (1d8+4/x3)

STATISTICS

Str 15, Dex 16, Con 13, Int 17, Wis 11, Cha 17
Base Atk +6; CMB +8; CMD 21
Feats Cleave, Improved Initiative, Persuasive, Power Attack, Skill Focus (Diplomacy), Weapon Focus (greatsword), Weapon Specialization (greatsword)
Skills Climb +5, Craft (weaponsmithing) +6, Diplomacy +17, Handle Animal +6, Intimidate +6, Knowledge (dungeoneering) +7, Knowledge (engineering) +7, Perception +6, Sense Motive +10, Survival +6, Swim +6
SQ armor training 1, bravery +2, drow traits, weapon training 1 (heavy blades)
Languages Common, Drow, Drow Sign, Elven, Goblin, Gnome, Undercommon
Gear *+2 everdancing shield, +1 shock greatsword, +1 chain shirt of light fortification, +2 composite* (+2) longbow (30 arrows), Gullion House Insignia, *piwafwi of resistance +2*

TACTICS

At first, Gal will lead the negotiations. If and when this fails, he will look to cause the maximum possible damage to the seemingly least-protected individual, attempting to kill them. As they fall, Gal will then use cleave to attack the next closest individual, regardless of their armor.

Gyloof CR 11

Slave Overseer & Eldest Son of House Gullion with an eye for order in a chaotic house.
XP 12,800
Male drow monk 2/fighter 7
LE medium humanoid (elf)
Init +2; Senses darkvision 120 ft.; Perception +9

DEFENSE

AC 22, touch 17, flat-footed 19 (+3 armor, +2 Dex, +1 dodge, +1 insight, +2 natural, +3 Wis)

hp 66 (2d8+2 plus 7d10+7)
Fort +10, Ref +7, Will +7 (+9); +2 vs enchantment, +2 vs fear
SR 15
Weakness Light Blindness

OFFENSE

Speed 30 ft.
Melee unarmed +17/+12 or +15/+15/+10 (1d8+10, Crit 19-20/x2, magical) or *+2 merciful whip* +15/+10 (1d4+1d6+7 nonlethal plus poison)
Special Attacks flurry of blows, stunning fist (4/day, Fort DC 17)

STATISTICS

Str 20, Dex 15, Con 12, Int 12, Wis 16, Cha 8
Base Atk +8; CMB 13; CMD
Feats Cleave, Deflect Arrows, Dodge, Great Cleave, Improved Critical (unarmed strike), Power Attack, Snatch Arrows, Stunning Fist, Weapon Focus (unarmed strike), Weapon Specialization (unarmed strike)
Skills Acrobatics +14, Climb +10, Intimidate +7, Perception +9, Sense Motive +10, Stealth +14
SQ bravery +2, evasion, unarmed strike, weapon training 1 (monk)
Gear *amulet of natural armor +2, bracers of armor +3, circlet of thoughts, cloak of resistance +2, gloves of mighty fists +2, merciful whip +2, monk's belt* (LE; this particular belt is Lawful Evil and will change a character's alignment to the same over a period of three months)

Maelef CR 9

Female Drow Sorcerer 9
NE Medium humanoid (elf)
Init +5, Senses darkvision 120 ft., Perception +6

DEFENSE

AC 21, touch 16, flat-footed 16 (+3 +3 amulet of natural armor, +5 Dex, +1 Insight, ring of protection +2)
hp 52
Fort +5, Ref +8, Will +6
Immunity sleep; SR15
Weaknesses Light blindness

OFFENSE

Spd 30 ft.
Melee +1 shocking sickle +10 (1d6-1 plus 1d6 electricity/x2)
Ranged *wand of acid arrow* +9 (2d4)
Special Attacks Spells

TACTICS

Before Combat Maelef will use her wand of eagle's splendor to increase the DC of her spells. If necessary, she will use message to call for assistance.

During Combat she will use her wand of acid arrow at range. As enemies get closer, she will switch to more impressive combat spells, starting with ice storm to effect as many enemies as possible at once. She is not afraid of melee combat, but she realizes that it is not her strong suit. If things turn against her in combat, she will use web to slow down pursuers and invisibility to hide and if necessary, dimension door or fly to escape.

STATISTICS

Str 9, Dex 20, Con 14, Int 12, Wis 11, Cha 20
Base Atk +4; CMB +3, CMD 18
Feats Combat Expertise, Craft Wand, Still Spell, Weapon Finesse
Skills Bluff +9, Intimidate +9, Knowledge (arcana) +9, Knowledge (dungeoneering) +5, Perception +6, Spellcraft +9, Use Magic Device +10
Languages Drow Sign Language, Elven, Goblin, Undercommon
Special Abilities Immune to sleep spells and effects, +2 racial saving throw bonus against enchantment spells or effects, darkvision to 120', spell-like abilities: 1/day dancing lights, darkness, faerie fire (CL 9), SR 15, +2 racial bonus on Will saves against spells and spell-like abilities, +2 racial bonus on Perception checks, Light blindness, Spells, Share Spell, Empathic Link, Arcane Bond, Metamagic Adept, New Arcana
Gear Drow House Insignia, *ring of chameleon power* (arcane bonded item, also contains the *stoneskin spell*) r*ing of protection +2, wand of Eagle's Splendor* (37 charges), *wand of acid arrow* (40 charges)

Drow House Insignia This brooch is worked in the design of House Gullion. It grants a wearer of House Gullion +5 to Diplomacy and Sense Motive skill checks and a +1 insight bonus to Armor Class.

Spells
Arcane Bloodline
Spells Known
0 – 8 *detect magic, ghost sound, mage hand, message, prestidigitation, ray of frost, read magic, resistance*
1st – 5 *alarm, charm person, identify*, mage armor, magic missile, magic weapon*
2nd – 4 *detect thoughts, invisibility*, see invisibility, scorching ray, web*
3rd – 3 *dispel magic*, fly**, hold person, lightning bolt, suggestion*
4th – 2 *dimension door*, ice storm, shout, stoneskin****
*indicates Bloodline spell
**indicates spell known via New Arcana
***contained in arcane bonded ring of protection

Spells Per Day
1st – 6
2nd – 6
3rd – 6
4th – 4



Makinnga CR 9

XP 6,400
Youngest Daughter of House Gullion, Gatekeeper and Master of the Crypts
Female drow cleric 3/wizard (necromancer) 3/mystic theurge 2
NE Medium humanoid (Elf/drow)
Init +0; Senses darkvision 120 ft.; Perception +4

DEFENSE

AC 10, touch 10, flat-footed 10
hp 57 (3d8+3d6+2d6+27)
Fort +7, Ref +3, Will +11; +2 vs enchantments
SR 14

OFFENSE

Speed 30 ft.
Melee +2 dagger +5 (1d6+1 plus special ability, Crit 19-20/x2)
Special Attacks channel negative energy 3/day (DC 12, 3d6)
Domain: Death
Domain Spell-Like Abilities (CL 5th; concentration +9; melee touch +3); 7/day—*bleeding touch* (2 rounds); 7/day—*touch of the dead* (4 points of negative energy, Will DC 16 or frightened 3 rounds)
Cleric Spells Prepared (CL 5th; concentration +9)
0th—*cure minor wounds, guidance, light, resistance* (x2)
1st—*bane, command, detect undead, obscuring mist; ray of enfeeblement* (DC 17)
2nd—*calm emotions, desecrate, owl's wisdom; false life*
3rd—*deeper darkness, magic circle against good; animate dead* (DC 19)
Wizard Spells Prepared (CL 5th; concentration +9)
0th—*mending, ray of frost, stabilize undead*, touch of fatigue* (DC 16)
1st—*cause fear* (DC 17), *chill touch* x2 (DC 17), *shield*
2nd—*ghoul touch* (DC 18), *spectral hand, fox's cunning*
3rd—*gaseous form, vampiric touch* (DC 19)
Prohibited Schools conjuration and illusion

STATISTICS

Str 8, Dex 10, Con 14, Int 18, Wis 18, Cha 10 (18 to Undead)
Base Atk +4; CMB +3; CMD 13
Feats Greater Spell Focus (necromancy), Scribe Scroll, Spell Focus (necromancy), Spell Penetration, Toughness
Skills Bluff +4, Diplomacy +6, Knowledge (arcana) +11, Knowledge (history) +11, Knowledge (nobility) +11, Knowledge (planes) +11, Knowledge (religion) +15, Linguistics +8, Sense Motive +13, Spellcraft +14
Languages Abyssal, Celestial, Common, Draconic, Drow, Drow Sign, Infernal, Undercommon
SQ arcane bond (skeletal minion), arcane school (necromancy), aura, cantrips, combined spells (1st), drow traits, orisons
Gear *eyes of doom* (gifted by a CE vampire fighter 13) , *mask of the skull* (gifted by a NE vampire rogue 14), *periapt of foul rotting* (gifted by Venthori), *robe of bones, scarab of death* (gifted by Ucecarne), *staff of necromancy* (gifted by Cauchemar),*+2 focusing dagger*

SPECIAL ABILITIES

Bleeding Touch (Sp) As a melee touch attack, Makinnga can cause a living creature to take 1d6 points of damage per round. This effect persists for 2 rounds or until stopped with a **DC 15 Heal check** or any spell or effect that heals damage. she can use this ability 7 times per day.

Death's Embrace (Ex) Makinnga can heal damage instead of taking damage from channeled negative energy. If the channeled negative energy targets undead, she heals hit points just like undead in the area.

Rejection of the Grave (Su) If Makinnga touches a creature within 1 round after its death, she raises that creature as a zombie that she controls, as long as the creatures has no more than 5 hit dice.

Touch of the Dead (Su) With a successful touch attack, Makinnga deals 4 points of negative energy and on a failed **DC 16 Will save**, the target gains the frightened condition for 3 rounds. She can use this ability 7 times per day. This cannot be combined with other touch attacks.

Undead Apotheosis (Ex) Makinnga has some of the qualities of undead—she has a +2 bonus to resist sleep, stun, paralysis, poison and disease.

Makingga's Spellbook includes all those listed above and the following: 0th (*arcane mark, detect magic, disrupt undead, flare, mage hand, open/close, read magic*), 1st (*detect secret doors, detect undead, endure elements, hold portal, ray of enfeeblement, shocking grasp, sleep*), 2nd (*blindness/deafness, command undead, false life, resist energy, scare, scorching ray*), 3rd (*gentle repose, halt undead, hold person, protection from energy, ray of exhaustion, shrink item*)

Makinnga's Skeletal Minion CR 2

NE Medium undead
Init +6; Senses darkvision 60 ft.; Perception +0

DEFENSE

AC 18, touch 14, flat-footed 16 (+2 Dex, +4 natural, +2 shield)
hp 29 (5d8)
Fort +0, Ref +1, Will +2
DR 5/bludgeoning; Immune cold, undead traits

OFFENSE

Speed 30 ft.
Melee broken scimitar +3 (1d6+3) and claw +3 (1d4+1) or 2 claws +3 (1d4+3)

STATISTICS

Str 16, Dex 15, Con —, Int —, Wis 10, Cha 10
Base Atk +0; CMB +3; CMD 15
Feats Improved Initiative
Gear broken scimitar, heavy steel shield

Mal Yrr Niss of House Gullion CR 5

XP 1,600
Female drow cleric 4/fighter 1 Gal's Lieutenant
NE medium humanoid (Elf/drow)
Init +7; Senses darkvision 60 ft.; Perception +6

DEFENSE

AC 20, touch 12, flat-footed 19 (+8 armor, +1 Dex, +1 insight)
Hp 37 (4d8+1d10+14)
Fort +10, Ref +6, Will +9
SR 11
Weakness light blindness

OFFENSE

Speed 20 ft.
Melee *+5 whip* (1d3 nonlethal) or *+1 aberration bane heavy flail* +6 (1d10+2, Crit 19-20/x2)
Ranged +7 longbow (1d8, Crit x3, Range 100 ft.)
Domain Spell-Like Abilities *Destructive Smite* 6/day, *Touch of Evil* 6/day
Spells Prepared (CL 3rd; concentration +6)
0th—*create water, detect magic, guidance, read magic, resistance*
1st—*comprehend languages, cure light wounds, divine favor, doom, magic weapon; true strike*
2nd—*bull's strength, cure moderate wounds, hold person; shatter*
Domains destruction, evil
Special Attacks channel negative energy 6/day (2d6, 30 ft burst, Fort DC 14 for half damage),

STATISTICS

Str 12, Dex 17, Con 14, Int 10, Wis 16, Cha 16
Base Atk +4; CMB +5; CMD 18
Feats Combat Casting, Exotic Weapon Proficiency (whip), Improved Initiative
Skills Diplomacy +16, Knowledge (religion) +4, Perception +6, Sense Motive +11
Languages Drow, Drow Sign, Elven, Undercommon
SQ aura, drow traits, domains, orisons
Gear *+1 aberration bane heavy flail*, *+5 whip*, longbow (25 arrows), 2 potions of *cure light wounds*, potion of *cure moderate wounds*, *piwafwi of resistance +2*, Gullion House Insignia

SPECIAL ABILITIES

Shadowy Weapon (Su) As a standard action 6 times per day, wraps weapon with strands of shadow for 4 rounds that cause 2 points of negative energy damage in addition to your regular weapon damage (the weapon is considered magical for the purposes of overcoming damage reduction).

TACTICS

Before combat Mal will attempt to be diplomatic, following Gal's lead on negotiations. She has a few useful spells, such as comprehend languages, detect magic and guidance to help her with negotiations.

During combat Mal will use her spells to enhance Gal's fighting prowess while using her flail or whip to try tripping or disarming opponents.

Mathorn CR 8

Younger Daughter of House Gullion
XP 4,800
Female drow fighter 1/rogue 3/shadowdancer 3
NE Medium humanoid (Elf/drow)
Init +5; Sense darkvision 90 ft.; Perception +18

DEFENSE

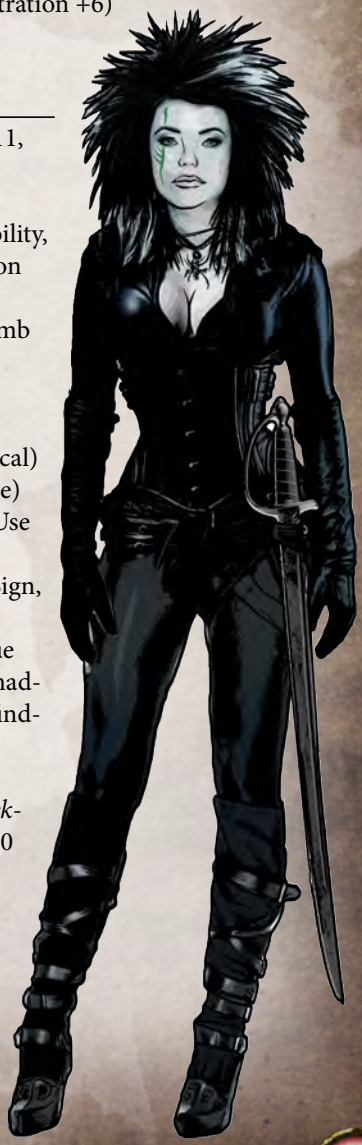
AC 23, touch 17, flat-footed 18 (+6 armor, +5 Dex, +1 dodge, +1 insight)
hp 40 (1d10+6d8+8)
Fort +5, Ref +10, Will +2; +2 vs enchantment
SR 13
Weakness light blindness

OFFENSE

Speed 30 ft, Climb 20 ft.
Melee *+3 keen frost falchion* +12 (2d4+7+1d6 cold, Crit 15-20/x2) or*+1 frost dagger* +11 (1d4+4+1d6 cold, Crit 19-20/x2)
Ranged *+2 seeking shock composite* (+3) longbow +12 (1d8+5+1d6 electricity plus poison, Crit x3, Range 110 ft.)
Special Attacks sneak attack +2d6
Spell-Like Abilities (CL 3rd; concentration +6)
1/day—*silent image*

STATISTICS

Str 16, Dex 20, Con 13, Int 14, Wis 11, Cha 16
Base Atk +5; CMB +8; CMD 23
Feats Combat Reflexes, Dodge, Mobility, Vital Strike, Weapon Finesse, Weapon Focus (falchion)
Skills Acrobatics +16, Bluff +11, Climb +13, Craft, Diplomacy +7, Disable Device +9, Disguise +8, Escape Artist +10, Intimidate +6, Knowledge (dungeoneering) +5, Knowledge (local) +10, Perception +18, Perform (dance) +12, Sense Motive +9, Stealth +25, Use Magic Device +7
Languages Common, Drow, Drow Sign, Elven, Goblin, Undercommon
SQ evasion, hide in plain sight, rogue talents (finesse, weapon training), shadow illusion, summon shadow, trapfinding, trap sense +1, uncanny dodge
Gear *+3 improved shadow studded leather, +3 keen frost falchion, +2 seeking shock composite* (+3) longbow (30 arrows), *cloak of arachnidia*, Drow House Symbol



Mol the Shadow CR 3

former Maidservant of House Gullion

NE Medium undead (incorporeal)
Init +2, Senses darkvision 60 ft.; Perception +8

DEFENSE

AC 15, touch, 15, flat-footed 12 (+2 deflection, +2 Dex, +1 dodge)
hp 22
Fort +3, Ref +3, Will +4
Defensive Abilities incorporeal, channel resistance +4, undead traits

OFFENSE

Speed fly 40 ft. (good)
Melee incorporeal touch +4 (1d6 Strength damage)
Special Attacks Strength damage

STATISTICS

Str -, Dex 14, Con -, Int 6, Wis 12, Cha 15
Base Atk +2; CMB +4; CMD +17
Feats Dodge, Skill Focus (Perception)
Skills Fly +11, Perception +8, Stealth +8 (+12 in dim light, +4 in bright light), Racial Modifier +4 Stealth in dim light, (-4 Stealth in bright light)

SPECIAL ABILITIES

Strength Damage (Su) Mol's touch deals 1d6 points of Strength damage to a living creature. This is a negative energy effect. A creature dies if this Strength damage equals or exceeds its actual Strength score.

Maltorya CR 9

Middle Daughter of House Gullion, Ritualistic Oracle
The Eyes and Ears of what cannot be Seen or Heard
XP 12,800
Female drow cleric 7/loremaster 2
NE medium humanoid (Elf/drow)
Init +2; Senses darkvision 120 ft.; Perception +4

DEFENSE

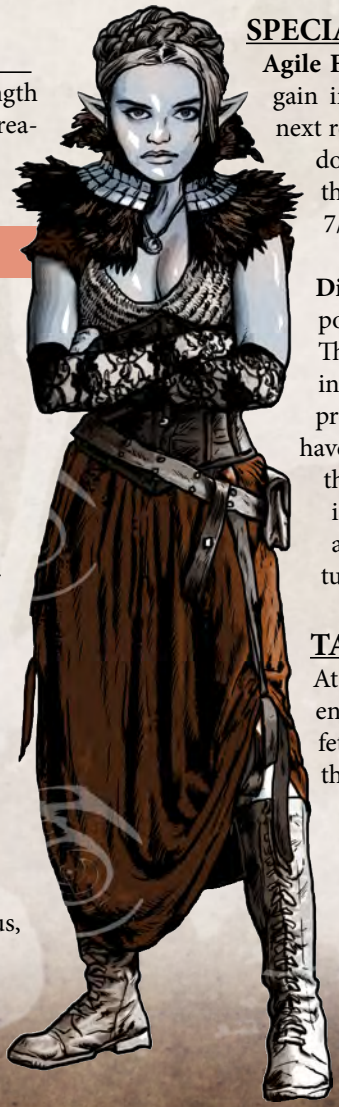
AC 16, touch 13, flat-footed 13 (+2 Dex, +1 dodge, +3 shield)
hp 45 (7d8+2d6+7)
Fort +10, Ref +7, Will +12; +2 vs enchantment
SR 15
Weakness light blindness

OFFENSE

Speed 40 ft.
Melee *light mace of the planes* +7 (1d6+1) [on Venom: +10 (1d6+4)]
Special Attacks channel negative energy 5/day (4d6, 30 ft. radius, Will DC 15 for half damage)
Domain Spell-Like Abilities (CL 9th)
at will—*lorekeeper* (touch attack, as Knowledge check of 28)
9 rounds/day—*clairaudience/clairvoyance*
90 feet/day—*dimensional hop*
Spells Prepared (CL 9th, concentration +13)
0th—*detect magic, guidance x2, read magic, resistance*
1st—*cause fear, comprehend languages, obscuring mist, sanctuary, summon monster I; longstrider*
2nd—*augury* (2), *desecrate, owl's wisdom, status; detect thoughts*
3rd—*bestow curse, invisibility purge, prayer, speak with dead; fly*
4th—*divination, planar ally (lesser), poison; dimension door*
5th—*commune, plane shift; true seeing*
Domains knowledge, travel

STATISTICS

Str 10, Dex 14, Con 10, Int 14, Wis 18, Cha 14
Base Atk +6; CMB +6; CMD 18
Feats Dodge, Empower Spell, Heighten Spell, Maximize Spell, Skill Focus: Knowledge (religion)
Skills Acrobatics +8, Diplomacy +9, Knowledge (arcana) +9, Knowledge (history) +15, Knowledge (religion) +18, Knowledge (the planes) +9, Linguistics +12, Spellcraft +8
Languages Undercommon, Common, Abyssal, Celestial, Draconic, Drow, Infernal, Terran
SQ drow traits, lore (Instant Mastery: Diplomacy), remove viewing, secret (knowledge checks untrained, +1 to all)
Gear +1 animated heavy snake scale shield, bottle of air, crystal ball, light mace of the planes, slippers of spider climbing, strand of prayer beads



SPECIAL ABILITIES

Agile Feet (Su) As a free action, Maltorya can gain increased mobility for 1 round. For the next round, she ignores all difficult terrain and does not take any penalties for moving through it. Maltorya can use this ability a 7/day.

Dimensional Hop (Sp) Maltorya can teleport up to 90 feet per day as a move action. This teleportation must be used in 5-foot increments and such movement does not provoke attacks of opportunity. She must have line of sight to your destination to use this ability. Maltorya can bring other willing creatures with her, but must expend an equal amount of distance for each creature brought.

TACTICS

At any given time, Maltorya will have seven skeletons working for her at mundane fetch-and-carry tasks as well as deploying them to protect her in a fight.

Maroena, Priestess of Naraneus CR 9

Elder Daughter of House Gullion
XP 6,400
Female drow noble cleric 7
CE Medium humanoid (Elf/drow)
Init +1; Senses darkvision 120 ft.; Perception +7

DEFENSE

AC 21, touch 13, flat-footed 19 (+8 armor, +2 Dex, +1 Insight)
hp 44 (7d8)
Fort +6, Ref +5, Will +11
SR 22
Weakness light blindness

OFFENSE

Speed 30 ft.
Melee *+2 thundering morningstar* +10/+5 (1d8+4, Crit x2+1d8 sonic)
Ranged *+1 thundering light crossbow* +8/+3 (1d8+1, Crit 19-20/x2+1d8 sonic, Range 80 ft.)
Special Attacks Channel Negative Energy (5d6/10 per day/DC 22), Vision of Madness
Spells Prepared (CL 7th, concentration +12)
0th—*create water, detect magic, guidance, resistance*
1st—*bless, cause fear, cure light wounds, divine favor, entropic shield, magic weapon; lesser confusion*
2nd—*cure moderate wounds, darkness, enthrall, hold person, spiritual weapon; touch of idiocy*
3rd—*bestow curse, contagion* (cackle fever), *magic vestment, prayer; glyph of warding*
4th—*chaos hammer, cure critical wounds, unholy blight; confusion*
5th—*greater command, slay living; dispel good*
Domains drow, madness

STATISTICS

Str 15, Dex 14, Con 10, Int 14, Wis 20, Cha 17
Base Atk +6; CMB +8, CMD 20
Feats Extra Channel, Extra Channel, Improved Channel, Vital Strike
Skills Diplomacy +12, Heal +10, Knowledge (arcana) +7, Knowledge (history) +8, Knowledge (nobility) +11, Knowledge (planes) +8, Knowledge (religion) +8, Sense Motive +16, Spellcraft +8
Languages Abyssal, Common, Drow, Elven, Undercommon
SQ drow noble traits
Gear: Drow House Insignia, *+2 elven chain, +2 thundering morningstar, +1 thundering light crossbow* (20 bolts)

SPECIAL ABILITIES

Vision of Madness (Sp) Maerona can give a creature a vision of madness as a melee touch attack. She choose either attack rolls, saving throws, or skill checks. The target receives a +4 bonus and a -4 penalty to the other two types of rolls. This effect fades after 4 rounds. Maerona can use this ability 8 times per day.

Aura of Madness (Su) Maerona can emit a 30-foot aura of madness for 9 rounds (these rounds do not need to be consecutive.) Enemies within this aura are affected by confusion unless they make a **DC 19 Will save**. The confusion effect ends immediately when the creature leaves the area or the aura expires. Creatures that succeed on their saving throw are immune to this aura for 24 hours.

Shadowy Weapon (Su) Maerona has minor access to the Plane of Shadow. As a standard action, this connection grants her the ability to wrap her weapon with strands of shadow, which causes it to deal 4 points of negative energy damage in addition to her regular weapon damage. She may use this ability 8 times per day and the enchantment persists for 8 rounds. Her weapon is considered magical for the purposes of overcoming damage reduction.

Underworld Sight (Su) Maerona may give in to the shadows inside herself to view the world more clearly. By taking 1d4 points of negative energy damage, she gains her choice of doubling the range of her existing darkvision, gaining low-light vision, gaining *arcane sight* (per the spell), or be able to *see invisibility* (per the spell). These effects can not be dispelled and last a number of rounds equal to the amount of negative energy damage taken.



Matron Maelora, of House Gullion — CR 18

XP 153,600
Matron of House Gullion, Matron Mother of the Drow City of Holoth
Female drow noble cleric 18
NE Medium humanoid (Elf)/drow
Init +4; Senses darkvision 120 ft., low-light vision; Perception +25

DEFENSE

AC 18, touch 12, flat-footed 17 (+6 armor, +1 Dex, +1 insight)
hp 158 (18d8+54)
Fort +14, Ref +10, Will +16; +2 vs enchantment
SR 29
Weakness light blindness

OFFENSE

Speed 30 ft.
Melee *Maelora's Vengeance* [*+5 keen unholy ghost touch dwarf-bane dagger*] +17/+12/+7 (1d4+4, Crit 18-20/x2) and unarmed strike +12/+7/+2 (1d3-1)
Special Attacks channel negative energy 8/day (9d6, 30 ft. radius, Will DC 24 to halve damage)
Spell-Like Abilities (CL 18th; concentration +23)
constant—*detect magic*
at will—*dancing lights, deeper darkness, faerie fire, featherfall, levitate*
1/day—*dispel magic, divine favor, suggestion*
Spells Prepared (CL 18th, 12 melee touch, 17 ranged touch; concentration +23)
0th—*bleed, detect magic, detect poison, read magic*
1st—*bless, cause fear, comprehend languages, cure light wounds, detect good, protection from good; floating mote*
2nd—*cure moderate wounds, desecrate, enthrall, hold person, mirror image; darkness*
3rd—*blood biography, deeper darkness, invisibility purge, locate object, obscure object; shadow blast*
4th—*cure critical wounds, divination, inflict critical wounds, freedom of movement, spell immunity; form of shadow*
5th—*commune, flame strike, mass cure light wounds, spell resistance, slay living; umbral step*
6th—*greater glyph of warding, summon monster VI, symbol of persuasion, word of recall; dancing shade*
7th—*blasphemy, greater scrying, symbol of weakness; shadow shackles*
8th—*mass cure critical wounds, symbol of death, symbol of insanity; shadow raising*
9th—*energy drain, mass harm; time stop*

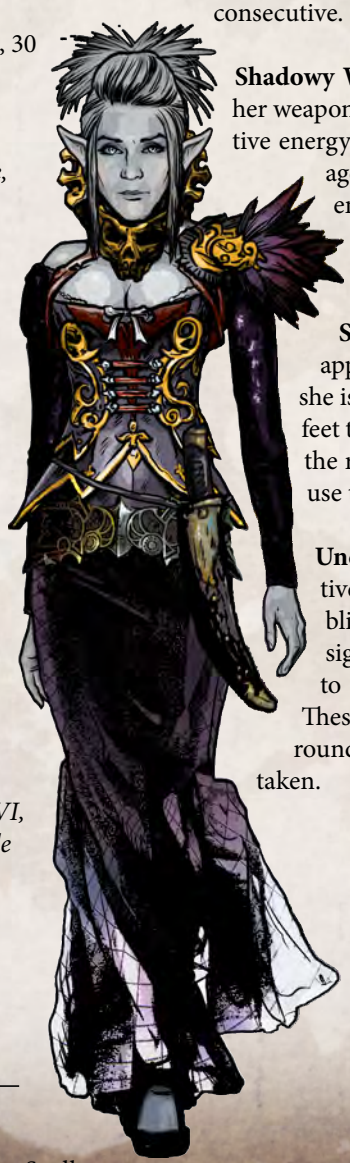
STATISTICS

Str 9, Dex 18, Con 16, Int 20, Wis 21, Cha 21
Base Atk +13; CMB +12; CMD 26
Feats Bouncing Spell, Craft Rod, Craft Wand, Dazing Spell, Disruptive Spell, Empower Spell, Enlarge Spell, Eschew Materials, Extend Spell
Skills Acrobatics +5, Appraise +12, Bluff +26, Diplomacy +24, Disguise +16, Escape Artist +5, Fly +5, Heal +13, Intimidate +19, Linguistics +20, Perception +25, Ride +5, Sense Motive +31, Spellcraft +26, Stealth +14, Swim +3
Languages Abyssal, Aklo, Aquan, Celestial, Common, Draconic, Drow Sign, Elven, Gnome, Goblin, Infernal, Klavekian, Undercommon, Vikmordere
SQ domains (Drow, Trickery [Deception]), drow traits, orisons, spontaneous casting
Gear *Varjelu (Maelora's Robes), Kuolema (Maelora's Vengeance), bag of holding (type III), boots of speed, dimensional shackles*, 3 potions of *cure serious wounds*, potion of *fly, ring of invisibility*, House Gullion Insignia

SPECIAL ABILITIES

Aura (Ex) Maelora has an overwhelming aura of evil.

Master's Illusion (Sp) Maelora can create an illusion that hides the appearance of herself and any number of allies within 30 feet for 18 rounds. This ability otherwise functions like the spell veil. The DC to disbelieve this effect is 24. These rounds do not need to be consecutive.



Shadowy Weapon (Su) As a standard action, Maelora wraps her weapons with strands of shadow that deal 9 points of negative energy damage in addition to your regular weapon damage. She may use this ability 8 times per day and this enchantment lasts for 18 rounds. When using this ability, her weapons are considered magical for the purposes of overcoming damage reduction.

Sudden Shift (Sp) In the blink of an eye, Maelora can appear somewhere else. As an immediate action, after she is missed by a melee attack, she can teleport up to 10 feet to a space that she can see. This space must be inside the reach of the creature that attacked her. Maelora can use this power 8 times a day..

Underworld Sight (Su) By taking 1d4 points of negative energy damage, Maelora gains her choice of doubling the range of her existing darkvision, gain arcane sight (per the spell) as a spell-like ability, or be able to see invisibility (per the spell) as a spell-like ability. These effects can not be dispelled and last a number of rounds equal to the amount of negative energy damage taken.

Matron Maelora's two signature pieces of equipment, her robes and mace, are potent (major) artifacts in their own right.



Kuolema - Maelora's Infernal Vengeance

Slot handheld; **Weight** 1/2 lb

Kulema is a *+5 keen unholy ghost touch dwarf-bane dagger* that smolders with evil and malicious intent. The curve of its skin-wrapped handle continues along the wicked, sharp blade, ending in a deft point that glints in the darkness.

DESTRUCTION
Dissipates for 500 years when used to slay the the holiest dwarf in existence, when they freely give themselves over to death as a sacrifice.

Varjelu - Maelora's Infernal Robes

Slot body; **Weight** 1/2 lb.

Varjelu acts as *Bracers of Armor +6 and Robe of Stars*, but grants access only to the demiplane of Venom. Any non-female non-drow wearing it treats it as a *Robe of Vermin*. The thin black robes are hemmed by gold trim and billow away from the wearer, their underside a thick cast of green, poisonous waves.

DESTRUCTION
Washed in the tears of 1,000 corrupted paladins who realize all they have lost and regret that they will never regain any of it.

Sor CR 7

Middle Son of House Gullion
XP 3,200
Male drow ranger 7
NE Medium humanoid (Elf/drow)
Init +5; Senses darkvision 120 ft., Perception +11

DEFENSE
AC 21, touch 16, flat-footed 16 (+5 armor, +5 Dex, +1 insight)
hp 50 (7d10+7)
Fort +6, Ref +10, Will +6 (+2 vs enchantment)
SR 13

OFFENSE
Speed 30 ft.
Melee *+1 flaming scimitar* +11/+6 (1d6+1+1d6 fire, Crit 18-20/x2) and +10/+5 shortsword (1d6+1, Crit 19-20/x2) or +12 whip (1d3, nonlethal, used on animals for training)
Ranged +12/+7 hand crossbow (1d4 plus poison, Crit 19-20/x2)
Spells Prepared (CL 4th; concentration +8)
1st—*calm animals, speak with animals*

STATISTICS
Str 14, Dex 20, Con 12, Int 14, Wis 18, Cha 16
Base Atk +7; CMB +9; CMD 24
Feats Animal Affinity, Endurance, Improved Two-Weapon Fighting*, Skill Focus (Handle Animal), Two-Weapon Fighting, Weapon Finesse
Skills Climb +8, Craft, Handle Animal +17, Heal +12, Intimidate +9, Knowledge (dungeoneering) +6, Knowledge (geography) +7, Knowledge (nature) +7, Perception +13, Ride +9, Sense Motive +8, Spellcraft +4, Stealth +9, Survival +8, Swim +8
Languages Common, Elven, Undercommon
SQ Favored Enemy (animals) +4, Favored Enemy (aberrations) +2, Hunter's Bond (Elon), Woodland Stride
Gear *+1 flaming scimitar*, hand crossbow, shortsword, *+2 improved slick studded leather armor*, whip, *wand of eagle's splendor* (32 charges), *wand of summon monster III* (45 charges)

SPECIAL ABILITIES
Black Widow Venom—injury; *save* Fort DC 17; *frequency* 1/round for 6 rounds; *effect* 1d3 Con damage and staggered; *cure* 2 saves.

Elon, Giant Black Widow Spider CR 4

XP 1,200
N large vermin (magical beast)
Init +2; Senses Darkvision 60 ft., tremorsense 60 ft.; Perception +4

DEFENSE
AC 16, touch 12, flat-footed 14 (+2 Dex, +1 dodge +4 natural, –1 size)
hp 47 (7d8+15)
Fort +7, Ref +4, Will +1
Immune mind-affecting effects

OFFENSE
Speed 60 ft., climb 60 ft.
Melee bite +6 (1d8+6 plus poison)
Space 10 ft.; Reach 5 ft.
Special Attacks web (+4 ranged, DC 19, 5 hp)

STATISTICS
Str 19, Dex 15, Con 16, Int 9, Wis 10, Cha 4
Base Atk +3; CMB +8; CMD 20 (32 vs. trip)
Skills Climb* +20, Perception +4, Stealth +2 (+6 webs); Racial Modifiers +8 Climb, +4 Perception, +4 Stealth (+8 webs)
SQ awakened, permanently hasted, strong webs
Languages Undercommon

SPECIAL ABILITIES
Poison (Ex) Bite—injury; *save* Fort DC 17; *frequency* 1/round for 6 rounds; *effect* 1d3 Con andstaggered; *cure* 2 saves.

Strong Webs (Ex) Elon's webs gain a +4 bonus to the DC to break or escape.

Fungal Ankheg CR 5

XP 1,600
N Large plant (magical beast)
Init +0; Senses darkvision 60 ft., low-light vision, tremorsense 60 ft.; Perception +8

DEFENSE

AC 13, touch 8, flat-footed 14 (-1 dex, +5 natural, –1 size)
hp 25 (3d8+12)
Fort +6, Ref +2, Will +2

OFFENSE

Speed 20 ft., burrow 10 ft.
Melee bite +5 (2d6+4 plus 1d4 acid and grab)
Space 10 ft.; Reach 5 ft.
Special Attacks poison spore cloud, spit acid

STATISTICS

Str 16, Dex 8, Con 17, Int 1, Wis 13, Cha 6
Base Atk +3; CMB +7 (+11 grapple); CMD 16 (24 vs. trip)
Feats Skill Focus (Perception), Toughness
Skills Climb +8, Perception +8

ECOLOGY

Environment temperate or warm plains
Organization solitary, pair, nest (3–6), or circle (5-30)
Treasure incidental

SPECIAL ABILITIES

Spit Acid (Ex) Once every 6 hours, an ankheg can spit a 30-foot line of acid. Creatures struck by this acid take 4d4 points of acid damage (**Reflex DC 14 halves**). Once an ankheg uses this attack, it must wait 6 hours before using it again. Additionally, during this time period, its bite attack does not inflict any additional acid damage. As a result, an ankheg does not use this ability unless it is desperate or frustrated, most often spitting acid when reduced to fewer than half its full normal hit points or when it cannot not successfully grab an opponent. The save DC is Constitution-based.

Create Spawn (Ex) The body of a creature killed by Constitution damage from a fungal creature's spore cloud is slowly transformed into a fungal creature. This transformation takes at least 1 full day, but particularly dry conditions can extend the process for up to a week (GM's discretion). Once fully converted, the corpse cannot be raised from the dead, but it can still be resurrected or reincarnated. The application of a plant growth spell halves the transformation time, and the application of a diminish plants spell doubles it. A blight spell destroys the fungal spores and prevents transformation of the corpse. Spells that remove disease are ineffective against the spores.

The fungal creature lacks the class levels and memories of the creature from which it gained its form. If the base creature has 1 or fewer racial HD and is normally presented as classed (as with most humanoids), use a 1st-level warrior version of it as the base creature. The fungal creature awakens as a free-willed being knowing all it needs to know (including language) in order to use its abilities and survive. Although it bears no allegiance to the fungal creature that created it, the new fungal creature immediately recognizes other fungal creatures as its own kind.

Poison Spore Cloud (Ex) Once per day, a fungal creature can release a choking yellow cloud of spores in a 15-foot-radius spread. The spore cloud lingers visibly in the air for 10 rounds, but it dissipates normally on the wind. This cloud functions as an inhaled poison.

Any creature that does not hold its breath before the fungal creature activates this ability is assumed to inhale the spores. Each breathing creature in the cloud must succeed on a Fortitude save (DC 10 + 1/2 fungal creature HD + fungal creature's Con modifier) or take 1d2 points of Constitution damage and be fatigued for 1 minute. Thereafter, the creature must succeed on a second save (whether or not it succeeded on the first) or take 1d2 points of Constitution damage and become fatigued (or exhausted if already fatigued).

A creature that continues to inhale the spores continues to make Fortitude saves against their effects. Multiple spore clouds from multiple fungal creatures require multiple saves from any creature in an area where the clouds overlap. Creatures that are immune to poisons are immune to the fungal creature's poison spore cloud.

Poisonous Blood (Ex) A fungal creature's blood and flesh function as ingested poisons. Any creature that makes a bite attack against a fungal creature, swallows one whole, or otherwise ingests part of one must succeed on a Fortitude save (DC 10 + 1/2 fungal creature HD + fungal creature's Con modifier) or take 1 point of Strength damage and 1 point of Dexterity damage. One minute later, the creature must make a second save at the same DC or be nauseated for 1 minute and take 1d6 points of Strength damage and 1d6 points of Dexterity damage.

A fungal creature can drain its own blood to procure an ingested poison that affects creatures as described above. Unfortunately, its blood has a distinctive and largely unwelcome smell and taste, so most intelligent creatures would not eat food tainted with it unless the taste were thoroughly disguised (a **DC 15 Profession [cook] check**). The fungal creature must deal at least 1 point of damage to itself to get a full dose of poison, and the drawn blood (or amputated flesh) retains its poisonous nature for just 1 day unless additional living fungal blood is mixed into it.

Fungal Metabolism (Ex) Fungal creatures do not breathe, nor do they need to eat or sleep in the typical manner. They gain all the sustenance they require from contact with moist natural earth, but they require rejuvenation (see Rejuvenation) as often and for as long as humans need sleep.

Rejuvenation (Ex) So long as it is in contact with moist natural earth, a resting fungal creature regains hit points as though it were experiencing complete bed rest and long term care (3 hit points per character level for each day of rest). The fungal creature can engage in light activity during rejuvenation, but any strenuous activity (fighting, running, casting a spell, and so on) prevents it from regaining hit points for that day. Complete bed rest does not increase the amount of healing a fungal creature gains from rejuvenation.

General Azrae Zavare CR 14

XP 38,400
Female drow noble antipaladin 14
LE Medium humanoid (Elf/drow)
Init +4; Senses darkvision 120 ft.; Perception +8

DEFENSE

AC 22, touch 14, flat-footed 18 (+6 armor, +4 Dex, +2 shield)
hp 91 (14d10+14)
Fort +14, Ref +12, Will +16; +2 vs. enchantment
Defensive Abilities DR 5/magic; SR 25
Weaknesses light blindness

OFFENSE

Speed 30 ft.
Melee *+2 rapier* +20/+15/+10 (1d6+2, Crit 15–20/x2) OR *+1 spiked chain* +19/+14/+9 (2d4+1 plus 1d6 [non-lethal option], Crit 19-20/x2)
Ranged *+2 hand crossbow* +20/+15/+10 (1d4+2 plus poison, Crit 19-20/x2, Range 30 ft.)
Special Attacks channel negative energy (Su), cruelty (shaken, staggered, frightened, stunned) (Su), smite good 5/day (Su), touch of corruption (Su)
Spell-Like Abilities (CL 14th)
1/day—*divine favour, dispel magic, suggestion* (DC 16)
Spells Known (CL 11th)
4th—*inflict serious wounds* (DC 18), *invisibility (greater)*
3rd—*bestow curse* (DC 17), *nondetection*
2nd—*eagle's splendor, hold person* (DC 16), *silence* (DC 16)
1st—*bane* (DC 15), *death knell* (DC 15), *disguise self, doom* (DC 15)

STATISTICS

Str 10, Dex 18, Con 12, Int 10, Wis 16, Cha 18
Base Atk +14; CMB +14; CMD 28
Feats Channel Smite, Critical (bleeding), Critical Focus, Critical (Improved, rapier), Critical (Improved, spiked chain), Exotic Weapon Proficiency, Weapon Finesse
Skills Intimidate +13, Perception +8, Ride +13, Sense Motive +13, Stealth +13; Racial Bonuses +2 Perception
Languages Elven, Undercommon
SQ aura of cowardice (Su), aura of despair (Su), aura of evil (Ex), aura of sin (Su), aura of vengeance (Su), detect good (Sp), drow traits, fiendish boon (weapon enhancement) (Sp), plague bringer (Ex), poison use, unholy resilience (Su)
Gear *+2 infernal mithral chain shirt of speed* (cursed item if wearer non-evil, acts as *-2 mithral chain shirt of slow*), *+1 infernal mithral buckler of invulnerability* (cursed item if wearer non-evil, acts *-1 mithral buckler of vulnerability*), *+2 drow rapier of puncturing*, *+2 drow hand crossbow of seeking*, *+1 drow merciful spiked chain*, *wand of cure light wounds* (CL 9, 25 charges), *winged boots*

Azrae stared at the Matron, a few feet ahead and facing a man's body on an altar. A spider moved across the woman's hand, and she raised it to Azrae's neck, where it attached itself with tiny pin-pricks of its jaws. The Matron bade the girl speak; taking a deep breath, Azrae began, her pulse racing. She asked if the man spoke the truth; Axrae replied that he didn't. The Matron nodded slightly, and pressed a drop of her blood onto the man's lips.

The Matron bade Azrae to continue; the girl did so; "*He said the Goddess would scorn me because I have achieved nothing.*" "*Azrae, are you devout?*" The girl replied that she was. The Matron let a drop of her blood fall onto each of the man's eyelids, so that his eyeballs burst through them, straining against their connecting tissues. The girl suddenly felt the Matron inside her; "*Is there more, Azrae?*" The use of her name sharpened Azrae's mind.

She recalled how the man had said the Goddess wasn't in her heart. The Matron let three drops of blood fall onto the man's chest. Azrae glanced at the Matron; a questioning look was on her face, offering a chance to speak. Azrae stayed quiet, having the good sense to hold her words back. Smiling, the Matron waved, and the man's chest cracked open. His heart appeared, as if yanked upwards by invisible strings, yet he lived. "*Good,*" said the Matron, "*and now...*" She drew a thin, sharp-bladed dagger from the swirling incense; it was real enough as she passed the hilt to Azrae. She placed the blade against the man's tongue, slicing downwards. A jet of blood coated both her and the Matron Mother. Azrae moved the dagger to first the left eye, slicing quickly through the ties holding it in place. "*Why the hurry, my child.*" Azrae studied the various attachments between the eye and the man's brain; how pleasurable it would be to sever each strand, rather than using one stroke. Azrae suddenly realized that performing the Goddess's work, with her Matron's guidance, mattered.

"*Ah, you learn so quickly, as the Goddess assured me.*" Azrae's passion coursed through her, for the Goddess, for the Matron, for the thrill of the pain she caused. "*Dark Lady?*" spoke the Matron Mother as Azrae performed her work. A vaporous hand appeared and stroked the Matron's cheek. "*She is ours.*"

Golem, Book CR 7

XP 3,200
N Large construct
Init –1; Senses darkvision 60 ft., low-light vision; Perception +0

DEFENSE

AC 20, touch 8, flat-footed 20; (–1 Dex, +12 natural, –1 size)
hp 79 (9d10+30)
Fort +3, Ref +2, Will +3
DR 5/adamantine; Immune construct traits, magic

OFFENSE

Speed 30 ft.
Melee 2 slams +13 (2d8+5)
Space 10 ft.; Reach 10 ft.

STATISTICS

Str 20, Dex 9, Con —, Int —, Wis 11, Cha 1
Base Atk +9; CMB +15; CMD 24
Languages none

ECOLOGY

Environment any
Organization solitary
Treasure none

SPECIAL ABILITIES

Immunity to Magic (Ex) A book golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold damage slows a book golem (as the slow spell) for 2d6 rounds (no save).

A magical attack that deals fire damage does double damage to a book golem (as per a critical hit).

A magical attack that deals electricity damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. A book golem gets no saving throw against attacks that deal electricity damage.



CONSTRUCTION

Comprised of various tomes stacked into the shape of a humanoid, the book golem requries no less than four tomes per limb. Any book can be used, although several wizards have found that crafting tomes of knowledge and learning seems to grant the golem a sense of cunning and personality, although many have discredited this as wishful thinking. Several attempts to create a book golem with access to the spells contained within tomes bound into its body have thus far proved unsuccessful.

Special unguents and bindings worth 500 gp are also required.

Requirements Craft Construct, *animate dead*, *bull's strength*, *geas/quest*, *limited wish*, creator must be caster level 8th; 8 ranks in Craft (leather) or Heal; Cost 10,500 gp

A book golem is a construct with no free will of its own, it is constructed and designed for a specific purpose, and can only follow the orders given it at the time of its creation outside of a few simple commands from the person it has been bonded to obey. It has no possessions and no weapons. A book golem stands 8 feet tall and weighs 500 pounds.

A book golem cannot speak, although it can emit an unsettling whisper from its pages. It walks and moves with a stiff-jointed gait, as if not in complete control of its body.

Although most book golems are mindless, there are persistent rumors of unusual golems who somehow gain the collected knowledge printed upon the many pages comprising its body. Certainly most who construct book golems prefer mindless slaves over free-willed creations, and as a result intelligent book golems are a barely explored concept, and treated as fanciful stories from old wizards.

Golem, Mushroom CR 10

XP 9,600
N Large Construct
Init -1; Senses darkvision 60 ft., low-light vision; Perception +0

DEFENSE

AC 22 (-1 size, -1 Dex, +14 natural), touch 8, flat-footed 22
hp 96 (12d10+30)
Fort +4, Ref +3, Will +4
Special Defenses construct traits; DR 5/slashing

OFFENSE

Speed 30 ft., (6 squares)
Melee 2 Slams +14 (2d8+6 plus poison)
Space 10 ft./Reach 10 ft.
Special Attacks Breath weapon spores, flora wound

STATISTICS

Str 23, Dex 9, Con –, Int –, Wis 11, Cha 1 (16 to plants)
Base Atk +9; CMB +16; CMD 25
Languages: Swaying movement which can convey level of danger to plants
SQ: Construct traits, damage reduction 5/slashing, darkvision 60 ft., immunity to magic, low-light vision
Environment: Temperate forests, Underground
Organization: Solitary or gang (2-4)
Treasure: None
Advancement: 13-20 HD (Large); 21-36 HD (Huge)

This golem has a vaguely humanoid body made from a single enormous Green-spored Parasol mushroom. A mushroom golem wears no clothing of any kind. It has no possessions and no weapons, relying on its own abilities. It stands about 15 feet tall and is about 12 feet wide at the shoulders, with the rest of the body between 4 and 5 feet wide for most of the trunk, widening to 10 feet at the base. It has two arms about 10 feet long and 2 legs between 7 and 8 feet long. It weighs around 2,000 pounds.

A mushroom golem cannot speak or make any vocal noise, but can convey levels of danger to plants through a series of swaying gestures. It walks and moves with a flowing, steady gait, as if a breeze constantly blows about it, rarely utilizing its maximum speed unless threatened.

SPECIAL ABILITIES

Breath weapon spores (Su) 10-foot cube, concentrated cloud of spores lasting 1 round, free action once every 1d4+1 rounds; initial damage 1d4 Con, secondary damage 2d4 Cha, Fortitude DC 19 negates. The save DC is Constitution-based. Anyone who fails the roll at either stage is covered with small mushrooms.

Flora Wound (Ex) The damage a mushroom golem deals takes 4 times longer to heal naturally and resists healing spells. A character attempting to cast a conjuration (healing) spell on a creature damaged by a mushroom golem must succeed on a DC 26 caster level check, or the spell has no effect on the injured character. Any natural healing looks and feels like mushroom fiber. For every 10 hit points which heal this way, a PC's Charisma reduces by 2 and Natural Armour increases by 1. Successful magical healing restores the PC to a normal state, including returning Charisma to normal and removing the natural armor.

Immunity to Magic (Ex) A mushroom golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transport via plants* spell drives the golem back up to 120 feet and deals 3d8 points of damage to it.

A *control plants* spell slows the golem (as the *slow* spell) for 1d6 rounds and deals 1d12 points of damage.

A *finger of death* spell cast directly at a mushroom golem stops it from moving on its next turn and deals 5d8 points of damage. The golem gets no saving throw against any of these effects.

Any magical attack against a mushroom golem that deals electrical damage heals 1 point of damage for every 3 points of damage it would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a mushroom golem hit by the breath weapon of a behir heals 7 points of damage if the attack would have dealt 22 points of damage. A mushroom golem gets no saving throw against magical attacks that deal electrical damage.

CONSTRUCTION

A mushroom golem's body is carved from a single Green-spored Parasol mushroom, one treated with rare plant food and nutrients of blood and bones from aquatic types and costing 2,000 gp, weighing at least 1,000 pounds. The mushroom must be of exceptional quality. Carving the body requires a **DC 15 Craft (sculpting) check** or a **DC 15 Profession (fungiculturalist) check**.

CL 14th; Craft Construct, *animate plants*, *geas/quest*, *limited wish*, *ironfibre*, caster must be at least 14th level; Price 20,000 gp; Cost 12,000gp 480xp

Giant Green-spored Parasol mushroom poison *type* poison, inhaled; *save* Fortitude DC 19; *initial* 1d4 Con, *secondary* 2d4 Cha; *cure* 1 save initial, 1 save secondary

Golem, Mosaic Tile CR 7

XP 3,200
N Large construct
Init +1; Senses darkvision 60 ft., low-light vision; Perception +0

DEFENSE

AC 20, touch 10, flat-footed 19 (+1 Dex, +10 natural, –1 size)
hp 87 (8d10+30)
Fort +2; Ref +3; Will +2
Defensive Abilities energy absorption, flatten; DR 10/adamantine; Immune construct traits, magic

OFFENSE

Speed 20 ft.
Melee slam +13 (2d8+6 plus stun) (equal to ¼ the total limbs the golem has, with a minimum of 2)
Space 10 ft.; Reach 10 ft.
Special Attacks stunning blow

STATISTICS

Str 20, Dex 15, Con —, Int —, Wis 10, Cha 1
SQ camouflage

ECOLOGY

Environment any
Organization solitary
Treasure none

SPECIAL ABILITIES

Camouflage (Ex) While flattened, a mosaic tile golem is nearly indistinguishable from the surrounding floor. It takes a **DC 25 Perception check** to notice a flattened mosaic tile golem for what it is. Dwarves get a +2 bonus on Perception checks to notice a flattened mosaic tile golem.

Energy Absorption (Su) Any energy-based (acid, fire, cold, electricity, sonic) attack that directly targets a mosaic tile golem is absorbed into its body dealing no damage to the golem. A mosaic tile golem can either use the absorbed energy to repair itself, healing 1 hit point for every 3 points of damage the attack would have otherwise dealt, or it can release the energy in a 30-foot cone that deals the same amount of energy damage it absorbed,up to a limit of 24 hp, of whatever type was absorbed, to all within the area. An affected opponent can attempt a **DC 14 Reflex save** to reduce the damage by half. The save DC is Constitution-based. The mosaic tile golem can store the energy before releasing it as an energy blast for a number of rounds equal to half its Hit Dice (four rounds for the standard mosaic tile golem).

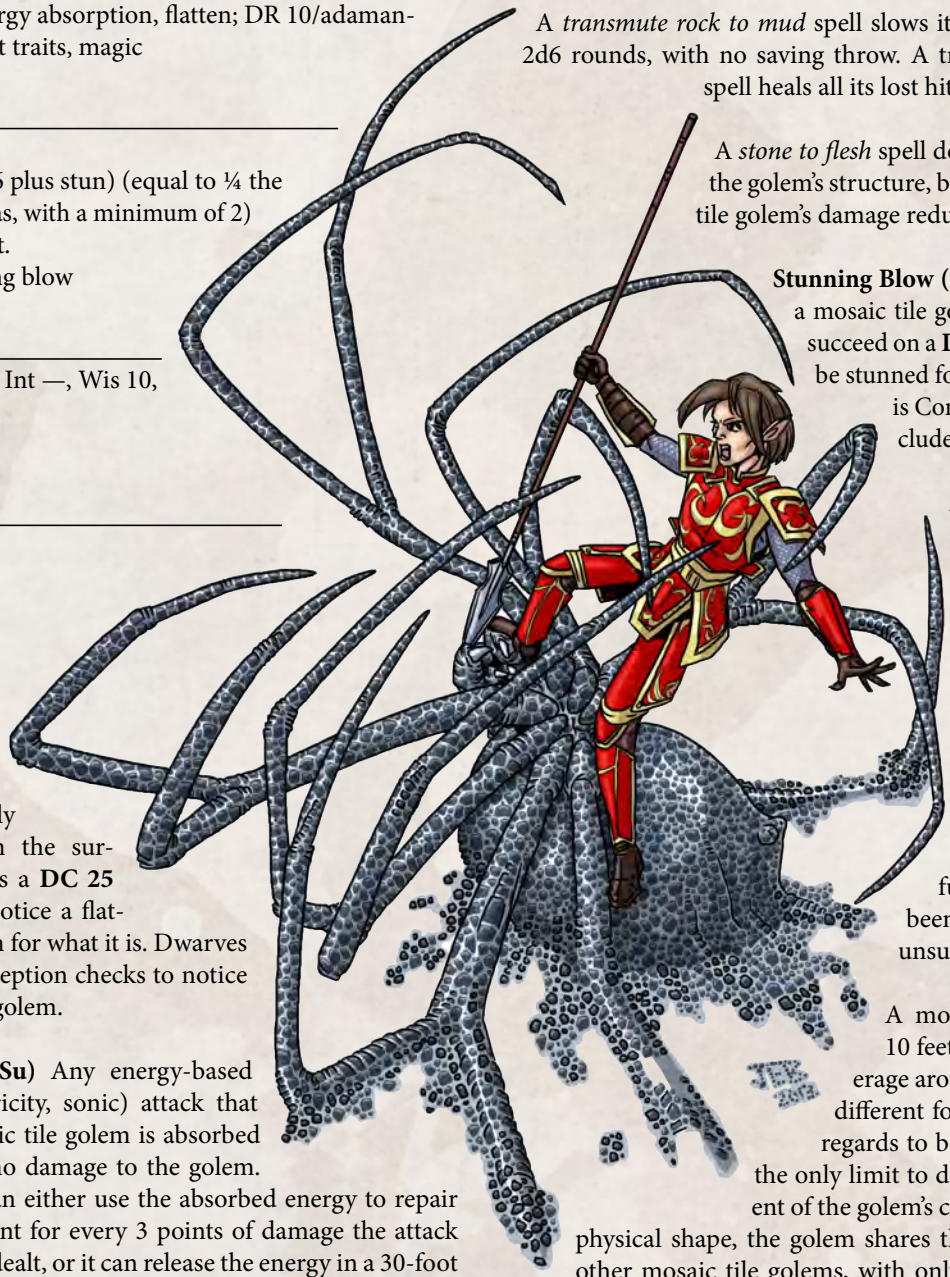
Flatten (Ex) As a standard action, once per round, a mosaic tile golem can flatten its form to become (or appear to become) a section of floor, road, or any other stone surface. While flattened it cannot move or attack and its damage reduction increases to 20/adamantine. A mosaic tile golem can reform into its chosen shape as a standard action.

Immunity to Magic (Ex) A mosaic tile golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transmute rock to mud* spell slows it (as the slow spell) for 2d6 rounds, with no saving throw. A transmute mud to rock spell heals all its lost hit points.

A *stone to flesh* spell does not actually change the golem's structure, but it negates the mosaic tile golem's damage reduction for 1 round.

Stunning Blow (Ex) Any creature hit by a mosaic tile golem's slam attack must succeed on a **DC 16 Fortitude save** or be stunned for 1 round. The save DC is Constitution-based and includes a +2 racial bonus.



A mosaic tile golem is composed of various tile pieces, usually utilizing whatever tile is native to the region in which it is constructed, jointed and fitted together so as to allow the creature to fold itself flat. It is created to serve as guardians or servants by powerful spellcasters, and has been the death of many an unsuspecting rogue.

A mosaic tile golem stands 10 feet tall and weighs on average around 800 pounds. Many different forms have been seen in regards to bodily shapes, and truly the only limit to design is the artistic talent of the golem's creator. Regardless of its physical shape, the golem shares the same abilities as all other mosaic tile golems, with only the amount of limbs and number of attacks there of ever changing.

Though a mosaic tile golem cannot speak, when constructed, its creator can program up to 4 simple words or phrases (no more than 4 words in length) into it that are released when certain conditions are met. These conditions are programmed into the golem when it is constructed. Conditions can be as general or specific as necessary, but must be fairly simple, such as "if anyone enters this room" or "if anyone touches this chest".

At the time of creation, up to 4 simple command words or phrases can be imprinted upon a mosaic tile golem, such as defend, attack, or attack if "x" happens, etc.

A mosaic tile golem tasked with guarding or securing a location usually flattens itself so as to go unnoticed to would-be-trespassers. When an interloper treads upon the golem, it unfurls itself into its full form and attacks, crushing and pounding its unsuspecting victim with powerful blows from its varied limbs

CONSTRUCTION
Requirements Craft Construct, *bull's strength*, *geas/quest*, *polymorph any object, protection from energy,* creator must be caster level 11th, Craft (sculptures) or Craft (stonemasonry) +16, various powders and exotic liquids totaling 2,500 gp; Cost 17,500 gp

Grick

	Standard CR 3	Mature CR 4	Advanced CR 6
XP	800	1,200	2.400
Alignment	N	N	N
Size, Type	Medium aberration	Medium aberration	Large aberration
Initiative	+2	+2	+1
Senses	darkvision 60 ft., scent	darkvision 60 ft., scent	darkvision 60 ft., scent
Perception	+12	+12	+12
DEFENSE			
AC	15, touch 12, flat-footed 13 (+2 Dex, +3 natural)	AC 15, touch 12, flat-footed 13 (+2 Dex, +3 natural)	15, touch 10, flat-footed 14 (+1 Dex, +5 natural, -1 size)
hp	hp 27 (5d8+5)	hp 45 (7d8+14)	hp 76 (9d8+36)
Saves	Fort +2, Ref +3, Will +6	Fort +4, Ref +4, Will +7	Fort +6, Ref +3, Will +8
Special Qualities	DR 10/magic	DR 10/magic	DR 10/magic
OFFENSE			
Speed	Speed 30 ft., climb 20 ft.	Speed 30 ft., climb 20 ft.	Speed 30 ft., climb 20 ft.
Melee	bite +4 (1d4+1), 4 tentacles –1 (1d4)	bite +6 (1d4+1), 4 tentacles +4 (1d4)	bite +11 (1d6+5), 4 tentacles +9 (1d8)
Space/Reach	5 ft./ 5 ft.	5 ft./ 5 ft.	10 ft./ 5 ft.
STATISTICS			
Abilities	Str 12, Dex 14, Con 13, Int 3, Wis 14, Cha 5	Str 12, Dex 14, Con 14, Int 3, Wis 14, Cha 5	Str 20, Dex 12, Con 18, Int 3, Wis 14, Cha 5
BaseAtk/CMB/CMD	Base Atk +3; CMB +4; CMD 16 (can't be tripped)	Base Atk +5; CMB +6; CMD 18 (can't be tripped)	Base Atk +6; CMB +11; CMD 23 (can't be tripped)
Feats	Combat Reflexes, Skill Focus (Perception), Stand Still	Combat Reflexes, Multiattack, Skill Focus (Perception), Stand Still	Combat Reflexes, Improved Natural Attack (tentacle), Multiattack, Skill Focus (Perception), Stand Still
Skills	Climb +9, Perception +12, Stealth +6 (+14 in rocky terrain) Racial Modifiers +8 Stealth in rocky terrain	Climb +13, Perception +12, Stealth +7(+15 in rocky terrain) Racial Modifiers +8 Stealth in rocky terrain	Climb +13, Perception +12, Stealth +5 (+13 in rocky terrain) Racial Modifiers +8 Stealth in rocky terrain
Language	Aklo (cannot speak)	Aklo (cannot speak)	Aklo (cannot speak)

Guardian Charioteer Flumphs CR 2

XP 600
LG Small aberration
Init +5; Senses darkvision 60 ft., low-light vision; Perception +11

DEFENSE

AC 20, touch 16, flat-footed 15 (+5 Dex, +4 natural, +1 size)
hp 26 (4d8+8)
Fort +3, Ref +6, Will +6
Resist acid 10

OFFENSE

Speed 5 ft., fly 20 ft. (perfect)
Melee sting +9 (1d4+2 plus acid injection)
Special Attacks acid injection, stench spray (DC 14, 1d6 rounds, every 1d4 rounds)

TACTICS

The flumph spends most of its time hunting small animals and vermin, which it kills and devours by dropping on them and piercing them with its acidic spikes. If threatened by a creature larger than itself, it fires its nauseating spray in an attempt to repel its attackers. If this attack fails, the flumph rises above its foes and drops at them, attacking with its sting.

STATISTICS

Str 14, Dex 20, Con 15, Int 10, Wis 14, Cha 10
Base Atk +3; CMB +4; CMD 19
Feats Alertness, Weapon Finesse
Skills Diplomacy +3, Fly +22, Perception +11, Sense Motive +6, Stealth +15
Languages Aklo, Common

SPECIAL ABILITIES

Acid Injection (Ex) When a flumph strikes an opponent with its spikes, it injects a burning, irritating acid that deals 1d4 points of damage immediately and another 1d4 points on the round after the attack. The target can end the acid's effects by submerging the wound in water for a round or by being treated with a **DC 15 Heal check**. A creature grappling or swallowing the flumph takes this acid damage automatically every round it maintains this contact.

Stench Spray (Ex) A flumph can spray a 20-foot line of foul-smelling liquid once every 1d4 rounds. This spray functions like the stench universal monster ability, except it only affects creatures struck by the spray, which must make a **DC 14 Fortitude save** or be sickened for 5 rounds. The save DC is Constitution-based.

Alternatively, the flumph can concentrate the spray on a single target within 5 feet — if the target fails its saving throw, it is nauseated for 5 rounds; otherwise, it is sickened for 1 minute. The odor from this spray lingers in the area and on all creatures struck for 1d4 hours, and can be detected at a range of 100 feet (creatures with the scent ability can smell it at double this range).

Human Prisoner, Polymorphed

Depending what state this human is encountered in and the situations he in experiencing will determine which of the two forms the play group with have to face.

Pitiful Prisoner CR 1/3

XP 135
Human warrior 1
N Medium humanoid
Init +1; Perception +0

DEFENSE

AC 11, touch 11, flat-footed 10 (+1 Dex)
hp 8 (1d10+3)
Fort +2, Ref +1, Will +0

OFFENSE

Speed 30 ft.
Melee unarmed strike +3 (1d3+3)

STATISTICS

Str 15, Dex 12, Con 11, Int 8, Wis 10, Cha 9
Base Atk +1; CMB +3; CMD 14
Feats Step Up, Toughness
Skills Craft (weapons) +3, Profession (soldier) +4, Survival+1
Languages Common
Gear None

HILL GIANT CR 7

XP 3,200
CE Large humanoid (giant)
Init –1; Senses low-light vision; Perception +6

DEFENSE

AC 21, touch 8, flat-footed 21 (+4 armor, –1 Dex, +9 natural, –1 size)
hp 85 (10d8+40)
Fort +11, Ref +2, Will +3
Defensive Abilities rock catching

OFFENSE

Speed 40 ft. (30 ft. in armor)
Melee greatclub +14/+9 (2d8+10) or 2 slams +13 (1d8+7)
Ranged rock +6 (1d8+10)
Space 10 ft.; Reach 10 ft.
Special Attacks rock throwing (120 ft.)

STATISTICS

Str 25, Dex 8, Con 19, Int 6, Wis 10, Cha 7
Base Atk +7; CMB +15; CMD 24
Feats Cleave, Intimidating Prowess, Martial Weapon Proficiency (greatclub), Power Attack, Weapon Focus (greatclub)
Skills Climb +10, Intimidate +12, Perception +6
Languages Common

Huolehtia Sieni Fungiant (fungi-ant) CR 13

XP 25,600
N Gargantuan plant
Init +0; Senses low-light vision; Perception +19

DEFENSE

AC 20, touch 6, flat-footed 23 (-4 size, +17 natural)
hp 241 (21d8+147)
Fort +19, Ref +8, Will +11
Special Defenses plant traits; DR 10/slashing
Weaknesses vulnerability to fire

OFFENSE

Speed 30 ft.
Melee slam +24 (3d6+13 plus poison/19-20)
Space 20 ft.; Reach 20 ft.
Special Attacks Animate trees, double damage against objects, poison, trample (3d6+19)

STATISTICS

Str 37, Dex 10, Con 25, Int 14, Wis 16, Cha 12
Base Atk +15; CMB +32; CMD 42
Feats Cleave, Combat Expertise, Great Cleave, Improved Critical, Improved Sunder, Iron Will, Lightning Reflexes, Power Attack
Skills Diplomacy +3, Intimidate +17, Knowledge (dungeoneering) +18, Perception +19, Sense Motive +19, Stealth -12 (+4 in fungus forests*), Survival (+19) (+21 underground)
Languages: Common, Sylvan, Fungiant
Special Qualities: Damage reduction10/slashing, low-light vision, plant traits, vulnerability to fire

ECOLOGY

Environment: Underground
Organization: Solitary or grove (4-7)
Treasure: Standard

A fungiant's stem and cap are yellow in the spring and summer. In the fall and winter the stem change to gray whilst the cap turns a deep brown with purple spots, revealing its violet fungus heritage. A fungiant's legs fit together when closed to look like the stem of a mushroom, and a motionless fungiant is nearly indistinguishable from a mushroom.

A fungiant is about 40 feet tall, with a "trunk" about 5 feet in diameter. It weighs about 2,500 pounds.

Fungiants speak their own language, plus Common and Sylvan. Most also can manage a smattering of just about all other humanoid tongues—at least enough to say "Get away from my fungi!"

Fungiants slam with their branches at living creatures that come within its reach, although they prefer to watch potential foes carefully before attacking. They often charge suddenly from cover to trample the despoilers of mushroom forests. If sorely pressed, they animate mushrooms, fungi and molds as reinforcements.

SPECIAL ABILITIES

Poison (Ex) Injury, Fortitude DC 27, *initial* and *secondary* damage 1d4 Str and 1d4 Con. The save DC is Constitution-based.

Animate Fungi (Sp) A fungiant can animate mushrooms (including toadstools and molds) within 180 feet at will, controlling up to two such mushrooms at a time. It takes 1 full round for a normal mushroom to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a fungiant in all respects except its spell-like abilities.

Animated mushrooms lose their ability to move if the fungiant that animated them is incapacitated or moves out of range. The ability is otherwise similar to liveoak (caster level 12th).

Double Damage against Objects (Ex) A fungiant or animated mushroom that makes a full attack against an object or structure deals double damage.

Trample (Ex) Reflex DC 33 half. The save DC is Strength-based.

Skills *Fungiants have a +16 racial bonus on Hide checks made in fungus forest areas.

Scattered about the usual resting place of Huolehtia Sieni are its main treasure items. The silver pieces are dotted all over the mushroom forest. The fungiant itself isn't particularly interested in the items, but it fully appreciates they are useful in encouraging others to help it OR in attracting creatures intent on theft which then usually end up as nutrient-rich compost. Sieni will also swap items, always aiming to be slightly up on the deal so it has more to offer later.

Items include:
28,000 sp
Emerald (1,200 gp)
Violet garnet (500 gp)
Black pearl (300 gp)
Deep green spinel (120 gp)
Brown-green garnet (100 gp)
Onyx (50 gp)
Citrine (40 gp)
Jasper (20 gp)
Lapis lazuli (11 gp)
Moss agate (9 gp)
ring of spell storing

Incorporeal Guardian CR 13

XP 25,600
LE Large undead (incorporeal)
Init +13; Senses darkvision 60 ft.; lifesense 60 ft.; Perception +28

DEFENSE

AC 26, touch 26, flat-footed 16 (+7 deflection, +9 Dex, +1 dodge, –1 size)
hp 184 (16d8+112)
Fort +12, Ref +14, Will +15
Defensive Abilities channel resistance +4; incorporeal; Immune undead traits
Weaknesses sunlight powerlessness

OFFENSE

Speed fly 60 ft. (good)
Melee incorporeal touch +20 (3d6 negative energy plus 1d8 Con drain [Fort DC 23])
Space 10 ft.; Reach 10 ft.

STATISTICS

Str -, Dex 28, Con -, Int 14, Wis 20, Cha 25
Base Atk +12; CMB +22; CMD 40
Feats Alertness, Blind-Fight, Cleave, Combat Reflexes, Improved Initiative, Improved Natural Attack (incorporeal touch), Improved Sunder, Power Attack
Skills Diplomacy +18, Fly +24, Intimidate +26, Knowledge (planes) +13, Perception +28, Sense Motive +28, Stealth +24

SPECIAL ABILITIES

Constitution Drain (Su) Creatures hit by an incorporeal guardian's touch attack must succeed on a DC 17 Fortitude save or take 1d6 points of Constitution drain. On each successful attack, the incorporeal guardian gains 5 temporary hit points. The save DC is Charisma-based.

Lifesense (Su) An incorporeal guardian notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability.

Sunlight Powerlessness (Ex) An incorporeal guardian caught in sunlight cannot attack and is staggered.

Unnatural Aura (Su) Animals do not willingly approach within 30 feet of an incorporeal, unless a master makes a DC 25 Handle Animal, Ride, or wild empathy check.

Over millennia, incorporeal guardians have learned to use their Dexterity bonus in more sophisticated ways when attacking than simply replacing a Strength bonus. They have become able to apply it to the Power Attack feat in exactly the same way a Strength bonus would be applied and have learned to concentrate their incorporeal touch attack to duplicate the Improved Sunder feat. If an incorporeal guardian chooses to use their touch to get an opponent to drop an item, that person get a +4 bonus on her saving throw against Constitution drain.

Indari Taluus Half-Fiend Lamia CR 8

XP 4,800
CE Large outside (native)
Init +5; Senses Darkvision 60 ft., low-light vision; Perception +16

DEFENSE

AC 23, touch 15, flat-footed 17 (+5 Dex, +1 dodge, +8 natural, –1 size)
hp 85 (9d10+36)
Fort +9, Ref +11, Will +12
Immunity poison; Acid/Cold/Electricity/Fire Resistance 10; DR 5/magic; SR 19

OFFENSE

Speed 60 ft., fly 120 ft. (good)
Melee +1 dagger +15/+10 (1d4+6, Crit 19–20/x2), touch +9 (1d4 Wisdom drain), 2 claws +9 (1d6+3), bite +9 (1d8+3)
Space 10 ft.; Reach 5 ft.
Special Attacks Smite good, wisdom drain
Spell-Like Abilities (CL 9th; concentration +11)
3/day—*darkness, poison* (DC 16)
1/day—*contagion* (DC 15), *desecrate, unholy blight* (DC 16)
Spells Known (CL 9th; concentration +11)
At will—*disguise self, ventriloquism*
3/day—*charm monster* (DC 16), *major image* (DC 15), *mirror image, suggestion* (DC 15)
1/day—*deep slumber* (DC 15)

STATISTICS

Str 22, Dex 20 Con 18, Int 15, Wis 19, Cha 15
Base Atk +9; CMB +16; CMD 32 (37 vs. trip)
Feats Dodge, Great Fortitude, Iron Will, Mobility, Spring Attack
Skills Bluff +11, Diplomacy +7, Disguise +8, Intimidate +13, Knowledge (religion) +7, Perception +16, Stealth +17, Survival +14; Racial Modifiers +4 Bluff, +4 Stealth
SQ undersized weapons

SPECIAL ABILITIES

Smite Good (Su) Once per day, as a swift action, the half-fiend can smite good as the smite evil ability of a paladin of the same level as the half-fiend's Hit Dice, except affecting a good target. The smite persists until target is dead or the half-fiend rests.

Undersized Weapons (Ex) Although a lamia is Large, its upper torso is the same size as that of a Medium humanoid. As a result, lamias wield weapons as if they were one size category smaller than their actual size (Medium for most lamias).

Wisdom Drain (Su) A lamia drains 1d4 points of Wisdom each time it hits with its melee touch attack. (Unlike with other kinds of ability drain attacks, a lamia does not heal any damage when it uses its Wisdom drain.) Lamias try to use this power early in an encounter to make foes more susceptible to charm monster and suggestion.

K'Chouk CR 10

Female drow rogue (Acrobat) 11
LE medium humanoid (Elf/drow)
Init +5; Senses Darkvision 120 ft., low-light vision; Perception +21

DEFENSE

AC 14, touch 11, flat-footed 13 (+3 armor, +1 Dex)
hp 96 (11d8+33)
Fort +6, Ref +12, Will +4
DR 5/piercing or slashing; SR 17; Drow traits
Weakness Light Blindness

OFFENSE

Speed 30 ft.
Melee *sword of subtlety* +14/+9 (1d6+3/19-20/x2)
Special Attacks hunter's surprise 1/day, sneak attack +6d6

STATISTICS

Str 14, Dex 20, Con 16, Int 14, Wis 13, Cha 9
Base Atk +8; CMB +10; CMD 26
Feats Acrobatic, Alertness, Athletic, Blind-Fight, Catch Off-Guard, Combat Reflexes, Rogue Weapon Proficiencies, Weapon Finesse
Skills Acrobatics +23, Climb +20, Disguise +13, Escape Artist +18, Fly +7, Intimidate +13, Linguistics +16, Perception +21, Ride -1, Sense Motive +19, Stealth +19, Survival +12, Swim -2, Use Magic Device +13 Modifiers Camoflage (1/day), Second Chance (3/day)
Languages Abyssal, Aklo, Aquan, Common, Draconic, Drow Sign Language, Elven, Gnome, Goblin, Klavekian, Undercommon, Vikmordere
SQ Evasion, Fast Stealth, Improved Uncanny Dodge, Ledge Walker, Poison Use, Uncanny Dodge
Gear *boneless leather, sword of subtlety, slippers of spiderclimbing*

SPECIAL ABILITIES

Camouflage (Ex) 1/day K'chouk may craft camouflage from foliage that grants a +4 circumstance bonus to her Hide check.

Hunter's Surprise (Ex) 1/day, all of K'chouks attacks against the same target are considered sneak attacks for one round.

Second Chance (Ex) Three times per day, K'chouk may reroll any failed Balance, Climb, Fly, Jump or Tumble checks at a -5 penalty.

Kasiitta CR 9

Female deep dwarf-tiefling rogue 8
XP 6,400
LE medium outsider (dwarf, native)
Init +4; Senses Darkvision 60 ft.; Perception +14

DEFENSE

AC 15, touch 15, flat-footed 10(+4 Dex, +1 dodge)
hp 52 (8d8+16)
Fort +4, Ref +10, Will +4; +3 vs poison, +3 vs spells and spell-like effects
Resist Cold/Electricity/Fire 10; deep dwarf traits
Weakness light sensitivity

OFFENSE

Speed 30ft.
Melee unarmed +10/+5 (1d3-1)
Special Attacks sneak attack +4d6
Spell-Like Abilities (CL 8th; concentration +8)
1/day - *darkness*

STATISTICS

Str 8, Dex 18, Con 14, Int 16, Wis 10, Cha 10
Base Atk +6; CMB +5; CMD 19
Feats Dodge, Iron Will, Quick Draw, Skill Focus (Perception)
Skills Acrobatics +13, Appraise +12 (+14 for stone or metal items), Bluff +13, Diplomacy +11, Disable Device +13, Disguise +5, Escape Artist +15, Intimidate +5, Linguistics +10, Perception +14, Sense Motive +11, Sleight of Hand +13, Stealth +17, Use Magic Device +11; Racial Bonuses +2 Bluff, +2 Stealth
Languages Abyssal, Common, Draconic, Drow, Dwarven, Goblin, Infernal, Undercommon
SQ evasion, improved uncanny dodge, rogue talents (bleeding attack, fast stealth, finesse rogue, trap spotter), stonecunning, trapfinding, trap sense +2, uncanny dodge

Loppuunmyyda Advanced Erinyes CR 12

XP 19,200
LE Medium outsider (devil, evil, extraplanar, lawful)
Init +9; Senses darkvision 60 ft., see in darkness, true seeing; Perception +29

DEFENSE

AC 33, touch 27, flat-footed 23 (+9 Dex, +1 dodge, +7 bracers, +6 natural)
hp 189 (18d10+90)
Fort +22, Ref +26, Will +16
DR 5/good; Immune fire, poison; Resist acid 10, cold 10; SR 19

OFFENSE

Speed 30 ft., fly 50 ft. (good)
Melee +2 unholy longsword of life stealing +25/+20/+15/+10 (1d8+8 plus 2d6 vs. good, Crit 17-20/x2 and 1 negative level on a critical [Fort DC 16 one day later])
Ranged +4 unholy flaming composite (+5) longbow +29/+29/+25/+19/+14 (1d8+9+1d6 fire plus 2d6 vs. good, Crit 19-20/×3) or rope +24 touch (entangle)
Spell-Like Abilities (CL 12th)
Constant—true seeing
At will—fear (single target, DC 19), greater teleport (self plus 50 lbs. of objects only), minor image (DC 17), unholy blight (DC 19)
1/day—summon (level 3, 2 bearded devils, 50%)

STATISTICS

Str 20, Dex 29, Con 21, Int 16, Wis 18, Cha 21
Base Atk +18; CMB +23; CMD 40
Feats Alertness, Combat Reflexes, Dodge, Improved Critical (longbow), Improved Critical (longsword), Mobility, Persuasive, Point-Blank Shot, Precise Shot, Rapid Shot, Shot on the Run
Skills Acrobatics +31, Bluff +27, Diplomacy +25, Escape Artist +22, Fly +29, Intimidate +31, Knowledge (planes) +19, Knowledge (religion) +15, Perception +30, Sense Motive +24, Stealth +31
Languages Celestial, Common, Draconic, Infernal; telepathy 100 ft
Gear *+2 unholy longsword of life stealing, +4 unholy flaming composite (+5) longbow, infernal bracers of armor +7* (cursed items if wearer non-evil, act as *bracers of defencelessness -7*), *infernal gloves of dexterity +6* (cursed items if wearer non-evil, act as *gauntlets of fumbling*), *infernal mantle of resistance +5* (cursed item if wearer non-evil, acts as a *mantle of vermin* [as robe of same name]), *infernal stone of good luck* (cursed item if wearer non-evil, acts as *stone of weight*), rope

SPECIAL ABILITIES

Entangle (Su) Each erinyes carries a 50-foot-long rope that entangles opponents of any size as an animate rope spell (CL 16th, DC 20). An erinyes can hurl its rope 30 feet with no range penalty. An erinyes's rope functions only for the erinyes who made it and no other. The save DC is Dexterity-based.

Magma Roc CR 10

XP 9,600
CN Large magical beast
Init +7; Senses blindsense 120 ft.; Perception +11

DEFENSE

AC 21, touch 12, flat-footed 18 (+3 dex, +9 natural, -1 size)
hp 85 (9d10+36)
Fort +10, Ref +9, Will +5
Immune fire

OFFENSE

Speed 10 ft., fly 60 ft. (good)
Melee 4 talons +14 (1d8+6+1d6 fire)
Ranged sonic scream +7 (9d8, Range 60 ft.)
Space 10 ft.; Reach 10 ft.
Special Attacks Sonic scream (ranged touch, 9d8 sonic, Fort DC 20 for half damage and no stun)

STATISTICS

Str 22, Dex 16, Con 18, Int 1, Wis 15, Cha 6
Base Atk +9; CMB +14; CMD 27 (cannot be tripped)
Feats Ability Focus (sonic scream), Flyby Attack, Hover, Improved Initiative, Improved Natural Attack (talons)
Skills Fly +13, Perception +11

SPECIAL ABILITIES

Sonic Scream (Ex) A magma roc can spend a standard action to channel their voices into a tight, powerful beam of sonic force; on a successful hit, this ranged touch attack deals 9d8 sonic damage to a target within 60 feet, stunning them. A successful Fortitude save (DC 20) reduces the damage to half and negates the stunning effect. This ability is usable once every 1d4 rounds.

No one is certain when rocs made their way into the Fungi Forest, how long ago that was or how they survived; they only know that they did. For centuries these huge predators of the sky subsisted on whatever they could inside the Rift but over time, like the rift flumphs, their biologies changed to match their new environment.

These rocs are slightly reduced in size but completely immune to fire, living in nests placed above magma vents for both comfort and safety. Centuries of existence in the Underworld have significantly changed how they perceive the world around them; the magma rocs eyes have evolved into bizarre auditory receptors. Whenever a magma roc unleashes a sonic scream (often the last thing their prey hears before being carried off for an untimely plunge into magma) these point away from the head, allowing the creature to retain its blindsense and place in the surroundings while paralyzing their victims. Local lore claims that the former race that occupied the ruins of the Rift domesticated these fearsome creatures and used them as mounts, but no Underworlder has been crazy enough to try it since.

Myceloid Devotee CR 8

XP 1,200
Myceloid monk 5
LE Medium plant
Init +4; Senses darkvision 60 ft., low-light vision, scent; Perception +6

DEFENSE

AC 20, touch 14, flat-footed 18 (+1 dex, +1 dodge, +1 monk, +6 natural, +1 wis)
hp 85 (10d8+40)
Fort +11, Ref +6, Will +8
DR 5/slashing; Immune plant traits; Resist cold 10, fire 10, sonic 10
Weaknesses vulnerable to electricity

OFFENSE

Speed 30 ft.
Melee 2 claws +9 (1d6+3 plus disease), unarmed +9/+4 or +7/+7/+2 (1d8+3 plus disease)
Special Attacks spore cloud, stunning fist (Fort DC 16, 5/day)
Spell-Like Ability (CL 6th; concentration +6)
1/day—spore domination (DC 18)
Space 5 ft.; Reach 5 ft. (10 ft. with Lunge, -2 to AC)

STATISTICS

Str 17, Dex 12, Con 16, Int 9, Wis 12, Cha 10
Base Atk +6; CMB +9; CMD 20
Feats Improved Initiative, Improved Iron Will, Iron Will, Lunge,Skill Focus (Stealth), Toughness; Deflect Arrows, Dodge
Skills Acrobatics +9, Knowledge (nature) +6, Perception +6, Sense Motive +5, Stealth +15, Survival +5; Racial Modifiers +4 Sense Motive, +4 Survival
Languages Undercommon; telepathy 60 ft. (myceloids and purple pox sufferers only)

ECOLOGY

SQ Evasion, flurry of blows, high jump, ki pool (magic), maneuver training, purity of body, slow fall 20 ft., still mind, stunning fist, unarmed strike
Environment Fungi Forest
Organization solitary, pair, band (3–24), or colony (25–250)
Treasure standard

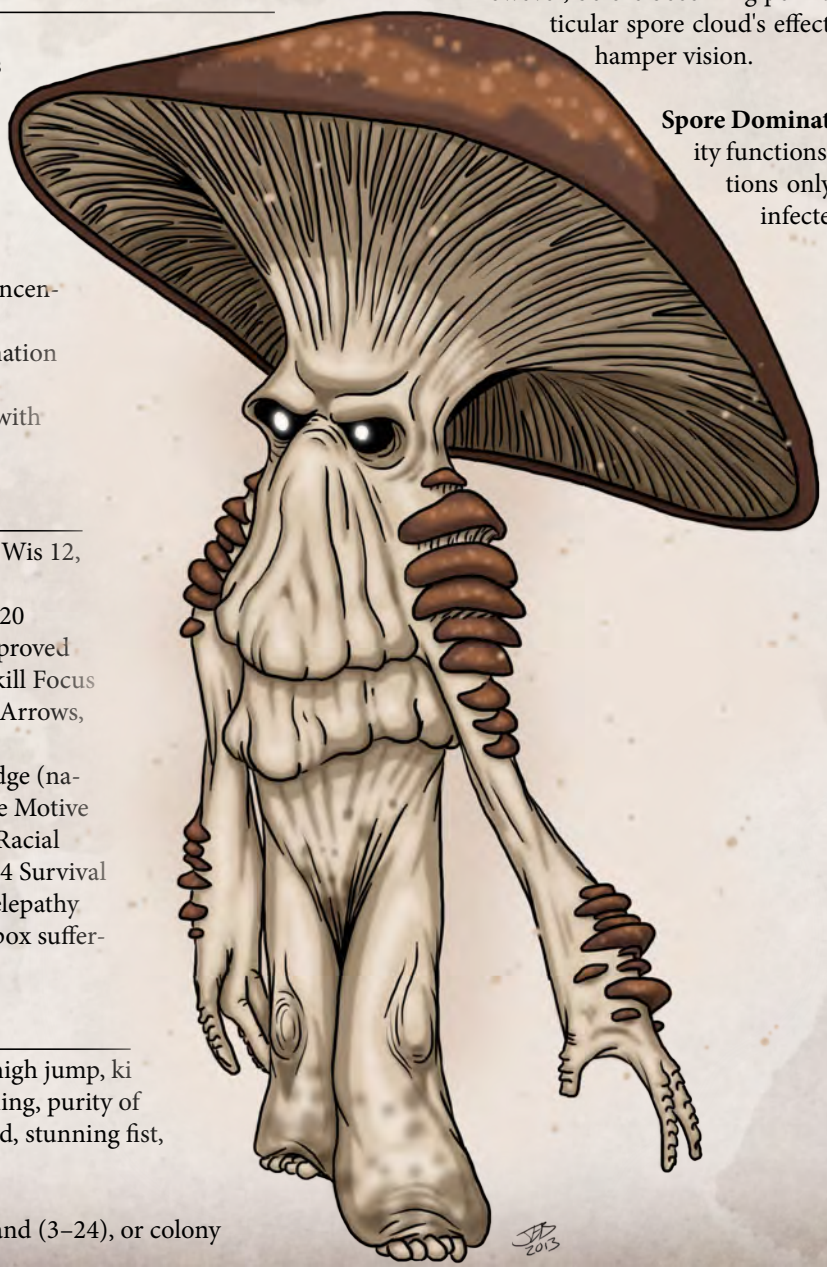
SPECIAL ABILITIES

Disease (Su) Purple Pox: inhaled or injury; *save* Fort DC 15; *onset* 1 minute; *frequency* 1/day; *effect* 1d2 Wis and 1d2 Con damage; *cure* 2 consecutive saves.

A creature that dies of the purple pox becomes bloated over the course of 24 hours, after which its body bursts open, releasing a fully grown myceloid. Additionally, as long as a creature takes at least 7 points of Wisdom damage from the purple pox, it must make a **DC 15 Will** save each day to avoid becoming affected by a lesser geas (no HD limit) that compels the sickly character to seek out the nearest myceloid colony in order to offer itself up for spore domination. The save DCs are Constitution-based.

Spore Cloud (Ex) Once per day as a standard action, a myceloid can expel a 10-foot-radius burst of spores centered on itself. This cloud persists for 1d3 rounds. Any creature caught in this cloud or that moves through it is exposed to the myceloid's purple pox disease—a creature need save only once against any one spore cloud, however, before becoming permanently immune to that particular spore cloud's effects. The spore cloud does not hamper vision.

Spore Domination (Sp) This spell-like ability functions as charm monster, but functions only against creatures currently infected with purple pox.



Nidh-Cthon CR 16

Very Old Underworld Dragon (Half-White Dragon)

XP 51,200
LE Huge dragon (fire)
Init +3; Senses dragon senses, smoke vision; Perception +27
Aura frightful presence (270 ft., DC 24)

DEFENSE

AC 44, touch 7, flat-footed 44 (-1 Dex, +4 *mage armor*, +33 natural, -2 size)
hp 310 (20d12+180)
Fort +20, Ref +13, Will +18
DR 15/magic; Immune cold, fire, paralysis, sleep; SR 26

OFFENSE

Speed 40 ft., burrow 50 ft., fly 200 ft. (poor) or 80 ft. (average)
Melee bite +34 (2d8+22, Crit 19-20), 2 claws +34 (2d6+15, Crit 19-20, adamantine), gore +33 (2d6+22), tail slap +28 (2d6+22)
Melee (with Power Attack and holding metamagic rod) bite +28 (2d8+40, Crit 19-20),
claw +28 (2d6+27, Crit 19-20, adamantine), gore +33 (2d6+40), tail slap +28 (2d6+40)
Space 15 ft.; Reach 10 ft. (15 ft. with bite and gore)(15 ft., 20 ft. with bite and gore with Lunge)
Special Attacks adamantine claws, breath weapon (100-ft. line, 18d6 fire damage, DC 29), cold breath weapon (1/day, 30-ft.-cone, 20d6 cold damage, DC 29), crush (DC 29, 2d8+16)
Spell-Like Abilities (CL 20th; concentration +24)
At will—*soften earth and stone*, *spike stones* (DC 19), *stone shape*, *wall of stone*
Spells Known (CL 11th; concentration +15)
5th (5/day)—*transmute rock to mud*, *waves of fatigue*, (quickened *true strike* or *shield*)
4th (7/day)—*arcane eye*, *enervation*, *illusory wall*
3rd (7/day)—*countless eyes*, *displacement*, *nondetection*, *slow*
2nd (7/day)—*acid arrow*, *bull's strength*, *pyrotechnics*, *resist energy*, *scorching ray* (3 rays, +17 touch, 4d6 fire each)
1st (8/day)—*mage armor*, *magic missile*, *protection from good*, *shield*, *true strike*
0 (at will)—*acid splash*, *bleed* (DC 15), *detect magic*, *flare* (DC 15), *ghost sound*, *mage hand*, *read magic*, *resistance*, *touch of fatigue* (DC 15)

STATISTICS

Str 41, Dex 9, Con 28, Int 20, Wis 19, Cha 20
Base Atk +20; CMB +42 (+44 bull rush); CMD 41 (43 vs bull rush, 45 vs. trip)
Feats Improved Bull Rush, Improved Critical (bite, claw), Improved Initiative, Improved Natural Armor, Lunge, Power Attack, Quicken Spell, Weapon Focus (bite, claw)
Skills Appraise +28, Bluff +28, Climb +38, Fly +14, Intimidate +28, Knowledge (dungeoneering, geography, planes) +28, Perception +27, Sense Motive +27, Stealth +14
Languages Common, Draconic, Dwarven, Ignan, Terran
SQ change shape, underworld burrower
Combat Gear: *lesser quicken metamagic rod*, *amulet of resistance* +2* (on horn)
*As *cloak of resistance* +2, but takes neck slot.

SPECIAL ABILITIES

Adamantine Claws (Ex) Nidh-Cthon's claws are made of adamantine and have the qualities of a weapon made from that material.

Change Shape (Su) Nidh-Cthon can assume any humanoid form three times per day as if using *polymorph*. He normally takes the form of a young, frail female elf (often with some sign of malnutrition or abuse), or a broad-chested, haughty male drow. Such transformations last 20 minutes.

Smoke Vision (Ex) Nidh-Cthon can see perfectly in smoky conditions (such as those created by *pyrotechnics*).



Disciple of the Deep Dragon CR 9

XP 6400
Male Drow Dragon Disciple 5/Sorcerer 5
NE Medium Humanoid (Elf/drow)
Init +6; Senses blindsense 30 ft., darkvision 120 ft., low-light vision; Perception +1

DEFENSE

AC 17, touch 13, flat-footed 14 (+2 Dex, +1 dodge, +4 natural)
hp 52 (5d12+5d6+5)
Fort +5, Ref +7, Will +8; +2 vs. enchantments
Immune magic sleep; Resist fire 5, dragon resistances, elven immunities; SR 16
Weakness light blindness

OFFENSE

Speed 30 ft.
Melee +1 Rapier +7 (1d6+2/18-20/x2) or bite +6 (1d6+1 plus 1d6 fire) and 2 claws +1 (1d6)(6 rounds/day)
Special Attacks breath weapon (2/day) (30-ft.-cone, 10d6, DC 15), magic claws & bite (6 rounds/day)
Spell-Like Abilities
1/day—*dancing lights*, *darkness*, *faerie fire*
Sorcerer Spells Known (CL 8):
4 (3/day) *dragon's breath* (DC 19), *fear* (DC 17)
3 (6/day) *haste*, *fireball* (DC 18), *fly*
2 (7/day) *bull's strength*, *pyrotechnics*, *resist energy*, *scorching ray* (two bolts, +7 ranged touch, 4d6+4 fire each)
1 (7/day) *disguise self* , *mage armor*, *magic missile*, *shield*, *true strike*
0 (at will) *acid splash*, *arcane mark*, *bleed* (DC 13), *daze* (DC 13), *detect magic*, *detect poison*, *message*, *prestidigitation* (DC 13)

STATISTICS

Str 13, Dex 14, Con 8, Int 12, Wis 8, Cha 16
Base Atk +5; CMB +6; CMD 19
Feats Blind-Fight, Dodge, Eschew Materials, Greater Spell Focus (Evocation), Improved Initiative, Power Attack, Spell Focus (Evocation), Toughness
Skills Bluff +16, Knowledge (arcana) +14, Perception +1, Sense Motive +9
Languages Draconic, Elven, Undercommon
SQ bloodlines (draconic [red dragon [fire]]), poison use
Other Gear +1 *rapier*, *cloak of resistance +2*

SPECIAL ABILITIES

Bloodline Arcana: Draconic (Ex) +1 damage per die for [Fire] spells.

Breath Weapon (2/day) (DC 15) (Su) 2/day, Breath Weapon deals 10d6 Fire damage, DC 15.

Poison Use (Ex) Does not risk poisoning itself accidentally while poisoning a weapon.

Servant of the Deep Dragon CR 5

XP 1600
Male Drow Dragon Disciple 1/Sorcerer 5
NE medium humanoid (Elf/drow)
Init +5; Senses darkvision 120 ft., low-light vision; Perception +1

DEFENSE

AC 14 (18 with *mage armor,* 22 with *shield*), touch 12, flat-footed 12 (+1 Dex, +2 natural, +1 dodge)
hp 31 (1d12+5d6+5)
Fort +2, Ref +3, Will +5; +2 vs. enchantments
Immune magic sleep; resist fire 5, elven immunities; SR 12
Weakness light blindness

OFFENSE

Speed 30 ft.
Melee mwk rapier +2 (1d6-1, Crit 18-20/x2) or 2 claws +2 (1d4-1, 6 rounds/day)
Melee mwk rapier (with bull's strength) +4 (1d6+1, Crit 18-20/x2)
Special Attacks bloodline arcana: draconic, magic claws (6 rounds/day)
Spell-Like Abilities
1/day—*dancing lights*, *darkness*, *faerie fire*
Sorcerer Spells Known (CL 5):
2 (5/day) *bull's strength*, *resist energy*, *scorching ray* (+3 ranged touch, 4d6+4 fire)
1 (7/day) *disguise self* (DC 14), *mage armor*, *magic missile*, *shield*
0 (at will) *acid splash*, *arcane mark*, *detect magic*, *detect poison*, *message*, *prestidigitation* (DC 13)

STATISTICS

Str 9, Dex 13, Con 8, Int 12, Wis 8, Cha 16
Base Atk +2; CMB +1; CMD 13
Feats Dodge, Eschew Materials, Improved Initiative, Toughness
Skills Bluff +12, Knowledge (arcana) +10, Perception +1, Sense Motive +5
Languages Draconic, Elven, Undercommon
SQ bloodlines (draconic [red dragon [fire]]), poison use
Other Gear Masterwork Rapier, *cloak of resistance* +1

SPECIAL ABILITIES

Bloodline Arcana: Draconic (Ex) +1 damage per die for [Fire] spells.

Poison Use (Ex) You do not risk poisoning yourself accidentally while poisoning a weapon.

The Disciple of the Deep Serpent is a more advanced agent of Jorumgard, trusted to lead bands of servants, hold important positions, or even guard over Nidh-Cthon while he sleeps.

The Ottaakiinni Fiendish Advanced Chokers CR 7

XP 3,200
CE Medium Aberration (Extraplanar)
Init +6; Senses darkvision 60 ft.; Perception +1

DEFENSE

AC 16, touch 12, flat-footed 14 (+2 Dex, +4 natural)
hp 90 (12d8+36)
Fort +7, Ref +8, Will +9
DR 10/magic; Resist cold 10, fire 10; SR 17

OFFENSE

Speed 30 ft. (6 squares), climb 20 ft.
Melee 2 tentacles +14 (1d4+5)
Space 5 ft./Reach 10 ft.
Special Attacks Constrict (1d4+5), Improved grab, Smite Good (+12 damage, 1/day)

STATISTICS

Str 20, Dex 14, Con 16, Int 4, Wis 13, Cha 7
Base Atk +9; CMB +13; CMD 25
Feats Dodge, Improved Initiative, Lightning Reflexes, Mobility, Spring Attack, Stealthy
Skills: Climb +16, Stealth +10
Languages: Undercommon
Special Qualities: Quickness

ECOLOGY

Environment: Underground
Organization: usually solitary, pairs, gangs (2-5), mobs(6-10)
Treasure: 1/10 coins; 50% goods; 50% items

These vicious little predators lurk underground, grabbing whatever prey happens by. Its hands and feet have spiny pads that help the choker grip almost any surface. A standard creature weighs about 35 pounds, whilst a fully advanced choker weighs about 90 pounds and is slightly smaller than the smallest of humans.

The choker's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

TACTICS

A choker likes to perch near the ceiling, often at intersections, archways, wells, or staircases, and reach down to attack its prey. A choker attacks creatures of almost any size, but prefers lone prey of its size or larger. If one is very hungry, it may attack a group, but it waits to grab the last creature in line.

SPECIAL ABILITIES

Constrict (Ex) An ottaakiini deals 1d4+5 points of damage with a successful grapple check against a Large or smaller creature. Because it seizes its victim by the neck, a creature in the choker's grasp cannot speak or cast spells with verbal components.

Improved Grab (Ex) To use this ability, a choker must hit a Large or smaller opponent with a tentacle 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. Chokers receive a +4 racial bonus on grapple checks, which is already included in the statistics block.

Quickness (Su) Although not particularly dexterous, a choker is supernaturally quick. It can take an extra standard action or move action during its turn each round.

Smite Good (Su) Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (+12 for a normal ottaakiini; maximum of +20) against a good foe.

Skills A choker has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.



Petrous CR 12

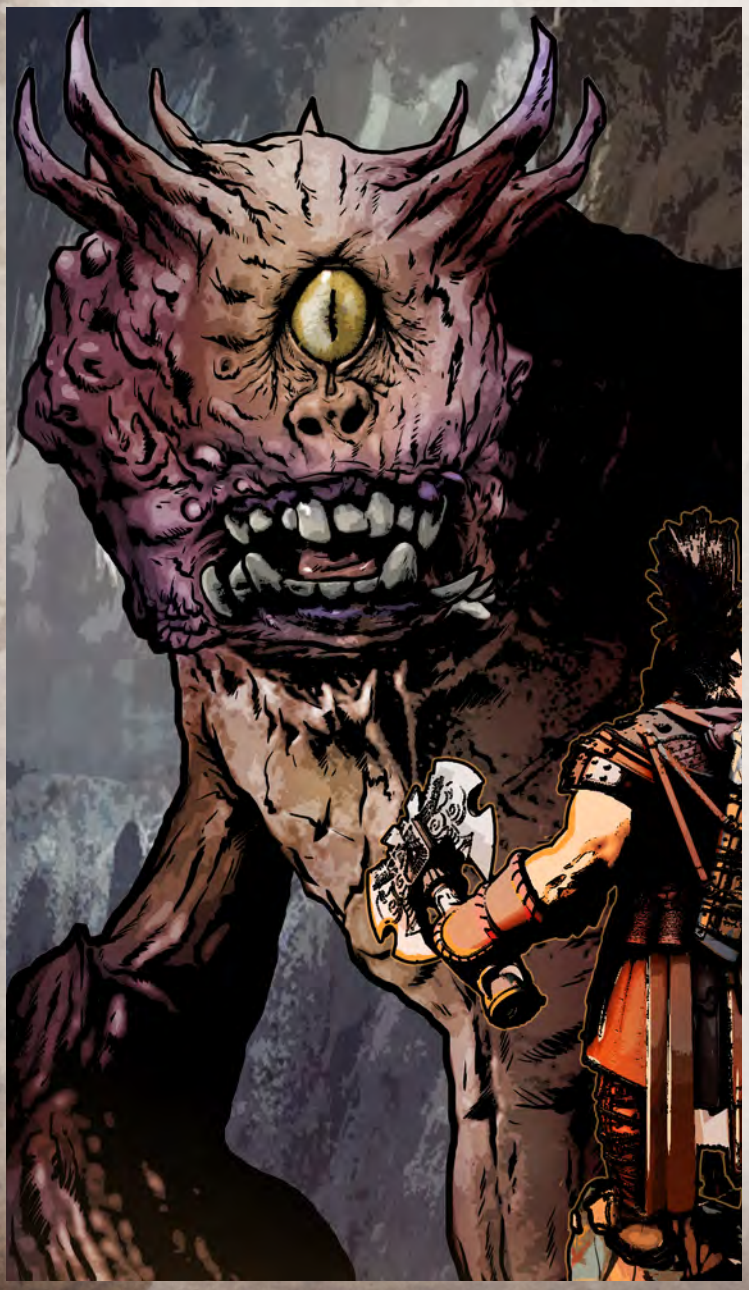
XP 19,200
CE Large aberration [elemental]
Init +1; Senses Darkvision 60ft., low-light vision; Perception +24

DEFENSE

AC 22, Touch: 10, flat-footed: 21 (15 natural, +1 Dex, -1 size)
hp 240 (17d10+205)
Fort +13, Ref +5, Will +13
DR 10/magic

OFFENSE

Speed 40 ft
Melee bite +20 (4d8+18/ crit 19–20) and claw +5 (1d8+9)
Special Attacks paralysis (1d4+4 rounds, DC 27); constrict (1d8 + 9)
Space 10 ft; Reach 10 ft;



STATISTICS

Str 34, Dex 13, Con 29, Int 13, Wis 16, Cha 12
Base Atk +9; CMB +22; CMD 33
Feats Improved Critical (bite), Improved Initiative, Improved Natural Attack (claw),Iron Will, Skill Focus (Perception, Stealth)
Skills Climb +27, Knowledge (dungeoneering) +16, Knowledge (Geography) +13,Perception +24, Stealth +18 (+26 in stony areas); Racial Modifiers +8 Stealth in stony areas
Languages Aklo, Undercommon

SPECIAL ABILITIES

Tremorsense (Ex) The Petrous uses tremorsense as a constant effect within a 300' radius to sense vibrations in the ground which can automatically pinpoint the location of anything that is in contact with the ground.

Freeze (Ex) The creature can hold itself so still it appears to be an inanimate object of the appropriate shape (a statue, patch of fungus, and so on). The creature can take 20 on itsStealth check to hide in plain sight as this kind of inanimate object.

Grab (Ex) When the Petrous successfully hits with both claws or a natural 20 it grabs its prey tightly with its claws. This initial attack deals damage normally while the Petrous attempts to start a grapple as a free action without provoking an attack of opportunity. The Petrous has the option to conduct the grapple normally, or simply use the part of its body it used in the grab to hold the opponent. If it chooses to do the latter, it takes a –20 penalty on its CMB check to make and maintain the grapple, but does not gain the grappled condition itself. It then begins to crush the prey using Constrict (Ex). If the creature does not constrict, each successful grapple check it makes during successive rounds automatically deals the damage indicated for the attack that established the hold. Otherwise, it deals constriction damage as well.

Constrict (Ex) The Petrous is able to tighten down with both claws causing its prey 2d8+20 piercing damage per round. While performing this action the Petrous is immobile and loses all dexterity bonuses.

Light Sensitivity (Ex) Dazzled in areas of bright sunlight or within the radius of a daylightspell.

Paralysis (Ex) With a successful bite attack the Petrous injects a natural poison secreted through its salivatory glands in the mouth. This attack potentially makes its prey immobile unless able to make a Fort save DC 27. Paralyzed creatures cannot move, speak, or take any physical actions. The creature is rooted to the spot, frozen and helpless. The paralysis lasts for 1d4+4 rounds unless the Petrous grips the prey in its claws in which case a free bite attack is allowed as a standard action in subsequent rounds, automatically refreshing the decay rate of the poison. Unlike hold person and similar effects, a paralysis effect does not allow a new save each round. A winged creature flying in the air at the time that it is paralyzed cannot flap its wings and falls. A swimmer can't swim and may drown.

Purple Worm CR 12

XP 19,200
N Gargantuan magical beast
Init –2; Senses Darkvision 60 ft., tremorsense 60 ft.; Perception +18

DEFENSE

AC 26, touch 4, flat-footed 26 (–2 Dex, +22 natural, –4 size)
hp 200 (16d10+112)
Fort +17, Ref +8, Will +4

OFFENSE

Speed 20 ft., burrow 20 ft., swim 10 ft.
Melee bite +25 (4d8+12/19–20 plus grab), sting +25 (2d8+12 plus poison)
Space 20 ft.; Reach 15 ft.
Special Attacks swallow whole (4d8+18 bludgeoning damage, AC 21, 20 hp)

STATISTICS

Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8
Base Atk +16; CMB +32 (+36 grapple); CMD 40 (can't be tripped)
Feats Awesome Blow, Critical Focus, Improved Bull Rush, Improved Critical (bite), Power Attack, Staggering Critical, Weapon Focus (bite, sting)
Skills Perception +18, Swim +20

ECOLOGY

Environment any underground
Organization solitary
Treasure incidental

SPECIAL ABILITIES

Poison (Ex) Sting—injury; *save* Fort DC 25; *frequency* 1/round for 6 rounds; *effect* 1d4 Strength damage; *cure* 3 consecutive saves. The save DC is Constitution-based.

Purple Worm Young CR 5

XP 1,600
N Large animal
Init +2 Senses Low-light vision; Perception +12

DEFENSE

AC 15, touch 11, flat-footed 13 (+2 Dex, +4 natural, -1 size)
hp 59 (7d8+28)
Fort +10, Ref +7, Will +3

OFFENSE

Speed 20 ft., climb 20 ft., swim 20 ft.
Melee bite +11 (1d8+10 plus grab)
Space 10 ft.; Reach 5 ft.
Special Attacks constrict (1d8+10)

STATISTICS

Str 25, Dex 15, Con 16, Int 1, Wis 12, Cha 2
Base Atk +5; CMB +13; CMD 25
Feats Skill Focus (Perception), Toughness, Improved Natural Attack (bite), Great Fortitude
Skills Acrobatics +15, Climb +15, Perception +12, Stealth +7, Swim +15; Racial Modifiers +4 Perception, +4 Stealth, +8 Acrobatics

ECOLOGY

Environment Any Underground
Organization solitary or nest (4-20)
Treasure incidental

This enormous worm is covered with dark purple plates of chitinous armor. Its giant, tooth-filled mouth is the size of an ox.



Rankeoul the Drider CR 7

XP 3,200
CE Large aberration
Init +2; Senses darkvision 120 ft., detect good, detect law, detect magic, tremorsense within web; Perception +15

DEFENSE

AC 20, touch 12, flat-footed 17; (+2 Dex, +1 dodge, +8 natural, –1 size)
hp 76 (9d8+36)
Fort +7, Ref +5, Will +9
Immune sleep; SR 18

OFFENSE

Speed 30 ft., climb 20 ft.
Melee mwk heavy mace +9/+4 (1d8+3), bite +3 (1d4+1 plus poison)
Ranged mwk composite longbow +8/+3 (1d8+2/×3)
Space 10 ft.; Reach 5 ft.
Special Attacks web (+7 ranged, DC 18, hp 9)
Spell-Like Abilities (CL 9th)
Constant—*detect good, detect law, detect magic*
At will—*dancing lights, darkness, faerie fire*
1/day—*clairaudience/clairvoyance, deeper darkness, dispel magic, levitate, suggestion* (DC 16)
Sorcerer Spells Known (CL 6th; concetration +9)
0th (at will)—*bleed* (DC 13), *daze* (DC 13), *ghost sound, mage hand, ray of frost, read magic, resistance*
1st (7/day)—*mage armor, magic missile, ray of enfeeblement* (DC 14), *silent image* (DC 14)
2nd (6/day)—*invisibility, web* (DC 15)
3rd (4/day)—*lightning bolt* (DC 16)

STATISTICS

Str 15, Dex 15, Con 18, Int 15, Wis 16, Cha 16
Base Atk +6; CMB +9; CMD 21 (33 vs. trip)
Feats Blind-Fight, Dodge, Combat Casting, Weapon Focus (bite, mace)
Skills Climb +22, Intimidate +15, Knowledge (arcana) +14, Perception +15, Spellcraft +14, Stealth +14; Racial Modifiers +4 Stealth
Languages Common, Elven, Undercommon
SQ undersized weapons

ECOLOGY

Environment any underground
Organization solitary, pair, or group (3–8)
Treasure double (masterwork heavy mace, masterwork composite longbow [+2 Str] with 20 arrows, additional treasure)

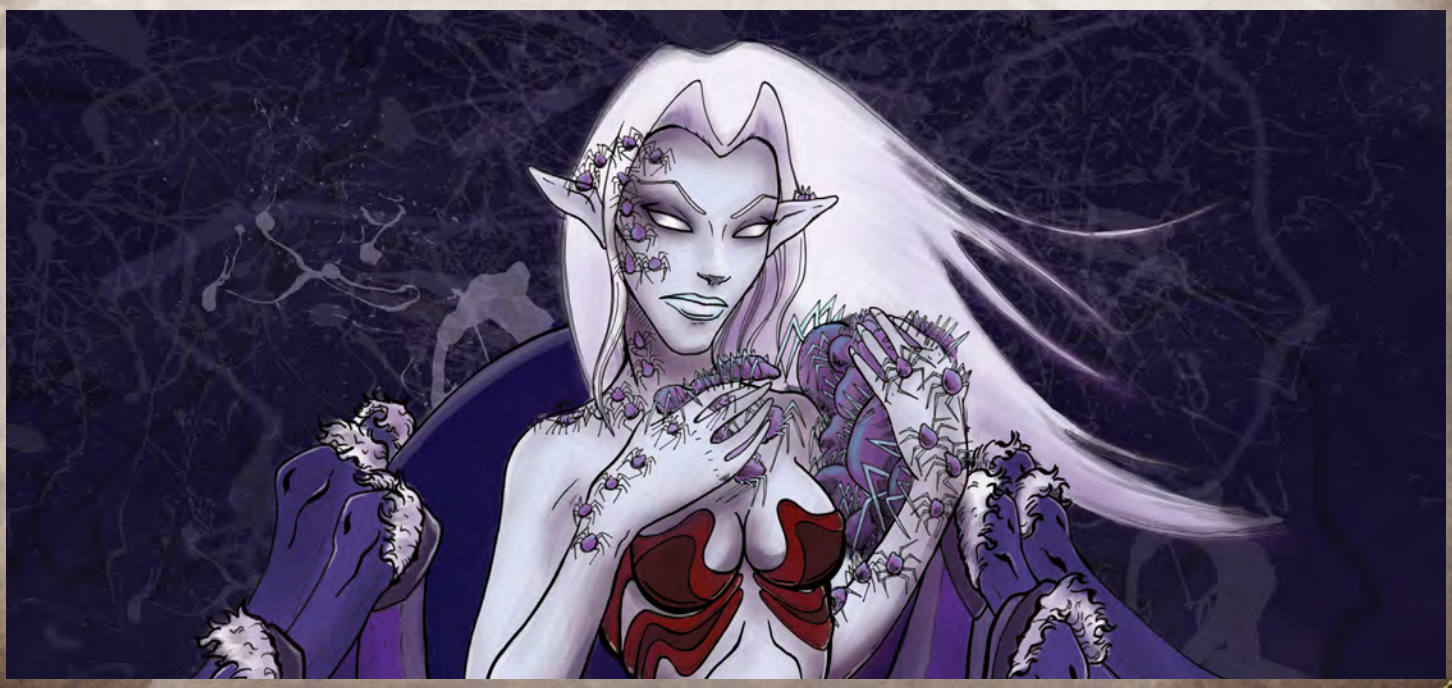
SPECIAL ABILITIES

Poison (Ex) Bite—injury; *save* Fort DC 18; *frequency* 1/round for 6 rounds; *effect* 1d2 Str; *cure* 1 save. The save DC is Constitution-based.

Spells A drider casts spells as a 6th-level cleric, sorcerer, or wizard, but does not gain any other class abilities.
Undersized Weapons (Ex) Although a drider is Large, its upper torso is the same size as that of a Medium humanoid's upper torso. As a result, it wields weapons as if it were one size category smaller than its actual size (Medium for most driders).

Created from the body of a drow, warped and mutated through special poisons and elixirs to take on the characteristics of a giant spider, the drider is a dangerous creature.

Driders are sexually dimorphic. A female drider's lower spider body is sleek and graceful, often similar to a black widow's body, while its upper drow torso retains its alluring curves and beautiful face (with the exception of sharp, poisonous fangs). A male drider's lower body is bulky like a tarantula, while its upper body is wiry and bears a hideous face more spider than drow, complete with fanged mandibles.



Rift Crawler CR 7

XP 3,200
Fungal crawler sorcerer (fey) 5
N Small aberration
Init +9; Senses darkvision 60 ft.; Perception +6

DEFENSE

AC 17, touch 17, flat-footed 11 (+5 dex, +1 dodge, +1 size)
hp 55 (4d8+5d6+27)
Fort +4, Ref +7, Will +9
Defensive Abilities plant defenses; Immune paralysis, poison, polymorph effects, sleep, stunning

OFFENSE

Speed 20 ft., climb 40 ft.
Melee bite +8 (1d6+2 plus poison), 2 claws +8 (1d4+2)
Special Attacks leap
Spells Known (CL 5th)
0th (∞/day)—*acid splash, detect magic, detect poison, mage hand, prestidigitation, ray of frost*
1st (7/day)—*charm person* (DC 16), *mage armor, magic missile, shield; entangle*
2nd (5/day)—*blindness/deafness, detect thoughts; hideous laughter* (DC 17)
Space 2.5 ft.; Reach 5 ft.

STATISTICS

Str 14, Dex 20, Con 15, Int 12, Wis 13, Cha 17
Base Atk +5; CMB +6; CMD 21 (29 vs. trip)
Feats Combat Casting, Dodge, Eschew Materials, Improved Initiative, Step Up, Toughness
Skills Acrobatics +10 (+14 jumping), Bluff +11, Climb +10, Knowledge (arcana) +7, Knowledge (nature) +6, Perception +10, Spellcraft +9; Racial Modifiers +14 on Acrobatics checks made to jump
Languages Sylvan, Undercommon

ECOLOGY

Environment Fungi Forest only
Organization solitary, pair, or swarm (3–12)
Treasure none

SPECIAL ABILITIES

Leap (Ex) A fungal crawler can perform a special kind of pounce attack by jumping into combat. When a fungal crawler charges, it can make a DC 20 Acrobatics check to jump into the air and land next to its enemies. If it makes the Acrobatics check, it can follow up with four claw attacks against foes in reach, but it cannot make a bite attack.

Plant Defenses (Ex) A fungal crawler is part plant and shares many of the immunities that plant creatures possess. A fungal crawler is immune to mind-affecting effects, paralysis, poison, polymorph, sleep, and stunning.

Poison (Ex) Bite—injury; *save* Fort DC 16; *frequency* 1/round for 4 rounds; *effect* 1d2 Str and 1d2 Con; *cure* 1 save. The save DC is Constitution-based.

Laughing Touch (Sp) A Rift Crawler can cause a creature to burst out laughing for 1 round as a melee touch attack 6 times per day. A laughing creature can only take a move action but can defend itself normally. Once a creature has been affected by laughing touch, it is immune to its effects for 24 hours. This is a mind-affecting effect.

Woodland Stride (Ex) A Rift Crawler can move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at their normal speed and without taking damage or suffering any other impairment. Thorns, briars, and overgrown areas that have been magically manipulated to impede motion, however, still affect them.

Fungal crawlers in the Fungi Forest do not to eat flesh, instead consuming vast amounts of mushrooms (and other plant material). Over time this strange new diet has enacted considerable changes in their demeanor and disposition, granting the rift crawler a vastly improved intelligence and charisma while empowering them with innate arcane abilities. They have become permanent denizens of the region and maintain small cloisters (not settlements by any account) throughout the Fungi Forest, generally trying to stay entertained and well fed - they particularly enjoy lunarae caps and will trade whatever they can for them. Some mulch crawlers have taken to riding urgaks, (medium sized) giant toads that live in the region. They certainly don't require it but some train them to be racing mounts and a few even go so far as to take them as familiars (with the Improved Familiar feat, minimum CL 5th).

Rift Flumph CR 2

XP 400
CG Small aberration
Init +3; Senses darkvision 60 ft.; Perception +9

DEFENSE

AC 18, touch 14, flat-footed 15 (+3 Dex, +4 natural, +1 size)
hp 9 (2d8)
Fort +0, Ref +3, Will +7

OFFENSE

Speed 5 ft., fly 20 ft. (perfect)
Melee sting +5 (1d4 plus acid injection)
Space 2.5 ft.; Reach 5 ft.
Special Attacks stench spray

STATISTICS

Str 10, Dex 16, Con 11, Int 2, Wis 18, Cha 10
Base Atk +1; CMB +0; CMD 13
Feats Weapon Finesse
Skills Diplomacy +2, Fly +18, Perception +7, Sense Motive +3, Stealth +11

ECOLOGY

Environment any land or underground
Organization solitary, pair, or colony (4–16)
Treasure standard

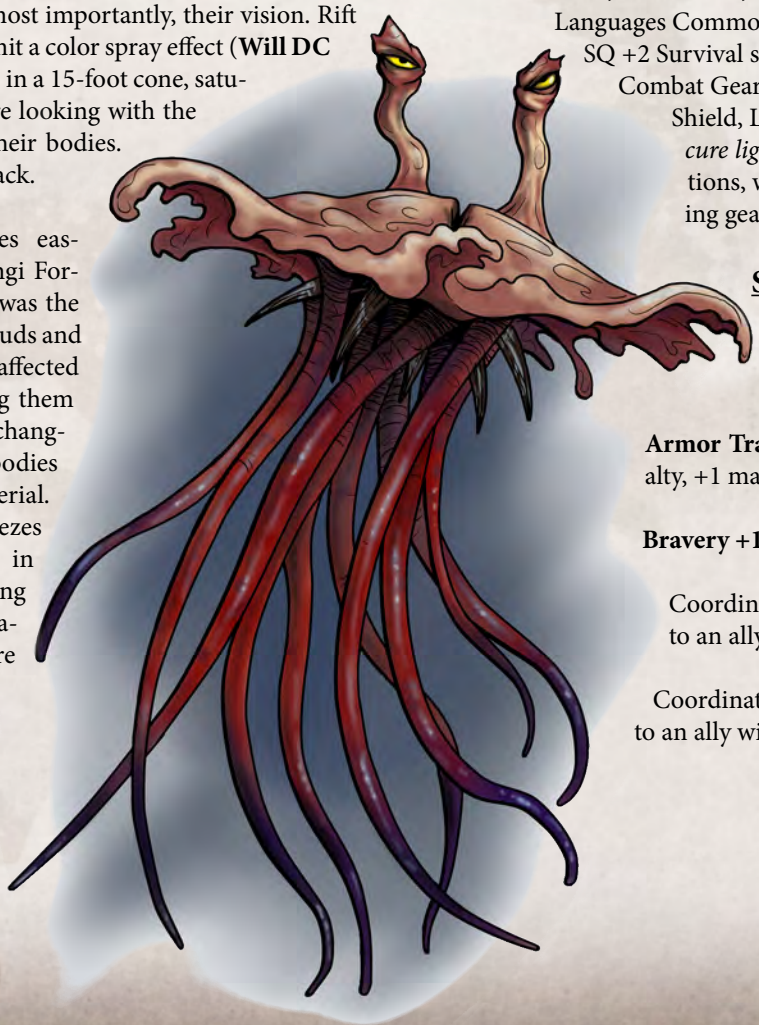
SPECIAL ABILITIES

Acid Injection (Ex) When a flumph strikes an opponent with its spikes, it injects a burning, irritating acid that deals 1d4 points of acid damage immediately and another 1d4 points of acid damage on the round after the attack. The target can end the acid's effects by submerging the wound in water for a round or by being treated with a **DC 15 Heal check**. A creature that grapples or swallows the flumph takes this acid damage automatically every round it maintains this contact with a living flumph.

Stench Spray (Ex) A flumph can spray a 20-foot line of foul-smelling liquid once every 1d4 rounds. This spray functions like the stench universal monster ability, except it only affects creatures struck by the spray, which must make a **DC 10 Fortitude save** or be sickened for 5 rounds. The save DC is Constitution-based. Alternatively, the flumph can concentrate the spray on a single target within 5 feet. To use this version of its stench spray, the flumph must succeed at a ranged touch attack (+5 for most flumphs). If the target is hit, it must make a **DC 10 Fortitude save** or become nauseated for 5 rounds; otherwise, it is sickened for 5 rounds. The odor from this spray lingers in the area and on all creatures struck for 1d4 hours, and can be detected at a range of 100 feet (creatures with the scent ability can smell it at double this range).

Prismatic Vision (Ex) The fundamental changes that Rift Flumphs have undergone drastically changed their metabolism and several bodily functions but most importantly, their vision. Rift Flumphs constantly emit a color spray effect (**Will DC 15**; no spell resistance) in a 15-foot cone, saturating the area they are looking with the refracted light from their bodies. Treat this as a gaze attack.

While many creatures easily adapted to the Fungi Forests, one that did not was the flumph. The Spore Clouds and Fungi Sweat adversely affected their biology, stripping them of their intellect and changing the skin of their bodies into a reflective material. They float on the breezes of the Underworld in search of prey, stunning their victims with a kaleidoscopic gaze before moving in for the kill.



Rybalkan Guardsmen CR 2

Male Human (Klavekian) Fighter 3
LG Medium Humanoid (Human)
Init +1; Perception +0

DEFENSE

AC 11, touch 11, flat-footed 10 (+1 Dex)
hp 35 (3d10+9)
Fort +6, Ref +2, Will +1
Defensive Abilities Bravery +1

OFFENSE

Spd 30 ft.
Melee light shield bash +5 (1d3+2/20/x2) and gauntlet +5 (1d3+2/20/x2) and longsword +5 (1d8+2/19-20/x2) and unarmed strike +5 (1d3+2/20/x2)
Ranged longbow +4 (1d8/20/x3)

STATISTICS

Str 15, Dex 13, Con 17, Int 10, Wis 11, Cha 10
Base Atk +3; CMB +5; CMD 16
Feats Combat Reflexes, Coordinated Defense, Coordinated Maneuvers, Dodge, Mobility
Skills Climb +6, Handle Animal +4, Intimidate +6, Ride +5, Sense Motive +3, Survival +5, Swim +6
Languages Common, Klavekian
SQ +2 Survival skill, Armor Training 1 (Ex)
Combat Gear Chainmail, Longbow, Longsword, Shield, Light wooden;Other Gear 3 potions of *cure light wounds*, potion of *bull strength*, rations, waterskin, basic climbing supplies, camping gear, climbing outfits

SPECIAL ABILITIES

+2 Survival skill +2 to Survival when facing cold or frozen hostile environment

Armor Training 1 (Ex) Worn armor -1 check penalty, +1 max DEX.

Bravery +1 (Ex) +1 Will save vs. Fear

Coordinated Defense +2 CMD if you are adjacent to an ally with this feat.

Coordinated Maneuvers +2 CMB if you are adjacent to an ally with this feat.

Screaming Severed Skull CR 1/3

XP 135
NE Tiny undead
Init +2; Senses darkvision 60 ft.; Perception +0

DEFENSE
AC 14, touch 14, flat-footed 12 (+2 Dex, +2 size)
hp 4 (1d8)
Fort +0, Ref +2, Will +2
Immune undead traits

OFFENSE
Speed fly 40 ft. (perfect)
Melee slam +1 (1d2)
Special Attacks screaming

STATISTICS
Str 11, Dex 15, Con -, Int -, Wis 11, Cha 10
Base Atk +0; CMB -1; CMD 11 (can't be tripped)

SPECIAL ABILITIES
Screaming (Ex) Once every 1d4 rounds, a screaming severed head can open its jaw and emit a bone-chilling scream. All creatures within 30 feet must make a **Will save (DC 10)** or be shaken for 1d4 rounds. This is a sonic mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same head's scream for 24 hours.



Shambling Mound CR 6

XP 2,400
N Large plant
Init +0; Senses darkvision 60 ft., low-light vision; Perception +11

DEFENSE
AC 19, touch 9, flat-footed 19 (+10 natural, –1 size)
hp 67 (9d8+27)
Fort +9, Ref +5, Will +5
Defensive Abilities plant traits; Immune electricity; Resist fire 10

OFFENSE
Speed 20 ft., swim 20 ft.
Melee 2 slams +11 (2d6+5 plus grab)
Space 10 ft.; Reach 10 ft.
Special Attacks constrict (2d6+7)

STATISTICS
Str 21, Dex 10, Con 17, Int 7, Wis 10, Cha 9
Base Atk +6; CMB +12 (+16 grapple); CMD 22
Feats Cleave, Iron Will, Lightning Reflexes, Power Attack, Weapon Focus (slam)
Skills Perception +11, Stealth +8 (+16 in swamps or forest), Swim +13; Racial Modifiers +4 Perception, +4 Stealth (+12 in swamps or forests)
Languages Common, Sylvan (cannot speak)
SQ electric fortitude

ECOLOGY
Environment temperate forest or marshes
Organization solitary
Treasure standard

SPECIAL ABILITIES
Electric Fortitude (Ex) Shambling mounds take no damage from electricity. Instead, any electricity attack used against a shambling mound temporarily increases its Constitution score by 1d4 points. The shambling mound loses these temporary points at the rate of 1 per hour.

Skeleton, Drow Warrior CR 1/3

XP 135
NE Medium undead
Init +6; Senses darkvision 60 ft.; Perception +0

DEFENSE
AC 16, touch 12, flat-footed 14 (+2 armor, +2 Dex, +2 natural)
hp 4 (1d8)
Fort +0, Ref +2, Will +2
DR 5/bludgeoning; Immune cold, undead traits

OFFENSE
Speed 30 ft.
Melee broken scimitar +0 (1d6), claw –3 (1d4+1) or 2 claws +2 (1d4+2)

STATISTICS
Str 15, Dex 14, Con —, Int —, Wis 10, Cha 10
Base Atk +0; CMB +2; CMD 14
Feats Improved Initiative
Gear broken chain shirt, broken scimitar

Skeleton, Troll CR 3

XP 800
NE Large humanoid (giant, undead)
Init +7; Senses darkvision 60 ft.

DEFENSE
AC 20, touch 12, flat-footed 16; (+3 Dex, +7 natural, –1 size)
hp 27 (6d8)
Fort +2, Ref +5, Will +5
DR 5/bludgeoning; Immune cold

OFFENSE
Speed 30 ft.
Melee bite +8 (1d8+5), 2 claws +8 (1d6+5)
Space 10 ft.; Reach 10 ft.

STATISTICS
Str 21, Dex 16, Con -, Int -, Wis 10, Cha 10
Base Atk +5; CMB +11; CMD 24
Feats Improved Initiative

Skeleton, Underworld Giant CR 5

XP 1,600
NE Large humanoid Undead
Init +9; Sensens darkvision 60 ft.

DEFENSE
AC 14, touch 10, flat-footed 13 (+1 Dex, +4 natural, -1 size)
hp 45 (10d8)
Fort +4, Ref +5, Will +7
DR 5/bludgeoning; Immune cold, undead traits

OFFENSE
Speed 40 ft. (8 squares, refuse slope only)
Melee Shovel +10 (2d6+9)
Space 10 ft.; Reach 10 ft.

STATISTICS
Str 23, Dex 12, Con -, Int -, Wis 10, Cha 10
Base Atk +8; CMB +15; CMD 26
Feats Improved Initiative
Skills —
Special Qualities Fused Weapon Fighting

ECOLOGY
Environment Underworld

SPECIAL ABILITIES
Fused Weapon Fighting (Ex) An undead creature with this quality fights with a weapon that has replaced its hand. Because it doesn't have to think about holding on to the weapon or consider the weak point of its wrist, the creature deal damage as if the weapon was being wielded by two hands.

Skeletons are the animated bones of the dead, mindless automatons that obey the orders of their evil masters.

A skeleton is seldom garbed in anything more than the rotting remnants of any clothing or armor it was wearing when slain. A skeleton does only what it is ordered to do. It can draw no conclusions of its own and takes no initiative. Because of this limitation, its instructions must always be simple. A skeleton attacks until destroyed.



Skildpadder CR 10

XP 9,600
N Gargantuan animal (Giant Tortoise-Bullette)
Init +2; Senses darkvision 80 ft., scent, tremorsense 200 ft., Perception +24

DEFENSE
AC 24, touch 4, flat-footed 24 (–2 Dex, +20 natural, –4 size)
hp 150 (12d8+84 plus 12)
Fort +15, Ref +6, Will +7

OFFENSE
Speed 10 ft.
Melee bite +16 (2d10+16/19 plus grab/20 swallow whole (2d8+12 points of crushing damage plus 8 points of acid damage per round, AC 20, 17 hp) and 2 claws (not used if a beast of burden) +15 (2d8+15)
Space 20 ft.; Reach 15 ft.

TACTICS
The Skildpadder has no tactics per say. Dwarves generally only use them for beasts of burden and long distance transport. If necessary, skilled beastmasters will turn Skildpadders toward raiders or wandering monsters and order them to attack. The bite of a Skildpadder rarely ends with favorable results for the enemy.

STATISTICS
Str 33, Dex 6, Con 25, Int 2, Wis 16, Cha 6
Base Atk +9; CMB +24 (+28 grapple); CMD 32 (36 vs. trip)
Feats Endurance, Improved Critical (bite), Improved Initiative, Iron Will, Skill Focus (Perception), Toughness, Weapon Focus (bite)
Skills Perception +24

ECOLOGY
Environment any underground (or any mostly dry with some water sources available)
Organization solitary, mated feral pair, band (2–4) or family (2 plus 3-5 young)
Treasure none

SPECIAL ABILITIES
Grab (Ex) If a creature with this special attack hits with the indicated attack (usually a claw or bite attack), it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. Unless otherwise noted, grab can only be used against targets of a size equal to or smaller than the creature with this ability. If the creature can use grab on creatures of other sizes, it is noted in the creature's Special Attacks line.

The creature has the option to conduct the grapple normally, or simply to use the part of its body it used in the grab to hold the opponent. If it chooses to do the latter, it takes a –20 penalty on its CMB check to make and maintain the grapple, but does not gain the grappled condition itself.

A successful hold does not deal any extra damage unless the creature also has the constrict special attack. If the creature does not constrict, each successful grapple check it makes during successive rounds automatically deals the damage indicated for the attack that established the hold. Otherwise, it deals constriction damage as well (the amount is given in the creature's descriptive text).

Creatures with grab receive a +4 bonus on combat maneuver checks made to start and maintain a grapple.

Swallow Whole (Ex) If a creature with this special attack begins its turn with an opponent grappled in its mouth (see Grab), or obtains a natural 20 on an attack roll, it can attempt a new combat maneuver check (as though attempting to pin the opponent). If it succeeds, it swallows its prey, and the opponent takes bite damage. Unless otherwise noted, the opponent can be up to one size category Smaller than the swallowing creature. Being swallowed causes a creature to take damage each round. The amount and type of damage varies and is given in the creature's Statistics. A swallowed creature keeps the grappled condition, while the creature that did the swallowing does not. A swallowed creature can try to cut its way free with any light slashing or piercing weapon (the amount of cutting damage required to get free is equal to 1/10 the creature's total hit points), or it can just try to escape the grapple. The Armor Class of the interior of a creature that swallows whole is normally 10 + 1/2 its natural armor bonus, with no modifiers for size or Dexterity. If a swallowed creature cuts its way out, the swallowing creature cannot use swallow whole again until the damage is healed. If the swallowed creature escapes the grapple, success puts it back in the attacker's mouth, where it may be bitten or swallowed again.

Skildpadders are massive creatures bred by the Dweorg Dwarves of the Underworld as beasts of burden. They are able to carry four times their own weight upon their back and thus make perfect vessels for carrying ore. The dwarves build entire storage facilities and even homes upon the backs of these tortoise like creatures. Some beastmasters are even known to live out their entire life riding atop and steering the great beasts. Those that do gain a great affinity for animal handling when riding a Skildpadder and can command them to attack when needed.

It is a rule to never walk in front of a Skildpadder unless one wishes to become a quick meal. Skildpadders are ravenous eaters and can swallow medium or small creatures whole with a natural 20. Large creatures may lose a limb or their head with the roll of a natural 20. Although Skildpadders gain the claws of their Bulette parent, they are trained not to use them and generally their claws are trimmed back on a regular basis by their dwarvish beastmasters. The dwarves do not wish the Skildpadder to rear up lest they spill their cargo or harm any passengers riding along.

Skildpadder are normally very aggressive when left to go feral, lucky for most the dwarves carefully breed giant tortoises and bulettes to achieve the desired result of a Skildpadder and spend many years training them in the transport of cargo such as mined ore.

Skildpadder love to eat the vermin which live in dwarf villages thus the dwarves have a never ending supply of food available for their favorite beasts of burden. They are found near large underground lakes and other areas that are mostly dry with a clean source of water. Skildpadders are very poor swimmers and most will drown if attempting to cross deep water. The average Skildpadder is 60 feet in diameter, but they can grow to a diameter of 100 feet.

Sloth Spider CR 9

XP 9,600
N Huge aberration
Init -1; Senses darkvision 60 ft.; Perception +8

DEFENSE

AC 25, touch 8, flat-footed 25 (-1 dex, +18 natural, –2 size)
hp 133 (14d8+70)
Fort +9, Ref +9, Will +13
Special Defenses lethargic aura, slime coating

OFFENSE

Speed 20 ft., climb 10 ft.
Melee claw +20/+15 (2d6+13 plus trip, Crit 19-20)
Space 15 ft.; Reach 15 ft.
Special Attacks hasted burst, spit slime

STATISTICS
Str 28, Dex 8, Con 20, Int 2, Wis 14, Cha 6
Base Atk +10; CMB +23; CMD 30 (42 vs. trip)
Feats Improved Critical (claw), Improved Natural Attack (claw), Improved Iron Will, Iron Will, Lightning Reflexes, Power Attack, Weapon Focus (claw)
Skills Climb +25, Craft (traps) +20, Perception +13, Stealth +6 (+10 in rocky terrain); Racial Modifiers +16 Climb, +4 Craft (traps); uses Wisdom for trapmaking, +4 Stealth (+8 in rocky terrain)
Special Qualities staggered, trapmaker

ECOLOGY

Environment underground
Organization solitary, pair, nest (3–6)
Treasure incidental

SPECIAL ABILITIES

Spit Slime (Ex) Once every 1d4 rounds, a sloth spider can spit a globule of green slime equivalent to a 5 foot square of the dangerous sludge. Treat the attack as a +9 ranged touch attack with a range increment of 15 feet and maximum range of 30 feet. On a miss the slime scatters into one of the 8 surrounding squares. A creature occupying the such a square must succeed on a **DC 16 Reflex save** to avoid the slime, and if she succeeds, she must exit the square the following round or suffer the effects of the goo. The DC of the Reflex save is Dexterity based. The sloth spider may spit slime three times per day.

Lethargic aura (Ex) When engaged in strenuous activity, including combat, a vaporous mist surrounds the sloth spider out to a distance of 5 feet. Creatures in the mist must succeed a **DC 22 Fortitude save** or be staggered as long as they remain in the mist. The save DC is Constitution-based.

Hasted Burst (Ex) Up to 5 times per day a sloth spider may draw on hidden reserves to clear the staggered condition. If it hits with both claw strikes it may rend for 2d6+13 damage (the two attacks represent strikes by two separate appendages). Every time the sloth spider uses this ability, it takes 2 points of Constitution damage, and to use the ability again it must make a Will save equal to 10 plus 2 time its current Constitution damage.

Slime Coating (Ex) The stone textured armor of the sloth spider is coated with a layer of green slime. Creature using one or more natural attacks against the spider, must succeed on a DC 16 reflex or take 1d3 Constitution damage. The slime does not have time to coat the exposed extremities, and does not need to be scraped off.

Staggered (Ex) The combination of its heavy stone carapace, and the mix of magical chemicals and natural slimes in its bloodstream and digestive system grant the sloth spider the staggered condition.

Trapmaker (Ex) The sloth spider is an accomplished natural trapmaker and gains ranks in craft (trapmaking) equal to its HD with a +4 racial bonus. It uses it Wisdom modifier instead of its intelligence modifier when crafting traps. Its favored trap is a pit trap leading to its lair. The spider lines the first half of the trap with mucous-like strands of green slime and the second half with razor sharp stone scrapers (castings shed from its spiky stone legs) to scrape the slime off its victims before delivering it to its lair for the coup de grace.

Centuries ago drow wizards attempted to breed a stronger and better armored spider to use as a war mount. A series of mishaps with enlarging and stoneskin infusions were compounded by attempts to reverse past errors with haste and dexterity-enhancement magic. The resulting creature was too slow to move with the armies and disinclined to any training whatsoever. The creatures were not unable to summon bursts of speed and during a last attempt at domestication a number of the aberrations slew their trainers and escaped into the wild.

With a metabolism slowed to almost nothing, sloth spiders sat for years in carefully crafted lairs, with trapped chutes and tubes waiting to deposit the unlucky. Green slime could detect the life within the boulder-like monstrosities and slurped up onto their rocky carapaces. The stony armor of the spiders stood up to the assault and only the most microscopic bits of slime burrowed into the creature's bloodstream and digestive tracts. The slime mixed with the magical goop already coursing through the spiders' system and after centuries the sloth spider became able to spit slime from reserves in their former poison glands. The sloth spiders added the slime to their repertoire of trap making and wait patiently for their next victims.

Skull Beetle CR 4

XP 1,200
N Large vermin
Init +0; Senses darkvision 60 ft.; Perception +0

DEFENSE
AC 17, touch 9, flat-footed 17 (+8 natural, –1 size)
hp 45 (7d8+14)
Fort +7, Ref +2, Will +2
Immune mind-affecting effects

OFFENSE
Speed 20 ft., fly 20 ft. (poor)
Melee bite +8 (2d8+6)
Space 10 ft.; Reach 5 ft.
Special Attacks trample (1d6+6, DC 17)

STATISTICS
Str 19, Dex 10, Con 15, Int —, Wis 10, Cha 9
Base Atk +5; CMB +10; CMD 20 (28 vs. trip)
Skills Fly –6

ECOLOGY
Environment any
Organization solitary, pair, or cluster (3–6)
Treasure none

Spectral Choker CR 5

XP 800
CE Small aberration (incorporeal, undead)
Init +6; Senses darkvision 60 ft.; Perception +1

DEFENSE
AC 17, touch 13, flat-footed 15 (+4 deflection, +2 Dex, +1 size)
hp 8 (3d8)
Fort +2, Ref +3, Will +4

OFFENSE
Speed fly 60 ft. (perfect)
Melee 2 incorporeal tentacles +6 (1d4 plus energy drain)
Space 5 ft.; Reach 10 ft.
Special Attacks constrict (1d4+3), grab (Large), strangle

STATISTICS
Str 16, Dex 14, Con -, Int 4, Wis 13, Cha 7
Base Atk +2; CMB +4 (+8 grappling); CMD 16
Feats Improved Initiative, Skill Focus (Stealth)
Skills Climb +16, Stealth +13
Languages Undercommon
SQ quickness

SPECIAL ABILITIES
Quickness (Su) A choker is supernaturally quick. It can take an extra move action during its turn each round.

Tyrannosaurus Rex, Advanced CR 14

XP 38,400
N Gargantuan animal
Init +6; Senses low-light vision, scent; Perception +57

DEFENSE
AC 23, touch 8, flat-footed 21 (+2 Dex, +15 natural, -4 size)
hp 342 (36d8+180)
Fort +25, Ref +22, Will +16

OFFENSE
Speed 40 ft.
Melee bite +35 (6d6+24/19-20 plus grab)
Space 20 ft.; Reach 20 ft.
Special Attacks swallow whole (2d8+12 AC 17 hp 34)

STATISTICS
Str 34, Dex 15, Con 20, Int 2, Wis 15, Cha 10
Base Atk +27; CMB +45 (+49 grapple); CMD 57
Feats Awesome Blow, Bleeding Critical, Critical Focus, Diehard, Endurance, Exhausting Critical, Improved Bullrush, Improved Critical (bite), Improved Initiative, Improved Natural Armor, Improved Natural Attack (bite), Iron Will, Power Attack, Run, Skill Focus (Perception), Staggering Critical, Tiring Critical
Skills Perception +57; Racial Modifiers +8 Perception
SQ powerful bite

ECOLOGY
Environment: Warm plains (circling the slave camp)
Organization: Solitary or pair

Underworld Bat Swarm CR 5

XP 600
N Diminutive animal (swarm)
Init +6; Senses blindsense 50 ft., low-light vision; Perception +19

DEFENSE
AC 20, touch 16, flat-footed 18 (+2 dex, +4 natural armor, +4 size)
hp 45 (9d8+9)
Fort +6, Ref +10, Will +6
Defensive Abilities swarm traits; Immune weapon damage

OFFENSE
Speed 5 ft., fly 40 ft. (good)
Melee swarm (2d6)
Space 20 ft.; Reach 0 ft.
Special Attacks distraction (DC 14), wounding (3 hp)

STATISTICS
Str 3, Dex 15, Con 11, Int 2, Wis 14, Cha 4
Base Atk +6; CMB —; CMD —
Feats Improved Initiative, Improved Lightning Reflexes, Lightning Reflexes, Skill Focus (Perception), Toughness
Skills Fly +16, Perception +19; Racial Modifiers +4 Perception when using blindsense

SQ swarm traits

ECOLOGY

Environment any Underworld locale
Organization solitary, pair, flight (3–6 swarms), or colony (11–20 swarms)
Treasure none

SPECIAL ABILITIES

Wounding (Ex) Any living creature damaged by an Underworld bat swarm continues to bleed, losing 3 hit points per round thereafter. Multiple wounds do not result in cumulative bleeding loss. The bleeding can be stopped by a **DC 10 Heal check** or the application of a cure spell or some other healing magic.

Vaihtualohikaarme CR 15
Albino Adult Bronze Dragon

XP 51,200
CE Large Dragon (water)
Init +0; Senses blindsense, darkvision 120 ft.; Perception +29

DEFENSE

AC 28, touch 8, flat-footed 28 (-2 size, +20 natural)
hp 241 (21d12+105)
Fort +17, Ref +12, Will +17
DR 5/magic; Immune electricity, paralysis, sleep; SR 22

OFFENSE

Speed 40 ft., fly 150 ft. (poor), swim 60 ft.
Melee bite +28 (2d6+9), 2 claws +26 (1d8+5), 2 wings +26 (1d6+5), tail slap +26 (1d8+13), crush +26 (2d8+13)
Space 15 ft.; Reach 10 ft. (15 ft. with bite)
Special Attacks: Breath weapon (12d6, DC 25), frightful presence (180 ft., DC 25), crush
Spell-like Abilities (CL 21st; concentration +26)
At will—*speak with animals*
3/day—*create food and water, fog cloud*
Spells Known (CL 6th; concentration +11)
0th level (6) – *daze, dancing lights, flare, light, mage hand, open/close, ray of frost*
1st level (8) – *burning hands, charm person, floating disc, hypnotism, magic missile*
2nd level (7) – *darkness, shatter, touch of idiocy*
3rd level (5) – *hold person, wind wall*

STATISTICS

Str 27, Dex 10, Con 21, Int 20, Wis 21, Cha 20
Base Atk +21; CMB +30; CMD 31
Feats Blind-Fight, Cleave, Flyby Attack, Hover, Improved Sunder, Multiattack, Power Attack, Wingover
Skills Diplomacy +19, Disguise +23, Escape Artist +12, Intimidate +29, Knowledge (dungeoneering) +29, Perception +29, Sense Motive +29, Survival +23 (+25 when underground OR following tracks), Swim +20, Use Magic Device +29
Languages Draconic, Aquan, Common, Dwarven, Drow Sign Language, Undercommon
Special Qualities Damage reduction 5/magic, SR 22, immunity to sleep and paralysis, immunity to electricity, blindsense (60 ft.), keen senses (darkvision 120 ft.), water breathing, spell-like abilities

ECOLOGY

Environment: Originally temperate hills
Organization: Solitary
Treasure: Triple standard
Significant Possessions: *Cervelliere of Opposite Alignment, amulet of mighty fists +1, wand of bear's endurance* (+42 hp, Fort +19, Concentration +31)

SPECIAL ABILITIES

Breath Weapon (Su) Bronze dragons have two types of breath weapon, a line of lightning and a cone of repulsion gas. Creatures within the cone must succeed on a Will save or be compelled to do nothing but move away from the dragon for 1d6 rounds plus 1 round per age category of the dragon. This is a mind-affecting compulsion enchantment effect.

Water Breathing (Ex) A bronze dragon can breathe underwater indefinitely and can freely use its breath weapon, spells, and other abilities while submerged.

Alternate Form (Su) A young or older bronze dragon can assume any animal or humanoid form of Medium size or smaller as a standard action three times per day. The dragon can remain in its animal or humanoid form until it chooses to assume a new one or return to its natural form.

Cervelliere of Opposite Alignment

Aura strong transmutation; **CL** 12th
Slot head; **Price** 8,000 gp; **Weight** 1 lb.

This round, close-fitting steel skull cap looks unremarkable and typical for its type. When placed upon the head, however, its curse immediately takes effect (**Will DC 15** negates). On a failed save, the alignment of the wearer is radically altered to an alignment as different as possible from the former alignment—good to evil, chaotic to lawful, neutral to some extreme commitment (LE, LG, CE, or CG). Alteration in alignment is mental as well as moral, and the individual changed by the magic thoroughly enjoys his new outlook. A character who succeeds on his save can continue to wear the helmet without suffering the effect of the curse, but if he takes it off and later puts it on again, another save is required. The curse only works once; that is, a character whose alignment has been changed cannot change it again by donning the cervelliere a second time.

Only a *wish* or a *miracle* can restore former alignment, and the affected individual does not make any attempt to return to the former alignment. (In fact, he views the prospect with horror and avoids it in any way possible.) If a character of a class with an alignment requirement is affected, an *atonement* spell is needed as well if the curse is to be obliterated. When a *cervelliere of opposite alignment* has functioned once, it loses its magical properties.

CONSTRUCTION

Requirements Craft Wondrous Item, *bestow curse*, creator must be 12th level; Cost 4,000 gp

Vegepygmy CR ½

XP 200
N Small plant
Init +2; Senses darkvision 60 ft., low-light vision; Perception +7

DEFENSE

AC 16, touch 13, flat-footed 14; (+2 Dex, +3 natural, +1 size)
hp 5 (1d8+1)
Fort +3, Ref +2, Will +0
Defensive Abilities plant traits, DR 5/slashing or bludgeoning; Immune electricity

OFFENSE

Speed 30 ft.
Melee 2 claws +1 (1d4) or longspear +1 (1d6)

STATISTICS

Str 11, Dex 14, Con 12, Int 8, Wis 11, Cha 11
Base Atk +0; CMB –1; CMD 11
Feats Skill Focus(Perception)
Skills Perception +7, Stealth +10 (+18 in vegetation); Racial Modifiers +4 Stealth (+12 in vegetation)
Languages Undercommon, Vegepygmy (cannot speak)

ECOLOGY

Environment Fungi Forest (Ruins of The Rift, The Rift, Mushroom Jungle)
Organization solitary, gang (2–6), or tribe (7–30 plus 1 chieftain)
Gear standard (longspear, other treasure)

Vegepygmys are created by a dangerous fungus known as russet mold—creatures slain by russet mold serve as incubators for the mold's spores, and a day later, the dead body bursts to release 1d6 fully grown vegepygmys. A vegepygmy has no real relation to the body from which it emerges, but the creature may yet retain a strange sort of reverence for its "birth corpse" and carry with it a grisly memento from the body, typically a few bones or teeth. Often, a vegepygmy uses such bones to craft a crude spear or some other weapon.

Vegepygmy tribes live in tightly knit communities and fiercely guard their patches of russet mold. Vegepygmys cannot speak—they communicate via a crude language of rhythmic taps, beats, and clicks. Hunting parties echo these exchanges through the caves they travel. Vegepygmys stand 2 to 4 feet tall and weigh between 15 to 45 pounds.

Approximately 1 in 20 vegepymies are chieftains. A vegepygmy chieftain is an advanced vegepygmy (often one with class levels) that carries an infestation of russet mold spores in its flesh. A vegepygmy chieftain infects any creature it hits with its natural weapons with russet mold.

Vidre CR12

"Crystalline Entity"
Bright scintillating lights dance upon the cold walls of the cavern. Rounding the bend is a large humanoid made entirely of crystal. It points at your chest and you hear its voice thunder within your head "your soul is mine."

XP 19,200
N Large outsider (earth, elemental)
Init +2; Senses darkvision 60 ft., crystal sense; Perception +11

DEFENSE

AC 19, touch 11, flat-footed 17 (-1 size, +2 Dex, +8 natural)
hp 135 (HD 15); DR 10/bludgeoning Immune cold, fire; Resist electricity 10
Weakness severe sonic vulnerability
Fort +3, Ref +5, Will +3

OFFENSE

Speed 30 ft. (6 squares)
Melee 2 slams +9 each (2d6+6, bludgeoning) or 1 Crystalline Gore +9 (1d6+6, piercing) +multiple glass shards (1d4+4 per round automatic damage)
Base Attack +5; CMB +10; CMD +22
Space 10 ft; Reach 10 ft.
Special Attacks Crystalline Gore

STATISTICS

Str 22, Dex 15, Con 13, Int 14, Wis 15,Cha 14
SQ elemental traits, meld into crystal
Feats Great Fortitude, Skill Focus (Perception)
Skills Climb, Perception
Languages Communicate telepathically (any creature with a language)
Advancement 7-12 HD (Large); 13-27 (Huge)

SPECIAL ABILITIES

Crystalline Gore (Ex) When a vidre punches it creates sharp crystal shards which dig into its opponents flesh. These wounds continue to bleed, dealing the listed 1d4+4 each round at the start of the affected creature's turn. This bleeding can be stopped by a successful **DC 15 Heal** skill check or through the application of any magical healing.

Telepathy (Su) The vidre can mentally communicate with any other creature within 300' that has a language. It is possible to address multiple creatures at once telepathically, although maintaining a telepathic conversation with more than one creature at a time is just as difficult as simultaneously speaking and listening to multiple people at the same time.

Meld into Crystal (Su) Meld into crystal enables the vidre to meld its body into a sufficiently sized crystal or vein of crystal. The crystal or vein must be large enough to accommodate the creature's entire body in all three dimensions. While in the crystal the vidre remains in contact with the face of the crystal through which he or she melded. The vidre is able to communicate normally while encased in the crystal. Spells may only be cast if the target is oneself.

Minor physical damage to the crystal will not harm the vidre, but partial destruction (to the point that the vidre no longer fits) expels the vidre and causes 5d6 points of damage. The complete destruction of the crystal will also destroy the vidre hiding inside unless a Fort 18 save is made.

This effect may be maintained for as long as 2 hours by a vidre but may only be used once per day.

Any time before the duration expires, a vidre can step out of the crystal through the surface which the vidre entered. If the spell's duration expires the vidre is violently expelled and take 5d6 points of damage.

A *passwall* spell will negate the effects of Meld into Crystal.

Severe Sonic Vulnerability (Ex) Vidre are very vulnerable to sonic attacks taking 2x the normal damage when hit with a sonic attack. If a sonic spell which normally causes confusion or disorientation to a humanoid is attempted upon a vidre, the vidre automatically fails any associated saves and is stunned for 1 round + 1 round for every 2 spell levels (i.e. stunned for 3 rounds if hit with a level 6 sonic spell).

Soul Growth (Ex) For every enemy slain by a vidre (or absorbed by a vidre's "Soul Crystal") that vidre increases in power. For every 100 souls absorbed, the vidre increases by 1 HD level in all regards (HP, skills, feats, etc.). After increasing in this manner 10 times (1,000 souls total) the vidre will transform into a being entirely comprised of "Soul Energy" and will instinctively leave the planet, flying to the outer reaches of space.

TACTICS

The vidre do not generally engage in combat unless they are in a period of "Soul Growth" in which case they require a steady supply of humanoid souls to maintain and increase their power.

When the vidre do engage in combat they do so by hiding in veins of crystal within a cave. After their targets pass, they expel themselves from the crystal and charge them from behind.

ECOLOGY

Since the vidre are entirely powered by souls they will die if they expire. Vidre drain souls at the rate of 1 per day of regular activity. If a vidre is completely motionless he or she will only expend 1 soul per week. When 10 or more vidre bond together using "Meld into Crystal" they are actually able to freeze their consumption of souls and slow the rate to a degradation of 1 soul per month.

Soul Crystals or "Vidrefacte" Soul Crystals allow the vidre to cheat their way to attaining energy ascendance. Soul Crystals may be bound to a group, house, family, or other organization tied to a symbol. All who wear that symbol upon dying give their soul to the crystal. The power created by this crystal may be used by powerful priests, wizards, or sorcerers. The part of the deal the leaders of the devious and power hungry organizations are not aware of are as follows: A vidre is always bound to their Soul Crystal and may drain half of the souls obtained by an organization at any time. A Soul Crystal when full may be physically retrieved by a vidre seeking the souls. There are very few ways to sever such an agreement with the vidre, but there are ways.

A Soul Crystal may be created by a vidre which has reached its halfway mark to energy ascendance (500 souls). 100 souls must be expended into order to create a Soul Crystal.

Vikmordere Warriors CR 2

XP 600
CN Medium humanoid (human)
Init +5; Senses Perception +8

DEFENSE

AC 14, touch 11, flat-footed 13 (+2 leather armor, +1 Dex, +1 light wooden shield)
hp 16 (3d8+3)
Fort +4, Ref +2, Will +1

OFFENSE

Speed 30 ft.
Melee morningstar +5 (1d8+3)
Ranged javelin +3 (1d6+3)

STATISTICS

Str 16, Dex 13, Con 13, Int 10, Wis 10, Cha 9
Base Atk +2; CMB +5; CMD 16

Feats Intimidating Prowess, Improved Initiative, Skill Focus (Perception)
Skills Intimidate +3, Perception +8, Stealth +6

SPECIAL ABILITIES

Stalker (Ex) Perception and Stealth are always class skills for Vikmordere warriors.

Working in small bands, Vikmordere warriors avoid protracted fighting and seek to down a foe and slip away as quickly and quietly as possible. They favor hit-and-run tactics when the situation allows, striking at the most vulnerable point or member of a group. They are not foolish enough to fight to the death, as that would preclude them from passing on information to chieftains and shaman; they retreat if reduced to 5 hit points.

Vvor CR 3

XP 800
N Medium animal
Init +2; Senses low-light vision, scent; Perception +6

DEFENSE

AC 16, touch 12, flat-footed 14 (+2 Dex, +4 natural)
hp 26 (3d8+12)
Fort +6, Ref +5, Will +1
Defensive Abilities ferocity
Weakness light sensitivity

OFFENSE

Speed 40 ft.
Melee gore +6 (1d8+5)
Special Attacks spirited charge +8(2d8+10)

STATISTICS

Str 16, Dex 14, Con 16, Int 2, Wis 13, Cha 4
Base Atk +4; CMB +7; CMD 19
Feats Toughness
Skills Perception +6, Stealth +5

ECOLOGY

Environment underground
Organization pair or group (2–30)
Treasure none



SPECIAL ABILITIES

Spirited Charge (Ex) If a vvor can charge its full movement speed, it gains a +2 to attack and deals double damage with its gore.

Ferocity (Ex) A creature with ferocity remains conscious and can continue fighting even if its hit point total is below 0. The creature is still staggered and loses 1 hit point each round. A creature with ferocity still dies when its hit point total reaches a negative amount equal to its Constitution score.

Light Sensitivity (Ex) Creatures with light sensitivity are dazzled in areas of bright sunlight or within the radius of a daylight spell.
Ill-tempered, dangerous, hard to kill, and always hungry, vvor refuse to back down from a fight.

The largest, most violent male rules Vvor groups, known as families. When male vvors reach maturity, they either challenge the bull male or they leave the family. If a vvor is found on its own, it is usually a male that is looking for somewhere to start his own family.

The immature males hunt in packs of 10 to 15 led by the largest immature male (called "big brother"), and are capable of bringing down adult bears. The pack quietly surrounds their target and big brother leads the charge by lowering his head and rushing the target, ripping upward with the horns on his head. Big brother will retreat from the prey and then the other males will begin attacking from different sides, moving in, slashing with their horns, and then retreating. This continues until the prey has fallen, or (rarely) fought its way free.
An immature male vvor is three feet long and weighs 150 pounds, with immature females being slightly smaller. The statistics given above are for a standard immature male vvor. The "big brother" vvor is generally a little larger than the typical vvor, weighing in at 200 pounds and with an increased Strength of 18 (+4) and Constitution of 19 (+5). He has a long sharp horn between 6-10 inches protruding from the top of his head, which causes 1d10 damage and has a critical threat range of 18-20.

Bull vvors have been measured as much as seven feel long and weighing close to half a ton. The average bull is closer to five feet long and weighs between 600 and 700 pounds. The average cow vvor is three to four feet long and weight 300 to 400 pounds.

Young Xill CR 2

XP 600
LE Tiny outsider (evil, extraplanar)
Init +8; Senses darkvision 60 ft.; Perception +7

DEFENSE

AC 23, touch 18, flat-footed 17 (+6 Dex, +5 natural, +2 size)
hp 13 (2d10+2)
Fort +7, Ref +12, Will +6
SR 17

OFFENSE

Speed 40 ft.
Melee 4 claws +4 (1d2-1 plus grab), bite +3 (1d2-1 plus paralysis)
Space 2½ ft.; Reach 0 ft.
Special Attacks paralysis (1d4 hours, DC 16)

STATISTICS

Str 8, Dex 22, Con 12, Int 14, Wis 12, Cha 11
Base Atk +2; CMB +3(+7 grapple); CMD 19
Feats Improved Initiative, Weapon Focus (claw)
Skills Acrobatics +12, Bluff +6 Intimidate +6, Knowledge (arcana) +8, Knowledge (planes) +8, Perception +7 Sense Motive +7, Stealth +12
SQ multiweapon mastery, planewalk

SPECIAL ABILITIES

Multiweapon Mastery (Ex) A xill never takes penalties to an attack roll when fighting with multiple weapons, and treats claws as primary attacks even when also wielding weapons.

Planewalk (Ex) A xill can shift from the Ethereal Plane to the Material Plane as a move action. Shifting from the Material Plane to the Ethereal Plane takes 2 consecutive full-round actions, during which time the xill is immobile. As a xill fades away, it becomes harder to hit: opponents have a 20% miss chance in the first round and a 50% miss chance in the second. A xill can take a single willing or helpless creature with it when it switches planes.

A young xill does not have the implant (ex) ability of a 9 HD adult xill.

A young xill becomes small when it reaches 4 HD and medium when it becomes 7 HD.



Yul the Mohrg CR 8

XP 4,800
CE Large Undead
Init +9; Senses darkvision 60 ft.; Perception +12

DEFENSE

AC 23, touch 14, flat-footed 14 (+4 Dex, +9 natural)
hp 105 (14d8+42)
Fort +4, Ref +10, Will +9
Immune flanking, undead traits

OFFENSE

Speed 30 ft. (6 squares)
Melee Slam +12 (1d6+7) or tongue +12 touch (paralysis)
Space 5 ft.; Reach 5 ft.
Special Attacks Improved grab, paralyzing touch, create spawn, third eye of fear

STATISTICS

Str 21, Dex 19, Con –, Int 11, Wis 10, Cha 16
Base Atk +7; CMB +13; CMD 27
Feats Alertness, Dodge, Improved Initiative, Lightning Reflexes, Mobility
Skills Climb +13, Perception +12, Stealth +21, Swim +9
Treasure See adventure entry

Mohrgs are the animated corpses of mass murderers or similar villains who died without atoning for their crimes. Most mohrgs are 5 to 6 feet tall and weigh about 120 pounds.

Like zombies, mohrgs attack by slamming enemies with their fists. They often catch opponents flat-footed, for they move much faster than zombies.

SPECIAL ABILITIES

Create Spawn (Su) Creatures killed by a mohrg rise after 1d4 days as zombies under the morhg's control. They do not possess any of the abilities they had in life.

Improved grab (Ex) To use this ability, a mohrg must hit a creature of its size or smaller with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Paralyzing Touch (Su) A mohrg lashes out with its tongue in combat. An opponent the tongue touches must succeed on a **DC 17 Fortitude save** or become paralyzed for 1d4 minutes. The save DC is Charisma-based. Save is DC 20 for Yul due to his *Periapt of Charisma*

Third Eye of Fear (Su) Yul has developed an additional attack for him and his zombie mob, the Third Eye of Fear, which is designed to leave creatures shaken. See below for details. Yul implants this third eye into what he hopes will be his most trusted creations at the moment of transformation.

When part of a group of 1 mohrg and 5 or more zombies controlled by the mohrg, those with a third eye placed in the back of their skull can blink in unison and can affect creatures with Fear. The fear effect is allowed a saving throw which is a Will save (DC 10 + ½ mohrg's HD + mohrg's Cha modifier; the exact DC is given in the creature's descriptive text but is usually DC 17). All fear attacks are mind-affecting fear effects. A failed roll usually means that the character is shaken. Will save is DC 20 for this effect for Yul.



The mohrg actually controls the blink ability, not the individual zombies. There is a minimal time delay between the blink of each creature, one that can't actually be seen by the naked eye, which is based on the distance from the mohrg of each of the zombies and makes it seem like they are independent and very well co-ordinated, but it is really just the mohrg.

The fear effect affects everyone who can see the blinking action. The duration of the effect is a number of rounds equal to the HD of the mohrg. If save is made, no effect and the person making the save is immune to any further attempt by the individual mohrg for 24 hours.

The third eye also prevents its recipient from being flanked.

Yul the Mohrg wears two valuable items which help him control his zombies:

Periapt of Charisma +6

Aura moderate transformation; **CL** 8th
Slot neck; **Price** 36,000 gp; **Weight** —

Although it appears to be just a rough chunk of ruby on a dirty, white gold chain, this unassuming trinket is actually a periapt of charisma that increases the possessor's Charisma score in the form of an enhancement bonus of +6. This item is attuned to chaotic evil creatures and works towards converting the wearer to this alignment. A **Will save (DC 25)** is required by the wearer once a month (when the moon is at its thinnest crescent) to avoid having their alignment move one place toward CE around the alignment circle (in the direction with fewest changes required).

CONSTRUCTION
Requirements Craft Wondrous Item, *eagle's splendor*; Cost 18,000 gp (+6) 720 xp

This item also affects Yul's Paralyzing Touch ability, raising the Fortitude save to DC 20

Darkskull

Aura moderate evocation [evil]; **CL** 9th
Slot none; **Price** 60,000 gp; **Weight** 5 lb.

This skull is carved from ebony and wholly evil. Wherever the skull goes, the area around it is treated as though an unhallow spell had been cast with the skull as the touched point of origin (except that no additional spell effect is tied or fixed to the darkskull).

CONSTRUCTION
Requirements Craft Wondrous Item, *unhallow*, creator must be evil; Cost 30,000 gp 1,200 xp
Yul uses the darkskull to give the following benefits to him and his closest zombies. Firstly, the site is guarded by a magic circle against good. Secondly, all turning checks made to turn undead take a -4 profane penalty; turning checks to rebuke undead gain a +4 profane bonus (spell resistance does not apply to this effect.)

Dust of Tracelessness - 25 handfuls.

Aura faint transmutation; **CL** 3rd
Slot none; **Price** 250 gp; **Weight** —

Yul keeps this in an urn in the southwestern corner of the room (it is just over half full.) This normal-seeming dust is actually a magic powder that can conceal the passage of its possessor and his companions. Tossing a handful of this dust into the air causes a chamber of up to 100 square feet of floor space to become as dusty, dirty, and cobweb-laden as if it had been abandoned and disused for a decade. A handful of dust sprinkled along a trail causes evidence of the passage of as many as a dozen men and horses to be obliterated for 250 feet back into the distance. The results of the dust are instantaneous and no magical aura lingers afterward from this use of the dust. Survival checks made to track a quarry across an area affected by this dust have a DC 20 higher than normal.

CONSTRUCTION
Requirements Craft Wondrous Item, *pass without trace*; Cost 125 gp 5 xp

Ossuary Collaborative Teleportation Token

This artifact that allows use of the teleportation circle on dungeon level 1; it opens up a teleport to the meeting place of the Collaborative (if used by the PCs they encounter Makinnga.) It has a strong aura of conjuration, operating at caster level 14th; it cannot be reproduced.

Yul has developed an additional attack for him and his zombie mob, the Third Eye of Fear, designed to leave creatures shaken (see below for details.) Yul grants this third eye into what he hopes will be his most trusted creations, implanting it at the moment of transformation.

Third Eye of Fear (Su)

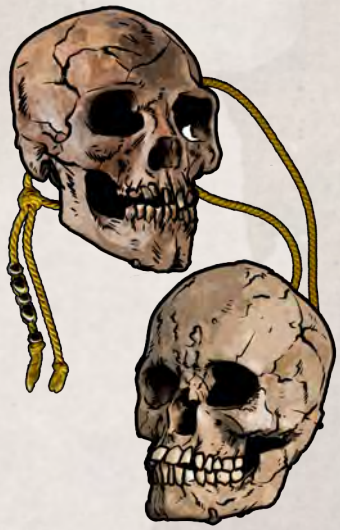
When part of a group of 1 mohrg and 5 or more zombies controlled by the mohrg, those equipped with a third eye placed in the back of their skull can blink in unison and affect creatures with fear (as the spell). The PC is allowed a Will save (DC 10 + ½ mohrg's HD + mohrg's Cha modifier; the exact DC is given in the creature's descriptive text but is usually DC 17). This ability is mind-affecting fear effect. A failed save means that the character is shaken. The Will save is DC 20 for this effect for Yul.

The mohrg actually controls the blink ability, not the individual zombies. There is a minimal time delay between the blink of each creature (although this dilation can't actually be seen by the naked eye.) The effect makes it appear that each of the zombies is independent and very well co-ordinated but in reality, it is just the mohrg.

The fear effect affects everyone who can see the blinking action. The duration of the effect is a number of rounds equal to the HD of the mohrg - if a successful save is made, there is no effect and the person making the save is immune to any further attempt by the individual mohrg for 24 hours.

The third eye prevents its recipient from being flanked. It also allows a Will save against hide from undead (even if the recipient is unintelligent) and grants a +4 profane bonus to intelligent undead to resist that spell.

Yul has his six most trusted zombie creations with him; 4 former Vikmordere barbarians, a polar minotaur and a gray render. This last creature became attached to the mohrg when it first encountered him and quickly paid with its life.



Zombie, Bugbear CR 1

XP 400
NE Medium undead (goblinoid)
Init +1; Senses darkvision 60 ft., scent; Perception +0

DEFENSE

AC 15, touch 10, flat-footed 15 (+2 armor, +2 natural, +1 shield)
hp 18 (4d8)
Fort +1, Ref +2, Will +4
DR 5/slashing, undead traits

OFFENSE

Speed 30 ft.
Melee morningstar +7 (1d8+4) or slam +7 (1d6+6)
Ranged javelin +3 (1d6+4)

STATISTICS

Str 18, Dex 11, Con 13, Int 10, Wis 10, Cha 9
Base Atk +3; CMB +7; CMD 17
Feats Toughness
SQ staggered
Languages Common, Goblin
Treasure NPC Gear (leather armor, light wooden shield, morningstar, 3 javelins, other treasure)

Zombie, Drow Raider CR 1

XP 400
Drow warrior 1
CE Medium humanoid (elf, undead)
Init +1; Senses darkvision 120 ft.

DEFENSE

AC 16, touch 11, flat-footed 15 (+2 armor, +1 Dex, +2 natural, +1 shield)
hp 17(3d8)
Fort +2, Ref +2, Will +1
DR 5/slashing; Immune undead traits

OFFENSE

Speed 30 ft.
Melee rapier +3 (1d6+1/18–20/) or slam +3 (1d6+1)
Ranged hand crossbow +2 (1d4/19–20 plus poison)
Spell-Like Abilities (CL 1st)
1/day—*dancing lights, darkness, faerie fire*

STATISTICS

Str 13, Dex 13, Con -, Int -, Wis 10, Cha 10
Base Atk +2; CMB +1; CMD 13
Feats Toughness
Skills –
Languages Elven, Undercommon
SQ staggered

Zombie, Brine CR 1

This creature appears as a rotting humanoid dressed in tattered and ragged clothing. Its semi-bloated body glistens from the slimy mixture of water and seaweed that hangs from its form. The creature's rotting flesh is blue-green in color. No semblance of life burns in its eyes.

XP 400
NE Medium undead (aquatic)
Init -1; Senses darkvision 60 ft.; Perception +0

DEFENSE

AC 13, touch 9, flat-footed 13 (-1 Dex, +4 natural)
hp 22 (4d8 plus 4)
Fort +1, Ref +0, Will +4
DR 5/slashing; Immune undead traits; Resist fire 10

OFFENSE

Speed 30 ft., swim 30 ft.
Melee cutlass +5 (1d6+2/19-20) or slam +5 (1d6+3)

TACTICS

Brine zombies attack an opponent with their cutlasses or fists in melee. If a brine zombie successfully grabs an opponent, it dives overboard and attempts to drown the victim by pinning him underwater (see Drowning for full details.)

ECOLOGY

Environment any aquatic
Organization gang (2-4) or crew (6-11)
Treasure none

STATISTICS

Str 14, Dex 8, Con --, Int --, Wis 10, Cha 10
Base Atk +3; CMB +5; CMD 14
Feats ToughnessB
Skills Swim +10
SQ staggered
Gear cutlass

Brine zombies are the remnants of a ship's crew that has perished at sea. They are mindless creatures, not very pleasant to look at, and relentless in their attacks on the living. The spark of evil that brought them back from the ocean depths drives them to seek the living so they may join them in their watery graves. Brine zombies appear much as they did in life.

Zombie, Gray Render CR 4

XP 1,200
NE Large magical beast (undead)
Init +0; Senses darkvision 60 ft., low-light vision, scent; Perception +13

DEFENSE

AC 23, touch 9, flat-footed 20 (+14 natural, –1 size)
hp 75 (10d8)
Fort +3, Ref +3, Will +5
DR 5/slashing; Immune undead traits

OFFENSE

Speed 30 ft.
Melee bite +14 (2d6+7), 2 claws +14 (1d8+7 plus grab), slam +14 (1d8+6)
Space 10 ft.; Reach 10 ft.

STATISTICS

Str 25, Dex 11, Con -, Int -, Wis 10, Cha 10
Base Atk +8; CMB +16 (+20 grapple); CMD 26
Feats Toughness
Skills
SQ double damage against objects, staggered

Zombie, Vikmordere Barbarian CR 2

XP 800
NE Medium Undead
Init +0; Senses darkvision 60 ft.

DEFENSE

AC 15, touch 9, flat-footed 15 (-1 Dex, +5 natural, +1 shield)
hp 43 (6d8)
Fort +2, Ref +1, Will +3
DR 5/slashing; Immune flanking, undead traits

OFFENSE

Speed 30 ft. (6 squares; can't run)
Melee longsword +9 (1d8+4) or slam +9 melee (1d6+4)
Ranged javelin +4 ranged (1d6+4)
Space 5 ft.; Reach 5 ft.
Special Attacks Third eye of fear

STATISTICS

Str 19, Dex 8, Con -, Int -, Wis 10, Cha 10
Base Atk 5; CMB +9; CMD 18
Feats Toughness
Skills —
SQ staggered



Zombie, Minotaur CR 3

XP 800
NE Large monstrous humanoid (undead)
Init -1; Senses darkvision 60 ft.

DEFENSE

AC 14, touch 8, flat-footed 14 (-1 Dex, +8 natural, –1 size)
hp 60 (8d8)
Fort +3, Ref +2, Will +4
Defensive Abilities natural cunning

OFFENSE

Speed 30 ft.
Melee greataxe +11 (3d6+8/×3) and gore +5 (1d6+3) or slam +11 (1d8+5)
Space 10 ft.; Reach 10 ft.
Special Attacks –

STATISTICS

Str 21, Dex 8, Con -, Int -, Wis 10, Cha 10
Base Atk +6; CMB +12; CMD 20
Feats Toughness
Skills
Languages Giant
SQ staggered

OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trade-mark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content. 5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6.Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or coadaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13. Termination: This License will terminate automatically if You fail to comply ith all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15. COPYRIGHT NOTICE

Open Game License v 1.0a Copyright 2000, Wizards of the Coast, Inc.

System Reference Document Copyright 2000, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on material by E. Gary Gygax and Dave Arneson.

Pathfinder RPG Core Rulebook Copyright 2009, Paizo Publishing, LLC; Author: Jason Bulmahn, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

The Book of Experimental Might. Copyright 2008, Monte J. Cook. All rights reserved.

Tome of Horrors. Copyright 2002, Necromancer Games, Inc.; Authors: Scott Greene, with Clark Peterson, Erica Balsley, Kevin Baase, Casey Christofferson, Lance Hawvermale, Travis Hawvermale, Patrick Lawinger, and Bill Webb; Based on original content from TSR.

Pathfinder RPG GameMastery Guide Copyright 2010, Paizo Publishing, LLC; Authors: Cam Banks, Wolfgang Baur, Jason Bulmahn, Jim Butler, Eric Cagle, Graeme Davis, Adam Daigle, Joshua J. Frost, James Jacobs, Kenneth Hite, Steven Kenson, Robin Laws, Tito Leati, Rob McCreary, Hal Maclean, Colin McComb, Jason Nelson, David Noonan, Richard Pett, Rich Redman, Sean K Reynolds, F. Wesley Schneider, Amber Scott, Doug Seacat, Mike Selinker, Lisa Stevens, James L. Sutter, Russ Taylor, Penny Williams, Skip Williams, Teeuwynn Woodruff.

Advanced Player's Guide. Copyright 2010, Paizo Publishing, LLC; Author: Jason Bulmahn.

Pathfinder RPG Bestiary © 2009, Paizo Publishing, LLC; Author: Jason Bulmahn, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

Pathfinder Roleplaying Game Bestiary 2, © 2010, Paizo Publishing, LLC; Authors Wolfgang Baur, Jason Bulmahn, Adam Daigle, Graeme Davis, Crystal Frasier, Joshua J. Frost, Tim Hitchcock, Brandon Hodge, James Jacobs, Steve Kenson, Hal MacLean, Martin Mason, Rob McCreary, Erik Mona, Jason Nelson, Patrick Renie, Sean K Reynolds, F. Wesley Schneider, Owen K.C. Stephens, James L. Sutter, Russ Taylor, and Greg A. Vaughan, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

Pathfinder Roleplaying Game Bestiary 3, © 2011, Paizo Publishing, LLC; Authors Jesse Benner, Jason Bulmahn, Adam Daigle, James Jacobs, Michael Kenway, Rob McCreary, Patrick Renie, Chris Sims, F. Wesley Schneider, James L. Sutter, and Russ Taylor, based on material by Jona-

than Tweet, Monte Cook, and Skip Williams.
Pathfinder Roleplaying Game Ultimate Combat. © 2011, Paizo Publishing, LLC; Authors: Jason Bulmahn, Tim Hitchcock, Colin McComb, Rob McCreary, Jason Nelson, Stephen Radney-MacFarland, Sean K Reynolds, Owen K.C. Stephens, and Russ Taylor.
Pathfinder Roleplaying Game Ultimate Magic. © 2011, Paizo Publishing, LLC; Authors: Jason Bulmahn, Tim Hitchcock, Colin McComb, Rob McCreary, Jason Nelson, Stephen Radney-MacFarland, Sean K Reynolds, Owen K.C. Stephens, and Russ Taylor.
Pathfinder Roleplaying Game: Ultimate Equipment (OGL) © 2012, Paizo Publishing, LLC; Authors: Dennis Baker, Jesse Benner, Benjamin Bruck, Ross Byers, Brian J. Cortijo, Ryan Costello, Mike Ferguson, Matt Goetz, Jim Groves, Tracy Hurley, Matt James, Jonathan H. Keith, Michael Kenway, Hal MacLean, Jason Nelson, Tork Shaw, Owen KC Stephens, Russ Taylor, and numerous RPG Superstar contributors
Pathfinder Roleplaying Game Advanced Race Guide © 2012, Paizo Publishing, LLC; Authors: Dennis Baker, Jesse Benner, Benjamin Bruck, Jason Bulmahn, Adam Daigle, Jim Groves, Tim Hitchcock, Hal MacLean, Jason Nelson, Stephen Radney-MacFarland, Owen K.C. Stephens, Todd Stewart, and Russ Taylor.
Pathfinder Chronicles: Dungeon Denizens Revisited. Copyright 2009, Paizo Publishing, LLC Authors Clinton Boomer, Jason Bulmahn, Joshua J. Frost, Nicolas Logue, Robert McCreary, Jason Nelson, Richard Pett, Sean K Reynolds, James L. Sutter, and Greg A. Vaughan.
Pathfinder Companion: Sargava, the Lost Colony. Copyright 2010, Paizo Publishing, LLC; Author: JD Wiker.
Pathfinder Campaign Setting: Misfit Monsters Redeemed. © 2010, Paizo Publishing, LLC; Authors: Adam Daigle, Crystal Frasier, Colin McComb, Rob McCreary, Jason Nelson, and James L. Sutter.
Pathfinder Campaign Setting: Undead Revisited © 2011, Paizo Publishing, LLC. Authors: Eric Cagle, Brian Cortijo, Brandon Hodge, Steve Kenson, Hal Maclean, Colin McComb, Jason Nelson, Todd Stewart, and Russ Taylor.
Advanced Bestiary. © 2004, Green Ronin Publishing, LLC. Author: Matthew Sernett.
The Cave Fisher - A4 In the Dungeons of the Slave Lords © TSR/Wizards of the Coast, 1981 [**First Edition Monster Manual II** (© TSR/Wizards of the Coast, 1983)], used by permission. Author Scott Greene, based on original material by Lawrence Schick.
Celestial-Blessed Creature Advanced Bestiary, © 2004, Green Ronin Publishing, LLC. Author: Matthew Sernett
Forgotten Foes © 2010 Tricky Owlbear Publishing, Inc.; Authors Mark Gedak and Stefen Styrsky.
Baphomet from the Tome of Horrors Complete © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: ScottGreene, based on original material by Gary Gygax.
Brine Zombie from the Tome of Horrors Complete, © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Greene.
Flagstone Golem from the Tome of Horrors Complete, © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Greene.
Genie, Marid from the Tome of Horrors Complete © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.
Grippli from the Tome of Horrors Complete © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.
Flumph from the Tome of Horrors Complete © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Greene, based on original material by Ian McDowell and Douglas Naismith.
Nereid from the Tome of Horrors Complete © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.
Phycomid from the Tome of Horrors Complete, Copyright 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Greene, based on original material by Gary Gygax.
Russet Mold from the Tome of Horrors Complete, Copyright 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author Scott Greene, based on original material by Gary Gygax.
Ice Ooze from the Monsters of Porphyra, Copyright 2014, Purple Duck Games. Author Mark Gedak.
Anachronistic Adventurers: The Investigator. Copyright 2012, Super Genius Games. Author: Owen K.C. Stephens
101 Special Materials and Power Components Copyright 2012, Steven D. Russell; Author Steven D. Russell
Cover artwork (Feriel) is © 2013 Kerem Beyit, used with permission.
Some artwork is © 2013 Mates Laurentiu, used with permission.
Some artworkis © 2013 Sade, used with permission.
Some artwork is copyright © 2013 Nicholas Cloister, MonstersByEmail.com
Some artwork is © 2012-14 Inkwell Ideas, Artists Adam Schmidt , Bruno Balixa, Carlos "Celurian" Torreblanco, David Rabbitte, Eric Quigley, Malcolm McClinton, Matt Bulahao, Ryan Sumo, Tadas Sidlauskas
Publisher's Choice Quality Stock Art © 2013-14 Rick Hershey/Fat Goblin Games
Some artwork is © October 30, 2013 Scared Dragon Studio, Artist(s) Mateusz Pohl
Some artwork is © 2013 Louis Porter Jr. Inc, Artist Storn Cook
Some artwork is © 2014 Gary Dupuis, used with permission
Some artwork is © 2013 Matt Morrow, used with permission
Some artwork is © 2013 Mark Hyzer, Used with permission
Some artwork is © 2013 Forest Immel, Used with permission
Expanded Rise of the Drow © 2014 AAW GAMES LLC . Authors Jonathan G. Nelson, Stephen Yeardley, Brian Berg, Christina Stiles, Jason Stoffa, Joshua Gullion, Kevin Mickelson, Mike Myler, Owen K.C. Stephens, Thilo Graf , Will Myers

Designation of Product Identity:

Product Identity: The following items are hereby identified as Product Identity, as defined in the Open Game License version 1.0a, Section 1(e), and are not Open Content: All trademarks, registered trademarks, proper names (characters, deities, etc.), dialogue, plots, storylines, locations, characters, artwork, and trade dress. (Elements that have previously been designated as Open Game Content or are in the public domain are not included in this declaration.)

Open Content: Except for material designated as Product Identity (see above), the game mechanics of this Adventureaweek.com, LLP game product are Open Game Content, as defined in the Open Game License version 1.0a Section 1(d). No portion of this work other than the material designated as Open Game Content may be reproduced in any form without written permission.

All Content is Copyright AAW GAMES LLC **2014**

Thanks For Playing!

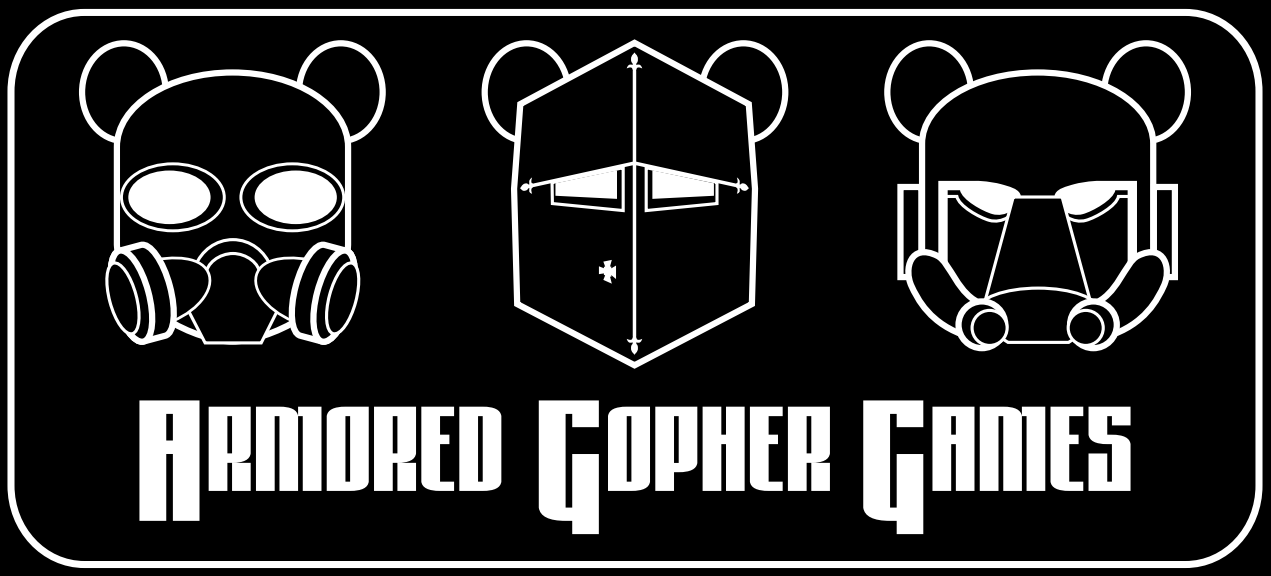
The Rise of the Drow Backers

Thanks to your faith in us you are now reading these words.
Thank you for joining us on this adventure.
May your dice always roll true for you my friends.

Andrew C. Durston
pfworks
pinvendor
Robert Gruver
Lee W. Dowd
Mike Antone
Brad Lansford
Brian Berg
30aut6
AndyP
Nicolas Davila
Mark Orsted
Heather Hoover
Dave Hoover
Glen Blyth
Raelene Rueber
Stuart Hume
Alex Sitarz
Mircea
Benjamin Bravo
Joe Heavymetalcowboy
Lamendola
Pascal Tremblay
Scott Sawyer
Lesser Gnome
Anthony Sanders
Dale Norman Jr.
Stephen Radney-MacFarland
John Diffley
Reg Mc Reynolds
Cyrad
Zach Bertram
Kevin Schantz
Robert Dickerson
Daniel Flood
Gunnar Hogberg
Joseph Higgins
Eric Hindley
Matthew Pittard
Benjamin Drejer
Ben 'Kthulhu' Bullock
Timothy Harman
dgagnon99
Brian Allen
Joe Smith
Wine Guy
Chris Volcheck
Jozef Korček
Amber Leigh
Eric C Smith
Nigel Swan
Rick Blair
Nathan Litton
Dan Rekeweg
Erik Lundbom
Alex Borsch
BTO
Wade
Ivan
John E Raymond
Kyle Kroening
Kevin Mayz
Raarghnarok
Jens Thorup Jensen
Paul S. Enns
Blaiden
Bruce J Rae
Sergio Silvio Herrera Gea
ketwyld
Patrick Mueller-Best
David Jenks
Sébastien Goset
Cj Jones
Aaron Jones
Thomas Hobday
Colin Campbell
Chris Thompson
Ryo Ogawa
Mitchell Christov
Aaron Krebs
Anna Meyer
Felix Laurie von Massenbach
Matthew Shurboff
Rodney Cheek
Bruce Gray
Rik Baker
Rostow
Aaron Fishman
Derek Blakely
Osye Pritchett
Clinton Dodds
Eric Williamson
Scott Sinclair
Zachary Forsythe
F Scott Nessler
Alex Manduley
Blake Inouye
Jani Waara
Dan d'Lyon
Avi Hecht
Alan Edwards
Chris Rigney
Shawn Mason
Imban
Christian Kupper
Jordi Rabionet Hernandez
Thedmstrikes
Mark Cleaver
Hector Hernandez
Cazoo
W Birchler
Olivier LEFEBVRE
Drew Craker
Marc Chretien
Andrew MJ
David Hill
TheJenPage
Tinzien
Birched
C.J. Stott
TeichDragon
Steve Jackson Games
James Lewis
Eric Tillemans
Ed Possing
Issac Kelly
CardiacKangaroo
Kenneth Swanson
Roman Vorwerk
Joseph Scott
Vernon Vincent
Allan MacKenzie-Graham
Jeffrey Bauer
Doug Medesha
Jurg Steiner
Austin Stanley
Patrick Ciraco
Emiliano Marchetti
DeAnna Ferguson
Doug Seipel
Coneking
Anthony Riggs
Jay Watson
John Rudd
Jonathan Salyer
David Cinabro
William Bateman
Dan Derby
Kirtswall
Thomas Clegg
Steven Lord
Jorge Caballero Becerril
Natalya Alyssa Faden
StanClay
Sean Nicol
Leonardo Marques Do Prado
William Walters
Mikael Sandgren Bock
Me
Dr. Mary Crowell
Nick Allen
elorebaen
Ed Kowalczewski
Troy Wells
Andrew Shields
Daniel States
Bullonir
Peter Engebos
Shannon John Clark
Martin Blake
Richard deMorris
meowstef
Chris Piazzo
Christopher Gautrau
Terrell
Redfuji6
Scott Graham
Oliver von Spreckelsen
Josh
Andy Tucker
Nicholas
David Headquist
David Shlafer
Harvey Howell
Gary McBride
Justin Andrew Mason
Haakon Sullivan
Michael Holland
Francois Michel
Billy Mickelson
Aaron
Kelly Missey

Kyle Olson
Mike Chaney
Jeremy Adams
Topher
Pierre
jadeite
Bill Heron
Oliver Volland
Steve Townsend
Jeffrey Palmer
Praeton
David McCartney
Jez Clement
Dave Poppel
Sven Berglowe
Anton Stocker
Geoffrey Ford
Scott Maynard
David campbell
Don
Paul Cook
Jeremy Smith
Bokesliden
DarkWhite
George Anderson
Guy Ladouceur
Paul Ryan
Fermin Saez
Anthony Kapolka
Wayne Kostencki
Christopher G Pope
Laura Lundy
Colin Mancer
Compsci1550
Lithrac
Akimotos
Kennan Ward
Martin St-Laurent
Lisa Kellogg
Rich Helzerman
James Wood
Chris Zank
Jeremy Kear
Otto
Kamos | Exile in Torment
Mike Santangelo
Phill Everson
Sleet
George A Lindner Jr
Paul Goodwin
Landon Bellavia
Karen Lockwood
Harry Balsac
Andrew Cowie
Amanthor
Michael G Townsend
Jay Collins
James Elliott
Ken Gatzemeyer
Brett Easterbrook
Vinciente
Ash Walter
Jason Allen
Basil The Great
Kyle & Lisa
Steve van Weelij
Paul Anderson
Adam Roy
Michael Stehling
Steve Huntsberry
Steve Dodge
Daniel Petersen
Bret Smith
M. Sean Molley
Sean Macdonald
Mark Greene
Chris Hauschild
James Jacobs
Curmudgeonly
Mike Torrey
Konrad Jaschke
Brett Wilson
Kenneth Miller
Rubius
Pat Eadie
Rick Small
rimmep
Jackson Starky
Ed Courtroul
Sam Hillaire
Danulon
Jason Seal
Deane Beman
Michael McSwiney
Kirk McCord
Pouderoux
Joseph Pilkus
Mark Bruce
Mike Cary
Jason Sperber
Andrew Tschoepe
Andrew Taylor
William Staab
Kris
Gilles Plamondon
Richard Ferris
Jacob Blackmon
Tuca
Andreas Lenhart
Todd Blake
Oliver Butzlaff
Random McNasty
Michael Hall
Daniel Buehner
Gordon Duke
dcoda
Alain Neuvens
Lance Kepner
Richard Isaak
Tracer Actual
Brett 1324
Brandon
Mike Ott
Michael Alkema
Alexey Kupriyanov
Kelly Borys
Patrik
Harald Kvangarsnes
marcus
Simon Varley
Steven Luke
Victor Seward
Kirk Foote
Étienne De Sloover
Wayne Clemmer
Mark Doezé
Leon Higley
Nate Swalve
orlean
Gerulas
Christopher Hutcherson
Kellifer
EntropicInertia
Mark Magagna
Alex
Roxanne
JHewett
Don Barnett
Kenneth S. Pettersen
Vinyard Vaughn
Licktoren
Shimapanda
Adam
Creshininbon
Rob Bowes
Kyrie
Erekose
Jerrod Rhoades
Michael Armstrong
Brandon Derezinski
John Cooper
Craig Johnston
Wolfthulhu
Brent
Robert Keller
Some Guy
dianecamper
Bill Sprouse
Michel Lepage
Dirk Vanleeuw
Dwight Davis
Joddie Noblit
John C. Randall
Jeremy Wildie
Kaisar69
Andreas
Bret
Keith Hershey Jr
John Berry
Lasse
Shaun McMahon
Tom
Brian Hoadley
Eric Walchak
Taylor Mackay
DrJohnnyFever
rule-of-three
Jack Gulick
Tero Mäntylä
Nick Adams
thompgc
darksigil
Robert T. Sagris
Jordan Karp
Chris Archer
Aaron Reimer
Garrick Archer
Craig Bode
Alan Beven
Clinton Macgowan
jellybelly
W.W.
Sam Wong
Matthew Wasiak
Steven Danielson
Steven
Jan Egil Bjune
Anna Stafford
Joe Parzanese
Jason Verbitsky
Philippe Daigneault
James
Mourne
arlanni
6mmWar
davrion
Alexandre Lalancette
Antonio Scalise
Jordane Thiboust
Adam Fink
Andrew Parent
Nico Krutzger
Dan Sudkamp
Rodney Hankemeier
Heine Stick
Erich Salvesen
Amy Knotts
ozoli
Pierre Noel
John Esslinger
Michael Willett
Inkwell Ideas
Donald Folds
Travis Leichssenring
Rebekkah Thomas
rectulo
Steven Schopmeyer
AJCarrington
Brian Darnell
robert stevens
Colin Russell
Noble Hays
Mike Jeanette
David W. Bowers
acollins46805
Brian Forester
Rhiannon Rippke-Koch
Adam Roy
Riley Dutton
Carter Lockhart
Dale McCoy, Jr
Teresa Warren
William Shuster
Terry Kaden
Scott LeGros
Paul Burkholder
Eric M
Frank Dyck
George Strayton
Stan Shinn
Ben Mullen
CardsNBoards
Amanda Mickelson
Frog God Games
Shawn
Gifted Vision
Mike


"COME FOR THE ADVENTURES,
STAY FOR THE SETTING"
Adventure
A WEEK.COM
SCORCHED LANDS



Armored Gopher Games

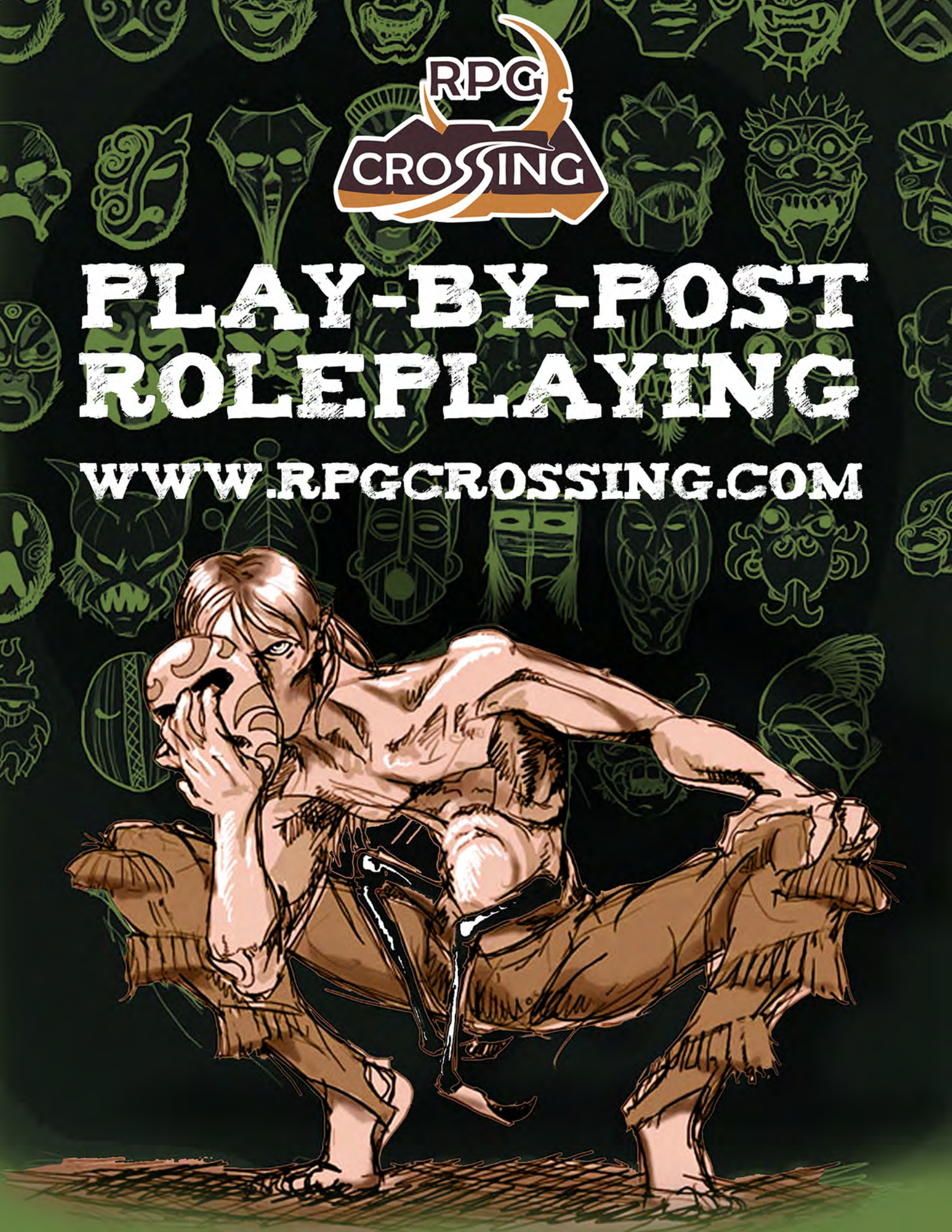
1508-A N. Cunningham Avenue
Northgate Plaza
Urbana, Illinois 61802

http://www.armored-gopher.com
Phone#: (217) 344 - GAME (4263)

"Where Everybody Gets To Play!!!"

Armored Gopher Games is proud to support AdventureAWeek.com in their first major print endeavor, and the Gophers challenge *YOU* to overcome...

THE RISE OF THE DROW


RPG
CROSSING
PLAY-BY-POST
ROLEPLAYING
WWW.RPGCROSSING.COM

Jen Page

actress • model • gamer

Film/TV/Web Series
Fashion Photography
Industry Event Host/Emcee
Product Spokesperson
Voice Work
Character Reference Model



Lead Actor (Xing Xing Fix)
Project London – Feature Film



Co-Lead Actor (Luster)
Dorkness Rising – Feature Film



Co-Lead Actor (Paige)
Chop Socky Boom – Web Series



Supporting Actor (Queen Starling)
Journey Quest – Web Series



Photo by Glen Sayes Photography

Hang out with Jen on **facebook.com/thejenpage**

AvatarArt

DRAWING YOUR IMAGINATION

since 1998

www.avatarart.com









Book of Beasts™
Legendary Foes



Jon Brazer Enterprises

Pathfinder® Roleplaying Game Compatible



"In our lives each of us is captivated and, at times, held prisoner by our *imaginations*. Inspired, we journey forth from the mundane into the *world beyond* with this *Podcast*."

The international cast of the **Death d4 Dishonor Podcast** invites you to come along on our adventures which use a heavily modified **4th Edition Dungeons & Dragons** house-rules system.

Each week our Dungeon Master and storyteller, Tinzien, **spins a story from scratch.** The cast then assembles this into a vehicle for the word **epic** featuring a brand of humor and camaradrie which blends a **virtual platform** and a traditional **table-top gaming** experience.

Listen now to over 100 excellent episodes at:

http://www.deathd4dishonor.com

Death d4 Dishonor


COMING SOON!
Aventyr
CAMPAIGN SETTING
Bestiary
PSIONICS
UNLEASHED
COMPATIBLE
Adventure
A WEEK.COM
PATHFINDER
ROLEPLAYING GAME COMPATIBLE

MUNCHKIN®
DELUXE



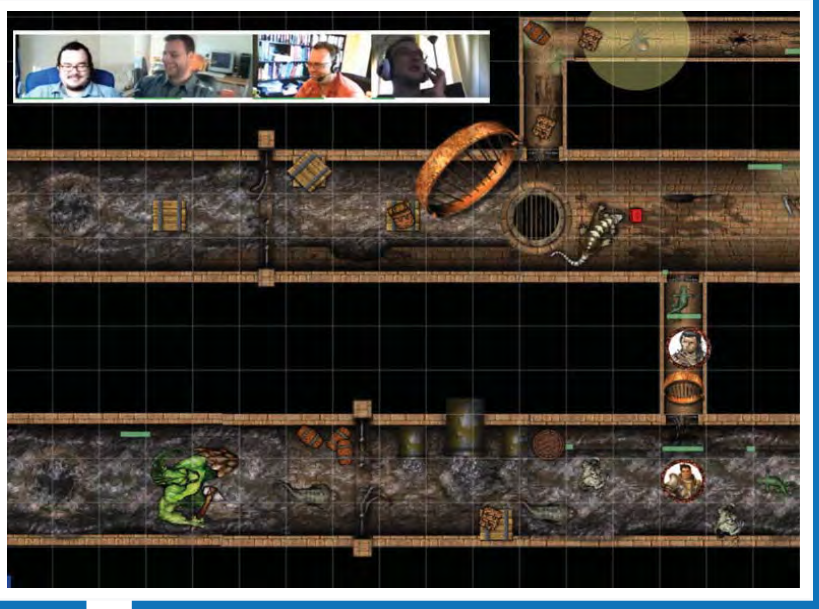
Compete with your friends to kill monsters and grab magic items. Wear the **Horny Helmet** and the **Boots of Butt-Kicking.** Wield the **Staff of Napalm** . . . or maybe the **Chainsaw of Bloody Dismemberment.** Start by slaughtering the **Potted Plant** and the **Drooling Slime,** and work your way up to the **Plutonium Dragon** . . .

STEVE JACKSON GAMES

www.worldofmunchkin.com

Roll20
Virtual Tabletop

GET THE OLD CREW BACK TOGETHER.



Simple, versatile, and free to use.

Access and edit your campaigns from anywhere.

20

Browser based. System agnostic. Roll20.net

© Orr Group LLC.



JEFF WARREN

STATE FARM INSURANCE AGENCY

www.jeffwarrenagency.com

8429 Falls Ave SE , Snoqualmie, Washington 98065
425-396-1055 Office 425-396-1065 Fax

StateFarm™

The Original Actual Play RPG Podcast



10+ Contributing Groups

800+ Actual Play RPG Recordings

Over 30 different RPG Systems Recorded

www.RPGMP3.com

Dungeon ON!

RPG MP3



Rise of the Drow

If absolute power corrupts absolutely, Matron Maelora best beware; her plans for total domination of the Underworld are close to satisfactory completion, while attacks on the Upperworld have become increasingly successful. The other power-hungry drow families of Holoth may despise her but they know a true leader when they see one, and House Gullion has been revealed as the path to glory. With the entire Underworld in chaos and the Spider Goddess regularly communing with her chosen Matron, far greater dreams than mere regional conquest are within the grasp of the drow as Maelora prepares a grand dark elf army for victory! With mystical allies in place, other Underworld races beneath her heel or cowering behind fortified walls, and every drow ready to play their part when she gives the word, it is time for the PCs to make their move against the evil Matron Maelora and her increasing dominance, but how will they go about it? Can they ensure their own success when an entire city is standing against them? It is time for them to halt the Rise of the Drow!

$99.99
ISBN 978-0-9899736-0-1
59999>
9 780989 973601