Mests of Doom A

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GENERAL RESOURCES

Swords & Wizardry Complete ^{s&w} The Tome of Horrors Complete ^{PF, S&W} Tome of Horrors 4 ^{PF, S&W} Tome of Adventure Design Monstrosities ^{s&w} Bill Webb's Book of Dirty Tricks Razor Coast: Fire as She Bears ^{PF} Book of Lost Spells ^{5e, PF} Fifth Edition Foes ^{5e} The Tome of Blighted Horrors ^{5e, PF, S&W} Book of Alchemy* ^{5e, PF, S&W}

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QUESTS OF DOOM

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PERILOUS VISTAS

Dead Man's Chest (pdf only) ^{PF} Dunes of Desolation ^{PF} Fields of Blood ^{PF} Mountains of Madness ^{PF} Marshes of Malice ^{PF}

* (forthcoming from Frog God Games)

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Dightstone Keep

Nightstone Keep is a location-based *Pathfinder* adventure for characters of 5th to 8th level, centered on a ruined, long-disused stone keep in a temperate wild forest area (possibly not far off a caravan road or forest trail). If you are using the **Lost Lands** campaign setting, Nightstone Keep is located in the northeastern extent of the Unclaimed Lands where they extend between the southern reaches of the Forest Kingdoms and the Glimmrill Run. The Unclaimed Lands are detailed in *LL5: Borderland Provinces* by **Frog God Games**.

Aside from the initial carrion graw encounter, and any forest encounters or scuttling oversized spiders the Game Master wishes to add for cosmetic interest as player characters cautiously explore the ruins, this is a foray into a plant colony. PCs encounter and fight various plant creatures spawned and controlled by their parent araunglyd, a gigantic sentient fungus wrapped around the main treasure of the adventure: a *gem of vitality*. This magic item is powering growth of the araunglyd, so the giant fungus wants to keep it.

The GM should seed the adventure by having several NPC encounters (at inns, taverns, shops, or firesides in wayside peddlers' camps) in which the PCs are told lurid tales of the various battles and lost treasures and rumored hauntings of "ruined Nightstone Keep" and how it got to its present state, a history summarized hereafter.

Adventure Background

Nightstone Keep is a stoutly built stone stronghold atop extensive cellars stores and an extensive armory. Legend holds that the keep was built more than two centuries ago by Arhel Roodhond — "King Redhand" — a self-styled local ruler.

Redhand was a successful mercenary warrior and adventurer who made his fortune slaying dragons. He brought home a long caravan of wagons groaning under the weight of coins and gems and built Nightstone to be the seat of his new realm.

The farming fieldom of Roodhondyn flourished while its founder lived but was torn by civil strife when the Redhand died at a ripe old age. Factions led by his hot-tempered, young second queen, his three grown sons, and his lord marshal of the guard in the name of Redhand's oldest child (the Lady Ismrelle) all drew swords and fought for the Redhand's throne. Soon, the contested throne was black with blood. When the struggle finally ended, Queen Ismrelle was a scarred wreck attended by a handful of faithful retainers on a lone farm near Nightstone Keep. The forest had taken over all of the deserted farms that now stood in what had once been Roodhondyn for everyone else was slain or fled. Then, the sickness came. A brown, fuzzy growth crept along the walls, ceilings and finally the floors of the keep's cellars, making folk cough and choke, leaving them ultimately unable to draw deep breaths. They ended their days as feeble shufflers.

In the end, Ismrelle and her few attendants packed a last wagon and departed for lands to the south, abandoning Nightstone to bandits, roaming beasts, and the elements. The bravest woodcutters and foresters explored the keep from time to time, finding large caches of coins and keeping alive the rumors of huge dragon riches still to be found, but no one tried to live in the keep.

These days, locals warn of giant birds that swoop from atop Nightstone's crumbling ramparts, snatching up and carrying off victims, so that now no one goes near it. Those still alive who have explored the keep say the ruins aren't safe and that nothing worth taking is left aboveground save the stones.

Nightstone Keep

From a distance, the ruined keep looks like a stout, square black shaft rising out of trees and clinging vines, with crumbling crenellations featuring sharply pointed merlons that look like cracked and missing teeth. This unlovely tower is 80 feet square and roughly 120 feet tall. Its ground floor is windowless, with three floors above.

The vines are widespread but won't support the weight of even a child; they break off and crumple to the ground if any climber mounts them. None of the tree branches reaching close to the keep walls is large enough to support human weight; they bend and then crack and dangle in splintered ruin if any PC seeks to use them to reach windows or higher points on the keep's walls. The walls themselves are deep black and polished smooth, even after the passage of so many years, and can't be climbed.

The keep's once-stout wooden doors collapsed into ruin long ago, and lie in spongy rotten heaps on either side of the opened entrance. There's a second open doorway on the facing wall of the keep that leads into a stone-walled, flagstone courtyard where wooden stable buildings long ago collapsed and vanished under the onslaught of trees, bushes, and vines.

The way between both doors is a curving route, because squarely in the center of the keep, blocking the direct way, is a massive central pillar of fitted stone blocks.

Death from the Skies

A mated pair of **carrion graw** nesting atop the keep see any PC approaching. The graw can't immediately be seen from below, as they lie on its roof with wings spread and heads down, peering out through the gaps where merlons have fallen away. The graws will swoop to attack as soon as any PC moves into the open.

Though they attack fearlessly, heedless of damage, the graw are neither stupid nor suicidal. A graw will fly away if it takes more than half of its hit points in damage, but may lurk nearby and attack again later as the PCs leave.

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CR 3

CARRION GRAW (2) XP 800 hp 28 (Appendix)

The graw will attack with their beaks, but will attempt to grab any PCs in heavy armor, or bearing weapons. Grabbed PCs will either be dropped, taking 1d6 points of damage for each 10 feet fallen (see *Pathfinder Roleplaying Game*, "Environment, falling"), or be dropped upon the spiked merlons of the keep. As described under the graw monster entry below, PCs dropped on the spikes must make DC 18 Reflex saves or take 3d8 points of damage and be impaled. Impaled creatures are considered Helpless and must make a DC 20 Escape Artist or Reflex save to free themselves. Once free, the PCs can move onto the roof of the keep.

If a graw is damaged by an attack while carrying PCs, it drops its target down the hole in the courtyard adjacent to the keep. The hole opens into the araunglyd-coated Main Cellar below, inflicting 10d6 points of falling damage. They toss the bones of past meals into the same pit.

Inside Nightstone

The reason for the keep's name is obvious — it is fashioned of closely fitted, massive blocks of hard black volcanic stone mortared with a mud, lime, and salt solution scorched with fire to fuse the mortar and create a seamless surface. A typical block is 2 feet wide and high, and 4 feet long, and is heavy enough to take two strong humans to shift, and three to lift and carry. The walls are very solid.

Ground Floor

The western half of this vast open room (its stone ceiling is 50 feet high) is given over to the curving wagon-way between the two large doors, a way that bends around the central stone block pillar. On this level of the keep only, the stone stairs upward do not wind around the pillar; they climb around the inside of the east wall, up to the feasting hall above. Under their loftier reaches, there's a hole in the ground floor where a smooth, wide, and not very steep stone ramp descends into the Main Cellar, underground. Nothing much is left of the stout wooden trestle tables and benches that formerly furnished this level. These rotted into the ground long ago, to be replaced by now-shriveled toadstools and creeper vines. (It takes some time to rake through this refuse, but nothing of value is found except a lone, long-lost copper coin, a Suilleyn copper spoke.)

Feasting Hall

The keep's central stone support pillar, and the stone-block stair that ascends around it, dominate this large open room. The tables and benches

Unstable Floors

The keep's floors are far less sturdy than its walls. Floors above the ground level are made of flagstones laid atop boards resting upon once-stout timbers thrust into cavities in the keep walls, and running to rest on cross-beams supported by a central stone-block pillar (around which the keep's central stone-block stair spirals).

Unfortunately, the cross-beams are rotten and may collapse if combat occurs on them, if they are subject to heavy loads or shock, or if they are damaged by magic or area-effect weapons. A DC 20 Knowledge (engineering) check will reveal the floor's instability, allowing the party to learn what will cause a collapse and allow them to take precautions.

If the floor does collapse for any reason, it falls in 10-foot squares (or more at the GM's discretion). Any creatures in the affected area must make DC 18 Reflex saves. Failure results in the creature falling through the floor to the level below. The ceilings of all the chambers in the keep are 20 feet high, causing 2d6 points of falling damage to any creatures who come through the ceiling. Any creatures that fall through onto any floor besides the ground floor must make another DC 18 Reflex save or cause another collapse, then another, until the falling creature finally strikes the ground floor. The collapse of course creates a 10-foot hole in the floor of the chamber, and in the ceiling of the chamber immediately below.

that formerly filled the rest of the room (with a "high table" surrounded by six magnificent high-backed chairs, the grandest two at either end of the table) are all now mere rotten traces on the floor. Nothing of value is here.

Throne Room

The keep's central stone support pillar, and the stone-block stair that ascends around it, dominates this big, open room. Centered along the east wall is the feature that was intended to dominate the room: a tall, narrow stone throne blackened with old bloodstains that stands at a lean, facing west down the room but listing to the south. The floor underneath its southern side hasn't collapsed yet, but is well on the way to doing so thanks to earlier adventurers pulling out some stones under the throne in search of hidden treasure. A DC 18 Knowledge (engineering) check will reveal that the floor is even more unstable than the rest of the keep. If any party members enters the unstable area there is a 70% chance of collapse. Anything of value in this room has been long since taken.

Royal Chambers

This floor is the only level of the keep divided into rooms. Stone walls box in the stair around the central pillar so climbers can't see into the rooms around. The stair landing is part of this central room. A door — now sagging open, well on its way to collapse and easily broken through separates it from a receiving room running the length of the southern wall of this floor. The Receiving Room holds two long toadstool beds along the south wall that are home to slithering, hissing snakes and scuttling spiders. These creatures are harmless. The toadstool patches were once long, overstuffed couches, but long ago sagged to the floor and rotted to become rectangular festering lumps. Three candle-wheel lanterns spaced down the room hang on rusty chains from the ceiling.

Two once-grand but now spongy-rotten closed doors open off the north walls of this room. The one to the west of the central stair gives into a Robing Room (wardrobe) that now contains racks of hanging black tatters of decay and stools that disintegrate if sat on. The chamber is home to many dead, shriveled-up spiders the size of human heads. The door to the east of the central stair opens into the royal bedchamber.

When the bedchamber is entered, no matter what the PCs do, a trap springs: an array of rusty sword blades plummets from the ceiling on a chain to slam down to the floor inside the door, filling the entire 10-footsquare area there. Luckily for the PCs, the blades, grid, and chain are all on the verge of disintegrating, and fly apart in a cloud of dust and rust flakes upon impact, doing no damage but possibly, at the GM's discretion, triggering a floor collapse. The door faces the ruins of a huge and once very grand four-poster bed that now lies in rotten collapse atop a crushed human skeleton (an unfortunate adventurer killed by the falling bed when it collapsed atop her as she was crawling under the bed to reach a coffer behind a chamber pot). Two skeletal legs, still clad in a few scraps of leather that were once boots, protrude from under the foot of the bed.

Quite useful and still sturdy, the chamber pot miraculously survived uncrushed, and is a human-head-sized brass pot with two handles and a rim "seat" cast of solid brass, worth at most 25sp. The coffer was roughly chopped open by a subsequent searcher and whatever it held carried off.

Battlements

The stair up to the keep's roof once ended in a wooden trapdoor sheltered by a wooden-hood "weather shed" that kept rain and snow at bay, but both trapdoor and hood are now crumbling husks. The carrion graw haven't disturbed either, but have covered the rest of the roof with their foul-smelling white droppings, and small bones from meals that began as creatures smaller than human size.

A human-waist-deep tangle of branches and twigs that serve the carrion graw as a nest cover the east end of the roof. Clambering around atop this is a slow struggle. Many of the pointed, fanglike merlons of the keep's crenellations have broken off and fallen, but those that remain are quite sturdy. PCs can use them to anchor ropes and climb down without them cracking and giving way — though climbing down the outside of the keep while either of the carrion graw can still fly is suicidal. The carrion graw delight in attacking such exposed targets.

Anyone falling from the keep's roof to the ground takes 12d6 points of falling damage. If the PC instead falls through the existing hole in the courtyard to the floor of the Main Cellar, the landing instead does 14d6 points of falling damage.

The Keep Courtyard

This overgrown, desolate unroofed area has a flagstone surface that has heaved upward in some places due to winter frost and tree roots in other seasons, and is missing — revealing dark holes down into depths below (the Main Cellar) — in others. Its rambling curtain wall isn't as black as the keep tower, and is in far worse repair. Trees have forced open several gaps, and in other places, the wall slumps over into untidy heaps of stone blocks.

Interior wedge buttresses located at intervals around the inside of the curtain wall also seem to have collapsed. If examined more closely, it can be seen that they all incorporate stone chimneys connecting to underground areas in the Main Cellar beneath. Vandals in search of treasure pulled the stones from these shafts, causing the chimneys to either fall out into the courtyard, or to fall in, collapsing down into themselves and choking off the chimney shafts. Dead, gnarled trees thrust up through some of the "fallen out" chimney gaps, their bare branches reaching for the sky like the finger bones of a giant skeletal hands.

PC movement around the courtyard, especially near any of the existing holes, may well cause collapses (using the same collapse rules as the main keep), as more of the flagstone courtyard floor gives way and crashes down to the floor of the underlying Main Cellar (30% chance in most places, but 50% chance within 10 feet of any existing hole). The courtyard floor is 4 feet thick, and the cellar room is 16 feet high, so a collapse deals any falling PC 2d6 points of damage.

There are five giant-mushroom-like **glaur pods** standing in the courtyard, clustered around a huge stone treasure chest.

Two of the pods have intact, spread-eagled human skeletons (off which the pods absorbed all the flesh and tissue) stuck to their outsides.

GLAUR POD (5) XP 800 hp 28 (Appendix)





Fourth Floor: Royal Chambers



Nightstone Keep Upper levels

The oversized "treasure chest" (a tall stone box with massive stone handles on either end, and a dome-topped lid) is actually a collective burial coffin for multiple people (the dead royals of Roodhondyn). It contains their tangled, intermingled bones and no treasure. The lingering remnants of a failing preservative spell cause some of the bones to levitate and move together in midair as one skeleton tries to reassemble itself in an upright stance, shedding bones that aren't part of it. But none of the five skeletons crammed into the coffin is undead, and if the standing skeleton isn't disturbed, the magic fades and it silently drifts downward back into a heap of bones again.

Fifth Floor: Battlements



Nightstone Below Main Cellar

This large, irregular subterranean space has stone-block walls and 16-foot-high vaulted ceilings, but a floor of smooth solid bedrock. The air is dry rather than damp thanks to the ongoing moisture absorption of the fuzzy brown coating that is inches thick across the walls, floor, and ceiling — the "net" of araunglyd. The smell here is like very faint burnt toast (the smell of the araunglyd) rather than the more usual scent of earth or stone. All subterranean areas leading off the Main Cellar were carved out of solid rock, so their walls are relatively smooth stone, not stone blocks.

This cellar underlies the keep and part of the courtyard immediately west of it. There is a hole in its ceiling where a collapse occurred in the courtyard, flagstones and earth plummeting in the past to litter the floor after a latticework of timbers that held up the flagstones rotted (eaten by the expanding araunglyd).

PC activities may cause other collapses to occur precipitously (effects as described in the "Inside Nightstone" and "Keep Courtyard" sections).

The stone ramp descends into the Main Cellar from the ground floor of the keep, into a large open area. Around the walls of the room stand the stone benches and fire-blackened but long-cold hearths of the keep kitchen. Above the hearths are collapsed chimneys that formed part of the buttresses of the courtyard wall.

The "net" coating the walls, floor, and ceiling of the Main Cellar is a layer of fuzzy brown fungus, a carpet composed of star-radiating threads of mycelium emitted by the parent araunglyd. It now serves as a sensory net (through this extension, the main fungus can sense vibrations, see, smell, and hear).

Non-fire damage to the net in the Main Cellar, North Pantry, and South Pantry doesn't harm the parent araunglyd. If set aflame, the net melts away very slowly, producing thick, opaque purplish-brownish-white and evilsmelling ("like wet unwashed puppy stink") smoke that does a breathing creature 1 point of damage per round of inhalation (no saving throw).

PCs can't stop the burning except by dousing it with water, urine, or wine, or by cutting and scraping channels through the net so the burning part consumes up to the edge of the channel and then dies away rather than continuing on to burn the rest.



If the burning continues, and reaches the Deep Cavern, the parent araunglyd eventually suffers 3d4 points of fire damage per round. However, if the PCs don't take fire directly to the Deep Cavern, but leave the net to burn, the parent araunglyd is perfectly capable of sundering itself and withdrawing from the burning mass to let the fire "burn out" without extending farther. It can and does this repeatedly if necessary, and directs its spawn to concentrate attacks on the specific sources of fire attacks (i.e. particular PCs).

Three glaur pods stand like giant mushrooms in widely separated spots in the main cellar. They do nothing unless attacked.

GLAUR POD (3) XP 800

CR 3

hp 28 (Appendix)

The Tentacle-Spider

On the ceiling of the Main Cellar, in the extreme northwestern corner but reaching out with its tentacles for 30 feet in all directions, is the dead, desiccated husk of a gigantic dead tentacle-spider of some sort. Its tentacles are suspended from the ceiling by rather elastic threads of mycelium that the parent araunglyd can extend and retract at will, to make the tentacles ripple and writhe, seeming to "crawl" along the ceiling toward the intruding PCs. The main body of the spider is similarly suspended, so the entire creature can move slowly forward as if responding to the presence of the PCs. Detecting the spider as fake is difficult, requiring a DC 24 Perception check.

The araunglyd is able to control this corpse like a marionette to try to scare off numerous or formidable foes — or in the case of groups of humans likely to unleash magic to "draw their fire." The tentacle-spider corpse is very light (not much more than dust) and won't even burn readily; if it falls on PCs, it may hamper their vision and movement for a round or two, but does no other damage.

North Pantry

This cavern was stripped of useful contents before Queen Ismrelle fled; just one large split and leaking wooden ale cask was left behind in its cradles. It's now a sad, rotting ruin. But behind its wreckage lurks a flight of **12 speartongues**. They dart up into the air in a dozen different directions, scattering, before all turning and racing to attack PCs, forming four trios, so 3 speartongues assault a single target at a time. The speartongues are under orders to concentrate on anyone using magic first, then anyone making use of fire (open flame, then any light source), then anyone using missile weapons. They fight to the death, pursuing until destroyed or all intruders are dead.

SPEARTONGUE (12) XP 600 hp 14 (Appendix) CR 2

South Pantry

This cavern contains a neat row of seven sealed, 50-gallon wooden barrels standing on end, their widest hoops just touching. The moment any intruder enters the room, **3 speartongues** soar up from behind the barrels and swoop to the attack (fighting to the death). The **tendriled maw** then thrusts through the center of the row, sending heavy, spoiled-alefilled barrels rolling in all directions. PCs can avoid them with a DC 16 Reflex saving throw; a PC struck by a barrel takes 3d4 points of damage. The tendriled maw moves as quickly as it can to the lone entrance to the room, trying to get to that entrance and block it as it turns to fight any PCs in the cavern. The maw also fights to the death.

SPEARTONGUE (3) XP 600 hp 14 (Appendix)

TENDRILED MAW XP 1200 hp 33 (Appendix) CR 2

CR 4



CR4

Long Passage

A glaur guardian hovers 60 feet down this passage. It slowly advance to meet and fight any intruders (other spawn of the araunglyd aren't "intruders"). Forty feet beyond is a second glaur guardian that follows the first and joins in any fray. These guardians fight to the death in the passage, but won't leave it; PCs who retreat out of the passage or who reach the Armory, Oubliette, or the Wine Cellar are left alone, though the guardians watch them and attack anew should they re-enter the passage.

The passage ends in an oval chamber dominated by the stone statue of a human in plate armor, wearing a helm and gauntlets, who stands with his left hand upraised in greeting, and his right hand on the hilt of his scabbarded broadsword. The brown fuzzy "net" of the araunglyd entirely covers this likeness of King Redhand. Hiding behind it is a **tendriled maw** that lashes out at anyone approaching the statue, and thereafter emerges to fight to the death.

GLAUR GUARDIAN (2)	CR 5
XP 1600	
hp 39 (Appendix)	

TENDRILED MAW XP 1200

hp 33 (Appendix)

Three archways open off this chamber: from the viewpoint of someone proceeding along the passage from the Main Cellar, the archway on the left opens into the Armory, the archway in the center opens into the Oubliette, and the archway on the right opens into the Wine Cellar.

The stone statue of King Redhand has a head that unscrews to reveal a storage hollow inside its torso (DC 24 Perception check to locate). A decaying canvas sack was thrust into this hiding place and contains 148 gp.

The Armory

This small chamber was emptied long ago of everything of value. What remains are spongy-rotten wooden racks all around the walls that once held multiple spears, swords, and quivers of arrows or crossbow bolts. In the center of the room lie two tilted rectangular piles of ruin that are the remnants of central tables where daggers, shields, and helms once lay, oiled and ready. These and the walls, floor, and ceiling are all overgrown with the fuzzy brown net of the araunglyd — and fist-sized brown spores (fuzzy brown balls with spikes sticking out of them in all directions) drift lazily in midair in this room. They are harmless, but the araunglyd senses if any are moved or damaged, and readies its defenders and traps.

If PCs rake through the overgrown wrack on the floor, they find dozens of scurrying, harmless copper-hued beetles, both tiny and the size of an adult human palm, and three rusty links (hammered-flat iron rings, now orange-brown and crumbling) of chainmail.

Oubliette

Here, the net of araunglyd is particularly thick, for it fed on years of grease, dead pets, and human waste that had been tossed over the waisthigh stone wall that crosses this room, into the pit beyond. This refuse disposal is an irregularly walled natural hole down into the depths of the earth (GMs wishing to expand this adventure could connect it to deeper caverns beyond), but the human inhabitants of Nightstone Keep never cared to explore it.

The araunglyd entered the ruined keep up the walls of this natural underground cavity. Now, **3 tendriled maws** lie hidden on the pit side of the wall, clinging to the stone verges of the shaft. They fling their tentacles up over the wall to lash out hungrily at any intruder.

The maws fight aggressively until reduced to 6 hit points or fewer, whereupon they'll tug themselves to where they'll topple down the hole, and fall out of sight (presumably to recuperate below, or perish and be absorbed by the araunglyd). CR 5

TENDRILED MAW (3) XP 1200 hp 33 (Appendix)

Any PC flung into the shaft by the maws falls 60 feet onto a stone ledge, taking 6d6 points of falling damage. The walls are slick with araunglyd; any PC trying to climb out without the aid of comrades letting down ropes must make three DC 22 Athletics checks to climb out of the shaft. Failure indicates that the character has fallen, taking an additional 2d6 points of damage and forcing the character to start over again.

The Wine Cellar

This cavern once stored many rundlets (small kegs) of wine to slake the thirsts of the Roodhonds, but they were all taken away, either when Queen Ismrelle abandoned Nightstone or by brave foragers since. Only the stone niche shelves that stored the kegs and kept them cool remain (around every part of the cavern except a stretch of its eastern wall), and they are thickly coated in the brown fuzz of the araunglyd.

A glaur guardian floats in this cavern, centered in front of the east wall and about 10 feet out from it. It guards that section of east wall. It watches PCs who investigate the shelving, but does nothing. However, it fights any who try to get past it to reach what it is guarding: a natural spring of clear, potable water that trickles out of the east wall near the ceiling, into a carved-out stone basin, then drains away into the depths of the earth. The basin cut out of the floor was enlarged until the seepage rate out of the floor exactly kept pace with the flow of the spring, so the basin is always full. Almost 20 rotten wooden buckets stand on the floor here adjacent to the basin. They were once used to ferry water wherever it was needed in Nightstone, but have long since moldered, abandoned.

GLAUR GUARDIAN CR 5 XP 1600 hp 39 (Appendix)

A plain, unlocked wooden door set in a frame is on the east wall beside the spring.

If PCs open it, they discover that the door is concealing (and controlling access to) a natural rent or fissure in the stone wall where the Wine Cellar cavern was naturally connected to deeper caverns beneath the earth. From the Wine Cellar, the way leads on (via a damp, sloping natural passageway).

Descending Passage

Sixty feet from the Wine Cellar, the rough-walled natural passage descends about 10 feet, and crosses a fault in the rock, a four-inch-wide crack crossing the passage. The ceiling of the passage fell away along the fault long ago. Someone subsequently cleared away the rubble, so that what is left now is a four-inch-wide crack crossing the passage floor and in either wall — and a half-conical cavity in the passage ceiling, its "straight" wall being the deeper side of the fault (the direction the passage is descending, away from the Wine Cellar). This cavity is 20 feet high and only inches wide at its top, but down where it meets the passage ceiling, it is 20 feet across, which is plenty of room for a **glaur guardian** to hover here, up in the half-cone above the passage, waiting to attack intruders in the passage beneath it.

GLAUR GUARDIAN XP 1600 hp 39 (Appendix)

Upper Cavern

Forty feet deeper than its floor at the cleft, the Descending Passage opens out into this large, irregularly shaped natural cavern. The rock is limestone, and the floors and ceiling are hundreds of long, slender, fanglike stalactites and stalagmites. The thick, brown fuzziness of the



araunglyd coats all of them.

In the many clefts among the stony fangs lurk **20 speartongues**. They remain motionless, looking like tiny stalactites among all the real ones, until the foremost intruding PCs are near the center of the chamber (unless only one PC ventures forward to explore; in that case, they'll wait until two or more have passed the midpoint of the cavern).

All then dart down to attack in unison, swarming intruding PCs from all sides, and fighting until they or all intruders are destroyed (they pursue retreating PCs all the way to the surface and beyond, if need be).

SPEARTONGUE (20) XP 600

CR 2

hp 14 (Appendix)

In some places, the araunglyd arranged its net in a double layer, so intruders who enter the wrong area and disturb the mycelium threads hidden in the brown carpet beneath their feet trigger a fall of thick, clinging fungus in which fragments embedded with pieces of broken stalactites. Creatures caught in this net must make DC 15 Reflex saves or be blinded and pinned. Each round trapped creatures must make DC 12 Fortitude saves or take 2d4 points of damage from the searing effect of the aurunglyd's dust. On a success, the trapped creature takes half damage. At the end of their rounds, trapped creature can make DC 12 Strength checks to free themselves. Untrapped creatures can clear a 5-foot square of fungus each round.

The araunglyd coats dead, immobilized or trapped creatures in its net, and slowly (over a period of days) drains their bodily fluids, causing them to end up as shriveled empty skin over bones, and then just bones.

In other places in this cavern, the floor falls away in deep cavities, but the araunglyd has spread itself to cover these pits — and even shaped false up-jutting stalagmites of itself (DC 15 Perception check to detect that something is amiss). Any intruder stepping into these areas of the everpresent brown fuzzy carpet of fungus must make a DC 18 Reflex save or fall through the fuzzy brown fungal carpet into the pit — the bottom of which is furnished with natural stalagmite "spikes" — so they'll suffer 2d10 points of falling damage plus 2d10 points of damage from the spikes.

From the Upper Cavern, a narrow, winding passage descends steeply into the Deep Cavern.

The Deep Cavern

This cave lacks stalactites and stalagmites. It does have several pits in the floor, but these are hidden under the brown fuzzy net (see "Sucking Pits," below.) The main **araunglyd** thickly carpets everything here — walls, floor, and ceiling — up to 4 feet in depth, for this is its main body.

In the center of the cavern is a natural pool of upwelling water that the araunglyd absorbs as it needs moisture, providing it with Fire Resistance 10.

The araunglyd fights to the death, extending pseudopods from the ceiling and floor behind PCs for its initial slam attacks and trying to propel PCs into each other to hamper spellcasting and weapon use. It fills the air with swirling spores, giving itself concealment, and ripples itself underfoot constantly, forcing PCs who are not standing on bedrock to make DC 20 Reflex saves each round or fall prone.

ARAUNGLYD XP 102,400 hp 210 (Appendix)

If the PCs do not threaten the araunglyd with fire or lightning, it manages to spontaneously spawn a **glaur guardian** in the sixth round of combat, and another **glaur guardian** in the twelfth (spawning doesn't sacrifice any of the main araunglyd body's hit point count, because it's been calling on the gem to power growth of these spawn within it).

Sucking Pits: The araunglyd conceals four pits in the cavern floor. Whenever a PC steps into one, the araunglyd surges up around him like a fist and yanks the PC down. The PC must succeed on a DC 25 Reflex save to avoid the attack. On failure, the target is engulfed.

The araunglyd also uses its decoy ability to lure PCs toward the sucking pits and to spread them apart so they can be attacked separately and overwhelmed.

Gem of Vitality

MINOR ARTEFACT: GEM OF VITALITY Aura strong conjuration; CL 20th Slot none; Weight 60 lb.

DESCRIPTION

This human-head-sized, trillion cut gem emits a soft white radiance that pulses with a slow, steady rhythm. Upon direct contact with living matter it restores 1d4+3 lost hit points every round. The gem can also cure blindness and deafness 3/day, but only after 1d4+1 rounds of contact. In addition, the gem will cure disease 1/day after 1d8+1 rounds of contact, and 1/ year it can raise dead if left in contact with a dead creature for 5d20 days. As it is large and weighs 60 pounds, it can only be carried with difficulty. Even with a harness or other carrying device, the gem inflicts a –1 penalty to all attack rolls and Dexterity-based skills. This is in addition to any encumbrance penalties.

DESTRUCTION

The gem of vitality is Hardness 15 and has 200 hit points. It can't be harmed by heat or flame, cold, or electricity, and it takes only 1 point of damage from bludgeoning weapons. The gem also regenerates 2 hp of damage each round.

The araunglyd keeps the part of itself that's firmly wrapped around the *gem of vitality* submerged in the pool. Only after it is reduced to half of its total hit points will it be thinned enough that the glow of the gem becomes visible, glimmering up through the water (DC 15 Perception). This particular *gem of vitality* is mounted in a silver-alloy-coated harness of steel that holds it securely without gripping it hard, in a cage that has multiple rings built into its frame through which chain "straps" have been threaded (and bolted, to prevent them being pulled out of the rings). It can be worn by a human on chest or back, or strapped to them as they lie wounded on the ground or in a bed or litter.

The araunglyd is wrapped around the *gem of vitality*, and is drawing on its magic to grow and expand itself, so it has no intention of surrendering the magic stone.

The araunglyd can regenerate, and learns from its experiences. If it's sorely wounded by an initial battle against adventurers and thinks survivors may soon return with reinforcements, it raises barriers, increases traps, and retreats behind layers of its own guardian spawn. However, it will not abandon the caverns beneath Nightstone, for it considers them an ideal lair.

If at any point a PC is engulfed but gets free, or falls asleep in contact with any part of the araunglyd net, the GM may elect to have a few stealthy spores of araunglyd creep into the PC's ears and be carried along inside his body. It is expelled with human waste when it is in a locale it desires to spawn new colonies of itself. So traveling PCs can unwittingly spread scores of future foes to fight — foes that expand and grow remembering them, and planning for their doom.

CR 17



Appendix A: New Creatures and NPCs

Aurunglyd

Aurunglyd

CR 17

XP 102,400 NE Gargantuan Plant Init +0; Senses Low-Light Vision, Darkvision 120ft; Perception +29

AC 26, touch 6, flat-footed 26 (-4 size, +20 natural) hp 210 (20d8+120); Regeneration 10 Fort +19, Ref +6, Will +11 Immune mind-affecting effects

Speed 10 ft. Melee 6 slams +19 (2d6+7) plus grab Space 20 ft.; Reach 20 ft. Special Attacks Engulf (DC 27, 2d6 acid)

Str 24, Dex 10, Con 20, Int 11, Wis 16, Cha 8 Base Atk +15; CMB +26; CMD 36 Feats Endurance, Great Fortitude, Iron Will, Multiattack, Skill Focus (Perception), Toughness, Weapon Focus (slam) Skills Perception +29, Stealth +23 Languages Common SQ Plant Traits

Camouflage (Ex) If it remains still, an araunglyd can change its color to resemble surrounding terrain. In this state, it is very difficult to see and a DC 30 Perception check is required to detect the araunglyd's presence.

Decoy (Ex) An araunglyd can thrust up bits of itself and shape them to resemble figures trapped in its net. These bits can move and gesture, looking like individuals covered in a carpet of shaggy brown and struggling to get free. These decoys are difficult to detect (DC 24 Perception to detect that they are fake), and an araunglyd can use them to separate groups of foes or draw enemies close to attempt "rescue." PCs that try to reach out and save decoys are automatically hit by an araunglyd slam attack.

Engulf (Ex) An aurunglyd can attempt to engulf creatures that it has successfully grabbed. Grabbed creatures can attempt a DC 27 Reflex save to avoid being engulfed. On a success, they avoid being engulfed but are still grabbed. Engulfed opponents gain the pinned condition, are in danger of suffocating, are trapped within the creature's body until they are no longer pinned, and are subject to 2d6 acid damage each round. The save DC is Strength-based. Spawning (Ex) Fire and lightning attacks do normal damage to an araunglyd, but trigger frantic birthing of glaur pods and guardians. On any round after an araunalyd takes fire or electricity damage, it ripples and convulses and spews out 1d4 pods or 1 guardian (50% chance of each), shooting them straight up into the air, whereupon they drift in a direction of the araunglyd's choice. Guardians attack immediately and pods after then have reached the ground. <RULE>

Environment: Subterranean, swamp, ruin, or deep forest **Organization:** Solitary (but with attendant spawned plants)

Araunglyd can grow to vast sizes, given enough matter (animal or vegetable, including rotting and bone) to feed upon. They are most often found in damp, dark or dimly lit environments, are sentient colonies that behave like a lone creature because their telepathic minds are diffused throughout their substance (rendering them immune to mind-affecting effects), and resemble a fuzzy mottled brown carpet or heaped mass adhering to walls, floors, and ceilings of surroundings, moving along (usually in slow silence). They attack by slamming with pseudopods they raise up from their amorphous body mass, and they can shift the hue of various parts of that mass to match surroundings (such as gray stone and dark tree roots or bark).

Araunglyd are in constant telepathic communication with all of the creatures they have spawned if those plants of their colony are within telepathic range. An araunglyd parent has a range that it can reach out with that far outstrips the range of its attendant spawned plants to reply to it. The parent can give two sorts of commands: "standing orders" that govern what spawn do when out of telepathic contact, and the frequently-updated direct orders given by the araunglyd in light of what it can see through the eyes/minds of its spawn.

Most araunglyd want to be left alone by intruders wielding fire or lightning, and by other sentient plants (which they "warn off" telepathically, often sending mental images of possible harm or destruction from means that the araunglyd can't bring about, but which it knows the recipient will fear). Conversely, they want to lure creatures and mobile plants they can readily feed on to them, and sometimes send subtle telepathic suggestions and images to do so. They far more often remain silent and have the movements and behavior of their spawn do any luring for them by attracting the attention of sentient intruders, intriguing those intruders, then "leading" the intruders to follow them into the "heart" of the area covered by the main body mass of the araunglyd (which can cover thousands of square feet).

If an araunglyd is brought to zero hit points, its regeneration ceases and it instantly dies, turning blood-purple and then black; it begins to shrink rapidly as it "sighs," dissipating moisture into the air. It gives off spores that burst (pop) vainly and harmlessl and is eventually reduced to a browning stain on the ground.

The death of a parent araunglyd doesn't harm its spawned creatures, which continue to carry out their last orders until doing so is no longer possible, whereupon any surviving spawn begin to think for themselves and become independent entities.

Araunglyd are spawned when glaur pods or guardians release spores, and their development takes years or decades. Developing araunglyd devote all their energies to eating and hiding, avoiding combat or damage as much as possible before they develop into full-fledged colonies.

CR 3

Carrion Graw

CARRION GRAW XP 800 CE Large Animal Init +5; Senses darkvision 60ft, Perception +8

AC 14, touch 9, flat-footed 14 (-1 size, +4 natural) hp 28 (5d8+5) Fort +5, Ref +4, Will +1 Defensive Abilities Evasion

Speed 20 ft., fly 80 ft. **Melee** 2 claws +5 (1d6+3) plus grab, gore +3 (1d8+3) **Space** 10 ft.; **Reach** 10 ft.

Str 16, Dex 12, Con 12, Int 2, Wis 16, Cha 8 Base Atk +3; CMB +7; CMD 17 Feats Alertness, Improved Initiative, Skill Focus (Perception) Skills Perception +8 SQ Animal Traits

Evasion (Ex) A carrion graw can avoid even magical and unusual attacks with great agility. If a Carrion Graw makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, it instead takes no damage. Evasion can be used only if the Carrion Graw is wearing light armor or no armor. A helpless Carrion Graw does not gain the benefit of evasion. **Grab (Ex)** If a carrion graw successfully hits with both claw

attacks it has grabbed its victim. Escaping the grab requires a successful DC 16 Escape Artist check or a successful Strength contest against the graw. On the round following a grab, a carrion graw will fly upward at its maximum speed and then drop its victim. The victim will suffer 1d6 points of damage for each 10ft fallen, unless it can break the fall (see Pathfinder Roleplaying Game, "Environment, falling"). Impale (Ex) Carrion graw instinctively try to drop their victims on sharp or impaling objects such as the limbs of trees. Should a victim be dropped in this fashion, a DC 18 Reflex save is required to avoid impalement. If the save succeeds, the victim only suffers falling damage. If it fails, the victim takes an additional 3d8 points of damage and be impaled. Impaled creatures are considered Helpless and must make a DC 20 Escape Artist or Reflex save to free themselves.

Environment: Any non-tropical wilderness land Organization: Solitary or mated pair

Carrion graw, despite their name, prefer to kill and eat prey; their name derives from their croaking call ("Graw! Graw!") and their habit of descending (like vultures) on battlefields to gorge themselves on the wounded, dying, and dead - and of leaving corpses to dine on later. They are burly, broad-shouldered birds that look like giant crows. Graw lair in high places, alone or in a mated pair (one egg will be laid per spring, hatches by mid-summer and is fed by the parents until fall, when it flies away as an adult to forge a life of its own). Graw have keen eyesight, are always alert, and react quickly. They fear nothing, but are canny fighters; if they aren't guarding an egg, they'll often flee a large, numerous, or persistent foe to show themselves briefly and draw fire (spells in particular) to wear opponents down, or await a chance that foes will be scattered, sleepy, or busy fighting others, before tarrying for a "proper" fight.

Glaur Guardian

GLAUR GUARDIAN

CR 5

XP 1600 LE Huae Plant Init +3; Senses Blindsight 60ft; Perception +0

AC 19, touch 11, flat-footed 16 (-2 size, +3 Dex, +8 natural) hp 39 (7d8+7) Fort +6, Ref +5, Will +2

Speed 10 ft. Melee 2 stinging tendrils +6 (1d8+3 plus Strength damage) **Ranged** spores +6 (1d4+3 plus slow) Space 15 ft.; Reach 15 ft.

Str 16, Dex 16, Con 12, Int 11, Wis 10, Cha 6 Base Atk +5; CMB +10; CMD 23 Languages Telepathy 100ft SQ Plant traits, spawn araunglyd

Levitation (Ex) The glaur guardian is unaffected by difficult terrain.

Slow (Ex) A target that takes damage from the guardian's spore attack must make a DC 16 Reflex save or be affected as if by a slow spell as the spore goo solidifies. The target may save against this effect each round. Multiple spore hits on a slowed target inflict normal damage only. The effect lasts until the target saves successfully, or until the target takes 1d4 full rounds removing the hardened substance. Spawn Araunglyd (Ex) If a glaur guardian is ever reduced to 6 or fewer hit points it will move away to a dark or dimly-lit area to emit brown spores that will eventually develop into another araunglyd.

Spores (Ex) A glaur guardian can shoot its spores up to 30ft. Strength Damage (Ex) If a glaur guardian inflicts damage with its stinging tendril attack, its target must make a DC 16

Fortitude save or take 1 point of Strength damage. A target only needs to save once even if it is hit with two tendril attacks in the same round.

Environment: Araunglyd colony Organization: Solitary or cluster (2–5)

Glaur guardians hang in the air like giant jellyfish. They are large, flatheaded blobs of a mottled yellow-brown hue, with the rough shape of an inverted cone, blistered all over with irregular pimple-like bulges. A "tail" of half a dozen stalk-like tentacles or tendrils of the same hue, with long, narrow leaf-shaped flattened ends, hang down from the unlovely central body. Glaur guardians "see" through their skin, and lack visible eyes. They fire spores from any of their pimples (determine randomly), and raise a random pair of tendrils to lash out with, extending these retractile tendrils as they strike (somewhat like a fly fisherman letting out line during a cast).

Glaur guardian spores are round, spiky varicolored brown globes of dust that burst on impact with any solid object, to reveal their gooey innards, and to hamper any creature they hit. Spore goo very quickly becomes tough and resilient when exposed to air; it can be used to glue items together if they're smeared with it and touched together in the round after the spore "burst"; thereafter, the goo is hard rather than sticky.

Glaur guardians are silent. They communicate telepathically with intruders only with a relentless repetition of "go away" that is often focused on trying to usher intruders away from whatever they're guarding (often a doorway or connecting passage). They communicate with their araunglyd parent, whom they serve, only when the araunglyd gives them orders or they emit a "dying shriek" of silent telepathic agony (which usually serves to warn the araunglyd of approaching danger).

Glaur guardians feed irregularly on animal flesh and tissue and plant matter through their tendrils, through a very slow dissolving and sucking process that leaves behind only bones. The can go for long periods without eating. If they want to remain in a spot against strong winds or prodding, they can exude a natural glue from their tendrils to adhere to rock walls or other anchors.

Glaur Pod

GLAUR POD XP 800

LE Large Plant Init +1; Senses Low-Light Vision; Perception +1 CR 3

AC 14, touch 10, flat-footed 13 (-1 size, +1 Dex, +4 natural) hp 28 (5d8+5) Fort +5, Ref +2, Will +2

Speed 20 ft. Ranged spore spew (2d4+4) Space 10 ft.; Reach 10 ft.

Str 14, Dex 13, Con 12, Int 7, Wis 12, Cha 6 Base Atk +3; CMB +6; CMD 17 Languages Telepathy (20 ft. with fellow araunglyd colony members, or 200 ft. with parent araunglyd) SQ Plant traits, spawn araunglyd

Spawn Araunglyd (Ex) If a glaur pod is ever reduced to 6 or fewer hit points it will move away to a dark or dimly-lit area to emit brown spores that will eventually develop into another araunglyd.

If hit for more than 8 points of damage in a turn, a glaur pod spits out a spore on its turn, if possible at the creature that inflicted the most damage. The target is covered in brown dust and must make a DC 18 Fortitude save. On a failure, the target suffers a -2 to all skill checks, saving throws and attack rolls for 1d4 rounds.

Environment: Araunglyd colony Organization: Solitary or cluster (2–5)

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Glaur pods look like tall and "fuzzy" mottled brown giant mushrooms (they're covered in brown, dust-encrusted sensory hairs) that sway but remain upright as they drag themselves along on a dozen small, rootlike tentacles. The tentacles provide locomotion and suck up water and nutrients from plants and dead animals, and on rare occasions curl around and drag along items at their parent araunglyd's bidding. They act as fighting defenders of the araunglyd that birthed them, spitting out grenade-like spores as their only weapons.

Glaur pods have a solid consistency when struck, but tend to bend around blows and tremble (a natural means of robbing attacks against them of some force). They give off a faint, sweet aroma like roasted nuts when damaged.

Speartongue

SPEARTONGUE XP 600 LE Small Plant Init +2; Senses Darkvision 60ft; Perception +1 CR 2

AC 15, touch 13, flat-footed 13 (+1 size, +2 Dex, +2 natural) hp 14 (3d8) Fort +3, Ref +3, Will +2

Speed 15 ft., fly 30 ft. **Melee** Tongue Spear +4 (2d6+1), Tail Slash +1 (20ft reach, 3d6)

Str 12, Dex 14, Con 10, Int 12, Wis 12, Cha 10 Base Atk +2; CMB +2; CMD 14 Languages Telepathy (120 ft. with fellow araunglyd colony members) SQ Plant Traits

Bite: If a speartongue hits with its tongue spear attack, it can then retract its tongue and extend its jaw to bite. The target must make a DC 12 Reflex save or take 2d6+1 points of damage from the bite attack. The speartongue cannot use its tail slash against a creature that it has bitten.

Environment: Araunglyd colony and vicinity **Organization:** Solitary, pair, or flight (2–12)

Speartongues have cylindrical bodies with needle-thin tails, fins, and eyes on either side like marine squids, but lack the tentacles of a squid. Their mottled brown bodies can shift hue to match surroundings, such as gray stone, though their eyes always remain white of sclera and brown of iris. Speartongues are darting, aggressive scouts and defenders of a parent araunglyd, highly mobile flying plants that behave like animals and are often mistaken for such. They are the only araunglyd colony plants ever sent outside the expanse of a colony to observe or fight. Flights of speartongues (known to some humans as "biters") have been known to tirelessly patrol forest or swamp areas to deter intruders — or sometimes to lure prey, depending on the desires of the parent araunglyd they serve. The orders they are given by that parent determine whether they fight fearlessly to the death, or flee if a fight goes against them — or if one flees right away to "carry word" while the rest fight until they or an intruding foe is eliminated.

Tendriled Maw

TENDRILED MAW

XP 1200

LE Huge Plant Init +1; Senses Low-Light Vision; Perception +0

AC 15, touch 9, flat-footed 14 (-2 size, +1 Dex, +6 natural) hp 33 (6d8+6) Fort +6, Ref +3, Will +2

Speed 30 ft. **Melee** 4 tendrils +6 (1d8+4) **Space** 15 ft.; **Reach** 15 ft.

Str 18, Dex 12, Con 12, Int 7, Wis 10, Cha 6 Base Atk +4; CMB +10; CMD 21 Languages Telepathy (120 ft. with fellow araunglyd colony members) SQ Plant Traits

Bite (Ex): If the tendrilled maw successfully hits with two tendril attacks, it can then make a bite attack at +13, causing 4d8 points of damage. It can only bite one target per round.

Environment: Araunglyd colony Organization: Solitary, pair, trio

Tendriled maws take the form of mottled brown amorphous blobs that ooze along the ground, usually maintaining a cylindrical central mass, one end of which juts forward (at the fore of the direction the maw is moving, or toward the direction the araunglyd that birthed it and that it serves has directed it to face and pay attention to). That end is almost always shaped like an open, wide oval mouth (with huge protruding lips) or tunnel.

When a maw detects creatures not part of the araunglyd colony, the protruding lips unfold and lash out, revealing themselves to be 20-footlong tendrils rooted in pairs around either end of the mouth. The tendrils slap and slam intruders, or sweep them within reach of the mouth — whereupon fearsome bone fangs (large, curved bones very like the ribcages of some monsters, with wickedly pointed ends) burst into view around the edge of the maw and nip at the intruder, inflicting damage, then retracting. A tendriled maw may bite chunks out of a creature, but never grabs or grapples.

Tendriled maws are created by an araunglyd as stationary guardians, and loyally serve their parent, becoming slow mobile hunters only if their parent araunglyd dies. If "freed" by the araunglyd's destruction, they stay with fellow tendriled maws, and hunt and forage as a group. Tendriled maws eat leafy green plants as well as their preferred food: living creatures of any sort. When a tendriled maw dies, its digestive acids typically dissolve the long teeth it keeps within itself, unless speedily carved out and immersed in water, alcohol or sap to dilute the acid. The eyes of a tendriled maw take the form of many small orbs located around the bases of its tendrils.







Fourth Floor: Royal Chambers



Nightstone Keep Upper levels

Fifth Floor: Battlements









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Nightstone Keep is a location-based Pathfinder adventure for characters of 5th to 8th level, centered on a ruined, long-disused stone keep in a temperate wild forest area (possibly not far off a caravan road or forest trail). If you are using the Lost Lands campaign setting, Nightstone Keep is located in the northeastern extent of the Unclaimed Lands where they extend between the southern reaches of the Forest Kingdoms and the Glimmrill Run.

The Unclaimed Lands are detailed in LL5: Borderland Provinces by Frog God Games.





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