

RETURN TO FREEPORT

PART SIX: TRAITOR'S END



PATHFINDER
ROLEPLAYING GAME COMPATIBLE



PART SIX TRAITOR'S END IT ALL COMES DOWN TO THIS

Nathan Grymes is a traitor. It began when the “esteemed” member of the Freeport Captain's Council hatched a plan to rule over the City of Adventure by essentially selling it to the slaver nation of Mazin. Using secretive diplomatic back channels, Grymes contacted the div leaders of that nation and put into motion a series of schemes that would weaken Freeport enough so that when the slavers attacked, the city's defeat would be swift. In turn, the divs promised Nathan Grymes he would be in charge of the city when it was a Mazini colony. They also gave him a secret weapon: a dormant artifact called the *annihilation gate*. The hope was that Grymes would figure out a way to use it to get more divs into the city when the Mazini fleet struck.

While Grymes's flunkies enacted his schemes, Grymes researched and discovered a demiplane coterminous with Freeport where he could activate the *annihilation gate* when the time was right. Unfortunately for him, a group of adventurers interfered with his plans and managed to stop the Mazini fleet before it could reach Freeport. Now, as he plans crumble, Grymes has retreated to Dark Freeport—a twisted reflection of the city inside the aforementioned demiplane—hoping to discover a way to escape and possibly deal a mortal blow to Freeport in the process.

ADVENTURE SUMMARY

Returning to Freeport, the PCs begin their search for Nathan Grymes and proof of his illegal deeds. In the process, they uncover another of the traitor's plots: alchemists in his employ have developed a potent new poison that Grymes is going to slip into the city's supply of rum right before the festival of Drac's Fall. The PCs must find the poisoners and secure the toxin before Freeport's revelers are killed en masse. Doing so, they hear rumors of Grymes's hiding place: a demiplane that holds a twisted reflection of the city called Dark Freeport. The PCs must discover a way to reach Dark Freeport and find Grymes before he escapes for good!

PART ONE:

PLOTS AND POISON

At the end of the previous adventure, the PCs defeated the leader of the Mazini invasion fleet, Ad Avish, and discovered that Freeport council member Nathan Grymes was the slaver nation's “inside man”, responsible for a large part of the planning for the assault on the city. Ad Avish's journal isn't ironclad proof of Grymes's treason,

DIVINING GRYMES

Finding Grymes directly using divination spells is difficult. He wears an amulet of *proof against detection and location*, requiring a successful DC 19 caster level check by the spellcaster for a divination to work. In addition, he has already retreated to Dark Freeport, a hidden demiplane, so only magic that works across planes can attempt to find him. Finally, Grymes has a fairly substantial Will saving throw (+15). If, after all that, the PCs are successful at using an effect such as *scrying*, they will only learn at best that he is on some demiplane standing on some kind of flat boat in front of a strange basin of sand; wherever he is, it is night with a cloudless, starless, moonless sky. Dark Freeport is warded against teleportation magic, so the PCs will need to hunt down the demiplane's entrance to confront Grymes.

WHAT DO I KNOW?: DRAC'S FALL

Result	Information
15+	A recent holiday, Drac's Fall commemorates the toppling of former city leader Milton Drac's cruel regime. Celebrations start 2 days before the anniversary of his death, and all of Freeport usually takes part. Effigies of the infamous figure start to be seen around town in the weeks leading up to the festival.
20+	Drac's Fall lasts exactly 3 days. On the first day, the locals dress up animals such as goats and cows in yellow cloaks and set them loose in the city streets. Freeporters chase down the animals, kill them, and feast on them for supper. There are performances and parades during the second day that tell the story of Milton Drac, culminating in pyrotechnic displays enacted by the Wizards' Guild. On the third day, people engage in binge drinking (mostly rum), dancing in the streets, and far more scandalous activities that would be considered unacceptable on any other night. That night, the effigies around the town are rounded up and burned on pyres.
25+	Because getting drunk and setting fire to things don't mix well, there is tragedy in the festival's past. A few years ago, there was a great fire in Scurvytown on the third night of the festival. The Captains' Council has since ordered the effigies be burned on rafts in the harbor instead of in the streets... and mostly people comply.

as the div captain interacted with Grymes only through intermediaries. The journal does mention the names of these two go-betweens: Captain Cecelia Mawkins, who secretly ran messages between Freeport and Mazin when necessary in her ship, the *Ruby Eye*; and a tengu known as Mr. Pinfeather, who would meet with Mazini agents in Freeport at the Black Gull tavern. Either of these two could provide the PCs with more information about Grymes and where he might hide if the attack on the city was unsuccessful.

The PCs can follow either lead, but to do so, they must return to Freeport, either to ask around about Captain Mawkins (see **Event A**) or to visit the Black Gull (see **Event B**). They can return to the city however they please, either taking a ship or using magical means. However, when they get back to Freeport, they can see that it is the first night of the city-wide, three-day festival called Drac's Fall.

Check the **What Do I Know?: Drac's Fall** table above to see what a Knowledge (local) check or a Diplomacy check reveals about the holiday.

EVENT A

CR 12

THE RUBY EYE

LOCATION: Helkerna Boat & Ship Builders

Returning to Freeport, the PCs can ask around about Captain Cecelia Mawkins. As luck would have it, her ship, the *Ruby Eye*, has been in drydock undergoing repairs for the past few weeks; a fact that can be discovered with a successful DC 20 Diplomacy check to gather information. While there is no guarantee that she will be there, the PCs might be able to get more information about her or Grymes if they search her vessel, currently at Helkerna Boat and Ship Builders in the Docks district.

Paraphrase or read the following.

The main building of Helkerna Boat & Ship Builders an elongated hangar of stone and recovered timber, with large barn doors at the water's edge. A single ship is currently in the modest dock yard, still obviously in the



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|--------------------------|------------------------|
| A1. GANGPLANK | A4. MAIN DECK |
| A2. FORECASTLE | A5. HOLES IN MAIN DECK |
| A3. HATCH TO BELOW DECKS | A6. STERNCASTLE |

middle of repairs. Written along the prow in big florid letters is "Ruby Eye." The ship's figurehead is of some kind of devil or demon with glittering red eyes.

When the PCs arrive at the drydock, it is eerily quiet. There are no sounds of construction and the carpenters, shipwrights, and guards are noticeably absent—they are off celebrating the first day of the Drac's Fall festival.

Creatures: Captain Mawkins returned to her ship with a couple of her pirates in tow to fetch one of her logbooks from her cabin. Unfortunately for her, this means she is here to be confronted by the PCs.

CECELIA MAWKINS

CR 10 • XP 9,600

Female half-elf swashbuckler 11 (*Pathfinder Roleplaying Game Advanced Class Guide*)

LE Medium humanoid (elf, human)

Init +11; **Senses** low-light vision; Perception +15

DEFENSE

AC 23, touch 19, flat-footed 15 (+4 armor, +1 deflection, +5 Dex, +3 dodge)

hp 98 (11d10+33)

Fort +5, **Ref** +13, **Will** +5; +2 vs. enchantments

Defensive Abilities charmed life 5/day, evasion, nimble +3, uncanny dodge; **Immune** sleep

OFFENSE

Speed 30 ft.

Melee +1 rapier +19/+14/+9 (1d6+3/15-20+11 precision)

Ranged mwk shortbow +17/+12/+7 (1d6/×3)

Special Attacks deeds (bleeding wound, derring-do, dodging panache, evasive, kip-up, menacing swordplay, opportune parry and riposte, precise strike, subtle blade, superior feint, swashbuckler initiative, swashbuckler's grace, targeted strike), panache (2), swashbuckler weapon training +2

STATISTICS

Str 10, **Dex** 20, **Con** 13, **Int** 12, **Wis** 8, **Cha** 15

Base Atk +11; **CMB** +16; **CMD** 30

Feats Agile Maneuvers, Combat Expertise, Combat Reflexes, Improved Feint, Improved Initiative, Improved Iron Will, Iron Will, Skill Focus (Bluff), Toughness

Skills Bluff +13, Diplomacy +16, Intimidate +16, Perception +15, Profession (sailor) +13, Swim +9; **Racial Modifiers** +2 Perception

Languages Common, Elven, Halfling

SQ elf blood, swashbuckler finesse

Combat Gear feather token (swan boat), potion of cure moderate wounds (3), potion of invisibility; **Other Gear** +1 studded leather, +1 rapier, mwk shortbow with 20 arrows, belt of incredible dexterity +2, cloak of resistance +1, ring of protection +1, 274 gp

CAPTAIN CECELIA MAWKINS: hp 98 (see above)

RUBY EYE PIRATES (2): hp 89 each (see page 4)

There are a few holes in the deck of the *Ruby Eye* (as marked on the map above), as the ship is still undergoing repairs. Captain Mawkins' men try to bull rush the PCs into these holes as the fight progresses. A character falling into a hole takes 2d6 points of damage and begins her next turn prone on the lower decks of the ship. It takes two move actions to return to the main deck.

Development: Captain Mawkins surrenders when at least one of her men has been reduced to 0 hit points and

RUBY EYE PIRATE

CR 8 • XP 4,800

Male human fighter 9
 LE Medium humanoid (human)
Init +6; **Senses** Perception +5

DEFENSE

AC 18, touch 12, flat-footed 16 (+5 armor, +2 Dex, +1 natural)
hp 89 (9d10+35)
Fort +9, **Ref** +6, **Will** +7 (+2 vs. fear)

OFFENSE

Speed 30 ft.
Melee +1 warhammer +17/+12 (1d8+11/x3)
Ranged mwk heavy crossbow +13 (1d10+1/19-20)
Special Attacks weapon trainings (hammers +2, crossbows +1)

STATISTICS

Str 18, **Dex** 14, **Con** 14, **Int** 10, **Wis** 12, **Cha** 8
Base Atk +9; **CMB** +13 (+17 bull rush); **CMD** 25 (27 vs. bull rush)
Feats Diehard, Endurance, Greater Bull Rush, Improved Bull Rush, Improved Initiative, Intimidating Prowess, Iron Will, Power Attack, Toughness, Weapon Focus (warhammer), Weapon Specialization (warhammer)
Skills Intimidate +11, Perception +5, Profession (sailor) +13, Swim +16
Languages Common
SQ armor training 2
Combat Gear feather token (anchor), potion of cure moderate wounds (2), potion of endure elements (2);
Other Gear +1 chain shirt, +1 warhammer, mwk heavy crossbow with 20 bolts, amulet of natural armor +1, cloak of resistance +1, 136 gp

she herself has been reduced to 20 or fewer hit points. In exchange for her life and a promise to be left alone, Mawkins admits that she works for Nathan Grymes, but she doesn't actually know where he currently is. The last time she spoke with Grymes was at Drusilla's Draughts, an alchemist's shop located in the Merchant District (see **Event C**). Captain Mawkins also readily confesses that she occasionally delivers contraband goods to and from the store, though she doesn't ask questions about the particulars. If pressed about Grymes's hiding spot, Mawkins says that she has heard about it but has never been there.

If the PCs kill Captain Mawkins, they can discover the above information in a notebook kept in the captain's cabin. In addition, the captain's cabin contains an *onyx dog figurine of wondrous power* that Captain Mawkins uses as a paperweight.

EVENT B

CR 12

A BIRD IN THE HAND

LOCATION: Black Gull

Paraphrase or read the following.

The Black Gull is a narrow tavern with a filthy interior and a floor covered in unknown stains—most likely vomit and blood. A bar with uncomfortable-looking stools runs along one wall, and splintered benches and tables line the opposite wall. A few other tables fill the rest of the space, placed just far enough apart to squeeze between them. There isn't much to the decor; a ship's wheel hangs from the ceiling along with a few nets and other nautical flotsam.

Most patrons of the place have little interest in talking to strangers asking questions, but the staff of the place is another matter. Jace Mackey, the owner and main bartender of the Black Gull, doesn't recognize the name "Mr. Pinfeather" when asked, but with a successful DC 20 Diplomacy check, he admits that he has regularly seen a tengu in the establishment recently. Every 25gp spent bribing the bartender grants a +2 circumstance bonus on this check.

The PCs don't have to wait more than an hour before their quarry enters the tavern. If the PCs succeeded at the previous Diplomacy check, the bartender points out Mr. Pinfeather as he enters. Otherwise, a PC who succeeds at a DC 20 Perception check spots the tengu. However, Mr. Pinfeather has been on edge as of late after hearing rumors of the Mazini fleet's defeat. The PC with the lowest Stealth bonus (if she is in the tavern) must succeed at a check opposed by Mr. Pinfeather's Perception or he notices them and bolts back out the door (proceed with the chase scene below).

Creatures: If the PCs manage to sneak up on Mr. Pinfeather in the Black Gull and block his escape routes, they will have to succeed at both a DC 28 Diplomacy check and a DC 25 Intimidate check (in any order) to get him to spill the information noted after the chase scene. Alternatively, successful charm magic will loosen the bird's beak. Most likely though, they will have to chase him through the streets of Freeport.

MR. PINFEATHER: *hp* 87 (see page 5).

Development: If the PCs catch up to Mr. Pinfeather during the chase or otherwise get the information about Drusilla's Draughts out of him, award the PCs XP as if they had defeated him in combat.

MR. PINFEATHER

CR 12 • XP 19,200

Male tengu rogue 13

NE Medium humanoid (tengu)

Init +9; **Senses** darkvision 60 ft., low-light vision, Perception +18

DEFENSE

AC 21, touch 16, flat-footed 16

hp 87 (13d8+25)

Fort +6, **Ref** +15, **Will** +9

Defensive Abilities improved evasion, improved uncanny dodge, trap sense +4

OFFENSE

Spd 40 ft.

Melee +1 rapier +16/+11 (1d6/18-20) or bite +9 (1d3-1)

Special Attacks sneak attack +7d6 plus 7 bleed

STATISTICS

Str 8, **Dex** 20, **Con** 10, **Int** 16, **Wis** 12, **Cha** 13

Base Atk +9; **CMB** +8; **CMD** 24

Feats Fleet (x2), Improved Initiative, Iron Will, Skill Focus (Acrobatics), Toughness, Weapon Finesse, Weapon Focus (rapier)

Skills Acrobatics +26 (+30 when jumping), Bluff +16, Climb +14, Diplomacy +16, Disable Device +28, Escape Artist +20, Intimidate +16, Knowledge (local) +18, Perception +18, Sleight of Hand +20, Stealth +22, Use Magic Device +16; **Racial Modifiers** +2 Perception, +2 Stealth

Languages Common, Gnome, Halfling, Tengu, Undercommon

SQ gifted linguist, rogue talents (bleeding attack +7, finesse rogue, improved evasion, ledge walker, skill mastery, surprise attacks), swordtrained, trapfinding +6

Combat Gear *potion of cure moderate wounds*, *potion of lesser restoration*; **Other Gear** +2 leather armor, +1 rapier, amulet of natural armor +1, belt of incredible dexterity +2, cloak of resistance +2, goggles of night, handy haversack, ring of protection +1, masterwork thieves' tools, 70 gp

RUNNING THE CHASE

This chase scene follows the rules presented in *Pathfinder Roleplaying Game GameMastery Guide*. First, lay out the twelve cards on the following page to represent the chase's obstacles. Mr. Pinfeather has a head start on the PCs, so place a miniature or token representing him on the third card and place miniatures or tokens representing the PCs on the first card. The PCs will need to succeed at the listed skill checks to move between the cards in an effort to catch Mr. Pinfeather before he reaches a secret sewer entrance and escapes.



CHASING MR. PINFEATHER

1.

Outside the Black Gull, a group of drunken pirates blocks the way. A DC 25 Diplomacy check to ask them nicely to move or a DC 28 Intimidate check to shout at them to get out of the way.

2.

On a busy crossroads, there are crowds everywhere. A DC 30 Perception check to spot Mr. Pinfeather's likely trail or a DC 25 Knowledge (local) to know about a shortcut.

3.

An overturned cart has spilled fish across the street. A DC 25 Acrobatics check to keep one's balance on the slippery street or a DC 28 Perception check to find a way around.

4.

The alley ends in a wall with a crack that is barely a foot across. A DC 30 Escape Artist check to squeeze through the gap or a DC 25 Climb check to scramble over the wall.

5.

A mass of unruly goats in yellow cloaks, set loose for Drac's Fall. A DC 25 Handle Animal check to herd a few to one side or a DC 28 Acrobatics check to leap over them.

6.

A mob of armed Freeport citizens pursue the goats for Drac's Fall. A DC 25 Bluff check to get them to head off in another direction or a DC 28 Stealth check to sneak by them.

7.

A twisting maze of side streets are easy to get lost in. A DC 25 Survival check to keep one's bearings or a DC 22 Knowledge (local) check to know the quickest route through.

8.

Running through a lot where carpenters are fixing up the building. A DC 25 Perception check to pick one's way around the tools and lumber or a DC 28 Climb check to go up and through the half-finished rafters.

9.

Heading in the front door of a restaurant and out through the kitchen, the staff are furious. A DC 25 Diplomacy check to calm them down or a DC 28 Stealth check to enter and exit relatively quietly.

10.

A shopkeeper is washing the street in front of his store. A DC 18 Reflex save to not slip on the soapy cobblestones or a DC 25 Acrobatics check to leap over the slick area.

11.

In a poorly kept part of the city, parts of the street are crumbling. A DC 25 Knowledge (engineering) check to recognize the more treacherous parts or a DC 30 Perception check to notice a clear path.

12.

Mr. Pinfeather disappears into the twisting mazes of the Freeport sewers.

Each chase participant rolls an Initiative check to determine the order in which he moves. While a participant's speed doesn't directly affect how well he moves between the cards, it does affect how quickly he navigates obstacles. For each 10 feet slower than 30 feet a character moves, he takes a cumulative -2 penalty on checks to navigate obstacles. Likewise, for every 10 feet faster than 30 feet he moves, he gains a cumulative +2 bonus on these checks. Significant mobility advantages (such as flight) grant an additional +10 bonus on checks to avoid obstacles.

To move from one card to the next, a participant must attempt one of the two listed checks as a standard action. If successful, he moves to the next card, effectively using his move action. Otherwise, he must face the obstacle again on the next round. Instead of moving between cards, a participant can choose to take another action not directly related to navigating the chase, such as casting a spell or drawing a weapon.

A participant who wants to attempt to move three cards during his turn can do so by taking a full-round action. That character must succeed at both checks on the card he is currently on. If that participant fails either check by 5 or less, he only moves one card forward and his turn ends. If the participant fails either check by 5 or more, he can't move at all this turn. If he fails both checks, he becomes mired on his current card and must spend another full-round action becoming unmired.

Due to the twisting route Mr. Pinfeather takes and the chaos of the Drac's Fall festival, participants on one card can't see participants on another card. If a round ends and at least two PCs are on the same card as (or farther along than) Mr. Pinfeather, they have caught him and the chase ends. He imparts the information below.

Mr. Pinfeather's Tactics: The tengu attempts to only move ahead one card at a time, unless one or more of the PCs are on the card directly behind him, in which case he attempts to move ahead three cards.

CATCHING MR. PINFEATHER

When the PCs catch Mr. Pinfeather (or intimidate him into talking at the bar), he quickly admits that while he does work for Nathan Grymes, he doesn't know where the man currently is. If pressed about Grymes's hiding spot, he says that he has heard about it but has never been there. The only useful information Mr. Pinfeather can provide is that he leaves his reports to Grymes with the owner of Drusilla's Draughts, an alchemist's shop in the Merchant District (see event C).

What the PCs decide to do with Mr. Pinfeather afterward is up to them. He hasn't done anything illegal

(that the PCs know about), so turning him into the City Watch has no effect. If they let him go, he leaves town at the first opportunity and goes on the straight and narrow.

EVENT C

THE OPHIDIAN LABORATORY

LOCATION: Drusilla's Draughts

Drusilla's Draughts is located in the Merchant District between two other shops. A shingle above the door proclaims, "The Finest Potions and Elixirs," and the windows are blocked on the inside by thick velvet curtains. The shop is open from 9 a.m. to 5 p.m.; read or paraphrase the text below if the PCs visit the shop during business hours. If they want to break into the shop after dark, they find the front door locked (Disable Device DC 25, break DC 25) and no back door. The potions on display are all fake; Drusilla keeps some of her stock in the back room (area C1), with the rest coming from the alchemists in the secret basement.

A small bell chimes when you enter this upscale shop, and you are greeted with a friendly smile by the tall, dark-haired woman behind the main counter. The shop's walls are lined with glass-fronted cases, in which are crystal bottles filled with a variety of colored liquids. Some of the liquids glow with an inner light... or is that a trick of the display? "What can I do for you this fine day?" the proprietor—Drusilla, you assume—asks.

This alchemist's shop is secretly owned by Nathan Grymes, and he had the secret laboratory in the basement built for his "friends" in the Ophidian Lodge.

Creatures: The proprietor is **Drusilla Royeaux** (*LE female human expert 5*), a crafty woman who is aware of the goings-on under her shop, but has no direct part in them. She assumes the PCs are customers when this first walk through her door.

Drusilla plays dumb as the PCs question her, but a successful DC 20 Sense Motive check reveals that she is hiding something. Bluffing past her is impossible, as she doesn't recognize any of the PCs as members of the Ophidian Lodge and Grymes hasn't told her about any new errand runners lately. She also doesn't respond to threats to call in the local law enforcement because many of them are in Grymes's pocket; she is doing nothing illegal and is confident that no constable will be able to find the entrance to the secret basement. She has a total Will save bonus of +7 if the PCs attempt to charm her or read her mind.

Ultimately, the only thing that Drusilla cares about is money, a fact that is obvious with a successful DC 25 Sense

OPHIDIAN LABORATORY

AREA C1. BACK ROOM
AREA C2. BOTTOM OF
THE STAIRS
AREA C3. VESTIBULE

AREA C4. MAKESHIFT
LIVING QUARTERS
AREA C5. MAIN
LABORATORY



The only actual potions Drusilla currently has in stock are locked away in the cabinet (Disable Device DC 25). Breaking the cabinet open requires a successful DC 18 Strength check, but there is a 75% chance of each potion inside breaking from the violence.

The cabinet contains an *elixir of fire breath*, a *potion of cure moderate wounds*, a *potion of hide from undead*, a *potion of lesser restoration*, and a *potion of undetectable alignment*. If Drusilla is still in the shop, the PC who attempts to pick the lock must succeed at a DC 20 Stealth check to prevent Drusilla from hearing him do so. Drusilla automatically hears someone smash open the cabinet. If Drusilla hears anything suspicious from her back room, she moves to call in the Freeport watch should the PCs make it back out of the basement alive.

A secret door opening onto a set of stairs leading down is partially obscured by a large crate. A PC who succeeds at a DC 30 Perception check notices it.

Motive check as she keeps steering the conversation back to her expensive wares. Drusilla claims to carry every 0-, 1st-, and 2nd-level potion possible, but at 150% the market value. If the PCs spend at least 4,000 gp (or simply give her that much or items of equivalent value), she will tell them that Grymes sometimes uses her back room for hours on end. If the PCs promise her that word of her betrayal won't get back to Grymes and succeed at a DC 20 Diplomacy check, they only have to spend 3,000 gp. Drusilla promises to have any potions the PCs have ordered by the end of the week (which is a blatant lie). She doesn't tell them about the trap at the bottom of the stairs, and as soon as the PCs are out of sight, she triggers a silent *alarm* spell that has been set up to warn the alchemists downstairs.

AREA C1. BACK ROOM

Crates of empty potion bottles are stacked along the walls of this small storage room. A tall cabinet with an expensive-looking lock stands next to the only exit.

AREA C2. BOTTOM OF THE STAIRS

CR 12

A set of dingy steps leads down to a chamber of worked stone. An acrid smell floats in the air.

Trap: The floor at the bottom of the stairs is rigged with a trap door that opens when two or more Medium creatures are walk on it at once. The members of the Ophidian Lodge know to step across it one at a time when the exit and enter the basement laboratory complex.

POISONED PIT TRAP

CR 12 • XP 19,200

Type mechanical; **Perception** DC 25; **Disable Device** DC 20

EFFECTS

Trigger location; **Reset** manual

Effect 50-ft.-deep pit (5d6 falling damage); pit spikes (Atk +15 melee, 1d4 spikes per target for 1d6+5 damage each plus poison [shadow essence]; DC 25 Reflex avoids; multiple targets (all targets in a 10-ft.-square area))



AREA C3. VESTIBULE

CR 11

A thin layer of foul-smelling smoke clings to the ceiling of this wide room. A pair of torches on opposite walls light the chamber. The southern door is flanked by a pair of large brass cylinders etched with strange symbols.

Creatures: The alchemists of the Ophidian Lodge placed a final failsafe against intruders in this room in the form of two alchemical golems that lurk inside the brass cylinders. If anyone not wearing the order's sacred robes enters this chamber, the cylinders open and the golems within attack. The alchemists know the passphrase to stop the golems from attacking.

ALCHEMICAL GOLEMS (2): *hp 96 each (Pathfinder Roleplaying Game Bestiary 2)*

The golems try to damage as many PCs with their bombs as they can before they are forced to use their claws. The golems fight until destroyed.

AREA C4. MAKESHIFT LIVING QUARTERS

CR 12

A handful of simple cots have been pushed up against the south wall in this otherwise sparsely furnished long

room. The center of the room is occupied by a few wooden tables covered in scraps of food and dirty plates and silverware. The odor of stale sweat can be detected under the smell of chemicals. Two doors on opposite ends of the room lead north.

Creatures: When Grymes enacted his plan to poison much of Freeport's rum supply (see area C5), he tasked these alchemists of the Ophidian Lodge with creating the toxin to do it with. The fanatical robed cultists were so eager to take on the job that they left their other lives completely behind and moved into the basement permanently. The quarters are a bit tight for four people (Zesshessn set up shop in the main laboratory next door), as evidenced by the pile of dirty robes and filthy chamber pots stewn about the place.

OPHIDIAN LODGE ALCHEMISTS (4): *hp 71 each (see page 10)*

Two of the alchemists drink their mutagens, granting themselves a +4 bonus to Strength and engage the PCs in melee combat, while the other two hurl their bombs into the fray. They have been ordered by Zesshessn to fight to the death to defend the laboratory, and they are just fanatical enough to do so.

ZESSHESN

CR 12 • XP 19,200

Male advanced serpentfolk sorcerer 10 (*Pathfinder Roleplaying Game Bestiary 2*)
 NE Medium monstrous humanoid
Init +9; **Senses** darkvision 60 ft., scent; Perception +15

DEFENSE

AC 24, touch 16, flat-footed 19 (+4 armor, +1 deflection, +5 Dex, +4 natural)
hp 132 (15 HD; 10d6+5d10+70)
Fort +11, **Ref** +14, **Will** +15; +2 racial bonus vs. poison
Immune mind-affecting effects, paralysis, poison; **SR** 25

OFFENSE

Speed 30 ft.
Melee +1 *morningstar* +10/+5 (1d8) or bite +10 (1d6-1 plus poison)
Ranged mwk light crossbow +16 (1d8/19-20)
Special Attacks serpent's fang
Spell-Like Abilities (CL 4th; concentration +8)
 At will—*disguise self* (humanoid form only), *ventriloquism* (DC 15)
 1/day—*blur*, *dominate person* (DC 18), *major image* (DC 17), *mass suggestion* (DC 20), *mirror image*, *suggestion* (DC 17), *teleport*
Bloodline Spell-Like Abilities (CL 10th; concentration +14)
 At will—serpentfriend
Sorcerer Spells Known (CL 10th; concentration +14)
 5th (3/day)—*cloudkill* (DC 19)
 4th (6/day)—*crushing despair* (DC 18), *dimension door*, *poison* (DC 20)
 3rd (7/day)—*gaseous form*, *hold person* (DC 17), *stinking cloud* (DC 17), *summon monster III* (reptiles only)
 2nd (7/day)—*acid arrow*, *alter self*, *delay poison*, *invisibility*, *touch of idiocy*
 1st (7/day)—*alarm*, *animate rope*, *burning hands* (DC 15), *hypnotism* (DC 15), *mage armor*, *magic missile*
 0 (at will)—*acid splash*, *bleed* (DC 16), *daze* (DC 14), *detect magic*, *detect poison*, *light*, *read magic*, *resistance*, *touch of fatigue* (DC 16)
Bloodline Serpentine

STATISTICS

Str 8, **Dex** 20, **Con** 16, **Int** 18, **Wis** 14, **Cha** 18
Base Atk +10; **CMB** +9; **CMD** 25
Feats Combat Casting, Eschew Materials, Great Fortitude, Greater Spell Focus (necromancy), Improved Great Fortitude, Improved Initiative, Silent Spell, Spell Focus (necromancy), Toughness, Weapon Finesse
Skills Acrobatics +10, Craft (alchemy) +22, Disguise +9, Escape Artist +20, Intimidate +12, Knowledge (arcana) +22, Perception +15, Sense Motive +12, Spellcraft +22, Stealth +18, Use Magic Device +16; **Racial Modifiers** +8 Escape Artist, +4 Use Magic Device
Languages Aklo, Common, Draconic, Tengu, Undercommon; telepathy 100 ft.
Combat Gear brooch of shielding, *potion of cure moderate wounds*; **Other Gear** +1 *morningstar*, mwk light crossbow with 10 bolts, *cloak of resistance* +2, *ring of protection* +1, viper familiar named Hssk, 56 gp

OPHIDIAN LODGE ALCHEMIST CR 8 • XP 4,800

Male or female human alchemist 9 (*Pathfinder Roleplaying Game Advanced Player's Guide*)
 NE Medium humanoid (human)
Init +6; **Senses** Perception +13

DEFENSE

AC 23, touch 14, flat-footed 20 (+5 armor, +1 deflection, +2 Dex, +1 dodge, +4 shield)
hp 71 (9d8+27)
Fort +8, **Ref** +9, **Will** +5; +6 vs. poison

OFFENSE

Speed 30 ft.
Melee +1 *dagger* +6/+1 (1d4/19-20)
Ranged bomb +9/+4 (5d6+4 fire)
Special Attacks bomb 15/day (5d6+4 fire, DC 18)
Alchemist Extracts Prepared (CL 9th; concentration +13)
 3rd—*cure serious wounds* (2), *displacement*, *protection from energy*
 2nd—*barkskin*, *cure moderate wounds* (4)
 1st—*bomber's eye* (2), *shield*, *true strike* (3)

STATISTICS

Str 8, **Dex** 15, **Con** 12, **Int** 18, **Wis** 13, **Cha** 10
Base Atk +6; **CMB** +5; **CMD** 19
Feats Brew Potion, Dodge, Extra Bombs, Extra Discovery, Improved Initiative, Mobility, Throw Anything, Toughness
Skills Appraise +16, Craft (alchemy) +16 (+25 to create alchemical items), Craft (poison) +16, Heal +13, Knowledge (arcana) +16, Knowledge (nature) +16, Perception +13, Spellcraft +16, Use Magic Device +12
Languages Aklo, Common, Draconic, Tengu, Undercommon
SQ alchemy (alchemy crafting +9), discoveries (concentrate poison, explosive bomb, fast bombs, precise bombs [4 squares], sticky poison), mutagen (+4/-2, +2 natural armor, 90 minutes), poison use, swift alchemy
Combat Gear blue whinnis, small centipede poison (3); **Other Gear** +1 *mithral chain shirt*, +1 *dagger*, *cloak of resistance* +1, *ring of protection* +1, formula book, 8 gp

AREA C5. MAIN LABORATORY

CR 13

The benches in this room are cluttered with alchemical devices and glassware, as well as half-empty vials of reagents, stone mortars, and melted candles. Cabinets along the wall contain a variety of alchemical ingredients and unused vials. A pair of empty cages sit against the northern wall, opposite the only door.

Creatures: The resident alchemists of the Ophidian Lodge, under the direction of the serpentfolk Zesshessn, have been using this laboratory to create the deadly poison Grymes wants to use against the people of

EBON BLIGHT

When the PCs defeat Zesshessn, they can search the laboratory for any clues leading to Grymes. While even Zesshessn didn't know the location of the traitor's hiding spot, the PCs do discover that Grymes has put into action another plan to destroy (or at least decimate) Freeport. A leather-bound notebook contains Zesshessn's notes on a sample of *obsidian sand* (see *Return to Freeport, Part One: The Curse of the Brine Witch*) Grymes obtained from the Chambers Asylum. The serpentfolk and his alchemists had been working tirelessly over the past few weeks to increase the potency of the sand's deleterious effects, turning it into a deadly poison Zesshessn has dubbed the ebon blight. When ingested, ebon blight is eventually fatal, but not after driving the victim into a frothing rage, flecks of black spittle spraying everywhere. This berserker state can only be stopped by magic or when the victim slips into a catatonic state, dying shortly after.

A PC who succeeds at a DC 25 Craft (alchemy) check while reading the notebook speculates that a dose of ebon blight can be completely neutralized by mixing it with an equal amount of sea water.

Unfortunately, the PCs are here too late to stop the production of ebon blight; Grymes arrived earlier to pick up the several dozen doses of the poison the alchemists produced. Zesshessn's latest entry states that Grymes plans on poisoning most the city's rum before the third day of the Drac's Fall festival—a time when Freeport residents notoriously drink a lot in celebration. The clock is ticking!

Freeport. Zesshessn, a powerful advanced serpentfolk, and his serpentine kin formed the Lodge as an offshoot of the Brotherhood of Yig to trick gullible humans into helping them conquer (or destroy) the city. Zesshessn is aware that he and Grymes are using each other for their own ends; the serpentfolk plans on dispatching Grymes once the poison plot has been completed.

ZESSHESSEN: *hp 132* (see page 10).

EMPEROR COBRAS (4): *hp 51 each* (*Pathfinder Roleplaying Game Bestiary 2*)

If Drusilla didn't already activate the silent *alarm* spell upstairs, the sound of combat from the adjacent room will surely alert Zesshessn to the PCs' presence. He releases the four emperor cobras from their cages and orders them to hide beneath the benches, striking when the intruders get near (the snakes have a +11 bonus to Stealth). Zesshessn spends the first round of combat summoning a fiendish monitor lizard and then attempts to *dominate* the strongest-looking PC. He uses all of these distractions to remain at a distance from actual melee, casting *cloudkill* when he can catch a few PCs in the area of effect. Zesshessn resorts to using his morningstar when he must and fights to the death.

Treasure: In addition to the information about the ebon blight and Grymes's plan to poison the city's rum (see below), the PCs can discover the fruits of Zesshessn's other experiments: a *luckstone*, a *pearl of power* (4th level), a *rod of the viper*, and a *periapt of foul rotting* (that appears to be a *periapt of proof against poison*).

PART TWO

RUM RUINERS

The PCs know about Grymes's plan to poison Freeport's rum during one the largest festivals of the year, but they still must figure out where he has taken the toxin. A PC who succeeds at a DC 15 Knowledge (local) check knows that the name and location of the city's two largest rum manufacturers: the Dirty Molasses Distillery in the Merchant District and the Three Spears Distillery in the Eastern District. Dirty Molasses specializes in cheaper rum for the masses, while Three Spears is more of an upscale operation, producing higher-end alcohol (though still in large quantities). The PCs realize that if Grymes wants to poison much of the city, he would probably contaminate rum from both distilleries. If the PCs don't succeed at this check, a friendly NPC (such as Maldemar Drum of *The Shipping News*) can give them the same information if they ask around.

Grymes has recruited members of the Vultures, a small gang whose members have a fascination with undeath. The Vultures tend to wear clothes of black and gray accented by designs of skulls and bones. The gang figures they can snatch up some corpses after the poisoning and perform necromantic experiments on them. Plus, Grymes is paying them well. They have already secured the two shipments of rum but are awaiting to taint them with doses of ebon blight until the morning of the third day of Drac's Fall, when the rum will be delivered to taverns across the city.

A CELEBRATION INTERRUPTED

What if the PCs fail to stop the poisoning of the rum in time? Such a possibility is beyond the scope of this adventure, but that doesn't mean Freeport is immediately doomed. PCs will need to sleuth out the names of all the taverns receiving that shipment of rum (such information can be found in each location's office areas). They will then need to rush around the city and figure out ways of stopping that rum from being consumed, either by smashing the barrels, buying all the rum before the night's drinking begins, or any other means the PCs can concoct. In the end, it's up to you as the GM to judge whether or not they are successful in preventing any deaths. Unless they fail at a massive scale, there are likely not enough poisonings to satisfy Grymes and he continues with his final plans.

The PCs can visit the two distilleries in any order they wish. At the Three Spears Distillery, the PCs find its employees missing and a gang of thugs in their place (see **Event D**). At the Dirty Molasses Distillery, the PCs speak with an employee who tells them all their Drac's Fall rum is in a warehouse in the Warehouse District (see **Event E** on page 16). Note that word of the PCs' success in one event reaches the ears of the Vultures in the other location, making the final encounter of that event slightly more difficult. The PCs have until the morning of the third day of Drac's Fall to stop the poisoning of both shipments of rum.

EVENT D

THREE SPEARS DISTILLERY

LOCATION: Eastern District

The Three Spears Distillery is located in the Eastern District between a blacksmith and a cobbler. The exterior of the building has no windows and is fashioned to look somewhat like a townhouse from the front, though the ceiling quite obviously rises higher in the rear of the building.

The front door of the Three Spears Distillery leads to area D1, while the larger back door leads to area D5. The back door is barred and secured with a padlock on the inside. It requires a successful DC 32 Strength check to wrench open the back door from the outside, and if the PCs take more than one round attempting such a check, it alerts those inside. All of the Vultures gang members then converge on area D4, turning a fight there into at least a CR 15 encounter.

AREA D1. TASTING ROOM CR 13

The front door to the distillery is unlocked, and a sign posted outside indicates that passersby are welcome to come inside for free samples of Three Spears rum. The tasting room also serves expensive specialty mixed drinks, making it practically a tavern, but one only frequented by the rich and upper-class.



AREA D1. TASTING ROOM

AREA D2. STORAGE AREA

AREA D3. OFFICE

AREA D4. HALLWAY

AREA D5. DISTILLERY

VULTURE THUG

CR 8 • XP 4,800

Male or female human rogue 9
NE Medium humanoid (human)
Init +8; **Senses** Perception +12

DEFENSE

AC 20, touch 16, flat-footed 15 (+4 armor, +1 deflection, +4 Dex, +1 dodge)
hp 71 (9d8+27)
Fort +5, **Ref** +11, **Will** +4
Defensive Abilities evasion, improved uncanny dodge, trap sense +3

OFFENSE

Speed 30 ft.
Melee +1 short sword +12/+7 (1d6+3/19-20)
Special Attacks sneak attack +5d6

STATISTICS

Str 14, **Dex** 19, **Con** 12, **Int** 13, **Wis** 10, **Cha** 8
Base Atk +6; **CMB** +8; **CMD** 24
Feats Dodge, Improved Initiative, Mobility, Spring Attack, Toughness, Weapon Finesse, Weapon Focus (short sword)
Skills Acrobatics +16, Climb +14, Disable Device +22, Escape Artist +16, Intimidate +11, Knowledge (local) +13, Perception +12, Sleight of Hand +16, Stealth +16, Use Magic Device +11
Languages Common, Undercommon
SQ rogue talents (fast picks[APG], fast stealth, finesse rogue, slow reactions), trapfinding +4
Combat Gear *elixir of tumbling, potion of cure moderate wounds (3)*; **Other Gear** +1 studded leather, +1 short sword, cloak of resistance +1, ring of protection +1, masterwork thieves' tools, 65 gp

Oak panels line the walls of this tastefully decorated room. A long mahogany bar stands opposite of the main entrance, though there are no stools to be seen. A handful of tables and chairs have been hastily pushed to one side of the room and many of the shelves behind the bar are bare. Half-empty bottles are strewn across the bar and floor. Two doors on the eastern wall lead deeper into the building, both are marked "Employees Only."

Creatures: When the Vultures arrived at the distillery, Mercy Wintoris used her wand of *charm person* to charm all the employees into taking the rest of the day off. While she would have rather killed them all and turned their corpses into undead minions, she was afraid that would draw too much attention to the building before the poisoning plan was enacted, so she opted for the less lethal route. The Vultures' main enforcer a bugbear named Bruiser Beegore

BRUISER BEEGORE

CR 11 • XP 12,800

Male bugbear brawler 9 (*Pathfinder Roleplaying Game Advanced Class Guide, Pathfinder Roleplaying Game Bestiary*)
NE Medium humanoid (goblinoid)
Init +1; **Senses** darkvision 60 ft., scent; **Perception** +9

DEFENSE

AC 23, touch 14, flat-footed 20 (+5 armor, +1 deflection, +1 Dex, +2 dodge, +4 natural)
hp 95 (12 HD; 3d8+9d10+33)
Fort +9, **Ref** +11, **Will** +7

OFFENSE

Speed 30 ft.
Melee unarmed strike +16/+11/+6 (1d10+4/19-20) or unarmed strike flurry of blows +15/+15/+10/+10/+5 (1d10+4/19-20)
Special Attacks brawler's flurry, brawler's strike (cold iron, magic, silver), close weapon mastery, knockout 1/day (DC 18), maneuver training (grapple +2, bull rush +1), martial flexibility 7/day

STATISTICS

Str 18, **Dex** 12, **Con** 12, **Int** 10, **Wis** 10, **Cha** 8
Base Atk +11; **CMB** +15 (+16 bull rush, +18 grapple); **CMD** 29 (30 vs. bull rush, 31 vs. grapple)
Feats Athletic, Diehard, Endurance, Improved Critical (unarmed strike), Improved Unarmed Strike, Iron Will, Power Attack, Toughness, Vital Strike, Weapon Focus (unarmed strike)
Skills Climb +14, Escape Artist +0 (+1 competence to break a grapple), Intimidate +18, Knowledge (local) +9, Perception +9, Stealth +13, Swim +14; **Racial Modifiers** +4 Intimidate, +4 Stealth
Languages Common, Goblin
SQ brawler's cunning, martial training, stalker
Combat Gear *potion of blur, potion of cure moderate wounds (2), potion of magic fang*; **Other Gear** +1 chain shirt, amulet of natural armor +1, armbands of the brawler, cloak of resistance +1, ring of protection +1, 100 gp

and two of his fellow gang members stayed behind in this room to frighten off anyone stopping in for a drink. When the PCs enter, Beegore yells at them to leave, punctuating his request by throwing an empty bottle at them; it smashes against the wall next to the door. If the PCs don't depart right away, the thugs wait until they are all inside the room before they draw their weapons and attack.

BRUISER BEEGORE: *hp* 95 (see above)
VULTURE THUGS (2): *hp* 71 each (see above)

Beegore is eager for a fight after having a few drinks and he happily wades into melee combat, throwing punches left and right. He begins by attempting to knock out a

PC who might cause him trouble by moving around a lot (like a rogue) and then focuses his attention on the toughest-looking PC. The Vulture thugs move to flank with Beegore or each other. If any of them are reduced to 10 or fewer hit points, they attempt to flee or surrender if no escape seems possible.

If Beegore or one of the thugs surrenders and it seems like the PCs will grant him clemency, he tells them a bit about Mercy—specifically that while she paints her face to look like a skull, she is only a worshiper of the undead and not one herself. He neglects to mention the trap set up in the corridor, however.

AREA D2. STORAGE AREA

This small area contains a table and a few chairs where employees can relax for a few moments, as well as a couple of crates containing bottles of rum to restock the nearby bar. A door leads out to the west and to the south at the end of a short corridor. Two more doors stand on either side of the hallway.

Treasure: The crates contain a few varieties of Three Spears rum: white, gold, dark, and spiced. Each bottle is sealed with a wax blob holding an impression of the Three Spears logo. There are 20 bottles total and each bottle is worth 8 gp.

AREA D3. OFFICE

The two areas marked D3 are essentially identical, with only a few cosmetic differences between them.

This room is a posh office with a sturdy desk and a couple of leather-backed chairs. A bookcase against one wall contains a handful of professional ledgers and a couple of tomes about the history and making of rum. A door leads out to the north.

The western office belongs to the distillery's owner and the ledgers detail the company's finances. A PC that glances through them and succeeds at a DC 20 Appraise check or a DC 15 Profession (accountant) check can see that Three Spears is in good financial shape. The eastern office belongs to the company's brew master, and her bookshelf contains notes on possible recipes and schedules for their aged rums (which are kept off site).

Treasure: To the right buyer, the recipes in the eastern office are worth 500 gp.

AREA D4. HALLWAY

CR 11

This L-shaped corridor bends to the north. The walls here are covered with paintings of the distillery over the years and portraits of the company's former owners.



Trap: Financed by Grymes, the Vultures acquired a couple of magical traps that they could use in their hideout. Mercy Wintoris took one of these traps to place here in the hallway to fend off any intruders that got past Beegore. The traps springs when someone approaches the corner and deals its cold damage to everyone in the southern half of the corridor.

CONE OF COLD TRAP

CR 11 • XP 12,800

Type magic; **Perception** DC 30; **Disable Device** DC 30

EFFECTS

Trigger proximity (*alarm*); **Reset** none

Effect spell effect (*cone of cold*, 15d6 cold damage, DC 17 Reflex save for half damage); multiple targets (all targets in a 60-ft.-cone)

AREA D5. DISTILLERY

CR 13 OR 14

The north wall of this large chamber is lined with large copper vats linked by metal tubes, along with coal-burning furnaces and other devices used in the production of rum. Two of the vats have large spouts in the side of them, and a couple of ladders lean against the vats. A handful of sealed barrels are lined up near the vats in some small puddles of alcohol. A few small tables and shelves, covered with various brewing paraphernalia, stand against the southern wall. Barrels—filled with molasses by the smell of them—are stacked in a pyramid by the large door in the western wall.

Creatures: Mercy Wintoris and her gang arrived and sent off the employees a bit too early for their plan, and have been forced to put the rum in its barrels themselves. They have been fairly successful, but tensions are beginning to mount. If the PCs have already visited Warehouse 44, there is a fourth thug here.

Mercy Wintoris grew up surrounded by death. Her human father died of a terrible plague shortly after she was born, and her depressed elf mother took her own life a few years later, leaving Mercy in the care of her father's unmarried sister, who perished in a mysterious fire when Mercy was a teenager. She was then taken in by a pair of worshipers of the god of undeath, who saw her tribulations as a blessing. Mercy soon came to feel the same way, and became a devout member of the faith herself. She recently joined the Vultures because their aesthetic matched her own.

Mercy is a tall, thin half-elf who dresses in black and carries a scythe whose blade is emblazoned with the symbol of the god of undeath. She wears belt of small

MERCY WINTORIS

CR 10 • P 9,600

Female half-elf cleric 11

NE Medium humanoid (elf, human)

Init -1; **Senses** low-light vision; **Perception** +23

DEFENSE

AC 18, touch 10, flat-footed 18 (+7 armor, +1 deflection, -1 Dex, +1 natural)

hp 86 (11d8+33)

Fort +9, **Ref** +3, **Will** +12; +2 vs. enchantments

Defensive Abilities death's embrace; **Immune** sleep

OFFENSE

Speed 30 ft. (20 ft. in armor)

Melee +1 scythe +9/+4 (2d4+1/x4)

Special Attacks channel negative energy 5/day (DC 19, 6d6), scythe of evil (5 rounds, 1/day)

Domain Spell-Like Abilities (CL 11th; concentration +15) 7/day—bleeding touch (5 rounds), touch of evil (5 rounds)

Cleric Spells Prepared (CL 11th; concentration +15)

6th—create undead^D, harm (DC 22)

5th—flame strike (DC 19), slay living^D (DC 21), true seeing

4th—air walk, cure critical wounds, divine power, poison (DC 20), unholy blight^D (DC 18)

3rd—animate dead^D, bestow curse (DC 19), blindness/deafness (DC 19), cure serious wounds (2), speak with dead (DC 19)

2nd—align weapon, death knell^D (DC 18), ghoul touch (DC 18), owl's wisdom, spiritual weapon, undetectable alignment (DC 16)

1st—bane (DC 15), cause fear^D (DC 17), command (DC 15), curse water (DC 17), doom (DC 17), shield of faith 0 (at will)—bleed (DC 16), detect magic, guidance, light

D Domain spell; **Domains** Death, Evil

STATISTICS

Str 10, **Dex** 8, **Con** 12, **Int** 14, **Wis** 18, **Cha** 14

Base Atk +8; **CMB** +8; **CMD** 18

Feats Combat Casting, Command Undead, Greater Spell Focus (necromancy), Improved Channel, Skill Focus (Perception), Spell Focus (necromancy), Toughness

Skills Acrobatics -5 (-9 when jumping), Knowledge (religion) +16, Perception +23, Sense Motive +18, Use Magic Device +13; **Racial Modifiers** +2 Perception

Languages Common, Elven, Goblin, Undercommon

SQ elf blood

Combat Gear bead of force, wand of charm person; **Other Gear** +1 chainmail, +1 scythe, amulet of natural armor +1, cloak of resistance +1, ring of protection +1, bone unholy symbol, ebon blight (12 doses), 355 gp

skulls, and her face is painted black with a red skull covinging the upper half of her visage. Her eyes are gray and she wears her short-cut white hair in a bun that tends to come undone in moments of stress.

MERCY WINTORIS: *hp 86* (see page 15)

VULTURE THUGS (3 OR 4): *hp 71 each* (see page 13)

Mercy and her thugs attack as soon as the PCs make themselves known. She allows her thugs to do most of the melee fighting in the combat, while she hangs back and casts spells, though she does use her *bleeding touch* ability if someone gets too close. Mercy fights to the death, convinced that her god will reward her, but the thugs try to flee if they are reduced to 10 or fewer hit points.

Development: If the PCs secure and neutralize the doses of ebon blight from Mercy Wintoris, award them 19,200 XP.

Treasure: A PC who succeeds at a DC 30 Perception check while searching the room discovers a hidden panel in the wall behind which has been stashed a *lantern of revealing*; the item was given as a gift to the distillery owners by a powerful wizard who was a fan of their rum.

EVENT E

WAREHOUSE 44

LOCATION: Warehouse District

The many warehouses of the Docks district house all manner of goods. While the tend to look the same, they are all clearly numbered. Warehouse 44 is found, unsurprisingly, between Warehouses 43 and 45. Its large main door is closed when the PCs arrive, but a PC who succeeds at a DC 25 Perception check notices a partial bloodstain poking out from under the door.

Grim Crawford and his Vulture thugs quickly and quietly overpowered the three employees who had the misfortune to be at the warehouse at the wrong time. Grim moved the corpses to the warehouse office (area E2) and quickly shut the door to make sure no passersby noticed the crime, but he neglected to lock it.

AREA E1. WAREHOUSE FRONT

A wall of crates and boxes stretching up 20 feet high separates the front part of the warehouse from the rest of it. A large double door leads out to the street and a doorway to the west marks a walled-off space not used for storage.

The crates in this portion of the warehouse contain supplies for making barrels, as the Dirty Molasses Distillery shares this warehouse with Geraldine the Cooper, who supplies the distillery with all its casks.

A PC who succeeds at a DC 25 Perception check or DC 20 Survival check can see that further bloodstains lead west into the office (area E2).



AREA E1. WAREHOUSE
FRONT

AREA E2. OFFICE

AREA E3. MIDDLE OF
THE WAREHOUSE

AREA E4. BACK OF
THE WAREHOUSE



AREA E2. OFFICE

CR 11

A simple wooden desk stands next to an iron safe large enough for a gnome to stand up in. Two lifeless bodies lie in the middle of the room in a small pool of blood, the stab wounds in their chests quite evident.

Dona Jaymes, the warehouse supervisor, and York Padley, a part-time guard, were unlucky enough to be in the warehouse when the Vultures burst through the front door. They were slaughtered and their corpses were dragged into this room. A PC who succeeds at a DC 20 Heal check identifies their wounds as being from bladed weapons wielded by professional hands.

Development: A PC able to cast *speak with dead* can get some information from the bodies, though the two didn't see much of their attackers. York caught the flash of a gray cloak out of the corner of his eye and turned to be confronted by half a dozen masked figures brandishing swords. Dona observed a pale, ghostly figure float through the wall before she became paralyzed with fear. She didn't see the wielder of the blade that killed her.

Trap, Treasure: Dona was a bit paranoid (though it didn't prepare her for how she met her end) and purchased a sturdy safe (hardness 10, 90 hp, Disable Device DC 35,

break DC 30) to store the warehouse's earnings and other valuables. She also convinced her uncle, a wizard, to place a spell on the safe so that anyone but her who tries to open the safe is turned into a box turtle.

BALEFUL POLYMORPH TRAP CR 11 • XP 12,800

Type magic; **Perception** DC 26; **Disable Device** DC 30

EFFECTS

Trigger touch; **Reset** none

Effect spell effect (*baleful polymorph*, DC 17 Fortitude negates, DC 17 Will partial)

Inside the safe, the PCs find a *ring of blinking*, an *iridescent spindle ioun stone*, a cold iron dagger, and 8,485 gp, as well as records of all the businesses who have and are currently storing items in this warehouse.

AREA E3. MIDDLE OF THE WAREHOUSE CR 13

Boxes and crates tower on each side of you, forming an east-west corridor in the middle of the warehouse. Several individual containers occupy the center of this passage, either left there carelessly or placed there on purpose.

GRIM CRAWFORD

CR 10 • XP 9,600

Male human spiritualist 11 (*Pathfinder Roleplaying Game Occult Adventures*)

NE Medium humanoid (human)

Init +6; **Senses** Perception +15

DEFENSE

AC 19, touch 14, flat-footed 16 (+4 armor, +1 deflection, +2 Dex, +1 dodge, +1 natural)

hp 86 (11d8+33)

Fort +9, **Ref** +6, **Will** +12; +4 bonus vs. mind-affecting

Defensive Abilities spiritual interference

OFFENSE

Speed 30 ft.

Melee mwk kukri +9/+4 (1d4/18-20)

Ranged +1 light crossbow +9 (1d8+1/19-20)

Special Attacks bonded manifestation (14 rounds/day), phantom recall 2/day

Spiritualist Spell-Like Abilities (CL 11th; concentration +19)

At will—*detect undead*

2/day—*calm spirit*^{OA} (DC 13)

1/day—*see invisibility* (10 min.)

Spiritualist Spells Known (CL 11th; concentration +19)

4th (3/day)—*crushing despair* (DC 18), *enervation*, *fear* (DC 20), *inflict critical wounds* (DC 20)

3rd (5/day)—*bestow curse* (DC 19), *condensed ether*^{OA}, *inflict serious wounds* (DC 19), *ray of exhaustion* (DC 19), *vampiric touch*

2nd (5/day)—*blur*, *death knell* (DC 18), *false life*, *inflict pain*^{OA} (DC 16), *protection from arrows*, *spectral hand*

1st (6/day)—*chill touch* (DC 17), *deathwatch*, *doom* (DC 17), *mage armor*, *shield*, *touch of gracelessness*^{APG} (DC 15), *unseen servant*

0 (at will)—*bleed* (DC 16), *daze* (DC 14), *detect magic*, *grave words*^{OA}, *light*, *telekinetic projectile*^{OA}

STATISTICS

Str 10, **Dex** 14, **Con** 12, **Int** 14, **Wis** 18, **Cha** 8

Base Atk +8; **CMB** +8; **CMD** 22

Feats Dodge, Emotional Conduit^{OA}, Focused Phantom^{OA}, Greater Spell Focus (necromancy), Improved Initiative, Skill Focus (Intimidate), Skill Focus (Stealth), Spell Focus (necromancy), Toughness

Skills Intimidate +19, Knowledge (planes) +16, Perception +15, Sense Motive +18, Spellcraft +16, Stealth +19, Use Magic Device +13

Languages Common, Necril, Undercommon

SQ bonded senses (at will), etheric tether, fused consciousness, phantom (Phantom, despair), shared consciousness

Combat Gear *potion of cure serious wounds* (2), *robe of bones*; **Other Gear** +1 studded leather, +1 light crossbow with 20 bolts, mwk kukri, *amulet of natural armor* +1, *cloak of resistance* +1, *ring of protection* +1, *ebon blight* (12 doses), 45 gp

TANNER REEDE

CR • XP –

NE Medium outsider (phantom)

Init +8; **Senses** darkvision 60 ft.; Perception +8

DEFENSE

AC 25, touch 15, flat-footed 20 (+4 Dex, +1 dodge, +10 natural)

hp 67 (9d10+18)

Fort +8, **Ref** +7, **Will** +6 (+4 morale bonus vs. enchantment spells and effects)

DR 10/magic, 5/slashing

OFFENSE

Speed 30 ft.

Melee 2 slams +11 (2d8+1)

STATISTICS

Str 12, **Dex** 18, **Con** 14, **Int** 7, **Wis** 10, **Cha** 18

Base Atk +9; **CMB** +10; **CMD** 25

Feats Dodge, Improved Initiative, Improved Natural Attack (slam), Mobility, Weapon Focus (slam)

Skills Intimidate +16, Perception +8, Stealth +16

Languages Common

SQ devotion, ectoplasmic phase lurch, magic attacks, miserable strike, power from despair

Creatures: Grim Crawford doesn't want to be interrupted as he opens the barrels of Dirty Molasses rum and poisons the contents, so he stationed six scoundrels here to stop anyone who comes in. They are hidden in various spots behind the crates in an attempt to ambush the PCs. If the sounds of combat reach the northern end of the warehouse, Grim and his cohorts don't move to intervene, but instead take hiding positions themselves.

VULTURE THUGS (6): *hp 71 each* (see page 13)

Even if the amush isn't successful, the thugs try to move around the PCs to get into flanking positions. The tight quarters makes this a little difficult, so the thugs make liberal use of the Acrobatics skill and 5-foot steps. A thug that is reduced to 15 or fewer hit points attempts to flee, either deeper into the warehouse or out the front door, whichever is closest and easiest to get to.

AREA E4. BACK OF THE WAREHOUSE CR 13 OR 14

With no windows, the rear section of this warehouse is dark and musty, with boxes of all sizes looming in tall piles. Several barrels have been pulled out of nearby stacks to be placed upright in the warehouse's clear spaces.

Creatures: After Grim Crawford and his gang killed the two warehouse employees, Grim set out to find the Dirty Molasses rum barrels. He hadn't expected that the distillery stores them in the rear of the warehouse (it is much cooler there), so it took until just before the PCs arrived for him to find them. If the PCs have already visited the Three Spears Distillery, there is a fourth thug here.

Kerwin Crawford joined the Vultures when he was a young man and formed a fast friendship with Tanner Reede, a fellow gang member. The two were pretty much inseparable until a rumble with another gang went bad and Tanner bled to death in a dirty alley. Tanner's spirit refused to pass on and attached itself to the despondent Kerwin's consciousness. It has taken a few years, but Kerwin—who the Vultures now call Grim because of his dour disposition—has become very comfortable with his best friend's ghost living in his brain.

Grim is a middle-aged human with deep frown lines creasing his weathered face. His dirty blond hair is cut very short and is prematurely turning gray at the temples. He wears practical clothes in somber colors and carries the same kukri he fought with when he first joined the Vultures. The phantom Tanner Reede appears as a human teenager with a cruel smile and wielding a similar kukri.

GRIM CRAWFORD: *hp* 86 (see page 18)

PHANTOM TANNER REEDE: *hp* 67 (see page 18)

VULTURE THUGS (3 OR 4): *hp* 71 each (see page 13)

The thugs fight until they are reduced to 15 hit points of fewer, after which they surrender or attempt to flee. Grim Crawford is a bit more fanatic, having already given much of his life to the Vultures. He fights to the death, finally smiling if he is sent to join Tanner Reede in the afterlife.

Development: If the PCs secure and neutralize the doses of ebon blight from Grim Crawford, award them 19,200 XP.

EVENT F

FINDING GRYMES

LOCATION: Warehouse 44

The second high-ranking member of the Vultures (either Mercy Wintoris or Grim Crawford) that the PCs defeat has a note from the other, either among his or her possessions, or left at the scene. The main text of the letter is reproduced in **Handout 1** (see page 28).

Does Nathan Grymes think us fools? We do his dirty work for the pittance he throws at us because he believes that is all we are worth. But though we are the Vultures, we need not be merely scavengers any longer. I have heard rumors that Grymes has himself a hidden bolt hole where he keeps his most valuable treasures and that it exists in some other dimension! I asked Brown Teeth Shelby about it, and he thinks Grymes didn't magic up this space, but merely found it and that anyone can get there if they know the way. He also said his gram Opal was a famous poet who saw the place with her own eyes and wrote a verse about it, but I never heard of her.

After reading the note, the PCs' memories might be jogged by the name Opal Shelby. the What do I Know?: Opal Shelby table shows what a Knowledge (history) or Knowledge (local) check reveals about the poet.

If the PCs don't know anything about Opal Shelby themselves (see sidebar), any friendly NPC (such as Maldemar Drum of *The Shipping News*) can tell them that Opal Shelby is most famous for writing a poem titled "Into Dark Freeport" shortly before she was committed to Chambers Asylum for spouting nonsense about secret dimensional portals hidden throughout the city.

Finding a copy of "Into Dark Freeport" isn't difficult. Most booksellers have a copy of *Poems of the Macabre* or another anthology that contains the verse; such a volume

WHAT DO I KNOW?: OPAL SHELBY

Result	Information
15+	Opal Shelby was a pirate turned minor poet 100 years ago whose works have fallen into obscurity. Some say she died after being committed to Chambers Asylum.
20+	She is most famous for a single poem titled "Into Dark Freeport," though most considered it a piece of crude doggerel. It was only launched into the public's notice due to the fact that Opal insisted that it was based on a true story. Most people believed she was crazy.
25+	Fringe scholars believe the place described in "Dark Freeport" is not only real, but the poem itself contains directions on how to get there. The more paranoid of these sages posit she was committed to keep her silent.

GIVING CLUES

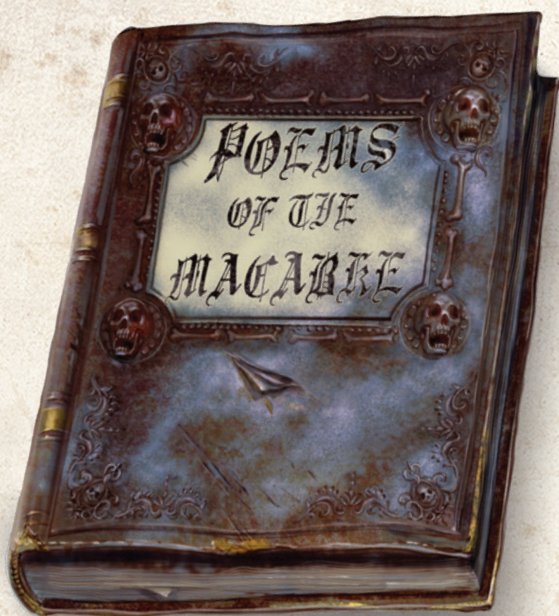
If your players need a few hints to decode the poem and discovered the correct series of turns to make it through the back alley maze, they can attempt periodic Intelligence checks. A PC who succeeds at the first DC 12 Intelligence check notices that the first word of the third line is spelled incorrectly. From the context, it should be “wretched,” something editors should have noticed... unless it was intentional. A PC who succeeds at a second DC 12 Intelligence check is struck by the unnecessariness of the poem’s first word. Finally, a PC who succeeds at a final DC 15 Intelligence check sees that except for the first line, each line begins with an “L” or an “R.”

retails for 25 sp. The entirety of the poem is reprinted in below, and in Handout 2 (see page 28).

Into Dark Freeport by Opal Shelby

Initially, I stumbled into Grimarch Alley that fateful night.
Lost, I wandered blind unknowing of my plight.
Retchd thoughts of things I'd done flitting through my
mind.
Little heeding all the portents of what I would soon find.
Running now in fear of sights that chill my blood.
Reeling, slipping, falling through endless fields of mud.
Reason gone, lungs burning, skin pale, future stark.
Looking on an empty city long surrendered to the dark.

How the PCs can interpret the poem to reveal the way to Dark Freeport is covered in **Event G**.



PART THREE:

THE CITY OF MISADVENTURE

Grymes has hidden himself away in the demiplane containing the strange shadow city known as Dark Freeport. By now, the PCs have the clues needed to find their way into this demiplane, though they have no idea what to expect in there or where Grymes might be within that plane. They will have to go in blind if they want to bring the traitorous Grymes to justice.

EVENT G

BACK ALLEY MAZE

LOCATION: Scurvytown

As the PCs examine Opal Shelby’s poem for clues, they will probably want to check out Grimarch Alley. Located in Scurvytown, this unassuming side street juts off from the main street and ends in a T-junction after 100 feet. The stone buildings on either side are only one story tall, but their eaves stretch a little out into the alley, almost completely blocking out the sky. A PC casting *detect magic* will pick up a very faint conjuration aura that suffuses the entire alley.

To reach Dark Freeport, the PCs must start in Grimarch Alley and make the correct series of turns (left, right, left, right, right, right, and left). After each turn, the PCs find themselves in a similar-looking alley ending in a T-junction after 100 feet. The PCs might accidentally take the appropriate route for the first few turns, but it is unlikely they will stumble across the correct combination. If the PCs make an incorrect turn (or turn back), they immediately find themselves back in Grimarch Alley; this includes if one or more of them flees from the fear effect after the fourth turn.

Nothing unusual happens after the PCs make the first correct turn, but after the second one, they begin to feel the

hairs on the backs of their necks stand on end. After the third correct turn, the sounds of the city begin to recede. After the fourth correct turn, the alley is in complete darkness and each PC must succeed at a DC 18 Will saving throw or become frightened for 1 minute, fleeing in a random direction. After the fifth correct turn, the PCs find that a 20-foot section in the middle of the alley acts as a patch of quicksand (see Chapter 13 of the *Pathfinder Roleplaying Game Core Rulebook*); a PC who succeeds at a DC 35 Perception check or DC 25 Survival check notices the quicksand before anyone steps into it. After the sixth correct turn, each PC must succeed at a DC 22 Will saving throw or become confused for 1d4 rounds. After the seventh correct turn, the PCs step out into Dark Freeport.

Development: If the PCs make their way through the back alley maze and reach Dark Freeport, award them 25,600 XP.

EVENT H

CR 13

DARK FREEPORT

LOCATION: Demiplane of Dark Freeport

The city the PCs exit the back alley maze onto is both familiar and strange. They are in an extradimensional version of Freeport—an echo of sorts—where the buildings are slightly askew and the streets don't always lead to the same places. The sky here is pitch black, with no sign of the moon or the stars, but somehow the PCs can see as normal and shadows of the surrounding structures creep across the ground. Sounds are flat and muffled and the smell of brackish salt water wafts around every corner (even more so than in the real Freeport). Though the streets are empty, the PCs have the constant feeling of being watched and followed, and sometimes they are correct—as soon as they arrive, they are being stalked by the Guardian (see below).

Dark Freeport is a malignant splinter from the Plane of Shadow that has attached itself to the real city. Not many people know about it, and those who do disagree on whether this reflection has always existed or if it is related to Freeport's ancient curse. Some even claim that Dark Freeport came first and the actual city is a reproduction of it. Currently, Nathan Grymes and his div allies are the only ones aware of Dark Freeport who aren't resting in sanitariums or who haven't fled to far corners of the world to escape its memory.

The largest and most striking difference between Freeport and Dark Freeport is the Scuttled Spire: an impossible tower of shipwrecks that juts from the center of town and stretches into the sky. The Spire sways and



THE GUARDIAN

CR 13 • XP 25,600

Minotaur barbarian 9 (*Pathfinder Roleplaying Game Bestiary*)

CE Large monstrous humanoid

Init +4; **Senses** darkvision 60 ft.; Perception +10

DEFENSE

AC 20, touch 8, flat-footed 20 (+7 armor, +1 deflection, +5 natural, -2 rage, -1 size)**hp** 190 (15 HD; 6d10+9d12+99)**Fort** +16, **Ref** +9, **Will** +11**Defensive Abilities** improved uncanny dodge, trap sense +3; DR 3/—

OFFENSE

Speed 40 ft. (30 ft. in armor)**Melee** +1 greataxe +22/+17/+12 (3d6+11/x3)
or gore +16 (1d6+3)**Space** 10 ft.; **Reach** 10 ft.**Special Attacks** powerful charge (gore, 2d6+10),
rage (29 rounds/day), rage powers (increase damage
reduction +2, knockback, unexpected strike)

STATISTICS

Str 24, **Dex** 10, **Con** 20, **Int** 7, **Wis** 10, **Cha** 8**Base Atk** +15; **CMB** +23 (+25 bull rush); **CMD** 32 (34 vs.
bull rush)**Feats** Extra Rage, Great Fortitude, Improved Bull Rush,
Improved Initiative, Improved Vital Strike, Power Attack,
Toughness, Vital Strike**Skills** Intimidate +11, Perception +10, Stealth +10, Survival
+10; **Racial Modifiers** +4 Perception, +4 Survival**Languages** Giant**SQ** fast movement, natural cunning**Base Statistics** When not raging, the Guardian's
statistics are **AC** 22, touch 10, flat-footed 22; **hp** 160; **Fort**
+14, **Will** +9; **Melee** +1 greataxe +20/+15/+10 (3d6+8/x3)
or gore +14 (1d6+2); **Str** 20, **Con** 16; **CMB** +21 (+23 bull
rush); **CMD** 32 (34 vs. bull rush)**Combat Gear** *potion of cure moderate wounds* (3);**Other Gear** +1 chainmail, +1 greataxe, cloak of resistance
+1, ring of protection +1, 110 gp

creaks slightly in the wind and looks like it could tumble down onto the city at any moment. The barely visible cap of the tower appears to be massive barge made of stone. A geyser of light spews from the barge, which only adds to the structure's surreal nature. If the PCs squint, they can just make out a humanoid figure silhouetted against the light.

The PCs can head straight for the Scuttled Spire or explore Dark Freeport as they see fit. Use the Freeport Campaign Setting as you need, but describe once-familiar areas as being slightly "off." Doors aren't exactly in the same places, furniture seems to shift slightly when

it isn't being looked at, and objects are either coated in an oily sheen or much softer than they should be. The PCs can't find anything of value in Dark Freeport, even if they believe they can loot every shop in the city; the items within look like cheap knockoffs or don't function at all. With the exception of the treasure they recover from the Scuttled Spire (and what they loot from the Guardian), anything they try to leave with turns to sand when they return to the real Freeport.

Creature: In either case, Dark Freeport's Guardian stalks them as the move through the city. A hulking minotaur with fiery eyes, the Guardian can alter the streets as it sees fit, turning wide thoroughfares into dead ends and blind alleys into slippery ramps. The Guardian (empowered by Dark Freeport) can also redirect any long-range teleportation effect to a place of its choosing—usually to a dead-end street where it can ambush the party. Effects like *dimension door* that only teleport a single creature no farther than 100 feet are unaffected. The PCs can't reach the Scuttled Spire until they deal with the Guardian, who uses hit-and-run tactics to try to winnow down the party's resources before it makes a final strike.

THE GUARDIAN: *hp 190* (see at left)

The Guardian attempts two or three ambushes by trapping the PCs in an altered street and then appearing in a nearby doorway in a frothing rage. During these attacks, it flees after 2 rounds of attacking the strongest-looking character or a PC who displays healing powers. It tries to get a sense of the PCs' tactics, altering his own to compensate. Between these small fights, the Guardian drinks its potions to heal itself and waits out its post-rage fatigue. When it runs out of potions, it fully commits to a final battle, giving no ground and refusing to surrender. The PCs must kill the Guardian before they can proceed.

EVENT I

THE SCUTTLED SPIRE

LOCATION: Dark Freeport

The Scuttled Spire is a tower, hundreds of feet tall, composed of the shattered hulls of over a dozen ships, lashed together with rope and supported by a central stone pillar. By all natural laws, the tower is an architectural impossibility, but yet it stands. The Spire is a recent addition to Dark Freeport, created when Grymes and his div allies brought the *annihilation gate* into the dimension. Symbolically, the Spire represents the pirate lives Grymes has ruined in pursuit of power,

though none of the ships within correspond to any specific ship in the real world.

At this point in their careers, the PCs probably have the means to fly or teleport directly to the top of the tower. However, the nature of Dark Freeport makes this impossible or near to it. Any teleportation spell or effect used after the Guardian is defeated redirects the user to area I1. Flying is just as dangerous, as anyone farther than 15 feet from the Spire and more than 30 feet off the ground is subject to tornado-force winds (see Chapter 13 of the *Pathfinder Roleplaying Game Core Rulebook*) blowing directly downward. In addition, they are attacked by a pair of elder air elementals—a CR 13 encounter.

ELDER AIR ELEMENTALS (2): *hp 152 (Pathfinder Roleplaying Game Bestiary)*

The elder air elementals pursue the offending PCs even onto the Spire's ships, possibly causing multiple encounters to trigger at once. After a pair of elementals is defeated, another pair appears if the PCs are still attempting to fly up the side of the tower. The PCs should only gain XP for defeating a pair of these elementals once.

AREA I1. BRACKISH MOAT

CR 13

The base of the imposing tower is surrounded by a pool of brackish sea water. It is impossible to tell how deep the moat is or what might be lurking inside of it. The bow of a three-masted ship juts into the water near the tower's stony center, while its stern rises above it at a forty-five-degree angle. Bits of slimy moss dangle from the ship's figurehead: a stylized skeleton.

The water here is 10-feet deep in a 20-foot radius around the central pillar and only 5-feet deep from there to the water's edge.

Creatures: A trio of ghawwas divs hide within the filthy water, attacking when the PCs approach the *Poisoned Plunder* (area I2).

GHAWWAS DIVS (3): *hp 161 each (Pathfinder Roleplaying Game Bestiary 3)*

The ghawwas attempt to surround the PCs and cut off any avenues of escape. They then each use their boiling sea ability, one round after the other, to try to cook the PCs alive in the brackish water. The divs fight to the death.

AREA I2. POISONED PLUNDER

The deck of this ship rises steeply from bow to stern, where a set of planks secured with rope lead to the deck of

another wrecked vessel. The masts, railings, and doorways are expertly carved to look like human bones, lending a definite sinister air to the ship.

If the PCs search the vessel, they can easily find a nameplate reading "*Poisoned Plunder*." There are no signs of furniture or cargo below deck, with the exception of several empty barrels lined with a sweet-smelling film on the inside. A wide hole in the hull looks down over the Spire's moat.

Treasure: A PC who succeeds at a DC 32 Perception check while searching the ship finds a *portable hole* in the captain's cabin that looks almost like a normal hull breach. The portable hole contains a +2 icy burst longsword, a mithral full plate of speed, and a cloak of etherealness.

Development: The PCs climb through three other empty ships before reaching area I3.

AREA I3. THE DANGEROUS DECEIT

CR 14

As the PCs climb into this ship through a gaping hole in the prow, they can see that it is named *The Dangerous Deceit*.

The deck of this ship is perforated by hundreds of holes the size of gold coins, each perfectly round, though this doesn't seem to affect the integrity of the wood. A large oaken chest sits on the quarterdeck, just behind the ship's wheel, which is spinning lazily of its own accord.

The PCs must climb up into the crow's nest to reach the next ship (area I4) via a rope ladder hanging down.

Trap: The PCs might get temporarily distracted by the chest on the quarterdeck. This sturdy chest can't be moved and is protected by a powerful magic trap, though it is unlocked.

HARM TRAP

CR 14 • XP 38,400

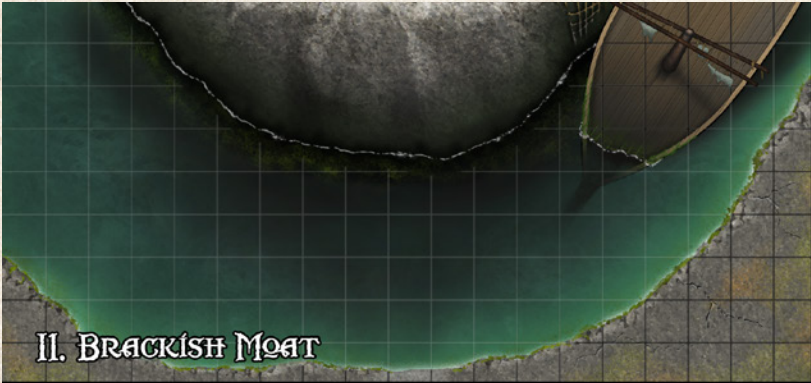
Type magic; **Perception** DC 31; **Disable Device** DC 31

EFFECTS

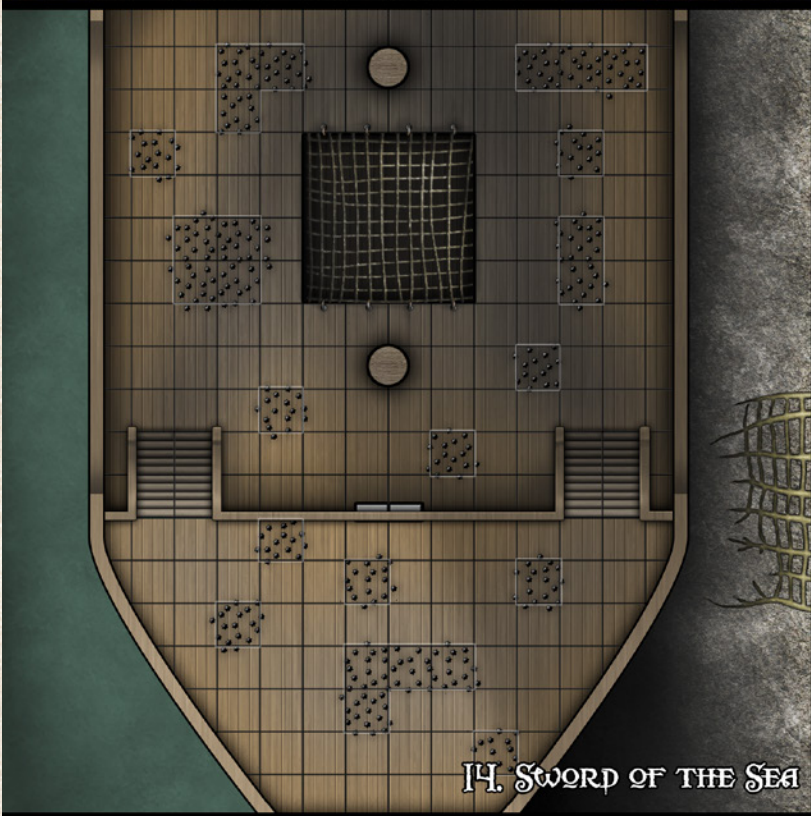
Trigger touch; **Reset** none

Effect spell effect (*harm*, +6 melee touch, 130 damage, DC 19 Will save for half, cannot be reduced to fewer than 1 hit point)

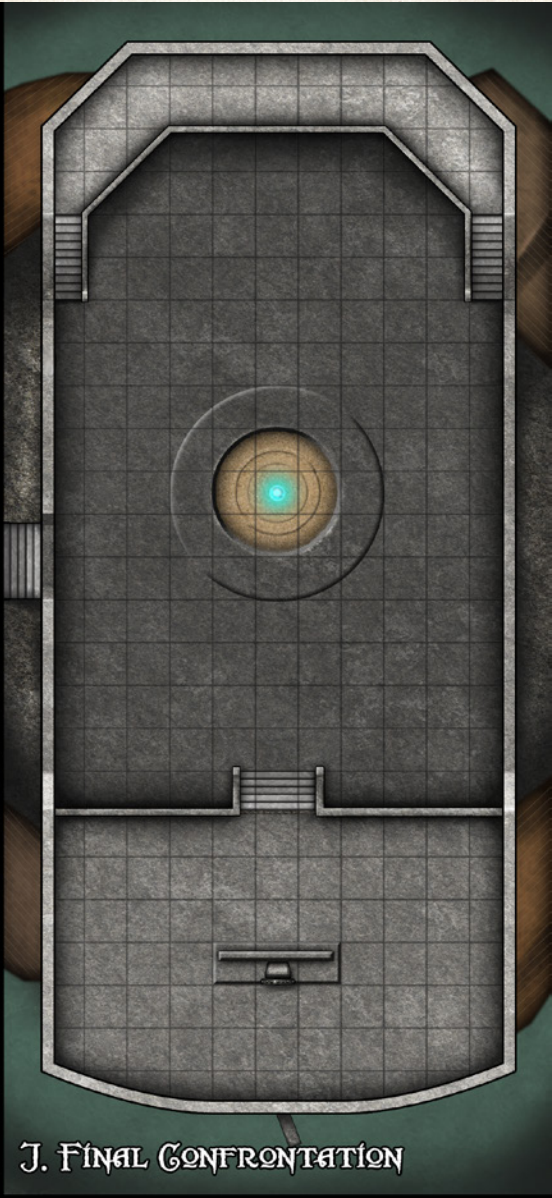
Upon opening, the chest appears empty. However, a PC who succeeds at a DC 30 Perception check finds a false bottom that opens onto a 5-foot-by-5-foot room in the ship itself. There is 3,000 gp, and 20 gems worth 150 gp each, and silks and spices worth 7,000 gp in the room.



II. BRACKISH MOAT



14. SWORD OF THE SEA



J. FINAL CONFRONTATION



15. GREEP'S SHADOW



SCUTTLED SPIRE
(SPOILS)



AREA I4. SWORD OF THE SEA

CR 14

The PCs reach this ship via a rope ladder that dangles over the vessel's port side. As they climb onto the main deck, they can read this ship's name, *Sword of the Sea*.

This double-masted ship is relatively parallel to the ground, but it seems as though the wood of the deck has been turned inside out. Patches of rusty nails poke up out of the deck in random areas, including a portion of the large wooden grill that covers the entrance to the cargo hold. In addition, the ship's wheel is located on the fo'c'sle, facing the wrong direction.

The squares marked on the map function as areas covered in caltrops.

Creatures: When the PCs get on deck, a sepid div steps out the captain's cabin and attacks them mercilessly.

SEPID DIV: *hp 202 (Pathfinder Roleplaying Game Bestiary 3)*

The sepid div is unaffected by the marked areas and begins combat by using its rain of debris ability. The sepid then attempts to summon another div if possible but then brings his falchion to bear against the strongest-looking PC, hoping for a challenge. The sepid div fights to the death.

Development: Continuing their ascent of the Scuttled Spire, the PCs scale the underside of a ship that is upside-down and then scramble through the beams of a ship that has no decks or hull. They then cross a boxy ship that doesn't look like it would be seaworthy and up two flights of stairs built from driftwood.

AREA I5. GREED'S SHADOW

CR 15

The stairs lead directly to the main deck of this ship, which the PCs can see is named *Greed's Shadow*.

Many of this ship's metallic accents, such as the belaying pins and the anchor chain, are crafted from a shiny, silver metal that looks quite valuable. Several gold-plated cannons line the deck, glinting prettily but seeming quite impractical.

If scraped off, the metal, though appearing to be gold and platinum, turns into a foul grit.

Creatures: When the PCs board this ship, the cannons fly toward each other to create a deadly cannon golem.

CANNON GOLEM: *hp 140 (Pathfinder Roleplaying Game Bestiary 3)*

The cannon golem heedlessly fires at the PCs, tearing chunks of wood out of the surrounding ship on every miss. The cannon golem fights until it is destroyed.

Development: The PCs have to climb through six more ships before they reach area I6, with each vessel being oriented more vertical than the last. Plenty of handholds and lengths of knotted rope make this ascent fairly trivial, but at this point, a fall from these heights would definitely be fatal.

AREA I6. THE FOUL SERPENT

CR 15

The PCs are hundreds of feet from the ground by now and when they reach this vessel—*The Foul Serpent*—they are fully climbing.

This ship hangs vertically alongside the central stone pillar, seemingly held in place with dozens of lengths of rope attaching it to the ship above. But what is anchoring that ship?

To continue up the Spire, the PCs must climb *The Foul Serpent* from stern to bow, a task made more difficult by the fact that the ship begins to disintegrate as they proceed. The PCs have to vertically traverse a distance of 75 feet by succeeding at DC 18 Climb checks to reach a safe set of rigging that leads to the next vessel. Treat this encounter as a combat, monitoring each PC's actions each round, though the PCs won't need to make initiative checks. At the beginning of the second round, *The Foul Serpent* begins shaking, and the PCs can see sections of the ship's prow beginning to break off. At initiative count 0 at the end of the second round and in every round thereafter, a random PC is targeted with a piece of falling debris. Each piece of debris has an attack bonus of +10 and deals 6d6 points of bludgeoning damage; if a PC has climbed at least 45 feet, each piece of debris only deals half that damage. A PC struck by debris must succeed at another DC 18 Climb check to maintain his grip; otherwise, he begins falling. At the end of the tenth round (or whenever the last PC reaches the safe rigging), *The Foul Serpent* detaches completely from the Spire, taking any PCs remaining on it with it. A PC that falls takes 20d6 points of damage when she hits the ground.

Teamwork will most likely be necessary for all PCs to successfully climb up *The Foul Serpent*. If they have rope, they can tie it to one another, though that comes with the added danger of literally linking their fates to one another. A character that is supporting the weight of another character while climbing takes a cumulative -4 penalty on Climb checks per other character he is supporting. Remember that if a character tries to fly past

this particular obstacle, she might run afoul of the winds and air elements (see page 23).

Development: Once past *The Foul Serpent*, the ships of the Spire are more wreckage and detritus than whole. The scraps and chunks of ships form a steep slope that circles around the central pillar before it reaches the unnamed barge holding the *annihilation gate* and Nathan Grymes.

EVENT J

CR 16

THE FINAL CONFRONTATION

LOCATION: Top of the Scuttled Spire

The top of this impossible tower is simply a big, flat barge, like one might see plying a slow-moving river, but made of solid stone. The vessel appears ancient and weathered as if scoured by a hundred sandstorms. The

center of the barge is occupied by a large basin filled with churning sand that emanates a beam of scintillating light upward into the sky.

The basin is a div artifact called the *annihilation gate*, which can be used to summon a host of divs. Luckily, it doesn't work on the Material Plane, but a place like Dark Freeport can be used as a staging ground to create an army and assault the City of Adventure. His div allies gifted Nathan Grymes the artifact to create a second wave and strike at the city from the inside as the Mazini fleet besieged Freeport from without. With much of his plans foiled, Grymes has tinkered with the artifact, hoping it can whisk him away from his failures. Unfortunately for him, his calculations are far from correct.

Creatures: As the PCs crest the final steps up to the barge, they see Nathan Grymes standing at the edge of the basin. He says, "Always one step behind. Farewell!" as he steps into the sand, which engulfs him immediately.

The light pouring from the basin changes from brilliant to dark and sinister. The barge trembles, and before the PCs can do more than rush to the edge of the basin (if they want), the *annihilation gate* explodes, spewing sand and stone everywhere. Standing in its place is a horribly mutated Nathan Grymes.

The planar energies of the *annihilation gate* have infused Nathan Grymes with a div-like form and abilities. He has doubled in size, his skin is the color of sand, and horns jut from his forehead and temples. His arms have become hideous tentacles and two further tentacles have sprouted from his torso. His clothes are tattered from the transformation, and his eyes are alight with madness. He chuckles sinisterly as he moves to attack the PCs, accompanied by a pair of elder air elementals that appear at the far edge of the barge.

DIV-TOUCHED NATHAN GRYMES: *hp 225* (see page 27)

ELDER AIR ELEMENTALS (2): *hp 152*
(*Pathfinder Roleplaying Game Bestiary*)

Though now insane, Nathan Grymes spreads his attacks out among the PCs, trying to eliminate these thorns in his side and foilers of his master plan. The air elementals provide support, flanking the PCs when possible. Both Nathan and the air elementals fight until they are destroyed.



DIV-TOUCHED NATHAN GRYMES

CR 15 • XP 51,200

NE Large outsider (div, native)

Init +9; **Senses** darkvision 60 ft., see in darkness, *true seeing*; Perception +29

DEFENSE

AC 30, touch 14, flat-footed 25 (+5 Dex, +16 natural, -1 size)
hp 225 (18d10+126)

Fort +13, **Ref** +18, **Will** +15

DR 10/cold iron and good; **Immune** fire, poison; **Resist** acid 10, electricity 10; **SR** 28

Weaknesses vulnerability to banishment and dismissal

OFFENSE

Speed 30 ft., swim 30 ft.

Melee 4 tentacles +25 (1d8+8/19-20 plus harenification)

Space 10 ft.; **Reach** 10 ft.

Special Attacks ground manipulation

Spell-Like Abilities (CL 18th; concentration +23)

Constant—*true seeing*

1/day—*cloudkill* (DC 20), *disintegrate* (DC 21)

STATISTICS

Str 26, **Dex** 20, **Con** 25, **Int** 19, **Wis** 19, **Cha** 20

Base Atk +18; **CMB** +27; **CMD** 42

Feats Alertness, Combat Reflexes, Critical Focus, Improved Critical (tentacle), Improved Initiative, Improved Natural Attack (tentacle), Lightning Reflexes, Lunge, Nimble Moves

Skills Bluff +26, Intimidate +23, Knowledge (arcana) +25, Knowledge (local) +25, Knowledge (planes) +25, Perception +29, Sense Motive +29, Spellcraft +25, Stealth +22, Use Magic Device +26

Languages Abyssal, Celestial, Common, Dwarven, Elven, Halfling, Infernal, Undercommon; telepathy 100 ft.

SPECIAL ABILITIES

Ground Manipulation (Su) At will as a move action, Nathan Grymes can cause stone and earth under him within his reach to turn into loose sand, becoming difficult terrain. The ground remains this way for 1 minute after Nathan uses this ability.

Harenification (Su) Nathan Grymes's tentacle attacks cause flesh to turn to sand—multiple attacks can cause a living creature to dissolve into a pile of sand. Each time a creature is damaged by Nathan's tentacle attack, it must succeed on a DC 26 Fortitude save or take 1d3 points of Dexterity damage as its flesh crumbles away. A creature that is reduced to 0 Dexterity by a Nathan's tentacles immediately fully turns to sand and dies as if affected by a *disintegrate* spell. A creature killed in this manner can only be brought back to life by *miracle*, *resurrection*, or *wish*. The save DC is Constitution-based.

Vulnerability to Banishment and Dismissal (Su)

Even though this transformed version of Nathan Grymes is a native outsider, he can still be partially affected by the spells *banishment* and *dismissal*. If the spellcaster overcomes Nathan's spell resistance, Nathan automatically fails his Will saving throw and takes 1 negative level if the target of a *dismissal* spell or 2 negative levels if the target of a *banishment* spell.

AFTERMATH

When the PCs defeat the div-touched Nathan Grymes, his body turns into a pile of sand and blows away in the wind. They have a few moments to collect themselves (possibly gathering up any fallen companions) before the Scuttled Spire begins to shake and collapse from under them. Ask what the players what they want to do, stressing that the clock is ticking and decisions must be made quickly.

If the PCs attempt to fly away or jump down (trusting in a spell like *feather fall*), the winds and endless army of air elementals no longer manifest, and they can watch as the tower slowly collapses in on itself, disappearing into nothing. If the PCs start to climb back down, they get only 50 feet down before the piece of the Spire they are on detaches from the central pillar and plummets toward the ground. The PCs can see the streets below thing spinning gently as they rush toward them.

Either way, when the PCs land or hit the ground, they find themselves back in Grimarch Alley in real Freeport (not harmed by their fall if they had one). No time has passed since they were last here. Dark Freeport has essentially “kicked them out” and permanently closed the back alley maze entrance to itself. However, it is still out there in its own demiplane, waiting for more souls to stumble across it.

The PCs are free to rest, recover, and even join in the celebrations of the third night of Drac's Fall, comfortable in the knowledge that they have saved Freeport from multiple terrible fates. If their participation in the defeat of the Mazini slavers is known throughout the city, they won't have to worry about paying for drinks for a long time!

With Nathan Grymes gone, it is up to the PCs whether they tell the Freeport Council about his perfidious plans. The PCs likely have a good reputation in the city by now, so the Council is quick to look into these accusations, learning their truth with only a few days of investigation. If any of the party has political ambitions, she is offered Grymes's seat on the Council, though his properties and businesses will be auctioned off with proceeds benefiting the city's treasury.

Freeport is safe again... for now.

Does Nathan Grymes think us fools? We do his dirty work for the pittance he throws at us because he believes that is all we are worth. But though we are the Vultures, we need not be merely scavengers any longer. I have heard rumors that Grymes has himself a hidden bolt hole where he keeps his most valuable treasures and that it exists in some other dimension! I asked Brown Teeth Shelby about it, and he thinks Grymes didn't magic up this space, but merely found it and that anyone can get there if they know the way. He also said his gram Opal was a famous poet who saw the place with her own eyes and wrote a verse about it, but I never heard of her.

Once this business with the rum is over, I say we find Grymes' s bolt hole and pay him a visit before he decides to tie up our loose ends.

Into Dark Freeport

by Opal Shelby

Initially, I stumbled into Grimarch Alley that fateful night.
 Lost, I wandered blind unknowing of my plight.
 Retched thoughts of things I'd done flitting through my mind.
 Little heeding all the portents of what I would soon find.
 Running now in fear of sights that chill my blood.
 Reeling, slipping, falling through endless fields of mud.
 Reason gone, lungs burning, skin pale, future stark.
 Looking on an empty city long surrendered to the dark.

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