

PATHFINDER®

ADVENTURE PATH  PART 5 OF 6



Council of Thieves

MOTHER OF FLIES

by Greg A. Vaughan

THE CITY OF WESTCROWN

The Maggot Tree

Hagwood

Trollclaw Cleft

The Bloody Tarn

The Dusk Market

Walcourt

Shrine of Aroden (safe house)

N

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ADVENTURE PATH PART 5 of 6



Council of Thieves **MOTHER OF FLIES**

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Council of Thieves



Fact or Fiction

Hey there, reader! As this is my first foreword in *Pathfinder*, allow me to introduce myself—my name is James Sutter, and I’m the Fiction Editor for Paizo. As Wes is off paying a visit to his exotic homeland (Baltimore) and Jacobs is currently buried under the Rubenesque weight of this volume’s adventure, I’ve been asked to stop by and tell you a bit about what’s coming down the road for *Pathfinder* fiction. But first, a brief word about this month’s adventure author, Greg A. Vaughan.

Greg Vaughan is what you might call a “stealth game designer”—a big, friendly, clean-cut guy with several kids and a respectable job in a mundane industry. While it might be going too far to call him a Boy Scout, if your grandmother tells you that some nice young man helped her across the street, it was probably Greg Vaughan. Perhaps the best description I can give of Greg is that, at last year’s PaizoCon organized play event, he was instantly and unanimously chosen to play Andoran’s faction leader. (Of course, Wes

played a vampy Chelish countess and I was his overeager imp familiar, so what does that say of us?) In short—everything about Greg screams all-American poster child.

And as it turns out, he also designs some of the most elaborate, intricate RPG adventures you’ve ever seen, with map designs so detailed you could use them to build a house (or a haunted castle, or the lost city of Xin-Shalast). So when I heard that he was writing this adventure, I knew my introduction would be short—for Greg Vaughan’s work truly speaks for itself.

Now on to fiction.

Pathfinder Fiction

“So, when are we going to see some novels set in the *Pathfinder* Chronicles campaign setting?” It’s one of the most frequently asked questions on Paizo’s messageboards and from our friends and colleagues at conventions. It’s no secret that, for many of us, novels set in game worlds were

Foreword

our first introductions to various settings, and in some cases, the works of authors like R. A. Salvatore or Margaret Weis and Tracy Hickman have managed to bring their associated campaign settings to thousands of readers who might never have seen a d20 in their lives. Game fiction allows us to bring our worlds to life and tell stories in ways adventures or sourcebooks can't, and gives us all another way to keep our heads in the world outside of the actual gaming session.

Of course, Pathfinder Chronicles fiction is nothing new to Paizo. We've been doing it in the Pathfinder's Journal section of *Pathfinder Adventure Path* since the second volume, in which a handful of authors teamed up to take Pathfinder Eando on a rough-and-tumble ride from the western edge of Varisia all the way to the City at the Center of the World (an 18-episode experience he may not be entirely thankful for). From those exciting and sometimes frantic days, we learned some valuable lessons and moved onward and upward with Elaine Cunningham's *Dark Tapestry*, our first 6-chapter arc done all by one author. Serialized in the Legacy of Fire Adventure Path, Elaine's story brought a fresh new flavor as it followed hard-edged druid Channa Ti across the deserts of Katapesh and Osirion in search of the *Reliquary of the Drowned God*. And even as you read this, Dave Gross is finishing up *Hell's Pawns*, a story in which our hero Radovan plays the tiefling Watson to Varian Jeggare's Sherlock Holmes in a diabolical mystery of noir fantasy set in Cheliah's grim capitol.

And the adventure doesn't stop there, of course. Starting with the Kingmaker Adventure Path, we'll be hearkening back to the journal's beginnings with another multi-author escapade following the comic adventures of Ollix Kaddar, exiled son of a minor lord, and his priest companion Phargas as the shiftless pair wanders the River Kingdoms in search of greatness, glory, and riches—but without all the *work*. And after that it's down to the Mwangi Expanse with Robin D. Laws for a rumble in the jungle as Mr. Laws shows us how even enemies can work together in pursuit of a noble goal like human sacrifice.

But as cool as the journals are, that's not usually what people mean when they ask about Pathfinder fiction. They want to know when we'll have paperback novels in the science fiction and fantasy section of their local bookstore, squashed between *Star Trek* novels and the latest *Diablo* yarn. And the answer is: very soon.

Let me repeat that again, just for the record:

Pathfinder novels are coming.

Needless to say, there's a lot of excitement around here. While we can't drop names just yet, outlines are being approved and contracts are being signed as we speak, and some of the authors are folks that will make your jaw drop. Be sure to keep an eye on **paizo.com** in the coming months, because as soon as the details are set in stone, you can bet we'll be shouting them from the rooftops.

A Fiction Manifesto

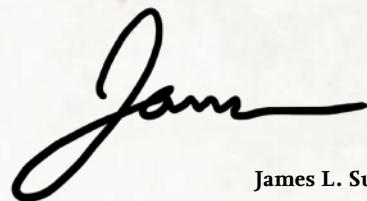
As Spider-Man has taught us all, with great power comes great responsibility. It's something everyone at Paizo keeps in mind, but nowhere have we thought harder about it than in relation to the Pathfinder fiction line. As excited as we are, we know that game fiction can also cause tremendous problems if there's conflict between it and the game setting—after all, if you're reading this, there's a high probability that you're playing in Golarion, and that means we've got a responsibility not to muck up the world we're both imagining. To that end, I'd like to offer a few promises as Fiction Editor:

We will not be breaking the toys. As far as I'm concerned, the single biggest sin a fiction editor at a game company can make (well, aside from turning out cruddy books) is nuking the world. While I completely understand the desire to tell stories incorporating big ol' continuity bombs (hey, my character in Jacobs's Sandpoint campaign wants to take out the *Starstone*), it's a disservice to every other storyteller—meaning GM—who wants to do the same in his home game. We have no plans to kill gods, drop alien invasions, or sink Cheliah into the sea (as much as it might deserve it). It's bad stewardship of the world that we all—designers, editors, and readers—have poured so much time and energy into.

Which isn't to say that our world is static. Since we first introduced *Pathfinder*, Golarion has seen the rise of a runelord, regicide, the potential return of the Rough Beast's spawn, and a near-miss from an asteroid. But the reason we've done those things in adventures rather than novels is that we believe the players in those dramas should be, well, players—such world-shaking events should be caused or prevented by PC action, making any major changes in your version of Golarion an organic process, and ultimately your decision.

So what will you see when the novel line launches? Simple: stories about characters. When you find a character you love, you can have tremendous adventures with minimal impact on a setting. The deaths of a few people, a strange artifact, a quest for revenge or a thirst for forbidden knowledge—all of these things could be happening a few doors down from you right now, and you'd never know. But if you care about the people involved—ah, now that's a different story. It's the investment that makes it personal.

But if you disagree, hey—you can always still blow up the world.



James L. Sutter
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Council of Thieves Part 5 of 6



Mother of Lies

Westcrown is bleeding. The mayor has fled the city, and its supposed “protectors,” the Hellknights and the dottari, seem more interested in squabbling over jurisdictional rights than anything else. And as they squabble, powerful agents work in the city’s shadows, drawing their net ever tighter around its commerce, politics, and citizens. The Council of Thieves has suffered a violent coup and its leadership now lies in the hands of two aggressive and ambitious criminals—Chammady and Ecarrdian Drovenge. Yet as they turn their attentions to launching their assault on the city, they leave their flanks exposed, and there may never again be a chance like this to strike at one of Westcrown’s most infamous curses—the shadows that rule her nighted alleyways.

Mother of Flies

Advancement Track

Characters should be well into 9th level when they begin "Mother of Flies." By the time they are ready to explore the guildhouse known as Walcourt, they should be 10th level—they should reach 11th level by the adventure's end.



ADVENTURE BACKGROUND

As devastating as Aroden's death was to Cheliah, and to the city of Westcrown in particular, not everything changed during the resulting Chelish Civil War. The Adivian River continued to flow, the seasonal winter storms continued to blow, and on the far shore across the river, the insect-infested wetlands endured. And within these wetlands, in a particularly forested area to the northeast of the city of Westcrown, a coven of hags known as the Flies continued to rule the scattered woodlands.

The Flies have been a part of Hagwood for as long as anyone can remember—long enough that the scattered and sodden woodlands within which they made their home became known as Hagwood. Far enough from Westcrown that the three hags weren't considered a major threat, yet close enough to remain a constant menace in folktales and bedtime stories, these three green hags (the Mother, the Sister, and the Daughter) have for years played upon the fringes of Wiscrani society, working their nefarious plots for their own unknowable ends beneath the noses of the government of arguably Avistan's most powerful kingdom. Such was their pervasive influence that Aroden's death had no real impact on their lives and insulated positions—save perhaps in making it easier than ever to prowl the streets of Westcrown to further their complex web of plots.

Since the rise of House Thrune, the Flies have maintained their fastness at the aptly named Maggot Tree in the heart of Hagwood, where they constantly seek new methods to spin the tangles and threads of their schemes. When Sidonai Drovenge approached them in 4686 AR seeking an infernal heir, the Flies cackled with glee. From the depths of Erebus, the coven procured a coin from the archdevil Mammon's own treasury that, if swallowed within 24 hours of his heir's conception, would impart the power of that duke of Hell upon Sidonai's offspring. Little did Sidonai Drovenge know that by accepting this potent gift, he was cuckolding himself—the coin in fact held the possessing spirit of Mammon, and the heir would not be Sidonai's but Mammon's own son, begat upon the world through a mortal coupling. When Sidonai's son was born a fiendish freak 9 months later, Sidonai's father Vassindio flew into a terrific rage. He ordered the deaths of all involved—midwives and house staff alike (the mother having escaped this fate by dying herself from complications in birthing the infernal heir). While Vassindio tempered his rage when it came to his

son (exiling him rather than executing him), the Flies themselves did not escape his wrath.

Of the three green hags, only the Mother of Flies was away when Vassindio's forces stormed Hagwood with a deadly combination of fire, assassins, and charmed giants and fey. The Mother learned of Vassindio's rage and, nursing her own grudge against the Droveniges for the deaths of her sister and daughter, relocated deeper into Hagwood and began the process creating a new Maggot Tree. To gird herself against further Drovenge vengeance, she sought and found an unlikely ally among the dark fey of the Court of Ether hidden within the upper reaches of the Darklands region of Nar-Voth. Her alliance secured, allowing agents of the Court of Ether a foothold within the surface realm of Cheliah and providing the Mother with the added protection she wanted, she set out on the slow process of thoroughly learning about her foe—Vassindio Drovenge, de facto leader of the Council of Thieves—and the many secrets of his criminal order. That Vassindio apparently neither cared about her continued existence nor sought further retribution against her mattered not in her one all-consuming lust for vengeance.

Yet the Mother of Flies may have taken too long in plotting this revenge, for now things have changed in the Council of Thieves. Control has passed to Chammady and Ecarrdian Drovenge, and now the infernal heir the Mother helped to engineer seeks to destroy all records of those who know the secrets of his past. If the Mother of Flies is to live to see her revenge, she'll need to swallow her pride and find aid from the very city she has so long preyed upon—she needs the PCs' aid.

ADVENTURE SUMMARY

After the PCs secure the ruins of Aberian's Folly and prevent the pit fiend Liebdaga from escaping into the city of Westcrown, they are faced with the fact that Westcrown is adrift. With the mayor fled, the Hellknights and the dottari arguing over who should establish and maintain order, and ominous signs that the Council of Thieves is moving to make a power play, something must be done. After learning of the schism in the Council of Thieves and following up on a lead that links the Council to Westcrown's shadow beasts, the PCs learn of a new ally as agents of the Mother of Flies contact them and invite them to her home seeking an alliance against their shared enemy.

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At the Maggot Tree, the PCs discover that the Drovenges have not been idle either—a veritable army of mercenaries has laid siege to the Maggot Tree in an assault reminiscent of Vassindio's vengeance a generation earlier. By allying with the fey of the surrounding woods, the PCs work to defeat this besieging force and rescue the Mother of Flies before she too can be silenced. From their new hag ally, the PCs learn the location of a key Council of Thieves secret guildhall and the means to gain access to it. The Mother of Flies further makes gifts to them of some enchanted items to be used against the Drovenges.

Upon returning to Westcrown from the Maggot Tree, the PCs infiltrate the secret guildhall in hopes of striking a blow against the Council and freeing Westcrown from its nighttime curse of shadows. Battling their way through the many traps and minions, they finally encounter the vampiric Master of Shadows himself.

PART ONE: A MOTHER SCORNE

Following the events of “The Infernal Syndrome,” the PCs find their fame at an all-time high. While the Fame Points they’ve been accumulating over the course of Council of Thieves still don’t have a direct impact on the game (that happens in the last adventure, “The Twice-Damned Prince”), you should take pains to have NPCs recognize the PCs relatively often as they pass them on the street or encounter them in shops or taverns.

As such, it isn’t long after the completion of those events that a man by the name of Jarvis Alebrecht seeks out the PCs to offer them a chance to learn more about the Council of Thieves in the Parego Dospera. How and when Alebrecht approaches the PCs is up to you, but he comes with the assurances of Araël the Fletcher, leader of the Westcrown rebels, who vouches for his loyalty and veracity as a tried and true member of their movement.

A GOLDEN OPPORTUNITY

Once the PCs have agreed to meet with Jarvis (likely at the Children of Westcrown’s safe house and with either Janiven or Araël in attendance), the nervous-looking blond man relates the following.

“Friends of Westcrown—I come to you with a singular offer. I have long lived on the edge of legality in this, our city, but never have my plans or desires run along routes that might put the city in peril. I have heard the whispers that the Council of Thieves had something to do with the destruction of Aberian’s Folly, and I know these rumors to be fact—as I suspect you do as well. As you have doubtless learned, the Council of Thieves has not the best intentions for Westcrown. I may live on the other side of law, but I have no wish to see Westcrown suffer, for it is my home as

well as yours. And as you now find yourselves aligned against the Council’s machinations as well, I think we can find common cause to work together.

“My trade is information. Sensitive information. One of my most talkative contacts, a certain black-market pesh merchant named Goren One-Ear who keeps his shop in Parego Dospera, has fallen silent. It worries me, for he had long claimed to have ties with the Council of Thieves. Indeed, when the manor burned and fire scorched the sky, Goren contacted me with a short but cryptic message. He claimed that the fires and destruction were linked to the Council—more precisely, to the grandchildren of one of the Council’s leaders (whom Goren had hinted on multiple meetings with me was none other than nobleman Vassindio Drovenga). Worse, he indicated to me that there was a coup wracking the Council, and that these grandchildren were all but assured of seizing control if they could engineer the death of their grandfather, and that if they accomplished this, things would grow dangerous indeed for the Council’s enemies.

“You see, here we share a dangerous commonality. My trade in information has long made the Council uneasy, but I have always been sure to give as well as take with their agents. Likewise, if word on the street is to be believed, your group has done much, indirectly or otherwise, to vex the Council. Yet as long as the traditionalists held power in the Council, things maintained a balance. These upstarts—these Drovenga siblings—care nothing for tradition. If they claim control over the Council’s resources, no Wiscrani is safe—particularly not you or I, who have already troubled the Council on numerous occasions.

“Goren One-Ear claimed to have new and important information about the burgeoning coup in the Council—he also wanted out of Westcrown. I had promised him funds and aid in escaping the city under the Council’s collective noses in return for everything he knew about these Drovenga siblings, their plans, and both who they intended to strike against and how these strikes would go down. Yet this was two days hence, and I have had no contact with Goren. I fear the worst.

“If you can investigate his shop in the Dusk Market alley in Parego Dospera... if you can find any clue to his fate or any notes he may have hidden in his home... I am prepared to pay you the funds I had set aside to aid him in his escape from Westcrown. Certainly, the information Goren possessed can help you as much as I, if not more!”

Jarvis would like to leave for the Dusk Market before sundown in order to have his contact safely out of Westcrown, but if the PCs need a day to rest or prepare, he begrudgingly agrees and arranges to meet them at Goren’s shop at their earliest convenience.

Creature: Jarvis Alebrecht has been a member of the Westcrown underground for nearly 5 years. He has a thick mane of blond hair, blue eyes, and a short-cropped beard that hides his unsightly jowls. Just past middle age, his years have begun to tell on him, though he is still hale

Mother of Lies

Alternative Hooks

If, in the previous adventure, the PCs befriended or allied with one of the NPCs involved in “The Infernal Syndrome” (such as loyalist thief Jalki or a repentant Aberten), it might be better to have that character contact the PCs instead of Jarvis to send them to the pesh merchant’s shop—not only will the PCs already know the NPC in this case, but that NPC already has an extant reason to help the PCs fight against the Drovenges. This adventure assumes that this NPC contact is Jarvis, but if you wish to swap him out for another NPC, anyone with a score to settle with the Council of Thieves will do.

If you’re using another NPC like Jalki or Aberten to begin the adventure, that NPC instead contacts the PCs via a cryptic note, *whispering wind*, courier, or other short and relatively anonymous message service. The NPC contact warns the PCs that the schism in the Council is all but complete, and that he has learned critical information about the Droveng siblings’ plans for not only the PCs but all of Westcrown. The NPC has arranged a safe meeting place in an alley off of Dusk Market, at the shop of an allied pesh merchant named Goren One-Ear. All the PCs need to do is meet the NPC at Goren’s shop this evening to gain the critical intelligence they’ll need to move directly against the Council of Thieves.

and hearty. He originally came from Galt, where he served as an interrogator to the provisional council ruling at that time but fled when their methods became more bloodthirsty than he was comfortable with. His departure was most timely—the regime fell and met bloody Galtan justice only a week after he left.

After he settled in Westcrown, his training and skills swiftly earned him a place amid the city’s underground, where he became a quite successful information broker. Although he has dealings with the Council of Thieves, he makes a point of not becoming beholden to that organization and, if any group has captured his loyalty, it is the Children of Westcrown. Although only a Wiscrani himself for just over half a decade, he has become enraptured by the city’s history and tradition, and would very much like to see it return to the prominence his studies and research of old documents indicate. Jarvis is brave but not foolhardy, having seen his share of blood, and tends to hold ranks with his allies in a fight.



JARVIS ALEBRECHT

sling at a distance if possible. In melee, he teams up with an ally to gain flanking attacks and prevent the same.

Morale Jarvis is no coward, but he is also not a front-line fighter. He defends himself and his allies to the best of his abilities but will not make foolhardy moves.

STATISTICS

Str 12, **Dex** 15, **Con** 10, **Int** 13, **Wis** 10, **Cha** 16

Base **Atk** +7; **CMB** +8; **CMD** 20

Feats Agile Maneuvers, Alertness, Improved Initiative, Intimidating Prowess, Iron Will, Persuasive, Quick Draw, Skill Focus (Intimidate), Weapon Finesse

Skills Bluff +15, Diplomacy +13, Disguise +15, Heal +8, Intimidate +21, Knowledge (local) +9, Perception +10, Sense Motive +11

Languages Common, Infernal

SQ armor training +1, bravery +1

Combat Gear *potion of cure moderate wounds (3), potion of eagle’s splendor*; **Other Gear** +2 studded leather armor, cloak of resistance +1, masterwork short sword, masterwork sling, 20 sling bullets, 82 pp

JARVIS ALEBRECHT

CR 6

XP 2,400

Male human fighter 4/expert 5

CN Medium humanoid (human)

Init +6; **Senses** Perception +10

DEFENSE

AC 17, touch 12, flat-footed 15 (+5 armor, +2 Dex)

hp 52 (9 HD; 4d10+5d8+4)

Fort +6, **Ref** +5, **Will** +8; +1 vs. fear

OFFENSE

Speed 30 ft.

Melee mwk short sword +9/4 (1d6+1/19–20)

Ranged mwk sling +10/+5 (1d4)

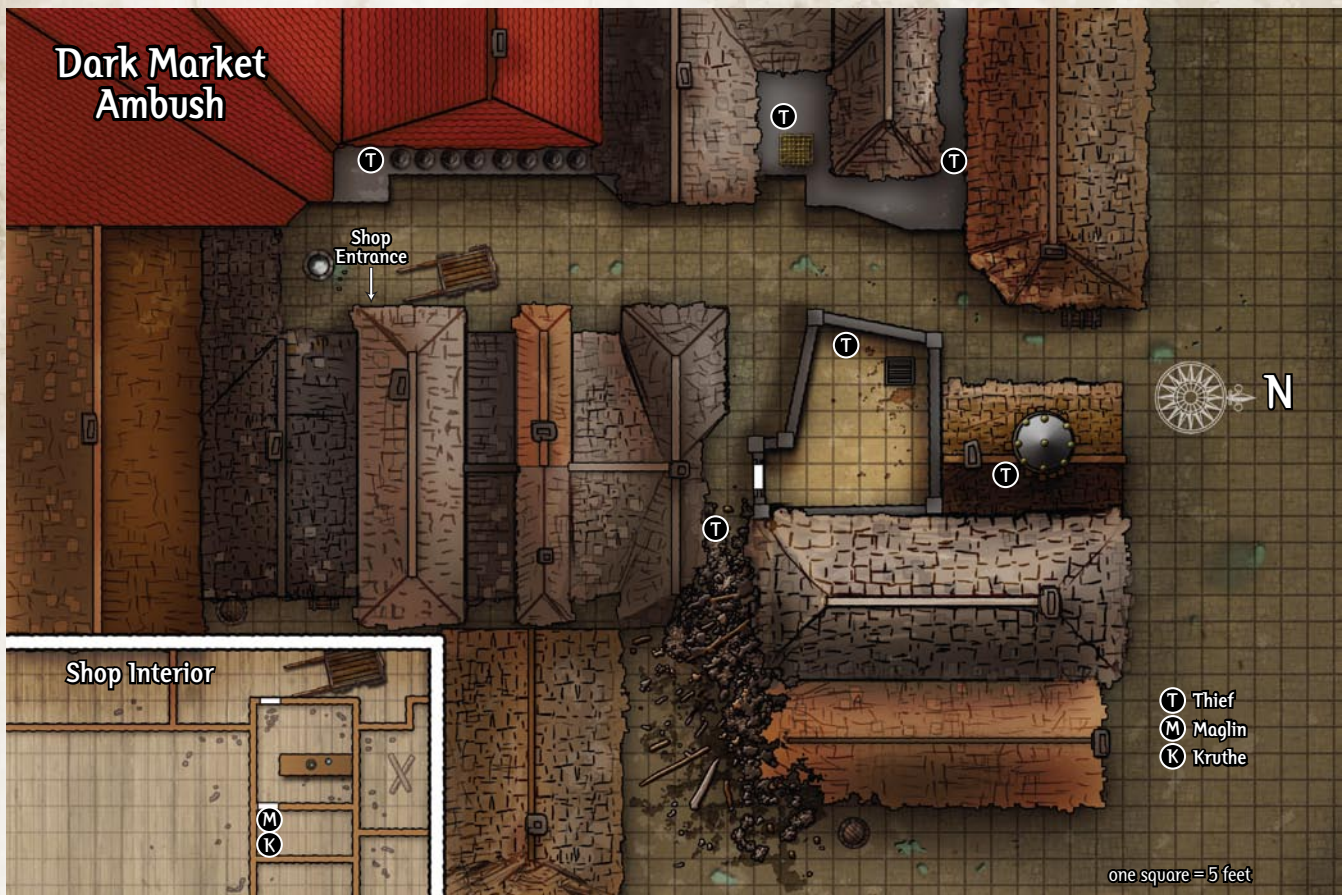
TACTICS

During Combat Jarvis tends to hang back in battle and use his

THE DUSK MARKET

The Dusk Market’s current location is near an abandoned customs house that once inspected and processed the cargoes and immigrants coming in through Westcrown for the various manufactories in Rego Cader back in its heyday. Now this building is little more than a massive stone shell, most of its glass skylights or windows broken out and creating a fragmented maze of jagged prisms hung between ancient stone buttresses and rusted iron girders. Beneath this massive structure’s roof were dozens of offices, holding areas, warehouses, guardrooms, and plazas for organizing the thousands of individuals who passed through every day, creating a city in miniature within its

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walls. Yet it is to an alley behind this building that the PCs most go to meet Goren.

If he travels with the PCs, Jarvis leads them around the building's side to this alley, pointing to a dilapidated cart near the far end that sits next to a red door. This door, he points out, opens into Goren's shop. Otherwise, the PCs know only that his shop is one of the buildings down the alley—in which case a casual examination of the doors reveals only one that isn't boarded up.

The alley itself is deserted, but the sound of the busy market in the immense stone building next door is constantly present, almost giving the place an air of a haunted marketplace peopled by the invisible ghosts of merchants and customers. A smaller side alley leading to the east comes to an end in the ruins of a collapsed building, while to the south the main alley ends at a tumbled-down old well, now filled in with rubble.

If Jarvis is with the PCs, he is emboldened by their presence and heads down the alley, opens the red door, and ducks inside. Unfortunately for Jarvis and the PCs, the Council of Thieves have already tended to Goren One-Ear and, suspecting that his unknown contact would arrive soon to investigate, have set up an ambush. The arrival of the PCs gives the thieves lying in wait an unexpected but welcome

opportunity to capture the troublemakers that have caused so many problems for the Droveng siblings.

THE AMBUSHERS

The participants in the ambush consist of Maglin (a Council "cleaner"), Kruthe the Hammer (a Council "enforcer"), and 6 thieves.

Maglin is the leader of this group of ambushers, a Council cleaner tasked by the Drovenges to seek out several Wiscrani who "know too much" about the organization. The Drovenges hope to start afresh with the Council now that they've seized control of the guild, and part of that involves the assassination of any one-time allies who might still harbor allegiances to the old guard. Maglin is not only an expert at delivering death, but has developed a particularly cruel method of ensuring that those he kills stay dead through the use of what he calls "quieting needles." Maglin prefers to operate alone, but for this mission the Drovenges insisted that he bring backup—they suspected that the PCs might have come along with Jarvis, even if Maglin did not.

As subtle and sly as Maglin is, his second-in-command for this mission is the opposite. Called the "Hammer" for his hideous, malformed, hammer-shaped hand, the half-

Mother of Lies

ogre, half-human enforcer Kruthe was born and raised by the Council of Thieves for a single purpose—to serve as a heavy. Kruthe enjoys his job and is loyal to Chammady Droveng, sometimes thinking of her as a sister and at other times lusting for her as a lover, although he lacks the self-confidence and bravery to act on his feelings. Instead, he blindly follows her wishes—unknown to Kruthe but certainly not to Maglin, the ogrekin is along on this operation as much represent an unspoken threat to the cleaner to remain loyal to the new leaders as he is to provide additional muscle.

The other six thieves are all low-ranking pullers from the guild—cutthroats and burglars and bandits eager to earn favor in the eyes of their new commanders.

MAGLIN, COUNCIL HUSHMAN

CR 9

XP 6,400

Male human rogue 7/assassin 3

LE Medium humanoid

Init +7; Senses Perception +12

DEFENSE

AC 20, touch 14, flat-footed 17 (+4 armor, +1 deflection, +3 Dex, +2 shield)

hp 54 (7d8+3d8+10)

Fort +4, Ref +10, Will +2; +1 vs. poison

Defensive Abilities evasion, trap sense +2, improved uncanny dodge

OFFENSE

Speed 30 ft.

Melee mwk rapier +9/+4 (1d6+2/18–20)

Ranged mwk light crossbow +10/+5 (1d8/19–20)

Special Attack bleeding sneak attack +6d6 plus 6 bleed, death attack (DC 14), surprise attack

TACTICS

During Combat Maglin attempts to flank foes, making trip attacks on his second attacks until Kruthe manages to pin someone in a grapple, at which point he focuses his sneak attacks on that target.

Morale Maglin fights to the death, believing he has reinforcements on the way. He tumbles behind his minions and makes ranged attacks if reduced below 20 hp.

STATISTICS

Str 14, Dex 17, Con 12, Int 13, Wis 8, Cha 10

Base Atk +6; CMB +8; CMD 22

Feats Combat Expertise, Combat Reflexes, Improved Feint, Improved Initiative, Improved Trip, Rapid Reload, Weapon Finesse

Skills Acrobatics +16, Bluff +13, Climb +12,

Diplomacy +10, Disable Device +13, Disguise +13, Heal +6,

Intimidate +13, Perception +12, Sleight of Hand +13, Stealth +16

Languages Common, Infernal

SQ poison use, rogue talents (bleeding attack, combat trick, surprise attack), trapfinding

Gear +2 leather armor, +1 buckler, masterwork rapier, masterwork light crossbow with 10 bolts (each poisoned with blue whinnis), ring of protection +1, thieves' tools, quieting needles (see sidebar on page 12), pouch with 6 diamonds (200 gp each)

KRUTHE THE HAMMER

CR 7

XP 3,200

Male ogrekin human fighter 8 (*Pathfinder Adventure Path* volume #3 90)

NE Medium humanoid (giant)

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

DEFENSE

AC 22, touch 11, flat-footed 21 (+8 armor, +1 Dex, +3 natural)

hp 112 (8d10+64)

Fort +12, Ref +3, Will +3; +2 vs. fear

OFFENSE

Speed 30 ft.

Melee +1 warhammer +17 (1d8+9/19–20/x3), claw +13 (1d8+5)

TACTICS

During Combat Kruthe is loud and unimaginative but still deadly in combat, prone to calling out his targets as he attacks them with crude and simple-minded threats, like “Die you dumb metal person!” when fighting an armored warrior, or “You go squish now on Kruthe’s hammer, little girly!” when facing an unarmored sorcerer.

Morale Kruthe sees this battle as another chance to impress Chammady, and fights to the death as a result.

STATISTICS

Str 21, Dex 12, Con 22, Int 8, Wis 13, Cha 6

Base Atk +8; CMB +13;

CMD 24

Feats Greater Weapon Focus (warhammer), Improved Bull Rush, Improved Critical

(warhammer), Power Attack, Throw Anything, Toughness, Vital Strike, Weapon Focus (warhammer), Weapon Specialization (warhammer)



MAGLIN

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Quieting Needles

A set of quieting needles costs 25 gp. Inserted into a corpse's heart, lungs, and other organs, the needles can be well hidden inside a slain body with a minute of work and a Sleight of Hand check—the result of this Sleight of Hand check determines the Heal check DC to notice the use of quieting needles on a corpse. This Heal check gains a cumulative +1 bonus for each day the body has been allowed to decay, as the presence of the needles grows increasingly obvious as the flesh rots away.

A body pierced with quieting needles can be brought back to life as normal via *raise dead*, but upon being restored to life, the victim immediately begins suffering from the fact that his major organs are perforated by hidden needles. This grisly fate can even strike someone brought back to life via *resurrection* or *true resurrection* if the body itself was intact and the needles were thus hidden. (Casting *resurrection* or *true resurrection* with only a fragment of the body or no body, forcing the spell to rebuild the body as appropriate, is a surefire way to avoid having the victim come back to life with the needles still inside him.)

A creature brought back to life with quieting needles inside him is immediately struck with pain and must make a DC 25 Fortitude save each round to avoid being nauseated from the pain and suffering 1d6 points of Constitution damage. A successful Fortitude save negates the nauseated condition and reduces the Constitution damage to 1.

Removing quieting needles from a dead body takes 1d6+6 rounds (and a DC 20 Heal check if the process is to leave the body in a condition where *raise dead* is still viable). Removing quieting needles from a freshly restored living body causes 2d6 points of damage per round the procedure continues, with a successful DC 25 Heal check reducing damage caused that round to 2.

The use of quieting needles is relatively uncommon, meant as much to punish enemies for attempting to raise dead allies and force them to waste the resources on such expensive magic as well as to cause the restored creature agonizing pain—using quieting needles is an evil act that is as illegal as murder in most civilized regions.

A set of quieting needles costs 25 gp.

Skills Intimidate +9, Survival +12

Languages Common

SQ armor training +2, bravery +2, deformed, weapon training (hammers +1)

Combat Gear *potion of cure serious wounds* (2); **Other Gear** +2 spiked banded mail; +1 warhammer; shrunken head pouch with 13 gp, 25 sp, and a cracked ruby worth 800 gp

SPECIAL ABILITIES

Deformed (Ex) Like all ogrekin, Kruthe is deformed. His right wrist ends in an ugly, fleshy lump of cartilage and bone from

which protrude two hook-like spurs, giving his hand the appearance of a claw hammer. This hand cannot wield weapons or shields, but the misshapen club grants him a natural weapon that deals 1d8 points of bludgeoning and piercing damage on a successful hit. Kruthe gains a +2 bonus on attempts to grapple, trip, and disarm foes with this claw.

THIEVES (6)

CR 3

XP 800 each

Human rogue 4

NE Medium humanoid

Init +8; **Senses** Perception +8

DEFENSE

AC 18, touch 14, flat-footed 14 (+3 armor, +4 Dex, +1 dodge)

hp 29 each (4d8+8)

Fort +3, **Ref** +8, **Will** +0

Defensive Abilities evasion, trap sense +1, uncanny dodge

OFFENSE

Speed 30 ft.

Melee mwk rapier +9 (1d6+1/18–20)

Ranged mwk hand crossbow +8 (1d4/19–20)

Special Attacks sneak attack +2d6

TACTICS

During Combat These eager thieves work together to set up flanking attacks against foes, ganging up against single targets unless following specific orders to the contrary from Maglin.

Morale As long as Maglin survives, these thieves fight to the death. If Maglin is defeated, these thieves flee if brought below 10 hit points (or immediately once three of them are defeated).

STATISTICS

Str 13, **Dex** 18, **Con** 14, **Int** 10, **Wis** 8, **Cha** 12

Base Atk +3; **CMB** +4; **CMD** 19

Feats Dodge, Improved Initiative, Weapon Finesse, Weapon Focus (rapier)

Skills Acrobatics +11, Appraise +7, Bluff +8, Climb +8, Disable Device +11, Intimidate +8, Knowledge (local) +7, Perception +8, Sleight of Hand +11, Stealth +11

Languages Common

SQ trapfinding

Combat Gear *potion of cure moderate wounds*; **Other Gear** +1

leather armor, masterwork rapier, masterwork hand crossbow with 10 bolts, stolen coins and jewelry worth 300 gp

GREETINGS FROM THE COUNCIL (CR 11)

The ambushers arrive on the scene an hour before the Dusk Market opens, so if the PCs have the foresight or luck to be in the area before this point, they could well have a chance to ambush the ambushers. Likewise, the PCs are free to step in and force the ambush to begin through accident or design as the result of their actions. What is presented here is the way that Maglin and his minions hope the ambush will play out—feel free to alter the course of these events as you wish.

Mother of Flies

A few hours before the Dusk Market opens, Maglin and his men invade Goren's shop and home and torture him, forcing him to reveal that he is expecting visitors that evening. The thieves then murder him, removing his lower jaw to prevent *speak with dead* and inserting quieting needles into his body to sabotage resurrection attempts. They then take up positions as detailed on the map—thieves at locations marked "T" on the surrounding roofs, nearby alley, and in the shop itself. Kruthe and Maglin wait within Goren's bedroom at the back of his shop. All are using Stealth to remain hidden—before beginning this encounter, take the time to roll their Stealth checks individually and note each result (for a major encounter like this, it's best not to assume all of the thieves roll the same Stealth checks).

The ambushers wait for the PCs to arrive. Consult the Ambush Rules sidebar for important physical information about the area, then allow the players to describe how they are going about approaching the shop and hope to contact Goren. The ambushers hope the PCs don't notice them lying in wait and that they enter the shop, whereupon they can swoop down to prevent their escape while Maglin, Kruthe, and the thief waiting inside the shop attack.

The PCs can choose to follow Jarvis within, remain outside to keep watch, or even look around. Ideally, at least one PC should go in as well to witness the events that unfold. These happen simultaneously to any investigations outside, so the ambush should be sprung as soon as any ambushers are discovered. If the PCs enter the Pesh Merchant's shop before the ambush springs, they find a small smoke shop lit by the dim glow of a lamp hanging from the ceiling. The shop's walls are decorated with pipes, smoking tobacco, and more exotic wares, while a counter runs across the back and a door beyond leads to a small bedroom. Poor Goren One-Ear has been pinned, spread-eagled, to the back wall of the shop by a number of long, wicked-looking daggers. Furthermore, the lower half of his face is a bloody mess where his jaw has been brutally torn away—the missing jaw sits on the counter, a smoking pipe perched decoratively on the lip and tongue (a grisly touch of humor courtesy of Maglin).

An instant after the PCs enter the shop and are confronted by this grim scene, Kruthe barrels out of the back room with a roar, the prearranged signal to begin the ambush. The jobs of each member of the ambush are as follows.

Kruthe: Needing no stealth or subtlety, Kruthe engages the PCs loudly and noisily in the shop, pursuing foes into the street if they get that far. On the third round of battle, Kruthe pretends to lose his nerve and flees into the back room, hoping to lure a PC into range of Maglin's death attack, after which the ogrekin continues the fight.

Maglin: The assassin hides in the back room via Stealth and studies one of the PCs to attempt to set up a death attack when Kruthe lures them near. He then fights with Kruthe to maximize his flanking options.

Fireball-Enhanced Rogues

Each of the thieves that takes part in this ambush carries on him a single 6d6 *necklace of fireballs* globe. Other thieves encountered in this adventure that make use of this stat block are not armed with these globes.

Ambush Rules

The initial positions of the thieves lying in wait to ambush Jarvis are indicated on the map of the Dusk Market alley.

Roofs: The wooden rooftops on the east side of the alley are 20 feet off the ground at the edge, rising to 30 feet high at their peaks. The stone roof of the Customs Building to the west is 20 feet high at the edge with roofs rising to 40 feet at their peak. The loose shingles make movement on these rooftops difficult terrain.

Walls: It's a DC 15 Climb check to scale any wall in the alleyway.

Collapsed Building: The collapsed building is difficult terrain to move through.

Wagons: The wagon before the shop front and the wagon at the end of the side alley can provide cover to a standing creature or total cover to a creature who crouches behind the wagon.

Noticing the Ambush: A rooftop ambusher gains an effective +5 bonus to Stealth checks against those on the street level below due to distance and favorable conditions for hiding. Those who successfully notice the ambush are unlikely to actually see the ambushers from ground level—if they notice, they do so via hearing (sounds of footsteps or of a crossbow being loaded, or perhaps a single falling shingle).

Fire: The buildings in this alley are unlikely to catch fire from exposure to fireballs thrown by the thieves due to the region's generally foggy and moist weather.

Thieves: The thieves use poisoned bolts against any PCs who remain outside. If large groups of PCs attempt to exit the building or flee the alley, they use their fireball globes against them. These thieves avoid melee, preferring to snipe with their hand crossbows. Note that all of the rooftops put any creatures on the ground directly below in sneak attack range.

AMBUSH COMPLICATIONS

Unknown to the ambushing thieves, though, they are themselves being set up to be ambushed. A few rounds after they spring their attack (either after 4 rounds or at about the point where it looks like victory is in the bag—either for the PCs or the thieves), the Council thieves are in turn ambushed by forces sent by the Mother of Flies, who has been waging her own war against the Council for the past several days. Knowing that the PCs could make good allies and acting on advice imparted to her via a *contact other planes* spell and other divinations, she's sent several of

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her agents into Westcrown to attempt to make contact with the PCs and to strike against Council agents as they can.

This particular agent is a creature named Dog's Tongue—a violent fey creature known as a redcap. Small in size but huge in violence, a redcap is a gnome-like creature that thrives on murder and has a knack for wielding weapons that should be too large for something of its frame. Dog's Tongue moves through the city's shadows swiftly, yet still comes to the ambush site a little late. He was hoping to make contact with Goren and use him to contact the PCs, but upon finding the PCs and thieves in battle, he realizes that luck was on his side and swiftly enters the fray.

How Dog's Tongue interacts with the combat is left to you, but his most likely entrance is to strike against one of the thieves sniping on the PCs from the surrounding rooftops.

Dog's Tongue's gnome-like body is bent and gnarled, no more than 3 feet tall, and his large hands grip a scythe much too big for him. His mouth bears a smile too large for his diminutive frame, and a shapeless hat atop his head drips crimson with fresh blood. He lets out a tittering giggle as he tips that gore-smeared cap to the PCs.

Dog's Tongue

CR 6

XP 2,400

Male redcap (*Pathfinder Adventure Path* volume #4 80)



Dog's Tongue

NE Small fey

Init +8; **Senses** low-light vision; Perception +12

DEFENSE

AC 20, touch 15, flat-footed 16 (+2 armor, +4 Dex, +3 natural, +1 size)

hp 60 (8d6+32); fast healing 3

Fort +6, **Ref** +10, **Will** +7

DR 10/cold iron

Weaknesses irreligious

OFFENSE

Speed 60 ft.

Melee +1 scythe +11 (2d4+7/×4), kick +4 (1d4+4)

Special Attacks boot stomp

TACTICS

During Combat Dog's Tongue moves in to strike the closest thief in melee, shrieking obscenities and challenges in high-pitched Aklo and clomping loudly across rooftops with his iron boots until all the thieves are slain, taking time to dip his red cap in the blood of anyone he helps to murder.

Morale Dog's Tongue flees back to the Mother of Flies if brought below 15 hit points or if the PCs attack him.

STATISTICS

Str 18, **Dex** 19, **Con** 18, **Int** 16, **Wis** 13, **Cha** 15

Base Atk +4; **CMB** +7; **CMD** 21

Feats Cleave, Improved Initiative, Power Attack, Weapon Focus (scythe)

Skills Acrobatics +15 (+27 jump), Bluff +13, Climb +15, Escape Artist +15, Fly +0, Intimidate +10, Knowledge (nature) +14, Perception +12, Sense Motive +12, Stealth +19

Languages Aklo, Common, Giant

SQ heavy weapons, red cap

Combat Gear *potion of water walk*; **Other Gear** leather armor, +1 Medium scythe

SPECIAL ABILITIES

Boot Stomp (Ex) A redcap wears heavy iron boots with spiked soles that it uses to deadly effect in combat. These boots give the redcap a kick attack that it can make as a secondary attack, either as part of a full attack action or as part of its movement just as if it had the Spring Attack feat.

Heavy Weapons (Ex) A redcap's powerful hands and arms allow it to wield Medium weapons without penalty.

Irreligious (Ex) Bitter and blasphemous, a redcap cannot stand the symbols of good-aligned religions. If a foe spends a standard action presenting such a holy symbol, any redcap that can see that character must make a DC 15 Will save or become frightened for 1 minute and attempt to flee. A redcap who successfully saves merely becomes shaken for 1 minute.

Red Cap (Su) A redcap wears a tiny, shapeless woolen hat, dyed over

Mother of Flies

and over with the blood of its victims. While wearing this cap, a redcap gains a +4 bonus on damage rolls and fast healing 3. These benefits are lost if the cap is removed or destroyed, and caps are not transferable, even between redcaps. A redcap can create a new cap to replace a lost cap with 10 minutes of work, although until the redcap takes a standard action to dip the cap in the blood of a foe the redcap helped to kill, it does not grant its bonuses.

AMBUSH AFTERMATH

Once the PCs defeat Maglin and his men, they should be able to look through Goren's shop and start to piece together what occurred.

The removal of an individual's lower jaw is a relatively common method used by organizations like the Council of Thieves to prevent them from being able to provide information, even from beyond the grave, as it prevents a *speak with dead* spell from functioning. Anyone making a DC 18 Knowledge (local) check or a DC 25 Knowledge (arcana) check realizes this. Furthermore, anyone inspecting the merchant's corpse and making a Heal check opposed by Maglin's Sleight of Hand notes the telltale signs that quieting needles have been used to prevent him from being the recipient of a *raise dead* spell. These methods, and the torture that poor Goren underwent before his death, have had yet an additional effect on the man's soul—if the PCs do manage to try to resurrect him, the terrified man refuses the option to return to life for fear that the Council of Thieves will visit an even more heinous fate on him. This lead for the party is truly a dead end.

Dog's Tongue, on the other hand, represents the strongest lead for the PCs. After the battle, he capers up to the PCs, bows low with blood-dripping cap in hand, and then puts the cap back on his head before he addresses the PCs in Common, introducing himself and claiming to have been sent by his mistress, the Mother of Flies. He indicates that the Mother and the PCs share a common enemy, indicating the dead thieves by way of explanation, and goes on to tell the PCs that the Mother of Flies would like very much to entertain them at her abode in Hagwood and discuss certain matters of family, nostalgia, and bloody vengeance.

Despite his evil nature, Dog's Tongue invokes the adage of "the enemy of my enemy" and assures the PCs that they will be safe from the Mother and her minions during the parlay. If the PCs agree, he's even willing to provide them with a guide into Hagwood to meet with the legendary hag. If he survives the fight, Jarvis Alebrecht loudly proclaims, "I will not accompany this foul little devil into Hagwood to be eaten by his wrinkled Mother!" Dog's Tongue cackles at this, then very seriously points out that Jarvis is completely wrong—the hag isn't really Dog's Tongue's mother.

Treasure: The Council thieves have only those treasures they carry. A search of the shop itself reveals a stash of 280

gp behind the counter, and with a DC 15 Perception check, a poorly hidden secret compartment in the floor of the shop behind the counter that holds 8 bricks of pesh. This addictive narcotic is detailed on page 21 of the Pathfinder Chronicles product *Dark Markets, A Guide to Katapesh*; each brick is worth 200 gp, but the drug is illegal to sell in Westcrown.

PART TWO: WAR IN HAGWOOD

While attempting to seek the aid of the Mother of Flies is only an option in this adventure, and certainly not required for PCs who are eager to actually take direct action against the Council of Thieves, there is much to offer to PCs who do agree to accompany Dog's Tongue into Hagwood. Not only will this part give the PCs more experience so that they'll be able to handle the dangers that await them in Walcourt, they'll also gain several helpful magic items and even a greater insight into the nature of their enemies, as well as specific helpful advice and clues on how to efficiently work against the Drovenges—the tiefling Ecarrdian in particular.

In a purely physical sense, Hagwood doesn't lie far from Westcrown at all—the southern expanse of the dense woodland is a mere 2 miles from the city's western edge, across the waters of the Adivian River to the northeast. Unfortunately for the PCs, no matter when they decide to head out to Hagwood, they'll soon find that the Council of Thieves has again reached the site first. Yet unlike the situation in the Dusk Market, the PCs don't arrive too late—this time, they find the Council of Thieves besieging the Maggot Tree and can move to break the siege and earn the gratitude of a powerful ally in the Mother of Flies.

The redcap Dog's Tongue plans on returning to Hagwood the same way he came to Westcrown—by crossing the Adivian under cover of darkness with the aid of a *potion of water walk*. If the PCs wish to accompany the murderous fey, they'll need to engineer their own route over the river. Dog's Tongue agrees to wait for them on the eastern bank of the Adivian for a few hours if they PCs need time to arrange transport, but the redcap refuses to accompany the PCs into civilized Westcrown—he knows full well his kind would not be welcome there, especially since he's relatively certain he wouldn't be able to resist the urge to cut down some child or homeless vagrant he passed in the street if he grew too bored, and thus might run the risk of unduly delaying his return to the Maggot Tree.

If the PCs never meet Dog's Tongue or refuse to ally with the redcap, they still might hit upon the idea of paying a visit to the Mother of Flies on their own. They might have learned in the previous adventure from an interrogation with a captured thief of the Mother of Flies' link to the

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The Hagwood Situation

From a successful interrogation of a Council agent or by speaking to the redcaps of the Bloody Tarn, the PCs can learn about what's going on in Hagwood, as summarized here.

- An "army" of humans, dark folk, dogs, and giants have invaded Hagwood.
- The army's surrounded the Maggot Tree, but every time they make an attempt to destroy it, the Mother of Flies stops them and repulses the attack. But there's far too many of them for the Mother of Flies to handle at once—the resulting stalemate is looking to develop into a siege.
- Many of the Mother of Flies' allies are cut off from the Maggot Tree, but they lack any real centralized leadership to organize a counterattack on the humans.
- There are two camps of humans; one consists of humans and ogres and dogs, while the other consists of dark folk. The dark folk seem to be held back as a reserve force.
- The humans have created several large, smoky fires around the Maggot Tree—this keeps the Mother of Flies from using swarms of insects against the humans. If these fires were to be extinguished, the insect swarms commanded by the Mother of Flies could tip the balance of the siege in her favor.
- In all, there are about three score humans, two dozen ogres, a handful of hill giants, and a couple dozen hounds comprising the human forces. At this point, the obvious forces of the Mother of Flies are limited to her insectoid swarms and a few strange birds known as gryphs that roost in the tree's branches.
- The humans are led by a brawny woodsman who wields a pair of immense axes; his name is Stiglor. (A DC 25 Knowledge [local] check is enough to note that this is likely the same Stiglor who, once a bounty hunter, became a notorious local bandit rumored to have an affiliation with the Council of Thieves, yet who lived in a hidden den in the hills somewhere east of the city.)

Drovenge family, or you might allow the PCs to discover this link during the course of any research they take it upon themselves to perform during this adventure. What they learn should be little more than rumors that one of the Drovenges struck some sort of bargain with the Flies many years ago—details remain obscure, but the legendary lair of the Flies is anything but secret. Finally, the PCs might come across evidence of the link between the Drovenges and the Flies while exploring Walcourt—in this case, and even if the PCs pay a visit to the Maggot Tree after they've already started exploring the Council guildhouse, you can still run the events as described here.

If the PCs decide to make the journey in Dog's Tongue's company, the redcap is happy to relate something of the history of the Mother of Flies in his own grotesque, spittle-prone manner of speaking (complete with the discomfiting habit of licking his teeth every few moments with his oversized, dog-like tongue). Dog's Tongue tells how over 20 years ago, the Drovenge family patriarch, Vassindio Drovenge, declared a vendetta against the hags of the Maggot Tree and mustered an army of thieves to slay the coven. This force marched into Hagwood and caught two of the hags—the Sister and the Daughter—by surprise and slew them both. The Mother of Flies was away at the time and returned home to find her kin slain and home destroyed. She swore vengeance upon the Drovenges and has slowly marshaled her forces over the years to exact her revenge upon them. Now, he explains, with all the turmoil within the Council of Thieves and the Drovenge family itself, she has seen her opportunity and wishes to ally with the PCs to assist them in their own struggle against the Drovenges.

SIGNS OF TROUBLE

Unbeknownst to Dog's Tongue, while he led his raid into Westcrown, the Council organized and sent a large assault force into Hagwood to silence the Mother of Flies once and for all. Led by a ranger named Stiglor, this force consists of a large number of thieves, several dark folk, and many ogres and hill giants the Council secretly gathered from tribes scattered across the rugged hills east of Westcrown. The route the PCs take to the Maggot Tree is left to them—if they follow Dog's Tongue's lead, the trail he follows takes the PCs about 3,000 feet through the rolling hills to the edge of Hagwood, and thence another 3,000 feet through dense woodland along winding trails the redcap knows quite well but which are difficult for visitors to find—both sections of the journey are essentially across trackless wilderness as a result. Assuming the group moves at a speed of 30 feet, the trek to the Maggot Tree from the eastern banks of the river should take about 40 minutes of walking, but indications that something's amiss should strike the travelers well before they reach their destination.

Even before the PCs reach central Hagwood and the site of the Maggot Tree, they should have ample warning that something's wrong. As the PCs approach Hagwood through the low rolling hills, a DC 20 Survival check is enough to notice signs of the passage of a large number of people here and there, and periodically signs of larger humanoids (ogres and hill giants). As the dark green scar of Hagwood itself becomes visible, plumes of smoke rising from the interior indicate the presence of fires—consulting with Dog's Tongue confirms that the fires look to be relatively close to the location of the Maggot Tree.

Mother of Flies

CONFLICTS IN HAGWOOD

The center of Hagwood is a dense forest grown wild and foreboding—the legends and fearful whispers that have circulated about this wilderness over the past few hundred years have ensured that, despite the woodland's proximity to the city of Westcrown, it has remained relatively unexplored and avoided by the locals. The majority of the forest consists of towering oaks, firs, pines, and redwoods that often soar to heights of 350 feet or higher. The plants here often grow unnaturally large and are usually stricken with strange, tumorlike growths, so even the non-redwood trees are immense in scale—particularly the Maggot Tree at the wood's core. The entire area gives the impression that it is not wholly natural. Hagwood has served as the Flies' abode for nearly 200 years (hags being exceptionally long-lived), and has recently grown even more warped from the introduction of many dark fey from the Court of Ether, with whom the Mother of Flies has become allied. While many forms of vile and twisted fey now make this part of Hagwood their home, not all of them are friendly to the Mother of Flies and certainly resent any interlopers (though they avoid the larger Council army).

The wood itself is considered medium forest with light undergrowth (costs 2 squares of movement, provides concealment, and Acrobatics and Stealth DCs increase by 2). You can use the wandering monster table from page 77 to generate encounters as the PCs move through Hagwood as you see fit. More importantly, though, the PCs should encounter a patrol of Council agents before they get too far into the woods, and from there Dog's Tongue should be handy to divert their attention to the Bloody Tarn and Trollclaw Cleft to seek aid in defending the Maggot Tree.

COUNCIL PATROL (CR 10)

Commander Stiglor keeps several patrols sweeping the surrounding woods, effectively preventing the disorganized and relatively self-serving fey of Hagwood from organizing a defense of the Maggot Tree. Each of these patrols consists of six thieves, four savage hounds, and a pair of lumbering ogres. An encounter with one of these patrols can certainly clue the PCs and Dog's Tongue in to the fact that something very unusual is going on in Hagwood.

If the patrol notices the approaching PCs before they are themselves seen, they attempt to create an ambush. Unfortunately, the clumsy ogres make poor ambushers, and at the last minute, the group settles for sending the two ogres and the hounds in to attack the PCs while the thieves try to flank them to either side in groups of three, opening with sneak attacks from the brush with their crossbows.

A thief captured and interrogated can serve to inform the PCs as to the events in Hagwood—see the sidebar on page 16 for information on what can be learned of the Hagwood situation.

Organizing the Defense

While the PCs could just storm the Council encampment around the Maggot Tree, there are an awful lot of thieves and giants and dark folk to face. If Dog's Tongue is with the PCs, he points out that there are options other than a frontal assault—likewise, a PC can come up with either of the following options by making a DC 25 Knowledge (history or local) check. Feel free to build similar encounters or opportunities for the PCs to seek aid if you wish.

Bloody Tarn: The redcaps of Bloody Tarn are Dog's Tongue's people, and would likely come to the aid of the Mother of Flies if someone first deals with their leader, Madjaw—a cantankerous barbaric satyr who has long rankled at the concept of owing fealty to a superior like the Mother of Flies. With Madjaw defeated, the redcaps can be led to the Maggot Tree to aid in the assault

Trollclaw Cleft: The cavern known as Trollclaw Cleft is said to be the den of one of the largest of the Mother of Flies' verminous minions—a beetle called Fmughwa the Deathgorger. The Mother of Flies grew the beetle to its size over the course of several years of care and special foods, and has entrusted it to a tribe of jinkins (gremlins from the Darklands) who keep the beetle fed and mask their presence from it by smearing themselves with foul-smelling juice from specially prepared compost. If the jinkins have not followed the Mother's standing orders to lead the beetle to her aid, there must be a reason—perhaps the gremlins are dead, or perhaps they have simply neglected to hold up their end of the bargain. In any event, a visit to Trollclaw Cleft to determine why Fmughwa has not awakened could be important.

THIEVES (6)

CR 4

XP 800 each

hp 29 each (see page 12)

WARHOUNDS (4)

CR 1/2

XP 200 each

Riding dog (*Pathfinder RPG Bestiary* 87)

hp 13 each

OGRES (2)

CR 3

XP 800 each

hp 30 each (*Pathfinder RPG Bestiary* 220)

THE BLOODY TARN (CR 10 OR 13)

Either with Dog's Tongue's guidance or the advice of a PC who can make a successful DC 30 Knowledge (local) check, the PCs can make a short detour to the southern reaches of Hagwood, where a narrow creek with a bottom formed of red clay empties into a swampy lake, the waters

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of which are thick with red algae and clay deposits. This grisly-looking lake is known as the Bloody Tarn, and has long been the lair of a small clan of redcaps to which Dog's Tongue once belonged.

The redcaps of Bloody Tarn call themselves the Blood Drinkers, and for many years have been led not by one of their own but rather by a half-mad satyr named Madjaw who has lived in the area for decades. Dog's Tongue fled the clan many months ago after he dared to challenge Madjaw's rule and failed to defeat the barbarian. Dog's Tongue didn't remain without a liege for long, and soon after his exile he became an agent of the Mother of Flies, but he's still bitter about his previous defeat. While recruiting the aid of the Blood Drinkers is a sound plan, Dog's Tongue is as eager to depose Madjaw to soothe his own injured pride as anything else (although he tries to hide this ulterior motive, as he fears it might backfire on him if the PCs knew the truth).

The Bloody Tarn fills a low, swampy defile in Hagwood. The redcaps mark their territory with bright red bits of cloth and flensed hide stretched taut on frames built from tied twigs and branches, surrounding a clearing of relatively solid ground about 30 feet in diameter on the tarn's northern shore. A half-dozen crude lean-tos and shelters similarly composed of stretched hides decorate this clearing—the doubtful village of the Blood Drinkers.

Creatures: The Blood Drinkers consist of nine redcaps and their insane satyr leader, Madjaw—a barbarian whose rages and violence both infatuate and frighten the redcaps themselves. As much a mascot as a leader to the tribe, Madjaw barely sees the redcaps as anything more than pests, but as long as they respect him and bring him raw red meat to eat each day (usually animals but sometimes unfortunate travelers), he's content to suffer their companionship.

The Blood Drinkers don't normally bother with guards—the group's reputation is enough to keep them safe from Hagwood's other denizens, and the Council's passage through the woods simply bypassed this region entirely. While the redcaps are eager to seek out these intruding humans and put them in their place, they've so far been held in place by Madjaw's inherent laziness—the satyr barbarian sees no need to rush out and attack these humans since there's a whole city just across the river for him to fight, should the urge ever strike him.

As soon as the PCs make their presence known, the redcaps stomp out of their crude lairs and shout challenges and curses in Aklo, especially if they notice Dog's Tongue, in which case their insults focus primarily on him—"Come back to lick Madjaw's hooves? It's what you were made to do, Dog's Tongue!" Dog's Tongue holds his enraged responses in check, but only for a minute or

so—if the PCs want to try to secure the Blood Drinkers' aid, they'll need to do so by making a DC 32 Diplomacy check or a series of nine DC 19 Intimidate checks to cow the group.

Madjaw himself is snoring loudly in his own shabby den when the PCs arrive, and the surly satyr arrives on the scene just as the PCs' interactions with the redcaps is coming to a head. Madjaw roars in anger at finding humans in his den and the redcaps, clapping excitedly and cheering at the bloodshed to come, scamper out of the way to watch from the surrounding tree branches and roots.

Madjaw himself is far from interested in talking—if the PCs don't immediately leave, he draws his immense greataxe and charges them.

The redcaps and Madjaw are initially hostile when the PCs arrive. If their attitude can be changed to indifferent, they hear the PCs out without attacking. The presence of Dog's Tongue causes a –5 penalty to any checks. If asked for aid, Madjaw demands the right to fight one of the PCs to the death for leadership of the group. If he is bested in single combat, whether the PCs cheat or not, the redcaps are suitably impressed and join the PCs' cause. If the PCs' champion is defeated, the redcaps and Madjaw fall upon them in a relentless bloodlust.

The redcaps themselves attack only if they are attacked first, in which case they and Madjaw work together to murder the PCs.

REDCAPS (9)

CR 6

XP 2,400 each

hp 60 each (see page 14)

MADJAW

CR 10

XP 9,600

Male satyr barbarian 6 (*Pathfinder RPG Bestiary* 241)

CN Medium fey

Init +3; Senses low-light vision; Perception +23

DEFENSE

AC 21, touch 12, flat-footed 17 (+4 armor, +3 Dex, +1 dodge, +5 natural, –2 rage)

hp 178 (14 HD; 8d6+6d12+118)

Fort +15, Ref +11, Will +14

Defensive Abilities improved uncanny dodge, trap sense +2, trap sense +2, improved uncanny dodge; DR 5/cold iron

OFFENSE

Speed 30 ft.

Melee +1 gnomebane greataxe +20 (1d12+13/19–20/x3), gore +18 (1d6+8), bite +13 (1d4+4)

Special Attacks pipes, rage (20 rounds per day), rage powers (animal fury, quick reflexes, renewed vigor [1d8+8 hp])

Spell-Like Abilities (CL 8th, concentration +13)

At Will—charm person (DC 16), dancing lights, ghost sound (DC

Mother of Flies

15), *sleep* (DC 16), *suggestion* (DC 18)

1/day—*fear* (DC 19), *summon nature's ally III*

TACTICS

During Combat Madjaw's hatred of humanoids is particularly strong when it comes to gnomes—he attacks them in preference to any other target. He rages immediately upon starting combat, and unless he's missing foes with his attacks he uses *Power Attack* to make his blows particularly ruinous. He generally doesn't use his spell-like abilities except when hard-pressed against foes who avoid melee.

Morale Madjaw fights to the death.

Base Statistics AC 23, touch 14, flat-footed 19; **hp** 150; **Fort** +13, **Will** +12; **Melee** +1 *gnomebane greataxe* +18 (1d12+10/19–20/x3), **gore** +18 (1d6+6), **bite** +13 (1d4+3); **Str** 23, **Con** 22

STATISTICS

Str 27, **Dex** 17, **Con** 26, **Int** 10, **Wis** 14, **Cha** 20

Base Atk +10; **CMB** +16; **CMD** 28

Feats *Cleave*, *Dodge*, *Improved Critical* (*greataxe*), *Mobility*, *Power Attack*, *Vital Strike*, *Weapon Focus* (*greataxe*)

Skills *Bluff* +16, *Climb* +14, *Intimidate* +22, *Perception* +23, *Perform* (Wind) +20, *Stealth* +21, *Survival* +13

Languages Common, Sylvan

Gear *hide armor*, +1 *gnomebane greataxe*

Treasure: Hidden among the redcaps' abodes are a total of 852 gp and a set of *pipes of haunting* in Madjaw's lean-to. If Madjaw is slain, the PCs can claim his gear and this meager stash as their reward without angering the redcaps too much.

Development: If the PCs defeat Madjaw, the redcaps are only too willing to accept Dog's Tongue back into their clan—in time, they likely look to the “man-friend Dog's Tongue” as their new leader. In any event, defeating Madjaw in combat ensures the Blood Drinkers' aid in the coming assault on the Council encampment at the Maggot Tree—the redcaps either accompany the PCs to the campsite or make their way there on their own to await a signal from the PCs before they launch their attack, depending on the PCs' preferences.

TROLLCLAW CLEFT (CR 8 OR 11)

The other location the PCs can travel to in an attempt to “recruit aid,” according to Dog's Tongue (or player knowledge), lies just beyond Hagwood's borders to the east, amid a

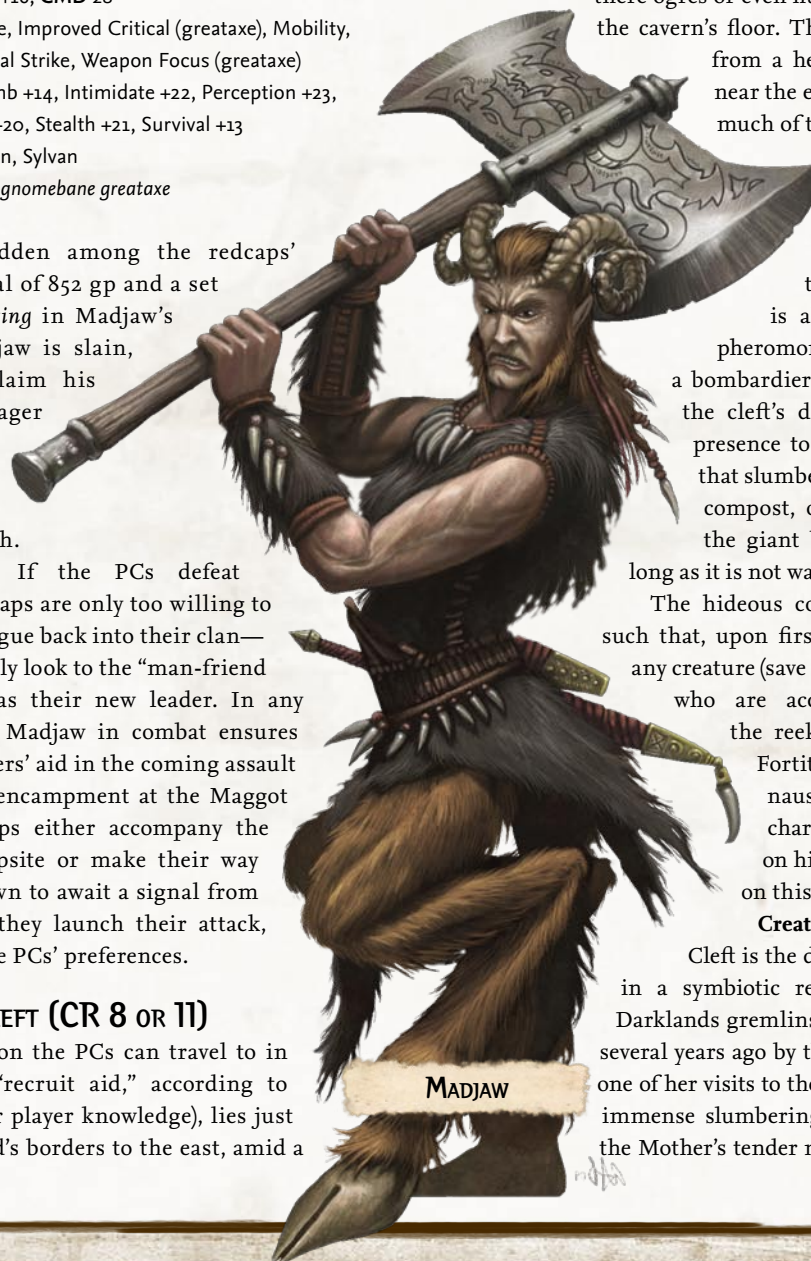
small copse of trees that grows against a ridge. Here is located a large cavern called Trollclaw Cleft, so named for once having served as the lair of a particularly large and violent troll who was slain by heroes long ago, several decades before Aroden's death. The cave entrance lies at the northeastern end of a shallow, 40-foot-long cleft in the escarpment, a 20-foot-wide opening that leads into a 50-foot-diameter cavern with a thick layer of soil, fungus, and grit on the floor. The cave itself reeks of a breath-stealing stink of carrion and bitter vinegar, and thick tangles of roots and foul-looking fungi grow thick around the cave's walls, making the 5 feet around the inside perimeter difficult terrain to navigate.

The source of the carrion stink is obvious to anyone who enters the cave, for the half-eaten bodies of dozens of animals (mostly deer, boar, or wild horses, but here and there ogres or even humans) lie strewn about the cavern's floor. The vinegar stink comes from a heap of rotting compost near the entrance to the cavern—much of this compost consists of

heaps of fermenting berries and a sticky alchemical paste. The scent exuded by this mound of compost is almost identical to the pheromone scent given off by a bombardier beetle, and is used by the cleft's denizens to mask their presence to the immense creature that slumbers within. A dose of the compost, once applied, can trick the giant beetle for 24 hours (as long as it is not washed or cleaned off).

The hideous combination of stink is such that, upon first entering this cavern, any creature (save for the jinkin gremlins, who are accustomed by now to the reek) must make a DC 15 *Fortitude* save to avoid being nauseated for 2d6 rounds. A character who rubs compost on himself takes a –4 penalty on this save.

Creatures: Today, Trollclaw Cleft is the den of two species living in a symbiotic relationship—a tribe of Darklands gremlins brought to the surface several years ago by the Mother of Flies after one of her visits to the Court of Ether, and an immense slumbering beetle grown vast on the Mother's tender ministrations and a diet



MADJAW

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of rare and rancid plants and tinctures brewed over the years by the hag. This great beetle is known as Fmughwa the Deathgorger, and as long as the beetle is kept well fed, it is content to slumber under the layer of moss and soil and mold that makes up this cavern's floor.

After Fmughwa reached his full potential in size, the Mother of Flies set up the tribe of jinkin gremlins in this cave to serve as both caretakers and keepers of the beetle. Jinkins are diminutive humanoid creatures, devilish in countenance with scaly hides, large bat-like ears, fanged maws, and glittering, beady eyes. Keen on tinkering with magic items and the magical auras intrinsic to all forms of life, the jinkins originally had a healthy fear and respect for the Mother of Flies—this, plus her semi-regular offerings of victims or minor magic items to tinker with, kept the jinkins quite content with their charge of keeping Fmughwa fed and comfortable.

Of course, that changed several months ago. As the Mother of Flies grew negligent in “bribing” the jinkins (she essentially forgot about them as her focus on her nearing vengeance against the Council of Thieves grew foremost in her mind), the gremlins have grown less loyal in their dedication and fear. The jinkins have seen the smoke rising from near the Maggot Tree to the west, but haven't yet bothered to lead the Deathgorger to the Mother's aid simply out of sheer laziness.

There are a total of 12 jinkins lurking in the cave, dwelling in small nooks and crannies in the walls or amid the thick fungal tangle around the cave's edges. They watch from hiding as intruders make their way into their den, holding off on an attack until the beetle itself awakens or until the PCs either find one of the hiding gremlins, attempt to rob them of treasure, or begin to smear themselves with compost.

If Dog's Tongue is with the PCs, he makes sure to tell them to slather themselves liberally with the rank-smelling compost heaped near the front door—if the PCs neglect to take this step, their presence is noted 1d6 rounds after they enter the cave by the great beetle, who erupts from his torpor under the soil in the center of the cave to attack mindlessly any target not caked with the stuff. It is at this point that the jinkins join the fight. The Deathgorger doesn't attack the jinkins as long as they're filthy with smeared compost, of course.

JINKINS (12)

CR 1

XP 400 each

Pathfinder Adventure Path volume #19, page 82

CE Tiny fey

Init +4; **Senses** darkvision 120 ft., low-light vision; Perception +6

DEFENSE

AC 19, touch 17, flat-footed 14 (+4 Dex, +1 dodge, +2 natural, +2 size)

hp 3 each (1d6)

Fort +0, Ref +6, Will +4

DR 5/cold iron; SR 16

OFFENSE

Speed 40 ft.

Melee short sword +6 (1d3–4/19–20), bite +6 (1d2–4)

Space 2–1/2 ft.; **Reach** 0 ft.

Special Attacks sneak attack +1d6, tinkering

Spell-Like Abilities (CL 1st, concentration +3)

At Will—*prestidigitation*

1/day—*dimension door*

TACTICS

During Combat The jinkins rely on flanking PCs (with each other or the Deathgorger) so they can make sneak attacks in combat. If the PCs have used compost on themselves, the canny jinkins can use *prestidigitation* to clean the filth off of the PCs. (A PC can resist this unusual use of *prestidigitation* by making a DC 12 Reflex save—and swift-thinking PCs can use this tactic against the jinkins in return!)

Morale A wounded jinkin immediately flees from the cave and into the surrounding wilds.

STATISTICS

Str 3, Dex 18, Con 11, Int 14, Wis 14, Cha 15

Base Atk +0; CMB +2; CMD 9

Feats Dodge, Weapon Finesse

Skills Acrobatics +8 (+12 jump), Bluff +6, Climb +0, Craft (trapmaking) +6, Disable Device +5, Escape Artist +8, Fly +0, Perception +6, Stealth +16

Languages Terran

SPECIAL ABILITIES

Tinkering (Su) A group of 6 jinkins, working together over the course of an hour, can create an effect identical to *bestow curse* (CL 6th; target must either be willing or helpless). The save DC is set by the jinkin with the highest Charisma score, and is equal to 14 plus that Charisma modifier (DC 16 for most groups of jinkins). Alternatively, the six jinkins can attempt to infuse a magic item with a curse—the nature of the curse is determined randomly. Half the time the curse simply makes the magic item unreliable so that there's a 20% chance each time it's used that it simply doesn't work, but the remainder of the time the curse creates a randomly determined drawback (see page 538 of the *Pathfinder RPG Core Rulebook*). A jinkin can take part in a tinkering only once per day, and may only tinker with a creature or object that isn't already cursed. Once a tinkering curse is in place, it is permanent until removed.

FMUGHWA THE DEATHGORGER

CR 10

XP 9,600

Advanced HD giant bombardier beetle (*Pathfinder RPG Bestiary* 33)

N Gargantuan vermin

Init +0; **Senses** darkvision 60 ft.; Perception +0

DEFENSE

AC 21, touch 6, flat-footed 21 (+15 natural, –4 size)

hp 147 (14d8+84)

Mother of Flies

Fort +15, **Ref** +4, **Will** +4

Immune mind-affecting effects

OFFENSE

Speed 20 ft., fly 20 ft. (poor)

Melee bite +18 (6d6+18)

Space 20 ft.; **Reach** 20 ft.

Special Attacks trample (2d6+18, DC 29), spray acid

TACTICS

During Combat Fmughwa mindlessly attacks the closest living target, ignoring only creatures that have taken the time to coat themselves with special compost.

Morale Fmughwa fights to the death.

STATISTICS

Str 35, **Dex** 10, **Con** 23, **Int** —, **Wis** 10, **Cha** 9

Base Atk +10; **CMB** +26; **CMD** 36 (44 vs. trip)

Skills Fly –10

SPECIAL ABILITIES

Spray Acid (Ex) Once per round as a standard action, Fmughwa can spray a 40-foot cone of acid. Those in this area take 4d6+8 points of acid damage (DC 23 Reflex save negates).

Treasure: A search of the foul tangle of fungus encircling the cave (DC 18 Perception check) locates the jinkins' sleeping burrows and their accumulated wealth, consisting of 22 garnets worth 25 gp each and a collection of minor magic items, all of which they've tinkered with and cursed. This collection includes a *ring of the ram* (32 charges) that forces its user to make a DC 19 Will save each day (or whenever it is put on) to avoid taking 1 point of Wisdom damage, a *wand of magic missile* (CL 7th, 29 charges) that causes the user's skin color to change to a new and random hue each time it is used, a *potion of haste* that changes its user's alignment to chaotic neutral when it is used, and a pair of *boots of speed* that causes the wearer to develop painful bleeding sores on the feet that inflict 1d10 points of damage each round the boots are used.

Development: Once the troublesome jinkins are dealt with, Dog's Tongue and the PCs can get around to the task of luring the Deathgorger to the Maggot Tree. Wakening the beetle is a simple matter of digging away some of the soil or stabbing the ground with something like a spear; this causes the beetle to rise up in confusion. As long as all present in the cave wear a filthy layer of compost stink, the beetle won't attack and immediately sets to munching on bits of carrion. Any particularly large chunk of fresh carrion (if the PCs don't think of using dead jinkins, Dog's Tongue does) is more attractive to the beetle, and it'll scamper after this bait mindlessly, following as long as it can continue to smell the delicious food (although Fmughwa doesn't have the scent ability, he'll certainly follow visually once he's focused on a particular lure). At this point, leading the beetle into Hagwood to the Council encampment around the Maggot Tree is a relatively simple task—as long as the

PCs are followed by the big hungry beetle, no wandering monsters dare attack.

THE MAGGOT TREE SIEGE

Hagwood's twisted heart is this single, towering oak tree, the lair of the Mother of Flies—a hideous den known as the Maggot Tree. This thick-trunked monstrosity of massive boles, knots, splayed roots, and mazes of limbs covered in wide leaves is supernaturally immense—the result of various magical infusions and eldritch manipulations from the Mother's magic.

Below the immense tree is a wide clearing formed in the giant's shadow, and it is around the perimeter of this large clearing that the besieging Council has set up its encampment. The siege is precariously balanced at this point—the Mother of Flies has retreated to the heart of the Maggot Tree 150 feet above so she can keep an eye on the besiegers, but this (and her relative lack of area-effect attacks) keeps her from directly opposing the large number of opponents—particularly as long as the smoky fires that help to oppress her swarms persist. The Council forces, while they have a strong grip around the perimeter of the clearing, have so far been unable to reach the Mother of Flies in the Maggot Tree, for she can direct the immense tree to lash out and attack any who draw near. Until the PCs arrive, this siege is likely to last for days until the thieves finally manage to unseat the Mother from her roost high above, at which point she'll take out a fair number of the aggressors but won't be able to stand against their numbers for much longer.

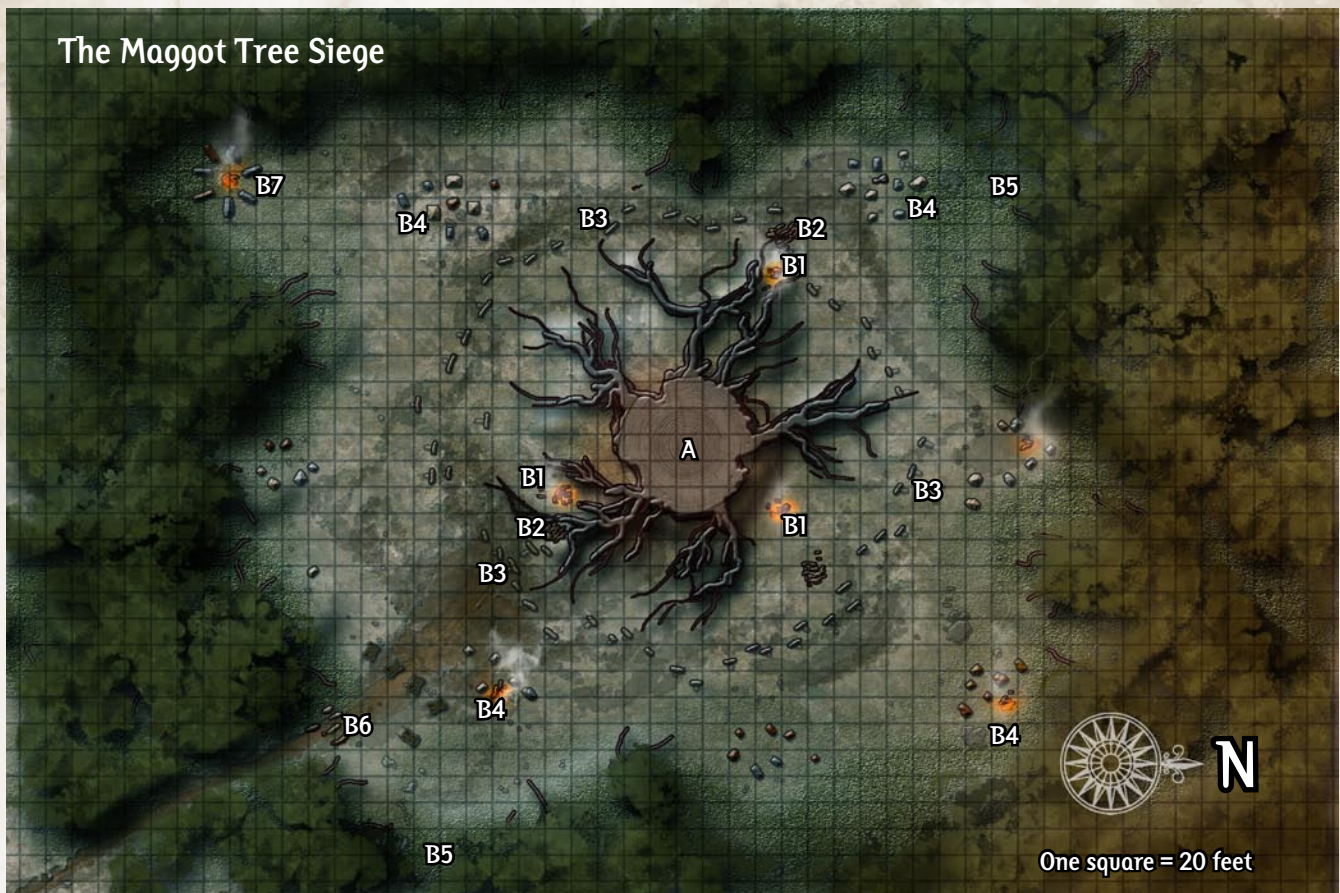
A. THE MAGGOT TREE

Close inspection reveals that the Maggot Tree is in fact a twisted knot of nearly two dozen trees (oak, redwood, and fir) that have grown into one vegetable behemoth. At ground level, the hoary trunk is creased and creviced through its thick bark, and an incredible 100 feet in diameter. Yet despite this girth, the tree appears squat compared to normal trees, even though its crown rises to a height of just over 300 feet (Hagwood's other towering trees help to cloak the Maggot Tree's immense size). At a height of 150 feet, the separate trunks of the trees magically merged to form its base branch out, widening to a tangle of upward-thrust limbs that are practically trees themselves—the crown of the Maggot Tree is its own forest in miniature. The tree sags and weeps with sap and other fluids, its branches encased in thick webs and crawling with vermin—the Mother of Flies herself dwells in a series of platforms and web-tents amid the tree's higher branches.

At the center of the tree's upper branches lies the tree's twisted core, a tangle of webs, maggots, and eldritch fetishes the Mother of Flies uses to cultivate and shape

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The Maggot Tree Siege



the tree's growth and activity. As long as the Mother of Flies remains ensconced at this core, she can observe everything around her both visually and audibly and also via tremorsense in a 100-foot radius around the tree's trunk. She can direct the branches of the maggot tree to strike at any number of foes in a 20-foot radius of the tree's trunk or anywhere amid its branches (although no more than one attack per single target), with a +20 attack roll for 3d6+15 points of damage on a hit. In addition, the tree's upper branches are home to a dozen strange bird-like creatures called gryphs and to six spider swarms and eight swarms of biting poisonous flies (treat as wasp swarms). The gryphs are ugly stork-like monsters with six legs and a hideous habit of laying their eggs in living flesh—all of these denizens of the tree are cowed by the foul-smelling plumes of smoke rising from the campfires below, and while they'll rise to defend the tree itself from invaders, they do not seek out foes beyond the tree's reach.

The Mother of Flies strikes at the PCs via the Maggot Tree's branches as well if they do not make clear their intentions and opposition to the Council. If Dog's Tongue is with the PCs, she'll also hold back her attacks, but she'll use *message* spells if anyone comes within 240 feet of her,

warning them to not approach—and that if they help her defeat the siege, she'll grant them an audience.

It's a DC 15 Climb check to climb the Maggot Tree's lower 50 feet, but above this it's a DC 5 check due to the numerous long branches.

GRYPHS (12)

CR 1

XP 400 each

Tome of Horrors Revised 230

NE Small magical beast

Init +2; Senses darkvision 60 ft., low-light vision; Perception +5

DEFENSE

AC 13, touch 13, flat-footed 11 (+2 Dex, +1 size)

hp 15 each (2d10+4)

Fort +5, Ref +5, Will +1

OFFENSE

Speed 30 ft., fly 50 ft. (good)

Melee bite +5 (1d6/x3), legs +5 (attach)

Special Attacks implant eggs

TACTICS

During Combat A gryph tries to attach itself to a foe to lay its eggs, then flees once it does so.

Morale A wounded gryph immediately flees back to its nest up in the Maggot Tree—if confronted there, it fights to the death.

Mother of Flies

STATISTICS

Str 11, **Dex** 15, **Con** 14, **Int** 2, **Wis** 12, **Cha** 7

Base Atk +2; **CMB** +1; **CMD** 13

Feats Weapon Finesse

Skills Fly +8, Perception +5, Stealth +10

SPECIAL ABILITIES

Attach (Ex) When a gryph hits with its legs, its six talons latch tightly onto the target, anchoring it in place. An attached gryph is effectively grappling its prey. The gryph loses its Dexterity bonus to AC and has an AC of 11, but holds on with great tenacity and gains a +4 bonus on attack rolls with its bite. Alternatively, an attached gryph can attempt to implant eggs in the target. An attached gryph has a +8 racial bonus to maintain its grapple on a foe once it is attached. An attached gryph can be struck with a weapon or grappled itself—if its prey manages to win a grapple check or Escape Artist check against it, the gryph is removed.

Implant Eggs (Ex) Once per day, a gryph can implant eggs into a helpless target or a target that it is currently attached to as a full-round action by extending an ovipositor from its abdomen and penetrating the victim's flesh by making a successful +4 melee attack. On a hit, the ovipositor inflicts 1 damage and implants 1d4 eggs into the victim's body. As long as a victim has gryph eggs implanted in his body, he is sickened as the eggs draw nutrients from his blood and flesh. The eggs grow swiftly, hatching in a mere 1d4 minutes into ravenous baby gryphs that immediately burrow out of the victim's body. This inflicts 2 points of Constitution damage per baby gryph, after which the hatchlings immediately take wing and fly away. Treat a gryph hatchling as a bat if statistics are needed. Gryph eggs can be cut out of a victim's body with a successful DC 20 Heal check made as a full-round action that inflicts 1 point of damage per attempt. Although immunity to disease offers no special protection against gryph egg implantation, *remove disease* or *heal* immediately destroys any implanted gryph eggs.

SPIDER SWARMS (6) CR 1

XP 400 each

hp 9 each (*Pathfinder RPG Bestiary* 258)

BITING FLY SWARMS (8) CR 3

XP 800 each

hp 31 each (as wasp swarm—*Pathfinder RPG Bestiary* 275)

B. THE COUNCIL ENCAMPMENT

The range of the Maggot Tree's thrashing branches has determined the range at which

the Council has set up its camp. The thieves keep several large bonfires constantly lit, sending palls of thick smoke rising up and through the tree's branches. Spaced around these are the temporary shelters, fighting positions, and midden heaps of an armed encampment. Some distance away near the southwest edge of the clearing is a neatly arranged cluster of tents designating a second, smaller encampment placed beneath the very edges of the surrounding boughs.

The camps are alive with activity from pacing thieves who periodically seem to fire at random into the smoke-fogged branches of the tree where dark shapes are glimpsed hiding and flitting about among the foliage. Porters feed logs from large piles of cordwood into the fires, and everywhere are the sounds and activities of a military force. Sporadically spaced about the field are the broken forms of crushed and poisoned corpses, casualties of the ongoing conflict.

The forces sent by the Council of Thieves, supplemented by hired mercenaries drawn from a half dozen bandit groups similar to the Bastards of Erebus the PCs defeated in the first adventure, have set up their encampment here around the Maggot Tree. Other than occasional scuffles with monstrous vermin and a periodic clash with a gryph or a swarm of vermin, there have been no major battles since the initial attempt to storm the tree. Because of the smoky fires lit by the Council army that force the vermin into a quiescent stupor, the Mother of Flies has been unable to direct her swarms of vermin against the attackers. Likewise, the Council forces have found the tree to be largely impervious to axe and fire and have yet to safely navigate its branches. As such they are forced into a siege footing, with very few casualties on either side so far.

Two council patrols (see page 17) walk the perimeter of the camp during the day so that anyone within 50 feet of the clearing must make a Stealth check to avoid having the alarm raised (the warhounds automatically detect the scent of PCs that approach within 30 feet). If this occurs, see *The Camp Alerted* on page 24. After nightfall, these patrols are replaced by groups of 1d3 dark creepers and a dark stalker—these forces spend the day resting in their dark tents (area B7). It should be virtually impossible for the PCs to take



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on this entire camp with a frontal assault, especially once the alarm is inevitably raised. But by using allies recruited from the surrounding area, the resources available, and some clever planning, the PCs should be able to turn the tide of battle and make the fight much more manageable. See the Breaking the Siege section on page 26 for details on how to handle this potentially complex fight. Notes on specific locations in the encampment are listed below.

B1. Bonfires: These large, smoky fires are continuously fed with green logs harvested from the surrounding woods, augmented by various noxious additives the thieves have learned work as insect repellent. While the smoke is too thin to provide concealment, it does irritate the eyes and throat—swarms are much more impacted by the smoke and grow slow and lethargic in the presence of the foul-smelling stuff. These fires can be extinguished by direct application of 60 gallons of water (or other nonflammable liquid) or spells such as *quench*, *sleet storm*, *move earth*, *pyrotechnics*, or even *forcecage* (as an airtight box). Likewise, the smoke of a fire can be diverted away from the tree with spells such as *gust of wind*, *wall of wind*, *control winds*, or *control weather* (which could also be used to extinguish the fire).

B2. Fuel Piles: These piles of wood were cut from the surrounding forest and are used to feed the bonfires. They are considered dense rubble for movement purposes and provide cover to anyone behind them. At any given time, there is a 10% chance that 1d3 ogres are hurriedly carrying loads of wood from the pile to the nearest bonfire.

B3. Siege Mantlets: These are crudely constructed wooden frames approximately 10 feet square covered with layers of branches, foliage, hides, cloth and various other bits of debris. They've been erected in a perimeter around the Maggot Tree just outside the range of the tree's direct observation. They provide total concealment to anyone behind them.

B4. Siege Camp: The main siege camp is roughly divided into four quadrants. Bivouacked in each of these areas are 10 thieves, four ogres, a hill giant, and six warhounds, some in lean-tos or shallow pits but most just sprawling wherever they lay down. During the day, half are armed, armored, and alert at any given time; at night only 10% are in such a state of readiness, though they are further reinforced by the dark creepers and shadow mastiffs that patrol from area B7. Any troops slain are subtracted from this force, but do not include those patrols previously encountered in the forest.

B5. Camp Middens: The thieves and their mercenaries are lazy and not particularly clean, and have gathered these reeking piles of garbage, excrement, and assorted rotted carcasses on the outer edges of their camp sites.

B6. Baggage Train: The equipment and supply wagons brought with the attacking force are gathered here and protected at all times by eight thieves and four warhounds.

They include the camp's chuck wagon where meals are served to chow lines on rotation throughout the day. Nearby are picketed the 10 draft horses that drew the wagons.

B7. Base Camp: This marks the location of the troop commander's camp. The Council's force is led by the ranger Stiglor and his cadre of three dark stalker guild officers. Present in the camp with them are two thieves serving as aides-de-camp, as well as 12 dark creepers. Though the dark ones prefer to operate at night, since the entire glade is within the shadows of the Maggot Tree's and forest's canopy, they are able operate without penalty during daylight as well.

THE CAMP ALERTED

If the alarm is raised, activity spreads through the camp. All occupants are awake and armed after 3 rounds, and after 1 minute everyone is fully (if hastily) armored and in position. If the alarm is from the direction of the tree, the troops take positions behind the mantlets and wait for orders while the command cadre from area B7 moves up among the baggage train with their aides shuttling orders. If the alarm is from a direction other than the tree, the nearest quadrant of the camp moves to investigate and intercept, while one quadrant maintains its vigil on the Maggot Tree (spreading out around its perimeter), and the other two quadrants hold back in reserve to reinforce wherever they seem most needed (cumulative 10% chance per round of moving in to reinforce). In these circumstances, the command staff first moves into position with the reserve quadrants but soon begins sending reinforcements from the reserves and its own numbers to quell any situations. Once an alarm is raised, the camp remains alerted for 3 hours. After that, if no further events have occurred to cause the alarm to be maintained, it goes back to its normal activities, though all chances of encountering a patrol are doubled for 24 hours.

Creatures: The dark stalkers are immigrants from Nidal that have allied with Ilnerik Sivanshin and serve to advise Stiglor—they're the primary points of contact to the Council of Thieves in the encampment. They are pallid-skinned humanoids that wear robes of filthy, tattered cloth and bear the strong odor of rotting meat. They avoid direct exposure to sunlight due to their light blindness. Likewise, their dark creeper underlings resemble smaller, even smellier versions of themselves, with gray skin and rank scraps of clothing and gear. Stiglor himself is a huge bear of a man wearing blackened scale mail. A court-marshaled former officer of the Wiscrani Dottari, his skin is scarred from long years of exposure to the elements and countless scraps. He's missing his left ear and bears scars on his left cheek due to frostbite from mountain expeditions. He is never seen without his two battleaxes.

Mother of Lies

THIEVES (42) CR 4

XP 800 each

hp 29 each (see page 12)

WARHOUNDS (24) CR 1/2

XP 200

Riding dog (*Pathfinder RPG Bestiary* 87)

hp 13 each

OGRES (16) CR 3

XP 800 each

hp 30 each (*Pathfinder RPG Bestiary* 220)

HILL GIANTS (4) CR 7

XP 3,200 each

hp 102 each (*Pathfinder RPG Bestiary* 150)

DARK CREEPER FOOTPADS (12) CR 4

XP 1,200 each

Dark creeper rogue 2 (*Pathfinder RPG Bestiary* 53)

CN Small humanoid (dark folk)

Init +9; **Senses** see in darkness; Perception +13

DEFENSE

AC 18, touch 16, flat-footed 13 (+2 armor, +5 Dex, +1 size)

hp 44 each (3d8+2d8+22)

Fort +5, **Ref** +9, **Will** +2

Defensive Abilities evasion

Weaknesses light blindness

OFFENSE

Speed 30 ft.

Melee mwk dagger +7 (1d3+2/19–20)

Special Attacks death throes, sneak attack +2d6

Spell-Like Abilities (CL 3rd; concentration +1)

At Will—*darkness*, *detect magic*

TACTICS

During Combat The dark creepers create darkness when trying to make sneak attacks, flanking foes when they can't and following the orders of their dark stalker commanders as necessary.

Morale They fight to the death as long as any dark stalkers live—otherwise they flee if reduced to less than 10 hit points.

STATISTICS

Str 14, **Dex** 21, **Con** 18, **Int** 8, **Wis** 12, **Cha** 6

Base Atk +3; **CMB** +4; **CMD** 19

Feats Improved Initiative, Skill Focus (Stealth), Weapon Finesse

Skills Climb +14, Fly +0, Linguistics +4, Perception +13, Stealth +24

Languages Common, Dark Folk, Infernal

SQ poison use, rag armor, rogue talent (fast stealth), trapfinding

Combat Gear black smear (5 doses); **Other Gear** rag armor, masterwork dagger

DARK STALKER GUILDSMEN (3) CR 8

XP 4,800 each

Dark stalker rogue 4 (*Pathfinder RPG Bestiary* 54)

CN Medium humanoid (dark folk)

Init +7; **Senses** see in darkness; Perception +16

DEFENSE

AC 24, touch 17, flat-footed 17 (+4 armor, +7 Dex, +2 natural, +1 shield)

hp 89 each (6d8+4d8+44)

Fort +7, **Ref** +13, **Will** +2

Defensive Abilities evasion, trap sense +1, uncanny dodge

Weaknesses light blindness

OFFENSE

Speed 30 ft.

Melee mwk short sword +10/+10/+5/+5 (1d6+3/19–20)

Special Attacks death throes, bleeding sneak attack +5d6 plus 5 bleed

Spell-Like Abilities (CL 6th, concentration +8)

At Will—*deeper darkness*, *detect magic*, *fog cloud*

TACTICS

During Combat The dark stalkers create darkness in battle, attempting to sneak attack their opponents. They bellow orders and curses in Dark Folk at their underlings the entire time, directing them to set up flanking attacks.

Morale These dark stalkers fight to the death as long as Stiglor lives. If he falls, they immediately retreat, covering their escape with a fog cloud. They hope to flee all the way to Walcourt, and canny PCs can follow them right up to the guildhall.

STATISTICS

Str 16, **Dex** 24, **Con** 18, **Int** 8, **Wis** 8, **Cha** 15

Base Atk +7; **CMB** +10; **CMD** 27

Feats Double Slice, Improved Two-Weapon Fighting, Two-Weapon Defense, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (short sword)

Skills Acrobatics +12, Climb +20, Linguistics +4, Perception +16, Stealth +24

Languages Common, Dark Folk, Infernal

SQ poison use, rogue talents (bleeding attack, finesse rogue), trapfinding

Combat Gear black smear (5 doses); **Other Gear** +2 leather armor, 2 masterwork short swords

STIGLOR CR 9

XP 6,400

Male human ranger 10

NE Medium humanoid (human)

Init +6; **Senses** Perception +14

DEFENSE

AC 24, touch 12, flat-footed 22 (+7 armor, +2 Dex, +4 natural, +1 shield)

hp 105 (10d10+50)

Fort +11, **Ref** +9, **Will** +4

Defensive Abilities evasion

OFFENSE

Speed 40 ft.

Melee +1 cold iron battleaxe +11/+11/+6/+6 (1d8+4/19–20/×3)

Ranged mwk composite longbow +12 (1d8+3/×3)

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Special Attacks favored enemy (fey +4, elf +4, gnome +2), hunter's bond (hunting companions)

Ranger Spells Prepared (CL 7th; concentration +8)

2nd—*barkskin*

1st—*alarm*, *animal messenger*, *longstrider*

TACTICS

Before Combat Stiglor casts an audible *alarm* on his tent every night. Before combat he casts *barkskin* and *longstrider* on himself.

During Combat Stiglor prefers to enter melee combat wielding his two battleaxes and attempting to make Two-Weapon Rend attacks on a single opponent. He pauses to use his healing magic when necessary, behind the cover of his underlings.

Morale If reduced to 30 hp, Stiglor retreats to take pot shots with his bow from a position of cover. If reduced below 0 hp, he retreats into the forest, not to be seen again in this adventure (after all, he'll need to hide not only from the PCs, but from the Council's new leaders as well).

Base Statistics AC 20, touch 12, flat-footed 18; **Speed** 30 ft.

STATISTICS

Str 16, **Dex** 14, **Con** 18, **Int** 10, **Wis** 12, **Cha** 8

Base Atk +10; **CMB** +13; **CMD** 25

Feats Diehard, Double Slice, Endurance, Improved Critical (battleaxe), Improved Initiative, Improved Two-Weapon Fighting, Two-Weapon Defense, Two-Weapon Fighting, Two-Weapon Rend, Weapon Focus (battleaxe)

Skills Climb +13, Handle Animal

+12, Intimidate

+12, Knowledge

(geography) +13,

Perception +14, Stealth

+12, Survival +14

Languages Common

SQ favored terrain (forest +4, urban +2), swift tracker, track, wild empathy +9, woodland stride,

Combat Gear *potion of cure moderate wounds* (2);

Other Gear +1 *breastplate*, +1 *cold iron battleaxe*

(2), masterwork composite longbow (+3 Str) with

20 cold iron arrows, *belt of mighty constitution* +2,

key to chest in area D17

BREAKING THE SIEGE

If the PCs launch an attack on the encampment and allow an alarm to be raised without some preparations first, they are likely to be quickly overwhelmed or forced to retreat. However, by making use of the addressed tactics (or additional tactics as deemed appropriate by the GM), they gain the ability to reduce the besiegers' strength and morale, and eventually force the Council agents to break off their attacks and flee.

The exact tactics the PCs take are up to them. If the PCs bring allies with them (such as the Blood Drinker redcaps or Fmughwa the Deathgorger), it's probably fastest and best to simply describe the chaos these creatures cause in their own attacks, note the Battle Points earned, and then have the PCs fight their own battle against a group of thieves and giants.

By accomplishing the goals listed on page 27, the PCs can earn the indicated amount of Battle Points ("BP"). Once they reach a total of 50 BP, the besieging forces break and crumble—giants and ogres lumber off to the east to return to their homes while the bandits flee in all directions. Dark folk who survive try to make their way back to Walcourt, while Stiglor, if he lives, flees to the northwest, hoping eventually to lie low for a few months in the Barrowood.

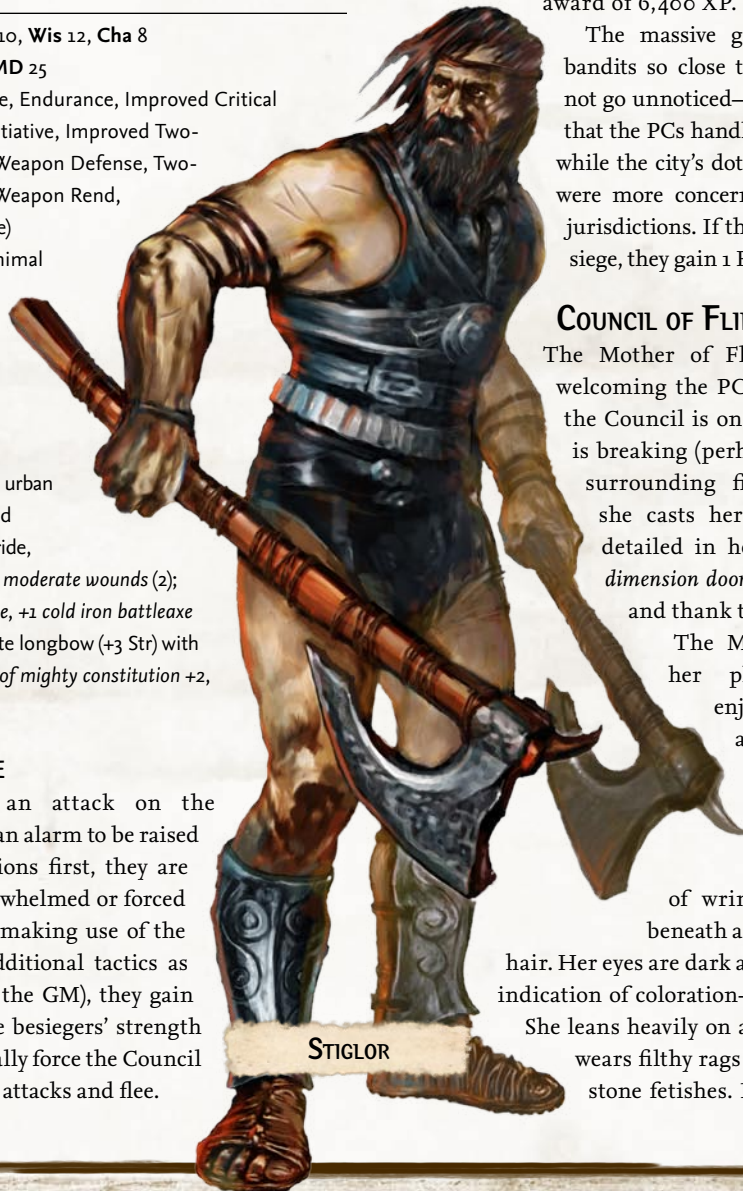
Ad-Hoc Experience Award: Award the PCs experience points for any foes they directly defeat in combat during the siege as normal. For breaking the siege and forcing the Council agents to retreat, grant them an additional award of 6,400 XP.

The massive gathering of giants and bandits so close to Westcrown's walls did not go unnoticed—and neither did the fact that the PCs handled the gathering quickly while the city's dottari and the Hellknights were more concerned with bickering over jurisdictions. If the PCs defeat the Council siege, they gain 1 Fame Point.

COUNCIL OF FLIES

The Mother of Flies isn't interested in welcoming the PCs into her den, so once the Council is on the ropes and the siege is breaking (perhaps even as soon as the surrounding fires are extinguished), she casts her preparatory spells (as detailed in her stat block) and then *dimension doors* down to greet the PCs and thank them for their services.

The Mother of Flies, despite her pleasant attitude (she enjoys giving off the air of a kindly grandmother to those she isn't about to kill or eat), is a hideous crone indeed. Her face is a gray mass of wrinkles, warts, and scars beneath a mop of coarse, bark-like hair. Her eyes are dark and sagging, but lack any indication of coloration—they're flat black orbs. She leans heavily on a large gnarled staff and wears filthy rags and dozens of bone and stone fetishes. But perhaps worst of all



STIGLOR

Mother of Flies

is the layer of maggots and crawling flies that cover her. With every step, the flies take flight, only to land on her body again whenever she comes to a rest.

The last surviving member of a once-powerful coven, the Mother of Flies wants nothing more than vengeance against the Drovenges for the murder of her kin. News that Vassindio Drovenga is dead elicits a hearty cackle from her wrinkled throat, but does not lessen her desire to see the Drovenges laid low along with their precious Council. While she is grateful for the party's assistance against her besiegers, she won't tolerate disrespect or aggression. As long as the PCs are not insulting or threatening, she gladly tells them what she knows and even provides them with some aid as a reward for their timely intervention in that "unpleasant matter with all the noise and smoke."

The Mother of Flies relates to the PCs the history of her covey and its dealings with the Drovenga family as set forth in the Adventure Background, cackling in delight at the double-crossing they perpetrated upon Sidonai and snarling in repressed fury at the retribution visited upon her kindred hags. She does not hide or apologize for the fact that she is a fundamentally evil creature and that perhaps the destruction of the covey was justified for the act of inflicting an infernal heir upon the Drovenges. If confronted with this logic, she merely smiles and acknowledges that fools should know what they are getting into when they have truck with their betters. She goes on to add that she is aware that the PCs have their own reasons for pursuing the Council of Thieves and that she merely wishes to use them for her own ends by helping them in their quest. She has no intention of double-crossing such obviously capable individuals and, in fact, does not intend to have any further dealings with them beyond this moment as long as they agree to defeat the Council. Beneath it all, the Mother of Flies seethes with a bitter anger at Ecarrdian—in many ways, he owes his very existence to her, after all!

To assist the PCs in their mission, the Mother of Flies offers them information that she has obtained about one of the Council of Thieves' secret guildhalls. She's gained this lore after years of spying, infiltration by her agents, and interrogation of captured thieves. Furthermore, she provides the PCs with magical items that she has created in order to help them on their way, provided they promise to make sure that the deaths of any Drovenges are spectacularly gruesome and that they know before their deaths that the Mother of Flies has had her touch in their fates. Using her gifts against the Council all but guarantees this message is sent. Finally, she offers to provide the PCs with a secret of such magnitude that they can use it to forever destroy Ecarrdian and Chammady Drovenga when their final conflict with the treacherous siblings occurs.

Battle Point Awards

BP Award	Actions
+1	Every 2 thieves defeated
+1	Every 3 warhounds defeated
+1	Every dark creeper defeated
+3	Every dark stalker defeated
+1	Every ogre defeated
+3	Every hill giant defeated
+6	Stiglor defeated
+1	Successful distraction diverting attention to another part of the camp.
+2	Each bonfire extinguished.
+8	The Blood Drinker redcaps ally with the PCs.
+12	Fmughwa is unleashed upon the camp.

Walcourt: The Mother tells the PCs that while the Council of Thieves maintains numerous secret guildhalls throughout Westcrown, it is the one known as Walcourt that may house their greatest asset—control of the night. Walcourt is located at the eastern edge of Rego Laina, not far from the Trivardum itself in a former guild lodge once dedicated to followers of Founder Crucisal. This complex was abandoned shortly after Aroden's death and the degradation of Rego Crua and never repatriated by the church of Iomedae in the increasingly hostile clime of Cheliox during its political upheavals. Falling into ruin over the years, Walcourt was used briefly as an orphanage and then later as a flophouse—both secretly serving as fronts for the activities of the Council of Thieves and overseen by none other than Sidonai Drovenga, the father of the siblings currently in charge of the Council. Most recently, she's come to believe that Walcourt has been given over to serve as the lair of one of the Council's most dangerous leaders—and one of the greatest allies of the Drovenga siblings—a mysterious figure most of the Council knows only as the "Lord of Shadows." According to the Mother's research, this Lord of Shadows controls the movements and actions of the shadow beasts that plague Westcrown's nights, and the fact that he's been allied all this time with the Drovenges explains a lot as to how they and their treacherous allies could move about the city unseen and uncontested at night. An invasion of Walcourt could not only reveal much of the secrecy surrounding the Council of Thieves but also give the PCs an opportunity to lift the curse of shadows from Westcrown's nights. And if such an invading force were truly lucky, it might even find one or more of the leaders of the guild within.

Gifts: The items that the Mother provides the party with are a dozen *potions of cure serious wounds*, a *wand of restoration* (14 charges), a *wand of secret door detection* (10 charges), and a *scroll of resurrection*—items she's been gathering for some time in preparation for this day.

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Drovenge Secrets: The final information she gives the PCs is the means to drive a wedge between Ecarrdian and Chammady Drovenge and possibly even turn them against each other. The great strength of the siblings is their devotion to each other—between Chammady’s guile and Ecarrdian’s prowess in combat, the two are a formidable pair. Yet if the PCs can sow seeds of anger between them, they’ll have a much easier time defeating the Council when the final battle for Westcrown begins.

Unbeknownst to Sidonai Drovenge, when he willingly swallowed the gold coin of Mammon gifted by the Flies, he voluntarily entered an infernal pact with the archdevil. The seal for that pact is Ecarrdian himself—the fruit of the pact’s execution. As a result, Ecarrdian’s very existence is a link to his infernal *pater familias*, embodying his very traits of lust and greed. The infernal pact created a connection between Ecarrdian and his closest familial tie; Mammon had hoped this tie would be with Sidonai himself, but the father’s vanishing prevented this bond from forming. Instead, Ecarrdian’s close relationship with his sister Chammady became that bond. As a result, Ecarrdian’s very existence is connected with that of his sister. With each personal success and increase in power by Ecarrdian, Chammady’s soul has become entwined further and further with Mammon’s, such that if Ecarrdian truly comes to rule Westcrown, then Chammady’s soul will be eternally forfeit to exist as a lemur in the Infernal Court of Erebus, a plaything for Mammon’s every whim. The Mother of Flies knows that Chammady has great loyalty to her brother but suspects that were this secret to be revealed, not even her filial ties to her tiefling half-brother could overcome her desire to not succumb to such a fate—a fact that could very likely create an irreparable rift between the siblings. “And then,” the Mother says, “things should get very interesting.” She goes on to state that Sidonai was given a copy of this infernal contract, though he never bothered to really read it and the Mother doubts he ever understood its true ramifications, blinded as he was by his own ambition. Since Walcourt has been used as a repository of incriminating documents over the past several decades, chances are very good that a copy of this contract still exists somewhere within the manor, forgotten or simply unsuspected by the building’s current caretakers.

Final Farewells: Once the Mother of Flies has imparted her secrets and gifts to the PCs, she wishes them well. They are now her instruments—much to her liking, she can retreat to deeper hidden lairs and wait to see if the PCs can be the tools of her revenge without placing herself at undue risk against the consolidated fury of the Council of Thieves. She promises the PCs that they’ll have safe passage out of Hagwood, but should they return at a later date, she cannot promise they will be welcomed.

Dog’s Tongue bids his farewells to the PCs at this point as well, commenting that he’s enjoyed the opportunity to

share some bloodshed with some delightfully murderous humans but that their presence had started to grate on his nerves and he welcomes the sight of their exit from his company.

MOTHER OF FLIES

CR 14

38,400 XP

Female green hag sorcerer 14 (*Pathfinder RPG Bestiary* 167)

NE Medium monstrous humanoid

Init +2; Senses darkvision 90 ft.; Perception +14

DEFENSE

AC 30, touch 14, flat-footed 30 (+4 armor, +2 deflection, +2 Dex, +8 natural, +4 shield)

hp 190 (9d10+14d6+92)

Fort +12, Ref +12, Will +17

Immune disease, nausea, sickness; SR 16

OFFENSE

Speed 30 ft., fly 60 ft. (good), swim 30 ft.

Melee 2 claws +22 (1d4+5/19–20 plus weakness)

Bloodline Spell-Like Abilities (CL 14th; concentration +21)

10/day—*plague’s caress*

Spell-Like Abilities (CL 9th; concentration +16)

Constant—*pass without trace*, *tongues*, *water breathing*

At Will—*dancing lights*, *disguise self* (DC 18), *ghost sound* (DC 17), *invisibility*, *pyrotechnics* (DC 19), *tree shape*, *whispering wind*

Sorcerer Spells Known (CL 14th; concentration +21)

7th (4)—*insanity* (DC 24), *plant shape III*

6th (6)—*eyebite* (DC 23), *flesh to stone* (DC 23), *shadow walk*

5th (7)—*baleful polymorph* (DC 22), *contact other plane*, *insect plague*, *teleport*

4th (7)—*bestow curse* (DC 21), *dimension door*, *phantasmal killer* (DC 21), *repel vermin* (DC 22), *scrying* (DC 21)

3rd (8)—*contagion* (DC 20), *dispel magic*, *fly*, *nondetection*, *suggestion* (DC 20)

2nd (8)—*acid arrow*, *cat’s grace*, *detect thoughts* (DC 19), *hideous laughter* (DC 19), *summon swarm*, *web* (DC 19)

1st (8)—*charm animal* (DC 18), *grease* (DC 18), *mage armor*, *obscuring mist*, *shield*, *silent image* (DC 18)

0 (at will)—*acid splash*, *bleed* (DC 17), *detect magic*, *detect poison*, *mage hand*, *mending*, *message*, *prestidigitation*, *read magic*

TACTICS

Before Combat The mother of flies casts *mage armor* and *nondetection* on herself every morning and every evening.

Before entering combat, she always takes the time to also cast *cat’s grace*, *fly*, and *shield*.

During Combat The Mother of Flies directs any swarms available to her to distract foes while she tries to remain out of range with flight, using her spells against foes. She’ll retreat to the Maggot Tree core to use the tree’s attacks against attackers if possible. In melee, she uses Arcane Strike, Power Attack, and usually Vital Strike to maximize damage while allowing her to move out of melee after each attack.

Morale The Mother of Flies uses *teleport* to flee to the Court of

Mother of Flies

Ether if reduced to fewer than 40 hit points, but harbors a grudge if she's forced to do so. She might even throw aside her hatred of the Council of Thieves if the PCs force her to flee in this manner, and could show up in the final adventure as an additional foe in this case.

Base Statistics Init +0; AC 20, touch 12, flat-footed 20; Ref +10; Dex 14; Skills Fly +11

STATISTICS

Str 20, **Dex** 14, **Con** 16, **Int** 14, **Wis** 15, **Cha** 24

Base Atk +16; **CMB** +21; **CMD** 31

Feats Arcane Strike, Blinding Critical, Brew Potion, Combat Casting, Craft Wondrous Item, Critical Focus, Deceitful, Eschew Materials, Great Fortitude, Improved Critical (claw), Power Attack, Quicken Spell, Silent Spell, Toughness, Vital Strike

Skills Bluff +37, Craft (alchemy) +24, Disguise +17, Fly +13, Heal +20, Knowledge (arcana) +19, Knowledge (local) +9, Knowledge (planes) +21, Linguistics +5, Spellcraft +21, Swim +13

Languages Aklo, Common, Giant, Infernal, Sylvan, Undercommon

SQ bloodline arcana, mimicry

Combat Gear staff of swarming insects (10 charges); **Other Gear** headband of alluring charisma +2, ring of protection +2

PESTILENCE BLOODLINE

You were born during the height of a great magical plague, to a mother suffering from an eldritch disease, or you suffered an eldritch pox as a child, such that your very soul now carries a blight of pestilence within it.

Class Skill Heal

Bonus Spells *charm animal* (3rd), *summon swarm* (5th), *contagion* (7th), *repel vermin* (9th), *insect plague* (11th), *eyebite* (13th), *creeping doom* (15th), *horrid wilting* (17th), *power word kill* (19th).

Bonus Feats Brew Potion, Diehard, Endurance, Great Fortitude, Self Sufficient, Skill Focus (Knowledge [nature]), Silent Spell, Toughness

Bloodline Arcana Vermin are susceptible to your mind-affecting spells. They are treated as animals for the purposes of determining which mind-affecting spells affect them.

BLOODLINE POWERS

You awaken and quicken the lurking pestilence in your own body or the surrounding world to wreak hideous malice, or to command and commune with agents of such plagues.

Plague's Caress (Sp): At 1st level, you can make a melee touch attack as a standard action that causes a living creature's flesh to break out into rancid-smelling pustules and sores for a number of rounds equal to 1/2 your sorcerer level (minimum 1 round). These sores cause the victim to become sickened for the duration of the effect; this is a disease effect. You can use this ability a number of times per day equal to 3 + your Charisma modifier.

Accustomed to Awfulness (Ex): At 3rd level, you become immune to the sickened condition and gain a +4 bonus on all saving throws against effects that cause nausea or disease. At 9th level, you become immune to the nauseated condition and to the debilitating effects of disease (but you can still be a carrier of diseases).

Shroud of Vermin (Su): At 9th level, swarms no longer see you as prey. You can walk among swarms without fear of being harmed by them at all, and by taking a standard action to mentally command a swarm in which you stand, you can direct that swarm's attacks and movements as long as you have more Hit Dice than the swarm. Even when

you aren't standing amid a swarm, your body crawls with vermin, and their chitinous bodies increase your natural armor bonus by +1. At 11th level, this bonus increases to +2, and at 17th level it increases to +3.

Pestilential Breath (Su): At 15th level, the sickness within your body finally becomes so potent that your very breath is deadly. Once per day as a standard action, you can exhale a cloud of pestilence in a 30-foot cone. Those caught in the area of this miasmic cloud receive a single Fortitude save to avoid suffering the effects of two different diseases. The DC of this save is equal to 10 + 1/2 your sorcerer level + your Charisma modifier. You can choose what two diseases you inflict on each target that succumbs to your plague breath, but they must be two different diseases chosen from the following list: blinding sickness, bubonic plague, cackle fever, filth fever, leprosy, mindfire, red ache, shakes, or slimy doom. The victim suffers the initial effects of these two



MOTHER OF FLIES

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diseases immediately—use the diseases' frequency and save DC normally to determine further effects as detailed on page 557 of the *Pathfinder RPG Core Rulebook*. At 17th level, you can use this ability twice per day. At 20th level you can use this ability three times per day.

Plague Carrier (Su): At 20th level, your touch inflicts mummy rot on those you strike. You can choose to suppress this ability for 1 round as a swift action. You can make a touch attack to inflict this disease on a target, or transfer it as part of an attack with any melee weapon or touch-based spell. The creature touched can resist contracting mummy rot by making a Fortitude save—the DC is equal to 10 + 1/2 your sorcerer level + your Charisma modifier.

PART THREE: THE HIDDEN WAYS OF WALCOURT

At this point in the adventure, the PCs should be ready to move directly against the Council of Thieves. Walcourt isn't the only Council guildhouse in Westcrown, but it is one of the more important ones. In particular, an investigation of Walcourt can reward the PCs with a copy of the infernal contract between Sidonai Drovenge and Mammon (something they can use to drive a wedge between Chammady and Ecarrdian), and gives the PCs a chance to put an end to the curse of shadows that haunts Westcrown's nights. Finally, they'll learn that the Council of Thieves is preparing a major assault on multiple parts of the city—and that while it's too late to stop it, what the PCs learn in Walcourt can certainly help them during the Westcrown War that dominates the events in the final adventure in the campaign.

Note that for the duration of this adventure, neither Chammady nor Ecarrdian should be encountered—they are busy planning a final set of audacious assassinations and acts of sabotage to throw Westcrown into chaos. But by defeating the vampire Ilnerek Sivanshin, to whom the Drovenges have entrusted the protection of Walcourt, they can strike their first telling blow against the thieves.

If the PCs pause before their investigation of Walcourt to meet up with their allies among the Children of Westcrown, they are congratulated on their success in Hagwood but given grim news: Jarvis Alebrecht (or whoever served as their contact in Part One) has disappeared, and it is believed he was taken captive by the Council of Thieves for his role in the Dusk Market battle. Arael solemnly asks the PCs to do whatever they can to save the man. Further complicating this matter is the news that Jarvis had a wife and child—and that they have gone missing as well! Of course, Jarvis has been taken by the Council and imprisoned in Walcourt—divinations and other magic used to track Jarvis serve as yet another clue pointing toward this location.

WALCOURT FEATURES

Walcourt once served as a social club and lodge for the adherents to Founder Crucisal (patron of the city's ferrymen and adeliers) until a century ago when Aroden fell. Since that time, it has fallen into dilapidation, serving off and on as an orphanage, alms house, flophouse for derelicts—but increasingly as a cover for the actions of the Council of Thieves. Traditionally, the keeping of Walcourt as a hidden safe house, training ground, and repository of Council documents has been the charge of the Drovenge family, but once Sidonai Drovenge fell from grace, his father allowed the vampire Ilnerek Sivanshin to take over rule of the building. Since then, Walcourt has also served as the “command center” for the shadow beasts that stalk the streets at night.

Despite the building's decrepit appearance, it is actually quite stout. The walls are of reinforced masonry, and all doors are of strong wood and can be locked from within (only a few members of the Council possess keys to these doors)—most locks in Walcourt can be picked with a DC 30 Disable Device check. The building contains a large number of particularly cleverly hidden secret doors—unless otherwise indicated, these require a DC 30 Perception check to locate. Numerous spy holes in the walls allow the inhabitants to watch from these secret passageways—a spy hole can be spotted with a DC 20 Perception check. Close inspection of the windows reveals that behind the boards each has actually been bricked over, and the roof's “sagging shingles” are merely a veneer over sturdy wooden planks. Within, ceiling heights are 10 feet and the rooms are unlit unless otherwise noted.

The wall surrounding the grounds is built of river stones with crumbling mortar and is 10 feet high. It is easily climbed (DC 10 Climb check) but has a 50% chance per round of partially breaking away beneath a PC's weight, dropping him 10 feet to the ground in a shower of rubble (1d6 points of damage) that automatically draws the attention of the roof guards or the Midnight Guard (see below).

Walcourt is magically protected as well. The building's interior (including that of the caretaker's abode and the lower levels) is under the effect of a *false vision* spell to create the illusion of empty, debris-strewn chambers occupied by the occasional drunken derelict to anyone who uses *scrying* or similar magic to peer inside. This effect is maintained by Sandor (see area D19).

Every 10 minutes the PCs spend in the aboveground levels, there is a 25% chance that they are spotted by one of Sandor's *greater prying eyes*. If not intercepted, the eye reports back to Sandor after observing the PCs for 1d4 rounds. Thereafter, the frequency increases to 50% every 10 minutes, and these eyes attempt to shadow the party from a distance, only reporting back if they near Sandor's chambers (area D19).

Mother of Lies

A number of rooms within Walcourt have been emptied of their contents, other than the occasional piece of broken furniture and bits of general rubbish. Their original purpose is not clear, and the Council has not currently put them to any other use. Combat may well spill over. These rooms do not have encounter tags within them, and while combat might spill over into an abandoned room, the room itself holds no additional peril within.

Creatures: During the day, Walcourt's grounds are empty and silent (though interlopers who don't take care to be stealthy are likely to be spotted by the roof guards at areas **E3–E4**). However, at night the shadows of the undergrowth are thick with Sivanshin's Midnight Guard, and it won't be long before intruders are attacked by a pack of four of these slavering midnight-black hounds—shadow mastiffs.

SHADOW MASTIFFS (4) CR 5

XP 1,600 each

Bonus Bestiary 16

NE Medium outsider (evil, extraplanar)

Init +6; Senses darkvision 60 ft., scent; Perception +10

DEFENSE

AC 17, touch 12, flat-footed 15 (+2 Dex, +5 natural)

hp 51 each (6d10+18)

Fort +8, Ref +7, Will +5

Defensive Abilities shadow blend

OFFENSE

Speed 50 ft.

Melee bite +10 (1d6+6 plus trip)

Special Attacks bay

TACTICS

During Combat A shadow mastiff uses its bay attack throughout combat, alerting most of the other denizens of Walcourt that something has blundered into the grounds. They generally focus their attacks on any foe that carries a light source.

Morale Shadow mastiffs fight to the death.

STATISTICS

Str 19, Dex 15, Con 17, Int 4, Wis 12, Cha 13

Base Atk +6; CMB +10; CMD 22

Feats Improved Initiative, Iron Will, Power Attack

Skills Perception +10, Stealth +11, Survival +10

Languages Common (cannot speak)

SPECIAL ABILITIES

Bay (Su) When a shadow mastiff howls or barks, all creatures except evil outsiders within a 300-foot spread must succeed on a DC 16 Will save or become panicked for 2d4 rounds. This is a sonic, mind-affecting fear effect. A creature that successfully saves cannot be affected by the same mastiff's bay for 24 hours. The save DC is Charisma-based and includes a +2 racial bonus.

Shadow Blend (Su) In any condition other than bright light, a shadow mastiff disappears into the shadows, giving it

The Jarvis Factor

Jarvis Alebrecht is a wild card in this portion of the adventure. After he provided aid to the PCs at the start of this adventure, Illnerik struck against his family while the PCs were in Hagwood. Jarvis's wife Faerlyn and daughter Glynnis were stolen from their home by dark folk and now lie imprisoned in area **F15**. Jarvis escaped a similar fate purely out of luck, and managed to track his family's abductors to Walcourt. He breaks into the manor even as Illnerik's agents continue to search Westcrown for him.

You can use Jarvis in any way you wish. He might step in to save the PCs at the last moment if they get in over their head in an encounter in Walcourt. He might be someone the PCs encounter in a cell or trapped and have to escort safely out of the manor. He could even be an additional foe—crazed with guilt, he might see the PCs as the cause of his troubles when they encounter him in Walcourt and assume their presence here is proof of their part in his family's peril, in which case he'll attack them.

You can, of course, replace Jarvis and his family with any other NPC you've chosen to serve as a PC informant—he and his family could even be members of the Children of Westcrown if you wish. In any event, if the PCs successfully rescue Jarvis and his family, award them 6,400 XP for the good deed.

total concealment (50% miss chance). A shadow mastiff can suspend or resume this ability as a free action.

Cl. OVERGROWN WALL (CR 4)

This wall of the building has been completely overgrown by thick, twisted creeper vines, completely obscuring the masonry beneath all the way to the roof's eaves.

Unknown to the current occupants of the building, a long-forgotten secret door lies hidden at the base of the wall. The overgrown ivy makes it very difficult to spot (DC 40 Perception check).

Trap: The creepers on this wall make it relatively easy to scale (DC 7 Climb check), but razor-sharp, spring-loaded iron spikes are hidden in the masonry beneath the shroud of greenery across the entire face of the wall at a height above 10 feet. Each move action made by a PC within this trapped zone allows a new attack role by the spikes, and the damage caused might result in a fall.

HIDDEN SPIKES CR 4

Type mechanical; Perception DC 26; Disable Device DC 20

EFFECTS

Trigger touch; Reset automatic

Effect Atk +15 melee (2d6+3)

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C2. CESSPIT

Concealed behind a screen of surrounding trees and brush is a gaping pit in the center of the building's backyard. The pit's walls are of crumbling earth, striped by furrows of erosion. Its interior is lost in darkness, but the hideous stench rising from it reveals it to be a cesspool.

This collapse does indeed breach Walcourt's cesspool, but it is much deeper than one would believe. The earthen hole extends downward 30 feet before penetrating the ceiling of area F3. A DC 15 Survival check reveals an unusual concentration of humanoid footprints around the edges of the pit, and DC 25 recognizes the marks of objects being dragged to its edge and correctly identifies many of the erosion furrows as the marks of objects tumbling down its sides. The sides of the pit can be scaled with a DC 20 Climb check, but after 30 feet it opens out into the chamber below and provides no means of climbing farther. Anyone falling into the pit takes 1d6 points of nonlethal damage from tumbling down the steep slope, and the actual fall into the cavern below is cushioned by sludge, dealing only another 1d6 points of nonlethal damage.

C3. CARETAKER'S HOUSE (CR 8)

This two-story structure is in worse shape than the nearby building. Its walls are composed of wooden planks, now deteriorated and sagging. The windows bear panes of thick, opaque glass—many broken—and are all heavily curtained from within and caked with filth. The entire structure has a definite lean to the south, where its extended upper floor has actually come to rest against the mortared wall of the larger building. Despite its forlorn appearance, a thin plume of smoke rises from the chimney, while the barest hint of candlelight escapes from a second-floor window.

Built to house a succession of caretakers retained to oversee the building and grounds of Walcourt, this abode is still inhabited by the present keeper of the almshouse, though this is little more than a cover for the thieves' guild's activities. All floors within the house consist of creaking, sagging wood (–5 penalty on Stealth checks) with walls of cracked and flaking plaster. Doors are simple wooden affairs and are not locked unless noted as such on the map. The windows are all nailed shut.

Examination of the structure's exterior at the back reveals the deterioration of the wooden walls to be much worse near floor level, with large sections of it eaten away by worms or termites over the years, revealing the rotten frame and back of the interior walls within. This was actually caused by the massive rat infestation described under area C4.

Creatures: The current caretaker of Walcourt is a misshapen old crone named Ophal who claims to be the granddaughter of the last Grand Steward of the Crucisal Lodge in Westcrown, and that it has since fallen on her family honor to care for the building as it has continued to serve as a mission to the poor and needy among the Wiscrani. A successful Sense Motive check opposed by her Bluff skill detects this to be a lie. In fact, Ophal is an ogre mage in the employ of the Council of Thieves and serves as both an outer watchmen and an alchemist and manufacturer of poisons. She wears her haggard crone form most of the time, and while her natural form is only 9 feet tall (rather short for an ogre mage), she prefers to remain in her Medium human form for comfort reasons—when she assumes large size, she often has to squeeze through parts of this building, and the floors sag alarmingly beneath her.

If the PCs knock at the door of the caretaker's house, Ophal opens the door cautiously after a few minutes and asks who the PCs are and what they want. If they identify themselves other than as thieves or brigands, she visibly relaxes and welcomes them in, escorting them to the sitting room (area C4a). She asks them to remain there while she prepares them some nice hot tea so they can talk—she gets so few visitors these days. If the PCs begin exploring and run afoul of the swarms in the dining room, she retreats to the second floor to make a stand there. Otherwise she brings them tea laced with oil of taggit (DC 25 Perception check to smell it in the tea) and makes small talk until the PCs begin to succumb before she assumes her true form and attacks. She tries to take prisoners for questioning if possible and pursues PCs beyond the Walcourt grounds if necessary, though not into crowded public areas. Ophal is unlikely to present a major threat to the PCs directly, but if she's reduced to fewer than 40 hit points, she flees by turning invisible and then gaseous, heading for the roof of Walcourt to report the event to the thieves there and waiting to reopen her attack on the PCs once they emerge from the building. If reduced to fewer than 15 hit points, her nerve breaks and she flees Westcrown entirely if possible, or begs for mercy and promises to show the PCs the location of the secret door in area D1f above if they spare her life. She does not know the location of the infernal contract and never goes inside Walcourt or asks questions of those who do.

OPHAL

CR 8

XP 4,800

Ogre mage (*Pathfinder RPG Bestiary* 221)

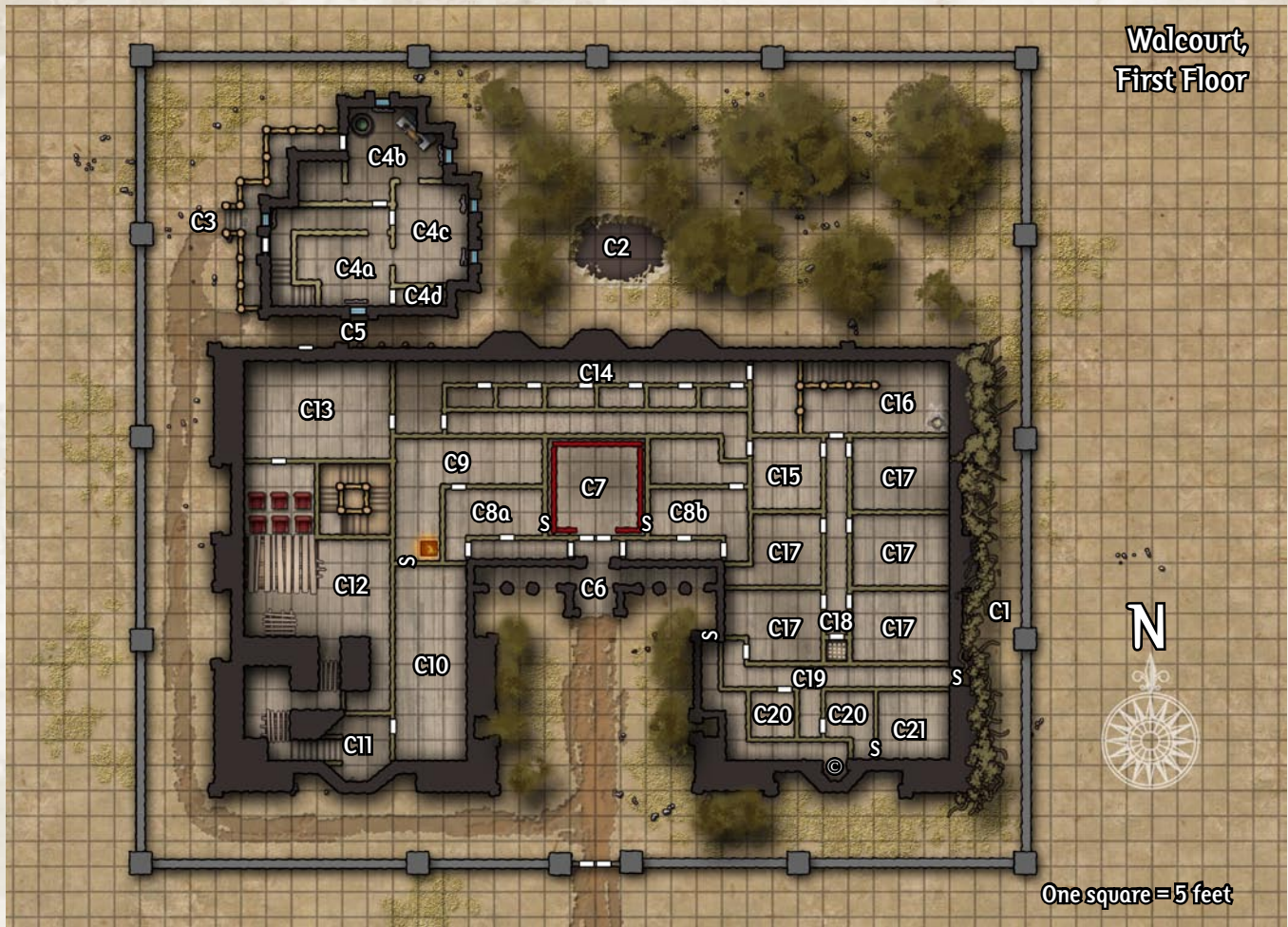
hp 92

C4. CARETAKER'S HOUSE—FIRST FLOOR (CR 4)

The lower floor of the caretaker's house consists of a sitting room (area C4a), a kitchen with well and pantry

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Walcourt, First Floor



(area C4b), a dining room (area C4c), and a small privy (area C4d). Furnishings are worn antiques, dry-rotted and in poor repair. The pantry holds only a modicum of rough foodstuffs—most of it spoiled. Ophal keeps a banked fire in the stove with a pot of water for tea always close at hand. Spice racks hold unlabeled bottles covered in decades of grime. The dining room is in shambles with the table and chairs collapsed and apparently worm-eaten.

Creatures: The eastern wall of the dining room is riddled with dozens of holes—a DC 12 Perception check is enough to detect a hideous surging sound coming from the walls, as if of waves on a pebbly shore. This wall is in fact the abode of two rat swarms, and as soon as they notice anything entering the room, they boil hideously out of the walls to attack. Ophal knows better than to venture into the dining room, but might try to lure a PC into the room.

RAT SWARMS (2) **CR 2**
XP 600 each
hp 26 each (*Pathfinder RPG Bestiary* 232)

Treasure: Three of the jars in the pantry hold 5 doses each of oil of taggit.

C5. HITCHING SHELTER

The overhang of the caretaker's house leans against the brick wall of the main building here, creating a tunnel of sorts. Lining the southern wall is a number of iron rings sunk into the masonry serving as hitching posts for mounts. A short stone stair rises to a door set into the brick wall.

Visitors could once hitch their mounts beneath the shelter of the overhang. Now the door has been bricked over on the inside, preventing entrance from this area. The bricked-over doorway is the equivalent of a reinforced masonry wall.

C6. CLOISTER ENTRANCE

A wide arch beckons into a cobbled entry foyer flanked by two cloister breezeways looking out over the yard. Two side doors

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open off of this foyer and a double door stands opposite the arch. Engraved in the stone lintel above this arch is a single word in the Common tongue—"Walcourt."

The side doors lead to hallways with false doors appearing to lead to locked side rooms. These are merely distractions—if the PCs waste time in these halls, the inhabitants of area C8 can get the drop on them. A DC 20 Perception check or a DC 15 Survival check reveals a preponderance of footprints leading out of the far eastern end of the cloisters and a slight path worn into the ground behind the shrubs and trees growing to that side of the entry yard. This is the hidden route used by the thieves to enter the true guildhall, and the path leads to the wall behind a thick olive tree. Searches for the secret door behind this tree gain a +5 bonus if the searcher arrived at this area by following the hidden path.

C7. RECEPTION CHAMBER

Moth-eaten curtains of red velvet drape the walls of this chamber, with low-burning torches mounted on sconces between them. A large oaken table stands in the center of the room, its rickety benches pushed back against the far wall. Atop the scarred surface of the table is a human corpse, so mangled

and mutilated with cuts and slashes that it is difficult even to tell if it was a man or woman. A pool of blood has formed on the floor beneath.

Once the reception area for the flophouse where local volunteers would supposedly assign homeless drifters (all low-level members of the guild serving as decoys) beds for the night, this room has been turned into a trophy room of sorts. The body on the table has been dead for several hours and is none other than Vassindio Droveng. His lower jaw has been cut away, and a set of quieting needles transfix his mutilated body. His body was placed here after he was tortured to death by his own grandchild Ecarrdian, left as a spectacle for all to see the changing of the guard that has occurred in Westcrown's underworld. Although mutilated, the identity of the unfortunate corpse can be gleaned with a DC 25 Knowledge (local or royalty) check. The quieting needles are, ultimately, an unnecessary measure, as the shame of his death has done more to end the elder Droveng than anything else—he has no desire to return to life.

Development: Several novice rogues assigned to play the role of derelicts wait in areas C8a and C8b, one each observing at tiny spy holes cut through the wall behind the curtains to the east and west. If one notices the PCs

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enter, he stealthily uses a rapier blade inserted through the peephole to part the curtains slightly (he suffers a -4 penalty on his Stealth check to do this unnoticed). If the PCs are obviously not other derelicts looking for a place to stay, the rogues attack—half charge through the secret door while the others rush through the cloisters to try and gain flanking positions for sneak attacks. If the other room of rogues was not already alerted, they join the battle in a similar fashion after 3 rounds.

C8. FLOPHOUSES (CR 6)

Each of these rooms is littered with assorted rags and a number of tattered bedrolls and is, for all appearances, a common room where local drunks, indigents, and homeless folk can find a warm place to sleep at night.

Creatures: Each of these rooms seems at first to contain a group of six vagrants, but these are all in fact novice rogues loyal to the Drovenga siblings who have been charged with guarding the lower floor of Walcourt. This task is as much an initiation as it is a delaying tactic meant to alert the hall's true defenders elsewhere, for once the novice thieves attack, they fight loudly. Their tactics for battle are described in area C7. A battle in one of these rooms draws the rogues from the other area C8 in 1d4+2 rounds.

NOVICE THIEVES (6)

CR 1

XP 400

Human rogue 2

NE Medium humanoid (human)

Init +6; **Senses** Perception +4

DEFENSE

AC 15, touch 12, flat-footed 13 (+3 armor, +2 Dex)

hp 15 (2d8+6)

Fort +2, **Ref** +5, **Will** -1

Defensive Abilities evasion

OFFENSE

Speed 30 ft.

Melee mwk rapier +3 (1d6+1/18-20)

Ranged hand crossbow +3 (1d4/19-20)

Special Attacks sneak attack +1d6

TACTICS

During Combat Confronted here in relatively tight quarters, half the rogues take a stand against the PCs while the others flee through the secret doors through area C7 to try to come around and flank the enemy.

Morale Eager to please their new masters, these novices fight to the death.

STATISTICS

Str 13, **Dex** 15, **Con** 14, **Int** 12, **Wis** 8, **Cha** 10

Base Atk +1; **CMB** +2; **CMD** 14

Feats Improved Initiative, Weapon Finesse

Skills Acrobatics +6, Appraise +6, Bluff +5, Climb +5, Disable Device +6, Knowledge (local) +6, Perception +4, Sense Motive +4, Sleight of Hand +7, Stealth +6

Languages Common, Infernal

SQ rogue talent (finesse rogue), trapfinding

Gear studded leather, masterwork rapier, hand crossbow with 20 bolts, 25 gp

C9. SOUP KITCHEN (CR 9)

This room has been set up as a soup kitchen with two trestle tables running down its center. A kitchen area is cobbled together in the southern alcove near a small fire pit that holds a large cauldron for preparing meals. The fire box is currently unlit and the cauldron empty.

Stacked beside the fire box are a number of sacks of meal for making the thin gruel the kitchen serves and a large sack of stale bread. A search behind the sacks of meal with a DC 15 Perception check reveals that a portion of the wall, roughly 3 feet in diameter and about a foot off the ground, has been chipped through.

This hole in the wall is part of the initiation process for the novice rogues. They are not told of its existence, and they must find it on their own. It is also a deadly trap that thins the ranks of many who attempt to use it—a guillotine blade has been mounted in a decorative frame in area C10 above the hole and set to drop on anyone who crawls through. The deviousness of the trap is such that searching the crawlway itself is not sufficient to find the trap, as it and its mechanism are on the far side of the wall, resulting in a particularly high Perception check to notice it from area C9 (the check is automatic if made from area C10). Furthermore, crawling through the hole for a creature of Medium size requires squeezing and a resulting -4 penalty to AC.

GUILLOTINE TRAP

CR 9

Type mechanical; **Search** DC 30; **Disable Device** DC 20

EFFECTS

Trigger location; **Reset** manual

Effect Atk +20 melee (10d6/18-20)

C10. DINING ROOM

This chamber bears the ornamentation of an elegant dining room with a fine mahogany table surrounded by eight padded chairs. Upon the table are settings for each chair, complete with crystal goblet, silver, and fine porcelain. A folded card stands tented upon the place setting at the head of the table.

This chamber is designed to serve as the beginning of the test for novices in the guild. The guillotine trap

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is clearly visible from this side of the wall. The folded card on the table reads in elegant Common script, "You have survived your first exam, and so begins your test for admission. Beyond the west door lies the remainder of your test. The grading system is simple: survive and be welcome, guild brother; die, and rest easy knowing your body becomes a lesson for your betters."

Treasure: The fine place settings are worth a total of 1,640 gp but are delicate and bulky—likely to lose 10–50% of their value due to breakage unless carefully packed in padding.

C11. TEST ENTRANCE

This chamber is empty save for a stairwell descending to the west. A plaque on the lintel above, illuminated by a single oil lamp, says, "Your test lies beyond. Good luck, but know that only one will be admitted. How you resolve this is up to you." Suspicious brown stains mar the flagstones of the floor.

This antechamber merely served as a final warning before the guild test began and served to encourage hopefuls to attempt it only one at a time. The few novices with some amount of scruples would agree for one to go ahead and the others to wait until the first's completion of the test. Most, however, resorted to their own culling process, as evidenced by the old bloodstains on the floor.

13. TESTING CHAMBER (CR 11)

This chamber once consisted of a series of challenges and traps to test the novice rogues of the guild. Most of these have been disarmed since the dark folk have assumed control of this portion of the building, except for the spiked pit traps (marked on the map) to which the dark creepers have thoughtfully added an element of poison. Beyond the initial series of traps and corridors, the room opens into a larger area to the north, likewise seeded with pit traps, its ceiling 20 feet high and its floor cold flagstones. The upper 10 feet of the western portion of the north wall is actually an *illusory wall* (CL 15th, Will DC 20) that hides a terraced viewing gallery with a half-dozen comfortable chairs for guild officials to watch aspirants perform, as the wall is transparent from the north. The center of the illusory portion of the wall appears to have a door in it that must be reached by climbing or flight. Anyone successfully avoiding the large pit beneath the



wall and then climbing up to the illusory portion must make a DC 18 Reflex save once he reaches the illusory portion and his hand passes through unexpectedly (the illusion cannot support the climber's weight) or fall the 20 feet to the bottom of the pit (2d6 falling damage plus spikes—see trap description). Such a fall allows an automatic Will save to disbelieve the illusion with a +5 bonus.

Creatures: Six dark creeper footpads occupy this chamber and are camped in the main portion of the room, enjoying a feast of rancid dog meat from a recently captured stray. A bored dark stalker guildsman watches over them from the viewing gallery. The dark creepers are alerted if any of the room's traps are sprung and prepare an ambush after cloaking the northern portion of the room in darkness. Once the ambush is sprung, the dark stalker gathers the dark creepers from area C13 and prepares a second ambush in the viewing gallery to be sprung as soon as anyone makes it through the illusory wall.

DARK CREEPER FOOTPADS (6) CR 4

XP 1,200 each

hp 44 each (see page 25)

DARK STALKER GUILDSMAN CR 8

XP 4,800

hp 89 (see page 25)

Trap: Four spiked pits can be encountered in this area—three 5-foot-diameter pits to the south and one larger one to the north. All four pits have cleverly hidden lids that snap open as soon as any appreciable weight (a Small or larger creature) is put upon them.

SPIKED PITS CR 6

Type mechanical; Perception DC 25; Disable Device DC 25

EFFECTS

Trigger location; Reset manual

Effect 30-ft.-deep pit (3d6 falling damage); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+2 damage each plus black adder venom [Fort. DC 11, 1/rd. for 6 rds., 1d2 Con, cure 1 save]); DC 20 Reflex save avoids; multiple targets for the large pit (all targets in a 10-ft.-by-15-ft. area)

C13. MEETING ROOM (CR 8)

A wide, oaken table sags under the weight of long years of use. Scattered around it are a number of mismatched chairs. A bricked-over doorway stands in the north wall. The stuffy chamber smells strongly of stale sweat and the reek of filthy bodies.

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Creatures: Once a meeting room for guild officers judging new aspirants, this chamber has been taken over as a camp by four dark creeper footpads. They respond to alarms as described in area C12.

DARK CREEPER FOOTPADS (4) CR 4

XP 1,200 each
hp 44 each (see page 25)

C14. GUILDSMEN'S QUARTERS

A series of small private chambers opens off of this hall, each sparsely furnished with a simple bed, chest, and night table. A larger room with accommodations for two is at the far end of the hall.

All of these chambers bear the reek of dark folk, and the bed sheets are fouled and dirty. These chambers once served as quarters for guild officers—largely depleted in the recent pogrom enacted by Ecarrdian and Chammady as well as the foolhardy assault upon Hagwood. More recently, dark stalker guildsmen have taken up quarters here, though none are currently present.

C15. ARMORY

The walls of this room have been hung with racks for weapons and stands for suits of armor, although most are now empty.

Treasure: Most of the contents of the armory have been emptied by the Hagwood raid or the coming assassination coups, but there still remain three suits of studded leather armor (one Small), seven short swords, three masterwork daggers, 12 short bows, and a dozen quivers holding 20 arrows apiece. A thorough search (DC 17 Perception check) turns up three flasks of *oil of keen edge* and one of *silversheen* hidden among some polishing cloths.

C16. GUARDROOM (CR 10)

Stairs descend from the upper floor to this chamber holding two tables and a scattering of chairs. A single brazier smolders in one corner, giving off only minimal light and doing little to cover the reek of curdled milk and unwashed bodies that fills the chamber.

Creatures: This stuffy room has been taken over by a force of four dark creeper footpads led by a dark stalker guildsman. They attack any non-dark folk that enter, whether members of the guild or otherwise. These dark folk reinforcements were brought in by Sivanshin as part of the recent coup and have loyalty only to him—not to the Council or the guild.

DARK CREEPER FOOTPADS (4) CR 4

XP 1,200 each
hp 44 each (see page 25)

DARK STALKER GUILDSMAN CR 8

XP 4,800
hp 89 (see page 25)

C17. BUNKROOMS (CR 4)

This chamber holds a half-dozen bunks and a single low table surrounded by four chairs.

Each of these bunkrooms was originally utilized for members of the guild staying at the guildhall. Though the membership did not normally reside here, at any given time there were a few dozen rogues on hand for defense. The bunks are simple wood frame affairs, and each room likewise holds a table with chairs and an unlit oil lamp. The chambers are currently empty of guild members, as they were all called upon for the coup, executed in the coup, or sent to Hagwood as part of the assault force.

Creatures: The first of these rooms the PCs enter is infested—a swarm of dark gray rats with glowing red eyes seems to seethe out of the shadows along the walls to attack. This is a swarm of shadow rats, dangerous pests from the Plane of Shadow and evidence that the shadow beast taint may well be focused in the area.

SHADOW RAT SWARM CR 4

XP 1,200
NE Tiny undead (swarm) (*Tome of Horrors III* 184)
Init +6; **Senses** darkvision 60 ft., scent; Perception +9

DEFENSE

AC 15, touch 14, flat-footed 13 (+2 Dex, +1 natural, +2 size)
hp 39 (6d8+12)
Fort +4, **Ref** +6, **Will** +6

Defensive Abilities half damage from piercing and slashing, incorporeal form, shadow blend; **Immune** swarm traits, undead traits

Weaknesses swarm traits

OFFENSE

Speed 40 ft., climb 20 ft.
Melee swarm +4 (2d6–2 plus 1d4 Str and distraction)
Space 10 ft.; **Reach** 0 ft.
Special Attacks distraction (DC 15)

TACTICS

During Combat The rats attack the closest target, preferring to attack foes that carry light sources.
Morale The swarm fights until destroyed.

STATISTICS

Str 6, **Dex** 15, **Con** —, **Int** 2, **Wis** 12, **Cha** 14
Base Atk +4; **CMB** +4; **CMD** 12

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Feats Improved Initiative, Lightning Reflexes, Skill Focus (Perception)

Skills Acrobatics +4 (+8 jump), Climb +10, Fly +0, Perception +9, Stealth +19

SPECIAL ABILITIES

Incorporeal Form (Su) A shadow rat swarm can, as a standard action, assume an incorporeal form for up to 1 hour per day. In this form, the swarm loses its natural AC bonus but gains a +2 deflection bonus to AC. While in this form, the shadow rat swarm is AC 16 (+2 deflection, +2 Dex, +2 size), touch 15, flat-footed 13. The shadow rat swarm can still swarm attack corporeal opponents while in its incorporeal form, but its attack only inflicts Strength damage and cannot distract foes or cause physical damage. The shadow rat swarm gains the incorporeal subtype while using this ability.

Shadow Blend (Ex) A shadow rat swarm can disappear into the shadows as a move action, gaining total concealment in all levels of illumination save bright light.

Strength Drain (Su) A shadow rat swarm deals Strength damage to living foes over which it swarms. A creature reduced to 0 Strength cannot move but does not die—at least, not until the swarm's physical damage takes its toll.



C18. TRAPPED DOOR (CR 9)

Trap: Anyone who attempts to open this door causes a 5-foot section of the floor to slope downward as the door flies open, dumping the victim into a 10-foot-deep spiked pit.

SPIKED PIT

CR 9

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

EFFECTS

Trigger location; **Reset** manual

Effect 10-ft.-deep pit (1d6 falling damage); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+2 damage each plus deathblade [Fort. DC 20, 1/rd. for 6 rds., 1d3 Con, cure 2 saves]); DC 25 Reflex save avoids; multiple targets for the large pit (all targets in a 10-ft.-by-15-ft. area)

C19. ABANDONED HALLWAY

The door to this hallway from the nearby bunkroom has not been used in years and has swollen in its frame, becoming stuck fast (Break DC 23). The hallway beyond has more than an inch of undisturbed dust layering the floor. Once a series of storage chambers for the guildhall, this area has been neglected and unused for nearly a century, which suits the inhabitant of area C21 just fine.

C20. STOREROOM

This storeroom is thick with dust and discarded furniture, equipment, and assorted junk. Rat droppings and signs of gnawing and moth damage abound.

The guild stored various items and discarded objects in these chambers, which are largely forgotten today. The concealed door in the room next to area C21 is hidden behind an old chest of drawers with a broken mirror. It can be found with a DC 17 Perception check, but is clearly visible if the furniture is moved. Moving the furniture automatically alerts the inhabitant of area C21.

C21. FORGOTTEN STORAGE (CR 8)

Beyond the hidden door is another storeroom, likewise piled with dusty crates, sheet-draped furnishings, and less-identifiable objects pushed back against the walls in great piles. Before the far wall is a desk, its wood stained black from the long years. Atop it rests a worm-eaten blotter and an unlit tallow candle burned down to little more than an amorphous lump. Slumped in a chair behind the desk is a skeletal form wearing a leather jerkin and a tattered tricorn hat. A gold eyepatch obscures part of its cadaverous face.

This storeroom has lain sealed and forgotten for more than 50 years. At one time it served as the clandestine office of a former guildmaster who disappeared after

Mother of Lies

his noble sponsors decided to move the leadership in another direction. Searching the desk drawers reveals much of the guild's operation and organization from those days, though it had many differences from the current operation. A DC 10 Perception check can find reference to the guildmaster's name—Manus Undiomedé. A DC 20 Knowledge (history) check recalls his role as guildmaster among the Council of Thieves, as well as his unexplained disappearance.

Creature: Catching wind of the Council's decision to replace him, Manus fled to this—his secret sanctum—to plot his escape and revenge, only to realize that he had already been poisoned at a previous meal with a slow-acting toxin. He writhed in his chair as the magical poison caused rot grub eggs to hatch in his stomach—once hatched, the grubs swiftly consumed him from within. A DC 20 Perception check notices the withered and twisted larval husks that still rest in the hollow of his ribcage. Unfortunately the horrific nature of his death and his own unadulterated evil have not allowed him to rest easily, changing him into a horrid undead creature and incorporating his own killers into his form. Manus Undiomedé is now a mohrg, and has spent the last 5 decades in this small room quietly contemplating a revenge that he'll never achieve.

MANUS UNDIOMEDE

CR 8

XP 4,800

Mohrg (*Pathfinder RPG Bestiary* 208)

hp 91

TACTICS

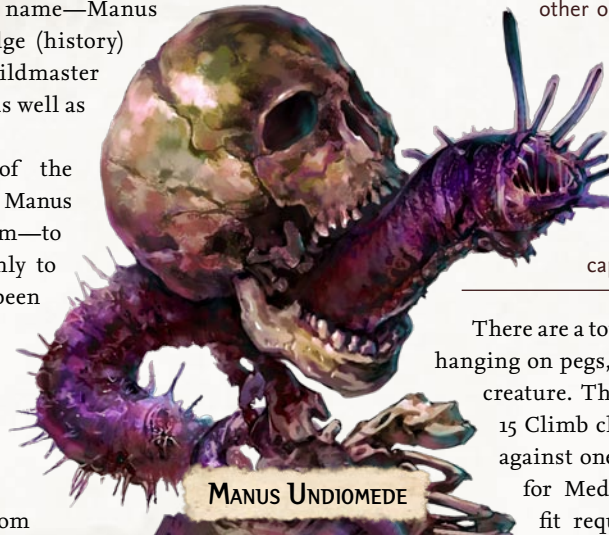
During Combat Manus is likely alerted to the presence of the PCs, and if so, continues to play dead until they come within reach or his true nature is discovered. He readies an action to strike out with his tongue against the first person that comes within range.

Morale If reduced to below 40 hp, Manus attempts to flee the room with a tumbling dive (Acrobatics +11) and hide. He then begins to roam the halls of Walcourt, taking out his vengeance upon all those he finds. The PCs could run across signs of him later in rooms of freshly slain rogues before meeting him for a final confrontation.

Treasure: Manus's gold eyepatch is worth 150 gp. A search of his desk locates an *assassin's dagger*, three *potions of invisibility*, and a bag of 12 flawless citrines worth 200 gp each.

C22. GUILDHALL ENTRANCE

The cramped passage leads to a small chamber hollowed out of one of the building's buttresses. Here a narrow shaft rises into the darkness above without ladder or other obvious means of surmounting its height. Strangely, hanging on the wall opposite this shaft are a number of wide-brimmed hats—everything from a farmer's straw cover to a fisherman's hat, a safari cap, and even a naval captain's tricorn.



There are a total of 13 hats of assorted sizes hanging on pegs, each suitable for a Medium creature. The shaft itself requires a DC 15 Climb check, as a climber can brace against one wall as he ascends, though for Medium climbers it is a tight fit requiring squeezing and a –4 penalty to AC. Unless the climber succeeds on a Stealth check opposed by the guard at area D2 taking 10 on his Perception check, he will be heard climbing and attacked as explained below.

D1. CARETAKER'S HOUSE—SECOND FLOOR

The floor of this level has a perceptible tilt to the south, though this does not interfere with movement. Located here are three guest bedrooms (areas D1a), a storage closet of broken shelves holding dust-covered linens (area D1b), Ophal's bedroom (area D1c), a living area (area D1d) off of which lies a lavatory complete with a water barrel, small fireplace, and claw-footed bathtub (area D1e), and an adjoining dressing room (area D1f).

Behind a rack of moldering dressing gowns in the dressing room is a secret door (DC 28 Perception check) accessing the main building where the house leans up against it. A hidden access door to the attic is in the hallway and can be found with a DC 17 Perception check. Ophal's room has a simple old brass bed and night table near the window upon which sits a single smoldering taper (an all-clear signal to the thieves' guild when it is lit).

D2. HANGMAN'S ROOM (CR 6)

This garret chamber is plain and unadorned. An open shaft in the floor leads down near the south wall.

Creatures: Two Council cutthroats lurk in the dark here at all times. One wears *goggles of night* and is armed with a heavy 50-foot length of rope ending in a noose. He

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is tasked with strangling any intruders ascending the shaft below. Only those who wear tricorne hats are safe, for wearing these is a sort of “password” that allows allies to ascend into the room without fear of mayhem.

In order to noose a foe, the thief must first make a ranged touch attack with his noose to drop the loop around the target’s neck. He then immediately jerks it upward while his companion helps him haul on it. The attacking thief must make a CMB check (modified by +2 for the aid provided by his friend) against the victim’s CMD. With a success, the victim is dragged into the air and immediately begins to suffocate. If he makes a DC 20 Fortitude save, he can gulp a deep breath and resist the effects suffocation for 2 rounds per point of Constitution. Otherwise, he must make a DC 10 Constitution check each round (the check DC increases by +1 each round) to avoid of suffocation (see page 445 of the *Pathfinder Core RPG Rulebook* for details). A hanging character has the grappled condition, and can escape this fate by making a DC 30 Escape Artist check or by beating his captor’s CMD (though the noose grants a +10 bonus to the thief’s CMD score for the purposes of this check, resulting in CMD 29). Cutting the wildly thrashing rope (AC 20, hp 5) can also save the victim, but doing so drops him back into area C22.

If the PCs manage to avoid this trap, or manage to engage the thieves in combat, the thieves abandon their post and retreat into area D3 to join their kin there in preparing a defense of the second floor.

THIEVES (2)

CR 4

XP 800 each

hp 29 each (see page 12)

Ranged noose +8 ranged touch (special)

Gear goggles of night (one thief only)

D3. GUARDROOM (CR 8)

Creatures: A group of four Council cutthroats huddle nervously around a table with a single candle, rolling bones. They are among the last of the rank-and-file members of the guild who haven’t been assigned tasks, and are extremely fearful of the other inhabitants in the guildhall. A curtained alcove holds a spy hole for keeping an eye out for the guards in area D2.

THIEVES (4)

CR 4

XP 800 each

hp 29 each (see page 12)

D4. LONG HALL (CR 9)

This hallway stretches for over fifty feet with only an occasional closed door to break its length. Two candle sconces provide a dim illumination among it many shadows.

This hallway is actually a trap. The far wall is in fact only 35 feet away, but is covered by a *permanent image* at its end (CL 15th, Will DC 22) to appear much longer. Midway along its length is a covered pit trap that drops anyone stepping on it 20 feet into the pit in area C18 below. The sound of the trap activating draws the shadow guards from area D5, as well as those in area D3 if they have not already been dealt with.

SPIKED PIT

CR 9

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

EFFECTS

Trigger location; **Reset** manual

Effect 20-ft.-deep pit (2d6 falling damage); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+2 damage each plus deathblade [Fort. DC 20, 1/rd. for 6 rds., 1d3 Con, cure 2 saves]); DC 25 Reflex save avoids; multiple targets for the large pit (all targets in a 10-ft.-by-15-ft. area)

D5. SHADOW SENTRIES (CR 7)

Creatures: Three more Council thieves lie in wait here, ready to ambush any intruders thrown into chaos by falling prey to the pit trap in area D4.

THIEVES (3)

CR 4

XP 800 each

hp 29 each (see page 12)

D6. ABANDONED AMBUSH

This guardroom has been rigged with a large spring-loaded spear trap designed to punch through the thin eastern wall onto any hapless individuals in the corridor beyond, but though set, no one is stationed here to use the manually activated trap. Instead, several dark-clothed humans lie sprawled upon the floor in pools of rapidly congealing blood that appear to have been crudely mopped up.

This guardroom was manned by four Council cutthroats who were recently murdered by the dark folk in area D30 who could no longer resist their bloodthirsty nature and took out their bloodlust on the nearby rogues. All of the rogues’ possessions have been taken by the murderous dark folk.

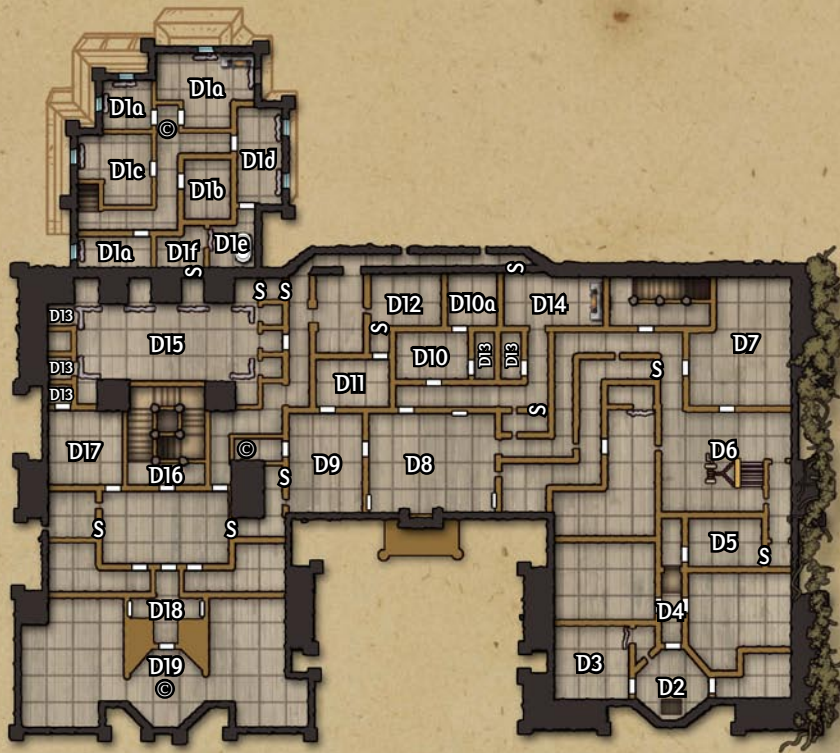
The trap, if triggered, causes the long nest of spikes to punch through the thin wall into the 5-foot square in the hallway to the east (Atk +15 melee, 1d4 spikes per target for 1d8+5 damage each).

D7. UPPER ARMORY (CR 9)

The contents of this mostly empty armory seem mainly to consist of badly damaged weapons and ruined pieces of armor.

Mother of Lies

Walcourt, Second Floor



One square = 5 feet

Creatures: A force of six dark creepers is posted in this chamber. They are currently passing around several blood-soaked trophies gathered from the four thieves they murdered in area D6, taking turns sucking the blood from the gear as if licking sauce from a delicious meal. They attack any intruders with delighted shrieks.

DARK CREEPER FOOTPADS (6) CR 4

XP 1,200 each

hp 44 each (see page 25)

D8. THIEVES' LOUNGE (CR 12)

This room is warm and inviting, with a small cheery fire on the hearth, thick rugs on the floor, and a number of comfortable-looking chairs. A sideboard holds a pair of tapped kegs and a pile of drinking jacks next to a small pile of firewood. Many doors exit from the chamber.

Off-duty thieves could relax in this room over a warm meal or a cup of ale. It is still used occasionally by those few remaining guild members still in residence, but is empty at this time.

Trap: Of the chamber's many doors, three are in fact false doors that bear wasp arrow traps that trigger if attempts are made to open them. One hides a secret door which, if discovered, can be opened safely without activating the trap.

WASP ARROW TRAPS (3) CR 9

Type mechanical; Perception DC 25; Disable Device DC 30

EFFECTS

Trigger touch; Reset manual

Effect Atk +15 ranged (1d8+4/x3 plus giant wasp poison [Fort DC 18, 1/rd. for 6 rds., 1d2 Dex, cure 1 save])

D9. OCCUPIED BUNKROOM (CR 7)

This chamber holds a half-dozen bunks and a single low table surrounded by four chairs.

Creatures: This room are still used by the guards posted on the rooftops. During the day it is empty, but at night it houses all of the thieves normally stationed on the roof above—there is a 50% chance if they're here that all but one is sleeping after their guard duties; the thieves always keep at least one of their number on watch due to mistrust of the dark creepers that dwell elsewhere in Walcourt.

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THIEVES (5)

CR 4

XP 800 each

hp 29 each (see page 12)

D10. DAYMASTER'S OFFICE

This simple office is outfitted with an elegant desk and chair. A tall cabinet stands to the northwest.

This office is currently abandoned after the previous daymaster was murdered by the Drovenga siblings. If Maglin survived his tangle with the PCs at the start of this adventure and escaped, he may well be found here, sifting through the contents of the cabinet in an attempt to make sense of the hundreds of files stored within.

Area **D10a** is a small and empty bedroom once used by the daymaster but now abandoned as well.

Treasure: The cabinet contains hundreds of documents that describe the daily operations of the Council of Thieves, including names of fences and informants. This information is worth 1,500 gp if turned over to the dottari or the Hellknights.

D11. NIGHTMASTER'S OFFICE

This simple office is outfitted with an elegant desk and chair. A tall cabinet stands to the northwest.

This room is similar to area **D10** save that its paperwork pertains to guild rolls, a listing of pending night jobs, and targets of future jobs. The room shows signs of recent use and has a sour odor about it.

Treasure: The paperwork in here contains extensive lists of guild agents, as well as a list of current long-running jobs. These documents are worth 1,500 gp to the dottari or the Hellknights, but should also serve to alert the PCs to the extensive nature of riots, assassinations, and violence the Council has planned for the near future. Unfortunately, no exact details of these future events can be found here—the Drovengas are too canny to let their exact plans for Westcrown's future sit around out of their direct control.

D12. NIGHTMASTER'S CHAMBER (CR 10)

This filthy bedroom features a sagging bed and a small writing desk and chair. The reek of spoiled food and unwashed flesh is thick in the air.

Creatures: A pair of dark stalker guildsmen share this room. They are deeply engrossed in a floor plan showing the layout of a dottari stronghold, and do not notice the PCs until they enter the room. Once they do, though, they hiss in rage and fight to the death.

DARK STALKER GUILDSMEN (2)

CR 8

XP 4,800 each

hp 89 each (see page 25)

D13. PRIVY

This chamber is a simple privy with the usual features—Walcourt features extensive use of chamber pots, and most show few signs of recent use.

D14. KITCHENETTE

A small fireplace and grill are set into one wall, and the opposite holds a closed cupboard. A small table with a few chairs sits in the center of the room.

This chamber allowed guild members to prepare themselves light meals when off duty. The cupboard holds assorted foodstuffs that are on the verge of spoiling. A spigot in the south wall provides potable water with a metallic taste from the roof cistern.

D15. COUNCIL CHAMBER (CR 11)

This grandiose chamber is dominated by a massive slate table surrounded by leather-bound chairs. Black curtains cover the walls at intervals, and between them hang works of art in gilded frames. A chandelier of black iron dangles from the center of the ceiling, but its fat, black candles are currently unlit. An elegantly enameled tinder box sits in the center of the table.

This is one of many chambers across the city where the Council of Thieves held its formal and secret gatherings. It is not currently in use due to the coup, but is no less dangerous for that. The curtains hide alcoves, perfect for posting unseen guards. Two of these serve as privies, and one holds the Council's secret entrance into Walcourt.

Trap: The council chamber also contains a deadly trap. If any living creature remains in the room for more than 3 rounds without lighting at least one of the chandelier's candles, a number of overlapping *cone of cold* effects spray from no less than a dozen different hidden nozzles spaced throughout the area, filling the entire room (including the alcoves) with devastating cold. Although there are multiple cones, their overlapping effects do not stack.

CONE OF COLD TRAP

CR 11

Type magic; Perception DC 30; Disable Device DC 30

EFFECTS

Trigger proximity; Reset automatic (after 3 round delay)

Effect spell effect (*cone of cold*, 15d6 cold, DC 20 Reflex half); multiple targets (all targets in the room)

Mother of Lies

Treasure: There are a total of seven paintings in here, all works of art by past and present master painters of Cheliast. They are also all stolen and have long been sought after by the authorities. Each is worth 2,000 gp. The tinder box is worth 100 gp and contains a small amount of ash in addition to the regular items. This ash radiates faint divination and is the key to opening the secret door at area F7 when smeared in the eyes, though this causes watering and irritation and reduces vision by half until it is washed out. There are 12 applications remaining, and each lasts for 1 hour. See area F7 for more details.

D16. DUNGEON STAIR

This twisting stair descends 50 feet to the subterranean level of the guildhall. It has a worn wooden railing, and a cool breeze emanates from below.

D17. STIGLOR'S CHAMBER

This bedchamber bears the marks of heavy use, its furniture battered and nicked by weapons play and its walls marred by errant blows. A pair of armor stands is located beside the fur-covered bed, one empty and the other bearing a suit of blackened studded leather armor. A huge, heavy footlocker rests beside the bed.

Treasure: This chamber served as the quarters of Stiglor during his visits to the city. Most of his belongings were taken with him to Hagwood. The huge footlocker is locked (DC 30 Disable Device check or Stiglor's key to open) and holds Stiglor's accumulated treasure in the form of assorted gems worth a total of 5,780 gp along with half a dozen dried human heads kept as trophies from past foes. Folded neatly at the bottom of the footlocker is Stiglor's spare suit of +1 *shadow studded leather armor*—armor Stiglor favored for more stealthy missions than called for by his latest foray.

D18. TRAPPED INTERSECTION (CR 6)

This is a cross-shaped intersection with a door for each compass direction. Each door has been painted blue and features the carving of a serpentine draconic head.

Trap: Four doors—two false and two real—open off of this hall. Anyone who tries to open any of the doors in this hall without first saying, "Dark glow the stars of eternity," causes the blue dragon carvings on all four doors to swing open and each launch a lightning bolt through the center of the junction. Behind the false doors are simple stone walls inscribed with glowing runes of power that deactivate the trap if defaced.

LIGHTNING BOLT TRAP

CR 6

Type magic; Perception DC 28; Disable Device DC 28

EFFECTS

Trigger proximity (alarm); Reset automatic

Effect spell effect (two lightning bolts, 6d6 electricity each, DC 14 Reflex half for each); multiple targets (all targets in area D18)

D19. ABODE OF SANDOR THE STRANGE (CR 13)

This door is warded with an *arcane lock* (CL 12th), making it a DC 40 Disable Device to open the locked door.

This garret chamber is paneled in fine mahogany wainscot. The ceiling is painted black and decorated in twinkling patterns by tiny shards of crystal glued to its surface. A circular trapdoor has been painted bone white in the ceiling of the central room. Archways open off this room onto an elegant bedchamber to the west and a well-appointed study to the east.

These chambers house Walcourt's spellmaster, Sandor the Strange, a handsome wizard with dark hair and beard and an obsession with blue dragons. A DC 15 Knowledge (nature) check reveals the crystal flecks to represent the constellations of Golarion and the trapdoor its moon, and a perusal of the small library locates many speculative books on astronomy, astrology, the stars, and what worlds or entities may lie between them.

Creature: Sandor has served as a guild wizard for nearly 7 years. He has been happy to serve the current Council members while indulging his own habit of astronomy and astrology and quietly keeping a watch out for his true masters to return from beyond the Dark Tapestry. Sandor is secretly a member of the Night Heralds and finds the guild's facilities and resources a convenient cover for his studies. Always observant and eager to keep the people in power happy, he pledged his loyalty to the Drovenge siblings as soon as he realized they were about to seize control of the Council but has had relatively little interaction with either Drovenge. He attacks any interlopers immediately, and if they surrender and disarm themselves, he merely takes all of their magic items and sends them down to area F3 for suitable punishment. He has not paid a great deal of attention to the recent coup and has little of anything useful to reveal if interrogated. If asked about the shadow beasts during a successful interrogation, Sandor can confirm that the "true master" of Walcourt, the Lord of Shadows, dwells in the chambers below, and it is he who commands the night terrors of Westcrown. If asked about the infernal contract, he has no advice other than to muse that Walcourt's treasury is said to be kept below—a likely place for something as valuable-sounding as an infernal contract, but not a place that Sandor has had the pleasure of visiting.

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SANDOR THE STRANGE

CR 11

XP 12,800

Male human diviner 12

CE Medium humanoid

Init +12; **Senses** *arcane sight*, *darkvision* 60 ft., *prying eyes*, *see invisibility*, *true seeing*; **Perception** +13

DEFENSE

AC 19, touch 13, flat-footed 16 (+2 armor, +2 Dex, +1 dodge, +4 shield)

hp 81 (12d6+39)

Fort +7, **Ref** +6, **Will** +9

OFFENSE

Speed 30 ft., fly 40 ft. (good)

Melee +1 *quarterstaff* +7 (1d6+1)

Special Attacks *diviner's fortune* (+6, 9/day)

Wizard Spells Prepared (CL 12th; concentration +18)

6th—*disintegrate* (DC 22), *forceful hand*, *mislead* (DC 22), *true seeing*

5th—*cone of cold*, *false vision*, *overland flight*, *passwall*, *prying eyes*

4th—*enervation*, *greater invisibility*, *locate creature*, *phantasmal killer* (DC 20), *scrying*

3rd—*clairaudience*/
clairvoyance, *dispel magic*,
fireball (DC 19), *slow* (DC 19),
vampiric touch (2)

2nd—*arcane lock*, *darkness*, *detect thoughts* (DC 18), *false life*, *protection from arrows*, *scorching ray* (2)

1st—*burning hands* (DC 17), *comprehend languages*, *magic missile*, *protection from good*, *ray of enfeeblement*, *shield*, *true strike*

0 (at will)—*bleed* (DC 16), *detect magic*,
light, *mage hand*, *read magic*
Prohibited Schools Conjunction,
Enchantment

TACTICS

Before Combat Sandor typically casts *false life*, *prying eyes*, *overland flight*, and *protection from arrows* on himself each day, and all are in effect when the PCs arrive. Assuming that the PCs are spotted by his *prying eyes*, he casts the following spells to prepare for their arrival: *greater invisibility*, *protection from good*, *true seeing*, and *shield*. He then hovers invisibly near the ceiling in the garret chamber, awaiting the necessity of defending his home.

During Combat When the PCs enter, Sandor uses flight and invisibility to position himself before he begins hitting

the party with *lightning bolts* and *fear* from his staff, then switches to ranged spells like *disintegrate*, *cone of cold*, *phantasmal killer* and others.

Morale If badly wounded, Sandor casts *mislead*, ducks into a nearby room, then uses his *scroll of shadow walk* and seeks out Chammady and Ecarrdian—if he does so, he can appear in the next adventure as an additional enemy, but his report to the Drovenges does not encourage them to increase protection at Walcourt. They assume that Ilnerik has things well in hand, and neither is aware that there's something hidden in the treasury below that could undo their devotion to each other.

Base Statistics AC 15, touch 13, flat-footed 12; **hp** 66

STATISTICS

Str 10, **Dex** 14, **Con** 13, **Int** 22, **Wis** 12, **Cha** 8

Base Atk +6; **CMB** +6; **CMD** 19

Feats *Combat Casting*, *Craft Magic Arms and Armor*, *Craft Wondrous Item*, *Dodge*, *Eschew Materials*, *Great Fortitude*, *Improved Initiative*, *Magical Aptitude*, *Mobility*, *Scribe Scroll*

Skills *Appraise* +21, *Craft* (Trapmaking) +21, *Fly* +12, *Knowledge* (arcana) +21, *Knowledge* (history) +21, *Knowledge* (local) +21, *Perception* +13, *Spellcraft* +25, *Use Magic Device* +15

Languages Aklo, Azlanti, Common, Infernal, Shadowtongue, Varisian

SQ *arcane bond* (staff), *contingency*, *forewarned*, *permanent spells*, *scrying adept*

Combat Gear *scroll of shadow walk*; **Other Gear** *staff of the blue dragon*, bracers of armor +2, *headband of vast intelligence* +2 (Use Magic Device), key

SPECIAL ABILITIES

Contingency If Sandor takes damage, a *stoneskin* spell activates on him.

Permanent Spells Sandor has made the following spells permanent on himself: *arcane sight*, *darkvision*, and *see invisibility*.

Staff of the Blue Dragon This +1 *quarterstaff* is Sandor's arcane bonded object. The *staff of the blue dragon* allows Sandor the use of the following spells: *ventriloquism* (1 charge), *lightning bolt* (2 charges), and *fear* (4 charges).

Treasure: One table holds a scale model of Walcourt's aboveground floors. This magical focus allows Sandor to amplify his *false vision* spell to cover the entire facility, and is worth 2,000 gp. Included among the furnishings of these rooms are a complete Varisian Harrow deck



SANDOR THE STRANGE

Mother of Lies



of elaborately enameled wooden plaques worth 150 gp, a silver mirror worth 1,000 gp, and a brass orrery worth 50 gp. The astronomy books could be sold for 1,000 gp to an interested scholar. A locked chest (DC 23 Disable Device check or Sandor's key to open) in the bedroom holds 880 gp, five diamonds worth 500 gp each, and Sandor's spellbooks (these contain all of his prepared spells plus an additional 2d4 spells of 1st–6th level of your choice).

E1. ATTIC

This stuffy, cramped attic has been set up with work tables and a full alchemist's lab.

Here, Ophal concocts her poisons for use by the Council of Thieves. She cares not who heads the Council at any given time as long as they continue to pay in bloodstones and freshly butchered humanoid meat.

Treasure: A chest under one of the tables holds two blood-soaked, fly-covered sacks—one holding 35 bloodstones worth 50 gp each and the other holding the prime cuts from a recently slain tax collector. In addition, the tables hold a total of three doses of sassone

leaf residue, one of deathblade, 10 of greenblood oil, and one of dragon bile.

E2. OBSERVATORY

This cupola has been fitted with large skylights but is otherwise unadorned. A complicated brass telescope sits anchored in the center of the floor.

Treasure: The telescope is bulky and fragile but is worth 1,500 gp. Sandor uses this chamber to make his astronomical observations.

E3. WATCHPOST (CR 6)

Creatures: This section of roof has been cut away to form a flat area protected by a low lip. During the day, two sharpshooters lie low and keep watch over the grounds from here, with one occasionally climbing to area E4 to join his allies there. Climbing on the angled roof requires only a DC 7 Climb check. At night this post is abandoned.

THIEVES (2)
XP 800 each

CR 4

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Retaliation

Walcourt's a large place filled with bad guys and traps. Chances are strong that the PCs won't be able to finish it off in one go, and will need to retreat to rest and recuperate. In this event, Ilnerik does not rest idly. Although he respects the PCs' strength and persistence (and if they carry the *Morrowfall*, he also fears them), he won't remain passive and in hiding once it becomes obvious that the PCs know where he's hiding and begin making assaults on Walcourt. While the Drovenges are occupied with other matters and ignore his pleas for reinforcements, Ilnerik is far from unable to build his own reinforcements or retaliate.

If the PCs retreat, therefore, Ilnerik will certainly send a group of dark folk out to attack them. If the PCs retreat a second time, he'll send out the shadow lord from area **F3**, along with a group of 4 shadows, to attack them. After this, he'll send vampire spawn or maybe even his vampiric lover out to attack the PCs. Keep the pressure up, so the PCs know that once they make their initial assault on Walcourt they'll need to complete its exploration sooner than later.

hp 29 each (see page 12)

E4. CRAWLWAY (CR 7)

Creatures: The peak of the roof has been cut away to create a 3-foot-deep crawlway where guild members can crawl along with total cover and concealment from below and gain a vantage over any part of the grounds. At each end is a 100-foot coil of rope and grappling hook. Three thieves maintain a watch over the grounds below by day here; they observe intruders but only attack with their crossbows if anyone attempts to climb up onto the roof or attempts to leave the grounds.

THIEVES (3) **CR 4**

XP 800 each

hp 29 each (see page 12)

E5. ROOF CISTERN

This 10-foot-high copper cistern sits atop iron brackets bolted to the roof. It is still functional, though covered in a patina of green corrosion. A ladder on its south side leads to the top, where a hatch can be used to gain access within, though it is currently full of brackish rain water. Several pipes exit the bottom and provide water to the building.

WALCOURT—LOWER LEVELS

Once the areas for training as well as storage of hostages and treasure, these chambers have now been fully taken over by Ilnerik Sivanshin and the members of the Midnight Guard—a combination of his vampiric thralls and minions called from the Plane of Shadow to aid him.

The lower levels of Walcourt lie beneath the building itself and connect with some of the city's surrounding deeper sewer ways. Parts of the lower levels actually lie below the sewers. Thirty feet of solid rock separate the lower level from the ground above. For the most part, rooms on this level are constructed of reinforced masonry and have 10-foot ceilings (unless otherwise noted). There are no light sources unless listed.

F1. HIDDEN GROTTO (CR 9)

A set of rickety, rotten stairs ends on a stone landing overlooking a dark cavern pool. A flat-bottomed boat with a pole for pushing it is moored to the platform's edge. Parts of the north and west walls are mortared stone, but the rest is natural formation and extends eastward around a bend in the flooded tunnel. The ceiling soars twenty feet overhead through a maze of stalactites. To the north, a ten-foot-high water-filled tunnel exits past a set of rusty iron bars.

The thieves expanded this natural grotto to serve as a hidden entrance to their underground lair not long after claiming Walcourt as their own during the latter parts of the Chelish civil war. The water averages 20 feet deep and is not especially clean, as the northern tunnel connects to Westcrown's sewers. The bars to the north are actually an ancient portcullis and can be opened with a DC 25 Strength check (or broken with a DC 28 Strength check). The tunnel north of these bars ends after 150 feet and a graceful curve to the northeast at a narrow, submerged pipe that connects to a larger sewer tunnel running under the city.

Creatures: Once, rogue sharpshooters posted on hidden platforms among the stalactites guarded this chamber. Yet now, it is the lair of three hungry chuuls lured into the cavern with promises of a regular food supply and a safe den. The chuuls wait until someone attempts to travel over the water before bursting from the water to attack anyone who they do not recognize as Council agents. They fight to the death.

CHUULS (2) **CR 7**

XP 3,200

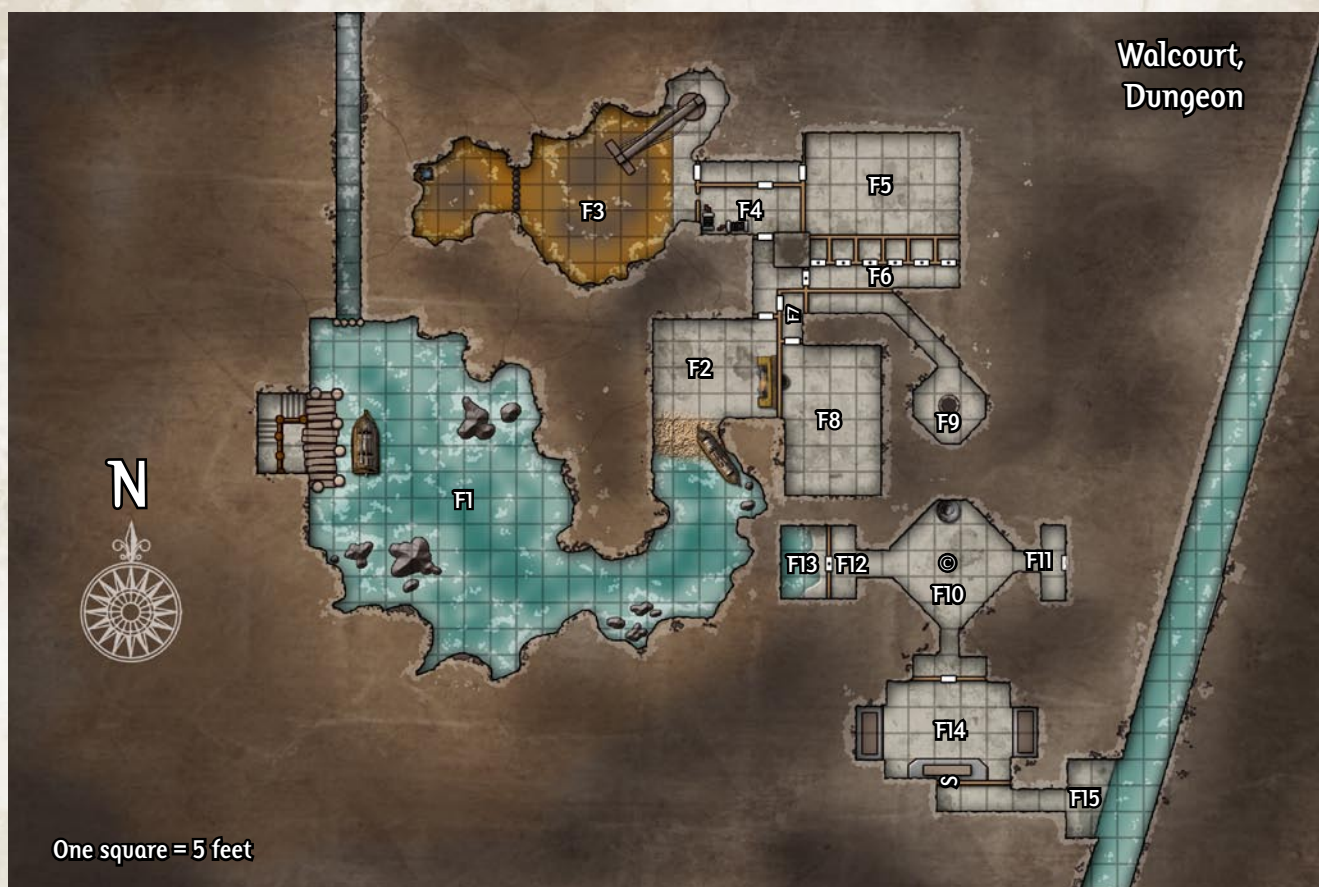
hp 85 (*Pathfinder RPG Bestiary* 46)

Treasure: A search of the water near the southern cave wall and a DC 26 Perception check reveal a lime-encrusted submerged skeleton of a long-dead thief that still clutches a *sword of subtlety*.

F2. GUARDED LANDING (CR 9)

A grotto lake ends here at a beach of dark pebbles, a canoe pulled up on it. Beyond this landing is a room of mortared stone with

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two wooden tables and several chairs, sodden with rot in the damp atmosphere. A small, brick fireplace has been built into the east wall. A heavy iron-banded wooden door stands in the north wall.

Creatures: This once served as a guardroom, but the rogues who manned it are now gone. Ilnerik has now posted a pack of four shadow mastiffs here. As soon as the PCs enter or land on the beach, the large dark hounds begin baying as they attack, incidentally alerting the rest of the dungeon's denizens to the presence of intruders.

SHADOW MASTIFFS (4) **CR 5**
XP 1,600 each
hp 51 each (see page 31)

F3. CESSPOOL (CR 7)

This chamber is a low, natural cavern with a wide hole breaching the center of its ceiling. Periodic hints of fresh air wafting down from this opening are all that relieves the sewer stench rising from the fetid muck that covers the floor of this chamber. A cavern opening at the west end of the chamber has a portcullis that can be lowered to block it. At the east end is a stone landing which

supports a heavy wooden block-and-tackle system and a wooden door banded with iron. Foul effluvia trickles onto the floor of this chamber through small pipes that penetrate its walls.

This serves as both the cesspool of Walcourt (ever since the Council of Thieves commandeered the local sewer tunnels for their own use) and as a well-guarded secondary entrance for the delivery of prisoners and contraband goods. People and items are thrown into the pit at area C2 and then retrieved from the mud via the crane to be hauled into the nearby chambers for proper storage or imprisonment. Guards posted at area F4 could watch through a spy hole for new arrivals. Other than the landing, the entire floor of this chamber is a 3-foot-deep sump of sewage and counts as a shallow bog (costs 2 squares of movement, Acrobatics DCs increase by 2) for creatures smaller than size Large. The door to the east is locked.

Creature: Since Ilnerik assumed control of Walcourt, this chamber has served as the lair of a powerful being conjured from the Plane of Shadow—a shadow lord, or nihiloi. This dangerous outsider serves as a “commander” of sorts of the shadow army called and commanded by Ilnerik’s *Totemrix*—many nights, the shadow lord leads large groups of shadows and shadow mastiffs on hunts through Westcrown’s alleys

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in search of victims, but with the coup in progress Ilnarik has commanded the nihiloi to remain here, hidden amid the cavern's shadows to serve as a guardian for this back entrance to the dungeons. The nihiloi does its job well, and fights intruders to the death, pursuing them throughout the dungeon or even outside if necessary.

NIHILOI

CR 11

XP 12,800

hp 135 (see page 86)

F4. GUARDROOM (CR 8)

This simple chamber has a pair of wooden cots, a table with a hogshead and a number of metal tankards, and two heavy winches bolted to the walls, their chains running through small openings in the ceiling. A single chair sits before a peephole cut into the western wall.

This guardroom monitors the entrance in area F3. The western winch operates the capstan in area F3, and the southern winch operates the portcullis. The hogshead still holds a bit of rancid ale. No living guards have stood watch here for months, but the place is far from unguarded. The southern door is locked—Ilnarik carries the key.

Creatures: Ilnarik has claimed several novice thieves as his own, transforming them into vampire spawn and using them as guardians. Four such spawn stand guard here, vigilant and ready to raise the alarm should anyone attempt to enter the complex from area F3. If they notice such an intrusion, one of the spawn becomes gaseous and flees to area F8 to warn Silana while the other three remain here to ambush the PCs should they attempt to enter area F4 or F5. The vampires use gaseous form to move through locked doors as necessary.

VAMPIRE SPAWN (4)

CR 4

XP 1,200

Pathfinder RPG Bestiary 271

CE Medium undead

Init +1; Senses darkvision 60 ft.; Perception +11

DEFENSE

AC 15, touch 11, flat-footed 4 (+1 Dex, +4 natural)

hp 30 (4d8+12); fast healing 2

Fort +3, Ref +2, Will +5

Defensive Abilities channel resistance +2; **DR** 5/silver; **Immune** undead traits; **Resist** cold 10, electricity 10

Weaknesses resurrection vulnerability, vampire weaknesses

OFFENSE

Speed 30 ft.

Melee slam +4 (1d4+1 plus energy drain)

Special Attacks blood drain, dominate (DC 14), energy drain (1 level, DC 14)

TACTICS

During Combat Eager to slay the PCs, the vampire spawn focus their attacks on the same foe, hoping to overwhelm enemies one at a time with energy drains.

Morale The vampire spawn fight until destroyed.

STATISTICS

Str 12, **Dex** 12, **Con** —, **Int** 11, **Wis** 13, **Cha** 15

Base Atk +3; **CMB** +4; **CMD** 15

Feats Improved Initiative, Toughness

Skills Intimidate +9, Knowledge (local) +7, Perception +11, Stealth +16

Languages Common

SQ gaseous form, shadowless, spider climb

F5. ILLICIT STORES

The stench of death is strong in this room. It is long and dusty, with a few broken boxes and crates tucked into the corners. Of paramount interest are the stripped corpses—primarily humans but with a mixture of other races thrown in. All are bloated and appear to be in the early stages of decomposition.

This chamber was used to store contraband brought in by the guild. Ecarrdian and Chammady liquidated this stash to fund their insurrection. The 37 corpses are former members of the guild who resisted the recent change in leadership and were “retired” as a result. All have had their jaws removed to prevent *speak with dead* spells.

F6. PRISON CELLS

This is a simple hallway lined by heavy cell doors that block entry into cramped and filthy cells. A ring of keys to these cells hangs on the south wall beside the door. Each cell holds one or more naked corpses.

The bodies here were once hostages held by the guild who died from neglect during the recent internal turmoil. However, closer inspection of the “dead” reveals that those in the cage farthest from the entrance still live—three emaciated and unconscious men, weak and helpless from deprivation. All three were persons of some importance to the guild or one of the noble houses of Westcrown. One of the living prisoners is of particular interest in that it is Eirtein Oberigo, head of the Oberigo family and a former council member of the Council of Thieves. He has languished in the cell for over a week and is weak from dehydration and the cramped conditions. He can be of no help to the party physically, but if freed and cared for, he revives somewhat and can answer the party's questions. He can tell them anything they need to know about the history of the Council and the recent war between Ecarrdian and Chammady Drogenge and their grandfather, and their successful bid to take over the entire guild and ultimately

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all of Westcrown's underworld. He can also reveal that there is a secret guild treasury somewhere on the lower level where he believes Ecarrdian and Chammady to be hiding, but to locate it requires the ash from the guild's council chamber (area **D15**) be smeared in the eyes of the searcher. He promises any reward if freed, and if safely returned to his family will be good to his word to the extent that he will pay each PC 500 pp and erase any debts or vendettas born against them by the Oberigos. Eirtein's rescue also earns the PCs 1 Fame Point.

F7. HIDDEN DOOR

This short corridor hides the secret entrance to the guild's treasury. The secret door itself is a magical portal—finding its location is a difficult task as a result and requires a DC 40 Perception check. *Detect magic* allows for an easier time of it, granting a +5 bonus to the roll—*true seeing* adds a further +10 bonus to the Perception check. *Detect secret doors* works normally. Rubbing ash from the container in area **D15** over the eyelids allows a viewer to automatically notice the door.

Once it's located, opening the door can be just as vexing. The door is magical, and opens only if a series of three concentric circles are drawn on the door using a dose of the magical ash from area **D15**—doing so causes the door to shimmer and activate as a *phase door*. Without this ash, the door can be tricked into opening with a successful DC 35 Use Magic Device check. *Knock* opens the door only if the spellcaster can make a successful DC 25 caster level check. Teleportation, *gaseous form*, *passwall*, and similar magic also work to bypass the clever door, as can physical destruction of the door (although such efforts treat the door as a magically treated reinforced masonry wall—hardness 16, hp 360, break DC 65).

F8. SHADOW PLAY (CR 11)

The stench of sweat and filth is strong in this musty chamber. A few wall sconces provide a feeble, guttering light, illuminating what seems to be a workhouse of some sort, complete with numerous workbenches for crafting weapons and armor and clothing. Along the wall sit what appear to be numerous wooden coffins, stacked five high in places.

This room was once used as a workhouse, where mind-controlled artisans and craftsmen toiled to create armor, clothing, and other gear for the Council. When Ilnerik took over, he fed on these poor souls and transformed the chamber into a communal lair for his vampiric minions.

Creatures: If the PCs have been diligent at destroying Ilnerik's spawn, they still face a guardian here—a dark-haired beauty who serves as Ilnerik's lover as the need takes him. This woman is a human vampire named Silana—a Nidalese sorcerer whom Ilnerik brought with him when he

first took up the task of infesting Westcrown's streets with shadows. Silana is not allowed to leave this chamber, as Ilnerik is dreadfully possessive of her. Silana is a morbid creature, and spends much of her time here reading violent stories and plays—when the PCs arrive, she is ironically reading an old copy of “The Six Trials of Larazod.”

Silana is accompanied by a group of eight shadows Ilnerik has provided her with as “courtiers.” The vampire often directs the loyal undead to act out scenes from her favorite plays, but longs to be able to direct living souls in a production. If the PCs interrupt her thoughts, she attempts to do just this by using her dominate gaze, resorting to actual combat only if the PCs seem unwilling to play along. She orders her shadows to attack them while she hangs back and uses her magic, and if she is brought to 0 hit points, she flees to area **F15**, perhaps inadvertently showing the PCs the location of the secret door at area **F7** as she goes.

SILANA

CR 9

XP 6,400

Female human vampire sorcerer 8

hp 102 (*Pathfinder RPG Bestiary* 270)

SHADOWS (8)

CR 3

XP 800 each

hp 19 each (*Pathfinder RPG Bestiary* 245)

Treasure: Apart from Silana's gear (see *Pathfinder RPG Bestiary*, page 270), the only thing of value in this room is the beautiful edition of “The Six Trials of Larazod” the vampire owns. A rare edition and beautifully illustrated, this booklet is worth 750 gp. Of more import to the PCs, though, might be what is inscribed on the inside cover—“Property of Thesing Umbero Ulvauno.” This is the same insufferable actor the PCs endured earlier in the campaign. Silana came into the possession of his copy of the play after the actor fell victim to her master, Ilnerik. Thesing, now a vampire himself, has a role to play in the next adventure—see *Pathfinder Adventure Path* volume #30 for details on Thesing's fate, should the PCs attempt to learn more about what happened to him after the events in “The Sixfold Trial.”

F9. DRY WELL

A stone well opens in the cobbled floor of this octagonal chamber. No lip guards the edge of the dark opening. An iron ring has been driven into the stone ceiling directly above the well shaft.

This open shaft provides entry into the Council's secret treasure vault. A rope looped through the iron ring was used to lower objects. The shaft descends 30 feet before

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opening into the domed ceiling of area **F10**—the total distance to the floor of the treasury below is 50 feet. The walls of this shaft are extremely slick, with few handholds (DC 30 Climb check to scale).

F10. TREASURY (CR 12)

This chamber's ceiling is a dome of mortared stone rising to a height of twenty feet. In the exact center of the dome is an open shaft. Archways open off of three sides of the chamber, while the chamber itself is a literal treasure house filled with sacks and chests of coins, assorted pieces of elegant or antique furniture—much of it gilded—luxuriant art objects, pedestals displaying fantastic gemstones, and more than a few magical-looking objects.

This chamber is only one of several secret treasuries of the Council of Thieves, accessed only by the highest-ranking members. Despite the opulence of the chamber, many of the resources within have been spent by the Drovenges, as they fought part of their coup not with blades but coins.

Creature: Despite all of this chamber's amazing treasure, its most exotic and unusual feature is its guardian—an immense six-armed giant known as a calikang. Native to distant Vudra, where they often serve as temple, harem, or treasury guards, calikangs are powerful protectors of their assigned wards or chambers. This calikang was purchased at great expense over 140 years ago by the Council of Thieves and shipped at nearly equal expense to Westcrown from the Ivory City of Kellketta on Vudra's western shores. Like all calikangs, this monster spends much of its already long life in a state of suspended animation, awaiting the time upon which it must be called to obey its master's commands.

This particular calikang is the protector of the treasury. Loyal to anyone it recognizes as a scion of one of the ruling members of the Council of Thieves, the calikang steps in to attack anyone it does not recognize as an ally of the Drovenges. It fights to the death, and continues to use ranged attacks against foes who leave this room but does not pursue those who escape out of line of sight.

CALIKANG **CR 12**
XP 19,200
hp 157 (see page 80)

Treasure: The chamber contains wealth totaling 108,406 cp, 27,312 sp, 8,480 gp, 2,323 pp, assorted lesser gemstones worth a total of 27,550 gp, 7 magnificent jewels worth 5,000 gp each, and 14 pieces of art or furniture worth an average of 2,000 gp each. In addition, the treasury contains several magic items, including a suit of +2 *ghost touch chainmail*, a suit of +4 *full plate* emblazoned with the symbol of Abadar, a *sword of the planes*, a +3 *light crossbow*, a *ring of protection +4*, a *staff of*

healing, a 5-foot-by-10-foot *carpet of flying*, a *horn of blasting*, and a *bronze griffon figurine of wondrous power*. The most impressive item in this treasury, though, is the ugly black rock that sits upon a velvet cushion near the southwest wall—this fist-sized stone is in fact a *philosopher's stone*. Yet for the PCs, perhaps the most important item to be found here sits within a bejeweled scroll tube buried under a mound of copper coins. The scroll tube itself is worth 800 gp, but within is kept a copy of the infernal contract between Mammon, the Flies, and Sidonai Drovenge—proof that on the eve of Ecarrdian's greatest success, the person he most loves in life will be seized by the archdevil Mammon forever.

Most of this is quite bulky, and a great deal of it is recognizable on the open market as stolen goods—attempts to sell most of these items can result in awkward confrontations. If the PCs instead take pains to return the stolen objects, they can effectively “purchase” 1 Fame Point for every 15,000 gp in materials they return to various owners, to a maximum of 75,000 gp (for 5 Fame Points); items beyond this limit once belonged to individuals who are now dead or simply cannot be legally claimed by anyone of note. Note that the greatest treasure in here, the *philosopher's stone*, has no one to properly claim it as it was stolen nearly 200 years ago from a now long-dead lich.

F11. TRAPPED DOOR (CR 10)

Beyond the archway is a short corridor leading to a door flanked by two alcoves. The door is composed of bronze and banded with iron. A large lock is inset in its surface. Heavy chains locked into ringbolts to either side likewise secure the door.

Trap: This door is false. Anyone attempting to open it or pick the lock activates a deadly trap causing a storm of slashing blades to spring from the walls for ten rounds.

CHAMBER OF BLADES **CR 10**
Type mechanical; **Perception** DC 30; **Disable Device** DC 30
EFFECTS
Trigger location; **Duration** 10 rounds; **Reset** automatic
Effect Atk +20 melee (4d6+6); multiple targets (all targets in area **F11**)

F12. LOCKED DOOR

The appearance of both of these doors is identical to the one in area **F11**, but neither are trapped and both are actual doors (hardness 10, hp 60, Break DC 34). Opening each without the key requires a total of four DC 30 Disable Device checks.

F13. FLOODED CELL

This chamber was used to hold extremely valuable prisoners. Its rear wall is slick with rivulets of moisture where the water at area **F1** seeps through. The rear portion of the cell is a couple inches deep in the cold, musty water.

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F14. SHRINE OF THE GRAY MASTER (CR 15)

This dank chamber has a twenty-foot-high ceiling of stone blocks. Raised alcoves on either side of the chamber each hold an open stone sarcophagus covered by a heavy grillwork of iron bars. Directly across from the entrance is low dais upon which rests a block of stained marble, the image of an eight-pointed star incised on its front face.

This chamber was once a secret shrine to the Gray Master, an aspect of Norgorber formerly venerated by the guild. It has since seen little use until recently, when Ecarrdian and Chammady gave it over to Ilnerik Sivanshin as a lair.

The iron grills over the sarcophagi are locked in place (DC 30 Disable Device check to open them) or can be broken open (hardness 10, hp 60, Break DC 25). These cruel cages were once used to offer up sacrifices to the Gray Master—a lever on the southern side of the altar causes the sarcophagi to fill with foul water drawn in from the nearby sewers to swiftly fill to the rim.

The eastern sarcophagus holds Faerlyn, the wife of Jarvis Alebrecht, while the other holds his daughter, Glynnis. Both are bound tightly with rope, and upon hearing the PCs begin shrieking desperately to be freed.

Creature: This chamber is the den of one of the major villains of the Council of Thieves Adventure Path—ex-Pathfinder, now vampire, the half-elf Ilnerik Sivanshin, keeper of the *Totemrix* and Lord of Shadows, master of the shadow beasts of Westcrown. His defeat would signal a major victory for the PCs, but would also force the Drovenges to accelerate the final stages of their plans for Westcrown.

Ilnerik wears elegant, gothic clothing, befitting a minor nobleman, and has decadent pale features, though they seem to be constantly obscured by an unnatural play of shadows about him. He hopes his minions handle the PCs, but if they manage to find him here in his lair, he greets them with a cold anger, offering them one last chance to simply turn around and leave Westcrown. He doesn't expect the PCs to comply, and is certainly ready for a fight—especially if they seem ready to use the *Morrowfall* against him. This artifact, with its powerful sunlight powers, is the thing that Ilnerik fears the most—mostly because it can enable the destruction of the *Totemrix*.

There's a chance that some of the other denizens of this level have fled to Ilnerik's side—in this case, these vampires and shadow beasts stand ready to defend their master and fight to the death in doing so.

Ilnerik's "coffin" is a hollow space under the altar filled with rich soil from Nidal. The altar can be pushed aside to reveal his den with a DC 26 Strength check—up to two additional people can aid someone in attempting to topple the altar.

A Dangerous Foe

Ilnerik is a deadly enemy, and a battle against him can be ugly. Yet if the PCs have done their job, they also possess a powerful artifact that should grant them a potent weapon to use against the vampire. If they bring the *Morrowfall*'s powers up against Ilnerik and manage to destroy him swiftly as a result, don't feel too bad—that just means that the PCs get to enjoy the results of their previous success in defeating a particularly deadly foe!

Without the *Morrowfall*, or if Ilnerik has several allies, this battle can quickly turn bad for the PCs. If Ilnerik defeats them, though, the campaign isn't necessarily over. He won't kill them—instead, he'll take their gear and keep them imprisoned in area F13 for a while until the Drovenges can come to deal with them. In this case, you can have Jarvis rescue the PCs if you haven't used him yet—alternatively, you can simply start the final adventure with the PCs as prisoners of the Council—see the start of that adventure for how to handle this unusual event.

ILNERIK SIVANSHIN

CR 15

51,200 XP

Male half-elf vampire bard 7/rogue 3/Pathfinder chronicler 3

CE Medium undead (elf)

Init +10; **Senses** darkvision 60 ft., low-light vision; **Perception** +30

DEFENSE

AC 31, touch 20, flat-footed 24 (+5 armor, +3 deflection, +6 Dex, +1 dodge, +6 natural)

hp 197 (13d8+140); fast healing 5

Fort +13, **Ref** +18, **Will** +7; +2 vs. enchantments; +4 vs. bardic performance, language-dependent, and sonic

Defensive Abilities channel resistance +4, evasion, live to tell the tale 1/day, trap sense +1; **DR** 10/magic and silver; **Immune** undead traits; **Resist** cold 10, electricity 10

Weaknesses vampire weaknesses

OFFENSE

Speed 30 ft.

Melee slam +15 (2d4+12)

Special Attacks blood drain, children of the night, create spawn, dominate (DC 25), energy drain (DC 25), mastermind, sneak attack +2d6, bardic music 13 rounds/day (move action—countersong, dirge of doom, distraction, fascinate, inspire competence +3, inspire courage +2, suggestion)

Bard Spells Known (CL 7th; concentration +16)

3rd (3/day)—*charm monster* (DC 22), *haste*

2nd (5/day)—*blindness/deafness* (DC 21), *invisibility*, *suggestion* (DC 21)

1st (7/day)—*alarm*, *comprehend languages*, *grease* (DC 20), *obscure object*, *unseen servant*

0 (at will)—*detect magic*, *know direction*, *light*, *mage hand*, *prestidigitation*, *read magic*

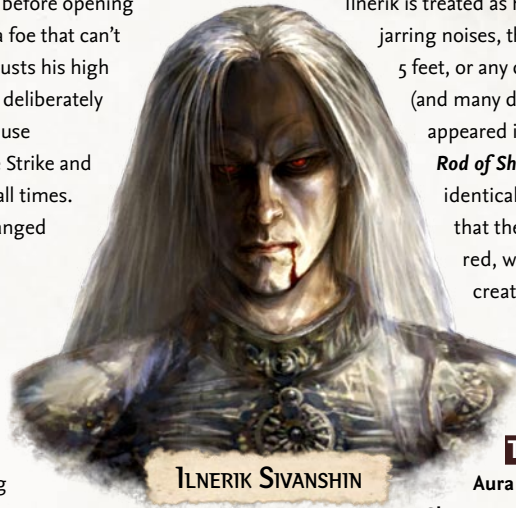
TACTICS

Before Combat Ilnerik has an *unseen servant* active at all times.

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During Combat Ilnerik orders his *unseen servant* to trigger the lever to fill both sarcophagi with water, hoping that the peril this places the two women in forces the PCs to split their attention between fighting him and saving Faerlyn and Glynnis. Ilnerik's first act in combat is to cast *invisibility* on himself, followed by casting *haste* and inspiring courage before opening battle by making a sneak attack on a foe that can't see through his invisibility. Ilnerik trusts his high Armor Class once battles begin and deliberately lets his foes surround him so he can use Whirlwind Attacks, and uses Arcane Strike and Vital Strike with his slam attacks at all times. He saves his dominate ability and ranged spells to combat foes at range.

Morale Ilnerik fights until destroyed, at which point he flees under the altar stone to recover, unless the PCs are present, in which case he flees to room F8 if he thinks he can get there without being observed. Unfortunately for Ilnerik, the running water in the numerous canals and sewage tunnels in the area make escaping to other locations more distant relatively impossible.



ILNERIK SIVANSHIN

STATISTICS

Str 22, **Dex** 22, **Con** —, **Int** 15, **Wis** 10, **Cha** 28

Base Atk +8; **CMB** +14; **CMD** 34

Feats Alertness, Arcane Strike, Combat Expertise, Combat Reflexes, Dodge, Improved Feint, Improved Initiative, Lightning Reflexes, Mobility, Spring Attack, Toughness, Vital Strike, Weapon Focus (slam), Whirlwind Attack

Skills Acrobatics +22, Bluff +0, Disable Device +22, Knowledge (arcana) +0, Knowledge (dungeoneering) +0, Knowledge (engineering) +0, Knowledge (geography) +16, Knowledge (history) +0, Knowledge (local) +23, Knowledge (nature) +0, Knowledge (nobility) +0, Knowledge (planes) +0, Knowledge (religion) +23, Linguistics +14, Perception +30, Perform (oratory) +25, Perform (sing) +25, Sense Motive +0, Stealth +30

Languages Ancient Osiriani, Common, Dark Folk, Elven, Infernal, Osiriani, Polyglot, Shadowtongue, Undercommon, Varisian

SQ bardic knowledge +5, deep pockets (300 gp), gaseous form, improved aid, lore master 1/day, master scribe, pathfinding, rogue talent (weapon training), shadowless, spider climb, trapfinding, versatile performance (oratory, sing), well-versed

Combat Gear *Totemrix*; **Other Gear** +3 leather armor, amulet of mighty fists +2, belt of physical might +4 (Strength, Dexterity), ring of protection +3, rod of shadowy splendor, boots of teleportation, 3000 gp in elegant jewelry, master key to locked doors in Walcourt

SPECIAL ABILITIES

Mastermind (Su) Ilnerik does not possess the usual vampiric ability to change shape. Instead, he can have a number of enslaved spawn totaling four times his Hit Dice (up to 52 spawn at any

one time). In addition, he may enter a trance to observe a single spawn's surroundings as if looking through that spawn's eyes, provided the spawn in question is on the same plane. Exercising or ending this ability is a standard action—he can maintain the clairvoyance link as long as he wishes, but while the link persists, Ilnerik is treated as helpless (although he is alerted to any jarring noises, the presence of any visible creature within 5 feet, or any damage that befalls his body). This ability (and many different alternate vampire powers) first appeared in *Classic Horrors Revisited*.

Rod of Shadowy Splendor This magic rod functions identically to a standard *rod of splendor*, save that the garb it creates is always in the hues of red, white, and black, and the palatial tent it creates contains no food and is dimly lit. This gloom cannot be further darkened or illuminated by any effect less potent than a 5th-level spell.

THE TOTEMRIX (MINOR ARTIFACT)

Aura strong necromancy; **CL** 15th

Slot none; **Weight** 5 lbs.

DESCRIPTION

The *Totemrix* is the dark half of the *Aohl*, an artifact gifted to the lost Jaytirian Society of the Mwangi Expanse following a sacred truce between their two feuding gods. The *Totemrix* is a manifestation of power from the now-dead demon lord of shadows, Vyriavaxus. It's a DC 30 Knowledge (religion) check to know this, but any evil-aligned creature that touches the *Totemrix* immediately knows the name and how to use the artifact's powers. The *Totemrix* constantly emits *darkness*, as per the spell of the same name, reducing illumination levels in a 20-foot radius by one step.

As long as the *Totemrix* is carried, the wielder's demeanor and attitude become increasingly morbid. After a day of keeping the *Totemrix* in his possession, its owner becomes incredibly possessive of the artifact and will not voluntarily relinquish it—if the wielder loses possession of the *Totemrix*, he becomes obsessed with recovering it. Every day that the owner maintains possession of the *Totemrix*, he gains 1 “shadow point.” When the owner's shadow point total equals his experience level, he must make a DC 25 Fortitude save. Regardless of the results of this save, the owner dies—if the Fortitude save is a success, though, he rises the next evening as a vampire. If a player character succumbs to this potent curse and becomes a vampire, you should assume control of that PC until the other characters can defeat him and, hopefully, resurrect him. The compulsion to maintain ownership of the *Totemrix* is a curse that functions at CL 15th.

A vampire created in this manner continues to covet the *Totemrix*, and indeed, if separated from its ownership (or unable to benefit from its power, as in the case of it being joined to the *Morrowfall*), suffers a –4 penalty on all skill checks, attack rolls, and saving throws until he recovers the artifact.

In the hands of a vampire, the *Totemrix* gains a potent new ability—when the vampire uses his children of the night ability,

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he may call upon shadow beasts. When he calls upon shadow beasts, he calls 2d6 shadowgarms (see *Pathfinder Adventure Path* volume #25), 1d4 shadow rat swarms (see page 37), 1d4+1 shadows, or 1d3 shadow mastiffs (see page 31). Although the vampire can only do so as often as he can use children of the night (once a day for most vampires), shadow beasts called in this manner persist in the area and follow the vampire's last command until they are slain or banished. At any one time, a vampiric wielder of the *Totemrix* can maintain a number of shadow beasts equal to the amount of spawn he can control (up to 52 at a time for Ilnerik); attempts to call more shadow beasts while this total number is maxed still function, but the called shadow beasts persist for only up to 1 hour before vanishing.

DESTRUCTION

When the *Totemrix* is joined with its counterpart, the *Morrowfall*, its powers (as well as those of the *Morrowfall*) are suppressed. In this state, both it and the *Morrowfall* can be destroyed by anything capable of destroying a magic metal object of its size.

F15. SEWER LANDING

This brick landing looks out over one of the city's deeper sewer channels, a 10-foot-diameter tunnel with 5 feet of sewage running through it. A permanent *illusory wall* hides the entrance to this area from the sewer tunnel itself. Although these sewer tunnels do provide a back door of sorts into Walcourt, only a few know about the entrance—at least, until the PCs discover it for themselves.

CONCLUDING THE ADVENTURE

With Walcourt cleared out, Ilnerik defeated, and possibly the infernal contract recovered, all that remains for the PCs to lift the curse of the shadows from Westcrown is to rebuild the *Aohl* and smash the conjoined artifact. With the destruction of the artifact (or at the very least, with the *Totemrix's* power negated from the conjoining with the *Morrowfall*), the shadows that stalk Westcrown's alleys are banished silently back to the Plane of Shadow. This event comes with no fanfare, and it may take some time for the citizens of Westcrown to realize their streets are safe—the PCs and the Children of Westcrown can certainly speed this news along, of course! Once it becomes public knowledge, the PCs gain 3 Fame Points for accomplishing such a magnificent achievement.

But such a development has an unanticipated side effect—it shows the Drovenges that the PCs are even more dangerous to their plans than they feared and forces them to act. Not long after the PCs lift the curse, and not long before they have a chance to turn their full attention on the ringleaders of the new Council of Thieves, the Droveng siblings strike. Arson, assassinations, undead, riots in the streets, devils, and worse are set to strike Westcrown, and it will be up to the PCs to defeat Chammady Droveng and her brother Ecarrdian, the Twice-Damned Prince of Westcrown!

Council of Thieves



Ecology of the Thieves' Guild

Thieves' guilds make great fantasy RPG institutions. They are the power behind the thrones of corrupt governments, the assassins slinking through lonely alleyways, and the keepers of dark secrets long buried. Yet despite their iconic status, many thieves' guilds tend to be somewhat underdeveloped on a conceptual level. Thieves steal things because they are bad people and they are bad people because they steal things, or so such circular wisdom goes, which works fine as a surface explanation for many adventures where such organizations don't take center stage. Yet in campaigns delving into the criminal underworld, certain questions begin to arise: What kinds of things do thieves steal? What do they do when they are not stealing? And, if a guild steals so much, why doesn't the city guard just kick in door of their guildhouse and cart all the members off to jail?

This article presents a framework to help understand and address these questions before PCs have a chance to ask them, investigating the basic ecology of fantasy thieves'

guilds. The information herein paints an overview of how such institutions operate, how they stay ahead of the competition, and what makes them different than a gang of common street thugs.

THE BLACK MARKET ECOSYSTEM

The majority of criminals live hand to mouth, going from crime to crime without much in the way of forethought. Their misdeeds are random acts of violence, thefts of opportunity, or undertakings of desperate necessity.

These are the criminals that give thieves' guilds a bad name.

Thieves' guilds are groups of individuals who band together to approach crime as a business, instead of as an occasional hobby or desperate means to an end. To these elite few, the black market is a market just like any other. It obeys the supply-and-demand rules of economics and requires all the basic features of an otherwise legitimate business organization—respected

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"You want justice? In this city? Heh! You're barkin' up the wrong tree, bub. You think ol' cap'n Priss'n'Prim up at the gate cares a thing for you lost such-an-such or who's-a-who? Not a chance! And why should'e? What's in it for him 'cept the usual half silver a day and a 'nother chance to get his neck cut in the dark. Nah, you want justice, you come with me and I'll meet ya some folks who knows how to get business done. It'll cost ya—but then, ain't nothing worth havin' worth havin' for free."

—Seyd "Twin Tongues" Roatsoad, Cerulean Society Member, Korvosa



hierarchies, communication networks, codes of conduct, distribution channels, recruiting agents, and (perhaps most importantly) treasuries and cash flows. The only real disadvantage guilds face lies in the somewhat arbitrary fact that their operations have been deemed "illegal" by some governing body and thus must operate in shadowy places, discretely publicized and generally out of the public eye.

In general, this defines a thieves' guild as a group of individuals working together to approach crime as a business operating outside the boundaries of the established law. Such institutions can take a wide variety of forms. The quintessential fantasy thieves' guild, with its secret hideouts, spy networks and cloaked employees, certainly applies. In the same vein, an assassin's dojo established as a privately funded extension of the city's secret military can also possess several of the traits of a thieves' guild (as they are in the "business" of contract killing). So too can a group of monsters working from the sewers of a major city to secure a steady supply of slaves from the surface realm.

It's important to note that thieves' guilds need not necessarily be evil or amoral. Indeed, the morality of a thieves' guild depends largely on the context in which it operates and the laws it chooses to break. A secret cabal of chaotic good freedom fighters stealing from the corrupt Council of Visions in Razmiran can certainly qualify as a thieves' guild. Similarly, a network of spies put in place to ferry serfs and slaves out of the demonic fiefdoms of the Worldwound can also qualify.

Not all thieves' guilds are modeled off of businesses, though. Less conventional groups of like-minded criminals might be motivated by all manner of non-monetary goals—unearthing secrets, eradicating enemies, subverting areas for opposing countries, and so on. While such groups exist, their goals typically set them apart from more common criminal ventures, and thus operate in unique manners typically more similar to spy rings, cults, or secret societies. Ultimately, such groups may operate as similarly or differently as GMs

please, though many likely focus on areas that make up merely a fraction of a typical guild's concerns.

RECRUITMENT & MEMBERSHIP

The primary reasons for thieves forming a guild is so its members can cooperate with each other against external enemies, pooling and directing their resources toward ends they could never reach alone. This creates the fundamental paradox of guild psychology, which is thus: members of a thieves' guild must trust each other to cooperate, but this trust is often complicated by the fact that thieves—by virtue of their very profession—engage in surreptitious and duplicitous acts on a regular basis. They must trust each other even though they are all professionally untrustworthy. This seeming contradiction fosters an acute awareness of loyalty (or lack thereof) within the guild.

Many thieves or members of organized criminal groups in fiction or film obsess over matters of loyalty to their organization. Most guild members, if captured, would rather go to jail for decades than betray their cohorts. This is because, in the business of organized crime, perceived trust is the currency that gets one respect and status within an organization. This is among the first factors GMs must consider when putting together a thieves' guild: how are the members able to trust each other even though they are thieves? Perhaps a group of thieves grew up together on the streets of Katapesh and have built their now-powerful organization up from nothing. Perhaps they are all vampires created by the same vampire lord who acts as their shepherd and guild leader. Perhaps members are related by blood and owe personal allegiance to their patriarchal guild leader. Or perhaps there is some elaborate initiation ritual that requires new initiates to prove their loyalty (such as murdering a law enforcement agent and giving the evidence to the guild master). All of these possibilities foster the "us against the world" mentality upon which thieves' guilds thrive. Although the details can vary widely, guilds only work if members have some established reason to trust each other.

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Of course, most thieves' guilds occasionally have to recruit outsiders to grow their organization and replace lost members. Thus, there must be a means for new members to enter the guild hierarchy as well. In this case, new members are often selected from the streets and given menial jobs at first—such as lookout or courier—before they can sharpen their teeth on crimes of greater difficulty and requiring greater responsibility. All in all, guild leaders prefer to recruit members who have few other options elsewhere in legitimate society. Orphans, street urchins, shunned minorities—such unsavory individuals are often deemed as the safest guild recruits because they are already disadvantaged in legitimate society, and thus less likely to betray a guild that grants them companionship, improved standing, and greater future possibilities.

When it comes to upward mobility within a guild, a guild leader often requires elaborate tests of an initiate's loyalty before he is allowed into the inner circle. For example, a guild leader might send an initiate on a mission for which failure is secretly guaranteed. If the initiate returns and honestly reports the failure to the guild leader, the initiate is then promoted for his honesty. But if the initiate tries to hide the failure or run away to avoid the consequences, then the guild leader knows the initiate cannot be trusted and responds accordingly. This level of manipulation is not uncommon in a business where leaders have to be absolutely sure of their underlings' unswerving loyalty.

Ultimately, the hierarchy of trust in the best thieves' guilds fosters an almost unbreakable bond between members. They are "brothers of the shadow" and members often regard their cohorts as their true family, regardless of actual biological relations. Nonmembers forced to deal with guild members often discover this loyalty swiftly in their dealings. The best guild members die before betraying their accomplices, and even low-ranking members go to great lengths to prove their allegiance.

That's not to say that guild members do not occasionally stray from the fold, but being caught doing so results in severe punishment, from ostracization to execution, their culling ultimately serving as an example of disloyalty's price to other guild members. "He just wasn't one of us" is a refrain often heard to describe guild members who suddenly vanish after a display of disloyalty or disrespect. As a career criminal, one must know first and foremost whom he can trust.

ORGANIZATION & COMMUNICATION

The actual structure of a guild can be small and contained or wide and varied, depending on the guild's areas of expertise. Regardless of its size, an effective guild compartmentalizes its operations such that—should one

operation ever be compromised—the rest remain isolated and intact.

For example, a band of pirates could have a many-tiered operation, with one branch handling the actual piracy, another branch laundering the stolen goods through a nearby port, and a third branch promoting their services as elite maritime guards (who, strangely, never seem to be attacked by the pirates). Each branch works independently of the others, but all proceeds are channeled into one central location.

Despite the wide range of possibilities for thieves' guilds, most organizations share one thing in common: a preoccupation with maintaining secrecy. This is often a difficult objective to balance, considering guilds must also be able to readily transmit information and updates throughout their organization. In short, guild members must be able to share information with each other while keeping it safeguarded from outsiders.

This dual mandate results in the widespread use of codes by most thieves' guilds. One famous example of such a code—which appeared in the real-world Europe around the eighteenth century—is a dialect known as thieves' cant. Technically, thieves' cant utilizes a language shared by two speakers, but is so rife with slang and innuendo that it is virtually incomprehensible to the untrained ear. When using thieves' cant, thieves can talk openly about their day-to-day activities in crowded areas (a feature of the Bluff skill), and the only people who understand the conversation are other thieves (or those who make opposed Sense Motive checks). Many GMs might handle thieves' cant as a simple matter of out-of-character skill checks, though those who wish to research or create their own slang thieves' terms can add a distinctive flavor to their rogues. For example:

Thieves' Cant: "Ol' Gregor's got a fastner an' here comes one to pull 'em. Time we pike to the cackletub."

Translation: "Gregor has a warrant and a police officer is coming to arrest him. Let's retreat to the guildhouse."

Aside from thieves' cant, there are many other ways that guild members can openly communicate with each other without outsiders being aware of the actual message. A band of robbers could insert code words or symbols into graffiti to denote the locations of stash houses and weapons caches. Pirates could send carrier pigeons out bearing leaves indigenous to the various islands in the region to denote the place of their next meeting. Even magical correspondence might be used, with some groups with access to magical items resorting to tools like *crystal balls* for communication and never meeting in person.

Regardless of a guild's particular code, the best guilds are constantly evolving their communication habits and techniques. One year they might use a raven familiar perched on a church tower to designate a time to meet

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in the basement below, and the next year they might use the same raven to mark the hideout of a rival guild (which would bring the rival guild trouble if any law enforcement officers figured out the significance of the raven code the year before). At the end of the day, thieves' guilds that don't periodically change up their communication methods find their enemies and competitors eventually decoding their hidden meanings, adapting and exploiting them.

The primary reasons for all the secrecy is a guild's need to quarantine the legitimate side of its business from the illegal side. Even a guild comprised solely of the most hardened criminals won't last long without a means of effectively isolating itself from its own illegal income. One can only steal so much before people start asking questions about the origins of one's wealth. For this reason, most thieves' guilds run at least some kind of front operation to give the guild a legitimate reason to be hanging out and making money together. A front operation can be anything from a shipping company to a rowdy local tavern, and most guilds run multiple front operations at once, since each additional front makes the true source of their income that much harder to track. Front operations also give guild members a place to meet when they are not thieving, which enables them to better blend in as normal law-abiding members of society. Ultimately, a thieves' guild operating without a front operation is like a soldier going to war without armor. It can be done, but the survival of the venture proves far less likely.

GUILD MEMBERS

Not all members of a thieves' guild need to be criminals (or have rogue class levels). Indeed, it is possible to run a highly effective guild with only a few members actively committing crimes of stealth and deception. Thus, characters of nearly any walk could make fine additions to a thieves' guild. Even those without PC class levels can make useful members, with experts and aristocrats often taking up places of influence in the area of white-collar crime or performing legitimate (or pseudo-legitimate) services for the organization.

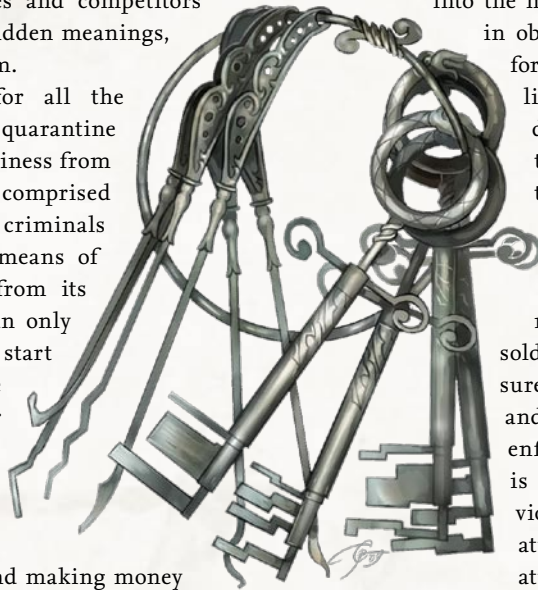
Numerous roles typically arise within a thieves' guild, each with a unique type of job to do. When designing a thieves' guild, GMs should keep these basic roles in mind, assuring that all members have a specific place and reason for operating within the guild.

Cleaners: Cleaners are specialists who focus on hiding crimes and making the operations of a guild appear legal, at least on the surface. This can involve many things, including melting down stolen coins, forging documents, or otherwise disguising the illegal origins of whatever ill-gotten gains the guild is ready to filter back into the market. Sometimes cleaners specialize in obfuscating and hiding evidence. They forge travel documents to make it look like a murder victim left town or plant deliberately misleading evidence to throw the authorities off the trail of the guild's latest heist. (Winston Wolf from the movie *Pulp Fiction* is a great example of a cleaner.)

Enforcers: Enforcers are the muscle of a thieves' guild. They are the soldiers, hit men, and assassins that make sure the guild's policies are maintained and its enemies are kept in check. Good enforcers know that the threat of violence is often more effective than actual violence, and so sometimes brutally attack their victims in public, so the attack serves as an example to anyone else who may cross the guild in the future. A hapless merchant is much more likely to pay his protection money to a thieves' guild if one of his colleagues has been "visited" by the guild's enforcers in the past. (Paulie "Walnuts" Gualtieri from the HBO series *The Sopranos* is an example of an enforcer.)

Faces: Faces manage the parts of a guild's business that are most visible to the public. They can be bankers, traders, merchants, or even politicians. Faces typically run the front operations of the guild and are almost always the individuals furthest from the actual crimes being committed. The best faces appear, at least on the surface, to be model citizens; they pay their taxes, go to church, and might even hold public office. It is only after hours, when meeting his lieutenants for drinks in some dark basement, that a face discreetly shares the security details of the guarded warehouse he toured earlier that day as a potential investor. (Al Swearengen from the HBO series *Deadwood* exemplifies the role of a face.)

Pullers and Pushers: Pullers and pushers are the individuals in charge of executing the core day-to-day operations of the guild. They are the workforce that plans robberies, acquires stolen goods, and subsequently sells the contraband for profit. Pullers (e.g., thieves, drug manufacturers, or slavers) generally acquire resources illegally, whereas pushers (e.g., fences, drug dealers, or slave traders) are usually the ones who sell



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those same resources back into the market. Note that a guild member can be both a pusher and a puller at the same time. For example, a slaver—someone who kidnaps slaves—can also be a slave trader who barter using slaves as currency. It's just easier to think of pusher and puller as two separate roles, since they often require very different skill sets. Examples of the crimes committed by pushers and pullers are described in the following section. (Neil McCauley from the film *Heat* is a fine example of a puller, while Mr. X from the film *Layer Cake* serves as a pusher.)

Note that these roles need not be mutually exclusive to single individuals. For instance, an assassin with the right skills can work as both a cleaner and an enforcer depending on the particular job. Also, not all thieves' guilds have a need for all five of the roles above. Indeed, the particular style of any given guild is often defined by its relative abundance or lack of one or more of the above roles. For example, a thieves' guild comprised of mostly enforcers likely operates as a band of brigands or highwaymen, whereas a guild of mostly faces might

structure itself as a cartel or consortium. Ultimately, the types of crime any given thieves' guild is involved in are often derived by the relative numbers of these roles within its ranks.

TYPES OF CRIMES

Thieves' guilds might involve themselves in any number of criminal ventures, from petty but technically illegal acts to those both brutal and amoral. The following is a list of potential crimes thieves could be involved in. The list by no means exhaustive; it is simply meant to give you an overview of the breadth of opportunities available to a guild.

Adventuring: Adventurers and thieves' guilds have a lot in common: they both specialize in infiltrating places where they are not generally welcome. For this reason, thieves' guilds might employ adventurers as freelancers to work specialized jobs. A group of PCs who are hired to raid a rival guild's stash house as part of an ongoing turf war or the sacred tombs of a dynasty of near-mythical hero-kings are examples of adventurers.

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Contract Killing: The term “contract killing” is a bit of a misnomer, since contracts are almost never involved. The basic idea is that these criminals kill their victims in exchange for a bounty from a third party. A poison specialist who has a knack for making her kills look like heart attacks is an example of a contract killer.

Counterfeiting and Forgery: This category of crime involves the unsanctioned creation or duplication of false documents, coins, or other rare items. Commonly forged documents include licenses, birth certificates, deeds, and writs of passage. In worlds where magic can be bought and sold, an unscrupulous mage who uses *magic aura* to produce fake scrolls (that appear genuine but do not work when used) is an example of a counterfeiter.

Drug Trafficking: Drug trafficking involves the manufacture and distribution of illegal narcotics. In a fantasy world, “drugs” can mean many things, including euphoria-inducing cave spores, vials of sleep gas, or even consciousness-expanding magical spells (such as *dream* or *astral projection*). A grave digger who brews and sells potions of *speak with dead* to mourners in a nation where necromantic magic has been outlawed is an example of a drug trafficker.

Extortion and Racketeering: Generally speaking, extortion and racketeering involve the abuse of one's power or authority to extract money or influence from victims. This can involve anything from the classic “protection” racket to bribery, loan-sharking, or obfuscation of justice. The exotic merchant who threatens to release deadly parasites into a market unless the local businesses pay him an exorbitant sum is an example of an extortionist.

Gambling: In regions where gambling is illegal, local thieves' guilds often step in to run underground casinos and gambling rings. The games of chance upon which clients gamble can involve anything from roulette tables to beast-fighting pits, and are typically housed in secret locations that require special passwords to enter. A retired soldier that runs a hidden bare-knuckle boxing circuit and accepts bets on his prize fighters is an example of a gambling kingpin.

Money Laundering: Money launderers are cleaners in charge of diverting the incoming resources from a guild's illegal operations and funneling them through the appropriate channels until they appear to be legitimately gained. This often requires a sagacious knowledge of the accounting regulations and loopholes of the local government, so money launderers are typically ex-bureaucrats, bankers, or financial consultants. A corrupt merchant who funnels money from the thieves' guild through his overseas holdings in a far-off territory is a money launderer.

Monster Trafficking: Occasionally, individuals commission the capture of dangerous monsters to keep

Typical Guildhouse

The adjacent map and following tags detail a sample thieves guild built into catacombs below a bustling city.

1. Stairs Down from The Kraken's Ink Tattoo Parlor*
2. Secret Passages to Sewer System
3. Barracks
4. Sergeants' Quarters
5. Kitchen
6. Storage
7. Secret Passage to Westgate Flophouse*
8. Mess Hall
9. Spider Stables
10. Prison
11. Torture and Interrogation Chamber
12. Spider Handler's Quarters and Poison Distillery
13. Training Room
14. Balcony
15. Secret Passage to Shanty Town in Beggars' Alley
16. Shrine of Norgorber
17. Trap Room
18. Guildmaster's Quarters
19. Secret Passage to Hawthorne Family Locksmith*
20. False Guild Treasury
21. Monstrous Spider Pits
22. Black Ooze Pits (for disposing of bodies)
23. True Guild Treasury

* Front Operations

as pets, participants in beast fights, or particularly fearful enforcers. A monster trafficker can breed or find such monsters, typically for a hefty fee. A ranger who sells griffon eggs to adventurers in a nation-state where such beasts are strictly reserved for the king's airborne cavalry is an example of a monster trafficker.

Prostitution: Also known as “the worlds' oldest profession,” prostitution involves the sale of sex for money. At the low end of the spectrum, prostitutes are held against their will as slaves and threatened with violence should they ever try to run away or strike out on their own. Still, many guilds secretly employ willing, high-end prostitutes as spies or thieves, as these courtesans—due to the nature of their business—are often able to gain entrance to the personal quarters of rich or high-ranking individuals. A magically bound succubus that uses her unnatural charm to gather inside information on the guilds' rivals is an example of a prostitute.

Smuggling: Smugglers specialize in sneaking contraband past the local authorities. A smuggler can smuggle just about any illegal item, from slaves to drugs to magical weapons. A rogue who has trained dire rats to ferry packages through the city sewers and past the city walls is an example of a smuggler.

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Spying: Since thieves' guilds typically deal in secrecy, it's no surprise that spies are often found in their employ. Spies are sent to retrieve information on just about anything from rival guild activities to government agencies operating in foreign nations. A wizard who sits in a tower full of *crystal balls* to keep constant surveillance on the guild's enemies is just as much a spy as an eavesdropping rogue.

Thievery: The most obvious crime a thief can commit, theft involves taking the possessions of others by force, subterfuge, deception, infiltration, or bribery. Generally speaking, individual thieves specialize in stealing certain kinds of items. A horse thief, for example, possesses a very different skill set than a thief that siphons a small percentage of money from the payments made to a magistrate's standing army. The classic fantasy rogue that

specializes in breaking into heavily guarded dungeons and opening trapped vaults is an example of a thief.

ALLIES & ENEMIES

A thieves' guild does not exist within a vacuum. Instead, it operates within the larger context of its political and socioeconomic environment, which can mean anything: a bustling city, a remote trade route, a chain of island-states, or even the infinite and ever-turbulent layers of the Abyss. Through its dealings and interactions with the forces and political powers of its environment, a thieves' guild is likely to develop all manner of allies and enemies outside of the guild, depending on how it conducts its business.

The local government or law enforcement agencies seem likely candidates as enemies of a thieves' guild, as these groups must actively work to thwart the lawless activities of the guild, but this is not always the case. Clever guilds plant operatives within the hierarchies of the local government or provide the city guards with kickbacks to encourage "looking the other way." The guild could also secure all kinds of leverage on the local authorities through the use of blackmail and racketeering schemes, thus rendering the local government unable or unwilling to take political action against the guild. This is especially true in regions where political corruption is the norm. Indeed, in cases of extreme corruption, the thieves' guild and the government could be one and the same.

When designing a thieves' guild, consider how the local population feels about the guild's presence. Perhaps the merchants in the area pool their resources to offer a secret bounty on the head of a guild leader who has been cutting into their profit margins for years. Alternatively, maybe several key merchants are helping the guild steal from their competitors, thus giving the shady merchants an unofficial monopoly. In this case, other merchants likely go to great lengths to secure the guild's favor as well, thus turning the guild into a kind of economic gatekeeper of the region.

Similarly, the local population may fear and shun the guild as bullies and brigands, or they may honor and respect them as the heroes of an otherwise unfair world. This latter option might sound far-fetched for your average criminal thieves' guild, but interviews with police in the real world often reveal that the most troubling aspect of combating gang violence arises from the fact that many children of troubled neighborhoods idealize criminal lifestyle, and aim to join such groups themselves when they grow up. Ultimately, most guilds watch their enemies closely and seek to turn them into allies through leverage secured via bribes, blackmail, threats, or any other means at the guild's disposal.



Ecology of the Thieves' Guild

Strangely enough, the only group of enemies that thieves' guilds regularly engage in open warfare with is other guilds. Turf wars, barroom brawls, destructive sabotage, and bloody feuds are often the result of multiple guilds operating in the same market space for any given length of time. This is also what makes guild feuds last so long, as the local authorities are much less motivated to take action against a guild that is primarily killing individuals from another thieves' guild. "Let them fight it out, so long as they're not murdering citizens," is often the dismissive response of the city watch when they discover another victim of guild-on-guild violence.

LIFE OF A THIEF

Thieves' guilds are not merely the domains of criminals and villains, and PCs might also prove interested in joining such a group. Whether an entire adventuring band decides to join up with criminals or merely a lone unscrupulous hero, thieves' guilds might offer appealing resources, information, and potential adventures to characters of all walks. Remember, not all thieves' guilds are necessarily evil (one could form as an underground resistance movement against a totalitarian government, or another could be comprised of Robin Hood-type individuals who channel most of their stolen resources back into the community), and joining does not necessarily mean a PC will need to commit vile or even evil acts on a regular basis.

Joining

Gaining membership into a thieves' guild often proves difficult, but on the flip side, once you find a way in, you're usually in for life. The trick to gaining entry and moving up the ranks lies in continually demonstrating loyalty and aptitude, both of which slowly garner the trust of the guild's leaders and its members. This could involve many actions such as taking dangerous missions for the guild, hiding guild members from guardsmen, donating powerful items to the guild, alerting the guild of an incoming raid, and so on. All in all, entering a thieves' guild should be a gradual process where the PCs take small jobs at first, serving as lookouts, scouts, and couriers for a few missions before being gradually offered more and more important tasks.

Most thieves' guilds prefer to clearly delineate who is and who is not officially in the guild. Thus, if a character seeks to move from guild ally to actual member, there is likely to be some kind of initiation ritual. This could involve the would-be member getting tattoos of the guild's insignia or an elaborate test in the depths of the guildhouse. In any case, the guild should make it abundantly clear to the initiate that once he joins, there is no turning back. Entering a thieves' guild is a lifelong commitment and most guilds do not take kindly to individuals who shirk their responsibilities.

Thieves' Guilds in History

Organized crime has been around since the dawn of history. A GM designing a thieves' guild need look no further than the closest history book or newspaper for inspiration. Without going into great detail, here are a few famous organizations from history that can be conceptualized as thieves' guilds. Note that not all of these organizations are comprised of "thieves" in the classical sense of the word, but they all ran (or still run) covert operations to acquire resources through unofficial channels.

- The Italian Mafia
- The Japanese Yakuza
- The Chinese Triad
- The Spanish Inquisition
- Organization of Petroleum Exporting Countries (OPEC), one of the few legal cartels in the world.
- The French Resistance during World War II
- The American Revolutionaries in the days leading up to the Declaration of Independence
- The Vietcong operating in Southern Vietnam during the Vietnam War
- The Taliban operating in Afghanistan and Pakistan today

Benefits

Most of what a thieves' guild has to offer arises from the guild's network of members and allies. Should the party need to launder all the stolen coins from their last raid, they can likely find a forger through the guild capable of melting down their stolen coins and recasting them as gold bars, complete with the official stamped seal of a far-away empire (for a nominal fee of course). Similarly, if a member is looking for a rare poison, the guild's poison specialist would be an excellent resource.

In addition to the human capital and specialists offered by a guild, members also have access to the guild's physical amenities, potentially including the guild house and anything else the guild may own, such as sailing ships, front operations, hideouts, and so forth. Furthermore, they likely receive discounts—or least friendly, knowing nods whenever they visit any of the guild's front operations.

Responsibilities

Of course, joining a thieves' guild is not without its responsibilities and members are likely required to regularly contribute to the guild in some way. This contribution could be monetary, with the PCs providing some percentage of their income to the guild coffers, or it might require them to periodically go on missions for the guild. Ultimately, the PCs are expected to take an interest in furthering the guild's goals and objectives, whatever those shadowy activities may be.

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Asmodeus

Asmodeus (as-MO-dee-us) stands among the oldest beings of the multiverse. Fragments of heretical tomes like the *Asmodean Monograph*, the *Book of the Damned*, and the *Script of Flies* claim he was responsible for the creation of the stars, the planets, and the first mortal things, and that his pride led to a conflict over the obedience and free will of lesser creatures, which sparked a war between order and chaos and created the concepts of right and wrong. The bravery of the young goddess Sarenrae forced him to acknowledge his murderous role in the war, and he abandoned the battlefield, swearing that one day his opponents would understand the true depth of the conflict—a time when he would return and his inferiors would acknowledge and beg for the order he brought, and he would again be the uncontested master of all that he had created.

Asmodeus is a god of rigid hierarchies, where every creature knows its place, the strong rule over lesser beings, and the weak are properly subservient to their

superiors. He is an omnipotent tyrant who creates and destroys as he sees fit and as he always has, much as a master blacksmith is willing to melt down any available metal—no matter how valuable—for a new project, only to reshape it again or discard it. What mortals call “evil” is the natural order of the multiverse to his vast and ancient understanding—water flows downhill, fire burns, and the strong dominate the weak.

The Prince of Darkness is worshiped by creatures all across Golarion, though in most parts of the world this is limited to power-hungry diabolists or small cults seeking infernal wisdom. In Cheliax—and by extension, Iger and Nidal—his worship is open and public, and to many those places are synonymous with devil-worship. However, Asmodeus is not some petty godling craving attention; he does not seek worship, he merely wants obedience—acknowledgment that his will is both truth and law. He grants his worshipers magic not as a reward for their prayers, but to help bring the rest of the universe under

Asmodeus

his thralldom. He loves the art of negotiation and delights in deals that appear fair but through guile and strength of will actually give one party a disparate advantage—those of superior intellect should recognize when such methods are used against them, and those who do not see these traps deserve to have their dullness exploited. The Prince of Darkness expects and appreciates flattery, though he recognizes it for what it is, and does not allow it to move him if the speaker's argument is otherwise weak.

Asmodeus himself is handsome, eloquent, tactful, patient, and incredibly brilliant. When crossed he is wrathful, terrifying, and destructive, though these periods are always brief, and he quickly resumes his normal demeanor. He believes one's word is a binding contract, with consequences should it be broken, and because of this he is always careful with what he says or what he agrees to. He opposes freedoms if they interfere with the process of governance, and thinks humility is a burden only the weak must bear. He is an active, thriving, masculine deity, hell-bent on discovery and conquest; he has little use for feminine qualities such as gentleness, compassion, or an inclination to nurture, and considers females lesser beings to the point of active misogyny in Hell. That mortal females would debase themselves before him despite this prejudice amuses him, fills him with contempt, and reinforces his opinion of their weakness.

In art he is frequently shown as a red-skinned human with black horns, hooves, and a pale aura of flames. As an ancient being, countless interpretations of his appearance have fallen into and out of fashion among his mortal followers, yet always the features of a fearful immortal tyrant prevail. Most believe his form as a crimson-skinned devil is his true one, though persistent lore speaks of a more fiendish shape with constantly bleeding wounds. Asmodeus is able to take the form of any creature and uses this ability to intimidate, manipulate, or intrigue those he speaks with. He favors rubies and usually appears with a large ruby pendant or mace, or even a breastplate made entirely of a single dazzling gem.

While other gods may meddle directly in the mortal world in the form of signs and portents, Asmodeus has little interest in subtle encouragement outside the bounds of a contract, as he feels excess rewards undermine the need to specify exactly what is desired in any agreement. On the rare occasions he makes a positive intervention, it is usually by emphasizing secondary rewards or allowing

primary rewards to open new opportunities for those who serve him. When angered or disappointed in a worshiper, he does not hesitate to invoke contractual punishments to take their full effect. For casual infractions, he might taunt a mortal with a brief sensation of burning agony, or constrict their primary hand into a painful spasm, or cause

writing to appear to burst into flame or weep blood. He has been known to assign a lesser devil to invisibly watch over a precocious or troublesome worshiper, prodding the mortal in a useful direction as needed or lashing out whenever the subject strays from their diabolical agreement.

Asmodeus's impeccably clean and orderly priests dress mostly in dark tones, usually black with red accents. The exact type of clothing varies according to the local fashion and climate; Chelish garb has multiple layers, while in chilly Nidal clerics favor dark red robes trimmed with black fur

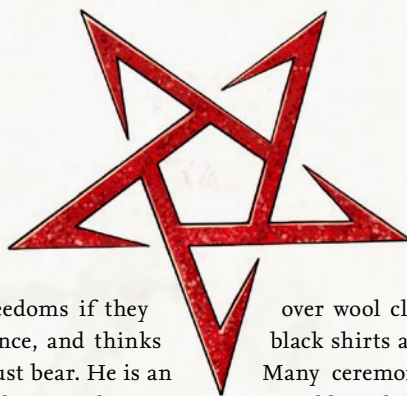
over wool clothing, and in humid Isgar priests wear black shirts and pants with red vests and short cloaks. Many ceremonies use horned masks or helmets, often resembling devils, rams, or goats. Like the Dark Prince, they favor rubies, and other red gemstones (carnelian, red beryl, red garnet, sard, and so on) are popular for those who cannot afford true rubies. Among wealthier or ostentatious priests, red-hued *ioun stones* are very popular (even cracked, flawed, and scorched varieties—for more information, see *Pathfinder Companion: Seekers of Secrets*). *Maces of terror* and magic rods (particularly *rods of lordly might* and *rods of rulership*) are sought after by powerful priests as status symbols.

Asmodeus is lawful evil and his portfolio is tyranny, slavery, pride, and contracts. His domains are Evil, Fire, Law, Magic, and Trickery. His favored weapon is the mace and his symbol is an inverted pentagram, though some cults use a pentacle rather than a pentagram. Asmodeus's extremely hierarchical priesthood includes clerics, sorcerers (especially those with the infernal bloodline), wizards (particularly conjurers), thaumaturges, diabolists (see *Pathfinder Chronicles: Book of the Damned Vol. 1, Princes of Darkness*), and blackguards, with their individual roles depending on their particular skills and abilities. A handful of druids worship him as a primordial fire deity, and an even smaller number of paladins serve him as paragons of law (see page 65). He of course has bards, monks, and other classes in his service as well, though generally not as part of his priesthood.

Most followers of Asmodeus are power-hungry priests, diabolist mages, greedy slavers, ruthless lawyers, wicked

"Hail, Asmodeus! Deliver us from chaos that we may serve you in eternity."

—Asmodean Monograph



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enchanters, or decadent nobles in search of secret pleasures. In lands such as Cheliix where his worship is open, Asmodeus's followers are much like people in other lands, except they believe in harsh punishments for lawbreakers, are accustomed to the appearance of imps in the company of spellcasters, and are openly tolerant of slavery, for these things are a mild price to pay for keeping order in the streets. Many common people active in the church remember the chaos and suffering of civil war, or fear the violence and barbarism in places like Galt, and gratefully support the secure—if tyrannical—stability of Asmodeus's faith. In these lands, city guards, minor government officials, tradesmen, and even farmers and laborers are willing to pay lip service to Hell if the alternative is being robbed by bandits or strung up by an angry mob. Most still pray to other gods for health and prosperity, which Asmodeus and the church allow as long as the Prince is acknowledged as superior and these other faiths do not challenge his position.

True followers of Asmodeus believe in law, order, and knowing their place in the grand scheme; in many cases, they aspire to a higher position and work to prove they are worthy of it. They study their betters to learn necessary skills, watch their equals and jockey for position, and keep an eye on their inferiors for signs of exploitable talent or dangerous ambition. They keep their friends close and enemies crushingly closer, usually acting through the proper channels rather than resorting to base and undisciplined methods like assassination; it is far more effective to eliminate a rival by unearthing evidence (showing your skill in the process) than by crude murder.

Services to Asmodeus require chanting of long phrases without error, blood sacrifice (typically animals, though great occasions or certain magical ceremonies may require a humanoid sacrifice), bells, and acts of domination or submission to reinforce position within the church. Sometimes devils are conjured to participate in the events, either bodily or possessing a willing or unwilling humanoid host. Services in temples converted from another faith often have rituals designed to blaspheme what was once practiced there, particularly on holidays celebrated by the previous tenants.

TEMPLES AND SHRINES

Public temples dedicated to Asmodeus thrive in Cheliix, where they often share space with the nation's bureaucracy, although secret shrines are scattered across Golarion. Public temples built specifically for Asmodeus have a distinctly gothic, diabolical look and feel, but many are actually temples of other gods that were abandoned or purchased and redecored to suit their new master. Secret temples are usually a single hidden room or basement level, away from the public eye and secured against

accidental discovery. Temples range from grand, opulent affairs with silk curtains and gold fixtures to simple stone altars in caves; the Prince appreciates the trappings of wealth but is more interested in sincere devotion to his cause than incidental displays. However, he realizes that greedy mortals enjoy these displays as evidence of their own riches, fueling their greed for more and their need for him, so he encourages this sort of decoration if the worshipers seem inclined toward it.

Shrines to Asmodeus are usually simple things like a standing stone, a rock or tree with an odd mark, a scorched patch of earth where nothing grows, or even the grave of a prominent diabolist. The faithful have a feel for these places, whether or not they are clearly marked, and some are truly ancient, predating even the Azlanti civilization, when early humans were still trying to understand the patterns in the night sky and the darkness in their own hearts.

A PRIEST'S ROLE

Priests of Asmodeus are careful in their exercise and pursuit of power, understanding that a foolish overextension leaves you vulnerable to those watching you for any weakness. Within Cheliix, his priests are a force of order, keeping mortals and weak-minded devils in line or torturing prisoners to extract information. Outside Cheliix, priests work with slavers, bureaucratic governments, despots, and nobles in positions of power (or those hoping to be in power). They whisper dark promises in the ears of the desperate, arrange meetings between people of influence, and travel to bind or destroy rogue fiends (especially demons) to convince folk that their faith supports order and opposes wanton destruction.

Priests honor devils as envoys of their lord, greater or lesser players in the immense infernal bureaucracy that all right-minded individuals should join. Of course, they see lemures and other minor devils as expendable, and non-lawful fiends even more so. Unlike a typical mage who controls devils with brute magical force, an Asmodean mage parleys carefully with devils, rewarding those in the Prince's favor and abusing those out of it. An Asmodean conjurer would no more send a called osyluth on a suicide mission than would a priestess of Shelyn send a called hound archon to a similar fate. All priests at least dabble in understanding the planes; doing otherwise limits advancement in the church (and infernal) hierarchy and risks life-threatening gaffes. Most have skill in negotiation (Bluff, Diplomacy, and Sense Motive are key) and some sell their services to broker large mercantile transactions, treaties, and so on.

A typical day for a priest begins with prayer, a meal, then reporting to a superior for orders or following extant orders if no superior is present. Those with underlings issue orders after receiving their own. Evening prayers usually include a blood sacrifice, typically a small animal

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or some of the priest's own blood. Significant prayer events require greater sacrifice, possibly including a human or other intelligent creature; most temples use slaves or captured enemies for this purpose, though sometimes a traitor or willing servant is the victim. Divine spellcasters usually prepare their spells after evening prayer.

Like Hell itself, the church is very carefully ordered, with a precise hierarchy of reports and detailed means of determining who is superior or inferior within the church; two priests of distant temples can easily establish their relative ranks with only a few sentences. Of course, some priests are effectively independent, especially in lands where their religion is forbidden, and use their magic to pursue their own agenda and their interpretation of Asmodeus's will. Members of the organized church tend to look down upon these solo priests (much as academy-trained mages look down upon hedge wizards) and try to get them to join a known temple.

Along with the ranking priests in the hierarchy, the Asmodean inquisitors command respect and fear. These priests seek out disease and corruption in the tree of the unholy in order to maintain orthodox beliefs. In lands where Asmodeus worship is public, the inquisitors are easy to spot in their iron masks and black robes, and are always alert to news of heresy or blatant ignorance of church doctrine. They maintain a network of contacts and informants, rewarding news with coin, prestige, and greater influence. In Cheliah, they are the secret police, with ears in every part of the country and the tacit blessing of the nobility; as Asmodeus's holy text is the core of Chelish law, they have the authority to arrest and interrogate in addition to their duties within the church hierarchy.

Military Orders & Paladins

As a whole, Asmodeus's church has few organized groups of soldiers, mainly because in most lands their religion is forbidden and a large, open group attracts too much attention. Even in many evil countries, where worship of the Prince of Darkness is openly allowed, tyrannical militaries and despotic laws reduce the need or impetus to create special groups in Asmodeus's name. However, monastic orders aligned with Hell are not that unusual; the rigid discipline and isolated community of such an organization are complementary to the lawful-minded and often-persecuted Asmodean faith.

Paladins also have a strange relationship with the Archfiend. Though the idea of a lawful good paladin serving a lawful evil deity seems ridiculous, it can happen. Asmodeus is primarily a deity of law, with evil being incidental to his concept of law. Very rarely, Asmodeus allows a true paladin to serve him, using him as a tool in lands where a more traditional priest would be hunted. The paladin's duties are always very carefully explained



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and restricted to avoid conflicts that result in evil thoughts or actions; in effect, the paladin is a champion of contracts and law, who happens to be good. This is possible for three reasons: One, Asmodeus can have clerics who are lawful neutral rather than lawful evil; these clerics walk a fine line that avoids outright evil while still promoting order, and therefore in theory a paladin can do the same. Two, the nature of evil does not require one to always be evil; an evil person who doesn't rob, murder, or torture at every opportunity is not at risk of becoming less evil—in fact, an evil person can perform good acts every day, making it entirely possible (though exceedingly rare) for a servant of Asmodeus to be good, having never done an evil act. Three, the deceptions of Asmodeus are subtle and deft, and it's potentially possible for a paladin to believe his efforts and the orderly god's will serve a greater good, though ultimately he serves nothing more than the god of tyranny's cruel agendas.

Such paladins sometimes see themselves as reformers of their church, trying to convince others that it is possible to serve the ultimate law and still be a good person. Religious scholars speculate that these paladins are actually granted powers by another deity (typically Iomedae or Sarenrae) through some complex arrangement with the Prince of Darkness. However, it is possible that having a good paladin in his service benefits his plans in the long run, and that these enigmatic individuals really are serving Asmodeus. Their path is much more difficult than other paladins, and only those lucky enough to die young avoid falling from grace—though what fate their souls face in the afterlife remains a matter of great theological debate.

HOLY TEXT

The Archfiend's doctrine is recorded in the *Asmodean Monograph*, though that work is greatly simplified and relies on numerous appendices and supplementary volumes. The common version of the *Monograph* is a mere 1,000 pages, and covers history, writing contracts, interpreting contracts, exploiting contracts, summoning devils, making bribes, seduction, using magic, creating magic, worship, secrecy, dealing with inferiors, showing respect to superiors, manipulating equals, prayer, dealing with devils, building temples, reconsecrating rival temples, confronting demons, eliminating rivals, dealing with enemies, power, the natural order, law, the fallacy of evil, temptation, sacrifice, literature, diplomacy, subtleties of speech, the hierarchy of Hell, relations to other religions, and dozens of other topics, all within the context of the faith. Its supplemental texts number in the hundreds, each one focusing on, interpreting, explaining, and giving extensive details about a particular topic or subtopic. To those unfamiliar with the complete library associated

with the *Monograph*, a religious discussion between two zealots may appear to be a battle of who can produce the most obscure reference that supports his point; this works because the church is all about law and rules, and knowing which rules trump others and which ones need to be bent or broken to advance a greater cause is crucial. A worshiper could commit an egregious crime against the church but still be forgiven or even rewarded if he found a way to justify it with a brilliant citation of some forgotten bit of scripture, so long as he could prove the act was beneficial to Asmodeus.

APHORISMS

There are countless blessings and exclamations in use by Asmodeus-worshippers, born of superstitions, ancient books of forbidden magic, spontaneous cults, and (occasionally) references in the *Asmodean Monograph*. Yet most are merely variants of three themes.

Great is Asmodeus: A simple yet widely used exultation declaring that Asmodeus is the supreme deity and no other is worthy of veneration. "Hail, Asmodeus!" and "Power and glory to Asmodeus!" are also common.

Lend Me Your Might: Asmodeus's power is great, but it is not freely given—there is always a price. Such an appellation is never spoken by a worshiper of Asmodeus without the willingness and readiness to offer something of great personal value in return, should their cry cause a devil to appear in a blast of smoke and brimstone.

The Kingdom Shall Be His: Just as Asmodeus claims to have once held power over all of creation, his faith envisions an hour when all the multiverse shall come under his dominion once again. This exclamation serves as a validation among the faithful, a call to arms for infernal warriors, and a threat to all who would dare oppose his zealots.

HOLIDAYS

A truly ancient being, old even among the gods, Asmodeus's concept of time is boggling to mortals, and he couldn't care less about marking a specific day of the week, month, or year as more important than any other—they all belong to him, and mortals should bow to him every day. However, the church does recognize a few holidays based on mortal traditions, often set in counterpart to the holy days of opposing good faiths. Thus, Sarenith 10 (countering Sarenrae's Burning Blades), Arodus 16 (countering Iomedae's Armasse), and so on are popular. Most temples also celebrate Leap Day (Arodus 31), seeing it as an extra day to serve their god, giving him additional prayers to make up for the lack by nonbelievers.

Cheliox has its own set of national holidays somewhat associated with the faith. They celebrate the solstices and equinoxes as the Days of Wrath, holding bloodsport

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tournaments. Calistril 19 is Loyalty Day, marking the date when House Thrune cemented its hold over Cheliah. Neth 14 is Even-Tongued Day, a remembrance of bringing Andoran, Galt, and Isger under Chelish control (now more a day of mourning for these lost territories). It is likely that if Cheliah grows, these quasi-Asmodean holidays will grow with it.

RELATIONS WITH OTHER RELIGIONS

Asmodeus is willing to deal with any god or entity as long as he believes that being will uphold its end of the bargain, which means he is open to all but Lamashtu and Rovagug. Even wily Calistria has worked with him in the past, though he typically considers the fickle goddess beneath his notice. Despite ethical differences, he has been a patron of Shelyn, an aide to Nethys, a supplier to Gorum, and an advisor to Iomedae, though it is not something his sometime-partners care to admit. Though he is evil, he is quite charming and can often persuade reluctant deities to temporarily set aside their differences with him for the purpose of a mutually beneficial arrangement. When dealing with potential enemies, he is careful to keep the terms of any agreement clear and obvious lest they become too suspicious of treachery, which would damage his perfect bargaining reputation.

NEW DIVINE SPELLS

Clerics of Asmodeus may prepare *lesser geas* as a 4th-level spell, and may prepare a variant of *geas/quest* as a 5th-level spell that allows a Will saving throw.

INFERNAL HEALING

School Conjunction (healing) [evil]; **Level** cleric 1, sorcerer/wizard 1 (Asmodeus)

Casting Time 1 round

Components V, S, M (1 drop of devil blood)

Range touch

Target creature touched

Duration 1 minute

Saving Throw Will negates (harmless); **Spell Resistance** yes (harmless)

You touch a drop of devil's blood to a wounded creature, giving it fast healing 1. This ability cannot repair damage caused by silver weapons, good-aligned weapons, or spells or effects with the good descriptor. The target detects as an evil creature for the duration of the spell and can sense the evil of the magic, though this has no long-term effect.

INFERNAL HEALING, GREATER

School conjunction (healing) [evil]; **Level** cleric 4, sorcerer/wizard 4 (Asmodeus)

As *infernal healing*, except the target gains fast healing 4 and the target detects as an evil cleric.

Artifacts of Asmodeus

The Prince of Darkness holds ties to numerous artifacts important to Golarion's history. Perhaps the most significant of these is the key utilized to lock away the monstrous god Rovagug within Golarion. Granted to Asmodeus as part of the price for his aid in combating the Rough Beast, this key holds the power not just to bind the god of destruction, but potentially to release him. For untold millennia none have seen the key, Asmodeus having kept its hiding place a secret for ages upon ages. While most assume the artifact lies hidden within the darkest depths of Hell's vault layer of Erebus, or even secreted away in the impossible depths of Nessus, the truth of the matter remains a mystery known to the Archfiend alone.

Seeming to follow in the path of their terrible lord, the priests of Asmodeus have long sought out artifacts themselves, stealing them away from goodly faiths or seeking them in the depths of lore and legend. Such valuable and powerful magical items Asmodean priests spirit away to empower their church, to destroy as offerings to their dreaded god, or—should both prove impossible—merely to keep from the hands of other potential users. Spiteful and covetous, the church of the Prince of Darkness holds that if it cannot make use of some treasure, at least its enemies should be denied the opportunity to turn such a treasure against the faithful.

Customized Summon List

Asmodeus's priests can use *summon monster* spells to summon the following creatures in addition to the normal creatures listed in the spells.

Summon Monster II

Hell hound (LE)

Summon Monster IV

Cerberai (LE)

Summon Monster V

Bearded devil (LE)

SPELLCASTING CONTRACT, LESSER

School evocation; **Level** cleric 5 (Asmodeus)

Components V, S, F (a written contract)

Target willing creature touched

Duration permanent until contractually terminated

This spell functions exactly like *imbue with spell ability*, except that you can imbue the target with any spell you have prepared (instead of just abjuration, divination, or conjunction [healing] spells) and the target may have more than one use of the imbued spells, depending upon the arrangements made when it is cast.

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Casting this spell requires a contract between you and the target, explaining what spells are to be imbued and the circumstances that cause the contract to expire. The contract may be as simple as allowing the target one casting of each of the imbued spells (as per *imbue with spell ability*), or may continue for multiple days or even indefinitely, with the target regaining use of the imbued spells when you next prepare your own spells. You may include any proviso you see fit, such as requiring the target to pray to Asmodeus each morning, or restricting the target to only casting the imbued spells on himself. If the target does not agree to all the conditions in the contract, this spell fails when cast. The contract (and this spell) automatically expires if you or the target dies. While the contract remains in effect, you gain a profane bonus to your Armor Class, saving throws, and checks equal to the highest-level spell you have imbued.

Once you cast this spell, you cannot prepare a new 5th-level spell to replace it until the contract expires. If the number of 5th-level spells you can cast decreases, and that number drops below your current number of active *lesser spellcasting contract* spells, the more recently cast imbued spells are dispelled.

Unlike *imbue with spell ability*, how the target uses the spell has no reflection on your alignment or relationship with Asmodeus; the Prince of Darkness accepts that allowing another access to his magic for good may benefit his plans in the long run. Note that unlike *imbue with spell ability*, you cannot dismiss this spell; you must abide by the contract's termination clause (though the contract may include a proviso for at-will nullification by either or both parties). This spell cannot be combined with *imbue with spell ability* or similar spells to give a target more spells than the limit.

Example: You cast this spell on your 5 HD fighter cohort after negotiating an appropriate contract, imbuing him with the ability to cast *cure moderate wounds*, *magic weapon*, and *shield of faith* once per day for 1 month. If he casts any of these spells, he recovers them when you prepare your spells. Until the contract ends, your 5th-level spell slot used to cast this spell remains expended and cannot be filled with a new spell. Because you imbued your cohort with a 2nd-level spell, you gain a +2 profane bonus to attacks, saves, and checks while the contract remains in effect.

SPELLCASTING CONTRACT

School evocation; **Level** cleric 7 (Asmodeus)

This spell functions like *lesser spellcasting contract*, except if the target has 9 HD or more, you can imbue him with one or two 2nd-level spells and one 3rd-level spell.

SPELLCASTING CONTRACT, GREATER

School evocation; **Level** cleric 9 (Asmodeus)

This spell functions like *lesser spellcasting contract*, except if the target has 13 HD or more you can imbue him with one or two 4th-level spells and one 5th-level spell.

PRIESTS OF ASMDEUS

With Asmodeus being a major deity in Golarion, his priests come from a wide variety of backgrounds and possess greatly varying temperaments.

Dirian Chax (LE male human cleric of Asmodeus 6) is what most people picture when they think of a devil-worshiper—pale, evilly charismatic, with dark secrets and a fondness for bloody sacrifice. Dirian is not ashamed of his beliefs, but knows that open worship in most places will get him killed, so he pretends to be just a skilled rogue, using his magic to quietly augment his abilities. He has an excellent instinct for finding disaffected youths to recruit into Asmodeus's faith, drawing them in with promises of wealth, power, and sex. He is a misogynist and takes great pride in defiling virtuous virgins, and some of his victims end up as sacrifices in hidden rituals.

Jovano Canalito (LN male human cleric of Asmodeus 3) works as part of a Chelish diplomat's entourage. Specifically chosen for this work because of his moderate leanings, he allows the church to keep an eye on traveling Chelish officials, yet still present a non-evil face to sensitive foreigners. He is a passable painter, and studied in Westcrown before deciding to join the church when his ambition outstripped his talent. On trips abroad he usually sketches several interesting landscapes, painting them when he returns home (usually with his employer or other notable Chelish figures in the foreground, whether or not they were present). Because of his frequent travel, he is an easy contact for other members of the faith in hostile lands, and can carry messages back to Cheliah or to hidden church officials.

Ludoviro Scarpo (LE male human cleric of Asmodeus 7) is the son of Aspexia Rugatonn, head of the church of Asmodeus in Cheliah. Determined to prove himself worthy without relying on his mother's name and reputation, he joined the church under his father's name and worked his way up through the hierarchy, doing whatever tasks he could to prove his devotion and loyalty. Tall and lanky, with creases on his brow from intense concentration, he has an analytical mind and can quote much of the *Asmodean Monograph* from memory. He is waiting for official approval on his request to become an inquisitor, though as his relationship to the head of the church is now public, he wonders if those responsible will agree based on his merit or solely on his mother's name and reputation.

PLANAR ALLIES

All manner of devils serve Asmodeus, and he has little use for other fiends who do not submit to his infernal hierarchy. The church keeps accurate records about prominent devils appropriate for summoning to the

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mortal plane, and the *Asmodean Monograph* lists several dozen notable allies for various purposes. Asmodeus's current herald is known by many names, though in Hell he is most often known as Basileus (see page 78). The following are just a handful of the fiends most often summoned by the church of Asmodeus, largely as such creatures seem either interested in working toward infernal goals on Golarion or not overtly hostile to mortal life. This hardly means such beings are friendly, even to their lord's worshipers, and even the most potent worshipers of the Archfiend remain wary when dealing with their master's slaves. Each description also includes something the devil favors, which might be useful when determining a payment for *planar ally* spells or making Charisma checks as part of *planar binding*.

Arro the Ashensun: This jet-black pit fiend is sullen and disinclined to converse, but is ruthless in battle and a cunning, strategic mastermind. He bears with him a deadly orb he calls the *ashensun*, said to be able to quench any flame and spread utter darkness. Those who offer Arro the ashes of a freshly slain archpriest or goodly prince gain a +2 bonus on their Charisma checks when dealing with the pit fiend.

Calamyar: This bearded devil enjoys carrying impaled victims on his glaive, letting them die in agony over several hours. If he is offered and allowed to slay a sentient mortal as part of his summoning, a conjurer gains a +2 bonus on his Charisma check while dealing with the bearded devil.

Fristax: This bright red imp has served more than thirty famed diabolists in his time, taking a role in some of the greatest diabolical incursions in history. Quite clever and insightful despite often acting like a fool, Fristax is skilled at suggesting brilliant and terrible machinations that his master takes as his own ideas. Those who offer the imp rewards in the form of kingly accouterments—crowns, scepters, orbs, and so on—appeal to his egotism and gain a +2 bonus on their Charisma checks.

Liyamzam: This erinyes only agrees to serve female summoners in acts involving vengeance or justice. She flecthes her arrows with her own wing

feathers and bears a rope that appears to be made from canine entrails. Offering the erinyes the head of a man grants her summoner a +2 bonus on their Charisma checks (a +3 bonus if the man is particularly handsome)

Marago: This ancient bone devil is an expert researcher, but has a habit of trying to drag summoners to Hell with him if he feels their faith is insufficient. His wings are festooned with the skins of failed or inept diabolical summoners and his barbed stinger drips black poison like some noxious quill. Any summoner who offers him a book of arcane lore he is unfamiliar with (a 40% chance for any tome) gains a +4 bonus on Charisma checks to deal with the bone devil, though those who offer him a tome he has already seen (a 60% chance) take a –2 penalty.

Redomeus: This horned devil is a fearsome champion of Hell's legions, his body burned terribly but still quite vital after an ancient battle wherein he was swallowed whole by a black dragon—slaying it in his gory escape. His +2 *unholy spiked chain* is called *Blackfire* and was made from a kyton's chains. Any summoner who offers the cornugon a greater weapon or offers to enchant *Blackfire* gains a +4 bonus on Charisma checks made when dealing with him.

Tursax: This barbed devil is easily recognized by the forked series of barbs running down his spine. A skilled sentinel with a penchant for lurking upon ceilings, he prides himself on having defended more than 300 separate treasures or wards for summoners over the centuries. Conjurers who summon him to guard a particular person or object gain a +2 bonus on their Charisma check when dealing with Tursax, though those who request he perform other duties take a –2 penalty.

Vrs'vlt: This sagely ice devil never touches the ground, sitting cross-legged in the air as it silently scrutinizes all before it. Bearing a scar on its chest from the blade of a now-dead planetar, this ice devil exudes a sickly green gore that leaks endlessly from the unhealing holy wound. Any who give the devil a chance to test its wits against the armies of the upper planes gains a +2 bonus on their Charisma checks when dealing with Vrs'vlt.



Hell's Pawns Part 5 of 6



Blackrose Gardens

We cross Thrune Square and pass beneath the enormous bronze statue of Queen Abrogail I ascending to her throne on a stairway of prostrate men and devils.

It's not the sort of shortcut I like, since it puts Count Jeggare's conspicuous red carriage right in the thick of society gossips in Egorian, but the driver is anxious that we fetch the boss on time, and I kept the halfling waiting during my rendezvous with Pavanna. He takes out his frustration on the horses, slapping the reins with a powerful crack that makes me reevaluate his strength. I decide to buy him a pint later, both to soothe his feelings and because he managed to shake off the Paralictor's goons before picking me up in Bridgeside.

The slip angles north for a few streets before slowing for the turn toward House Henderthane, but instead of taking it he drives past. Before I can ask what he's doing, he opens the panel and jerks his head to right. I peer through the window to glimpse a pair of Hellknights standing at the gate to House Henderthane.

Elliendo must be shutting off every lead he knows we've been chasing in the Henderthane case. I hope the boss had time to slip out before the Order of the Scourge arrived.

"Where to?" asks the driver.

The boss didn't name a backup location, but nearby there's one we've used before. "Blackrose Gardens," I say. The driver cracks the reins again.

Sometimes the boss gets nostalgic about the days before the Thrunes signed the Infernal Compact. That was before my time, of course. It was before my grandparents' time, and Jeggare himself was still a young scion of Cheliox, notorious as the bastard child of Countess Pontia Jeggare. After a few of his fancy cordials, he sometimes muses about the days when the surrounding fields were full of roses, both the red, which had always grown in the region, and the white, which the god Aroden created upon his arrival in Egorian. When Aroden died, however, all the white roses of Egorian turned black, and builders ever since have favored red-veined black marble in new constructions. The architects call this color scheme part of their "Egorian

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School,” but everyone knows they stole it from the flowers of Blackrose Gardens.

The driver detours around the streets surrounding House Henderthane before passing through the rose-twined gates of the oldest public garden in the city. Inside is a labyrinth of topiaries, fountains, pavilions, and beds of flowers imported from all over Golarion. Everywhere among the thousand features of the garden are the black and red roses, married in twines to form high walls and arches.

Here’s where I came to escape when I was a kid no older than Gruck, the Goatherds’ latest recruit. A few hours wandering the shaded lanes of Blackrose could cool me off after a scuffle with one of the other gutter rats or one of the endless indignities Zandros used to toughen us up. It was here that I first caught sight of the boss as he followed a winding bluestone path among the statues of Chelish nobles whose names have long since been erased by the rain. Later, that promenade became a regular rendezvous when we split up to follow separate leads on a case.

The slip drives slowly past the southernmost statues, a pair of stout lords holding rods and scales for justice and commerce. Beyond them, a muffled figure emerges from behind the armless statue of a centaur. Jeggare hurries to the carriage, where he shrugs off the oversized footman’s coat and throws it inside as I open the door. Rather than entering, he nods toward a triangular reflecting pool among the statues, and I follow him there.

He doesn’t speak at first, instead pacing the gravel perimeter of the pool. A cool breeze ripples the lead-gray water, rocking the lily pads. I shadow him for a complete circuit and two more sides before I can’t stand it anymore.

“I caught up with Pavanna Henderthane.”

“Yes,” he says in that tone that tells me he already figured that out. I pinch up a fold of my shirt and sniff. It still smells of that Andoren perfume the boss noticed after I first met her. “What did you learn from your encounter?”

I tell him the story about her gambling. When I get to the part where Zandros the Fair bought up her debts and forced her to alter legal contracts with her magical calligraphy, Jeggare turns to face me. He can tell by my expression that I know how serious her crime is. In Egorian, killers go to the salt mines. Forgers go to Hell.

“What did you find at the house?” I say, hoping to nudge him back to the original question: Who killed Pavanna’s father?

“Much more than I expected for a short visit,” he says. “When I arrived, the butler was receiving news from Rusilla, the nurse we saw escorting him from the Scion’s Academy. When I enquired about her association with House Henderthane, I learned that she was originally employed as Morvus Henderthane’s wetnurse.”

That was unusual, as most wet nurses remained only until a child was weaned. “So why did she stay on?”

“My very question. When I asked, she became agitated at the sight of someone behind me. I turned to look, but the door had just closed. Before I could investigate, Morvus appeared, and propriety demanded I greet him. After Rusilla withdrew, I remarked upon her obvious distress, and Morvus seemed sincerely mystified as to its cause. His concern was such that he summoned the butler to send a maid to inquire after her health.”

“You keep all the exciting jobs for yourself.”

He doesn’t smile at my jibe. “Within minutes, a chambermaid’s scream summoned us all to an upstairs guest chamber. We found her body just inside, partially blocking the door. Can you guess how she died?”

I nodded, realizing he had lost his sense of humor for good reason. “Hell coal.”

“Just so,” says. “Young Morvus kept his wits about him. He ordered an immediate search of the house, with guards at every door. No sooner were the gates sealed, however, than Paralictor Elliendo arrived to demand entrance.”

“I take it that’s when you slipped away.”

“Naturally I begged permission of my host to depart by way of the servants’ entrance.”

“He didn’t mind?”

“No,” says Jeggare. “In fact, he seemed thrilled to be party to an intrigue. I pray he will not regret the courtesy. In any event, I hoped your keen eyes would mark the presence of the Paralictor’s men and seek me here. Well done.”

I can’t stop thinking of the danger Pavanna has put herself in by hiring us to look into her father’s murder. No matter whether or not we solve that mystery, she’s still on the hook for forgery, and Zandros holds the line.

“What do we do now?” I ask.

“We drop the inquiry,” says Jeggare. “That is assuming you have already told Miss Henderthane that she must flee the city. Her welfare is your chief concern, is it not?”

“Well, yeah,” I say, surprised that the boss would give up so easily. Either he’s gotten bored or there’s something he’s not telling me. “I just can’t imagine your letting it drop just like that, especially with Elliendo treading on your heels. Don’t you want to put a thumb in his eye?”

Jeggare sighs. “Do not imagine some romantic rivalry between me and the Paralictor. I’ve told you, he is more dangerous than you credit him.”

“But maybe he’s behind Henderthane’s death. You could expose him.”

Jeggare sighs, impatient with me. “If Henderthane had offended Elliendo, it would have been far easier for the Paralictor to root out some legitimate offense for which he could punish the man. Henderthane would have died on the scaffold or been sent to rot in prison. Elliendo employs law as his weapon. He is a cruel but entirely just man.”

Before I can object, the boss raises a hand for silence. He’s looking past my shoulder. I turn to see a pair of

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heavily armored men holding the bridles of the horses attached to the red carriage. The driver stands beside them, mournfully gazing at the cap clutched in his hands.

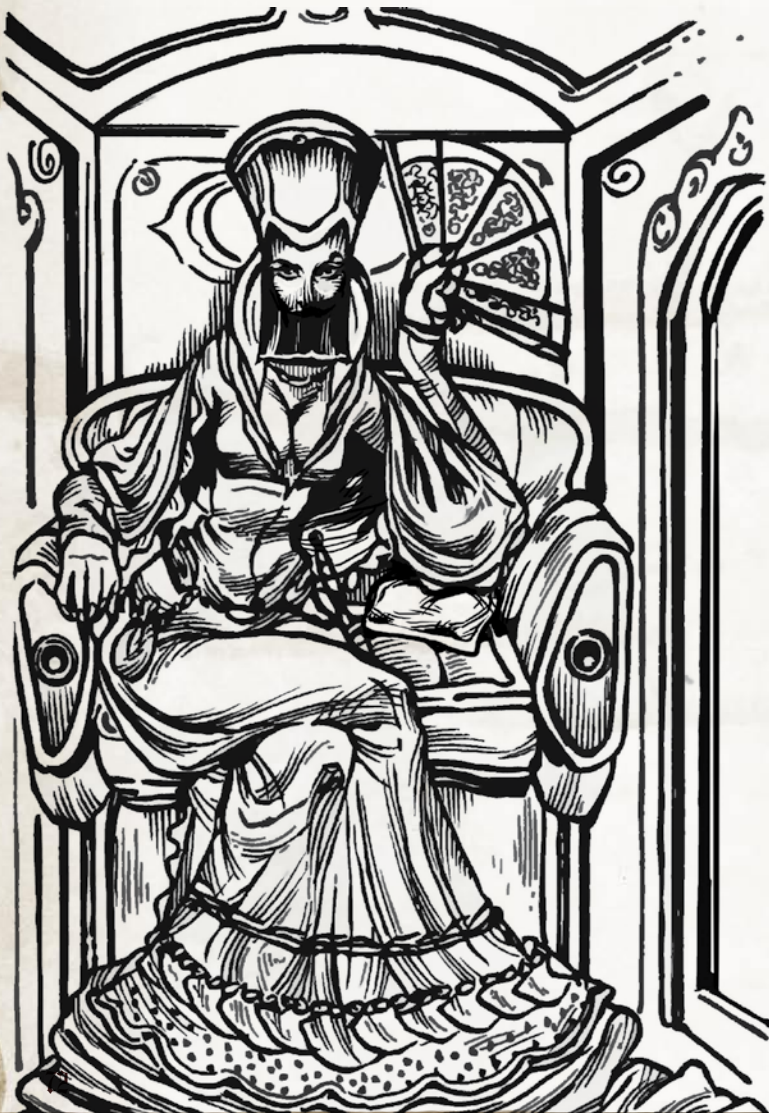
From between statues on either side of the winding path emerge more men, their hands on the hilts of their swords. There are more than enough to prevent an escape. When I meet the gaze of one, he gestures north.

There at the opposite end of the promenade stands the Royal Carriage, its golden panels turning orange in the sunset. At either side of its broad central doors stands a footman in the livery of House Thrune.

The footmen open the carriage doors. The sweep of their hands makes the invitation obvious.

I don't expect the Queen herself, but my throat pinches closed when I see the woman who awaits us in the carriage.

"If you ever think Thrune has promised you something, you're mistaken."



Most of her is red velvet on deep golden silk, all of it beaded with gold on black lacquer. If the boss quizzes me later on the details, I'll be at a loss, because all I can see once my stare rises above the edge of her veil are those eyes, black abysses shaded by lashes thick as horse hairs. Her eyelids are faintly purple as if bruised by the sights they have witnessed.

Inside the carriage, the boss makes one of those awkward sitting bows look elegant. He says, "Your grace."

"I have no title," says a husky voice from behind the veil. "I am but an emissary. And you shall have no need to refer to me by any name, as you will never speak of this meeting."

Jeggare nods his understanding. When those eyes turn to me, I nod also.

"Tell me everything you have learned about the Henderthane matter."

The boss never shares the details of one of his investigations, but this time he doesn't even hesitate before reciting a concise summary of the case so far. I'm grateful that he omits certain details, like Pavanna's obligation to Zandros.

"Where will your investigation turn next?" says the veiled woman.

"In truth," says Jeggare, "I had just decided to drop the investigation altogether."

"Oh, do not allow my interest to deter you."

"My decision was made before I became aware of your interest," says Jeggare.

"Perhaps you are concerned about the Paralictor?"

Jeggare inclines his head, acknowledging the point.

"It is certain that in all inquiries concerning the Henderthane murder, wherever they shall lead, the throne shall hold you blameless."

"You're meaning both of us?" I say.

The boss shoots me a warning glance, but the emissary's eyes smile, and she inclines her head slightly.

"You said wherever the inquiries shall lead," says Jeggare. "Would that include trespassing on ground dedicated to the Prince of Law?"

"You refer to the Scions Academy?"

Jeggare nods. While the place is a school, it is also officially a temple to Asmodeus, and offenses against its teachers are punished as harshly as those against priests.

"If you were to find some evidence of criminal activity within the Academy, I imagine it unlikely you should be liable for trespass."

"Unlikely?" I say.

"Highly unlikely," says the emissary. "And yet also I imagine it likely that one who revealed wrongdoing within those halls would enjoy a certain amount of favor from the throne."

"I don't suppose we could have that in writing."

Ignoring me and sensing the interview is concluded, Jeggare makes another of those sitting bows. I bob my

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head and open the door for him. Outside, the footmen close it behind us before leaping up to their posts on the back of the carriage. The rider slaps the reins, and a team of thirteen horses pulls away. The royal guards form ranks and follow at a trot.

Once they are out of sight, I say, "I've come around to your way of thinking on this. I'll find Pavanna and tell her to leave town tonight. We can go, too. You've always wanted to go back and visit all the Pathfinder high mucky-mucks in Absalom, haven't you?"

"Oh, it's far too late to run," says the boss. "Besides, this inquiry finally became truly interesting."

"No, boss, it's suicide."

"Possibly," he says. A faint smile of determination forms on his long face. "But unlikely."

I sigh, knowing I can't change his mind. So I can tell him I told him so later, I say, "Aren't those the words this emissary used?"

The big front doors of the Scions Academy stand at an intersection graced with four bright lamps. Little street traffic circulates at this hour, but I spot a few late-night strollers in every direction, and at least one is bound to see me if I fiddle with the locks in such a conspicuous spot. The servants' entrance from the back looks promising until I notice a pair of dottari strolling up the alley. I touch my chin in greeting as I pass them, and they return the courtesy with a snarl reserved for half-breeds and villains. Being both, I can't complain.

I waste a good ten minutes taking the long way around for an approach at the third possible entrance. A small courtyard abuts Verduran Avenue, but its high iron fence bristles with razor thorns, and the lock has one of those dwarven trap-covers that snapped my best picks a few months back. This time I have something better than a pick. From a sleeve pocket I remove the keys I took from Korva's office and select the one that looks the right size. It snaps the cover aside and fits snugly into the keyhole. I turn it as gently as I can, but it still makes a terrific clack. The silver lining is that the boss needs no further signal to hurry across the street and join me inside the fence.

We creep along the hedges and into the deeper shadows. There are two doors in the courtyard, and I try the one without a bright lamp beside it first. None of Korva's keys fit, so I move back toward the lighted door, listening for any sound of the dottari. I hear nothing but the distant clop of hooves from the direction of Thrune Square.

The second key fits, so we slip inside, close the door, and stand there a few seconds to let our eyes adjust to the gloom. One thing the boss and I have in common is keen vision, thanks to our mixed heritage. In a few seconds, we can see well enough to leave the antechamber and enter a cloakroom full of boy-sized capes and hats hanging above rain boots

stacked atop neat ranks of footlockers. We walk out into a corridor and follow it to an apparently central intersection.

To our left is the windowed hall we saw upon our first visit, with classrooms on each side and the administrators' offices at the end. I see moonlight glimmering on windows to the right and figure there are more classrooms. The corridor ahead leads west to the center of the Academy. We follow it and find a pair of opposing doors, one of them decorated with carvings of the famous scene known as "The Triumph of Hell over Chaos," the battle in which Asmodeus threw a legion of demons back into the Abyss from a vantage atop the cage of Rovagug.

Beyond the unlocked door we find pews for about a hundred occupants arrayed before a bronze of Asmodeus raising a triumphant hand, from which hangs an open scroll. It is the most common depiction of the Prince of Darkness in Cheliah, the scroll representing the Infernal Compact that binds the nation to his worship and the legions of Hell to the command of the monarch of Cheliah. As we're giving the place the once-over, I notice the boss sniffing the way he does to savor a fine brandy.

What? I sign to him.

He inhales deeply and gestures for me to do the same.

I take a deep breath but smell only the lingering ghost of incense lurking beneath the fresh scent of the fir pews.

The place shouldn't smell this fresh if it sees daily use. It's only for show.

The boss points me toward the door, letting me lead the way. Once out of the brazier light from the chapel, we let our eyes adjust again. None of Korva's keys fit the opposite door, so I go to work. Drawing the picks from a sleeve pocket, I spend a few minutes probing the lock before we hear the click. Inside we find a gymnasium with a two-story ceiling topped with skylights. We make a circuit of the chamber, peeking into a few dressing and storage rooms. The boss gestures back to the hallway.

I use Korva's key to open the door to her office and step inside. The boss follows, closing the door behind and gesturing to the windows. Once I've closed the curtains, he ignites a palm lamp and shines the light across the shelves and desk. I flip back the rug to show him the trap door I discovered earlier. He nods while collecting ledgers to lay open upon Korva's desk. While he skims their contents, I try Korva's keys in the lock on the trap door. The third one does the trick.

"Try the Headmaster's office," whispers the boss. I leave him to his browsing and slip out into the hall. As I could have guessed, Korva's keys are no use on Orxines' door, and after a good fifteen minutes of futile probing with my lock picks, I return to Korva's office.

Jeggare has been making stacks of ledgers, one tall and another consisting of only two books. I wait while he finishes his division, skimming the last few volumes

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before adding them to the tall stack. He takes the short stack and leaves the rest.

"Do we have what we need?"

Jeggare frowns. "No, only more tantalizing clues. As we suspected, the Academy students were all born within about a month of each other."

"Which means what?"

He strokes the bridge of his nose for a moment before speaking. "Some sort of magical connection," he says. He looks as though he's about to say something else, but then he opens one of the ledgers and points to an annotated list divided by headings of "Commerce," "Law," "Military," "Clergy," "Arcane," and a dozen other categories. "It appears the Headmistress has particular expectations of her students. Virtually every facet of Chelish power is represented by the boys' families and their expected future endeavors."

"That's not exactly a surprise," I say.

"No," says Jeggare. "Yet it does seem odd to have it all scheduled here in the headmistress' office. It is as though Korva somehow expects to orchestrate something. The boys' futures, perhaps."

"Isn't that what the Academy is for?"

"Certainly not," says Jeggare. "The noble houses entrust the Academy with their sons' educations, not their destinies."

"But with Einmarch Henderthane's death, suddenly Father—that is, *Headmaster*—Orxines becomes 'Uncle' Orxines, the most influential man in the young man's life."

Jeggare tilts his head as he looks at me. "That is an interesting point, but to eliminate so many parents is unfeasible. Even a small number of untimely deaths would draw too much attention."

"To what, exactly?"

"That I still cannot deduce," he says.

A clamor of hooves and carriage wheels makes us both freeze in place. Drunken laughter breaks over the cobblestones as the driver cracks the whip and turns north, toward the Triumph District.

I part the curtains with a finger and peer outside. The street looks empty. "We shouldn't linger," I say.

Jeggare nods. "We can take these with us. Let us see what lies beneath the classrooms."

"I can't get into the headmaster's office," I say. "It doesn't seem like a hard lock, but nothing gives."

"I would be surprised if it were not magically warded," says Jeggare. "But perhaps not so from beneath." He nods at the trap door.

I think about the sorts of things I've found in Egorian basements and take a deep breath. Beneath the trap door is a steep, narrow stairway. The boss hands me his palm lamp, and I lead the way.

The stairs spiral fifteen feet down to a curving hallway that joins another from the direction of the Headmaster's office. Together they intersect a larger hallway running

north, this one lined in mosaic tiles forming images similar to those of the Triumph of Hell, but with a crucial difference: Rather than the hordes of the Abyss, mortal armies are the foes trampled beneath the hooves of Asmodeus. Hurling mortal monarchs into cages resembling the prison of Rovagug are human generals resplendent in gold and black armor, all bearing not the Chelish arms but simply the symbol of Asmodeus.

Jeggare gives me a look that tells me he's thinking the same thing I am about the downstairs decorator. Whoever it is doesn't place much stock in the Infernal Compact that allies Hell's Legions with the Empire of Chelias.

From the passage leading to the space beneath Orxines' office comes a rotting odor. The boss pulls a scented handkerchief from his sleeve and holds it over his nose and mouth, waving me forward with the palm lamp.

This door is different from the others, heavier and with a big lock built into the iron frame. It's the sort of thing you'd expect to see on a warehouse. Fortunately, I've had lots of practice picking warehouse doors, and within a minute I open it. The boss shines his lamp inside, and the charnel stench snaps my guts like a whip.

On the floor of the pentagonal room is a summoning circle formed of a deep red waxy substance, mounded here and there at the stump of an old candle. Within the circle lies a profusion of lines, pentagram on hexagon beneath trapezoids and shapes I don't have words for. I feel sick just looking at it, but that beats looking at the flaccid hunks of human flesh that hang from iron thorns along the walls and the domed ceiling, all strung together with viscera and a twine of human hair. In the center, hanging from the ceiling on a thick stalk, is a wet leathery sac that slowly pulses.

Jeggare turns away from the gruesome chamber, kerchief tight against his mouth. I look just long enough to be sure there are no other exits from the room, then shut the door quietly, hoping we haven't awakened whatever is inside.

"What did they summon?" I whisper, backing slowly away from the summoning chamber.

"I cannot be certain without consulting my library," says Jeggare, following, "but I would guess it is a great begetter."

"What, an incubus?" It's hard to imagine that a demonic cult could hide within an Asmodean order.

"Not exactly," says Jeggare. "Both demonic and diabolic fiends have seducers among their ranks. Succubi are the most popularly known, and the demonic incubus is the male counterpart, but of course it does not require one of the seducers to produce half-fiendish offspring. The most infamous of such half-breeds were first documented in—"

"I know we're in a school, boss, but is this really the time?"

"Of course," he says. "The resulting offspring would be the first generation of what we know as, well..." He gestures an apology toward me.

"Tieflings," I say for him. "Hellspawn."

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He nods.

"But all of the boys look perfectly human."

Jeggare keeps nodding. "Not all tieflings have discernibly infernal features."

"But that's rare, isn't it?"

"Correct. To cause an entire cohort to appear human would require a great coincidence, or some other commanding force."

"Like a specialized tiefling-making devil?"

He nods again.

"Boss, I think it's time to get out of here."

"Yes," he says. "But let us first take a look beyond that hallway. If my estimate is correct, it should lead to a chamber directly below the unused chapel we saw upstairs."

"Considering what we just saw—"

"Just a quick look," he says, gesturing once more with the palm lamp as he tucks the handkerchief back into his sleeve.

Past the hall of infernal triumph is a pillared chamber similar to the upstairs chapel, only twice the size and with a pair of wide doors on the left wall. Rather than pews, rows of pebbled kneeling stones are arrayed before another statue of Asmodeus, this one gilt and fitted with rubies at the eyes. In its muscular arms it holds out what looks at first to be another copy of the Infernal Compact, this one covered with a thick layer of parchment signed many times at the bottom in dark brown ink. Among the signatures we spot several familiar names, the sort you'd expect to see on engraved social invitations: Wintrish, Krupt, Henderthane, Elliendo... even one Gellius Jeggare. The boss senses my curiosity and whispers, "Second cousin."

"Can we go now?"

Jeggare nods. "Just let me take this," he says. As he carefully peels the parchment away from its panel, I check out the other exit. The doors lead up to a wide stairway that I follow to a trap door beneath the gymnasium bleachers. Just before I return to the hidden chapel, I notice a fine mist rolling in beneath the gymnasium door. I'm no wizard, but I have a good idea what that means.

I hurry down the steps and say, "We've got company."

The boss tucks the parchment beneath his doublet, but before we can escape, a nude and glistening man emerges from the hallway.

It takes a second to recognize him as Headmaster Orxines. I don't care who you are, when a naked person surprises you, the face isn't the first thing you see. I'm briefly envious of more than his neat yellow beard.

Orxines catches the look on my face, and for the first time in our acquaintance, he smiles. "Much simpler this way, no?"

It occurs to me that he's wet, and I realize it was Orxines who was sleeping in that horrible pod.

"No more intrigue," he says. "Down to business."

"So you're ready to give yourself up?" I try. Sometimes I just can't help myself.

Orxines smiles, scratching at a spot just below his left nipple. He presses hard enough to break the skin, and a trickle of blood runs down his side.

"I think the Headmaster means he appreciates the opportunity to express his plan to an appreciative audience."

"My dear Count," Orxines laughs, "has that ploy ever worked?" His bloody fingers dig into his skin, and he tears a long arc down his ribs and across his lower belly. Beneath the flesh, where a man should keep his guts, a mass of dark limbs unfolds. "No," Orxines says. "I meant it is a great relief to take off this damned costume."

"Shrines to Asmodeus are everywhere in Cheliox—so why does this one make me so nervous?"



Council of Thieves




BESTIARY SYMBOLS

Creature Type

-  Aberration
-  Animal
-  Construct
-  Dragon
-  Fey
-  Humanoid
-  Magical Beast
-  Monstrous Humanoid
-  Ooze
-  Outsider
-  Plant
-  Undead
-  Vermin

Climate

-  Cold
-  Extraplanar
-  Temperate
-  Tropical

Environment

-  Desert
-  Forest/Jungle
-  Hill
-  Mountain
-  Plain
-  Ruins
-  Swamp
-  Sky
-  Underground
-  Urban
-  Water

Bestiary

"Lindra followed him into that wood despite my warning, of that I'm sure—simple, romantic fool. Of course, the thing wore the mask of Rynall, and that was enough for her wounded heart. But death offers no sure returns, and none return from beyond unchanged. I can see her, blindly wading through the dark briars, terrified yet holding out a lover's idiot hope, blind to all reason would prove. And in that dark tangle she doubtlessly was reunited with her lost love just as she so desperately wished. Yet never has the lover's oath of an undying union seemed such a curse."

—Ailson Kindler, "Bleak Heart"

Bestiary

Beings that haunt the darkest reaches of Golarion and the planes beyond stalk this month's entry into the Bestiary. From creatures that know only the world of shadow to races from unexplored realms, these denizens of mystery and the night bring new terror and strangeness to the land.

Wandering Monsters

This month's adventure, "Mother of Flies," takes characters beyond the streets and shadows of Westcrown, leading them into the wilds and away from sight of the city's semi-comforting walls. One need not go far to find the edges of so-called civilization, even in a land as supposedly tame as Cheliah, and to chance encounters with all manner of dangerous creatures. Such is made all the more true when the PCs risk wandering into a war between rogues and the murderous denizens of a slighted hag matron.

Although the majority of creatures presented in this month's random encounter chart trend toward the deadly and unusual, such should not be taken as typical of the Chelish wilderness. The forests around Westcrown have been turned into a skirmishing ground for all types of strange creatures, many drawn from the depths of the Darklands and conjured by weird and terrible magic. Normally, the most dangerous things found in the wilds so near the city are mad dogs and the occasional stray stirge, but with the sudden assault on Hagwood, numerous dangerous beings have answered the Mother of Flies' call to arms. At the same time, agents of the Council of Thieves and the Drovenga siblings' thugs hunt the land as well (some recruited and lured to the city's immediate vicinity from as far away as the Halikarnassos Hills), seeking to put an end to the bothersome hag. While the hag's allies are likely to attack travelers from the city on sight, believing them to be trespassers and assassins, thieves who don't recognize the PCs might prove less immediately deadly than the witch's minions. Though parties who have already made a name for themselves as enemies of the Council might merely be attacked on sight, the criminals hoping to garner favor by slaying the bothersome champions could prove even more threatening, tracking the party through the darkened woods.

GMs who truly wish to make the wilderness outside of Westcrown feel like it's in the midst of a strange kind of war might combine multiple encounters, pitting monsters against rogues. In such a case, you can roll on the wandering monster table twice—if the results aren't creatures that would clash, simply ignore the second result and run the encounter with the first result as normal. If you generate two opposing encounters, though, the PCs could well find themselves witnessing a clash between

Westcrown Environs Encounters

d%	Encounter	EL	Source
1–3	1d4 gryphs	3	see page 22
4–8	2d6 human skeletons	3	<i>Bestiary</i> 250
9–12	1d6 wolves	4	<i>Bestiary</i> 278
13–14	1 barghest	4	<i>Bestiary</i> 27
15–19	1d8 warhounds (riding dogs)	5	<i>Bestiary</i> 87
20–23	1d4 biting fly swarms	5	see page 23
24–28	2d6 stirges	5	<i>Bestiary</i> 260
29–33	1d4 assassin vines	5	<i>Bestiary</i> 22
34–36	1d4 dark creeper footpads	6	see page 25
37–41	1d4 centipede swarms	6	<i>Bestiary</i> 43
42–46	1d4 shadow rat swarms	6	see page 37
47–52	1d6 thieves	7	see page 12
53–56	2d10 jinkins	7	see page 20
57–60	1d6 giant stag beetles	7	<i>Bestiary</i> 33
61–63	2d6 giant leeches	7	<i>Bestiary</i> 187
64–65	1d4 redcaps	8	see page 14
66–70	2d6 ogres	8	<i>Bestiary</i> 220
71–72	2d4 satyrs	8	<i>Bestiary</i> 241
73–76	1 dark stalker guildsman	8	see page 25
77–79	2d6 giant wasps	8	<i>Bestiary</i> 275
80–82	1d8 shadow mastiffs	8	see page 31
83–85	1d4 will-o'-wisps	8	<i>Bestiary</i> 277
86–89	1d4 hill giants	9	<i>Bestiary</i> 150
90–94	1 spirit naga	9	<i>Bestiary</i> 213
95–96	1d6 chuuls	10	<i>Bestiary</i> 46
97–98	1 giant flytrap	10	<i>Bestiary</i> 134
99–100	1 vrykolakas	10	see page 88

the civilized world and the wild. Allow the PCs to decide which side to ally with—at least on a battle-by-battle basis—or how they might attempt to avoid being dragged into fights that aren't their own, leading to all manner of unusual and interesting encounters. Endearing themselves to one side might also aid the party for a short time, and potentially help them when confronting some of the challenges in Part 2 of this month's adventure.

Allies of the Mother of Flies: The following creatures from the table above owe allegiance to the Mother of Flies (or at the very least, oppose the invasion of Hagwood by outsiders): biting fly swarms, centipede swarms, giant stag beetles, giant wasps, gryphs, jinkins, redcaps, satyrs, and stirges.




Council Agents: The following creatures are allied with the Council of Thieves: dark creeper footpads, dark stalker guildsmen, hill giants, ogres, shadow mastiffs, shadow rat swarms, thieves, and warhounds.

All other creatures listed on the table above are unaligned, and could find themselves in conflict with either the Mother's allies or the Council agents.

Council of Thieves

BASILEUS

This comely young man is clad in fine silken robes and gold thread, with hair the color of sunbeams. He smiles slyly, and his eyes smolder with Hellish flames and the suggestion of power and terror beyond mortal reason.

BASILEUS	CR 15	  
XP 51,200		
LE Medium outsider (devil, evil, extraplanar, lawful)		
Init +10; Senses darkvision 60 ft., low-light vision, see in darkness; Perception +23		
DEFENSE		
AC 28, touch 16, flat-footed 22 (+6 Dex, +12 natural)		
hp 200 (16d10+112)		
Fort +12, Ref +18, Will +16		
DR 10/good; Immune fire, poison; Resist acid 10, cold 10; SR 26		
OFFENSE		
Speed 30 ft., fly 60 ft. (perfect)		
Melee touch +24 (1d8+8) or 5 slams +24 (2d6+8 plus grab)		
Space 5 ft.; Reach 5 ft.; 15 ft. with slam		
Special Attacks terror, terror shape		
Spell-Like Abilities (CL 16th)		
At will— <i>cloudkill</i> (DC 22), <i>false vision</i> (DC 22), <i>greater teleport</i> (self plus 50 lbs.), <i>mirage arcana</i> (DC 22), <i>persistent image</i> (DC 22), <i>scorching ray</i> , <i>tongues</i>		
3/day— <i>crushing despair</i> (DC 21), <i>dimensional anchor</i> (DC 21), <i>ethereal jaunt</i> , <i>greater dispel magic</i> , <i>greater invisibility</i> (DC 21), <i>instant summons</i> , <i>legend lore</i> , <i>nightmare</i> (DC 22), <i>phantasmal killer</i> (DC 21), <i>true seeing</i>		
1/day— <i>geas/quest</i> , <i>summon</i> (level 5, 2 bone devils, 75%), <i>grant 1 wish</i> (to mortals only)		
STATISTICS		
Str 26, Dex 22, Con 25, Int 26, Wis 19, Cha 25		
Base Atk +16; CMB +24; CMD 40		
Feats Blind-Fight, Combat Reflexes, Deceitful, Improved Initiative, Improved Iron Will, Iron Will, Lightning Reflexes, Persuasive		
Skills Acrobatics +22, Bluff +30, Diplomacy +38, Disguise +27, Escape Artist +22, Fly +14, Intimidate +38, Knowledge (arcana) +24, Knowledge (planes) +27, Perception +23, Perform (Oratory) +23, Sense Motive +23, Sleight of Hand +22, Spellcraft +27, Stealth +25; Racial Modifiers +8 Diplomacy, +8 Intimidate		
Languages Abyssal, Aklo, Celestial, Common, Draconic, Elven, Giant, Infernal, Undercommon; telepathy 100 ft., <i>tongues</i>		
SQ veil of forms		
ECOLOGY		
Environment any (Hell)		
Organization solitary		
Treasure double standard		
SPECIAL ABILITIES		
Terror (Su) As a standard action, Basileus can surround himself with a terrifying illusion that to all viewers appears as a unique and violent manifestation of the most terrifying thing their minds		

can conjure. This horror can only be seen by each individual onlooker, with even Basileus being unaware of what his viewers see. Those within 30 feet of Basileus must make a DC 25 Will save. Those with 6 or fewer Hit Dice who fail instantly die from fear, while those with 6 or more Hit Dice are panicked and take 6d6 points of damage. Those who save are immune to Basileus's death or panic effects, but still take damage. Those who remain within 30 feet of Basileus, even after making their saves, take 6d6 points of damage every round as long as Basileus continues to take standard actions to maintain the terror. The death and panic aspects of this ability are a mind-affecting fear effect, with even creatures immune to such effects still being affected by the ability's damage. The save DC is Charisma-based.

Terror Shape (Su) While making use of his terror ability, Basileus can manifest one to five additional, monstrous limbs. These take on terrible appearances dictated by the terror ability, and deal 2d6+8 damage. When Basileus ceases the use of terror, these additional natural weapons vanish.

Veil of Forms (Su) Basileus appears as a powerful and attractive member of the same race as any creature looking upon him. His appearance is always appealing, with subtle illusory alterations that differ from viewer to viewer. Basileus is not aware of the specifics of his appearance to other creatures, though he may alter specifics as per the spell *alter self*. This is an illusion that is in effect anytime he is not using his terror ability, and grants him a +8 racial modifier on Diplomacy and Intimidate checks. Should a creature be able to see past the illusion, Basileus does not gain this racial modifier on opposed checks against that creature.

An infernal paradox at once wondrous and terrifying, tempting and blasphemous, the entity called the Son of Suns, Prince of Paradises, Jadros Voax, Baphon, Vexsoul, or simply Basileus serves as the herald of Asmodeus and harbinger of Hell's will. Few who have faced the messenger of the Archfiend survive the experience unchanged, for he is the very word of Hell. Typically appearing as a youth of stunning beauty and of the same race as those who look upon him—even when appearing before those of multiple races—little in the herald's comely appearance, finery, or proud bearing sets him apart from the vainglorious princes of countless mortal nations. In his radiant eyes, though, dance hellfire flames and a hint of the power he bears himself and often offers. To encounter Basileus is to know the interest or ire of the lord of Hell himself. Like his master, the herald knows no love for mortalkind, striving only to fulfill the worlds-spanning master schemes of the Prince of Darkness and draw souls into the grip of Hell by the legion. As such, he most often serves as an envoy between Asmodeus and other deities and extraplanar figures of note, rarely deigning to set foot upon the raucous and uncouth Material Plane. When his master's will dictates he travel to the mortal realm, though, his words

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bear all the weight of Hell, and typically offer temptations few souls can hope to refuse. Occasionally his master bids him answer the summons of the few mortals who hold the Prince of Darkness's favor, but even these forays typically prove subtle steps toward some greater infernal goal.

In his humanoid form, Basileus appears as a 6-foot-tall mortal of surprising but unnatural beauty, with a languid voice like warm wine over silk. Although typically of male gender, this is not always the case, though he always appears before his lord in masculine form. Much of his form is an illusion, though, and a highly subjective illusion at that. Those who can see past Basileus's shrouds of innate deception find a human-like figure resembling the idealized form he presents, though still appearing somehow hollow. The most daring and ancient fiends have suggested that Basileus bears a resemblance to Baalzebul before Asmodeus punished the archdevil by stripping him of his angelic appearance—a rumor that leads the lord of the seventh to loathe his master's herald even more than he despises most creatures.

A Thousand Terrors

Through the millennia, dozens of immortal beings have served as heralds of the Prince of Darkness—even Baalzebul holding this position for a time before his cursed advancement to archdevil. Yet without fail, each herald has eventually overstepped his bounds and garnered Asmodeus's disfavor, facing a quiet, ignominious, and likely torturous end within Nesus's depths.

Yet even after his past heralds' march of disappointments, Asmodeus holds Basileus as the most perfect of all his emissaries, for rather than elevating the messenger from among the ranks of his diabolical legions, the lord of Hell personally crafted his servant to meet his every expectation. An infernal automaton of sorts, Hell's herald is a being zealously devoted to the Prince of Darkness, even beyond the allegiances of devilkind, archdevils, or the Pit itself. Many among Hell's infernal hierarchy have whispered of their lord's herald's true nature, suggesting that he is a terrible amalgam, drawn from the pain-wracked nightmares of the Archfiend's past emissaries; a being shaped from the deepest proto-stuff of Hell itself; or even a vaporous being distilled from a measure of Hell's collective suffering. Regardless, the

ever-changing physical nature of Asmodeus's herald and his unwavering loyalty to his master are widely known throughout the planes and beyond.




On the Material Plane, Basileus has become a legend in his own right. Although rarely visiting the worlds of the mortal realm, wherever he treads he takes the form of the greatest terror of the age. Such leads to highly varied reports of the herald's form and nature, even among Asmodeus's worshipers, and the confusion and apprehension seem to please both Basileus and his master greatly. Among the Prince of Darkness's enemies, Basileus is a thousand horrors known by a thousand names. Tales of his appearance across Golarion have granted him a dozen terrible names: the Bleeding Oliphaunt, Baphon Reborn, and the Seventh Spawn being among those most often heard in fearful whispers. Each of these titles and countless more have been recorded by scholars of the divine outside the church of Asmodeus, with such disparities, though inaccurate, still capturing the deceit inherent in the herald's form and a measure of the horror that is Basileus.



Council of Thieves

CALIKANG

With sudden motion, this blue-skinned, six-armed giant lurches to life, the sparkling gems on his golden bracers and bejeweled headdress competing with the glittering edges of his immense swords for attention as he silently adopts a war stance.

CALIKANG	CR 12	  
XP 19,200		
LN Large monstrous humanoid		
Init +6; Senses darkvision 60 ft.; Perception +20		
DEFENSE		
AC 27, touch 11, flat-footed 25 (+2 Dex, +12 natural, +4 shield, -1 size)		
hp 157 (15d10+75); fast healing 5		
Fort +12, Ref +11, Will +11		
Defensive Abilities defensive slam, energy absorption, suspend animation, Immune electricity, mind-affecting effects, negative energy; SR 23		
OFFENSE		
Speed 30 ft.		
Melee +1 longsword +18/+13/+8 (2d6+8/17-20), +1 longsword +18 (2d6+8/17-20), 4 slams +16 (1d6+3)		
Space 10 ft.; Reach 10 ft.		
Special Attacks energy blast		
Spell-Like Abilities (CL 12th; concentration +15) Constant— <i>air walk, magic weapon, true seeing, water walk</i> 3/day— <i>lightning bolt</i> (DC 16) 1/day— <i>chain lightning</i> (DC 19)		
STATISTICS		
Str 25, Dex 15, Con 20, Int 8, Wis 14, Cha 17		
Base Atk +15; CMB +23; CMD 35		
Feats Critical Focus, Double Slice, Great Fortitude, Improved Critical (longsword), Improved Initiative, Staggering Critical, Two-Weapon Fighting, Vital Strike		
Skills Intimidate +21, Perception +20, Use Magic Device +18		
Languages Common, Giant		
ECOLOGY		
Environment temperate or tropical hills		
Organization solitary, gang (2-4), or tribe (5-12)		
Treasure standard (2 +1 longswords plus other treasure)		
SPECIAL ABILITIES		
Defensive Slam (Ex) A calikang is adept at blocking and parrying blows with its bony, muscular forearms. Each hand that does not wield a manufactured weapon in combat grants the calikang a cumulative +1 shield bonus to its AC to a maximum of +4 (a calikang who doesn't wield any weapons does not gain a bonus for the last two free hands). Many calikangs wear decorative bracers on their arms, but the presence or lack of bracers does not aid or impede the creature's defensive slam ability. An actual shield used by a calikang does not stack with this ability. A calikang can make slam attacks with these arms without losing the shield bonus granted from its defensive slam.		
Energy Absorption (Su) Whenever a spell effect that normally inflicts energy damage (whether acid, cold, electricity, fire, or		

sonic) fails to penetrate the calikang's spell resistance or its immunity to electricity, the calikang absorbs that spell's energy into its body. This heals the calikang an amount of damage equal to the absorbed spell's caster level, and grants it an additional daily use of its energy blast ability.

Energy Blast (Su) Once per day as a standard action, a calikang can direct a beam of energy out of its eyes and mouth. This creates a 60-foot-long line of energy of any kind (the calikang chooses from acid, cold, electricity, fire, or sonic when it makes its attack) that inflicts 14d6 points of damage on all creatures caught in the blast. Calikangs are particularly adept at using electricity in this manner, and if one chooses to inflict electricity damage, it inflicts 1 additional point of damage per energy blast damage die. A successful DC 22 Reflex save halves the damage done. The save DC is Constitution-based.

Suspend Animation (Su) As a full-round action, a calikang can enter a state of suspended animation, freezing in place and becoming completely motionless. A calikang in suspended animation remains completely aware of its surroundings. It does not age, breathe, grow thirsty or hungry, or move at all. In this state, a calikang can still be harmed, but is immune to disease, inhaled toxins, poison, starvation, and thirst. It receives a +4 bonus on all Fortitude saves while in suspended animation. A calikang can exit its suspended animation as an immediate action—if it does so to attack a foe or initiate combat, it gains a +4 circumstance bonus on its Initiative check. Often, a calikang leaves its suspended animation as soon as it perceives any foe about to attack it, hoping to achieve the first action in combat.

The wondrous and mysterious calikang is a much sought-after guardian of treasuries, harems, and fortifications—not only because of its great strength and ability to place itself in suspended animation (thus removing the need for regular feedings), but because the monster's very nature often makes it seek out such roles among other races. Legend holds that, an untold number of eons ago, one of the thousand deities of Vudra failed at a task. This deity was Vineshvakhi, god of guardians and defender of the celestial troves and harems. When he failed to prevent an invasion of an important site (in some legends this is another god's harem, while in others it is a treasury) by a small army of asuras, Vineshvakhi cut off the six fingers of one of his hands and cast them down upon the world in shame. When these fingers struck, they caused great devastation upon the world below, but at the core of these six craters rose a new race of being—the calikangs.

Today, the calikang race is a rarity, its members having been driven into isolation and seclusion after a long history among certain rulers of securing calikang guardians for their palaces. The few calikang tribes that survive dwell in the remote temperate and tropical

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foothills of Vudra's great mountain ranges, often sheltered from the outside world by dense jungles, trackless swamps, or vast deserts. A typical calikang stands 14 feet tall and weighs 4,000 pounds.

Ecology

Since their creation so long ago, the calikangs have long sought to pay back the inherited debt of their creator's failure. A newborn calikang's first cognizant thoughts are to guard and defend its mother and home, and as it grows, its instincts and obsession grow as well. A newborn calikang learns to speak within hours, and within days grows to maturity during a painful series of skin moltings and torturous nightmares. Calikangs are not fecund, and the event of a calikang birth is one to be celebrated. And since the week-long process of growing to maturity leaves the young one in a state of peril, an entire calikang tribe assumes guardianship over the nursery for that week. Fully half of these calikang young succumb to the pain and turmoil of this rapid growth and die before reaching maturity, but those who survive emerge from their nurseries fully grown and ready to join the tribe during a hedonistic feast and celebration, the cornerstone of which is the public consumption by the entire tribe of the cast-off flesh and bones of the new member's moltings. At the end of this feast, the tribe's oldest member often leaves the tribe to wander into other lands to offer its services as guardian to another (see *Habitat & Society*), which tends to artificially limit the size of these ancient tribes.

Once a calikang matures, it can live for 200 years—although many extend their lives immensely through the use of their ability to suspend animation.

Habitat & Society

Although calikangs can place themselves in suspended animation at will, they remain alert and aware of the passage of time, and thus only do so when commanded to, or in times of distress (such as during a famine or other natural disaster where “waiting it out” is an option for survival). They prefer to spend their time hunting,

exploring their territories, and patrolling the edges of these territories on the constant watch for intruders.

Yet all calikangs carry in their soul a powerful sense of guilt and shame over Vineshvakhi's ancient failings, and among their kind is the shared belief that if enough calikangs protect worldly holdings from robberies, invasions, or destruction, this inherited sin will someday be wiped clean and the calikang race will ascend as a whole into the heavens to rejoin their finally redeemed lord and master. As such, each calikang is expected before its death to leave its holding and enter other realms to offer its services as guardian for a predetermined time (usually a period of service equal to a hundred years). Very few calikangs are lucky enough to find a commander honest enough to honor these terms, and once a calikang enters servitude, the unique mental mindset and guilt of its kind make it nearly impossible for the creature to escape its assignments voluntarily.



Council of Thieves

DEVIL, POSSESSION (GIDIM)

An impression of unmistakable malice pervades the area, the vague yet undeniable sensation of looming malevolence and faint foul breath.

LESSER GIDIM

CR 6



XP 2,400

LE Medium outsider (devil, evil, extraplanar, incorporeal, lawful)

Init +3; Senses darkvision 60 ft., see in darkness; Perception +15

DEFENSE

AC 17, touch 17, flat-footed 13 (+3 deflection, +3 Dex, +1 dodge)

hp 59 (7d10+21)

Fort +8, Ref +10, Will +7

Defensive Abilities incorporeal; DR 5/good; Resist acid 10, cold 10; SR 17

Weaknesses sunlight weakness

OFFENSE

Speed 30 ft., fly 30 ft. (perfect)

Melee 2 claws +10 touch (1d4+3), bite +10 touch (1d6+3)

Special Attacks dread, malevolence

Spell-Like Abilities (CL 12th)

Constant—greater invisibility

At will—bleed (DC 13), ghost sound* (DC 13), greater teleport (self plus 50 lbs. of objects only), knock* (DC 15), levitate* (DC 15), open/close* (DC 13), prestidigitation* (DC 13), mage hand* (DC 13) 3/day—animate rope* (DC 14), dancing lights* (DC 13), ethereal jaunt (Ethereal Plane to Material Plane and vice versa), minor creation, plane shift (self only; to Ethereal Plane, Hell, or Material Plane only), produce flame* (DC 14), silent image* (DC 14), suggestion (DC 16), unseen servant* (DC 14) 1/day—summon (level 4, 1 lesser possession devil, 40%)

* causes dread

STATISTICS

Str —, Dex 16, Con 16, Int 15, Wis 17, Cha 17

Base Atk +7; CMB +10; CMD 24

Feats Alertness, Dodge, Iron Will, Lightning Reflexes

Skills Acrobatics +13, Bluff +13, Disable Device +13, Fly +11, Intimidate +13, Knowledge (planes) +12, Perception +15, Sense Motive +15, Stealth +13

Languages Aklo, Common, Infernal

SQ nourished by negativity, otherworldly

ECOLOGY

Environment any (Hell or Ethereal Plane)

Organization solitary

Treasure none

SPECIAL ABILITIES

Claws (Su) A gidim's natural attacks inflict real wounds when they rake against physical objects they strike. A gidim's natural weapon damage is modified by its Charisma bonus.

Dread (Su) Gidims are adept at using their spell-like abilities to terrifying effect. At will, and while remaining invisible, a gidim can choose to make any of the spell-like abilities noted in its stat block particularly frightening. Any creature that witnesses

and is within 10 feet of the effect of one of these spell-like abilities must make a saving throw or be shaken for 1 minute. This effect can potentially increase the severity of other fear effects. This is a mind-affecting fear effect.

Malevolence (Su) Once per day, a gidim on the Material Plane can merge its body with another creature's. This ability is similar to a *magic jar* spell (CL 10th or the devil's HD, whichever is higher), except that it does not require a receptacle. To use this ability, the devil must be adjacent to the target. The target can resist the attack with a successful DC 16 Will save. A creature that successfully saves is immune to that same devil's malevolence for 24 hours. While using this ability, the gidim is not affected by its otherworldly ability. The save DC is Charisma-based.

Nourished by Negativity (Su) Gidims seek out volatile mortals to aid them in entering the Material Plane. At the most basic level, negative emotions occur when a creature is dying, raging, or subject to a fear effect. At the GM's discretion, negative emotions might also include non-rules-related effects, such as extreme feelings of anger, betrayal, frustration, hate, or sorrow. Anytime a gidim witnesses a creature affected by negative emotions, it may choose to gain a +1 bonus on its next Will save made to enter the Material Plane, so long as it attempts to enter the plane within 30 feet of that creature and within 24 hours. If within 12 to 24 hours of gaining this bonus the gidim witness the same creature again being affected by negative emotions, it gains an additional +1 bonus on its Will save which stacks with the original and increases the duration of the bonus by an additional 24 hours. Thus, a gidim may gain a stacking +1 bonus to its Will save in this manner once every 12 hours. The devil loses its entire accumulated bonus if it attempts and fails to enter the Material Plane, if 24 hours pass without it witnessing its target creature being affected by negative emotions, or if it takes a bonus from another creature affected by negative emotions. Once on the Material Plane, this bonus applies to a gidim's Will saves made to resist being expelled from the plane. The bonus decreases by 1 every minute until it reaches 0. A gidim that leaves the Material Plane before this bonus reaches 0 retains any remaining bonus.

Otherworldly (Ex) Gidims find it difficult to enter the Material Plane. To do so by any means, a lesser possession devil must make a DC 30 Will save, failure meaning it is barred from entry and cannot access the plane again for 12 hours. In addition, after every minute of being on the Material Plane, the devil must make a DC 30 Will save or be expelled, returning to the plane it traveled from. Additionally, as a free action a number of times per day equal to the gidim's Charisma modifier, the devil can empower one of its spell-like abilities to extend out from the Ethereal Plane and affect a target on the Material Plane.

Sunlight Weakness (Ex) Gidims' powers are weakened in natural sunlight (not merely a *daylight* spell), reducing the DCs of their special abilities by –4. In addition, gidims attempting to enter the Material Plane into an area of sunlight take a –4 penalty on their Will save.

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GREATER GIDIM

CR 15



XP 51,200

LE Medium outsider (devil, evil, extraplanar, incorporeal, lawful)

Init +8; Senses darkvision 60 ft., see in darkness; Perception +27

DEFENSE

AC 24, touch 24, flat-footed 15 (+5 deflection, +8 Dex, +1 dodge)

hp 187 (15d10+105)

Fort +16, Ref +19, Will +12

DR 10/good; Resist acid 10, cold 10; SR 26

OFFENSE

Speed 30 ft., fly 40 ft. (perfect)

Melee 2 claws +19 (1d4+5), bite +19 (1d6+5)

Special Attacks dread, malevolence

Spell-Like Abilities (CL 12th)

Constant—greater invisibility

At will—bleed (DC 15), ghost sound* (DC 15), greater teleport (self plus 50 lbs. of objects only), knock* (DC 17), levitate* (DC 17), major image* (DC 18), prestidigitation* (DC 15), unseen servant* (DC 16)

3/day—animate dead, animate rope* (DC 16), bestow curse (DC 19), contagion (DC 19) dancing lights* (DC 15), ethereal jaunt (Ethereal Plane to Material Plane and vice versa), gust of wind* (DC 17), major creation, plane shift (self only; to Ethereal Plane, Hell, or Material Plane only), produce flame* (DC 16), stinking cloud (DC 18), suggestion (DC 18)

1/day—summon (level 5, 1d4 lesser possession devils, 40%)

* causes dread

STATISTICS

Str —, Dex 26, Con 24, Int 17, Wis 20, Cha 20

Base Atk +15; CMB +23; CMD 39

Feats Alertness, Combat Reflexes, Dodge, Improved Iron Will,

Iron Will, Lightning Reflexes, Mobility, Stand Still

Skills Acrobatics +26, Bluff +23, Diplomacy +23, Disable Device

+26, Fly +16, Intimidate +23, Knowledge (planes) +21, Perception

+27, Sense Motive +27, Stealth +26

Languages Aklo, Common, Infernal

SQ nourished by negativity, otherworldly

ECOLOGY

Environment any (Hell or Ethereal Plane)

Organization solitary

Treasure none

Diabolically clever and immortally creative, the legions of Hell use all the tools at their disposal to undermine and corrupt the souls of mortalkind. Among these tools are the souls of unabashedly depraved and hateful mortals sentenced to Hell in punishment for lives of sin. The foulest of these souls occasionally find themselves plucked from their torments and reforged in infernal crucibles, etched with bindings of hellish magic, then set loose upon the living. These evil souls bear many of the powers of devils, but fall outside the normal infernal hierarchies, not being considered true devils by their

fiendish peers. Rather, they are gidims, Hell-bound souls made weapons of the Pit.

More than mere souls yet less than fiends, gidims find themselves barred from the mortal plane by the laws of existence. Their minds and memories linger on half-forgotten lives, however, and upon emotions and sensations long lost to fiends. Thus, they endlessly seek ways to infiltrate the paths of the living. Traveling to the Ethereal Plane, they peer into the Material Plane, seeking out hapless mortals and drawing power from their hatred, their violence, their sorrow, and especially their fears. Continued feeding upon and encouragement of such emotions grants them greater ability to invade the mortal realm and potentially steal new bodies, through which their foulness might live again.

Two breeds of gidim exist, lesser possession devils and greater. Both appear nearly identical, but greater possession devils are created from spirits of extraordinary, near-legendary evil beings. These foulest of souls are granted even more powerful diabolical abilities and are often loosed by their infernal masters to torment, unhinge, and ultimately destroy the mortal enemies of Hell.

Lesser possession devils are typically left to their own devices, using their abilities to sow fear, torment innocents, spread mistrust, and ruin lives.



Council of Thieves

GHORAZAGH

A globular mass of oozing carapace and thick, weeping tentacles floats unnaturally through open space. From the base of its silently twitching bulk glitters an arch of fathomless alien eyes, all staring from above a broad maw filled with saw-like ridges and a pair of reaving, serrated claws.

GHORAZAGH

CR 13



XP 25,600

NE Large aberration

Init +3; Senses bloodsense 60 ft., darkvision 30 ft.; Perception +21

DEFENSE

AC 26, touch 12, flat-footed 23 (+3 Dex, +14 natural, -1 size)

hp 202 (15d8+135)

Fort +15, Ref +8, Will +12

SR 24

Weaknesses vulnerable to sonic

OFFENSE

Speed 40 ft., climb 40 ft., fly 40 ft. (perfect)

Melee 2 claws +16 (1d8+6 plus shape blood), 4 tentacles +14 (1d6+3), bite +16 (2d6+3)

Space 10 ft.; Reach 10 ft.

Special Attacks attach, blood drain

STATISTICS

Str 22, Dex 17, Con 26, Int 15, Wis 17, Cha 16

Base Atk +11; CMB +18 (+28 when attached); CMD 31

Feats Bleeding Critical, Critical Focus, Flyby Attack, Great Fortitude, Improved Bull Rush, Multiattack, Power Attack, Toughness

Skills Bluff +18, Climb +14, Fly +27, Knowledge (dungeoneering) +20, Perception +21, Stealth +17, Survival +21

Languages Aklo; chemical sense

ECOLOGY

Environment any underground

Organization solitary, pair, colony (3–9), or hive (10–40, including 6 brood guards of 17 HD and a hive lord of 21 HD)

Treasure standard

SPECIAL ABILITIES

Attach (Ex) If a ghorazagh hits a single target with all four of its tentacles, it latches onto it and automatically grapples. The ghorazagh loses its Dexterity bonus to AC, its limbs invading its target's body and each tentacle dealing damage each round. A ghorazagh has a +10 racial bonus to maintain this grapple on a foe once it is attached. An attached ghorazagh can be struck with a weapon or grappled itself—if its prey manages to win a grapple check or Escape Artist check against it, the ghorazagh is removed.

Blood Drain (Su) A ghorazagh drains blood at the end of each turn it is attached, inflicting 4 points of Constitution damage.

Bloodsense (Su) A ghorazagh notices and locates living creatures within 60 feet, just as if it possessed the blindsight ability.

Bloodspray (Su) Once every 1d4 rounds, a ghorazagh can unleash a 20-foot cone of compressed blood and eldritch enzymes. Any living creature struck by a ghorazagh's bloodspray must make a DC 25 Fortitude save or be affected as per the spell *slow*. A

slowed creature struck by a ghorazagh's bloodspray a second time must make an additional save or be paralyzed. These effects last for 2d6 rounds. *Neutralize poison* and *remove disease* have no effect on this effect, though *freedom of movement* removes the effect. A ghorazagh can also consciously alter its enzymes, producing a spray that removes the effects of this ability. The save DC is Constitution-based.

Chemical Sense (Ex) Ghorazaghs at rest in their hive structures can communicate chemically with all other ghorazagh's attached to the same structure. This is a silent and nearly instantaneous mode of communication that only ghorazaghs understand.

Ghorazaghs—or gore weavers—float like tumorous specters through the depths of Orv, the deepest, most alien cavities of the Darklands, preying upon the wretched vermin of those nighted abysses. Cunning, with minds and drives unknowable and obscene to those of lands above, the gore weavers only recently became aware of the fertility and bounty of the surface world and slowly turn their ebon eyes upward.

When last the ghorazaghs gazed upon Golarion's surface, they found but a wasteland scoured by cosmic flame and blasted by cataclysmic weather. Retreating to their vast vault-hive of Orlvagrass, far below Casmaron, they sealed themselves within their realm, desiring to protect themselves against the ruin above. Ever since, they have brooded and warred among themselves, slowly depleting their lands of space and food. With the passage of another age, the ghorazaghs would have likely perished in the belly of the earth—mistakenly believing themselves the waning masters of a rotting world—had Aroden not died.

Detecting shifting and great happenings in the realms above, curious ghorazaghs ventured forth from their prison empire, and for the first time in ages discovered things greater than their homeland's herds of blood worms, things that thought and screamed and sated the terrors' ancient hungers. Carefully, they prowled farther from the absolute depths, discovering tribes of charda, ghoul enclaves, and the frontiers of drow lands, heedful not to reveal themselves yet quick to gorge upon these strange new creatures and drag survivors back to their expanding hives. Although few ghorazaghs currently venture from Orlvagrass, already these vanguards have paved the ways for daring hive lords to spread new colonies beyond their land's heart. And among the deepest-dwelling races of the Darklands, dreadful rumors arise of hungry eyes rising from abysses thought to be bottomless, and great maws that devour all they discover.

A ghorazagh's body is roughly spherical, measuring 9 feet in diameter, yet weighs merely 250 pounds. Heavily armored ghorazagh brood guards typically grow to 13 feet in diameter and weigh over 400 pounds, while the rarely glimpsed hive lords are rumored to be truly monstrous abominations of living brain matter and thirsty veins.

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Ecology

Eerie hunters of the eternal night, ghorazaghs possess a physiology unique—some even say alien—from all other beings on Golarion. Deadly creatures with a highly efficient digestive system, they prove capable of digesting nearly any organic material, producing no waste regardless of how much they consume. However, the bulbous predators prove incapable of digesting blood. While all other digestible materials are processed in the creatures' five tube-like stomachs (with inedible substances merely being vomited forth), blood is strained and stored in flexible chambers attached to the creatures' gnawing, leech-like tentacles. A ghorazagh can store blood for long periods of time, their bodies emitting enzymes that allow them to manipulate the consistency of such fluid. When one wishes, it may expel measures of stored gore through its tentacles along with these enzymes, producing a variety of effects. Most notoriously, ghorazaghs are known to violently expel a slurry of chemical-infused blood that, should it strike living creatures, invades flesh and acts upon a victim's circulation, making the creature sluggish or even paralyzing it. The gore weavers may also excrete blood and bonding chemicals with incredible dexterity, causing blood to congeal into an unnerving scabrous material as hard as stone. Such grisly structures ghorazaghs fashion expertly, forming vast hives and sanguine tunnels within their claimed domains.

In realms overrun by ghorazaghs, the gore weavers create perverse, unbelievable structures: clotted cysts and viscous walls of blood seemingly raised from the depths of the Abyss itself. Threaded with vein-like ducts of flowing gore, these pulsing hives teem with a perverse kind of half-life. Within their grotesque fastnesses, ghorazaghs settle into individual-sized pools of plasma linked with those running throughout the structure. More than mere resting places, these nodes allow ghorazaghs to draw the blood pulsing through a structure into their bodies and expel it forth. In effect, each resident becomes a living heart within the hive. Yet the blood within a ghorazagh hive serves merely as a medium for the creatures' complex bodily enzymes. Each gore weaver within the hive can detect messages emanating from the unique chemicals of its kin just as humanoids might recognize words and one's particular voice. Thus, information passes swiftly through these ghastly structures, efficiently alerting those resting within to danger or the orders of the ruling hive lords.

Habitat & Society

Native to the eldritch depths of Orv, ghorazaghs know nothing of light or sky, and little of the creatures who call the surface realm home. In the sweltering depths of the Darklands, they prey upon beasts that claw and writhe, masters of reaches of the earth called wastelands by even

the most tenacious denizens of the endless night. Capable of finding sustenance among even the meanest vermin, ghorazaghs see prey in all things that grow and move, making no distinction between blind worms, cave fungi, and shrieking humanoids.

Along the edges of impossible abysses, upon the jagged ceilings of vast vaults, and spilling across the broken floors of sprawling caverns, ghorazaghs raise grotesque, scabrous complexes, more half-living organs than anything other races might call cities. Using their abilities to manipulate gore, these bloated aberrations raise cyst-like citadels as communal shelters, enclosures for food, and defenses against the Darklands' many dangers. Each hive obeys the commands of a ghorazagh hive lord, a massive, hermaphroditic creature that serves as the progenitor, racial memory, and living will of the community. Beneath such titans, clot-armored brood guards defend their lord and hive, while lesser ghorazaghs serve as drones, collecting food, expanding the hive, and seeking out new creatures to dissect, understand, and taste before relating their discoveries to the greater hive. The entire hive acts as a perverse collective venture, almost insectile in basic structure though possessed of a curiosity, ingenuity, and ravenous nature that drives ghorazaghs to seek either mastery over or destruction of all things they encounter.



Council of Thieves

NIHILOI

A mass of black, bramble-like tentacles writhes from the back of this vague, shifting humanoid. Inky skin covers the creature, and ebon claws curve long and thin from the tips of its fingers. Numerous tendrils of wispy shadow hold the creature aloft while others rise above its shoulders in strange, wriggling wings.

NIHILOI	CR 11
XP 12,800 CN Medium outsider (extraplanar) Init +11; Senses darkvision 90 ft., see in darkness; Perception +18 Aura tendrils	
DEFENSE	
AC 23, touch 18, flat-footed 15 (+7 Dex, +1 dodge, +5 natural) hp 135 (10d10+80); fast healing 5 (only in shadows) Fort +11, Ref +16, Will +12 Defensive Abilities malleable; Immune cold	
OFFENSE	
Speed 40 ft., fly 60 ft. (good) Melee 2 claws +13 (2d8+3), 2 slams +13 (1d8+3 plus grab) Space 5 ft.; Reach 20 ft. (with slam) Special Attacks shadow crafting Spell-Like Abilities (CL 10th) At will— <i>detect thoughts</i> (DC 16) 3/day— <i>deeper darkness</i>	
STATISTICS	
Str 17, Dex 24, Con 27, Int 15, Wis 20, Cha 18 Base Atk +10; CMB +17; CMD 31 Feats Agile Maneuvers, Dodge, Improved Initiative, Lightning Reflexes, Mobility Skills Acrobatics +20 (+24 to jump), Bluff +17, Diplomacy +17 (+21 against Plane of Shadow natives), Escape Artist +20, Fly +24, Knowledge (planes) +15, Perception +18, Stealth +20 (+30 in dim light); Racial Modifiers +10 Stealth in areas of dim light, +4 Diplomacy when dealing with other Plane of Shadow natives Languages Abyssal, Common, Infernal; broadcast	
ECOLOGY	
Environment any (Plane of Shadow) Organization solitary, cell (2–8), or cabal (9–26) Treasure standard	
SPECIAL ABILITIES	
Broadcast (Su) Nihiloids possess a selective type of long-distance telepathy. All nihiloids can communicate telepathically with all other nihiloids within 3 miles. An intermediary nihiloid can even pass messages between others of their race separated over long distances. They can also communicate telepathically with members of other races within 50 feet.	
Malleable (Su) Nihiloids exist as shadow, congealed into tangible but ever-twisting forms. Anytime a nihiloid is aware of imminent attack, it receives the benefit of 20% concealment, as it can warp and shift its body to avoid the blow.	
See in Darkness (Su) Nihiloids can see perfectly in darkness of any kind, even that created by a <i>deeper darkness</i> spell.	

Shadow Crafting (Sp) Five times per day, when in an area of dim light or darkness, a nihiloid can manipulate shadow to reproduce an effect identical to *shadow evocation*. Typically, these effects are DC 19 to resist, but if both the nihiloid and its target are within areas of dim light or darkness, the DC increases by +2. This is a shadow effect. The save DC is Charisma-based.

Tendrils (Su) Once aware of enemies nearby, as a standard action, a nihiloid can unleash its tendrils in a haze of umbral whips that surrounds the area within 10 feet of it. Any creature that enters this area takes 4d6+3 points of damage from dozens of deadly lashes (Reflex save DC 23 for half damage). A nihiloid must take an additional standard action to end this effect. The save DC is Constitution-based.

Violent xenophobes, the creatures typically called nihiloids, devashades, or shadow lords pose a rising threat to interlopers into their umbral realm. In ages immemorial, these creatures enjoyed vast empires upon the mysterious Plane of Shadow, but through the millennia incursion by immigrants and interlopers have eroded their way of life and scattered their numbers. In the face of spellcasters from the Material Plane striding across their homeland—using it as little more than a umbral thoroughfare—and whole terrible races like kyttons migrating to their native reaches, the nihiloids have long retreated into the deepest darknesses of their realm. Yet as alien encroachment continues, slowly the nihiloids have revealed themselves, and found to their surprise that they are powerful and feared.

Nihiloids—as the first travelers from Golarion termed them, believing them to be members of an ancient mythical race—resemble gaunt, vaguely humanoid creatures shrouded in ever-writhing shadow stuff with fountains of dark tendrils jutting from their backs. They often hold these thin limbs in tight bunches that appear like strange, dense wings, but unfurl them easily and with shocking speed to lash out against their enemies. Unable to vocalize words, nihiloids are widely distrusted by creatures foreign to the Plane of Shadow. Even a pair of the shadowy natives is unsettling to those encountering them for the first time as they silently gesture and nod, holding secret councils few others can understand. Creatures frequently interacting with them know the nihiloids have a shared name for their race, though since these creatures speak only telepathically, the term sounds more like the passage of massive wings than a word pronounceable in most sentient tongues.

Ecology

Artisans of the Plane of Shadow, with a near-peerless understanding of that realm, nihiloids can, like sculptors, twist and manipulate the very fabric of their

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home plane. Birthed from the dark plane, these natives are as true inhabitants of their realms as the denizens of the Material Plane are of theirs. The ever-changing gloom of the plane permeates these creatures, and they likewise prove dark and changeable. Yet as the nature of shadow is to flee from the light, so too do nihilois find it natural to retreat from interlopers into their realm. Having done so since times unrecorded, only in recent centuries has a new sentiment grown among these shadow lords, a feeling that they are losing an important battle and that both their survival and their realm are threatened. Thus, slowly over the span of centuries, resistance to foreign invaders has gradually become a hallmark of this mysterious race.

Nihilois, both male and female, stand nearly 7 feet tall, but often raise themselves up off the ground on coils of their dark tendrils. Those thick bunches of thin limbs that extend from their backs they typically hold together in dense clusters, causing them to appear like wings, but can unravel them and bring them to bear with incredible swiftness. Having a highly malleable form, nihilois are light, weighing an average of 65 pounds. When angered, they can temporarily inflate themselves to appear larger, whipping their tendrils around in a fierce display. In addition to serving as weapons and locomotion, nihilo tentacles are used to feed as well. When tightly wrapped around or within a meal, the tendrils secrete a digestive acid and absorb nutrients through tiny openings.

Habitat & Society

Nihilois prove exceedingly rare, most having retreated to the farthest-flung depths of the Plane of Shadow where their numbers have dwindled. With rising frequency, though, many have shrugged off their race's fear of interlopers and come to lurk in the shadow reflections of cities on the Material Plane. In such eerie metropolises, groups of nihilois form tightly knit cells, with small groups potentially claiming districts as their own or splitting entire shadow cities between themselves. Quick to influence and master lesser shadow creatures—such as shadows, shadow garms, and fetchlings—nihilois can draw surprisingly large populations of shadow creatures to a single location. While large clusters of such beings don't overtly threaten the Material

Plane, such is true only so long as the natives of that plane stay within their realm. Those spellcasters who step from their city homes onto the Plane of Shadow might find the land far less deserted than is typical for the plane, a realm of living shadow and hostile, glowing eyes. Outside such cities or group settings, lone nihilois hunt down interlopers into their realm, shadowing trespassers until the time is right to strike. While slaying such intruders satisfies their need for vengeance, all nihilois also seek out portals leading onto the Plane of Shadow and destroy such passages however they can, striving toward a day when all know to avoid the nighted realm.



Nihilois possess a simple, loose society, their ability to broadcast their thoughts allowing them to maintain contact between a staggering number of individuals across extreme distances. Thus, one nihilo in danger can alert all others in a wide area, either calling for assistance or merely keeping one another informed on the state of their territory. While these groupings sound highly organized, it is more like a bond of family than an organized administration, with nihilois knowing nothing of rank or class. In highly populated areas, some nihilois do attain a measure of influence over their brethren, but rarely to the extent that any would call themselves leaders or punish their errant kin.

Council of Thieves

VRYKOLAKAS

Slinking forth on bent limbs and gnarled claws, this twisted abomination bears a resemblance to a starved, plague-ridden ape, its form bestial and bent, with pallid skin stretched unnaturally over knotted bone. Yet its visage holds a greater terror, for amid fangs and milky eyes linger the withered features of a living corpse.

VRYKOLAKAS

CR 10



XP 9,600

NE Medium undead

Init +8; **Senses** darkvision 60 ft.; Perception +17

Aura pestilent aura (5 ft., DC 21)

DEFENSES

AC 23, touch 15, flat-footed 18 (+4 Dex, +1 dodge, +8 natural)

hp 115 (10d8+70); fast healing 5

Fort +9, **Ref** +9, **Will** +11

Defensive Abilities channel resistance +4; **Immune** undead traits

Weaknesses vulnerability to fire

OFFENSE

Speed 40 ft., climb 20 ft.

Melee 2 claws +13 (1d6+6 plus energy drain), bite +13 (1d6+6)

Special Attacks horrid visage, energy drain (1 level, DC 21), rend (2 claws, 1d6+9)

Spell-Like Abilities (CL 10th)

3/day—*charm animal* (DC 17), *disguise self* (DC 17), *fear* (DC 20)

STATISTICS

Str 22, **Dex** 19, **Con** —, **Int** 7, **Wis** 18, **Cha** 23

Base Atk +7; **CMB** +13; **CMD** +28

Feats Dodge, Improved Initiative, Lightning Reflexes, Stealthy, Toughness

Skills Climb +14, Disguise +6, Perception +17, Stealth +21;

Racial Modifiers +8 Disguise when impersonating its former living self

Languages Common

SQ feed, feral possession

ECOLOGY

Environment any

Organization solitary

Treasure Value standard

SPECIAL ABILITIES

Create Spawn (Su) Any humanoid creature that is slain by a vrykolakas's natural attacks becomes a vrykolakas itself in 1d4 days if not blessed and properly buried. A blessing might entail either the spell *bless* or a more mundane consecration. A vrykolakas's spawn are free-willed and wild, typically remembering nothing of their moment of death and caring nothing for the vrykolakas that killed them. They do not possess any of the abilities they had in life.

Feral Possession (Ex) Upon being reduced to 0 hit points, a vrykolakas's spirit attempts to possess any animal within 100 feet. This ability is similar to the spell *magic jar* but does not require a receptacle and has a duration equal to 1 hour for

every Hit Die the vrykolakas possesses. The target must make a DC 21 Will save or be possessed. If the possession fails, the vrykolakas immediately dies. If the possession succeeds, the animal immediately retreats to the vrykolakas's grave, where it attempts to bury itself in the earth. If left uninterrupted for 1d4 days, the animal transforms into a new vrykolakas with all the same statistics as the original. If discovered and slain during this time, both the animal and the vrykolakas spirit are destroyed. The save DC is Charisma-based.

Pestilent Aura (Su) All creatures that come within 5 feet of a vrykolakas must save to resist contracting bubonic plague. Any creature that successfully saves against a vrykolakas's pestilent aura cannot be affected by the aura of that same vrykolakas for 24 hours. The save DC is Charisma-based.

Bubonic Plague: aura—inhaled; save Fort DC 21; onset 1 day; frequency 1/day; effect 1d4 Con damage and 1 Cha damage and target is fatigued; cure 2 consecutive saves.

A restless and savage form of undead, the vrykolakas knows only rage and relishes the suffering of those who failed it in life. Reanimated corpses of wicked and vengeful souls denied even the basic burial rites, these unreasoning vampire-kin unleash their wrath against the living, indiscriminately spreading disease and death among all in their paths. Their bitterness at their own disgraced ends drives them to a loathing of all life and a jealous desire to see all other living creatures fall to their same level of profanity and debasement. Such hardly proves a conscious plot, though, but rather a fundamental instinct. Thus, a single vrykolakas can devastate an entire village, potentially spawning a host of new vrykolakas from their victims.

A vrykolakas (the name both singular and plural) appears as a terrible, bestial corruption of the being it was in life. Twisted by rage and undeath into an animalistic shape, these undead bear the taint of death, their bodies lean to the appearance of starvation and pocked with evidence of rot and disease. Hunched and twisted, a vrykolakas's bent spine is the same length it was in life if straightened, but the feral posture of most cause them to slump to a mere 4-1/2 to 5 feet tall. The wasting of death also greatly decreases the corpse's weight, reducing even hearty men to at least 20 or 30 pounds less than they weighed in life.

ECOLOGY

Despite its savage and decayed appearance, a vrykolakas often passes through towns and villages undeterred, due to its supernatural ability to disguise itself. With the ability to cloak its terrible shape, a vrykolakas typically appears little different than it did in life. Death removes much of the living corpse's sense of who it was, though, so vrykolakas rarely reconstruct their original appearances

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with complete accuracy. Thus, family and acquaintances often notice the resemblance, but do not readily identify a vrykolakas as the resurrected individual.

A vrykolakas thrives upon disease and death, drawing its vigor from those humanoids it passes near. It walks among the living merely to infect them with its grave taint, passing on the subtle corruption of death. Its mere touch drains the life from a victim as well, stealing from its very essence. A vrykolakas's favored victims typically come from among its former family members and friends, which it pursues with only half a memory of any previous connection, yet a lingering malice, as such former companions failed to prevent its accursed fate.

A vrykolakas is uniquely bound to the place where it died or its body was originally interred. It must return to this site every Starday and bury itself amid the earth or stones to rest for 24 hours. A vrykolakas is entirely helpless during this period and can be easily destroyed if it can be located. The vampire-kin understand this weakness, though, and go to great lengths to avoid being followed to their resting places.

Habitat & Society

Vrykolakas typically appear near or in rural areas close to their graves. They walk the open streets of villages and hamlets during daylight hours, avoiding direct interaction and attention, all the while infecting those nearby and robbing them of their vitality. By night they seek to take their revenge more overtly, wreaking havoc upon the community, destroying food and property, attacking and smothering people in their beds, stealing valuables, and generally terrorizing people. Many rural superstitions and prejudices against strangers stem from tales of vrykolakas, slipping quietly into town or lurking at the edges of a community, spreading death and despair among the innocent.

The Greek Vampire

The vrykolakas (pronounced "vree-KO-la-kahss") is an undead creature from Greek folklore. Synonymous with revenants, these terrors manifest as humans that have returned from the grave to perform some act before they can peacefully rest. Many stories of the vrykolakas are not of horrid, evil undead, but of deceased persons attempting to return to their former lives, such as the shoemaker who

returned from the grave to mend his children's shoes, carry water, and chop firewood.

The more vengeful type of vrykolakas gained stronger belief in Greece after the arrival of Slavic immigrants, who brought with them tales of blood-drinking vampires and werewolves. The word *vrykolakas* itself borrows from Slavic, derived from the Bulgarian word *vukodlak*, *vuk* meaning "wolf" and *dlaka* meaning "fur." This suggests that vrykolakas were somehow associated with werewolves, most likely due to the Slavic belief that werewolves became vampires after they died.

A person could become a vrykolakas in a variety of ways. The most common involve a person being evil and immoral, an excommunication from the church, or improper burial rites. Some thought that eating the meat of a sheep that had been killed or wounded by a wolf or a werewolf would turn a person into a vrykolakas. A cat or other animal jumping over a dead body could also result in its evil return. Curses, such as "may the ground not receive thee," would also condemn the recipient to undeath as a vrykolakas. Many also believed that a vrykolakas would knock at your door and call your name, but could only do so once. If one answered the door, he would die shortly thereafter, and become a vrykolakas. For this reason, the superstition that one should not answer the door until the second knock still exists in some Greek villages.



Council of Thieves



LEM

MALE HALFLING

DEITY Shelyn
HOMELAND Cheliah

CHARACTER TRAITS

CLASS/LEVEL Bard 9
ALIGNMENT Chaotic Good
INITIATIVE +4
SPEED 20 ft.

ABILITIES

STRENGTH 8
DEXTERITY 18
CONSTITUTION 13
INTELLIGENCE 12
WISDOM 8
CHARISMA 21

DEFENSE

HP 60
AC 27, touch 17, flat-footed 22 (+6 armor, +1 deflection, +4 Dex, +1 dodge, +4 shield, +1 size)
Fort +7, Ref +13, Will +8; +2 vs. fear, +4 vs. bardic performance, language-dependent, sonic effects

SKILLS

Acrobatics +14 (+12 to jump), Climb +2, Disable Device +7, Knowledge (local) +14, Perform (comedy) +14, Perform (wind instruments) +19, Perception +13, Spellcraft +13, Stealth +19, Use Magic Device +15

FEATS

Dodge, Extra Performance, Quick Draw, Spell Focus (illusion), Weapon Finesse

OFFENSE

Melee +2 short sword +13/+8 (1d4+1/19–20)
Ranged dagger +11/+7 (1d3–1/19–20)
Base Atk +6; **CMB** +4; **CMD** 20
Special Abilities bardic knowledge +4, bardic perform 31 rds/day (countersong, dirge of doom, distraction, fascinate, inspire comp. +3, inspire courage +2, inspire greatness, suggestion), lore master 1/day, versatile performance (comedy, wind instrument), well-versed
Spells Known (CL 9th; concentration +14)
3rd (4/day)—charm monster (DC 18), confusion (DC 18), major image (DC 19), slow (DC 18)
2nd (5/day)—alter self, cure moderate wounds, minor image (DC 18), mirror image
1st (7/day)—cure light wounds, disguise self (DC 17), feather fall, hideous laughter (DC 16), silent image (DC 17)
o (at will)—d. magic, ghost sound (DC 16), light, mage hand, prestidigitation, sum. instrument

Combat Gear wand of cure serious wounds (25 charges); **Gear** +3 studded leather armor, +3 buckler, +2 short sword, daggers (4), belt of incredible dexterity +2, cloak of resistance +2, headband of alluring charisma +2, ring of protection +1, backpack, mwk flute, mwk thieves' tools, spell comp. pouch, 110 gp

Although Lem was raised in the lap of luxury, his childhood was anything but comfortable. Born into slavery, Lem was sold a half-dozen times to different nobles before he reached the age of 2. Always quick to side with the underdog, Lem has learned that his most powerful trait is his optimism and sense of humor—skills that more than make up for his small stature and impulsive nature.



SELTIEL

MALE HALF-ELF

DEITY Asmodeus
HOMELAND Cheliah

CHARACTER TRAITS

CLASS/LEVEL Fighter 1/Conjurer 5/Eldritch Knight 3
ALIGNMENT Lawful Evil
INITIATIVE +4 SPEED 30 ft.

ABILITIES

STRENGTH 12
DEXTERITY 18
CONSTITUTION 13
INTELLIGENCE 15
WISDOM 8
CHARISMA 10

DEFENSE

HP 59
AC 23, touch 17, flat-footed 18 (+6 armor, +2 deflection, +4 Dex, +1 dodge)
Fort +8, Ref +8, Will +6; +2 vs. enchantment
Immune sleep
Senses low-light vision

SKILLS

Craft (alchemy) +10, Fly +10, Intimidate +6, Knowledge (arcana) +13, Perception +12, Sense Motive +7, Spellcraft +13

FEATS

Alertness, Arcane Armor Mastery, Arcane Armor Training, Combat Casting, Combat Expertise, Dodge, Extend Spell, Mobility, Scribe Scroll, Skill Focus (Perception), Weapon Focus (longsword)

OFFENSE

Melee +1 spell storing longsword +9/+4 (1d8+2/19–20)
Ranged +1 composite longbow with +1 arrow +11/+6 (1d8+3/x3)
Base Atk +6; **CMB** +7; **CMD** 24
Special Abilities acid dart (5/day), diverse training, summoner's charm
Spells Prepared (CL 7th; concentration +9)
4th—dimension door, fire shield
3rd—fireball (DC 15), stinking cloud (DC 15), vampiric touch
2nd—bull's strength, glitterdust (DC 14), mirror image, scorching ray
1st—burning hands (DC 13), enlarge person, magic missile, shield, summon monster I, true strike
o—acid splash, bleed (DC 12), dancing lights, detect magic, read magic
Familiar bat named Dargenti

Combat Gear scrolls of greater invis. (2), scorching ray, summon monster IV (2); wand of magic missile (CL 5th, 40 charges); **Other Gear** +3 studded leather armor, +1 spell storing longsword (contains vamp. touch), dagger, +1 comp. longbow (Str +1) with 20 +1 arrows, belt of inc. dexterity +2, cloak of resistance +2, ring of prot. +2, everburning torch, flask of fine absinthe worth 50 gp, gold holy symbol (75 gp), spellbook, 710 gp

Seltyiel grew up surrounded by shame and disgrace. Before he came of age, his stepfather attempted to kill him, but after Seltyiel turned the tables, he fled into the wild. Since then, his life has been a cruel series of betrayals and pain. Recently escaped from a period of imprisonment after his true father, a notorious bandit, set Seltyiel up to take the blame for his crimes, the half-elf longs for revenge against both his fathers.

Pre-generated Characters



SEELAH

FEMALE HUMAN

DEITY lomedae
HOMELAND Katapesh

CHARACTER TRAITS

CLASS/LEVEL Paladin 9
ALIGNMENT Lawful Good
INITIATIVE +0
SPEED 20 ft.

ABILITIES

STRENGTH 16
DEXTERITY 10
CONSTITUTION 14
INTELLIGENCE 8
WISDOM 13
CHARISMA 17

DEFENSE

HP 81
AC 27, touch 10, flat-footed 27 (+12 armor, +5 shield)
Fort +13, Ref +8, Will +12
Immune charm, disease, fear

SKILLS

Knowledge (religion) +11, Sense Motive +13

FEATS

Cleave, Extra Lay On Hands, Improved Critical (longsword), Power Attack, Vital Strike, Weapon Focus (longsword)

OFFENSE

Melee +2 longsword +15/+10 (1d8+5/17–20)
Ranged +1 comp. longbow +10/+5 (1d8+4/x3)
Base Atk +9; **CMB** +12; **CMD** 22
Special Abilities aura of courage, aura of good, aura of resolve, channel positive energy (4d6, DC 16), detect evil, divine bond (weapon), divine grace, divine health, lay on hands 9/day (4d6), mercy (diseased, poisoned, sickened), smite evil 3/day (+3 to attack roll, +9 damage)
Spells Prepared (CL 6th; concentration +9)
2nd—*bull's strength* (2)
1st—*divine favor*, *lesser restoration*, *prot. evil*

Combat Gear *wand of cure serious wounds* (35 charges); **Other Gear** +3 full plate mail, +3 heavy steel shield, +2 longsword, +1 composite longbow (+3 Str) with 20 arrows, cloak of resistance +2, headband of alluring charisma +2, backpack, rations (4), silver holy symbol, 145 gp

When a group of lomedae's knights arrived to save Seelah's hometown of Solku from gnolls, Seelah knew where her destiny lay. Atoning for her misdeeds as a child, she devoted her life to lomedae. Over the years, guilt over her misspent youth has changed into a powerful faith and conviction. Today, she sees the good in everyone, and hopes that by leading by example, she can help other wayward souls (such as Seltiyel) find their way.



SEONI

FEMALE HUMAN

DEITY Pharasma
HOMELAND Varisia

CHARACTER TRAITS

CLASS/LEVEL Sorcerer 9
ALIGNMENT Lawful Neutral
INITIATIVE +6
SPEED 30 ft.

ABILITIES

STRENGTH 8
DEXTERITY 14
CONSTITUTION 12
INTELLIGENCE 10
WISDOM 13
CHARISMA 21

DEFENSE

HP 50
AC 18, touch 15, flat-footed 15 (+2 deflection, +2 Dex, +1 dodge, +3 natural);
AC 22, touch 15, flat-footed 19 (+4 armor, +2 deflection, +2 Dex, +1 dodge, +3 natural) with *mage armor*
Fort +7, Ref +8, Will +10

SKILLS

Bluff +16, Climb +3, Knowledge (planes) +11, Perception +5, Sense Motive +4, Spellcraft +12

FEATS

Alertness, Dodge, Combat Casting, Eschew Materials, Extend Spell, Greater Spell Focus (evocation), Improved Initiative, Spell Focus (evocation)

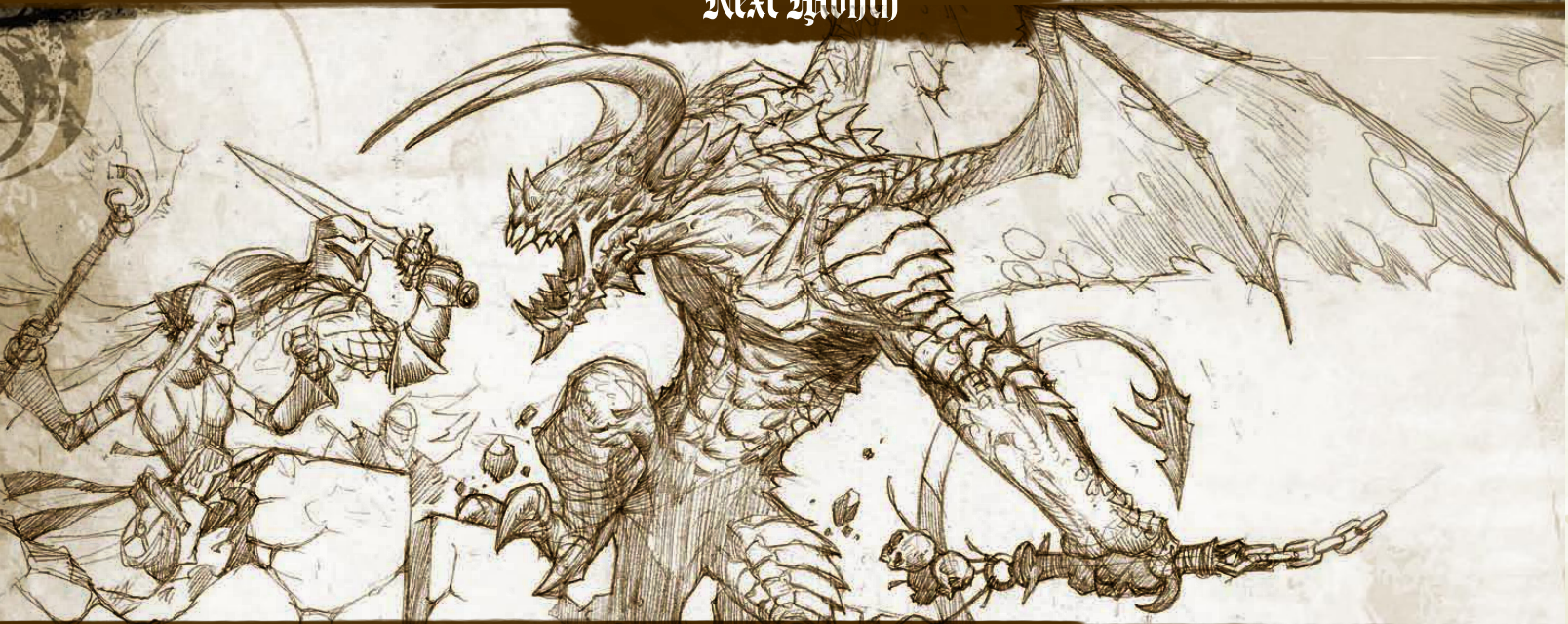
OFFENSE

Melee quarterstaff +3 (1d6–1)
Ranged dagger +6 (1d4–1/19–20)
Base Atk +4; **CMB** +3; **CMD** 18
Special Abilities arcane bond (familiar), metamagic adept (2/day)
Spells Known (CL 9th; concentration +13)
4th (5/day)—*charm monster* (DC 20), *dimension door*, *resilient sphere* (DC 21), *wall of fire* (DC 21)
3rd (7/day)—*dispel magic*, *displacement*, *haste*, *lightning bolt* (DC 20)
2nd (7/day)—*darkvision*, *glitterdust* (DC 17), *invisibility*, *scorching ray*, *web* (DC 17)
1st (8/day)—*burning hands* (DC 18), *enlarge person*, *mage armor*, *magic missile*, *identify*, *shield*
o (at will)—*acid splash*, *detect magic*, *disrupt undead*, *flare* (DC 17), *light*, *mage hand*, *prestidigitatation*, *read magic*
Bloodline arcane
Familiar blue-tailed skink named Dragon

Combat Gear *pot. of cure mod. wounds* (3), *scrolls of prot. from energy and fly*, *wand of mag. missile* (CL 7th, 40 charges); **Other Gear** dagger, quarterstaff, *amulet of nat. armor* +3, *cloak of resist. +3*, *headband of alluring charisma* +2, *ring of counterspells* (contains *mag. missile*), *ring of prot.* +2, backpack, sunrod (5), rations (4), 814 gp

Seoni is something of an enigma—quietly neutral on most matters, bound by codes and mandates she rarely feels compelled to explain, the beautiful sorcerer keeps her emotions tightly bottled. Extremely detail-oriented, Seoni is a careful and meticulous planner who frequently finds herself frustrated by the improvised plans of her more impulsive companions.

Next Month



THE TWICE-DAMNED PRINCE

by Brian Cortijo

The streets of Westcrown run red with blood, thrown into chaos as the murderous scions of house Drovege, Chammady and Ecarrdian, make a brazen play to claim the leaderless city as their own. As the siblings move to sacrifice the entire city to serve their maniacal plot, agents from afar eye the former capital with martial impatience. Can the PCs put the city to rights before it collapses under the weight of chaos? And who will rise as the new ruler of all of Westcrown?

MAMMON

by F. Wesley Schneider

Master of the eternal darkness of Erebus and keeper of Hell's vaults, the creature known as Mammon resides without form or mercy. By greed and dark promises, the archfiend drives mortals to acts of incredible depravity, all the while stewarding some of the multiverse's greatest treasures. Discover the secrets of Mammon in this newly discovered folio from the infamous *Book of the Damned*.

ANARCHY

by Darrin Drader

Chaos comes to the streets in a myriad of forms, whether natural or by social disorder. Learn how to run and quell encounters steeped in disaster, from fires and floods to looters and rioting mobs.

AND MORE!

Everything comes crashing to a close for Radovan, Varian, and much of Egorian's nobility in the final installment of the *Pathfinder's Journal* by Dave Gross. Also, unleash new masters of ultimate ruin in a world-shattering entry into the *Pathfinder Bestiary*.

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Mother of Flies Dramatis Personae

Arael	(leader of Children of Westcrown)
Chammady Drovenge	(Ecarrdian's sister, wants to rule Council of Thieves and Westcrown)
Dog's Tongue	(murderous redcap minion of the Mother of Flies)
Ecarrdian Drovenge	(Chammady's brother, wants to rule Council of Thieves and Westcrown)
Eirten Oberigo	(patriarch of the Oberigo nobles, ex-member of Council of Thieves)
Faerlyn Alebrecht	(Jarvis's wife, abducted and imprisoned by Ilnarik)
Fmughwa	(giant bombardier beetle, pet of the Mother of Flies)
Goren One-Ear	(pesh merchant and loudmouth murdered by Council of Thieves)
Glynnis Alebrecht	(Jarvis's daughter, abducted and imprisoned by Ilnarik)
Ilnarik Sivanshin	(ex-Pathfinder, now a vampire allied with Council of Thieves)
Janiven	(second-in-command of Children of Westcrown)
Jarvis Alebrecht	(informant and soon-to-be victim of Council of Thieves)
Kruth the Hammer	(deformed ogrekin thug, Council of Thieves agent)
Madjaw	(satyr barbarian, leader of the Blood Drinkers of Hagwood)
Maglin	(Council of Thieves assassin sent to murder Goren One-Ear)
Manus Undiomedes	(ex-leader of Council of Thieves, now a mohrg)
Mother of Flies	(vengeful green hag, lord of Hagwood and legendary local menace)
Ophal	(ogre mage posing as caretaker of Walcourt)
Sandor the Strange	(spellmaster of Walcourt, obsessed with blue dragons)
Silana	(Ilnarik's vampiric lover, fan of the arts)
Stiglor	(bitter ex-officer in the dottari, leads the siege of the Maggot Tree)
Thesing Umbero Ulvauno	(bitter actor and PC foil, now a vampire waiting for revenge)
Vassindio Drovenge	(prominent member of Council of Thieves, murdered)



The Flies Have It!

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