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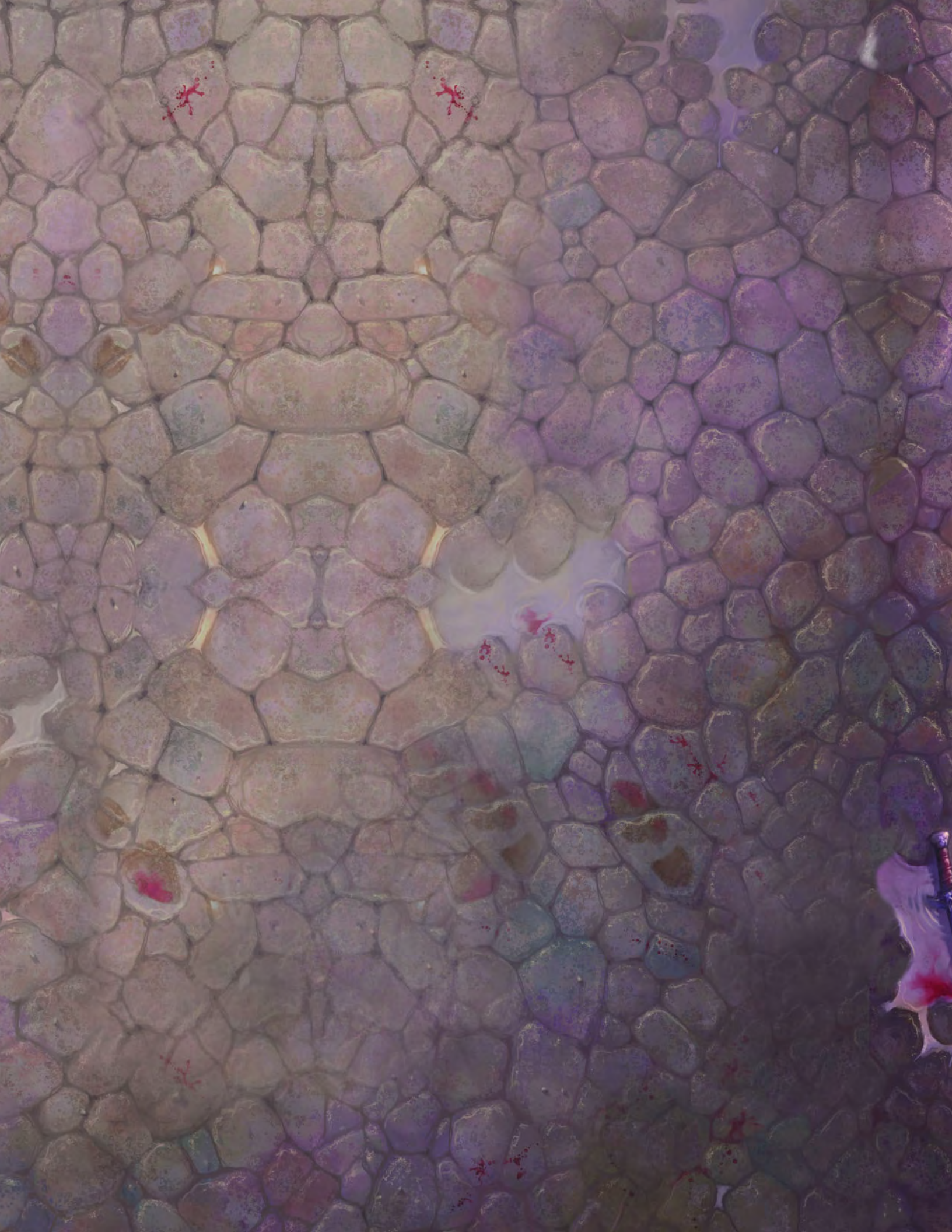
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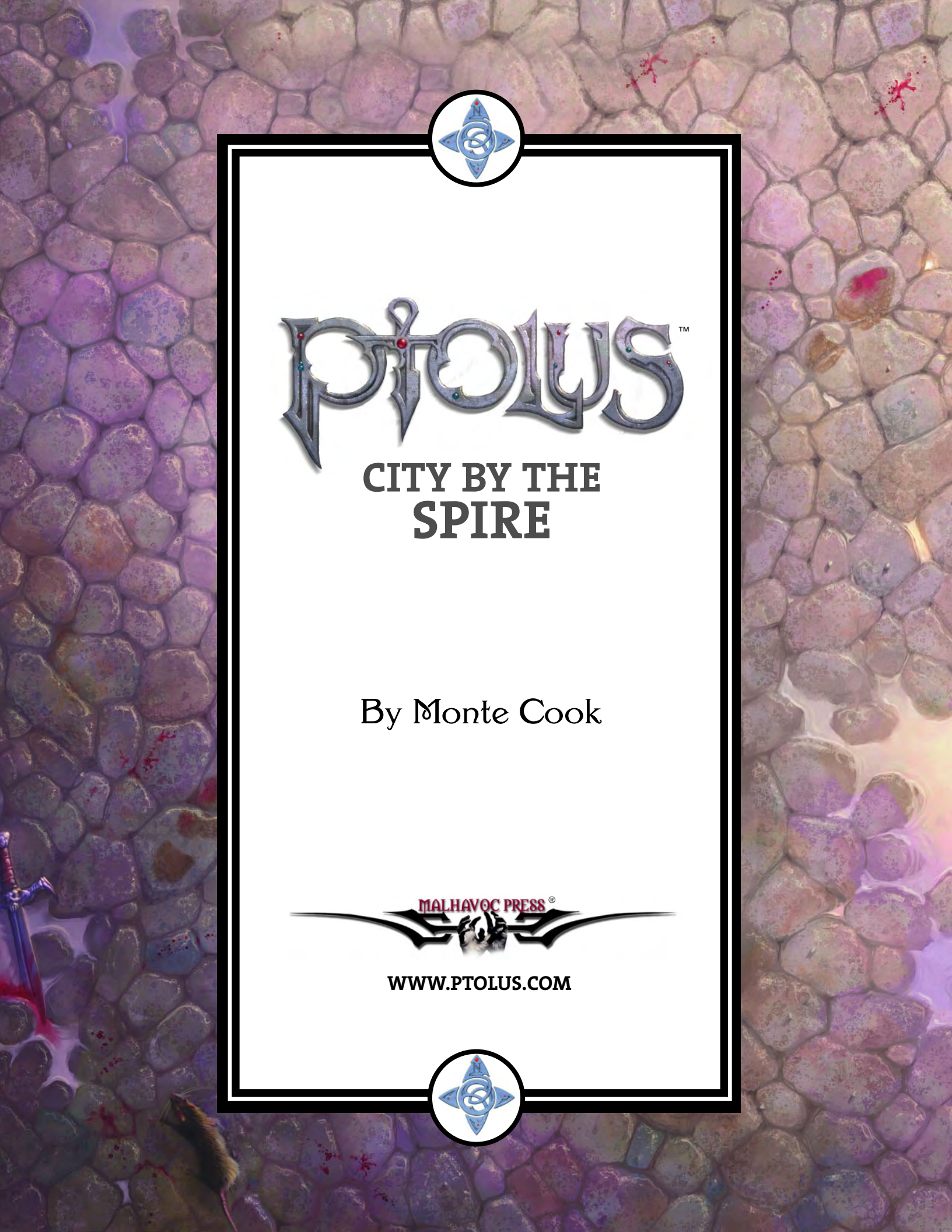
CITY BY THE SPIRE

Malhavoc Press®



In Ptolus, there's always something going on beneath the surface.





PTOLUS™

CITY BY THE SPIRE

By Monte Cook

MALHAVOC PRESS®

WWW.PTOLUS.COM

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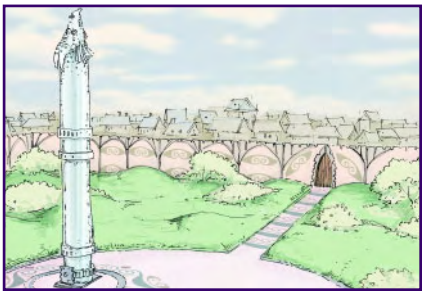
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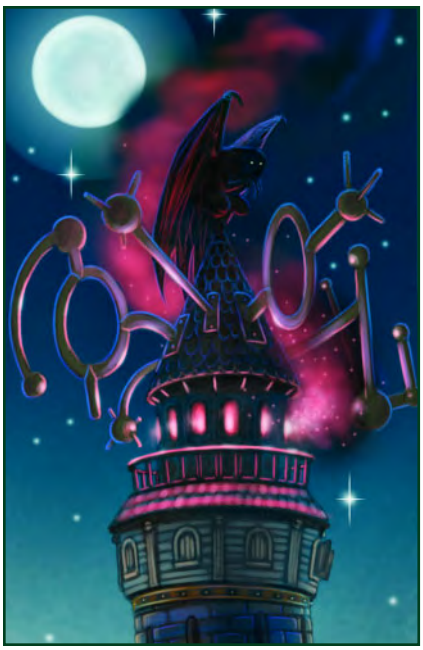
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- *The Banewarrens* Adventure
- *Chaositech* Sourcebook
- *Arcana Evolved* Conversion Document
- Handouts (printer-friendly)
- Campaign Journals
- "Saga of the Blade"
- *Ptolus* Comic Book Issue 1
- *Ptolus* Miniatures Gallery
- *Ptolus* Adventure Map: Korben Trollone's Office
- This Week in Ptolus
- Expanded Table of Contents
- Searchable Index
- Full Ptolus Map Key





FOREWORD

In many ways, what you hold in your hands is a piece of game history. Ptolus (pronounced "TAW-luss") was the first Third Edition campaign played by anyone, anywhere. The campaign actually started in 1996, shifting from Second to Third Edition when the new rules were ready for playtest. That makes it the first-ever Third Edition playtest campaign, and thus the oldest and longest-running Third Edition game in the world. And it's still going strong.

ACKNOWLEDGMENTS

These people and things played a significant part in the creation of this massive tome, even if indirectly, and thus they have my thanks:

Kelley Barnes-Herrmann, Phil Boulle, Ed Bourelle, Dean Burnham, Michele Carter, Mike Chaney, Andy Collins, Sue Cook, Bruce Cordell, Jesse Decker, Denmark (and new friends there), fans of *The Banewarrens*, Red Garland, Gateway Computers, Gen Con, Get Fuzzy, Brian Glass, Godspeed You Black Emperor, Gary Gygax, Conrad Hubbard, everyone working on *Lost*, H.P. Lovecraft, Marley, China Mieville, Matt Milberger, Erik Mona, Monster Energy Drink (lo-carb), Grant Morrison, Chris Perkins, Porcupine Tree, posters on our message boards, Jeff Quick, John Rateliff, Reduced Fat Wheat Thins, Sean Reynolds, Rufus, Charles Ryan, Seattle's weather, Morgan Spurlock, Sony Electronics, Source Comics and Games, Spock's Beard, Stan!, Tortoise, two different ergonomic keyboards and three (optical, not blind) mice, Aaron Voss, Steve Wieck, Stewart Wieck, Fred Yelk, and Yes.

This book details a place where the game's designers, editors, creative directors, and business managers all played characters. Prowling the city's streets you would find characters run by the Editors-in-Chief of *Dragon*® and *Dungeon*® *Magazine*, the Wizards of the Coast Brand Manager in charge of Roleplaying Games, Wizards' RPG Design Manager and his counterpart in the Development department, and longtime game designers and editors such as Bruce Cordell, Sean Reynolds, Michele Carter, Andy Collins, and Sue Cook.

In other words, for years, Ptolus has been where the game's professionals come to play. Some of the events in this setting have passed into gaming legend, like the total party kill suffered by the Company of the Black Lantern or Serai Lorenci's betrayal of his entire party—or how his brother Sercian was kidnapped and replaced by a dark elf for months of game time. Now it's time for you to create your own legendary stories here.

I love Ptolus. I understand Ptolus. More than any other place I've ever set a campaign, these city streets seem real to me. In compiling this book, I've had plenty of detailed computer files and player handouts from my home game to refer to, but I also found many cryptic notes scribbled on various pieces of paper or alongside a map. These tidbits came to me as the city percolated in my head—the place lived and breathed even when I had no players around my game table. I could just as easily envision a meeting of the Council of Coin and hear their debates as I could see what the player characters were up to in their adventures.

Far more than any notes, though, Ptolus existed in my head. I could give you a district-by-district tour of the city, pointing out landmarks, shops, and even people on the street (by name) without ever referring to a map or notes. In a way, Ptolus is as real to me as any city in which I've actually lived. Though it can be a hard place, it's a city I know—like a friend you like to spend time with even though he has his faults.

I love Ptolus. I hope that you and all the people around your game table will grow to love it too. Moreover, I hope that my own personal affection for the city comes through as you read this book. The material in these chapters is tested and true, played by real gamers with a love of the game. As I ran my campaigns set in Ptolus (as of this writing, there have been three, plus the predecessor Praemal Campaign), I encountered the same issues that all DMs come upon. Hopefully my experiences with them will make game play easier for you.

What is Ptolus? Imagine a cosmopolitan fantasy city where humans, elves, and dwarves rub elbows with orcs, ratmen, and stranger creatures. A city built upon the ruins of two previous settlements, creating a mazelike undercity full of dangerous (but lucrative) chambers just waiting to be discovered. A frontier port ruled by a power-mad theocracy amid the decay of a collapsing Empire. A place where crime families war openly and noble houses battle discreetly—with equally deadly results. A city where magic is familiar, adventurers are welcome, and thousands of residents dwell beneath the shadow of a Spire crowned with a citadel of evil so strong that the very earth thrust it away from itself untold ages ago.

Welcome to Ptolus.





Introduction:

FROM MY CAMPAIGN TO YOURS

Ptolus is designed to serve as either an entire campaign or a well-detailed city that you can drop into your own setting. That dual purpose makes for a huge design challenge. To be its own setting, Ptolus needs to be something special. On the other hand, to be a city anyone can use, it can't be too weird. So Ptolus is meant to fall somewhere in between. The focus, basically, is to take all the aspects inherent to d20 System fantasy games and bring them to life in a single city.



Campaign setting products are an interesting breed. In the past, there seem to have been two types. The first is the kind that gives just a brief overview of the setting in a gazetteer fashion. The other type is something that presents every minor detail of a setting, usually involving dozens of support products.

These products appeal to two different kinds of gamer. First, the people who just want the facts as quickly and efficiently as possible, with maybe a few hints and hooks thrown in to build upon, go for the gazetteer-style books. Members of the second group want total immersion. They want to learn everything they can about the fictional campaign setting, as if it were a real place. *Ptolus* is aimed more at the second group than the first—but I think you'll see that it approaches the idea of "total immersion" in a new way.

Now that you hold this weighty tome, the largest gaming book ever produced by a single author, you're probably thinking that every last location and NPC in the city must be listed in here. Well, that's not the case. I'm sorry if that's disappointing. Such completeness was never my intention, though. It'd be a novelty to create such a product, but does a DM really *need* that level of information?

UNDERSTANDING A SETTING

In writing this book, I tried to examine what a DM needs to run a game in a specific setting, and what the players need to create and play characters in it. What I realized was that, more than anything, the DM and players have to *understand* a setting to use it best. For example, you likely don't know everything and everyone in every building in the town where you live, but you probably understand that town. You know where things are, you know how to get around, you know the kind of people that live there, and you know a lot about certain places (your home, your school, your office, the grocery store, etc.).

It's my goal to help you to really understand Ptolus. I've tried to run games set in published settings before, and it was rare that the designer gave me enough of the right kind of information to help me extrapolate what was over the next hill, as it were. I got what I was given, but it didn't impart the big idea of the place. I didn't understand that fictional place the way I understood a city I've really been in.

I think it's all about the right kind of details. I've run a campaign set in Ptolus for many years, yet I haven't needed to know the contents of every shelf of every shop in town. However, I have had to get a good grip on such things as the kinds of groups that live in the city. I needed to know, at a

The success of a campaign depends much on the DM's investment in the setting and on the enthusiasm that comes through naturally as a result of that investment.

The first time I ran a campaign set in Ptolus, I set up a meta-game house rule that simply told the players they weren't to leave the city: Their characters could leave Ptolus to run an errand or visit a relative, but it wouldn't be a part of the action of the game. The second time, I made no such rule—it wasn't necessary. The players didn't want to leave.

UNDERSTANDING THE STAT BLOCKS

Throughout this book, you'll find many, many stat blocks for NPCs (nonplayer characters). The standard method of displaying stats looks like this:

Larel Notan (male human expert4/wizard2).

A longer, more detailed stat block appears for characters that PCs are likely to get involved in a combat situation, either as allies or enemies, or when the character is of major importance to the campaign. These full stat blocks look a little different than the standard d20 System format. The goal in modifying the format was to improve its usability without making the stat block any longer. Here are a few notes on the differences you'll see in the full stat bock:

***Crucial Skills** are those likely to be used in an active encounter with the PCs. These do not usually include Craft, Knowledge, or Profession skills, for example, but do include Listen, Spot, and the like.*

*Likewise, **Crucial Feats** also are those that come into play during an active encounter. The bonuses from such feats as Improved Initiative or Weapon Focus are already added into the character's statistics, so they are not considered crucial. Neither are the various Craft Item feats, Brew Potion, etc.*

(cont'd on the next page)

moment's notice, the best place for adventurers to buy more arrows. I needed to know where the criminals lived, and what the local residents did with that information. What does a resident look like, and what does an outsider look like? But more than that, I had to be able to describe the various parts of Ptolus so that the players not only understood it, but believed in it. Not just what the Ironworkers' Guild headquarters looks like, but why it looks that way. The *why* is important—if the PCs explore that area, do the nearby buildings look similar? What does the description of the headquarters tell me about the neighborhood around it? It's one thing for a game designer to describe well enough for the DM to relate that information to the players, but it's quite another thing to get the DM to understand the setting so well that the designer no longer needs to provide that description. You've heard the saying, "Give a man a fish and he eats for a day; teach him to fish and he eats for a lifetime"? Well, give a DM a location and he runs an encounter; give him an understanding of the setting and he runs a campaign.

THE PERFECT GUIDEBOOK

So then I had to ask myself, how do people come to understand a place they've never been? Fortunately, there's an answer to that question: Typically, they buy a guidebook. So, as I worked on this book, I didn't examine a lot of different setting books for inspiration. I looked at travel books, particularly those geared toward cities: London, Chicago, Rome, and Hong Kong. I looked at how they presented information, the kind of details they gave, and the kind they ignored. These books influenced not just what I wrote, but the art and maps we used and how we presented the material.

Travel guidebooks cover topics both broadly and deeply. But the depth is selective. A guidebook discusses the cuisine of the area covered and describes a handful of restaurants in detail, including food quality, price, service, atmosphere, and maybe even the staff. But it doesn't tell you about *every* restaurant, and it certainly doesn't provide that level of detail for every single restaurant in town.

That means *Ptolus* is a unique mixture of both general ideas and specific details. Reading this book will teach you about human customs versus elven ones, and the events leading to the creation of the Empire of Tarsis. But you'll also read about the scandal that erupted over the relationship between the leader of the Fire Brigade and the Commissar's daughter. You'll learn which tavern dwarves are most likely to frequent, and you'll find out the dreaded, still-undiscovered secret of Jabel Shammar.

The goal of this approach is to familiarize DMs with enough broad information about Ptolus that it starts to feel like *their* city. The details serve as nuggets that illustrate specific aspects of the city's flavor—these details accomplish the same thing as the more general information, but through example. The precise details spark adventures, and the expansive information forms them into a campaign.

But there's a middle ground, as well. That's the adventure material. Part VII of this book provides you with a way to start a campaign here and specific adventures to get players involved in various locations and aspects of Ptolus life. But other material, such as the Temple of the Rat God in the Temple District, Kadmiel the Shade Tower in Oldtown, the Dark Reliquary in the Necropolis, or the entirety of the Goth Gulgamel and Jabel Shammar chapters, present ready-to-run adventure locations. There's enough adventure material in this book to fill your campaign all by itself.

Sprinkled throughout the book, I occasionally include side notes regarding why something is the way it is in Ptolus, from a game designer's point of view rather than a Ptolus resident's point of view. Most major aspects of the setting are what they are for a reason, from Jabel Shammar—the fortress atop the Spire, which literally looms over everything the players do and serves as the towering potential finale of the campaign—to Delver's Square—a centralized "mini-town" catering to virtually all an adventurer's needs, for players who want to focus on dungeon exploration rather than city politics.

FANTASY D20 IN MICROCOSM

As I mentioned above, Ptolus is meant to be the d20 System in microcosm. It embodies all that is fundamental to the game, but it does so in the space of a single city. That means there are dungeons to explore as well as townsfolk with whom to interact. There are strange magical mysteries to discover, demons to fight, and even dragons. Ptolus is truly a city of adventure—PCs don't have to leave it to embark on amazing adventures.

Ptolus is the union of some aspects of real-world medieval Europe (as real as is fun) with the rules and flavor of the d20 System. When I wrote in the Third Edition DMG that merchants might hire wizards to use *detect thoughts* and *see invisibility* to deter crime, and that bars might post signs forbidding *detection* spells so the patrons can relax, I was thinking of Ptolus.

The Ptolus Campaign is the d20 rules with the volume turned all the way up. I created the world with the game rules in mind. The conceits of the game became the conceits of the setting. The feel of the rules was the feel of the city. If the rules suggested that something might happen a lot, then in Ptolus, it happened a lot. The effects of 1st-level spells come as a surprise to no one here. Tanglefoot bags, *rings of protection,* and the druid's animal companions are taken for granted.

I loved it when a player of mine said, "I *polymorph* myself into a troll and run out into the street after the thief."



And another player said, "Dude, you can't go out there like that!"

And the first player replied, "Don't worry about it! This is Ptolus, they see this stuff all the time."

I knew then that the first player really *got* Ptolus.

We'd talk about how when a City Watch patrol found an entire city street blocked by a *web* spell, they wouldn't be mystified, they'd be annoyed—because they knew from experience what a pain it was to hack through the stuff, and the risk of fire is too great to burn the webbing. In the end, unless it was a busy or important street, the Watch most likely would just let the spell's duration run out.

The people of Ptolus have seen this kind of magic all their lives. That doesn't cheapen it or render spells humdrum—magic was never so common as to make Ptolus feel like a modern setting with magic in place of technology. The players just learned to understand that the folk of Ptolus lived in a world where the Third Edition Core Rules governed their lives. Even if fewer than one in a hundred people was a spellcaster, by the time Ptolus natives grew to adulthood, they'd have seen some spells cast, monsters summoned, and so on.

WHERE DO I START?

Whether you are a player or a DM, **start by reading Part I**: Ptolus Player's Handbook. That section provides a quick overview of everything else in the book. Of course, it doesn't go into any of the secrets of the setting—those are for the DM to reveal as time goes on.

If you want to hand out just that section to your players, you can find *A Player's Guide to Ptolus* as a free downloadable PDF file at <www.ptolus.com> and on the CD-Rom included in the envelope at the back of this book. **Print out a copy for each player.** Let everyone have a chance to learn about the city and get a feel for the setting.

Where you go next depends on how you're going to use this book. If you want Ptolus to be your campaign setting, move right along to Part II and **learn all the basics of the world**. If Ptolus is destined to become a city in your existing world, jump straight to Part III: **City Guide,** and read about the various parts of town. If you only want to mine the book for ideas, flip through it and look at whatever strikes your fancy. You'll find interesting city locales, strange and fascinating NPCs, dungeon complexes, evil fortresses, haunted ruins, complex organizations, a few new races, monsters, prestige classes, spells, and a lot more. The **glossaries and index** in the Appendix can help you find what you're looking for quickly. Use the stitched-in bookmarks and the tear-out bookmarks to help you remember the sections you want to use.

And don't neglect the **envelope at the back of this book**. It contains a poster map of the city of Ptolus and key locations on the Spire. You'll also find important handouts, maps, and reference sheets, as well as a **CD-Rom** packed with some four hundred pages of additional material. The CD-Rom includes PDF files of the ninety-six-page *Night of Dissolution* Ptolus adventure, the aforementioned *Player's Guide to Ptolus*, two Ptolus-related products previously released by Malhavoc Press (*The Banewarrens* and *Chaositech*), and other features we just couldn't manage to pack into the pages of the book itself. See the Appendix (page 656) for a full rundown of this book's many components.

Throughout *Ptolus*, all references to spells, feats, and other rules come either from this book or from the v. 3.5 revision of the three Core Rulebooks: the *Player's Handbook*, DMG, and MM. This book is protected content except for items specifically called out as Open Game Content on the Legal page. For full details, please turn to page 669. Open content is not otherwise marked in the text of this book.

Bonus source material and ideas to augment the information in *Ptolus* appear on my website. Find the links to these free web enhancements, my campaign journal, and much more online at **<www.ptolus.com>**.

To delve even deeper into Ptolus, check out the official comic book, published by DB Pro, available from Diamond Comics. We're also proud to offer metal miniatures from Paizo Publishing, specialty map products from cartographer Ed Bourelle's SkeletonKey Games, and the *Ptolus Counter Collection* from Fiery Dragon Productions.

(cont'd from page 12)

*The **Special Abilities** and **Special Qualities** sections of the stat block do not explain the rules surrounding the specific abilities, but instead provide a simple reminder. Readers who need more than a reminder of what the ability can do can get the full description from the MM or* Player's Handbook. *This format brings the SA/SQ stats in line with spell and magic item stats, which also require the reader to reference the Core Rules for full descriptions.*

***Languages** are listed only when the character has spent skill points to learn more languages than he normally would have, or if a character speaks a language unusual to one of his race. Otherwise, readers should assume the character speaks the languages appropriate to a character of his race.*

***Spellbooks** appear only for wizards who are carrying them or when the spellbook is found in the same area as the character himself.*







PART I:
PTOLUS PLAYER'S HANDBOOK

Player characters, having spent their lives in Ptolus—or at least in the same world as this city—certainly know a fair bit about the place. The following section should be required reading for a player creating a character for the Ptolus Campaign. Moreover, DMs should also read the material, as it summarizes much of the general information about the setting. The rest of the book provides more specific detail, but it all builds from the information found in this player's guide.

DMs should feel free to make this information available to all players in whatever way is easiest. Permission is granted to photocopy the player's guide (pages 16 to 37), or download the information as a free PDF file at <www.ptolus.com>. You can also just show them this portion of the book, but keep in mind that players will want to refer to the information throughout the campaign, as well as read it all at the beginning.

Also, please note that a few details in this section differ from what's presented in other chapters of this book. Such disparity arises because Chapter 1 provides the information known to city residents or visitors to Ptolus. But common knowledge is not always the truth of the matter.

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Chapter 1:

A PLAYER'S GUIDE TO PTOLUS

A city of mysteries, secrets, and dark histories, Ptolus lies forever in the shadow of a towering stone spire reaching impossibly high into the sky, an enigma and reminder of evil long past. In Ptolus, the supernatural is expected and treachery lies around every corner—or is it that the supernatural lies around every corner and treachery is expected? Either way, the city of Ptolus abounds with danger, magic, intrigue, and above all, adventure.



FROM MY CAMPAIGN TO YOURS

In my original Ptolus Campaign, the characters started out not as Ptolus natives, but as a group of unconnected individuals waiting in line to enter through the city gates.



This chapter is designed to introduce you as a player to the fundamentals of Ptolus, so that you can create and run a character with plenty of knowledge about the world. The city is rich enough in detail that it's difficult to absorb it all at once, so keep this information handy as a reference while you play in the Ptolus Campaign—and be prepared to discover that the information you learn in these pages is only the very briefest overview.

INTRODUCTION TO THE CITY

You are a native of a port city called Ptolus, or you have recently arrived there. Native or not, you know a few things about this city—it is not without a reputation, to say the least. To call Ptolus a dynamic place with a strange and varied identity is to understate the situation greatly. Only now are explorers truly discovering how ancient the city really is and unearthing details of its varied history. Ptolus is where that strange breed that calls itself "adventurers" congregates. It's a place where people are as concerned with what lies below the ground as they are with what's above. This is like no place else in the world.

Ptolus lies in the world of Praemal within the bounds of a very old Empire unsure of whether or not it has toppled. Three different emperors claim the throne, and portions of the once great realm cleave off like icy shards from a melting glacier. This decaying society looks upon previous centuries and sees grander, more civilized, and certainly better days. Progress seems on the decline—skills and lore that people possessed just a few hundred years ago are lost now.

But this is not a time to lose hope altogether. This civilization, older than our own real-world cultures, is more sophisticated than our own in some ways, but less so in others. A myriad of races and peoples have come and gone, creating an intricate (and sometimes confusing) amalgam. Good struggles against evil, and law against chaos. But the shadows only threaten the light—they do not yet consume it.

Not so long ago, the first men and women who would one day be called "delvers" returned from exploring the catacombs below the city of Ptolus laden with gold and magical treasures. Today, hundreds of new would-be delvers pour into the city each month, hoping to strike it rich like others before them. Most never crawl up from the realms below, but adventurers keep arriving with dreams of gold and fame. Those who do emerge back into the light bring with them tales of surprisingly vast reaches of natural

caverns and ancient hewn passages, perhaps dating back to the dark days when this area lay in the thrall of the terrible Skull-King, Ghul, and the region was pocked with winding warrens and subterranean chambers created by his dark armies. They also tell of the horrors that dwell outside the life-giving reaches of the sun: unknown monsters and devious demon-minded things with a cunning unknown to human-, elf-, or dwarfkind. In the city, entire industries have evolved quickly to service the needs of these adventurers. In the shadow of an unnaturally tall, ancient spire with a very dark past, a whole new form of economics, politics, and social structure struggles to be born.

Creatures and individuals (good, evil, and otherwise) that normally remain in the shadows are drawn to this large gathering of adventurers and magic. The needs of the delvers prompt renewed devotion to magic, science, and religion. As the Empire of Tarsis dies, Ptolus—for years a backwater town on the edge of civilization—is quickly becoming the center of something much larger than itself. Omens and prophecies of children born with strange birthmarks surface in the city with increasing frequency. No one yet knows exactly what, but something is happening in Ptolus. Something new stirs in this city . . . and that something is very, very old.

CAMPAIGN FEEL

Ptolus is an urban campaign setting. However, it is also one that deals with dungeon delving and subterranean exploration. In your own Ptolus Campaign, you can probably expect about a fifty-fifty split between dungeon adventures and urban adventures. The latter involve a surprising array of organizations and of individuals that live in this less-than-typical fantasy city.

As a setting, Ptolus should prove a somewhat realistic interpretation of a place in which dungeon explorers really do plumb the depths of a gigantic underground labyrinth filled with treasure, monsters, and traps. As much as possible, many standard tropes of fantasy adventures, including "dungeons," are presented in a fashion that makes logical sense.

While late medieval culture provides one building block of the setting, it's not the focus that you might think it to be. The Core Rules are that focus. So, while Ptolus is based strongly in historical reality, many notions from real-world history that often hold true in other campaigns (most adults don't believe in monsters, everyone's bewildered by magic, you never see lizard men walking down the street) are not present here. Instead, Ptolus is a campaign where the Core Rules and all that they imply hold sway. That means "monsters" are common. Wizards are everywhere. Lots of people walk around in plate armor. Humans strolling down the street rub shoulders with elves, dwarves, halflings, gnomes, half-orcs, and even stranger beings.

In a way, this campaign is "the d20 System rules with the volume turned all the way up." Creating this city did *not* involve building a fantasy world first, then adapting the rules to make it work. Just the opposite, really. As a setting, Ptolus has been under the influence of the Core Rules for a long, long time. The things that make d20 fantasy unique—the prevalence of magic (including the specific spells we all know), the ever-increasing power of individuals, and the creatures of the MM—have shaped the reality of Ptolus. And because the designer of Ptolus used this setting as a playtest backdrop as he worked on the design of the Third Edition Core Rules, Ptolus influenced the d20 System rules as well. This is a setting steeped in game history and significance.

That doesn't mean Ptolus contains nothing new, however. As the city developed, new material grew out of the process. The firearms, creatures, spells, races, and foreboding atmosphere all came very naturally.

The Ptolus Campaign is a fantasy that some would label "dark," although it's as much about rising up out of the darkness as living within it. It is clearly an urban fantasy, for the campaign takes place entirely within or beneath the city of Ptolus—a place with a vast history of dark secrets waiting to be discovered.

THE CITY OF PTOLUS

Ptolus is a major city of seventy-five thousand people. It is located in the land of Palastan near a large bay on the southern end of the Whitewind Sea. The place was established to serve as the port for an important fortress built at the time of the Empire's foundation, a citadel called Dalenguard. More significantly, however, it lies in the shadow of an impossibly tall (almost three thousand feet) and thin pinnacle of rock known simply as the Spire. The Spire and its surroundings seethe with mysterious legends and rumors. These tales tell of ancient battles waged and cities erected on the site, of demons and dark lords, of forgotten kings and mighty wizards. Many such stories might be at least somewhat true, for recent developments have revealed vast complexes beneath the city.

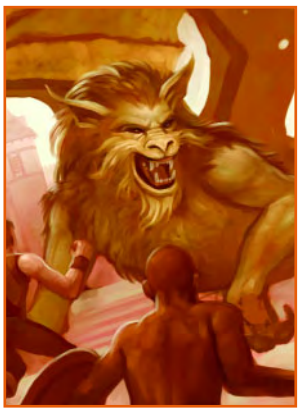
Of late, Ptolus has become a city of adventurers. Treasure-seekers flock there to explore and plunder the labyrinthine structures beneath the streets, which they call the "Dungeon." If the stories are correct, these catacombs include the following:

1. The sewers of the city.
2. Vast stretches of subterranean passages and chambers created by Ghul and his minions (see "Timeline," page 30).
3. The remains of an even older city.



"Some place needs to be the worst place in the world. Why not here?"
—Brusselt Airmol, well-known rogue adventurer

Ptolus was created to be, first and foremost, a place where characters could have interesting and exciting adventures. It's designed to accommodate both urban- and dungeon-style adventures. The city's background provides a foundation for political intrigues, monster-bashing adventures, treasure-hunts, and even adventures involving demons, angels, and other outsiders.



For more on House Vladaam, Sadar, Khatru, and the other noble houses of Ptolus, see page 23.

The Commissar of Ptolus, Igor Urnst, is a war veteran and a military man. Even though Ptolus has not been threatened with attack in centuries, he has a very defensive-minded approach to running the city. However, at the same time, he is wise enough to know that the residents of Ptolus are not soldiers, and sometimes you need to give them what they want to make them happy. This understanding makes him both efficient and fair, and he is extremely well liked.



The City Watch approaches any given situation with an appropriate response. For instance, to handle a bunch of rowdy drunks, the Watch captain sends some low-ranking guards. However, to deal with a rampaging monster or a group of unruly adventurers, the captain sends well-equipped fighters supported by multiple spellcasters.

4. An abandoned underground dwarven settlement called Dwarvenhearth.
5. And levels that plunge incredibly deep below the present urban area.

Ptolus lies in a cool, rainy coastal region with harsh winters. It serves as an important port on the Bay of Ptolus off the Whitewind Sea and belongs to the Empire of Tarsis, although a growing faction in the city feels that Ptolus should declare itself independent.

RULERS

The city is ostensibly ruled by a council, at whose head sits the Commissar, a representative of the Empire of Tarsis. The other main council members are Kirian Ylestos (the Prince of the Church) and the Mother Superior of the Sisterhood of Silence (see below). Other City Council members (with less influence) include guildmasters, the heads of the noble houses, and a few wealthy merchants. People of the town often refer to this body as the "Council of Coin," because money is a powerful and influential force among its members.

Guildmaster Delver Sorum Dandubal, also a council member, is quickly becoming another force to reckon with—almost a fourth main member—but the three forces controlling the council dislike and oppose him.

Truth be told, the real ruler of the city is the Commissar, Igor Urnst. The City Watch operates under his direct command from Dalenguard, a historic fortress that still stands in Oldtown. Urnst's group of advisors in charge of the city's defense and protection is called the Twelve Commanders. These include Lord Dorant Khatru of House Khatru, Aoska of the Malkuth (a half-celestial), and other local luminaries.

THE AUTHORITIES AND THE LAW

To police the streets, the Commissar of the city commands a force of more than eight hundred troops and City Watch guards, including a few dozen elite individuals (captains, mages, clerics, etc.). While the constables in many of the Empire's cities are considered glorified street-sweepers with little competence or desire to actually enforce the law, this is not true of the experienced and well-equipped guards of Ptolus, particularly those known as the Commissar's Men.

Nevertheless, this well-trained and well-paid force has its hands full maintaining order in the city. Helping to enforce the law is a special order of monks called the Sisterhood of Silence. These nonspeaking female monks patrol the streets and apprehend criminals, even though they are not—strictly speaking—sanctioned to do so officially. A male eunuch always accompanies a small unit of the Sisters of Silence to speak on their behalf.

However, neither the city guard nor the Sisterhood of Silence is willing to go down into the Dungeon and fight monsters. Nor are they likely to help against such well-known and influential noble families as House Vladaam or House Sadar, or such powerful groups as the Church of Lothian or the technophilic Shuul. Of course, those groups would never break any laws, so there's surely nothing to worry about. . . .

THE FORCES OF LIGHT

Aside from the law-enforcing authorities, both official and self-appointed, Ptolus benefits from the presence of various forces of munificence. Orders of knighthood such as the Keepers of the Veil, Order of the Dawn, and Knights of the Pale uphold such concepts as benevolence and nobility. There are even angelic beings in Ptolus—more than any place else in the world—from aasimars to half-celestials to true angels. Many of these beings congregate in a place called the Pale Tower and call themselves the Malkuth. Paladins and clerics of good deities such as Lothian, Gaen, and Navashtrom help Ptolus stand against the darkness as well.

And in Ptolus, the dark is deep.

THE DARK SIDE

Like every city, Ptolus has a dark side. Here, criminal lords command veritable armies of rogues and assassins, and war amongst each other as well as against the law. These criminals deal in extortion, smuggling, gambling, usury, and prostitution. Chief among these criminals are Menon Balacazar, leader of the oldest criminal syndicate in the city, and the newcomer Kevris Killraven. They are bitter enemies. Depraved assassins called the Vai hunt victims for money and to fulfill their own bloodlust.

But worse things lurk in Ptolus than simply criminals. Dwelling among the crypts of the city's graveyard are the death-loving Forsaken, so called because the rest of society finds them so abhorrent. Worse still, chaos cultists—in league with terrible inhuman things—plot the destruction of the city and, in fact, the entire world to sate their lust for destruction. Lastly, and strangest of all, Ptolus is home to actual demons from the lower realms: Some are merely demon-blooded tieflings, but others are full-blooded fiends that call themselves the Fallen. These beings dwell alongside the Forsaken in a place called the Dark Reliquary.

THE PEOPLE OF PTOLUS

Ptolus is primarily a trade city, serving not only as a major port but also as a link between the northwest and central portions of the Empire of Tarsis. About two-thirds of the population is human, with the remaining third being (from

most populous to least): Shoal elves, Stonelost dwarves, halflings, litorians, Grailwarden dwarves, gnomes, half-elves, centaurs (aram), orcs and half-orcs, and others—lizardfolk (assarai), ogres, and far stranger things. (Some of those races might sound unfamiliar. Read on.)

DISTRICTS OF THE CITY

Ptolus lies between the Spire and the sea. The highest portion of the city, the Nobles' Quarter, is built on the base of the Spire. From there, the level of the city drops down a sharp cliff to Oldtown, and then down again into Midtown. The final cliffs at the edge of Ptolus drop into the bay, with the only area of dry land at the bottom of those cliffs occupied by the city's docks. Well-worn paths connect the various elevations and help make Ptolus very defensible (although the city has never been attacked).

The King's River flows through the city, spilling into an eroded chasm in the northwest corner and flowing down to the Bay of Ptolus near the docks. The bottom of the chasm, called the King's River Gorge, is eighty feet below the level of the ground on its north side, but more than two hundred feet below on its south side. The south side still holds the old city walls and fortifications. A bridge built upon two massive pillars, themselves erected atop natural rock columns, stretches across the King's River Gorge at a steep angle, leading into the area of the city known as Oldtown. Another bridge stretches across the chasm to join Oldtown with the Rivergate District. Although Oldtown is higher, the difference in elevation between these two districts is not steep, so the slope of this bridge seems far less noticeable than that of the other.

The Docks

Far below street level, the Docks rest on a narrow strip of land at the bottom of the city's eastern cliffs. The wooden buildings here sit slightly askew from one another, because the entire small district is built upon slowly sinking sand. Even the streets are sand. A dozen or more ships moor in the deep waters here at any given time. This is a particularly rough area of the city, thanks to the influx of sailors and its isolation from other districts. A single winding road provides access up a steep incline to the city proper.

The Docks area is full of warehouses, shipyards, hostels, and taverns, all catering to sailors and merchants. Isolated from the rest of the city by the cliffs, sometimes it seems as though the Docks area has had to become its own little community. Many Ptolus residents live their whole lives without going there—but, of course, they probably haven't been to the Nobles' Quarter, either.

Crimes in Ptolus

While obvious things such as murder and theft are illegal in Ptolus, so are compulsion spells cast upon citizens (locals frown on charming *shopkeepers to get a better price) and spells of mass destruction cast within the city proper (no* fireballs *or* disintegrate*). Any spell with the evil descriptor is also illegal; in particular the authorities hate* animate dead *and other spells that bring more undead to the city. They also prosecute people severely for doing anything that spreads disease—including casting* contagion*. These and other crimes can be reported at the district's Watchhouse.*

See the Ptolus poster map for a good look at the city's layout.



Buying Magic

People looking for magic items could do worse than come to Delver's Square in Midtown.

In the square, one can find Myraeth's Oddities, a shop that buys magic items of all kinds and resells them. This is a good place to acquire miscellaneous items, as well as potions, rings, wands, and scrolls. However, Myraeth doesn't sell weapons or armor—for those items, try Rastor's or the Bull and Bear, also in Delver's Square. Like Myraeth's, they may have used magical equipment to sell.

Just a few buildings down is Danbury's, a tavern in which one can find a representative of the Dreaming Apothecary, an organization that makes new magic items (see page 24). Across the street, you can also find St. Gustav's Chapel, a great place to obtain healing potions and holy items.

Guildsman District

Ptolus teems with guilds. Every type of artisan, smith, or other professional belongs to a guild of similarly trained and employed individuals. These guilds enjoy a strong voice in the City Council. This district in the south end of the city holds many tanneries, smithies, foundries, textile houses, grain mills, paper mills, brickmakers, bookmakers, woodworkers, and other production facilities, as well as warehouses, granaries, coalhouses, stockyards, and similar storage sites.

Not surprisingly, this district has a distinct odor.

Unless one works here, a local rarely finds a reason to visit, although this district sports a few taverns and other businesses catering to the working class. The Guildsman District's rough reputation prevents most people from frequenting the area at night. Those who live there often join a guild for protection.

Just a few of the guilds in this district include the Drapers' Guild, Goldsmiths' Guild, Herbalists' Guild, Ironworkers' Guild, Masons' Guild, Silversmiths' Guild, Tanners' Guild, Weaponsmiths' Guild, and Woodworkers' Guild.

The Sages' Guild, Shipwrights' Guild, Warriors' Guild (the Order of Iron Might), and a few others are headquartered elsewhere in the city.

Midtown

As the central area of the city, Midtown is both a commercial and a residential hub. It is also where one finds many local entertainment offerings, in the form of pubs and taverns as well as theaters, dance halls, gambling dens, and more. Visitors looking for a place to stay usually find themselves directed here, as most of the city's temporary lodgings are in Midtown.

Midtown is home to both Tavern Row and Delver's Square, where many employers seeking to hire adventuring parties can post their announcements. It also has a few shops and plenty of residential areas, such as Emerald Hill, where most elves choose to live, and Narred, a centaur neighborhood.

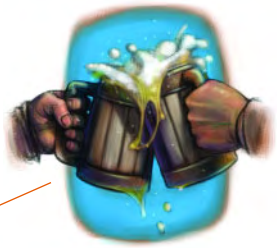
Besides the Delver's Square shops that adventurers frequent (Rastor's Weapons, the Bull and Bear Armory, Ebbert's Outfitters, and Myraeth's Oddities), those in the know also appreciate Saches clothiers on Yeoman Street and, of course, the Row Bathhouse. Potions and Elixirs' Midtown branch offers a large stock of potions for sale.

The most popular adventurer hangout is the Ghostly Minstrel tavern and inn in Delver's Square. Many folks seem leery of both the Onyx Spider (on Tavern Row) and the Black Swan (which is mainly for dwarves). Danbury's, also in Delver's Square, caters to spellcasters.





DELVER'S SQUARE
(Runihan Square)



Rastor's Weapons

The Ghostly Minstrel

Danbury's

Bull and Bear Armory

Watchhouse

Ebbert's Outfitters





Potter's

Myraeth's Oddities

St. Gustav's Chapel



The Necropolis

A city several centuries old tends to have a large graveyard, and Ptolus is no exception. The vast Necropolis in the city's northeastern corner sits on a few rolling hills, now completely covered with mausoleums, crypts, and graves. The entire Necropolis is surrounded by a wall, with guards posted at each of its four gates. These guards' primary duty is to warn people not to stay in the Necropolis after nightfall and to watch for grave robbers. Most people know that undead roam the Necropolis, but various churches and holy orders, such as the Keepers of the Veil, do their best to contain the menace.

Nobles' Quarter

Ptolus has no shortage of wealth or wealthy people. Technically outside the city's walls, the Nobles' Quarter, with its row upon row of manors and estates, climbs the city's western cliffs abutting the Spire itself. Travelers can enter the area only via a single avenue that runs up from Oldtown through the fortress of Dalenguard before reaching the Nobles' Quarter. The heights where this district now sits were easily defensible in the city's younger days; originally, all Ptolus residents could gather here in times of emergency, secure behind Dalenguard's stout gates. However, as time passed and the city grew, members of the elite class claimed these enviable heights for their residences, leaving the less wealthy to expand into the lower quarters.

The largest estates in this section of town belong to the ten noble families that have held power in the area—to one degree or another—for centuries. In addition to the homes of the wealthy and the services that cater to them, this district houses the Holy Palace, where the Prince of the Church lives; lately he is joined by his father, the Emperor of the Church, visiting from his eastern capital. The Nobles' Quarter holds the Crown Theater opera house, the Imperial Academy of Music, fabulous eating establishments and theaters, a floating apartment building, and other luxuries and sites of interest.

North Market

When one enters the city from the north, one is greeted with the sights and smells of a busy marketplace. Well-worn cobblestone streets are packed with vendors occupying wooden booths, pushing carts, or simply hawking wares they tote in massive baskets on their backs. Fresh foods of all kinds—fish and shellfish from the sea, fruit from the orchards to the north, and local breads and pastries being favorites—are available in any quantity. Other goods are for sale in small shops, tents, or from the backs of wagons. The City Watch patrols this busy area to keep thieves and pickpockets from running rampant. Rumor has it that the guards employ sorcerers to patrol the area invisibly, using spells to keep an eye out not only for traditional thieves, but for magically aided ones as well. They watch for invisible robbers, overt use of charm or compulsion magic, and similar tricks.

If you're looking for tasty baked goods, try Tavoh's Bakery; a good clothier, try Endle's Finery; for a fair weapon shop, go to Mitoren's Blades, although Rastor's Weapons in Delver's Square (in Midtown) is probably better for traditional arms. A small firearms emporium called the Smoke Shop opened recently as well.

Oldtown

Ptolus was founded three centuries ago as a small community surrounding a fortress called Dalenguard. The fortress' original purpose was to keep the area clear of evil creatures drawn by the power of Jabel Shammar, the citadel at the top of the Spire. It also sought to watch over Goth Gulgamel, the fortress halfway up the Spire built by Ghul, the Half God. Dalenguard was constructed more than seven hundred years ago, just after the defeat of Ghul, to serve as a symbol of the union of elves, dwarves, and humans in that war.

Over time, the community grew into an important port, and the need for Dalenguard as a wilderness bastion waned. Today the old fortress is still used by the Imperial-appointed ruler of the city, the Commissar, and the area surrounding it on the city's near west side is known as Oldtown. It sits atop a ridge higher than most of the rest of Ptolus, but still lower than the Nobles' Quarter.

The stone and marble buildings of Oldtown reflect a grander, earlier age. Graceful columns, majestic entrances, tall stone towers, and buildings of three or even four stories are common sights here. Yet all bear the signs of age and wear. Today many of these buildings house the bureaucracy the Empire forces upon the city. Still others are museums or homes for the wealthy (those not quite wealthy enough to live in the Nobles' Quarter). There are wonderful theaters, auditoriums, and even a grand Arena in this large district of the city. The Arena provides a spot for tournaments, fairs, and sporting games of all sorts. Nearby, the Inverted Pyramid mages' guild sponsors a magical ball sport simply called "the Mage Game," held in a large indoor coliseum in Oldtown.

This is where citizens go to get licenses, like those needed to carry a firearm. The City Courts are located here, and as are the City Council's meeting chambers. Both the Delver's Guild Library and Maproom (but not the guild's main office) and the City Library are here. Oldtown has a fair number of parks, monuments, and other touches of class and beauty as well.

Ptolus Architecture

Visitors to Ptolus will discover a melange of architectural styles. Many of the buildings—especially official Imperial structures—represent traditional Prustan designs from the east: imported marble façades, tall columns, and grand entrances. On the other hand, local Palastani influences are visible on nearly every street. Characteristics include much simpler and more practical designs, use of local stone and wood, and insulating siding materials.

Of course, the predominant style changes from district to district, and even from block to block within the same area. But overall, Oldtown and the Nobles' Quarter appear heavily Prustan, while the markets, Rivergate, and the Guildsman District are generally Palastani in style. Midtown is a good example of a blend of styles, plus some more exotic architecture of elven, gnomish, and halfling design.

This structure shows a blending of Prustan style (soaring facade, tall windows, prominent entry) with Palastani influences (local brickwork, economical design).



Imperial Identification Papers and Citizenship

The Empire of Tarsis requires all citizens to carry identification papers. Display of these papers, which the Empire issues to all citizens, is required for purchases over 100 gp. Guards and other officials also can demand to see one's papers at any time. Identification papers include a person's name, race, place of birth, current residence, occupation, and a general physical description. Forgeries are fairly common.

Almost all humans within the Empire automatically become citizens at birth. This is also true of most dwarves and many elves. It is more difficult, but not impossible, for members of other races to gain citizenship status; they are not automatically citizens. Citizens enjoy legal rights that noncitizens do not, as well as greater protection under the law.


Imperial Citizenship Papers

Rivergate District

Strictly a residential area, the Rivergate District is as close to a "middle class" neighborhood as Ptolus gets. It is located on a rise of land, surrounded by cliffs on all sides except the northeast, where a steep slope mostly free of buildings and covered in trees rolls down to the North Market and the main North Gate. Its residential cul-de-sacs—called "burrows" by those who live here—each boasts its own unique architectural identity.

South Market

To locals, the North Market is simply "the Market," while this area is the "South Market." Unlike its counterpart, the South Market is not an open-air marketplace. It has fewer vendors dealing out of carts and more established shops and places of business. Goods usually cost more in the South Market, but a buyer is far more likely to find trustworthy and reliable salespeople here. This is also where one finds the city's commodities markets and the headquarters of large merchant organizations, such as the Rogue Moon Trading Company. As in the North Market, many of those who work here also live here; the district has substantial residential sections.

The South Market is newer than the North Market and has more artisans and industry than its counterpart. You're more likely to get something made to order in the South Market, because the store selling leather goods, for example, is probably also a leatherworker's shop (such as Donnel's, a friendly dealer in leather goods). Nonstandard races or those with special physical needs when it comes to clothing should check out Maran's Odd Sizes. Navaen Bowcraft is a fine place to buy bows or arrows, and those looking for a real treat should stop by Ramoro's Bakery.

Temple District

Although the worship of Lothian, the official Imperial deity, is the dominant religion of the city, Ptolus' cosmopolitan residents revere hundreds of other gods as well.

Temples, churches, shrines, and small monasteries fill this district in the north central part of town, with the Street of a Million Gods (a bit of an exaggeration) running through it from north to south. Even the Blessed Bridge across the King's River here has small shrines built upon and into it.

The district stretches east and west from the Street of a Million Gods. Notable sights include St. Valien's Cathedral for worshippers of Lothian and the Priory of Introspection, where the Sisterhood of Silence is based. Although clerics are the most common representatives of the many gods, a number of temples support monks and paladins as well. The Temple District has a single bar, Taggert's, which is also a temple to Ollom, God of the Keg.

The Warrens

The Warrens in the eastern part of town is a terrible slum sick with poverty and crime. Rumors say that the City Watch won't go down into the Warrens. The streets here have no names, and most of the buildings aren't marked—the place is not friendly to outsiders. Some visitors may have experienced a little theft or crime in the city, but it's nothing compared to what goes on in this district. Some place the headquarters of the Vai within the Warrens. Others whisper of a crime lord named Jirraith and his gang of young thieves called the Pale Dogs who really run the place.

THE UNDERCITY MARKET

Although not actually a district of Ptolus, the Undercity Market, accessed by a wide staircase in the middle of Delver's Square, is the place to go for most adventuring gear (although Ebbert's Outfitters in Delver's Square is a handy one-stop shop with good prices). Looking for potions? Try Urnst, Alchemist as well as Potions and Elixirs. For scrolls, try the gnome wizard Neridoc Bittersong, who runs a booth in the market under the sign "Arcane Scribe."

Also located here is the Delver's Guild, an association that provides assistance in the form of maps, reference material, and equipment to explorers of the ancient dwarven city, Dwarvenhearth, and other areas below the streets of Ptolus.

Nearby are entrances into the sewers as well as tunnels leading into "the Dungeon," as adventurers call it. The Chamber of Longing is a nearby landmark that features a strange statue of a huge hand and serves as an occasional meeting place for adventurers, because everyone knows where it is. One can access the profoundly mysterious and magical Mirror Maze from the market as well.

The presence of the Delver's Guild makes the Undercity Market a center of employment relating to Dungeon exploration. Those looking to hire adventurers frequently post bills in the guild's meeting hall (much as they do at the post in Delver's Square). A number of market establishments hire out scouts, guides, porters, and guards, as well as skilled labor to pick locks, cast spells, and perform other necessary services.

As the city grows, more people have begun to live in and around the Undercity Market and throughout the underground levels. This is particularly true of races not always welcome elsewhere—minotaurs, lizardfolk, orcs, and so on.



THE LOOK OF PTOLUS

Ptolus looks a little like a Germanic city from the late medieval period. The buildings usually have stone first stories with wooden upper stories. The main exception is Oldtown, where many buildings are more classical in design, with impressive, Roman-style facades and marble columns.

It rains more often than not in Ptolus—at least, that's the way it seems. Winters are cold, grey, and wet, but summers are dry and mild. Occasionally, a cold, razorlike wind comes off the Bay of Ptolus, but usually it's quite calm. The smell of sea salt fills the air, when it's not overpowered by the stronger odors of such places as the leatherworking shops, slaughterhouses, and breweries of the Guildsman District.

One always feels the presence of magic in Ptolus. A spellcaster flies over the city, a mephit scurries down an alleyway bearing a message, or some adventurer walks down the street followed by his manticore companion.

The touch of the technology that built the Empire of Tarsis is found here as well, although its influence wanes with each year as fewer people rely on its comforts or remember its secrets. Still, aeroships, some with steam-powered engines, fly overhead from time to time. The City Watch employs firearms, and local defenses include cannons watching over the harbor and within Dalenguard. Leaflets printed on presses with movable type distribute news and information. In a few places, steam-powered pumps help clean out the sewers, while in others clockwork machines power heavy doors that protect wealthy estates.

NOBLE HOUSES

Ptolus has ten noble families, all of whom enjoy special status by ancestral right. Although the Empire does not officially recognize their titles, Ptolus is far enough removed from the heart of Empire that local traditions and beliefs still grant the noble houses hereditary seats on the city's ruling council. Plus, most of them are quite wealthy, and with affluence comes influence. The noble houses were once the seats of real power in the area, serving a dynasty of kings that ruled the entire region of Palastan before the Empire took over. (That's where the King's River gains its name.) The noble houses are as follows:

Abanar: A mercantile house, Abanar is very wealthy but not well regarded. Dered Abanar is the very old head of the house. There is much controversy now among his many children as to who will take control when the elder Abanar is gone.

Dallimothan: Often called "House Dragon," the members of this house dress in dragonscale armor, use dragon regalia, and are said to truck with dragonkind. House Dallimothan, led by Kirstol Dallimothan, remains a powerful and wealthy force in the city.

Erthuo: Scholars and gentlefolk, House Erthuo normally avoids confrontation and rarely gets involved in squabbles between other houses. A family of elves and half-elves belongs to this house, headed by Peliope Erthuo, a half-elf.

Kath: A wealthy house, Kath is known for its talented, glamorous, and attractive family. Devina Kath is the head of the house, which patronizes the arts.

Khatru: Famous for its military leadership and martial prowess, House Khatru is made up of arrogant boors and self-righteous warriors. Dorant Khatru is the current master of the house.

Nagel: This old, charitable, and altruistic house has recently fallen on hard times. Fransin Nagel is mistress of this rather minor house. She and her family are the enemies of House Sadar.

Rau: Foes of House Khatru, the Rau have a reputation as rogues, pirates, and scalawags. The house has a fair number of spellcasters as well. The head of the house is Verrana Rau.

Sadar: Known for its long line of mages, this house—which some call the House of Shadows—is quite powerful. Its leader, Lord Renn Sadar, has a strong association with the Inverted Pyramid arcanists' guild and shadow magic. They are enemies of House Nagel.

Shever: Known for its skill with machines, House Shever made a great deal of gold long ago, but until recently was fading in influence. Now with strong ties to the Shuul organization of technophiles, the house is on the rise again. Thollos Shever is the head of the house.

House Abanar is unique among the ten noble houses in that it allows wealthy citizens to buy their way into house membership. A minor noble title costs 10,000 gp. The other houses look upon this practice with disdain.


The Midtown Partisan

The folk of Ptolus love to gossip with each other about the nobles and their activities and intrigues, and to read about the latest high-society affairs in the various broadsheets available about town. For example, there is speculation that Peliope Erthuo has taken up with some secret new love interest and that the half-mad members of House Vladaam scheme to destroy House Nagel once and for all.



After painting this portrait of the Vladaam family, local artist Tulian Kremps disappeared mysteriously, leaving behind a notebook filled with indecipherable ravings.

Menon Balacazar is one of the most feared men in Ptolus—not for his personal power, but because of the might of his criminal organization.



Adventurers weary of dealing with the "What do we do with the prisoners?" situation can simply take their monstrous captives to the Brotherhood of Redemption. Not only will the Brothers attempt to "rehabilitate" the captives, but they will pay a reward, too. Urlenius the ogre-mage was brought in by a group of delvers years ago and now is a well-respected priest of Navashtrom.

People of Ptolus do not bring up the Fallen or the Forsaken in polite conversation. Most people think of these groups as they would a nearby hive of wasps, hoping that if they don't disturb these undesirables, the dangerous groups won't threaten them. Certain stalwart orders, such as the Keepers of the Veil and the Knights of the Pale, believe otherwise.

Vladaam: An evil house, and very ancient, House Vladaam seems to have lost much of its power and influence in recent times. Iristul Vladaam is the current master of the house, although he has not actually been seen in the city for years. Most people whisper that demonic blood runs through the family's veins.

ORGANIZATIONS

Ptolus teems with various factions and groups with agendas and secret goals. In brief, these include (but are not limited to):

BALACAZAR CRIME FAMILY

Probably the most powerful crime family in the city, the Balacazars are certainly the oldest. Menon Balacazar is the aging head of the organization, with his son, Malkeen, serving as his second in command. Other siblings include at least two daughters. Arkhall Vaugn, an infamous wizard, works with the clan.

The family funds a number of criminal endeavors, gaining profit from theft, extortion, smuggling, illegal gambling, assassination, and trade in slaves, drugs, and evil magic items.

BROTHERHOOD OF REDEMPTION

An order of monks who believe that no evil is irredeemable, the Brotherhood of Redemption seeks to give any evil creature a chance to repent. Its members do not believe in "inherent evil." Specializing in rehabilitation, they operate in the Dungeon out of the Fortress of the Redeemed but maintain a surface headquarters in the Guildsman District. They make it known that they willingly accept any prisoners who are not of the major races—in fact, they'll pay a small bounty (5 gp per Hit Die) for evil creatures with a modicum of intelligence (in other words, an Intelligence score of 3 or above).

THE CONCILIATORS

The Church of Lothian runs an organization called the Conciliators, which consists of inquisitors dedicated to converting infidels, destroying chaositech (which resembles both magic and technology), and stamping out evil. The group is headquartered in the Temple District.

DELVER'S GUILD

For the last five years, the Delver's Guild has grown in influence, becoming both popular to join and wealthy. The Delver's Guild offers its members information about job opportunities and events pertaining to the exploration of regions below Ptolus. The guild also maintains the city's most extensive collection of maps of the underground realm and an impressive library for research.

Members receive passwords that allow them to access secret chambers within the underground regions. These secret chambers, called waystations, are stocked with food and simple supplies. High-ranking members gain retrieval insurance, which guarantees that, if they should die while exploring, guild members will retrieve their bodies and have them raised if possible (retrieval and raising paid for out of a special guild account funded by the insured).

The guild's membership hovers around eight hundred. In addition, there are said to exist at least four hundred delvers not affiliated with the guild. At any given time, about one-fifth of this total (some two hundred fifty people) is exploring the Dungeon.

It is estimated that for every ten delvers who go down each week, one does not come back. About one hundred new adventurers come to Ptolus and some twenty-five are raised from the dead every week. Since the Delver's Guild began keeping records three years ago, about eight thousand adventurers have died permanently while exploring the Dungeon. Another two hundred thirty have permanently retired, either in the city or elsewhere.

DREAMING APOTHECARY

The Dreaming Apothecary may be more legend than fact. Those in the know claim that a secretive group of spellcasters crafts magic items for people, making transactions with them magically in their dreams. Darker rumors accuse these powerful mages of keeping others in the city from making magic items for profit by coercion, backed up by their formidable magical might. Potential customers can reach the group at Danbury's in Delver's Square.

THE FALLEN

The Fallen are fiends also known as the "young demons," though few people care to dwell long on the question of who the "old" demons might be. The Fallen live in the Dark Reliquary of the Necropolis with their allies, the Forsaken, and follow the leadership of two demons whose names are only whispered: Raguel and Lilith.

Most people wish the Fallen were not in Ptolus but, for demons who dwell within the city's walls, they actually cause surprisingly little trouble. Few speak of them, but when they do, they often claim these demons are either waiting for something or quietly looking for something.

FATE WEAVERS

The Fate Weavers are a small group of prophets and seers who claim the ability to tell people's fortunes. Locals consider the group a front for prostitution.

THE FORSAKEN

Those who value death and undeath more than life are called the Forsaken. Necrophiles, necrophages, and necrophiliacs, these disgusting people worship dark gods and consort openly with undead and the Fallen. They base their activities in the Necropolis.

The Forsaken are the sworn foes of the valiant Keepers of the Veil. A smaller subgroup within their ranks called the Licheloved carry out the will of dark death gods in ways that—it's said—even the other Forsaken find difficult to stomach. Another subgroup, the Torrens, are specifically anti-Lothianite.

Some of the Forsaken are living people who consort with the undead, while others are actually undead themselves. They particularly revere ancient undead called the Wintersouled, who reportedly built the Dark Reliquary. If any of the Wintersouled still exist, no one in the city knows about it.

HEALERS OF THE SACRED HEAT

Healers, physickers, and surgeons who use a magical process involving heat to heal wounds, the Healers of the Sacred Heat base themselves in the Temple District and offer inexpensive healing. It's said to be painful, however. Theirs is not a place known to appeal to adventurers (who look for instantaneous and painless healing and have the gold to pay for it), but rather to locals for treating various chronic ailments.

INVERTED PYRAMID

The Inverted Pyramid is a mysterious and ancient guild of arcanists. Their membership roll remains shrouded in mystery, but it most likely includes the most powerful mages in Ptolus—and probably the world. For years they have wielded considerable influence in the city. Their headquarters is said to lie somewhere hidden from normal sight by powerful spells.

In days past, the Inverted Pyramid was a great foe of the Church of Lothian. When the Edict of Deviltry was issued centuries ago proclaiming all arcane spellcasting to be an evil act, a number of mages gathered to form a secret society dedicated to preserving themselves and their lore. Within the Inverted Pyramid, the members of this guild meet, store their valuable books and supplies, and craft magic items and other creations. The Inverted Pyramid concerns itself with preserving magical lore and all things arcane from those it believes would eradicate such knowledge.

KEEPERS OF THE VEIL

The Keepers of the Veil is an order of holy knights dedicated to the destruction of undead, specifically free-willed spirits that should have remained on their own side of the great veil of death. Occasionally they ally with a smaller group called the Knights of the Pale.

The Keepers of the Veil work from a fortress, the Siege Tower, on the edge of the Necropolis. They strive to eradicate the curse of the undead from the world forever. Their co-leaders are Sir Beck Von Tibbitz and a Lothianite priestess named Phadian Gess.

KILLRAVEN CRIME LEAGUE

Kevris Killraven arrived in the city only recently, but in that short time this mysterious woman has created the second most powerful criminal organization in Ptolus. The league deals in extortion, prostitution, and illegal drugs. A number of non-humans work for Killraven—troglodytes, ogres, and many other creatures.

Although early on Killraven was rumored to have ties with the Shuul technophiles and the Sorn mages, most now dismiss such tales as nonsense.

KNIGHTS OF THE GOLDEN CROSS

An ancient order, the Knights of the Golden Cross has remained alive through the extreme devotion of its members and their descendants. They oppose evil in all its forms, although they have a particular hatred for the wicked House Vladaam. They also revere the mysterious Elder Gods pantheon and serve as a focal point in the re-introduction of those gods into society. The knights have a fortress in Oldtown. Their leader is an elf named Kaira Swanwing.

KNIGHTS OF THE PALE

The Knights of the Pale are a small order dedicated to combating supernatural threats, particularly demons and spellcasters. Although not an official organization of the Church of Lothian, they focus their whole organization on the veneration of Lothianite saints. Their leader, Dierna Hillerchaun, bases the order out of her home, a manor in Oldtown called the Bladechapel. The knights work with the Keepers of the Veil and the angelic Malkuth.

LONGFINGERS GUILD

This thieves' guild has enjoyed a long tradition in the city, but many say its day has passed in light of the growing power of other, broader criminal organizations. Its headquarters is said to lie deep below the city.

THE MALKUTH

The Malkuth are a mysterious group of celestials and half-celestials who live in the Pale Tower in Oldtown. Little about them is known, as they keep to themselves and rarely come out of their impressive abode.

It's fairly well accepted that Kevris Killraven is not a member of one of the major races. But as to what she really is, opinions vary widely. Folks presume her to be perhaps a medusa, a particularly intelligent harpy, or even a female giant.



Characters interested in pursuing careers with the Knights of the Pale should consider taking the Knight of the Pale prestige class. Most members of this order are fighters or paladins, and none are less than 7th level.



Anyone thinking about joining the Longfingers Guild first must find the guild headquarters. This task involves either a lot of exploration below the city or a good deal of networking above the city. Obviously, most members of the guild are rogues, but not all of them are.



"The Viridian Lords were keeping the peace in this region long before the Empire arrived, and we'll be doing so long after the Empire dies."
—Rechel Pattemon, Viridian Lord



Most people in the city are Lothianites, and most Lothianites attend religious services every Theoday. This means that the various churches in Ptolus hold services all day long to accommodate all the faithful. Many of the "devout" attend services because, if they don't, their employer may make them work on Theoday—piety means getting a day off from work.

ORDER OF THE FIST

Calling themselves the Order of the Fist, a small band of monks and fighters believes in action: setting a goal and doing whatever it takes to achieve it. Although members may differ in their particular goals—even in their outlooks on the world—they all agree on the importance of going for what you want in life. Their leader is Wynn Rabinall, a male human.

PALE DOGS

A gang of young thieves based in the Warrens, the Pale Dogs paint their fingernails black and often wear double rings. They follow a mysterious figure named Jirraith and may have connections to the Balacazars or the Vai.

THE SHUUL

Once a simple organization created to uphold the concept of order, the Shuul has grown over the years into a powerful force attempting to restore the prominence of technological devices such as firearms, clockwork devices, and steam technology in the city. Despite a predilection for machines, the Shuul do not reject magic, as one might expect. Instead they embrace it and see the union of magic and machine as the ultimate accomplishment.

Most members of the organization are humans and dwarves, particularly Grailwarden dwarves.

The Shuul maintain close ties with the Temple of Teun (the Mother of All Machines), as well as with House Shever.

THE SORN

Rumors say this quasi-legal spellcaster organization maintains a close association with the Shuul. Others say its real backing comes from Kevris Killraven. Its members favor the use of technology and mechanical devices to supplement their magic.

SISTERHOOD OF SILENCE

Founded in Ptolus more than two hundred years ago, an all-female order calling itself the Sisterhood of Silence established itself as a major force for law and defense. While the order has since spread to other cities, the Priory of Introspection in Ptolus remains the central headquarters of the entire Sisterhood.

As their name suggests, the Sisters of Silence do not speak. Instead, they employ a cadre of devout eunuchs to speak for them. Among themselves, they use a complex set of signs, postures, and expressions to convey vast amounts of information quickly.

THE VAI

The Vai is a wicked assassins' guild in Ptolus. Each member takes an oath to kill an intelligent creature every day. They are tied to almost every evil organization in the city in some way.

VIRIDIAN LORDS

The men and woman calling themselves Viridian Lords are powerful, twisted rangers who haunt the wilderness of Palastan. These rangers have learned a way to fuse themselves with plants to grant themselves greater power and a stronger affinity for nature and the land.

RELIGION

In Ptolus, there is one faith and there are many. While the Church of Lothian remains the official religion of the Empire, tied closely to every aspect of Imperial government, many other far smaller and less popular religions exist as well. These faiths worship such gods as the chaotic good Ahaar, Lord of the Air, a minor elemental sky god; the chaotic neutral Fifty-Three Gods of Chance, deities of chaos and randomness; Gaen, Goddess of Light, a popular lawful good deity; and the lawful neutral Teun, Mother of All Machines, the goddess of technology. And these are just examples. Your DM can provide you with a full list, or you can work to create your own with the DM's help.

THE CHURCH OF LOTHIAN

Lothian was a mortal who lived about fifteen hundred years ago. He ascended to godhood based on his own good works and strength of spirit. Lothian today is the lawful good god of justice and purity. His followers usually take one aspect or the other (justice or purity), focusing on either Lothian's lawful or his good qualities. In his lawful aspect, Lothian is the Lawgiver. In his good aspect, he is called the Daykeeper. In either case, he remains a staunch foe of cruelty and destruction and harbors a particular hatred of undead. He promotes peace, harmony, and safety. His symbol is an ankh crucifix.

The Church of Lothian is the most powerful religion in the Empire, and thus in Ptolus. So closely tied are the Empire and the Church of Lothian that the head of the religion's hierarchy is known as the Emperor of the Church. Alongside the traditional secular Emperor of Tarsis, he rules over all Imperial lands and citizens. The Emperor of the Church normally lives in the far-off capital city of Tarsis but of late has been in Ptolus staying with his son, the Prince of the Church.

When it initially spread its influence across the growing Empire, the Church was far less tolerant of divergent beliefs and even of arcane magic than it is today. The Church of Lothian released the Edict of Deviltry centuries ago, proclaiming all arcane spellcasting to be an evil act. (The more enlightened modern Church rescinded the Edict.) In Ptolus, many different chapels throughout the city are devoted to Lothian. The Church maintains its headquarters in St. Valien's Cathedral in the Temple District.

A knighthood called the Order of the Dawn serves the Church of Lothian as elite defenders of the faith. While low-ranking members are warriors and fighters, the higher ranks include paladins and a few martial clerics.

In general, the Church of Lothian seeks to convert the heathen and protect and nurture the faithful. Far more than typical organized religions, the Church of Lothian remains involved in day-to-day government administration and the making (and sometimes enforcing) of laws. Lothian's priests serve as judges and officials in the government of the Empire.

Lothian grants the following domains to his clerics: Good, Law, Protection, and Sun. His clerics normally wear white and blue, although on high holy days they wear golden garments. Lothian's favored weapon is the longsword.

IMPORTANT INDIVIDUALS IN PTOLUS

As a player in the Ptolus Campaign, you may find that your character has occasion to meet some of these important citizens.

Aoska. One of the Commissar's Twelve Commanders. A Malkuth woman with a unicorn horn growing out of her head.

Beck Von Tibbitz. Paladin and one of the leaders of the Keepers of the Veil.

Daersidian Ringsire. Well-known elf battle mage who rides a wyvern.

Dered Abanar. Head of House Abanar.

Devina Kath. Head of House Kath.

Dierna Hillerchaun. Leader of the Knights of the Pale. Lives in a manor house called the Bladechapel in Oldtown.

Doraedian Mythlord. Elf master of Iridithil's Home, an elvish sanctuary. Very influential in town.

Dorant Khatru. Head of House Khatru.

Ebbert Boltcrafter. Dwarf who operates an outfitters' shop in Delver's Square.

The Emperor of the Church. Holy Emperor Rehoboth, who claims to be the rightful temporal Emperor as well.

Fabitor Thisk. Cleric and pastor of St. Gustav's Chapel, which caters to adventurers.

Igor Urnst. The Commissar of Ptolus.

Iristul Vladaam. Head of House Vladaam.

The Iron Mage. Rarely seen in public. It's said that the Iron Mage is the most powerful wizard in Ptolus (he notably does not belong to the Inverted Pyramid).

Jevicca Nor. Human member of the Inverted Pyramid. Powerful sorceress.

Jirraith. Crime lord operating out of the Warrens. Runs the Pale Dogs.

Kevris Killraven. Female crime lord.

Kirian Ylestos. The Prince of the Church.

Kirstol Dallimothan. Lord of House Dallimothan. He may be a dragon or half-dragon himself.

Malkeen Balacazar. Son of the crime lord Menon.

Menon Balacazar. Crime lord who also deals in necromancy and black magic, the trade of forbidden items, demonic slaves, etc.

Myraeth Tuneweaver. Elf who owns Myraeth's Oddities in Delver's Square. Sells odd trinkets, Undercity souvenirs, and minor magic stuff recovered from the Dungeon.

Peliope Erthuo. Head of House Erthuo.

Phadian Gess. A cleric of Lothian and one of the leaders of the Keepers of the Veil.

Rastor. Litorian who operates a weapon shop in Delver's Square.

Renn Sadar. Head of House Sadar.

Savane. Leader of the Shuul.

Sorum Dandubal. Guildmaster Delver and council member.

Steron Vsool. Human champion of Gaen. His heart glows so brightly that you can see it within his chest.

Tagel Unergart. Paladin of the Church of Lothian and head of the Order of the Dawn.

Tarin Ursalatao. Male human bard, uncanny in his charm.

Thollos Shever. Head of House Shever.

Urlenius, Star of Navashtrom. Ogre-mage cleric of Navashtrom, God of Harmony. Bears many *ioun stones*. Major representative of the Brotherhood of Redemption.

Verrana Rau. Head of House Rau.

Wynn Rabinall. High-level monk and leader of the Order of the Fist.

Zade Kenevan. Human bartender at the Ghostly Minstrel. Bald, thin, and gruff.





Sheva Callister is a well-known adventurer in Ptolus. She is retired, however, and has sold most of her equipment. She still frequents places like Delver's Square and the Undercity Market, though, and she still carries her infamous magical greatsword.

Daersidian Ringsire is a friend of Sheva's and a fellow adventurer. He is never seen without his adventuring partner, the halfling rogue Brusselt Airmol (see page 17). These two have made names for themselves with such diverse adventures as stopping an entire tribe of hill giants from raiding small communities outside of Ptolus, and infiltrating the manor of House Sadar looking for an artifact called the box of shadows.

Shibata is a well-known minotaur priest of Niveral, god of secrets.

People today still do not say the name "Eslathagos Malkith" aloud, but refer to him only as the Dread One.



Players wishing to have characters from lesser-known lands might choose Kem, a place still reeling from ancient magical wars, or Ren Tehoth, a land thick with ancient ruins and mysterious stone circles. Players wishing to create characters outside of Ptolus with more mundane backgrounds might hail from Rhoth, a remote realm of farmers and ranchers, or nearby Palastan, whose inhabitants are mainly herders and fishermen.

To the vast majority of Ptolus residents, all good outsiders are simply angels, and all evil outsiders are demons. More specific distinctions seem pointless to anyone but a sage.

PEOPLE FROM HISTORY

Abesh Runihan. Defeated the lich Kagrisos as he rose to cast a spell that would spread a plague throughout the city. Runihan died in the process. A statue of him stands in Delver's Square (also known as Runihan Square).

Danar/Eslathagos Malkith. Creator of the Banewarrens and Jabel Shammar, the citadel atop the Spire. Also known as the Dread One.

Delian Von Tessel. The first Emperor of Tarsis.

Ghul. Creator of Goth Gulgamel, the fortress halfway up the Spire. Also known as the Half God and the Skull-King. Claimed to be the offspring of Eslathagos Malkith.

Parnaith. Wife of Danar and creator (along with the Wizard-Priests of Ni-Gorth) of the Seven Jewels of Parnaith: small demiplanes associated with the Spire and Ptolus.

Tacheron Kint. Famous delver and explorer.

Yrkyth Vladaam. Mad wizard who attempted to destroy the world by gaining access to powerful magic below the city.

THE WORLD (AND BEYOND)

Two moons hang in the night sky. Lunas is a large bluish-white orb, while Rogue is the smaller, more erratic satellite. Most people are well aware that the world is round and that the moons orbit around it, while the world circles the sun. (They do not, however, have any concept that the stars are suns or that other worlds might circle about them—but then, who's to say that's true?)

Learned folk know the world is made up of matter and energy (the essence of both of which can be expressed as air, earth, fire, and water) and that matter is made of particles smaller than a person can see. Magnetism, lighter-than-air gases, and other basic aspects of science are not unknown, either.

Most people know that the Ethereal Plane (called the "Ethereal Sea") is a magical place that shares the same space with the world but remains apart from it or "out of phase." The Elemental Planes are conceptual places based around the fundamental building blocks of matter and energy. The Upper Realms, Upper Planes, the Heavens, the Celestial Realm—these are all names for the place of ultimate goodness where angelic beings rule and good people go when they die. Most do not believe this to be the realm of the gods, however—the gods dwell in secret places within the world or high in the sky.

The Heavens' opposite, the Hells (or just Hell), the Pit, the Abyss, the Dark Realms, the Lower Planes, or the Nether Realms, exist in a similar metaphysical state. They are a place of demons and devils, where the evil go when they die to face eternal torment (or get their deserved reward, according to some). Plenty of evil gods and demons live right in the world, however, hiding in the shadows.

You will find no references in myths or legends, let alone in history, to people traveling to these realms beyond (except the Ethereal Sea). However, demons and angels do live in the world, clearly having come here from beyond. That such mystic places as the Heavens and Hells exist is beyond question.

OUTSIDE THE CITY WALLS

Although the campaign takes place entirely within the city of Ptolus, there are, of course, lands beyond the city. Knowledge of these places may prove useful for designing your character's background, if you are not playing a Ptolus native. Your character might be from Tarsis, the oldest and largest city in the world and the heart of the Empire. Or you might run a barbarian from the Eastern Hordes beyond the Grey Mountains to the east of Tarsis. Your arcanist character might hail originally from the mysterious land of Kem along the Southern Sea.

The land surrounding Ptolus along the Whitewind Sea is Palastan, an ancient realm that stands on the verge of breaking away from the Empire. Its capital is Trolone. The people who founded the Empire, the Prust, hail originally from the Prustan Peninsula to the east. This is also where Grail Keep, home of the Grailwarden dwarves, lies.

These are only examples. Your DM can show you a map of the world beyond the walls of Ptolus and tell you about all the interesting and sometimes exotic lands.

CUSTOMS

Below is a small sampling of cultural customs widely observed throughout the setting.

Brightfather's Day: This longstanding holiday is still observed every Fourteenth of Blessing, although its exact origins are now lost. Most religions have adopted it as a high holy day to revere an important god. All look upon it as a day of feasting, family, and making peace with enemies.

Dreamspeakers: Since ancient times, religious people have attempted to interpret the dreams of others, thinking they represented some sort of "sending" from a divine source. Today, dreamspeakers are minor fortunetellers or wise women who, for a small price, tell one the meaning of one's dreams. Many do not take these oracles seriously, but even believers admit that some dreamspeakers just make up their interpretations. Only a select few actually have any preternatural affinity with dream meanings.

Friendship Bands: Long ago, it became a custom to write one's name on a thin strip of cloth and wrap it around the index finger of an ally. This sacred bond of trust displays your feelings of close friendship. It's said that in older times, kings used



Even though a mug of ale in a tavern is cheap, most Ptolus locals still can't afford to frequent drinking houses. Neighborhood parties, in which everyone pitches in to buy a keg of cheap ale, are common. These parties usually involve a lot of dancing, music, and storytelling.

the bands as a way to demonstrate their support to their vassals (and, in turn, lesser nobles gave them to their liege to show loyalty). Essentially, the giving of a friendship band means, "I'll work with you/follow you/help you because I respect you."

House Gifts: Although not everyone adheres to the belief behind the giving of house gifts, it's practiced widely. It is held that every home develops a spirit, sometimes called a *luritas*. When coming to someone's home for the first time, or when invited formally, people bring the *luritas* a little gift—a shiny bauble, a coin, a tiny icon, or anything similar. The small object is placed upon a shelf always found near the entrance built upon the inside wall.

HISTORY

History, as it was taught to your character, centers about the formation of the Empire of Tarsis and the establishment of the Lion-Guarded Throne, its hereditary seat of power. However, be aware that history stretches for thousands and thousands of years before that—not that the Empire, in its arrogance, believes anyone should care about such "primitive" times.

TWO EMPERORS

To understand the Empire is to understand that there are truly two Empires: a spiritual one and a temporal one. When Delian Von Tessel became the first Emperor, he also named himself Holy Emperor of the Church of Lothian, which became the official religion of the Empire of Tarsis. After his death, his nephew, Radlov Von Tessel, took both positions, but quickly abdicated the role of Holy Emperor. Since that time, the same individual has never held the two seats of power and, in time, they have built very different infrastructures around themselves.

Although he controls no lands the way the Emperor of Tarsis does, the Emperor of the Church governs the spiritual lives of all citizens. The Holy Emperor has his own court, his own army, and his own vast treasuries. He has the power to pass laws and issue edicts, although they must involve spiritual matters, such as the Edict of Deviltry, issued more than two centuries ago to ban the use and practice of arcane magic.

LIFE UNDER THE EMPIRE

Unlike many empires, the Empire of Tarsis gained little of its dominion through conquest. A thousand years ago, the evil lord Ghul waged war against the rest of the world, his armies comprised of demons, undead, and horrible monsters. At that time, a group of humans called the Prust occupied the area around the city of Tarsis far to the east. When the Prustan forces from Tarsis came westward to the help defeat Ghul, they stayed, helping to rebuild and establish order. Following their terrible defeat in the Ghulwar, the folk west of Tarsis welcomed not only the Prust's help but also their advances in science. The Prust (and the Grailwarden dwarves of the same area) brought with them firearms, clocks, printing presses, and even steam-powered engines. They built roads, waterways, and well-ordered cities with running water, sewer systems, and postal services. Their laws were not arbitrary but codified in a book called the *Vast Codex*. In short, life under the Empire seemed good.

The Empire, however, also brought with it strict controls. Various freedoms suddenly vanished in the name of maintaining order. Official citizens of



The Lion-Guarded Throne sits in the center of the Imperial Palace in the capital city of Tarsis. Its crafters used 25,000 gp worth of gold and other precious metals in its construction and spent collectively over one thousand man-hours on its relief work and ornamentation.

The Emperor of the Church lost the bulk of his army during the barbarian attack on Tarsis about a decade ago and now keeps only his Knights of the Dawn and bodyguards.

"The fact that the Empire is coming apart at the seams only shows that totalitarianism is an outmoded and inefficient means of governance."

—Helmet Itlestein, leader of the republican movement



"It doesn't matter to a fellow like me who's in charge. I still gotta work six days a week and break my back to support my family, no matter what."

—Harris Ralston, delivery man

the Empire achieved rights denied noncitizens, such as permits to own firearms. The Church of Lothian became the official religion of the Empire, and eventually the only allowed religion. Other faiths were persecuted, and ultimately arcane magic was demonized, restricted, and finally outlawed. Life became very complicated.

For hundreds of years, the Empire of Tarsis expanded its domains and influence. The Church of Lothian, or simply "the Church," became omnipresent within society. Emperors and empresses came and went. It seemed that the Lion-Guarded Throne was destined to rule the known world forever.

But slowly the pillars supporting the Empire began to decay. The Edict of Deviltry was overturned, and arcane spellcasting became legal once again (even before that, time's passage had brought with it more safe havens for the practitioners of magic—including the city of Ptolus). Other religions practiced fairly openly, and the Church of Lothian was no longer organized or powerful enough to stop them. Education worsened. Complex Prustan and dwarven devices wore down and were forgotten rather than repaired. If anything, the last two hundred years have seen a decline in science rather than its further advancement.

THE EMPIRE TODAY

The Empire teeters on the brink of disintegration. Barbarians from the distant east have defeated Tarsis' armies and ransacked Tarsis itself. Three different people claim the Lion-Guarded Throne, including the current Emperor of the Church, Rehoboth Ylestos.

The secular Empress Addares XXXIV is the cousin of the previous Empress Addares, who died with no children or siblings. No one currently holds the title Prince or Princess of Tarsis, therefore there is no heir apparent. Segaci Fellisti, a powerful and aged councilor who has survived six Emperors, now claims that only he is fit to rule in these trying times. Despite his non-Prustan heritage, his followers believe he has more right to rule than the Empress, whose blood ties to the original Von Tessels are convoluted at best. Addares now holds court in Dohrinthas, the city she has proclaimed as the new capital, while Segaci apparently has returned to Tarsis following its sacking. Meanwhile, the Emperor of the Church, now residing in Ptolus, claims to be the only true ruler with the title Emperor.

But outside of Tarsis, some see the fall of the Empire—if it has indeed fallen—as a good thing. The hereditary monarchies, long disenfranchised, now return to power as Imperial governors lose their influence. Like a disease overcome, the Empire is fading and life is returning to its state of a thousand years ago—but not without many indelible scars left behind.

TIMELINE

BE = Before the Empire
IA = Imperial Age

350 BE	The dwarves of Dwarvenhearth observe that someone has moved onto the Spire near their city and has begun building a fortress. Their spies reveal it to be Ghul—the Half God, the Skull-King—who claims to be the son of Eslathagos Malkith, an evil lord from the distant past. Ghul calls his fortress Goth Gulgamel and builds it by the labor of orcs he created (the Toruk-Rul tribe, whose name means "closing fist").
319 BE	Ghul's forces drive the dwarves from Dwarvenhearth.
292 BE	The Skull-King begins the Ghulwar, an invasion to conquer the surrounding lands. His forces include Toruk-Rul orcs, dark elves, tribes of evil men and dwarves, and monsters.
291 BE	Palastan falls to Ghul.
290 BE	The Sea Kingdoms fall to Ghul.
289 BE	Eastern Rhoth falls to Ghul, cutting off Cherubar to the far west from the rest of the continent.
288 BE	Ghul conjures forth a vast magical darkness called the Utterdark, which covers the lands he has conquered.
285 BE	The elves of the northern Moonsilver Forest fall to Ghul. They are taken to Goth Gulgamel and filter out again slowly as the Harrow elves—the blighted ones.
282 BE	The Elder Elves of Theridae stop the advance of Ghul's armies near the River Tonam.
281 BE	The Cold Quiet begins. Few pass into or out of the Utterdark.
152 BE	The Cold Quiet ends. The armies of Ghul issue forth from the Utterdark, composed of Toruk-Rul orcs, the even mightier Sorn-Ulth orcs (whose name means "bleeding breath"), ogres, trolls, giants, undead, and other monsters.
150 BE	The Elder Elves, now allied with the Stonelost dwarves (descended from those who fled Dwarvenhearth), drive back Ghul's armies.
87 BE	The elven wizard Khelaeson banishes the Utterdark.
86 BE	The elves and dwarves invade the realm of Ghul.
85 BE	The invaders take back the Moonsilver Forest and most of Palastan from Ghul.

84 BE Ghul calls forth the Squirming Horde, also known as the Shrieking Horde, and defeats the elves and dwarves. The horde, composed mainly of minor demons, lycanthropes, fiendish monsters, and incorporeal undead, follows the Elder Elves back to their homeland of Theridae and razes it.

71 BE The Stonelost dwarves, Shoal elves, halflings, and gnomes forge the Pact of Brightfather's Day with eastern forces—the Grailwarden dwarves and the Prustan humans of Tarsis—to ally against Ghul. They also gain allies from among the aram and the Cherubim elves, as well as a few select individuals: giants, unicorns, lammasu, and others.

61 BE The dark hordes of Ghul, weakened from a battle with an unknown foe, fall to the combined forces of the Brightfather Pact, bringing an end to the Ghulwar.

59 BE Goth Gulgamel falls in the harrying that follows the war. Ghul flees to a mysterious place known only as Orr.

55 BE The Great Seven—Uthegos (a dwarf fighter), Saerth (an elf wizard-rogue), Runshallot (a human cleric), Yllistro (a half-elf sorcerer-ranger), Kam (a halfling monk), Dionys (a human fighter-druid), and Eriskal (an elf rogue)—hunt down Ghul and destroy him in Orr.

50 BE With help from Tarsis, the people of the once dark lands begin to rebuild.

43 BE Construction of Dalenguard, a fortress the dwarves built for the Tarsisans, begins near the Spire.

41 BE Tarsisan outposts and garrisons dot the landscape, providing security and maintenance on the roads.

40 BE Construction of Dalenguard is complete.

9 BE Delian Von Tessel becomes ruler of Tarsis. He christens his seat of power "the Lion-Guarded Throne" after his family symbol.

1 IA The Lion-Guarded Throne proclaims Imperial control over the lands around Tarsis. The Age of the Empire of Tarsis begins.

110 IA Despite magical aids, Delian Von Tessel, first Emperor of the Lion-Guarded Throne, dies.

386 IA Following the assassination of her husband, Empress Addares (Von Tessel) X makes it illegal to own a firearm without an official Imperial dispensation.

413 IA Ptolus—named after fragmentary facts from the distant past discovered by the loremaster Gerris Hin—is founded as a small port city on the edge of a large bay off the Whitewind Sea. It is built near the fortress of Dalenguard and eventually will encompass it.

c. 500 IA The mysterious Raguel arrives in the world with a demonic host. They find a home with the undead-loving Forsaken in the Dark Reliquary.

560 IA The Edict of Deviltry is issued, adding strict laws prohibiting arcane magic to the *Vast Codex*.

562 IA The First Inquisition terrorizes the Empire. The "Days of Blood" begin.

564 IA The First Inquisition ends.

598 IA The Second Inquisition begins, in particular looking for a group of arcanists called the Inverted Pyramid.

609 IA Despite tortures and horrible massacres, the Second Inquisition ends in failure. The Edict of Deviltry falls into disfavor. The "Days of Blood" end.

615 IA The leadership of Ptolus declares the city a safe haven for arcane spellcasters.

641 IA The Edict of Deviltry is officially overturned.

657 IA In a surprising move by the Church of Lothian, the Prince of the Church takes up permanent residence in the fairly remote city of Ptolus.

706 IA The Empire is in chaos, with three different people claiming the Lion-Guarded Throne. Empress Addares (Von Tessel) XXXIV attempts to move the capital to Dohrinthas, her longtime home.

708 IA The mysterious and ornately armored Urthon Aedar begin to appear in Ptolus, prophesying doom.

710 IA Tarsis is overrun by barbarians from the Eastern Hordes. Holy Emperor Rehoboth of the Church of Lothian flees to Ptolus to stay with the Prince of the Church, his son Kirian.

713 IA Explorers plumbing down into ancient Dwarvenhearth discover great treasures and begin bringing them to the surface.

714 IA The barbarians leave Tarsis. "Emperor" Segaci attempts to re-establish the Empire from its traditional capital.

717 IA Ptolus becomes the center of much attention as more and more would-be treasure-seekers plumb the depths below the city. Activities of so-called "chaos cults" increase. The potential for both greatness and danger has never been as intense.

721 IA Today.



The Ghulwar

The Ghulwar, which began more than a thousand years ago and lasted for three centuries, both shaped and scarred the present-day world. It was the unification of the races to oppose Ghul under the command of the Prustan armies that paved the way for the Empire of Tarsis to form and spread. Schoolchildren are all taught the history of this time, even though it was so long ago, because these events are considered vital to today's society. Even the uneducated know that the world came very close to falling into eternal darkness. Those who took part in defeating Ghul are still discussed in reverent tones.

A similar but far more ancient struggle against the Dread One is all but forgotten. Were it not for the presence of Jabel Shammar atop the Spire, most people likely would never have heard of this long-ago foe.

Humans make up around 70 percent of Ptolus' population. Elves are the next most common race but they constitute only 10 percent of the populace. After that come dwarves, halflings, litorians, gnomes, half-elves, centaurs, orcs and half-orcs, and lizardfolk—in that order.



Physically, the differences between Stonelost dwarves and Grailwarden dwarves are so slight, they are recognizable only by dwarves. However, Grailwarden dwarves usually dress more formally and are more likely to wear spectacles than their Stonelost cousins (although not necessarily more likely to need them). Grailwarden dwarves hold themselves to high standards as regards their physical appearance, whereas the Stonelost dwarves are not as concerned with their looks and dress.

You can find a blank character sheet among the handouts in the envelope at the back of this book.

CREATING A CHARACTER FOR THE PTOLUS CAMPAIGN

You will find the following information especially useful when creating characters. Unless otherwise mentioned, use the Core Rules for all other character creation details. As always, your DM is final arbiter of what is allowed in the game.

COMMON RACES

All of the following races are available as player characters. They're also the most common races that you'll encounter as NPCs.

Dwarves

Although most call them "dwarves," their own name for their race is Haurdir, the Stalwart Kings of Order. There are two great overclans of dwarves in the known world—the Stonelost and the Grailwardens—but rumor claims there was once another.

Dwarves, Stonelost

These are the children of the dwarves of Dwarvenhearth, said to be the greatest of all dwarven cities. Although their small villages lie scattered about the north, since the evil lord Ghul's forces drove them from their glorious city, they no longer have the centralized focus they once did. Hence the name, Stonelost.

When Ghul fell and Dwarvenhearth was liberated, influential dwarven leaders would not allow their people to repopulate the city. No one knows why. Instead, the city was sealed.

Use the standard rules for dwarves when creating a Stonelost dwarf.

Dwarves, Grailwarden

Deep within the mountains of the Prustan Peninsula, the Grailwarden dwarves build large underground cities devoted to industry. Their name comes from their stewardship of the *White Grail*, one of three powerful, linked magical artifacts (the *Black Grail* and the *Unseen Grail* are the other two).

While the Stonelost dwarves—and the Stonemight dwarves of Dwarvenhearth before them—developed stalwart fighting skills by waging wars against evil humanoids and dark elves, the Grailwarden dwarves focused their attention on science, craft, and even magic. When creating a Grailwarden dwarf, use the standard rules for dwarves except that they enjoy no special bonuses against orcs, goblinoids, or giants. Instead, they gain a +2 racial bonus on Profession (engineer), Craft (machines), Knowledge (machines), and Craft (alchemy) skill checks. Machine-based skills are introduced in Chapter 29: Technology.

Elves

Their ancient name *aduel deaistorm* refers to the seven "Races of Chaos," for once there were many more types of elf than one can find today (although the dark elves and Harrow elves are technically additions). Today, the Elder Elves are thought to be extinct. Elves have always preferred the deep woods or the open sea to the mountains or cities, magic over the mundane, the moon and stars over the sun.

When non-elves simply say "elf," they're probably referring to the Shoal elves, or simply the Shoal. Generally dark-haired, these elves are prevalent in the Sea Kingdoms, for they love the sea and ships. Some can be found in the Moonsilver Forest along the Whitewind Sea as well, but the elves care less for the cold, and so are fewer in number than those in the south. Shoal elves use the standard Core Rules for elves, plus they enjoy a +2 racial bonus on Profession (sailor) and their favored class is sorcerer, not wizard. The other exception is that elves in the world of Praemal need sleep, like humans and other races.

Unlike in the Core Rules, halflings and gnomes are technically distant elven relations. In fact, they were once considered elven subraces.

Gnomes

Frequently mistaken for halflings (or the other way around), gnomes are the rarest of the major races, particularly in Ptolus. Unlike halflings, they are more likely to consort with elves than with humans. They favor song and magic over just about anything else, often combining the two (in fact, some call them "loresong faen"). They dwell throughout the lands of Cherubar, Rhoth, Palastan, and the Sea Kingdoms.

Use the standard rules for gnomes with this race.

Half-Elves and Half-Orcs

Although understandably rare, these races are more common in Ptolus than in many other places in the world. Half-elves are always half Shoal elf, while half-orcs usually come from the Ornu-Nom orc tribes of Palastan and Rhoth.

Halflings

Although members of this race were originally called "quickling faen," humans named them "halflings" due to their stature, and the name stuck. They are small, fair, and nimble, but their childish size does not carry with it a childish demeanor. Although originally considered a type of elf, they do not have much contact with other races of elves—in fact, they interact more with humans. Nomadic halflings often move about in



From left: Shoal elf, litorian, Stonelost dwarf, halfling, human, and gnome.

roaming tribal caravans throughout the nearby lands of Rhoth and Palastan.

Use the standard rules for halflings with this race.

Humans

According to the elves and dwarves, humans are the youngest of the common races. Despite this fact, they are the most prevalent of all intelligent peoples.

MINOR RACES

Far less numerous than the common races are the following peoples. You should not have more than one of these races represented in the PC group at any time. The DM can provide you with game information regarding any of these races.

Aram: The Dwarvish name for these folk is "centaur." These half-horse, half-human people are boisterous, arrogant, and boorish, yet many find them likable nonetheless. They live in both Palastan and Rhoth. Many aram have found their way into human communities—but usually as individuals rather than in groups.

Elves, Cherubim: More common in the western mountains, these winged elves are frail but graceful even by elven standards. They live mainly in Cherubar, a land named for them. They are aloof (again, even by elven standards) and rarely travel outside their homeland.

Elves, Harrow: The parents and grandparents of these very rare individuals were tortured and changed by the dark lord Ghul almost a thousand years ago. Once Elder Elves, they now are misshapen and cursed, often displaying perverse magical powers. While not strictly evil, most seem continually besieged by some darker nature within, tugging at them to do wrong.

Litorians: Once masters of the Plains of Panish to the east, the golden-maned, feline litorians were scattered in the Wars of Fire thousands of years ago. Small prides hunt here and there in the wilderness, and occasionally a litorian attempts to fit into a human culture.

Lizardfolk (Assarai): More common in the lands to the south, these saurians attempt to keep out of the affairs of other races but often fail. Their own myths say they originated in a vast, swampy forest that once covered most of what is now the Cold Desert, Palastan, and the Whitewind Sea. Sages indicate there are reasons to believe this is true.

Months of the Year

Newyear, Birth, Wind, Rain, Bloom, Sun, Growth, Blessing, Toil, Harvest, Moons, Yearsend.

Days of the Week

Theoday, Kingsday, Airday, Waterday, Earthday, Fireday, Queensday.

While Ptolus *was designed to fully support the play experience as derived from the Core Rules, it also offers everything needed to play variant races as well, such as the minor races described here.*

Ptolus is an extremely humanocentric city. However, compared to other cities in the world, it seems very cosmopolitan. Such creatures as orcs and minotaurs, which would be considered monsters anywhere else in the Empire, actually make their homes right here in the city. It should be noted, though, that such creatures are by far the exception and face daily prejudice, discrimination, and hostility from other residents. Even far more common creatures, such as litorians (which make up 2 percent of Ptolus' population) frequently face similar reactions.



"Every day, more eager young treasure-seekers come through the city gates hoping to find adventure and riches. Most of them leave Ptolus in coffins, yet still they keep coming."
—Zade Kenevan, bartender at the Ghostly Minstrel in Delver's Square

OTHER NPC RACES

While by no means comprehensive, the following list includes some of the more predominant nonplayer character races involved in the Ptolus Campaign. These races are unavailable as player character race choices without permission from the DM.

Aasimars: Graced with celestial blood in their veins, these fortunate scions of blessed creatures have a representative of Heaven as part of their heritage.

Elves, Dark: One must delve deep into elvish history to trace the origin of this splinter race of elvenkind. Mostly subterranean, dark elves are rarely seen, although the Stonelost dwarves say their people fought great underground wars with them before Ghul drove the dwarves from Dwarvenhearth. Sadistic and cruel, they revere evil gods who urge them toward conquest and dominance.

Minotaurs: Although most of them are quite bestial, some minotaurs are intelligent and civilized—albeit bloodthirsty by most people's standards. Most of these intelligent individuals are outcasts, although sometimes they become leaders. They often become powerful sorcerers or clerics as well.

Orcs: Orc myth contends that these creatures were birthed by an evil demon god, although some ancient texts claim they were created by an evil wizard. It is impossible to dispute, however, that the orcs who dwell in the area around Ptolus were modified and bred by the evil lord Ghul. The Toruk-Rul orcs are large, bestial, and ferocious. Their name means "closing fist" and they typify everything that people think of when they say "orc." The Sorn-Ulth ("bleeding breath") orcs are dark skinned and smaller than the Toruk-Rul orcs, bred for evil magic and stealth. Both of these greater orc tribes live along the coast of the Whitewind Sea.

The orcs who call themselves Ornu-Nom ("howling axe") never suffered Ghul's manipulations. They dwell in the wilderness throughout Palastan and Rhoth. The Ornu-Nom have a sense of savage nobility to them, but they remain the deadly enemies of humans and most other races.

Tieflings: These individuals have fiendish blood flowing through their veins in some small but measurable quantity. Tieflings are a rare but significant force in Ptolus.

The Unwanted: The city also is home to goblins, ratmen, and other undesirable elements. Most people consider these creatures more of an infestation than true inhabitants, though. These "residents" contribute nothing to Ptolus, but they prey on its populace, stealing what they need to live.

NAMES

Since the dawning of the Empire, surnames have become popular, because the Prust have long used them. Prustan (Imperial) names sound Germanic or even Prussian. Other human names descend from such diverse cultural backgrounds that they can be almost anything. Some halfling names sound a bit like non-Prustan human names, while others hearken back to the race's distant elf ancestry.

Dwarvish names are short and somewhat harsh, often using diphthongs like "au" and "ou." Elvish names are long and grand, using diphthongs like "ae" "ai" and "oe." Both dwarves and elves often use surnames that are Common tongue translations, like Stonemate or Hammersblood for dwarves and Moonshadow or Wavesong for elves; many gnomes have a similar practice. Some elves—particularly those from the south—keep the Elvish translations of their surnames, like Lorenci or Vaenarum.

CHARACTER BACKGROUND

You are either from Ptolus or have come to the city from elsewhere. If you are a city native, think about what district you grew up in and where you live now. Consider some of the organizations involved in the city, and decide whether you have any affiliation with them or, more likely, aspire to have one (your DM may wish to have a say in this).

If you are not a Ptolus native, the DM will help you create your background by providing details about the lands that surround the city. You should think about why you've come to Ptolus.

It also is the responsibility of the players to decide how the PC group forms. Some ideas:

- You've all come to Ptolus looking to strike it rich (or for other reasons), and you meet on the road and decide to work together.
- Two or more people in the group are family members or long-term friends already.
- Two or more of you met recently and discovered that your goals coincide enough to band together for mutual support.
- Some major patron has gathered you together for a specific task.

You can even work out a couple different reasons to join together into two or three small groups, then leave it to the DM to throw the groups together once you're in the city. In that case, at least some of your initial meetings will occur in-game, and you'll know some of the other PCs better than others.

Your DM can give you access to a poster map of the city of Ptolus, a calendar to help you keep track of time passage, and a few more visual aids.

Player Character Backgrounds

Here are some ideas to keep in mind as you create your Ptolus player characters.

Background	Most Likely Classes	Benefit	Home District
Alchemist's apprentice	Bard, cleric, sorcerer, wizard	+2 Knowledge (alchemy)	Guildsman, Midtown, either market, Oldtown, Rivergate
Arena fighter	Barbarian, fighter, monk, paladin	Special contacts	Oldtown, Rivergate
Artisan's apprentice	Any	+2 Craft skill of choice	Guildsman, South Market
Carriage driver	Bard, fighter, rogue	Special contacts	Guildsman, Midtown, either market, Oldtown
City Watch guard	Fighter, paladin, rogue	Special contacts	Any but Nobles' Quarter
Clerk in office	Bard, cleric, monk, rogue, wizard	Special contacts	Guildsman, Oldtown, Rivergate, South Market
Clerk in shop	Any	+2 Profession (shopkeeper)	Any but Warrens
Conservatory student	Bard, sorcerer	+2 Perform	Nobles' Quarter
Gang member	Barbarian, fighter, rogue	+2 Gather Information	Guildsman, Midtown, Warrens
Gardener	Druid, fighter, ranger, rogue	+2 Knowledge (nature)	Midtown, Nobles' Quarter, Oldtown, Rivergate
Imperial soldier	Fighter, paladin, ranger, rogue	Special contacts	Oldtown
Laborer	Any but sorcerer or wizard	+2 Gather Information	Docks, Guildsman, Midtown, either market, Oldtown
Messenger	Any	Special contacts	Any
Sailor	Fighter, rogue	+2 Profession (sailor)	Docks
Servant	Any	Special contacts	Nobles' Quarter, Oldtown
Squire	Fighter, paladin, rogue	Special contacts	Nobles' Quarter, Oldtown
Stablehand	Any	+2 Handle Animal	Any but Docks
Temple acolyte	Bard, cleric, rogue, sorcerer, wizard	Special contacts	Midtown, Temple
University student	Bard, cleric, monk, rogue, wizard	+2 Knowledge skill of your choice	Oldtown
Wizard's apprentice	Sorcerer, wizard	+2 Knowledge (arcana)	Midtown, either market, Oldtown, Rivergate

Background: This was the occupation the character had before the game started.

Most Likely Classes: Although any class can have any background, these classes are the most appropriate for the given background.

Benefits: As an option, the DM can award characters a benefit that reflects their background. Bonuses are competence bonuses. "Special Contacts" are people the DM creates related to the background; the PC can consult them for information or even assistance. If nothing else, using these contacts provides a +2 circumstance bonus on Gather Information checks made in the contacts' area of knowledge.

Home District: This is the district that a Ptolus native with the given background would call home (although not necessarily the district where his family lives or where he was born). If more than one is listed, the player may choose. The Necropolis is never considered a home district, even when it says "any."

CHARACTER CLASSES

Here are a few notes regarding how various character classes fit into the Ptolus Campaign.

Barbarians: Human barbarians likely come from the recent invasion from east of the Grey Mountains (known as the Eastern Hordes). There are no elven or dwarven barbarians (unless you've got a really interesting backstory).

Bards: This being an urban-based campaign, bards fit in very well. Minstrels with talent are well received in the city, where the taverns are outnumbered only by the temples. An organization of martial bards called the Knights of the Chord dwells in Oldtown.

Clerics: Clerics are, not surprisingly, among the most respected people in society. Clerics of Lothian have some political clout (but in turn have to cope with the Church's byzantine structure and politics). You can work with the DM to choose a deity appropriate to your needs.

Druids: A long time ago, many more druids in the area than live here now, and they belonged to a group called the Circle of Green. No major druid organizations exist anymore. Druids are mostly loners now, and—truth be told—aren't often found in Ptolus. They are almost certainly the least common character class.

Fighters: The campaign includes a number of orders of knighthood that you may wish to join one day. There is also the warriors' guild, the Order of Iron Might, to consider. Many fighters get their start in Oldtown's combat arena.

Monks: The monk tradition, it is said, comes originally from the far south. Now it is pervasive, and orders of monks are quite common—usually dedicated to a particular cause or belief. Unlike

Ptolus offers specific organizations that various character classes can join. These groups have backgrounds, goals, and connections geared toward particular PC classes: the Inverted Pyramid for wizards and sorcerers, the Knights of the Dawn for paladins, etc. Ask your DM for more information about groups that might be appropriate for your character to join.



Your Arrival in Ptolus

If your character is not a native of Ptolus, you arrive at the city either through one of the main gates or by ship at the Docks. At the main gates, the City Watch will ask to see your papers and will demand an entrance toll of 2 cp. At the Docks, you'll also be greeted by the Watch, as well as by a low-ranking Imperial official who likely spends a little time looking over your belongings. Again, you'll be asked to pay a 2 cp toll, and you also might face other taxes or tariffs, depending on what you have with you.

Once in the city, you'll find the streets bustling with a staggering array of individuals going about their business. If you're hungry or thirsty, you'll find numerous vendors and establishments clustered close to the entrances to the city. They will be more than happy to take your coin. Since you're likely an adventurer, anyone you meet can direct you to Delver's Square, which lies near the heart of the city. There you'll find places to stay, gear to purchase, an entrance to the Undercity, and lots of other adventurers who can help you get started in your new delving career.

the way they are presented in the Core Rules, many temples treat monks as religious figures. In this way, they become like very different sorts of clerics, but remain representatives of a deity and a belief system.

Paladins: The campaign includes a number of orders of knighthood that you may wish to join one day. Also, look at the cleric's discussion above regarding religion, as most paladins in the campaign have a close connection with a specific deity.

Rangers: Rangers are uncommon but certainly not unheard of in Ptolus. Human rangers are likely to be from the Viridian Lords of Palastan. Elves are very often rangers, particularly elves from the Moonsilver Forest north of the city.

Rogues: While there is a major thieves' guild in Ptolus (the Longfingers), remember that as a rogue, "thief" is just one option. Rogues make excellent scouts, spies, and even merchants and artisans, due to their skillfulness. This may be the most common PC class in the city.

Sorcerers: Sorcerers were the first mages, born with magical abilities innate within their very blood. They command great respect. Many sorcerers aspire to join the Inverted Pyramid mages' guild, although no character can begin the game with such an affiliation.

Wizards: Wizards, as opposed to sorcerers, are extremely scholarly—they look upon magic as a science and attempt to learn its rules and utilize its loopholes. Because people acknowledge and respect their power, wizards often figure into the military, the City Watch, etc. Elves are only very rarely wizards—they become sorcerers instead. A surprising number of Grailwarden dwarves are wizards in Ptolus. Many wizards aspire to join the Inverted Pyramid mages' guild, although no character can begin the game with such an affiliation.

LEVEL

The scope of the Ptolus Campaign is much like that suggested in the Core Rulebooks. Most people are commoners, and low level at that. At 4th to 5th level you've started to make a name for yourself. By 9th or 10th, you're "somebody." By 15th, you truly stand among the elite of the elite. Beyond that, you join the ranks of those the bards still sing songs about.

MAGIC

Not surprisingly, magic is prevalent in the Ptolus Campaign. It's as common as the Core Rules suggest. That is, magic remains beyond the reach of the common man, but certainly well within his observable world. The same can be said of monsters—while not everyone's seen a dragon, there's certainly no one who "disbelieves" in them. And most people have seen many other types of horrible creature in their lives. They're just far too common for locals to remain unfamiliar with them.

SPELLS

In a world this old, with magic having been common throughout history, there are literally thousands of magical traditions, theories, and methods. To reflect this heritage, all players with spellcasting characters should name their own spells and be able to describe the appearance of their effects fairly freely. One wizard might know *magic missile* as "Inoris' slap of retribution" and cast it as a slapping hand made of energy, while another calls it "daggers of death" and causes it to manifest as white-hot daggers flying through the air.

Further, players creating spellcasting characters should be aware that a few spells—mostly of a planar nature, such as *astral projection* or *banishment*, function a bit differently in Ptolus. Your DM can provide you with details, should you need them.

BLESSED CHILDREN

Blessed children are the "opposite" of undead. They are the spirits of people not yet born. Just as evil clerics call upon the undead, good clerics can call upon the blessed children for aid. In the Ptolus Campaign, the various *summon monster* spells make blessed children available for summoning.

THE WINTERSOULED

Once, long ago, there were no undead in the world, or so it is said. But through a great act of villainy, the veil between life and death was rent asunder, allowing the dead to enter the world of the living. The first of these are called the Wintersouled, and they remain among the most powerful of all undead. A small handful of them is said to dwell within the world to this day.

EQUIPMENT

Characters can buy and sell equipment costing up to 100,000 gp in the large city that is Ptolus. Standard gear is available throughout the city, although Ebbert's Outfitters in Delver's Square is a popular spot for adventurers. One can buy and sell magical gear in Midtown at Myraeth's Oddities—a shop run by an elf wizard named Myraeth and guarded by powerful wards and a couple of ogre fighters. Myraeth also buys other valuables (gems, jewelry, artwork, and so on) for a fair price and offers spell components and similar wares as well as resale magic items. The DM should determine at any given time what magic items Myraeth has on hand. For 100 gp per item he also can *identify*

LIVING IN PTOLUS



What does the average Ptolus resident know about his or her community? Here are some basics:

- Humans are by far the most common race in the city.
- The Ptolus year has 364 days, with twelve months and a seven-day week.
- The Ptolus climate is cool, with many overcast or rainy days.
- Commoner men typically wear white shirts and vests, sometimes with a wide-lapeled coat. Hats are frequently worn. Men usually keep their hair short and their faces clean shaven.
- Commoner women wear dresses, often covered with an apron. They wear their hair long, sometimes styled up.
- The typical commoner earns 1 to 3 sp per day. A silver piece is often called a "shield" or a "shiny."
- There are no banks, as such, but you can rent out a small personal vault to store your valuables at places such as Hammersong Vaults in Oldtown.
- Buildings have glass windows that hinge open.
- Most buildings, but not all of them, have indoor plumbing, including privies that pump water in via hand pumps and drain it away into the city sewers.
- You can hire a messenger to carry notes and packages anywhere in the city. This typically costs 1 sp per delivery. There is also a magical messenger service.
- Carriages are widely available for hire to take you wherever you want to go. This service costs about 1 sp per trip.
- While no stranger to magic or monsters, the typical Ptolusite fears the undead rumored to stir in the Necropolis. Even more real, however, are fears of thieves, fire, and plague.
- The Ptolus City Watch is extremely competent. Despite this fact, the city has a terrible crime problem.
- Ratmen live in the sewers.
- Rumors speak of Cults of Chaos finding new members about the city these days.
- Imperial law requires that everyone carries identification papers. Written law favors citizens over noncitizens, but practical law favors the upper classes over the lower.
- Spells that make people do things they normally wouldn't, like *charm person*, are illegal in Ptolus. So are spells that create undead or spread plague.
- Most shops and places of business stay open as long as the sun is up, which means that business hours are longer in the summer than in the winter. Many are open seven days a week.

As an adventurer in Ptolus, your first mission might very well deal with the humanoid ratmen—diseased ratlike thieves that live in the sewer—that plague the city. Even as you prepare for your first adventure, you might look upward to the very top of that three-thousand-foot Spire rising above you. What dangers, what treasures, might still lie in the fortress at the top of the Spire? Will you ever be so powerful as to find out for yourself?



In Ptolus, as in the rest of the Empire, people tell time on a twenty-four-hour clock: 1st Hour begins the hour after midnight, followed by 2nd Hour and so on, all the way to 23rd Hour.

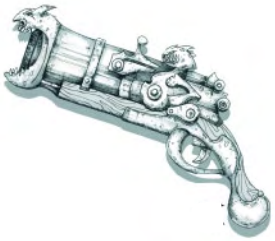
items brought to him, with a twenty-four-hour turnaround. For custom-made permanent magic items, people sometimes speak of the Dreaming Apothecary, but characters just starting out do not know how to contact this group.

A shop called Potions and Elixirs, in Midtown and the Undercity Market, has a large stock of potions for sale. A number of arcanists offer scrolls for sale all over town. A few other places sell potions as well, and most temples sell divine scrolls and potions to help fund their religion.

FIREARMS AND TECHNOLOGY

Unlike the Core Rules, in Ptolus characters have access—albeit extremely limited—to a slightly higher level of technology than what would be considered early medieval. This includes firearms, most commonly known as "dragon pistols" and "dragon rifles" (although there are other types as well). It also includes spyglasses, pocketwatches, spectacles, and powder bombs. In the city, player characters will find printing presses, hot air balloons, and even steam engines.

However, all these devices are rare and steadily becoming more so. Such advancements in science helped forge the Empire, but as the Empire declines, so too does the knowledge of how to create and maintain these wonderful devices. It is often difficult to purchase such items these days—although scuttlebutt has it that they are available at a place in the North Market called the Smoke Shop.



Using firearms requires a special exotic weapon proficiency feat. Those who are particularly interested in technology will want to take ranks in Craft (machines) or Knowledge (machines).





PART II:
BACKGROUND

Ptolus is an exciting city, but in order to truly understand the place, one has to understand its context, both in relation to the world around it and to the events that have come before now—even those that occurred before the city existed.

In Part II, you will find a wealth of information to establish the background of Ptolus. You'll learn about the world of Praemal: the lands around Ptolus, the languages spoken there, and even some out-of-the-ordinary materials that one can find. You'll discover new facts about the races available in the Ptolus Campaign. You'll read about the creation of the world and its relationship to other worlds and planes, as well as about the various gods worshipped across the lands—especially the most popular religion, that of the god Lothian. You'll delve deeply into the ten-thousand-year history of Praemal, discovering many amazing and significant events. And finally, you'll meet many of the groups that operate in Ptolus.

Much of the information in Part II is of interest to players, but most of it should remain a secret at first. For example, consider the majority of the cosmological details privileged information—facts the PCs might discover as the campaign progresses.

Chapter 2: The World 40
Chapter 3: Races 48
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Chapter 2:

THE WORLD

The world of Ptolus is called Praemal, a name that comes from its creator, Praemus—although today only a few people have ever heard the name Praemus. Most don't even know he exists; they believe in the divergent creation myths of their homelands. Folks simply call the world "The World," and leave it at that.



Vallis, page 47

FROM MY CAMPAIGN TO YOURS

The disappearance of the Vallis moon heralded the change from Second Edition to Third Edition in my original Praemal campaign. For more on this moon, see page 60.

Return of the Vallis moon: See Night of Dissolution, page 60

Traditionally, people from the east (such as the Prust) believe that nights when Rogue passes in front of Lunas are unlucky. Conversely, those who hail from western lands (such as Cherubar and Rhoth), feel that such an event brings good tidings.

Praemal is a medium-sized world, just a bit smaller than Earth. (Its circumference is slightly less than twenty thousand miles.) It is cool in temperature, with encroaching ice from the north and the south threatening to consume the rest of the land. About four-fifths of the world is ocean. A major continent lies on the opposite side of the world from Ptolus, but it exists only in rumor and conjecture from the point of view of most people. The continent of which Ptolus is a part, located in the world's northern hemisphere, has had many names but currently is called simply "the Empire," referring to the Empire of Tarsis that has ruled most of it for the last seven hundred years.

Praemal's days are twenty-four hours long, and its year has three hundred sixty-four days. (See the sheets in the attached envelope for a calendar.)

THE MOONS AND THE STARS

The world of Praemal has three moons, although most people only know about two of them. The largest moon, which appears bluish-white in the sky, is called Lunas. Much smaller, but far too large to be a star in the night sky, is Rogue. Rogue has a strange and erratic elliptical orbit and usually ranges much farther away from the world than Lunas.

The third moon, **Vallis**, disappeared from orbit ten thousand years ago, although it was invisible even when it circled the world. Vallis is the moon of magic and a keystone of the world. Its disappearance changed the way that magic worked on Praemal, cementing the current systems in place today. **Should it ever return**, things would certainly change again.

THE EMPIRE

For more than seven hundred years, the Empire of Tarsis has ruled most of the known world. Currently, however, it is an Empire in decline. In fact, some say that the Empire has actually fallen, but no one yet realizes it. Three different people claim the Lion-Guarded Throne; the technology that once cemented the power of the Empire is on the wane; and the capital city of Tarsis still rebuilds after a barbarian invasion.

Still, the Empire directs much of daily life. The distinction between Imperial citizens and noncitizens remains important in most lands, with citizens afforded more rights under the law in all cases. Imperial law dominates even in places where it is enforced mainly by non-Prustan peoples. The Empire brought much peace and prosperity to the lands it ruled, so those under its sway seek to hold onto certain

vestiges, even if the winds of political change are indeed blowing strong.

See Chapter 5: History for more information on the Empire.

GAZETTEER

The following is a brief description of the lands, cities, and major features of the known world. In an all-Ptolus campaign, this information is purely background material. As such, this section offers only the vaguest of generalities.

As you read this section, refer to the world map among the sheets in the attached envelope.

CHERUBAR

Mountainous Cherubar to the far west of Ptolus is a mysterious place filled with isolated villages and remote settlements. Humans live among the winged **Cherubim elves** here, attempting to keep savage giants at bay. These folk, it is said, consort with spirits of the air to such a degree that cold winds flow through their veins instead of mortal blood. This region is separated from the **Plains of Rhoth** by the Cherubar Mountains.

THE COLD DESERT

Surrounding the mysterious shaft known as **Mrathrach's Pit,** the Cold Desert is a dry, dead wasteland southwest of Ptolus. The extremely inhospitable area is barren and virtually lifeless—a region of orcs, hobgoblins, and monstrous things with almost no humans, elves, or other civilized folk.

THE EASTERN HORDES

Long ignored by the peoples of the west, the tribes beyond the Grey Mountains east of **Tarsis** unified under King Oulgas around 700 IA. Assailing the Grey Mountains, they swept across the Plains of Panish in the next few years and fought great battles with the Imperial Army. Due to the barbarians' great numbers and the lack of unity among the Imperial forces (the Empire was pulled in three ways due to the contesting of the Lion-Guarded Throne), the Hordes met with large-scale success. By 709, Oulgas laid siege to Tarsis itself. By 710, he sat in the Imperial Palace.

People expected Oulgas to proclaim himself Emperor, but he did not. Reportedly, the man had nothing but contempt for the more civilized folk of the west. When Oulgas left Tarsis in 714, taking the majority of his people with him back over the mountains, rumor has it someone asked him why he invaded in the first place. Oulgas is said to have answered, "Because I could."

Some of the easterners stayed behind, most of them settling in the Plains of Panish or southern Nall.

KEM

Antique and shadowy Kem, located south of Prustan lands along the Southern Sea, used to be a place of great magic and sorcery. Now it lies in ruins, brought low by the same spells that made it great almost five thousand years ago.

Blighted by magical conflicts called the Wars of Fire millennia ago, Kem has become a haven for Harrow elves who fled east after their release from Goth Gulgamel. Only the toughest, coarsest of plant life grows in Kem's magically tainted soil, and few natural animals stalk its wastelands. Kem is a land of ghosts and shadows, lost to time.

The few cities that remain in Kem stand upon ruined metropolises of fallen tors. The mixed population includes humans, lizardfolk, gnomes, Shoal elves, Harrow elves, and the occasional dwarf.

NALL

Said to be haunted by the ghosts of the "first men," icy Nall is a rough northerly forestland trapped between the Dragonsbirth Mountains to the west, the Grey Mountains to the east, and the Endless Sea of Ice to the north. The people of Nall are few but hardy. Most of them live in nomadic barbarian tribes, each ruled by a shaman woman. Some dwell in the depths of the Black Angel Forest or the Great North Woods. The small communities here are isolated, accustomed to living through the long winters without ever seeing anyone from another village or tribe.



Evil and the World

The Ptolus setting assumes that evil is a real, palpable thing, not a subjective label pinned on one's enemies. Black magic—meaning supernatural powers that destroy souls, create undead, summon demons, corrupt spirits, and draw upon negative energy—cannot be used without ill effects, either on the user, or upon the world. Many locations in Ptolus are proof of this fact. The Dark Reliquary, Goth Gulgamel, and, worst of all, Jabel Shammar, are so steeped in evil and darkness that the places themselves have become evil. Like a virus, that evil can spread to those who spend time in such places.

Cherubim elves, page 51
Plains of Rhoth, page 43



Mrathrach's Pit, page 74

Tarsis, page 44

When referring to dates, IA means "in the Imperial Age," while BE means "before the Empire."

The typical barbarian warrior prefers using a two-handed weapon rather than a weapon and a shield and tends to choose axes over swords. Many wield two weapons, usually two axes. They also use javelins or bows. However, in recent years, elite barbarian warriors have developed a fondness for heavy crossbows.

The court of King Anathais and Queen Miaga is fraught with difficulties. A large percentage of the populace is still unsure as to whether they should accept the rule of the monarchy. And even those who are eager to do so fear that the Empire still possesses the might to enact revenge on those pledging allegiance to the king and queen.

Viridian Lords, page 140
Circle of Green, page 108

Theridae is the ancient name for the land that is now Palastan. Once it was the dominion of the Elder Elves.



Dwarvenhearth, page 460
Aram, page 50

Grailwarden dwarves, page 48



Viridian Lord Rechel Pattemon (page 141) is one of the Commissar's Twelve Commanders.

PALASTAN AND THE MOONSILVER FOREST

About a year ago, Palastan's Imperial Governor appointed by the Lion-Guarded Throne died amid chaos and rioting in the capital city of Trolone. Forces loyal to the hereditary monarchy, long exiled from the land, returned order to Trolone. King Anathais and Queen Miaga returned to their palace and took control of Palastan "until the Empire appoints a new governor." With the ongoing problems in Tarsis, this has not happened—nor is it likely to happen in the near future.

Palastan is a verdant land of rolling hills and green fields. The people farm and herd, as well as fish along the southern coast of the Whitewind Sea. Although of late political power has remained in the hands of the monarchy or the Imperial Governor, most would say that the **Viridian Lords** hold the true power in the land. These rangers operate independently from the government, but the populace looks to them for guidance and leadership. The Viridian Lords are said to have physically bonded with plant life in a manner handed down to them by the **Circle of Green**, an ancient group of druids that disappeared long ago.

Technically, the city of Ptolus falls within the borders of Palastan. However, since the death of the Imperial Governor, it has maintained its independence from the monarchy.

Palastan is a realm of rugged individuals. The people are simple and generally virtuous, but not interested in complex, rigid sets of laws. They have never much liked being a part of the Empire. Culturally, Palastani enjoy proclaiming their individuality, and do so through piercings, body art, and distinctive (but not necessarily flamboyant) dress. Besides humans, Shoal elves and centaurs make up most of Palastan's population, although the Stonelost dwarves maintain a few small villages in the hills after losing their city, **Dwarvenhearth**, thousands of years ago. The humans get along equally well with both dwarves and elves, as well as the tribes of **aram** that gallop across the open fields.

While not rulers in Palastan, the Viridian Lords as a group are well respected by all. They patrol the wild lands and the roads, keeping the people safe from orc raiders, bandits, goblins, ogres, giants, wyverns, and worse.

Most of the area's Shoal elves live in the Moonsilver Forest, a place of sylvan magic that retains many secrets even after all these centuries. Non-elves (except for the Viridian Lords) keep strictly to the few roads that pass through these woods. The wood holds many elven communities, most of them small and well hidden—unlike the larger, more prominent elven cities along the coast of Ren Tehoth to the east.



THE PLAINS OF PANISH

These rolling plains of grassy, fertile fields east of Tarsis stretch for seemingly endless miles up to the foothills of the Grey Mountains. The River Sorenth flows out of the Grey Mountains to empty into the Gulf of Satran at Tarsis. Remote and primitive tribes of humans, litorians, and other races live here. One will find almost no elves or dwarves, however.

THE PRUSTAN PENINSULA

The Prustan Peninsula, which juts boldly out into the Southern Sea, is home to the **Grailwarden dwarves** and the human Prust. More than a thousand years ago, the Prust took over the lands around the city of Tarsis to the north and eventually established the Empire of Tarsis. As rugged as their mountainous homeland, these industrious people built fabulous roads for their Empire and developed great devices using gears, steam, and gunpowder.

This land has a harsh environment, with strong winds and seemingly unnaturally cold weather. (Some blame the toxic spells unleashed long ago in ancient Kem on the southern tip of the peninsula.) The Grailwarden dwarves and the Prust have worked hand in hand here for as long as either race can remember. The dwarves' Grail Keep, a fortress built into a cliff face in the Hotash Mountains, protects their city, which lies below.

The Grail Temple beneath the city holds the fabled *White Grail*, an object of great power from which the Grailwarden dwarves take their name.

REN TEHOTH

Though it was once a fabulous kingdom, most of Ren Tehoth's cities now lie in ruin, proof that nothing lasts forever. Even before the founding of the Lion-Guarded Throne, Tarsis annexed Ren Tehoth, its neighbor that stretched as far west as the Vantaran Peaks. The royal bloodline had long since been extinguished, the people of the kingdom scattered and warring amid tiny, feudal states without an ultimate liege to keep the peace among the vassals. Intimidated by Tarsis' growing strength and eager to live in peace, Ren Tehoth accepted foreign rule with little resistance. The few nobles and thanes unwilling to submit found themselves overrun by the extremely efficient Prustan army that enforced Tarsis' might.

Today, the cities of greatest interest in Ren Tehoth are actually elven. Running from the Dragonsbirth Mountains to the southern tip of the Bay of Ptolus within the Morn Woods are a number of well established elven settlements, larger than those in the Moonsilver Forest. They include Paelinth, Sariush, and Phinothae. The Shoal elves of Ren Tehoth resemble their western cousins but are even less comfortable around humans, due to the region's scarce human population in recent centuries.

RHOTH

The Plains of Rhoth due west of Ptolus are known for their farms and vast herds of horses and livestock. Rhothans are a good-natured folk, standing tall and fair. They dwell in small towns and villages frequented by halfling caravans. Few other civilized humanoids frequent this land (no elves, dwarves, gnomes, or litorians, for example), and the folks there tend to be xenophobic and isolationist. The people do come into conflict with orcs and sometimes even gnolls—the Gnoll War in southern Rhoth three decades back is well known.

THE SEA KINGDOMS AND DOHRINTHAS

A federation of once-warring pirate princes, the Sea Kingdoms on the southern edge of the continent earned their power and wealth from fishing and shipping in the Southern Sea. Bounded by two rivers—the Sunwash in the west and the Calathan River in the east—this is a place of politics and betrayals, plots and assassinations. It is also a place of great beauty, for gold and silk flow like water, it is said, and the area has seen little warfare to despoil it for hundreds of years.

Dohrinthas, the Golden City, has prospered greatly in the last few centuries, for ships laden with wealth come to this large port daily from the southern lands. When massing barbarians began to threaten Tarsis in 706 IA, **Empress Addares** XXXIV attempted to move the Imperial capital to her home of Dohrinthas. As a result, she succeeded in splitting the Empire, as **Segaci Fellisti**—an aging councilor who also claimed the throne—maintained the government in Tarsis, until the barbarians sacked the city a few years later.

Dohrinthas is a large and well established city teeming with many races. For the last three centuries it has remained second only to Tarsis in influence and power. Although it remains under the domain of the Lion-Guarded Throne, the Holy Empire was never able to completely



The White Grail's *counterpart, the* Black Grail, *is said to be in the the Banewarrens below Ptolus (see page 419).*



It is a commonly held opinion that today the greatest artists and writers live in the city of Dohrinthas.

Empress Addares, page 79
Segaci Fellisti, page 79



The land of Rhoth is still very much in the grip of a strict, conservative sect of the Church of Lothian. Many residents of small villages still look upon those who revere other gods as demon worshippers, for example.

Find a full-page version of this map on a sheet in the envelope at the back of this book.

Ptolus in Perspective
In the world at large, there are no "dungeons" to explore. "Adventurer" is not a common career choice. Newcomers to Ptolus from elsewhere will find these aspects of city life very strange. Also odd-seeming are the number of gods other than Lothian that people worship there. Ptolusites also have a casual attitude about danger, evil, and general weirdness when compared to their fellows in other parts of the world.



Eslathagos Malkith, page 75

Charad Titans, page 77

The modern Elvish language builds politeness and decorum right into its structure. This fact grants one a +1 Diplomacy check bonus when speaking Elvish, assuming the target understands the language. This isn't to say that one cannot be rude in Elvish—it just requires more skill and thought.

solidify its power amid its baroque, pinnacled towers and spired minarets.

The people of Dohrinthas and, in fact, the Sea Kingdoms as a whole, are an odd mixture of jaded, cynical urbanites and rough-and-tumble seafarers.

TARSIS

Tarsis, the fading capital of more than half the world, is recovering slowly from the barbarian invasions of a decade ago. Toppled walls and buildings are being rebuilt, and slowly people are returning to the city. The Grand Cathedral here serves as headquarters of the Church of Lothian, despite the fact that the Emperor of the Church remains in the city of Ptolus.

Ancient beyond reckoning, the vast city of Tarsis was merely an important trading center at the mouth of the River Sorenth until the militaristic Prust from the peninsula to the southeast took over the area and eventually founded an empire centered in the quickly growing city. The Prust chose Tarsis as their hub of power because their own cities were remote and trapped within rugged mountains. Some claim that Tarsis was the world's first urban center—another reason the Prust chose to stake their empire there.

At its height, the Empire of Tarsis encompassed all of the Prustan Peninsula and the lands immediately surrounding the Southern Sea, including Uraq, and the northern lands from Cherubar to the Grey Mountains. Today, its control is questionable. To some, the Empire has fallen. To others, it exists in name only. Yet to many proud citizens, the Empire still retains control over its lands, and all owe fealty to the Emperor.

URAQ AND THE DISTANT SOUTH

Hundreds of years before the Lion-Guarded Throne rose to power, the land of Uraq held sway over most of the known world. By controlling the Southern Sea, this economic seafaring power also controlled commerce in the surrounding lands.

As the seat of a mercantile empire, Uraq once ruled through economic power. But those days are long past; it fell to the Empire of Tarsis over five centuries ago after a series of bloody wars. Uraq remains a wealthy land of spice, silk, and fertile oases. The Tarsisans have been tolerable rulers—in fact, they usually ruled from a distance. The hot desert sands of Uraq never seemed to appeal to the Prustan overlords, nor did the climate provide a good environment for their guns and machines.

Far to the south of Uraq, past a mountain range called the Scorched Peaks, lie the distant realms of Panogolan and Buneir—kingdoms of savanna and jungle ignored by the Empire. Beyond that is ancient Kellisan, with its own empire, and the Sea of World's End. Even the folk of Uraq rarely travel to such places except to trade, although thousands of years ago Kellisan ruled Uraq and left much of its culture behind. Most people in the Empire think of all lands south of Uraq as simply the "distant south" and know no details of such places.

LANGUAGES

The languages spoken and read in throughout the world of Praemal are numerous and varied. Most of the major idioms appear in the list below.

Abyssal: The language of Hell itself, spoken by demons and their fiendish ilk. Thousands of years ago the Dread One, **Eslathagos Malkith**, adopted this language and taught it to his creations and servants. It remains common among many aberrations and other monstrous beings.

Charad: The **Charad Titans**, who visited the shores of the Whitewind Sea six millennia ago, had their own extremely sophisticated language. It is known only to a handful of elven scholars today.

Common (Imperial): A variation of Old Prustan (see next page), this language could be called "New Prustan." Carried throughout the known world by the men and women who forged the Empire of Tarsis, it is now common in every land. If nothing else, it provides a way for people to conduct trade without the need of translators or spells.

Draconic: Vying for oldest language with Elder Elvish and Dwarvish, Draconic has always been spoken by dragons. Many other creatures have since picked it up—some reptilian in nature, others not. Quite a number of magical works are written in Draconic.

Dwarvish: Unlike the language of the elves (see below), Dwarvish has remained almost entirely unchanged in the thousands of years of dwarven civilization. A modern dwarf could find an ancient scroll of her most distant ancestors and would be able to understand the vast majority of it. The fact that their mother tongue has for so long remained unchanged says more about dwarves than their language. Dwarvish words are typically short, with many compound word constructions that create new words as needed.

Elvish: A newer tongue based on an older version, Elvish is surprisingly different from its parent language, Elder Elvish. Modern Elvish is, in fact, no closer to Elder Elvish than it is to Halfling or Gnomish. It is a lyrical, beautiful language that almost sounds (particularly to humans) like singing when spoken correctly. Elvish boasts a huge and very precise vocabulary.

Elvish, Dark: Like Elvish, this language has Elder Elvish as its root, but it has deviated from it so much that today it is not very similar to Elvish. It has many subtly different words for betrayal, but no words for charity or benevolence.

Elvish, Elder: Virtually a dead language, the original tongue of the elves may be the oldest

language in the world. With a very few exceptions, no one speaks it any longer. The letters in Elder Elvish also represent numbers, which makes it easy to craft double meanings with words and numbers.

Gnomish: Gnomish also derives from Elder Elvish. Some say it has been influenced by Dwarvish, but this is true in only minor ways.

Halfling: The language of the halflings descends from Elder Elvish and an ancient language of humans called Westron (see below). It is a far simpler tongue than its predecessors.

Litorian: A gruff language, Litorian is interesting because it seems unrelated to any other tongue spoken in the world.

Old Prustan: An old language of humans, Prustan sounds harsh when compared to those derived from Elder Elvish. This tongue shares a few similarities with Dwarvish, but not many. Today only scholars speak it.

Orcish: Interestingly, this language is a mixture of Westron and Abyssal. Originally, orcs spoke Abyssal, taught to them by their creator, the Dread One. After his destruction, they fled west, where they became heavily influenced by the cultures there.

Palastani: A rather simple language, Palastani is once again coming into vogue, after having faded considerably during the height of the Empire of Tarsis.

Nallish: This crude, simple language is used by the people of Nall and the barbarian tribes of the east.

Undercommon: This derivative of Elder Elvish is mixed with Abyssal and Draconic. Originally, it was the language of the dark elves. It has since become almost unrecognizable as related to any of its roots.

Uraqi: Another human tongue, Uraqi is very different from Old Prustan and even Westron, having originated in ancient Kellisan, far to the south. It is spoken almost exclusively in Uraq and along the coast of the Southern Sea (a relic of the fact that Uraq conquered most towns and cities along that coast long ago).

Westron: Perhaps the oldest human language—older even than Old Prustan—is Westron. Some scholars believe it was a common tongue of much older times, long before the Empire. Some believe the language was given to humans by the Creator himself.

SPECIAL MATERIALS

There are a number of valuable, supernatural, or otherwise unique materials found in the world of Praemal. Characters may chance upon items made from these materials or even the substances themselves in their raw form.

AETHEL

One of the rarest and most valuable substances in Ptolus isn't a drug or a weapon, it's a mineral. Aethel was discovered in this region, named, and experimented upon by the Elder Elves in the time of the titans, five thousand years ago. In many ways, it is the opposite of Vallis (see page 47). While the greenish stone of the absent moon is a natural power source on its own, the clear crystals of aethel absorb magical energy and even light.

Aethel can absorb one to ten spell levels (depending on the size of the crystal). For proper use, one must treat the aethel in a process that requires 1,000 gp worth of special ingredients for every spell level to be absorbed. It takes twenty-four hours. The treatment process must be completed before attempting to use the crystal to absorb of any energy, however. If a character tries to absorb more spell levels than a piece of aethel can hold, the stone bursts, inflicting to all within ten feet 3d6 points of damage plus 1d6 points for each spell level stored within the crystal (Reflex save, DC 20, for half damage).

Spellcasters can use the stored energy within treated aethel to power their own spells, as though the crystal were a *rod of absorption*.

If left in the sunlight, aethel will absorb light rather than spell energy, filling up its capacity. There is no way to discharge the light, once absorbed. Thus, an aethel crystal taken into the daylight stops being a "*rod of absorption*" and becomes instead an "*everburning torch*," so to speak—a waste, to be sure.

Someone who makes a Knowledge (arcana) check (DC 30) can figure out a way to use an aethel crystal full of absorbed energy as a replacement for a spell requirement in a magic item. For example, a bit of aethel with two stored spell levels worth of energy could be used to create a *ring of invisibility* without any need to know the *invisibility* spell (cost to create remains the same, with the aethel costing extra).

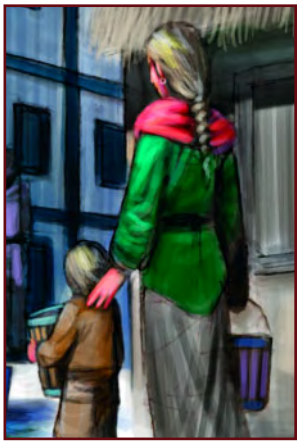
The value of treated aethel stone is equal to the number of potential spell levels absorbed squared × 1,000 + 1,000 gp per potential spell powered. Thus, a piece of aethel that could absorb and then power one spell level costs 2,000 gp; one with two spell levels is 5,000 gp, three spell levels is 10,000 gp, and so on. Untreated aethel's value is equal to the number of potential spell levels absorbed squared × 1,000 gp.

BLACK ADAMANTINE

Black adamantine was only ever found in one place: in a mound located in the region occupied by the Cold Desert today. All the black adamantine that exists has been mined and used—no more can be found occurring naturally. It has the same qualities as adamantine except that it also proves

Old Prustan sounds a little like German in the real world. This is why many human names in Praemal sound vaguely German, Austrian, or Prussian.

Other languages spoken in Ptolus include Aquan, Auran, Celestial, Giant, Goblin, Ignan, Rattish, Sylvan, and Terran.



In Ptolus today, children in school learn only Imperial Common. If they know any other languages, they most likely learned them from their parents. The one exception is that wealthy and aristocratic children are sometimes taught Elvish or Palastani.

Other special materials found in Ptolus include adamantine, darkwood, and mithral (see the DMG, Chapter 7: Magic Items).

resistant to spells or magical effects that would damage or affect it (like *disintegrate* or even *passwall*) with a spell resistance of 25. Further, those in the know (Knowledge [arcana], DC 30) can use a *wish* spell to make black adamantine completely impervious to physical force or spells.

Black adamantine is worth three times as much as normal adamantine.

FIRESTONE

The mineral known as **firestone** can be created only through magic. It burns with great efficiency, which causes technologists to desire it greatly to fuel their devices. This small stone weighs 1 lb. and can burn hotly for twenty-four hours. It is used to power some of the equipment described in Chapter 29: Technology.

Firestone, page 565. See also the create firestone *spell in Chapter 35: Magic (page 641).*

HELIOTHIL

Heliothil is a pale violet stone that has negative weight. A stone that should weigh about 1 lb. has in fact 5 lbs. of negative weight. This means that, if a piece of pure heliothil were unsecured, it would fall upward at a great rate and disappear into the sky. However, it also means that securing 5 lbs. of normal material to the "1 lb." bit of heliothil renders the normal material effectively weightless. The heliothil and attached material float in midair.



Blessed children, page 618

When dwarven miners discovered heliothil on the floating Mountain of the Sky Kings far to the west, much of it initially was lost—once mined and freed from surrounding minerals, the loosed heliothil floated up into space. Eventually, the dwarves developed safe mining and transporting practices, and engineers began using heliothil to create floating castles, flying ships, hovering (virtually) weightless chariots, and so on. The Mountain of the Sky Kings obviously was a huge source of heliothil, but it was overmined, and the mountain eventually descended slowly to the ground, where it shattered.

Inverted Pyramid headquarters, page 324

Today, the largest quantities of heliothil can be found in the **Inverted Pyramid**, keeping the mage guild's invisible headquarters afloat above the city of Ptolus.

Heliothil is not magical, at least not in the technical sense of the word. It retains its negative weight in an *antimagic field*.

Heliothil is worth 100 gp per negative pound.

ITHILDIN AND ITHILNAUR

The Banewarrens, a complex of ancient warrens beneath the Spire, is rumored to hold vats and vats of liquid shadow sealed away in vaults.

The elves know of many special minerals, materials, and herbs. In particular, they are known for two metals: ithildin (a decorative silver that glows at night but is dull and almost invisible during the day) and ithilnaur (a thin, strong material with the same properties as ithildin). Both metals' glow is equal to candlelight.

Ithildin is like silver but costs twice as much. Ithilnaur is like mithral but costs twice as much.

LIQUID LIGHT

In the earliest days of creation, when air, earth, fire, and water did not yet possess their final states, sunlight shone into pockets of air that eventually became trapped deep underground. This air turned naturally into liquid light as a result of tremendous good done in the world; the residue seeps up from the depths of the earth and takes on a physical substance. Thus, deep in the earth one can encounter pools of bright sunlight, preserved forever as a thick, milky liquid. One pint of this fluid is the equivalent of a *daylight* spell that never fades.

One can use liquid light to enhance spells with either the light or good descriptor (either way, the spell gains both descriptors when cast). A pint of the material used as a spell component modifies a spell so that it is cast two levels higher than normal, with a +2 bonus to the saving throw DC to resist.

Liquid light inflicts damage to evil-aligned outsiders and undead if used as a splash weapon (one pint inflicts 3d6 points of damage; full immersion inflicts 20d6 points of damage). It heals good outsiders and **blessed children** in like amounts.

Liquid light is worth 1,000 gp per pint and is usually found only in amounts of six to ten pints at a time.

LIQUID SHADOW

Liquid shadow is a vile substance that pools in the darkest corners of the world—usually at the heartrock of a massive mountain or in a cave at the bottom of the deepest lake. It exists naturally as a result of evil done in the world; the residue seeps into the earth and takes on a physical substance in the deep darkness.

One can use liquid shadow to enhance spells with either the shadow or evil descriptor (either way, the spell gains both descriptors when cast). A pint of the material used as a spell component modifies a spell so that it is cast two levels higher than normal, with a +2 bonus to the saving throw DC to resist.

Liquid shadow inflicts damage to good-aligned outsiders and blessed children if used as a splash weapon (one pint inflicts 3d6 points of damage; full immersion inflicts 20d6 points of damage). It heals evil outsiders and undead in like amounts.

Liquid shadow is worth 1,000 gp per pint and is usually found only one or two pints at a time.

MARLITE

Marlite shines like blue-tinted iron and can be processed into a metal as hard and resilient as steel. Marlite is far more valuable than steel, however, for its secondary property: Marlite is a

magic-dead material. It has no natural magic within it, and it cannot be affected by spells, magic items, or spell-like abilities. In effect, it has an infinite amount of spell resistance. A sword made of marlite couldn't be affected by a *heat metal* spell, nor could it be magically *disintegrated*. No one could move it with *telekinesis*. This means, of course, that magic can't affect it in beneficial ways, either—it couldn't receive a *magic weapon* or *keen weapon* spell. It could not be given magical properties or an enhancement bonus.

Armor made of marlite gives the wearer no special properties. Spells can still affect the wearer, just not the armor directly.

An item made with marlite instead of iron or steel costs ten times the normal price.

MOONSILVER

Called "ithilirid" by the elves, this metal is always found in liquid form, looking not unlike mercury. One can use it to coat a solid surface, to which it then adheres, protecting the surface as if it were made of iron. The surface retains all normal flexibility. Thus, one could apply it to a person to grant him the benefits of wearing armor (+4, +6, or +8 armor bonus to Armor Class, depending on how much is available) with none of armor's drawbacks—no armor check penalty, maximum Dexterity, or spell failure chance. The effects of moonsilver are as fleeting as the moon's reign in the night sky, however. The substance fades away approximately four hours after it adheres to a surface.

Moonsilver will not adhere to ithildin or ithilnaur (see previous page), so sealed containers made of these materials can be used to store moonsilver. Moonsilver forms in droplets among the dew of heavily forested areas on nights of the full moon. If no one collects it, the trees, grass, and other plants in such regions sometimes have silvery drops clinging to them after daybreak, as hard as metal. However, they fade by mid-morning.

Moonsilver costs depend on the amount of the substance. Enough for a +4 armor bonus costs 200 gp; +6 costs 400 gp; and +8 costs 600 gp. You cannot use a partial dose or multiple doses.

VALLIS

Vallis is the name of the mysterious **moon of magic** that once orbited Praemal. In ancient days, meteors of green Vallis stone rained down upon the world from time to time. Vallis stones were raw magical power in solid form and could be used to power spells, magic items, and mighty rituals probably not even possible to conduct today.

The Vallis moon is long gone, and most of the Vallis stone was used up like a squandered commodity. Still, some remains, in the form of sparkling green Vallis dust. With so little of the stuff left in the world, spellcasters have learned to extract as much as they can from the dust. A careful mage can use a tiny mote of Vallis dust to do what a caster of the distant past (with no need to conserve) would have done with a stone the size of a human fist.

One speck of Vallis can power a number of levels of spells cast by any class of spellcaster, as determined by the size of the speck. Most range from one to six spell levels in capacity. (Treat a 0-level spell as the equivalent of a half level.) As the piece of Vallis is used, it diminishes. So, if a bit of Vallis dust with a four-spell-level capacity powers a 2nd-level spell, it still can power either another 2nd-level spell or two 1st-level spells, but it grows noticeably smaller. Exhausted Vallis disappears entirely.

For proper use, one must prepare the Vallis with 100 gp worth of special ingredients per potential spell level of power needed. The entire preparation process takes twenty-four hours. Unprepared Vallis can power spells, but at a less efficient rate. A piece of unprepared Vallis weighing 1 oz. could power only one spell level, while a prepared Vallis stone that same size could power twenty spell levels.

Should one find a piece of unprepared Vallis significantly larger than usual (such as in the **Throne Room of Jabel Shammar** atop the Spire), using it would pose a real danger. Once tapped, the stone literally "leaks" power. Anyone touching it must succeed at a Fortitude saving throw (DC 20) or suffer 1 point of temporary Constitution damage per round. Further, the Vallis loses one potential spell level of power per day as the stone's capacity leaks away.

Someone who succeeds at a Knowledge (arcana) check (DC 30) can figure out how to use a Vallis stone as a replacement for a spell requirement in a magic item. So, for example, a bit of Vallis with three potential spell levels of power could be used to create a *cloak of displacement* without any need to know the *fly* spell (cost to create remains the same, with the Vallis costing extra).

The value of prepared Vallis stone or dust is equal to the number of potential spell levels powered squared × 50 + 100 gp for each potential spell level powered. Thus, a piece of Vallis that could power one spell level costs 150 gp; one that could power two spell levels costs 300 gp; three spell levels is 550 gp; and so on. The value of unprepared Vallis is equal to the number of potential spell levels powered squared × 1,000 gp.

INFO CHECKS

With a Knowledge (arcana) check, one can attempt to identify and understand strange substances such as the ones listed here:

Aethel (DC 24)
Black adamantine (DC 30)
Heliothil (DC 19)
Ithildin (DC 18)
Ithilnaur (DC 18)
Liquid light (DC 23)
Liquid shadow (DC 27)
Marlite (DC 24)
Moonsilver (DC 20)
Vallis (DC 22)



Jabel Shammar throne room, page 518



Moon of magic, page 40

Today vallis dust is a substance that carries with it more prestige than actual power. Wealthy mages like to flaunt it more than they like to use it.

Chapter 3:
RACES

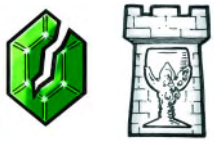
The races of Ptolus are in many ways the same standard races found in the Core Rules. However, a few unique aspects to each race, discussed in this chapter, tailor them for the setting. In addition, a few new races and a few "monsters" also make acceptable PC races in Ptolus.



Dwarf queen, page 536
Eslathagos Malkith, page 75

In their own myths of ancient times, dwarves are named the "Stalwart Kings of Order" (the Haurdir*), and the elves call themselves the "Races of Chaos" (the* aduel deaistorm*).*

Prustan Peninsula, page 42



Stonelost and Grailwarden dwarves' symbols

DMs should decide which races they want to allow into their own specific Ptolus Campaign. For convenience, this chapter divides the races into major races (from the *Player's Handbook*), minor races (new, alternate, or monstrous races), and NPC races. The latter are races found in Ptolus that are probably not appropriate for player characters without a lot of consideration on the DM's part.

Use all information that you find about these races in the Core Rules, whether it is in the *Player's Handbook* or the MM, unless the information here contradicts it. See Part I: Ptolus Player's Handbook for more information as well.

MAJOR RACES

The so-called major races, otherwise known as the common races, are those found in the *Player's Handbook*. For the Ptolus Campaign, they require only a few changes, discussed below, from the versions that appear in Chapter 2 of the *Player's Handbook*. In theory, every DM should allow these races as player character choices.

DWARVES

Dwarven history says there once were three overclans: the Grailwarden, the Stonemight (now called the Stonelost), and the Earthsingers. Few know of this third tribe, for no one has heard from them in millennia. Their **greatest queen** was kidnapped by the Dread One, **Eslathagos Malkith**, and never returned, which ended her noble line. The Earthsingers never recovered and eventually died out.

Dwarves almost never belong to any chaotic alignment, although there are exceptions.

Grailwarden Dwarves

In ages long past, the Grailwarden dwarves settled the **Prustan Peninsula** in the Hotash Mountains. When the Prust spread northward, their dwarven allies came with them and helped establish the Empire of Tarsis.

The Grailwarden dwarves take their name from the *White Grail*, a fabulously powerful artifact they uncovered as they carved their main fortress-city into the side of a mountain. They renamed the fortress Grail Keep and proclaimed that watching over the Grail was their destiny. They have done so ever since.

Grailwarden dwarf artisans are known for their skill with gears, lenses, gunpowder, and other devices. Unlike other dwarves, they also are known for their use of magic—but it is a studious, methodical approach to magic. They treat spells as they would any science. Dwarves in general

are fabulous artisans, and throughout the Empire people prize dwarf-crafted items more than any other.

Grailwarden dwarves are usually fairly serious, dedicated, and hardworking, but not as gruff or unsociable as other dwarves. They get along with humans, but the various types of elves are only tolerable to them. They dislike orcs, but not as much as other dwarves do. They have no general opinions about most other races.

Stonelost Dwarves

The Stonelost are the displaced builders of **Dwarvenhearth**, their ancient realm below the city of Ptolus. Driven out of their ancestral home by **Ghul** hundreds of years ago, they refuse to go back, and now they live in and around the city of Ptolus. No nondwarf knows, or at least understands, why they will not go back to reclaim their ancient city. To the Stonelost, however, it represents a life they feel they no longer deserve. By deserting their home, they lost the rights to it. Yet they refuse to permit anyone else to go into Dwarvenhearth, either. That would be a defilement of a perfect memory.

The Stonelost have great skill with stone and metal. In the city, they frequently work as artisans, architects, engineers, or merchants dealing in stone or metal. Most dwarves in Ptolus are Stonelost by a fair margin, although some do not actually call Ptolus home. These actually live in the largest gathering of Stonelost dwarves, **Kaled Del**, a subterranean community beneath Ptolus near one of the entrances to Dwarvenhearth.

Kaled Del, page 448

Dwarvenhearth, page 460
Ghul, page 81

ELVES

In ancient days, halflings and gnomes were considered types of elf. Even though modern people look at those races as distinct, there are still many elven types: Shoal elves, the winged Cherubim, evil dark elves, and the twisted Harrow elves. And of course the Elder Elves, now gone, comprised two more racial types, called the Solarr and the Lunas.

Elves today revere the moon (although not as much as did the ancient Lunas elves, after whom one moon is named). They love good food and wine, and they like both elaborately prepared and served. They prefer silver to gold. Elves in general know a great deal about the stars, the moons, and the world—for example, they know the planet is round and has a circumference of slightly less than twenty thousand miles.

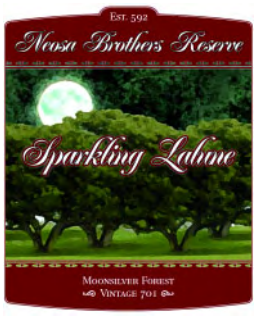
The elves work with many special minerals, materials, and herbs. In particular, they are known for two metals—**ithildin** (a decorative silver that glows at night but is dull and almost invisible during the day) and **ithilnaur** (a thin, strong material with the same properties as ithildin).

The Solarr and Lunas Elves

Collectively known as the Elder Elves, these two races once were the greatest and most powerful of elvenkind. Today, however, they are all extinct—or so most people believe. The truth is, members of both elven races survive today as the Urthon Aedar. The Solarr were golden-haired and fair, and stood very tall. The Lunas were usually white-haired, although some had golden hair as well. They stood shorter than the Solarr.

Ithildin and ithilnaur, page 46





Elven wine, such as this Moonsilver Forest vintage, is popular at Ptolus' more upscale taverns and restaurants.

The Elder Elves referred to the Ethereal Plane as the Everwood, picturing it as a silvery forest that went on forever. Many Shoal elves still adhere to this concept today.

Dreta Phantas, page 457



Buelow Stridetaker, married to the owner of the Hungry Halfling tavern in the Guildsman District, entertains patrons several nights a week with ethnic table-dancing.

A more cosmopolitan city than most, Ptolus boasts more half-elves and half-orcs than probably any other place in the world.

Unlike what is stated in the Core Rules, elves do indeed sleep, just as humans do. In fact, they place a greater value on sleep and dreams than any other race.

Elves (except Harrow elves) are only rarely of a Lawful alignment.

Shoal Elves

Dark-haired with deep, smoldering eyes, the Shoal elves have always been just as at home on the sea as on the land. They are, by far, the most common type of elf—in fact, most people simply call them "elves" rather than "Shoal elves." They typically wear their hair long and favor clothing in shades of blue and green.

If they can't be on or near the sea, the Shoal prefer the forest, the so-called "sea of leaves." They find open terrain oppressive. Elven cities are fabulous places of slowly twirling towers and curving walls, but sadly, they are few in number now. The most wondrous of these cities was **Dreta Phantas**, the Dreaming City, magically stolen by the dark elves in ages past. Most Shoal now live in small communities or cosmopolitan cities.

Shoal elves often seem aloof and arrogant, but as the centuries pass, they have grown more accustomed to other races. In particular, they respect some of the rarer races, such as the litorian tribes. Humans, as a group, are generally acceptable, but dwarves are a burden. Elves hate orcs.

If this book refers to a character as an "elf," without specifying subrace, that character is a Shoal elf.

GNOMES

In most ancient lore, gnomes are considered to have been a race of elvenkind. Rarest of the major races, gnomes love magic and music above all else (an alternate name for them is the "loresong faen"). They dwell throughout the lands of Cherubar, Rhoth, Palastan, and the Sea Kingdoms (see Chapter 2" The World).

HALFLINGS

As with gnomes, most creation myths and stories name halflings as an original race of elvenkind. They frequently live among humans, although many halflings wander the plains to the south and southwest as nomads. They do not call themselves halflings, of course, but they no longer find the name derogatory, either. Their own name for themselves is *saelas faen*: "quicklings."

HALF-ELVES AND HALF-ORCS

Although understandably rare, these races are more common in Ptolus than many places in the world. Half-elves are always half Shoal elf, since a Cherubim elf would never pair with a human and Harrow elves always breed true. Half-orcs usually come from the Ornu-Nom tribes of Palastan and Rhoth, although evil half-orcs might be half Toruk-Rul or Sorn-Ulth.

HUMANS

According to the elves and dwarves, humans are the youngest of the common races. Despite this fact, they are the most prevalent of all intelligent peoples. No changes are required for standard humans in the Ptolus Campaign, but details on the various ethnic divisions of human (Prust, Eastern Hordes barbarians, Uraqi, etc.) are available in the "Gazetteer" of Chapter 2: The World.

MINOR RACES

The minor races are named as such not because of their stature, but because of their relative rarity and—from a game point of view—their newness as potential PC races. DMs should consider whether or not these races would make appropriate player characters for their Ptolus Campaigns.

CENTAURS (ARAM)

Although quite rare elsewhere in the Empire, centaurs—or, as they call themselves, aram—live in great numbers in Palastan, and thus in Ptolus. They have earned the respect of the humanoid folks of the region thanks to their forthright and open manner and because of their help against Ghul and other enemies of the past.

Personality: Aram are boisterous, arrogant, and boorish, yet many find them likable nonetheless. Centaurs sometimes refer to humanoids derisively as "sitters." The biggest difference they see between themselves and most other people is that others are content—or even happy—to sit for long periods of time in the same place. Aram cannot stand to remain in one place for long unless they are eating or sleeping. In their herds, it is the sick, the old, and the infirm who perform tasks that require stationary work, like sewing garments or making tools. In the city, they simply rely on others to do such things.

Physical Description: These half-horse, half-human appearing people stand almost seven feet tall. While those who live on the plains prefer to wear minimal clothing and travel with as little gear as needed, city dwellers have adopted the clothing and equipment of their humanoid neighbors.

Relations: Aram probably don't look as positively upon humanoid races as those races look upon them. Still, the centaurs have seen that humans, dwarves, elves, and the rest clearly dominate the lands, and so they have made their peace with them and many willingly live among them. There has never been open conflict between the aram and any of the major humanoid races,



Aram do not take offense at comments or comparisons that relate them to horses. In fact, they take such remarks as compliments.

The aram adventurer Turas is well known in Ptolus. He was one of the founding members of the Delver's Guild and surprisingly skilled at underground and cavern exploration. Unfortunately, Turas disappeared recently while exploring the shores of Umbral Lake (see page 451).

although there once were great wars between centaurs and orcs and, less frequently, battles between centaurs and lizardfolk. These are all events of the distant past.

Alignment: Centaurs are usually neutral good.

Centaur Lands: Aram once roamed the plains to the south and west of Ptolus in huge, nomadic herds. Today, however, the herds have dwindled. Aram in Ptolus find work in physical roles, hauling loads in warehouses or for other businesses. Some work as imposing bodyguards or hired muscle. Still others serve as messengers or even pull small carts for hire, hauling goods or people. They almost never have jobs as merchants, clerks, artisans, or other employment that would require them to remain stationary for long periods.

Religion: Again we see a difference between city dwellers and herd aram. While Ptolusites tend to honor a variety of deities, most tribal centaurs revere an aspect of Melann, a nature goddess. Some aram also pay homage to Rajek the Wanderer, a god of luck, protection, and travel, or Torskal, aram god of just vengeance.

Language: Although they have a fairly complex spoken language, the aram long ago developed a written language that focuses on brevity. Few centaurs have the patience to either read or write a book, so they have their own set of simple symbols for conveying general ideas. Other than that, however, aram rarely know how to read the languages they speak (generally Elvish, Sylvan, and Common). Most centaurs living in Ptolus learn to read enough Common to get by—enough to understand signs, for example, and things of a very general nature.

Names: Aram go by a single name only, with no tradition of surname use. Tribal centaurs may refer to themselves by their name and tribe name: "Carak of the Redhooves," for instance.

Aram Male Names: Carak, Norris, Reddik

Aram Female Names: Esthana, Narenth, Susail

Adventurers: The aram respect those who bravely face danger to accomplish great deeds. In fact, their culture values heroes greatly. Centaur adventurers seek adventure for its own sake. They want to undertake mighty quests and perform acts of great heroism; treasure and other rewards are secondary.

Centaurs as Characters

Centaur characters possess the following racial traits.

Abilities: +8 Strength, +4 Dexterity, +4 Constitution, –2 Intelligence, +2 Wisdom.

Size: Large size grants –1 penalty to Armor Class, –1 penalty on attack rolls, –4 penalty on Hide checks, +4 bonus on grapple checks, and lifting and carrying limits double those of Medium characters.

Space/Reach: 10 feet/5 feet.

Speed: A centaur's base land speed is 50 feet.

Special Abilities: Darkvision out to 60 feet.

Racial Hit Dice: A centaur begins with four levels of monstrous humanoid, which provide 4d8 Hit Dice, a base attack bonus of +4, and base saving throw bonuses of Fort +1, Ref +4, and Will +4.

Racial Skills: A centaur's monstrous humanoid levels give it skill points equal to 7 × (2 + Intelligence modifier). Its class skills are Listen, Move Silently, Spot, and Survival.

Racial Feats: A centaur's monstrous humanoid levels give it two feats.

Armor: +3 natural armor bonus.

Languages: Automatic—Aram and Common. Bonus—Elvish, Gnomish, Halfling, and Sylvan.

Favored Class: Ranger.

Level Adjustment: +2.

Cherubim Elves

As ancient as the Shoal elves (and, for that matter, the Elder Elves), Cherubim elves are unknown in many places of the world simply because they have never found comfort living among others not of their kind. Cherubim are winged elves with lightweight frames to help them soar high in the sky. They come to Ptolus only rarely—and when they do, they spend their time almost exclusively among other elves.



Although the centaur's favored class is ranger, you will find as many or more aram fighters in Ptolus. Rangers often visit the city, but few choose to live there.

List of deities, page 68

Most centaurs in Ptolus choose to dwell in the Narred neighborhood of Midtown (see page 200).



Zaetra is a cherubim wizard who spends a great deal of time in Iridithil's Home in Midtown and is a great friend of Doraedian Mythlord.

Moonsilver Forest, page 42
Goth Gulgamel and Harrow elves, page 490
Zaug, page 633
Elder Brood, page 634

Rumors abound that, while Cherubim enjoy the fact that humans and others imagine a connection between them and angels, the angels among the Malkuth resent it and generally do not care for Cherubim.

Cherubar, page 41

With a few rare exceptions, Cherubim never mate outside their own sub-species. There are no half-Cherubim elves. However, in their native land, many cherubim have creatures of elemental air in their lineage.



Gaerioth Shadowhand, a Harrow elf and member of the Company of the Black Lantern

Personality: Cherubim elves are self-absorbed and typically somewhat timid, preferring to fly over or away from danger rather than confront it. Aware of their physical fragility, they know that the best way for them to survive is to stay wary and alert. Their greatest fear is that something might happen to their wings. Introspective and contemplative, Cherubim speak only when necessary and have no time for humor, song, or frivolity. Many Cherubim are curious and investigative, which often clashes with their inherent fear—apprehension usually wins out.

Physical Description: Cherubim are thin and frail even by elf standards. Their skin is very pale—almost white—and their hair is typically black, pale blond, or white. The feathers on their wings match their hair color, and their wingspan is usually three times their height. Their eyes are pale grey or silver.

The Cherubim's lifespan resembles that of other elves, but their birth rate is considerably lower. (As a race, their numbers are ever so slowly decreasing, rather than increasing.)

Relations: Cherubim feel skittish around non-elves. Humans and other races often mistake them for angels or aasimars, however, so most people seem favorably disposed toward them.

Alignment: Cherubim share the outlook of most other elves, although they are perhaps even more aloof and retiring.

Cherubim Lands: Cherubim elves hail from **Cherubar**, a land named for them in the distant west. They prefer mountainous regions, particularly places accessible only from the air. Cherubim are not farmers or herders, but hunters and gatherers—mostly gatherers. Their communities are very small.

Religion: Cherubim worship most of the same gods as other elves, but also Ahaar and other air-oriented deities.

Language: Cherubim elves speak Elvish.

Names: Cherubim names are similar to other elven names, except that they do not use surnames.

Adventurers: Cherubim elves rarely adventure, simply because they are a bit timid and physically quite weak. Their ability to fly is such an asset, however, that most Cherubim who do attempt such a dangerous profession find that they are well suited to it.

Cherubim Elves as Characters

Cherubim characters possess the following racial traits.

Abilities: +4 Dexterity, –4 Constitution.

Size: Medium size.

Speed: Cherubim base land speed is 30 feet. They also can fly with a speed of 40 and average maneuverability.

Special Abilities: Low-light vision.

Racial Skills: +2 racial bonus on Spot checks.

Languages: Automatic—Common and Elven. Bonus—Gnomish and Halfling.

Favored Class: Wizard.

Level Adjustment +2.

Harrow Elves

When Ghul, the Half God, captured many Shoal and Elder elves from the **Moonsilver Forest**, he herded them into the dungeons beneath **Goth Gulgamel**, his dark fortress halfway up the Spire. There, he and his demonic servants (including the **zaug** and the **Elder Brood**) twisted them in body and spirit. While many of the elves received new magical powers, they were dark powers that corrupted their souls utterly. When he finished his awful work, Ghul released the elves—dubbed Harrow elves—back into the world to show his contempt for all that was good and pure, and to demonstrate his ability to unmake anything made.

The Harrow elves, for the most part, left the area, not taking part in the great Ghulwar that followed between the Skull-King and most of the rest of that part of the world. Instead, the majority of the Harrow elves fled east and south.

Shorter-lived than normal elves, many Harrow elf generations have passed in the thousand years since their creation. Since then, their dramatic powers and physical deformities have softened with each new birth, but still the taint of evil remains. Harrow elves are mistrusted and disliked. Occasionally, one is born who displays the power and evil of the original Harrow elves, but such a child is rare (albeit feared). Those characters have spell-like abilities far beyond the norm.

Personality: Even after all this time, Harrow elves are as twisted on the inside with bitterness and hate as their flesh is twisted and deformed on the outside. They know that everyone hates and fears them and, truth be told, they hate and fear themselves, at least to a degree. They resent the happy lives of others, and evil Harrow elves often seek to make others as miserable as they. They frequently attempt to disfigure their enemies the way they have been disfigured. Some still seek revenge on those who mutated their forebears.

Physical Description: Harrow elves have the same general build as other elves. Their bodies typically bear horrible birthmarks, scars, and various deformities. Their flesh is a pale yellowish-white, and their eyes are red.

Harrow elves have a lifespan of similar length to that of humans.

Relations: Harrow elves are disdained by virtually all others, but especially by other elves, who see them as abominations only slightly better than dark elves. Harrow elves share a general wariness for all other races, but beyond that they have no preferences.

RACIAL AND CULTURAL RELATIONS

Clearly, with so many races and cultures calling Ptolus home, not everyone is going to get along.

Elves, for example, have a reputation, often deserved, of being a little intolerant of others. They believe in the general superiority of their own kind, perhaps not in every field, but in all areas that truly matter (spellcasting, winemaking, woodcraft, and so forth). Halflings have a reputation as being very accepting of others, including their cultural traditions and beliefs—it's not uncommon for halflings living in a human city like Ptolus to take on the mannerisms and outlook of mankind.

Humans, however, remain the most adaptable race, as well as the most accepting. Humans are put off by the perceived arrogance of elves, the bestial nature of half-orcs, and the alienness of lizardfolk, but they can learn to get along with any of them.

Of course, there is a level of inherent deception involved in any discussion that lumps all dwarves, elves, and in particular humans together as if they all thought and felt alike. The table below is strictly one of generalities. Not every elf is going to like every centaur. It's possible for a litorian and a halfling to be the best of friends—but it would be rare and seem strange in the eyes of others.

Racial Preferences

	C	D	E	G	Ha	H-O	H	L	Lz
Centaurs	P	T	L	T	T	T	L	L	D
Dwarves	T	P	T	T	L	T	L	L	D
Elves	L	T	P	P	L	D	T	T	D
Gnomes	T	T	P	P	P	D	L	T	D
Halflings	T	T	L	P	P	D	L	T	D
Half-Orcs	T	T	D	D	D	L	T	L	T
Humans	L	L	T	L	L	T	P	L	T
Litorians	L	L	T	T	T	L	L	P	T
Lizardfolk	D	D	D	D	D	T	T	T	P

Prefer (P): The race in question enjoys being around this other race. All races prefer their own kind, but some are welcoming to others as well.

Like (L): The race in question gets along just fine with this other race; the two are usually quite compatible.

Tolerate (T): The race in question can coexist well enough with this other race, but it's difficult to imagine members of the two actually being friends.

Dislike (D): The race in question actively does not enjoy the company of this other race and avoids members of it if possible.

Culturally, things get even more complicated. The cultures within the Empire today are shaped by the Imperial conquest of more than seven hundred years ago. It's important to realize that the Empire took control with little bloodshed. Thus, there is less resentment for Tarsisans—and, by extension, the Prust—than one might think. This is one reason why the Empire has lasted so long.

Still, it's obvious that even today most people of pure Prustan descent look upon other cultures, like the Palastani or the Rhothans, with some disdain. The Palastani are a fiercely independent people who proclaim their individualism by decorating their bodies with paint and piercings. Many think that Rhothan folk are simple farmers, perhaps even backward or unsophisticated. Just about everyone looks upon people of Kem with some manner of distrust, as if there's something not quite right about them. The northmen from Nall and the folk from beyond the Grey Mountains are both dismissed as uncouth barbarians, despite the fact that those two cultures actually have little in common any longer.

In Ptolus, however, social class means more than race or culture. The nobles of the various houses (who, despite their Palastani origins, have fully adopted Imperial modes of dress and manner), as well as distinguished individuals in the government or certain elite organizations, clearly stand at the top of a tall social hierarchy. Beneath the actual nobility are the very wealthy, and beneath them are government officials and clerics of Lothian. Next come the middle class merchants and craftspeople, a level of the strata currently growing faster than any other. At the bottom come the low-class laborers and tradesmen, who themselves are above the beggars, criminals, and other so-called "riff-raff."

Of course, many have found interesting ways to detach themselves from the social hierarchy altogether. Mages of the Inverted Pyramid, for example, do not truly fit into the structure, and most of them do not care. Adventurers would normally fit into the lower classes, except those who strike it rich or gain heroic reputations are sometimes accepted into the upper classes.



Many Harrow elves use Disguise to help pass themselves off as Shoal elves. This isn't too difficult, so Harrow elves gain a +2 racial bonus to do so. All elves get a +2 racial bonus on their Spot checks to see through a Harrow elf's disguise, if he's trying to pass as another type of elf. (This essentially negates the Harrow elf's racial bonus.)

Kem, page 41

Most Harrow elves in Ptolus live in a North Market neighborhood called the Zar'at (page 310).

While visiting in Ptolus, most litorians prefer to stay at the Mane, located in Midtown (see page 200).

One familiar tribe to the litorians of Ptolus is the Clan of Malethar, located about a week's hike to the southeast of the city. Local litorians believe that young Charnoth (below) is destined to become the chieftain after Malethar.



The most well-known litorian in Ptolus is arguably Rastor, owner of Rastor's Weapons in Delver's Square (see page 218).

Alignment: Harrow elves lean toward evil, but some have overcome this predilection. Unlike other elves, they are not typically limited to non-lawful alignments.

Harrow Elf Lands: The Harrow elves have no lands of their own. Most live in **Kem**, in isolated communities. Typically, Harrow elves find mates only among their own kind, but sometimes they take mates through violence from among Shoal elves or even humans. Offspring from such rapes are always Harrow elves.

Religion: Harrow elves generally are too bitter to find much solace in religion. They have very few clerics, but the few that do pay homage to a deity often worship one of the demon gods or perhaps Kran, Goddess of Faults.

Language: Harrow elves speak Elvish.

Names: Harrow elf names are similar to other Elvish names.

Adventurers: Harrow elves make excellent adventurers, given that most of them feel they have little to live for—many have a death wish. They are fierce combatants, often quite ruthless. Usually, however, they do what they do more to prove themselves than to gain riches or even fame.

Harrow Elves as Characters

Harrow elf characters possess the following racial traits.

Abilities: +2 Dexterity, –2 Constitution, –2 Charisma.

Size: Medium size.

Speed: A Harrow elf's base land speed is 30 feet.

Special Abilities: Low-light vision.

Racial Skills: +2 racial bonus on Craft (alchemy), Intimidate, and Use Magic Device checks.

Spell-Like Abilities: 1/day—*detect magic, ghost sound, mage hand, prestidigitation*, and one 1st- or 2nd-level spell chosen by the player or DM. Caster level equals character level; key ability is Charisma.

Languages: Automatic—Common and Elvish. Bonus—Elder Elvish, Gnomish, and Halfling.

Favored Class: Monk.

Level Adjustment: +1.

LITORIANS

Litorians are bestial, honorbound hunters. Usually found roaming open grasslands far from civilization, litorians only rarely separate from their tribes. Unlike members of the common races, only the unique individual litorian interacts with other species.

Personality: Litorians are thoughtful and quiet until provoked past their limit. Once angered, they become savage and brutal, almost incapable of showing mercy.

Litorians love the outdoors, good food, and long, well-considered stories (not boastful or exaggerated ones). They have a deep sense of personal honor—personal in that it's not about "saving face" but about being true to oneself. A litorian will not compromise her morals for fear of losing her own self-value, even if this makes her appear strange or foolish to others, and even if it means making a choice others might not consider the best one. All litorians develop their own sets of morals and ethics, although some principles remain true across most members of the race.

ROLEPLAYING LITORIANS

Litorians are impressive in stature and in their honorbound nature. Anyone who calls them "cat people" doesn't understand them at all. With due respect to cats, these are not self-interested. aloof felines, but proud warriors and hunters who are principled and thoughtful in their actions. They ascribe high importance to the well-being of their allies, their families, and their people.

Also, do not dismiss them simply as primitive hunters. The litorians have been around as long as the elves and know much about the major races and the cities they build. The litorians, however, have rejected the ways of the other races to embrace their own. These noble people value personal honor very highly. They also closely guard their image in society. Litorians teach their children that to be caught in a lie, to be seen as a failure, or to be called a coward are all fates as bad as death. Taking this ideal to the extreme, some litorians almost never speak, attempt only what they are good at, and never turn from a fight, no matter what the odds. Most litorians, however, realize that intent matters more than action. Abandoning a fight is not cowardly when one has no chance of winning. There is no shame in failing at an impossible task. And a statement is never really a lie if you believe it when you say it.

Other things, however, can shame a litorian as well: associating with honorless people, betraying a friend, dishonoring one's parents, failing to repay a debt—or worse, failing to recognize when one is in someone's debt. Anyone who saves the life of a litorian usually finds that litorian swearing to aid him in a great task. Litorians have a strong sense of lifedebt and will go to great lengths to repay their saviors. When you play a litorian, carefully consider your actions. When you make a friend, stick by that friend no matter what. When you make an enemy, strive against that enemy with all your might. And thus do neither lightly.

Because they highly value both honor and life, for example, their need to repay those who save their lives—a lifedebt—is very strong.

Physical Description: Litorians are taller and more muscular than humans. Their bodies are covered in light brown hair, and their faces are clearly feline in appearance with a pronounced snout, a flat, catlike nose, and sharp teeth. They have dark eyes with narrow pupils. Manes of brown hair surround the heads of males. Most people notice a thick, almost musky scent around litorians, but few think it unpleasant.

Litorians mature much faster than humans, but have a similar lifespan.

Relations: Litorians have little history with most other races except aram, whom they respect (but do not entirely understand). In Ptolus, they get along best with halflings, who surprisingly share many of their sensibilities regarding loyalty (this may come from their similar nomadic lifestyles). They get along with the Ornu-Nom tribes of orcs in Palastan and Rhoth fairly well, but not with the Toruk-Rul or Sorn-Ulth.

Alignment: Litorians lean toward chaos rather than law simply because of their tribal upbringing. They believe in only a very loose organizational structure. Litorians organize their tribes by strength and respect, not by law. Litorians find the concept of delineated parameters of right and wrong difficult to understand; they are much more likely to judge situations on a case-by-case basis. Bound by their sense of honor and respect for others, far more litorians are good or neutral than evil. They are very rarely selfish or cruel and hold concepts of personal freedom quite dear.

Litorian Lands: Litorians are nomads, but to call their wandering "random" shows a profound misunderstanding of their culture. They subtly control the open grasslands upon which they wander: Their power and cunning makes them clear masters of the region they inhabit. No one passes through the plains where they live without their knowledge—and, therefore, their leave.

Religion: Litorians have no concept of worship and see little need for ritual. They simply do not understand or crave the need to trust in a higher power. When confronted with proof of a powerful being's might, a litorian grants respect, but not reverence.

Language: The complex litorian language proves difficult for humans and many others to speak. It is a tongue full of deceptive subtlety, and few nonlitorians attempt to master it. Litorian has an alphabet of its own, but by the standards of other races, its written form is fairly crude and basic.

Names: The tribe gives all litorians names that carry a special meaning in their own tongue. These names are then transliterated into Common



for use by others who have difficulty with Litorian speech. Here are some sample names:

Litorian Male Names: Charnaset, Chron, Malethar, and Rastor.

Litorian Female Names: Marel, Rann, Sorret, and Yintra.

Adventurers: Litorians away from their tribe are usually hunters, mercenaries, or members of another profession that allows them to use both their outdoor instincts and their natural strength and agility. Frequently shunned by members of other races (because they find the "lion-people" intimidating), litorians often find acceptance and friendship among adventurers—many of whom are loners or wanderers themselves.

Litorian Racial Traits

Abilities: +2 Strength, +2 Constitution, +2 Dexterity.

Size: Medium size.

Speed: Litorian base speed is 30 feet.

Special Abilities: Low-light vision, scent (as described in Chapter 7: Glossary of the MM).

Languages: Automatic—Common and Litorian. Bonus—Gnoll, Goblin, and Orcish.

Racial Skills: +2 racial bonus on Intimidate, Search, Spot, Listen, and Survival checks.

Favored Class: Ranger.

Level Adjustment: +1

LITORIAN KEY DATES

1. Time of the Gathering

One day a month each litorian warrior and hunter must rest from all activity, commemorating the time of the Great Movements, when the tribe would remain in one area so that the elderly and the young could rest from their long journey. The tribe often would celebrate such gatherings with song and dance.

2. Days of Memory

For three days each year (the 12th to 14th of Toil), warriors of the tribe honor those who were killed by their enemies. For the litorian, the greatest way in which to honor those who have died in battle is to offer their own victories to the memory of the fallen. During these days, the litorian penchant for ferocity in battle is heightened. Any spoils of battle they earn during the Days of Memory are sacrificed to the spirits of those who have fallen.

3. Winter Fast

In preparation for the lean hunting of winter, and as a sign of a warrior's dedication, strength, and tenacity, every blooded litorian undergoes a four-day fast from the 2nd to 5th of Moons. Fasting litorians may consume only water. At the end of the fast, each litorian must hunt its own prey and consume the meat raw.

4. Great Feast

At the height of midsummer and midwinter (the 21st of Growth and of Newyear), litorians of particular tribes gather for a great feast, in which warriors contend with each other in bouts of drinking and the fine art of storytelling. Tribal elders preside over many of the contests, awarding the winner a weapon of distinction and proclaiming the victorious litorian Chieftain of the Great Feast.

An assarai named Salsan was taken prisoner by slavers and wound up in the employ of the Balacazar family. For more on this character, see Chapter 33: Adventures (page 588).

A lizard man former slave named Ssethenus hopes to rule the Slave City (see page 422).

There are actually more lizardfolk in the city of Ptolus than most people think. This is because, to nonlizardfolk, they all look so similar, that those of other races think they are seeing the same assarai on multiple occasions, when in fact they are seeing two or three different individuals. In addition, many lizardfolk steer clear of the other races and thus are rarely seen in public.

Despite the fact that their ancestors were riverfolk (and many assarai outside the city still make their homes along riverbanks), the lizardfolk of Ptolus would never swim in the highly polluted King's River.





LIZARDFOLK (ASSARAI)

The real truth of the matter is, few people in Ptolus use the word "lizardfolk." To the ignorant, they are "lizard men," whether the individual is male or female. To those in the know—and of course, to actual members of the race—they are assarai.

Personality: The common perception of the lizardfolk is that they are sneaky, slippery, and most likely thieves and liars. These are unfair characterizations. In fact, most assarai are as honest as most humans—as likely to be good as evil and, in reality, usually a complex web of both.

Physical Description: These reptilian humanoids stand a little taller than a human, and their tails can measure up to 4 feet in length. Their scales range in color from green to grey to brown. City-dwelling lizardfolk dress in standard human clothing: shirts and pants, often including hooded cloaks to help disguise their forms when they venture into certain districts. Their clothing often looks worn, as its condition matters little to most assarai.

Relations: Lizardfolk are primitive in the eyes of most other humanoids, but they do not have the litorians' inherent culture of savage nobility and honor. Instead, one can characterize them most easily as folk with simple goals. Few assarai seem ambitious by human standards. Most are content when they simply have enough to eat and can stay relatively safe from harm. They aren't even that demanding about shelter; many are happy enough without it, as long as the climate never turns very cold. They sleep at night along the docks or sometimes in alleys or in parks with fountains or pools. In a city where they are tolerated, like Ptolus—a place known for its tolerance, relatively speaking—the assarai's needs are easily met.

This fact of urban life results in copious free time for lizardfolk, which their people never enjoyed in the past, when they dwelled in small villages and had to hunt and cultivate their own food. Over the years, however, non-assarai have decided that most lizardfolk are lazy, shiftless thieves, for how else could they get along without jobs or homes?

The truth is that lizardfolk in the city are very resourceful. They often perform menial tasks for those who will hire them on a temporary basis, earning just enough money to tide them over for a time. Others catch fish in the bay or even down by the river. Still others forage through trash to find food or something to sell. And of course, some do steal—but even then, only enough to meet their simple needs.

The thing to remember is that most assarai in Ptolus do not find their state of indigence and homelessness an undesirable situation. They don't need more than a little food to eat, and most don't want permanent shelters like other humanoids. On warm days, it's not uncommon to see them sunning themselves in a city square or on a rooftop. The City Watch routinely clears them out of these places, but they always come back. In fact, some assarai have grown so accustomed to the Watch that they have learned to migrate through the city from one favored location to the next, keeping just ahead of the guards. Others have found it easier to remain in lairs below the city, living near the underground pools or streams, just to stay out of the way.

Alignment: Lizardfolk are usually neutral.

Lizardfolk Lands: In a different world, the assarai would have been a more prominent race. At one time, they dominated much of the western portion of the continent, particularly the lands near the coasts, although they rarely trod regions north of Ptolus. However, their territorial culture, as well as their physical nature, brought them into frequent conflict with mammalian races that assumed—particularly long ago—that all lizardfolk were evil.

Though still common in most lands, lizardfolk find little welcome in all but the most cosmopolitan cities.

Religion: Many lizardfolk in Ptolus choose to worship Harredda in her animal and protection aspects, although they revere her in reptilian form rather than in raven form.

Language: City-dwelling assarai almost always speak Common as well as Draconic. In fact, more and more lizardfolk are forgoing Draconic altogether. Only about one in three can read, and most of those read Common, not Draconic.

Names: Lizardfolk do not distinguish between male and female names. Assarai names are often quite sibilant sounding, such as Slaathan, Ssethenus, and Thessisth.

Adventurers: Not all lizardfolk are transient and poor, of course. The exceptions often become mercenaries or adventurers. Every once in a while in Ptolus, assarai warriors attempt to inspire their people to rise up and fight for a better place in the city's culture, but this never works, because the lizardfolk are generally satisfied with their lot. The "rabble-rousers," while trying to look out for their people's well-being and pride, have been overly influenced by the cultures of other races—ones that look down on the lizardfolk.

Because they are both homeless and hardy, slavers in the city frequently make use of lizardfolk. This is a situation the assarai do not accept, and many an assarai's adventuring career has begun with a quest to rescue enslaved friends or family. Many lizardfolk carry weapons to protect themselves and their comrades from abduction. Sadly, sometimes the City Watch looks the other way in this situation, believing it better that the slavers take the assarai than members of other races.

Lizardfolk as Characters

Lizardfolk characters possess the following racial traits.

Abilities: +2 Strength, +2 Constitution, –2 Intelligence.

Size: Medium size.

Speed: A lizardfolk's base land speed is 30 feet.

Racial Hit Dice: A lizardfolk begins with two levels of humanoid, which provide 2d8 Hit Dice, a base attack bonus of +1, and base saving throw bonuses of Fort +0, Ref +3, and Will +0.

Racial Skills: An assarai's humanoid levels give him skill points equal to 5 × (2 + Intelligence modifier, minimum 1). His class skills are Balance, Jump, and Swim. Lizardfolk have a +4 racial bonus on Balance, Jump, and Swim checks.

Racial Feats: A lizardfolk's humanoid levels give him one feat.

Weapon and Armor Proficiency: A lizardfolk is automatically proficient with simple weapons and shields.

Armor: +5 natural armor bonus.

Natural Weapons: 2 claws (1d4) and bite (1d4).

Special Qualities: Hold breath.

Languages: Automatic—Common and Draconic. Bonus—Aquan, Goblin, Gnoll, and Orcish.

Favored Class: Druid.

Level Adjustment: +1.

NPC RACES

The following races are typically reserved only for NPCs in Ptolus, although a DM may consider allowing one to be used as a player character race. For full details and game information on these races, please see the MM.

AASIMARS

These holy-blooded planetouched are rare but more common in Ptolus than elsewhere, mainly because of the presence of the angelic Malkuth. Aasimars, when recognized as such, are viewed with awe and respect. Most aasimars aid this reaction by furthering their kind's reputation for benevolence and heroism. Virtually all aasimars are good-aligned. They typically live among the Malkuth in the Pale Tower, although some keep to themselves and develop independent lives among humans or elves.

Zophas Adhar is a well-known aasimar paladin and Knight of the Pale.

DARK ELVES

In ages long past, it is said, an evil goddess—one of the Vested of the Galchutt named Gorgoth-Lol—corrupted a tribe of Shoal elves, taking them deep underground to revel in their wickedness and rage against the sun and moons. The dark elves, as they soon became known, became the bane of all elvenkind, much to the shame of the Shoal. They speak of them only in tones of utter disgrace.

Dark elves are born with an inherent corruption. Although it's certainly possible for them to overcome their evil natures, they almost never do. Dark elves hate the sun and all bright light. Wide open spaces make them uneasy, but they feel at home in the subterranean passages deep below the surface.

These elves are sinister and crafty. They value deception and guile and scoff at honesty. They love poison and see betrayal as a fact of life. Dark elves typically dress scantily. They lack the sense of decorum and modesty that their surface-dwelling brethren have, and would favor provocation over practicality in any case.

Dark elves who dwell in a large community in the caverns hate and fear the zaug perhaps more than any other creature. This sentiment has led them to ally with other subterranean peoples at times. They hate dwarves almost as much as they hate surface elves.

Harredda, page 69

Most aasimars in Ptolus work in the Temple District or serve in knightly orders.



Malkuth, page 129
Pale Tower, page 329

Zophas Adhar, page 577

Vested of the Galchutt, page 60
Gorgoth-Lol, page 74



Dark elves make poor player characters in the Ptolus Campaign. Theirs is the only race whose very existence is illegal in the city. If found, they are arrested and imprisoned or executed simply for being dark elves.

Dark elf caverns, page 454
Zaug, page 633



The types of orc found in the Ptolus Campaign are (from left): Toruk-Rul ("closing fist"), Ornu-Nom ("howling axe"), and Sorn-Ulth ("bleeding breath"). The Toruk-Rul and Sorn-Ulth races were created by Ghul in centuries past.

In the Warrens, the dark elf **Madame Kaethea** runs a sanctuary for her kind.

Madame Kaethea, page 408

MINOTAURS

More than simple monsters, some minotaurs—usually outcasts from their own kind—are quite intelligent and sophisticated. These individuals choose to live among other intelligent and civilized creatures in such places as Ptolus. Even in the city, though, they are barely tolerated. Many look upon them with disdain and distrust.

City-dwelling minotaurs wear clothing like humans and take on other human affectations. They retain their carnivorous appetites but do not eat their meat raw. Most civilized minotaurs are neutral or evil. Almost all are chaotic.

Shibata is a powerful minotaur cleric of Niveral, God of Secrets. **Canabulum** is a mighty minotaur wizard.



Canabulum, a minotaur arcanist, is a member of the Runewardens.

Shibata, page 397

ORCS

Orc myth contends that these creatures were originally birthed by an evil demon god, although some ancient texts claim they were actually created by an evil wizard. It is impossible to dispute, however, that the orcs who dwell in the area around Ptolus were modified and bred by the evil lord Ghul. The Toruk-Rul orcs are large, bestial, and ferocious. Their name means "closing fist," and they typify everything that people think of when they say "orc." The Sorn-Ulth ("bleeding breath") orcs are dark skinned and smaller than the Toruk-Rul orcs, bred for evil magic and stealth. Both of these greater orc tribes live along the coast of the Whitewind Sea.

The orcs who call themselves Ornu-Nom ("howling axe") never suffered Ghul's manipulations. They dwell in the wilderness throughout Palastan and Rhoth. The Ornu-Nom have a sense of savage nobility to them, but they remain the deadly enemies of humans and most other races.

A prominent Ornu-Nom orc chieftain named Radik (male orc barbarian8) lives just outside the city with his consort Narlu (female orc adept6) and his hunting tribe.

The Fallen, page 110
The Vai, page 139

Forsaken and Urasta, page 114
Prison and Odsen Rom, page 436
The Vladaams, page 96

TIEFLINGS

Just as aasimars are found in Ptolus because of the Malkuth, tieflings live here primarily because of the **Fallen**. Many live and work among the demonic Fallen and the undead-loving Forsaken, while others abandoned these obvious ties to make lives for themselves. Individuals work as mercenaries, assassins (such as among the **Vai**), or clerics of evil gods. Most tieflings retain their ancestors' evil outlook, and a great many are also chaotic.

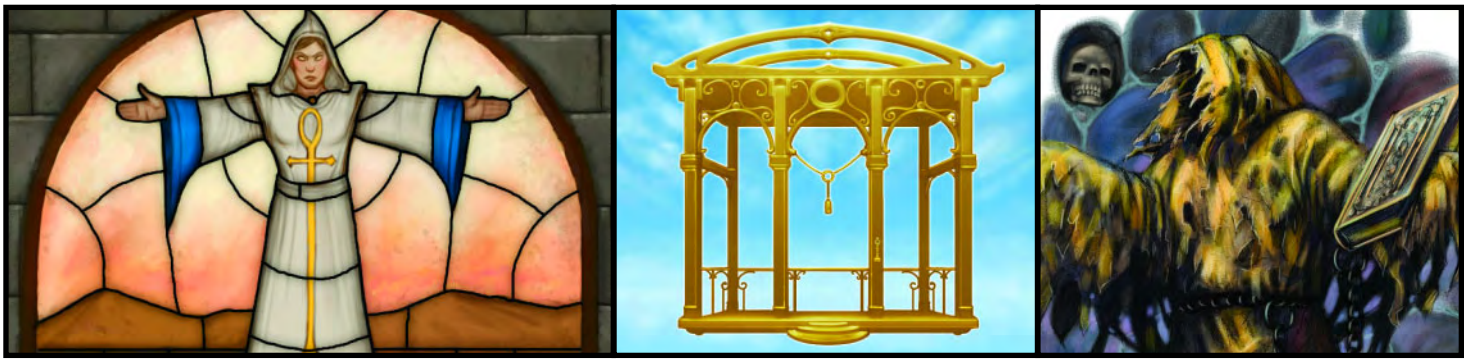
Urasta, leader of the **Forsaken**, and Odsen Rom, warden of the **Prison**, are both tieflings. The members of the noble **Vladaam** family also are all tieflings.



Chapter 4:

COSMOLOGY AND RELIGION

A god known to most simply as the Creator, but more specifically to some as Praemus, created the world and everything in it. He called it Praemal. This was no ordinary world, however. Praemus created it for a purpose: He devised it as a trap for evil beings: the Galchutt, known to some as the Lords of Chaos and to others as the Natharl'nacna.



Praemus knew the Galchutt would come to this world in its early moments to taint it with the seeds of evil and chaos. They brought with them foul artifacts and banes to sow across the surface of the newborn world to wreak havoc in coming millennia. What the Galchutt did not realize when they entered Praemal was that it was created with no exit.

Upon the **Vallis moon**, Praemus placed the soul of his new world, anchoring it there with seven enchanted golden chains. While they remained intact, the creator's magic would prevent any escape from the world. To guard this treasure, the god called forth seven solar angels. He bade these **Lords of the Seven Chains** to remain on guard to prevent the dissolution of the magical bonds.

Now creatures, objects, and energies from other planes could come to the world, but they could never leave. Like rats caught in a trap, the Galchutt were stuck.

Praemus knew, however, that the Galchutt would struggle within their prison, doing whatever they could to break out. No prison by itself is perfect, no matter how high or sturdy the walls. A prison needs guards. It needs wardens. So Praemus filled the world with life, and granted these creatures the sentience and free will to operate perfectly in that regard.

Of course, the wardens did not know they were guards of a prison. They only knew that, for their own continued survival, they had to protect the world from the forces of evil and destruction.

ELDER GODS

The deities known now as the Elder Gods are the children of Praemus. Most of the time, they work in concert, and thus are worshipped collectively—when they are worshipped at all anymore. When the children of Praemus saw what their sire had done, they rebelled against him on behalf of his creation. It was unjust, they felt, to create the mortals of Praemal only to trap them unknowing in a prison with the most horrible creatures in all of existence. The War of the Gods began.

The Elder Gods warred with their father for many years in the early days of creation. While the gods were thus occupied, civilizations grew and prospered. And mortals encountered the Galchutt. Some were tempted away to help the Lords of Chaos, while others fought them.

Eventually the war in Heaven came to an end. Praemus and his children made peace. Working together, they helped mortal heroes prevent the Galchutt from destroying the soul of the world by corrupting the Lords of the Seven Chains guarding it on the Vallis moon with a magical virus.



Symbol of the Elder Gods.

Vallis moon, page 40
Lords of the Seven Chains, page 62

The so-called War of the Gods is said to have created some of the mountains, valleys, and other physical landmarks found in the world of Praemal. That active presence of the gods in the world also imbued various artifacts with their power.

Praemus created all living creatures at a place called the Mountain of Making. This mystical place still exists in the frozen northland of Nall. However, its magical protections allow no one to find it unless Praemus wants it found (or in other extraordinary circumstances).

Elder Brood, page 634
Zaug, page 633



Rhodintor, page 628
Chaositech, page 566

Seven Jewels of Parnaith, page 526

The Night of Dissolution

Upon the return of the Vallis moon, the Lords of Chaos will awaken, the Galchutt's followers know. With the magical moon high in the sky, the Galchutt will marshall their evil forces and finally dissolve the Seven Chains, destroy the soul of the world, and lay waste to Praemal. This is what is known as "the Night of Dissolution"—and it may be nearer than anyone supposes.

When, in their vengeance, the Galchutt rent the veil between life and death to snuff out all that lived, the gods split off a portion of the Vallis moon, and those same legendary heroes used it to seal the fissure. In so doing, they sent the Vallis moon—and the soul of the world it guarded—hurtling away from the Praemal, out of the reach of the Galchutt.

With the world now safe, the Elder Gods and Praemus struck a deal. Only the Creator has the power to allow creatures to leave the world, and then only if he himself is within the plane. The gods all agreed to depart Praemal together. Before leaving, however, the children of Praemus left behind a secret legacy: a hidden vision that contained the secret of subverting this world-prison by ridding Praemal of the Galchutt. You see, the Elder Gods had never stopped believing it was wrong to trap innocent people alongside the epitome of evil. Their plan embodied in the vision required the return of the Vallis moon, and so it would have to wait—for when the Vallis moon returned, the Galchutt would surely attempt to destroy the world again, and every living thing in it. And without the Elder Gods to stop them, how could they fail? (See "Calista, the Dreaming Stone, and the Cask of Frozen Dreams" on page 578 for more details on the secret plan of the Elder Gods.)

Interestingly enough, Praemus knew what his children had done. In fact, he permitted it—perhaps on some level he agreed with them. He even went a step further and created a legacy of his own. In secret, Praemus left behind a conduit so he could continue to observe and communicate with his creation, even transfer some of his own power to his wardens from time to time. He called this conduit Esh (see the "The **Seven Jewels of Parnaith**" in Chapter 25: Jabel Shammar).

THE GALCHUTT

Even before the world existed, the Galchutt *were*. The foulest of demons, the darkest of gods, these beings were masters of destruction, chaos, and oblivion. They had no interest in the small concerns of lesser demons, such as pain, misery, temptation, lust, and so on. They sought the apocalyptic end of all that is, everything beyond the boundaries of Praemal. Of all worlds that exist, all worlds that will exist, and all the spaces in between.

The Lords of Chaos destroyed one world after another, their foul touch causing entire planes to crumble. Finally, the god Praemus saw that one day they would succeed at destroying all of creation. So he forged a plan. He crafted a world as hardy as he could fashion, and then waited for the Galchutt to appear. This world, Praemal, was in fact a trap.

The Lords of Chaos found themselves caged in this prison-disguised-as-a-mortal-world—and they were not pleased. Kept from the wanton destruction and multiversal corruption they desired, they focused their energies on trying to slip the bonds that trapped them here and kept this world from being destroyed by their formidable power. First, the Galchutt sought to corrupt the wardens of their new prison. To a few, they granted great personal power. These they named the **Vested of the Galchutt**, for they were invested with the Lords of Chaos' own essence. These first Vested were called Baalhazor, Gorgoth-Lol, Mrathrach, Thoggidrum, and Vladaam. With their help, the Galchutt learned of the Seven Chains that held the soul of the world upon the Vallis moon. They sought the destruction of the chains but were thwarted.

After the disappearance of the Vallis moon, the Galchutt turned on each other for a time, which led to great and evil wars. During this period, the Galchutt moved away from destruction and toward creation. Some spawned new creatures, called the **Elder Brood**. Ranking just above them were the **zaug**, who eventually rebelled and struck out on their own. Some of the Galchutt tried to summon demons to the world, and when they did not come in the vast quantities they desired (the new rulers in Hell who supplanted the absent Galchutt forbade it), they created "earthbound" demons called the **rhodintor**. Still other Galchutt developed a new craft called **chaositech** to create devices powered by chaos and corruption.

Eventually, the Galchutt decided they could do nothing to escape until the Vallis moon returned. So they crawled into hidden holes and seeped

RUNEBEARERS

In ancient times, before history books were written—indeed, before there was any writing at all—many people were born with runes upon their faces or hands. In those days, about one person in four was a so-called "runebearer" and thus enjoyed some intangible quality that set him or her apart from others. Each rune hinted at the bearer's talent: skill with arms, with arcane magic, with divine magic, and so on. All the great mythic heroes were runebearers.

Without the Vallis moon, however, fewer and fewer runebearers were born, until one day they were gone completely. Today, however, a small handful of children are once again born with the ancient marks. Many see this as a presage that the Vallis moon is returning. And they are correct. (See Chapter 31: Campaign Advice.)



The major Galchutt, clockwise from upper left: Abhoth, Dhar Rhyth, Kihomenethoth, and Shallamoth Kindred.

down deep into the bowels of the earth to sleep near a fortress they had made called the Black Spike. Unbeknownst to virtually everyone, this is the location of modern-day Ptolus—although it is no coincidence. Instead, it is all a part of their diabolical plan.

Praemal as a Prison Plane

No one can leave the world that Praemus created. Its boundaries include portions of the plane known as the Ethereal Sea—the portions that occupy the same metaphysical space that Praemal occupies. Essentially, creatures and objects can become ethereal, but they cannot use the Ethereal Plane to leave Praemal. No amount of magic can do that—and no special loopholes exist.

This means that the spells *astral projection* and *plane shift*, as well as anything like them, do not function. It also means that spells like *banishment* (or similar effects, such as those found in *holy word*) do not send creatures away from the plane involuntarily, they only stun affected targets for 1d6 rounds. Spells that summon creatures, like *summon monster*, work normally because the summoned creatures don't truly, physically come here, so they can disappear at the end of the spell. Spells that *call* otherplanar entities, however, are another matter. They exist, but are rarely used. The call is rarely heeded and, when it is, the called creature usually doesn't know that it can never leave again. Casters who make such calls find themselves with a particularly irate outsider on their hands—one with all the time in the world to mete out its revenge. Some self-sacrificing being may heed the call willingly: usually a celestial who sees that the caster is in real need or requires someone to perform a truly vital task (see "The Malkuth" on page 63).

Lastly, it is not uncommon for extremely powerful casters to create gates that draw energy or creatures into the plane, like Eslathagos Malkith's **Gates of Delirium**. These gates are always one-way, of course.

There are exceptions to the prohibition against leaving, after a fashion. **Eslathagos Malkith** created something called the Dread One's Path, for example, which allowed him to pierce the veil around the plane in his search for an artifact called the *antithesis stone*. Even this was imperfect, however, as all the Path really did was extend this plane out into other planes—he never really left it.

In theory, other structures such as the Dread One's Path could exist, provided they were backed up by fantastic sources of power. The idea of reaching out into the multiverse to bring something back, or even expanding the plane's interdimensional area, is not inconceivable. Yet these methods still do not provide escape. If there were a means of escape, the Galchutt would have discovered it and used it by now.

The only instance of a creature actually being able to leave the plane occurred very early in the world's history. This being, the Gilded Angel, was sent by a higher power—higher than Praemus—to judge the god's creation and ensure that it was good and proper. The angel managed to leave either by force of her own power, that of the

Before coming to Praemal—prior to being ensnared by its bonds—the Galchutt were much more powerful than they are now. Due to the mighty magic woven throughout the very fabric of the world, their present power is limited. Thus they must come up with schemes and plots to escape, rather than simply using brute force.

For more on the secret dwelling place of the sleeping Lords of Chaos, see "Caverns of the Galchutt" on page 453.

Gates of Delirium, page 499

Eslathagos Malkith, page 75. For more about the Dread One's Path, see The Banewarrens, *Chapter 10. For more on the* antithesis stone, *see the Banes Appendix of that book.*



You can find descriptions for some of the Galchutt in Chapter 34: Monsters and for others in the Chaositech *sourcebook on the CD-Rom in the envelope at the back of this book.*

power she served, or perhaps through some special contingency Praemus set up at the very beginning. That early on, the Galchutt were too slow to take advantage of the angel's escape in some way, although they did try to murder her while she was here, hoping to bring negative judgment upon Praemus and his creation and, as a consequence, see them both destroyed.

BREAKING OUT OF THE PRISON

The crux of the magic that prevents exit from this plane is represented metaphysically by seven golden chains of mystical energy. These chains manifest on the moon of magic, called Vallis. These Seven Chains bind together a force known as the "soul of the world." To break out of the prison, one must destroy the prison, and the only way to accomplish that is to break the Seven Chains and destroy the soul of the world.

Each chain, however, is protected by a celestial lord—a solar angel. Collectively, these angels are called the Lords of the Seven Chains.

And of course, in order for one to reach the Citadel of the Seven Chains at all, the Vallis moon must once again hang in the skies above the world, floating invisibly and providing the world with magic as it did in the early days of creation. But this moon has been gone for more than ten thousand years. Virtually everyone has forgotten that it exists. Except for the Galchutt—they never forget. And its return shall herald the **Night of Dissolution**, when the Galchutt break the chains holding this prison shut around them.

HELL WITHOUT ITS MASTERS

In their capacity as the lords of evil, the Galchutt once ruled over the hellish planes. When they left and did not return, the dark realms were thrown into chaos. In order to quell the upheaval, two of the children of Praemus named Nathrak and Dien gave birth to a divine child. But as it was being born, they thrust its essence out of the boundaries of the plane—a task only a being of their power could accomplish, and even then only with the help of their own father, Praemus. It was an ordeal that only a divine being could survive.

This child, born as a fully formed adult, was called Raguel. His god-parents placed him in the Hellish realms to rule over the demons. Raguel, not a demon himself nor even an inherently evil being, found this task quite onerous. Further, having never known his parents, he failed to truly comprehend his role. He immediately appointed lieutenants and magistrates from among the demonic hordes to whom he could delegate most of his duties. Thus, new lords of evil rose to take the place of the old. Demons with names like Demogorgon and Orcus reigned in Hell now. Raguel kept to himself for the most part, leaving the minions of

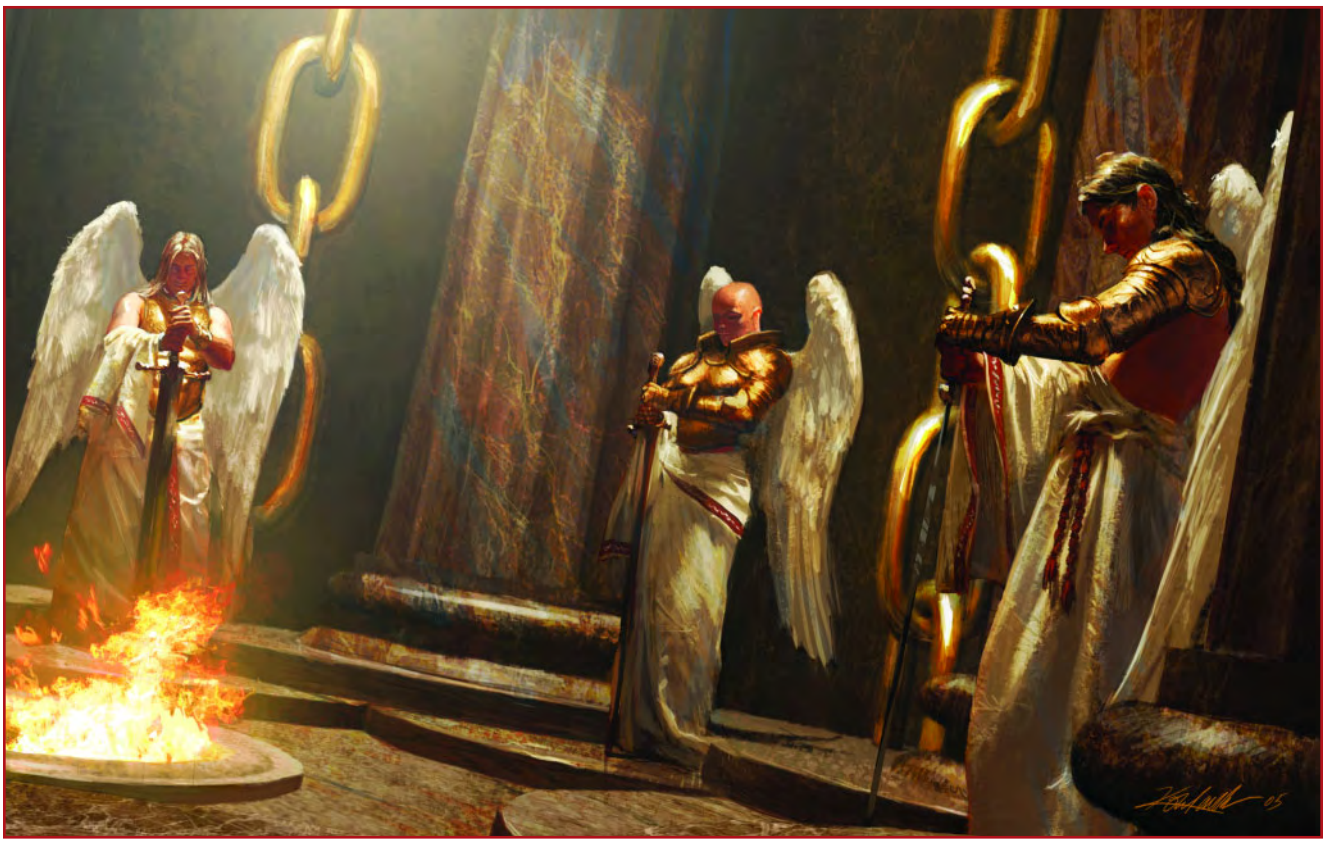
Night of Dissolution, page 60

***There's Chaos, and Then There's* Chaos**

Long ago, "chaos" just meant the opposite of order. At its best, it represented freedom and individuality; at its worst, disharmony and destruction. To most people today, references to "chaos" suggest only its darker side. The Cults of Chaos, for example, are uniformly evil as well as chaotic.

"Chaotic good" and "Chaotic neutral" are still perfectly fine alignment choices, but in actual conversation, no one would be likely to use those terms.

The Lords of the Seven Chains, all solars (below), are Ambriel, Jeduthon, Machidiel, Matikon, Shamdan, Thel, and Zuriel.



DEMONS AND DEVILS

In Ptolus, only the most pedantic of sages makes a distinction between demons and devils. These beings, while different in their outlooks (demons being chaotic and devils lawful), remain wholly evil. They may have originated in different planes, but once they find themselves stuck in this world, those distinctions mean little. They work together with an acceptable amount of betrayal and backstabbing to seek escape—ultimately the goal of their ancient masters, the Galchutt, as well. Thus, even some devils work for the "forces of chaos."

Put simply, the distinctions that some campaigns place on these beings do not matter here. Evil or chaotic, they're all called demons. The evil planes are all lumped together as "Hell." Because the inhabitants of Praemal cannot leave, their understanding of other planes is greatly limited and somewhat simplistic. Only the very wisest mages or sages who specialize in esoteric lore might ever learn the difference. And in the end, from the point of view of this world's inhabitants, the differences are meaningless.

darkness to their own devices, but always maintaining order among his appointed magistrates and keeping the demonic hordes from invading mortal worlds or other overtly destructive acts.

This created an interesting situation. The new demonic magistrates liked their positions, so they did not want the Galchutt freed. Thus, when the Galchutt attempted to summon enough demons into the world to make it literally burst from within, the new lords of evil forbade it. Some demons came, to be sure, but not nearly as many as the Galchutt wanted. This only made the Lords of Chaos seethe with even greater anger and curse the metaphysical walls of their prison all the more. (In fact, they began creating their own native, earthbound demons. See "rhodintor" in Chapter 34: Monsters.)

Still, because they can never leave, there is no real shortage of demons on Praemal. In fact, if you're a Ptolus resident, you probably think of demons as quite commonplace. This is because most demons in the world live in the **Dark Reliquary** of the Necropolis or around Ptolus somewhere—drawn there by the power of the sleeping Galchutt.

THE YOUNG DEMONS

Metaphysically speaking, the demons who dwell on Praemal are quite young, in that they were spawned after the Galchutt's imprisonment, when Raguel ruled in Hell. (The Galchutt and their kind are "old demons." No old demon from the Galchutt's time would enter into the trap to which their old masters had fallen victim.) The young demons call themselves the **Fallen**.

The leader of the young demons in this world is none other than Raguel, onetime ruler of Hell. Growing ever more dissatisfied with his lot and not understanding why his parents would consign him to Hell for all eternity, he left. Raguel came to Praemal seeking his parents, but found them gone. Now the god does not know what to do. Trapped here with the rest of the young demons, should he attempt to help the Galchutt and destroy the world to gain his own freedom, or should he help protect the world created by his grandfather and nurtured by his parents?

THE MALKUTH

The Malkuth are the Fallen's opposite number: angels and celestials who have come to the world willingly, even knowing they could never leave, in order to perform some vital task. A small handful are related to the Lords of the Seven Chains, solars who willingly devoted themselves to the task Praemus asked of them. These are beings of supreme duty and sacrifice, and their legacy inspires younger angels to do likewise if the need is great. Once they have performed their task in the world, the Malkuth gather in Ptolus, as it is clear that this city is where the battle lines are being drawn. They live in a place called the **Pale Tower**. See Chapter 14: Oldtown for more information.

THE ETHEREAL SEA AND ETHEREAL ISLANDS

Planar lore contends that a single plane, the Ethereal, occupies the same metaphysical space as all other planes, and thus joins them all together. However, this is not true of the world of Praemal. Those in this world have access only to the portion of the Ethereal that directly intersects with the material plane their world occupies. In other words, Praemal intersects with the Ethereal, but one cannot pass from such intersection points into portions of the Ethereal that intersect with another world.

In Praemal, the portion of the Ethereal that one can reach is called the Ethereal Sea. To most, it seems like either an infinite expanse of grey mists or a void of darkness punctuated by distant swirling colors. But some perceive it as a literal sea, with a liquidlike substance that one can swim in or sail upon in a magical craft. It is interesting that the Ethereal Sea takes on such different qualities at different times for different people,



The Malkuth, page 129
The Fallen, page 110

DM TIPS

Obviously, since Praemal is a "world of no return," the difference between summoning and calling is huge. Summoned creatures from other planes aren't physically here, so they disappear when slain or when their time is up. Called creatures, however, physically come to this plane and can never leave. This makes spells like planar ally *or* planar binding *much harder to use, because convincing a creature to come here means convincing it to leave its planar home forever. Even when its task is done, it must dwell permanently in this world.*

The Pale Tower, page 329

Dark Reliquary, page 238



The ancient tribes of Palastan knew the Ethereal Sea as "The Goodland."

The Elder Elves called the Ethereal Sea the Everwood. Rather than seeing it as an ocean with islands, they saw it as an endless forest of silver trees punctuated with clearings.

although individuals in a group always perceive it the same way. On the rare occasion that one encounters fellow ethereal travelers, they perceive it the same way.

Floating about this limitless expanse are solid masses of ether, the intangible stuff of the plane somehow solidified to resemble normal matter. These masses, called Ethereal Islands, are sometimes inhabited. Ethereal Islands are always small and self-contained (in other words, finite). They have their own governing laws and conditions. Many seem to have been created by spontaneously congealing ether. A few were crafted intentionally by powerful magic. The former all have the characteristics of islands (bits of "land" surrounded by an "ocean"), but the latter only occasionally do; more often they seem like entire worlds unto themselves. These are commonly called half-worlds.

The **Quaan** is an example of a half-world, while the **Seven Jewels of Parnaith** are examples of natural Ethereal Islands—albeit ones shaped for specific purposes.

Inhabitants of Ethereal Islands either come from Praemal or else are outsiders now trapped in Praemal. The Ethereal Sea has no known native inhabitants. Even creatures that rely on the Ethereal or spend great amounts of time there, such as phase spiders or ethereal marauders, originated in the normal physical world.

The Quaan, page 131
Seven Jewels of Parnaith, page 526



When Delian Von Tessel was Emperor of both the secular and religious aspects of his domain, he often relegated religious matters to his wife, Addares, a notably spiritual woman.

The Grand Cathedral in Tarsis serves as the headquarters of the Church of Lothian, despite the fact that the Emperor of the Church has resided in Ptolus for some years now.

TWO KINDS OF RELIGION

The two kinds of religion presented here are very different. On the one hand, the Church of Lothian is monolithic, powerful, widespread, and fairly thoroughly described. On the other hand, the various other religions are myriad, extremely specific (some intentionally a little off-the-wall), and only sparsely detailed.

As the DM, you can choose which type of religion you want to focus on, if any, in your campaign. You also can direct your players to the type most appropriate to their needs. Players who want to explore their religion in depth (particularly those running clerics or paladins) probably should choose to worship Lothian, while those who don't care about that level of detail might want to stay out of something so campaign-centric. Of course, regardless of such concerns, some players will find themselves drawn toward the Church of Lothian because of its temporal power, while others will be turned away from being a part of "the establishment."

RELIGION IN PTOLUS

Religion, like so many things in Ptolus, is based around a set of apparent contradictions. On the one hand, Ptolus is a part of an Empire that has long been a true monotheistic culture centered around the worship of Lothian. On the other hand, the world around Ptolus is very old and full of many different cultures, each with its own gods. In fact, theologically speaking, Praemal has seen successive generations of gods, with ancient "elder gods" no longer worshipped or even—in many cases—remembered.

In over ten thousand years, there has been time for many new gods and faiths to rise and, in some cases, fall—more than any one person can track. The cosmopolitan meeting of all these cultures and various religious faiths in Ptolus has created an atmosphere where people take polytheism to new extremes.

When the Imperial Census came to Ptolus in 633 IA, the administrator wrote this in his journal:

> *"The number of outlandish, unnerving, unknown (mayhap unknowable) gods that gazed down upon me from graven images and idols atop temple doorways and pagan shrines assaulted my very sense of being. Most of these deities are so minor that they watched over only small aspects of life, like laughter, fire, sex, or mathematics. Each possessed its own bizarre appearance, its own unique dogma, ritual, and sacraments. Has anyone ever cataloged them all? Could one? It would seem that as soon as it was done, a thousand new gods would spring up, unbidden, into the hearts of men and into this place they call 'the Street of a Million Gods.' It is almost as if, as soon as a person supposes a god, it exists and becomes available for adulation. A worse place I cannot conceive."*

THE CHURCH OF LOTHIAN

The Church of Lothian, often just called "the Church," has been inextricably entwined with the Empire of Tarsis for as long as the Empire has existed. When Delian Von Tessel was crowned Emperor and ascended the Lion-Guarded Throne in Tarsis, the act granted him both secular dominion over the Empire and spiritual leadership of the Church. Even when the Emperor and Emperor of the Church split into two different positions (and thus lineages), Lothianism remained the official religion of the Empire.

The Church of Lothian is based around a martyred saint named Lothian who rose from his own grave and ascended into Heaven, becoming the most powerful of the gods, according to his followers. In fact, the harshest of



Lothian doctrines maintains that Lothian discovered that all other beings claiming to be gods were actually demons in disguise; this belief teaches that he rose again to bring order to the previously disordered, godless universe.

Throughout the first five centuries of the Empire, in fact, other religions were outlawed. People could practice their "pagan" faiths only in secret or in remote areas. However, in recent years, as the power of the Empire has waned, so too has the influence of the Church. Other religions are now permitted, and newer, more liberal doctrines allow that not *all* the other gods are demons. Some are in fact true deities—albeit lesser gods than Lothian.

CHURCH HIERARCHY

Like so many Prustan organizations, the Church has a strict structure. It is set up like the Empire's hierarchy, with an Emperor, a Prince, and a council of accomplished elders called archbishops. From there, each major community in the Empire looks to a bishop who operates out of a cathedral. The bishop usually consults directly with the community's Commissar or local governor and wields a great deal of influence and power. Every cathedral has a dozen or more satellite churches, each managed by a high priest who answers to the bishop. One normally finds these satellite churches in surrounding settlements, but large cities sometimes have a handful of community churches in addition to the cathedral.

Other than Holy Emperor, Holy Prince, archbishop (or elder), and bishop, priests of Lothian have three ranks. The aforementioned high priest is a special rank indicating charge of a church—a building, a congregation, and probably a number of attached priests. Clerics who are not high priests are either acolytes or curates, the latter being a rank of distinction earned through time and accomplishment. The faithful often address acolytes and curates as "Brother" or "Sister."

A further distinction is that all priests of Lothian are either *bespoken priests* or *itinerant priests*. Bespoken priests are assigned official duties and belong to a specific congregation or organization. Itinerant priests have no specific role within the church hierarchy other than to perform good works, obey Lothian's will, and spread the word of Lothian ("adventuring" clerics are virtually always itinerant priests). Itinerant priests function as missionaries, wandering caregivers, or spiritual consultants tied to another organization. For example, a number of itinerant priests work among the **Keepers of the Veil** as healers, support troops, and even accountants and administrators. There is also the title *priest errant*, which is a cleric who still has spellcasting ability but has violated Church law. Such priests wield no authority (secular or spiritual), but their faith and power still allow them some respect.

SECULAR AND HOLY EMPIRE

Since the Church is tied directly to the Imperial government, all official members of the Church hierarchy are also Imperial officials. This not only affords them a **special status under the law**, but it

Lothian's Law vs. Church Law
On rare occasions, the Church recognizes that someone can violate Church law without actually committing a crime against Lothian. For example, a curate might violate a high priest's direct order but still retain his spellcasting abilities. Clearly, Lothian continues to reward and appreciate the curate's faith, even if he has violated the temporal authority of the Church hierarchy. In such an instance, the curate might be rebuked but not defrocked—for who are the Church authorities to challenge what is obviously Lothian's will? At worst, he could be removed from Church hierarchy altogether to become a priest errant. Far rarer is the case where a lay person might violate Church law but not contravene Lothian's will. For all intents and purposes, to nonclergy, Church law is Lothian's law.



Keepers of the Veil, page 119

In Ptolus, Lothianism accounts for about 60 percent of the city's religious belief.

See Chapter 28: Crime and the Law, starting on page 551.



Adlam Theobold, archbishop of Lothian in Ptolus, never gets involved with politics and rarely interacts with either the bishop, the Emperor, or the Prince of the Church. Instead, he focuses on caring for his flock. *For more on him, see page 377.*

The Prince of the Church holds an honorary position in the Tribunal of the City Council. The current prince, Kirian Ylestos, often neglects this duty, however—much to the chagrin of his father.



St. Valien's Cathedral, page 376
Holy Palace, page 292
St. Gustav's Chapel, page 219

Lothian grants the following domains to his clerics: Good, Law, Protection, and Sun. His clerics normally wear white and blue, although on high holy days they wear golden garments. Lothian's favored weapon is the longsword and his holy symbol is the ankh crucifix.

grants them some measure of authority. A cleric or paladin falls somewhere between an Imperial soldier and an Imperial captain in terms of rank—not unlike the level of most low-ranking Imperial bureaucrats, such as an inspector. A cleric of Lothian can make a request of an Imperial soldier and expect it to be granted. Even private citizens are required by law to carry out the simple, short-term orders of clerics of Lothian.

Most clerics are careful not to abuse this power, else they be reprimanded by their superiors in the Church hierarchy. And as long as they do not abuse it, the secular Empire does not burden them with onerous Imperial duties and responsibilities to go along with this authority.

THE CHURCH IN PTOLUS

Of all large cities in the Empire, Ptolus is probably the least devoted to Lothian, a fact made all the more ironic because this has become the traditional home of the Prince of the Church. Since 657 IA, the heir apparent to the Holy Throne has lived in Ptolus, with the idea that the heir should not live in the same city as the current Emperor of the Church. However, since the sacking of Tarsis by barbarians in 710, the Holy Emperor, Rehoboth, has lived with his son in Ptolus. Although Rehoboth's stay has been officially declared a "visit," he has now dwelled in Ptolus for eleven years.

Ptolus has a bishop—a man named Nireus Pard (human male cleric12)—but he does not enjoy the power of most bishops in a city the size of Ptolus. In fact, he has almost no power at all. His traditional roles are filled instead by the Prince of the Church and the archbishop, Adlam Theobold (male human cleric20). And now, with the Holy Emperor himself living in Ptolus, the bishop is virtually ignored, except for issues dealing directly with **St. Valien's Cathedral**. And even St. Valien's prominence comes into question when the temple within the **Holy Palace** is becoming a more "important" church than the cathedral; when the city's powerful and influential elite need to visit a Lothianite church for any reason, they go to the Holy Palace more often than St. Valien's.

In addition to St. Valien's Cathedral, Ptolus has various satellite churches: **St. Gustav's Chapel** at Delver's Square in Midtown, Daykeeper's Chapel in Midtown, St. Daris' Church in the Guildsman District, Church of the Lawgiver in the North Market, Church of Lothian the Redeemer in Oldtown, St. Chausle's Chapel in the South Market, and the Chapel of St. Thessina in Rivergate. With the temple inside the Holy Palace, that makes nine churches altogether.

CHURCH HISTORY

Obviously, it all begins with a man named Lothian. Lothian was seemingly a simple man, a wanderer. At that time, folk in his homeland of Prust worshipped a god of life called Castain. His clergy was powerful and held great influence in the land. Lothian, however, preached that Castain was no god at all, and certainly no deity of life. Instead, he told the people, Castain was a demon posing as a god, and his priests were devil worshippers more concerned with political power than with truth. As he wandered and preached, Lothian worked great miracles and, in time, revealed that he knew whereof he spoke because he, himself, was on his way to becoming a god.

Not surprisingly, none of these things pleased the clerics of Castain. Eventually, with the blessing of the King of Prust, the clerics captured and crucified Lothian on the symbol of their god, the ankh. On that day, a great earthquake shook the land and mighty waves engulfed the shores.



These cataclysms killed more than a thousand people, including the King and most of the high-ranking clergy of Castain. When they were over, Lothian had returned to the world, alive but not alive—a martyred god risen of his own power.

The Kingdom of Prust collapsed that day, although the peninsula where it once lay still bears its name. Lothian continued to wander and perform miracles, only now those he spoke to bowed down in worship. The engine of Castain's church aligned itself with the adoration of Lothian, the true god. Lothian's new clerics took the symbol of the false god Castain and added Lothian's crucified form to it to show the lengths to which he would go to achieve his victory. Never mind that the new church of Lothian used much the same hierarchy, priesthood, temples, and even dogma as in the old church of the "false" Castain.

Although the catastrophes that surrounded Lothian's demise certainly broke the kingdom, the Prust remained strong. Eventually, they pushed north and west to the city of Tarsis, and not long after founded an Empire that continues to this day. For more information on the creation of the Empire of Tarsis, see Chapter 5: History.

After a time spent walking the world, Lothian took his seat in Heaven as the one true god, according to his early followers. His very presence there revealed to his worshippers the falsehood of all other gods. Thus, during the height of the Empire, the Church applied Lothian's statements regarding Castain to all other gods, claiming that only Lothian was a true deity. Furthermore, not

THE SAINTS OF LOTHIAN

In the first days of Lothian's church, the god commanded a number of extremely devout, extremely influential followers. Early Emperors of the Church granted these people sainthood posthumously. The rituals of granting sainthood are very complex but, as a result of them, the spirits of the saints possess special powers channeled from Lothian himself. Faithful worshippers can pray to the saints and are sometimes answered with aid or a vision. The saints are said to watch over the Holy Emperor, his family, and other powerful clerics of Lothian. Relics left over from the lives of the saints—from objects they used to portions of their bodies—are powerful holy talismans. Most of these relics remain in Tarsis, although the Hammer of St. Daris is kept in the Holy Palace in Ptolus. Many other relics have been stolen or lost. According to the *Ninth Holy Book of Lothian*, the current list of saints includes the following:

Saint	Title	Area of Influence
St. Chausle	Guardian of the Temple	Churches, gatherings
St. Colosom	Keeper of the Dominion	Animals, farms
St. Daris	The Swift Avenger	Justice
St. Dayra	Giver of Mercy	Children, mothers, the poor
St. Feldin	The Faultless Rock of Faith	Warriors, knights, defenders of all sorts
St. Gustav	Protector of the Just	Protection of the innocent and the helpless
St. Thessina	The Provider	Food, necessities
St. Valien	The Hands of the Host	Clerics, church hierarchy, the Holy Emperor
St. Yessid	The Judge	Punishment of sins, authority figures

only were worshippers of other gods the servants of devils, but those who practiced the arts of magic (or were born with such skills) consorted with the legions of Hell and should be eliminated. The Edict of Deviltry in 560 IA made all use of arcane magic illegal. The reverence of gods besides Lothian technically had always been illegal in the Empire, and now that law also saw strict enforcement. During this time, called the Days of Blood, Church inquisitors and soldiers murdered thousands in the name of stamping out diabolism.

Almost one hundred years later, the Edict of Deviltry was repealed. The harsh teaching that all other gods are demons has softened in recent years, particularly among the more liberal, urban congregations, but some remote parishes still preach this doctrine.

ORDER OF THE DAWN

Originally formed to be the Holy Emperor's royal guard, the Order of the Dawn has grown to become the martial arm of the Church, serving congregations throughout the Empire and protecting the faithful from all manner of darkness and danger. The core members of the knighthood are paladins, although such support personnel as clerics, fighters, and even wizards play other roles.

For the most part, the Order of the Dawn is a defensive knighthood, there to protect the temples, holdings, and interests of the Church. Only occasionally are they sent on quests, and then only with the direct blessing of the Holy Emperor or Prince. In Ptolus, one finds the Knights almost exclusively in the Holy Palace and St. Valien's Cathedral.

Sir Kabel Dathimol (male human paladin16), leader of the order locally, is also one of the Commissar's Twelve Commanders. He operates out of the Holy Palace, where the Knights are barracked. In Ptolus, there are about fifty Knights, with eight on duty at St. Valien's at any given time. The order's Imperial head in Tarsis and Lothian's mightiest paladin is named Tagel Unergart.

ORDER OF DAYRA

The Order of Dayra, sometimes called the Sisterhood of Dayra, is an all-female order dedicated to tending the sick, clothing the poor, and generally helping the helpless. They run soup kitchens and charitable services throughout the Empire and in particular manage orphanages—over the years, they have become more and more focused on the well-being of children.

The children in the orphanages of the Sisterhood are not all actual orphans. People—particularly the very poor—sometimes sell one of their children to the Church for about 50 gp (almost a year's wages for a laborer). These children, called *oblates*, are raised to become clerics, paladins, or other servants of the Church. A great many people associated with the Church started as oblates, and thus have a special affection for the Order of Dayra, looking upon the sisters as mother figures.

The sisters are celibate clerics or paladins who live in convents, usually attached to an orphanage and oftentimes a school.

Lothian is not a creator god. In fact, the dogma of Lothian teaches that to ask questions about the origins of the world is fruitless and, if dwelled upon, evil.



The Order of the Dawn symbol

Twelve Commanders, page 148

Lothianite Weapons

These notable weapons are meant to be wielded by the devout of Lothian.

Ankh of Justice: *This* +2 lawful greatsword *has an ankh-shaped hilt. Once, and only once, it can bring the wielder back to life as with a* true resurrection *spell. The wielder need only be holding the sword when he dies in order for the resurrection to take place. It happens immediately.*

Strong evocation; CL 17th; Craft Magic Arms and Armor, order's wrath, true resurrection*; Price 40,000 gp*

Mara's Mace: *This* +1 heavy mace *adds +2 to the Difficulty Class of all divine spells cast by the wielder.*

Moderate transmutation; CL 7th; Craft Magic Arms and Armor, imbue with spell ability*; Price 58,312 gp*

Sacraments

Every temple service includes the following Sacraments of Lothian:

Air: *Burning incense represents the breath of Lothian and the efforts of his followers to do good in his name.*

Earth: *A stone or a bag of dirt represents the body of Lothian and his sacrifice for truth.*

Fire: *A burning candle or brazier represents the soul of Lothian and the fires of life, emotion, and action.*

Water: *A flask or bowl of water represents the blood of Lothian and the restoration of all injustice.*

THE CONCILIATORS

The Days of Blood are, for the most part, a time of shame for the modern Church. However, within the hierarchy are those who still believe in the principles of the Edict of Deviltry and still see in modern society much evil that must be suppressed. Most of these clergy have found their way into the Conciliators. This somewhat ironically named branch of the Church formed in order to enforce the Edict of Deviltry—these were the inquisitors who put many wizards, sorcerers, "heathen" clerics, and others to the sword in the name of Lothian, often torturing confessions and sometimes repentance out of them. They "made peace," as the order's name implies, by rooting out and destroying any who would oppose the Church. Conciliation by force.

Today, the Conciliators are not nearly so bloodthirsty. Most who join the order are some of the more reactionary members of the clergy, to be sure, but they no longer hunt arcane spellcasters or other enemies of the Church to place on the torturer's wheel or burn at the stake. Their fervent devotion to the goodness of Lothian and the holiness of the Church makes them adamant hunters of evil, however, seeking in particular to root out darkness that slithers too close to the light. In Ptolus, that means one thing, although it is something of a secret.

Since its creation, the Church has been keenly aware of the history of the Ptolus region. (In fact, it opposed the founding of the city.) Somewhere in the Grand Cathedral Library in Tarsis lie ancient tomes that speak of primordial history. The Church not only knows the full history of **Jabel Shammar** but has at least some clues regarding the existence (and general whereabouts) of the Galchutt. It is the Conciliators, then, who lead the effort to root out the **Cults of Chaos** and to destroy all **chaositech** they find. On orders from on high, they also oppose any exploration of the areas beneath the city, as they fear that delvers will find more chaositech and stir up more ancient evils.

Jabel Shammar history, page 501
Cults of Chaos, page 71
Chaositech, page 566



Symbol of Ahaar



Symbol of Danace

NEW GODS

There is one religion, and there are a thousand. Beyond the Church of Lothian, there are myriad gods, some newer, many older. Collectively, they are called the New Gods, but only when doing so in contrast to the Elder Gods. Aside from a few throwbacks (the Knights of the Golden Cross among them), no one reveres the Elder Gods today. More than any other city, Ptolus has become a gathering of these different religions. See Chapter 17: Temple District for more information.

The New Gods did not create the world, nor did they create much of anything in it. They have no existence beyond the world itself. This suggests that the so-called "New Gods" are less the truly metaphysical, conceptual beings that the term "god" evokes, but instead just very powerful individuals. But ultimately, the difference seems purely academic.

Like everyone else, the gods are trapped in this world. However, none of them (or at least very, very few of them) actually live on the world of Praemal. Instead, they dwell in the heavens (the physical heavens—the sky far above the world) or in the Ethereal Sea. The only exception to this statement are the demon gods, actually powerful demon princes and the like who dwell still in Hell.

Some gods worshipped in or near Ptolus include the following (an asterisk [*] refers to a new domain defined in Chapter 35: Magic):

Ahaar, Lord of the Air (CG). Air, Good, Protection. An elemental sky god of some popularity.

Aldinach, Goddess of the Moons (NG). Good, Future*, Sleep*. Aldinach provides insight into the future on full-moon nights. Her worship is all but forgotten today.

Ardaen, Dead God of Light (NG). N/A. Once a powerful elven god of light, Ardaen is dead, tricked and slain by evil gods (including Gorgoth-Lol).

Asche, God of Cities (N). Civilization*, Knowledge, Protection. A major god of civilization and sophisticated living.

Baalhazor, Demon God of Technology (CE). Chaos, Evil, Technology*. Originally one of the "Vested of the Galchutt," this minor deity/demon lord is the lord of chaositech.

Blurrah, Goddess of Comfort in Sadness (CG). Good, Protection, Sun. A very minor goddess turned to occasionally but rarely attracting lifetime followers.

Castain (LG). Healing, Law, Protection. Old Prustan deity of life, supplanted by Lothian. No longer worshipped.

Celestan, Lord of the Silver Moon (NG). Earth, Good, Protection. Celestan is the main elven deity. Ithildin, ithilnaur, and ithilirid (moonsilver) are said to all be his gifts to his people.

Charlathan, God/Goddess of Retribution and Reward (CN). Chaos, Protection, War. This capricious god has few worshippers today. Offering alternatively banes and boons, the deity has both male and female aspects at different times.

Danace, Master of the Thousand Pains (LE). Evil, Trickery. A god of torture, sadism, and masochism.

The Demon Gods (Demogorgon, Orcus, countless others; CE). Chaos, Destruction, Evil. This is a catch-all for all the many powerful demons (which may or may not be true gods) worshipped in small numbers throughout the lands.

Destor (CE). Chaos, Evil, Luck. A god of cruel fate who sends the ill fortune that should befall his worshippers onto others. Destor's religion was outlawed under the Empire.

Engelan, God of the Present (N). Healing, Protection. Unconcerned with the past or the future, this religion is based on the immediate present and in living in the moment. Many halflings worship Engelan.

Father Claw, the Serpentine Lord (CE). Chaos, Destruction, Evil. Worshippers of the draconic Father Claw, one of the oldest gods, are very rare in Ptolus.

The Fifty-Three Gods of Chance (CN). Chaos, Luck, Trickery. A religion of chaos and randomness, but not directly tied to the chaos cults.

Frega (LG). Animal, Good, Law. This very minor dwarf goddess is revered only by Stonelost dwarves. She watches over all animals, but in particular goats and boars.

Gaen, Goddess of Light (LG). Good, Law, Light*. A popular and powerful religion. The Temple of Gaen is one of the largest and most impressive temples on a street of large and impressive temples. Gaen's clerics are proactive and struggle against evil at every turn. Gaen is the sister of Mirresh.

Gorgoth-Lol (CE). Chaos, Destruction, Evil. Originally one of the "Vested of the Galchutt," this deity is the goddess of the dark elves.

Hannan, Lord of the Sun (NG). Good, Healing, Sun. The worshippers of Hannan have recently rejected Gaen and her faith as not the true path to see the sun's light. There is a strange rivalry between these two faiths now, with the religion of Hannan much less prominent than that of Gaen.

Harredda, Mistress of Ravens (N). Air, Animal, Protection. Brought originally from the northern reaches of Nall, this goddess has a fair number of worshippers in Ptolus.

Heiran and Nareis, the Sisters of Death (LE and CE). Death, Evil, and either Chaos or Law. These twin death goddesses are feared, but revered for what they might do to one in the afterlife if not appeased.

Herkan, Goddess of the Stones (CG). Good, Earth, Healing. A rare chaotic dwarf goddess, Herkan represents the healing energies of the earth.

Inurath, Mistress of War (CN). Fire, Strength, War. The most popular of many war deities, Inurath was originally a goddess of the people of Nall.

The Iron God (LN). Earth, Fire, Technology. A mysterious deity of the old Prustan humans and Grailwarden dwarves. No image of this god is ever seen. He is the patron of all things iron.



Jode, Guardian of Song (CG). Air, Luck, Protection. Goddess of music and creativity, her worship in Ptolus centers around the Knights of the Chord and the Jodan Templehall in Oldtown.

Juranis, God of the Open Sea (CN). Chaos, Travel, Water. God of the sea fearfully worshipped by sailors and sea creatures.

Kharos, God of Magic (N). Knowledge, Magic. An old Prustan deity, Kharos is lord of wizardly magic.

Kran, Goddess of Faults (NE). Evil, Knowledge. Another old Prustan deity, Kran has a very small following.

The Lady (N). Luck, Protection, Trickery. This deity is one of luck and to some degree, fate. Her shrines are numerous, although she has few worshippers devoted strictly to her. She is a goddess of long shots and last chances.

Locharit, the Goddess of the Written Word (LG). Knowledge, Law, Magic. A religion of wizards and scholars favored by gnomes.

Maleskari, God of Shades (NE). Evil, Death. An evil god of undead spirits and ghosts.

Melann, Goddess of Farming (NG). Animal, Good, Plants. A very popular goddess. Melann's temple is frequented more by visitors than locals.

Mirresh, Goddess of Laughter (NG). Good, Protection, Trickery. A minor goddess, Mirresh is popular among entertainers and children. Mirresh is the sister of Gaen.

Mocharum, God of Dwarves (LG). Civilization*, Good, Law. This is the main dwarven deity, popular in particular among Grailwarden dwarves. Brother of Morachon.

Morachon, God of the Forge (LN). Earth, Fire, Law. A religion centered around a craftsman deity

How to Become a God

All the current gods in the world were either mortal creatures who ascended to godhood, or—in far rarer cases—they are concepts given life by worshippers. All gods require worshippers. Without them, they eventually fade and die.

Many gods owe their deific existence to the trials they endured passing through the Seven Jewels of Parnaith (see page 526).

All followers of Father Claw put the prefix "Ni-" in front of their names to designate their devotion. (The god Ni-Gorth was himself once a follower of Father Claw.)



Symbol of Gaen

Knights of the Chord, page 123

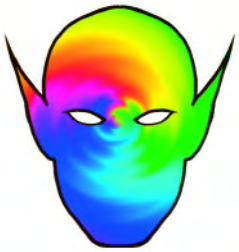
The dread god of death called Maleskari reportedly achieved divinity when one thousand people all committed suicide at once in his name. These are known as the "Thousand Martyred Souls of Maleskari."



Symbol of Navashtrom

In ancient history, Ni-Gorth used an artifact called the dragon-chain *to shackle Father Claw to the side of a mountain. Father Claw eventually escaped.*

Balacazars, page 100



Symbol of Phoeboul

Dreta Phantas, page 457

Unnom, Lord of the Caverns, is often depicted as a rocklike being covered in mineral deposits, his huge arms dripping with stalactites.



Symbol of Ynchabolos

revered mostly by dwarves. He is the brother of the god Mocharum.

Mylіesha, Mistress of the Wind's Path (CG). Air, Good, Travel. An elven elemental deity popular particularly with displaced elves living among humans.

Navashtrom, God of Strength and Harmony (NG). Good, Protection, Strength. A popular religion in Ptolus. The followers of Navashtrom are often warriors and adventurers.

Ni-Gorth (N). Magic, Strength. Once a priest of Father Claw, Ni-Gorth betrayed the dragon and imprisoned him. Eventually, he ascended to godhood. First of the New Gods, he is no longer worshipped.

Niveral, God of Secrets (N). Fire, Future*, Knowledge. Also known as the Master of the Five Lost Lores (one of which is the Lore of the First Fire), Niveral is a minor god worshipped only by those who seek forgotten secrets and knowledge no longer known.

The Old Man (LN). Knowledge, Law, Trickery. A strange religion based around a brooding figure known only as "the Old Man" who watches over yet disdains virtually everything.

Ollom, God of the Keg (CN). Chaos, Civilization*, Water. A minor god of alcohol and brewing popular among a handful of gnomes and humans.

Phoeboul, God of Dreams (CN). Chaos, Knowledge, Sleep*. An elvish god, Phoeboul is the patron of **Dreta Phantas**, the Dreaming City, which is now lost.

Raddashin's Eye (CG). Healing, Plants, Water. Raddashin was a god of rain, slain by evil beings long ago. The god's eye survived and still carries out his will. Many people in Ptolus revere Raddashin's Eye.

Rajek the Wanderer (N). Luck, Protection, Travel. Originally worshipped in the far south, Rajek is a god favored by adventurers and those down on their luck. The aram also like Rajek.

Ravvan the Beast God (CE): Animal, Evil, Strength. A minor god and demon prince who rules over an extradimensional hell of savagery and beasts.

Sylvanae, the Woodland Shaper (N). Animal, Magic, Plants. God of the fae, the elves, and the woods, this androgynous deity is rarely revered in Ptolus except by gnomes.

Taeshandra, Elvish God of Travel (NG). Good, Plants, Travel. Watches over travelers, particularly those who pay homage at her roadside shrines, usually found only in the woods. Also worshipped by halflings.

Tardeshou, Goddess of Truth (LG). Good, Knowledge, Law. Sister of Navashtrom, this deity is overshadowed in Ptolus by the worship of her better-known brother.

Teun, Mother of All Machines (LN). Civilization, Law, Technology*. Another old Prustan deity, Teun is the goddess of machines and technology. She is revered by Grailwarden dwarves as well as humans.

Tevra, the Clockwork Goddess (LN). Healing, Law, Technology*. Still another Prustan deity, Tevra is the daughter of Teun. She is thought to sleep now, but will awaken one day to help restore order to the world.

Thamus (NG). Good, Healing, Protection. God of protection and defense.

Torskal (LG). Good, Strength, War. This aram god of just vengeance has no temple in Ptolus.

Twenty-Four Gods of the Hours (varies). Domains vary. These two dozen minor gods each represents one hour of the day, but they are all quite different in nature, reflecting how most people view the different times of day.

Unnah, Mistress of the Blades (LN). Strength, War. A minor goddess of swordfighting and skill. Her extremely devout followers are called the Hussar. See the "**Balacazar** Crime Family" in Chapter 6: Organizations and "The Hussar" in Chapter 33: Adventures for more information.

Unnom, Lord of Caverns (N). Earth, Protection. This dwarven god is also revered by other subterranean dwellers.

Watcher of the Skies (N). Air, the Future*, Knowledge. A religion based around a deity that "knows all and sees all," including the future. The Watcher of the Skies is an impassive observer most of the time and may be related somehow to the Old Man. A resurgence in this faith has occurred in the last year.

Ynchabolos, God of Numbers (LN). Knowledge, Law. A god of logic, numbers, and order. His religion is small but wealthy and supported by influential people in the city.

Yurabbos, Goddess of Supreme Devotion (LN). Law, Strength. A very minor dwarf deity of sacrifice and unswerving devotion to a cause.

Even this list is only a small sampling of the New Gods. Many people pick one deity and revere him or her above all else. Others honor many, although it can be difficult to remember them all. Because of this fact, many religions recognize two or more "levels" of faith: one that acknowledges a god as superior to most or all others and another that views him or her as an equal peer among many. Some religions group various deities together as ad hoc pantheons, families, or gods with some sort of relationship, while other deities seem to fit only into a mutually exclusive worldview, despite the fact that other gods are worshipped in the temple next door.



There are many symbols of chaos, some of which are shown on the robes of the cultists here. Despite the fact that many individual cults embrace one symbol over the others, in actuality, all the cults use all the symbols. Cultists particularly like to spread these symbols as anonymous bits of graffiti or even printed on a single page of paper and sent to a random person in the city. The cultists see the spread of the awareness of these symbols as analogous to the spread of their faith. The more chaos symbols they use and see, the more powerful they feel they have become. This explains why adventurers who discover hidden chaos temples find symbols inscribed everywhere within them.

CULTS OF CHAOS

This catch-all term refers to a hundred or more tiny cults all worshipping chaos, usually in the form of ancient dark gods called the **Galchutt**. It is technically incorrect to refer to the "Cult of Chaos," for, in fact, there are many cults. While they are unified in overall belief, the groups are actually quite fractured. The different Cults of Chaos do not necessarily compete but often work together, trade members, and occasionally wholly subsume one another.

The following short descriptions cover each of the main cults.

BROTHERS OF VENOM

The Brothers of Venom, like the Deathmantle cult on the next page, have a taste for murder. Unlike the Deathmantle, though, these worshippers of chaos like their death slow and their murders subtle. These cultists are perhaps the most clandestine and guileful of the Cults of Chaos. Both patient and careful, they never let the authorities know they exist but sow chaos and dissolution in secret. They consider slow erosion and disintegration just as valuable as dramatic, sudden destruction.

This cult rarely operates in cells larger than a half-dozen members. Most members of the cult know the identities of very few other members. They seek to infiltrate high levels of society to murder important individuals. The more influence a person has over law and order, the more desirable a target he or she represents.

In their small cells, the Brothers of Venom practice unholy ceremonies and take part in all manner of vile activities, including drug abuse, sexual perversions, and acts of cruelty and violence.

The Brothers of Venom's symbol is that of a shadowy, coiled serpent.

CRIMSON COIL

In some lands, the typical chaos cultist carries torches, axes, and scythes and wears blood-red robes covered in various symbols of chaos: spirals, demonic faces, many-pointed arrows. In these lands, the cult of the Crimson Coil has spread like a virus.

Members of the Crimson Coil wear hooded red robes and do not believe in showing their faces. They do not mix into normal society, preferring instead to spend their lives cloistered in remote temples, often established within the ruins of an older structure for symbolic purposes. The only time these cultists make an appearance is *en masse* to carry out some act of terrible destruction. The Crimson Coil chooses a target seemingly at random, then shows up to burn down a building, set fire to a field, slaughter a family, or deface a monument. They are neither subtle nor gentle. They show neither mercy nor fear. Usually, their raids come so suddenly and unexpectedly that they meet little resistance. They usually appear in numbers so great, they simply cannot be stopped—a hundred cultists to burn down a

The Galchutt, page 60



The Brothers of Venom work with the Ebon Hand cultists (see next page) to develop a toxin that mutates its victims before killing them. For details, see The Night of Dissolution *adventure on the CD-Rom included with this book.*



The Deathmantle cult has close ties with the Forsaken.

single house, a dozen to murder a merchant walking down the street. They disappear quickly, often using spells to cover their escape.

Authorities sometimes mobilize militias to hunt down Crimson Coil cult members and root them out of their secret temples. Usually such attempts result in failure. When the hunters do find a Crimson Coil temple, the cultists and priests put up a vicious fight. They battle to the last man in their defensible, trap-laden temple, and cost the attackers many, many lives. Worst of all, however, it takes little time for the cult to reappear in the area, stronger than ever.

THE DEATHMANTLE

The Deathmantle cult, known also as Death's Grimace, reveres death, and obviously so. Each cultist wears a death's head mask, usually of copper or bronze but occasionally of iron painted skull-white. However, the Deathmantle is no simple death cult. Its members worship murder, specifically mass slaughter. The slaying of a whole town, a whole city, or a whole nation or race—these are their ultimate goals.

The Vai, page 139

The Deathmantle cult associates closely with an assassin's guild called the Vai. The Vai are not simply killers for hire but a quasi-religious group that revels in slaying. Each member of this elite guild must kill every day. They believe the only path to true power and enlightenment is found through taking the lives of others. The Deathmantle cult and the Vai, in fact, may be different arms of the same group.

The cult frequently associates with undead. Some of their leaders and priests, for example, are vampires. Others specialize in necromancy. They frequent graveyards, holding evil rites there and even establishing hidden temples in mausoleums and crypts.



Order of the Blooded Knife symbol

EBON HAND

The cult of the Ebon Hand worships physical deformity. If a member is not deformed naturally (many are), he or she seeks magical mutation. The cultists refer to mutation as "the touch of the Ebon Hand."

Cells of this cult operate in cities, usually within chapels hidden underground. Somewhere within it the chapel always features a large stone hand, palm exposed and painted black. This is the heart of the cult. Cultists of the Ebon Hand kidnap adolescents and magically deform them. Many children die in these horrid rites, but others become mutated slaves of the cult. Upon hearing of a rash of missing children, those in the know understand they must start looking for an Ebon Hand chapel.

Of all the Cults of Chaos, this is one of the most insidious, because it proves the most resilient. Its cells are small, its chapels often insignificant and difficult to find. The cultists are quick to flee if discovered and ready at a moment's notice to abandon their chapel to move to a new location. Enemies of the cult of the Ebon Hand liken them to cockroaches.



Cult of the Ebon Hand symbol

See the "Temple of the Ebon Hand Cult" starting on page 379 for a detailed layout and description.

Cultists of the Ebon Hand have no distinctive garb but usually bear a black hand symbol: a tattoo, a charm, a small embroidery on their clothes, and so on. And of course, many of them are physically deformed in some way, ranging from a prominent birthmark to a withered leg to ritual scarring to a magical mutation, like an extra eye or oversized arms.

ORDER OF THE BLOODED KNIFE

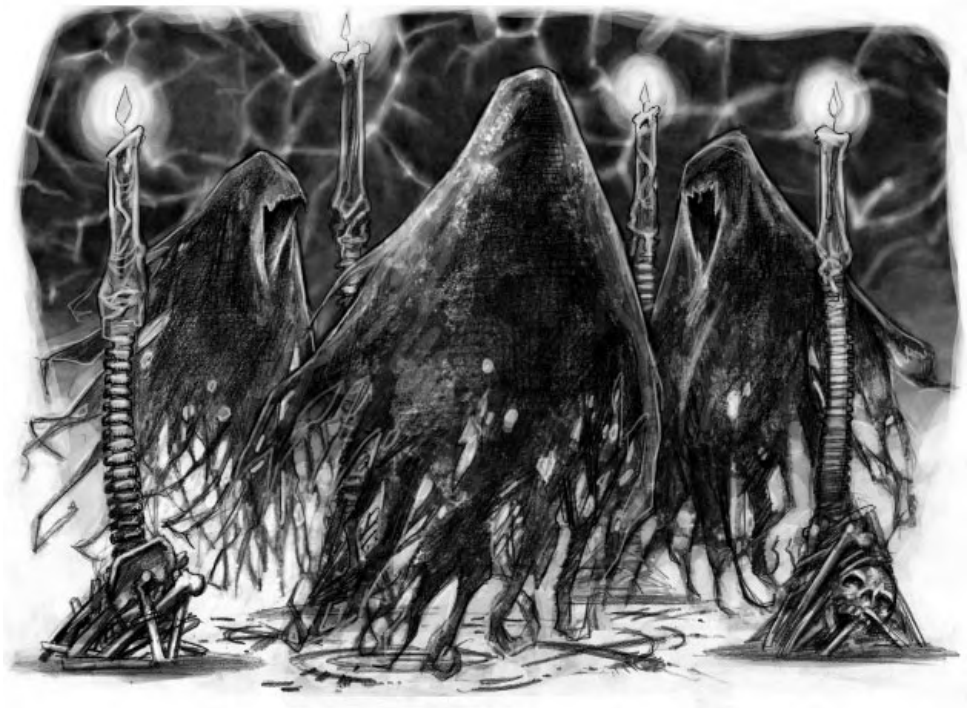
In prehistoric times, before most organized religions of today, a bloodthirsty human cult sacrificed people in honor of a moon goddess whose name no one remembers any longer. After a fashion, this cult exists today in the form of the Order of the Blooded Knife. Gone is the reverence for the moon, but this newer religion preserves many of the same rituals involving human sacrifice. But such sacrifice is not enough to distinguish this cult from other followers of chaos. The Order's main identifying trait is that it poses as other religions to establish itself secretly in society.

Often, the order chooses some vague, innocuous-sounding deity, like "the Snake God" or "Jellig, god of slime"—something that sounds fairly harmless but distasteful enough that most people leave them alone. Other times, the cultists choose an existing god and pose as worshippers who establish a temple that appears normal, at least on the outside. Actual followers of that deity may choose to join them, usually to their dismay; the cult uses threats of violence and enchantment magic to force these honest churchgoers into their terrible rites of chaos.

The Order of the Blooded Knife applies its infiltration abilities to make money for the cult, using its temples as dens for gambling, prostitution, black marketeering, centers for extortion, and simple thievery.

Sometimes a few cultists infiltrate another religion and use force, blackmail, magic, or simple persuasion to sway its members into secretly worshipping chaos with them, a process that can take years. Eventually, the cult eats the other religion from the inside out, consuming it until the temple of the great sun god Errad is entirely a front for the secret temple of the Order of the Blooded Knife concealed in the church basement.

The members of the order usually carry or bear a symbol of a curved knife dripping blood. Other than that (usually secret) symbol, they dress like the members of the religion they use as a front.



THE PLAGUEBORN

The cultists known as the Plagueborn seek to achieve the elegance and artistry of destruction through disease and pestilence. They attempt to harbor diseases within themselves (often using the *deadly carrier* spell or such chaositech implants as **disease incubators**). The Plagueborn also promote the accumulation of filth, rot, and decay that harbors disease.

Not surprisingly, Plagueborn temples are found in sewers, trash heaps, waste pits, and other places of filth and decay. Taking the rat as their totem, they bear rat symbols and even wear the skins of rats and dire rats.

The Plagueborn sneak contaminated food into marketplaces. They steal the bed linens of the ill and slip them into the beds of children. They dump filth into wells and do whatever else they can think of to spread disease. When they cannot encourage illness, they help foster infestation of vermin—rats, insects, spiders, and so forth—into cities and homes.

Unlike most chaos cultists, the Plagueborn often do not bear standard chaos symbols. They do, however, leave hunks of rotten meat on hooks to mark their lairs and to claim credit for their crimes.

All of the **ratmen** in and below Ptolus worship "**the Rat God**." This, however, is merely a front for the worship of Abhoth, Lord of the Unclean and one of the **Galchutt**. Thus, technically, all ratmen are members of the Plagueborn. Humans that associate with ratmen are nearly always Plagueborn as well.

TOLLING BELL

In certain ancient books, the end of the world is described as coming like the "tolling of a bell." The members of the Tolling Bell cult take their name from this fact and seek nothing short of the eschaton—the end of the world.

Individual cults of the Tolling Bell are rare and usually small, but its members usually wield great skill and power. It seems that members of other cults sometimes "graduate" to this one, as though it were one of the inner mysteries of a general Cult of Chaos.

Cultists of the Tolling Bell wear tattered blue cloaks and carry large hand bells. Their symbol is a bell with cracks in its surface.

In order to fulfill their goal of imminentizing the eschaton, the cultists research powerful spells and artifacts that they could use to trigger some type of cataclysm that could itself trigger an even bigger cataclysm. Ultimately, however, the cultists of the Tolling Bell revere the Galchutt and the destruction they will bring when they claim this world as their own on the **Night of Dissolution**.

Of all the Cults of Chaos, the Tolling Bell cult is most aware of the Galchutt and their true nature. While other cultists might simply revere chaos in general or the unknown and unnamed "Lords of Chaos," the members of the Tolling Bell are very deliberate in their actions as they apply themselves to the ultimate liberation of the imprisoned Galchutt and the resulting destruction of the world.

Chaos United?

In Ptolus today, the only reason one can refer to "the chaos cults" collectively is due to the efforts of the Tolling Bell cult. This group serves as an overarching chaos cult and has taken it upon itself to do what some might consider unthinkable: to organize and unify the various other chaos cults.

The leader of this effort is a half-demon named Wuntad. He recently has assumed the title "shigmaa" to appeal to the Forsaken who have joined his cause. For more on him, see The Night of Dissolution *adventure, Chapter 6.*

Deadly carrier *spell, page 641*
Disease incubators, page 572



Tolling Bell cult symbol

Night of Dissolution, page 60

Ratmen, page 625
Temple of the Rat God, page 390
Galchutt, page 60

Chapter 5:
HISTORY

The history of Praemal extends back more than ten thousand years, with many amazing and significant events. DMs will want to become familiar with this information, because it is rife with possible adventure hooks. What if the ghost-lich Kagrisos rose again, or someone found the secret to unleashing the Utterdark once more?



The history of the world is vast and complex, stretching back almost eleven millennia. The information presented here (timeline on the left, historical discussion on the right) is heavily skewed toward events important to the city of Ptolus, however. Whole civilizations rose and fell in some of the gaps left blank.

TIMELINE

BE = Before Empire; IA = Imperial Age

c. 10,000 BE Praemus creates the world as a trap for the **Galchutt**, the main purveyors of evil, chaos, and non-existence in the multiverse at the time.

c. 9,900 BE Praemus' children revolt in order to free the intelligent races he created from servitude. The War of the Gods ensues. An evil goddess—one of the **Vested of the Galchutt** named **Gorgoth-Lol**—corrupts a tribe of Shoal elves, taking them deep underground.

c. 9,800 BE The Galchutt—through one of their Vested servants, Mrathrach—attempt to destroy the world by imprisoning the Gilded Angel, an envoy from another plane sent to visit and judge Praemus' creation. Mrathrach is thwarted by runebearer heroes. The Gilded Angel leaves safely (the last being to come to the world physically and then leave). The magical energies released at the time of the Vested's death create the Pit of Mrathrach, which begins to convert any matter that seeps into it into ether that leaks out into the Ethereal Sea.

The Galchutt then send a strange, magical virus to the Vallis moon to corrupt the **Lords of the Seven Chains** and destroy the soul of the world that they guard. Again they are thwarted. Finally, they rend the veil between life and death, allowing the dead to return to the world as undead creatures (which had never happened before). The gods, aided by heroes, seal the breach with a huge piece of the Vallis moon, but in so doing they catapult the moon into the distant reaches of space.

c. 9,700 BE The War of the Gods ends, with Praemus and his children coming to an understanding; Praemus reveals the purpose of the world to them.

c. 9,600 BE What was once the Sinking Swamp around the Pit of Mrathrach, now entirely drained, has become a desert. The land mass begins to shift southward. The waters of the Southern Sea begin draining away, and the Northern Sea—eventually called the Whitewind Sea—moves southward.

Continued on page 76

PREHISTORY

The early days of creation are more a matter of myth than history. It is widely accepted that a single creator god forged the world out of nothingness. In this primordial age, evil creatures known as the Galchutt waged war against man and god to destroy the world, but were thwarted at every turn. Eventually, the Galchutt turned on each other and ultimately retreated into a state of aeons-long sleep to await a time when they could better wreak their chaos and destruction. (For more information, see Chapter 4: Cosmology and Religion.)

History, according to most scholars, starts with Eslathagos Malkith. But even then, the details of a time more than eight millennia prior to the present day are sketchy at best. Most history books have little to say about it, and most historians know little else. One must find truly arcane texts to learn the truth of his story.

ESLATHAGOS MALKITH

After the Galchutt retreated into their hibernation, the balance tipped in the favor of light and order. A wizard-priest named **Ni-Gorth** put the great and mighty **Father Claw** in chains. Goblins, undead, and other fell creatures retreated into shadowy holes to hide. Cities grew, civilizations prospered, and new gods came to light to fill the void left by those who had retreated. For fourteen hundred years, the forces of evil were quelled, and during most of that time, the world knew relative peace. Then, a powerful and benevolent cleric set upon a well-intentioned plan.

With malevolence on the wane, the cleric Danar Rotansin sought once and for all to rid the world of its remaining evil influences. This powerful figure began to gather up all the evil artifacts, objects of dark power, trapped essences of vanquished fiends, demonic relics, and even the last vestiges of particularly horrible diseases. Condemning all of these things as "banes," Danar imprisoned them. He believed that, if destroyed, the banes would simply release their evil into the world to wreak more havoc and bring about other darknesses. Destroying banes begat new banes.

So Danar used powerful spells and magical items to accomplish his task, working tirelessly to bind these legacies of evil. As his collection of banes grew, he began to bury them beneath his tower, Mosul Pearl, located near the sea. Danar constructed a vast catacomb, well warded and sealed, deep underground, and he called it Tremoc Korin, the **Banewarrens**. He also found allies to aid him in his cause. Among them were the dragon known as **Saggarintys the Silver King** and a number of celestials.

But Danar's goal was folly. Concentrating so much raw hatred and despite—so much darkness and evil power—in a single place was a terrible mistake. The earth itself, no longer able to tolerate the concentrated evil that the banes represented, thrust Tremoc Korin away from it, creating a tall, impossibly high and narrow spire atop which Mosul Pearl stood.

Danar's actions also drew the attention of sleeping Galchutt. These secretive forces manipulated events (perhaps even time and space) to ensure that the ***Book of Inverted Darkness*** fell into the hands of this well-meaning cleric.

The *Book of Inverted Darkness* is an artifact older than the world itself. Scribed by gods and demons, its pages contain vast lore (only *The Book of Eldritch Might* contains greater lore, it is said), all of it dreadful. Unfortunately for Danar Rotansin—and the world—the book presented this horrid knowledge using supernatural techniques that gave it an irresistibly seductive quality.

While he intended to seal the book away with the rest of the banes, Danar lingered over its pages for an instant too long. Its cunningly crafted words beguiled him to keep the book by his side. Soon, he read more. And more.

And still more.

The book consumed Danar. He neglected his quest to gather the remaining banes. He withdrew





Book of Inverted Darkness, page 531

Ni-Gorth, page 70
Father Claw, page 69

To this day, priests and scholars still debate whether Eslathagos Malkith, at the height of his power, was truly mortal or had become divine.

Adventurers battle in Tremoc Korin at left.

Galchutt, page 60
Vested of the Galchutt, page 60
Gorgoth-Lol, page 69

Lords of the Seven Chains, page 62

The Banewarrens, page 419

Saggarintys appears in The Banewarrens *adventure (see CD-Rom), Chapter 8.*



c. 9,500 BE — The first city of Ptolus is founded, named after a scholar who originally explored the area. It is ruled by a number of noble families, and the **Knights of the Golden Cross** defend the city against evil. At this point, Ptolus is not yet a coastal town (the Northern Sea continues to shift south).

c. 9,000 BE — The Galchutt provide their servants with chaositech and begin to attack all areas of civilization. They assail Ptolus with the aid of the traitorous **House Vladaam** and destroy it all—except for the mysterious **Castle Shard.** Eventually, the Galchutt's forces turn on themselves and destroy each other.

c. 8,900 BE — Their schemes thwarted, the Galchutt sleep beneath what once was Ptolus, hoping that time will be their ally in their bid to escape this prison-world.

c. 8,000 BE — Ni-Gorth, a priest of the evil Father Claw, rises up against his master in the hidden city of Shoggoth. He fetters Father Claw with the *dragonchain*.

c. 7,900 BE — Ni-Gorth is killed by other priests of Father Claw but ascends to godhood, the first of the New Gods that one day would supplant the children of Praemus.

c. 7,500 BE — A good cleric named Danar Rotansin builds a vault called Tremoc Korin in order to safely store all the evil artifacts and "banes" of the world, including any chaositech that has survived the centuries since the Galchutt went to sleep. He constructs this "**Banewarrens**" beneath his own fortress of Mosul Pearl. Danar's wife, Parnaith—a powerful sorcerer in her own right—anchors the Seven Ethereal Islands around this fortress. These become known as the **Seven Jewels of Parnaith** and, along with the Wizard-Priests of Ni-Gorth, she builds great wonders upon each of the islands.

c. 7,450 BE — By now, the evil stored within the Banewarrens has grown so repugnant that the earth itself thrusts it away, forming the Spire. Danar repairs the damage done to Tremoc Korin by this upheaval. Mosul Pearl now rests atop the **Spire.**

c. 7,420 BE — Danar grows corrupt thanks to the proximity of the Galchutt and the influence of the banes—particularly the *Book of Inverted Darkness*. He becomes the Dread One, taking the name Eslathagos Malkith. He calls forth the former servants of the Galchutt and many other evil beasts and demons from the depths of the earth. He changes the name of his castle to **Jabel Shammar** and begins using the banes he once strove to keep out of evil hands to create more wicked servants.

Continued on page 80

from his family and comrades. The book's dark lore corrupted his spirit and twisted his mind. The allure of the dark power and forbidden knowledge was too much, even for him. Danar Rotansin became Eslathagos Malkith—the Dread One. With the vast resources of the banes he had gathered and the knowledge he had gained from the *Book of Inverted Darkness*, the Dread One withdrew into his tower, also renamed: **Jabel Shammar**.

He emerged only a few years later, launching an attack so devastating, it threatened to tear the world asunder. His might knew few bounds, and with his magical aid, the armies he created or summoned conquered the surrounding lands with ease. From his fortress atop the Spire, its former pearly hue now turned black as night, the Dread One could survey the world—a world he desired to conquer or crush entirely.

Only the actions of all the mortal races, led by powerful and stalwart heroes—many of whom had been friends and companions of Danar—stopped the forces of Eslathagos Malkith. It is said they carried the battle into the halls of Jabel Shammar itself. When it was over, the Dread One lay defeated, the world's greatest heroes sprawled dead and dismembered all around him. Most of them had lost not only their lives but also their souls to their foe's magic and the banes he wielded.

Some bit of Danar—the good and true man he had once been—still remained, however. His spirit, now free of corruption, managed to seal the Banewarrens once again. Although his quest remained uncompleted, and some of the banes were released again when he became Eslathagos Malkith, Tremoc Korin still contained vault upon vault of evil artifacts, foul creatures, and vile relics that must be kept away from the world at large.

THE AGE OF THE ELDER TITANS

Almost two millennia later—over six thousand years ago—strong, powerfully built sailors calling themselves the Charad arrived on the shores of Theridae north of Ptolus in huge vessels made of wood and, curiously, stone. The Charad looked much like muscular, regal humans, but on a grander scale: The shortest stood over eight feet tall, the largest at least twice that height. The Charad, called the Charad Titans by the Lunas elves they first encountered, wielded powerful magical might as well as physical puissance. Their vast lore far outstripped even that of the Elder Elves.

The Charad never told their new elvish allies exactly where they hailed from, although they clearly came from across the sea. Speculation at the time suggested that they originated in the north, in the area now known as the Endless Sea of Ice. In those days, the theories profess, the ice did not cover that entire land, and the Charad thrived in those cold climes. If this is true, their homeland was long ago swallowed by ice as the world grew colder and is now forever gone.

A few years after arriving and conducting the first trade and information exchanges with the elves, the titans built the fortress Ar-Nampur on an isolated cape north of present-day Ptolus, near the site of their landing. The huge structure's existence remains unknown to most people in modern times. Most sailors simply call the area the Fogbottom, because it is perpetually shrouded in mist. Due to the rocky coastline, ships always avoid it.

Eventually, after spending more than thirteen hundred years in Ar-Nampur and interacting with the native elves, most of the Charad decided to return to the sea. Presumably they sailed for their homeland—a homeland, of course, they had never seen, for this was not the same generation of titans that had come to Theridae originally. Truth be told, the Charad sensed a slowly growing evil in the land and wished to leave its presence. A small number would remain, having grown accustomed to the area and developed an affection for it.

They never told their brethren, as they waved good-bye to the departing Charad fleet, but those who stayed were drawn to the Spire and the lands around it. They built large fortresses surrounding it, and from them delved deep below the surface. The titans had no idea at the time, but they were compelled by the Galchutt, drawn to their immense power like moths to a flame. Through eldritch processes, they tapped into the sleeping Galchutt's power and siphoned it into themselves. But such potent energies come at a price. The Galchutt's evil nature tainted the power the Charad took, corrupting them into aberrant mockeries of the noble beings they once were.

Today those few who even know of the existence of the so-called Elder Titans think of them only as terrors and evil beings that lived in the area around the Spire for a thousand years. But because this time was almost four thousand years in the past, their very existence is hardly ever mentioned in today's history texts. The corrupted titans spent most of their time underground. For a time, a small number of them conquered and ruled over the dark elves. Another group lived among the **zaug**. Still others spent their lives hoarding **chaositech**. It is unknown whether any of them still survive today.

Knights of the Golden Cross, page 124

Jabel Shammar, page 501

House Vladaam, page 96
Castle Shard, page 285

Of course, it is entirely possible that the Charad came from some other, still undiscovered land to the east or west, accessible only by sea. Elvish sailors, however, will tell you that no such land exists.

The Banewarrens, page 419
Seven Jewels of Parnaith, page 526
The Spire, page 159



Kadavalus, the Ageless Titan, dwells in Goth Gulgamel and guards the entrance to the Gates of Delirium and the Entropy Sphere (page 499). He allied himself with Ghul long ago and exists today in undead form. For details, see page 497.

Zaug, page 633
Chaositech, page 566

THE IMPERIAL LINE

When Delian Von Tessel established the Lion-Guarded Throne in 9 BE, he forged a dynasty that lasted more than seven hundred years. Only until very recently, with the death of Empress Addares XXXIII, did the line come to an end—of course, Addares XXXIV claims that it never died but continues in her.

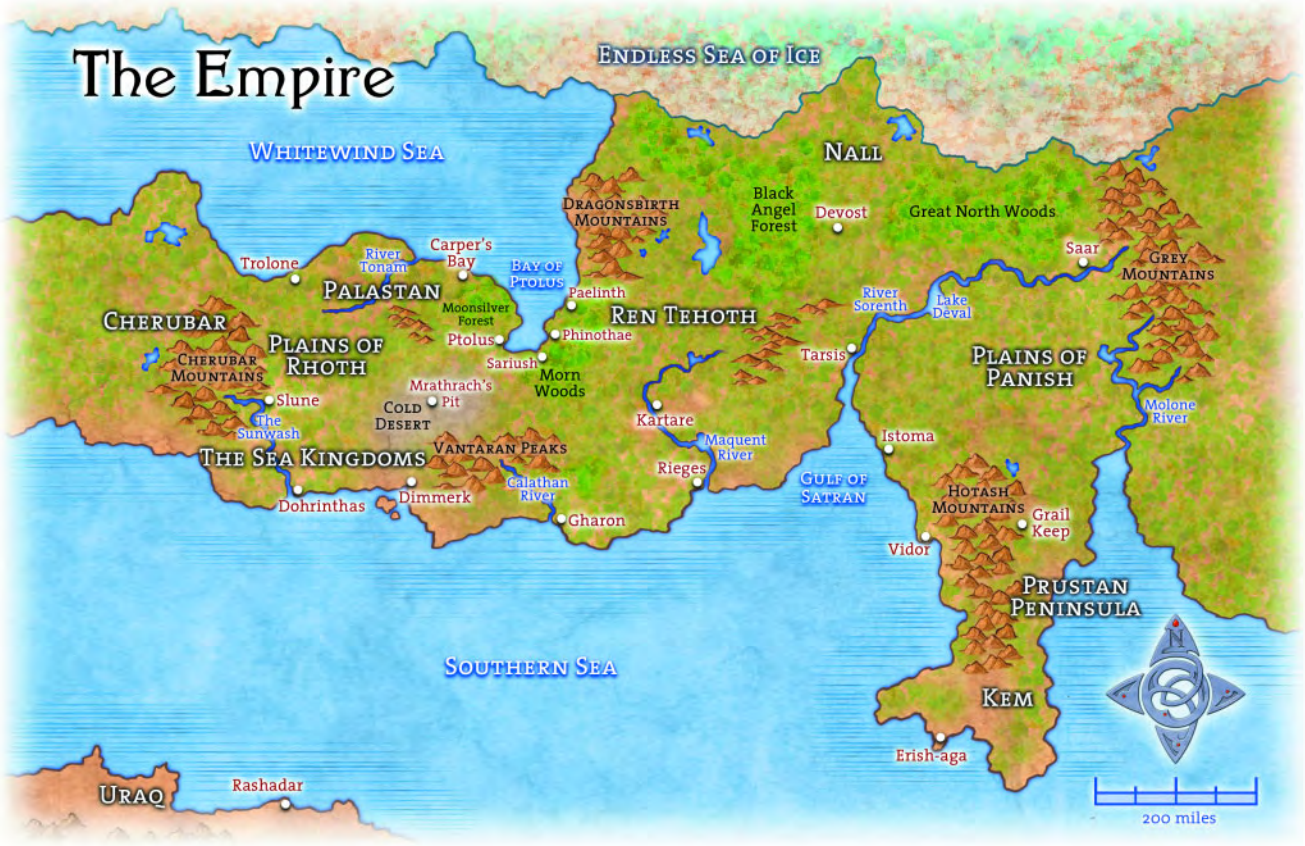
Delian Von Tessel was a Prustan noble and general with a distinguished career. He used his reputation and political clout to get himself named Emperor, promoting the idea that a true Empire would bring peace and prosperity to the known world under his guiding hand. His wife, Addares Von Tessel, was a strong woman well suited to serve as Empress next to her husband. It was Delian who decided that Tarsis, long considered the oldest city in the world, would be the seat of Empire rather than some city deep in the Prustan Peninsula. Tarsis was also where he had been born and raised; his Prustan ancestors took control of the city long before his birth. Delian enjoyed the deep respect of the Grailwarden dwarves, which ensured that they would support the Empire with their fantastic innovations in technology and that Imperial soldiers would be backed by dwarven cannon.

The Succession

Delian lived a very long life, enhanced by all the magical aids the Empire could provide. He died at the age of one hundred forty-three, after outliving his wife and even his children. Though she died nineteen years before he did, and thus never actually ruled directly as Empress herself, his wife Addares accomplished much for the Empire and its citizens during her life. She was so influential, in fact, that by the end of her rule it had became commonplace for parents of the Imperial line to name their girls Addares. Later it became tradition for any woman actually ascending to the throne to take the name, even if it was not hers to begin with.

Further complicating the naming convention is that one distinguishes the Empress' name both by the number of Addareses that came before her and the number of prior Addareses that actually ruled as Empress (as opposed to being the wife of the ruling Emperor). Thus, each Addares has two numbers associated with her name. The most recent fully accepted Empress was Addares XVIII and XXXIII, meaning that she was the thirty-third Addares of the Imperial line but only the eighteenth to sit upon the Lion-Guarded Throne. Males in the Imperial line have no parallel; each male emperor has a different name.

Delian was not only the ruler of the Empire but the spiritual leader of its official religion as well. Serving as the head of the Church of Lothian, he directed all matters of the Church, interpreting and creating holy doctrine as easily as he interpreted and created Imperial law. When Delian died, his heir—an elderly nephew, Radlov Von Tessel—abdicated the position as head of the Church and created a position known as the Emperor of the Church. In theory, this individual would be a co-ruler, handling all spiritual and Church matters while the secular Emperor dealt with more worldly concerns.



In truth, the Emperor wields a great deal more power than the Holy Emperor. But that is not to imply that the Holy Emperor is not a personage of vast influence. Being the second most powerful figure in an Empire that rules the known world is nothing to ignore.

The Von Tessel family was known as the Lions of Tarsis, and thus the Imperial seat was founded as the Lion-Guarded Throne, which it has remained ever since. The line of succession, although complex, is gender neutral. When an Emperor or Empress dies, the oldest living member of the immediate family (spouse or child) takes the throne. If there are no direct heirs, a complicated line of succession involving siblings, nephews, nieces, cousins, and so forth is traced until an appropriate heir is found. (It should be noted that the succession of the Holy Emperor does not work this way but is focused on males and male heirs.)



The Imperial Seal

The Three Emperors

Of course, as the Empire stands today, there are no clear heirs to the Von Tessel line. The current claimants to the Lion-Guarded Throne are as follows:

Addares XXXIV: A distant cousin of Addares XXXIII and XVIII by marriage, this native of Dohrinthas had never even been to Tarsis before the Empress died. Far more interested in pomp and wealth than actually ruling, Addares XXXIV has a reputation for throwing incredible parties, wearing amazing magical gowns, and stringing along a list of lovers too long for even her advisors to track. She is no fool, however; knowing her links to the throne are tenuous at best, she has put into motion plans to discredit her rivals. She also has the support of two influential generals in the Imperial Army. They have moved their legions to the lands surrounding her new capital, Dohrinthas, where she has promised to construct a new Imperial fleet greater than any that have come before.

Segaci Fellisti: With no legitimate claim to the Imperial line, Segaci is perhaps the unlikeliest of the three Emperors. He contends that, great as it was, the Von Tessel line finally has come to an end. An advisor to the last three Emperors, Segaci feels that only he can restore order to the Empire and bring back its quickly-fading greatness. Segaci, a very old man, has the support of much of the Imperial Court due to his experience as a diplomat and skill as a ruler. Segaci will to do whatever it takes to restore the Empire, and this single-mindedness has led him to forge some strange and perhaps ill-advised alliances, including one with Kevris Killraven (see page 121). Segaci puts much of his faith in an organization known as the Shuul, which promises to restore the technological might and innovation that made the Empire strong so long ago.

Holy Emperor Rehoboth: The reigning Holy Emperor, Rehoboth Ylestos is a power-hungry man interested in joining back both "halves" of the Empire under himself. His claim to the throne is simple: Only one person in the Empire today legitimately possesses the title "Emperor," and it is he. The fact that he fled Tarsis when the barbarians were coming, making a prolonged "visit" to his son in Ptolus, has earned him a poor reputation among the influential of the Imperial government. In return, ignoring those who belittle him, he plans to declare Ptolus the seat of the Empire. This has caused nothing but outrage among the citizens. Even the Commissar of Ptolus is unlikely to support Rehoboth when the time comes for him to pick a side.

Possible Futures

Obviously, the Imperial Line—and the Empire itself—stand at a crossroads. The shape of the future likely depends on which Emperor finally takes true control of the Lion-Guarded Throne.

If Addares takes the throne, she obviously will keep the seat of Imperial power in Dohrinthas. Such a move will be wildly unpopular in the Empire, and she likely will not have the support or the ability to hold the Empire together. Should she take the throne, one could expect the Empire of Tarsis to truly begin to fall apart within ten years, and possibly collapse entirely during her reign, or that of her successor. The various lands of the Empire—Nall, Rhoth, Palastan, and so on—would declare their independence. Ptolus likely would become an independent city-state.

If Segaci becomes the true Emperor, one might expect him to attempt to reinstate the technological glory of days gone by. And with the support of Shuul advancements in machineworks, this might actually be possible. In such an Empire, Ptolus would become a hub of industry with a commissar who was nothing more than a Shuul puppet. Imperial troops, armed with firearms as in days of old, would strengthen the Empire's hold on its lands and deal with the barbarians in the east once and for all. Segaci might even decide to expand, setting his sights on Uraq and the south.

If Rehoboth gains the throne, the Holy Emperor would once again be the secular Emperor as well. The Church would be strengthened to the position it held during the Days of Blood, although Rehoboth would not allow such inquisitions to begin again—he is no reactionary theologian, and he would be too interested in earning and keeping the goodwill of the people to renew the witch hunts. Ptolus would become the new Imperial capital. However, in his obsession to become a beloved emperor and to promote goodwill for the Church, he likely would make concessions that would greatly weaken the Empire, and slowly it would collapse from within.



Holy Emperor Rehoboth Ylestos

c. 7,300 BE	The Dread One creates a magical vortex of chaos within the Spire called the **Entropy Sphere.** He configures magical portals called the **Gates of Delirium** to regulate its power so that he may utilize it freely.
c. 7,260 BE	Eslathagos Malkith attacks the civilized lands, raining destruction down upon the world and all its inhabitants. Only runebearer heroes, blessed by the gods' divine power, are able to stop him and his armies.
c. 7,200 BE	The Dread One's invasion over, the world's remaining forces—organized primarily by the Wizard-Priests of Ni-Gorth—attempt to destroy the Spire and its fell fortress. They fail. Instead, they seal it, shoring up the magic that Eslathagos Malkith (as Danar) created centuries ago. To maintain contact with the **Seven Jewels of Parnaith**, the wizard-priests create the *colordoor nodes*, places where the moving Ethereal Islands occasionally pass that one can access through particular notes of music.
c. 7,000 BE	The seas cease their shifting, and the land mass looks much as it does today.
c. 6,000 BE	The wizards of **Kem** build the city of Erish-aga.
c. 5,900 BE	The Solarr and Lunas elves finish construction of Dreta Phantas in the land then known as **Theridae**, north of the Spire along the coast. The line of the Dream Kings rules over the elves in an age of prosperity and peace. They are close allies of the followers of Ni-Gorth, who continue to maintain the Seven Jewels of Parnaith.
c. 5,600 BE	The **cthorn**, a strange and malevolent race of humanoids, prosper near the Gulf of Satran along the coast of Southern Sea. They terrorize those around them and focus on gathering magical lore, particularly black magic.
c. 5,500 BE	The **Charad Titans** arrive in Theridae in great ships. They establish trade with the Solarr and Lunas elves of Dreta Phantas.
c. 5,300 BE	The Charad Titans discover the sleeping Galchutt and vast caches of chaositech. Some of them become corrupted by their discovery, and the titans begin to fight among themselves.
c. 5,000 BE	As the religion of Ni-Gorth fades into obscurity, the wizard-priests abandon the area surrounding Jabel Shammar and the Spire.
c. 4,800 BE	Last of the Earthsingers, the third overclan of dwarves, dies.
c. 4,600 BE	The cthorn diminish, undone by their own corruption. The wizards of Kem steal many of their secrets.
c. 4,200 BE	The Charad Titans leave in their great ships, ultimately repulsed by the evil of the area.
c. 4,000 BE	The Wars of Fire. Wizards from the west and those from Kem meet on the Plains of Panish and fight horrible magical wars.
c. 3,400 BE	The dark elves surface for the first time since their Shoal ancestors disappeared for their long subterranean exile. They wage wars with the elves of Theridae and Dreta Phantas.
c. 3,000 BE	Much of Kem is consumed in the Metalstorm, unleashed by wanton magic. **Ochremeshk** the Demon God is imprisoned in a magical rune.
c. 2,800 BE	The dark elves are driven back down underground by the armies of the surface elves. More Shoal elves settle in Theridae than ever before, having come to the region to help fight the dark elves.
c. 2,000 BE	Dwarves settle in the area near the Spire and build the fortress-city of **Dwarvenhearth**. Most of the city lies underground, but portions extend to the surface.
1,554 BE	The dark elves launch a massive attack on the surface elves and use a powerful spell, channeled directly from their goddess Gorgoth-Lol, to steal the entire city of Dreta Phantas, which they hide deep below the Spire. They settle in nearby areas even below Dwarvenhearth. The surface elves of Theridae are dispersed.
c. 1,500 BE	Humans settle in Theridae, founding the Kingdom of **Palastan**. They establish friendly relations with the dwarves of Dwarvenhearth.
c. 1,200 BE	The **Wintersouled** undead come to the area around the Spire, led by the King in Yellow. They find themselves drawn by the power of the sleeping Galchutt. Being undying creatures, they silently wait for the evil ones to awaken.
c. 1,000 BE	The **Circle of Green**, a powerful group of druids, forms in Palastan.
c. 800 BE	**Uraq** establishes itself as the world's major power economically, through its control of the Southern Sea.
c. 700 BE	The Metalstorm in Kem completely fades.
c. 600 BE	Seeking the *Black Grail* held within the Banewarrens, the half-demon wizard Sokalahn builds an underground fortress near the coast by the Spire. He eventually uses a powerful spell to shatter one of the Gates of Delirium and breach the wards around the Banewarrens. This causes the Entropy Sphere to spin forth great energies, which twist into pools and eddies called the **Pits of Insanity**. They dot the interior of the Spire and nearby subterranean locations, playing havoc with physical laws and magical powers.
c. 500 BE	Uraq's influence begins to decline.
477 BE	**Lothian** the wandering preacher is crucified. The Kingdom of Prust collapses when an earthquake and floods kill thousands, including the king and his entire court.
443 BE	The first of the dwarven wars with the dark elves begins.
c. 440 BE	Ghul the Half God, the Skull-King who claims to be the resurrected son of Eslathagos Malkith, slays the last of the cthorn.
436 BE	The first dwarven/dark elf war ends.
399 BE	Ghul slays the Circle of Green.
376 BE	The human wizard **Alchestrin** takes over **Castle Shard**.

Continued on page 82

THE UTTERDARK OF GHUL

The man (or creature) known as Ghul claimed to be the son of Eslathagos Malkith and some dark, unnamed demon goddess. He called himself the Half God and claimed the Spire as his birthright.

These were all lies.

He was indeed a half-demon, but he had no blood relation with the Dread One (who never had children). Ghul was a mighty sorcerer with incredible natural talent and an innate aptitude for utilizing and shaping power toward his own ends. Originally from the land of **Kem**, he searched the world for sources of power to exploit. When he came to the Spire, he knew he had found what he sought.



Ghul had discovered the **Entropy Sphere**, anchored in the middle of the Spire but not truly existing in that space—its wild, chaotic energies created their own spatial location. Ghul tapped into its almost limitless power to expand this supernatural space and found that it existed within a realm of complete blackness, which he named the Utterdark. He built his fortress, **Goth Gulgamel**, at an access point halfway up the Spire.

So did Ghul admire the Dread One, he even assumed his symbol of a black skull (below right) and took from it the name "Skull-King." Most historians don't even recall that the symbol originally belonged to the first master of the Spire.

The paths within Goth Gulgamel stretched to points that magically joined with warrens that his servants quickly carved out of the living rock surrounding the Spire, all the way to the sea. These burrows provide the basis for most of the **underground labyrinths** that lie under Ptolus today, although many have been significantly altered, partitioned, or incorporated into other subterranean structures. In these chambers, Ghul constructed breeding pits and laboratories where he created all manner of foul creatures that became part of his so-called "Squirming Horde." It was here, too, that Ghul tortured and twisted Elder and Shoal elves into Harrow elves as well as into the elves that became the Urthon Aedar (the latter a fact not widely known).

By 288 BE, Ghul had so mastered the power of the Entropy Sphere that he drew the Utterdark out into the normal, physical world. This darkness covered the lands for almost two centuries, until an elf wizard named Khelaeson finally banished it. Khelaeson was instrumental in Ghul's eventual downfall, as he also helped engineer the Pact of Brightfather's Day, wherein a unified army of elves, dwarves, humans, and halflings gathered to fight against the Squirming Horde.

Eventually, the unified armies were victorious and laid siege to Goth Gulgamel. A group of heroes known today as the **Great Seven** pursued Ghul who, upon seeing that his defeat was imminent, fled into the Jewels of Parnaith. It was there they slew him.

With Ghul dead, champions of the unified armies entered Goth Gulgamel, slaying every creature they could. Khelaeson used his knowledge of the Utterdark to sever many of the branching corridors from their anchors within the darkness, sending them to be lost forever in the void. Some of them, however, he left, claiming it was not within his power to destroy all of the fortress—but this was a lie. In truth, he knew that if they annihilated Goth Gulgamel, they might lose contact with the Entropy Sphere for good, and Khelaeson had the foresight to realize the sphere would have its uses. In fact, Khelaeson became the first of the **Urthon Aedar**, seeking and eventually finding a way to use the Entropy Sphere to reach the stolen elven city of **Dreta Phantas**.

When Khelaeson and the other champions had finished with Goth Gulgamel, they left nothing alive (or undead). The place still reeked of evil, though, and the Brightfather armies did not want to risk another dark lord arising from the foul puissance of the Spire. So, under the guidance of the dwarves, they built Dalenguard to protect the location from intrusion. Thanks to that move, Goth Gulgamel lay quiet and vacant for centuries.

Entropy Sphere, page 499
Gates of Delirium, page 499
Seven Jewels of Parnaith, page 526

Kem, page 41

Theridae is the ancient name for the region now known as Palastan, so named and governed by the Elder Elves.

Cthorn, page 495
Charad Titans, page 77

Goth Gulgamel, page 486

Ochremeshk, page 623
Dwarvenhearth, page 460

Ghul's Labyrinth, page 418

Palastan, page 42
Wintersouled, page 632
Circle of Green, page 108
Uraq, page 44

Urthon Aedar, page 138
Dreta Phantas, page 457

Pits of Insanity, page 416
Lothian, page 66
Alchestrin and Castle Shard, page 285



The Great Seven

The slayers of Ghul are: Dionys, a human fighter-druid; Eriskal, an elf rogue; Kam, a halfling monk; Runshallot, a human cleric; Saerth, an elf wizard-rogue; Uthegos, a dwarf fighter; and Yllistro, a half-elf sorcerer-ranger. Statues of the Great Seven stand in the Hall of Heroes in the Temple District (page 372). For more on Ghul, see Chapter 24: Goth Gulgamel.

351 BE	The second of the dwarven wars with the dark elves begins.
350 BE	The dwarves notice that someone has moved onto the Spire and has begun building a fortress. Their spies reveal it to be Ghul. This fortress, which he calls **Goth Gulgamel**, is built by orcs he created: the tribe of Toruk-Rul (which means "closing fist"). The war with the dark elves is too costly for the dwarves to do anything but seal off Dwarvenhearth's entrances to the surface.
347 BE	The death of Caliph Ulrazed marks the true end of Uraq's position of power and influence.
343 BE	The second dwarven/dark elf war ends.
330 BE	Goth Gulgamel completed, Ghul sends his armies down to attack the dwarves.
319 BE	Ghul's forces drive the dwarves from Dwarvenhearth.
292 BE	Ghul begins an invasion to conquer the surrounding lands that history has termed the Ghulwar. His forces include Toruk-Rul orcs, dark elves, tribes of evil men and dwarves, and monsters.
291 BE	Palastan falls to Ghul. Ghul slays King Rissathion upon the **King's Stone**.
290 BE	The Sea Kingdoms fall to Ghul
289 be	Eastern Rhoth falls to Ghul, cutting off the realm of Cherubar from the rest of the continent.
288 BE	Ghul conjures forth a magical darkness called the Utterdark, which covers the lands he has conquered.
285 BE	The elves of the northern Moonsilver Forest fall to Ghul. They are taken to Goth Gulgamel *en masse* and filter out again slowly as Harrow elves—the blighted ones.
282 BE	The Elder Elves of Theridae stop the advance of Ghul's armies near the River Tonam.
281 BE	The Cold Quiet begins. Few pass in or out of the Utterdark.
152 BE	The Cold Quiet ends. The armies of Ghul issue forth from the Utterdark, composed of Toruk-Rul orcs, the newly spawned Sorn-Ulth orcs (meaning "bleeding breath"), ogres, trolls, and worse.
150 BE	The Elder Elves, now allied with the Stonelost dwarves (descended from those who fled Dwarvenhearth), drive back Ghul's armies.
c. 100 BE	The dark elves drop their alliance with Ghul, concerned now with matters in the under-realms. The **zaug** begin a series of aggressions known as the Deep Wars.
87 BE	The elf wizard **Khelaeson** banishes the Utterdark.
86 BE	The elves and dwarves invade the realm of Ghul.
85 BE	The invaders take back the Moonsilver Forest and most of Palastan from Ghul.
84 BE	Ghul calls forth the Squirming Horde, also known as the Shrieking Horde, and defeats the elves and dwarves. The horde follows the Elder Elves back to their homeland of Theridae and razes it.
c. 75 BE	The dark elves drive their zaug enemies back from Dreta Phantas but grow sorely depleted in power.
74 BE	Ghul attacks Dreta Phantas in order to wrest it from the dark elves. He hopes to gain control of Koth, the dream tower fabled to guard the path to the many worlds.
71 BE	The Pact of Brightfather's Day. The Stonelost dwarves, the Shoal elves, the halfling tribes, the Grailwarden dwarves, and the Prustan humans of Tarsis from the east forge a pact to ally against Ghul.
c. 70 BE	The dark elves seal Dreta Phantas so that no one can enter (or so they think).
61 BE	Weakened from their battles with the dark elves, the foul hordes of Ghul fall to the combined forces of the Stonelost dwarves and the eastern Prustan forces. This marks the end of the Ghulwar.
59 BE	Goth Gulgamel falls. Ghul flees into the Jewels of Parnaith.
55 BE	The **Great Seven** hunt down Ghul and destroy him.
50 BE	With the help of Tarsis, the people of the once-dark lands begin to rebuild.
43 BE	The dwarves begin construction on Dalenguard, a fortress for the Tarsisans.
41 BE	Tarsisan outposts and garrisons dot the landscape, providing security and maintenance on the roads.
40 BE	Construction of Dalenguard completed.
9 BE	**Delian Von Tessel** becomes ruler of Tarsis, naming his seat of power the Lion-Guarded Throne after his family crest.
1 IA	The Lion-Guarded Throne proclaims Imperial control over the lands all around it. The Age of the Empire of Tarsis begins.
15 IA	After a short conflict, Rhoth falls to the Tarsisan armies and becomes part of the Empire.
61 IA	The noble houses of Palastan swear allegiance to the Lion-Guarded Throne.
110 IA	Despite magical aids, Delian Von Tessel, first Emperor of the Lion-Guarded Throne, dies.
180 IA	Uraq falls to the Empire after a series of bloody conflicts.
223 IA	A conclave of divine beings appoints Emperor Rudolf Von Tessel the **Main Purveyor** of Law. They grant him vast power, which he uses to strengthen the Empire.
301 IA	The Great Earthquake devastates much of Tarsis. Rebuilding takes almost fifty years.
386 IA	Following the assassination of her husband, Empress Addares (Von Tessel) X makes it illegal to own a firearm without official Imperial dispensation.
413 IA	The second city of Ptolus, named after fragmentary information regarding the distant past discovered by the loremaster **Gerris Hin**, is founded. It is built near (and eventually encompasses) the fortress of Dalenguard. The Church of Lothian opposes the founding of the city but takes no overt action. It does not explain its opposition.

Continued on page 84



RISE OF EMPIRE

Although a powerful alliance already existed among the Prust and the Grailwarden dwarves, it would be incorrect to refer to their creation as an "empire" until after the Pact of Brightfather's Day, the building of Dalenguard, and, of course, the rise of Delian Von Tessel: first Emperor of Tarsis.

Unlike the previous chapters of history, the last seven centuries or so are extremely well documented and detailed. This is the history that schoolchildren know.

The Prust were humans who had originated in the southeast. Dark haired but fair skinned, from the earliest days they were ruled by authoritarian kings who organized them into an efficient, regimented society. Their traditional enemies were the peoples of the northern lands such as Nall or the tribes beyond the Grey Mountains to the east.

When the Prust and their Grailwarden allies took control of Tarsis, reputedly the oldest city in the world and certainly one of the largest, they developed a bond with the place. They called it the Eternal City and soon began to believe that it had always been theirs. From there, they would plant the seeds for their eternal Empire. After the Pact of Brightfather's Day, they knew the time had come.

However, the Empire almost collapsed before it could really form, amid dissent from squabbling nobles and numerous powerful factions. It took the charisma and drive of one man—Delian Von Tessel, son of the human signer of the Pact of Brightfather's Day—to unite the people of Tarsis. He was crowned Emperor.

Perhaps the most interesting aspect of the Empire of Tarsis was that it was not born entirely of conquest. Resistance arose in some places, to be sure, but other lands had been so devastated by Ghul that they welcomed Imperial control—and the Imperial wealth, organization, and goods that came with it. Life was simply more stable and safe in the Empire, and so Imperial armies often were welcomed at city gates with open arms. (This was certainly true at first in Palastan, one of the most ravaged lands.) By 100 IA, the Empire had spread from the Grey Mountains in the east to Cherubar in the west. That done, the Emperor next annexed all the lands beyond ever known to exist, literally claiming rulership over the entire world. Of course it took years for the distant lands to the south to even know this had happened, and by the time they did, it was simpler to send a minor tribute and words of fealty than to argue. At its height, the Empire of Tarsis controlled lands so distant that no actual Imperial soldier ever set foot there. The rulers of Panogolan and Buneir in the far south were simply declared Imperial governors and left to rule as they had always done.

The spread of Empire brought with it the spread of innovation. Grailwarden firearms, clockworks, and steam-powered machines were as much a part of the Empire as Imperial laws, bureaucracy, and garrisons.

THE DECLINE

Some blame the Church. Some blame greedy or shortsighted Emperors. Some blame the forces of evil, whatever they may be. Some simply blame time. But after more than seven hundred years, the Empire of Tarsis is coming apart at its very seams.

The Main Purveyors

The idea of the four Main Purveyors, each a single being charged with representing Good, Evil, Law, or Chaos, is a concept unknown to most people. The most famous of the known Main Purveyors, Emperor Rudolf Von Tessel, was the Main Purveyor of Law throughout his unnaturally long lifetime. These individuals, each a shining of example of the concept they embody, are said to be chosen by a conclave of the gods. They are always mortals, and obviously they are always enemies of each other. There is not always a Main Purveyor of every alignment at work in Praemal at all times; they arise only when worthy individuals answer the call.

With the mantle comes extra long life and special powers—mostly involving influence over like-minded creatures. Thus, the Main Purveyor of Chaos gains the power to command creatures of chaos.

Goth Gulgamel, page 486
King's Stone, page 88

Zaug, page 633
Khelaeson, page 81

Nall, page 41

The Great Seven, page 81

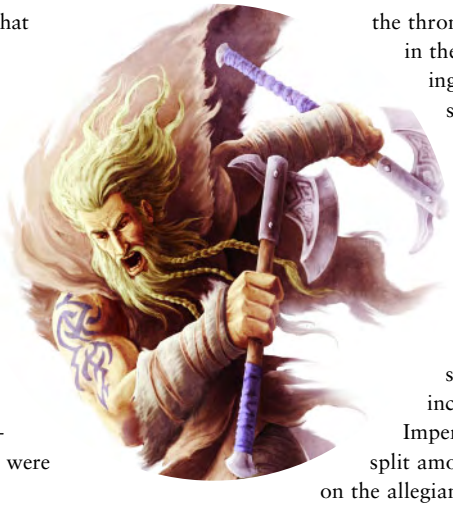
It is the genius of Delian Von Tessel (page 78) that he created the "Empire of Tarsis," rather than the "Prustan Empire." This subtle but important move appeased the noble families of Tarsis while still giving the conquering Prust what they wanted.

Gerris Hin, page 332

417 IA	After years of labor, the artificial shoreline for the docks of Ptolus is finished and the harbor opens.
418 IA	The Brotherhood of the Sword is founded in Ptolus.
c. 420 IA	Sensing that the Galchutt would awaken within a few hundred years, the Wintersouled begin granting soldiers who fell in the Ghulwar the gift of unlife. They build the **Dark Reliquary** on the cliffs overlooking the sea. The Wintersouled manage to keep their undead servitors from drawing too much attention by residents of the growing city.
420 IA	Based on the research of Gerris Hin, Shay Orridar recreates the **Knights of the Golden Cross** to stand against evil and bring back the worship of the **Elder Gods**.
c. 431 IA	The noble families of Palastan relocate to Ptolus and begin building estates. Some of these are descendents of the original noble families of the first (but nearly forgotten) city of Ptolus.
440 IA	The Commissar of Ptolus grants each noble family a seat on the Assembly of the City Council as a way of placating the people of the region who have for so long looked upon the noble houses as rulers and thought-leaders.
444 IA	Construction of the **Pale Tower** is completed.
449 IA	As it is wont to do every thousand years or so, the tarrasque rises in Nall and ravages the countryside. It is eventually defeated by the half-orc warrior Brusk. After this, half-orcs are afforded a little more tolerance across the land.
c. 450 IA	Sewer workers, gravediggers, and construction workers begin to spread stories of the vast underground structures beneath Ptolus. Ghul's Labyrinth, Dwarvenhearth, dark elf tunnels, and natural caverns make for an complex system of interconnected subterranean spaces unlike anything anywhere else.
512 IA	The Brotherhood of the Sword disbands.
513 IA	By Ptolus' centennial, it has spread beyond its original bounds, the area that is now called Oldtown.
514 IA	Construction of **Ptolus' Arena** begins.
519 IA	**Maven Balacazar** consolidates many of the criminals in Ptolus for the first time. The **Longfingers** thieves' guild begins to lose its influence.
520 IA	Thadeus Koll discovers the **Shadow of Ptolus** and brings the ***box of shadows*** he finds there to the Malkuth.
532 IA	A drought in the north leads to food riots in Ptolus. The **Sisterhood of Silence** helps maintain order.
533 IA	The Sisterhood of Silence builds the **Priory of Introspection** in Ptolus.
554 IA	Fleeing the Empire's growing distaste for arcane magic (due to the influence of the Church of Lothian), the mages' guild known as the **Inverted Pyramid** relocates to Ptolus, in the hinterlands of the Empire.
560 IA	The Edict of Deviltry is issued, adding strict laws prohibiting arcane magic to the *Vast Codex*.
562 IA	The First Inquisition terrorizes the Empire. The "Days of Blood" begin.
563 IA	With sponsorship from the First Inquisition, the **Keepers of the Veil** forms in Ptolus.
564 IA	The First Inquisition ends.
590 IA	The wall around Ptolus is finished.
598 IA	The Second Inquisition begins. Its main goal is to find the Inverted Pyramid.
601 IA	The **Order of Iron Might** warriors' guild is founded in Ptolus.
602 IA	The ghost-lich **Kagrisos** rose from beneath the city streets to cast a spell that would spread a plague throughout the city. Before he could complete this horrible act, the great hero **Abesh Runihan** struck him down. However, Runihan died in the process.
609 IA	Despite tortures and horrible massacres, the Second Inquisition ends in failure. The Edict of Deviltry falls into disfavor. The "Days of Blood" end.
615 IA	The Commissar of Ptolus, Norrid Favanar, officially declares the city a safe haven for arcane spellcasters. Both Emperors officially reprimand the Commissar but make no move to actually stop the action. More and more wizards and sorcerers come to Ptolus.
617 IA	Commissar Norrid Favanar begins to make use of spellcasters in the City Watch.
618 IA	**Aelian Fardream**, an elf wizard, creates a number of clones of himself, including the one that will one day call itself the Shadow Eyes.
620 IA	**Derrin Darkbirth** establishes in the Guildsman District an asylum that will one day bear his name.
633 IA	The Imperial Census records the population of Ptolus as fifty thousand people.
c. 640 IA	Ptolus begins in earnest to incorporate existing underground structures as usable parts of the city. **The Prison** and other underground locations are established.
640 IA	The **Brotherhood of Redemption** finishes development of a magical process to redeem evil creatures and compel them to turn to good.
641 IA	The Edict of Deviltry is officially overturned.
643 IA	**Healers of the Sacred Heat** begin their work in Ptolus.
651 IA	**Yrkyth Vladaam** creates the Enigma Engine, which he hopes will tap into the power of the Dread One's Entropy Sphere. He fails.
657 IA	The Prince of the Church is permanently stationed in Ptolus. The Prince at the time is Lukas Mikolic. The Church of Lothian is secretly concerned about the underground activity in Ptolus.
688 IA	The **Keepers of the Veil** move their headquarters to Ptolus.

Continued on page 86

At the height of the Empire, the power it wielded was supreme—both temporally and spiritually. The Emperor issued the Edict of Deviltry in 560 IA, declaring arcane magic akin to diabolism. The Edict made arcane spellcasting illegal, and worse, it gave the Church the power to punish, incarcerate, and even execute someone for violating Church doctrine. During the First and Second Inquisitions, the Church wielded supreme power in the Empire, both in the spiritual realm and the secular. And it is difficult to describe what Church leaders did with that power, beyond simply stating that they abused it. They may have thought they were reforging the world in Lothian's name, but today that period of inquisition is called the Days of Blood, and most people in the Church look upon it with shame and regret. In 609 the Second Inquisition ended, and in 641 the Edict of Deviltry was overturned (although most regions were ignoring it long before that).



By then, people's faith in the Empire had been quite shaken, and the Inquisitions stirred up anti-Imperial sentiments in every jurisdiction. Further, the technological advancements that had been the backbone of the Empire slowed to a halt. Over time, people found it harder and harder to locate someone who could repair or maintain their firearms, clockworks, or steam engines. Even among the Grailwarden dwarves, the number of technicians declined with each passing year.

In 706, Empress Addares XXXIII and XVIII died, leaving no direct heirs. Her cousin in Dohrinthas, calling herself **Addares XXXIV and XIX,** declared herself empress and moved the capital to her city. But many opposed her claim. An imperial advisor named **Segaci Fellisti**, who had counseled many emperors and empresses, decided that only he could save the Empire. Soon after, **Holy Emperor Rehoboth** claimed that if there was no clear successor to the throne, he—the only person in the Empire officially holding the title "Emperor"—should rule, as the first and greatest of the emperors, Delian Von Tessel, did, wielding both religious and secular authority at once.

No one knew whom to follow. Everyone seemed to choose a side, including factions of the Imperial army. Taxes were split among all three, depending on the allegiance of the various governors or commissars. Thus, Imperial finances were in terrible shape when in 710 barbarian invaders from the east stormed Tarsis and sacked the city. Upon leaving the city four years later, King Oulgas, leader of the united Eastern Hordes, said he had conquered it simply because he could. Resentment of the Empire had finally taken its toll.

For more information on the state of the Empire today, see Chapter 2: The World.



Dark Reliquary, page 238
Knights of the Golden Cross, page 124
Elder Gods, page 59

Empress Addares, page 79
Segaci Fellisti, page 79
Holy Emperor Rehoboth, page 293



Ghul's fortress Goth Gulgamel

Pale Tower, page 329

The Arena, page 315
Balacazars, page 100
Longfingers Guild, page 128

Shadow of Ptolus, page 327
Box of shadows, page 328
Sisterhood of Silence, page 134
Priory of Introspection, page 374
Inverted Pyramid, page 115
Keepers of the Veil, page 119

Order of Iron Might, page 130
Kagrisos and Abesh Runihan, page 112

Aelian Fardream, page 348
Derrin Darkbirth, page 184
The Prison, page 436

Brotherhood of Redemption, page 107
Healers of the Sacred Heat, page 373
House Vladaam, page 96



Holy Emperor Rehoboth, page 293

King Oulgas, page 41
Commissar Igor Urnst, page 149
Empress Addares, page 79
Twelve Commanders, page 148
Urthon Aedar, page 138
Kirian Ylestos, page 295

In 712, the Commissar, having fought against monsters throughout his career as a military man, wanted monsters on his side when planning the defense of Ptolus. So he employed Inverted Pyramid mages to polymorph *willing volunteers into appropriate monsters. The lack of volunteers limited the program to merely the use of* polymorphed *trolls guarding the King's River Bridge. One can see these trolls there today, garbed in Imperial military uniforms and serving a human commander. The Commissar still really likes this plan and, should the defense of Ptolus ever become an issue, would conscript "volunteers" for* polymorphing.

Tacheron Kint, page 373
Emperor Segaci, page 79
Delver's Guild, page 108
Thoy Champous, page 373
Sheva Callister, page 222
Kevris Killraven, page 121

690 IA	After almost two centuries of working unofficially to help keep order, the Sisterhood of Silence gains official Imperial sanction to enforce laws and deal with criminals in Ptolus.
693 IA	The first incident of Faceless Rage is recorded in Ptolus.
695 IA	Prince Lukas Mikolic dies of a degenerative disease called the Rotting Fester, which even magic could not permanently cure. The new Prince is his cousin, **Rehoboth Ylestos**.
696 IA	The Gnoll War rages in southern Rhoth. General Igor Urnst leads Imperial troops to victory there.
700 IA	Holy Emperor Palabosh dies, and Rehoboth Ylestos becomes the new Emperor of the Church.
700 IA	The Eastern Hordes unite under the barbarian **King Oulgas**.
703 IA	**Igor Urnst** is appointed the Commissar of Ptolus
706 IA	Empress Addares XXXIII and XVIII dies (see "The Imperial Line," page 78). The Empire is in chaos, with ultimately three different people claiming the Lion-Guarded Throne. **Empress Addares XXXIV** attempts to move the capital to her home city of Dohrinthas.
707 IA	The Commissar assembles the **Twelve Commanders** in Ptolus.
708 IA	The **Urthon Aedar** begin to appear in Ptolus, prophesying doom and performing enigmatic deeds.
709 IA	The Eastern Hordes lay siege to Tarsis. Eight-year-old Prince of the Church **Kirian Ylestos** arrives in Ptolus.
710 IA	Tarsis is overrun by barbarians from the Eastern Hordes. Holy Emperor Rehoboth of the Church of Lothian flees to Ptolus to stay with the Prince of the Church.
712 IA	The Commissar recruits willing volunteers to be *polymorphed* into trolls to guard the King's River Bridge from all threats.
713 IA	Explorers plumbing the ancient reaches beneath Ptolus discover great treasures and begin bringing them to the surface.**Tacheron Kint** gains fame as tales spread of the strange underground treasure troves he has found, reportedly dating back to the days of Ghul.
714 IA	The barbarians leave Tarsis. **Emperor Segaci Fellisti** attempts to re-establish the Empire from its traditional capital.
717 IA	Ptolus becomes the center of much attention as more and more would-be treasure-seekers plumb the depths below the city.
718 IA	The **Delver's Guild** is established. **Thoy Champous**, paladin of Ahaar, disappears exploring the regions below Ptolus with the famous *bow of Ahaar*.
719 IA	**Sheva Callister**, a famous delver, uncovers the *Crown of Ki-Lias*, an artifact of the Charad Titans, below the city. She retires after she sells it.
720 IA	Minor outbreaks of Scarlet Death spread throughout Ptolus. Future crime lord **Kevris Killraven** arrives in the city.
721 IA	Today.

PLAGUES AND DISEASES OF NOTE

Faceless Rage is a magical disease of evil and chaos that affects only humanoids. It transforms its victims by erasing their face and turning them into murderous savages.

Fortitude save (DC 18), infection by contact, incubation time one day, damage 1d6 Intelligence and 1d6 Wisdom, plus transformation. Only magical treatment can save a victim, namely a *remove disease* spell followed by a *regeneration*, *greater restoration*, *wish*, or *miracle*.

Rotting Fester is a magical disease once contained solely within the Banewarrens. It causes its victims to deteriorate physically over time.

Fortitude save (DC 16), infection by contact, incubation time 1d3 days, damage 1d3 Constitution. Magic cannot restore Constitution damage, and a *remove disease* or similar spell only suspends the progress of the disease for 1d3 days.

Scarlet Death is another magical disease spawned by chaos. Its victims turn red and die very quickly. Some say the appearance of these diseases is actually a re-appearance that points to a festering cyst of chaos and darkness beneath the city that is seeping slowly to the surface.

Fortitude save (DC 15), infection by contact, incubation time one hour, damage 2d6 Constitution and 1d6 Strength.

Chapter 6:

ORGANIZATIONS

Unlike the previous chapters, this lengthy one deals specifically with the city of Ptolus. However, it does not cover any particular portion of the city, but instead the city's residents: the groups and families that wield power and influence here. These organizations are in many ways the heart and soul of the Ptolus Campaign, and most player characters will deal with them extensively, some as allies and some as enemies.



The key to understanding Ptolus almost certainly requires an understanding of the organizations of people who live there. Ptolus as we know it exists as a result of the ways these groups interact. From the noble houses to the criminal organizations, from the knighthoods to the guilds, these are the groups that have really shaped the city. This lengthy chapter details dozens of the most important groups in (and under) Ptolus.

NOBLE HOUSES

Ptolus has ten noble families, all of whom claim a special status by ancestral right. Although the Empire does not officially recognize their titles, Ptolus is far enough removed from the heart of Empire that local traditions and beliefs still grant the noble houses hereditary seats on the city's ruling council. Plus, most of them are quite wealthy, and with affluence comes influence.

While not every house is equal in terms of power or money, the Commissar granted each one a single seat on the Assembly of the Ptolus City Council close to three centuries ago. The people of Ptolus and the surrounding area feel a sense of tradition and respect for the noble houses, for they represent the familial lines that have commanded power and influence in the region since at least a thousand years before the founding of the Empire. Thus, the noble houses are all far older than Ptolus itself—many thousands of years old, in most cases, although not all the houses can claim the same longevity. In the days before the Empire, the leader of one house was appointed King or Queen of Palastan and ruled over all the houses, and most of what is now southern Palastan. (It should be noted that this King has no relation to the monarchy that now claims rulership in the city of Trolone—see Chapter 5: History.)

What only the high-ranking members of each house know is that, after a fashion, the last king still rules, despite the fact that he died at the claws of Ghul hundreds of years ago. His ghost, known only as the Last King, resides in a sacred stone called the King's Stone. Although he does not take an active hand in ruling the houses, he does still preside over all disputes between them, enforcing what the families call the Ancient Rites of Custom. First and foremost, these rites forbid any member of a noble house from murdering another, whether from the same house or a different one, except as part of a formal challenge performed before the Last King. The rites are enforced by an ancient and powerful curse that would bring inevitable doom to anyone who violated them.

The relationship between the noble families and the common folk of Ptolus is a complex one. On the one hand, a commoner in Ptolus is likely to have his fair share of contempt for the nobility and their decadent lifestyles. But, on the other hand, the Commissars of Ptolus have allowed the nobility to continue to exist because they have the support of the people. Plus, common folk love nothing more than gossiping about the lives of the nobility and have historically preferred the rule of local nobles to that of the Empire. In the end, perhaps they simply prefer the nobles they know to those they don't.

Palastan, page 42

King's Stone, page 88

City Council, page 148



A tapestry depicting King Rissathion in life.

THE KING'S STONE

Once located far to the south, the King's Stone is a single megalith made of a strange blue and silver mineral said to have fallen from the sky when the world was young. It long represented the power of the king of the region that is now southern Palastan and all areas north of the Cold Desert. It is, in fact, this king that gives the King's River in Ptolus its name, although the people who know that bit of lore are few and far between today.

When Ghul, the Skull-King, rose to power, he personally slew King Rissathion and laid his corpse upon the King's Stone to defile it forever. Instead, Rissathion's soul entered the stone, and he became known as the Last King.

When the noble families all moved to the city of Ptolus about three centuries ago, they discreetly moved the King's Stone with them and secreted it away in a recess at the base of the Spire. Today the Last King remains in this hidden crevice within the King's Stone, presiding over all challenges and disputes between the noble houses as a part of the Ancient Rites of Custom. The king has the power to seal off the crevice so that no force short of a deity or *wish* can penetrate it unless he so wishes. Within this area, challenges are sometimes settled by trials of combat, although this is actually quite rare today.

Because of the Ancient Rites of Custom and the power of the Last King, all the noble houses obey his rulings and judgments. Even the most immoral members of House Vladaam and the most conniving members of House Abanar know that to disobey the Last King or break with the Ancient Rites of Custom will bring down doom upon them.

Each house comprises two levels of membership. The first members are titled individuals. In most cases, these are people who can draw a direct blood tie or familial connection by marriage to the noble family itself. The head of each house is always known by the title of Lord or Lady. The second type of house affiliation is known simply as an "extended association." These are people with no title or familial bond to the house who nonetheless enjoy strong ties with it. For example, Nestlin Ka, the majordomo of House Dallimothan, is not a member of the family, but he is a member of the house. (Technically, they are "associates," although in truth the term is rarely used. They are simply "members" of the house in question.) These extended association members often have a relationship with their house that goes back generations, further distinguishing them from simple servants or employees.

Extended association members usually earn a stipend from the noble house, while family members have funds placed in trust that represent some portion of the House's total wealth (with the head of the house commanding the lion's share).

Membership in noble houses is predominantly human.

ABANAR

A mercantile family, House Abanar commands great wealth. Abanar is the largest house as well as the wealthiest—although probably not the most powerful or influential. In Ptolus, people say, "wealth breeds contempt," and that's true of the merchants of Abanar. The members of the house have a poor reputation. Most people think of them as greedy, usurious cheats and liars who use their power, position, and wealth to gain greater power, position, and wealth.

Abanar is unique among the noble houses, due to the fact that one can quite literally buy one's way into it. For approximately 10,000 gp, anyone can buy a minor title and position within the house hierarchy. This enables the titled individual to attend house functions and participate in house business (from making investments to actual employment in a house-owned business at a managerial level). This is what makes the house so large. The house has as many as one hundred titled members, with an extended association of another two hundred individuals. (Most houses have five to twelve titled members and an extended association of perhaps forty to eighty.)

Dered Abanar (male human aristocrat10) is the very old head of the house. Most believe he is not long for this world—most, that is, except for Dered. If he has made plans for what will become of the house leadership when he is gone, he hasn't let on, much to the consternation of his many children and other high-ranking members of the house. Dered is worth millions of gold coins when one considers all holdings and controlling interests in various businesses in addition to liquid wealth. He is still quite sharp mentally but has grown feeble in his old age. He floats about the house's estate on a huge magical chair, never leaving the premises; he conducts all business by proxy and agent. His wealth has not made him kind or happy, but instead always deadly serious, spiteful, and even quietly paranoid.

Abanar keeps many adventurers, mercenaries, and bounty hunters busy by offering a sizable reward (500 to 1,000 gp, or sometimes as high as

House Abbercombe

Once the eleventh noble house, House Abbercombe had enemies—Houses Abanar, Sadar, and Vladaam—who engineered its downfall over five centuries ago. In its day, Abbercombe was an ally of Erthuo and Shever, but it was always a small house. Most believe that its last lord fell victim to a curse and died of a wasting disease. The truth is that in the house's last days, a powerful wizard and cleric fashioned an artificial body of gold to house the lord's spirit while his body was healed and the curse was lifted. Once his spirit was within the golden body, however, the spellcasters were slain by Sadar agents. Thus, Lord Abbercombe, last member of his house and family, lives today within an immortal body not his own. He prefers to wander the caverns and tunnels below the city rather than its streets. For more on Lord Abbercombe, see Chapter 33: Adventures.



Lord Abbercombe

5,000 gp) for the head of anyone who steals from them or one of their businesses. This serves as a fairly good deterrent, though not a perfect one. Thus, with holdings as vast as theirs, Abanar always has one or two recent outstanding bounty offers—and far more old ones (some thieves are just never caught). The Commissar has stopped objecting to this kind of mercenary justice, if for no other reason than it occasionally works.

Abanar has no real allies among the other houses or other important organizations in the city. Its members frequently butt heads politically with House Nagel and House Khatru.

See Chapter 12: Nobles' Quarter (page 296) for information about the estate of House Abanar.



House Abanar Coat of Arms

Abanar currently offers a bounty for the capture of a dark elf thief named Shilukar. See page 589.

DALLIMOTHAN

To the people of Ptolus, House Dallimothan is "House Dragon," although no member of this noble house would ever use that name. In fact, while it is fairly common knowledge that the lineage of Dallimothan extends back to dragonkind—and some would speculate that most family members are dragons or half-dragons—the members of the house make no such claims. In fact, they would look upon an outsider doing so (or even asking whether it were true) as an insult of the highest degree. The house's official position is that "Dallimothan is a friend to dragonkind." This hardly needs stating, however, since as often as not there is an actual dragon roaming, sleeping, or even romping about the grounds of this noble house's estate.

The truth is that the Dallimothan family does indeed descend from dragons who could take human form. It goes back to at least the time of Father Claw and Ni-Gorth, some eight thousand years ago. Only House Vladaam is older. Occasionally, humans or elves would join the family by marriage, producing half-dragon sons and daughters. Of the current family, there are five half-dragons and six full-blooded (or nearly so) dragons. Strangely enough, not all the dragons that have been, or currently are, part of the family have been of the same type. Most have been metallic, but there have even been a few chromatic wyrms as well. Of the six dragon family members, four are silver, one is gold, and one is bronze. This draconic interbreeding has produced interesting offspring over the millennia. One type or another almost always breeds true, but the individuals sometimes possess unique abilities. They usually seem in some way superior to a typical member of their type.



House Dallimothan Coat of Arms

Father Claw, page 69
Ni-Gorth, page 70
House Vladaam, page 96

Kirstol Dallimothan

Lord Kirstol Dallimothan leads the house. He is an old silver dragon who almost always keeps a human form—that of a tall and handsome man. He is able to use his breath weapons even in human form, although when he does, his mouth opens wide in a reptilian manner and his skin flashes with silver scales. He also retains some of his draconic strength in human form. Kirstol is a personal friend of Andach the druid and some of the more powerful celestials among the Malkuth. He used to be known as Phord Dallimothan, Kirstol's "father," and before that as Hallos Dallimothan, his "grandfather." The lord, at more than four hundred years old, has undergone these identity changes to help preserve the illusion that he is human (or at least partially so).

Kirstol Dallimothan
Male old silver dragon (air), (Lawful Good)
Human form **CR** 20
HD 28d12+56 **hp** 256
Init +0 **Speed** 20 feet
AC 30, touch 10, flat-footed 30
BAB/Grapple +28/+36
Attack +42 melee (1d10+13, 17–20/×2 bastard sword)
Full Attack +42/+37/+32/+27 melee (1d10+13, 17–20/×2 bastard sword)
SA Breath weapon (50-foot cone, 16d8 cold damage, Reflex DC 30 half; or 40-foot cone, paralysis 1d6+8 rounds, Fortitude DC 30 negates), spell-like abilities, spells.
SQ Alternate form (any animal or humanoid form of Medium size or smaller), blindsense, cloudwalking (tread on clouds/fog as though



Andach the druid, page 233
The Malkuth, page 129

While many people fear House Dallimothan due to its relationship with dragons, most realize that these nobles are stalwart enemies of the forces of darkness.

Some years ago, a half-dragon named Synethys sought to join House Dallimothan, but was deemed unworthy. See pages 345–346.

The Sword of the Dragonkings

This artifact—a golden-hilted weapon with an indestructible ivory blade—was created by the Wizard-Priests of Ni-Gorth (see Chapter 5: History). It is a +5 keen bastard sword *that allows its wielder to rage three times per day like an 11th-level barbarian (greater rage) with no fatigue at the end. If the wielder can already rage, these are additional rages.*

Created while Father Claw was still bound by the fabled dragon chain, *this blade was believed to help eliminate all chromatic dragons from the world, ensuring that humans and metallic dragons could live in peace forevermore. Now it is the traditional weapon of the head of House Dallimothan, and has been for more than five millennia.*

Strong enchantment; CL 20th



Assess creature, page 639
Thoughtstone, page 166

The Dallimothan estate in the Nobles' Quarter has a quite interesting tower with unique properties; see page 296.

on solid ground), DR 10/magic, darkvision 120 feet, immunity to acid, cold, sleep, and paralysis, low-light vision, SR 26.
Fort +18, **Ref** +16, **Will** +22
Str 26, **Dex** 10, **Con** 14, **Int** 22, **Wis** 23, **Cha** 22
Crucial Skills: Concentration +33, Intimidate +37, Jump +31, Listen +37, Search +25, Sense Motive +37, Spot +30.
Other Skills: Diplomacy +30, Disguise +37, Heal +37, Knowledge (arcana) +37, Knowledge (history) +37, Knowledge (local) +20, Knowledge (nobility and royalty) +23, Spellcraft +35.
Crucial Feats: Cleave, Flyby Attack, Great Cleave, Power Attack, Wingover.
Other Feats: Armor Proficiency (heavy), Armor Proficiency (light), Armor Proficiency (medium), Exotic Weapon Proficiency (bastard sword), Weapon Focus (bastard sword).
Spell-Like Abilities: Caster level 11th. The save DCs are Charisma based.
3/day—*fog cloud, control winds.*
2/day—*feather fall.*
Spells Known: 6/8/8/7/7/5; save DC 16 + spell level; as 11th-level sorcerer.
5th—*teleport, wall of force.*
4th—*charm monster, locate creature, stoneskin.*
3rd—*dispel magic, displacement, haste, lightning bolt.*
2nd—*align weapon, cat's grace, cure moderate wounds, owl's wisdom, silence.*
1st—*divine favor, protection from evil, shield, true strike, unseen servant.*
0—***assess creature****, cure minor wounds, dancing lights, detect magic, detect poison, mage hand, mending, prestidigitation, ray of frost.*
Possessions: *+5 full plate armor, +5 heavy steel shield of arrow deflection,* ***sword of the dragonkings****, belt of giant strength +6, amulet of health +4,* ***thoughtstone****, helm of telepathy, potions of cure serious wounds* (4), ivory ring of House Dallimothan worth 10,000 gp, 100 pp.

Kirstol Dallimothan
Male old silver dragon (air), (Lawful Good)
Dragon form (Huge) **CR** 20
HD 28d12+224 **hp** 424
Init +0 **Speed** 40 feet, fly 150 feet (poor)
AC 35, touch 8, flat-footed 35
BAB/Grapple +28/+49
Attack +39 melee (2d8+13, bite)
Full Attack +39 melee (2d8+13, bite), +34 melee (2d6+6, 2 claws), +34 melee (1d8+6, 2 wings), +34 melee (2d6+19, tail slap)
Space/Reach 20 feet/10 feet (bite 15 feet)
SA Breath weapon (50-foot cone, 16d8 cold damage, Reflex DC 30 half; or 40-foot cone, paralysis 1d6+8 rounds, Fortitude DC 30 negates), frightful presence (240-foot radius, HD ≤18, Will DC 30 negates), crush (2d8+19, Reflex DC 30 or pinned), spell-like abilities, spells.
SQ Alternate form (any animal or humanoid form of Medium size or smaller), blindsense, cloudwalking (tread on clouds/fog as though on solid ground), DR 10/magic, darkvision 120 feet, immunity to acid, cold, sleep, and paralysis, low-light vision, SR 26.
Fort +24, **Ref** +16, **Will** +22
Str 37, **Dex** 10, **Con** 27, **Int** 22, **Wis** 23, **Cha** 22
Crucial Skills: Concentration +39, Intimidate +37, Jump +41, Listen +37, Search +25, Sense Motive +37, Spot +30.
Other Skills: Diplomacy +30, Disguise +37, Heal +37, Knowledge (arcana) +37, Knowledge (history) +37, Knowledge (local) +20, Knowledge (nobility and royalty) +23, Spellcraft +35.
Crucial Feats: Cleave, Flyby Attack, Great Cleave, Power Attack, Wingover.
Other Feats: Armor Proficiency (heavy), Armor Proficiency (light), Armor Proficiency (medium), Exotic Weapon Proficiency (bastard sword), Weapon Focus (bastard sword).
Spell-Like Abilities: Caster level 11th. The save DCs are Charisma based.
3/day—*fog cloud, control winds.*
2/day—*feather fall.*
Spells Known: 6/8/8/7/7/5; save DC 16 + spell level; as 11th-level sorcerer.
5th—*teleport, wall of force.*
4th—*charm monster, locate creature, stoneskin.*
3rd—*dispel magic, displacement, haste, lightning bolt.*
2nd—*align weapon, cat's grace, cure moderate wounds, owl's wisdom, silence.*
1st—*divine favor, protection from evil, shield, true strike, unseen servant.*
0—***assess creature****, cure minor wounds, dancing lights, detect magic, detect poison, mage hand, mending, prestidigitation, ray of frost.*
Possessions: *Belt of giant strength +6, amulet of health +4,* ***thoughtstone****.*

Other Members

Other family members include Narris, a young male silver; "Uncle Favil," a very old silver; "Great Aunt Klaron," an ancient silver; "Grandmama," an old gold; Utresh, an adult bronze; and the various half-dragon "cousins," three of whom are still just children. (Most Dallimothan half-dragons are not obvious as such in appearance.) It's common to see Uncle Favil or Great Aunt Klaron playing with the half-dragon children on the estate grounds in dragon form. Narris delights in flying about the city in his true form as well. They never allow outsiders to see them change from one form to another, however. Sometimes dragons from elsewhere in the world visit the estate.

Nestlin Ka is the majordomo of the house. This slight, short, bald man has impeccable manners and a crisp, precise manner of speaking. Visitors to the house often speak only with Nestlin, but he makes that a pleasant experience.

House Dallimothan has always strived toward benevolence and seeks to live among other sentient

ORGANIZATIONS AND MONEY

The organizations discussed here command vast wealth, but at any given time much of that wealth is tied up in property, business holdings, and investments, as well as in the assets of its members. Thus, the vault of, say, House Dallimothan, may hold only 10,000 gp in coins, but the noble house is worth millions. Most organizations also have extensive lines of credit that they can draw upon if necessary, extending their financial reach even farther.

In effect, unless an organization is described as being extremely small or poor, it may be useful to assume that it always has access to the funds it needs, at least from the PCs' point of view. For example, if the player characters need to sell a *ring of djinni calling*, hoping to get about 62,500 gp for it, it's safe to assume that either Menon Balacazar or Lord Khatru could purchase it (as well as others, most likely) if they wanted to—although it might take them a day or two to gather the necessary funds. Likewise, if an adventure hook requires that the Knights of the Pale offer the PCs 5,000 gp each to perform a task for them, the DM can always assume that they have it (particularly if they offer to pay in letters of credit, magic items, or treasure).

With this in mind, organizational leaders have at least as much if not slightly more gear than their levels would suggest. Some have much more; their Challenge Ratings have been adjusted accordingly, in those cases.

Coins listed as the possessions of the heads of organizations represent not their total accessible funds, but what they generally carry on them at any given time.

For more on money, see "The Economy" in Chapter 7: City by the Spire (page 154).



Members of House Dallimothan have an outstanding offer of 50,000 gp for any of the ancient artifacts called orbs of dragonkind. *Any orbs brought to them are destroyed—the Dallimothans hate these dragon-controlling items. No one has found an orb in centuries, but the offer is still valid for any orbs that remain.*

beings as equals. Its members look harshly upon dragons (usually chromatic) who prey upon other intelligent creatures or terrorize and steal from those less puissant than themselves. Despite this outlook, they view all dragonkind as kin and tend to forgive others of their kind generously. In the past, members of House Dallimothan have paid secret reparations to those harmed by other dragons in the region, leaving bags of gold mysteriously on doorsteps.

No one attached to the house ever mentions the name of **Father Claw**. They refer to him only as the Destroyer or the Annihilator, and rarely that.

In the library of the estate, Kirstol keeps an ancient book of great dweomercraft. This unnamed tome magically records the name of all dragons who have ever lived, as well as their exploits, the location of their lairs, and other pertinent details.

House Dallimothan has always been a bitter rival of House Vladaam. The members remain on good terms with House Nagel and House Kath. Despite a shared hatred for House Vladaam, no member of House Dallimothan will work with the **Knights of the Golden Cross**, for they were once well-known dragon slayers.

See Chapter 12: Nobles' Quarter (page 296) for details about the estate of House Dallimothan.

ERTHUO

Scholars and gentlefolk, House Erthuo normally avoids confrontation and rarely gets involved with the various rivalries or intrigues that seem to be the lifeblood of other houses.

Like most of the other noble houses, Erthuo started out as an aristocratic human family, but over the years the family has become more and more devoted to the culture of elvenkind. Family members have married elves, producing half-elf Erthuo offspring, as well as making the members' elven mates full members of the house. Of all the titled Erthuo members in the family today, only three are humans; seven are half-elves, and three are elves. Cordelia Erthuo (female aristocrat4), one of the humans, technically has at least a little elvish blood, and Vaethir Erthuo (male aristocrat4/wizard1) has a little human blood.

House Erthuo is said to possess one of the finest collections of rare books, antiquities, and artifacts of historical significance in this part of the world. Most of their wealth, in fact, is tied up in their various private collections.

The head of the house is **Peliope Erthuo** (aristocrat9), a female half-elf. She enjoys the placid tranquility of her home and the calm that comes from staying well away from intrigue, politics, and conflicts. However, her life is not without risk or danger. Peliope has indulged in a long-term sexual affair with **Renn Sadar**, a married man. If this were to come to light, not only would Peliope be shamed by the scandal and gossip, but she would risk bringing her house into an alliance with House Sadar. Such a pairing would destroy Erthuo's neutrality and place the family in league with a noble house with whom she has not a single political opinion in common. Peliope's and Renn's mutual attraction and affection defy all logic, for they agree on virtually nothing.

See Chapter 12: Nobles' Quarter (page 297) for information about the estate of House Erthuo.



House Erthuo Coat of Arms

Father Claw, page 69

Renn Sadar, page 95

Knights of the Golden Cross, page 124



House Kath Coat of Arms

Imperial Academy of Music, page 295
Crown Theater, page 291

Knights of the Chord, page 123

Order of Iron Might, page 130
Edict of Deviltry, page 85



House Khatru Coat of Arms

Brooch of Khatru

This minor but unique artifact is the icon of the Khatru family, shaped in the form of the family crest. The wearer adds a +4 bonus on weapon damage rolls and becomes proficient with all weapons, even exotic ones. Those following the wearer into combat gain a +1 morale bonus on attack rolls, damage rolls, and saving throws if they stay within one hundred feet of the wearer and can see him.

Strong transmutation; CL 17th

Twelve Commanders, page 148

KATH

If there are stars on the Ptolus social scene, they are the Kath family. These wealthy aristocrats possess striking talents, winning charm, and extreme comeliness. People in the city follow the exploits of House Kath with wonder and admiration. Kath concerns itself almost exclusively with the arts, and most members of the family are trained musicians, dancers, painters, sculptors, or writers.

House Kath administers the respected music Conservatory in Ptolus (also called the Imperial Academy of Music). It owns the Crown Theater and serves as patron of a number of theater troupes and opera companies, as well as small dancing and singing groups in the city. Kath also employs talent scouts to search the city for young, beautiful, and talented individuals to recruit as house associates, trained for free at the Conservatory or apprenticed under master artists. Such recruits are treated extremely well. They are set up for life financially, as long as they remain diligent and perform well—and remain always loyal and obedient to House Kath.

House Kath has strong and ancient ties to the Knights of the Chord and can call upon them for assistance when needed. Likewise, it is in Kath's interest to support the knights and keep them strong, well-funded, and secure.

Among the members of House Kath, decorum and etiquette are the rule of the day. This is particularly true among their extended association, such as Garin Vnata (male human expert4), a haughty effete who serves as Vice Chancellor of the Conservatory, or Myalla Wurt (female human expert6), the estate's severe house matron, who greets guests with a cold, suspicious eye and insincere but properly polite compliments.

Lady Devina Kath (human expert14) is the head of the house. She also composes music and writes poetry with wide critical acclaim as well as mass appeal. Although in her forties, she is a striking example of womanhood, her flaxen hair usually worn up. Whenever anyone sees her she is wearing a beautiful and original gown and carefully applied cosmetics. Other family members include Matrenus (male human aristocrat5), Devina's husband; Ethisha (female human aristocrat3/expert4), Devina's ballerina daughter; Tallaeth (male half-elf aristocrat4), Ethisha's husband; Sallina (female human expert9), Devina's sister; Raule (male human aristocrat1/expert9), Sallina's son, a well-known singer and songwriter; and Katerin (female human expert7), Devina's sculptor cousin.

Kath maintains good relations with House Nagel, House Dallimothan, and, surprisingly, House Sadar. This family dislikes House Vladaam, House Khatru, House Abanar, and House Rau.

See Chapter 12: Nobles' Quarter (page 297) for information about the estate of House Kath.

KHATRU

Famous for its military leadership and martial prowess, House Khatru is made up entirely of headstrong warriors and fighters. Most believe them to be arrogant, self-righteous warmongers—and that opinion isn't far from the truth.

Members of the Khatru family are poorly equipped to hide their nature even if they wanted to. They have no respect for spellcasters or rogues: only for those who live by the skill and strength of their sword arm. To Khatru, might makes right . . . and they have the most might.

House Khatru possesses its own private army, numbering around a hundred extremely well-trained troops. Almost to a soldier, these fighters also belong to the Order of Iron Might warriors' guild. House Khatru does not hesitate to use this army if needed, putting them at the city's disposal in times of crisis as well as in private disputes.

Although they have neither the time nor the patience for religion, the members of Khatru have regretted the Church's abolition of the Edict of Deviltry ever since it happened some eighty years ago. They think of all arcanists as cowards at best, and diabolists at worst. Even most clerics, in their eyes, are likely demon-lovers, weak in their hearts and overly dependent on others—even if the "others" in question are in fact gods.

Lord Dorant Khatru is the current master of the house. At eighty-nine years old, Dorant is far older than he appears (about forty, according to most). Rumors blame this on some magical effect, but he denies any such thing, claiming he simply comes from strong stock with good breeding. The truth is actually even more interesting. Unbeknownst to Dorant, his youthful appearance and vigor are indeed the result of a spell, cast upon him more than sixty years ago. During a dalliance with an elf wizard, his paramour cast a spell on him to grant him the lifespan of an elf, rather than that of a human. In this way, the two could share their love forever. Unfortunately, the relationship did not last (no Khatru would ever marry an elf), but the magical effect did.

Dorant is the head of the Order of Iron Might and one of the Twelve Commanders. He is a close confidant of the Commissar and supports the Empire more than the representative of any other noble family, with the possible exception of the machine-savvy House Shever.

House Khatru hates the members of House Rau and would have long preferred to slay the lot of them. Khatru folk also dislike and mistrust House Vladaam and House Sadar, both of whom they assume to be evil, conniving wizards or demon-lovers—or both. They are no friends of



Houses Kath or Abanar, but the enmity is minor. Of all the houses, Khatru prefers Shever.

See Chapter 12: Nobles' Quarter (page 297) for information about the estate of House Khatru.

Lord Dorant Khatru
Male human (Lawful Neutral)
Fighter20 **CR** 21*
HD 20d10+80 **hp** 206
Init +2 **Speed** 20 feet
AC 29, touch 12, flat-footed 27
BAB/Grapple +20/+25
Attack +32 melee (1d8+18 [+2d6 vs. chaotic], 17–20/×2, longsword)
Full Attack +32/+27/+22/+17 melee (1d8+14, 17–20/×2, longsword)
Fort +21, **Ref** +13, **Will** +11
Str 21, **Dex** 14, **Con** 18, **Int** 13, **Wis** 11, **Cha** 12
Languages: Common, Draconic.
Crucial Skills: Jump +23, Listen +2, Spot +2.
Other Skills: Craft (Weaponsmithing) +3, Handle Animal +24, Ride +24, Survival +4, Swim +27.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Combat Reflexes, Dodge, Improved Bull Rush, Improved Disarm, Improved Trip, Mobility, Power Attack, Quick Draw, Spring Attack.
Other Feats: Alertness, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Leadership, Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: *+5 breastplate of spell resistance* (SR 19), *+5 heavy steel shield, +5 axiomatic longsword, cloak of resistance +5, brooch of Khatru* (see sidebar), ***thoughtstone****; potions of cure serious wounds, neutralize poison,* and *lesser restoration*, 50 pp, 150 gp.
* +1 bonus to CR due to extra gear.

NAGEL

An older house, Nagel has recently fallen on hard times. The former head of the house, Kurtlan Nagel (male human aristocrat11), was placed in the Prison for murder. The truth of the matter is that House Sadar framed him and bribed or blackmailed various authorities to keep it quiet. Lord Kurtlan was never formerly tried—just tossed into one of the darkest corners of the Prison and left to rot. (Odsen Rom, the warden of the Prison, is an ally of Renn Sadar).

In days of old, House Nagel possessed a reputation for altruism and charity. Its members opposed those who would exploit or abuse the common folk and did much to help the impoverished and otherwise needy.

Lady Fransin Nagel (human aristocrat7), wife of Kurtlan, is mistress of this house now. She devotes virtually all her time and energy to recovering her husband. This may involve an even larger bribe to Odsen Rom than what House Sadar gave him, but even that may not be enough to sever the warden's ties to that alliance. Lady Fransin looks for aid wherever she can find it. Despite her current straits, she remains an elegant, regal lady full of class, grace, and pride with a kind heart and undaunted courage.

The rest of the family members alive today consist only of Kurtlan's doddering uncle Yarek (human aristocrat4) and Yarek's sickly daughter Nilla (human aristocrat1). The rest of the house numbers less than a dozen, and the family recently has had to let go most of its servants.

Needless to say, House Nagel is an enemy of House Sadar and has been for centuries. In days long past, they called the Knights of the Golden Cross allies, but time rather than actions wore those ties away. Fransin Nagel is close friends with Doraedian Mythlord, master of Iridithil's Home. Among the noble houses, only Houses Kath and Dallimothan call Nagel an ally anymore.

For more information on the estate of House Nagel, see Chapter 12: Nobles' Quarter (page 298).

RAU

The Rau, as they like to be called, have earned a reputation as rogues, pirates, and scalawags. Long ago, Rau ships prowled the Whitewind Sea looking for prey under the guise of explorers. Today, their past privateering and profiteering ventures are no secret, giving rise to the phrase "a deal with the Rau," meaning a cheat or swindle. They still own a fleet of ships that serve as merchant vessels or sometimes as mercenary craft

Thoughtstones, page 166

The Prison, page 436
Odsen Rom, page 436
Renn Sadar, page 95



A valuable relic of House Nagel, its ancient crest (above) sits in a secret vault of the Longfingers Guild headquarters (page 434).

Yarek Nagel, whom most believe is a senile old man, is actually sharper than he appears. He spends a great deal of his time at the Yarrow Street Forum (page 336) listening to what people there have to say and generally getting an idea of where general public opinion lies on the issues of the day. He is a wise old man, but he does tend to digress into stories of the old days with little provocation.

Knights of the Golden Cross, page 124
Doraedian Mythlord, page 208
Iridithil's Home, page 207



House Rau Coat of Arms

Longfingers Guild, page 128
Kevris Killraven, page 121

Verrana Rau is in her mid-forties. She is thin and short, and so often finds that her opponents tend to underestimate her. In reality, she is quite competent and extremely intelligent. One of her many talents is her ability to to get exactly what she wants for herself or House Rau without ever seeming to have bested anyone.

Balacazars, page 100

Ancient Rites of Custom, page 88



House Sadar Coat of Arms

Renn Sadar has made a secret alliance with the Holy Emperor; see page 294.

Days of Blood, page 85
Inverted Pyramid, page 115

hired to escort other vessels for the right price (the employer always keeping one eye on the Rau ship for a sudden betrayal).

The truth is, however, that the Rau hardly ever work as brigands or con artists today. They have found what they call "soft crime" much more profitable. Soft crime, in the parlance of House Rau, means taking on a managerial role rather than a direct one. For example, the Rau finance criminal operations for a cut of the profits. They manage small gambling dens and bordellos, smuggle goods, and help minor criminals find work (for a cut). Ironically, in order for this new business to succeed, the Rau have learned that only honesty and integrity in their dealings earns them the trust they need, even if it is a trust among criminals.

In fact, they have perfected this underworld trust to such a degree that they have earned a parental figure's position among the thieves and other criminals of the city. In keeping with this role, rather than developing an antagonistic relationship with the other local longtime organized crime family, the **Balacazars**, the Rau instead work *with* the Balacazars, trading political favors (thanks to their position as one of the influential noble houses) for contracts and financial agreements. The Rau's ability to work with rather than against the Balacazars is aided by the fact that the latter are much more "hands-on" than the Rau; the Balacazars, in truth, are a very different kind of organization.

The Rau are not afraid to play both sides of the game, however. For example, even though the **Longfingers Guild** has no love of the Balacazars, the Rau have long served as the financial force behind the thieves' guild. Though they have not yet worked any deals with **Kevris Killraven**, the Rau would not be opposed to it. As members of a noble house, they see themselves as above gang wars and organizational rivalries. Further, they see the Empire and its laws not as an opponent, but as an opportunity. If so many things weren't illegal, they would not enjoy so much profit from them.

Not all the Rau are rogues, however. The house is also known for its spellcasters as well. The talent for sorcery runs strong in the family bloodline. Rau spellcasters often specialize in illusion, enchantment, or abjuration rather than conjuration or evocation. They are subtle rather than overt.

The head of the house is **Verrana Rau** (female human rogue12). In his mid-twenties, her son Kalbir (human rogue6/sorcerer6) is her virtual equal and helps manage all Rau business. Verrana's cousin, Bellas, (male human aristocrat4/rogue1) does little but use house finances to indulge in his vices, but his wife Nara (human rogue10) is an expert in appraising goods and people, making her invaluable to the family as they work with and manage various criminals.

Longtime foes of House Khatru, the Rau to this day enjoy putting the Khatru family in awkward or embarrassing situations and otherwise being a thorn in their side. Only the **Ancient Rites of Custom** keep the Khatrus from taking their revenge the only way they know how—by putting all the Rau to the sword. The Rau family is also not on good terms with House Kath. It does have better relations with House Abanar than most houses do, although deep down Abanar still does not trust the Rau.

For more information on the estate of House Rau, see Chapter 12: Nobles' Quarter (page 298).

NOBLE HOUSE ADVENTURE HOOKS

- Fransin Nagel comes to well-known player characters for aid in getting her husband out of the Prison.
- The PCs learn some detail regarding the *box of shadows* (see page 326). Agents of House Sadar begin hounding them for it.
- Kirstol Dallimothan asks the player characters to go to the Necropolis and hand-deliver a package to Andach, the druid on Clasthamus Isle there.
- House Kath employs the PCs to play bodyguard for a talented opera singer who is stalked by a rabid fan.
- The player characters find a wanted poster for a thief who has stolen from a minor noble of House Abanar, and they decide to earn the bounty.
- The PCs seek an entrance to the Banewarrens (see page 419), but so does Navanna Vladaam.

SADAR

House Sadar is sometimes called the House of Shadows. The family has long been "shadow-tainted"—gifted with a predilection for shadow-related magic, but in turn unnaturally obsessed with darkness and saddled with an aversion to light.

Known for its long line of mages, this house was persecuted and hated by the Church during the **Days of Blood**. According to house legends, Sadar had almost faded into oblivion some two centuries ago, but a mysterious stranger appeared and gave then house leader Tal Sadar the *shadow-staff*. Things immediately turned around for the family. (It's worth noting that the **Inverted Pyramid** played a vital role in saving House Sadar in those days, a debt few speak of but no Sadar forgets.) Its current leader, **Lord Renn Sadar,** still wields the staff and remains one of the most



powerful wizards in the city—and one of the highest-ranking members of the Inverted Pyramid. Unbeknownst to most, including Renn's wife Lady Enis Sadar (human aristocrat12), he is having an affair with Peliope Erthuo. Renn is a confident, conniving, enigmatic figure in the city. He rarely shows up in person at house functions or at council meetings, preferring instead to send his proxy, Naephos Worldsea (male elf aristocrat4/wizard8), a charismatic and well-mannered diplomat. Meanwhile, Renn is off studying lore, researching the *box of shadows*, or conducting Inverted Pyramid business.

It is worth noting that Enis is no vacant, pampered noblewoman. Though she ignores most pursuits of the house (shadows, magic, etc.) she is, ironically, influential in the Church of Lothian. She works specifically with the Order of Dayra, helping the underprivileged and in particular orphans, and has accomplished much in this role.

Perhaps more than anything else, House Sadar seeks the aforementioned *box of shadows*. This mysterious artifact's origins are lost to antiquity, but it is said to have been the bane that Danar Rotansin was going to store away in the Banewarrens the day he succumbed to the evil of the *Book of Inverted Darkness*. Thus it was never placed in a vault but secreted away by a servant before fading into the mists of history.

House Sadar is the enemy of House Nagel and ally of House Vladaam. House Kath looks upon the family with favor, and the feeling is mutual—which is strange, as Kath is an ally of House Nagel. Because of Renn, the Sadar family has a strong association with the Inverted Pyramid and a subtle influence over House Erthuo.

Some members of this house are shadowdancer mages or even shadowdancer assassins.

For more details on the estate of House Sadar, see Chapter 12: Nobles' Quarter (page 298).

Renn Sadar
Male human (Lawful Evil)
Wizard20 **CR** 20
HD 20d4+40 **hp** 87
Init +4 **Speed** 30 feet
AC 26, touch 14, flat-footed 22
BAB/Grapple +10/+11
Attack/Full Attack By spell
SQ Darkvision 120 feet, light sensitivity, see invisible, and ethereal (continuous)
Fort +8, **Ref** +14, **Will** +13
Str 12, **Dex** 18, **Con** 15, **Int** 25, **Wis** 12, **Cha** 12
Languages: Abyssal, Common, Draconic, Ignan, Infernal.
Crucial Skills: Concentration +25, Search +17, Spot +11.
Other Skills: Craft (alchemy) +18, Craft (silversmith) +15, Knowledge (arcana) +29, Knowledge (dungeoneering) +25, Knowledge (history) +30, Knowledge (local) +27, Knowledge (nobility and royalty) +28, Spellcraft +30.
Crucial Feats: Combat Casting, Improved Counterspell.
Other Feats: Craft Wand, Craft Wondrous Item, Empower Spell, Eschew Materials, Forge Ring, Greater Spell Focus (illusion), Maximize Spell, Quicken Spell, Scribe Scroll, Spell Focus (illusion), Spell Mastery (*displacement, greater invisibility, project image, phantasmal killer, shield*).
Spells: 4/6/6/12/6/6/5/5/4/4, save DC 17 + spell level, DC 19 + spell level for illusion spells, DC 21 + spell level for illusion and shadow spells.
9th—*dominate monster, mass hold monster, power word kill, shades.*
8th—*antipathy, greater shadow evocation, maze, scintillating pattern.*
7th—*greater shadow conjuration, greater teleport, limited wish, project image, waves of exhaustion.*
6th—*disintegrate, greater dispel magic,* maximized *lightning bolt, mislead, shadow walk.*
5th—*cone of cold,* ***divinatory expungement,*** *false vision, mirage arcana, prying eyes, telepathic bond.*
4th—*greater invisibility, illusory wall, lesser globe of invulnerability, phantasmal killer, solid fog, stoneskin.*
3rd—*arcane sight, displacement, halt undead, fireball, fly, lightning bolt* (2), *major image, nondetection, protection from energy, suggestion* (2).

Sadar Shadow Magic
Members of the Sadar family have a special affinity with shadow magic. They can cast spells with the shadow descriptor as though they were two levels higher than normal, with a +2 bonus to their saving throw DCs. Shadow conjuration *and* shadow evocation *produce effects that are 50 percent of normal if disbelieved (rather than 20 percent); the greater versions produce effects that are 90 percent real (rather than 60 percent). Effects produced by* shades *are 100 percent real even if disbelieved.*



Peliope Erthuo, page 91
Box of shadows, page 326

FROM MY CAMPAIGN TO YOURS

Although the members of the original Ptolus Campaign never confronted Renn Sadar directly, they frequently ran afoul of the minions of House Sadar, including shadowdancers and wizards that used shadow-based magic.

Order of Dayra, page 67

Divinatory expungement, page 641

Danar Rotansin, page 75
Book of Inverted Darkness, page 531

Thollos Shever is in his late thirties, tall, and balding. With his thick spectacles and paunchy physique, he hardly looks the part of the noble. It surprises many to meet his wife, Redalla, who is a decade younger than he and strikingly beautiful. These two have an excellent marriage, however, and love each other deeply.

Thoughtstone, page 166
Invisible charm, page 118
Mage coins, page 155



House Shever Coat of Arms

The Arena, page 315
The Shuul, page 131

House Shever is infamous for the conflicts between Thollos and his brother Marcad. These two seem to agree on absolutely nothing. Marcad has a reputation as somewhat of a gadabout, but in truth he actually has a strong interest in politics. He just doesn't share his brother's interest in machines.

FROM MY CAMPAIGN TO YOURS

In the original Praemal Campaign, the PCs encountered a foe named Vladaam (see page 238). When some of those same players joined the first Ptolus Campaign and heard of House Vladaam, they knew that these were not people to trust!

Vested of the Galchutt, page 60
The Fallen, page 110

House Rivalries and Alliances

Noble House	Allies	Enemies
Abanar	None	Khatru, Nagel
Dallimothan	Kath, Nagel	Vladaam, Knights of the Golden Cross
Erthuo	Sadar (secret ally)	None
Kath	Dallimothan, Nagel, Sadar	Abanar, Khatru, Rau, Vladaam
Khatru	Shever	Abanar, Kath, Rau, Sadar, Vladaam
Nagel	Dallimothan, Kath, Knights of the Golden Cross, Iridithil's Home	Sadar
Rau	Abanar	Kath, Khatru
Sadar	Vladaam, Kath, Inverted Pyramid, Erthuo	Nagel
Shever	Khatru, Shuul	Vladaam
Vladaam	Sadar, Balacazars, chaos cults, Fallen/Forsaken	Dallimothan, Khatru, other houses, Knights of the Golden Cross

2nd—*cat's grace, darkness, false life, knock, mirror image, whispering wind.*
1st—*magic missile* (2), *mount, ray of enfeeblement, silent image, shield.*
0—*detect magic, detect poison, mage hand, mending.*
Possessions: *Shadowstaff, bracers of armor +8, robe of eyes, headband of intellect +4, ring of wizardry III,* ***thoughtstone****, wand of stoneskin* (45 charges), Inverted Pyramid's ***invisible charm***, 10 ***mage coins*** (in a vault).

SHEVER

Known for their skill with machines, the members of House Shever made a great deal of gold long ago and commanded significant political influence. Their connections to the Empire were very strong—ties much more evident than the other noble houses'. Now, as the Empire partially built upon Shever technology fades (and the technical lore fades even faster), House Shever was until recently also fading in influence.

House Shever is the youngest of the noble houses. Still, only House Nagel finds itself in more dire straits today. Shever's finances are quickly drying up, and with each passing year the family loses more and more political influence. "Blossomed too fast, too early," people say of House Shever—although that seems to be overstating a bit the plight of a family that still commands some power, wealth, and respect after a thousand years.

Thollos Shever (male human expert16) is the head of the house. A skilled technologist, Thollos spends more time in his workshop with steam-powered experiments than anywhere else. In truth, his wife Redalla (human aristocrat7) maintains the order of the house and conducts most of its actual business. Their young children all study the technical arts of their father. The only other titled member of the Shever family is Thollos' younger brother, Marcad (human aristocrat3/fighter4), who shares none of Thollos' skills with machines.

Thollos has long feared that Marcad's lack of technical aptitude adds credence to the theory that the decline of the Empire and its technology is more than just happenstance, but actually a fundamental change in the way of the world. As one of the first of the Shever bloodline ever to possess no propensity toward machinecraft, he may represent a shift toward chaos, ignorance, and simplicity. Marcad can often be found at the Arena or in any of the various gambling dens in the city.

Unsurprisingly, House Shever maintains strong ties to a new upstart organization called the Shuul, which promises the return of progress, order, and technology, as well as the strengthening of the Empire. These goals all would benefit the Shever family and, perhaps more importantly, reinforce their worldview. Most other noble houses ignore the members of House Shever, although if they were ever to rise again to prominence, they certainly would be enemies of House Vladaam. In the past, they have held an alliance with House Khatru.

For more details on the estate of House Shever, see Chapter 12: Nobles' Quarter (page 298).

VLADAAM

House Vladaam is not only the oldest of the noble houses but also the most decadent and corrupt. A fact that remains unknown to most, the members of this noble family trace their lineage back to the ancient race of dark entities called the Natharl'nacna—or at least to their servants. The members of House Vladaam descended from a being known as Vladaam, one of the ancient Vested of the Galchutt. Today, the family funds a number of criminal organizations, profiting from theft, extortion, smuggling, illegal gambling, assassination, and trade in slaves, drugs, and evil magic items. Even in a city where demons walk the streets (as the Fallen), the Vladaam family may hold its darkest depths of evil.

House Vladaam seeks the awakening and return of the Natharl'nacna. Aside from gaining as much

evil power as they can, its members want to find a path to the Caverns of the Galchutt where the Natharl'nacna sleep. Barring that, they would settle for finding a way into Jabel Shammar, the Dread One's fortress atop the Spire.

The family has, in no uncertain terms, been a menace to the world virtually since day one. For example, in 651 IA, Yrkyth Vladaam created the Enigma Engine, a monstrosity of technology and magic, which he hoped would tap into the power of the Entropy Sphere by regulating the Gates of Delirium from a distance. He failed, but the Enigma Engine still exists somewhere under the city. Some knowledgeable, power-mad mages seek it, believing that, unlike Yrkyth, they could make it work.

The house's leader is **Iristul Vladaam** (male tiefling fighter8/blackguard10), currently abroad seeking the six ***hungerswords***. This man of decadent and unsavory appetites is father to all the other titled House Vladaam members: Gattara, Godfred, Navanna, and Aliaster. Their mothers are all dead.

While Iristul is away, his daughter Navanna runs things. All the Vladaams are wicked and cruel, but Navanna is also extremely devious and more cautious than most of her relations. She is not the most powerful of the family, nor the eldest, but she is the best leader.

Navanna Vladaam

Navanna maintains a number of false identities in the city, including one as Nicalon Regelis, a member of the Knights of the Chord. As Nicalon—a tall, thin, dark-skinned human man—she speaks out strongly against House Vladaam in order to learn what her enemies have to say. Nicalon keeps to himself most of the time, so few of the other knights know anything about him. He seems to be a devout worshipper of Jode but very poor at calling upon the magical power of music. Nicalon is entirely a creation of Navanna's. She used her brother Aliaster's magical aid to fake her way through the order's initiation rites. In any of her many guises, Navanna has Aliaster cast *misdirection* on her to avoid *detect evil* or similar spells. In addition to her manufactured identities, Navanna has a network of spies and agents throughout the city. Her personal agents are all werewolves (see sidebar), although she is not a lycanthrope herself.

Her real appearance is that of a short-haired, pointy-chinned human woman in her twenties, extremely fit and thin. Her hair is dark brown and her skin is extraordinarily black—almost blue—so that she might be mistaken for a dark elf. However, her teeth are bright yellow, and she has four tiny yellow horns on her forehead right at the hairline.

Navanna Vladaam
Female tiefling (Chaotic Evil)
Fighter 5/rogue6 **CR** 12
HD 6d6+18 + 5d10+15 **hp** 85
Init +7 **Speed** 30 feet
AC 19, touch 13, flat-footed 19
BAB/Grapple +9/+12
Attack +14 melee (1d8+6, longsword)
Full Attack +14/+9 melee (1d8+6, longsword), or +13/+8 ranged (1d8+3, longbow)
SA *Darkness* 1/day, sneak attack +3d6
SQ Resistance to cold 5, electricity 5, and fire 5, darkvision 60 feet, evasion, trap sense +2, uncanny dodge
Fort +9, **Ref** +9, **Will** +5
Str 16, **Dex** 17, **Con** 17, **Int** 14, **Wis** 14, **Cha** 15
Crucial Skills: Bluff +12, Disable Device +8, Hide +9, Listen +6, Move Silently +11, Search +4, Sense Motive +10, Spot +7, Tumble +10, Use Magic Device +11.
Other Skills Diplomacy +8, Disguise +17, Forgery +8, Open Lock +10, Swim +9.
Crucial Feats: Blind-Fight, Combat Expertise, Dodge, Mobility.
Other Feats: Improved Initiative, Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: *Cloak of charisma +2, headband of dimension door* (1/day), *+1 longsword of subtlety, +2 leather armor, +1 buckler; potions of cure moderate wounds, cat's grace, nondetection,*

URBAN WEREWOLVES

Navanna's werewolves do not use traditional rules for lycanthropes. The agents who work for her take either their normal form (usually human) or a hybrid form. In their hybrid form, the agents look like hulking, furry bipedal creatures. As hybrids, they simply add the following to their normal forms:

- Hit Dice increase one type (d12 max.).
- Add +10 to speed.
- Add +4 natural bonus to AC.
- A bite attack inflicts 1d6 points of damage and inflicts lycanthropy (Fortitude save, DC 15).
- Add DR 15/silver.
- Include the ability to shift forms as a standard action.
- Include the scent ability.
- Add +2 racial bonus on Fortitude and Will saves.
- Add +4 racial bonus on Strength, Dexterity, and Constitution.
- Add +4 racial bonus on Search, Spot, and Listen, and on all checks having to do with influencing wolves or dogs.
- Add the Blind-Fight and Improved Initiative feats.
- Add +2 to normal CR.

Caverns of the Galchutt, page 453
Jabel Shammar, page 501

Entropy Sphere, page 499
Gates of Delirium, page 499

DM TIPS

The Vladaam children presented here all have game stats but their father Iristul does not. This is because Iristul is far, far away at present, searching for the hungerswords. *He seeks them because he has unearthed an ancient spell that, if cast on all six hungerswords at once, can make them even more deadly and powerful: This spell would allow them to literally annihilate any living thing they touch. Should his search ever become part of the campaign, it shouldn't happen until quite late in the campaign, as Iristul is very powerful. If he should successfully gather all six swords and use the spell, he and his children will become extraordinarily deadly.*

Hungersword, page 98



House Vladaam Coat of Arms

Navanna Vladaam is one of the main antagonists in The Banewarrens *adventure (see CD-Rom).*

Standard werewolves guard the estate of House Vladaam in the Nobles' Quarter.

Hungerswords

It is said that six of these swords exist. They are all +5 unholy greatswords made of black adamantine (see page 45) with bone hilts and pommels.

Once per day, the energy of a hungersword creates a black, skull-shaped mark on the face, hand, or other prominent feature of any creature, living or undead. Those bearing this mark gain an immunity to all death effects. They also possess the ability to launch a pale grey ray of energy, which requires a ranged touch attack to hit the target. Targets struck must make a Fortitude saving throw (DC 22) or die. Even those who make the save suffer 1d4 points of temporary Constitution damage. Using this ray of death ability immediately dismisses the mark.

The sword absorbs good spells and spells from good-aligned clerics like a rod of absorption, *with no maximum amount of absorption, although the levels are not used for spellcasting. Each spell level can be used to confer an additional +1 damage bonus to a given strike with the weapon (to a maximum of +10 points of damage per strike).*

In combat, these evil swords bestow a negative level with every successful strike. A Fortitude save (DC 23) shakes off the negative level one day later.

Strong abjuration and evocation; CL 19th; Weight 4 lbs.

Thoughtstone, page 166
Mage coin, page 155

Lord Zavere of Castle Shard was once an associate of Iristul Vladaam.

and *invisibility; elixir of glibness,* masterwork composite longbow (Strength +3), masterwork arrows (12), deathblade poison (2 doses), gold necklace worth 500 gp, gold and emerald ring worth 1,700 gp, disguise kit, 10 pp, 50 gp.

Navanna's Typical Agent
Male human shapechanger (urban werewolf hybrid form), (Neutral Evil)
Warrior5 **CR** 6
HD 5d10+20+3 **hp** 60
Init +8 **Speed** 40 feet
AC 20, touch 14, flat-footed 16
BAB/Grapple +5/+10
Attack/ Full Attack +11 melee (1d6+5 bite) or +10 ranged (1d6+5, javelin)
SA Curse of lycanthropy
SQ Scent, DR 15/silver, alternate form
Fort +10, **Ref** +3, **Will** +4
Str 20, **Dex** 18, **Con** 18, **Int** 12, **Wis** 12, **Cha** 11
Crucial Skills: Balance +6, Hide +4, Jump +13, Listen +5, Move Silently +6, Search +8, Spot +5.
Other Skills: Handle Animal +8 (+12 with dogs or wolves).
Crucial Feats: Blind-Fight, Power Attack.
Other Feats: Improved Initiative, Toughness, Weapon Focus (bite).
Possessions: *Bracers of armor +2,* masterwork javelins (3).

Aliaster Vladaam

Aliaster Vladaam appears to be a human in his fifties with completely black eyes. He wears special lenses to disguise his eyes if he feels the need, but when lounging about the estate (which is what he normally does), he does not wear them. He has six fingers on each hand and six toes on each foot. While Navanna possesses great ambition and drive, Aliaster does not. What little motivation he has he puts into his study of magic. Aliaster helps his younger half-sister with her schemes by casting spells on her or for her in the simple hope that she will leave him alone and not actually force him to go into a dangerous situation. His cowardice seems doubly surprising, as his unnatural heritage has clearly left him much sturdier than a typical wizard.

Aliaster Vladaam
Male tiefling (Chaotic Evil)
Wizard13 **CR** 13
HD 13d4+52 **hp** 91
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +6/+7
Attack +8 melee (1d4+1, dagger)
Full Attack +8/+3 melee (1d4+1, dagger)
SA *Darkness* 1/day
SQ Resistance to cold 5 electricity 5, and fire 5; darkvision 60 feet
Fort +8, **Ref** +8, **Will** +9
Str 12, **Dex** 14, **Con** 19, **Int** 19, **Wis** 12, **Cha** 12
Crucial Skills: Concentration +20, Listen +4, Spot +7.
Other Skills: Appraise +7, Craft (alchemy) +20, Craft (sculpting) +19, Knowledge (arcana) +19, Knowledge (history) +19, Knowledge (local) +5, Spellcraft +18.
Crucial Feats: Combat Casting.
Other Feats: Alertness, Empower Spell, Heighten Spell, Lightning Reflexes, Quicken Spell, Scribe Scroll, Spell Focus (evocation).
Spells: 4/5/5/5/5/3/2/1; save DC 14 + spell level, DC 15 + spell level for evocation spells.
7th—*finger of death.*
6th—*chain lightning,* heightened *suggestion.*
5th—*cone of cold, teleport, wall of stone.*
4th—*greater invisibility, polymorph self, scrying, stoneskin, wall of ice.*
3rd—*fly, gaseous form, haste, lightning bolt, suggestion.*
2nd—*ghoul touch, mirror image, misdirection, web, whispering wind.*
1st—*burning hands, charm person, mage armor, magic missile, shield.*
0—*daze, detect magic, mage hand, read magic.*
Possessions: *Ring of spell storing (unholy aura), wand of lightning bolt* (41 charges), scroll of *flesh to stone, potion of cat's grace,* ***thoughtstone***, masterwork dagger, wyvern poison (1 dose), platinum black pearl ring worth 850 gp, 1 ***mage coin*** (in a vault).

Gattara Vladaam

Gattara is the eldest sibling, but she is hopelessly mad, given to fits of irrational rage without notice. Once thought a promising wizard, she gave up her studies to serve as a priestess to the Galchutt. She has a round face and shoulder-length dark brown hair. She wears scandalously revealing garments much of the time.

Gattara Vladaam
Female tiefling (Chaotic Evil)
Sorcerer4/cleric3 (Galchutt)/ mystic theurge9 **CR** 16
HD 4d4+12 + 3d8+9 + 9d4+27 **hp** 101
Init +2 **Speed** 30 feet
AC 22, touch 16, flat-footed 20
BAB/Grapple +8/+9
Attack +12 melee (1d8+3, heavy mace)
Full Attack +12/+7 melee (1d8+3, heavy mace)
SA *Darkness* 1/day
SQ Resistance to cold 5 electricity 5, and fire 5; darkvision 60 feet
Fort +10, **Ref** +7, **Will** +18
Str 12, **Dex** 14, **Con** 17, **Int** 18, **Wis** 20, **Cha** 17
Crucial Skills: Concentration +14, Listen +10, Search +7, Spot +7, Tumble +7.
Other Skills: Appraise +9, Craft (alchemy) +15, Heal +18, Knowledge (arcana) +19, Knowledge (history) +15, Knowledge (religion) +13, Spellcraft +22, Swim +6.
Crucial Feats: Combat Reflexes, Dodge, Empower Spell.
Other Feats: Alertness, Extra Turning, Scribe Scroll, Weapon Focus (heavy mace).
Sorcerer Spells Known: 6/7/7/7/6/6/4; save DC 13 + spell level.



6th—*eyebite, true seeing.*
5th—*baleful polymorph, cone of cold, passwall.*
4th—*Eva's black tentacles, fear, shout, wall of fire.*
3rd—*displacement, fireball, gaseous form, ray of exhaustion.*
2nd—*blindness/deafness, false life, ghoul touch, invisibility, see invisibility.*
1st—*burning hands, disguise self, mage armor, shield, sleep.*
0—*acid splash, dancing lights, detect magic, ghost sound, light, mage hand, prestidigitation, read magic,* ***sense spell****.*
Domains: Destruction, Evil.
Cleric Spells: 6/7+1/5+1/5+1/4+1/4+1/2+1; save DC 15 + spell level.
6th—*harm, heal, summon monster VI.*
5th—*dispel good, flame strike, righteous might, scrying, spell resistance.*
4th—*cure critical wounds* (2), *giant vermin, summon monster IV, unholy blight.*
3rd—*contagion, cure serious wounds, dispel magic* (2), *magic vestment, protection from energy.*
2nd—*aid, augury, bear's endurance, bull's strength, shatter, silence.*
1st—*bane, command* (2), *doom* (2), *entropic shield, protection from good, sanctuary.*
0—***assess creature****, cure minor wounds* (2), *detect magic* (2), *guidance.*
Possessions: +2 *mace of spell storing (contagion), ring of protection +4, bracers of armor +6, broom of flying,* ***thoughtstone****; potions of lesser restoration, fly,* and *fox's intellect;* scroll of *feeblemind* and *true seeing*; scroll of *project image, shape-change,* and *greater teleport*; scroll of *wall of force* and *wall of iron;* scroll of *summon monster VI, word of recall*, and *raise dead;* silver and amethyst necklace worth 800 gp, silver and amethyst ring worth 300 gp, healer's kit, 50 pp.

Godfred Vladaam

Godfred is the youngest and Iristul's favored, but the head of House Vladaam is smart enough to know that the boy is too slow witted and rash to be in charge. A lumbering oaf, Godfred is a master of the greatsword and wields the only *hungersword* his father has yet found. He is tall, dark haired, and pale, with extremely broad shoulders. Godfred has thick hair and bushy eyebrows, and a long scar down one side of his often unshaven face.

Godfred Vladaam
Male tiefling (Neutral Evil)
Fighter15 **CR** 15
HD 15d10+60 **hp** 144
Init +4 **Speed** 30 feet
AC 21, touch 14, flat-footed 17
BAB/Grapple +15/+20
Attack +26 melee (2d6+14, 17–20/×2, greatsword), or +22 ranged (1d8+4+1d6 fire, 19–20/×3, longbow)

The Vladaam Family (from left): Gattara, Aliaster, Iristul, Godfred, and Navanna.

Sense spell, page 644

Iristul gave the only hungersword *he has found to date to his son Godfred. What none of the Vladaam family knows is that one of the other five* hungerswords *has been found—it is currently in the hands of Sheva Callister (page 222). However, Sheva's sword has been altered magically and obfuscated to help keep it from the Vladaams.*

The Ptolus: City by the Spire *comic book deals directly with Sheva's struggle to keep her sword out of Vladaam clutches.*

Assess creature, page 639
Thoughtstone, page 166



Knights of the Golden Cross, page 124
Cults of Chaos, page 71

Menon Balacazar pretends to be a wealthy financier, even though virtually everyone in town knows he leads a large criminal organization. If during one of his rare public appearances someone suggests he is something other than a businessman, that person usually disappears soon thereafter—no matter who it is.

The Vai, page 139
Pale Dogs, page 131
Forsaken, page 112
Fallen, page 110
Sisterhood of Silence, page 134

The Dread Cloak

This evil artifact of Menon Balacazar is black as night and lined with black felt. It adds a +10 bonus to the wearer's Hide checks, provides a +4 armor bonus and a +4 deflection bonus to AC, and gives a +4 resistance bonus to saves. It has a continuous nondetection *ability. Once each day for ten minutes it provides a* displacement *effect (50 percent miss chance). It allows the wearer to become* invisible *once per day, also for ten minutes. Lastly, once per week, it allows the user to use a* greater teleport *spell. The drawback to this malevolent item is that the wearer must bathe it in the blood of a human once each week, then eat that human's heart.*

Strong transmutation and abjuration; CL 18th; Weight 5 lbs.

Full Attack +26/+21/+16 melee (2d6+14, 19–20/×2, greatsword) or +20/+20/+15/+10 ranged (1d8+4+1d6 fire, 19–20/×3, longbow)
SQ Resistance to cold 5 electricity 5, and fire 5; darkvision 60 feet
Fort +13, **Ref** +9, **Will** +4
Str 20, **Dex** 18, **Con** 19, **Int** 8, **Wis** 9, **Cha** 12
Crucial Skills: Climb +19, Intimidate +7.
Other Skills: N/A.
Crucial Feats: Cleave, Combat Reflexes, Dodge, Weapon Specialization (greatsword), Improved Critical (greatsword), Mobility, Point Blank Shot, Power Attack, Rapid Shot.
Other Feats: Improved Critical (longbow), Weapon Focus (greatsword), Weapon Focus (longbow), Weapon Specialization (longbow).
Possessions: *+2 mithral breastplate, hungersword, +1 flaming longbow, +2 arrows* (20), *potion of shield of faith +3,* climber's kit, 55 gp.

House Vladaam's list of enemies is long. Most people do not trust this family, either because of the rumors of its demonic heritage or because of nefarious deeds its members have committed over the years. With the exception of House Sadar, all the noble houses despise Vladaam, although House Dallimothan and House Khatru remain the clearest of their foes. The Knights of the Golden Cross, an organization as old as House Vladaam, has opposed nearly every action the family has ever taken.

The house's allies include House Sadar, the Balacazars, the Cults of Chaos, and even the Fallen and the Forsaken (as allies of allies).

For more on the estate of House Vladaam, see Chapter 12: Nobles' Quarter (page 298).

BALACAZAR CRIME FAMILY

Probably the most powerful crime family in the city, the Balacazar clan is certainly the oldest. **Menon Balacazar** is the aging head of the organization, with his son, Malkeen, taking his place as second in command. Menon has two other children, his daughters Fesamere and Maystra.

For more than two centuries—dating back to Menon's great-great-grandmother, Maven—the family has literally run the business of crime in Ptolus. Far from the seat of power in the Empire, Ptolus seemed an opportune place in which to do business: lots of commerce, lots of money, and few obstacles. Today, the family's extensive organization funds a number of criminal enterprises, gaining profit from theft, extortion, smuggling, illegal gambling, assassination, and trade in slaves, poisons, and drugs.

In addition to the various houses and apartments it holds in a variety of false names throughout the city, the family owns a number of warehouses, storefronts, crafthouses, and other buildings. Some of its businesses are entirely legitimate, some are purely fronts. In any case, all these locations serve as potential safe houses or meeting places for members of the organization.

Under Menon, the family has begun to deal more and more in magic-related contraband, such as magic items with illegal spells (*dominate person, animate dead, contagion*), evil magic items, mind-controlled slaves, and demonic or undead slaves. He seems to have a fascination for black magic.

The Balacazars are very smart. They know that as long as they don't do anything terribly overt—burn down a noble estate, kill dozens in broad daylight, murder a large number of City Watch guards, or commit a major crime easily traceable to the family itself, the Commissar will allow them to continue. Taking them on would be too difficult, and in the end fighting them would amount to a war in the city. So the Balacazars keep their businesses going subtly and quietly, earning hundreds of thousands in gold every year. This is the way it has worked for generations, and it's the way the family feels it should continue. Now and then, challenges to this status quo arise to make trouble for the Balacazars.

RELATIONS

The Balacazar family really has no allies, but it does have partners. The twin Lords Keper of the Vai do as Menon commands, and in exchange receive goods and information. Through them, the Balacazars can exert influence over the various chaos cults and even—to a degree—the Forsaken. And, of course, all these groups, plus the Fallen and most religions of evil gods, do business with the Balacazars to obtain various commodities: slaves/victims, poisons, drugs, evil magic items, and so on. The family also has friends in the Nobles' Quarter, particularly among Houses Vladaam and Sadar, but also in House Rau. They even do extensive business with some of the darker members of the Inverted Pyramid and among the Pale Dogs of the Warrens.

As influential and long as their list of business partners may be, the Balacazars surely have more enemies than friends. No one hates the Balacazar family more than the Sisterhood of Silence. While the Sisters need not limit themselves to acting upon what can be proven in court and do not worry about evidence, they don't confront the Balacazars directly; they do not believe it to be a fight they can win—at least, not yet.

Throughout his administration, the Commissar has done little to oppose the Balacazars. He views them as something of a necessary evil. Sure, he'd like to see Menon behind bars and all his criminal operations brought to an end, but the truth is, there will always be crime. The structure of the Balacazar

family brings a sort of organization to the otherwise anarchic nature of the crime in the city. With the Balacazars behind it, criminal activity maintains an ordered, predictable pace. The Commissar knows that Balacazar doesn't want a war with him, and so he makes sure that those under his command never stray past unacceptable bounds. It's a way to maintain the status quo. And, truth be told, the Commissar is not entirely certain that if he went to war with the Balacazars, he could win.

The family's greatest opponent is also its newest. The recent emergence of **Kevris Killraven** onto the organized crime scene has hit Ptolus' underworld elements like a firestorm. Suddenly, the Balacazar family has competition. Today the city exists in the midst of a gang war between these two organizations: The bloody aftermath of the secret, nighttime battles can be seen in back alleyways the following mornings.

MENON BALACAZAR

To reach Menon Balacazar, one must peel the onion of the criminal underworld to its very core. No one goes to see Menon—people find themselves summoned before him, or, rarely, he goes to see them. Layers and layers of bureaucracy lie between the average thug and the grand master of the family. Most people in the organization have never laid eyes on Menon Balacazar nor ever have a clue where he is at any given time. He is a most mysterious figure.

Dark and ruthless, Menon is full of spite, bile, and cynicism. He sees no light in the world, only shades of darkness, and he believes the only real way to get ahead is to embrace the deepest darkness that he can find. Although he is no spellcaster, he is one of the world's foremost experts on black magic, demons, and supernatural corruption. Menon even looks the part—he is shriveled, decrepit, and palsied, and he likely sustains himself only by drugs and magic.

Menon ultimately wishes to retire. He assumes his son will take his place, and Malkeen assumes the same. His daughter Maystra has other plans, but Menon, unlike the rest of the family, is fully aware of her schemes. He assumes that Malkeen will discover them eventually and most likely kill her.

The family owns a number of residences throughout the city, but Menon prefers the manor along the sea cliffs north of town. A secret underwater entrance allows the **Covenant of Blood** to interact with the local sahuagin who serve the vampires.

Rumors say that Menon himself is a vampire. Although this tale is false, he takes no steps to dissuade people from thinking him undead, and it's worth mentioning that Menon is one living human that even vampires will work with and treat with respect.

Both rumors and respect might stem from the copious amounts of black magic with which Menon surrounds himself. First and foremost, there's the powerful artifact known as the *dread cloak* (see sidebar). This item, said to have been stolen from Orcus himself, was brought here by **Lilith** and sold to Menon in secret for an undisclosed sum (but certainly enough to fund her convoluted schemes in the **Dark Reliquary**).

Another rumor has it that Menon keeps a minor goddess, **Unnah**, Mistress of the Blades, captive in his manor north of town. This incredible rumor is true. Within a vault this minor goddess remains trapped inside a magic candle. Apparently, a group of powerful wizards in Kem captured her just before their own murder. The candle was traded to the Balacazars and brought here. The Hussar—fanatical warrior-cultists who serve Unnah—must work as enforcers and assassins for the Balacazar family while he holds their deity hostage.

Menon Balacazar
Male human (Chaotic Evil)
Expert7 **CR** 8**
HD 7d6+20 **hp** 40
Init +3 **Speed** 30 feet
AC 21, touch 17, flat-footed 18
BAB/Grapple +5/+5
Attack/Full Attack‡ +5 melee or +8 ranged
Fort +6, **Ref** +9, **Will** +10
Str 11*, **Dex** 16*, **Con** 10*, **Int** 21, **Wis** 12, **Cha** 17
Languages: Abyssal, Common, Dwarvish, Elvish, Halfling.
Crucial Skills: Hide +22, Listen +3, Move Silently +15, Search +9, Spot +3, Use Magic Device +16.
Other Skills: Diplomacy +9, Disguise +13, Forgery +14, Gather Information +13, Knowledge (arcana) +17, Knowledge (local) +15, Knowledge (nobility and royalty) +14, Knowledge (religion) +11, Profession (businessman) +11.
Crucial Feats: Dodge.
Other Feats: Alertness, Skill Focus (Knowledge [arcana]), Skill Focus (Use Magic Device).
Possessions: ***Dread cloak***, *headband of intellect +2, boots of elvenkind, amulet of false life* (continuously grants him 20 bonus hit points), void bomb (see Chapter 30: Chaositech), onyx ring worth 2,500 gp, platinum ring worth 1,200 gp, 70 pp, 45 ***mage coins*** (in a vault).
* Without drugs, each of these scores is 8 points lower.
** Menon has far greater than the normal amount of gear, so his CR has been raised by 2 points.
‡ Noncombatant; no damage stats needed.

Lilith, page 111
Dark Reliquary, page 238
Unnah, page 70

Kevris Killraven, page 121

The Covenant of Blood

The Balacazar family has long held an affection for vampires. Over the last five decades, Menon has used magic and influence to gather together six particularly powerful vampires to recreate the bonds of an ancient pact called the Covenant of Blood. In ages past, mighty vampire sorcerers forged an agreement with the sahuagin of the Whitewind Sea that ensured able-bodied sahuagin warriors would come and serve the vampires in exchange for fresh blood (specifically, live land-dwelling victims). Now that six vampires work together once more in the name of the Covenant, sahuagin once again come to the coast to serve them. And since the vampires work for Balacazar, so do these sea creatures.

The most powerful of the vampires is Medre Allaconda (page 249), a member of the Forsaken. She owns the horn of blood *(page 270), which the Covenant can use to call in sahuagin from the deep sea in exchange for blood, as laid out in the original agreement. They use the horn very sparingly.*

Dread cloak, page 100
Mage coins, page 155



Hadrien Runihan, one of the Covenant of Blood (page 195)

Malkeen Balacazar has recently acquired a tattoo over his right eye. This is a symbol of an ancient and obscure assassins' cult from the far south, worn only by those who master the marriage of stealth and magic.

DM TIPS

It's worth noting that a sneak attack from Malkeen's bodyguard, Na'haras (see next page), has a +22 attack bonus and inflicts 11d6+9 points of damage, plus 1 point of temporary Constitution damage, 2 points of temporary Strength damage, and 2 negative levels. And that's not counting the benefits gained from true strike *or* cat's grace. *Enemies of Malkeen Balacazar don't stay alive very long.*

Na'haras was a deadly assassin in Kem over two thousand years ago. Malkeen Balacazar received his remains as a gift from his father on his twentieth birthday and had him reconstituted as an undead protector.

Onyx Spider, page 215

Assess creature, page 639

Disruption ray emitter, page 573



MALKEEN BALACAZAR

Malkeen is Menon's middle child. His older sister, Maystra, never wanted a position of power within the organization (although things have changed; see the next section). Thus, it fell to Malkeen to take upon himself the mantle of "heir apparent." One day, after his father retires or dies, Malkeen will run the organization. Contrary to what many would assume, Malkeen has no desire for that day to come prematurely. As it is now, Malkeen wields a great deal of power in the city and commands almost limitless wealth. He sees his father's position as having only more responsibility, not additional benefits. That said, when the day comes, he will not shirk his duties—he will control the family and its operations, and most likely he will do so with great efficiency.

Already, when new contacts wish to parley with the Balacazar family, they must come to Malkeen first. Menon sees only his longtime acquaintances and associates. In his role as the family's public representative, Malkeen spends a great deal of time at the Onyx Spider (on Tavern Row in Midtown), using it as a meeting place for much of his business activity. As the tavern is wholly owned by the family, not only is it a safe place for him, but one where he enjoys special treatment. He has a reserved booth always waiting for him, and the Spider's two bartenders take messages for him whenever he is not there.

Malkeen has average looks, with dark hair and medium skin. Dark circles and a weary redness frequently mark his somewhat droopy eyes. He has the appearance of one who does not sleep much, which is accurate. He takes extensive illegal stimulants to keep himself going, but the wear and tear this causes to his body is evident. Still, despite these conditions, his mind is sharp. Malkeen never falls prey to overconfidence; he usually assumes that those he deals with are dishonest, at least on some level. Once he finds the heart of someone's dishonesty, he doesn't let on, for it gives him the upper hand.

Malkeen Balacazar
Male human (Lawful Evil)
Evoker8/rogue3/arcane trickster2 **CR** 14**
HD 8d4+32 + 3d6+12 + 2d4+8 **hp** 89
Init +4 **Speed** 30 feet
AC 22, touch 14, flat-footed 18
BAB/Grapple +7/+8
Attack +11 ranged (3d6 plus Fortitude save [DC 14] or –4 penalty on attacks, saves, and checks for 1d6+4 rounds, emitter)
Full Attack +11/+6 ranged (3d6 plus Fortitude save [DC 14] or –4 penalty to attacks, saves, and checks for 1d6+4 rounds, emitter)
SA Sneak attack +3d6
SQ Evasion, ranged legerdemain 1/day, trap sense +1
Fort +7, **Ref** +12, **Will** +11
Str 13*, **Dex** 19*, **Con** 18*, **Int** 17, **Wis** 12, **Cha** 12
Crucial Skills: Disable Device +10, Escape Artist +11, Hide +9, Move Silently +10, Search +5, Sense Motive +7, Spot +3.
Other Skills: Craft (alchemy) +7, Craft (chaositech) +9, Decipher Script +10, Gather Information +10, Knowledge (arcana) +16, Knowledge (geography) +4, Knowledge (local) +16, Knowledge (nobility and royalty) +10, Open Lock +7, Spellcraft +10, Use Rope +8.
Crucial Feats: N/A
Other Feats: Brew Potion, Craft Wand, Craft Wondrous Item, Investigator, Quicken Spell, Scribe Scroll, Spell Focus (evocation), Still Spell.
Prohibited Schools: Necromancy, enchantment.
Spells: 4+1/5+1/5+1/4+1/3+1/2+1; save DC 13 + spell level, DC 14 + spell level for evocation spells.
5th—quickened *magic missile, sending, wall of force.*
4th—*fire shield, ice storm* (2), *Otil's resilient sphere.*
3rd—*dispel magic, displacement, lightning bolt* (2), *stinking cloud.*
2nd—*blur, invisibility,* stilled *magic missile, mirror image, scorching ray, shatter.*
1st—*magic missile* (3), *shocking grasp, shield, silent image.*
0—***assess creature****, detect magic, mage hand, message, flare.*
Possessions: Disruption ray emitter, *bracers of armor +4, amulet of natural armor +4, cape of the mountebank, figurine of wondrous power*

(obsidian steed), ***thoughtstone***, **void bomb**, *wand of fireball* (CL 10th, 39 charges), scroll of ***divinatory expungement***, *potions of cure serious wounds* (3), *potions of see invisibility* and *protection from fire, elixir of sneak*, pock-etwatch, 350 gp, 10 ***mage coins*** (in a vault).

* Without drugs, each of these scores is 8 points lower.

** Malkeen has more gear than normal, so his CR has been raised by 1.

Malkeen's bodyguard is Na'haras, an ancient human recently brought back to life via an equally ancient, powerful, and evil spell to walk the earth as a "vampire of the void" (see sidebar) Even in life, Na'haras was a cold-blooded killer without an inkling of remorse, and he possessed an engineered genetic talent for deadly strikes. No one ever sees Malkeen without Na'haras—in fact, the vampire is usually seen first. Na'haras has bright red hair, chalk-white skin, and a small, slight frame. When he opens his mouth, only utter blackness is revealed, as though his interior is an open gateway to an endless void (which is exactly what it is).

Na'haras
Male human vampire of the void (Lawful Evil)
Medium undead (augmented humanoid)
Rogue10/assassin5 **CR** 18
HD 15d12+30 **hp** 120
Init +10 **Speed** 30 feet
AC 26, touch 16, flat-footed 26
BAB/Grapple +10/+14
Attack +18 melee (1d6+5+1 Constitution plus energy drain, short sword) or +14 melee (1d6+4 plus energy drain, slam)
Full Attack +18/+13 melee (1d6+5+1 Constitution plus energy drain, short sword), or +14 melee (1d6+4 plus energy drain, slam)
SA Sneak attack +10d6 +2 points of Strength damage, death attack (DC 18), energy drain (2 negative levels; 3 for each round he maintains a pin), blood drain, dominate (Will save, DC 21, CL 12th).
SQ Undead traits, darkvision 60 feet, resistance to cold 10 and electricity 10, gaseous form and *spider climb* at will, +4 turn resistance, fast healing 5, DR 10/silver and magic, alternate form (bat, dire bat, feral dog, or dire wolf), evasion, improved uncanny dodge.
Fort +4, **Ref** +19, **Will** +11
Str 18, **Dex** 22, **Con** —, **Int** 16, **Wis** 20, **Cha** 19
Crucial Skills: Balance +18, Bluff +21, Climb +17, Hide +27, Intimidate +15, Listen +28, Move Silently +24, Search +22, Sense Motive +13, Spot +15, Use Magic Device +17.
Other Skills: Appraise +15, Decipher Script +13, Knowledge (religion) +5, Open Lock +15, Sleight of Hand +14, Use Rope +19.
Crucial Feats: Combat Reflexes, Dodge, Mobility.
Other Feats: Alertness, Improved Initiative, Lightning Reflexes, Iron Will, Stealthy, Weapon Finesse, Weapon Focus (short sword).
Spells Known: 4/3/1; save DC 13 + spell level.
3rd—*false life, nondetection.*
2nd—*cat's grace, invisibility, pass without trace.*
1st—*detect poison, feather fall, obscuring mist, true strike.*
Possessions: *+2 leather armor, +1 short sword of subtlety and wounding, ring of protection +2, potion of haste,* ***sunless salve****.*

MAYSTRA AND FESAMERE BALACAZAR

Unlike her brother, Maystra wants nothing more than to see her father die so she can take over control of the family. She has so far tried to keep her ambitions a secret—she thinks her father believes she has no interest in the organization. Presently she lacks the influence to have her father murdered, so she is waiting for something to happen to him so she can seize power.

To further confuse things, Maystra often poses as her younger sister, Fesamere, using a magical *amulet of disguise self*. She does this to gather information and sow seeds that will help her later. In addition, if she wants someone murdered, she might pose as Fesamere to order it done.

Maystra is tall and lithe, with dark hair and skin. She has an eight-year-old son, Dullin, whom she dotes upon. For instance, she uses her family's influence to get Dullin parts in local plays and to get him into exclusive schools that simultaneously teach him magic, martial arts, and diplomacy. Dullin is indeed a prodigy. In fact, he is a runebearer.

Maystra Balacazar
Female human (Lawful Evil)
Aristocrat5/rogue5 **CR** 9
HD 5d8–10 + 5d6–10 **hp** 29
Init +7 **Speed** 30 feet
AC 15, touch 13, flat-footed 13
BAB/Grapple +6/+5
Attack‡ +5 melee or +9 ranged
Full Attack‡ +5/+0 melee or +9/+4 ranged
SA Sneak attack +3d6
SQ Evasion, trap sense +1, uncanny dodge
Fort +0, **Ref** +10, **Will** +10
Str 9, **Dex** 16, **Con** 7, **Int** 15, **Wis** 17, **Cha** 15
Crucial Skills: Bluff +10, Disable Device +6, Hide +10, Listen +7, Move Silently +13, Sense Motive +8, Spot +12, Tumble +11.
Other Skills: Diplomacy +11, Disguise +20, Gather Information +10, Knowledge (local) +7, Knowledge (nobility and royalty) +8, Sleight of Hand +5.
Crucial Feats: Dodge.
Other Feats: Improved Initiative, Iron Will, Lightning Reflexes, Skill Focus (Disguise).
Possessions: *Bracers of armor +2, amulet of disguise self* (1/day, 50 minutes, CL 5th,

Thoughtstone, page 166
Void bomb, page 572
Divinatory expungement, page 641
Mage coins, page 155

Sunless Salve

This ointment can be applied to the flesh of a vampire (or other corporeal creature harmed by sunlight) to render it immune to harmful effects of the sun or sunlight (or magical effects, like sunbeam, *that would take advantage of that weakness) for twenty-four hours.*

Faint abjuration; CL 5th; Craft Wondrous Item, darkness, protection from elements; *Price 1,400 gp*

Vampire of the Void

Treat a vampire of the void as a normal vampire with these exceptions: They have no children of the night or create spawn abilities. Instead, by calling upon the void, they can channel their energy drain through a melee weapon. Also, rather than draining blood, the vampire of the void drains even more energy with its bite than with its slam. Lastly, by channeling negative energy from the void, the void vampire gains an additional +30 bonus hit points.

Runebearers, page 60

To achieve her wish of controlling the family business, Maystra Balacazar will first have to kill her brother and maybe even her sister as well. She has laid plans for eliminating her siblings immediately after her father's passing.

Why Aren't These People Arrested?

While it's true that the City Watch in Ptolus is quick to apprehend individuals without any direct proof of criminal activity, the Balacazars are another matter entirely. The Balacazar family is extremely wealthy and influential. It's a well-known fact that if some naïve city guard attempted to arrest a member of the family or even a mid-ranking member of the organization based on hearsay alone—assuming the guard could even pull off the arrest—not only would the criminal be released almost immediately, but the guard likely would "disappear" soon afterward. The system harbors enough corrupt people (see page 152) and those vulnerable to intimidation for the Balacazars to remain out of prison.

Of course, if the Commissar really wanted to get rid of them, he would be within his rights to send troops to slay Menon and family. The problem is, the Commissar doesn't know if his City Watch could pull it off—and if they couldn't, the retribution would likely be ghastly.



Mage coins, page 155

10,000 gp); *potions of barkskin +4, cure light wounds,* and *fly; elixir of glibness,* gold ring worth 150 gp, gold and silver necklace worth 800 gp, disguise kit, 12 pp, 60 gp.
‡ Noncombatant; no damage stats needed.

Fesamere Balacazar is a mystery to most, including her own family and particularly her father. While her ties to her family are strong, Fesamere—"Fes" to her friends—does not share their dark hearts. She's not altruistic, nor does she work against the organization, but she would blanch at committing outright murder herself. Still, she's a renowned thief in her own right, practicing her skills for the sheer enjoyment of it. She frequently breaks into well-guarded homes, vaults, or other structures, steals something of great value, and then returns it anonymously (unless it strikes her fancy as a souvenir, but this is rare, as she wants for nothing). Sometimes she takes on breaking-and-entering assignments for the family, the more challenging the better. No one in the city knows the wards of elite homes and the security of wealthy storehouses better than Fesamere.

Fesamere has dark skin and dyes her hair golden blond. She is slight and very fit.

Fesamere Balacazar
Female human (Neutral)
Rogue10 **CR** 10
HD 10d6 **hp** 46
Init +3 **Speed** 30 feet
AC 18, touch 13, flat-footed 18
BAB/Grapple +7/+7
Attack +12 melee (1d4+2, dagger) or +11 ranged (1d8+1, light crossbow)
Full Attack +12/+7 melee (1d4+2, dagger) or +11 ranged (1d8+1, light crossbow)
SA Sneak attack +5d6
SQ Evasion, defensive roll, improved uncanny dodge, trap sense +3
Fort +3, **Ref** +10, **Will** +6
Str 11, **Dex** 16, **Con** 11, **Int** 14, **Wis** 16, **Cha** 17
Crucial Skills: Balance +10, Bluff +16, Climb +15, Disable Device +13, Escape Artist +15, Hide +16, Listen +10, Move Silently +16, Search +11, Sense Motive +15, Spot +5, Tumble +15.
Other Skills: Open Lock +11, Sleight of Hand +15.
Crucial Feats: Dodge, Mobility, Point Blank Shot.
Other Feats: Alertness, Weapon Finesse.
Possessions: *+2 studded leather of heavy fortification, +2 dagger, +1 light crossbow, +1 bolts* (15), *bag of holding* (type II); *potions of invisibility, cat's grace,* and *cure moderate wounds*; gold ring with a ruby worth 1,000 gp, climber's kit, 50 feet of silk rope, 50 gp, 9 ***mage coins*** (in a vault).



ARKHALL VAUGN

Once a prominent member of the Inverted Pyramid (he has technically retained his membership), Arkhall Vaugn serves as the family's foremost magical advisor, representative, and enforcer. When Menon's children were young, Arkhall was the second-in-command, and now—even with Malkeen in that role—the organization's activities are vast enough that Arkhall's duties and power have not diminished. He remains a trusted ally of both Menon and Malkeen, and with good reason. Arkhall's loyalty is sincere, as is his desire to see the organization prosper. There are rumors that Arkhall's loyalty is cemented by his unrequited love for Maystra, but this is untrue; Arkhall is a homosexual.

Extremely intelligent and shrewd, Arkhall makes it his business to know the names, affiliations, and shortcomings of anyone of power or influence in the city (meaning, anyone over 10th level). He keeps this information in his head, never committed to paper.

Arkhall is a rotund man with dark skin. He keeps his head clean shaven. Unless he is trying to avoid notice—which is rare—he wears striking, flame-red robes with gold trim.

Arkhall Vaugn
Male human (Chaotic Neutral)
Wizard14 **CR** 14
HD 14d4+42 **hp** 73

Init +8 **Speed** 30 feet
AC 16, touch 16, flat-footed 12
BAB/Grapple +7/+8
Attack +9 melee (1d4+2, dagger) or +12 ranged (1d4+2, dagger)
Full Attack +9/+4 melee (1d4+2, dagger) or +12/+7 ranged (1d4+2, dagger)
Fort +7, **Ref** +8, **Will** +10
Str 12, **Dex** 18, **Con** 17, **Int** 20, **Wis** 13, **Cha** 13
Crucial Skills: Concentration +18.
Other Skills: Diplomacy +9, Knowledge (arcana) +22, Knowledge (geography) +22, Knowledge (history) +18, Knowledge (local) +21, Knowledge (nature) +18, Knowledge (the planes) +12, Spellcraft +22.
Crucial Feats: Dodge, Improved Counterspell.
Other Feats: Brew Potion, Forge Ring, Heighten Spell, Improved Initiative, Scribe Scroll, Silent Spell, Still Spell.
Spells: 4/6/10/5/5/4/3/2, save DC 15 + spell level.
7th—*finger of death, reverse gravity.*
6th—*greater dispel magic, mass suggestion, stone to flesh.*
5th—*cone of cold, Mord's faithful hound, teleport, waves of fatigue.*
4th—*charm monster, crushing despair, greater invisibility, phantasmal killer, polymorph.*
3rd—*clairaudience/clairvoyance, fly, lightning bolt, slow, summon monster III.*
2nd—*Blindness/deafness,* heightened *charm person,* stilled *charm person, hypnotic pattern, invisibility, levitate,* silent *magic missile, Mel's acid arrow, mirror image, see invisibility.*
1st—*color spray, hypnotism, jump, mage armor, magic missile* (2).
0—*detect magic, mage hand, message, read magic.*
Possessions: +1 *daggers* (2), *bracers of health +2, gauntlets of dexterity +2, ring of protection +2, ring of wizardry II, wand of fireball* (CL 10th, 15 charges), *potion of displacement, potion of cure serious wounds,* scroll of *wall of force;* scrolls of *stoneskin, scrying,* and *true seeing;* pocketwatch, 20 ***mage coins*** (in a vault), 90 gp.

CERRINTHAN SANSERRA

Known around town as the nicest criminal in Ptolus, Cerrinthan—or Cerry, as he is often called—works alongside Malkeen and sometimes Arkhall. He is the diplomat of the Balacazar organization. In many ways, he's the glue that holds it all together, for Cerry manages the internal affairs of this criminal empire. He makes sure that the various underbosses stay happy, satisfied, or (if need be) intimidated.

Cerry is well known throughout Ptolus. As with other high-ranking members of his organization, most people know what he does. But in Cerry's case, even such figures as **Lord Dorant Khatru** or **Aoska of the Malkuth** find him a likable and pleasant fellow. When a group or individual that normally would not consort with the Balacazars—such as the **Knights of the Pale** or **Doraedian Mythlord**—must deal with them, they often ask for Cerry.

Cerry is of medium height and of fairly average looks, although there's something about his winning smile and sparkling eyes that makes people think he's far more attractive than he really is. He has a gentle, winning manner and knows that kindness and reason usually accomplish as much as—if not more than—threats or violence.

Cerry is married and has two children. He lives in the Nobles' Quarter in a modest flat. Menon has two bodyguards follow him around for protection. They are so good at blending in that even Cerry doesn't know they are there.

Cerrinthan Sanserra
Male half-elf (Neutral)
Rogue9 **CR** 9
HD 9d6+9 **hp** 45
Init +4 **Speed** 30 feet
AC 16, touch 14, flat-footed 16
BAB/Grapple +7/+8
Attack +13 melee (1d6+2, rapier) or +12 ranged (1d8, light crossbow)
Full Attack +13/+8 melee (1d6+2, rapier) or +12 ranged (1d8, light crossbow)
SA Sneak attack +5d6
SQ Evasion, improved uncanny dodge, trap sense +3, elven traits, low-light vision
Fort +4, **Ref** +10, **Will** +5
Str 12, **Dex** 18, **Con** 12, **Int** 15, **Wis** 14, **Cha** 23
Languages: Common, Dwarvish, Elvish, Litorian.
Crucial Skills: Balance +5, Escape Artist +6, Hide +8, Intimidate +15, Move Silently +16, Search +8, Sense Motive +12, Spot +3, Use Magic Device +9.
Other Skills: Appraise +12, Diplomacy +23, Gather Information +18, Knowledge (local) +14, Listen +13, Open Lock +10, Swim +3, Use Rope +14.
Crucial Feats: N/A
Other Feats: Negotiator, Skill Focus (Diplomacy), Weapon Finesse, Weapon Focus (rapier).
Possessions: +1 *rapier,* masterwork light crossbow, bolts (10), leather armor, *cloak of charisma +4, potions of invisibility* and *cat's grace,* gold and emerald rings worth 1,000 gp each (3), 100 pp, 54 gp, 5 sp.

THE REST OF THE ORGANIZATION

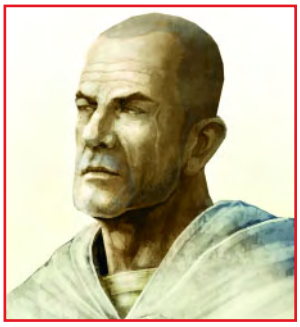
The immediate Balacazar family organization, not including partners (such as the Vai, the Pale Dogs, and so on), involves hundreds of people of all races. The organization spreads throughout Ptolus and uses the city's boundaries (districts, and within them neighborhoods) to organize its own hierarchy. Each district of Ptolus has a crime boss; below them, usually two to three underbosses

Knights of the Pale, page 125
Doraedian Mythlord, page 208

Cerrinthan Sanserra tries very hard to keep his professional life and his personal life separate. His wife and children know almost nothing about what he does and whom he works with. If he can, Cerry tries to keep those he works with from knowing anything about his family, for he fears that his enemies might use them against him some day.

The Balacazar crime family has been such a constant presence in Ptolus for so long that its existence is fairly well accepted by the common folk. If a person who is known to work for the Balacazars is observed committing a crime, many people will simply look the other way—sometimes including even the City Watch.

Mage coins, page 155



Dorant Khatru, page 93
Aoska of the Malkuth, page 129

The Balacazar family uses a wide variety of hired muscle, thugs, and enforcers. In fact, they even recruit from other groups, such as the Pale Dogs (see page 131) and other criminal gangs. However, to become a crime boss—or even an underboss—an aspirant must have an interview with either Menon or Malkeen. Although few know what goes on in these interviews, it is not unknown for candidates to die during them. Presumably, these applicants must have angered the interviewer in some way.

Balacazar Crime Bosses and Underbosses

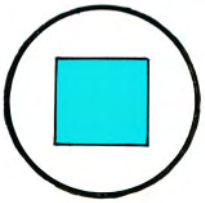
District	Crime Boss	Underbosses	Notes
Docks	Ferrid Naphon (male tiefling expert4/warrior2)	2	—
Guildsman	Uldrick Kord (male human fighter4/sorcerer9)	2	—
Midtown	Ireve Nal (female human rogue9)	3	—
Necropolis	N/A	N/A	See also the Forsaken
Nobles' Quarter	Cravish Nathed (male human aristocrat7/rogue3)	3	—
North Market	Meither Amost (male half-elf rogue10)	2	—
Oldtown	Lerthan Dergstrom (male human expert12)	3	Almost ready to betray the family to Killraven
Rivergate	Elga Kord (female human rogue7)	2	—
South Market	Halgrim Fatherstone (male dwarf fighter6/rogue4)	2	—
Warrens	Nagrus (male half-orc fighter1/rogue6/assassin2)	0	See also the Pale Dogs (Jirraith)

divide up the territory even further, usually by neighborhood.

Each crime boss oversees all the illegal gambling, trade, prostitution, extortion, and thievery in his district and collects a cut from the underbosses working beneath him; they in turn collect money from the individual criminals and gangs who work for them. The crime bosses all pay tribute money to Menon Balacazar. In addition to collecting these feudal-like payments, each level—underbosses, crime bosses, and the immediate family itself—also carries out its own criminal operations.

Beyond the group's immediate hierarchy, various independent or semi-independent criminal organizations and gangs pay tribute to the Balacazar family through the local crime boss or sometimes an underboss. Even though these smaller groups and gangs do not specifically belong to the organization, the Balacazars can exert influence and control over them. This has become less true in recent months, as some of these smaller groups now work for Kevris Killraven. Even those that don't see Killraven's sudden appearance last year as a sign of weakness for the Balacazar family and may attempt to make their own way.

It would be a mistake to think that every member of the vast Balacazar organization worked in harmony. While there is a definite hierarchy, there is also no question that a great deal of autonomy is afforded to the various crime bosses and underbosses. Sometimes these "allied" bosses vie for control of a territory or go to war over anything from a personal slight (intended or unintended) to a dispute over a financial deal. Menon believes this kind of activity keeps his bosses sharp and culls the weak. While this is true, the infighting almost certainly weakens the family when pitted—as an organization—against its new rivals working for Kevris Killraven.



In the Brides of Magic symbol, the blue square represents the feminine heart. The white circle represents the magic that immerses and embraces that heart.

The Banewarrens, page 419

BRIDES OF MAGIC

The Brides of Magic is a very small, elite organization of female sorcerers. To join, a member must give up her normal life and devote herself solely to magic. She can have no romantic or familial ties.

The membership meets in secret once each month when Lunas is full. They have no permanent headquarters, so their meeting place changes each month. They gather to discuss arcane matters and, rarely, to work together to perform a ritual or create a magic item. The brides have no secrets from one another, but they keep each other's confidences well.

The goal of the Brides of Magic seems extremely esoteric in the minds of nonmembers. Being sorcerers and not wizards, the brides see magic as a part of the natural order—it comes freely from within them, an innate energy intended to nurture and promote life. They seek a purity of balance in the flow of magic into the world, perhaps erring ever so slightly on the side of the good and positive. As such, they avoid aligned spells and items if possible and work against those who would gather a great deal of magical power focused to either end of the spectrum. They look upon Danar's creation of the **Banewarrens**, a massing of good energies to contain all evil magic, as the greatest folly ever perpetrated by a mortal.

The Brides of Magic believe that, at some point in the future, something will drastically alter or perhaps permanently destroy all magic in the world. Their devotion to sorcery bids them to prepare for that eventual day and prevent it, if possible.

The group has no leader or hierarchy. The most powerful and prominent member of the

Brides of Magic is **Lady Rill of Castle Shard**, but she holds no position of authority over the other brides.

The Brides of Magic rarely take overt action as a group. Most people do not even know the organization exists. Nevertheless, one cannot overlook their ability, as a network, to promote change over the long term.

BROTHERHOOD OF REDEMPTION

Few groups spark debate like the Brotherhood of Redemption. This order of monks sees killing evil beings as a terrible waste. They believe in the sanctity of all life, even that which is corrupted by evil or which threatens to wreak destruction and death. As their name implies, the brothers seek to redeem evil, rather than destroy it. To that end, about eighty years ago they worked with Hogun Silvergleam (male dwarf cleric14) and a human bard named Konna Werran (now deceased) to develop a process to turn evil creatures good. This process involves alchemical mixtures, bathing in magical light, and long-term exposure to certain magical music.

The Brothers started out with the goal of hunting down evil beings themselves and confining them in underground cells to redeem them. With the advent of the **Delver's Guild** and the arrival of so many adventurers to the city, however, they found it far more efficient simply to put out a public offer to pay gold for living evil creatures (50 gp times the creature's CR). They detain these creatures in the **Fortress of the Redeemed**, their dungeon complex beneath the Guildsman District. There the creatures receive the magical treatments that slowly change their outlook and reform them.

The exact details of the process are proprietary and thus remain secret. The Brotherhood does not allow nonmembers other than the prisoners themselves into their Dungeon complex. Visitors come to the **Monastery of Redemption**, a modest building in the Guildsman District.

The Brotherhood of Redemption does not value free will nor really even believe in it. The group's doctrine says that life is inherently good. The Brothers look upon their magical process as a means to put right what has gone wrong and set creatures upon their natural path.

Nevertheless, to avoid controversy, they refuse to accept evil humans, elves, dwarves, halflings, gnomes, centaurs, and litorians as prisoners to be redeemed (this would also raise some legal issues that they would rather avoid). However, rumor has it that this is just a public relations policy and that, in fact, they accept any evil creature.

Two individuals currently vie for leadership of the Brotherhood of Redemption. One, a monk named Yuethi Mooncircle (female elf monk14), simply wants to continue in the group's existing modus operandi. The other, Fhomas Reen (male human monk13), wants to use the Brotherhood's magical resources to implant *suggestions* in those they redeem, so the organization has the means to control them directly, should the need arise. He also wants to speed up the magical process, even though doing so would make the treatment far more unpleasant for those forced to endure it.

The order is small, numbering only a dozen actual Brothers, with a handful of nonmonk support personnel, in particular a sorcerer named Regan Frome (female gnome sorcerer12), who helps keep powerful magic-using prisoners in line with *antimagic fields* and other means. Not surprisingly considering their duties, all members of the order and those who help them are at least mid-level.

Typical Brother of Redemption
Male human (Lawful Good)
Monk9 **CR** 9
HD 9d8+36 **hp** 85
Init +2 **Speed** 60 feet
AC 18, touch 18, flat-footed 16
BAB/Grapple +6/+9
Attack +9 melee (1d10+3, unarmed attack) or +12 ranged (1d10+2+2d6 holy, heavy crossbow)

THE BROTHERHOOD OF REDEMPTION: TWO OPTIONS

When the players are introduced to the concept of the Brotherhood of Redemption, some will recoil with distaste, regardless of their characters' alignment. The idea of using magic to force evil creatures to be good will seem abhorrent to them. Others may take this a step further and assume that the group has a sinister secret, related either to the process or its overall goals. They will find it impossible to trust a group that forcibly exerts its will and worldview on others, even if it seems to be for the cause of good.

You can set up the Brotherhood of Redemption however you wish in your campaign, having either Yuethi or Fhomas take control of the group. The order can be as altruistic as its members claim or as sinister as some might expect.

Either way, from a metagame point of view, the Brotherhood of Redemption can help the player characters deal with prisoners. When an evil monster surrenders, the PCs can bring it to the Brotherhood and receive a reward for their troubles, while avoiding the sometimes sticky issue of, "Do we kill this creature just because it is evil?"

Lady Rill of Castle Shard, page 286

Brotherhood of Redemption leader Yuethi Mooncircle has very short, dark hair, and is lithe even for an elf. She wears a look of both serenity and compassion at virtually all times. The group's co-leader Fhomas Reen is short and extremely muscular. He has dark hair and a dark complexion. He is stern faced. More often than not, his hands are balled into fists.

Delver's Guild, page 108
Fortress of the Redeemed, page 421



The Brotherhood of Redemption symbol represents a triumvirate of stars seen in the night sky to the west. Legend has it that these three stars are actually the souls of three evil fey who, at the end of their lives, redeemed themselves by saving a mortal hero from a terrible whirlwind.

Monastery of Redemption, page 193

Balacazars, page 100
Killraven Crime League, page 121
Emerald Hill, page 199

Iridithil's Home, page 207
Doraedian Mythlord, page 208

Cerrinthan Sanserra, page 105



Viridian Lords, page 140

Moonsilver Forest, page 42

Some people suspect that Andach, the mighty druid who guards Clasthamus Isle in the Necropolis, is the son of a member of the Circle of Green (see page 233).

Ghul, page 81

Ebbert's Outfitters, page 202

Delver's Guild officials will pay 10 gp for a map of an area of the Dungeon that they do not already have mapped.

Full Attack +9/+9/+4 melee (1d10+3, unarmed attack—flurry) or +12 ranged (1d10+2+2d6 holy, heavy crossbow)
SA Stunning fist
SQ Improved evasion, deflect arrows, +2 saves against enchantment, slow fall 40 feet, immune to disease, heal self 18 points/day
Fort +12, **Ref** +10, **Will** +13
Str 17, **Dex** 14, **Con** 18, **Int** 13, **Wis** 20, **Cha** 12
Languages: Common, Undercommon
Crucial Skills: Balance +13, Climb +16, Jump +13, Listen +16, Spot +7, Tumble +10.
Other Skills: Diplomacy +9, Knowledge (arcana) +8, Knowledge (religion) +9.
Crucial Feats: Blind-Fight, Combat Expertise, Deflect Arrows, Improved Disarm, Improved Trip, Improved Unarmed Strike, Point Blank Shot, Stunning Fist.
Other Feats: Alertness.
Possessions: *Periapt of wisdom* +2, masterwork heavy crossbow, +2 *holy bolts* (10), *cloak of resistance* +2; *potions of shield of faith* +3, *remove paralysis*, and *neutralize poison*; masterwork manacles, climber's kit, 50 feet of silk rope.

CIRCLE OF GREEN

More than seventeen hundred years ago, long before there were even dreams of empires from the east, a powerful conclave of druids held sway over all that lived within the wilderness of Palastan and beyond. These druids were called the Circle of Green, and their power was unmatched. The **Viridian Lords** served the circle, walking the land in their name.

The druids were not cruel or selfish in their position, but neither were they merciful to those who transgressed their will. In truth, a typical commoner would never come into contact with the Circle of Green and would only rarely see the druids' envoys or servants. Local governments and nobility ruled over their subjects on a daily basis, but if the Circle of Green gave an order, princes and dukes—even the King of Palastan himself—had to obey.

Such power, even if used fairly, draws resentment. The Circle of Green operated for more than six centuries but came to a dire end. When **Ghul**, the self-proclaimed Half God, came to Palastan, he found it easy to move from community to community sowing ire and disapproval for the Circle of Green. Thus, when he attacked the conclave with his giants, destrachans, and rakshasas, no one came to the druids' aid. In 399 BE, every member of the Circle of Green lay dead at Ghul's hand, a precursor to the horrors he soon would unleash upon the world.

Today, the Viridian Lords still patrol the wilderness of Palastan, but the Circle of Green is no more.

Or is it?

DARK LEAF

This extremely small confederacy is composed entirely of elves operating on the shadowy side of the law. Mostly, the members of Dark Leaf hire themselves out as mercenary agents for some of the major criminal interests, such as the **Balacazars** or **Killraven**. They also help ensure that elves remain relatively safe from criminals in the city by being *very* good at their jobs, thus making themselves desirable as allies. Of course they won't work with anyone who preys upon the elves, particularly those in **Emerald Hill**.

Really more a network than a cohesive group, the members of Dark Leaf never gather together. If need be, word spreads from member to member quickly but subtly. Most of the time, at least two members are at **Iridithil's Home** in Midtown, and one of those is usually their *de facto* leader Celdore Silverwood (rogue12). Celdore commands great respect among the elves of the city—almost as much as his friend **Doraedian Mythlord**.

From time to time, Celdore has used his position as a "disinterested third party" to act as a highly paid negotiator when someone—either an individual of importance or an organization—runs afoul of one of the city's criminal groups. His actions have stopped blood feuds from starting more than once. He is close friends with **Cerrinthan Sanserra** of the Balacazar organization and knows most of the important figures in the Killraven Crime League.

Rumor has it (Knowledge [local], DC 24) that Celdore, who hails originally from the **Moonsilver Forest** north of Ptolus, committed some crime there that was so heinous he can never return. He will not speak of it, but he remains very knowledgeable about that region.

DELVER'S GUILD

Despite the fact that the Delver's Guild has existed for just over three years, it is already one of the most powerful and prominent guilds in the city. It offers its members information about job opportunities and events pertaining to the exploration of regions below Ptolus, which many call the Dungeon. The Delver's Guild also maintains the city's most extensive collection of maps of the underground areas and an impressive library for research. Most active adventurers in the city belong to the Delver's Guild, at least for the discount at **Ebbert's Outfitters** and access to the maps and library (see next page).

Members not only have access to this information, they also receive passwords that allow them into secret chambers within the underground regions. These secret chambers, called waystations, are stocked with food and simple supplies. High-ranking members gain retrieval insurance, which

guarantees them that, if they should die while exploring, guild members will retrieve their bodies and have them raised if at all possible (retrieval and raising paid for out of a special guild account funded by the insured).

The guild's membership hovers around eight hundred. There are said to be at least four hundred delvers not affiliated with the guild. At any given time, about one-fifth of this number is exploring the Dungeon (about two hundred fifty). The Guildmaster Delver, Sorum Dandubal (male human expert4/fighter4), is quickly becoming one of the most powerful and influential people on the City Council.

MEMBERSHIP LEVELS

There are four levels of Delver's Guild membership.

1. **Associate Guildsman.** Open to anyone.
   Dues: 10 gp per year (payable upon admission).
   Benefits: Access to guild information, 10 percent discount at Ebbert's Outfitters.
2. **Guildsman.** Open to anyone.
   Dues: 20 gp per year (payable upon admission).
   Benefits: As associate, plus access to guild library, maproom, and waystations.
3. **Master Delver.** Open to guildsmen after at least one year's membership.
   Dues: 500 gp per year.
   Benefits: As guildsman, plus voting privileges and retrieval insurance.
4. **Grand Master.** Open to master delvers with at least three year's membership. Title held by all founding members (18 total).
   Dues: 5,000 gp per year.
   Benefits: As master delver, plus claim staking.

Guild Information: The Delver's Guild compiles reports of what their membership encounters below the city in terms of dangers and treasures. The guild keeps track of monsters, inhabitants, traps, hazards, and other factors of note. It then rates each area on a scale of 1 to 20 based on difficulty and reward—typically, the higher the difficulty, the higher the reward.

Guild Library and Maproom: The Delver's Guild Library and Maproom is located in Oldtown, despite the fact that the main headquarters of the Guild is located just off the Undercity Market, below Midtown. The Guild librarian is a kindly fiftyish man named Shad Livbovic (male human expert8). Guild maps are not free. Access to the library and maproom costs 1 gp, and copying a map costs between 50 to 200 gp, depending on the map. Guild maps always show waystations, if any.

Guild Waystations: Each waystation contains 3d6 days' worth of iron rations and water, 1d3–1 doses of antitoxin, 3d6 torches, flint and steel, a healer's kit, 1d2–1 *potions of cure light wounds*, 1d6 sacks, 1d4 daggers, 50 feet of rope, and some miscellaneous simple tools. About 10 percent of the time, however, a waystation is completely empty.

Most waystations are protected in areas sealed with voice-activated magical locks. All waystation locks open to a single password communicated to the entire membership of guildsman rank and above. The passwords change weekly. Members using a waystation's supplies are expected to return and restock them, but in reality this only happens about 25 percent of the time. The rest of the time, if possible, the guild pays for teams to restock waystations.

Retrieval Insurance: If a master delver dies while exploring the Dungeon, the Delver's Guild guarantees that it will attempt divinations to find him, and—if successful—send someone down to recover the body so it can be raised. The master delver must put aside sufficient money in a special fund (held in trust by the guild) to pay for the spells and to recompense those who go down and retrieve the body. Typically, this amount would be at least 6,730 gp (280 gp for a *divination* spell, 5,450 gp for *raise dead*, and 1,000 gp to pay a retrieval team), but to play it safe, many master delvers deposit 11,650 gp (1,200 gp for *discern location*, 5,450 gp for *raise dead*, 5,000 gp to pay an extremely competent retrieval team, including two *teleport* spells), or still more for a *resurrection* or *true resurrection*. Some adventurers make their living doing nothing but working as a part of a retrieval team.

Voting Privileges: The Guild operates as a democracy of a sort, with all master delvers getting a vote regarding guild actions and the election of the Guildmaster Delver, who represents them on the City Council and leads the guild for a two-year renewable term. Grand master votes count as five votes.

Claim Staking: Grand master delvers are allowed to stake a claim on a certain area of the Dungeon, either to ensure that no one else besides them can explore it, or to use it as a base of operations or residence. The claim must be approved by a majority of the existing grand masters. When a claim is posted, no guild members may enter the claimed territory without permission, or they immediately lose their membership and are fined 1,000 gp. In fact, the guild pays up to five associate guildsmen to serve as guards (such a job usually pays 20 gp per month) if the grand master with



Delver Statistics

It is estimated that for every ten delvers that go down into the Dungeon each week, one does not come back. About a hundred new adventurers come to Ptolus every week, and about twenty-five are raised from the dead. Since the Delver's Guild began keeping records three years ago, about eight thousand adventures died permanently exploring the dungeons. Another two hundred thirty have permanently retired, either in the city or elsewhere.

City Council, page 148

For more on the adventurer's lifestyle, see Chapter 27: On Being a Delver, starting on page 547.



Library and Maproom and Shad Livbovic page 322

Guild main office, page 424

Dark Reliquary, page 238
The Forsaken, page 112

Unique cosmology: See "Ptolus as a Prison Plane," page 61

Night of Dissolution, page 60

Seven Jewels of Parnaith, page 526
Parnaith's mirrored sphere, page 278

Crimson Court, page 241



Raguel



Lilith

Over the years, there were many exceptions to the rule forbidding demons from entering the world of Praemal physically. Some demons did come to the world—particularly at the behest of powerful mortals like the Dread One or Ghul.

the claim wishes it (and, of course, he can hire more on his own).

THE FALLEN

The Fallen is an organization of demons, referred to as "young demons," although only a handful of people really know what that means. To understand the Fallen, one must first understand the ancient history of the world and its **unique cosmology**. Before the creation of Praemal, the Galchutt ruled over all fiends, even the so-called Demon Gods. Thousands of years ago, however, when the Galchutt were imprisoned, the hellish planes were left without leadership. Powerful demons like Demogorgon, Orcus, and Ochremeshk quickly moved in to fill the void, but it was not long before the Elder Gods produced their first child, a demigod named **Raguel**. Through powerful elder magic, the newly-born Raguel was sent outside the world to the nether realms to rule over all demonkind. His main job was to make sure the Galchutt were never able to contact the fiends outside the boundaries of the world and somehow gain their help to escape. More powerful than any of the demon princes at the time, Raguel's might ensured that he would attain the position bequeathed him by the parents he never met.

Thousands of years passed, and eventually Raguel—who was not a fiend and did not share their delight for the nature of his domain—grew weary of life in Hell. He sought his parents to learn more about why they sent him to rule over a kingdom of depravity and evil when he himself had no place there. A host of demonkind followed their ruler, contrary to their previous refusal to ever come into the world physically. The demons that came were almost all born, spawned, or created recently enough that they lacked any firsthand memories of the Galchutt or those distant days when they reigned in Hell. Although they knew those ancient Lords of Chaos resided in the world to which they traveled, they had no idea what that meant. They knew that, like the Galchutt, they would be trapped in Praemal, but they trusted in Raguel. Sadly for them, they had no concept of what it would be like to be separated from their dark home realms.

Raguel arrived in the world with his demonic host two hundred years ago, but to his dismay he found his parents missing. Almost no word of their existence had been recorded for thousands of years.

Immediately, though, the host of demons—now calling themselves the Fallen—heard the clarion call of the Galchutt. Their dark sires would be stirring again relatively soon and sought their metaphorical children's—or rather *grand*children's—aid. The young demons turned to Raguel. What would they do? Flock to the sides of the Galchutt? Work against the Galchutt in the name of Raguel's parentage? Wreak havoc and chaos on this mortal world, ignoring any allegiances at all?

Raguel had to make a decision. He brought his host to be near where the Galchutt slept—near the Spire of Ptolus. While he contemplated, he and the demons who followed him settled in the **Dark Reliquary** within the Necropolis. There was no resistance—the **Forsaken** welcomed them eagerly

And still today Raguel contemplates. And the Fallen wait.

Raguel's lover, **Lilith**, is a unique demon princess in her own right. She favors siding with the Galchutt and attempts to influence Raguel in that direction. Even when that proves fruitless, she clandestinely works with the Forsaken and various chaos cults to bring about the **Night of Dissolution**. She enjoys the support of many of the Fallen.

Meanwhile, Raguel has learned that the only way to contact the Elder Gods is by journeying through the **Seven Jewels of Parnaith**. He has, though his own agents, obtained an artifact called ***Parnaith's mirrored sphere,*** which can speed travelers along the journey. He contemplates going to the Jewels himself, but fears that Lilith will usurp his power while he is gone. So what he really wants is to find someone to go to the Jewels without him—someone who is not a demon.

Many of the Fallen are half-fiends, some able to pass for human, others able to do so if they disguise themselves. Even some of the full-blooded fiends attempt to take human shape and manner. These Fallen, calling themselves the **Crimson Court**, have become "tainted" by the physical world. Those that can take human shape (or occasionally elven, dwarven, etc.) do so regularly. Those that cannot have had their physical form magically altered so that they look somewhat more human. Either way, most wear humanlike clothing—usually raiment of great finery and expense. Thus, a hezrou of the Crimson Court might appear slightly smaller than a normal hezrou with a more human shape, although clearly it is still a size Large humanoid toad, so no one would ever actually mistake it for a human. It might wear a black and dark green suit with a flowing black cape. The Crimson Court uses vast halls outside of Raguel's throne room for lavish parties that continue for weeks, dancing to the music of undead minstrels accompanied by the carefully orchestrated screams of torture victims, drinking wines mixed with blood, and feasting on entrails and hearts. They fancy themselves a noble court and have assigned themselves various titles and ranks.

The Fallen are allies of the Forsaken, sharing both their disgusting appetites and their main

residence, the Dark Reliquary. The Fallen believe themselves superior to the Forsaken, an opinion the weaker (albeit more numerous) Forsaken can do little to argue against. Some of the Fallen are also allies of the chaos cults and occasionally have dealings with the Balacazars and even the Vai. The Fallen's greatest enemies are the Knights of the Pale, but the Keepers of the Veil are also a thorn in their collective side. And that's not even mentioning the occasional group of paladins or other heroes who—dismayed that an organization of demons operates semi-openly in the city—show up at the doorstep of the Dark Reliquary looking for a fight. They usually get one, and they are never heard from again.

Raguel commands his followers not to draw too much of the city's attention, but he has spent his entire life among demonkind, so he knows they must have victims upon which to feed—both physically and spiritually. So, although they do sneak out of the Necropolis to prey upon local residents, they do so with care and subtlety. Sometimes they leave the city and waylay travelers or small farming villages away from Ptolus. For the most part, the demons keep a surprisingly low profile, allowing Ptolus' citizens and authorities to attempt to ignore them.

RAGUEL

Raguel is a demigod, although he shed some of his power when he left his position in Hell (see above). Use the statistics of a solar, except where noted below, if such are needed.

Raguel, Solar Angel: hp 286; see MM but true Neutral alignment, Charisma 30 (+3 bonus to spell-like ability DCs and Charisma-based skills), no weapons, and no wings. All spell-like abilities and spells that affect only evil creatures (such as *dispel evil*) function against *both* good and evil creatures.

Possessions: *Ring of protection* +5 (for a total AC of 40), *rod of rulership, crystal ball with true seeing,* ***Parnaith's mirrored sphere***.

LILITH

Under the command of Lilith, a unique demon who may be related to one or more demon princes, a small but powerful group of the Fallen act to learn more about the Galchutt's current situation, the impending doom of the Night of Dissolution, and the cultists and creatures working to aid these Lords of Chaos. In her own strange, demonic way, she may actually love Raguel, but she craves power too much to sit idly by and allow him to waste the opportunity she sees set before them. Lilith wants to reign in Hell next to the Galchutt themselves, and in so doing see this world annihilated.

Lilith is a succubus sorcerer with a few additional advancements as befits her position.

Lilith
Female succubus (Chaotic Evil)
Outsider (chaos, evil)
Sorcerer19 **CR** 26
HD 6d8+12 + 19d4+38 **hp** 130
Init +4 **Speed** 30 feet, fly 50 feet (average)
AC 33, touch 18, flat-footed 29
BAB/Grapple +15/+16
Attack +16 melee (1d6+1, claw)
Full Attack +16 melee (1d6+1, 2 claws)
SA Energy drain (1 negative level [Fortitude DC 30 to remove], *suggestion* Will DC 30), spell-like abilities, summon demon (including a balor, as 9th-level spell).
SQ DR 10/epic and cold iron or good, darkvision 60 feet, immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 32, telepathy 100 feet, *tongues.*
Fort +13, **Ref** +15, **Will** +20
Str 12, **Dex** 18, **Con** 15, **Int** 17, **Wis** 18, **Cha** 27
Crucial Skills: Bluff +38, Concentration +30, Escape Artist +10, Hide +13, Intimidate +19, Listen +22, Move Silently +13, Search +11, Spot +22, Tumble +15.
Other Skills: Craft (alchemy) +20, Diplomacy +13, Disguise +17, Knowledge (arcana) +20, Knowledge (history) +7, Knowledge (local) +20, Knowledge (nobility and royalty) +11, Survival +2, Use Rope +10.
Crucial Feats: Dodge, Heighten Spell, Maximize Spell, Mobility, Spell Penetration.
Other Feats: Alertness, Craft Wondrous Item, Magical Aptitude, Persuasive, Scribe Scroll.
Spell-Like Abilities: Caster level 12th. The save DCs are Charisma based.
At will—*charm monster* (DC 22), *detect good, detect thoughts* (DC 20), *ethereal jaunt* (self plus 50 lbs. of objects only), *greater teleport* (self plus 50 lbs. of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 21).
Spells Known: 6/8/8/8/8/7/7/7/7/4; save DC 18 + spell level.
9th—*meteor swarm, time stop.*
8th—*maze, mind blank, prismatic wall.*
7th—*forcecage, greater scrying, insanity.*
6th—*acid fog, greater dispel magic, planar binding.*
5th—*baleful polymorph, persistent image, summon monster V, wall of force.*
4th—*Eva's black tentacles, cone of cold, stoneskin, wall of ice.*
3rd—*displacement, hold person, lightning bolt, summon monster III.*
2nd—*invisibility, knock, mirror image, summon swarm, web.*
1st—*cause fear, magic missile, shield, shocking grasp, unseen servant.*
0—*acid splash,* ***assess creature****, dancing lights, daze, detect magic, ghost sound, light, mage hand, read magic.*
Possessions: *Bracers of armor* +6, scroll of *trap the soul* and *soul bind*, *ring of protection* +4, *ring of regeneration.*



Chaos cults, page 71
Balacazars, page 100
The Vai, page 139
Knights of the Pale, page 125
Keepers of the Veil, page 119

In a way that is not fully understood, Lilith claims all of the Demon Gods (Demogorgon, Orcus, Ochremeshk, and so on) as her fathers. Her mother, if she has one, is never spoken of.

DM TIPS

When the PCs first hear of Raguel, they should learn only that he is the leader of the demons and a resident of the Dark Reliquary. It should come as a surprise to them—should they ever get the chance to meet him—that Raguel is not a demon, or even evil.

Parnaith's mirrored sphere, page 278

Night of Dissolution, page 60

Assess creature, page 639

Raguel's father is the Elder God Nathrak, and his mother is the Elder Goddess Dien.

Fate Weaving

The Fate Weavers don't predict future events so much as look into the fate of single individuals to tell them whether they are on a path toward prosperity or doom. They can answer specific questions only up to a point—details are never available to a Fate Weaver. "Am I on the path to reuniting with my sister?" will get an answer. "Where are the kidnappers holding my sister?" will not.

DMs should consider whether they want to handle the Fate Weavers' talents as a sham (even a well-meaning one), a flavorful aspect of the city, or something actually supported by game mechanics. If the latter, consider making Fate Weaving a Wisdom-based skill that is cross-class for all classes. The Difficulty Class for Fate Weaving checks is normally 15; modifiers increase the DC based on how far into the future the weaver looks and how specific the topic is. "Will I be successful in life?" has no modifier, while "Will I be successful in my new career as a sailor?" might increase the DC by +1, and "Will my voyage to Trolone succeed?" garners a +5 modifier.

As a general rule, fate weaving helps one determine whether one is on the right path, not identify a secret door's location or tell what lies in the next room in a dungeon.

Urthon Aedar full plate armor, page 138

Helmut Itlestein, page 389

Dark Reliquary, page 238
Lovely Malison, page 113

Lilith of the Fallen, page 111

Pit of Insanity, page 416
Urthon Aedar, page 138

FATE WEAVERS

Long ago, Ptolus stood on the brink of disaster, a powerful ghost-lich ready to loose a plague that would certainly kill most if not every living thing in the city. But the hero Abesh Runihan fought and defeated Kagrisos, the undead chaos worshipper who sought to slay the city. That much is well known.

What is less known is how Runihan knew that Kagrisos was a threat, scheming his schemes below the city.

Abesh Runihan had two friends, Arlian and Nitham, a brother and sister with a strange gift. Taught many secrets by their grandmother, the siblings could look at the skeins of destiny and see how one individual's fate fit into the lattice of all other fates.

After the death of Runihan at the hands of Kagrisos, the two started a secret school in the Rivergate District to teach others their skills. Most of their students were young waifs living on the streets with few other options, and the Fate Weavers offered opportunities no one else would. Not everyone had the gift, though, so the school stayed small.

The Fate Weavers all bear the mark of their affiliation on their foreheads. Once trained in the art of fate weaving, members earn money by reading the destinies of others. The Fate Weavers get little respect—particularly from spellcasters, who call them charlatans. Wizards, sorcerers, and clerics warn that magic able to actually presage the future is extremely powerful and difficult to master; a group of young waifs certainly could not accomplish such a potent metaphysical task. The group also loses the respect of the more upstanding city residents, as many members also work as Imperially licensed (and thus legal) prostitutes to help earn funds for the school.

Still, many people believe what the Fate Weavers have to say. Much of what they see seems to come to pass, or at least the advice they give seems to be more beneficial for the subject than not.

Currently, the leader of the organization is a woman named Marija Elinek (female human expert11). She and her close associate, Erred (male centaur expert7/warrior2), both live at the school and are the primary teachers as well as the administrators. Although not a Fate Weaver, a human man named Dharim Boch (fighter13) also lives at the school. An adventurer, Dharim was exploring regions under the city more than two decades ago (long before the current rush to do so) near what he believed was the edge of the Banewarrens, near a **Pit of Insanity** when he found one of the mysterious **Urthon Aedar**. The figure was dying, horribly wounded from the energies of the nearby pit. Dharim did what he could to help him, and in return the Urthon Aedar told him about his mysterious brethren, their history, and their goals. He bequeathed his possessions, including his ***Urthon Aedar full plate armor***, to Dharim Boch.

Henceforth, Dharim wore the armor, but told almost no one where it came from—he considered himself a sort of honorary Urthon Aedar and remained always loyal to them. He did what he could to further their goals, which was in fact very little. Dharim is now quite old—too old to go off on adventures anymore, but he found solace among the Fate Weavers, perhaps because like them, the Urthon Aedar are tied to the future and see how the present shapes it. Still, a handful of locals are aware that, if you want to know about the Urthon Aedar, Dharim Boch is the man to ask. But first you have to convince him that your need to know means the Urthon Aedar no harm.

What many people overlook is that this group's name is the Fate *Weavers*. They ultimately don't want simply to predict the future, they want to shape it for the better. Because of this leaning, for example, the Fate Weavers secretly back the republican movement led by **Helmut Itlestein**. They believe that being free of the Empire would be best for the people of Ptolus.

THE FORSAKEN

The most reviled group in the city of Ptolus, the Forsaken are living people who possess an unhealthy fascination with death and—worse—undeath. Not surprisingly, the Forsaken spend much of their time in the Necropolis. The vast majority of this group are humans, with a few half-elves and half-orcs. The other races seem even more universally repelled than most humans by the idea of consorting with undead.

The Forsaken value death and undeath more than life. These disgusting necrophiles, necrophages, and necrophiliacs worship dark gods and consort openly with undead and the Fallen. They headquarter their activities in a place called the **Dark Reliquary** in the Necropolis. Many become ghouls unintentionally by means of something they refer to as the **Lovely Malison** or the corpse kiss.

The Forsaken are subdivided into two groups: the Torrens and the Licheloved. The Torrens hate the living to the point of self-loathing but they despise Lothianites beyond all others. They relish wanton murder and destruction in the name of death and undeath. They sympathize with the causes of the various cults and favor a close alliance with them and with **Lilith of the Fallen**. The Licheloved are far more detached, interested in the esoterica of death and undeath. They rarely concern themselves with the affairs of the living at all, thus they have no interest in killing or allying with other groups. The

Licheloved would rather just be left alone with their undead companions.

Not surprisingly, the suicide rate among both groups is very high.

The Forsaken share their home in the Dark Reliquary with the Fallen. The demons make good neighbors, as they don't mind living among the undead (although they certainly do not revere them the way the Forsaken do) and they have similar morbid tastes. The Forsaken appreciate the fact that the presence of the Fallen keeps away most of their enemies. They know that, were it not for the demons, the city authorities probably would have marshaled an army to cleanse the Necropolis and the Dark Reliquary by now.

The Forsaken have close ties to **the Vai** and a loose connection with the **Balacazars** (the crime family supplies them with magic items, drugs, and other contraband). They also have made a recent alliance with **Zachean**, a dark elf vampire who has found a way into **Dwarvenhearth** far below the Undercity. This alliance allows Zachean to learn more about goings-on in the city and, in exchange, the Forsaken have learned the location of the **Vaults of the Rhodintor**, uncovered by accident in Zachean's attempts to get to the subterranean dwarven city.

Many Forsaken worship chaos; crossover with the chaos cults is common. Worshippers of the gods of death—such as the sisters Heiran and Nareis, or Maleskari, God of Shades—find friends among the Forsaken as well. Despite their outcast nature, they have surprising ties all over (and under) the city. Recently, the powerful creature known as **Wuntad**, in the process of uniting all the forces of chaos in the city to help bring about the **Night of Dissolution**, has sealed an agreement with the Forsaken that joins them with the cultists forevermore. (The chaos cultists were particularly interested in the location of the Vaults of the Rhodintor.) Wuntad has even taken on the mantle of shigmaa to show this fellowship.

The shigmaa are among the most powerful Forsaken: living people who have touched death and returned to speak of it. Their bodies course with negative energy to the point where they are practically undead, even while still alive. (See the Forsaken shigmaa in Chapter 36: Prestige Classes.)

While the Forsaken have little more than contempt for the living people of Ptolus, they also rarely cause them any direct harm. They do, however, frequently disturb graves in the Necropolis, which infuriates the citizenry. For this reason, recently the Commissar has made grave-robbing a crime punishable by death. Forsaken captured by the authorities rarely reach trial but are killed on the spot.

Most people—particularly Forsaken enemies, such as the Keepers of the Veil—lump the undead

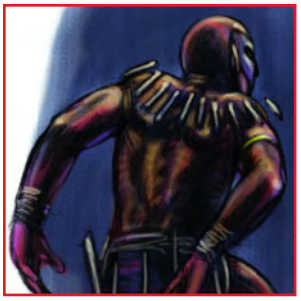
The Lovely Malison

The Lovely Malison, also known as "the corpse kiss," is a supernatural disease contracted by eating the flesh of an undead creature or a corpse that has been corrupted in some other way. An intelligent creature dining on such flesh must succeed at a Fortitude save (DC 17) or lose 1d4 points of Constitution each day until it dies. The following night, the victim rises from the dead as an undead ghoul. The creature retains all its memories and, if it succeeds at a Will save (DC 20), it may add all its class levels to its new ghoul statistics as well. Many Forsaken undergo this transformation intentionally.

Wuntad, page 73
Night of Dissolution, page 60

The Vai, page 139
Balacazars, page 100
Zachean, page 467
Dwarvenhearth, page 460
Vaults of the Rhodintor, page 453





Forsaken Body Paint

This paint has two uses: It can cover the user's body with symbols of death, or it can make the user look vaguely like a skeleton, with black-painted flesh and white images of bones over it. Using it in either manner makes it clear to any nonintelligent undead that the painted character is not a foe (this effect is dispelled as soon as the character attacks an undead). The paint also adds a +1 damage bonus against all living foes, as long as the painted character stands within 30 feet of an undead or remains within the Necropolis. The paint lasts for 1d4 days unless it is removed intentionally.

Faint enchantment; CL 3rd; Craft Wondrous Item, ghoul touch, hide from undead*; Price 200 gp*

Assess creature, page 639
Detect chaositech, page 641
Dragon pistol, page 560
Harrower, page 573

See page 646 for the Forsaken shigmaa prestige class.

DM TIPS

If Urasta casts all her listed preparatory spells, she has 214 hit points, AC 32, and her saves become Fort +22, Ref +17, Will +24. Her full attack with her morningstar becomes: +30/+25/+20/+15 melee (2d6+15+2d6 unholy+1d6 negative energy). Plus she grows to size Large (with 10-foot reach), with DR 15/good.

that the Forsaken live among and revere along with the Forsaken themselves. Truthfully, the Forsaken and the undead work so closely together than the distinction is fairly irrelevant.

Many of the Forsaken don't hold all undead in the same regard. For example, while they look up to vampires as veritable gods, zombies are nothing but slaves or tools. In fact, Forsaken agents make money for the organization by selling zombie slaves—through Balacazar connections—to well-paying clients. In so doing, they also sell magic items keyed to the zombies to make them obey the new owner, even if the client is not a spellcaster.

The current leader of the Forsaken is Shigmaa Urasta, a female tiefling whose demonic lineage has helped her get along with the Fallen. Although she resisted for quite some time, Urasta has embraced the alliance with the chaos cults and Wuntad as well. She is a combatant to be greatly feared, particularly when she casts certain spells on herself: *divine power* (+6 bonus to melee attack and +3 bonus to damage, +16 bonus hit points), *divine favor* (+5 bonus to attack and damage), *bear's endurance* (32 bonus hit points, +2 bonus to Fortitude saves), *righteous might* (+3 bonus to melee attack and +4 bonus to damage, +3 bonus to AC, 32 bonus hit points, +2 to Fortitude saves, DR 15/good, and she becomes size Large) and *unholy aura* (+4 bonus to AC and +4 bonus to all saving throws).

Shigmaa Urasta
Female tiefling (Chaotic Evil)
Cleric10 (Heiran and Nareis)/shigmaa6 **CR** 19
HD 10d8+40 + 6d10+24 –10 **hp** 134
Init +3 **Speed** 30 feet
AC 25, touch 13, flat-footed 22
BAB/Grapple +13/+14
Attack +16 melee (1d8+3+2d6 unholy+1d6 negative energy, morningstar), or +17 ranged (1d12+2+1d6 frost+2d6 unholy, dragon pistol)
Full Attack +16/+11/+6 melee (1d8+3+2d6 unholy+1d6 negative energy, morningstar), or +17 ranged (1d12+2+1d6 frost+2d6 unholy, dragon pistol)
SA Death attack (DC 17), darkness 1/day, paralysis touch (1d6+6 rounds, Fortitude save DC 17, 6/day), energy drain (1 negative level, Shigmaa gains 10 hp), SR 20
SQ Second chance, call of death (8 HD), necromantic lore, secrets of the dead, love of the dead, death ward, immune to disease, poison, and stunning, darkvision 60 feet, resistance to cold 5, electricity 5, and fire 5
Fort +16, **Ref** +13, **Will** +20
Str 12, **Dex** 17, **Con** 18, **Int** 12, **Wis** 22, **Cha** 12
Crucial Skills: Bluff +10, Concentration +16, Hide +10, Listen +6, Spot +6.
Other Skills: Diplomacy +17, Heal +22, Knowledge (history) +14, Knowledge (local) +2, Knowledge (religion) +19.
Crucial Feats: N/A
Other Feats: Craft Magic Arms and Armor, Exotic Weapon Proficiency (firearms), Iron Will, Lightning Reflexes, Scribe Scroll, Spell Focus (necromancy).
Domains: Death, Evil.
Spells: 6/7+1/7+1/6+1/5+1/5+1/4+1/3+1/2+1, save DC 16 + spell level, DC 17 + spell level for necromancy spells.
8th—*create greater undead,* cold *fire storm*, unholy aura.*
7th—*blasphemy, destruction* (2), *repulsion.*
6th—*create undead, greater dispel magic, harm, heal, word of recall.*
5th—*greater command,* cold *flame strike*, righteous might, scrying, slay living, spell resistance.*
4th—*divination, divine power, freedom of movement, sending, summon monster IV, unholy blight.*
3rd—*animate dead, cure serious wounds, magic circle against good, invisibility purge, magic vestment, protection from energy* (2).
2nd—*bear's endurance, bull's strength, death knell, hold person* (2), *lesser restoration, shatter, silence.*
1st—*bane, bless, command, cure light wounds, divine favor, entropic shield, protection from good, shield of faith.*
0—***assess creature***, ***detect chaositech***, *detect magic* (2), *mending, read magic.*
* Urasta's fire spells deal cold damage rather than fire damage and are dark blue in appearance.
Possessions: *+3 mithral breastplate, +2 heavy steel shield, +2 unholy morningstar, +1 unholy* ***dragon pistol****, +2 frost ammunition* (12 rounds), healer's kit, **harrower** chaositech device, *wand of unholy blight* (CL 8th, 48 charges), *scarab of protection.*

THE GUILDS

Ptolus has many guilds—a whole district devoted to them, in fact. A few guilds appear in their own sections in this chapter (see the Delver's Guild, the Longfingers Guild, the Order of Iron Might, the Sorn, and the Vai). Some have more details in Chapter 9: Guildsman District, Chapter 11: Necropolis (the Deathguilders), and Chapter 14: Oldtown (the Bankers' Guild, Order of Iron Might, and the Sages' Guild). Some groups—even though they are organizations of people with similar professions—are not considered guilds because their membership is so exclusive, because the group operates in a very unusual manner, or because the similarity of the professions or interests of the membership is not actually the main point of the organizations. Such exceptions include the Inverted Pyramid, the Order of the Fist, the Order of the Dawn, the Naltegro Suun, and others detailed in this chapter. The list that follows, however, is a comprehensive list of all the city's functioning guilds:

Bankers' Guild: This powerful guild of moneylenders and bankers allies itself closely with House Abanar. Chuster Nogol (male human aristocrat2/expert5) serves as the guildmaster. Its headquarters is in Oldtown

Bellringers' Guild: This small operation disseminates information using criers from its base in Oldtown.

Brewers' Guild: This guild covers all brewers and associated workers. It is based in the Guildsman District.

Cobblers' Guild: This guild of shoemakers is also based in the Guildsman District. Though shoemaking and repairing is one of the most common occupations in Ptolus, this guild is one of the least influential. Most cobblers actually do not bother to join the guild.

Coppersmiths' Guild: This small metalworkers' group is controlled by the Ironworkers' Guild.

Deathguilders: An organization of morticians, embalmers, gravediggers, and professional mourners, the Deathguilders operate out of the Necropolis. (See Chapter 11.)

Delver's Guild: This guild organizes those who explore the levels beneath Ptolus. (See page 108.)

Glassblowers' Guild: Small and quiet, this guild is based in the Guildsman District.

Goldsmiths' Guild: This guild has its headquarters in the Guildsman District. It is a rival of the Silversmiths' Guild but is more or less controlled by the Ironworkers' Guild.

Herbalists' Guild: This group covers all herbalists and physickers, including dentists and even barbers—all are considered similar professions in Ptolus. They are based in the Guildsman District.

Ironworkers' Guild: One of the most powerful guilds in the city, the ironworkers virtually control the Goldsmiths', Silversmiths', Tinsmiths', and Coppersmiths' Guilds.

Jewelers' Guild: Jewelry makers and gem cutters belong to this small guild based in the Guildsman District.

Longfingers Guild: This thieves' guild once had more power than it does today. (See page 128.)

Masons' Guild: Notorious for its corruption, this guild makes its home in the Guildsman District.

Merchants' Guild: This new guild operates out of the South Market. So far, most merchants seem resistant to the idea of guild membership, however, as they fear regulation and the domination of larger merchant organizations over smaller, individual merchants.

Order of Iron Might: A guild of soldiers, mercenaries, gladiators, and anyone else who earns a living with sword or spear. This warriors' guild is based in Oldtown.

Sages' Guild: Headquartered in an aging building in Oldtown, this guild is open to sages and scholars of all kinds.

Silversmiths' Guild: This guild of silvercrafters based in the Guildsman District is a rival of the Goldsmiths' Guild but, like that group, is more or less controlled by the Ironworkers' Guild.

The Sorn: This mages' guild also operates as an unofficial assassins' guild. (See page 137.)

Leatherworkers' Guild: This guild for all who work with leather—tanners, saddlers, beltmakers, glovemakers, but not cobblers—operates out of the Guildsman District.

Textile Workers' Guild: Clothiers, weavers, seamstresses, and textile dyers form this large and surprisingly influential guild in the Guildsman District.

Tinsmiths' Guild: This small guild based out of the Guildsman District is controlled, at least in part, by the Ironworkers' Guild. A dwarf named Tyrese Anvilfist (male expert7) is the guildmaster.

Weaponsmiths' Guild: This surprisingly small guild is controlled almost entirely by the ironworkers. In fact, most of its members also belong to the Ironworkers' Guild. Many consider it entirely obsolete.

Woodworkers' Guild: This large and influential guild is open to carpenters, woodcarvers, furniture makers, cabinet makers, barrel makers, and more. It is based in the Guildsman District.

The Vai: This notorious assassins' guild comprises depraved murderers who worship death. (See page 139.)

THE INVERTED PYRAMID

While most people assume it was formed out of necessity hundreds of years ago when arcane magic was outlawed in the Empire, the truth is that the Inverted Pyramid has joined the most powerful wizards and sorcerers in the world together since before recorded history. Even before the Dread One rose to power, the Inverted Pyramid served as a society of magic wielders who wished to separate from the rest of the world. Little is known of the secretive organization's history, except that it centered in the lands south of Ptolus, just east of the Cold Desert. The Inverted Pyramid enters the annals of history most prominently during the Days of Blood.

From the earliest days of the Empire of Tarsis, the Inverted Pyramid was a great foe of the Church of Lothian. So when the Church declared that all arcane magic was evil, the Inverted Pyramid worked tirelessly throughout the Empire to rescue persecuted mages and bring them to secret safe houses. In so doing, the Inverted Pyramid also gathered the arcane knowledge that

Using Guilds

So, you think the Cobblers' Guild and the Glassblowers' Guild are unlikely ever to come up in adventures in your campaign? Even such mundane groups have politics and intrigues. Imagine if someone embezzled all of the Cobblers' Guild funds, and the guildmaster looks for someone to help track down the culprit, perhaps using magic. But the culprit uses her ties with the Balacazar organization to help her "lay low." Now, suddenly, an association with the Cobblers' Guild leads the player characters into potential conflict with one of the most powerful and dangerous groups in the city.

Or perhaps a member of the Glassblowers' Guild was commissioned to create a glass orb to use in fashioning a magic item. Once the orb was finished, however, the artisan was found murdered. His fellow guilders want retribution, so they hire the PCs to see what they can find out. The trail leads into the Dungeon, where a number of Sorn-Ulth orcs—who had hired the glassblower in disguise—wish to finish their magic item.



Inverted Pyramid symbol

The Dread One's rise, page 77
Days of Blood, page 85

Church of Lothian, page 64

See Chapter 36: Prestige Classes for three Inverted Pyramid prestige classes (page 650).



Moynath Autumnsong, page 288

Great Seven, page 81

Renn Sadar, page 95
Balacazars, page 100
Kevris Killraven, page 121



Chaos cults, page 71

Inverted Pyramid headquarters, page 324

survived this terrible time. Thus, as they saved the lives and work of many wizards and sorcerers, they also managed to create a network of arcanists and a collection of knowledge unparalleled throughout the world. When Commissar Norrid Favanar offered Ptolus as a sanctuary for mages in 615 IA, the Inverted Pyramid relocated its headquarters to the City by the Spire.

Today, the Inverted Pyramid is less a sanctuary from oppression than a force for fostering magical study and rewarding those who excel in it. The members of the Inverted Pyramid never refer to their organization as a "guild"—the Pyramid is far more than that. The group is concerned with preserving magical lore and all things arcane from those it believes would eradicate such knowledge. Its membership includes most of the powerful arcanists in Ptolus and the world.

Even with the fame it garnered opposing the Church, the Inverted Pyramid has remained extremely secretive. The general public has no idea where in the city the group bases its operations, and no one knows any details about its membership, other than perhaps the identities of its more flamboyant or famous members (probably Moynath Autumnsong, Jevicca Nor, and Lord Renn Sadar).

Although no longer openly antagonistic toward the Church of Lothian, the Inverted Pyramid fears that at any time the religion could fall into the grip of its more right-wing clergy and oppose arcane magic again. While such an event seems unlikely, this paranoia keeps the Inverted Pyramid watching the Church of Lothian closely and with great distrust.

Through **Lord Renn Sadar,** a prominent member, the Inverted Pyramid allies itself with House Sadar and thus its ally House Vladaam. The mages have found that dealing with criminals like the **Balacazars** makes their secretive life easier than attempting always to stay on the proper side of the law, but the appearance of **Kevris Killraven**—a powerful individual who wants to replace both the Balacazars and the Inverted Pyramid—has pushed the mages and the criminal family even closer. In theory, these alliances might draw connections between the Inverted Pyramid and such groups as the Vai, the Forsaken, and the Fallen, but in reality no such connections exist. And to be sure, the Inverted Pyramid wants nothing to do with the growing **chaos cults** and their dreams of destruction. For the most part, the Inverted Pyramid wants to preserve the status quo, not make radical change.

The organization takes its name from **its headquarters**, probably Ptolus' strangest structure: a floating, upside-down pyramid that hangs almost a thousand feet above Oldtown. The pyramid and everything within it is invisible, however, so it is also Ptolus' most mysterious structure. The vast majority of Ptolus citizens have no idea where it actually is; those few who know it is in Oldtown don't know exactly where, or that it sometimes moves.

MEMBERSHIP

The Inverted Pyramid has over one hundred members, which means that Ptolus has, by far, the highest concentration of high-level spellcasters of any city; one out of about every seven hundred fifty people is an arcane spellcaster of 8th or higher level. And that number is even a little low, since not every arcanist belongs to the Inverted Pyramid. The list of elite members of the organization, called masters, is a list of some of the most powerful beings in the world. They include:

Moynath Autumnsong: See "Castle Shard" in Chapter 12: Nobles' Quarter.

Unirthom the Blue: This very old man (human wizard15/archmage5) is known to have created magic items whose power levels could only be described as artifacts, including his own *staff of the magi*. He moves very slowly now and stands hunched over. Small tufts of white hair remain on either side of his otherwise bald head.

Kaeran Altarstone: This powerful elf (male sorcerer18/Inverted Pyramid master1) claims to be the reincarnation of Saerth, one of the **Great Seven** who defeated Ghul. He is rather arrogant and not well liked.

Iniah Croesh: A powerful spellcaster, Iniah (female Cherubim wizard12/loremaster7/Inverted Pyramid master1) was rendered permanently invisible in an unreplicatable magical experiment a few years ago. This condition has not deterred her from her constant studies.

Renn Sadar: See House Sadar, page 94.

The Genesis: This strange individual (male tiefling wizard18/archmage1/Inverted Pyramid master1) keeps to himself, specializing in creating constructs and even artificial life. He stands about five feet tall, with dark skin, hair, and eyes. His hands each have only three fingers and a thumb.

Jevicca Nor: Youngest and perhaps least powerful of the masters, Jevicca is so talented at magical studies that the Inverted Pyramid welcomed her into its inner circle with open arms. When she lost an arm in a battle with a dragon, she created her own magical prosthesis out of red glass. Because Jevicca is warm and friendly, she serves as the public face of the Inverted Pyramid when needed, attending public gatherings and holding a seat on the City Council. She has also created some well-known spells (see Chapter 35: Magic).

Jevicca is tall with long red hair. Many consider her fairly attractive. Her one-room house in Oldtown connects to other one-room buildings all over the world via *gates*, creating a vast mansion.



Jevicca Nor
Female human (Neutral Good)
Transmuter17/Inverted Pyramid master1 CR 18
HD 18d4+54 **hp** 103
Init +4 **Speed** 30 feet
AC 27, touch 18, flat-footed 23
BAB/Grapple +8/+14
Attack +10 melee (1d6+2, unarmed strike)
Full Attack +10/+5 melee (1d6+2, unarmed strike)
SQ SR 18
Fort +12, **Ref** +13, **Will** +20
Str 15, **Dex** 18, **Con** 17, **Int** 21, **Wis** 18, **Cha** 15
Crucial Skills: Concentration +24, Hide +14, Listen +6, Move Silently +14, Sense Motive +8, Spot +6.
Other Skills: Craft (glassworking) +17, Decipher Script +11, Knowledge (arcana) +26, Knowledge (architecture and engineering) +22, Knowledge (local) +25, Spellcraft +26.
Crucial Feats: Deflect Arrows, Improved Grapple, Improved Unarmed Strike, Stunning Fist.
Other Feats: Alertness, Craft Wondrous Item, Empower Spell, Extend Spell, Heighten Spell, Maximize Spell, Quicken Spell, Scribe Scroll, Spell Focus (evocation), Spell Focus (transmutation), Spell Mastery (*slow, dimension door, fly, knock, levitate*), Still Spell.
Prohibited Schools: Conjuration, Illusion.
Spells: 4+1/6+1/5+1/5+1/5+1/5+1/4+1/3+1/3+1/2+1; save DC 15 + spell level, DC 16 + spell level for evocation and transmutation spells.
9th—*mass hold monster, power word kill, time stop*.
8th—maximized *cone of cold, horrid wilting, mass charm monster, polymorph any object*.
7th—*delayed blast fireball, ethereal jaunt,* ***Jevicca's fourfold ostracism***, quickened *lightning bolt*.
6th—*antimagic field, disintegrate,* maximized *fireball, globe of invulnerability, mass suggestion*.
5th—*baleful polymorph, cone of cold, fabricate,* quickened *magic missile, stone shape, symbol of sleep*.
4th—*arcane eye, confusion, ice storm, polymorph, stoneskin, wall of ice*.
3rd—*dispel magic, fly, haste,* ***Jevicca's just reversal***, *lightning bolt, slow*.
2nd—*alter self, knock, levitate, rope trick, spider climb, touch of idiocy*.
1st—*expeditious retreat, feather fall, jump, magic missile* (2), *shield, Ten's floating disk*.
0—*dancing lights, mage hand, mending, message*.
Contingency: If Jevicca falls to 4 hp or less, she teleports to her home in Oldtown.
Possessions: ***Jevicca's Arm***, *white robe of the archmagi, amulet of natural armor +4, ring of protection +4,* scroll of *greater scrying;* scroll of *disintegrate, baleful polymorph,* and *horrid wilting;* scroll of *stoneskin, shield,* and *blink; potion of cure serious wounds*, ruby necklace worth 2,750 gp, ruby ring worth 1,000 gp, Inverted Pyramid's ***invisible charm***, 25 pp, 25 gp, 23 ***mage coins*** (in a vault).

JOINING

Inverted Pyramid membership is available to characters with at least eight levels in an arcane spellcasting class. An invitation is required to join, and invitations usually go to characters of 10th level or higher. Membership dues are 2,000 gp per year, but various duties within the organization can earn a member far more gold than that, if one desires. New members are called initiates and can take the Inverted Pyramid initiate prestige class. Characters who have belonged to the group for at least two years and meet other requirements can become adepts. Those who have been members for at least five years and meet extremely strict other requirements become masters, the highest rank within the Inverted Pyramid. Most masters are 20th-level spellcasters. See Chapter 36 for the Inverted Pyramid prestige classes; note that these prestige classes are not membership requirements—even for adepts or masters.

Aside from the dues, initiates must honor the reasonable requests of all adepts and masters at any time, and adepts must likewise do as the masters bid them. "Reasonable" is a subjective term; members who find a request unreasonable must

Jevicca's fourfold ostracism, page 642
Jevicca's just reversal, page 643

Jevicca's Arm

Magic animates this red, solid glass arm and provides Jevicca with all sorts of enhancements and combat capabilities. These include a +2 bonus to Strength, +4 bonus to Constitution, and +2 bonus to Dexterity, plus the following bonus feats: Deflect Arrows, Improved Grapple, Improved Unarmed Strike, and Stunning Fist.

Strong transmutation; CL 15th.

FROM MY CAMPAIGN TO YOURS

In the original Ptolus Campaign, the character Serai Lorenci joined the Inverted Pyramid. He didn't live there, but he used his thoughtstone *(page 166) to network mentally with other members.*

Invisible charm, page 118
Mage coins, page 155

Inverted Pyramid mages are often extremely elitist and will not work with or trust mages who are not members. They look with particular distaste upon the Sorn. (No member of the Sorn may be admitted to the membership of the Inverted Pyramid.) At first, when the Iron Mage (page 340) would not join the organization, the members were quite embarrassed. Later, however, they circulated their version of the story, which paints the Iron Mage in a poor light and makes it clear that they do not want him. By all appearances, the Iron Mage could not care less.

INFO CHECKS

With a Gather Information or Knowledge (local) check, one can attempt to learn background about the mysterious Inverted Pyramid as follows:

Learn of the group's existence and origins as related here (DC 15).

Learn that the group members reside in an upside-down pyramid that floats above the city; one can reach it only by teleportation (DC 25).

Thoughtstones, page 166

DM TIP

The first few times the player characters contact the Dreaming Apothecary, play out the entire encounter. Stress the strangeness of an outside force invading the character's dream to do business. Later on, it will not be necessary to play out the entire encounter, and PCs with the funds can simply order whatever they need.



No matter what the circumstance may be, the Dreaming Apothecary agents always make it clear to customers that they are extremely busy, and that getting any item made quickly is quite a burden.

take it up with a board of inquiry. If the board finds the request unreasonable, the higher-ranking member can be fined up to 10,000 gp. If the request was deemed reasonable, the lower-ranking member can be expelled from the organization. Realistically, requests are made only when absolutely necessary—members are taught to respect the privacy, the work, and the studies of all other members, even those of lower rank. They do not abuse this privilege, lest they look poorly in the eyes of their peers.

Benefits to joining the Inverted Pyramid are many. Members can, if they wish, take up quarters in the Inverted Pyramid itself, or simply maintain a laboratory or workshop there. The primary benefit of the organization, however, is information: both arcane knowledge and contacts. The Inverted Pyramid structure holds the greatest library of arcana in the world, with every known spell on file. This collection grows constantly, as members devise new spells all the time and share them with their fellows. The library also has extensive sections on history, the planes, religion, and other topics. (Any Knowledge check made within the library by a character who takes at least 1d4+1 hours to research gains a +5 circumstance bonus.) And of course, members can approach most other members for advice or lore, although some require appointments.

Since the membership includes some of the most powerful people in the city, it is one of the best informed organizations. When there is news within Ptolus, members of the Inverted Pyramid know about before most others. Also, all members can buy ***thoughtstones*** for the standard fee if they wish.

Lastly, all members receive a 20 percent discount on magic items created by the Dreaming Apothecary.

Membership in the Inverted Pyramid is usually considered secret, although many members—particularly the masters—have allowed their association with the group to become known. In any case, every member is given a magic item called an *invisible charm*. This invisible brooch takes up no magic item "slot." It projects above the wearer's head an upside-down floating pyramid symbol, which only someone wearing an *invisible charm* can see. The Inverted Pyramid can deactivate any *invisible charm* remotely, should one ever be stolen or a member die.

DREAMING APOTHECARY

The Inverted Pyramid is likely the wealthiest organization in Ptolus, thanks to the Dreaming Apothecary.

Most people who live in Ptolus have heard of the Dreaming Apothecary—although many may think it a myth. Reportedly, it is an organization that dwells only within the realm of dreams and can provide one with anything desired, as long as the interested party has the funds to pay for it.

The rumors are more or less true. The Dreaming Apothecary is a group of spellcasters who make magic items to order. What few realize (but at least some suspect) is that it is not a separate group, but one and the same as the Inverted Pyramid. Occasionally, the Inverted Pyramid takes certain steps to distance itself from the Dreaming Apothecary's actions, which are not always legal, but there is really no foolproof way to trace the Apothecary or its operators.

Selling magic items—the most expensive objects in the world—is a dangerous business. The mages of the Dreaming Apothecary have concocted a means of handling the extraordinarily pricey transactions with virtually no risk to themselves or their inventory. All interaction with the public is done through dreams.

The Dreaming Apothecary operates no storefront. It has no known location in the city. Instead, it employs local representatives. While the representatives remain safely ignorant of the group's secrets, they can provide people with the means and the knowledge to do business with the Dreaming Apothecary. They grant anyone wishing to contact the group a small bronze token with the image of a human man's face on one side—his eyes closed, as though asleep—and a female elf's face on the other, her eyes likewise closed.

The representative instructs the interested party to place the token under his pillow or bed when he goes to sleep that night, or otherwise very near his sleeping body. The Dreaming Apothecary will contact the character in his dreams, the representative says. He advises prospective clients to have the exact funds needed for the transaction in their possession or gathered in a secure place. What the representative does not make clear is that following these instructions essentially makes the character a willing recipient (no saving throw) to a powerful divination that tells the mages of the Apothecary his location and that he wants to be contacted. Further, the character willingly and automatically becomes subject to effects similar to *detect thoughts* and *discern lies*.

The sleeping character with a token has a lucid dream in which a levitating figure appears to him in the room where he sleeps. This figure usually looks like a beautiful human woman in a long, flowing red-and-gold robe or a dapper elf gentleman in a formal suit with a walking stick. In either case, the figure is actually an illusion, although the dreamer has no means to discern that. The friendly figure gets right to business, asking the dreamer what he wants. Early on in

the transaction, the figure asks the dreamer whether he has the money to pay for the item (remember, the dreamer is subject to *detect thoughts* and *discern lies*). Those without adequate funds are politely refused, and the dream ends. Those with the means to pay for the desired item can haggle with the figure over the terms. Basically, the figure offers a base price (for standard items, the price listed in the DMG) and states the amount of time it will take to fashion the item. The time quoted is double the time it would normally take to make such an item, or two weeks, whichever is longer. If the dreamer needs the item faster, the price increases (up to 50 percent more). The time required for most items obviously cannot be less than the time it actually takes to make the magic item, although in the case of common items (a *ring of protection +1*, a *cloak of resistance +1*, a *+1 longsword*, and so on) the Apothecary probably has one or more on hand and can produce them as soon as the next morning. The representative never negotiates a price lower than the base price.

Once the price and delivery date are secured, the figure asks the dreamer for the physical location of the funds. Payment is made entirely up front—no exceptions. Again, the dreamer is subject to *discern lies* and *detect thoughts*, so even someone who lies probably reveals the truth. The next morning, the item's exact price is missing from the character's funds, no more and no less. This is true whether the money was in a bag under the dreamer's bed or locked in one of **Ollam Hammersong's vaults.** If the funds lie someplace protected from teleportation or divination, the character does not get his item.

If a client wants an additional enhancement granted to an existing item, the item is likewise gone when the dreamer awakens.

Characters sleeping under the effects of a spell or item (or anything else) that makes them proof against divinations receive no visit from the Dreaming Apothecary; the process will not work for them.

Delivery of an item comes on the appointed morning. Small, inexpensive items are delivered by a courier who has no idea what is in the package, who originally sent it, or where it came from. Larger or expensive items appear via teleportation magic in a location designated during the transaction.

The Dreaming Apothecary does not sell potions or scrolls.

This unusual service provider can afford to be extremely demanding, as it controls an absolute monopoly on magic items made to order. After all its years of existence, it has become common knowledge that spellcasters attempting to create and sell magic items (except for potions and scrolls, or wands of divine spells sold by temples) end up having terrible accidents. Shops catch fire, explode, or sink into the ground. Mages turn into gnats or become babbling idiots. The Dreaming Apothecary is ruthless in maintaining its viselike grip over this lucrative business, and none of the "accidents" or attacks are ever successfully traced to anyone. Nothing happens to spellcasters who make items for their own use, or the use of their allies.

Those who try to cheat the Dreaming Apothecary earn similar treatment. A half-dozen *delayed blast fireballs* under their beds while they sleep is a common retaliatory action.

KEEPERS OF THE VEIL

The Keepers of the Veil are an order of holy knights with a history dedicated to the destruction of undead, specifically free-willed spirits that should have remained on their own side of the great veil of death. The order is almost eight hundred years old. It started among the Prust in Tarsis, led by the uncle of the man who would become the first Emperor. The founder, Sir Vaklav Von Tibbitz, was the ancestor of the current leader, **Sir Beck Von Tibbitz**, despite the fact that it is not a hereditary position. The Von Tibbitz line has always enjoyed a special affinity for combating the dead. In fact, the family has always been able to see spirits, even those that are invisible or incorporeal.

In 688 IA, the Keepers of the Veil—who had been coming to Ptolus frequently to help deal with the Necropolis—relocated the entire order to the city. Since then, the ranks have swollen to the current membership of more than fifty knights and two dozen support personnel. The knights are mostly paladins and fighters, although a few martial clerics fill out the ranks. The support personnel include squires, stewards, and the like, some scouts and spies (rogues), auxiliary warriors (bards and clerics, mostly), and a couple arcanists. Virtually all members are good aligned, and they all dedicate themselves to the fight against undead.

The Keepers of the Veil operate out of a small keep called the **Siege Tower**, built into the wall surrounding the Necropolis. The order has reconfigured the keep to have more of a gatehouse structure, with the main structure rising above a well-fortified tunnel into the Necropolis. Sir Beck also owns a large home in Oldtown, which the order uses as a supplementary barracks, storehouse, and garrison.

As the name of their headquarters suggests, the Keepers of the Veil consider themselves to be at war. The Siege Tower is a fortress in enemy territory. It once incensed the knights that they could not convince the Commissar to turn over



Aside from battling the Forsaken and undead of the Necropolis, the Keepers of the Veil also offer their services as exorcists to rid any location in town of undead, particularly ghosts. This keeps them fairly busy and earns them a reputation of trustworthiness and skill.

Sir Beck Von Tibbitz, page 120

Hammersong Vaults, page 322

DM TIP

It's likely that your players will constantly get the Keepers of the Veil and the Knights of the Pale (page 125) confused. Use this as a flavor-making tool. Have everyone in the city constantly get the two groups confused. Perhaps the NPCs that the party interacts with misuses the names or mention that they can never keep the two knighthoods straight. This shared experience will make the player characters feel more a part of the city.

Siege Tower, page 237

The Keepers of the Veil take their name from the veil that serves as a barrier between the lands of the living and those of the dead. This veil was first breached by the Galchutt early in the history of the world.

Player Character Allies

When the PCs are mid-level, or perhaps even lower, the Keepers of the Veil make for excellent allies, particularly if they must journey into dangerous areas within the Necropolis or combat undead elsewhere in the city. Once the characters face high-level challenges, however, if they're looking for allies, the mightier Knights of the Pale can lend a hand.

Sir Beck lives on High Road in Oldtown.

Twelve Commanders, page 148

The Keepers of the Veil and the Church of Lothian have very strong ties. Not only is the seneschal of the Siege Tower, Phadian Gess, a cleric of Lothian, but Sir Beck himself is a devout worshipper of Lothian. The Church sees the order as almost a religious knighthood, useful for combating or exorcising the undead.

Dark Reliquary, page 238

Knights of the Pale, page 125
Dierna Hillerchaun, page 125

The Keepers of the Veil do more than fight the undead and the Forsaken in the Necropolis. Whenever people of the city have trouble with a haunting or similar situations, they call upon the Keepers to help them.

Imperial Charter, page 558



his troops to fight the undead and assail the **Dark Reliquary**, but they have since realized that, for now, it is their duty alone to deal with the undead threat. And they are wise enough to know they do not yet have the strength to take on their foe directly—in fact, doing so might stir up the creatures and put the city at risk. So for the time being they fight a defensive war, making sure that no undead get out of the Necropolis.

Occasionally the Keepers of the Veil ally with the smaller **Knights of the Pale**, particularly when dealing with the Fallen. **Dierna Hillerchaun**, captain of the Knights of the Pale, holds the Keepers at arm's length, however; despite their numbers, their membership is not as powerful as her own knights. She does not want to lead them into a situation they are not ready to handle.

The Keepers of the Veil possess an official **Imperial Charter** and, as such, receive direct funding from the Commissar for the services and good works they perform. This includes both a monthly stipend as well as an activities-based bonus system.

Sir Beck Von Tibbitz, a tall, broad-shouldered man with red hair and a beard to match, came to Ptolus to join the order fifteen years ago. He ascended through the ranks quickly due to his prowess and became head of the order in 715 IA. The following year, he appointed a cleric of Lothian to join him as the seneschal of the Siege Tower. Effectively, Phadian Gess—a warm-hearted woman with short black hair and a short but fit frame—became co-leader of the order.

Beck and Phadian are two of a kind. Both self-sacrificing to the end, they would be quick to cast *bull's strength* on an ally before themselves, or put themselves on the line to save another. Beck is boisterous and Phadian quiet, but both become ruthless and single-minded when confronting undead. The rest of the time, they are good natured, pleasant, noble, and helpful. On the other hand, they won't give folks a hand if they're on the way to their own doom. They stop far more adventurers headed into the Necropolis or toward the Dark Reliquary than they help. Sir Beck, who is married with children, serves as one of the Commissar's **Twelve Commanders**. He and Phadian are not, as many assume, romantically linked.

Sir Beck Von Tibbitz
Male human (Lawful Good)
Paladin12 **CR** 12
HD 12d10+12 **hp** 96
Init +1 **Speed** 20 feet
AC 20, touch 11, flat-footed 19
BAB/Grapple +12/+15
Attack +17 melee (2d6+5+2d6 holy, greatsword)
Full Attack +17/+12/+7 melee (2d6+5+2d6 holy, greatsword)
SA Smite evil (+4 attack, +12 damage) 3/day
SQ *See invisible* (permanent spell effect), *detect evil,* lay on hands (48 points), *remove disease* 3/week, aura of courage, immune to disease and fear
Fort +13, **Ref** +9, **Will** +12
Str 16, **Dex** 12, **Con** 12, **Int** 12, **Wis** 18, **Cha** 18
Crucial Skills: Listen +6, Spot +6.
Other Skills: Diplomacy +10, Knowledge (arcana) +5, Knowledge (local) +5, Knowledge (nobility and royalty) +16, Knowledge (religion) +11, Perform (oratory) +9.
Crucial Feats: Improved Bull Rush, Power Attack.
Other Feats: Alertness, Endurance, Leadership, Weapon Focus (greatsword).
Spells: 2/2/2; save DC 14 + spell level.
3rd—*cure moderate wounds, daylight.*
2nd—*bull's strength, remove paralysis.*
1st—*bless weapon, detect undead.*
Possessions: *+1 full plate armor* (offers +2 bonus on saves against spells, spell-like abilities, or supernatural abilities of undead), *+1 undead bane ghost touch holy greatsword, potion of heroism*, flasks of holy water (2), spyglass, 50 feet of silk rope, wooden stakes (3), 35 gp.

Phadian Gess
Female human (Lawful Good)
Cleric9 (Lothian) **CR** 9
HD 9d8 **hp** 38
Init –1 **Speed** 20 feet
AC 18, touch 9, flat-footed 18
BAB/Grapple +6/+7
Attack +8 melee (1d8+2, heavy mace)
Full Attack +8/+3 melee (1d8+2, heavy mace)
Fort +6, **Ref** +2, **Will** +9
Str 13, **Dex** 8, **Con** 10, **Int** 12, **Wis** 17, **Cha** 14
Crucial Skills: Sense Motive +4.
Other Skills: Craft (woodworking) +8, Heal +17, Knowledge (arcana) +13, Knowledge (local) +3, Knowledge (religion) +11.
Crucial Feats: Extra Turning, Improved Turning.
Other Feats: Craft Magic Arms and Armor, Extend Spell, Leadership.
Domains: Good, Law.
Spells: 6/5+1/5+1/4+1/2+1/1+1, save DC 13 + spell level.
5th—*dispel evil, flame strike*.
4th—*death ward, holy smite, restoration.*
3rd—*dispel magic, magic circle against evil, magic vestment, searing light* (2).
2nd—*aid, bear's endurance, bull's strength, consecrate, lesser restoration, silence.*
1st—*bless, detect undead, divine favor, protection from evil, sanctuary, shield of faith.*
0—***assess creature***, *detect magic* (2), *mending, read magic, resistance.*
Possessions: *+1 breastplate, +1 heavy wooden shield, +1 heavy mace of disruption*, scroll of *cure critical wounds* and *neutralize poison*, scroll of *raise dead*, silver holy symbol, flasks of holy water (3), healer's kit, 55 gp.

KILLRAVEN CRIME LEAGUE

The members of the Killraven Crime League never use that name for themselves—that's a name others coined, needing something to call this new criminal organization. Those working for Killraven avoid something so frivolous as a name, simply calling themselves "us" or "we." In this context, "them" refers to their main adversaries: not the representatives of law and order, but the Balacazar crime family.

Kevris Killraven arrived in Ptolus only last year, and already her organization has spread throughout the city like a virus. Rather than attempting to turn or conscript existing criminals into her empire, Killraven brought outsiders into Ptolus. Many of the important figures working for her are not members of the traditional character races. Most people do not know that she herself is an annis hag.

Kevris' ambition knows no bounds. She arrived in Ptolus intending to create not only a criminal organization to replace the Balacazar family, but an arcane guild to replace the Inverted Pyramid and an assassin's guild to replace the Vai. Taking on three of the most powerful and influential groups in the city at once might seem foolhardy if not downright insane, but Kevris has managed to become a threat to all of them. Part of the reason she has done so well involves the vast funds at her disposal that come from her secret alliance with Emperor Segaci Fellisti in Tarsis. Segaci has seen that something important is going on in Ptolus, and he does not trust Commissar Igor Urnst to handle it. He also worries that his rival, the Holy Emperor, and his son Kirian have too much influence in the city. So he has allied himself with the unlikeliest of collaborators: the would-be crime lord Kevris Killraven.

Segaci Fellisti, page 79
The Commissar, page 149
Holy Emperor, page 293
Kirian Ylestos, Prince of the Church, page 294

Using the gold from Segaci, Kevris first involved herself with the Shuul—a move supported, and probably even suggested by Segaci—providing them with enough funding so they could begin producing large numbers of firearms and other devices. Today Killraven's people utilize these innovative weapons and tools, although she herself does not. An alliance with the Shuul also got Killraven the secret support of the temples of Teun and the Iron God. It is important to note that many members of the Shuul, almost all the devotees of Teun and the Iron God, and virtually all of Segaci's advisors and followers have no idea that they are, at least indirectly, tied to Kevris Killraven and her organization.

The Shuul, page 131

Kevris ended up combining her attempts to create a new spellcasters' guild and a new assassins' guild, and thus the Sorn began. The Sorn have closer and more obvious ties to Killraven, though they also work closely with the Shuul when needed.

Killraven maintains a false headquarters in an old stone tower in the North Market; see page 308.

Teun, page 70
The Iron God, page 69

Assess creature, page 639

The Sorn, page 137

Balacazars, page 100

KEVRIS KILLRAVEN

Kevris Killraven is an annis hag with lofty ambitions. Using her *disguise self* ability, she has spent a great deal of time among humans and other humanoids. It became clear to her fairly early in her long life that, due to their numbers, their technologies, and their magic, human civilization held the reins of power in the world. To get ahead, she would have to work within their systems. However, her natural strength would help her in these endeavors.

At first, Kevris' power came from two sources: her money and her physical might. She ruled her growing number of followers and employees with a mixture of great rewards and terrible punishments. Her wrath was infamous. Over time, however, she has earned the respect of many of those she works with, based on the impressive accomplishments she has made so quickly in Ptolus. Still, she is close to no one. She has no inner circle of confidantes or advisors. She holds the reins of power she has coveted for so long very closely.



"Kevris Killraven" is not her real name. It's a far too human/elvish name for a hag to have, but she has adopted it since coming to live among these races. Because of her adopted moniker, she enjoys using raven symbols and even enchanted ravens to serve as spies.

Inverted Pyramid, page 115
The Vai, page 139

Opposing Killraven

While the Balacazars remain deeply entrenched in all aspects of the city, Killraven's organization is still new enough that it stands on fragile ground. Defeating a Balacazar crime boss may be cathartic, but there likely are two to three underbosses waiting to fill that void the very next day. Killraven's hierarchy is not yet so resilient, her organization not quite so intricate.

The biggest difference involves Killraven herself. If Menon Balacazar dies, one of his children takes his place. If the whole family dies, a crime boss of high level would surely fill the ranks after a period of intergang fighting. But kill Kevris and it all topples with her. No one is in a position to take her place, and her followers likely would flee the city.

Thoughtstone, page 166



Durant the "Stink Man"

Legends say that Kevris got her mighty longbow years ago by killing a hill giant chief in the Cherubar Mountains in unarmed single combat. She apparently led the hill giant tribe for a time, until most of the giants were slain by Cherubim sorcerers.

Malasir, page 301
Galchutt, page 60

Pactlords of the Quaan, page 130

Korben Trollone, page 361

Whenever possible, Kevris rides her nightmare cauchemar, Tallix. The extremely loyal Tallix fights for his mistress and spirits her away etherally if she's in trouble.

Kevris surrounds herself with followers and employees, but she does not rely on them if danger rears its head. Instead, she wades into battle, often starting by using her *horn of Valhalla* or her *ring of spell storing* (she always has a powerful member of the Sorn cast a *cone of cold* in it for her). If she had time to prepare, she would cast *bull's strength*, *freedom of movement*, and perhaps *protection from energy*, but she won't waste time in a fight to cast them. She believes in a strong offense and enjoys disarming opponents or sundering their weapons or magic items.

Kevris Killraven
Female annis hag (Lawful Evil)
Large monstrous humanoid
Fighter5/blackguard8 **CR** 19
HD 7d8+35 + 5d10+25 + 8d10+40 **hp** 219
Init +7 **Speed** 30 feet
AC 32, touch 10, flat-footed 31
BAB/Grapple +20/+35
Attack +32 melee (2d8+17+1d6 fire, greatsword) or +30 melee (1d6+11, claw) or +23 ranged (2d6+12, longbow)
Full Attack +32/+27/+22/+17 melee (2d8+17+1d6 fire, greatsword) or +32 melee (1d6+11, 2 claws) and +25 melee (1d6+5, bite), or +23/+18/+13/+8 ranged (2d6+12, longbow)
SA Smite good (+5 attack, +8 damage 2/day), sneak attack +2d6, improved grab, rake (1d6+11), rend (2d6+16), spell-like abilities.
SQ DR 2/bludgeoning, SR 31, aura of despair (foes get –2 morale penalty on saves), darkvision 60 feet, command undead, *detect good*.
Fort +24, **Ref** +16, **Will** +16
Str 33, **Dex** 16, **Con** 21, **Int** 14, **Wis** 17, **Cha** 20
Languages: Abyssal, Common, Giant, Orcish.
Crucial Skills: Bluff +13, Climb +11, Concentration +13, Hide +11, Intimidate +7, Jump +11, Listen +12, Ride +8, Spot +12.
Other Skills: Diplomacy +7, Handle Animal +10, Heal +11, Knowledge (religion) +10.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Improved Disarm, Improved Sunder, Mounted Combat, Power Attack.
Other Feats: Alertness, Great Fortitude, Improved Initiative, Weapon Focus (greatsword).
Spell-Like Abilities: Caster level 20th. The save DCs are Charisma based.
3/day—*disguise self*, *fog cloud*.
Spells: 3/2/2/1; save DC 13 + spell level.
4th—*freedom of movement*.
3rd—*protection from energy*, *shatter*.
2nd—*bull's strength*, *cure moderate wounds*.
1st—*corrupt weapon*, *cure light wounds*, *doom*.
Possessions: *+4 full plate armor*, *+1 flaming burst and human bane large greatsword*, *+1 large composite longbow* (Strength +11), *+1 seeking arrows* (20), ***thoughtstone***, *ring of spell storing* (*cone of cold*, CL 15th), *iron horn of Valhalla*, scroll of *bull's strength* and *cure serious wounds*, *potion of fly*, pocketwatch, spyglass, 130 gp.

Nightmare, Cauchemar: 175 hp; see MM.

THE ORGANIZATION

Kevris' criminal organization has a loose structure. Basically, she has placed a crime boss in every district of the city except the Necropolis and the Warrens—and Midtown, which she runs directly. Each boss is set up to run a number of criminal operations as if they were independent organizations, but backed by Killraven's money and, if need be, force of arms. Each of these "independent" bosses pays a cut to Killraven and follows her orders, delivered in secret. It doesn't take a great deal of savvy to figure out that these criminals work for Killraven, but they take pains that no physical evidence ties them to her or to each other.

Killraven herself lives in the Undercity below Midtown with a large force of mercenaries and enforcers that she can dispatch to any of her subordinates as needed. (She draws upon the Sorn for that as well.) A troglodyte named Durant (male rogue4) conducts much of the region's day-to-day business, however. He walks around town with his features hidden, so most know him only as the "Stink Man." Durant has mastered the ability to suppress his stench down to just a bad smell, except when he gets agitated.

Kevris has hired no less than an efreeti to oversee her concerns in the Nobles' Quarter. This tyrant, named **Malasir**, does not intend to work as a subordinate to Killraven for long. Trapped in this world for centuries, he has come to Ptolus to learn more about the **Galchutt** and whether helping them might free him.

In Oldtown, the Killraven-sponsored crime boss is a halfling woman named Thuela Nasarini. She is not actually a halfling, but an aranea taking that form. "Thuela" has long been an ally of Killraven's and is also a member of the **Pactlords of the Quaan**, a group with whom Killraven would like closer ties.

Pianett Thundalin (female human rogue3/sorcerer5) is Killraven's representative in the Rivergate District. Before coming to Ptolus, she was a somewhat infamous pirate captain. Another human, **Korben Trollone**, works for Killraven in the South Market, while in the North Market, a fat dwarf named Dollin Ebonhome (male fighter4) runs her operations, albeit not very well. Durant frequently has to step up and make Dollin's extortion collections.

Ularis Gadare is a male half-elf (rogue8) lieutenant of Killraven's originally from Dohrinthas who operates mainly in the Guildsman District.

RELATIONS

Some see Killraven's rise to power as an opportunity. For generations, the Balacazars have held the city in their grip. Now, someone dares oppose them. While this hasn't earned Killraven many actual allies, it has won her quiet support. Some noble houses, including Shever and factions within Abanar, favor her over Balacazar. A few, such as Khatru, Kath, and Nagel, would do so if forced to choose.

Of course, the organizations controlled or backed by Killraven, such as the Sorn and the Shuul, are allies of the Killraven Crime League. Kevris is slowly building an alliance with the nonhumanoid Pactlords of the Quaan, and would like to bring more of them into the city under her command—she sees them as perfectly suited masters of humans and other humanoids. House Rau is a potential ally that she has yet to court.

Obviously, the Killraven Crime League has many enemies. Besides the Balacazars, its members are hated by the Inverted Pyramid, the Vai, Houses Sadar and Vladaam, and to a lesser extent the Forsaken and the chaos cults. Groups like the Knights of the Pale, the Knights of the Golden Cross, the Malkuth, the Church of Lothian, and so on, oppose them and the evil that they do.

Further, while it is somewhat dangerous politically to oppose the Balacazars (they have council members in their pocket and, some would say, the unspoken support of the Commissar), this is not yet true of Killraven's men. This makes them the criminals that are politically acceptable to fight.

KNIGHTS OF THE CHORD

The Knights of the Chord are a small knightly order dedicated to upholding freedom and protecting the innocent. The knights all have mastered, to some degree, the art of drawing power from music and song. While many may have at one time been bards, they are no longer minstrels. These knights are a martial order and focus heavily on combat skills.

The Knights of the Chord hold an official Imperial Charter but do not receive direct funding from the Commissar or any other source. They own a small keep in Oldtown called the Jodan Templehall, which serves as an informal temple to Jode, goddess of music, as well as the order's headquarters. Many knights live at the hall, while others simply use it as a base of operations when in Ptolus. The templehall has a chapel, practice hall, meeting room/dining hall, kitchen, single-room apartments for some of the knights, and an office suite for the order's leader, Hallusiun Everfar (male elf fighter3/bard6/Knight of the Chord8).

In truth, an even greater asset than Everfar is Nivae Tamelli, the greatest bard in all of Ptolus. She has turned down offers to lead the knights numerous times, but whenever they need her, she is there—and no greater supporter could they desire. Nivae isn't interested in combat or adventuring, however. In her spare time, she researches musical history, attempting to learn old songs and old dances important to cultures long dead.

The Knights of the Chord are bound by an ancient oath that ties to them to the fate of House Kath. The head of House Kath can invoke this vow and call upon the knights to aid the house when it is in need.

Nivae Tamelli
Female Shoal elf (Chaotic Good)
Bard20 **CR** 20
HD 20d6 **hp** 80
Init +8 **Speed** 30 feet
AC 29, touch 21, flat-footed 21
BAB/Grapple +15/+16
Attack +25 melee (1d6+3, short sword) or +24 ranged (1d4+2, dagger)
Full Attack +23/+23/+18/+13 melee (1d6+3, short sword) and +22 melee (1d4+2, dagger), or +24/+19/+14 ranged (1d4+2, dagger)
SQ Bardic knowledge, bardic music, elven traits, low-light vision
Fort +9, **Ref** +23, **Will** +16
Str 12, **Dex** 26, **Con** 10, **Int** 18, **Wis** 13, **Cha** 27
Languages: Common, Draconic, Elvish, Goblin, Sylvan.
Crucial Skills: Bluff +24, Concentration +15, Hide +21, Listen +10, Move Silently +18, Search +8, Sense Motive +13, Spot +8.
Other Skills: Appraise +24, Craft (sculpting) +23, Diplomacy +23, Knowledge (arcana) +15, Knowledge (history) +27, Knowledge (local) +20, Perform (dancing) +21, Perform (stringed instruments) +27, Perform (oratory) +30.
Crucial Feats: Combat Casting, Two-Weapon Fighting.
Other Feats: Craft Wondrous Item, Negotiator, Scribe Scroll, Skill Focus (Craft [sculpting]), Weapon Finesse.
Spells Known: 4/6/6/6/5/5/5; save DC 18 + spell level.
6th—***city transport, commune with the city****, find the path, permanent image, project image.*
5th—*greater heroism, mass cure light wounds, mind fog, mirage arcana, seeming.*
4th—*cure critical wounds, greater invisibility, hold monster, rainbow pattern, shout.*
3rd—*confusion, crushing despair, displacement, sculpt sound, speak with animals.*
2nd—*blur, cure moderate wounds, summon monster II, tongues, whispering wind.*
1st—*animate rope, charm person, cure light wounds, identify, unseen servant.*
0—*detect magic, know direction, light, message, prestidigitation, read magic.*

Dohrinthas, page 43

Noble houses, page 87

House Kath, page 92

Pactlords of the Quaan, page 130

While Nivae Tamelli has no interest in leading the Knights of the Chord, she is very interested in politics. She finds herself drawn to the populist aspects of the republican movement (page 150).



Knights of the Chord symbol

Imperial Charter, page 558
Jodan Templehall, page 337

City transport and commune with the city, page 640

Navanna Vladaam maintains a secret identity as Nicalon Regelis, a member of the Knights of the Chord. In this guise she ferrets out those who scheme against her family. For details, see page 97.

Thoughtstone, page 166

With her silver hair and eyes, Kaira Swanwing likely has Elder Elves in her family background. Elven historians would say that she looks more Lunas than Shoal.

House Vladaam, page 96
Vested of the Galchutt, page 60



Even more than other knightly orders based in the city, the Knights of the Golden Cross are a purely altruistic organization, comparable even to the Malkuth. They are, however, an extremely small organization, and their history is filled with mystery and even some misinformation, which leads many Ptolusites to distrust them. This distrust also comes from the cynicism of thinking that no one can really be as selfless as these knights.

Elder Gods, page 59

Vallis moon, page 40

The order's headquarters, a falling-down castle, is located in Oldtown (page 317), as is Kaira's own family home (page 329).

Possessions: *+2 short sword of speed*, *+1 daggers of returning* (3), *bracers of armor +4, ring of protection +3, amulet of natural armor +4, gloves of dexterity +6, belt of charisma +6* (as cloak), *boots of elvenkind, cloak of elvenkind and resistance +3, potion of levitate,* scroll of *shout*, scroll of *mass cure light wounds*, ***thoughtstone***, gold and emerald ring worth 1,200 gp, gold ring worth 750 gp, 940 gp.

KNIGHTS OF THE GOLDEN CROSS

Founded millennia ago, this ancient order has endured through the ages thanks to the extreme devotion of its members and their descendants. They oppose evil in all its forms with a selfless altruism that sometimes shakes the credulity of those who interact with them. They support goodness and benevolence for its own sake but maintain a low profile, choosing their fights, their goals, and their enemies carefully. Altruistic does not mean stupid. In the case of these knights, it goes hand in hand with serious caution.

Due to events shrouded in the mists of time, the Knights of the Golden Cross have a particular hatred for **House Vladaam**. The (true) story goes that their very earliest members clashed with the progenitor of that noble house, a man called Vladaam (one of the **Vested of the Galchutt**). **Kaira Swanwing**, the order's current leader, knows that her knights lack the power to confront House Vladaam directly at present. So they do what they can to thwart the workings of the wicked family—often from afar or in secret—or help those who also oppose the Vladaams.

They also secretly revere the **Elder Gods**. And like those gods, the Knights of the Golden Cross have been all but forgotten by most people. They keep their faith secret out of habit—years ago, the Church persecuted them for their belief. Today, while no one would think ill of them for it, most would not understand it. The Elder Gods are at best gone and at worst forgotten.

Over the millennia, the Knights of the Golden Cross have struggled against some of the greatest evils to ever rear their heads in the world. The order's secret records have taught the knights more about the Galchutt, the **Vallis moon**, and other ancient matters than most sages know. They also have become somewhat paranoid over time, each generation schooling the next in the dangers of openly opposing the ruthless and malevolent. Today, the Knights of the Golden Cross—while still as stalwart and dedicated as ever—find themselves weighed down by worry. Kaira Swanwing, having only recently taken on the mantle of leadership, would like to change this pessimism. She feels she can do so only by



achieving some great victory for the cause of Good.

The Knights of the Golden Cross do not possess an official Imperial Charter. This does not make them an illegal group, it just means the Empire does not recognize them.

The knights come from every class and many races—there is no "typical" member of the order, but membership currently is very small. There are only nine knights: Kaira Swanwing, a female elf rogue/wizard; her father Naevin Swanwing, a male elf fighter6; Jallek Pedastan, a male human paladin8; Stavislav Felatt, a male human ranger4/sorcerer4; Uetha Wolanat, a female half-elf cleric6; Tuea Severwing, a male Harrow elf paladin6; Quaelin Fillasti, a male elf wizard10; Dessis Palath, a female gnome rogue7; and Ralelle Noramar, a female human fighter9.

The Knights of the Golden Cross have a small, somewhat dilapidated manor in Oldtown, but they keep it locked up, meeting there only rarely for fear of drawing unwanted attention. Mostly, they meet at the spacious home of Kaira and her father, also in Oldtown, not far away.

The order's symbol is a golden cross with four wide, splayed ends. It is worn around the neck as a medallion. While only a few of these medallions are magical as well, all have long histories of the former knights who bore them around their necks and the great deeds they achieved in the name of the knighthood. Kaira has a supply of many more of these symbols and knows the lineage of the successors behind each one.

Kaira is idealistic, generous, and kind. She harbors great ambition, but it is an ambition for her order, her religious faith, and the good of all people, not for herself. She is tall for a Shoal elf, and her hair is a shimmering silver, as are her eyes. She keeps all her gear except her bracers and *thoughtstone* in her *bag of holding*, even her weapons.

Kaira Swanwing
Female elf (Lawful Good)
Rogue5/wizard8 **CR** 13
HD 5d6 + 8d4 **hp** 37
Init +3 **Speed** 30 feet
AC 17, touch 13, flat-footed 17
BAB/Grapple +7/+8
Attack +9 melee (1d8+2, 17–20/×2, longsword)
Full Attack +9/+4 melee (1d8+2, 17–20/×2, longsword)
SA Sneak attack +3d6
SQ Evasion, uncanny dodge, trap sense +1, elven traits, low-light vision.
Fort +3, **Ref** +9, **Will** +8
Str 12, **Dex** 16, **Con** 11, **Int** 18, **Wis** 13, **Cha** 12
Crucial Skills: Balance +9, Climb +4, Concentration +9, Disable Device +8, Hide +10, Jump +7, Listen +3, Move Silently +8, Search +7, Spot +3, Tumble +8.
Other Skills: Diplomacy +10, Disguise +5, Forgery +12, Gather Information +8, Knowledge (arcana) +8, Knowledge (history) +14, Knowledge (local) +15, Knowledge (nobility and royalty) +10, Knowledge (religion) +14, Open Lock +11, Spellcraft +12, Swim +9.
Crucial Feats: Dodge, Point Blank Shot.
Other Feats: Craft Magic Arms and Armor, Craft Wand, Extend Spell, Heighten Spell, Scribe Scroll.
Spells: 4/5/4/4/3; save DC 14 + spell level.
4th—*arcane eye, fear, greater invisibility.*
3rd—*fly, lightning bolt, magic circle against evil, stinking cloud.*
2nd—*blur, false life, misdirection*, extended *shield.*
1st—*jump, magic missile* (2), *ray of enfeeblement, true strike.*
0—*detect magic, light, message, prestidigitation.*
Possessions: *+1 keen longsword, bracers of armor +4,* ***thoughtstone****, bag of holding* (type I), *wand of color spray* (41 charges), *wand of scorching ray* (22 charges), scroll of *see invisibility*, scroll of *wall of ice*, gold cross symbol worth 150 gp, silver earrings worth 50 gp, silver and gold ring worth 180 gp, 10 pp, 56 gp.

KNIGHTS OF THE PALE

An order of knighthood dedicated to combating supernatural threats, particularly demons and evil spellcasters, the stalwart Knights of the Pale make up for their small membership with skill and power. Although they are not an official arm of the Church of Lothian, they base their order on the veneration of a number of that religion's most important saints.

Sixteen members comprise the Knights of the Pale, although twice that number of retainers, men-at-arms, and cohorts also work with the order, making it seem larger than it really is. The Knights of the Pale are quite exclusive and discriminating.

The Knights of the Pale hold an official **Imperial Charter** and, as such, receive direct funding from the Commissar for the services and good works they perform. This includes both a monthly stipend as well as an activities-based bonus system.

Dierna Hillerchaun is the order's leader. The knights base themselves out of her home, a manor in Oldtown called the **Bladechapel**. The Bladechapel is a luxurious abode with many guest chambers, training rooms, and large meeting halls. Dierna employs a number of servants and guards who live and work in the Bladechapel, including her majordomo Stillis Covenrow (male halfling rogue9). Her private chapel to Lothian has its own full-time attending cleric, an elderly woman named Sister Terella Spoch (human cleric12).

The knights work with the **Keepers of the Veil** and the **Malkuth** from time to time, struggling against evil creatures below the city, in the Necropolis, or elsewhere. Dierna Hillerchaun has recently been selected to fill an empty position among the Commissar's **Twelve Commanders**, a role that has diverted much of her attention of late.

The symbol of the Knights of the Pale is a sword thrust into a blue vortex.

Aside from Dierna, the most famous Knights of the Pale include Zophas Adhar, a male aasimar paladin/Knight of the Pale and member of the **Runewardens** adventuring company, and the adventuring duo "Prince" Ironheart and Brig Stoneheart (see next page).

Dierna is stern and confident. She has short brown hair, bright eyes, a round face, and a tall, lithe body. She seems quick to judge but slow to trust. Although a noble and principled woman, Dierna enjoys the finer things in life and does not deny herself a few luxuries. She amassed a large fortune four years ago as one of the early delvers in the Dungeon and was a founding member of the Delver's Guild.

Dierna Hillerchaun
Female human (Lawful Good)
Paladin10/Knight of the Pale10 **CR** 20
HD 10d10+30 + 10d10+30 **hp** 179
Init +1 **Speed** 20 feet
AC 31, touch 11, flat-footed 30
BAB/Grapple +20/+24
Attack +30 melee (1d8+9+2d6 holy, 17–20/×2, longsword)

See also the Knight of the Pale prestige class in Chapter 36 (page 654).

Imperial Charter, page 558

Bladechapel, page 317
Keepers of the Veil, page 119



The Malkuth, page 129
Twelve Commanders, page 148

Runewardens, page 577

Thoughtstone, page 166



The symbol of the Knights of the Pale represents the group's hatred of otherworldly evils coming into this world from others. The vortex being pierced by the sword represents a gate through which a demon or other fiend might come into Praemal.



Perhaps due to Ironheart's "princely" nickname as well as the metal coating on his flesh, people confuse him with the mysterious Lord Abbercombe (see page 88). They are in no way related and are truly only superficially similar.

Devout Faith, page 655

Knight of the Pale combat suites, page 654

Dierna Hillerchaun received her holy avenger sword from Adlam Theobold, archbishop of Lothian. It was originally wielded by a paladin of Tarsis named Handel Werner.

Thoughtstone, page 166

Full Attack +30/+25/+20/+15 melee (1d8+9+2d6 holy, 17–20/×2, longsword)
SA Smite evil (+5 attack, +10 damage) 3/day
SQ SR 25 (and to all adjacent), DR 5/evil, lay on hands (50 points), immune to fear, turn undead, *remove disease* 2/week, aura of courage, *detect evil*, immune to disease, *see invisible*, and *heal* and *holy word* each 1/day
Fort +22, **Ref** +12, **Will** +19
Str 19, **Dex** 12, **Con** 16, **Int** 12, **Wis** 18, **Cha** 20
Crucial Skills: Sense Motive +6, Spot +6.
Other Skills: Craft (weaponsmithing) +13, Diplomacy +15, Heal +13, Knowledge (local) +6, Knowledge (nobility and royalty) +14, Knowledge (religion) +8, Perform (woodwind instruments) +5.
Crucial Feats: Cleave, Combat Reflexes, Improved Sunder, Power Attack.
Other Feats: Improved Critical (longsword), **Devout Faith**, Leadership, Weapon Focus (longsword).
Knight of the Pale Combat Suite: Dierna's stats assume she uses the Suite of Lothian.
Spells: 2/2; save DC 14 + spell level.
2nd—*eagle's splendor, zone of truth.*
1st—*bless weapon, lesser restoration.*
Possessions: *Holy avenger, +5 full plate armor of heavy fortification, +5 heavy steel shield, mantle of faith, helm of comprehend languages and read magic,* ***thoughtstone****, potions of divine favor +4* and *neutralize poison*, gold and diamond necklace worth 1,300 gp, healer's kit, flasks of holy water (2), letter of credit from House Khatru worth 2,000 gp, pocketwatch, 35 gp.

Brig Stoneheart and "Prince" Ironheart are known as the Brothers of the Heart, but that's not what they call themselves. They see no humor in the coincidental similarity of their names. Brig is permanently magically *enlarged* to stand almost eight feet tall, but he retains the stocky, broad proportions of a dwarf.

Ironheart is not really his partner's name, nor is he actually the prince of anything—these are affectations the human adopted, not out of ego but because a spell erased his memory a few years back, and he has had to make up an identity for himself. The name "Ironheart" comes from the fact that he has a layer of flexible metal bonded to his skin, making him look like a man made of iron. He has no idea how he attained this metal coating. He is otherwise tall, muscular, and entirely hairless. Considering the fact that he is covered in metal, he is surprisingly nimble, which catches opponents off guard.

Ironheart follows Brig's lead in almost every situation. As Brig is one of the most noble and compassionate dwarves alive, that may be an excellent plan, after all.

Brig Stoneheart
Male Stonelost dwarf (Large), (Lawful Good)
Paladin8/Knight of the Pale4 **CR** 12
HD 8d10+24 + 4d10+12 **hp** 123
Init +2 **Speed** 20 feet
AC 21, touch 12, flat-footed 18
BAB/Grapple +12/+22

Attack +19 melee (2d6+10, 19–20/×3, urgrosh)
Full Attack +17/+12/+7 melee (2d6+7, 19–20/×3, urgrosh) and +17 melee (1d8+4, 19–20/×3, urgrosh)
SA Smite evil (+3 attack, +8 damage) 2/day
SQ Lay on hands (24 points), immune to fear, turn undead, *remove disease* 1/week, aura of courage, darkvision 60 feet, *detect evil,* dwarven traits, immune to disease
Fort +18, **Ref** +10, **Will** +14
Str 22, **Dex** 15, **Con** 16, **Int** 12, **Wis** 16, **Cha** 17
Crucial Skills: Listen +4, Spot +5.
Other Skills: Craft (armorsmithing) +4, Craft (blacksmithing) +4, Craft (stonemasonry) +4, Craft (trapmaking) +3, Craft (weaponsmithing) +4, Diplomacy +12, Heal +16, Knowledge (dungeoneering) +3, Knowledge (religion) +12.
Crucial Feats: Blind-Fight, **Devout Faith**.
Other Feats: Improved Critical (dwarven urgrosh), Two-Weapon Fighting, Weapon Focus (dwarven urgrosh).
Knight of the Pale Combat Suite: Brig's stats assume he uses the Suite of St. Gustav.
Spells: 2/1; save DC 13 + spell level.
2nd—*shield other.*
1st—*bless weapon, cure light wounds.*
Possessions: *+1 full plate armor, +1/+1 large dwarven urgrosh, belt of giant strength +4, rope of climbing; potions of cure moderate wounds, eagle's splendor,* and *barkskin +2;* alabaster and gold ring worth 250 gp, **magnetic compass**, spyglass, healer's kit, flasks of holy water (2), 1,400 gp.

"Prince" Ironheart
Male human (Lawful Neutral)
Fighter13 **CR** 13
HD 13d10+26 **hp** 108
Init +4 **Speed** 30 feet
AC 26, touch 14, flat-footed 22
BAB/Grapple +13/+18
Attack +22 melee (1d12+11, 19–20/×3, greataxe)
Full Attack +22/+17/+12 melee (1d12+11, 19–20/×3, greataxe)
Fort +10, **Ref** +8, **Will** +5
Str 21, **Dex** 18, **Con** 15, **Int** 12, **Wis** 9, **Cha** 15
Crucial Skills: Climb +22, Intimidate +14, Jump +16, Listen +1, Spot +2.
Other Skills: Handle Animal +15, Ride +11, Survival +3.
Crucial Feats: Cleave, Dodge, Improved Sunder, Mobility, Power Attack, Quick Draw, Run.
Other Feats: Alertness, Greater Weapon Focus (greataxe), Improved Critical (greataxe), Iron Will, Weapon Focus (greataxe), Weapon Specialization (greataxe).
Possessions: Iron flesh (inherent +12 armor bonus, no penalties), *+2 greataxe; potions of heroism, cure serious wounds,* and *shield of faith +3;* 50 feet of rope, climber's kit, 43 gp.

KNIGHTS OF SHADOW

Ptolus is a city of secrets: secret organizations, secret people, and secret agendas. The group that calls itself the Knights of Shadow is a secret group bent on bettering society at large through enlightenment. Currently, the members are torn into two factions. One, the Knights of Enlightenment—led by one of the captains of the **Commissar's Men**, Robel Pillian (male human fighter12)—seeks to overthrow the Commissar and all temporal aspects of the Empire of Tarsis. The other faction, the Knights of the Secret Sun, supports the Empire because of the peace and prosperity it has brought; they follow an elderly North Market baker named Edwina Coll (female human commoner11).

The Knights of Shadow are not like other knightly order. Their membership is entirely secret, and they gather only in closed meetings at undisclosed locations. Most members are not standard "knightly" types, either. Rather, they are merchants, bankers, constables, physickers, sea captains, and other typical members of society, particularly members of the middle class.

The Knights of Shadow have secret symbols, including a black sun shape, that mark them as members, but only in the eyes of other members. If needed they can use secret hand gestures to communicate when among nonmembers, but most of the time they don't even attempt such communication, lest they accidentally betray the order.

Plotting in secret, the knights attempt to manipulate events along a desired path. They concern themselves mostly with social and economic issues and desire a world in which people act a certain way and everyone is prosperous (and certain types of people are even more prosperous—namely themselves, their families, and people like them). They are strangely both populist and elitist. They manipulate things by changing the prices of certain goods, by importing one product and not another, by pressuring the City Council to pass certain laws and not others, and—when necessary—by paying for the intimidation or even the elimination of those who oppose them, knowingly or not. The order can be extremely ruthless.

Meeting places—usually the homes or businesses of members—shift frequently. Today the order's clandestine meetings are segregated, the Knights of Enlightenment gathering separately from the Knights of the Secret Sun. The two factions do not oppose each other directly, however. They still believe all Knights of Shadow are better fit to control things than nonmembers, and both groups know their order has the people's (and their own) best interests in mind.

Most people do not even know that the Knights of Shadow exist. Those who do can rarely find any hard facts about membership or meeting locations.



Knights of the Pale, page 125

Commissar's Men, page 149

Devout Faith, page 655

Knight of the Pale combat suites, page 654

Magnetic compass, page 564

The Knights of Shadow and the PCs

The player characters can run afoul of the Knights of Shadow in many ways. PCs looking into the death of a friend might discover the conspiracy behind it. Someone could hire them to perform a task, but when things start to seem odd about the job, investigation shows that their employer is actually the order. Or the knights decide the party has to be eliminated . . . or perhaps recruited.

Rogues and Hiding Loot
Fearing pickpockets, many people in Ptolus keep their money pouches as secure or hidden—or both, and rogues doubly so. Assume that any NPC with ranks in Sleight of Hand has hidden all valuables (loose gems, coins, etc.) using that skill, making them difficult to find. Also, assume that anyone with rogue levels has paid around 50 gp for secret pockets and pouches that add a +4 bonus to their attempts to hide their valuables on their person.

LONGFINGERS GUILD

The Longfingers Guild once commanded a great deal of respect in Ptolus—at least among the local underworld—as the city's thieves' guild. Today, however, most skilled thieves find it far more lucrative to work for the Balacazars or the Killraven Crime League. The idea of a thieves' guild, according to such naysayers, is outmoded and obsolete, and the Longfingers Guild places too many restrictions on what a thief can and cannot do in the city. The guild is more interested in politics than profit, say its detractors among the criminal element.

It is true that the Longfingers Guild teaches the old-fashioned philosophy of honor among thieves. This ideal is upheld by aging **Guildmaster Thief Hayman Knapp**. An "old-fashioned" thief, Hayman looks back fondly on days when thieves were not organized into gangs that feuded and worked for depraved individuals, but instead belonged to a guild that trained them in the art of thievery. Of course, even Hayman isn't old enough to remember the days before organized crime, but he heard the stories when he was a boy, and they stuck with him—stories of thieves with honor who policed their own. Fewer and fewer thieves these days seem interested in conforming to Hayman's ideals, however, and that is hurting the guild.

Find out about the guild's headquarters in Chapter 20: The Undercity (page 429).

Much of the guild's finances come from House Rau. Hayman Knapp carefully keeps the Rau happy and pays them a monthly percentage of the guild's take, always on time. He knows that without Rau, the guild would certainly dry up and blow away like so much dust.

House Rau, page 93

The role that the guild plays now is that of a school for young and upcoming thieves. Most of the skilled burglars, pickpockets, muggers, and cutpurses in the city were members of the guild when they were younger, even if they no longer belong to it.



Longfingers Guild symbol

In the guild's sprawling underground headquarters, the members train, meet, plan, and store their loot. Many of them live there as well. The headquarters is full of traps, both to keep out intruders and also to keep the members on their toes. Members are continually being tested; the Longfingers motto "a relaxed thief is a dead thief" holds true even in their headquarters and homes.

Thoughtstone, page 166
Dragon pistol, page 560

Typical Longfingers Thief
Male or female halfling (Small), (Neutral)
Rogue4 **CR** 4
HD 4d6+4 **hp** 19
Init +4 **Speed** 20 feet
AC 18, touch 15, flat-footed 18
BAB/Grapple +3/–3
Attack/Full Attack +9 melee (1d4–1, small short sword) or +10 ranged (1d4+1, small sling)
SA Sneak attack +2d6
SQ Evasion, uncanny dodge, trap sense +1, halfling traits
Fort +3, **Ref** +9, **Will** +4
Str 8, **Dex** 18, **Con** 12, **Int** 16, **Wis** 15, **Cha** 13
Crucial Skills: Bluff +10, Climb +9, Disable Device +11, Escape Artist +11, Hide +11, Jump +2, Listen +8, Move Silently +15, Search +10.
Other Skills: Forgery +10, Gather Information +7, Knowledge (local) +10, Open Lock +11, Sleight of Hand +11.
Crucial Feats: Stealthy.
Other Feats: Weapon Finesse.
Possessions: Masterwork studded leather armor, masterwork small short sword, masterwork small sling, *+1 bullets* (10), *potions of cure light wounds* and *invisibility,* 50 feet of silk rope, climber's kit, masterwork thieves' tools, 16 gp, 5 sp.

Longfingers thieves give a 10 percent cut to the guild on all their takes. In exchange, the guild offers supplies and training, and helps cover up crimes when needed.

Hayman Knapp
Male human (Lawful Neutral)
Rogue20 **CR** 20
HD 20d6+20 **hp** 96
Init +6 **Speed** 30 feet
AC 26, touch 17, flat-footed 26
BAB/Grapple +15/+16
Attack +26 melee (1d6+6+1d6 Constitution, rapier) or +25 ranged (1d12+4+1d6 cold, dragon pistol)
Full Attack +26/+21/+16 melee (1d6+6+1d6 Constitution, rapier), or +25/+20/+15 ranged (1d12+4+1d6 cold, dragon pistol)
SA Sneak attack +10d6, crippling strike, opportunist
SQ Improved evasion, improved uncanny dodge, trap sense +5, defensive roll
Fort +7, **Ref** +18, **Will** +10
Str 12, **Dex** 22, **Con** 13, **Int** 18, **Wis** 18, **Cha** 15
Crucial Skills: Balance +29, Bluff +24, Climb +21, Disable Device +13, Hide +27, Intimidate +15, Listen +4, Move Silently +22, Search +19, Spot +24, Tumble +20, Use Magic Device +25.
Other Skills: Appraise +22, Disguise +20, Gather Information +21, Knowledge (local) +20, Open Lock +30, Sleight of Hand +26.
Crucial Feats: Combat Expertise, Improved Feint, Improved Trip.
Other Feats: Deceitful, Diligent, Exotic Weapon Proficiency (firearms), Negotiator, Weapon Finesse.
Possessions: *+5 studded leather armor, +5 rapier of puncturing, ring of protection +1, amulet of natural armor +1, gloves of dexterity +2,* ***thoughtstone****, wand of greater invisibility* (29 charges), *+4 silent rapid fire* ***dragon pistol****, frost ammunition* (20 rounds); *potions of cure serious wounds, lesser restoration,* and *barkskin +4;* 50 feet of silk rope, climber's kit, disguise kit, masterwork thieves' tools, pocketwatch, spectacles, gold ring with diamonds worth 3,000 gp, gold ring worth 750 gp, 10 diamonds worth 1,000 gp each, 200 pp, 10 gp.



THE MALKUTH

The opposite number of the Fallen, the Malkuth are angelic beings who have come into the world willingly to help fight evil, even though they know that coming to Praemal traps them in the world for all eternity. Once scattered across the world, angels who enter the world physically (and thus cannot leave) now know to come to Ptolus. They do so because this city holds the greatest concentration of evil in the world; this is where they will be most needed.

Over the millennia, the presence of these angels has led to the birth of half-celestials who, in turn, become the parents of aasimars. These angelic sons and daughters are welcome among the Malkuth.

Most of the true Malkuth keep to themselves high in their Pale Tower, a structure they built in Oldtown almost three centuries ago. It is not common, even around the tower, to see a solar or archon walking the streets. Mostly, the true angels let the half-celestials and aasimars deal with mortals, while they meditate amid the lilting tones of magical music.

Some particularly altruistic humanoids live among the Malkuth. One such is Tasilicus Rhendron (male human wizard12) who specializes in the magic of mirrors. In addition, the Pale Tower houses Narlus Dye (female human bard7), who studies the music of Heaven, and Asaiel Silverdoor (female elf paladin8), who sees the defense of angels as a most suitable self-imposed geas.

It is a common misconception that the leader of the Malkuth is a half-celestial woman named **Aoska**. She is certainly the highest-profile Malkuth and, indeed, is even one of the Commissar's Twelve Commanders. However, she is by no means the leader of all the angels here. That would be **Sephranos, the Winged King**, a solar. If he is not available, Kadiradel, another solar, is certainly a well-respected leader.

Aoska is tall and regal, with a single horn spiraling from her forehead. Unlike most half-celestials, she has no wings. In battle, her glory and fury combine with a force that brings terror to the dark hearts of her foes. She prefers not to charge into combat immediately, taking at least 1 round to fire a volley from her bow. After that, she charges in with a battle cry: "For Heaven's Thrones!" or "By the Seven Chains!" Out of battle she is cool and collected, never rash or quick to anger.

Aoska
Female half-celestial (Lawful Good)
Outsider (good, lawful)
Fighter19 **CR** 22
HD 19d10+76 **hp** 199
Init +3 **Speed** 20 feet
AC 31, touch 13, flat-footed 28
BAB/Grapple +19/+26
Attack +31 melee (1d10+14+2d6 holy, 17–20/×2, bastard sword) or +27 ranged (1d8+2d6 holy+1d6 electricity, longbow)
Full Attack +31/+26/+21/+16 melee (1d10+14+2d6 holy, 17–20/×2, bastard sword) and +21 melee (1d8+3, horn), or +25/+25/+20/+15/+10 ranged (1d8+2d6 holy+1d6 electricity, longbow)
SA Smite evil (+19 damage) 1/day, spell-like abilities.
SQ Darkvision 60 feet, immune to disease, resistance to acid 10, cold 10, electricity 10, fire 10, DR 10/magic, SR 29, +4 on saves against poison.
Fort +17, **Ref** +11, **Will** +10
Str 25, **Dex** 17, **Con** 18, **Int** 14, **Wis** 14, **Cha** 22
Crucial Skills: Balance +5, Climb +24, Hide +1, Listen +4, Move Silently +11, Sense Motive +11, Spot +4.
Other Skills: Diplomacy +9, Knowledge (history) +7, Knowledge (local) +9, Knowledge (the planes) +10, Swim +12, Use Rope +8.
Crucial Feats: Blind-Fight, Combat Expertise, Combat Reflexes, Improved Sunder, Point Blank Shot, Power Attack, Precise Shot, Quick Draw, Rapid Shot.
Other Feats: Alertness, Exotic Weapon Proficiency (bastard sword), Greater Weapon Focus (bastard sword), Greater Weapon Focus (longbow), Greater Weapon Specialization (bastard sword), Improved Critical (bastard sword), Weapon Focus

Malkuth Leaders

Sephranos the Winged King appears as a nine-foot-tall human man with glistening gem-like eyes, silver skin, and golden wings. A golden crown floats above his head. On the rare occasion that mortals lay eyes upon him, most assume that he is a deity,

Kadiradel, on the other hand, while equally tall, assumes the form of a rather nondescript-looking man with brown hair and white wings.

Twelve Commanders, page 148

The Fallen, page 110



Malkuth holy sword

Pale Tower, page 329

(longbow), Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Spell-Like Abilities: Caster level 19th. The save DCs are Charisma based.

At will—*daylight.*

3/day—*holy aura, protection from evil.*

1/day—*aid, bless, cure serious wounds, detect evil, dispel evil, hallow, holy smite, holy word, mass charm monster, neutralize poison, remove disease, resurrection, summon monster IX* (celestials and **blessed children** only).

Possessions: *+5 breastplate of fire resistance, +5 heavy steel shield, +3 holy bastard sword, +3 holy longbow, +1 shock arrows* (12), *cloak of resistance +2,* ***thoughtstone****; potions of cure serious wounds, heroism, levitate,* and *shield of faith +3*; letter of credit from the Malkuth worth 1,000 gp.

NALTEGRO SUUN

The Naltegro Suun are, strangely enough, non-evil assassins. Their name is an ancient one, coming from the distant west and meaning "the just avenger." (Some claim the word is Orcish, but in truth it comes from an even older language—one that influenced the speech of orcs back when orcs spoke only Abyssal.) The Naltegro Suun do not actually see themselves as bringers of justice the way the Sisters of Silence do. They do not hesitate to call themselves businessmen. But they understand the ethical dangers of their business and tread carefully to stay on the right side, as they see it.

The main stipulation that the Naltegro Suun demand of their members is that they must see proof that the victim deserves whatever ill they are hired to deliver (not all Naltegro Suun assignments involve killing—sometimes they just give a victim a beating, burn down a building, etc.). Clients fool them occasionally, but when they find out about it, they enact a just punishment on the employer who wronged *them*.

The members of the Naltegro Suun are rogues, assassins, and fighters; they number only thirteen. They are always careful to not sully themselves with the emotions of the act. They do what is right, but they are not sadistic or even inherently violent. They do not relish seeing others suffer, even if it is deserved. They do it because they are paid to do it.

Although they are criminals, the Naltegro Suun have no connections to other illegal organizations. The authorities are well aware of them but do little to stop their missions. In truth, the Naltegro Suun end up doing more good than evil, and sometimes it's hard to argue with such a direct application of justice. Their headquarters lies in a **secret meeting hall** beneath Oldtown, a trap-filled subterranean fortress that is usually empty except when they gather for meetings.

ORDER OF IRON MIGHT

Originally created on a bet, the Order of Iron Might was founded one hundred twenty years ago by Arbon Sevolve and Mystia Descri. Arbon contended that an organization for swordfighters and mercenaries, *a la* the **Inverted Pyramid**, could be extremely popular and profitable. He won the bet, as mercenary bands and gladiators from the **Arena** both flocked to join the organization.

The Order of Iron Might is a warriors' guild dedicated to finding employment for its martial membership. **Lord Dorant Khatru** serves as perfunctory guildmaster, although in truth, he hardly ever comes to the headquarters. The group's headquarters—the **Citadel of Might**, near the Arena in Oldtown—is primarily a hiring hall for mercenaries, guards, and sellswords, but it also contains an open yard where members can train and a small, fairly crude flophouse where members in need of shelter can stay on a first-come, first-served basis each night.

Dues for the order amount to 20 gp to join, plus 10 gp per year. Benefits include training, discounted prices for weapon and armor repair, and shared contacts. The guild maintains a small, full-time staff of attendants, officers, and trainers, some of whom provide their services for free on behalf of House Khatru. The guild currently has more than four hundred members.

PACTLORDS OF THE QUAAN

Very few people in Ptolus have ever heard of the Pactlords of the Quaan. This group formed in ancient times, as the main humanoid races began to populate the world. A few intelligent nonhumanoids saw this coming threat and resented the power of the newcomers. From a secret extra-dimensional realm called the Quaan, they made a pact to work together to destroy their common humanoid enemy. This pact is magically binding, which compels even the most chaotic members to keep it.

Pactlords include individuals from all intelligent monstrous species: aboleths, lamias, manticores, medusas, and even dragons. Membership never includes undead and virtually never outsiders. Because only individuals join the Pactlords—not groups—one is just as likely to encounter two wildly different Pactlords together (a grey render and a naga, for example) as two of the same type of creature.

The Pactlords of the Quaan frequently use such minions as trolls, ogres, giants, athach, and other less intelligent beings; they call these minions Pactslaves. Sometimes they trick even humans, elves, or other humanoids into working with the Pactslaves, and thus ultimately for the Pactlords: creatures dedicated to their very destruction.

Inverted Pyramid, page 115
Arena, page 315

Blessed children, page 618
Thoughtstone, page 166

Dorant Khatru, page 93
Citadel of Might, page 318



In the early days of the city, an organization similar to the Order of Iron Might, called the Brotherhood of the Sword, brought together a number of former Imperial soldiers and warriors of the untamed wilderness around the Spire. The group disbanded after almost a century when corruption and embezzlement left it heavily in debt.

Naltegro Suun members have access to the assassin prestige class without having to meet the requirement of being evil; however, they must not be good aligned.

The Naltegro Suun's secret meeting hall lies beneath a tower on the north end of Oldtown, near the King's River Gorge; for details, see page 332.

The Pactlords of the Quaan secretly sponsor the largest slaver operation in Ptolus. The slavers, who call themselves the **Ennin**, operate out of an abandoned warehouse in the Docks. The warehouse is built into the cliffs and extends into the solid rock, where the Ennin keep their slaves and billet their guards and slave-catchers. Many high-ranking Ennin are Pactslaves, and the group's leaders are Pactlords. Deep below the slave pits lie underwater caves where an aboleth dwells alongside a creature that calls itself the Eye of the Deep. These Pactlords issue commands from their murky lairs to the slavers above.

GOALS

The Pactlords want to eradicate humans, elves, dwarves, halflings, and gnomes—in that order—from the face of Praemal. Since that goal remains quite far from fruition, they currently seek more and more power.

In recent times, they have set themselves upon the quest for the *Black Grail*, an artifact of great power said to have been trapped long ago in the Banewarrens below Ptolus. Through a great deal of information gathering and research, they have ascertained a way to enter the Banewarrens and have set in motion a plan to break in and obtain the object of their desire.

The Pactlords hate virtually everyone in the city. They operate only in the shadows or deep underground. They are said to maintain a secret base of operations on an island in the Umbral Lake within the Eternity Cave. Those few who have encountered them report that the Pactlords prove not only powerful but dedicated and extremely intelligent. Their only weakness appears to be occasional dissension in their ranks due to differing racial outlooks.

PALE DOGS

Gangs control the Warrens. The larger, more prominent among them have the backing of various individuals within the criminal hierarchy. The largest gang of all, the Pale Dogs, is led by a mysterious man known only as Jirraith.

No one knows what Jirraith looks like, or even what race he is. In fact, it is only an assumption that he is male. Those in his employ usually get their orders and payments through an intermediary. At least some of those who work for him must know how to identify him, but even they say they can tell him only by his unmistakable magical ruby ring. It seems Jirraith has no appearance or identity at all, but most of the time, the intermediary *is* Jirraith. Jirraith wanders the Warrens and other districts all the time, but no one knows it. Jirraith is a doppelganger.

Jirraith works directly for Menon Balacazar and uses the Pale Dogs as a kind of proving ground. The particularly bloodthirsty members, once they have some experience with murder and deception, he sells to the Vai. Other promising members he gives to the Balacazars to use as guards and enforcers. The rest languish in the Warrens, but these dregs of the gang don't last long. Consequently, the Pale Dogs are always very young, and almost exclusively male. They prefer humans, although half-orcs and half-elves aren't terribly uncommon.

The Pale Dogs do not have a central headquarters (other than the home of Jirraith; see Chapter 18: The Warrens). Instead, they consider the entirety of the Warrens as their territory. Their "authority" trumps that of any other gang in the area, although many other local organizations resent their youth and position and resist from time to time. The resistance ultimately proves futile, however. The size and powerful backers of the Pale Dogs make them impossible to oppose for long.

One can easily recognize members of the Pale Dogs by their shaven heads and black-painted fingernails. Some use bitter herbs to stain their teeth black as well. Aside from general extortion in the Warrens, the Dogs (through Jirraith) hire themselves out as muscle for other criminals. Most of the time, however, they just throw their weight around and terrorize neighborhoods in the Warrens and surrounding districts.

Typical Pale Dog
Male human (Neutral Evil)
Warrior1/rogue1 **CR** 1
HD 1d8+2 + 1d6+2 **hp** 16
Init +2 **Speed** 30 feet
AC 14, touch 12, flat-footed 12
BAB/Grapple +1/+3
Attack/Full Attack +3 melee (1d10+3, greatclub) or +5 melee (1d4+2, dagger) or +5 ranged (1d4+2, dagger)
Fort +4, **Ref** +4, **Will** +1
Str 15, **Dex** 14, **Con** 14, **Int** 12, **Wis** 13, **Cha** 8
Crucial Skills: Bluff +1, Climb +6, Hide +4, Intimidate +1, Jump +5, Listen +2, Move Silently +4.
Other Skills: Open Lock +3, Ride +4, Sleight of Hand +4, Use Rope +3.
Crucial Feats: Improved Unarmed Strike.
Other Feats: Weapon Focus (dagger).
Possessions: Leather armor, masterwork dagger, greatclub, thieves' tools, double ring, 13 sp.

THE SHUUL

The Shuul are a very new group, dedicated not only to restoring the reign of science and reason to the Empire, but to advancing it. Although they bill themselves as supporters of Law, the Shuul are more accurately thought of as masters of technology.

The Quaan

The Quaan is a mysterious place—a magical creation of an elf wizard named Maeritha Moonrise—that does not exist on this plane. Rather, it is a closely connected "half-world" floating on the Ethereal Sea. Once a realm hidden in the Heartwood of all trees, the Quaan is now a place of dried and shriveled branches and stinking, fetid bogs.

At the center of this small, closed half-world lies the Font of the Pact, a gargoyle-covered magical fountain that powers the Pact itself, and to which all the Quaan bone rings *are linked. A few of the most powerful Pactlords have homes and lairs in the Quaan. The largest structure is called the Black Manor, the Pactlords' true headquarters.*

The Vai, page 139

The Banewarrens, page 419

Eternity Cave, page 451

Quaan Bone Rings

Quaan bone rings *are magical and made of bone. Such a ring cannot be removed unless the wearer is dead. Anyone at the Font of the Pact, a fountain of onyx and gold at the center of the Quaan, can concentrate and know the location of a wearer of one of these rings, as long as the wearer's name is known. Virtually all Pactlords and all Pactslaves wear these rings.*

Faint divination; CL 5th; Forge Ring, locate creature, *creator must be a Pactlord of the Quaan; Price worthless; Cost to Create: 10,000 gp and 800 XP.*

Jirraith, page 406

Menon Balacazar, page 101

Use stats for the inevitables in the MM as representative of the Iron Angels. In outlook, they are more interested in technology than law and justice.

Smoke Shop, page 310
Dreaming Apothecary, page 118



The Shuul symbol

FROM MY CAMPAIGN TO YOURS

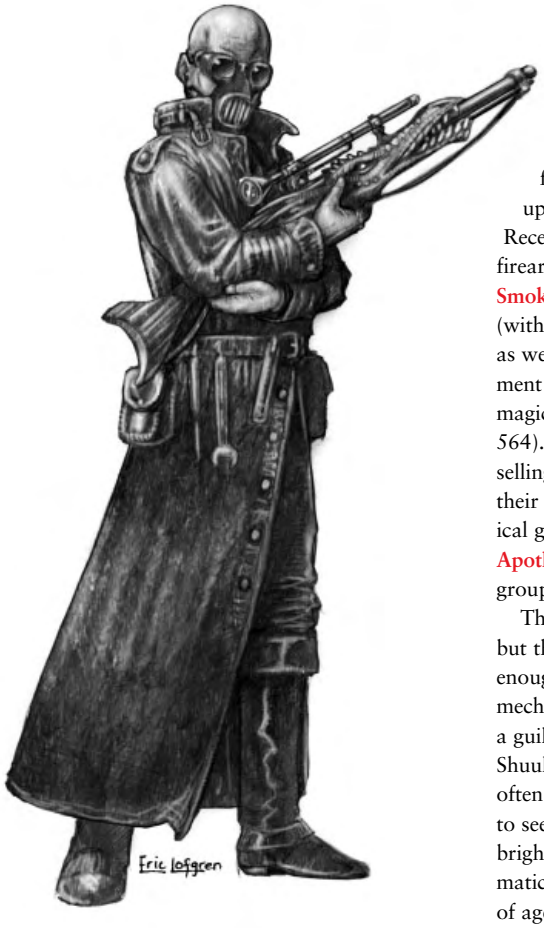
In every Ptolus game I have ever run, the players never really know what to make of the Shuul. Are they misunderstood antagonists, or are they deluded protagonists? On the one hand, their ideals seem commendable, but on the other, they seem to be allied with all the wrong people. This was always an apprehension that I attempted to foster. I never wanted the players to truly get a handle on this enigmatic group.

Temple of Teun, page 395
The Foundry, page 185
Tower of Science, page 334

Kevris Killraven, page 121
Segaci Fellisti, page 79

Zaug, page 633
Chaositech, page 566

The Sorn, page 137



As any student of history can relate, the Empire of Tarsis was founded by the Prust far to the east on the ideals of science and technological advancement. Working with the Grailwarden dwarves over the years, the Prust perfected firearms, printing presses, steam engines, and various clockwork wonders. However, in the last century, technological knowledge has regressed rather than progressed, decaying like the Empire that once fostered it.

The Shuul plan on doing all they can to change that. Working hand in hand with religious groups representing Teun and the Iron God (both old Prustan deities), they have gathered many remaining trained technicians and scientists to preserve their knowledge and foster their work. For now, the Shuul are strictly a Ptolus-based group, but one day see themselves as spreading throughout the Empire, functioning as an official technological guild and society.

For some reason, many people assume that because the Shuul dedicate themselves to technology, they dislike or disapprove of magic. This is not the case. In fact, they are allied with the spellcasting **Sorn**; a few of their own members are arcanists, and still more are clerics. Many Shuul have come to revere mystical creatures called the **Iron Angels**, neutral outsiders related to the Iron God.

The Shuul have one of the largest stockpiles of firearms and gunpowder in the Empire today. Most of their members carry firearms, and they even have some to spare—up until now they have used them for bribes. Recently, however, the Shuul started a small firearms shop in the North Market called the **Smoke Shop**. They also sell magical firearms there (with help from the Sorn and the clerics of Teun), as well as other interesting technological equipment and magical technological materials (like magical pills that do the job of potions; see page 564). They hope one day to make enough money selling such equipment that they can be free of their patron (see below). Their production of magical goods has cast the eyes of the **Dreaming Apothecary** upon them, however, and the two groups are likely to come into conflict over it.

The Shuul plan to create a technologists' guild, but that day remains some years off—there aren't enough people skilled in the creation and repair of mechanisms and scientific discoveries to form such a guild just yet. To further their eventual goals, the Shuul carefully monitor all schools in Ptolus—often clandestinely, sometimes involving break-ins to see school records. The group keeps tabs on the brightest children with an aptitude toward mathematics and science. When they reach sixteen years of age, Shuul agents attempt to recruit them. For now, the Shuul leadership uses the **Temple of Teun** as a base of operations, as well as the **Foundry** in the Guildsman District. They are currently building a "**Tower of Science**" in Oldtown.

The Shuul count House Shever as an ally and Houses Sadar and Vladaam as enemies.

THE DARK SECRET OF THE SHUUL

Creating and developing new technological wonders and clockwork devices is extraordinarily expensive in terms of resources, money, and personnel. When it became clear that they could never accomplish their goals on their own, the leadership of the Shuul turned to a dark source of all three: **Kevris Killraven**. More specifically, they came together through a mutual patron, **Emperor Segaci Fellisti**. Segaci strongly supports the goals of the Shuul and wants Killraven to help them reach those goals—that is, in fact, the main reason he supports her criminal empire.

Others are also interested in the Shuul's pursuits. For example, the **zaug** deep below the city are, of course, skilled in the use of **chaositech** created by their former masters, the Galchutt, but they also can be adept with real technology as well. One or two joined the Shuul, initially in disguise, to learn about their science, which they

adopted with impressive and alarming speed. Of late, some of the Shuul have learned of the zaug in their midst, but the evil creatures have become so technologically proficient and have made so many significant breakthroughs in the fields of biology and alchemy that they have found acceptance.

MEMBERSHIP

Shuul agents are obvious by their long, black leather coats, goggles, tool belts, and firearms. Less action-oriented Shuul—technologists who spend their time in workshops and laboratories—wear black leather aprons full of pockets for tools. Most have shaved heads, both men and women. Most are human, but a high percentage are dwarves (mostly Grailwarden). Very few are elves or halflings, but there is a handful of gnomes.

The leader of the Shuul goes by the name **Savane** in public, although his real name is Boris Ilvata. Savane keeps his identity a secret, for he knows the Shuul have many enemies. He spends most of his time in the Temple of Teun in the Temple District. A relatively quiet, reserved man, Savane has wild brown hair and thick spectacles. He usually wears a long, dark coat.

Savane
Male human (Lawful Neutral)
Wizard6/expert3 **CR** 8
HD 6d4+12 + 3d6+6 **hp** 41
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +5/+5
Attack/Full Attack +9 ranged (1d12+2+1d6 electricity, dragon pistol)
SQ Familiar
Fort +5, **Ref** +5, **Will** +10
Str 10, **Dex** 14, **Con** 14, **Int** 19, **Wis** 14, **Cha** 13
Languages: Abyssal, Aquan, Common, Gnomish, Infernal.
Crucial Skills: Disable Device +12, Escape Artist +8.
Other Skills: Craft (alchemy) +8, Craft (machines) +12, Diplomacy +6, Disguise +3, Gather Information +7, Knowledge (arcana) +9, Knowledge (architecture and engineering) +9, Knowledge (geography) +13, Knowledge (history) +13, Knowledge (local) +10, Knowledge (machines) +14, Knowledge (religion) +5, Spellcraft +14.
Crucial Feats: Combat Casting, Dodge.
Other Feats: Craft Wand, Exotic Weapon Proficiency (firearms), Scribe Scroll, Skill Focus (Knowledge [architecture and engineering]), Spell Focus (evocation).
Spells: 4/4/4/3; save DC 14 + spell level, DC 15 + spell level for evocation spells.
3rd—*displacement, haste, lightning bolt.*
2nd—*blur, fox's cunning,* ***lock and load****, mirror image.*
1st—*grease,* ***identify device****, mage armor, protection from chaos.*
0—*daze, detect magic, mage hand, mending.*
Possessions: +2 ***dragon pistol****,* +1 ***silent shock bullets*** (12), *wand of color spray* (25 charges), dagger, protective goggles, spyglass, masterwork machine tools, pocketwatch, *cure serious wounds* ***pills*** (2), magnetic compass.
Familiar, Raven: 20 hp; see MM.

Typical Shuul Agent
Male or female human (Lawful Neutral)
Fighter1/expert2 **CR** 2
HD 1d10+1 + 2d6+2 **hp** 21
Init +2 **Speed** 30 feet
AC 16, touch 12, flat-footed 14
BAB/Grapple +2/+3
Attack/Full Attack +3 melee (1d4+1, dagger) or +6 ranged (2d8, dragon rifle)
Fort +3, **Ref** +2, **Will** +3
Str 12, **Dex** 14, **Con** 12, **Int** 13, **Wis** 10, **Cha** 5
Languages: Common, Dwarvish.
Crucial Skills: Disable Device +5, Jump +6, Listen +4, Move Silently +4, Spot +5.
Other Skills: Craft (machines) +4, Knowledge (machines) +4, Swim +5.
Crucial Feats: Point Blank Shot, Rapid Reload (dragon rifle).
Other Feats: Exotic Weapon Proficiency (firearms), Weapon Focus (dragon rifle).
Possessions: **Leather coat**, masterwork **dragon rifle**, masterwork dragon pistol, masterwork bullets (12), dagger, **protective goggles**, spyglass, masterwork tools, pocketwatch, *cure light wounds* ***pills*** (2), 23 gp.

Typical Shuul Technologist
Male or female dwarf (Lawful Neutral)
Expert3 **CR** 2
HD 3d6+9 **hp** 21
Init +2 **Speed** 20 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +2/+1
Attack/Full Attack +5 ranged (1d12, dragon pistol)
SQ Darkvision 60 feet, dwarven traits
Fort +4, **Ref** +3, **Will** +4
Str 9, **Dex** 14, **Con** 16, **Int** 17, **Wis** 12, **Cha** 9
Languages: Common, Dwarvish, Giant, Goblin, Old Prustan.
Crucial Skills: Disable Device +9, Hide +7, Listen +4, Spot +4.
Other Skills: Craft (alchemy) +9, Craft (armorsmithing) +7, Craft (blacksmithing) +5, Craft (machines) +12, Craft (stonemasonry) +5, Craft (trapmaking) +5, Craft (weaponsmithing) +5, Knowledge (geography) +7, Knowledge (machines) +9, Profession (miner) +7.
Crucial Feats: N/A
Other Feats: Exotic Weapon Proficiency (firearms), Skill Focus (Craft [machines]).
Possessions: Masterwork dragon pistol, ammunition (6 rounds), protective goggles, masterwork tools, smoke bomb, tindertwigs (3), flasks of alchemist fire (2), pocketwatch, 25 gp.

Identify device, page 642

Dragon pistol, page 560
Silent ability for ammunition, page 562

Pills, page 564

Lothian and the Shuul
Interestingly, the extremely pro-Empire Shuul are fairly strongly anti-Church. In fact, the Shuul believe that the wedding of Church and Empire early on was the root of the downfall of science and learning. They feel the Church has had too much power—during the Days of Blood, in particular—and that it suppressed not only magic but many fields of study, including technological development. As of now, the Shuul keep these opinions to themselves, but the rising conflict between the Emperor of the Church and Segaci, the claimant to the throne whom they support, suggests that they are unlikely to remain mum for long.

Leather coat, page 542
Dragon rifle, page 560
Protective goggles, page 564



Lock and load, page 643

City Watch, page 150

Rumor has it that the Sisters work harder to find—and are more severe in apprehending—those who commit crimes against women. This is not actually true, but since so many crime victims are female, it seems true.

Priory of Introspection, page 374

Adult women cannot join the Sisterhood of Silence. Training for the order is so demanding—both mentally and physically—it must begin before maturity sets in. Girls who are unable to complete the training are still cared for by the Sisterhood until they become adults and can make their own way in the world.

Stunning bolts, page 136
Greathammer, page 136



The black-and-white symbol of the Sisterhood signifies their own extraordinary duality. Not only do they see the world in terms of clear-cut right and wrong, but they themselves are very compassionate and nurturing (toward those they feel deserve it) and utterly ruthless toward lawbreakers.

SISTERHOOD OF SILENCE

Although the order has chapters in lands beyond the walls of Ptolus, surely nowhere else does the Sisterhood of Silence command the respect and fear that it wields here. Most consider this all-female order of monks and fighters to be a secondary police force after the **City Watch**. In fact, people in the know (which is to say, criminals) fear the Sisterhood far more than the Watch. The Sisters are beyond reproach when it comes to bribery, coercion, or corruptibility. Patrols of Sisters, walking silently about town with stern faces, are a common sight in almost every district save perhaps the Necropolis.

Since its inception, the order has fought against criminals and wrongdoers. More than eighty years ago, the Commissar at the time saw that Ptolus was becoming a dangerous place and decided to work with the Sisterhood of Silence rather than against it. In 690 IA, the Sisterhood received special Imperial authority within the walls of Ptolus to apprehend criminals and protect the peace.

The Sisterhood of Silence works toward justice. In so doing, the Sisters are careful not to break Imperial laws, but they do not enforce them—they mete out justice. The distinction is important. They never incarcerate criminals on their own, but always turn them over to the City Watch. Of course, if a criminal is harmed or killed during the Sisters' apprehension of him, no wrong has been committed. Thus, the Sisterhood of Silence has earned a reputation of being particularly ruthless and violent to those who break serious laws. On the other hand, the Sisters never act unless they are certain the suspect is guilty.

The Sisters of Silence are monks and fighter/monks. Aside from their skill at unarmed combat, they are well known for their deadly accuracy with crossbows (often loaded with ***stunning bolts***) and their use of their signature **greathammers**. They all wear voluminous black and white habits that are specially cut so as not to hinder their combat actions. True to their order's name, they never speak. Rumors circulate that the Sisters have developed telepathy; to at least some extent, these rumors are true.

The Sisterhood of Silence employs a number of men called Speakers. These eunuchs devote their lives to the Sisterhood as much as do any of the Sisters themselves. As their name would suggest, these men speak for the order. Talking to one of the Sisters (or a group of them) through a Speaker is like using a translator. The Speaker says something on behalf of the order, and when a reply is needed he pauses as if receiving a message to "translate" into spoken words. Then, he relates the order's response. Throughout this exchange, the Speaker never looks at any of the Sisters—ever.

The Sisters do use a form of unspoken communal communication: They convey feelings and sometimes images rather than words. They don't "speak" with their minds, but they do manage to communicate. This shared link makes them even more efficient in combat and other operations. The range of this ability varies with the level of the Sisters involved, but powerful members of the order can communicate across the city.

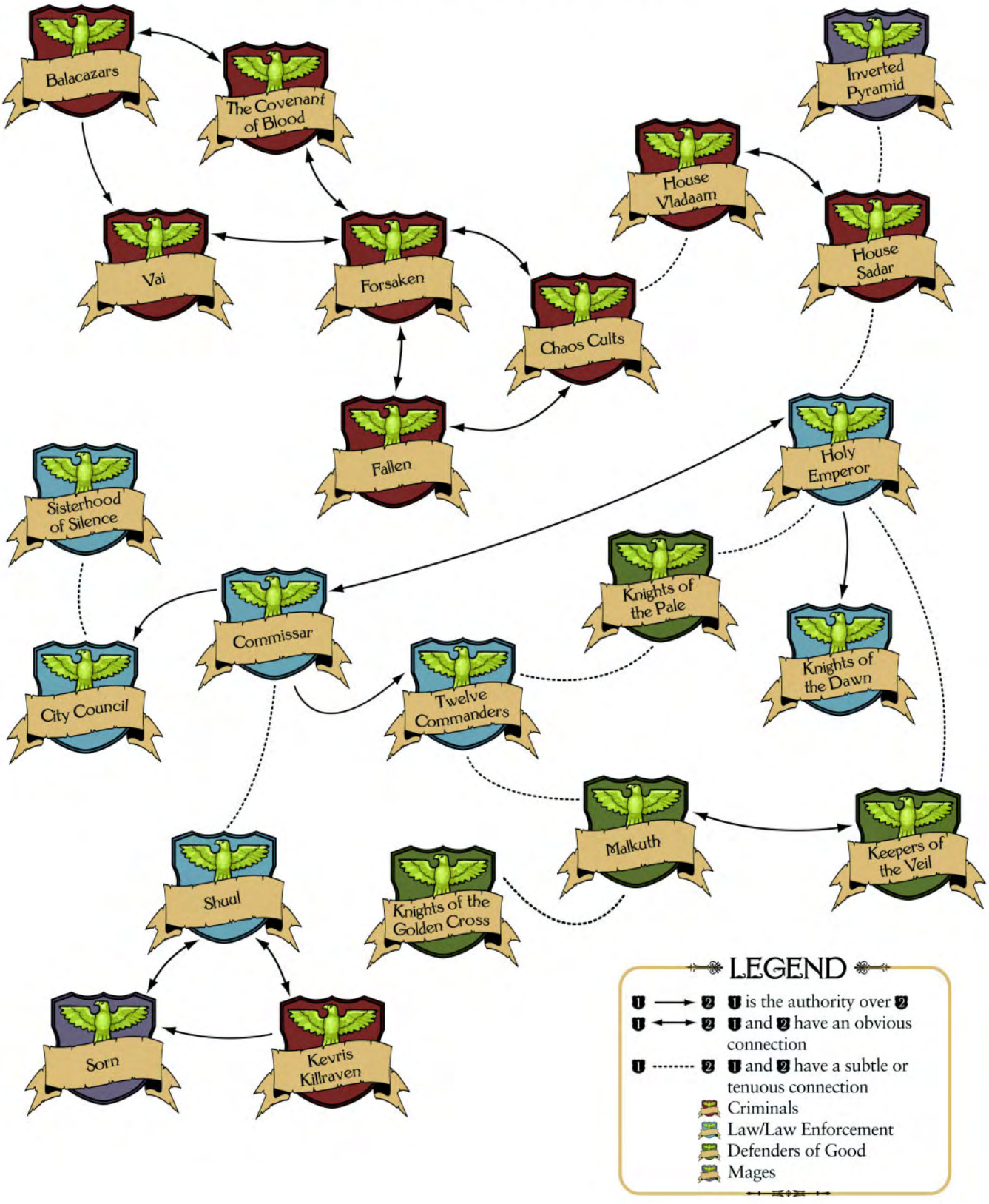
Most of the Sisters are muscular women with stout frames. They wear white and black robes and hoods made of thick, coarse material that would seem to restrict fast movement and unarmed combat. But appearances can be deceiving.

Girls and young women from the streets, from broken homes, or from orphanages come to the **Priory of Introspection**, the group's headquarters in the Temple District. The Sisters care for, feed, house, and clothe the needy young women. They also begin training them immediately. Training never stops.

The Sisters of Silence are organized into three circles, each more advanced than the one before it. Most Sisters are First Circle members. After years of training and experience, one advances to the Second Circle. Only the most gifted and experienced Sisters advance to the Third Circle. It is interesting to note that the three circles do not convey greater authority, but greater respect and power.

Typical First Circle Sister of Silence
Female human (Lawful Neutral)
Monk3 **CR** 3
HD 3d8+3 **hp** 19
Init +6 **Speed** 40 feet
AC 15, touch 15, flat-footed 13
BAB/Grapple +2/+3
Attack +4 melee (1d10+1, greathammer), or +3 melee (1d6+1, unarmed strike), or +5 ranged (1d10, heavy crossbow)
Full Attack +4 melee (1d10+1, greathammer), or +1/+1 melee (1d6+1, unarmed attack—flurry), or +5 ranged (1d10, heavy crossbow)
SQ Evasion, +2 bonus on saves against enchantment
Fort +4, **Ref** +5, **Will** +6
Str 13, **Dex** 14, **Con** 13, **Int** 12, **Wis** 16, **Cha** 11
Crucial Skills: Balance +6, Climb +5, Concentration +6, Jump +8, Listen +5, Move Silently +8, Spot +5, Tumble +8.
Other Skills: Knowledge (local) +5.
Crucial Feats: Combat Reflexes, Dodge, Improved Unarmed Strike, Stunning Fist.
Other Feats: Alertness, Improved Initiative.
Possessions: Masterwork heavy crossbow, masterwork bolts (12), masterwork greathammer; *potions of cure moderate wounds, levitate,* and *see invisibility;* sunrod, tanglefoot bags (2).

ORGANIZATIONAL RELATIONSHIPS



For more on reporting crimes to the Sisterhood and/or City Watch, see Chapter 28: Crime and the Law (page 552).

No one has ever heard of a Sister of Silence who has broken her sacred vow.

Stunning Bolt

The Dreaming Apothecary makes these +1 bolts specially for the Sisterhood of Silence and by agreement will not sell them to anyone else. Any humanoid struck by one of these bolts must make a Fortitude saving throw (DC 21) or be stunned for 1d4 rounds.

Strong enchantment; CL 15th; Craft Magic Arms and Armor, power word stun*; Price 840 gp.*

Greathammer

This weapon, unique to the Sisterhood of Silence, is a massive two-handed warhammer. It inflicts 1d10 points of bludgeoning damage (1d8 if small) with a ×3 critical. It weighs 14 lbs. and costs 25 gp.



Typical Second Circle Sister of Silence
Female human (Lawful Neutral)
Monk8 **CR** 8
HD 8d8+8 **hp** 43
Init +6 **Speed** 50 feet
AC 17, touch 17, flat-footed 15
BAB/Grapple +6/+12
Attack +9 melee (1d10+3, greathammer) or +8 melee (1d10+2, unarmed attack) or +9 ranged (1d10+1, heavy crossbow)
Full Attack +9/+4 melee (1d10+3, greathammer) or +7/+7/+2 melee (1d10+2, unarmed attack—flurry) or +9 ranged (1d10+1, heavy crossbow)
SQ Evasion, +2 bonus on saves against enchantment, immune to disease, heal self 16 points, slow fall 40 feet
Fort +7, **Ref** +8, **Will** +11
Str 15, **Dex** 15, **Con** 12, **Int** 14, **Wis** 17, **Cha** 13
Crucial Skills: Balance +12, Climb +12, Concentration +9, Jump +7, Listen +13, Move Silently +8, Sense Motive +9, Spot +10, Tumble +13.
Other Skills: Knowledge (local) +7.
Crucial Feats: Combat Reflexes, Improved Disarm, Improved Grapple, Stunning Fist.
Other Feats: Endurance, Improved Initiative, Improved Unarmed Strike, Iron Will.
Possessions: *+1 heavy crossbow, +1 bolts* (11), *+1* ***stunning bolt***, masterwork ***greathammer***, *ring of protection +1; potions of cure serious wounds, haste, levitate*, and *see invisibility;* sunrod, tanglefoot bags (2).

Typical Third Circle Sister of Silence
Female human (Lawful Neutral)
Monk14 **CR** 14
HD 14d8+14 **hp** 90
Init +7 **Speed** 70 feet
AC 23, touch 21, flat-footed 20
BAB/Grapple +10/+12
Attack +13 melee (1d10+4, greathammer) or +12 melee (2d6+2, unarmed attack) or +13 ranged (1d10+2, heavy crossbow)
Full Attack +13/+8 melee (1d10+4, greathammer) or +12/+12/+12/+7 melee (2d6+2, unarmed attack—flurry) or +13 ranged (1d10+2, heavy crossbow)
SA *Ki* strike (magic, lawful)
SQ Improved evasion, +2 bonus on saves against enchantment, immune to disease, heal self 28 points, slow fall 70 feet, *dimension door* 1/day, SR 24
Fort +10, **Ref** +12, **Will** +15
Str 14, **Dex** 16, **Con** 12, **Int** 15, **Wis** 19, **Cha** 10
Crucial Skills: Balance +13, Climb +19, Concentration +14, Jump +8, Listen +20, Move Silently +17, Spot +23, Tumble +20.
Other Skills: Knowledge (local) +13.
Crucial Feats: Combat Expertise, Combat Reflexes, Dodge, Improved Disarm, Improved Trip, Improved Unarmed Strike, Stunning Fist.
Other Feats: Alertness, Improved Initiative, Iron Will.
Possessions: *+2 heavy crossbow, +1 bolts* (8), *+1* ***stunning bolts*** (4), *+1* ki *strike* ***greathammer***, *ring of protection +2, bracers of armor +2, ring of see invisibility; potions of cure serious wounds, fly,* and *lesser restoration;* sunrods (2), tanglefoot bags (2).

The Mother Superior of the Sisterhood is a special case. Born with a number of inherent mental gifts, she is a powerful telepath with limited precognitive powers. She also enjoys long life—she is three hundred fifty-six years old, although she seems only sixty. She stands about five feet, six inches and has a slight stoop, but she is otherwise fit. If confronted with a threat, in almost every case she teleports away.

Mother Superior of the Sisterhood of Silence
Female human (Lawful Neutral)
Monk16 **CR** 17*
HD 16d8+16 **hp** 81
Init +8 **Speed** 80 feet
AC 32, touch 24, flat-footed 26
BAB/Grapple +12/+17
Attack +13 melee (2d8+1, unarmed attack)
Full Attack +13/+13/+13/+8/+3 melee (2d8+1, unarmed attack—flurry)
SA *Ki* strike (magic, lawful, adamantine), quivering palm (Fortitude, DC 23)
SQ Improved evasion, +2 bonus on saves against enchantment, immune to disease, heal self 32 points, slow fall 80 feet, *dimension door* 1/day, SR 26
Fort +13, **Ref** +18, **Will** +17
Str 13, **Dex** 19, **Con** 13, **Int** 15, **Wis** 20, **Cha** 20
Crucial Skills: Climb +15, Concentration +20, Jump +8, Listen +16, Move Silently +21, Spot +21, Tumble +21.

Other Skills: Diplomacy +19, Knowledge (local) +15, Knowledge (religion) +10.
Crucial Feats: Combat Reflexes, Dodge, Improved Disarm, Improved Grapple, Improved Unarmed Strike, Run.
Other Feats: Endurance, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes.
Psi-Like Abilities: Save DCs are Charisma based.
At will—*detect thoughts* (DC 18), *foresight, telepathic bond.*
Possessions: *Bracers of armor +8, headband of teleportation* (as helm).
* Psi-like abilities grant her a CR bonus.

THE SORN

"Word on the street is that there's a new assassins' guild in town called the Sorn."

"I hear rumors that there is a mages' guild in town, here to compete with the Inverted Pyramid. They're called the Sorn."

Both these rumors are true, and both, after a fashion, are false. The Sorn are a new group in Ptolus, a recently formed organization backed by both **Kevris Killraven** and **the Shuul**. Like many of Killraven's associates, most of the Sorn are from outside Ptolus. Sorcerers comprise most of the Sorn, although wizards are also welcome. No other classes are eligible to join, and in fact the Sorn are extremely exclusive. They only want members who are both capable and willing to undertake action, specifically combat. One will find no studious bookworms or pudgy, unfit mages in this group.

The Sorn use their magic to act as enforcers, spies, assassins, and support for more conventional fighters. They are highly adaptable and most are willing to do whatever is asked of them. (Just under half the organization is of evil alignment, and the rest are neutral—they do not share their Shuul allies' affinity for lawfulness either.) They always wear masks or go about in disguise.

The Sorn organize themselves into small, independent cells. There is no centralized headquarters or leader. In fact, even within the cells, there are not leaders, per se. However, lower-level members always defer to those of higher level. No Sorn cell knows much about the activities of the others, and those activities are usually very different and very specialized. Thus, one cell might focus on working with the Shuul, another might operate as magical assassins, yet another might work with a specific Killraven-aligned crime boss, and still another might work as an entirely legitimate magical mercenary service that will do anything from consulting on protecting your home from magical intruders to helping to locate lost items.

The list of the Sorn's enemies is long and intimidating. Members of the **Inverted Pyramid** hate the Sorn for obvious reasons, and the feeling is mutual. In fact, rumor on the street (Gather Information, DC 12) is that these two groups are both preparing for a clandestine magical war fought in the streets and alleyways of Ptolus, as well as the skies above and the tunnels below. The Vai, the Balacazars, House Sadar and, to a lesser extent House Vladaam all hate them as well. And of course the authorities would like to put a stop to most of their activities.

The Sorn take their name from an Abyssal word meaning "breath," with the idea that they come and go like a breath—unseen and untouchable. It is the same word used to name Ghul's orcs, the Sorn-Ulth, meaning "bleeding breath." (See page 492.)

Although they'll use their magic to make money in almost any way, the Sorn specialize in acts of violence. More often than not, people think of them as magical assassins.

Typical Sorn Sorcerer
Male gnome (Small), (Neutral)
Sorcerer4 **CR** 4
HD 4d4+8 **hp** 15
Init +3 **Speed** 20 feet
AC 15, touch 15, flat-footed 12
BAB/Grapple +2/–3
Attack/Full Attack +1 melee (touch spells) or +6 ranged (ranged touch spells)
SQ Spell-like abilities, gnome traits
Fort +3, **Ref** +4, **Will** +5
Str 9, **Dex** 16, **Con** 15, **Int** 14, **Wis** 13, **Cha** 17
Languages: Common, Dwarvish, Elvish, Gnomish
Crucial Skills: Concentration +9, Hide +5, Listen +4, Spot +3.
Other Skills: Craft (alchemy) +5, Diplomacy +3, Knowledge (arcana) +4, Knowledge (local) +3, Spellcraft +3.
Crucial Feats: N/A
Other Feats: Craft Wand, Weapon Focus (ranged touch spells).
Spell-Like Abilities: Caster level 1st. The save DCs are Charisma based.
1/day—*dancing lights, ghost sound, prestidigitation, speak with animals* (burrowing mammals).
Spells Known: 6/7/4; save DC 13 + spell level.
2nd—*Mel's acid arrow.*
1st—*mage armor, obscuring mist, shield.*
0—*disrupt undead, light, open/close, prestidigitation, read magic, touch of fatigue.*
Possessions: Scroll of *shield*, *wand of Mel's acid arrow* (21 charges), *ring of protection* +1, 54 gp.

Kevris Killraven, page 121
The Shuul, page 131



The Sorn symbol

SOUL RIDERS

The rarest of rare children is born with the ability to leave his own body and "ride" the souls of others. They control the actions, thoughts and emotions of the creatures whose souls they ride, making the hosts utter puppets, helpless even to feel what they want to feel. These rare beings, known as soul riders, can cause untold havoc and suffering on their own. But when gathered into a group, they can dare almost any goal—even that of secretly ruling the world.

The soul riders number about a dozen individuals. They have completely discarded their own original bodies and exist only as wandering souls, or rather as riders upon the souls of others. Without any kind of physical form—even an incorporeal one—they cannot be affected by any sort of physical attacks or effects. They

Some soul riders like to toy with people, particularly those who know of their existence. They might have a conversation with a person while "hopping" from soul to soul among all the people around the individual, so that each person speaks a different sentence for them, or even a different word.

For a soul rider encounter, see Chapter 24: Goth Gulgamel (page 489).

Inverted Pyramid, page 115

*The Commissar, the Twelve Commanders, and other powerful people in the city are aware of the soul riders and take steps (*protection from evil *spells and items, most often) to make sure they themselves are not ridden. Such precautions are a major stumbling block for the soul riders, as these are exactly the people they would like to control.*

cannot be slain except in the most extreme circumstances, and harm that befalls the mind or body of the soul they are riding does not affect them at all. Only a handful of effects can affect a soul rider:

- A *banishment* spell can force a soul rider to leave a subject and not return for twenty-four hours.
- A *trap the soul* or *soul bind* spell imprisons a soul rider, although *trap the soul* imprisons the soul being ridden (and the subject's body) as well.
- A *wish* or *miracle* used to destroy the object imprisoning the soul rider slays the soul rider.
- A *mind blank*, *protection from evil*, *magic circle against evil*, or *holy aura* spell renders a subject immune to the abilities of a soul rider, but does nothing to a soul rider already riding the soul of the subject.

Otherwise, only the willpower of the host creature can stave off the soul rider's control. Resisting a soul rider requires a Will save (DC 25), but a success means the soul rider cannot try again with that subject for twenty-four hours. Those who fail must do anything and everything the soul rider wants them to do, for as long as the soul rider wishes them to do it. The soul rider knows everything that its victim knows and can use all of the victim's abilities. A soul rider wishing to move from one subject to another can travel without riding a soul, at a speed of one hundred feet. When a soul rider leaves, victims retain only hazy memories of their experiences while controlled and remain entirely unaware of the soul rider. Only a creature with a mortal soul can be ridden, so non-native outsiders, undead, and constructs are immune to their abilities.

The soul riders seem utterly without morals or ethics, without compassion or empathy. They use people as someone might use a rag, a hammer, or a shoe. All others are just a means to an end. Their current plans involve subtly manipulating events in Ptolus to encourage the city to cede from the Empire eventually and become an independent city-state, ruled by people they control. This is, of course, a much more difficult and slow process than it might appear, even to those with such control.

It is interesting to note that the soul riders desire a complete and whole city over which to rule. As such, they oppose the chaos cultists and similar destructive elements. They hate the **Fallen** and the **Forsaken** for obvious reasons and might even use their powers against such forces if the need arose. While they possess no empathy for those they use, soul riders hate to see widespread death, such as through a plague or war, because it reduces the number of tools they have at their disposal.

There may be as many as twenty or thirty more soul riders in the world, most unaware that there are others like themselves. Very, very rarely the gathered soul riders discover new members and bring them into their fold. Some soul riders are thousands of years old.

Campaign Use: The player characters will not learn of the soul riders until late in the campaign, but they may encounter a person under their control much earlier. Perhaps throughout the campaign they have occasional encounters with people acting strangely or inappropriately, or they themselves discover that they have done things for which they have no memory and no explanation. Eventually, they learn of the soul riders, and this ties up a lot of loose ends.

Urthon Aedar Full Plate Armor

This suit of thick, bronze +5 armor features baroque ornamentation. A minor artifact, it has no armor check penalty, spell failure chance, maximum Dexterity, or effect on speed. If the wearer has the proficiency to use it, it is as though he wears no armor, as far as liabilities go. However, these special effects function only when the full plate is worn by an elf eldritch knight with the blessing of the Urthon Aedar. Otherwise, it acts as a suit of normal +1 full plate armor.

Strong transmutation; CL 20th

URTHON AEDAR

Most people know the Urthon Aedar only as an enigma. Their name, in Elder Elvish, means "Wandering Judges." These mysterious, armor-clad figures appear suddenly, perform some inexplicable task, and then seem to disappear promptly. People have seen the Urthon Aedar accost citizens on the street and take a very specific item, abduct people, or even attack and kill seemingly honest folk. Other times, they show up at a particular location and destroy a wall or remove an object. They never speak and never leave behind clues as to why they do what they do. Sometimes, however, the repercussions of their actions become clear. A victim of their attack is revealed to be a medusa in magical disguise. A wall they destroy turns out to have some treasure hidden within it.

The truth about the Urthon Aedar, which virtually no one in Ptolus knows, is that they are elves: Elder Elves, believed to be extinct. Their origins stretch back to the time of **Ghul**, the Skull-King. This evil lord held a special hatred for elves and slew them with wanton pleasure. Those he did not murder he captured and brought to his fortress **Goth Gulgamel** and its extensive underground warrens. It is well known that many of these elf prisoners were warped and twisted into the **Harrow elves**. However, not all his elven prisoners fell victim to his malevolent works—some resisted with an almost supernatural will. These Ghul tortured endlessly and, to further their anguish, he cursed them with visions of the future so they could see their own bitter ends while they still lived; they could experience future torments before they occurred, even as they were afflicted in the present. But most of all, he wanted them to see the ultimate darkness he would bring to their world, a future where only he ruled and their kind was forever eradicated. This proved to be his undoing. For they saw the *real* future, and while it held horrors and depredations, they glimpsed that Ghul eventually would fall. They suffered

Ghul, page 81
Goth Gulgamel, page 486
Harrow elves, page 52

The Fallen, page 110
The Forsaken, page 112



through the torment knowing that one day it would end.

This small handful of Elder Elves, led by the elf wizard **Khelaeson**, slipped away when Goth Gulgamel finally fell to Ghul's enemies. Using a powerful spell and the **Entropy Sphere** in the Spire, they found a way to reach **Dreta Phantas**, the stolen elven city. From there, they used their magical and martial abilities, coupled with their uncontrollable visions of things to come, to shape the future. Their ultimate goal is to restore Dreta Phantas, but they also want to promote the overall well-being of elves and their allies. When they presage an event they want to alter, the Urthon Aedar find one aspect of an event—a key person or object—and change that aspect, hoping to achieve their desired result. They do not always succeed.

Early on, one Urthon Aedar now known as Kohoath the Betrayer (male elf fighter8/wizard5/eldritch knight5) turned against his brethren and joined the forces of chaos. Driven mad by the mental powers of a mysterious creature working with the dark elves besieging Dreta Phantas, Kohoath was seduced into joining them. He has since switched his allegiance again, now working directly for the **rhodintor**. (These servants of the Galchutt believe that destroying Dreta Phantas may be the key to destroying the world.)

The Urthon Aedar want to keep as much about themselves as possible secret from the rest of the world, at least for now. Of course, some of their enemies—including the **zaug**, dark elves, and rhodintor—know of them. And there is one human who knows about the Urthon Aedar. His name is Dharim Boch, and he lives among the **Fate Weavers**.

THE VAI

The Vai began as a cult devoted to death—not to any specific death god, just to death itself. This cult had no clerics, for each member saw himself as a priest who would one day ascend to the "final resolution." On the way, a cleric could "help along" as many others as he could, shepherding them to their own demise. It didn't take long for the Vai to begin to choose their victims based on whom they were paid to kill. For the last sixty years, the Vai have grown in strength and reputation until now the very name brings dread and terror.

Most residents think the Vai is a large group with cloaked spies and invisible eyes everywhere. This is false, however. Most of the time, actual Vai membership numbers around a mere thirty-five. The members usually operate only in groups of two to four, each individual cells that rarely, if ever, know anything about the others.

As an organization, the Vai has ties to the **Deathmantle chaos cult**, the Forsaken, and the Balacazars.

The symbol of the Vai is a curved knife, sometimes—but not always—dripping with blood. Members performing official Vai duties generally wear all-black clothing, usually made of silk. A hooded black cloak and black face mask complete the ensemble. Weaponry varies from member to member, although few if any would be caught dead without various kinds of poison on their person.

Getting in touch with the Vai isn't easy. A ratcatcher named Rintha (female half-fiend/halfling wizard7) who lives above a bar called Kerrik's in Midtown acts as a contact for the Vai, but that is only for now. Every eighteen months or so, the Vai get a new extraneous contact to throw anyone attempting to trace them off the trail. The organization's actual headquarters, called the **Chapel of the Final Resolution**, is located in a secret area below the streets in the Warrens.

The leaders of the guild/cult call themselves the Twin Lords Keper. These two men are as vile as any beings in Ptolus, including the demons of the Fallen. Unlike other members of the Vai, the Twin Lords Keper almost never leave the Chapel, except to kill. They take assignments only rarely, when there is no risk or when the risk is so great that only someone of their skill can complete the mission. They always work alone, except in the case of the ultimate assignment (killing the Commissar or something equally outrageous).

Rumor has it that the twin lords are, in fact, nothing of the sort. They say that one of the twins died years ago and was replaced by a close confederate (using Disguise and physical and magical operations to alter his appearance) to keep the tradition going. Some go even farther, claiming that this happened years ago—now both original twins are dead, and the current ones are

It is no coincidence that the Vai symbol and that of the Order of the Blooded Knife, a chaos cult, are so similar. They are both based on prehistoric symbols used by the elf assassin Vaiod the Slayer.



Deathmantle cult, page 72

Khelaeson, page 81
Entropy Sphere, page 499
Dreta Phantas, page 457

Chapel of the Final Resolution, page 404

Rhodintor, page 628
Zaug, page 633
Fate Weavers, page 112

The Vai Quota

A well-known rumor asserts that every member of the Vai must kill a living, thinking being daily. Simple math shows that, even with only about thirty-five members, at that rate the Vai would kill off the entire city of Ptolus in only six years. The real truth is that the Vai must kill something *every day, but it can be as minor as a fly, a cockroach, or a rat. Most still try to kill an intelligent foe at least once a month, if not more often. It is certainly true that it's not all that uncommon for an individual to disappear now and again, the victim not of a paid assassination attempt, but of a Vai member looking to keep his skills sharp and satisfy his lust for murder.*

INFO CHECKS

A Knowledge (local) check reveals how much a character knows about the Vai.

The Vai are a group of assassins in Ptolus. (DC 10)

The Vai worship death and kill as an act of veneration. (DC 12)

The Vai have a base of operations somewhere below the city. (DC 15)

The Vai's headquarters is called the Chapel of the Final Resolution, and it lies somewhere beneath the Warrens. (DC 20)

The Vai are in league with the Forsaken. (DC 23)

Two twin human brothers lead the Vai. (DC 25)

The Vai leaders are the Twin Lords Keper, and they are extraordinarily powerful. (DC 30)

FROM MY CAMPAIGN TO YOURS

In the Ptolus Campaign, the Vai were hired to assassinate the Prince of the Church but failed in this mission. They had devoted so much of their resources to this single murder that when it failed, the organization needed money badly. To raise funds quickly, they offered some of the potential victims whom they had contracts to kill the option to pay double the contracted rate to cancel the hit. This tactic helped save the organization from ruin, but it cost them respect in the eyes of many.

Thoughtstone, page 166

Circle of Green, page 108

both replacements. Whether or not this is true, the twins go by the names Reddis Keper and Neivis Keper as they always have, although only a handful of people in the world know these first names (most people don't even know they exist).

Typical Vai Assassin
Male or female human (Neutral Evil)
Rogue5/assassin2 **CR** 7
HD 5d6 + 2d6 **hp** 27
Init +2 **Speed** 30 feet
AC 15, touch 12, flat-footed 15
BAB/Grapple +4/+5
Attack/Full Attack +7 melee (1d4+2, dagger) or +8 ranged (1d4+2, dagger)
SA Sneak attack +4d6, death attack (DC 14)
SQ Evasion, improved uncanny dodge, trap sense +1, +1 saves versus poison
Fort +1, **Ref** +11, **Will** +5
Str 12, **Dex** 15, **Con** 11, **Int** 16, **Wis** 14, **Cha** 10
Crucial Skills: Balance +9, Bluff +8, Climb +9, Disable Device +6, Escape Artist +12, Hide +12, Intimidate +8, Jump +7, Listen +10, Move Silently +12, Spot +8.
Other Skills: Disguise +12, Forgery +8, Knowledge (local) +6, Open Lock +14.
Crucial Feats: N/A.
Other Feats: Deceitful, Iron Will, Lightning Reflexes, Weapon Focus (dagger).
Spells: 2; save DC 13 + spell level.
1st—*disguise self, true strike.*
Possessions: Masterwork studded leather armor, *+1 dagger*, masterwork daggers (3), scroll of *sleep*, Large scorpion venom (4 doses), dark reaver poison (1 dose), 50 feet of silk rope, climber's kit, disguise kit, masterwork thieves' tools, 25 gp.

The Twin Lords Keper
Male humans (Chaotic Evil)
Rogue10/assassin10 **CR** 20
HD 10d6+10 + 10d6+10 **hp** 98
Init +9 **Speed** 30 feet
AC 28, touch 18, flat-footed 28
BAB/Grapple +14/+17
Attack +22 melee (1d6+5+1d6 Constitution, rapier) or +24 ranged (1d6+8, shortbow)
Full Attack +22/+17/+12 melee (1d6+5+1d6 Constitution, rapier) or +24/+19/+14 ranged (1d6+8, shortbow)
SA Sneak attack +10d6, death attack (Fortitude save, DC 25, negates)
SQ Evasion, trap sense +3, +5 on saves against poison, improved uncanny dodge, hide in plain sight
Fort +9, **Ref** +19, **Will** +10
Str 16, **Dex** 21, **Con** 12, **Int** 19, **Wis** 18, **Cha** 12
Crucial Skills: Balance +28, Bluff +24, Climb +25, Disable Device +28, Hide +41, Listen +22, Move Silently +41, Search +23, Spot +6, Tumble +28.
Other Skills: Decipher Script +26, Diplomacy +24, Forgery +22, Open Lock +30, Use Rope +28.



Crucial Feats: Dodge.
Other Feats: Alertness, Great Fortitude, Improved Initiative, Nimble Fingers, Weapon Focus (rapier), Weapon Finesse.
Spells Known: 4/4/4/4; save DC 14 + spell level.
4th—*dimension door, freedom of movement, greater invisibility, locate creature, modify memory.*
3rd—*deep slumber, deeper darkness, magic circle against good, misdirection, nondetection.*
2nd—*alter self, cat's grace, fox's cunning, illusory script, invisibility.*
1st—*disguise self, feather fall, jump, sleep, true strike.*
Possessions: *+5 studded leather armor of greater silent moves and greater shadow*, *+2 rapier of puncturing, amulet of natural armor +2, ring of protection +3, +5 composite shortbow* (+3), *+2 arrows* (10), *greater slaying arrows* keyed to the job at hand (5), ***thoughtstone***, 50 feet of silk rope, grappling hook, climber's kit, thieves' tools, 25 pp, 100 gp.

VIRIDIAN LORDS

The Viridian Lords exist primarily in Palastan, outside the walls of Ptolus, but they make their influence felt within the city as well. Most members of this group are rangers, although a few are barbarians or multiclassed combinations of both.



Once closely allied with the seemingly defunct Circle of Green, the Viridian Lords bond themselves physically to the natural world in a lengthy ritual that literally infuses living plants into their flesh.

The Viridian Lords hold claim to a great deal of power and influence in Palastan. In effect, their word is law on the road or in the wild. They come into Ptolus only occasionally and enjoy no special authority here except among the Palastani residents familiar with the group—their reputation earns them a great deal of respect.

The group has no leader and no hierarchy. One is either a Viridian Lord or one is not. The most experienced Viridian Lord, however, is **Rechel Pattemon** (female human ranger20). She seldom comes to the city, and then only to spend time with friends like Kaira Swanwing in Oldtown or to attend meetings of the Twelve Commanders.

Typical Viridian Lord
Human male or female (Neutral Good)
Ranger4 **CR** 4
HD 4d8 **hp** 18
Init +3 **Speed** 30 feet
AC 18, touch 13, flat-footed 15
BAB/Grapple +4/+5
Attack/Full Attack +6 melee (1d12+1, greataxe) or +8 ranged (1d8+1, longbow)
Fort +4, **Ref** +4, **Will** +3
Str 13, **Dex** 16, **Con** 10, **Int** 16, **Wis** 14, **Cha** 10
Crucial Skills: Climb +7, Hide +9, Jump +3, Listen +7, Move Silently +9, Spot +10.
Other Skills: Craft (woodworking) +10, Knowledge (nature) +10, Profession (hunter) +8, Ride +9, Survival +8, Swim +8.
Crucial Feats: Point Blank Shot, Rapid Shot.
Other Feats: Alertness, Track, Viridian Flesh (see sidebar).
Spells: 1; save DC 12 + spell level.
1st—*longstrider*.
Possessions: +1 *studded leather armor*, masterwork mighty longbow (+1), masterwork arrows (20), +2 *arrows* (2), masterwork greataxe, *potions of see invisibility* and *cure moderate wounds*, *oil of keen weapon*, 50 feet of rope, 39 gp.

USING ORGANIZATIONS

Organizations are important in the game for three reasons.

First, they do a lot to showcase the setting and provide an idea of the flavor of the place: Reading this chapter, you learn that Ptolus is a place where knightly orders, crime syndicates, demons, undead, and noble houses all live side by side, sometimes clashing and sometimes working together.

Second, they provide foes for the player characters. Such groups as the Forsaken or the Balacazars each provide nearly endless fodder for adventures.

Third, they provide allies for the PCs, and possibility even families to join. It is not uncommon to expect that members of a given adventuring group will want to join the Keepers of the Veil, the Knights of the Golden Cross, the Inverted Pyramid, or even the Longfingers Guild, just to name a few.

If the player characters choose to join a group, a lot more information is required. For groups such as the Inverted Pyramid or the Delver's Guild, membership information appears in this chapter. But a PC could conceivably become a part of *any* group in this chapter.

Virtually any organization has requirements to join, and membership usually comes by invitation only, through some kind of initiation, or with a fee (or perhaps some combination). There also is often an ongoing cost, in terms of dues or time. For example, the Longfingers Guild levies a yearly fee on its members, plus they take a percentage of all loot, but the Keepers of the Veil require only service, probably fighting undead. On the other hand, there are always benefits to joining, including resources, contacts, and sometimes payment (the Knights of the Pale provide stipends for members, for example, although many waive them).

The DM should always keep a careful balance in mind: Being a member of an organization costs time and sometimes money, but it should likewise always provide some kind of benefit. In theory, these benefits are unattainable elsewhere—Delver's Guild members are privy to information about the Dungeon unknown to others, while the Shuul have unique access to certain technological items and skills.

VIRIDIAN FEATS

These feats are available to Viridian Lord characters.

Viridian Flesh [General]
You bond your flesh with plants in a magical process that toughens your flesh.
Prerequisite: *Viridian Lord*
Benefits: *You gain a +1 natural armor bonus due to the toughening of your flesh into fibrous, plantlike matter.*

Viridian Essence [General]
You bond your flesh with plants in a magical process that unlocks plant-related abilities.
Prerequisites: *Viridian Flesh, character level 5th*
Benefits: *You gain the ability to* pass without trace *at will and can* speak with plants *once per day by touching the plant(s).*

Viridian Nature [General]
You bond your flesh with plants in a magical process that unlocks even more plant-related abilities.
Prerequisites: *Viridian Flesh, character level 5th*
Benefits: *You gain the ability to detect plants (as* detect plants and animals, *but only plants) at will, and gain a +4 luck bonus on all saving throws against spells involving plants (like* entangle*) or the special abilities of plant creatures.*

Kaira Swanwing, page 125
Twelve Commanders, page 148



PART III:
CITY GUIDE

Finally, the city of Ptolus! This section of the book offers a chapter on each of the city's eleven districts. But first, Chapter 7: City by the Spire provides information that applies to every district or to the city as a whole. Here, you'll find information about Ptolus' races, its climate, layout, economy, and much more. This overview also details the Commissar and City Council, the City Watch, and other official institutions. (Although for information regarding crime and punishment, and further details about being a Ptolus resident or an adventurer in the city, turn to Part VI: Living in Ptolus.)

Following this overview chapter, you will find the individual districts. **Players should not read the district chapters.** The information in Part III is best left for the player characters to discover firsthand. Although DMs can freely explain that the most popular tavern in Midtown is the Ghostly Minstrel, or that the best place to look for unusual magic items is a shop in Delver's Square, they won't want to reveal the secret location of the Chapel of the Final Resolution in the Warrens or let the PCs learn the details of the dungeons that lie below the Dark Reliquary.

Chapter 7: City by the Spire 144
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Chapter 9: Guildsman District 179
Chapter 10: Midtown 196
Chapter 11: Necropolis 228
Chapter 12: Nobles' Quarter 279
Chapter 13: North Market 302
Chapter 14: Oldtown 312
Chapter 15: Rivergate District 342
Chapter 16: South Market 350
Chapter 17: Temple District 368
Chapter 18: The Warrens 400

Chapter 7:

CITY BY THE SPIRE

Well over three hundred fifty years old, Ptolus is a city of seventy-five thousand people, the largest urban area in the northwestern Tarsisan Empire. While neither the largest nor—from most people's point of view—the most important city in the world, it is perhaps the most interesting one.



"This city is the center of everything happening today. The Empire is no longer of consequence. Soon, we will all realize that the next phase of history begins here."
—Helmut Itlestein, high priest of the Watcher of the Skies

This chapter covers a broad spectrum of information that applies to every district of the city. Here, you'll discover information about Ptolus' races, its climate, layout, economy, official institutions, and much more.

THE FLAVOR OF THE CITY

It's sometimes difficult to find a single label for Ptolus. Depending on who you talk to, Ptolus is either a festering nest of liars and thieves or the last bastion of nobility in the otherwise mundane Empire. It is either the land's central hub of magical knowledge or an inconsequential backwater port on the fringes of the Empire. It is the home of the Prince of the Church and it is the focus of evil in the world.

Ptolus is the least human-dominated metropolis in the Empire. By the standards of the rest of the world, it teems with elves, dwarves, and far stranger creatures. The very idea of counting orcs or lizardfolk among the population is unheard of elsewhere, and most people in the world have never heard of tieflings, let alone seen one—unless they've been to Ptolus.

The influence of the **ancient evil** below the streets of Ptolus has probably led to the city's widespread corruptive elements—powerful criminals, demons, undead, and monsters of all types. Of course, being on the fringe of the Empire rather than more centrally located contributes to at least the first of those, if not the others. However, the ancient evil and its resulting corruption has brought the forces of light to Ptolus like nowhere else as well. You won't find an **entire fortress of angels** and aasimars in Tarsis or Dohrinthas, for example.

Perhaps the best way to think of Ptolus is as an adventurer's city. "Adventurers" are not common throughout the Empire. In fact, the Imperial authorities look down upon such people and discourage their activities. Adventurers—often a euphemism for tomb robbers, mercenaries, and thieves—typically carry dangerous weapons and even more dangerous magic with them, making them a threat to public safety, order, and the authority of local government. However, the Empire, through the Commissar, allows them a sort of "safe haven" in Ptolus. Why?

The unplumbed depths below the city, with their potential risks and rewards, have drawn most of the adventurers from around the Empire, which is just fine by other local magistrates. Those communities are happy the adventurers head to Ptolus rather than sticking around in their areas causing trouble.

Fortress of angels: See Pale Tower, page 329



Ancient evil: See the Galchutt, page 60

The powerful and influential Delver's Guild keeps the adventurers in Ptolus organized.

Adventurers perform a helpful service by ridding the city's underrealm of dangerous creatures that could come up to the surface and wreak havoc.

But as much as Ptolus differs from the rest of the world, it shares much as well. As elsewhere, the Church holds considerable power, both spiritual and secular. Like other major cities, Ptolus is governed by a Commissar representing the Empire of Tarsis. The technological level of Ptolus has fallen in recent years, like that of the rest of the Empire—as the Empire crumbles, so too does its knowledge. Every year, there are fewer and fewer smiths who can repair the firearms, printing presses, elegant clocks, and other wonders from the Prustan folk and the Grailwarden dwarves of the east.

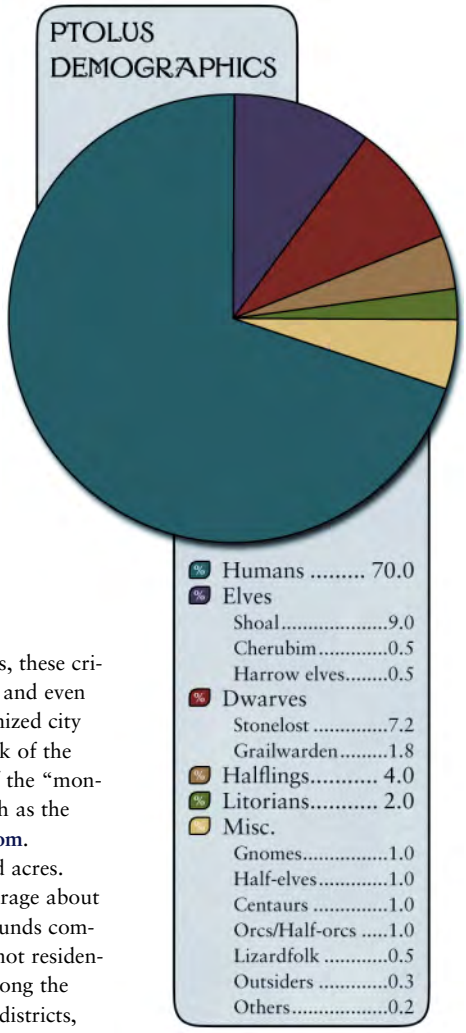
Overall, the flavor of Ptolus, as you will discover in the chapters to come, combines the city's great age, its incredibly varied population, its large number of adventurers and classed characters, and its dark side, which has surfaced more and more of late and continues to grow.

Ptolus is cosmopolitan in the extreme. The names of many humans, for example, have become so jumbled that often they no longer offer a clue as to a person's original lineage and familial land of origin. Likewise, the currency is a mixture of very old coins and standard Imperial coins, as well as a smattering of foreign money, such as from **Uraq**. Lastly, the many and varied gods of Ptolus come from everywhere. It's been said that if someone, somewhere worships something, you can find a temple for that religion in Ptolus. The City by the Spire has always been accepting of variant outlooks and beliefs, even when they are not popular; for example, the **Inverted Pyramid** hid in Ptolus when the Edict of Deviltry outlawed the use of arcane magic.

DEMOGRAPHICS

Ptolus is far more cosmopolitan than most cities in the Empire. The city's population breaks down demographically as shown in the diagram at right.

These population figures count only individuals living above ground who are recognized in the city more or less legally. No dark elves figure into the population, as their very presence in the city is illegal. No **skulks** figure into the population breakdown, as they dwell underground; a band of goblins living under the city would not be counted, either. It is estimated that if one were to count all the intelligent beings dwelling under the city, the population would increase by another five thousand, not counting the dark elf city of **Nluguran** or the captured city of **Dreta Phantas**, but counting the Stonelost dwarf community **Kaled Del**. Including the undead and the demons in the Necropolis would add perhaps another thousand.



When applied to the above statistics, these criteria imply that some orcs, lizardfolk, and even ogres and demons are officially recognized city residents. This is true. Due to the work of the **Brotherhood of Redemption**, many of the "monsters" in the city live there legally, such as the ogre-mage **Urlenius, Star of Navashtrom**.

Ptolus covers roughly two thousand acres. That makes its population density average about thirty-seven people per acre, which sounds comfortable. However, much of Ptolus is not residential. Residential areas average more along the lines of fifty people per acre. In some districts, such as the Nobles' Quarter, it is more like ten or even five people per acre, while in others, such as the Warrens, it can be as high as two hundred.

RACIAL DISTRIBUTION

Of all the districts, Midtown is the most racially diverse, containing neighborhoods devoted to elves, aram (centaurs), halflings, and litorians. Orcs, assarai (lizardfolk), and less desirable

Skulks, page 630

Nluguran, page 456
Dreta Phantas, page 457
Kaled Del, page 448

Brotherhood of Redemption, page 107
Urlenius, page 387

Uraq, page 44
Inverted Pyramid, page 115

"Put simply, Ptolus is the focus of all significant evil in the world."
—Sheva Callister, adventurer

ICONOGRAPHY

The symbol of the city of Ptolus is the golden hawk, and its device shows a golden hawk with wings stretched across a blue field. The Imperial symbol is a golden lion, and its device is a lion on a green field. Thus the Commissar has taken as his personal crest a golden lion over a golden hawk on a split field of green and blue.


Ptolus Seal


Imperial Seal


Commissar's Seal

THE DISTRICTS OF PTOLUS

The city of Ptolus comprises eleven official districts.

Docks: Though small, the Docks is an important area in this trade city. In Chapter 8, make sure you read about the strange Dockmaster and the mystery of Pier Five.

Guildsman District: This is where much of the city's commerce occurs. Most local guilds have their headquarters in the Guildsman District. Chapter 9 includes descriptions of the city's largest breweries, tanneries, the Foundry, and the Stockyards. It also contains such strange places as the Darkbirth Madhouse and the Midden Heaps.

Midtown: The heart of the city, Midtown is one of the largest and most populous districts. In Chapter 10, you'll want to check out everything in Delver's Square, in particular the Ghostly Minstrel, Myraeth's Oddities, Ebbert's Outfitters, and Rastor's Weapons. Iridithil's Home is of particular interest to elves.

Necropolis: Like just about everything else in Ptolus, the local cemetery is more than it appears. Undead creatures and the Forsaken, their living allies, dwell within the Necropolis. You'll find the entire Dark Reliquary, home to both the Forsaken and the demonic Fallen, detailed in Chapter 11, but don't miss the Crypt Home of Igor Reichstav and the Siege Tower, either.

Nobles' Quarter: The wealthy of the city live atop the highest cliffs in Ptolus. The intrigues among the nobles drive a fair bit of the action in Ptolus, so Chapter 12 can prove important, particularly for higher-level groups. Aside from the traditional noble estates, don't miss the very strange Castle Shard and the Holy Palace.

North Market: One of two markets in Ptolus, the North Market in Chapter 13 is known for its open-air stalls more than its workshops. Those interested in the technology of the Empire should check out the Smoke Shop, and shoppers can always take a break at the Red Stallion pub.

Oldtown: As the name implies, this is the oldest part of the city. Today the district of Oldtown serves as the center for all local administrative needs. You'll find the fortress of Dalenguard here, as well as the Administration Building, the Imperial University, and the City Library. You won't want to miss the details Chapter 14 offers about Kadmiel, a tower that exists only within its own shadow, or the Inverted Pyramid, the invisible floating headquarters of the most powerful arcanists in the world.

Rivergate: Although primarily a residential district, the Rivergate section of Ptolus described in Chapter 15 still offers interesting locales to visit. Two of them are the Well of the Shadow Eyes and Finelle's Pleasant Diversions.

South Market: The South Market offers more shops than open markets, as well as a number of commodities markets and workshops. The proprietors of Blackstock Printing hold an interesting secret, and the Golden Tooth offers wares for those with a taste for gold. But there's more in Chapter 16 than just shops. Check out the gambling den known as the Cock Pit and the hideout of the criminal Korben Trollone.

Temple District: Teeming with churches, shrines, and the headquarters of various religious orders, the Temple District is a strange hodgepodge of good and evil. The dangerous and hidden Temple of the Rat God is found here in Chapter 17, as is the Priory of Introspection and St. Valien's Cathedral. Those interested in some strange disappearances in town may want to check out the Temple of the Ebon Hand cult.

Warrens: The smallest district in Ptolus is also the worst. The Warrens holds the city's slums, a place as lawless and dangerous as one might fear. Although you'll find no addresses or street names here, you might want to check out Chapter 18 for the home of Jirraith, a crime lord with no appearance, and the headquarters of the Eight Shadows.



creatures are found in many districts, but nowhere in as great a concentration as the Warrens. Dwarves are more heavily represented in the Guildsman District than elsewhere. Both market districts also have a fair diversity.

The least likely place to find a nonhuman is the Nobles' Quarter, and most nonhumans who live there are elves.

Although each race has its own prejudices and preferences, the only ones that routinely face real discrimination are those considered by most to be generally evil (whether it is true or not). Examples include orcs, lizardfolk, goblins, dark elves, and so forth.

CHARACTER CLASSES IN THE CITY

As in any city, most of Ptolus' citizens are commoners. The next most popular groups are experts and warriors, and then characters with PC classes. There are few adepts, but the city has more than its share of aristocrats.

At least one 20th-level member of every player character class lives in Ptolus; in fact, except for barbarians, druids, and rangers, there are many of them for each class. The table below shows an example 20th-level member of each class, along with the character's group affiliation (if any) and general location.

There are up to five times as many classed figures in the city as the DMG would have you believe. That's because so many characters with PC classes come to Ptolus, where they are more welcome than elsewhere in the Empire. Almost every type of character class has an associated organization or guild (all except barbarian). See Chapter 6: Organizations for more information on these groups, which include those shown in the table below.

GOVERNMENT

As part of the Empire of Tarsis, Ptolus has a Commissar who acts as a regional governor: an administrator who manages the city "in the Emperor's stead." Of course, the fact of the Empire's slow disintegration continues to threaten the position of the Commissar, particularly out on the very edge of the Empire. Many think Ptolus should be an independent city-state. The current Commissar is Igor Urnst, a native of Tarsis who has lived in Ptolus and acted as its administrator for eighteen years. Urnst remains quite popular among Ptolusites; if the city did ever secede from the Empire, many would want him to stay in his current position.

Commissar Urnst maintains popularity for two reasons. First and foremost, he has a well-earned

20th-Level Characters in Ptolus

Class	Character
Barbarian	Kragas the Bold (independent, Midtown)
Bard	Nivae Tamelli (Knights of the Chord, Oldtown)
Cleric	Adlam Theobold (Church of Lothian, Temple District)
Druid	Andach (independent, Necropolis)
Fighter	Lord Dorant Khatru (House Khatru, Nobles' Quarter)
Monk	Wynn Rabinall (Order of the Fist, Temple District)
Paladin	Steron Vsool (Church of Gaen, Temple District)
Ranger	Rechel Pattemon (Viridian Lords, Oldtown)
Rogue	Hayman Knapp (Longfingers Guild, Oldtown/Undercity)
Sorcerer	Moynath Autumnsong (Inverted Pyramid/Castle Shard, Oldtown/Nobles' Quarter)
Wizard	The Iron Mage (independent, Oldtown)

Character Classes and Associated Organizations

Class	Organization/Guild
Bard	Imperial Academy of Music, Knights of the Chord
Cleric	Keepers of the Veil, various temples
Druid	Circle of Green
Fighter	Knights of the Pale, Order of the Bow*, Order of Iron Might
Monk	Order of the Fist, various temples
Paladin	Keepers of the Veil, Knights of the Pale, various temples
Ranger	Viridian Lords
Rogue	Balacazars, Killraven Crime League, Longfingers Guild, the Vai
Sorcerer	Brides of Magic, Inverted Pyramid, the Sorn
Wizard	Inverted Pyramid, the Sorn

* An elven archery organization run out of Iridithil's Home in Midtown; see Chapter 10.



Monsters in the City

Unlike most cities in the Empire, it's not too out of the ordinary to see "monsters" in the streets. Nobles use ogre slaves to carry palanquins. Elf battle mage Daersidian Ringsire rides a wyvern through the streets. At least one local druid has a giant owl companion. In 712 IA, the Commissar himself offered to pay volunteers to be polymorphed *into trolls to contribute to the city's defense. (He found only a handful of takers.) It's almost odd* not *to see a dragon on the grounds of House Dallimothan's estate. A strange ocular tyrant runs the asylum for insane arcanists. And, of course, there are the creatures redeemed by the Brotherhood of Redemption, not the least of which is the ogre-mage cleric Urlenius.*



For the average cost of buying or renting a home by district, see "The Cost of Living" on page 542 in Chapter 26: On Being a Resident.

The Twelve Commanders

The current roster of the Twelve Commanders is as follows:

***Aoska**, half-celestial fighter from the Pale Tower (page 129).*

***Ashby Gerard**, retired City Watch captain.*

***Beck Von Tibbitz**, leader of the Keepers of the Veil (page 120).*

***Dierna Hillerchaun**, head of the Knights of the Pale (page 125).*

***Dorant Khatru**, head of House Khatru (page 93).*

***Geffrey Barton**, a renowned war hero.*

***Kabel Dathimol** of the Order of the Dawn (page 67).*

***Boren Darsal**, well-known warrior and weaponsmith.*

***Lothao Valinth**, elf proxy of Doraedian Mythlord (page 207).*

***Ogden Reinhard**, well-known fighter.*

***Rechel Pattemon** of the Viridian Lords (page 141).*

***Yorid Glitterfist,** representative of the Kaled Del dwarves.*

Dalenguard, page 320



Kirian Ylestos, page 294

Mother Superior, page 136

Sorum Dandubal, page 109

reputation as the general who won the Gnoll War in 696 IA. He maintains a military mindset in his role as Commissar, which makes the people believe him a strong leader who fights to keep them safe. "You think things are bad?" people say. "Imagine what it would be like here without the Commissar and his men!"

The Commissar maintains a regiment of elite troops called the Commissar's Men based in **Dalenguard**. He keeps the battery of two dozen huge cannons, which he used in Rhoth during the Gnoll War, in perfect condition in case of emergency. Called the "**Commissar's Guns**," they are very mobile and could be positioned to bombard a foe from the north, the south, or along the cliffs to fire at approaching enemy vessels.

Further showing that he has the city's safety as his foremost concern, almost fifteen years ago the Commissar also assembled the **Twelve Commanders** to serve as his advisors and lieutenants in times of emergency. This group, comprising some of the most powerful and martially focused individuals in the city, has served him well against threats from the undead and Forsaken in the Necropolis and monsters coming up from the realms below.



The second reason the Commissar remains popular is his willingness to accommodate the needs and desires of the people. As his first act as Commissar, he elevated the authority and responsibility of the City Council, a group of nobles, guildmasters, and other influential individuals. Under Commissar Urnst, the Council became a decision-making body with two chambers: the Tribunal and the Assembly.

The Tribunal has only three positions. One is occupied by the Commissar, one by **Kirian Ylestos**, the Prince of the Church, and one by the **Mother Superior of the Sisterhood of Silence**. Although the Commissar technically remains the ultimate authority, the influence of the Tribunal members makes them voices he can't afford to ignore. The Commissar currently feels pressure from a number of sides to add at least one more chair to the Tribunal. If that happened, he most likely would ask Guildmaster Delver **Sorum Dandubal** to fill it. The Assembly has twenty-five members, including a representative from each of the ten noble houses. While not as powerful as the Tribunal, the Assembly can still enact policy, particularly when the members speak with a unified voice.

A cynical Ptolus resident might call the City Council the "Council of Coin," referring to the fact that the members deal mainly with economic issues, and that every chair in the Council chambers is filled by a wealthy individual. The Council makes no apologies for this fact and sees nothing wrong with a governing body from the upper class. And while most of the Council's issues do deal with economics, that's because the Commissar makes decisions on other matters himself or with the help of the Twelve Commanders. This is particularly true for issues that relate to the safety and well-being of the city and its people.

As an individual, the Commissar is a fearless, determined, but ultimately arrogant man. His strength comes from his adaptability and his willingness to try original solutions to problems. His weakness comes from his inability to recognize and admit his own mistakes. The Commissar has a reputation for being outspoken, denouncing the actions even of those more politically powerful than himself if he happens to disagree with them. For example, on numerous occasions he has spoken against the decisions of the Emperor of the Church. Of course, this has strained the relationship between the Church and his government, but that has only served to make Ptolus more welcoming to diverse religions—ultimately making the Commissar even more popular.

The Commissar is married and has four daughters, ages twenty-four, twenty-two, nineteen, and sixteen.

Commissar Igor Urnst
Male human (Lawful Neutral)
Fighter18 **CR** 18
HD 18d10+18 **hp** 126
Init +6 **Speed** 20 feet
AC 34, touch 16, flat-footed 32
BAB/Grapple +18/+23
Attack +24 melee (1d8+6, longsword), or +22 ranged (1d12+2+1d6 sonic, dragon pistol)
Full Attack +24/+19/+14/+9 melee (1d8+6, longsword), or +22/+17/+12/+7 ranged (1d12+2 +1d6 sonic, dragon pistol)
SQ DR 2/—, resistance to fire 20
Fort +12, **Ref** +8, **Will** +8
Str 20, **Dex** 15, **Con** 13, **Int** 17, **Wis** 14, **Cha** 18
Languages: Common, Gnoll, Old Prustan.
Crucial Skills: Bluff +13, Jump +20, Listen +9, Sense Motive +13, Spot +7.
Other Skills: Diplomacy +14, Handle Animal +13, Ride +18, Swim +10.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Combat Reflexes, Dodge, Improved Disarm, Mobility, Power Attack, Quick Draw, Rapid Reload (dragon pistol), Spring Attack, Whirlwind Attack.
Other Feats: Exotic Weapon Proficiency (firearms), Improved Initiative.
Possessions: *+4 adamantine breastplate of improved fire resistance, +3 animated light steel shield of arrow deflection, ring of protection +4, amulet of natural armor +4, +1 longsword, +2* ***dragon pistol****, +1 sonic ammunition* (10 rounds), *gauntlets of ogre power, boots of striding and springing,* ***thoughtstone****, potions of cure serious wounds* (2); *potions of fly, invisibility,* and *divine favor*; silver and emerald ring worth 1,000 gp, signet ring of Ptolus worth 10,000 gp.

THE CHURCH AND PTOLUS GOVERNMENT

As noted in Chapter 4: Cosmology and Religion, priests of the Church of Lothian are also considered at least minor government officials within the Empire. In Ptolus, so far from the Lion-Guarded Throne and so steeped in non-Lothian religions, one might think this would be the first Imperial concept to fall by the wayside. Such is not the case, however. The Church retains a strong hold in Ptolus and has ever since 657 IA, when the Emperor of the Church Cheroboth Ylestos built the **Holy Palace** in the Nobles' Quarter and bade Vedisham, his son and heir to the Holy Throne, live there until he assumed the mantle of Emperor of the Church. The tradition of the Holy Empire's heir apparent residing in Ptolus has continued ever since. Emperor Cheroboth did this to help stabilize the religious upheaval Ptolus faced at the time due to the influx of adherents of minor religions. It proved extremely effective.

Today, the Prince of the Church, Kirian Ylestos, maintains a high profile in the city. What's more, his father, Holy Emperor Rehoboth, has lived with his son for the last eleven years. Rehoboth has not taken his son's seat on the Tribunal of the City Council, however—he seems relatively unconcerned with the everyday affairs of Ptolus. Instead, he concentrates on furthering his claim to the Lion-Guarded Throne in addition to the Holy Throne (see "The Imperial Line" on page 79).

Thus, Church officials are still accorded a great deal of power in local government. They can command the guards of the City Watch, and they gain **certain rights under the law** not granted to typical citizens.

THE COMMISSAR'S MEN

The Commissar's Men (who are not, in fact, all men) are an elite company of well-trained troops. These soldiers, stationed in Dalenguard in Oldtown, number about three hundred. Extremely disciplined and loyal to the Commissar, the company has not had much to do since coming to Ptolus in 703 IA. In times of crisis, such as during a major fire, the Commissar's Men move in to help. The Commissar also dispatches them in small teams to deal with specific threats as they arise, including the emergence of a monster from under the city or a troublesome group of adventurers who get out of line—anything that lies beyond the City Watch's ability to handle effectively.

Typical Commissar's Man
Human male or female (Lawful Neutral)
Fighter3 **CR** 3
HD 3d10+9 **hp** 34
Init +6 **Speed** 20 feet
AC 19, touch 11, flat-footed 18
BAB/Grapple +3/+5
Attack +5 melee (1d8+2, longsword) or +6 ranged (2d8, dragon rifle)
Full Attack +5 melee (1d8+2, longsword) or +6 ranged (2d8, dragon rifle)
Fort +6, **Ref** +3, **Will** +3
Str 14, **Dex** 15, **Con** 16, **Int** 10, **Wis** 10, **Cha** 10
Crucial Skills: Climb +7, Listen +2, Spot +2.
Other Skills: Ride +5, Swim +4.
Crucial Feats: Point Blank Shot.
Other Feats: Exotic Weapon Proficiency (firearms), Improved Initiative, Iron Will, Weapon Focus (dragon rifle).
Possessions: Masterwork banded mail armor, masterwork heavy steel shield, **dragon rifle**, ammunition (10 rounds), longsword, *potion of cure light wounds*, 25 gp.

Typical Commissar's Man (Captain)
Human male or female (Lawful Neutral)
Fighter12 **CR** 12
HD 12d10+24 **hp** 104
Init +7 **Speed** 20 feet
AC 23, touch 11, flat-footed 22
BAB/Grapple +12/+16

"A backwater cesspool of a city, as far from civilization as I dare imagine."
—Lady Kruellis of Tarsis



Church officials' rights under the law, page 66

Dragon pistol, page 560
Thoughtstone, page 166

The majority of the Commissar's Men, as opposed to the City Watch, came with Igor Urnst when he was appointed to his current position. They wear livery recognizably distinct from that of the City Watch, in a darker shade of blue. The typical Commissar's Man is older than most guards and has an air of experience about him that the typical City Watch member does not have. The Men come up through the ranks of the City Watch or from the Imperial military ranks.

Holy Palace, page 292

Dragon rifle, page 560

The Republicans

The republicans are a subversive political group that wants to see Ptolus not only become independent of the Empire, but establish a governing council of representatives elected by a majority of the city's inhabitants—a republic. The movement does not yet command much support, primarily because so few people have heard of it. The Commissar, with the full support of the Empire, has declared the group's ideals seditious (page 65) and, moreover, insane. "Government by the Rabble," he has called the idea. The republicans, on the other hand, call it "Government by the People."

Membership of the republicans remains secret, but their leader is the rather outspoken high priest of the Watcher of the Skies, Helmut Itlestein (see page 389). Various members of the Fate Weavers also belong. Considering that the Watcher and the Fate Weavers both specialize in divining the future, the republicans may be destined to grow more powerful in days to come.

Fire Brigade, page 154

Pistols and rifles, page 560

Investigating crimes, page 553



Attack +18 melee (1d8+7, 17–20/×2, longsword), or +16 ranged (1d10, double pistol)
Full Attack +18/+13/+8 melee (1d8+7, 17–20/×2, longsword), or +16/+11 ranged (1d10, double pistol)
Fort +10, **Ref** +7, **Will** +6
Str 18, **Dex** 16, **Con** 15, **Int** 13, **Wis** 11, **Cha** 11
Crucial Skills: Climb +13, Intimidate +9, Jump +19, Listen +4, Ride +6, Spot +4.
Other Skills: Handle Animal +8, Heal +4, Swim +6.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Improved Disarm, Mounted Combat, Power Attack, Quick Draw.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms), Improved Initiative, Iron Will, Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: *+1 full plate armor, +1 heavy steel shield, +1 keen longsword*, masterwork **double pistol**, ammunition (12 rounds), *potions of cure serious wounds* (3); *potions of heroism and lesser restoration;* gold captain's ring worth 100 gp, 270 gp.

THE CITY WATCH

The City Watch has one primary goal: to keep the peace. To this end, the Watch patrols each district (except the Warrens, although they deny that fact) and maintains guards on duty to answer when called by shouts or warning bells. The Watch has absolute authority in the city, and the right to arrest and detain anyone for any reason. The Commissar empowers them to use force—even deadly force—on anyone who resists. Guards do not need proof to apprehend a wrongdoer, but they're usually careful not to arrest the wrong person—after all, their mistaken quarry might be someone of influence or might have ties to someone of influence. (If the person is poor with no important connections, the guards make no bones about treating that person as they like.)

The City Watch spends much of its time breaking up fights, although often they arrive after the fight is over. Residents can summon the guards to deal with threats like a dire rat or other monster that comes up from the Dungeon. They attempt to apprehend criminals, trying to catch them in the act whenever possible. Otherwise, the Watch serves as more of a deterrent than anything else. **Investigating crimes** rarely makes it to the City Watch's list of duties; once a crime is over and the perpetrator gone, the guards generally file a report and forget about it. Only when a criminal begins repeating his offense does the Watch take investigative action to prevent future crime.

Guards in the Watch know the city streets and layout very well. A patrol checks the locks of sewer grates, doors on the city wall towers, and businesses known to be closed for the night. They poke around areas where trouble might brew, such as abandoned warehouses or back alleyways. They know most of the good hiding places in Ptolus. The City Watch is familiar with the ins and outs of criminal groups and activities. They know where the offenders hide, where they like to strike, and even what most of them look like on sight. They are perfectly within their rights to haul in a known criminal, even if the individual isn't doing anything wrong at the moment.

Keeping order and peace sometimes involves fighting fires. Each Watch garrison has equipment to help the **Fire Brigade** to fight fires.

The uniforms of the City Watch consist of blue tunics worn over chainmail armor, with thick blue wrappings tied around their helmets. The guards carry shields bearing the device of Ptolus: a golden hawk on a blue field. They carry either masterwork battleaxes or spears, as well as longswords and light crossbows. Usually one or two guards on duty at a Watchhouse (see next page) carry **dragon rifles** rather than crossbows. Constables wear similar uniforms, but with the addition of a yellow sash. They also wear breastplates rather than chain armor and carry **dragon pistols** rather than crossbows. A captain of the guard wears full plate armor and a special shield insignia as well as the yellow sash of a constable.

Typical City Watch Guard
Human male or female (Neutral)
Warrior2 **CR** 1
HD 2d8+6 **hp** 18
Init +1 **Speed** 20 feet
AC 18, touch 11, flat-footed 17
BAB/Grapple +2/+4
Attack/Full Attack +6 melee (1d6+3, shortspear), or +4 melee (1d8+2, longsword) or +3 ranged (1d8, light crossbow)
Fort +6, **Ref** +1, **Will** +0
Str 15, **Dex** 12, **Con** 16, **Int** 12, **Wis** 11, **Cha** 11
Crucial Skills: Climb –3, Intimidate +4, Jump +0, Listen +2, Sense Motive +2, Spot +3.
Other Skills: Knowledge (local) +3.
Crucial Feats: N/A
Other Feats: Alertness, Weapon Focus (shortspear).
Possessions: Chainmail armor, heavy wooden shield, masterwork shortspear, longsword, light crossbow, bolts (12), whistle, wooden stake, sprig of wolfsbane, necklace of garlic, silver dagger, 50 feet of rope, crowbar, 15 sp.

Typical City Watch Constable
Human male or female (Lawful Neutral)
Fighter5 **CR** 5
HD 5d10+10 **hp** 45
Init +6 **Speed** 20 feet
AC 19, touch 12, flat-footed 17
BAB/Grapple +5/+8
Attack/Full Attack +10 melee (1d8+5, longsword) or +8 ranged (1d12, dragon pistol)
Fort +6, **Ref** +3, **Will** +2



Str 16, **Dex** 14, **Con** 14, **Int** 13, **Wis** 12, **Cha** 13
Crucial Skills: Climb +6, Intimidate +9, Spot +5.
Other Skills: Gather Information +5, Knowledge (local) +3.
Crucial Feats: Blind-Fight, Power Attack, Quick Draw.
Other Feats: Exotic Weapon Proficiency (firearms), Improved Initiative, Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: Masterwork breastplate, masterwork heavy steel shield, masterwork longsword, masterwork **dragon pistol**, ammunition (12 rounds), *potions of cure moderate wounds* and *see invisible*, tanglefoot bags (2), whistle, wooden stake, sprig of wolfsbane, necklace of garlic, silver bullets (3), mirror, flask of holy water, 42 gp.

Typical City Watch Captain
Human male or female (Lawful Neutral)
Fighter10 **CR** 10
HD 10d10+20 **hp** 86
Init +5 **Speed** 20 feet
AC 24, touch 11, flat-footed 23
BAB/Grapple +10/+14
Attack +18 melee (1d8+8, longsword) or +12 ranged (1d10+1, double pistol)
Full Attack +18/+13 melee (1d8+8, longsword) or +12/+6 ranged (1d10+1, double pistol)
Fort +9, **Ref** +4, **Will** +4
Str 19, **Dex** 12, **Con** 14, **Int** 13, **Wis** 12, **Cha** 13
Crucial Skills: Climb +10, Intimidate +9, Jump +10, Listen +4, Spot +5.
Other Skills: Gather Information +5, Handle Animal +4, Knowledge (local) +3, Ride +10.
Crucial Feats: Combat Expertise, Combat Reflexes, Improved Trip, Power Attack, Quick Draw.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms), Greater Weapon Focus (longsword), Improved Initiative, Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: *+2 full plate armor, +1 heavy steel shield, +2 longsword, +1* ***double pistol****,* ammunition (12 rounds), *gauntlets of ogre power, potions of cure serious wounds* (2); *potions of see invisible, heroism, divine favor,* and *bear's endurance;* tanglefoot bags (2), whistle, wooden stake, sprig of wolfsbane, necklace of garlic, silver bullets (3), mirror, flask of holy water, 450 gp.

Watchhouses

The Watch is divided up into various precincts that correlate to the city's districts (not counting the Warrens and the Necropolis). Thus, there are nine Watchhouses. Each district has a Watchhouse (sometimes called a garrison) that serves as a temporary jail and a barracks for the guards on duty. Most Watchhouses are tall structures or even towers, which allows a single guard on duty to keep a vigil. Usually, however, the Watch is summoned by cries of danger, the sound of trouble (usually a fight), or the sounding of one of the warning bells mounted on poles throughout the city. An attempt has been made to place the bells on the streets farthest from a Watchhouse, so that a citizen in trouble can run to either the nearest Watchhouse or warning bell. Typically, it takes anywhere from one to ten minutes for the City Watch to respond to a warning bell, but it could take as long as thirty minutes, depending on how far the trouble is from a Watchhouse, how well the area is patrolled, and what else is going on in the district.

A Watchhouse usually keeps about two dozen guards on duty at any given time, at least half of whom are on patrol. During the day, most guards patrol on their own, although occasionally they wander in teams of two or even three. At night, a patrol always consists of at least three guards, and often has as many as six. The constable on duty at each Watchhouse is expected to go on patrol with his or her guards. Commanding each district's City Watch members (again, except for the Warrens and Necropolis) is a captain of the guard. These nine captains answer directly to the Commissar.

Watchhouses are marked on the Ptolus poster map and the book's district maps with this icon: .

Life at the Watchhouse

Guards on duty at a Watchhouse are billeted at the house as well. Most work in shifts four days long, followed by two days off (during which time they live elsewhere).

The guards' main duty is to patrol the streets of their assigned district. While not on patrol, they relax, sleep, eat, and train at the Watchhouse. On slow days, the captain may stage drills to keep the guards sharp.

Friendly rivalries have developed among the various Watchhouses. Once a year the guards get together at the Arena in Oldtown for contests of strength and skill. The reigning champions are the guards of Midtown.



A typical Watchhouse (above) and warning bell (below)



Dragon and double pistols, page 560



An attack on Ptolus just might come to pass—see The Night of Dissolution *adventure on the CD-Rom at the back of this book for an update on the eastern barbarians' recent activities.*

THE DEFENSE OF PTOLUS

Should the city ever face an actual attack, the three hundred Commissar's Men and the five hundred members of the City Watch are not its only defenders. The Sisterhood of Silence also would come to the city's aid (they number approximately one hundred fifty), although they likely would work to keep order within the walls rather than defend against outside invaders. House Khatru maintains its own private army of about one hundred well-trained soldiers that would be at the city's disposal as well.

Further, the various knightly orders of Ptolus certainly would contribute to the city's defense, including the Order of the Dawn, Keepers of the Veil, the Knights of the Pale, and others (adding another three hundred or so trained combatants).

Next, the Commissar likely would commission the city's sizable mercenary population, and a number of stalwart warriors would find themselves quickly conscripted, adding up to another thousand troops. If necessary, he could widen the nets of conscription to garner another thousand infantry, albeit far less trained and disciplined specimens.

In all, Ptolus could call to its defense approximately thirty-two hundred troops fairly quickly. The majority of these would have combat experience or training, and many would be higher than 1st level—sometimes far higher. Although one can imagine a larger army marching against Ptolus, its main force most likely would be composed of 1st-level warriors. They'd find themselves no match for the knights and elite forces the Commissar could muster against them.

When one adds in the mages of the Inverted Pyramid, clerics from the Church (and probably some of the other more benevolent religions), it becomes clear that Ptolus is actually a dangerous place to attack, despite the city's many gates and lack of a standing army. The Commissar is not only keenly aware of these facts but takes secret pride in them. Deep down, he probably would like to see someone attempt to attack his city.

Spells and Special Situations

Each Watchhouse has at least one spellcaster on duty. They usually cast *dispel magic* first and foremost (either on their own or through an item), with spells like *see invisibility* or *invisibility purge* coming next in importance. Of course, a *sleep* spell can turn the tide of a dangerous encounter or bring a tavern brawl to a quick end, and *hold person* can stop a fleeing thief dead in his tracks, so spells of that nature are most welcome as well. And nothing helps in a rat hunt like a few *magic missiles*. Sorcerers and wizards sometimes work with the guards as freelancers, but many are full-time members of the Watch themselves, enjoying a special status that places them above the regular guards but not the constable (although some constables are mages too).

Clerics working with the Watch are almost always Lothianites; their duties require them to provide support for the guards once or twice a month. As priests of the Church, such clerics have the authority to give orders to City Watch guards and perhaps even a constable. Only a powerful cleric has authority over a captain of the guard.

The Watch stands ready for various unorthodox contingencies. If they are hunting a murderous werewolf, for example, they can quickly produce silvered crossbow bolts. If they must go up against a single foe far greater than any one of them, they use team tactics, with some guards aiding others who move in for an attack. They might also attempt a joint grapple attack to bring down a powerful opponent. When facing an invisible adversary, they spread out in careful and well-orchestrated search patterns to attempt to find the foe, sometimes using nets. The nets also come in handy for dealing with the dangerous beasts they encounter from time to time.

Members of the Watch are also smart enough to identify a foe or situation that is clearly beyond them. They will not throw their lives away.

In times of war or invasion, the Watch would form the basic ranks of Ptolus' defenders. There are about five hundred members of the City Watch, although just under half that number is on duty at once.

For details on reporting crimes to the Sisterhood and/or the City Watch, *see page 552.*

For more on crime and punishment, see "The Process of Law" *on page 552.*

Corrupt Watch Captains

These three City Watch captains are on the take:

Bartel Denton, captain of the guard in the South Market, works for the Balacazars.

Erda Schenk, captain of the guard in Oldtown, works for the Balacazars, but only because they hold her daughter hostage.

Everard Wibert, captain of the guard in the Guildsman District, works for Kevris Killraven.

Corruption in the Watch

Corruption runs rampant throughout the City Watch. Individual guards, constables, and even captains are "on the take" from criminal organizations. Of course, not all organizations that "own" members of the Watch are strictly criminal. It's useful for a powerful guild or other group to have a "friend" in the Watch. The corrupt officers look the other way when crimes are committed by their benefactor organizations and may even work against the wheels of justice to help them. Others, while not in the pocket of an organization, may decide not to arrest certain individuals in exchange for a bribe.

Some corruption is even institutionalized. For example, the City Watch gives thieves from the Longfingers Guild special treatment, often letting

them go when they are caught (although they still confiscate the stolen goods). This comes from a traditional agreement between the thieves' guild and the Watch that says that as long as the guild members confine their activities to petty theft or stealing from other criminals, and keep out of the Nobles' Quarter altogether, the Watch will overlook most of what they do. In addition, the Commissar has let it be known that, as long as the **Balacazars** restrict themselves to their current activities (theft, extortion, smuggling, illegal gambling, and trade in slaves, poisons, and drugs) and not operate flagrantly, the Watch is to give them some latitude. Secretly, Urnst is not certain that he could take on the crime family successfully, and any attempt to do so would certainly cause all-out war on the streets of Ptolus.

Some of the City Watch's corruption is internal. Confiscated goods taken from smugglers or from a merchant who didn't pay his taxes often "disappear" from storage in the Watchhouse. A City Watch patrol may even extort funds from citizens as "protection money" or as bribes paid to avoid hassle or arrest.

GOLDSHIELD

Treading the fine line between an independent organization and an arm of the City Watch under the command of the Commissar, a group of wizards and sorcerers called Goldshield helps prevent crime in the city. Members patrol high-commerce areas invisibly and use such divinations as *see invisibility, detect magic* (usually for sensing charms and compulsions on shopkeepers), and *detect thoughts* to catch thieves. Goldshield is based within **Dalenguard** in Oldtown.

Although most people do not believe it, Goldshield is in no way affiliated with the **Inverted Pyramid**. Instead, it is administered by a wizard named Renala Hotterin (female halfling wizard15). Renala is a secretive figure in the city—although many important people know who she is, few have actually met her. She rarely attends public functions or social events.

Typical Goldshield Mage
Human male or female (Lawful Neutral)
Wizard5 **CR** 5
HD 5d4+5 **hp** 19
Init +1 **Speed** 30 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +2/+1
Attack/Full Attack +1 melee (1d6–1, staff) or +3 ranged (1d8, light crossbow)
Fort +2, **Ref** +2, **Will** +5
Str 9, **Dex** 13, **Con** 13, **Int** 17, **Wis** 12, **Cha** 11
Crucial Skills: Listen +3, Move Silently +8, Sense Motive +5, Spot +7.
Other Skills: Knowledge (arcana) +8, Knowledge (architecture and engineering) +7, Knowledge (local) +11, Spellcraft +8.
Crucial Feats: N/A
Other Feats: Alertness, Craft Wand, Scribe Scroll, Silent Spell, Skill Focus (Move Silently).
Spells: 4/4/3/2; save DC 13 + spell level.
3rd—*hold person, fly*.
2nd—*invisibility* (2), *see invisibility*.
1st—silent *detect magic, expeditious retreat, grease, shield*.
0—*detect magic, mage hand, message, touch of fatigue*.
Possessions: *Wand of detect thoughts* (25 charges); scrolls of *invisibility, see invisibility*, and *web;* masterwork quarterstaff, masterwork light crossbow, bolts (12), 50 feet of silk rope, whistle, 30 gp.

IMPERIAL EYES

The Commissar commands a small team of spies called Imperial Eyes. They technically work for the Emperor, but those stationed in Ptolus report directly to the Commissar. Most—if not all—feel they owe a deeper allegiance to the local ruler than any Emperor. In fact, some folks in the know call them "the Commissar's Eyes."

These elite infiltrators roam the city in disguise. Most have multiple false identities and belong to different organizations. Imperial Eyes have infiltrated the Balacazar crime family, the **Brotherhood of Redemption**, the **Naltegro Suun**, various noble houses (in staff or servant positions), and even the Church, just to name a few significant groups.

Some of the Imperial Eyes work together, or know of each other's identities and exchange information. Others remain entirely solitary and unknown even to their comrades. (Sometimes—although not often—this can lead to spies spying on spies.) Only the Commissar knows the identities of all the Eyes.

Typical Imperial Eye
Human male or female (Neutral)
Rogue8 **CR** 8
HD 8d6–8 **hp** 30
Init +3 **Speed** 30 feet
AC 15, touch 15, flat-footed 15
BAB/Grapple +6/+6
Attack +7 melee (1d4, dagger) or +10 ranged (1d4, dagger)
Full Attack +7/+2 melee (1d4, dagger) or +10/+5 ranged (1d4, dagger)
SQ Sneak attack +4d6
SA Evasion, improved uncanny dodge, trap sense +2
Fort +1, **Ref** +11, **Will** +5
Str 10, **Dex** 17, **Con** 8, **Int** 14, **Wis** 12, **Cha** 13
Crucial Skills: Balance +14, Bluff +8, Disable Device +10, Hide +14, Intimidate +6, Listen +11, Move Silently +12, Search +10, Spot +9, Use Magic Device +9.
Other Skills: Disguise +10, Open Lock +14, Sleight of Hand +10, Swim +11.

INFO CHECKS

A Knowledge (local) check (DC 15) allows a character to estimate how long the Watch will take to arrive at a given location after a shout, whistle, or bell-ringing, given the distance from the nearest Watchhouse and the local conditions.

Balacazars, page 100

Not all Imperial Eyes are rogues, of course. The Empire has a longstanding tradition of employing wizards—particularly diviners—in this role. Their use of magic compensates for any lack of specialized skills.

Brotherhood of Redemption, page 107
Naltegro Suun, page 130

Dalenguard, page 320
Inverted Pyramid, page 115



A Goldshield badge

Crucial Feats: Dodge.
Other Feats: Iron Will, Lightning Reflexes, Skill Focus (Listen).
Possessions: *Ring of protection +2; potions of cat's grace, eagle's splendor, tongues,* and *undetectable alignment*; masterwork daggers (2), masterwork thieves' tools, masterwork disguise kit, 500 gp (used to buy equipment appropriate to current assignment).

Some neighborhoods also have local fire fighting groups that require—some would say extort—a monthly fee from residents and businesses to ensure that they are on duty when needed.

FIRE BRIGADE

It should come as no surprise that, after centuries under the careful rule of the Empire of Tarsis, every major city possesses a full-time force of fire watchers and fire fighters. Once the greatest of these, renowned throughout the Empire, the Ptolus Fire Brigade has fallen on hard times. Up until six months ago, a young human wizard named Tyrus Marphel led the Fire Brigade, having researched a powerful divinatory spell that allowed him not only to sense uncontrolled fires in the city but to predict them before they occurred with astounding accuracy. Under his leadership, fire fighters often appeared on the scene as a fire was just starting or even a few moments before. While Ptolus had its share of dangers, rampant fires were not one of them.

Dalenguard, page 320

Then, however, a scandal broke involving Tyrus and Therese Urnst, the oldest of the Commissar's daughters: She was married, Tyrus was not. To avoid controversy, Tyrus stepped down from his position and left town. Unfortunately, he took his spell with him.

New Fire Brigade Captain Lyrasa Contair is of average height and slightly portly of build. She wears very austere clothing and maintains a businesslike attitude, although it's said that while off duty she has a weakness for expensive wines.

Now the Fire Brigade must take on the task of monitoring the city and responding to fires in a more mundane fashion. The Brigade's new captain is a woman named **Lyrasa Contair** (human expert11), brought in from outside the city. She has a great deal of experience fighting fires but is not a spellcaster like Tyrus.

The Dungeon, page 414

Firehouses are located throughout the city, often near Watchhouses. Each has ladders, buckets, and other tools necessary to fight fires. Firehouses are marked on the Ptolus poster map and this book's district maps with this icon: .

For more on the risk of fire in Ptolus, see "Handling Dangerous Events" on page 586 in Chapter 32: Urban Campaigns.

In most districts, members of the Fire Brigade usually respond to an alarm within thirty minutes. They arrive with a wagon of fire fighters, buckets, ladders, water, and other tools. This is rarely fast enough to save the building on fire, but it is fast enough to prevent its spread to other buildings. In fact, "fighting fires" rarely means attempting to save the building already on fire, but rather keeping the fire from spreading. When a building has fully caught fire, the Brigade makes no attempt to save it. They allow the fire to burn itself out without spreading.



The Fire Brigade only deals with fires in the Warrens if they threaten to spread outside the slum.

THE ECONOMY

First and foremost, Ptolus exists to facilitate the exchange of money and goods. In fact, the city was formed three centuries years ago as a small port town to provide goods to the new fortress of **Dalenguard**. Ptolus' economy still centers around its role as a gathering place for traders and goods.

Farmers to the south bring their produce to Ptolus to sell, whether it be grain, fruit, or vegetables. They also bring in livestock, including sheep and cattle. Loggers from the north ship timber into town to sell. Merchant vessels from all along the northern coast of the Whitewind Sea come to Ptolus to buy these goods and bring in others.

Ptolus also teems with craftspeople, from simple coopers (barrel makers) to incredibly skilled metalsmiths. The city even boasts a few artisans who can create and maintain delicate or complex devices such as clocks, firearms, and printing presses—and, to a limited extent, even steam engines and other wonders.

Cash flows like a golden river through the streets of Ptolus, which is an extremely wealthy city by any measure. Some of the wealth is old money stemming from the noble families. Some of it is new money coming into the city in the hands of delvers who arrive in town to strike it rich or come up from the **Dungeon**, having struck it rich.

In many respects, Ptolus is a boomtown, the same way a city near a new vein of valuable ore would be. But rather than gold or silver, the allure is the ancient treasure buried long ago beneath the city's streets. (To be sure, there are also veins of valuable ore beneath and around the city, but these days they play second fiddle to the allure of the Dungeon.)

Any item from the *Player's Handbook* priced at 100,000 gp or less is probably available in Ptolus one way or another (although when it comes to magic items, access is restricted—see "The Dreaming Apothecary" in the Inverted Pyramid section of Chapter 6: Organizations). Further, characters wishing to sell goods in the city could easily dispose of up to 150,000 gp worth of items in the various markets. Likewise, they could probably find 150,000 gp worth of any one type of good at any given time.

THE PERSPECTIVE OF MONEY

It's common for player characters, even at 3rd or 4th level, to become so wealthy they toss around silver and even gold like it was copper. Although Ptolus is a wealthy city, most commoners still deal in copper and silver pieces. Giving the man selling beef jerky from his street cart a silver piece for his 2 cp sack of dried meat is extraordinarily generous. Giving him a gold coin and telling him to keep the change is just imprudent. That's the kind of thing that can engender contempt rather than gratitude. People that loose with their money gain the reputation of being fools. They will soon find themselves besieged by beggars and con artists. Merchants in that neighborhood will have no respect for them, and certainly won't cut them any good deals—they may even inflate their prices when known big spenders come into their shops.

On the other hand, plenty of merchants the PCs do business with are very wealthy themselves. Rastor of Rastor's Weapons in Midtown won't be impressed by an adventurer with a bag of gold. Neither will the Urnst brothers who run the alchemy shop in the Undercity Market. The player characters need to learn that, just like you don't use a *fireball* on a single dire rat or a *sleep* spell on a dragon, you don't tip or bribe a messenger, a carriage driver, or a bartender the same way you do a master silversmith, a potionmaker, or a guildmaster.

For more information, see "The Cost of Living" in Chapter 26: On Being a Resident (page 542).



COINAGE

Officially, all merchants in the Empire of Tarsis are supposed to accept only Imperial coins as currency. Ptolus, however, remains far enough away from the heart of the Empire that most people ignore such regulations. This is particularly true of late, as delvers flood the city with ancient coinage or money minted by dwarves, elves, and even dark elves from the Dungeon. Still, some merchants accept only Imperial currency, and all government facilities demand Imperial coin—which includes tax payments. But not to worry, moneychangers in Oldtown, Midtown, and the two Market districts will convert non-Imperial money into Imperial currency for a 10 percent fee.

Imperial coins have specific names, as follows:

- Platinum pieces are *dragons*.
- Gold pieces are *thrones*.
- Silver pieces are *shields* (although slang terms include "shinies" and "moons").
- Copper pieces are *pennies* (also known as "jennies," "bobs," or "jacks").

Because a plethora of differing currency is used within the city walls, residents usually refer to coins simply as "coins" as opposed to the Imperial standard names. Thus, the price of a longsword is "15 gold coins." Merchants who take the law requiring Imperial currency seriously might charge "15 Imperial gold," or "15 gold Imperials" (or "150 silver Imperials). Surprisingly few would say "15 gold thrones," unlike other places in the Empire, where that phrasing would be the standard.

Platinum coins are quite rare. In fact, most establishments—taverns, bathhouses, bakeries, and so on—balk at accepting them. A simple street vendor selling apples might never have even seen one in her life. Silver is still the standard among the common classes.

NOTES OF CREDIT AND PAPER MONEY

No one actually carries around sacks of thousands of gold coins in Ptolus. It's not only inconvenient, it's dangerous. Years ago, the wealthy businesspeople of the city began using notes or letters of credit: officially endorsed papers that represent a large sum, usually at least 1,000 gp (carrying 20 pp to 80 pp isn't really cumbersome). These notes can be transferred or used as payment for goods and services, but never for less than the value of the letter. In other words, one cannot expect "change back" from a letter of credit.

Merchants are not required to accept them, but if the letter of credit comes from a reputable source, they almost always do (after first examining them closely for hints of forgery).

Technically, there's nothing stopping folks from writing as many notes of credit as they wish. However, every letter comes with the understanding that the holder can go to the issuer and exchange it on the spot for coin. Failure to honor a note of credit results in immediate Imperial involvement and almost certain fines, jail time, dishonor, and the cancellation of the offender's credit across the city.

Some of the larger merchant companies (see Chapter 16: South Market) use notes of credit as currency unto themselves—a sort of paper money. Rumors say the Empire itself has begun issuing official notes of credit in Tarsis. If true, such would literally be paper money, as official as any coin.

MAGE COINS

Mage coins are another example of how the presence of the **Inverted Pyramid**, the largest gathering of the powerful spellcasters in the world, alters the way things work in the city. These triangular glass tokens are a bold new initiative created by the **Dreaming Apothecary** and issued to make money for the Inverted Pyramid.



Gold thrones, silver shields, and copper pennies.

DM TIPS

Success or failure of the Forgery skill depends on an opposed check. Someone without at least 10 ranks in Forgery probably shouldn't even attempt to pass a forged letter of credit in Ptolus. Faking a letter of credit requires the forger to have an actual signature of the person supposedly issuing the letter. DMs should feel free to give experienced merchants and similar professionals a competence bonus of +5 or even +10 to spot forged letters of credit.

Inverted Pyramid, page 115
Dreaming Apothecary, page 118

DM TIPS

DMs should always remember that Ptolus is a city filled with hills and different levels of elevation. Even in places not marked as such on the city map, areas of town may be slightly terraced, or streets might involve steep inclines. In general, these inclines always go up from east to west. Have NPCs always refer to places as being "up the hill" or "down the hill" when giving directions to player characters. When describing common street scenes, include lots of steps and steep slopes. The flattest areas of town are those nearest the sea.



Dalenguard, page 320

Although Ptolus is surrounded by a wall, it has never been attacked. Locals don't take the wall very seriously. It's not uncommon for teenagers to climb the walls at night to meet up with friends away from their parents' eyes. These youngsters are skilled at hiding from the guards on patrol.

During festival times, people hang banners and decorations from the tops of the wall on the inside, even though this is against Imperial regulations. Technically, no buildings may abut the walls, but it's rare to find places in Ptolus where this doesn't happen.

Mages of the organization began using them first, claiming each was the value of 100 gp. The attractive nature of mage coins—and the reason the bold initiative is working—is their magical property. The last person to touch a particular coin can summon it into his hand with a simple mental command. This means a character need not carry a lot of money around with him; he can keep his mage coins safely tucked away in a secure vault somewhere, still perfectly accessible to him. (Note that the coins cannot be sent back magically.)

Not everyone is willing to accept the coins as payment, however. In particular, the Church and any official Imperial agency does not accept them. Governmental bodies consider the coins illegal, since only the Empire can mint coins, according to the *Vast Codex*. Nevertheless, there may already be eight hundred to a thousand mage coins in circulation in the city.

CITY LAYOUT

The Spire, Ptolus' most obvious and recognizable landmark, is visible from almost any point in town, rising three thousand feet into the air at the city's western edge. But even without the Spire, Ptolus remains an extremely vertical place.

At the highest and westernmost point of the city proper atop the Jeweled Cliffs lies the **Nobles' Quarter**. One of the newer areas of town, it is built on the highest major shelf alongside the Spire's base. Below that is, ironically, the oldest part of town, called Oldtown. Built around the ancient fortress of **Dalenguard**, **Oldtown** is not as high in elevation as the Nobles' Quarter but it still overlooks the rest of the city. One must pass through the gates of Dalenguard to begin the climb to the Nobles' Quarter; this is the only approach.

The King's River cuts through the center of town, flowing east to empty into the Bay of Ptolus. The river comes into town from the north and west, cutting a wide swath north of Oldtown called the King's River Gorge. The gorge separates Oldtown from a small residential district to the northeast called **Rivergate**. At the end of the gorge, the river plummets down two hundred feet in a tall waterfall, to flow more gently and toward the bay within narrower and more modest banks. The King's River, which effectively cuts the city in half, is spanned by no fewer than twelve bridges.

Dalen's Cliffs, the defensible ridge upon which Oldtown was built, rise almost two hundred feet above the rest of the city. A wide, man-made ramp along the Emperor's Road extends for four hundred feet from these heights down into the city center.

One can also reach Oldtown via a bridge that extends south across the King's River Gorge from Rivergate and another that leads out of the city at its northwestern corner.

South of Oldtown lies the **South Market** district. North of the river and east of Rivergate is the **North Market**, which is far more open and chaotic than its southern counterpart. Sandwiched between the two markets and due east of Oldtown is the largest of the city's districts, called **Midtown**. Southeast of Midtown is the smoke-filled Guildsman District, which extends all the way down to the cliffs overlooking the Bay of Ptolus. Wedged in just northeast of the Guildsman District and south of the King's River at the cliffs' edge is the small and dangerous slum known as the **Warrens**.

Northeast of Midtown and south of the North Market lies the **Temple District**, with its infamous Street of a Million Gods. East of the Temple District at the northeastern corner of town lies the city's vast cemetery, the **Necropolis**, which sits atop the cliffs.

In most sections of the city, the river rushes through its narrow channel one hundred feet or more below the street level. It eventually empties into the Bay of Ptolus in another grand waterfall just south of the thin strip of land at the bottom of the cliffs where the **Docks** lie. These grand Cliffs of Lost Wishes, which run along the city's shoreline, rise over five hundred feet above the crashing waves below. A winding path carved into the cliffside connects the Docks with the rest of the city.

It is well over two miles from the western edge of the Nobles' Quarter to the cliffs above the bay. On a clear day, as the sun sets in the west, you can tell the time by the length of the shadow the impossibly tall Spire casts upon Ptolus.

THE WALL AND TOWERS

Construction of the wall surrounding Ptolus began in 587 IA and ended in 590. At the time, it was built to give the city room to grow, with the walls encompassing vast acres of unused land, particularly on the south end of town. Today the city bursts at its seams, although major construction has yet to spill outside the perimeter.

The walls surrounding Ptolus actually do nothing of the kind. They merely restrict access into the city from the north and the south. The walls do not run along the clifftop to the east, nor do they skirt the base of the Spire to the west.

The walls measure fifteen feet thick and forty feet high. The top of the wall sports battlements on either side; a twelve-foot walkway in between them runs the length of the walls. About every eight hundred feet, the wall is punctuated by a tower. These towers are fifty feet high; each has four interior levels, a flat, crenellated rooftop, and a cellar. Every tower can be entered through an iron door from within the city and from entrances atop the walls, making it possible to "walk the walls," moving through each tower.

PTOLUSITES: A CHARACTER STUDY

To better understand a group or individual, it's often informative to examine how others see that organization or person. However, exactly how one views the people of Ptolus depends on where he or she hails from.



Someone who comes from one of the other major cities in the Empire, such as Dohrinthas or Tarsis, sees Ptolusites as a bit backwater and certainly strange.

"Ptolus? That's where they have all those wizards and ruffians and things, isn't it?" the other city-dweller might ask.

Traditionally, Ptolus has always been a smaller Imperial city located far from the heart of civilization and sophistication. In the view of those from larger urban areas, it's a fairly lawless, unsophisticated, and unsafe place.

More well-informed citizens most likely think of a Ptolusite either as someone sinister (or at least untrustworthy) or as someone quite capable, experienced, and even brave. The distinction between perfidious and stalwart depends on the observer's own disposition, and the part of Ptolus he or she has heard about. Someone who sees Ptolus as an evil or menacing place is probably thinking about the Necropolis, the monsters beneath the city, or perhaps even the Inverted Pyramid. One who feels the opposite is caught up in the stories of courageous and rare individuals who brave the darkness and undertake wild adventures. It's worth restating that, anywhere outside of Ptolus, adventurers and monster-filled "dungeons" are almost unknown, and spellcasters are less common due to historical prejudices.

Residents of small towns or rural areas around Ptolus almost universally regard Ptolusites as obnoxiously wealthy merchants, untrustworthy thieves, or unruly wizards. The stories of sorcery and terrible beasts lead these simple folk to conclude that someone from Ptolus is even worse than someone from another big city—although all cityfolk are probably not to be trusted.

Someone from a village or farm far from Ptolus has probably never heard of the place.

The Essential Difference

In comparison to others in the Empire, Ptolusites are jaded. Of that, there is no question. It is not uncommon to see a spellcaster flying overhead, carried aloft by a spell, next to a warrior mounted on a griffon. Invisible thieves are a nuisance, but not a surprise. Ogres occasionally walk the streets, and everyone knows that ratmen scurry about the sewers. Magic and its effects are an everyday occurrence. Magic figures in the city's defense, economy, architecture, entertainment, and even the cuisine. It's simply a part of life.

Experience with magic and monsters grants the average Ptolusite a level of bravery not usually seen elsewhere. Spells and strange creatures do not cause an immediate panic. Don't confuse bravery with foolhardiness, however. A member of the City Watch knows that if he charges an outlaw sorcerer, he's likely to get a faceful of *magic missiles*, if not a *fireball*, and he has a pretty clear idea of what such spells do. A Ptolus merchant isn't going to be terrified of a troll because of its monstrous size and appearance alone, but she will run away because she knows it has the ability to tear her limb from limb (and regenerate after any injury she manages to inflict upon it).



Because of the great heroes who helped throw down both Eslathagos Malkith and Ghul the Skull-King, Ptolusites seem historically predisposed to look favorably on adventurers far more than outsiders do. Even those who no longer remember specific references to the Dread One certainly at least know the name Ghul (or the Half God). And even those who don't know the historical details of these warmongers' defeats are immersed in a culture that appreciates rather than resents its heroes. The idea of groups of armed, magically powerful individuals not directly under the command of the Empire may worry members of other communities—but not Ptolus.



For a criminal hideout in the city wall tower, see the Secret Hall on page 332.

Sometimes mapmakers charge businesses a fee to put them on the maps sold at the city gates. The fee is even higher to not put a competitor on the map.

See Chapter 28: Crime and the Law (page 558) for more information on taxes.



Watchhouse, page 151

Imperial Identification Papers, page 552

People like to congregate near the city gates, on both the inside and the outside. This is a good place to pick up news from outside of Ptolus. Vendors enjoy coming here to sell goods to those newly arrived in town, often at inflated prices. It's also most pickpockets' favorite place to ply their trade.

As defensible as all of this is, Ptolus has never been attacked. The City Watch patrols the walls once each night, but the guards use it as a vantage point to look *into* the city, not out. The towers stand empty, and even though the doors stay locked, vagrants or squatters sometimes sleep within the lower levels or cellars to avoid notice when the Watch patrols the wall. Small criminal gangs have been known to hide out in one tower or another for as much as a week.

It is a crime to climb over the city walls to get into or out of Ptolus, or to attempt to smuggle goods over or under the walls in either direction. Typically, the fine for such a crime is 1 gp, plus any smuggled goods are confiscated (but see "Corruption in the Watch," page 152).

Inside the city, many buildings use the wall as their own back wall. In some places, these adjacent structures rise even higher than the wall itself. Locals call these buildings "smuggler's houses," because criminals use them to get atop the wall and lower baskets or cargo nets over the side to bring up illegal items or goods the owners do not want **taxed**.

THE FIVE GATES

Five gates lead into the city: three in the south wall and two in the north wall. Two of these are major gates and three are minor.

The major gates are set into sections of the city wall measuring about twenty-five feet thick. At each one stand twin sets of massive iron-bound, iron-hinged wooden portals twenty feet wide, with metal knobs to deter axes. A twenty-foot-square space lies in between each set of doors. From a small gatehouse here, guards control an iron-bound, wooden portcullis, which they can lower in between the valves. Murder holes here allow defenders to drop down burning oil or fire crossbows. Both major gates are flanked by towers. Unlike other towers in the city wall, these are actually used as offices, storage, and off-duty areas for guards assigned to gate duty. The major gates are simply called the **North Gate** (in the North Market) and the **South Gate** (in the South Market).

The two minor gates in the south wall are more recent additions for the sake of convenience, thus they do not offer much in the way of defense. They consist of iron-bound wooden double doors each about ten feet wide. There is no gatehouse (and no portcullis or murder holes), although each minor gate stands next to a tower that is used as those flanking a main gate. These are called the **Market Gate** (to the west of the South Gate) and the **Guilder Gate** (to the east of the South Gate).

The minor gate in the north wall is the **Old City Gate** in the western part of town. One can approach it only by taking the high King's River Bridge across the King's River Gorge into



Oldtown. This gate is a single door fifteen feet wide; it has no gatehouse.

Each gate is guarded, but the guards almost never close the gates. Most of the five, in fact, are so old and have not been closed in so long, the hinges have rusted in place. Typically, four guards from the Watch are stationed at a given gate at any time, although, should any trouble arise, up to a dozen more guards from the nearest **Watchhouse** will appear within just a few minutes in an emergency.

The guards at each gate demand to see **Imperial Identification Papers** from anyone wishing to enter the city. They record each person's name, reason for entering, and point of origin. They also demand a 2 cp toll per person, plus an additional 1 cp for a horse or other sizable animal (such as livestock) and 3 cp for a wagon. This is a daily toll, so someone entering, leaving, and returning in the same day pays only once. The guards do not stop people leaving the city unless ordered otherwise. This happens from time to time, usually when there is a search for a criminal who might be looking to leave.

On all goods brought into the city to be sold merchants must pay a levy: 5 percent of their accessed worth. Merchants without a gate receipt showing they've paid the taxes on goods for sale can face fines of 10 gp or more plus have all the goods confiscated.

On most days, a long line forms at each gate, particularly in the mornings as people wait to be allowed access to the city. Around each gate outside the walls, vendors sell goods to those entering the city—and to those stuck waiting in line. These goods include food, water, ale, and maps of the city (with varying degrees of accuracy).

The southeasternmost gate, called the Guilder Gate, has large pens for keeping livestock that

will be brought into the city; a few private guards keep watch to prevent theft. The Market Gate has some fairly ramshackle storehouses built outside the walls for merchants to store goods without taking them through. A small settlement called Tent City is growing around that gate as well. Some one hundred individuals live in this encampment at any given time, and most of what goes on there is legally questionable at best. In Tent City, criminals sell forged identification papers, meet with contacts from other cities who don't wish to actually enter Ptolus, and make plans to smuggle in illegal goods.

THOROUGHFARES

To really get around, every visitor to Ptolus needs to know the main thoroughfares in town. It takes a while to become familiar with the street names, however, as road signs are posted only on the major streets. Authorities may stencil the names of roads on the sides of buildings at some intersections to help with navigation.

The Emperor's Road, the main highway connecting Ptolus and points north with Tarsis, winds through much of town. This thoroughfare begins at the Old City Gate, runs south through Oldtown and the South Market, and exits at the South Gate. Visitors entering the city at the Guilder Gate find themselves on Guilder Street in the Guildsman District, while the Market Gate opens up onto Penny Street in the South Market.

Those entering Ptolus from the North Gate can follow the wide North Gate Road south into Midtown. The main north-south streets that bisect the city are Diamond Street/Emerald Way/Tavern Row and Upper God Way/Street of a Million Gods/Lower God Row, both of which connect up with Rachen Street in Midtown, which ends not far from the Guilder Gate. Vadarast Street is a major north-south road on the eastern side of the city, running from near the Necropolis south to the heart of the Guildsman District. Salt Street/Old Sea Road runs north-south at the very southeast side of town. On the western side of town, major north-south thoroughfares include Four Fountains Street in Oldtown.

North and South River Roads follow the King's River as it winds its way through the center of the city in the North Market and Temple districts. This pair of roads combines to form the longest west-east thoroughfare in Ptolus, although Center Street runs at an angle all the way from the South Market to the Necropolis, and the similarly diagonal Iron Street crosses from near the South Gate to the Warrens. On the north end of town, the west-east Market Street and Golden Elm Way connect North Gate Road with the walls of the Necropolis.

One can easily cross the King's River via the King's River Bridge and Rivergate Bridge (in Oldtown), and via bridges at Middle Street (connecting Oldtown and the Rivergate District); North Gate Road and Emerald Way (connecting the North Market and Midtown); Sunrise Street, the **Street of a Million Gods**, and Malav Street (connecting the Temple District and Midtown); Center Street and Bridge Street (connecting the Temple District and Midtown); Vadarast Street (in Midtown); and Salt Street (at the Warrens).



The Street of a Million Gods (page 370) extends onto the Blessed Bridge, which is covered with small shrines and temples. Rumors claim that, within the bridge's stout construction, tiny cellars and tunnels are used by some of the city's less savory religions. See also "Temple of the Rat God" in the Temple District (page 390).

NATURAL FEATURES

Ptolus' very identity as a city is shaped by the natural features that surround it and form its foundations. Oldtown is shaped the way it is because of the restrictive plateau it's built upon. The river serves as a border for many districts. Lots of aspects of life in the City by the Spire are the way they are because of the local topography.

THE SPIRE

The Spire reaches three thousand feet into the sky, a pinnacle of dark grey rock that grows darker as it rises; the top is pitch black. It is a wholly unnatural creation and anyone gazing upon it knows it—the Spire is simply too impossibly tall, too incredibly thin. It is very broad and surprisingly flat on its eastern side, making it perfect to build a fortress and eventually even a city upon. The western side is rougher and more sheer.

Two other fortresses are associated with the Spire, in addition to **Dalenguard** at its base. Approximately halfway up, built into the side of the Spire and perched on a rocky shelf almost certainly created by magic, lies **Goth Gulgamel**, a disturbingly featureless castle of twisted black stone. At the very top of the Spire rests **Jabel Shammar**, an equally black fastness of stone and iron with three tall, pointed towers surrounding an even taller, daggerlike spike of dark metal.

Dalenguard, page 320
Goth Gulgamel, page 486
Jabel Shammar, page 501

Most people say they find the Spire disturbing to look upon. Although only a few know its true history, many folks tell fabricated but dire tales of demonic sculptors; angry gods impaled after a war in the heavens; and black spears thrown down from the Lunas moon. One hears equally tall tales of what lies in the fortress at the top of the Spire, whose name is slowly fading from the public consciousness (people just call it the "fortress at the top of the Spire") along with its history. Some even doubt there's a fortress up there at all—they say it's just a rock formation. Still, no explorer-mages with *fly* spells or brave souls with other means of flight have ever returned from a trip there.



The Spire

Goth Gulgamel people do remember, but only as "the fortress of **Ghul**." Given that the threat of Ghul has been over for seven hundred years, even his memory is starting to fade, though. People remember that he was an evil conqueror, and that's about all.

Ghul, page 81

A few people have noticed that over the last couple years with growing intensity, strange lights occasionally appear from within Goth Gulgamel.

Over time, new Ptolus residents start to ignore the Spire. For one thing, the skies are often so overcast that dark clouds often obscure most of it. For another, one eventually grows inured to fearing that some supernatural foe will emerge from the Spire to devour the town. People don't want to think about what might still linger in the Spire fortresses, so they don't.

THE KING'S RIVER

The King's River runs through Palastan, a fairly slow and inconsequential waterway throughout most of its course. When it nears Ptolus, however, runoff from the Spire and the area's frequent rains feeds into the river, making it much faster and more substantial. The river skirts the northern edge of the Spire to pour into the King's River Gorge in a two-hundred-foot plunge. The waterfall here is called the King's Falls. When it leaves the gorge, it runs into a narrow channel between Rivergate and Oldtown and down Wings Falls. The channel the King's River cuts through the rest of the city usually is no more than sixty or seventy feet across, but it measures up to one hundred feet deep as the land slowly slopes toward the shoreline. When the river reaches the Bay of Ptolus, it spews forth from the Cliffs of Lost Wishes in a grand, four-hundred-foot waterfall called Gasping Falls.

Charad Titans, page 77

Lighthouse, page 172
Dockmaster, page 172

In geological terms, the river is a new one, its course diverted by the creation of the Spire. In the city the river is entirely unnavigable, being far too rapid and with too many waterfalls as it courses to its final drop into the sea. Since the river is not used as a source of water for the city (it gets its water from much cleaner underground wells), the sewers pour into it from both sides of its narrow channel. Likewise, residents dump trash and refuse of all kinds into the river as it roars through its ravine. This is one of Ptolus' main sources of refuse disposal, which speaks to the degree of contamination in the river.



Men who volunteered to be polymorphed *trolls back in 712 still guard the King's River Bridge at the Commissar's behest; see page 86.*

In addition to the King's River, the area is home to a number of underground rivers. These join the King's River near its end, rushing out of caves beneath Midtown and the Warrens. The action of these rivers has formed many caves that honeycomb the area beneath Ptolus, some of them massive in size.

Broadsheets, page 166

KING'S RIVER GORGE

Local rumors say the deep King's River Gorge contains more than a few bodies dropped from the bridges or city wall by murderers and assassins.

The channel the King's River cuts as it flows through Ptolus is an extension of the vast King's River Gorge. This defile is two hundred feet deep and more than a mile long. The bottom is very rugged with sheer sides. A number of natural stone columns rise up from the bottom of the gorge, the most prominent being two called the Devil's Legs. These provide the foundations for the stone supports of the King's River Bridge, which is, in fact, three bridges: one from Oldtown to the southern leg, one between the two legs, and one from the northern leg to the far end of the chasm, where the Emperor's Road continues north out of town.

BEACON ISLAND

A rocky crag jutting up from the cold waters of the Bay of Ptolus, Beacon Island hosts a tall stone lighthouse used to guide ships through the relatively narrow safe course into Ptolus' harbor. The remains of a much older lighthouse still stand a bit away from the newer structure—"newer" being only relative in this case, as it is four hundred years old. The older lighthouse is said to be haunted by the spirits of all the sailors who have died on the rocks nearby. Some say it was built by the **Charad Titans**, who once dwelled in the area for a time. (Both of the rumors are true.)

The **lighthouse** on Beacon Island is staffed by a handful of willing people who work for the **Dockmaster**.

ON THE STREETS

It's the smell of the city that gets to you first. No matter where you stand, you probably smell the rain, because it likely either just finished raining, is just about to rain, or is raining now. The odors of damp clothes and people, moldy wood, wet straw, rain-slicked stone, and burning wood and coal mix together to create a unique aroma. But if it's not raining, this smell mingles with the odors of cooking food, domestic animals, garbage, and sewage. The latter two aren't as bad as they could be; the sewers in Ptolus, as in most large Imperial cities, are quite efficient, and the constant rain keeps their contents moving.

After the smell, it's the noise you notice. People aren't shy about shouting to their neighbors out their windows, or calling down the street from their doors. Tolling bells and sounding horns signal various religious rituals from the Temple District, and entertainers sing, play instruments, and tell jokes in the street. Street orators attempt to inform and persuade those who will stop to listen, while bellringers shout out the news of the day for those too busy or too ignorant to read one of the many local **broadsheets**. Behind all those sounds, in many areas of town you can hear the rushing waters of the King's River through the ravine that cleaves the city in two, or the crashing of waves on the Cliffs of Lost Wishes at the city's edge.

No matter where you are in the city, you can look up and see the Spire, unless it's raining so hard that the sky is just a swath of grey. As you look west, the city rises. To the east, it falls until it reaches the cliffs.



LOOKING AROUND

Ptolus is crowded with buildings—you won't see many trees or grassy areas except in city squares or parks. The buildings are not tall, although a few towers and three- and even four-story structures rise above their lower neighbors. Although the structures vary from district to district, the typical Ptolus building has two stories. The bottom one is built of grey stones and mortar with wooden beams and slats. The top story is made of wood and generally has the same dimensions as the bottom story; some buildings are a bit wider on the top floor, creating an overhang of two or even three feet.

Roofs are usually slanted with gabled ends. They are covered with wooden shingles and patches of dark green fungus, due to the damp climate. Every building has at least one stone chimney.

Typically, the buildings of Ptolus abut each other on at least one side, and usually two. One side of a structure typically runs along a very narrow alleyway—often no more than three or four feet across. Most such alleys are full of trash, empty crates or barrels, and other clutter.

The streets are narrow and slick with rain. Most measure about ten feet across, while major thoroughfares are fifteen or even twenty feet across. Streets are widest in the Nobles' Quarter and in the Guildsman District—the former for the luxury of the residents, the latter for the practical needs of those who work there, bringing wagonloads of material back and forth, herds of cattle and sheep for rendering, and so on.

In the morning, amid the ringing of bells, someone on the street is likely to see people rushing off to work, merchants opening their shops, and middle- and upper-class children on their way to school, books and wax tablets tucked under their arms. Vendors selling fresh baked goods and fruit are common, and cafes are filled with people drinking their morning tea or coffee.

Vendors selling goods—particularly food—are common on almost every street in every district.

LOOKING UP

The Spire dominates the sky above Ptolus. It rises approximately three thousand feet above Midtown. Of course, it is only visible perhaps half the time due to the dark, looming clouds or the grey overcast skies that are so common, particularly in the winter.

Even putting aside the Spire, though, the skies are rarely empty. Hot air balloons owned by the noble families are a common sight. **House Abanar** even owns a sailing ship that flies in the air as easily as it might ply the seas. Mages under the effects of a *fly* spell, adventurers mounted on flying carpets, griffons, or **wyverns**, flying familiars and animal companions, and even a demon or genie in flight all might be making their way

Use the random encounter matrix on the sheets in the envelope at the back of this book to generate encounters the PCs might have on their way from one location to another in the city. Street-level encounters like this help add flavor to the game session—
see page 585 for more about using the random encounter matrix.

In Ptolus, common parlance refers to the "top" of a street. This simply means the westernmost end of a particular street, if there is one. A street running north and south, for example, has no top.

House Abanar, page 88
Wyvern mounts: see Daersidian Ringsire and Thorntail, page 226

Shadow sendings, page 164

For more details on the climate of Ptolus, see the city's average weather table on page 546

INFO CHECKS

Working as a carriage cab driver grants an NPC a +2 competence bonus on Knowledge (local) checks for each year the person has worked in the profession.



across the skies above Ptolus at this moment. The sky is also full of ***shadow sendings***, although to the uninitiated they might just look like birds.

LOOKING DOWN

The streets throughout most of the city are cobblestone, although the major roads in Oldtown are made up of large paving stones that are quite cracked and old. The main streets of the Nobles' Quarter are likewise covered in large, smooth paving stones. Muddy puddles are common with all the rain the city gets; it is difficult to keep one's trousers clean in Ptolus, let alone one's boots. Some of the puddles become deceptively deep.

About once each block, a metal grate provides access to the sewers from the street. Water runs into the sewers from the gutters on either side or down the center of the street. The sewer grates are all hinged but locked (Open Lock, DC 20). The locks exist mainly to keep some of the things that live down in the sewers *in* the sewers. It's not uncommon for people in need to use the sewer grates as a public toilet, particularly those located in more secluded spots.

CLIMATE

When in doubt, it's safe to assume that it's overcast in Ptolus, and that it either just finished raining or it is just starting. Average annual local rainfall is about thirty-eight inches. It is generally a cool climate, with temperatures in the sixties to seventy degrees Fahrenheit most of the year (forty to fifty degrees in the winter).

In the midsummer months, the sun is out more often than not and the cloud cover is much less dominant.

The winters are characterized more by rain than by snow, although the occasional light snowfall in midwinter is not unknown. The fact that one of the months is named Rain is the source of many jokes in Ptolus: "Around here, all the months are called Rain," a native will tell you.

Occasionally, a strong wind will blow off the Whitewind Sea, but most of the time the winds are only a gentle but constant breeze.

GETTING AROUND TOWN

To get anywhere in the city, the vast majority of people walk. Virtually no permanent residents own horses—a person riding horseback is marked almost immediately as an outsider.

Some people use carriages, however. Unless the resident is extremely wealthy, the carriage is a cab for hire, which are common throughout the city except in the Warrens, the Docks, the Necropolis, and certain areas of the Guildsman District. While it's easier to get a carriage cab during the day than at night, carriages can be found in just a

Travel Times in the City*

DESTINATION ON FOOT

STARTING POINT	Nobles	Oldtown	Rivergate	S. Market	N. Market	Midtown	Temple	Guild	Warrens	Docks
Nobles	—	10	25	20	32	20	22	35	50	38
Oldtown	13	—	15	10	22	10	12	25	40	28
Rivergate	28	17	—	25	10	20	10	30	40	34
S. Market	23	12	26	—	22	10	22	20	35	23
N. Market	35	24	11	22	—	18	10	25	40	23
Midtown	23	12	21	10	18	—	8	15	30	17
Temple	25	14	11	22	10	8	—	20	35	20
Guild	38	27	31	20	25	15	20	—	20	10
Warrens	41	30	34	23	23	17	20	10	—	16
Docks	63	52	51	43	50	40	45	30	28	—

DESTINATION BY CARRIAGE

STARTING POINT	Nobles	Oldtown	Rivergate	S. Market	N. Market	Midtown	Temple	Guild	Warrens†	Docks
Nobles	—	5	12	10	15	10	10	20	30	22
Oldtown	6	—	5	5	10	5	5	15	25	17
Rivergate	13	6	—	12	5	10	5	15	25	17
S. Market	11	6	12	—	10	5	10	10	25	12
N. Market	17	11	5	10	—	10	5	10	25	9
Midtown	11	6	10	5	10	—	5	5	20	6
Temple	11	6	5	10	5	5	—	10	25	10
Guild	21	16	15	10	10	5	10	—	15	5
Warrens†	23	18	17	12	9	6	10	5	—	13
Docks	36	31	30	30	30	30	30	20	11	—

* All times are in minutes and assume average crowds and traffic and a brisk pace as one travels from the center of one district to the center of another. Districts are listed from west to east.

† Public carriages for hire do not venture into the Warrens; these times assume travel by private carriage.

OUTSIDE OF PTOLUS

The coastline of harsh cliffs along the Bay of Ptolus runs north and south of the city. Most nearby communities are small fishing villages or, farther inland, loose farming settlements. These farms grow wheat, flax, barley, and chickpeas. Herders keep large droves of sheep, cattle, goats, and pigs. Gentle, rolling hills, occasionally punctuated by a rocky outcropping, a small field of tumbled stones, or a dense copse of trees and brambles make up the countryside. Farms are connected by a winding, almost mazelike network of cow paths and narrow dirt roads that join up with the main roads.

The roads to and from Ptolus are still in excellent condition, having been built by the Empire at its height and made of fitted stones with drainage ditches on either side. Mile markers show a traveler's progress. However, it is the Viridian Lords and not the Imperial Army that keeps these roads as safe as they are—which is to say, more than adequate. Of course, bandits are not unknown, and the occasional dangerous beast (a manticore, a small dire wolf pack, or an ankheg) do cause trouble from time to time.

Immediately outside the Market Gate on the city's south end lies the so-called **Tent City**, a rather haphazard collection of shacks, tents, and people sleeping, cooking, and living out in the open. These people find Ptolus too confining, or the law inside the walls too limiting. Tent City is a dangerous place, particularly at night. One will find a higher percentage of aram and litorians in this settlement than in the actual city, though.

Larth, the closest community (population 55) north of Ptolus, is a tiny collection of wooden buildings built on poles to raise them up out of the mud. It's located in a low area along the otherwise rocky coastline with a clear access to the bay, although the inlet around Larth floods, turning the area into a soggy bog. The simple folk who call Larth home are either fishermen or pig farmers. Being covered in mud is a fact of life in Larth, and those Ptolusites who speak of the place refer to it as "Mudtown." Without exception, the folk of Larth hate the city of Ptolus and the people who live there.

The next nearest settlements are **Charenburg** (population 500) to the east along the Emperor's Road and **Balleton** (population 450) farther north of Larth. These roadside communities, both conveniently located about a day out from Ptolus, cater to the needs of travelers, although the inhabitants also do some fishing, farming, and herding. Both villages have warm, dry inns for road-weary travelers. In Charenburg, the best of these is The Lost Dove, run by a woman named Adnith Fror (female human commoner3), where pan-fried sea bass is always cooking. In Balleton, the place to stay is the Stewpot, for, true to its name, the lamb stew is plentiful, hot, and not half bad. The proprietor is an old sailor by the name of Charl Willothon (male human expert3/rogue2) with a pronounced limp and a bit of a drinking problem.

Rolomsford (population 1,000), about a day's travel northwest of Ptolus along the King's River Road, is a typical example of a small Palastani town. Most residents are farmers or herders, or work in an industry that supports them. It's a rough town of hardworking, serious-minded people who don't take well to strangers stirring up trouble or hindering them from doing as



they please. (Strangers spending money in the local taverns and inns are just fine.)

As one travels north from the City by the Spire, the villages and towns show more and more of a pronounced elven influence. Once into the **Moonsilver Forest,** all the communities become entirely elven—the trees themselves create vaulted cathedrals and the buildings are made of curved, shaped wood and glistening glass. Travelers in the Moonsilver Forest are warned to keep to the roads, however. Dangerous denizens prowl the wood, and the elves who live off the roads are even less welcoming to strangers. *Far* less.

Small, disorganized **bands of nomadic aram** make their way across the region with the seasons. Sometimes these centaurs come into Ptolus to trade, but they usually stay outside, sleeping in tents and keeping to themselves.

Farther to the south, a **tribe of Ornu-Nom orcs** wanders the open plains not claimed by Palastani farmers. They keep to themselves, although they occasionally deal with the litorian tribes that live even farther south near the Cold Desert. The orcs are hunters and occasionally raiders, but they're careful not to earn the wrath of the more powerful and populous humanocentric communities. The chief of the tribe is called Radik (male orc barbarian8), and his consort is Narlu (female orc adept6).

For a better look at these surroundings, see the larger map of eastern Palastan on a separate sheet in the envelope at the back of this book.

DM TIPS

Cabs and couriers generally should be available to the PCs. If the characters say, "We take a cab to the address in Oldtown," or "We hire a courier to send the message to Brother Fabitor," your response generally should be, "Fine." The only exceptions to this rule come when you are trying to make a point. For instance, the PCs may not be able to find a trustworthy courier in a bad part of town, such as the Warrens. If they have just come up from the sewers and are covered in waste and their own blood, they are not likely to find a cab that will stop for them.

Shadow Sendings offices, page 221



"If you gave me the choice between unlimited magical power and unlimited access to information, I would choose the magical power—but then I would use it to get information."
—Moynath Autumnsong, master of the Inverted Pyramid



few minutes day or night throughout the Nobles' Quarter, Oldtown, Rivergate, and Midtown. The same is true in both Market wards and the better parts of the Guildsman District, but only during the day. Most carriage cabs cost 1 sp (plus tip) regardless of the destination, unless one wants to go from any district to the Docks, in which case the fee is doubled (they will not go into the Warrens at any time, or the Necropolis at night). A typical carriage has two horses and one driver. Four people can fit comfortably within the carriage, and up to two more can ride on the seat at the back. Some carriages have only one horse and usually carry only two passengers. A very few large carriage cabs can fit six people within and two more on the outside. These are pulled by four horses. People reserve them ahead of time for a designated time and location.

Carriage drivers are excellent sources of information about both current events and the locations around town.

On the more exotic end, in Ptolus it's not uncommon to see a mage under the effects of a *fly* spell or someone using a *flying carpet* to get around or riding a griffon through the sky.

THE FLOW OF INFORMATION

The City by the Spire is a sophisticated place where a lot of people and organizations all attempt to conduct business and carry out sometimes complex tasks. The flow of information is vital to these pursuits. In Ptolus, however, there is a greater concentration of magic and extremely powerful people than elsewhere in the world. So naturally, some of the means of communication that have evolved are quite beyond the ordinary.

COURIERS

One of the occupations that thrives within Ptolus is that of the courier. In such a bustling city, couriers carry messages and packages back and forth across town: payments, invitations, friendly communications, contracts, gifts, deliveries, official documents, and more. Large businesses and organizations frequently have their own couriers and delivery people. A common courier carrying a message or small package earns 1 sp (plus tip). Larger packages often cost 1 sp per ten pounds; additional fees that may double the price apply if more than one courier must deliver the package.

Those with no permanent address in town—or those who prefer to live anonymously—may rent small boxes at Postal Stationhouses in each district in order to receive correspondence and packages.

SHADOW SENDINGS

Challenging the traditional couriers is a relatively new business called Shadow Sendings. Despite its rather sinister name, the company provides a valuable service that is completely on the level. *Shadow sendings* are magical missives. They look like shadowy birds the size of a robin, but they are featureless and ephemeral. They flit through the air and unerringly travel to their destination to carry a message that contains verbal and even visual information.

There are twelve different kinds of *shadow sending*. Some carry only verbal messages, some also carry images, some go to an address specified by the customer, and so forth.

Those sending verbal information can have their own voices recorded at **the company's storefront** in Midtown (see Chapter 10), or they can have one of the neutral-voiced employees of Shadow Sendings speak the words to be conveyed.

Those wishing to send visual information must have recorded the visual in some way (such as in a painting or drawing, or through a magical illusion) or record the information at the office of Shadow Sendings. Moving images typically last about ten to twenty seconds.

When a *shadow sending* goes out to an address, it travels to the location specified as fast as the fastest bird might fly (speed 80). Upon

SHADOW SENDINGS

Type	Verbal Information?	Visual Information?	Address or Person?	Price
I	Yes (25 words)	No	Address	5 gp
II	Yes (50 words)	No	Address	10 gp
III	Yes (500 words)	No	Address	20 gp
IV	Yes (25 words)	Yes (1 static image)	Address	15 gp
V	Yes (50 words)	Yes (1 moving image)	Address	30 gp
VI	Yes (500 words)	Yes (5 moving images)	Address	90 gp
VII	Yes (25 words)	No	Person	25 gp
VIII	Yes (50 words)	No	Person	50 gp
IX	Yes (500 words)	No	Person	100 gp
X	Yes (25 words)	Yes (1 static image)	Person	75 gp
XI	Yes (50 words)	Yes (1 moving image)	Person	150 gp
XII	Yes (500 words)	Yes (5 moving images)	Person	450 gp



arrival, it magically knocks on the door or window and waits until activated by someone letting it into the building and touching it. It will only release its information inside the structure. The sender can specify a location within the address (such as a specific office in the **Administration Building** in Oldtown); in that case, the sending flies into the building, knocks on the door of the specific location, and waits outside, revealing its information only within the specified room.

If an individual person is specified (by name and general description) to receive the information, the *shadow sending* travels to wherever the person is, assuming the location lies within Ptolus. Magical protections from divinations foil the sending. A few people have attempted to use *shadow sendings* as an inexpensive *locate creature* spell to find someone they are seeking. Those crafty seekers have found it extremely difficult to follow the sending, though, mainly because of how they are sent out (see below).

Once a sending expresses its information, it fades away. It can convey its message only once; there is no automatic ability to reply.

Currently, *shadow sendings* can travel only to recipients in the city. Those who press the point can hire the unadvertised service of sending to anyone in the world, for a price ten times that listed in the table on the previous page.

Shadow sendings are created in a complex magical process that involves five different casters and expensive magical apparatus. The process works only because the messages go out simultaneously once every hour. (No exceptions.)

Shadow Sendings is backed by **House Sadar**, a fact which most people do not know. It was, in fact, Lord Renn Sadar who invented the magic that makes the sendings possible. Because Sadar has a bad reputation in some circles, the house keeps its involvement secret so as not to raise suspicions.

Campaign Use: Shadow Sendings is a wonderful red herring. Players might assume, as soon as they hear about it, that its "shadow" connotation makes the service evil or nefarious in some way. If they investigate, they might learn that House Sadar is behind the business, which could add fuel to the fires of their suspicion (especially if they've had previous dealings with Sadar or their allies in **House Vladaam**). However, there is nothing sinister about the business or the magic. It's just a money-making venture, and it's all on the up-and-up. The DM can use Shadow Sendings as a red herring for some real villainy going on in town. Of course, poking into the business too closely likely draws the attention of House Sadar—and that can lead to actual malevolence directed toward the PCs, if they are not careful.



House Sadar, page 94

Administration Building, page 314



House Vladaam, page 96

Street vendors often wrap their goods in the free broadsheets, so customers get today's fresh produce with yesterday's news!



Bellringers' Guild Office, page 317

Local guilds, page 114

Inverted Pyramid, page 115

You can find an issue of The Midtown Partisan *among the sheets in the envelope at the back of this book.*

House Rau, see page 93

For safety reasons, broadsheets are never distributed in the Warrens, making the grapevine the only way of disseminating information there.

Republicans, page 150

BROADSHEETS

The second most common way to spread information in Ptolus is through the broadsheets or newspapers. Ptolus has dozens of these publications, all of which are fairly small and pursue their own agendas—there is no such thing as journalistic integrity in Ptolus, nor is there a such thing as Freedom of the Press. Some broadsheets are free, but some cost a copper piece. A few of the more stable and/or interesting ones include the following:

The Courier: The largest, most prominent of the broadsheets, *The Courier* attempts to disseminate unbiased news, focusing on important events and stressing news from across the Empire. The paper has a pro-Empire bias that it attempts to hide.

The Guilder: This sheet focuses on news and gossip relating to the various **local guilds**. Control of its production changes frequently, usually when one guild takes it over from another. So, while *The Guilder* has a heavy, unabashed bias, that bias changes from time to time.

The Market Voice: Focusing on economic news and information, *The Market Voice* covers events and happenings in both Market districts (favoring the South Market, however). People interested in print advertising look to *The Voice*, and so do interested shoppers.


The Midtown Partisan

The Midtown Partisan: *The Partisan* is a less-than-reputable, irregularly distributed gossip sheet concerned with the activities of the noble families, usually portraying them in an unfavorable light. Its production is secretly funded by **House Rau** to make the other houses look bad. Its staff and facilities are also secret.

The Noble Record: Once a competitor of *The Courier*, this infrequent broadsheet focuses mainly on the events of noble society, entertainment news, and fanciful fictions about actual people. No one ever seems sure whether to look at these stories as exaggerated reporting or yarns meant for amusement.

The Ptolus Herald: Secretly funded by the **republicans**, this anti-Empire newspaper remains unabashed in its biased portrayal of events and heavy-handed editorials. The City Watch has raided *The Herald* a number of times under the orders of the Commissar, but it always starts up again.

The Undergrounder: This seedy broadsheet focuses on events and people involved in the criminal underworld. It also of late has begun


The Courier
3rd of Harvest 721
News of the Empire since 664 — one penny

reporting news that deals with the "other" underground of Ptolus—the Undercity and Dungeon.

CRIERS

Lastly, the **Bellringers' Guild** is a small operation that disseminates information. Its bell-ringing criers wander about town spreading short bits of news, primarily for those who cannot or will not read. The guild, based in Oldtown, spreads only the news it is paid to spread, often by the Commissar in order to circulate vital information or warnings to the populace.

THOUGHTSTONES

Far more secretive a trade, the **Inverted Pyramid** sells special items called *thoughtstones*, a type of mindlink gem. The *thoughtstone* network allows people to communicate instantaneously, telepathically, from anywhere in the city (traveling more than half a mile outside the city takes one out of range of the network). Anyone with a *thoughtstone* can search the network mentally for the person he wishes to contact. If that person has a *thoughtstone*, too, then she receives a mental alert that someone is attempting to communicate with her, and hears the person's name. She can decide to answer the query, or she can refuse.

One cannot ask for a *thoughtstone*—the Inverted Pyramid has to invite you to join the network. Further, each *thoughtstone* works only for the person to whom it was given. Most local people of importance have a *thoughtstone;* typically anyone who gains notoriety or a position of influence is offered one. Generally, this means that characters of at least 15th level are invited to join the network. Of course, level is not the only indicator of importance. Members of noble families, very wealthy merchants, and well-known celebrities all may receive invitations to obtain *thoughtstones*. Important members of the Inverted Pyramid (usually those of 12th level and higher) are also invited to possess a *thoughtstone*.

Some people feel leery of these items, believing the Inverted Pyramid monitors and stores all such communication. Others decide the convenience is

worth it, even if they are being eavesdropped upon. The truth is that the Inverted Pyramid could "listen in" on any *thoughtstone* conversation, but long ago realized that it wasn't worth the bother.

USING THE DISTRICT CHAPTERS

The next eleven chapters deal with each district individually. Although each part of town is very different, the chapters are organized with some common elements to help convey the flavor of the district and provide useful advice to DMs trying to run a game set in them. Overall, you will find that more attention has been given to providing the feel of a district and tips for running an encounter or adventure there than an exhaustive list of all businesses and NPCs found in the city. The rationale for this approach is that such encounter information actually makes it easier to run the game than if the book merely provided the details of every local cobbler and candlemaker.

Below are the sections you'll find in Chapters 8 to 18.

FLAVOR OF THE DISTRICT

This section is just a few paragraphs to give you a quick feel for this part of town. It contains background to appeal to the five senses, which you can feed to the players as their characters enter the district for the first or the fiftieth time. Who is here, how does it look, what does it smell like, what's unique about the place—these are the questions that the "flavor" section answers.

RUNNING THE DISTRICT

Each part of town presents its own challenge to the DM. This section of a district's chapter identifies some of those challenges and offers suggestions as to how a DM might deal with them. Will the characters spend a lot of time in this district or visit only rarely? Is this a part of town where they might like to live, or is it a place they should enter only warily? At what level can the PCs get the most out of this district? "Running the District" gives you the background you need to make the best use of each part of town.

PEOPLE OF THE DISTRICT

This large section offers a quick rundown of the sorts of people one might encounter in the district: common professions, races, character classes, and so on. Are they genteel or a rough bunch? Adventurers or tradespeople? How will they react if they see an ogre-mage strolling down the street? You'll find the answers to such questions and more right here.

Man on the Street

This subsection provides a few thumbnails of average citizens found in the district. Now, when a player says, "I find someone on the street to ask for directions," you have a few details about the person they approach. Alternatively, you can use these people for flavor when describing street scenes, fleshing out a **random street encounter**, or when a PC uses a skill like Gather Information. Any time you need a Ptolus inhabitant, you can



Members of the Inverted Pyramid may purchase thoughtstones *without need of a formal invitation.*

Random street encounter, page 585

Owners of thoughtstones include the following Ptolus residents:
Aliaster Vladaam (page 98)
Aoska (page 129)
Barit Calomar (page 385)
Daersidian Ringsire (page 226)
Dierna Hillerchaun(page 125)
Doraedian Mythlord (page 208)
Lord Dorant Khatru (page 93)
Gattara Vladaam (page 98)
Hayman Knapp (page 128)
Commissar Igor Urnst (page 149)
The Iron Mage (page 340)
Kaira Swanwing (page 125)
Kevris Killraven (page 121)
Prince Kirian Ylestos (page 294)
Lord Kirstol Dallimothan (page 89)
Maeda Von Rustal (page 396)
Malkeen Balacazar (page 102)
Melior Kalen (page 385)
Moynath Autumnsong (page 288)
Myraeth Tuneweaver (page 213)
Nivae Tamelli (page 123)
Lady Rill (page 286)
Lord Renn Sadar (page 95)
Emperor of the Church Rehoboth Ylestos (page 293)
Sobac Redwand (page 225)
Steron Vsool (page 386)
Twin Lords Keper (page 140)
Lord Zavere (page 286)

THOUGHTSTONE

This small, clear, smooth stone fits upon the user's temple. When placed there, it becomes invisible and intangible. It can be removed only if the wearer so wills it or if the wearer dies. A *thoughtstone* user can take a standard action to detect whether a given individual whose name he knows also has a *thoughtstone*. If she does, the user can take another standard action to attempt to set up a mental link in which the two of them may communicate telepathically. If she is within range, the contactee can tell, as a free action, that someone seeks to communicate mentally with her, and she gains a sense of the person's identity—it cannot be masked or disguised. Again, as a free action, the contactee can begin communicating. Thereafter, it remains a free action for the two to communicate. Once a connection is established, either of the two can attempt to get others to join in on the mental discussion, setting up additional thought links as described above. Communication can last as long as the parties are willing, conscious, and within range.

A contactee can refuse communication with a *thoughtstone* user at the time of contact, or she can specify that she never accepts communication from a certain user. She can mentally turn off the *thoughtstone* at any time; she cannot use it to send or receive communication again until she reactivates it.

Spells or effects can never be transmitted through a *thoughtstone*, and a user gets no sense of the contactee's location unless she tells them. Magical barriers (such as a *wall of force*) may interfere with *thoughtstone* communication, as adjudicated by the DM.

Users must be within two miles of the Inverted Pyramid for the *thoughtstone* to work. The Inverted Pyramid can deactivate any *thoughtstone* at any time.

Moderate divination; CL 10th; must gain stone from the Inverted Pyramid; Price 10,000 gp + 100 gp/month.

Locale Types
Commercial Location
Cultural/Community Center
Firehouse
Government Building
Illegal Establishment
Inn/Boarding House
Organizational Headquarters
Residence
Restaurant
Service
Shop
Tavern
Temple
Tomb
Watchhouse
Workshop
Miscellaneous Site



The Skull and Sword

Adventure Levels
Low Level
Mid Level
High Level
All Levels

The illustration opposite depicts a scene from three years ago when a fire giant stormed his way up through the Undercity Market and into Delver's Square, where he was overwhelmed by a number of adventurers.

use one of these "men on the street." Note that the descriptions don't contain game statistics—you can fill that in using the NPC charts in Chapter 4: Nonplayer Characters of the DMG, if needed. Most of the time, though, these folks won't need game information at all.

Use them sparingly, for there are only a few given for each district. If you do use the same NPC twice and the player characters recognize the person from before, turn it into an interesting event rather than a DM mistake.

DISTRICT RUMORS

This section presents several rumors specific to the district, plus a short paragraph on each one. Any of these rumors can become a potential adventure seed. Whether a given rumor is true or not is up to you to decide.

NEIGHBORHOODS/LOCATIONS

Descriptions of key locations in the district appear next, presented alphabetically. Larger districts, such as Midtown, also discuss the various neighborhoods that make them up. Some of the locations, such as the Dark Reliquary in the Necropolis, are so large and complex, they have their own subsections.

Keep in mind that a given district certainly has more locations than are described in this section. The ones presented here are simply the more interesting and campaign-useful ones. DMs should always feel free to add to this lineup and invite players to contribute locales germane to their own characters as needed.

Each locale described in the book has an accompanying location stat line. For example, here is one for The Skull and Sword in the Guildsman District:

Iron Street (#293, I7) ★ see map, page 180 725 gp

The location stat line starts out with one or more icons representing the type of site being described. Locale types include workshops, organizational headquarters, residences, taverns, and more. (See the full list above, left.) Certain icons—services, restaurants, taverns, inns, etc.—have accompanying ratings, in the form of a number of stars or coins (see below).

Next, the location stat line offers the street where one can find the locale and the number and map coordinates to find it on the district map or city poster map. It also lists the page in this book where one can find a map that shows it.

Price Ratings

= Cheap (prices may be even less than in the Core Rules, but nothing costs more than 1 gp)

= Average (prices are exactly as shown in the Core Rules)

= Expensive (prices may be as much as double their Core Rules equivalents; items or services could cost up to 1,000 gp)

= Luxury (prices are always at least double, if not triple, their Core Rules equivalents; virtually no upper limit on costs)

Quality Ratings

★ = Poor quality (bare minimum service, unclean conditions; fairly distasteful)

★★ = Average (service, goods, and location are adequate but not impressive)

★★★ = Good (goods and services are above the norm in quality; conditions are very clean and pleasant)

★★★★ = Excellent (luxurious; conditions are opulent, goods and services exquisite)

Other Information

For adventure-building purposes, the stat line also offers an icon showing a number of swords to designate whether it is suitable for low-, mid-, or high-level characters (or those of all levels). And finally, the last item is a gold piece value for the locale. This last number provides an idea of how well appointed the location is—a place with a high gold piece total has a lot of valuables, fine paintings on the walls, and so on. And, if your player characters ever get it into their heads to ransack a place, this value also represents the amount of loot they get from it, assuming they take absolutely *everything*. It represents the worth of not just the valuables but *all* the items in the place—all the goods, objects, furnishings, treasure, and fixtures. (This value doesn't include the personal money or personal equipment of NPCs in the location.)

Subsections in some locales offer sample encounters, describe areas shown on accompanying maps, discuss a long-term campaign use for the location, or provide ideas for entire scenarios focused on the locale.

Most districts also have an "Other Locales" subsection as well. These sections briefly offer even more locales, in table form, for you to flesh out and insert wherever you choose.

For a handy guide to all the locales in this book, see the Locations Glossary starting on page 658.

MISCELLANEOUS DISTRICT NPCS

The final section of most district chapters offers descriptions and statistics of several important local figures. These characters are not tied directly to a single locale but to the district at large. When this section does not appear, it's because all the district's key NPCs are described in another section.

For a reference to the important NPCs in this book, see the NPCs Glossary starting on page 660.



Chapter 8:
DOCKS

Far below the level of the city streets, the Docks rest at the bottom of the Cliffs of Lost Wishes on a narrow, sandy strip of land. A dozen ships moor in the deep waters here at any given time—sometimes far more than that. This is a particularly rough area of the city, thanks to the influx of sailors and the district's remoteness from the rest of Ptolus.





Locator Map

THE DOCKS IN BRIEF

Area: *16 acres*
Population: *About 2,000*
Primary Function: *Commercial*
Primary Social Class: *Low*
Salt Spray Street (M5)
Salt Spray Street (M5)

The Docks are full of warehouses, shipyards, hostels, and taverns, all catering to sailors and merchants who use them extensively. Isolated from the rest of the city by the Cliffs of Lost Wishes, sometimes the Docks area seems like its own separate community. Many Ptolus residents live their whole lives without going there. (Of course, they probably haven't been to the Nobles' Quarter, either.)

THE FLAVOR OF THE DOCKS

The smell of sea salt and fish clings to everyone in the Docks. Sand and grit cover everything. Even the streets are nothing but hard-packed sand. The wooden buildings, stained with salt and grime, stand at odd angles from one another because each one is sinking slowly into the sand. The district boasts no new buildings—there hasn't been available land to build on in over a century. Today, considering the sorry nature of the district's foundations, any structures that collapse entirely or are taken by fire are not replaced.

The streets bustle from sunup until well after midnight with sailors and all manner of folk that support the shipping industry: dockworkers, shipwrights, carpenters, warehouse personnel, and so on. These are hardworking folk with rough demeanors. Most of them, particularly the sailors just off their ships, are looking for strong drink and entertainment when they're not working. This is no place for the fastidious or the easily offended. It's no coincidence that the Nobles' Quarter is as far from the Docks as it can be—laterally as well as vertically.

All sorts of ships come into Ptolus Harbor. Most are fishing vessels; dozens go out every morning and bring back nets laden with the catch of the day. Merchant vessels, coasters, galleys, and sailing ships of all kinds also come into the Docks carrying passengers and cargo. The largest of them drop anchor in the harbor and transfer whatever they are carrying in smaller boats, but this is rare. Usually, if a ship anchors in the harbor, it's to avoid the daily docking fees.

The spit that serves as this district's foundation was created in a massive feat of civil engineering by dwarves and humans after the defeat of Ghul three centuries ago. Workers dumped thousands of tons of rock and soil over the side of the cliffs to build up the area so they could build docks and support structures (warehouses, and so forth). They also carved a sea wall built around the perimeter of the man-made strip of land the district is built upon and a path from the top of the Cliffs of Lost Wishes down to the new beach far below.

But perhaps the district's construction was less than a perfect marvel of city planning. The artificial beach that the Docks are built upon is slowly being carried away by the tide. The buildings are sinking into their soft, unstable foundations. In fact, the area has had to be virtually rebuilt four times since its creation.

In 689 IA, the Commissar at the time commissioned a team to build massive retaining walls to help shore up the ground under the Docks. This major project took eight years, but it proved to be a smart decision. In 702, mages from the **Inverted Pyramid** used magic to reinforce the walls and the land. It's a losing battle, but one the city intends to lose as slowly as possible. One day, though, the entire district will have to be either abandoned entirely or destroyed so that tons more sand and fill can be brought in to build up the land, after which all the buildings would need to be restored.

RUNNING THE DOCKS

Truthfully, it's almost better to think of the Docks as a separate little port town near Ptolus. It is quite isolated. Getting to and from the Docks isn't easy.

Unless the player characters have a reason to go there, they're likely to ignore the Docks. If they don't have any concerns involving a ship or someone who works on one, they just won't even think about it.

Its potential to be overlooked creates an interesting opportunity to involve the Docks area in the campaign in unexpected ways. The murderer the PCs are hunting for is hiding down in the Docks, or the wizard who has what they need just happens to live there. Not that scenarios involving ships, their cargo, their crews, their captains, or events at sea should be avoided. On the contrary, Ptolus is a major port on the Whitewind Sea, and events relating to the seas and those willing to brave them are always important.

The Docks district is a good place for characters of 2nd to 5th level to spend time. It's a rough area, but the dangers come from rowdy, drunken sailors or simple muggers—nothing that even a low-level group can't handle. The potential for adventures is endless, with new ships from far-off lands or exotic islands coming in every day. In fact, working for a time on board a ship makes an interesting diversion for low-level characters looking for some excitement and pay. Of course, considering the conscription gangs that roam the streets at night, it may not be by choice.

PEOPLE OF THE DOCKS

More than elsewhere in the city, the population of the Docks is transitory. Sailors come and go. Ships bring passengers (or stowaways) that hang about the Docks for a time, but they rarely stay for long. Obviously, many of the people the PCs will encounter in the district are sailors or fishermen. But other professions are just as important here: shipwrights, sailmakers, netmakers, pitchmakers, ropemakers, and dockworkers, just to name a few. Powerful merchants typically have representatives working full time at the Docks monitoring various imports and exports and the handling of cargo.

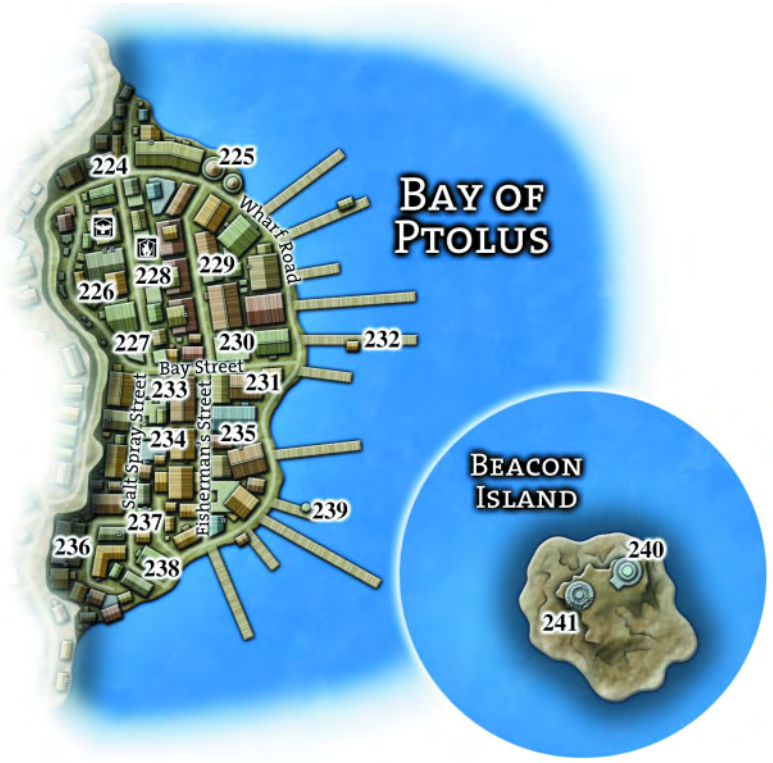
In general, the people of the Docks are a rough bunch. They work hard, and they play hard. The Docks has more than its share of taverns, not to mention brothels and gambling dens. Because the movement of goods into and out of the city is so important, however, the Watchhouse here is well staffed, and the streets well patrolled. The guards choose to quietly ignore some of the illegal establishments because they help keep the peace.

DM TIPS

Most buildings in the Docks area have no basements. Neither does the sprawling Dungeon beneath the city extend under the Docks. The land the district rests upon is artificial and quite unstable. Any cellars that might exist are likely shallow and partially flooded.

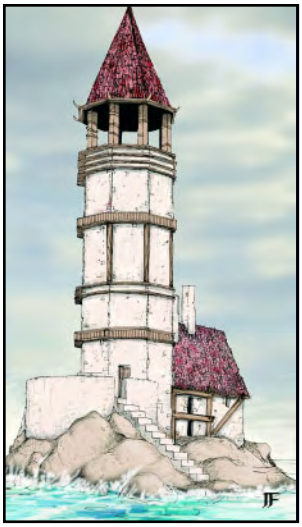
Inverted Pyramid, page 115

Local fishermen sell their catch of the day at the Fish Market, up the ramp on the east end of Midtown (see page 203).



MAP KEY

224. Olaf's Flophouse (page 176)
225. Dockmaster's Tower (page 172)
226. Hammer and Nail (page 176)
227. The Sailor's Rest (page 175)
228. Zel's Creatures (page 176)
229. Larel's Implements (page 174)
230. Shipwrights' Guild (page 176)
231. Nevir's Nets (page 176)
232. Pier Five (page 174)
233. Savage Shark (page 175)
234. Esser's (page 176)
235. Silken Sail (page 176)
236. Ennin Headquarters (page 176)
237. Abbara's Bakery (page 176)
238. Shrine of Dreams (page 176)
239. Sard's Boats (page 175)
240. Lighthouse (page 172)
241. Ruined Lighthouse (page 172)



The Lighthouse

Ptolus' lighthouse sits on a rocky promontory connected to Beacon Island by a spit of land that is submerged at high tide. Three people staff this lighthouse, although no more than two of them are ever there at once. It is difficult to find people to work there, because of the isolation. Elsewhere on the island is an older lighthouse in ruins; everyone agrees that it is haunted.

MAN ON THE STREET

Ednol Friss: This dockworker carries a wooden keg full of rum over one shoulder, walking toward a nearby cargo ship almost ready to set sail. Ednol, a male human, is about average height but very broad. His tanned skin is covered in tattoos, and he sports a thick mustache, thick eyebrows—he's hairy everywhere but on top of his head, in fact, although he wears a small white cap to hide that fact. Ednol is usually in his own little world, imagining what the others' lives must be like, particularly those of the sailors who journey to exotic lands. Ednol's not dissatisfied with his own lot, though. He's just imaginative. He tells everyone that one day he's going to write down some of the stories he thinks up. Ednol (called Ed by his friends, who are numerous in this district) knows the Docks as well as anyone and better than most, but the rest of the city sort of intimidates him.

Narlasa Hevron: A half-elf woman with fair skin and silvery-white hair, Narlasa is a dancer and server at a rough alehouse called the **Savage Shark**. She's likely on her way there now. Because she usually carries more cash than she should after her shift, Narlasa often looks nervous as she walks, making her way along at a brisk pace, wrapped in a long green cloak regardless of the weather. If approached on the street, she is likely to react with a fearful start.

Savage Shark, page 175

Kellinar Lohahn: A minor city official, Kellinar wears his badge of office—a blue sash with gold trim—proudly. This human male stands about five feet, five inches and is in poor shape. Just under thirty years old, he wears a scraggly brown goatee. He covers his stringy hair with a wide-brimmed hat and carries a sheaf of papers with him on his way to approve of some new cargo ship's manifest. Kellinar is fairly new to the Docks and his job there, but already those he interacts with don't like him and his superior attitude.

DOCKS RUMORS

"Delivery For the Iron Mage." Apparently, the **Iron Mage** has been seen in the Docks recently, waiting for an important shipment to arrive. What could be so important that he would wait for it personally, no one knows. And if it's so important, why wouldn't the most powerful wizard in town just transport it magically himself?

Iron Mage, page 340

"Unwanted Arrival." A ship waits out in the harbor. Reportedly, those on board have some kind of awful plague. The Commissar himself has refused to allow the vessel berth in Ptolus and threatens to bring the **Commissar's Guns** to bear to sink her if she comes any closer. This would mean wheeling them down from **Dalenguard** to the top of the Cliffs of Lost Wishes overlooking the sea, something that's never occurred.

What's in the shipment? See page 454.

Commissar's Guns, page 148
Dalenguard, page 320

"Strange Music." A strange minstrel has been playing out at the end of one of the piers over the last few weeks. Some joke that he is serenading the fish. Others wonder if his song is meant for other ears, deeper at sea. In any event, the bard won't tell anyone what he's doing or why.

DOCKS LOCATIONS

As with most areas in the City by the Spire, there's more going on at the Docks than is immediately apparent, as you will see from some of the locations described here.

THE DOCKMASTER'S TOWER

Wharf Street (#225, M5); see map, page 171
950 gp

A strangely shaped tower looks out across the Docks. This is the domain of the Dockmaster (male human expert4/warrior5). This individual—he is known by no other name—maintains all crew and cargo manifests, inspection reports, and ship information that pertains to any craft that enters or leaves Ptolus Harbor.

When a vessel docks alongside one of the piers or drops anchor offshore, the captain must report to the Dockmaster. Likewise, an officer must check in with him when they are ready to leave. When a merchant delivers a shipment of goods to the Docks, it must be inspected before it can be



SAHUAGIN IN PTOLUS

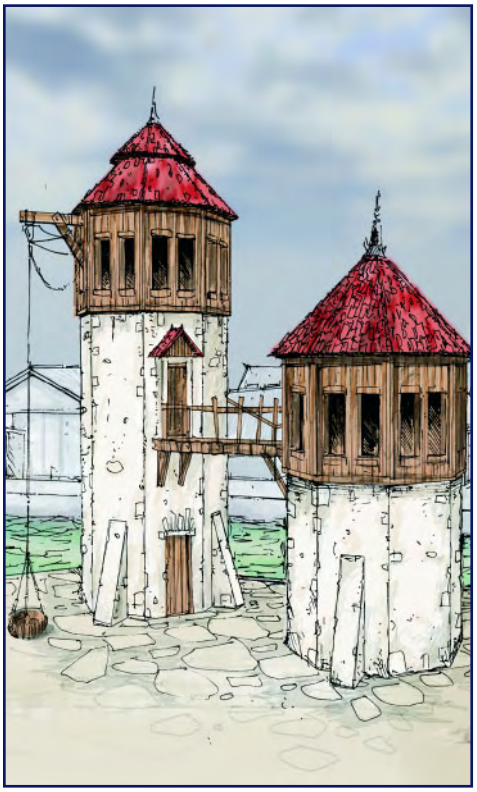


Far out into the deeps of the Whitewind Sea beyond the Bay of Ptolus, a city of bloodthirsty sahuagin flourishes. These vile marauders occasionally come to the shore in small packs, usually to raid communities for food, goods, and sport. They come to Ptolus for these reasons as well, but not as often, as the large city can raise dangerous defenses when the alarm bells are rung. Instead, most of the time when a sahuagin or sahuagin pack comes to the Docks, it is for a more specific purpose than a simple raid. Often, it is for magic. Seeking magic weapons or items, spells, or even spell components, the sahuagin slip into the city by dark of night, don heavy cloaks, and merge into the shadows of Ptolus. Once within the bounds of the city, they sometimes make their way to the Dark Market (page 427), or to the abode of a mage or temple of a cleric that does not mind consorting with such denizens of the depths. They bring with them strange treasures from beneath the waves for barter. Other times, they prowl the back streets, hoping to waylay someone who has something worth taking. Their trips to the city are usually brief.

These same sahuagin long ago forged a pact with vampires in Ptolus to work together when needed. These vampires—and the pact itself—are called the Covenant of Blood (see page 101).

The sahuagin's greatest enemies hail from a city even farther into the sea. Riding dolphins or great sea horses, these enemies, the tritons, often watch the movements of the sahuagin. They might even follow them into the Bay of Ptolus, but never into the city itself.

loaded onto a ship, and cargo must be inspected before being off-loaded. Imperial customs agents conduct these inspections and deliver their reports to the Dockmaster's Tower. The Dockmaster has the power to refuse any cargo coming or going and can turn away any craft or deny a ship permission to leave. He can even order the Watch to detain any crewmember or officer on board a ship docked in Ptolus for any reason. The Dockmaster is also in charge of the lighthouse on Beacon Island and the staff there (see description on the previous page).



A grotesquely obese man, the Dockmaster never leaves the top of the tower. He transfers paperwork and messages via a basket on a string outside one window. For anything requiring more, he has a small girl named Secki, age eight, who works for him, delivering messages and bringing him food. Only Secki is allowed up into the top of the tower—no one else is permitted. Many people worry that there is something unwholesome about the relationship between the Dockmaster and Secki, but any such suspicions are false. She was a homeless waif when he took her in a few years ago. Now she is well treated and happy.

Campaign Use: Player characters looking for a specific ship, crewmember, captain, or passenger can come to the Dockmaster's Tower and, for a small bribe (2 to 5 gp), find out the location of their quarry. Likewise, if PCs need details about any cargo or facts about past comings and goings in the Docks, they can get that information here too, but it requires a larger bribe (probably 10 to 20 gp)



INFO CHECKS

With a Knowledge (local) or Gather Information check, one can learn a bit about the Dockmaster's domain:

The Dockmaster is the source of all information about the Docks (DC 15).

Something strange is going on with the little girl that works for the Dockmaster (DC 18).

Secki, the girl who works for the Dockmaster, is actually well treated (DC 25).



The slaver group known as the Ennin secretly operates out of an abandoned warehouse in the Docks. The warehouse is built into the cliffs and extends into the solid rock, where the Ennin keep their slaves and billet their guards and slave-catchers. For more details, see "Pactlords of the Quaan" in Chapter 6: Organizations (page 130) and "Slave Market" in Chapter 20: The Undercity (page 428).



This ship, the Waverider, *makes frequent runs between Ptolus and various ports of call on the Whitewind Sea. Her captain, Sturm Slavent, is a well-respected seaman and a frequent patron of the Sailor's Rest.*

LAREL'S IMPLEMENTS

Fisherman Street (#229, M5)
see map, page 171
1,575 gp

The alchemist Larel Notan (male human expert4/wizard2) has created many devices to aid in sailing voyages. These include compasses, a fire-resistant coating for sails and rigging, boots to aid in climbing ropes and rigging, and a paste for patching leaks quickly.

At his shop, Larel also sells sea charts, sextants, spyglasses, and alchemical substances like antitoxin, tindertwigs, and so on. He is middle aged and pudgy, with curly brown hair. His five-year-old son, Chol, is often in the shop with him, getting into mischief.

Item	Price
Compass	450 gp
Fire-resistant coating	15 gp
Patch paste	3 gp
Rigging boots	10 gp

Compass: Always points north.

Fire-Resistant Coating: When applied to cloth or fibrous material like rope, this coating grants a 10 percent chance that the material will not catch fire when it normally would. If applied to clothing, it adds a +1 resistance bonus on saving throws against fire effects that allow for saves. One application covers ten square feet (or one Medium creature's clothing) and lasts for one week or until activated

Patch Paste: This paste dries quickly (1 round) and hard. The patched area has a hardness of 1 and 5 hp. One application covers one square foot of hull.

Rigging Boots: These boots add a +2 competence bonus on Climb checks made when climbing ropes. They are not compatible with a climber's kit.

PIER FIVE

Wharf Road (#232, M5); see map, page 171
0 gp

There are eleven piers at the Docks. Pier Five, however, is well known to all the district's residents and to many sailors and captains who use the harbor. Pier Five is unlucky, cursed, and haunted, according to most people.

And the thing is, they're right.

Thirty-five years ago, a sailor named Tyrus Green, after winning a large bag of his shipmates' coins in a game of **Peg the Tom**, was murdered by the angry sailors. His body, weighted down by his own sea chest tied to his neck, was dumped beneath Pier Five.

The ghost of Tyrus Green haunts the pier to this day. Sometimes he causes ships moored at his pier to take on water or for someone on the pier to trip and fall into the drink. Occasionally—still thinking like a sailor—he boards a ship docked nearby and travels with it, causing all kinds of havoc until the vessel gets more than twenty leagues from Ptolus, at which point his spirit is dragged back to the location of his demise. At night, either on the pier or on a ship he currently inhabits, Tyrus can manifest and cause even more direct harm. He is a bitter, malevolent spirit motivated only by causing woe. He cannot be permanently exorcised from the pier until his remains are dredged up and given a proper burial blessed by a cleric.

Peg the Tom, page 359

The City Watch on the Docks spends much of its time clearing the district of lizardfolk, who come there to sleep at night or sun themselves during the day. The assarai tend to get in the way, however, and almost everyone complains about them.



Tyrus Green
Male human ghost (Lawful Evil)
Medium undead (augmented humanoid, incorporeal)
Expert4/fighter1 **CR** 6
HD 4d12 + 1d12 **hp** 35
Init +2 **Speed** Fly 30 feet (perfect)
AC 16, touch 16, flat-footed 14
BAB/Grapple +4/—
Attack/Full Attack —
SA Frightful moan (Will DC 16 or panic, 2d4 rounds), horrific appearance (Fortitude DC 16 or suffer 1d4 Strength, 1d4 Dexterity, and 1d4 Constitution)
SQ Manifestation (harmed only by incorporeal creatures, magic weapons, or spells; 50% chance to ignore damage from corporeal source), *telekinesis* (CL 12th, every 1d4 rounds)
Fort +3, **Ref** +3, **Will** +5
Str 16, **Dex** 15, **Con** —, **Int** 13, **Wis** 12, **Cha** 18
Crucial Skills: Escape Artist +8, Hide +11, Listen +13, Move Silently +5, Search +9, Spot +16.
Other Skills: Balance +5, Craft (shipbuilding) +6, Knowledge (geography) +6, Profession (sailor) +8, Survival +9, Use Rope +8.
Crucial Feats: Blind-Fight, Point Blank Shot.
Other Feats: Skill Focus (Craft [shipmaking]), Skill Focus (Survival).

THE SAILOR'S REST

Salt Spray Street (#227, M5) ★★ see map, page 171 800 gp

Once an unmarked, nondescript hole in a wall (literally) whose patrons just had to know how to find it, today the Sailor's Rest is the nicest place to get a drink and relax in the Docks. It's sometimes called "the captains' bar" and does cater to the district's more well-off residents and visitors. The Sailor's Rest offers nightly entertainment in the form of dancers (both males and females, but mostly females) and is frequented by prostitutes, some licensed from a nearby legal brothel called Esser's and some unlicensed.

The owner of the Sailor's Rest is a woman named Vala Ivansk (human expert7), but she is almost never present—she lives in the Nobles' Quarter. Rumors abound about how she became wealthy, but most of them say she financed some adventurers' mission to find a wrecked and lost Imperial ship laden with tax revenues on an uncharted island; her share when they succeeded was many tens of thousands of gold.

The manager is Taran Mult (male human commoner6), a canny but dull fellow interested mainly in keeping the peace.

SARD'S BOATS

Wharf Road (#239, M6) see map, page 171 35 gp

From his booth right on Pier Eight, Sard Drin—or "Old Sard" as he's called—rents out his four boats: three rowboats and one small keelboat. Renting a rowboat from him requires a refundable deposit of 20 gp, plus a fee of 1 gp for twenty-four hours. The keelboat calls for a deposit of 500 gp, with a fee of 20 gp for twenty-four hours (minimum cost 50 gp). Renters have to prove some degree of seamanship to take the keelboat, otherwise Old Sard goes along; he pilots the larger craft at an additional cost of 5 gp per day.

Most days, Sard (male human commoner2) doesn't have any business, but he needs to rent a rowboat only a few times a week and the keelboat once a month to make ends meet.

SAVAGE SHARK

Wharf Road (#233, M6) ★ see map, below 175 gp

The Savage Shark, or just "the Shark" as it's known to most people on the Docks, is everything that one might expect of a harborside tavern, and the owner, Hanthan Yan (male human commoner2/fighter3), knows it. In fact, it's intentional. Although he has the gold to make plenty of improvements to the establishment, or to serve better ale, he doesn't do so, because he wants to give his patrons what they expect. Hanthan is of medium build, but thin. He has the dark complexion of someone hailing from Uraq, but his family has lived in Ptolus for three generations.





INFO CHECKS

A Knowledge (local) or Gather Information check can reveal some details about Pier Five:

Pier Five is cursed (DC 15).

Pier Five is haunted (DC 18)

Tyrus Green disappeared at Pier Five about thirty-five years ago under mysterious circumstances (DC 35).

The Blitz
The Savage Shark serves a concoction called the "blitz," infamous throughout the Docks as the stiffest, harshest drink available. In truth, the blitz is a mixture of whatever is on hand at the time, which always means ale, whisky, rum, and wine but also often includes brine, wastewater, and even a bit of lamp oil, all mixed in a barrel the night before. The blitz has made many patrons very ill and driven a few of them blind but, unlike what popular myth would have you believe, it has never killed anyone.

The Shark does not serve food but offers ale, whisky, rum, and cheap wine. Nights that pass by without some kind of brawl in this tavern are rare indeed. In fact, many count on it. "It's so late, we've likely missed the brawl down at the Shark," one sailor working late might say to another.

From time to time, Hanthan buys black-market liquor from smugglers and keeps it in the secret cellar beneath the Shark's back room (Search, DC 20 to find the secret trap door). Sometimes he even lets the smugglers hide down there—for the right price.

Encounter: There's already a brawl going on in the Shark when the player characters arrive. Seven miscellaneous drunkards (all commoners or warriors, level 1d4) are bashing each other's skulls, but amidst it all, the PCs can attempt Spot checks (DC 18) to see that a halfling (male rogue4) is using the opportunity to pick the pockets of the combatants and others. If they get involved, the halfling—Ronam Tumblefoot, a member of the Longfingers Guild—tries to talk his way out of things (Bluff +10).

For Ronam Tumblefoot, use stats for a typical Longfingers Guild thief; see Chapter 6: Organizations, page 128).



OTHER LOCALES

Although not a complete listing by any means, you can insert the locations in the table below as needed into your Ptolus Campaign when the player characters visit the Docks.

MISCELLANEOUS DOCKS NPCS

Using one or both of these NPCs can make Docks encounters even more memorable for the party.

CAPTAIN NORRIS FELDER

Deep in the worst part of the Docks hides a human man named Norris Felder. He's a tall, heavy-set fellow with a salt-and-pepper beard, greying hair, and dark brown eyes. Norris commanded a merchant ship called *Blue Wind* as recently as three weeks ago. When *Blue Wind*, blown off course far to the northeast in the Whitewind Sea, came upon the wreckage of a strange ship along the icy coastline, Norris decided to investigate. His crew discovered that the ship's hull was made of stone rather than wood, and, what's more, every hatch, ladder, and berth was appropriate to a crew that stood at least nine feet tall. The wreck was incredibly old—only the builders' skill and the strange choice of materials allowed it to remain as intact as it was. Nearby, the investigators found the remains of the ship's gigantic crewmembers, all of whom had been dead for centuries. They also found the ship's cargo: a chest full of the magic-absorbing **aethel stones**. They brought the chest aboard *Blue Wind*, thrilled at their good fortune, and made for Ptolus.

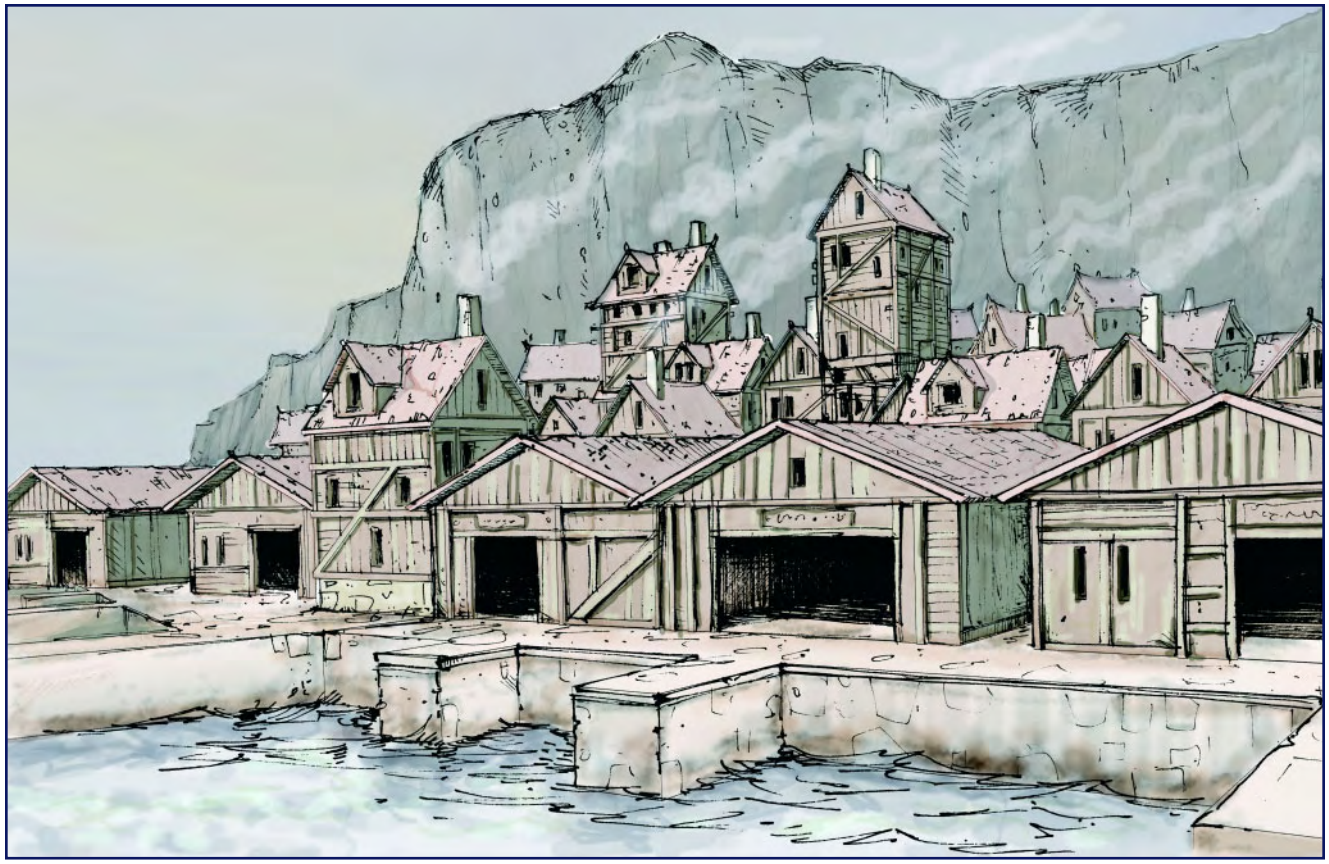
Aethel, page 45

The next day, crewmembers started to disappear. Sailors alone in the hold were just gone. The crew feared ghostly retribution for the booty they'd found, but Norris would not let them toss the chest overboard. They crawled into Ptolus with barely a skeleton crew. No sooner had they put *Blue Wind* into dock when a human cleric of the Church of Lothian appeared with a small group of paladins, forbidding Norris and his remaining crew to enter the city. This cleric, Sister Erissa Endal, said that Lothian had sent her a vision of doom regarding the ship and its cargo. The dock authorities impounded the ship, but as they did, Norris and three of his men stole away with the chest of stones, hoping to sell them off quickly. He contacted an elf wizard named Aisheth, who was interested. When Aisheth cast a spell on the stones to verify that they would absorb the magic, the gigantic ghosts of the lost **Charad Titan** crew suddenly appeared and dragged Aisheth and Norris' remaining men off into some ethereal realm. Somehow Norris survived.

Charad Titans, page 77

Other Locales in the Docks

Name	Type	Location	Proprietor	Staff	Notes
Abbara's Bakery		Salt Spray Street (#237, M6)	Abbara Nechill (female human commoner4)	2	—
Ennin Headquarters		Salt Spray Street (#236, M6)	Malegoch Krill (male half-fiend sorcerer11) and Ritter Ratagan (male human fighter10)	18	Slavers' organization tied to Pactlords of the Quaan
Esser's		Salt Spray Street (#234, M5)	Esser Nava (female human expert3)	9	Only legal, licensed brothel in the Docks
Hammer and Nail		Bay Street (#226, M5)	Jessul Karnest (male human expert5)	2	Toolmaker
Nevir's Nets		Bay Street (#231, M5)	Nevir Goldstock (female dwarf commoner4)	1	—
Olaf's Flophouse		Wharf Road (#224, M5)	Olaf Gudenfal (male human commoner2)	1	—
Shipwrights' Guild		Bay Street (#230, M5)	Guildmaster Aemryn Chillmist (male elf expert14)	22	—
Shrine of Dreams		Wharf Road (#238, M6)	Onesh Fillari (female human commoner5)	7	Exotic, Uraqi-themed inn
Silken Sail		Fisherman Street (#235, M5)	Nilea Farrowsong (female elf expert9)	2	Sailmaker
Zel's Creatures		Salt Spray Street (#228, M5)	Zel Serrisio (male gnome bard4)	0	Sells exotic creatures from far-off lands as pets/guards.



Today, Norris still wants to sell the aethel stones, but word has spread. It seems that people either don't want anything to do with him or they're eager to steal his treasure, regardless of its haunted nature. Sister Erissa and the Church are still looking for him as well.

Norris Felder
Male human (Neutral)
Expert8 **CR** 7
HD 8d6+8 **hp** 39
Init +2 **Speed** 30 feet
AC 14, touch 12, flat-footed 12
BAB/Grapple +6/+7
Attack +8 melee (1d6+1, scimitar) or +9 ranged (1d10+1, double pistol)
Full Attack +8/+3 melee (1d6+1, scimitar) or +9/+4 ranged (1d10+1, double pistol)
Fort +3, **Ref** +4, **Will** +6
Str 12, **Dex** 14, **Con** 13, **Int** 13, **Wis** 10, **Cha** 10
Crucial Skills: Balance +4, Climb +3, Hide +7, Listen +4, Move Silently +6, Spot +6, Tumble +7.
Other Skills: Craft (shipbuilding) +8, Knowledge (geography) +12, Knowledge (history) +8, Perform (sing) +7, Profession (sailor) +14, Survival +3, Use Rope +4.
Crucial Feats: Point Blank Shot.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms), Skill Focus (Profession [sailor]).
Possessions: Leather armor, masterwork scimitar, +1 ***double pistol***, masterwork **sting pistol** (hidden), ammunition (20 rounds), silver bullets (2), aethel stones (24), gold earring (25 gp), 4 gp, 89 sp.

WYNTHAES

This **Cherubim elf** warrior druid is a loner, friend to no one but his four eagle companions, each of which possesses a magic gem replacing one eye. However, for a druid, a Cherubim, and a loner, Wynthaes spends a great deal of time in the city—particularly at the Docks.

Wynthaes works secretly as a saboteur. Rightly or wrongly, he believes slavers use the Docks to transport their cargo into and out of the city, and he's taken it upon himself to do whatever he can to stop it, even though his actions sometimes result in the deaths of innocent people. He uses his spells and eagles to sneak onto ships at night, rigging them to sink or run aground. Ultimately, he's more of a warrior than a thief, however, and so sometimes he just ends up attacking crewmembers he believes to be a part of the slave trade.

Player characters might end up opposing him or helping him, depending on their own points of view.

Even before the incident involving the aethel stones, Captain Norris Felder was no stranger to dangerous situations. On a previous voyage, he was carrying a number of passengers. One night in the middle of the trip, he and his crew discovered the hard way that they were all werewolves. Since that time, the captain has always carried at least two silver bullets with him wherever he goes.



Double pistol, page 560
Sting pistol, page 561

Cherubim elves, page 51

Wynthaes single-handedly destroyed a small Ennin stronghold along the coast to the southeast of the city. He has come to Ptolus only recently, following clues he found in that Ennin base. Those clues led him to believe there is an even larger Ennin stronghold in the city.

Although he doesn't know it, he's right—slavemasters operate out of the Dark Market (page 428). Both the Ennin and the Balacazar family have placed a bounty of 5,000 gp on Wynthaes' head. See Chapter 6: Organizations (pages 100 and 130) for more about those groups.



Eagle Companions: See MM for details.
Flame, eagle: 9 hp. Has a gem that allows it to create a *burning hands* effect 1/day (5d4 damage, Reflex save DC 11, CL 5th).
Stone, eagle: 9 hp. Has a gem that allows it to use *stoneskin* 1/day (CL 9th).
Wave, eagle: 9 hp. Has a gem that allows it use *cure moderate wounds* 1/day (heals 2d8+5, CL 5th).
Wind, eagle: 9 hp. Has a gem that allows it to create a *gust of wind* effect 1/day (Fortitude save DC 12, CL 5th).



Pirates and smugglers needing to lie low for a while sometimes can take refuge in the secret cellar beneath the Savage Shark; see page 176.

Wynthaes
Male Cherubim elf (Neutral)
Druid9/fighter3 **CR** 12
HD 9d8 + 3d10 **hp** 59
Init +5 **Speed** 30 feet
AC 21, touch 19, flat-footed 16
BAB/Grapple +9/+10
Attack +15 melee (1d6+1, rapier), or +17 ranged (1d8+3, composite longbow)
Full Attack +15/+10 melee (1d6+1, rapier), or +17/+12 ranged (1d8+3, composite longbow)
SA Wildshape (Large, 3/day)
SQ Immune to poison, trackless step, wild empathy, woodland stride
Fort +11, **Ref** +9, **Will** +10
Str 12, **Dex** 20, **Con** 10, **Int** 11, **Wis** 17, **Cha** 11
Crucial Skills: Concentration +7; Listen +5, Search +3, Spot +5.
Other Skills: Craft (gemcutting) +5, Craft (leatherworking) +6, Handle Animal +12, Knowledge (geography) +5, Knowledge (nature) +11, Spellcraft +5.
Crucial Feats: Combat Casting, Point Blank Shot, Precise Shot.
Other Feats: Craft Wondrous Item, Improved Initiative, Weapon Finesse, Weapon Focus (longbow).
Spells: 6/5/5/4/2/1; save DC 13 + spell level.
5th—*stoneskin*.
4th—*freedom of movement, ice storm*.
3rd—*cure moderate wounds, greater magic fang, protection from energy, summon nature's ally III*.
2nd—*barkskin (2), bear's endurance, flame blade, summon nature's ally II*.
1st—*cure light wounds, obscuring mist, produce flame, speak with animals, summon nature's ally I*.
0—*cure minor wounds*, *detect magic* (2), *flare, light, resistance*.
Possessions: *+2 leather armor, +2 composite longbow* (Strength +1), *+1 arrows* (12), *sleep arrows* (4), masterwork rapier, *ring of protection +2, gloves of dexterity +2, wind fan, hand of the mage, scroll of bull's strength* (2), 34 gp.

Tactics

If Wynthaes knows he's going into a dangerous situation, he will always have *stoneskin* cast on himself, as well as *barkskin* (adding +4 to his Armor Class for a total of AC 25) and *bear's endurance* (giving him 24 more hit points, for a total of 83). If he has the time, he casts *greater magic fang* on the eagle named Stone.

He prefers to use the first round of combat to cast *ice storm* on his foes.

Chapter 9:

GUILDSMAN DISTRICT

This is where much of the city's commerce takes place. Most local guilds have their headquarters here in the Guildsman District. In this chapter you will find descriptions of the city's largest breweries, tanneries, the Foundry, and the Stockyards. It also contains such strange places as the Darkbirth Madhouse and the Midden Heaps.



The Guildsman District is a large section of Ptolus located in the southeastern portion of the city, bounded by the Cliffs of Lost Wishes to the east, the city wall to the south, Iron Street to the north, and Carriage Row to the west. In this industrial area, ore is smelted, livestock are slaughtered, and artisans ply their trades.

THE FLAVOR OF THE GUILDSMAN DISTRICT

"This is where the work gets done," is a frequent saying by those who live in the Guildsman District. Powerful whistles and bells ring here in the mornings and evenings to mark the start and close of each workday—but in some places, where labor continues around the clock, the sound only marks the change of shift. Grime-covered men and soot-laden women and children make their way to and from their jobs morning and night, filling the streets. At other times, while the tanneries, foundries, mills, and breweries are in operation, the streets remain mostly vacant.

Sawmills, flour mills, paper mills, textile dying works, ironworks, leatherworks, brickworks, blacksmiths, goldsmiths, silversmiths, coppersmiths, tinsmiths, weaponsmiths, armorers, locksmiths, clockmakers, carvers, potters, masons, glassblowers, porcelain makers, carpenters, cabinet makers, coopers, wheelwrights, plowwrights, wainwrights, printers, gemcutters, cigar makers, coffin makers, cord makers, soap makers, chain makers, slaughterhouses, and dozens of similar establishments employ a great percentage of Ptolus' lower classes and some of the middle class (the skilled craftspeople and administrators). Most of these workers belong to one guild or another. They have learned to stick together and use the power of assembly and organization to avoid exploitation (although some would say that many workers are still exploited).

As ever-present as the manufactories, smithies, and mills are around here, much of the Guildsman District is filled with warehouses, storehouses, granaries, and livestock pens. Despite all the activity, about one in five buildings is vacant. Though prosperous, the district was even more so at the height of the Empire.

The shadows of the Empire's past are no more clearly visible in Ptolus than in the Guildsman District. Old smokestacks from manufactories that sported massive steam boilers to power the inner workings stand like undead towers over the other structures. These spectres of days gone by are cold and still for the most part; some are used for storage but most just serve as lairs for



Locator Map

GUILDSMAN DISTRICT IN BRIEF

Area: *308 acres*
Population: *About 9,000*
Primary Function: *Industrial*
Primary Social Class: *Low*
Constable Way (K8)
Curtain Street (K8)


Cliffs of Lost Wishes
Guilder Gate
Livestock Pens
Iron Street
W. Copper Street
W. Steel Street
Copper Street
Steel Street
Platinum Street
Tannery Street
South Street
Weaponsmith Row
Sword Street
Jewelers Way
Smokestack Row
Hostel Street
Coldheart Street
Bond Street
Foundry Row
Hammer Close
Brewers Close
Seepage Row
Ring Road
Overlook Road
Water Street
Constable Way
Cattle Street
Stewart St.
Gladiolus Lane
Rocky Way
Hyacinth Street
Lilac Lane
Rose Street
Violet Street
Orchid Lane
Daffodil Lane
Tulip Lane
Primrose Street
Vanguard Street
Smoke Street
Bridgevine Street
Marrow Road
Vulture Lane
Wayfarer Street
Mercy Lane
Mason St.
Tinsmith Road
Tinsmith Street
Foundry Lane
Foundry Road
Mint Alley
Mint Street
Storm Street
Fountain St.
Tanners Street
Hammer St.
Dyers Alley
Dyers Street
Potters Lane
Potters Alley
Potters Row
Cobalt Row
Cobalt Street
Perfume Lane
Flower Street
Rose Street
Lily Street
Violet Street
Orchid Street
Daffodil Street
Tulip Street
Primrose Street

PEOPLE OF THE GUILDSMAN DISTRICT

As the name of the area itself suggests, the Guildsman District is where most of the members of various local guilds work and spend their time. Most of the low-ranking guild members also live here, though wealthier members move to Midtown or Rivergate—some eventually move to the Nobles' Quarter.

Guild members, virtually without exception, wear badges that display not only their membership affiliation but their rank. These badges are a prized possession for many of them—they provide a sense of camaraderie, solidarity, and pride.

The guilds encompass low, middle, and high social classes. The folk of the lower class join a guild to learn a trade and benefit from the organization. Skilled, well-trained artisans (as opposed to simple laborers) in any guild earn enough money and respect to make it into the middle class. In a large guild, the craftspeople may not even associate with the laborers, journeymen, and apprentices.

Guild leaders are usually very wealthy and influential—so much so that they rarely take part in the trade of the guild. They are purely administrators, advocates, and business owners.

No matter what your social rank, however, guilders typically distrust nonguilders in the District, at least a bit. On top of that, however, the various guilds vie for power and maintain a complex set of rivalries; members of one guild may distrust, dislike, or even wish harm upon the members of another. Nonguild laborers and craftsmen in the district are rare, usually because

TYPICAL WORKSHOP

A typical workshop in the Guildsman District employs between two and five craftsmen and two or three assistants per craftsman. Some of these assistants are apprentices learning the craft, while others are simply menial laborers without aspirations of becoming anything more. Most workshops have anywhere from 200 gp to 500 gp worth of tools. The value of the materials in a workshop varies widely from just a few hundred gold pieces' worth in a leatherworker's shop to many thousands of gold pieces' worth in a goldsmith's workshop. Often a workshop with expensive materials employs a 2nd- or 3rd-level warrior as a guard.

MAP PAGE 180

Local Terms

Aelectricity: *A near-mystical power generated by the most sophisticated of steam engines and sometimes stored in alchemical batteries.*

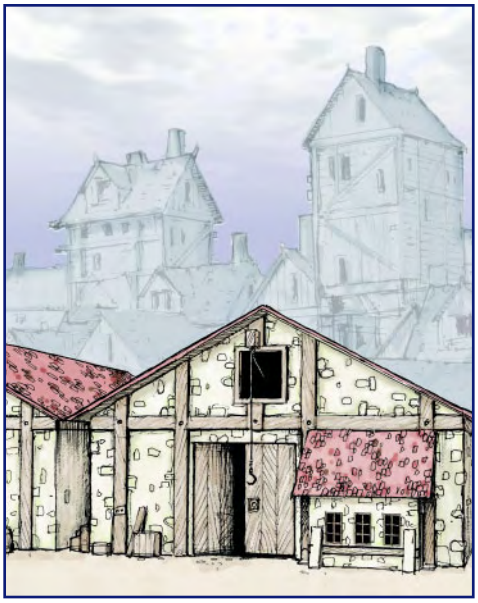
Guilder: *Member of a guild.*

Guildmaster: *Head of a guild.*

Manufactory: *Any of a number of places devoted to manufacturing large quantities of goods.*

Physicker: *Someone who looks upon the art of healing as a science, rather than as something done with magic.*





A warehouse in the Guildsman District.

others either run them out of the area or force them to join a guild. The few unaffiliated who do try to work here find themselves treated poorly.

The people of the Guildsman District sometimes work in large groups, such as in the Foundry or the Stockyards. Others, however, toil alone in small workshops blowing glass, weaving cloth, braiding rope, fashioning tools, or something similar. These small workshops usually cluster together near related crafters. A visitor would find women stitching gloves in a workshop next to a man crafting leather belts, or see a coppersmithy next to a tinsmithy.

The criminal element remains strong in the Guildsman District. Laborers and artisans work long, hard hours; after work they often seek liquor, drugs, and other **vices**. Gambling dens, brothels, drug parlors, and other shady establishments cater to these needs. Other criminals prey upon the workers here. The problem is so bad, in fact, that many foremen pay their workers daily rather than weekly, so no one ever has to carry a large amount of money at once.

Vices, page 556

MAN ON THE STREET

Terrosh Barro: A slightly overweight human man, Terrosh walks with a slight limp. He is balding, his face is pocked, and his ears are large. He proudly wears the badge of the Goldsmiths' Guild on his green coat's lapel. While he seems reluctant to speak with nonguilders, he makes a good source of information, albeit an arrogant one. Terrosh seriously believes that working with gold, "the most precious of all materials," is a task that only one with magical talents can accomplish. He considers his skills as a goldsmith on par with those of any wizard or sorcerer. He is on his way to negotiate a deal with representatives from the **Rogue Moon Trading Company** and the mining guild of far-off **Rhoth**.

Rogue Moon Trading Company, page 364
Rhoth, page 43

Guilds control prices and they control wages. The amount of influence they wield over financial concerns, of course, draws the attention of some of the city's more powerful criminals, such as the Balacazars and Kevris Killraven. However, with one notable exception (the Masons' Guild, which is controlled by the Balacazars), the guilds have done a commendable job in warding off criminal influences. This isn't a matter of altruism or even a desire to be law-abiding, but simply a matter of self-interest—they don't want to give up their power.

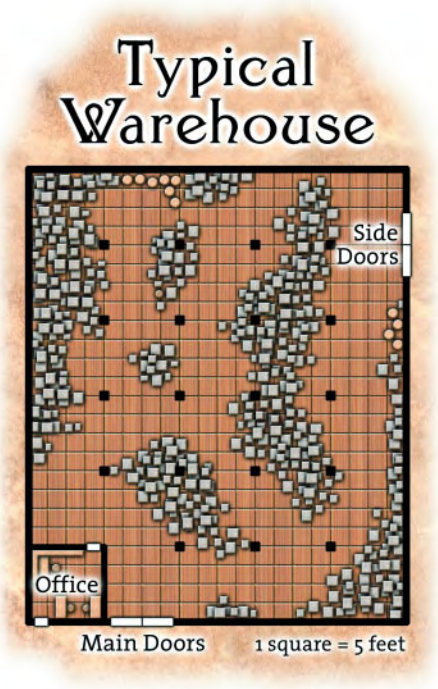
TYPICAL WAREHOUSE

Although none are specifically detailed in this chapter, one of the most common sites in the Guildsman District is a warehouse, granary, or other storehouse.

The typical warehouse is closed, with doors locked (usually DC 25 to open), and no one present. Occasionally, if particularly valuable merchandise lies within, the owner hires a guard or two (warrior1 or warrior2) to watch over the place. Mainly, their job is to call for the Watch if there is a break-in or a fire.

At times, however, an occupied warehouse has far more activity, with six to twelve laborers and a foreman unloading or loading goods onto carts or wagons, or simply moving around crates and barrels stored in the facility, taking inventory. Very large and busy warehouses (that is to say, exceptional ones) have a full-time clerk there all day long to monitor the coming and going of merchandise.

Many warehouses in the Guildsman District are abandoned.



MAP PAGE 180

GUILD CONCERNS

Guilds have two main concerns. The first is to facilitate all commercial enterprises involved with the sale and distribution of the goods or services the members provide. This includes setting and enforcing prices and standards of quality. It also can involve dealing with competition from nonguild operations—sometimes violently.

A guild's second concern is more internal. A guild sets wage standards, as well as standards for the length and conditions of apprenticeships and working conditions in general. It also works to protect the members' general welfare, manage individuals' obligations to the guild (such as paying dues), and maintain a hierarchy within the membership. The hierarchy is based on skill, experience, wealth and repute, and popularity.

Guilds are not the equivalent of modern labor unions, although there are some similarities, most of them social rather than economic. The main difference is that in a guild, management and employees belong to the same organization. Guilds are good for the membership because they carry a reputation for reliability and quality among consumers and because they maintain minimum standards for working conditions. It should be noted, however, that their very nature discourages competition.

In Ptolus, guilds control almost all manufacturing and craftwork, as well as many services. Individual vendors, however, do not have guilds. Thus, the people who make rope and leather packs belong to guilds, but Ebbert Boltcrafter, who sells their goods to the public in his shop, does not.



Lynal Demanik: This short human man sticks out his broad chest when he walks, cocking his bare, muscular arms at his sides. A small cap sits askew on his head. His clothes bear the dirt of months of hard labor. Lynal works in the smelting chamber of the Foundry, and although he belongs to the Ironworkers' Guild, he really bears it no love or loyalty. His thoughts stay always on his ailing wife and their two daughters. He is probably on his way to or from work, or perhaps from an herbalist, having purchased medicine for his wife, Magda.



Sarra Finaloss: A tall human woman, Sarra has a large nose and green eyes. Her hair is brown with reddish highlights. Her garb looks fairly simple, and not too clean. In her ink-stained hands she carries bundles of broadsheets, which she passes out to everyone she sees on the street. But she's not all that she appears.

In truth, Sarra works for the Church of Lothian as an observer, which is a nice way of saying that she's a spy. The Church knows that important things happen in the Guildsman District, often in the guise of minor business dealings. Wanting to keep up on which guilds, companies, and businesspeople are on top, the Church has Sarra spend her time down amid the crafters and manufactories, watching, listening, and gathering information.

GUILDSMAN DISTRICT RUMORS

"Drilling for Godsblood." **The Shuul** use the Foundry as a cover for secret activities. Beneath it, they are using a sophisticated deep drill and pipe system to plumb the depths below Ptolus where a reservoir of great power lies in liquid form. This liquid, which some call "godsblood," may be the residue of a dead god (or even a dead **Galchutt**).

The Shuul, page 131
Galchutt, page 60

"Guildwar." Two of the more powerful guilds, the Ironworkers and the Masons, are set to go to war in the streets of the district. Reports vary as to the nature of the actual dispute, but it seems to involve territoriality and mutual contracts. If such a battle were to happen, the entire membership of both guilds automatically would be conscripted into fighting forces to defend their mutual headquarters, workshops, and markets.

You can read more on the topic of godsblood and find feats, spells, and items that make use of the rare substance in Requiem for a God *(Malhavoc Press, 2002).*

If the Ironworkers' Guild and the Masons do go to war, it will not be the first time. Seventy-five years ago, these two guilds engaged in a bloody conflict that resulted in the deaths of more than one hundred guilders.

"The *Black Grail*." Supposedly, a powerful but evil artifact lies beneath the Guildsman District. Finding this "bane" requires a trip through tunnels accessed either from below the **Darkbirth Madhouse**, from the **Prison** (which lies below the district), or from somewhere else entirely. (This rumor is not true; the *Black Grail* actually lies in the **Banewarrens**. The location described here is actually the lair of **Sokalahn**, the lich who sought the grail unsuccessfully many centuries ago.)

Darkbirth Madhouse, page 184
The Prison, page 436
The Banewarrens, page 419
Sokalahn, page 461

GUILDSMAN DISTRICT LOCATIONS

The Guildsman District has a number of varied and interesting locations for player characters to explore.

DARKBIRTH MADHOUSE

Madhouse Street (#302, J7); see map, page 180 1,200 gp

Before Derrin Darkbirth, the insane were often put in the Prison. Some were simply put to death.

Ptolus boasts not one, but two asylums. While **Mahdoth's Asylum** in the South Market deals specifically with mad spellcasters, the Darkbirth Madhouse is the home for all other insane individuals. About a hundred years ago, a young half-elf physicker named Derrin Darkbirth began treating the mentally deficient and the insane. As one of the few people in the city who would do so, he soon found himself overwhelmed with patients. He appealed to the commissar at the time and, because he had connections with some of the noble houses, he was eventually granted facilities and funding to establish the Darkbirth Madhouse.

Mahdoth's Asylum, page 361

Years later, investigators from the **Conciliators** discovered that Derrin Darkbirth used his position and the facilities to perform inhuman experiments on some of the truly mad inmates—efforts that were backed by Houses **Sadar** and **Vladaam**, although this was never proven. Despite the fact that Darkbirth himself was sent to prison for his crimes, the madhouse continued under new management.

Conciliators, page 68
House Sadar, page 94
House Vladaam, page 96

Darkbirth Madhouse today holds ninety-two inmates and employs a staff of twenty physickers, assistants, orderlies, and clerks. The administrator of the asylum these days is Kolister Mahaven (human male expert12), a doddering old man well past his prime, both physically and mentally.

In 672 IA, a high-level cleric of Lothian came to Darkbirth and began using heal *spells to cure the inmates. While many were helped, the cleric was surprised at how many of them his spell failed to cure. The benevolent but overconfident priest was assaulted by a mob of inmates and murdered. The administrators no longer allow spells to be cast upon inmates unless they are officially released into the spellcaster's custody.*

Persistent explorers can find a passage from the cellars of the Darkbirth Madhouse all the way down to the Prison (page 436) far below the Guildsman District, but this is known to absolutely no one alive today.



Although the staff at the madhouse attempts to treat patients, it should be noted that the institution is first and foremost designed to hold the dangerously insane, not help them become sane. Some speculate that one in twenty of the inmates may actually be possessed by demons or malevolent ghosts.

Darkbirth Madhouse receives funding from the Empire, as well as from private donors, usually those who have a relationship with someone held within.

COMMITTING SOMEONE TO THE MADHOUSE . . . AND GETTING SOMEONE OUT

In some respects, it is frighteningly easy to commit someone to the Darkbirth Madhouse. If anyone brings in an individual who appears mad (raving, obviously hallucinating, catatonic, etc.), the subject is immediately committed and must be held for at least two days. The admitting person(s) need not have any relationship with the subject. If the individual to be committed shows no signs of madness but is brought to the madhouse by a parent or a spouse, once again the subject is committed and held for at least two days.

The staff must examine and confirm an individual officially insane in order to hold the subject for more than two days. Bribes (usually around 500 gp) or other influence placed on the attending physickers can get a sane person committed with ease. After official confirmation, committed individuals are held indefinitely.

Basically, 1,000 gp will get anyone out of the madhouse. The Darkbirth Madhouse is not a prison, and anyone willing to pay this "fee" and take an inmate into his or her care can do so legally. If an inmate escapes or is broken out of the madhouse, the staff turns over the escapee's identity to the City Watch. The guards have orders to use deadly force in recovering the individual, one way or another.

Scenario: A woman comes to the player characters, claiming to be an escapee from the Darkbirth Madhouse. She accuses one of the physickers there of performing unsanctioned experiments on patients, carrying on the legacy of Derrin Darkbirth. No one else believes her, but she pleads with the PCs to help stop this woman, Dialla Cester, before she torments more patients.

The truth is that Cester is performing experiments in mind control. She controls the mind of the "escapee," whom she sent to lure new victims into her clutches, subjects not only more powerful but sane to begin with. She prepares an elaborate trap and ambush with more mind-controlled patients for when the PCs arrive.

THE FOUNDRY

Smith Street (#305, J8); see map, page 186
25,000 gp (double that if the Steam Foundry is included)

A stronghold of **the Shuul**, local dwarves, and worshippers of the **Iron God** all in one, the Foundry is a central location in the Guildsman District and one of its largest structures. Once, at the height of the Empire and its technology, the Foundry's tower served as a mooring facility for aeroships. Now, such vessels are few and far between, although the high-placed skydocks are still in place for the occasional Shuul craft. In the past five decades, the tower was redeveloped into a structure for working metal, specifically for pouring molten metals of all different kinds into molds. The Foundry is a large place and handles everything from tiny molds for clockwork gears to larger molds for girders, armor, weapons, pipe, chain links, and so forth. Just over one hundred people toil in the Foundry.

But it is much more than what it appears. While the main portion of the Foundry produces conventional metal items and the upper level holds administrative offices, a small underground area produces experimental steam-powered machines for the Shuul. Called the Steam Foundry, this level is far more than just a foundry, but a machineworks that assembles metal parts into all manner of devices. The Shuul then test these devices, most of them resulting in spectacular failure. The goal, however, from the inventors' point of view, is to restart the engines of progress and innovation. They created the **high priestess of Teun's** mechanical conveyance here, for example. Other objects include steam-powered automatons, boats, armor, and even aeroships. The Steam Foundry is a well-guarded secret for now. **Savane**, leader of the Shuul, spends a great deal of time here.

There may also be other, even more secretive, Shuul-sponsored projects going on as well.



At any given time, the Foundry is guarded by no fewer than a dozen Shuul agents (see page 133).

For rumors of secret activities beneath the Foundry, see page 183.

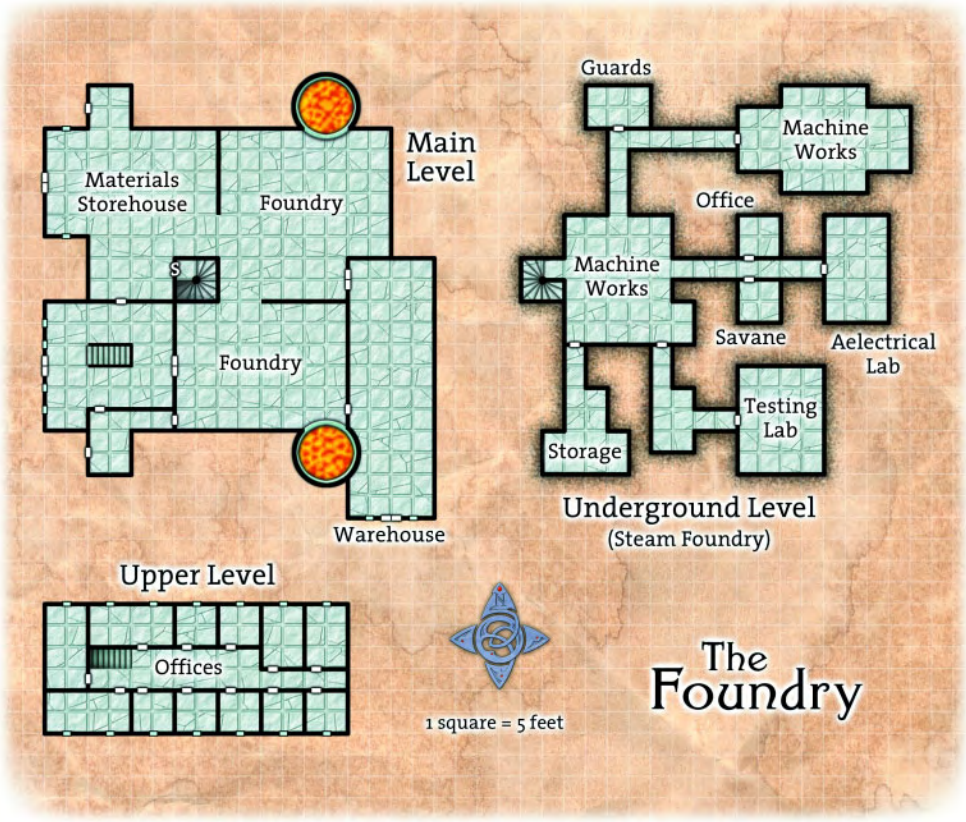
The Shuul, page 131
The Iron God, page 69

High Priestess of Teun, page 396

Savane, page 133



The head of House Shever, Thollos, often can be found visiting the Foundry.



INFO CHECKS

With a good Knowledge (local) or Gather Information check, one can learn quite a lot about the Ironworkers:

The Ironworkers' Guild is a guild in Ptolus (DC 10).

The Ironworkers' Guild is one of the most powerful guilds in the city (DC 12).

The Ironworkers' and the Masons' Guilds are enemies (DC 15).

The Ironworkers' Guild controls the other metalworking guilds in the city (DC 18).

The Ironworkers' Guild is in league with the Shuul (DC 20).

Dwarves comprise a significant portion of the Ironworkers' membership. The guild has strong ties to both the Shuul and the Temple of the Iron God.

GRAND GUILDHALL

Lower Rachen Street (#294, I8); see map, page 180 1,000 gp

Located near the center of the district, this large hall was originally built solely for the purpose of multi-guild meetings, which occur when representatives of two or more guilds must discuss business, a dispute, or some other matter. Once each year, all the guilds send representatives to the Grand Guild Assembly, where matters relating to all guilds and to the district are debated, discussed, and decided. These meetings lead some people think of the Guildsman District as a city within a city, since the assembly seems to rule the district as much as the Commissar governs the city.

When such large-scale meetings are not in session, a single guild can reserve the hall for a large function. For example, sometimes guilds sponsor events—dances, fairs, festivals, craft shows, and so on—for their members. The Grand Guildhall is big enough to accommodate large groups, with two large banquet/meeting halls and a number of side rooms, as well as a full kitchen and storage rooms filled with extra chairs, tables, party decorations, and so on.

Scenario: Members of a guild that has had contact with the player characters invite them as guests to a craft fair held at the Grand Guildhall, to be followed by a banquet and dance. While there, a prominent guild member is murdered and, as outsiders, suspicion falls upon the PCs. They must discover the real murderer to prove themselves innocent (he was killed by his wife and her lover).

GUILDHOUSE OF IRON

Iron Street (#285, H8); see map, page 180 14,000 gp

Anyone coming into this building is likely to think it a social club or even a tavern rather than the headquarters of an organization. The Ironworkers' Guild is a powerful group, effectively controlling all the other metalworking guilds (goldsmiths, silversmiths, tinsmiths, etc.) with its money and influence. It is, and always has been, a casual group that disdains formal airs or pretensions. Thus, the main room of its guildhouse is a wide open chamber filled with tables and chairs. At any given time of day, people sit here, drinking coffee and tea in the morning and ale and beer later in the afternoon or evening, discussing the affairs of the day. It's an excellent place to come for information on virtually any topic pertaining to the city, but nonguild members are unwelcome unless they have a guilder along to vouch for them (and even then, they are watched closely).

Veda Medaris (female human expert14), the head of the guild, has offices in the back;

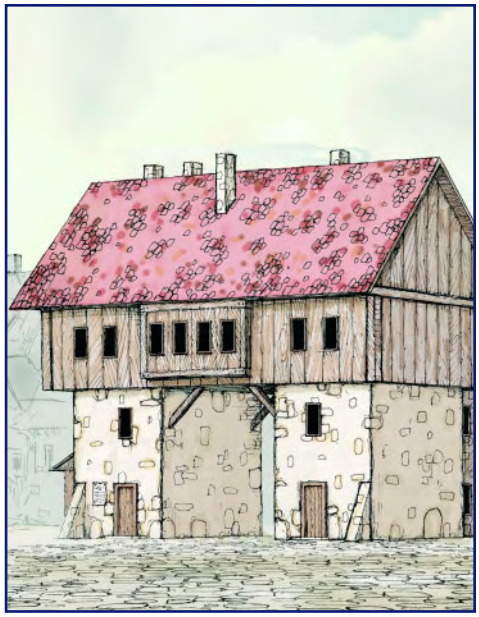
beneath them lies a well-guarded vault with the guild's funds. She keeps a small force of heavies and thugs (male human or half-orc, warrior4 or warrior5) on hand in case of trouble. Veda knows about **Spyncer Coil** and the ***Swords of Ptolus***. She even knows Spyncer's current whereabouts, and she is the only person who knows where the sword *Deceit* is hidden at the moment. She has not yet determined what to do with this information, however—she doesn't like or trust Spyncer and has half a mind to allow the swords to be lost forever.

HERBALISTS' GUILDHALL

Herbal Lane (#303, J7); see map, page 180
9,000 gp

One of the most pleasing buildings in the district, the Herbalists' Guildhall consists of three tall structures joined by a common wall. This wall surrounds a large open yard that the guild uses as a vast herb garden. The winding ivy pattern frieze on the buildings and surrounding wall gives the place an elvish feel, according to many visitors. Although this is unintentional, elves do make up one-fifth of the guild's membership.

The Herbalists' Guild encompasses not only herbalists but also physickers, dentists, healers, and even barbers. The guild has a strong rivalry with the **Healers of the Sacred Heat**, who are *not* members. The guildmaster is Delline Yashara (female half-elf druid4/expert6).



This guildhall is not open to the public; a person cannot bring the sick or injured here. Instead, the guildhall houses a large library full of medical texts and related works, and it sponsors various symposiums for its members on new healing techniques and herbal remedies.

Members can purchase herbs in large quantities here at a discount, as well as other equipment used in their arts.



Spyncer Coil, page 411
Swords of Ptolus, page 187

This is a typical small guildhall of the sort found throughout the district.

Healers of the Sacred Heat, page 373

SWORDS OF PTOLUS

In the Guildsman District not long ago, Spyncer Coil received a vision from Asche, God of Cities, and was moved to forge the three *Swords of Ptolus*. So powerful are these weapons that he was forced to flee to the "safety" of a Pale Dogs refuge in the Warrens (page 410). He kept *Insight* himself and *Power* was stolen; no one knows the whereabouts of the last sword—although many people seek all three.



Insight: This *+1 longsword* draws upon the collective knowledge of those in the city and imparts it to the wielder. The wielder, once per day, can ask *Insight* a yes or no question pertaining to the city, a location within the city, or a creature or object in the city. The wielder has a 5 percent chance per character level of obtaining an answer. The answer is always correct.

Overwhelming divination; CL 21st

Deceit: This *+1 longsword* taps into the secretive side of the city. *Deceit* is immune to divination spells—it cannot be detected, located, or seen through a scrying device. When a wielder has the sword drawn, she is likewise protected.

Overwhelming abjuration; CL 21st

Power: This *+1 longsword* can mimic any single ability of any other sword in the city. Thus, it can take on any weapon enhancement property (such as flaming, keen, bane, and so on), or it can adopt the *dispel magic* ability of a *holy avenger* sword. It can even adopt a unique ability, such as "only someone wielding the sword *Xelambras* may pass through this doorway." To change the property it mimics, *Power's* wielder must spend ten minutes concentrating, and she must be directly familiar with the property being duplicated (which is to say, she must have seen or studied the property). It can be changed only once per day.

Overwhelming transmutation; CL 21st



Spyncer Coil, creator of the Swords of Ptolus, is now hopelessly mad and in hiding with the Pale Dogs (see page 410).

INFO CHECKS

A Knowledge (local) or Gather Information check can reveal some facts about a local guild:

The Masons' Guild is a guild in Ptolus (DC 10).

The Masons' and Ironworkers' Guilds are enemies (DC 15).

The Masons' Guild is quite corrupt (DC 20).

The Masons work for the Balacazars (DC 25).



Longfingers Guild, page 128

Rumor has it that the Masons' Guild is poised to go to war with the powerful Ironworkers' Guild (see page 183).

Balacazars, page 100

Pared Cobart is a short, ill-tempered man with brown hair and a beard.

LONGDRAUGHT BREWERY

Coldheart Street (#299, I8); see map, page 180 1,000 gp

Just another in the list of places responsible for the foul odors of the Guildsman District, the Longdraught Brewery is the largest and best known brewery in Ptolus. Owned by Gavel Longdraught (male gnome expert11), the brewery employs two dozen workers.

Scenario: Having met and befriended brewery worker Torel Sellek (male human commoner2) in a tavern the night previous, the player characters come to the brewery to return a pair of gloves he left behind. When they arrive, they discover that Torel never came to work that day. Gavel tells the PCs where the man lives, and if they go to his apartment, they find his distraught wife, who says he never came home last night. A bit more investigation reveals that Torel was mugged and killed. It requires either divination magic or some serious legwork, but—if they desire—the PCs can track down the mugger and exact vengeance as they see fit. However, the thief belongs to the **Longfingers Guild**, and crossing them results in ungentle retaliation on their part.



MASONS' GUILDHALL

Ring Road (#309, K9); see map, page 180 5,500 gp

This three-story building of dark red brick has sharp corners and a severe appearance. Like its rival, the Ironworkers' Guild, this guild of bricklayers and stoneworkers has a number of dwarves in its ranks. Unlike the Ironworkers', however, the Masons' Guild is a particularly corrupt group, its leadership long associated with organized crime (the **Balacazars**). This relationship often works to the guild's advantage: People fear them. "Don't cross the Masons," folks say or, more subtly, "Don't try to break a brick." Members of the Masons' Guild expect bribes and kickbacks in addition to their normal pay, making the affordable-sounding standardized prices for their work not nearly so reasonable.

The guildmaster, **Pared Cobart** (male human expert11), employs a veritable army of thugs as guards for his fortresslike guildhall and bodyguards for himself and other high-ranking members. They also act as enforcers to intimidate those unwilling to pay the Masons' expected inducements. Pared pays a percentage of all guild jobs, as well as guild dues, to the Balacazars. While the Masons technically are a part of the criminal organization, the crime family never asks the guild for anything more than money.

THE MIDDEN HEAPS

Midden Street (#310, J9); see map, page 189 1,000 gp

This is a great trash dump backed up against the southern city wall. While sewage and a lot of other waste and trash flows into the King's River and thus into the bay, a great deal gets dumped in the surprisingly large wasteyard of the Guildsman District.

Other garbage heaps are located just outside of Ptolus on both the north and south ends of the city, but these are smaller than the Midden Heaps of the Guildsman District. Those outside the city are burned in the spring and autumn, but aside from a few small fires (some inadvertent, some not), the heaps within the city walls are left to rot. Much of the refuse in the Midden Heaps is slag and scoria from the foundries, scrap iron, and other bits of chaff and debris from the manufactories. Thus, while it's an eyesore, the place doesn't reek overmuch of organic waste. (It doesn't really stink a lot worse than the rest of the district.)

Anyone visiting the Midden Heaps comes first to a pair of small wooden buildings that house the scrap merchants. These merchants collect small fees on behalf of the city from people who bring their trash here (these independent contractors often overcharge and skim off the excess). They also sell scrap metal and other junk that someone might want, although those who wander into the heaps to look for scrap do so at their own risk. A broken item costs about one quarter its normal price. Scrap of other kinds normally runs about 5 cp per pound. Choice bits found by the scrap merchants are kept in the small shed east of the office.

The chief scrap merchant is Delloch Boundstone (male dwarf expert7). There's always at least one other agent with him, usually a human commoner—they come and go frequently (no one stays at the job long). Delloch also, of

course, has a guard dog: a hulking rottweiler with a vicious demeanor (use a dire wolf's stats).

The majority of the Midden Heaps is just what it sounds like: great mounds of scrap, trash, and waste. Many of the heaps rise twenty or even thirty feet, which makes wandering among them something of a labyrinthine experience. A rusted winch-driven crane sits behind one of the buildings. Once used to raise massive hunks of rubbish to the tops of the heaps, it long ago fell into disuse.

It comes as no surprise to anyone in Ptolus that such creatures as ratmen, goblins, and even otyughs make their homes among the refuse in the Midden Heaps. They dig their own hidey-holes and tunnels through the piles of waste and usually can get around the place without coming to the surface. Beneath at least one of the oldest, most massive heaps is a hidden entrance down into some underground warrens that eventually join up with the **sewer system**. Near the center of the Midden Heaps lies a pool of oily waste water, scourings, and runoff. It is full of horribly poisonous contaminants in which dwell a few dangerous oozes.

The humanoids and even the otyughs are smart enough to leave the scrap merchants alone, but they don't hesitate to attack anyone else that comes into the wasteyard. And, of course, the oozes in the midden heaps don't discriminate at all.

Scenario: Someone is using trash from the Midden Heaps to create strange constructs called scrap golems (treat them as flesh golems with an additional +4 bonus to natural armor, a +2 modifier to CR, and the ability to repair themselves 1 hp for every pound of loose, solid, nonliving matter that is added to their damaged form as a full-round action). These things wander out of the wasteyard and menace passers-by, but then fall apart after a short while.

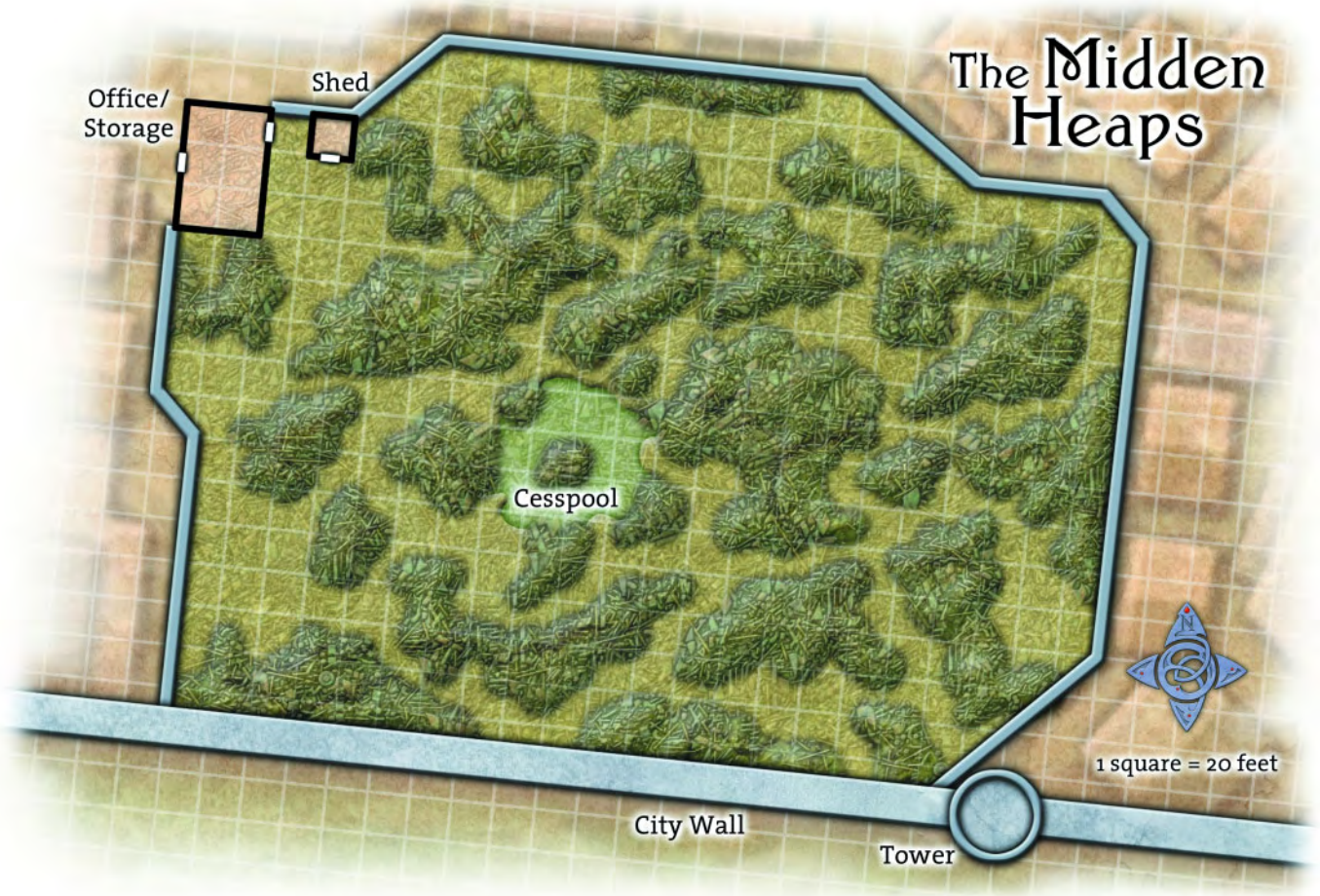
Their creator is a ratman mutant born with the ability to create these scrap golems once per day, but they last for only about thirty minutes. The city is offering a 2,000 gp reward to anyone who will put a stop to the golem attacks, but Ularis Gadare (**Kevris Killraven's lieutenant** in the Guildsman District) is quietly promising 5,000 gp to anyone who can bring him the creator of the golems alive.

MAP PAGE 180

As a rite of passage, the Knights of the Chord used to make new initiates spend the night in the Midden Heaps. After a string of deaths, they ceased this practice.

The sewers, page 439

Killraven's lieutenants, page 122



One Man's Garbage...

Some spellcasters make it a regular practice to go over the Midden Heaps while concentrating on a detect magic *spell. It's well known (Knowledge [local] DC 18) that magical items sometimes mistakenly end up in the heaps. Oftentimes they're damaged, though, and have only a chance of functioning properly each time they are used or activated (the DM selects a percentage chance between 1 and 99). Roll once per day for most constant items. To determine the value of the damaged item, multiply its undamaged value by its functioning chance.*



THE SKULL AND SWORD

Iron Street (#293, I7) ★ see map, page 180 725 gp

One of the roughest bars in Ptolus lies on Iron Street, on the edge of Midtown and the Guildsman District. Smoke and the stench of stale ale and sweat welcome patrons to the Skull and Sword. This small place is located below street level; the owner, Themus Wuur (male half-orc commoner8) lives above. The bar has two rooms, one below the other.

The taproom is above, where Themus or his only employee Mardun Narvesh (male human warrior7) tends the bar. Mardun is a hulking ex-wrestler who competed professionally until he was found to be fixing his matches and retired in disgrace.

The lower room is filled with tables, and curtains cover the walls. Behind one is a concealed door leading into The Back Room (see below).

The Skull and Sword serves no food and precious little beyond hard ale from a pyramid of kegs stacked on the back wall of the taproom. It is well known that **shivvel** dealers do business at the Skull and Sword, giving Themus a cut of each transaction and free shivvel to feed his own addiction.

Encounter: Even characters being careful and quiet can find themselves suddenly facing a brawl with 1d6 or so 6th-level warriors. The thugs may or may not be armed, and may or may not be drunk (drunkards suffer a –1 penalty on all die rolls). If armed and not drunk, the thugs may pick a fight just to cover up an attempted theft, with 1d3 rogues attempting to pick pockets or cut purses during the confusion of the brawl. Themus and Mardun do nothing to prevent or halt bar fights but claim the right to demand payment from the loser to cover any damages. In the case of a fatality, they claim first right to loot the corpse.

The Back Room

Behind the Skull and Sword is a sadomasochism club simply called the Back Room. This ill-kept, rank place consists of a single room filled with manacles, chains, and various implements of torture. This is one of the few places in the surface city where one can find dark elves. In fact, the proprietor and Themus' partner is a half-dark-elf woman named Ressis Kal (wizard7, treat as a normal half-elf, although she also has SR 18). Ressis is a world-weary, depraved, and decadent individual addicted to a common dark elven depressant called *spidereye*. Her body is covered with scars from masochistic behavior, and her missing left eye is covered by a patch. She knows Urshanna of **Madame Kaethea's House** well, although the two do not care for each other.

The Back Room is a fairly well-kept secret. Ressis pays a rogue (usually around 5th level) to watch the door leading down to the place from the bar above. She always hires particularly canny, discriminating guards who only allow in those they think are "right for the place." The half-dark-elf pays them not only in gold but in service as well. Of course, a hefty bribe (an "entrance fee" of around 5 gp) can help get one in.

INFO CHECKS

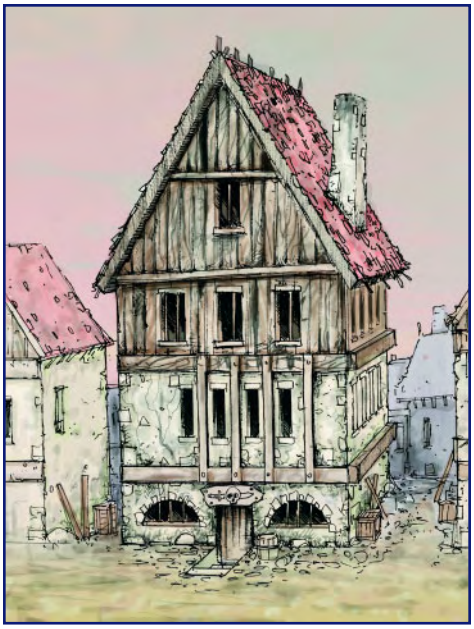
A Knowledge (local) or Gather Information check uncovers some basic facts about the Skull and Sword tavern:

The Skull and Sword is a rough tavern in the Guildsman District (DC 13).

The Back Room is an exclusive sex club in the back of the Skull and Sword (DC 25).

Shivvel, page 557

Madame Kaethea's House, page 408



THE STAR JEWELERS

Storm Street (#296, I7); see map, page 180

50,000 gp

Their name in Dwarvish is *Gurhorond*, which means "craftsmen of the stars." The Star Jewelers work out of a round, two-story stone structure that stands like an obstinate shoulder among a number of rather typical Guildsman District buildings, making them look flimsy and ramshackle by comparison. The workshop has an extensive underground level as well.

The *Gurhorond* are Stonelost dwarves, once a small clan unto themselves in Dwarvenhearth. There are only a dozen *Gurhorond* left in the city, and they all live in the Star Jewelers workshop. About half are artisans (dwarf experts10), and a few are businessmen (dwarf experts8), surprisingly diplomatic and friendly for dwarves. The rest are guards (dwarf fighters7). The *Gurhorond* have an excellent reputation in Ptolus as nice folks, good businessmen, and fantastic jewelers. All are loyal members of the Jewelers' Guild, which is a relatively small and insignificant group, as guilds go.

The *Gurhorond* pay full price for any gem of good quality. Some they send to **Kaled Del** for metalworkers and jewelers to use. Others they use themselves to fashion great works of art, jewelry, and décor with gold, silver, or platinum settings. The very best gems, however, they give to Harla Glitterstrike (female dwarf diviner13), a dwarf mage surprisingly tall for her gender and race. Harla has perfected a special 4th-level version of the ***futuresight*** spell that, when used with a gem of great purity, gives her some insight into the present or future of a random subject. She has no control over these visions.

The shop has a number of mechanical and magical alarms, protections, and traps to deter thieves.

Scenario: In another adventure, the player characters encounter and defeat a group of thieves. Amid the criminals' belongings are detailed plans of the Star Jewelers along with a description of how to rob them. If the party members take it and keep it, even for a short time, Harla learns of them uses her *gemsight* spell and sees that they have detailed plans to rob the Star Jewelers. Soon she and a number of the **Sisters of Silence** show up to apprehend the PCs. After the group gets it all straightened out, Harla learns that the thieves the player characters took the plans from had taken them from other thieves themselves. Once her spell reveals this information, Harla contacts the PCs for help in figuring out who the real thieves are and keeping them from the Star Jewelers.

THE STOCKYARDS

South Street (#289, I8); see map, page 192

1,800 gp

In a district of bad smells, one of the worst centers upon the Stockyards, where herders bring cattle, sheep, and other livestock to be sold, either to another herder or farmer, or to a buyer from the nearby slaughterhouse. At any given time, the place is filled with workers feeding, caring for, or separating the animals; wranglers bringing in more livestock; and buyers evaluating the stock and haggling over prices. The administrator of the yards is Narya Itlestein (female human expert4), older sister of Watcher of the Skies high priest **Helmut Itlestein**. She is a severe woman with her hair cropped short around her thin, stern face. A shrewd businesswoman, Narya makes a great deal of money for herself and her financial back-



MAP PAGE 180

Futuresight *spell, page 641*

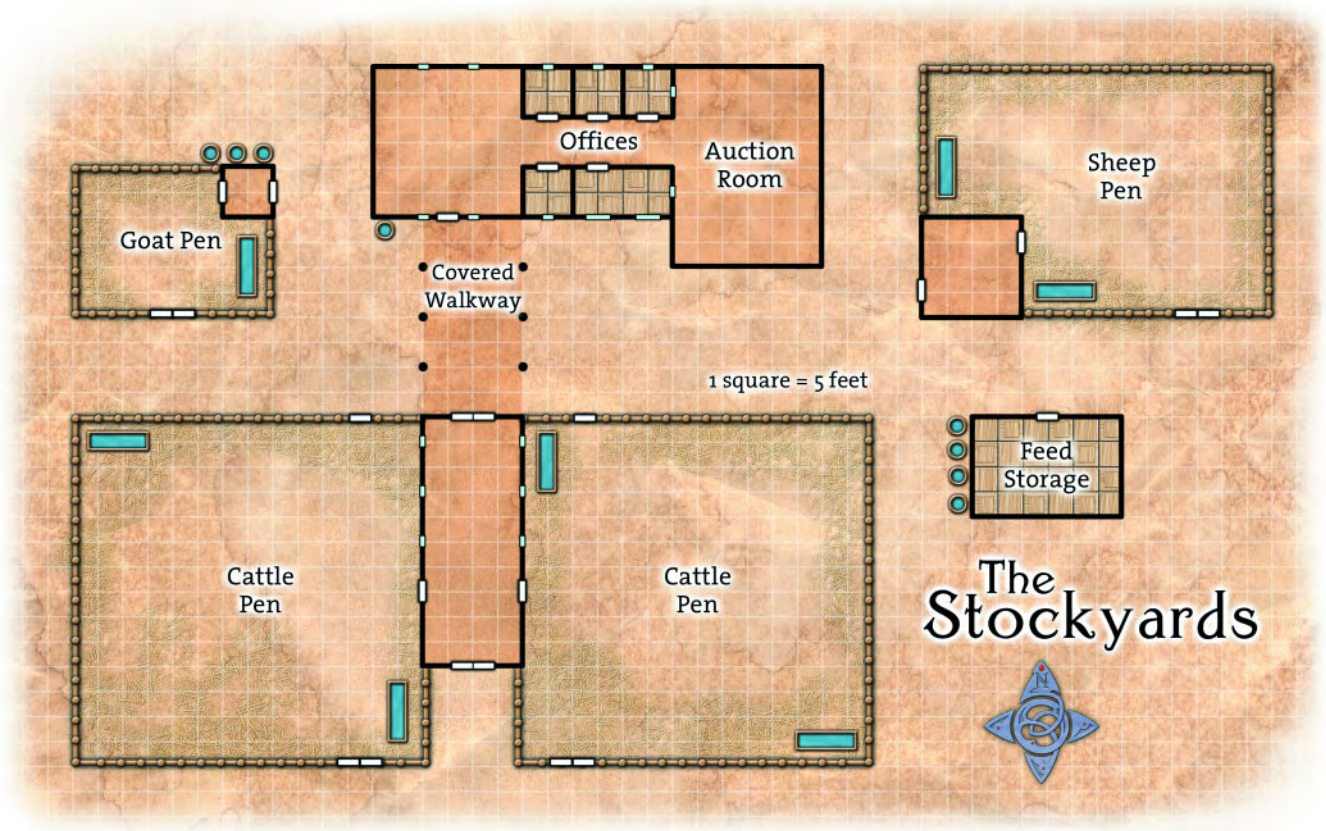
Sisters of Silence, page 134

During the height of Dwarvenhearth, the Gurhorond *dwarves fashioned items of unbelievable beauty and magical power. These included such items as* gems of seeing, gems of brightness, helms of brilliance, ioun stones, *and many other amazing objects. They even crafted items that today one might consider impossible, such as a throne carved from a single amethyst and armor made of diamond.*

Guilds Versus Independent Craftspeople

For obvious reasons, the various guilds look down on independent craftspeople. Thus, the Goldsmiths' Guild would not look favorably upon a new goldsmith coming into town. This enmity may result in coercion and even violence, depending on the guild. Still, many independent artisans fight hard to stay independent. They don't want another entity setting their prices and governing their business practices—or maybe they just don't want to pay the dues.

Kaled Del, page 448



Helmut Itlestein, page 389



The Plagueborn, page 73
Mand Scheben, page 378
Asche, page 68

ers, but she is cruel to the workers and miserly with money. She has no connection to or even knowledge of her brother's scandalous activities, although she does attend services at his temple.

A number of centaurs work in the Stockyards, herding animals or performing other types of general labor. The most prominent of these aram is Hallidin (male centaur ranger4). Hallidin hates Narya and would love to see her ousted somehow. Most of the rest of the hired hands are human, with a few half-orcs and even an orc, Ruballa (female orc warrior3/barbarian2), and an ogre, Smurd.

Scenario: The **Plagueborn**, a group of chaos cultists, managed to inject a number of cows coming into the stockyards with a magical virus to contaminate the beef. **Mand Scheben**—a cleric of **Asche**, God of Cities—discovered this plot, but too late. He comes to the player characters for help. He will provide them with a dose of antidote for each head of cattle, but the PCs must administer it surreptitiously, so that no one knows about it—even those working in the yards. To avoid a panic, Mand doesn't want the public to know about the potential risk, but he also doesn't want the cultists to know their plan was thwarted, lest they try again. In addition, Mand fears what Narya will do to her employees if she decided to blame them for the virus.

TABBY'S DEN

Stable Lane (#304, J7) ★★ see map, page 180 250 gp

Frequented by ironworkers and other laborers, this small bar serves those who have finished their shift at the Foundry or wherever else they work. Those who are not working-class laborers find no welcome here, but for its intended patrons Tabby's Den is a nice enough place with decent beer and other drinks—as long as you don't mind the occasional cat hair in your mug. The owner, Tussi Moheath (female human commoner2) has a predilection for cats. She owns nine, all of which have free run of the bar. The plastered walls are covered in renderings of tabby cats, painted by Tussi herself.

Encounter: Player characters who come into Tabby's Den get the cold shoulder from the patrons and cool treatment from Tussi herself unless they are in disguise as common workers.

If they flaunt their wealth, ask a lot of questions, or otherwise bother the regular clientele, 1d4+2 commoners of 3rd level may try to throw them out.

Should the player characters start a fight, Tussi doesn't hesitate to summon the Watch. The guards like her a great deal and will take her side in the matter.

ULLAR'S SONS' TANNERY

Tannery Street (#287, H8); see map, page 180 950 gp

Ullar Runhald was a skilled leatherworker who came into a great deal of money, although no one knows exactly how. Some say he inherited it, some say he stole it, and some say he found something of great value beneath the city. With his fortune, he built the largest tannery in Ptolus. Just before Ullar died, he changed the name of his business and left it to his four sons, who manage it today. Throughout Ptolus, "Ullar leather" is a term that indicates a quality leather product.

Hides from the Stockyards come to Ullar's Sons' Tannery in carts as heavily laden as their axels will allow. The establishment employs nineteen skilled workers and an equal number of laborers. The Runhald brothers control the influential Leatherworkers' Guild without much dispute.

Scenario: Yahn Runhald, youngest of the brothers, has lost a great deal of gold gambling—much more money than he actually has, in fact. Enforcers from a gambling den owned by Kevris Killraven threaten to burn down the tannery if he doesn't pay. He wants to hire mercenaries to protect the tannery while he comes up with a way to pay his debts. However, the enforcers have brought the Sorn technomages into the situation. Killraven herself likes the idea of burning down Ullar's Sons' Tannery as a show of power and strength. It sends the message that *no one* resists Killraven.

OTHER LOCALES

Although it's not a complete listing by any means, DMs can use the table below to insert a variety of additional locations as needed into their Ptolus Campaigns when using the Guildsman District.

MISCELLANEOUS GUILDSMAN DISTRICT NPCS

Adventurers will meet many interesting people in the Guildsman District. Here are a couple that can be found in a number of different places to make for interesting encounters or entire adventures.

NALLETH FALCRON

Nalleth Falcron was an orphan given to the Masons' Guild, where she performed competently for years as a minor apprentice for some of the skilled sculptors. Sadly, she showed no promise of becoming one herself. It would seem that she was doomed to a life of toting heavy stones and barrels of chemicals, and washing tools.



The Sorn, page 137

Stockyards, page 191

Kevris Killraven, page 121

During his life, Nalleth's sociopathic grandfather Orden was long possessed by his grandfather, who was a bloodthirsty sadist himself. This strange occurrence has plagued every other generation of the Falcron line for a very long time.

Other Locales in the Guildsman District

Name	Type	Location	Proprietor	Staff	Notes
Drapers' Guildhall		Drapers' Row (#307, J8)	Guildmaster Niles Chaman (male human expert8)	4	—
Glassblowers' Guildhouse		Glass Street (#286, H8)	Guildmaster Caebraeth Willowlight (male elf expert9)	2	—
Gunlar's Forge		Smith Street (#297, I8)	Gunlar Tobruk (male human expert7)	2	Front for Uldrick Kord*
Hungry Halfling	★★	Jewelers' Way (#301, J9)	Jinni Stridetaker (female halfling commoner4)	5	—
Monastery of Redemption		Lost Lady Street (#308, J9)	Brother Ophan (male human monk17)	23	See page 421 for more details.
Nalaster's Mill		Weaponsmith Row (#290, H9)	Zed Harrock (male human expert2/warrior2)	5	Lumber mill
St. Daris' Church		Vadarast Street (#306, J8)	Brother Dessenar Prowell (male human cleric5)	3	Temple of Lothian
The Slaughterhouse		South Street (#288, H8)	Exuni (female centaur warrior6)	18	—
Tal Ingersol		Leather Street (#295, I7)	Tal Ingersol (female human expert4)	3	Leatherworker with a booth in the Undercity Market
Textile Workers' Guildhall		Textiles Street (#300, I9)	Guildmaster Dirvan Sargat (male human expert7)	12	—
Tinsmiths' Guildhall		Smoke Street (#311, K9)	Guildmaster Kellina Styne (female human expert5)	1	—
Towart's		Blunt Street (#292, I9)	Mikka Towart (female human commoner3)	2	Tool shop
Warredin's Mill		Wayfarer's Street (#312, K9)	Alla Mavden (female human commoner12)	9	Flour mill
Weaponsmiths' Guildhall		Weaponsmith Row (#291, H9)	Guildmaster Narvallen Kedderis (male human expert14)	5	—
Woodworkers' Guildhall		Wood Road (#298, I8)	Guildmaster Falen Jenn (male human expert8)	5	—

* Uldrick Kord (male human fighter4/sorcerer9) is the district's Balacazar crime boss; see page 106.

Stone Masks

Stone masks are alchemical applications created by Nalleth Falcron. A stone mask appears to be a pliable grey sheet the size of a handkerchief, but about four times as thick. When it is applied to a humanoid's face, someone skilled in Craft (sculpting) can make a check to shape the mask to look like that of any humanoid desired. One can even alter the mask's color slightly, as desired. The sculpting check, which takes the place of a Disguise check, gains a +5 bonus. One must complete the sculpting within 3 rounds of the mask's application; once finished, the mask cannot be changed as it hardens. It lasts for an hour before it begins to flake off. Although no one knows the secret of these masks except Nalleth, their value is 125 gp.



Keepers of the Veil, page 119

Squatters present a problem anywhere there are abandoned buildings—and not all squatters are humans, as the goblins below demonstrate.

One night, as she cleaned up in a workshop, she dropped a solvent-soaked rag into a bucket of other chemicals. When the rag began to smoke, she dumped the bucket on the floor in a panic. The rag adhered to the stone of the floor in an alchemical process and, without realizing what she had done at first, Nalleth invented an alchemical item called a **stone mask**.



The creation of the stone mask was no accident. Through a quirk of supernatural fate, Nalleth was possessed by her grandfather, Orden, whom she'd never met. Orden was a powerful sorcerer and alchemist. He was also a homicidal maniac who delighted in the torture and slaying of others. Orden, working through Nalleth, actually created the stone masks for a distinct purpose. Using one of the masks, Nalleth/Orden sneaks into people's homes in the guise of friends or family and finds victims to capture, torment, and murder. Even when Orden is in control of Nalleth, she is aware of what she—rather, *he*—does.

Since Nalleth has no inherent magical aptitude, Orden cannot use his spells through her. Thus, under Orden's compulsion, she began training in the martial arts to help her deal with her victims more efficiently. She also learned how to stalk and observe her prey in secret, the better to learn details about when and where to strike, and in what guise. When possible, Nalleth robs her victims when she is done with them. She recently used her ill-gotten gains to purchase a second-hand magic short sword with a long grip (so she can use it in both hands). She prefers this weapon because she can conceal it somewhat under a cloak.

Panic has begun to grip the residents of the Guildsman District as word spreads regarding the rash of murders. The City Watch brought in a diviner, but according to her spells, the murderer is a sorcerer named Orden Falcron, a man long dead. Because she is an orphan, no one knows that Nalleth is a Falcron, so no one has ever made a connection between her and the homicidal sorcerer. Those who know her would sooner expect to see a blue sun in the sky than to suspect her of murder.

Left to believe the culprit is an undead creature, the City Watch has called on the **Keepers of the Veil**, who have had no luck tracking it down. There is a 1,000 gp bounty on the head of the killer, whom the broadsheets have dubbed the Silent Slayer.

Nalleth (Falcron)
Female human (Chaotic Evil)
Commoner5/fighter3 **CR** 7
HD 5d4+10 + 3d10+6 **hp** 46
Init +1 **Speed** 30 feet
AC 13, touch 11, flat-footed 12
BAB/Grapple +5/+8
Attack +10 melee (1d6+5, short sword)
Full Attack +10 melee (1d6+5, short sword)
Fort +8, **Ref** +3, **Will** +2
Str 16, **Dex** 12, **Con** 15, **Int** 13, **Wis** 10, **Cha** 13
Crucial Skills: Climb +8, Hide +4, Jump +4, Listen +4, Move Silently +4, Spot +3.
Other Skills: Craft (alchemy) +7, Craft (sculpting) +10 (+15)*.
Crucial Feats: Combat Expertise, Power Attack.
Other Feats: Alertness, Great Fortitude, Skill Focus (Craft [sculpting]), Weapon Focus (short sword).
Possessions: +1 *short sword*, leather armor, stone masks (2), 21 gp.
* She uses her Craft (sculpting) check as a Disguise check with a +5 bonus while wearing a stone mask.





HADRIEN RUNIHAN

Hadrien tells people he meets for the first time that he is the descendant of **Abesh Runihan**, the famous hero who gives Runihan Square (Delver's Square) its name. While this is true, it's also misleading. Although he appears to be a twentyish human man, Hadrien is in fact Abesh's son, despite the fact that Abesh died well over a century ago. Hadrien is a vampire, cursed with the affliction as the final retaliation of the ghost-lich **Kagrisos** against his father.

Standing well over six feet tall with sandy blond hair and a square jaw, Hadrien can look handsome, but he does not flaunt his appearance. He typically wears a very wide-brimmed hat pulled down low in front of his face and a long leather coat. He continually smokes tobacco from a silver pipe made to look like a Lothianite crucifix, where Lothian's comically large mouth serves as the bowl of the pipe.

Hadrien, a friend of **Menon Balacazar**, is one of the six vampires of the **Covenant of Blood.** He hates Malkeen Balacazar and his affiliation with his **void vampire bodyguard.** If given the choice, Hadrien would quickly side with either of Malkeen's sisters against him.

Until such time, Hadrien spends his nights in the Guildsman District, performing small tasks for the Balacazars and generally ingratiating himself with the power brokers of the guilds. Currently, he is quietly inquiring about **Spyncer Coil's** whereabouts.

Hadrien Runihan
Male human vampire (Neutral Evil)
Medium undead (augmented humanoid)
Fighter3/sorcerer7 **CR** 12
HD 7d12+3d12 **hp** 80
Init +9 **Speed** 30 feet
AC 25, touch 17, flat-footed 20
BAB/Grapple +6/+12
Attack +13 melee (1d6+6 plus energy drain, slam) or +13 melee (1d4+6 plus 1d8+4 negative energy, daggerwand) or +12 ranged (1d8+1, light crossbow)
Full Attack +13/+8 melee (1d6+6 plus energy drain, slam), or +13 melee (1d4+6 plus 1d8+4 negative energy, daggerwand) and +8 melee (1d4+6 daggerwand), or +12 ranged (1d8+1, light crossbow)
SA Blood drain (1d4 Constitution), children of the night 1/day (1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 feral dogs), dominate (Will DC 20, CL 12th), create spawn, energy drain (2 negative levels)
SQ Alternate form (bat, dire bat, feral dog, or dire wolf), DR 10/silver and magic, fast healing 5, *gaseous form*, cold resistance 10, electricity resistance 10, *spider climb* at will, +6 turn resistance
Fort +5, **Ref** +10, **Will** +9
Str 22, **Dex** 20, **Con** —, **Int** 15, **Wis** 12, **Cha** 21
Crucial Skills: Bluff +13, Climb +12, Concentration +11, Hide +17, Listen +15, Move Silently +12, Search +10, Sense Motive +9, Spot +11, Tumble +9.
Other Skills: Knowledge (arcana) +8, Knowledge (local) +5, Knowledge (nobility and royalty) +3, Knowledge (religion) +5, Ride +9, Spellcraft +11.
Crucial Feats: Combat Casting, Combat Reflexes, Dodge, Extend Spell, Power Attack.
Other Feats: Alertness, Craft Wand, Improved Initiative, Iron Will, Lightning Reflexes, Weapon Focus (slam).
Spells Known: 6/7/6/4; save DC 15 +spell level.
3rd—*lightning bolt, ray of exhaustion.*
2nd—*blur, ghoul touch, levitate.*
1st—***blast of cold***, *chill touch, color spray, comprehend languages, shield.*
0—*dancing lights, disrupt undead, ghost sound, light, mending, prestidigitation, touch of fatigue.*
Possessions: ***Hadrien's daggerwand*** (34 charges), *bracers of armor +2,* masterwork light crossbow, *+1 seeking bolts* (10), ***skullring*** (+2 turn resistance), *ring of protection +2, wand of color spray* (15 charges), scroll of *dimension door* and *invisibility*, pocketwatch, platinum ring with onyx worth 1,000 gp, silver smoking pipe worth 200 gp, 200 pp, 1,000 gp letter of credit from Menon Balacazar.

MAP PAGE 180

Spyncer Coil, page 411
Abesh Runihan and Kagrisos, page 112

Hadrien's Daggerwand

This thin, foot-long iron wand is tipped with a daggerlike blade. One can use it as a +1 dagger, *which can be activated as a free action upon making a successful strike—but only once per round—to inflict an additional 1d8+4 points of negative energy damage. Activating the wand also channels negative energy into the user's hand, inflicting 1d8+4 points of damage on the user as well (or, in the case of an undead creature like Hadrien, healing him). This secondary effect is triggered only after a successful strike. When the* daggerwand *runs out of charges, it remains a* +1 dagger. *This is not a spell-trigger item.*

Faint necromancy; CL 4th; Craft Magic Arms and Armor, Craft Wand, inflict light wounds; *Price 6,302 gp*

Skullring

Developed by the Forsaken, this iron ring always bears a small skull device. It adds a +2 bonus to the wearer's turn resistance.

Moderate abjuration; CL 12th; Forge Ring, spell immunity; *Price 3,000 gp*

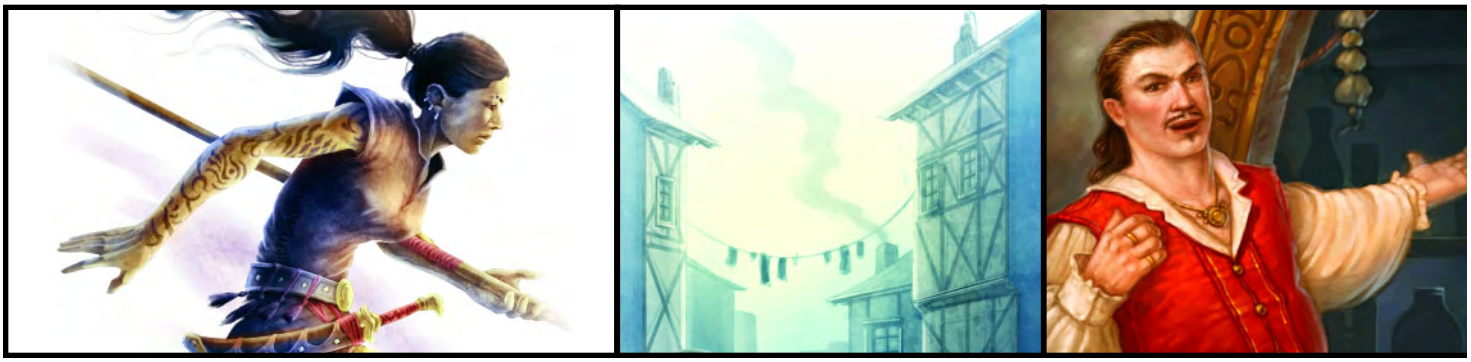
Blast of cold, page 640
Balacazars, page 100
Covenant of Blood, page 101
Void vampire, page 103

When vampires use their children of the night ability in Ptolus, they summon 1d6+1 rat swarms, 1d4+1 bat swarms, or 3d6 feral dogs and can take the form of feral dogs rather than wolves.

Chapter 10:

MIDTOWN

If Ptolus has a heart (though most would say that it doesn't), it is Midtown. This is the crossroads of Ptolus, where common folks rub shoulders with the not-so-common, where everyone goes in order to get anywhere else, and where all newcomers to the city inevitably end up first. Midtown is the most cosmopolitan area of what is almost certainly the most cosmopolitan city in the world.





Locator Map

MIDTOWN IN BRIEF

Area: *473 acres*
Population: *About 14,000*
Primary Function: *Residential*
Primary Social Class: *Low to Middle*
Delver's Square (H6)
Center Street (H6)

City Council, page 148

The largest district in the city, Midtown is bounded by the King's River on the north. But where the river dips south (at Carver Lane), the border veers north to Golden Elm Way to run along the Necropolis wall. Farther east, Midtown continues right up to the Cliffs of Lost Wishes and the Warrens, and to the south the district ends at Iron Street. The boundary between Midtown and the South Market is rather vague—it amounts to a diagonal line drawn between the north end of Carriage Row and the ramp up to Oldtown. The western border then runs north up along Dalen's Cliffs.

Midtown is actually twice as big as any other district of Ptolus. Frequent motions have come before the **City Council** to subdivide it into two separate districts. Holding up the motion's passage, however, is the furious debate among merchants, business owners, and city administrators as to exactly where the new border should go. If the parties ever manage to settle this issue, this division likely will happen.

Perhaps most significantly, Midtown is where the delvers and adventurers live, congregate, make their plans, and return with their treasures.

THE FLAVOR OF MIDTOWN

Midtown may be the most purely "Ptolus" section of town. This is where adventurers come, where a lot of nonhumans live—in essence, this is the hub of the city. "Everything passes through Midtown," the saying goes.

The streets are about ten feet wide—fifteen feet wide in a few places, and Center Street, which traverses the entire district on a diagonal, is a full twenty feet wide. Regardless of their width, the streets are almost always crowded with locals going about their business and others just passing through to get to one of the Market wards, the Temple District, the Guildsman District, or Oldtown.

The smell of cooked meals mixes with the odor of garbage and sewage at times, but often the rainwater clears away the nastier refuse. A dog tethered to a hook in the door of a house barks at passersby. Children kick a ball around in front of the adjacent house. Across the street, a vendor with a wooden cart full of apples and pears sells her wares for a few coppers. The streets are full of people carrying things: their washing, freshly bought bread, a child or two, their trash to dump into the river, or a stack of newly printed broadsheets for distribution. And that's just for starters.

RUNNING MIDTOWN

Chances are, the player characters will spend a lot of time in Midtown—perhaps even the majority of their time in Ptolus. Adventurers congregate here, get supplied, sell loot, share information, and depart for the Undercity. Running Midtown likely will become very familiar to you.

Best of all, there are very few restrictions on what you can do with Midtown. Any kind of person, from beggar to noble, from thief to priestess, from powerful mage to savage barbarian, can be found in here, if only just passing through.

A campaign set in Ptolus can use Midtown from the time the player characters are 1st level until they are 20th. If the players seem more interested in exploring dungeons than in the intrigues of the city, Midtown—specifically **Delver's Square**—can serve as a "mini" version of the city. That is to say, Delver's Square offers just about everything an adventuring group needs: a weapons shop, an armorer, an outfitter's, a tavern, a place to sleep, a place to sell loot, and even a small temple.

When the PCs are in Midtown, particularly in Delver's Square, don't hesitate to toss any kind of strange encounter at them. In many ways, the area around the square is the strangest part of town. Seeing someone riding a flying carpet or strolling along with a troll cohort, a dire bear companion, or *ioun stones* is not out of the ordinary. Or all of the above. A good rule of thumb when running Midtown is to make sure the player characters are not the strangest folks in the district. If one of the players has a minotaur PC, people should be surprised to see the minotaur, but not completely thrown for a loop. A minotaur fighter is certainly no stranger than the local **ogre-mage cleric** with a collection of *ioun stones*, for example.

PEOPLE OF MIDTOWN

Nonplayer characters in Midtown are more likely to be nonhuman than those encountered in other sections of town. They are also far more likely to be adventurers, or to have levels in a non-NPC class—although such characters are still the exception, even here.

People in Midtown seem even more jaded to the supernatural, the monstrous, and the strange than the standard residents of Ptolus.

MAN ON THE STREET

Kord the Culler: Kord is not your typical Stone-lost dwarf. Originally from **Kaled Del**, Kord now spends all his time in Ptolus. His job is to gather supplies not available to the dwarves in their underground community, like green vegetables, paper products, and wood, and send them down to his fellow dwarves beneath the city. He is never too busy to chat, however, and likes to talk about the dwarven community. Kord is always surprised that most people don't even know that Kaled Del exists. If someone shows real interest, he'll even offer to lead people there (although other dwarves might not be as welcoming as he is).



Aven Jellel: Aven is a tailor, but she wants to be a delver. Should this five-foot-seven, muscular human woman with medium length brown hair encounter some obvious delvers on the street while running an errand or delivering garments for a customer, she likely will introduce herself and try to find out who they are and what they're doing. She's not necessarily interested in joining an adventuring party right now (although she would not turn down an offer), but she is looking toward the future and the possibility of getting some training or at least some pointers down the road.

Gaellas Icestar: Gaellas is a courier who does most of her work for **Doraedian Mythlord**, the master of **Iridithil's Home**. Gaellas, a female halfling, has a strong affinity with **her "elven" heritage** and enjoys the company of elves even over her own race. She has very long black hair and a large scar on the side of her face and neck (she got it from being kicked in the face by a horse). Seen frequently all over town, she typically goes back and forth between **Emerald Hill** and Oldtown or the Nobles' Quarter. She can be somewhat gruff, simply because she is always hurrying somewhere.



For other home layouts, see the Rivergate District (pages 346–347).

Delver's Square, page 198

Midtown is the only place in Ptolus where you will find buildings designed for residents that are not human sized.



Ogre-mage cleric: See Urlenius, page 387

Doraedian Mythlord, page 208
Iridithil's Home, page 207
Halfling-elf shared heritage, page 50

Kaled Del, page 448

Emerald Hill, page 199

MAP KEY

167. Passeon's Meats (page 221)
168. The Open Kitchen (page 221)
169. Sadie's Rest (page 221)
170. Cloud Theater (page 201)
171. Godam Martinelli (page 221)
172. Vaetrus' Wood (page 221)
173. Iridithil's Home (page 207)
174. North Point Restaurant (page 214)
175. Old Goose (page 221)
176. Exotic Stables (page 221)
177. Midtown Dance Hall (page 221)
178. Tillie's Furnishings (page 221)
179. Shar's Music (page 221)
180. Norber's House (page 221)
181. Trumnaught's Academy (page 221)
182. Old Lady Coss' (page 221)
183. Good Eats (page 221)
184. Copper Kettle (page 202)
185. Rat's Nest (page 221)
186. The Griffon (page 206)
187. Delver's Square (page 198)
188. Nubble's Music (page 221)
189. The Goat (page 205)
190. Black Swan (page 201)
191. Row Bathhouse (page 219)
192. Hell's Door (page 221)
193. Onyx Spider (page 215)
194. Sallin's Bakery (page 221)
195. St. Gustav's Chapel (page 219)



Abesh Runihan and Kagrisos, page 112

St. Gustav's Chapel, page 219

Undercity Market, page 423



MIDTOWN RUMORS

"Ice Madness." A number of mid- to high-power wizards and sorcerers are said to be succumbing to a strange madness that grips them with the need to become colder and colder. Ultimately they end up killing themselves with spells of cold and ice.

"Someone Else's Misfortune." Marta Thone, the widow of an adventurer slain in the Dungeon beneath the city, is interested in selling her husband Niles' gear cheaply. Among his gear is said to be a map or two of unexplored areas.

"Down On His Luck." Brother Fabitor Thisk of **St. Gustav's Chapel**, just off Delver's Square, is having a difficult time convincing his superiors in the Church to keep his temple funded and operational. Many think the little chapel will get shut down if someone doesn't do something to raise at least 1,000 gp.

MIDTOWN NEIGHBORHOODS

Unlike most other districts in the city, one can break down Midtown into different neighborhoods, each with its own name and distinctive feel. None of theses neighborhoods are districts unto themselves, although some of them are larger than the Warrens!

DELVER'S SQUARE

Comprising the square itself and the area surrounding it in about a five- or six-block radius, Delver's Square lies near the center of Midtown, on Center Street between Tavern Row and Lower God Row. It serves as a central focus for adventurers who come to the city. Originally called Runihan Square, the place was named after the heroic fighter **Abesh Runihan**, who slew the evil ghost-lich **Kagrisos** as it was about to loose a terrible plague upon the city. A fourteen-foot statue of Runihan stands in the center of the square before a round fountain. Aside from hosting a number of businesses, most of which cater to adventurers, Delver's Square also contains the main entrance to the **Undercity Market**: a wide staircase right behind the statue.

Businesses in the actual Delver's Square (not the entire neighborhood) include The Bull and Bear Armory, Danbury's, Ebbert's Outfitters, The Ghostly Minstrel, Myraeth's Oddities, Potter's Hostel, and Rastor's Weapons. See the map on page 20 and on a separate handout.

The Delver's Square neighborhood includes the nearby infamous Tavern Row, a street of many bars, inns, and restaurants.



MAP KEY

196. *Saches (page 219)*
197. *Albester's Breads (page 221)*
198. Courier *Office (page 221)*
199. *Avery's Armor (page 200)*
200. *Ammel's (page 221)*
201. *Kerrik's (page 221)*
202. *Cal's Construction (page 221)*
203. *Full Larder (page 221)*
204. *Jurrin's Plaza (page 200)*
205. *Yammer's Boots (page 221)*
206. *Qualin's Books (page 221)*
207. *Ged's Cabinets (page 221)*
208. *Shadow Sendings (page 221)*
209. *Bookbindery (page 221)*
210. *Ladris' Fine Foods (page 210)*
211. *"Empty" House (page 221)*
212. *Wilian's Keys (page 221)*
213. *Effahlia's Meatpies (page 221)*
214. *Larkspur Boarding House (page 221)*
215. *Lomwell's Office (page 221)*
216. *Daykeeper's Chapel (page 221)*
217. *Deymid's Body Art (page 221)*
218. *Marial Tabbott (page 221)*
219. *Fish Market (page 203)*
220. *Havan's Haven (page 206)*
221. *Terrek Nal's House (page 220)*
222. *Tenpin Children's Home (page 221)*
223. *Potions and Elixirs (page 221)*

EMERALD HILL

Named for its greater than normal volume of trees, shrubbery, and grassy lawns, the Emerald Hill neighborhood is a favorite among the elves. It is generally considered one of the nicer, safer neighborhoods in Midtown, if not in all of Ptolus. Unlike the rest of the city, here the buildings are almost all uniformly made only of wood (no stone). Most are built in the elven style, with sloping span roofs and an angular or curved rather than rectangular layout. Tree-lined boulevards are common in the area, as are small but verdant parks.

As the city has a total elf population of about seventy-five hundred, all local elves by no means live in this one neighborhood. That said, most of the thousand or so people who do live in Emerald Hill are elves and half-elves.

At the heart of Emerald Hill (at the literal top of the hill) lies a walled compound known as Iridithil's Home. The compound has a small temple, a number of gardens, and other services, but it primarily offers elves an elaborate inn and restaurant. Here, some of the city's more prominent and influential elves congregate in surroundings free of other races.

FAIRBRIAR

Once the Fairbriar neighborhood was a community devoted to gnomes and, to a lesser extent, halflings. In the last twenty years, however, enough humans and elves have moved into the neighborhood to change the tenor of the place. Now Fairbriar, located just south of Emerald Hill, is home to about two hundred-fifty gnomes, one hundred halflings, two hundred humans, and around one hundred elves.

About half the houses and tenements in this primarily residential area are sized for short folk: The doorways are only four to five feet high, and the windows stand only two feet from the floor.

Fairbriar gets its name for the street that runs through the neighborhood, known for a number of good restaurants and a handful of shops that cater to the needs of smaller folk (Small-size clothing, furniture, tools, and so on). Humans and elves have moved into the neighborhood in recent years because of the area's proximity to an excellent school and a number of good eateries. Some of the finest musical instrument shops are found in Fairbriar.



Emerald Hill contains a popular elf refuge called Iridithil's home, named for a long-ago elf noted for her hospitality.

Iridithil's Home, page 207

For additional store layout options, see the North Market (page 309) and South Market (page 357) districts.

Lately, more and more litorians are leaving the Mane to live in more conventional dwellings in the city. Fewer tribal litorians come to the city to live. In five or ten years, the Mane may once again become a park.

City Watch, page 150

The Aram word for distrust is "toloss," pronounced the same as the name of this city. The centaurs are fond of pointing out this coincidence whenever something in Ptolus displeases them.

Migos Foraeth of the Black Swan (see next page) is a welcoming sort, a man who remembers his friends but forgets his enemies. Not that he has many enemies—he is well liked by all. Some say that any half-elf who can befriend most of the dwarves in Ptolus must be practically a saint.



Litorian residents include the tough Marath (male warrior6), who wears an eyepatch; Sanul (male warrior4), a bodyguard; and Dessa (female monk3), a mercenary.



KATTERWOOD

A few thousand halflings reside all over Ptolus. Of all the nonhuman races, halflings seem least interested in keeping to themselves. They enjoy mixing with other races—particularly elves and humans, whom they quite like. The more clannish halflings, however, live either in Fairbriar or Katterwood. Populated almost exclusively by halflings and humans, Katterwood is a friendly and welcoming place, often filled with music.

The central square of Katterwood, known as Jurrin's Plaza, is filled with the traditional nomadic pony-wagons that halflings employ as they travel. Most are very old and haven't moved in decades.

LONGBOTTOM

The southern strip of Midtown is named after the neighborhood's longtime nickname. Mostly an extension of the Guildsman District, the Longbottom area is filled with a strange hodgepodge of warehouses and tenements, with a few private homes. In this rough neighborhood, many of the older buildings stand empty and abandoned today.

THE MANE

Once a simple but large park not far from Emerald Hill, the Mane is now the primary domain of the litorians of Ptolus. Humans gave the place its "punny" name, but it has stuck; the litorians who live there either don't care or are oblivious to the fact that it was meant to be a joke. (Obviously, in Litorian, "mane" and "main" are not homonyms.)

Standing in the Mane, which is filled with tents and small campsites complete with cookfires, does not feel like standing anywhere else in the city. You can almost forget you are in the middle of a large city.

The folk of the Mane have no sense of land ownership, adopting the more communal aspect of the tribes of the south. Thus, anyone—even a nonlitorian, in theory—can come to the Mane, pick a spot, and call it home. The nearby folk, if treated nicely, might even give the newcomer a bedroll and some food. Nevertheless, most obvious outsiders, specifically nonlitorians with no litorian to vouch for them, may find only a reception of cold, intimidating stares and clear distrust. Not everyone can find a *welcome* home here.

The City Watch does not patrol the Mane—not out of fear of the place, but because there's no need. The litorians take care of their own, keeping the peace and maintaining order. They would not think of turning over a thief to the guards. They would deal with him on their own, and probably quite harshly. Despite the fact that most people avoid it, the Mane may be one of the safest places in the city for someone looking to avoid trouble and willing to show the other inhabitants some respect.

NARRED

In the Centaur tongue, the word for home is "narred." The aram of Ptolus are few in number, except when compared to other cities, and almost all seven hundred or so call this neighborhood home. Not surprisingly, most of the structures here are single story and, according to aram tradition, long and narrow.

MIDTOWN LOCATIONS

Midtown has quite a large number of interesting and varied locations of note.

AVERY'S ARMOR

Fenton Street (#199, H6)
see map, page 198
9,950 gp

Avery Tannenboss (male human expert9) is jealous of the Bull and Bear (see next page), especially due to the store's prime location in Delver's Square. To make up for the fact that the competition gets most of the adventurers' business, Avery tries to cater to the high-end customers, such as the nobility or the wealthy delver willing to go somewhere else (and pay more) for something special. Only in business for a few years, Avery has yet to actually attract much of the noble crowd, but he is gaining a reputation as an armor *artiste*. In other words,

Avery's Armor is the place to go for intricate scrollwork or a specific decorated motif to adorn one's armor or shield. He also makes armor for odd creatures, like a ranger's bear companion, a centaur, or a troll, and is willing to work with such materials as mithral and adamantium.

Encounter: Charnoth (male litorian ranger7) is in the shop when the player characters arrive, trying to convince Avery to make barding for his bear companion, Chrondar. Avery seems nervous about trying to take the bear's measurements.

BLACK SWAN

Tavern Row (#190, H6) ★
see map, page 198 350 gp

The sign over the door to this tavern has a faded black swan pained upon it. The inside is dingy, the floor is dirty, the tables are splintered wood, and the walls are bare—yet the clientele doesn't seem to mind one bit. On the contrary, all who pass by on the street can hear raucous singing and laughter coming from inside. This is a jovial place full of drunk or half-drunk dwarves, the tavern's primary patrons. Strangely, the proprietor, Migos Foraeth (male commoner2), is a half-elf. The Black Swan is known for the drink it's named after, a foul dwarvish concoction that even Migos can't stomach. This tavern is no stranger to the occasional brawl, but most such skirmishes are actually fairly good natured.

Scenario: All over Midtown, a human commoner named Toman Etherin has posted signs offering a reward for the return of his missing daughter. The notices direct inquiries to the Black Swan. Toman is an acquaintance of Migos, who serves as the go-between between Toman and any would-be rescuers. The girl, fourteen years old, disappeared the day before yesterday near Iron Street. If they follow it up, the PCs eventually discover she's been kidnapped by chaos cultists of the Tolling Bell, who plan on sacrificing her in a ceremony under the city in two days.

BULL AND BEAR ARMORY

Delver's Square (#187, H6) see map, pages 20 and 198 7,950 gp

Brothers Hirus and Sholum Feek (human male experts6), the two blacksmiths who operate the Bull and Bear, don't forge anything fancy. They buy and sell armor brought to them (sometimes after repairing or refitting it), and they create armor harnesses to order. They cannot create magic armor, but more often than not, they've got some *+1 studded leather*, *+1 chainmail*, or a *+1 breastplate* on hand.

Sometimes they have more or better armors as well. On any given day, they generally have a 40 percent chance of having a +1 version of any light or medium armor, a 30 percent chance of having a *+1 shield*, a 20 percent chance of having a +1 version of any heavy armor, and a 5 percent chance of having something better—either *+2 armor* or something with a special quality. They keep such special wares in a vault in the back of the shop (three-inch-thick steel with three locks, DC 30 to open).

More than other merchants in Delver's Square, Hirus and Sholum keep to themselves. They've hired a sixteen-year-old human, Iltumar Shon (commoner1), as a clerk. Iltumar longs for adventure. He eagerly listens to the tales of those who come into the shop, if they're willing to tell. His fascination makes him a surprisingly good source of information, although he believes every adventuring tale he's told, even fairly obvious lies or exaggerations.

The Feeks and Iltumar appear in *The Night of Dissolution* adventure on the CD-Rom in the envelope at the back of the book.

THE CLOUD THEATER

Dragon Street (#170, F6); see map, below
630 gp

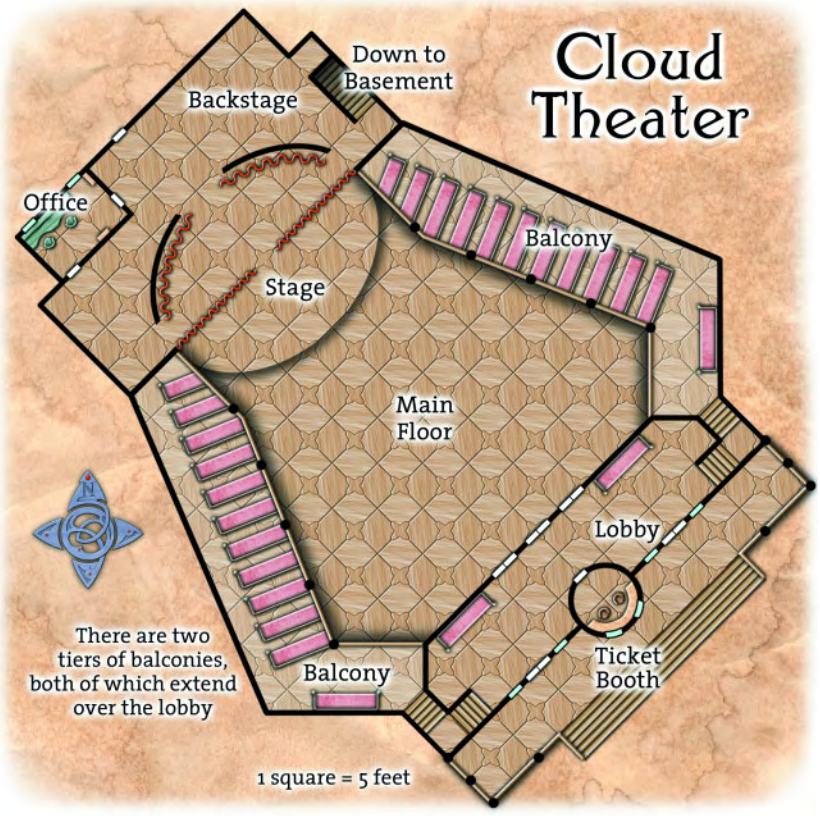
Although most people think of theatre as something in the purview of only the rich, the Cloud Theater offers drama, musicals, and other entertainment for the middle and lower classes. Liss Satorosh (female human commoner4) owns the

MAP PAGES 198–199



Those in need of adventuring parties can post signs like the one above in Delver's Square.

Tolling Bell cult, page 73



"The Boy Who Could Sing" opens Waterdays through Theodays (dark Queensdays and Airdays). Curtain rises at Seventh Hour, with a matinee every Theoday at Fourteenth Hour. Admission is 3 cp.

Dohrinthas, page 43

Dreaming Apothecary, page 118

Maystra Balacazar, page 103

Dullin Balacazar, page 103
Runebearers, page 60
Helmut Itlestein, page 389

INFO CHECKS

A Knowledge (local) or Gather Information check (DC 16) reveals that Danbury's is the place to come to contact the Dreaming Apothecary regarding a magic item order.

People around town joke about how the "wizard bar" (Danbury's) has a dwarf bartender and the "dwarf bar" (the Black Swan) has an elf bartender—half-elf, actually.

Renn Sadar, page 95
Arkhall Vaugn, page 104
Gattara Vladaam, page 98
Inlios Pabovini, page 358
Zairic Westridon, page 363
Myraeth Tuneweaver, page 213
Kaira Swanwing, page 125

Longbottom, page 200



theater, and Marlow Atrabonc (male human expert3/bard1) is her primary director and writer. Marlow originally hails from **Dohrinthas** and pretends to be much higher class than he really is, something Liss has always been able to see right through. Still, he knows much more about putting on productions than she, and he does have some talent.

In order to open the theater, Liss had to borrow a great deal of gold from a Balacazar-owned moneylender. Because of this—and proving there's more to organized crime than, well, crime—the Balacazars occasionally take an active hand in her productions. For example, **Maystra Balacazar** fancies her son, Dullin, a talented boy soprano. Recently she forced Marlow to cast him as the star in his next stage production. Not one to argue with a member of the Balacazar family, Marlow has penned a musical centered around Dullin called, imaginatively, "The Boy Who Could Sing."

Scenario: **Dullin Balacazar** is a **runebearer**, although his mother and most others believe his rune to be a strange birthmark. **Helmut Itlestein**, seeking to kill all runebearer children born in the city, pays a group of thugs to go to the Cloud Theater and kill the boy on opening night. This dim-witted bunch has no idea he is the grandson of the crime lord Menon Balacazar. Word of their intentions reaches Marlow, who hires the player characters to protect the boy, with one condition: They cannot allow the show to be interrupted. Marlow cannot permit this affair to ruin the production, and he certainly can't allow Dullin to be harmed—in either case, he would probably meet a bad end. The PCs may or may not know they are protecting a Balacazar; if there's any chance that it would dissuade them from helping, Marlow will not tell them.

COPPER KETTLE

Center Street (#184, G7) see map, page 198 2,400 gp

The extremely talented coppersmith Frastis Bek (male human expert8) owns and operates the Copper Kettle. He has a staff of four, including his wife and oldest daughter. Frastis has trouble with his thirteen-year-old son, Garreth, who has joined a small gang of young toughs that hangs around the **Longbottom** neighborhood. This gang commits small larcenies and gets into frequent brawls.

Encounter: Two middle-aged human women (commoners1) stand outside the Copper Kettle gossiping about Frastis' son. They remark that Frastis needs the help of someone "with a greater backbone than he" to control the boy and put a stop to the gang's activities.

DANBURY'S

Delver's Square (#187, H6) ★★★ see map, pages 20 and 198 5,200 gp

Danbury's caters to wizards and sorcerers. Most of the customers are mages who come to be with kindred souls. Here they conduct business and trade secrets and spells. An agent handing out tokens for the **Dreaming Apothecary** is virtually always present, handling paperwork at a table right in the pub.

Tabor Danbury (male human expert3/sorcerer1) serves as the proprietor, Oron Bridgemaster (male dwarf commoner2) as the bartender. Tabor is in the process of wooing a young lady who works as a server in the Ghostly Minstrel (see page 204), so ironically he spends as much or more time in that establishment as in his own.

In addition to being a place for mages, Danbury's is known for its artwork. Paintings hang on the walls and small sculptures sit on the bar or in niches in the walls. It is quite the honor for artists to have their work displayed in Danbury's, almost as if the tavern were an upscale art gallery. In the past, Danbury's has even hosted magical artwork in the form of paintings with animated scenes, sculpted clay faces that float about and sing, and busts that transform themselves to look like the person viewing them. Wealthy patrons frequently purchase the artwork, so it's always changing.

The clientele of Danbury's includes such a strange mixture of people as **Lord Renn Sadar**, **Arkhall Vaugn** of the Balacazar family, **Gattara Vladaam**, **Inlios Pabovini**, **Zairic Westridon**, **Myraeth Tuneweaver**, and **Kaira Swanwing**.

EBBERT'S OUTFITTERS

Delver's Square (#187, H6) see map, pages 20 and 198 20,000 gp

Ebbert Boltcrafter, a rotund, good-natured dwarf, runs a business designed specifically with the adventurer in mind. Those entering his shop will find spools of hundreds and hundreds of feet of rope, barrels and barrels of torches, and tools ranging from a simple spike and mallet set to the most intricate of lockpicks.

Ebbert pushes odd equipment that a new (or even not so new) delver might not think to take along, like chalk to mark passageways (he sells chalk in a dozen different colors). He also sells signal whistles along with a short, free list of easy-to-use codes (two quick blows for danger, one long and one quick to signal that you found something good, and so on) to help a group communicate underground while out of sight of one another. He even has the following equipment that he created:

Collapsible Ten-Foot Pole: This wooden pole is made up of wooden tubes of gradually diminishing circumference that collapse together, one

inside the other, like a telescope. When extended, it can be used to prod unsafe floors or anything else requiring a great reach. Price: 35 gp.

Multiflask: This special glass flask has two or even three different compartments, each with its own stopper. Each compartment can hold its own potion. Thus, a character can use a single move action to draw the flask, a standard action to drink one potion, and then next round a standard action to drink another, with no drawing action needed. Price: 3 gp.

Rat Harness: Distasteful to many, this harness is made to fit around the body and snout of a typical city rat (found in vast numbers throughout Ptolus). While harnessed, the rat cannot bite, but it can move normally. A long leash attaches to the harness, allowing the rat to scurry ahead into a dangerous area before the party. The rat can trigger any traps set off by small amounts of weight but, most importantly, the creature sets off magical traps that can sense the presence of a living creature. Further, one can adjust the harness straps to hold the rat immobile in a little ball, either to store in a pack or to toss into a dangerous area. Price: 1 gp.

Trapfinder Ball: One can bounce this hard rubber ball down a corridor or into a room, perhaps triggering any traps set off by pressure or proximity. If it is not obvious whether or not the ball would set off a given trap, assume a flat 10 percent chance that it will. Price: 5 gp.

Wand Sheath: This device wraps around the forearm of a humanoid, most likely a spellcaster. The sheath can hold up to six wands and still fit under a normal sleeve. This allows the wearer to draw the wands easily as part of a move action (the same way a skilled fighter can draw a weapon even as he moves). For considerably more, one can buy a spring-loaded sheath that allows the wearer to draw a given wand as a free action (no more than one in a given round). In either version, putting the wand away is still a move action. Price: 5 gp (125 gp for the spring-loaded version).

A few special items Ebbert didn't invent but that he carries:

Breather Mask: This leather and metal mask fits over the wearer's lower face and grants a +2 circumstance bonus on saving throws against gas attacks and other attacks that involve breathing (such as a choking smoke). Price: 5 gp.

Dark Goggles: These dark-tinted goggles give the wearer a +2 circumstance bonus on saving throws against blinding effects and a +1 circumstance bonus against all vision-based attacks, including all gaze attacks. Price: 12 gp.

Ebbert sells neither weapons nor armor, and he doesn't buy used merchandise. For these needs, he recommends **Rastor's**, the **Bull and Bear**, or **Myraeth's Oddities**, respectively.



Ebbert himself lives above the shop with his brother, Tully. Both are former adventurers, but Tully took one too many blows to the head in their last battle. Now he can barely care for himself and so Ebbert watches over both his brother and the shop.

Members of the **Delver's Guild** enjoy a 10 percent discount at Ebbert's Outfitters.

FISH MARKET

Seamist Street (#219, M5) see map, page 199
1,050 gp (during the day only)

Located at the top of the cliffs above the Docks, the Fish Market sells seafood caught in the nets of local fishermen that morning and brought up in carts. The daily catch is sold to vendors in other markets and shops, as well as to restaurateurs. Originally, the Fish Market was located in the Docks and called the Fishmonger's Market. In fact, the Fishmonger's Market was very first commodities market in Ptolus. The current location, more accessible than the old one, is a large building filled with wooden stalls that are occupied on a first-come, first-served basis early every morning. It remains a bustling, crowded place until around noon, after which time it becomes quiet. By mid-afternoon, it's vacant.

Scenario: When the player characters ask around after their pockets are picked, they learn that an unaffiliated thieves' ring uses the Fish Market as a base of operations at night, clearing out before the vendors arrive each morning. The marketplace is big enough and the thieves sneaky enough that, even if the PCs show up to recover what they've lost, finding them among the stalls and bins will be tricky.

MAP PAGES 198–199

Ebbert loves new inventions such as the collapsible ten-foot pole and the spring-loaded wand sheath. He would be thrilled if someone came to him with new, innovative equipment designs and likely would pay handsomely for the exclusive right to sell the equipment in his shop. He'd be particularly happy if he could pay in store credit.

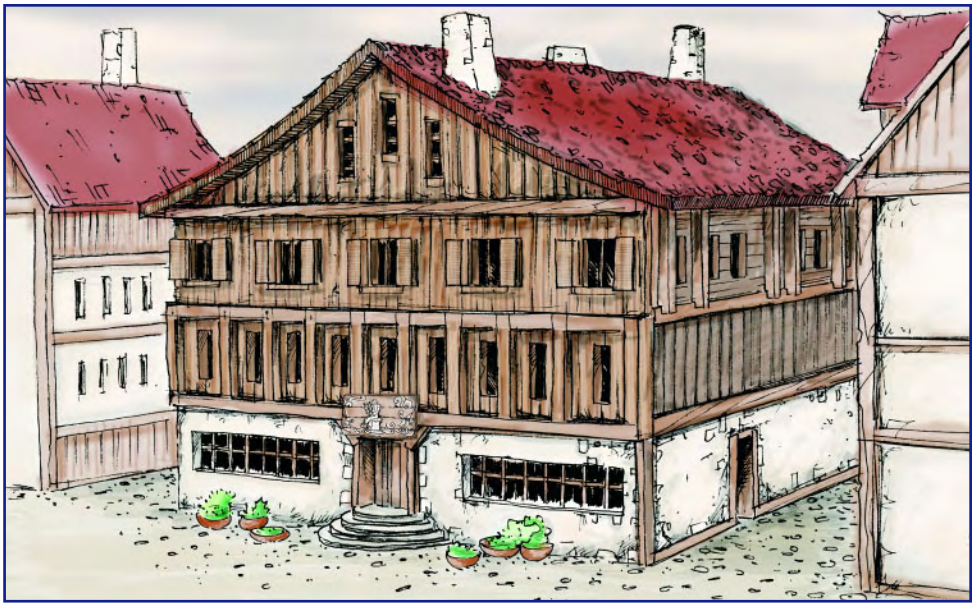
Rastor's Weapons, page 218
The Bull and Bear, page 201
Myraeth's Oddities, page 210

Delver's Guild, page 108

The Fishwranglers

"Fishwranglers" is the name given to the men and women whose sole job it is to transport fresh fish from the nets of fishermen on the Docks to the Fish Market at the top of the Cliffs of Lost Wishes. Ascending the road that snakes up the five-hundred-foot-tall cliffs with a cartful of fish is no simple job. A few use mules to pull their carts, but most, surprisingly enough, use handcarts and push or pull their loads up the winding path themselves. The best and most physically fit fishwranglers can get up the cliffs with a load in under a half hour and go down in less than twenty minutes.

To say someone has the "heart of a fishwrangler" is to say that he or she is exceptionally fit, with impressive stamina, strength, and speed.



THE GHOSTLY MINSTREL

Delver's Square (#187, H6) ★★★
see map, page 204 4,230 gp

An inn, a pub, and a restaurant all in one, the Ghostly Minstrel is the adventurer's meeting place of choice. It has earned a reputation as the central feature of Delver's Square and the focal point in the world of the delvers who plumb the depths below the city.

On its second and third floors, the inn has a total of thirty guest rooms. A night's stay at the Ghostly Minstrel costs either 5 sp, 7 sp, 1 gp, or 2 gp, depending on the room's size and location. Keeping a horse overnight in the stables behind the inn costs an additional 5 sp.

Vard Hillman (human male commoner4), the owner of the Ghostly Minstrel, keeps a low profile. Although he is there most days, he spends his time in the kitchen or in his makeshift office in the third floor storeroom. The "faces" of the Ghostly Minstrel are Tellith Herdsman (human female commoner2), a pretty young woman with reddish-brown hair who works the front desk, managing the inn portion of the establishment, and Zade Kenevan (human male commoner3), a bald, skinny, and gruff bartender who remembers virtually everyone who comes in.



Regulars include such luminaries as **Sheva Callister, Daersidian Ringsire, Jevicca Nor, Rastor, Steron Vsool, Urlenius the Star of Navashtrom, Araki Chipestiro, Mand Scheben,** and **the Runewardens**.

In recent weeks, about every other night the taproom has a minstrel named Tarin Ursalatao (male human bard6) performing and entertaining customers. Tarin is an amazing draw, particularly to the female clientele—he has a magnetic sort of charm in addition to his fabulous good looks. The truth of Tarin is that he was once an elf, but was slain and then *reincarnated* as a human. Even as an elf, Tarin was astonishingly charismatic, but now his rugged human good looks mixed with his elvish charm have created a winning combination.

Scenario: The Ghostly Minstrel, as its name suggests, is haunted. Those staying in the inn, particularly on the third floor, report encounters with the spirit of a dead bard pacing the halls and strumming upon a lyre. "The Minstrel," as he's called, is not hostile and never inflicts any harm.

Still, the **Keepers of the Veil** would like to see the spirit exorcised permanently, despite the fact that Vard, the tavern's owner, actively does not want the Minstrel chased away or destroyed; he feels the spirit is a sort of patron of the place, providing good fortune, not bad. He might commission the player characters to stop the Keepers of the Veil from dealing with the Minstrel, although the undead-hunting knights would not hesitate to sneak into the upper floors of the inn to do their duty.

INFO CHECKS

A Knowledge (local) or Gather Information check can reveal the following about the Ghostly Minstrel:

The Ghostly Minstrel is a pub and inn in Delver's Square (DC 13).

The Ghostly Minstrel is the premier "watering hole" for delvers and adventurers of all kinds (DC 15).

Causing trouble in the Ghostly Minstrel likely would bring down some of the most powerful individuals in Ptolus upon you (DC 17).

A "ghostly minstrel" actually does haunt the inn (DC 20).

The current roster of common clientele includes those listed below (DC 23).

Sheva Callister, page 222
Daersidian Ringsire, page 226
Jevicca Nor, page 117
Rastor, page 218
Steron Vsool, page 386
Urlenius, page 387
Araki Chipestiro, page 338
Mand Scheben, page 378
The Runewardens, page 577

Keepers of the Veil, page 119

Campaign Use: The Ghostly Minstrel will most likely be a central focus in the Ptolus Campaign. It is a place for the PCs to meet and discuss plans amid similar company. They can arrange meetings here with NPCs—or perhaps meet important and influential characters by happenstance.

The Ghostly Minstrel is the kind of place that will be as important to the characters at 1st level as it is to them at 20th. It is a neverending source for adventure hooks and becomes a familiar touchstone for the PCs.

THE GOAT

Tavern Row (#189, G6) ★★
see map, page 198 980 gp

"Trespassers will be killed," reads the sign over the entrance to the Goat; only a small, crude, and faded painting of a goat on the stone wall next to the door suggests the place's actual name.

The Goat is a small pub on Tavern Row known as a quiet place to get drunk quickly. The drink is hard and moderately priced. There are no minstrels or entertainments here, and raucous behavior is dealt with harshly by the three large and capable bouncers (each is a human warrior5). The all-human staff and regular clientele treat nonhumans particularly coldly.



The Goat's owner and full-time bartender is Larek Brawlen (male human commoner3). He's been running the place for almost twenty years.

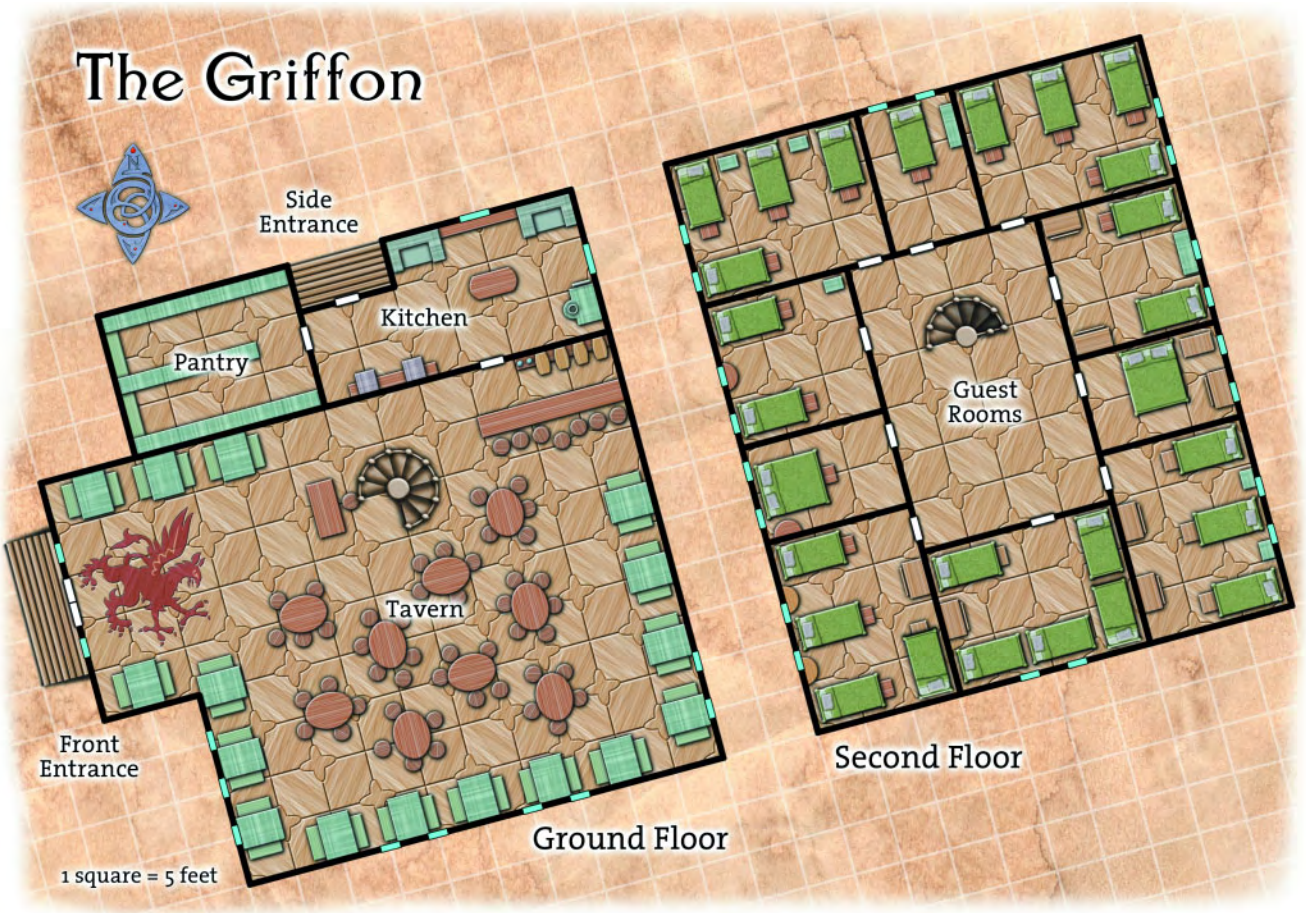
MAP PAGES 198–199

You'll find a full-size Ghostly Minstrel menu player handout among the sheets in the envelope at the back of this book.

The Goat's proprietor, Larek Brawlen, is an older man with thin grey hair and a scraggly beard. He's sullen most of the time and cranky if disturbed.



For advice on how to behave in places like the Ghostly Minstrel, see "A Dozen Rules of Tavern Etiquette" on page 217.



There is a rousing, cheerful song that people sing about the Griffon called "The Griffon's Got a Full Mug." This song is sung in the Griffon itself, of course, but elsewhere as well—its popularity has even spread outside the walls of Ptolus.

Herbalists' Guildhall, page 187

Onyx Spider, page 215
Ghostly Minstrel, page 204

Republicans, page 150
Three Emperors, page 79
City Council, page 148

THE GRIFFON

Tavern Row (#186, H6) ★★★
see map, above 3,870 gp

Another mainstay of Tavern Row, the Griffon is both a tavern and an inn. One can identify this two-story building easily by the large mural of a rearing griffon painted on one wall. The tavern, its kitchen, and a pantry comprise the entire lower floor of the Griffon, while the upper floor has ten rooms to let. The tavern offers food, mainly just whatever is cooking over the fire that night (occasionally a roasting pig or a flank of beef, but usually a big pot of lamb or beef stew) as well as a few other dishes: a plate of bread, cheese and a little fruit, a plate of fried potatoes and onions in gravy, or a cooked meat pie.

The Griffon, which caters to the common folk, enjoys a reputation as a friendly, safe place to drink or eat. It avoids the sinister associations of such places as the **Onyx Spider** and the adventurous nature of establishments like the **Ghostly Minstrel**. Nella Schaun (female human commoner3) is the manager of the Griffon, but it's actually owned by a group of silent investment partners. The tavern is full to bursting every night, with most rooms filled as well, so the place earns a good amount of coin.

HAVAN'S HAVEN

Bookman Street (#220, K6)
see map, page 199 1,770 gp

Yul Havan (male human expert3) is a barber. In Ptolus, that means he not only cuts hair and shaves beards, but he also administers all sorts of poultices and offers minor cures for such ailments as warts, shingles, and vision problems. His location not far from the **Herbalists' Guildhall** means that he's always well supplied with remedies.

Yul's great-great-grandfather founded the business more than one hundred fifty years ago, and every generation since has produced a barber to run the Haven. Yul is getting old and has no sons, so he plans on turning his place over to his daughter, Melanope (female human expert1) very soon.

Encounter: A group of local men has gathered here to discuss politics. The prevailing opinion is that the Commissar should declare the city's independence from the Empire.

This is a good opportunity to drop in information or rumors about the **republicans**, the conflict of the **three Emperors**, and the rumors that the **City Council** will soon add a fourth member to what had been, up until now, a tribunal.

IRIDITHIL'S HOME

Emerald Way (#173, G5) ★★★★ see map, below 28,500 gp

Often called the Elven Sanctuary, this compound is for elves only. The master of the house is Doraedian Mythlord, a regal, even-tempered male Shoal elf with long grey hair and intense eyes. The elves of Ptolus look to Doraedian as their *de facto* leader, although no one—least of all Doraedian—would ever really put it like that. He looks after elven concerns in the city, and the elves (and most non-elves) give him the respect he is due as a wise and generous administrator. Doraedian is soft-spoken, generous, fair, and quite noble. Only at the mention of dark elves does his demeanor crack to show true hatred.

Doraedian has a large staff to help him look after the sanctuary and his other concerns in Emerald Hill. Alninai Silvertree (female elf expert12) is Doraedian Mythlord's personal assistant and the manager at the Wind's Mystery pub, where she serves as hostess and wine steward. Her sister, Nyphistree (see page 209), heads the Order of the Bow. Lothao Valinth (male elf aristocrat4/fighter5) is Doraedian's proxy among the city's Twelve Commanders and a trusted aide. Doraedian's staff also includes a dozen guards (male and female elf warriors3). Two such guards watch over the main gate at all times.

One thing that confuses many people, particularly non-elves, is that there is actually no one here named Iridithil. Iridithil is a legendary Elder Elf known for sheltering the needy and comforting the sick in her forest fortress centuries ago.

Gardens and trees fill the compound, all exemplifying health and punctuated with the occasional statue of an important figure from elven history. All the buildings are made of wood, carefully and finely shaped into traditional swoops and curves unique to elven construction techniques. Each structure in Iridithil's Home has a different name and function.

The Wind's Mystery

The Wind's Mystery is a large, rather lavish tavern and inn set back from the main gate. The ceiling creates a grand, vaulted chamber, the centerpiece of the two-story building. The Wind's Mystery serves elven wine and dishes, both of which are known for their complicated flavors. The food here is delicately prepared and seasoned. Dishes include duck, venison, pheasant, and a great many soups, some hot and some cold.

Some frequent patrons include Margaetalis Everwood (female elf commoner2), who delights in gossip and intrigues; Shaeshin Twinleaf (male elf expert4), who likes to try to convince locals that he's the new "ambassador from Dohrinthas";

MAP PAGES 198–199

INFO CHECKS

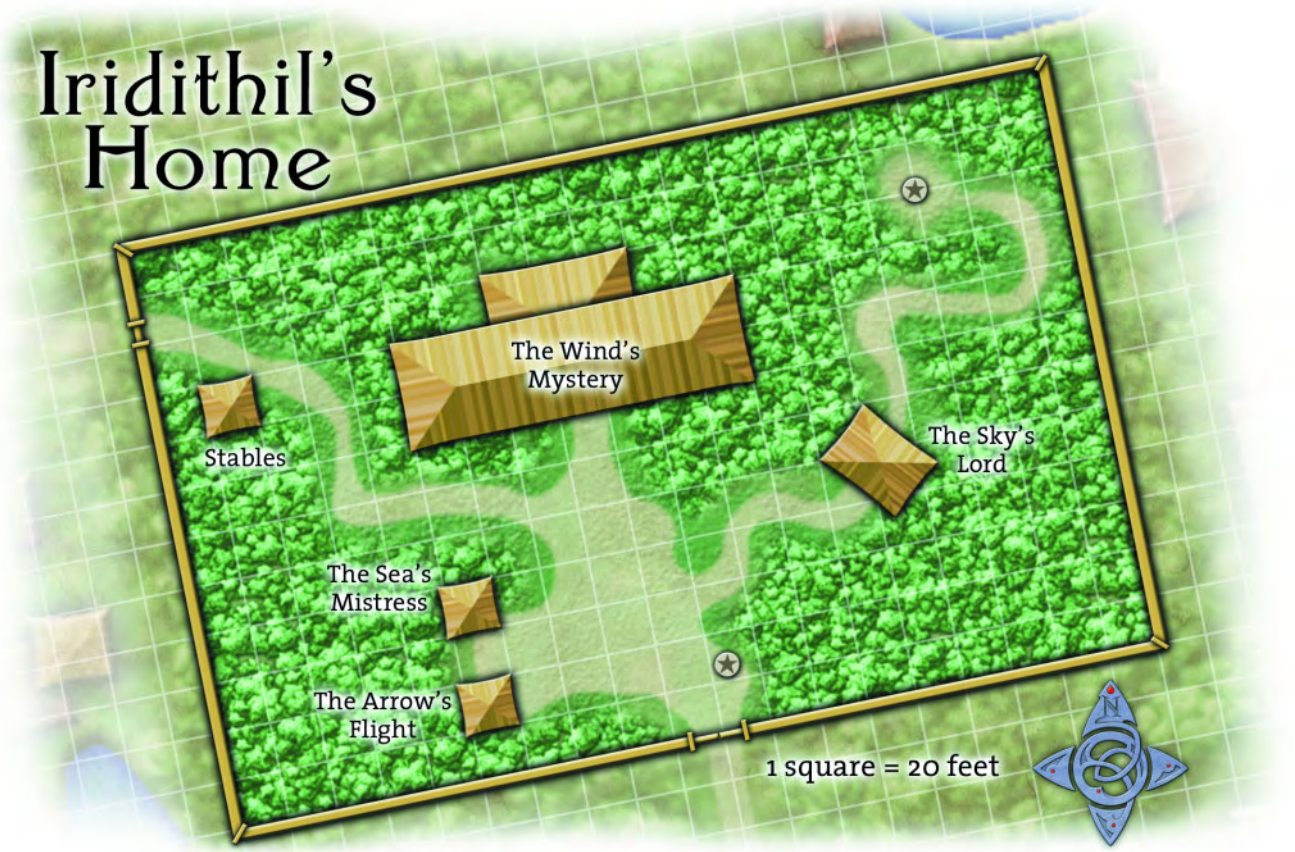
A successful Knowledge (local) or Gather Information check can reveal a bit about Iridithil's Home and its residents.

Iridithil's Home is an "elven sanctuary" in Midtown (DC 13).

Doraedian Mythlord is the most respected and influential elf in the city (DC 15).

Non-elves are not particularly welcome in Iridithil's Home (DC 17).

Emerald Hill, page 199
Twelve Commanders, page 148



Elves in Ptolus often are considered arrogant and even racist; they are said to look down upon all non-elves. While this is an unfair generalization, it is true of many elves who spend a great deal of time in Iridithil's Home. However, it is not true of Doraedian Mythlord or his staff.

Zachean, the dark elf vampire currently in Dwarvenhearth (page 466), is an arch-enemy of Doraedian Mythlord. The two have met in combat more than once.

Thoughtstone, page 166

Celdore Silverwood and Dark Leaf, page 108
Navaen family, page 364

See "New Gods" (page 68) in Chapter 4: Cosmology and Religion, for a brief rundown of elven and other deities.



The members of the Company of the Black Lantern, an all-elf adventuring group, spend their leisure time at Iridithil's Home and elsewhere in Emerald Hill.



Zaetra (female Cherubim elf wizard9), a close friend of Doraedian's; Pellandar (male elf fighter6/duelist3), a friend of Zaetra's; and **Celdore Silverwood** of the **Dark Leaf** organization. Members of the **Navaen (Trueflight) family** are also frequent patrons.

In back of the Wind's Mystery lies Doraedian's spacious office and living quarters. The upper floor and side wings contain twenty rooms available to let, with half usually filled.

Doraedian Mythlord
Male Shoal elf (Chaotic Good)
Cleric11 (elven pantheon)/ranger4 **CR** 15
HD 11d8 + 4d8 **hp** 64
Init +3 **Speed** 30 feet
AC 21, touch 13, flat-footed 18
BAB/Grapple +12/+14
Attack +17 melee (1d6+5, rapier) or +17 ranged (1d8+4, longbow)
Full Attack +15/+10/+5 melee (1d6+5, rapier) and +14 melee (1d6+3, short sword), or +17/+12/+7 ranged (1d8+4, longbow)
SA Favored enemy (dark elves)
SQ Elven traits, low-light vision
Fort +11, **Ref** +10, **Will** +12
Str 14, **Dex** 16, **Con** 10, **Int** 18, **Wis** 19, **Cha** 16
Languages: Common, Dark Elvish, Elvish, Gnomish, Orcish, Sylvan.
Crucial Skills: Climb +7, Concentration +5, Hide +7, Listen +6, Move Silently +7, Search +13, Sense Motive +16, Spot +6.
Other Skills: Craft (alchemy) +16, Craft (woodworking) +6, Diplomacy +19, Handle Animal +7, Heal +17, Knowledge (arcana) +10, Knowledge (history) +14, Knowledge (local) +7, Knowledge (religion) +17, Spellcraft +10.
Crucial Feats: Combat Expertise, Combat Reflexes, Improved Disarm, Track.
Other Feats: Brew Potion, Endurance, Negotiator, Two-Weapon Defense, Two-Weapon Fighting.
Domains: Protection, Sun*.
Cleric Spells: 6/6+1/5+1/5+1/4+1/2+1/1+1; save DC 14 + spell level.
6th—*antimagic field, heal.*
5th—*break enchantment, commune, spell resistance.*
4th—*death ward, divine power, fire shield, neutralize poison, sending.*
3rd—*dispel magic, invisibility purge, protection from energy, remove curse, remove disease, searing light.*
2nd—*aid, bear's endurance, enthrall, lesser restoration, shield other, zone of truth.*
1st—*bless, command, comprehend languages, endure elements, sanctuary, shield of faith, remove fear.*
0—*detect magic, detect poison, light, purify food and drink, resistance, virtue.*
Ranger Spells: 1; save DC 14 + spell level.
1st—*longstrider.*
Possessions: *+3 defending rapier, +2 short sword, +3 elven chain armor, +1 composite longbow* (+2), *+2 arrows* (12), *arrow of greater dark elf slaying,* ***thoughtstone****, potions of cure serious wounds* (3); *potions of lesser restoration, remove blindness/deafness,* and *protection from fire*; flasks of holy water (3), silver necklace worth 2,000 gp, silver ring worth 450 gp, 55 pp.
Animal Companion: Hawk (Moonwing).
* As a cleric of the elven pantheon (not just a single deity), Doraedian has the unique ability to choose two domains from all the domains represented by the pantheon.

The Sky's Lord

This shrine located southeast of the Wind's Mystery is dedicated to not one but **all elven gods**. These include Celestan, Myliesha, Phoeboul, Sylvanae, Taeshandra, and even the dead god Ardaen. Doraedian serves as the steward of the Sky's Lord, and no one is permitted within without his leave—and usually his presence.

The Sea's Mistress

Elves may use this special building southwest of the Wind's Mystery for various functions, such as weddings, celebrations, and group meetings. On any typical day, it is used for storage.

Unbeknownst even to Doraedian, a gnome named Varthis Starborn (male bard3/sorcerer1) lives here with his toad familiar, hiding amid crates and barrels. He has found a small hole under the east wall that lets him sneak into the building to sleep. It's not that Varthis couldn't afford to live elsewhere—he likes it here.

The Arrow's Flight

A small building off to the left after one enters Iridithil's Home belongs to a very small organization called the Order of the Bow. The mistress of the order is Nyphistree Silvertree, Alninai's sister and a close friend of Doraedian's. She is tall for an elf, with a stern face and short hair. Her reputation as one of the greatest archers in Palastan is quite deserved. A minor sorcerer, she casts *shield* before going into any battle.

Nyphistree is a harsh teacher, forcing members of the order to work very hard, particularly at first. She requires members to spend at least one hour each day in archery practice within the compound, regardless of other duties, employment, adventures, illness, and so on. She accepts no excuses and is quick to expel someone from the order who fails to keep up the training or otherwise disobeys her, which makes her extremely lawful for an elf. Still, she is not cruel for the sake of cruelty and seems genuinely kind to those who meet her high expectations.

Members of the Order of the Bow include Siphanon Shatterbright (male elf fighter9), Chanticleer Winterwood (male elf fighter5/rogue3), and Laerose Trueflight. The other eight members are all 1st- or 2nd-level fighters.

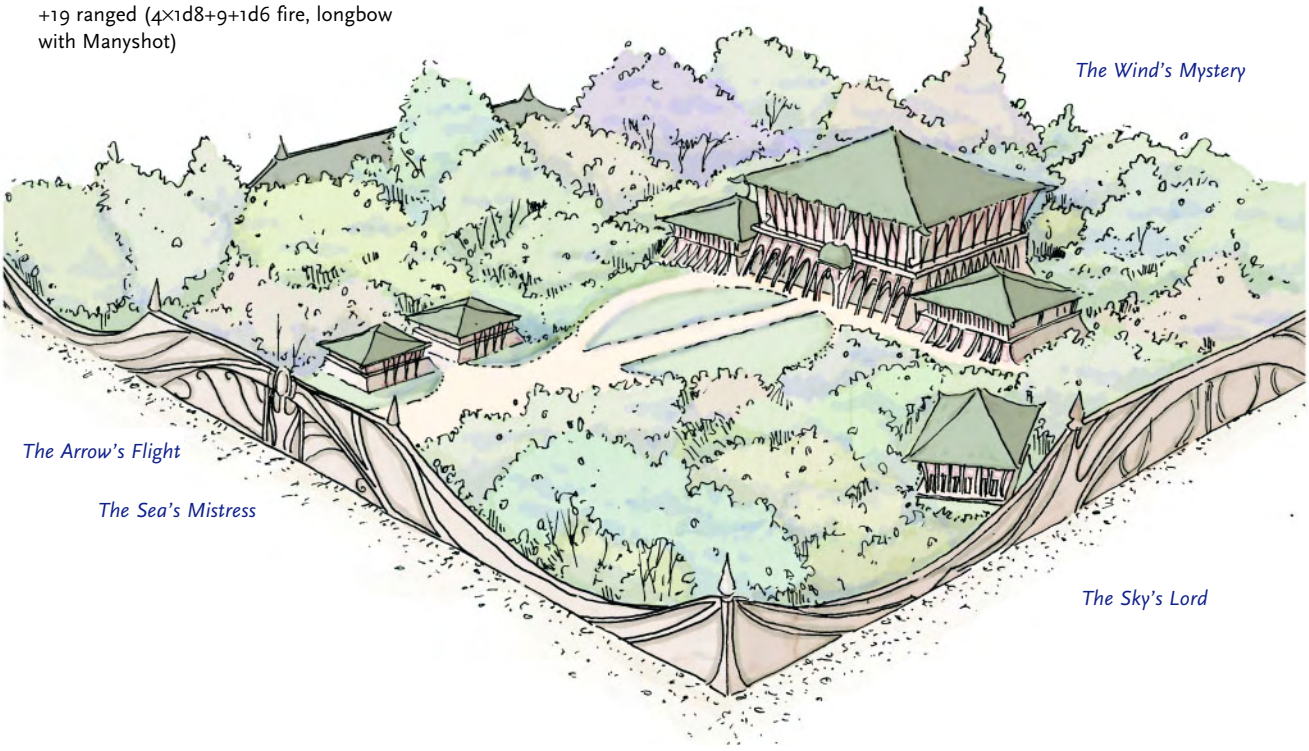
Nyphistree Silvertree
Female Shoal elf (Lawful Good)
Fighter6/sorcerer1/arcane archer10 **CR** 17
HD 6d10 + 1d4 + 10d8 **hp** 83
Init +5 **Speed** 30 feet
AC 22, touch 15, flat-footed 17
BAB/Grapple +16/+18
Attack +23 melee (1d6+4, rapier) or +27 ranged (1d8+9+1d6 fire, longbow) or +19 ranged (4×1d8+9+1d6 fire, longbow with Manyshot)
Full Attack +23/+18/+13/+8 melee (1d6+4, rapier) or +25/+25/+20/+15/+10 ranged (1d8+9+1d6 fire, longbow)
SA Enhance arrow +5, seeker arrow 1/day, phase arrow 1/day, hail of arrows (10 targets), death arrow
SQ Elven traits, low-light vision
Fort +10, **Ref** +14, **Will** +8
Str 14, **Dex** 20, **Con** 10, **Int** 12, **Wis** 12, **Cha** 18
Crucial Skills: Bluff +8, Climb +5, Hide +15, Intimidate +10, Listen +5, Move Silently +15, Search +3, Sense Motive +5, Spot +5.
Other Skills: Craft (bowmaking) +11, Handle Animal +10, Knowledge (arcana) +2, Swim +7, Use Rope +15.
Crucial Feats: Improved Precise Shot, Manyshot, Point Blank Shot, Precise Shot, Quick Draw, Rapid Shot.
Other Feats: Alertness, Weapon Finesse, Weapon Focus (longbow), Weapon Specialization (longbow).
Spells Known: 5/4; save DC 14 + spell level.
1st—*shield, true strike.*
0—*dancing lights, daze, open/close, touch of fatigue.*
Possessions: *+2 mithral chain shirt, +1 flaming composite longbow of distance and speed* (Strength+2), masterwork arrows (40), *arrow of death, +2 rapier, amulet of natural armor +1; potions of heroism, cure moderate wounds,* and *fly;* **ithildin** necklace worth 300 gp, 200 pp.

MAP PAGES 198–199

While Nyphistree's enhance arrow ability is figured into her attack bonuses, her Point Blank Shot bonuses are not.

Laerose Trueflight, page 364
Ithildin, page 46





Narred neighborhood, page 200



For more on Harrow elves, see page 52.

Caverns below Ptolus, page 447
Zaug, page 633

Unlike his more powerful friend Kragas, Ladris the centaur is not evil. Throughout their relationship, he always tried to counsel the barbarian away from darkness. He succeeded only occasionally, and it is a tribute to their friendship that Kragas never grew annoyed at his cohort's advice—because if he had, Ladris would certainly be dead.

LADRIS' FINE FOODS

Alder Street (#210, J6)
see map, page 199 455 gp

Deep in the heart of the aram neighborhood known as **Narred** lies Ladris' Fine Foods. Run by an older centaur named Ladris (male warrior12), the shop sells all sorts of foodstuffs: cornmeal, flour, vegetables, and a selection of meat and poultry—some fresh, but most dried or salted.

Despite the name, the shop is not known for its food's quality, but for its owner, its famous client, and the tales they tell. Years ago, Ladris was the cohort of the infamous **Harrow elf** barbarian Kragas the Bold. These two traveled the world in search of adventure but spent most of their time in the **caverns below Ptolus** fighting dark elves and **zaug**. In fact, Kragas wears a jerkin that has a zaug face fitted over the front and the back. The barbarian has long black hair and black eyes. His twisted Harrow features make him look as though he is always scowling (maybe he is). Nowadays, he can be found in a chair in Ladris' shop, leaning up against a corner and telling tales. Only some of them are true, and all of them are exaggerated.

The truth is, Kragas is a mean-spirited, bitter individual unable to find contentment in "retirement." He's taken up painting, but the things he paints most people find disturbing. Ladris tries to keep him out of trouble by encouraging him to hang around his shop, which he does most of the time, usually drawing in a few people to hear his stories. Still, if someone rubs Kragas the wrong way, the Harrow elf doesn't hesitate to take out his anger and frustration on him. In fact, some disappearances and unsolved murders in Narred are attributable to Kragas. Ladris' deepest nightmare is that some disreputable person talks his old boss into doing something really awful—which wouldn't be that hard to do with the bored, powerful barbarian.

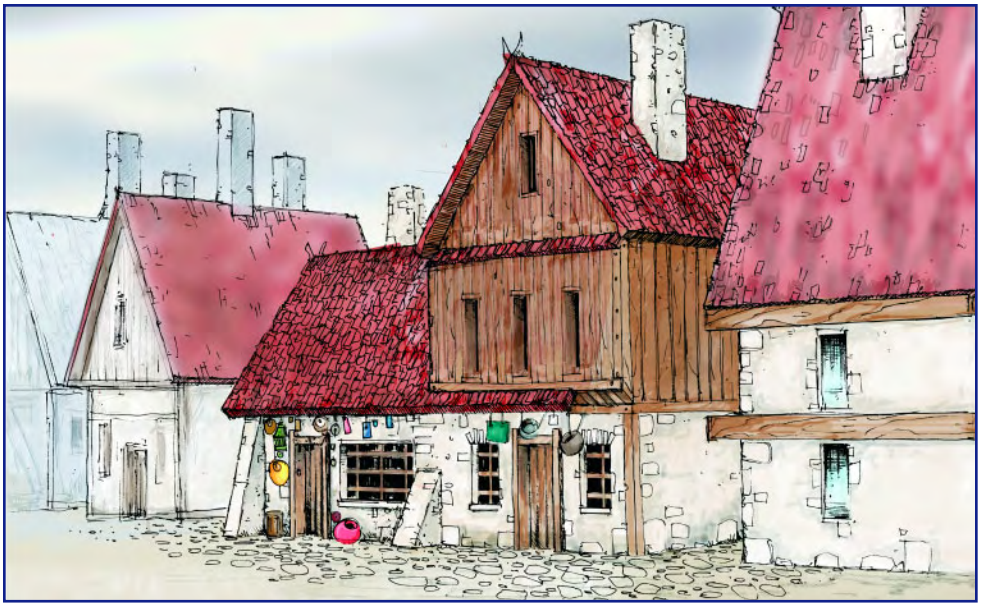
Kragas the Bold
Male Harrow elf (Neutral Evil)
Barbarian20 **CR** 21
HD 20d12+80 **hp** 217
Init +11 **Speed** 40 feet
AC 26, touch 20, flat-footed 26
BAB/Grapple +20/+24
Attack +29 melee (1d12+10. 19–20/×3, greataxe) or +28 ranged (1d6+5, javelin)
Full Attack +29/+24/+19/+14 melee (1d12+10. 19–20/×3, greataxe) or +28/+23/+18/+13 ranged (1d6+5, javelin)
SA Spell-like abilities, mighty rage 6/day
SQ DR 5/—, trap sense +6, indomitable will, improved uncanny dodge, low-light vision
Fort +16, **Ref** +13, **Will** +7
Str 19, **Dex** 24, **Con** 18, **Int** 9, **Wis** 12, **Cha** 11
Crucial Skills: Climb +7, Intimidate +15, Jump +24, Spot +3, Use Magic Device +2.
Other Skills: Craft (alchemy) +1, Craft (painting) +7, Perform (oratory) +8, Survival +8, Swim +7.
Crucial Feats: Blind-Fight, Combat Reflexes, Quick Draw, Track.
Other Feats: Improved Initiative, Leadership, Weapon Focus (greataxe).
Spell-Like Abilities: Caster level 20th. The save DCs are Charisma based.
1/day—*bull's strength, detect magic, ghost sound, mage hand, prestidigitation.*
Possessions: *+4 keen aberration-bane greataxe, +1 javelins* (4), *javelins of lightning* (2), *ring of protection +3, bracers of armor +4, amulet of natural armor +2, gloves of dexterity +4, stone of controlling earth elementals*, gold ring worth 100 gp, 34 gp.

MYRAETH'S ODDITIES

Delver's Square (#187, H6) varies;
see map, pages 20 and 198 150,000 gp

Myraeth Tuneweaver bills his shop as a place to buy and sell the strange trinkets and "oddities" found below the city, but in fact his shop is much more than that. It is, quite literally, *the* place for adventurers to sell what they recover on their





MAP PAGES 198–199

Due to his profession, Myraeth Tuneweaver knows virtually every adventurer in Ptolus. Should any danger ever befall the store or Myraeth himself, most of the city's powerful individuals would come immediately to his aid.

adventures below the streets. From brass candlesticks to gemstones to antique spoons, Myraeth will assess and buy virtually anything.

The important thing, however, is that Myraeth buys and sells magic items of all kinds. A visitor to Ptolus might find it odd that this is a unique aspect of his business—one might expect the city to have a dozen such shops. Nevertheless, with the exception of a **couple places that sell potions or scrolls**, Myraeth's is the only store of its kind. Why? Because the **Dreaming Apothecary**, with its connections to the **Inverted Pyramid**, has made it clear over the years that "bad luck" befalls anyone attempting to sell magic items in Ptolus. They make an exception for Myraeth because of some deal struck decades earlier, and because he only resells used items. Those wishing to buy new, custom-made items must go to the Dreaming Apothecary.

Myraeth's willingness to buy almost anything, and his ever-changing stock of magic items, makes his shop extremely popular with the local adventurer population. Many stop by every day just to see what he's gotten in. This is not only out of curiosity and idle window-shopping, but it also makes for an interesting gauge of how one's fellow adventurers are doing. Myraeth never discloses who is buying or selling what, so as not to reveal anyone's secrets; life could get dangerous for an adventurer if people knew she showed up often with hoards of gems, for example.

On a typical day, Myraeth's magic item stock might include the items in the list that follows on the next page. Use the list to judge what Myraeth might have in stock on a given day. His wares include mostly inexpensive, one-use items, or items without obvious value to everyone. Usually, he has at least one or two items of universal appeal, which sell quickly (ability score boosting items, wands of good attack or defense spells, *rings of protection*, and so on). Myraeth depends entirely on what people offer him for sale. His

A shop called "Potions and Elixirs" in the Undercity Market (see Chapter 20) and Midtown, as well as various temples (see Chapter 17), sell potions and/or scrolls without fear of reprisal from the Dreaming Apothecary (page 118).

Inverted Pyramid, page 115



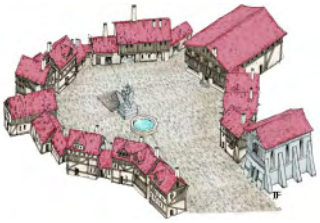


Some adventurers make it a weekly—or even daily—ritual to stop by Myraeth's and see what new items he has in stock, as his inventory changes quite frequently.

Vallis, page 47

Star Jewelers, page 191

Rastor's Weapons, page 218
Bull and Bear Armory, page 201



Myraeth's Oddities is one of the lynchpins of Delver's Square, with handy access to and from the Undercity.

Sisterhood of Silence, page 134
Goldshield, page 153

stock rarely includes curative potions, for example, because so few people are willing to sell them.

Myraeth's Typical Inventory
1 *potion of darkvision*
1 *potion of ghoul touch*
1 *potion of protection from energy* (sonic)
1 *potion of gaseous form*
1 scroll of *alter self*
1 scroll of *hero's feast*
1 scroll of *fire shield*
1 pinch of *dust of sneezing and choking*
1 *wand of levitate* (32 charges)
1 *immovable rod* (only works underwater, discounted to half price)
1 *ring of swimming*
2 pinches of ***Vallis dust***
2 *dull grey ioun stones*
3 various *feather tokens*
1 *sustaining spoon*
1 *horn of fog*
1 *figurine of wondrous power* (marble elephant)
1 set of *ring gates*
1 *belt of giant's strength +4*
Various pieces of nonmagical art, Undercity souvenirs, spell components, and bric-a-brac.

WHAT'S IN STOCK AT MYRAETH'S?

Another way to determine what Myraeth has in stock at any given time is to have a player character ask for a specific item. Assume that any given item has a flat 10 percent chance of being in stock, modified by the following:

- +5 percent if the item has only one use
- +5 percent if the item is not directly attack or defense related, a healing item, or otherwise in universal demand*
- –5 percent if the item's value exceeds 5,000 gp
- –5 percent if the item's value exceeds 20,000 gp
- –4 percent if the item's value exceeds 50,000 gp
- –1 percent if the item's value exceeds 100,000 gp

*DM's discretion; includes such powers as boosting ability scores, invisibility, and teleportation.

Use all modifiers that apply. Thus, a *gem of seeing* (75,000 gp) has a 1 percent chance of being in stock: 10 percent base chance, +5 percent for not being an attack or defense item, –5 percent for being over 5,000 gp, –5 percent for being over 20,000 gp, and –4 percent for being over 50,000 gp.

Myraeth knows what he's doing, and he's been doing it for years. He makes sure to keep various items used as spell components, like pearls worth 100 gp or 250 gp of diamond dust, always in stock. He knows a *ring of invisibility* will prove extremely popular and a *decanter of endless water* less so. Occasionally, he raises the price of a potentially popular item by 10 or 20 percent and discounts the price of a less popular item anywhere from 10 to 50 percent. Otherwise, use standard pricing.

If people ask Myraeth to look for a specific item, he will. Should that item ever come in, he will hold it for a few days before putting it on sale to the general public, in case the asker comes back looking for it again. The elf will even send a message to potential customers if he knows how to get ahold of them. It's that kind of personal service that has endeared Myraeth to the local adventurers, which is the key to his success.

Myraeth can always sell the gems and jewelry he buys to the dwarves of the **Star Jewelers** in the Guildsman District for a profit.

The only things Myraeth does not buy are weapons and armor. For these, he recommends **Rastor's Weapons** and **Bull and Bear Armor** across the square.

Security

Visitors to Myraeth's Oddities are often surprised to see an ogre standing in the middle of the aisles glaring at customers. This is Kird, Myraeth's bodyguard. Although neither Myraeth nor Kird will reveal the actual story (Kird talks to no one but Myraeth, without exception), most people believe the elf found the ogre dying in a bad part of town—some say the Warrens, some say Longbottom in Midtown—and nursed him back to health. Ever since, Kird has remained fiercely loyal to Myraeth.

In addition to Kird, however, Myraeth has worked out an extremely important secret deal with the **Sisterhood of Silence**. In exchange for his delivering to them a list of everything bought or sold in the shop, including the names and addresses of all buyers and sellers, they place a subtle but important extra watch around his store. In the three decades since he started the business, no one has ever successfully robbed him, and no one has ever caused him harm. (It is worth noting that, without any direct communication with Myraeth but understanding the importance of the shop, the **Goldshield** organization also gives Myraeth's Oddities special attention.)

Myraeth stores all the magical wares, as well as the most valuable nonmagical stock, in his vault. The vault in the back of Myraeth's shop is



renowned throughout the city as one of its most impregnable. It negates the magic of anything inside short of an artifact and remains immune to the effects of any outside magic short of a god's power, an artifact, or a *wish*. It has three combination locks (each one with Open Lock, DC 45) each set to release a *disintegrate* trap (Fortitude save, DC 20) upon anyone who attempts to open them without the proper combination. Plus, the door to the back room is locked (DC 30 to open) and the entrance into the back room is trapped with a special alarm that screams into the outer street "Thief inside!" over and over if an unwanted intruder crosses the threshold. While many thieves take all this as a challenge, most know that stealing from Myraeth would be extremely unpopular. The **Longfingers Guild**, for one, declares Myraeth's off-limits.

Myraeth does not live in the shop. Instead, he keeps a very nice home in the Rivergate district. Because of the slow but steady success of his business, he is a very wealthy man and ready to retire soon to finally enjoy his fortune. He has operated the store for thirty years and has worked there seven days a week, from open until close, for the last eight years without a break.

Myraeth Tuneweaver
Male Shoal elf (Neutral Good)
Diviner13 **CR** 13
HD 13d4+13 **hp** 47
Init +4 **Speed** 30 feet
AC 22, touch 18, flat-footed 18
BAB/Grapple +6/+7
Attack +8 melee (1d4+2, dagger) or +11 ranged (1d4+2, dagger)
Full Attack +8/+3 melee (1d4+2, dagger) or +11 ranged (1d4+2, dagger)
Fort +8, **Ref** +11, **Will** +13
Str 12, **Dex** 18, **Con** 12, **Int** 19, **Wis** 14, **Cha** 10
Languages: Common, Dwarvish, Elvish, Gnomish, Litorian.
Crucial Skills: Concentration +15, Listen +4, Search +6, Spot +4.
Other Skills: Appraise +15, Decipher Script +16, Knowledge (arcana) +20, Knowledge (local) +17, Knowledge (religion) +10, Profession (shopkeeper) +7, Spellcraft +19.
Crucial Feats: N/A
Other Feats: Craft Magic Arms and Armor, Craft Rod, Craft Staff, Craft Wand, Craft Wondrous Item, Forge Ring, Scribe Scroll, Skill Focus (Appraise).
Prohibited School: Necromancy.
Spells: 4+1/5+1/5+1/5+1/5+1/3+1/2+1/1+1; save DC 14 + spell level.
7th—*greater arcane sight, vision.*
6th—*analyze dweomer, greater dispel magic, legend lore.*

INFO CHECKS

Knowledge (local) or Gather Information can provide the following details about Myraeth's Oddities:

Myraeth's Oddities in Delver's Square buys and sells magic items (DC 12).

Myraeth does not make items to order (DC 15).

The Dreaming Apothecary would come down hard on Myraeth if he made items to order (DC 20).

Not only does Myraeth store his valuables in an extremely secure vault at night, but stealing from Myraeth would bring down the wrath of nearly every adventurer in the city upon the thief (DC 23).

Longfingers Guild, page 128

Although they sell illegal drugs, Jebathio and Geraeal, owners of the North Point Restaurant, do not take any kind of drugs themselves and always maintain the appearance of upstanding, well-to-do gnomish gentlemen.

Identify device, page 642

Sense spell, page 644

Thoughtstone, page 166

Fairbriar neighborhood, page 199

Cherubar, page 41



For more on nightsong *and other illegal drugs, see "Vices" on page 556.*



Urlenius, page 387

Dragon pistol, page 560

5th—*break enchantment, fabricate, prying eyes, sending.*
4th—*charm monster, dimension door, lesser globe of invulnerability, locate creature, scrying, stoneskin.*
3rd—*arcane sight, dispel magic, fly, illusory script, lightning bolt, protection from energy.*
2nd—*arcane lock, cat's grace, fox's cunning, knock, minor image, see invisibility.*
1st—*alarm, comprehend languages,* ***identify device****, magic missile, shield, unseen servant.*
0—*arcane mark, detect magic, mage hand, mending,* ***sense spell****.*
Possessions: *+1 dagger, ring of protection +4, bracers of armor +4, cloak of resistance +3, wand of identify* (45 charges), ***thoughtstone****;* scroll of *antimagic field, wall of force,* and *teleport; potion of cure serious wounds,* 345 gp.

NORTH POINT RESTAURANT

Sunrise Street (#174, G6) ★★
see map at right 12,500 gp

Located in the Fairbriar neighborhood, the North Point is a typical eatery serving mostly gnomish dishes. Their specialty is a potato-and-cabbage soup. Jebathio Spiritstar and Geraeal Glitterstone (see below) own the restaurant, but they actually sell much more than food here.

These two gnomes sell a drug called *nightsong*, a magical/alchemical substance derived from a rare plant found only in Cherubar. This substance changes ordinary people into powerful figures at night, able to ignore pain and perform amazing physical feats. While not addictive, the drug inflicts terrible damage on a user's body, burning him out and eventually opening him up to control by an otherwise bodiless evil fey spirit.

Nightsong is an illegal drug, so the gnomes stay watchful in their dealings. Both know that it has some terrible side effects, but only Jebathio understands the full extent of them: that *nightsong* can kill, permanently debilitate, or result in the possession of its users. He doesn't care, but he's not sure how Geraeal will react when he finds out. (Most likely, Geraeal will continue to sell it, but he could be convinced otherwise.)

They charge 800 gp for a dose of *nightsong*, which, considering the benefits, is cheap. For a first use, they'll charge only 400 gp. They do not tell anyone of the ill effects, but say only that it might cause a little dizziness or something similar.

If these gnomes run into trouble, such as a rival criminal group trying to steal or extort money from them, they will hire up to ten 2nd- and 3rd-level human warriors. They also have a friend named Teophia Jewelblade (female gnome wizard10) who might help them if they needed it.

Urlenius, the Star of Navashtrom, had a friend who died taking *nightsong* and would like to find the dealers of the drug and put them out of business—permanently.



Jebathio Spiritstar
Male gnome (Small), (Chaotic Evil)
Fighter5/rogue3 **CR** 8
HD 5d10+5 + 3d6+3 **hp** 44
Init +3 **Speed** 20 feet
AC 18, touch 14, flat-footed 15
BAB/Grapple +7/+4
Attack +10 melee (1d10+2, greatsword) or +12 ranged (1d12+1, dragon pistol)
Full Attack +10/+5 melee (1d10+2, greatsword) or +12/+7 ranged (1d12+1, dragon pistol)
SA Sneak attack +2d6
SQ Evasion, gnome traits, low-light vision, spell-like abilities, trap sense +1
Fort +6, **Ref** +7, **Will** +5
Str 13, **Dex** 16, **Con** 12, **Int** 13, **Wis** 16, **Cha** 12
Crucial Skills: Bluff +6, Hide +7, Intimidate +8, Listen +8, Move Silently +8, Sense Motive +6, Spot +3.
Other Skills: Craft (alchemy) +3, Open Lock +11, Profession (cook) +7, Ride +11, Swim +6.
Crucial Feats: Blind-Fight, Combat Expertise, Dodge, Rapid Reload (dragon pistol).
Other Feats: Exotic Weapon Proficiency (firearms), Nimble Fingers.
Spell-Like Abilities: Caster level 1st. The save DCs are Charisma based.
1/day—*dancing lights, ghost sound, prestidigitation, speak with animals* (burrowing mammals).
Possessions: Masterwork chain shirt, *+1 small greatsword*, masterwork **dragon pistol**, *+1 bullets* (10), *necklace of fireballs* (type V); *potions of invisibility, heroism,* and *barkskin +3*; thieves' tools, 9 gp.

Geraeal Glitterstone
Male gnome (Small), (Neutral Evil)
Fighter13 **CR** 13
HD 13d10+26 **hp** 122
Init +7 **Speed** 15 feet
AC 21, touch 14, flat-footed 18
BAB/Grapple +13/+10
Attack +18 melee (1d4+1, rapier) or +22 ranged (1d6+5+1d6 fire, 17–20/×2, light crossbow)
Full Attack +18/+13/+8 melee (1d4+1, rapier), or +20/+20/+15/+10 ranged (1d6+5+1d6 fire, 17–20/×2, light crossbow)
SQ Gnome traits, low-light vision, spell-like abilities
Fort +10, **Ref** +7, **Will** +6
Str 12, **Dex** 16, **Con** 14, **Int** 11, **Wis** 10, **Cha** 11
Crucial Skills: Bluff +4, Hide +4, Intimidate +12, Listen +2.
Other Skills: Craft (alchemy) +2, Handle Animal +9, Ride +6, Swim +0.
Crucial Feats: Point Blank Shot, Precise Shot, Rapid Reload (light crossbow), Rapid Shot.
Other Feats: Greater Weapon Focus (light crossbow), Improved Critical (light crossbow), Improved Initiative, Iron Will, Persuasive, Weapon Finesse, Weapon Focus (light crossbow), Weapon Specialization (light crossbow).
Spell-Like Abilities: Caster level 1st. The save DCs are Charisma based.
1/day—*dancing lights, ghost sound, prestidigitation, speak with animals* (burrowing mammals).
Possessions: +2 *breastplate,* +3 *light crossbow,* +1 *flaming bolts* (24), *screaming bolts* (3), masterwork bolts (12), masterwork small rapier, *ring of force shield; potions of cure moderate wounds, enlarge person,* and *fly;* 30 gp.

THE ONYX SPIDER

Tavern Row (#193, H7) ★
see map, below 10,000 gp

Notorious for its nefarious patrons, the Onyx Spider isn't a "rough" bar—it's a dangerous one. That is to say, it's not likely that a patron will find himself in the middle of a brawl there. But if he says the wrong thing to the wrong person, they'll be pulling his body out of the King's River, the poisoned dagger long gone from his back.

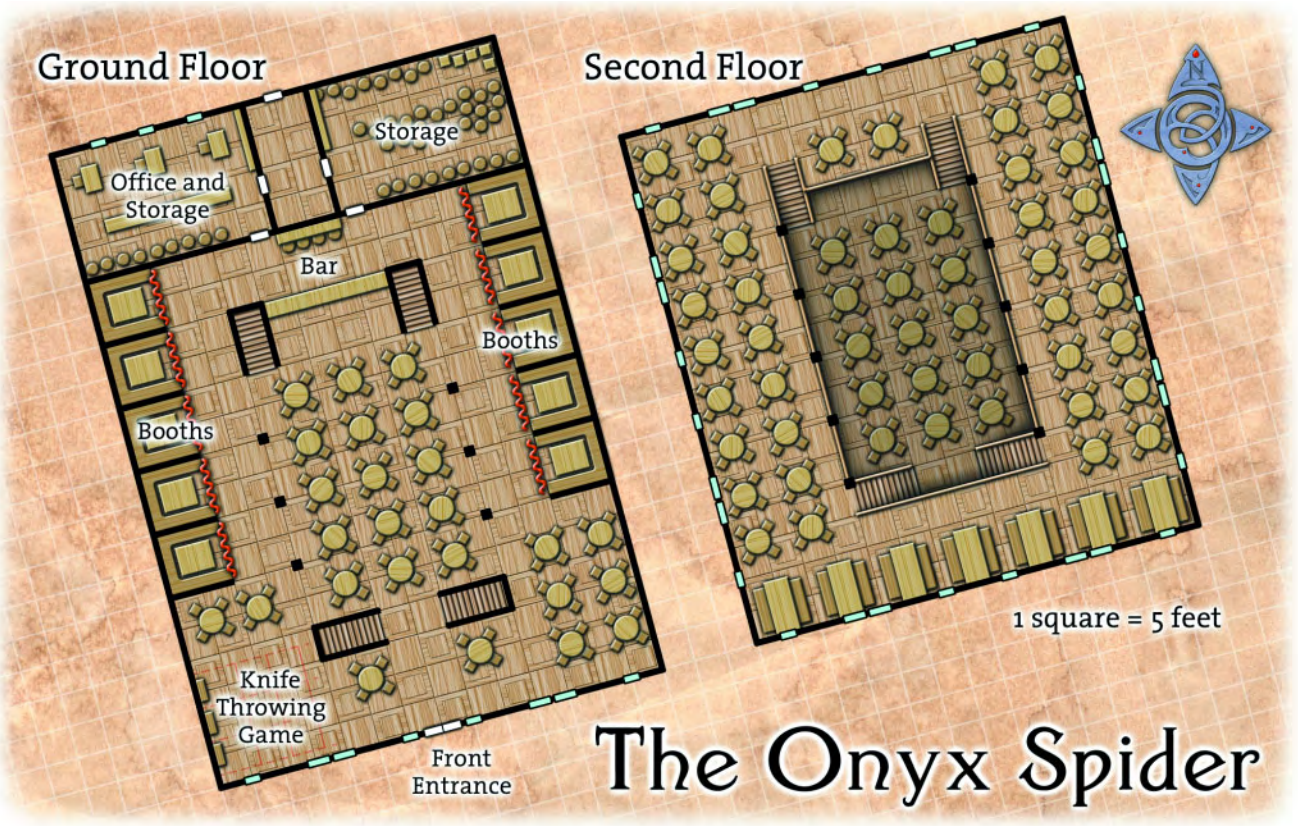
The Onyx Spider is owned by the Balacazar family through a number of intermediaries, and **Malkeen Balacazar** uses the establishment as his personal office and meeting room at least one night a week. He is always accompanied by his vampiric bodyguard, **Na'haras**. That means some of the vilest criminals and underworld personalities come through this tavern on a regular basis.

The tavern's ground floor is one large square room, with a wide balcony running all the way around on the second floor. Both the main floor and the balcony have tables, and along two walls on the main floor are built-in booths with curtains the occupants can draw for further privacy. The bar is in the back and usually manned by **Hennick** or Charan Fellashath (male and female human rogues4), a husband-and-wife team. They

MAP PAGES 198–199

Malkeen Balacazar, page 102
Na'haras, page 103

You can't imagine a more nondescript-looking fellow than Hennick Fellashath, with his sandy brown hair, flat face, and dull-eyed expression. His appearance is just a defense mechanism, however. He's found it best in all situations to remain unnoticed and try to give the impression of knowing nothing.



Barras Noven, a regular at the Onyx Spider, comes originally from a small town north of the city on the Whitewind Sea called Carper's Bay. He was run out of town for his misdeeds before he came to Ptolus.



also can deliver messages to anyone in the Balacazar organization, if need be (although if approached they deny it, of course).

In the middle of the main floor, a crystal sphere three feet across magically levitates ten feet off the ground. Embedded in it is a black onyx spider statuette. The original owner, long dead, reportedly brought the statue from **Uraq**, and now it remains as a curiosity. If stolen, it would be worth 8,000 gp—assuming the thief could find someone foolish enough to buy it.

A few **Fate Weaver** girls and boys work the room, earning coins however they can. Members of most other organizations give the place a pass, but some adventurers, not wanting to deal with the tumult of the Ghostly Minstrel, come here instead.

Imperial Eyes, page 153
Balacazars, page 100

Uraq, page 44



Fate Weavers, page 112

For example, a frequent patron at the Spider is **Barras Noven**, a male human mercenary with a wide black mustache and only a little hair on his head. Barras is tall and muscular with a humorous disposition. He doesn't make jokes, but he finds most things amusing, as if everything were part of a joke that only he was in on. Some people find his manner annoying or even insulting, but Barras is an extremely capable fighter, willing to take on almost any job if the price is right. (His starting price for a one-day job is 250 gp.) Barras is the cousin of Thurman Rees, proprietor of the **White House** in Oldtown.

Barras Noven
Male human (Lawful Evil)
Fighter8 **CR** 8
HD 8d10+32 **hp** 86
Init +1 **Speed** 20 feet
AC 20, touch 11, flat-footed 19
BAB/Grapple +8/+11
Attack +14 melee (1d8+6, trident) or +12 ranged (1d8+6, trident)
Full Attack +14/+9 melee (1d8+6, trident) or +12/+7 ranged (1d8+6, trident)
Fort +10, **Ref** +5, **Will** +2
Str 17, **Dex** 12, **Con** 18, **Int** 12, **Wis** 11, **Cha** 8
Crucial Skills: Intimidate +10, Jump +14, Spot +3.
Other Skills: Craft (weaponsmithing) +7, Ride +11.
Crucial Feats: Blind-Fight, Cleave, Power Attack, Track.
Other Feats: Endurance, Greater Weapon Focus (trident), Lightning Reflexes, Weapon Focus (trident), Weapon Specialization (trident).
Possessions: *+1 trident of returning, +1 breastplate, +1 heavy shield, potions of cure light wounds* (2), *potion of heroism*, 50 feet of rope, grappling hook, 13 gp.



Aggah-Shan, secret owner of the White House; see page 334.

Another frequent patron is Rajaz Nillotti, an Uraqi knife fighter. Rajaz spends most of his time at the Onyx Spider throwing knives at the target in the corner for money, competing against all takers. Rajaz has the typical swarthy complexion and dark hair of his countryfolk, but he dresses like a local and speaks with only a slight accent. Rajaz is more than what he appears, however—he is one of the **Imperial Eyes**, spying on everyone in the tavern, particularly the **Balacazars**, on behalf of the Commissar. So far, he has not been found out.

Rajaz Nillotti
Male human (Chaotic Good)
Fighter5/rogue4 **CR** 9
HD 5d10 + 4d6 **hp** 46
Init +8 **Speed** 30 feet
AC 20, touch 14, flat-footed 20
BAB/Grapple +8/+10
Attack +12 melee (1d4+5, dagger) or +14 ranged (1d4+5, dagger)
Full Attack +10/+5 melee (1d4+5, dagger) and +10/+5 melee (1d4+5, dagger), or +14/+9 ranged (1d4+5, dagger)
SA Sneak attack +2d6
SQ Evasion, trap sense +1, uncanny dodge
Fort +5, **Ref** +9, **Will** +4
Str 15, **Dex** 18, **Con** 11, **Int** 11, **Wis** 15, **Cha** 12
Crucial Skills: Climb +10, Disable Device +6, Hide +5, Intimidate +10, Jump +9, Listen +9, Move Silently +5.
Other Skills: Disguise +7, Forgery +6, Open Lock +9, Ride +8.
Crucial Feats: Dodge, Quick Draw.
Other Feats: Improved Initiative, Improved Two-Weapon Fighting, Two-Weapon Defense, Two-Weapon Fighting, Weapon Focus (dagger), Weapon Specialization (dagger).
Possessions: *+3 studded leather armor, +1 daggers* (2), *potion of invisibility, elixir of sneaking*, 50 feet of silk rope, masterwork thieves' tools, 25 gp.

A DOZEN RULES OF TAVERN ETIQUETTE

The player characters are likely to spend a lot of their time in Ptolus in taverns, restaurants, and such places. While all these establishments are different, and activities within them vary greatly depending on the quality of the place and its clientele, one can assume that a few general rules usually apply. Many of these guidelines carry over to situations outside a tavern, as well.

1. Forms of Address: One should address a stranger as "sir" (or "sire") or "miss" (or "ma'am). Most people consider it offensive to address others by their race; saying, "Hey, human," or "Whatcha got there, elf?" is rude. Addressing others by their profession is fine, but incorrectly assessing a stranger's vocation can lead to trouble. Thankfully, most members of the various guilds in the city wear symbols. If you are familiar with some of these (a Knowledge [local] check, DC 13, usually does the trick), you can address someone as "smith," "tanner," "mage," or so on with accuracy.



2. Prices. Haggling is expected in the North Market and acceptable in the South Market, but not in taverns or restaurants. Pay the price they ask if you want to drink or eat.

3. Tankard Protocol. Turning one's empty mug upside down on the bar or even a table means, "I am tougher than anyone in this room." This is how fights get started.

4. Bar Fights. Fighting is discouraged in most taverns, simply because of the damage it causes to furnishings and the disruption it causes to business. Most taverns have a back alley or similar unofficially designated place to which a bartender or server will encourage those about to fight to adjourn. "Take it out behind the privy," they might say.

5. Don't Insult the Food. Insulting the fare of an establishment is taken as an insult not only to the proprietor but to all the other patrons as well.

6. Tipping. Gratuities are expected in all taverns and restaurants. Overtipping a server, however, can be taken as an insult to the server or even the other patrons (if they are aware of it). It can also cause jealousies among the employees.

7. Drinking. There are no laws against public drunkenness in Ptolus. There are no limits on how much one might imbibe and no concept of liability if a drunk patron commits a crime after being served in a given tavern. However, the City Watch knows very well that inebriated people cause trouble, so they patrol areas around taverns closely, particularly as the night wanes and drunk patrons stagger home.

8. Drugs and Smuggling. While many substances—like most alcoholic beverages, for example—are perfectly legal in Ptolus, some dangerous or mind-altering substances are controlled. A wizard on hallucinogenic drugs can become a danger to the entire city, and highly addictive and/or deadly substances do not serve the common good. And then, of course, there is the subject of taxes. Since alcohol is heavily taxed, some criminals attempt to smuggle it into the city and sell it to disreputable taverns for a larger profit. This is referred to as "thieves' kick."

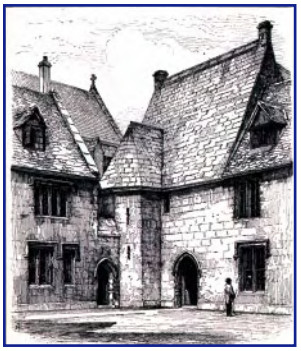
9. Games of Chance. Gambling itself is not illegal. However, heavy taxes on gambling earnings mean that most people wanting to play games of chance do so on the sly. This is why many of the city's gambling dens are secretive, and most tavern games have very small stakes or involve non-monetary wagers.

10. Brothels. Prostitution, likewise, is not illegal, but most street prostitutes want to avoid paying taxes. There are a number of legal brothels in the city; the owners pay their taxes and are treated mostly like any other merchants.

11. Spells in Bars. Spellcasting is often prohibited in taverns. In virtually all of them (save perhaps Danbury's; see page 202), anything more powerful than a *prestidigitation* cantrip or a spell cast by a bard entertainer to improve her performance is considered impolite and ostentatious at best, and offensive or insidious at worst. A divinatory spell cast among strangers is a quick way to start a fight—and leery tavern patrons often assume that a spell without a visible effect must be a privacy-invading divinatory spell.

12. Politics and Religion. Among friends, religion is not a forbidden subject, but it can be a touchy thing to bring up with strangers. Politics, on the other hand, is not a topic people avoid, since there are not a variety of opinions to be held on the subject. One can safely assume that most patrons hold the contradictory beliefs that those in power should remain in power, but that they are corrupt and incompetent. People talk about the latest dishonest, self-serving decision made by the so-called "Council of Coin," but they never suggest ousting the council or replacing members—there is no system in place to do either, and there never has been.





Winnie Potter has long, thin blond hair and is very skinny. Almost every day, she wears an ankle-length and weatherbeaten purple coat—even during the warm days of summer. At times her guests hear her talking to herself, but she is always friendly to those who stay at the inn.

POTTER'S

Delver's Square (#187, H6) ★
see map, pages 20 and 198 20 gp

You get what you pay for. Winistar (Winnie) Potter (female human commoner4) is the proprietor of this low-rent hostel, catering mostly to down-on-their-luck adventurers and up-and-coming-wannabes who have spent what little money they had on equipment. Winnie inherited the place from her father, Delbart, about fourteen years ago. In days long past, Potter's was much more upscale, but time has taken its toll, and adventurers are hard on a place. Winnie herself is only in her mid-thirties, but she appears much older and always tired.

Encounter: Player characters sleeping at Potter's one night share the common room with an adventurer who has the Shakes (see Chapter 8: Glossary of the DMG). They all must make Fortitude saves (DC 13) or contract it themselves.

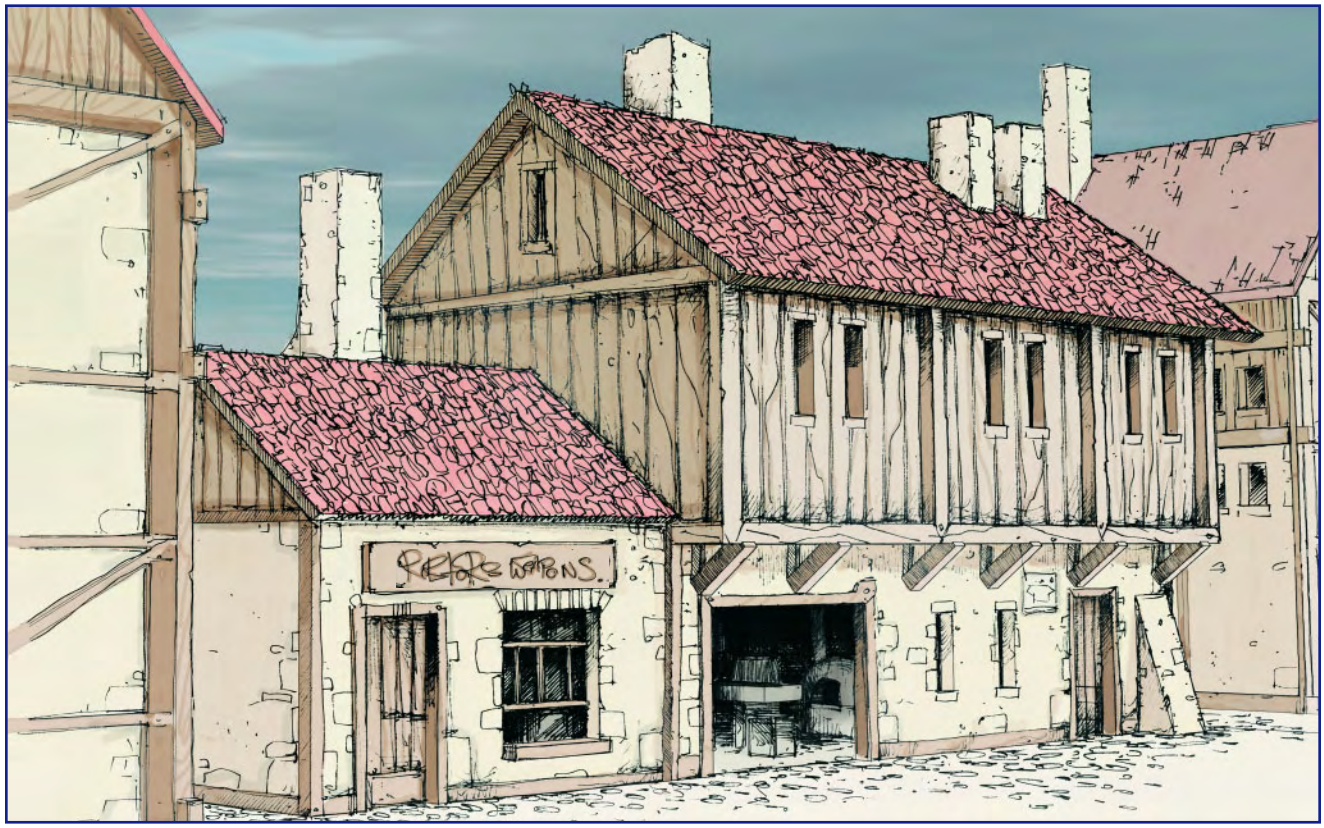
RASTOR'S WEAPONS

Delver's Square (#187, H6) varies;
see map, pages 20 and 198 75,000 gp

Rastor is a massive litorian with beads tied into his mane. He is well known in the district for his impeccable honor and incredible dignity, as well as his great skill with weapons. Having worked with them for years, Rastor can look at any armament, heft it, swing it a few times, and tell its exact enhancement bonus without need of an *identify* spell. He can even sense whether there's something else going on with a weapon (a special ability like *holy* or *dancing*), and can identify a few of those by examination as well: *brilliant energy, flaming, frost, ghost touch, keen, shock*, or *vorpal*. He gives customers his assessment of a weapon for no charge. If he cannot identify a weapon, he recommends the customer to Myraeth's Oddities across the square for an *identify* spell.

Since he buys arms of all kinds, Rastor has a number of masterwork weapons and almost always has some magic weapons for sale. While used, they are always in good condition (if they are not, he offers a discount). Rastor does not make weapons, he only buys and sells used ones.

Rastor
Male litorian (Chaotic Good)
Fighter9/expert1 **CR** 9
HD 9d10+27 + 1d6+3 **hp** 82
Init +7 **Speed** 30 feet
AC 18, touch 13, flat-footed 15
BAB/Grapple +9/+11
Attack +15 melee (2d6+8, 17–20/×2, greatsword) or +13 ranged (1d6+2, javelin)
Full Attack +15/+10 melee (2d6+8, 17–20/×2, greatsword) or +13/+8 ranged (1d6+2, javelin)
SQ Low-light vision, scent





Fort +9, **Ref** +6, **Will** +7
Str 14, **Dex** 16, **Con** 16, **Int** 11, **Wis** 10, **Cha** 13
Crucial Skills: Intimidate +3, Listen +2, Spot +2.
Other Skills: Appraise +7, Craft (weaponsmith) +11, Diplomacy +6, Knowledge (arcana) +3, Profession (shopkeeper) +9.
Crucial Feats: Cleave, Combat Reflexes, Power Attack, Quick Draw.
Other Feats: Alertness, Improved Initiative, Iron Will, Weapon Focus (greatsword), Weapon Specialization (greatsword).
Possessions: *+3 keen greatsword*, masterwork javelins (3), *+2 studded leather armor, potions of heroism and cure moderate wounds*, 256 gp.

ROW BATHHOUSE

Tavern Row (#191, H7)
see map, page 198 150 gp

The proprietors, Eltan and Derron Polon (male and female human commoners2), charge 8 cp for a simple bath at the Row Bathhouse. They offer many other services as well, including laundry (2 cp to clean one outfit), clothes mending (3 cp per article), delousing (2 cp), haircuts (1 sp), and shaves (6 cp). As interest in Dungeon exploration increases, so does business at the Bathhouse.

SACHES

Yeoman Street (#196, H7)
see map, page 198 200 gp

This women's clothing store has a staff of three clerks and two seamstresses. It sells simple, sensible clothing for practical, middle-class women. This includes mostly dresses, smocks, blouses, pants, jackets, and wraps.

Marta Thone (female human expert1/rogue2) works here as a seamstress. She's middle aged and tough, with medium-length black hair streaked with grey. Marta and her husband were delvers a few years ago, but he died and she retired. She has various bills posted about Midtown offering their equipment for sale at half the normal price. She doesn't have much left, but what she does have, she keeps in a crate at the store.

ST. GUSTAV'S CHAPEL

Center Street (#195, H6) see map, next page
8,500 gp

One of two churches of Lothian in Midtown, St. Gustav's is a small chapel devoted to Lothian run by Brother Fabitor Thisk. St. Gustav's seems dingy and run down compared to other temples in the city, particularly Lothian's. It's hearsay, but the common wisdom is that St. Gustav's exists to give adventurers a place to go so they don't come to St. Valien's Cathedral. The non-adventuring populace likes it that way, particularly the nobles and wealthy citizens who contribute heavily to the St. Valien's coffers.

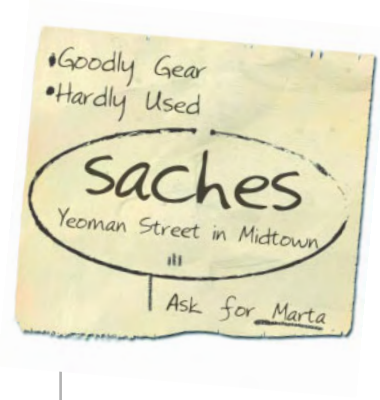
Brother Fabitor is earnest and well meaning. Moreover, he is extremely sincere in his beliefs and his desire to help those in need. He stands just under six feet tall and has long brown hair that he keeps pulled back away from his face most of the time. Like the chapel, Fabitor is usually at least a little disheveled. Keeping up the busy chapel virtually by himself proves a daunting task.

St. Gustav's contributes to the overall Church's coffers through the sale of curative potions and by providing services such as restorations, disease removal, neutralizing of poison, and other healing. Brother Fabitor does all the spellcasting himself. A few sisters from the Order of Dayra help during worship services, but frankly those enjoy only a light attendance.

Unscrupulous adventurers have, in the past, taken advantage of Fabitor's good nature. He's learned from these mistakes and now won't grant any spells or items without the proper donation first, no matter how good the cause. He offers counseling and prayer intercession on a supplicant's behalf for nothing, however.

Cailan Narrowsigh, an older female gnome (commoner3), comes to St. Gustav's with great

MAP PAGES 198–199



For an adventure hook involving St. Gustav's, see page 198. Brother Fabitor is also an NPC in the adventures in Chapter 33.

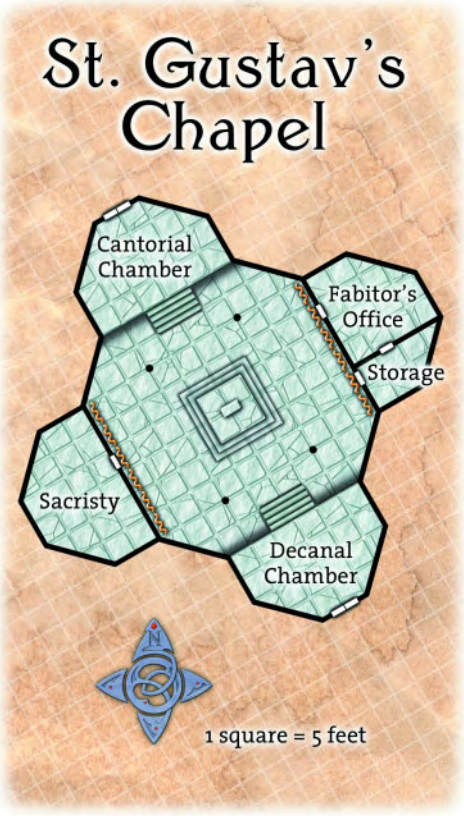


St. Valien's Cathedral, page 376

Order of Dayra, page 67

Eltan and Derron Polon, owners of the Row Bathhouse, are always running to and fro, making sure their customers are well cared for, doing laundry, and handling other tasks. They always look exhausted.

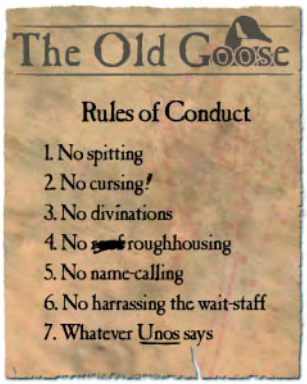
Brother Fabitor of St. Gustav's Chapel is always extremely busy. Those who visit the chapel, whether it be for potions, healing, or religious matters usually find someone there ahead of them, requiring them to wait.



regularity. While Lothian is not popular among the gnomes, Cailan is a devout follower. She comes the chapel to pray at least once a day and may try to befriend anyone she sees come into St. Gustav's more than once. Smart visitors will indeed become her friend. Although she doesn't look it, she's incredibly wealthy and is more than willing to donate to a good cause, in particular down-and-out Lothianites.

Brother Fabitor Thisk
Male human (Lawful Good)
Cleric7 (Lothian) **CR** 7
HD 7d8+7 **hp** 44
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +5/+5
Attack/Full Attack +8 ranged (1d8, light crossbow)
Fort +6, **Ref** +4, **Will** +8
Str 11, **Dex** 15, **Con** 13, **Int** 13, **Wis** 16, **Cha** 14
Crucial Skills: Concentration +9.
Other Skills: Craft (carpentry) +5, Diplomacy +12, Heal +18, Knowledge (religion) +7.
Crucial Feats: Dodge.
Other Feats: Brew Potion, Scribe Scroll, Skill Focus (Heal).
Domains: Good, Law.
Spells: 6/5+1/4+1/3+1/1+1; save DC 13 + spell level.
4th—*neutralize poison, order's wrath.*
3rd—*create food and water, magic circle against evil, magic vestment, remove blindness/deafness.*
2nd—*aid, augury, calm emotions, enthrall, lesser restoration.*
1st—*bless, bless water, deathwatch, endure elements, protection from evil, sanctuary.*
0—*detect magic, detect poison, guidance, mending* (2), *resistance.*
Possessions: Masterwork light crossbow, bolts (12), *wand of cure moderate wounds* (48 charges); scroll of *restoration, remove curse* and *zone of truth;* flasks of holy water (3), holy symbol, healer's kit, 17 gp.

Golathan Naddershrike, page 346



The Old Goose (page 221) is a quiet local pub where most of the clientele knows each other.

TERREK NAL'S HOUSE

Park Row (#221, K6); see map, page 199
950 gp

Terrek Nal's House is a simple, two-story abode indistinguishable from those around it and others found throughout the city.

Terrek was a student of **Golathan Naddershrike**, a human wizard living in the Rivergate District. Golathan fell into a deep despair after his wife's death, and unfortunately took out his rage on his disciple. After months of abuse, Terrek accidentally disrupted one of Golathan's alchemical experiments. In a fit of anger, the wizard cast a curse on him, transforming Terrek into a not-quite-human creature. With anger and resentment equal to that of his cruel master, Terrek slew Golathan.

After committing his crime, Terrek came to the Nal family home, which was left to him after his parents died and his sister married and moved to the country. Here he hides, gripped in fear and despair at what he did and what he has become.

Today, the left half of Terrek's body appears fairly normal. The flesh on the other half, however, seems to have half-melted off his skull and bones, then frozen in that position. The right half of his body is glaring red and pink, slick with pus and strange excretions. Terrek emits a foul stench too powerful to cover with perfumes, but heavy clothing, gloves, and a hooded cloak can disguise his horrible appearance. The greatest change, however, is not physical. Terrek now gains sustenance from fear rather than food and drink. He can just barely survive on his own fear, but the hungers that drive him sometimes force him to leave his home under cover of night to stalk the less savory parts of the city and find those susceptible to strong terror. If that doesn't work, he won't hesitate to terrorize a lone individual in order to feed on the fear.

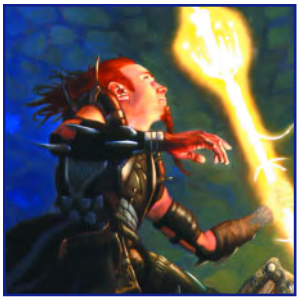
Scenario: Rumors circulate throughout Midtown that some foul subhuman creature stalks the streets and alleyways at night. A wealthy businessman who was attacked three nights ago has put a bounty of 500 gp on the creature's head, describing his assailant as a "twisted man-thing with melted flesh." Player

OTHER LOCALES

Although this is not a complete listing of all this district's locales by any means, the following locations can be inserted into the Ptolus Campaign as needed when using Midtown.

Other Locales in Midtown

Name	Type	Location	Proprietor	Staff	Notes
Albester's Breads		South River Road (#197, I6)	Roman Albester (male human expert4)	2	—
Ammel's		Ash Street (#200, I7)	Amel Dar (male human rogue7)	0	General store (secretly a fence for stolen goods)
Bookbindery		Malav Street (#209, J6)	Firath Cleyes (male human expert3)	1	Prints and binds books
Cal's Construction		Rachen Street (#202, H7)	Artor Brinorin (male human rogue6/assassin3)	8	Front for a Vai cell
Courier Office		Center Street (#198, H6)	Nordith Furl (female human expert7/rogue1)	8	Produces and distributes broadsheet
Daykeeper's Chapel		Solemn Street (#216, L5)	Sister Arsagra Callinthan (female human cleric8)	2	Temple of Lothian
Deymid's Body Art		Bridge Street (#217, L5)	Deymid Friar (male human expert3)	0	Tattoo parlor
Effahlia's Meatpies	★★★	Center Street (#213, K5)	Effahlia Hortenburg (female human commoner6)	2	—
"Empty" House		Marlite Street (#211, J7)	Duce Tallary (male human warrior6)	7	Balacazar hideout
Exotic Stables		Sunrise Street (#176, G5)	Nuella Farreach (female elf druid4)	3	Stables for exotic beasts and animal companions
Full Larder	★★	Malav Street (#203, I5)	Blathin Skitcher (male human expert1/fighter4)	5	—
Ged's Cabinets		Mona Lane (#207, J5)	Ged Morrowlost (male halfling rogue9)	6	Front for a secret guide service
Godam Martinelli		Farther Street (#171, G6)	Godam Martinelli (male human expert6)	0	Dreamspeaker
Good Eats	★★	Fairbriar Street (#183, G6)	Frenkel Path (male gnome commoner5)	6	Specializes in gnome and halfling cuisine
Hell's Door		Tavern Row (#192, H7)	Staun Merris (male human rogue6)	11	Gambling den
Kerrik's	★	Old Mare Street (#201, I7)	Kerrik Tanner (male human rogue4)	3	Contact point for the Vai and prospective clients
Larkspur Boarding House	★★	Center Street (#214, K5)	Geordi Halfgallon (male halfling commoner4)	3	—
Lomwell's Office		Vadarast Street (#215, K5)	Piruss Lomwell (male human rogue4)	4	Bookie's office
Marial Tabbott		Sailors' Run (#218, L5)	Marial Tabbott (female human expert6)	1	Architect
Midtown Dance Hall	★★	Tavern Row (#177, G6)	Feston Barrow (male human commoner3)	3	—
Norber's House		Frost Street (#180, G6)	Ginith Norber (female gnome sorcerer7)	4	Front for a Sorn cell
Nubble's Music		Bell Street (#188, G6)	Nills Nubble (male gnome expert5)	2	Sells high-quality musical instruments
Old Goose	★★	Tavern Row (#175, G6)	Unos (male centaur warrior3)	2	—
Old Lady Coss'		Turnback Street (#182, G6)	Coss Nallisir (female tiefling rogue3)	16	Legal brothel
The Open Kitchen	★★	Fallow Street (#168, F6)	Salicha Watt (female human commoner3)	5	—
Passeon's Meats		Blue Street (#167, F5)	Passeon Naurill (male human commoner7)	0	Butcher
Potions and Elixirs		Iron Street (#223, K7)	Buele Nox (male half-elf sorcerer4)	4	Stock as on page 426
Qualin's Books		Birch Street (#206, J6)	Qualin Atero (male halfling rogue4)	1	—
Rat's Nest	★	Tavern Row (#185, G6)	Caudil Thinflame (male halfling commoner2)	1	—
Sadie's Rest		Foundling Street (#169, F6)	Bron Higger (male human commoner2)	1	Memorial park
Sallin's Bakery		Dionys Street (#194, H5)	Ulana Erosa (female human commoner4)	0	—
Shadow Sendings		Firestone Street (#208, J6)	Rondella Loyath (female human wizard9)	7	See page 164
Shar's Music		Frost Street (#179, G6)	Shar Unlastia (female halfling bard4)	3	Fine musical instruments
Tenpin Children's Home		Hawk's Run (#222, L6)	Luana Dremain (female half-elf cleric2)	6	Orphanage
Tillie's Furnishings		Fairbriar Street (#178, G6)	Tillie Milkwood (female halfling expert3)	4	"Small" furniture shop
Trumnaught's Academy		Turnback Street (#181, G6)	Lancil Vestman (male halfling expert8)	12	Respected school
Vaetrus' Wood		Naimal Lane (#172, F5)	Vaetrus Stardream (male elf expert5)	0	—
Wilian's Keys		Jawline Walk (#212, J5)	Wilian Barrow (male human expert5)	0	Locksmith
Yammer's Boots		Birch Street (#205, I6)	Delphinius "Yammer" Whestal (male human expert1)	0	Cobbler



characters using spells or old-fashioned investigative techniques eventually can find Terrek, but how they deal with him—as a predatory street-stalker or a cursed victim of his own hungers—is up to them.

Terrek Nal
Male aberration (augmented human), (Neutral Evil)
Wizard4 **CR** 7
HD 4d8+32 **hp** 54
Init +2 **Speed** 30 feet
AC 21, touch 12, flat-footed 19
BAB/Grapple +3/+8
Attack/Full Attack +8 melee (1d6+5, claw)
SA Fear
SQ Darkvision 60 feet, fear feeding (see page 221)
Fort +9, **Ref** +3, **Will** +7
Str 21, **Dex** 14, **Con** 27, **Int** 18, **Wis** 16, **Cha** 8
Crucial Skills: Hide +3, Listen +3, Move Silently +3, Spot +3.
Other Skills: Craft (alchemy) +10, Disguise +5, Knowledge (arcana) +10, Knowledge (geography) +11, Knowledge (local) +11, Knowledge (religion) +5, Spellcraft +10.
Crucial Feats: Combat Casting, Dodge.
Other Feats: Scribe Scroll, Skill Focus (disguise).
Spells: 4/4/3; save DC 14 + spell level.
2nd—*Mel's acid arrow* (2), *scare*.
1st—*burning hands, charm person, comprehend languages, magic missile.*
0—*daze, mage hand, ray of frost, read magic.*
Spellbook
2nd—*Hypnotic pattern, knock, Mel's acid arrow, scare, summon monster II.*
1st—*burning hands, cause fear, charm person, comprehend languages, hold portal, magic missile, Ten's floating disk.*
0—*acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue.*

Possessions: *Wand of invisibility* (43 charges); scroll of *Mel's acid arrow, scare,* and *cause fear;* disguise kit, gold ring worth 50 gp, spellbook.

MISCELLANEOUS MIDTOWN NPCS

Midtown is certainly where some of the city's most interesting residents spend their time. Here are a few that are usually not tied down to a single locale.

SHEVA CALLISTER

A frequent bar patron in Delver's Square, Sheva is one of the city's best-known delvers. Living off the treasure she gained in her career, Sheva is now retired. Nevertheless, she knows a lot of information about the Undercity and **Dungeon** and shares it freely. For example, if someone erroneously refers to all the tunnels beneath the city as "Dwarvenhearth," she's quick to correct them, explaining that **Dwarvenhearth** itself is still sealed and thus unexplored. Sheva is a member of the **Delver's Guild** and highly recommends membership to all new adventurers. According to Sheva, most of the people who speak about the areas beneath the city simply do not know what they are talking about.

Sheva is well known for having found the *Crown of Ki-Lias*, an artifact of the **Elder Titans**. She sold it to a wizard in the **Inverted Pyramid**. What is less known is that Sheva also found a powerful but evil sword: a ***hungersword*** with additional potent enhancements. Once she realized what the sword was, Sheva paid the **Dreaming Apothecary** well to permanently hide the sword from divinations seeking *hungerswords*.

Having now retired at the age of thirty-one, she has also sold her armor and most of her other gear.

Sheva's closest friend is a ghost named Parnell Alster (male human ghost wizard9). Parnell was a companion of hers when she was an adventurer,

Dungeon, page 415
Dwarvenhearth, page 460
Delver's Guild, page 108
Elder Titans, page 77
Inverted Pyramid, page 115
Hungerswords, page 98
Dreaming Apothecary, page 118

A typical evening in the taproom of the Ghostly Minstrel in Delver's Square.





and the two underwent many missions together. Parnell died while they fought a dragon to gain the *Crown of Ki-Lias* and, due to a strange magical property of the crown, he could not be raised. Nor, however, could he proceed to the afterlife. He remains as a ghost and, thanks to a strange tobacco called ghostweed that he smokes from time to time, he can interact with Sheva and even occasionally still go on missions with her (although she is retired… really). Parnell had just joined the **Inverted Pyramid** when he died, and still considers himself a member. What the Inverted Pyramid thinks is another issue.

Campaign Use: Sheva could easily become a source of advice and information or even a kind of mentor for low-level player characters. While brusque and somewhat condescending (often telling younger, inexperienced adventurers to go get a real job rather than getting killed under the city), she does care enough about others to warn them of dangers. Her attitude is, "If you're going down there, you might as well do it right."

Sheva Callister
Female human (Neutral)
Fighter12 **CR** 12
HD 12d10+12 **hp** 81
Init +2 **Speed** 30 feet
AC 16, touch 14, flat-footed 14
BAB/Grapple +12/+16
Attack +23 melee (2d6+13 +2d6 unholy, greatsword)
Full Attack +23/+18/+13 melee (2d6+13 +2d6 unholy, greatsword)
Fort +9, **Ref** +8, **Will** +10
Str 19, **Dex** 15, **Con** 13, **Int** 13, **Wis** 18, **Cha** 13
Crucial Skills: Hide +2, Intimidate +16, Jump +17, Listen +6, Move Silently +3, Search +6, Spot +6.
Other Skills: Craft (woodworking) +2, Knowledge (dungeoneering) +16*, Ride +8.
Crucial Feats: Blind-Fight, Combat Expertise, Combat Reflexes, Dodge, Mobility, Power Attack.
Other Feats: Alertness, Greater Weapon Focus (greatsword), Iron Will, Lightning Reflexes, Skill Focus (Knowledge [dungeoneering]), Weapon Focus (greatsword), Weapon Specialization (greatsword).
Possessions: ***"Sheva's" sword***, *ring of protection +2, amulet of natural armor +2,* letter of credit from House Khatru for 3,000 gp, 980 gp.
* Sheva enjoys a +5 competence bonus on Knowledge (dungeoneering) checks due to her experience and devotion to study.



MAP PAGES 198–199

Inverted Pyramid, page 115

Read one of Sheva's adventures in the Ptolus: City by the Spire *comic book. Issue 1 is on the CD-Rom in the back of the book.*

"Sheva's" Sword
This blade is a +5 unholy defender greatsword. *It adds a +4 enhancement bonus to the wielder's Strength and it allows her access to* haste *(self only) as a spell-like ability 1/day. Plus, it has all the powers of a* hunger-sword*: made of black adamantine, its every strike inflicts one negative level if the victim fails a Fortitude saving throw (DC 22). When a negative level is inflicted, the wielder gains 5 temporary hit points, to a maximum of 50 hit points in a given day, at which time the sword inflicts no more negative levels. The hit points last no more than twenty-four hours.*

Cardalian in the Dark Reliquary, page 257
Lilith, page 111
The Forsaken, page 112
Surmoil Rallekred, page 244

CARDALIAN

The halfling known as Cardalian is not at all what she appears to be—she is, in fact, a special magical duplicate of a street thief who had the misfortune to be in the wrong place at the wrong time. Created in the **Dark Reliquary** by the demon **Lilith** and a **Forsaken** sorcerer named **Surmoil Rallekred**, the duplicate was sent out to spy for its masters while the actual Cardalian remains held in the dungeons there.

This magical duplicate functions as Cardalian in every way with the following exceptions:

1. She is under the complete control of Lilith, as if *dominated* by her.
2. Any damage, including ability score damage, suffered by the duplicate actually affects the real Cardalian instead. When the duplicate is on missions, frequently someone is on hand in the Dark Reliquary dungeons to heal the real Cardalian of her wounds. If the real Cardalian dies, the duplicate fades away (but her equipment does not).
3. Any enchantment, transmutation, divination, or other effect cast upon the duplicate affects Cardalian instead. Thus, if *power word stun*, *baleful polymorph*, or *enervation* is cast upon the duplicate, the real halfling must roll to save. If someone casts *detect thoughts* on the duplicate, they get the thoughts of the captive Cardalian, and a *discern location* reveals that she is within the Dark Reliquary in the Necropolis, not in Midtown. The only magic that can affect the duplicate requires an outside force or substance. Thus, while *hold person* cannot affect the duplicate, an *entangle* spell could.
4. A caster using *dispel magic* with a caster level check of 25 or higher stuns the duplicate for 1d4 rounds.

Cardalian never belonged to the Longfingers Guild. However, she knew many thieves who did. A few of these acquaintances noticed a change come over her when she was replaced but simply took it to be a new foul mood and have since distanced themselves from her.

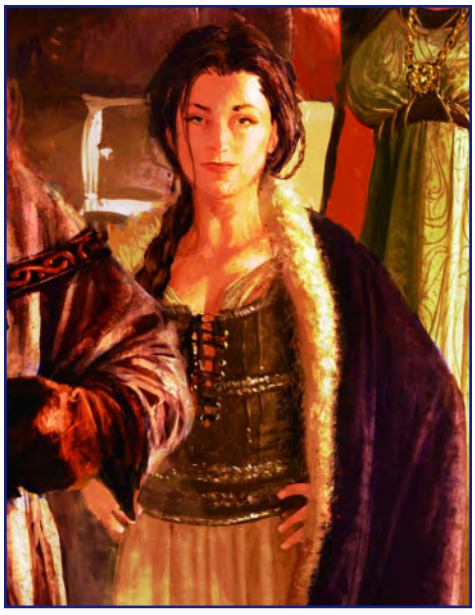


DM TIPS

If you know that the PCs are soon on their way to the Dark Reliquary and may run into the true Cardalian, it would be interesting to have them first encounter her duplicate in the city, so they have a chance to see both sides of what's going on.

Lilith uses the Cardalian duplicate as her eyes and ears in the city outside the Necropolis. She also has proven useful for obtaining items or eliminating troublesome foes on rare occasions. Mostly, however, Lilith has Cardalian keep a low profile. Unless the demon specifically directs her to act otherwise, the duplicate seems gruff, distant and distracted when around others, sometimes mumbling to herself.

Cardalian (Duplicate)
Female halfling (Small), (Lawful Neutral)
Rogue4/fighter3 **CR** 7
HD 4d6 + 3d10 **hp** 33
Init +5 **Speed** 20 feet
AC 21, touch 16, flat-footed 21
BAB/Grapple +6/+3
Attack +9 melee (1d6+2, longsword) or +13 ranged (1d6+1, longbow)



Full Attack +9/+4 melee (1d6+2, longsword) or +13/+8 ranged (1d6+1, longbow)
SA Sneak attack +2d6
SQ Evasion
Fort +6, **Ref** +12, **Will** +6
Str 13, **Dex** 20, **Con** 11, **Int** 13, **Wis** 15, **Cha** 9
Crucial Skills: Climb +9, Disable Device +8, Escape Artist +12, Hide +15, Intimidate +6, Jump +3, Listen +4, Move Silently +13, Search +6, Spot +4, Tumble +12.
Other Skills: Diplomacy +4, Knowledge (dungeoneering) +2, Knowledge (local) +5, Open Lock +10, Ride +7.
Crucial Feats: Combat Expertise, Combat Reflexes, Dodge, Mobility, Point Blank Shot.
Other Feats: N/A
Possessions: *+1 studded leather armor,* masterwork buckler, *+1 small longsword, +1 small longbow*, masterwork arrows (20), *arrow of elf slaying, potions of invisibility* and *barkskin +2, oil of keen weapon*, thieves' tools, 50 feet of silk rope, 34 gp.

The Real Cardalian

The real Cardalian is held in a cell in the cruciform prison of the Dark Reliquary, guarded at all times by two demons. Inside the stark room, they keep the halfling manacled to the wall.

By means of Lilith's powerful enchantment, all damage that the duplicate suffers is transferred to the real Cardalian in the cell. When danger threatens the duplicate, one of the demons gives the captive Cardalian healing potions as needed.

Freeing Cardalian from this cell destroys the duplicate. However, the whole process has driven Cardalian a bit mad. If freed, she may seem fine at first, but after a time she cries out as if struck, even though nothing happens to her. She has become so used to suffering sudden wounds that she believes they occur even when they do not.

THORRIM KOLVIR

Thorrim Kolvir, a centaur paladin, is a righteous avenger looking to strike at evil wherever it rears its hideous head. He follows the teachings of Torskal, aram god of just vengeance. Torskal has no temple in Ptolus, and originally Thorrim came here with a cleric named Dalian to start one. However, Dalian was killed in a mugging on the centaurs' second day in the city. Thorrim hunted down and slew her murderers. But his thirst for vengeance is still not sated. Deep down, Thorrim blames all of Ptolus for Dalian's death, but his sense of morality only allows him to take vengeance on obviously evil people and creatures. He attempted to join the Knights of the Pale, but they rejected him, worried that he was too blinded by his need for revenge and untempered by the virtue of mercy.

Thorrim lives in Narred, but wanders much of Midtown looking for evil or for those about to embark on a mission against evil. Those who join with him may find his lust for killing evil to be worrisome.

In addition, they'll find him wholly unwilling to attempt subtle means toward a goal or take the fight against evil halfway. For example, if he joins a group trying to get into the temple of a chaos cult to rescue a captive believed to be inside, Thorrim will insist on remaining to slay every cultist.

Thorrim Kolvir
Male centaur (Large magical beast), (Lawful Good)
Paladin8 **CR** 11
HD 4d8+8 + 8d10+16 **hp** 87
Init +2 **Speed** 50 feet
AC 27, touch 11, flat-footed 25
BAB/Grapple +12/+24
Attack +21 melee (1d8+9, longsword)
Full Attack +21/+16/+11 melee (1d8+9, longsword)
SA Smite evil 2/day (+2 bonus to attack, +8 bonus to damage)
SQ Lay on hands (16 points), *detect evil,* darkvision 60 feet, immune to disease and fear, *remove disease* 1/week
Fort +11, **Ref** +10, **Will** +12
Str 26, **Dex** 14, **Con** 15, **Int** 7, **Wis** 14, **Cha** 15
Crucial Skills: Listen +10, Spot +4.
Other Skills: Knowledge (religion) +4.
Crucial Feats: Cleave, Combat Reflexes, Power Attack.
Other Feats: Iron Will, Weapon Focus (longsword).
Spells: 2/1; save DC 12 + spell level.
2nd—*bull's strength.*
1st—*bless weapon, cure light wounds.*
Possessions: *+2 full plate armor, +1 heavy steel shield, +1 longsword, potion of heroism,* 50 feet of rope, lantern, lamp oil, 510 gp.



SOBAC REDWAND

To those in the know, a "Redwand job" is a euphemism for "a well-secured place." Sobac Redwand is a well-known elf thief. Only perhaps the aging Hayman Knapp, Guildmaster Thief of the Longfingers Guild, has greater skill in all of Ptolus. Once a member of that guild, Sobac became bored of the politics and his slow advancement through the ranks despite his far greater natural talents than his peers. Sobac is not a violent man; although he carries a few weapons, his philosophy is, if he finds himself with one of them in his hand, things have gone horribly wrong. And frankly, Sobac is too cunning and too experienced to let things go that wrong very often. Most often, if he breaks into a place to steal something, no one ever knows he was there. He even has a way around magical defenses: the *dispelling bombs* made especially for him by a friend in the Inverted Pyramid.

Finding Sobac is a difficult matter. He rarely makes a public appearance, and even then it is in disguise. Sobac has few friends and a great many enemies. The Longfingers Guild would love to see him put out of business, and although the various criminal syndicates use his services, they resent his high fees. Just about every noble house has been the victim of his skills at one time or



Torskal, page 70

Knights of the Pale, page 125

Narred, page 200

Sobac Redwand has the typical dark hair of a Shoal elf, but he keeps it trimmed quite short. He does what he can to maintain a low profile, but if one pays attention, one can see Sobac's almost unearthly grace when he moves—every gesture is extraordinarily precise. He has trained himself to have complete control over every muscle.

Hayman Knapp, page 128



Inverted Pyramid, page 115

Onyx Spider, page 215
Skull and Sword, page 190

Thoughtstone, page 166

Delver's Square, page 198
Ghostly Minstrel, page 204



Thurvan Rashong, page 328
Box of shadows, page 328
Kadmiel, page 326



House Sadar, sometimes called the House of Shadows, is looking for the box of shadows. *Lord Renn Sadar spends significant time researching the artifact, brought to Ptolus by Thadeus Koll in 520 IA and given to the celestial Malkuth.*

another. About the only way to come into contact with him is to simply spread the word among the proper channels—a few whispers in the right ears in taverns like the **Onyx Spider** or the **Skull and Sword**. A successful Knowledge (local) or Gather Information check (DC 30) would be required to pass on the information that one wanted to speak with Sobac and that it would be worth his time to pay attention (if necessary, a Bluff check with the same Difficulty Class might be in order). Or, the character could try to contact him through his ***thoughtstone***. In any case, Sobac finds the interested party and approaches the character on his own terms. Sobac knows that interpersonal skills are not his strength, so he keeps encounters brief and attempts to find out what he can about clients and jobs before putting himself in danger.

Currently, there is a 15,000 gp bounty on Sobac Redwand's head, sponsored by House Abanar. Most bounty hunters and adventurers who know of Sobac laugh at the ridiculousness of the low reward.

Sobac Redwand
Male Shoal elf (Chaotic Neutral)
Rogue17 **CR** 17
HD 17d6+51 **hp** 115
Init +7 **Speed** 30 feet
AC 26, touch 17, flat-footed 26
BAB/Grapple +12/+13
Attack +20 melee (1d6+1, short sword) or +20 ranged (1d4+1, dagger)
Full Attack +20/+15/+10 melee (1d6+1, short sword) or +20 ranged (1d4+1, dagger)
SA Sneak attack +9d6
SQ Improved evasion, improved uncanny dodge, trap sense +3, elven traits, low-light vision
Fort +8, **Ref** +17, **Will** +9
Str 12, **Dex** 24, **Con** 16, **Int** 13, **Wis** 18, **Cha** 12
Crucial Skills: Balance +19, Climb +11, Disable Device +23, Escape Artist +24, Hide +35, Listen +6, Move Silently +40, Search +21, Spot +8.
Other Skills: Disguise +16, Knowledge (local) +20, Open Lock +34, Use Rope +17.
Crucial Feats: N/A
Other Feats: Nimble Fingers, Skill Focus (Hide), Skill Focus (Move Silently), Skill Focus (Open Lock), Weapon Finesse.
Possessions: +3 *studded leather armor of silent moves* (improved), masterwork short sword, masterwork daggers (2), *gloves of dexterity +6, amulet of natural armor +3, cloak of elvenkind, rope of climbing, rope of entanglement, magical lockpicks* (+2 competence bonus to open locks), ***thoughtstone***, *greater dispelling charms* (3) (ceramic figures that *cast greater dispelling* at 15th level when broken—only one use each), disguise kit, masterwork thieves' tools, 64 gp.

DAERSIDIAN RINGSIRE AND BRUSSELT AIRMOL

You cannot really say one name without the other: Daersidian Ringsire and Brusselt Airmol. The former is an elf battle mage known for his wyvern mount, Thorntail; the latter, a halfling master thief of great skill. These two partners have made names for themselves by getting involved in affairs that were always a bit over their heads, dealing with powerful and influential people in the city—heads of noble houses, leaders of criminal organizations, and so on. Daersidian and Brusselt have a great many allies throughout the city in all strata of society because of their past exploits. As for themselves, however, when they come to town they spend most of their time in **Delver's Square**, and in the **Ghostly Minstrel** in particular.

The two (three, counting Thorntail) live in a small home in the southern end of the lovely Moonsilver Forest.

Scenario: **Thurvan Rashong**, a former companion of Daersidian and Brusselt, was corrupted by a magical power conduit called the ***box of shadows***. Daersidian and Brusselt are looking for a way to stop him without harming him. Both Thurvan and the box dwell within the Shade Tower, also known as **Kadmiel**, in Oldtown. (This is far from common knowledge, however.) Daersidian cannot stand the thought of looking upon their former friend as an evil being of shadows, so he and Brusselt hope to find someone else to deal with Thurvan, particularly if lethal force is required to stop him.

Daersidian Ringsire
Male Shoal elf (Neutral)
Fighter5/wizard5/eldritch knight5 **CR** 15
HD 5d10+5 + 5d4+5 + 5d6+5 **hp** 82
Init +4 **Speed** 30 feet
AC 18, touch 14, flat-footed 14
BAB/Grapple +12/+16
Attack +18 melee (2d6+9, greatsword)
Full Attack +18/+13/+8 melee (2d6+9, greatsword)
Fort +13, **Ref** +10, **Will** +10
Str 19, **Dex** 18, **Con** 13, **Int** 20, **Wis** 12, **Cha** 15
Crucial Skills: Concentration +14, Intimidate +11, Jump +12, Listen +5, Search +7, Spot +5.
Other Skills: Craft (alchemy) +10, Handle Animal +7, Heal +4, Knowledge (arcana) +17, Knowledge (dungeoneering) +12, Knowledge (geography) +7, Knowledge (history) +10, Knowledge (local) +8, Knowledge (nature) +12, Profession (hunter) +10, Ride +12, Swim +5, Use Rope +8.
Crucial Feats: Cleave, Combat Casting, Dodge, Point Blank Shot, Power Attack.
Other Feats: Alertness, Empower Spell, Quicken Spell, Scribe Scroll, Still Spell,



Weapon Focus (greatsword), Weapon Specialization (greatsword).
Spells: 4/6/5/4/3/2; save DC 15 + spell level.
5th—quickened *magic missile, feeblemind.*
4th—*arcane eye, charm monster, polymorph.*
3rd—*clairaudience/clairvoyance, fireball, hold person, protection from energy.*
2nd—*cat's grace, darkvision, see invisibility, web, whispering wind.*
1st—*burning hands, expeditious retreat, magic missile* (3), *shield.*
0—*acid splash, dancing lights, detect magic, prestidigitation.*
Possessions: *+1 keen greatsword, bracers of armor +4, amulet of the battle mage* (+2 enhancement bonus to Strength and Intelligence), ***thoughtstone***, *cloak of resistance +3*, scrolls of *lightning bolt* (2), scroll of *cone of cold*, scroll of *fly* and *wall of force*, *potion of cure serious wounds*, silver and onyx ring worth 550 gp, 240 gp, letter of credit from Doraedian Mythlord for 1,000 gp.

Thorntail, Wyvern: 65 hp; see MM.

Brusselt Airmol
Male halfling (Small), (Neutral)
Rogue10/fighter1 **CR** 11
HD 10d6+10 + 1d10+1 **hp** 59
Init +9 **Speed** 20 feet
AC 21, touch 16, flat-footed 21
BAB/Grapple +8/+7
Attack +13 melee (1d6+4, longsword) or +16 ranged (1d3+3, dagger)
Full Attack +13/+8 melee (1d6+4, longsword), or +16/+11/+6 ranged (1d3+3, dagger)
SA Sneak attack +5d6, opportunist
SQ Evasion, improved uncanny dodge, trap sense +3, halfling traits
Fort +7, **Ref** +13, **Will** +7
Str 16, **Dex** 20, **Con** 12, **Int** 15, **Wis** 16, **Cha** 12
Crucial Skills: Bluff +11, Climb +15, Disable Device +15, Hide +13, Listen +16, Move Silently +10, Search +11, Sense Motive +12, Spot +14, Tumble +18.
Other Skills: Decipher Script +10, Disguise +13, Open Lock +15, Sleight of Hand +17, Use Rope +11.
Crucial Feats: Point Blank Shot, Quick Draw, Rapid Shot.
Other Feats: Deft Hands, Improved Initiative.
Possessions: *+2 studded leather armor, +1 small longsword*, masterwork small daggers (12), *necklace of fireballs* (type IV), *ring of mind shielding; potions of cure serious wounds* (2), *lesser restoration, invisibility,* and *fly; oil of magic weapon*, a gold and emerald ring worth 900 gp, 49 gp, 15 sp.

While making their way through the Dragonsbirth Mountains, Daersidian and Brusselt were attacked by a clutch of wyverns. They slew the creatures, but immediately afterward they found one strange little wyvern that had been kicked out of the nest because of a deformity. Daersidian took the wyvern and raised it. As it grew, the deformity—an extra pair of legs—gave the creature more of a dragon's appearance rather than that of a typical wyvern. Thorntail, as he named his mount, has remained extremely loyal to the elf ever since.

Thoughtstone, page 166



Chapter 11:

NECROPOLIS

In many ways, the Necropolis is the least typical district in Ptolus. In fact, it's strange to even call it a "district." It has no shops and no homes (with a few strange exceptions). It's really just the city's cemetery. But, as with so many things in Ptolus, there's much more to it than that.





Locator Map

NECROPOLIS IN BRIEF

Area: *65 acres*
Population: *0 (officially)*
Primary Function: *Cemetery*
Primary Social Class: *None*
None
None

Hall of the Valiant, page 236
Dark Reliquary, page 238
Tower of Terephon, page 237

The borders of the Necropolis are very clear—a wall surrounds the entire district. It sits atop a number of small hills at the northeast end of the city, near the cliff edge overlooking the Bay of Ptolus. The sections of the Necropolis are as follows:

- *Darklock Hill:* Central section.
- *Bone Hill:* Northeastern section.
- *The Quiet:* Northwestern section.
- *The Waiting:* Southwestern section.
- *The Howling:* Eastern/southeastern section.

FLAVOR OF THE NECROPOLIS

A chill wind blows through the twisted branches of a shriveled tree. An avenue runs between rows of mausoleums, and gravestones dot the hill beyond. Shadows move out of the corner of your eye, and haunting melodies waft from some distant piper. This is a gloomy, somewhat unnerving area during the day but a terrifying place of real—not imagined—horrors at night.

Like any other section of town, the Necropolis has streets, avenues, and lanes, but they lead only from one gravesite to the next and from one crypt to another. Laws of the city forbid the construction of any buildings within the Necropolis other than crypts, tombs, or mausoleums. However, a few structures existed long before such laws: the **Hall of the Valiant**, for example, and, of course, the **Dark Reliquary**. Others, such as the **Tower of Terephon**, have been built in recent years in defiance of the law.

RUNNING THE NECROPOLIS

The Necropolis presents challenges to the DM. The minute the player characters are no longer afraid of the Necropolis at night, something has gone terribly wrong. But if the Necropolis is *too* obvious a danger, it can seem at odds with the reality of the city. The best way to handle this disparity is to walk the thin line between too much danger and too little. Another option for resolving this issue is to make the danger seem so great that no one in the city can deal with it; in this case, everyone just heaves a collective sigh of relief that the threat remains confined to the Necropolis.

Player characters should learn early on that, upon hearing of the terrors within the Necropolis, brave young paladins and would-be heroes march in with their swords drawn. Those who enter by day find nothing but mourners and morticians. Those who charge in after dusk are almost never seen again. The time when a few powerful heroes could go in and "clear out" the Dark Reliquary is long over.

The Necropolis serves two purposes to DMs running the Ptolus Campaign. First and most obvious, it's a place to set adventures. It's like an urban wilderness, but instead of deep, dark forests, there are fields of gravestones. Instead of mysterious canyons, you've got rows of mausoleums and crypts. And instead of wild animals, there are undead and demons. The serene daytime Necropolis provides an interesting contrast with its status at night, when it quickly becomes deadly. If the characters need to accomplish something there, can they get out before the sun sets? If not, can they find shelter for the harrowing night ahead of them?

The second purpose of the Necropolis is more subtle, but a good DM can utilize it early in the campaign, even before the PCs are high enough level to consider challenging the place. The Necropolis sets a dark and somewhat dismal backdrop—a sign that something truly terrible is going on in Ptolus, that the darkness is growing in power and boldness. When the player characters first learn about the Necropolis, they'll likely be aghast. But it wasn't always this way, people will tell them. Something is happening…

A DARK HISTORY

For years, the cemetery of this very old city grew. It was always a dour place, but rarely a dire one. A few hundred years ago, the occasional band of bandits would attempt to make the place its lair, from which they could stage assaults on citizens and caravans headed north. They found themselves quickly run out of the place, however.

People wondered about the Dark Reliquary, of course. It was always thought to be a ruin: a temple to death gods or other dark powers. A few adventurers risked its entrance, but many never returned from such forays. Those who did said the place was well and truly haunted. There might even be demons walking its halls! Normally such news would bring a band of holy knights and warriors with torches, but the truth was, whatever lived in the Dark Reliquary never disturbed anyone. Nothing ventured forth from the place to cause any trouble—at least, not that anyone could substantiate. Even the Church of Lothian cautioned its followers, as well as the Commissar and everyone else, to leave the place alone rather than stir up anything that might lie within. Most found the argument persuasive. Why look for trouble and make things worse?

What literally no one knew was that the Dark Reliquary was created by undead and a few living cultists who worshipped and adored death—a group that would one day become known as the **Forsaken**. The entire process had begun very quietly three centuries ago, masterminded by immortal beings known as the **Wintersouled**. In those days, the cemetery did not abut the city at all. Ptolus was merely what is today known as Oldtown, with a road that went along the river down to sea level. The cemetery was the last bit north of the river that a traveler would see before going down to sea level. No one noticed the Dark Reliquary at first. Perhaps no one wanted to notice it.

As the Necropolis grew, so too did the Dark Reliquary. When demons called the **Fallen** began to congregate around Ptolus, they forged an alliance with the Forsaken and came to dwell within the Dark Reliquary. Still the demons and

Although bigger cities such as Tarsis have even larger necropolises of their own, the Necropolis of Ptolus is infamous. Many people in faraway lands know Ptolus only as "the city with the vast cemetery"—almost as many as know Ptolus as "the city next to the big spire of rock."

For Necropolis burial prices, see "The Cost of Living" on page 542 in Chapter 26: On Being a Resident.

The Forsaken, page 112
Wintersouled, page 632

The Fallen, page 110



MAP KEY

125. Hall of the Valiant (page 236)
126. Clasthamus Isle (page 232)
127. Siege Tower (page 237)
128. Crypt Home of Igor Reichstav (page 235)
129. Deathguild Headquarters (page 236)
130. Alchestrin's Tomb (page 232)
131. Tower of Terephon (page 237)
132. Dark Reliquary (page 238)

The twelve-foot-high stone wall surrounding the Necropolis measures three feet thick at the base and tapers to one foot thick at its top. Spiked ironwork runs along the top to deter climbers. The wall has no towers, but it does have four gates, as shown on the map on page 229.

WHY IS THE NECROPOLIS TOLERATED?

Upon hearing of the terrors of the Necropolis, one of the first questions newcomers ask is why the authorities allow the presence of so many horrors so close to the heart of the city. Why aren't people more alarmed about this? Why doesn't everyone flee from this danger?

The truth is, the danger is actually fairly confined. The undead and demons living in the Necropolis come out only rarely, and when they do, the various local defenders—the City Watch, the Keepers of the Veil, the Knights of the Pale, and others—deal with them. Everyone knows not to go there at night, and Ptolusites have accepted that. Furthermore, the evil of the place is too strong and is rooted too deeply to confront directly. At least for now.

What worries authorities more is this: If so many undead and demons dwell in the Necropolis, why don't they come out more often? Most assume that they know the city's defenders are too strong for them. Others, however, worry that it means something else—something ever more dire.

Another question newcomers might ask is, "Why do you continue to bury your dead there?" The patient answer is that today, the dead placed in the Necropolis are carefully blessed so they cannot arise as undead. The less patient answer is, "Just where would you like us to bury them? Do you really want to create *another* Necropolis?"

Night of Dissolution, page 60



Some members of the Deathguild make their living as professional mourners for Necropolis funerals.

Clasthamus Isle, page 232

Ghoul paths, page 236

Keepers of the Veil, page 119
Siege Tower, page 237

undead kept as quiet as they could, for they knew the forces of light in the city could still overwhelm them. The Wintersouled instructed them to bide their time and wait for the **Night of Dissolution**.

About fifteen years ago, the sheer number of undead and demons in the Dark Reliquary made them difficult to control. Strife arose in their dark ranks. Some of them prowled the Necropolis at night, seeking victims. Graves were exhumed and corpses, both fresh and years dead, went missing. Word began to spread that the cemetery was not safe after dark. Within just a few years, this became not a whispered bit of advice, but an accepted fact.

Twelve years ago, builders—under the direction of the Commissar—finished the wall around the Necropolis that separated it from the rest of the city. The authorities feared that the undeniably powerful forces in the Necropolis would begin to stalk Ptolusites outside its boundaries. They told the populace the wall was to keep out grave robbers, and that it was those vile folk who dug up the dead and caused trouble in the Necropolis at night. People accepted this lie for a while, but soon it became obvious to all that the place teemed with the undead and the living who worked with them.

Two years later, in 711, the **Keepers of the Veil** converted an ancient stone manor house into the keep known as the **Siege Tower**. (This structure predated the Necropolis.) For the last decade, the Keepers have maintained a vigil, warding the city from the things that skulked in the Necropolis. In the last two or three years, however, they have arguably begun to lose that war.

THE NECROPOLIS AT NIGHT

Somber and brooding during the day, the Necropolis is never an enjoyable area for most folk to visit. However, the Necropolis at night is a terrifying place, far worse than even the gang-infested slums of the Warrens. Ghouls and ghasts roam in packs, looking for sustenance. Undead shadows flitter about freely, darking from headstone to headstone. Even wraiths and spectres rove throughout the grave-ridden hills and crypt-lined paths, unconcerned about the close proximity of the rest of the city.

Common knowledge maintains that one *simply does not* linger in the Necropolis after dark. As DM, it is your responsibility to make this a true statement. Only the mightiest of living characters who find themselves in the Necropolis at night could hope to deal with the large number of undead drawn to them like moths to a flame. Particularly troublesome intruders might also draw the attention of the Forsaken and even the Fallen. Do not hesitate to launch wave after wave of ghoul assaults and send shadows creeping and wraiths looming out of the darkness. Most clerics will have used their allotment of turning attempts with many hours still to go before dawn. Even mid-level characters should be forced to flee—if not out of the Necropolis altogether, to the relative safety of **Clasthamus Isle**.

The next morning shows no sign of the terrors of the previous night. Destroyed ghouls are simply gone (dragged down into the **ghoul paths**). Other undead are now just dust.

PEOPLE OF THE NECROPOLIS

During the day, most people in the Necropolis are mourners at funerals, visitors to the graves of loved ones, or members of the clergy performing various blessings or rites.

At night, the only "people" in the Necropolis are wandering bands of the Forsaken looking for undead to interact with or dead bodies to animate in dark, elaborate rituals. While the Forsaken's

headquarters is the Dark Reliquary, most members of the group rarely go there, preferring to wander the Necropolis by night and hide amid the tombs during the day. (A few attempt to live regular lives in the city in contrast to their distasteful activities here.)

MAN ON THE STREET

Regidal Norn: A human man in his mid-sixties, Regidal visits his wife's grave every week, bringing flowers and even small gifts. He has thick grey hair and a mustache, and he is just ever so slightly portly. When visiting the Necropolis, Regidal always dresses nicely in a dark jacket with a bright green kerchief tied around his neck. As this routine has continued for the last six years, Regidal knows his way around the Necropolis pretty well. He's never once seen anything frightening or dangerous, although he has noted suspicious bands of younger folk wearing black clothes and white face paint. They don't seem to be here visiting any deceased relatives. (He's referring to the Forsaken.)

Gel Weverly: Gel, a plain-looking human woman in her thirties, works as a professional mourner. She wears a grey dress with a black hooded coat and ties her brown hair in a bun. She's either on her way to a funeral or just leaving one, having been paid by the family of the deceased or some other party interested in making sure the funeral was well attended. Gel weeps and moans throughout the service and makes it clear that the departed soul will be missed. Gel belongs to the Deathguild.

Ossath Hidail: Ossath is a member of the Forsaken. This human male wears a long black cloak with a hood and covers his face with paint to create a deathly pallor. He wears an iron necklace with a small skull charm, and his pierced ears have earrings with iron skulls as well. A low-ranking member of his organization, Ossath wanders aimlessly through the Necropolis, simply dwelling upon the nature of death. Unlike many Forsaken, he seems quite interested in speaking freely with strangers—not that many want to talk to *him*.

NECROPOLIS RUMORS

"Rotting in the Sewers." Some people say that sewer channels underneath the Necropolis run to the river and to the bay. These were constructed as the city expanded; the builders presumed that the city, not its cemetery, would spread over the area. Imagining what these old sewer passages might be like today—ghoul-infested waterways choked with rotting corpses, sinister zombie-filled mazes, or far worse—is unnerving, to say the least. Worse, according to the Keepers of the Veil, is the potential for these waterways, which presumably connect to the rest of the city's sewerworks, to carry veritable armies of undead under the streets to strike anywhere in Ptolus.



The Deathguild, page 236

Not surprisingly, the Necropolis is one of the quietest areas of the city. Sometimes—during the day, of course—people come to the cemetery just to stroll around and enjoy a bit of peace in the isolation. Some call this practice "sightseeing the dead."

Keepers of the Veil, page 119



Death in Ptolus

Elves typically cremate their dead, and dwarves bury the fallen in crypts deep underground. It's common human practice to bury the dead. Thus, human cities always have cemeteries. Given the age of some cities, including Ptolus, many cemeteries grow to be the size of small cities themselves and are thus are given the name "necropolis." Ptolus' necropolis isn't the largest of its kind in the world but it is the most dangerous, due to the supernatural elements involved. The Necropolis of Tarsis, for example, might have a few ghoul gangs, but nothing like the veritable legions of undead and demons in the Dark Reliquary. By other cities' standards, this is not the norm. (Refer back to Chapter 4: Cosmology and Religion for more details on how the Fallen came to the Dark Reliquary.)

The dead are taken into the Necropolis during the day. Priests bless the corpses so they cannot rise as undead, although these religious safeguards seem effective only some of the time. The evil that walks in the Necropolis slumbers during the day, either due to the sunlight's power or through a sort of wordless détente reached with the city's protectors.

Castle Shard, page 285

Godsday, page 392

Soul magic, page 635
Jabel Shammar, page 501

Wynn Rabinall, page 374

For more on Alchestrin when he was alive, see page 285 and the first two installments of "Saga of the Blade" on the CD-Rom at the back of this book.

"War Among the Forsaken." Not all the Forsaken are of one mind. Tales of undead fighting undead and of Forsaken cultists and sorcerers betraying each other and foiling each other's plans, grow more common of late. No one seems to know what the fighting is all about, or what will happen when one side or the other actually achieves victory.

NECROPOLIS LOCATIONS

The Necropolis holds many strange locations, some interesting and some terrifying. Note that the Dark Reliquary itself is such a vast complex, it is broken out as a separate section following this one (turn to page 238). All NPCs for the Necropolis appear within this section and the next, rather than broken out at the end of the chapter as in other districts.

ALCHESTRIN'S TOMB

Darklock Hill (#130, L4); see map, page 229
38,000 gp

Alchestrin was a powerful wizard of antiquity, having lived from 401 BE to 350 BE. His tomb is one of the oldest in the Necropolis, and in life he was one of the masters of **Castle Shard**.

The entrance to the tomb lies at the apex of a hill, surrounded by standing stones worn with age and covered with moss. An iron plug six feet across and inlaid with bronze at the center of the stone circle serves as the entrance. On the plug, inscribed in Palastani, are these words: "The sun is now my enemy. I retreat forever from its light. The doors to my kingdom shall not open during its reign." This fairly obvious clue suggests that one cannot remove the plug during the day. This is true—nothing less than a *wish* can do so.

Alchestrin's Tomb is a large complex that extends deep underground. It is warded by magical traps and guardians, as well as undead defenders. Those who brave its dangers would be well rewarded, however, for it also contains a great many magical treasures, including, hidden away in the deepest, most secret vault, the **soul magic** spell that allows one to enter **Jabel Shammar**, the fortress at the top of the Spire.

Alchestrin has become a spellcasting wight whose arcane powers have eroded with time—he is only an 8th-level wizard now, when in life he was 18th level. However, he possesses all manner of unique abilities and dwells within his tomb, wishing never to be disturbed.

Scenario: Years ago, **Wynn Rabinall** of the Order of the Fist traveled back in time via powerful magic with a fighter/wizard companion named Quideth Minnisham. There they encountered and fought the living Alchestrin. In the course of this adventure, Quideth fell in battle, and Wynn was forced to return to the present without her. He has always blamed himself for her death. Only recently did Wynn discover that she did not actually die: Alchestrin imprisoned her soul within a crystal, which reportedly lies within his tomb. Too distraught and guilt-ridden to go himself, Wynn offers to reward the player characters greatly if they will see whether this rumor is true and recover the crystal from the tomb. If they go, the PCs learn that it *was* true, but that long ago the undead Alchestrin used the crystal to create an undead spectre of Quideth. This spectre now dwells with him in the tomb and has never forgiven Wynn for abandoning her. In fact, it is her hatred of him that fuels both her undead power and her now evil alignment. Even if the characters survive and return to Wynn, how can they break this news to him?

CLASTHAMUS ISLE

The Quiet (#126, K3); see map, page 233
1,000 gp

Thamus is an old, almost forgotten deity of protection and safety. Long ago, he bequeathed the *Stones of Thamus* to the world as tokens of his power. These stones fell into the possession of a human druid named Andach, who placed them on the far end of a bridge that connects a little island to the shore of a very small lake called the Lake of Sorrows within the Necropolis. He named the island *Clasthamus*, meaning "in the hands of Thamus" in Palastani.

The artifacts of this good god of life make it impossible for any undead or demon to step onto the bridge or the island, or even touch the waters of the lake. However, the *Stones of Thamus* fail for twenty-four hours—midnight to midnight—on **Godsday** each year. During that period, the island becomes vulnerable, though Andach defends it ably with all his considerable might.

The small island seems entirely out of place in its mournful surroundings. Andach and his apprentice, Hennam, have turned it into a verdant grove teeming with life. No real paths run through the island, which is thick with trees and shrubs, although it does have a bit of a clearing in the middle with two crude huts where the druids live. Over the years, Andach has *awakened* a mountain lion, rattlesnake, falcon, and squirrel, all of whom live on the island amid a surprising number of other creatures. The *awakened* animals help keep a vigil around the perimeter of the island; even though the undead and demons can't come here, they can still send living Forsaken spies or assassins—although after all these years, almost none are brave enough to attempt it anymore. A treant close friend of Andach's also lives on the island.

Andach

Andach, the master of Clasthamus Isle, has lived a long life full of adventure. Now he wishes only for the peace and tranquility in which to contemplate the nature of the Green. However, his responsibilities have led him to a place none would expect to find a druid, let alone a druid seeking tranquility: the middle of the undead-infested Necropolis. Although he would never tell anyone this, he believes it is his destiny to rid the Necropolis of undead and demons. He won't accomplish his goal by force of arms, he believes, but by spreading the power of the grove he is creating on the island throughout the district. He is many decades away from attempting this feat—if it is even possible.

The old druid is gruff, blunt, and disinclined to speak at all with those he does not trust. He does not like visitors to the island but, on the other hand, he cannot turn away those in dire need, such as those trapped in the Necropolis at night.

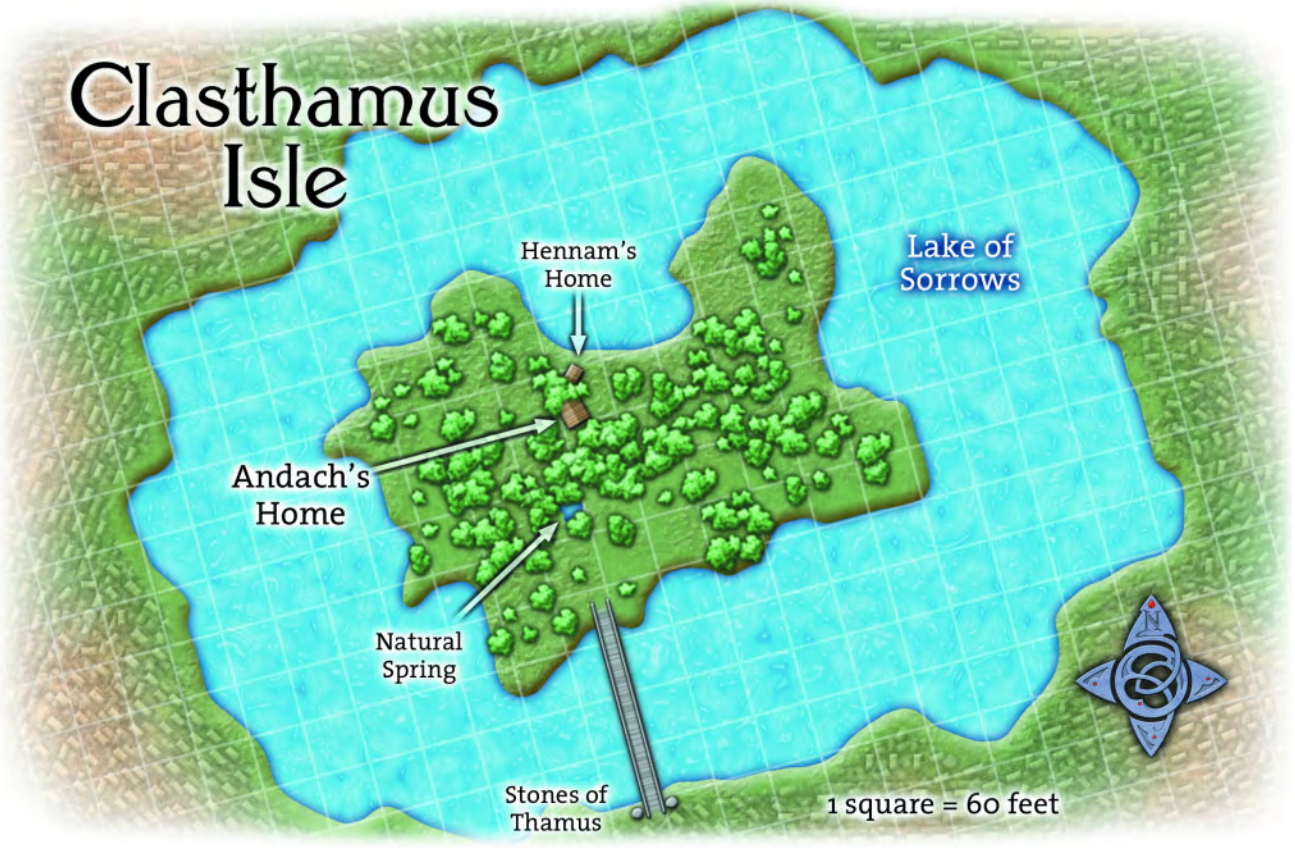
Andach is tall and thin with wild hair. He wears tattered green and brown robes and bears a staff entwined with living vines. He rarely uses his wildshape ability, preferring instead to use his spells to deal with threats. He typically has *barkskin* (+5 bonus to Armor Class, for a total of AC 29) and *stoneskin* cast on himself. If dealing with a minor threat, he uses an *ice storm* or two, but if up against a serious challenge, he would not hesitate to call an *elemental swarm*, a *whirlwind*, or a *storm of vengeance*. Andach places no value on subtlety.

Andach
Male human (Chaotic Neutral)
Druid20 **CR** 20
HD 20d8+40 **hp** 138
Init +4 **Speed** 30 feet
AC 24, touch 17, flat-footed 20
BAB/Grapple +15/+18
Attack +20 melee (1d6+5, quarterstaff)
Full Attack +20/+15/+10 melee (1d6+5, staff)
SA Wildshape (6/day, 3/day as Huge elemental)
SQ Immune to poison, fire resistance 30, *alter self* at will
Fort +18, **Ref** +16, **Will** +24
Str 17, **Dex** 19, **Con** 14, **Int** 17, **Wis** 22, **Cha** 13
Languages: Common, Draconic, Druidic, Elvish, Palastani, Sylvan.
Crucial Skills: Concentration +24, Listen +30, Spot +34.
Other Skills: Craft (leatherworking) +14, Craft (woodworking) +9, Handle Animal +21, Heal +26, Knowledge (nature) +25, Knowledge (religion) +10, Spellcraft +22, Survival +22.
Crucial Feats: Combat Reflexes, Natural Spell.
Other Feats: Craft Staff, Iron Will, Lightning Reflexes, Scribe Scroll, Skill Focus (Listen), Still Spell.

MAP PAGE 229

Although he would never confirm or deny it, some say that Andach the druid is so old and comes from such a long-lived line that his father was a leader in the ancient band of druids called the Circle of Green (page 108).

Gravebloom is an extremely rare plant that grows very few places in the Necropolis: on the graves of those consecrated in the name of Blurrah, Goddess of Comfort in Sadness. For details, see the "Vices" information panel on page 556 in Chapter 28: Crime and the Law.



Hundreds of years ago, Kirstol Dallimothan was alone in the wilds of Palastan when he was beset by a pair of marauding storm giants. Although he drove them off, he was sorely wounded in the process. Eventually he staggered into the grove of a young druid named Andach. The druid tended to his wounds, and the two developed a bond of friendship. Years later, it was Kirstol who convinced Andach to come to Ptolus with the Stones of Thamus. The two rarely see each other any more, but each still remains always ready to come to the other's aid when needed

Moonsilver Forest, page 42



Spells: 6/7/7/6/6/6/5/4/4/4; save DC 16 + spell level.
9th—*elemental swarm, shambler, storm of vengeance, sunfire tomb.*
8th—*repel metal or stone,* stilled *sunbeam, sunburst, whirlwind.*
7th—*animate plants, fire storm, heal, sunbeam.*
6th—*fire seeds, liveoak, summon nature's ally VI, transport via plants, wall of stone.*
5th—*baleful polymorph, call lightning storm, commune with nature, death ward, stoneskin, wall of fire.*
4th—*air walk, command plants, dispel magic, freedom of movement, ice storm* (2).
3rd—*greater magic fang, meld into stone, protection from energy* (2), *spike growth, summon nature's ally III.*
2nd—*barkskin, bull's strength, cat's grace, flame blade, heat metal, lesser restoration, owl's wisdom.*
1st—*cure light wounds, endure elements, entangle, longstrider, produce flame, speak with animals, summon nature's ally I.*
0—*cure minor wounds, detect magic, flare, light, mending, resistance.*
Possessions: +5 *wild leather armor of greater fire resistance, staff of the woodlands* (34 charges), *ring of protection +3, cloak of resistance +4, eyes of the eagle, wind fan, potions of cure serious wounds* (3); *potions of water breathing, spider climb,* and *neutralize poison;* scroll of *sunbeam* (×2) and *sunburst*; scroll of *summon nature's ally VIII,* scroll of *word of recall.*

Animal Companion
Advanced dire bear (Neutral)
Large animal **CR** 20
HD 16d8+64+3 **hp** 139
Init +2 **Speed** 40 feet
AC 22, touch 11, flat-footed 20
BAB/Grapple +12/+27
Attack +23 melee (2d4+11, claw)
Full Attack +23 melee (2d4+11, 2 claws) and +20 melee (2d8+6, bite)
SA Improved grab
SQ Low-light vision, scent
Fort +14, **Ref** +12, **Will** +11
Str 33, **Dex** 15, **Con** 19, **Int** 2, **Wis** 12, **Cha** 10
Crucial Skills: Climb +16, Listen +10, Spot +10.
Other Skills: Swim +14.
Crucial Feats: Multiattack, Run.
Other Feats: Alertness, Endurance, Toughness, Weapon Focus (claw).

Hennam

Daughter of an old ally of Andach's in the Moonsilver Forest, Hennam serves as the druid's apprentice. Originally a hunter and tracker among the elves, Hennam has turned toward the more mystical side of nature with Andach's guidance. Andach has found her an eager and talented student, and her presence grants the added benefit of freeing Andach from having to deal with visitors to the island.

Hennam enjoys her time with Andach, but she misses contact with others. When visitors do come to the island, she seems eager for news of the city, Palastan, and almost any other topic. She begs for any information visitors can provide and is happy to chat, unlike her master.

Despite her warm, welcoming manner, Hennam is not what she appears. Deep within her mind, a Forsaken sorcerer named Surmoil Rallekred has placed an insidious magical domination "demon-seed" that will germinate on the next Godsday night. When this happens, Hennam will fall wholly under Surmoil's control. What's more, the magical "seed" allows him to create a conduit through which he can place *corrupt teleport beacons*. These beacons, placed across the island, allow people to teleport there despite the place's normal safeguards and restrictions. Hennam will be forced to do what she can against Andach, despite her actual wishes.

Surmoil Rallekred, page 244
Godsday, page 392
Corrupt teleport beacons, page 245

Hennam is very plain featured. However, her eyes are bright and her smile is warm.

Hennam
Female half-elf (Neutral Good)
Warrior1/druid6 **CR** 6
HD 1d8+1 + 6d8+6 **hp** 48
Init +1 **Speed** 30 feet
AC 16, touch 11, flat-footed 15
BAB/Grapple +5/+7
Attack/Full Attack +8 melee (1d6+3, scimitar) or +7 ranged (1d6+2, sling)
SA Wildshape 2/day

Fort +8, **Ref** +3, **Will** +10
Str 14, **Dex** 13, **Con** 13, **Int** 14, **Wis** 17, **Cha** 12
Languages: Common, Druidic, Elvish, Halfling, Sylvan.
Crucial Skills: Concentration +3, Listen +6, Search +3, Spot +6.
Other Skills: Craft (leatherworking) +7, Craft (woodworking) +7, Gather Information +3, Handle Animal +9, Knowledge (nature) +8, Profession (hunter) +10, Ride +8, Spellcraft +9, Survival +12.
Crucial Feats: Track.
Other Feats: Alertness, Iron Will.
Spells: 5/4/4/3; save DC 13 + spell level.
3rd—*dominate animal, sleet storm, summon nature's ally III.*
2nd—*barkskin, bull's strength, gust of wind, heat metal.*
1st—*endure elements, entangle, jump, longstrider.*
0—*cure minor wounds* (2), *flare, mending, resistance.*
Possessions: +1 *leather armor*, masterwork heavy wooden shield, +1 *scimitar*, masterwork sling, bullets (20), *wand of cure light wounds* (42 charges), *potions of cure moderate wounds, barkskin +3,* and *invisibility*.

Scenario: Lord Kirstol Dallimothan, an old friend of Andach's, knows the druid must defend the island from constant attack before dawn and after dusk each Godsday. He gets the player characters to go to the island this year to help. On the next Godsday Night, when the demonseed within Hennam germinates and takes control of her, Shigmaa Irretharm, Herald of the Wintersouled, leads the attack on the island with a legion of undead and a few demons. He waits to confront Andach directly before using the *waking key* to summon Uyethicas the Wintersouled.

THE CRYPT HOME OF IGOR REICHSTAV

The Waiting (#128, L4); see map, page 229
0 gp

Not everyone in the Necropolis is dead or undead. Igor Reichstav is a human who lives in an empty crypt along the southern wall. A gaunt, tall man with sunken eyes and thin, grey-white hair, Igor is at least a little mad, and a drunk besides. Although few know of him, those who do consider him the greatest expert on the Necropolis and the Dark Reliquary outside of the Forsaken and the Fallen. However, because of his unsavory nature, most assume that Igor is indeed one of the death-worshippers or a consorter with demons (which, technically he is, but not intentionally). Really, Igor is just a more-than-slightly mad man who lives in a small, empty crypt.

Getting to Igor is an unpleasant experience. Visitors to his home note an inordinate number of flies buzzing around the crypt. Drawing closer, once can see the crypt is a black mass of movement: It's covered in swarming flies. Unwelcome visitors close enough to see this mass of flies are attacked by 1d4 giant flies (use giant bee stats).

Giant Flies (1d4): 13 hp each; see MM (giant bees).

Igor views the flies, both normal and giant, as friends. It would not be out of the ordinary for visitors to find him covered in crawling, swarming insects when they first meet him. In truth, the flies are fiendish representatives of a flylike demon named Zastanix, who dwells within the Dark Reliquary. Zastanix, one of the Fallen, is in charge of security and defense of the dismal





Igor Reichstav believes that the flies that swarm about his crypt home travel all around the city and even the world, and then return to him to reveal the secrets of what they have seen with their compound eyes. He whispers to them and listens to their buzzing as though he can understand it.

See page 276 for a depiction of the Godsday Battle on Clasthamus Isle.

Kirstol Dallimothan, page 89
Shigmaa Irretharm, page 270
Waking key, page 270
Uyethicas, page 272

Zastanix, page 242



Some of the graffiti on defaced graves and tombs in the Necropolis reads as follows: "Summer is over. The shadows grow long. The winter of Death approaches," and "The harvest of Death comes for you."

Burials in Ptolus

Fifty-four years ago, a new law made it illegal to bury or otherwise inter dead bodies within the city anywhere but the Necropolis. One can still obtain a permit to do so, but unless the burial site already exists (such as an extant family crypt), these permits prove very difficult to obtain. Ironically, the law was created to avoid the threat of undead, as well as the spread of disease or contamination into the city's water supply.



Noble Family Crypts

Each noble family has its own crypt in the Necropolis, most quite lavish and warded against tomb robbers and body snatchers. Still, about half of the families choose not to use their crypts, or do so only rarely. Instead, they bury their dead on the grounds of their estates or in underground family crypts.

Abesh Runihan, page 112
Tacheron Kint, page 373
Gerris Hin, page 332
Keepers of the Veil, page 119

place. For some reason, the demon has taken a liking to Igor, and the two have long conversations some nights, which only adds to Igor's knowledge of forbidden facts about the Dark Reliquary and its inhabitants. Because of Zastanix's friendship, the Forsaken, the Fallen, and the undead leave Igor alone.

Igor distrusts strangers but can be bribed easily. Visitors can bribe him not with money, which is all but useless to him, but with alcohol. A few bottles help convince him to relate any facts he knows. However, the fiendish flies hear everything he says and warn Zastanix.

Igor Reichstav
Male human (Chaotic Neutral)
Commoner6 **CR** 5
HD 6d4+24 **hp** 38
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +3/+4
Attack/Full Attack +5 melee (1d4+1, dagger) or +6 ranged (1d4+1, dagger)
Fort +6, **Ref** +4, **Will** +1
Str 12, **Dex** 14, **Con** 18, **Int** 13, **Wis** 9, **Cha** 16
Languages: Common, Infernal.
Crucial Skills: Climb +10, Hide +9, Jump +9, Listen +1, Spot +1.
Other Skills: Craft (carpentry) +7, Craft (stonemasonry) +4.
Crucial Feats: Dodge.
Other Feats: Alertness, Skill Focus (Climb), Skill Focus (Hide).
Possessions: Masterwork dagger, 38 gp, 21 sp, 99 cp.

DEATHGUILD HEADQUARTERS

Center Street in the Waiting (#129, L4); see map, page 229 5,000 gp

The Deathguild is an organization of morticians, gravediggers, professional mourners, and others involved with the business of interring the dead. This large and surprisingly influential Ptolus organization has at least two hundred fifty members.

Most Deathguilders hate the Forsaken, but they dislike the Keepers of the Veil as well. Ultimately, the guilders ignore the worsening situation in the Necropolis and operate as if things were the same as decades ago, when the worst problem was the occasional tomb robber.

Members of the Forsaken often infiltrate the Deathguild, serving as spies or informants. Further, some Ptolusites in professions dealing with the dead secretly revere death and adore the dead a little more than is healthy. These individuals quietly sympathize with the Forsaken, and some even join that unsavory group.

The Deathguild Headquarters is located next to the "main" gate into the Necropolis, the Center Street gate. The large, two-story structure is built into the Necropolis side of the wall. Some members—guards, mostly—remain inside even at night. The building has powerful anti-undead repulsions and wards.

THE GHOUL PATHS

Throughout the Necropolis; map N/A
1,000 gp

Just below the ground level of much of the Necropolis, narrow burrows created by ghouls wind to and fro beneath the cemetery's graves. These passages are used to remove corpses without anyone on the surface ever being any the wiser. Most ghoul paths measure no more than three feet in diameter, requiring the ghouls to crawl.

Ghouls and ghasts dwell in these tunnels, sleeping during the day and scurrying about the surface at night. The tunnels go from grave to grave, but many collapse after a short period, requiring the undead to dig new passages all the time. This havoc makes the ghoul paths a seemingly nonsensical maze. Treasure-minded adventurers report that one can sometimes find coins and other valuables strewn along the subterranean pathways—items lost from corpses dragged away by the ghouls, who do not care for such things.

There are hundreds of ghouls and ghasts in the tunnels.

HALL OF THE VALIANT

The Quiet (#125, K3); see map, page 229
50,000 gp

Near the center of the Quiet stands a vast mausoleum containing the remains of some of Ptolus' greatest heroes, leaders, and other honored dead. Those entombed here include dead commissars, council members, and even one Prince of the Church (Lukas Mikolic), plus such heroes as Abesh Runihan and Tacheron Kint, and notables like the historian Gerris Hin and the former leader of the Keepers of the Veil, Sir Tomas Storocek. The Commissar grants families' request for burials here of heroic loved ones.

The building is a huge, open hall with marble floors and columns lining the walls. Side passages hold small individual crypts. The entire windowless structure stands above ground, lit by a few high-placed *continual flame* spells.

An iron golem waits in the middle of the great hall. Its orders are to attack anyone attempting to disturb a sealed crypt. The golem has stood guard here for many years and has proven an effective deterrent.

Iron Golem: hp 129; see MM.

Further, each individual crypt is trapped, both conventionally and magically. This practice started almost twenty years ago to deter tomb robbers and, even more, the Forsaken and the undead.



THE SIEGE TOWER

Golden Elm Way (#127, K4); see map, above
6,500 gp

Headquarters of the order called the **Keepers of the Veil**, this small, three-story keep serves as a watchtower to monitor events in the Necropolis and as a staging area to launch missions against the Fallen, the Forsaken, and the undead of the cemetery. The cleric **Phadian Gess** is the seneschal of the Siege Tower, meaning that she commands the structure and its defense, even though technically the order's leader is **Sir Beck Von Tibbitz**. Both Phadian and Beck are present at the castle far more often than not.

Once a walled manor, the keep now resembles a fortified gatehouse. The ground level of the well-defended structure includes a passage that leads into the Necropolis. The massive iron-bound wooden doors on both ends can be sealed with portcullises; the passage is accessed from above by no fewer than ten murder holes. The fortress is equipped not only with plenty of ranged weapons like bows and crossbows, but also with copious amounts of alchemist's fire and holy water to withstand an attack.

The castle is manned at all times by some two dozen low-ranking knights (warriors2). Of these, seventeen are humans, three are dwarves, two litorians, one elf, one halfling, and one centaur. Beyond that, a contingent of high-ranking knights is usually on hand as well. A typical selection might include a 5th-level cleric, an 8th-level paladin, a 5th-level paladin, a 5th-level wizard, and two 6th-level fighters. About twenty support personnel (commoners2) of varying races are also here. It's worth noting that this is not the full organization—it's simply the castle's complement at any given time.

Besides barracks and officers' quarters, the keep also contains a temple, lounges, common area, armory, storeroom, training hall, and offices.

TOWER OF TEREPHON

The Howling (#131, L4); see map, page 229
18,450 gp

Standing like a forlorn battlement rising amid a field of gravestones, the Tower of Terephon is a square stone tower of fairly recent construction. Corpses hang from hooks all around the exterior of the building. Those in the know (Knowledge [local] check, DC 27) understand this to be the Tower of Terephon (male human fighter5/wizard5/eldritch knight3), a leader of the **Licheloved** so powerful that he chose to have his undead servants build a tower for him in the Necropolis, in direct defiance of city authorities.

Sometimes the ranks of the Forsaken are shaken by conflict. For example, Terephon opposes the allegiance others have formed with the **chaos cults**. He does not equate death with



Phadian Gess, page 121
Sir Beck Von Tibbitz, page 120



Keepers of the Veil, page 119

The Licheloved, page 112

Chaos cults, page 71

Roster of Inhabitants

This section doesn't provide an exhaustive list of all creatures that live in the Dark Reliquary. This is for two reasons. First, the population of the Dark Reliquary is extremely fluid. With members of the Fallen and Forsaken coming and going, dying and being replaced by others, it is difficult to track all possible inhabitants. Many of the powerful undead, for example, spend only brief periods in the Dark Reliquary, leaving to roam the Necropolis or even the rest of the city. Second, in order to keep the Fallen and Forsaken ongoing concerns in the campaign, it is necessary for the DM to create new members, change the nature of various members, or otherwise manipulate the Dark Reliquary and its inhabitants as needed.

Siege Tower, page 237



Lilith and Raguel, page 111

Vested of the Galchutt, page 60
Wintersouled, page 632

Random Encounter Matrix, page 585

destruction and sees the chaos cults wanting only destruction. If the world is destroyed, Terephon believes, there will be no more death because there will be no more life. For his own sake, Terephon researches the concept of "partial undeath"—having a "dead" limb, for example, then animating it with necromancy.

The tower has four levels, including an entry/foyer, a laboratory/library, quarters for Terephon and his four spectre allies, and a rooftop roost for another ally of Terephon's: a nightwing. Beneath the tower lies a small, round cellar from which a secret passage (Search check, DC 25 to find) leads to Area 4 in the dungeons below the Dark Reliquary (see page 252).

Scenario: Rumors of conflict among different Forsaken groups reaches the **Siege Tower**. The Knights there ask the player characters to investigate the Tower of Terephon and interview a Forsaken member who may be willing to impart information and even assistance against his fellow Forksaken. However, when the PCs arrive, they find Terephon hanging, flayed and dead, above the main entrance to the tower. Inside, Terephon's murderers—a pair of vampires and a lich—loot the tower. If forced to flee, the undead may inadvertently betray the secret passage into the dungeons beneath the Dark Reliquary.

THE DARK RELIQUARY

In the Howling (#132, M4 on poster map), at the edge of the cliffs overlooking the cold sea below lies a vast, ominous structure unique in the Necropolis. This dire building, having long blighted the Ptolus landscape, is known as the Dark Reliquary. It is the home of great evil.

THE WINTERSOULED

The mysterious entities who created the Dark Reliquary were some of the oldest undead in the world. Millennia ago, tales say, a creature known as Vladaam, a **Vested of the Galchutt**, rent the veil between the realm of the living and the realm of the dead—likely in an attempt to breach the borders of the world. This brought a supernatural winter to the entire world and threatened to be the undoing of all life, until a group of self-sacrificing heroes managed to seal the breach. However, the veil has remained rent since that time, allowing foul magic and dark circumstances to usher undead creatures back into the realm of life. Still, for that brief time when the veil was wide open, the undead spirits that passed through possessed a much greater power. A few of them, called the Wintersouled, still exist today.

Called by the Galchutt's dire clarion, the **Wintersouled** gathered near the Spire almost two thousand years ago, waiting invisibly and beyond reach. Eventually, around 420 IA, they saw that the Galchutt soon would stir. They began creating large numbers of undead and fashioned a macabre palace for their "children" while they waited for their masters to awaken. They built the Dark Reliquary atop a secret underground temple of the Galchutt that provides access to chambers where some of the sleeping Lords of Chaos actually rest.

The Wintersouled spend most of their days and nights in a necromantic slumber deep within the bowels of the Dark Reliquary's dungeons. Even the demons themselves avoid disturbing the sleep of these ancient dead.

THE FALLEN AND THE FORSAKEN

The current inhabitants of the Dark Reliquary are the Fallen and the Forsaken (detailed more fully in Chapter 6: Organizations). The Forsaken, along with their undead companions—the heirs of the Wintersouled—have dwelled within the Dark Reliquary for hundreds of years. Two centuries ago, the Fallen arrived in the world and joined their undead allies in the Dark Reliquary. Both groups enjoy the fact that the well-fortified structure lies just at the edge of civilization, far enough away to keep them out of the perception of most Ptolusites.

The two groups coexist in relative harmony, but only because the Forsaken realize that, with the Wintersouled hidden away and asleep, the Fallen enjoy greater power than their undead allies.

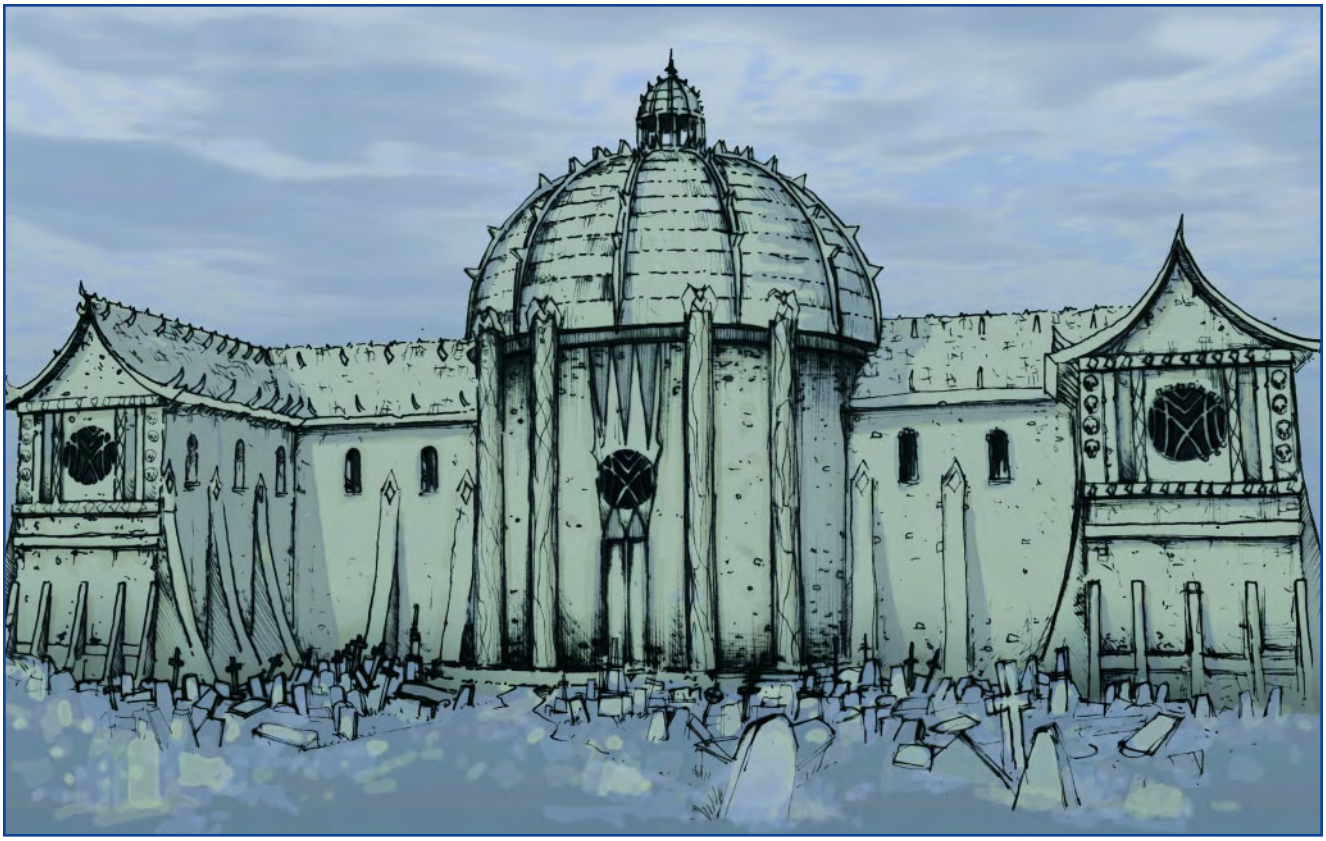
RAGUEL AND LILITH

Despite the fact that the Forsaken have lived within the Dark Reliquary far longer than the Fallen, the demons' greater power could not be denied. Thus, the clear masters of the place are the demigod **Raguel** and his hellish lover **Lilith**. Raguel spends most of his time brooding in his throne room (Area 9, page 241). Lilith, on the other hand, takes a much more active role in ordering around the demons, Forsaken, and undead in her lover's name. Behind his back, she forges alliances with chaos cults and other nefarious groups in the city, believing that her path to power lies in serving the Galchutt.

RANDOM ENCOUNTERS

Wandering about the Dark Reliquary is exceedingly dangerous. While moving around in the manor, or entering a room that is not a residence, there is a 10 percent chance of an encounter not listed for the area, unless otherwise described. This means some rooms might hold extra creatures in addition to their listed occupants.

If an encounter is indicated, use the Necropolis column of the **Random Encounter Matrix**, but choose only "Night" results (the number after the slash). Choosing rather than rolling to ensure an encounter is appropriate is recommended.



LAYOUT OF THE MANOR (ABOVE GROUND)

The Dark Reliquary is not a fortress or castle in the traditional sense. It is more a vast gothic mansion with many rooms. Unlike its dungeons (described starting on page 251), the upper levels are fairly clean—one won't find bits of bone or skulls lying about. The whole structure has a sense of grand albeit somewhat faded opulence.

The Dark Reliquary includes three above-ground levels. Unless otherwise mentioned, the ceiling in all rooms is about eighteen feet high. Most areas are dimly lit by braziers, candles, and torches—almost every chamber has a chandelier. The building's outer wall measures three feet thick, and the interior walls are half that, all stone. The interior walls generally are covered with plaster and sometimes paneling of dark wood. Doors are made of fairly sturdy wood (hardness 5, 20 hit points, break DC 20).

A few exterior rooms on the second level have windows. Most are placed very high—usually about 10 feet off the floor. They are narrow, made of thick glass, and do not open.

The entire Dark Reliquary, including the dungeons, is considered affected by a permanent *unhallow* spell. Undead all gain the effects of a *bless* spell while within its confines.

The areas described below correspond with the numbered areas on the map on page 241.

1. The Main Entrance (EL 12)

Outside the massive black doors of the Dark Reliquary, creatures known as the bloodstarved loiter about, looking for the living. Too weak to attack—particularly since most of the living who come to the Dark Reliquary are entirely capable of defending themselves—these masterless vampire spawn beg for blood.

Vampire Spawn (4): hp 10 each; see MM (but –6 penalty to Strength).

The bloodstarved are considered wholly pathetic, even by the Forsaken. Most of the creatures in the Dark Reliquary wish that they would just hurry up and starve.

The Doors

Set into a sinister architrave, the elaborate black doors are inhabited by an undead spirit that controls their use and fortifies their strength (hardness 12, 100 hit points, break DC 35, fast healing 5). The spirit allows the doors to open only for creatures it recognizes and trusts, or if commanded to do so by someone whose authority it recognizes. One cannot attack the spirit, but a successful turning check against a 15 HD undead forces the doors open.

The Doorman: A devourer, wearing a black suit of finery with the front open to expose its chest-bound victim, stands at the main doors at all times. It greets inhabitants with a nod or a bow, announces visitors, and serves as a guard to keep out intruders.

Devourer: 90 hp; see MM.

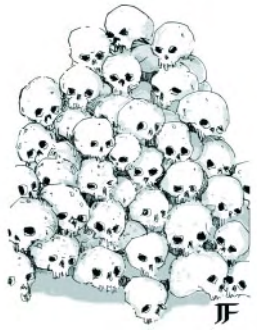


Forsaken body paint, page 114

Crimson Court, page 241

Random encounter matrix, page 585

Many of the inhabitants of the Dark Reliquary do not get along. The barghest guards, for example, hate the barbazu, who in turn resent the babau. Although they share barracks, they will not work together.



The Forsaken found here usually paint their faces or wear masks to give themselves skull-like visages.

The shield of light *spell (page 645) is an excellent tool when fighting undead here.*

Entry Hall

The Dark Reliquary's main entry hall is a long, lavish chamber with a black and white marble floor and rounded columns running along the north and south walls. Stairs to the north and south lead up to the second floor.

Occupants: On most days, visitors in the main entry see zombie slaves, flitting quasits or imps, members of the Crimson Court, or others moving about in this room. There is a 95 percent chance that the room is occupied (roll for a random Necropolis encounter) and a 35 percent chance of another encounter (roll again).

2. Forsaken Barracks (EL 8)

A room just north of the entry hall on the first floor and another in the south wing on the second floor each house eight Forsaken guards and their captain, a barbarian. Nine beds furnish each room, with a woven grey rug on the floor underneath. Skulls and other Forsaken-style symbols hang on the wall. Each guard has a locked wooden chest (Open Lock, DC 20) under his bed containing personal gear.

Forsaken Guard (8)
Male and female humans (Neutral Evil)
Warrior2 **CR** 1
HD 2d8+2 **hp** 12
Init +0 **Speed** 20 feet
AC 17, touch 10, flat-footed 17
BAB/Grapple +2/+4
Attack/Full Attack +4 melee (1d6+2, shortspear) or +3 ranged (1d8, light crossbow)
Fort +4, **Ref** +0, **Will** +1
Str 15, **Dex** 10, **Con** 13, **Int** 9, **Wis** 8, **Cha** 8
Crucial Skills: Climb –6, Listen +2, Spot +1.
Other Skills: N/A
Crucial Feats: N/A
Other Feats: Alertness, Iron Will.
Possessions: Chainmail armor, heavy steel shield, shortspears (2), masterwork light crossbow, bolts (12), ***Forsaken body paint***, signal whistle, 12 gp, 25 sp.

Forsaken Guard Captain
Male human (Neutral Evil)
Barbarian4 **CR** 4
HD 4d12+4 **hp** 34
Init +1 **Speed** 40 feet
AC 15, touch 11, flat-footed 15
BAB/Grapple +4/+7
Attack/Full Attack +8 melee (2d6+4, greatsword) or +5 ranged (1d6+3, shortspear)
SA Rage 2/day
SQ Trap sense +1, uncanny dodge
Fort +5, **Ref** +2, **Will** +1
Str 17, **Dex** 13, **Con** 12, **Int** 8, **Wis** 11, **Cha** 9
Crucial Skills: Climb +8, Jump +10, Listen +3.
Other Skills: Ride +7, Survival +7.
Crucial Feats: Blind-Fight, Cleave, Power Attack.
Other Feats: N/A
Possessions: +1 *studded leather armor*, masterwork greatsword, shortspears (2), *potion of cure moderate wounds*, ***Forsaken body paint***, ivory skull medallion worth 300 gp, 123 gp.

3. Undead Barracks (EL 8)

A room just south of the entry hall on the first floor and another in the north wing on the second floor each house eight ghouls and their leaders, two ghasts. The rooms have no furnishings or decorations, just strewn bones and splatters of gore. Each ghast wears a gold or platinum ring worth 100 gp.

Ghouls (8): 13 hp each; see MM.
Ghasts (2): 29 hp each; see MM.

4. Fallen Barracks (EL 8)

Four barracks—one in each wing of the Dark Reliquary's first two floors—house Fallen guards. Each room houses a different demon type: barghests, babau, barbazu, and chain devils.

The barracks are sparsely furnished, with nests of torn cloth, bones, jagged bits of metal, and dried slices of flesh rather than beds. The chain devil room has various lengths of chain strewn about the floor and affixed to the walls and ceiling.

Barghests (4): 33 hp each; see MM.
Babau (2): 66 hp each; see MM.
Barbazu (3): 45 hp each; see MM.
Chain Devils (2): 52 hp each; see MM.

5. Parlors

Chairs, divans, and long couches furnish each of these two rooms on the first floor. Red and black rugs cover the floors, and long tapestries upon the walls depict tombs and graveyards.

Occupants: There is a 25 percent chance that a parlor is occupied (roll for a random Necropolis encounter).

6. Nightmare Stables (EL 7)

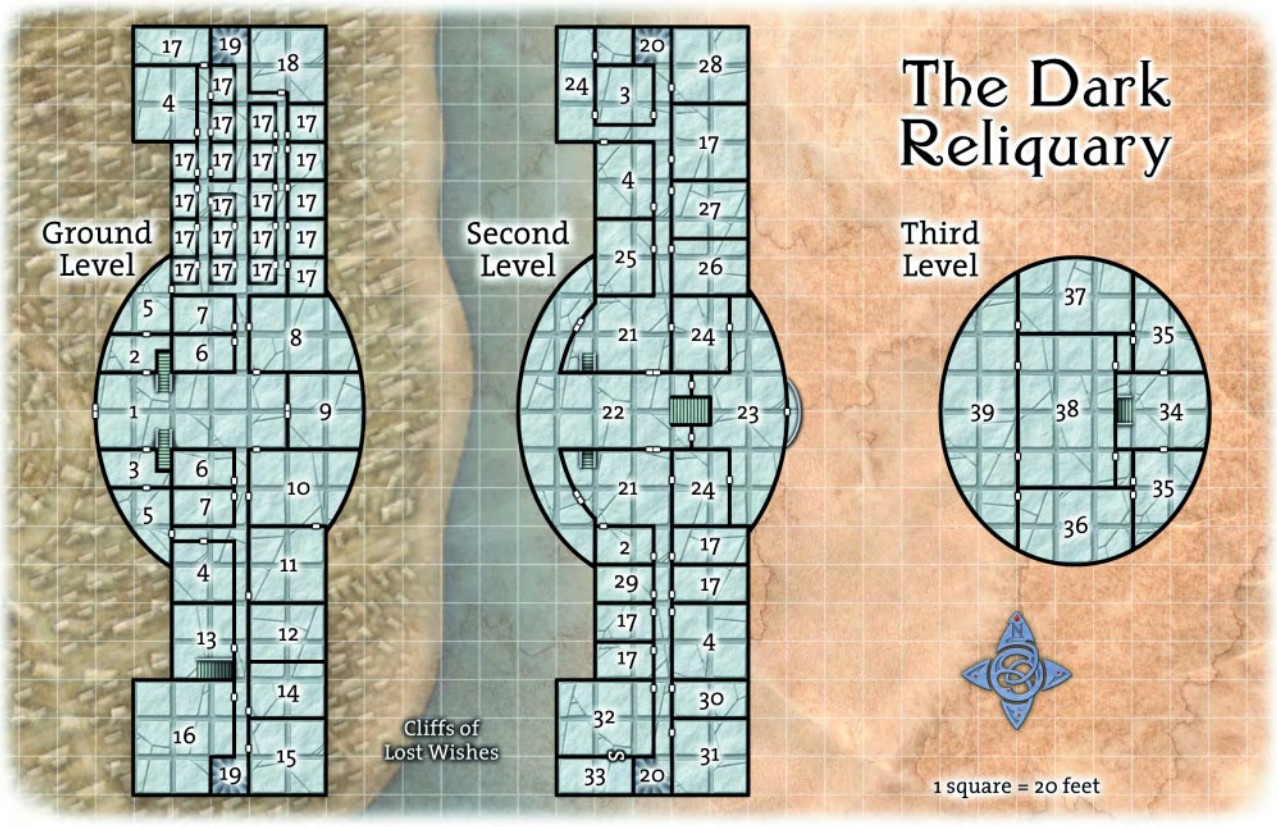
These two rooms, located on a north/south corridor off the entry hall, are longer than they are wide, and each is quite plain in their décor. They hold no furnishings other than an iron trough and a pair of large beds made of blankets on the floor.

Occupants: Each chamber is home to two nightmares. Although horselike, these fiends are not really treated like animals, but as regular inhabitants of the manor. Few use the creatures as mounts (those who would ride them must obey Raguel's orders about avoiding an overt presence in the city), although presumably one day that might change.

Nightmares (2): 45 hp each; see MM.

7. Storerooms

Storerooms next door to the stables on the first floor stock a variety of supplies: mostly dry goods, as the majority of the Dark Reliquary's



inhabitants don't require food. The rooms have a few rats and cockroaches, but not many—the quasits, imps, and dretches hunt them for fun.

8. The Crimson Court (EL 18–24+)

This large chamber off the northern corridor from the entry hall holds an ongoing formal party that never seems to end. Tiefling minstrels play instruments while a glabrezu tortures living prisoners with such dire precision that their screams and moans accompany the music.

Occupants: At any given time, one can find 6d10+4 individuals here, usually succubi (and incubi), erinyes, babau, barbazu, tieflings, half-fiends, and rakshasas, as well as a few vampires, ghouls, and even the occasional ghost. Drinks—often flagons of wine mixed with blood—are served on trays carried by zombies. Lilith herself often lingers in the Crimson Court when she is in the Dark Reliquary.

Most of the occupants, here to dance, socialize, and carry on in a hideous mimicry of the actions of human aristocracy, are not ready for a fight. Few carry weapons, and those who do often bear jeweled or ceremonial blades rather than functional arms. That said, the attendees of the Crimson Court are still extremely dangerous—they are demons, after all.

For more about the Crimson Court, see "The Fallen" in Chapter 6: Organizations (page 110).

9. Raguel's Throne Room (EL 24)

Dominating the vaulted chamber at the far end of the entry hall is a huge throne on a dais near the back wall. White and deep violet curtains cover most of the walls. This is where Raguel, master of the Fallen, spends most of his days. It is in this throne room that he broods and contemplates his next course of action. Very rarely, Lilith attends him here. Raguel's two personal servants, a male and a female tiefling, are often here as well, although sometimes he sends even them away so he may think in peace.

Tieflings (2): 39, 28 hp; see sidebar and MM.

Raguel is often accompanied by one or both of his tiefling attendants, Ra-Zoblam (male rogue3/sorcerer5) and T'bruukr (female rogue1).

Raguel and Lilith, page 111

10. The Refectory

The large dining hall off the southern corridor from the entry hall is used only occasionally, usually by living members of the Forsaken. Long tables flanked by dozens of wooden chairs line the room.

Occupants: Visitors have a 50 percent chance of finding the refectory occupied (roll for a random Necropolis encounter).

11. Kitchen/Larder

The southern wing of the Dark Reliquary's first floor houses a large, well-equipped kitchen. A larder in the back of the room holds wrapped, salted meat, including some unmistakably humanoid cuts.

Raguel's purpose in the Ptolus Campaign is not as a foe with whom to cross swords in battle. As a semi-divine entity, Raguel may simply leave when in danger before the first blow is struck. It is within his power and certainly befitting his personality to avoid any direct conflict or confrontation.



Maleskari, page 69

Even by the standards of the Dark Reliquary, both the shrine to Maleskari and the Oracle are cold places with an aura of true dread. Characters who enter these chambers sense a feeling of wrongness about the place that is difficult to describe.

Lilith and Raguel, page 111



Igor Reichstav, page 236

Occupants: There is a 35 percent chance that the kitchen is occupied (roll for a random encounter).

12. The Minister of Security (EL 16)

The door to this room, located on the south wing of the first floor, is locked (Open Lock, DC 25). The chamber is filled with buzzing flies. In the middle of the otherwise empty room stands a hardened (but sticky) mass of organic goo, not unlike an insect hive, but molded into a sort of throne.

Zastanix, Minister of Security

The fiend placed in charge of the Dark Reliquary's security is a crafty and powerful creature named Zastanix. Zastanix is a singular fiend type, with a bloated body and insect wings. His squat head, positioned toward the front of his girth, has large, compound eyes. Zastanix has six legs, two of which end in clawed hands. A large green gem is set into his forehead.

It is the minister of security's job to keep intruders out of the Dark Reliquary and to know about (and foil) all plots against the Fallen and the Forsaken—particularly the leadership. Thus, Zastanix is chief spy as well as military commander. He and his flies keep tabs not only on creatures coming into the Necropolis, but on the other inhabitants of the Dark Reliquary as well. Of all demons besides **Lilith**, Zastanix has the best relationship with **Raguel** and may approach him directly on matters of import. Not surprisingly, for this reason, Lilith does not like him, but even she cannot deny his efficiency. He has a strange sense of honor and, unlike other demons, is not at all bloodthirsty. He always does what is best for Dark Reliquary security—he would not, for example, recklessly endanger himself or other inhabitants with a needless battle if there were another solution.

Zastanix is also the confidante of the strange man known as **Igor Reichstav**, with whom—oddly enough—he seems to share an honest friendship.

Use horned devil statistics for Zastanix, but change the stinger attack into a bite attack (and don't alter anything about it), and get rid of the horned devil's bite attack.

Zastanix, Horned Devil: hp 210; see MM.

Possessions: *+2 flaming spiked chain* (add a +2 bonus to attacks and damage, plus +1d6 fire damage), emerald worth 2,000 gp, key to this chamber as well as Area 13.

13. Stairs Down to the Dungeons

The door to this room, located on the south wing of the Dark Reliquary's first floor, is locked (Open Lock, DC 25).

This chamber appears to be a large storehouse, full of a strange miscellany of stolen grave-goods: furniture, pottery, statuary, crates of glassware padded with straw, bales of cloth, urns of precious oils, and even a carriage.

There is also a staircase leading down into the dungeons beneath the Dark Reliquary.

14. Shrine to Maleskari

A nine-foot-tall iron idol of the god **Maleskari**, God of Shades, stands draped in black cloth at the eastern end of this first-floor room in the south wing. The cloth, which matches the black draperies on the walls, the black carpet on the floor, and the black fabric covering the ceiling, is removed only at certain points in rituals and ceremonies dedicated to the dark god. If it is lifted, one can see the idol is a figure in black, spiked, full plate armor crafted in a baroque style; a skull shows through the helmet's visor.

This shrine has no altar, *per se*, but rolling up the carpet exposes a ten-foot-square iron plate. This one-inch-thick plate is bolted to the floor and stained with years and years of blood from its use as a sacrificial area

Occupants: There is a 25 percent chance that the room is occupied (roll for a random Necropolis encounter).

15. Oracle

Seven coffins, each open and containing a skeletal corpse, are arranged in a circle in a room at the end of the south wing. Each corpse's feet face the center of the circle. Six are human, and one is an elf. In the middle of this circle, hanging from the ceiling on a golden chain, is a human skull with jewels replacing its eyes and teeth.

The corpses are those of learned sages sympathetic to the Forsaken. Members of the organization consult them, via *speak with dead* spells, on all sorts of manners. They usually speak willingly and freely.

The Hanging Skull: This is the *speaking skull*. Using it, someone casting *speak with dead* has a chance to speak with the spirit of any dead creature. Using the skull requires an hourlong ritual in which the caster calls out the real name of the dead person to whom she desires to speak. The spell functions as normal, but all dead spirits gain saving throws with a +2 bonus to resist the spell; apply an additional +1 bonus for every one hundred years the creature has been dead.

The *speaking skull* functions only within the oracle chamber. Set in the skull are two large rubies, each worth 1,000 gp, and a dozen tourmalines, each worth 200 gp. The gold chain is worth 220 gp.

Occupants: There is a 25 percent chance that the oracle room is occupied (roll for a random Necropolis encounter).

16. Library

This large first-floor chamber at the end of the south wing contains an impressive collection of books, most of them on topics so distasteful that one would hardly find them elsewhere—necrophilia, necrophagia, black magic, animating the dead, consorting with undead, the nature of demons, spawning new types of half-demon, and so forth.

Occupants: A visitor has a 50 percent chance of finding the library occupied (roll for a random Necropolis encounter).

17. Residence (EL Varies)

These rooms scattered throughout the first and second floors of the Dark Reliquary serve as bedchambers for one member of the Fallen or Forsaken, sometimes more. This could be any type of demon, undead, or living mortal member of the Forsaken. Like the rest of the place, most of the residence chambers are appointed with a gothic sensibility—opulent but macabre and slightly dilapidated.

Occupants: There is a 25 percent chance that a residential room is occupied. Use the random encounter matrix if desired, modifying the results to skew them toward Forsaken members, vampires, or demons—other than undead mentioned elsewhere, most undead do not keep permanent residence here (nor do they generally need bedchambers).

18. Shrine to Heiran and Nareis

Stacks of skulls, one affixed to the other, obscure the walls of this first-floor room at the end of the north wing. A gigantic female hand made of stone stretches out from the east and west walls, the fingertips just barely touching. From wrist to fingertip, each measures about twenty feet long. These statues are in honor of the Sisters of Death, Heiran and Nareis.

When someone enters the room, a random skull speaks that person's name and a method of death, such as "suffocation," "stab wound to the heart," "massive blood loss," "consumed in fire," or "head severed." The actual method of death is selected randomly—the skulls have no premonitory abilities—but it is unnerving all the same. There is no saving throw against this effect, but spell resistance does apply (as against a 15th-level caster).

Against the north wall, one skull is black and removable. This is a *darkskull*. Though redundant here, it could be used elsewhere.

Occupants: There is a 25 percent chance that the room is occupied (roll for a Necropolis random encounter).

19. Stairwells Up

The wood-covered floor is polished at the north and south ends of the first floor, and stairs lead up. Paintings on the walls each appear to be normal scenes until one looks very closely (Search, DC 18). Close inspection reveals some sinister aspect in each one—a child's doll lying next to a small pool of blood in an otherwise pleasant pastoral piece, or the cloven hooves of a pious woman walking into a church. A small built-in closet beneath the stairs stores various tools.

The sixth step from the bottom has a strange symbol etched into the wood. The stairs are haunted, imbued with a ghost. It attempts to use *magic jar* to take control of the first living non-outsider who does not stop on the step with the symbol to whisper a short homage to death. One can resist the *magic jar* with a Will save (DC 19). If the save fails, the controlled character turns on nearby allies, berating them for their beliefs and attacking them physically. If the *magic jar* fails, the spirit takes no other actions.

20. Stairwells Down (EL 9 or 13)

Stairs lead down in these twenty-foot-square areas located at the north and south ends of the second floor. A vrock with a +2 *unholy* ***hand cannon*** normally watches over these stairwells. Its total attack bonus with the weapon is +13, although it has the Point Blank Shot and Precise Shot feats rather than Cleave or Combat Reflexes. In times of known danger, the vrock is joined by another vrock (with no special weapon) and a hezrou. The vrock with the firearm typically moves down the adjoining corridor a bit.

Vrock: 120 hp; see MM.
Possessions: *+2 unholy hand cannon, +1 ammunition* (10 rounds).
Vrock: 110 hp; see MM.
Hezrou: 135 hp; see MM.

21. Gathering Halls

A gathering place for Fallen and Forsaken alike, these twin chambers on the second floor are well appointed in red, gold, and black, although the furnishings—mostly divans, candelabra-topped tables, brass lamps, and overstuffed armchairs—show a great deal of age and wear. These rooms also have a stairway down that leads to the entry hall on the first floor.

Occupants: Visitors have a 50 percent chance of finding this room occupied (roll for a random encounter).

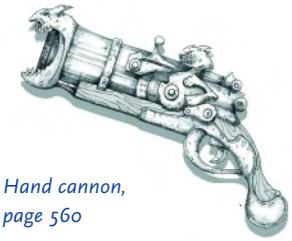
22. Upper Hall

Wide, round white pillars run along the north and south walls of the forty-foot-wide hall above the Dark Reliquary's main entry. At the western end, the upper hall widens to become a chamber



Stairs up from the first floor are in Areas 1 and 19. Visitors can find stairs down from the first floor to the first dungeon level in Area 13.

Each residence found in the Dark Reliquary has its own distinctive appearance. The individual or individuals that live there have their own unique furnishings and sense of style. Some residences are simply dour or macabre, while others are hideous and grotesque.



Hand cannon, page 560

Heiran and Nareis, page 69



overlooking the Necropolis vista. In between the large, clear windows of this overlook, small niches hold alabaster idols carved in the form of various demonic entities. There are ten such statuettes all together, each worth 230 gp.

At the east end of the hall, the only stairs going up on this level—a grand, twenty-foot-wide staircase of black stone—ascend to the third floor.

Visitors can find stairs down from the second floor to the first in Areas 20–21. Stairs ascend to the third floor of the Dark Reliquary at the east end of Area 22.

Occupants: There is a 75 percent chance that the room is occupied (roll for a random encounter).

23. Balcony Over the Bay

Massive stained glass windows cover the eastern wall of this long chamber just beyond the Upper Hall. The images in the windows show various "saints of death"—as the Wintersouled sometimes like to call themselves—in life. These images of the incredibly distant past, while meaningless to modern viewers, convey a very somber mood for reasons one can't quite identify.

Lilith, page 111
Keepers of the Veil, page 119
Phadian Gess, page 121

Wintersouled, page 632

The floor is lustrous black marble veined with streaks of red.

Occupants: There is a 50 percent chance that the room is occupied (roll for a Necropolis random encounter).

24. Rarely Used Room

These rooms on the second floor just east of the Gathering Halls and at the end of the north wing hold ill-kept old furnishings that once were likely quite grand. Cobwebs and dust coat everything.

Cynric Gallow, page 246
Shigmaa Urasta, page 114

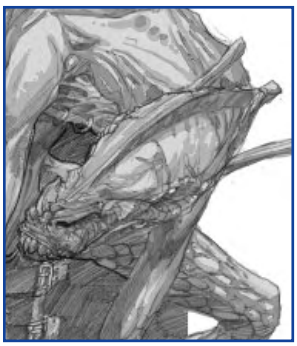
Occupants: There is a 25 percent chance that the room is occupied (roll for a random encounter).

25. Abductors' Chamber (EL 12)

This chamber on the second floor in the north wing is a terrible disorganized mess, with broken furniture and torn scraps of cloth everywhere. The walls are scratched and scarred.

You can read about the shigmaa and its special abilities in Chapter 36: Prestige Classes (page 646)

This is the lair of six D'Stradi abductors. These demons work more or less as a unit and are responsible for many of the slaves or victims found in the Dark Reliquary—they prey upon the folk of the Warrens or similar places where people are unlikely to be missed. Occasionally they receive an assignment to abduct specific victims, usually to bring them to the prison (the Dark Reliquary dungeons, Area 16). When not on a mission, these demons keep to themselves here, fighting and wrestling with each other.



D'Stradi abductor, page 620

Like all the D'Stradi demons, these serve Lilith implicitly.

D'Stradi Abductors (6): 45 hp each, see Chapter 34: Monsters.

26. Surmoil's Chamber

The door to this room on the second floor in the north wing is locked (Open Lock, DC 25).

The chamber looks more like a study than a bedroom—the small bed is hidden behind a wooden folding screen. The rest of the place is filled with bookshelves, a reading desk, and a stuffed howler, from whose quills hang articles of men's clothing.

Surmoil Rallekred

A powerful member of the Forsaken, Surmoil serves as the chief liaison with the members of the Fallen. In other words, this human sorcerer is the main go-between for both groups. He has a good working relationship with Lilith and, in fact, may be one of her lovers behind Raguel's back.

More than many of his fellows, Surmoil has confronted the Keepers of the Veil directly on numerous occasions. Surmoil has a special fixation on Phadian Gess. In a previous confrontation, Surmoil dominated her until another mage dispelled the enchantment. Surmoil was forced to retreat, but he has never forgotten his unsavory desire for her.

Surmoil is tall, barrel-chested, and square-jawed, with wavy golden hair. He looks more the part of a dashing young hero than a scheming sorcerer. He hates Cynric, the Forsaken's second-in-command (and Cynric hates him); Surmoil assumes that one day he will have to eliminate the petty little man. If push came to shove, he would likely side with Lilith over Shigmaa Urasta, despite his allegiance to the Forsaken.

Shigmaa Surmoil Rallekred
Male human (Chaotic Evil)
Sorcerer9/shigmaa2 **CR** 12
HD 9d4+27 + 2d10+6 –10 **hp** 71
Init +0 **Speed** 30 feet
AC 14, touch 10, flat-footed 14
BAB/Grapple +6/+7
Attack +7 melee (1d3+1 +1d6 negative energy, unarmed attack)
Full Attack +7/+2 melee (1d3+1 +1d6 negative energy, unarmed attack)
SA Reap the living (+1d6 negative energy damage)
SQ Second chance, call of death (4 HD) 1/day, necromantic lore, secrets of the dead, love of the dead
Fort +9, **Ref** +8, **Will** +11
Str 12, **Dex** 11, **Con** 17, **Int** 10, **Wis** 14, **Cha** 21
Crucial Skills: Bluff +10, Concentration +14, Intimidate +8, Listen +9, Search +1, Spot +2.
Other Skills: Knowledge (arcana) +1, Spellcraft +12, Use Rope +3.
Crucial Feats: Combat Casting.
Other Feats: Craft Wondrous Item, Lightning Reflexes, Scribe Scroll, Spell Focus (enchantment).
Spells Known: 6/8/7/7/7/5; save DC 15 + spell level, 16 + spell level for enchantment spells.
5th—*cloudkill, dominate person.*

DEFENSE OF THE DARK RELIQUARY

Most of the inhabitants of the Dark Reliquary do not respond immediately even if they hear the sounds of battle or cries for help. In the first place, such sounds are not all that uncommon here, and in the second place, the Dark Reliquary has a powerful demon (the flylike Zastanix in Area 12) and a number of guards (from Areas 2, 3, and 4) to take care of trouble. Still, a threat that puts a resident in harm's way or has the potential to do so does draw more attention. Thus, a group of intruders running around amid all the residences on the north wing of Level 1, for example, is unlikely to get much attention except from the guards. But a powerful group of invaders ransacking rooms and killing everything they come upon is likely to draw everyone who lives in the entire northern wing down upon them.

4th—*dimension door, fire shield, shout.*
3rd—*fireball, fly, slow, summon monster III.*
2nd—*darkness, invisibility, minor image, mirror image, protection from arrows.*
1st—*charm person, magic missile, protection from law, shield, silent image.*
0—*acid splash, dancing lights, detect magic, ghost sound, light, mage hand, open/close, read magic, resistance.*
Possessions: *Cloak of charisma* +2, *bracers of armor* +4, *mask of the skull*, scroll of *dominate person*, *potion of levitate*, scroll of ***animate necrosis***, gold ring with diamonds worth 1,000 gp, 450 pp, key to Areas 26 and 27.
Familiar, Bat: 30 hp; see MM.

Tactics: Surmoil would no more enter into melee than turn himself over to the Keepers of the Veil. If in a dangerous situation, he sends his constant companion, a dominated dwarf, into harm's way in his stead while he casts *shield*, *invisibility*, and *mirror image* to defend himself (or just multiple *dimension door* spells to get away if the threat seems truly serious—he puts no value on bravery).

Thorar
Dominated male Stonelost dwarf (Neutral Good)
Warrior4 **CR** 3
HD 4d8+20 **hp** 42
Init +1 **Speed** 20 feet
AC 21, touch 11, flat-footed 20
BAB/Grapple +4/+8
Attack/Full Attack +10 melee (1d8+4, longsword) or +6 ranged (1d8, light crossbow)
Fort +9, **Ref** +2, **Will** +3
Str 18, **Dex** 12, **Con** 21, **Int** 12, **Wis** 15, **Cha** 10
Crucial Skills: Climb +10, Intimidate +7, Jump +10, Spot +3.
Other Skills: Craft (armorsmithing) +3, Craft (blacksmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3.
Crucial Feats: Combat Reflexes.
Other Feats: Weapon Focus (longsword).
Possessions: Masterwork full plate armor, masterwork heavy steel shield, masterwork longsword, masterwork light crossbow, bolts (12), and 50 feet of rope.

27. Corrupt Teleport Beacons

The door to this room on the second floor in the Dark Reliquary's north wing is locked (Open Lock, DC 25).

This chamber stores three crude obelisks of bones and skulls lashed together with rope. These magical objects, dubbed *corrupt teleport beacons*, allow teleportation into an area where teleportation normally is impossible. Each beacon stands almost eighteen feet tall and measures three to four feet across. Of particular use to fiends who teleport as an innate ability, these massive objects pierce through spells like *dimensional lock*, allowing creatures of an evil alignment to appear within twenty feet of the beacon without error, mishap, or difficulty.

Surmoil created *corrupt teleport beacons* to breach the defenses of Clasthamus Isle and has already placed some there in secret. The demons are currently discussing where to place these extra beacons.

28. Urasta's Chamber (EL 16)

The door to this room on the second floor at the end of the north wing is locked (Open Lock, DC 25).

This chamber is well appointed but in terrible disarray. Clothing and other items are scattered across the grey rug atop the floor, the bed is unmade, and a clutter of books, tools, and other miscellaneous items covers the two tables. The room also holds two wardrobes, a chest of drawers, and a large iron trunk, although none of them contains anything valuable.

Shigmaa Urasta, the highest-ranking member of the Forsaken, stays here when she visits the Dark Reliquary, although she has a home in Midtown and serves as the high priestess of Heiran and Nareis, the Sisters of Death.

29. Cynric's Chamber (EL 13)

The door to this room on the second floor of the south wing is locked (Open Lock, DC 25).

This rather simple, very tidy chamber has a bed, a desk and chair, two small tables, a wardrobe, and a large chest. The wardrobe holds



Surmoil has placed a demonseed in the mind of Hennam, the young apprentice of Andach the druid; see page 234.

Unless he knows that he is going to interact with others, Surmoil often wears a bloodstained apron and long, stained gloves. Otherwise, he wears a long grey coat and a wide-brimmed grey hat.

Animate necrosis, page 639

Clasthamus Isle, page 232



Shigmaa Urasta, page 114

Heiran and Nareis, page 69

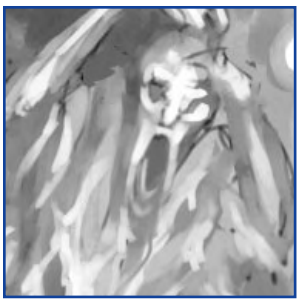
A Bevy of Villains

The characters listed in many of these chambers aren't here just to wait in their bedrooms until some adventurers come to the Dark Reliquary. Instead, each is presented as a possible antagonist involved in adventures set throughout Ptolus. Shigmaa Cynric, for example, is mixed up in plots all over the city (often involving killing those who cross him or paying others to have them killed). Gegall the nalfeshnee gets the materials he needs for his work by stealing them—often while in polymorphed *form. And so on.*

Shigmaa Urasta, page 114
Shigmaa Wuntad, page 73
Chaos cults, page 71

Ulti and Ilti, page 247
Lilith, page 111

You can read about the shigmaa and its special abilities in Chapter 36: Prestige Classes (page 646)



only men's clothing and personal items. The desk is empty except for paper, ink, and pens; one sheet bears a list of names, all crossed off. A Knowledge (local) check (DC 23) confirms that everyone named on this list has little or nothing in common other than that they are all dead.

Cynric Gallow

Cynric is **Urasta's** lieutenant, more because no one else wanted the position than because he was qualified. Urasta doesn't care for Cynric, but Cynric respects Urasta and feels that naming him her assistant and effectively second-in-command makes her wiser than most. He only recently took up wizardry, but has found a liking for magical studies. He wasn't willing to give up the demon armor bequeathed him by **Shigmaa Wuntad** when the **chaos cults** and the Forsaken first joined forces a few years ago. Cynric is a bitter, petty man who feels that anyone who wrongs him, no matter how minor the infraction, must die. He is short and balding, and he wears a small mustache.

Cynric works with the night hags **Ulti and Ilti** in the laboratory in the dungeon (Area 32 of Level 2). He hopes to show his worth not only to Urasta but to **Lilith** as well. He resents the hags, however, and feels as though they take all the credit for his work.

Shigmaa Cynric Gallow
Male human (Chaotic Evil)
Fighter9/wizard3/shigmaa1 **CR** 13
HD 9d10+9 + 3d4+3 + 1d10+1 –10 **hp** 86
Init +3 **Speed** 20 feet
AC 25, touch 10, flat-footed 25
BAB/Grapple +11/+15
Attack +17 melee (1d10+7 plus *contagion*, 19–20/×2, demon armor claws)
Full Attack +17/+12/+7 melee (1d10+7 plus contagion, 19–20/×2 demon armor claws)
SQ Second chance, call of death (3 HD) 1/day, necromantic lore, secrets of the dead
Fort +10, **Ref** +6, **Will** +9
Str 18, **Dex** 10, **Con** 13, **Int** 18, **Wis** 12, **Cha** 13
Crucial Skills: Intimidate +11, Jump +10, Spot +1.
Other Skills: Craft (alchemy) +16, Craft (chaositech) +12, Craft (machines) +10, Craft (trapmaking) +11, Knowledge (arcana) +12, Knowledge (religion) +12, Ride +8, Spellcraft +11, Swim +16.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Combat Reflexes, Power Attack.
Other Feats: Empower Spell, Improved Critical (demon armor claws), Improved Initiative, Scribe Scroll, Still Spell, Weapon Focus (demon armor claws), Weapon Specialization (demon armor claws).
Spells: 4/4/3; save DC 14 + spell level.
2nd—*darkness*, stilled *shield*, stilled *true strike*.
1st—stilled *daze*, stilled *detect magic*, stilled *mage hand*, stilled *ray of frost*.
0—*flare* (3), *read magic*.
Possessions: *+4 demon armor, +1 heavy steel shield, wand of bull's strength* (10 charges), *wand of magic missile* (CL 7th, 9 charges), *potion of darkvision*, flask of acid, gold ring worth 175 gp, 352 gp, key to Area 29.

Tactics: Cynric typically uses Combat Expertise to add a +3 bonus to his Armor Class (total AC 28). He prepares all his spells as stilled, except for *darkness* and *flare*, which have no somatic components, and *read magic*, which he'll cast outside of combat anyway. For the most part, he chooses his spells to aid his combat abilities—he likes to go into combat with *bull's strength* (+2 bonus on attacks and damage, as well as Jump checks) and *shield* (+4 bonus to Armor Class, for a total of AC 32 if he's also using Combat Expertise). If he needs offensive magic, Cynric typically relies on his *wand of magic missiles*.

The Chest

The chest in Cynric's room is locked (Open Lock, DC 27) and rigged with a poison arrow trap.

Poisoned Arrow Trap: CR 3; mechanical; touch trigger; manual reset; lock bypass (Open Lock, DC 30); attack +12 ranged (1d8 plus poison, arrow); poison (Large monstrous scorpion venom; Fortitude save, DC 14, resists; 1d4 Constitution/1d4 Constitution); Search DC 19; Disable Device DC 15.

It contains a collection of eighteen ornate crystal goblets, each worth 100 gp. Additionally, a scroll of *rope trick* and *spider climb* is tucked in a leather scroll tube; a cloth bag with the letter "C" embroidered on it holds 372 sp and 289 gp. In a secret compartment in the chest's lid, Cynric keeps his spellbook.

Cynric's Spellbook: The spellbook contains these spells: 0—*acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue;* 1st—*charm person, comprehend languages, detect secret doors, grease, identify, sleep, true strike;* 2nd—*darkness, ghoul touch, Mel's acid arrow, rope trick, spider climb, summon monster II*.

30. The Hags' Chamber (EL 11)

This chamber on the second floor of the south wing is unfurnished except for two large hammocks made of woven cloth strips and strung from wall to wall. Amid the strips, the room's occupants have woven bones, skulls, and shocks of long

RANDOM ENCOUNTER REMINDER

Don't forget that, while moving around in the Dark Reliquary manor or entering a room that is not a residence, one has a 10 percent chance of a random encounter not listed in the room's description, unless otherwise described. This means that some areas with detailed encounters may harbor another creature as well. If such a random encounter is indicated, use the matrix to determine its exact nature (Necropolis, night result). Choosing rather than rolling is recommended, to ensure an appropriate encounter.

human hair (sometimes with scalps still attached). Disturbingly, the floor is littered with torn baby clothes and broken dolls, rattles, and the like.

The Hags

Ulti and Ilti, the two night hags that call this chamber home, are here only rarely—they like to wander about the Dark Reliquary and pry into the affairs of others. Both are more intelligent than typical night hags (Intelligence 17), with the additional skills Craft (alchemy) +14, Heal +13, Knowledge (arcana) +14, and the feat Craft Wondrous Item rather than Mounted Combat. At the request of Lilith herself, they've used their intellect and skills to help Shigmaa Urasta develop demon pods for producing new demons. They keep the demon pods in the laboratory in the dungeon (Area 32 of Level 2).

Ulti, Night Hag: 90 hp; see MM.
Possessions: *Brooch of shielding.*
Ilti, Night Hag: 65 hp; see MM.
Possessions: *Bracers of armor +4* (+4 bonus for a total of AC 26).

31. Gegall the Nalfeshnee's Chamber (EL 14)

The door to this room at the end of the Dark Reliquary's south wing on the second floor stays locked (Open Lock, DC 25).

This chamber is clearly meant for a sizable creature. The very large reclining chair in the middle of the room is surrounded by tables covered in machine parts, tools, and unidentifiable bits of machinery and/or magic. Clocks cover the walls—fifteen in total, each worth around 100 gp. This is the abode of Gegall the nalfeshnee.

Gegall fancies himself a bit of a scientist. He has no ranks in Hide or Move Silently but has these skills instead: Craft (alchemy) +10, Craft (chaositech) +9, Craft (machines) +15, Knowledge (machines) +15. He keeps his arcane-machine creation in the dungeon, in Area 34 of Level 2. When working, he sometimes *polymorphs* himself into a Medium humanoid to use some tools too small for his normal form and too complex to replicate for someone his size.

Gegall is usually here.

Gegall, Nalfeshnee: 202 hp; see MM.
Possessions: Chaositech void bombs (2), chaositech device destabilizer, *potions of polymorph* (4), masterwork tools, magnifying glass, key to Area 31.

32. Raguel's Chamber (EL 10)

The door to this large room in the south wing on the second floor is not locked. However, if anyone other than Raguel or Lilith opens the door, a hezrou is immediately summoned to the spot. It attacks until the intruder is dead, until it is dead, or until Raguel or Lilith commands it to stop.

Summon Monster IX Trap: CR 10; magic device; proximity trigger (*alarm*); no reset; spell effect (*summon monster IX*, 20th-level wizard), Search DC 34; Disable Device DC 34.
Hezrou: 130 hp; see MM.

This lavishly appointed bedchamber befits the master of the Dark Reliquary—the former master of Hell and a demigod in his own right—providing an extremely comfortable abode for Raguel and Lilith. The well-kept room contains a very large canopy bed, a pair of bureaus, a full-length mirror, a table covered in a silk cloth with a silver tea set (worth 1,750 gp), four wooden wardrobes, three chests, and a large marble bathtub flanked by marble statues of nude humans.

None of the furnishings are locked, and a Search check (DC 18) reveals the following treasures among the more mundane items: a jeweled comb (140 gp), an ebony box (120 gp) containing a large collection of miscellaneous jewelry (total value of jewelry is 2,000 gp), a gold pen and inkwell set (80 gp), ten crystal bottles of perfume (total value 1,800 gp), ten crystal jars of cosmetics (total value 840 gp), and an ivory box (80 gp) containing three pinches of *dust of disappearance*.

Secret Door: Behind one wardrobe is a sliding door (Search, DC 20) that leads to Area 33.

33. Lilith's Secret Room

This room at the south end of the Dark Reliquary's second floor remains mostly empty. A desk pushed up against the western wall rests beside a crystal ball on a golden stand. The ball is a *crystal ball with detect thoughts*; the stand is worth 175 gp.

In the desk, Lilith keeps a great deal of correspondence and other records. These detail the entire organization (so to speak) of the Forsaken,



Void bombs, page 572
Device destabilizer, page 572

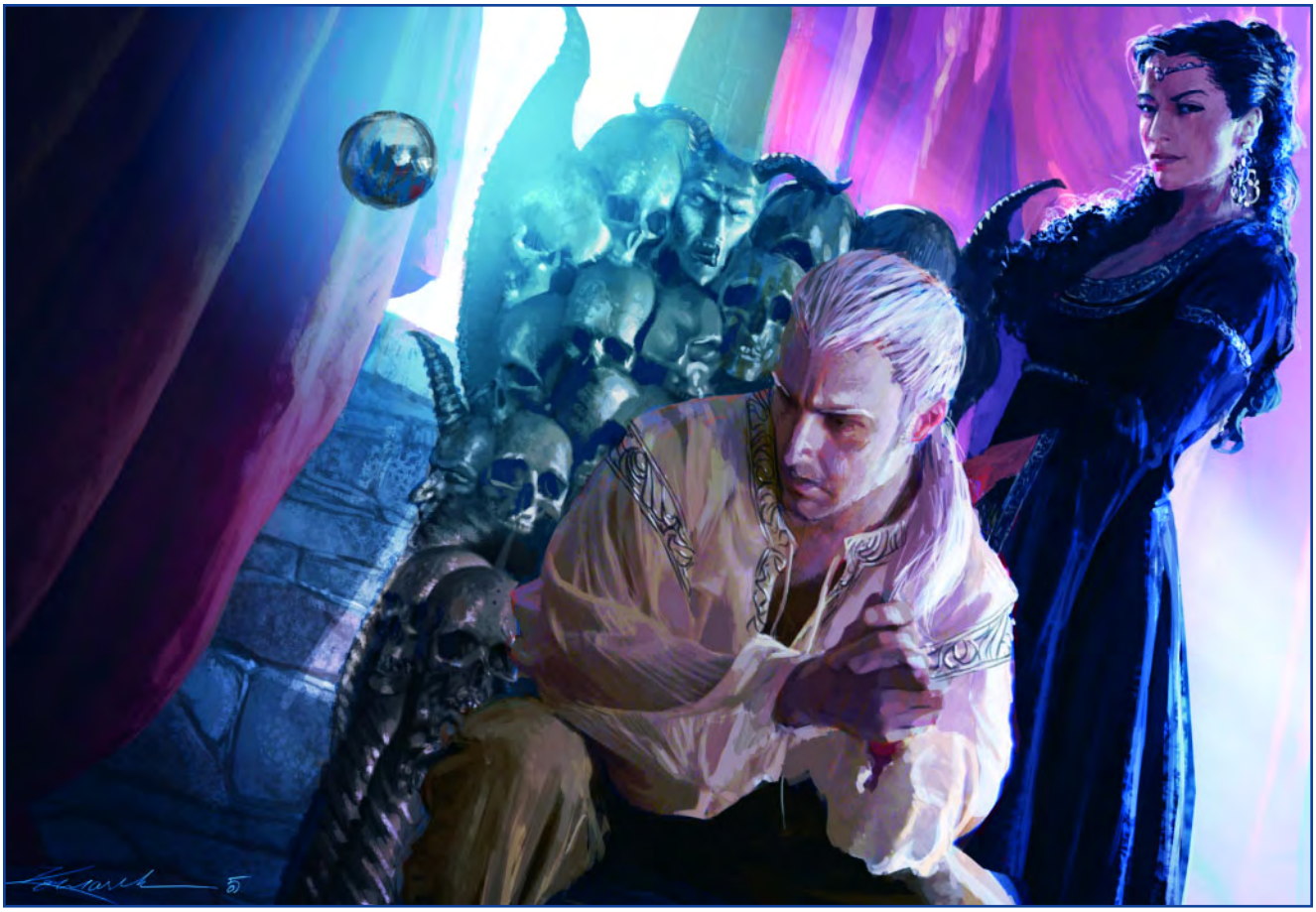


Night hag

Demon pods, page 264

Ulti and Ilti the night hags not only like to speak in cryptic riddles, but they always finish one another's sentences. Most of the time, however, they just cackle and sneer, showing nothing but contempt for anyone other than themselves.

Craft (chaositech), page 568
Craft (machines) and Knowledge (machines), page 565
Arcane-machine, page 265



Temple of the Fifty-Three Gods of Chance and the chaos temple below Oldtown, see Chapter 6 in The Night of Dissolution *on the CD-Rom in the back of the book.*

Visitors can find stairs down from the second floor to the first in Areas 20–21. Stairs ascend to the third floor of the Dark Reliquary at the east end of Area 22.



D'Stradi dancer, page 622

Medre, page 249
Wintersouled, page 632

the Fallen, the chaos cults, and more. It describes, for example, the location of the chambers under the **Temple of the Fifty-Three Gods of Chance**, the **chaos temple below Oldtown**, and so on. It also includes some of the most detailed descriptions of the Galchutt and their ancient actions that can be found anywhere.

34. Hall of Dancing Demons (EL 15)

The stairs from Area 22 on the second floor lead up to this third-floor chamber, which boasts a thirty-foot ceiling.

The lair of the **D'Stradi dancers**, this open chamber has a raised wooden floor in front of the staircase. From the ceiling, swinging bars dangle from chains at different heights, The demons leap, swing, and bound upon them almost continually.

If commanded by one of the nearby balors (see Areas 38 and 39), they do what they are told. Otherwise, they remain here and cavort.

D'Stradi Dancers (8): 55 hp each, see Chapter 34: Monsters.

35. Cathedral of Night (EL 14 or 16)

The ceiling of these large, third-floor chambers on either side of the D'Stradi dancers' abode measures thirty feet high. These chambers are dark—the shadows are palpable and weave about unnaturally, even if someone brings in bright light. The rooms also are mostly empty, although the play of the shadows occasionally gives the impression that they are dark temples with pews, an altar, and a massive idol at one end. These images are not real, however (although no save to disbelieve is required—the illusions disappear like fading dreams as soon as they are noticed). The windows here are made of opaque black glass.

Each room is the abode of a nightshade. In the north chamber a nightwalker reigns, while in the south, a nightwing makes its lair. In that southern chamber, one large window opens to allow the undead beast out to fly through the night air above the Necropolis.

Both undead will more or less follow the commands of **Medre** in Area 37, and they *may* respond to requests from Urasta, but otherwise they answer only to the **Wintersouled** themselves. The nightwalker will move to Area 37 if particularly challenged, to warn and help defend Medre.

Nightwalker: 180 hp; see MM.
Nightwing: 140 hp; see MM.

36. The Necrophilium (EL 9)

The ceiling of this chamber at the south side of the third floor is thirty feet high.

The Necrophilium is almost beyond description. In this horrible place, the necrophiliac Forsaken have orgies with zombies for days on end. There are at least twelve zombies in the room at all times, as well as five of the Forsaken. The room is otherwise empty and open.

Zombies, Human Commoners (12): 16 hp each; see MM.

Forsaken (5)
Male and female humans (Chaotic Evil)
Commoner4 **CR** 3
HD 4d4+4 **hp** 14
Init +1 **Speed** 30 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +2/+4
Attack/Full Attack +4 melee (1d4+2, dagger) or +3 ranged (1d4+2, dagger)
Fort +4, **Ref** +2, **Will** +3
Str 14, **Dex** 13, **Con** 12, **Int** 8, **Wis** 11, **Cha** 10
Crucial Skills: Climb +4, Listen +2.
Other Skills: Craft (varies) +4, Profession (varies) +7.
Crucial Feats: Combat Reflexes.
Other Feats: Great Fortitude, Iron Will.
Possessions: Dagger.

37. Medre's Chamber (EL 20)

In this room on the north side of the third floor, sheer, gauzy curtains of white fabric hang from the thirty-foot ceiling in many layers; all figures in the room at any time have 25 percent concealment, and all attacks, Reflex saves, and Strength- or Dexterity-based ability or skill checks suffer a –2 circumstance penalty due to the tangling effects of the draperies.

In the middle of the room, an ornate wooden coffin padded with white silk rests atop a low, white marble-top table. Although when the mistress of this chamber is present, she rests in this coffin, this is not her real coffin.

Medre Allaconda

Medre is a vampire, probably the most powerful in the city. She is a member of the Covenant of Blood and, while she is an ally of the Forsaken, she also works on the sly with the crime lord Menon Balacazar. Although the Forsaken count the Balacazars as allies—or at least associates—they would be displeased to know that Medre is devoted to him and might use the *horn of blood* artifact on his behalf, but not on theirs. If it comes down to it, Medre would side with Balacazars over the Forsaken. She has no love for the cults of chaos, which have become so intertwined with the organization. Medre is a cleric of Maleskari. While she uses the shrine in Area 14 to worship her dreaded divine master, she also sneaks into the city to the temple there, usually traveling as a mist at dusk.

Medre stands only five feet, four inches, but her size belies her strength. Her hair is long and dark, and her manner is condescending. She claims to have been born more than four centuries ago. Her coffin is hidden and guarded in Area 46 of the Dark Reliquary's second dungeon level (page 269).

Medre Allaconda
Female human vampire (Chaotic Evil)
Cleric8 (Maleskari)/blackguard10 **CR 20**
HD 8d12 + 10d12 **hp** 135
Init +7 **Speed** 20 feet
AC 35, touch 11, flat-footed 30
BAB/Grapple +16/+22
Attack +25 melee (1d8+8+2d6 unholy, warhammer) or +23 melee (1d6+7+energy drain, slam), or +21 ranged (1d8+8+2d6 unholy, warhammer)
Full Attack +25/+20/+15 melee (1d8+8+2d6 unholy, warhammer) or +23 melee (1d6+7+energy drain, slam), or +21/+16/+11 ranged (1d8+8+2d6 unholy, warhammer)
SA Sneak attack +3d6, smite good (+3 attack, +10 damage) 3/day, energy drain (two negative levels), blood drain (1d4 Constitution), dominate (Will DC 22 resists), children of the night 1/day (1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 feral dogs), create spawn
SQ Undead traits, darkvision 60 feet, aura of evil, aura of despair (–2 penalty to saves within 10 feet), command undead, detect good, dark blessing, resistance to acid 10, cold 10, electricity 10, and fire 10, gaseous form and *spider climb* at will, +4 turn resistance, fast healing 5, DR 10/silver and magic, alternate form (bat, dire bat, feral dog, or dire wolf)
Fort +20, **Ref** +17, **Will** +23
Str 24, **Dex** 17, **Con** —, **Int** 13, **Wis** 20, **Cha** 17
Crucial Skills: Bluff +11, Concentration +13, Hide +24, Intimidate +13, Listen +15, Move Silently +15, Search +9, Sense Motive +13, Spot +15.
Other Skills: Knowledge (arcana) +8, Knowledge (history) +3, Knowledge (religion) +10.
Crucial Feats: Cleave, Combat Casting, Combat Expertise, Combat Reflexes, Dodge, Improved Sunder, Power Attack.
Other Feats: Alertness, Improved Initiative, Iron Will, Lightning Reflexes, Stealthy, Weapon Focus (warhammer).
Domains: Death., Evil.
Cleric Spells: 5/6+1/4+1/4+1/3+1; save DC 15 + spell level.
4th—*divine power, chaos hammer, dismissal, spell immunity.*
3rd—*animate dead, dispel magic* (2)*magic circle against law, protection from energy.*
2nd—*death knell, hold person* (2), *owl's wisdom, silence.*
1st—*bane, cause fear, divine favor* (2), *entropic shield, shield of faith* (2).
0—*detect magic* (3), *read magic, resistance.*

MAP PAGE 241



Medre Allaconda is likely the most powerful vampire in Ptolus today—a fact of which she is very much aware. Other vampires, like Hadrien Runihan (see page 195), must show her the respect that she deserves, as much as it pains them to do so. Occasionally Medre issues commands to other vampires in the city, even ones with whom she has no relationship, and still she expects them to do as she wills. They virtually always do.

Covenant of Blood, page 101
Menon Balacazar, page 101
Horn of blood, page 270
Cults of chaos, page 71
Maleskari, page 69

The sunfire tomb *spell (see page 645) is one of the worst punishments one could inflict on a Covenant of Blood vampire.*

DARK RELIQUARY GUIDE

Above-Ground Manor
Main entrance, barracks, stables, throne room, Crimson Court, living areas, shrines, library, gathering halls, D'Stradi demons, Chapel of the Uncreated, Chamber of Riven Souls, and chambers for Zastanix, Surmoil, Cynric, Urasta, Raguel, Lilith, and Medre.

Dungeon Level 1
Guardians, undead storage, Keylord, Knifal, workers, Warhound, reformatory, Drusii, hungry pit, interrogation room, the temptation tree, and the cruciform prison.

Dungeon Level 2
Hall of Debauchery, barracks, devil dogs, laboratory, Hall of Grasping Hands, Arena, wall of flesh, vault, the Mother, the Dark Machine, guardians, Hall of Winter's Touch, Hall Inviolate, and the Sepulcher of the Wintersouled.

Dungeon Level 3
The Temple of the Galchutt, including the pits of shadow, the pit of discorporation, zaug, shaadom, and the Stirring Stone.



Horn of blood, page 270

Blackguard Spells: 4/3/3/2; save DC 15 + spell level.
4th—*freedom of movement, inflict critical wounds.*
3rd—*deeper darkness, inflict serious wounds, protection from elements.*
2nd—*bull's strength, shatter, summon monster II.*
1st—*corrupt weapon, doom* (2), *magic weapon.*
Possessions: *+4 mithral full plate armor of fire resistance, +4 heavy steel shield of acid resistance, +1 dwarf bane throwing and returning unholy warhammer, +1 ghost touch unholy warhammer, cloak of resistance +4,* scroll of *inflict serious wounds,* pearl necklace worth 5,000 gp.

Tactics: The vampire will never go to the aid of others if she hears the sound of battle, but she issues orders to the nightwalker in Area 35 if it is still alive, and it more or less follows them. If alerted to possible danger, Medre has already cast *divine power* (adds +5 on attacks and +3 to damage), *divine favor* (+2 bonus on attack and damage rolls), *shield of faith* (+3 bonus on AC, for a total of AC 40), *owl's wisdom* (+2 bonus on Will saves, save DCs, and Wisdom-based skills), and *freedom of movement*. If she's not alerted, she still starts off by casting *shield of faith*.

In a fight, Medre prefers using her warhammers, particularly when fighting dwarves, whom she hates. If battling a group of foes, she tries to *dominate* the most likely target (probably a big fighter) and get him to help her before wading into melee. She sees spellcasting as a defensive and secondary option, using *silence* and *hold person* if the straightforward approach doesn't work. She's also quick to use *inflict wounds* spells to heal herself.

She uses her cat only as a spy, never as a combatant.

Aryla
Fiendish cat servant (Neutral)
Tiny magical beast **CR** 1/4
HD 5d8 **hp** 24
Init +2 **Speed** 30 feet
AC 19, touch 14, flat-footed 17
BAB/Grapple +3/–10
Attack +6 melee (1d2–2, claw)
Full Attack +6 melee (1d2–2, 2 claws) and +1 melee (1d3–2, bite)
SA Smite good (+6 damage) 1/day
SQ Improved evasion, share spells, share saving throws, blood bond, DR 5/magic, SR 11, resistance to cold 5 and fire 5, darkvision 60 feet, low-light vision, scent
Fort +12, **Ref** +7, **Will** +9
Str 6, **Dex** 15, **Con** 10, **Int** 8, **Wis** 12, **Cha** 7
Crucial Skills: Balance +10, Climb +6, Hide +14, Jump +10, Listen +3, Move Silently +6, Spot +3.
Other Skills: N/A
Crucial Feats: N/A
Other Feats: Weapon Finesse.
Possessions: *Collar of invisibility* (as ring, but a cat's collar, not usable by non-animals).

Coffin: The coffin has a secret compartment at one end protected with a *glyph of warding*. Inside the compartment is a scroll of *inflict critical wounds* and *divination*, another with *speak with dead* (2), and a third with *locate object* and *animate dead*. Medre's real coffin is in Area 46 of the dungeons (Level 2), along with the ***horn of blood***.
Glyph of Warding (Blast): CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 6th-level cleric, 3d8 sonic, DC 18 Reflex save half damage); multiple targets (all targets within 5 feet); Search DC 28; Disable Device DC 28.

38. The Chapel of the Uncreated (EL 20)

This central chamber on the Dark Reliquary's third floor has a vaulted ceiling forty feet high. The walls, floor, and ceiling are black. Two huge blood-red cauldrons stand in the middle of the room, each measuring ten feet across and eight feet high. Strange dark mists drift out of the cauldrons and swirl about the floor. Each corner holds an obelisk that stands twenty feet high, draped in red cloth. An acrid, greasy stink hangs in the room, and the air seems to vibrate in an unnerving way.

Reveling in the fact that they were not given life by this world's creator, the Fallen worship their own demonic essence here. Neither Lilith nor Raguel seems entirely in favor of this place, but they allow it to keep the demons cooped up here for years happy.

Demonic Essence: The cauldrons hold demon ichors festering with the essence of Hell itself. Any fiend in this chamber gains a +2 circumstance bonus on all attacks, saves, and checks and gains fast healing 5 (if the fiend already has fast healing, its score improves by 5).

Kaladeen

The master of the chapel is a balor named Kaladeen. Kaladeen would like to lead the Fallen—if he had his way, the demons would fall upon the city of Ptolus like a plague of unholy locusts, slaying and destroying wantonly. He despises the indecision and reservations of Raguel and the schemes and subterfuge of Lilith. Still, he is not in a position to rebel just yet. For now, he attempts to sow subversion among the demons who come to the chapel to pay homage.
Kaladeen, Balor: 300 hp; see MM.
Possessions: *+1 vorpal greatsword, +1 flaming whip,* black diamond on a silver chain worth 10,000 gp.

Tactics: Even if he hears sounds of combat or shouts of alarm, the balor does not leave the

chapel. He teleports away only if he is near death. Should intruders enter the chapel, Kaladeen is extremely straightforward. He constantly renews his *unholy aura* to keep it active. After blasting away with a round or two of *implosion*, he grows impatient and wades into melee. He bellows for the dancers in Area 34 to come help him if he believes them to still be alive. Should Falishmal attempt to come in from Area 39 to aid him, he orders her away, afraid of looking weak.

39. Chamber of Riven Souls (EL 20)

The ceiling in this large, curved room at the west side of the third floor measures thirty feet high. It stays intensely, unnaturally cold here (below –30 degrees Fahrenheit).

The Chamber of Riven Souls serves as a temple that can be used by virtually any worshipper of any evil-aligned god. Many of the Fallen secretly worship the Galchutt here. Midnight blue curtains cover the walls, and the floor is a finely polished black marble.

Riven Souls

The air here teems with spirits that have been sundered in twain. They fly about, just barely seen; they wail and scream, just barely heard. Anyone who dies in this chamber finds his body immediately inhabited by a fragmented portion of a riven soul. The soul-fragment inhabiting the body instantly causes it to heal to half its hit point total, then attack targets randomly, starting with the nearest one first (the soul-fragment doesn't always do the smartest thing, and may—at the DM's discretion—choose a foolish option or target a foe that isn't even really there). Note that this occurs even if Falishmal the resident balor dies here. If a creature dies here twice, the body has suffered so much that the riven souls cannot inhabit it anymore.

Further, anyone dying here must succeed at a Will save (DC 20) or his own soul is riven—it does not go on to the afterlife as normal but is torn in pieces and left to languish here in madness and misery. The creature cannot be brought back to life by any means until the soul is restored by a *wish*.

Falishmal

This chamber is the abode of a mighty balor demon. Falishmal is a normal balor with one exception: all of her flames are cold. This includes her flaming body supernatural ability, her *fire storm* spell-like ability, and her flaming whip. She is also immune to cold rather than to fire (although she still has fire resistance 10). Her body is white, and her shroud of flames is a milky blue.

Falishmal, Balor: 280 hp; see MM.

Possessions: *+1 vorpal greatsword, +1 frost whip.*

Tactics: Unlike Kaladeen, the balor in Area 38, Falishmal does not hesitate to leave this chamber if she hears the sounds of fighting or trouble elsewhere on the third level. She gladly sides with anyone in the Dark Reliquary, although Kaladeen will refuse her help, and Medre (Area 37) and the nightshades (Area 35) seem rather ambivalent toward working with her.

In battle, she already has *unholy aura* active. She begins with a cold *fire storm*, then tries to dominate or stun foes. Only after trying her most powerful spell-like options will she resort to melee.

LAYOUT OF DUNGEON LEVEL 1

The dungeons below the Dark Reliquary are the stuff of dread legends. Certainly no one goes there willingly. Area 13 in the building above offers a staircase leading down into Area 1 of the dungeons. The map on page 253 illustrates the various areas described here.

Unless stated otherwise, the various underground rooms and passages are dark and filled with dust, grime, cobwebs, and patches of black slime. Ceilings are fifteen feet high. Here and there, water drips from the ceiling and gathers in tiny pools amid the stones that form floor. Bones and skulls, scattered haphazardly about, are common, as are rats and cockroaches. The doors down here are wooden but sturdy (hardness 5, 20 hp, break DC 20) and usually bound with brass bands.

1. Dark Warden Knights (EL 10)

This chamber serves as a guard post monitoring everyone who passes between the Dark Reliquary above and the dungeons below. The center of the floor is covered in a round red rug, and ten pairs of swords crossed behind shields hang on the walls here. The shields bear various evil devices: death's heads, black hands, demon faces, and so on.

The Knights: Spirits of ancient evil knights serve as the wardens of this chamber. Five wraiths attack any inappropriate creatures passing through. They look like translucent black knights and enjoy an additional +2 deflection bonus to AC (for a total of AC 17).

Wraiths (5): 32 hp each; see MM.

The Door Into the Dungeons: The heavy iron door (hardness 10, 60 hp, break DC 32) across from the bottom of the staircase is always locked with a *ghost lock*. This intricate lock (Open Lock, DC 35) can be opened only by an incorporeal or ghost-touch key or lock pick, and it cannot be harmed except by a ghost touch weapon or an incorporeal character. A Spellcraft check (DC 25) confirms this fact.



Galchutt, page 60

See page 242 for a description of the storeroom on the first floor with stairs leading down to the dungeons.



Remember that the entire Dark Reliquary, including its foul dungeons, is considered affected by a permanent unhallow *spell. Undead all gain the effects of a* bless *spell while within its confines.*

It's worth noting that if the wraiths are destroyed and/or the hidden key is taken (see next page), the dungeon residents must exit out one of the secret passages or be trapped in the dungeons until the door is destroyed.

The barbazu guards throughout the dungeons like to take trophies, which means that most of them wear grisly necklaces made of fingers or eyes. Some hang the skulls of fallen foes from their belts or affix them to their shoulders like epaulets.

Hidden Key: Affixed to the back of one of the shields on the wall hangs the invisible *ghost touch key* (its magical aura is masked so *detect magic* does not find it) to the door into the dungeons. Only a Search check (DC 30) can find it. The wraiths can use the key to open the door at the behest of anyone they recognize.

2. Vestibule

This large chamber beyond the door into the dungeons stands empty; it's used as a mustering area when needed. It feels grimy and damp, and even a casual examination of the floor reveals the occasional bone or gobbet of rotting flesh filled with maggots (these fall off the local zombies as they move about).

Drusii, page 262
Ooshul, page 262

If someone shouts a call of alarm, a number of the dungeon's residents—including Drusii, Ooshul, and the various barbazu guards—come here, teleporting in 1d4 rounds after they hear an alarm.

3. Rat Chamber (EL 3)

This bone- and dung-filled chamber, which branches off to the east from the vestibule, looks and smells like a refuse heap. It has drawn the attention of six dire rats.

Dire Rats (6): 5 hp each; see MM.



Tower of Terephon, page 237

4. Secret Passage to the Tower of Terephon

A chamber that branches off to the west from the vestibule hides a secret door (Search, DC 26) built within a large throne of bones on the north wall. The entire central portion of the throne lifts up, while the sides slide aside to allow access to a ten-foot-wide passage. The winding corridor is just under one thousand feet long and littered with old bones. It leads to the Tower of Terephon in the Necropolis.

5. Guard Post (EL 9)

Another guard post like this area appears on the dungeon's second level; see map, page 263.

In the west, southwest, and southeast corners of the first dungeon level are guard chambers occupied by two barbazu fiends and two "devil dogs" (actually two-headed fiendish dire wolves). They listen for alarms, wait for sounds of trouble, and watch for intruders. Should they find themselves seriously outmatched, they blow on horns tipped with human skulls that bellow mournfully; then they attack. If hard pressed, they teleport to Area 30 on Level 2 of the dungeons to get reinforcements.

Remember that since they can teleport, they do not need keys to get past locked doors. If they become aware of intruders, they might just teleport about—in and out of various rooms—until they find them.

Barbazu (2): 45 hp each; see MM.

Two-Headed Fiendish Dire Wolves (2): 45 hp each; see MM but two bite attacks rather than one, DR 5/magic, SR 11, resistance to fire 5 and cold 5, smite good 1/day for +6 damage to good foe, and a +2 bonus on Listen, Search, and Spot.

Experience Points: The wolves are CR 5.

6. Corpse Storage

Farther south off the vestibule to the east, the PCs come upon a locked door (Open Lock, DC 22). It stays locked mainly to keep out hungry ghouls.

In the room beyond, fairly fresh corpses—some preserved with *gentle repose*, but most not—are stacked like logs in a woodpile. Many of them show signs of having been recently exhumed. These will soon become zombies.

Searching through them requires that a living character make a Fortitude save (DC 14) or contract slimy doom (see "Disease" in Chapter 8: Glossary of the DMG). Such a gruesome search (DC 20) yields a silver ring with a topaz (worth 350 gp) and a pair of gold earrings (worth 100 gp).

7. Undead Storage (EL 0)

The doors into the two undead storage rooms on the east side of this level are locked (Open Lock, DC 22), again to keep out the hungry ghouls.

These chambers reek of rotting flesh and death. The northern room holds zombies, while the southern one contains skeletons. Both chambers are jammed with as many undead as can stand within (which turns out to be four dozen in each room). They do nothing until commanded by an evil cleric or similar character, or by a more powerful intelligent undead creature. Even if intruders open the door and begin hacking at the undead, the animated corpses do not defend themselves or even move appreciably as they are slaughtered.

Skeletons, Human Warriors (48): 6 hp each; see MM.

Zombies, Human Commoners (48): 16 hp each; see MM.

8. Disused Chamber (EL 5)

An ochre jelly has oozed its way into the dungeons and currently waits in the ceiling of a rarely used room at the far north end of Level 1. The chamber holds only refuse and broken furniture; the ochre jelly hopes to find some prey to drop upon and devour.

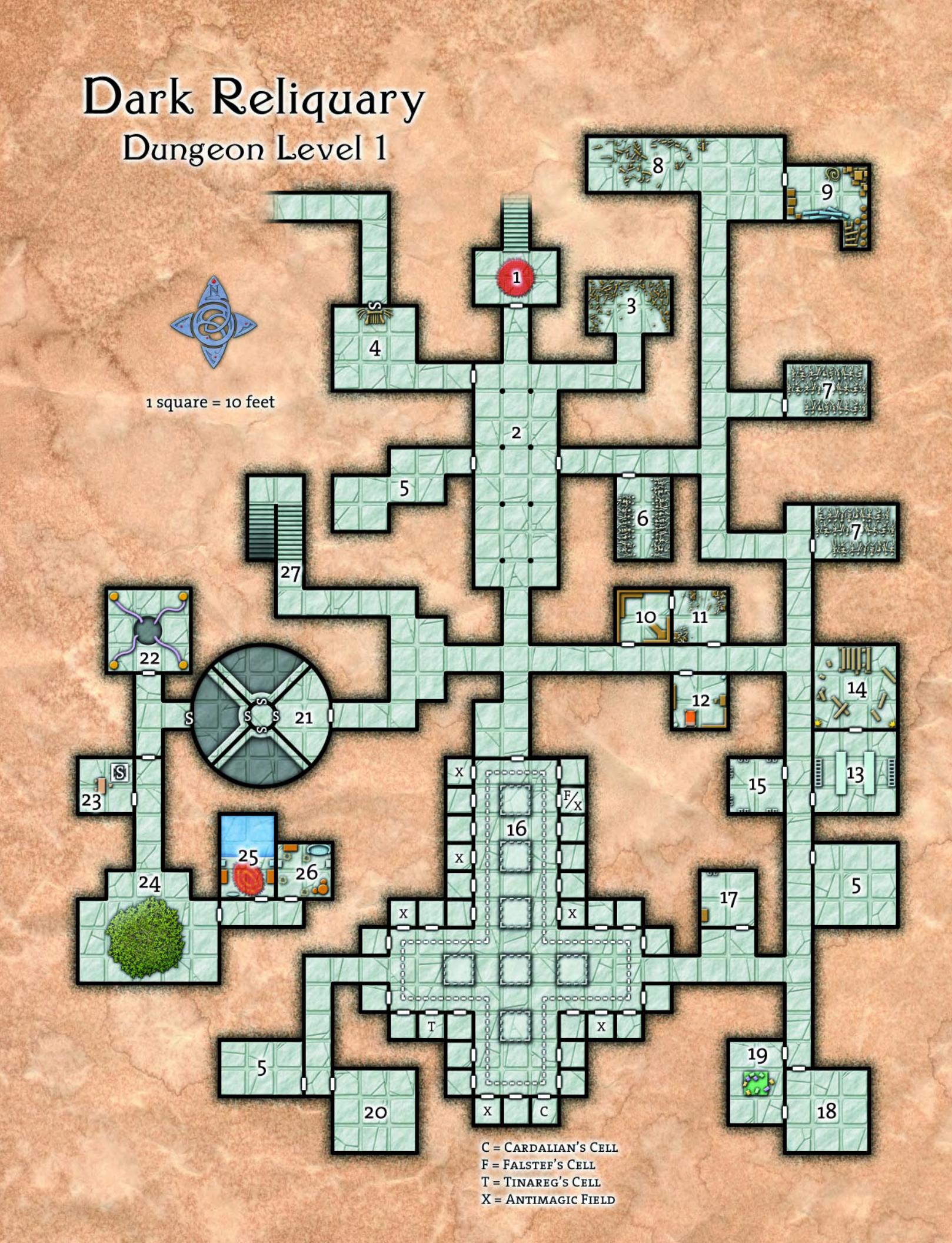
Ochre Jelly: 70 hp; see MM.

9. Storeroom

This room connected to the disused chamber is full of boxes, barrels, crates, kegs, coils of rope,

Dark Reliquary

Dungeon Level 1





The links of the Keylord's chain shirt are actually tiny little keys all woven together. He also wears keys hanging from his belt, the tops of his boots, and even his horns. The vast majority of these keys no longer open any lock. The Keylord himself is so gruff and so singlemindedly focused on his work—as well as his hatred for Knifal—that he is very difficult to communicate with. He rarely answers questions directly or at all and can grow bitter or angry without warning.



Knifal, page 260

bales of hay, rolls of cloth, piles of planks, and other miscellaneous goods.

10. The Keylord's Workshop (EL 9)

Near the center of this level lies a workshop crowded with wooden cabinets and tools. The door to it from Area 11 is locked (Open Lock, DC 30), but the one from the hallway is not. The workshop's spare wall space is covered with wooden boards full of small hooks upon which hang keys of all kinds. The cabinets hold more tools and still more keys. There are clearly more than five hundred keys here.

Hanging in this room is a key to every locked door in both levels of the dungeon. Unfortunately, none of them are labeled, and there are many more keys than locks—most are useless. Two of the useless ones are covered in dragon bile poison just to keep snoops from searching through the Keylord's property.

Key Covered in Dragon Bile: CR 7; mechanical; touch trigger (attached); no reset; poison (dragon bile, Fortitude save, DC 26, resists; 3d6 Strength/0); Search DC 27; Disable Device DC 16.

11. The Keylord's Chamber (EL 8)

Both doors to this room—from the hall and from Area 10—are locked (Open Lock, DC 30).

This cluttered room is a mess of blankets, clothing, food, tools, rags, and junk covering some simple furnishings. This is the home of the Keylord, who, when not in his workshop, is often here asleep amid the muddle. A search of the clutter (Search, DC 18) reveals 18 gp, 19 sp, and a locked iron box engraved with the images of various keys. The lock is diabolically clever (DC 37 to open). Inside is a *chime of opening*.

The Keylord

The Keylord is a half-demon minotaur who crafts all the keys and locks in the dungeons and maintains copies of all the keys. He changes the locks throughout the Dark Reliquary frequently. Residents of the dungeons commonly have to come to him for the proper key to get into a room they wish to enter (unless they can *teleport* into the locked area instead). The Keylord hates the half-fiend sorcerer Knifal—the two have always fought for supremacy over the dungeon residents—so those who show that they have slain the sorcerer gain an ally in the minotaur. The Keylord would, in fact, betray all the secrets of the dungeons he knows (the general layout, including all secret doors, in Levels 1 and 2) and even give any needed keys to someone who has slain or is willing to slay Knifal. If given a chance, he proposes the idea to intruders who enter his workshop or private chamber. Otherwise, he defends himself with his axe.

The Keylord
Male half-fiend minotaur (Chaotic Evil)
Large outsider (native)
Expert3 **CR** 8
HD 6d8+18 + 3d6+9 **hp** 64
Init +2 **Speed** 30 feet, fly 30 feet (average)
AC 21, touch 11, flat-footed —
BAB/Grapple +8/+18
Attack +14 melee (2d8+10, greataxe)
Full Attack +14/+9 melee (2d8+10, greataxe) and +8 melee (1d8+3, gore)
SA Powerful charge 4d6+9, smite good 1/day (+9 damage to good foe) 1/day
SQ Scent, natural cunning (never lost or flat-footed), darkvision 60 feet, DR 5/magic, spell-like abilities, immune to poison, resistance to acid 10, cold 10, electricity 10, and fire 10, SR 19
Fort +8, **Ref** +7, **Will** +8
Str 23, **Dex** 14, **Con** 17, **Int** 12, **Wis** 10, **Cha** 10
Crucial Skills: Climb +16, Intimidate +12, Jump +13, Listen +12, Search +18, Sense Motive +12, Spot +12.
Other Skills: Craft (locksmithing) +13, Knowledge (history) +10.
Crucial Feats: Dodge, Power Attack, Track.
Other Feats: Great Fortitude.
Spell-Like Abilities: Caster level 9th. The save DCs are Charisma based.
3/day—*darkness, poison.*
1/day—*contagion, desecrate, unholy blight.*
Possessions: Masterwork chain shirt, *+1 unholy greataxe, goggles of minute seeing, hand of the mage*, gold and onyx necklace worth 2,000 gp, keys to this room and dozens of random keys (many are useless but one is solid gold and worth 120 gp), 45 gp.

12. Knifal's Chamber

The door to the room just across the hall from the Keylord's is locked (Open Lock, DC 25).

This is the bedchamber and study of the half-fiend sorcerer Knifal, the Fallen's chief torturer. It has a large bed, stacks of books on the floor, a few strange knickknacks (including animal skulls and a small dragon statuette made of clay) set amid books on sagging wooden bookshelves, and a writing desk with an oil lamp. In the desk are a large supply of paper, parchment, pens, and ink.

One is much more likely to find Knifal, the Dark Reliquary's half-demon chief torturer, in Area 22 than here (see page 259).

The Books: Most of the books here are basic reference works about magic and biology and some macabre texts about torture and pain.

Knifal has carved out the middle of one thick book on magic to create a secret cache (Search, DC 23) that contains nine pearls (each worth 100 gp), an emerald (1,200 gp), and a pouch holding 213 pp.

13. Old Armory

This room on the east side of Level 1 once served as an armory, but all the weapons have been moved. Hooks and racks remain on the walls, and two long, low tables now rest in the middle of the floor. There are many cobwebs here. A door on the room's north wall leading into Area 14 stands open.

14. Forsaken Workers (EL 7)

The door into this room from the old armory hangs open. A pair of *everburning torches* set in sconces lights the chamber. The ceiling here is twenty feet high.

Tools and planks cover the floor of this room. A partially-built wooden structure rises on the north side of the room, and a large iron cart full of bones and skulls rests near the east wall. Two Forsaken carpenters and five zombie workers here are building a large wooden platform that will serve as as a two-tiered lair-roost for an undead nightwing. They intend to incorporate the bones in the cart into the structure.

If attacked or threatened, one of the carpenters overturns the cart. Doing so reveals that the bones are actually (currently) animated skeletons. Four skeletons each round assemble themselves and attack for 3 rounds. On the third round, a troll skeleton forms and attacks (these creatures cannot be turned until they assemble, so this encounter could potentially "waste" many turning attempts).

Forsaken Carpenters (2)
Male humans (Neutral Evil)
Expert3 **CR** 2
HD 3d6 **hp** 14
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +2/+2
Attack/Full Attack +2 melee (1d6, mallet) or +4 ranged (1d4, work knife)
Fort +1, **Ref** +3, **Will** +5
Str 11, **Dex** 15, **Con** 10, **Int** 12, **Wis** 14, **Cha** 12
Crucial Skills: Balance +7, Disable Device +7, Listen +7, Spot +7.
Other Skills: Craft (carpentry) +10, Forgery +7, Handle Animal +2, Knowledge (local) +7, Knowledge (religion) +3.
Crucial Feats: Dodge, Point Blank Shot.
Other Feats: Skill Focus (Craft [carpentry]).
Possessions: Tools, ***Forsaken body paint***, 15 gp.

Zombies, Human Commoners (5): 16 hp each; see MM.
Skeletons, Human Warriors (12): 6 hp each; see MM.
Skeleton, Troll: 39 hp; see MM.

15. Cell

The door into this room in the southeastern quadrant of this level has a small barred window. It is locked (Open Lock, DC 20).

A dead male elf hangs in manacles in the cell, amid many other manacles attached to the walls. The cell is otherwise bare. The elf clearly has been tortured and mistreated, but in the end he starved to death. He was a failed victim of the experimental magical process currently used on Cardalian in Area 17.

16. The Cruciform Prison (EL 9)

This large, cross-shaped area at the southern end of the first dungeon level reeks of sweat, offal, and misery. The ceiling in this large chamber is thirty feet high; two tiers of ten-foot-square cells ring the perimeter—one at ground level and one about fifteen feet up. A barred gate closes off each individual cell. A five-foot-wide walkway of mesh iron with no railing grants access to the second tier of cells. One can reach the walkway via iron ladders found at every corner.

Seven cages measuring about ten feet to a side hang on chains from the ceiling in the open center of the cruciform prison. Guards can lower the cages to the ground with winches located on the walls, but normally the cages stay at fifteen feet above the floor, even with the walkway and the upper tier of cells.

The entire place can hold up to seventy-three prisoners in separate cells and cages. Each cell and cage is locked (Open Lock, DC 20), although a single key opens all of them. Cells marked with an X on the map on page 253 have a constant *antimagic field* within them (DMs may choose whether the field is on the top or bottom tier.)

At any given time, the residents of the Dark Reliquary hold only six to ten prisoners here, in addition to three prisoners of particular note: Calista, Falstef, and Tinareg. Their cells are marked with a C, F, and T, respectively; these are all on the bottom tier of cells. (Falstef's cell has an *antimagic field* as well.)

The cruciform prison is "serviced" by the **stitched zombies** from Area 20—which is to say that the zombies (occasionally) feed the prisoners and (very occasionally) clean the area. The barbazu from the guard post to the west (Area 5) patrol this room frequently, and a **D'Stradi dancer** remains in it at all times, usually on the walkway. **Drusii** often comes here as well.

D'Stradi Dancer: 60 hp; see Chapter 34: Monsters.

MAP PAGE 253



FROM MY CAMPAIGN TO YOURS

One of the player characters in the Ptolus Campaign was named Aliya. Unbeknownst to her, she was the cousin of Calista, a prisoner here in the Dark Reliquary. Aliya had an affinity for mirror magic and sometimes saw Calista in mirrors that she gazed into. Eventually, Aliya and her friends, the Runewardens, were able to figure out where Calista was and rescue her from the Cruciform Prison. They brought both Calista and Falstef, a celestial prisoner, to the Pale Tower, and eventually learned all of Calista's secrets. Then, in a later campaign also set in Ptolus, Aliya's player decided to adopt Calista as her next PC. Obviously, she started out with a great animosity toward demons....

Stitched zombies, page 259
D'Stradi dancer, page 622
Drusii, page 262

Forsaken body paint, page 114

Raguel, page 111

Vallis moon, page 40
Elder Gods' secret scheme, page 578

For ways to use Calista in a campaign, see the sidebar in Chapter 31: Campaign Advice (page 578).

Lilith, page 111
Cask of frozen dreams, page 278
Seven Jewels of Parnaith, page 526

Calista can regain her memories only by exposure to the cask of frozen dreams *and the Dreaming Stone. See Chapter 22: The Caverns and Chapter 25: Jabel Shammar for more information on these artifacts and the secrets that Calista holds.*

Lords of the Seven Chains, page 62
The Malkuth, page 129
Pale Tower, page 329
Wintersouled, page 632

Ochremeshk, page 623

For more on the workings of soul magic, see Chapter 35: Magic, page 635.

Kem, page 41

Calista

In his search for a way to contact his parents, **Raguel** learned of Calista, a young girl of modest origins living in a village along the southern coast east of Dohrinthas. The Elder Gods sent Calista a vision of their return, along with the return of the **Vallis moon**. The vision also showed her their **secret scheme** to rid the world of the Galchutt forever. Then, they placed powerful enchantments upon her to make the details of the vision impossible for her to remember and for anyone to gain from her—until the time was right. So powerful was this enchantment that Calista forgot everything about her past.

When Raguel discovered the girl, he had his demons seize her and bring her to the Dark Reliquary, where he attempted to learn from her what he could. As the son of two of the Elder Gods, Raguel knew she had been touched by them, but he learned nothing. In frustration, he gave her to **Lilith** for safekeeping. Calista was not to be harmed, only watched, to see if they could ever learn anything from her. Lilith prizes the girl more than anything—she considers Calista and her "secrets" her most potent weapon. She knows that, in order to unlock the secrets held in her mind, she must obtain the ***cask of frozen dreams***; she has servants scouring the world for it even now. Lilith has no idea that it is already held by a demon in one of the **Jewels of Parnaith** (Savvan the demon lord; see page 527).

Growing up in the prisons of the Dark Reliquary, Calista (female human commoner1) showed her true mettle. Most would likely go mad, having known only the captivity of demons and undead, but Calista believes she must gain her freedom someday. She still has visions, usually of possible rescuers. These sometimes try her sanity—but mostly they give her hope.

Falstef

The astral deva called Falstef was the first angel to come to the world physically, other than the Creator's initial servants (the **Lords of the Seven Chains**, for instance). That makes him technically the first of the **Malkuth**. However, he came to the world long before there was a **Pale Tower**. Falstef fought against the **Wintersouled**, and they eventually captured him, holding the deva in stasis for centuries. Upon the arrival of the Fallen two hundred years ago, the Wintersouled gave him to the newcomers as a gift. The demons, using long-practiced techniques from Hell itself, cut off Falstef's wings in such a way that no force can ever allow them to regenerate or regrow.

Today, Falstef languishes in an adamantine-lined cell filled with an *antimagic field*. He is beaten four times daily to keep him from ever regaining his strength. He knows nothing of



Ptolus, having been taken prisoner long before the city was ever built. The Malkuth in the Pale Tower know of his legend, although not where he is. If he were ever freed, they would reward his liberators greatly. (Likely with a good-aligned or good-themed magic item worth 8,000 gp to 10,000 gp per rescuer.)

To have heard of Falstef, a character must make a Knowledge (history) check (DC 28).

Falstef, Astral Deva: 110 hp (but currently 5 hp); see MM but he has no wings.

Tinareg

Captured by demons working for Lilith, Tinareg was a half-orc warrior from the Plains of Panish southeast of Ptolus. Divinations showed that he held important secrets regarding the demon prince **Ochremeshk**. He has been here in the Cruciform Prison for months, and so far he has resisted all interrogations—even the magical compulsions. Now the demons have given up on him, assuming that the divinations were wrong or misunderstood.

They weren't wrong, but they were misunderstood. Tinareg's great-grandfather, a surprisingly powerful orc wizard, inscribed a mighty soul magic spell onto one of the half-orc's teeth when he was but a boy. This soul magic spell has been passed down through orcish generations since just after the Wars of Fire in ancient **Kem**, when the

demon god Ochremeshk was imprisoned. This spell will free the powerful demon lord.

The orcs had always intended to free Ochremeshk when the time was right; released before the proper mystical conditions arose, the demon prince would appear and slay his liberators and everyone around him, rather than reward them for their efforts. But Tinareg, already venerable when he was kidnapped, is on his last legs and no longer cares whether the time is right. He now waits for a spellcasting prisoner to be brought in, so he can pull out his tooth and give it to the newcomer. When he does so, he assures the character that it will enable them to exact revenge on their captors. He won't explain entirely what it does—for fear that the person won't use it—but just urges the character to "cast it, and then get away as fast as you can!" A careful examination of the tooth and a Spellcraft check (DC 30) reveals the nature of the spell before it is cast.

Tinareg
Male half-orc (Chaotic Neutral)
Warrior4 **CR** 3
HD 4d8–16 **hp** 4
Init +1 **Speed** 30 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +4/+2
Attack/Full Attack +2 melee (1d3–2, unarmed attack)
Fort +0, **Ref** +2, **Will** +5
Str 7, **Dex** 13, **Con** 3, **Int** 11, **Wis** 15, **Cha** 9
Languages: Common, Orcish.
Crucial Skills: Climb +1.
Other Skills: Knowledge (arcana) +4, Knowledge (history) +3, Ride +5, Spellcraft +2.
Crucial Feats: N/A
Other Feats: Iron Will, Magical Aptitude.
Possessions: Tooth with a soul magic spell inscribed on it.

17. Cardalian's Cell (EL 11)

This special cell to the east of the cruciform prison is guarded by two dedicated D'Stradi dancers. The iron door is locked (Open Lock, DC 30). The D'Stradi dancers do not have a key to the door, but they do have a key to a chest within the cell. The cell holds a halfling woman named Cardalian, the subject of a dark experiment of Lilith and Surmoil.

Inside the stark room, they keep Cardalian manacled to the wall. The only other thing in the room is a locked chest of drawers (Open Lock, DC 30) containing five *potions of cure light wounds*.

Lilith, with the help of the Forsaken sorcerer Surmoil, has cast a powerful enchantment upon Cardalian, creating a magical duplicate completely under her control. The duplicate serves as her agent in Ptolus. All damage that the duplicate suffers is transferred to the real Cardalian here in the cell. When danger threatens the duplicate, one of the D'Stradi dancers stays here to give Cardalian healing potions as needed. Sometimes Surmoil comes here to monitor the subject himself.

D'Stradi Dancers (2): 55 hp each; see Chapter 34: Monsters.

Cardalian

Freeing Cardalian from this cell destroys the duplicate. However, the whole process has driven Cardalian a bit mad. If freed, she may seem fine at first, but after a time she cries out as if struck, even though nothing happens to her. She has become so used to suffering sudden wounds that she believes they occur even when they do not. Soon, her rescuers will see that these hallucinations make her unable to function until she has been cured with a *heal* or *greater restoration* spell or has had months of peaceful rest.

A character who succeeds at a Knowledge (local) check (DC 24) has heard of Cardalian—



D'Stradi dancers, page 622
Cardalian, page 224
Lilith, page 111
Surmoil, page 244



For more on Cardalian, see also her entry under "Miscellaneous Midtown NPCs" in Chapter 10 (page 224).

Complex arcane symbols cover the walls, floor, ceiling, and even the manacles in Cardalian's cell. These are etched so finely, however, that a Search check, DC 15, is required to find them at all.

SUMMONING OCHREMESHK



Ochremeshk is a repulsive, sixteen-foot-tall humanoid with dark red skin and massive, clawed hands. For details and stats, see his entry in Chapter 34: Monsters.

If summoned here using Tinareg's tooth, Ochremeshk begins destroying everything and everyone he sees. Assuming the summoners are smart, they will flee quietly—the demon god's sudden appearance draws the attention of most of the surrounding dungeon inhabitants. Drusii is likely to teleport to the upper levels to summon powerful help to deal with this dangerous threat.

If the player characters summon Ochremeshk and then get away, they find only token resistance to their escape. Their last sight of the demon god is of him engaged with extremely powerful demons and undead—perhaps a nalfeshnee, a balor, and multiple vampires, as well as lesser creatures.



DM TIPS

Neither the Warhound nor its keepers will do anything but attack intruders. Thus if the PCs simply retreat from either of these encounters (Areas 18 and 19), their foes will not follow them—the Warhound, because it has been commanded to stay in its chamber, and the keepers because defending the Warhound is their only priority.

Forsaken body paint, page 114

Drusii, page 262

Aullik the ghoul wears a black leather coat with a red devil's head embroidered on the back.

but this knowledge probably applies to the duplicate, not to the real Cardalian.

Cardalian
Female halfling (Small), (Lawful Neutral)
Fighter3/rogue4 **CR** 7
HD 4d6+4 + 3d10+3 **hp** 40
Init +5 **Speed** 20 feet
AC 16, touch 16, flat-footed 16
BAB/Grapple +6/+3
Attack +8 melee (1d2+1, unarmed strike)
Full Attack +8/+3 melee (1d2+1, unarmed strike)
SA Sneak attack +2d6
SQ Evasion, halfling traits, trap sense +1, uncanny dodge
Fort +6, **Ref** +11, **Will** +5
Str 13, **Dex** 20, **Con** 13, **Int** 13, **Wis** 15, **Cha** 9
Crucial Skills: Climb +9, Disable Device +8, Escape Artist +12, Hide +15, Intimidate +6, Jump +3, Listen +4, Move Silently +13, Search +6, Spot +4, Tumble +12.
Other Skills: Diplomacy +4, Knowledge (dungeoneering) +2, Knowledge (local) +5, Open Lock +10, Ride +7.
Crucial Feats: Combat Expertise, Combat Reflexes, Dodge, Mobility, Point Blank Shot.
Other Feats: N/A
Possessions: *Bracers of health* +2.

18. The Warhound (EL 13)

This room in the far southeast corner of the first dungeon level is completely bare except for its lone resident. It is the lair of the pride of the Fallen: a specially constructed retriever stolen from Demogorgon himself as they left Hell. This construct has maximum hit points and a +2 bonus on all attack rolls, damage rolls, saving throws, and save DCs for its eye rays. Its armor/barding grants it the equivalent of +2 *full plate* with armor spikes, adding a +10 armor bonus to its Armor Class for a total of AC 31.

The Fallen use the Warhound, as they call this creature, to track escaped prisoners before they get out of the Necropolis. The marilith Drusii, in particular, loves the Warhound and values it above most of the other creatures in the dungeons. Unless on a mission, the Warhound is here. It attacks any nondemon that comes into the room without the escort of its keepers. It also obeys all commands of its keepers (see Area 19).

Retriever: 180 hp; see MM.
Experience Points: The Warhound is CR 13.

19. Warhound Keepers (EL 9)

This room adjoining the Warhound's lair has one extremely large bed with blankets and pillows scattered haphazardly over it and across the room. Skulls, bones, shields, and weapons decorate the walls (all are worthless). A dim, greenish *continual flame* lights the room.

The Keepers

As a show of solidarity, the Fallen have agreed to allow powerful Forsaken to watch over and guard the Warhound. These keepers consist of a ghoul sorcerer named Aullik and two living human barbarians who share an unwholesome relationship with the ghoul. Massive in height, girth, and bulk, the women cover themselves in body paint imagery of skulls and other death symbols. Aullik wears a long black leather coat and a jeweled collar. The barbarians recognize Aullik as their superior and do whatever he says. All three will sacrifice themselves to aid the retriever in their charge.

Warhound Keepers (2)
Female humans (Chaotic Neutral)
Barbarian6 **CR** 6
HD 6d12+12 **hp** 70
Init +2 **Speed** 40 feet
AC 17, touch 12, flat-footed 17
BAB/Grapple +6/+10
Attack +12 melee (1d10+7, halberd)
Full Attack +12/+7 melee (1d10+7, halberd)
SA Rage 2/day
SQ Improved uncanny dodge, trap sense +2
Fort +7, **Ref** +4, **Will** +1
Str 18, **Dex** 14, **Con** 15, **Int** 10, **Wis** 9, **Cha** 7
Crucial Skills: Climb +9, Intimidate +7, Jump +9, Listen +3.
Other Skills: Handle Animal +4, Heal +1, Survival +1, Swim +11, Use Rope +4.
Crucial Feats: Power Attack.
Other Feats: Endurance, Self Sufficient, Weapon Focus (halberd).
Possessions: +1 *chain shirt of light fortification*, +1 *halberd*, ***Forsaken body paint***, *potions of bear's endurance* and *cure moderate wounds*, 50 feet of rope, flask of alchemist's fire, 10 gp.

Tactics: Before battle, the barbarians drink their *potions of bear's endurance* (+12 hit points, for a total of 82 hp).

Aullik
Male ghoul (Medium undead) (Chaotic Evil)
Sorcerer6 **CR** 7
HD 2d12 + 6d4 **hp** 25
Init +3 **Speed** 30 feet
AC 15, touch 13, flat-footed 12
BAB/Grapple +4/+5
Attack +8 melee (1d6+1 and paralysis, bite)
Full Attack +8 melee (1d6+1 and paralysis, bite) and +5 melee (1d3 and paralysis, 2 claws)
SA Paralysis, ghoul fever
SQ Undead traits, +2 turn resistance, darkvision 60 feet
Fort +2, **Ref** +5, **Will** +10
Str 13, **Dex** 16, **Con** —, **Int** 13, **Wis** 14, **Cha** 17
Crucial Skills: Balance +7, Climb +5, Hide +7, Jump +5, Move Silently +7, Spot +7.
Other Skills: Knowledge (arcana) +12, Spellcraft +12.
Crucial Feats: Dodge.

Other Feats: Multiattack, Weapon Finesse, Weapon Focus (bite).
Spells Known: 6/7/6/4; save DC 13 + spell level.
3rd—*lightning bolt.*
2nd—*false life, mirror image.*
1st—*charm person, expeditious retreat, mage armor, magic missile.*
0—*acid splash, dancing lights, daze, ghost sound, light, mending, open/close.*
Possessions: *Wand of bull's strength* (15 charges), *wand of cat's grace* (20 charges), *bead of force, potion of inflict moderate wounds,* leather coat (thin, not armored), jeweled collar worth 300 gp.

Tactics: On a mission, or if aware of trouble in the dungeon, Aullik casts *mage armor* (+4 bonus to Armor Class, for a total of AC 19), *expeditious retreat*, *false life*, and *mirror image* on himself, and *cat's grace* and *bull's strength* on himself and the barbarians (all gain +2 bonus on Reflex saves, Armor Class, attack rolls, and damage rolls).

20. Stitched Zombies (EL 9)

This chamber at the south end of the first dungeon level is empty except for a dozen stitched zombies that mill about aimlessly until commanded. These zombies look identical to human commoner zombies except that their eyes, ears, and mouths have been stitched closed.

This is because the zombies are full of spiders. When destroyed, a stitched zombie splits open and a spider swarm spills out to attack.

Stitched Zombies, Human Commoners (12): 16 hp each; see MM.
Spider Swarms (12): 9 hp each; see MM.

21. The Reformatory (EL 6)

The iron door into this punishment room on the west side of the dungeon slides down into the floor when opened; a metal crank on the wall next to the door activates it. There is no such crank on the other side, so from that side the door is considered barred (hardness 10, 60 hp, break DC 28).

The reformatory is a room for tormenting captives, but it also serves as a dangerous trap. Those entering from the east see what appears to be a trapezoid-shaped room with iron walls; the east and west walls look slightly curved. The other walls bear a number of daggerlike, bloodstained spikes. The stone floor and ceiling look scraped up (Search, DC 13); the marks run from north to south and back.

This is, in fact, only a portion of a large, round room with a central hub and four "spokes." The spokes are actually the blade-covered walls. One round after anyone enters the room, the iron door slams shut and the hub begins turning counterclockwise. Characters can attempt to prevent it from moving, but doing so requires a Strength check (DC 32); those pushing on a spiked wall suffer 1d6 points of damage per round, whether they succeed or not. After two turns, the hub rotates one quarter around the room, exposing a pit thirty feet deep and lined with spikes. Characters need not attempt a Reflex save to avoid the pit, but they must cling to the bladed walls for 1 full round or they will fall. Clinging requires a Strength check (DC 10) and inflicts 1d6 points of damage. This cycle continues over two more pits before the whole wheel-like structure returns to its original position. And even then it keeps turning until the hub is deactivated or until either the door in the east or the secret door in the west opens.

Inside the Hub

A locked secret door leads into the hub from each of the room's quadrants (Search, DC 25, to find; Open Lock, DC 30, to open). A small chamber inside holds a lever that activates/deactivates the turning of the hub, another that covers the pits with sliding iron plates, a third lever that opens the secret door in the west (Search, DC 30, to find), and a fourth that opens the door in the east. A ghast in here watches through a peephole and listens for commands. Residents who enter this room may command the ghast to cover the pits, open the doors, and have the hub turn to allow them to get to the door.

Ghast: 30 hp; see MM.

22. The Hungry Pit (EL 10)

This square chamber on the west end of the first dungeon level contains a large circular pit, ten feet across, in the middle of the floor. A circular grille of iron bars hangs from the ceiling, suspended from chains six feet over the liquid-filled pit.

Four fleshy tubes extend out of the pit, each leading to a conical device of glass and copper. Each of these devices stands four feet high in a different corner of the room. The chamber reeks with a burning, acrid odor, and slime covers the floor.

The Pit

This torture room is called "the hungry pit" by the half-fiend sorcerer Knifal, who uses it more than anyone else. He likes to stand atop the grille over the ten-foot-deep pit and lower a bound victim down into it. The pit contains a mild acid (it inflicts 1 point of damage by touch, or 1d6 points per round of immersion) and horrible demon-bred creatures called siphon worms.

The worms latch onto a victim in the pit and begin draining the creature's life energy. The siphon worms' excretions flow into the caustic fluid and are drawn out by the cone-shaped devices that store it (see next page).



The stitched zombies can be turned like normal zombies. However, if the turning check destroys the zombie, the spiders inside it are not destroyed and can still attack.



The siphon worms of the hungry pit were brought to Praemal by accident. A nalfeshnee demon who numbered among the Fallen was slain in a dispute with Drusii the marilith (page 262). Later on, Knifal was examining the corpse and found the siphon worms in the demon's guts, living there like parasites. He found his own use for these terrible creatures.



Knifal created the cone-shaped devices to store the siphon worms' excretions with the help of Surmoil. Knifal gave the shigmaa three captured prisoners in return.

Siphon Worms (10)
Medium vermin (Neutral Evil)
CR 1
HD 2d8+2 **hp** 11
Init +0 **Speed** 10 feet
AC 13, touch 10, flat-footed 13
BAB/Grapple +1/+11
Attack/Full Attack +1 melee (1d4, bite)
SA Attach (after biting, a worm latches onto a foe, effectively grappling with a +10 racial bonus to grapple checks [already figured in above]; to remove an attached worm, foe must first pin it), energy drain (1 negative level/round once attached)
SQ Resistance to acid 10, blindsight, vermin qualities
Fort +4, **Ref** +0, **Will** +0
Str 11, **Dex** 10, **Con** 13, **Int** —, **Wis** 10, **Cha** 6

The Conical Devices

Each cone-shaped device draws life energy excretions from the siphon worm pit and stores it as liquid energy. Each device holds about four ounces of this fluid. Each ounce functions as follows:

- As a *potion of cure moderate wounds* if drunk by or poured onto a wounded creature;
- As a *potion of bull's strength* if the creature is unwounded and not a spellcaster; or
- If the creature is unwounded and a spellcaster, provides enough magical energy to cast a 2nd-level spell (or the highest-level spell the creature can cast, whichever is less).

A successful Knowledge (arcana) check (DC 25) allows a character to identify these devices and the liquid within.

Knifal

One is most likely to find Knifal in this chamber. The half-demon sorcerer is the Reliquary's chief torturer and a figure of great importance in the dungeons. He hates the Keylord due to a long-standing rivalry for positions of power in the dungeons and plots his downfall.

Keylord, page 254

Drusii, page 262

Knifal's quarters are located in Area 12 of this dungeon level (see page 254).

Knifal
Male half-fiend/half human (Neutral Evil)
Outsider (chaotic, evil)
Sorcerer6 **CR** 8
HD 6d4+18 **hp** 36
Init +5 **Speed** 30 feet, fly 30 feet (average)
AC 16, touch 15, flat-footed 11
BAB/Grapple +3/+6
Attack +7 melee (1d4+4, dagger)
Full Attack +7 melee (1d4+4 dagger) and +5 melee (1d4+1, claw) and +4 melee (1d6+1, bite)
SA Smite good 1/day (+6 damage to good foe)
SQ Immune to poison, SR 16, darkvision 60 feet, spell-like abilities, DR 5/magic, resistance to acid 10, cold 10, electricity 10, and fire 10
Fort +7, **Ref** +7, **Will** +6
Str 17, **Dex** 20, **Con** 17, **Int** 18, **Wis** 12, **Cha** 21
Crucial Skills: Concentration +9, Intimidate +7, Listen +4, Tumble +8.
Other Skills: Decipher Script +8, Knowledge (arcana) +11, Knowledge (history) +6, Knowledge (local) +5, Knowledge (religion) +6, Knowledge (the planes) +5, Spellcraft +15, Survival +4.
Crucial Feats: Spell Penetration.
Other Feats: Magical Aptitude, Multiattack, Weapon Focus (claw).
Spell-Like Abilities: Caster level 6th. The save DCs are Charisma based.
3/day—*darkness.*
1/day—*desecrate, unholy blight.*
Spells Known: 6/8/6/4; save DC 15 + spell level.
3rd—*summon monster III.*
2nd—*blur, web.*
1st—*mage armor, shield, shocking grasp, unseen servant.*
0—*arcane mark, dancing lights, detect poison, light, ray of frost, read magic, touch of fatigue.*
Possessions: *+1 dagger of venom; potions of cure moderate wounds, heroism*, and *shield of faith +2;* three gold rings worth 80 gp each, ten gems worth 10 gp each, 34 gp, key to Knifal's chamber (Area 12).
Familiar, Rat: 18 hp; see MM.

Tactics: When a fight presents itself, after casting *mage armor, shield* (total AC 24), *blur,* and *shocking grasp*, Knifal enjoys swooping into combat with his dagger and natural weapons, particularly if he can bull rush a foe into the pit. If he faces more than three opponents, he first tries to catch at least some of them in a *web* or summon a fiendish ape (or a number of them, if given time) to help him.

23. The Interrogation Room

Down the hall south of the hungry pit lies an interrogation room with three chairs and a wooden table. Although it appears fairly innocuous, it is a dire torture chamber. Typically, demons bring prisoners here and attempt to talk to them before resorting to torture.

Drusii is found here sometimes rather than in her own chamber (Area 25 on this level).

Table: The wooden table is not what it appears. On the command of any creature with fiendish blood, the tabletop lifts off its legs and pivots to reveal its underside, on which lies a set of iron manacles to restrain a humanoid creature. Further, the "table" can move at any angle or around the room as commanded by a fiend.

Secret Compartment: A secret compartment in the floor of the room's northeast corner (Search, DC 20, to find) holds a large iron brazier that lights on command, branding irons, a glass case filled with spiders, a glass case filled with scorpions, and a large glass jug containing acid (thirty flasks' worth).

24. The Temptation Tree (EL 7)

Strangely out of place, a large deciduous tree grows out of a hole in the stone floor of a chamber down the hall south of the interrogation room. On this tree, large ripe fruit grows at all times, despite the lack of sunlight. The fruit is not immediately identifiable—it seems to have qualities of both pears and apples. A Knowledge (nature) check (DC 12) confirms that this is not a natural tree. A Knowledge (nature) check (DC 20) or a Knowledge (arcana) check (DC 30) suggests the tree's true nature (see below).

The marilith Drusii sometimes orders prisoners to be brought here and thrust toward the tree. Coming within ten feet of the tree forces a living nonoutsider to attempt a Will saving throw (DC 20). Failure means that the victim uncontrollably lusts after one of the fruits and is compelled to eat one. A character who eats one of the fruits (either by choice, by coercion from the captors, or by magical compulsion) must make a Fortitude saving throw (DC 20).

Anyone who fails this save is thrust into a delusional world built upon his own desires for 1d12 hours; a *neutralize poison* spell ends the delusion early. This delusion is an extremely pleasant experience: In it, the character gets everything he's ever dreamed of. A victim can become addicted to this delusional world. Anyone coming out of the delusion must make a Will saving throw (DC 20) or crave only the fruit and the delusions it brings—crave it above all else, including friends, family, goals, alignment, or any other considerations. A victim forced out of the delusion early becomes enraged and confused for 1d4+4 rounds (as the *rage* and *confusion* spells) and attacks the nearest creature as if that creature had attacked him, all the while demanding more fruit. Only a *remove curse, break enchantment, greater restoration,* or similar, more powerful spell can cure this addiction.

Drusii uses the temptation tree's addiction to control certain prisoners.

25. The Mistress of the Prison (EL 18)

The door to this room east of the temptation tree chamber is locked (Open Lock, DC 28). If anyone enters, a magical telepathic alarm alerts Drusii wherever she is, likely bringing her here ready for a fight.

This chamber is lavish and opulent. The rear half is a shallow (one foot deep) pool of water kept warm magically. The half near the door is lit by a golden chandelier; golden-framed paintings of various subjects and styles adorn the walls. There is also a gold-framed silver mirror. A red and gold rug covers the floor. The room also holds two tables (one usually covered with extravagant foods and expensive silver dishes and utensils) and two chests.

A male human, unconscious and nearly naked, lies draped over one chest.

The Furnishings

Drusii's chamber holds six golden picture frames with paintings, plus the mirror, worth 1,000 gp each. One table bears a large silver serving set worth 280 gp.

Both chests are locked (Open Lock, DC 30). One contains a trio of masterwork daggers, one bejeweled (adding 300 gp to its value), a decorated urn (50 gp) full of scented oil (worth 100 gp), three pairs of embroidered silk gloves (5 gp each), a *potion of remove paralysis*, ten tindertwigs in a silver box (30 gp), a tanglefoot bag, and a pair of skulls.

The other chest contains three masterwork whips, a set of masterwork manacles, a magnifying glass, three silk scarves (10 gp each), a masterwork harp, a *rod of flame extinguishing*, and a leather bag with 235 pp, 830 gp, and 560 sp.

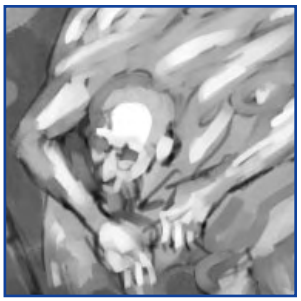
The Human

The unconscious man is Karn Ellosh, currently in delusional rapture after eating one of the fruits of the temptation tree in Area 24—he's likely to stay this way for hours. A Heal check (DC 18) successfully diagnoses what is wrong with him. If someone casts *neutralize poison* upon him, he awakes enraged and confused as described in Area 24.

Karn Ellosh
Male human (Chaotic Good)
Fighter5 **CR** 5
HD 5d10+10 **hp** 35
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +5/+8
Attack/Full Attack +8 melee (1d3+3, unarmed strike)
Fort +6, **Ref** +3, **Will** –1
Str 17, **Dex** 15, **Con** 15, **Int** 14, **Wis** 7, **Cha** 12
Crucial Skills: Climb +11, Intimidate +6, Jump +11, Listen +1, Search +4, Spot +2.
Other Skills: Knowledge (local) +3, Perform (oratory) +4, Swim +7.
Crucial Feats: Combat Expertise, Improved Unarmed Strike, Power Attack, Quick Draw, Run.
Other Feats: Alertness.
Possessions: None.
Experience Points: Award no experience points for defeating Karn if he awakes, but if the player characters rescue him and get him cured, award experience points equal to a CR 5 challenge.



Drusii, page 262



Karn Ellosh is tall, muscular, and blond. Although normally clean shaven, the fighter now has stubble on his face. Before his capture, he belonged to the Order of Iron Might and was a frequent combatant in the Arena in Oldtown. If he could ever be cured of his addiction, he would make a loyal and trustworthy ally in the fight against the demons of the Dark Reliquary.

DM TIPS

Don't forget that the demons living in the Dark Reliquary can all teleport themselves around, and thus do not usually walk from place to place.

Stairs up from Dungeon Level 1 to the first floor of the Dark Reliquary's main building are at the north end of Area 1.

Lilith, page 111

Wintersouled, page 632

Galchutt, page 60

Remember that, unless stated otherwise, the various underground rooms and passages here are dark and filled with dust, grime, cobwebs, and patches of black slime. Ceilings are fifteen feet high. Here and there, water drips from the ceiling and gathers in tiny pools amid the stones that form the floor. Bones and skulls, scattered haphazardly about, are common, as are rats and cockroaches. Doors are wooden but sturdy (hardness 5, 20 hp, break DC 20) and usually bound with brass bands.



Drusii

Drusii, a marilith demon, serves as mistress of the prisons and a close confidante of **Lilith**. Utterly ruthless, bloodthirsty, and power-hungry, Drusii is a creature that none dares cross—not even Dark Reliquary residents who are more powerful than she, because they know she always has various contingency plans and secret alliances that elevate her beyond simply her physical might.

Drusii wears a thin dark green line of body paint around her throat like a necklace or choker. Her arms, torso, and face are covered in elaborate swirling painted designs.

Drusii, Marilith: 272 hp; see MM.

Possessions: *+1 short swords* (2), *+1 whip*, *+1 frost scimitar*, *+2 nine lives stealer* (2 uses left), *+2 sword of life stealing*, *ring of blinking*, keys to all locks in Areas 7, 17, and 25 of this level.

Experience Points: Drusii is CR 18 due to her above-average equipment and maximum hit points.

26. Drusii's Lieutenant (EL 6 or 8)

This room next to Drusii's chamber (Area 25) features a reclining couch, a chest of drawers, a table, two chairs, and a stack of poorly-kept ledgers. There are also four "nests" built from straw, bones, and strips of cloth on various spots on the floor.

The Fallen creature with the terrible job of being Drusii's direct servant is a babau named Ooshul. His demanding superior always seems unhappy with him and beats him regularly for never managing to accomplish the impossible number of duties she assigns him.

Ooshul is almost never here, but his "pet" vargouilles usually are—they attack any intruder. Further, as with Drusii's chamber, if anyone other than Ooshul enters this room, a special mental alarm alerts him of that fact, and he will likely teleport here.

The chest of drawers contains miscellaneous tools, many bottles of ink, a *potion of tongues*, and a leather bag with 120 gp and 35 pp.

Ooshul, Babau: 66 hp; see MM.

Possessions: *Ring of lesser acid resistance*, key to this room.

Vargouilles (4): 5 hp each; see MM.

27. Stairs Down

Two flights of stairs on the west side of Dungeon Level 1 lead down to Area 28 in Level 2. These steps double back, so the second level is forty feet lower than the first level.

LAYOUT OF DUNGEON LEVEL 2

Similar in construction to Level 1 of the Dark Reliquary's dungeons, Level 2 serves four purposes:

1. To house the Fallen's experiments in developing a way to create more demons quickly;
2. To provide a location for the Fallen's and Forsaken's vault;
3. To serve as the site for the Fallen's and Forsaken's grand amusements; and
4. To give the **Wintersouled** a place for undisturbed peace.

This lower level also provides access to an ancient **Galchutt** temple far below, a feature built by the Wintersouled but unknown to most of the Dark Reliquary's current inhabitants.

28. Hall of Debauchery

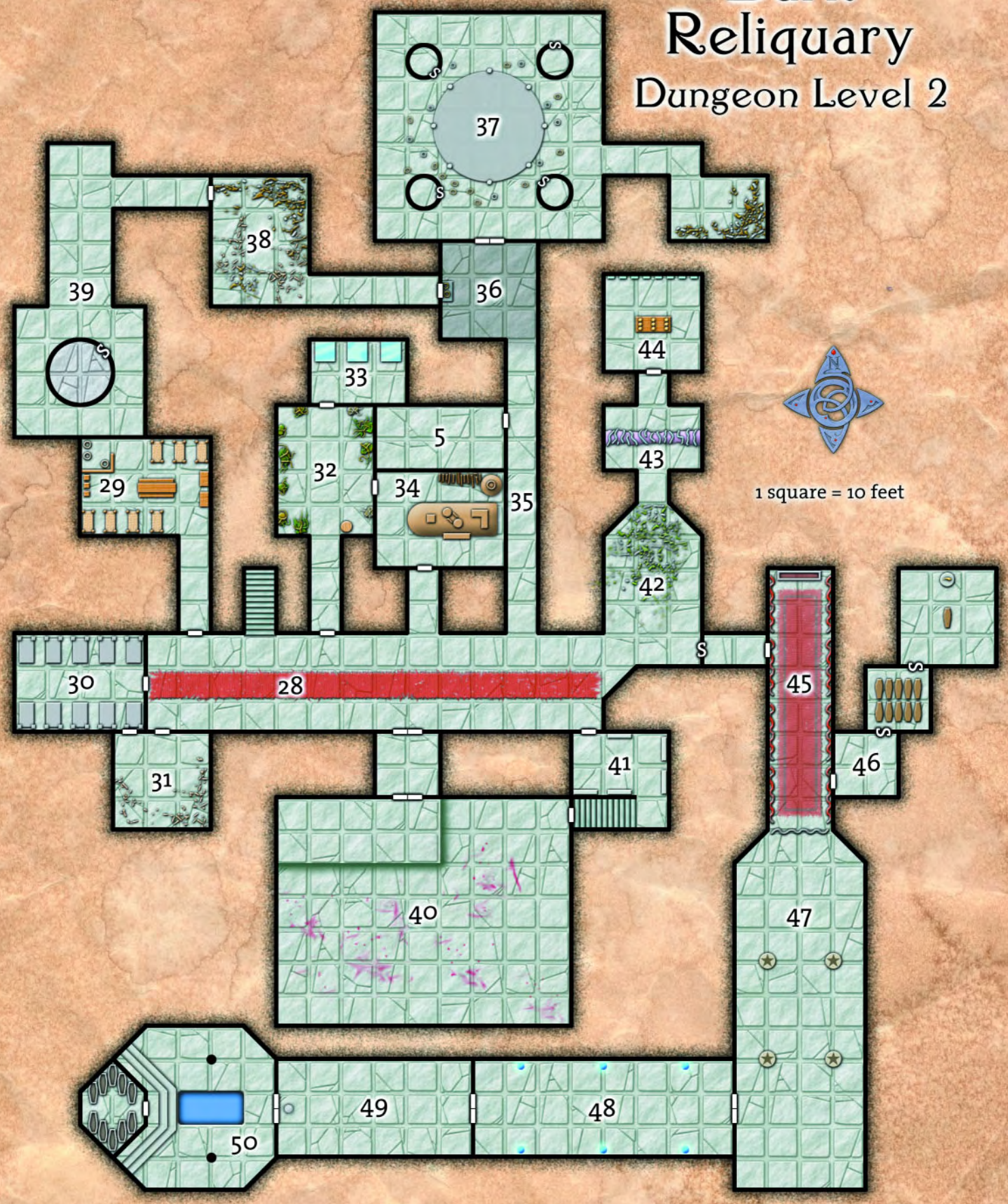
The stairs down from Dungeon Level 1 lead to a long hallway with massive murals on both walls. Each elaborate painting depicts demons, humans (and other humanoids), and even undead partaking in acts of flagrant debauchery. A long and somewhat tattered red carpet runs down the center of the corridor. Doors open off all walls.

29. Old Dormitory

Once used to house a number of Forsaken, this chamber north of the Hall of Debauchery is no longer in use. It holds beds—some of them bunk beds—a number of empty wooden lockers, two long tables flanked by wooden benches, a few chairs, and a screened-off latrine in the back corner.

Dark Reliquary

Dungeon Level 2





Ulti and Ilti, page 247
Shigmaa Urasta, page 114

The Fallen have decided that no matter what happens, possessing the means to increase their ranks rapidly can only help them. Demons from Hell are reluctant to come to this world in physical form because they can never leave. Thus, the Fallen now work on many different experiments to create more of their own kind (this is the same reason the Galchutt created the rhodintor ages ago). Areas 32, 33, and 34 on the second dungeon level are all devoted to this end.

Other Ptolus villains conduct vile laboratory experiments as well. Ghul's Labyrinth and his fortress of Goth Gulgamel contain the foul labs where he created the monsters of the Squirming Horde. Shilukar the dark elf (see Chapter 33: Adventures) has a laboratory below the Guildsman District where he experiments with mutations.

30. Barbazu Barracks (EL 9)

A door at the west end of the Hall of Debauchery opens into a demon barracks. The permanent residence for all the barbazu in the dungeons, this well-kept chamber contains iron beds and chain-link bags to hold possessions. Ten glaives hang on a rack on one wall.

There are currently five bearded devils in the room now, relaxing on their beds. However, it takes them only 1 round to get ready for combat, and they can teleport to any place they are needed. If called, they release the hounds in the adjoining Area 31 using a wall-mounted mechanism here. Remember that, since they can teleport, they do not need keys to get past locked doors. If they become aware of intruders, they might just teleport into and out of various rooms until they find them.

Barbazu (5): 45 hp each; see MM.

31. Devil Dog Kennel (EL 9)

Both doors into this kennel (from Areas 28 and 30) are iron frames with iron bars, allowing one to see through easily. Both doors are latched, although a mechanism in Area 30 opens either door, or both doors simultaneously. (One also can unlatch them normally.)

The room stinks of feces and dog. Bare except for a few chains bolted to the walls here and there, a couple grisly stains on the floor, and some bits of bone and piles of excrement, this is obviously a kennel. It is the dwelling place of the devil dogs—two-headed fiendish dire wolves—that patrol the dungeons along with the guards. There are currently four hounds here.

Two-Headed Fiendish Dire Wolves (4): 45 hp each; see MM but two bite attacks rather than one, DR 5/magic, SR 11, resistance to fire 5 and cold 5, smite good 1/day for +6 damage to good foe, and +2 bonus on Listen, Search, and Spot.

Experience Points: Treat the wolves as CR 5.

32. Incubation Laboratory

The door to this room just north of the Hall of Debauchery is locked (Open Lock, DC 25).

The place carries an acidic, organic stench that's hard to identify. A round table near the door holds 1,000 gp worth of alchemical equipment and substances, including three flasks of acid and one of antitoxin. The majority of the room's space, however, is devoted to ten semi-transparent organic pods. Each pod is a different size, the largest being eight feet high and four feet across, and the smallest only three feet high and two feet across. Most are dark green or yellow-brown, although many pods are mottled with a variety of other colors. Through the membranous sacs of six of these egglike structures, one can see creatures growing. Detailed features are difficult to distinguish, but it appears that different types of demons grow inside. Two of the other pods have burst open, and the last two—uniformly grey in color—contain what appear to be dead creatures.

Each pod has a hardness of 3 and 10 hit points. If a pod is destroyed, the creature inside slides out amid a burst of ichor and dies twitching. A Knowledge (arcana) check (DC 28) allows a character to identify the pods for what they are.

A door on the laboratory's north end is made of glass in a steel frame.

Ulti and Ilti, the night hags who live in Area 30 of the Dark Reliquary's upper structure, work with **Shigmaa Urasta** of the Forsaken in this lab. Lately they check in only periodically, as another pod won't be ready to burst for weeks.

33. Nursery (EL 9)

Three glass cubes, each about eight feet to a side, are pushed against the north wall in this chamber adjacent to the incubation laboratory. Each cube contains a demon.

Nursemaid

A heavily modified skeleton stands in this room. Inside its empty rib cage hang ten glass containers holding liquids of various colors. Tubes run from each of these down the skeleton's arms to its fingers, each of which has been replaced by a syringe. At preset times, it injects the creatures in the cubic containers with chemicals to aid in their transformative process. The chemicals, however, are poisonous to any other creature.

The nursemaid attacks anyone who enters the room, endangers the cubes, or attacks it. Treat this undead creature as a mummy, but without any of the mummy's special attacks or its vulnerability to fire. Instead, its slam attack hits a foe it strikes with 1d4+1 needles, each injecting a random chemical (roll on the following chart for the chemical/poison it injects). It also has turn resistance +4.

Nursemaid (Mummy): 55 hp; see MM but as adjusted above.

Experience Points: The nursemaid is CR 6.

Nursemaid's Injections

d10	Fortitude Save	Chemical's Effect
1–2	DC 16	1d6 Constitution/ 1d6 Constitution damage
3–4	DC 20	1d4 Strength/ 1d4 Strength damage
5–6	DC 17	1d6 Intelligence/ 1d6 Intelligence damage
7–8	DC 19	1 Constitution + nauseated for 1d6+1 rounds
9–10	DC 18	*Baleful polymorph* into a dretch*

*The transformation takes 4 agonizing rounds, during which the victim can take no actions.

The Cubes

The first cube contains a lemure. It emerged from one of the pods in Area 32, but it has difficulty with its cohesion. It turns to mist—as *gaseous form*—from time to time, reforming a few minutes later. If loosed from the cube, it does not fight in any way.

The second cube contains a horribly deformed hezrou on a soggy bed of pillows. It is squat and broad, with sickly pinkish grey flesh. The creature has stumps for legs and four flipperlike arms. It has no claw attacks (and thus no improved grab ability) and a speed of only 10 feet. It has a –2 Dexterity penalty to Armor Class, Reflex saves, and Dexterity-based skills. It attacks any creature that opens its cube (other than the nursemaid). If anyone assaults the nursemaid, it bursts out of the cube and attacks.

This creature was also created in one of the pods but, as with the lemure in the first cube, it was hardly a successful experiment.

Deformed Hezrou: 64 hp; see MM but as adjusted above.

Experience Points: The deformed hezrou is only CR 8.

The third cube contains a comatose bodak. A demon growing in one of the pods died upon birth and transformed into this creature. However, no attempts to rouse it have succeeded.

34. The Dark Machine (EL 7)

The south door into this room from the Hall of Debauchery is locked (Open Lock, DC 25). If anyone enters this room, a *magic mouth* says, "Stay out of the machine."

This large, very hot, steam-filled chamber (50 percent concealment at ten feet, 25 percent concealment at five feet) holds a single great machine, driven by a steam boiler and enhanced by hellish spells. A large pile of wood is stacked next to the black iron boiler in the room's northeast corner. The machine itself is a monstrosity of iron, wood, and glass tubes filled with oddly colored, bubbling liquids. A wide iron hatch on the western end of the machine provides access to a compartment big enough for a Large creature to squeeze into.

The purpose of the Dark Machine is to replicate creatures: A vrock gets in the compartment and, twenty-four hours later, it exits and the machine produces a chrysalis from which emerges an identical vrock after about one week. The device is the creation of Gegall, the nalfeshnee. A character can attempt a Knowledge (arcana) or (machines) check (DC 30) to identify the nature and purpose of the machine.

However, the machine does not work—at least not at all properly. If a creature is placed within the compartment, the machine produces a chaos beast in 1d6+1 rounds. The chaos beast attacks anything and everything it sees. A character can attempt a Knowledge (arcana) or (machines) check (DC 33) to determine that the machine doesn't work properly. Inflicting more than 10 points of damage on it disables the machine, and inflicting 50 points destroys it.

Chaos Beast: 44 hp; see MM.

35. Hall of Grasping Hands (EL 7)

A long, narrow passage runs north and south between the Hall of Debauchery (Area 28) and the Mother's chamber (Area 37). Innumerable bones decorate the walls on both sides of the southernmost fifty feet of this passage. Should anyone pass through without saying, "I am Fallen" or "I am Forsaken," bone arms grab out with a +10 claw attack (1d4+1 damage).

Each creature in the hall is attacked 1d3 times for each round spent in the area. If a claw hits, it immediately makes a +10 grapple check. Should it attain a hold, the next round the arms attempt to pin and 1d3 more continue to claw. Attacking the arms is futile—there are too many to fight, and more seem to grow magically out of the walls with every step.

36. Antechamber (EL 4)

This square chamber at the north end of the Hall of Grasping Hands is filled with *deeper darkness*. If dispelled or countered, it returns in one minute. Three lemures slosh about here, existing only to warn the Mother (see Area 37) of any approaching danger.

If the demons know intruders are nearby, the barbazu from the barbazu barracks (Area 30) and the guard post south of this chamber (Area 5) come here to defend the Mother at all costs.

The double doors to the north are made of iron with large slabs of inlaid ebony (each of the two doors is worth 3,000 gp if removed). Both pieces of ebony are inscribed with an Abyssal rune that says "Mother."

A heavy marbletop table is pushed in front of the door to the west, and two barrels of stagnant water sit atop the table.

37. Mother (EL 17)

The ceiling of the Mother's room beyond the antechamber reaches thirty feet high. It holds a monstrosity of horrible size and appearance, even by Dark Reliquary standards. This creature, a terribly transformed marilith, is the very recent creation of the incubation laboratory (Area 32). She rests on a specially-made steel-reinforced wooden platform that stretches from nearly wall to wall and rises ten feet off the ground. Surrounding her are four massive pillars, each covered in dire-looking writing and runic symbols. Between her and the



The Dark Machine is mainly a magical device, but Gegall the nalfeshnee has incorporated elements of both chaositech and traditional science into its workings. However, even a master of all three disciplines would have a difficult time marrying their disparate natures—and Gegall is not the master he thinks he is.

Area 5 just north of the Dark Machine is a guard post with two devil dogs and two barbazu, as described for the first dungeon level on page 252.

Gegall, page 247





INFO CHECKS

A Spellcraft check (DC 29) identifies the black sapphires for what they are. Destroying them puts the souls inside to rest, but it does not return the people to life. Only a powerful divination spell might reveal whose soul lies within each gem.

Wintersouled, page 632



D'Stradi annihilator, page 622

pillars are boxes, buckets, and platters of food—mostly raw meat and mounds of leafy vegetables.

The Pillars

The four pillars, one near each corner of the room, are the original reasons for this chamber's creation. Each one is hollow with a secret door (Search, DC 28). Further, each pillar is magical. Gravity does not function within them. Within each gravity-free cylinder, 2d10 black sapphires worth 1,000 gp float at different heights; each stone is the receptacle of a *soul bind* spell. Powerful enemies of the Wintersouled—and the Forsaken and Fallen in more recent years—were trapped within these gems after their death. A character can fairly easily "crawl" up and down the pillars' interior walls to get at all the suspended gems if desired.

The Guardian and the Spawn

Assigned to watch over the mother is a D'Stradi annihilator. It will not leave her side and fights to the death defending her.

The annihilator makes its lair in this chamber's eastern alcove, a mass of grisly human remains and discarded refuse. Amid the wreckage, characters can find (Search, DC 20) a jeweled comb worth 150 gp, a silver statuette of a wolf worth 200 gp, and 32 sp.

D'Stradi Annihilator: 123 hp; see Chapter 34: Monsters.

Twelve lemures and six dretches squabble and fight in this chamber. It is their job to carry food up to their Mother, although such delivery often results in their own demise. For now, the Mother eats most of her own young, so these newborn creatures seem unlikely to live long—but soon they will be replaced by more.

Lemures (12): 9 hp each; see MM.

Dretches (6): 13 hp each; see MM.

The Mother

Resting on the platform, this horrible wormlike marilith is bloated and fat. The Mother's six arms flop about uselessly, and her face—in particular her mouth—seem unusually large. The tip of her tail bears a slime-filled orifice from which it produces demonic spawn. She rests with the end of her tail near the ground. In total, she measures almost seventy feet long.

The Mother requires vast amounts of food. While the Fallen attempt to provide for her, she usually has to resort to eating her own young to sustain herself. Unless threatened directly, all she thinks about is eating and producing spawn. She requires no fertilization or gestation, only food, to create dretches and lemures. To produce to a more significant offspring, she must devour an intelligent being and convert its soul into the demon she births.

If attacked, she prefers to use her spray special attack while her children and guardian defend her. She pays no heed to whether her sprayed vile, caustic goo harms her allies.

The Mother
Mutant marilith (Neutral Evil)
Gargantuan outsider (chaotic, evil, extraplanar) **CR** 16
HD 18d8+180 **hp** 261
Init –2 **Speed** 10 feet
AC 20, touch 8, flat-footed 20
BAB/Grapple +18/+37
Attack +21 melee (2d6+10, slam)
Full Attack +21 melee (2d6+7, slam) and +19 melee (3d6+5 bite)
SA Spray (emits 60-foot cone of goo from spawning orifice as a full-round action; 5d6 acid damage [Reflex DC 29 for half]; those who fail must save [Fortitude DC 29] or be nauseated 1d4+1 rounds; those who succeed but take some damage are sickened 1d4+1 rounds; saves are Constitution based; supernatural ability), improved grab, swallow whole (2d8+12 crushing damage and 8 acid damage/round, escape after 25 points of damage to AC 17 gizzard, can hold two Large foes or the equivalent)
SQ DR 10/good, darkvision 60 feet, fast healing 5, immune to cold and poison, SR 27, spawn (create dretch or lemure as a free action when not using spray; 1/day create barbazu, babau, vrock, or bone devil as a standard action after eating living creature of Intelligence 3 or better)
Fort +21, **Ref** +11, **Will** +18
Str 25, **Dex** 6, **Con** 30, **Int** 11, **Wis** 20, **Cha** 16
Crucial Skills: Concentration +31, Intimidate +24, Jump +28, Listen +28, Sense Motive +26, Spot +28.
Other Skills: Knowledge (arcana) +21, Knowledge (religion) +21.
Crucial Feats: Cleave, Diehard, Power Attack.
Other Feats: Alertness, Endurance, Iron Will, Lightning Reflexes, Multiattack.
Spell-Like Abilities: Caster level 18th. The save DCs are Charisma based.
At will—*detect good, detect magic, detect thoughts, greater teleport* (self plus 50 lbs. only), *locate creature, unhallow*.
3/day—*dominate person, greater dispel magic, hold monster, symbol of weakness*.

38. Unused Room

Toward the north end of the second dungeon level lies a chamber filled with cobwebs, dust, and refuse, including broken furniture and three old rolled-up carpets. It is clear this room sees little use.

39. The Secret Pit of the Dungeon God

A larger chamber beyond the unused room (Area 38) appears to be a forgotten shrine to some dark power. All the walls in this room bear chipped and peeling murals of terrible reptilian and insectoid creatures feasting upon dead humanoids or sacrificing live humanoids on red altars.

Only after going all the way around the perimeter does an explorer realize that the middle of the room holds a circular area with no obvious access. Finding the secret door into this area requires a Search check (DC 30), and another (DC 30) reveals a secret switch that causes it to open. (Otherwise, adventurers need a means to break down the stone secret door of hardness 5, 60 hp, and break DC 30).

The round room within this chamber is actually an elevator that descends a shaft four hundred feet deep. A switch on the wall in here (not hidden) controls the lift.

The evil presence at the bottom of the shaft is so great that everyone in the room when the secret door opens must make a Will saving throw (DC 22) or become cursed, suffering a –2 penalty on saving throws until the curse is removed.

Most residents of the Dark Reliquary have no idea that this chamber allows access down to an **ancient temple of the Galchutt**.

40. The Arena (EL 13)

The sets of double doors that lead into the arena from the north are carved to show a balor fighting a pit fiend. Four Forsaken guards (as in the Dark Reliquary aboveground Area 2) stand watch in the foyer between the two sets of doors when the arena is in use. Otherwise, the entry remains empty.

Blood spatters, broken bits of weaponry and armor, bone and skull fragments, and blackened scorch marks cover the arena's floor and walls. A platform in the northwestern corner of the arena provides spectators with a (relatively) safe place to view the fights here. The main portion of the arena is about twenty feet lower than this platform.

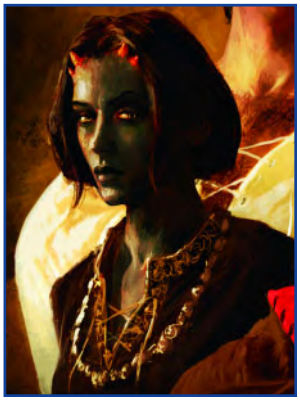
Typically, prisoners or bought slaves find themselves forced to fight to the death in the arena for the entertainment of the residents—either with each other or against some willing member(s) of the Fallen or Forsaken. Further, the Fallen prefer to resolve disputes among themselves here; such disputes typically end in the death of one of the contestants.

During a fight, the demons always keep some dretches on hand on the platform, so the spectators can push, kick, or toss them down into the arena to liven up the fight a bit. Almost all residents of the Dark Reliquary has been found here at one time or another—except **Raguel**, that is. From time to time, the Fallen use the arena fights to entertain such guests as **chaos cultists** or even members of the **Balacazar** family or **House Vladaam**.



Temple of the Galchutt, page 273

In addition to members of the Balacazar and Vladaam families, infamous luminaries such as the Lords Keper of the Vai (page 140), Warden Odsen Rom of the Prison (page 436), Zachean the dark elf vampire (page 467), and the lich Aggah-Shan (page 335) have visited the Dark Reliquary arena.



Navanna Vladaam is a frequent guest at the arena.

Raguel, page 111
Chaos cults, page 71
Balacazars, page 100
House Vladaam, page 96



The vrocks guarding the vault despise their duty, but they are terrified of Drusii the marilith (page 262) and even more afraid of the mightier demons in the Dark Reliquary above. So, they do as they are told, but nothing more.

Wintersouled, page 632

The wall of flesh, while not technically alive, was created by accident when the hags Ulti and Ilti were experimenting on reshaping living tissue. It may at one time have been a creature, perhaps even a human prisoner. Now it is only a dangerous barrier.

Forsaken body paint, page 114

41. Arena Armory (EL 1)

Scattered all over this plain chamber northeast of the arena are a number of weapons, shields, and even a few suits of chainmail and banded mail armor. Some pieces hang on the wall of the armory, but others lie about the floor.

The equipment, intended for arena combatants, is maintained (poorly) by a pair of tieflings, both of whom display the marks of ill treatment by the other residents. They flee if confronted. Adventurers who capture them find the two easily intimidated; they could reveal many details about dungeon Areas 1–3, 5–16, 18–20, 27–31, and 35–38.

Amid the regular weapons here lie a masterwork double-bladed sword and a masterwork heavy flail.

Stairs from the armory lead down to the arena's battle floor.

Tieflings (2): 5 hp each; see MM.

42. Vault Guardians (EL 11)

Feathers and feces cover the floor of this room northeast of the arena. It is otherwise bare of furnishings.

Two vrocks are stationed here at all times to protect Area 44. They also end up serving as guardians of the **Wintersouled** in Area 50. If intruders enter, they screech and squawk loudly to alert others. The vrocks fight to the death and do not leave this room, even if they hear sounds of fighting or trouble elsewhere.

Vrocks (2): 115 hp each; see MM.

Vrock #1 Possessions: *Ring of protection +1* (add +1 bonus to AC), gold and amethyst ring worth 450 gp.

Vrock #2 Possessions: *Ring of evasion.*

Secret Door: Finding the secret door at the southeast corner of the room requires a Search check (DC 26). It is not locked. Searchers who find it also note tiny holes going through it near the bottom, to facilitate the passage of gaseous vampires.

43. The Wall of Flesh (EL 7)

Beyond the vrock sentinels in Area 42, the Dark Reliquary vault's other guardian is the dreaded wall of flesh.

Bisecting this room from floor to ceiling is what appears to be a wall of bloated, mottled flesh filled with folds and covered in sores and scars. A demon, undead, or creature wearing ***Forsaken body paint*** can enter the folds of flesh and crawl through the wall in 1 round, reaching the other side safely. Others must cut their way through.

The flesh wall has no hardness, but it does have DR 10/magic and slashing, as well as SR 25. It has 100 hit points and fast healing 5.

Worse, anyone who inflicts a wound on the wall with a melee weapon gets sprayed with ichor. Such a character must make a Fortitude saving throw (DC 16) or be turned to stone. The round after the petrification, a large portion of the character turns back to flesh; tendrils immediately extend out of the wall toward the refleshed portion, tearing it free of the stone character to make this flesh a part of itself.

This process continues for 4 rounds until the character is utterly torn apart and has joined fully with the wall. The flesh torn away during the first round reduces the character to 0 hit points; the wall gains one-quarter of the character's hit point total as temporary hit points. On the second round, the character is slain, and the wall gains another quarter of his hit points. The process of absorption continues for two more rounds until the wall has absorbed all his hit points.

Experience Points: Award experience points for a CR 7 challenge to parties that destroy or bypass the wall.

44. The Vault

The Fallen and Forsaken keep their most treasured items and the vast portion of their wealth in a vault on the northeast end of the second dungeon level. No spell with the teleportation descriptor functions in this room. It is also sealed off from incorporeal movement, making it nearly impossible for someone to enter this vault magically.

The door into the square vault is made of three-inch-thick iron reinforced with narrow strips of mithral (hardness 14, 90 hp, break DC 32) and *arcane locked* (any demon or undead can bypass the *arcane lock*). It also has four physical locks, each requiring an Open Lock check (DC 35). These locks are devious in that each must be unlocked at the same time, or the unlocking of one will relock all the ones already opened.

Once past the door, anyone other than a demon or undead who steps into the vault triggers a *chain lightning* spell.

***Chain Lightning* Trap:** CR 7; magic device; proximity trigger (special *alarm*); automatic reset; spell effect (*chain lightning,* 11th-level wizard, 11d6 electricity to target nearest center of trigger area plus 5d6 electricity to each of up to 11 secondary targets, Reflex save, DC 19, for half damage); Search DC 31; Disable Device DC 31.

The Chests

A polished table of teakwood sits in the middle of the room. On it sit three golden candelabras worth 130 gp each. The residents store eight chests in niches in the north wall. A person must pull them out of the niches to open them, but each one is connected to the back wall of the niche by a heavy iron chain (hardness 10, 30 hp,

break DC 28). Each chest bears the name of the group that owns it, Fallen or Forsaken.

Chest #1 (Fallen): Contact poison covers the handles of this locked chest (Open Lock, DC 32) so as to poison its opener. Inside is 12,450 gp.

Handle Smeared With Contact Poison: CR 9; mechanical; touch trigger (attached); manual reset; poison (black lotus extract, Fortitude save, DC 20, resists, 3d6 Constitution/3d6 Constitution); Search DC 18; Disable Device DC 26.

Chest #2 (Forksaken): This locked chest (Open Lock, DC 35) contains 8,900 gp and an iron box that holds a hundred gems worth 10 gp each, a dozen gems worth 50 gp each, and a gold and emerald necklace worth 3,400 gp.

Chest #3 (Fallen): This *arcane locked* chest is lined with lead and is trapped with a *fire trap*. It stores a *+3 holy heavy mace* that has proven inexplicably indestructible.

Fire Trap: CR 5; spell; spell trigger; no reset; spell effect (*fire trap*, 14th-level wizard, 1d4+14 fire, Reflex save, DC 16, for half damage); Search DC 29; Disable Device DC 29.

Chest #4 (Forsaken): This unlocked chest is empty.

Chest #5 (Fallen): This locked chest (Open Lock, DC 33) is empty.

Chest #6 (Fallen): Anyone opening this double-locked chest (Open Lock, DC 34) summons a barbed devil that attacks immediately and fights for 10 rounds or to the death (or until all in the room die). The chest contains 4,700 gp, a pair of golden bracelets worth 200 gp each, and a pair of diamond-studded silk slippers worth 800 gp each. However, the lid of the chest also has a deviously hidden, lead-lined secret compartment (Search, DC 30) that contains a replica of a different chest; this replica is needed to access a *Leo's secret chest*.

Summon Devil Trap: CR 7; magic device; proximity trigger *(alarm);* no reset; spell effect (*planar binding,* 11th-level wizard); Search DC 31; Disable Device DC 31.

Barbed Devil: 126 hp; see MM.

Leo's Secret Chest (no marking): Once recalled from the Ethereal Plane, this chest turns out to be locked and trapped with another *fire trap* (as above). It contains books: an *iron golem manual*, a *tome of clear thought* +4, a *tome of leadership and influence* +2, a *vacuous grimoire*, and a wizard's massive spellbook that contains all 3rd- and 4th-level wizard spells found in the *Player's Handbook*. The bottom of the chest has an invisible scroll of *wish;* when someone finds it (Search, DC 35) and removes it from the chest, the scroll becomes visible.

Chest #7 (Forsaken): This unlocked chest contains 4 cp, 1 gp, and the broken clasp of a necklace.

Chest #8 (Forsaken): This double-locked lead-lined chest (Open Lock, DC 35) holds three *potions of cure serious wounds*. These are kept here as rewards for Forsaken who perform their duties well.

45. Guardians of Sleep (EL 13)

The western door into this room on the east side of the dungeon's second level is not locked, but it is intentionally stuck. A full-round action and a successful Strength check (DC 16) are required to open it, thus giving those within ample chance to react.

The door has tiny holes going through it near the bottom, to facilitate the passage of vampires in gaseous form.

This chamber is long and narrow. Red and black draperies cover the walls, and a large red and black rug obscures most of the floor. A long metal trough on the north side of the room is covered in bloodstains.

This is the lair of powerful vampires who guard the Wintersouled while they sleep.

The Guardians

Lyrikka and Fellis are two female human vampires who command eight vampire spawn that they created. (All their coffins lie in Area 46.) In addition, Drusii gave them an abyssal greater basilisk as a pet after they helped her defeat a group of adventurers who managed to get down into the dungeons and almost free all the prisoners. All the vampires have nothing to fear from the creature's gaze attack.

Lyrikka and Fellis, Vampire 5th-Level Fighters (2): 32 hp each; see MM.

Possessions: *+1 spiked chain,* masterwork chain shirt, *potion of haste*.

Vampire Spawn (8): 29 hp each; see MM.

Possessions: *Oil of inflict serious wounds,* gold ring with a skull device worth 100 gp.

Abyssal Greater Basilisk: 189 hp; see MM.

Possessions: *Collar of magic fang +1* (grants +1 bonus on attack and damage rolls).

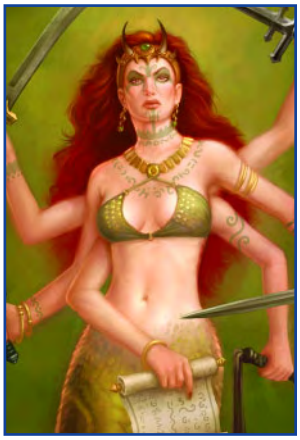
Tactics: The basilisk remains to the north of the western door at all times. Four vampire spawn stand guard just south of the door. If intruders come through, Lyrikka and Fellis drink their *potions of haste*, become gaseous, and move behind the invaders. The other four vampire spawn move to support whichever flank falters; they douse their fellows or themselves with their oils if wounded.

46. The Back Rooms (EL 8)

A door from the vampires' chamber (Area 45) into this one has tiny holes in it near the bottom, to facilitate the passage of vampires in gaseous form.



Wintersouled, page 632



Drusii, page 262

The vampire guardians Lyrikka and Fellis are both darkly beautiful with black hair and deep black eyes. They are both entirely devoted to Medre Allaconda (see page 249) and do whatever the senior vampire says.

One of the humans in Area 46 is a minor noble from House Abanar. If returned to his home in the Nobles' Quarter, the house will give his rescuers a letter of credit for 3,000 gp.

Horn of Blood

This ancient, massive horn is made of tarnished bronze with ivory inlay. When sounded by a vampire with a Charisma bonus, the horn produces a subsonic noise that summons 2d6+2 sahuagin that willingly serve for one week. A vampire can sound the horn of blood *a number times per day equal to its Charisma bonus, but each sounding inflicts 2 points of temporary Charisma damage. When sounded by any other creature, the creature suffers 1d4 points of permanent Constitution drain.*

Strong conjuration [evil]; CL 20th; Weight 20 lbs.

Covenant of Blood, page 101

Wintersouled, page 632

Decades ago, Irretharm, now the Herald of the Wintersouled, was a simple gravedigger in the Necropolis. One night he stayed too late and was confronted by the Wintersouled, who charmed him both with magic that altered his will, but also with promises of power and importance. Today he remains quite loyal to them but to nothing else. He hates all the other inhabitants of the Dark Reliquary.

The vampire guardians in the adjoining room keep a dozen kidnapped commoners here to feed upon, careful not to drain them completely of blood. These gaunt, sallow folk stay chained to the walls in this otherwise bare chamber, fed only enough to keep them alive and producing blood. All twelve are virtually comatose and incapable of taking independent action until they eat and rest for at least eight hours in better conditions. Eight of these commoners are human, two are elves, one is a dwarf, and one is a halfling.

The Secret Chamber: Behind the locked secret door (Search, DC 25, to find; Open Lock, DC 30, to open) is a small room crowded with ten coffins. These belong to Lyrikka, Fellis, and their spawn.

The Double Secret Chamber: Behind a locked, trapped secret door (Search, DC 30, to find; Open Lock, DC 35, to open) in the secret chamber is an even more secret chamber. The trap in the door releases poison gas when the door opens.

Insanity Mist Vapor Trap: CR 8; mechanical; location trigger; repair reset; gas; never miss; onset delay (1 round); poison (insanity mist, Fortitude save, DC 15, resists, 1d4 Wisdom/2d6 Wisdom); multiple targets (all targets in a 10-foot-cube cloud); Search DC 25; Disable Device DC 20.

This room contains the coffin of Medre Allaconda the vampire (see Area 37 in the Dark Reliquary structure above). Behind it stands a pedestal that appears to have been carved out of a single red gemstone. It holds a large, curved trumpet. This is the ***horn of blood***, the item which forged the bonds between the vampires of the **Covenant of Blood** and the sahuagin in the Bay of Ptolus. An invisible sphere two feet across and similar to a *wall of force* surrounds the horn; if anyone touches it, it inflicts 8d6 points of electricity damage (no save). Only a *disintegrate* spell frees the horn.

47. Hall of Death (EL 10)

A black curtain separates Area 45 from the hall immediately south of it. All surfaces here are painted black. Four statues stand in this grand corridor, each a horrible, nine-foot-tall skeletal figure wearing baroque armor and bearing wicked weapons. Passing between any two statues triggers a *wail of the banshee*. This effect occurs every time a creature passes between any two statues, so walking down the middle of the chamber from north to south triggers four of the deadly spells. Skirting the edges of the room allows one to avoid all the traps.

***Wail of the Banshee* Trap:** CR 10; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*wail of the banshee*, 17th-level wizard, Fortitude save, DC 23, negates); multiple targets (up to 17 creatures); Search DC 34; Disable Device DC 34.

THE WAKING KEY

The holder of the *waking key* can use it to open the Sepulcher of the Wintersouled (Area 50). In addition, he can summon one of the Wintersouled to appear before him once every year and a day. The summoned Wintersouled is not compelled to act and can remain no more than an hour. However, the key's holder can try to convince it to do something—a much easier task for the herald or another servant than, say, an enemy. If the Wintersouled believes itself to be wrongly summoned, it slays the summoner and takes the key.

Strong transmutation; CL 14th; Weight —

48. Hall of Winter's Touch (EL 14)

The double doors into this room at the south end of the second dungeon level are heavy stone portals with huge skulls graven upon them.

Blue flames burn in six iron sconces bolted to the stone walls. These flames give off cold rather than heat and cannot be extinguished except by a *dispel magic* (one each) or countered except by a *continual flame* spell (one each). If removed from this room, the sconces cease to function. (A Spellcraft check [DC 30] provides this information.)

While the blue flames burn, all within the chamber suffer 1d6 points of cold damage and 1d6 points of negative energy damage each round. The occupants of the hall remain immune to this damage; in fact, the negative energy damage heals the wights (see next page). This effect ends only when all torches have been extinguished.

The Herald

Although he lives in the Dark Reliquary above, the Herald of the **Wintersouled**—an ancient but spry man named Irretharm—spends most of his time here in the dungeons. He commands a unit of elite undead warriors to guard the sleep of his dread masters. Irretharm is a tall, gaunt man with sallow features and deceptively great strength. He is full of hate, including a loathing for the "gift" of long life that his Wintersouled masters granted him. He would rather be dead, except he knows that, for now, he serves his lords better alive. Irretharm lunges into battle without fear.

Due to the blessing of the Wintersouled, Irretharm is immune to cold, negative energy effects (including level drain), and death effects.

Shigmaa Irretharm,
Herald of the Wintersouled
Male human (Chaotic Evil)
Fighter12 **CR** 12
HD 12d10+12 **hp** 84
Init –1 **Speed** 20 feet
AC 19, touch 9, flat-footed 19

BAB/Grapple +12/+18
Attack +21 melee (1d12+12 +1d6 cold, 19–20/×3, greataxe)
Full Attack +21/+16/+11 melee (1d12+12 +1d6 cold, 19–20/×3, greataxe)
SQ Immune to cold, negative energy, and death effects
Fort +11, **Ref** +3, **Will** +5
Str 23, **Dex** 8, **Con** 12, **Int** 9, **Wis** 12, **Cha** 4
Crucial Skills: Climb +15, Jump +14, Listen +3, Spot +3.
Other Skills: Craft (leatherworking) +2.
Crucial Feats: Blind-Fight, Cleave, Combat Reflexes, Far Shot, Power Attack, Point Blank Shot, Quick Draw.
Other Feats: Alertness, Great Fortitude, Greater Weapon Focus (greataxe), Improved Critical (greataxe), Weapon Focus (greataxe), Weapon Specialization (greataxe).
Possessions: *+2 full plate armor, +1 icy burst greataxe, belt of giant's strength +4,* ***Forsaken body paint****, potion of barkskin +4, waking key,* silver ring with a black pearl worth 3,000 gp.

Undead Soldiers

The wights here are particularly tough, with Strength 16 (+2 bonus on attack and damage). They wear breastplates, which adds a +5 bonus to their Armor Class (total AC 20) but slows them to a speed of 20 feet. Each has resistance to cold 10 thanks to a permanent *resist energy* spell.

Wights (8): 40 hp each, see MM.
Experience Points: The wights are CR 4 each. Award an additional 50 percent experience points for all the foes in this room.

49. The Hall Inviolate (EL 14)

Similar to the previous hall, the doors into the Hall Inviolate are heavy stone portals with huge, graven skulls upon them. The grey corridor is empty except that, on the far western end, a grey orb three feet in diameter floats right in front of the large stone doors that match those on the eastern end.

If the ***waking key*** is placed within the grey orb, the door to Area 50 opens and the **Wintersouled** begin to awaken. If the orb is not used, one must destroy the stone doors to open them (hardness 5, 120 hp, break DC 31).

Should anyone move more than thirty feet into this hall without the *waking key*—which no one has done since it was built—the paving stones in the middle of the room burst upward, creating a hole fifteen feet across. Anyone within twenty feet of the center of the room suffers 3d6 points of damage from flying stone (Reflex saving throw, DC 18, for half damage). Anyone within ten feet of the center must also make a different Reflex save (DC 20) or fall thirty feet down into the hole. Everyone in the room must succeed at a Balance check (DC 15) or be knocked prone.

The Ghoulworm

Under the Hall Inviolate lies a cave thirty feet deep, fifteen feet wide, and thirty feet long. In this



MAP PAGE 263

Waking key, page 270
Wintersouled, page 632

Forsaken body paint, page 114

The breastplates worn by the wight soldiers are grey with bone-white inlay in macabre patterns.

The Wintersouled all currently sleep. They wish to continue in their dreamless, deathly slumber until the Galchutt themselves awaken. However, from time to time, they are needed, and one or more of them arises to walk the earth. For many years the decision to awaken them (or not) has been Shigmaa Irretharm's purview. However, in earlier times, the Wintersouled made sure that one of their own number stayed awake—that creature would decide whether to let his brethren sleep if trouble arose. The Wintersouled are so very ancient, they seem to need to spend most of their time in this inert, undead reverie, or they will fade away altogether.

Wintersouled, page 632

Waking key, page 270



cave rests a creature called the ghoulworm, the Wintersouled's final guardian. It bursts up to attack anyone who trespasses here. The ghoulworm is a pale grey, undead version of a purple worm.

Use the purple worm stats, except that it has no Constitution score and uses a d12 Hit Die. It has all standard undead characteristics, but do not refigure saves, skills, feats, or anything else. As a free action during any round when it is not grappling a foe, it vomits forth 1d4+1 ghouls, which attack its foes immediately. The ghouls are a part of its body—in a sense, the ghoul worm is a shell inhabited by a small army of ghouls working as a single composite entity. Creatures swallowed whole are also attacked by 1d3 ghouls in the ghoulworm's gizzard. Those swallowed and slain become ghouls.

When the creature makes its bite attack, two ghouls reach out from within its wide open mouth and make claw attacks. Overall, it cannot produce more than fifty ghouls. One can turn the ghouls only if the attempt also would turn the ghoulworm (16 HD), but the ghouls are affected first. Ghouls inside the worm cannot be turned. When the ghoul worm falls, any ghouls remaining inside it are also slain. Those outside of it continue to fight.

Ghoulworm: 192 hp; see MM for purple worm, adjusted as described above.
Ghouls: 13 hp each; see MM.
Experience Points: The ghoulworm is CR 14. Do not award additional experience points for the ghouls.

50. The Sepulcher of the Wintersouled (EL 20)

The frigid, irregular octagon-shaped chamber at the southwest end of this dungeon level is dimly lit by bluish-white flames. These flames dance lazily up and down the two pillars in the room, which are fashioned to look like stacked skulls. Between the pillars, a shallow pool of icy water stretches between the double doors leading into this room and a set of wide steps that end at another door. At the bottom of the two-foot-deep pool lie scattered the fabled *pearls of winter's heart*—nineteen black pearls worth 2,000 gp each. Each one is also slightly magical in that it always remains cold to the touch. One cannot remove, mask, or dispel this effect without destroying the pearl. A character who makes a Knowledge (history) check (DC 23) has heard of these gems and recognizes them for what they are.

This room is below –20 degrees Fahrenheit. For more information, see "Cold Dangers" under "The Environment" in Chapter 8: Glossary of the DMG.



The Inner Crypt

The wide steps lead up to a stone door marked with a *symbol of death* (DC 23) and sealed with an *arcane lock*. Inside the hexagon-shaped room beyond sit ten open sarcophagi. Four of them are occupied.

Once the **Wintersouled** were quite numerous. But, as the waves of the sea erode a cliff face, the waves of time erode a creature's spirit—even when the creature is undead. One by one, over the millennia, the Wintersouled have lost their spiritual cohesion and faded away into nothingness. Today, only four of them remain.

If the characters entered the sepulcher using the ***waking key***, the Wintersouled have fully awakened by the time anyone reaches this crypt, and they attack the intruders. Otherwise, the Wintersouled stir only if someone opens the final door into this inner crypt. It takes 1 full round for the Wintersouled to awaken, and on the round after that they can take only a single action.

For full stats, see Chapter 34: Monsters.
Uyethicas: 240 hp.
Possessions: *Ring of three wishes.*
Nyathoch: 140 hp.
Possessions: *Staff of frost* (40 charges).
Selestical: 130 hp.
Possessions: *Cloak of resistance* +5 (+5 bonus to all saves).
Maloyatas: 130 hp.
Possessions: *Cloak of charisma* +4 (+2 bonus to save DCs, Armor Class, and Intimidate checks).

Wintersouled Tactics

If they were already awake, each Wintersouled has already cast *shield, expeditious retreat, mirror image, spectral hand, true seeing,* and *unholy aura*. The Wintersouled work together, starting with two using *finger of death*, one with a maximized *lightning bolt*, and one with *magic jar* on a powerful-looking fighter. Then they spread out into the room and use more *finger of death* and *cone of cold* spells, not fearing to accidentally catch each other in the areas (since they are immune to cold). They save *circle of death* for summoned foes or to clear away lower-level servants, and use *disintegrate* on powerful-looking adventurers. (They assume that no one lower than 9th level would disturb them.) If a foe appears resistant to *finger of death* and *disintegrate* (because of a good Fortitude save), one will use *bestow curse* (perhaps using *spectral hand*, if need be) to worsen the foe's saving throws. All four Wintersouled flee incorporeally if in danger of defeat.

LAYOUT OF DUNGEON LEVEL 3: TEMPLE OF THE GALCHUTT

Taking the elevator from Area 39 on the second dungeon level down four hundred feet brings one to the concentrated evil of the Temple of the Galchutt, a place so foul that even the Fallen and Forsaken avoid it instinctively.

This dread temple is more ancient even than the Spire—almost as old as the world itself. Used millennia ago by the servants and worshippers of the Galchutt, it was where the ancient immortal known as Kihomenethoth, the Writhing One, decided to rest as he awaited the Night of Dissolution. His spirit resides within his idol, known as the Stirring Stone.

More than any other Galchutt, Kihomenethoth remains ever so slightly awake and vaguely aware of what occurs in the world around him. He knows the Wintersouled built the Dark Reliquary above him, for example, and that it teems with evil. This evil seeps down to him like a soothing unguent, comforting him and keeping him content. Occasionally he wakens just enough to feel hunger and absorbs a nearby demon or a few powerful undead into his metaphysical being. For this reason, the Fallen and Forsaken avoid even the area around the entrance(s) to the temple.

The Temple of the Galchutt is so evil that one cannot turn undead or otherwise channel positive energy here. Likewise, any spell that utilizes positive energy or bears the lawful descriptor is cast as if the caster were two levels lower than normal.

Unless otherwise stated, the ceilings of this level are thirty feet high. Due to damp conditions and calcite deposits here, any time non-native characters move more than their speed in a single round (i.e., taking a double move or a run action), they must make a Balance check (DC 15) or slip and fall.

51. Ancient Spectres (EL 10)

The long elevator shaft from the second dungeon level ends here in a large, round chamber. Although not a natural cavern, the place is so old that calcite deposits dripping down through the stones have formed small stalactites and stalagmites. Time has completely erased any original features of the room.

Three incorporeal spectres, hardly recognizable as the spirits of humans due to their hideous deformities, walk in a circle here for all eternity—unless someone disturbs them, in which case they attack. The spectres are the remains of ancient cultists who martyred themselves in the name of their dark gods. Denied any afterlife, they wait. And wait.

Spectres (3): 45 hp each; see MM.

52. Dark Corridor

This very long east-west corridor has the shape of a horizontal cylinder with a twenty-foot diameter. The smooth and cold walls of absolute black feel like ice, but there is no moisture here. Light, even magical light, operates at only one-quarter of its normal strength within the passage. Living creatures suffer 1 point of cold damage each round they spend in the dark corridor.

53. Pits of Shadow (EL 13)

Double doors into this large, roundish room open off a north branch from the dark corridor. As in Area 51, calcite deposits cover the walls and have made formations on the floor and ceiling. In six places, the floor opens into a dark pit about ten feet across. No light short of a *daylight* spell illuminates these pits, and even the light of such a spell has the strength of only a flickering candle. Each pit is approximately forty feet deep; liquid shadow fills the bottom ten feet of each one.

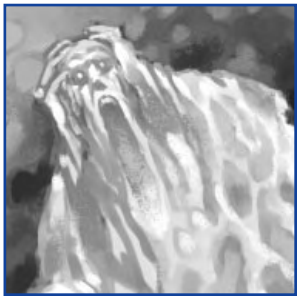
The Vengeful Guardian: Anyone who enters, investigates, or casts light into any of the pits calls up the guardian of the chamber, a spirit naga. With a whispered command (a free action), she can bring forth a greater shadow from each of the pits. Assume she has already cast *cat's grace* (+2 bonus on Reflex saves and Armor Class, for AC 18), *displacement, divine favor* (+2 bonus on attack and damage rolls), and *shield of faith* (+3 bonus to Armor Class, for a total of AC 19). She focuses on using her *fireballs* or *magic missiles* if possible.

Spirit Naga: 76 hp each; see MM.
Greater Shadows (6): 58 hp; see MM.



DM TIPS

It should be clear to the PCs that no one—not even the residents of the first and second dungeon levels—has disturbed any of the chambers in this level in thousands of years.



Galchutt, page 60
Night of Dissolution, page 60

Liquid shadow, page 46

The discorporating mist is a holy substance in the eyes of any chaos cultist. Any object visibly affected by it but not entirely destroyed would be considered an important relic and worth approximately 1,000 gp more than its actual value—but only to a cultist.

Void bomb, page 572



Zaug, page 633

Among the Galchutt, Kihomenethoth oversaw the mortals that served the Lords of Chaos. Thus, while the other Galchutt sleep with their spirits infused into the earth deep below the Spire, Kihomenethoth's essence lingers closer to the surface here in this ancient temple.

Chaos storage cube, page 572

54. The Pit of Discorporation

This oblong chamber beyond the pits of shadow is bare except for a five-foot-square metal trap door in the floor, covered with corrosion. Opening this trap door proves difficult, for the calcite buildup has sealed it. A successful Strength check (DC 22) allows one to pry it open. Beneath it stretches a pit thirty feet deep.

The pit stores dire energies and substances in the form of a mist. If anyone opens the trap door, the mists rise out of the pit after 1 round, filling the chamber. The mist slowly begins to tear away at the substance of everyone and everything within it. Those within the mist (including unattended objects) suffer 6d6 points of damage each round as their bodies disintegrate; a Fortitude save, DC 20, reduces the damage by half. Once loosed, the mist remains in this room until one of the Galchutt forces it back into the pit of discorporation. No wind or other force can affect the mist.

Anyone or anything going down into the pit becomes subject to the effects of a *disintegrate* spell each round, due to the higher concentration of the discorporating essence there.

55. The Pit of the Living Thing (EL 14)

Turning south off the dark corridor, one reaches another set of double doors. They open into a mostly empty enormous cavern, seemingly burned out of the rock by acid. The bowl-shaped floor suggests that something incredibly large once rested here, leaving behind a massive indentation, as a nesting creature might do. The surface of the bowl-like depression is rippled irregularly, as if the creature that rested here was itself irregularly shaped (like, say, a mass of snaky tendrils). At the lowest point in the bowl yawns a dark pit measuring twenty feet across. Kihomenethoth himself once rested here and called this place his lair, until the Galchutt faded into sleep and his corporeal body dissipated.

The Pit

The pit plunges eighty feet down. Its edges are deceptively curved, smooth, and slick. Anyone standing right at the edge of the pit must make a Balance check (DC 13) or slip into it. Normally a Reflex save would enable the falling character to grab hold of the edge, but the edge is too curved and smooth for such an attempt to succeed. At the bottom of the pit sleeps a single living thing next to a **chaos storage cube**.

The Living Thing

This **zaug**, a minor Galchutt, has slept for millennia. More than 3 rounds of activity in the cavern above—or any activity in the pit itself—awakens it, however. It is glad to be awake, eager once again to corrupt and defile living flesh.

Should someone fall into the pit, it focuses all its attacks and attention on that victim until the foe dies. If its potential victims stay in the cave above, it floats to the top of the pit and attacks with its spew. While it comes up (it takes 2 rounds for it to reach the top), it speaks to the intruders telepathically, sending them detailed descriptions of what they will look like with their skin flayed off and their diseased organs splayed about the bottom of the pit.

Zaug: 138 hp; see Chapter 34: Monsters.

Possessions: *+2 ring of protection* (+2 to AC) and three chaositech **void bombs.**

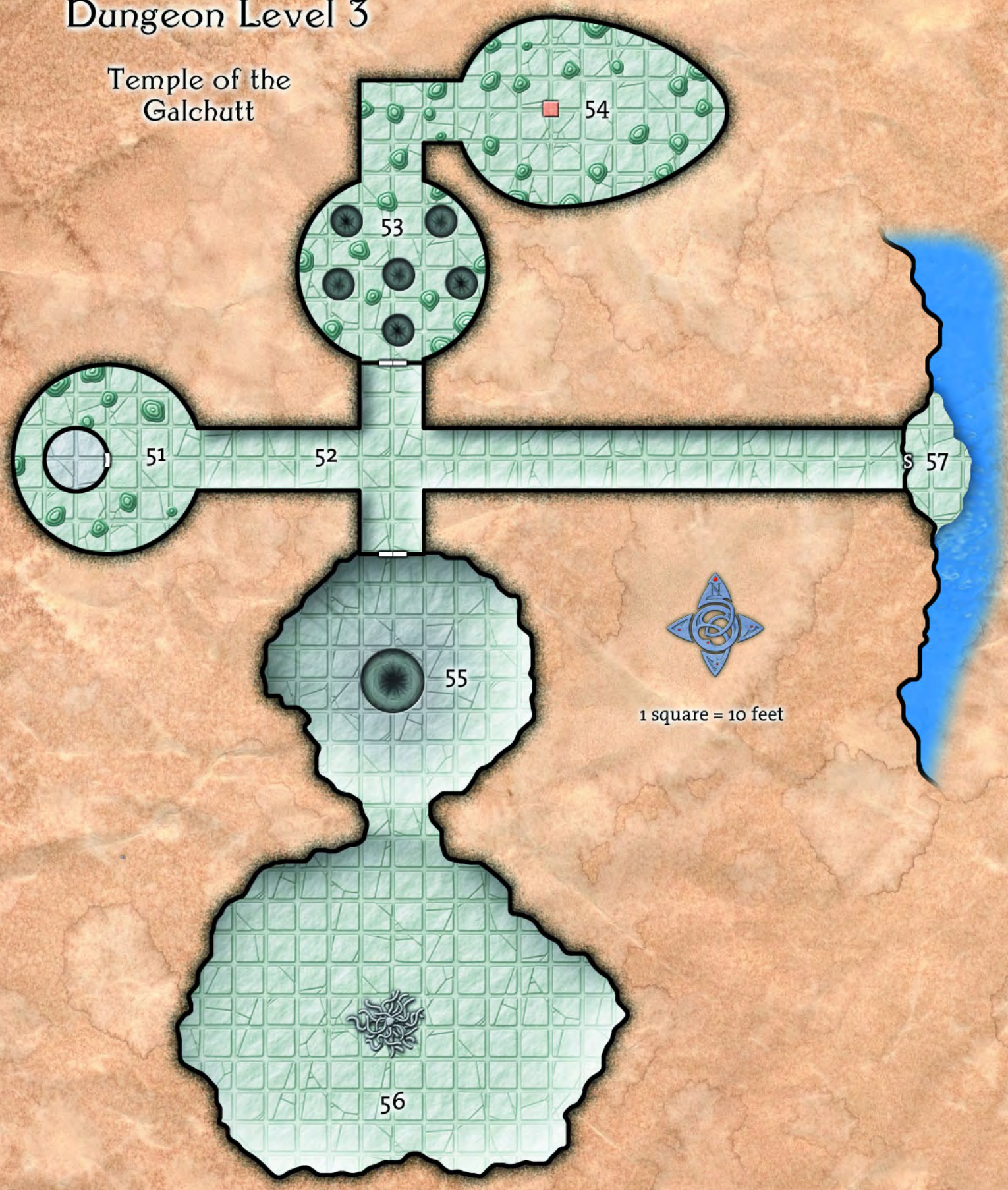
56. The Stirring Stone (EL 18)

As with the one before it, one can easily mistake the chamber beyond the pit of the living thing for a natural cavern; close examination reveals that it was melted out of the rock unnaturally. In this irregularly shaped room, a massive idol rises from the floor almost to the top of the eighty-foot ceiling. The idol looks like an obelisk made of writhing serpents or tendrils or both. This is the representation of Kihomenethoth, the Writhing One. Around the idol, bones cover the sunken floor of the cavern. Some appear human, but others are much larger and more monstrous: the remains of ancient inhuman creatures unrecognizable today.



Dark Reliquary

Dungeon Level 3





Shaadom, page 629

DM TIPS

The emissary of Kihomenethoth is as vile and abhorrent a creature as the PCs are ever likely to have encountered. Awakening and summoning it is a terrible evil, and if the characters who bring it here do not immediately slay it, they should be aware, on some fundamental level, that they have made the world a measurably worse place. Loosing a Galchutt into the world is the sort of thing that can cost a character his paladinhood. As horrible as the Fallen and the Forsaken are, it should be clear to the PCs that the shaadom is something far worse.

Animate necrosis, page 639

DM TIPS

Do not forget that all attacks made against the shaadom have a 10 percent mischance, and spells cast against it have a 10 percent spell failure chance. Also, the shaadom can use its chaos weaving ability to impose upon the targets of its spells a 10 percent chance to fail the save, regardless of their actual roll. See page 629.

Anyone approaching within fifty feet of the idol stirs something within it: an aspect of Kihomenethoth itself. It reaches out with incorporeal, invisible tendrils and touches the minds of the trespassers. Each must attempt a Will save (DC 22). Those who fail it become the unwitting thralls of Kihomenethoth. All they know is that they must return here at some point, when they hear the mental summons of their master. They are further compelled not to tell anyone about this compulsion placed upon them, nor to attempt to dispel or remove it.

Should someone dare to actually touch the idol (whether the character succeeded at the Will save or not), an emissary of Kihomenethoth—a horrid **shaadom**—awakens and appears.

Shaadom: 195 hp, see Chapter 34: Monsters.
Wizard Spells Known: 4/6/6/6/5/5/5/4/2/1; save DC 17 + spell level.
9th—*meteor swarm.*
8th—*demand, horrid wilting.*
7th—silent, stilled *dominate person, forcecage, phase door, limited wish.*
6th—*disintegrate,* stilled *dominate person, flesh to stone, permanent image, symbol of fear.*
5th—***animate necrosis**, big interposing hand, dominate person, feeblemind, hold monster.*
4th—*animate dead, fear, ice storm, phantasmal killer, wall of fire.*
3rd—*deep slumber, fireball, haste, hold person, slow, wind wall.*
2nd—*blur, bull's strength, cat's grace, invisibility, misdirection, shatter.*
1st—*charm person, color spray, mage armor, magic missile* (2), *shield.*
0—*acid splash, detect magic, mage hand, touch of fatigue.*

THE TEMPLE ON THE NIGHT OF DISSOLUTION

If the Night of Dissolution approaches (see page 60), Kihomenethoth becomes the first Galchutt to stir. When he does, he calls upon those whose minds he has touched, as described in Area 56. They are compelled to come to the temple immediately and appear before the Stirring Stone. When they do so, Kihomenethoth once again assumes physical form. Use the statistics for Shallamoth Kindred in Chapter 6 of *Chaositech* on the CD-Rom (tentacled form only), and increase to size Huge: +8 Strength, –2 Dexterity, +4 Constitution, +3 additional natural armor, –1 additional size penalty to attack and Armor Class). It gives its servants commands that help bring the final stages of the chaos cultists' plans to fruition and sends them out into the city, watching events transpire through their eyes. Afterward, Kihomenethoth can appear wherever they go, whenever it wishes.

Tactics: The emissary of Kihomenethoth immediately attempts to *dominate* the interloper who touched the obelisk and get him to attack his friends. While the dominated servant fights, the shaadom casts a few defensive spells, if time permits: *mage armor, shield*, and perhaps *blur,* while using its quickened empowered *lightning bolt* spell-like ability. Then, the creature attempts to *dominate* any survivors. If any



undominated living creatures still stand, it uses *horrid wilting*, *meteor swarm*, or *disintegrate* to finish them off.

57. The Door to the Bay

At the far eastern end of the dark passage lies an unlocked door to a welcome exit from the temple. Well camouflaged from the outside (but easy to spot from the inside) and nestled in a crevice on the Cliffs of Lost Wishes, this cave remains out of sight from the Docks and is too small to be seen by ships—they can't get very close due to massive rocky shoals here. This cave offers an entrance to the temple, as well as to the Dark Reliquary, that's virtually unknown to anyone. The crevice is about sixty feet above the level of the bay.

Even if someone were to find the cave, one can locate the door leading into the temple only with a Search check (DC 30).

DARK RELIQUARY SCENARIOS

The Dark Reliquary is designed to provide a setting for not just one, but many adventures. Of course, only the most powerful characters could go in and "clean the place out." More likely, the player characters will enter with a specific goal in mind, seeking to get in and out as quickly as possible.

The nature of the Dark Reliquary makes staging a typical adventure in the place very difficult if not impossible ("typical" in this case meaning that the PCs face encounters whose ELs equate to approximately the party's average level). A group of 8th-level adventurers could be making its way through the Dark Reliquary, facing down groups of shadows, ghouls, and barbazu, only to stumble suddenly into a hezrou demon! The **random encounter matrix** in the envelope at the back of this book exemplifies this issue with a wide range of Challenge Ratings. In truth, an adventure in the Dark Reliquary really should involve a lot of running away.

Abducted! (Levels 5–8)

While venturing through the Necropolis on other business, the player characters come under attack by **D'Stradi abductors** and find themselves brought to the dungeons. Perhaps they were targeted specifically, or perhaps they were just in the wrong place at the wrong time.

The PCs may be tortured and interrogated in Areas 22 to 24 or forced to fight in the arena (Area 40). Eventually, they gain an opportunity to stage an escape—perhaps involving the freeing of **Ochremeshk** or a secret escape through the Temple of the Galchutt (or both).

Free a Prisoner (Levels 7–10)

The player characters are sent (or decide to go) to rescue a prisoner in the dungeons of the Dark Reliquary. Perhaps they seek to free a comrade of theirs, or maybe it is one of the prisoners detailed in this chapter—**Calista** or **Falstef**, for example.

Smart players might conduct some research in the library or with the **Keepers of the Veil** before going in. Doing so might lead them to discover the secret passage from the **Tower of Terephon**, making getting into the dungeons much easier (though still difficult).



On Godsday, the defenders of Clasthamus Isle gather under the leadership of Andach the druid to repel the demonic forces of the Fallen and the undead troops of the Forsaken.



Random encounter matrix, page 585

D'Stradi abductor, page 620



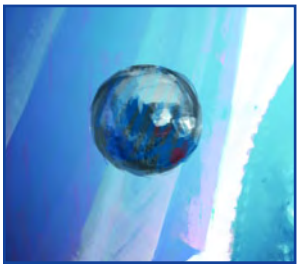
Ochremeshk, page 623

Calista, page 256
Falstef, page 256
Keepers of the Veil, page 119
Tower of Terephon, page 237

Godsday, page 392
Clasthamus Isle, page 232
The Mother, page 266

Longfingers Guild, page 128

Raguel, page 111



Parnaith's Mirrored Sphere

This silver orb six inches across floats in the air. It follows its owner around at head height and will not allow itself to be grabbed (touch AC 30). It is indestructible. If taken to the Jewels of Parnaith (see page 526), it allows the owner and those accompanying him to pass through the jewels as if they had actually achieved enlightenment.

The sphere also allows the owner to pass through the Entropy Sphere (see page 499) and go to Jabel Shammar.

Strong divination [good]; CL 20th; Weight 4 lbs.

Calista, page 256
Malkuth, page 129
Lilith, page 111

Jewels of Parnaith, page 526

Chamber of Riven Souls, page 251

Pale Tower, page 329

Dreta Phantas, page 457

THE CASK OF FROZEN DREAMS

An ancient elven artifact, the cask is an ithilnaur box two feet long and a foot wide and tall with elaborate scrollwork and filigree. Within lies the stored remains of every dream that has ever been dreamed and every memory that anyone has ever had. When used together with the Dreaming Stone (see page 454), it possesses virtually all information. That said, the information is almost impossible to access easily. Without divine help, or the help of the Dream King in Dreta Phantas (see page 457), it would take many years to sift through all the dreams and memories to find the information one seeks.

Overwhelming enchantment; CL 25th

THE DEMON-SEALED BOX

Literally a container sealed with a demon, this chest appears to be a hideously decorated silver box five feet long, three feet tall, and three feet wide. A nalfeshnee demon is bound into the indestructible box to form the seal. It can be opened only by a willing demon, by a mortal using a *miracle* on Godsday, or with a *wish* cast by the current most powerful arcanist in the world.

Overwhelming abjuration [evil]; CL 22nd; Weight 120 lbs.

Find the Soul Bind Gem (Levels 9–12)

The demons' Godsday attack on Clasthamus Isle is repelled, but in the ensuing fight Andach becomes the victim of a *soul bind* spell cast by a summoned Wintersouled. Now the player characters must go into the dungeons to find the chamber of the Mother, where the gems are kept—and then they must find the correct one, before the entire weight of the Fallen comes down upon them.

Summoned by Raguel (Levels 12–15)



When the player characters receive a message from Raguel, delivered by a D'Stradi dancer who teleports in and then out again, they are likely spooked. But in the message the leader of the Fallen asks for their help in a matter "that could affect the very future of the world."

Raguel has decided that he needs someone to go to the Jewels of Parnaith, specifically the final Jewel, to see whether it offers a way for him to communicate with his parents. However, he may decide not to tell the adventurers that this is what he wants. He may give them another reason for the trip, such as to recover an ancient magical treasure in the final Jewel. (Alternatively, Raguel might summon a group of PCs who have already decided on their own to go to the Jewels of Parnaith.)

In any event, he gives them ***Parnaith's mirrored sphere***, which will help them get through the Jewels more quickly.

The Pearls of Winter's Heart (Levels 14–16)

Greedy player characters learn of the fabled *pearls of winter's heart* that lie in the Sepulcher of the Wintersouled (Area 50 of the dungeons' second level). Even more than their great value, the prestige of owning such jewels is tempting, to say the least. Alternatively, one PC, in order to gain the highest rank in the Longfingers Guild or to become high priest of a certain religion, is *quested* to obtain at least one of these fabled gems.

Obtain the *Cask of Frozen Dreams* (Levels 16–19)

Calista is freed from the dungeons, through the actions of the player characters or other heroes. However, she has no memory. The Malkuth take her in, sensing something of great import about the girl. After using mighty divinations to determine why no magic can restore her memories, they determine that she can regain them only through exposure to the *cask of frozen dreams*. Since Calista's rescue, however, Lilith has found the *demon-sealed box* that contains the cask (see page 528).

The seal means that only a willing demon can open it. Nothing short of a *wish* or *miracle* cast on hallowed ground by a 20th-level spellcaster on Godsday will open this box in any other way. Lilith keeps it in the Chamber of Riven Souls in the third floor of the Dark Reliquary's manor.

Getting the cask is no simple task, of course. Such a mission takes the player characters into the very heart of the Dark Reliquary to combat the greatest of the demons there. Even Lilith is sure to involve herself directly in any attempted theft; she may attempt to steal Calista back while the PCs seek the cask—she might even launch an assault on the Pale Tower of the Malkuth.

This adventure may be part of a longer effort to restore the stolen elf city of Dreta Phantas, the Dreaming City, to the surface of the world.

Chapter 12:

NOBLES' QUARTER

The wealthy of the city live atop the highest cliffs in Ptolus. The intrigues among the nobles drive a fair bit of the action in Ptolus, so Chapter 12 can prove important, particularly for higher-level groups. Aside from the traditional noble estates, don't miss the very strange Castle Shard and the Holy Palace.



Known as the Nobles' District by those who don't live here and the Nobles' Quarter by those who do, this district resides on a clifftop in the westernmost part of Ptolus. One cannot mistake the fact that the upper classes of Ptolus dwell here, if for no other reason than the district literally rises high above the rest of the city. The cliffs restrict the approach to the Nobles' Quarter, and commoners without actual business in the district aren't even permitted to enter.

THE FLAVOR OF THE NOBLES' QUARTER

Unless one is flying, there is only one way into the Nobles' Quarter. Passing from Oldtown through the ancient fortress of Dalenguard, up a winding road carved into the Jeweled Cliffs, a traveler walks through a tall stone arch into the most luxurious part of town. A large district, the Nobles' Quarter has bigger and much more expansive buildings than other parts of the city. Most of the noble estates, for example, each command a large acreage with lush green lawns and extensive gardens.

The smell of blooming flowers, well-prepared food, and perfumed flesh wafts delicately throughout the quarter. Buildings are cleaner and better maintained here than elsewhere in the city, and one can see a greater effort paid to incorporating trees, bushes, and other plants (particularly ivy) in the landscape.

Even the streets themselves differ from those in the rest of the city. Here, they are cleaner, wider, and paved with large square stones rather than cobbles. The local architecture varies greatly, including towers, circular buildings, and large edifaces with multiple wings, marble columns, and tall windows. Many homes have vast open courtyards or grassy lawns. Botanical and statuary gardens are commonplace, as are fountains. Magically maintained street lamps light the way at night. Opulence is the order of the day.

Most city residents go their whole lives without ever visiting the Nobles' Quarter. Rumors of its extravagances generate not a little resentment among the middle and lower classes. And, generally speaking, those who live in the Nobles' Quarter are both arrogant and ignorant about the rest of the city. Many of these wealthy or aristocratic types rarely stray from the district, other than to venture occasionally into Oldtown or the Temple District or to leave the city entirely. Their servants go to the markets for them or down to the Docks as needed. Their proxies visit the Guildsman District and go elsewhere to



Locator Map

NOBLES' QUARTER IN BRIEF

Area: *122 acres*
Population: *About 3,000*
Primary Function: *Residential*
Primary Social Class: *High*
Hin Street (C5)
Hin Street (C5)

Dalenguard, page 320
Noble estates, page 295



MAP KEY

1. Zellath Kory's House (page 301)
2. Sadar Estate (page 298)
3. Kath Estate (page 297)
4. Rau Estate (page 298)
5. Sussustel's Winery (page 301)
6. Castle Shard (page 285)
7. Therad Stone's House (page 301)
8. Erthuo Estate (page 297)
9. Nagel Estate (page 298)
10. Dallimothan Estate (page 296)
11. Crown Theater (page 291)
12. Winsome Gallery (page 301)
13. Swordthrower's Club (page 301)
14. Elan's Foods (page 301)
15. Rosegate House (page 298)
16. Imperial Academy of Music (Conservatory) (page 295)
17. Abanar Estate (page 296)
18. Tavatar's Jewelry (page 301)
19. Quist (page 301)
20. Indigo Services (page 301)
21. Moleshan's (page 301)
22. The Jewel (page 301)
23. Aristocrat's Table (page 284)
24. Kadaver's (page 301)
25. House of Delights (page 301)
26. Buckingham's (page 301)
27. Nestor's (page 301)
28. The Dry Easel (page 301)
29. Jade Woman (page 301)
30. Shever Estate (page 298)
31. Khatru Estate (page 297)
32. Holy Palace (page 292)
33. Soaring Idyll (page 300)
34. Dallaster Manor (page 292)
35. Ravenwood (page 301)
36. Vladaam Estate (page 298)

conduct business. Most residents of the Nobles' Quarter—particularly the very wealthy or the members of the noble families—would not even know how to find Delver's Square or other common destinations in the rest of the city. They have little idea of what life is like for those so far beneath them.

RUNNING THE NOBLES' QUARTER

If a character passing through Dalenguard to get up to the Nobles' Quarter doesn't seem likely to have proper business in the district, the fortress' guards will stop and question him. "Can we see your papers?" they'll ask. "What's your business up there?"

The guards stop anyone who is shabbily dressed, carrying an inordinate amount of weaponry, or who seems otherwise suspicious. Members of the **minor races** may be stopped as well, except for well-known individuals (like **Urlenius**, Star of Navashtrom). Those without good answers to the guards' questions are turned away.

Even once a character gets into the Nobles' Quarter, he will notice that the City Watch patrols much more heavily here than in other districts. The guards stop those who look inappropriate or suspicious on the street as well, and they have no compunction about ejecting anyone they consider a potential problem. They do not hassle anyone with legitimate business, and they act particularly courteous to someone related to a **noble house**.

Describe the Nobles' Quarter to the players as the very epitome of wealth and opulence. Mention how clean everything is. Describe the people on the streets as well dressed, even the servants. Point out the magically floating and rotating **apartment building** at the south end of the district, visible from pretty far off.

It's worth noting that the Nobles' Quarter has more open space and greenery than anywhere else in the city (except for portions of the Necropolis, ironically). Nevertheless, most such areas are closed off by walls and gates. Many noble estates have rolling hills, entire copses of trees, and lush, sprawling gardens, but they are not accessible to the public.

Except for those who obviously belong here, locals are likely to treat others shabbily; even the servants have something of an attitude. Characters who don't wear expensive clothing get poor service at a restaurant; some establishments might not let them in at all. Nobles' Quarter residents frown on adventurers, unless they are famous, recognizable heroes—those receive a warm welcome.

Most player characters will come to the Nobles' Quarter initially on business with a

PAPERS, PLEASE!

Within Ptolus, as well as the rest of the Empire, the authorities have the right at any time to give residents orders—whether they are citizens or not, and whether they are committing a crime or not. Characters denied access to the Nobles' Quarter have no recourse other than to try again later. Despite how they might feel or what they might claim, characters *do not* have the right to go where they please, even if they have good intentions or reputations.

For examples of citizenship and identity papers, see the collection of loose sheets provided with this book.

wealthy patron or aristocratic employer—even the nobles sometimes have need of a sellsword. Smart characters will clean up before attempting to come here, and those who don't think of it or stubbornly refuse find themselves treated accordingly. Residents take the tradition of **house gifts** very seriously. Neglecting to bring a gift, at least on the first visit to someone's home, is a major *faux pas* and may lead to a –2 circumstance penalty on all Bluff, Diplomacy, or Gather Information checks involved with the owners.

Nobles' Quarter locals expect to be treated with extreme grace, courtesy, and even obsequiousness. This can be difficult for adventurers to pull off, depending on the PCs in question. Players like to be dominant; their characters have incredible powers, skills, and items and . . . well, they're the *players*. Their characters don't like to submit to anyone.

That's why DMs with headstrong players must handle a trip to the Nobles' Quarter carefully. Those who can't play by these rules will simply have to look elsewhere for employment, information, or whatever they came here seeking. No one here makes allowances for an ignorant barbarian who just doesn't know any better or a proud cleric who refuses to recognize anyone as his better. Such characters often find themselves escorted back down into Oldtown. Don't make this seem like a "punishment" for the player or character. Make it clear that this is simply the way the district is run. Just as it would be inappropriate to go into the Dungeon without a light source or into the Warrens without someone to watch your back, it's inappropriate to enter the Nobles' Quarter acting disrespectful or looking like a peasant—or, even worse, like a dirty adventurer.

On the other hand, don't use a visit to the Nobles' Quarter as a way to humiliate the PCs or make the players mad. If the players are



Minor races, page 50
Urlenius, page 387

Noble houses, page 87

Floating apartment building, page 300

House gifts, page 29

Members of the City Watch in the Nobles' Quarter know most of the truly important local individuals by sight.





A great many residents of the Nobles' Quarter attend services at the temple of Lothian in the Holy Palace on Crown Street, so they don't even have to venture out amid the common churches of the Temple District.

WEALTH AND NOBILITY

Some of the noble houses command a great deal of wealth but many, surprisingly enough, do not. They own large amounts of property, to be sure, but when it comes to liquid funds, many noble families find themselves forced to borrow against their elegant possessions or even against their own influence and prestige.

Moneylenders happily do business with the nobles, extending them vast lines of credit, just for the opportunity to establish a relationship with them. It's not uncommon for moneylenders to forgive the interest on a debt or even large portions of a debt altogether, in exchange for the gift of a minor but ancient heirloom, a favorable glance toward some issue in the City Council, or perhaps just an invitation to a party for their family (maybe to help an eligible daughter meet some wealthy or noble suitors…).

trying to act appropriately (sometimes with gritted teeth), make it clear that many of the people here act haughty and arrogant, but don't overdo it.

Lastly, you can always remind players whose characters are just starting out that they may one day live in the Nobles' Quarter themselves.

DMs can use the Nobles' Quarter in adventures as a measuring stick to demonstrate the player characters' advancement as the game progresses. When they first come to the quarter, they are at best lackeys or, at worst, escorted out. As time passes, their wealth and reputations grow, and soon they find themselves accepted here. Eventually, they advance into the ranks of the elite, and one day they become the people to whom the wealthy and aristocratic come for help, rather than the other way around.

Carriage travel times, page 162
Thoughtstones, page 166



PEOPLE OF THE NOBLES' QUARTER

When visitors arrive in Ptolus and hear that a part of the city is called "the Nobles' Quarter," they often assume the title is not literal. Within the bounds of the Empire, there is not an official "noble" class. As in so many other ways, however, Ptolus differs from the rest of the Empire in this respect. The region of **Palastan** involves a longstanding tradition of hereditary aristocracy. Thus, when the Empire formed, the nobility here retained its social influence, if not its political influence. Later, due to pressures from numerous sides, the noble families even received seats on the **City Council**. The city's **noble houses** command power through influence, wealth, and tradition—or a combination of these.

Not everyone in the district is an actual noble, however. The Nobles' Quarter is also home to the very wealthy of Ptolus, regardless of how they obtained their wealth—inheritance, business, or even adventuring. And, of course, many of those who live here only work for the rich. Guards, servants, employees, and service providers make up more than half the district's population.

Palastan, page 42
City Council, page 148
Noble houses, page 87

THE UPPER CLASS

The distinctions between the wealthy and the poor in Ptolus are staggering. A wealthy merchant's house in the Nobles' Quarter might be the size of an apartment building in Midtown that houses twelve to fifteen families. These manors have hot and cold running water (heated in boilers and distributed throughout the house via ingenious use of pressure), and many have steam baths, private libraries, and ballrooms.

The wealthy take **private carriages** everywhere they go, never walking like most people. They enjoy enough leisure time to take up hobbies and sport, while commoners work six days a week or more. Obviously, members of the upper class never perform menial tasks or physical labor—they employ servants for that. Agents and proxies conduct their business for them. Most of the noble houses even have their own full-time messengers for communicating with others in the city, although many in the district employ ***thoughtstones***.

Magic is far more accessible to the wealthy than to other classes. Special spellcasters, commonly called **house mages**, use magic to tend to the lawns of the wealthy, to freshen and enliven their food, warm their abodes in winter and cool them in summer, and even make their beds softer and more conducive to a restful sleep. Every noble house and most of the wealthiest residents employ full-time house mages. Others make themselves available as needed. House mages never use magic to entertain—they always keep themselves and their spells behind closed doors. Neither do they provide security or defense, as they are not combat casters. Other types of spellcasters perform those duties, however, using magic to delight upper-class children or perform at parties (these are often called **show mages**) or wielding spells to fortify doors, windows, and walls and to repel intruders or attackers (called **security mages**).

For most in the Nobles' Quarter, it is a small matter to have a cleric cast spells to alleviate unwanted or life-threatening conditions or to

heal wounds. Likewise, the upper class provides the Dreaming Apothecary with a large percentage of its income by commissioning the organization to create magical dishes that keep food warm, animated songbirds of gold and silver, musical instruments that play themselves, paintings that show moving pictures, and other costly trifles.

While many among the wealthy may not know their way around the common sections of Ptolus, they know a great deal more about the world than the average citizen. They pay attention to news of the Empire and often feel attached to the Empire politically, owing to their enviable position in society. Most probably have visited Tarsis or perhaps Dohrinthas. This is less true for the members of the noble houses than for other members of the upper class; most of the former look longingly at their history books and dream of what life was like in the days before the Empire (and before the coming of Ghul, of course).

Most of the upper class are human, and virtually all the rest are elves or half-elves. There are wealthy dwarves (and, in fact, noble dwarves) but they do not live here. One can probably count on one's hands the number of halflings and gnomes who dwell in the Nobles' Quarter, and there are no half-orcs, centaurs, lizardfolk, or other such races here except those rare few who work as servants or guards.

MAN ON THE STREET

Fallon Movacani: A male Shoal elf with a glistening grin, Fallon wears brightly colored clothing of the finest make. He tells people he is an attaché to the ambassador from Dohrinthas, but anyone even a bit savvy knows that's an old dodge used by elven con men (there is no ambassador from Dohrinthas—both that city and Ptolus are part of the same Empire). A con man is what Fallon most certainly is. Currently, he's attempting to convince some older, wealthy human women to "loan" him vast amounts of money to pay for a shipment of rare spices he's bringing into the city, but of course there is no such shipment. He's likely on his way to visit one of his marks now, his hands full of forged shipping papers.

Julish Waren: Julish stands over six feet tall, but most believe him to be shorter because he is always stooped, his head thrust forward as he hurries off to the next place he needs to go for his master, Lord Renn of House Sadar. Julish, a human of about forty-five years, has spent his life working for the noble merely out of a sense of duty. Oh, Lord Renn pays him well enough, but Julish never spends any of it. He's likely to have a bulging coin pouch on him—some coin his, some Sadar's, for he manages the noble's accounts—and much more stashed in his rooms at the estate. Those who walk the streets in the Nobles' Quarter have grown used to seeing the man hustling along, usually with a list in his hand and a few packages tucked under his arm.

Lady Mila Stovan: A minor noble of House Abanar, Lady Stovan is a tall and striking human woman with long brown hair. Like so many in Abanar, she bought her way into the house—or, rather, her grandmother did. Mila is most likely on her way to an important function or to assist in the planning of one. A notorious gossip, she claims to know all the secrets of the Nobles' Quarter (whether they are true or not).

NOBLES' QUARTER RUMORS

"House Abbercombe Returns." The eleventh noble house, which for all intents and purposes has not existed for years, may be rising again. Reportedly, one of the lords of the Abbercombe line still lives, and supporters throughout the district and the city would like to see him reestablish the house.

"Things That Go Bump in the Night." More than one homeowner in the district—particularly those in the central and western portions—claim to have heard ominous booming sounds deep underground over the last few weeks. Some fear they were tremors presaging an earthquake, but they seem too localized for that and, of course, no quake has come.

"Scandal." An unidentified noble of House Kath has been seen coming and going in secret at the estate of House Rau. Is Devina Kath, the married head of House Kath having an affair with the much younger Kalbir Rau, despite the two houses' relative disdain for one another? Some claim to have seen the two leaving together after a party at Castle Shard.



MAP PAGE 280

Dreaming Apothecary, page 118

Tarsis, page 44
Dohrinthas, page 43
The coming of Ghul, page 81

Lord Abbercombe, page 608

Far below the Nobles' Quarter, one can find a colony of orcs, the descendants of Ghul's Sorn-Ulth and Toruk-Rul minions. For details, see page 492.

House Kath and Devina Kath, page 92
House Rau, page 93
Kalbir Rau, page 94
Castle Shard parties, page 290

House Sadar, page 94
Renn Sadar, page 95



INFO CHECKS

A Knowledge (local) or Gather Information check can reveal a bit about this high-class restaurant (pictured above):

The Aristocrat's Table is one of the most elegant dining establishments in Ptolus (DC 18).

The Aristocrat's Table serves exotic foods like manticore steaks and maybe even dragon (DC 20).

Prince of the Church, page 295
Knights of the Dawn, page 67

NOBLES' QUARTER LOCATIONS

Not surprisingly, the Nobles' Quarter merits some of the city's most important and interesting locations.

THE ARISTOCRAT'S TABLE

Hin Street (#23, C5) ★★★★
see map, page 280 18,700 gp

This elegant dining establishment understands the needs of its aristocratic and wealthy clients perfectly. The extraordinarily exclusive restaurant boasts an even more exclusive back dining room for those nobles who want privacy even from their upper-class peers. The proprietor of the Aristocrat's Table is an aasimar woman named Dasani Merriwether (aristocrat6/expert2).

The interior of the Aristocrat's Table is as opulent as any noble's estate, and the food is always decadent and sumptuous, sometimes prepared and enhanced with magic. Sculptures of colored ice, mountains of caviar, fountains of sweet wines or honey, and platters of delicious hors d'oeuvres brought to the table by swarms of butterflies are not uncommon sights here.

Dasani and her chefs serve an incredible variety, so that each night's offerings differ wildly from the previous one's. The menu might include such "common" dishes as duck glazed with orange sauce, lamb stew, or grilled hummingbird, as well as special dishes like cooked lobsters and crabs that magically remove their own shells or fruit encased in sweet flavored ice that one must break free. They also specialize in preparing exotic dishes, such as manticore steaks, grilled giant centipede or dragon turtle soup. (Rumors claim that one can occasionally get meals made from the meat of dragons, giants, or other intelligent creatures, but considering Dasani's nature, that's difficult to believe.) Each night the Aristocrat's Table also serves what the chefs call "unexpected delights," such as what appears to be a giant raw egg that contains sugary pastries, or what looks like a grilled whitefish but is filled with beefsteak.

A trip to the Aristocrat's Table is the experience of a lifetime for most people, but it is next to impossible to leave without having spent at least 800 gp. And that assumes one can even get a table, which proves very difficult for anyone not associated with one of the noble houses or some of the extremely wealthy families.

Encounter: The Prince of the Church stumbles out of the back room, quite drunk, with a few of his aristocratic friends (male human aristocrats8) and two very displeased looking Knights of the Dawn. He says something quite rude to Dasani, and then to the player characters. Responding in kind is extremely dangerous—it would, in fact, be a crime to insult or speak harshly to the prince, let alone threaten him or attempt violence. Both the latter are crimes punishable by death!

CASTLE SHARD

King's Road (#6, B4); see map, page 290
10,000,000 gp

Considering its reputation for strange events and stranger residents, almost everyone in Ptolus has heard of Castle Shard. Its current lord and lady are Lord Zavere—rumored to have once been a blackguard of the highest order, now reformed—and Lady Rill, said to be a fallen paladin turned sorceress. But the castle is far older than its current residents.

The central portion of the castle was built in the original city of Ptolus approximately ten thousand years ago. The keep served as the seat of power for a noble dynasty of powerful wizards. These wizards spent years on a magical working that eventually drew a huge violet crystal from another plane into the central hall of their tower. The gem, which measured forty feet high and thirty feet across, was imbedded fifteen feet into the earth. As the years wore on, the castle grew around the central chamber and eventually took its name from this crystalline shard. When the old city fell into ruin, the mistress of the castle, an extraordinarily powerful mage named Ethylassir, used the power of the crystal to detach the castle from the timestream itself, which effectively sealed the castle and hid it from sight. Time passed much more slowly within its walls than outside.

Not until the reign of **Ghul** the Skull-King did anyone interact with Castle Shard again. A dark naga leading an elite cadre of ogres, creatures of Ghul's own sorcerous creation, discovered the castle and managed to enter it, which stabilized the place within the normal flow of time. Ethylassir, still alive, defended her home valiantly, but the breach had caught her entirely unprepared. The evil creatures overcame her and she died, the last of her line.

When the dark naga attempted to access the power of the shard, the crystal immediately drew the ghost of Ethylassir to it. As a spirit, she was able to do what she could not as a living creature: She slew the intruders. Next, Ethylassir took it upon herself to find a living, corporeal lord for Castle Shard to keep the powerful gem out of the wrong hands. She found a human named Alchestrin living nearby and tutored him in the arts of magic. Alchestrin proved to be a poor choice—his new power corrupted him and made him a wicked master for the castle. He expanded its size even as he looked for a way to use the shard to gain entrance to **Jabel Shammar**. Backed by the might of the shard, Alchestrin created a **soul magic** spell that would do just that (see Chapter 25: Jabel Shammar). However, one of his own ogre servants betrayed and killed him before he ever got to cast it.

Since that time, Ethylassir has chosen the lords of Castle Shard more carefully. Never again has the shard been used for purely evil ends, nor has the castle itself fallen into the hands of unwanted intruders. The ghost mage inhabits the shard itself, having fused her essence with its power forever.

The Power of the Shard

Originally summoned from a far distant plane, the huge purple shard contains vast amounts of self-renewing magical energy. What's more, because the energy is alien to this plane, it interacts with the world in strange ways. In theory, if something were to happen and the power of magic were to be suppressed throughout Praemal, the power of the shard would continue. When it first came to this world, it was just an energy source. However, since its fusion with Ethylassir, it has become much more.

Ethylassir's spirit remains still very much alive and aware within the castle. She chooses the masters of the castle based on her own capricious whims. After she has learned all that she can about these individuals using the magic of the crystal for research and spying, she contacts them telepathically. Her choices frequently seem strange to those aware of the process (a very few, to say the least), but they have always proven to be the right ones.

There is always more than one lord of Castle Shard—usually two, but sometimes three or even four. Once chosen, the lords of the castle gain powers from a connection to the shard itself. They enjoy a constant +5 insight bonus to Armor Class and SR 11 + their level. While in Castle

NEW FEAT: SHARD TAP [SPECIAL]

You can tap into the shard of Castle Shard to power your own magic.

Prerequisites: Spellcaster level 13, lord of Castle Shard

Benefits: When casting a spell, you can attempt a Concentration check (DC 25 + spell level) as a free action to use the shard to power the casting, rather than your own spell slots or prepared spells. If successful, you do not lose the slot or spell once cast—it is as though you have not yet cast it. Further, a shard-powered spell becomes more difficult to dispel (add a +4 bonus to the Difficulty Class required for a dispel check) or resist (add a +4 bonus to the check to overcome spell resistance), as the shard's power is so alien to the magic of this world. There is even a 30 percent chance that an area of antimagic does not suppress your spell's effects.



Jabel Shammar, page 501
Soul magic, page 635

Saga of the Blade, *Episode 2 "A Promise Kept," details the story of the visionary ogre who brought down the archmage Alchestrin. (See the CD-Rom included with this book.)*

Alchestrin's Tomb is found on Darklock Hill in the Necropolis (see page 232).

Ghul, page 81
Sorn-Ulth orcs, page 58



Rumors that the Iron Mage (page 340) was once a lord of Castle Shard are untrue. He has been known to come to some of their private parties, however.

The shard is, in fact, a slice from another world's equivalent of the Vallis moon (see Chapter 2: The World). It is pure magic, but magic from a far distant plane that works differently than the magic does here.

Shivvel, page 557

Brides of Magic, page 106
Medre Allaconda, page 249

Iristul Vladaam, page 97
Fate Weaver, page 112

Double pistol, page 560
Thoughtstone, page 166



Invitations to call at Castle Shard are much sought-after by members of the adventuring community—and everyone else in town, for that matter. Very few people ever get to see the inside of this legendary magical fortress.

Gaen, page 69

Shard, they gain fast healing 5 and can, five times each day, add a +5 bonus to any attack roll, check, or saving throw (chosen before the roll is made). Spellcasters add a +5 bonus on saving throw DCs for their spells. Spellcasters also gain access to the very special feat called Shard Tap (see sidebar, previous page).

The Lords of Castle Shard

Despite the assumptions of most who know of them, Lord Zavere and Lady Rill are not romantically linked. (Rill is a Bride of Magic now, with no interest in romantic love. Zavere has dalliances here and there, but they are few and discreet. Long ago he was involved with Medre Allaconda, before she became a vampire.) However, Zavere and Rill are as close as lovers in their friendship. In the same way that a husband and wife of many years can operate as a single unit, almost knowing each other's thoughts, so too do Rill and Zavere act within the castle, despite the fact that they are rarely even seen together.

Zavere

Once a blackguard, Lord Zavere began his career as a bodyguard and enforcer for Iristul Vladaam. He was a dark and depraved individual who killed not just as part of his job, but for sadistic pleasure. One day, when he was sent to kill an enemy of the noble family, he discovered that his target was a Fate Weaver. As he was about to slay the woman, she told him he had ranged far from the proper path of his destiny. Her words rang true. Zavere fled the city on board a ship. When he returned three years later, he was a different man. While still no saint, Zavere had turned his back on his former dark ways. He became a lord of Castle Shard the same day he returned to Ptolus. The members of the Vladaam family still resent Zavere, but they know very well that to challenge a lord of Castle Shard is folly.

Zavere stands six feet, five inches tall. He is a dangerously handsome man with jet black hair, a well-kept goatee, and a dark complexion. He wears simple but elegant clothing, such as a black shirt with an upturned collar and black pants. (He often—but not always—wears *glamered armor*, but no one realizes that.) He carries a thin longsword in a scabbard at his side. Typically, Zavere considers his words carefully before speaking. While not actually haughty, he has little patience for those who understand so little of the way the world works that they fail to show respect. Although he spends most of his time at the castle, on the side he does what he can to foil the plans of the Vladaam family. He also has a special hatred for the shivvel trade in the city.

Lord Zavere
Male human (Neutral)
Fighter14/ex-blackguard6 **CR** 22
HD 14d10+28 + 6d10+12 **hp** 155
Init +5 **Speed** 20 feet
AC 32, touch 17, flat-footed 31
BAB/Grapple +20/+25
Attack +32 melee (1d8+12, 17–20/×3, longsword) or +24 ranged (1d10+4, double pistol)
Full Attack +32/+27/+22/+17 melee (1d8+12, 17–20/×3, longsword) or +24/+19 ranged (1d10+4, double pistol)
SA Sneak attack +1d6
SQ Fast healing 5, SR 31
Fort +20, **Ref** +11, **Will** +13
Str 21, **Dex** 13, **Con** 14, **Int** 16, **Wis** 16, **Cha** 19
Crucial Skills: Hide +1, Intimidate +10, Jump +14, Sense Motive +14, Spot +8.
Other Skills: Diplomacy +15, Gather Information +9, Knowledge (local) +12, Knowledge (nobility and royalty) +14, Knowledge (religion) +6, Ride +10.
Crucial Feats: Cleave, Combat Expertise, Dodge, Improved Disarm, Improved Sunder, Mobility, Point Blank Shot, Power Attack, Precise Shot.
Other Feats: Exotic Weapon Proficiency (firearms), Greater Weapon Focus (longsword), Improved Critical (longsword), Improved Initiative, Weapon Focus (double pistol), Weapon Focus (longsword), Weapon Specialization (longsword).
Possessions: *+5 vorpal cold iron longsword, +3* ***double pistol****,* adamantine bullets (12 rounds), *+5 glamered full plate armor, amulet of natural armor +2, ring of protection +1, gauntlets of ogre power +2; potions of fly, heroism,* and *cure serious wounds;* ***thoughtstone****,* platinum and diamond ring worth 5,000 gp, 75 pp.

Rill

Lady Rill was once a paladin in the service of Gaen. Although her heart was sincere and her faith strong, she found it harder and harder to resist her true calling—eventually she could no longer deny her innate sorcerous power. She not only left the church of Gaen, but events transpired to cause her to lose her faith. Today she recognizes no gods, but as a Bride of Magic, almost worships sorcery itself as a kind of quasi-deity. She still retains a surprising amount of skill with a greatsword.

Rill is beautiful, but it is a strange beauty, one that seems almost artificial—as if she were not truly a beautiful woman, but merely the image of one. She has medium-length straight brown hair and bears a jewel set into her forehead. She wears extravagant and often odd clothing, such as gowns that magically shift colors, dresses made from what appear to be living birds fluttering on a two-



dimensional plane, or just a semi-transparent mist. (Most of these are just intricate illusions.) Much of the time, Lady Rill seems to be in a trance, or, at best, appears to be distracted by events occurring on an entirely different level of reality. This makes it extremely difficult to have a conversation with her. When one does seem to reach her, however, she is quite benevolent, albeit blunt and lacking in modesty regarding her own skill or power. She has no time for niceties.

Lady Rill
Female human (Neutral)
Ex-paladin2/sorcerer18 **CR** 22
HD 2d10+2 + 18d4+18 **hp** 78
Init +1 **Speed** 30 feet
AC 22, touch 16, flat-footed 21
BAB/Grapple +11/+12
Attack +16 melee (2d6+4, greatsword)
Full Attack +16/+11/+6 melee (2d6+4, greatsword)
SQ Fast healing 5, SR 31
Fort +10, **Ref** +7, **Will** +12
Str 13, Dex 12, **Con** 13, **Int** 18, **Wis** 12, **Cha** 20
Crucial Skills: Concentration +21.
Other Skills: Craft (alchemy) +13, Craft (sculpting) +12, Diplomacy +17, Gather Information +11, Knowledge (arcana) +27, Knowledge (history) +9, Knowledge (nobility and royalty) +11, Knowledge (religion) +12, Ride +3, Spellcraft +25.
Crucial Feats: Improved Counterspell, **Shard Tap**, Spell Penetration.
Other Feats: Brew Potion, Craft Wand, Craft Wondrous Item, Eschew Materials, Weapon Focus (greatsword).
Spells Known: 6/8/7/7/7/7/6/6/5/3; save DC 15 + spell level (20 + spell level in Castle Shard).
9th—*wish.*
8th—*maze, Ott's irresistible dance.*
7th—*finger of death, greater arcane sight, greater teleport.*
6th—*antimagic field, greater dispel magic, true seeing.*
5th—*cloudkill, dominate person, persistent image, wall of force.*
4th—*fire shield, Otil's resilient sphere, polymorph, scrying.*
3rd—*displacement, hold person, suggestion, summon monster III.*
2nd—*cat's grace, darkvision, daze monster, detect thoughts, locate object.*
1st—*charm person, comprehend languages, expeditious retreat, magic missile, shield.*
0—*arcane mark, dancing lights, detect magic, disrupt undead, flare, ghost sound, mage hand,* ***sense spell****, read magic.*
Possessions: *Bracers of armor +6, glove of storing (+3 greatsword* stored within), *cloak of etherealness, belt of levitation* (constant), *eyes of petrification, figurine of wondrous power: silver raven; potions of cat's grace, darkvision,* and *displacement;* scroll of *meteor swarm* and *time stop*, scroll of *cone of cold* (×2) and *horrid wilting,* ***thoughtstone****,* amethyst worth 1,000 gp.

FROM MY CAMPAIGN TO YOURS

Zavere and Rill were created to provide a pair of important, influential people with whom the player characters would want to ingratiate themselves but who were not authority figures. In my Ptolus Campaign, these two intrigued the PCs and the players and created interesting situations that posed difficult decisions for the players—knowing they could *run to Castle Shard for help but never really knowing whether they* should. *Kadmus the majordomo is also always an enigma to them, though a charming one.*

Sense spell, page 644

Shard Tap feat, page 285

Thoughtstone, page 166

Twelve Commanders, page 148
City Council, page 148
Inverted Pyramid, page 115

Mand Scheben, page 378

Asche, page 68

Those unknown to the lords of Castle Shard are not admitted inside. Entrance to the castle comes by invitation only.

No reasonable request made of Kadmus is refused, and none (reasonable or not) unsettle him. Past guests at Castle Shard have requested of him bottles of dark elven wine, slippers made from angel feathers, and a book about soul magic to read while they waited. All such requests were met quickly and graciously.

DM TIPS

It's worth noting that all the inhabitants of Castle Shard are very intelligent. Any and all of them quickly see through PC attempts to take advantage of them or deceive them. They would react quite harshly to such actions.

Obviously, some folks find both Zavere and Rill difficult people to understand or trust. Their reputations make them out to be strange, aloof, and quite possibly evil people more concerned about themselves than others or the city around them. Zavere, for example, has turned down more than one offer to become one of the Twelve Commanders and even a seat on the City Council. Rill has no desire to join or work with the Inverted Pyramid. With such power at their command, some ask, why do they not use it to do good in the city? The answer is, that's not their job—their job is to oversee and protect the castle and the shard.

Other Castle Residents

The masters of the castle may invite anyone they wish to reside within its walls. To be invited to live at Castle Shard is an honor without equal in the city. Sometimes it is bestowed simply on friends. Other times, the offer is part of an agreement or deal. Lastly, sometimes the lords offer it to those worthy people who simply need a place to stay, even temporarily.

Surely there is no safer, more comfortable place in all of Ptolus. Guests and residents are considered under the protection of the lords of the castle and, in effect, the castle itself. However, all residents must follow one simple rule: They cannot harm, directly or indirectly, another resident, a guest, or one of the lords. Doing so results in immediate expulsion (in actual fact, Zavere probably would just slay the individual in question immediately).

The current residents consist of the following individuals.

Kadmus

When people visit Castle Shard, whether on business with the lords or as guests at one of their infamous parties, Kadmus is there at the entrance to greet them, just as if he had been waiting for them to arrive. He knows their names and seems to have whatever kind of food, beverage, or other need they might require already prepared. He welcomes them with words of astounding graciousness.

Kadmus is a tall human male with thick grey hair, bright blue eyes, and a sincere but modest smile. He is the only servant anyone ever sees in the castle and appears to dote on the lords. He also sees to the needs of all the other residents and guests, no matter what they might be. His ability to remain nonplussed by any action, word, or request seems almost supernatural.

And it is.

Kadmus is, in fact, a creature made entirely of magical force—an extension of the castle and the shard. In a way, he is the embodiment of Ethylassir, the only way she has to interact with the physical world. If attacked, he merely disappears, leaving some suitable guardian creatures, like six Abyssal greater basilisks or a pair of maruts, in his place. As long as the castle and the shard remain intact, he cannot be slain.

Mand Scheben

Mand Scheben is not technically a resident of Castle Shard. But even though he doesn't live there, he comes and goes from the castle frequently and remains one of Rill's and Zavere's closest friends.

As a prominent cleric of Asche, the God of Cities, Mand has an enviable handle on all the current events, happenings, births, deaths, and relationships (among both people and groups) in Ptolus. In many ways, he acts as Rill's and Zavere's eyes, ears, and even hands in the city. Many people meet Mand before they ever meet the lords of Castle Shard; this is all by design. If the lords need someone to help them with a task, they usually ask Mand to meet with the person beforehand. As such, Mand has the ability to invite guests to Castle Shard, a luxury only Rill and Zavere normally enjoy.

Moynath Autumnsong

One of the highest-ranking members of the Inverted Pyramid, Moynath is an elf sorcerer known for casting *wishes* almost at the drop of a hat. Most of those who know him realize this isn't as true as people say, and when he does cast a casual *wish,* he does so purely to impress those



around him and further his unusual reputation. Nevertheless, this is an extremely powerful sorcerer with a bevy of magic items, some of which are at least minor artifacts.

Moynath took Rill under his wing years ago, and her ability to put up with his condescending attitude allowed her to get closer to the elf than anyone else has. When Rill's natural talents helped her rise in magical knowledge and power quickly enough to rival her former teacher, Moynath afforded her the respect he gives virtually no one else.

The sorcerer is slight to the point of gauntness—he prefers to drink and smoke rather than eat. A connoisseur of elven wines, Moynath is rarely seen without a clove cigarette in a long black holder.

Moynath Autumnsong
Male Shoal elf (Chaotic Neutral)
Sorcerer20 **CR** 20
HD 20d4+60 **hp** 111
Init +2 **Speed** 30 feet
AC 20, touch 16, flat-footed 18
BAB/Grapple +10/+11
Attack +11 melee, or +13 ranged
Full Attack +11/+6 melee or +13/+8 ranged
SQ SR 23, elven traits, low-light vision
Fort +10, **Ref** +9, **Will** +17
Str 10, **Dex** 14, **Con** 16, **Int** 14, **Wis** 18, **Cha** 26
Languages: Common, Draconic, Elvish.
Crucial Skills: Bluff +27, Concentration +25, Listen +7, Search +5, Spot +7.
Other Skills: Knowledge (arcana) +24, Knowledge (history) +8, Spellcraft +9, Use Magical Device +11.
Crucial Feats: Empower Spell, Greater Spell Penetration, Spell Penetration.
Other Feats: Craft Magic Arms and Armor, Craft Rod, Craft Wondrous Item, Magical Aptitude.
Spells Known: 6/8/8/8/8/7/7/7/7/6; save DC 18 + spell level, caster level 21st.
9th—*energy drain, Mord's disjunction, wish.*
8th—*polymorph any object, power word stun, summon monster VIII.*
7th—*forcecage, insanity, mass hold person.*
6th—*mass suggestion, mislead, veil.*
5th—*baleful polymorph, major creation, symbol of sleep, teleport.*
4th—*arcane eye, greater invisibility, polymorph, wall of fire.*
3rd—*blink, displacement, lightning bolt, fly.*
2nd—*alter self, arcane lock, cat's grace, false life, knock.*
1st—*charm person, mage armor, magic missile, shocking grasp, summon monster I.*
0—*dancing lights, daze, disrupt undead, flare, ghost sound, mage hand, open/close, prestidigitation, read magic.*
Possessions: *Amulet of the magi* (as the staff, including continual *mage armor* and SR), *ioun ring* (set with *pale green prism*, *orange prism,* and *dusty rose prism* stones, functioning as all of them), *ring of protection +3, bracers of health* +6 (as amulet), *cloak of charisma +6, carpet of flying* (5 feet by 10 feet), ***thoughtstone***, Inverted Pyramid ***invisible charm***, *mage coins* (22), diamond cloak clasp worth 3,000 gp, 35 pp.

Narasha

A strange creature who smells like the deep woods and mountain streams, Narasha is one of the rare female satyrs from the wilderness surrounding the Cherubar Mountains far to the west. She once saved Zavere's life in that distant land, after a green dragon had left him for dead. When she came to Ptolus about a year ago, Zavere offered her residence in the castle to repay her, thinking that her visit would be short. She has not yet left. Narasha likes the city, particularly its seamier side, and her late-night libidinous escapades are already growing street legends. Taller, stronger, and sturdier than most men she encounters, Narasha drinks prodigious amounts of alcohol and starts fights that turn into sexual encounters, often involving multiple partners.

As a resident, Narasha sleeps late and long, often wandering the halls of the castle nude after she wakes. She is lascivious and sometimes downright boorish in her behavior to visitors. While not intentionally rude, she has no sense of privacy or decorum.

Narasha stands just under seven feet tall, not including her deerlike antlers. Her face is beautiful and her figure shapely, but her legs are more like a goat's than a human's—bent backwards, hairy, and ending in hooves rather than feet.

Narasha
Female satyr (fey), (Chaotic Neutral)
Barbarian6 **CR** 8
HD 5d6+15 + 6d12+18 **hp** 96
Init +2 **Speed** 50 feet
AC 21, touch 12, flat-footed 21
BAB/Grapple +8/+11
Attack +12 melee (1d4+4, spiked gauntlet) or +11 melee (1d6+3, head butt) or +12 ranged (1d6+4, shortbow)
Full Attack +12/+7 melee (1d4+4, spiked gauntlet) and +9 melee (1d6+3, head butt), or +12/+7 ranged (1d6+4, shortbow)
SA Rage 2/day
SQ DR 5/cold iron, improved uncanny dodge, trap sense +2, low-light vision
Fort +9, **Ref** +8, **Will** +6
Str 16, **Dex** 15, **Con** 17, **Int** 10, **Wis** 10, **Cha** 12
Crucial Skills: Climb +11, Hide +13, Jump +9, Listen +16, Move Silently +13, Spot +12, Tumble +3.
Other Skills: Handle Animal +5, Heal +4, Knowledge (nature) +8, Perform (wind instruments) +5, Survival +6, Swim +5.
Crucial Feats: Improved Unarmed Strike, Point Blank Shot, Track.
Other Feats: Alertness, Multiattack, Weapon Focus (shortbow).



Thoughtstone, page 166
Invisible charm, page 118
Mage coins, page 155

Cherubar Mountains, page 41



INFO CHECKS

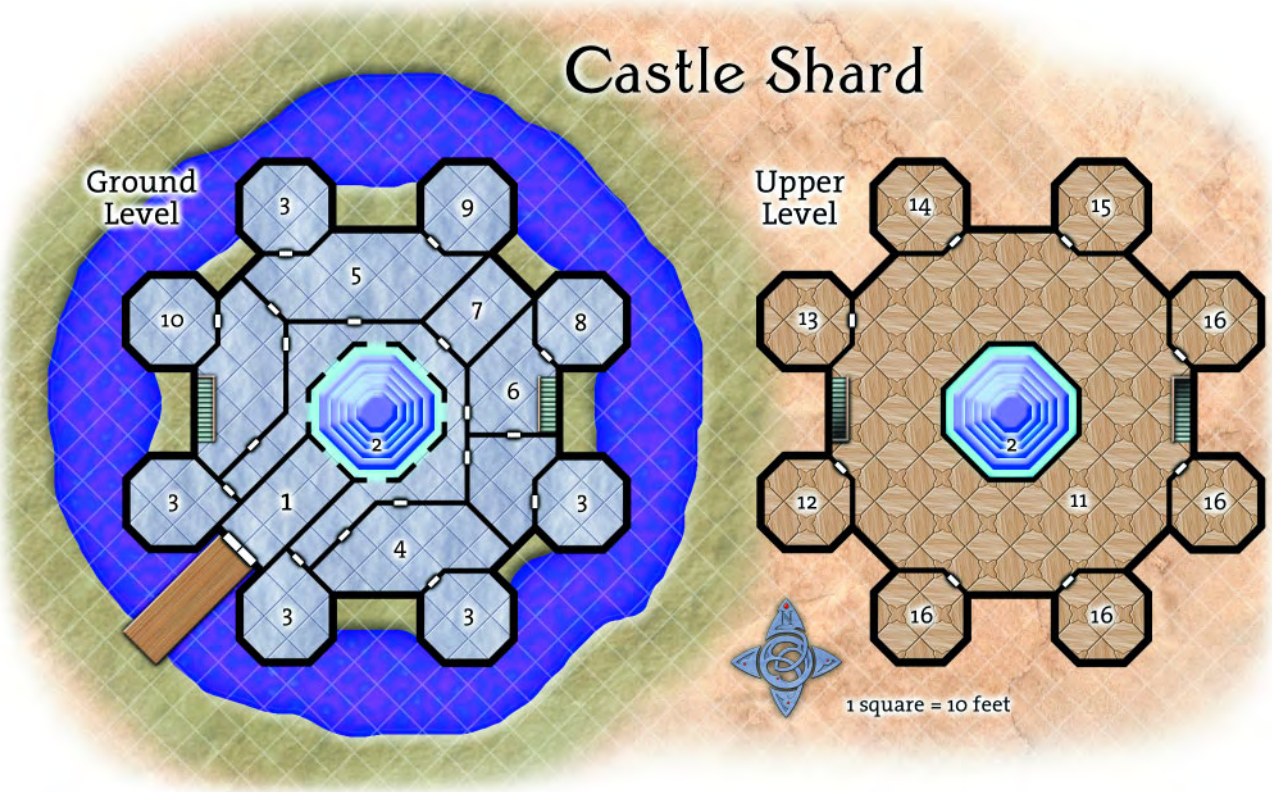
A Knowledge (local) or Gather Information check might offer a few details about Castle Shard:

Castle Shard is an extremely magical place in the Nobles' Quarter, and several odd people live there (DC 15).

The lords of Castle Shard, Rill and Zavere, throw lavish but strange parties (DC 19).

The shard is a potent source of magical power (DC 23).

Zavere and Rill were "chosen" to be the lords of Castle Shard by some independent source (DC 30).



Castle Shard has no storage chambers, no wine cellars, no larders, and so on, because the castle itself produces whatever is needed magically.

About These Parties . . .
The lords of Castle Shard throw infamous parties, each time trying to outdo their last memorable masque. At one recent party they filled the ballroom with magical birds; if you caught one, it burst into a shower of sugary candies. At another, they managed to negate the pull of gravity throughout the ballroom. A third party was conducted without any light whatsoever in the ballroom. And perhaps most remarkable, at one ball, Lady Rill made enough temporary magical duplicates of herself for every attendee to have his or her own personal hostess.

Possessions: *+1 spiked gauntlets, +1 composite shortbow* (Strength +3), masterwork arrows (24), *+1 chain shirt; potions of remove paralysis, cat's grace, bull's strength, jump* and *shield of faith +3;* 50 feet of rope, climber's kit, sapphire earrings worth 300 gp, 19 gp.

Layout of the Castle

Not surprisingly, Castle Shard is extremely magical. Nothing short of a *wish* or *miracle* allows people to get in other than by using the main door, unless they have received special permission to teleport in. The walls, floors, and ceilings all have hardness 12, 50 hp per inch of thickness (usually twelve to twenty inches), and a break DC of 38.

The doors are similar, although they are only two inches thick. Most are never locked, but those that are require an Open Lock check (DC 35). Further, all portions of the castle have SR 30 and are self-repairing (effectively, they have fast healing 10). Thanks to the shard, the whole place remains entirely proof against *scrying* and similar intrusive divinations.

Outside the Castle

A moat surrounds the castle, but it does not contain water. Instead, it appears to hold a purplish-black sludge. While mostly harmless, this magical residue from the shard could be used as a weapon; it's mildly poisonous and caustic—touching it inflicts 1d4 points of acid damage, and full immersion 3d4 points. A wooden drawbridge usually remains down over the moat to provide access to the large entry portals.

Inside the Castle

These numbered areas correspond to the castle map above. Most public and general purpose rooms are on the lower level, while bedchambers and the castle's impressively large ballroom are on the upper.

1. Entry: It appears to anyone visiting the castle that Kadmus is always here in the entry hall, waiting for visitors. (This is not true, but it seems true.)

2. Shard Chamber: The central focus of the castle, the Shard Chamber spans the height of both levels. The open roof here is actually covered by a permanent *wall of force*. The shard itself fills the chamber in both height and width. This room is always off limits, even for residents, except for those accompanied by one of the lords. A hallway surrounding the outside of this chamber offers access to many other rooms on the lower level.

3. Sitting Rooms: Throughout the castle are many small chambers well appointed with elegant and comfortable furnishings and tasteful, realistic paintings. Residents use these rooms for relaxation, and guests sit here while waiting for the resident they came to meet.

4. Dining Hall: This large chamber boasts a long table with many seats. Zavere enjoys talking

business over a meal and uses this room rather than the meeting room (Area 7).

5. Library: The castle holds an extensive collection of esoteric books, most about magic, philosophy, or history but with at least a small selection on almost any topic. The library features a number of comfortable chairs and divans as well as tables and a large desk.

6. Gallery: This chamber holds many paintings and sculptures, some quite ancient but well preserved. It remains a favorite place for Rill to spend many hours in meditation.

7. Meeting Room: Those summoned to a meeting here are shown to a small room with a table, chairs, and a large collection of maps, both of the city, Palastan, and the world.

8. Laboratory: This is a large, well-equipped alchemical lab.

9. Office: Zavere uses this elegantly furnished office. A large ebony desk dominates it.

10. Kitchen: This extensive kitchen seems strange only in that it has no attached larder or pantry.

11. Ballroom: When the lords hold one of their infamous parties, they make the extensive second-floor ballroom the central focus. Zavere and Rill often employ bands of minstrels or actors to entertain the guests here.

12. Zavere's Chamber: Zavere keeps his bedchamber extremely tidy and spotless. He has decorated it in a military fashion, with weapons and shields on the walls and even two suits of plate armor flanking the door.

13. Rill's Chamber: This rather crowded chamber often seems in disarray. Lady Rill has filled the place with an astonishing amount of clothing, books, spell components, and other strange magical odds and ends.

14. Narasha's Chamber: This room is also a mess. The bed is broken, but Narasha the satyr doesn't care. Flourishing green plants fill the chamber, despite how little natural light it receives. The room smells of musk and wood.

15. Moynath's Chamber: The elf sorcerer's room actually serves as the entrance to a permanent *Mord's magnificent mansion* spell.

16. Empty Chambers: These four bedchambers are bare now, but when a new guest or resident arrives, they can be appointed as needed.

Campaign Use

The lords of Castle Shard make for more interesting allies than enemies. Early on in the campaign, the player characters might do some odd jobs for Castle Shard. During this time, Zavere and/or Rill (PCs are unlikely to meet with them both at first) will act distant but not rude, particularly if the adventurers do well and show them proper respect. They won't answer any questions about themselves, the castle, or the shard.

Later on, the player characters might get invited to a party or two at the castle. At this stage, the lords still keep them at arm's length but treat them well. Rill and Zavere are actually quite generous, but they remain cautious as to whom they really trust. However, as time goes on, these two powerful, savvy, and influential people grow to like the characters, which should feel to the players like quite an accomplishment.

During all this, Narasha is likely to make strong advances toward one (or more) of the male PCs. Moynath will be aloof, strange, and perhaps even rude. As their relationship with Castle Shard grows, however, eventually the player characters become as common a sight in the halls as Mand or Narasha. Castle Shard offers them the chance to be a part—even if it's a small part—of something really big and important. While it's probably not a good idea for the PCs to become lords of Castle Shard, they can become allies and eventually close friends with them, which certainly puts them in the ranks of the movers and shakers of the city.

CROWN THEATER

Talash Street (#11, B5); see map, page 280

50,000 gp

The largest theater in Ptolus, and certainly the most elegant, the Crown Theater hosts only the grandest plays, operas, and musical entertainments, including orchestral, choral, and virtuoso performances. The theater seats five hundred people and hosts shows of some kind at least four nights a week.

The management of the Crown is tied very closely with the Conservatory. The theater manager is Teyvran Newaster (aristocrat2/expert2), a human man of immense girth and greater wealth. Teyvran is a vicious, cruel, and greedy fellow, always looking to get ahead despite his already prodigious affluence. For example, he posts spies throughout the theater each night, noting who has come with whom, listening in on conversations, and generally attempting to glean information. In this way, he keeps tabs on various infidelities and other interesting personal facts that he could exploit against his unsuspecting wealthy patrons.

Encounter: One night, while attending a performance, an old man spills a drink on one of the player characters during intermission. If the PCs react with rudeness and anger, he apologizes, and little more happens. If they are polite and forgiving, however, the next day they get a delivery of a package. Inside is a box of very expensive cigars (worth 900 gp). The man, Juranan Kath of House Kath (Lady Devina's aging uncle), has tracked the PCs down and sent them a gift by way of apology. They have made a friend and ally that they can use to their advantage later.





One of the stars of many Crown Theater productions is Yanalla Kadrein (female human expert9). She is a beautiful and talented actress and singer, but off the stage her grandiose ego makes this diva insufferable.

Conservatory, page 295

This week at the Crown Theater, patrons can enjoy the historical opera "The Emperor's Eidolon," which chronicles a torrid love affair between the second Emperor and a princess of Uraq, during which the Emperor receives frequent visits from his late uncle, Delian Von Tessel, urging him to favor duty over love. The lyric soprano Hildegarde Lissenfeld headlines along with the tenor Vaskil Thustrup. Curtain rises nightly at Twentieth Hour.

House Kath, page 92

Spice Market, page 365



House Kath, page 92

Chaos cults, page 71
The Plagueborn, page 73

Holy Emperor, page 293
Knights of the Dawn, page 67

DALLASTER MANOR

Crown Street (#34, B7); see map page 280
22,000 gp

This beautiful house has been the home of the wealthy Dallaster family for four generations. The first Dallaster to live here was Kenill Dallaster, who made a small fortune as a spice merchant. Today the Dallaster family still controls a portion of the spice trade in Ptolus, and the head of the family, Rillis (male human aristocrat4), spends much of his day in the **Spice Market** in the South Market. Rillis and his wife Nora (female human aristocrat1) have a daughter, Tillian (female human aristocrat1), who is eighteen years old.

Bored, idle, and without moral compunctions, Tillian and a pair of her friends attended a gathering of a **chaos cult** called the Black Curtain in the back of a restaurant in the Nobles' Quarter simply for a lark. Presumably there to recruit young nobles as members, the "Black Curtain" cultists actually belonged to the **Plagueborn**, a group with a far more sinister plan: They secretly infected the newcomers with an insidious magical ailment. When young Tillian returned home, she already suffered from a disease called lover's grip (see sidebar). The next morning, Rillis and Nora found their daughter in the throes of passion with the groundskeeper out on the lawn. Even as they separated the two and dismissed the servant, they noticed that their daughter—who had been somewhat plain—now seemed extremely attractive. But mostly they noticed her strong uncouth desires. Believing their daughter possessed, they locked her in her room and have begun putting out discreet inquiries regarding her condition.

Scenario: The player characters hear about the Dallasters' situation and are brought in to help rid Tillian of the "evil spirit." Once they realize there's no demon to exorcise, they have to figure out what's really wrong with her. Soon they begin hearing tales of similarly altered youths across the Nobles' Quarter. Perhaps they can trace it all back to the "Black Curtain" meeting, but even so, can they get to every youth infected, and every one of their paramours (don't forget the groundskeeper) to stop the spread of the plague? The fact that the disease is intelligent and knows when to "lay low" makes the whole process even harder.

HOLY PALACE

Crown Street (#32, B6); see map page 293
250,000 gp

The Prince of the Church—heir to the Holy Throne—has lived in Ptolus since 657 IA. His original home, the Silver Palace, was built at that time, although it burned down in a fire in 661 IA. The construction of the new palace—a much more lavish home built into the side of the Spire—was finished two years later. The grand, three-story structure can serve as a fortress if need be.

Since the **Emperor** himself now calls the place home, it has become the Holy Palace (technically, wherever the Holy Emperor lives becomes the Holy Palace). The Holy Palace also serves as the headquarters for the **Knights of the Dawn**, the Holy Emperor's royal guard. These knights not only protect the Emperor and Prince of the Church, but they act as enforcers of the Holy Emperor's will—and therefore Lothian's will.

Thanks to a permanent *dimensional lock*, the place is warded against those who would teleport in. An *invisibility purge* keeps out invisible intruders, and the entire palace remains completely proof against *scrying* or similar intrusive divinations.



LOVER'S GRIP

This magical disease is self-aware, intelligent, and cunning. Once it infects a host, it increases the host's sexual drive and makes the character much more attractive, both physically and in terms of personality. Lover's grip is transmitted through sexual contact, so its end goal is to get the host to have sexual intercourse as often as possible. During sexual contact, a potential host must make a Fortitude save (DC 15) to avoid infection. Once infected, after a twelve-hour incubation period, the host gains a cumulative +1 Charisma enhancement bonus per day, to a maximum of +10. Further, when in the presence of an appropriate sexual mate, the host must attempt a Will save (DC 10 + the number of days since infection). On a failure, the host attempts to seduce or otherwise encourage the potential mate into a sexual relationship. As a result of this preoccupation, the host becomes extremely pacifistic and will not initiate combat, although he will defend himself if attacked.

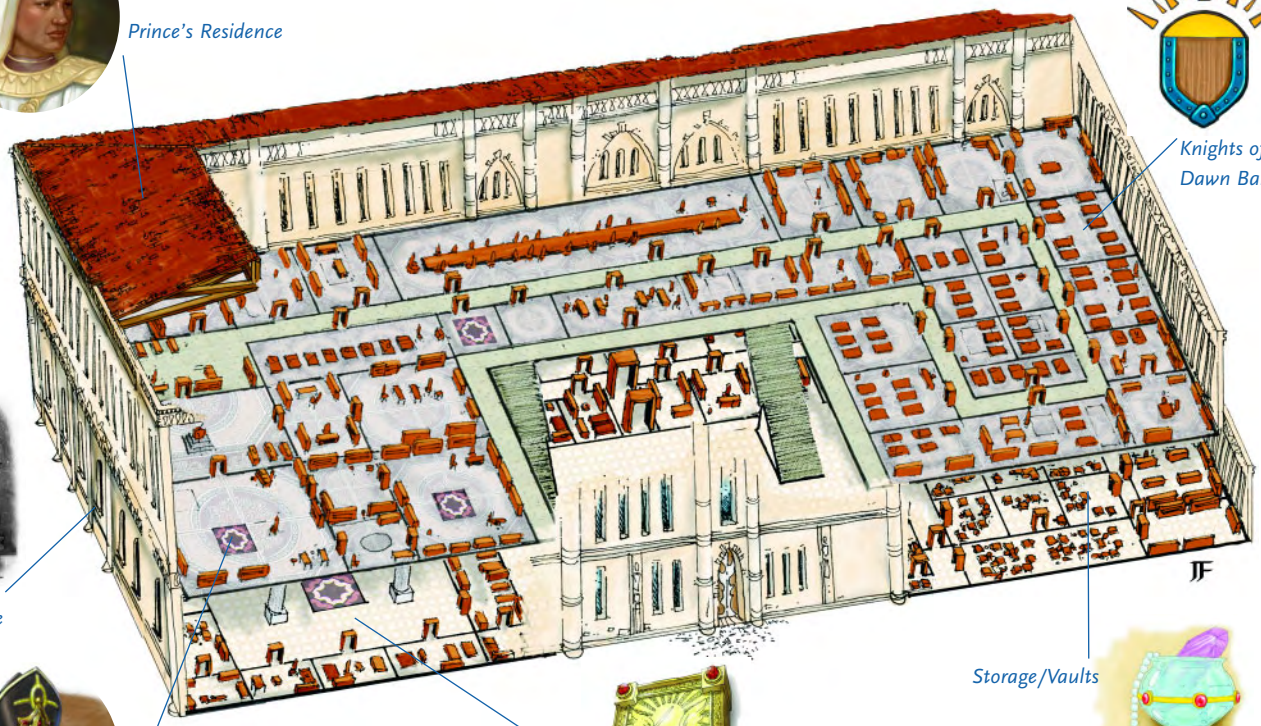
The presence of lover's grip in a host exacts a toll physically as well as in the personality change. The host must make a Fortitude save each day (DC 15) or suffer 1d2 points of temporary Constitution damage. The disease can be removed only by magical means.



Prince's Residence



Knights of the Dawn Barracks





Temple



Emperor's Residence

Holy of Holies



Storage/Vaults



The Holy Emperor and the Holy Prince

Rehoboth Ylestos became Emperor of the Church in 700 IA, in a septacentennial celebration more lavish than any similar ceremony the Empire had ever seen. Like his uncle Palabosh before him, he was a fairly conservative-minded priest in an increasingly liberal Church. He has no great affection for arcane spellcasters nor other religions, which, in a way, makes it all the more surprising that he has lived in Ptolus for the last eleven years.

When the barbarians invaded Tarsis, Rehoboth came to "visit" his son Kirian in Ptolus. Rehoboth himself had, of course, grown up in Ptolus and knew the city well. Giving a Tarsis-based Empire up for dead when Empress Addares XXXIII and XVIII died, he declared himself secular Emperor as well as head of the Church of Lothian and set up his own Imperial court in the Holy Palace. While he has not officially declared Ptolus the new capital of the Empire, people expect the announcement any day. In truth, Rehoboth has been careful not to exert much Imperial power yet—until he has cemented himself as the rightful Emperor in the minds of those he deems important, he does not want to give anyone the chance to decide not to follow him.

Deep down, Rehoboth is as greedy for power as any man who has held his position, and far more than most. Whether the Holy Emperor is actually a worthy representative of Lothian may be a valid question. In any case, it is one that some priests of the Church are beginning to whisper to each other. The archbishops in Tarsis and Dohrinthas have denounced Rehoboth (and, in fact, have both declared themselves Holy Emperor in his stead). For the most part, however, the official line of the Church is that indeed Rehoboth is the rightful Emperor and Holy Emperor.

Holy Emperor Rehoboth
Male human (Lawful Neutral)
Aristocrat2/cleric15 (Lothian) **CR** 18*
HD 15d8 + 2d8 **hp** 89
Init –1 **Speed** 30 feet
AC 22, touch 14, flat-footed 22
BAB/Grapple +12/+13
Attack/Full Attack Spells only
Fort +9, **Ref** +4, **Will** +17
Str 12, **Dex** 9, **Con** 10, **Int** 15, **Wis** 21, **Cha** 15
Crucial Skills: Concentration +10, Sense Motive +8.

The vaults of the Holy Palace hold, among other irreplaceable items, the Hammer of St. Daris, an important holy talisman and relic of the patron saint of justice.

Read more about the claimants to the Lion-Guarded Throne on pages 78–79.



Helmut Itlestein (page 389) hopes one day to kill the Holy Emperor with the staves of Ghul in his effort to secure independence for Ptolus.

FROM MY CAMPAIGN TO YOURS

In the original Ptolus Campaign, the Holy Emperor attempted to exercise the power he claimed as the secular Emperor of Tarsis. This behavior led to many conflicts—not with the other claimants to the Lion-Guarded Throne, but with the Commissar. Igor Urnst eventually exiled him from the city following decisions that put the security of the city at great risk. In the wake of his exile, the Church of Lothian in Ptolus was in disarray, with both clergy and laity forced to choose sides.

Rumors say that Renn Sadar has made a secret deal with the Holy Emperor: In exchange for the support of House Sadar, House Vladaam, and other allies in Rehoboth's bid for the throne, Lothianite priests in Ptolus will always make healing and resurrections available to this faction.

City Council, page 148

Will of the gods, page 645
Assess creature, page 639

Thoughtstone, page 166



Holy symbol of the Church of Lothian



Other Skills: Diplomacy +16, Heal +12, Knowledge (history) +10, Knowledge (nobility and royalty) +15, Knowledge (religion) +20, Perform (oratory) +7, Spellcraft +12.
Crucial Feats: N/A
Other Feats: Craft Magic Arms and Armor, Craft Wondrous Item, Extend Spell, Scribe Scroll, Silent Spell, Skill Focus (Diplomacy), Skill Focus (Knowledge [nobility and royalty]).
Domains: Good, Law.
Spells: 6/7+1/6+1/6+1/5+1/5+1/3+1/2+1/1+1; save DC 15 + spell level.
8th—*discern location, shield of law.*
7th—*dictum, repulsion,* extended *greater command.*
6th—*geas/quest, heal, hold monster, word of recall.*
5th—*commune, dispel chaos, greater command, mark of justice, scrying, true seeing.*
4th—*divination, freedom of movement, order's wrath, restoration, sending, tongues.*
3rd—*magic circle against chaos, dispel magic,* silent *enthrall,* silent *hold person, invisibility purge, prayer, will of the gods.*
2nd—*augury, calm emotions, consecrate, eagle's splendor, enthrall, silence, zone of truth.*
1st—*bless, command* (2), *divine favor, protection from chaos, remove fear, sanctuary, shield of faith.*
0—*assess creature, detect magic, guidance, mending, read magic, resistance.*
* The Holy Emperor has a higher than normal CR due to his equipment.

Possessions: *Amulet of wisdom +6, bracers of armor +8, ring of protection +5, rod of rulership, thoughtstone,* scroll of *miracle* (×3), gold and ivory ring worth 950 gp.

Prince Kirian is a dashing charmer with a quick wit. However, as the next in line to be the Holy Emperor, he has the Church very concerned. And as a member of the City Council in Ptolus he is a bit of a joke—literally. The Commissar refers to him (privately) as the "Prince of the Clutch," since he's more interested in secreting himself away with a lovely maid than attending important council meetings.

In truth, Kirian does not want to be Holy Emperor and shows no aptitude for priestly duties or clerical spellcasting—a secret well kept by the embarrassed Church elders. His father insists that, given time, he will grow into the position.

Rehoboth loves his son, and Kirian tolerates his father. More than once, Kirian has slipped away altogether with some of his aristocrat friends or a paramour, but he is always found (after all, his father can cast *discern location*). Mostly, the young man simply spends his time in fashionable restaurants and elite parties, allowing himself to be seen among charming available (or not so available) young ladies.

Kirian Ylestos, Prince of the Church
Male human (Neutral)
Aristocrat9 **CR** 8
HD 9d8–18 **hp** 29
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +6/+7
Attack +9 melee (1d4+1, dagger)
Full Attack +9/+4 melee (1d4+1, dagger)
Fort +1, **Ref** +5, **Will** +9
Str 12, **Dex** 14, **Con** 6, **Int** 13, **Wis** 16, **Cha** 19
Crucial Skills: Bluff +14, Listen +9, Sense Motive +7, Spot +3.
Other Skills: Craft (painting) +6, Diplomacy +15, Handle Animal +8, Knowledge (history) +8, Knowledge (local) +9, Knowledge (religion) +13, Ride +10.
Crucial Feats: N/A
Other Feats: Endurance, Skill Focus (Bluff), Skill Focus (Knowledge [history]), Skill Focus (Knowledge [religion]), Weapon Finesse.
Possessions: Masterwork dagger, *medallion of thoughts, thoughtstone,* gold and diamond ring worth 2,000 gp, letter of credit from the Church of Lothian for 2,000 gp, 120 pp, 10 gp.

Perhaps not surprisingly, neither the Emperor nor the prince is very skilled in the arts of combat. The Emperor wears protective items given to him by the Church (greatly exceeding the amount of gear a character of his level would normally have,



and thus increasing his CR), but he carries no weapons and prepares few offensive spells. (He feels it should not be the place of the Holy Emperor to take a life. He does, however, like spells that allow him to control the actions of others—for their own good, of course.) The Prince keeps a dagger in his boot, but that's really more for his own feeling of security than anything else. In truth, neither man goes far without a cadre of **Knights of the Dawn** to provide protection.

Campaign Use

The question of who is the **rightful Emperor** may provide an interesting political backdrop for a Ptolus campaign. As the timeline progresses, the Holy Emperor declares Ptolus the new capital of the Empire. Armies of generals loyal to **Addares** in Dohrinthas march on the city, and so the Commissar—though no friend of Rehoboth's—is forced to conscript troops to defend Ptolus.

IMPERIAL ACADEMY OF MUSIC (THE CONSERVATORY)

Jeweled Road (#16, B5); see map, page 280
87,000 gp

Ptolus' Imperial Academy of Music carries a reputation that extends far outside the city walls. Many consider it the premier school of music in the Empire, perhaps surpassed only by the Imperial Academy of Music in Dohrinthas. **House Kath** backs the Conservatory and provides tuition for talented students (and sometimes even covers other expenses). Nearly two hundred students attend the academy. Most come from very wealthy families, but House Kath culls a few promising children from various schools around the city.

The chancellor of the Conservatory is, in fact, Lady Devina Kath, head of House Kath. Leading the school in all practical respects, however, is Vice Chancellor Garin Vnata (expert4), a thin, prim, and proper human gentleman with a long, narrow nose, a thin mustache, and a balding head.

With the intention of protecting the students, House Kath stations four capable guards (male and female human warriors4) around the entrances to the Conservatory at all times. Garin does not hesitate to use these guards to eject unwanted visitors from the academy, or to prevent them from entering at all. Visits to the school are discouraged, as it disrupts the students' practicing.

The staff of the Imperial Academy of Music has a close relationship with the **Knights of the Chord**. In fact, some of the Knights belong to the staff.

Scenario: One of the teachers at the Conservatory, Naeon Ullistri (female elf bard2/sorcerer8) is performing experiments with the magical power of music. She draws the inherent power of all the students' playing or singing at once and attempts to funnel the energy to create magic items of sonic power. Another teacher finds out what Naeon is doing, however, and steals the first item, a tuning fork. As it is still unfinished, the fork is dangerous and difficult to control. The teacher, Ander Von Yelsin (male human bard12), goes home with it but accidentally activates it.

Naeon goes to Vice Chancellor Garin to explain what's happened, although she doesn't know who stole her tuning fork. Garin contacts the PCs, who—in theory—are "used to handling such vulgar situations." They need to find out who stole the fork and get it back before it detonates in a terrible magical conflagration.

NOBLE ESTATES

Of all the many manors and estates in the Nobles' Quarter, none are as infamous or important as the estates of the noble families. While each estate is unique, they do share a few commonalities. Each has some kind of central manor, keep, or tower located on the estate grounds.

The smallest grounds include only a yard with gardens, but in the larger estates the grounds can feature extensive acreage with gardens, trees, topiary, and carefully manicured walking paths. Estates with large grounds always have at least a couple



The Prince of the Church

In both physical appearance and personality, the Prince of the Church takes after his mother much more than his father. Kirian's mother, Matilde Ylestos, died when Kirian was very young, before he even came to Ptolus.

It is fairly common knowledge, though not acknowledged officially, that Kirian does not care for his position, his responsibilities, or even his father. Less commonly known is the fact that his religious faith is fairly unimportant to him. Rehoboth regrets his wife's death for many reasons, but perhaps mostly because he feels she would have been a good influence on the headstrong youth.

House Kath, page 92

Knights of the Chord, page 123

Knights of the Dawn, page 67

Rightful Emperor, page 78
Empress Addares, page 79

The students at the Conservatory are all very respectful to House Kath. However, they love to make jokes at the expense of Vice Chancellor Garin Vnata. While they mock him behind his back, they also like to set up practical jokes that make him look foolish or put him in embarrassing situations.



The King's Tapestry (above) depicts King Rissathion, the last King of Palastan, slain by Ghul.

Visitors to House Dallimothan (page 89) report that—night or day, without fail—a long buffet table in the entry foyer is covered with trays of the freshest, most delicious pastries and glasses filled with sparkling wines, thanks to the tireless efforts of majordomo Nestlin Ka.

House Abanar, page 88



Kirstol Dallimothan, page 89

outbuildings, usually including a stable, a shed for tools and gardening supplies, and a separate servants' quarters or perhaps even a guest house.

All the estates have some kind of surrounding wall or fence to present a significant barrier to entry; the one exception, House Nagel, has only a low, decorative stone wall. Most of these barriers are stone walls about a foot thick and twelve feet high. All of the noble families employ some kind of professional full-time guards, ranging from the two at the Nagel estate to the one hundred at the Khatru estate.

Abanar Estate

King's Road (#17, C5); see map, page 280
100,000 gp

A large manor house and outbuildings share **House Abanar's** estate with a vast yard and gardens. These gardens conceal entrances to two underground facilities. The first is a large crypt/vault complex that holds the remains of former members of the house as well as much of the current house's wealth. The second underground structure is a secret chamber with a retractable roof that holds the *Vanished Dream*, House Abanar's flying ship.

The *Vanished Dream*: This schooner flies through the air as effortlessly as a normal ship floats upon the water. Flying it requires a crew of eight, although normal sailing experience is all a crewmember needs to operate the craft. It can carry as many as eighteen other passengers or eight tons of cargo.

Although the Abanar family uses the ship only rarely, it remains a startling enough sight that just about every Ptolusite recalls seeing it overhead at least once or twice. The captain employed by the Abanars is named Nila Finch (female human rogue11). Rumors claim that the *Vanished Dream* can turn invisible, but it cannot.

Dallimothan Estate

King's Road (#10, B5); see map, page 280
200,000 gp

As noble estates go, **House Dallimothan's** manor seems somewhat small. A white stone wall surrounds a verdant, hilly expanse. It's not uncommon to see young couples strolling about the lawn, or children playing amid the trees. Only slightly less common is the sight of a metallic dragon—usually of moderate size—walking, talking, or even playing with them.

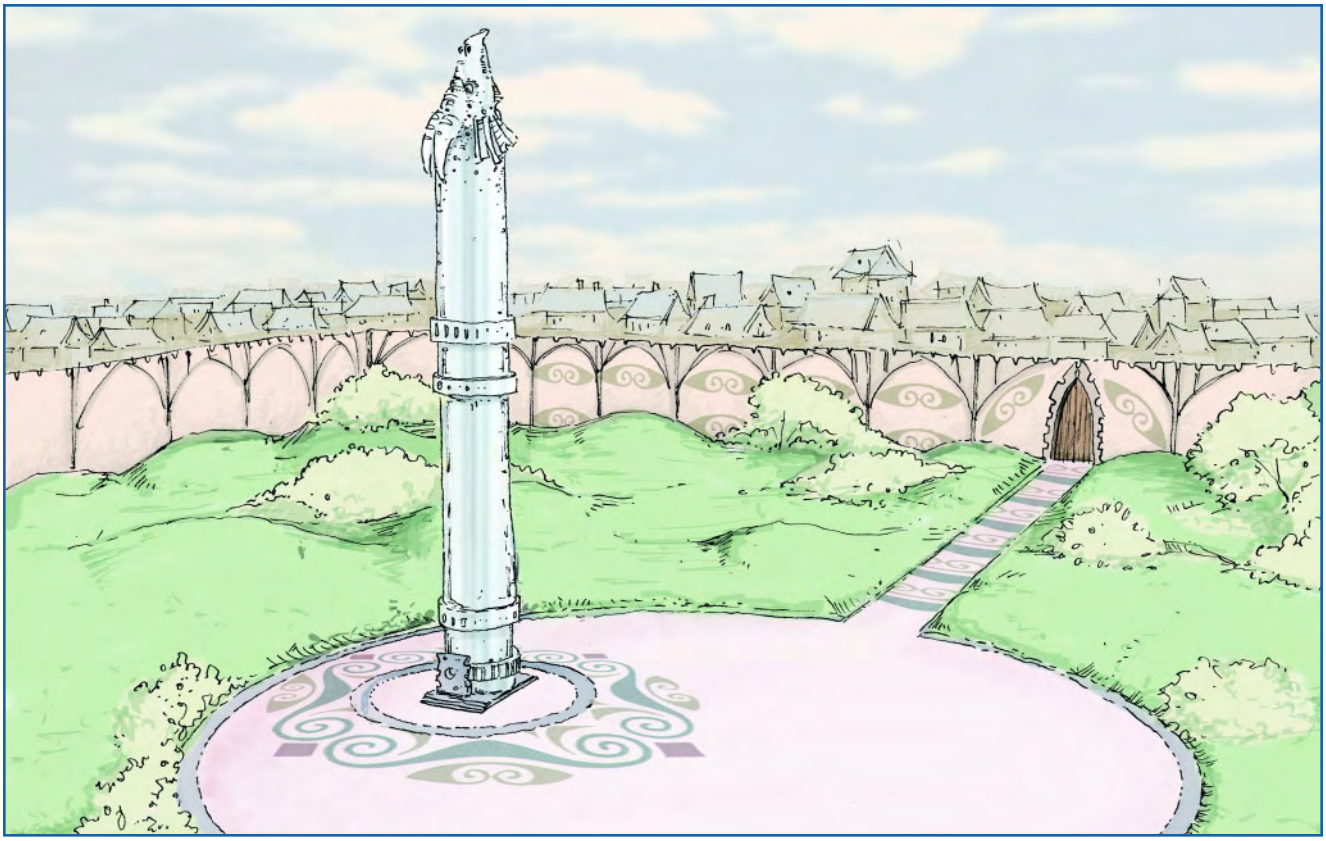
The only building is a single tower of odd design. It has no door or windows, and the top of it looks like the head of a silver dragon. Those familiar with the Nobles' Quarter know that this is no ordinary tower. The entire structure hinges near its base, so that the "neck" of the dragon lowers the "head" to the ground, whereupon the "mouth" opens to allow entrance.

THE INTERIOR OF THE DALLIMOTHAN TOWER

A permanent *dimensional lock* wards against those who would teleport into the Tower of House Dallimothan, and the entire tower is proof against *scrying* and similar intrusive divinations. The inside does not conform to the size and shape of the tower in any way—it is far larger on the inside than on the outside, with many strange and interesting rooms. For example, in the library the family keeps the "Great Book," which contains the name and details of every dragon that has ever lived or currently lives. The magical book updates itself with new information as needed.

As another example, the tower gives access to an underground chamber called the Dragon Vault, where Lord Dallimothan can conjure the spirits of ancient dragons and all present can inhale their ancient breath and receive various gifts, as befits the current circumstances. This chamber is held in highest reverence, and no one ever goes there except in the most solemn—or the most dire—of times.

The Tower of House Dallimothan was designed by the aasimar wizard Tirestian around 440 IA. He also designed the Pale Tower, whose interior similarly fails to conform to the size or shape of the exterior. A few people in both places wonder whether the gifted architect created a secret magical link or transport between the two locations.



Above, the Tower of House Dallimothan.

Erthuo Estate

Three Princes Street (#8, C4); see map, page 280 100,000 gp

The large estate grounds of House Erthuo show a keen eye for architecture that avoids the ostentatious while remaining elegant. A series of elevated walkways and gracefully arched bridges connect a few slender towers, the manor itself, and the Erthuo private library. The lawn's landscaping offers no footpaths through carefully designed rocky expanses, gatherings of shrubbery and trees, and open areas covered in carpets of green grass. The estate's natural beauty is held at arm's length.

The Erthuo family wards the manor house against spells somewhat. Anyone must overcome SR 25 to teleport into the manor, scry within it, or use similar magical transportation or divination effects inside. This extra security may be due to the family's valuable collections of rare books and antiques.

Encounter: Player characters visiting House Erthuo's estate notice two figures skulking around with a spyglass (Spot, DC 20). These are freelance reporters looking for information to sell to the broadsheets regarding the Erthuo family. If the PCs chase off these men (commoner3 and commoner4), the family members are more likely to be helpful and friendly to the group (+2 bonus on Diplomacy or Gather Information checks).

Kath Estate

Three Princes Street (#3, C4); see map, page 280 250,000 gp

House Kath is one of the wealthiest of the noble houses, and the estate shows it. The sprawling acreage of House Kath is filled with gardens, isolated courtyards, and babbling fountains. Aside from the main house and a few support buildings, the estate also has a small amphitheater and—perhaps strangest of all—an artificial stream created by magic to flow in a circle. It winds its way throughout the grounds with a delicate babbling and picturesque beauty.

Thanks to a permanent *dimensional lock*, the manor house is warded against those who would teleport in and remains entirely proof against *scrying* or similar intrusive divinations.

Khatru Estate

Crown Street (#31, B6); see map, page 280 180,000 gp

Perhaps not surprisingly considering the family's martial background, the estate of House Khatru looks more like a fortress than a home. A high curtain wall complete with towers surrounds the estate. Beyond a fortified bailey, a five-story keep rises like a bastion. Most of Khatru's one hundred private soldiers are stationed here at any given time, in addition to dozens of servants.

House Erthuo, page 91

House Kath, page 92



House Khatru, page 92 (Lord Dorant Khatru, above)

House Nagel, page 93

House Shever, page 96
The Shuul, page 131
Thollos Shever, page 96

Doraedian Mythlord, page 208
Lady Fransin Nagel, page 93
Odsen Rom, page 436
Sokalahn, page 438

Aelectricity is a near-mystical power generated by the most sophisticated of steam engines and sometimes stored in alchemical batteries. For more details, see Chapter 29: Technology.

Bodies sometimes "turn up" at the bottom of the cliffs below the Vladaam estate, but nothing is ever found linking the deaths to the noble family.

House Rau, page 93
Ghul, page 81

House Vladaam, page 96
Urban werewolves, page 97

House Sadar, page 94

FROM MY CAMPAIGN TO YOURS

In the original campaign, the player characters were granted Rosegate House from the Holy Emperor himself, after they saved his life from an elaborate assassination plot by Helmut Itlestein. For further details on Rosegate House, see the map and description on the separate sheet.

Nagel Estate

King's Road (#9, B5); see map, page 280
20,000 gp

One of the simplest of the noble estates, Nagel does not have much in the way of grounds—just a modest yard surrounded by a low stone fence. The house is a two-story brick edifice of solid, elegant construction, but it looks somewhat smaller than the manors of the other noble houses. Only a skeleton crew of servants maintains the estate, but what they lack in numbers they make up for in dedication.

Scenario: Doraedian Mythlord contacts the player characters and asks them a favor. A friend of his needs to go down to the Prison to pick up her husband, who is being released, and he would like her to have some escorts for safety. He doesn't tell them that his friend his Lady Fransin Nagel, and that her husband Kurtlan is being released because she finally managed to raise the gold to bribe the warden, Odsen Rom. (Rom had illegally imprisoned Kurtlan through the machinations of House Sadar.) After their charge and her husband are reunited and safely on their way home, the PCs can take advantage of their entry into the Prison area and explore Sokalahn's dungeons. Only much later will they learn that it was House Nagel they were helping—and that a noble family now owes them a favor.

Rau Estate

King's Road (#4, B4); see map, page 280
130,000 gp

House Rau's estate consists of a grand manor with surrounding grounds, but the house has started showing its age. Beneath the house and grounds lies an elaborate maze of secret passages and chambers. Some are escape tunnels into the sewers or into the cellars of nearby buildings, while others connect up with other underground passages dating back to the time of Ghul. House Rau keeps extensive maps of this labyrinth and can use them to reach many different areas beneath the Nobles' Quarter and even down into Oldtown.

Sadar Estate

King's Road (#2, B4); see map page 280
250,000 gp

Both the Sadar family and their home are sometimes called the House of Shadows. The estate is covered in thick woods in which one might find some deep and narrow ravines. An extensive graveyard is located in a clearing far from the manor house but close to the guest house.

A permanent *dimensional lock* wards the manor against those who would teleport in, and the entire place remains immune to *scrying* and similar intrusive divinations.

Scenario: The player characters follow a shadow-dancing thief who has stolen something of theirs but lose her at the gate of the Sadar Estate. The thief's name is Synlass Perideth (female elf rogue6/shadowdancer6), but if asked, no one at the estate knows her. (They are lying. She hides within.)

Shever Estate

Crown Street (#30, B6); see map, page 280
230,000 gp

The House Shever estate grounds are relatively small, although the manor house is large. A clock tower rises above the roof, and high above that is the aeroship mooring tower: a tall iron structure that looks more like scaffolding surrounding a thick pole. The house's ancient aeroship, always aloft, is tethered here and connects to the scaffold by a gangplank. For many years, the ship was simply decoration—its steam-powered rotors did not function, although its inflated gas-bag kept it afloat.

Today, thanks to assistance from the Shuul, it once again functions. Thollos Shever has taken the aeroship to Tarsis and back twice in the last year, a trip that took a scant thirty hours (one way). The aeroship requires a crew of six and can carry eight additional passengers or four tons of cargo.

The house has more than its share of technological conveniences, including aelectrical fans mounted in the ceilings, centralized steam heat, a steam-powered elevator, clockwork mechanical doors, and more.

Vladaam Estate

High Street (#36, B7); see map, page 280
160,000 gp

A fine manor seated at the heart of a large estate, the home of the Vladaam family is infamous for its guard-wolves, which are in fact werewolves. Beneath the three-story manor house lies a fairly large dungeon for prisoners and a vault for safekeeping family treasures. The estate, located right on the Jeweled Cliffs, overlooks the lower portions of the city.

ROSEGATE HOUSE

Blazon Street (#15, B5); see map, in envelope
8,000 gp

Rosegate House is a small to medium-sized two-story manor house on a small plot of land. For a map and details of the house, see the Rosegate House handout on the sheets included with this book.

Rosegate House exists to become the eventual home of the player characters in the campaign, should they earn the right to live in the Nobles' Quarter—and assuming they wish to. They could earn the house as a reward from a wealthy benefactor (anyone from the Holy Emperor to

the Commissar or one of the noble families). Or, they could purchase it themselves for approximately 100,000 gp.

The Crypt

Not mentioned in the handout is the fact that a secret trap door (Search, DC 28 to find) in the dining room leads to a hidden staircase. These steps go down to an ancient crypt with three tombs of people who lived in the house long ago. All doors are made of iron two inches thick (hardness 10, 60 hp, break DC 28) and locked (Open Lock, DC 30).

Lady Callindis' Tomb

Anyone passing into the area immediately beyond the crypt's door triggers an *incendiary cloud* trap.

***Incendiary Cloud* Trap:** CR 9; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*incendiary cloud*, 15th-level wizard, 4d6/round for 15 rounds, Reflex save, DC 22, half damage); Search DC 33; Disable Device DC 33.

The interior of the first tomb is covered in plaster, painted with scenes of the city as it looked about one hundred thirty years ago. In the middle of all of this is a sarcophagus.

Despite being a powerful wizard necromancer, Lady Callindis could not manage to cheat death completely. She did, however, set up a *geas*-like compulsion that affects anyone who lays eyes on her sarcophagus. All such victims must make a Will save (DC 19) or immediately do whatever is necessary to raise Lady Callindis from the dead. As she has been dead for one hundred thirty-two years, this almost certainly will require a *resurrection* (not *raise dead*) from a 14th-level caster. If one of those affected is not a cleric of sufficient level, affected characters will have to find someone. Affected characters do not willingly submit to magic that could remove or dispel the magical compulsion.

If Lady Callindis does come back to life, she was a 15th-level human necromancer of neutral evil alignment (resurrected, she would be 14th level, of course).

Lady Callindis was buried with 7,000 gp worth of jewelry and her *staff of frost* (38 charges).

Lord Evanston's Tomb

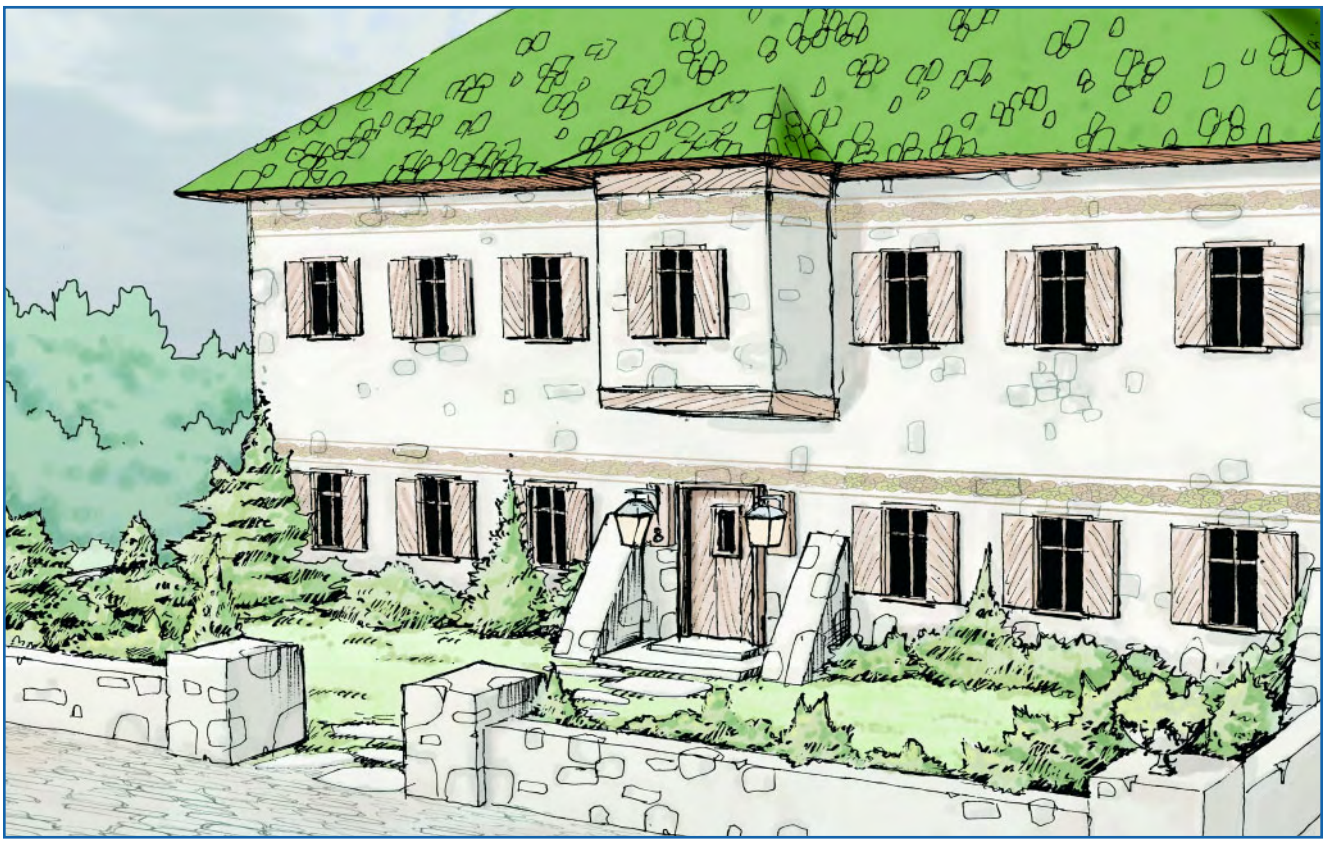
Immediately in front of the door to the next tomb is a ten-foot-square trap door that opens if more than fifty pounds is placed upon it. The trap door gives way to a pit one hundred feet deep.

Wide Pit Trap: CR 9; mechanical; location trigger; manual reset; Reflex save, DC 25, avoids; 100 feet deep (10d6, fall); multiple targets (all targets within a 10-foot-square area); Search DC 25; Disable Device DC 25.



The hidden crypt below Rosegate House continues the overall theme of Ptolus: that there's always something going on beneath the surface, both literally and figuratively.

The player characters may not realize it at the time, but rousing Evanston and letting him loose in the city would not endanger anyone except vampires. He does not have all the powers of a vampire, but he has some powers that are unique.





Cherubar, page 41

Lord Evanston, in life, was a square-shouldered, dark-haired man of average height. In death, he appears gaunt and somewhat jaundiced. He wears a grey tunic over his chainmail, and his cloak of displacement *is midnight blue. He speaks softly, using few words and only minimal expression. He has been dead for more than a century.*



Thanks to preparations taken by his wife, Lady Callindis, Lord Evanston waits in his tomb in an undead state. However, he appears to all senses (including a *true seeing* spell, but not a *detect undead* spell) as a living man, asleep atop a stone slab. If touched, he awakens. Although undead, Evanston is not evil, but true neutral. He is also a unique type of undead—one that, once roused, must feed on the blood of vampires.

He does not want his wife to return to life but, if awakened, he fights to retain his own strange existence. If no fighting seems necessary, he flees.

Lord Evanston
Male "vampire-drinking" vampire (Neutral)
Fighter9/rogue7 **CR** 17*
HD 9d12 + 7d12 **hp** 111
Init +9 **Speed** 30 feet
AC 28, touch 12, flat-footed 28
BAB/Grapple +14/+20
Attack +23 melee (1d8+10, battleaxe) or +21 ranged (1d8+1, light crossbow)
Full Attack +23/+18/+13 melee (1d8+10, battleaxe), or +21/+16/+11 ranged (1d8+1, light crossbow)
SA Sneak attack +4d6, vampire blood drain (as blood drain, but drains 1d4 points of Charisma; if all Charisma is drained, vampire turns to dust), *dominate* (CL 16th, Will save DC 17), *control undead* (CL 16th, 32 HD of undead, Will save DC 19)
SQ Evasion, trap sense +2, DR 10/silver and magic, fast healing 5, gaseous form, resistance to cold 10 and electricity 10, *spider climb* at will, +6 turn resistance, uncanny dodge
Fort +8, **Ref** +15, **Will** +9
Str 22, **Dex** 20, **Con** —, **Int** 12, **Wis** 15, **Cha** 15
Crucial Skills: Balance +11, Bluff +10, Disable Device +11, Hide +16, Intimidate +14, Listen +22, Move Silently +25, Search +9, Sense Motive +10, Spot +21, Use Magic Device +10.
Other Skills: Handle Animal +13, Ride +11, Use Rope +15.
Crucial Feats: Cleave, Combat Reflexes, Dodge, Mobility, Point Blank Shot, Power Attack, Rapid Reload (light crossbow),
Other Feats: Alertness, Diligent, Improved Initiative, Iron Will, Lightning Reflexes, Stealthy, Weapon Focus (battleaxe), Weapon Focus (light crossbow), Weapon Specialization (battleaxe).
Possessions: *+2 chainmail armor of shadows and silent moves, +1 heavy steel shield, +2 undead bane silver battleaxe, +1 light crossbow, +1 silver bolts* (10), *ring of invisibility, cloak of minor displacement*, wooden stakes (3), onyx ring worth 150 gp.
* CR is lower than standard, as he lacks energy drain and his bite affects only vampires.

3. Master Nilliad's Tomb (EL 14)

The interior of this final tomb looks like a nursery, the plaster walls decorated with faded paintings of clowns and fanciful dragons. Toys and child-sized furniture fill the room, along with three sarcophagi—one of which is very small.

The son of Lady Callindis and Lord Evanston, Nilliad, died very young. The lad's nurse and the family butler were entombed here with him. Both remain as dread wraiths. They attack only if anyone disturbs the small coffin, appearing as spectral versions of themselves in life: a frumpy, portly old woman and a balding old nebbish of a man.

Dread Wraiths (2): hp 100 and 110; see MM.

SOARING IDYLL

above Crown Street (#33, B7); see map, page 280 130,000 gp

This large luxury apartment building appears to be a four-story stone structure floating eighty feet above the ground. It floats thanks to powerful spells cast by a trio of wizards forty years ago—they claimed they learned the spell from a cloud giant mage in Cherubar. The building's base measures two hundred feet square and sixty feet high. It slowly rotates to provide every tenant with a daily view of the sea.

The Soaring Idyll's owners, a group of wealthy investors, have hired Allarrete Cangeri (female elf commoner5) to serve as the manager. She employs a staff of thirty-two to provide maid service, security, and maintenance, as well as groundskeeping in the lavish sculpture and flower garden beneath the building.



Other Locales in the Nobles' Quarter

Name	Type	Location	Proprietor	Staff	Notes
Buckingham's		King's Road (#26, C6)	Edina Ferrar (female human aristocrat3)	3	Sells furniture
The Dry Easel		Crown Street (#28, C6)	Paema Coldwhisper (female elf commoner2)	0	Art supplies
Elan's Foods		Longhour Street (#14, C5)	Nara Tallendi (female gnome expert4)	2	Gourmet food
House of Delights		Crown Street (#25, C6)	Salinda Kopp (female half-elf expert5)	14	Legal brothel
Indigo Services		Hin Street (#20, C5)	Fassere Armond (male human expert8)	20	Servant employment service
The Jade Woman		Crown Street (#29, B6)	Lassa Fedeli (female human aristocrat4)	4	Sells women's clothing
The Jewel		King's Road (#22, C6)	Rerold Codwink (male human commoner4)	9	—
Kadaver's		Jeweled Road (#24, B6)	Kistron Nelabast (male human vampire rogue4)	2	Secret bar for criminals
Moleshan's		King's Road (#21, C5)	Yorrick Moleshan (male human aristocrat5)	15	—
Nestor's		Hin Street (#27, C6)	Talbot Ferrar (male human aristocrat3)	4	Sells men's clothing
Quist		Hin Street (#19, C5)	Edark Norbel (male human commoner2)	1	Caters to servants and workers
Ravenwood		Crown Street (#35, B7)	Alea Theris (female human expert3)	3	—
Sussustel's Winery		King's Road (#5, B4)	Borred Bitterstone (male dwarf aristocrat4/expert7)	14	—
Tavatar's Jewelry		Hin Street (#18, C5)	Tavatar (female centaur expert5)	1	—
Therad Stone's House		Iris Street (#7, C4)	Therad Stone (male human expert15)	0	Sage
The Winsome Gallery		Three Princes Street (#12, C5)	Wylsaen Faechild (male elf expert1)	3	Art gallery
Zellath Kory's House		Three Princes Street (#1, B3)	Zellath Kory (female human rogue3/sorcerer7)	4	Sorn cell

More than seventy tenants live in the two dozen spacious, well-appointed flats. A levitating platform brings residents and visitors to the entrance at the bottom of the building. Some tenants, however, use their own spells or specially commissioned magic items to get to and from the ground. Rent in the Soaring Idyll costs 1,000 gp per month; it is one of the most prestigious places in the city to live.

SWORDTHROWER'S CLUB

Longhour Street (#13, C5) ★★★★
see map, page 300 160,000 gp

Swordthrower's is a social club. Far more than a tavern, it is accessible only to those recognized by the guards at the door (human male warriors5 marked "G" on the map) or those who come bearing an invitation. These printed invitations are like pass cards—they work as many times as needed, but any employee of the club has the ability to immediately revoke and confiscate them.

The club has two levels. The first serves mainly as a grand entrance, with storage and office space plus guardrooms. There are ten guards on duty here at any given time. The second level, reached by a staircase that rises and lowers from the ceiling, contains the club, where minstrels play, dancers dance, and the clientele drinks and mingles. Private rooms in the back are used for confidential meetings, small exclusive parties, and rendezvous with the expensive prostitutes (all non-licensed and illegal) who work at the club.

Swordthrower's is known as a gathering spot for members of House Abanar. The owner, Yavan Helliscon (male human rogue11), is a low-ranking member of the house himself. Yavan also works for Malasir, an efreet who serves as Kevris Killraven's head of operations in the Quarter. As Swordthrower's is Malasir's main income source, he guards it jealously, appearing there almost every night in human form—a handsome mountain of a man with appetites of all kinds and a terrible temper. Malasir has two Harrow elf assassin henchmen (male rogue6/assassin6) that watch over the place when he is not present.

Korben Trollone uses Swordthrower's as an out-of-the way spot to meet with his mistress, Nallia Feston (female human commoner1).

Malasir, Efreet: hp 100; see MM (but his 28 Strength adds +3 to attack and damage rolls in melee and his 18 Constitution adds +2 to Fortitude saves and Concentration checks).

OTHER LOCALES

You can insert the additional locations in the table above as needed into a Ptolus Campaign when using the Nobles' Quarter.

Edina Ferrar, proprietor of Buckingham's, is the sister of Talbot Ferrar, proprietor at Nestor's. Both shops are fully owned by House Abanar.



An invitation is required for admission to Swordthrower's.

House Abanar, page 88

Harrow elves, page 52

Korben Trollone, page 361



Chapter 13:

NORTH MARKET

One of two markets in Ptolus, the North Market is known for its open-air stalls more than its workshops. Those interested in the technology of the Empire should check out the Smoke Shop, and shoppers can always take a break and have a drink at the Red Stallion Pub.





Locator Map

THE NORTH MARKET IN BRIEF

Area: *227 acres*
Population: *About 9,000*
Primary Function: *Commerce*
Primary Social Class: *Low to middle*
Discovery Lane (I3)
Labor Street (I3)

Many lifelong Ptolus residents call the North Market simply "the Market," while they call the South Market the "South Market." The North Market, which centers more or less around the North Gate, attracts farmers and others from north of town with goods to sell. Ptolus residents themselves conduct a fair bit of commerce here in open markets and shops. One of the busiest commercial areas, Market Street, runs through the heart of the North Market. The district is bounded by the cliffs of Rivergate on the west, the wall of the Necropolis on the east, the city wall on the north, and Golden Elm Way on the south.

THE FLAVOR OF THE NORTH MARKET

The smell of fresh vegetables. The sounds of a crowd, with vendors shouting their sales pitches above the noise. A farmer toting a crate of produce with one hand and holding tightly to his young son with the other—it's the first time the youngster's ever seen the "big city." This is the hustle and bustle of the North Market.

The North Market differs from the South in that it is a "market" in a truer sense of the word. Open areas overflow with vendors selling from wagons, carts, tents, and stalls, and small shops cluster together in the district's squares. While the South Market contains many shops where artisans create and sell their wares, little is actually produced in the North Market. A soap seller in the South Market has likely made her soap in the back of the shop, but that's not the case in the North Market.

About 75 percent of the goods sold in the North Market are perishables and food, not craftwork. Generally speaking, if you want a new leather jerkin, you're better off going to the South Market, but if you need flour and milk, the North Market is a better destination.

Although the North Market is a commercial district full of shops and people selling various goods, it is also a fairly major residential area. More and more people have taken to living in the market, even though they might work elsewhere.

RUNNING THE NORTH MARKET

The player characters may not come to the North Market very often, even though the typical resident of Ptolus knows the area like his own neighborhood. This where the common folk buy their food and many other necessities of life but, frankly, most campaigns don't get into that level of day-to-day detail. When the PCs do go

"shopping," they're likely to go to Delver's Square, the Undercity Market, or perhaps the South Market.

To really use the North Market, then, DMs need to set it up as a backdrop for events. It is where the trail the player characters follow leads them, it is where they find the informant, it is where the desired entrance to the Undercity lies.

Describe a trip through the Market during the day as a matter of making one's way through one crowd after another. Vendors and hucksters stand right out in the street to sell their goods. Someone hawks bags of beans right next to someone selling copper jewelry, right next to someone else selling small packages of tea. At night, though, the district grows quiet. Formerly crowded squares become wide open areas with little or no light.

PEOPLE OF THE NORTH MARKET

"You look like a gentleman with a fine eye. A discerning eye. Take a look at these potatoes. You've never seen such specimens of great size and quality, I'll wager. No, don't go over there. Their food is days old, likely spoiled—you never know what you're biting into there, if you know what I mean. Just five copper pennies for a whole bag. No, no, for you—four bobs, and I'll throw in a pair of these nice round onions. No? Can I interest you in some jewelry?"

The folk of the North Market are interested in making a sale. Some do that by talking fast and smooth, and some do it by providing quality products that bring customers back the next day or next week. A small handful do both.

A lot of non-natives do business in the North Market—mainly farmers with wagonloads of produce, or rural craftspeople looking to sell their wares in the big city. Although Ptolus has a large number of fishermen of its own, some of the folk from nearby villages find it profitable to bring their catch into Ptolus. Rather than take it to the Fish Market in Midtown, they sell it here in the North Market, usually close to the North Gate.



All this means that this is the only part of Ptolus that some people ever see. Thus one can find taverns, eateries, hostels, brothels, gambling dens, and other simple entertainments that cater to such folk.

MAN ON THE STREET

Avros Tylor: Avros, a tall, lanky human man with big ears and a remarkably large nose, is a puppeteer. Typically he's got a wooden marionette in one hand—usually a dragon, a silly

Delver's Square, page 198
Undercity Market, page 423

"Some say that you can tell a lot about a people by the food they eat. If this is true, then the folk of Ptolus are a diverse and often spicy lot."
—Tinerias Edren, philosopher

Fish Market, page 203

MAP KEY

103. Gatehouse Pub (page 311)
104. Eddarth Stables (page 311)
105. Telenn's Sweetery (page 311)
106. Farmer's Rest (page 311)
107. Verda Marsh's House (page 311)
108. Cloudstone (page 311)
109. Red Stallion Pub (page 309)
110. Wagon Wheel (page 311)
111. Church of the Lawgiver (page 311)
112. Killraven's Tower (page 308)
113. Mitoren's Blades (page 309)
114. Book Wagon (page 305)
115. The Old Muller House (page 311)
116. Catty's (page 311)
117. Lendarick (page 308)
118. Inchin's Butchery (page 311)
119. Juggling Fools (page 311)
120. Adda's Baskets and Tavoh's Bakery (page 311)
121. Smoke Shop (page 310)
122. Nall Hall (page 309)
123. Wondrous Tattoos (page 310)
124. The Zar'at (page 310)





Of course, not everyone in the district is a shopkeep or vendor. For every person selling a sack of flour, there are two who tote sacks of flour into the Market, clean out the vendor's stall, and perform other tasks. Plus, many people just live in the North Market and don't work there at all.

The Commissar, page 149
The Iron Mage, page 340
Prince of the Church, page 294

Despite it being technically illegal in the Empire, some merchants willingly accept barter for goods, trading for something they need or other goods they can sell.

chicken, or a mule—and a hand puppet on the other. One of them often depicts a person, like a fussy priest, a mean City Watchman, a surly dwarf, or perhaps even such well-known individuals as the **Commissar**, one of the nobles, the **Iron Mage**, or the **Prince of the Church**. Avros fancies himself a satirist, but mainly he just entertains children over whose heads most of his social and political commentary flies unnoticed. They just like to see the silly chicken dance about and hear the funny voices Avros gives to his characters. Avros lives on the coins that are tossed into his hat while he performs on the street. Although he makes a decent living, his money goes into materials to make new puppets, so his clothing is ill-fitting and threadbare, making him appear even more clownish.

Nallis Sevensong: It's difficult for a gnome, even one with Nallis' sparkling violet eyes and sing-song voice, to make herself seen and heard in the crowds of the Market as she tries to sell her wares. That's why her cart has a high wooden platform built into it that she can climb upon to stand even higher than the humans around her. Nallis sells small jugs of milk and hunks of cheese for a silver coin each. Her husband buys the milk from farmers south of town and brings it to their home on Liripipe Street, where Nallis puts it in jugs and makes cheese in the cellar. After a few years of working in the Market every day, Nallis has developed a loyal clientele and almost always sells all her wares by noon. She's extremely gregarious and chats warmly with those who come by for as long as they wish.

Farfran Hone: Although he was born missing most of his right arm, Farfran has never let that get in his way. With shaggy brown hair, spectacles, and a beard, this human man dresses very nicely as he makes his way through the Market with a wooden box held in front of him at his waist by straps. The box holds all manner of small objects that he sells for a few coppers or maybe a silver coin: spools of string, needles, buttons, soap, quill pens, chalk, little toys, whistles, small tools, or even an empty flask, a colorfully painted mug, or a pair of stockings.

He also has a handful of more expensive items—rings, bracelets, a razor, a tiny vial of perfume, a small jar of cosmetics, tindertwigs, flint and steel—but even these never go for more than a single gold coin.

In addition, his box has an unusual miscellany of items that makes some people wonder who might want them: keys for unknown locks, holy symbols of obscure gods, gears from an old watch, spectacles without any lenses, scraps of miscellaneous cloth, and even stranger things.

NORTH MARKET RUMORS

"Hell's Merchants." Throughout the Market, a small handful of vendors are actually demons in disguise. They sell what appear to be normal goods, but in fact each item carries with it a curse that brings ill luck (or doom) or carries an enchantment that forces one to do evil.

"Everything Falls Apart." The timber roof covering a popular market square is said to be in dire need of repair and may collapse at any time. Some locals are even taking bets as to when it will all come tumbling down.

"Killraven's Gambit." The criminals working for Kevris Killraven plan to make a single, sweeping strike in the North Market that will rid the district of Balacazar influence for good. If true, this move likely will leave the district's back alleys awash in blood.

NORTH MARKET LOCATIONS

The North Market includes some varied and interesting locations. So many of the merchants here come and go that it may be difficult to find the same one twice. Others, however, are more permanent.

BITH THE RATTER

mobile 230 gp

Bith the Ratter (male human rogue2/warrior1) usually parks his wagon along Calabis Street, but he sometimes moves around a bit. A rat catcher with an infamous reputation, Bith (he never uses a surname) is short and stooped with stringy black hair, small eyes, and a long nose. He keeps a pair of small, wiry, and dirty terriers to dig under buildings and chase out his quarry. His wagon, a roofed vehicle with wooden sides, contains many weapons, traps, tools, and poisons to help with his work. It also serves as his home.

Bith is an excellent source of information about the ratmen—their weaknesses, their strengths, their behavior, and even their culture, such as it is. He hates ratmen more than anything: "A rat with the brains of a man—nothing worse in all creation," he has been known to comment. Adventurers who have enjoyed success against these foes in the sewers will find a ready audience for their tales in Bith.

THE BOOK WAGON

Upper God Way (#114, H4)
see map, page 303 30 gp

Although it's technically mobile, the Book Wagon hasn't moved in well over four years. The owner, Darthalis Temester (male human expert10) is an information broker of the highest order. Ostensibly selling books, he actually makes it his business to try to know everything about everything in Ptolus. Anyone willing to pay his fee—usually 10 gp, but depending on the information, it could run as high as 500 gp—can add a +5 bonus on one Knowledge (local) check.

Darthalis dresses nicely in the latest fashions but has an annoyingly self-satisfied manner. Although he never carries a weapon, he has little to fear wherever he goes. Powerful organizations—from the Killraven Crime League to the Knights of the Pale and even the City Watch—all rely on him and his network of informants. They would never permit anything to happen to him.

HEAVENLY BAKED GOODS

mobile 30 gp

The aging Edwina Coll owns a cart pulled by her large Great Dane over which hangs the sign, "Heavenly Baked Goods." She's been a fixture in the Market for years, with a reputation of having some of the greatest bread and pastries in the city.

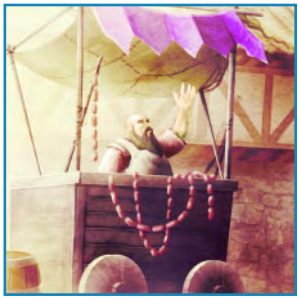
Unbeknownst to all her customers and fellow merchants, Edwina is the leader of the Knights of the Secret Sun faction of the Knights of Shadow, a group that seeks to better society at large through enlightenment. She conducts Secret Sun business only at night. A supporter of the Empire—and, in specific, of Emperor Segaci and the Commissar—she ultimately wants to use her organization to move against Holy Emperor Rehoboth.





Knights of the Pale, page 125
City Watch, page 150

Kevris Killraven, page 122



Knights of Shadow, page 127
Emperor Segaci, page 79
The Commissar, page 149
Holy Emperor Rehoboth, page 293

Ratmen, page 625

The sewers, page 439

Rather than making any kind of roll, the DM can simply require PCs looking for some important bit of information or news to come to Darthalis, or another character equally in the know. In fact, the result of an initial Knowledge (local) check on the matter may simply be, "Go ask Darthalis Temester."

EATING IN PTOLUS

Since the average Ptolus commoner earns between one and three silver coins per day, most people cannot afford to take meals in a restaurant or pub. They eat **at home**. Their staple is first and foremost bread, sometimes baked around meat and gravy (or cheese), or with hunks of vegetables and herbs, but usually served plain with cheese or fruit jam. Potatoes and carrots are common fare, as are chickpeas and blackberries.



Pubs and taverns that serve food in addition to drinks are common—in both senses of the word. Normally, a single menu item simmers above the hearthfire: a pot of stew, a haunch of beef or pork on a spit, or a pair of chickens, ducks, or geese. Fish is also common fare. These are served with a smattering of vegetables and a great deal of bread with butter, cheese, or hummus made from chickpeas.

Those who can afford it usually prefer to eat at a **restaurant** rather than a tavern; the selection and quality of the food is far superior. Some establishments, like the Ghostly Minstrel in Delver's Square (see page 204), have divided their main room into a restaurant and an alehouse so as to please both types of clientele. A restaurant serves a variety of dishes, but some common favorites are pasties, pastry shells with cooked meat and vegetables inside; potato and chicken dumplings; and roasted or grilled venison, duck, or pork, seasoned with thyme, oregano, paprika, and more. Soups are also popular.

In a restaurant, customers are expected to dress nicely, while pubs and taverns have no such restrictions. Some restaurants require an even higher level of personal presentation. Reserving a table is usually necessary at nicer restaurants, and sometimes requires many days' notice in advance. (Reservations are made easily through couriers; see page 164.)

Trendy, wealthy, and society-conscious individuals eat "out" almost every night. This is the chief means of social contact among the aristocrats and upper class—social status can be defined not just by what you eat but where, with whom, and even at what time of day or night. Upper-class restaurants are usually open affairs that allow diners to see who else is eating there that evening and, perhaps more importantly, be seen there themselves. Small restaurants near the entrance to the Nobles' Quarter go in and out of fashion (and thus in and out of business) with each season, while other establishments have been known as bastions of sophistication for decades. **Dinner parties** at the homes of the wealthy are another mainstay of the elite social scene.



Meals of the Day

In Ptolus, **breakfast** is a light meal, usually consisting of bread, cheese, and sometimes cold meats. For a more elaborate breakfast, a chef might fry the bread alongside some eggs or even in a seasoned (often sweetened) egg batter. Grilled bread with cinnamon, cold herring served in a bowl with oatmeal and chopped nuts, or a mixture of berries in cream also make a fine breakfast.

Also light fare, **lunch** is often a meal that distinguishes one's class; members of the lower classes typically do not eat lunch, but only stop their workday long enough to drink strong coffee or tea. Lunch is usually cold and consists of bread and cheese, cold meats, and fruit or uncooked vegetables (such as carrots and green beans). Only the upper classes typically eat a hot lunch, usually consisting of soup, a mixture of fried fish and potatoes, or hot bread topped with stew or gravy.

Dinner is the main meal of the day, taken usually about an hour before sunset—although later is more fashionable. Many Ptolusites are known to gorge themselves at their nightly meals if they can afford to. A multi-course affair, dinner starts with a selection of fruits and cheeses, then soup, then a main course involving meat or fowl and cooked vegetables, and finally bread (often with warm honey or fruit jam, but sometimes with gravy or a vegetable paste).

Dinner is followed up by **dessert**. Desserts come in many varieties, from fruit and custard pies, to caramelized fruits, pastries (most people seem to prefer those dipped in honey as opposed to those rolled in sugar), crunchy flatbreads with sugar or syrup, soft potato pancakes rolls stuffed with jam, and cakes of all kinds. One popular cake is a thick, rich, moist affair seeping with thickened sweet cream. Hard candy, taffy, and dried fruits are also popular, particularly among those who like to leave after the bread course and take their dessert with them.

Racial Foods

Not surprisingly, each of the common races—humans, elves, dwarves, gnomes, and halflings—has its own food preferences.

Dwarves: Dwarvish food is simple, well cooked (overcooked by some standards), and plentiful. Dwarves almost never snack and generally eat only twice each day, but their morning and evening meals are large. They usually avoid all but the simplest spices and seasonings, like salt or butter. "All that flavor just gets in the way," some dwarves say.

Elves: Despite what most people believe, elves are not vegetarians. Elven food does not differ greatly from a human menu, except in preparation. Elves spend a great deal more time preparing their meals, with a wide variety of herbs and spices, sauces, glazes, and decorative elements.

The elven palate seems far more discerning than a human's or a dwarf's. Elves generally eat very small portions and would typically rather go hungry than dine on a distasteful or poorly prepared dish. All the elven races share the same food preferences.

Gnomes: Gnomes have a predilection for sweets that would rot even the sweetest tooth among humans. Evidently, gnomish bodies process sugar differently than those of other races, because many gnomes survive almost entirely on what other races would call dessert.

Half-Orcs: Like their orcish relatives, half-orcs like meat and lots of it. They have little patience for "courses" and often demand all their dinner at once. They like to eat as quickly as possible—half-orcs have incredible metabolisms and can consume huge quantities. For the last six years in a row, the winner of the Godsday Festival eating contest (see page 392) has been a half-orc.

Halflings: Most halflings do not concern themselves overmuch with food. They eat when hungry (which is often), but don't place a lot of importance on food. "One thing's as good as another," a halfling might say. "You're just going to be hungry again later, either way." Due to their rapid metabolisms, the typical halfling eats as much as a human, but spreads it out over the course of the day in smaller, seemingly random, meals.

Minor Races: *Centaurs* are vegetarians. An aram eats twice as much as a human in a given day. A meal might begin with a wide selection of fruits, and then a mixture of cooked vegetables, followed by bread and more fruit. A huge bowl of washed leaves and grasses sprinkled with oil and vinegar is a delight to an aram.

Litorians are almost entirely carnivorous. They see little point in elaborate food preparation but look upon eating pragmatically. "Eat to live, don't live to eat," is one litorian motto. Most do not care for sweets. The exception comes on litorian feast days, when they eat in great quantities but still do not favor elaborate presentation or preparation.

Owing to their frequent state of poverty, *lizardfolk* in Ptolus are not picky eaters. Whenever possible, they prefer to dine on fish and other seafood.



The Ghostly Minstrel menu is fairly representative of Ptolus foods.

Drinks

Ale and Beer: Ale and beer, most brewed right in the Guildsman District, is available in every tavern and sometimes from street vendors in the afternoons. Ale and beer (the only difference between the two is the hops in the beer) are never expensive and generally do not vary much in quality unless a cheap tavern-owner has stretched his supply by watering it down. The "best" of them, according to most drinkers, are the thick, frothy dark ales. Some, however, prefer the weaker and usually somewhat cheaper varieties. Most taverns do not offer a selection, though.

Cider and Perry: These drinks, made from apples and pears, come in fermented and unfermented form. The unfermented versions are the most common cold drinks in Ptolus. Hard cider and perry are thought of as drinks for the middle class; some even call them "merchant's ale."

Coffee: Relatively new to the Empire, this southern concoction has become quite popular. Dwarves like thick, black coffee almost as much as they like thick, dark ale. Most humans and halflings flavor theirs with cream and/or sugar. Elves generally dislike coffee altogether. Coffee is generally served hot, although iced coffee flavored with thick, sugary cream or even maple is a favorite in very expensive restaurants.

Liquor: Ptolusites drink rum, brandy, and whisky in large quantities. Watered rum, called grog, is popular in the Docks. Some people flavor these drinks with fruit, honey, or sugar.

Milk: Milk is rare and generally considered a child's drink.

Tea: Tea has been a staple throughout the continent for a thousand years. Flavored blends of tea and herbal teas are common—in fact, some establishments create their own secret blends and guard the details like the keys to a treasure vault. The elves of the Moonsilver Forest are known for their delicate herbal teas in particular. Tea is flavored with cream, honey, and/or sugar, all of which are fairly common. It is served only hot.

Water: An abundance of underground springs and streams makes fresh water plentiful in the city (water from the King's River is both hard to get to and usually contaminated with sewage). Common folk drink water with their meals.

Wine: Wine is fairly commonplace and ranges from the cheapest of human vintages to the most expensive and elaborate elven wines. In general, elven wines cost at least twice the price of other wines. Wine is so common that one can find light or honey-sweetened breakfast wines, spiced afternoon wines, and full-bodied evening wines. Some taverns sell a mixture of beer and wine, called berserker, which is certainly an acquired taste and usually leaves one with a powerful hangover.



HAGGLING

Haggling over price is expected in the North Market. It is often permissible in other parts of town, too, although never in taverns or restaurants. To run a brief haggling encounter, have the merchant start off with a price that's 10 to 100 percent higher than normal. Don't bother with the math, just increase the price by one or two coins—thus, he offers a 1 cp candle for 2 cp, a 4 gp fishing net for 5 gp, and a 10 gp mirror for 12 gp. The merchant talks up the exceptional quality of the specific item, talks down the competition, mentions the item's rarity or other special aspect, describes how difficult it was to obtain or make, gives a sob story about how much she needs the money, or compliments the buyer in some way. Or, he uses a combination of these gambits.

A buyer who doesn't want to pay that price attempts a Diplomacy check. An easy success (DC 10) reduces the price to normal, but a difficult one (DC 20) reduces it by 10 to 50 percent off the original price (shave off a coin, although the price is never "free"). The merchant tells the buyer that the "reduced" price is just for him, and notes his shrewdness or even his meanness. The buyer can attempt to use Bluff instead of Diplomacy, reflecting that he tells the merchant some lie, but he must state which price level DC (10 or 20) he is aiming for, because failure at either level results in the merchant seeing through his lie and not doing business with him at all. You may even want to add the merchant's level to the Difficulty Class (usually 1d3, if not listed).

Pabos Lendarick is a thin man who cannot afford expensive clothing, and yet still manages to maintain an impeccable appearance. He has a thin mustache and short brown hair. Although he rarely smiles, he remains a friendly and kind man.

Edwina Coll
Female human (Lawful Neutral)
Commoner11 **CR** 10
HD 11d4+11 **hp** 39
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +5/+6
Attack/Full Attack +7 melee (1d4+2, dagger) or +8 ranged (1d4+2, dagger)
Fort +4, **Ref** +7, **Will** +8
Str 13, **Dex** 15, **Con** 12, **Int** 18, **Wis** 17, **Cha** 15
Crucial Skills: Bluff +9, Hide +5, Listen +18, Sense Motive +10, Spot +13.
Other Skills: Diplomacy +9, Knowledge (local) +14, Profession (cook) +18.
Crucial Feats: N/A
Other Feats: Alertness, Iron Will, Lightning Reflexes, Skill Focus (Knowledge [local]) Skill Focus (Profession [cook]).
Possessions: *+1 dagger, potion of invisibility*, spectacles, pocketwatch, 13 gp.



The neighborhood dogs like hanging around Lendarick, as Pabos always has some bones or other treats for them.

KILLRAVEN'S TOWER

(abandoned); Labor Street (#112, H3); see map, page 303 10 gp

This old stone tower leans to one side; it appears hardly stable, let alone occupied. Nevertheless, word on the street (Knowledge [local] or Gather Information, DC 20) has it that the tower is actually the secret entrance to Kevris Killraven's underground stronghold.

This is not the case, however, and it never was, as one can confirm with a higher success at the skill check (Knowledge [local] or Gather Information, DC 28). As Killraven likes the misdirection it provides, however, her troglodyte minion Durant sometimes spends time loitering suspiciously around the abandoned tower. From time to time, she also sends some of her trademark ravens to roost in its eaves.

Kevris Killraven, page 121
Durant, page 122

Killraven's actual headquarters lies beneath Midtown. Very little is known about it.

LENDARICK

Pennylost Street (#117, I4)
see map, page 303 300 gp

This wooden building looks like little more than a shack. The sign over the door reads simply "Lendarick," which gives no suggestion of what's inside. The sounds of barking might give that away, however.



Lendarick is a dog kennel with a large fenced-in area around back and many individual dog pens. Customers can buy dogs here or kennel their own animals (for 12 sp per month). Pabos Lendarick (male human commoner1) is the proprietor. He lives in the house next door with his rather large family.

Pabos loves dogs and all creatures canine, and knows everything there is to know about the animals. He also knows that in labyrinthine goblin lairs below this very district, the vile creatures force wolves to adapt to the dark, dismal Dungeon and serve as trained guardians and mounts. Horrified at the prospect, Pabos offers to pay 50 gp for every living goblin-raised wolf brought to him. No one has ever taken him up on the prospect.

MITOREN'S BLADES

Market Street (#113, H3)
see map, page 303
900 gp

Kharl Mitoren (male human commoner3) sells weapons of all kinds (anything 50 gp or less) out of a permanent wooden stall in a crowded marketplace. Kharl is of average build with sandy brown hair and a clean-shaven face. He is straightforward and honest. He's also a fair judge of weapon quality, although he's no Rastor. Kharl only sells what he has on hand and buys what people are willing to sell to him—he is not a smith. He disdains firearms and looks down on those who use the crude, noisy things.

Scenario: Kharl takes a liking to the player characters when they come to him to do business. He invites them to a festival held in Nall Hall, a building just off Addares Street in a residential part of the district. Nall Hall is a cultural center for people from the northern wasteland of Nall or those who have descended from Nallish folk. There they hold dances, feasts, and festivals to preserve their traditions—but all are welcome.

At the festival, a young woman named Sanne approaches the characters and asks for their help in finding her husband, Sebestin, who joined a group of delvers looking to strike it rich. She knows they were following a map of the Dungeon they bought from someone in the Red Stallion Pub (see below). Sebestin and his comrades are alive but trapped beneath the city; an otyugh has them cornered in a barricaded chamber.

RED STALLION PUB

Diamond Street (#109, G4) ★★
see map, page 303
900 gp

Full of a strange mixture of farmers, laborers, and marketplace merchants, the Red Stallion is the largest, most popular alehouse in the district. Co-owners Yallis Kether (female human commoner3) and Utha Aryen (female human commoner4) maintain a staff of six to help them with their always busy, always crowded tavern. They serve only light meals, focusing mostly on drink—ale, beer, and hard alcohol. Each night, the Red Stallion holds contests for drinking, singing, and throwing darts. The winners get free drinks the following night.



MAP PAGE 303

Kharl Mitoren has been a bachelor all his life, but not by choice. For years he has loved another vendor in the Market from afar. Her name is Anna Witgaard. When it comes to women, however, Kharl is awkward and shy, so Anna has no idea of his feelings. Observant PCs might catch him looking longingly at her, though, from across the street.

Rastor (page 218) can appraise a weapon and identify any basic magical qualities it may have just by hefting it.



Encounter: An adventurer named Jurgen Yath (male human fighter6) hangs around the pub most nights. He's a capable fighter, good with both a warhammer and a bow, but he's a drunk. Although he belongs to the Delver's Guild and wears his badge proudly, these days he earns the money to pay for his drinks by selling information about the Dungeon rather than delving there himself. Currently he's offering detailed, annotated maps of two newer sections of the Dungeon beneath Midtown for 75 gp each. They are relatively accurate, but he sells the same information and map to multiple customers, so would-be explorers might run into more fellow delvers than monsters or treasure.

Nall, page 41

Delver's Guild officials would revoke Jurgen's membership if they knew he was selling privileged Guild information.



Magical Tattoos

Anageo's tattoos function very much like potions. They store they same kinds of spells as potions, and spells of the same levels (0 to 3rd). For a magical tattoo, Anageo charges the same price one would expect to pay for a potion of the same spell, plus 50 percent.

Activating the tattoo requires a standard action; no action is needed to "draw forth" the tattoo, so it does save some time. A tattoo affects only the tattooed person, just as a potion affects only the drinker. There are no tattoos that function like oils.



The Shuul, page 131
Pills, page 564
Aelectrical light, page 564

Durant, page 122

Sting pistol, page 561

For a full list of the firearms and other devices available at the Smoke Shop, see Chapter 29: Technology (page 560).

Crimson Coil, page 71
Imperial University, page 322

Harrow elves, page 52

THE SMOKE SHOP

Carver Lane (#121, J4) ☺☺☺
see map, page 303 10,000 gp

The Shuul recently opened this small shop with the confusing name (most people expect it to be a tobacconist). Here they sell cutting-edge technological items—spectacles, watches, spyglasses, magnifying lenses, goggles, precision tools, pills of various kinds, and their newest creation: the aelectrical lantern. They also sell all manner of firearms and technological weaponry.

The manager of the store is Gunther Edlund (male human expert8), a tall, balding man of advanced years who walks with a cane that is also a sting pistol. At least two other Shuul always remain on duty as well (usually humans, but occasionally a Grailwarden dwarf). All are armed.

Gunther and the others make fairly poor shopkeepers and salesmen—they sometimes drive off customers with their overly technical speech and rather humorless demeanor.

Scenario: Someone has been stealing gunpowder out of the back room of the store. Gunther asks the player characters to help find out who is doing it. As it turns out, members of the Crimson Coil cult stole the powder to make a huge bomb. They want even more, however, and will sneak into the shop again if not stopped. They plan on setting off the bomb in the Imperial University.

WONDROUS TATTOOS

Shell Row (#123, J4) ☺☺☺ see map, page 303
500 gp

Anageo Quigg (male gnome wizard6), a talented tattoo artist and spellcaster, has combined both his areas of expertise and recently opened a small parlor offering magical tattoos. Sadly, though, Anageo speaks clumsily and often says the wrong thing at the wrong time.

Anageo is desperately in need of money. Business is not good, mainly because people just don't know about his services. He owes a great deal of gold to Killraven's people and receives frequent visits from one of her underbosses, Durant the troglodyte.

Encounter: Durant is in the shop as the player characters enter, hassling Anageo for the money he owes. Anageo looks pleadingly at the adventurers for help. If they do help him, they may be able to intimidate the troglodyte into leaving, but he'll be back with some muscle (three human male warriors5). Durant's not interested in killing anyone, but tossing interfering PCs into the alley would be satisfying. In the meantime, Anageo might try to borrow money from the characters, or at least give them the hard sell on some tattoos.

THE ZAR'AT

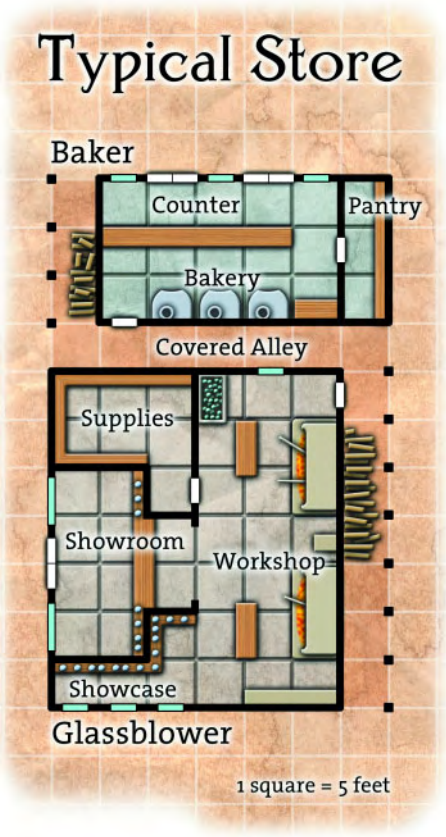
Veil Lane (#124, K4); see map, page 303
11,000 gp

The Zar'at is a cluster of homes and buildings all occupied by Harrow elves. Almost every Harrow elf in the city lives in the Zar'at, but that's still not a lot (about twenty individuals). These residents mostly just want to be left alone to live their lives. They distrust any outlanders

who enter their tiny cul-de-sac and likely would kill an orc who came here as look at him. They would not act so immediately violent with others, although the Harrow elves are moody creatures with unpredictable temperaments. They are not overly concerned with keeping within the bounds of the law, but they remain keenly aware that the Commissar would like nothing more than to come into the Zar'at in force and roust them all out—or put them to the sword.

Their leader is a wise but quick-to-anger female named Karetsan (Harrow elf wizard12). She is tall with long brown hair and wears about 5,000 gp worth of gold jewelry. Karetsan is a former close friend of Karee, who is now a vampire and a member of the Covenant of Blood. The community has disavowed Karee, considering her a betrayer and a hated foe. Another prominent resident is the mercenary Sulet (male Harrow elf fighter4/wizard6). This particularly muscular elf ultimately wishes nothing more than to recover a lost artifact of his people, said to lie somewhere in or beneath the city.

Encounter: Sulet and Karetsan are in a heated argument when the player characters arrive. Sulet contends that the humans of the city will do nothing to stop the "rampant plague of vampirism" but allow the Covenant of Blood (and Karee) to do as they like. Karetsan isn't willing to disregard the non-elves in the city just yet. If the PCs take her side or offer to help fight vampires, she'll tell them about Karee and give them whatever information they can. Sulet will not seem at all friendly to them, however.



OTHER LOCALES

Although it's not a complete listing of everything one can find in this district, DMs can insert the locations in the table below as needed into a Ptolus Campaign when using the North Market.

MAP PAGE 303

Rumors claim that a juvenile male red dragon named Rethicalas lives among the Harrow elves of the Za'rat.

Covenant of Blood, page 101

INFO CHECKS

A Knowledge (local) or Gather Information check reveals something about the Zar'at neighborhood:

Most of the Harrow elves in Ptolus live in the Zar'at, a single block of the North Market (DC 18).

Karetsan is the leader of the Harrow elves in the city (DC 21).

Other Locales in the North Market

Name	Type	Location	Proprietor	Staff	Notes
Adda's Baskets and Tavoh's Bakery		Snake Street (#120, J4)	Adda and Tavoh Narn (female and male human commoners1)	0	Adjacent stalls in an open market
Catty's		Market Street (#116, I3)	Katrin "Catty" Salla (female human rogue4/sorcerer6)	5	Sorn cell base
Church of the Lawgiver		Upper God Way (#111, H2)	Brother Thadeus Bravon (male human cleric6)	3	Temple of Lothian
Cloudstone		Catbird Street (#108, G3)	Gein Cloudstone (male dwarf expert8/fighter3)	1	Weaponsmith
Eddarth Stables		Linger Street (#104, F3)	Barad "Blue" Eddarth (male human commoner4)	3	Large stables for travelers
Farmer's Rest		North Gate Road (#106, F3)	Beltram Coverinton (male human commoner2)	3	—
Gatehouse Pub		North Gate Road (#103, F3)	Wilsha Rarris (female human commoner5)	4	—
Inchin's Butchery		Jasper Street (#118, I4)	Terreth Inchin (male human commoner2)	1	—
Juggling Fools		Smooth Street (#119, J3)	Serra Yavan (female human bard7)	0	School for jugglers
The Old Muller House		Rallister Street (#115, I3)	Starol Highwood (male half-elf rogue4)	4	Balacazar safe house
Telenn's Sweetery		Linger Street (#105, F3)	Strati Telenn (male gnome expert4)	2	Bakery
Verda Marsh's House		Celery Lane (#107, G3)	Verda Marsh (female human commoner3)	0	Vai cell base
The Wagon Wheel		Passed Over Row (#110, G4)	Nuls Forrestor (male human expert4)	6	Wainwright

Chapter 14:
OLDTOWN

As the name implies, this is the oldest part of the city. Today Oldtown serves as the center for all local administrative needs. You'll find the fortress of Dalenguard here, as well as the Administration Building, the Imperial University, and the City Library. Other intriguing features include Kadmiel, a tower that exists only within its own shadow, and the Inverted Pyramid, the invisible floating headquarters of the most powerful arcanists in the world.





Locator Map

OLDTOWN IN BRIEF

Area: *264 acres*
Population: *About 10,000*
Primary Function: *Administration/Residential*
Primary Social Class: *Middle*
Dalenguard Road (D6)
Four Fountains Street (D6)

Imperial University, page 322
Arena, page 315
Tavern Row, page 198
Building styles, page 21

Originally, Oldtown was just "Ptolus." It was a complete city in itself, built around the fortress of Dalenguard. Now the district houses most of the Imperial government buildings and a number of important organizational headquarters as well as a residential district. It covers an entire ridge of the city below the Nobles' Quarter but above the South Market and Midtown. It lies south of the Rivergate District, just across the King's River Gorge. The only way to get there from the east is via an earthen ramp cut into Dalen's Cliffs on the Emperor's Road. Visitors from the north come via the King's River Bridge and the Old City Gate or via the Rivergate Bridge from the Rivergate District.

THE FLAVOR OF OLDTOWN

The tall buildings of Oldtown speak of an earlier age hundreds of years ago, when builders took greater pride in their creations and architects commanded greater skill and knowledge. The old buildings were not just functional, they were grand, with domes, columns, and wide white steps. Walls boast carved reliefs and frescoes depicting events of Imperial history. These structures, raised in the heyday of the Empire of Tarsis, represent not only a different style of building, but they hearken back to a time when a great deal more money was available for such projects. Statues of granite and marble, now grey with corrosion and age, rise above many streets on pedestals in intersections. Oldtown is laden heavily with history.

In many ways, Oldtown represents the Empire in Ptolus. Most of its buildings are Tarsisan in appearance. In addition, many people come to the district only to interact with the bureaucracy of the government—to get a permit, pay a fine, or speak to an official.

Back when Oldtown encompassed the entire city, Ptolus claimed about ten thousand residents. At that time, more than two hundred years ago, the city could meet every need of its populace within the confines of the district. While the old marketplace is now the site of the Imperial University and the old stockyards are now the site of the Arena, many vestiges of that previous incarnation still remain. For example, a small section of southern Oldtown near Four Fountains Street once served a function similar to Tavern Row in Midtown today. Not far to the east, the town's onetime manufacturing neighborhood contains old tanneries, breweries, and smithies used as residences or warehouses today. The northern end of Oldtown is mainly residential, but the

gamut runs from old (in some cases dilapidated) manor homes to crowded tenements full of individual flats. Many of these old homes are now abandoned, but lots of people still call Oldtown home.

RUNNING OLDTOWN

The central area of Oldtown, where most of the government buildings are, is usually busy, but most other neighborhoods are rather sedate. In areas at the south and north ends of the district, some homes and buildings stand vacant. These structures are quite old and might be haunted.

Most occupied Oldtown buildings have been refurbished, although new additions are not always built in the style of the original. Many entire structures are put to different purposes than the ones for which they were originally constructed. For example, some old warehouses near the district's east side have been converted into living spaces.

Oldtown is likely second only to the Nobles' Quarter as the safest area of Ptolus. Criminal gangs are rare here, due to the presence of the military. However, that doesn't mean there's no crime at all. Instead of robbers and cutpurses, however, criminals here run brothels, gambling dens, or extortion operations.

PEOPLE OF OLDTOWN

The people found in Oldtown are typically natives—visitors to the city rarely come here. Oldtown does not have Midtown's communal feel. The people here seem slightly more reticent and tend to mind their own business.

It's worth noting that the families of most of the **Commissar's Men**, government officials, and various bureaucrats and diplomats usually live in Oldtown. Further, some of Ptolus' wealthy families live here rather than in the Nobles' Quarter—sometimes because they have always lived in Oldtown, sometimes for other reasons.

Commissar's Men, page 149

The modern city of Ptolus was officially founded near Dalenguard in 413 IA, although some settlers had lived in the vicinity ever since the fortress was completed four centuries earlier. By 513 IA, the city had spread beyond its original bounds, what is now called Oldtown.

MAN ON THE STREET

Nalla Bantock: This tall, thin human woman has long, straight blond hair and pronounced facial features. Nalla talks loudly and at length about anything. She works as a clerk in the Administration Building and considers herself an expert in Imperial law and in cutting through the bureaucracy inherent in the system. Thus, she's quick with advice for anyone attempting to brave the offices of an Imperial official. Sometimes her advice is actually good, but much of the time it is not. Nalla is likely on her way to or from work, or on a work-related errand, but she's never in too much of a hurry to talk… and talk.

MAP KEY

37. Sartha Nartis' House (page 337)
38. Pale Tower (page 329)
39. The Bladechapel (page 317)
40. Citadel of the Golden Cross (page 314)
41. Secret Hall (page 332)
42. Clock Tower (page 319)
43. Jodan Templehall (page 337)
44. White House (page 334)
45. West Town Mixtures (page 337)
46. The Pointy Hat (page 337)
47. Kadmiel, The Shade Tower (page 326)
48. Tess' Cauldron (page 337)
49. The Games House (page 337)
50. Bellringers' Guild Office (page 317)
51. Bankers' Guildhall (page 337)
52. Shadow Theater (page 334)
53. Sages' Guildhall (page 332)
54. Imperial University (page 322)
55. Administration Building (page 314)
56. Kaira Swanwing's House (page 329)
57. Lyle Bennit's Office (page 337)
58. Delver's Guild Library and Maproom (page 322)
59. Manathah's Traveler's Home (page 337)
60. Dalenguard (page 320)
61. Arena (page 315)
62. Nulene Chard's Office (page 337)
63. Hammersong Vaults (page 322)
64. City Courts (page 318)
65. Gallows Square (page 554)
66. Denoss Firth's Office (page 337)
67. Church of Lothian the Redeemer (page 337)
68. Ander Kellin's Office (page 337)
69. Lady Cardie's (page 337)
70. Citadel of Might (page 318)
71. Skulk Alley (page 334)
72. Menasa's House (page 337)
73. Tower of Science (page 334)
74. City Library (page 319)
75. Finnar's Books (page 337)
76. The Boiling Pot (page 337)
77. Randle's (page 337)
78. Yarrow Street Forum (page 336)



Beneath the Administration Building, a mighty vault holds city funds to pay all employees, including City Watch personnel. At any given time, it contains approximately 8,000 gp. It is well guarded and fitted with magical seals and alarms.

Despite the fact that they are both married and that Mercus is twelve years her senior, Minister of Education Juna Quenan and Minister of Guilds Mercus Niolonthor are embroiled in a torrid love affair that, thanks to local gossip, is becoming less and less of a secret with each passing week.

Kaddis: An aram male with broad shoulders and chest, Kaddis pulls a carriage, serving as both driver and steed. He has a bright and cheery attitude and loves his job, which he sees as an opportunity to meet people and see interesting things. He knows a great deal about the entire city and is a good source of local gossip and information.

Eithos Lightborn: This male Shoal elf typically wears a long, open green coat over a blue vest and white shirt. His hair is short and mostly covered by his hat. Eithos lives in Oldtown with his human wife, Marrosa. He works as a mercer selling cloth in the South Market and has devoted much of his energy to fitting into human society. Eithos dresses like a human, talks like a human, and prefers human food and drink (he'll always order ale in a tavern, for example, rather than wine). Sadly, Eithos' manner comes across as false—he tries too hard to be liked, particularly by humans. He is either on his way home or to work, or running errands in the district.

OLDTOWN RUMORS

"Hungry Ghost." A dangerous ghost supposedly haunts not just one home but a whole neighborhood. It is no harmless spook, either—people have disappeared, sometimes leaving behind bloody remains. Some locals say it's not a ghost at all, but a creature like an ethereal marauder.

"The Commissar's Guns." Despite the reputation these mighty cannons command, some folks whisper that, due to their age and the inability of the Commissar's Men to maintain them properly, most of the guns no longer function and would in fact be very dangerous to use, should the city ever come under attack from without.

Commissar's Guns, page 148

"Diseased Clock." Rumor has it that a number of those who have spent time in or around the old Clock Tower have taken ill with mysterious diseases. Some say the tower is cursed, while others claim it is full of plague-bearing ratmen.

Clock Tower, page 319
Ratmen, page 625

"Monsters for Ptolus?" Speculation spreads that the Commissar is once again quietly attempting to find volunteers willing to be *polymorphed* into monsters to work with the city's defenders and law enforcement officials.

City Council, page 148
Commissar, page 149

OLDTOWN LOCATIONS

Oldtown boasts a number of important and interesting locations for adventurers to discover in the course of the Ptolus Campaign.

ADMINISTRATION BUILDING

Dalenguard Road (#55, D6); see map, page 313 12,450 gp

This building holds offices for various city officials and administrative employees: architects, accountants, assayers, auditors, clerks, diplomats, engineers, inspectors, record keepers, scribes, and tax collectors. The Administration Building is the very heart of the byzantine bureaucracy of Imperial government in Ptolus. Most citizens come here only when they need a particular permit or license—a business license, marriage license, firearms license, building permit, and so forth. All Imperial records for the city are kept here as well, so if one needed to find out who owned a particular piece of land, or when a particular citizen died, one could do so here. However, wading through the bureaucracy proves difficult and time consuming.


IMPERIAL CITIZENSHIP PAPERS

IN THE EYES OF THE LION-GUARDED THRONE, THE HOLDER OF THESE PAPERS IS HEREBY RECOGNIZED AS

(NAME)

AND CONFIRMED AS A CITIZEN IN GOOD STANDING OF THE EVERLASTING EMPIRE OF TARSIS.

(PLACE OF BIRTH)

(PLACE OF RESIDENCE)

(RACE)

(OCCUPATION)

(PHYSICAL DESCRIPTION)

(PARENTS' NAMES)

(GUILD AFFILIATION)

WITNESSED HERE, THIS _____ DAY OF _____ IN THE YEAR _____ OF THE IMPERIAL AGE, BY

INVESTED IMPERIAL MINISTER

(SIGNATURE OF CITIZEN)

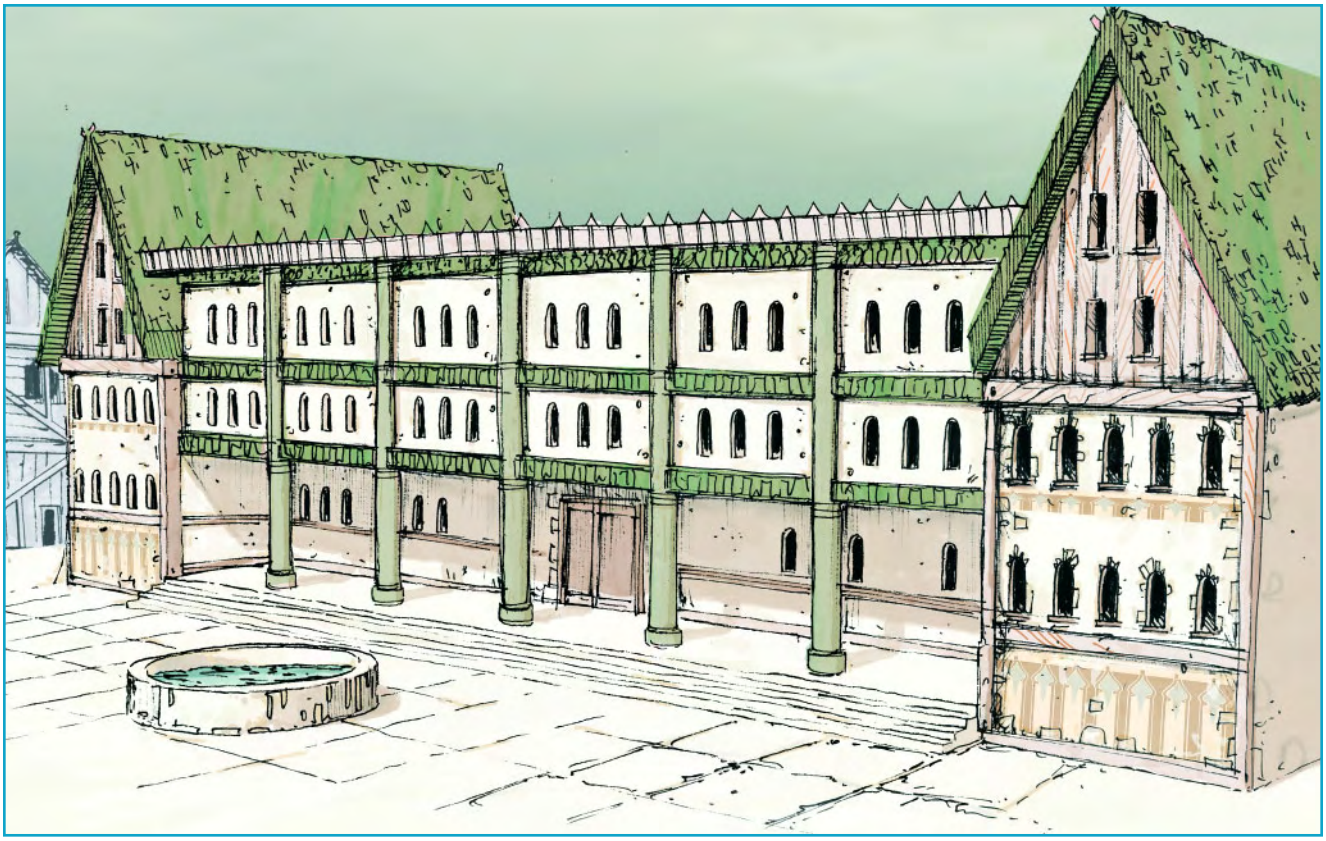
To find out any sort of recorded information at the Administration Building, one must spend a full day and make a Gather Information check (DC 30). The Difficulty Class decreases by 1 for every 5 gp worth of bribes paid but cannot fall to below 23. Impressive as they are, Imperial records are known to have errors or sometimes to be incomplete. Even after more than seven hundred years of Empire, it is still difficult to get the common folk to file all the right forms.

Ministers

While many of the officials who work at the Administration Building are simple bureaucrats and administrators, they ultimately answer to the seven ministers of the city government. The ministers advise the Commissar and report frequently to the City Council regarding their specific areas. The council appoints ministers to life terms in their positions (unless they step down or are dismissed, which isn't unheard of).

These ministerial positions and the people who currently hold them are as follows:

Minister of Education: Juna Quenan (female human expert4) oversees the various schools and apprenticeship programs in the city.



Minister of Guilds: Mercus Niolonthor (male human expert4) works with all guilds and major employers to manage wages and employment issues. He concerns himself mainly with avoiding massive unemployment or worker shortages in key areas.

Minister of Health: Heffrul Dominarik (male human commoner8) oversees health care, water and food supplies, and similar issues. He focuses on avoiding major outbreaks of plague rather than on individual issues.

Minister of Public Works: Nord Steelgrim (male dwarf expert7) handles street and traffic maintenance (including bridges), water transport systems, and so forth.

Minister of Religion: Cabais Fortun (male human cleric7 [Lothian]) oversees all issues involving more than one religion, to avoid disputes or conflicts. This minister determines whether a religion should be allowed in the city. The fact that it is almost always a cleric of Lothian is clearly unfair, but that's the way it is.

Minister of Safety: Nillis Regarson (female human aristocrat4) governs fire risks, unsafe structures, sewer maintenance, trash disposal, and similar utilities.

Minister of Trade: Yarrana Montass (female human expert13) oversees all economic issues, including taxation, and keeps track of imports and exports into the city.

THE ARENA

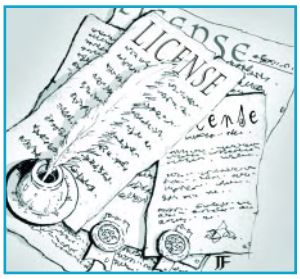
Greycannon Road (#61, D6); see map, page 316 2,800 gp

Ptolus' Arena was built about two hundred years ago, when the city was growing quickly beyond its previous role as a simple port town to support Dalenguard. Originally, the Arena was to host great sporting events and concerts, plays, and operas. Soon after its completion, however, the populace clamored for a different kind of entertainment spectacle: gladiatorial combat.

Once introduced to Ptolus, the sport gave birth to a subculture surrounding the training and promotion of gladiators. Spreading out in a radius around the Arena, one can find training centers, fighter schools, weapon and armorsmiths (most specializing in repair), and promoters of fights and fighters.

Combat in the Arena is never intentionally to the death; with clerics and healers on hand, it very rarely ends up that way. Traditional fights allow neither poison nor magic, nor firearms or alchemical mixtures. (An Arena mage casts *detect magic* and *detect poison* on each combatant right before the fight begins.) Occasionally, the Arena hosts so-called "spell duels" of mages, but they are rare due to the damage they can inflict. In a few matches, called "All Means" combats, anything is allowed. Such contests

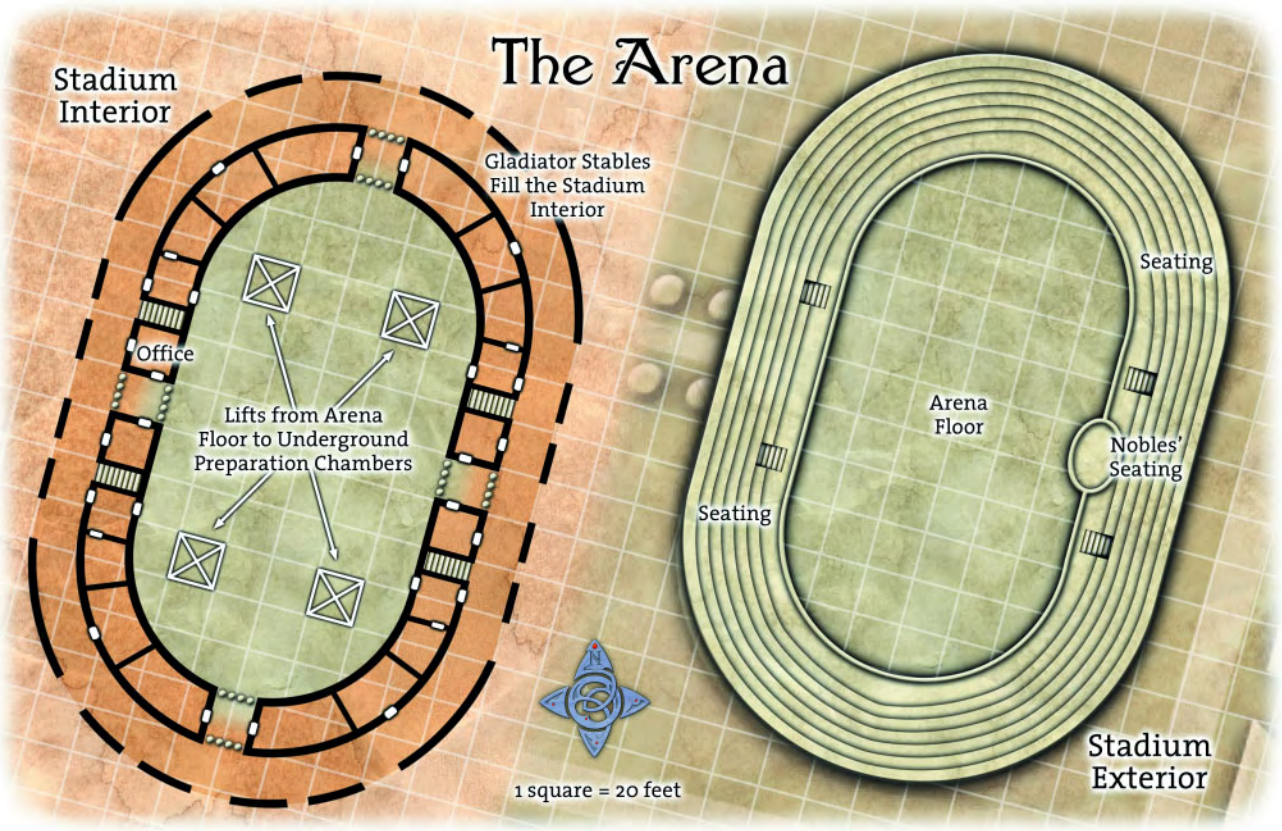
Dalenguard, page 320



Ptolusites must visit the Administration Building to apply for licenses and permits (see page 554 for more).

Fire risks, page 154
Sewers, page 439
Trash disposal: See Midden Heaps, page 188

Taxation, page 558



Targetball is a highly physical and combative field sport with two teams of nine players. Each team has a ball and a small goal. The object of the game is to get the ball into your team's goal in any way (carrying, throwing, kicking, etc.), while keeping the other team from doing the same. The sport is tricky to watch, because at any given time there can be two different areas of action.

sometimes pit humanoid gladiators against such captured monsters as dire animals, monstrous spiders, or even a hydra.

Some of the original vision for the Arena still remains. Many sporting competitions besides combats take place there. A racetrack around the circumference of the Arena allows both foot-race events and horse racing. Other contests of physical prowess, such as hammer throwing, pole vaulting, long jumping, and team sports such as targetball also appear on the bill at the Arena. These comprise about 40 percent of the Arena's activities, though, with gladiatorial combats making up the other 60 percent. Plays, concerts, and operas have found other venues (see the Cloud Theater in Midtown, the Shadow Theater in Oldtown, and the Crown Theater in the Nobles' Quarter).

Cloud Theater, page 201
Shadow Theater, page 334
Crown Theater, page 291



Wagering on all the sports held in the Arena is popular and completely legal, assuming the Empire gets its 10 percent cut. Various criminal organizations also maintain "off-the-record betting" on the games and fights and sometimes even try to influence or rig them in their favor. Many gladiators, for example, are secretly funded by the Balacazars (or others) to sway a fight one way or another as needed. However, the criminals find the gladiators—particularly the most puissant (and therefore popular) ones—so difficult to control, they often don't bother at the higher levels. The members of the Balacazar organization long ago found it hard to intimidate someone who can singlehandedly take on a legion of enforcers, and it's difficult to bribe someone whose successes have already made him rich and famous. They usually stick with lower-level fighters.

Balacazars, page 100

Scenario: A gladiator named Terros Kallind (a human who might have orcish blood somewhere in his lineage, given his bestial features) comes to the player characters for help. He's been beaten within an inch of his life, despite the fact that he is a hulking brute and a skilled fighter. He says that someone is trying to kill all the successful gladiators outside the Arena in order to somehow fix the fights, but he doesn't know who. Clearly all the remaining gladiators and their backers are suspects. The PCs have to find out who is doing this and why. Answering the "why" part of the question first is perhaps the best way to learn who is behind the attacks—it might suggest who specifically benefits from them.

BELLRINGERS' GUILD OFFICE

Emperor's Road (#50, D5)
see map, page 313 950 gp

A small, nondescript two-story building, the office of the Bellringers' Guild is managed by a capable woman named Rebeva Autorth (human expert7). Rebeva is voluptuous and beautiful, with straight, reddish-brown hair and green eyes. She appears extremely serious, humorless, and professional at all times—her employees refer to her as "the Authority."

Before the advent of the Empire, bellringers were the chief way of dispersing information, but during the last few centuries, the literate and sophisticated citizenry preferred to read the news for themselves. As literacy rates plummet, however, the guild is finding newfound success.

The Bellringers' Guild is hardly a guild at all, but rather a single business with two dozen employees, most of whom are criers: young men and women willing to run about the city ringing a bell and shouting out news. Rebeva dispatches a crier with a bell to spread whatever information the guild is hired to relate to the public. The main client is the city itself, which uses the criers to spread word of anything from foul weather approaching to new edicts from the Commissar or the City Council. The guild is not responsible for the accuracy or the content of the news it spreads.

THE BLADECHAPEL

Emperor's Road (#39, D4); see map, page 313 15,000 gp (weapons)

The Bladechapel is the name of the manor house of Dierna Hillerchaun, leader of the Knights of the Pale and one of the Twelve Commanders. The two-story house is practically a fortress and could easily be made truly defensible if needed. It boasts its own chapel dedicated to Lothian, an impressive martial training facility, and a large armory. In fact, Dierna collects weapons. Thus the major decorations in every room are shields, crossed swords, and unique or historical weapons carefully mounted and well cared for.

Cardilion Brunner (male human paladin7/Knight of the Pale1) and Dartalius Estalon (male human fighter5), both new Knights of the Pale, spend a great deal of time at the Bladechapel. Vestra Totharson (female human paladin9), a member of the Order of Dayra and a good friend of Dierna, is often on hand here as well. Vestra is the sister of Yavil Totharson, a retired fighter in Rivergate (see page 347).

Encounter: As the player characters wait to speak to Dierna, Prince Ironheart and Brig Stoneheart barge into the Bladechapel to speak to her first, alerting her of a powerful demon that has just appeared atop a tower on Dweomer Street, terrorizing everyone in the area.

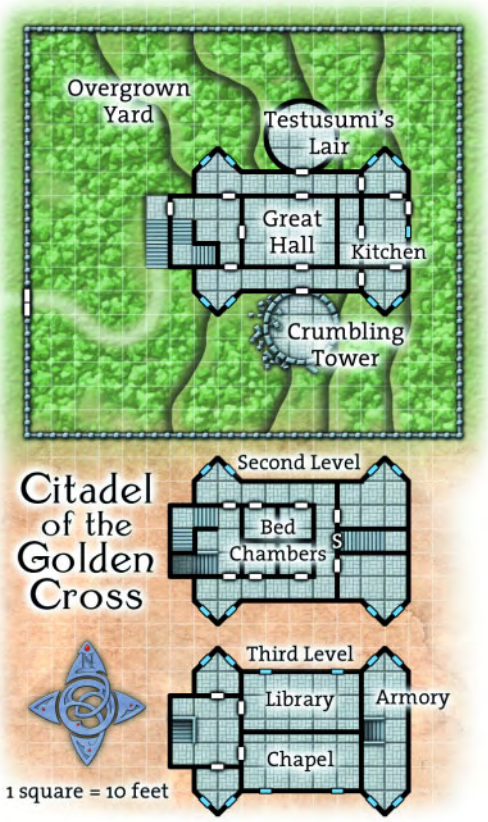
CITADEL OF THE GOLDEN CROSS

Emperor's Road (#40, D4); see map, below 7,800 gp

Located at the north end of the district, the Citadel of the Golden Cross is an old castle that actually predates most of Ptolus. It was built right after the Ghulwar by a human who had fought in the conflict. The castle has not been well maintained, and many believe it a ruin, or nearly so. Surrounded by a rusted wrought-iron fence, the citadel is a three-story keep flanked by two towers, one clearly on the verge of collapse. A large golden cross hangs above the still sturdy, iron-studded wooden doors.

The leader of the Knights of the Golden Cross, Kaira Swanwing, does not live here. In fact, the order uses the citadel only for meetings, storage of important relics and tomes, and as a sanctuary for those in need. The only permanent residents are a guardian naga named Testusumi and the fourteen shocker lizards she keeps as pets. Testusumi is technically a member of the order, although she never leaves the citadel and its overgrown yard. She keeps the lizards from harming anyone other than unwanted intruders.

Testusumi, Guardian Naga: 98 hp; see MM.
Shocker Lizards (14): 13 hp; see MM.





The criers of the Bellringers' Guild refuse to enter the Warrens or Necropolis.

Dweomer Street, page 333

Sir Beck Von Tibbitz, head of the Keepers of the Veil (see page 119), owns a large home in Oldtown on High Road. At times, his order uses the place as a supplementary barracks, storehouse, and garrison.



Knights of the Golden Cross and Kaira Swanwing, page 124
Kaira's house, page 329



Knights of the Pale, page 125
Twelve Commanders, page 148

Order of Dayra, page 67

Prince Ironheart and Brig Stoneheart, page 126



Order of Iron Might symbol (organization, page 130)

Crimes such as murder and treason are punishable by death. Executions, usually hangings, are public events held in a square in Oldtown appropriately called Gallows Square. See Chapter 28: Crime and the Law for more on trials and sentencing.

The Prison, page 436

Itinerant priest, page 65

The City Library (below)

CITADEL OF MIGHT

Four Fountains Street (#70, D7); see map, page 313 4,200 gp

Located not far from the Arena, the Citadel of Might serves as the headquarters of the warriors' guild: the Order of Iron Might. This tall structure resembles a fortress, but this is mostly a façade. The clash of weapons echoes throughout the citadel all day long from the open-air central court where members train. Besides a large armory and its own armorsmiths and weaponsmiths, the Citadel of Might contains lodging (a handful of private rooms and a number of barracks-like offerings) for members and even offers simple but hearty meals.

The citadel's entrance serves as a hiring hall for mercenaries, guards, and others looking to sell their sword arms. Employers can find postings of available warriors on the walls, and many would-be mercenaries simply hang about the hall, hoping for employment.

Encounter: The player characters enter the Citadel only to find a massive brawl taking place right in front of them. While they might think it a training exercise at first, it is actually an argument between two mercenary companies that has come to blows. Other members of the order ask the characters to help break up the fight.

Campaign Use: Technically, one does not need to be a "warrior" to belong to the guild. An entire group could join, for instance, using the hiring hall as a way to hook the characters' "mercenary company" into all sorts of interesting adventures.

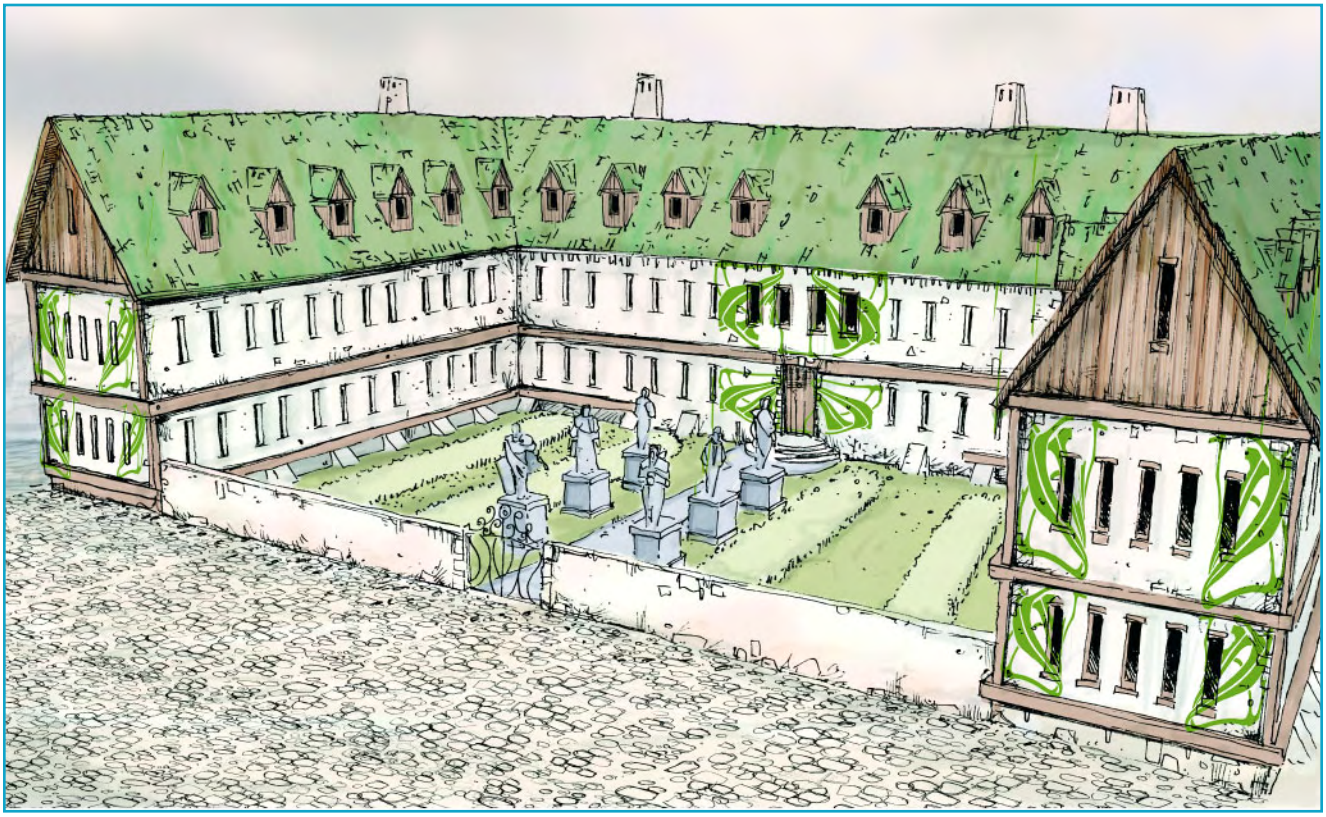
CITY COURTS

High Road (#64, D6); see map, page 313 8,500 gp

The courthouse, a large, circular building on a hill, looks quite imposing. Two big statues of a human woman holding the axe of justice flank the steps up to the main entrance. This place usually stays very busy during the day, with those accused of crimes, their advocates, and the Imperial judges coming and going from their various appointments. Most people here dress in their best attire; judges wear blue robes and white sashes. Justice is swift in Ptolus, and the accused rarely have to wait long for a judgment.

The City Watch remains active around the courthouse, bringing prisoners to trial and sometimes taking them off to the **Prison**. They also look out for those seeking to exact violent revenge on judges (a common problem), either for judgments against them or against their family members, friends, or associates. Even more quietly, the guards keep watch for those who might attempt to bribe judges.

At any given time, at least one **itinerant priest** of Lothian (human cleric9) is on hand at the City Courts to cast *zone of truth* or *discern lies* if needed. Likewise, one of three watchful mages



(human wizard8) patrols the courthouse at all times, watching (and using *detect magic*) for anyone attempting to use spells to influence a judge. Sometimes the city hires a more powerful wizard to cast *antimagic zone* to keep out magical influences in a case where the use of spells is deemed of particular threat.

See Chapter 28: Crime and the Law for more information on Ptolus' legal system.

Encounter: On their way past the City Courts, or to the courthouse on other business, the PCs see a well-known minor Balacazar crime boss, such as Ireve Nal or Meither Amost (see page 106) being escorted out of the building. Even as this happens, assassins working for Killraven attack (two human rogues4, one half-orc fighter4, and three human warriors3) using poisoned crossbows and bows. It's a hit-and-run attack, and if the PCs interfere and apprehend any of the assailants before they get away, there's a small reward (perhaps 50 gp) as well as some official recognition in it for them. The Commissar looks down on any kind of violence around the courthouse.

CITY LIBRARY

Four Fountains Street (#74, D7); see map, page 313 80,000 gp (books)

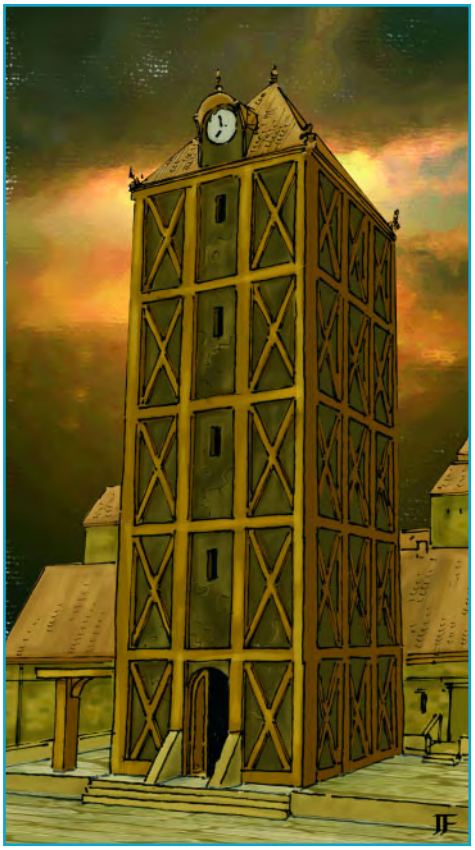
This very large three-story building (pictured at left) includes wings on two sides that circle around a lovely garden and yard. The library's history tomes are slanted to favor the Empire (the place was funded with Imperial grants, after all), but otherwise it is an excellent resource. Citizens pay 2 sp to get in, noncitizens pay 5 sp. This fee is good for one day.

A dozen librarians and their assistants work in the City Library. The head librarian is Nelinda Kruppet (female wizard10/loremaster3), a knowledgeable but somewhat absentminded elderly gnome. She is constantly coming up with ever more efficient ways of organizing the Library's texts, much to the annoyance of both those who work under her and the frequent patrons—she's constantly moving things around.

A quiet rivalry exists between the City Library, the Delver's Guild Library, and the Sages' Guild, all of which are headquartered here in Oldtown

Encounter: A player character walking through a rarely visited area of the stacks at the City Library comes upon a pair of lovers in the throes of passion. Nelinda would not approve!

Campaign Use: The library allows those who use it to make untrained Knowledge checks on any subject (even though such checks are not normally allowed untrained). Whether characters have the skill or not, they gain a +1 circumstance bonus for each four-hour period spent using the library, to a maximum bonus of +4.



CLOCK TOWER

Shadow Road (#42, D5); see map, page 313
5 gp

One of the most recognizable structures in the north part of Oldtown, the Clock Tower was built at the height of the Empire almost two hundred years ago and boasts the largest clock in the city. Unfortunately, it hasn't worked in years.

Now the building stands vacant. Rickety wooden stairs lead from a large, empty ground floor chamber up to an equally empty second level. The stairs to the third level, where the clockworks can be found, have collapsed. Now the place is a rat-infested, cobweb-filled testament to an earlier time.

A cellar below the Clock Tower leads to a very old family crypt that once lay under a manor house built on the site (the mansion is long gone). The crypt itself leads to an area called the Buried City, the ancient remains of a settlement ten thousand years old. This area leads into the natural caverns below the city and eventually to the colossal Giant's Staircase.

Scenario: A massive troll has moved into the old crypts below the Clock Tower, making a once moderately easy means of accessing the Giant's Staircase a quite dangerous one. The adventurers who took care of this troll would earn the gratitude of other delvers and make a bit of a name for themselves in the process.



Balacazars, page 100

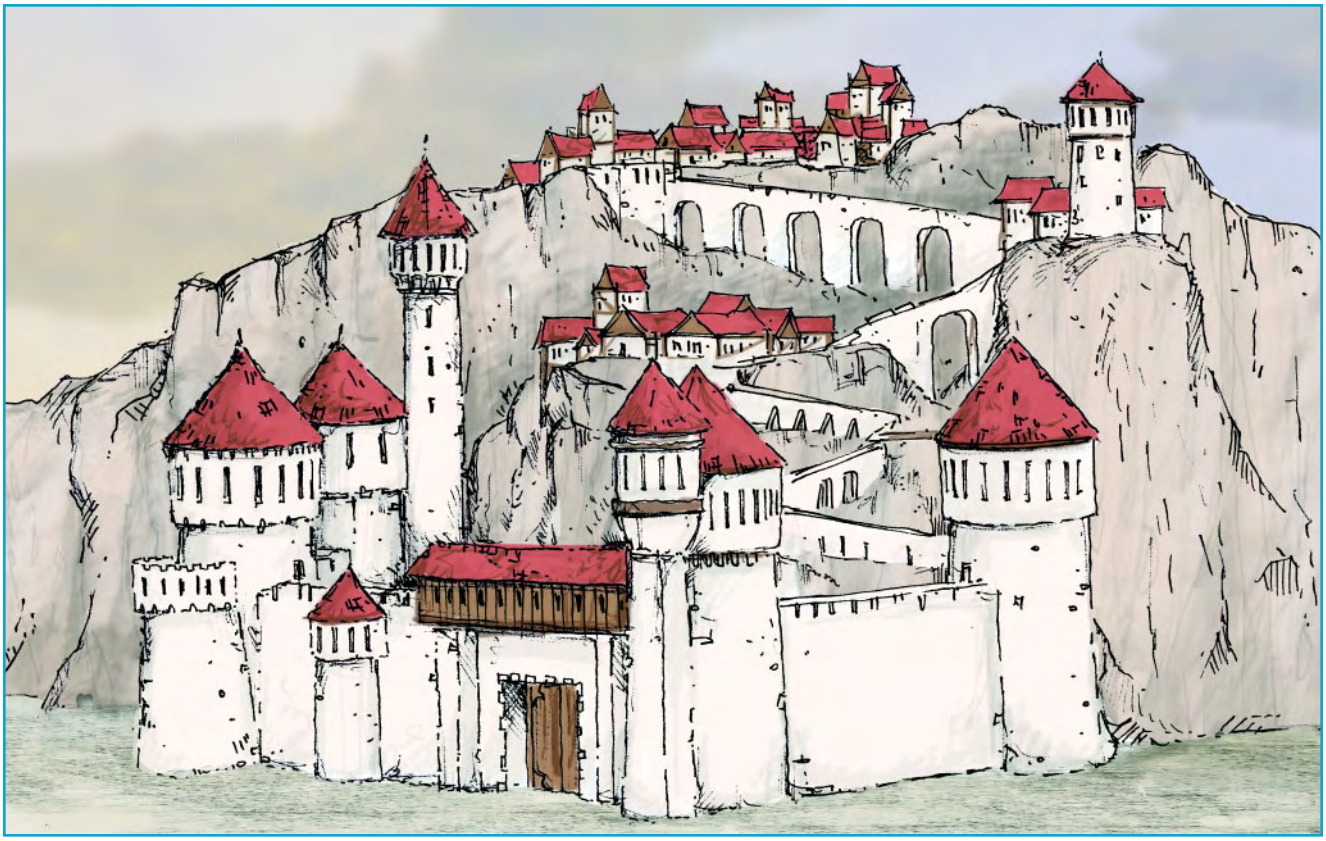
The Commissar, page 149

Some say the Clock Tower contains a hidden shrine to the Clockwork Goddess Tevra, but in fact it does not.



Delver's Guild Library, page 322
Sages' Guild, page 332

Giant's Staircase, page 448



Getting Through the Checkpoint

After all these years, surely thieves and others have found ways around the checkpoint at the gates of Dalenguard to get into or out of the Nobles' Quarter, right? Not really. Going over the wall to avoid the gates is possible, but probably not worth the skill and trouble it would take to avoid all the sentries. It's easier at night, or with an invisibility *spell, but it's just as easy to forge some papers and go through the checkpoint in disguise or with a* disguise self *spell. The guards typically have only a +4 bonus to spot forgeries or disguises, suffering a small penalty for the tedium.*

Ghul and Squirming Horde, page 81

Pact of Brightfather's Day, page 81

Commissar's Men, page 149

DALENGUARD

Dalenguard Road (#60, C6); see map, page 321 200,000 gp

This vast fortress was built to withstand an assault far greater than any that ever threatened it. Fearing the return of **Ghul and his Squirming Horde**, its designers fashioned a bastion to hold off legions of orcs, monsters, and half-demon things. In truth, however, no force was ever marshaled against Dalenguard. And now, more than seven hundred fifty years later, it sits within the confines of a small metropolis.

Jan Dalen was a great Prustan general in the Ghulwar who fell in battle, the victim of some dire spell. The fortress was named in his honor. According to the philosopher Tinerias Edren, Dalenguard serves as the **Pact of Brightfather's Day** writ in stone. Although it was built mostly by dwarves, the other races of the pact each contributed to the fortress as well, at least in some ceremonial way. The builders clearly were highly motivated—the massive structure took only three years to complete.

The western portion of Dalenguard butts up against the relatively sheer face of the cliff. Dalenguard's massive walls—twenty-five feet thick and thirty feet tall—extend out from the cliff, forming a large bailey. The walls have room for defenders to walk on top of and even within them. Made of huge, dwarf-cut stone, they are the oldest part of the fortress, yet they hardly show their age. But then, in dwarven terms, seven hundred fifty years is not old for a wall.

The interior of the fortress holds a number of different buildings as well as a substantial yard for training, drills, and parades. Only one of these buildings is as old as the wall: a keep that rises above the rest of the fortress like a sentinel. Some of the other, newer buildings are wood, some are stone, and some are brick. Some have been built into the wall, while others are free standing. They serve as barracks, stables, storehouses, training facilities, residences, and a magazine.

Today Dalenguard provides a bottleneck for those attempting to enter the Nobles' Quarter; the only path up to the ridge where the nobles live begins within the fortress itself on Dalenguard Road. Since no one enters Dalenguard without having their papers checked and their purpose examined, no one gets in or out of the Nobles' Quarter without that same scrutiny—at least, not without magical means.

Dalenguard serves as the garrison for the **Commissar's Men**, a special battalion of approximately three hundred elite Imperial troops. The fortress, however, could easily provide space for five times that number. In truth, three hundred soldiers might have a difficult time adequately

defending a fortress this large. However, should the city ever come under attack, the City Watch and other defenders know to fall back to this position. This is also the "home" of the famous Commissar's Guns, a battery of two dozen huge cannons used in the Gnoll War.

Encounter: As the player characters pass through Dalenguard on their way either to or from the Nobles' Quarter (or perhaps they're on other business), the Commissar himself, accompanied by a retinue of guards, assistants, and scribes, comes out of the main keep. For a brief moment, he makes eye contact with one of the PCs. If the character in question smiles politely or otherwise respectfully acknowledges the Commissar's look, Igor Urnst stops and asks the PCs their names, and chats with them briefly. Showing him anything other than respect in this situation could result in the characters' arrest and a hefty fine.

The Main Keep

Dalenguard's main keep stands four stories high, with a single tower rising much higher and massive front gates emblazoned with the symbol of Ptolus. Above the doors hangs a massive, functional clock.

This large building holds barracks and military administration offices, including the Commissar's office. The keep also contains a large chamber where the City Council meets, with a number of adjoining chambers for supplementary meetings and similar work. The council's chamber is proof against all divinations, and an *invisibility purge* keeps out invisible spies.

The Commissar's Residence

The Commissar's Residence is a large manor house within the walls of Dalenguard. The two-story building is made of brick with shuttered windows and a gabled roof with wooden shingles. Two guards stand outside the door at all times. Commissar Igor Urnst dwells here with his family. Magical *alarms* cover every entry, and a permanent *dimensional lock* prohibits teleporting intruders.

The Hall of the Twelve

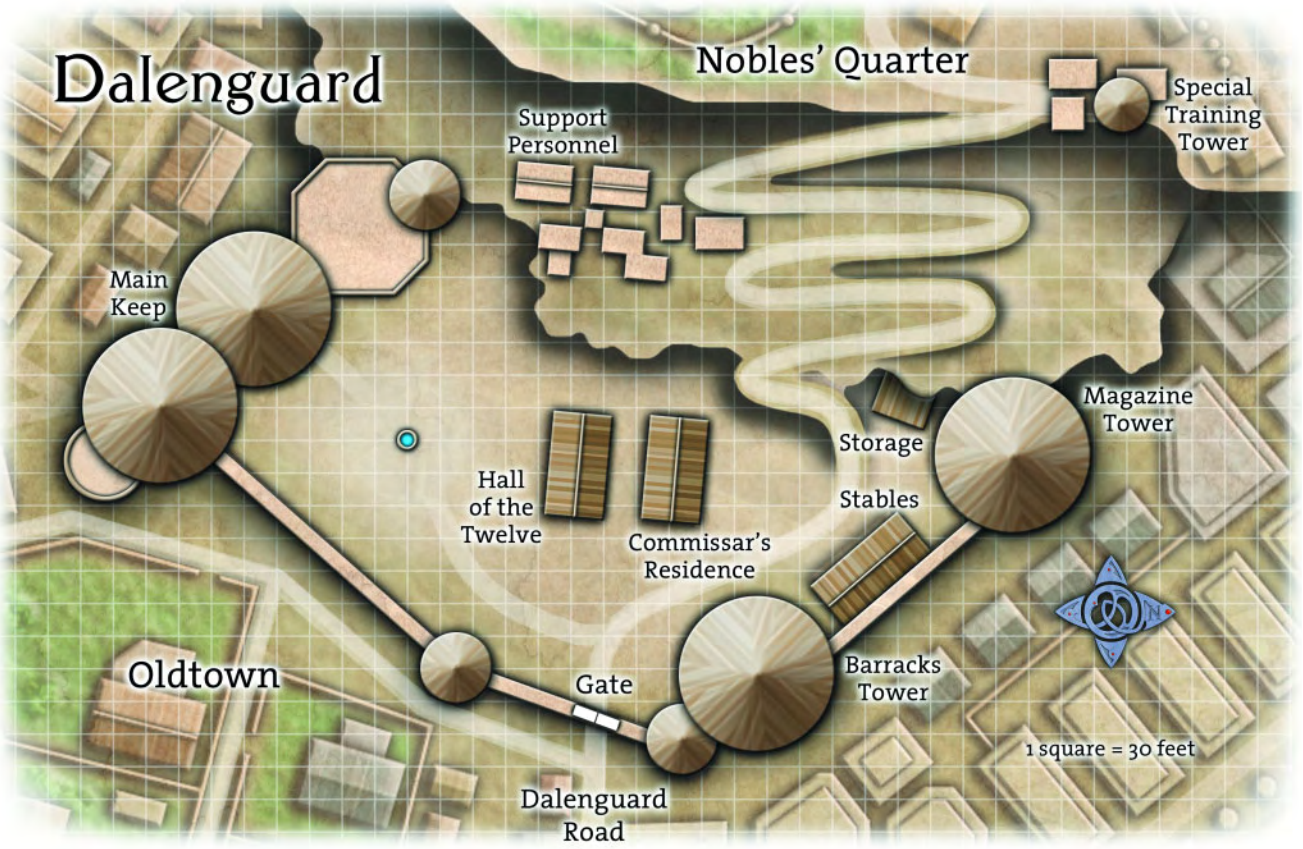
The free-standing Hall of the Twelve is the newly built and opulent meeting hall of the Twelve Commanders of Ptolus. A paved plaza with a fountain stands between the Hall of the Twelve and the Main Keep. A permanent *dimensional lock* wards the place against those who would teleport in, an *invisibility purge* keeps out invisible intruders, and the entire building remains proof against *scrying* or similar intrusive divinations.

MAP PAGE 313



Commissar Igor Urnst, page 149

Twelve Commanders, page 148



City Library, page 319



Guildsman-level membership in the Delver's Guild (page 108) is available to anyone. Dues are 20 gp per year and grant a member access to the guild information, the library, maproom, and waystations, plus a 10 percent discount at Ebbert's Outfitters in Delver's Square.

Hammersong Vaults has never been burgled simply because most thieves who could manage it are more interested in bigger loot. It's assumed—rightly or wrongly—that most people using the vaults don't have anything too valuable to store, or they'd have their own vaults.

DELVER'S GUILD LIBRARY AND MAPROOM

Dalenguard Road (#58, E6); see map, page 313
20,400 gp (books and maps)

Smaller than the City Library, the more exclusive Delver's Guild Library and Maproom occupies a converted tower once owned by a brother and sister duo of half-elf wizards. The cramped rooms are full of books. Most volumes in this library are bound collections of handwritten notes penned by adventurers while exploring and later purchased by the guild.

The library is open only to Delver's Guild members of at least Guildsman rank. Reading and studying is free, but those wishing to copy a map or notes from a book must pay an additional 5 gp per page. (However, for that fee, a librarian will assist in the copying.)

The head librarian is Shad Livbovic (male human expert8), who fills the role of the bookish, thin, bespectacled, and absent-minded bookworm quite nicely. What doesn't fit the stereotype is Shad's adoptive daughter, Benris. At fifteen years old, she is already over six feet tall. Scuttlebutt says that delvers found the infant Benris in the Dungeon and gave her to Shad and his wife (who has since passed on). A very few in the know—most of them elves—who have seen Benris about town have guessed that she is likely not human at all, but a Charad Titan foundling. How and why that came to be, no one knows.



Shad Livbovic, Delver's Guild head librarian.

Campaign Use: Anyone using the Delver's Guild Library and Maproom may make an untrained Knowledge (local) or Knowledge (dungeoneering) check, even though such checks are not normally allowed untrained. Whether they have the skill or not, characters gain a +1 circumstance bonus for each four-hour period of library use, to a maximum bonus of +4 (+5 for dungeoneering).

HAMMERSONG VAULTS

Whipstone Street (#63, D7)
see map, page 313; 35,000 gp

Hammersong Vaults, owned by Ollam Hammersong (male dwarf fighter7), occupies a small, windowless, all-brick building. Ollam has built various lockboxes and vaults in and below this structure and rents space in them for people to store their valuables.

Each vault is made of three-inch-thick iron plates and is double-locked (Open Lock, DC 30). Vaults come in three sizes: small (two feet square, 10 gp per month), medium (four feet square, 18 gp per month) and large (10 feet square, 30 gp per month).

Each lockbox is made of iron a half-inch thick. They are all chained to a wall and locked (Open Lock, DC 25). The lockboxes themselves are kept in a vaultlike room with a three-inch-thick locked iron door (Open Lock, DC 30). All lockboxes measure twelve inches by eight inches by four inches. Rent for them is 2 gp per month.

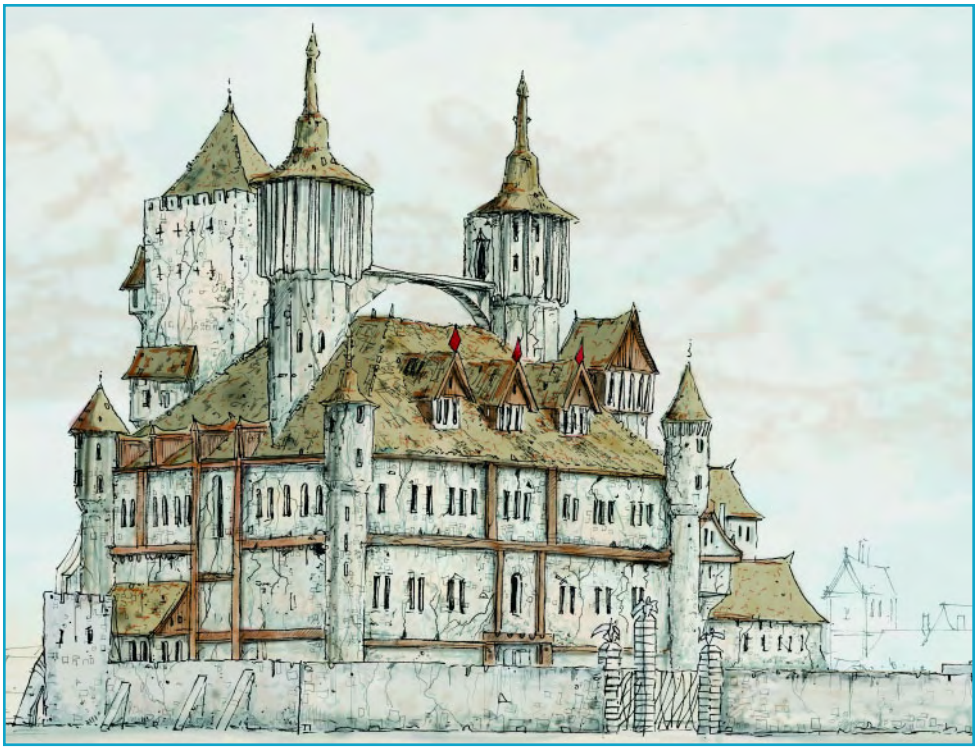
Renters get a key to their vault or lockbox, but not a key into the building; the iron door into Hammersong Vaults has a triple lock (Open Lock, DC 30). A guard allows renters (or potential renters) into the building after they show proper identification. They disallow admittance to people they consider suspicious looking.

Ollam employs ten guards (human or dwarf warriors3), any five of which are on duty at any given time. Ollam himself is usually here; if he is not, his wife Karsha (female dwarf fighter7) is present instead.

IMPERIAL UNIVERSITY

Dalenguard Road (#54, D6); see map, page 313
60,000 gp

According to the decree of Empress Addares XIV in 547 IA, every city in the Empire of at least twenty thousand citizens received 100,000 gp to be put toward the building of an official Imperial University to increase education throughout her lands. At that time, Ptolus barely qualified—in fact, rumor has it that census figures were falsified by then Commissar Tarbenthis Frome, a corrupt official in the pocket of Maven Balacazar. The university was built quickly, on the site of the



MAP PAGE 313

old open market, which the city moved to where the North Market lies today.

The university is a grand building with numerous towers. The largest of the towers is seven stories tall, making it one of the tallest buildings in the district. Nolvaga von Meudel (female human aristocrat5), a Tarsis native, is the chancellor of the university. She is only present about half the time, as she returns to Tarsis frequently. While she is gone, vice chancellor Tharla Tennebaum (female human expert7)—who prefers the title "administrator"—is in charge. As opposed to the middle-aged, arrogant, and effete Nolvaga, the older Tharla seems extremely competent and efficient.

The university offers courses on all manner of subjects, including mathematics, literature, history, and science; the latter includes courses on magic—its esoteric study, not its practice. Most human students range in age from sixteen to twenty-four, although most spend no more than two years in their studies here. There are, of course, wealthy and talented intellectuals who become veritable "professional students," but even they are eventually offered teaching positions. Students do not live at the university except under special circumstances.

The teaching staff numbers three dozen, with at least twice that many assistants and support staff. The job of University instructor is a coveted, well-paying position (around 500 gp per year). About half the teachers live in communal housing here at the university, and the rest live elsewhere in the district.

Some three hundred students attend the Imperial University at present. A full course load (four classes) costs 500 gp per year for citizens, but twice that amount for noncitizens.

The Tenebrous Pit

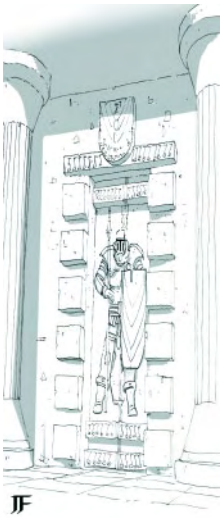
Deep within the cellars beneath the university lies the Tenebrous Pit, a leftover creation of a lieutenant of Ghul and long forgotten by most. The pit's creator, a Sorn-Ulth orc sorcerer named Gestellek, tapped into a primordial power source: the evil that has seeped into the earth due to the prolonged presence of the sleeping Galchutt.

Ghul, page 81
Galchutt, page 60

The pit is a deep shaft with a spiral stair around the sides leading down into a pool of special liquid shadow. This evil essence transforms anyone who drinks it into a shadow-infused creature. A shadow-infused creature gains a +15 circumstance bonus on Hide checks and the ability to hide in plain sight like a shadowdancer. A shadow-infused creature gains power from magical areas of shadow; thus, while in the Shadow of Ptolus, within one hundred feet of the Tenebrous Pit, or while holding the *shadowstaff*, the infused creature's hit points rise to maximum and it enjoys a +1 circumstance bonus to attacks, saves, and checks.

Liquid shadow, page 46
Shadow of Ptolus, page 327

Those who immerse themselves entirely in the pit can control their own shadows and, with practice, those of others, as well as unattached undead shadows. Controlling one's own shadow gives a character a shadow (identical to the undead monster, although it does not create spawn) as an ally, spy, and bodyguard. To control someone else's shadow or an undead shadow, a character must make the attempt (a full-round action that one can try only once per day), and the victim must fail a Will save (DC 20). Characters who succeed gain an additional



Box of Shadows, page 328



Inverted Pyramid symbol (the organization, page 115)

Heliothil, page 46



Jevicca Nor, Inverted Pyramid Mage, page 116

Greatest collection: See Library, page 118

Membership benefits, page 118

Soul magic, page 635

shadow to do their bidding. A character can control one shadow at a time for every four character levels he possesses. A shadowless creature suffers a –1 morale penalty to attacks, saves, and checks due to the loss of essential essence. A *remove curse* or *greater restoration* restores a creature's shadow.

A magical artifact called the *box of shadows* taps into the power of the pit, forming itself into a conduit.

THE INVERTED PYRAMID

special location; see map, next page

10,000,000 gp

The Inverted Pyramid is the most famous building that no one's ever seen. Floating invisibly over Oldtown, this structure is literally an upside-down pyramid. It is as old as the organization and a major artifact all its own, with huge chunks of heliothil imbedded within its sides to keep it afloat—even if the structure were attacked by antimagic. Since the pyramid once hovered many leagues south of the city, it apparently can fly great distances.

The Inverted Pyramid measures about three hundred feet to a side, and the interior has enough rooms so that every member could live comfortably within (only about one in four members actually does) with a private workshop, in addition to the conjuration rooms, meeting rooms, dining halls, kitchens, studies, storage rooms, offices, and the library.

From within, the outer walls of the Inverted Pyramid are transparent, allowing those inside to look down upon the city. The interior contains meeting halls, private chambers, summoning rooms, and workshops of all kinds. The structure itself, including its interior walls and floors, remains virtually immune to all but the most potent of magics, so magical accidents and mishaps are unlikely to damage the building. (The walls are also good for testing out new spells, since they cannot be harmed by magic.)

There are no exterior doors to the Inverted Pyramid. One must use teleportation magic to get inside. Spellcasters without the ability to teleport had better invest in a magic item, or they will find themselves unable to take advantage of most of the benefits of membership.

The interior of the Inverted Pyramid is proof against all divinatory magic; the spells that ward the place are soul magic spells. Only special rooms (including one of the three entrance rooms) allow teleportation or conjuration magic to function from outside. These chambers are deviously warded against unauthorized intrusion and, if need be, guarded by members. Otherwise, such spells still work with respect to the rest of the interior—thus, a wizard may teleport or *dimension door* from one room to another, or conjure an object from one room to another. Many chambers in the pyramid, in fact, have no doors and require teleportation magic to enter (the walls are immune to *passwall* or *phase door*).

Map Key

All areas shown on the map on the next page are spotlessly clean. *Unseen servants*, at the beck and call of any member, roam nonprivate areas cleaning, tidying, and running errands. They can bring food, different furniture, or mundane supplies at any time.

C: Conjuration Room: Creatures or objects can be conjured into special rooms on the second and third levels from the top and on the very bottom level (but they do not allow entrance for teleporters from the outside).

CA: Common Area: These serve as meeting areas, lounges, conference rooms, or a combination of all three. They are elegantly but sparsely furnished.

D: Dining Hall: The communal dining rooms always include a kitchen, even though the mages often create or conjure their food magically.

E: Entrance Room: Members can teleport into entrance rooms from the outside on the top, second, and third levels of the pyramid.

L: Living Quarters: Although only about twenty-five to thirty members live here full time, many more members take advantage of the living quarters here for short stays (for example, not all members are permanent Ptolus residents, so they need a place to stay when they come into town). Most of these chambers are protected by magical alarms and wards tailored to each resident.

ML: Main Library: A large room in the pyramid's top level contains the greatest collection of magical lore and knowledge in the world.

O: Office: Administration duties required by the organization are conducted in offices on the second and fifth levels from the top.

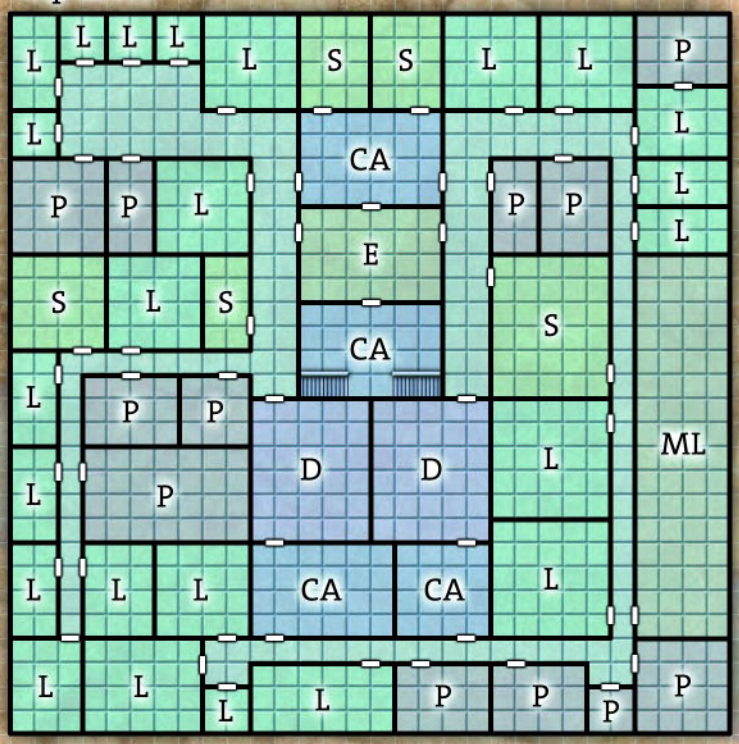
P: Private Studies/Libraries: These small but comfortable places to study new lore are also often warded with magical traps or alarms.

S: Storage Rooms: One might find anything from food and cloth to spare wands (not yet ensorcelled) and crates or bottles of strange spell components in the pyramid's storage rooms.

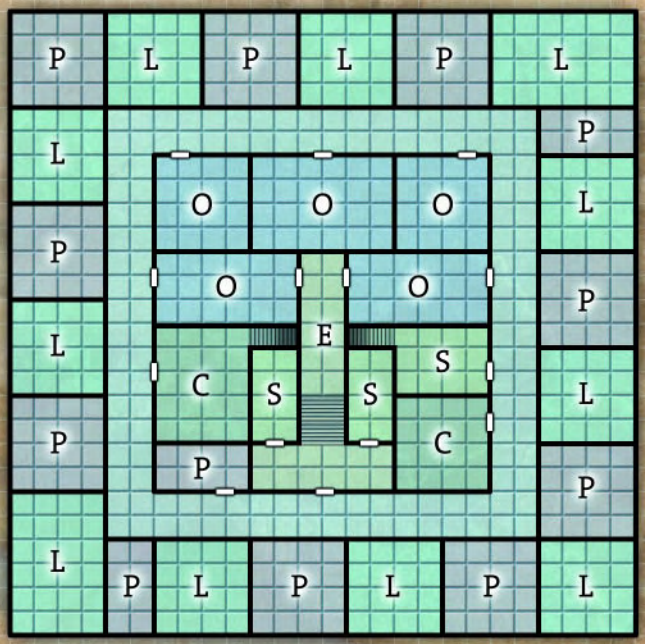
W: Workshop: Although a few workshops are for alchemical creations, most are for crafting magic items. Most of the rooms are custom designed for particular types of items, so there is a room for potions, one for wands, and so on. Typically, a workshop has 1d4+2 magic items stored within it, usually in an *arcane locked* safe.

The Inverted Pyramid

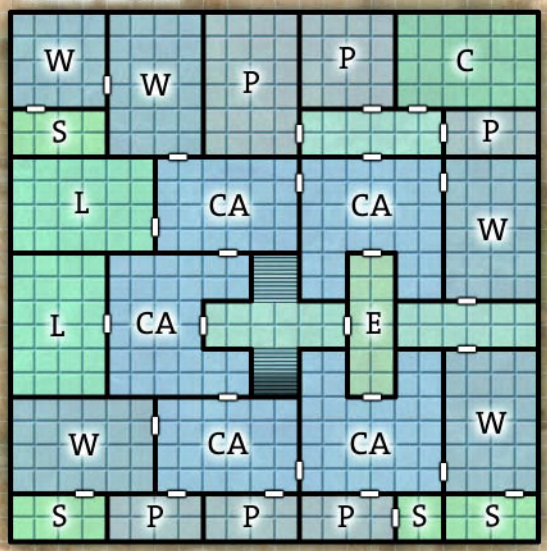
Top Level



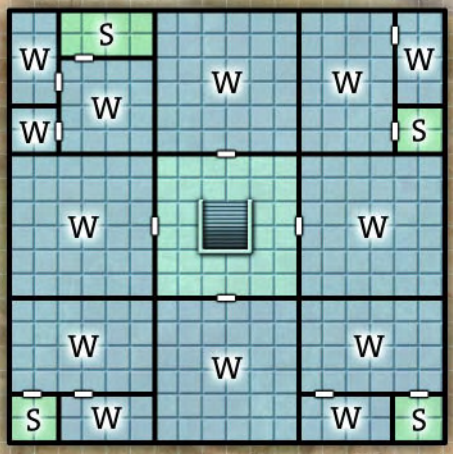
Second Level



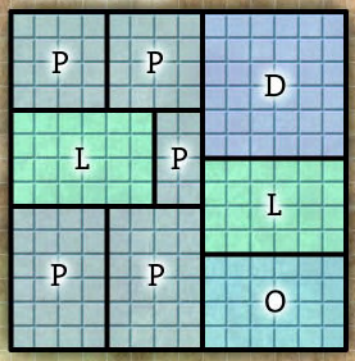
Third Level



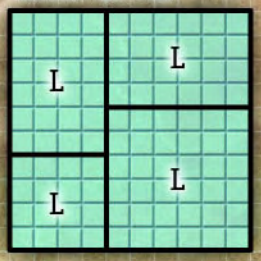
Fourth Level



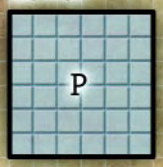
Fifth Level



Sixth Level



Seventh Level



Eighth Level



C = Conjuration Room
CA = Common Area
D = Dining Hall
E = Entrance Room
L = Living Quarters
ML = Main Library
O = Office
P = Private Studies/ Libraries
W = Workshop

1 square = 10 feet

Tenebrous Pit, page 323

The Malkuth, page 129

Daersidian Ringsire and Brusselt Airmol, page 226

Box of shadows, page 328

Ithilnaur, page 46

KADMIEL, THE SHADE TOWER

Ridge Road (#47, E5); see map, below
gp varies

Most people do not know the name "Kadmiel," but quite a few residents of Oldtown talk about "the Shade Tower." On bright, moonlit evenings (which are not common in Ptolus), a passerby might spy on the ground a long shadow of a round tower, even though no apparent tower casts the shadow. This shadow is Kadmiel.

Kadmiel exists in what sages call the Shadow of Ptolus (see sidebar, next page). It is the only structure of substance in this strange half-world, having been mystically transposed so that only its shadow exists in the real world and only its real form exists in the shadow realm.

Getting to Kadmiel is no easy task, for one can reach it only through the Shadow of Ptolus. That plane is accessible only via a handful of very specific spells and magic items, including *shadow walk* (if the caster has careful instructions and casts the spell while standing on the shadow of Kadmiel in the real world) and, of course, the *box of shadows*.

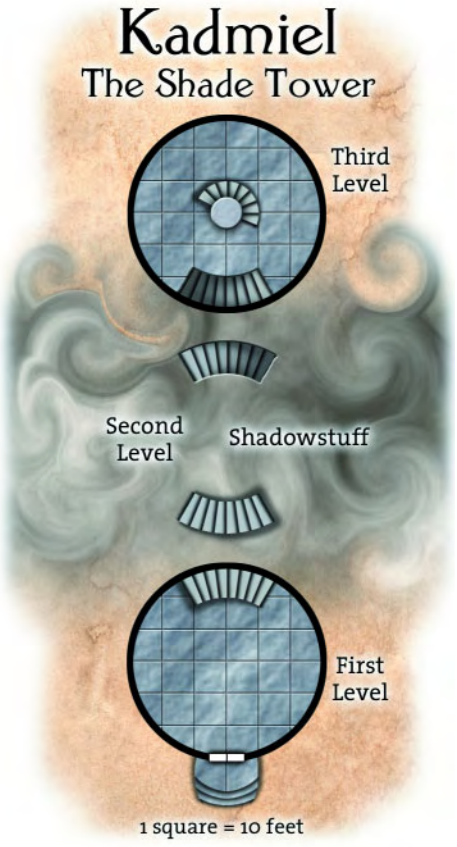
Hundreds of years ago, Kadmiel—a tower of elven creation—was home to a powerful elf sorcerer whose name is now lost. Seeking to create a magic item to serve as a source of unquenchable power for himself, this sorcerer crafted a box of ithilnaur and ensorcelled it. Through a misunderstanding of the forces he was dealing with, however, the sorcerer tapped into the terrible Tenebrous Pit and inadvertently created the *box of shadows*. The power within the box transformed the sorcerer into a being of pure shadow that eventually disappeared into the darkness (but not before he crafted the *shadowstaff* as well). The box also transposed the sorcerer's tower into the Shadow of Ptolus, creating Kadmiel as it is today.

Over two centuries ago, an adventurer named Thadeus Koll traveled to the Shadow of Ptolus and obtained the *box of shadows*. When he returned to the normal world, he turned the box over to the Malkuth. These angelic beings deemed it best that the box leave the proximity of the Spire altogether, hoping that distance would lessen its power. The Malkuth entrusted the box to a faraway loremaster, but a frost giant named Ymrik eventually stole it. The giant later lost it to a man named Thurvan Rashong, a former companion of Daersidian Ringsire and Brusselt Airmol.

Unfortunately, the box's power quickly corrupted Thurvan. Now he seeks to transform all other living beings into shadows. For the moment, however, he has retreated to Kadmiel, having returned the box to its original resting place. He will remain there until he comes up with a plan to carry out his goal. (Daersidian and Brusselt are looking for a way to stop him without harming him, but they don't know how to get to Kadmiel.)

The interior of the tower is always filled with a shadowy light. No power short of a god can make it dimmer or brighter.

The areas described below correspond to the map at left.



INFO CHECKS

A Knowledge (local) or Gather Information check reveals a few details about the mysterious Kadmiel, the Shade Tower:

The Shade Tower is a magical tower that doesn't exist, even though it casts a shadow in Oldtown (DC 23).

The Shade Tower, also known as Kadmiel, exists in a place called the Shadow of Ptolus (DC 27).

Either shadow walk *or the* box of shadows *can get someone to the Shadow of Ptolus (DC 30).*

First Level: Guardians (EL 12)

The door into Kadmiel is never locked. The ceilings in this level of the tower are twelve feet high. The entry room is empty, although tapestries, crossed swords, and shields decorate the walls. All these items are woven of shadowstuff and have no real substance.

Guardians: Eight shadow mastiffs usually guard the entrance to the tower from within this chamber. Because of the nature of the realm, they have maximum hit points and gain a +1 circumstance bonus on attacks, saves, and checks. A move action allows them to disappear into the shadows that pervade the tower, granting them full concealment.

Shadow Mastiffs (8): 44 hp each; see MM.

Second Level: Tenebrous Abode (EL Varies)

This is a place of many secrets. So deep are the shadows on the tower's second level that one can easily get lost or come under the impression that

the chamber is much larger than the tower that creates it. In fact, the room seems to go off into infinity, although one can never see more than ten feet. Within this shadowy expanse, one can find the hidden lairs of some of the towers' previous occupants. They appear as substantive cavelike structures among the shadows, but they prove difficult to find, for they are made of somewhat solid shadowstuff the same dim grey color as the shadows that surround them.

Getting back to the central area of this level (where the stairs are) is always easy and never takes more than 1d6 minutes, no matter how far one has strayed.

Exploring this area, called the Tenebrous Abode, one can find a number of hidden lairs. Searching through the shadows to find them takes 1d100 minutes each and a successful Search check (DC 20). In addition to simple living conditions (usually a cot or straw sleeping mat as well as some clothing, a few tools, pots, and other various items), a randomly discovered lair might contain the following:

d20	Contents of Lair
1	A sealed pot with a pint of **liquid shadow**
2	1d6+3 shadows that attack immediately
3	A bag with 1d6 × 100 gp
4	Small copper box containing three black pearls worth 1,000 gp each
5	1d4 greater shadows that attack immediately
6	1d3 desiccated corpses
7	A *glyph of warding* (inflicts 3d6 points of cold damage, DC 14)
8	Scroll of *darkness* and *deeper darkness*
9	Scroll of *phantom steed*
10	Scroll of *disguise self, minor image,* and *major image*
11	Scroll containing some of the history of Kadmiel, including the location of the Tenebrous Pit
12	Scroll regarding information about the process of becoming **shadow infused**
13	Spellbook containing 1d6+2 random illusion spells of 1d4–1 levels
14	*Potion of cure serious wounds*
15	Gold idol of a squat, froglike demon worth 450 gp
16	A *wand of color spray* (8 charges)
17	An infestation of mindfire (Fortitude save, DC 12); see "Disease" in Chapter 8: Glossary of the DMG
18	A *bag of devouring*
19	A *vacuous grimoire*
20	A **Gold Dragonscales** game set worth 500 gp





In some ancient texts, the Tenebrous Abode of the Shade Tower is called the Shadow Rift.

The Shadow of Ptolus

The Shadow of Ptolus is a gloomy half-world that may actually be just an alternate Ethereal Plane. It exists, or rather coexists, only in an area about a mile around the Spire. Most likely it originated as a dark reflection created by the residual power of Jabel Shammar, or perhaps the Galchutt. Only shadows exist in this parallel realm—shadows of everyone and everything in the real world. Thus, if one were to travel to the Shadow of Ptolus, one could see indistinct shadows of places in the city and watch as the (silent) shadows of people moved among them.

Liquid shadow, page 46

Shadow infused, page 323

So Much Shadow

The fact that Ptolus has a Shade Tower, a noble house devoted to shadow (page 94), Shadow Sendings (page 164), the Shadow Theater (page 334), and a box of shadows (page 328) results from the existence of the Tenebrous Pit below the Imperial University. Its subtle influence over the last millennium has woven its way through many aspects of Ptolus life with extraordinarily few people realizing it.

Gold Dragonscales, page 359

DM TIPS

Whole adventures could be created surrounding the many lairs that lie within the Tenebrous Abode. Some who have come here could have built entire fortresses of solid shadowstuff.



House Sadar, sometimes called the House of Shadows, is looking for the box of shadows. *Lord Renn Sadar spends significant time researching the artifact but he does not know it has returned to the site of its creation. Renn currently wields the* shadowstaff *and has heard the rumors of the Shade Tower.*

Daersidian Ringsire and Brusselt Airmol, page 226

The key to the box of shadows *is currently at large.*

THE BOX OF SHADOWS

This major artifact is inherently evil. It draws its power from a location beneath the Imperial University called the Tenebrous Pit, created by a lieutenant of Ghul's while the Utterdark held sway over the land. The box appears to be silver but is truly a thin, strong material called ith-ilnaur (see "Special Materials" in Chapter 2: The World.) Painted black, it measures about one foot long, eight inches wide, and six inches tall. It can be locked, and the lock cannot be opened except with the proper key (it cannot be picked or opened by magic).

Once open, the box emanates a continual *unhallow* spell that moves with it. It can be used to summon 3d6 shadows or 1d6 greater shadows three times per day. These shadows understand and obey the commands of the holder of the box, and they (and any shadows they subsequently create) remain for 10 rounds. The holder also can use the box to cast *greater shadow conjuration*, *greater shadow evocation,* and *shadow walk* five times each day, in any combination. The holder can use the *shadow walk* ability to transport himself directly to the Shadow of Ptolus and/or to Kadmiel any time—as well as travel elsewhere.

Lastly, anyone holding the *box of shadows* can infuse himself with shadows. A shadow-infused creature gains a +15 circumstance bonus on Hide checks and the ability to hide in plain sight like a shadowdancer. A shadow-infused creature draws power from magical areas of shadow; thus while in the Shadow of Ptolus, within one hundred feet of the Tenebrous Pit, or while holding the *shadowstaff*, the infused creature's hit points rise to maximum and he gains a +1 circumstance bonus to attacks, saves, and checks. If desired, a shadow-infused creature can sacrifice some of his own soul (one experience level) into the box to gain DR 10/magic and a permanent *displacement* effect, both of which function as long as he touches the box.

All powers are cast at 20th level. The box was created by the same mysterious figure that created the *shadowstaff*. It weighs 5 lbs.

Overwhelming illusion [evil]; CL 23rd

Third Level: The *Box of Shadows* (EL 15)

The heart of the tower Kadmiel is a single chamber, sixty feet across and eighty feet high. In the middle of this room rises a pillar, ten feet in diameter and sixty feet high. A narrow staircase (only two feet wide) circles around the pillar up to its top, where the *box of shadows* rests. From this perch, Thurvan Rashong is likely to greet visitors and opponents, the box firmly in his clutches. See the sidebar above for more information on the *box of shadows*.

Corrupted by his treasure, Thurvan never willingly gives up the box. Convincing him to leave the tower requires a Diplomacy check (DC 30) as well as a good reason why. Most likely, Thurvan will use force to protect himself and the box and to rid Kadmiel of intruders. At this point, he has become so in thrall to the box that even his old friends **Daersidian Ringsire and Brusselt Airmol** won't be able to reason with him.



Thurvan Rashong
Male shadow-infused human (Chaotic Evil)
Expert9/fighter4 **CR** 14
HD 9d6+18 + 4d10+8 **hp** 76 (120)
Init +3 **Speed** 30 feet
AC 18, touch 13, flat-footed 15
BAB/Grapple +10/+12
Attack +15 melee (1d6+5, 19–20/×2, quarterstaff) or +15 ranged (1d8+3, longbow)
Full Attack +13/+8 melee (1d6+4, 19–20/×2, quarterstaff) and +13 melee (1d6+3, 19–20/×2, quarterstaff), or +13/+13/+8 ranged (1d8+3, longbow)
SQ DR 10/magic, *displacement,* shadow-infused (effects of *box of shadows* already figured in; DR and *displacement* function while he touches the box)
Fort +10, **Ref** +8, **Will** +7
Str 15, **Dex** 16, **Con** 14, **Int** 13, **Wis** 8, **Cha** 12
Crucial Skills: Hide +40, Listen +15, Move Silently +11, Spot +11, Tumble +15.
Other Skills: Appraise +14, Craft (woodworking) +15, Decipher Script +13, Handle Animal +7, Knowledge (geography) +11, Knowledge (history) +13.
Crucial Feats: Point Blank Shot, Rapid Shot.
Other Feats: Alertness, Improved Critical (quarterstaff), Skill Focus (Hide), Two-Weapon Fighting, Weapon Focus (quarterstaff), Weapon Specialization (quarterstaff).
Possessions: The *box of shadows*, *+3 leather armor of improved shadows,* masterwork quarterstaff, masterwork mighty longbow (+2), *+1 arrows* (20), *+1 frost arrows* (4).

KAIRA SWANWING'S HOUSE

Becker Street (#56, D6); see map, page 313
2,000 gp

A rather modest, well-kept house sits near the center of Oldtown amid a number of other modest, well-kept homes. This house in particular, however, belongs to the head of the Knights of the Golden Cross, Kaira Swanwing. It is full of caged birds and birds on perches—maybe as many as two dozen of them.

Off the kitchen, a stairway down appears to go into a cellar but instead leads to a black-and-white marbled hall under the house. This hall is appropriate for meetings, feasts, and parties (which Kaira is known for). Off this grand hall lies a secret room where Kaira keeps valuables (Search, DC 28, to find the door).

Campaign Use: Kaira could easily become a mentor to low- or even mid-level player characters. She might invite them to her house out of the blue (at least, that's the way it seems to the PCs) and offer to train and advise them. In exchange, she asks them to do tasks for her and the Knights.

THE PALE TOWER

Toner Street (#38, D4); see map, page 331
90,000 gp

Standing in stark contrast to all the structures around it, the Pale Tower rises up more like a marble monument than a building. The windowless round tower is faultlessly white and shines with a brilliance that belies its age. This is the home of the Malkuth, angels now and forever bound to this world.

The inside of the tower does not at all conform to its exterior shape. It houses almost sixty residents and provides numerous living quarters and common areas, as well as a parlor, study, drawing room, dining hall, large kitchen, library, and some rather unique magically enhanced chambers. About half the residents are celestial beings, while most of the rest are either half-celestials or aasimars.

One of the better known inhabitants of the Pale Tower is the Graven, a stone golem covered in engraved holy symbols. The power of the symbols has granted the Graven a normal level of intelligence (so he has skills and feats). His alignment is lawful good. The Graven is quiet, contemplative, and serene, spending most of his time studying holy texts. However, if the tower or its occupants comes under threat, he is the first to leap to its defense. He almost never leaves the Pale Tower, but when he does it is in the company of his friend Glasa Tiaro (female half-celestial rogue9).

The Graven, Intelligent Holy Stone Golem: 110 hp; see MM (but with Intelligence 10 and Charisma 10; speaks Common).
Skills: Diplomacy +7, Knowledge (religion) +10, Listen +4, Sense Motive +7, Spot +4.
Feats: Alertness, Combat Reflexes, Iron Will, Lightning Reflexes, Run.

Tower Layout

The walls of the Pale Tower are all stone; the inner walls are one foot thick, and the outer walls are two. The outer walls are further ensorcelled so that anyone inside can create a window on command. Because of the strange nature of the tower's layout (remember, the interior space does not match the tower's exterior), the perspective one gains from a particular room is only the approximate outer vantage. The window is one-way, allowing someone to see out but not in. These windows do not open and remain as sturdy as the wall around them—they are not exits.

All interior doors are wooden and bound in iron. The outer doors, however, are stone and one foot thick.

Entering the tower by magic of any kind—whether it be *teleportation*, *disintegrate*, or *passwall*, is possible only in Area 1: The Foyer.

Most rooms are austere, with white walls and floors the norm. Occasionally, one sees a wall painted in muted colors with a mural of a heavenly scene. All rooms are magically lit with a warm glow and remain at a steady, comfortable temperature regardless of outside conditions.







Kaira Swanwing and the Knights of the Golden Cross, page 124



The Malkuth, page 129

Observant visitors to the Pale Tower who have also been inside the tower on the estate of House Dallimothan will notice similarities. This is not a coincidence. Both structures were designed by the aasimar wizard Tirestian around 440 IA.

DM TIPS

If the player characters come upon evil magic items that they don't know how to dispose of, introduce the Pale Tower as a helpful resource. The Malkuth will be happy to store them for free in their suppression vault (Area 10).

INFO CHECKS

A Knowledge (local) or Gather Information check uncovers some facts about the Pale Tower and the Malkuth:

The Malkuth are celestial creatures living in the world (DC 18).

The Malkuth live in the Pale Tower in Oldtown (DC 20).

Evil cannot enter the Pale Tower (DC 24).

Rhoth, page 43

Liquid light, page 46



Aoska of the Malkuth, page 129

Liquid shadow, page 46

The areas described below correspond to the map on the next page.

1. Foyer

It is impossible to enter the Pale Tower in any location other than this one, even via teleportation magic. Any evil creature who enters the tower suffers 1d6 points of damage per round while here and is gripped with intense pain that imposes a –2 penalty on attacks, saves, and checks (no save, but spell resistance does apply—assume a 20th-level caster generates the effect). This pain is clearly visible to anyone.

The foyer is mostly empty, except for some couches positioned by the curving staircase that leads up. Visitors to the tower are welcomed by a host or hostess, usually a young aasimar male or female wearing a white tunic. This resident offers refreshment to visitors while they wait for him or her to fetch the person they have come to see or to carry a message to someone in the tower. Nowadays, it is extremely rare that a visitor be allowed to enter any other area of the Pale Tower.

A common visitor is Esgilar Masters (male human paladin10), leader of the Order of the Steadfast Heart—an order of knighthood with no representation in Ptolus. Esgilar hails from Rhoth and loves an angel named Evana. Evana, a planetar, does not share his feelings and never sees Esgilar for fear of encouraging him. Esgilar risks his position in his order due to the amount of time he spends at the Pale Tower waiting to express his unrequited love.

2. Drawing Room

The tower's large, comfortable, and stylish drawing room just off the foyer offers many chairs, divans, and small tables. Water and wine served in elegant crystal goblets and pitchers are always available here.

3. Guard Room

On the opposite side of the foyer from the drawing room lies a guard room, with two astral devas stationed here at all times. Each has a trumpet that, when blown, is heard throughout the tower.

Astral Devas (2): 102 hp; see MM.

4. Common Area

Common areas on the second and third floors are mostly open, with some long, narrow tapestries on the walls depicting heavenly scenes. In these common areas, a visitor might find any one of the Malkuth, such as Mooncry, a beautiful female deva with dark hair cascading down her back past her wings, or Felaer, a male deva with elven features and golden tips on the ends of his white feathers; he carries a double-bladed sword rather than his kind's traditional mace.

5. Grand Hall

This lavish columned ballroom boasts a vaulted ceiling painted with intricate scenes of angels and heavenly locales in pastel colors. The polished white floor is normally bare of furnishings, but at times chairs are brought in so the angelic leaders can address all the Malkuth at once. Long ago, the Malkuth held formal balls here, but that has not happened in at least eighty years.

6. Dining Hall

The Malkuth's dining hall contains three long tables and many comfortable chairs. The ceiling is painted with clouds and birds.

7. Kitchen/Pantry

Adjacent to the dining hall, perhaps surprisingly, lies a typical kitchen with lots of fresh food.

8. Storage

Storage rooms on the second and fourth floors hold a variety of mundane items, ranging from extra chairs to all sorts of tools to old books.

9. Sanctified Arsenal

The eight-inch-thick iron door into this vault on the third floor is always triple locked (Open Lock, DC 33 each). This chamber—a very special storage room—holds a number of magic items carefully stored in silk-lined drawers and chests.

Currently, the items stored here include twenty crystal vials containing holy water, three crystal vials containing liquid light, four *potions of cure serious wounds*, two pots of *Keo's ointment*, a +2 *flaming holy flail*, a *candle of truth*, a scroll of *holy aura*, a scroll of *holy word* (×2), two scrolls of *heal*, and a *horn of goodness/evil*.

10. Suppression Vault

The eight-inch-thick iron door into this vault on the third floor is always triple locked (Open Lock, DC 33 each). The door itself inflicts 10d6 points of holy damage on any evil creature who touches it (no save), and the vault has a *forbiddance* spell (Will save, DC 23) created by a neutral good caster.

In a way, this chamber is the opposite of the sanctified arsenal (Area 9). Sometimes the Malkuth obtain an evil item that cannot be destroyed easily—occasionally people bring them such items, not knowing what else to do with them. The residents of the Pale Tower store these evil items in this suppression vault.

Currently, the items stored include a +1 *unholy elf-bane lance*, *a talisman of ultimate evil*, two vials of liquid shadow, and an iron flask containing a cornugon devil.

11. Living Quarters

Ranging in size, all the living quarters in the Pale Tower lie on the third and fourth floors. They are beautiful and comfortable, with all reasonable luxuries (bathtubs, scented wardrobes, and so on).

12. Parlor

Well-appointed and elegant (but not gaudy), the large parlor on the fourth floor seems a comfortable and pleasant place to chat quietly or sip wine, which is just what one will find the Malkuth present doing.

It is not at all uncommon to find a half-celestial named Piraloth (male fighter7) in the parlor. Unlike many of his kind, Piraloth does not look on his mixed heritage as a blessing, but as a curse. He spends most of his days brooding in the Pale Tower.

13. Study

Designed for quiet study or reflection, this room on the fourth floor is most often used by people like Tasilicus Rhendron (male human wizard12) one of the Pale Tower's few noncelestial residents. He specializes in the magic of mirrors, a brand-new field of magic requiring a great deal of research.

14. Temple of Benevolence

This temple at the center of the tower's top floor is dedicated not to any specific god, but to Good itself. One can revere any good-aligned deity here—or all of them. Some worshippers come here simply to venerate the concept of Good, which the residents call "paying fealty to Heaven."

The temple has a golden altar, two alabaster fonts of holy water, and a number of bronzewood kneelers. Angelic statues ring the perimeter of the room, and the ceiling has a golden sun painted upon it.

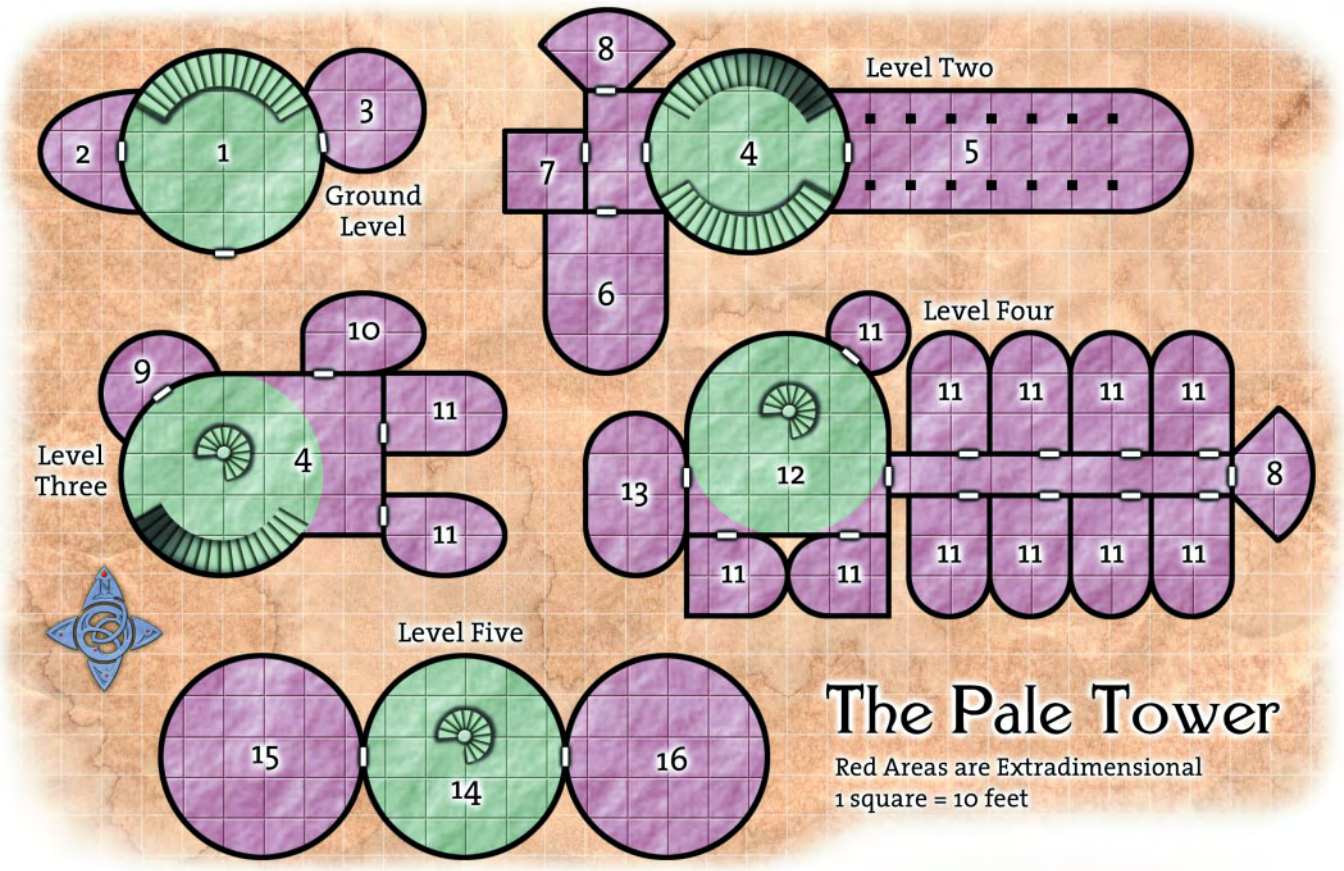
15. Celestial Observatory

In this amazing, magical room on the top floor, it seems as if there are no walls, ceiling, or floor. One simply walks into the "chamber" on a thin strip of solid light and gazes into the beautiful night sky all around that magnifies the celestial majesty of the heavens. Those with the ability to fly can soar out into the stars and fly among them, always able to return to this doorway. The night sky, however, is just an image created for this chamber—this is not an entrance or an exit from the tower. Nevertheless, the celestial scape here perfectly mirrors the actual sky, and so celestial events in the heavens (such as a comet) are mimicked here as well.

MAP PAGE 313



Falstef, a deva and the first of the Malkuth, now languishes in the Dark Reliquary's Cruciform Prison; see page 256.



Vagrants and criminals often use the crumbling shell of the old tower that conceals the Secret Hall as a place to live or hide. These inhabitants frequently examine the trap door with curiosity, but, of course, they can never get it open.

Gerris Hin is one of the most famous sages who ever lived. His studies documented the existence of a buried city beneath the current city of Ptolus that was built thousands of years ago.

INFO CHECKS

A Knowledge (local) or Gather Information check reveals the following details about the Naltegro Suun (page 130):

The Naltegro Suun is an organization of elite assassins in Ptolus (DC 18).

The Naltegro Suun members are not evil but have their own sense of honor (DC 20).

The Naltegro Suun has a secret meeting hall in or below a tower in the old city wall (DC 33).

King's River Gorge, page 160

Naltegro Suun, page 130

16. Cathedral of Heaven

This chamber is very similar to Area 15, but the heavens here are lit by the golden sun and filled with billowing clouds.

SAGES' GUILD HEADQUARTERS

Winter Road (#53, D5); see map, page 313
10,000 gp

To someone not in the know, this older building might appear to be a library. It is, in fact, the headquarters of the Sages' Guild. While members of the guild are scattered throughout town, many of them actually work here, with a well-stocked research library at their disposal and a goodly amount of customer traffic. Aside from offering office space to various sages and a communal library (available to all in the guild, not just those who work here), the building also holds the guild's administrative offices. This includes the office of Relinda Chilithon (female human expert8), the Guildmaster Sage, a surprisingly disorganized and disheveled woman who nonetheless has a winning, charming way about her. Her assistants handle most of the administration—Relinda's talents involve dealing with those outside the guild, which she does wonderfully.

Encounter: When the player characters come to the Sages' Guild looking for information, the entire staff in the building as well as some of the other guild members from around town are having a party for Relinda's birthday. A few of the less socially adept sages avoid the party to attempt to continue their work. It's obvious that more than one of the male sages at the party has a bit of a romantic crush on Relinda, who, despite her lack of great physical beauty, is thoroughly charming.

SECRET HALL

near Crossing Street (#41, D4)
see map at right 0 gp

The entrance to the Secret Hall is located in the crumbling shell of a tower that forms part of the wall surrounding Oldtown; the tower overlooked the King's River Gorge back in the days when this district formed the entire town.

The secret meeting hall of the Naltegro Suun assassins' guild lies beneath the tower. Members enter via an *arcane locked* trap door on the tower's ground floor that reveals a trap-laden staircase and, at the bottom of that, a trap-filled hallway. When the thirteen assassins are not gathered there, the place is simply an empty, ruined tower. Even the meeting hall below ground is entirely empty—the traps seem to be without point.

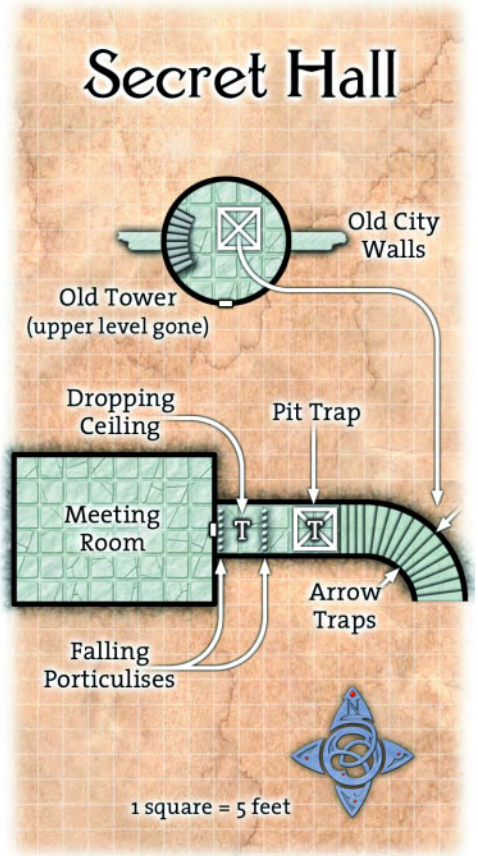
While the guild members are present—which occurs only at night, usually on odd-numbered days of the month (and then only once or twice in a given month)—one of the members positions some hidden cohorts in the tower to serve as lookouts and a first line of defense (usually 1d3 human rogues8 and 1d4+1 human fighters6).

Traps: Any weight on the stairs triggers a fusillade of arrows that come out of both sides of the stairway. At the bottom of the stairs is a trap door over a pit trap. If anyone steps into the last ten feet of the passage, portcullises drop to seal that section (hardness 10, 60 hp, Strength DC 25 to lift), and the ceiling falls, crushing those between the two portcullises.

Fusillade of Arrows: CR 6; mechanical; location trigger; manual reset; attack +18 ranged (1d8+1, arrow); multiple targets (1d8 arrows per target on the stairs); Search DC 19; Disable Device DC 25.

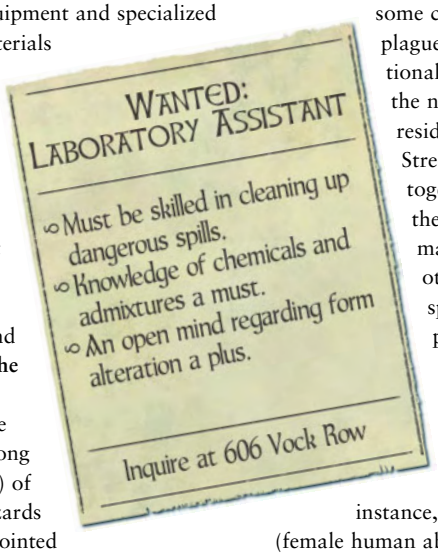
Spiked Pit Trap: CR 6; mechanical; location trigger, manual reset; Reflex save, DC 20, avoids; 100 feet deep (10d6, fall); pit spikes (attack +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 20; Disable Device DC 20.

Dropping Ceiling: CR 9; mechanical; location trigger; repair reset; ceiling moves down (12d6, crush); multiple targets (all targets in a 10-foot-square area); never miss; onset delay (1 round); Search DC 20; Disable Device DC 16.



DWEOMER STREET

Within the heart of Oldtown, the residential area surrounding Vock Row in the northeast part of the district is known by most as Dweomer Street, so named because it is the most fashionable area in town for arcanists to live. The street has become host to a number of towers and rather large homes, many prominently bearing the unique arcane mark that represents each inhabitant as surely as a coat of arms represents a noble house. Most homes are converted to house a laboratory or workshop as well as living quarters. Not surprisingly, Dweomer Street also hosts a number of shops that sell spell components, alchemical substances, laboratory equipment and specialized tools, raw materials for magic item creation, and other unique items that a wizard or sorcerer might need. There's even a mage-focused bar and eatery called **the Pointy Hat**, so named because of the habit (long out of fashion) of old-school wizards to wear tall, pointed hats with moons and stars on them.



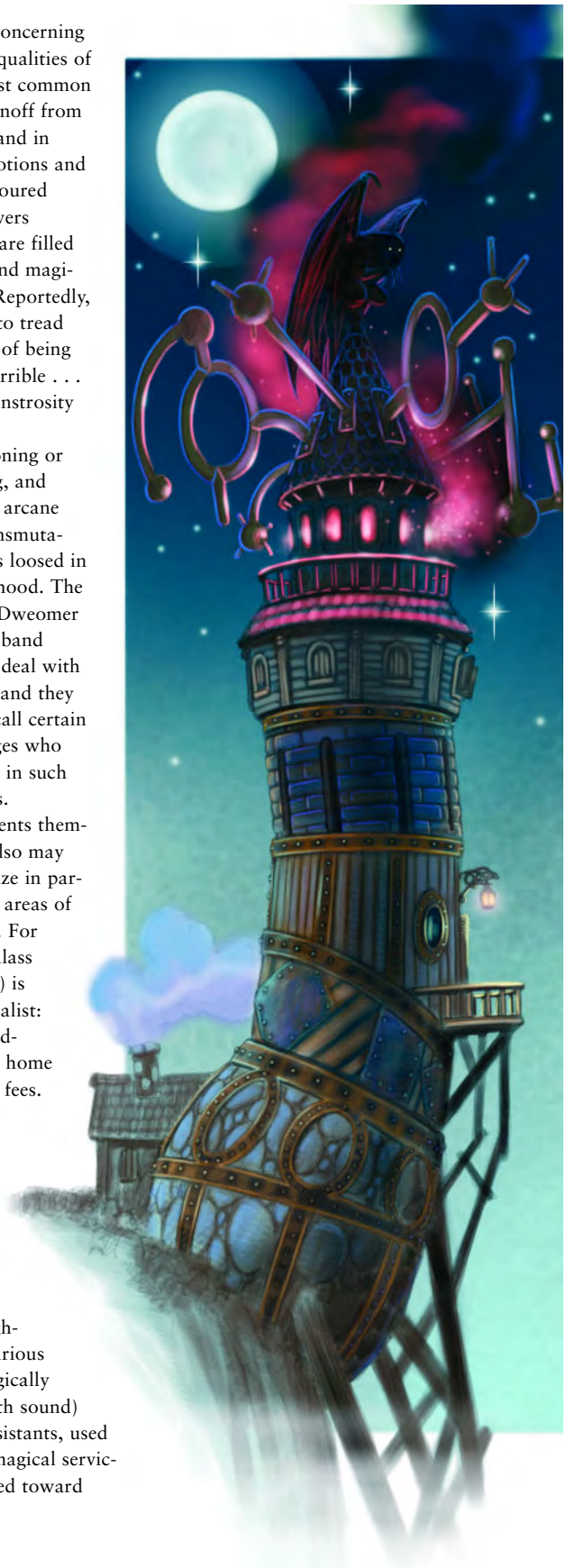
Two interesting magic-related sporting events are held in a large, round building on Dweomer Street known as **the Games House**. The first, called simply "the Mage Game," involves two teams attempting to score points by putting a frictionless ball into the opposing goal, using either physical or magical skill. (Most players use *fly* spells, although *expeditious retreat* and *true strike* get heavy use as well.) The other, newer, event is the golem fights. Just as it sounds, this diversion involves magical constructs crafted by local mages battling each other for sport. The Inverted Pyramid sponsors both events. While you can attend either event in person, when a game is in session the Games House becomes one of the most heavily scried places in the city.

Rumors run rampant concerning the strange and mystical qualities of Dweomer Street. The most common is that, due to residual runoff from all the spells cast there—and in particular all the failed potions and alchemical experiments poured down the drains—the sewers beneath Dweomer Street are filled with odd arcane effects and magically mutated creatures. Reportedly, even the ratmen hesitate to tread those sewer runs for fear of being turned into something horrible . . . or encountering some monstrosity that already has.

Occasionally, a summoning or experiment will go wrong, and some creature, arcane plague, or transmutational effect is loosed in the neighborhood. The residents of Dweomer Street often band together to deal with the threat, and they may also call certain other mages who specialize in such problems.

Residents themselves also may specialize in particular areas of magic. For instance, Yula Falass (female human abjurer13) is known as a security specialist: She wards important buildings like the Commissar's home or noble manors for high fees. Then there's Terraeth Whispermoon (male Harrow elf sorcerer7), who uses magic to deal with outbreaks of dangerous diseases, fires, and other threats to the city.

Posted around the neighborhood, one will find various signs and bills (a few magically animated or equipped with sound) advertising laboratory assistants, used wands, and a variety of magical services or opportunities tailored toward spell-users.



Shuul agents, page 133

Ghostly Minstrel, page 204

House Sadar, page 94
Kadmiel, page 326
Tenebrous Pit, page 323
Renn Sadar, page 95

INFO CHECKS

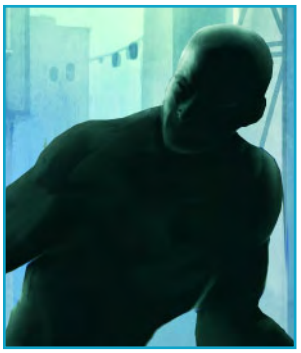
A Knowledge (local) or Gather Information check tells characters the following about skulks:

Strange creatures in Ptolus called skulks keep to the shadows (DC 18).

The skulks use a symbol to mark areas where they sometimes gather (DC 22).



One such marked place is in a particular alley in Oldtown (DC 25).



Skulks, page 630

SHADOW THEATER

Shadow Road (#52, D5); see map, page 313
5,900 gp

Only very recently opened, this theater is unlike any other. Rather than showing plays with actors, the theater hires "performers" who magically cast animated shadows on a huge white wall to portray an epic story, sometimes with hundreds of characters at once (in large battle scenes), sometimes with amazing effects like flowing rivers or trees blowing in the wind during a storm. The shadow play changes each week. Admission is one silver coin.

The performers are all low-level wizards, sorcerers, or bards who use a modified form of *prestidigitation*, sometimes as many as a dozen spells at a time. Carson Herdsman (male human commoner3), the father of Tellith of the Ghostly Minstrel, works as the manager here, overseeing the performers and handling the crowds. Carson is, in fact, a terribly inept manager. If the theater succeeds, it will be in spite of him.

Scenario: Rumors abound that the Shadow Theater is connected to House Sadar, and those in the know wonder whether the magic used in the performances taps into Kadmiel the Shade Tower or the Tenebrous Pit beneath the Imperial University. They whisper that the new theater is part of some insidious plot—perhaps to implant *suggestions* in the minds of the audience? The fact that Renn Sadar has been seen speaking with the manager only validates these rumors. However, they are just rumors. In fact, there is nothing sinister about the theater at all, and it has no connection to Sadar or any shadow-magic-related site. Yet.

The truth is that Lord Sadar would like to control the theater, but the owners, a group of wealthy Oldtown residents, will not sell.

SKULK ALLEY

Yarrow Street (#71, D7); see map, page 313
0 gp

This is a rather innocuous looking dead-end alleyway between a pair of office buildings. However, scrawled on the far wall, is the skulk symbol. Those who come into the alley and wait by the symbol for at least half an hour are rewarded with a sudden, "What do you want?" that seems to come out of nowhere.

It is the voice of Shim, a skulk. For a price, Shim can use his incredible talents to slip into places no one else can go and learn information. Shim will not steal, but he will spy. His price is 100 gp or the equivalent in magic or other goods. There are other skulk meeting points around the city, but few skulks are as willing to deal with nonskulks as Shim.

Shim: 23 hp; see Chapter 34: Monsters.

TOWER OF SCIENCE

Four Fountains Street (#73, D7); see map, page 313
940 gp

This building is not yet finished. In fact, it may be at least a year from completion. Still, it seems impressive and looks like no other structure around it. The thirty-foot-high iron tower is topped with a framework that doubles its height—the finished tower will be sixty feet high. Shuul agents guard the tower at all times, and workers toil at its construction each and every day. Overseeing the job is an architect named Dorut Wolfstone (female dwarf expert8).

THE WHITE HOUSE

Fetch Street (#44, E5) ★★★★
see map, page 335 154,000 gp

Located in a respectable part of Oldtown, the White House offers some gambling but is primarily a high-end brothel. In both respects, the White House is fully licensed and pays all the proper taxes to keep everything completely legal. It is the most exclusive and lavish establishment of its kind outside of the Nobles' Quarter. The tall, single-story building features white marble facades and massive columns flanking the entrance.

The proprietor of the White House is Thurman Rees (male human fighter12). This slight, clean-shaven man with short, dark hair





appears flustered all the time. In times of trouble, however, he is deadly with a bow. Thurman is the cousin of the mercenary Barras Noven. The White House employs a dozen prostitutes (four females and eight males—the place has a large number of homosexual clients), a dozen guards (human warriors2), a bouncer (male human barbarian8), and a support staff of ten.

Aggah-Shan

The real owner of the White House is the lich Aggah-Shan, although no one ever sees him here. His lair lies directly below the White House, where he works alongside the newly awakened rhodintor on an enormous chaositech machine. Aggah-Shan has long used magic to keep his criminal operations out of the hands of the Balacazars, and recently—with the arrival of Kevris Killraven on the scene—he's succeeded in playing one criminal organization off the other. Specifically, he has stolen a book of names and details of activities belonging to the Balacazar organization; it would be devastating to them if it should fall into Killraven's hands. Using the book as a hostage, he has kept the Balacazars off his back for almost a year.

In the back room of the White House, a secret door (Search, DC 25) leads to stairs down to Aggah-Shan's lair. There, a number of animated undead guardians (mostly wights) and a few monsters and traps guard his possessions. All secret doors in the lair have a Search DC of 25 and are unlocked. His inner sanctum, where his phylactery lies, is in a room reachable only to one who teleports there in a special iron chair in the lair. To operate the chair, the user must strap himself in. During the teleport, however, carefully positioned spring-blades and spikes sprout out from the chair. They are set so that a skeletal figure sitting in the chair suffers no damage, but a normal person in the chair suffers 20d6 points of damage.

Aggah-Shan
Male human lich (Chaotic Evil)
Wizard13 **CR** 15
HD 13d12 **hp** 80
Init +2 **Speed** 30 feet
AC 19, touch 14, flat-footed 17
BAB/Grapple +6/+7
Attack/Full Attack +7 melee (1d8+5 [Will save, DC 17, for half] plus paralysis [Fortitude save, DC 17], touch)
SA Fear aura (60-foot radius, affects 5 HD or less, Will DC 17 resists), paralyzing touch
SQ +4 turn resistance, immune to cold, electricity, polymorph, and mind-affecting attacks
Fort +5, **Ref** +6, **Will** +9
Str 12, **Dex** 15, **Con** —, **Int** 20, **Wis** 13, **Cha** 12
Languages: Auran, Common, Dark Elvish, Draconic, Dwarvish, Elder Elvish, Elvish, Gnomish, Ignan, Terran, Uraqi.

Barras Noven, page 216

INFO CHECKS

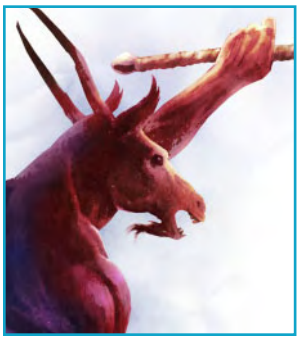
A Knowledge (local) or Gather Information check offers the following details about the White House:

The White House is a classy, legal brothel in Oldtown (DC 17).

The White House is owned by Aggah-Shan, a lich (DC 30).

Rhodintor, page 628
Chaositech, page 566
Balacazars, page 100
Kevris Killraven, page 122

Aggah-Shan keeps a globe of accord *in his office at the White House. He uses the item to communicate with his lieutenant, Naosh, manager of the Cock Pit (see page 357).*



Rhodintor assist in the development of the Machine.

In her secret room in the Dark Reliquary (see page 247), Lilith keeps records that describe the location of the chaos temple below Oldtown. This chaos temple is accessible from a passage leading out of Aggah-Shan's Machine chamber. For details on this secret temple, see Chapter 4 in The Night of Dissolution *on the CD-Rom included with this book.*

Animate necrosis, page 639

Headband of reflected arrows, above

Globe of accord, page 357

Amulet of the Arcanist

This silver medallion adds a +2 bonus to the saving throw Difficulty Classes of all arcane spells cast by the wearer.

Moderate universal; CL 7th; Craft Wondrous Item, imbue with spell power*; Price 50,000 gp; Weight —*

Mrathrach games, page 356
Cock Pit, page 355

Vested of the Galchutt, page 60

HEADBAND OF REFLECTED ARROWS

This headband of woven gold threads bears small crossed arrow symbols all around the outside. Three times per day it causes an arrow, crossbow bolt, or other ranged weapon directed at the wearer to turn around and go after the attacker. The same bonuses used to attack the wearer apply against the attacker. Thus, if an archer fires an arrow with a +13 bonus at the wearer, resolve a +13 attack against the archer instead, with damage inflicted normally upon a hit. The wearer need not be aware of the assault and cannot decide when to reflect an attack—the headband simply functions against the first three ranged weapon attacks made toward the wearer.

Strong abjuration; CL 13th; Craft Wondrous Item, *protection from missiles, spell turning*; Price 7,800 gp; Weight —

Crucial Skills: Concentration +18, Hide +12, Listen +14, Move Silently +12, Search +13, Sense Motive +9, Spot +14.
Other Skills: Craft (alchemy) +17, Knowledge (arcana) +20, Knowledge (local) +20, Knowledge (nature) +10, Knowledge (religion) +12, Spellcraft +15.
Crucial Feats: Combat Casting.
Other Feats: Alertness, Brew Potion, Craft Magic Arms and Armor, Craft Wondrous Item, Enlarge Spell, Scribe Scroll, Silent Spell, Spell Focus (evocation).
Spells: 4/6/5/5/5/4/2/1; save DC 17 + spell level, DC 18 + spell level for evocation spells.
7th—*insanity*.
6th—*chain lightning, disintegrate*.
5th—***animate necrosis***, *cloudkill, teleport, wall of stone*.
4th—*baleful polymorph, dimensional anchor,* enlarged *fireball, stoneskin, wall of fire*.
3rd—*displacement, haste, fly, lightning bolt, slow*.
2nd—*blur, invisibility, mirror image, see invisibility, web*.
1st—*mage armor, magic missile* (2), *ray of enfeeblement, shield, shocking grasp*.
0—*detect magic, ghost sound, mage hand, message*.
Possessions: ***Headband of reflected arrows***, ***amulet of the arcanist***, *ring of protection* +2, scroll of *antimagic field*, scroll of *fireball* (×2), scroll of *cone of cold*, ***globe of accord***, silver necklace with emeralds worth 2,300 gp, gold and ruby ring worth 1,200 gp, pocketwatch.

The Machine

Aggah-Shan channels the stored chaos from the magical Mrathrach games at the Cock Pit into a huge chaositech machine in his lair beneath the city. The machine, which resembles a big metal tower, measures two hundred fifty feet tall and fifty feet wide. It is located in a deep shaft and has interior chambers that allow one access to its inner workings.

The lich's rhodintor allies helped him complete the monstrous device, which he hopes to use soon to resurrect a late Vested of the Galchutt named Mrathrach. The machine is designed to control the powerful creature enough for Aggah-Shan to unleash him upon his enemies: the government, the Shuul, and the Balacazars.

Rhodintor (12): 60 hp each; see Chapter 34: Monsters.

YARROW STREET FORUM

Yarrow Street (#78, D7); see map, page 313
2,300 gp

This structure has a wide plaza around it, filled with statues and well-trimmed trees and hedges. In the spring and summer, flowers bloom in lovingly-tended gardens. The building itself appears to be three stories but in fact is only two. The main hall on the lower floor has an extremely high ceiling.



The forum hall serves many purposes. Groups can pay a small fee (usually 50 gp) to hire the city-owned hall for a day and a night to hold meetings, parties, celebrations, costume balls, and so forth. During any normal day, the surrounding plaza (and the interior of the building when it rains) is a forum for public discourse of all kinds; concerned, influential citizens may voice their opinions to members of the City Council. Philosophers and teachers instruct students—or anyone who will listen. Debates sometimes rage over a number of topics.

Important individuals frequenting the forum include Helmut Itlestein, Sorum Dandubal, Tallaeth of House Kath, Yarek Nagel, Marcad Shever, Celdore Silverwood, Marija Elinek, Chuster Nogol, Moynath Autumnsong, Jevicca Nor, Dierna Hillerchaun, Nivae Tamelli, and Kaira Swanwing.

Formal, legal duels are sometimes fought in the forum plaza. However, one must get special dispensation (basically, a license) from the city to do so.



Encounter: When the player characters arrive at or even pass by the forum, a huge crowd has gathered in the plaza around a tall statue of a past commissar. The people here have come to listen to a new elf philosopher named Waeven Iosanil (male expert8), who is telling everyone who will listen that the gods are not truly divine, but only powerful entities, not unlike great wyrm dragons or powerful angels. The only true divine being is the world itself, this radical speaker claims. All living creatures, he says, are a part of this being, and should act accordingly. A cleric of Lothian stands nearby, listening to this speech with a scowl, having summoned the City Watch to arrest Waeven for violating some obscure blasphemy law.

OTHER LOCALES

Although this is not a complete listing by any means, DMs can insert the locations from the table below as needed into a Ptolus Campaign when using Oldtown.



City Council, page 148

The Bankers' Guild is located in Oldtown.

Helmut Itlestein, page 389
Sorum Dandubal, page 109
House Kath, page 92
Yarek Nagel, page 93
Marcad Shever, page 96
Celdore Silverwood, page 108
Marija Elinek, page 112
Chuster Nogol, page 115
Moynath Autumnsong, page 289
Jevicca Nor, page 117
Dierna Hillerchaun, page 125
Nivae Tamelli, page 123
Kaira Swanwing, page 125

Other Locales in Oldtown

Name	Type	Location	Proprietor	Staff	Notes
Ander Kellin's Office		Greycannon Road (#68, C7)	Ander Kellin (male human expert4)	0	Appraiser
Bankers' Guild		Palace Road (#51, C5)	Chuster Nogol (male human aristocrat2/expert5)	20	—
The Boiling Pot		Four Fountains Street (#76, C8)	Dellam Koll (male human commoner2)	8	—
Church of Lothian the Redeemer		Heroes' Way (#67, C7)	Sister Gallis Matricholan (female human cleric7)	4	Temple of Lothian
Denoss Firth's Office		High Road (#66, E6)	Denoss Firth (male human expert13)	2	Advocate
Finnar's Books		Resolve Street (#75, C7)	Finnar Greydagger (male dwarf rogue8)	0	Forgery expert
The Games House		Vock Row (#49, E5)	Helene Melanda (female half-elf sorcerer7)	2	Mage Games venue
Jodan Templehall		Tower Road (#43, D5)	Hallusiun Everfar (male elf bard6/fighter3/Knight of the Chord8)	12	Knights of the Chord headquarters; Jode shrine
Lady Cardie's		Four Fountains Street (#69, D7)	Cardilia Denbroh (female half-elf expert4)	10	Illegal brothel and front for a Vai cell
Lyle Bennit's Office		Dalenguard Road (#57, E6)	Lyle Bennit (male human expert7)	1	Advocate
Manathah's Traveler's Home		Emperor's Road (#59, E6)	Manathah al-Mari (female human expert3)	0	Boarding house; caters to Uraqis and southerners
Menasa's House		Damad Street (#72, D7)	Menasa Treliss (female human commoner1)	0	Boarding house
Nulene Chard's Office		Whipstone Street (#62, D6)	Nulene Chard (female human expert6)	1	Architect
The Pointy Hat		Vock Row (#46, E5)	Naillis Deverini (male gnome sorcerer5)	2	—
Randle's		Four Fountains Street (#77, D7)	Randle Essune (male human commoner3)	3	—
Sartha Nartis' House		Flamemoth Way (#37, C4)	Sartha Nartis (female human warrior5)	6	Balacazar safe house
Tess' Cauldron		Vock Row (#48, E5)	Tess Essani (female human wizard3)	0	Spell components
West Town Mixtures		Vock Row (#45, E5)	Noaen Farseer (male elf expert4)	1	Alchemical supplies

Araki's Runeplates

In his research into Palastani magic, Araki Chipestiro discovered the tradition of creating small ceramic plates about one inch long and half an inch wide. The wearer ties the plates onto his fingers, one on each segment, so that each finger has three and there are thirty worn.

The runeplates make the wearer a better arcane spellcaster. They increase effective caster level by +1 for three spells each day and increase saving throw DCs by +1 as well for one spell each day. The runeplates occupy a glove slot.

Faint enchantment; CL 3rd; Craft Wondrous Item, fox's cunning; Price 6,000 gp

Balacazars, page 100

Yearsend baby: See "Special Days in Ptolus" on the reverse of the calendar sheet in the envelope at the back of this book.



Arkhall Vaugn, page 104
Administration Building, page 314

MISCELLANEOUS OLDTOWN NPCS

Oldtown provides a home to many of the city's most interesting and influential residents. Here are a few who usually are not tied down to a single locale.

ARAKI CHIPESTIRO

A common sight walking down Dweomer Street, Araki Chipestiro is known by many simply as "the guy with the runes." Over the last two decades, this mage has conducted extensive research into the magic practiced by Palastani wizards long ago and discovered interesting secrets linking body art with innate spell-like powers. Today, Araki is covered with runic tattoos, scars, and body paint. He even has runes carved into his teeth. Usually he wears little clothing, so his runes are fully visible, and they do indeed cover his entire body. These runes work together to grant him spell-like abilities that he can call upon as if he were casting additional spells.

A wizard for hire, Araki often finds work on the wrong side of the law. He works frequently for the Balacazars, usually as magical muscle. He is getting a little old for that kind of job (he is around sixty), but he remains exceptionally fit for his age. Araki has a reputation as someone to steer clear of, thanks to his vengeful, vicious streak and the fact that he holds a grudge for a long, long time.

Araki is usually a very depressed individual who takes out his anguish on others. Born a Yearsend baby, he has always been cursed with terrible luck. Although his runes compensate for the normal penalties associated with being born on Yearsend Day, he still never seems to get a break, which makes him very bitter and prone to drink heavily.

Scenario: A fearful and upset woman named Desariana Ballack literally runs into the PCs as they walk down the street. This middle-aged human is on the run from Araki Chipestiro just a few steps behind her, a look of cold vengeance in his eyes. If the PCs appear to protect Desariana, Araki backs off, shooting her a hard stare.

Desariana explains that, nineteen years ago, she and Araki worked for the Balacazars, she as a courier and he as an enforcer. Araki stole a great deal of money from Arkhall Vaugn one night, and Desariana informed on him. She left the organization immediately and has worked an honest trade as a clerk in the Administration Building ever since. Araki suffered greatly at the hands of the family and took years to earn their trust again. After all this time, he finally learned it was Desariana who betrayed him. She begs the PCs for help, and even offers to pay them to protect her (or, if they'd rather, offer them some still-relevant details about the Balacazar family).



Araki Chipestiro
Male human (Chaotic Evil)
Wizard9 **CR** 9
HD 9d4+18 **hp** 38
Init +5 **Speed** 30 feet
AC 15, touch 11, flat-footed 14
BAB/Grapple +4/+5
Attack/Full Attack +6 melee (1d4+1, dagger) or +6 ranged (1d4+1 dagger)
Fort +5, **Ref** +4, **Will** +7
Str 12, **Dex** 13, **Con** 15, **Int** 15, **Wis** 12, **Cha** 11
Languages: Common, Old Palastani
Crucial Skills: Concentration +13.
Other Skills: Craft (alchemy) +10, Craft (tattoos) +14, Knowledge (arcana) +14, Knowledge (history) +6, Knowledge (local) +6, Spellcraft +6.
Crucial Feats: Spell Penetration.
Other Feats: Craft Wondrous Item, Empower Spell, Improved Initiative, Maximize Spell, Scribe Scroll, Spell Mastery (*magic missile, web*).
Rune Powers (Sp): Caster level 9th. The save DCs are Charisma based.
Continuous—+2 natural armor bonus.
1/day—*cat's grace, detect magic, ghoul touch, hypnotic pattern, vampiric touch.*
Spells: 4/5/5/3/2/1; save DC 12 + spell level.
5th—*cone of cold.*
4th—*bestow curse, greater invisibility.*
3rd—*clairaudience/clairvoyance, gaseous form, lightning bolt.*

2nd—*false life, fog cloud, rope trick, scare, spider climb.*
1st—*color spray, expeditious retreat, jump, magic missile, shield.*
0—*arcane mark, dancing lights, prestidigitation, read magic.*
Possessions: *Bracers of armor +2,* ***runeplates***, masterwork dagger, bone earring (worthless), bone eyebrow ring (worthless), 12 gp.

DERRESH

Aside from perhaps the Twin Lords Keper, Derresh is likely the greatest assassin in Ptolus. His reputation is greater even than those lords of the Vai, whose very existence is known by only a handful. Most people have heard of Derresh: His skills and abilities are infamous, though many doubt the legends are true. But almost no one alive knows or understands the truth of the matter—*alive* being the key word. Derresh slew everyone who knew the real story about him.

Thirteen years ago, an elf illusionist on Dweomer Street named Kiseela Starwave experimented with a new type of illusion. Fueled by grief, she was attempting to magically recreate her human husband who had died. But something went wrong. Terribly wrong. The illusion, a sometimes solid manifestation of magic, gained sentience. But it did not have the mind or soul of her dead husband. It had a will of its own, and Kiseela could not dismiss or dispel it. Before she knew what was happening, the illusion attacked and strangled her.

Eventually, the illusion, calling himself Derresh (the name of Kiseela's husband), found he had a predilection for skulking about, due to his ability to control his own magical form. Further, killing and death fascinated him—just as much as the fact that he was now, somehow, alive. He became an assassin and rapidly gained the reputation of a man who could get at anyone, anywhere.

Although he can look like whatever he wants, typically Derresh adopts the form that Kiseela originally gave him: that of a brown-haired human male with somewhat handsome features. His favorite tactic is to approach his target magically (either incorporeally or using *dimension door*), surround the target and himself with magical darkness or mist, then use his tremorsense to find and kill the victim, who is likely helpless and blind—as are any bodyguards. If seriously threatened, or if his surprise is blown and he actually has to fight his target rather than just kill, he flees. Derresh is very much a coward.

Derresh can often be found loitering on Dweomer Street; strange memory fragments from the original Derresh sometimes lead him there. He has no residence and spends time at the Pointy Hat, where prospective employers usually can find him. His fees are high—they start at 1,000 gp and go as high as 10,000 gp—but most consider him worth it. Derresh is very strange to talk to, however. He is good at pretending to be someone else and saying what people want to hear, but beyond that his responses to questions and other stimuli seem inappropriate, alien, and inhuman.

Derresh
Genderless sentient illusion
(Medium construct), (Neutral Evil)
Rogue6/assassin8 **CR** 18
HD 6d10 + 8d10 + 20 **hp** 105
Init +10 **Speed** 30 feet
AC 20, touch 20, flat-footed 20
BAB/Grapple +10/+11



Runeplates, page 338

Twin Lords Keper, page 140

Dweomer Street, page 333

Since spells do not affect Derresh normally, any self-targeted spells he prepares serve as "healing." His spell-like abilities affect him normally, as they result from his manipulation of his own magical essence, not from actually casting magic on himself. It is also worth noting that his vicious rapier *heals him 1d6 points of damage with each strike rather than damaging him.*

The Pointy Hat, page 333

FROM MY CAMPAIGN TO YOURS

In my own Ptolus Campaigns, the characters heard about the Iron Mage for years before they ever saw him. When the PCs were very high level, they appeared before the Twelve Commanders (page 148) to discuss an urgent matter. Suddenly, the Iron Mage appeared, despite all the spells that protected the chamber. Such a stunt greatly angered the Commanders, who disliked the loose-cannon mage, but it infuriated them more when they realized he had come there to speak to the player characters, not to them.



Lord Khatru, page 93

Inverted Pyramid, page 115

The Iron Mage lives in a large castle thousands of miles away in an unexplored and uninhabited portion of the world; he teleports there when he's ready to go home. When he wants to stay in Ptolus, he often stays in a small house he owns on Dweomer Street, entering and exiting invisibly, by teleportation, or under illusory guise. *Occasionally he convinces someone—the lords of Castle Shard or one of the noble houses (Dallimothan, Nagel, and Sadar being likely choices)—to grant him a room for the night.*

Attack +19 melee (1d6+3 +2d6 vicious, 15–20/×2, rapier) or +17 ranged (1d8+1, longbow)
Full Attack +19/+14 melee (1d6+3 +2d6 vicious, 15–20/×2, rapier) or +17/+12 ranged (1d8+1, longbow)
SA Sneak attack +7d6, death attack (Fortitude DC 21)
SQ Incorporeal (at will, as a move action to become incorporeal or corporeal), spell-like abilities, DR 10/magic, construct immunities, tremorsense (20 feet), evasion, improved uncanny dodge, hide in plain sight, spell immunity (see below), +4 bonus to saves against poison, trap sense +2
Fort +4, **Ref** +17, **Will** +7
Str 13, **Dex** 23, **Con** —, **Int** 17, **Wis** 17, **Cha** 18
Crucial Skills: Bluff +13, Disable Device +12, Escape Artist +13, Hide +30, Intimidate +12, Listen +7, Move Silently +30, Search +13, Sense Motive +10, Spot +13, Tumble +20.
Other Skills: Craft (poison) +10, Diplomacy +12, Disguise +9, Open Lock +17, Sleight of Hand +12, Use Rope +13.
Crucial Feats: Dodge.
Other Feats: Improved Critical (rapier), Improved Initiative, Weapon Finesse, Weapon Focus (rapier).
Spell Immunity (Ex): Derresh is immune to most magic. In fact, spells heal him 1d6 hit points per spell level if he is the target (not just in an affected area). Only spells capable of affecting other spells, such as *dispel magic*, can affect him. *Dispel magic* inflicts 3d6 points of damage upon him, and *greater dispel magic* inflicts 6d6 points. An *antimagic field* suppresses him entirely. The only divinations that function regarding Derresh are *detect magic* (registers his presence) and *true seeing* (reveals him to be an illusion).
Skills: Derresh has a +10 racial bonus on Hide and Move Silently at all times (when incorporeal, he always moves silently). When using *disguise self*, Derresh has such control that he adds +10 to his Disguise checks or +4 to his Intimidate or Diplomacy checks, making himself look more frightening or friendly.
Spell-Like Abilities: Caster level 14th. The save DCs are Charisma based.
At will—*dimension door, disguise self, invisibility*.
Spells: 4/4/4/1; save DC 13 + spell level.
4th—*locate creature*.
3rd—*deep slumber, deeper darkness, nondetection* (2).
2nd—*cat's grace* (2), *darkness* (2).
1st—*ghost sound, obscuring mist, sleep* (2).
Possessions: *+2 vicious ghost-touch rapier, +1 longbow, +1 arrows* (20), wyvern poison (10 doses), 34 gp, 10 sp.

THE IRON MAGE

Some speak his name only in whispers, fearing that he can hear whenever it is uttered, although no one actually knows his *real* name. No one knows what he actually looks like. Some speculate that "he" is actually a "she." It's impossible to tell, because all anyone ever sees of the Iron Mage is a walking suit of armor of bizarre appearance.

His real name, his true identity, and where he comes from hardly seem consequential in comparison to the question of what the Iron Mage is doing right this moment. He manipulates events on such a wide level that the effects of his actions sometimes are not felt for many years and are rarely linked to him. The Iron Mage *dominates* a bodyguard, and three years later the bodyguard's council member employer casts the deciding vote in a crucial issue the mage is interested in. That's how the Iron Mage operates: two, if not three steps ahead of everyone else. He is so very intelligent that most smart people in the city can't grasp his level of intellect, let alone his plans and machinations.

First and foremost, the Iron Mage appears interested in amassing magical and historical knowledge, as well as personal magical might. Beyond that, he exhibits a mild concern for the general good, but that's because he needs the city's status quo to continue to get what he wants. He certainly is not cruel, bloodthirsty, or inherently destructive—just very, very arrogant and ultimately self-interested.

No one trusts the Iron Mage. He comes and goes as he pleases, regardless of the wards placed by even the most competent of mages. He obeys no one's bidding but his own and answers to no one. Tales say that he has appeared in the middle of a meeting of the Twelve Commanders (which should not be possible) to speak with someone the commanders were interrogating, as if their concerns were trivial to his own. Since then, Lord Khatru has sworn to kill the Iron Mage on sight, "for the good of the city," but the Iron Mage does not seem the least concerned. Surprisingly, even the Inverted Pyramid does not care for him, but that's likely due to simple professional jealousy.

The Iron Mage
Male human (Neutral)
Wizard20 **CR** 22
HD 20d4+80 **hp** 128
Init +1 **Speed** 20 feet
AC 43, touch 16, flat-footed 42
BAB/Grapple +10/+13
Attack/Full Attack Spells only
SA Overcome resistance
SQ SR 29, DR 5/magic, resistance to energy (all types) 30
Fort +15, **Ref** +14, **Will** +20
Str 16, **Dex** 13, **Con** 18, **Int** 34, **Wis** 16, **Cha** 12
Languages: Abyssal, Auran, Celestial, Common, Draconic, Elder Elvish, Elvish.
Crucial Skills: Bluff +12, Concentration +27, Disable Device +20, Search +17, Sense Motive +13, Spot +13.

Other Skills: Craft (alchemy) +30, Decipher Script +20, Knowledge (arcana) +34, Knowledge (history) +34, Knowledge (local) +20, Knowledge (nobility and royalty) +15, Knowledge (religion) +18, Knowledge (the planes) +27, Spellcraft +34.
Crucial Feats: Spell Penetration.
Other Feats: Armor Proficiency (light), Armor Proficiency (medium), Armor Proficiency (heavy), Craft Magic Arms and Armor, Empower Spell, Lightning Reflexes, Maximize Spell, Quicken Spell, Scribe Scroll, Silent Spell, Spell Mastery (*fireball, magic missile, dispel magic, charm person, greater scrying*), Widen Spell.
Overcome Resistance (Su): So studied and so powerful is the Iron Mage, that he can overcome a spell or magical effect prohibiting a particular type of magic if he makes a Concentration check (DC 20 + spell or effect level). For example, he can teleport into a place warded with *dimensional lock*, he can *scry* someone with a *nondetection* spell active, and so forth. He cannot overcome innate or natural resistances, like a salamander's immunity to fire.
Spells: 4/14/14/14/14/6/6/6/6/5; save DC 22 + spell level.
9th—*mass hold monster, meteor swarm, summon monster IX, wail of the banshee, wish.*
8th—quickened *dimension door,* quickened *greater invisibility, maze, mind blank, power word stun, polar ray.*
7th—*big grasping hand, control weather,* quickened *fireball, greater arcane sight, greater scrying, prismatic spray.*
6th—*acid fog, antimagic field, eyebite, greater dispel magic, mass suggestion, true seeing.*
5th—*cloudkill, dominate person, feeblemind, passwall, prying eyes, wall of force.*
4th—*dimension door* (2), *fear, fire shield,* widened *fireball* (2), *greater invisibility,* silent *hold person, ice storm, locate creature, Ott's resilient sphere, stoneskin, wall of fire, wall of ice.*
3rd—*deep slumber, dispel magic* (2), *fireball* (2), *fly, hold person, lightning bolt* (3), *major image, slow, tongues, vampiric touch.*



2nd—*arcane lock,* silent *charm person* (2), *eagle's splendor, gust of wind, hypnotic pattern, invisibility, knock, mirror image* (2), *owl's wisdom, see invisibility, web* (2).
1st—*charm person, enlarge person, magic missile* (10), *protection from chaos, silent image.*
0—***assess creature***, *arcane mark,* ***sense spell***, *mage hand.*
Possessions: *The Amalgam Armor of the Iron Mage* (see sidebar), *headband of intellect +6, major cloak of displacement, staff of the magi* (fully charged), *belt of giant strength +4,* ***ring of wizardry***, *amulet of proof against detection and location,* ***thoughtstone***, *tome of clear thought +5* (already read), *wand of detect magic* (44 charges); scroll of *Mord's faithful hound, Mord's private sanctum,* and *Mord's magnificent mansion*; scroll of *discern location*, scroll of *greater teleport* (×5), **wand sheath**, and 10 ***mage coins*** (in a vault).

THE AMALGAM ARMOR OF THE IRON MAGE

One of the greatest artifacts in Ptolus, this suit of armor was assembled from pieces of at least a dozen other suits, all near artifact level in power themselves. Somehow, the Iron Mage fashioned from them a suit that took on the magical qualities of all the armors represented. Thus, it is *+10 heavily fortified invulnerable full plate of greater acid, cold, electricity, fire, sonic, and spell resistance* (29). Further, it grants a +5 deflection and natural armor bonus to Armor Class, a +5 resistance bonus to all saves, and creates a continual *shield* spell around the wearer. Lastly, and perhaps most importantly, it automatically stills all the wielder's spells (with no modification in level) so that no somatic components are needed.

Overwhelming abjuration; CL 25th



The Iron Mage currently awaits delivery of the Signet of Shallamoth Kindred; *see page 454.*

The Iron Mage's ring of wizardry *is a special lesser artifact that doubles all 1st- through 4th-level spells, as if the wearer had on all four types of* rings of wizardry.

Assess creature, page 639
Sense spell, page 644

Thoughtstone, page 166
Wand sheath, page 203
Mage coins, page 155



Moynath Autumnsong, a resident of Castle Shard and master of the Inverted Pyramid, claims to know who the Iron Mage is (and that he once was invited to join the Inverted Pyramid), but the elf sorcerer will not reveal his identity.

Chapter 15:

RIVERGATE DISTRICT

Although primarily a residential district, the Rivergate section of Ptolus described in this chapter still offers many interesting locales to visit. Two of them are the Well of the Shadow Eyes and Finelle's Pleasant Diversions.





Locator Map

RIVERGATE IN BRIEF

Area: *79 acres*
Population: *About 10,000*
Primary Function: *Residential*
Primary Social Class: *Middle*
Wash Street (E3)
Outer Ring Row (E3)

The Rivergate District is the residential area of Ptolus where much of the city's "middle class" (also called the "merchant class") resides. Merchants in both market districts dream of retiring to a nice quiet house in the Rivergate District, which shows not only that people idealize the area, but that most consider the Nobles' Quarter forever out of their reach. (They are, of course, correct.)

THE FLAVOR OF THE RIVERGATE DISTRICT

If Midtown is the most "Ptolus" section of the city, the Rivergate District is the least. If Midtown is all about delvers and adventure, Rivergate is all about commoners, family, and a nice, quiet, comfortable life.

Much of the Rivergate District is divided into little cul-de-sacs called "burrows." These can become quite insular; one starts to think of the other people in the burrow as family, just like those with actual blood ties. Everyone always knows the business of everyone else in the burrow and tends to look upon "outsiders" with suspicion.

Ivy-covered walls, pleasant fountains, and pigeon-covered statues are common here. Things usually seem relatively quiet in Rivergate, particularly at night, when the streets are well-lit but empty.

RUNNING THE RIVERGATE DISTRICT

It's possible to run an entire Ptolus Campaign without the player characters ever having cause to come to Rivergate, particularly those in Dungeon-focused groups. The Rivergate District resembles other cities in the Empire more than the other Ptolus districts in that it has few adventurer-related services or activities and remains mostly human. That is not to say it is an uninteresting place without the possibility of adventure. It just means that an adventure in the Rivergate District is the exception, not the rule.

Describe Rivergate as the sleepy little residential district that it is. Women hang wash on the line. Children play a game with a ball. Men sweep their stoops. People gather around the neighborhood well to gossip. Virtually no one carries a weapon or wears armor here except the City Watch. The player characters should feel like outsiders in Rivergate. This kind of staid lifestyle has little common ground with an adventurer's ways.

If trouble breaks out in the street, bystanders scream and run off. People are more likely to peek through their curtains than run out to help.

PEOPLE OF THE RIVERGATE DISTRICT

More than in other parts of the city, the people of the Rivergate District keep to themselves. They're less likely to get involved in a situation they encounter than to scurry home or wherever they were heading—handling trouble is someone else's responsibility. Blatant displays of magic might not frighten them, but they do make them nervous. A Rivergate inhabitant would rather have a nice evening at home with family and friends than go off on a dangerous adventure. Folk in the district are usually devout in their religious faith and very focused on doing their jobs and raising their children. While you can find a few corner pubs here and there, a Rivergate resident is more likely to enjoy a lively dance at a burrow party with neighbors (such events are common) than a night of carousing.

The Rivergate District is more predominantly human than the rest of Ptolus.

MAN ON THE STREET

Trevan Mees: Trevan is a short, bespectacled man with dark hair, a dark mustache, and usually a bit of dark stubble. Trevan was captured a year ago by **Surmoil** of the Dark Reliquary. Surmoil controlled Trevan's mind, using him as a slave and intending eventually to perform hideous experiments upon him. Just in the nick of time, however, a group of adventurous heroes calling themselves the **Runewardens** came to the **Dark Reliquary** to accomplish some other task and found and freed Trevan. Now Trevan walks about town with a new lease on life. There's a spring in his step and a smile on his face. He sees each day as one more that he thought he would never have. Trevan lives in Rivergate but works in the South Market as a bookbinder.

Ferrik Noldstrom: Ferrik is a human of average height and build. He has a reddish-brown goatee, short, straight brown hair, and usually large bags under his eyes. He takes great pains to hide the threadbare nature of his clothing.

Ferrik is a **Yearsend child**, which means he is inherently unlucky. This makes his chosen profession of card sharp a particularly poor choice, but that's just the way Ferrik's life has gone. Ferrik lives in Rivergate with his mother and spends his days attempting to get people involved in various small con games. He carries a deck of cards and a little fold-up table to play a quick variation of a game called Seven Thrones on the street, usually until he is chased



Runewardens, page 577
Dark Reliquary, page 238

Visitors to the Rivergate District will note that fountains with statues in the middle of them punctuate the squares at the heart of many burrows.

For more details on Yearsend children, see the back of the Calendar handout sheet.

Surmoil, page 244



MAP KEY

79. Linech Cran's Burrow (page 349)
80. The Yellow Wall (page 349)
81. Three-Horned Goat (page 347)
82. Jasmik's Flowers (page 349)
83. Gustiv's Ice (page 349)
84. Well of the Shadow Eyes (page 348)
85. Madam Teesmor (page 349)
86. Center Circle (page 344)
87. Cooper's Store (page 345)
88. Nadar's Pub (page 349)
89. Sunflower Café (page 349)
90. Finelle's Pleasant Diversions (page 346)
91. Derras Fillososh's House (page 349)
92. Darksoul House (page 345)
93. Golathan Naddershrike's House and Laboratory (page 346)
94. Jangave Lesh's Training Hall (page 347)
95. Barbarian Balloonists (page 344)
96. Fate Weavers Headquarters (page 349)
97. Animal Tending (page 349)
98. Chapel of St. Thessina (page 349)
99. Dragon's Tooth Comb (page 349)
100. Orad Finnas' House (page 349)
101. Rulla Finnas' House (page 349)
102. The Waterfall (page 349)

A few people have suggested that it would be smarter and safer for the Barbarian Balloonist halflings to launch the balloon in an open field far from the city. To this Ernast replies, "But dodgin' all the towers n' whatnot is what's fun!" "Yeah," Fallix adds, "there ain't nothin' to almost hit outside a' town."

Hot-air balloon, page 563



Imperial University, page 322

Chaos cults, page 71

Tavern Row, page 198

DM TIPS

Center Circle is a good meeting place. Characters can find it easily, and most people in the city know where it is. It's also a good place to stage encounters between the PCs and common folk.

Knights of the Chord, page 123
Ghul's Labyrinth, page 418

away by the City Watch or by a cheated mark who has seen through his tricks.

Lerrisa Kyle: Overweight but with glittering dark eyes and a comely face, Lerrisa has no shortage of would-be suitors. However, this young human woman has no interest in romance. She spends her time in parks and open courtyards studying books about physiology, diseases, and herbs. She wants to be a physicker and help the sick, but first she needs to gain admittance to the Imperial University. Lerrisa doesn't care to be disturbed in her studies.

RIVERGATE RUMORS

"Dark Days Ahead." A new chaos cult calling itself the Emerald Eye is spreading throughout the Rivergate District. Its members keep their affiliation secret but announce themselves to each other by hanging a small green plaque somewhere in their house.

"Castle From the Future." A few days ago, a small keep appeared in a vacant lot in Rivergate. Although it is brand new, the castle itself appears old and worn. No one knows anything about it, and no one has seen anyone entering or exiting. All attempts to get inside have failed. Divinations seem to indicate that the castle is from Ptolus' future, sent back to the present for some reason.

"On the Lam." A pair of vicious criminals on trial for trafficking in black magic and slaves has escaped from the Watch and fled into Rivergate to hide. They may have even broken into a home and taken the inhabitants as hostages. No one knows for sure where they are.

RIVERGATE LOCATIONS

Despite being mostly residential, Rivergate has a few interesting locations for characters to discover.



A typical Rivergate house

BARBARIAN BALLOONISTS

Middle Street (#95, F3)
see map, page 343
7,500 gp

Surely one of the strangest locales in Ptolus, Barbarian Balloonists is run by two halfling barbarians, Ernast Krundar and Fallix Hord (both male barbarians7), who take customers up in their hot-air balloon to hunt birds with bows. Most people point out that this is a poor way to hunt birds, but the two extremely enthusiastic and fun-loving halflings don't care, and they make the trip worth the 75 gp price tag. They also take up people who want to use the balloon for sightseeing or just the experience, but they charge 100 gp for such a service, since it's not nearly as much fun without the hunting.

The office consists of a small shack with a hand-painted, misspelled sign that says "Barbaran Balooonits" and an open yard for launching their single balloon. The basket holds up to five Medium creatures in addition to Ernast and Fallix. Where these two first got hold of a hot-air balloon, no one knows. The balloon itself is a colorful quilt of patchwork cloth that they are constantly repairing.

Seen frequently in the various bars on Tavern Row, Ernast and Fallix brag that one day they're going to take their balloon up to the top of the Spire.

CENTER CIRCLE

Center Circle (#86, F3); see map, page 343
0 gp

At the heart of Rivergate is an open plaza/park called Center Circle. This is the central point from which all major Rivergate streets radiate. In the center of the plaza is a rotunda for parties, festivals, and celebrations. Numerous benches surround the rotunda, allowing it to serve as a stage for amateur theater, oratories, or musical performances. When not in formal use, it is the demesne of playing children during the day and courting teenagers in the evening.

There is a secret door within the steps of the rotunda (Search check, DC 26). This door leads to a complex of chambers once used by an independent criminal gang. Although the gang was defeated by the Knights of the Chord years ago, the subterranean complex remains; as it was built from a section of Ghul's Labyrinth, it has many connections to other portions of the Dungeon beneath Ptolus.

This section of underground areas is connected to those beneath Oldtown via the so-called "Ebony Tube." Spanning the chasm between Rivergate and Oldtown just east of the Middle Street Bridge, this twenty-foot-wide, sixty-foot-long black cylinder stretches across the divide about eighty feet below the top of the Rivergate



side. It is clearly visible from above, if you know where to look, although most people do not know what it is, and even those who do have no idea how to get there. Industrious delvers have attempted to penetrate the tube using brute force and magic, but neither has ever worked. A few claim they have found the entrance on one side or the other but have refused to reveal the secret of getting there, even to the Delver's Guild.

COOPER'S STORE

Wash Street (#87, F3) see map, page 343
1,120 gp

Cooper's is a general store owned by young Lyala Cooper (female human commoner2), a blond-haired, tall, thin woman who wears spectacles. This store has been in the Cooper family for generations, having served the local burrows with food and dry goods for more than a century. For much of that time, Cooper's has also been under the control of the Balacazars, who staked Lyala's great-grandfather when he was about to lose the store. The family takes a cut of the store's profits and uses it as an occasional meeting place. However, Lyala wants to sever her criminal ties and run a legitimate business. Of course, Kevris Killraven would like nothing better than to help her, but Lyala doesn't want that kind of help.

Encounter: Two rough-looking, burly human men stand outside of Cooper's store, scaring away customers interested in coming in. They don't actually physically prevent anyone from entering—they just look menacing. Most people know these men work for the Balacazars and won't cross them.

DARKSOUL HOUSE

Tabor Street (#92, E3); see map, page 343
2,340 gp

You cannot go into the Rivergate District and ask for Darksoul House. No one will know what that means. To the people who live here, the nondescript-looking two-story home is Yavos Nared's house and nothing more. Very, very few know that it is also the base of operations for a Sorn cell.

The Sorn, spellcasters for hire, typically do whatever they're paid to do: use magic to protect a place or person, intimidate others, or even kill. Not all members of the Sorn are entirely evil. But Yavos Nared is. He calls his spacious home Darksoul House because he believes himself to be demon possessed, something of which he seems very proud.

Yaros has always been thin and sickly. His balding head and shriveled skin make him look prematurely old—he is about fifty-five years old but looks more like seventy. Yavos revels in evil, death, and perversion. In his madness, he tries to look at everything as the opposite of how it should be: That which is kind, altruistic, or caring is bad, and anything spiteful, hurtful, or cruel is good.

The five or six Sorn in his cell come and go—most can't stand to be around him for too long. One exception, however, is the half-dragon Synethys, who has convinced Yavos that he is a half-demon, not a half-dragon. Synethys uses his magical cloak to conceal his true nature. In reality, he is a six-foot-tall humanoid with blue eyes; yellow, serpentine scales; and a forked tongue. He is slight for a half-dragon, which helps his stealthy nature. An assassin at heart, he likes to use magic to slip up next to his victim and attack with spell (*shocking grasp*), tooth, and claw all at once.

Somehow, Yavos and Synethys have managed to keep the nature of Darksoul House a secret.

Yavos Nared
Male human (Chaotic Evil)
Sorcerer6 **CR** 6
HD 6d4-6 **hp** 10
Init +4 **Speed** 30 feet
AC 12, touch 10, flat-footed 12
BAB/Grapple +3/+1
Attack/Full Attack +4 ranged (1d8, light crossbow)
Fort +1, **Ref** +2, **Will** +6
Str 7, **Dex** 11, **Con** 9, **Int** 14, **Wis** 13, **Cha** 15
Crucial Skills: Bluff +10, Concentration +2, Search +6, Sense Motive +2.
Other Skills: Diplomacy +3, Knowledge (arcana) +6, Perform (oratory) +5, Profession (advocate) +9, Spellcraft +6.
Crucial Feats: Combat Casting.
Other Feats: Improved Initiative, Scribe Scroll, Spell Focus (enchantment).
Spells Known: 6/7/6/3; save DC 12 + spell level, 13 + spell level for enchantment spells.

MAP PAGE 343

The Sorn, page 137

DM TIPS

If some foe of the PCs needs to hire some magical "muscle" to deal with them, use Yavos and Synethys. Alternatively, if the PCs need sorcerous help, someone can make the mistake of directing them toward these two.

Synethys, page 346

Delver's Guild, page 108

Synethys fancies himself an expert at the game Dragonscales, but he has been kicked out of Finelle's Pleasant Diversions (see page 346). Years ago, he also attempted to join House Dallimothan, but they ultimately found him dishonorable and unworthy.



For other Ptolus home layouts, see Midtown (page 197).

Sense spell, page 644

One can hire a tutor for almost any game at Finelle's for only 5 sp for the entire afternoon or evening.

Dragonscales game, page 359

INFO CHECKS

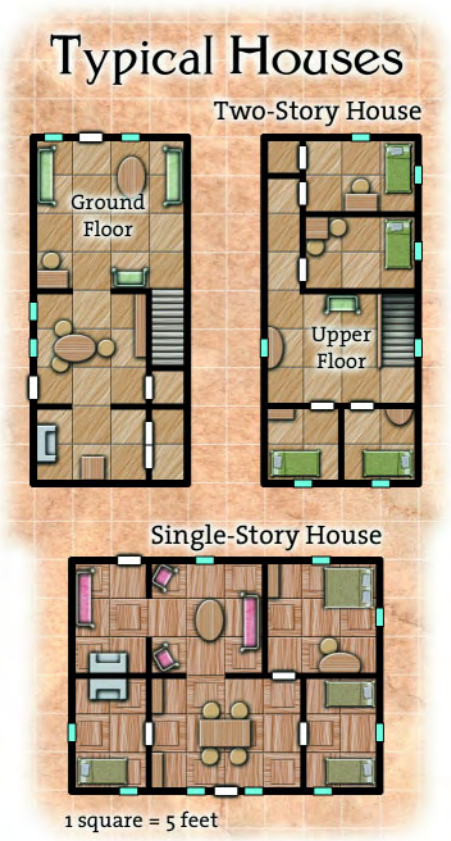
A Knowledge (local) or Gather Information check reveals a few facts about services in the Rivergate District:

Need a sage? Look for the sign of the three-horned goat (DC 15).

Need a combat trainer? Look for Jangave Lesh (DC 17).

The half-orc crime lord Linech has his base of operations in the Rivergate District.





3rd—*suggestion*.
2nd—*cat's grace, invisibility*.
1st—*charm person, expeditious retreat, magic missile, shield*.
0—*daze, flare, light, mage hand, mending, message, open/close*.
Possessions: *Bracers of armor* +2, masterwork crossbow, bolts (12); *potions of magic weapon, cure light wounds*, and *false life;* scroll of *charm person* and *suggestion;* spectacles, 200 pp, 300 gp.

Synethys
Male human half-dragon (Neutral Evil)
Medium dragon (augmented humanoid)
Rogue1/sorcerer3 **CR** 6
HD 3d4+9 + 1d6+3 **hp** 24
Init +1 **Speed** 30 feet
AC 15, touch 11, flat-footed 14
BAB/Grapple +1/+6
Attack +7 melee (1d6+5, bite)
Full Attack +7 melee (1d6+5, bite) and +5 melee (1d4+2, 2 claws)
SA Line of lightning (60 feet long, 6d8 damage, Reflex DC 13 for half), sneak attack +1d6
SQ Immune to sleep, paralysis, electricity; darkvision 60 feet, low-light vision
Fort +4, **Ref** +4, **Will** +4
Str 20, **Dex** 12, **Con** 16, **Int** 10, **Wis** 12, **Cha** 14
Crucial Skills: Concentration +6, Hide +6, Move Silently +6, Search +1.
Other Skills: Open Lock +4, Spellcraft +4.
Crucial Feats: N/A
Other Feats: Multiattack, Stealthy, Weapon Focus (bite).
Spells Known: 6/6; save DC 12 + spell level.
1st—*cause fear, shield, shocking grasp*.
0—*acid splash, dancing lights, detect magic, prestidigitation,* ***sense spell***.
Possessions: *Cloak of disguise* (as hat), *potion of shield of faith* +2, scroll of *invisibility*, scrolls of *magic missile* (2), pocketwatch, 42 gp.

FINELLE'S PLEASANT DIVERSIONS

Inner Ring Row (#90, F3); see map, page 343
12,300 gp

Finelle Aballes was a great lover of games of all kinds. A wealthy human widow, she created a place where people could play games in a pleasant, relaxed atmosphere. Finelle's Pleasant Diversions is a two-story building, nicely decorated and well kept, with large rooms full of gaming tables and a few small private game rooms. Although gambling does occur here, this is no gambling den, but rather a club of real game experts. For example, one frequent patron is Zalisartaram (female Harrow elf expert7/wizard4), one of the world's best Dragonscales players. Other games include Ten Bobbers, Horseman (both are games with pieces moved on a grid board), Gempot, Seven Thrones, Sword and Helm, Riverside, and Kutch (a variety of games played with cards divided by suit and number). And there are more besides.

Finelle has passed on now, and the proprietor is her good friend, Merchael Finetooth (male gnome expert7). Membership to the club costs 10 gp per year and gives one free access to the building and the games within. Various tutors are available, usually for a small fee. Merchael also sells drinks and food here, but he is careful never to call it a tavern or restaurant.

Scenario: A rival challenges one of the player characters to a game of Gold Dragonscales. The stakes of the game hold great importance to the PCs—perhaps some key piece of information or a vital treasure. The characters have to learn how to play the ultra-complex game as quickly as possible. Someone recommends Zalisartaram to them as a tutor, and they cram for the contest. Plus they must try to figure out ways to make sure their opponent doesn't cheat (or, if they're so inclined, figure out ways to cheat on their own).

GOLATHAN NADDERSHRIKE'S HOUSE AND LABORATORY

Vaddis Street (#93, E3); see map, page 343
1,200 gp

This simple one-story house connects to a weird, crooked stone tower. The owner, Golathan Naddershrike, uses the tower exclusively as a magical laboratory—or, at least, he did when he

was alive. Since his murder not long ago, the place has stayed locked up by the City Watch.

The wizard Golathan Naddershrike was killed by a student of his named Terrek Nal, a human living in Midtown. Golathan had fallen into a deep despair after his wife's death and, unfortunately, took out his rage on his disciple, Terrek. After months of abuse, Terrek accidentally disrupted one of Golathan's alchemical experiments. In a fit of anger, the wizard cast a curse on Terrek, transforming him into a not-quite-human creature. With anger and resentment equal to that of his cruel master, Terrek slew Golathan.

The strange tower and home sits near the edge of the plateau upon which the district is built, at the top of the cliff overlooking the gorge. It is infamous in the district for its bizarre appearance and strange associate phenomena (which worry the neighbors to no end). Unfortunately, since the laboratory is indeed filled with unattended magical experiments, substances, and devices—all barely stable and quite dangerous even when monitored—their worries seem more valid than ever.

Scenario: Wareth Naddershrike (human commoner3), brother to Golathan, hires the player characters to find his sibling's murderer.

JANGAVE LESH'S TRAINING HALL

Outer Ring Row (#94, E3)
see map, page 343 4,500 gp

Jangave Lesh used to get by teaching ordinary commoners to defend themselves against assailants, charging only a few coppers for basic lessons. In recent years, she has gained a reputation among delvers and other adventurers as an excellent combat trainer. Now her prices come in gold coins, not copper, and she lives in a nice Rivergate house with an attached training room complete with a variety of weapons, armors, and such necessities as sparring dummies, wooden and padded versions of weapons, sparring mats, and, of course, first aid materials. Jangave trains any character of any class of a level lower than herself. She charges 5 gp per character level per session.

Jangave's best friend is Yavil Totharson (male human fighter9), a retired soldier. Yavil is the brother of Vestra, a friend and associate of Dierna Hillerchaun of the Knights of the Pale. Although retired, the sixty-four-year-old Yavil still likes to compete in the Godsday Festival and Tournament.

Jangave Lesh
Female human (Lawful Neutral)
Fighter11 **CR** 11
HD 11d10+22 **hp** 81
Init +1 **Speed** 20 feet
AC 23, touch 13, flat-footed 22
BAB/Grapple +11/+15
Attack +17 melee (1d8+5, longsword) or +13 ranged (1d4+4, dagger)
Full Attack +17/+12/+7 melee (1d8+5, longsword) or +13/+8/+3 ranged (1d4+4, dagger)
Fort +11, **Ref** +4, **Will** +4
Str 19, **Dex** 13, **Con** 15, **Int** 16, **Wis** 12, **Cha** 10
Crucial Skills: Climb +16, Hide +6, Intimidate +11, Move Silently +3, Spot +4.
Other Skills: Craft (armorsmithing) +5, Craft (weaponsmithing) +13, Handle Animal +10, Knowledge (history) +4, Profession (trainer) +6, Ride +13, Use Rope +3.
Crucial Feats: Blind-Fight, Cleave, Combat Expertise, Dodge, Improved Bull Rush, Improved Disarm, Mobility, Power Attack.
Other Feats: Great Fortitude, Weapon Focus (longsword).
Possessions: *Gauntlets of ogre power, +2 breastplate, +1 heavy shield, +1 longsword, ring of protection +2,* masterwork heavy mace, masterwork daggers (3), 50 feet of silk rope, climber's kit, 329 gp.

THREE-HORNED GOAT

Tonic Street (#81, E2)
see map, page 343 2,550 gp

Above the door of a nondescript house in the middle of the block hangs a sign of a goat's head with three horns. Dulson Farber (male human expert15), the man who lives there, doesn't call his house "The Three-Horned Goat," but tells people looking for him to "go to the sign with the three-horned goat."





Terrek Nal, page 220

Jangave Lesh is of average height and muscular build. She is quite talkative—most of her students find that, between her quick moves and constant verbal instructions, they often go an entire lesson without speaking a word themselves.

The Three-Horned Goat is near the Fountain of the Queen's Swans, a large and particularly beautiful landmark.

DM TIPS

DMs wishing to add realism to their games can require characters to come to a trainer like Jangave when they gain a level (or before) to earn the combat skills and base attack bonus increase they receive. Other more generous DMs might grant a special +1 competence bonus on base attack bonus to anyone who trains with Jangave or another like her for at least a year, assuming at least two sessions per week.

Vestra Totharson, page 317
Dierna Hillerchaun, page 125
Godsday Festival and Tournament, page 392



Aelian Fardream, page 353
Ravenstroke, page 422
Sages' Guild, page 332
Ghul's Labyrinth, page 418
Shivvel addicts, page 557
Kevris Killraven, page 122
Skulks, page 630

Dulson works out of his home as a sage, and he's perhaps one of the best known sages in the city. His knowledge covers primarily history, especially Ptolus history, but he remains well versed in magic lore and various religions, as well.

Dulson lives here with his wife, Rose, and their three children. The house is stuffed with books. The friendly and jovial Dulson doesn't parade his sizable intellect or education unless it's actually appropriate. He's of average height and thin, with a mustache, spectacles, and reddish hair. He is a member in good standing of the **Sages' Guild**.

Dulson's Knowledge skill bonuses in his areas of expertise are as follows: arcana +22, history +25, local +12, nobility and royalty +18, Ptolus history +27, and religion +20. Further, he gains an additional +2 bonus if given twenty-four hours to research, and another +2 beyond that if given a week.

Encounter: Dulson's wife, Rose, is secretly a **shivvel addict**. When the player characters arrive, she is at home and obviously in bad shape physically and mentally. Dulson has been attempting to hide this sordid secret from the outside world and is both embarrassed and alarmed when the PCs witness her obviously drug-addled state.

WELL OF THE SHADOW EYES

off of Middle Street (#84, F2); see map, page 343 72,000 gp

An inconspicuous well, disused and dry, sits in a dead-end Rivergate alley. Wooden planks, warped with age, cover the top to prevent children from falling in. However, this well has a devious secret door at the bottom (Search, DC 29). Beyond the door lies an underground complex that the elf wizard **Aelian Fardream** once used as a laboratory for his cloning experiments. The complex, known as **Ravenstroke**, is magically warded and trapped to prevent intrusion. It has become the base of operations for a creature that calls itself the Shadow Eyes, a genderless clone of Aelian Fardream. The Shadow Eyes—so called because it was "born" deep underground, where its eyes knew only shadow for years—is a powerful wizard like its "sire," but it harbors none of Aelian's emotions or morality. In fact, the Shadow Eyes is sarcastic, rude, flippant, and amoral.

A group of delvers once stumbled upon Ravenstroke while exploring some of **Ghul's Labyrinth** beneath the city. The defenses of the place were too much for them, and the survivors retreated, leaving behind the legendary litorian artifact known as *father's warclub*.

Sometimes, the Shadow Eyes comes to the surface, where it assumes the identity of a mage named Vanum Vaal (who calls himself a witch) with a raven familiar. As Vanum, it has established ties with **Kevris Killraven**. The Shadow Eyes (as itself or Vanum) also has ties to some of the city's more malevolent **skulks**; many of them work with him, spying and gathering information in various districts. A number of them lair within Ravenstroke.

The Shadow Eyes, a.k.a. "Vanum Vaal"
Male Shoal elf (Neutral Evil)
Clone of Aelian Fardream
Wizard16 **CR** 16
HD 16d4 **hp** 47
Init +7 **Speed** 30 feet
AC 16, touch 13, flat-footed 13
BAB/Grapple +8/+6
Attack +7 melee (1d4–1, dagger)
Full Attack +7/+2 melee (1d4–1, dagger)
SQ Elven traits, low-light vision
Fort +5, **Ref** +8, **Will** +11
Str 6, **Dex** 17, **Con** 11, **Int** 18, **Wis** 13, **Cha** 9
Crucial Skills: Concentration +18, Hide +10, Listen +4, Move Silently +10.
Other Skills: Knowledge (arcana) +20, Knowledge (dungeoneering) +10, Knowledge (nature) +20, Spellcraft +13.
Crucial Feats: Spell Penetration.
Other Feats: Brew Potion, Craft Wand, Craft Wondrous Item, Improved Initiative, Scribe Scroll, Silent Spell, Spell Focus (necromancy), Spell Focus (transmutation), Still Spell.
Spells: 4/5/5/5/5/4/3/3/2; save DC 14 + spell level, DC 15 + spell level for transmutation or necromancy spells.
8th—*iron body, temporal stasis.*
7th—*limited wish, mass hold person, prismatic spray.*
6th—*disintegrate, flesh to stone, wall of iron.*
5th—*baleful polymorph, big interposing hand, Mord's faithful hound, summon monster V.*
4th—*arcane eye, fear, greater invisibility,* stilled *lightning bolt, stoneskin.*
3rd—*dispel magic, displacement, haste, lightning bolt, protection from energy.*
2nd—*alter self, false life, ghoul touch, mirror image, web.*
1st—*charm person, grease, mage armor, magic missile, sleep.*
0—*detect magic, light, mage hand, mending.*
Possessions: +1 *dagger, amulet of natural armor +3, bead of force, instant fortress, necklace of adaptation, wand of summon monster IV* (48 charges), *wand of dimension door* (15 charges), *potion of cure moderate wounds,* forged Imperial identification papers.

Tactics: Assume the Shadow Eyes has cast *mage armor* (+4 armor bonus to Armor Class) as well as *false life* (1d10+10 extra hit points) upon itself. *Mirror image* and *displacement* likewise are spells it will have up if it knows it's headed into trouble. It likes to go into combat with *protection from energy* (electricity) cast, so that if a foe attempts a grapple, it can safely use its stilled *lightning bolt* (neither the grappling foe nor the Shadow Eyes should get a saving throw). It also enjoys using its *instant fortress* as a weapon, creating the tower on top of foes.

OTHER LOCALES

Although the following is not a complete listing by any means, you can insert the locations in the table below as needed into a Ptolus Campaign when using the Rivergate District.

MAP PAGE 343



As its name suggests, the Yellow Wall restaurant (see table below) is located right next to the City Wall in a place where the wall has been covered with yellow paint. Painting the wall was a crime, but the fine has long since been paid, and city officials have never required that the paint be removed.

Other Locales in the Rivergate District

Name	Type	Location	Proprietor	Staff	Notes
Animal Tending		Off Outer Ring Row (#97, E4)	Anam Baldick (male human expert6)	0	Animal groomer and healer
Chapel of St. Thessina		Off Outer Ring Row (#98, E4)	Heth Neferul (male human cleric4/fighter7)	9	Temple to Lothian, secretly controlled by the Pactlords of the Quaan (see the map in *The Banewarrens* on CD-Rom).
Derras Fillososh's House		Inner Ring Row (#91, F3)	Derras Fillososh (male human expert5)	1	Physicker
Dragon's Tooth Comb		Fiber Street (#99, F4)	Mull Rachart (male human expert3)	1	Barber
Fate Weavers Headquarters		Gallat Street (#96, F3)	Marija Elinek (female human expert11)	6	Secret school for Fate Weaving
Gustiv's Ice		Middle Street (#83, F2)	Gustiv Mann (male human commoner3)	3	Sells ice, also delivers
Jasmik's Flowers		Outer Ring Row (#82, E2)	Jasmik (female aram commoner4)	0	Florist
Linech Cran's Burrow		Off Wash Street (#79, E2)	Linech Cran (male half-orc sorcerer3)	8	Office of drug smuggler and Balacazar ally
Madam Teesmor		Inner Ring Row (#85, E3)	Yalla Teesmor (female half-elf commoner3)	0	Dreamspeaker
Nadar's Pub	★★	Wash Street (#88, E3)	Nadar Hisk (male human commoner2)	4	—
Orad Finnas' House		Fiber Street (#100, F4)	Orad Finnas (male human warrior4)	8	Killraven League safe house
Rulla Finnas' House		Fiber Street (#101, F4)	Rulla Finnas (female human commoner8)	0	Midwife
Sunflower Café	★★	Middle Street (#89, E3)	Nichallis Fern (female human commoner4)	2	—
The Waterfall		Middle Street (#102, F4)	Carther Nartellis (male human commoner3)	3	Bathhouse
The Yellow Wall	★★★	Off Tonic Street (#80, E2)	Fallaster Nobrand (male human commoner1/expert2)	8	Popular restaurant



Chapter 16:

SOUTH MARKET

The South Market offers more shops than open markets, as well as a number of commodities markets and workshops. The proprietors of Blackstock Printing hold an interesting secret, and the Golden Tooth offers wares for those with a taste for gold. But there's more in this district than just shops. Check out the gambling den known as the Cock Pit and the hideout of the criminal Korben Trollone.





Locator Map

SOUTH MARKET IN BRIEF

Area: *238 acres*
Population: *About 8,000*
Primary Function: *Commerce*
Primary Social Class: *Middle*
Collins Street (E8)
Dwindle Street (E8)

Stockyards, page 191
Cock Pit, page 355

The South Market is one of two market districts in this highly commercial city. It is also the newest of Ptolus' districts. It stretches from Dalen's Cliffs in the west to Carriage Row in the east. Its southern boundary is the city wall, and its northern one is a rough line drawn from the north end of Carriage Row to the point where the Emperor's Road ascends the earthen ramp up to Oldtown. The northern border separating the South Market from Midtown has been an imprecise distinction since the district came into being.

No one will argue that the heart of the district lies in a large open square called Star Crossing Plaza, where three major streets intersect. A number of important offices, as well as some of the district's premier shops, are located at Star Crossing.

The South Market contains many shops and small marketplaces for people to purchase goods, but it also has a number of commodities markets. Commodities markets are always devoted to one type of good, such as cloth, spices, grain, and so on. While anyone can shop at these markets, they are intended for merchants, exporters, or vendors buying in bulk. Ptolus' only major commodities market not located in the South Market is the Stockyards in the Guildsman District.

The commercial connection between the Guildsman District and the South Market is clear. Many South Market workshops are controlled by the guilds of the Guildsman District.

THE FLAVOR OF THE SOUTH MARKET

Only a large city could support a district like the South Market of Ptolus, with commodities markets, established merchant companies, and permanent shops. It grew naturally in what was once a more residential area called the South End. In those days, the North Market was "the Market."

Things are always on the move in the South Market. Business is brisk, and people—both customers and merchants—crowd the narrow, newly paved streets. The smells of baked goods, cooking vegetables, and spiced meat mix favorably with the other, less pleasant odors of the city. Vendors stand outside their shops, enticing customers in with assurances of low prices and high quality. A man in an apron with a broom chases away raggedy children from a large fruit shop before they can steal apples. Laborers load up a wagon with bales of cloth.

Compared with the other districts, the South Market is fairly safe. Even with such criminal enterprises as the Cock Pit gambling den, few

muggings or attacks happen here. Burglary is the crime of this district, edging out other "victimless" crimes like smuggling, gambling, and prostitution.

While shops and commodities markets make up the majority of the district, as a traveler heads north toward Midtown, the shops become more interspersed with homes. Heading east toward the Guildsman District, one finds as many warehouses and workshops as regular shops. Near the South and Market gates, the district offers restaurants, taverns, inns, stables, bathhouses, and other services one might need after arriving in the city on the **Emperor's Road** from the south. This list also includes a few brothels, gambling dens, and illegal drug parlors run by the local criminal element.

A TYPICAL SHOP

Some of the shops and offices in the South Market are converted older houses and tenements, but most are fairly new buildings. Either way, the typical shop in the district is a two-story building abutting other shops on two sides, with an open alleyway on a third side, and an entrance into a street on the fourth. The front room is for working with customers. It typically has a wooden counter or large table covered with goods, behind which the shopkeeper sits. Some shops feature many tables or shelves rather than a counter or main table, and the shopkeeper stands, often near the door to greet customers.

SHOPPING CUSTOMS

Shopkeepers in Ptolus commonly stand in their doorways and talk to passersby to attract customers. These proprietors are typically aggressive, and sometimes even rude. There are always exceptions, however—a few might seem undemonstrative and reserved, allowing their wares to sell themselves. This is particularly true for shops with few direct competitors, such as the city's scarce bookstores and perfume shops.

Haggling is acceptable at shops, but not at restaurants nor taverns (for rules, see the sidebar on page 308 in the North Market). Returns and warranties are unheard of, although some shops do guarantee their merchandise. Most shops will buy goods that they deal in at half their normal value, although some shops run by artisans never buy, they only sell.

Clerks often wrap purchased goods in cloth and tie the package with string before giving them to the customer to take home.

Most shops and places of business stay open as long as the sun is up, which means that business hours are longer in the summer than in the winter. Most are open seven days a week.



Emperor's Road, page 163

MAP KEY

242. Korben Trollone's Office (Edarth's Loans) (page 360)
243. Navaen Bowcraft (page 364)
244. Star Crossing Plaza (page 350)
245. The Starry Night (page 366)
246. Rogue Moon Trading Company (page 364)
247. Narras Ink (page 366)
248. Faraway Scents (page 360)
249. Golden Tooth (page 360)
250. Zel's Poultice Shop (page 366)
251. Winter Lyehouse (page 366)
252. Chon (page 366)
253. Jabber's Shoes (page 366)
254. Exotic Market (page 358)
255. Wood Market (page 366)
256. Tehlas Music (page 366)
257. Reggie's Meats (page 366)
258. Ramoro's Bakery (page 364)
259. Good Rope (page 366)
260. Blue Thread (page 366)
261. Fabric Market (page 358)
262. Mahdoth's Asylum (page 361)
263. St. Chausle's Chapel (page 366)
264. Abrury's Dairy (page 366)
265. Fragrant House (page 366)
266. The Green Mews (page 366)
267. Crystal Baths (page 366)
268. Welcome Inn (page 365)
269. Mystery Pub (page 366)
270. Salora's Pots (page 365)
271. Silver Cup (page 366)
272. Donnel's (page 357)
273. Spice Market (page 365)
274. Indari's Leatherworks (page 366)
275. Warick's (page 366)
276. Maran's Odd Sizes (page 364)
277. Blackstock Printing (page 353)
278. Highshelf Glassworks (page 366)
279. Merchants' Guildhall (page 366)
280. The Smokestack (page 366)
281. The Durambor (page 366)
282. Tirres (page 366)
283. Cock Pit (page 355)
284. South Chandler (page 366)

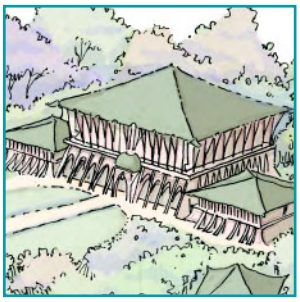
Dohrinthas, page 43

With their still-regular square-cut paving stones, the streets of the fairly new South Market are as smooth and nice as any district in Ptolus—even the Nobles' Quarter.

Delver's Square, page 198
Undercity Market, page 423
Mahdoth's Asylum, page 361
Cock Pit, page 355



Administration Building, page 314



Emerald Hill, page 199
Fabric Market, page 358

Rogue Moon Trading Company, page 364

House Kath, page 92

In the typical South Market establishment, the goods sold in the shop are also produced there, in a workshop located directly behind the front room; storerooms or offices are situated farther back. About half the time, the workshop remains open, so customers in the shop can see the artisans at work.

The typical second story holds a flat where the proprietor lives.

Most shops in Ptolus are very specialized. It is not uncommon for a shop to sell only rope, only belts, only barrels, or only cheese, for example.

RUNNING THE SOUTH MARKET

Although adventurers can buy pretty much anything they need in Delver's Square or the Undercity Market, they will find a far greater selection of goods, quality, and prices in the South Market. They also may come here for reasons unrelated to commerce—to visit Mahdoth's, the Cock Pit, and so on.

If the player characters come to the South Market during the day, the district is bustling. Stress the crowding in the narrow streets, not only with people but also with carts and wagons. Describe the sounds of folks conducting business and the smells of cooking food, unwashed people, and livestock animals.

Should the PCs visit at night, however, it's just the opposite. The streets seem quiet and virtually empty. None of the shops stay open at night, although lights in upper-story windows demonstrate that the district isn't entirely vacated.

PEOPLE OF THE SOUTH MARKET

Obviously, many of those who live in the South Market are merchants, artisan/merchants, or their employees. These folks are typically middle-class entrepreneurs or workers with little chance of ever striking it rich, yet their position and wealth puts them far above typical laborers in the city.

A few South Market businesses have grown so large that they have formed companies incorporating a number of different merchants, employees, and locations. These merchant companies combine the efforts of all the members to generate greater profits than the combined total of what each one could earn alone. Their large amounts of capital allow them to buy in bulk, hire still more employees, and move their goods throughout the Empire at higher profits. Investors can buy shares in these companies and earn dividends based on profits.

Of course, not all of merchant companies originated in Ptolus. The largest one in the city is a Tarsisan firm called The Rogue Moon Trading Company. Another large company, called the Grand Southern Trading Company, started in Dohrinthas and handles much of the trade between that southern port and Ptolus.

MAN ON THE STREET

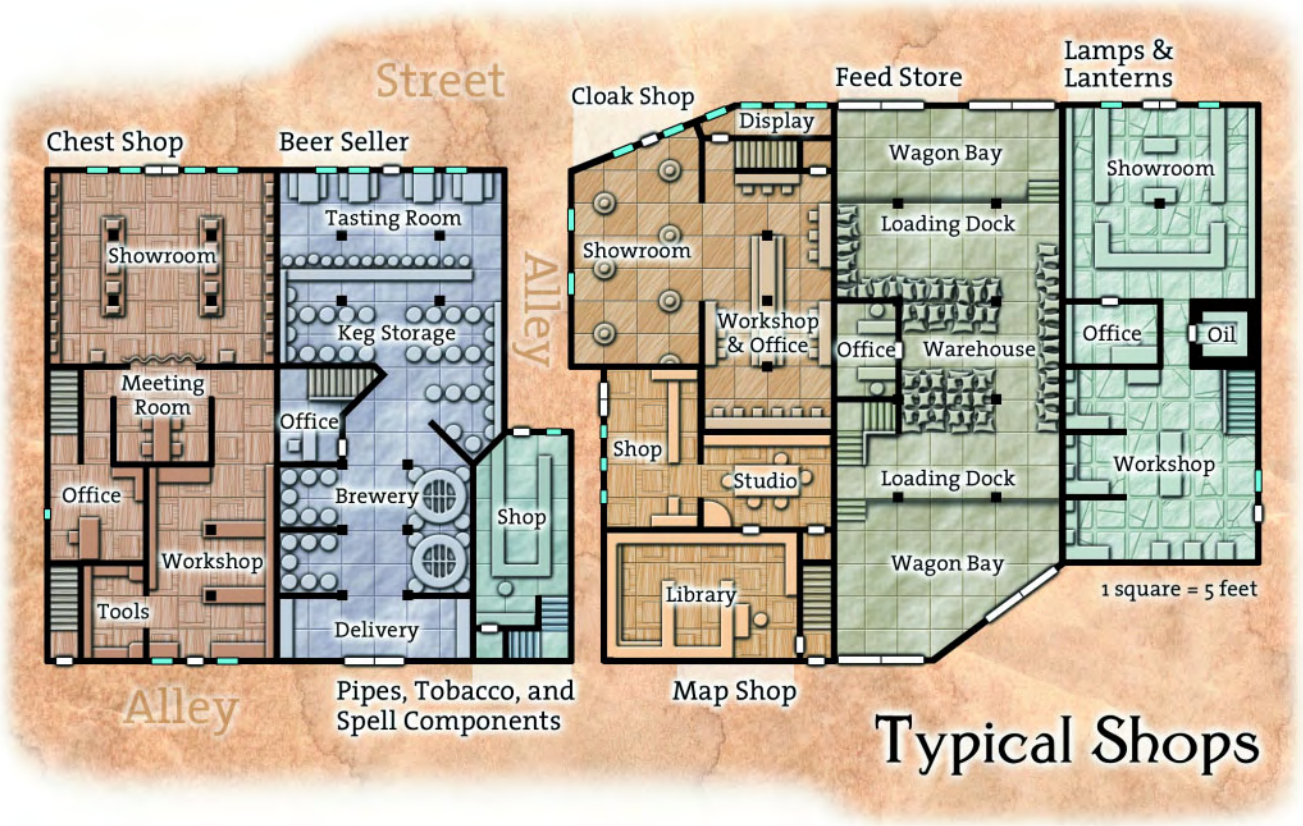
Ladia Reymond: Middle-aged Ladia is of average height and build. The only things striking about her are her curly red hair, which she wears longer than most women her age, and the fact that no one ever sees her without a cigarillo in her mouth. Ladia is an Imperial inspector—her blue sash marks her station. She is arrogant and distracted, consumed with her own importance and her desire to get ahead in life. As an inspector, it's her duty to report on the ability of various merchants and vendors to maintain standards of price, fairness, cleanliness, and work conditions. This means she spends her day checking scales that weigh spices and sticks that measure cloth, scouring storerooms and warehouses to judge the number of rats, assessing the ledgers of moneylenders and bookkeepers, and other miscellaneous duties. Ladia is one of many inspectors assigned to the South Market, and one of the few who are difficult to bribe. Ladia is currently on her way back to her office in the Administration Building in Oldtown to fill out paperwork.

Marean Sevenjewel: With raven-colored hair down to her waist and braided with silver strands tipped with tiny leaf charms, Marean is a striking Shoal elf woman. She is a cobbler who makes shoes specifically for elves. Her shop is located on Spoiled Street, tucked between two larger shops. Marean keeps to herself much of the time, occasionally visiting Emerald Hill in Midtown but mostly staying in and around her shop—unless she needs to run business errands, which she's doing now. She's probably going to visit the Fabric Market to purchase supplies.

Karel Unter: Sporting a blond goatee and medium-length straight hair, this well-muscled laborer wears a sleeveless shirt and baggy pants. He earns his living unloading wagons and carts in the Wood Market on Emperor's Road. Karel fancies himself a ladies' man and gambler, despite the fact that he rarely has two copper coins to rub together. Most likely he is using a break from work to wander the streets, looking for women to impress with his good looks and physique. Karel knows the location of the Cock Pit, as well as a number of much smaller, far less formal gambling dens in the district. He also has knowledge of most of the brothels in the South Market, Oldtown, and Midtown.

SOUTH MARKET RUMORS

"The Return." Hallach Fancon was a well-known and well-loved thespian patronized by House Kath who died about eight years ago in a tragic accident. However, people of the South Market



have begun to claim they've seen him around some of the nicer clothiers and other shops. House Kath and anyone associated with Fancon insists he is still dead.

"Against the Empire." The high-ranking members of the Rogue Moon Trading Company, a merchant company based in Tarsis but with a significant presence in Ptolus, have angered the Imperial government. Rumor has it that the Commissar has received orders to seize all Rogue Moon assets in the city.

"Beneath the Streets." Ratman activity grows steadily worse in the South Market, with more and more brazen burglaries of shops and even attacks against lone individuals in the night streets. Some say that a ratman nest with a forceful leader lurks just below the streets, but others call it a simple case of overpopulation that has forced the creatures to become more desperate.

SOUTH MARKET LOCATIONS

The South Market boasts a number of varied and interesting campaign locations.

BLACKSTOCK PRINTING

Iron Street (#277, H8); see map, page 351
5,000 gp

Blackstock Printing is a medium-sized free-standing building. Clerks deal with customers in the small room in the front, while printers work in the large print shop in the back. The second floor holds a spacious apartment. Blackstock prints fliers, leaflets, and the occasional short-run book. Most of its clients are South Market businesses looking to advertise. Blackstock is one of the few businesses in the city with a functioning large-scale movable type printing press. Despite the fact that it is run by elves (which is a bit surprising), it seems a normal place.

It is not at all a normal place, however.

Aelian Fardream was a powerful elf wizard who lived in Ptolus more than a century ago. (Characters can recognize the name with a Knowledge [history] check, DC 22.) Aelian was a loner, singlemindedly devoted to perfecting the magical cloning process. He desired to create a self-perpetuating dynasty of himself as a way of achieving a sort of immortality. And he succeeded—partially.

Aelian's clones were not soulless creatures, but copies of himself with independent thought and minds of their own. They were imperfect copies, however, and possessed only a modicum of the original's magical abilities. They each had their own strange quirks, as well, such as aversions to certain colors, objects, or races. Aelian put the clones in *temporal stasis*, then attempted to create a new set without the prior batch's faults. Only one (genderless) clone from the second group survived. It had a soul and all of Aelian's abilities

Rogue Moon Trading Company, page 364

Ratmen, page 625
Ratman nest, page 442



Outside the Market Gate south of the South Market lies the so-called Tent City, a haphazard collection of shacks, tents, and people sleeping, cooking, and living out in the open. These folks find Ptolus too confining, or the law inside the walls too limiting. Tent City is a dangerous place, particularly at night. One will find a higher percentage of aram and litorians in this settlement than in the actual city.

DM TIPS

The clones of Aelian Fardream can be played lightly, for laughs, or seriously, as desperate individuals in a strange situation. An experienced and talented DM might even be able to pull off both.



The Shadow Eyes, page 349

FROM MY CAMPAIGN TO YOURS

It wasn't until one of the PCs snuck into the back room of the printing shop invisibly that the players realized what was going on at Blackstock—that there was more than one Aelian Fardream. Before then, even though they watched as different Aelians came and went from the place and even spoke to a number of them, they never understood that he wasn't just a strange, moody person.



Helmut Itlestein, page 389

Ravenstroke, page 422

but, unfortunately, it also was sadistic and insane. It slew its creator, then vanished. It recently resurfaced, calling itself "the Shadow Eyes."

Two years ago, a strange magical surge ended the *temporal stasis* spells affecting the first batch of clones, and they "awoke" in Aelian's underground laboratory where they had been grown. Coming up into the city, they pieced together at least some of what had happened. With the remnants of the original Aelian's money, the clones purchased Blackstock Printing, in the hopes of making a small fortune for themselves—perhaps enough to pay for magical assistance with the quirks they gained in the cloning process.

The clones have never revealed their true nature to anyone. To the outside world, there is only one Aelian Fardream, and he runs Blackstock Printing. (A historian might remember references to a powerful elf wizard named Aelian Fardream who lived in the area decades earlier, but would likely consider it a coincidence.) Other press workers at the shop keep to themselves in the back room. The clones take turns being Aelian, which can cause some confusion.

There are six clones. (Number One believes that there are more, still held in *temporal stasis* somewhere.) They refer to themselves simply by number. Each is a moderately capable wizard, but their actions are hindered by their quirks, listed here:

Number One: Freezes up in uncontrollable panic at the sight of a bared blade within fifteen feet or any sharp object pointed in his direction.

Number Two: Unable to say more than two words at once.

Number Three: Absurdly agreeable; very gullible and suggestible. Suffers a –4 penalty to saves against enchantment spells and a –10 penalty on Sense Motive checks.

Number Four: Unable to acknowledge the existence of dwarves. Ignores everything they say or do, even at his own peril.

Number Five: Refuses to touch objects with both hands at once. One hand must remain free or he falls catatonic.

Number Six: Refuses to cast a spell at any target wearing green or that is predominantly green.

Aelian Fardream Clones (6)*
Male Shoal elves (Neutral)
Wizard6 **CR** 6
HD 6d4 **hp** 19
Init +7 **Speed** 30 feet
AC 13, touch 13, flat-footed 10
BAB/Grapple +3/+1
Attack/Full Attack +1 melee (1d4–2, dagger) or +1 melee (1d6–2) club or +6 ranged (1d8, light crossbow)
Fort +2, **Ref** +5, **Will** +6
Str 6, **Dex** 17, **Con** 11, **Int** 15, **Wis** 13, **Cha** 9
Crucial Skills: Concentration +4.
Other Skills: Forgery +4, Knowledge (arcana) +10, Knowledge (nature) +10, Listen +4, Profession (printer) +10, Spellcraft +3.
Crucial Feats: Spell Penetration.
Other Feats: Improved Initiative, Scribe Scroll, Silent Spell, Still Spell.
Spells: 4/4/4/2; save DC 12 + spell level.
3rd—*dispel magic, summon monster III.*
2nd—*ghoul touch, mirror image, shatter, web.*
1st—*charm person, mage armor, magic missile, sleep.*
0—*detect magic, light, mage hand, mending.*
Possessions, Number One: Masterwork light crossbow (+1 bonus to attack rolls), *+1 bolts* (10, +1 bonus to damage), *sleep bolt*, *wand of summon monster I* (41 charges), *ring of feather falling, potion of haste*, club, flask of antivenom, forged Imperial identification papers, 11 gp.
Possessions, Number Two: *Cloak of resistance* +2 (add +2 to all saves), scroll of *dispel magic, potion of cure moderate wounds*, dagger, 25 gp.
Possessions, Number Three: *Ring of protection* +1 (add +1 to AC), scroll of *fireball* (×2), scroll of *grease, potions of displacement* and *cure light wounds*, dagger, light crossbow, bolts (10), 15 gp.
Possessions, Number Four: *Cloak of elvenkind* (+13 total Hide bonus), *wand of burning hands* (26 charges), *potions of cure moderate wounds* and *protection from energy* (fire), scroll of *blur* and *displacement* (×2), dagger, light crossbow, bolts (10), 6 gp.
Possessions, Number Five: Masterwork daggers (2, +1 bonus to attack rolls), *wand of web* (26 charges), *potions of cure serious wounds* and *cure light wounds*, flask of alchemist's fire, 98 gp.
Possessions, Number Six: *Rod of metamagic* (Silent Spell), *wand of shield* (48 charges); *potions of levitate, invisibility,* and *see invisibility*; scroll of *lightning bolt*, dagger, gold ring with intricate etching worth 300 gp, 3 gp, 12 sp.
* Unlike with other NPCs, the clones' equipment does not figure into the character stats. Additional notes provided with their possessions allow DMs to make the necessary adjustments.

Recently, Blackstock has begun printing Helmut Itlestein's seditionist pamphlets in return for large sums of money. One clone, Number Three, sympathizes with Helmut and his cause. The others do it only for the gold.

Scenario: The Shadow Eyes makes a sudden and dramatic appearance in Midtown to slay a group of adventurers that violated Ravenstroke. Later than day, the player characters overhear an eyewitness say that she had seen the Shadow Eyes before—at a printing shop in the South Market. Should the PCs investigate, they find only "Aelian." If they stake out the place, however,

they may notice something odd going on. If ever seriously threatened, the clones will reveal the truth about themselves. In exchange for keeping their secret, they may even be able to relate some secrets about the Shadow Eyes or Ravenstroke.

THE COCK PIT

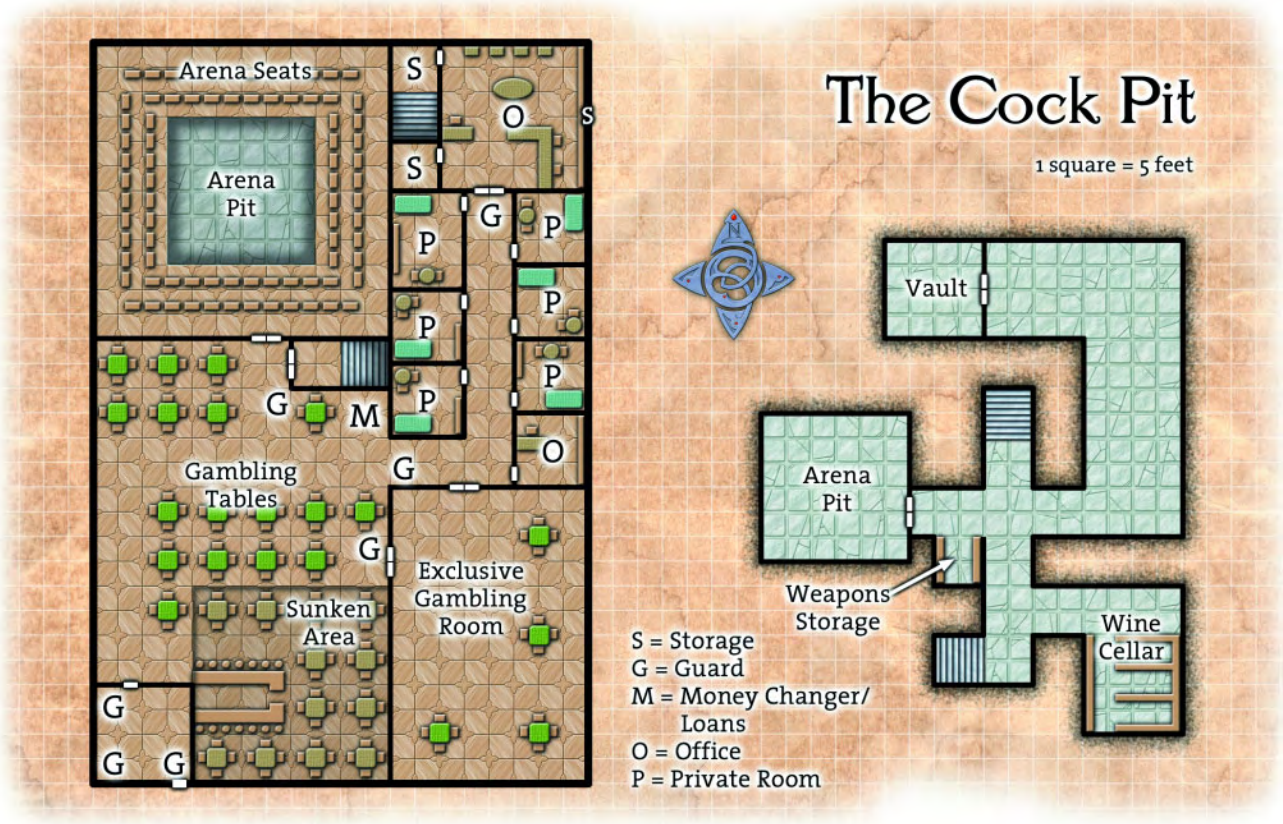
South Street (#283, H8); see map, below
80,000 gp (including 30,000 gp in vault)

Although it started as an underground cock-fighting arena (hence its name), the Cock Pit has grown over the last two decades into one of the largest illegal gambling dens in Ptolus. A mysterious figure named Aggah-Shan runs the place. Most outsiders assume that he owes allegiance to Balacazar's organization. This, however, is not the case. Aggah-Shan is a powerful lich and follower of chaos.

From the outside, the Cock Pit looks like a large warehouse. Though there are no markings or signs on the outside, its location is well known—even to the authorities. Aggah-Shan pays numerous bribes and sometimes even uses compulsions cast in secret to keep the City Watch looking the other way.

Inside, the Cock Pit consists of a large area with many gaming tables and a bar, a smaller, more exclusive gambling room with only four tables, and a separate room with an arena pit surrounded by one hundred seats. The establishment also has six private rooms used by the staff prostitutes to service customers, and a comfortable back office used by Naosh, Aggah-Shan's lieutenant and manager of the Cock Pit. The shrewd Naosh is well spoken, well dressed, and well groomed for a half-orc. Naosh is not his real name but an Elvish word for "stylish."

Naosh
Male half-orc (Lawful Evil)
Expert5/fighter7 **CR** 11
HD 5d6+10 + 7d10+14 **hp** 88
Init +3 **Speed** 30 feet
AC 17, touch 13, flat-footed 14
BAB/Grapple +10/+15
Attack +17 melee (1d8+8, heavy mace) or +13/+8 ranged (1d10, heavy repeating crossbow)
Full Attack +17/+12 melee (1d8+8, heavy mace) or +13/+8 ranged (1d10, heavy repeating crossbow)
Fort +8, **Ref** +6, **Will** +8
Str 20, **Dex** 16, **Con** 14, **Int** 14, **Wis** 15, **Cha** 6
Crucial Skills: Hide +3, Intimidate +8, Sense Motive +11, Spot +11, Tumble +13.
Other Skills: Appraise +5, Gather Information +6, Handle Animal +5, Knowledge (local) +11, Profession (gambler) +15, Use Rope +12.
Crucial Feats: Combat Expertise, Dodge, Mobility, Point Blank Shot, Precise Shot.
Other Feats: Exotic Weapon Proficiency (repeating crossbow(, Skill Focus (Spot), Skill Focus (Tumble), Weapon Focus (heavy mace).
Possessions: *+1 heavy mace, belt of giant strength +4, bracers of armor +4,* heavy repeating crossbow, pocketwatch.



MAP PAGE 351

Aggah-Shan, page 335

INFO CHECKS

A Knowledge (local) or Gather Information check can reveal quite a bit about the Cock Pit:

The Cock Pit is an illegal gambling den in the South Market (DC 15).

The Cock Pit is owned by a mysterious figure called Aggah-Shan, who is in league with the Balacazars (DC 20).

Naosh is the half-orc manager of the Cock Pit (DC 22).

Aggah-Shan is not in league with the Balacazars (DC 25).

Aggah-Shan is a lich (DC 30).



Cock Pit owner Aggah-Shan

THE GAME OF MRATHRACH

Named after one of the ancient Vested of the Galchutt (see "The Galchutt" in Chapter 4: Cosmology and Religion, page 60), this game is a completely random affair based on the results of three large spinners and the positions of various ceramic tiles on a checkered board. A Profession (gambling) check (DC 18) reveals that, although the game appears to favor the players, it's actually slanted to favor the house—and absolutely no skill or intelligence is involved. Thus, only the ignorant and uninitiated play. Nevertheless, it has become quite popular at the Cock Pit and the White House in Oldtown. And strangely enough, people seem to win at it more than one would think.

There's more to Mrathrach than just a crooked game. Either a *detect magic* or *detect chaos* spell reveals a very slight aura during play. The game is magical, so that each time someone plays, it collects a bit of the randomness—a chaotic aura—and stores it. With the randomness slightly diminished, the game sways a bit more in the favor of the players, producing a moderate number of winners and thus encouraging people to keep playing.

Aggah-Shan channels the stored chaos into a huge chaositech machine beneath the city (see "The White House" in Oldtown (page 336) for more on this machine). He hopes to use it to resurrect Mrathrach and control him enough to unleash him upon his enemies: the government, the Shuul, and the Balacazars.

See the information panel on page 359 for details on gambling games in Ptolus.

At any given time while open for business, the Cock Pit has twenty guards: fourteen human warriors4, four human fighters6, and two male dwarf fighters10.

White House, page 334

Arena, page 315

To be admitted to the games in the exclusive back room at the Cock Pit, a character must tell the bartender, "I'm looking for a high-stakes game." This code phrase produces Naosh. A potential player must be able to show that he has at least 500 gp with him and must slip the half-orc at least 10 gp to be allowed into the special game room.

Tactics: If engaged in combat, Naosh builds his entire strategy around escape. He uses his feats and skills to defend himself and get away, summoning the Cock Pit's considerable complement of guards or even Krag, the minotaur from the arena pit (see below).

The clientele of the Cock Pit is made up of low- and middle-class citizens—commoner laborers, merchants, and craftworkers. These guests number between eighty and one hundred on any given night. A few wealthier "high rollers" come for the exclusive games of the back room, but even they are small-time operators compared to the gamblers who come to the White House in Oldtown and various exclusive clubs in the Nobles' Quarter. The popular game here is called Mrathrach (see sidebar), although all types of dice, card, and tile games are played at the Cock Pit.

The real draw at the Cock Pit is the small arena pit in the back, and the star of that arena is a minotaur named Krag. Although fights do take place in the Arena in Oldtown, the combat here is far more brutal. Fighters frequently die in the pit, much to the delight of the bloodthirsty crowd. The house puts odds on various ranked combatants and takes bets, plus the management has placed a 10,000 gp bonus payout to any fighter who can best Krag in the arena.

While there are no rules against using magic in the pit, arena manager Koth Yurtin (male human expert7/fighter4) turns away anyone who is clearly only a spellcaster—he fears both damage to the arena and that a battle with a mage wouldn't entertain the crowd.

Bloodstained, dented bronze plates line the stone walls of the thirty-foot-deep arena pit. A steel mesh covers the top of the pit to keep stray ranged weapons from striking the crowd, although this doesn't always succeed (the mesh has a few holes in it).

Krag
Male minotaur (Large monstrous humanoid), (Neutral Evil)
Warrior12 **CR** 15
HD 6d8+18 + 12d8+36 **hp** 145
Init +2 **Speed** 20 feet
AC 25, touch 10, flat-footed 24
BAB/Grapple +18/+30
Attack +28 melee (3d6+14+1d6 cold, 19–20/×3, greataxe) or +25 melee (1d8+9, gore) or +21 ranged (1d8+8, javelin)
Full Attack +28/+23/+18/+13 melee (3d6+14+1d6 cold, 19–20/×3, greataxe) and +25 melee (1d8+5, gore), or +21/+16/+11/+6 ranged (1d8+8, javelin)
SA Powerful charge (+25 melee gore attack, 4d6+13 damage)
Fort +13, **Ref** +11, **Will** +7
Str 27, **Dex** 14, **Con** 16, **Int** 9, **Wis** 7, **Cha** 7
Crucial Skills: Intimidate +11, Listen +5, Search +3, Spot +6.
Other Skills: N/A
Crucial Feats: Cleave, Combat Reflexes, Power Attack.
Other Feats: Improved Critical (greataxe), Multiattack, Weapon Focus (greataxe), Weapon Focus (javelin).
Possessions: *+2 large frost greataxe, +2 full plate armor, potions of cure serious wounds* (3), steel horn points (see below), masterwork large javelins (6), massive gold jeweled necklace worth 5,000 gp, 132 gp.

Tactics: A straightforward combatant, Krag is interested in killing his opponents quickly and gorily. He is a showman, but not overconfident. He seems large and muscular even for a minotaur, and is covered in scars and patches of bare skin

where the hair has been pulled, cut, or burned off. He wears special steel points on his horns that add a +1 bonus on his gore attack damage.

Aggah-Shan also owns an exclusive (and entirely legal) social club called the **White House** in Oldtown. Those looking for Aggah-Shan himself can leave a message for him here or there. When Naosh needs to contact him, he uses a ***globe of accord*** keyed to one his employer owns. If someone wishes to speak with Aggah-Shan, Naosh will attempt to act as a go-between. With the lich's permission, Naosh can set up a "meeting" using the ***globe of accord***. In such a case, Aggah-Shan likely appears cowled, disguised, or masked by illusion. His accent betrays his Uraqi origins, if his name did not do so already.

Below the gambling den is a well-locked (Open Lock, DC 35) and guarded vault that holds the Cock Pit's earnings and funds to pay off winners (generally about 30,000 gp). The lower level also contains a small armory and "wine cellar" (it holds mostly kegs of ale).

Counting the guards, the dozen prostitutes, and those mentioned by name, the staff of the Cock Pit number fifty or more on most nights.

Encounter: As soon as the player characters enter the Cock Pit, 1d3 of them are approached by prostitutes (human or elf experts5) of the opposite gender who try to become friendly. If the PCs spurn them, either immediately or after they invite the guests into back rooms, each prostitute attempts to pick the pockets of his or her chosen adventurer (Sleight of Hand +10). If caught in the act, the prostitutes are grabbed by guards, who hurry over and haul them off. They are not turned over to the authorities, of course—they are beaten for getting caught (the punishment leaves no visible marks), then sent back into the gambling den.

Scenario: **Fesamere Balacazar** comes to the player characters, posing as a minor noble. She tells them that Aggah-Shan has stolen a book of importance to her family and she needs their help to recover it. She even offers to pay 5,000 gp and to help in its recovery (she's going along). The book in question is a ledger detailing contact names, illegal business dealings, shipments, and other vital information—but she tells them it's a magical book. The trail for the book likely starts here, at the Cock Pit, but may eventually lead to the White House and down below the city.

DONNEL'S

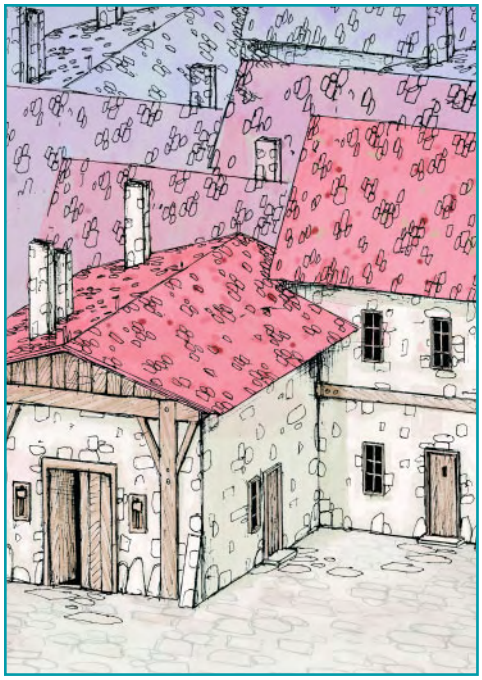
Mill Way (#272, G8)
see map, page 351 800 gp

Falles Donnel started this leatherworker's shop more than forty years ago. The two-story building has a double-gabled rooftop. Uris Donnel (male human expert4), Falles' son, owns and operates the shop and lives above it. Donnel's sells all types of leather goods: bags, belts, straps, boots, gloves, and more. Uris makes items of excellent quality and also buys secondhand items in good shape for half their value.

Uris Donnel, a man of average height and dark hair with a large scar on his left cheek, has posted a sign in **Delver's Square** advertising maps of areas below the city that he will sell to interested delvers. His deceased sister, Mathella, was an adventurer and drew them. The maps carry a price of 30 gp to 500 gp, depending on the importance his sister gave them. Uris assures buyers that he has only a single copy of each, and he's telling the truth.

GAMBLING IN THE SOUTH MARKET

Besides the Cock Pit, the South Market has a number of other gambling venues, all of them substantially lower class and dangerous. At night, many shopkeepers run illegal games in their shops—some even keep special back rooms or subterranean chambers for such activities. Most of these minor games move from place to place to avoid the authorities, so any particular place might see use only once a week or so. Cheating is commonplace at these games, but the penalty for getting caught is usually extremely violent. These gamblers tend to be the common laborers who work in the district or in Midtown, or other individuals of the poorer class.



A typical South Market blacksmith's shop



White House, page 334

Globe of Accord

This four-inch glass sphere is often mistaken for a crystal ball. *It allows the possessor to communicate verbally and visually with another possessor of a* globe of accord. *In other words, the item has no power on its own—only if another person has a globe, too. There are many such globes, however, and the possessor of one knows the identities of those who possess other globes (but not their locations or any other details regarding them).*

Moderate divination; CL 9th; Craft Wondrous Item, scrying; *Price 12,000 gp*

Delver's Square, page 198

Fesamere Balacazar, page 104

Although a large district with many buildings, the South Market has the fewest tall buildings in the city.



A typical South Market seamstress' shop. Many dressmakers, tailors, and clothiers locate near the Fabric Market for convenience.

THE EXOTIC MARKET

Bladeburn Street (#254, E7); see map, page 351
20,000 gp

Although technically a commodities market, the Exotic Market feels more like one of the North Market district's marketplaces. Here vendors sell one-of-a-kind items; imports from mysterious, far-off lands; miscellaneous magical trinkets brought in from elsewhere; and even odd, non-livestock animals. The market consists of a strange jumble of small wooden stalls, temporary tents, a few open-frame buildings, and even people selling out of the back of wagons.

The market's management is just as chaotic, and finding someone in charge can prove difficult. The land is owned by a woman named Esbel Pamorias (female human commoner4), and the various Imperial papers for the market are all registered in her name, but she is never here. Instead, a gnome named Inlios Pabovini (male sorcerer9) seems to run things. Inlios also works as an importer of strange magic items from across Praemal. Years ago, he traveled the world himself, but now he lives in Ptolus with his wife and children; he maintains a home in Fairbriar in Midtown and spends time in Danbury's when off work.

Scenario: A human wizard named Sala Eddaris hires the player characters to watch Inlios. Sala has become convinced that the gnome creates some of the items he sells. She would like to make that publicly known, to bring the Dreaming Apothecary's wrath down upon him. She's looking for proof. Of course, if Inlios were impinging upon Dreaming Apothecary territory, they wouldn't need Sala to tell them so, but Sala doesn't know that, and most likely neither do the PCs. While they watch him, if they're careful, they notice that Inlios does business with people who, upon further investigation, turn out to be smugglers sneaking items into the city from foreign lands and attempting to avoid normal import tariffs. (He does not make magic items.)

DM TIPS

Use Inlios Pabovini and the Exotic Market to introduce non-DMG magic items into the campaign. Take items from other sources or create them yourself, but never allow this gnome to sell any standard item.

Korben Trollone, page 361

Fairbriar, page 199
Danbury's, page 202

Dreaming Apothecary, page 118



THE FABRIC MARKET

Woodsman Street (#261, F8); see map, page 351
7,000 gp

This commodities market sells fabric of all kinds. Obviously, members of the Textile Workers' Guild spend a lot of time here: Seamstresses, tailors, drapers, dyers, and clothiers of all kinds come to buy fabric for their work, and weavers, spinners, and anyone who produces cloth comes to sell. While the place is not the Textile Workers' Guild Headquarters, it might as well be—virtually all textile workers visit this market at some point.

The Fabric Market consists of one open-frame building surrounded by a wide courtyard filled with pavilions. Beneath these roofs, different vendors sell their cloth in huge bales. It is usually quite bustling.

The market manager is Yurikin Falahoff (male human expert6). He has climbed high in the guild hierarchy and also is an ally of Korben Trollone, Killraven's associate in the South Market. Yurikin and Korben are friends and have been since they were boys.

Scenario: Yurikin encounters the player characters in a public place, but he makes it look like a chance meeting. He tells them about himself and that he's looking for someone to kill Korben Trollone (he has a Bluff score of +12). He explains that Korben killed his brother, and now he wants revenge—but no one knows that it was his brother, not even Korben. Whether the adventurers agree or not is immaterial. The important thing is that they believe Yurikin secretly hates Korben.

Meanwhile, Korben has something the PCs want (a particular magic item, some information, or even a kidnapped hostage). He sends them a note requesting an exchange for something he wants (probably money). He tells the characters that they can name the time and place, as long as it's public. He hopes they'll fall for the ruse and request the Fabric Market. Then hopefully they'll use their connection with Yurikin to set up Korben, but in fact Yurikin will use the information to set *them* up. The goal is that, in the end, Korben keeps whatever it is the PCs want and gets whatever he wants from them.

GAMBLING GAMES

The streets of Ptolus hold many illegal gambling dens—illegal because the Empire taxes gambling earnings at 50 percent. One also will find a few establishments offering legal gambling; they pay taxes on their winnings and force players to do the same. Games of chance and skill are common in taverns, although the stakes are kept small or are non-monetary to avoid taxation.

Card games popular throughout the city include Seven Thrones, Gempot, Sword and Helm, Riverside, and Kutch. One also sees the following dice, board, and other games played around town.

Bertrant

This exceedingly simple dice game involves the roll of three dice. The players always attempt to get higher than everyone else in the game. Bertrant is enjoyed mostly by those who expect to be drinking heavily while playing and hence do not really need to keep their wits about them.

Dragonscales

A two-person game played with tiles made to look like the scales of a dragon, Dragonscales is unique in that it has so many different versions: one for each type of common dragon. White Dragonscales, the easiest, is a children's game, while Gold Dragonscales is one of the most intricate and complex games in existence. (The order of complexity is as follows: white, black, brass, green, blue, copper, bronze, red, silver, and gold.) Most people play Green or the slightly harder Blue Dragonscales.

At its simplest, Dragonscales is a game of matching tiles. Each tile comes marked with a portion of an Elvish letter or number (in Elvish, the characters can be either). At its most complicated, it is a three-dimensional game of forming complex combinations of tile groupings, including stacked tiles, and moving to counter your opponent's matches.



No one can attempt to play a version more complex than Green Dragonscales without a long introduction to the intricate rules. These require a least one rank in Profession (gambler), although for this game, Intelligence, not Wisdom, modifies the skill. Lesser versions, which one can learn fairly quickly, simply make use of opposed Intelligence checks.

The most complex games involve many opposed skill checks as well as straight DC checks (either 15, 20, 25, 30 or 35) to form special combinations. The winner is the player who earns more points (minimum of 50; points granted are equal to the DC of the combinations) and wins more opposed checks than his opponent. The game continues until such a winner is determined.

Flipping Frog

This game of manual dexterity involves flipping small wooden sticks or dowels into a mug. In a pinch, almost any small objects will do—in fact, nowadays more people play by flipping coins than flipping sticks. Variant coin-play rules grant more points for using larger coins (with the associated larger risk of loss). Players can resolve this game simply by making opposed ranged attack rolls.



Knife Throwing

Knife throwing is as simple as it sounds: hurling knives at a target. Usually the target is about fifteen feet away from the player; the center ring has AC 18, and the bullseye has AC 22.

Note that this method breaks the rules of attacking objects, but it makes the game interesting. Attribute the alterations to the condition of the well-worn target (you've got to find a place to make the knife stick) and the distractions of the room.

Knight and Squire

In this game, each player rolls two different-colored dice under a cup so they can't be seen, then bets on how close one die-roll is to the other, as well as on the total of both. Rolling double sixes is the best result possible. A variant called King's Court uses three or sometimes even four dice, but the premise remains the same.

Peg the Tom

Common in taverns that frown on traditional gambling games (but don't mind a bit of violent fun), Peg the Tom is played with a knife and a wooden table. A player holds one hand splayed on the table and puts the knife in his other hand. Then, as fast as possible, he stabs the table in between each of his fingers and thumb (so there are four stabs). This is called a run. Before he begins, however, he tells the other players how many runs he can make in succession in a given amount of time. "Five in ten," for example, means five runs in the time it takes to for someone to count to ten (each count is about a second). The player who estimates the most counts in the least amount of time then proceeds to try. If he makes it—without cutting or nicking his hand—all the other players must buy him a drink. If he fails, he must buy all the other players a drink.

Each player makes one check for each run: d20 + base attack bonus + Dexterity modifier. The DC = 10 + ([10 × the number of runs attempted] / the count). So five runs in a ten count is DC 15 (10 + [10 × 5]/10). Five runs in a five count is DC 20. A result of 1 always fails and a 20 always succeeds.

The Wheel

Found only in the more sophisticated gambling dens (because of the equipment required), this game involves betting on the results of a spinning wheel set on a table or mounted upon a wall. Results are based on number and color, as in roulette.



Killraven in the South Market

Kevris Killraven (page 122) has made greater inroads worming her way into the criminal underworld in the South Market than anywhere else in the city. It is likely that she sensed weakness in the Balacazar's hold there (likely due to the independent Aggah-Shan's presence), and took advantage of it. The crime boss in charge of the district in the Balacazar hierarchy, Halgrim Fatherstone (see page 106), is likely on his way out—thanks to either Killraven's people or his own (in retaliation for failure).

INFO CHECKS

A Knowledge (local) or Gather Information check offers a few details about the criminal Korben Trollone:

Korben Trollone is a crime boss in the South Market (DC 20).

He is known as "Korben the Keeper" because he keeps many animals and beasts (DC 22).

Korben Trollone works for Kevris Killraven (DC 23).

Korben's office is located behind Edarth's Loans (DC 30).

Kevris Killraven, page 122

FARAWAY SCENTS

off of Horseweed Street (#248, D8) see map, page 351 11,500 gp

Tucked in a narrow side street that seems more like an alleyway, this tiny shop sells nothing but perfume. Bottles of all shapes, sizes, and colors jam the shelves in the main room. Most bottles are unlabeled, and only the shopkeeper, Niaer Daystep (male half-elf commoner4), and his assistant, Saeth Watersong (male elf commoner1), know what each one holds. Although the shop's name comes from the idea that the two import the perfumes from faraway lands, the truth is that most of what they sell is local. Prices range from 10 gp to 500 gp per bottle.

THE GOLDEN TOOTH

Citation Street (#249, D9); see map, page 351 4,000 gp

Hannis Goldtooth (female dwarf expert8) offers her services as a goldsmith in the South Market. She doesn't actually sell ready-made goods, so thieves who might break in will find themselves disappointed. Instead, she operates her workshop here and plies her trade through commissions. This usually amounts to a fair bit of gilding work, and some inlays and engraving. Occasionally, a wealthy customer requests an item such as a ring, amulet, or even a small statue. Such work comes along infrequently, however, since Ptolus is saturated with such objects brought up by delvers.

Hannis is the leader of the Goldsmiths' Guild based in the Guildsman District, but that isn't saying much—it's a fairly small, inconsequential group controlled by the Ironworkers' Guild. The goldsmiths currently feud with the Silversmiths' Guild over a slight Hannis made about their guildmaster's skill.

Encounter: The player characters, either coming to see Hannis or just passing by, notice two masked human men approaching the front window of the Golden Tooth with large hammers. If the PCs do not intervene, the men smash the window and the sign in front of the shop. The Silversmiths' Guild hired these thugs to perform this vandalism. They have no intention of hurting anyone and flee if confronted.

KORBEN TROLLONE'S OFFICE (EDARTH'S LOANS)

Penny Street (#242, E7); see map, page 361 6,500 gp

Korben Trollone operates a criminal organization that covers the entire South Market, with strong ties to Kevris Killraven; truth be told, he is entirely under her control—he just likes to tell people differently. Korben makes most of his gold collecting protection money from various businesses in the South Market. He also runs a number of the small-time gambling operations in the district, as well as a pair of brothels.

A moneylender's shop called Edarth's Loans serves as a front for Korben's office. Edarth Ovis (male human commoner4) appears to work out of a shabby two-room office with a hired guard (male dwarf fighter3) to safeguard his funds (approximately 800 gp on any given day). A locked secret door in the back wall (Open Lock, DC 22) gives access to Korben's storeroom; his personal office lies underground, in a level accessible via an unlocked trap door and a lift down.

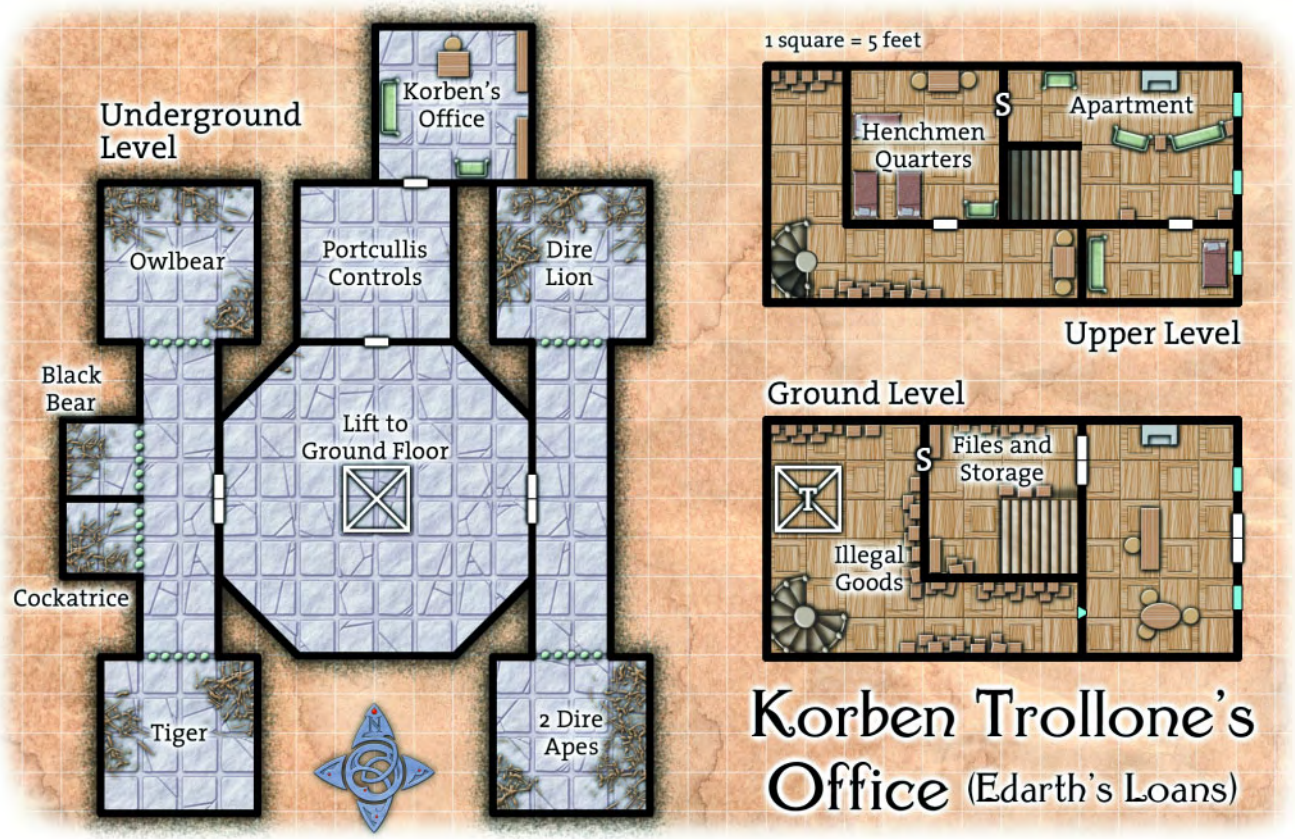
The second floor of Edarth's Loans holds an apartment (where Edarth lives) as well as some back rooms accessible from the hidden chamber on the ground floor. Beneath Edarth's Loans lie subterranean chambers also accessible only from the hidden back room. All these rooms are manned by Korben's employees (most are human rogues3 or rogues4), who act as guards and/or office assistants. In total, Korben has twenty-two such employees, but at any given time most are out in the district collecting protection fees or running Korben's other interests.

On the street Korben is known as "Korben the Keeper" because of his penchant for beasts. His black leopard companion accompanies him unless he is going somewhere public that requires him to be discreet. He also keeps the following creatures in pens underground: a dire lion, two dire apes, an owlbear, black bear, cockatrice, and tiger (see the map, next page). The room just outside of Korben's office has levers that operate all the portcullises that separate the creatures of his menagerie.

The entire area below ground is decorated with furs, pelts, horns, and stuffed heads of various beasts. Korben fancies himself both an animal lover and an accomplished hunter. Normally, the underground part of the offices remains empty except for Korben and his pets. (If present, Korben is there. He keeps regular business hours and does not come in at night.)

Korben's best friend and closest cohort is a troll named Durg. Durg works with Korben, acting as his chief enforcer and, when needed, his bodyguard. Durg is surprisingly smart for a troll (Intelligence 9) and a bit smaller than normal (although still size Large). Sometimes, when Killraven needs someone roughed up or killed, Korben volunteers Durg for the job, for which both he and the troll get a payment from the Crime League and looting rights on the victim.

Korben is married and lives with his wife and her mother on Draw Street in the South Market. His mistress, Nallia Feston (female human commoner1), lives on Pendulum Street off of Shade



Street. He frequents the social club known as Swordthrower's in the Nobles' Quarter with her.

Korben Trollone
Male human (Lawful Evil)
Ranger8 **CR** 8
HD 8d8 **hp** 40
Init +4 **Speed** 30 feet
AC 19, touch 14, flat-footed 15
BAB/Grapple +8/+11
Attack +13 melee (1d8+4, longsword) or +13 ranged (1d8+1, longbow)
Full Attack +13/+8 melee (1d8+4, longsword) or +13/+8 ranged (1d8+1, longbow)
SQ Evasion, swift tracker, wild empathy, woodland stride
Fort +6, **Ref** +10, **Will** +4
Str 16, **Dex** 18, **Con** 10, **Int** 13, **Wis** 13, **Cha** 10
Crucial Skills: Diplomacy +4, Hide +8, Move Silently +16, Spot +12.
Other Skills: Handle Animal +11, Knowledge (local) +6, Knowledge (nature) +13, Profession (gambler) +10, Survival +10, Use Rope +11.
Crucial Feats: Dodge, Manyshot, Rapid Shot.
Other Feats: Endurance, Skill Focus (Knowledge [nature]), Stealthy, Track, Weapon Focus (longsword).
Spells: 2; save DC 11 + spell level.
1st—*charm animals, speak with animals*.
Possessions: *Korben's beastblade* (see sidebar), masterwork longbow, *+1 arrows* (10), masterwork arrows (10), masterwork studded leather armor, masterwork heavy wooden shield, *gloves of dexterity +2*, sapphire ring worth 250 gp, 22 gp.
Animal Companion (Midnight, a Leopard): 19 hp; see MM

Black Bear: 19 hp; see MM.
Cockatrice: 27 hp; see MM.
Dire Apes (2): 35 hp each; see MM.
Dire Lion: 60 hp; see MM.
Owlbear: 52 hp; see MM.
Tiger: 45 hp; see MM.

MAHDOTH'S ASYLUM

Childseye Street (#262, F8); see map, page 362
12,000 gp

Dealing with the mysterious and sometimes reality-bending nature of arcane spellcasting can tax one's mental faculties. Usually, those who cannot pass muster fail in their apprenticeship and take up another vocation. Others, however, get quite far in their studies and personal power before the mental rigors drive them mad. These latter individuals need special care—both for their own sake and for the sakes of those around them.

For such unfortunates, there is Mahdoth's Asylum. Mahdoth's is a subterranean facility for containing and caring for insane arcane spellcasters. Although the facility can handle about forty inmates, there generally are only ever about fifteen in residence.

Swordthrower's, page 301

Find a miniatures-scale Adventure Map of Korben Trollone's Office on the CD-Rom included with this book.

Korben's Beastblade

This +1 longsword *has a brass lion's head in the pommel. Once per day, the wielder can use a* suggestion *on an animal or magical beast (DC 14). The target need not understand the language of the wielder—in fact, the* suggestion *is purely mental, although the creature must be within twenty-five feet of the wielder.*

Faint enchantment; CL 5th; Craft Wondrous Item, Craft Magical Arms and Armor, suggestion; *Price 6,000 gp.*

Darkbirth Madhouse, page 184

Chaos cults, page 71

The Vast Codex gives any Imperial representative the authority to terminate any arcane spellcaster proven to be insane. The fact that they occasionally turn over insane arcanists to Mahdoth's is a sign of the Empire's leniency and compassion.

Brotherhood of Redemption, page 107

Mahdoth's is not a sentence. It is not a prison for insane spellcasters; there are no punishments here. The inmates' confinement is not meant to be punitive, but for their own good and the good of others. Unlike the **Darkbirth Madhouse**, Mahdoth's receives no government funding. As a private facility, Mahdoth's can refuse anyone. Since its establishment long ago, the authorities usually turn over insane arcanist criminals or mad spellcasters detained before causing any serious harm—usually before they have any kind of trial.

Typically, however, the inmates in Mahdoth's are not criminals. They are simply unfortunates who could not handle the magical power they gained or were born with. The intensity of both their madness and their power determines how the asylum deals with them. Those not too far lost to mania nor too magically dangerous enjoy small but comfortable private cells and may socialize with the other inmates during the day. They are allowed only in areas with an active *power dampening field* (it covers all standard cells and common areas). This field forces all arcane spellcasters to overcome SR 30 on spells they cast within the field or into the field. Those who prove too disruptive (from either dementia or power) stay confined to their cells. A few special cells, secluded from the others in the southwestern portion of the asylum, contain full-on *antimagic fields*.

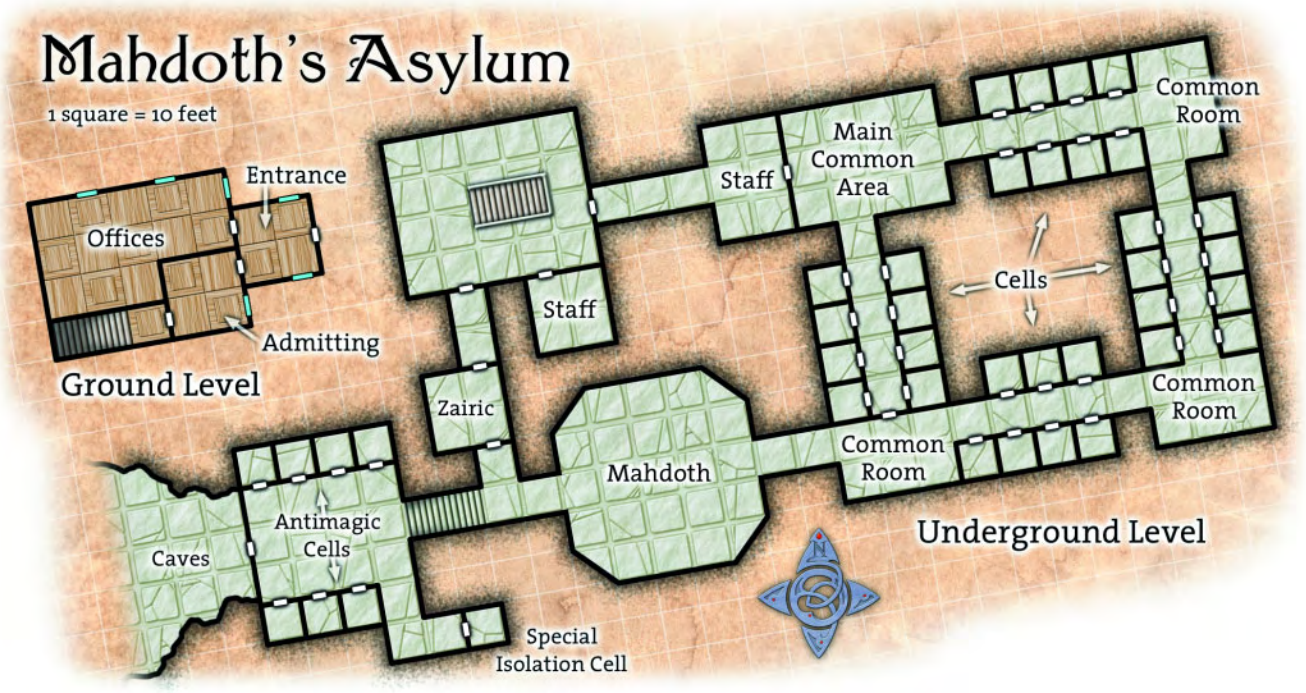
At least one inmate, Deregalis Finorin (male half-elf sorcerer19), is not only confined to an *antimagic* cell but remains sedated most of the time as well—Deregalis' madness leads him to cast *summon monster VI, VII, VIII,* or *IX* inadvertently once per round, continually, with no control over the creatures summoned. The staff of Mahdoth's have discovered that he even manages this feat inside the *antimagic field* when conscious. Deregalis' existence is one of Mahdoth's best-kept secrets. The public believes the city executed him twenty years ago. He would make a terrifying weapon for the **chaos cults**, for example, if freed.

Mahdoth and His Staff

Mahdoth himself is an unusual creature called an ocular tyrant, who happens to be under the effects of a powerful compulsion placed upon him many decades ago by a cleric of Ahaar, Lord of the Air. The compulsion forces him to operate the asylum and keep the inmates in check, but relatively unharmed. Over the years, he has grown content with his lot. He has even adapted to the idea of drawing a salary from the asylum and using it to purchase food and other goods (through an intermediary—he doesn't go up into the city) rather than hunting, stealing, and destroying. When dealing with inmates, his most potent advantage is his most simple one: an *antimagic* ray from his main eye.

A rare creature, Mahdoth looks like a large, floating eye five feet across, with four tendrils dangling from beneath it. Two eyestalks with bulbous eyes at their tips rise from atop its body.

Mahdoth has strong connections with the **Brotherhood of Redemption**, who like to claim him as a success story, but the truth is, they had nothing to do with his "redemption." In fact,



INSANE ARCANISTS

Madmen often accomplish tasks in their lunacy that no sane person can replicate, and it is no different with wizards and sorcerers than with common folk. Wizards without spellbooks cast spells they did not prepare. Sorcerers unleash more spells than they should be able to. Both produce magical effects that are not spells at all. Somehow, their disassociation with reality allows them greater access to powers as yet not understood.

One of the most common maladies for arcanists is an addiction to magic. These poor souls become so enamored of the feel of magic running through their metaphysical form that they crave spellcasting, magic item use, and so on. They get a bit of what they need just from being around spellcasting or being the target of a spell. Without this dose of magic, they become either violent or catatonic. However, if they do get a touch of magic, some can absorb the spell's power and use it themselves—often in a violent, destructive, and spectacular display.

Mahdoth is not—using their terminology—actually "redeemed." He formerly belonged to the **Pactlords of the Quaan** and still wears one of their ***bone rings*** on an eyestalk. He has managed to break the bonds of the Pact, however, which has earned him the enmity of all the other humanoid-hating Pactlords.

Mahdoth
Ocular Tyrant (Lawful Neutral)
Large aberration **CR** 14
HD 11d8+44 **hp** 93
Init +8 **Speed** 5 feet, fly 20 feet (good)
AC 28, touch 13, flat-footed 24
BAB/Grapple +8/+13
Attack +11 ranged touch (eye rays) and +3 melee (1d6+1 + stun, slam)
Full Attack +11 ranged touch (eye rays) and +3 melee (1d6+1 + stun, 4 slams)
Space/Reach 10 feet/5 feet
SA Eye rays (magical ray from both eyestalks 1/round, free action, 6d8 force damage each; as 4th-level spell, CL 11th), stunning touch (Fortitude save, DC 19, after a slam attack to avoid being stunned for 1 round by fluid secreted on tendrils beneath main eye; cumulative effects)
SQ All-around vision (can't be flanked), *antimagic* cone (continual 160-foot cone from main eye, CL 11th; suppresses all magical and supernatural powers and effects within it, including its own eye rays; 1/round on its turn; tyrant may activate it by opening main eye), darkvision 60 feet, flight (speed 20; permanent *feather fall* effect, personal range)
Fort +9, **Ref** +7, **Will** +11
Str 13, **Dex** 18, **Con** 18, **Int** 17, **Wis** 15, **Cha** 15
Crucial Skills: Hide +12, Listen +18, Search +21, Spot +22, Survival +2.
Other Skills: Knowledge (arcana) +17.
Crucial Feats: Flyby Attack.
Other Feats: Alertness, Great Fortitude, Improved Initiative, Iron Will.

Mahdoth's Asylum receives large donations from the Inverted Pyramid, but that organization exerts no control over the place. The remaining revenues come from private donations, often from the families or estates of the inmates. The ocular tyrant does not deal with these mundane matters, however. The asylum administrator, Urak Nar (human male monk9), contends with the business aspects of the institution.

Mahdoth's primary assistant is a gnome named Zairic Westridon (male gnome wizard8). Since most of the inmates are terrified of Mahdoth and Urak is more of a bureaucrat, Zairic interacts directly with the inmates and the four other staff members (human and elf experts5) on behalf of his boss. Zairic wears an amulet that grants him a +20 bonus to caster level checks to overcome the *power dampening field* (and a +2 bonus to all other SR checks). He keeps a spare hidden on his person to lend to someone else, if needed. Unlike the Darkbirth Madhouse, the staff of Mahdoth's includes no physickers. No one makes an attempt to cure the inmates here, only contain them and try to make them comfortable.

Scenario: Mahdoth's lower level connects directly to a series of natural caves that have never been fully explored. As it turns out, these caves provide direct passage from the **Serpent Caves** to the surface. A number of chaos cultists with their **rhodintor** allies attempt to bring **chaositech** into the city through Mahdoth's. In order to succeed, they *charm* Administrator Urak.

The player characters learn of the shipment, either by reading the time and place on a note held by a chaos cultist they defeat or by hearing of it from a **Malkuth** agent who asks them to help stop the cultists' plans. Mahdoth has no intention of letting adventurers come into the asylum to fight cultists, though; he insists that if any cultists do show up, he will deal with them.

So, in order to stop the cultists, the PCs must somehow break *into* the asylum to confront them, or wait for them outside and risk an underhanded maneuver from the cultists, such as using a *passwall* spell to go from Mahdoth's into the sewers—which is exactly what they will do. And woe to the city if, while in the asylum, the cultists stumble upon the mad summoner Deregalis Finorin. . . .



INFO CHECKS

A Knowledge (local) or Gather Information check reveals something about the asylum:

Mahdoth's Asylum is an asylum for arcanists in the South Market (DC 18).

Mahdoth is a strange, non-humanoid creature, perhaps one redeemed by the Brotherhood of Redemption (DC 20).

Mahdoth is not a part of the Brotherhood of Redemption (DC 23).

Mahdoth's Asylum uses powerful magic-dampening devices (DC 25).

Pactlords of the Quaan, page 130
Quaan bone rings, page 131

Serpent Caves, page 451
Rhodintor, page 628
Chaositech, page 566

The Malkuth, page 129

Two of the cultists scheming to smuggle chaositech through Mahdoth's are named Greimarth (female human rogue6) and Master Heath (male human sorcerer12).

Moonsilver Forest, page 42

Iridithil's Home, page 207
Order of the Bow, page 209
Nyphistree Silvertree, page 209



Pits of Insanity, page 416

Brotherhood of Redemption, page 107
Urlenius, page 387
Durant, page 122
Udalaag, page 577
Mahdoth, page 362
Brig Stoneheart, page 126

Fairbriar, page 199



MARAN'S ODD SIZES

Berry Lane (#276, G8)
see map, page 351 350 gp

Maran Desiduo (female gnome expert3) is a clothier and expert seamstress who owns her own shop. She specializes in clothing and accessories for creatures of a nonhumanoid shape, such as a centaur; those with special needs, like lizardfolk (who need clothing that allows for a tail); and those not of Medium size. While plenty of clothiers in Midtown sell clothing for halflings and gnomes in their respective neighborhoods, only Maran regularly carries clothing for ogres, goblins, fae folk, and even those who can change their shape but want to continue wearing clothing.

Maran, an overweight gnome woman with reddish hair and full lips, has many interesting stories to tell. Like the time a ranger commissioned her to craft a leather harness for his wolf companion, or when an awakened bear came in looking for clothing, or the one where some adventurers brought in a small but surprisingly intelligent owlbear for a fitting. Maran has connections with the Brotherhood of Redemption and knows most of the prominent "monstrous" residents of Ptolus, like Urlenius, Durant the troglodyte, Udalaag of the Runewardens, and even Mahdoth, to name a few. And of course the Knight of the Pale Brig Stoneheart and the "tall girl" Benris Hu-Charad Livbovic are also customers.

Maran's husband Feligg (male gnome commoner2) and adult daughter Giva (female gnome commoner1) also work in the shop. The building has two stories; Maran uses the upper level as a workshop and fitting room. The family lives in the Fairbriar neighborhood of Midtown.

NAVAEN BOWCRAFT

Star Crossing Plaza (#243, E8)
see map, page 351 1,850 gp

The Navaen family ("Trueflight" in Common) have been bowyers for generations—elven generations. The current head of the family, Naequant Navaen (female elf expert10) runs this shop, which sells bows and arrows of all kinds. The wares are all made in the forest north of Ptolus ("No bow or arrow of any worth could actually be made in a city.") and shipped here, so special orders take an extra week, sometimes more.

The bows and arrows are carefully displayed within the large shop. The place smells of oiled wood, and a massive elven woven carpet of blue and green covers the floor.

Although Naequant is a master bowyer, she is no archer. That would be her brother, Laerose Trueflight (fighter9), an adventurer who hangs around the shop when he doesn't have a mission or quest. The two live above the store in a well-appointed flat. Their uncle, Dadian (elf fighter5), handles most of the trips back and forth to the Moonsilver Forest, but when in Ptolus he also stays in the rooms above the shop.

All the family members are well known at Iridithil's Home; Laerose is a member of the Order of the Bow. Naequant and Nyphistree Silvertree are close friends.

Encounter: While shopping at Navaen Bowcraft, the player characters overhear two adventurers talking about an ancient cache of treasure beneath a residential section of Midtown. If the PCs either approach the adventurers and establish a rapport with them (Diplomacy checks being in order), or listen in surreptitiously (Listen and Hide checks required), they learn that the group has no plans to try to get at it because of its close proximity to a Pit of Insanity.

RAMORO'S BAKERY

Center Street (#258, F7)
see map, page 351 150 gp

Ramoro Udelis (male human commoner6) and his wife Carlatia (female human commoner5) run a bakery in the South Market. A freestanding structure, Ramoro's even has a bit of a yard around it, as it once was an upscale house. Now the building is very old and ill kept. Despite its appearance, however, the proprietors offer excellent baked goods. In warm weather Ramoro sets out tables for patrons to sit at while they enjoy their pastries, frosted or jellied rolls, or honey, fruit, and nut breads. At these times, the bakery offers coffee and tea as well. Most of the year, however, it's just a takeaway bakery.

Ramoro and Carlatia always seem embroiled in some kind of argument.

Encounter: Ramoro's brother Pauthan is a pickpocket (human rogue3) who, on nice days, "works" among the bakery's customers. If someone catches him in the act, Ramoro intervenes, asking the customer for his family's forgiveness. While Carlatia leads Pauthan away by the ear, Ramoro offers the victim free bread and rolls for a month to compensate.

ROGUE MOON TRADING COMPANY OFFICES

Star Crossing Plaza (#246, E8)
see map, page 351 20,000 gp.

The largest merchant company in Ptolus operates out of a three-story building in the middle of the South Market. Some people call it "the Star of the South Market," implying that Star Crossing Plaza gets its name from the office (which it does not).

In any event, vast amounts of money—both coin and paper transactions—pass through this building. The lower level is used almost exclusively

as a hiring hall, where the company interviews and hires merchants, laborers, caravan drivers, and guards. The upper two levels contain offices for the bookkeepers and staff members who manage transaction records and shipment information.

The Rogue Moon Trading Company doesn't actually produce or sell anything directly. It buys large stocks of goods in one city, then sells them where they are needed. It buys and sells in the Ptolus commodities markets for the most part, although large businesses work with the trading company directly. Rogue Moon has buyers and agents looking for business in every commodities market in Ptolus.

Tamora Rigan (female human aristocrat11) runs the office here, answerable only to the board of directors in Tarsis. Tamora belongs to House Abanar, as her family has for a few generations. Her close friend, Tashari Lin (female human aristocrat9) is one of the main stockholders in the Rogue Moon Trading Company, and one can often find her in the offices. Tashari is the ex-wife of Linech Cran, a drug smuggler allied with the Balacazar family.

Scenario: A steady stream of merchant caravans owned and operated by Rogue Moon travel back and forth between Ptolus and Tarsis along the Emperor's Road. For those interested in getting out of town for a time, the trading company is always looking for drivers and guards for these caravans.

SALORA'S POTS

Draw Street (#270, G7)
see map, page 351 720 gp

Salora Hail (female human expert6) owns and operates a pottery shop where she sells her own creations. Her pottery has a distinctive style, usually with an ornate blue and white pattern, that has grown quite popular in the city.

Salora is middle-aged, although she looks younger, with long brown hair and a thin face. Most would call her a gossip or a busybody—but say what you will, Salora is a treasure-trove of information, particularly regarding the South Market. She knows virtually everyone in the district, where they live and work, and what they've been doing lately. She knows not only about the crime boss Korben Trollone, but about his extramarital affair as well. She knows the location of the Cock Pit, and what you have to say and whom you have to bribe to get into the exclusive back room. She knows everything. (If needed, assume she has a +16 Knowledge [local] score, with an additional +8 bonus on any checks related to the South Market.) However, Salora shares information only with actual customers. If you want to know something, you have to buy some of her very nice yet overpriced pottery.

SPICE MARKET

Jasper Street (#273, G8); see map, page 351
20,000 gp

The Spice Market is a popular commodities market frequented by individual customers as well as merchants, restaurateurs, and others. Merchant caravans from throughout the south travel to this marketplace to sell their wares.

The Spice Market is a long, single-story wooden building open on one end and filled with stalls for vendors to store and sell their goods. Because some spices are so precious, many vendors here employ guards (usually human warriors3 or warriors4).

The market sells salt, saffron, coriander, thyme, garlic, sage, tarragon, aniseed, basil, cumin, turmeric, cloves, sugar, cinnamon, marjoram, and other spices. One also can purchase teas and coffee beans here.

Spice merchants from the south sometimes use their identities and wares as a cover to smuggle illegal drugs into the city. City Watch members and Imperial customs inspectors look out for such activities, but there is too much traffic for them to adequately monitor it all. Laithe Silksong (female elf monk4/rogue6), an independent criminal, manages much of the drug traffic through the Spice Market, buying the contraband from incoming merchants and selling it into the city through her contacts in the major criminal organizations. She also sells certain drugs, such as gravebloom from the Necropolis and shivvel from the Whitewind Islands.

Encounter: A foe of the player characters leads them on a chase through the Spice Market. Merchants, vendors, and customers—as well as porters hauling crates and sacks and hired guards—might all get in the way, not to mention the barrels and sacks, some open on tables. Upset containers of spices create clouds (lasting only 1 round) that provide one-half concealment. Those running through these clouds must succeed at a Fortitude saving throw (DC 14) or be dazed for 1 round, able to do nothing but sneeze or cough.

THE WELCOME INN

Emperor's Road (#268, F8) ★★
see map, page 351 1,000 gp

One of a handful of taverns and inns situated around the South Gate, the Welcome Inn is the largest establishment where travelers just arrived from the south can find lodging, a drink, and a meal. The Welcome Inn is a long, two-story brick building that originally served as a small monastery many years ago. The owners are Markus and Valene Schuk (male and female human commoners3), a friendly older couple about to retire and leave the business to their daughters, Rona and Illene (female human commoners1).



INFO CHECKS

A Knowledge (local) or Gather Information check tells characters the following about Salora, one local potter:

Salora Hail of Salora's Pots is extremely knowledgeable about the South Market and the city in general (DC 18).

House Abanar, page 88
Linech Cran, page 601
Balacazars, page 100

Emperor's Road, page 163

INFO CHECKS

A Knowledge (local) or Gather Information check reveals some facts about the Spice Market:

The Spice Market is in the South Market District (DC 15).

People smuggle illegal drugs into the city through the Spice Market (DC 20).

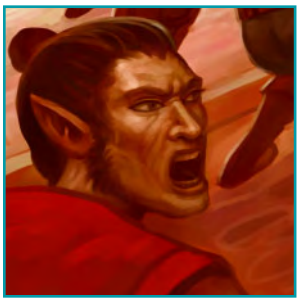
Laithe Silksong handles most of the drug traffic in the Spice Market (DC 28).

Gravebloom, page 556
Shivvel, page 557
Whitewind Islands, page 557

Korben Trollone, page 360
Cock Pit, page 355

Korben Trollone, page 360
Cock Pit, page 355

Balacazars, page 100



Unfortunately, the Schuk family owes a great deal of money to Edarth Ovis (and thus Korben Trollone) for the time six years ago when they had to hire mercenaries to deal with the goblins that had tunneled up into their cellar from the Undercity. Korben plans to foreclose on the family and take control of the inn, so he can turn it into a front for a large gambling den that he believes can one day rival the Cock Pit.

Scenario: While gathering information about another topic, the player characters learn that the Schuks have been dealing with the Balacazars—specifically, with Halgrim Fatherstone (male dwarf fighter6/rogue4), the Balacazar organization's crime boss of the South Market. Investigation proves that these simple folk are not criminals but desperately in need of allies against Korben. If the PCs help the Schuks get out of debt to Korben the Keeper, the family won't have to work with the Balacazars. However, Korben doesn't want the debt paid off; he wants to own the inn.

OTHER LOCALES

Although not a complete listing, DMs should feel free to insert the locations from the table below as needed when the Ptolus Campaign enters the South Market.

MISCELLANEOUS SOUTH MARKET NPCS

One can meet many interesting figures wandering the streets of the South Market. Presented here is the most infamous one, as well as the most interesting.

Other Locales in the South Market

Name	Type	Location	Proprietor	Staff	Notes
Abrury's Dairy		Spear Street (#264, F8)	Gaulla Winsome (female human commoner3)	3	—
The Blue Thread		Family Street (#260, F8)	Deda Norris (female human commoner2)	4	High-class clothier
Chon		Owl Street (#252, F8)	Chon Guidin (male human commoner3)	2	Clothier/tailor
Crystal Baths		Emperor's Road (#267, F8)	Niles Saphar (male human commoner1)	6	Bathhouse for travelers
The Durambor		South Street (#281, G8)	Dralton Stoneshine (male dwarf expert9)	10	Grailwarden gem buyers
Fragrant House	★★★	Emperor's Road (#265, F8)	Daenlos Lostlove (male half-elf commoner5)	4	Restaurant for travelers
Good Rope		Alabaster Street (#259, F8)	Thyra Stonehelm* (female dwarf expert7)	2	Makes and sells hemp rope
The Green Mews		Emperor's Road (#266, F8)	Jakom Mullar (male human commoner5)	4	Large stables for travelers
Highshelf Glassworks		Van Mitten Street (#278, H8)	Dallin Understone (male dwarf expert7)	5	Glassmaker
Indari's Leatherworks		Jasper Street (#274, G8)	Indari (female centaur expert2)	3	—
Jabber's Shoes		Gold Street (#253, E8)	Scalla Hovar (female human commoner3)	1	Cobbler
Merchants' Guildhall		Berry Lane (#279, G8)	Jellica Whiteblade (female halfling expert5)	10	New guildhouse
The Mystery Pub	★★	South Street (#269, F8)	Dellis Favro (male human sorcerer5)	5	Tavern known for elaborate, bizarre, and magical games and entertainments.
Narras Ink		Tinker Street (#247, D8)	Filo Narras (male human rogue6)	1	Makes and sells ink, and sells pens and paper as well; front for a Sorn cell
Reggie's Meats		Lavash Street (#257, F7)	Reggithar Noth (male human commoner3)	2	Smokehouse
St. Chausle's Chapel		Bladeburn Street (#263, F8)	Brother Narval Lumas (male human cleric5)	2	Temple of Lothian
Silver Cup		Cord Street (#271, F7)	Baldasin Kaverom (male human expert6)	6	Silversmith
The Smokestack		Rebel Street (#280, G8)	Narvalan Tull (male human commoner4)	1	Tobacconist
The South Chandler		Coal Street (#284, H9)	Rendich Schun (male human expert2)	3	Candle shop
The Starry Night		Star Crossing Plaza (#245, F8)	Yallathin Stone (male human expert9)	12	Very large, well-known restaurant
Tehlas Music		Peace Street (#256, F7)	Abbal Tehlas (female human expert3/bard3)	0	Musical instrument shop
Tirres		Force Row (#282, G8)	Tirres (male centaur expert7)	1	Weaponsmith with booth in Undercity Market
Warick's		Apricot Street (#275, G8)	Warick Nigalis (male halfling commoner2)	1	Poor cobbler; front for an illegal brothel
Winter Lyehouse		Gold Street (#251, E8)	Harris Fulk (male human commoner1)	2	Soap shop
Wood Market		Emperor's Road (#255, F6)	Hyla Sparrow (female human expert7)	12	—
Zel's Poultice Shop		Pollen Row (#250, E8)	Zel North (male human expert6)	1	Apothecary

* Proprietor is an information source of all things pertaining to dwarves in the city.

THE WANDERING SMITH

This mysterious figure known as the Wandering Smith is rumored to be just this side of immortal. His abilities far surpass those of a normal man, and he's certainly the greatest smith alive—perhaps the greatest ever to have lived. Most tales place his birth at almost a thousand years ago, well before the founding of the Empire. Reportedly, he fought against the forces of evil in the Ghulwar, but under a different name.

What very few know is that the Wandering Smith, once a normal man, has been infused with the power of an aspect (or avatar) of the Iron God, a deity as mysterious as the Smith himself. One day more than a thousand years ago, the Prustan man—whose name even he has forgotten—encountered the Iron God's physical manifestation, which had been grievously wounded in a battle with the avatar of the evil god Maleskari. The man offered to help the Iron God's aspect, and the avatar fused itself with him in order to save its own life. Thus the Wandering Smith was born.

As his name implies, the Wandering Smith only occasionally shows up in Ptolus. When he does, he spends time in the South Market, visiting smithies and workshops. His actions can seem capricious. Sometimes he bestows an item of great value and amazing craftsmanship to a person he's never met (the item is always perfect for him or her), and other times he merely sells items he has crafted to any willing customers. Such items can always be sold for at least 110 percent of their value, as many folks will pay a premium for an item he has crafted. Frequently, such items are deemed virtually indestructible.

The Wandering Smith
Male human (Lawful Neutral)
Fighter2/expert18 **CR** 20
HD 2d10+8 + 18d6+72 **hp** 185
Init +10 **Speed** 30 feet
AC 28, touch 20, flat-footed 22
BAB/Grapple +15/+20
Attack +26 melee (1d10+12, maul)
Full Attack +26/+21/+16 melee (1d10+12, maul)
SQ Spell-like abilities, DR 10/nonmetallic, fast healing 10, immune to poison and disease, innate crafting (can create any magic weapon, armor, ring, or other metal item as if he had the proper feats and spellcasting abilities), innate skill (+10 bonus to all smithing Craft checks), does not age
Fort +13, **Ref** +12, **Will** +12
Str 21, **Dex** 23, **Con** 18, **Int** 18, **Wis** 12, **Cha** 14
Crucial Skills: Climb +11, Escape Artist +12, Intimidate +20, Jump +11, Listen +10, Search +17, Spot +9.



Other Skills: Craft (armorsmithing) +34, Craft (blacksmithing) +37, Craft (goldsmithing) +26, Craft (silversmithing) +26, Craft (weaponsmithing) +33, Decipher Script +13, Handle Animal +8, Knowledge (history) +14, Perform (sing) +10, Profession (blacksmith) +12, Ride +10, Swim +10.
Crucial Feats: Blind-Fight, Cleave, Dodge.
Other Feats: Alertness, Improved Initiative, Power Attack, Skill Focus (Craft [blacksmithing]), Skill Focus (Craft [goldsmithing]), Skill Focus (Craft [weaponsmithing]), Weapon Focus (greathammer).
Spell-Like Abilities: Caster level 20th. The save DCs are Charisma based.
1/day—*alter self, analyze dweomer, discern location, find the path, legend lore, greater teleport.*
Possessions: +5 *thundering maul* (like a *maul of the titans*, deals triple damage against inanimate objects), +5 *studded leather armor of heavy fortification*, *ring of protection +4*, *potions of cure serious wounds* (2), *bag of holding* (type IV), masterwork forging tools, healer's kit, 50 gold bars worth 200 gp each.

Ghulwar, page 81

Iron God, page 69
Maleskari, page 69

Local Expressions

Ptolus has many unique colloquialisms. Here are a few of the expressions one might hear, whether in the South Market or any of the city's districts.

"A deal with the Rau." (a cheat or swindle)

"Every month is Rain in Ptolus."

"Don't try to break a brick." (subtle reference to the criminal Masons' Guild)

"Everything passes through Midtown."

"He's got the heart of a fish-wrangler." (someone is fit, hardy, strong, and quick)

"A Redwand job." (reference to the thief Sobac Redwand; euphemism for a well-secured place)

"Eat to live, don't live to eat." (a litorian motto)

"Demons of darkness!" (exclamation referring to Ghul-created demons).

"Don't lose stripe." (don't lose your nerve)

"By the four sacraments!" (reference to the four sacraments of Lothian; see page 68)

Chapter 17:

TEMPLE DISTRICT

Teeming with churches, shrines, and the headquarters of various religious orders, the Temple District is a strange hodgepodge of good and evil. The dangerous and hidden Temple of the Rat God is found here, as is the Priory of Introspection and St. Valien's Cathedral. Those interested in some strange disappearances in town may want to check out the Temple of the Ebon Hand cult.





Locator Map

TEMPLE DISTRICT IN BRIEF

Area: *110 acres*
Population: *About 8,000*
Primary Function: *Religious*
Primary Social Class: *Middle*
Purveyor Street (H4)
Purveyor Street (H4)

St. Valien's Cathedral, page 376
Priory of Introspection, page 374

Hall of Heroes, page 372

The Temple District is a relatively small section of Ptolus centered around worship and religious faith. It is bounded by the King's River to the south, North Gate Road to the west, Carver Lane to the east, and Golden Elm Way to the north. Some folks claim that it extends all the way to the Necropolis wall in the east—and certainly the area east of Carver Lane focuses on burial needs and other religious-related matters—but officially, that is a part of Midtown.

THE FLAVOR OF THE TEMPLE DISTRICT

In many ways, the Temple District is the most exotic of all the districts of Ptolus. The strange music and chants of rites to unknown gods waft through the incense-laden air. Couriers bearing holy writs brush past self-flagellating monks and street preachers hoping to bring salvation to the unconverted. Almost on a daily basis, one religion or another hosts a procession, parade, festival, or other public spectacle.

As its name suggests, the Temple District comprises mostly temples. On the famous Street of a Million Gods that runs through the district, virtually every building is a church of some kind. And other streets hold plenty of temples as well—in fact, some of the largest and most prominent ones, such as **St. Valien's Cathedral** and the **Priory of Introspection**, are situated elsewhere in the district.

While ambling through the streets here, one can't help wondering what the definition of a temple actually is. Although most people would characterize it as a building dedicated to the worship of a god, some temples do not fit that description. These places, usually monasteries, focus instead on an ideal, belief, or concept. For example, the aforementioned Priory of Introspection is dedicated to the nature and value of the female psyche.

But of course, not every single building in the Temple District is a temple. Some are locations like the **Hall of Heroes**, where statues of famous adventurers are displayed together. Some are religious support facilities, like priestly dormitories or small markets for temple personnel. There are homes, both for priests or other temple workers and for regular citizens—especially the more religious-minded of them. There are also religious shops that sell holy symbols, holy water, sacred oil, incense, prayer beads, and so on. Tombstone carvers and makers of crystal vessels set up shop in the district as well. Finally, one will find the sorts of buildings any district requires: a Watchhouse, Firehouse, and the like.



RUNNING THE TEMPLE DISTRICT

The key to running the Temple District is this: When a player asks, "Is there a temple to a god of X?" you reply, "Yes."

Now, obviously, you don't want this to get too silly. Don't put a god of raspberry tarts or goddess of haircuts here. But people worship dozens and dozens of gods in Ptolus—far more than are catalogued in this book. A god of vengeance? Absolutely. A deity devoted to flowers? Sure. A god of flying? Yes, although you might say that the god (or goddess) is actually the patron of all things in the air, or the god of winged beasts.

While running this district, feel free to throw in any strange religious details you would like. Priests of Gaen can't step into more than seven shadows between sunrise and sunset. Followers of Blurrah avoid men wearing blue shoes. Every third week of the month, the high priest of Mirresh must walk around the temple five times in the nude. These are the kinds of details that dictate activities, conflict, and—most importantly—memorable encounters in the Temple District.

Most likely, the players will immediately consider the Temple District just "the place to go get healed." It's your job to make it much more than that. The district holds adventures aplenty involving opposing religions (rivalries that can resemble gang wars in ferocity), evil cults, lost relics, the specifics of a strange ritual, and much more.

SO YOU WALK INTO THE TEMPLE...

The player characters enter a temple on business, possibly to get healed, restored, or have some condition removed. What do they see? What's going on inside? What do the priests busy themselves with all day long? Here are some ideas:

Cleaning: Acolytes and servants clean the temple interior and the holy relics.

Dancing: While someone beats a large drum, a number of dancers perform an elaborate rite.

Decorating: The temple staff works to change ecclesiastic decorations for an event or upcoming holy day.

Divination: One or more priests use spells and prayer to gain some important esoteric information.

Funeral: A corpse is prepared physically and spiritually for the afterlife, while the living pay their respects.

Instruction: A priest teaches a large group of the faithful some of the tenets of the religion's dogma.

Planning: The temple staff attends a meeting to prepare for some upcoming event.

Prayer: All the priests are deep in prayerful meditation.

Religious Rite: A priest conducts a small or private ritual involving sacraments and personal attention.

Religious Service: Priests conduct ceremonies and give sermons to an assembled congregation.

Sacrifice: Priests sacrifice goods or even an animal to their deity.

Singing: A choir of singers or chanters performs hymns praising the religion's patron.

Wedding: Two people are being joined in a large, public religious ceremony of vows and rituals.

Nothing: The priests of the temple are out promoting the faith or helping the unfortunate, leaving only a few acolytes behind.

MAP KEY

133. Striknos' (page 397)
134. The Conciliators (page 372)
135. Alaina Bellsong (page 397)
136. Temple of Celestan (page 397)
137. Temple of the Ebon Hand (page 379)
138. Temple of Teun (page 395)
139. Temple of Melann (page 397)
140. Phoeboul's Temple (page 397)
141. Iron God's Temple (page 397)
142. Temple Observatory of the Watcher of the Skies (page 389)
143. Taggert's (page 378)
144. Temple of Inurath (page 397)
145. Temple of Gaen (page 385)
146. Temple of Ynchabolos (page 397)
147. Blessed Bridge (page 370)
148. Celestial Conclave (page 372)
149. Temple of Asche (page 378)
150. Temple of Fifty-Three Gods of Chance (page 397)
151. Order of the Fist (page 373)
152. Temple of Ahaar (page 378)
153. Temple of the Rat God (page 390)
154. Temple of Navashtrom (page 387)
155. Hall of Heroes (page 372)
156. St. Valien's Cathedral (page 376)
157. Mustek's Shop (page 397)
158. Temple of Kharos (page 397)
159. Stormwrought Campanile (page 377)
160. Priory of Introspection (page 374)
161. Temple of Mocharum (page 397)
162. Temple of Excellence (page 384)
163. Temple of the Frog (page 397)
164. Denthon's (page 397)
165. Shrine of the Oracle (page 375)
166. House of the Sacred Heat (page 373)

"This so-called 'temple district' is an abomination before Lothian. The mere fact that it has row upon row of temples to non-Lothian gods shows that the citizens' faith has strayed to all manner of idolatry and demonic reverence. If I could, I'd burn the whole place."
—Brother Barclay Norrison



Even the Blessed Bridge across the King's River here has small shrines built upon and into it.

BUYING TEMPLE GOODS



Some characters will come to the Temple District to purchase goods. Holy water is available at virtually any temple for a donation of 25 gp per vial. Quantities are virtually limitless.

Potions and scrolls of divine spells are available too, but the selection depends on the specific temple and the relationship of the character to that temple. More items are available to the faithful in need than to some random adventurer, for example. Selling potions—and to a lesser extent scrolls—is the main way temples earn money in Ptolus. Even though they call the payment a "donation," it's actually a very businesslike enterprise.

Sometimes a cleric offers a potion or scroll to a follower of the faith who has done some great work, simply for the cost of creating it.

Healing potions and scrolls remain the most commonly available items by far.

PEOPLE OF THE TEMPLE DISTRICT

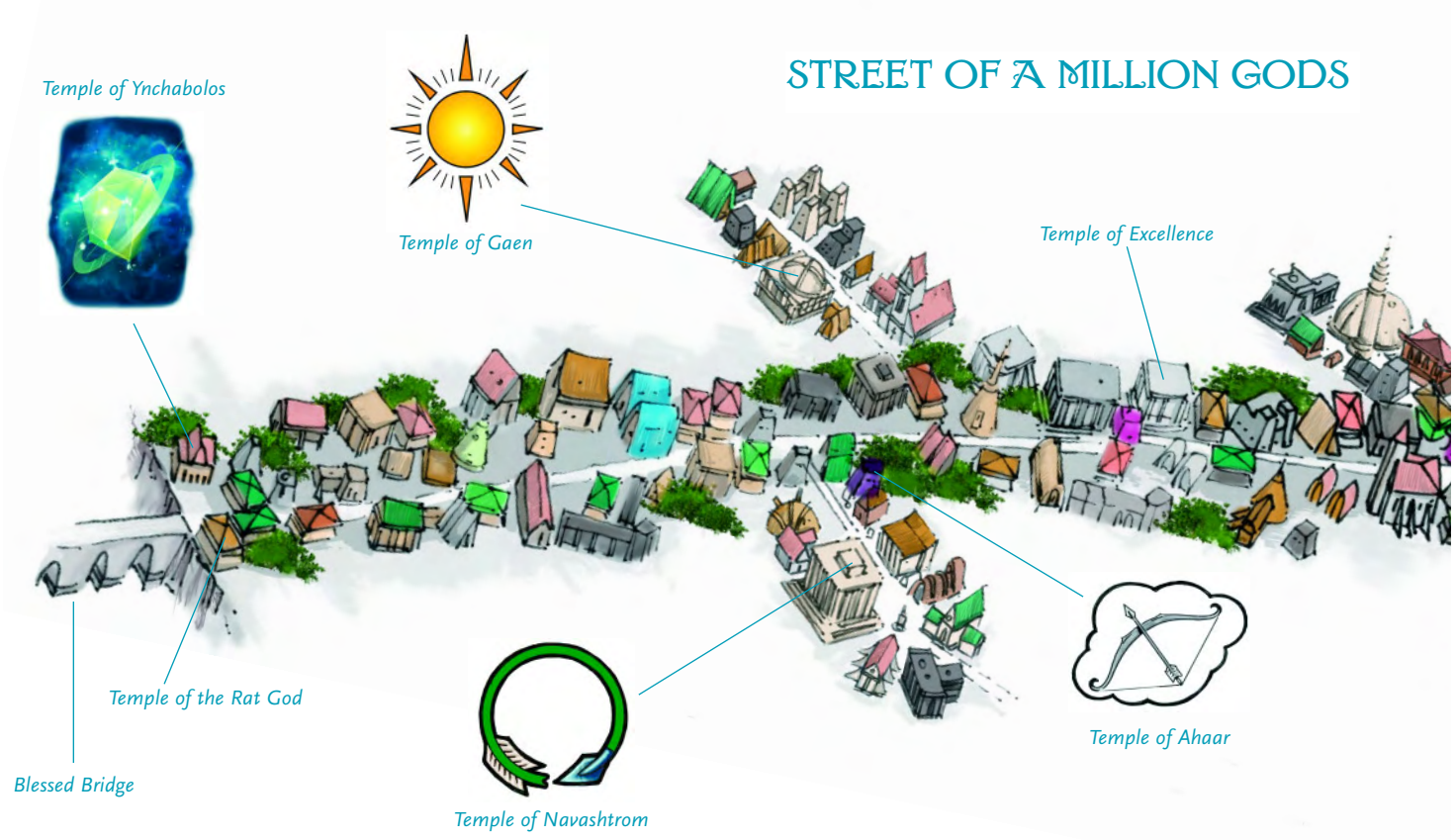
The Temple District may be the true "melting pot" of Ptolus. From the mightiest aristocrat to the lowliest ditch-digger, people come here to pay fealty to their gods. One can run into literally anyone here.

Most of the folks in the Temple District at any given time don't actually live here. The small residential neighborhoods tucked here and there in the district generally provide housing for temple workers and occasionally priests.

The people of the Temple District have formed a strange amalgam culture, despite the fact that most of them have differing outlooks, beliefs, and worldviews. Their divergent dogmas notwithstanding, they at least share in common a general sense of spirituality and faith. They all focus on the ideas of higher powers and belief systems. Most seem surprisingly respectful of each others' faiths.

That said, conflicts of ideology or religion do occur. When clerics of one particular god walk down the street, they might avoid the clerics of another specific faith, lest an argument or fight break out. Sometimes, they avoid them because their faith demands it—to walk down the same street as the followers of an enemy god would be tantamount to blasphemy.

STREET OF A MILLION GODS



MAN ON THE STREET

Harrek Neer: His wide face, square jaw, and flat-topped haircut combine to make Harrek Neer's head seem an almost perfect rectangle. Of average height for a human but with a thick build, he is an imposing fellow. Harrek works as a jack of all trades in the district. Priests and others (usually of non-lawful deities) come to him to have problems solved, anything from water pooling in the church basement or waifs sneaking coins out of the collection box to a rival religion appearing too successful—and thus in need of an idol defacement or the release of a few rats into an important ceremony. Harrek wears a long leather coat with many pockets, each holding a different tool or piece of equipment for his various tasks. He's likely on his way to deal with some problem or another.

Lallae Skyblue: This female elf wears her black hair long, as is traditional for followers of Ardaen. Ardaen, once an elvish god of light, was slain by the evil Gorgoth-Lol in a terrible battle thousands of years ago. Lallae keeps up the shrine built to Ardaen's memory. She calls herself a priestess, but unkind folk around her call her a cleaning woman, since all she does is polish the altar and keep the shrine lovely. Lallae seems perpetually sad, knowing that her life's calling is to serve a god slain millennia before she was born. She dreams of the day when her god returns from the dead, although truthfully there is no reason to believe that will ever happen. If encountered on the street, Lallae probably is on her way to or from the shrine.

Torus Blackstone: A follower of Teun, the Mother of All Machines, this Grailwarden dwarf keeps his black beard trimmed and his hair kept equally short. Torus dabbles in magic but earns his living as a mason—he wears his guild badge proudly. The extremely devout dwarf visits the temple of his goddess at least three times a week.

TEMPLE DISTRICT RUMORS

"Holy War." The followers of Danace, Master of the Thousand Pains, diametrically oppose those who serve Hannan, the Lord of the Sun. The high priest of Danace recently hired Vai assassins to kill a high-ranking priest of Hannan. Outraged at the slaying, the clerics of Hannan are gathering the martially inclined among their faithful (along with some hired mercenaries) to raze the temple of Danace. Calling it an abomination, they ignore the City Watch's threats to interfere in such an overtly violent retributive action.

"Protection Money." The Balacazars make a small fortune every year collecting protection money from the smaller temples in the district, with the implied threat of desecration or destruction to temples that do not comply.

MAP PAGE 369

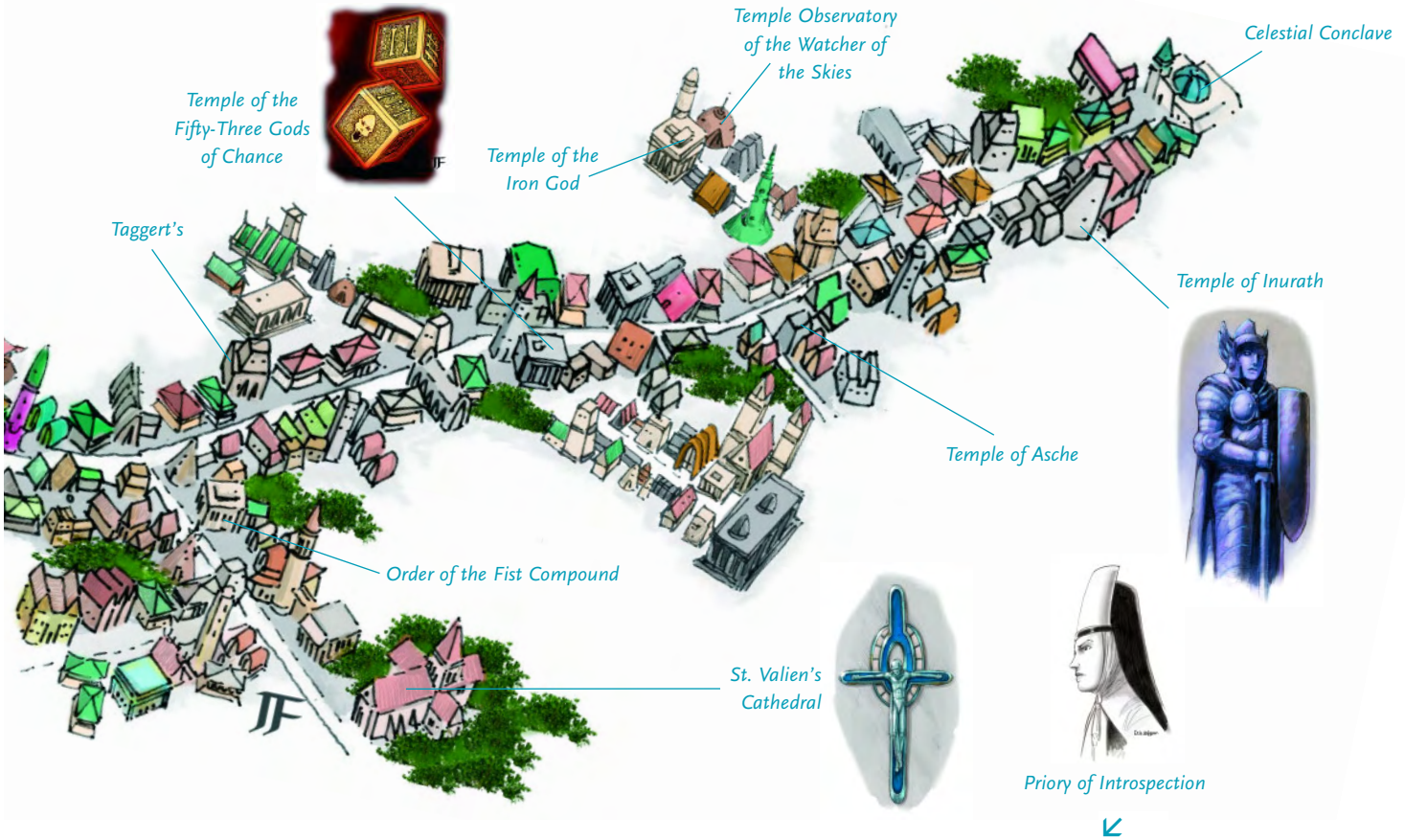
"There are temples to more gods here than one can catalog. Gods, it would seem, breed faster than rats in Ptolus...."
—Kevris Killraven

Teun, page 70

Danace, page 68
Hannan, page 69
Vai assassins, page 139

Ardaen, page 68
Gorgoth-Lol, page 69

Balacazars, page 100



Legends say that a person who learns the name of every god that exists will gain special enlightenment.

TEMPLE DISTRICT LOCATIONS

The Temple District has a number of varied and interesting locations for player characters to explore.

CELESTIAL CONCLAVE

Street of a Million Gods (#148, H4); see map, page 371 4,400 gp

Columns surround this round, white monopteron. The outside looks fairly plain, but the structure's interior contains a great hall that displays every known holy (and unholy) symbol. A vast library of major sacred texts and books on religion fills the rest of the temple.

The priests of the Celestial Conclave revere not a single god but the act of worship itself. They favor no one deity over another, nor do they worship any of them. They are a religion of religion. Priests here study with reverence the rites, beliefs, and tenets of every faith they can discover. The concept of religious faith and the act of worship are holy to them.

This makes the priests of the Conclave the greatest experts on the world's religions and cults. Their collection of religious texts is second to none. Moreover, for a small donation to their temple—usually only a single gold coin—they allow anyone to peruse their library or consult with them on religious questions. While they refuse to comment on matters of understanding, they are happy to discuss matters of fact. For example, they will not venture to guess why Lothian allows accidents to happen to good people or why the followers of Kran, Goddess of Faults, devote themselves to such a distasteful and petty deity. They will, however, explain what the *Book of St. Yessid* says about Lothian's will, or what the rituals of the devotees of Kran are like.

Liessa Vergan (female human cleric5/expert5) is the high priestess of the Conclave. She appears muscular and fit, with a shaved head and a silver torc. She wears a long grey coat over a black shirt and white pants. Liessa is extremely intelligent, well spoken, and friendly.

The Celestial Conclave is a church unique to Ptolus. It has the blessing, if not the full understanding, of just about every temple in the city.

Encounter: When the player characters arrive at the Celestial Conclave, Liessa Vergan is already speaking with a Cherubim elf named Winteril. Winteril recounts some ancient Cherubim legends of a dead god, or many dead gods, beneath Ptolus and wants to know more. Liessa knows nothing of such gods, but she promises to find out what she can. Winteril doesn't realize it, but he's actually referring to the sleeping Galchutt, not a group of dead gods (the legend has become distorted over time).

Coming to Get Healed

Most of the time, there is no cleric standing in the vestibule of a temple ready to hand out cure light wounds *to anyone with 10 gp. Remember that divine spells are gifts from a deity, and the faithful will treat them as such. Although there are no game rules requiring such, most priests bring someone seeking spellcasting into their sanctuary to a holy spot (on a raised dais, by the altar, etc.). They might light special candles or play sacred music while casting their spells. They might even ask recipients to swear an oath to the god or confess their sins. The clerics take the entire process very seriously, even if the recipients do not.*

Conciliators, page 68

Rumor has it that Commissar Igor Urnst will be added to the Hall of Heroes sometime soon.

Galchutt, page 60

Eslathagos Malkith, page 75



CONCILIATOR CHAPTERHOUSE

North Gate Road (#134, F4); see map, page 369
11,000 gp

This two-story structure located on the western end of the district looks like a library or minor government building, except for the Lothianite crucifix above the main doors. It is, in fact, the headquarters of the Conciliators, a church organization with its roots in the Edict of Deviltry.

Nonmembers, even clerics of Lothian, are not permitted within the chapterhouse except by invitation. The building consists mostly of offices and meeting rooms, with a few billets for members to use when needed. Below the building in two subterranean levels are holding cells and torture rooms once used to extract confessions and conversions from infidels.

HALL OF HEROES

Shimmer Lane (#155, I5) see map, page 369
10,000 gp

This long rectangular building stands open on three sides, its impressive vaulted stone roof supported by marble columns. The hall houses a series of life-size marble statues of heroes important to Ptolus or the Empire at large. Each of the statues includes a bronze nameplate. Heroes honored here include the following:

- Abesh Runihan, a broad-shouldered male human fighter with a sword and shield who defeated the ghost-lich Kagrisos and saved the city from a plague.
- Brusk, slayer of the tarrasque, a massive male half-orc warrior with a greataxe.
- Delian Von Tessel, the first Emperor, a tall, thin human male with a scepter and longsword.
- Dionys, one of the "Great Seven," a male human fighter-druid with a scythe-sword.
- Eriskal, one of the "Great Seven," a female elf rogue with a rapier and a dagger.
- Kam, one of the "Great Seven," a stern male halfling monk with clenched fists.
- Maeritha Moonrise, a hard-featured female elven wizard with a thin wooden staff; she was one of the slayers of Eslathagos Malkith.

- Runshallot, one of the "Great Seven," a bald, stout male human cleric of Gaen with a shield and mace.
- Saerth, one of the "Great Seven," a short male elf wizard-rogue with a small dragon familiar.
- Tacheron Kint, a barrel-chested male human fighter with a longsword and a short sword. This famed explorer is best known for rescuing lost children from the Shadow of Ptolus.
- Thoy Champous, a male human paladin of Ahaar with an intricately carved elven bow. He is renowned for imprisoning nightwalkers below Oldtown.
- Uthegos, one of the "Great Seven," a male dwarf fighter with a dwarven waraxe.
- Yllistro, one of the "Great Seven," a male half-elf sorcerer-ranger with a longbow.
- Zachary Hedron, a tall and noble-looking male human fighter who gave his life rescuing dozens of people from burning buildings in the Great Fire of 701 IA.

The building has room for the addition of more statues. Sponsored by the Delver's Guild, the hall also receives grants from the Commissar, on the condition that Emperor Von Tessel be included (he is). Some dismiss the hall as merely a political landmark, but others come here to pay their respects or help teach history to their children.

HOUSE OF THE SACRED HEAT

Center Street (#166, J5); see map, page 369
8,000 gp

The Healers of the Sacred Heat maintain their eternal holy flame in a building that looks like a two-story keep. They believe in the divine healing power of fire, although their faith does not involve worship, per se, nor do they revere any god. They do not think of themselves as priests (or their headquarters as a temple), but as healers with a greater understanding of fire than others.

Serving the needs of Ptolusites who cannot afford to pay a temple hundreds of gold coins to heal a wound or deal with an illness, the Healers of the Sacred Heat use holy fire to deal with injury, disease, and afflictions of all kinds.

For a donation of only 5 gp, they use a painful but effective magical application of fire to alleviate boils, warts, moles, blemishes, or other skin marks; sprains, muscle or ligament aches, arthritis, rheumatism, and even broken bones; asthma, allergies, gout, sexually transmitted diseases; and virtually any other minor ailment. Recurring problems (such as arthritis) or very serious ones (like broken bones or diseased organs) require multiple or ongoing treatments. And conditions like curses, blindness, deafness, level loss, negative levels, ability score drain, and diseases that inflict ability score damage on a daily basis are beyond them. Basically, the healers here cope with trivial and mundane ailments, not those more common among adventurers. Their clientele are average middle-class citizens.

Scenario: The player characters use Gather Information to help locate a young man snatched by slavers. They learn of a woman—the girlfriend of a high-ranking slaver—who may know where the group took the fellow. Even though she keeps a low profile, the PCs learn that she comes to the Healers of the Sacred Heat once a month to deal with a recurring boil. After staking out the House of the Sacred Heat, they can follow her and find out where she goes or confront and question her right there.

ORDER OF THE FIST COMPOUND

Street of a Million Gods (#151, H5); see map page 371
1,100 gp

The only entrance into this compound always stays locked. Entry is the first requirement for those wishing to join—candidates must climb or leap over the eighteen-foot stone wall surrounding the open courtyard where the members of the order practice combat training and other skills from sunrise to sunset.

The Order of the Fist is based around a very simple, straightforward philosophy: Decide what you want, and take it. While at the outset this idea seems selfish and greedy, a student of the order soon finds that it is much more than it appears. The Order of the Fist teaches its members to set personal goals beyond the mundane (wealth, power, sex), then allow nothing to stand in the way of those goals. For example, a member might decide to rid Ptolus of all demons because a half-demon on a rampage killed his mother. The order teaches its students to look below the surface to find out what they really want.

The compound is austere, bare of any décor or luxury. The members do keep a large supply of mundane equipment for their own use.

The leader of the order is Wynn Rabinall, a handsome, powerful man with smoldering eyes and dark features. Wynn is a man of great sadness, having lost his lover on a past adventure, but he buries his pain in his devotion to the order. He spends most of his time here, training with the other members.

The order's other prominent student is the human monk Aliya Al-Mari of the Runewardens. At any given time, membership is less than a dozen people. However, they are some of the most prominent and powerful monks in the city.



The Great Seven are the slayers of Ghul (see page 81).

Shadow of Ptolus, page 327

Ahaar, page 68



Order of the Fist, page 26

Healers of the Sacred Heat, page 25



The Runewardens, page 577

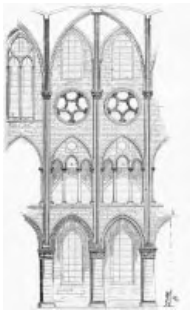
All members of the Order of the Fist must tithe 10 percent of their earnings to the order.



Wynn Rabinall
Male human (native outsider), (Lawful Neutral)
Monk20 **CR** 20
HD 20d8+20 **hp** 116
Init +10 **Speed** 100 feet
AC 35, touch 27, flat-footed 29
BAB/Grapple +15/+24
Attack +21 melee (2d10+5, unarmed strike) or +22 ranged (1d6+6, sling)
Full Attack +21/+21/+21/+16/+11 melee (2d10+5, unarmed strike) or +22/+17/+12 ranged (1d6+6, sling)
SA *Ki* strike (adamantine), quivering palm (Fortitude DC 24 resists)
SQ Improved evasion, SR 30, DR 10/magic, immune to disease and poison, slow fall 90 feet, wholeness of body (40 points), *dimension door* 1/day, *etherealness* for 20 rounds/day, tongue of the sun and moon.
Fort +15, **Ref** +18, **Will** +16
Str 21, **Dex** 22, **Con** 12, **Int** 13, **Wis** 19, **Cha** 16
Crucial Skills: Climb +25, Hide +25, Jump +22, Listen +4, Move Silently +25, Spot +13, Tumble +20.
Other Skills: Balance +13, Diplomacy +18, Heal +6, Knowledge (arcana) +10, Knowledge (history) +15, Swim +7.
Crucial Feats: Blind-Fight, Deflect Arrows, Dodge, Improved Disarm, Improved Grapple, Improved Unarmed Strike, Power Attack, Stunning Fist.
Other Feats: Athletic, Great Fortitude, Improved Initiative, Weapon Focus (unarmed strike).
Possessions: *+1 sling*, masterwork bullets (20), *amulet of natural armor +4, ring of protection +3, bracers of armor +4, belt of dexterity and strength +4, ring of telekinesis, boots of striding and springing, potions of cure serious wounds* (3), 15 sp.

Sisterhood of Silence, page 134

Mother Superior, page 136



To the surprise of many, the Mother Superior stays in quarters no different than those of the youngest novice.

PRIORY OF INTROSPECTION

Malav Street (#160, I4); see map, page 375
30,000 gp

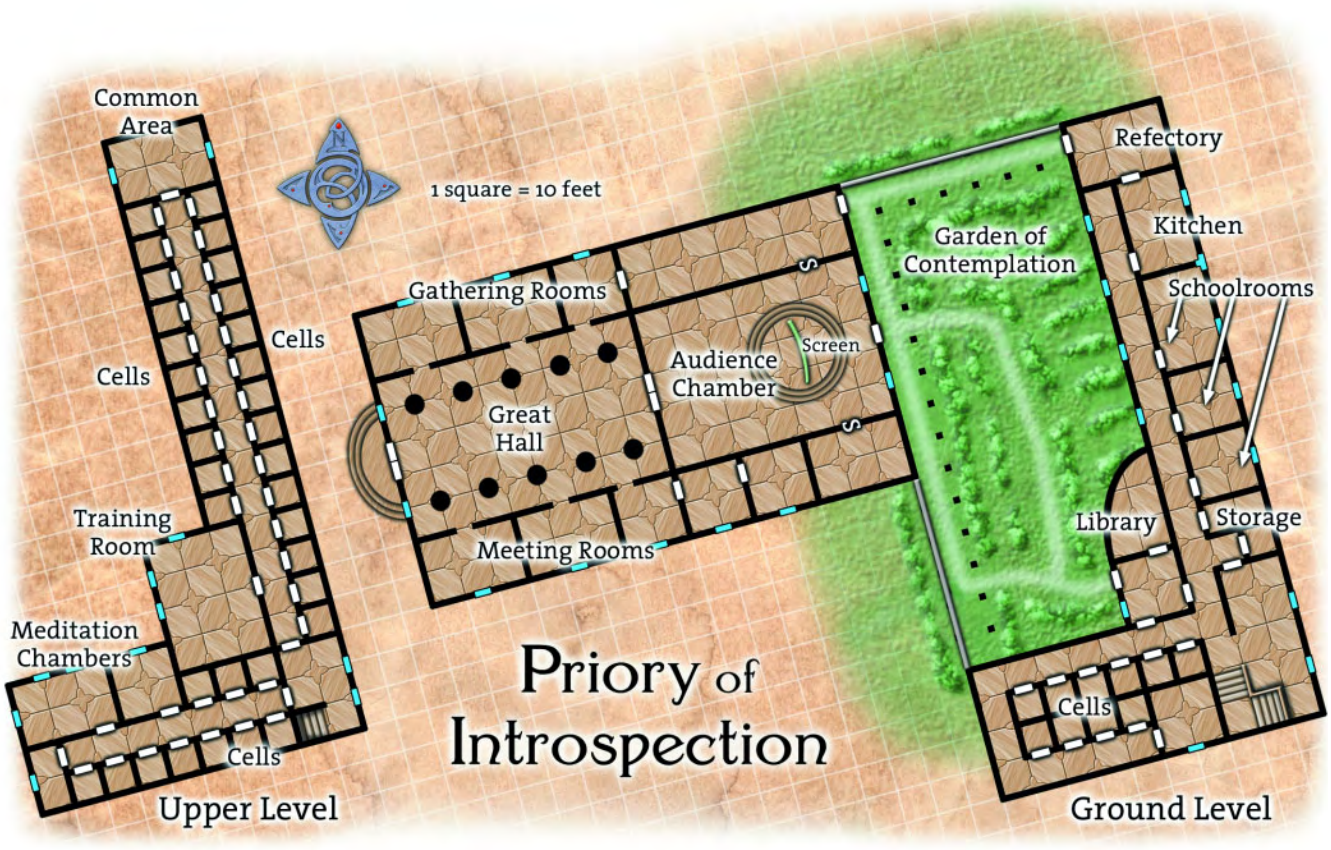
The Priory of Introspection, headquarters of the Sisterhood of Silence, is a walled compound of simple but elegant design. Inside, the Sisterhood maintains fabulous gardens within the courtyard and even atop the roof of the main sanctuary. As one might expect, this is a very quiet place where even non-members feel compelled to whisper.

Visitors enter the priory through the Great Hall, a monumental structure designed to instill awe and humility in all. Columns like redwood trees rise up on either side of the marble hall, which is virtually unadorned but always immaculately clean. Many side passages branch off from the Great Hall.

The hall ends in huge doors that give way to the audience chamber of the Mother Superior. This dim chamber is almost as vast as the Great Hall that precedes it and, if anything, appears more spartan. At the far end stands a round marble dais whose rear half is concealed by a wooden screen. From here, the Mother Superior sits out of the view of anyone in the chamber save her eunuch Speaker. He stands to one side of the screen so he can see both the Mother Superior and the visitors who've come to "speak" with her.

When the eunuch speaks, he never refers to himself, only "we." Occasionally he refers to "the Mother Superior," but always in the third person and never with a pronoun.





An audience with the Mother Superior as described above is available only by appointment. The Sisterhood often refuses requests without explanation. To make an appointment or other request of the Sisterhood, visitors can come to the Great Hall and speak with the eunuch on duty.

Aside from the Great Hall and the audience chamber, the rest of the two-story priory is forbidden to outsiders. Here the Sisters relax, train, study, eat, and sleep. As there are approximately one hundred fifty Sisters at any given time, and all of them live in the priory, the compound is rather large.

SHRINE OF THE ORACLE

Redoubt Street (#165, J5); see map, page 369
7,200 gp

A domed tower flanked by obelisks, the Shrine of the Oracle rises up before a reflecting pool in a grassy yard. This shrine is the home of the Brotherhood of the Oracle, a spiritual group interested in foretelling the future. The Oracle is a woman from a line of oracles, always the seventh daughter of a seventh daughter in the same family lineage.

Today, that woman is Nayvras (female human expert10). She is plain, with shoulder-length brown hair and small eyes. She also seems very quiet, hardly saying anything except when she prophesies. Her constant companions are her two golden retriever dogs. The Brotherhood dotes on her and caters to her every whim, but she neither takes advantage of the attention nor resents it—she hardly seems to notice it, in fact.

It is said that Nayvras' heart is directly tied to the land around her, so that when something happens of import—good or bad— she feels it in her chest, even if she doesn't know the details. At other times, she has prophetic sending dreams of the type described by elven legends when Dreta Phantas still lay on the surface.

Scenario: Nayvras is deathly afraid of the Urthon Aedar. She doesn't know who or what they are, but her dreams have told her that they mean her harm. The Brotherhood of the Oracle employs the player characters to investigate these strange armored enigmas and find out what they mean to do.

The Urthon Aedar do, in fact, mean to kill Nayvras, because they know that her connection with the land will result in her eventual corruption and possession by the Galchutt as they awaken.



Dreta Phantas, page 457

Urthon Aedar, page 138

Galchutt, page 60

Adlam Theobold and Combat

Despite the fact that he is the most powerful cleric in the city, the idea of presenting combat stats for Archbishop Adlam Theobold is a bit ridiculous. He has a Strength score of 2 and a Constitution score of 3, wears no armor or protective items, wields no weapons, and never prepares spells of a combative nature. Battle has nothing to do with him, in his view; it is not why Lothian put him in the world.

Order of the Dawn, page 67

The city's nine Lothianite churches are St. Valien's Cathedral (Temple District), St. Gustav's Chapel at Delver's Square (Midtown), Daykeeper's Chapel (Midtown), St. Daris' Church (Guildsman District), Church of the Lawgiver (North Market), Church of Lothian the Redeemer (Oldtown), St. Chausle's Chapel (South Market), Chapel of St. Thessina (Rivergate), and the temple in the Holy Palace (Nobles' Quarter).



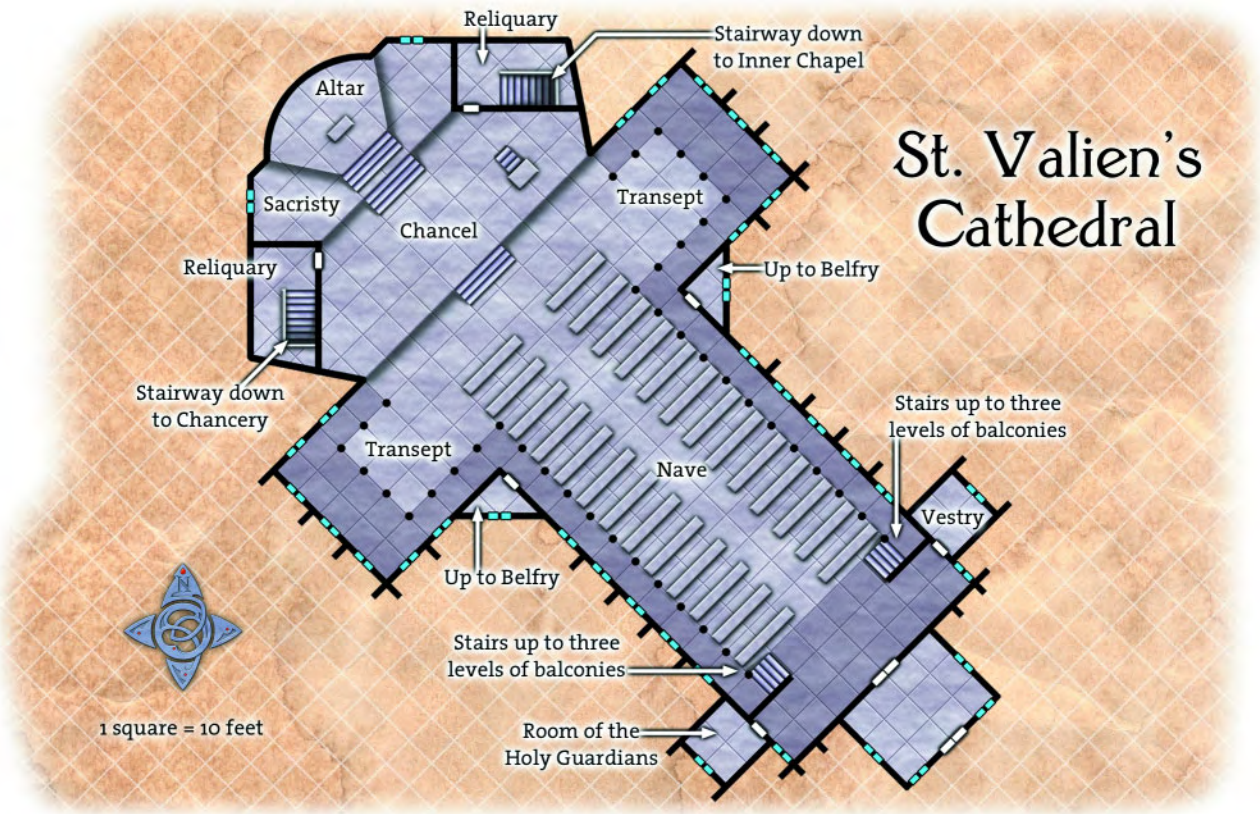
ST. VALIEN'S CATHEDRAL

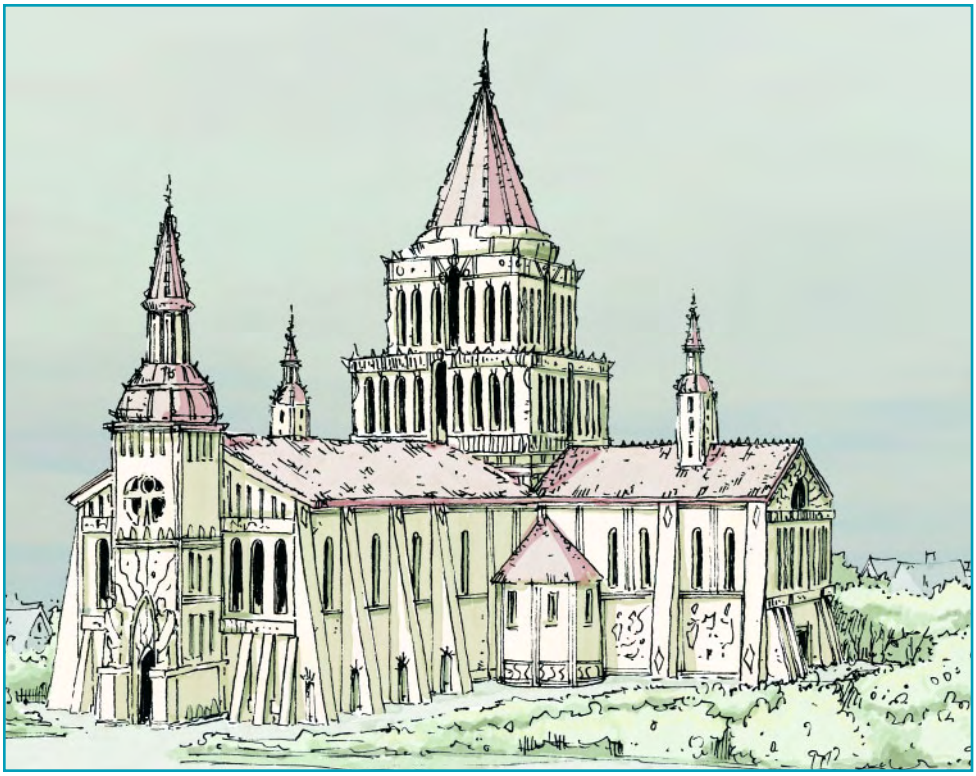
Sunrise Street (#156, I4); see map, below
200,000 gp

Although just one of nine churches in Ptolus dedicated to Lothian, St. Valien's is the largest and most well-known. It is designed in the traditional Lothianite fashion, which is to say an elaborate, baroque structure with intricate iconography and ornamentation that almost threatens to collapse the building with the weight of its significance. Gilded angelic figures adorn every lintel, alcove, and archway, while bas reliefs of winged lions guard every hallway and door. Graven images of saints and figures of Lothianite significance cover almost every surface, including the ornately carved pews in the sanctuary.

The cathedral boasts a staff of twenty priests (most of the acolyte rank) and a like number of servants and support staff. Eight knights of the **Order of the Dawn**, the Church's order of holy warriors, stand duty in the cathedral or the surrounding grounds at all times. The sanctuary can hold a congregation of twelve hundred of the faithful at one time, including the three balconies.

St. Valien's maintains a strict policy of no weapons or armor allowed within the cathedral, except as worn or wielded by Knights of the Dawn. The cathedral's staff looks down upon adventurers and does what it can to keep them





out of St. Valien's—even going so far as to fund St. Gustav's in Delver's Square, so adventurers will attend services or seek aid there.

Church attendants usually turn away the wounded or those in need of clerical aid from the doors of St. Valien's, explaining that the cathedral is not the place for such things, but a holy locale devoted solely to worshipping Lothian. The only exception is the holy rite of *true resurrection*, conducted on Theoday each week by Adlam Theobold (male human cleric20), the archbishop of the cathedral. He celebrates the rite by appointment only and, even as expensive as the spell is, the waiting list is usually at least three weeks long at any given time.

Adlam Theobold is an incredibly old man who requires two assistants (usually members of the Order of Dayra) to get around or even stand. If not for the presence of the Holy Emperor and the Prince of the Church in Ptolus, he would be the highest-ranking Church official in the city.



STORMWROUGHT CAMPANILE

Malav Street (#159, I4); see map, page 369
1,250 gp

The Stormwrought Campanile stands almost one hundred feet high, overlooking most of the Temple District. This freestanding belltower tolls for a number of different religions, each of which pay the small staff of the campanile to call their faithful to prayer, to mark holy days and holy hours, and to announce other religious events.

The campanile holds a multitude of bells and can produce incredible variations of music and sounds. Marved Sallin (male human expert5/sorcerer9), the tower's self-titled campanologist, has devoted his life to the study of bellringing. He employs a staff of three to four assistants (human commoners1).

The Stormwrought Campanile gets its name from the days of the completion of its construction. Terrible storms came in off the Bay of Ptolus for days, which led some to call the belltower cursed. The builders, however, said the tower wasn't cursed—it was immune to curses, because even the fiercest storms couldn't delay its completion. Today, some folk come to the Stormwrought Campanile looking for shelter when they fear bad omens, ill luck, storms, or evil magic. Marved makes sure they are always welcome.

However, Marved is not just the kindly bellringer. He also heads a small Sorn cell, which meets here in the campanile. Hidden throughout



INFO CHECKS

A Knowledge (local) or Gather Information check can reveal a bit about the cathedral:

St. Valien's is the largest church of Lothian in the city (DC 15).

Adventurers and similar folk are not welcome at St. Valien's. Weapons are not permitted inside, except by Church knights (DC 18).

Although old, St. Valien's archbishop Adlam Theobold is the most powerful cleric in Ptolus (DC 20).

St. Gustav's Chapel, page 219



Church of Lothian, page 64

Order of Dayra, page 67
Holy Emperor, page 293
Prince of the Church, page 294

The Sorn, page 137



Asche, page 68

Ollom, page 70

Taggert's serves a variety of ales and beers and a small selection of spirits, but no wine.

Castle Shard, page 285
City Council, page 148

the tower are secret caches of their equipment, loot, and magic items (most require a Search check, DC 25, to find). There are six other members of the cell; all are sorcerers of 6th to 10th level except for one, Roema Ashenwood (female elf rogue6/sorcerer6).

TAGGERT'S

Street of a Million Gods (#143, H5)
★★★ see map, page 371 2,700 gp

The tavern that is a temple, or the temple that is a tavern—either way, Taggert's serves drinks to patrons and pays homage to Ollom, God of the Keg. For some, this a favorite spot in the Temple District: a place to relax and forget about the competing faiths all around, or the stress of attempting to serve one's god and one's congregation at the same time. For others, however, the place is a sacrilege, where even something as simple as drinking a mug of ale becomes a ritual dedicated to a god they do not revere.

Taggert, the follower of Ollom who built the temple/tavern over one hundred fifty years ago, left the establishment to his daughter who, in turn, left it to her son, the current owner. His name is Pevan Shamus (male human cleric3/expert3), a tall, good-looking man in his early forties. Like his grandfather and mother, Pevan is a devout follower of Ollom. He accompanies every round of drinks with a short prayer of thanks to the provider of alcohol, which Ollom's followers credit for the dawn of civilization and the difference between intelligent people and beasts.

TEMPLE OF AHAAR

Street of a Million Gods (#152, H5);
see map, page 370 6,300 gp

The temple to the God of the Air, Ahaar, is the kind of place people walk past on the Street of a Million Gods every day without thinking twice. Something brews within the temple, however, which could have a significant impact on the whole district soon.

A cleric of Ahaar, Bermund Thorn (male human cleric7), has grown tired of paying protection money to the Balacazar crime family to keep his temple (and himself) from harm. He wants to organize the priests and attendants of the various small temples in the district to stand as a united front against the crime lord when his men come around looking for gold to extort. He seeks whatever assistance he can get, from wherever he can get it; Bermund sees adventurers as a good bet—they often are both powerful and unaffiliated.

Bermund has a number of priests interested, but no one will commit to his cause without some sign of strength. Thus, even more audaciously, he plans a major strike against a Balacazar-owned brothel/gambling den here in the Temple District. He'd like to get the help of believers in his cause, but hired mercenaries will suffice.

A short man with curly black hair, Bermund typically wears a blue vest over his white shirt.



All clerics of Ahaar (page 68, symbol above) have a medallion magically implanted just under the skin between their shoulder blades, marking them permanently as followers of their god.

Balacazars, page 100

TEMPLE OF ASCHE

Street of a Million Gods (#149, H4);
see map, page 371 52,500 gp

An impressive building befitting the God of Cities, the Temple of Asche is marked by two imposing telamon statue-columns at its entrance. The worship of Asche is one of the most popular non-Lothian religions in the city, favored by delvers and adventurers because of the lack of a strict dogma.

Mand Scheben, one of the high-ranking members of the clergy of Asche, is the temple's most public face. A friend and confidant of the lords of Castle Shard, Mand is a likely candidate for the next seat in the City Council. He is in his late thirties with brown hair, a clean-shaven face, and a winning, crooked smile. He has a real way with people, which makes him hard not to like. His charm is only further bolstered by his sincerity.

Mand Scheben
Male human (Lawful Neutral)
Cleric11 (Asche) **CR** 11
HD 11d8 **hp** 55
Init +1 **Speed** 30 feet
AC 14, touch 12, flat-footed 13
BAB/Grapple +8/+9
Attack +10 melee (1d6+2, rapier)
Full Attack +10/+5 melee (1d6+2, rapier)
Fort +7, **Ref** +4, **Will** +10
Str 13, **Dex** 12, **Con** 10, **Int** 11, **Wis** 16, **Cha** 20
Crucial Skills: Bluff +5, Concentration +6, Listen +3, Sense Motive +7, Spot +3.
Other Skills: Diplomacy +16, Heal +7, Knowledge (local) +6, Knowledge (religion) +10, Profession (architect) +8.
Crucial Feats: Combat Casting.
Other Feats: Negotiator, Scribe Scroll, Silent Spell, Skill Focus (Diplomacy).
Domains: Knowledge, Protection.
Spells: 6/6+1/5+1/5+1/3+1/2+1/1+1; save DC 13 + spell level.
6th—*find the path, heal.*
5th—*break enchantment, flame strike, spell resistance.*
4th—*discern lies, restoration, spell immunity, tongues.*
3rd—*clairaudience/clairvoyance, dispel magic, helping hand, invisibility purge, protection from energy, searing light.*
2nd—*aid, bear's endurance, bull's strength, detect thoughts, hold person, spiritual weapon.*
1st—*bless, divine favor* (2), *endure elements, sanctuary* (2), *shield of faith.*



0—*assess creature, detect magic, detect poison, mending, read magic, virtue.*

Possessions: +1 *rapier, bracers of armor +2, ring of protection +1, cloak of charisma +2, circlet of blasting* (minor), *wand of eagle's splendor* (18 charges), scroll of *antimagic field;* scroll of *restoration, remove disease,* and *remove curse; potion of fly,* spectacles, **friendship band** engraved with "Castle Shard," 361 gp.

TEMPLE OF THE EBON HAND

Terrock Road (#137, G4); see map, page 381

28,000 gp

On the verge of being banned in the city, the Cult of the Ebon Hand is said to harbor degenerates and encourage wrongdoings of the highest order. If city authorities knew of the plots being hatched in its darkened halls, they would certainly ban the cult, jail its clergy, and most likely raze its building. While it pretends to be a neutral and inoffensive faith, the Cult of the Ebon Hand is, in fact, a chaos cult set to plague the city and ultimately serve the Galchutt.

Cultists of the Ebon Hand revere mutation and deformity. If a member is not deformed naturally (many are), he or she seeks mutation or mutilation. The cultists refer to mutation as "the touch of the Ebon Hand." Cultists of the Ebon Hand have no distinctive garb but usually bear some black hand symbol: a tattoo, a charm, a small embroidery on their clothes, and so on. And of course, many of them are physically deformed in some way, ranging from a prominent birthmark to a withered leg to ritual scarring. Priests of the Ebon Hand wear black and red—in particular, black gloves—and must undergo an initiation ritual involving a magical maze of chaotic energy. Those who survive gain a special "gift of deformity" (see Area 9, page 382).

The Cult of the Ebon Hand is kidnapping young people (mainly humans) and using a powerful magical ritual to transform them into what they call "children of the hand" (see Area 5, page 381). The children of the hand resemble trolls in power and appearance, although they have a distinctive green and black mottled skin with entirely black clawed hands. Their bodies are also covered with pus-filled sores, and they wear a permanent grimace of agony upon their visage.

Of all the Cults of Chaos, this is one of the most insidious because it is the most resilient. The cultists are quick to flee if discovered and appear ready to abandon their chapel at a moment's notice and move to a new location. Enemies of the Cult of the Ebon Hand liken its members to cockroaches. However, in Ptolus, the authorities have yet to discover their true evil.

Typical Ebon Hand Priest
Male or female human (Chaotic Evil)
Cleric2 (the Galchutt) **CR** 3
HD 2d8+2 **hp** 15
Init +0 **Speed** 20 feet
AC 17, touch 10, flat-footed 17
BAB/Grapple +1/+4
Attack/Full Attack +5 melee (1d8+3, morningstar) or +1 ranged (1d8, light crossbow)
SQ Gift of deformity (varies; see list in Area 9 and adjust stats as needed; –4 penalty to Bluff, Diplomacy, Gather Information, and Handle Animal checks)
Fort +4, **Ref** +0, **Will** +6
Str 16, **Dex** 10, **Con** 12, **Int** 9, **Wis** 16, **Cha** 11

Asche, God of Cities, is usually depicted as a handsome and sophisticated man wearing fine clothes and carrying a walking stick. The two figures shown here holding up the roof of his temple are known as "Asche's Porters," his loyal and semidivine servants.

Assess creature, page 639
Friendship bands, page 28

Cult of the Ebon Hand, page 72
Galchutt, page 60

Cults of Chaos, page 71



This statue graces the cult's main sanctuary; see page 380.

INFO CHECKS

A Knowledge (local) or Gather Information check might offer a few details about the Cult of the Ebon Hand.

The Ebon Hand is a cult in the Temple District (DC 15).

The Ebon Hand is most likely an evil religion; some suspect its members commit crimes including kidnapping and murder (DC 20).

The Ebon Hand is a chaos cult almost certainly responsible for terrible acts of violence (DC 25).

The leader of the Ebon Hand cult is named Malleck (DC 26).

Attacking the Ebon Hand cult is likely to just chase the cultists away, only to have them resurface somewhere else as another chaos cult (DC 30).



Crucial Skills: Concentration +3, Listen +5, Spot +5.
Other Skills: Heal +7, Knowledge (religion) +3.
Crucial Feats: Combat Casting.
Other Feats: Alertness.
Domains: Chaos, Trickery.
Spells: 4/3+1; save DC 13 + spell level.
1st—*bane, cure light wounds, disguise self, shield of faith.*
0—*guidance, mending, resistance, virtue.*
Possessions: Masterwork morningstar, chainmail, heavy wooden shield, light crossbow, bolts (12), *potion of invisibility;* scroll of *divine favor, bless* and *hold person;* ebony unholy symbol worth 25 gp, 35 gp.

Typical Ebon Hand Guard
Male or female human (Chaotic Evil)
Warrior1 **CR** 1/2
HD 1d8+2 **hp** 10
Init +1 **Speed** 30 feet
AC 16, touch 11, flat-footed 15
BAB/Grapple +1/+3
Attack/Full Attack +4 melee (1d8+3, longspear) or +3 ranged (1d8, longbow)
Fort +4, **Ref** +1, **Will** –2
Str 15, **Dex** 12, **Con** 15, **Int** 12, **Wis** 7, **Cha** 11
Crucial Skills: Intimidate +4, Listen +2, Spot +2.
Other Skills: Craft (armorsmithing) +3, Use Rope +3.
Crucial Feats: Point Blank Shot.
Other Feats: Alertness.
Possessions: Masterwork longspear, chainmail armor, longbow, masterwork arrows (12), *potion of cure light wounds*, 50 feet of rope, 10 gp.

Ebon Hand Temple Layout

Most of the Ebon Hand temple's area lies underground beneath a simple enough sanctuary. The areas described below correspond to those marked on the map on page 381. Unless otherwise mentioned, all doors are wooden and have a hardness of 5, 20 hp, and a break DC of 18. Rooms are dimly lit by candles, torches in sconces, or both.

1. Main Sanctuary

The wood-paneled walls of the main sanctuary are painted black with narrow red and black stained glass windows. Red carpet covers the floor. Dominating the chamber is a huge sculpture of a black stone hand with fingers pointed up. Each digit sports a black candle set into fingertip niches. The cultists keep these candles lit at all times. In the rear portion of the room stands a black wood cabinet filled with musical instruments and bronze braziers used during ceremonies. The doors into the back rooms are wood painted red, bound in bronze.

During ceremonies, there are usually five or six priests here with around a dozen cultists (most are human commoners1).

2. Back Rooms (EL 4)

The clergy use the two rooms behind the sanctuary for both storage and as offices. They are poorly and haphazardly decorated and mostly in a shambles. The eastern room has a hidden wooden trap door (Search, DC 20) that leads to the temple's large subterranean complex.

Typically, one can find three guards and a single priest in the back rooms.

3. Guardians (EL 5)

This underground chamber appears unremarkable. The north wall bears a red tapestry with an image of a black hand. The floor is covered with a round black rug. Both are magical and animate, attacking any noncultists who enter the room.

Animated Objects, Large (2): 52 hp each; blind and constrict attacks; see MM.

4. Commons (EL 1)

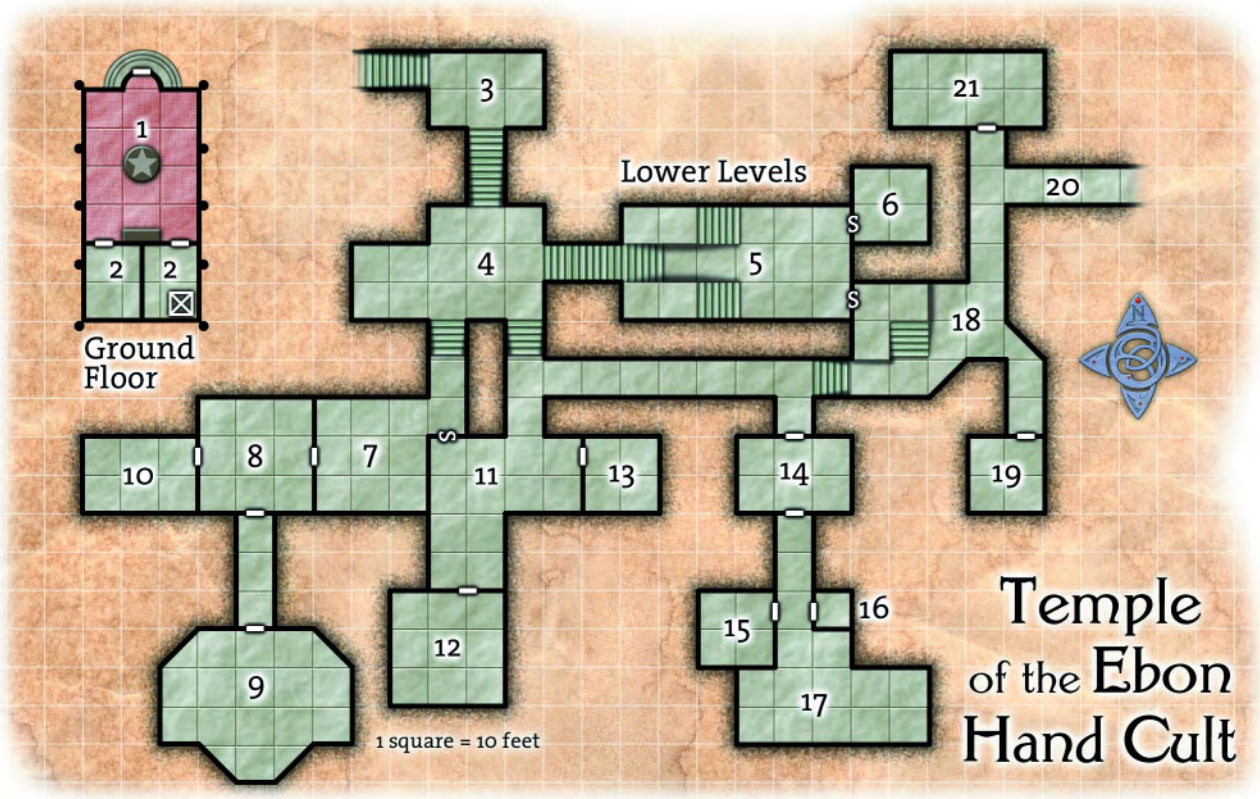
This large open room down a short staircase from the guardians contains three tables and a few benches and chairs. On each table is a stone idol of a black hand (each worth 35 gp). Two guards relax in the commons at any given time.

EVIL RELIGIONS AND THE AUTHORITIES

Occasionally, the Commissar or the City Council bans a particular religion based on its extreme antisocial dogma. For example, worship of the god Destor, a god of destiny and chance, was banned in the city approximately sixty years ago for its focus on ensuring that calamity happened to others so it did not happen to you. This happened specifically after a number of fires in the city were traced directly back to the followers of Destor.

However, such banning remains rare. Some gods of obviously evil outlook, like Maleskari, or distasteful practices, like Danace, are permitted without restriction. Such evil cults enjoy no special right to perform religious acts that would break the law, but the practice of their faith otherwise is not forbidden—much to the dismay of many citizens, as well as some of the good or lawful religions in the city.

Many believe that the Commissar is far more tolerant of such faiths than the Church hierarchy would like, which has led to tensions and political strife in the past.



5. Ritual Chamber (EL 7)

This dread chamber down a staircase from the commons is the heart of the temple. The staircase in the western portion of the room is flanked by large ledges, each reached from the chamber floor by a short flight of stairs. The walls and floor are black-and-red swirled marble. Candles burn in sconces on all the walls.

Usually, visitors will find Malleck—the Ebon Hand high priest—and a pair of typical priests monitoring the transformation of a chained-up young victim into a troll-like child of the hand (see page 379). Malleck is a dark man with mottled grey skin streaked with serpentine green. The powerfully built priest wears an ebony headdress and seems arrogant and overbearing. Nevertheless, if the lesser priests are slain, or if he suffers the loss of at least half his hit points, he flees into Area 18 through a secret door in the southeastern corner of the room; the door slides open magically to his touch as a free action and closes immediately behind him.

The kidnap victim held here is halfway through the transformation, screaming in unyielding agony. His skin blisters with pulsing green and black sores and is covered in blood and pus.

Malleck Javimal, Ebon Hand High Priest
Male human (Chaotic Evil)
Cleric5 (the Galchutt) **CR** 6
HD 5d8+20 **hp** 48
Init +0 **Speed** 20 feet
AC 17, touch 10, flat-footed 17
BAB/Grapple +3/+5
Attack/Full Attack +6 melee (1d8+3, morningstar) or +4 ranged (1d8, light crossbow)
SQ Gift of deformity (discolored flesh; –4 penalty to Bluff, Diplomacy, Handle Animal, and Gather Information checks)
Fort +8, **Ref** +1, **Will** +7
Str 15, **Dex** 11, **Con** 19, **Int** 10, **Wis** 16, **Cha** 12
Crucial Skills: Concentration +10, Listen +5, Spot +5.
Other Skills: Gather Information +4, Heal +5, Knowledge (religion) +4, Spellcraft +6.
Crucial Feats: Combat Casting.
Other Feats: Alertness, Brew Potion.
Domains: Chaos, Trickery.
Spells: 5/4+1/3+1/2+1; save DC 13 + spell level.
3rd—*cure serious wounds, magic vestment, nondetection.*
2nd—*bear's endurance, darkness, death knell, shatter.*
1st—*bane, bless, cure light wounds, disguise self, shield of faith.*
0—*detect magic, guidance, mending, resistance, virtue.*
Possessions: +1 *morningstar*, masterwork breastplate, masterwork heavy steel shield, masterwork light crossbow, bolts (12); *potions of levitate, bull's strength,* and *divine favor*; scroll of *invisibility purge* and *flame strike,* ebony unholy symbol (worth 25 gp), ebony headdress (200 gp), keys to room 19 (and the chest therein), 55 gp.

If prepared for an encounter, Malleck already will have cast magic vestment, *(+1 to Armor Class for AC 18),* bear's endurance *(+10 hit points, for a total of 58 hp), and* shield of faith *(+2 to Armor Class for a total of AC 20).*



Should a fight erupt in the lower levels of the temple, drop the cult's guard captain Frein Avathon (see Area 13) into the middle of things. She gives orders to her men and confronts the intruders directly.



The Cult of the Ebon Hand (page 72) is the most visible of all the Cults of Chaos in the city. Since the vast majority of people don't understand the cult's goals or practices, they don't object to its presence in the Temple District. If exposed as kidnappers and murderers, the authorities will drive the cult out of its temple, forcing it to relocate in secret.

The secret door in the Armory (Area 7) is a pivoting weapons rack. Once they find it, the searchers will see that it is used frequently.

Tactics: If he knows foes are coming, Malleck stands against the east wall, while the lesser priests stand on the ledges above the stairs in the west.

The Secret Doors: The eastern wall has two secret doors made of stone (Search, DC 22). Both are magical, sealed as if *arcane locked*, but they slide open instantly for any of the Ebon Hand priests and close immediately behind them. The doors have a hardness of 8, 75 hp, and a break DC of 26.

6. Secret Room

Malleck uses the secret room at the northeast corner of the ritual chamber as his personal retreat and storeroom, although any priest can enter it. It contains a single padded chair, a table, and three brass candelabra (each worth 20 gp). On the table, Malleck keeps a *candle of invocation* and a pair of vials containing *potions of owl's wisdom;* he gives them to new applicants he likes before they enter the chaos maze in Area 9. A small silver box (worth 85 gp) on the table holds the keys to the doors into Area 9 and an extra ebony unholy symbol (worth 25 gp).

Hidden attached to the underside of the table (Search, DC 20) is a scroll of *cure serious wounds*.

7. Armory

Weapons and armor cover the walls of this chamber down some stairs and south of the commons. Twenty longspears, five longbows, ten heavy wooden shields, six morningstars, and four suits of chainmail hang on hooks and pegs or in wooden racks. A barrel holding one hundred arrows and another with one hundred crossbow bolts stand along the north wall.

The Secret Door: The secret door on the armory's eastern side (Search, DC 22) leads into Area 11. It does not have a lock.

8. Sacrificial Chamber

In the center of this chamber adjacent to the armory lies a large stone slab. This altar is stained with the blood of many living sacrifices and bears the painted image of a large black hand atop it. Black chains, also stained with dried blood, hang from the ceiling above the slab, where sacrifices are attached during the unholy rites conducted here.

9. Chaos Chamber (EL 6)

The chaos chamber lies down a short hall from the sacrificial chamber. The doors at either end of the hall between the two rooms are locked (Open Lock, DC 25) and trapped with a *glyph of warding*.

***Glyph of Warding* (Blast):** CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 5th-level cleric, 2d8 acid, Reflex save, DC 14, half damage); multiple targets (all targets within 5 feet); Search DC 28; Disable Device DC 28.

The Maze: The floor of the strangely shaped room is grey stone carved with an intricate maze-like pattern—it seems to shift and move as one looks at it. This magical pattern is used in the cult's rites of indoctrination.

Any creature entering this room is affected by a special *maze* spell that traps the creature within an extradimensional labyrinth of swirling, chaotic colors and lights. Unlike a standard *maze* spell, the creature must make a Wisdom check, not an Intelligence check, to get out. For each minute spent within the maze, the creature suffers 1d3 points of temporary Constitution damage. The *maze* spell lasts no longer than ten minutes, but often by that time, the only thing to emerge is a corpse.

Those who survive the ordeal and in their hearts truly wish to serve chaos instantly become clerics of the Ebon Hand (this is their next level gained). Further, each one immediately receives a gift of deformity, determined randomly. Those who survive but are not true in their hearts merely escape the maze and can never enter it again, gaining no gifts.

Gifts of Deformity: A surviving creature with a true heart comes out of the maze scarred and somewhat deformed (roll 1d10 and see below):

d10	Deformity
1	**Bulging Muscles But No Hair:** +6 inherent bonus to Strength.
2	**Wrinkled or Discolored Flesh:** +6 inherent bonus to Constitution.
3	**Oozing Pustules:** *Contagion* 3/day (caster level = character level, save DC is Constitution based).
4	**Additional Eye:** *See invisibility* and *arcane sight* at will, +4 competence bonus on Spot and Search checks.
5	**Elongated Tongue:** Makes additional slam attack (1d6 points of damage) at highest attack bonus with improved grab.
6	**Withered Arm:** Touch attack inflicts 2d6 points of cold damage.
7	**Melted/Scarred Face:** *Searing light* blasted from eyes 3/day (caster level = character level, save DC is Constitution based).
8	**Scarred Flesh:** 10 bonus hit points and +2 natural AC bonus.
9	**Hoofed Feet:** +10 bonus to speed, +4 competence bonus to Jump checks.
10	**Snoutlike Mouth:** Acid spittle like *Mel's acid arrow* 4/day (caster level = character level, save DC is Constitution based).

Determine the nature of the deformity randomly using the table on the previous page. In addition, the creature henceforth suffers a –4 penalty on Bluff, Diplomacy, Handle Animal, and Gather Information checks unless it successfully hides its appearance with a disguise or spell. Recipients of the gift of deformity add a +1 bonus to CR or ECL.

10. Gricks (EL 5)

The cultists keep two gricks in the room west of the sacrificial chamber, and they are not very well fed. The room is littered with bone fragments and bloodstains, but little else.

Gricks (2): 9 hp each; see MM.

11. Barracks (EL 3)

The barracks down some stairs south of the commons area holds twenty bunks and a few tables, chairs, and storage chests full of personal items and miscellaneous gear (combs, shaving kits, and so on).

At any given time, one can find six guards here (as on page 380). Unless they have had some warning, however, half are unarmored and all are relaxing.

The Secret Door: The secret door in the room's northwest corner (Search, DC 22) leads into Area 7. It does not have a lock.

12. Priests' Chamber (EL 5)

The priests' chamber beyond the barracks holds eight bunks and a few tables, chairs, and storage chests full of personal items and miscellaneous gear (combs, shaving kits, and so on).

There are two priests here at any given time. They come running to the sounds of combat (such as in the barracks) after 3 rounds.

13. Commander's Chamber (EL 5)

The commander's chamber adjoining the barracks contains a bed, a table, a pair of chairs, a chest of drawers, a wardrobe, and a sparring mat. A shelf holds a brass lamp (worth 20 gp).

On the table one can find a crystal decanter (worth 50 gp) and a map of the entire complex, including the secret doors.

Frein Avathon, Malleck's chief ally, commands the Ebon Hand temple guard. She is likely here in her chamber, although if the temple is under attack, she will be in the middle of things, giving orders to her men and confronting the intruders directly.

Tall and lithe, Frein wears red and black full plate armor and a red cape with a black hand embroidered on it. She is shrewd and cunning—too much so to fall into the trap of foolhardy overconfidence.

Frein Avathon, Ebon Hand Guard Commander
Female human (Chaotic Evil)
Fighter5 **CR** 5
HD 5d10+5 **hp** 31
Init +5 **Speed** 20 feet
AC 19, touch 11, flat-footed 18
BAB/Grapple +5/+7
Attack/Full Attack +9 melee (1d12+6, 19–20/×3, greataxe) or +6 ranged (1d8, longbow)
Fort +7, **Ref** +2, **Will** +3
Str 14, **Dex** 13, **Con** 12, **Int** 15, **Wis** 15, **Cha** 10
Crucial Skills: Climb +4, Intimidate +7, Sense Motive +4, Spot +4.
Other Skills: Knowledge (architecture and engineering) +4, Profession (hunter) +4, Ride +9.
Crucial Feats: Combat Reflexes, Dodge.
Other Feats: Great Fortitude, Improved Initiative, Weapon Focus (greataxe), Weapon Specialization (greataxe).
Possessions: +1 *keen greataxe*, full plate armor, longbow, arrows (12), 93 gp.

14. Guard Room (EL 2)

Four guards are stationed in this chamber at all times. The room has a table with chairs, upon which the guards keep a beer keg and mugs, as well as some dice for gaming. The walls have knife-throwing targets and some graffiti.

One of the guards has the keys to Areas 15 and 16 to the south.

15. Prison

The chamber down the hall from the guard room has an iron door (hardness 10, 30 hp, break DC 28) with a heavy lock (Open Lock, DC 25). Within the otherwise starkly empty room lie three abused abductees (human commoners1). The poor victims are incapable of any action other than leaving (with assistance).

16. Cell (EL 5)

This room across the hall from the prison has an iron door (hardness 10, 30 hp, break DC 28) with a heavy lock (Open Lock, DC 25). Inside is a transformed child of the hand (treat as a troll) insane with rage. It attacks anyone it encounters whom it can get its claws upon. It stands almost 9 feet tall, and its skin is a mottled black and green, covering with oozing sores.

Child of the Hand (Troll): 63 hp; see MM.

17. Dungeon (EL 1/2)

This large room at the end of the hall beyond the prison has ten pairs of manacles hanging from spots on the walls. It also holds wooden stocks, a rack, an iron maiden, and a large iron cage, as well as a small coal oven for heating tongs and irons.

A single guard usually works in the dungeon. Two young abductees (human commoners1) stand chained to the walls.



Frein Avathon is not a loyal cultist. She is here because she likes Malleck—besides, the priest pays her well from the cult's coffers. She is bloodthirsty and cruel, but the rites of the Ebon Hand are nothing more than that to her. She's not easily fooled and won't hesitate to leave a fight she cannot win. If the temple appears to be on the verge of falling, Frein flees, using the secret entrance that Malleck showed her (Area 20). Assuming she gets away, the characters might encounter her again in the service of some other evil religion or another equally malevolent master.



The transformed child of the hand could be restored to normalcy with a combination of a greater restoration *and* heal *spell, or with a* wish *or* miracle.



The high priest of the Temple of Excellence is a halfling named Gallel Brownstone (male cleric10 [Excellence]). Although he doesn't worship a traditional deity, he can still cast spells as a standard cleric: His spells come from his own sizable faith in himself and others. The faith's followers are few in number but devout. The Temple of Excellence is also the only place one is likely to find a litorian in the entire district—litorians do not share traditional views on worship but they can understand the ideal of striving for excellence.



18. Sunken Area

Beyond the secret door in the southeast corner of the ritual chamber (Area 5) lies a sunken area. The northwest section of this room is ten feet lower than the rest of it. This sunken area has a few padded chairs, a table with a silver candelabrum (worth 15 gp), and a silver platter with six silver goblets (worth 80 gp as a set). Wooden bookshelves offer a variety of texts on religion, history, magic, and other esoteric subjects. The secret door from Area 5 opens into this area from behind a bookcase.

Stairs in the southwestern corner of the area lead up. The higher area in the eastern half of the room contains a few more bookcases and a long, low table covered with books.

19. High Priest's Chamber

The door to Malleck's (see Area 5) personal chamber is locked (Open Lock, DC 25). It contains a large bed, two wardrobes, a bathing tub, a wooden table and four chairs, and a large chest. The wardrobes hold clothing and personal belongings of little value.

The Chest: The chest is locked (Open Lock, DC 25) and trapped with a poisoned dart trap that fires when someone opens the chest without the key (which Malleck carries).

Poison Dart Trap: CR 1; mechanical; location trigger; manual reset; attack +8 ranged (1d4 plus poison, dart); poison (bloodroot, Fortitude save, DC 12, resists, 0/1d4 Constitution plus 1d3 Wisdom); Search DC 20; Disable Device DC 18.

The chest contains three bags, each of which holds 600 gp. In the false bottom of the chest (Search, DC 24, to find) lies a map drawn on dirty, torn parchment. This map shows paths through the underground caverns that join this temple with other, more secretive subterranean chaos cultist refuges and temples.

20. Secret Exit

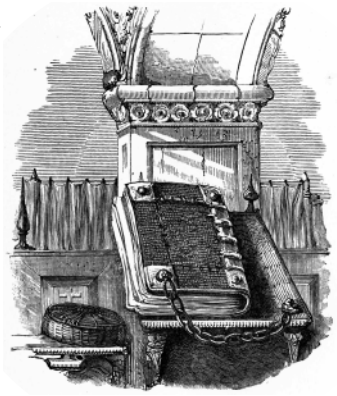
This passage at the east end of the temple complex leads off into the undercity. Those who know where they are going (or with Malleck's map from the chest in Area 19) can use this passage to find the secret underground bases and temples of other chaos cults.

21. Guard Room (EL 2)

Four guards are stationed in this chamber at all times. The room has chairs and a table, upon which the guards keep a beer keg and mugs, as well as some dice for gaming. The walls have knife-throwing targets and some graffiti.

Scenario

The player characters find an advertisement for someone looking for "a powerful, well-rounded group of heroes." It turns out that the Temple District's Captain of the Watch posted the ad. He seeks volunteers to infiltrate the Ebon Hand cult to see whether rumors of wrongdoing and kidnapping possess any measure of the truth. To get into the areas below the sanctuary, however, at least one character will have to feign interest in joining the priesthood. They don't know it ahead of time, but that will mean dealing with Malleck directly and undergoing the *maze* of the chaos chamber (Area 9).



TEMPLE OF EXCELLENCE

Street of a Million Gods (#162, H5); see map, page 370

9,400 gp

The Temple of Excellence is a squarish structure made of imported marble. Those who worship here revere the concept of excellence: the idea that intelligent creatures can excel at whatever they put their minds to. It is a religion of mortals, not gods.

The significant thing about the Temple of Excellence is that the priests here possess the magical means to turn one devotion or trained skill into another. This requires a complex, daylong ritual, but ultimately characters who visit this temple can choose to reconfigure their skills or exchange feats.

The temple clergy requires a donation of 1,000 gp for the ritual. Once it is completed, a character can exchange up to 10 ranks in one skill for 10 ranks in one other skill. Both skills must be class skills or both must be cross-class skills for the character. Exchanging ranks in more than two skills requires another ritual. Alternatively, following the ritual, a character can choose to discard one feat and gain a feat for which he meets all the normal requirements.

Encounter: When the PCs arrive at the Temple of Excellence, two human women are arguing with one of the priests. They take umbrage at the fact that the temple requires such a steep donation and want to pay less. The exchange goes on and on, and the priest, who is trying to be politic, is obviously at his wit's end.

TEMPLE OF GAEN

off the Street of a Million Gods (#145, H5); see map, page 386 54,000 gp

Gaen, Goddess of Light, is the second most popular deity in the city (after Lothian). Finding the Temple of Gaen is a simple task, for its silver and crystal dome glows like the sun. Within, a monumental idol of the goddess stands with hands raised toward the noon sky. The faithful must walk beneath the statue to enter the sanctuary, where the sunlight is focused by the crystalline dome into a single beam that bathes a golden sphere at the heart of the temple. Services are held in the main sanctuary and in twin chapels on either side of the great statue.

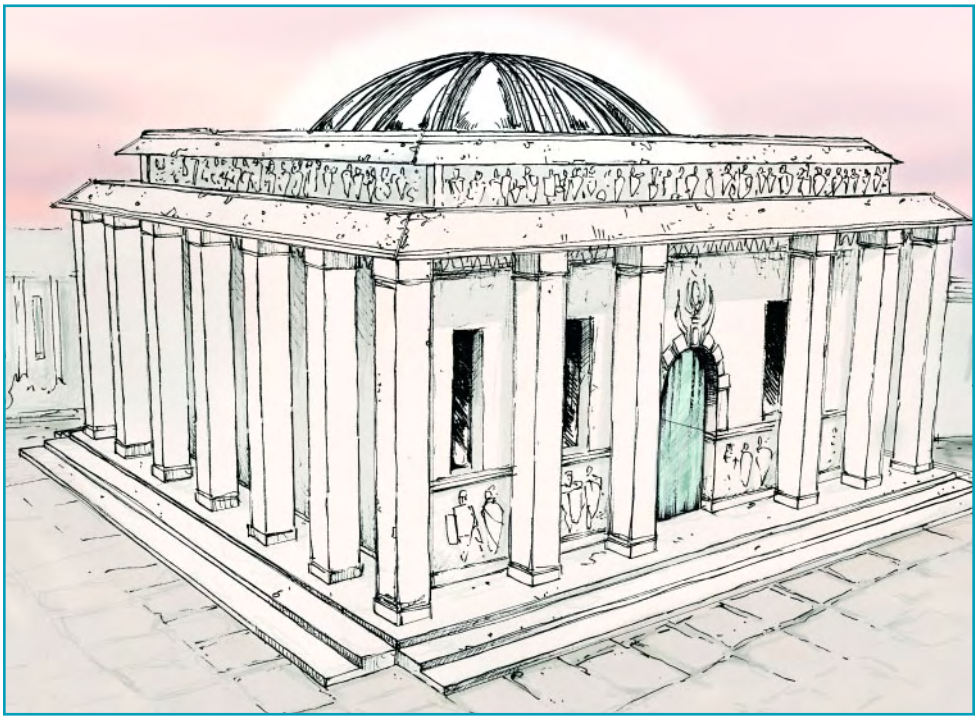
The High Priests

The high priests of Gaen are Melior Kalen and Barit Calomar. These two, along with their ally Steron Vsool, are some of the city's greatest forces for goodness and order. When brought to bear, their holy might cannot be denied, and the forces of darkness—such as the residents of the Dark Reliquary—fear them more than just about anything else. However, Melior and Barit are too modest to believe they could take on such darkness. They see themselves as nurturers and facilitators more than achievers. It's not that they are cowards: far from it. They simply underestimate themselves. When the forces of Gaen take steps to help others fight against evil, their actions usually amount to rescue missions.

Many people believe that Melior and Barit are twins, but the truth is they're not even related. In a strange magical transformation resulting from a battle against the priests of Father Claw many years ago, the two were fused into a single entity. The effect was eventually dispelled, but as a result each looks like an identical amalgam of their two former appearances. Perhaps surprisingly, they are fairly attractive in their new form. They are thin but muscular, with short, sandy brown hair and blue-grey eyes. They typically wear golden robes over their armor, with conspicuously large holy symbols around their necks.

An astral deva *greater planar ally* always accompanies Melior and Barit.

Melior Kalen and Barit Calomar
Male humans (Lawful Good)
Cleric18 (Gaen) **CR** 18
HD 18d8+72 **hp** 152
Init +1 **Speed** 20 feet
AC 30, touch 11, flat-footed 29
BAB/Grapple +13/+16
Attack +21 melee (1d8+7, heavy mace)
Full Attack +21/+16/+11 melee (1d8+7, heavy mace)
Fort +15, **Ref** +9, **Will** +17
Str 16, **Dex** 12, **Con** 18, **Int** 12, **Wis** 22, **Cha** 14
Crucial Skills: Listen +5, Spot +5.
Other Skills: Craft (stoneworking) +12, Craft (woodworking) +11, Diplomacy +23, Heal +26, Knowledge (religion) +22.
Crucial Feats: Extra Turning.
Other Feats: Brew Potion, Craft Wondrous Item, Craft Magic Weapons and Armor, Extend Spell, Lightning Reflexes, Scribe Scroll, Weapon Focus (heavy mace).
Domains: Light, Good.



MAP PAGE 369

Father Claw, page 69

Gaen, page 69



Dark Reliquary, page 238

Light domain, page 637



In the rare instance when Melior Kalen and Barit Calomar find themselves in combat, they usually waste no time but use spells like firestorm, holy word, *and* sunbeam *to end the conflict quickly. These clerics are likely to be generous in casting their helpful spells on allies but, barring that, expect them both to have* bear's endurance *(+36 hit points, for a total of 188 hp),* bull's strength *(+2 to attack and damage in melee),* shield of faith *(+5 to Armor Class, for a total of AC 35), and* true seeing *already cast upon themselves.*



Holy Symbol of Gaen

This magical holy symbol functions only for a devout worshipper of Gaen. Each of these fairly rare items grants the wearer a +2 enhancement bonus to Wisdom and allows him to cast light *at will and* searing light *three times each day.*

Strong evocation; CL 13th; Craft Wondrous Item, light, owl's wisdom, searing light; *Price 51,800 gp*

Wellspring of soul's light and sunfire tomb, page 645
Blazing light, page 640
Heartglow, page 642
Assess creature, page 639
Thoughtstone, page 166

Jevicca Nor, page 117
Sheva Callister, page 222
Iron Mage, page 340
Ghostly Minstrel, page 204

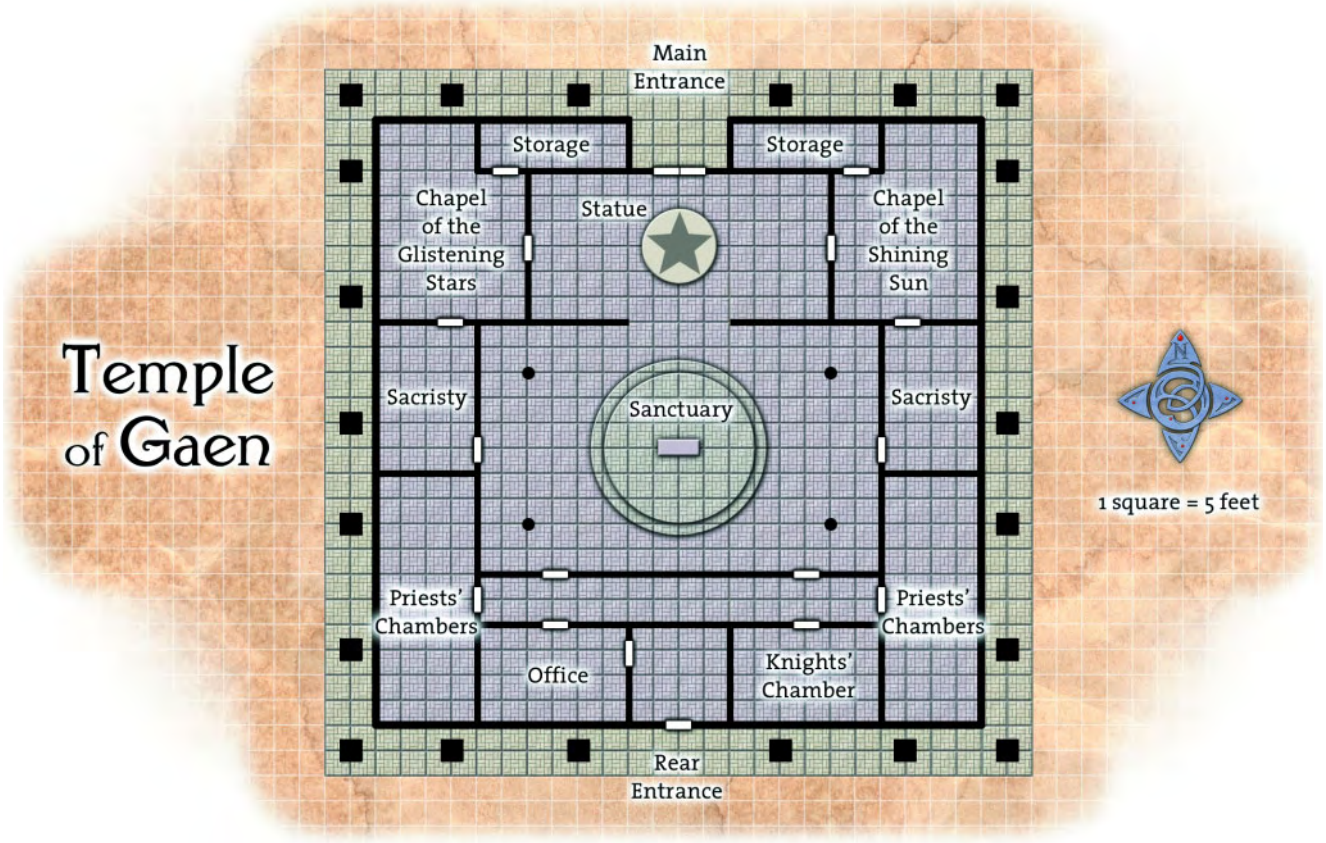
Spells: 6/7+1/7+1/6+1/6+1/5+1/5+1/3+1/3+1/2+1; save DC 16 + spell level.
9th—*mass heal, miracle,* ***wellspring of soul's light****.*
8th—*antimagic field, firestorm, holy aura,* ***sunfire tomb.***
7th—*greater scrying, holy word, repulsion, sunbeam.*
6th—*blade barrier, greater dispel magic, heal,* ***blazing light****, undeath to death, word of recall.*
5th—*break enchantment, dispel evil, flame strike, mark of justice, true seeing, wall of stone.*
4th—*air walk, discern lies, holy smite, neutralize poison, restoration, summon monster IV, tongues.*
3rd—*daylight, dispel magic, invisibility purge, locate object, magic circle against evil, protection from energy, searing light.*
2nd—*aid, align weapon, bear's endurance, bull's strength,* ***heartglow****, hold person, silence, spiritual weapon.*
1st—*bless, comprehend languages, detect evil, divine favor, endure elements, protection from evil, shield of faith* (2).
0—***assess creature****, detect magic, guidance, mending, read magic, virtue.*
Possessions: *+4 holy heavy mace of disruption, +4 full plate armor, +5 heavy steel shield, pearl of power* (3rd-level spell), *strand of prayer beads,* ***holy symbol of Gaen****; potions of cure serious wounds, divine favor,* and *bear's endurance*; scrolls of *consecrate* and *raise dead,* ***thoughtstone****,* gold ring worth 150 gp, 535 gp.

The Paladin

When it comes to fighting evil, Steron is far more proactive than his friends. He is well known throughout town as a hero and a champion of good. He is a square-jawed, handsome man, but the most remarkable thing about him is that within his chest his heart shines like a brilliant jewel so strongly that people can see it right through his massive chest and armor.

Steron is not the close-minded, obsessed paladin that some might assume him to be. In fact, he is quite tolerant of others and has many friends all around the city. He counts Jevicca Nor and Sheva Callister among his friends, for example, and some say that even the Iron Mage treats Steron with friendly respect. Steron believes that he can accomplish more in influencing people through friendly example than by preaching or lecturing; that philosophy requires him to be out among the people. It hardly seems a normal night at the Ghostly Minstrel in Delver's Square without Steron making an appearance and enjoying a mug of ale or a glass of wine.

Steron Vsool
Male human (Lawful Good)
Paladin20 (Gaen) **CR** 20
HD 20d10+20 **hp** 140
Init +6 **Speed** 20 feet
AC 31, touch 11, flat-footed 30





BAB/Grapple +20/+24
Attack +30 melee (1d8+9, longsword)
Full Attack +30/+25/+20/+15 melee (1d8+9, longsword)
SQ Permanent ***heartglow***, aura of good, SR 25, immune to disease and fear, lay on hands (100), remove disease 5/week, turn undead
Fort +18, **Ref** +13, **Will** +15
Str 19, **Dex** 14, **Con** 12, **Int** 12, **Wis** 18, **Cha** 21
Crucial Skills: Listen +10, Ride +24, Spot +10.
Other Skills: Appraise +5, Knowledge (dungeoneering) +6, Knowledge (local) +3, Knowledge (nobility and royalty) +23, Knowledge (religion) +24.
Crucial Feats: Dodge, Mounted Combat, Power Attack, Ride-By Attack, Spirited Charge.
Other Feats: Alertness, Improved Initiative, Weapon Focus (longsword).
Spells: 4/4/4/4; save DC 14 + spell level.
4th—*cure serious wounds, dispel evil, neutralize poison, restoration.*
3rd—*cure moderate wounds* (3), *prayer.*
2nd—*bull's strength, remove paralysis, shield other, zone of truth.*
1st—*bless, bless weapon, divine favor, protection from evil.*
Possessions: *Holy avenger, +5 full plate armor, +5 heavy steel shield; potions of cure serious wounds, see invisibility, barkskin +3,* and *lesser restoration;* ***thoughtstone***; 415 gp.
Warhorse: 100 hp; see "The Paladin's Mount" in Chapter 3: Classes of the *Player's Handbook.*

TEMPLE OF NAVASHTROM

Lachros Street (#154, H5); see map, page 388
23,800 gp

Navashtrom is a god of harmony—harmony through strength. His temple in Ptolus is a stout structure with many small windows. The wood-paneled temple interior is simple but well kept and always extremely clean. Aran Boturr (male human cleric11) is the high priest, although he is neither the most powerful nor the best known representative of Navashtrom in Ptolus. Tellian Riverborn, one of the Company of the Black Lantern and a cleric of Navashtrom, is the most powerful local cleric of the faith. He prefers to remain outside the church hierarchy, however, having no proper training, experience, or talent in managing a large temple or its congregation.

The Star of Navashtrom

Urlenius is the "Star of Navashtrom." The deity has chosen him to bless above others for some reason. This blessing comes with a responsibility, though, and the ogre-mage often receives visions. One recent vision guided him to a new threat to the city: an ancient race of demons called rhodintor has awakened.

Urlenius belongs to the Brotherhood of Redemption, which converted him from his former evil ways. He has nothing but good things to say about them and thinks of himself as their ambassador—living proof that they do good things.



MAP PAGE 369

True Resurrection in Ptolus
Four clerics in Ptolus can cast 9th-level spells and thus can offer true resurrection *to the fallen: Barit Calomar, Melior Kalen (both of the Temple of Gaen), Maeda Von Rustal (of the Temple of Teun), and the Lothianite Adlam Theobold (of St. Valien's Cathedral). Archbishop Theobold casts the spell only on worshippers of Lothian, and only on Theodays. There is generally a waiting list. The priests of Gaen cast the spell only on good-aligned characters and those who clearly have an important unfinished task in the service of the city, the land, or the forces of good. High Priestess Maeda casts the spell on anyone with the money, but she charges 30,000 gp—and she never casts it more than once per day.*

Company of the Black Lantern, page 583

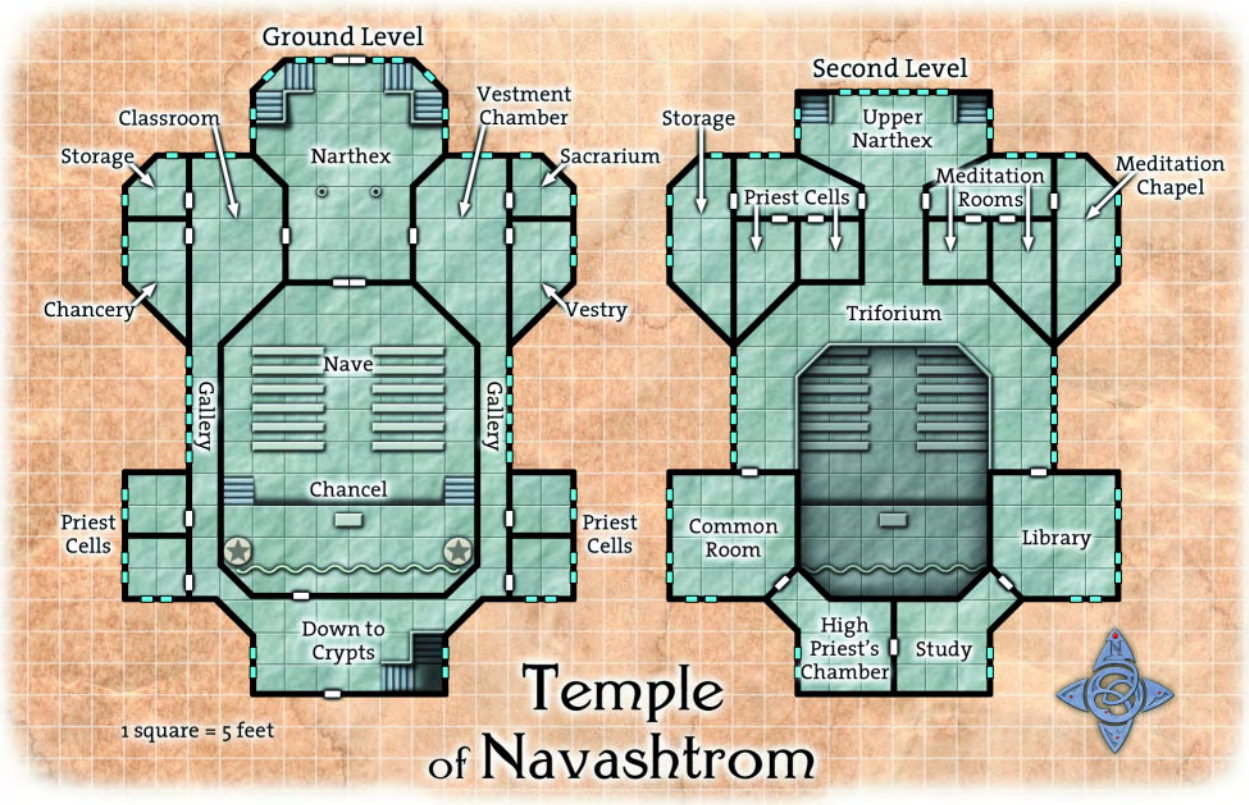
Brotherhood of Redemption, page 107
Rhodintor, page 628

Heartglow, page 642

Thoughtstone, page 166



The symbol of Navashtrom (page 70) is a circle, representing harmony. The circle is made from an arrow, representing the strength that provides that harmony.



In distant Ren Tehoth lies a place called the Borning Stone, significant to the religion of Navashtrom and his sister, Tardeshou, goddess of truth. The head of both churches is a female half-elf cleric named Reinym Ghar, the Great Warder.

Ghostly Minstrel, page 204



Urlenius is polite but blunt, because human society is confusing. He can get boisterous and seems a bit egotistical and showy. He loves to be the center of attention and tells wonderfully exuberant and grandiose stories that entertain Ghostly Minstrel patrons for evenings at a time.

The Star of Navashtrom is good-naturedly self-aggrandizing. Everyone in town seems to know him, and they all realize that half the things he says about his exploits are exaggerations at best, but he tells a story so entertainingly that they still like to listen. And besides, he is quite generous, both with his ale-money and with his praise. To be a friend of Urlenius is to be made to feel like a prince. "Ah, my friend! So good to see the finest swordsman in all the western lands again. Come, everyone, let me tell you of the time I and this excellent swordsman took on the great mind-worm of Hellsdark Hall with nothing but a pruning shears and an iron skillet. . . . "

Urlenius, Star of Navashtrom
Male ogre-mage (Large giant), (Neutral Good)
Cleric 3 (Navashtrom)/Fighter 1) **CR** 12
HD 5d8+15 +1d10+3 + 3d8+9 **hp** 74
Init +4 **Speed** 40 feet, fly 40 feet (good)
AC 20, touch 10, flat-footed 20
BAB/Grapple +6/+15
Attack +11 melee (2d8+8, halberd) or
+7 ranged (2d6+5, longbow)
Full Attack +11/+6 melee (2d8+8, halberd)
or +7/+2 ranged (2d6+5, longbow)
Space/Reach 10 feet/10 feet
SA Spell-like abilities
SQ Regeneration 5, SR 19, darkvision 60 feet, low-light vision
Fort +12, **Ref** +14 **Will** +6
Str 21, **Dex** 10, **Con** 17, **Int** 14, **Wis** 14, **Cha** 19
Crucial Skills: Concentration +10, Listen +9, Spot +9.
Other Skills: Knowledge (local) +6, Perform (oratory) +8, Spellcraft +4.
Crucial Feats: Cleave, Combat Expertise, Power Attack.
Other Feats: Improved Initiative, Lightning Reflexes.
Spell-Like Abilities: Caster level 9th. The save DCs are Charisma based.
1/day—*charm person, cone of cold, gaseous form, polymorph self,* and *sleep.*
At will—*darkness* and *invisibility.*
Domains: Good, Strength.
Spells: 4/3+1/2+1; save DC 12 + spell level.
2nd—*bear's endurance, bull's strength, silence.*
1st—*divine favor* (2), *protection from evil, shield of faith.*
0—*detect magic* (2), *guidance, mending.*
Possessions: *+1 large halberd, +1 chain shirt,* masterwork large composite longbow (Strength +5), masterwork arrows (20); four *ioun stones*: dusty rose prism (+1 deflection bonus to AC), vibrant purple prism (stores six spell levels: *cure moderate wounds* ×3), pink and green sphere (+2 Charisma bonus), iridescent prism (*true seeing* at will); a pair of gold bracers worth 50 gp each, a gold ring worth 100 gp, 39 gp, 44 sp.

TEMPLE OBSERVATORY OF THE WATCHER OF THE SKIES

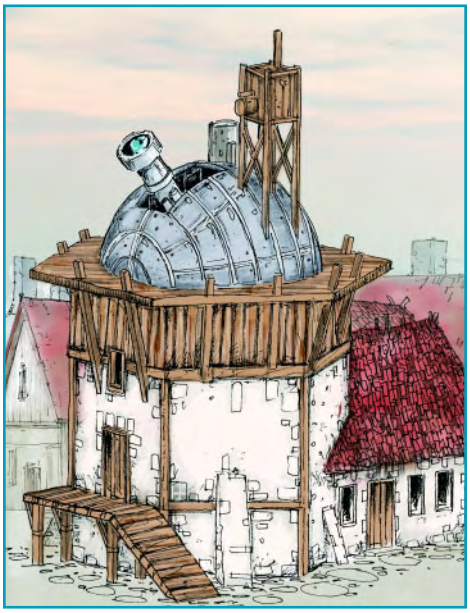
Street of a Million Gods (#142, H4); see map, page 390 52,400 gp

The most distinctive portion of this temple is the cylindrical observatory with its giant telescope, used to observe significant events and omens in the skies, particularly the night sky. Extremely proud of the marvel that is their telescope, the priests even give demonstrations and tours to people interested in it—proselytizing as they do. Besides the observatory itself, its facilities include a meditation room, library, and housing for its six clerics. The high priest's spacious chambers are connected to his office by an unlocked secret door (Search, DC 20). And secrecy is very important to him.

The telescope is almost two hundred years old, but it has been cared for with loving and lavish attention. It is both technological and magical. With it, one can peer into the night sky and see objects and events invisible to the naked eye (planets, other planets' moons, comets, planetoids and—occasionally—strange, nigh-unknowable creatures that fly through these outer regions with affairs of their own). Observers can also use it to interpret how these heavenly bodies relate to events, and even future events, in the world.

Of late, the telescope has occasionally been trained—during sunlit hours, on clear days—upon Goth Gulgamel and even Jabel Shammar. The telescope is warded with many spells and magical alarms alerting the clerics of the temple if anyone unauthorized disturbs or endangers it in any way.

Encounter: An impoverished young woman with three small children in tow prays for guidance in the temple, hoping that she can be shown a better future that will raise her above her miserable present. As the player characters enter, she asks one of the priests of the temple for a few copper coins to buy food for her children, and the priest makes a big show in front of the PCs of giving her a silver coin.



The High Priest

The current high priest of the Watcher of the Skies is Helmut Itlestein, also known for being the head of the republican movement. Some Ptolusites consider Helmut the most dangerous man in the city. Long ago, he began seeing signs and portents in the sky that led him to believe Ptolus was in danger. Helmut loves Ptolus and believes it should be an independent city-state with an elected government.

After lengthy studies of the stars, he ascertained that children would be born with certain runes upon them, like the runebearers of old. These children are harbingers of the doom that is coming, and he will do whatever it takes to stop them. Even if it means slaying these children. Even if it means obtaining powerful artifacts of evil. Even if it means slaying the Commissar, the Holy Emperor, and whoever else stands in his way, and taking control of Ptolus by force. "I would ally myself with Raguel himself if I thought it would save the city," he has been quoted as saying.

Helmut is neutral in alignment, but the *staves of Ghul* are slowly turning him to evil. Accompanying him at all times is a shield guardian with a *cure critical wounds* spell stored within it, to be cast if Helmut drops unconscious (or if he commands it to cast it).

Helmut Itlestein
Male human (Neutral)
Cleric11 (Watcher of the Skies)/fighter6 **CR** 18*
HD 11d8+44 + 6d10+24 **hp** 165
Init +6 **Speed** 20 feet
AC 28, touch 16, flat-footed 27
BAB/Grapple +14/+18
Attack +24 melee (2d8+9, magical battlestaff)
Full Attack +21/+16/+11 melee (2d8+9, magical battlestaff) and +21 melee (2d8+7, magical battlestaff)
Fort +16, **Ref** +7, **Will** +15
Str 19, **Dex** 15, **Con** 18, **Int** 12, **Wis** 18, **Cha** 12
Crucial Skills: Concentration +15, Hide +4, Jump +11, Listen +6, Spot +9.
Other Skills: Handle Animal +9, Knowledge (arcana) +14, Knowledge (history) +5, Knowledge (religion) +15, Ride +7, Spellcraft +7.
Crucial Feats: Improved Sunder.
Other Feats: Alertness, Craft Wondrous Item, Empower Spell, Heighten Spell, Improved Initiative, Iron Will, Power Attack, Scribe Scroll, Two-Weapon Fighting, Weapon Focus (staff).
Domains: Air, Knowledge.
* CR 1 higher than normal due to staves.

MAP PAGE 369

Watcher of the Skies, page 70
Republican movement, page 150

Helmut's older sister, Narya Itlestein (female human expert4) works as the administrator of the Stockyards in the Guildsman District (page 191). She attends services at her brother's temple.

Runebearers, page 60

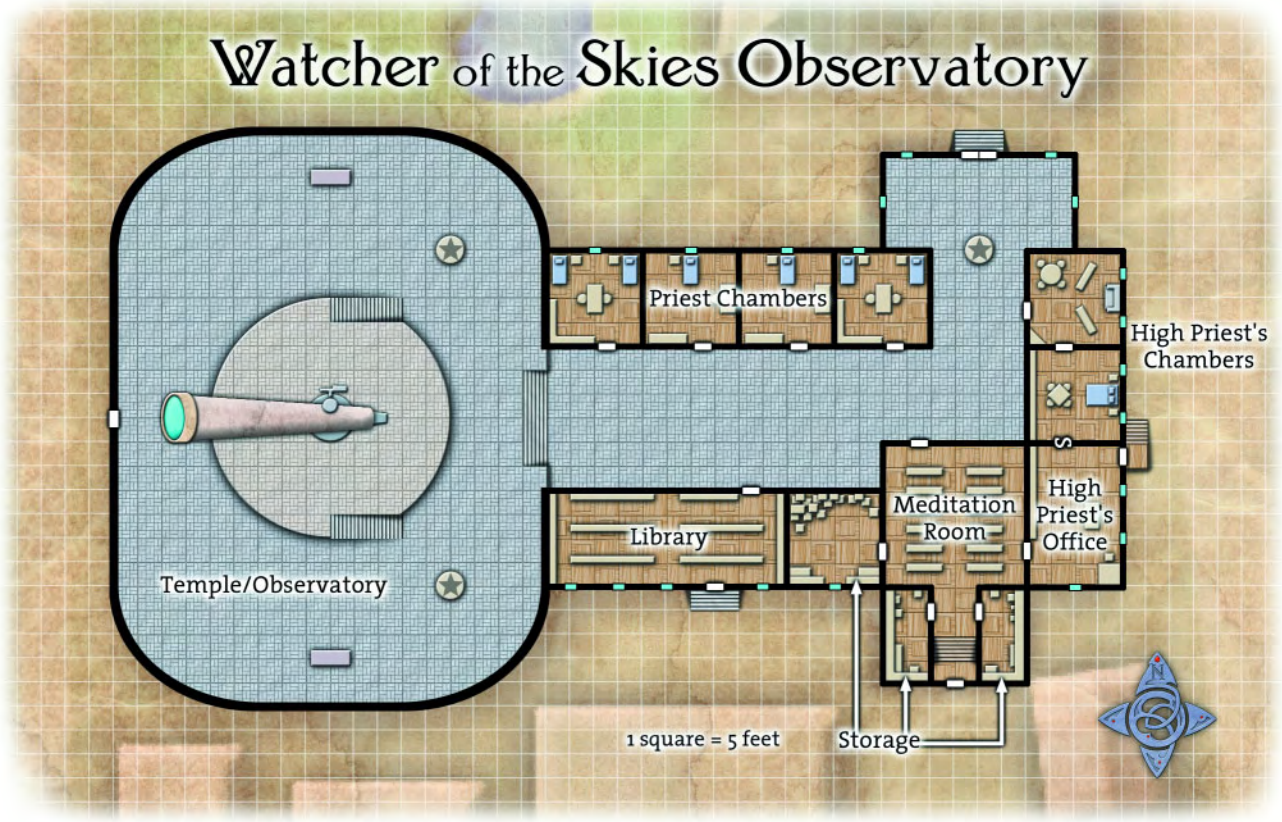
Helmut's second-in-command is Unosh Teversan (male half-elf cleric6), but he does not share the high priest's political views.

Staves of Ghul, page 390

Goth Gulgamel, page 486
Jabel Shammar, page 501

Seeking to kill all runebearer children born in the city, Helmut Itlestein has recently paid a group of thugs to slay the young star of the play "The Boy Who Could Sing" at the Cloud Theater in Midtown. He failed to mention that the runebearer boy, Dullin, is the grandson of crime lord Menon Balacazar.

The names of all the runebearer children in Ptolus at the present time are Corrent Apathi, Darata Chornim, Dullin Balacazar, and Tarthia Kor.



The Staves of Ghul

While he was alive, Ghul wielded two short battlestaves imbued with great power. First, their raw power allows the wielder to use wish *once per week. Further, they offer the wielder a +5 deflection bonus to Armor Class while in hand. If used in battle, each is a +5 one-handed weapon that strikes for 2d8 points of damage. Lastly, they allow the wielder to use the following powers at will:* fear *(Will save, DC 17),* wall of force, *and* disintegrate *(Fortitude save, DC 20).*

Both staves must be in hand for any of the powers to function. The staves are chaotic evil with Intelligence 10, Wisdom 9, and Charisma 13. They are empathic and have an Ego of 19.

Strong transmutation, CL 19th

Assess creature, page 639
Ratmen, page 625
Galchutt, page 60

Spells: 6/6+1/5+1/5+1/4+1/2+1/1+1; save DC 14 + spell level.
6th—*chain lightning,* heightened *flame strike.*
5th—*break enchantment,* empowered *searing light, true seeing.*
4th—*air walk, discern lies, neutralize poison, restoration, summon monster IV.*
3rd—*dispel magic, gaseous form, invisibility purge, protection from energy, searing light, wind wall.*
2nd—*aid, augury, bull's strength, detect thoughts, silence, spiritual weapon.*
1st—*bless, divine favor, doom, entropic shield, obscuring mist, sanctuary, summon monster I.*
0—***assess creature****, detect magic* (2)*, guidance, mending, read magic.*
Possessions: *+4 full plate armor,* ***staves of Ghul****, belt of giant strength +4, shield guardian amulet,* 100 pp, 255 gp.

Campaign Use

Helmut Itlestein is set up as a campaign "villain." He presents an interesting challenge to the player characters, because he is not evil, nor even selfish. He has only the city's best interests at heart and honestly loves Ptolus and its people more than anything. He is even right, after a fashion—the children being born with runes are related to a coming time of great change and possibly doom (see Chapter 6 in *The Night of Dissolution* adventure on the CD-Rom included with this book).

TEMPLE OF THE RAT GOD

Street of a Million Gods (#153, H5); see map, page 394 1,100 gp

Tucked away amid a number of other very small temples literally built one atop another, the Temple of the Rat God appears to be nothing more than a nondescript door leading to the half-basement level of one of the adjoining temples.

Those few who have even heard of the Rat God know him to be a cruel, petty, and bloody deity venerated by those who revere vindictiveness, selfishness, and spite. He also is a god of pestilence, filth, and disease. It comes as no surprise to anyone that many of the followers of the Rat God are, in fact, ratmen. To protect themselves, these ratmen either pose as humans (heavily cloaked in voluminous garments) or never leave the temple by way of the streets.

But the secrets of this temple go deeper than just the presence of the ratmen. In truth, there is no Rat God at all. This hidden temple is a front for the veneration of Abhoth, one of the Galchutt. Its adherents and clerics are chaos cultists conducting vile, bloody rites.

The areas below correspond to the temple map on page 394.

The Sanctuary

The main sanctuary holds a large statue of an upright rat holding out its front legs like hands,

greedily, wearing a vicious and bloodthirsty sneer. Scrawled on the walls are crude, graffiti-like markings that say such things as "beauty in plague," "love is greed," and "the solace of filth."

The statue in the sanctuary secretly slides to one side (Search, DC 18) to reveal a staircase going down to underground chambers.

The Cellars (EL 3)

The staircase beneath the statue of the Rat God takes one down to the cellars. A secret room behind a secret door (Search, DC 20) is the lair of four ratman guards. They can watch out into the hallway via a peephole.

Ratmen, Ratlings (4): hp 5, 6, 6, 7; see Chapter 34: Monsters.

Down a hallway to the south lies the nest of a number of trained dire rats. Refuse and rotting garbage fills the large room. The dire rats will go hungrily to the aid of the ratlings to the north or to Silion and Urnest (see below).

Dire Rats (5): hp 5 each; see MM.

To the southwest of the dire rats' nest is a shrine to Abhoth that features a vast mural of the slimy, tentacled Galchutt on the southeast wall and an altar in the center that looks more like a large iron basin filled with garbage and slime. Characters who enter this chamber must make a Fortitude save (DC 16) or be infected with cackle fever (see "Disease" in Chapter 8: Glossary of the DMG).

To the southeast is a secret door (Search check, DC 18, to find) that leads eventually to passages within the Blessed Bridge.

Silion and Urnest (EL 4)

The heads of the Temple of the Rat God are Silion Ankismar and her husband, Urnest. Silion is a wanton, lascivious woman who wears an ornate breastplate and little else. Her husband, a wererat, enjoys the company of the dire rats that scurry about the temple and the ratmen who hide here more than that of humans, including his wife.

Their room north of the shrine is a chaotic jumble of garbage and filth. Within a locked iron box (Open Lock, DC 20) hidden under their bed (Search, DC 16) are various papers. One mentions the Ebon Hand cult, specifically the transformed "children of the hand" held there. (Finding this may lead the player characters to want to investigate that temple as well.)

Silion Ankismar, Priestess of the Rat
Female human (Chaotic Evil)
Cleric3 (Abhoth) **CR** 3
HD 3d8–3 **hp** 12
Init +2 **Speed** 20 feet
AC 19, touch 12, flat-footed 17
BAB/Grapple +2/+2
Attack/Full Attack +4 melee (1d8+1, heavy mace) or +4 ranged (1d8, light crossbow)



MAP PAGE 369

Blessed Bridge, page 370

The chaotic evil Rat God (Abhoth, Source of All Uncleanliness) is associated with the domains of Chaos, Evil, and Destruction.

Ebon Hand cult, page 379

While the papers under Silion and Urnest's bed might lead the PCs to the Temple of the Ebon Hand cult, they are not enough to interest the City Watch. The guards know how easily such things can be faked.

THE GODSDAY FESTIVAL AND TOURNAMENT

There's no more important day on the Ptolus calendar than the Fifth of Rain: Godsday, a celebration of all gods and everything they have provided to mortals, including the bounties of food, family, prosperity, the gift of life, and even such things as safety, rest in the afterlife, and creation itself. Even irreligious individuals enjoy the festivities and see the value of counting one's blessings (no matter where they come from). In fact, Godsday has less to do with religious faith and observance and more with giving thanks.

Thus, despite its name, Godsday is not a true religious observance for most people. Few religions declare it an actual holy day—the Church of Lothian once actually denounced the celebration as an observance of devils. Today, forces in the Church are pushing to make it an actual holy day, but the Church hierarchy still harbors too many conservatives for such a thing to happen.

Travelers come from the small communities outside the city to partake in the festivities, while many people have the day free from work; others, such as tavern owners, restaurateurs, and so forth, are busier than ever. The festival is so large that most Ptolus inns fill up quickly. Locals take in boarders to help accommodate all the visitors to the city, plus earn a few silver coins. Some vendors increase their prices, particularly in areas frequented by out-of-towners, but most seem content to keep their prices fair and simply enjoy the influx of additional customers ready to spend cash. Restaurants, taverns, and pubs overflow on Godsday and the night before; visitors normally arrive a day early, since the festivities begin at dawn.

The Godsday Tournament

The day is filled with parties, family reunions, and feasts, but the most important event is the Godsday Tournament. While other communities throughout the Empire observe Godsday, the tournament is unique to the city of Ptolus. Originally developed by the noble houses (in homage to an even older tradition that pitted them against one another in a series of athletic events), the Godsday Tournament is now open to all. The noble houses usually sponsor various participants, and many of them consider multiple trophies such a point of pride and prestige that they spend liberal amounts of gold to ensure their wins. The tournament is held in an area known as the Tournament Field north of the city wall.

Events

Many tournament events take place throughout the day, in many different categories. The events include the following:

Athletic Events
- Hundred-yard race
- Half-mile race
- One-mile race
- Archery
- Balance beam
- Hammer toss
- High jump
- Javelin throw
- Long jump
- Rope climb
- Weightlifting

Combat Events
- Beast fights
- Jousting
- Single combat
- Team combat
- Spell challenges

Artistic Events
- Cooking competition
- Dance competition
- Eating competition
- Song competition
- Spell artistry
- Tale-telling competition

Athletic Events

Most events in the tournament are sport-related: races, feats of strength, and so on. These test the abilities of the contestants, but each involves skill as much as strength, speed, and agility.

Races: For the hundred-yard race, all involved players make a Dexterity check. For the half- and full-mile races, average a Dexterity and Constitution check for each. Then apply the following modifiers:

- For all such races, participants with other than Speed 30 feet must subtract 5 from the check for each 10 feet of speed they have below 30 or add 5 for each 10 feet of speed over 30.
- The Run feat adds +4 to this check.
- The Endurance feat adds +2 to the half-mile and +4 to the full-mile races.
- Ranks in Profession (athlete) also add to the check—this is a new variation on the Profession skill, only really applicable here and in similar cases.



Archery: The archery competition involves making ranged attack rolls with a bow of the contestant's choosing, although magical bows and arrows are not allowed (masterwork bows are). The Armor Classes of the targets start at 15 and get harder and harder until all contestants but one are eliminated.

Other Events: The javelin throw, weightlifting, and hammer toss events are all Strength checks, although Professional (athlete) figures into these as above for races. The balance beam event is a Balance check, the jumping events are Jump checks, and the rope climb is a Climb check. Profession (athlete) does not play into these latter events.

Prizes: Prizes for all athletic events are 10 gp for first place, 2 gp for second place, and 5 sp for third. The one exception is the archery contest, which also includes a masterwork bow, a quiver of twelve masterwork arrows, and a single *+1 arrow* for the winner (donated by a sponsoring local bowyer and/or fletcher).

Combat Events

Some of the most popular events at the tournament are the combat events, usually called ringfights. These contests come in four different types: single combat, team combat, beast fights, and spell challenges. (Jousts, another form of combat event, are considered separate from the ringfights.) As the name suggests, each combat takes place in a ring delineated by ropes strung from three-foot-high stakes on the grassy field. For single combats, the ring has a diameter of twenty feet. For all the other types of ringfight, the diameter measures sixty feet.

Rules: None of the fights are to the death. A judge determines the fight's end and victor, although usually this is evident—most fights go until someone is unconscious or concedes. Nothing that could put spectators at risk is allowed, so fights are expected to be primarily melee affairs; officials frown upon spells with area

effects. Harming a spectator can lead to arrest by the City Watch, as can using undue force in a fight (continuing to attack an unconscious opponent, for example).

There are no restrictions on tactics, although generally the judges look very unfavorably on those who use poison and on those who use spells in ringfights other than spell challenges. Magical and other assistance from outside sources is not allowed, but *detect magic* or other investigative measures are used if any activities arouse suspicions.

Team combats involve pairs of combatants working together and fighting in the ring at the same time. Spell challenges are combats staged between two spellcasters, and only magic is allowed—no weapons. Beast fights pit one humanoid combatant against a monster that has been magically charmed to keep it from running amok or killing its opponent.

All ringfights come in three categories: novice, experienced, and expert. Combatants rate themselves and enter whichever category they wish, but those obviously fighting well below their appropriate category are likely to lose face and get heckled for being cowards.

Prizes: Prizes for the ringfights (other than beast fights) are awarded for winning each round, with a champion's purse awarded to the winner of the final match. The number of entrants determines the number of rounds, but usually there are five or six rounds total. Beast fights are always for the champion's purse, as there are no elimination rounds.

	Entry Fee	Prize Each Round	Champion's Purse	Typical Levels	Typical Beast
Novice	5 sp	5 sp	5 gp	1–2	Wolf or boar
Experienced	5 gp	5 gp	50 gp	2–5	Dire ape or owlbear
Expert	50 gp	50 gp	500 gp	5–8	Dire bear or grey render

Clerics and vendors hawking healing potions frequent the fights to help those wounded in the contests, either for a donation or a profit (some would argue that there is little difference).

Artistic Events

The artistic events in the Godsday Tournament are popular, particularly among those disinclined toward the more physical contests.

Magic: Spellcasters of all kinds come out for the popular spectator event of spell artistry, in which each contestant creates some flashy display of spellcasting.

When the event started twenty-two years ago, most casters used *prestidigitation,* but it didn't take long for more adept mages to use illusion spells to create amazing images and moving shows. Others with a flair for the dramatic use spells like *fireball* and *lightning bolt* to create shocking displays of sight and sound. (In all cases, a Spellcraft check determines how visually pleasing the effect is; the more powerful the spell, the more it is likely to impress the judges.)

The Dreaming Apothecary (see "Inverted Pyramid" in Chapter 6: Organizations) sponsors a special 1,000 gp prize for the winner, although the money must be put toward an item to be made.



Performances: The song, dance, and tale-telling competitions are popular entertainments, usually held in the evening before a large crowd. These are all Perform checks. Prizes for the music-related events are sponsored by the Conservatory (see Chapter 12: Nobles' Quarter) and amount to 500 gp for the winner and 100 gp for two runners-up, applied to tuition at the school. Prizes for the tale-telling competition are 10 gp for the winner and 3 gp for the two runners-up.

Food Events: The cooking competition actually breaks down into a number of different events, including beverages, hors d'ouerves, soups, main courses, and desserts. The winner of each event gets a gold-plated trophy worth 5 gp. This contest involves Profession (cook) checks.

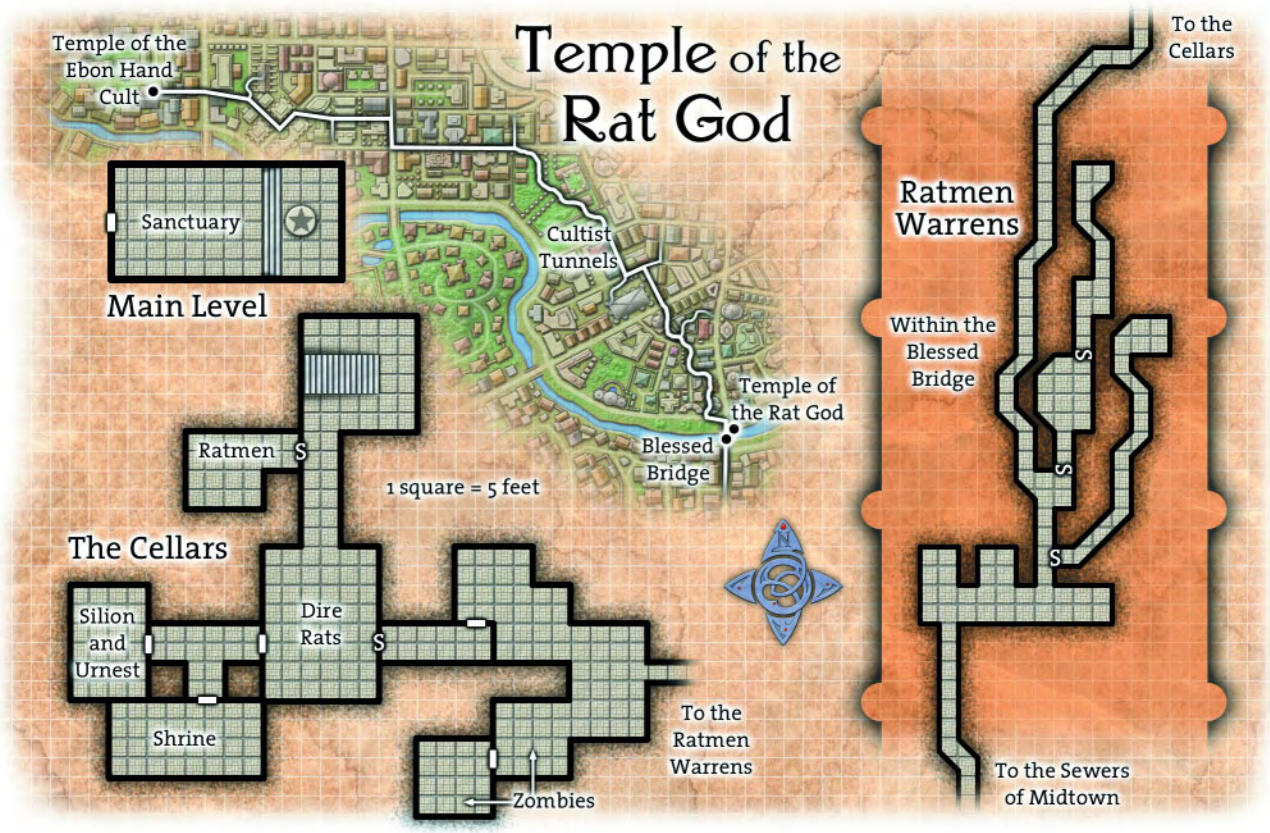
The eating competition is hardly "artistic," but it does draw a crowd. Contestants are forced to eat large amounts of various kinds of food very quickly. The one who eats the most in five minutes is the winner, for a prize of 10 gp. This competition requires an opposed Constitution check from all the participants.

Gambling

Wagering on the tournament events is extremely common, both formally at the various betting stalls (where odds are given) and informally among spectators and even participants.

Other Tournament Attractions

Even those not taking part in the competition can entertain themselves with games of skill and chance (such as ring tosses or dart throwing), food from all manner of vendors (pies, custards, cakes, honeyed rolls, cooked meats, dried meats, fruit, candy, and more), and entertainers of all kinds (jugglers, comedians, singers, actors, dancers, and so forth). Games and food range in price from a copper or two to perhaps a silver piece, while the entertainers simply hope for donations.





INFO CHECKS

A Knowledge (local) or Gather Information check reveals something about the Rat God temple:

The Temple of the Rat God is a foul chapel somewhere in the Temple District (DC 18).

The Temple of the Rat God is located near the north end of the Blessed Bridge (DC 20).

The Temple of the Rat God is filled with evil people and ratmen, doing gods-know-what (DC 25).

Fort +2, **Ref** +3, **Will** +6
Str 11, **Dex** 15, **Con** 9, **Int** 12, **Wis** 17, **Cha** 11
Languages: Common, Rattish.
Crucial Skills: Concentration +2, Listen +3, Spot +3.
Other Skills: Heal +8, Knowledge (dungeoneering) +2, Knowledge (history) +3, Knowledge (local) +7, Knowledge (religion) +6.
Crucial Feats: Combat Casting.
Other Feats: Scribe Scroll, Weapon Focus (heavy mace).
Domains: Chaos, Evil.
Spells: 4/3+1/2+1; save DC 13 + spell level.
2nd—*hold person, sanctuary, shatter.*
1st—*bless, cure light wounds, divine favor, protection from good.*
0—*detect magic, guidance, mending, read magic.*
Possessions: +1 *heavy mace*, breastplate, heavy steel shield, light crossbow, bolts (10), dagger, scroll of *inflict light wounds*, gold earrings worth 25 gp, 10 gp.

Urnest Ankismar, 1st-Level Wererat Warrior: 12 hp; see MM.

Under (Into) the Bridge (EL 4 and 5)

The temple's underlevels connect to a narrow passage that extends into and through the Blessed Bridge, which spans the King's River. Within the bridge, near its underside, are tiny, secret rooms. The chaos cultists who work with the Rat God's clergy hide here when they need to lay low.

The entrance to the passages is guarded by eight zombies covered in filth and disease.

Zombies, Human Commoners (8): hp 16 each; see MM (but each hit requires victim to make a Fortitude save, DC 12, or contract filth fever; see "Disease" in Chapter 8: Glossary of the DMG.

The warrens under the bridge have many secret doors (Search, DC 20, to find the sliding stone blocks hidden behind trash). There are at least six ratlings and a ratlord down there at all times.

Ratmen, Ratlings (6): hp 4, 5, 5, 6, 6, 8; see Chapter 34: Monsters.

Ratman, Ratlord: hp 22; see Chapter 34: Monsters.

Scenario

In their digging beneath the city, the ratmen discovered an ancient chaositech device and brought it to the Temple of the Rat God. The device is some kind of humanoid construct that no longer functions. The temple clergy put the word out on the street that they are looking for someone with machinery skills. The player characters, learning of this, can use the opportunity as an opening (even if they have to fake it) to infiltrate the temple and take it down from within.

TEMPLE OF TEUN

Chalice Road (#138, G4); see map, page 396
78,500 gp

Two large gears adorn the front of the Temple of the Mother of All Machines. Inside, the place smells of oil and metal, and the noise of churning gears and pumping pistons drowns out most other sounds. These smells and noises are holy to Teun, and the temple interior is basically one large machine that exists only for her greater glory—the complicated set of gears, pulleys, belts, and steam engines ultimately do nothing but work.

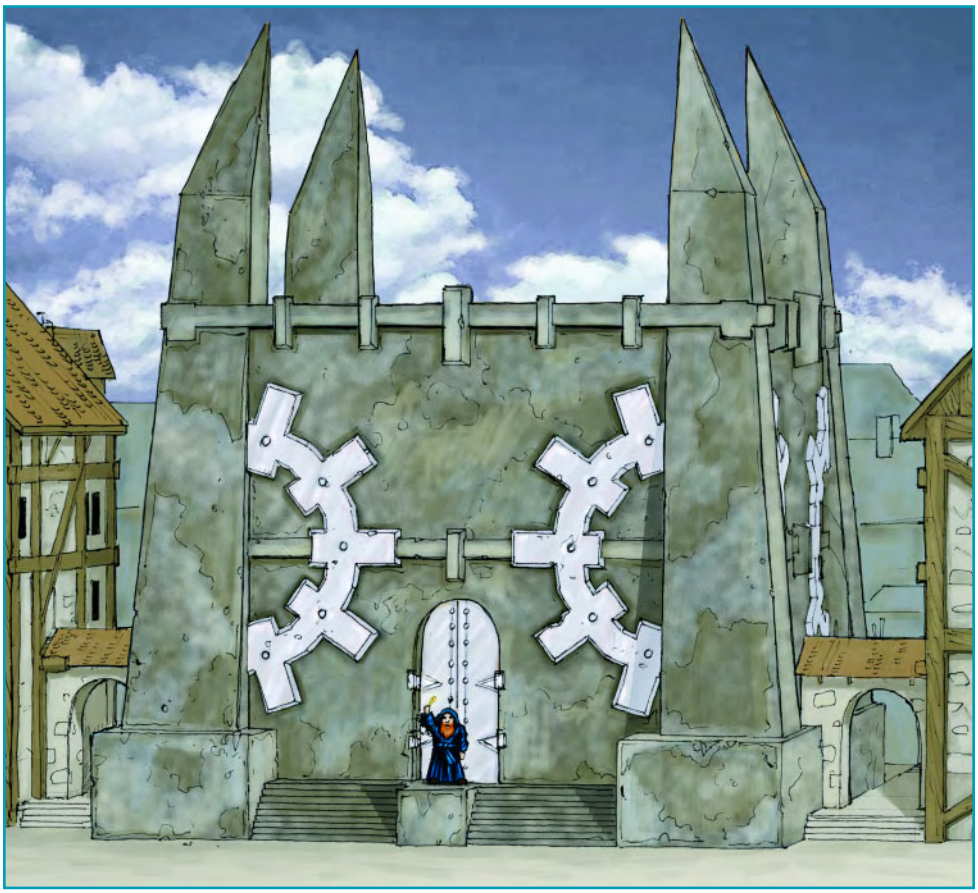
The temple is attended by a number of dwarves (male dwarf experts5), distinctive from the rest of their kind in their appearance and dress. They weave small steel gears into their greying black beards and their long hair. They cover their dark clothing with a leather apron full of pockets holding small tools, and they wear goggles over their eyes.

The Shuul use the Temple of Teun as their base of operations until the Tower of Science in Oldtown is completed. This means a dozen or so Shuul agents work within the temple at any given time, and Savane is often here as well. The Shuul's presence here is not common knowledge.

The high priestess of Teun—not just in Ptolus, but in the entire world—is an ancient, decrepit woman named Maeda Von Rustal. She can no longer get around easily on her own, but she has a steam-powered wheelchair (really more of a cart) with room for equipment or even another person. If she must engage in combat, she uses her spells exclusively.

As one of the most powerful clerics in the city, and the most powerful cleric in the worldwide religious hierarchy of the temple of Teun, Maeda Von Rustal is an extremely influential woman. As such, she is afforded many idiosyncrasies. For instance, Maeda never has anything positive to say about anyone or anything—even, in many cases, the goddess Teun herself. She refers to her deity the way others might refer to a friend they have had all their lives, and of whom they know everything, both good and bad.

The high priestess seemingly could find a grey cloud in any silver lining. Like someone's ill-natured grand-aunt, the old woman continually complains about her health and her need for her powered wheeled cart. She seems particularly belligerent to the dwarves who attend her. However, despite her goading, they virtually never speak at all.





Teun, page 70

Despite decades of declining membership, the faithful of Teun hope to see increased attention to their goddess, thanks to the support of the Shuul and their secret benefactor, Emperor Segaci (see page 79).

The Shuul, page 131
Tower of Science, page 334
Savane, page 133

A valuable apparatus of the crab *stolen from the temple some time ago sits now in a secret vault within the Longfingers Guild headquarters (page 434).*

INFO CHECKS

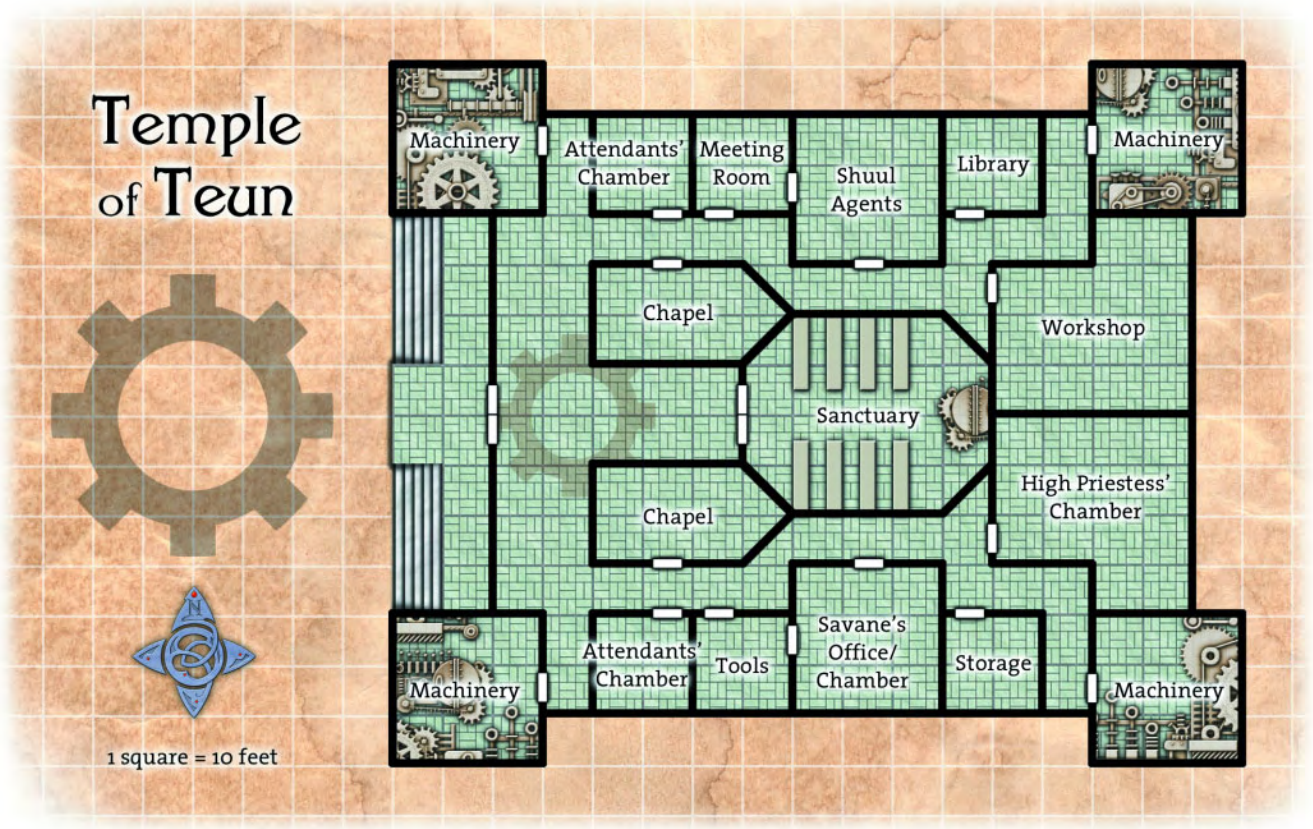
A Knowledge (local) or Gather Information check reveals a few details about Teun and her temple:

Teun is the Mother of All Machines (DC 15).

Maeda Von Rustal, the high priestess of Teun, is one of the most powerful clerics in the city (DC 20).

Savane of the Shuul can often be found at the temple of Teun (DC 22).

The Shuul use the Temple of Teun as a base of operations (DC 25).



Only women may be clerics of Teun, Mother of All Machines. Men, usually dwarven men, serve as attendants at services and watch over the Machine in the temple.



Repair device, page 644
Assess creature, page 639
Thoughtstone, page 166
Magnetic compass, page 564

Technology domain, page 637
Cannons of heaven, page 640
Create device, page 641

Shuul agents, page 133

High Priestess Maeda Von Rustal
Female human (Lawful Neutral)
Cleric19 (Teun) **CR** 19
HD 19d8 **hp** 88
Init –1 **Speed** 10 feet
AC 9, touch 9, flat-footed 9
BAB/Grapple +14/+11
Attack/Full Attack Spells only
Fort +11, **Ref** +5, **Will** +16
Str 5, **Dex** 9, **Con** 10, **Int** 14, **Wis** 20, **Cha** 15
Crucial Skills: N/A
Other Skills: Craft (alchemy) +13, Craft (machines)* +21, Heal +20, Knowledge (arcana) +18, Knowledge (history) +5, Knowledge (machines)* +25, Knowledge (religion) +22, Spellcraft +9.
Crucial Feats: Improved Counterspell, Improved Turning, Spell Penetration.
Other Feats: Brew Potion, Craft Wondrous Item, Heighten Spell, Maximize Spell, Skill Focus (Knowledge [machines]).
Domains: Law, **Technology**.
Spells: 6/7+1/6+1/6+1/6+1/6+1/4+1/4+1/3+1/3+1; save DC 15 + spell level.
9th—***cannons of heaven***, *miracle, summon monster IX, true resurrection.*
8th—*antimagic field, firestorm,* maximized *flame strike, shield of law.*
7th—***create device***, *dictum, greater scrying,* heightened *hold monster, repulsion.*
6th—*animate objects, greater dispel magic, heal, spell resistance, word of recall.*
5th—*break enchantment, dispel chaos, flame strike,* heightened *hold person, mass cure light wounds, summon monster V, true seeing.*
4th—*death ward, discern lies, greater magic weapon, neutralize poison, order's wrath, restoration, sending.*
3rd—*dispel magic* (2), *invisibility purge, magic circle against chaos, protection from energy,* ***repair device***, *searing light.*
2nd—*aid, align weapon, calm emotions, eagle's splendor, hold person, silence, spiritual weapon.*
1st—*bless, command, detect chaos, divine favor, doom, protection from chaos, sanctuary, shield of faith.*
0—***assess creature***, *detect magic, light, guidance, mending, read magic.*
Possessions: *Periapt of wisdom +4, greater strand of prayer beads,* ***thoughtstone***, *pearl of power* (6th-level spell), *darkvision pill,* steam cart* (medium)*, healer's kit, pocketwatch, spectacles, **magnetic compass**, bejeweled holy symbol worth 1,200 gp.
* See Chapter 29: Technology.

Encounter: As the player characters approach the doors of the temple, they open. Coming out of the temple, three **Shuul agents**—shaved heads, black leather coats, goggles, and all—sneer at the group, almost as one. They seem in a hurry to get somewhere and have little time to dawdle, no matter what the player characters decide to do.

OTHER LOCALES

Although not a complete listing by any means, the locations in the table at the bottom of the page can enhance a group's discovery of the Temple District in a Ptolus Campaign.

MISCELLANEOUS TEMPLE DISTRICT NPCS

The Temple District teems with interesting individuals. These are only a sample.

SHIBATA

Shibata is a minotaur priest of Niveral, God of Secrets. Although there is a temple of Niveral on the Street of a Million Gods, Shibata rarely goes there, and when he does it is just a quick pilgrimage. The clerics of the temple (mostly humans) have always made him feel uncomfortable and unwelcome.

Life in the city is not easy for Shibata. Prejudice and distrust have become part of his daily life. A few other minotaurs live in Ptolus, but Shibata does not socialize with them. He doesn't socialize with anyone. Instead, he haunts libraries and wanders the streets of the Temple District alone, searching for strange and obscure secrets of little meaning to anyone but him. While he has ranks in few knowledge skills, his pursuit of secrets grants Shibata a small chance of knowing just about anything. If a character befriends him—always a difficult task—the priest could become a source for all kinds of information.



Shibata
Male minotaur (Neutral)
Large monstrous humanoid
Cleric8 (Niveral) **CR** 12
HD 6d8+12 + 8d8+16 **hp** 91
Init –1 **Speed** 20 feet
AC 23, touch 8, flat-footed 23
BAB/Grapple +12/+22
Attack +19 melee (1d8+10, quarterstaff) or +17 melee (1d8+6, gore)
Full Attack +19/+14/+9 melee (1d8+10, quarterstaff) and +15 melee (1d8+6, gore)

MAP PAGE 369

One of the purviews of the god Niveral are the so-called Five Lost Lores: five secrets of vast mystical power. They are so secret, in fact, that of the five, only the name of one is known That is the Lore of the First Fire. This primordial flame, if it can be mastered, is not destructive but a flame of creation that reflects the power Praemus used to forge the world.

Niveral, page 70

In her secret room in the Dark Reliquary (see page 247), Lilith keeps records that describe the location of chambers devoted to the Cults of Chaos beneath the Temple of the Fifty-Three Gods of Chance. For details on this secret temple, see Chapter 6 in The Night of Dissolution *on the CD-Rom included with this book.*

Other Locales in the Temple District

Name	Type	Location	Proprietor	Staff	Notes
Alaina Bellsong		Golden Elm Way (#135, G4)	Alaina Bellsong (female halfling expert3)	0	Dreamspeaker
Denthon's		Golden Elm Way (#164, I4)	Roland Denthon (male human commoner3)	3	Coffin maker
Mustek's Shop		Malav Street (#157, I4)	Kavral Mustek (male human commoner4)	1	Sells religious tracts and paraphernalia
Striknos'		Lost Street (#133, F4)	Striknos (female half-orc commoner4)	11	Illegal brothel, gambling den, and drug parlor
Temple of Celestan		Chalice Road (#136, G4)	Ranael Silverstroke (male elf cleric13)	12	—
Temple of the Fifty-Three Gods of Chance		Street of a Million Gods (#150, H4)	Jewel Nabbascor (female human cleric9)	13	Chaos temple below; see Chapter 6 in *The Night of Dissolution.*
Temple of the Frog		Lachros Street (#163, I5)	None	0	Abandoned ruin
Temple of Inurath		Sunrise Street (#144, H5)	Anais Abendroth (female human cleric11)	7	—
Temple of the Iron God		Runic Street (#141, H4)	Werden Barras (male human cleric8)	5	—
Temple of Kharos		Glory Street (#158, I4)	Barclay Keel (male human cleric7/wizard4)	4	—
Temple of Melann		Chalice Road (#139, H4)	Matthias Fenta (male human cleric8)	5	—
Temple of Mocharum		Malav Street (#161, I5)	Urthain Lawstone (male dwarf cleric9)	10	—
Temple of Phoeboul		Runic Street (#140, H4)	Avalia Riversong (female elf cleric7)	6	—
Temple of Ynchabolos		Street of a Million Gods (#146, H5)	Rentan Yager (male human cleric8)	3	—

Assess creature, page 639



Technically, Talenta is a trumpet archon. However, in Ptolus, "angel" is synonymous with "celestial."

SA Powerful charge (+17 attack, 4d6+9 damage)
SQ Darkvision 60 feet, natural cunning, scent
Fort +10, **Ref** +8, **Will** +15
Str 22, **Dex** 9, **Con** 15, **Int** 10, **Wis** 18, **Cha** 9
Crucial Skills: Concentration +7, Listen +14, Search +10, Spot +14.
Other Skills: Heal +10, Knowledge (religion) +6, Spellcraft +4.
Crucial Feats: Combat Casting, Power Attack.
Other Feats: Lightning Reflexes, Multiattack, Weapon Focus (staff).
Domains: Fire, Knowledge.
Spells: 6/5+1/4+1/4+1/3+1; save DC 14 + spell level.
4th—*divine power, sending, summon monster IV, wall of fire.*
3rd—*clairaudience/clairvoyance, dispel magic (2), protection from energy, searing light.*
2nd—*bear's endurance, bull's strength, detect thoughts, hold person, silence.*
1st—*bless, burning hands, divine favor, doom, sanctuary, shield of faith.*
0—***assess creature**, detect magic, guidance, mending, read magic, resistance.*
Possessions: *+2 full plate armor, +1/+1 large quarterstaff, pearl of power* (1st-level spell), scroll of *air walk*, scroll of *neutralize poison*, flasks of holy water (3), healer's kit, gold holy symbol worth 500 gp, a pair of gold bracers worth 500 gp each, 543 gp.

TALENTA

Talenta is a rogue angel who was forced to leave the Pale Tower because the Malkuth disagreed with her ideas. Talenta seeks to eliminate evil in the world and has devised the means to carry out her plan. She came to the world with her magical creation only about a decade ago, and now she is ready to use it.

Pale Tower, page 329
Malkuth, page 129

While in the Celestial Realms, Talenta created viral goodness: a magical "plague" that spreads via contact and forces anyone exposed to it to make a Will save (DC 18). Those who fail find their alignment changed to good, if it is not good already. Other angels feel abhorred by the idea of using an outside force to compel creatures to be good against their will, but Talenta sees it as the only way.

Some of the Malkuth search for Talenta to stop her from carrying out her plan, but they are too late. She has released the viral goodness in the Temple District and now waits, hiding in the shadows, to see what happens next.

Talenta, Trumpet Archon: 126 hp; see MM.

TIEL LAWLEY

Tiel Lawley is a well-known sight around the Temple District. He is known for his winning smile and boyish good looks, but also for the incredible number of weapons he carries on his person at any one time. Tiel professes to be a priest of battle—not a priest of the god of battle, or even of a god of war, but a priest of Battle itself. He also describes himself as a devotee of martial training, as though it were a religious path, not merely a field of study. Still, Tiel is not bloodthirsty. He does not revel in death: He revels in the fight. He is more than willing to offer quarter to those he defeats, assuring them that there is no shame or dire consequence for accepting it. He might even offer his opponents tips once the fight is over.

The young cleric/fighter sometimes volunteers to accompany adventurers on missions (as long as they do not break any major laws) involving combat. Tiel requests no payment or share of the subsequent loot—he firmly denies being a mercenary and says that he fights for the glory and honor of the battle itself. To take or earn money for doing so would be to sully its perfect nature.

While this may seem like a godsend to some in need of a strong, skilled warrior at their side, those who accept his offer should be warned: Tiel never avoids or backs down from a fight. If he finds someone with greater martial skill than



he, he may defer to that person, even at the expense of his own companions.



Tiel Lawley
Male human (Lawful Neutral)
Cleric 7 (Battle)/Fighter 5 **CR** 12
HD 7d8+14 + 5d10+10 **hp** 96
Init +7 **Speed** 20 feet
AC 19, touch 12, flat-footed 17
BAB/Grapple +10/+13
Attack +15 melee (1d8+5, battle axe) or +15 melee (1d6+5, flail) or +14 ranged (1d4+3, dagger)
Full Attack +15/+10 melee (1d8+5, battle axe), or +15/+10 (1d8+5, flail), or +11/+6 melee (1d8+4, battle axe) and +10 (1d6+2, flail), or +14/+9 ranged (1d4+3, dagger)
SA Rebuke undead 5/day
Fort +11 **Ref** +6 **Will** +9
Str 17, **Dex** 17, **Con** 15, **Int** 13, **Wis** 16, **Cha** 12
Crucial Skills: Concentration +9, Disable Device +7, Heal +10, Intimidate +3, Listen +4, Search +6.
Other Skills: Diplomacy +9, Knowledge (local) +5, Spellcraft +11.
Crucial Feats: Cleave, Combat Expertise, Improved Trip, Power Attack, Quick Draw.
Other Feats: Improved Initiative, Two-Weapon Fighting, Weapon Focus (battle axe), Weapon Focus (flail).
Domains: Strength, War.
Spells: 6/5+1/4+1/3+1/1+1; save DC 13 + spell level.
4th—*divine power, inflict critical wounds.*
3rd—*daylight, glyph of warding, magic vestment, prayer.*
2nd—*aid, bull's strength* (2), *cat's grace, shatter.*
1st—*cure light wounds, hide from undead, magic stone, magic weapon, protection from evil, protection from law.*
0—*cure minor wounds, guidance, light, mending, purify food and drink, virtue.*
Possessions: *+2 chainmail, +1 battle axe, +1 flail,* masterwork greatsword, masterwork short sword, masterwork longsword, masterwork daggers (10), *bracers of health +2, periapt of wound closure, oil of magic vestment +3, potion of haste,* **friendship band** inscribed with "Order of Iron Might," 18 pp, 18 gp.

MAP PAGE 369

Importing Gods From Other Settings

As discussed at the beginning of the chapter, it's easy to create new gods and place them in Ptolus. It's even easier to bring them over from other settings, whether it's one that you have created or one that has been published elsewhere. Deities from the Core Rules, for example, would all fit in nicely with no work.

Don't worry about two gods being too similar. As Ptolus represents the amalgam of so many cultures, one can easily imagine two or even three fire gods, multiple war gods, and so on, all having their own space on the Street of a Million Gods. These deities with similar portfolios might be natural allies or they might be jealous rivals, often depending more on their alignment than on anything else.

Friendship band, page 28



Chapter 18:
WARRENS

The smallest district in Ptolus is also the worst. The Warrens holds the city's slums, a place as lawless and dangerous as one might fear. Although you'll find no addresses or street names here, you might stumble upon the home of Jirraith, a crime lord with no appearance, and the headquarters of the Eight Shadows.





Locator Map

THE WARRENS IN BRIEF

Area: *13 acres*
Population: *About 2,000*
Primary Function: *Residential*
Primary Social Class: *Low*
None
None

Undercity, page 415

When newcomers to the city hear people talk about "the Warrens," they likely think that they refer to the Undercity, or even about a specific portion of the Undercity. Those well-schooled in history might even think it a reference to the Banewarrens (see page 419). These assumptions are incorrect, although more than one person has commented that the Warrens district "might as well be under the city" due to the tunnel-like feel of the place.

THE FLAVOR OF THE WARRENS

The Warrens is the darkest, poorest, and in some ways the most dangerous portion of Ptolus. It is also the smallest of the wards, no larger than some neighborhoods elsewhere in the city. The district is bordered by Salt Street to the west, the Cliffs of Lost Wishes to the east, and Seamist Street to the north; it peters out a block or two north of Curtain Street to the south. Despite its small size, however, this slum differs enough from the rest of the city to merit its own distinction.

The Warrens is a maze of ramshackle wood and stone buildings with crudely constructed additions made of poor quality wood. Many tenements were once buildings with other purposes—originally this wasn't a heavily residential district. Some doorways are nothing more than a piece of fabric or a wooden barricade. Windows are infrequent, and those that exist never have glass left in them. Many are boarded up. A few have iron or wooden bars over them.

The streets of the Warrens are as narrow as streets get in Ptolus, some only five or six feet across—a very narrow alleyway in the rest of the city—and most no more than ten to fifteen feet across. What's more, throughout much of the slums, people have constructed rough building additions that stretch across a roadway from one building to another. Thus, many streets of single-story buildings now have second stories stretching over the street. This turns the streets into tunnels that are dangerously dark even during the day and help give the Warrens its name and nature. These top levels frequently collapse onto the street below due to low-quality materials (boards stolen from fencing, rusted nails pulled out of other buildings, and so on) and unskilled, haphazard construction methods.

The Warrens stink of human waste, filth, and open cook-fires. The sewers beneath the district, never built to accommodate so dense a population, long since became plugged and frequently overflow.

Many residents of the Warrens keep dogs for protection against assailants and the slum's

surprisingly aggressive rats and dire rats. Many of those who live here walk around armed in some fashion. Most seem shabbily dressed and ill-mannered, but not all are evil by any means.

The crowded, dirty living conditions and the lack of money to pay for any kind of medical care makes the Warrens a breeding ground for disease. Conventional illnesses and death-dealing plagues run rampant here, far worse than elsewhere in the city. Those afflicted, too weak to earn money any other way, sit or stand along the side of the streets and beg. Of course, there is probably no worse place to expect handouts or charity than in the Warrens. Those who can do so beg in other portions of the city, but many of the diseased cannot make it that far.

Like disease, fire threatens the Warrens to a greater degree than the other districts of Ptolus. Makeshift housing built from discarded timbers flare like tindertwigs, given the opportunity. And without the City Watch or Fire Brigade—the Warrens has no Watchhouse or Firehouse—fighting fires becomes much harder, if not impossible. More than once, a potent blaze has taken out a large section of the slum. It never takes long for new, cheap buildings to replace those that burned away, however.

The Warrens host some extremely cheap and low-class brothels as well as a few drinking-houses without names or signs (almost no places of business in the Warrens actually have signs).

RUNNING THE WARRENS

Describe the Warrens as the worst, darkest slum the player characters have ever seen. Every building shows a crumbling façade, leans heavily to one side, or resembles nothing more than a firetrap, overcrowded with squatting families living a life of poverty. Every vacant lot teems with homeless indigents and aimless beggars. Wooden fences get stripped for firewood or building material. Flagstones pried up from the streets go to build walls.

Most likely, PCs who come to the Warrens will do so reluctantly, as outsiders. Even if they have established reputations for themselves in the city, the Warrens has its own outlook—the adventurers will just seem like rubes to most of these folk. Thus, the PCs still might get jumped by a band of muggers or assaulted by a cutpurse.

Player characters in the Warrens are probably there looking for someone or something. They'll see the place as a dangerous territory to make their way through and get back out again with haste—and that's not a bad thing.

It's fairly common knowledge that the City Watch does not patrol the Warrens or even answer calls from here. The Commissar's Men will go in, but only in large numbers, and only to deal with a situation that threatens districts beyond the Warrens, such as a large fire or a particularly bad riot. Otherwise, the Warrens remains basically an island of lawlessness in the city.



This is not to say that the Warrens runs amok in anarchy. Rather, the gangs of the district impose their own kind of rule, which amounts to capricious despotism and administration by terror and intimidation. In other words, interacting with NPCs in the Warrens has a very different feel than elsewhere in Ptolus. The player characters need to get by on their own strength, skill, or smooth words—there is no threat of law or order here. Before they go in, characters should know that foolishness or foolhardiness can get them killed, with no consequences for the murderers. PCs unwilling to interact with and most likely negotiate with criminals will have a very difficult time here.

GETTING AROUND IN THE WARRENS

More than any other district in Ptolus, the Warrens offers the biggest challenge to visitors. And it's not crime or danger. The Warrens is quite literally a maze without street names or addresses. Children too young to join a gang but old enough to fend for themselves on the streets serve as **touts** (guides) for visitors, usually for between three and five coppers, depending on how far the customers want to go. A tout isn't likely to warn his clients if the area they want to visit is particularly dangerous. In such a case, he just won't go the entire distance, but stops where he thinks it's relatively safe and gives directions for the rest of the way.

MAP KEY

313. Lackie's (page 407)
314. The Eight Shadows (page 405)
315. Addata Renalt's Home (page 411)
316. Jirraith's Lair (page 406)
317. Chapel of the Final Resolution (page 404)
318. Besson Cral's Home (page 411)
319. Madame Kaethea's House (page 408)
320. Desthi Nawta's Home (page 411)
321. Nul's (page 411)
322. Stoneday Shop (page 411)
323. Pale Dog Safe House (page 410)
324. Vistor Krun's Home (page 411)

City Watch, page 150
Fire Brigade, page 154
Fighting fires, page 586



Commissar's Men, page 149



Menon Balacazar, page 101
Kevris Killraven, page 121

Two groups in Ptolus work tirelessly to help the impoverished in the Warrens. The first is the Order of Dayra (page 67). Members of the order run soup kitchens around the edges of the slum and shelter the homeless and orphaned who need their help. The other group is the Knights of the Golden Cross (page 124), who receive special funding for this project from the Churches of Gaen, Navashtrom, and other good-aligned deities. The representatives of the knights attempt to help the youth of the Warrens stay out of—or get out of—the criminal gangs that virtually run the district. These benefactors help their young charges get out of the Warrens and find employment.

Life for the touts is rough, because the gangs and individual muggers and cutpurses know that these kids usually carry some cash. Sometimes a predatory thug will follow a guide and his charges so that he can rob the tout after the visitors are gone. Well-organized thugs will then report the location of the newcomers to a gang for a cut of what they get when they find and assault the visitors.

PEOPLE OF THE WARRENS

During the day, the streets are crowded with people of all races and both genders. A high percentage of the Warrens' inhabitants are unemployed. Many others are beggars. Still more are thieves, muggers, or other criminal types. Those Warrens residents with honest jobs usually work elsewhere—such as on the Docks or as manual laborers in the Guildsman District—and such work is rarely steady.

A few people manage to run businesses in the Warrens selling food or other necessities. Almost without exception, these businesses survive thanks only to the protection of a powerful criminal gang.

The people here are often cold, sick, bitter, and wary of strangers. Most harbor a real contempt for the city leaders and their representatives. They view crime lords in a far more sympathetic light than people who live elsewhere in the city would.

As previously mentioned, the Warrens became home not only to the destitute and the homeless, but also the unwanted: orcs, lizardfolk, goblins, ogres, dark elves, and other creatures who had somehow found their way into Ptolus but were unwilling to live under the city (see Chapter 20: The Undercity) made their homes here. Conversely, even the poorest dwarves or elves are unlikely to dwell in the Warrens.

It's too easy simply to make the people of the Warrens into wide-eyed waifs, helpless beggars, or crude thugs. Just like anyone in Ptolus, these people have their own complicated histories, intrigues, and politics. They also are not all slum-dwellers originally. Some might be in the Warrens to hide, either from the law or from some powerful organization. The crone who looks like an impoverished washerwoman and the man who appears to be a brain-addled drunk might be powerful adventurers in disguise or down on their luck.

Menon Balacazar holds the Warrens in the palm of his hand. His criminal rival, **Kevris Killraven**, holds little sway here, but then she and her organization have made virtually no attempt to gain any kind of foothold. It speaks to the differences between the two criminal organizations that the Balacazars use and exploit the Warrens while Killraven ignores the place and sets her sights immediately higher.

MAN ON THE STREET

Mina: This young human girl may be mistaken for a boy at first, given her rough appearance, wiry build, and short hair. Mina pretends to fear strangers and perhaps even acts a bit slow, but if she's given even a few coppers, she shows her true colors: she's extremely lucid, frank, and even a bit condescending. She knows her way around the Warrens incredibly well, understands the territories of the various gangs, and can find all the important locations. She steals when she has to in order to eat. She's likely on her way back to the old storehouse that a few families call home (as squatters), to see whether her father is sober. If he's not, she'll remain on the streets.

Tagg: A surprisingly fresh-faced half-elf youth, Tagg dresses shabbily in lots of layers—

HISTORY OF THE WARRENS

Slums are almost never created intentionally, and this is true of the Warrens as well. This, the most dilapidated and ill-kept portion of Ptolus, was once just the northern part of the Guildsman District, overlooking the Docks. As the Necropolis grew in size and in dire presence, the neighborhoods nearest it became less desirable places to live or work. In the north part of the Guildsman District, many homes were abandoned, and the city's most impoverished and undesirable residents moved in as squatters.

The population of the Warrens grew quickly. The Commissar's Men attempted to clear out the squatters a few times in those early days of the neighborhood (around 620 to 630 IA), but that only enabled landlords to move in and legally take possession of large sections of the district, charging rent to the same impoverished people who were previously squatting. In the years since then, the landlords have all been subsumed by organized crime. In recent decades, powerful crime lords like the Balacazar family (which still controls much of the Warrens) have realized the value of allowing the extremely impoverished to live for free in unsafe or unwanted buildings. Thus, many of the Warrens' residents are once again effectively squatters.



he can't afford armor, so he wears as many shirts and cloaks as he can to protect himself. Tagg carries a long dagger that he made himself from a strip of sharpened metal with a cloth-wrapped haft, and is quick to pull it out if he thinks he's being threatened. Tagg belongs to a small gang called the Narrow Street Boys, and he's likely off to meet up with his fellow gang members to commit some minor crime.

Ursah Renner: This human woman in her fifties is extremely ugly—she's clearly had a hard life, as shown by her missing teeth, her scars, hunched back, and limp. She may have some orc blood in her lineage. Ursah is likely carrying home a sack of flour she purchased to make the bread she sells out of her tiny flat. She pays rent to one of the local connected landlords, which also serves as protection money to keep the gangs away. She's honest, and she hates all the crime in the area, but she does what she has to do to survive. Her husband disappeared mysteriously years ago, and her children either died or have left.

WARRENS RUMORS

Without broadsheets or criers in the Warrens (almost none find their way here), rumor is the only way of disseminating information.

"The Vai Need Money." The Vai recently invested a great deal of cash in a failed assassination attempt on a noble. Now they need money desperately and will sell some of their low-profile contracts, either to freelancers or to the potential victims themselves—thus allowing people to buy their way out of a death mark. If this is true, it will greatly hurt the organization's reputation.

"The Urban Dragon." A black dragon has taken up residence in the Warrens and is attempting to form her own band of thugs, guards, and spies. Because she pays well, the dragon is attracting some local gang members, including even some Pale Dogs.

"The Temple of Destor." Destor, an illegal god, once had a temple on the cliff's edge in what is now the Warrens. While the temple was razed, some powerful relics supposedly remain below the site in a hidden underground level of the temple that still exists.

WARRENS LOCATIONS

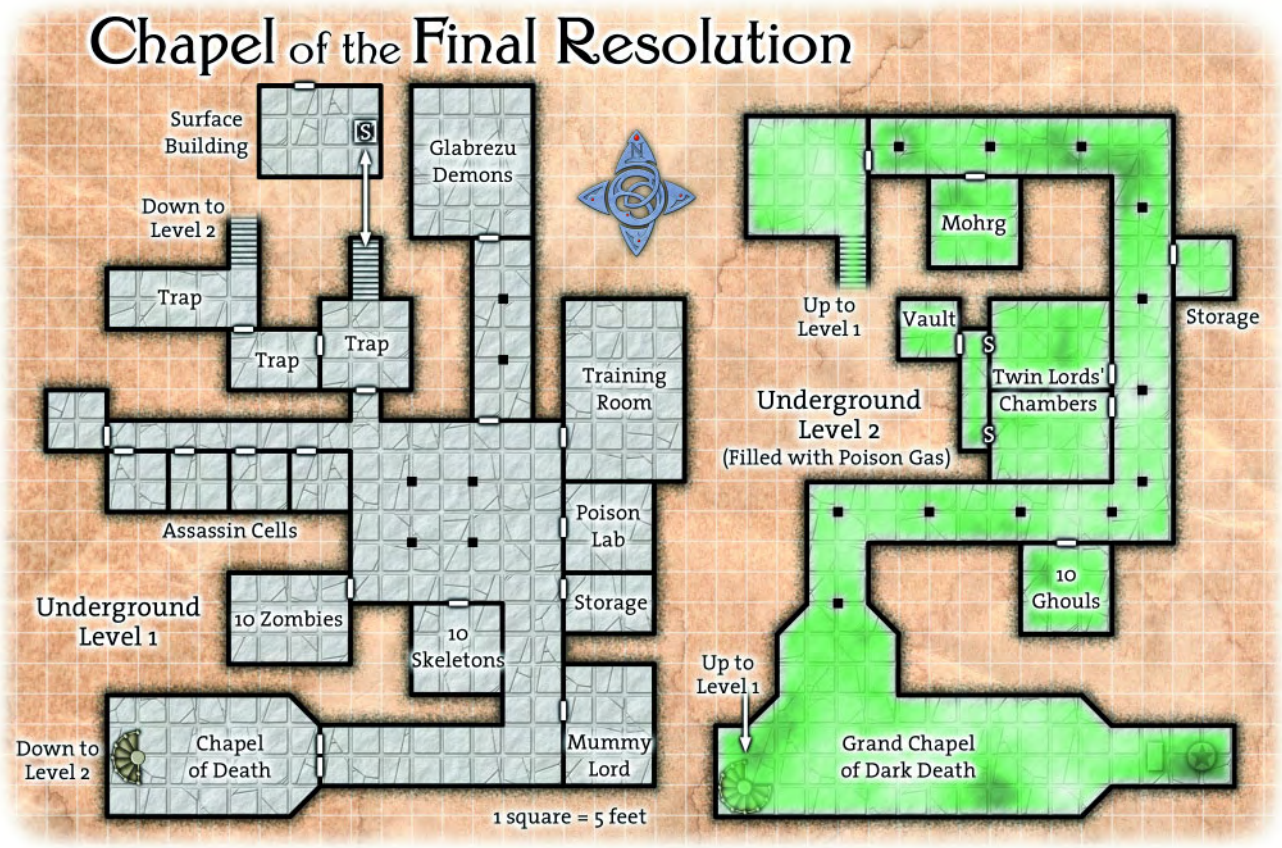
The locales that appear starting on the next page are just a few of the interesting or important places found in the Warrens. Because the tangled streets here have no names, these locations do not include specific addresses.

The Vai, page 139

Pale Dogs, page 131

Destor, page 69

The symbol of Destor, God of Ill Luck, is a lightning bolt. It represents the lightning that you would rather see strike your neighbor's house than your own.



Vai assassins, page 139



Twin Lords Keper, page 140



Vai symbol

CHAPEL OF THE FINAL RESOLUTION

(#317, L7) see map, above 50,000 gp

The headquarters of the Vai assassins consists of a free-standing wooden structure in the Warrens that no one seems to know anything about. Its vast underground temple complex is surrounded by a deadly, trap-filled maze containing secret doors and various tricks to confound, fool, or slay intruders. No unwanted intruder has ever found the Chapel of the Final Resolution and attempted to break in. Perhaps this is because the place is well hidden deep below the Warrens, or perhaps it's because of its many safeguards and traps. But more likely, it is thanks to the fearsome reputation of the Vai themselves.

Operating in tiny, isolated cells or as individual assassins, most members of the Vai rarely come to the Chapel of the Final Resolution. This also helps keep its location secret.

The interior of the chapel remains immune to any kind of divinatory effect. No one can scry, detect, or magically find any location, creatures, and objects within it, even with *discern location*. So mighty is this effect, established through powerful manipulation of negative and necromantic energy, that anyone attempting a divinatory effect to find the chapel, or anything or anyone within it, must make a successful Fortitude saving throw (DC 18) or go into cardiac arrest and fall to –8 hp immediately.

Thanks to this powerful protection, an assassin who slays a victim of importance usually comes to the chapel to lay low for at least two weeks. Aside from the twin Lords Keper, there are normally a few Vai assassins in the chapel. In addition, however, the chapel has a number of other guardians, as indicated below.

Vai Assassins (1d4): 27 hp each; see page 140.
Iron Golem: 129 hp; see MM.
Glabrezu Demons (2): 174 hp each; see MM.
Mohrg: 91 hp; see MM.
Mummy Lord: 97 hp; see MM (was once a 10th-level cleric of death).
Zombies, Human Commoners (10): 16 hp each; see MM.
Skeletons, Human Warriors (24): 6 hp each; see MM.
Ghouls (10): 13 hp each; see MM.

The lowest level of the chapel is filled with a toxic gas (Constitution damage 2d6/2d6, save DC 24). The Lords Keper have rendered themselves immune to it over time, and it does not concern the fiends and undead noted above, so they are the only ones to tread its unlit halls and worship in the Grand Chapel of Dark Death.

Messages travel to and from the chapel via secret courier: a half-fiend halfling ratcatcher

named Rintha (female wizard7) who brings coded missives with *illusory script* usually in the form of an invisible rat or insect. Rintha spends most of her time going between the Chapel of the Final Resolution and Kerrik's in Midtown, the contact point where prospective clients can get in touch with the Vai.

THE EIGHT SHADOWS

(#314, L7); see map, page 401 7,500 gp

Although they would like people to think otherwise, the Eight Shadows are not shadows in the undead sense. And, despite their name, they have no affiliation with House Sadar or the Knights of Shadow. Instead, they are all wizards in the employ of Menon Balacazar who operate out of the Warrens. They also own and operate a shivvel den and brothel that caters to some of the more depraved and violent desires of its despicable clientele. Drug addicts themselves, the Eight Shadows are consumed by vile drives and wicked needs. Their establishment, also called the Eight Shadows, traffics in the occasional slave or evil magic item as well.

Located within a nondescript dilapidated building in the Warrens, the Eight Shadows' den of iniquity is a winding, mazelike place filled with secret rooms and passages. The air here is thick with the cloying smoke of various drugs and the screams of those in pain or pleasure (or both).

The Eight Shadows serve as spies, enforcers, and assassins for their employer, in addition to dealing the vices he sells. They virtually never work directly with the Pale Dogs—in fact, Balacazar often uses these groups to check and balance each other in the district. It is not uncommon for the two bands to oppose one another.

If any of the Eight Shadows die, they are replaced with new recruits so that there are always eight wizards.

The Eight Shadows (8)
Male and female human (Neutral Evil)
Wizard6 **CR** 6
HD 6d4+18 **hp** 33
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +3/+3
Attack/Full Attack +4 melee (1d4, dagger) or +6 ranged (1d4, dagger)
Fort +6, **Ref** +5, **Will** +9
Str 10, **Dex** 15, **Con** 17, **Int** 17, **Wis** 12, **Cha** 11
Crucial Skills: Concentration +10, Listen +3, Move Silently +7, Spot +3.
Other Skills: Craft (alchemy) +10, Diplomacy +3, Gather Information +2, Knowledge (arcana) +7, Knowledge (local) +10, Spellcraft +9.
Crucial Feats: Dodge.
Other Feats: Alertness, Heighten Spell, Iron Will, Scribe Scroll, Skill Focus (Move Silently).
Spells: 4/4/4/3; save DC 13 + spell level.
3rd—*haste, lightning bolt* (2).
2nd—*arcane lock, detect thoughts, knock, Mel's acid arrow.*
1st—*charm person, disguise self, mage armor, shield.*
0—*arcane mark, daze, detect magic, mage hand.*
Possessions: *Wand of magic missile* (CL 7th, 25 charges), *cloak of resistance* +1, scroll of *invisibility* and *blur*, *potion of cure moderate wounds*, masterwork dagger, silver cloak clasp worth 250 gp, 800 gp worth of drugs or other illicit goods, 450 gp.

Encounter: Following a pickpocket who has snatched the coin pouch from one of their belts, the player characters enter the Eight Shadows' lair. They immediately encounter a number of the place's guards (male human or orc warriors3). If they can avoid a violent encounter with these brutes (a bribe would be in order),





Kerrik's, page 221

House Sadar, page 94
Knights of Shadow, page 127
Menon Balacazar, page 101
Shivvel, page 557

The Eight Shadows take their name from the Lothianite belief that sins come in eight categories: a sin against a stranger, a sin against a friend, a sin against a family member, a sin against the land or nature, a sin against one's race, a sin against the Holy Emperor, a sin against Lothian, and a sin against oneself. These eight sins are also called the Eight Shadows.

The Eight Shadows make liberal use of charm person *spells to get what they need and to get themselves out of dangerous situations. The fact that this magic is illegal does not bother them in the slightest.*



Scrud, the leader of the Gutterkings, is slightly below average in height with unkempt black hair and bushy eyebrows. The unfortunately named youth has lived a very hard life already and is used to being treated poorly. He bullies and intimidates anyone who lets him.

they can search the place for their thief. While they search, they see Filas Nevish, a master in the Bankers' Guild, engaging in bawdy acts and drug use. Fearing potential blackmail, Nevish might send someone to follow the PCs and do them in.

Scenario: Menon Balacazar dispatches the Eight Shadows to the Docks to take a valuable cargo from an elven ship named *Elesmere*. The cargo, to be delivered to Doraedian Mythlord, consists of Charad Titan relics found on a small island in the Whitewind Sea.

Doraedian Mythlord, page 208
Charad Titans, page 77

The PCs either come upon the Shadows' attack on the ship by accident, are working for Doraedian to safeguard the cargo, or are hired to recover relics once they have been stolen. The last of the three options will involve some investigation to identify the Eight Shadows and find their lair.

JIRRAITH'S LAIR

(#216, L7) see map, page 401 3,000 gp

Gangs control the Warrens. The more prominent among them have the backing of various members of the criminal hierarchy. The largest of them all is a gang called the Pale Dogs, led by a mysterious man known only as Jirraith.

Pale Dogs, page 131

Jirraith's "headquarters" is the top floor of an average-looking tenement. He has no bodyguards at home, although he keeps a trained gibbering mouther there (he's conditioned himself to be immune to the gibbering). Even his closest lieutenants don't know Jirraith's true nature, although most suspect that he is, at the very least, a master of disguise. In truth, Jirraith is a doppelganger.



Jirraith comes and goes from his lair in different guises all the time, giving anyone paying attention the impression that a number of different people frequent the place. As a doppelganger, he can read the thoughts of those around him and uses this power to establish his identity and thus his authority when needed. Basically, he tells one of those under him something about themselves that no one else should know. The Pale Dogs call this "the Jirraith whisper."

Not far away lives a dark-haired, muscular aram named Tarkus (male centaur fighter4), who is also a member of the Pale Dogs. Tarkus serves as a frequent messenger for Jirraith, who comes to him with orders and instructions to pass along to the other gang members. Tarkus has a good deal more integrity and honor than his fellow gang members and can even be compassionate at times. Still, he's not stupid and may even be willing to take a bribe.

A small gang of young toughs that call themselves the **Gutterkings** patrol the streets around Jirraith's lair. The Gutterkings are led by a youth named Scrud (male human rogue2), who is all bravado and not much wisdom. Scrud is loyal to Jirraith, however, and makes sure he gets a warning if strangers start poking around the area.

Jirraith keeps Scrud and the Gutterkings well paid and independent of the Pale Dogs, just in case anyone within his own organization should try to usurp or betray him.

Gibbering Mouther: 42 hp; see MM.

Jirraith
Male doppelganger (shapechanger), (Lawful Evil)
Rogue8 **CR** 11
HD 4d8+12+8d6+24 **hp** 74
Init +2 **Speed** 30 feet
AC 18, touch 14, flat-footed 18
BAB/Grapple +10/+11
Attack +11 melee (1d6+1, slam) or +14 ranged (1d6+1, shortbow)
Full Attack +11/+6 melee (1d6+1, slam) or +14/+9 ranged (1d6+1, shortbow)
SA +4d6 sneak attack
SQ *Detect thoughts* (CL 18th; Will save DC 14 negates), change shape, evasion, improved uncanny dodge, trap sense +2, darkvision 60 feet, immune to sleep and charm effects.
Fort +11, **Ref** +12, **Will** +10
Str 13, **Dex** 15, **Con** 16, **Int** 15, **Wis** 19, **Cha** 14
Crucial Skills: Bluff +12, Escape Artist +13, Hide +16, Listen +16, Search +10, Sense Motive +7, Spot +10.
Other Skills: Diplomacy +12, Disguise +21 (+31 when using change shape), Forgery +10, Gather Information +7, Knowledge (local) +13, Open Lock +12, Profession (administrator) +10.
Crucial Feats: Dodge.
Other Feats: Alertness, Great Fortitude, Skill Focus (Hide), Weapon Focus (shortbow).
Possessions: *+1 shortbow*, arrows (20), *ring of invisibility* (with ruby), *ring of protection +2*, Large scorpion venom (4 doses), 90 pp, 340 gp.

Tactics: In a dangerous situation, Jirraith attempts to flee by becoming invisible, taking on a new form, returning to visibility, and blending in to a crowd somewhere. If he must fight, he assumes his real form and uses his fists. He carries a bow (often with poisoned arrows) to use in assassination attempts. He also carries a lot of cash with him to use in bribes. A very defensive thinker, Jirraith never puts himself at risk, either of discovery or of physical danger.

Scenario: A broadsheet (the *Undergrounder*) publishes an article declaring that one of the player characters is actually the mysterious criminal known as Jirraith who leads the Pale Dogs. The PCs can attempt to get revenge, but the damage to their reputation is done. The only way to prove that one of them is not Jirraith is to publicly expose the identity of the man themselves. Of course, doing so also will be valuable to other people (Kevris Killraven, the Shuul, the Commissar, to name a few), so the adventurers could earn some allies out of this if they handle things correctly.

LACKIE'S

(L6); see map, page 401; 350 gp

Lackie is a male Harrow elf whose real name is Lakimos. Lackie's is one of the small handful of unmarked pubs in the Warrens. Those who don't know it's there simply aren't welcome. The clientele are somber, looking to get drunk quietly and without disturbance or annoyance. Lackie, as he's called, sees to it that they get what they're after. The drink is strong, but not as strong as his bodyguards/bouncers, who keep the peace (male and female human warriors6). The patrons of the place don't care that Lackie is a Harrow elf. Any newcomer who makes an issue of it usually doesn't leave Lackie's alive.

Secretly, Lackie also goes by another name: the Beggar King. More than one hundred beggars in Ptolus meet once a week in the large abandoned warehouse behind Lackie's, where the elf gleans information from them about the city in general and orders them to look out for particular things or to frequent certain places. They all give him a 10 percent cut of their take. In exchange, he provides them with occasional protection and organization to help them earn the biggest takes.

However, what Lakimos really is after is information about members of the forces of chaos in or below the city. His army of beggars keeps an eye out for the tell-tale signs of the involvement of these Galchutt minions in events (as only their king could explain), even if they do not know what they truly are looking for.

Lakimos is a friend and ally of Karetsan in the Zar'at in the North Market.





Broadsheets, page 166

Kevris Killraven, page 121
The Shuul, page 131
The Commissar, page 149

Although few outside the Warrens have heard of Lakimos (or Lackie), most people have heard of the Beggar King. He is a feared, mysterious figure, and because no one knows anything about him, people spread all sorts of elaborate rumors about his nature and intentions. Some believe him to be a diseased beggar himself; others think him a ghost; still others imagine he is some strange, otherworldly being who only rarely takes human guise.

Tell-tale signs of the presence of creatures of chaos, according to the Beggar King's instructions, include strange odors, ordinary people not behaving quite normally, secretive cults, odd diseases, mutations, and weird devices that shouldn't work (but they do).

Elder Brood, page 634
Galchutt, page 60

Zar'at, page 310

INFO CHECKS

A Knowledge (local) or Gather Information check can offer a few details about dark elves in the city:

There are dark elves below Ptolus (DC 10).

There are dark elves hiding in Ptolus (DC 12).

Dark elves, by their very race, are illegal in Ptolus and are killed or incarcerated on sight (DC 15).

Dark elves occasionally find shelter in the Warrens (DC 20).

A half-elf named Madame Kaethea knows a lot about dark elves in the city (DC 22).

Madame Kaethea is actually a dark elf named Urshanna (DC 25).

Nluguran, page 456



Shilukar, page 617
Dark elf caverns, page 454

Gorgoth-Lol, page 60
Vested of the Galchutt, page 60

Zaug, page 633

For more on dark elves as an NPC race, see page 57

Lakimos (a.k.a. "Lackie")
Male Harrow elf (Neutral Evil)
Wizard5/fighter3/rogue3 **CR** 12
HD 5d4+10 + 3d10+6 + 3d6+6 **hp** 61
Init +7 **Speed** 30 feet
AC 17, touch 13, flat-footed 14
BAB/Grapple +7/+9
Attack +11 melee (2d6+6, greatsword)
Full Attack +11/+6 melee (2d6+6, greatsword)
SA Spell-like abilities, sneak attack +2d6
SQ Evasion, uncanny dodge, low-light vision, trap sense +1
Fort +7, **Ref** +8, **Will** +4
Str 14, **Dex** 17, **Con** 14, **Int** 13, **Wis** 7, **Cha** 13
Languages: Common, Draconic, Elvish.
Crucial Skills: Bluff +8, Climb +6, Hide +9, Intimidate +6, Move Silently +14, Search +7, Sense Motive +5, Use Magic Device +3.
Other Skills: Craft (alchemy) +3, Diplomacy +5, Gather Information +6, Knowledge (arcana) +4, Knowledge (local) +9, Spellcraft +4.
Crucial Feats: Combat Expertise.
Other Feats: Craft Wondrous Item, Extend Spell, Improved Initiative, Scribe Scroll, Spell Focus (conjuration), Weapon Focus (greatsword), Weapon Specialization (greatsword).
Spell-Like Abilities: Caster level 11th.
1/day—*cat's grace, detect magic, ghost sound, mage hand, prestidigitation.*
Spells: 4/4/2/1; save DC 11 + spell level.
3rd—*lightning bolt.*
2nd—*invisibility, mirror image.*
1st—*charm person, feather fall, shield, shocking grasp.*
0—*detect magic, flare, ghost sound, ray of frost.*
Possessions: *+1 silver greatsword, bracers of armor +4, boots of silence* (identical to *boots of elvenkind*, but not of elf design), scroll of *dispel magic*, *wand of burning hands* (CL 5th, 19 charges), *potions of cure moderate wounds and levitate*, 239 gp, 434 sp.

Scenario: The player characters suspect they are being followed. Spot checks reveal that, indeed, someone is watching them. If they confront the watcher, they find only a meek beggar, who apologizes. If they follow him, however, he inadvertently leads them to Lackie's. It seems that their current activities are about to run the PCs unknowingly afoul of some creatures of chaos; the Beggar King's subjects have noticed some of the tell-tale signs in an area the player characters have frequented. Someone the PCs have interacted with in recent weeks secretly works for the zaug. Lakimos offers the group 5,000 gp worth of gems for the individual's head.

MADAME KAETHEA'S HOUSE

(#319, L7); see map, page 409 6,000 gp

To a native, the name "Madame Kaethea's House" rings false. "Kaethea" is pretty clearly an Elvish name, but the title "Madame" is certainly human. A few might assume that the woman, if she exists, is a half-elf. In fact, she is not. "Madame Kaethea" is actually a dark elf priestess named Urshanna and, to those in the know, her house is the Dark Elf Refuge.

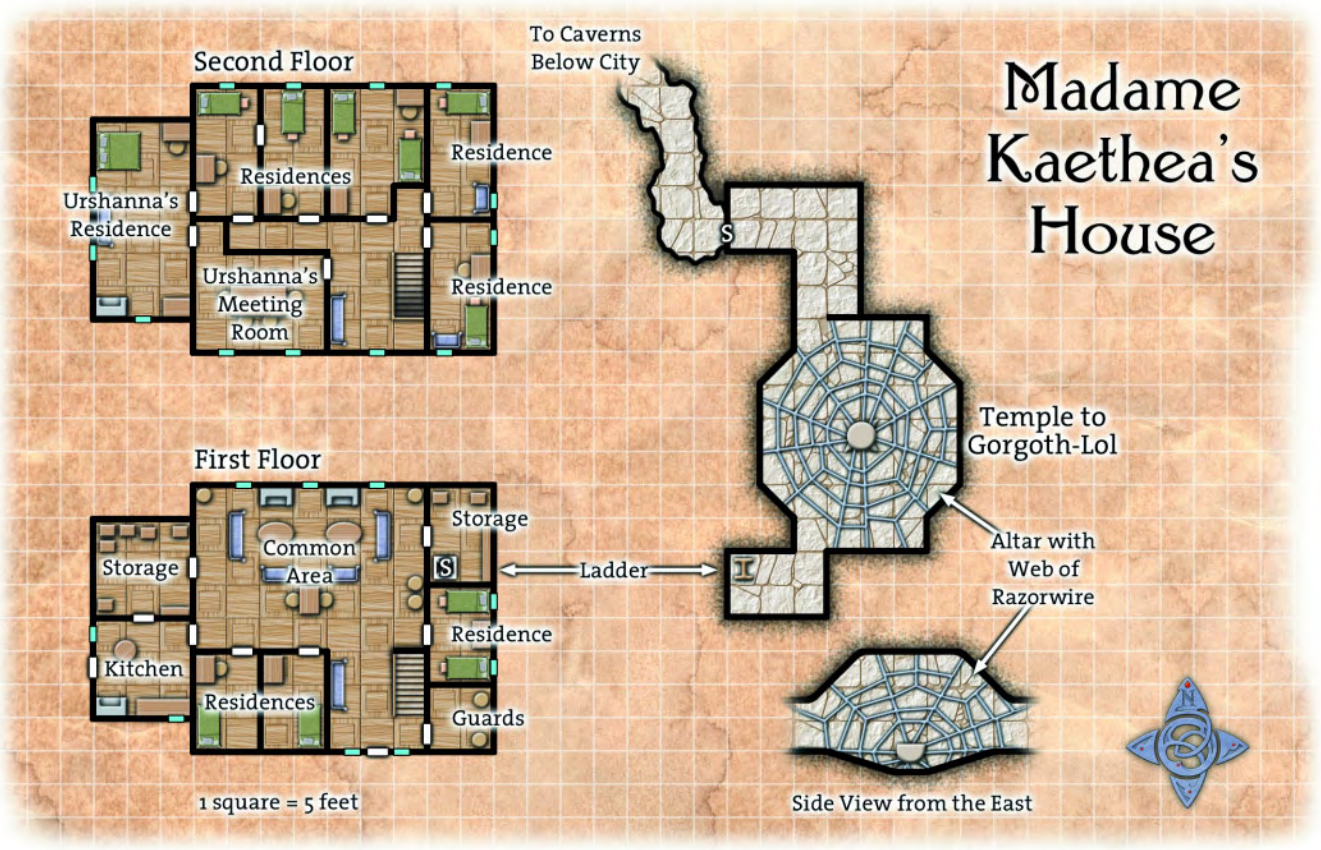
Although one might guess orcs or ogres, the only race whose very presence in Ptolus breaks the law is dark elves. Thus, any dark elf in the surface city has to lay low and keep to the shadows. In Ptolus, no shadows are deeper than the ones in the Warrens.

Madame Kaethea's House serves as a hiding place as well as a common meeting point for dark elves in the city. At any given time, 2d4 dark elves are here, besides Urshanna. Most are disguised (magically or mundanely) as Shoal elves. Elves of other races find little welcome here, although the dark elves hiding hesitate to use violence against other elves, not willing to risk unwanted attention from the authorities.

Urshanna not only harbors dark elves, but she keeps tabs on all of her kind in and around the city, including beneath it. It is difficult to imagine any dark elf activities in Ptolus of which she remains unaware. Urshanna was a member of the dark elf noble house Yurganth who lived in Nluguran. She is well acquainted with the dark elf Shilukar, as well as the various dark elves in the caverns below the city. Most of her information comes from the dark elves who frequent her house, some of whom she pays to keep her informed, even to their point of betraying their own allies—they are, after all, dark elves. Because of this knowledge, she also gains a great many details of events in the city in general, particularly those dealing with the underworld (both the criminal underworld and the literal subterranean areas beneath Ptolus).

Urshanna serves Gorgoth-Lol, the Dark Mistress of Spiders and a Vested of the Galchutt. A temple to the goddess lies beneath a secret trap door (Search, DC 25) on the first floor of the house.

Urshanna
Female dark elf (Neutral Evil)
Cleric9 (Gorgoth-Lol) **CR** 10
HD 9d8+9 **hp** 65
Init +2 **Speed** 30 feet
AC 19, touch 13, flat-footed 17
BAB/Grapple +6/+7
Attack +9 melee (1d4+2, dagger) or +10 ranged (1d4+2, dagger)
Full Attack +9/+4 melee (1d4+2, dagger) or +10 ranged (1d4+2, dagger)
SQ SR 20, dark elf traits, darkvision 120 feet, light blindness, spell-like abilities
Fort +7, **Ref** +5, **Will** +10
Str 12, **Dex** 15, **Con** 13, **Int** 17, **Wis** 19, **Cha** 14
Languages: Common, Dark Elvish, Elvish, Undercommon.



Crucial Skills: Concentration +12, Sense Motive +10.
Other Skills: Diplomacy +10, Gather Information +11, Knowledge (local) +6, Knowledge (religion) +6.
Crucial Feats: N/A
Other Feats: Heighten Spell, Scribe Scroll, Skill Focus (Gather Information), Weapon Focus (dagger).
Spell-Like Abilities: Caster level 9th. The save DCs are Charisma based.
1/day—*dancing lights, darkness, faerie fire.*
Domains: Destruction, Evil.
Spells: 6/5+1/5+1/4+1/3+1/1+1; save DC 14 + spell level.
5th—*mass inflict light wounds, scrying.*
4th—*divine power, poison, summon monster IV, unholy blight.*
3rd—*contagion, cure serious wounds, dispel magic,* heightened *hold person, wind wall.*
2nd—*bear's endurance, bull's strength, cure moderate wounds, darkness, shatter, silence.*
1st—*bless, bane, command, divine favor, endure elements, protection from good.*
0—*cure minor wounds* (2), *detect magic, guidance, read magic, resistance.*
Possessions: +1 *dagger* (spring-loaded sheath), +2 *mithral chain shirt, ring of protection* +1, scroll of *dispel good*, scroll of *cure critical wounds* (×3), wyvern poison (3 doses), silver spider brooch worth 350 gp, 12 gp.

Tactics: Urshanna likes to appear unarmed and unarmored, wearing her mithral chain shirt under a loose-fitting blouse and keeping her poisoned magic dagger hidden in a spring-loaded sheath in her sleeve. However, she avoids combat if at all possible. If she comes to harm, the culprits would certainly earn the enmity of all dark elves in the city. Though they do not normally have much in the way of loyalty or respect for each other, they all know the valuable role Urshanna provides and that, without her, they would all be far worse off.

Scenario: A dark elf named Tissakal murders someone close to the player characters. To find her, they need to talk to the dark elves in this refuge, including Urshanna. She knows Tissakal's whereabouts, but to get this information, the PCs will have to do something for Urshanna in return. The dark elf cleric is smart enough not to demand something from them that they will not give. So she sends them on an errand to "recover" an amulet sacred to Gorgoth-Lol from the thieves who stole it out of a temple deep beneath the city.

The thieves—Sorn sorcerers in the employ of Kevris Killraven—live in Midtown. Urshanna assumes the player characters will have no problem stealing from evil sorcerers who work for a crime lord (if this is clearly not the case, she will try for something else).

Urshanna lives in Ptolus because she was exiled from her home city of Nluguran in the Dark Elf Caverns. Living in the city is dangerous for her, but at least she enjoys the respect of all the other dark elves that she harbors—respect she could not get among her own kind deep underground.

The Sorn, page 137
Kevris Killraven, page 122

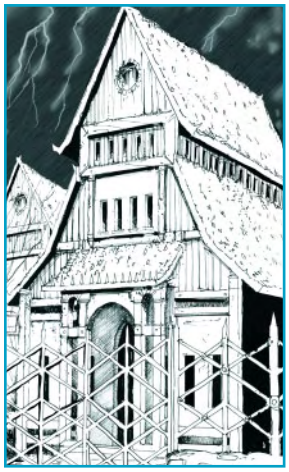
For typical Pale Dog stats and other information about the gang, see "Pale Dogs" in Chapter 6: Organizations (page 131).

Kevris Killraven, page 122
House Khatru, page 92
Kaira Swanwing and the Knights of the Golden Cross, page 124

Guildhouse of Iron, page 186

Asche, page 68
Swords of Ptolus, page 187

Darkbirth Madhouse, page 184





PALE DOG SAFE HOUSE

(#323, L7); see map, page 401 5 gp

Spyncer Coil has never been much of anything. A longtime member of the Ironworkers' Guild but a mediocre blacksmith at best, he fumbled his way through life, rewarding his occasional successes with drink and drowning the sorrows of his more frequent failures with the same.

Then, about three years ago, Spyncer had a vision. He believes the vision came from **Asche**, the god of cities. Asche told Spyncer to create three swords that would be tied to the city of Ptolus itself. These weapons, called the ***Swords of Ptolus***, could be fashioned only through a singular ritual, which Asche taught to Spyncer in the vision.

The divine vision proved too much for Spyncer, though, and he found himself within the **Darkbirth Madhouse** for almost a year. After his release, he wandered the streets until providence brought him into contact with Kalbert Nom, a well-respected weaponsmith known for his unique and high-quality magic blades. When Spyncer told Kalbert about his vision, Kalbert realized the ritual he described was real and that the two of them, working together, could pull it off—with a little help. The help they got came from some magically skilled (and somewhat sinister) skulks, who gathered the magical substances needed.

They toiled for two years to create three swords: *Deceit*, *Insight*, and *Power*. But Spyncer's mind remained unstable. Once the job was completed, he murdered Kalbert Nom and fled with the swords. He turned for help to an old acquaintance named Lirion Voss, who hid him away in his home in the Warrens. However, in the time since the two last knew each other, Lirion had joined the Pale Dogs. Spyncer thought he could trust Lirion, but he was wrong. Lirion told his fellow gang members that he had a crazy man with some great treasure in his apartment. The gang now must decide what to do with the information. Killing Spyncer and taking whatever he has seems like the smart thing to most of them, but a few in their number wisely know that Spyncer could mean more than that.

They're right. Divinatory warnings and prophecies have alerted many interested parties to the existence of the three *Swords of Ptolus*. Groups ranging from criminals such as **Kevris Killraven** to nobles like the members of **House Khatru**—even heroes like **Kaira Swanwing** and the **Knights of the Golden Cross** would like to get hold of the swords. Many of them have begun looking for the heretofore unknown Spyncer Coil.

Today, Spyncer seems coherent only occasionally. Other times he babbles strange, disjointed thoughts regarding Asche, Ptolus, magical swords, and stranger things. He carries one of the swords, *Insight*, with him. He has hidden *Power* and *Deceit*, although unbeknownst to him, the evil skulks that helped him forge the weapons have found and stolen *Power*. *Deceit*, by its very nature, will never be found. Only Spyncer and Veda Medaris of the **Ironworkers' Guild** know where it is. Veda knows Spyncer's entire sordid tale but harbors a deep resentment for the murder of Kalbert Nom.

Lirion Voss doesn't have much of a house (just a couple bedrooms and a living area, heated only by the cookfire), and normally one wouldn't consider the Warrens a "safe" place. But the neighborhood's dangerous reputation is the very thing keeping Spyncer's enemies from finding him—no one has supposed the ruffians and street gangs of the Warrens would hide the source of such a treasure. However, the house has only mundane protection: Three Pale Dogs remain on the premises at all times to watch over the crazed sword maker (see typical Pale Dog statistics in Chapter 6: Organizations). The place is not magically proof against intruders or scrying, so one might guess it's only a matter of time before those seeking the swords catch up with Spyncer Coil.

Spyncer Coil
Male human (Neutral)
Expert6 **CR** 5
HD 6d6–6 **hp** 23
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +4/+4
Attack/Full Attack +4 melee (1d3, unarmed strike)
Fort +1, **Ref** +4, **Will** +5
Str 11, **Dex** 14, **Con** 9, **Int** 17, **Wis** 7, **Cha** 8
Languages: Common, Old Prustan, Palastani.
Crucial Skills: Bluff +8, Search +7, Spot +2.
Other Skills: Craft (armorsmithing) +8, Craft (blacksmithing) +10, Craft (leatherworking) +8, Craft (sculpting) +13, Craft (weaponsmithing) +14, Forgery +12, Knowledge (history) +5, Knowledge (local) +6, Knowledge (religion) +12.
Crucial Feats: N/A
Other Feats: Iron Will, Skill Focus (Craft [armorsmithing]), Skill Focus (Craft [blacksmithing]), Skill Focus (Craft [weaponsmithing]).
Possessions: *Insight* (see "Swords of Ptolus," page 187), ruby ring worth 1,200 gp, and 134 gp.



Scenario: One of the many groups looking for Spyncer hires the player characters but won't tell them why they want him found. The PCs can follow the trail from the Ironworkers' Guild to the magical forge owned by Kalbert (and they find Kalbert's body) to this "safe house," where the Pale Dogs are about to turn Spyncer over to the Balacazars. Something this important could get the characters in over their heads—the Eight Shadows, for example, might be involved to ensure that Spyncer and the swords end up in Menon Balacazar's hands. Mand Scheben and the Temple of Asche could become allies to help the PCs keep this possible prophet of the God of Cities out of evil hands.

OTHER LOCALES

Although not a complete listing, DMs can insert the locations from the table below as needed into a Ptolus Campaign when using the Warrens. Addresses are not offered, as streets in the Warrens have no names.



FROM MY CAMPAIGN TO YOURS

The player characters in my Ptolus Campaign found Spyncer Coil before some of the darker forces looking for him could do so. Not knowing what else to do with the crazy fellow, they took him to their friend Mand Scheben of the Temple of Asche, who helped convince the lords of Castle Shard (page 285) to provide him with sanctuary. One of the player characters even wound up with the sword Insight.



The Swords of Ptolus, page 187
Balacazars, page 100
Eight Shadows, page 405
Mand Scheben, page 378

Other Locales in the Warrens

Name	Type	Location	Proprietor	Staff	Note
Addata Renalt's Home		#315, L7	Addata Renalt (female human rogue5)	1	Forgery service
Besson Cral's Home		#318, L7	Besson Cral (male half-orc fighter5)	5	Drug den controlled by Pale Dogs
Desthi Nawta's Home		#320, L7	Desthi Nawta (female human expert4)	9	Illegal brothel
Nul's		#321, L7	The Bartender (male human warrior6)	0	The owner of this place never gives out his name.
Stoneday Shop		#322, L7	Nalis Errund (female human commoner3)	2	General store protected by the Balacazars
Vistor Krun's Home		#324, L7	Vistor Krun (male halfling rogue4)	3	Drug den





PART IV:
BELOW THE CITY

As exciting as the surface of Ptolus can be, many adventurers find what goes on beneath the city streets to be of even greater interest. Whether it's a section of Ghul's Labyrinth, a natural cavern, an area of Dwarvenhearth, or some unrelated subterranean location, most of the city's inhabitants call such places collectively "the Dungeon." Many of the adventures in the typical Ptolus Campaign take place below the city in one of the many disparate areas covered in the following chapters.

Part IV offers a brief introduction to the areas beneath the city, focusing mainly on what is known as "Ghul's Labyrinth": the network of passages and chambers created long ago by the dark lord Ghul. Subsequent chapters here discuss an "unofficial" underground territory of Ptolus called the Undercity. Although these regions are not located near each other and serve very different purposes, folk lump them together in conversation for convenience sake. And it would be a mistake to overlook the city's sewers as a significant under-realms location—both subterranean inhabitants and delvers from the surface use the sewers to get around underground. This section of the book also covers Dwarvenhearth, an ancient city so infamous that many people think it comprises the entire Dungeon. Sealed for many centuries, these dwarven halls teem with great treasures as well as guardians and traps. The same can be said for much of the Caverns, an extensive network of natural passages and caves running below the city of Ptolus. These Caverns hold many dread secrets, from the fortresses of the dark elves to the ancient demesne of the Galchutt's servants.

Players should not read these chapters. The information found in Part IV is best left for the player characters to discover first hand.

Chapter 19: What's Down There? 414
Chapter 20: The Undercity 423
Chapter 21: The Sewers 439
Chapter 22: The Caverns 447
Chapter 23: Dwarvenhearth 460

Chapter 19:

WHAT'S DOWN THERE?

Beneath Ptolus lie vast chambers, caverns, and tunnels. In fact, there are whole cities of dwarven and dark elven creation below the surface. But how can this be? And why here? There are many reasons, and there is one reason. . . .



"Dungeons" are not a common concept in the rest of the world. That is to say, dungeons are holes in the ground where prisoners are thrown in the lowest level of the castle, but they are not vast labyrinths filled with treasure and monsters. The concept is unique to Ptolus.

The Banewarrens, page 419
Labyrinth of Ghul, page 418
Undercity Market, page 423

Galchutt, page 60

Danar Rotansin, page 75
Ghul, page 81

Night of Dissolution, page 60

The so-called "Dungeon" has many portions: natural caverns, the infamous expanse of Dwarvenhearth, the even older **Banewarrens**, the extensive **Labyrinth of Ghul**, various crypts and independent underground complexes, and even the sewers. And then there's the **Undercity Market** and environs, which is almost like another district of the surface Ptolus. All have their own reason for being, their own creation stories, and their own particulars.

But the one reason, the ultimate explanation for why they are all here—the Banewarrens, the monster-infested underground Labyrinth, the dark elven grottos, the zaug caverns, and even the vast Spire itself—is the **Galchutt**.

THE DRAW OF THE REALM BELOW

Unbeknownst to him, **Danar Rotansin**—who became the Dread One, who built Jabel Shammar and the Banewarrens and caused the Spire's creation—was drawn here by the subconscious, subtle, seductive power of the Galchutt. **Ghul**, the Skull-King who built Goth Gulgamel and the vast Labyrinth that radiates out from below the Spire, was brought here because of the legacy of the Dread One, whom he sought to imitate. Even the dwarves who built Dwarvenhearth were tricked into coming here and digging deep.

The Galchutt wanted to be found. They wanted creatures near them to seduce and control even as they slumbered deep below the ground. Their powerful essence worked on the subconscious minds of nearby creatures, and they created servants—those who would follow their empathic suggestions; those who would worship them as gods. Most such servants do not understand the forces that work upon them and are not even aware that the Galchutt exist.

But the presence of the Galchutt serves as a clarion call for every evil beast, chaotic creature, and malevolent monster. Subtly, slowly, the lure has worked on the instincts of creatures from aboleths to yeth hounds. Without knowing why, a disproportionately large percentage of the world's evil creatures has gathered around or beneath the Spire, drawn by the power of the Galchutt. And as the Galchutt begin to stir and the dreaded **Night of Dissolution** approaches, the sympathetic pull of their essence only grows stronger. Even non-evil creatures with savage natures, like owlbears and rust monsters, gather here in greater numbers than anywhere else.

The Elder Elves recognized that an evil attraction surrounded the Spire. They saw it affect

some of the **Charad Titans**, and they avoided the area. The dwarves, on the other hand, did not believe the legends of evil surrounding the Spire. They built Dwarvenhearth in its very shadow due to the prevalence of valuable ores. In fact, they grew to believe that the area was not unholy but *holy,* a place promised to them in their own ancient prophecies. And they still believe that to this day, never guessing that the subconscious power of the Galchutt encouraged them to delve deep into the earth and awaken things that lay sleeping there.

As the Galchutt stir, some believe the pull of evil creatures toward the Spire and the regions beneath it is stronger than ever. Perhaps it is that very pull that plays upon the greed of adventurers, influencing them to venture below the city and disturb what lies beneath.

UNDERCITY VS. DUNGEON

As stated above, it's dangerous to lump everything that's below the city together into a single category. These areas are as different from each other as the Nobles' Quarter is from the Warrens. However, the biggest differences lie between the areas deemed "**Undercity**" and those deemed "**Dungeon**."

The Undercity is not a discrete place surrounded by neat borders. Instead, it is a collection of all the areas below Ptolus that most closely resemble the aboveground city. Businesses operate here, folks pass through—some people even make their homes here. The popular Undercity Market in these levels caters to delvers and even offers a Dark Market for shadier pursuits. One can find city institutions (the Prison), organizational headquarters (Delver's Guild, Longfingers thieves' guild), and more in the Undercity. These levels—some near the surface, some quite deep—are accessed from the surface via public passages, such as the wide staircase in the middle of Delver's Square in Midtown.

The Undercity also serves as the doorway to the Dungeon: wild areas ripe for exploration and rife with danger. One is liable to find certain features and phenomena throughout the Dungeon that one does not see in the Undercity, such as the Pits of Insanity and chambers of Ghul's Labyrinth. (These are discussed in greater detail later in this chapter.)

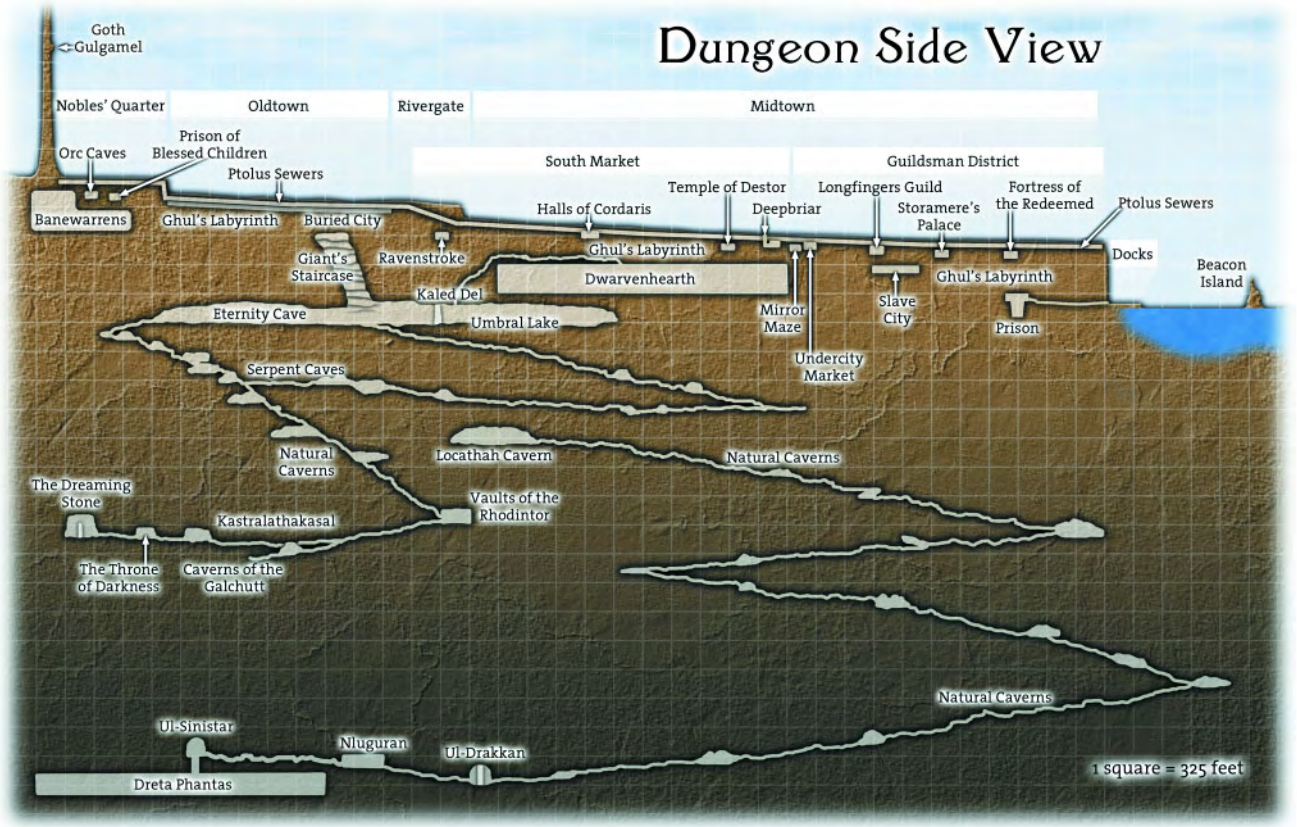
The Dungeon includes several different types of environment:

- The **sewer tunnels**, which lie closest to the surface and can connect delvers quickly with other Dungeon areas.
- The **caverns**, deep natural cave complexes that are home to dwarves, dark elves, and monsters.
- And **Dwarvenhearth**, ancestral stronghold of the Stonemight dwarves, abandoned for centuries.

If the "Undercity" is the settled subterranean areas below Ptolus, how does one refer to the wilder areas down there? Some erroneously call them all Dwarvenhearth or the Banewarrens, but those names refer to specific underground areas, not to the entire belowground world. Some use "the Realms below" or "the Labyrinth." Others just say "below the city." The fastest growing term, though, is simply "the Dungeon."

Charad Titans, page 77

While the map below may make certain subterranean locations appear quite close together, the distances are more vast than they look. Locations that appear near each other on an east-west axis may be quite distant on a north-south axis. And even nearby locales can feel far away due to the rigors of underground travel and the many switchbacks in the paths between sites.



It's All Connected

One very important fact to relate to the players is that many underground areas are connected. A dungeon adventure could exist partially in the cellars of an old manor house and partially in a section of Ghul's Labyrinth, which the cellars' original builders broke into inadvertently. Many such connections exist below the city, with one type of underground construction or natural cavern spilling into another. One assumes most connections were unintentional—a construction crew is digging along when suddenly they break into an existing subterranean space. Much of the time, builders would seal up such connections, assuming they were unwanted. Some connections are sealed with a locked door, but others might be completely bricked up. Intrepid delvers carry picks and other digging tools for just such an occasion.

Balacazars, page 100
Chaos cults, page 71



The Banewarrens, page 419
Entropy Sphere, page 499
Sokalahn, page 438
Gates of Delirium, page 499

The natural caverns extend throughout the landscape, and thus go much farther than just the borders of Ptolus. Likewise, Ghul's Labyrinth extends, at least in places, out beyond the bounds of the city.

USING THE UNDERLEVELS IN THE CAMPAIGN

Ptolus is designed to allow you to run a campaign that incorporates urban intrigue adventures with exploratory dungeon-style adventures.

Some groups may prefer to run explore-the-dungeon adventures independent of anything going on in the city. The Undercity Market is as close as the characters wish to come to civilization. In such a campaign, the player characters go below the city, perhaps with an explicit goal in mind, or perhaps just with the idea of exploring and finding treasure. They might be interested in a specific area, such as the catacombs below a temple or the underground lair of an aboleth. Or, they might simply want to wander around and see what's down there.

Other groups integrate urban scenarios with dungeon adventures. A feud with one of the **Balacazar** crime bosses might lead the PCs to attack his office, only to discover that his actual lair lies beneath the office building in a multilevel underground complex filled with traps and guards. Raiding the subterranean temple of a **chaos cult** could lead the adventurers into further intrigue when covert cultists in the city exact revenge by framing them for a crime they did not commit. The only thing that will sway a dwarf smith that the PCs negotiate with is a brooch stolen from his family by dark elves, so the characters must travel deep underground to retrieve it for him.

Dungeon adventures can be a part of any Ptolus Campaign, to a lesser or greater degree.

SMALL DUNGEONS

One way to run a Ptolus campaign using the realm beneath the city is to do so sparingly, in small doses. While investigating a Balacazar safe house in Midtown, the player characters find that the cellars below the house extend farther out into a complex of ten secret rooms used for storing loot and keeping prisoners. On another adventure, the PCs explore the crypts below a church in the Temple District, rooting out some unruly ghosts. The entire crypt area involves eight different tombs and the passages that connect them. In the course of a different scenario, the adventurers find that a vampire has holed up within an orphanage in the Guildsman District. When they go in, they discover that she has used the dominated children to dig down into the Labyrinth below the orphanage so she can take a handful of those ancient chambers of Ghul's minions for her lair.

Over the course of a "small dungeons" campaign, the player characters learn to expect that many locations have extensive underground components. The players may never truly understand the vastness of the subterranean regions, but they will never grow weary in the middle of a long dungeon crawl either. This option is best for groups that are interested in the goings-on in Ptolus itself, desiring only the occasional foray below the streets as a part of their urban adventures.

THE LARGEST DUNGEON

If the DM and players love big dungeon crawl adventures, Ptolus offers them that as well. Counting everything—from the Banewarrens to the natural caverns, from Ghul's Labyrinth to Dwarvenhearth, and including all the other subterranean areas below the city, there are countless miles of corridors, chambers, and passages to explore. The different types of subterranean locations mean that even a dungeon-focused game has an almost limitless amount of variety. There's even the Undercity Market for your resupply needs. In such a campaign, the player characters might use the surface Ptolus primarily as a place to go for healing, rest, and to identify and sell their loot.

VERTICAL THINKING

The only way that so much can exist in such a small area is that the Dungeon below Ptolus delves down vertically as well as horizontally. One could set two Dungeon adventures practically on top of each other with no link between them, either conceptually or physically. Many Ptolus Dungeon areas do not spread out very far laterally, but involve many levels, one atop the next.

PITS OF INSANITY

The Pits of Insanity are a phenomenon found throughout all Dungeon areas beneath Ptolus (except, perhaps, for the magically sealed **Banewarrens**) and even in the interior of the Spire. The pits are pools of raw chaos spun off from the **Entropy Sphere** in the Spire near Goth Gulgamel. They first appeared thirteen hundred years ago, when **Sokalahn** the half-demon lich used his power to destroy one of the sphere's **Gates of Delirium**.

Adventurers in the Dungeon often find these chaos pools down at the bottom of pits—over time, the pools slowly sink into the bedrock, eating their way through the rock by annihilating the nearby matter on a particle level. However, sometimes the pits are sunk into a wall, and other times they appear as spheres floating in midair. The roiling chaos looks like a thick, greyish goo that shines with every color imaginable—a horrible riot of hues. DMs should feel free to place the pits wherever they like during adventures in the Dungeon.

The Pits of Insanity gain their name from the mind-warping way in which the raw chaos randomly changes matter. People can tell they're near a Pit of Insanity due to the obvious changes the chaos makes to everything nearby. Rock walls become glass, metal, or unmelting ice. Furnishings become unrecognizable as their shape, color, and consistency changes. Clouds of inappropriate vapors or inexplicable puddles are everywhere. Local inhabitants become twisted mockeries of their former selves.

Proximity to a Pit of Insanity may bring about strange and horrible changes (see sections below), while direct contact with the raw chaos proves even more dangerous. An object that touches the pit must succeed at a Fortitude save (DC 20) or be *disintegrated*. A creature that touches the pit must attempt both a Fortitude (DC 20) and a Will saving throw (DC 20). If the Fortitude save fails, the creature suffers 10d6 points of damage. If the Will save fails, it suffers 1d4 points of temporary Intelligence, Wisdom, and Charisma damage.

Continued contact results in both of these types of damage occurring each round, with the save DC increasing by +1 each consecutive round. Further, after three consecutive rounds, another Will save (DC 25) is required or the creature is affected by *insanity*.

CHANGES TO INANIMATE MATTER

While direct contact with the raw chaos in a Pit of Insanity is deadly as described above, the pits' real infamy comes from the slower transformations they inflict on the things around them. Objects (or portions of objects, as appropriate) have a 10 percent chance of alteration after spending one hour within one hundred feet of a pit. After that, there is a 5 percent chance of alteration after twenty-four hours spent within one hundred feet, a 5 percent chance after one month, and a 5 percent chance after one year, with a 5 percent chance each year after that. (These percentage chances are not cumulative.) An object can be transformed more than once.

DMs may not want to roll for every single stone or loose copper piece within one hundred feet of a pit. Instead, assume that after one hour, 10 percent of all objects are affected; after twenty-four hours, 5 percent more are affected, and so on. You choose which nearby objects to affect. For example, in the thirteen hundred years since a particular pit's creation, the stone floor near it changed to rough glass, although portions of it have evaporated into vapor. The walls are covered in poisonous goo; various small portions of wall have turned to gold, paper, and leather. About a year ago, some adventurers died nearby, and 20 to 25 percent of their gear, as well as their



A Pit of Insanity could be found almost anywhere below Ptolus, but they occur with greater frequency the closer one gets to the Spire

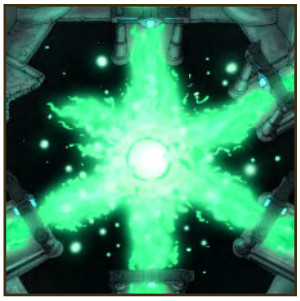
corpses, has changed: A backpack has turned to lead, a sword has turned to hard stone and warped into a corkscrew shape, a boot is now silver and three times its normal size, a breastplate has grown misshapen metal tendrils, and one of the skulls has become wood. Much of the rest of the party has liquefied or vaporized and is long lost.

Generally, these alterations can be reversed or repaired only by using a *limited wish, wish, miracle,* or perhaps *polymorph any object*.

When something is altered, half the time its material changes, and the other half of the time its shape or texture changes.

Material Changes

d%	Material
01–05	Wood
06–10	Iron
11–13	Gold
14–16	Silver
17–19	Brass
20–22	Copper
23–25	Lead
26–30	Leather
31–35	Cloth
36–40	Paper
41–50	Hard stone
51–55	Brittle stone
56–60	Glass
61–62	Ice (10% chance of being unmelting)
63–64	Ooze/paste
65	Wax
66–70	Water
71–73	Oil
74	Blood
75	Bone
76–78	Acid
79	Poisonous liquid
80–86	Inert vapor
87–90	Poisonous vapor
91	Lava
92–93	Food (bread, meat, soup, etc.)
94–00	Roll again twice



About eight thousand years ago, the Dread One Eslathagos Malkith created a magical vortex of chaos within the Spire called the Entropy Sphere. He configured magical portals called the Gates of Delirium to regulate its power so that he could utilize it freely.

In 651 IA, Yrkyth Vladaam created the Enigma Engine, a monstrosity of technology and magic, which he hoped would tap into the power of the Entropy Sphere by regulating the Gates of Delirium from a distance. He failed, but the Enigma Engine still exists somewhere in the caverns under the city.

Cautious delvers can learn about the effects and warning signs of the Pits of Insanity in the Delver's Guild Library (page 322) before they head down. In fact, both there and at the City Library (page 319) one can find a recently-written text by dwarven explorer Utgardt Bronzehelm titled "The Pits of Insanity: Chaos Shows its True Nature." This work provides many details of the phenomenon, most of them accurate.

DM TIPS

If you want some of the locations shown on the map on page 415 to remain a secret from the PCs, don't give players the Dungeon cross-section map handout.



Symbol of Ghul (page 81)

Squirming Horde, page 81

Shape/Texture Changes

d%	Shape/Texture
01–15	Surface becomes smooth as glass
16–30	Surface becomes rough and jagged
31–35	Surface is spiky
36–45	Enlarges (×2d10 in size)
46–55	Shrinks (d% of original)
56–70	Warps
71–80	Grows appendage/extension/addition (d% of original size)
81–85	Liquifies
86–89	Shape changes entirely
90–00	Roll again twice

CHANGES TO CREATURES

Living creatures must make a Fortitude save after spending time within one hundred feet of a Pit of Insanity, as follows:

- After one hour.
- Another after twenty-four hours.
- Another after one month.
- One more for every full year.

Time need not be consecutive, but DMs should keep track of totals for each character. The Fortitude save is DC 20, +1 for every previous saving throw made against a Pit of Insanity.

Generally, these alterations can be reversed or repaired only by using a *limited wish, wish, miracle,* or, in some cases, *regeneration*. Physickers can deal with certain alterations physically (such as by amputating additional limbs), although the damage done to the creature may require a *heal* or *regenerate* spell for full recovery.

d%	Alteration
01–15	Skin changes color
16–25	Hair changes color
26–30	Skin changes texture
31–35	One or two limbs are twisted and useless
36–40	One or two limbs are enlarged (–2 Dexterity, +2 Strength)
41–50	Enlarges (increase one size)
51–60	Shrinks (decrease one size)
61–65	Grows one or two additional, useless limbs
66–70	Grows one or two additional, usable limbs
71–73	Loses one or more eyes
74–76	Gains one or more eyes
77–80	Portion of creature turns to inanimate matter (roll for material, page 417; suffers 10d6 points of damage)
81–85	Portion of creature liquifies, vaporizes, or alters into untenable shape (suffers 20d6 points of damage)
85–90	Creature polymorphs into an entirely different, random, creature
91–00	Roll again twice

SPELLCASTING NEAR A PIT OF INSANITY

Casting spells within one hundred feet of a Pit of Insanity is risky. To successfully cast a spell, the caster must attempt a caster level check (DC 20 + spell level). If this check fails, roll for a change to the effect. Some results have multiple entries—choose the first one that applies.

d%	Change to the Effect
01–20	Spell target(s) or those within the area make extra Fortitude save against Pit of Insanity alteration (see above).
21–50	Area spells have a random area within range. Target spells with a range greater than Touch have random targets within range. Touch spells affect the caster (treat as Personal, below, if caster was the intended recipient). Personal spells have a random target within thirty feet, if any exists.
51–70	Damage-inflicting spells heal instead of harm. Effects become their opposites, if applicable (*shield* reduces AC by 4 for example). Effects are transformed, if possible (*stone to flesh* transforms things into material other than flesh, etc.). Spell has no effect.
71–85	Spell energy goes wild, becoming a random spell of the same level, keeping target the same if possible.
86–00	Spell energy surges uncontrollably, exploding in a fifty-foot spread centered on the caster and inflicting 12d6 points of force damage (Reflex save for half).

GHUL'S LABYRINTH

The key to understanding the Dungeon and why it is so extensive and interconnected is Ghul's Labyrinth.

When **Ghul**, the Skull-King, built Goth Gulgamel, he forced his servants and slaves to toil for years carving out a network of chambers and passages that spread from the Spire to the bay. He did this for three reasons.

1. To find a place through which he could enter the Banewarrens (he never did).

2. To create a way to assault Dwarvenhearth (this goal he achieved, although Dwarvenhearth was sealed before his forces could gain entry).

3. And most importantly, to create space for his **Squirming Horde**. Within the network of tunnels, halls, and rooms he housed and supplied his army. He also built vast laboratories

THE BANEWARRENS

For an expanded description of this area, see The Banewarrens *adventure on the CD-Rom included with this book.*

In the deep recesses of time, the champion of light Danar Rotansin gathered all the evil he could find and stored it away, locking it up tight so it would never again worry the world. He placed these evil "banes" below his tower, Mosul Pearl. He hid them in deep catacombs behind powerful magical seals, not to mention crafty traps and powerful guardians, in case anyone should attempt to break in.

The story of how one of these evil banes, *The Book of Inverted Darkness*, corrupted Danar and transformed him into Eslathagos Malkith, the Dread One, is well known. When this transformation took place, his Banewarrens changed as well.

Building the Warrens

The Banewarrens consists of a series of Outer Vaults that ring what is now the Spire—remember, these halls were built before the Spire existed. Within their perimeter lie the Inner Vaults. However, the very worst of the banes Danar placed in a chamber called Tremoc Korin, the Baneheart. The Baneheart lay directly beneath the tower of Mosul Pearl. In time, the earth itself rejected the evil within the Baneheart and thrust it away from itself in a major geological upheaval that created the Spire with the fortress at its top.

The good Danar used this opportunity to reconstruct Tremoc Korin and place the banes farther apart from each other. Today, the Baneheart occupies most of the interior of the Spire in a three thousand-foot shaft filled with balconies and adjoining individual vaults.

In an ingenious stroke of magical engineering, Danar built the Banewarrens in a compartmentalized fashion, so that even the breach of a section would not compromise the entire facility. He sealed each section individually using magical machines called the *warding generators* and separated by what are known as the *sealed doors*. At the time, only he could open any of these doors. Today, an artifact known as the *Banewarrens key*, made from the Dread One's own hand, can open any of the *sealed doors*. The key currently lies in the vaults of House Vladaam, although the current members of that family do not recognize its significance.

After the Fall

After becoming the Dread One, the dark lord used his power to try to break free of the world (see "Praemal as a Prison Plane" in Chapter 4: Cosmology and Religion). Despite all his might, he failed, although his attempts to reach other worlds did create an extradimensional space in the Spire called the Dread One's Path. From this area he trolled other worlds to attract even more evil items. Among them was the *antithesis stone*, a bane that corrupted others, turning good into evil and light into darkness. He used it to transform many of his former friends and allies into malevolent forces.

Note: The Dread One's Path is detailed in Chapter 25: Jabel Shammar, page 537, as well as in *The Banewarrens* adventure, Chapter 10, on the CD-Rom included with this book.

Although creating the Banewarrens had been Danar's obsession, others aided his efforts. These included a silver dragon named



Saggarintys, a planetar named Bastion, and a solar named Averon. Today, Saggarintys the Silver King lies imprisoned in the Banewarrens, while both Averon and Bastion were corrupted to darkness (now known as Dark Averon and the Malificite, respectively).

For more on the *antithesis stone* and Bastion—now called the Malificite—see *The Banewarrens* adventure, Chapter 10: The Dread One's Path and the Banes Appendix, on the CD-Rom; you can find stats for Saggarintys in *The Banewarrens* Chapter 8: The Inner Vaults. Dark Averon is described in this book, Chapter 25: Jabel Shammar, page 531.

Explorers, Beware!

Exploring the Banewarrens is extremely dangerous and difficult. If it is ever unsealed, evil, ambitious characters may seek to enter and loot the vaults for items they can use. Heroic characters might enter with the hopes of resealing the Banewarrens. At the top of the Baneheart lies a chamber containing the *sealing rod*, an item that would allow them to do just that.

The Banewarrens contain such infamous items and artifacts as the *darkstar pendant*, the *diabolis configurator*, the *Black Grail*, the *Phylactery of Forsaken Souls*, and the *Sword of Lies*. Moreover, it holds magical diseases such as *cartagra*, the *affliction of souls*, and *necrophagon*, which the Plagueborn chaos cult would love to get their hands on. Lastly, it harbors terrible creatures, such as the last of the winter harridans and the thought stalker.

Although the members of Ghul's Squirming Horde have died, many of their descendants still lurk in the Dungeon below the city.

The Banewarrens, page 419

Shilukar the dark elf has claimed a section of tunnels and chambers that were once a part of Ghul's Labyrinth. Here, he has built his chaositech laboratory, and he keeps his creations within it. For his lair, see Chapter 33: Adventures, page 612.

Sorn-Ulth orcs, page 492

In effect, Ghul's Labyrinth is the default dungeon beneath Ptolus. Its passages and chambers honeycomb the entire Dungeon area. When in doubt, it is safe to assume they were once a part of the Labyrinth.

In one lab, someone shattered a glass vat of magical chemicals, spilling the liquid over the stones of the floor and walls of the chamber. The arcane magic of the experiment turned each stone into a quasi-living thing and gave each a mouth that bites at any creature that draws near. Characters who pass through the chamber incur 2d6 +10 bite attacks for 1d6 points of damage each.

and breeding pits to create new monstrosities to add to their ranks.

Although Ghul is long dead and his armies destroyed or scattered, his Labyrinth remains. Some passages have collapsed, but most hold firm and offer an artificial honeycomb of open areas beneath the city. These catacombs connect to the natural caverns belowground in many places, as well as to Dwarvenhearth entrances and even the edges of the **Banewarrens**. Other underground construction created in more recent times—from crypts to cellars to the sewers—often connect to the Labyrinth.

This network of tunnels and rooms has a unique ecology all its own. While similar to the caverns around them, Labyrinth areas are inhabited mostly by creatures that can cope with doors: usually by opening them, but occasionally by destroying or otherwise bypassing them. Ghul's Labyrinth is also occupied by creatures born in those chambers (or their descendants)—monsters he cooked up in his magical laboratories and festering chemical pits. Lastly, crafty **Sorn-Ulth orcs** placed traps in portions of Ghul's Labyrinth and left them behind for others to discover. Some current inhabitants have learned to utilize them, either relying on them for defense of their lairs or learning to deactivate and/or reset them as needed.

This section contains information you need to design your own portions of the Labyrinth, as well as sample locales you can use immediately.

THE DOORS

Visitors to areas of Ghul's Labyrinth have noticed two very different and unusual types of doors, beyond the more normal wooden and iron-banded variety. Feel free to scatter them throughout areas of the Labyrinth that you develop on your own.

Bluesteel Doors

Occasionally, delvers report coming upon strange "bluesteel" doors, so named because they are made of steel with a distinct bluish tint. These doors, found only in Ghul's Labyrinth, are sealed and particularly sturdy; one cannot open them by normal magical means, such as a *knock* spell. They have no lock to pick. Instead, each door will open to a specific word. Sometimes, those who search can find the key word hidden in a nearby relief carved in the wall or scrawled upon a stone. Other times, they must discover it through separate investigation or divination.

Typical bluesteel doors are three inches thick with a hardness of 12, 120 hit points, and a break DC of 31. They protect important areas such as labs, storehouses, and the current or former private chambers of powerful commanders.

Glass and Bronze Doors

Rarer even than bluesteel, doors made of glass bound with bronze also appear throughout the Labyrinth. These doors are fragile (hardness 1, 10 hit points, break DC 12), but woe to those who destroy one. Ancient sorcerers laced them with dark magic that curses anyone who destroys such a door. The effect of the curse differs each time, but sample results might include a permanent *feeblemind* effect; a –6 penalty on all attacks, saves, and checks; a permanent *insanity* effect; a permanent *fear* effect (with the object of the fear being every creature encountered); and so forth. Resisting the curse always requires a Will save (DC 24), and it can be removed only by a cleric of at least 13th level who casts a *remove curse* spell on sanctified ground.

These doors usually divide major sections of the Labyrinth, although such distinctions are now lost. Today, it's almost as common to find a broken glass and bronze door as an intact one.

THE LABS

Common throughout the Labyrinth, these laboratories contain strange arcana, pits of unknown admixtures, and fluctuating energy fields with all manner of unusual effects. And that's just for starters. Ghul and his servants experimented with all types of magic (although they focused on spells that transformed or created monsters for the Squirming Horde). They used some of these labs to craft magic items, a few of which may be stored here, still unused. In other labs they created and tested new spells, the details of which delvers can find here in handwritten notebooks.

Of course, many labs have been plundered or destroyed over the centuries. In some cases, however, this only makes things worse—magical effects have been loosed, chemicals spilled, or arcane machines damaged, with inadvertent and dangerous results to those who come too close.

STOREHOUSES

One odd quirk that makes the Labyrinth more hospitable than other parts of the Dungeon is that Ghul used magic to seal and preserve the vast storehouses he built to maintain his armies here. Thus, a wandering band of orcs or a pair of marauding chimeras might come upon a huge chamber full of still-fresh food. Not surprisingly, since resources are plentiful, such places become lairs and encourage breeding.

Not all storehouses hold food, however. Some contain gear such as rope, spikes, bags, clothing, backpacks, and so on. Others are armories, and a rare few hold magic items. These latter storehouses are always trapped and sealed, and a golem or similar permanent, low-maintenance guardian even monitors some of them.



Areas of Ghul's Labyrinth beneath Oldtown incorporate some sections of an ancient city that once stood where Ptolus stands today.

LOCATIONS WITHIN THE LABYRINTH

The passages of Ghul's Labyrinth wind about for miles and occupy many layers beneath Ptolus. Within them over the years others have created significant locations of their own, utilizing the extant tunnels and rooms but fashioning additions as needed. Most of these "renovated" locales are now sealed off from the rest of the Labyrinth and accessible via their own entrances.

Listed below is just a sampling of the many underground locations that utilize Ghul's Labyrinth. For a guide to the format of these locale descriptions and the icons used here, please see "District Neighborhoods/Locations" in Chapter 7: City by the Spire (page 168).

Fortress of the Redeemed

below the Guildsman District; see map, page 415

The Fortress of the Redeemed is the headquarters of the **Brotherhood of Redemption**. While it has a direct entrance on the surface through a small converted house in the Guildsman District, the fortress itself lies underground in a series of chambers and passages created by Ghul's servants long ago.

Today, the Fortress of the Redeemed is sealed off from the rest of Ghul's Labyrinth by thick brick walls. Large holding cells of all sizes comprise most of the Fortress of the Redeemed. These hold a variety of intelligent creatures—trolls, ogres, nagas, doppelgangers, and so on—captured and brought to the Brothers for redemption. The rest of the fortress consists of a small living area for the dozen or so Brothers and their support personnel, and the chambers used for redeeming creatures via magical and psychological processes. This is a dangerous and time-intensive task. To the uninitiated, these rooms might be mistaken for torture chambers, although in fact the process never involves physical pain.

Halls of Cordaris

below the North Market; see map, page 415

Many thousands of years ago, a human woman named Cordaris came upon a remarkable secret in the lands south of Ptolus, near the **Pit of Mrathrach**. She called her find "**the Legacy**" and built a tower to protect it. The nearby **Ornu-Nom orc** tribes believed the Legacy was a demon or curse and assailed the tower again and again. Eventually, they succeeded in destroying the tower, but not until those who carried on Cordaris' work—members of a group called the Order of the Legacy—spirited the Legacy away.

Eventually, around five hundred years ago, they came to Ptolus and tunneled down into a portion of Ghul's Labyrinth. Securing a large section below the Market, they sealed off three levels and modified what was already there to suit their needs. They called this complex the Halls of Cordaris after the Legacy's discoverer.

While the first two levels of Cordaris are fairly standard Dungeon areas, in the third level the order built an enormous pit. Rising up out of the pit is a winged angel of female form. Standing more than two hundred feet tall, this gargantuan statue is hollow and filled with chambers. Hidden away inside it lies the Legacy.

The leader of the Order of the Legacy is always called the Velator. He or she is assisted by another called the Reliquarian. Today, however, the order has fallen upon hard times. Membership has dropped to only about eight individuals. Velator Timerian (male human wizard5) is insane, believing he can tap the power of the Legacy directly with sonic-based effects. (To this end, he is building a huge magical pipe organ, as well as collecting sonic-based creatures like cloakers and yeth hounds.) The order has abandoned much of the upper levels, although many traps and wards remain in place to keep out intruders.

Worse still, the orcs have finally tracked the order to Ptolus and, with the aid of tenuous allies such as the **Sorn-Ulth orcs**, a large band of Ornu-Nom orcs has sneaked into the city to plan a raid on Cordaris.

Pit of Mrathrach, page 74
Ornu-Nom orcs, page 58



A room in Ghul's Labyrinth that connects to many other areas below Ptolus features a mural depicting Ghul leading his monstrous troops into battle. This mural radiates magic (strong transmutation). It transports anyone who deliberately walks into it fifteen hundred feet directly above, to the Chamber of Cold in Goth Gulgamel (page 490); this matching chamber has a similar-looking mural. One can use the mural in that room to return to this one, so the transport effect is two-way.

Prison of the Blessed Children

below the Nobles' Quarter; see map, page 415

Beneath the Jeweled Cliffs lies a terrible place where Ghul trapped a multitude of unborn souls within bubblelike spheres of varying sizes in a long hall. He used some of these **blessed children** in terrible arcane experiments and drained others

Brotherhood of Redemption, page 107

Sorn-Ulth orcs, page 492

Blessed children, page 618



Aelian Fardream, page 354
Shadow Eyes, page 349

Skulks, page 630

The adventure Beyond the Veil *by Monte Cook (Atlas Games, 2001) is a scenario concerning Storamere and his palace.*

Whether the charges against the followers of Destor (page 69) were coincidences, exaggerations, or lies remains a point of contention to this day.

Banewarrens, page 419
Jabel Shammar, page 501

Throughout much of Ghul's Labyrinth, the Delver's Guild maintains waystations stocked with food and simple supplies accessible by its members of Guildsman level and above (see page 109).

of their energy to power magic items he created. To free the blessed children, one must destroy the bubbles that hold them.

The complex surrounding the prison hall is still guarded by traps and monsters held in stasis until "awakened" by the presence of intruders. Even those who reach the central hall find that each prison sphere has a separate means of destruction—and releases a different effect once destroyed. For example, a visitor might destroy one bubble by speaking a key phrase, but when it pops, it turns to poisonous mist. Another must be doused in holy water, but it inflicts a terrible curse upon anyone doing so. Still another can be burst by the touch of silver, but doing so not only frees the blessed child, it summons a barbed devil that attacks immediately.

Ravenstroke

below Rivergate; see map, page 415

The elf wizard **Aelian Fardream** used a section of the Labyrinth as a laboratory to work on his cloning experiments. His complex there, known as Ravenstroke, remains magically warded and trapped to prevent intrusion. It has become the base of operations of a genderless clone of Aelian—a creature calling itself the **Shadow Eyes**. The Shadow Eyes, so named because it was "born" deep underground where for years its eyes knew only shadow, is a powerful wizard like its "sire," but it harbors none of his emotions or morality.

Today Ravenstroke is occupied primarily by malevolent **skulks** that serve the Shadow Eyes. The complex has four levels and is in general more vertical than horizontal; it features many pits, shafts, and ledges surrounding deep pits.

Slave City

below Midtown (southeast); see map, page 415

Centuries ago, two human sisters named Karanosin and Karalada, both sorcerers, built themselves a subterranean fortress. They called themselves the Silver Sisters and, among other exploits, fought great battles against the followers and priests of Father Claw, who were active in the Ptolus area in those days. (Like so many before them, they also sought entrance to the **Banewarrens** and even **Jabel Shammar**.) Eventually, the sisters passed on, leaving their underground citadel empty.

Only a few years ago, a nymph named Moondros escaped from her life of slavery under the yoke of a cruel human man. Wandering through unoccupied sections of Ghul's Labyrinth below the city, she found the fortress of the Silver Sisters and discovered that, among other things, it and all within it were protected by powerful spells that made them difficult to locate via divination. Realizing the opportunity it afforded, Moondros used her spells and magical abilities to help other escaped slaves reach the fortress, which soon became known as the Slave City. Its location is well guarded, for both slavers and slave-owners would like to find the escapees. Today, Moondros allows others to help rescue slaves while she focuses on providing for the residents of the Slave City.

Ssethenus (male lizardfolk fighter5), a former slave himself, seeks to overthrow Moondros and take control of the Slave City. Eyvind (male human wizard5), a fugitive but not a former slave, plans to help Ssethenus and co-rule the place with him after they have *charmed* enough of the other slaves to foment a rebellion.

Not surprisingly, the (former) slaves of the Slave City belong to a number of different races: humans, elves, dwarves, lizardfolk, orcs, goblins, and more.

Storamere's Palace

below the Guildsman District; see map; page 415

Deep below the city lies a gateway to a small section of the Ethereal Sea. Those passing through it find themselves on a bridge to an Ethereal Island. Storamere, a black dragon of great power, built a palace of solidified acid walls upon the island before he died long ago. His ghost still haunts the area around the gate, and within his ethereal palace he takes on a form similar to the one he had in life.

The entrance to Storamere's Palace lies beneath the city, but the place itself is on the Ethereal Sea.

Temple of Destor

below Midtown; see map, page 415

The worship of **Destor** was made illegal in Ptolus about sixty years ago. At that time, devotees of the minor god fled underground and built a temple within Ghul's Labyrinth.

Destor is a god of misfortune. Those who revere him rely on his power to divert bad luck from themselves and onto others. After people living near Destorites had their homes burned down in freak accidents, choked on their food, and lost children under the hooves of rampaging horses, influential citizens managed to rid the town of his worshippers altogether.

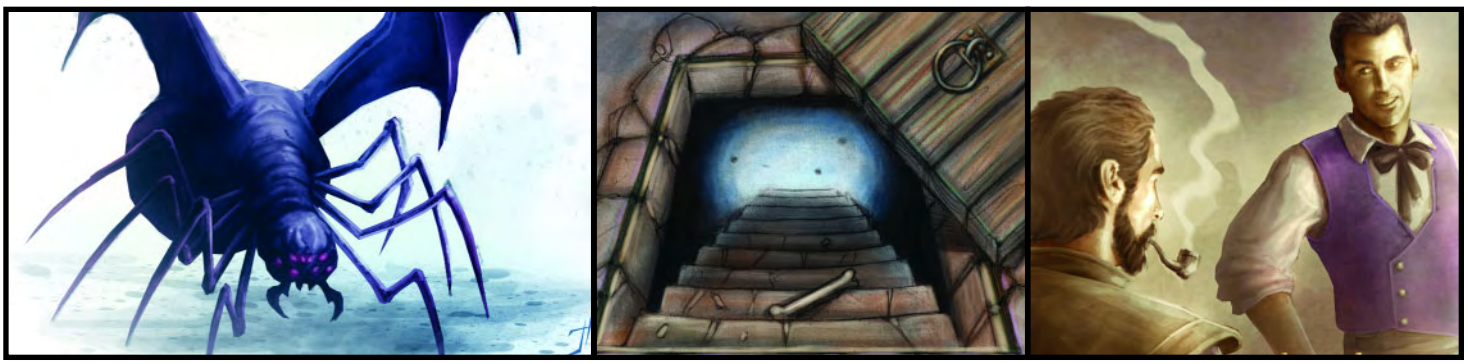
With the temple so difficult to reach, Destor lost virtually all of his faithful in the decades following the ban. Today, no one uses the temple at all, although Destor himself would like to see the place restored to the surface so his following may once again thrive.

Rumor has it that Destor himself actually lives in this temple, inside a tiny pyramidlike structure. Destor takes the form of a human man only six inches tall. For a god, his power is incredibly weak, but he *is* a god. Thus, he still possesses impressive might—if not impressive size. He spends almost all of his time asleep.

Chapter 20:

THE UNDERCITY

Sometimes the terminology a Ptolus native uses can confuse a newcomer. For example, everyone knows there are ancient subterranean passages beneath the city, and many refer to something called the "Undercity," but these two concepts are not necessarily the same thing.



To a native, "Undercity" means the parts of Ptolus that happen to lie underground. In other words, the Undercity consists of locations below the city—like the Prison and the Undercity Market—that are relatively safe and "settled" by surface folk. It refers only to locations that are wholly underground; so, for example, the Longfingers Guild headquarters is a part of the Undercity, but **Mahdoth's Asylum** is not.

THE NATURE OF THE UNDERCITY

The Undercity is almost like its own district—and if the Delver's Guild gets its way, it will be one day (see sidebar, next page). For now, that idea seems a bit far-fetched, but the flourishing Undercity Market proves that at least some folks are willing to adapt to a subterranean lifestyle.

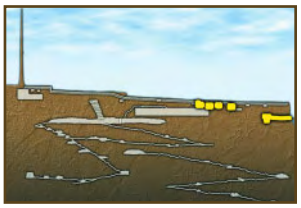
In many ways, Ptolusites look on the areas beneath the city as a wilderness. The Undercity comprises those portions of the wilderness that people have claimed and settled.

As opposed to other areas beneath Ptolus, the Undercity seems relatively clean. The key word, however, is "relatively." Areas beneath the ground are still areas beneath the ground, and that means they are damp, grimy, cold, and dark. Most places down here are lit by torches in sconces or hanging lanterns. *Everburning torches* are common, too.

Staircases in certain public squares lead down to the Undercity, and some large buildings also have known access points. As time passes, more and more businesses and residents are moving to the Undercity to escape the high rents and crowded conditions of the surface. Many of these businesses cater to races such as dwarves and gnomes, who enjoy spending time underground. The gnomes of **Fairbriar** are also clearing out a residential area called Deepbriar beneath their Midtown neighborhood. The city has not established a subterranean **Watchhouse**, though, so policing these areas is up to the residents.

UNDERCITY MARKET

The Delver's Guild established the Undercity Market only a few years ago. The master delvers saw it as a launching point for expeditions into the Dungeon. They found a likely underground chamber, cleared and cleaned the place, and sealed off unwanted passages. Of course, they ensured that some major pathways connecting to both the city sewers and **Ghul's Labyrinth** were available to those headed off to explore or reach other underground sites. The Undercity Market consists of the **Great Hall**—a vast chamber used in a similar fashion to the open areas of the North



Locator map

Mahdoth's Asylum, page 361

Fairbriar, page 199
Watchhouses, page 151

Ghul's Labyrinth, page 418
Great Hall, page 424

The grand masters of the Delver's Guild envision a future Ptolus that includes as much territory below as above the surface. They dream of one day clearing and securing large sections of the subterranean regions of the city to create an official Undercity district.

Delver's Square, page 198
Kagrisos, page 112
Abesh Runihan, page 112

In its effort to impose a "salvage" tax on treasure that delvers find on their adventures, the Imperial government has recently installed a tax assayer's table in the Undercity Market. Delvers are instructed to register all of their finds and pay a 10 percent tax. See "Taxes" in Chapter 28: Crime and the Law (page 558).



For more details about the Delver's Guild, including membership information, see page 108.

On a weekly basis, Gorti sends out teams of Associate Guildsmen (junior members) to restock the waystations that dot Ghul's Labyrinth (see page 109).

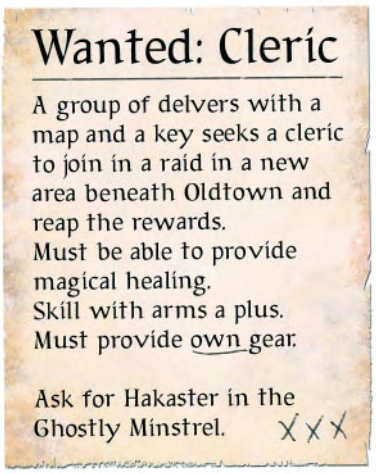
Market—and a number of side chambers that serve as more permanent shops and similar locations.

The Undercity Market is interesting because the goods sold here are aimed almost exclusively at delvers and adventurers. Torches, rope, mining picks, weapons, alchemical items, and so on are the order of the day for shoppers.

The entrance to the Undercity Market is a wide staircase leading down from **Delver's Square** in Midtown. Originally, the entire area was the lair of **Kagrisos**, the Ghost-Lich, carved out of the earth by magic. The Great Hall was his personal chamber, which he had filled with undead guardians to protect himself and his various treasures. Kagrisos hated the living with every flicker of negative energy within him and set about to destroy the city above with a magical plague. He was stopped by the hero **Abesh Runihan**, a statue of whom stands guard over the entrance to the market in the square above.

Despite the lack of sunlight, Undercity Market shops stay open approximately the same hours as surface stores and marketplaces (from sunup to sundown). The following are some of the more permanent locations visitors will find in the Undercity Market.

For a guide to the format of these locale descriptions and the icons used here, please see "District Neighborhoods/Locations" in Chapter 7: City by the Spire (page 168).



DELVER'S GUILD OFFICE

Undercity Market; see map, page 425
3,550 gp

The **Delver's Guild's** main office, where members interact with guild representatives, is located just off the surface entrance to the Undercity Market.

Gorti Jurgen (female human expert4/rogue1) is the Delver's Guild's chief representative in the office. Gorti is a pleasant, attractive, middle-aged woman with short blond hair. She dresses smartly and always carries a pad of paper and an ink pen. Gorti greets every member and potential member, every situation and problem, with a smile and an indefatigable optimism. She and her staff handle new memberships, member questions and concerns, and other administrative details. Gorti answers directly to the Guildmaster Delver.

In addition to the offices of Gorti and her fifteen staff members, this location also features the guild's Gathering Hall. Members may spend as much time in this open hall as they like, interacting with other members. Light refreshments are served all day long. The purpose of the hall is to allow delvers to connect with each other to work together on missions. While a few would-be delvers looking for a mission hang around here at any given time, the room is mostly used to post notices. These posted bills either announce the availability of a delver (or group of delvers) or advertise positions open for delvers to go on a specific mission (posted by a potential patron) or join a group preparing for one.

GREAT HALL VENDORS

Undercity Market see map, page 425
25,000 gp

Sometimes a retiring delver or the relatives of a slain adventurer will set up a table in the Undercity Market's Great Hall to sell used equipment, maps, and so forth. Sometimes such sales even include minor magic items. Most sell for 75 percent of normal value—any less, and they could just sell them to a shop for half value; any more, and the buyer might as well purchase the gear new.

Likewise, merchants sometimes set up a temporary table or booth to sell some limited quantity of goods. This could be a vendor who comes to Ptolus only occasionally, or one that usually sells his wares elsewhere (such as the North Market).

The following section describes the regular vendors found in the Great Hall. Most set up nicely decorated tables and booths to attract customers. They have well-staked claims on their locations, so their customers always know where to find them. Most do not have signs or names for their businesses but simply use their own names.

Arcane Scribe

Neridoc Bittersong (male gnome wizard9) sits at a simple, scroll-covered table under a simple, hand-lettered sign that says "Arcane Scribe." He sells his wares all day and scribes more all night. At any given time, he has 3d4+4 arcane scrolls of spells level 1d6–1. He puts only one spell on a scroll. Given a day's notice, he can craft a customer an arcane scroll of a relatively common spell of level 0 to 5.

This thin, bespectacled gnome with angular features talks extremely fast and at great length. He has few friends and attempts to engage

customers or would-be customers in conversation just for some social contact. Unfortunately, he can talk on no subject other than arcane spells.

Derrence Springdart

Derrence is a halfling (male commoner2) who sells *everburning torches* at a heavily decorated booth. His wife, Mellintha, is a sorcerer who stays at home and creates the torches. The two live very comfortably on the sale of these simple but useful items. Derrence is pleasant but quiet. He has brown hair and always wears a long green coat, no matter the season or weather.

Iernis Poetaen

Iernis Poetaen (female elf commoner3) sells mapping equipment. Her wares include knotted strings of various lengths (the knots indicating a foot or six inches, depending), vellum, paper, quills, ink, charcoal sticks, sextants, slide rules, and other marking and measuring tools.

Item*	Price
Knotted string	1 cp per foot
Sextant	75 gp
Slide rule	25 gp
Yardstick	3 sp

* For other items, use the prices in Chapter 7: Equipment of the *Player's Handbook*.

Jinsa Hammerblight

Jinsa (female dwarf warrior4) sells firearms. She also buys and repairs them. Much of her stock is old but well maintained—mostly **dragon pistols** and **dragon rifles**, with a few stingers and **double pistols**. Jinsa is a stout Stonelost dwarf with golden hair worn in braids. She has no ties to the **Shuul**. In fact, she has been dealing in firearms since before that organization's arrival in Ptolus.

Nann Krakosh

Nann (female human commoner1) makes and sells iron rations. She also has created a hearty vegetable bread called longbread. A single small loaf will sustain a character for one day. It costs twice what normal iron rations cost at one-quarter the weight.

Sign of the Shovel

Two vendors sit under a large canvas banner painted with the image of a shovel. They sell digging equipment of all types. Kurnor Steelaxe (male dwarf commoner2) is a Stonelost dwarf with a dirty countenance. His partner is called Nowen the Horse, a human (male warrior4) of Nallish heritage. He has a thick blond beard and head of hair, stands almost seven feet tall, and weighs almost four hundred pounds. Nowen doesn't say much.

MAP PAGE 415

Pistols and rifles, page 560
The Shuul, page 131

Buying the gear of a retiring or dead adventurer can be a great way for a 1st-level character to get equipment cheap.

Many delvers refer to missions in the Dungeon as "raids."





The fact that Quivor Nox of Potions and Elixirs is an old man but his elvish wife of fifty years, Tyonaeth Glittersprite, is still quite young by elven standards has, sadly, made the man bitter. The couple has run Potions and Elixirs for many years and has three adult half-elf children. Their shop's surface location (run by their children) is in Midtown some distance from Delver's Square.

Vatur the lizardman speaks very poor Common. He slurs his words together and usually forgets to use definite articles like "the" and "a." He never uses adjectives.

Singriosh Notorison

Singriosh Notorison's (female tiefling fighter5) fiendish heritage is difficult to mistake. Her eyes are bright yellow and her skin is dark, almost blue. She does her best to resist the urges of her bloodline, and those who know her agree that she can be trusted—more or less.

Singriosh sells all sorts of daggers, knives, punching daggers, and so forth. She also has a number of decorative sheaths, including those useful to characters wanting to hide such weapons (+2 bonus on checks made to hide a weapon on one's body). These concealed sheaths cost double the normal price.

Tal Ingersol

Tal (female human expert4) is an artisan with a workshop in the Guildsman District. She and her three apprentices make all types of leather goods and sell them here in the Undercity Market. Tal is a short woman with red hair and green eyes. She also takes orders here at her booth for special items.

Tirres

Tirres (male centaur expert7) is an aram weaponsmith with a workshop in the South Market. He has found, however, that he sells more here in the Undercity Market than out of his workshop. Tirres and his assistant, Nara Nayson (female human commoner1) bring all sorts of weaponry down into the Great Hall each day. Tirres also makes weapons to order. He has a special talent for crossbows—the ones he makes have a +20 foot bonus to range increment, for which he charges only 10 percent more than the standard price.

Ursaon's Used

Ursaon Brightfall (male half-elf rogue5) is a pawnbroker. He covers several tables with his wares, as well as three full chests underneath them. He sells a bizarre selection: some junk, some wondrous finds, and even a bit of magic now and again. He has a keen eye and never sells anything for less than full value. Stolen goods have a way of ending up in Ursaon's possession, but no one's ever been able to prove that he bought them knowing they were stolen (or that he stole them himself).

Vatur

There are not many lizardfolk merchants in Ptolus. In fact, Vatur (male lizardfolk expert4) may be the only one. Actually, Vatur is not a merchant but a craftsman who specializes in repairing damaged equipment of any sort. Vatur can fix weapons, leather goods (from boots to bags to armor), rope, and so on, as well as more complex things like climber's kits or delicate tools. He can repair only minor damage to armor, however.

Wall of the Lost

The wives, husbands, friends, and family members of missing delvers post notices here in the Great Hall containing descriptions of their loved ones and the general area of the Dungeon they were last known to be exploring. Some less scrupulous folk use the postings to try to figure out where they might find dead adventures to loot, but this undertaking is as dangerous as it is immoral.

POTIONS AND ELIXIRS

Undercity Market see map, page 425
57,800 gp

The tables and shelves of this well-stocked, well-lit shop are covered with vials of all shapes and sizes. The proprietors offer all standard potions (those listed in Chapter 7: Magic Items of the DMG) at market price, plus they carry holy water and some herbal mixtures as well.

Herbal Mixture	Price	Notes
Disease resistance	10 gp	Offers +1 bonus on Fortitude saves vs. disease for 24 hours
Hair removal	3 sp	—
Hair restorative	5 gp	Must use daily
Healing ointment/ wound cleanser	10 gp	Natural healing amount increases 50% for one day
Skin dyes	1 gp	Offers +2 bonus on Disguise checks

Potions and Elixirs is operated by Tyonaeth Glittersprite (female elf sorcerer6) and Quivor Nox (male human wizard7). Tyonaeth appears young and beautiful, but her husband Quivor is an old man with a white beard. She has a raven familiar while he has a ferret.

Considering the value of their stock, the shop employs two guards. One, Larsh (male human fighter6), wears full plate and uses a dire flail. The other is a charmed troll named Dorg (male troll warrior4), who also wears plate armor and wields a greatsword sized for him.

SCOUTS, GUIDES, AND PORTERS

Undercity Market see map, page 425
720 gp

Travinor Rem (male human rogue16) runs this establishment, which offers hirelings trained to assist in exploration, particularly exploration of subterranean areas. Travinor stands over six feet tall, with broad shoulders, sparkling blue eyes, carefully styled black hair, and a clean-shaven square jaw.

Travinor is far more than he appears, however—this shopkeeper is a key figure in the criminal underworld. Just after the Delver's Guild created the Undercity Market, he saw opportunity and

created the **Dark Market**: a sinister shadow of the normal market, where customers conduct illegal transactions in secret. Scouts, Guides, and Porters contains a secret door (Search, DC 25, to find) that provides the only entrance into the Dark Market.

Travinor keeps four guards—three human and one half-orc (warriors7)—on hand at all times (in the guise of being "scouts" available for hire). To be sure, however, Travinor does indeed hire out real guides to adventurers to provide a believable cover for his operation.

URNST, ALCHEMIST

Undercity Market see map, page 425
5,200 gp

Vladimir and Taltos Urnst claim to be distant cousins of the Commissar, and both of these older men speak with thick Prustan accents. Each brother has a thick white beard and spectacles, but Vladimir is enormously fat and Taltos is very thin. Neither appears to have seen the sun in years. Together they make all kinds of alchemical mixtures and items, including a few unique to their shop, as listed in the table below.

Alchemical Item	Price	Notes
Alchemical compass	450 gp	Always points north
Eye cusps	50 gp	+2 bonus on saves against blinding light effects
Food-freshening powder	1 gp	Works on 1 day's worth of food
Tracking powder	50 gp	+10 bonus on track-related Search and Survival checks
Trollbane powder	10 gp	Negates scent ability in a 100-square-foot area (1d6+4 minutes)
Water purifying tablet	1 gp	Works on 1 day's worth of water

CHAMBER OF LONGING

near Undercity Market; see map, page 425
0 gp

Not far from the Undercity Market, this mysterious underground room has a giant stone statue of a claw near its center. The origin of the Chamber of Longing and even the meaning of its name are unknown, although it was probably created by **Kagrisos** the Ghost-Lich. Some claim it resembles a chamber beneath the **temple of the Fifty-Three Gods of Chance**; others call it a match with a statue in the sanctuary of the **Ebon Hand temple**. Regardless, the chamber is a frequent meeting place and landmark for delvers.

DARK MARKET

near Undercity Market see map, page 425 90,000 gp

The Dark Market is a secret area near the Undercity Market devoted to the sale of poisons, slaves, drugs, and illegal magic (dominating, disintegrating, etc.), the hiring of banned services (mostly thieves and assassins, but also muscle), and other shady transactions. Customers who know the password enter through a secret door in a shop called **Scouts, Guides, and Porters**, run by Travinor Rem.

Like the Undercity Market, the Dark Market is basically a large open room with people selling wares from tables. Unlike the main market, however, this place has few regular merchants. Vendors come and go as needed or as circumstances warrant. Further, since some people sell their own services, visitors here will see more people simply milling about than elsewhere in the Undercity Market.

Due to the Dark Market's very nature, no one trusts anyone here. Merchandise is always closely inspected, as are payments. At any given time, the Dark Market might offer the following:

- A man selling various poisons from a booth filled with strange pots and containers.
- A woman selling **shivvel** and shivvel pipes while sitting on a pillow on the floor.

BALACAZAR FIEND SLAVES

One commodity traded in the Dark Market is fiendish slaves bound to magical amulets that compel them to obey the owner. These amulets contain the essence of the fiend or some important fraction thereof. The Balacazar family forged its criminal empire by creating and selling these amulets and continues the practice. The fiends, forced to come into this world from Hell against their will, are immediately bound to the amulet, then secreted away in some secret chamber of the Balacazar estate until the amulet is sold. At that time, the new owners can call the fiends to them at will and give them whatever command they wish.

The price for a fiend slave amulet is the creature's CR squared, multiplied by 500 gp.

Obviously, if an amulet's owner ever allows it to fall into the hands of the fiend bound to it, the fiend can steal back its rightful essence and become free to act as it wishes—which usually starts with killing the amulet's owner in some horrible, painful fashion. This also happens if the amulet is destroyed. If the fiend is slain, the amulet becomes worthless.



Dark Market, see below

Kagrisos, page 112
Temple of the Fifty-Three Gods of Chance: See Chapter 6 of Night of Dissolution *on CD-Rom*
Ebon Hand temple, page 379.

Kevris Killraven (page 122) lives in the Undercity below Midtown.

Scouts, Guides, and Porters, page 426

To gain entrance to the Dark Market, you must give Travinor 50 gp and the name of someone the proprietor knows who will vouch for you (if you yourself are unknown to him; he knows all *the major crime figures in the city, and most of the minor ones). You also must provide a password, which changes regularly but is always passed along to the heads of the city's various criminal organizations.*

Shivvel, page 557



The statue in the Chamber of Longing has become a common meeting place for adventurers in the Undercity

Maleskari, page 69

Dragon pistols and rifles, page 560

It is not at all unusual for vendors and clients alike to walk about the Dark Market in disguise or with their faces masked.

For more details on the Ennin, see "Pactlords of the Quaan" in Chapter 6: Organizations (page 130).

- A male elf with a bundle of scrolls (all *charm person*, *suggestion*, *dominate person*) leaning against the wall.
- A priestess of **Maleskari** with two zombie bodyguards selling scrolls of *detect good*, *protection from good*, *desecrate*, *unholy blight*, *animate dead*, and worse.
- A Balacazar agent hawking fiend slaves (see sidebar on previous page).
- A tiefling selling quasits that have been formed into shot for **dragon pistols and rifles** (these are treated as *+1 unholy rounds*) and a pistol shaped from a hezrou that forms such rounds naturally and spits them out (treat it as a *+1 unholy rapid fire dragon pistol* that need never be reloaded).
- The ever-present slave market (see below).

SLAVE MARKET

A group of slavers calling themselves the Ennin have a secret base in an old warehouse on the Docks but maintain a slave market here. Malegoch Krill (male half-fiend sorcerer11) and Ritter Ratagan (male human fighter10) are the leaders of the Ennin. Malegoch is an obese, midnight-blue-skinned creature with a wide face and a massive necklace of human skulls; he only rarely comes here. Ritter is an overweight but hardy combatant who wears a black hood when he is in the Dark Market. Ritter often works as the auctioneer, selling slaves on a small wooden stage.

Whether Ritter is here or not, his assarai slave-soldier Nastriss always is, watching over the "merchandise" and keeping others away. More than anyone else, Nastriss has become a constant presence in the Dark Market, almost as if he were the guardian of the place.

Nastriss
Male lizardfolk (Lawful Evil)
Fighter8 **CR** 9
HD 2d8+6 + 8d10+24 **hp** 99
Init +6 **Speed** 20 feet
AC 28, touch 11, flat-footed 27
BAB/Grapple +9/+14
Attack +16 melee (1d6+8, 15–20/×2, scimitar) or +12 ranged (1d8+6+1d6 cold, composite longbow)



Full Attack +16/+11 melee (1d6+8, 15–20/×2, scimitar) or +12/+7 ranged (1d8+6+1d6 cold, composite longbow)
SQ Hold breath
Fort +9, **Ref** +7, **Will** +2
Str 20, **Dex** 14, **Con** 16, **Int** 8, **Wis** 11, **Cha** 8
Crucial Skills: Balance +1, Jump +11, Spot +2.
Other Skills: Swim –1.
Crucial Feats: Cleave, Dodge, Point Blank Shot, Power Attack, Precise Shot.
Other Feats: Improved Critical (scimitar), Improved Initiative, Weapon Focus (scimitar), Weapon Specialization (scimitar).
Possessions: *+1 full plate armor, +1 heavy steel shield, +1 scimitar, +1 composite longbow* (Strength +5), masterwork arrows (20), *+1 frost arrows* (4), *potions of bull's strength* and *bear's endurance*, wyvern poison (5 doses), 9 gp.

LONGFINGERS GUILD HEADQUARTERS

below Midtown; see map, page 431
145,000 gp (including 119,000 gp in the vaults)

This sprawling underground complex is the heart of the **Longfingers Guild** of thieves. It's where the members train, where they meet, and where they store their loot. Many of them live here as well.

The headquarters is full of traps, in part to keep out intruders—but only in part. The other reason is to help train the membership. Sometimes guild leaders add new traps or move old ones just to keep the thieves on their toes. Members are continually being tested; the Longfingers Guild motto "a relaxed thief is a dead thief" holds true even in their headquarters and homes. Thieves are instructed all the time to break into each others' quarters or try to get into the guild's vaults.

Aging Guildmaster Thief **Hayman Knapp** has paid dearly to have the headquarters permanently ensorcelled to keep out *scrying* and other pesky divinations that might reveal its location or the location of a thief inside, laying low after a job. No divination spells can penetrate the complex's perimeter.

HEADQUARTERS LAYOUT

The areas described below correspond to those marked on the map on page 431. Unless otherwise described, all doors are made of sturdy wood reinforced with iron (hardness 5, 30 hp, break DC 23). Plaster covers the walls, and the whole area stays very neat—cleaning is a duty of the neophyte members.

1. Main Entrance

The entrance to the guild headquarters is in the sewers, near a sewer grate in front of a bookstore called **Qualin's Books** on Birch Street in Midtown. However, all members are instructed never to use that entrance into the sewers—they're supposed to approach their base using other entrances. The bookshop owner watches the Qualin's entrance; the guild pays him to use a magical alarm that alerts the guards in Area 2 when someone enters the sewer via his grate.

Once in the sewers, one can find a secret door (Search, DC 28) that leads to the actual Longfingers entrance. Beyond it lie some abandoned chambers and passages, once part of **Ghul's Labyrinth**. One passage leads to the guild's main entry chamber. This room has been made to look like a dead end, but a Search check (DC 25) reveals three secret doors into the rest of the complex and the arrow slits in the walls here.

If the guild members know a foe is approaching, at least six of them go into the secret rooms adjoining the entry chamber and use the hidden arrow slits to attack intruders with surprise from cover.

2. Guards/Phony Lair (EL 7)

The rooms beyond the main entrance were created to look like the entirety of some bandits' lair, in the hopes of fooling anyone who makes it this far. They are furnished crudely with some phony loot heaped in piles here and there, food for the "bandits," beds and personal gear in the east room, and even a fake map stashed under a bed suggesting the location of the Longfingers Guild headquarters being under the **Clock Tower** in Oldtown.

Secret Door: One can find the secret door in the southern wall only with a Search check (DC 28).

Guards: The guild hired the four human mercenaries here to defend the main entrance. Their barracks is Area 6. While here, they pose as "bandits."

Guild Guard
Male and female humans (Neutral)
Warrior4 **CR** 3
HD 4d8+4 **hp** 29
Init +1 **Speed** 20 feet
AC 18, touch 11, flat-footed 17
BAB/Grapple +4/+7
Attack/Full Attack +8 melee (1d8+3, longsword) or +8 ranged (1d8+2+1d6 fire, light crossbow)
Fort +5, **Ref** +2, Will +1
Str 16, **Dex** 12, **Con** 12, **Int** 11, **Wis** 10, **Cha** 7
Crucial Skills: Listen +5, Spot +5.
Other Skills: Heal +3.
Crucial Feats: Point Blank Shot*.
Other Feats: Alertness, Weapon Focus (crossbow).
Possessions: Masterwork chainmail armor, masterwork heavy shield, masterwork longsword, masterwork light crossbow, masterwork bolts (10), *+1 flaming bolts* (5), *potion of cure light wounds*, 13 gp.





Ghul's Labyrinth, page 418

Longfingers Guild, page 128



Clock Tower, page 319

Hayman Knapp, page 128

Even though they're slightly better with their swords, the guild guards prefer to use their crossbows. If they can, they fire and move away in one round, then load and fire in the next. They always try to keep away from their opponents, but if cornered they use their swords.

Qualin's Books, page 221

The mercenaries hired to guard the guild headquarters know that if they were ever to reveal its location, they likely would find a dagger in their back or a dose of poison in a meal. This fear keeps them loyal.



Guild thieves have access to all the gear and weapons stored here. They must, however, sign out anything they take. Anyone seen to be taking undue advantage of the equipment will be fined. Some of the experienced thieves try to convince the newer members that it's actually a test—you're supposed to steal as much gear as you can. This, of course, is a lie, but it frequently gets gullible new members in trouble.



The Longfingers Guild enjoys a long association with House Rau (page 93) and traditionally receives many commissions from them. In exchange, the guild offers the house a monthly percentage of its take.

* Since they are likely to fight only in close quarters, the guards' Point Blank Shot modifiers are figured into their stats.

3. Trap (EL 8)

In the hall leading out of the phony lair lies a pit trap. The thieves can set it so that any weight of more than ten pounds triggers it, or so that only weights of over four hundred pounds trigger it (if guild members want to catch multiple foes in it).

Spiked Pit Trap: CR 8; mechanical; location trigger; manual reset; Reflex save, DC 25, avoids; 70 feet deep (7d6, fall); pit spikes (attack +10 melee, 1d4 spikes per target for 1d4+5 each) multiple targets (all targets within a 10-foot-square area); Search DC 27; Disable Device DC 18.

4. Gear Storage

The door to this room off the hall from the main entrance is locked (Open Lock, DC 25). Inside is a supply of miscellaneous gear (chalk, mirrors, whistles, bags, backpacks, and so forth) plus the following equipment:

- 8 climber's kits
- 10 sets of thieves' tools
- 2 sets of masterwork thieves' tools
- 5 disguise kits
- 1 healer's kit
- 800 feet of silk rope
- 6 grappling hooks
- 120 crossbow bolts
- 50 masterwork crossbow bolts
- 200 sling bullets
- 50 masterwork sling bullets
- 20 suits of studded leather armor (10 each of size Medium and Small)
- 6 suits of masterwork studded leather armor (3 each of size Medium and Small)
- 10 short swords (5 each of size Medium and Small)
- 2 masterwork short swords (1 each of size Medium and Small)
- 12 light crossbows
- 6 masterwork light crossbows
- 20 slings
- 4 masterwork slings
- 20 tindertwigs
- 4 flasks of alchemist's fire
- 3 flasks of antitoxin
- 2 sunrods.

5. Common Area (EL Varies)

A long blue rug runs down the middle of an open area near the center of the complex, and miscellaneous tapestries of little worth or significance hang on the walls. A few chairs, divans, and end tables lightly furnish the large room. Typically one finds up to three guild members here, resting and perhaps reading.

Guild Members (0–3): 20 hp each; see Area 7, below (or 19 hp; see Chapter 6: Organizations, page 128).

6. Barracks (EL 6)

The Longfingers Guild employs a handful of human mercenaries to guard its headquarters. When on duty, they stand watch in Areas 2, 12, and 22. When off duty, they usually remain in one of these two barracks rooms.

The rooms are furnished like typical billets, each with room enough for ten guards. The barracks are a disheveled mess, with clothes and gear everywhere, weapons lying about dangerously, and targets on the walls amid scrawled graffiti and lewd, crudely painted pictures.

Guild Guards (5): 29 hp each; see page 429.

7. Guild Member Quarters (EL 0, 4, or 12)

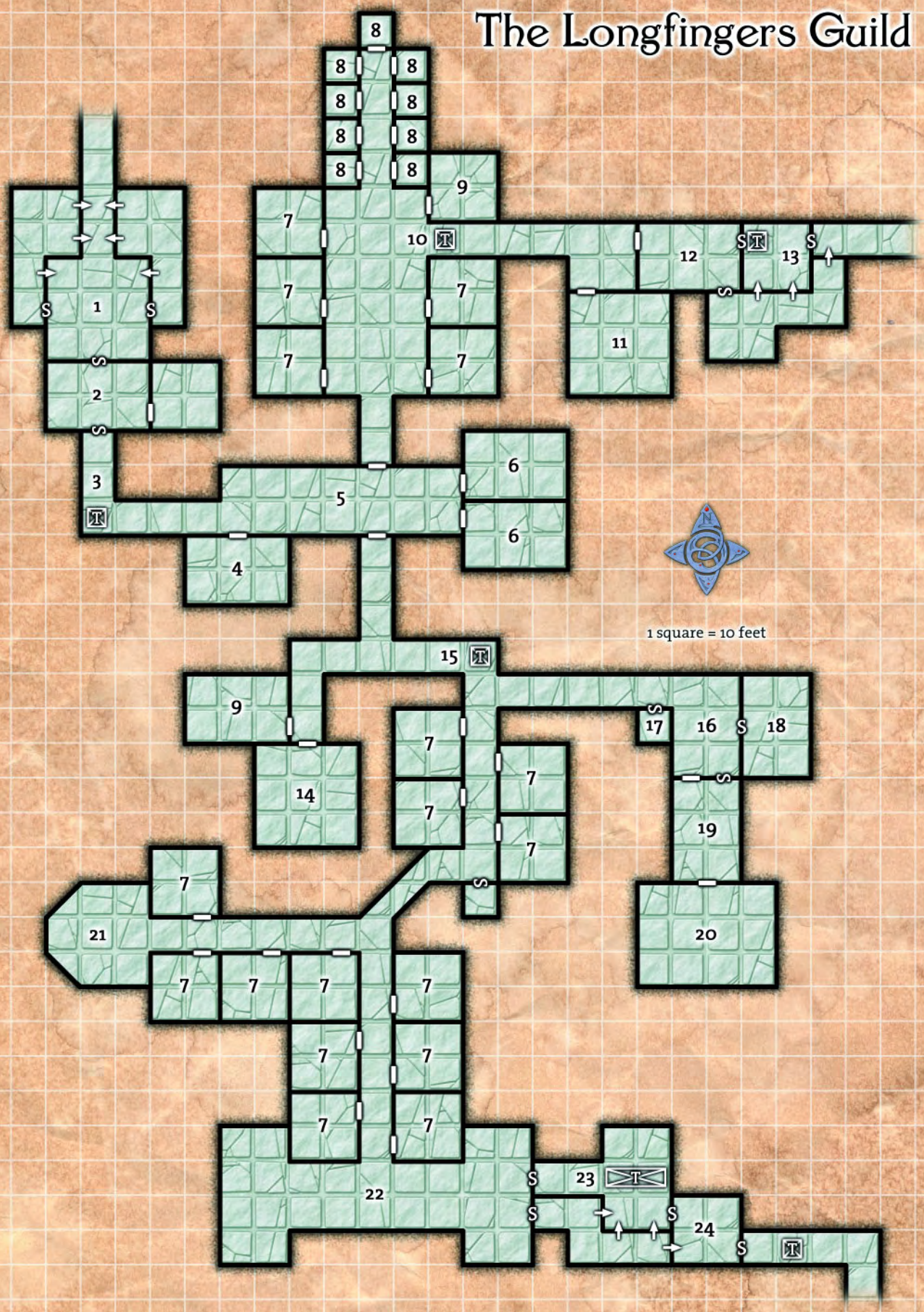
The door to these rooms near the northern and southern ends of the complex are locked, secured by the individual inhabitants (Open Lock, DC 20 +1d8).

The guild members who live in the headquarters each have their own rooms. Only about one in four of these is occupied at any given time. Usually the guild members are training or relaxing in other areas, practicing their trade, or conducting other business up in the city.

The members furnish their rooms according to their own taste—some are spare, some crammed full of stuff, some tidy, some a shambles. Most hold little in the way of valuables.

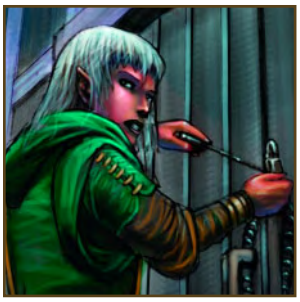
Guild Member
Male or female human (Neutral)
Rogue4 **CR** 4
HD 4d6+4 **hp** 20
Init +7 **Speed** 30 feet
AC 16, touch 13, flat-footed 16
BAB/Grapple +3/+4
Attack/Full Attack +7 melee (1d6+1, short sword) or +7 ranged (1d8+1, light crossbow)
SA Sneak attack +2d6
SQ Evasion, uncanny dodge, trap sense +1
Fort +2, **Ref** +7, **Will** +3
Str 12, **Dex** 17, **Con** 12, **Int** 13, **Wis** 15, **Cha** 13
Crucial Skills: Balance +8, Climb +7, Disable Device +6, Hide +9, Intimidate +5, Listen +7, Move Silently +10, Search +8, Tumble +10, Use Magic Device +7.
Other Skills: Disguise +7, Forgery +6, Open Lock +10, Sleight of Hand +8.
Crucial Feats: N/A
Other Feats: Improved Initiative, Stealthy, Weapon Finesse.
Possessions: Masterwork studded leather armor, masterwork short sword, dagger, masterwork light crossbow, +1 *bolts* (10), *potions of cure light wounds* and *invisibility*,

The Longfingers Guild



Anyone thinking about joining the Longfingers Guild first must find the guild headquarters. This task involves either a lot of exploration below the city or a good deal of networking above the city. Obviously, most members of the guild are rogues, but not all of them are.

Assess creature, page 639



Chelsean Featherhair has long black hair, which she dyes silver. She is extremely self-serving and does whatever she has to to achieve her goals. She does not hesitate to use her sexuality as a tool on her spying and information-gathering missions. Chelsean usually likes to use the spell false life *and, if in danger, the first spell she casts is* invisibility*, likely followed by* shield*. She would much rather stay in her guild-provided quarters and use* scrying *to gather information than engage in activities that might put her in real danger.*

50 feet of silk rope, climber's kit, disguise kit, masterwork thieves' tools, 10 gp, 8 sp.

At any given time, at least two senior guild members are on hand in the headquarters. These 12th-level rogues have authority over all other members and command some respect. Their quarters are the same as other members', however.

Senior Guild Member
Male or female human (Neutral)
Rogue12 **CR** 12
HD 12d6 **hp** 47
Init +7 **Speed** 30 feet
AC 21, touch 16, flat-footed 21
BAB/Grapple +9/+9
Attack +13 melee (1d6+1, short sword) or +13 ranged (1d8+1, light crossbow)
Full Attack +13/+8 melee (1d6+1, short sword) or +13 ranged (1d8+1, light crossbow)
SA Sneak attack +6d6
SQ Evasion, improved uncanny dodge, trap sense +4, defensive roll
Fort +4, **Ref** +11, **Will** +6
Str 10, **Dex** 17, **Con** 11, **Int** 13, **Wis** 15, **Cha** 17
Crucial Skills: Balance +9, Climb +10, Disable Device +17, Hide +18, Intimidate +10, Move Silently +15, Search +16, Spot +5, Tumble +15.
Other Skills: Appraise +10, Bluff +6, Disguise +13, Forgery +8, Gather Information +10, Knowledge (local) +7, Open Lock +19, Use Rope +10.
Crucial Feats: Dodge, Mobility.
Other Feats: Improved Initiative, Skill Focus (Open Lock), Stealthy, Weapon Finesse.
Possessions: *+2 studded leather armor, ring of protection +3, +1 short sword,* daggers (3), *+1 light crossbow;* bolts (12), *potions of cure moderate wounds, invisibility,* and *heroism;* masterwork bolts (12), 50 feet of silk rope, climber's kit, disguise kit, masterwork thieves' tools, 140 gp.

An elf sorcerer/rogue named Chelsean Featherhair is kept on retainer here and uses one of these quarters as well. Rather than treating her as magical firepower, the guild uses her more as an information gatherer, a spy, and an envoy to interact with other organizations.

Chelsean Featherhair
Female Shoal elf (Neutral Evil)
Sorcerer8/rogue4 **CR** 12
HD 8d4 + 4d6 **hp** 44
Init +2 **Speed** 30 feet
AC 14, touch 12, flat-footed 14
BAB/Grapple +7/+5
Attack +10 melee (1d6-1, short sword) or +10 ranged (1d8, light crossbow)
Full Attack +10/+5 melee (1d6-1, short sword) or +10 ranged (1d8, light crossbow)
SA Sneak attack +2d6
SQ Evasion, uncanny dodge, trap sense +1, elven traits, low-light vision
Fort +3, **Ref** +8, **Will** +8
Str 7, **Dex** 15, **Con** 10, **Int** 11, **Wis** 12, **Cha** 16
Crucial Skills: Bluff +4, Concentration +8, Disable Device +8, Escape Artist +8, Hide +8, Listen +3, Move Silently +7, Search +5, Spot +3.
Other Skills: Diplomacy +9, Forgery +7, Knowledge (arcana) +4, Open Lock +14, Spellcraft +9.
Crucial Feats: Point Blank Shot.
Other Feats: Brew Potion, Magical Aptitude, Nimble Fingers, Weapon Finesse.
Spells Known: 6/7/7/6/3; save DC 13 + spell level.
4th—*scrying.*
3rd—*dispel magic, fly.*
2nd—*false life, invisibility, scare.*
1st—*animate rope, charm person, magic missile, magic weapon, shield.*
0—***assess creature**, dancing lights, detect magic, light, mage hand, prestidigitation, read magic, resistance.*
Possessions: *+1 short sword,* masterwork light crossbow, bolts (12), *bracers of armor +2, cloak of charisma +2, gloves of dexterity +2, wand of lightning bolt* (CL 8th, 38 charges), 50 feet of silk rope, masterwork thieves' tools, 150 gp.

8. Neophyte Quarters (EL 0 or 2)

These small rooms at the far north end of the complex are used for members-in-training, called neophytes. The chambers are spartan and temporary. Neophytes typically only sleep there. Otherwise, they are either out in the city, cleaning the headquarters, hanging around the common area (Area 5), training in Area 12, or studying in Area 21.

Neophyte Guild Member
Male or female human (Neutral)
Rogue2 **CR** 2
HD 2d6+2 **hp** 10
Init +3 **Speed** 30 feet
AC 16, touch 13, flat-footed 13
BAB/Grapple +1/+1
Attack/Full Attack +2 melee (1d6, short sword) or +5 ranged (1d8, light crossbow)
SA +1d6 sneak attack
SQ Evasion
Fort +1, **Ref** +6, **Will** +1
Str 11, **Dex** 17, **Con** 12, **Int** 12, **Wis** 13, **Cha** 9
Crucial Skills: Bluff +4, Disable Device +5, Escape Artist +8, Hide +8, Listen +8, Move Silently +5, Sense Motive +6, Spot +8.
Other Skills: Appraise +6, Open Lock +8, Sleight of Hand +7.
Crucial Feats: N/A
Other Feats: Alertness, Deceitful.
Possessions: Masterwork studded leather armor, masterwork short sword, masterwork light crossbow, bolts (20), thieves' tools, 20 gp.

9. Storage

These rooms near the center and at the north end of the headquarters store mundane items the guild members need: foodstuffs, dry goods, blankets, extra furniture, and so forth.

10. Three-Stage Trap (EL 11)

In the middle of the western entrance to this corridor on the north end of the complex lies a pit trap five feet square. Once someone triggers it, a ten-foot-square section of the ceiling begins to drop, taking a full round to do so. Although it's easy enough to avoid, the solid ceiling block seals off the corridor and the pit. Anyone in the pit is trapped, and anyone who attempts to save them endangers himself. Once sealed, the pit fills with burnt othur fumes.

Pit Trap: CR 8; mechanical; location trigger; manual reset; Reflex save, DC 20, avoids; 100 feet deep (10d6, fall); Search DC 27; Disable Device DC 18.

Dropping Ceiling: CR 9; mechanical; time trigger (reacts to pit trap); manual reset; ceiling moves down (12d6, crush); multiple targets (all targets in a 10-foot-square area); never miss; onset delay (1 round); Search DC 20; Disable Device DC 16.

Burnt Othur Fumes Trap: CR 7; mechanical; time trigger (reacts to dropping ceiling); manual reset; gas; multiple targets (all targets in pit); never miss; poison (burnt othur fumes, Fortitude save, DC 18, resists, 1 Constitution drain/3d6 Constitution); Search DC 21; Disable Device DC 21.

11. Meeting Hall

Designed for meetings, classes, demonstrations, and other gatherings, this room near the northeast corner of the complex is alternately filled with chairs, chairs and tables, or nothing. More often than not, no one is here.

12. Training Room (EL Varies)

The ceiling of this room in the northeast corner of the headquarters is thirty feet high, which allows the thieves to practice climbing. In fact, different areas of the north wall are covered in different substances—plaster, oil, and so forth—to create different challenges. The room also has mannequins with tiny bells hanging all over them for pocket-picking practice. Next to the south wall is a table covered in locks and sample mechanisms that members can practice disabling.

A member usually can find one or two typical guild members and two or three neophytes here at any given time.

Guild Members (1–2): 20 hp each; see Area 7, page 430 (or 19 hp each; see page 128).

Neophyte Guild Members (2–3): 10 hp each; see page 432.

Secret Doors: Finding each of the secret doors in this room requires a Search check (DC 28).

Guards: There are always three guards (as in Area 2) stationed in the training room. However, they frequently spend their time in the adjoining secret chamber to the south, watching Area 13.

Guild Guards (3): 29 hp each; see page 429.

13. Secret Exit (EL 9)

The passage leading east out of the complex connects with a section of **Ghul's Labyrinth** not entirely explored. However, the senior guild members know a path through it that emerges into the cellar of a private home in Midtown. The owners of the house don't even know about the exit.

Secret Doors: Both doors require a Search check (DC 28) to find, as do the arrow slits. The doors are locked, and the locks are hidden (Search, DC 31) and quite devious (Open Lock, DC 30). Each door is stone (hardness 7, 90 hp, break DC 27).

The area in front of the western secret door is trapped with a wide, hidden pit.

Poisoned Spiked Pit: CR 9; mechanical; location trigger; manual reset; hidden lock bypass (Search DC 25; Open Lock DC 30); Reflex save, DC 20, avoids; 70 feet deep (7d6, fall); multiple targets (all targets within a 10-foot-square area); pit spikes (attack +10 melee, 1d4 spikes per target for 1d4+5 plus poison each); poison (giant wasp poison, Fortitude save, DC 14, resists, 1d6 Dexterity/1d6 Dexterity); Search DC 20; Disable Device DC 20.

14. Guildmaster's Quarters (EL 0 or 20)

The door to this large room near the center of the complex has a special combination lock (Open Lock, DC 28).

This is **Guildmaster Thief Hayman Knapp's** chamber. Its opulent furnishings include a sunken bath behind a folding screen, a huge canopy bed, a private dining area with a silver service set, and multiple wardrobes and chests filled with clothing (including many noble's outfits and a number of disguises). The room contains at least 3,000 gp worth of goods. If Hayman is here, it means he is relaxing or sleeping. As it is unlikely that he would be caught unawares if the headquarters has been infiltrated, he is more likely near the vaults (Areas 17 to 20), ready to defend them with the senior guild members and **Chelsean**.

15. Trap (EL 9)

At the corner of this passage lies a ten-foot-square pressure plate. When more than ten pounds is placed upon it, the plate suddenly thrusts up toward the ceiling with great force, then comes immediately back down again. As it returns down, the plate covers everyone within ten feet in a dark red powder. At the same time, the secret door sixty



Ghul's Labyrinth, page 418



Longfingers Guild symbol

Hayman Knapp, page 128

Chelsean, page 432

DM TIPS

If you want the headquarters' location to remain a mystery to your PCs, don't give players the Dungeon cross-section map handout.

Temple of Teun, page 395



People say that Sobac Redwand (page 225) plans one day to infiltrate the Longfingers Guild headquarters—he knows the place fairly well, since he once was a member. According to the tale, he aims to steal the treasure from the guild's vault. The truth is, Sobac has considered the idea but does not feel that the loot is worth the trouble. He does not know about the existence of the two secret vaults, however. If he did, he might very well change his mind.



House Nagel, page 93

Chelsean, page 432
The Sorn, page 137

feet to the south opens, releasing a hellwasp swarm. The wasps attack only those coated in powder, then return to their hive in the secret room beyond the door. (Neophyte guild members must feed the wasps, an extremely undesirable duty.)

Smashing Floor Trap: CR 7; mechanical; location trigger; automatic reset; Reflex save, DC 25, avoids; 10d6 damage; multiple targets (all targets within a 10-foot-square area); Search DC 27; Disable Device DC 18.

Hellwasp Release Trap: CR 8; mechanical; timed trigger (after floor resets); manual reset; multiple targets (all targets within 10 feet of first trap); Search DC 20; Disable Device DC 18.

Hellwasp Swarm: hp 93; see MM.

16. Guardians (EL Varies)

Near the vaults (Areas 17 to 20) Hayman Knapp keeps a pair of winter wolves as guardians and pets (they are intelligent, though, so he would never call them that to their faces). They attack anyone they do not recognize, unless accompanied by a senior member.

The wolves are a mated pair, and the female is about to have a litter. In this area they have straw mats to sleep on and a large bronze bowl where they are fed generously.

Winter Wolves (2): hp 50, 66; see MM.

Note that if the senior guild members are here to help defend the vaults, the Encounter Level goes from 7 to 15; if Chelsean is here with them, it rises to 16. Hayman's presence makes it EL 21. It's best to infiltrate when Hayman is not around.

17. Secret Vault

One can find the secret door into this small chamber only with a Search check (DC 31). The door is triple locked; each lock is hidden (Search, DC 31), quite devious (Open Lock, DC 30), and constructed so that an intruder must open them all at once, or they cannot be opened at all. The door is stone (hardness 7, 90 hp, break DC 27).

Only Hayman and a few other high-ranking guild members know this room exists. They use it to hold stolen goods of great value. Currently, it contains the crest of **House Nagel**, an ancient nonmagical relic of great significance to the house. It's worth at least 50,000 gp—not that House Nagel has that kind of money.

18. Another Secret Vault

The secret door into this vault on the east side of the complex can be found only with a Search check (DC 30). The door is double locked; each lock is hidden (Search, DC 31) and quite devious (Open Lock, DC 30). The door is stone (hardness 7, 90 hp, break DC 27).

This secret vault safely stores items of magic, both stolen and those owned by the guild. Currently, the vault contains a locked iron chest (Open Lock, DC 27) with a dozen *potions of cure moderate wounds*, a quiver with twenty *+1 crossbow bolts*, another quiver with ten *+1 flaming crossbow bolts*, and an *apparatus of the crab* stolen from the **Temple of Teun**.

19. Outer Vault

The iron door between Areas 16 and 19 is not only trapped, it's false. If anyone attempts to open it or even touches it, a poisoned scythe swings out of it.

Poisoned Wall Scythe: CR 8; mechanical; touch trigger; manual reset; attack +16 melee (2d4+8 plus poison, scythe); poison (deathblade, Fortitude save, DC 20, resists, 1d6 Constitution/2d6 Constitution); Search DC 24; Disable Device DC 19.

One can locate a locked secret door leading into Area 19 with a Search check (DC 29). The door's lock is hidden (Search, DC 31) and quite devious (Open Lock, DC 30). The door is stone (hardness 7, 90 hp, break DC 27).

The outer vault beyond contains large and valuable objects that the members have stolen—paintings, statues, and so forth. There is approximately 6,000 gp worth of large, heavy art objects here.

20. Main Vault

The door is triple locked; each lock is hidden (Search, DC 31), quite devious (Open Lock, DC 30), and constructed so that an intruder must open them all at once, or they cannot be opened at all. The door is iron (hardness 10, 60 hp, break DC 28). Each lock is also trapped with a poison needle.

Poison Needle Trap: CR 6; mechanical; touch trigger; manual reset; attack +17 melee (1 plus poison, needle); poison (purple worm poison, Fortitude save, DC 24, resists, 1d6 Strength/2d6 Strength); Search DC 22; Disable Device DC 17.

Various chests and coffers in the main vault hold the guild's treasury, which amounts to 1,000 pp, 20,000 gp, 50,000 sp, and 20,000 gp worth of gems and jewelry. That's the good news.

The bad news is that every fifth coin and every single piece of jewelry is enchanted. If the proper word (changed every month) is not spoken when the item is removed from the vault, the thief can be scried automatically by anyone who tries, simply by looking for "the thief of the Longfingers vault." **Chelsean** or any hired sorcerer (such as one from the **Sorn**) could help the guild members get their revenge, as well as their money back. One can remove the effect with *remove curse* or *break enchantment* cast by someone of at least 15th level.

21. Classroom

This room on the west side of the complex appears to be a traditional classroom furnished with chairs and desks. The walls hold chalkboards as well as hanging blueprints and maps. Here the thieves learn the basics of casing a location, breaking into various places, and, most importantly, how to plan a job.

22. Training Room (EL Varies)

Thieves use this large room at the south end of the headquarters to train in fighting techniques. They practice both melee and ranged attacks using targets of various sizes against the western wall. Usually one or two typical guild members and two or three neophyte members train here at any given time.

Guild Members (1–2): 20 hp each; see Area 7, page 430 (or 19 hp each; see page 128).

Neophyte Guild Members (2–3): 10 hp each; see page 432.

Secret Doors: Both secret doors in the eastern wall of the training room require a Search check (DC 28) to find. The northern door is locked; the lock is hidden (Search, DC 31) and quite devious (Open Lock, DC 30). Each door is stone (hardness 7, 90 hp, break DC 27).

Guards and Thieves: Three guards (as in Area 2) are always stationed in the training room. However, they frequently spend their time in the secret room to the southeast, watching Area 23.

Guild Guards (3): 29 hp each; see page 429.

23. Crushing Trap

Beyond the northern secret door in the training room is a short hall leading into an open chamber. Anyone who steps on the rectangular area in the center of the room triggers a pressure plate in the floor. When activated, the trap closes and locks the secret door and drops a portcullis at the eastern end of the hall (hardness 10, 30 hit points, lift or bend DC 29). Then, the ceiling lowers, crushing anyone in the main room.

Crushing Ceiling Trap: CR 9; mechanical; location trigger; manual reset; ceiling moves down (12d6, crush); multiple targets (all targets in room); never miss; onset delay (1 round); Search DC 20; Disable Device DC 16.

Secret Door: The secret door on the eastern wall requires a Search check (DC 28) to find, as do the arrow slits in the southern wall; guards wait in the secret room beyond the arrow slits (see Area 22). The door is locked, and the lock is hidden (Search, DC 31) and quite devious (Open Lock, DC 30). The secret door is made of stone (hardness 7, 90 hp, break DC 27).

24. Another Secret Exit

A passage out of the southeast corner of the Longfingers Guild headquarters leads into a section of **Ghul's Labyrinth** not entirely explored. However, all members other than the neophytes know a path through it that leads into the sewers. It is hidden from the outside by a secret door (Search, DC 29).

Secret Doors: Both the secret door from the room with the crushing trap (Area 23) and the one leading out of the complex require a Search check (DC 28) to find. The doors are locked, and the locks are hidden (Search, DC 31) and quite devious (Open Lock, DC 30). Each door is stone (hardness 7, 90 hp, break DC 27).

Anyone who steps into the area marked on the map beyond the eastern secret door sets off a trap, which fires a barrage of poisoned darts from holes in the wall to the east. (If trespassers are heading toward the headquarters, the darts come at them from behind.)

Barrage of Poisoned Darts: CR 7; mechanical; location trigger; manual reset; attack +18 ranged (1d4+1 plus poison, dart); poison (greenblood oil, Fortitude save, DC 13, resists, 1 Constitution/1d2 Constitution); multiple targets (1d8 darts per target in the hallway); Search DC 25; Disable Device DC 25.

LONGFINGERS SCENARIOS

Using the Longfingers Guild Headquarters can be a tricky proposition. In theory, a group of player characters of around 8th level could handle a raid on the place (they would do well to have a skilled rogue with them), but encounters with the senior guild members would be dangerous and Hayman likely would wipe them out.

So missions into the headquarters should either take place when Hayman and probably Chelsean are absent or the missions should focus on subterfuge rather than force. Sneaking into and out of the thieves' guild is no easy task but, if accomplished, it would be quite the badge of honor!

Of course, the guild might be an ally of the PCs, rather than a foe. In that case, an adventure using the headquarters becomes very different (see "Defend the Headquarters," below).

Find the Thieves' Guild

A secretive patron commissions the player characters to find the Longfingers Guild headquarters for him. All he knows is that it lies beneath the city somewhere. A likely plan would involve the PCs locating a guild member in the city (a trick in itself) and follow him down into the sewers. If the thief catches on, however, he's likely to lead them astray or straight into a trap.



Ghul's Labyrinth, page 418

The Longfingers Guild need not necessarily be foes to the player characters. As long as the PCs are not particularly lawful, they might find that members of the guild make very useful allies—some of the party members might even like to join. Although most people say that the glory days of the guild are behind them, the Longfingers are still an excellent source of information and a great help if the PCs need to infiltrate someplace in the city. The headquarters itself is a very good place to hide out when needed as well.



House Nagel, page 93
Temple of Teun, page 395

Hayman Knapp, page 128
Kevris Killraven, page 121
The Sorn, page 137
The Shuul, page 131

From time to time, the Fallen of the Necropolis invite Prison Warden Odsen Rom to attend bloody combats in the Dark Reliquary arena (page 267).

Kagrisos, page 112
Jabel Shammar, page 501



The wizard Tasilicus Rhendron of the Pale Tower (see page 331) believes there is far more to the Mirror Maze than it would appear. He thinks some significant magical aspect of the locale remains undiscovered.

The Commissar, page 149
Prince of the Church, page 294

Ghul's Labyrinth, page 418

Recover the Stolen Goods

At the behest of the previous owner, the player characters must recover the stolen crest of **House Nagel**, or the **Temple of Teun's** *apparatus of the crab*—or anything else you want to put in the guild's vaults. This is a standard dungeon-style raiding mission, albeit a difficult one.

Defend the Headquarters

Guildmaster Thief Hayman Knapp hires the player characters to help defend the headquarters from the forces of **Kevris Killraven**, who wants to put the guild out of business and take the site for her own. The PCs must work alongside the thieves and plan a defense that utilizes the place's traps. Killraven's forces include rogues, warriors, **Sorn** sorcerers, possibly a few **Shuul** mercenaries, and some monstrous creatures, such as ogres, a dark naga, and perhaps even a dragon.

MIRROR MAZE

below Oldtown; see map, page 425 0 gp

This strange place was created magically by the ghost-lich **Kagrisos**, who patterned it after a chamber within **Jabel Shammar**. Rediscovered when the Empire was putting in its local sewer system, the Mirror Maze became one of the very first Undercity landmarks.

This maze is made entirely of mirrored steel, and any section of it renews itself in 1d4 rounds if damaged. On the far side of the maze are three major passageways of **Ghul's Labyrinth** that lead to many sites—some explored, others not. Sometimes delvers use the ability to navigate through the maze as a sort of rite of passage.

THE PRISON

below the Guildsman District; see map, page 437 11,000 gp

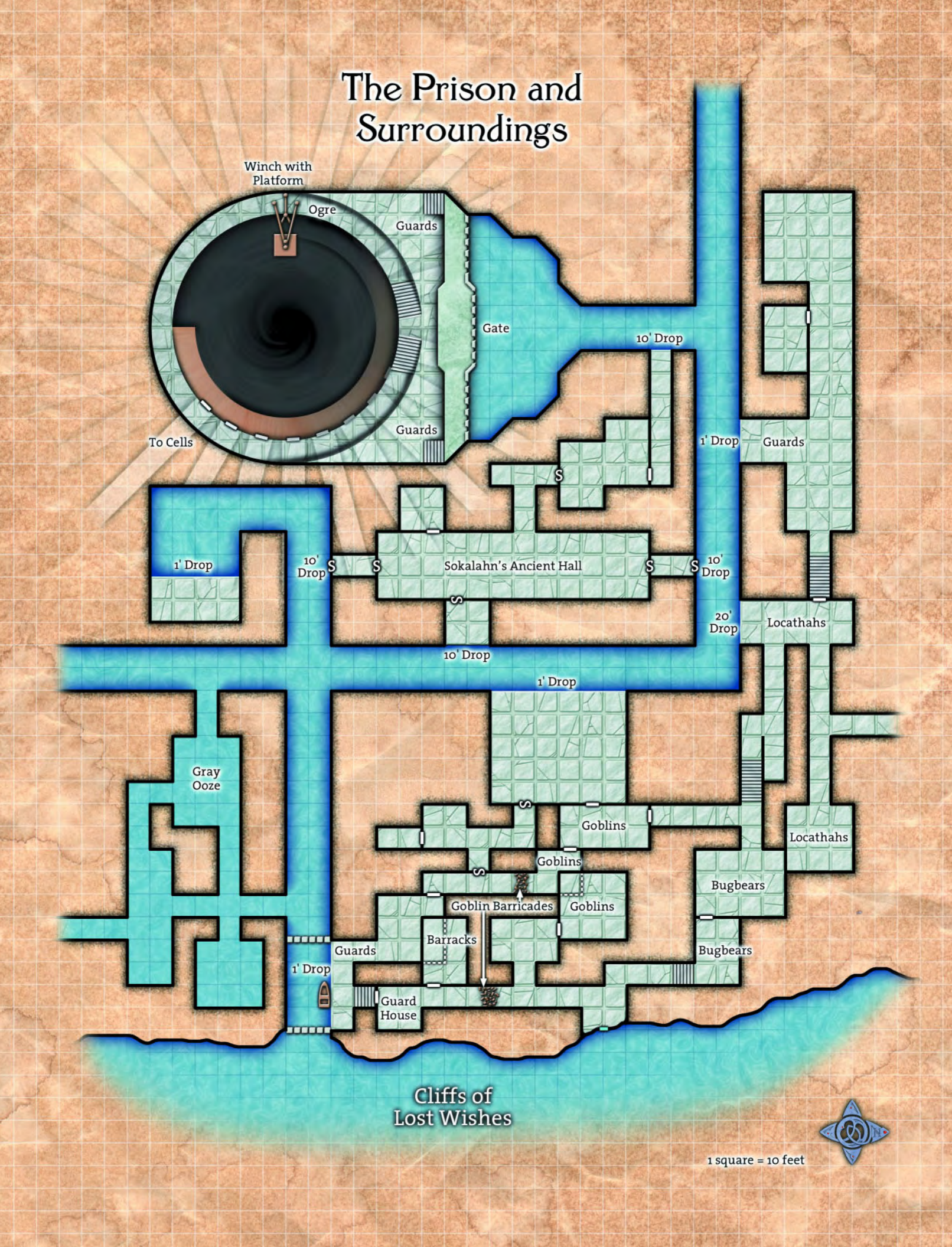
Known as the Pit by common people (and especially criminals), the Prison lies far beneath the Guildsman's District. One can reach the Prison only by a boat leaving the Docks and entering through a cave in the Cliffs of Lost Wishes overlooking the bay. Once through the entrance, one must still traverse guarded subterranean waterways to get to the Prison itself.

Warden Odsen Rom (male tiefling fighter11) is as corrupt and vile as anyone in Ptolus: sadistic, selfish, and intentionally cruel. Further, he maintains a long tradition of ransoming prisoners to their families or friends. With each prisoner's sentence comes a secret ransom on his head. No crime is so great that one cannot buy most convicts out of prison, although some have no ransom for political reasons—they have too much attention on them to let them out. Often, a share of the ransom goes to someone responsible for the prisoner's incarceration, which is why people sometimes have their enemies imprisoned rather than assassinated.

Of course, many prisoners were never sentenced by the courts. Both the **Commissar** and the **Prince of the Church** have the unwritten authority to incarcerate prisoners without any trial at all. A large bribe to the warden can get someone imprisoned here as well. Every once in a while, a noble house sends an enemy to "disappear" into the darkest recesses of the Prison, hopefully never to return.

No one knows that Warden Rom is a tiefling. He looks perfectly human, except that his eyes blink the wrong way (vertically). Unbeknownst to




The Prison and Surroundings
Winch with Platform
Ogre
Guards
Gate
10' Drop
To Cells
Guards
1' Drop
Guards
S
1' Drop
10' Drop
S
S
Sokalahn's Ancient Hall
S
S
10' Drop
S
20' Drop
Locathahs
10' Drop
1' Drop
Gray Ooze
S
Goblins
Locathahs
Goblins
S
Bugbears
Goblin Barricades
Goblins
Barracks
Guards
Bugbears
1' Drop
Guard House
Cliffs of Lost Wishes
1 square = 10 feet



The Prison's entrance from the sea can be sealed off with a massive portcullis. It has a garrison of fifteen guards.

AROUND THE PRISON

The path through the Cliffs of Lost Wishes leading to the Prison is filled with side passages, most of which have never been explored fully. They head off into areas of Ghul's Labyrinth, specifically an area used long ago by a creature named **Sokalahn**. This half-demon wizard sought a way into the Banewarrens—specifically to find an artifact called the *Black Grail*. It was Sokalahn who damaged the Gates of Delirium of the Entropy Sphere (see page 499), which led to the formation of the Pits of Insanity (see page 416). Eventually, Sokalahn chose to become a lich, understanding that his quest and the research it required would take more than a normal lifetime. Decades later, he gave up and retreated into his well-protected lair filled with magical traps and guardians.

Long ago, Ghul's servants got around this area of the Labyrinth using artificial underground waterways that emptied into the Bay of Ptolus. Those same waterways wind through the area of the Prison and Sokalahn's lair. The region teems with the sort of life that thrives on dampness and the absence of the common races. This includes slimes and oozes, chokers, some underground-dwelling locathah, and others. Whole tribes of goblins are said to dwell in this region, led by bugbears and armed with a few discovered remnants of ancient chaositech. Such inhabitants avoid the actual Prison area, except for the mindless or stupid among them, who end up clashing with the guards. In fact, the goblins physically attempt to seal off passages that lead to the Prison (Odsen's staff doesn't mind that at all).

The underground rivers flowing to the bay originate in natural caverns, some inhabited by dark elves. Hearing the tales of Sokalahn (erroneously presumed dead), a group of these dark elves lust after a way into the Banewarrens themselves and soon plan to search the area for clues as to what methods of entry the ancient wizard tried. If the Prison staff catches word of dark elves in the area, they go on high alert. The warden might even try to recruit some delvers to come in and root them out.

Persistent explorers can find a way from the Prison up into the surface city through the cellars of the Darkbirth Madhouse in the Guildsman District, but this is known to absolutely no one alive today.

Igor Urnst, page 149

most, including the Church, he employs fiends in the torture halls deep in the Prison. Odsen reports directly to the Commissar, but **Igor Urnst** never comes down here, and the warden rarely goes to the surface.



Warden Rom is not above using fiends like this demon in his torture chambers.

Dark Reliquary, page 238
Goth Gulgamel, page 486

PRISON GUARDS

Prison guards come in two varieties. First are the "low-duty" guards (male and female human warriors2). These are your standard swords-for-hire, not much different than a typical member of the City Watch. They guard the entrance from the sea from the local goblins, bugbears, and others, and patrol the paths around the actual Prison—either in boats on the underground waterways or along the walkways that crisscross the area (see map on the previous page).

These guards work in shifts, usually three days on and four days off. During time off, they return to the city by boat (a supply boat comes every day to the Prison). Technically, all the guards are employed by the city and under the command of the Commissar. However, they have their own badges that differ from those worn by the Watch or the Commissar's Men.

The "Prison-duty" guards are those who work in the Prison itself. These are an extremely rough lot, including humans (male or female fighters5) as well as a great many orcs, half-orcs, and ogres—even a few trolls and a hill giant. The warden employs many of these guards directly, keeping their existence secret from his employer (although it's not certain the Commissar would care if he did know). One Prison-duty guard serves as the warden's bodyguard while he's at the Prison.

PRISON LAYOUT

A curtain wall not unlike a castle wall surrounds the waterway approach to the Prison. Guards patrol this wall and man the gate within it. Beyond the wall lies the Prison itself: a deep shaft that plunges into ever-greater darkness. A wooden ramp spirals down the interior of the shaft, connecting passages that radiate out from the central hub like the spokes of a wheel. These passages lead to cells, guard quarters, storerooms, and other facilities. A winch-controlled lift offers a faster way up and down the shaft; an ogre provides the power to move the wooden platform up and down.

The bottom of the shaft is spoken of only in shaky whispers. Here, fiendish "interrogators" torment prisoners, usually for no other reason than their own (or Warden Rom's) delight. This nightmarish place is the equal of something one might expect to find beneath the **Dark Reliquary** or within **Goth Gulgamel**



Chapter 21:
THE SEWERS

Like most large imperial cities, Ptolus has an extensive and well-maintained sewer system, thanks to the advancements of the technological Prust and their Grailwarden dwarf allies. Most homes in Ptolus have running water and indoor plumbing, including privies that pump in water via hand pumps and drain it away into the city sewers.



The sewers are well designed and sturdily built, with carefully cut stones and arched supports to keep the tunnels from collapsing. The Empire, particularly at its height, was very proficient at such engineering and building.

THE NATURE OF THE SEWERS

The **largest sewer tunnels** measure about sixteen feet wide. A channel ten feet wide flows through the middle of the tunnel, with a three-foot ledge on either side that stays dry—in theory (in reality, even these walkways are under a foot or two of water after a heavy rain). The channel is ten feet deep. The ceilings in these main tunnels are about eight feet high, except where a sewer grate offers access to the surface, at which point the ceiling is about fifteen feet high. At some intersections, stone bridges about two feet wide arch a couple feet above the level of walkways, enabling one to get from one side to the other while still allowing the water and sewage to flow beneath.

A **middle-sized sewer tunnel** measures about ten feet wide. Here the central channel is six feet wide and six feet deep, with only two-foot-wide walkways. The current of the flowing water is sometimes stronger in these tunnels than in larger ones.

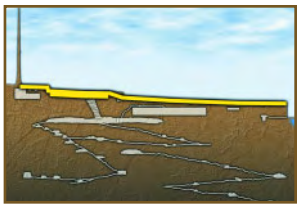
The **smallest sewer tunnels** are merely drainage conduits about two and a half feet in diameter. They typically hold only a trickle of water, except during a heavy rain. These are large enough for a human to crawl through very uncomfortably with some risk of getting stuck. A smaller creature (a halfling, a dire rat, or a ratling) risks no chance of getting stuck.

The sewers come out on the Cliffs of Lost Wishes by the Bay of Ptolus, along the steep ravine walls flanking the King's River, and in the King's River Gorge. In these exits, a main sewer tunnel protrudes about three feet out of the rock wall and ends in an iron grate, through which the sewage flows.

SEWAGE

More than anything, the sewers in Ptolus are used to drain rainwater from the streets, alleys, and buildings. The folk of Ptolus dump old cooking water, wash water, and garbage of all sorts into the sewers, including rotten food, spoiled ale, waste from manufactories, dyes from textile mills, alchemical waste, and dead animals. And, of course, the waste from privies and chamber pots all over the city goes into the sewers as well.

The fact that the sewers dump this unholy admixture into the King's River makes it abundantly clear why no one uses the river as a source of drinking water.



Locator map

Ratlings, page 626

King's River and King's River Gorge, page 160

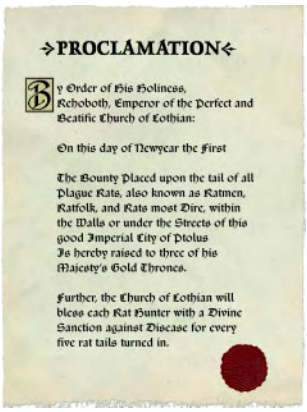
Around 450 IA, sewer workers were among the first to spread stories of the vast underground structures beneath Ptolus.

Sometimes ratmen string nets across the sewers to catch lost items or potentially useful discarded trash.

The government doesn't like delvers going down into the sewers and refuses to disclose any official maps of the system. The Delver's Guild (see page 108) has most of the sewer system fairly well mapped, however. (Of course, these maps do not necessarily show secret areas connected to the sewers but not a part of them.)

Ghul's Labyrinth, page 418
Dwarvenhearth, page 460

Ratmen, page 625



→PROCLAMATION←

By Order of His Holiness, Rehoboth, Emperor of the Perfect and Beatific Church of Lothian:

On this day of Newyear the First

The Bounty Placed upon the tail of all Plague Rats, also known as Ratmen, Ratfolk, and Rats most Dire, within the Walls or under the Streets of this good Imperial City of Ptolus Is hereby raised to three of his Majesty's Gold Thrones.

Further, the Church of Lothian will bless each Rat Hunter with a Divine Sanction against Disease for every five rat tails turned in.

The Church of Lothian has recently issued a proclamation offering a bounty of 3 gp for the tail of any ratman or dire rat brought in. See the full text among the sheets in the envelope in the back of this book.

LAYOUT OF THE SEWERS

Every section of town has a sewer system beneath it—even the Necropolis. Almost three centuries ago, a forward-thinking commissar planned and built a gridlike sewer system for Ptolus that extended from the boundaries of the city (now Oldtown) all the way to the bay. This was a time when the Empire was heavy with gold and a willing work force, and the commissar dreamed that the city would one day fill the entire area.

And he was right.

However, Oldtown had a very rough sewer system of its own even before that time. When the new system was created, it used some of the older tunnels and abandoned others. Thus, Oldtown has a secondary set of tunnels beneath it, all smaller and far more poorly constructed than the more modern ones. Most of them go nowhere; they stand full of stagnant water and centuries of compost. Unused tunnels were sealed originally, but the workers didn't manage to find all the entrances and drains. To this day, some drains still lead from Oldtown buildings down into the old sewer rather than the new. And in places, the existence of the new tunnels has caused the older ones to collapse in on them, creating a mess of rubble, water, and poorly draining muck.

The sewers beneath the Nobles' Quarter and Rivergate all run into the King's River Gorge in two different systems independent from that of the rest of the city. From Oldtown, the drainage runs both into the gorge and down through almost vertical channels into the main Ptolus sewer lines.

The sewers of every other district form one interconnected system in a basic grid pattern. The main tunnels usually run about four hundred feet apart, with the medium tunnels more or less equidistant between them and the drainage conduits going where they need to go in a more haphazard network. Of course, there are always exceptions.

UNDERGROUND CONNECTIONS

Anyone with even a passing knowledge of Ptolus history would expect that, when the sewers were built, the workers likely would come upon all sorts of other subterranean passages—from **Ghul's Labyrinth** to **Dwarvenhearth** passages to natural caverns, old crypts, and more. Such an assumption would be correct. During the creation of the sewers, such areas were normally sealed off and the sewer tunnels detoured around them. The Church did what it could to suppress rumors about the extensiveness of the existing underground systems to discourage people from investigating dangerous areas.

After the sewers were finished, various creatures and people tunneled through sewer channel walls to get to these other areas or to create new subterranean features. Some criminals, for example, built hidden lairs in underground chambers accessed via secret doors off the sewer tunnels. Ratmen living in the sewers broke into adjacent areas to build their nests. Others just used the sewers as a means to get into otherwise inaccessible areas. In the last few years, delvers have begun smashing through sewer tunnel walls to find a way into Dwarvenhearth or to explore unknown areas of Ghul's Labyrinth.

USING THE SEWERS

In a way, the sewers of Ptolus serve the same role under the city as the streets do on the surface: They are a (somewhat) regular and (fairly) easily traversable means of getting to a desired location.

WATER FLOW

During dry periods, the water in the sewers moves very slowly. It is almost entirely waste water and raw sewage. The water in the central channel of a large or medium tunnel is two to four feet deep, and the drainage conduits are merely damp, punctuated by piles of garbage and organic waste. The sewers stink horribly during these dry times, both in the tunnels and on the surface near the grates.

During or after a rain, the sewers flow heavily with runoff and rainwater. Water rises to the top of the central channels, and the drainage conduits flow with six to twelve inches of water. After a particularly heavy rain (or after many days of rain), the sewer channels overflow, filling the entire tunnel with water—sometimes up to three feet over the top of the walkways. Conduits remain more than half full of rapidly rushing water.

Characters wading through running water in a sewer must make Balance checks (DC 15) or slip and fall in, at which point Swim checks are required. Characters crawling through a drainage conduit with rushing water must make a Strength check (DC 12) each round or be swept along with the water. Once a character is so swept, a Reflex save (DC 17) is required to stop his or her movement.

Clogs in the sewers are common, and one of the duties of the System Monitors (see page 442) is finding and clearing such blockages to prevent waste water from flowing back into the city, a dire occurrence which unfortunately happens from time to time.



MAP PAGE 415

Most of the subterranean areas beneath Ptolus lie deeper than the sewers, which go down twenty feet underground at most.

Delvers rarely attempt to enter the sewers beneath the Warrens. Never built to accommodate so dense a population, the sewers under this district have long since become plugged and frequently overflow.

Many Dungeon adventures below Ptolus start with a trip down through the sewers.

When in doubt about where to place an underground location, put the entrance off a sewer tunnel. But don't forget that the sewers themselves are home to all sorts of creatures and strangeness. The sewers beneath **Dweomer Street** in Oldtown, for example, are said to be filled with weird magical effects and mutated creatures, due to the runoff from magical experiments and alchemical workings.

Sewer entrances in the streets and alleys of Ptolus are covered with iron grates. Prying up one of these grates requires a Strength check (DC 22). (The same applies to removing the grates from a sewer tunnel exit point in the cliffs, gorge, or riverside.) Damaging the grates is a crime, however, so if the Watch catches anyone prying them up, they will arrest the would-be delvers.

RANDOM ENCOUNTERS

If desired, check for an encounter once per trip through the sewer system, or once per day, whichever is more often. DMs may wish to create special once-in-a-campaign encounters with surprising but appropriate creatures such as ghouls, an aboleth, skum, a sea hag, or something else. Various aquatic or semi-aquatic creatures could adapt to sewer life, including alligators, a chuul, or a water naga.

d%	Encounter
01–65	No encounter
66–69	1d4+1 **System Monitor** workers
70	1d4+1 System Monitor rat hunters
71–72	1d2 rat swarms
73–74	1d6 dire rats
75–76	**Ratmen** (1d4 ratlings)
77	Ratmen (1d8 ratlings + 1d2 ratlords)
78	Ratmen (1d4 ratlords)
79	Ratmen (1d4 ratlords + 1d2 ratbrutes)
80	Ratmen (1d3 ratbrutes)
81	1d8 bandits/criminals (rogues or warriors, 1d4 level)
82	1d3 wererats
83	Adventurers
84–85	Green slime
86–87	1d8 goblins
88	1d2 chokers
89	1d2 giant bombardier beetles
90–91	Grey ooze
92–93	Ochre jelly
94	Gibbering mouther
95–97	Otyugh
98	Gelatinous cube
99	Black pudding
00	Any random subterranean monster that arrives from a connection to a natural cavern or other area.

System Monitor, page 442

Dweomer Street, page 333

Ratmen (ratlings, ratlords, and ratbrutes), page 625

DM TIPS

The result on the random encounter table indicating "adventurers" could be anything the DM wishes, from evil delvers that will attack the PCs to good-aligned characters hunting ratmen for bounties or even well-known adventurers or friends the party has met above in the city. Since the sewers are such a common starting point for getting to so many different underground locations, the possibilities are nearly endless.

In the sewers, adventurers might chance upon small temples of the Plagueborn chaos cult. Such a temple may include a dozen members of varying race and stats at any given time. For more details on the cult itself, see "Cults of Chaos" in Chapter 4: Cosmology and Religion (page 71).



Some judges sentence criminals to a labor term spent clearing clogged sewers in lieu of imprisonment. For other punishments, see Chapter 28: Crime and the Law.

Rat Hide Armor
This variant type of hide armor has an Armor Class bonus of +4 and an armor check penalty of –2. It also adds a +4 bonus to the wearer's attempts to disguise himself as a ratman. Rat hide armor costs 80 gp.

Festering bomb, page 626

Dragon rifle, page 560

In addition to such foes as rat hunters and adventurers, the ratmen fear the approach of a marauding otyugh, a goblin raiding party, and various dangerous slimes or oozes.

SYSTEM MONITORS

A special group working for the city government to maintain the sewers has been given the somewhat lofty title of "System Monitors," referring to the fact that they patrol and watch over the sewer system. First and foremost, the System Monitors watch for and clear clogged tunnels and repair collapsed or damaged areas. They are typically commoners or experts armed with an array of tools and poles, as well as weapons to defend themselves.

The "rat problem," as they call it, has become such an issue, however, that a sub-group within the System Monitors has formed. They call themselves rat hunters.

RAT HUNTERS

Rat hunters are usually former mercenaries, hunters, or City Watch members who have chosen to work for the System Monitors. They supplement their income with bounties paid on ratman (and dire rat) tails. Currently, the bounty is set at 3 gp per tail.

Typical Rat Hunter
Male or female human (Neutral Good)
Fighter3/rogue1 **CR** 4
HD 3d10+3 + 1d6+1 **hp** 25
Init +2 **Speed** 20 feet
AC 17, touch 12, flat-footed 15
BAB/Grapple +3/+6
Attack +8 melee (1d8+4, battle axe) or +5 ranged (2d8, dragon rifle)
Full Attack +6 melee (1d8+4, battle axe) and +5 melee (1d6+1, short sword) or +5 ranged (2d8, dragon rifle)
SA +1d6 sneak attack
Fort +4, **Ref** +5, **Will** +1
Str 16, **Dex** 15, **Con** 13, **Int** 9, **Wis** 11, **Cha** 11
Crucial Skills: Climb +9, Hide +3, Intimidate +4, Jump +4, Listen +4, Move Silently +3, Spot +4.
Other Skills: Disguise +3.
Crucial Feats: Point Blank Shot.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms), Two-Weapon Fighting, Weapon Focus (battle axe).
Possessions: *+1* ***rat hide armor***, **dragon rifle**, ammunition (20 rounds), *+1 battle axe*, masterwork short sword, *potion of invisibility*, *potions of remove disease* (2), antitoxin (2 flasks), tanglefoot bags (2), 13 gp.

A RATMAN NEST

in the sewers (DM's discretion)

One of the more common encounter areas within the sewers themselves is a ratman nest. The nest described below is a typical ratman lair, suitable for DMs to place wherever needed in the sewers. There may be literally dozens of such nests below Ptolus.

NEST LAYOUT

The areas below correspond to the map on the next page. Unless otherwise noted, the ceilings here are about eight feet high. Most of the place is filled with garbage and waste. In areas that lie under a sewer tunnel, as shown on the map, a number of leaks send streams and rivulets pouring down from above. Most of the water gathers in the cesspool (Area 7).

1. Lookouts (EL 3)

Four ratlings keep a lookout at this sewer tunnel intersection to watch for approaching enemies or intruders. They hide in the shadows and even in the water. The lookouts all can whistle a special signal to alert the sentry at the entrance (Area 2), who then scurries back into the nest. These rats avoid direct confrontation, but they might try to follow intruders into the nest to attack from the rear while their foes are already preoccupied.

Ratmen, Ratlings (4): hp 5, 6, 6, 7; see Chapter 34: Monsters (page 625).

2. Rubble-Filled Entrance (EL 1)

It appears that a portion of the sewer wall has collapsed. Behind it, a pile of rubble slopes down about ten feet over a distance of thirty feet. Characters descending or ascending this slope must make a Balance check (DC 12) or slip and fall prone.

Sentry: A single ratling waits here to listen for warnings from the lookouts in Area 1 and to look for intruders himself. In the event of danger, it runs to Area 3 to get help and alert the nest if it can.

Ratman, Ratling: hp 7; see Chapter 34: Monsters (page 625).

3. Guards (EL 4)

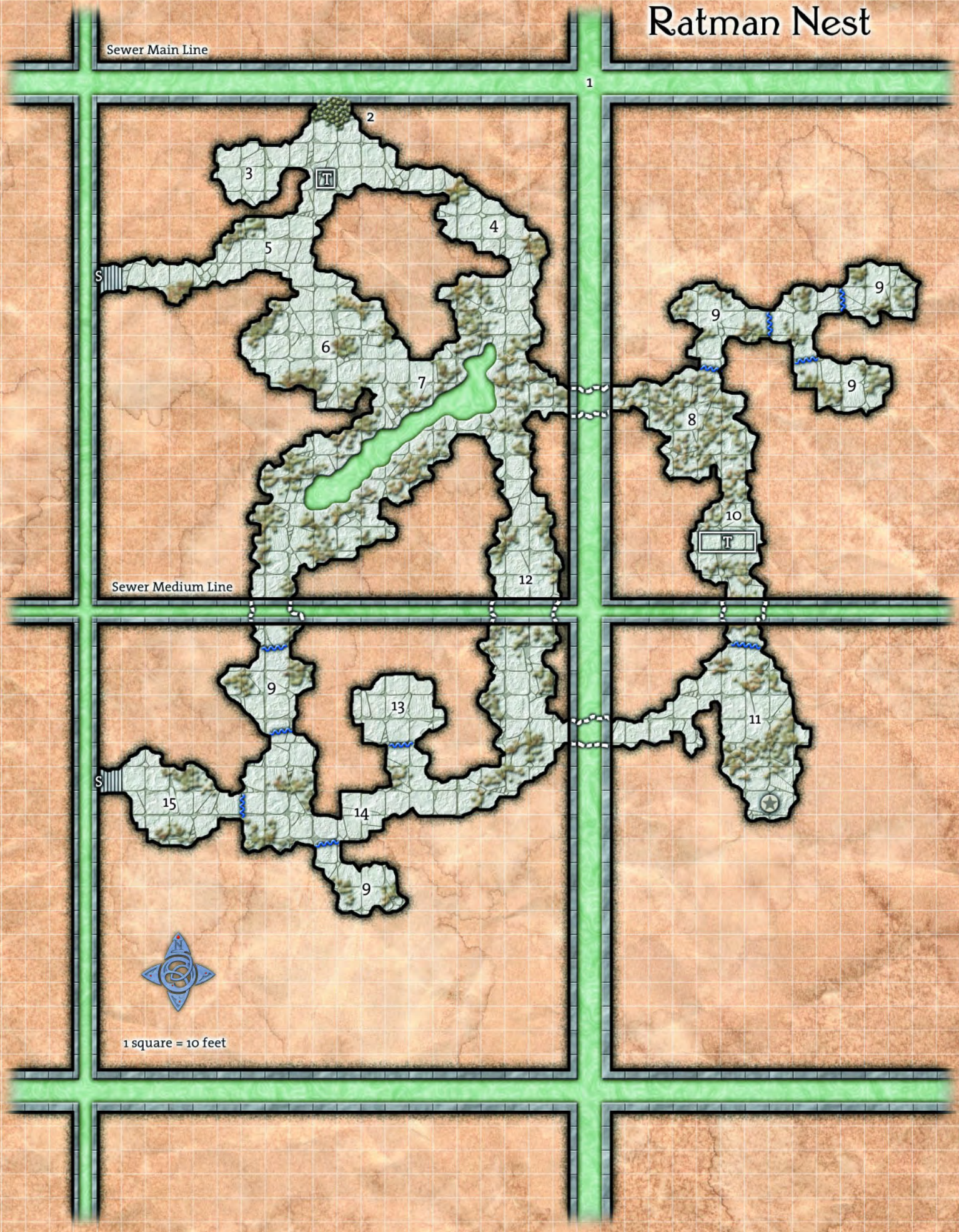
Six ratlings positioned in the area adjacent to the rubble-strewn entrance (Area 2) serve as guards at all times. They attack any intruders that come their way, screeching for help as soon as they do. If four of them die, the other two will run to Area 4. One of the guards has a festering bomb. All use Small centipede poison on their blades (see "Poison" in Chapter 8: Glossary of the DMG).

Ratmen, Ratlings (6): hp 4, 5, 6, 6, 7, 9; see Chapter 34: Monsters (page 625).

4. Rats! (EL 4)

Scattered Trash: The refuse and waste that fill this room southeast of the main entrance impose a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone who does not succeed at a Balance check (DC 10) each round in this room. Characters who fail the Balance check while attempting to move during a round fall prone.

Ratman Nest


Sewer Main Line
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9
9
9
8
10
T
Sewer Medium Line
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9
13
11
S
15
14
9
1 square = 10 feet

If the player characters come to this ratman nest and clear it out, killing or driving off every single creature that lives here, it's likely that within a month, the place once again will be swarming with the vermin.

Six dire rats dig around in the garbage here. They obey the commands of any ratman and come if called by the guards in Area 3.

Dire Rats (6): hp 3, 4, 6, 7, 8, 9; see MM.

Treasure: Unbeknownst to the rats or ratmen, amid the trash here is a silver medallion with small diamonds set into it, worth 340 gp. A character can find it with a Search check (DC 20).

5. Tripwire Trap

The ratmen have rigged a crude trap in the passage beyond the entrance. It is set off by a tripwire hidden amid the trash (see the area marked on the map on the previous page). Tripping it causes two poisoned arrows to fire down the corridor from the south wall of this chamber.

Poisoned Arrow Trap: CR 3; mechanical; touch trigger; manual reset; lock bypass (Open Lock, DC 30); attack +12 ranged (1d8 plus poison, two arrows); poison (Large monstrous scorpion venom, Fortitude save, DC 14, resists, 1d4 Constitution/1d4 Constitution); Search DC 15; Disable Device DC 10.

Dragon pistol, page 560

Secret Door: Steps down the western passage lead up to a secret exit back into the sewer tunnels. The door is obvious from the nest side, but from the other side one can find it only with a Search check (DC 20).

6. Giant Dire Rat (EL 3)

The ratmen of this nest have been breeding a very large dire rat, which they believe to be semi-divine. Its lair lies just south of the room with the tripwire.

This massive dire rat is now the size of a pony. Its three handlers stay with it at all times and fight to the death defending the creature.

By and large, ratmen don't have names. When they have to refer to each other, they simply describe the role they play in the nest, such as "leader" or "hunter." They also answer to situational descriptors, such as "you" and "his brother."



Giant Dire Rat
Medium animal (Neutral)
CR 2
HD 6d8+12 **hp** 40
Init +2 **Speed** 40 feet, climb 20 feet
AC 13, touch 12, flat-footed 11
BAB/Grapple +4/+6
Attack/Full Attack +7 melee (1d6+2 and disease, bite)
SA Disease (Fortitude DC 16; filth fever)
SQ Low-light vision, scent
Fort +7, **Ref** +7, **Will** +6
Str 14, **Dex** 15, **Con** 14, **Int** 1, **Wis** 12, **Cha** 4
Crucial Skills: Climb +10, Hide +7, Listen +4, Move Silently +8, Spot +4.
Other Skills: Swim +10.
Crucial Feats: N/A
Other Feats: Ability Focus (disease), Alertness, Weapon Focus (bite).

Ratmen, Ratlings (3): hp 4, 6, 8; see Chapter 34: Monsters (page 625).

7. The Cesspool (EL 8)

The cesspool is one of the central areas in the ratmen's nest.

Low Ceiling: This, the largest chamber in the nest, has a low ceiling (four feet high), so any creatures larger than size Small suffer a –2 circumstance penalty on attack rolls and Reflex saves. Because the ratlords have spent a great deal of time here, they have adapted to the low ceiling and run on all fours; they suffer no height penalties.

Wet Trash: The sopping wet refuse and waste that fill this chamber impose a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone who does not succeed at a Balance check (DC 15) each round here. Characters who fail the Balance check while attempting to move during a round fall prone.

The Pool: Rivulets of sewer water run into the middle of the room, and a few leaks in the ceiling drip down into the befouled water as well. This has created a long, narrow, and smelly cesspool that overflows a three-foot depression in the chamber's floor. The ability to dive or duck into the pool, the overflow water, or the wet trash give the ratmen here effectively 3 points of fire resistance.

Lounging around the cesspool are eight ratlings and two ratlords. If attacked, the ratlords use their dragon pistols, keeping to the back, while the ratlings charge forward along with two rat swarms that obey the ratmen's commands.

If the characters slay more than half of the ratmen, the survivors flee to Areas 8 or 11. The rat swarms fight to the death.

Rat Swarm (2): hp 13 each; see MM.
Ratmen, Ratlings (8): hp 4, 5, 6, 6, 6, 7, 8, 10; see Chapter 34: Monsters (page 625).
Ratmen, Ratlords (2): hp 20 and 25; see Chapter 34: Monsters (page 625).

8. The Inner Nest (EL 8)

Through passages leading east from the cesspool lies a refuse-filled chamber where the ratmen keep their young.

The refuse and waste fill this room to a height of almost three feet. This imposes a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone in the room other than the rats or ratmen. Characters who fail the Balance check (DC 15) while attempting to move during a round fall prone.

Amid the heaps of refuse and raw sewage in this chamber dwell a number of ratlings and all the young. If attacked, they make a fighting withdrawal back to the shrine (Area 11).

Ratmen, Ratlings (9): 4, 5, 5, 6, 6, 7, 7, 9, 10; see Chapter 34: Monsters (page 625).
Ratmen, Young (12): hp 5 each; see MM (treat as dire rats).

9. Ratling Nest (EL 3)

Individual nests are located throughout the lair, separated from passageways by curtains.

The refuse that fills this room imposes a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone who fails a Balance check (DC 10) each round in this room. Characters who fail the Balance check while attempting to move during a round fall prone.

Four ratlings make their nest here in a chamber filled with garbage and waste. They are likely to flee if attacked, preferring to fight alongside more of their kind.

Ratmen, Ratlings (4): 5, 6, 6, 7; see Chapter 34: Monsters (page 625).

10. Trash-Covered Pit (EL 1)

A wide pit south of the inner nest (Area 8) is covered with a grate made of old planks spaced two or three feet apart, then covered in layers of trash. The net effect is that any creature entering the area who doesn't know about the pit must make a Reflex save (DC 20). Those who succeed leap back and completely avoid falling into the pit. Those who manage only a Difficulty Class of 10 do not fall into the pit but are caught between two planks. Caught characters lose their Dexterity bonus to Armor Class and must make a successful Strength check (DC 15) to free themselves. Those who fail a DC 10 save fall into the pit. It is twenty feet deep, which causes victims 2d6 points of falling damage.

The ratmen seem eager to take advantage of intruders trapped here. They can cross the pit safely, as they know where the planks are.

11. The Priestess and the Shrine (EL 4)

The shine south of the trash-covered pit is devoted to the Rat God (a "proxy" of their real god, the Galchutt entity known as Abhoth). A crude statue rises above the rest of the trash. The seven-foot-tall structure is made of bits of paper, cloth, and other trash pasted together with sewage that has dried and hardened. The rats' priestess lives here.

Refuse and waste fill this room to a height of almost three feet. This imposes a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone in the room other than the rats or ratmen. Characters who fail a Balance check (DC 15) while attempting to move during a round fall prone.

Rat Priestess
Female ratlord, (Chaotic Evil)
Medium monstrous humanoid
Cleric2 (Abhoth) **CR** 4
HD 3d8+6 + 2d8+4 **hp** 32
Init +3 **Speed** 30 feet
AC 19, touch 12, flat-footed 17
BAB/Grapple +4/+5
Attack +6 melee (1d8+1, heavy mace)
Full Attack +6 melee (1d8+1, heavy mace) and +3 melee (1d4, bite)
SA Sneak attack +1d6, disease (Fortitude DC 12, filth fever
SQ Darkvision 60 feet, fear of light, immune to disease
Fort +6, **Ref** +5, **Will** +8
Str 12, **Dex** 15, **Con** 14, **Int** 6, **Wis** 15, **Cha** 11
Languages: Common, Rattish.
Crucial Skills: Climb +5, Escape Artist +5, Hide +3, Listen +2, Move Silently +7, Spot +2.
Other Skills: Craft (pottery) +3, Swim +5.
Crucial Feats: N/A
Other Feats: Exotic Weapon Proficiency (firearms), Multiattack, Stealthy, Weapon Focus (heavy mace).
Domains: Chaos, Destruction.
Spells: 4/3+1; save DC 12 + spell level.
1st—*bless, divine favor, protection from law, shield of faith.*
0—*detect magic* (2), *guidance, resistance.*
Possessions: Masterwork heavy mace, masterwork studded leather armor, light wooden shield, *wand of cure moderate wounds* (15 charges), scroll of *animate dead*, pearl earring worth 75 gp, 13 gp.

Tactics: The priestess seems small for a ratlord. Her tactics involve stealthily burrowing through the refuse to reach wounded ratmen and heal them with her wand. She casts *bless* on her nestmates and then *divine favor* and *shield of faith* on herself, which adds a total bonus of +3 to her attack, a +2 bonus to damage, and a +2 bonus to her Armor Class (for a total of AC 22).

If no ratmen have retreated to this area, she likely moves out, preferring to fight foes in Areas 7 or 8—possibly with some animated undead on her side, thanks to her scroll.

Treasure: Beneath the statue lie three scroll tubes (Search, DC 18, to find them). One has a divine scroll of *summon monster III*, another contains 140 gp and 329 sp, and the third holds a map showing the secret areas beneath the Temple of the Rat God and a mysteriously scrawled note referring to "Abhoth, Source of All Uncleanliness, who slumbers deep below with the others."

12. Empty Nest

This room in the central area of the nest south of the cesspool is empty except for trash.

The refuse and waste that fill this room impose a –2 penalty on attacks, Dexterity- and Strength-related checks, and Reflex saves upon anyone who fails a Balance check (DC 10). Characters must make the check in this room each round that they move or fall prone.

13. The Slave Warriors (EL 3)

Although relatively free of trash, the floor of this room in the southern portion of the nest is covered in an inch of stagnant water. It stinks of decay.





If the ratlings have a difficult time hitting their foes, they start to work in pairs, one using the aid another rules to give the other an attack bonus.

Galchutt, page 60

Temple of the Rat God, page 390



As lowly and cowardly as ratmen are, they still consider themselves superior to goblins. Frequently they capture goblins to use as slaves.



Ratmen become more problematic for the city in two instances. The first is when, for whatever reason, life becomes harder for the ratmen and food grows scarce. This situation forces them to become bolder and raid the surface. In the second instance, the ratmen become too numerous; their greater numbers give them a confidence to overcome their normal fear of the surface and those who live there. The latter situation is true at the moment and becomes more so every day.

Goblin Slaves: The ratmen have taken eight goblins prisoner and made them into warrior slaves. The goblins have all contracted filth fever and suffered 1 point of Dexterity damage and 2 points of Constitution damage (subtract 1 from their Fortitude saves). They are all obviously sick, covered in sweat and tiny, oozing pox. They take no actions unless directed by their master (see Area 14). Without him, they just stay here in their lair.

If the nest comes under attack, the slavemaster (below) takes his warriors to Area 12 and waits for intruders. The goblins have only their weapons and armor—no treasure or other gear. They've smeared their weapons with their saliva and pus.

Goblins (8): hp 2, 3, 3, 4, 4, 4, 4, 5; see MM. Anyone struck by one of these diseased creatures must make a Fortitude save (DC 12) or contract filth fever (see "Diseases" in Chapter 8: Glossary of the DMG).

14. The Slavemaster (EL 4)

Not far from the goblin lair (Area 13) sleeps their master, a hulking ratbrute. (Unless he is otherwise alerted, assume he's always asleep.) If the nest comes under attack, he takes his slave warriors (see above) to Area 12 and waits for intruders. He carries three pairs of manacles and a masterwork whip in addition to his normal weapons and gear.

Ratman, Ratbrute: hp 50; see Chapter 34: Monsters (page 625).

15. The Nest Master (EL 6)

Behind a tattered curtain hanging in the southwestern corner of the nest lie the quarters of the Nest Master and his bodyguard. Dangling from the ceiling by strings are dozens of bones and skulls at various heights. The room contains two nestlike beds of trash and shredded cloth and a huge locked chest.

Master and Servant: The Nest Master is an albino ratlord with a shaved head that shows a tattoo of a knife. This ratlord has an 18 Dexterity, which gives him an additional +3 Dexterity bonus to Armor Class (AC 20 total), as well as a +3 bonus on Reflex saving throws, Hide checks, Move Silently checks, and Escape Artist checks. He wields a masterwork dragon pistol, which adds a total of +4 on his attack rolls with it (for a total attack bonus of +8). He wears a gold amulet around his neck worth 200 gp. In a pouch, he has two *potions of cure light wounds*.

His constant companion is a ratbrute. A bag attached to his belt contains *potions of bull's strength, bear's endurance,* and *levitate*.

The Nest Master is always accompanied by a rat swarm that obeys his commands.

Ratman, Albino Ratlord (Nest Master): hp 33; see Chapter 34: Monsters (page 625) but AC 20, +8 attack with dragon pistol (1d12 damage), +7 Reflex saves, Hide +13, Move Silently +16, and Escape Artist +8.

Ratman, Ratbrute: hp 55; see Chapter 34: Monsters (page 625).

Rat Swarm: hp 13; see MM.

Tactics: These two go where the fighting is, so one is likely to encounter them in Areas 8 or 12, standing alongside other defenders. Due to the ratbrute's size, they won't fight in Area 7 but would go through that area. Both fight to the death—they know that retreat or surrender would cause their fellows to see them as weak and kill them in their sleep. If the situation demands it, the Nest Master will command the slavemaster (Area 14) to bring his slaves to this area or the adjoining chamber to the east to help him and his ratbrute bodyguard make a last stand.

Treasure: The ratmen keep the nest's hoard here in a massive locked chest (DC 20 to open). Inside, adventurers can find 4,822 cp, 2,349 sp, 745 gp, nine gems worth about 50 gp each, a gold idol of Lothian worth 275 gp, a silver ring with an opal worth 300 gp, and a *wand of shield* (21 charges) that none of them could use.

Secret Door: Steps lead up to a secret exit in the western wall. The door is obvious from the nest side, but can be found only from the other with a Search check (DC 20).

RATMAN SCENARIOS

You can use this ratman nest in many ways; three ideas are described below. Feel free to place it anywhere in the sewers that serves your campaign.

Rat Hunt: The player characters simply go after the bounty on rat tails. At 3 gp each, there's about 200 gp worth of rat tails in this nest alone (plus the other treasure).

Free the Prisoners: The ratmen in this nest have kidnapped three commoners, intending to sacrifice them to their horrid god. The prisoners are chained to the walls in Area 11. The priestess intends to sacrifice one of them herself and sell the other two to her allies in the Temple of the Rat God.

Alternatively, perhaps the player characters have just cleared out the Temple of the Rat God and discovered that some prisoners they freed from there originally came from a larger prisoner pool in this nest.

Hiding Out: The trail of some chaos cultists, Forsaken enemies, or even a Vai assassin on the run leads to this nest. The enemies the PCs are chasing have made an alliance with the rats, although the ratmen will not give their lives foolishly to defend these outsiders. This scenario is useful for establishing the unifying force for evil that grows beneath the city among such groups as the Forsaken, the chaos cultists, the Vai, and so on—all thanks ultimately to the Galchutt.

Temple of the Rat God, page 390

Dragon pistol, page 560

The Forsaken, page 112
The Vai, page 139
Galchutt, page 60



Chapter 22:
THE CAVERNS

Before Dwarvenhearth, before the Banewarrens, before the Spire itself rose from the ground, the area beneath what is now the city of Ptolus was honeycombed with natural caverns, created by the flowing water of extensive subterranean rivers toward the sea.



These caverns lie far deeper below the ground than Ghul's Labyrinth, the Undercity, and the sewers. Many creatures make the caverns their home, including dark elves, rhodintor, underground-dwelling locathahs, dwarves, and evil nagas of all types. And in the darkest levels of all, the Galchutt lie sleeping.

RUNNING THE CAVERNS

Running adventures in natural caverns can be tricky, because it's easy to think of them as being just like dungeons but with uneven walls. But *everything* about natural caves is uneven—the floor and the ceiling as well as the walls. Sometimes Balance checks (usually DC 15) are required in certain caves if characters are doing anything other than moving through slowly; the "floor" might be just a series of rounded boulders of varying heights or slabs of stone cast about at differing angles, often slick with dampness and slime.

The most straightforward way to get to the caverns is via the Giant's Staircase, though entrances also link up in many places throughout Ghul's Labyrinth. It's hard to know exactly where one type of Dungeon area stops and the caverns start—many delvers find themselves in the caverns accidentally after passing through a mysterious hole in a sewer tunnel wall or down a channel from the Labyrinth. Other adventurers might venture here purposely in response to specific adventure hooks tied to one of the cavern areas discussed later in this chapter.

This chapter details some of the more infamous locations in the caverns, starting with the ones closest to the surface and ending with the deepest, most remote locales. Unlike the locations you've read in earlier chapters, most of these caverns are not individual encounter areas but entirely new adventure locations for you to expand upon, according to the specifics of your campaign. For a guide to the format of the descriptions and the icons used in the sections that follow, please see "District Neighborhoods/Locations" in Chapter 7: City by the Spire (page 168).

RANDOM ENCOUNTERS

DMs should use the caverns deep below Ptolus as an opportunity to stage encounters with unintelligent, unorganized monsters simply prowling for a meal. In the caverns, you don't have to worry about whether the manticore can open doors or deal with traps, because doors and traps are extremely rare.

Although the kinds of subterranean encounters you can have are nearly endless, use this list if you need to generate an encounter quickly:



Locator Map

Ghul's Labyrinth, page 418
Rhodintor, page 628
Galchutt, page 60

Giant's Staircase, page 448

A passage from the lower levels of the Temple of the Ebon Hand (see page 379) leads into the natural caverns and provides access to the secret underground bases and temples of other chaos cults.

Very few troglodytes live in the area beneath Ptolus, so despite the fact that they are a common subterranean monster in the game, you won't find them on this encounter list.

d%	Encounter
01–50	No encounter
51–55	Slippery rocks near dangerous fall (Balance check, DC 15, or fall 1d3 × 10 feet)
56–57	Cave-in (see DMG)
58–60	2d6 dire bats
61–64	1d3 bat swarms
65–66	1d3 large monstrous spiders
67–68	1 grey ooze
69–70	1 ochre jelly
71	1d4 ogres
72	1d3 rust monsters
73	2d6 grimlocks
74	1d4+1 subterranean locathahs
75	1d2 cloakers
76	1 delver
77	1d2 basilisks
78	1 behir
79	1 athach
80	1d4 ankhegs
81–82	1d4 trolls
83	1 medusa
84	1d3 manticores
85	1 gorgon
86	1 chimera
87–88	1d4 stone giants
89	1 black pudding
90–91	1d3 grey renders
92	1 zaug
93	1 D'Stradi annihilator
94–95	1d4+2 adventurers (levels 3d4, random race)
96–98	1d4+2 dwarves (warriors levels 3d4)
99–00	1d4+2 dark elves (warriors with 1 male wizard level 3d4 and 1 female cleric level 3d4+1)

Umbral Lake, page 451
Serpent Caves, page 451
Grand Entrance to Dwarvenhearth, page 476

Clock Tower, page 319

Zaug, page 633
D'Stradi annihilator, page 620

At the very bottom of the Giant's Staircase lies a small ruined tower, standing watch at the entrance of the Eternity Cave. This tower, built by the dwarves, now stands empty.

GIANT'S STAIRCASE AND ETERNITY CAVE

Caverns below Oldtown; see map, page 449 II

The Giant's Staircase is the name given to a huge cavern below Oldtown characterized by ever-descending terraces—huge "steps" that only a giant could take—that lead down to an even larger cavern. The dwarves call this mammoth cavern Erdek Ard, but everyone else knows it as the Eternity Cave.

The giant stairs themselves measure two hundred fifty feet wide and twelve hundred feet long. Below, the enormous Erdek Ard is over three thousand feet wide and almost a mile long; the mysterious Umbral Lake fills most of the southern half. Within the vast cavern stands the "city" of the Stonelost dwarves, Kaled Del. To the west, passages lead off to the mysterious Serpent Caves as well as down deep to the dark elf realms. To the northeast, tunnels connect to the Grand Entrance of Dwarvenhearth. Clearly, this area serves delvers as the gateway to the caverns.

Many different passages lead down to the Giant's Staircase, but the most common one links up with the cellars below the Clock Tower in Oldtown. This passage leads down through an area known as the Buried City, the ancient remains of a much older city (also called Ptolus), built here some ten thousand years ago.

KALED DEL

Within Eternity Cave, two massive natural columns rise almost two hundred feet to the cavern ceiling. The eastern one, Kaled Del, is honeycombed with chambers and passages crafted by the Stonelost dwarves. It serves as home for over four hundred. Within Kaled Del, the dwarves work




The Eternity Cave
Giant's Staircase
1 square = 150 feet
Ruined Tower
Kaled Del
(Within Great Column)
1 square = 20 feet
To Dwarvenhearth
Ard Chorend
(Dwarven Bridge)
Great Columns
To Serpent Caves and Other Caverns
Ard Jotac
(Dwarven Bridge)
Umbral Lake
Tridam Island
Tridam Island
Cave Entrance
1 square = 40 feet

Dwarvenhearth's fall, page 462

Although members of the two overclans usually get along on the surface, Grailwarden dwarves are not made to feel welcome in Kaled Del.

A dwarf named Yorrid Glitterfist represents Kaled Del as one of the Commissar's Twelve Commanders (page 148).

The Stonelost dwarf Kord the Culler spends his time procuring vital surface items for Kaled Del (page 197).

The Commissar, page 149

The Black Swan, page 201

CAVERNS GUIDE

Giant's Staircase/Eternity Cave
Umbral Lake, Kaled Del, and tunnels to the surface and Dwarvenhearth.

Serpent Caves
Mazelike caverns of the Children of Mrathrach: evil nagas of all kinds who worship Father Claw.

Locathah Cavern
Vast cave called Glaugsgulgus with shrine to the Sea Mother as well as to the God of the Open Sea and the Lord of Caverns.

Vaults of the Rhodintor
Great collections of chaositech items, both sleeping and meditating rhodintor.

Caverns of the Galchutt
Kastralathakasal, Throne of Darkness, and the Dreaming Stone.

Dark Elf Caverns
Ul-Drakkan and Ul-Sinistar fortresses, city of Nluguran, and Dreta Phantas.



tirelessly at forges and in workshops, mainly to keep their minds off of the legacy that they lost when **Dwarvenhearth fell to Ghul's forces**. Originally, Kaled Del was built to act as a watchtower to keep vigil over one of the remaining relatively accessible entrances to the ancient dwarven city. That duty has become much more vital in the last few years, when explorers once again search for a way into Dwarvenhearth.

The folk of Kaled Del are not as self-sufficient as their fathers in Dwarvenhearth were. They rely on Ptolus, trading gems and forged items for food, wood, paper, cloth, and other goods.

Lord Terrik Clanstone (male dwarf fighter13) leads the dwarves of Kaled Del. In fact, most Stonelost dwarves recognize him as their lord; they do not use the word "king" since the diaspora from Dwarvenhearth. Lord Clanstone occasionally meets in the surface city with **Commissar Igor Urnst**.

Terrik's son, Soren, lives in Ptolus following a falling out with his father. Many dwarves call Soren the "wayward prince," but never to his face. Soren is not a typical dwarf—he's more jovial, quicker to smile. And he's an individualist. Handsome by human standards, Soren keeps his beard and hair short. He enjoys a good joke and a good smoke. He spends his time in the city in the **Black Swan** or wandering about Oldtown, but avoiding Delver's Square and adventurers in general. He wants to be left alone, not recruited into some crazy quest; he avoids quests because he knows that if he learns of a worthy one, he's likely to undertake it. He will return to Kaled Del only under the most extreme circumstances. If he did, however, he would find himself treated like royalty, the prodigal son returned.

Soren Clanstone
Male Stonelost dwarf (Neutral Good)
Fighter9 **CR** 9
HD 9d10+18 **hp** 75
Init +5 **Speed** 20 feet
AC 21, touch 11, flat-footed 20
BAB/Grapple +9/+13
Attack +15 melee (1d12+9, 19–20/×3, greataxe) or +12 ranged (1d12+1+1d6 fire, dragon pistol)
Full Attack +15/+10 melee (1d12+9, 19–20/×3, greataxe) or +12 ranged (1d12+1+1d6 fire, dragon pistol)
SQ Darkvision 60 feet, dwarf traits
Fort +8, **Ref** +4, **Will** +3
Str 18, **Dex** 13, **Con** 15, **Int** 12, **Wis** 11, **Cha** 12
Languages: Common, Dwarvish, Gnomish.
Crucial Skills: Climb +8, Intimidate +8, Listen +2, Spot +2.
Other Skills: Craft (armorsmithing) +7, Craft (blacksmithing) +5, Craft (stonemasonry) +10, Craft (trapmaking) +3, Craft (weaponsmithing) +4, Diplomacy +4, Knowledge (dungeoneering) +5.

Crucial Feats: Dodge, Point Blank Shot.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms), Improved Critical (greataxe), Improved Initiative, Weapon Focus (dragon pistol), Weapon Focus (greataxe), Weapon Specialization (greataxe).
Possessions: *+2 full plate armor, +1 dark elf bane greataxe*, masterwork **dragon pistol**, *+1* ***silent ammunition*** (3 rounds), *+1 flaming ammunition* (10 rounds), *potion of cure moderate wounds*, climber's kit, pocketwatch, 50 feet of rope, hammer, iron spikes (4), 520 gp.

UMBRAL LAKE

A vast, dark lake occupies the southern half of the Eternity Cave. Its cold, still waters reach a depth of well over two hundred feet in places, and in those shadowy depths dwell creatures of terrifying form and might. A brood of aboleths and their skum slaves call the Umbral Lake's depths home. These are direct descendants of the aboleths first created in **Jabel Shammar**—some of them are old enough to remember their dread sires and the reign of **Eslathagos Malkith**. It is also the domain of a pair of dragon turtles, a few water naga, some chuuls, and a small tribe of subterranean locathahs.

In the middle of the lake is an island called Tridam. A stony peak rises from the center of the island, and within a cavern on the peak lies the entrance to a stronghold created and controlled by the **Pactlords of the Quaan**. The entrance is guarded by a pair of iron golems with massive iron wings (fly speed 40, average maneuverability). It proves difficult to approach Tridam without warning those in the stronghold, as they have allies among both the aboleths and the locathahs. The Tridam Island base is the greatest stronghold of the Pactlords other than the Quaan itself.

SERPENT CAVES

Caverns; see map, below

Terrible legends of snakelike creatures of antiquity surround the area beneath Ptolus known as the Serpent Caves. The dwarves avoid these caverns at all costs, and dark elves do as well, if possible. Even people on the surface know the name "the Serpent Caves" describes a place inhabited by nightmarish terrors.

The legends are based on fact; occupying the Serpent Caves are dozens and dozens of nagas. They call themselves the Children of **Mrathrach**, after one of the ancient Vested of the Galchutt. Today, they revere the Serpentine Lord, a god known to others as **Father Claw**. Rather than picturing him as a massive black dragon, however, the Children of Mrathrach depict the Serpentine Lord as a massive black snake with the arms, legs, and faces of the humans he has devoured reaching out from inside his scaled flesh.

MAP PAGE 415

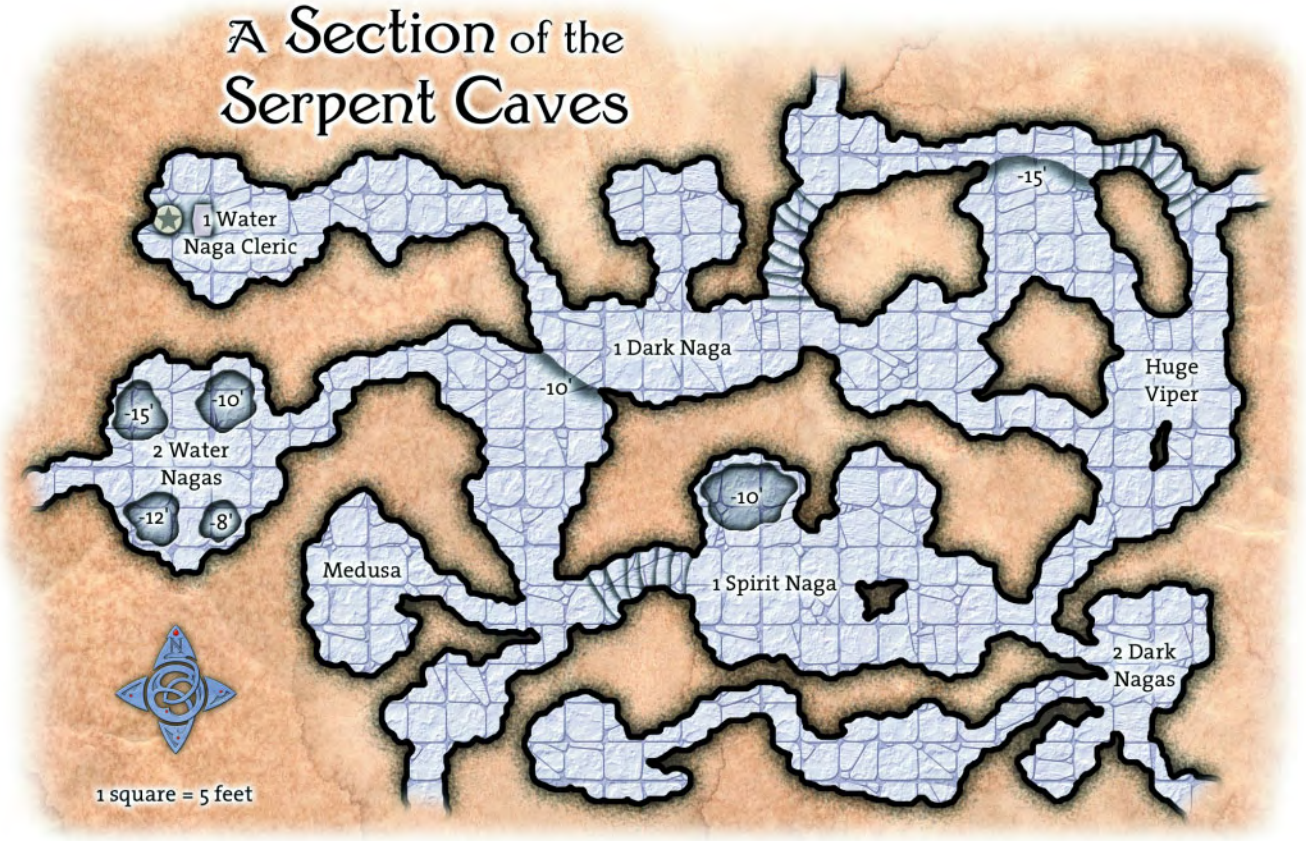
Pactlords of the Quaan, page 130 (and read more in Chapter 7 of The Banewarrens *on the CD-Rom at the back of this book).*

Dragon pistol, page 560
Silent weapon ability, page 562

The Eternity Cave is so large that much of the Umbral Lake does not actually lie beneath Ptolus at all, but deep under the open fields south of the city.

Jabel Shammar, page 501
Eslathagos Malkith, page 75

Mrathrach, page 74
Father Claw, page 69



Occasionally, an onyx idol of the Serpentine Lord as depicted by the Children of Mrathrach turns up in a North Market bazaar. Locals believe these idols bring bad luck, curses, or even the attention of inhabitants of the dreaded Serpent Caves, so most vendors attempt to sell them to out-of-towners quickly and cheaply.

Dark elves, page 52

A passage from the lowest level of Mahdoth's Asylum in the South Market (see page 361) connects directly to a series of natural caves that eventually lead to the Serpent Caves.

Kaled Del, page 448

Galchutt, page 60



House Dallimothan, page 89

DM TIPS

As you expand on these caverns for use in your own Ptolus Campaign, remember to scatter Pits of Insanity throughout the areas, as described in Chapter 19: What's Down There? (see page 416).

Sages' Guild, page 332

CACHES OF CHAOSITECH

Throughout the natural caverns beneath Ptolus, the Galchutt and their servants secreted away stashes of chaositech devices, tools, and even some inscriptions that detail their function and repair. Primarily, they hid the chaositech away to use when they awakened as the Night of Dissolution approached. However, they also made secret caches that others could find and use as well. These contain 3d4 random items, usually with an overall value of 10d10 × 1,000 gp.

Since every use of chaositech gives the Galchutt more power and tends to corrupt the users—even allow them to be controlled—the caches are actually not that well hidden. A Search check (DC 20) reveals a secret door in an otherwise natural-looking cave or tunnel wall. A *forbiddance* effect, created by a chaotic evil caster (Will save, DC 25) protects the small, hidden cave that stores the items. The difficulty in finding a cache lies in knowing where to look in the first place. Since dark elves and other subterranean races prowl about far more than surface dwellers, they have found the most chaositech. (Read more about chaositech starting on page 566.)

Within the winding, mazelike network of the Serpent Caves, more than one hundred evil nagas of all types breed and sleep in dark pits filled with warm, befouled water. They leave only rarely to hunt—like many snakes, they do not need to eat often. Their lightless temples are filled with their hissed prayers, and their secret dens pulse with the quiet incantations of their unique manner of sorcery. Hundreds of normal snakes inhabit these caverns along with the various species of naga. The caverns also are home to such creatures as trolls and medusas.

Not only do the Children of Mrathrach prey upon the dwarves of **Kaled Del**, nearby dark elves, locathahs, and other creatures, they sometimes slip up into Ptolus and abduct humans to include in their horrid breeding practices. These nagas believe they must introduce new human blood into their gene pool now and again to strengthen their race.

Some chaos cultists mistakenly believe that the evil nagas, because of their ancient connection to Mrathrach, have a link to the **Galchutt**. This is not the case. The inhabitants of the Serpent Caves have no particular agenda beyond their own survival.

Scenario: The members of **House Dallimothan**, ever enemies of Father Claw—whom they call the Destroyer—hire the player characters to investigate the Serpent Caves to seek the truth behind the legends of his worshippers living there. The PCs must deal with the nagas, their many snakes, and other allies, including trolls and medusas.

LOCATHAH CAVERN

Caverns; see map page 415 !!

A salt-water river runs through the locathah cavern from deep, undersea caves. This is unusual, as most underground rivers beneath Ptolus are freshwater and flow *to* the sea. The predatory and territorial sahuagin drove these locathahs from the surface many thousands of years ago. They eventually settled in this vast cavern (more than eight hundred feet long), which they call Glaugsgulgus.

About five hundred locathahs live here under the rule of King Slugashulg (male locathah cleric8/fighter6). They maintain a tenuous trade alliance with the **dark elves**, so it is not strange to see a few dark elf merchants in this cavern. In general, the locathahs are neither expansionist nor warlike. Instead, they seem content to dwell quietly in their city made of strange buildings of coral and shells brought from the sea. Between the odd edifices lie pools connected by subsurface channels, which the locathahs use to get around. Visitors to the cavern remark most often on its relative silence. The residents communicate as much by scent as by sound, and they value silence greatly.

The central hub of the city is a huge shrine to the goddess known only as the Sea Mother, although the locathahs dedicate other temples in Glaugsgulgus to Juranis, God of the Open Sea, and Unnom, Lord of Caverns. They are an extremely devout, religious folk; an outsider who defiles a shrine, even in a minor way, will find the entire city of locathahs falling upon him with murder in their piscine hearts. Otherwise, it is possible for careful, quiet surface dwellers to enter and wander the dark, wet paths of Glaugsgulgus.

Many of the locathahs of Glaugsgulgus are true neutral in alignment, although some are neutral evil.

Scenario: The deep-dwelling locathahs are keepers of great lore, particularly extremely ancient history. A member of the **Sages' Guild** hires the player characters to accompany (and guard) him as he travels to their cavern to confer with them about historical esoterica. Once there, assuming the group manages to use diplomacy and care to get in, some dark elf merchants (who are also spies, of course) believe that the PCs are actually envoys of some surface-world concern seeking to establish an alliance with the locathahs. They attempt to assassinate the player characters, or—failing that—frame them for a temple desecration.

VAULTS OF THE RHODINTOR

Caverns; see map page 415

Still deeper in the caverns we reach the Vaults of the Rhodintor. The only creations of beings bent solely on destruction, the **rhodintor** slept when their **Galchutt** masters did millennia ago. However, through elaborate design, these so-called earthbound demons have begun to awaken now, to prepare the way of the Lords of Chaos. The Vaults of the Rhodintor are sealed caverns where the demons have slept for so many centuries. They are also vast storehouses of **chaositech**—the greatest accumulation of the dread items in the world.

Today, hundreds of rhodintor still sleep their dreamless sleep, while only a few score are awake. A few have made their way up into the city or the regions directly below it, including those working with the lich **Aggah-Shan** on his Machine. The demons seem eager to spread chaositech and aid the various **chaos cults** by bringing them together and instructing those that don't yet understand that they actually serve the ancient **Natharl'nacna**.

Those who are awake but remain in the vault complex gather in circular chambers with the names of various Galchutt inscribed in blood-red runes on the floor. The demons meditate upon their masters and the day when they will be free of the prison world in which they dwell. The residents can open these well-sealed vaults easily from within. Chaositech-based traps accompany magical wards to keep out intruders or awaken additional rhodintor to deal with them.

For the rhodintor's description and stats, see Chapter 34: Monsters.

CAVERNS OF THE GALCHUTT

The deepest portions of the Caverns of the Galchutt are the tomblike chambers where the Lords of Chaos have sealed themselves to await the time when they can finally get free of this world. These low caverns are inaccessible both physically and magically—the essences of the Galchutt inhabit deep places in the earth. But above these unreachable depths lies another set of caves connected to the Vaults of the Rhodintor. Within these upper complexes, some of the Galchutt's current and former servants still toil in ancient occupations, awaiting the terrible night when their masters awaken.

Despite what the Dungeon side-view map on page 415 might suggest, traveling physically to these upper caverns proves extremely difficult. Doors sealed by potent lore lie between the **zaug** stronghold of Kastralathakasal and the Vaults of the Rhodintor, and traveling even farther to the Throne of Darkness is not feasible without using teleportation.

KASTRALATHAKASAL

Caverns of the Galchutt; see map page 415

With the Galchutt asleep, the primary inhabitants of the caverns above their inert essences are zaug and members of the **Elder Brood**. The zaug here have long kept to themselves, with only a rare agent infiltrating the dark elves (using magical disguises) or coming to the surface. The vast millennia that the Galchutt have slept have allowed the zaug to create Kastralathakasal, a stronghold of alien metals and living, organic components.

Like the Galchutt who created them, zaug are older than the world itself. In fact, their kind has spread throughout many worlds. It is said that in the days of Ghul, they helped the Skull-King create the **Harrow elves** from the **Elder Elves of Theridae**. Some Harrow elves in Ptolus now hunt the zaug. They want to know where these creatures of chaos dwell, having scoured the world and narrowed down their targets' location to "somewhere below the Spire."

Most zaug long ago rebelled against their masters' goals of ultimate chaos and destruction. The greedy zaug of Kastralathakasal wish to master the world, not destroy it. In modern times, they content themselves with perfecting the art of spreading disease and filth to their own ends. They use captured slaves to breed cattlelike food sources and experimental fodder. They also use dark science to create more and more powerful servants.

Those members of the zaug race that remain loyal to the Galchutt live apart from those of Kastralathakasal, usually in small, insular conclaves.

THRONE OF DARKNESS

Caverns of the Galchutt; see map page 415

The Throne of Darkness is a Galchutt stronghold buried deep below the surface, almost directly under the Spire. One can reach it via a torturous path from the **Serpent Caves**, but more easily via an artifact called the ***Signet of Shallamoth Kindred***. This signet transports any who look upon it to a teleportation matrix called the Tourbillion inside the Throne of Darkness.

When the Galchutt were awake, the Throne of Darkness served as the seat of their power. Shallamoth Kindred, greatest of the Galchutt, sat in the throne in the center of this vast fortress. It is a place of ineffable evil, comparable to that of **Jabel Shammar** itself. However, the Galchutt never invested themselves in this place the way the Dread One invested himself in his stronghold. In fact, the Galchutt did what they could to mask their evil presence when they exiled themselves to their sleep. Thus, the evil here is more subtle—those corrupted by its dark taint might not know it for a long time afterward.





Rhodintor, page 628
Galchutt, page 60
Chaositech, page 566

Elder Brood, page 634

Harrow elves, page 52
Elder Elves of Theridae, page 80

Aggah-Shan, page 335
Chaos cults, page 71

Natharl'nacna is the word for "Galchutt" in Elder Elvish.

Below the Dark Reliquary far to the east of these caverns lies the Temple of the Galchutt (see page 273). While his brethren slumber in their isolated cavern lairs, the creature known as Kihomenethoth has embedded his essence in the Temple of the Galchutt near his Wintersouled and demon servants.

Serpent Caves, page 451
Signet of Shallamoth Kindred, page 454

Jabel Shammar, page 501

Zaug, page 633



Gorgoth-Lol, page 69
Vested of the Galchutt, page 60

Elder Brood, page 634

During their millennia of slumber, the Galchutt have dissolved their physical forms, merging their aspects with their subterranean surroundings. When their time comes to rise, they may regather their forms to themselves—or they may not, for their power transcends mere physical shells.



The Iron Mage, page 340
Jevicca Nor, page 117

Calista, page 256
Cask of frozen dreams, page 278

Dreta Phantas, page 457

Dwarvenhearth, page 460
Chaositech, page 566

Signet of Shallamoth Kindred

This strange device is normally four feet across and a foot thick, shaped like a three-pronged cross of dull blackness. It can shrink down to the size and weight of an amulet, but only upon the command of one who knows its name and can see it. That is tricky, because the signet emanates darkness in a twenty-foot radius, and anything that enters the darkness is transported to the Tourbillion.

Overwhelming conjuration [evil]; CL 27th; Weight 750 lbs. or 1 lb.

Today, the Throne of Darkness fortress is inhabited by the ghosts and spectres of those who served Shallamoth Kindred so long ago. One also will find creatures spawned from the lingering essence of the Galchutt: chaos beasts, gibbering mouthers, plasms, doppelgangers, and various oozes, jellies, and puddings. Lastly, some of the Elder Brood—obaan and sscree—remain here as guardians.

From inside the Tourbillion chamber, one can teleport anywhere in the world—even into places shielded against teleportation. This teleportation matrix is activated by magical mirrors that are currently hidden in other areas of the Throne of Darkness for safekeeping. To use the transport, characters first must bring all the mirrors to the room. Then the travelers stand on a circle in the center of the chamber and envision their destination. It appears in all the mirrors and, with a flash, the travelers appear there.

Scenario: Agents hired by the Iron Mage have discovered the *Signet of Shallamoth Kindred* on an island in the Whitewind Sea and are transporting it, locked in an iron chest, back to the city by ship. Jevicca Nor knows that the Iron Mage is bringing something into the city, but not what. She hires the player characters to go to the Docks and discover what the Iron Mage is transporting. However, if the PCs get close enough to actually see the signet, it will transport them instantly to the Tourbillion. In order to get back, they must learn how the Tourbillion works, which involves exploring the ancient Throne of Darkness stronghold to find the mirrors needed to get back to the city. (For a related scenario, see "Delivery for the Iron Mage" on page 172.)

THE DREAMING STONE (EL 22)

Caverns of the Galchutt; see map page 415

In a vast cavern that connects to the Throne of Darkness, an ashen tower rises out of a silt-and-ash-laden lake more than two hundred feet across. This eighty-foot tower houses an enormous clear crystal that itself measures fifty feet high and ten feet across. A network of black iron supports holds the crystal within the open tower. The crystal is known as the Dreaming Stone. It once was one of the most important features within Dreta Phantas, the Dreaming City. Within the stone lies every dream still to be dreamed. Touching the stone draws one's mind (but not one's body) into it, where a character can attempt to access an answer regarding the future, following a successful Will save (DC 28). Failing this save requires a second Will saving throw (DC 30) to avoid becoming permanently insane (as if affected by an *insanity* spell).

When the dark elves stole the Elder Elven city of Dreta Phantas away from the surface world, they captured the Dreaming Stone as well. Their mistress, Gorgoth-Lol, gave the stone to her fellow Vested of the Galchutt, Thoggidrum. She did this as a gesture of alliance to Thoggidrum, but also in the hopes that his natural penchant for destruction would eradicate it in time (it did not—the elven magic girding the stone was greater than she thought). Thoggidrum, a creature of decay and disintegration, placed his new prize within the ashen tower here in his cavern. However, he himself eventually fell victim to his own fetishes and began to discorporate, particularly once the Galchutt went into hibernation. Only a portion of his essence still remains (see below).

The silty lake never gets deeper than three feet, so most creatures can simply walk through it to the tower. However, crossing the lake is like wading through thick soup. Here and there, fissures allow hot gases to bubble up from under the viscous water. These fissures fill the cavern with smoke and ash. In some places, the emerging gases carry a bit of magma; these deposits eventually form smoking cinder cones that rise up just above the water.

The cavern of Thoggidrum is inhabited by belkers and rasts that hungrily attack anything that enters in a frenzied swarm—they frequently must leave the cavern to find prey. At least a dozen of each type of creature inhabit the cavern at any time.

The tower itself is guarded by Oracthon, a great wyrm black dragon that constitutes the remaining essence of Thoggidrum. Rather than facing a normal acidic breath weapon, anyone in the area of Oracthon's breath is affected by a *disintegrate* spell (Fortitude save, DC 36). The dragon spends his time sleeping atop the tower, although a large fight in the cavern or someone disturbing the Dreaming Stone will wake him.

One must use the Dreaming Stone to restore Dreta Phantas to its original place in the world (see page 458). It also would help Calista regain her memories, if used along with the *cask of frozen dreams*. Moving the stone requires extremely powerful magic, though, such as a *wish* or *miracle* cast from the tower just as the supports are destroyed.

Belkers (12): hp 38 each; see MM.
Rasts (12): hp 25 each; see MM.
Oracthon, Great Wyrm Black Dragon: 540 hp; see MM.

DARK ELF CAVERNS

Since the dwarves abandoned Dwarvenhearth, the dark elves have become the real masters of the caverns below Ptolus. Experienced adventurers learn to expect their traps, ambushes, and patrols throughout the natural underground regions. Of course, it isn't specifically Ptolus that the dark elves are interested in. Many hope to gain entrance to the Banewarrens, while others want chaositech. Still others simply believe that living beneath Ptolus provides good opportunities to

strike against their enemies: the elves and, to a lesser extent, the Stonelost dwarves.

The dark elf community below Ptolus consists of two fortresses—Ul-Drakkan and Ul-Sinistar—that flank the large city of Nluguran in caverns above the stolen city of Dreta Phantas.

Typical Vrama Guard
Female dark elf (Chaotic Evil)
Fighter2 **CR** 4
HD 2d10+2 **hp** 13
Init +3 **Speed** 30 feet
AC 19, touch 13, flat-footed 16
BAB/Grapple +2/+3
Attack/Full Attack +7 melee (1d6+1, short sword) or +6 ranged (1d4, hand crossbow)
SQ Spell-like abilities*, SR 13, dark elf traits, darkvision 120 feet
Fort +4, **Ref** +3, **Will** +0
Str 12, **Dex** 17, **Con** 12, **Int** 13, **Wis** 11, **Cha** 11
Languages: Dark Elvish, Elvish, Goblin, Undercommon.
Crucial Skills: Climb +7, Hide +3, Jump +5, Listen +2, Move Silently +3, Search +3, Spot +2.
Other Skills: Craft (weaponsmithing) +4, Handle Animal +1.
Crucial Feats: Point Blank Shot.
Other Feats: Weapon Finesse, Weapon Focus (short sword).
Spell-Like Abilities: Caster level 2nd. The save DCs are Charisma based.
1/day—*clairvoyance/clairaudience, dancing lights, darkness, discern lies, dispel magic, faerie fire, suggestion*.
Possessions: +1 *chain shirt,* masterwork light steel shield, masterwork short sword, masterwork hand crossbow, bolts (10), **sintrin poison** (5 doses), Vrama house pin, 13 gp.
* In addition to the abilities in the MM, females of House Vrama all can cast these spells once per day: *Clairvoyance/clairaudience, discern lies, dispel magic*, and *suggestion*. Such females have a +2 CR and +3 level adjustment.

Typical Vrama Soldier
Male dark elf (Chaotic Evil)
Fighter1 **CR** 2
HD 1d10+1 **hp** 6
Init +3 **Speed** 30 feet
AC 18, touch 13, flat-footed 15
BAB/Grapple +1/+2
Attack/Full Attack +6 melee (1d6+1, short sword) or +5 ranged (1d4, hand crossbow)
SQ Spell-like abilities, dark elf traits, darkvision 120 feet
Fort +3, **Ref** +3, Will +0
Str 12, **Dex** 17, **Con** 12, **Int** 10, **Wis** 11, **Cha** 10
Languages: Dark Elvish, Elvish, Undercommon.
Crucial Skills: Climb +4, Hide +3, Listen +2, Move Silently +3, Search +2, Spot +2.
Other Skills: Handle Animal +4.
Crucial Feats: N/A
Other Feats: Weapon Finesse, Weapon Focus (short sword).
Spell-Like Abilities: Caster level 1st. The save DCs are Charisma based.
1/day—*dancing lights, darkness, faerie fire*, SR 12
Possessions: Masterwork chain shirt, masterwork light steel shield, masterwork hand crossbow, bolts (10), masterwork short sword, **sintrin poison** (5 doses), Vrama house pin, 10 gp.

DARK ELF HOUSES

The dark elves of the various settlements in the caverns separate themselves into factional houses, each ruled by a single leader. Most dark elves pledge allegiance to one house or another. Occasionally an individual may switch allegiances, but a reputation for switching houses is a quick way to get killed for being untrustworthy (even for a dark elf). Most of the time, a dark elf is born into an allegiance with a house and never wavers from it. In an evil society, you need what allies you can manage, and the mutual protection network that dark elf houses provide is one good way to stay alive in this incredibly dangerous culture.

Dark elves wear pins with their house symbol, showing their allegiance. Although they are supposed to wear these pins openly, not all do. The following list names most of the key dark elf houses:

Vrama. Vrama is a powerful dark elf house that has risen quickly from a lowly position thanks to its current ruler, Alevolenz. Long centuries past, before the clan fell out of favor, Vrama was considered a great house, and its people were the chosen of Gorgoth-Lol. Even the name "vrama" means "true dark elf," or more literally "true child of the Spider Queen." Vrama's symbol is a skull-shaped mushroom with a sword thrust into its top.

Yurganth. Yurganth is a rival of House Vrama. Although there is no open conflict between the two, all dark elves know that a sign of weakness by either house will bring a swift attack from the other. The symbol of House Yurganth is a skull with spider legs.

Leisarn. A house neutral to both Vrama and Yurganth, Leisarn concerns itself mostly with issues far from the regions below Ptolus. Their members are seen here only rarely, usually spying. Leisarn's symbol is a curved knife against a spiderweb background.

Thess. This minor house owes fealty to House Vrama. The symbol of House Thess is a leering demon face on a background of reptilian scales.



Dark elves utilize sintrin, a poison (Fortitude save, DC 16) that causes unconsciousness for one minute. After that time, another save is required or the victim stays out for an hour. Each dark elf of House Vrama was raised imbibing small doses of sintrin, so they all enjoy a complete immunity to it.



In caverns far below the Nobles' Quarter, one can find a colony of orcs, the descendants of Ghul's Sorn-Ulth and Toruk-Rul minions. For details, see page 492.

The dark elf vampire Zachean (page 466) woke the rhodintor (page 453) when he wandered through the vaults looking for a secret path into Dwarvenhearth.



The Dark Elvish word for a surface elf is strikkesh*, usually spoken with vehement derision.*

Night of Dissolution, page 60

Read more on the dark elves on pages 57 and 466.

Dreta Phantas, page 457

Emerald Hill, page 199

The dark elves' word for themselves is drakkath*. They would never call themselves "dark elves," as the name implies they are some variant form of "real elves."*

Zaug, page 633

Kohoath the Betrayer, page 139
Urthon Aedar, page 138

Lance of endless night, page 512

The elven deity Phoeboul, God of Dreams (chaotic neutral) is the patron of Dreta Phantas, the Dreaming City. See page 70.

The adventure Queen of Lies *by Monte Cook (Fiery Dragon Productions, 2002) takes place in the Dark Elf Caverns.*

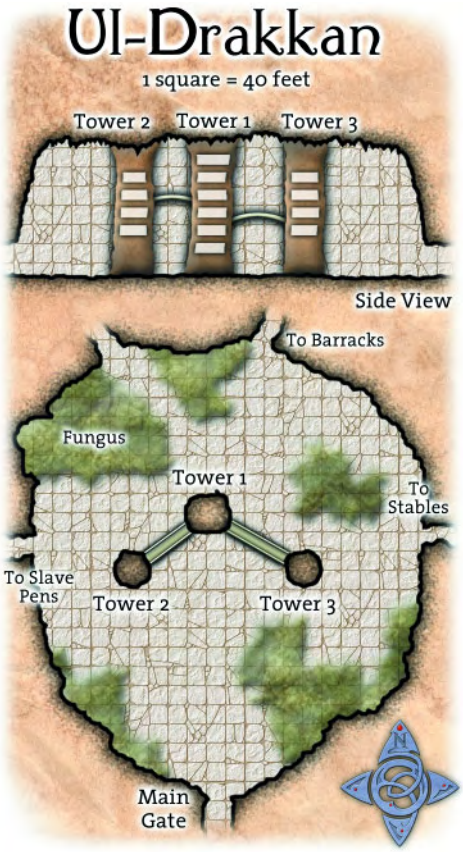
Alevolenz, see above

UL-DRAKKAN

Dark elf caverns; see map, below

Ul-Drakkan, the Citadel of the Lizard, is the first of two major dark elf fortresses beneath Ptolus. Located within a large cavern, the fortress was built inside three natural stone columns or "towers," which are joined at middle levels by artificial bridges. Ballistas in the towers help defend the fortress, and nearby caverns hold barracks for bugbear troops as well as captured slaves. House Vrama controls Ul-Drakkan, home to about one hundred fifty residents. The ruler of the house, Alevolenz (female dark elf cleric12), lives here and has done much to restore her house from a sorry state to something that approaches its former glory. She wishes to unite the dark elf houses in a war against the surface elves and plans many direct attacks against important elven locations in Ptolus (specifically in **Emerald Hill**). With them, she hopes to draw retaliatory attacks that will galvanize the dark elves into unification under her. She also instructs her servants to recover any hidden caches of chaositech they find in the subterranean realms; they call these weapons *avalashax*, which means literally, "impossibles."

Alevolenz's secret is that she has a conjoined twin. She is able to hide it beneath her clothing, but the creature is intelligent—in fact, it is a 12th-level sorcerer. Raised by a secret cabal of **zaug** loyal to the Lords of Chaos, she works toward their ends, although even she does not truly realize that her current plot plays into the Galchutt's hands. (A powerful union of dark elves, using chaositech, will help spread the chaos needed to bring upon the **Night of Dissolution**.) This same cabal of zaug has infiltrated Ul-Sinistar (see below).



UL-SINISTAR

Dark elf caverns; see map, page 457

Ul-Sinistar, the Citadel of the Spider, is the other major fortress in the dark elf caverns. It is controlled by House Yurganth and consists of two stone keeps joined by a stone bridge that spans a massive, unnatural lake of lava. Ul-Sinistar is joined by a tunnel to **Dreta Phantas**, the captured Dreaming City, and serves as a magical anchor to hold the city in place.

A dark elf named Raenashal (female dark elf cleric15) is the mistress of Ul-Sinistar and its two hundred residents. She commands a retinue of powerful, well-equipped servants and bodyguards, as well as a handful of demon servitors. Her circle of allies includes Shakkar (male dark elf fighter15), Vissuine (male dark elf evoker15), and Taliestha and Chorian (both female dark elf fighters11).

The dark elves have laid siege to Dreta Phantas for thousands of years but have been unable to pass through the magical wards to get to the city's heart. They have long since stopped attempting to gain entrance and simply hold the city captive.

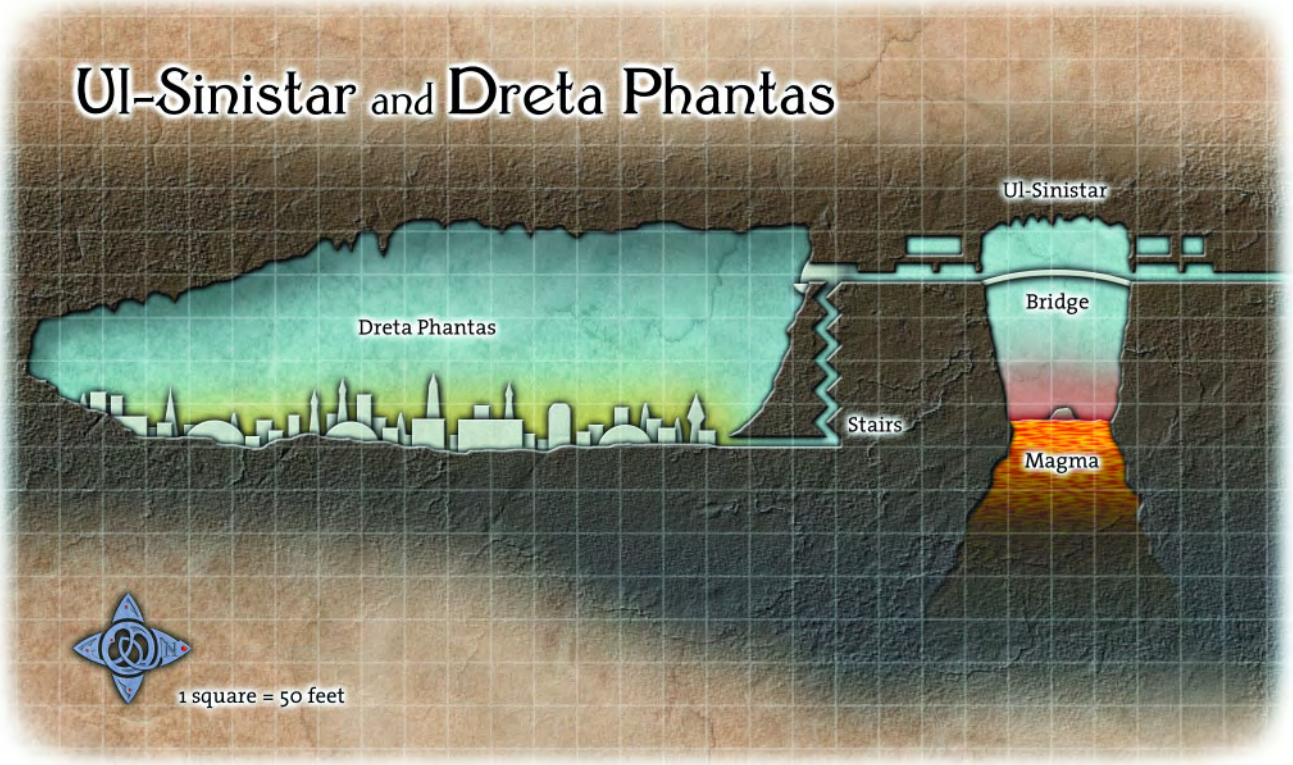
A zaug minion (male human sorcerer6) has infiltrated Ul-Sinistar in disguise and has risen high in the ranks, posing as a sorcerer named Starachele. He spearheads the attempts to conquer Dreta Phantas but, once inside, he plans to hand over the city to the zaug and to his ally, **Kohoath the Betrayer**, once one of the **Urthon Aedar**.

A cabal of male sorcerers led by a blue dragon named Uthlachiman the Elder is attempting to build a ***lance of endless night*** in Ul-Sinistar. Although pretending to aid in this endeavor, "Starachele" actually works to sabotage their efforts. While using this weapon to extinguish the sun would cause chaos and woe, even that unimaginably foul deed isn't big enough to free his Galchutt masters.

NLUGURAN

Dark elf caverns; see map, page 415

Nluguran, a dark elf city of three thousand inhabitants, lies sheltered between its two flanking fortresses. Although merely a town by surface standards, this is a very large community by underrealm standards. Erediana (female dark elf cleric6/sorcerer6/mystic theurge3) rules Nluguran and House Thess as well. She pretends to be fair to dark elves of all houses but actually remains completely under the sway of **Alevolenz** of House Vrama.



To an outsider, Nluguran looks like a very small community in a large cave. This is only the entrance to the city, however. In reality, the settlement extends for hundreds of feet in every direction from this cave. Well-guarded tunnels connect edifices built into the cavern floor, walls, and ceiling with deeper chambers. From the native's perspective, the structures in the cave are not entire buildings, just the entrances to vast complexes of passages and rooms.

Nluguran is a maze of depravity and decadence. The degenerate and wanton dark elves who live here occupy their days and nights with debauchery and vice that would make some of the most wicked surface-dwellers turn their heads away in disgust. Because dark elf society encourages the recruitment of the most competent to roles as warriors, fighters, clerics, wizards, or sorcerers in important outposts, the dark elves in Nluguran are the ones left behind—commoners mostly, with a few rogues to prey upon them with abandon.

At the very heart of Nluguran lies the temple-palace of Ul-Rassadin, the home of the dark elf nobles and leaders. Here, every chamber is also a shrine dedicated to **Gorgoth-Lol** and minor deities. From a surface-dweller's point of view, the underground complex of Ul-Rassadin seems entirely separate from the other passages and rooms of Nluguran—or perhaps a surface-dweller would not be able to distinguish where Ul-Rassadin begins and ends at all.

DRETA PHANTAS

Dark elf caverns; see map, above

Dreta Phantas was once the central city of the Elder Elves, their crowning achievement. In the language of the Elder Elves, Dreta Phantas means "the Dreaming City," and it once existed along the Whitewind coast north of what is now the **Moonsilver Forest**. Back then, thousands of years ago, the region was called Theridae. In their most daring act of aggression against their surface kin, the dark elves stole the entire city using incredible magic provided by Gorgoth-Lol. It now rests below Ul-Sinistar in a cavern that measures twenty-six hundred feet from east to west and about eight hundred fifty feet from north to south.

When it was built, Dreta Phantas was home to approximately eight thousand Solarr and Lunas elves. The city's power relied on two mighty artifacts: the **Dreaming Stone** and the ***cask of frozen dreams***. Both these objects must be returned to Dreta Phantas before it can return to its rightful place on the surface. And even then, it is bound to remain here until the fortress of Ul-Sinistar, which acts as a magical anchor, is entirely eradicated.

The leader of Dreta Phantas was known as the Dream King. This elf spent his entire adult life asleep, using mystical powers to visit and watch over his subjects while they themselves slept. He ruled from **Koth**, the dream tower, which was fabled to guard a path to the many worlds.

The city's central plaza harbors great mystical power. The Elder Elves built it to hold "the soul

Recently the elves of House Yurganth gained a Dwarvenhearth key (see page 464) and began exploring the ancient city under the leadership of the vampire Zachean (page 466).

Moonsilver Forest, page 42

Dreaming Stone, page 454
Cask of frozen dreams, page 278

Gorgoth-Lol, page 69

The tower of Koth does not, in fact, give access to other words. However, it does enable dream communication with distant planes and realms. Ghul sought the dream tower of Koth for himself in 74 BE, but he failed to wrest Dreta Phantas from the dark elves' grasp.

Vallis moon, page 59
Seven Chains, page 62
Galchutt, page 60
Night of Dissolution, page 60
Kohoath the Betrayer, page 139

Ul-Sinistar, page 456

Urthon Aedar, page 138

Seven Jewels of Parnaith, page 526
Dreaming Stone, page 454
Entropy Sphere, page 499

of the world" (as described in Chapter 4: Cosmology and Religion), believing the **Vallis moon** and the **Seven Chains** to be destroyed forever. They were incorrect about this fact—the vital moon and chains are *not* destroyed—but the **Galchutt** were fooled as well. Through Gorgoth-Lol, the Lords of Chaos attempted to get into Dreta Phantas and destroy the soul of the world, seeking to bring on the **Night of Dissolution** early. Even now, creatures loyal to the Galchutt (a cabal of zaug and the former Urthon Aedar, **Kohoath the Betrayer**) still seek a way into the imprisoned city, despite the dark elves' complacency.

The Dream King remains asleep in Dreta Phantas, protected by the loyal **Urthon Aedar**. The Urthon Aedar use the inviolate heart of the Dreaming City as their base of operations, both because it is so secluded and secure, and to repel every attempt to take the city. So far, the city's natural wards still hold, even after millennia. It lies quietly in a large cavern adjoining **Ul-Sinistar**.

Likewise, the Dream King still wields the power to convey "sending dreams" to anyone. He may use this ability to send subtle clues to powerful heroes in the city above, slowly manipulating them to want to recover the *cask of frozen dreams* (held by the demon lord Savvan in a demon-sealed box in Av, one of the **Seven Jewels of Parnaith**) and the **Dreaming Stone** from Thoggidrum. Or, perhaps he simply calls them to find their way here via the **Entropy Sphere** in the Spire, so that they can aid him.

Lilith of the Dark Reliquary has servants scouring the world for the cask of frozen dreams, *as she hopes to use it to unlock the memories of her prisoner, Calista.* *See page 256.*



RESTORING DRETA PHANTAS

The greatest treasure ever made by elves, the Dreaming City of Dreta Phantas, lies in the hands of their mortal enemies, the dark elves. Perhaps the best use of Dreta Phantas in your game is to set the player characters upon the task of restoring the stolen city to the surface world once more. This quest involves many individual adventures within, above, and below Ptolus.

Dreams sent by the Dream King over a period of time make the player characters aware of Dreta Phantas and make them feel drawn to the place.

To get there, they learn they must find the Urthon Aedar and penetrate Goth Gulgamel to get to the area of the Spire that holds the ancient Entropy Sphere. Any Urthon Aedar can shape the energy of the sphere into a portal that leads directly into the center of the Dreaming City. (PCs who know of the Tourbillion's transport function might choose that route instead; see page 453.)

Once inside the city, the PCs learn that the Urthon Aedar believe they guard the soul of the world. (This is not true, strictly speaking; the soul of the world still resides unbeknownst to everyone in the Vallis moon guarded by the Lords of the Seven Chains. However, if the Seven Chains ever were broken, the soul of the world would transfer to Dreta Phantas for safekeeping.) The Galchutt want to destroy the Dreaming City and the soul of the world to finally be free.

Dreta Phantas and its treasure are not safe in the clutches of the dark elves, who one day will manage to penetrate the weakened city. To safeguard it, the PCs must restore Dreta Phantas to the surface of the world—and to do that, they need to reunite the Dreaming Stone and *cask of frozen dreams* in the heart of Dreta Phantas. They can find the Dreaming Stone in Thoggidrum's cavern (page 454) and the cask in the hands of Savvan the demon lord in the Jewels of Parnaith. Once the cask and stone are reunited in Dreta Phantas, the Elder Elves will be able to magically return their city to the area around the north end of the Moonsilver Forest where it belongs.

The final step in helping to return the Dreaming City to the surface is to destroy the fortress of Ul-Sinistar and the magical anchor it harbors that keeps the elven city in place below ground.

Once Dreta Phantas is returned to the surface, elves from all over the world respond to its return and step forward to join the Urthon Aedar in protecting it. These legions can keep it from once again falling into the clutches of their enemies and better protect it against the will of the Natharl'nacna.

FROM MY CAMPAIGN TO YOURS

In the original Ptolus Campaign, after finding their way to Dreta Phantas via the Entropy Sphere and allying themselves with the Urthon Aedar, the PCs traveled to Ul-Sinistar to stop the creation of the lance of endless night. *During the battle, they turned "Starachele," the zaug agent in Ul-Sinistar, to stone and brought him to Dreta Phantas. Unfortunately, Kohoath the Betrayer was able to use the minion's body as a beacon to finally create a* teleport *spell that would pierce the wards protecting the heart of the city. He then proceeded to launch an invasion that even the player characters could not stop.*



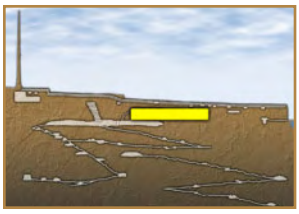


Chapter 23:

DWARVENHEARTH

Dwarvenhearth is a vast underground city, once the home of ten thousand Stonemight dwarves. It covers an area larger than most of the districts in the surface city and contains multiple levels. The entire complex comprises many thousands of chambers and passages, ranging from small, twenty-foot-square storehouses to open plazas hundreds of feet wide to the gargantuan Cathedral Cavern, more than a thousand feet long.





Locator Map

Charad Titans, page 77

Day King, page 462
Night King, page 462

Dreta Phantas, page 457

The Dwarvish word for their own race is Haurdir, *which translates to "the Stalwart Kings of Order."*

This chapter offers a short overview of Dwarvenhearth and its history, provides a general idea of its scope, and details a number of specific locations contained within it. This is, in effect, a guidebook for crafting Dwarvenhearth adventures.

HISTORY OF DWARVENHEARTH

Almost three thousand years ago, a confederation of dwarven clans settled in the area near the Spire, attracted by the region's mineral wealth and the proximity of the sea and other resources. They began delving deep to mine the ores here and built a vast fortress-city at the heart of their mines. They called this city Dwarvenhearth and pledged to make it a bastion for all dwarvenkind—a center of dwarven culture, art, and craft. Although most of Dwarvenhearth was built within a dozen years of the dwarves' arrival, it took nearly a century to finish. When complete, its grand halls and sweeping plazas had no equal. Most of the city lay underground, but portions extended up to the surface. (The connections to the surface no longer exist.)

Although Dwarvenhearth technically lay within the Elder Elven kingdom of Theridae, the dwarves did not recognize any authority of the elf kings and queens of that land. The elves, in turn, avoided the area of the Spire due to its "evil aura"—the legends they had of the Charad Titans, who found only darkness and corruption there.

The first pair of Dwarvenhearth kings—Derrick Stonefist, the Day King, and Hathol Hammersmith, the Night King—rose to power soon after the city's builders put the finishing touches on their creation. Derrick and Hathol founded lineages that would rule Dwarvenhearth throughout most of its existence.

A GOLDEN AGE

Approximately five hundred years after the dwarves first arrived, dark elves came to the area. Although this event displeased the dwarves greatly, up to this point they had had no direct conflict with the subterranean elves. The dark elves had recently waged war against their surface brethren and stolen the elven city of Dreta Phantas. Unbeknownst to the dwarves at the time, the dark elves had placed Dreta Phantas far below Dwarvenhearth. After this war, the elves of Theridae left the area and humans began to arrive. Perhaps this was a coincidence, but the humans might have sensed that the elven diaspora left a vacuum they could fill. Unlike the elves, the humans took pains to establish friendly relations with the dwarves of Dwarvenhearth. After many

decades of leery distrust on the part of the dwarves, treaties enabled them to trade openly with the humans. However, the dwarves demanded that the humans not build within close proximity to Dwarvenhearth, to which their new allies agreed.

The following nine centuries were the golden times for Dwarvenhearth. The city and its people prospered, and gold, silver, mithral, and gemstones flowed in steady streams from the dwarven mines. Around 1,200 BE, evil spirits and undead led by the creatures known as the Wintersouled began to plague the dwarves occasionally, but they fended off these incursions, which thankfully were fairly rare.

BLACK GRAIL QUEST

The dark decline of Dwarvenhearth began six hundred years later with the arrival of an evil human/demon hybrid named Sokalahn. This wizard sought an artifact held within the Banewarrens: the *Black Grail*, an item dwarven legends spoke of as well. This artifact was forged along with the *White Grail* by ancient Grailwarden dwarves, who kept it safe in Grail Keep far to the east. But it was almost their undoing due to its powerful mind-control abilities and evil bent.

The dwarves had to decide what to do as the demon wizard built a subterranean fortress less than a mile from Dwarvenhearth. Unfortunately, the Day King of the time, Bared Stonefist, chose isolationism, watching but avoiding Sokalahn in the hopes that he would in turn ignore or avoid them.

Sokalahn's attempts to breach the sealed Banewarrens led him to shatter one of the Gates of Delirium. This act caused the vortex of power known as the Entropy Sphere to spin off pools of chaotic energy called Pits of Insanity throughout the underrealms. These eddies of warping power infested Dwarvenhearth, twisting small pockets of the city as well as the dwarves living there. Dwarves exposed and changed by the Pits of Insanity became known as the Erebaccus, or "the Unhinged."

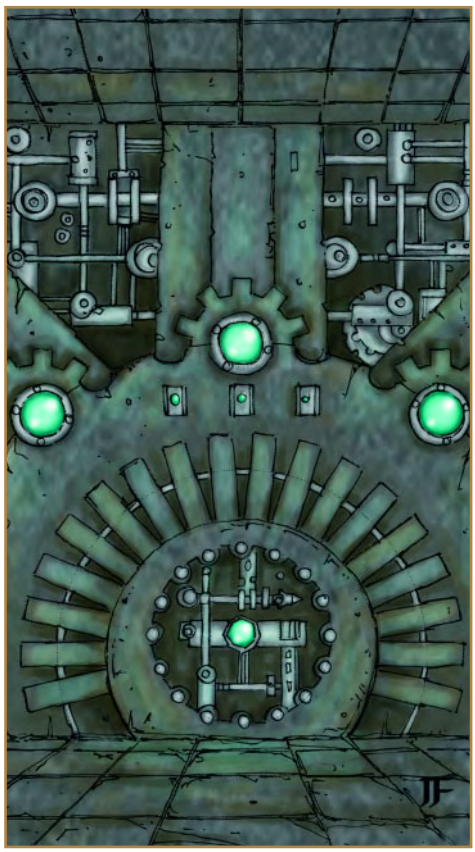
After failing to obtain the coveted *Black Grail*, Sokalahn retreated into his lichdom and ceased to plague Dwarvenhearth any further.

DARK ELF WARS

Just over a century and a half later, the dark elves' power had grown to the point where their agents began penetrating into dwarven territory. Such incursions led to open warfare between the dwarves of Dwarvenhearth and the dark elves. The war lasted for seven years, ending with the dwarven victory of Cabled Rock under General Barris Deeperstone. The victory carried with it a terrible toll, however, for many outlying subterranean Stonemight dwarf settlements and mines beyond Dwarvenhearth were sacked and ruined, and more than a thousand dwarves would never return to their homes.

About eighty years later, in 351 BE, the second of the great dark elf wars began. The dwarves had had little time to recover from the previous conflict, but the dark elves came back stronger than ever, as they utilized bugbear battle slaves extensively. This war lasted eight bitter years. During this time, all of Dwarvenhearth focused on the war effort and the annihilation of the dark elves. Mining stopped, and all miners found themselves conscripted into the Day King's or Night King's army.

During the early stages of this conflict, a dwarven spy organization called the Dorud Allum—originally created to keep their eyes on Sokalahn (who had by now disappeared)—noticed strange activity on the Spire. Someone was building a fortress halfway up its side. The Dorud Allum investigated and, after braving many terrible dangers, brought back to their lords word of the builder: a being called Ghul, the Half God, also known as the Skull-King, who claimed to be the resurrected son of Eslathagos Malkith. Ghul had created a new race of orcs to build his new fortress, which he named Goth Gulgamel. The dwarves judged that the war with the dark elves was too costly for them to do anything about



MAP PAGE 469



Dark elves sent in bugbear slaves to fight the Stonemight dwarves.

Wintersouled, page 632

Sokalahn, page 438
The Banewarrens, page 419
Grail Keep, page 42

The second dark elf war likely would have gone on longer and might have spelled disaster for the dwarves, but—unbeknownst to the Stonemight people—the dark elves themselves came under attack by zaug forces. Because the dark elves had to devote all their attention to defending their own cities against this new threat, they retreated from aggression against Dwarvenhearth.

Eslathagos Malkith, page 75
Goth Gulgamel, page 486

About eight thousand years ago, Eslathagos Malkith created a magical vortex of chaos within the Spire called the Entropy Sphere. The Dread One configured magical portals called the Gates of Delirium to regulate its power so that he could utilize it freely. (See page 499.)

Pits of Insanity, page 416
Erebaccus, page 468

Ghul directly. Instead, they sealed off all portions of their city that extended to the surface.

THE GHULWAR

The second dark elf war ended in 343 BE. The dwarves claimed victory, for Dwarvenhearth itself remained intact and unplundered, its walls and gates still sealed. Just thirteen years later, though, the war-weary dwarves faced an even greater challenge. The newly marshaled armies of Ghul, set to invade all the surrounding lands, started with Dwarvenhearth. They advanced on the Stonemight city from the extensive underground network of passages and chambers that the Skull-King's servants had made to serve as barracks, storehouses, and laboratories.

In the famous Battle of the Grand Gate, the dwarven defenders held off the first massive assault of orcs, goblins, ogres, trolls, monsters, and demons, thanks in great part to Kaval Stardelve, one of the last Day Kings, and probably one of the greatest. Using a mighty artifact called the *Platinum Cestus*, given to him by the Forge-God Morachon, King Stardelve felled the enemy in great numbers and sent the rest running in terror. The effort, however, cost King Stardelve his life.

With the Day King dead and Ghul's army quickly regrouping, the dwarves knew they would not win the next battle. Rather than allow Ghul into Dwarvenhearth, their sacred home, the dwarves used their unmatched stonecunning to seal the city. And rather than allow their own race to die off trapped within, they abandoned their beloved abode and scattered themselves across the surface world. And thus the Stonemight became Stonelost.

Centuries later, after the ultimate defeat of Ghul—thanks in no small part to the dwarven armies that fought alongside the humans and elves—some of the Stonelost dwarves settled within the tower of Kaled Del to watch over Dwarvenhearth from afar. They still do not believe they are worthy to reenter their ancestral home, but they will fight to prevent others from committing such sacrilege.

DWARVENHEARTH AT ITS HEIGHT

Around 700 BE, almost ten thousand dwarves lived in Dwarvenhearth, making it the largest single dwarf community known to have existed. Its mines boasted an output of thousands of tons of valuable ores each year, and the cavern farms produced almost enough for the community to be entirely self-sufficient.

DAY KINGS AND NIGHT KINGS

The Stonemight dwarves of Dwarvenhearth kept a meticulous measure of time and carefully attended the passage of days and nights, despite the fact that within the confines of their city such concepts were purely academic. At any given time, the dwarves had two rulers, called the Day King and the Night King. These rulers each commanded a twelve-hour period of each day, but despite their separation, they were truly co-regents. They usually did not work against each other's intents or seek to undo each other's rulings.

The Day King and Night King each ruled from a separate palace in entirely different portions of the city—the Day King's Palace was in the upper regions, while the Night King's Palace lay in the deepest sections of the city. They only rarely saw each other face to face, although yearly meetings took place on the solstices at dusk.

Traditionally, the Day Kings were exuberant by dwarven standards. They wore gold, white, and even red, and the Palace of Day was filled with

Kaled Del, page 448

Cavern farms, page 463

The Gurhorond, a name which literally means "craftsmen of the stars," was a small clan of dwarves that lived in Dwarvenhearth, specializing in jewelcraft. Today, the last remnants of the clan can be found in the workshop called The Star Jewelers in the Guildsman District (page 191).

Network of passages: See Ghul's Labyrinth, page 418

Platinum Cestus, page 481
Morachon, page 69

Day King's Palace, page 483
Night King's Palace, page 482



The guilt of the Stonelost dwarves for the abandonment of their sacred city remains strong even today. They consider themselves unworthy of Dwarvenhearth and await some event that might allow them to redeem themselves as a race. Most people of other races do not understand this severe self-recrimination and assure the Stonelost of their worthiness. The dwarves usually reply, "You have to be dwarf to understand."

DWARVENHEARTH CULTURE

For the more than one thousand years that Dwarvenhearth flourished, the dwarves who lived there developed their own unique culture, including facets that no longer exist among the Stonelost and seemingly never did among the Grailwarden dwarves. For example, the dwarves of Dwarvenhearth had the capacity for strong emotion typically not found among dwarves today. They possessed a greater love for song and food than others of their kind. They even had an affinity for magic—both divine and arcane—that is unequaled by modern dwarves. Sometimes these more fervent passions are attributed to the fact that the dwarves of Dwarvenhearth believed they truly lived within a sacred place.

Other traits of the Dwarvenhearth dwarves are worth noting as well. For example, boasts and exacting delineations of one's talents and accomplishments were quite an important part of Dwarvenhearth life, particularly claims of the greatness of one's family or clan. This wasn't considered boorish or arrogant.

The dwarves equated recklessness and chaos with insanity, and insanity with evil.

Lastly, mental power was as respected as much as physical power—they lauded intellect as well as might.



brightly lit halls splashed with banners depicting dwarven glories. The Day Kings were men of action and desire. Driven to excel, the Day Kings were popular among their subjects.

The Night Kings often were a dark and grim lot. Their attire and the décor of their palace were black, their demeanors dour. The Court of Night was always somber, quiet and, in the minds of many, an unnerving or at least depressing place. But such, it seemed, was the nature of the office. The Night Kings were given to deep melancholies and long periods of silent brooding. The tradition of a dreary Night King lasted throughout the history of Dwarvenhearth.

DWARF CLANS

The dwarves of Dwarvenhearth were divided into four major clans: boar, flame, silver thorn, and stoneblood. The clans were competitive but cooperative—and never hostile to each other. Although every clan had its own warriors, wizards, priests, merchants, crafters, and so on, they each specialized in different areas. Each clan was an extended family that included hundreds of individual families.

The members of the **Boar Clan** were known as the greatest warriors and strove to be the most stalwart and devoted of all Stonemight dwarves. They fashioned their helms to resemble boar's heads and carried a boar's head device on their shields and armor as well. Boar's head symbols mark the entrances to Dwarvenhearth homes and other areas controlled by the Boar Clan. Clan members kept trained boars and dire boars in their dwellings. Some of the more prestigious warriors of this clan even rode dire boars into battle.

The **Flame Clan** were scholars and wizards who focused on rune magic. This was the smallest of the clans and produced few leaders. They used a stylized flame symbol worn on their armor and clothing, as well as to mark their homes, libraries, and studies. The Flame Clan created the skarls still found in Dwarvenhearth (see page 472).

The **Silver Thorn Clan** were priests, philosophers, artisans, and quite often, administrators and leaders. A silver blade, often curved, served as their symbol.

The **Stoneblood Clan** was the largest clan, even larger than the Boar Clan. These folk were crafters, merchants, and workers of all kinds. Their symbol was a stylized gemstone.

Mindforge Dwarves

The Mindforge was not a clan, but an organization within Dwarvenhearth. They were a group of dwarves according to whose philosophy, "The mind is the most precious metal of all. It must be tempered very carefully and worked very precisely." They valued not just knowledge but raw intelligence—the ability to solve problems, innovate, and produce new ideas. Others often

Cavern Farms

At its height, Dwarvenhearth produced most of its own food in fungi farms within natural caverns around the underground city. The dwarves also kept herds of subterranean creatures raised for meat, fur, and milk. These animals included, for instance, large subterranean lizards, cattle, and swine, as well as creatures such as giant fire beetles, gricks, and monstrous centipedes.

Throughout most of its history, Dwarvenhearth also had exits up to the surface from which dwarf foragers and hunters could provide various foodstuffs to supplement this otherwise entirely subterranean diet.

The cavern farms were not a part of Dwarvenhearth proper and thus were not sealed with the rest of the complex. Occasionally, explorers discover relics or other evidence of these farms in the now wild caves below Ptolus.



Kaled Menar, page 483

USING THE MINDFORGE

The Mindforge dwarves exist so that you, the DM, can insert those strange but fun puzzle encounters that are hard to justify in a "realistic" campaign. The Mindforge guarded their own domain, as well as other areas, with traps and barriers that one could avoid or bypass only by means of complex puzzles. Some typical Mindforge puzzles include the following:

The Puzzle of Drumbeats: An explorer comes to a sealed door with a number of buttons on it. If he listens at the door, he hears a drum beating. If he listens closely, he notices a rhythmic pattern to the drumbeats. The beats and rests indicate which buttons he should press on the door to open it.

The Puzzle of the Rune-Names: The floor of a room is tiled in a pattern of square stones labeled with runes. Stepping onto some stones triggers poisoned darts to fly at anyone who enters the room. Other stones seem safe, however. The trick is to put the name for each rune in order of the length of the word, then step on the stones in the order of shortest to longest. Thus, "Ka" comes before "Dur," which comes before "Soth," and so on.

The Puzzle of the Pictures: A long hallway is trapped with a series of different hazards. Before each trap is a mural painted on the wall of the corridor, and within each mural lies a hidden image. Speaking the name of each hidden object—"axe," "horse," and so on—deactivates each trap.

Rumor has it (Gather Information, DC 23) that Malkeen Balacazar (see page 102) has recently obtained a Dwarvenhearth key and seeks to sell it to the highest bidder.

The Banewarrens, page 419

Dwarven Spellcasters

Despite the traditional stereotypes of dwarves who eschew magic, many wizards and clerics lived in Dwarvenhearth. These scholarly individuals credited their power to their knowledge and study as much as their skill or religious devotion. In fact, the Stonemight dwarves seemed to make little distinction between wizards and clerics, referring to both as delchordis, *or "miracle workers."*

The dwarves had few sorcerers, rangers, and druids, and not many bards and paladins.

Cannon, page 561

called them "puzzle-dwarves," because they always seemed preoccupied with puzzles.

The smartest of Dwarvenhearth joined the Mindforge to develop their mental faculties and exercise their talents. Most lived in the tower of Kaled Menar, found in the Cavern of Night.

ADVENTURING IN DWARVENHEARTH

As interesting as Dwarvenhearth was in the past, it's more important to focus on its present. Finding a way into Dwarvenhearth is the goal of many—perhaps even most—of the delvers and adventurers of Ptolus, for the legends of the wealth within these halls have only grown since the time of the Stonelost diaspora.

GETTING IN

Delvers can get into Dwarvenhearth in one of three ways.

1. Finding a Key. Dwarvenhearth keys look like bronze gearwheels about four inches across with a single Dwarvish rune inscribed upon them. Most are held—closely—by various important Stonelost dwarves. At least one or two are lost. As many as two dozen are likely to exist.

2. Breaking Down a Door. Unlike, say, the Banewarrens, which are magically sealed and impossible to breach using conventional means, Dwarvenhearth's seals use only a subtle application of earth-based magic, which has faded over time. Thus, simply breaking down a door leading into Dwarvenhearth is possible—possible, but difficult. Outer doors leading into Dwarvenhearth look like huge gearwheels that open by rolling aside on cannily built tracks. These doors are made of steel up to three feet thick, laced with mithral or adamantine, which gives them a hardness of 13 and sometimes more than 1,000 hit points. Each has as many as ten different locking mechanisms, requiring up to ten different Open Lock checks (DC 30); and if any one check fails, they all reset. The dwarven magic that remains makes the doors immune to spells of 4th level or less, so *knock* will not help. However *disintegrate* remains effective, as does *passwall*.

2. Tunneling in or Finding a Hole. Just as one might break down a Dwarvenhearth door, one could also tunnel through a wall. Dwarvenhearth stone has a hardness of 10 and 25 hit points per inch, thanks to the dwarves' mastery of stonecraft. All outer walls are at least ten feet thick, so they have 3,000 hit points. Intrepid explorers also might find a hole already made by someone or something else. For example, a tunnel near the Gear Gate leads to a hole in the wall made by ankhegs.

DANGERS

Dwarvenhearth may have been sealed for many centuries, but to call it entirely abandoned would be incorrect. Inhabitants still remain within, as well as traps and other dangers.

Constructs

The dwarves of Dwarvenhearth loved constructs of all kinds. Adventurers exploring the subterranean city will encounter clay, stone, and iron golems, animated objects, and two new special kinds of golem: the cannon golem and the rune golem.

Cannon Golem: This metal construct has all the statistics of a shield guardian, except that it has no amulet tied to it. In addition, instead of a shield guardian's particular special qualities (find master, guard, *shield other,* and *spell storing*), it has a cannon imbedded into one of its arms. The cannon is a self-loading firearm that

can be used every other round. It has a range increment of two hundred feet and inflicts 4d6 points of damage.

Rune Golem: This golem resembles a stone golem in all respects, except that it has a magical dwarvish rune of fire on one hand and a rune of cold on the other. Carved across the tops of its fingers, the runes are only completed when the golem clenches its hand into a fist. One of the golem's slam attacks inflicts an additional +2d6 points of fire damage, and the other +2d6 points of cold damage. The Challenge Rating of the golem increases by 1 from that of a normal stone golem.

The Daragin

Every culture has its dark side, and in Dwarvenhearth they were known as the Daragin: evil dwarves. Most of the Daragin—a name meaning "the Forsworn," because they had abandoned dwarven ways, dedication, and honor—fled Dwarvenhearth with the others. But some stayed behind, not fully realizing that getting out of the sealed city would be as difficult as getting in. Ever since, these Daragin have lived in small bands within the empty city, their numbers dwindling with the passage of time. Like the mad Erebaccus, whom they hate, the Daragin live off the remnants of the city's former inhabitants, breaking into storehouses for supplies.

The most prominent remaining group of Daragin in Dwarvenhearth are known as the Naragul, "the Dancers," a name that connotes chaos, recklessness, and insanity among dwarves (who are not, typically, likely to dance).

Daragin like setting traps and ambushes. Most of the time, they target the Erebaccus, but they're just as happy to attack a group of adventurers that has made its way in. Unlike the Erebaccus, though, many Daragin want to leave the city. Rather than attacking intruders, they may follow them and hope to find the way they got in.

Daragin culture, such as it is, centers around betrayal, depravity, and violence. Their leaders



Erebaccus, page 468

Just as most surface elves feel the need to attack dark elves on sight, most dwarves—particularly Stonelost dwarves—find it very hard to suffer the presence of a Daragin.

THE HOUNDS

The Daragin worship the demon gods, such as Demogorgon, Ochremeshk, and Orcus. They also revere a group of demonic entities known collectively as the Hounds. The Hounds came to this world at the behest of Demogorgon to slay as many beings as they could, for the soul of anyone who dies in the maw of a Hound goes to sustain the personal essence of the demon that created the Hound. The Hounds were great foes of the dwarves in ancient times, and great dwarven heroes slew many of them. A few still roam the world, seeking souls.

The Stonemight dwarves once captured a Hound called Starsochin and imprisoned her somewhere in Dwarvenhearth. The Daragin would love to find the prison and free her. (It lies beneath the Palace of the Night King; see page 482.)

Hounds resemble huge black dogs with six clawed legs and four glowing green eyes. Their abilities greatly resemble those of retrievers, except that they have standard demon qualities rather than construct qualities.

Hound
Huge outsider (chaotic, extraplanar, evil), (Chaotic Evil) **CR** 14
HD 10d10+80 **hp** 135
Init +1 **Speed** 50 feet
AC 27, touch 9, flat-footed 26
BAB/Grapple +10/+25
Attack +18 melee (2d6+10, bite)
Full Attack +18 melee (2d6+10, bite) and +16 melee (1d8+5, 4 claws)
Space/Reach 15 feet/10 feet
SA Eye rays (as a retriever—see MM), improved grab, find target
SQ Fast healing 5, SR 25, DR 10/good and cold iron, immune to electricity and poison, resistance to acid 10, cold 10, fire 10, telepathy
Fort +15, **Ref** +8, **Will** +9
Str 30, **Dex** 13, **Con** 26, **Int** 12, **Wis** 15, **Cha** 15
Crucial Skills: Hide +14, Intimidate +15, Jump +23, Listen +17, Move Silently +14, Search +14, Sense Motive +15, Spot +17.
Other Skills: Survival +15.
Crucial Feats: Power Attack, Track.
Other Feats: Alertness, Multiattack.



A dwarf player character probably will not wish to enter Dwarvenhearth without an extremely good reason, as doing so is tantamount to sacrilege against everything dwarves hold holy. That said, if a group of adventurers is determined to go, their dwarf friend might consider it better to accompany them rather than let them go in unescorted, so as to limit the amount of damage they inflict within the sacred walls.

The Daragin are not duergar (see MM). Duergar are not a part of a standard Ptolus campaign, although a DM can add them if he wishes.

Double pistol, page 560

A dwarf who finds out there are dark elves within Dwarvenhearth suddenly has very good reason to enter its sacred halls—to drive out the damnable elves and prevent any more from ever reentering.

House Yurganth, page 455
Vaults of the Rhodintor, page 453

The Forsaken, page 112
Covenant of Blood, page 101
Doraedian Mythlord, page 208

Tomb of King Stardelve, page 478
Platinum Cestus, page 481



Dark elf soldiers, page 455

are not necessarily the strongest, but the sneakiest. However, oddly enough, the Daragin follow a code that prohibits them killing each other. They fight, but not to the death. One Daragin does not kill another to defeat him—instead, he humiliates him.

Typical Daragin
Male or female dwarf (Neutral Evil)
Rogue4/fighter1 **CR** 5
HD 4d6+8 + 1d10+2 **hp** 35
Init +1 **Speed** 20 feet
AC 17, touch 11, flat-footed 17
BAB/Grapple +4/+6
Attack/Full Attack +8 melee, (1d8+2, battleaxe) or +6 ranged (1d10, heavy crossbow)
SA Sneak attack +2d6
SQ Evasion, trap sense +1, uncanny dodge, dwarf traits, darkvision 60 feet
Fort +7, **Ref** +7, **Will** +6
Str 15, **Dex** 13, **Con** 14, **Int** 12, **Wis** 12, **Cha** 8
Crucial Skills: Climb +8, Disable Device +9, Hide +6, Jump +6, Move Silently +7, Spot +3, Tumble +6, Use Magic Device +6.
Other Skills: Craft (armorsmithing) +3, Craft (blacksmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3, Open Lock +8, Perform (dance) +5, Sleight of Hand +7.
Crucial Feats: Dodge.
Other Feats: Iron Will, Weapon Focus (battleaxe).
Possessions: +1 *chain shirt,* masterwork light steel shield, masterwork battleaxe, masterwork heavy crossbow, bolts (20), *cloak of resistance* +2, *potions of invisibility* (2), *potion of spider climb*, masterwork thieves' tools, climber's kit, 44 gp.

Daragin Champion
Male or female dwarf (Chaotic Evil)
Rogue6/Fighter1/Shadowdancer3 **CR** 10
HD 6d6+12 + 1d10+2 + 3d8+6 **hp** 66
Init +4 **Speed** 30 feet
AC 19, touch14, flat-footed 19
BAB/Grapple +7/+8
Attack +12 melee (1d6+2, short sword) or +12 ranged (1d10+1, double pistol)
Full Attack +12/+7 melee (1d6+2, short sword) or +12/+7 ranged (1d10+1, double pistol)
SA Sneak attack +3d6, *shadow illusion* 1/day
SQ Hide in plain sight, evasion, trap sense +2, improved uncanny dodge
Fort +7, **Ref** +12, **Will** +6
Str 13, **Dex** 18, **Con** 15, **Int** 9, **Wis** 16, **Cha** 10
Crucial Skills: Climb +13, Hide +17, Jump +6, Listen +10, Move Silently +16, Search +6, Tumble +17.
Other Skills: Craft (armorsmithing) +1, Craft (blacksmithing) +1, Craft (stonemasonry) +1, Craft (trapmaking) +1, Craft (weaponsmithing) +1, Open Lock +15, Perform (dance) +7.
Crucial Feats: Combat Reflexes, Dodge, Mobility.
Other Feats: Exotic Weapon Proficiency (firearms), Weapon Finesse.
Possessions: +2 *studded leather armor,* +1 *short sword,* +1 ***double pistol,*** ammunition (20 rounds), *boots of striding and springing, brooch of shielding; potions of invisibility, cure moderate wounds,* and *heroism;* masterwork thieves' tools, climber's kit, diamond ring worth 600 gp, 178 gp.

Shadow Companion: 19 hp, see MM and "Summon Shadow" under "Shadowdancer" in Chapter 6: Characters of the DMG.

Dark Elves

Only very recently did the elves of House Yurganth gain a Dwarvenhearth key and enter the ancient city. The vampire Zachean leads the dark elves exploring Dwarvenhearth. Zachean, who spent most of his unlife attempting to gain entrance into the ancient dwarven city, is infamous for having woken the rhodintor in the vaults beyond the Serpent Caves, believing the vaults offered a secret passage into Dwarvenhearth (they didn't).

Zachean has forged an alliance with the Forsaken in the city above but is a rival and enemy of the Covenant of Blood. He and elven leader Doraedian Mythlord are bitter enemies. In fact, Doraedian slew Zachean many decades ago, but dark elf sorcery brought him back as a vampire. Zachean was very old when he died—he fought in the second war his kind waged against the dwarves.

The dark elf vampire seeks the Tomb of King Stardelve so he can obtain the *Platinum Cestus* artifact. With it, he hopes to take control of the entire city, enabling dark elf forces to occupy it; he would rule as the new Night King (with no Day King).

On his current mission, Zachean leads the following retainers:

- Fifteen typical dark elf soldiers.
- A priestess of Gorgoth-Lol named Erixala (female dark elf cleric10).
- A ranger named Assart (male dark elf ranger9), whose favored enemies are dwarves and elves. Assart specializes in using poison, as well as two crossbows at once.

The dark elves in Dwarvenhearth also have made arrangements with a deep-dwelling band of stone giants to help them in their endeavor. Mainly, the stone giants serve as a rear guard, making sure that no one else entering the city reaches the dark elves while they explore.

Zachean
Male dark elf vampire (Chaotic Evil)
Sorcerer10 **CR** 13
HD 10d12 **hp** 65
Init +9 **Speed** 30 feet
AC 25, touch 15, flat-footed 20
BAB/Grapple +5/+7
Attack/Full Attack +7 melee (1d6+2 + energy drain, slam) or +11 ranged (1d4+1 + poison, hand crossbow)
SA Blood drain, children of the night, dominate (Will DC 22), create spawn, energy drain
SQ Alternate form, DR 10/silver and magic, SR 21, fast healing 5, gaseous form, resistance to cold 10, electricity 10, *spider climb* at will, +6 turn resistance, dark elf traits, darkvision 120 feet, spell-like abilities, undead traits, vampire weaknesses.
Fort +3, **Ref** +10, **Will** +12
Str 15, **Dex** 20, **Con** —, **Int** 14, **Wis** 16, **Cha** 21
Crucial Skills: Bluff +24, Concentration +8, Hide +13, Listen +15, Move Silently +13, Search +12, Sense Motive +12, Spot +15.
Other Skills: Diplomacy +7, Intimidate +7, Knowledge (arcana) +13, Knowledge (geography) +7, Knowledge (history) +6, Sleight of Hand +7, Spellcraft +3.
Crucial Feats: Combat Reflexes, Dodge, Empower Spell, Maximize Spell.
Other Feats: Ability Focus (dominate), Alertness, Improved Initiative, Iron Will, Lightning Reflexes.
Spells Known: 6/8/7/7/6/4; save DC 15 + spell level.
5th—*summon monster V.*
4th—*scrying, stoneskin.*
3rd—*arcane sight, hold person, lightning bolt.*
2nd—*cat's grace, knock, locate object, web.*
1st—*magic missile, shield, shocking grasp, sleep, ventriloquism.*
0—*acid splash, dancing lights, daze, detect magic, detect poison, disrupt undead, mage hand, ray of frost, read magic.*
Possessions: *bracers of armor +4,* masterwork hand crossbow, *+1 bolts* (12), **sintrin poison** (12 doses), silver House Yurganth pin worth 50 gp, 25 pp.

Tactics: Zachean avoids combat at all costs and is likely to use his gaseous form ability to escape melee. He prefers to use his minions, his dominate ability, and his spells against threats (usually in that order). He likes to cast *summon monster V* at least once before entering a dangerous area. *Shield* and *cat's grace* are quick upon his lips as well (together they raise his Armor Class by +6 to AC 31).



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In addition to his immediate retinue, Zachean has placed a male dark elf (fighter4/wizard5) as a liaison with a small band of stone giants in the caverns just outside of Dwarvenhearth. Zachean will use these stone giant allies as reserves, should he come under threat.

Dark elves utilize sintrin, a poison (Fortitude save, DC 16) that causes unconsciousness for one minute, after which time another save is required; a victim who fails it stays out for an hour.

Dwarven Traps

The traps of Dwarvenhearth are legendary and certainly count as a persistent danger to anyone exploring the ancient city. Most of the traps are keyed to entrances into the city and secondary entrances into various areas of importance—meeting halls, libraries, storehouses, courts, vaults, and so forth. Still, sometimes the dwarves placed traps where an intruder would least expect them. Many were created in the city's later days, when the idea of evacuation had became a real prospect to the inhabitants. Thus, some were traps left behind not to ward important places, but simply to harass and confound those who might enter the city after the dwarves left.

The traps of the Dwarvenhearth are notoriously difficult to find and disable; the CRs are adjusted accordingly. Areas frequented by wizards or clerics often have magical, rune-based traps (such as *glyphs of warding* or *symbols*), but these are the exceptions—most traps here are mechanical. Almost all of them have a hidden lock bypass, but these cannot be located before the trap itself.

Here are some example traps you can use:

Pit Trap: CR 3; mechanical; location trigger; automatic reset; hidden lock bypass (Search DC 25, Open Lock DC 30); Reflex save, DC 20, avoids; 30 feet deep (3d6, fall); multiple targets (first target in each of two adjacent squares); Search DC 24; Disable Device DC 24.

Wall Scythe Trap: CR 5; mechanical; location trigger; automatic reset; hidden lock bypass (Search DC 25, Open Lock DC 30); attack +20 melee (2d4+8/×4, scythe); Search DC 29; Disable Device DC 24.

Alchemist's Fire Pit: CR 6; mechanical; location trigger; repair reset; hidden lock bypass



(Search DC 25, Open Lock DC 30); Reflex save, DC 20, avoids; 20-foot-deep pit with glass bottom filled with alchemist's fire (2d6, fall; 1d6 glass cuts; 3d6 fire [and 3d3 fire a round later]) also releases alchemist's fire reservoirs above the pit that drop on all targets adjacent to the pit, inflicting 1d6 fire, 1d3 a round later; multiple targets (first target in each of two adjacent squares); Search DC 24; Disable Device DC 24.

Wyvern Arrow Trap: CR 7; mechanical; proximity trigger; automatic reset; hidden lock bypass (Search DC 25, Open Lock DC 30); attack +14 ranged (1d8 plus poison, arrow); poison (wyvern poison, Fortitude save, DC 17, resists, 2d6 Constitution/2d6 Constitution); Search DC 29; Disable Device DC 24.

Dropping Ceiling: CR 10; mechanical; location trigger; repair reset; hidden lock bypass (Search DC 25, Open Lock DC 30); ceiling moves down (12d6, crush); multiple targets (all targets in a 10-foot-square room); never miss; onset delay (1 round); Search DC 29; Disable Device DC 24.

Erebaccus are never clerics, as they have all forgotten the importance of their dwarven gods.

Erebaccus typically wear rags and clothing that's been partially shredded by their own ravings. Their hair and beards are unkempt and wild or—unthinkably—completely shaved off.

Dragon pistol, page 560

Pits of Insanity, page 416

Daragin, page 465
The Soulless, page 471

The Banewarrens, page 419
Sokalahn, page 461

The Erebaccus

The Erebaccus are also known as "the Unhinged." The sad truth is, not every dwarf left Dwarvenhearth. Some stayed behind on purpose, and some (such as criminals) were left behind, either accidentally or intentionally. Most of those who found themselves trapped within the sealed city went mad. Others were mad already due to encounters with Pits of Insanity. These insane dwarven remnants and their descendants survive by pillaging Dwarvenhearth storehouses, moving about the subterranean city in small nomadic bands. Among themselves, they feud and make war, but they hate others—like the Daragin and the Soulless—even more. They attack any creatures they see, screaming in battle with wild abandon.

Most Erebaccus do not speak Common.

Typical Erebaccus
Male or female dwarf (Chaotic Neutral)
Barbarian4 **CR** 4
HD 4d12+12 **hp** 40
Init +2 **Speed** 30 feet
AC 14, flat-footed 12, touch 14
BAB/Grapple +4/+6
Attack/Full Attack +7 melee (1d10+4, dwarven waraxe) or +7 ranged (1d6+2, javelin)
SA Rage 2/day
SQ Uncanny dodge, trap sense +1, darkvision 60 feet, dwarf traits
Fort +7, **Ref** +3, **Will** +2
Str 15, **Dex** 14, **Con** 16, **Int** 13, **Wis** 8, **Cha** 8
Languages: Dwarvish, Undercommon
Crucial Skills: Climb +9, Hide +4, Intimidate +6, Jump +8, Listen +1, Move Silently +4.
Other Skills: Craft (armorsmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3, Survival +6.
Crucial Feats: Run.
Other Feats: Iron Will.
Possessions: Leather armor, *+1 dwarven waraxe*, masterwork javelins (3), *potions of cure moderate wounds* and *bull's strength*, 31 gp.



Erebaccus Leader
Male or female dwarf (Chaotic Neutral)
Sorcerer5 **CR** 5
HD 5d4+15 **hp** 29
Init +1 **Speed** 20 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +2/+2
Attack/Full Attack +2 melee (1d8, heavy mace) or +3 ranged (1d12, dragon pistol)
SQ Darkvision 60 feet, dwarf traits
Fort +4, **Ref** +2, **Will** +7
Str 11, **Dex** 13, **Con** 16, **Int** 13, **Wis** 12, **Cha** 13
Languages: Common, Dwarvish, Terran.
Crucial Skills: Bluff +8, Concentration +10.
Other Skills: Craft (armorsmithing) +3, Craft (blacksmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3, Knowledge (arcana) +8, Knowledge (history) +3.
Crucial Feats: N/A.
Other Feats: Exotic Weapon Proficiency (firearms), Iron Will.
Spells Known: 6/7/4; save DC 11 + spell level.
2nd—*Mel's acid arrow, mirror image.*
1st—*color spray, hold portal, mage armor, silent image.*
0—*dancing lights, flare, ghost sound, light, resistance, touch of fatigue.*
Possessions: Heavy mace, dragon pistol, ammunition (12 rounds), *wand of burning hands* (CL 5th, 38 charges), *potion of cat's grace*, gold necklace (120 gp), 34 gp.

Hiistiches

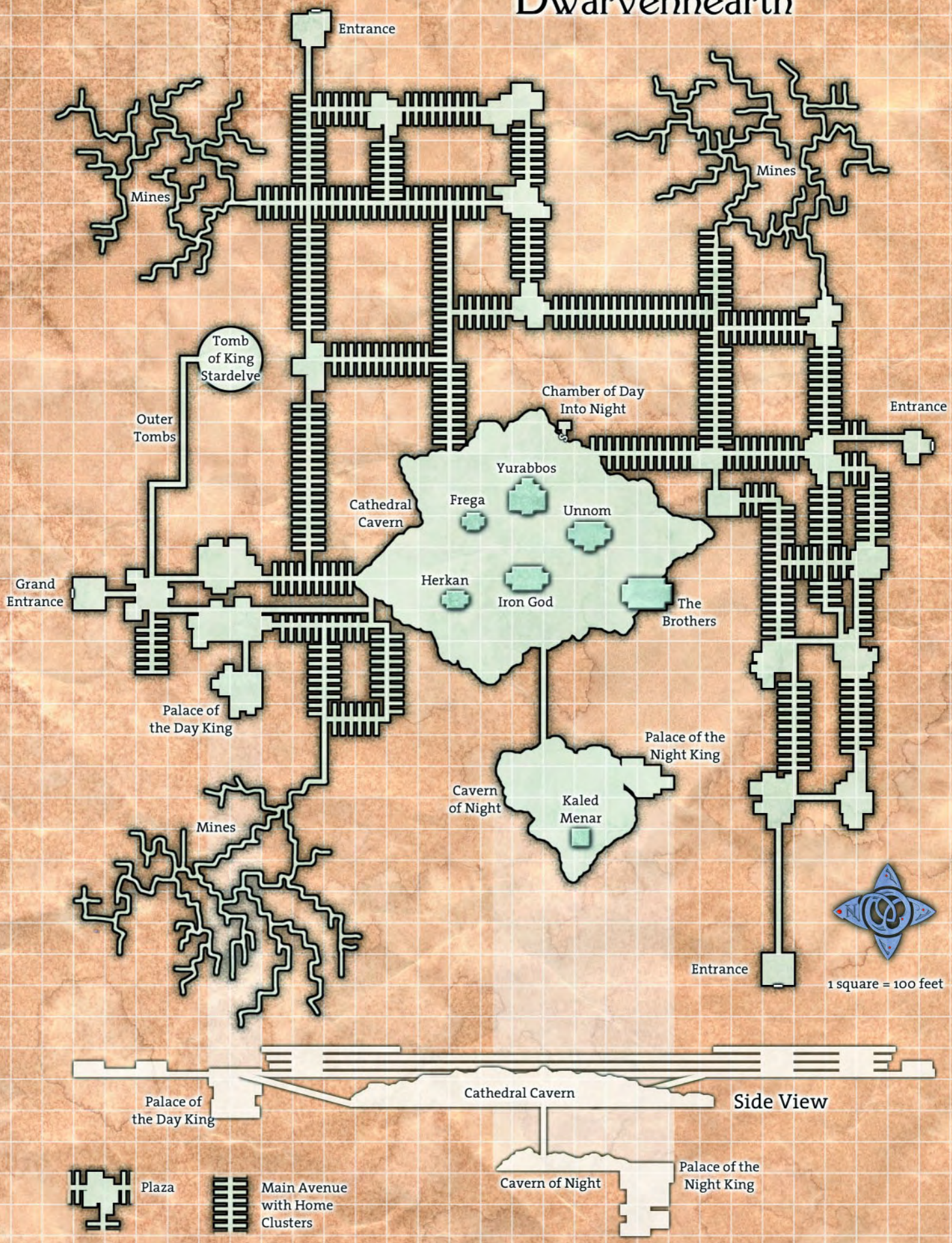
Known as "fear bugs" among the Erebaccus and Daragin, hiistiches are terrible swarms of insect creatures. They once were one of the banes trapped in the Banewarrens, but Sokalahn loosed them in his attempts to obtain the *Black Grail*. They now are found throughout Dwarvenhearth, preying mainly on the Erebaccus and Daragin, but also on other inhabitants or intruders, rare though they are.

Hiistiches feed on fear. They attack creatures but rarely to kill—only to cause fear and revulsion, which sustains them. Thus, the damage they inflict normally is nonlethal (at no penalty to attack rolls), though they can inflict normal damage if desired.

A hiistich encounter can come in three forms. The first is a **simple cloudlike swarm** of green-and-black insects. Use the statistics of a hellwasp swarm for this encounter. The goal of such a swarm is to reduce its victims to 0 Wisdom, which in this case represents a state of perpetual terror, ended only when the victims finally starve to death.

Hiistich (Hellwasp) Swarm: 93 hp; see MM, but poison deals Wisdom rather than Dexterity damage. A fear effect cast upon the swarm heals it 10 hit points per spell level (or equivalent).

Dwarvenhearth



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Rumor speaks of hidden tunnels within Dwarvenhearth that swarm with hiistiches but lead into unsealed portions of the Banewarrens.

Like so many of the evils in the world, the hiistiches' existence can be traced back to the Galchutt. In the early days of the world, these horrors were spawned from spilled Galchutt blood during the wars that the Lords of Chaos fought among themselves.



The second type of hiistich encounter, much rarer, is when a **swarm takes on the form** of a Large or Huge aberration, animal, dragon, giant, magical beast, or monstrous humanoid (but not one that is incorporeal or gaseous). The hive mind of such a swarm has taken on a real, singular identity, so the individual hiistiches all act in concert. The swarm still looks like a mass of horrid insects, but it has the general shape and size of the mimicked creature.

In most respects, the swarm "polymorphs" into the creature it mimics. It uses the mimicked creature's size, Armor Class, attack and damage scores, movement, physical ability scores (Strength, Constitution, and Dexterity), and any extraordinary special attacks, but not extraordinary special qualities, nor supernatural and spell-like abilities. When the swarm loses half its hit points, it reverts to a standard swarm form.

The third and rarest type of hiistich encounter involves a hive that has managed to attack and reduce a creature to 0 Wisdom. Rather than allowing it to waste away and die, **the swarm nurtures the victim** by forcing it to consume hiistiches. This act, requiring torturous months, eventually makes the creature into a slave of the swarm, known as a *ptan pa*. The creature's Wisdom returns to it over time, and the hiistiches cease attacking and poisoning it. No longer is the swarm a source of nourishment; the enslaved creature must serve the hiistiches' needs—attack their enemies, defend the swarm, scout for victims, and so forth.

The hiistiches also use their *ptan pa* as a breeding ground, implanting slave bodies with hundreds of eggs that hatch into larvae. *Ptan pa* look like normal specimens of their kind, but their visages are permanently contorted into grimaces of horror. Their bodies swarm with crawling insects and larva and display festering boils (actually egg deposits). *Ptan pa* act like automatons but retain all their normal abilities.

Pits of Insanity

These areas of wild, chaotic energy warp and twist the orderly structure of Dwarvenhearth. For more information about the Pits of Insanity, see Chapter 19: What's Down There? (page 416).

Servants of the Axe

The Servants of the Axe were fanatical dwarves, some of whom still exist as undead creatures. They all remain under the thrall of a powerful, mind-controlling artifact: an intelligent axe called *Thundersong*, whose control extends even past death. It is aware of everything its servants experience.

The axe lies within a secret room beneath the barracks found near a bastion in the southern portion of the city. With so little going on in Dwarvenhearth, *Thundersong* has few interests or goals. Once its servants encounter others from outside the city, however, it will wish to know where they are from—it may even want to go there. This may require that its servants, with the axe in hand, follow intruders out, or it may entail the servants capturing and interrogating outlanders. The axe also may attempt to lure the intruders to it, then trick them into taking it with them when they leave.

All Servants of the Axe have +3 natural armor and +20 bonus hit points. They enjoy Weapon Focus (dwarven waraxe) and Weapon Specialization (dwarven waraxe) for free. If they wield an axe, it is considered keen in their hands. Like all undead, they have no Constitution score. They have standard undead qualities but keep their former attack bonus, skills, saves, and feats.

Servant of the Axe
Male or female dwarf (undead), (Chaotic Neutral)
Fighter4 **CR** 6
HD 4d12+20 **hp** 48
Init +1 **Speed** 20 feet
AC 22, touch 11, flat-footed 21
BAB/Grapple +4/+8
Attack/Full Attack +10 melee (1d10+9, 19–20/×3, dwarven waraxe)
SQ Undead traits
Fort +4, **Ref** +2, **Will** +1
Str 19, **Dex** 13, **Con** —, **Int** 13, **Wis** 10, **Cha** 13
Crucial Skills: Climb +4, Intimidate +3, Listen +2, Spot +4.
Other Skills: Craft (armorsmithing) +3, Craft (blacksmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3, Handle Animal +6.
Crucial Feats: Cleave, Combat Reflexes, Dodge, Improved Sunder, Power Attack.
Other Feats: Weapon Focus (dwarven waraxe), Weapon Specialization (dwarven waraxe).
Possessions: Masterwork full plate armor, *+1 dwarven waraxe.*

Thundersong: This *+3 keen greataxe* appears finely made but fairly unremarkable. It is intelligent, with Intelligence 18, Wisdom 13, and Charisma 22. It is chaotic neutral and has the powers of speech, telepathy, blindsense, and hearing. Its Ego score is 22. It can *dominate* any dwarf who touches it (DC 20); if a *dominated* dwarf dies, it has a 25 percent chance of being reanimated as a Servant of the Axe. *Thundersong* is selfish, controlling, and egotistical. Although it enjoys controlling dwarves, it hates all other races.



The Soulless

Most dwarves fled Dwarvenhearth during the Ghulwar, but it was clear that some guardians needed to remain behind. While the Stonemight dwarves had fashioned constructs of all kinds, the constructs were too few in number to put up any significant resistance to a powerful and persistent invading force. Thus, the dwarves chose another, far more drastic option. Using powerful rune magic and a terrible ritual dedicated to Yurabbos, Goddess of Supreme Devotion, some dwarven volunteers imprisoned their own souls within runes, so their bodies and minds would remain to guard the city's most important locations. Their fierce dedication keeps them going without food, sleep, emotion, and virtually without life.

However, DMs should be careful to note that the Soulless are not undead. They cannot be turned or affected by things that normally affect undead. However they share the undead's immunity to mind-affecting magic and effects, poison, sleep, paralysis, stunning, disease, and death effects. They do not age and do not breathe. Negative and positive energy affects them as it does all living things. The Challenge Rating of a Soulless defender is +1 higher than that of a normal dwarf.

Without their spirits, these guardians seem almost like automatons, but they are not mindless: They are soulless. They are smart enough to repair and maintain traps, barriers, weapons and armor, and so on. They cannot make complex decisions, however, and they cannot be reasoned with. Their only focus is to guard and to lay down their quasi-lives to defend Dwarvenhearth; they attack *any* intruder, even dwarves. They turn to dust when slain, the tide of years long avoided finally catching up with them.

A *raise dead* or similar spell restores the dwarf's soul to his or her body, but unless *true resurrection* is used, the body ages and disintegrates 1d6+1 rounds after the soul is restored.

Typical Soulless Guardian
Male or female dwarf (Lawful Neutral)
Warrior5 **CR** 5
HD 5d8+5 **hp** 30
Init +1 **Speed** 20 feet
AC 19, touch 11, flat-footed 18
BAB/Grapple +5/+7
Attack/Full Attack +9 melee (1d8+3, battleaxe) or +7 ranged (1d10, heavy crossbow)
Fort +5, **Ref** +2, **Will** +1
Str 14, **Dex** 12, **Con** 13, **Int** 10, **Wis** 10, **Cha** 8
Crucial Skills: Climb –2, Listen +2, Spot +4.
Other Skills: Craft (armorsmithing) +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Craft (trapmaking) +3, Craft (weaponsmithing) +2.
Crucial Feats: Point Blank Shot.

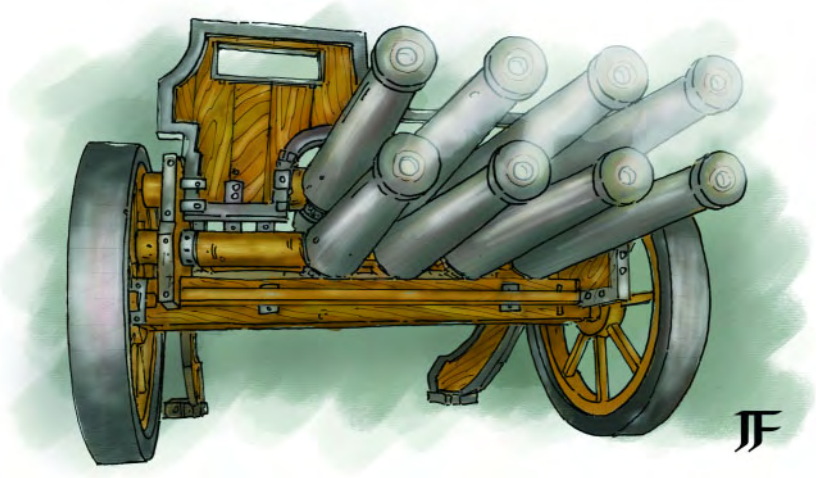
The Ghulwar, page 81

The Soulless were created in the Chamber of Day Into Night off the Cathedral Cavern (see page 482). The runes there each hold the soul of one guardian.

Yurabbos, Goddess of Supreme Devotion, page 70

DM TIPS

The very existence of the Soulless is the ultimate example of unswerving dwarven fidelity and the lengths to which dwarves will go in order to accomplish what they feel is right. In encounters with the Soulless, don't forget that they have immunities like undead, they never show fear, and they never tire. One cannot hope to reason with them.



Aethel stones, page 45

The still-functioning plumbing of Dwarvenhearth brings fresh water into every home and every plaza and takes away waste.

Technology: This chapter begins on page 559.

It's worth stressing that despite Dwarvenhearth's age and the length of its abandonment, the place remains in extremely good condition. The walls do not show cracks. The engineering has not failed. It may occur to visitors that, should they ever feel themselves worthy again, the Stonelost dwarves could move back into their ancestral city and easily make it as though they had never left—except, of course, for the damage done by the Erebaccus and the Daragin, and the sad fact that the Soulless would all have to be slain.

Other Feats: Weapon Focus (battleaxe).
Possessions: Masterwork breastplate, *+1 heavy steel shield, +1 battleaxe,* masterwork heavy crossbow, bolts (20), silver bracers worth 100 gp each.

TREASURES

For all its wards and dangers, Dwarvenhearth retains its strong allure for delvers, because within these halls lie fabulous treasures of all kinds.

Firearms and Technology

Although not as known for science as their Grailwarden cousins, the Stonemight dwarves were no strangers to firearms and other technology. Dwarvenhearth is filled with clocks and clockwork mechanisms, firearms and cannons, and the occasional steam-powered engine. Some of the more exotic firearms mentioned in Chapter 29: Technology—the hydra rifle, the chimera rifle, and the hellsbreath gun, for instance—are found in Dwarvenhearth more commonly than in Ptolus. Because they were fashioned by dwarves, almost all of these devices still function. Those interested in such things will find Dwarvenhearth to be a treasure trove.

Jewelry and Objects of Art

Anyone who thinks that dwarves are not artistic does not understand the race at all. These artisans produced some of the most beautiful jewelry and other art objects ever seen. Dwarven treasures of this type are always carved from stone, shaped from metal, or both. This includes beautiful mithral armors, clothing of gold or silver threads, statues and sculptures of onyx, alabaster, malachite, gold, silver, or other materials, gem-encrusted weapons, golden-framed mirrors, jeweled lamps, bronze-bound books, gold belt buckles, elaborate silver and ebony necklaces, gold and emerald rings, and more.

Masterwork Items

Much of the dwarves' handiwork was of masterwork quality. Weapons, armor, and even tools and mundane items were made with techniques that would amaze any modern crafter.

Mithral, Adamantine, and Other Minerals

Items made from rare metals and minerals are common in Dwarvenhearth—so are storehouses with deposits of stored unrefined ore. At its height, this city was so mineral-rich, the dwarves intentionally used aethel stones to absorb light and heat, creating what are known as *glowstones* and *warmstones*, respectively.

Skarls and Other Magic

The *delchordis* ("miracle workers") of Dwarvenhearth created unique magic items called skarls. Skarls resembled brass knuckles with a small metal shield over the wearer's fist. The shield bore a single Dwarvish rune. Skarls function in all ways like wands.

Of course, delvers can find other types of magic here as well—particularly weapons and armor, but also books, scrolls, potions, and various miscellaneous items. Wands and staves are quite rare.

GENERAL LOCATIONS

Many areas within Dwarvenhearth strongly resemble each other, as the Stonemight dwarves built edifices with similar functions according to identical plans. Such locations—defensible bastions, community plazas, typical houses, mines, forges, storehouses, and workshops—are described here in general terms.

Being long-lived themselves, dwarf engineers build their structures to last—especially in Dwarvenhearth. They believed their home was a holy site, given to them by their gods, so they crafted every last wall join, frieze, and door with reverence and extreme care, not to mention a skill that surpasses anything that other races could hope to attain. Over the centuries, these structures have remained in remarkably good shape: a testament to dwarven construction principles and practices.

Unless otherwise described, doors are made of four-inch-thick stone (hardness 10, 100 hp, break DC 30) and are locked (Open Lock, DC 25). Unlike the doors that lead out of Dwarvenhearth, they have no special resistance to magic.

For a guide to the format of these locale descriptions and the icons used here, please see "District Neighborhoods/Locations" in Chapter 7: City by the Spire (page 168).

BASTIONS

see map, below

Located throughout Dwarvenhearth, bastions occupy positions built to be defensible. The entire city was designed so that, should invaders break through the outer barriers, the residents always retained ever-shrinking perimeters that they could defend. Dwarven culture assumed that every adult would fight to defend the city, so the builders made sure they had well-designed places to defend.

Layout

Each bastion stands within a chamber at least thirty feet high and at least one hundred feet across. The bastion's walls measure six feet thick (hardness 10, 1,800 hp) and are very smooth (Climb, DC 20).

1. Ditch and Bridge

A chasm twenty feet deep and wide bisects the chamber in front of the bastion. The ditch's walls are smooth stone (Climb, DC 20), just like the walls of the bastion itself. In fact, the bastion's walls rise up directly from the bottom of the chasm—there is no "lip" on the bastion's outer wall upon which invaders could position planks or any kind of makeshift bridge. An iron drawbridge can lower in front of the gate (Area 2) to span the ditch.

2. Gate

The gate is a single door made of iron measuring one foot thick (hardness 10, 360 hp, break DC 32). The drawbridge, when up, serves as an additional barrier of iron (hardness 10, 90 hp, break DC 28).

3. Gatehouse

Positioned over the gate, the gatehouse offers both embrasures for making ranged attacks and murder holes for dropping attacks directly onto anyone immediately in front of the gate. This room hosts a large vat positioned over a firepit for heating oil to drop.

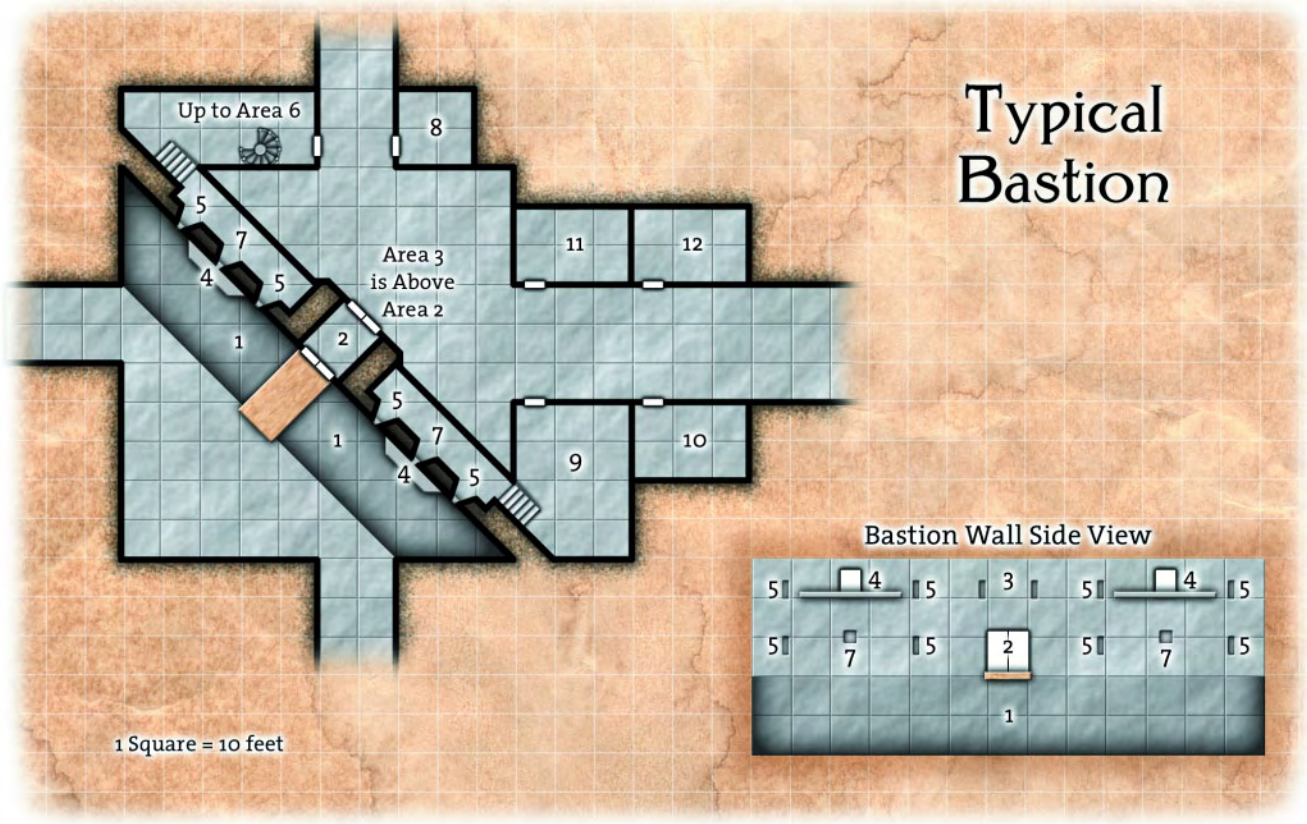
4. Crenellated Mezzanines (EL 4)

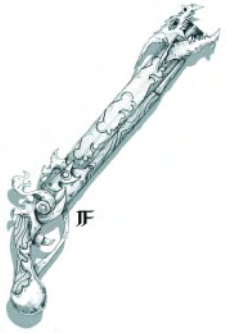
This area is open so defenders can attack those assaulting the bastion. The mezzanine stands twenty feet above the level of the floor and hangs forty feet above the bottom of the ditch. It resembles the top of a defensive wall in a standard fortress, even though the wall here goes all the way to the ceiling. Those standing on the mezzanine have cover from anywhere in the bastion's chamber. The iron door leading back into the bastion has a special lever on the inward side that not only locks the door (Open Lock, DC 30) but sets a trap-door trap in the five-foot square in front of it on the mezzanine side; the trap door sends anyone standing on this square down into the chasm below.

MAP PAGE 469

DM TIPS

The mood of Dwarvenhearth is somber and at times even dour. This entire place is a testament to the greatness that can be attained and yet lost. The loss of Dwarvenhearth comes not only from the evil actions of Ghul but also from the impossibly high standards the dwarven residents set for themselves so long ago. Dwarvenhearth is a place of vanished glories, regrets, and sorrows.





Dragon rifles, page 560

The Soulless, page 471

Bombs, page 561

Cannons, page 561

Sometimes explorers in Dwarvenhearth come upon a bastion that has clearly been damaged. This is usually from an attack by Erebaccus or Daragin. It's likely that in such a bastion, the armory (Area 12) will be empty and there will be no defenders. These are the exception, however, rather than the rule.

Trap Door: CR 4; mechanical; location trigger; automatic reset; Reflex save, DC 20, avoids; 40-foot fall (4d6 damage); Search DC 27; Disable Device DC 24.

5. Embrasures

These narrow openings located throughout the bastion's walls allow defenders to fire ranged weapons at oncoming attackers. A light crossbow and a quiver of crossbow bolts may hang on a peg nearby.

6. Upper Chamber

The use of the upper chamber shows how different fighting underground can be from above-ground battles. Above but *outside of* each bastion lies a chamber accessible only from within the bastion. This low-ceilinged room looks down on the attackers before the wall and has murder holes in the floor for dropping bombs, oil, and alchemist's fire, or for making ranged attacks. Each murder hole measures three feet across and is covered with both an iron door and a hinged iron grate.

This room also holds four large cauldrons positioned over firepits for heating oil to drop, as well as a wooden barrel full of caltrops and a locked iron cabinet (Open Lock, DC 28) that holds five powder bombs and three smoke bombs.

7. Cannons

These two emplacements hold small cannons. The cannons fire from wide loops that can be sealed with iron doors.

8. Magazine

This chamber across a bailey from the bastion's main wall stores the powder kegs needed for the cannons as well as the defenders' firearms and ammunition. There is enough powder and shot here for two hundred rounds from a firearm and fifty uses of the cannons.

9. Barracks

The barracks for the defenders adjoins the bastion's main wall. It contains space enough to quarter twenty soldiers.

10. Commander's Quarters/Office

Next to the barracks (Area 9), one can find the quarters for the commander of the bastion. This room also served as his or her office.

11. Storehouse

Across the bailey lies a simple storehouse of clothing, food, gear, and other necessities for the defenders. As it is not sealed, most of the contents have rotted or spoiled by now.

12. Armory

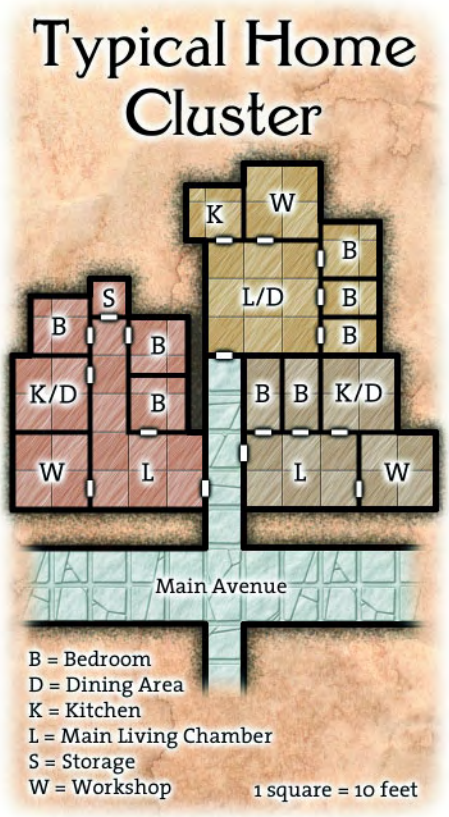
The room adjacent to the storehouse is locked (Open Lock, DC 30). This chamber stores arms and armor of all kinds. Typically, such an armory might contain the following:

- 12 glaives
- 12 battleaxes and 2 masterwork battleaxes
- 4 greataxes and 1 masterwork greataxe
- 12 heavy crossbows and 2 masterwork heavy crossbows
- 120 crossbow bolts
- 6 dragon rifles
- 8 suits of dwarf-sized chainmail armor
- 6 large steel shields and 2 masterwork large steel shields
- 2 masterwork breastplates

Bastions Today (EL 12)

Today, Soulless guards use these defensive points to watch for and defend against all intruders (as well as Erebaccus and other "native" foes). Erebaccus and Daragin avoid these bastions as places of certain doom.

If manned (and most still are), a bastion contains ten Soulless guards standing watch. Typically, as soon as intruders enter the chamber to approach the wall, four of them crew and fire the cannons, then use light crossbows from the embrasures. Two take to the upper chamber and attack from above, using the powder bombs (one of them has the key



to the iron cabinet). Two man the gatehouse and two the mezzanine.

Soulless Guardians (10): 30 hp each, see page 471.

FORGES/WORKSHOPS

map N/A

Not surprisingly, adventurers can find forges and workshops throughout Dwarvenhearth. Often located near a storehouse containing tools and raw materials, these areas can be very large, comprising a dozen different forges, kilns, and other individual work areas.

Forges and workshops are rarely inhabited and almost never guarded. The ghost, wraith, or spectre of an artisan who worked here is the most likely—albeit rare—encounter. If a rust monster or xorn ever gained entry to Dwarvenhearth, one likely would find it here.

HOUSES

see map, page 474

Dwarvenhearth is full of homes. Most are located just off twenty-foot-wide "avenues" tunneled through the earth. The dwarves built their homes in clusters of three connected by a ten-foot-wide passage leading to the avenue. Most residential areas have two or even three levels. This means that, on the Dwarvenhearth map (page 469), each major passage actually represents two or even three passages (stacked vertically), each with its own branches that hold subterranean homes.

A typical home provided living quarters for two to four dwarves. This usually meant a married couple and one or two children, or one child and/or an aging uncle or grandmother. Most homes are simple but elegant—while not spacious or ornate, the craft in every pilaster, every cornice, every stone lintel, every coronet, every ornament, is impeccable and retains perfect form even centuries after its construction.

Most homes remain sealed (locked front door; Open Lock, DC 25). Looters will find valuables worth between 100 gp and 400 gp within, including very simple jewelry, decorated vases, mirrors, pots, and so forth. About one in four homes contains a masterwork weapon as well—usually a battleaxe, greataxe, warhammer, dwarven waraxe, or heavy crossbow with ammunition.

Although typical homes are virtually never guarded, looters should beware wandering oozes or slimes that might have gained entry into a home looking while seeking organic substances to consume. Delvers also should watch out for vengeful wraiths, spectres, or ghosts of the dwarves who once lived here and dislike the idea of intruders in their homes.

MINES

map N/A

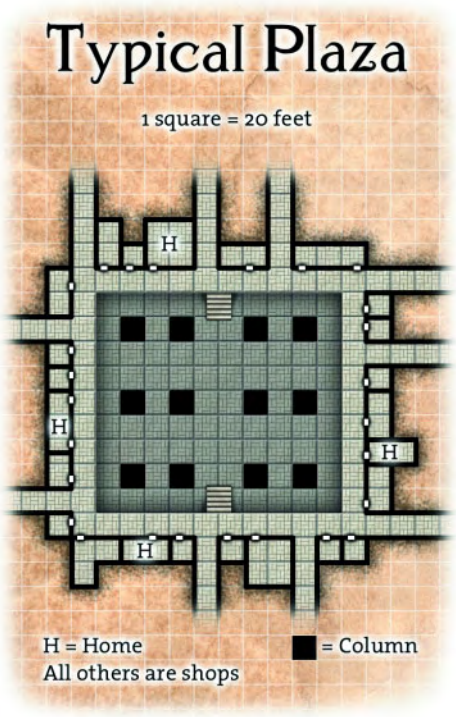
Winding passages, some unstable after all this time, make up the mines that stretch out from the edges of Dwarvenhearth. Many of them still harbor valuable veins of silver and gold or valuable minerals. Ore cart tracks run through many mine passages, and the ore carts are still there as well. Winch-driven lifts move up and down shafts to provide access to lower and higher levels—the mines are very much three-dimensional networks of tunnels and chambers. The mines are never trapped, but occasionally isolated areas become unstable and can produce a cave-in if disturbed (see "Cave-Ins and Collapses" in Chapter 3: Adventures of the DMG).

Oozes and various subterranean burrowing creatures like ankhegs make their homes in the mines, or simply use them to get around underground.

PLAZAS

see map, below

Numerous plazas and gallerias can be found throughout Dwarvenhearth, usually at central points amid clusters of homes. A multitude of chambers extend off each plaza. These rooms were once shops and businesses that sold all manner of goods and services. Dealers of nonperishable items still may be stocked with various goods, some useful and some not (delvers might find rope, spikes, tools and so forth, but just as many shops sold ceramic mugs and dishes, clothing, and furniture).





Storehouses, page 476

Some Dwarvenhearth homes are atypical. These usually belonged to very wealthy or prestigious dwarves. Such homes are sealed with multiple locked doors and sometimes warded with traps or guards (such as constructs or Soulless). They also contain great wealth.



"Every home a palace, every dwarf a king."
—Stonelost saying about Dwarvenhearth

Sometimes in a dwarven home, workshop, or plaza, explorers might find a craftily hidden secret door (Search, DC 25–30). These typically lead to small vaults used to store personal treasures. The vast majority are undiscovered and unplundered and contain between 1,000 and 5,000 gp worth of various treasures.

Dwarvenhearth minted its own coins, which look distinctive in that they are rectangular and bear the images of hammers, anvils, and axes. Of course, spending Dwarvenhearth coins in Ptolus is likely to cause some attention and will rile the Stonelost dwarves.

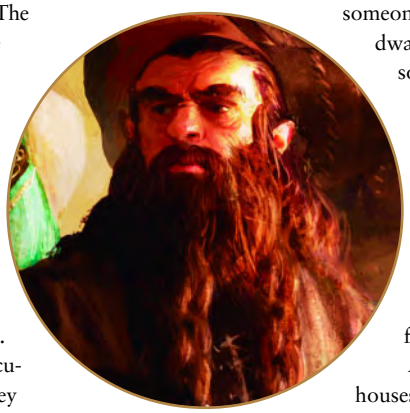
Each plaza's ceiling measures sixty to seventy feet high. They always have two levels—a main floor and a wide gallery that runs about the perimeter offering another level of shops, chambers and passages leading off the gallery. The main level contains thick rectangular columns supporting the rock ceiling.

Many shops off the plazas have been looted by the Erebaccus or Daragin (see below). In fact, a plaza is the most likely place to encounter a group of these deviant dwarves. It also might offer the lairs of creatures that have managed to gain entry into Dwarvenhearth, such as monstrous spiders or centipedes, oozes, or burrowing monsters like ankhegs, bulettes, or delvers.

Erebaccus Encounter (EL 9–10)

Erebaccus, page 468
Warmstone, page 472

A group of Erebaccus is likely to be five to eight individuals plus a leader. Having just looted a small shop for tools, weapons, or food, the group sits around a *warmstone*. At any given time, two Erebaccus stand watch. The group launches an immediate and furious attack against anyone it sees. However, the leader, a female sorcerer who speaks a little Common, might want to parley if the intruders offer a magical item in tribute, or information about magic that can be found within Dwarvenhearth.





The Soulless, page 471

The members of this particular group are very young. They all believe the former residents of Dwarvenhearth died in a terrible apocalypse. They also have a difficult time conceptualizing that the world is larger than the bounds of their subterranean city.

In addition to personal equipment, this group of looters carries about 1,000 gp worth of various masterwork or treasure items.

Daragin Encounter (EL 12)

Daragin, page 465

A wandering group of Daragin comprises four to six individuals with a male champion. In addition to his normal equipment, the champion has a special one-use iron flask magically containing a D'Stradi dancer. This group has just found the flask and is returning to its leaders with the find (the dwarves imprisoned the demon within the flask long ago and stored it in a vault, then forgot about it). The Daragin are on the move and don't want anyone or anything getting in their way but, if pressed, they won't hesitate to release the demon.



Ghul, page 81

D'Stradi Dancer: 55 hp; see Chapter 34: Monsters (page 620).

STOREHOUSES

map N/A

A Dwarvenhearth storehouse typically has a locked (Open Lock, DC 30) iron door (hardness 10, 120 hp, break DC 30). About half of these contain foodstuffs—grain, vegetables, salted meats, spices, fresh water, ale, beer, and so forth. Each type of food is kept in sealed stone bins. About one-third of the storehouses contains tools, gear (rope, pulleys, picks, lanterns, etc.), and raw materials, such as planks of wood, ores, and so on. Still others hold mundane items, from clothing to furniture. The rest—only about 10 percent—are armories with weapons and armor. Each armory contains at least 1d10 masterwork weapons, shields, or armor.

Dwarvenhearth stonework is so perfect that a sealed storehouse remains airtight even after the passage of centuries. Those containing food and other perishables preserve their contents so well that they virtually have not aged. When someone opens the door to a sealed dwarven storehouse, a faint hiss sounds as the airtight seal is broken.

A sealed storehouse never has inhabitants, but all manner of scavengers might live within the ones that have already been opened: Erebaccus, oozes, dire rats, monstrous vermin, and so forth.

A few Dwarvenhearth storehouses are guarded by constructs or Soulless; in such cases, the contents are likely to be quite valuable.

SPECIFIC LOCATIONS

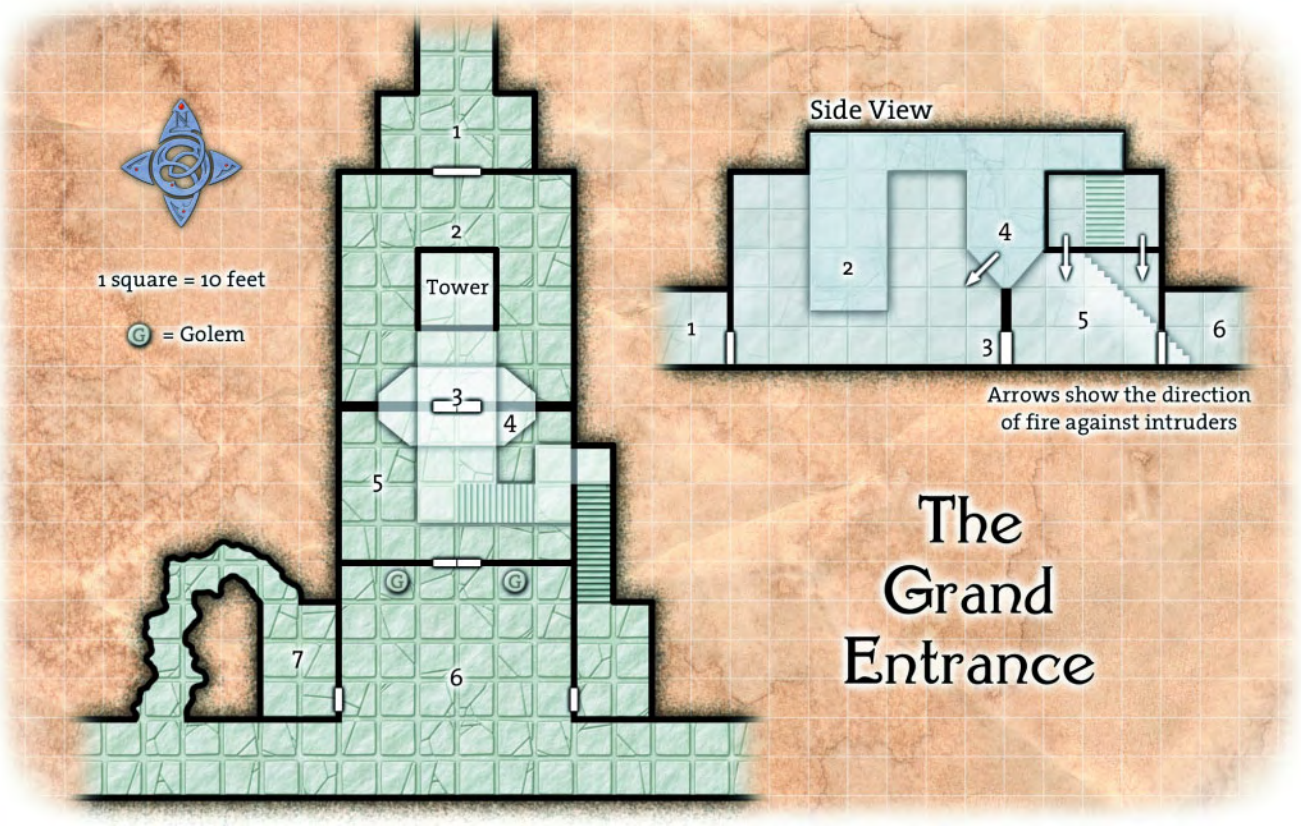
The next section presents a few sample specific locations within Dwarvenhearth: the Grand Entrance, Outer Tombs, the Tomb of King Stardelve, Cathedral Cavern, Cavern of Night, and the Palace of the Day King. DMs should use these offerings as a guideline for creating other locations in the dwarven city and to supplement Dwarvenhearth adventures.

For a guide to the format of these locale descriptions and the icons used here, please see "District Neighborhoods/Locations" in Chapter 7: City by the Spire (page 168).

GRAND ENTRANCE

see map, page 477

At the north end of the city of Dwarvenhearth lies the Grand Entrance: the main entry to the settlement once the dwarves permanently closed off all direct passages to the surface upon discovering Ghul.



1. Gear Gate

This massive door leading into Dwarvenhearth looks like a huge gearwheel that opens by rolling aside on cannily built tracks. It is made of steel three feet thick and laced with adamantine, giving it a hardness of 13, and 1,200 hit points. The gate has ten different locking mechanisms and requires ten different Open Lock checks (DC 30) to open it, assuming a Dwarvenhearth key is not available. If any one check fails, they all reset. Dwarven magic makes the Gear Gate immune to spells of 4th level or less, so *knock* does not help open it.

2. Inverted Tower

When the Gear Gate opens, the Inverted Tower is the first thing a visitor sees. The ceiling in the chamber rises fifty feet. Accessed from above, the tower projects down from the ceiling like a stalactite—the lowest level hangs suspended fifteen feet off the ground. From within its three levels connected by ladders, defenders could fire crossbows and dragon rifles through loops at any spot within the chamber beyond the gate. If invaders gained access to the tower, the defenders can release the entire Inverted Tower from the ceiling with a single lever, not only denying the attackers access to the corridor above but sending hundreds of tons of stone crashing down onto them (inflicting 15d6 points of damage to anyone in the chamber; Reflex save, DC 22, for half—no save allowed for anyone actually in the tower).

3. Inner Gate

A massive iron bar seals two iron gates just south of the Inverted Tower. The Inner Gate has a hardness of 10, 360 hit points, and a break DC of 30.

4. Gatehouse

Positioned above the Inner Gate, the gatehouse is accessed from above by a corridor that leads to the chamber above the Slaughterhouse (Area 5). From the gatehouse, defenders can fire down upon anyone coming through the Gear Gate (Area 1) with cover behind arrow loops. They also can use a mechanized lever system here to release the iron bar sealing the Inner Gate.

5. The "Slaughterhouse"

The Stonemight dwarves called this area between the Inner Gate and the Second Gate the "Slaughterhouse" because dwarves with crossbows and dragon rifles could fire at intruders from embrasures in the two-story chambers on either side, and dwarves above the room could rain down more attacks, as well as alchemical bombs from above.

Even the floor can fill with traps. Once activated, hidden pressure plates throughout the room trigger the release of iron pikes that thrust up at an angle from holes in the floor to stab anyone moving across the floor. Those running or double

The Grand Entrance lies near the Eternity Cave (see page 448), below the South Market.



Dark elves were the perennial enemies of the residents of Dwarvenhearth, although ultimately it was Ghul who caused them to abandon their beloved home.

Dragon rifles, page 560

DM TIPS

Remember that stone worked by dwarves in Dwarvenhearth has a hardness of 10 rather than 8.



Zachean, page 466

Dwarvenhearth holds many other dwarven crypts, some even more elaborate and well protected than King Stardelve's.

moving through the room take additional damage as they impale themselves.

6. Second Gate (EL 14)

The stone valves of the Second Gate are sealed with a massive iron bar. They have a hardness of 10, 360 hit points, and a break DC of 30. On the inner side of the gates, two rune golems in the form of massive dwarven warriors attack anyone passing through the gate without a dwarf escort.

Rune Golems (2): hp 110 each; see MM (as stone golem), but one slam inflicts an extra +2d6 points of fire damage, and the other +2d6 points of cold damage; see page 465.

7. Guardhouse (EL 9)

Adjoining the chamber behind the Second Gate are the quarters of the guards who defended the Grand Entrance. These most elite and honored of soldiers enjoyed fairly opulent quarters. Today, however, the area is inhabited by a pair of bulettes that burrowed into Dwarvenhearth a month or so ago and have been wandering its halls ever since.

The bulettes uncharacteristically have gathered together all the shiny-looking treasure from the entire entrance complex—various silver mirrors, gold candlesticks, jewelry, coins, and ingots worth a total of 2,900 gp, as well as a masterwork greataxe and three flasks of alchemist's fire.

Bulettes (2): hp 85 and 90; see MM.

OUTER TOMBS

see map, page 469

Many tombs and crypts fill this dwarven necropolis east of the Grand Entrance. Treasure seekers will find to their delight that the dwarves entombed their dead with some of their own riches. However, they sealed the Outer Tombs well—and trapped them, to boot.

Dark elves led by Zachean looking for the Tomb of King Stardelve (see below) may have made it as far as the Outer Tombs by the time PC explorers reach this area.

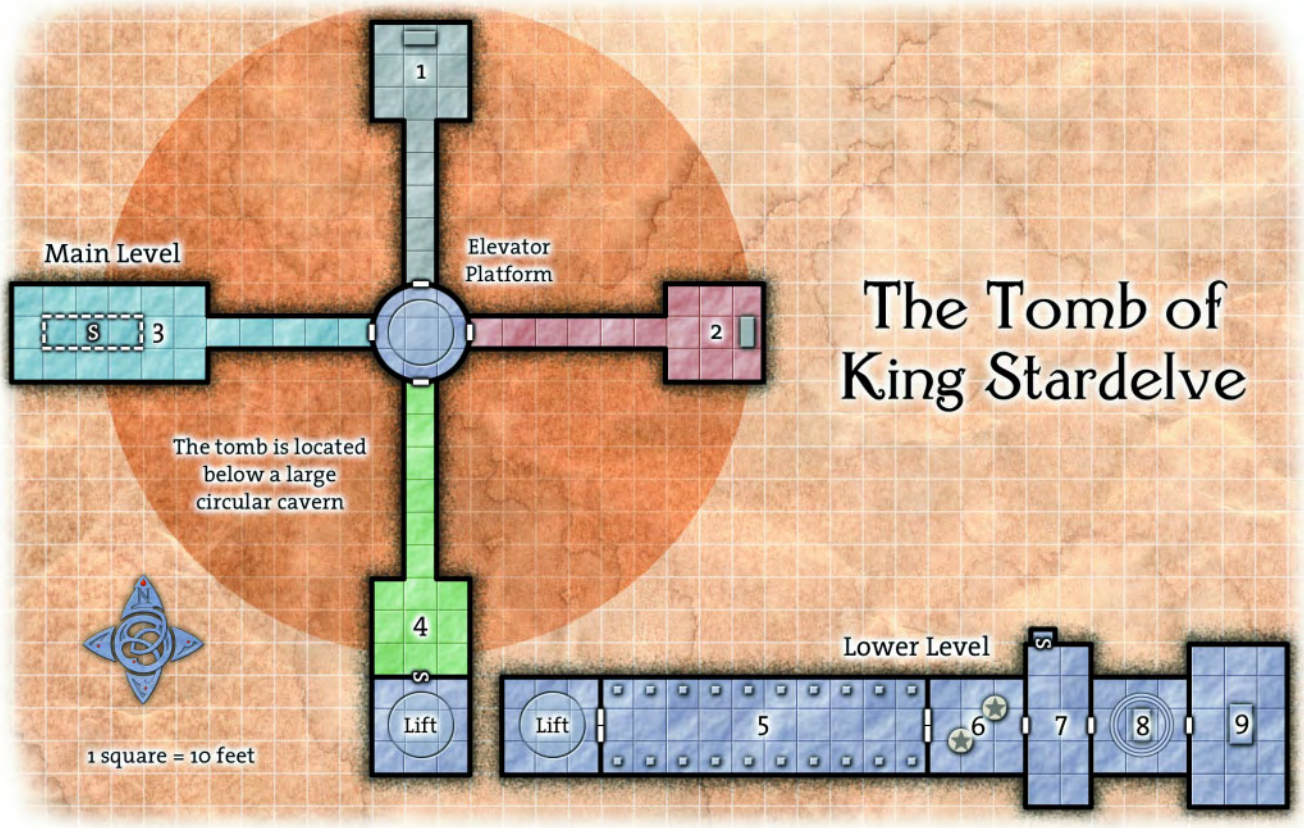
TOMB OF KING STARDELVE

see map, below

Placed upon a massive stone dais within a circular chamber almost two hundred feet across, the tomb appears to be a freestanding rotunda twenty feet in diameter covered in Dwarvish runes and flanked by two massive statues of dwarf warriors holding warhammers in both hands. Actually, the rotunda is empty; it serves instead as an elevator down into the real tomb. If someone triggers the secret switch (Search, DC 28) the entire structure sinks down into a shaft four hundred feet deep.

1. First False Tomb (EL 8)

The door leading north from the elevator closes and seals 2 rounds after someone opens it, unless



somehow prevented. The door is heavy and made of stone (hardness 10, 90 hit points, break DC 27). At the end of a long hallway paved in black and white marble squares, a chamber holds a massive sarcophagus with a dwarf laid in relief upon the lid.

The sarcophagus is a trap. Opening or even touching it triggers the chamber and hallway to fill with poison gas. The room is otherwise empty.

Poison Gas Trap: CR 8; mechanical; location trigger; repair reset; gas; multiple targets (all targets in the chamber and hall); never miss; poison (burnt othur fumes; Fortitude save, DC 18, resists, 1 Constitution drain/3d6 Constitution); Search DC 27; Disable Device DC 27.

2. Second False Tomb (EL 9)

The door leading east from the elevator closes and seals 2 rounds after someone opens it, unless somehow prevented. The door is heavy and made of stone (hardness 10, 90 hit points, break DC 27). At the end of a long hallway paved in red granite slabs veined with green, a chamber holds a massive sarcophagus devoid of marking or ornamentation.

The entire room is a trap. If anyone so much as steps into the chamber, the sarcophagus sinks down into the floor, whirling poisoned blades come down from the ceiling in the hallway, and the walls close in within the chamber, crushing those inside—or forcing them into the blades.

Compacting Room: CR 7; mechanical; proximity trigger; automatic reset; walls move together (12d6, crush); multiple targets (all targets in room); never miss; onset delay (2 rounds); Search DC 27; Disable Device DC 27.

Whirling Poisoned Blades: CR 7; mechanical; proximity trigger; automatic reset; attack +10 melee (1d4+4/19–20 plus poison, dagger); poison (purple worm poison; Fortitude save, DC 24, resists, 1d6 Strength/2d6 Strength); multiple targets (anyone in the hall); Search DC 27; Disable Device DC 25.

3. Third False Tomb (EL 10)

The door leading west from the elevator closes and seals 2 rounds after someone opens it, unless somehow prevented. The door is heavy and made of stone (hardness 10, 90 hit points, break DC 27). The long hallway beyond is paved in small blue and white stones laid in a mosaic of Dwarvish runes relating the praises of King Stardelve. At the end of the hall, a chamber stands empty.

A large locked secret door in the middle of the floor of the chamber (Search, DC 28, to find; Open Lock, DC 29, to open) slides open to reveal a recessed area ten feet wide, thirty feet long, and ten feet deep. The only object in this recessed area is a sarcophagus covered in Dwarvish runes telling of King Stardelve's great deeds.

This sarcophagus is indeed false, and the act of opening it (or even trying) triggers a spell that summons three dire bears into the room above, even as the secret door slides shut and locks again (one cannot open the lock from within). The dire bears attack anyone they see; they last until they are slain or until they slay all intruders.

Dire Bears (3): 105 hp each; see MM.

4. Entrance to the Real Tomb (EL 12)

A long hallway paved in green marble leads south from the elevator. Its walls are etched with banderoles covered in Dwarvish runes that praise King Stardelve. At the end of the hall lies an empty square chamber. The back wall of this room holds a secret door (Search, DC 27, to find) trapped with a *glyph of warding*.

***Glyph of Warding* (Blast) Trap:** CR 6; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 16th-level cleric, 8d8 sonic; Reflex save, DC 14, half damage); multiple targets (all targets within 5 feet); Search DC 28; Disable Device DC 28.

Beyond the secret door lies another square chamber and what appears to be a deep pit, twenty feet across. Runes surround the pit, and a massive stone falcon stands upon either side of it, their outstretched wings meeting over it. From the point where the wings of the two falcons touch, a pulley dangles a heavy iron chain down into the pit (illustrated on the next page).

If anyone so much as approaches this pit, two dwarf spectres come up out of it and attack immediately, followed by two more the following round. These spectres have +4 turn resistance here in addition to their normal turn resistance and are treated as having double their normal Hit Dice (in this case, 14 HD) for purposes of turning.

Spectres (4): hp 45 each; see MM.

The Pit: The pit is two hundred feet deep. The chain and pulley connect to a lift which can be raised or lowered via mechanisms hidden within one of the falcons (Search, DC 20, to find). The pit goes down to an empty square chamber just outside one end of the Great Hall of Morachon (Area 5).

5. Great Hall of Morachon

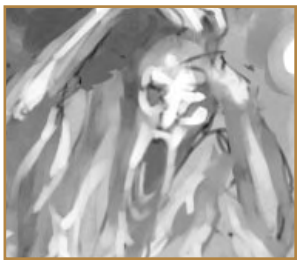
Square granite columns run down both sides of this long hallway, which is girded by a pair of iron doors on either end. Each door bears the hammer symbol of Morachon, god of the forge. Each column displays the relief of an anvil. The doors are affixed with mechanisms that allow

MAP PAGE 469



A Stonelost dwarf with any kind of scruples could likely conceive of no greater sacrilege than raiding the tomb of the heroic King Stardelve. Even the Grailwarden dwarves (symbol above) know of this historic monarch's great valor and treat his memory with supreme respect.

King Stardelve wasn't just a hero in the fight against the Skull-King. He was a wise and benevolent ruler. Although his reign was unfortunately short by dwarven standards, he will always be remembered as one of the greatest of his people's kings. To the Stonelost dwarves' great dismay, King Stardelve never married or sired children. Although some dwarves living today claim a blood relation to this mighty king, it is at best a very distant relation.





DM TIPS

Roll for initiative when the player characters encounter the false Stardelve crypt (Area 8) as if it were a normal encounter, but have the skeleton go last.

The gorgons in Area 6 are not random monsters but creatures sacred to Mocharum, God of the Dwarves. At the height of Dwarvenhearth, trained gorgons guarded the Palace of the Day King and the Cathedral Cavern (page 481). A Knowledge (religion) check (DC 22) will suggest to a character that the statues are not of bulls but of gorgons, a traditional holy guardian. This information may provide the character with a useful clue to help survive that chamber.

only one pair to be open at a given time (a Disable Device check, DC 27, can disable this safeguard).

If characters disable the mechanisms, another Search check (DC 25) reveals a hidden switch in the mechanisms that detaches the doors altogether. If someone uses a detached door (weighing 2,500 lbs.) to strike one of the columns—hammer striking anvil—a voice booms out in Dwarvish: "Receive the blessing of Morachon." At the same time, a secret panel opens in the column, revealing a niche containing a vial. The vial has one of four potions within it: *cure serious wounds, heroism, shield of faith* +4, or *oil of greater magic weapon* +4.

There are twenty columns, and five potions of each type.

6. Guardians (EL 11)

Through the doors at the east end of the Great Hall of Morachon near the middle of a large room stand two stone statues of bulls, each ten feet long. Their horn tips hold torch sconces with *everburning torches* in them.

Each of the statues transforms into a gorgon when someone comes within thirty feet. They attack immediately. In addition to their normal abilities, each of them can—as a free action—blast a *flame arrow* out of one of its horns each round, as if cast by a 10th-level caster. If slain, the gorgons collapse into stone fragments, as if they were statues all along.

Gorgons (2): hp 100 and 120; see MM.

7. Grave Goods

Past the guardian chamber lies an opulent hall with golden chandeliers. Painted frescoes covering the walls depict King Stardelve's battle with the forces of Ghul. Urns, crates, baskets, and boxes fill the room, many old and rotted. These all used to contain kingly possessions—scented oils, rare spices, food, silks, and so forth. None of it has value any longer.

Treasure: In addition to the three chandeliers (worth 800 gp each), however, there is a secret door in the wall low to the floor, measuring only three feet square (Search DC 30, to find). Behind it lies a golden chest (worth 1,000 gp) containing 10,000 gp worth of jewelry and gold ingots.

8. Final Trap (EL 8)

The doors into this room are locked (Open Lock, DC 25). These bronze-coated stone doors all bear the runic words: "Here lies King Stardelve, Greatest of the Day Kings."

Inside, a square chamber holds a massive sarcophagus on a wide dais. A dwarf skeleton standing atop the sarcophagus wears silken robes and a golden crown. He gestures with a jeweled scepter as if it were a magical rod. King Stardelve? No. It's one last trap.

The whole sarcophagus and dais are rigged so that if any force strikes them, whether it is an area spell, a missed attack, a climbing or leaping

PC, or a skeleton standing atop them collapsing after its destruction, they explode with great force. The sarcophagus and dais are made of painted wood, are filled with gunpowder, and are laced with sorcery. The explosion fills this chamber and twenty feet into the adjoining chamber(s) if the doors are open. It inflicts 12d6 points of fire damage (Reflex save, DC 22, for half damage).

The crown and scepter are phony.

Skeleton, Dwarf Commoner: hp 6; see MM.

9. The Real Tomb

The doors into this room are locked (Open Lock, DC 30), and the seams have been filled with lead; this latter safeguard requires at least a half-hour to remove or a Strength check (DC 29) to break open, assuming the doors are unlocked. The bronze-coated stone doors are etched with the rune of King Stardelve.

King Stardelve was a great and powerful king who possessed an artifact called the *Platinum Cestus*, a magical gauntlet that granted its wearer great power (see sidebar, below). His followers buried it with him, then sealed the tomb.

King Stardelve's body—dead, not undead—lies within a bronzewood coffin inside the sarcophagus in the middle of this tomb. The true sarcophagus is plain except for Stardelve's rune.

The corpse wears *+3 chainmail*, a *ring of greater fire resistance*, a gold ring with three rubies (worth 3,500 gp), and a gold crown set with emeralds (worth 5,400 gp). The king also wears the *Platinum Cestus*.

CATHEDRAL CAVERN

see map, page 469

The largest natural caverns that the dwarves incorporated into their city, the Cathedral Cavern was thought to be the most sacred portion of this settlement. The dwarves built temples to all their gods within this chamber.

The cave is so large that, rather than working the entire floor smooth, the dwarves merely cut paths through it. These roads wind their way through tall stalagmites, huge stony formations, and massive boulders. The Daragin roam the cavern, looking for loot. Swarms of hiistiches frequent the place as well.

Explorers can find temples to the following gods here (clockwise from the northmost temple):

Herkan, Goddess of the Stones (EL 11)

This tall, imposing structure appears as a sort of ziggurat. Entering this temple today triggers glyphs that summon Large earth elementals to attack intruders. Amid other things, a stash of aethel stones and marlite lies within the temple's reliquary.

Earth Elementals, Large (8): hp 68 each; see MM.

Frega, Goat Goddess

This minor temple stands empty today; only the idols and painted images of goat-headed dwarves remain.

Yurabbos, Goddess of Supreme Devotion

This largish temple seems rather nondescript. Hidden within it (Search, DC 20), one can find an ancient scroll detailing the process for creating a Soulless and directions to find the Chamber of Day Into Night.

Unnom, Lord of Caverns (EL 13)

Although it looks like a normal dwarven structure on the outside, the interior of the temple resembles a set of natural caverns, complete with stalagmites, dripping limestone, and bats. The ghost of the last of this temple's priestesses, Frana Amberfist (female dwarf cleric11), angrily haunts this place, seeking forevermore to complete one last rite dedicated to her god.

PLATINUM CESTUS

This powerful artifact draws upon the wearer's personal power—the greater the wearer, the greater the artifact's might. The single platinum gauntlet shimmers with energy. It increases the wearer's Strength and Charisma scores by a +1 luck bonus for every five levels the wearer possesses, rounding down.

Further, the *Cestus* allows use of a number of spells, each requiring the artifact to expend one charge per spell level. The *Cestus* carries one charge per level of the wearer, renewed daily. The available spells are: *disintegrate, divine favor, flesh to stone, heal, levitate, move earth, regenerate, shield, stone to flesh, transmute rock to mud, transmute mud to rock, truestrike,* and *wall of stone.*

The wearer also can draw upon a *wish*, but doing so drains 1d6 points of Constitution with each use (use Charisma if the wearer has no Constitution score).

King Stardelve died using the *Cestus*, calling upon one too many *wishes* in his valiant battle against Ghul (see page 462).



Daragin, page 465
Hiistiches, page 468

Herkan (CG: Good, Earth, Healing) is a chaotic *dwarf goddess! See page 69.*

Aethel stones, page 45
Marlite, page 46



Frega (LG: Animal, Good, Law) watches over all animals, but particularly goats and boars. See page 69.

Yurabbos (LN: Law, Strength) represents unswerving loyalty. See page 70.

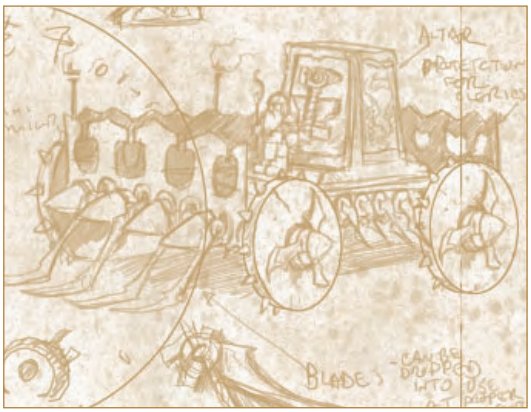
The Soulless, page 471
Chamber of Day Into Night, page 482

Worshippers of Unnom, Lord of Caverns (N: Earth, Protection), believe that their god created the caverns here to be found and used by the dwarves. See page 70.

"So? A bunch of long empty halls and echoing chambers. What fun is that?"
—Inexperienced halfling adventurer Seanus Illithan

War altars such as this one were used in the Stonemight dwarves' first and only battle against Ghul: the Battle of the Grand Gate. Delvers might find one in their explorations of Cathedral Cavern.

WAR ALTAR



This huge stone altar with gold inlay is mounted atop a wheeled platform twelve feet long and eight feet wide. It is ensorcelled to move under its own power and designed to carry clerics into battle to support the warriors. The highest-level divine spellcaster atop the altar commands it as a standard action, although once it begins moving in a given direction at a given speed, no one needs to command it again except to change direction or velocity.

It can move at a speed of twenty feet. The vehicle has AC 20, 200 hit points, and a hardness of 10. The platform has a *hallow* spell cast upon it. Anyone on the altar enjoys three-quarters cover and the benefits of a continual *bless* spell.

Moderate evocation; CL 12th; Craft Wondrous Item, *animate objects, bless, hallow*, Knowledge (engineering) 5 ranks; Price 80,000 gp; Weight 6,000 lbs.

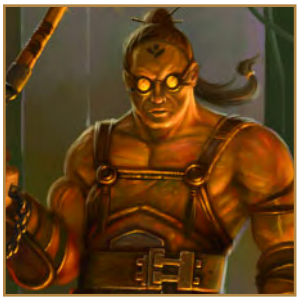
The Soulless, page 471

Mocharum (LG: Civilization, Good, Law) remains popular among all dwarf overclans. See page 69.

Morachon (LN: Earth, Fire, Law) is the patron of smiths and other dwarven craftsmen (see page 69).

The Iron God (LN: Earth, Fire, Technology) is mainly a Prustan and Grailwarden deity. His image is never displayed (see page 69).

Servants of the Axe, page 470



An avatar of the Iron God named the Wandering Smith sometimes can be found in the South Market; see page 367.

The Brothers (EL 12)

The dwarves dedicated this, the largest of the Cathedral Cavern's temples, to Mocharum, God of the Dwarves, and his brother Morachon, God of the Forge.

A dozen Soulless guard this temple. A hidden chamber (Search, DC 27) within it holds the *war altar* (see sidebar, above). The central chamber is a functioning forge with a Huge fire elemental trapped within it.

Soulless Guardians (12): 30 hp each; see page 471.

Fire Elemental, Huge: hp 136; see MM.

The Iron God (EL 11)

This temple has been desecrated and gutted. The Servants of the Axe now control it; the magical axe *Thundersong* uses it as a base of operations for its *dominated* slaves. Seven of the warriors are here at any given time.

Servants of the Axe (7): 48 hp each; see page 470.

CHAMBER OF DAY INTO NIGHT

see map, page 469

This chamber just east of the Cathedral Cavern lies beyond a secret passage (Search, DC 30, to find). All the walls in this sixty-foot-long, forty-foot-wide room are covered with ceramic plates six inches across, each bearing a rune. These magical runes each hold the spirit of one Soulless guardian. This is the place where the Soulless dwarves were created.

A complex device in the middle of the room surrounds a flat stone slab upon which a volunteer was placed. The slab is engraved with the symbol of the deity Yurabbos: a hand clutching a gemstone. A character who makes a successful Knowledge (arcana) check (DC 23) can determine how to make the machine work. It requires a willing, living humanoid (even a nondwarf can be suitable) and a blank ceramic plate upon which to etch a rune to store the target's soul. At the end of the three-hour process, the humanoid has become a Soulless able only to protect Dwarvenhearth.

CAVERN OF NIGHT

see map, page 469

Second largest of the natural caverns incorporated into Dwarvenhearth, the Cavern of Night west of the Cathedral Cavern takes its name from the unusual mineral deposits near the ceiling of the cave—a mass of dark stone punctuated with white crystalline formations. If anyone brings light into the cavern, the crystals twinkle like stars in the night sky.

The cavern measures over four hundred feet long, with a ceiling more than one hundred feet above the floor. All surfaces here are worked to be relatively smooth.

The Cavern of Night has various chambers, two of which are described below.

Palace of the Night King

Infamous for its long, shadow-filled hallways, gothic arches, and baroque ornamentation, the Palace of the Night King hardly seems to fit most stereotypes regarding traditional dwarven architecture.

The palace itself has hundreds of rooms spread out over six levels. Beneath the fortress lies an extensive dungeon, which served as the primary Dwarvenhearth prison in its day.

Today the Court of Night and the dungeons beneath are haunted with shadows of the dead, as well as wraiths, spectres, and ghosts. Soulless guardians and baroque-styled stone golems also attempt to prevent intruders from gaining entrance.

Kaled Menar

Within the Cavern of Night stands the tower of Kaled Menar, home of the Mindforge dwarves. Even gaining entrance to this tower requires solving a puzzle lock. The tower stands seventy feet tall and has six levels, as well as two levels below the tower.

PALACE OF THE DAY KING

see map, page 469

This large complex northeast of the Cavern of Night was the home of the Day Kings. It boasts hundreds of rooms, including some rather impressive columned great halls, on five levels. In its heyday, the palace had dozens of servants and staff and a large court of nobles and wealthy courtiers, many of whom lived right in the palace. It has its own selection of sealed storehouses and armories, as well as vast courtyards, an arena, an opera house, and more.

The vaults beneath and within the Palace of Day contain some of the city's greatest treasures. These vaults are made of steel and mithral and protected by traps, Soulless guardians, constructs, and triggered summonings that call upon spirit nagas, guardinals, and earth elementals to attack intruders.

Over the years, both the Daragin and the Erebaccus have made many attempts to enter and loot the palace. Each time the effort met with defeat.

DWARVENHEARTH SCENARIOS

First and foremost Dwarvenhearth awaits explorers. It is the very epitome of dungeon delves for the sake of gaining treasure, lost lore, and experience. However, there are other things beyond the need for discovery or outright greed that can send player characters to Dwarvenhearth.

SECRET OF THE DWARVES

The PCs seek an important secret of the Stonemight dwarves. Perhaps it is as simple as some bit of stonework lore or a technological development of old. The only place to gain such a secret is Dwarvenhearth, and so they must mount an expedition to the subterranean city. Of course, the first portion of such an adventure involves acquiring a key or other means of entry, which might be a huge undertaking in itself. It may force the adventurers, for example, to enter into a business deal with Malkeen Balacazar, who has a key. Malkeen, in turn, will want the player characters to perform some favor for him—nothing too terrible, though, or they won't be likely to agree. But even doing something good for someone so evil seems distasteful.

STOP THE DARK ELVES

Zachean the dark elf vampire seeks the Tomb of King Stardelve to obtain the *Platinum Cestus*. If he succeeds in his unholy quest, it will give the dark elves a major victory. During an encounter with the Forsaken in the surface city, the player characters learn that Zachean entered Dwarvenhearth and realize he must be stopped. To do so, they must enter the dwarf city themselves and find him and his men.

Of course, along the way the PCs may learn of *sunstrike,* the dark elf bane sword in Kaled Menar—a useful weapon in their endeavor, to say the least.

DWARVENHEARTH FREE-FOR-ALL

A number of Dwarvenhearth keys are discovered. Some are auctioned off to delvers, others are kept closely guarded. More and more outlanders enter Dwarvenhearth—far more dark elves than just Zachean and his team, plus surface elves interested in stopping them (perhaps sponsored by Doraedian Mythlord), various teams of delvers, and, of course, Stonelost dwarves seeking to keep all them out.

In this scenario (or mini-campaign), Dwarvenhearth becomes a busy place full of explorers, each racing to find new, unplundered areas. Each force battles the Soulless, the Erebaccus, and the Daragin, as well as the other inhabitants (constructs, miscellaneous monsters, and so forth). It becomes an open battleground for elves and dark elves—ironic that they struggle amidst the remains of a dwarven community.

Of course, the incursions become a serious bit of contention between the dwarves and the other races. Yorid Glitterfist, dwarf representative of Kaled Del to the Twelve Commanders, demands that the Commissar and Delver's Guild help keep out the offensive intruders. Dwarvenhearth becomes the object of a political battle as well as a physical one.



Malkeen Balacazar, page 102

Mindforge, page 463

Zachean, page 466
The Forsaken, page 112

Various scrolls and other references within Dwarvenhearth suggest that a +3 keen dark elf bane longsword called sunstrike was entrusted to the Mindforge after the last dark elf war and still lies within Kaled Menar.

Storehouses, page 476

The Soulless, page 471

Daragin, page 465
Erebaccus, page 468

Doraedian Mythlord, page 208



Kaled Del, page 448
Twelve Commanders, page 148
The Commissar, page 149
Delver's Guild, page 108





PART V:
ABOVE THE CITY

Soaring above the characters' heads at all times, the Spire is both awe-inspiring and daunting. Although often obscured by clouds, it poses an everpresent threat and a reminder of the region's dark history.

In Part V, you will find details about the fortress of Ghul, the Skull-King and Half God. It is a place of great evil and great power, of interest to high-level characters as a site to explore. You will also find a chapter describing Jabel Shammar, almost certainly the worst place in the world. Jabel Shammar is the fortress at the top of the Spire, built by the Dread One himself. This chapter offers a room-by-room description of the stronghold and presents ideas for staging an exciting campaign climax there.

Maps of the locations in these Spire fortresses appear on the poster map in the envelope at the back of the book.

Players should not read these chapters. The information found in Part IV is best left for the player characters to discover first hand.

Chapter 24: Goth Gulgamel 486
Chapter 25: Jabel Shammar 501

Chapter 24:

GOTH GULGAMEL

Goth Gulgamel: "Castle of Darkness." The name is the corrupt and somewhat awkward combination of an Elvish and a Dwarvish word, but that fact perfectly describes the nature of the place's original master. Ghul stole what came before him and twisted it to his own ends—first and foremost, he stole the legacy of the Dread One. Some believe that his flagrant, self-proclaimed association with Eslathagos Malkith was his ultimate undoing.



The Spire was created when the world itself reacted to the evil the Dread One had gathered in his fortress and thrust it away.

Hall of Shadows, page 489

Entropy Sphere, page 499

Dalenguard, page 320

For the story of Ghul and Goth Gulgamel, see page 81.

A soul magic spell etched into the tooth of a half-orc named Tinareg in the Dark Reliquary's Cruciform Prison can free Ochremeshk from entrapment. For more regarding this event, see page 256. Find stats for Ochremeshk himself on page 623.

Soul riders, page 489

Ghul is long dead. Most of his servants are dead or scattered to the far corners of the world, where they slink in shadows, fearing the light. Yet his fortress, Goth Gulgamel, remains—mostly due to its unique nature and its source of power: the legendary and fearsome **Entropy Sphere**.

INHABITANTS

After Ghul's defeat, the unified armies of humans, elves, and dwarves built **Dalenguard** to watch over Goth Gulgamel and prevent intrusion. Thanks to that move, Ptolus was born—or rather, reborn—and the evil fortress halfway up the Spire lay quiet and vacant for centuries.

In the last few hundred years, however, the fortress has seen activity from strange and unexpected fronts. Three different groups have moved into Goth Gulgamel hoping to use it for their own ends. Dalenguard has not noticed their presence, as the troops there have gotten lax over the centuries, and all three groups are lying low—for now.

SOUL RIDERS

One of the most enigmatic and—among the few who know they exist—feared groups in Ptolus call themselves the **soul riders**. This group of now-disembodied minds uses the statues in the **Hall of Shadows** as their foci, believing that Goth Gulgamel's remoteness and reputation provides the necessary seclusion they need and its history suits their decidedly macabre tastes.

The soul riders attempt to keep their presence a secret and virtually never send their soul-slaves deeper into the fortress than the Hall of Shadows.

OCHREMESHK

An evil demon prince, one of the so-called Demon Gods, Ochremeshk was trapped in a magical prison almost five thousand years ago, bringing the Wars of Fire in ancient Kem to an end. To this day he remains trapped within a magical rune in a hidden room of a ruined citadel far south and east of Ptolus.

But the key to his freedom, he has found, lies within the wild, uncontrolled power of the now-damaged Entropy Sphere located on the Spire near Goth Gulgamel. Although he has not yet liberated himself, Ochremeshk has called to his ancient followers. Evil creatures like salamanders and hellfire giants have answered this clarion and now inhabit Goth Gulgamel, awaiting their master in the Path of Burning Souls (see page 491).

URTHON AEDAR

Ironically, one of the groups utilizing Goth Gulgamel isn't evil at all. The **Urthon Aedar**, a secretive and enigmatic gathering of most remaining Elder Elves, use the fortress as a waystation between Ptolus and **Dreta Phantas**, the Dreaming City. This elven city, which the dark elves stole ages ago and hid far beneath the earth, can be entered through the Entropy Sphere—a well-guarded secret known to very few.

Urthon Aedar, page 138
Dreta Phantas, page 457

THE NATURE OF GOTH GULGAMEL

Goth Gulgamel isn't the simple stronghold it appears to be. This fact becomes clear to anyone who has explored the **Banewarrens** and found the Baneheart, a shaft that extends up the entire length of the Spire. Goth Gulgamel is, in fact, its own demiplane—a half-world that worms its way through a realm of utter darkness, with various chambers anchoring themselves metaphysically in the dark, and many others now lost in lightless realms forever. Thus, the layout of Goth Gulgamel does not conform to the size and shape of the Spire.

The forces of light that defeated Ghul cast powerful spells to seal Goth Gulgamel from intrusion, particularly by those of evil alignment. Over time, many of those spells decayed and so—unbeknownst to the majority of people—most of the fortress is unsealed today.

The Banewarrens, page 419

REACHING AND ENTERING GOTH GULGAMEL

Unlike **Jabel Shammar**, it is entirely possible for someone to fly or even climb up the Spire to the fortress and enter. Its main doors are not even locked. Still, as with Jabel Shammar, the stories of those who have tried to do so virtually always end with the words, "and they were never heard from again." Plus, conventional wisdom maintains that the fortress is still entirely sealed. Goth Gulgamel's reputation keeps most intruders away, and its reality keeps most intrepid explorers from ever returning to tell of what they have seen.

One cannot teleport into any location in Goth Gulgamel other than the **courtyard** (Area 9) and the **Hall of Shadows** (Area 7). Likewise, incorporeal creatures can get to those locations but cannot pass farther into the fortress—one must be corporeal to enter the extradimensional space that is Goth Gulgamel. (Once inside, an incorporeal creature can move about normally.)

The Pits of Insanity are a phenomenon found throughout the interior of the Spire as well as the Dungeon areas beneath Ptolus. For details, see page 416.

Jabel Shammar, page 501

Chamber of Immortal Fears, page 497

WALLS, DOORS, AND DECOR

Except where noted, the walls of Goth Gulgamel are made of foot-thick blocks of stone. Behind the stone lies only darkness—the Utterdark. Entering the Utterdark is likely to be the end of any character (see below).

Unless otherwise stated, doors are made of reinforced iron two inches thick. They have a hardness of 10, 60 hit points, and a break DC of 30. Most are elaborately engraved with demonic imagery and skull faces.

Elaborate ornamentation and baroque style is the hallmark of the interior of this magical fortress. Many walls bear intricate frescoes or paintings. Dark wooden paneling covers other walls, or sometimes the lower half of the walls. Dark curtains are also common.

THE DREAD

Any creature of good alignment suffers a –4 morale penalty to attacks, saves, and checks while in the confines of Goth Gulgamel. There is no save or resistance to this effect; however, it is a fear effect, so those immune to fear (such as paladins of 3rd level and higher) are immune to the Dread. Spells such as *remove fear* suppress the Dread for 1d4 rounds.

EXTRADIMENSIONAL SPACES

Because all of Goth Gulgamel is itself an extradimensional space, characters cannot create or access other extradimensional spaces within it. This means such spells as *Mord's magnificent mansion* do not function, and items kept in a *bag of holding* are inaccessible in the fortress, for example.

THE UTTERDARK

The chambers and halls within Goth Gulgamel are all surrounded by the Utterdark of Ghul, a realm of complete blackness. A character who enters the Utterdark—either by breaking through an interior wall or in traversing the **Chamber of Immortal Fears**—finds it a virtually endless void of darkness, without gravity or orientation. Objects and creatures in the Utterdark float in random directions at a speed of twenty feet each round. Unless a character can fly, movement through this void is impossible. So is vision—no light short of that produced by a deity or a 9th-level magical effect sheds any illumination in the Utterdark. Darkvision and even *true seeing* do not help.

The Utterdark is extremely cold; it inflicts 1d6 points of cold damage each hour.

Characters who remain in the Utterdark for more than one minute cannot be located by anyone using divinations short of *discern location*. Characters flying or somehow moving through the Utterdark must make Intelligence checks each round (DC 15 +1 per previous check) to avoid becoming hopelessly disoriented and lost.

More than a thousand years ago, Ghul used the magic of the Entropy Sphere to spread his Utterdark across Palastan and all the lands he conquered in the Ghulwar.

Courtyard, page 490
Hall of Shadows, page 489



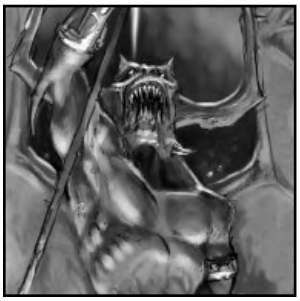
Dead Ends

Some passages in Goth Gulgamel now come to dead ends. They were not dead ends originally—after the defeat of Ghul, the elf wizard **Khelaeson** severed the ties that bound much of the fortress' interior to the physical world. The dead ends now represent corridors that once connected to portions of the fortress now lost, adrift in the Utterdark. Today these passages offer direct access into

Khelaeson, page 81

DM TIPS

DMs running Spire-centered campaigns can use this chapter following The Banewarrens *adventure on the CD-ROM in the envelope at the back of this book. However,* The Banewarrens *is designed to take characters from 6th to 10th level, and adventuring groups really should not visit Goth Gulgamel before 15th. DMs might want to add a few visits to mid-level locations in Ghul's Labyrinth (page 418) to help their groups level up.*



Hall of Shadows, page 489

Marlite is a magic-dead material that shines like blue-tinted iron and is as hard as steel. For details, see page 46.

DM TIPS

Ghul's slaying ward at the main entrance may pose more of a threat to the PCs' animal companions, cohorts, and conjured allies than to them, unless they attempt this adventure prematurely.

Sometimes at night, folks in Ptolus can look up and see eerie yellow-green lights coming from within Goth Gulgamel. Most attribute this, correctly, to restless evil spirits.

the Utterdark. They look like spots where a hallway just fades into complete darkness.

FORTRESS LAYOUT

The layout of this strange extradimensional fortress includes more than two dozen areas today, though in the past, it was much larger. These areas appear on the map of Goth Gulgamel on the Spire side of the poster map included in the envelope at the back of this book.

1. MAIN ENTRANCE

Long ago, a massive stone platform jutted out from the Spire in front of Goth Gulgamel. It is gone now, so the main entrance hangs almost entirely above empty air—only a small ledge remains in front of it. The entrance to the fortress lies within a small tower completely open inside. From this point, an observer is about thirteen hundred feet in the air. On a clear day one can see the entire city and Ptolus Harbor. Most of the time it's not a clear day, however, and anyone standing at this entrance would be wreathed in clouds.

A broad staircase leads up into a larger entry tower. This old guard tower has three levels; ferocious demon-ogre guards once occupied the upper two, but today all are empty. The tower's main level holds two sets of double doors. One set (marked **A** on the poster map) leads south to the razorwire tunnel (Area 2). These doors are not locked and, in fact, stand slightly ajar. They are made of iron three inches thick.

The other set of double doors (marked **B** on the poster map) leads west deeper into the Spire and the **Hall of Shadows** (Area 7). The portals are made of adamantine-reinforced **marlite**, making them immune to magic. White iron chains hang loosely on either side of the doors, and remnants of a mithral seal that was poured into the door still cling to the edges of the doorway—the seals on these doors obviously have been forced open. The unlocked doors now open easily. Only one remaining aspect of the original magic used to keep creatures out of Goth Gulgamel remains: three special, layered *forbiddance* spells keyed toward lawful evil, chaotic evil, and neutral evil creatures (DC 22), centered on the ground before the doors. Any evil creatures within either overcame this ward or entered in another way.

But another abjuring hex centers on the entrance, this one just inside the doorway. Ghul himself placed a strange but powerful ward here to keep out riff-raff but allow powerful visitors or servants access. Anyone with fewer than 13 HD who attempts to pass through the main doors must make a Fortitude saving throw (DC 24). Failure results in immediate death. Even characters who succeed at the saving throw suffer 15d6 points of damage and two negative levels. This necromantic effect carries a caster level of 20th. Because it is just within the doorway, good characters attempting the saving throw are subject to the –4 penalty imposed by the Dread.

2. RAZORWIRE TUNNEL

A twenty-foot-wide, south-running tunnel connects the entry tower with the Tower of the Guardians (Area 3). It stretches across empty air, with a thirteen-hundred-foot drop to the city below. The tunnel is made of curling razorwire with occasional iron supports. Walking through the tunnel inflicts 1d6 points of slashing damage per thirty feet, although a successful Balance check (DC 18) reduces this damage by half.

3. TOWER OF THE GUARDIANS (EL 10)

The doors into this tower are identical to the adamantine-reinforced marlite doors described for the main entrance (Area 1). However, the top of this tower is open; it is the lair of two massive chimeras that hunt the surrounding countryside, but typically avoid the city. They attack anyone entering this tower from above or below but flee quickly if dropped below half their hit points. They never use the doors to get out (obviously, having no way to open them).

Within the nestlike top level of the tower are scattered 958 gp, 1,390 sp, and a random selection of objects and gear, most broken and worthless (armor, weapons, furnishings, tools, and so on, but including a *+1 halberd*). Amid the items lies a key (Search check, DC 22, to find) that opens the side entrance farther south (Area 9). This third level connects to the third level of Ghul's Tower to the immediate northwest.

This tower's first and second levels once had furnishings, but everything is wrecked and ruined now. Only a few very old wooden and cloth scraps lie about.

Chimeras (2): 110 and 117 hp; see MM.

4. GHUL'S TOWER

The five levels of this tower, once Ghul's personal quarters, stand empty except for the occasional piece of ornate but now rotten furniture. The top level was a bedchamber, the fourth level a sitting room and study, the third a private library, the second a dining area, and the first a receiving area for guests. Nothing of value remains in Ghul's Tower.

The third level of this tower connects to the third level of the Tower of the Guardians to the immediate southeast.

5. ANCIENT ARMORIES

Now looted and empty, two chambers down a short passage from Ghul's Tower once contained weapons (westernmost) and armor (easternmost) for the guards in the fortress—mostly

orcs and ogres, but also a variety of other monsters. Only hooks and empty racks suggest the rooms' former purpose.

6. OLD BARRACKS

Once the quarters of a number of Ghul's elite soldiers—in this case, Sorn-Ulth orcs—this room between the armories (Area 5) and Hall of Shadows (Area 7) now stands empty. Iron bed frames and rusted iron-bound wooden chests furnish the room, but there is nothing of value. Presumably, when Goth Gulgamel was intact, it held many such chambers.

7. HALL OF SHADOWS (EL 19)

Characters heading west out of the **main entrance** enter into a long hallway with a fifty-foot-high vaulted ceiling. Wide pillars line the walls, and in between each set of pillars stands a twenty-three-foot-tall statue of a muscular figure in armor. There are sixteen statues total. The room is completely dark; no matter what illumination the player characters bring with them, the hall stays shadowy and dimly lit. A Spot check (DC 20) reveals that the shadows seem to move and scuttle about. (This is an effect of the room—these shadows cannot harm or interact with anything, but they also cannot be affected themselves.)

Soul Riders

The **soul riders** are a group of mutant creatures who have long ago discarded their own bodies; their souls can take over or "ride" the souls of other creatures (see Chapter 6: Organizations for details).

Player characters who are hostile to the soul riders will find perhaps the most dangerous encounter in Goth Gulgamel right here in this room. It is likely that 2d6 of the dozen soul riders will be here at any given time, each tied to one of the statues. They also keep four mighty human fighters here to "ride" if they need to accomplish something physical—like driving off intruders. (They sustain these hosts with food and water brought here by controlled wizards from the city.) If the PCs attempt to confront the soul riders here, not only must they face the four guardians, but any soul riders not attached to the fighters can attempt to launch soul control over the intruders each round (Will save, DC 25, to resist).

However, the soul riders may have no desire or reason to fight—or even reveal themselves—to any PC intruders. They would rather keep their presence here a secret; if that's not possible, they prefer to allow player characters to enter Goth Gulgamel and destroy the other creatures in the extradimensional fortress. While they do not consider the other forces here their enemies, they would have no objection to being the stronghold's only residents. It is also worth noting that the soul riders would never want anything to happen to Ptolus, because that would leave them with no one to ride. So if the PCs are on a mission of great import, they may actually *help* them, offering advice and an idea of the fortress' layout.



Goth Gulgamel as it appeared during the Ghulwar.

Main entrance, page 488

Soul riders, page 137

While creatures like the soul riders do not actually need a "base," they find it useful to have one spot where they can gather in controlled bodies and meet in secret.

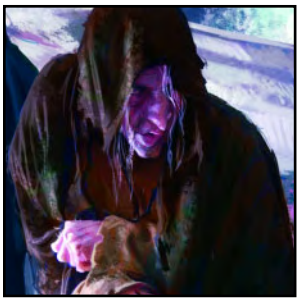
Controlled Guardians (4)*
Male or female humans (Lawful Good)
Fighter12 **CR** 12
HD 12d10+24 **hp** 88
Init +5 **Speed** 20 feet
AC 22, touch 12, flat-footed 21
BAB/Grapple +12/+15
Attack +19 melee (1d12+6+1d6 cold, greataxe) or +17 ranged (1d8+7+1d6 electricity, 19–20/×3, longbow)
Full Attack +19/+14/+9 melee (1d12+6 +1d6 cold, greataxe) or +17/+12/+7 ranged (1d8+7 +1d6 electricity, 19–20/×3, longbow)
Fort +10, **Ref** +5, **Will** +4

Ageless Titan, page 497

DM TIPS

Remember that any creature of good alignment suffers a –4 morale penalty on attacks, saves, and checks while in Goth Gulgamel, due to the Dread (see page 487).

Zaug, page 633
Elder Brood, page 634



Harrow elves, the blighted ones, page 52

In the end, Ghul simply wished to be the Dread One and wanted Goth Gulgamel to be Jabel Shammar. Yet, Ghul himself was never able to gain entrance to the notorious fortress atop the Spire.

Chamber in Ghul's Labyrinth, page 421

An explorer named Chrystara is interested in getting inside Goth Gulgamel and may approach suitably powerful PCs about it in a local tavern. She won't say why she wants to go there, though...

Str 16, **Dex** 12, **Con** 15, **Int** 10, **Wis** 10, **Cha** 11
Crucial Skills: Climb +17, Hide +3, Jump +17, Listen +2, Spot +2.
Other Skills: Survival +1, Swim +12.
Crucial Feats: Blind-Fight, Combat Reflexes, Point Blank Shot, Precise Shot.
Other Feats: Alertness, Greater Weapon Focus (greataxe), Greater Weapon Focus (longbow), Improved Critical (longbow), Improved Initiative, Weapon Focus (greataxe), Weapon Focus (longbow), Weapon Specialization (longbow).
Possessions: *+2 full plate armor, +2 cold greataxe*, masterwork composite longbow (Strength +3), *+2 shock arrows* (12), *ring of protection +1; potions of cure serious wounds, heroism,* and *divine favor;* 50 feet of rope.
* While controlled, the guardians do not suffer the –4 penalty due to the Dread.

8. TOWER OF THE HARROWING

This two-level tower holds the chambers Ghul and his minions—including such minor Galchutt as the **zaug** and the **Elder Brood**—used in ages past to torture captured Elder Elves, twisting them into the **Harrow elves** of today. (There were similar torture areas deeper in the complex as well; now they are lost to the Utterdark.) The chambers here hold torture devices of all kinds: racks, iron maidens, pillories, furnaces and branding irons, and a variety of knives, needles, spikes, hooks, hammers, and other grisly implements.

Due to the powerful psychic resonance of the place and the terrible things that happened here, any elf who enters this tower must succeed at a Will save (DC 26) or be stunned for 1d6 rounds, then shaken for 1d6 minutes. This is a mind-affecting, supernatural fear effect. A Harrow elf who enters automatically fails the save.

9. COURTYARD AND SIDE ENTRANCE

This forlorn open-air courtyard at the south end of the fortress is empty. The door leading into the fortress is double-locked conventionally (Open Lock, DC 30, for both) and also *arcane locked*. The entry room feels extremely cold; anyone passing through it sustains 1d6 points of cold damage. Anyone lingering here suffers 1d6 points of cold damage each round.

10. OLD STORAGE

Once the grisly meat locker for storing food for some of Ghul's servants, this cold chamber reeks of rot. Hooks on chains dangle from the fifteen-foot ceiling. A few bones lie scattered across the smooth stone floor stained with ancient blood.

11. OLD TEMPLE (EL 14)

Ghul encouraged—even forced—his followers to worship him as a god. He created this temple chamber to serve as a shrine to himself. Black draperies cover the walls, each embroidered with the skull symbol of Ghul in glossy black fabric. In the center of the room, a black altar with inlaid silver plates in the shape of Ghul's skull symbol sits atop a steep eight-foot-high dais. The chamber is *unhallowed*.

Ghul himself never attained true divinity (a Knowledge [religion] check, DC 25, confirms this), so his altar has no power. However, hidden within it (Search, DC 25), a small compartment holds a stone idol of the **Ageless Titan**, with an attached brass plate bearing his name: Kadavalus.

Piled around the altar on the dais, up to the altar's very base, lay scores of small mummified figures. These are children, aged five to ten, that Ghul slew and mummified to desecrate his temple. Today these tiny corpses are extremely brittle, virtually turning to dust at a touch. If anyone disturbs them, portions of various mummies leap into the air and form into two devourers. Each has what appears to be the spirit of a child trapped in its cagelike chest.

Devourers (2): 78 hp each; see MM.

Tactics: Since each devourer holds only the essence of a 1 HD child, each has only five uses of spell-like abilities. They are likely to blast away at foes with confusion (perhaps multiple times) and then move in to use their trap essence ability on a creature more substantial than the child they currently imprison.

Experience Points: Award 150 percent of normal experience for both devourers.

12. CHAMBER OF COLD

An oddly-shaped room near the north end of the fortress lies within the grip of soul-numbing cold due to an ancient spell of great power that Ghul once cast here. Anyone within it suffers 1d6 points of cold damage each round. The room is empty, but an elaborate mural covers the eastern wall. It depicts Ghul himself in shining silver armor, wielding a massive greatsword and commanding a vast army of bizarre and horrible creatures within a massive cavern.

This mural radiates magic (strong transmutation). It transports anyone who deliberately walks into it fifteen hundred feet directly down, to a chamber with a similar-looking mural. This matching chamber within **Ghul's Labyrinth** connects to many other areas below Ptolus. One can use the mural in that room to return to this one, so the transport effect is two-way.

13. LOOKOUT TOWER

Stairs from the Chamber of Cold lead up to a tower that peeks out of the Spire and overlooks the surrounding countryside.



14. PATH OF BURNING SOULS (EL 15, 16, AND 16)

This enormous, winding area appears to be a natural cavern. In reality, it is no more natural than any other portion of Goth Gulgamel. The entire cavern is dotted with pits of bubbling lava. Powerful and twisted illusions make it appear to any observer that the lava is actually a pit of souls tormented within fire—incorporeal humanoid forms seem to writhe and swirl in the red-hot miasma, so it looks like the salamander inhabitants of the room literally swim in burning souls. The lava itself is quite real; it inflicts 2d6 points of damage each round to anyone touching it and 20d6 to anyone submerged in it. The pits are all five to ten feet deep.

Once a place of torture Ghul used to imprison and torment his captured enemies, the Path of Burning Souls has become the refuge of the followers of **Ochremeshk**, who await the return of their demonic master. Presumably, if the demon god ever did come here, the place would teem with lesser demons, but the only creatures here now are his fire-using servitors.

Scattered throughout this vast, snaking chamber, ten salamanders led by a salamander noble cavort amid the lava pools. Just barely tolerating their presence are six hellfire giants: fiendish fire giants of consummate evil who live in the eastern end of the path, although sometimes one may stand sentry at the western end.

Encounters on the Path

The disorganized inhabitants of Path of Burning Souls spread themselves out to the point where intruders are unlikely to encounter all of them at once. More likely, player characters will face three separate encounters:

1. A single giant and six salamanders together (EL 15).
2. The salamander noble, the remaining four salamanders, and two more giants.
3. The remaining three giants.

However, if any one encounter lasts more than 5 rounds, creatures from another encounter may come to investigate the noise.

Average Salamanders (10): hp 58 each; see MM.

Salamander Noble: hp 112; see MM. He has a +3 *longspear,* magically fireproof leather pouch containing ten 200 gp rubies, a *ring of solidified fire* (this magical ring confers no powers or benefits, although it is worth 5,000 gp as a curiosity and piece of jewelry—it also has a special function in the **Temple of Blood**).

Hellfire Giants (6): hp 142 each; as "fire giant" in MM but add DR 10/magic, SR 20, cold resistance 10, and the ability to smite good once per day, inflicting 15 points of extra damage to a good foe. These giants wear

DM TIPS

Some DMs may want to make the souls in the lava pits real. If you do, you should provide a means (such as a freedom *spell) to release the trapped souls.*



Ochremeshk, page 623

Temple of Blood, page 493



Demonskull Talisman

This small, angular, bestial skull appears to be the actual shrunken skull of a fiendish creature, with horns and sharp teeth. It is the unholy symbol of Ochremeshk, the Demon God. The talisman is a gift from Ochremeshk himself, allowing the possessor to reroll any single die roll made by that character. The decision to reroll comes after the original roll is made, and the player may use the higher of the two rolls. After one use, the talisman turns to powder. These items cannot be made by mortals, only by Ochremeshk himself.

Strong transmutation; CL 20th

Some Orcish Words

The three orc subraces have vaguely different dialects of the same root language. Since Orcish comes from Westron (page 45) and Abyssal (page 44), the dialects vary based on whether they are more of one than the other.

Bruhur	=	*Enemy*
Nar	=	*No*
Nom	=	*Axe*
Orn	=	*Howl*
Rask	=	*Kill*
Rul	=	*Fist*
Sorn	=	*Breath*
Toruk	=	*Closed*
Ulth	=	*Blood*

+1 full plate armor (add +2 to their Armor Class for a total of AC 25) and wield masterwork greatswords (add +1 to standard fire giant attack rolls).

Possessions: *+1 full plate armor,* huge masterwork greatsword. One giant has a ***demonskull talisman.*** Another has a *ring of solidified fire* like that of the salamander noble.

Tactics: The inhabitants are likely to attack any intruder they see and fight to the death. They all use the burning souls pits to their advantage, attempting to grapple or bull rush opponents into the lava.

Experience Points: The hellfire giants are each CR 12. Award 150 percent of normal experience for all monsters in this area.

15. PASSAGE TO THE ORC CAVES

This passage stemming from the Path of Burning Souls winds for another three thousand feet, widening every five hundred feet into what appears to have once been a guard post (now unmanned). The corridor continues to spiral ever downward until it becomes what it looks like—a passage hewn from the living rock. Only those with stonecunning are likely to notice the transition.

The path leads to a large complex made of both natural and created caverns beneath what is now the Nobles' Quarter. Here, descendants of the Sorn-Ulth orcs created by Ghul live in darkness, practicing their foul sorceries. As time passes, they grow more bold—and more likely to venture up into the city above from time to time. If the more powerful current residents in Goth Gulgamel were to leave, Zathiriax (female orc sorcerer14) would most likely lead the Sorn-Ulth back up into the fortress.

The Sorn-Ulth caves, in turn, lead to caverns filled with Toruk-Rul orcs. Although the Toruk-Rul are three times as numerous as the Sorn-Ulth, the Sorn-Ulth dominate their less intelligent brethren. All total, between three hundred and four hundred orcs dwell in these caves: the legacy of Ghul.

Assuming one can fight or sneak through the orc caves, they eventually connect to other natural cave systems and tunnels of ancient origin below the city, and thus to numerous access points in the surface.

16. MINOR VAULT (EL 11)

The massive door to this chamber near the end of the Path of Burning Souls is made of iron a foot thick, with a hardness of 10, 360 hit points, and a break DC of 35. It is triple locked (Open Lock, DC 35) and *arcane locked* as well. To one side of the door, the wall holds a secret keyhole (Search, DC 25; Open Lock, DC 30). If anyone attempts to open the door without first activating that hidden lock bypass, a trap door opens in front of the door, dumping anyone within ten feet down a fifty-foot pit with poisoned spikes.

Poisoned Spiked Pit Trap: CR 11; mechanical; touch trigger; manual reset; hidden lock bypass (see above); Reflex save, DC 20, avoids; 50 feet deep (5d6, fall); multiple targets (see above); pit spikes (attack +15 melee, 1d4 spikes per target for 1d4+5 plus poison each); poison (purple worm poison, Fortitude save, DC 24, to resist, 1d6 Strength/2d6 Strength); Search DC 20; Disable Device DC 30.

Ghul maintained a number of secured storerooms for potent magic items and other objects of worth, most now lost in the Utterdark. This is one such vault. Inside the small room beyond the door lies a table of polished ebony wood and an iron rack of weapons mounted on the wall.

Table: On the table rests a locked silver box (Open Lock, DC 35). The silk-lined box contains a pair of *lenses of the Utterdark* (see sidebar, next page) and a *wand of deeper darkness* (50 charges).

GHUL'S ORCS

The **Sorn-Ulth** have skin as black as pitch and beady white bulbous eyes. Their faces look more human than those of other orcs, but they are still bestial. Most walk hunched over. Use standard orc statistics with the following modifications: –2 Strength, +4 Intelligence, +2 Wisdom, +4 Charisma. Sorn-Ulth have a +2 racial bonus to Spellcraft and Knowledge (arcana) checks. Their favored class is sorcerer, and there are many fighter/sorcerer multiclassed Sorn-Ulth.

Toruk-Rul have dark green skin and large, usually hairy heads. Toruk-Rul stand almost six inches taller on average than the standard orc. They are particularly muscular and have an additional +2 Strength modification over normal orcs. They also enjoy a +1 natural armor bonus. Their favored class is fighter. They receive a +1 adjustment to Challenge Rating and Level Adjustment.



Weapons Rack: This weapon rack holds ten masterwork short spears, five *+1 battleaxes*, two *+1 longswords*, a *+1 bastard sword*, and a *+1 light mace*.

Secret Stash: A secret door behind the weapons rack proves challenging to find (Search, DC 25). It is also locked (Open Lock, DC 35). Behind it lies a small niche with another weapons rack that still holds a *+1 unholy adamantine longsword* and quiver of ten *+3 arrows* and an *arrow of greater slaying* (elves).

17. BLOOD TEMPLE (EL 15)

The walls of this room farther down the passage from the Path of Burning Souls appear to have been burned recently. Crude images of hellish flames, tortured souls, and cavorting demons now cover the walls. In the middle of the room rests a solid block of reddish stone with veins of black running through it like streaks of dark lightning. This stone measures six feet long and three feet high and wide. Atop it rest four macabre black candlesticks.

This chamber was once an open staging area for Ghul's guards, but of late it serves a very different purpose. It is now a temple to **Ochremeshk**. The creatures that have come here awaiting the demon god's return have transformed the room to suit their needs, and those of their dread master. The entire area is *unhallowed*. Each blood troll (see below) gains the effects of a *bless* spell while here.

An open door at the west end of the temple leads into the room where the blood trolls live. This side chamber is a mess and contains nothing but miscellaneous worthless gear.

The Altar

The reddish block of stone in the temple is magical, having been brought here by the hellfire giants from their own foul nether-home. Any non-evil-aligned character who touches it must make a Fortitude saving throw (DC 22). Those who fail this saving throw are nauseated for 1d4+1 rounds and suffer 1d4 points of Wisdom damage as their minds fill with horrible, hellish images. Even those who make successful saves are nauseated for 1 round as they catch a brief mental glimpse.

Anyone with a ***demonskull talisman*** (such as **Quiral**) who touches it to the altar gains a +1 luck bonus on all attack and damage rolls for ten minutes once per day. If one of the *rings of solidified fire* from the **Path of Burning Souls** is touched to the altar, the wearer can contact Ochremeshk and gain the effect of a *divination* spell.

In either case, if the creature touching the talisman or ring to the altar is not a worshipper of Ochremeshk, the act instantly conjures a vrock demon that attacks the offender immediately and fights until one of them is dead.

Vrock: hp 115; see MM.



The Blood

The blood are fiendish, intelligent trolls. Their skin is blood red, and their faces seem somewhat more humanlike than other trolls'. Blood trolls remain some of the most devout servants of Ochremeshk. The priest of their temple resides nearby.

Blood Trolls (8): hp 80 each; as standard troll in MM but add DR 5/magic, SR 11, resistance to cold 5 and fire 5, and the ability to smite good once per day, inflicting 6 points of extra damage to a good foe. They also have Intelligence 10 and Sense Motive +8. Each wears spiked full plate armor (+8 armor bonus, for a total of AC 24, speed 20 feet) and carries a masterwork composite longbow (Strength +6) in order to make ranged attacks (+7 attack, 2d6+6 points of damage).

Possessions: Spiked full plate armor, masterwork large composite longbow (Strength +6), arrows (20).

Tactics: Usually, at least two of the blood trolls are in the temple at any given time, while the others stay in the side chamber, relaxing but fairly alert. They like to double-up on their opponents and attempt to throw or push them into the altar if possible. Blood trolls prefer to use their natural claws and bite when in melee. They call for their priest, Quiral, in the next room only if they are outnumbered, although he may hear the sounds of combat in the temple and come on his own.

Experience Points: Each blood troll is CR 7. In addition, award 150 percent of normal experience for each of them.

Lenses of the Utterdark

These special lenses fit over any creature's eyes. The wearer can see in absolutely any darkness up to sixty feet, including magical darkness and even the Utterdark. While wearing them, a creature cannot see in any kind of light, however—one becomes blind in anything but total darkness.

Strong divination; CL 13th; Craft Wondrous Item, darkvision, limited wish*; Price 24,000 gp*

Ochremeshk, page 623

It's not always interesting to have creatures just sitting around in their quarters. Feel free to place the blood trolls in the middle of a horrific ceremony in their temple here, or have a few wandering blood trolls out speaking with their erstwhile allies the hellfire giants in the Path of Burning Souls (page 491).

Demonskull talisman, page 492
Quiral, page 494



Path of Burning Souls, page 491

Blood Temple, page 493

Once, this fortress and the warrens carved out below what is now Ptolus held many breeding pits and laboratories that produced Harrow elves, Sorn-Ulth orcs, and other monstrosities. Those in Goth Gulgamel all have been lost to the Utterdark except for the one in Area 19, but more may remain hidden away beneath Ptolus.

DM TIPS

Remember, that any creature of good alignment suffers a –4 morale penalty on attacks, saves, and checks while in Goth Gulgamel, due to the Dread (see page 487).



18. BLOOD PRIEST (EL 14)

The high priest of the Blood Temple and the leader of the blood trolls in general is Quiral the cleric, who lives in a room adjoining the temple. Originally a storeroom of some kind, this chamber includes old crates and barrels now used as furniture. It is crude but private compared to where the other blood trolls live (see above).

Quiral is missing an eye and has a large but crude ruby in the empty socket. He suffers no penalties from the loss, as he has adapted to it.

Quiral
Blood troll (Large giant), (Chaotic Evil)
Cleric7 (Ochremeshk) **CR** 14
HD 6d8+36 + 7d8+42 **hp** 147
Init +1 **Speed** 20 feet
AC 24, touch 10, flat-footed 23
BAB/Grapple +9/+20
Attack +15 melee (1d6+7, claw)
Full Attack +15 melee (1d6+7, 2 claws) and +13 melee (1d6+3, bite)
SA Rend 2d6+10, smite good 1/day (+13 damage to good)
SQ DR 10/magic, SR 18, darkvision 90 feet, low-light vision, regeneration 5, scent, resistance to cold 5 and fire 5
Fort +16, **Ref** +5, **Will** +11
Str 24, **Dex** 12, **Con** 23, **Int** 11, **Wis** 14, **Cha** 5
Crucial Skills: Concentration +14, Listen +10, Spot +10.
Other Skills: Knowledge (religion) +8.
Crucial Feats: Power Attack.
Other Feats: Brew Potion, Iron Will, Multiattack, Scribe Scroll.
Domains: Evil, Chaos.
Spells: 6/5+1/4+1/2+1/1+1; save DC 12 + spell level.
4th—*divine power, wall of fire*.
3rd—*cure serious wounds, magic circle against good, resist energy.*
2nd—*bear's endurance, bull's strength, hold person, shatter, silence.*
1st—*protection from law, cure light wounds, divine favor, entropic shield, magic weapon, shield of faith.*
0—*cure minor wounds, detect magic* (2), *read magic, resistance* (2).
Possessions: +1 *spiked full plate armor, potions of cure moderate wounds* (4), *potion of cure serious wounds*, scroll of *divine favor* (×3) and *divine power*, scroll of *hold person* (×2), ruby worth 100 gp.

Tactics: Quiral goes into battle with *resist energy* (acid) cast, as well as *divine power* (+6 to Strength, +8 on attack rolls, +3 to damage, +7 temporary hit points) and *bear's endurance* (+2 on Fortitude saves and Concentration checks, +26 hit points). If there's time, he casts *divine favor* (+2 bonus on attack and damage rolls) and *shield of faith* (+3 bonus to Armor Class for a total of AC 27) before entering combat, and *bull's strength* on one of the other blood trolls. He then goes right into melee, unless his foes are clumped together so that a *wall of fire* would cause them a great deal of trouble.

19. THE LABORATORY (EL 12)

This long chamber off a hallway leading from the **Blood Temple** (Area 17) contains a dozen large, cylindrical glass vats that measure seven feet high and three feet across. Four of them still contain brackish, green-hued liquid and what appear to be shriveled corpses suspended within. Workbenches with alchemical tools and equipment line the walls.

A careful search (DC 25) of the alchemical equipment on the workbenches reveals a sealed jar containing three *potions of cure serious wounds* and a packet of dust that, when added to water, produces two doses of *universal solvent*. There are also sixteen flasks of acid, one flask of alchemist's fire, and twenty tindertwigs amid the tables.

The vats contain the remnants of what once were elves. These would have been transformed into Harrow elves, but they have been here far too long. They have instead turned into bodaks, which leap out of the vats (as a move action) if anyone approaches them, hoping for surprise. They stink of vinegary chemicals.

Bodaks (4): 58 hp each; see MM.

20. LAIR OF THE RAKSHASA LORD (EL 12)

Just west of the chamber of the blood lies a room decorated with a macabre sense. Everything here is made of fused bones: two chairs, a table, a bed, a chest of drawers, and a pair of wardrobes. Even the walls, ceiling, and floor are covered in a layer of carefully placed bones. Four braziers made from skulls sit unlit in the room's corners.

Unlike so many inhabitants of Goth Gulgamel today, Liilor the rakshasa was actually one of Ghul's servants—a master alchemist who oversaw many of the Skull-King's laboratories.

Liilor, Rakshasa: 77 hp; see MM but Liilor also wields a *staff of power* (adds a +2 bonus to Armor Class for a total of AC 23). Liilor's natural Charisma score is 21, and he wears a *cloak of charisma +4*, making his Charisma 25. This grants an additional bonus of +3 to the save Difficulty Classes of his *detect thoughts* ability, as well as all of his spells, and a +3 bonus to all his Charisma-based skills. He also can cast one additional spell of levels 1, 2, and 3 each day and has 10 bonus ranks of Craft (alchemy) and a special +10 competence bonus on Craft (alchemy) checks.
Possessions: *Staff of power* (22 charges), *cloak of charisma +4,* and *potions of cure serious wounds, fly,* and *displacement.*

Tactics: In case of a fight, the rakshasa already will have cast *mage armor* (+4 bonus to Armor

Class for a total of AC 27). If he knows intruders are nearby, he dons a tattered cloak, takes the shape of an elf, and casts *invisibility* and *bear's endurance* (giving him a +2 bonus on Fortitude saves, Concentration checks, and 14 more hit points). Then he moves to spy on them, using *detect thoughts* to learn what he can.

If discovered, or when he decides to show himself, his strategy is to convince the player characters he is a ghost of an Elder Elf slain here during Ghul's creation of the Harrow elves. He tells them they can go no farther without the "Gulgamel Key," which is in the possession of the Ageless Titan in the **Chamber of Immortal Fears** (Area 23). This is a lie. If they do not believe him, or if they do not immediately leave him alone, he then attempts to guide them into the Laboratory (Area 19) to face the bodaks; he moves to attack immediately after they have dealt with them. He casts *haste* and charges into the fight.

If attacked, he uses his staff to unleash a *fireball* or *lightning bolt,* or he uses *hold monster*. If seriously threatened, he uses the staff to create a *wall of force* barrier around himself—particularly if the party has weapons that can bypass his damage reduction—and calls for the other rakshasas (from Area 21).

Experience Points: Because he is equipped so well, award double experience points for Liilor.

Treasure: The wardrobes and chest of drawers hold fine clothing and personal belongings, including 500 gp worth of perfumes and a jeweled hand mirror and comb set worth a total of 450 gp.

21. MORE RAKSHASAS (EL 13)

Brightly colored silken pillows cover the floor of this room just south of the chamber of the blood trolls. It is dimly lit by two *everburning braziers* (similar to *everburning torches*, but only one-third as bright) that emit a pleasant lilac odor. The room magically produces the light strumming sound of harp music.

The rakshasas here, two assistants of Liilor, have spent the last few hundred years in a meditative state. Sounds of combat, or the call of Liilor, rouses them; they are ready 1 round later to take action. If intruders somehow reach this chamber without alerting the rakshasas, they see them sitting in the lotus position on silken pillows, covered in a smattering of dust. They use similar tactics to Liilor (*mage armor, bear's endurance,* and *haste*) before going into a fight.

Rakshasas (2): 52 hp each; see MM.

Experience Points: Award 150 percent of normal experience points for overcoming the rakshasas.

Treasure: Under a pile of pillows, a locked iron chest (Open Lock, DC 30) holds fifty 10 gp agates, ten 100 gp sapphires, and three 500 gp pearls.

22. MAUSOLEUM OF THE CTHORN (EL 16 AND 16)

A bluish-white glow dimly lights this long passage off a hallway leading from the **Path of Burning Souls**. The ceiling is twenty feet high, and a ten-foot-wide ledge runs along the eastern half of the hall at a height of twelve feet. At the far end of the hall, steps lead down to a small crypt with five empty niches.

Cthorn Background

An ancient race devoted to the cause of darkness, the cthorn lived mostly in what is now **Kem** far to the southeast. Before coming to the Spire, Ghul slew the last members of this corrupt and dying race, and stole from them their knowledge. However, when he created Goth Gulgamel, he brought their remains here, entombed in a shrine-mausoleum honoring their slavish dedication to black magic.

The power of the cthorn was so great that their spirits managed to use the dark energies from the nearby banes of the **Banewarrens** to bring themselves back from the dead. They rose as undead but retained many qualities and talents they had while alive.

In life, the cthorn were six-armed humanoids adept at completing multiple tasks at once with all their many hands. Cthorn combatants usually wielded one two-handed weapon, one shield, and three one-handed weapons all at once.

The undead cthorn here are all either blackguards or wizards. The cthorn blackguards make all melee attacks as if they wielded weapons with the *unholy* quality. Cthorn wizards can make a "full spell action" that allows them to cast two standard-action spells or use two spell-completion or spell-trigger items (or any combination thereof) in a single round, provided they take only a five-foot step. They have all other standard undead traits.

Cthorn Encounters

Two cthorn blackguards (EL 16) watch the mausoleum's entrance in eternal vigilance from atop the high ledge. They attack all who approach, first by letting javelins fly (they can throw three in a single round with a full attack action) and then by casting *doom* and *shatter*. They wait for melee-eager foes to come to them, casting *bull's strength* (adds a +2 bonus to attack and damage rolls) while they wait, if time permits. Then they move into melee, always attempting to get flanking positions and usually both concentrating on one foe at a time.

Two cthorn wizards and another blackguard (EL 16) wait in the back of the mausoleum but are more likely to cast spells to prepare for battle than rush to join their fellows. The wizards cast

Path of Burning Souls, page 491

Kem, page 41



Chamber of Immortal Fears, page 497

The Banewarrens, page 419

Characters interested in ancient and arcane lore will be curious about the cthorn, a race that exists only in an undead state today and is all but forgotten.

The cthorn created the original Book of Darkness, *using divinations that allowed them to look into the shadowy past and get information from the* Book of Inverted Darkness.



DM TIPS

It's effective to have the player characters encounter the cthorn here before having ever heard of them elsewhere. The idea that this fortress holds evils so ancient that no one even remembers them creates the proper mood. After initial contact, the PCs can recall obscure mentions of them with a Knowledge (history) check (DC 25) or Knowledge (arcana) check (DC 30).

Unlike most of the other denizens of Goth Gulgamel today, the cthorn despise Ghul and grow angry even at the mention of his name. But then, they're always angry, their undead state fueled by the bitterness and spite of the Skull-King's genocidal attack. Good characters, however, should not mourn the slaughtered cthorn or feel too much sympathy for them—they were as vile a race as can be imagined.

cat's grace (+2 bonus on Reflex saves, Armor Class, and Dexterity-based skills, for a total of AC 23) *shield* (+4 bonus to Armor Class for a total of AC 27), *stoneskin*, *expeditious retreat*, *fly*, *invisibility*, and *fire shield* (chill version) on themselves, in that order, casting two spells each round. Then one casts *greater invisibility* on the blackguard with them. Meanwhile, the blackguard casts *bull's strength* (+2 bonus on attack and damage rolls) and—just as foes approach—*summon monster I*. The summoned fiendish hawk is for flanking foes who can see him; if no one can *see invisibility*, he enjoys his sneak attack with each attack. The wizards pound foes with *fireball*, *magic missile*, and *Mel's acid arrow*, but they don't hesitate to try *dominate person* on a fighter or rogue. With the *fire shield*, *stoneskin*, and their impressive Armor Classes, they aren't afraid to let foes into melee combat with them, particularly since using their wands does not provoke attacks of opportunity.

Cthorn Blackguards (3)
Medium undead humanoids (Neutral Evil)
Fighter6/blackguard5 **CR** 13
HD 6d12 + 5d12 **hp** 72
Init +7 **Speed** 20 feet
AC 26, touch 13, flat-footed 23
BAB/Grapple +11/+14
Attack +16 melee (1d12+7 +2d6 unholy, greataxe) or +15 ranged (1d6+3, javelin)
Full Attack +16/+11 melee (1d12+7+2d6 unholy, greataxe) and +13 melee (1d8+2+2d6 unholy, 2 longswords) and +13 melee (1d8+1+2d6 unholy, battleaxe), or +15 ranged (1d6+3, 3 javelin)
SA All melee attacks treated as unholy, sneak attack +1d6, smite good (+3 attack, +5 damage) 2/day
SQ Undead traits, darkvision 60 feet, aura of evil, aura of despair (foes in 10 feet suffer a –2 penalty on saves), command undead, detect good, dark blessing
Fort +12, **Ref** +9, **Will** +9
Str 16, **Dex** 17, **Con** —, **Int** 14, **Wis** 16, **Cha** 16
Crucial Skills: Hide +9*, Intimidate +15, Move Silently +5*.
Other Skills: Knowledge (arcana) +5, Knowledge (religion) +6.
* Indicates a class skill for cthorn.
Crucial Feats: Cleave, Combat Reflexes, Improved Sunder, Power Attack.
Other Feats: Improved Initiative, Multiweapon Fighting, Weapon Focus (greataxe), Weapon Specialization (greataxe).
Possessions: *+2 breastplate, +1 heavy steel shield, +1 greataxe*, two *+1 longswords*, masterwork battleaxe, masterwork javelins (6).
Spells: 2/2/1, save DC 13 + spell level.
3rd—*inflict serious wounds.*
2nd—*bull's strength, shatter.*
1st—*doom, summon monster I.*



Cthorn Wizards (2)
Medium undead humanoids (Neutral Evil)
Wizard10 **CR** 12
HD 10d12 **hp** 65
Init +4 **Speed** 30 feet
AC 21, touch 14, flat-footed 17
BAB/Grapple +5/+5
Attack/Full Attack By spell
SA Cast two spells at once as a full-round spell action.
SQ Undead traits, darkvision 60 feet.
Fort +3, **Ref** +7, **Will** +9
Str 11, **Dex** 19, **Con** —, **Int** 19, **Wis** 14, **Cha** 15
Crucial Skills: Concentration +15, Hide +10*, Listen +6, Move Silently +9*, Spot +6.
Other Skills: Knowledge (arcana) +17, Knowledge (geography) +16, Knowledge (history) +17, Spellcraft +18.
* Indicates a class skill for cthorn.
Crucial Feats: Spell Penetration.
Other Feats: Brew Potion, Enlarge Spell, Heighten Spell, Magical Aptitude, Scribe Scroll, Still Spell.
Spells: 4/5/5/4/3/2; save DC 14 + spell level.
5th—*dominate person, hold monster.*
4th—*contagion, fire shield, greater invisibility* heightened *lightning bolt.*
3rd—*dispel magic, fireball, fly, heroism.*
2nd—*cat's grace, command undead, hypnotic pattern, invisibility, web.*

1st—*endure elements, expeditious retreat, magic missile, shield, shocking grasp.*
0—*acid splash, detect magic, mage hand, touch of fatigue.*
Possessions: *Bracers of armor +4, wand of Mel's acid arrow* (50 charges), *wand of ice storm* (24 charges), scroll of *stoneskin.*

Experience Points: Award 150 percent of normal XP for each cthorn overcome.

23. CHAMBER OF IMMORTAL FEARS (EL 22)

The entrance to this chamber west of the Mausoleum of the Cthorn (Area 22) appears to be a shimmering curtain of moving shadows, impenetrable even with *true seeing*. The curtain is only about a foot thick, but it has been magically poisoned. The poisoned shadow inflicts 1d6/1d6 points of temporary Constitution damage (Fortitude save, DC 25). Even creatures immune to poison can be affected by this magical shadowborne toxin, although they gain a +4 bonus on the saving throw.

Vast and strange, the Chamber of Immortal Fears has no walls, floors, or ceiling—it is entirely open to the Utterdark. Twenty-foot-wide walkways of fused bone connect to platforms of floating black stone. Destrachans wait upon the entrance and first platform; they were enslaved long ago by one of the **Charad Titans** corrupted by the **Galchutt**. This titan killed himself only to receive the immortality of undeath. Now he remains here on the final platform, in a sort of eternal slumber.

The Fear

Any living creature that enters this chamber (other than the destrachans or rakshasas native to Goth Gulgamel) must make a Will save (DC 23) or become shaken. Shaken creatures must then make additional saves, once each round, to avoid becoming frightened. Frightened creatures remaining in the chamber longer than 1 round automatically begin cowering.

Walkways and Platforms

The walkways across the Utterdark here are made of fused humanoid bones and skulls. Moving across them at a rate faster than one's speed (that is, by making a double move or running) requires a Balance check (DC 15) to avoid tripping and falling. Each walkway is about three feet thick with a hardness of 4, 360 hp, and a break DC of 35.

The stone platforms in between walkways measure twenty feet thick and float in the Utterdark. Anyone who falls off one of the walkways or platforms is lost in the Utterdark. Anyone who leaves the walkways or platforms in any direction enters the Utterdark after moving twenty feet away from the solid surfaces.

The Guardians

For centuries, a small clan of destrachans has lived in Goth Gulgamel, slaves of an evil Charad Titan. They secretly use the passage to the **Sorn-Ulth caves** (Area 15) to hunt and feed on the orcs and explore other locations beneath the city (but they never venture to the surface). The remaining members of the clan guard here, watching over their master's eternal rest. They attack intruders without question.

Four destrachans stand on the walkway near the entrance and remain alert and on guard. Four more relax on the first platform and seem likely to stand their ground.

Sadistic creatures, the destrachans likely use their nonlethal sonic attacks, hoping to capture any intruders for later torments and live feedings. When possible, they all focus their cones on the same foes, to overwhelm them quickly. They do not awaken the titan.

Destrachans (8): 60 hp each; see MM.

Awakening the Ageless Titan

Upon the final platform at the northwest end of the chamber stands a figure twenty-five feet tall. The rags of a funerary vestment cling to his desiccated flesh and gaunt bones. The figure does not stir, even if approached. The titan awakens on only two conditions:

1. If attacked or damaged in any way; or
2. If someone standing on the stone platform upon which he sleeps says his name, Kadavalus. His name can be discovered in Ghul's **Old Temple** (Area 11) or by making a Knowledge (history) check (DC 35).

If attacked or damaged, the titan first uses an ancient pact he made aeons before, casting *gate* to summon 1d6+2 **rhodintor** to him. They do as he bids without hesitation. Then he attacks any intruders he sees, not stopping until at least one of them is dead as a price for the transgression. At that point, he pauses to allow foes to parley with him, if they want to—he is always curious as to why someone would awaken him.

Should someone awaken him with his name, Kadavalus asks why he has been disturbed. A foolish answer, such as "it was an accident," leads him to launch an attack, such as a *meteor swarm*. Otherwise, the player characters can attempt a Diplomacy check. The check gains a +4 circumstance bonus if the PCs present the titan with a gift of a magic item worth at least 10,000 gp. The bonus becomes +6 if the item has an evil aura or connotation. What the titan does next depends on the result of the Diplomacy check.



Sorn-Ulth caves, page 492

The Ageless Titan was an ally of Ghul, but the Half God's most important lieutenants were demons made of darkness called the tenebraccus.

Charad Titans, page 77
Galchutt, page 60



Ghul's Old Temple, page 490

Rhodintor, page 628

Moving in the Utterdark, page 487

DM TIPS

Remember, that any creature of good alignment suffers a –4 morale penalty on attacks, saves, and checks while in Goth Gulgamel, due to the Dread (see page 487).

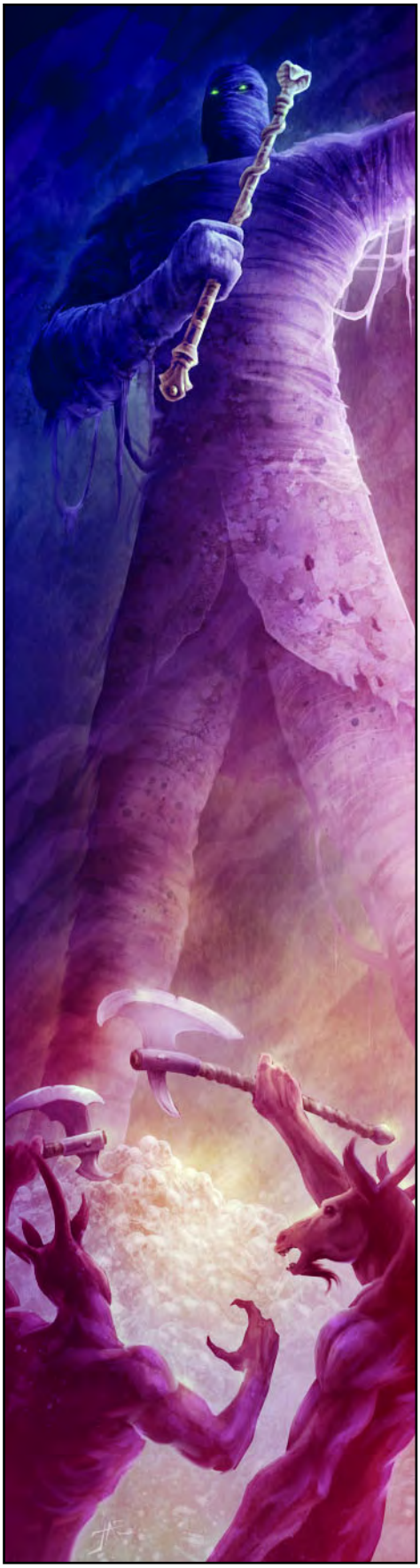
Entropy Sphere, page 499

Interacting with Baenarum the Urthon Aedar is disconcerting because, due to his glimpses of the future, he is likely to know more about the characters than they know about him when they first meet. In addition, he seems cold and compassionless. Like all Urthon Aedar, he is very slow to trust.

One can even use the Entropy Sphere to get to Jabel Shammar.

Urthon Aedar, page 138

"Worthy" candidates, in Baenarum's view, often have received dreams from the Dream King in Dreta Phantas telling them to come and find the city.



DC	Ageless Titan's Response
<25	The titan launches an attack against the PCs for wasting his time.
25	The titan does not attack but demands each character's most powerful magic item, or he attacks. Then he bids them to leave.
30	The titan does not attack. He wants to know more about the characters and the events of the current day. If the PCs answer his questions, they can make another check with a +5 bonus.
35	The titan commends them on the respect they show to their betters and offers to show them the means to get to the **Entropy Sphere**.

Kadavalus, the Ageless Titan: 240 hp; see MM but use evil version of the titan granted undead qualities, 20d12 HD, and no Constitution score. He is immune to turning.

Experience Points: Award 150 percent of normal XP for all opponents defeated in combat. Award normal XP for the titan if the player characters safely parley with him and get through the entropy portal (below), whether they fight him or not.

Portal to the Entropy Sphere

The portal to the Entropy Sphere is controlled by the titan and opens only at his whim—no one can even find it without him. With a wave of his hand, a massive dragon's skull, fifteen feet long and seven feet wide, looms out of the darkness at the edge of his platform. It opens, revealing grey, swirling energy within. Anyone who steps into the energy is transported to the Urthon Aedar sentry (Area 24).

If the titan is destroyed, the portal to the Entropy Sphere opens and remains open forever.

24. URTHON AEDAR SENTRY (EL 20)

On the other side of the magical dragon-head gateway, an **Urthon Aedar** named Baenarum stands guard in a long, wide hallway, acting as a gatekeeper before the Entropy Sphere. Thanks to the future glimpses his race enjoys, Baenarum knows creatures are coming long before they appear. Unless he's positive they are friendly or harmless, he casts *bull's strength* (+2 bonus on attacks, damage, and Jump checks), *see invisibility*, *shield* (+4 bonus to Armor Class for a total of AC 34), and *stoneskin* just before they appear.

Baenarum challenges anyone who approaches him. He attempts to discern why the intruders seek the Entropy Sphere, using Sense Motive and *detect thoughts*. He allows only people **he deems worthy** past him, but those he might actually escort to the back of his hall and through a large opening to the Entropy Sphere. He worries about those who

want to use the sphere to get to **Dreta Phantas**, but those who convince him of the purity of their motives will find him a helpful guide through the portal and into the Dreaming City.

Baenarum
Male Elder Elf (Lawful Neutral)
Fighter8/sorcerer5/eldritch knight6 CR 20
HD 8d10+8 + 5d4+5 + 6d6+6 **hp** 114
Init +4 **Speed** 30 feet
AC 30, touch 14, flat-footed 25
BAB/Grapple +16/+20
Attack +23 melee (2d6+9+2d6 axiomatic, greatsword) or +22 ranged (1d10+1, heavy crossbow)
Full Attack +23/+18/+13/+8 melee (2d6+9+2d6 axiomatic, greatsword) or +22 ranged (1d10+1, heavy crossbow)
SQ Future glimpses (grants a +1 insight bonus to AC, saving throws, and attack rolls; confers a +4 racial bonus to Sense Motive checks; and shows significant events before they happen [DM's discretion]), low-light vision, elven traits
Fort +13, **Ref** +12 **Will** +11
Str 19, **Dex** 18, **Con** 12, **Int** 12, **Wis** 13, **Cha** 23
Languages: Common, Draconic, Elder Elvish, Elvish.
Crucial Skills: Balance +5, Intimidate +10, Jump +12, Listen +7, Sense Motive +8, Spot +3.
Other Skills: Decipher Script +5, Knowledge (arcana)* +10, Knowledge (history)* +9, Knowledge (local)* +7, Spellcraft +14.
* All Urthon Aedar gain a +2 racial bonus on Knowledge (arcana), Knowledge (history) and Knowledge (local) checks (already figured in).
Crucial Feats: Blind-Fight, Dodge, Maximize Spell, Power Attack, Rapid Reload (heavy crossbow), Silent Spell, Spell Penetration.
Other Feats: Iron Will, Lightning Reflexes, Scribe Scroll, Weapon Focus (greatsword), Weapon Specialization (greatsword).
Spells Known: 6/8/8/7/6/4; save DC 16 + spell level.
5th—*cone of cold.*
4th—*stoneskin, wall of fire.*
3rd—*blink, lightning bolt, suggestion.*
2nd—*bull's strength, detect thoughts, see invisibility, web.*
1st—*endure elements, identify, magic missile, shield, true strike.*
0—*dancing lights, detect magic, disrupt undead, flare, light, mage hand, open/close, ray of frost, touch of fatigue.*
Possessions: +5 ***Urthon Aedar full plate armor***, *+1 axiomatic greatsword, +1 heavy crossbow, +1 bolts* (12), *cloak of charisma +4, amulet of natural armor +2.*

25. ENTROPY SPHERE AND GATES OF DELIRIUM

This immense circular chamber resembles the interior of a globe. In the middle, a blazing sphere of power glows like the sun and spins with wild, crackling energy. All around it, six magical doorways stand on platforms connected to the walls of the chamber by very narrow bridges; an equally narrow walkway around the interior of the sphere connects the bridges to each other. The doors seethe with energy flowing from them into the sphere. One of the platforms is mangled and wrecked, the remnants of a shattered door frame on it—it appears as though that magical doorway was destroyed. It still crackles with energy in a less controlled manner than the other doors.



Dreta Phantas, page 457



Urthon Aedar full plate armor, page 138

Once the player characters cross through the dragon-headed gateway to the Urthon Aedar sentry (Area 24), the Dread no longer has any effect.

It should be obvious to the player characters that the chamber of the Entropy Sphere is far more ancient than Goth Gulgamel and was built in a much different style. Technically, this chamber is more a part of Jabel Shammar than it is of Ghul's fortress. Like Goth Gulgamel, however, the space that the sphere occupies does not fully fit into the Spire but is extradimensional in nature.

Eslathagos Malkith, page 75

Sokalahn, page 438
The Banewarrens, page 419
Pits of Insanity, page 416
Vladaams, page 96

Jabel Shammar, page 501
Banewarrens key, page 419

Parnaith's mirrored sphere *(see Necropolis, page 278) allows the owner to pass through the Entropy Sphere into Jabel Shammar.*

Dread One's Staff, page 529
Seeping Portal, page 535

Sorn-Ulth orcs, page 492

One possible Ptolus Campaign could involve a party of Stonelost dwarves on an epic quest to prove the worthiness of their race by entering Goth Gulgamel or destroying the staves of Ghul *(now in the hands of Helmut Itlestein; see "Helmut's Horrid Scheme" in Chapter 33: Adventures).*

Lenses of the Utterdark, page 493



The Dreaming City of Dreta Phantas, page 457

This is the fabled Entropy Sphere, perhaps the grandest creation of **Eslathagos Malkith**. Six gateways into a plane of primal chaos tap that immeasurable energy and direct it into a sphere of great power. The Dread One gained much of his power by tapping into this sphere, and even after his death others have tried to do so as well. Ghul built Goth Gulgamel here to access the Entropy Sphere, and the half-demon lich **Sokalahn** used a spell to destroy one of the gates to unleash the power needed to breach the **Banewarrens**. (Doing so also created the **Pits of Insanity**.) **Yrkyth Vladaam** built a machine called the Enigma Engine to tap into the power of the sphere, but he miscalculated the energies involved and his engine failed spectacularly.

Casting Spells Here

The chaotic energies swirling about this chamber make spellcasting difficult. Any character casting a spell first must make a Spellcraft check (DC 25). Failure means the spell goes wild. See page 416 for information on the Pits of Insanity and the effects of a spell going wild.

Tapping Into the Sphere

Characters can attempt to utilize the wild energies of the Entropy Sphere—even nonspellcasters, but without skill at Spellcraft, success becomes virtually impossible. They can use the energy to create any effect that duplicates a spell they are aware of, either arcane or divine. Use the character's total level as the caster level and her Charisma score as the relevant ability score (if needed).

Tapping into the Entropy Sphere is exceedingly dangerous, however. If a Spellcraft check (DC 25 + emulated spell's level)* results in failure, the character absorbs the chaotic energy directly into herself. This inflicts 20d6 points of damage and, if the character survives, she must make a Will saving throw (DC 25). If the save fails, the character suffers 2d6 points of temporary Wisdom damage and her alignment moves one step toward chaos (neutral characters become chaotic, lawful characters become neutral).

Even if all checks succeed, tapping into the Entropy Sphere is taxing. Doing so inflicts 1d4 points of temporary Constitution damage plus the level of the spell emulated, due to the energy coursing through the character's body.

Characters must be within one foot per caster level of the Entropy Sphere to tap its power. In the history of the world, only the Dread One could utilize its power from farther away.

* If the level of the spell to be emulated is greater than half the character's total level, add double the spell's level instead.

Going to Dreta Phantas: If accompanied by Baenarum or another Urthon Aedar, characters can use the sphere as a means of transporting themselves to **Dreta Phantas**. Any Urthon Aedar can, as a full-round action, shape the energy of the sphere into a portal that lasts as long as he concentrates. This portal leads directly into the center of the stolen elven city.

Going to Jabel Shammar: The Dread One once created an access point to **Jabel Shammar** via the Entropy Sphere. Few know this fact—Ghul did not know, and even the Urthon Aedar do not. Someone who possesses the ***Banewarrens key***, ***Parnaith's mirrored sphere***, or the ***Dread One's staff*** can, as a full-round action, shape the energy of the sphere into a portal that lasts as long as she concentrates. This portal leads to the dungeons of Jabel Shammar; characters who step through it find themselves spit out of the **Seeping Portal**.

GOTH GULGAMEL SCENARIOS

Although exploring Goth Gulgamel might be incentive enough for brave or foolhardy adventurers, there are other reasons to go here as well.

RECOVERY MISSION

Sorn-Ulth orcs have ventured into the city and stolen some magical treasures. Divinations used to locate the stolen loot reveal that it lies within Goth Gulgamel, as do the thieves. No one knows that most of the sealing spells are gone from the fortress, so most assume that it would be impossible to get to the loot. Then again, the very fact that the divinations worked suggest that it might not be so impossible after all.

FIND THE STAFF OF THE MAGI

The player characters seek the *staff of the magi*. Their extensive research of historical texts and conversations with sages near and far have taught them that the artifact once numbered among Ghul's treasures. However, it was lost in the Utterdark when Khelaeson (one of the Great Seven) helped dismantle much of Goth Gulgamel. In other words, the staff lies within a chamber that drifted off into the Utterdark, no longer connected to the rest of the fortress. Knowing this, a particularly wise sage recommends that a *wish* cast within the Utterdark itself might allow the PCs to brave that cold, dark void and locate the lost chamber of the staff. Of course, the ***lenses of the Utterdark*** would help, too. . . .

GETTING TO DRETA PHANTAS

The player characters need to get to the Dreaming City. Perhaps one or more of them have received dreams calling to them, dreams which make it clear to them that they must reach Dreta Phantas. Through these dreams, or through extensive research, they learn they can reach the stolen city through the Entropy Sphere—and that one can access the sphere only through Goth Gulgamel.



Chapter 25:
JABEL SHAMMAR

For as long as people have known of the Spire, there has been a sinister and mysterious fortress perched at its top. What most people don't realize is that the fortress is actually older than the Spire itself.



This chapter provides details of arguably the most horrific place in the world—even worse than the **Dark Reliquary** or Goth Gulgamel, a place of darkness and death built by a figure so powerful and so malevolent as to make even the demons and devils lower their heads in supplication and fear. This place, the fortress of Jabel Shammar, was the abode of the Dread One: Eslathagos Malkith.

But it was not always so. As Chapter 5: History describes, this tower was once called Mosul Pearl, the White Tower of Danar. The cleric Danar and his tower started out as forces of benevolence but fell from this lofty position into darkness, hatred, and despair—three things the Jabel Shammar of today still clearly reflects.

Eslathagos Malkith was that rarest of villains who reveled in evil and darkness for its own sake. Corrupted by the *Book of Inverted Darkness*, he was motivated entirely by hatred for what he had once been. For him, light was darkness and darkness light. He hated life, nature, and all things born of the Creator. Kindness, compassion, love—these qualities he considered contemptible. Misery, hate, and pain spoke to him, and depravity, destruction, and malice became the objects of his lust. Most would consider this outlook pathological, but such was the nature of the corruptive *Book of Inverted Darkness*.

After the fall of the Dread One, the **Elder Gods** sought to destroy forever the evil of this place, but despite all their power, the best they could do was to seal it off magically from those thinking to enter.

THE LOOK AND FEEL OF JABEL SHAMMAR

Once the center of a tyrannical empire bent on murder and destruction, the fortress Jabel Shammar served not only as a residence for the Dread One, but as a command post for armies of demons, undead, and monstrous creatures. In its laboratories, Eslathagos Malkith fashioned such terrible beasts and aberrations as manticores and destrachans, plus the more ubiquitous goblins and bugbears, among others. Jabel Shammar was the birthplace of some of the mightiest and most malevolent spells of all time, as well as dark artifacts and other items of power.

Today, however, the fortress stands abandoned, virtually a ruin. Its master is dead, and time has claimed most of his servants as well. A few guardians remain, and wards summon even more if intruders violate the fortress, but Jabel Shammar remains but a lingering shade of the bastion of darkness and strife it once was.

Remnants of the original Mosul Pearl can still be found within Jabel Shammar, in an area called the Alabaster Sanctuary (see page 521).

Dark Reliquary, page 238

Elder Gods, page 59

Refer back to the "Eslathagos Malkith" section on page 75 for more on the fall of Danar.

Jabel Shammar differs in look from Goth Gulgamel in the same way that standing in the presence of a god differs from kneeling before that god's altar. Ghul designed Goth Gulgamel to mimic Jabel Shammar, but he had never been there. Even after all these millennia, the Dread One's fortress atop the Spire remains burdened with the oppressive weight of the evil deeds done there and the malevolence of its master.

The powerful magic that protects Jabel Shammar from intrusion, divination, and harm is a combination of abjurations granted by Eslathagos Malkith to protect his demesne and by the Elder Gods after the Dread One's demise to prevent anyone from gaining access to the evil therein.



Malevolent force: See the Malignancy, page 503

Keeping the Players Tense

Jabel Shammar is the worst place in all of Ptolus the player characters could visit—worse even than the Dark Reliquary or Goth Gulgamel. Call for frequent Spot and Listen checks, randomly setting the Difficulty Class at 15, 20, or 25. Those who succeed see movement in the omnipresent shadows or hear a strange noise: a scuttling, a squirming, breathing, or a distant moan or scream. However, no matter what they do, or how they investigate, no source of the motion or sound presents itself. Soon, the players will either get unnerved (which is good!) or begin to doubt their senses, assuming all calls for such checks are meaningless. The latter can lead to trouble when the danger becomes real.

It is a place of malice, but also of abiding sorrow, deep regret, and brooding despair. Its halls are quiet now, but each chamber seems laden with the monumental sins of the past and pregnant with the potential for further dangers—both physical and spiritual. Even the least sensitive individuals feel as though every inch of this place is haunted, and that spectral, sinister eyes follow them wherever they go.

Jabel Shammar is also a place of absolutes. Player characters entering this fortress should expect the forces they confront here to be singularly powerful. No locked door here is likely opened by any means other than that which Eslathagos Malkith intended. No barrier is bypassed by a simple spell or trick that worked in other dungeons or locales. Although this isn't always true, it's what explorers should expect. To put it another way, things just don't get any tougher than this. Jabel Shammar is the perfect setting for the final, climactic adventure of the Ptolus Campaign.

The Spire rises three thousand feet above the highest level of the city, but Jabel Shammar rises another five hundred feet above the pinnacle, extending its height by one-sixth. About two hundred feet across for most of its height, the Spire widens slightly to almost three hundred feet in diameter at the top, where the fortress rests.

Jabel Shammar consists of four towers: one central tower and three smaller and shorter ones that are each still quite massive. Two of the smaller towers connect to the central tower by ten-foot-wide walkways fifty feet above the level of the rocky, jagged ground below. Each tower appears to be fashioned from dark stone, but it is actually a form of solidified negative energy fortified by the **malevolent force** growing like a cancer within the fortress. Spikes and bladelike protrusions cover the outer walls, particularly at the top of each tower, which gives them the impression of wicked kings of darkness in barbed crowns brooding forever high above the city.

The wind often blows through the structure, which was deliberately fashioned so the breezes would moan as they passed by—distant, almost ephemeral, wails of torment. When the winds fall silent, clouds usually envelop the fortress. Tendrils of cold mist sometimes even seep inside the towers, reducing visibility to only five or ten feet.

Jabel Shammar's design is gothic and twisted, with baroque ornamentation of a most demonic nature covering virtually every surface. Where there are no leering gargoyles or graven demons, the architecture boasts sharp angles and dangerous flanges. The Dread One fashioned the entire place to intimidate others. The large and high-ceilinged interior chambers have niches and alcoves everywhere, so that no matter where one stands, some corner of the room is always in shadow.

THE NATURE OF JABEL SHAMMAR

All of Jabel Shammar is *unhallowed*. Thus, all attempts to turn undead suffer a –4 penalty, and all attempts to rebuke undead gain a +4 profane bonus. Further, all evil creatures enjoy the benefits of a continual *bless* spell.

Powerful dweomers infuse Jabel Shammar, making it impossible for mortal magic to affect or damage the outer walls in any way, including bypassing them with *teleport*, incorporeality, or divination spells like *scrying*. Using a spell like *commune* to find out anything about the interior is also impossible—even the gods cannot look inside. This effect is only one-way, from the outside in. Thus, one can teleport out of a tower or scry someone in Ptolus from within the confines of the fortress.

The outer walls and doors remain similarly immune to brute force; they cannot be harmed physically. None of this affects summoning creatures into the fortress by forces or casters within the fortress. Summoning something *out* of Jabel Shammar is impossible, though, as is summoning something into the fortress when the summoner stands outside its walls.

None of this is true of the interior walls, which have their own unique characteristics in each tower. However, note that no walls, ceilings, or floors in Jabel Shammar (except in the sub-levels) are actually stone, although most appear to be. Thus, spells like *passwall, stone shape,* and *phase door* do not work on them.

Each individual tower is distinct from the others in this regard. One cannot teleport or scry, for example, from the interior of one tower to another, although from one room to another in the same tower such magic functions normally.

Unless stated otherwise, doors are made of adamantine and are one inch thick. They have a hardness of 20, 40 hit points, and a break DC of 35. They are not locked unless so stated in the individual locale descriptions.

Windows in the outer walls are opaque black from the outside and function the same as the walls they are set into. However, a pervasive magic keeps all chambers in the towers (except the dungeons) lit in a shadowy illumination. No spell, item, or effect short of the direct intervention of a deity can brighten the lighting here. *Darkness* spells can make it darker, however.

MAGICAL EFFECTS

Unless otherwise stated in this chapter, assume that all magical effects of the fortress of Jabel Shammar have a caster level of 25th for the purposes of *dispel magic* and *spell resistance*. The Dread One was incredibly powerful.

THE MALIGNANCY

Something grows in Jabel Shammar, even to this day—grows like a cancer. This festering neoplasm is not visible to the naked eye and cannot be touched by the corporeal hand. However, anyone with *true seeing* within the fortress can see root-like fibers of darkness weaving through the walls, floors, and ceilings. These foul tendrils thread through the physicality of the structure the way a creeping vine weaves its way through a trellis.

Nearly the entire fortress lies within the invisible, incorporeal grasp of this tumor of pure evil called the Malignancy, which proves that an evil as potent as Jabel Shammar cannot exist for so long in one place without leaving behind a permanent scar—in this case, an infected one that spreads its contamination throughout the fortress.

Such would be of little concern, as Jabel Shammar is virtually empty and nigh unreachable, except for one thing: When the Malignancy spreads far enough to reach a chamber called the Sombrous Sepulcher, its power will flow into the last remaining spark of the Dread One's life force, and he will live once again. After almost eight thousand years since his death, this is likely to happen within just a few years—sooner if the Malignancy's growth is spurred on by the corruption of more creatures within its reach.

Actually, the Malignancy is the result of two factors: the accumulation of so much evil in one place for so long, and the nearly self-aware manifestation of the *Book of Inverted Darkness* that lies at the top of the Tower of Malice. In a manner of speaking, the fortress' residual evil feeds the Malignancy's metaphysical substance and the *Book of Inverted Darkness* focuses the power of the Malignancy toward a goal.

Since the concept of corruption is at the very core of the *Book of Inverted Darkness*, it is no surprise that the Malignancy spreads a corruptive influence throughout Jabel Shammar. Anyone visiting this dire place faces the same corruptive forces that eventually overcame even Danar, a veritable pillar of righteousness and benevolence no mortal has equaled in all the millennia since he was lost.

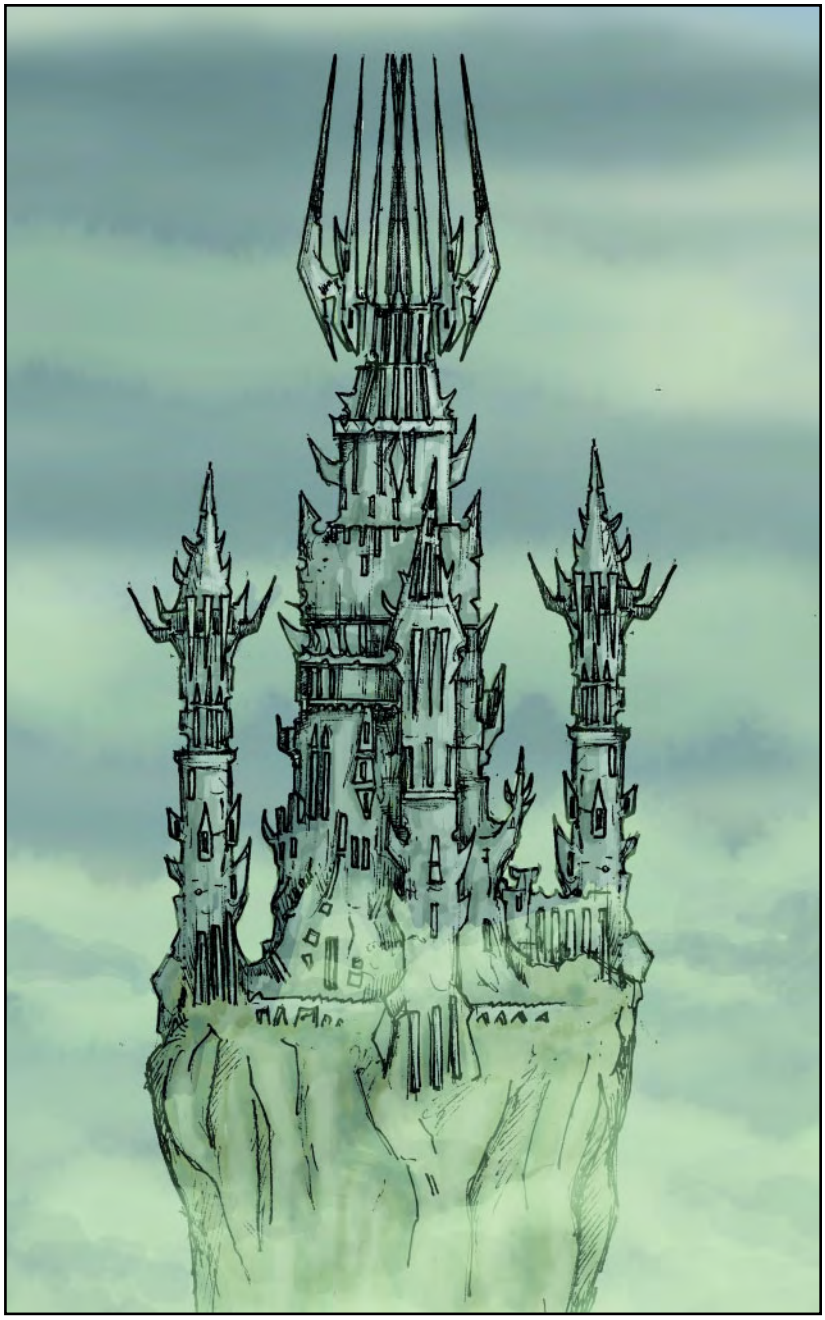
To measure the fell influence that infects anyone entering the grasp of the Malignancy, keep track of each character's *corruption points* using the process described below.

Corruption Points

Corruption points are a way to measure the spiritually cancerous power of the Malignancy upon characters entering Jabel Shammar. Each character's corruption point total indicates the level of defilement upon his soul. When a character comes to Jabel Shammar, determine his *resolve level*, a statistic that measures corruptibility and steadfastness. Resolve level is equal to a character's level plus his Will saving throw bonus, adjusted by an alignment-based modifier as follows:

Alignment	Modifier
Good	+10
Lawful	+5
Neutral	+0
Chaotic	–2
Evil	–15

The DM may wish to grant *ad hoc* bonuses or penalties based on the natures of the individual characters and their personalities. A particularly devout cleric or a paladin might gain as much as an



Time and Jabel Shammar

Despite its incredible age, none of the furnishings, décor, or fixtures in Jabel Shammar decay, unless described otherwise. Thus, wooden chairs, cloth tapestries, and woven rugs, just to name a few things, look mostly the way they did when the Dread One walked these halls. Jabel Shammar is also virtually free of dust or vermin (so no cobwebs).

Tower of Malice, page 515



Danace, page 68

Alabaster Sanctuary, page 521
Tower of Malice, page 515

How Long Before the Dread One Returns?

DMs who wish to use this plot line should decide exactly how long before the Malignancy reaches the Sombrous Sepulcher (page 532) and restores the Dread One. About one year is recommended, starting at a point when the player characters are of a level high enough to enter the fortress, and keeping in mind that each new figure completely corrupted by the Malignancy shortens that time by one month. If you're starting from the beginning of the campaign, two or three years is probably best.

Summoning Cascade, page 516
Misbegotten Tower, page 506
Tower of Blasphemy, page 511

Jabel Shammar is also known as the Black Tower and the Dread Spike.

additional +5 bonus, for instance. A character who is neutral good but strays from his alignment now and again may have a –2 penalty. Someone devoted to an evil deity could have a penalty as high as –5.

Thus, a chaotic good 20th-level character with a Will save bonus of +11 has a resolve level of 39. A 15th-level neutral evil character with a Will save bonus of +10, devoted to **Danace**, Master of the Thousand Pains, has a resolve level of 5.

When a character's corruption point total equals or exceeds his resolve level, he becomes forever evil, an unswerving servant of inverted darkness.

A character gains or loses corruption points based on the actions listed in the tables on the next page.

Also note: A character under the effects of a *holy aura* spell cannot gain corruption points. In addition, no character can have a negative corruption point total.

After gaining at least 10 corruption points, a character who is not already evil must make a Will save (DC 25) or his alignment moves one step toward evil (good characters become neutral, neutral characters become evil). This change takes place no matter what the character's resolve level.

When a character's corruption point total reaches 75 percent of his resolve level, his spirit grows darker. Even if his alignment is still good, his appearance takes on a sinister aura, and his features become more demonic. Voices in his head continually urge him toward foul, malevolent, or perverted acts. He can tap into the evil essence of the Malignancy to heal himself of damage. Using a standard action, he regains 10d10 hit points in a round. Doing so earns him 2 corruption points, however, and moves his alignment one step toward evil (no save). Once he does this, the character grows so infused with darkness that DM may want to apply the fiendish template to reflect his new nature.

When a character's corruption point total equals his resolve level, he becomes irredeemably evil. Such a character is considered completely corrupted. He immediately seeks to kill all those he once loved or felt kinship for (including his fellow adventurers). A *wish* or a *miracle* cast within ten minutes of the final corruption has a 50 percent chance of restoring a completely corrupted character's original alignment, reducing his corruption point total to half of what it was. However, the shock of the sudden separation from the Malignancy immediately slays the character.



Corrupted Characters and the Malignancy

The process of completely corrupting a new character feeds the Malignancy, shortening the time until the return of the Dread One by one month. Such a character can continue to heal himself using the Malignancy and remains forevermore in contact with the malign awareness. He instantly and automatically knows the position of every creature in Jabel Shammar (except in the **Alabaster Sanctuary** within the **Tower of Malice**) and can use a standard action to perceive any location as if using *clairaudience/clairvoyance*. Even characters who are invisible or hiding can be found using the Malignancy; completely corrupted characters always know which square an invisible creature is in, for example, although the miss chance still applies. The Malignancy forever controls the character, likely making him a guardian of Jabel Shammar and eventually—as the Malignancy grows ever stronger—perhaps an agent sent out of the fortress to prepare the way for the Dread One's return. A completely corrupted player character becomes an NPC controlled by the DM.

Someone who looks at a completely corrupted character using *true seeing* sees one of the root-like tendrils of blackness extending directly into the controlled character's forehead from the walls of the fortress.

Should Eslathagos Malkith ever live again, all control of completely corrupted creatures transfers to him. In effect, he becomes the Malignancy.

Evil Creatures and the Malignancy

When fiends or fiendish creatures are summoned into Jabel Shammar (including those drawn in via the **Summoning Cascade** of the Tower of Malice), they immediately are considered corrupted characters in that they feed the Malignancy. Such creatures also have access to the Malignancy's awareness and its ability to heal 10d10 hit points using a standard action. Creatures awakened from stasis (such as the various aberrations in the **Misbegotten Tower** or Tower of Malice) or undead in the fortress (such as the nightcrawler and the mummies in the **Tower of Blasphemy** and the mohrgs in the Tower of Malice) are already considered a part of the Malignancy and do not feed it further, but they can take advantage of the healing effect (using negative energy to heal the undead) and its awareness. The various golems in

Gaining Corruption Points

Action	Corruption Points
Each full hour spent in Jabel Shammar*	+1
Each full hour spent with any item taken from Jabel Shammar**†	+1
Using *true seeing***	+5
Using *speak with dead*	+3
Using *legend lore*	+3
Using *find the path*	+3
Using *scrying* on subject in Jabel Shammar	+3
Using *x-ray vision*‡‡	+2
Using *prying eyes*	+2
Using *arcane eye*	+2
Using *analyze dweomer*	+2
Using *arcane sight*	+2
Using *detect evil*	+2
Using *know alignment*	+2
Using *detect thoughts*	+2
Using any other divination spell or item	+1
Using any spell with the evil descriptor	+5
Using a chaositech item	+1
Wearing a *malefic mask*** (see below)	+2
Being brought back to life within Jabel Shammar	+10
Committing an evil act††	+1 to +10
Examining a **blasphemous shrine**	+1
Examining the mural in the Tower of Malice's "Galleries" level	+2
Listening to the Dire Song in the Tower of Malice's "Residences" level	+2
Studying the books in the Tower of Malice's "Library" level	+2
Being possessed by the Dread One's shadow in the Heart of the Malignancy	+2
Being touched by a tendril in the Heart of the Malignancy	+4
Feeling the Breath of the Serpent in the dungeons	+2

Losing Corruption Points

Action	Corruption Points
Being the recipient of *atonement*	–2
Being the recipient of *remove curse*	–2
Being the recipient of *break enchantment*	–2
Being the recipient of *dispel evil*	–2
Being within the area of *consecrate* when it is cast	–1
Partaking of a *heroes' feast*	–1
Being within the area of *hallow* when it is cast	–2
Touching the lammasu statue in the Alabaster Sanctuary	–5
Being within the positive energy burst of ***Parnaith's Heart***	–10
Using *wish* to reduce the corruption	–10
Using *miracle* to reduce the corruption	All points removed
Committing a particularly good or heroic act†††‡	–1 to –10
Each day spent away from Jabel Shammar	–1

* *Time spent in the Alabaster Sanctuary does not count, but time spent in an extradimensional space (such as a* rope trick *or* Mord's magnificent mansion*) does count.*

** *One-time only—subsequent uses of the spell or item do not result in further corruption points.*

† *Other than the* Egg of Parnaith *(page 508).*

†† *DM's discretion.*

‡ *This should not be something as straightforward as killing a demon, but something self-sacrificing or heroic (taking a blow for a comrade or putting oneself in unnecessary danger to help another).*

‡‡ *Spell from* The Complete Book of Eldritch Might *(Malhavoc Press, 2004).*

Jabel Shammar do not feed the Malignancy and cannot heal themselves using its energies.

Evil nonfiends that come to Jabel Shammar are not automatically corrupted. However, they likely have few resolve points and will soon become corrupted. Even creatures—fiends or not—summoned by casters not yet completely corrupted may be taken over by the Malignancy, adding further to its power.

MALEFIC MASKS

Eslathagos Malkith created a handful of featureless magical masks that allow wearers to bypass certain guardians, traps, or wards. These *malefic masks* are made of smooth, almost reflective obsidian that is transparent from the wearer's point of view. They radiate an aura of strong abjuration magic but have no powers other than those specifically detailed in the keyed areas described in this chapter. A *malefic mask* is worth 1,500 gp. They can be found in the top levels of both the Misbegotten Tower and the Tower of Blasphemy, as well as in the **Dread One's Suite** in the Tower of Malice. The **Serpent Path** in the dungeons replicates the special powers of the *malefic masks*.

ENTERING JABEL SHAMMAR

Getting into Jabel Shammar isn't just a matter of using a 3rd-level *fly* spell to reach the top of the Spire. Attempting to do so, in fact, is extremely dangerous. Anyone approaching within 100 feet of any part of the structure who has not used one of the methods listed below must make a Fortitude saving throw (DC 30) or be *disintegrated*, the

Using the Malignancy's Awareness

Even though all the nonconstruct creatures of Jabel Shammar know where intruders are via the Malignancy, they do not immediately swarm to attack, for fear of being outflanked with a teleport *spell or some other strategy. However, some creatures, such as Ulithik the Misbegotten, may go hunting intruders if they show no interest in coming his way (assuming he awakes from his stasis; see page 509).*

Parnaith's Heart, page 508

Blasphemous shrine, page 515

Egg of Parnaith, page 508



Thousands of years ago, the Dread One adopted the Abyssal language and taught it to all his creations and servants.

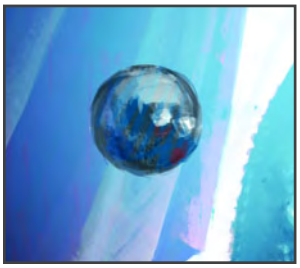
Dread One's Suite, page 525
Serpent Path, page 533

Rumors

Just about anyone in the city (Gather Information, DC 12) can relate the fact that climbing or flying up to the top of the Spire is foolhardy and dangerous. Those who try never return, people say. A few tell tales of wizards flying up to Jabel Shammar only to fade away into the wind or disappear into a cloud, never to be heard from again. This is the kind of thing that sounds like tavern gossip one shouldn't take too seriously, but in fact, it is quite accurate. Asking more experienced, knowledgeable sources, like mages in the Inverted Pyramid (page 115) or the Brides of Magic (page 106), authenticates the popular stories.

Alchestrin's Tomb, page 232

The Banewarrens, page 419



Parnaith's mirrored sphere, page 278
Dread One's staff, page 529
Entropy Sphere, page 499
Seeping Portal, page 535

A Knowledge (arcana) or Craft (alchemy) check (DC 25) identifies the chemicals in the storehouse as materials one might use if attempting to alter the structure of creatures or create new organic substances from scratch.

resulting dust scattered into the Ethereal Plane. This disintegration is slower than normal, taking a full, extraordinary painful round to complete. Anyone attempting to dispel the magic involved during that round must make not only a successful caster level check (DC 31) but also roll an initiative check result of 15 or higher. If the caster's initiative check equals or exceeds 15 *and* she successfully dispels the effect, the victim is alive but dying, at –6 hit points. A great deal of his physical form has already been lost, as have half his possessions. If the initiative check is less than 15, even if the caster dispels the effect, all she actually manages to save is a bloody mess of flesh and bone. The victim is no longer alive, and all his gear is gone or destroyed. (The DM should not tell the caster this before she casts the spell, however.)

In any event, the doors and walls of Jabel Shammar remain impregnable to anyone attempting to enter the fortress in such a mundane way.

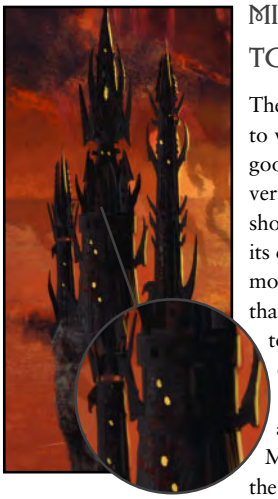
Also remember that the fortress is immune to magical means of entry such as teleportation or incorporeality, as described in "The Nature of Jabel Shammar" (page 502).

The ways into Jabel Shammar are very few.

1. **Alchestrin's Tomb** in the Necropolis contains the memorized spell that allows one to enter Jabel Shammar. This spell, usable once, takes characters onto the walkway between the Tower of Malice and the Tower of Blasphemy.
2. From the **Banewarrens** one can access the Dread One's Path, and from there—if one should find a secret door at the end of the path (Search, DC 40) opened only with the *Banewarrens key*—one can pass magically up into the dungeons of Jabel Shammar, arriving in Area 2 (see page 533). Getting into the Banewarrens presents its own difficulties, of course. (There is also an elevator found in the Dread One's Path that leads into the dungeons, but it can be activated only from the dungeons, not from the Banewarrens.)
3. If one has the *Banewarrens key*, ***Parnaith's mirrored sphere***, or the ***Dread One's staff*** and accesses the **Entropy Sphere** via Goth Gulgamel, one can reach the **Seeping Portal** chamber in the Dungeons.

Those who use any of these means to get to the fortress can move around in Jabel Shammar, either within the towers or outside of them, without fear of the *disintegration* effect—unless and until they move more than one hundred feet from the structure as a whole. Then, they once again face the difficulties described above regarding physical or magical entry. In other words, just going inside once does not guarantee that they can easily return.

The areas described below correspond to those shown on the Spire side of the poster map.



Misbegotten Tower

The Dread One sought to warp everything good and natural, perverting it and thus showing contempt for its creator. Many of the more horrid creatures that plague the world today exist because of his actions, including many aberrations. The Misbegotten Tower, the easternmost of the four, was devoted to the creation of such monsters.

The door into the tower lies on the second level, at the end of a walkway from the Tower of Malice.

Unless otherwise stated, the interior walls and floors of this tower resemble desiccated, diseased, and warped flesh more than stone. They have a hardness of 10, 30 hp per inch of thickness (most are one foot thick), and a break DC of 30. Black iron spiral stairs connect all levels.

LEVEL 1: STOREHOUSE (EL 14)

Huge, sealed glass vats of foul chemicals and soups of organic materials fill this lower level. The ceiling is fifty feet high, and the room smells of dust and acid.

Eight greater shadows skulk about here, muttering dark whispers, but they are likely to be little more than a nuisance to anyone powerful enough to enter this tower. If they fight, they melt into the vats incorporeally and lunge out to make their touch attacks, hoping to trick opponents into accidentally smashing a vat and unleashing the caustic and noxious chemicals inside (3d6 points of acid damage to anyone within five feet, and all in the chamber must make a Fortitude save, DC 18, or feel nauseous for 1d6 rounds from the poisonous fumes). The shadows flee if opposed by those with great puissance. However, observant PCs (Spot, DC 18) will note that *how* they flee is significant. They all slither incorporeally into an area behind one of the vats, where one can spot a narrow crevice. This crack is a flaw in Jabel Shammar's defense. After four man-hours of work (assuming some kind of tools are available), characters can widen the crack to reveal a slight natural cave in the solid (normal) stone of the Spire; the shallow cave measures seven feet deep and four feet wide. (The shadows are long gone by the time it is unearthed.) While this chamber does not provide refuge from the Malignancy, one could use a spell such as *teleport* to enter the cave from the outside of the fortress, thus gaining access back in. This is

useful to PCs who find that they have to leave but wish to return. In addition, knowledge of this option would be invaluable to some of the evil forces in Ptolus.

The narrow crevice can also be found with a Search check (DC 30).

Greater Shadows (8): 58 hp each; see MM.

LEVEL 2: ENTRY

The room behind the tower's main door appears empty except for the stairs going up to the next level, forty feet above, and down to the bottom level. However, as soon as a living creature enters this room, veins rise in the fleshlike walls, pulsing as they carry some vile liquid from below to the levels above. This action signifies that the creatures on Levels 5 and 7 (see pages 508 and 509) awaken from their aeons-long stasis effects and prepare to deal with intruders. Nothing short of an *antimagic field* can stop this trigger.

LEVEL 3: GUARDIANS (EL 20)

This high-ceilinged room is empty except for two huge statues that are, in fact, greater stone golems. No staircase rises to Level 4; a black adamantine valve five inches thick covers the ten-foot-wide hole in the ceiling that leads up to the next level, eighty feet above the floor. On the ceiling, a massive stone dragon head on a long stony neck curls protectively around the valve.

The Golems: The constructs stand at the ready and attack any creatures that enter the room except those who wear one of the *malefic masks*. The Dread One's servants fashioned each golem so that it appears to be a misshapen humanoid figure with grotesque, mutated features. These two guardians alternate using their *slow* ability every other round, and try to position themselves so that they command most of the chamber.

Each of them has a large ruby set into one eye socket and a black diamond in the other. A ruby (worth 5,000 gp each) cannot be removed before the golem's destruction; each confers a complete immunity to fire. Once removed from the golem, the gems lose all magical ability. A golem will remove its black diamond (worth 5,000 gp each) if commanded to do so by someone wearing a *malefic mask*. Otherwise, the diamonds can be removed only after the golem is destroyed.

Greater Stone Golems (2): 271 hp each; see MM.

The Dragon Head: When the golems move, so does the stone dragon head, which animates so as to breathe an eighty-foot cone of fire down into the room. This flame inflicts 10d6 points of damage (Reflex save, DC 20, for half). Further, the flame coalesces into a summoned elder fire elemental that attacks. The fire elemental remains for 10 rounds or until destroyed. Each breath summons a new fire elemental, so the room could get very crowded, very quickly. The dragon head has AC 13, hardness 8, and 200 hp. It goes dormant if the golems are destroyed or stop attacking.

Fire Elemental, Elder: 204 hp; see MM.

Opening the Valve: Touching the two black diamonds from the golems together causes the valve in the ceiling to float down like a platform to the floor to ferry people up through the opening. Otherwise, it will not open unless destroyed or magically coerced (such as with a *knock* spell). The valve ferries people down from above if someone standing atop it wills it to do so; if left on its own, it always reseals itself after one minute. The valve is indestructible.

Experience Points: Award normal XP for the greater golems, and award XP for each fire elemental that appears as if it were CR 13.

LEVEL 4: LABORATORY

The ceiling is twenty feet high in both of the rooms on this level. The larger chamber is a laboratory, while the smaller one is a kind of storage room.

Dread One's Laboratory

This room is crowded with equipment, all covered faintly in dust. A large glass vat of translucent green liquid stands in the middle of the room next to a U-shaped steel table covered in alchemical equipment and tools. In six recessed areas in the floor, steel boxes, not unlike coffins, lie marred with corrosion and the stains of strange admixtures and ancient blood. Along the walls and in between the recessed areas, tall glass tubes two to four feet across stretch from floor to ceiling. Suspended in thick liquid within each tube float strange-looking creatures, some humanoid, some not; apparently, they were grown there. Fleshy cords connect the creatures to strange arcane devices both inside and outside the tubes. A few shelves built into the walls hold various jars and bottles of alchemical compounds.

The creatures in the tubes are long dead, but the solutions in which they are suspended have preserved them. They appear to be half-grown goblins, fetal aberrations (like destrachans), or unidentifiable chimeras of twisted flesh and hideous form—obviously failed experiments. The vat contains a low-potency acid (inflicts half the damage of normal acid).

The recessed areas in the floor measure about eight feet long and three feet deep. The metal boxes in them are empty, save for one that is locked (Open Lock, DC 25) and contains a hirsute humanoid (a kind of proto-bugbear). The



When the Dread One lived in Jabel Shammar, he spent a great deal of time in the Misbegotten Tower creating new horrors to unleash upon the world—simply for the evil they would wreak. Even today, the legacy of his labors endures in such aberrations as destrachans, chokers, chuuls, and more. None of these creatures alive today knows that they owe the existence of their species to the Dread One. Many of the more intelligent ones, in fact, have developed their own myths and gods to explain their creations.

Malefic masks, page 505

FROM MY CAMPAIGN TO YOURS

In my Ptolus Campaign, the Runewardens were summoned out of semi-retirement when a warning from elf historian Navaen Blueflight reached them from beyond the grave. His message was simply this: Something stirs again in Jabel Shammar.

humanoid is alive, preserved in the box, but utterly mindless and soulless—more vegetable than sapient creature. The steel boxes are all magical (as are the tubes), with faint transmutation auras. No one other than the Dread One can get them to function, however.

A Knowledge (arcana) (DC 25) identifies the proto-bugbear for what it is. A Craft (alchemy) check (DC 25) identifies the black goo.

Searching through the table or the shelves reveals a great number of valuable substances as well as some large, imposing, unlabeled bottles of foul-smelling black goo. The black goo is, quite simply, concentrated corruption. A living creature coated in this substance for 1d10 days changes into a twisted, horrible version of itself. Its flesh mutates, and it grows additional limbs, tendrils, extra heads, or stranger things. (DMs can use the fiendish template if no other modifications suggest themselves.) This is an extremely painful and mind-warping process. There are a total of six bottles of concentrated corruption in the room, each with enough to coat a Medium creature or two Small ones. The chemicals and equipment in this room, all total, is worth 8,000 gp.

Court of Hate, page 520

DMs can also use the mutation tables in the Chaositech *sourcebook (see CD-Rom) for the effects of the concentrated corruption found in the laboratory.*

The stairway at the south end of the level rises up into a plane of murky water that remains at the level of the ceiling as if there were a transparent barrier, but in fact, there is not one; the water is held up by magic. Characters can walk up and into the water.

Corruption points, page 503

Alchemical Storage (EL 8)

Various containers fill this large closet on the north end of the laboratory. Many of them are empty or filled with uninteresting items like empty glass bottles or tools.

Yellow Mold: A particularly nasty patch of yellow mold grows over a number of the crates in this storage room. If touched, it bursts with poisonous spores, forcing all within ten feet to make a Fortitude save (DC 20) or suffer 1d6 points of temporary Constitution damage (and another save one minute later, even if the first save succeeded, to avoid taking 2d6 points of Constitution damage). The mold can be destroyed only by fire.



A Knowledge (history) check (DC 34) identifies the Egg of Parnaith *for what it is.*

The Ivory Egg: After the yellow mold is gone, a Search check (DC 20) reveals a strange, seemingly out-of-place container hidden among the rest. It looks like an ivory egg about seven inches long set within an ornate circular stand of gold and laced with small gemstones. A web of golden, jeweled threads wrap around the egg, holding it in place in its stand. The object radiates auras of magic (strong conjuration) and good (strong).

If one removes the egg from the golden stand and casts a *dispel magic* or *dispel good* spell upon it, an otherwise undetectable seam grows along its edge until the egg opens, revealing the artifact known as *Parnaith's Heart*. The egg can be opened by no other way, save a *wish* or *miracle*. No divination spell works on the egg or its contents.



The egg has uses on Level 4 of the Tower of Malice, in the **Court of Hate**.

Parnaith's Heart: Even as Danar changed into the Dread One, his wife Parnaith used her own formidable power to plant a seed of possible salvation and redemption in Jabel Shammar before she fled for her life. The seed, a magic artifact called *Parnaith's Heart*, looks like a golden orb three inches across, set with various gemstones. It feels warm to the touch and smells of lilac. Someone who holds the *Heart* and concentrates (Concentration check, DC 25) can release a pulse of positive energy from it, which spreads out twenty feet. The *Heart* can be activated twice per century, although on the second activation, the Concentration check DC is 35.

More than just normal positive energy, this energy has three effects:

1. All creatures (living or undead) in the area are affected by a *heal* spell.
2. All within the area lose 10 **corruption points**.
3. All evil creatures within the area must make a Will save (DC 20, spell resistance applies) or their alignment becomes neutral (law and chaos alignments are not affected).

LEVEL 5: CUSTODIANS (EL 20)

The tower's fifth level is filled with brackish water. Visibility within it is extremely poor: Anything more than five feet away has 50 percent concealment, and visibility goes no farther than ten feet. Plus, of course, air breathers will need a way to breathe. Worse, the water is so foul that air breathers—even those under the effects of a *water breathing* spell—must make a Fortitude save (DC 20) or become nauseous until they leave the water, and remain so for 1d4 rounds afterward. The creatures that live here can see normally up to twenty feet; objects between twenty and thirty feet away from them have 50 percent concealment, and those beyond thirty feet they cannot see. And, of course, they are immune to the nausea effect.

The chamber is eighty feet high. Characters may exit up through a round hole ten feet across in the floor of Level 6.

Watery Denizens

The aboleth mages Ekarth'il and Setarsis (each a 10th-level wizard) were two of the first aboleths ever created, and certainly the oldest two still alive. These aboleths have the *Dread One's blessing*, a

specific effect that grants them maximum hit points, as well as a +4 bonus to all saving throw DCs for their spells and abilities. Thus, their enslave ability DC is 20, and their transformation attack and the mucus cloud DCs are 25. The save DC for their spells is 19 + spell level.

Aboleth Mages (2): 230 hp each; see MM.

Ekarth'il's Equipment: Two *pearls of power* (5th-level spell and 4th-level spell)

Setarsis' Equipment: *Bracers of armor* +9 (total AC 27), waterproof scroll of *greater invisibility* and *true seeing* (written on special skum skin-parchment).

The aboleths have enslaved a giant octopus that the Dread One experimented upon long ago. Mainly, the octopus protects Ekarth'il.

Mutant Giant Octopus: 75 hp; see MM. However, its type is aberration (but do not change Hit Dice, feats, or skills). It has 8 more points of natural armor (total AC 26), Strength 30 (add +5 on attack and damage—constriction damage, as well as grapple checks), and inflicts an extra +1d6 points of electricity damage when it strikes. It is immune to electricity.

Tactics: The aboleths each cast *stoneskin* and *see invisibility* on themselves as soon as they awaken. Ekarth'il casts *mage armor* (+4 bonus to Armor Class for a total AC of 22) on himself, while Setarsis is content with her *bracers of armor* (+9 bonus to Armor Class for a total AC of 27). Immediately afterward, Ekarth'il uses *veil* to cover this entire level, and Setarsis sets up a *programmed image* so that as soon as someone comes within ten feet of the water's edge from below, kraken tentacles reach out of the water menacingly. The image is meant to delay intruders for a round while both aboleths cast *displacement* on themselves right before intruders enter. Thanks to their link with the Malignancy, the aboleths know where the PCs are at all times.

If there's time, Ekarth'il casts *fox's cunning*, raising the save Difficulty Classes of his spells by +2. Meanwhile, Setarsis casts *bull's strength*, adding a +2 bonus to her attack and damage rolls. They then wait twenty-five feet above the entrance for their foes to show themselves, at which point both cast empowered *lightning bolts*. Afterward, Setarsis casts *greater invisibility,* then moves in to attack. Ekarth'il backs off and uses *project image*, casting offensive spells through that while he hides deeper in the murk. If they are in trouble, they swim upward, using the poor visibility to aid in their retreat. Those following them are likely to come upon an *illusory wall* and/or a *wall of force*, although both aboleths need to cast *wall of force* to actually cover the entire room. They use their enslavement ability only as a last resort, since the save Difficulty Class is so low.

Treasure

Hidden in the murky water is a spongelike organic sac that contains eight potions of *cure serious wounds* in special vials that make them easier to drink underwater. It also holds the aboleths' joint spellbook, written on a series of large shells. If deciphered, it holds all the spells that they have prepared as well as all cantrips from the *Player's Handbook* and six other random spells, levels 1st to 4th. Even without their spellbook aspect, the shells, adorned with jewels and delicate traceries, are worth 5,000 gp.

Experience Points: Award 150 percent of normal XP for each aboleth mage, but none for the mutant giant octopus (the octopus is effectively CR 10).

LEVEL 6: TROPHIES

Characters may enter this chamber from Level 5 through a round hole ten feet across in the floor. The Dread One used this level, whose ceiling rises twenty feet above the floor, to show off some of his creations. The chamber is crammed full of stuffed and mounted creatures, most of them aberrations: athachs, chokers, chuuls, destrachans, gricks, rust monsters, skum, and more. Some depend by wires from the ceiling, while the heads of others are mounted on the walls, and still others stand, stuffed, upright on the floor. The room stinks of acrid chemicals.

A careful search (DC 20) reveals that a stuffed skum wears a *periapt of health* that has, over time, become a *periapt of foul rotting*.

LEVEL 7: MISBEGOTTEN MASTER (EL 22)

The ceiling of this level is twenty feet above the floor. This, the top floor of the tower, is the home of a creature that once served the Dread One as an ally and counselor.

Outer Room: The Misbegotten

This room has a series of black marble pillars that run along the wall. From hooks on each pillar hang the skulls of various humanoids, each with a large hole in the cranium. Each pillar holds around a dozen skulls. The floor is tiled with octagonal pieces of highly polished dark grey marble.

Ulithik, an 8th-level unique sorcerer aberration, was created long ago by Eslathagos Malkith. He resembles a man, but his face is nothing but a mass of tentacles, and most of it is obscured by a *malefic mask*. His skin is bluish-grey and covered in watery slime.

Ulithik enjoys the *Dread One's blessing*, as described on Level 5. Thus, he has maximum hit points, and the save DCs for his spells and abilities have a +4 bonus. His spells have a save DC of 21 + spell level, his *detect thoughts* DC 23, and *suggestion* DC 24.

A remove disease *spell alleviates the nausea caused by the murky water in Level 5.*



Ekarth'il's veil *makes it appear as if the aboleths were both mermaids with silver tiaras and scepters, and the giant octopus was a dolphin. One must penetrate Setarsis'* greater invisibility *to see the illusion that covers her, however.*

The Malignancy, page 503

If Ekarth'il uses project image *while the* veil *spell is still in effect, the image projected will be that of Ekarth'il's true form (an aboleth), even while the creature's actual body still looks like a mermaid. Also keep in mind that the poor visibility makes it easy for both aboleths to hide in this room. They will frequently cast a spell and move, using both the murky water and their illusions to keep the player characters confused.*

Malefic mask, page 505

DM TIPS

Don't forget that evil creatures in Jabel Shammar are affected by the bless *spell and also can use the Malignancy to heal themselves for 10d10 hit points as a standard action.*

Also remember that taking treasure from fallen foes, like Ulithik, results in corruption points (see page 505).

DM TIPS

Remember that every round, each skeletal hand *can attack. This includes the wands, so there will be a* lightning bolt *and an* ice storm *each round. Plus, every time Ulithik is struck in melee, the* shadowskin *strikes. This is all* in addition *to whatever Ulithik himself chooses to do that round.*



Holy weapons can make a significant difference to someone fighting the evil denizens of Jabel Shammar.

He has a number of magic items, but most important among them (as far as a battle goes) is a *cube of force*. Ulithik also has the aid of *skeletal hands* and *shadowskin*.

Skeletal Hands: Long ago, the Dread One and Ulithik together slew a powerful wizard and fighter, then "harvested" their hands, ensorcelling them to become "companions" for Ulithik. Now, the fighter's hands each bear a weapon, and the wizard's hands each bear a magic wand as they orbit around Ulithik. The hands all share Ulithik's Armor Class and hit points—basically, they are *his* hands and cannot be destroyed until he dies. The *skeletal hands* obey the Misbegotten's mental commands, which require no actions on his part. Each of the fighter's hands attacks with a +18/+13 attack bonus, inflicting 1d8+3 points of damage with its *+3 longsword*. Each wizard hand uses its wand with proficiency—one has a *wand of lightning bolt* (DC 14), and the other *ice storm*.

One can turn the hands as undead. Treat each one as a 17 HD creature with turn resistance +4, and don't forget that Jabel Shammar is *unhallowed* (imposing a –4 penalty upon all turn attempts).

The Shadowskin: A sheath of darkness made of undead shadows surrounds Ulithik. These shadows are magically hardened like armor bound to his skin, which grants him an additional +5 armor bonus. They also swirl around him, deflecting attacks and granting him a +4 deflection bonus (adding to his +3 Dexterity bonus and +3 natural armor for a total of AC 25). The *shadowskin* also grants him immunity to negative energy effects. Most devastatingly, however, each time Ulithik is struck in melee, a shadow rises up from the skin and automatically touches the attacker, inflicting 1d6 points of temporary Strength damage. Since it inflicts this damage for every hit, it can do so more than once per round against a foe with multiple attacks (or against multiple foes).

One can turn the *shadowskin* as an undead creature. Treat it as a 20 HD creature with turn resistance +4, and don't forget that Jabel Shammar is *unhallowed* (imposing a –4 penalty upon all turn attempts).

Tactics: As soon as he awakens, Ulithik casts *stoneskin* and *see invisibility*. Before his foes appear (he knows where they are thanks to the Malignancy), he casts *cat's grace* (+2 bonus to Armor Class, for a total of AC 27, +2 bonus to tentacle attack rolls and Reflex saves), *shield* (+4 bonus to Armor Class, for a total of AC 31), *mirror image*, *haste* (+1 bonus to attack rolls and Armor Class, for a total of AC 32), and *greater invisibility*. When the intruders arrive, he activates his *cube of force* to keep out all things, assuming that will buy him a few rounds. During those rounds, if necessary, he finishes casting his preparatory spells. Then, he casts *spell turning*



from one of his scrolls and changes the cube so that it keeps out only nonliving matter—this allows him to use offensive spells like *waves of exhaustion*, *power word kill*, *disintegrate*, and *feeblemind* against foes while they most likely batter against the *force cube*.

Ulithik
Misbegotten (unique aberration), (Neutral Evil)
Sorcerer18 **CR** 19
HD 2d8+4 + 18d4+36 **hp** 105
Init +7 **Speed** 30 feet
AC 25, touch 17, flat-footed 22
BAB/Grapple +10/+10
Attack/Full Attack Spells only
SA Spell-like abilities
SQ SR 30, DR 5/magic
Fort +10, **Ref** +11, **Will** +17
Str 10, **Dex** 17, **Con** 15, **Int** 15, **Wis** 12, Cha 26
Crucial Skills: Bluff +15, Concentration +15, Listen +5, Move Silently +11, Search +5, Sense Motive +7, Spot +8.
Other Skills: Diplomacy +10, Knowledge (arcana) +19, Spellcraft +18.
Crucial Feats: Combat Casting, Dodge, Quicken Spell.
Other Feats: Alertness, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes.
Spell-Like Abilities: Caster level 18th. The save DCs are Charisma based.
3/day—*detect thoughts, mage hand, suggestion.*
Spells Known: 6/8/8/8/8/7/7/7/6/3; save DC 18 + spell level.
9th—*power word kill.*
8th—*antipathy, Big clenched fist.*

7th—*control undead, ethereal jaunt, waves of exhaustion.*
6th—*disintegrate, greater dispel magic, true seeing.*
5th—*break enchantment, feeblemind, prying eyes, teleport.*
4th—*charm monster, greater invisibility, stoneskin, wall of fire.*
3rd—*fly, haste, ray of exhaustion, stinking cloud.*
2nd—*cat's grace, ghoul touch, levitate, mirror image, see invisibility.*
1st—*chill touch, expeditious retreat, mage armor, magic missile, shield.*
0—*arcane mark, dancing lights, daze, detect magic, ghost sound, light, open/close, ray of frost, read magic.*

Possessions: *Cloak of charisma +2, ring of protection +2, cube of force, malefic mask,* scroll of *spell turning* (2).

Hands' Equipment: *+3 longswords* (2), *wand of lightning bolt* (CL 10th, 32 charges), *wand of ice storm* (21 charges).

Experience Points: Award double experience for Ulithik, due to the *skeletal hands*, greater equipment than normal, and other advantages.

Inner Room

A door in the west wall of this room opens into a smaller inner chamber. Hideous painted reliefs adorn the walls here: tentacled horrors devouring humans, foul rites conducted by **zaug** and equally blasphemous creatures, and so on. This chamber holds a shallow pool of grey slime, identical in appearance to grey ooze, but that is not what it is. This is the meditation pool of Ulithik. While reclining here, he gains fast healing 10. If need be, he can retreat to this chamber, lock the black adamantine door (Open Lock, DC 30), and recuperate in the pool while protected by his *cube of force*.

The pool does not affect creatures other than Ulithik. Etched crudely on the inside lip of the pool, just above the level of the slime, Ulithik has scratched "Ssenkrad99." This code refers to the *secret page* in the book in the Dread One's Suite.



TOWER OF BLASPHEMY

The Dread One created the Tower of Blasphemy to mock all things divine, and in particular all things holy. During his reign of terror, he captured powerful clerics, used years of torture to coerce them to renounce their faith, and then slew them in painful ways. These clerics he made into undead versions of themselves, infusing them with some of his own power to channel in order to replicate some of the divine spellcasting powers they wielded in life. These, the Six Blasphemers, he placed in the Temple of Impiety at the top of this tower.

Temple of Impiety, page 513

This tower is the northernmost of the four that make up Jabel Shammar. Unless stated otherwise, its interior walls and floors are smooth and glistening blackness forged from distilled night. They have a hardness of 10, 30 hp per inch of thickness (usually about twelve inches thick), and a break DC of 30. Black iron spiral stairs connect all levels (except on the first, where they are illusory).

Ulithik knows how to get into the Trial of the Book (page 529) in the Tower of Malice. A person might gain this information from him through magical compulsion, but he is beyond mundane intimidation.

LEVEL 1: GRIP OF THE UNHOLY (EL 19)

One may enter this tower from the walkway that connects it with the much larger Tower of Malice. The bottom level of the Tower of Blasphemy is an elaborate trap. Through the open door, the entire chamber looks empty, save for the sconces on the walls girded by relief panels of hooded, robed figures standing motionless. The floor and staircase in this room are an illusion, accompanied by a powerful compulsion similar to a *sympathy* spell. Anyone who can see the room through the open doorway must make a Will saving throw (DC 25) or be compelled to enter, and thus most likely fall through the illusionary floor into a pit below. However, if characters who failed the Will save are flying, levitating, or otherwise not likely to pass through the floor just by entering the room, the compulsion draws them down through it anyway.



Zaug, page 633

The ceiling is thirty feet above the illusionary floor. Since the staircase is an illusion, some means of flying, levitating, or climbing is required to get to Level 2 through the opening above.

The Pit: The pit below the illusionary floor has the same diameter as the room but plunges fifty feet down to the actual bottom of the tower. Coiled at the bottom is a nightcrawler nightshade, eager for new victims to drain after so many millennia of quiet solitude. If more than one victim falls, it uses *mass hold monster*, but if only one comes within reach, it attacks with its bite. It fights until destroyed.

Nightcrawler: 215 hp; see MM.

Dread One's Suite, page 525

Experience Points: Award 25 percent greater than normal XP for the nightcrawler.

LEVEL 2: CENOTAPH OF DARKNESS

This completely dark chamber is filled with a *deeper darkness* spell. (If someone dispels it, the room recasts the spell in one minute.) The ceiling rises seventy feet above, and a staircase at the east end of the room spirals up. Two vats of liquid

While Ulithik was far too wise to dare betray the Dread One while Malkith was alive, today, if awakened, he would love to get his hands on the Book of Inverted Darkness *and use its power for himself.*

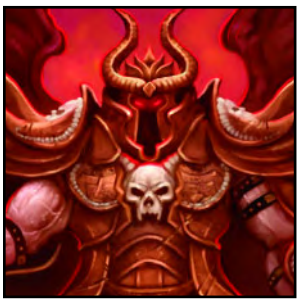
Liquid shadow, page 46

DM TIPS

Remember that true seeing *reveals the tendril-like growths of the Malignancy connecting to the foreheads of all creatures it controls. Characters watching the growths might see them quiver slightly when a character earns a corruption point*

Corruption points, page 503

Ithilnaur, page 46



Ul-Sinistar, page 456

The Sunslayer being built on Level 3 would not have required the wood and iron scaffolding described here. It would have used Jabel Shammar itself as a power source, had it ever been finished.

shadow flank an obsidian obelisk here. Written in shadow on the obelisk, so that one can read it only with a *read magic* spell, is this verse:

I curse the rising of the sun,
I loathe the wellspring of the light.
I abominate all of the world,
I blaspheme the days of all that live.
My scorn and hate for all of nature,
Discern no breadth or boundary.

LEVEL 3: SUNSLAYER

The ceiling in this chamber is twenty feet high, and the floor is black and white marble squares. Stairs in the center of the room lead up.

Here the player characters find a curved, semicircular table on which rests what appears to be a twelve-foot lance of dark metal covered in small plates of bronze and **ithilnaur**. Copper wire attached in many places on the weapon extends off like dozens of thin tendrils. Some of these curl and coil back on themselves, some hang loose, and still others attach to more small ithilnaur and bronze plates on the table.

The walls bear six faded images of the sun, but each sun is covered in green and black sores, festering and cancerous. One of the many chthonian plans of the Dread One was to destroy the sun itself, to end all life in a single stroke of sacrilege against the Creator who put it there and all gods who extolled the beauty and warmth of daylight. In this chamber lies a half-constructed weapon that might have accomplished this foul task: the *lance of endless night*. (The dark elves of **Ul-Sinistar** scheme to build one too, based on legends of this very weapon.)

This room contains no secrets of the lance. Divination spells might be able to identify what it was meant to do, but none reveal how to complete it or even how close it is to completion (not at all close). Those wishing to do so could easily destroy it.

LEVEL 4: REVESTRY OF SACRILEGE

A blood-red carpet of woven leather covers the central portion of the floor of this level, with a hole cut in the middle to accommodate the staircase. A massive, intricate mural covers the fifty-foot-high walls, depicting every sin, every act of perversion, every wrong possible to commit. (It would take weeks of study to examine each portion of this mural, although carefully doing so grants 1 **corruption point** per ten-minute study period.) Three fonts of solid ebony are spaced equidistant from each other, just outside the perimeter of the carpet. Each one still contains water, and each bears a small bronze plate with its name in Abyssal.

The Font of Injustice: After speaking the phrase, "I revel in injustice," anyone drinking the clear water from this font can afflict one other creature with injustice for 1d4 rounds. In this case, injustice comes in the form of inverted skill. Subtract any one of the foe's bonuses (the drinker's choice)—whether it is an ability score bonus, attack bonus, skill bonus, or save bonus—from 20. The result is the creature's new bonus for that period (negative numbers are possible). Thus, the greater the bonus, the worse the effect of the injustice. This ability must be used within six days of drinking. If someone drinks the water without speaking the phrase, one of his own bonuses (determine randomly) is affected for the next twenty-four hours. Drinking the water grants 1 corruption point. Saying the phrase grants an additional 2 points. The water in the font magically refreshes itself.

The Font of Immorality: Even touching the slimy, brackish water in this font causes a character to think terrible, evil, and perverse thoughts. Good-aligned characters are stunned for 1d6+1 rounds. Neutral characters are stunned for 1 round. Touching the water grants 2 corruption points.

The Font of Lies: The water in this font is an illusion. Anyone recognizing the illusion but still pretending to drink the water gains a +1 inherent

LANCE OF ENDLESS NIGHT

This artifact comes in two parts. The first is gigantic and resembles a wooden and iron scaffolding. Once assembled, it forms a massive cube one hundred feet on a side.

This structure must be built around a major energy source. After twenty-four hours, the energy fully charges the artifact, and the second part of the device comes into play. An iron lance, twelve feet long, fits into a conduit built into the scaffold, so that all of the absorbed energy transfers into the weapon.

The lance has no magical powers as a weapon. It does not, in fact, even make a very good lance. When charged with energy and pointed at the sun, however, it emits a ray of darkness that stabs at the very heart of the fiery orb. It slays the sun.

Obviously, no one has yet ever successfully employed this horrible weapon. Without the sun, the world would quickly devolve into a cold, lifeless place of total darkness where only undead and similar creatures could survive.

Overwhelming transmutation; CL 25th.



competence bonus on Bluff checks permanently. Doing so grants 2 corruption points, however.

LEVEL 5: TEMPLE OF IMPIETY (EL 21)

The final steps into this chamber from the one below have six *symbols of pain* (Fortitude save, DC 20) inscribed upon them that activate when living creatures come within ten feet. While the effects of multiple symbols do not stack, intruders have six saves to potentially fail, rather than just one. The undead in the temple are immune to their effect if triggered, and they know the key to bypassing them without triggering them.

"Welcome to the Temple of Impiety," a creature in this room states in hoarse whisper. "Your gods are not welcome here."

This level is a temple dedicated not to a god, but to the hatred of and irreverence for gods, in particular, gods of goodness. **Divine spells are suppressed in the temple, and turning does not work.** Even divine spells cast outside of this level with active durations are suppressed when brought into the temple, as if by antimagic. Spell-completion and spell-trigger items of a divine nature are also suppressed, but no other magic items are; that means a *wand of cure serious wounds* does not function here, but a *potion of cure light wounds* or a *holy avenger* sword does.

This chamber is ninety feet high. At forty feet up, a five-foot-wide balcony runs the circumference of the room; its iron mesh railing provides cover (+4 AC bonus, +2 Reflex save bonus). The room offers no mundane means to get from the floor to the balcony.

On the floor are six *bas relief* carvings of human faces, each different, each contorted in an expression of anger and contempt. The reliefs, which each measure about four feet long and three feet wide, radiate around the center stairwell with their chins pointed toward it. They are about ten feet from the stairs and five feet from each other. From each relief's angry, open mouth springs a blue beam of intense light that reaches the ceiling. Touching any of these beams of light inflicts 4d6 points of cold damage and the loss of one prepared divine spell (if any) from the character's highest-level current available spells. Inlaid into the floor between each relief is a solid piece of melanite.

The Mummies

At the floor level, equidistantly spaced around the circumference of the room are ten human-shaped niches, each containing an upright mummy. These mummies wear half plate armor and thus gain an armor bonus of +7 to their Armor Class, for a total of AC 27. They also each wear a headdress, cloak, and jewelry (worth a total of 800 gp each). The balcony level holds six such niches, each containing a mummy lord. The mummy lords are indistinguishable in appearance from the mummies below, including the armor and jewelry.

"Rumors say that one of the towers in the fortress of Jabel Shammar is dedicated solely to the hatred of all things divine. Thankfully, as powerful as the Dread One was, we know that even he could not block the power of the gods."

—Aran Boturr, High Priest of Navashtrom



The gemstone melanite is a type of black garnet. Its opaque crystals are found in highly metamorphosed rocks and in some igneous formations.

DM TIPS

Don't forget that evil creatures in Jabel Shammar are affected by the bless *spell and also can use the Malignancy to heal themselves for 10d10 hit points as a standard action.*

Throughout the entire encounter, all mummies and mummy lords rasp in unison a terrible, resonant, sacrilegious chant in the Abyssal tongue.

Mummies (10): 55 hp each; see MM.
Mummy Lords (6): 97 hp each; see MM.
Equipment: *+2 half plate armor, cloak of resistance +2, ring of minor fire resistance, brooch of shielding,* scroll of *flame strike,* jewelry worth 800 gp. One also has a *staff of necromancy* (20 charges).

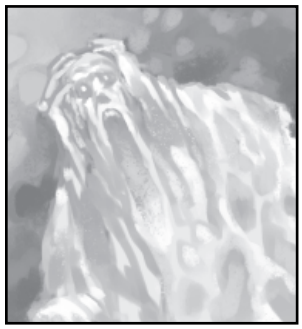
Tactics: The mummies enter into combat and serve two purposes. Working together, they team up on two or three foes and use aid another tactics to grant the mummy lords Armor Class bonuses versus ranged attacks (or, if applicable, melee attacks). They also absorb attacks that would otherwise be meant for the mummy lords. If hurt, they back off and use their link with the Malignancy to heal themselves. Six of the mummies have *bull's strength* cast upon them by the mummy lords (+2 bonus to attack and damage rolls).

Using the Malignancy, the mummy lords almost certainly know the player characters are coming. Each has already cast *air walk, spell resistance* (SR 22), *divine power* (total attack bonus +29, total damage bonus +17, total hp 107), *divine favor* (total attack bonus +32, total damage bonus +20), *shield of faith* (total AC 33) and *spell immunity* (to *lightning bolt* and *fireball*). On the balcony, they use their ranged spells (*searing light, silence, dispel magic, flame strike,* and *hold person*) to damage or impede their foes before using *air walk* to engage in melee, if no intruder comes to them first. They choose their targets carefully and do not waste time casting spells against those who can resist their effects easily—they will try to *hold* a fighter or rogue, but not a cleric or wizard, for example. If up against powerful spellcasters, one or two of them will use *dispel magic* to attempt to counter their spells.

One of the mummy lords has a *staff of necromancy*. It starts off using its *waves of fatigue* power, then spends most of the rest of its time using *enervation* until the staff runs out of charges.

Dungeons of Jabel Shammar, page 532

The mummy lords here, known as the Six Blasphemers, were powerful clerics of their time, broken through torture and forced to renounce their gods. After they did, the Dread One killed them to reforge them in undeath.



Malefic mask, page 505

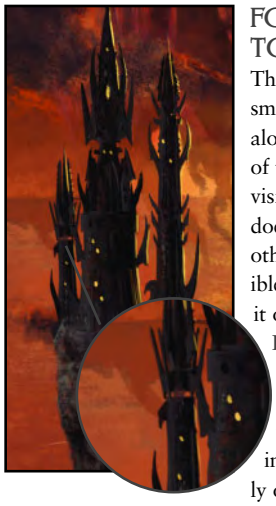
Hidden Treasure

Hidden within the niche of each mummy lord is a secret compartment (Search, DC 25, to find). These each contain a small silver coffer (worth 250 gp) that holds broken bits of silver, gold, and jeweled holy symbols worth a total of 1,000 gp each, as well as a pouch of powdered diamond and opal worth 1,000 gp (for casting *symbol of pain*). Within one of these compartments is another secret compartment (Search, DC 30, to find) that contains a *malefic mask*.

Experience Points: Award double experience points for the mummy lords, but none for the mummies.

DM TIPS

If someone falls victim to the Dread One's Despair, describe the effects subtly and without mechanics. Do not tell the player his affected PC's penalties until he actually attempts an attack, a check, or a save.



FORLORN TOWER

This, the third of the small towers, stands alone, to the southwest of the others. It has no visible entrance, nor does it connect to the other towers in any visible way. One can enter it only through the **Dungeons** below the Tower of Malice. Strangely, this entire tower is open on the inside, making it mostly one cylindrical chamber forty feet across and three hundred feet high. No stairs offer purchase to anyone interested in scaling to the top.

A trapdoor in the floor at the west end of the tower opens to stairs that lead up from the **dungeons**.

The interior walls are a medium grey but show strange, inexplicable black streaks, like claw marks or blood splatter stains. About thirty feet from the tower's ceiling, a lattice of foot-wide iron beams spaced about two feet apart creates a kind of floor, although one through which a Small or Medium creature could fall. There is no way to pass up through the lattice other than to squeeze through the two-foot-wide holes or to pass through incorporeally.

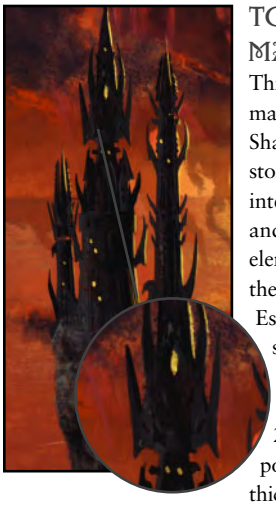
This top area has two interesting aspects. First, like the fortress' other two small towers, the black windows at the top of the Forlorn Tower are transparent from the inside, allowing one to view the rest of the fortress and the surrounding countryside if Jabel Shammar is not shrouded in clouds.

Second, a large crystal orb, five feet in diameter, floats about four feet above the iron grid. Next to it floats a huge iron chair without legs; it sports massive iron horns and spikes on both its left and right sides. It appears to be a seat for a Large humanoid. The orb is a *crystal ball* with special properties. Through it, one can cast any divination spell as if the targets viewed were within Close range.

THE DREAD ONE'S DESPAIR

Spending more than a minute in the Forlorn Tower forces any living creature to make a Will saving throw (DC 25). Those who fail are gripped by a cloying malaise that manifests itself subtly, but grows over time. Affected creatures suffer a –1 morale penalty on attacks, checks, and saves for each minute they spend in the tower. This cumulative penalty remains until the character leaves Jabel Shammar (although a *break enchantment* or a *heal*

spell removes the penalty). Someone who stays long enough to suffer a –20 penalty falls into a catatonic state permanently.



TOWER OF MALICE

This central tower is the main structure of Jabel Shammar. The very stones that comprise its interior walls, floors, and other structural elements sprang from the hatred and spite of Eslathagos Malkith. As such, they always feel cold to the touch, have a hardness of 20, and have 75 hit points per inch of thickness. The structure (and every part of it) has SR 30 against any spell that might affect it, making even spells like *passwall* more difficult to use (despite the fact that such spells might not normally be subject to SR).

CHARACTERISTICS

The Tower of Malice has three unique characteristics as shown on the poster map, and described here: bladed hallways, blasphemous shrines, and iron guardians. The tower also brings into play the conditions of malice and a summoning cascade.

Bladed Hallways

Fashioned more for their intimidating appearance than as a defensive measure, the walls of certain corridors in the tower are lined with blades, hooks, and spikes that protrude menacingly at different lengths. Those moving faster than their speed, or—regardless of their speed—faster than sixty feet in a single round down one of these corridors must make a Balance check (DC 20). Those who fail suffer 1d4 points of damage. Anyone attempting a complex physical maneuver, including and especially combat, in a bladed hallway must make a Balance check (DC 20) or suffer 2d4 points of damage. Native residents of Jabel Shammar (such as the mirror guardians on Level 3 or the undead of Level 8) need not make such checks.

Blasphemous Shrines



Blasphemous shrines are located throughout the tower. While they appear to be shrines to some dark god, they are, in fact, more like anti-shrines. That is to say, each is dedicated not to the reverence of a deity, but to the hatred of deities (particularly good deities) as well as all things holy and natural. Worse, a loathsome intellect possesses each of these shrines; its magical intuition allows it to reshape itself, incorporating the images and symbols of deities not yet born when Jabel Shammar appeared.

Covered in debased holy symbols, each shrine appears to be a high, narrow table set in a shallow alcove with black drapery. The symbols and images of the various gods of any and all thinking creatures within one hundred feet automatically appear on the shrine, formed from its own substance (the shrines are akin to demonic mimics). These symbols and images are debased, corrupted, and desecrated in ways only a demon's mind could conjure.

If approached, the shrine emanates a *blasphemy* effect without need of a word (and therefore sound). Those who are still standing afterward receive the attentions of huge, fistlike tendrils formed from the black draperies. Anyone who devoutly serves a deity (certainly divine spellcasters, perhaps other characters at the DM's discretion) suffers a –2 penalty to attacks and damage rolls made against the shrine (no save). Unlike normal mimics, the shrines never take other forms.

Blasphemous Shrine
Huge aberration (Neutral Evil)
Special advanced fiendish mimic **CR** 16
HD 21d8+105 **hp** 199
Init +0 **Speed** 10 feet
AC 17, touch 8, flat-footed 17
BAB/Grapple +15/+31
Attack/Full Attack +22 melee (2d6+8, slam)
Space/Reach 15 feet/15 feet
SA Adhesive (automatic grapple after a hit; grappled creatures or items remain stuck until adhesive dissolves 5 rounds after shrine's death; Reflex save, DC 18, to keep one's weapon free after hitting shrine; Strength check, DC 18, to pry it off if stuck), crush (2d6+8 points of damage after grappling), smite good (+20 bonus to damage against one good foe per day), *blasphemy* (every other round, DC 24)
SQ DR 10/good, darkvision 60 feet, immune to acid, resistance to cold 10 and fire 10, SR 25
Fort +14, **Ref** +9, **Will** +15
Str 27, **Dex** 10, **Con** 21, **Int** 10, **Wis** 13, **Cha** 20
Crucial Skills: Climb +20, Listen +15, Spot +15.
Other Skills: Disguise +25.
Crucial Feats: N/A
Other Feats: Ability Focus (adhesive), Ability Focus (*blasphemy*), Alertness, Great Fortitude, Improved Natural Armor, Iron Will, Lightning Reflexes, Weapon Focus (slam).

Iron Guardians

The Dread One created a number of varied iron golems to watch over the Tower of Malice in his absence. At each of the points marked on the poster map, he stationed these guardians. The golems attack all intruders, even demons and the like, except those who wear a *malefic mask*. They come toward noises they hear and, if they see an



FROM MY CAMPAIGN TO YOURS

Blasphemous shrines turned out to be much more dangerous than I had originally thought. Initially designed to be almost a nuisance encounter, the shrines proved to be a real threat due to their ability to use blasphemy *(which allows no saving throw) every other round. This ability allowed the shrines to dominate every encounter. It got to the point where, after encountering two of these things, the player characters would flee from them and erect barriers to keep them at bay. In a rather unfortunate encounter, a PC attempted to destroy a blasphemous shrine with a chaositech void bomb (see page 572), which ended up hurting the other party members much more than the shrine.*

Malefic mask, page 505

JABEL SHAMMAR GUIDE

Misbegotten Tower
Laboratories, aboleth custodians, The Misbegotten, and the Ivory Egg.

Tower of Blasphemy
Nightcrawler pit, three evil fonts, and the Temple of Impiety.

Forlorn Tower
Dread One's crystal orb and Dread One's Despair.

Tower of Malice
Dread One's throne room and residence, Mirror Maze, Court of Hate, Alabaster Sanctuary, and Trial of the Book.

Dungeons
Master of the Dungeons, the Hidden Prison, Naxx the ocular tyrant, and the Seeping Portal.

DM TIPS

It may be difficult to remember the Malice effect for each and every combat encounter, so have the player characters make their saving throws even as they make their initiative checks.



intruder, they attack. Because of this, once player characters have entered the tower and the summoning cascade has occurred (see below), the golems might seem to wander about the tower, moving from noise to noise. The DM should feel free to have the PCs encounter them wherever and whenever seems logical; the map and the text below note only their starting locations. They pursue foes until destroyed. Each golem has been fashioned in a unique form and, in addition to its standard iron golem abilities, possesses a special power.

Heat Golem. These golems look like metal men in a constant state of melting and cooling. Each glows red hot, then white, then red again. In addition to the normal damage it inflicts, each golem deals +4d6 points of fire damage with each hit or touch on odd-numbered rounds, and +6d6 points of fire damage on even-numbered rounds. Anyone within ten feet of either golem suffers 1d6 points of fire damage (no save). These golems have fast healing 5, but additional fire damage does not heal them further. These golems are each CR 15. *(Tower Level 4)*

Spike Golem. These golems were fashioned in the shape of winged gargoyles covered with horns, spines, and spikes. They can fly with average maneuverability at speed 60. When not flying they have two additional wing attacks made at +18 that inflict 2d8+5 points of damage. When these golems breathe poison gas, they also fire a volley of iron spikes from their bodies in a thirty-foot cone as a free action, inflicting 6d6 points of damage (Reflex save, DC 19, for half damage). These golems are each CR 14. *(Tower Level 7)*

Electricity Golem. These golems look like featureless men made of blue metal and crackling with lightning. Both fire and electricity damage heal them the way fire normally heals an iron golem, and they have fast healing 5. Each also inflicts an additional +2d6 points of electricity damage with each strike or touch. When it breathes poison gas, it also looses a 15d6 *chain lightning* bolt (DC 19). In the area where they stand guard, the floor sprouts stony hands if a living creature walks upon it. These hands grasp, smack, and shove living creatures, inflicting no damage but making it difficult to act or think normally. Anyone standing on the floor suffers a –4 circumstance penalty on attacks, saves, and checks due to these hands. Spellcasters face a 20 percent spell failure chance. Speed from movement across the floor is cut in half. *(Tower Level 9)*

The golems are both CR 15, but the encounter has a total EL of 18 due to the grasping hands.

Angel Golem. The Dread One made this golem look like a tall female angel made of iron. It can fly with average maneuverability at speed 80, has double the normal number of hit points (258), and Strength 38. It also wields a *+4 large flaming unholy longsword* in one hand that replaces its slams with a +30/+25/+20 melee attack (1d8+15 damage +1d6 fire +2d6 unholy, critical 17–20). Its other hand holds a *+4 large heavy steel shield* (adds +6 bonus to its Armor Class for a total of AC 36). The save DC for its poison gas attack is 25. This golem is CR 17. *(Tower Level 9)*

Iron Golems (Varies): 129 hp each; see MM.

Teleporters

The poster map shows four teleporters in various areas of the Tower of Malice. They link Levels 5, 6, and 7. Each is a platform about eight feet across that rises about an inch above the floor. They are made of stone engraved with a swirling pattern. A teleporter sends any creature (including gear) or object placed upon it to its corresponding teleporter after 1 round; anything placed on the teleporter marked "A" goes to the other teleporter marked "A," and likewise with the teleporters marked "B." A creature must step off a teleporter and step back on to return.

Malice

Whenever any intelligent non-evil outsider enters into combat within the Tower of Malice, it must make a Will saving throw (DC 25). Failure indicates that the creature is so consumed with anger and hate that it loses control and attacks the nearest creature to its fullest ability, regardless of that creature's identity. A new saving throw is allowed each round to throw off the effect. An outsider must make only one success per combat encounter to resist the effect for that entire encounter. This ability ignores spell resistance, but it is a mind-affecting, enchantment effect.

Summoning Cascade

As soon as anyone enters the Tower of Malice's first level, the summoned residents of Level 1, Level 5, and Level 10 appear in their chambers, compelled to kill any intruder they encounter. The summoned creatures remain in their positions for a year and a day, then disappear (if not slain first). This is called the "summoning cascade," because literally one summoning triggers the next, and so on, until all the conjured creatures are once again in place.

Eslathagos Malkith was neutral evil, with no patience for law or chaos (although truthfully he exhibited tendencies of both in his desire to both master and yet destroy everything he encountered). Thus, when he interacted with fiends, he had no preference for demons or devils, so the summoning cascade brings both to Jabel Shammar. The two types of fiends don't interact well together, but they

also do not automatically oppose one another, either, thanks in part to the Dread One's infamy and in part to the compulsions placed upon them.

In addition to those creatures mentioned in the descriptions below, a trio of cornugon devils is also summoned to Jabel Shammar, as are a pair of **D'Stradi annihilators**. They have no lairs, but instead wander around the four towers. Basically, DMs should use these encounters if the player characters begin to "clean out" the fortress. Returning to an already explored area may result in one of these encounters. The cornugons make for an EL 19 encounter and the pair of D'Stradi demons are an EL 15 encounter. In either case, the fiends are immediately Hostile. If seriously threatened, they are likely to teleport away, heal (using the **Malignancy**), find the PCs later (using the Malignancy), and attack with surprise.

LEVEL 1: ENTRY (EL 23)

Doors lead into the Tower of Malice via the walkways from the Misbegotten Tower to the east and the Tower of Blasphemy to the north. Only a *malefic mask* wearer can open these outside doors, which are, of course, indestructible. The statue next to the northern entrance depicts a life-size pit fiend, rendered in astonishing and terrifying detail. The ceilings on this level rise eighty feet above the floor.

Foyer

A mosaic of dark tiles covers the floor of foyer, forming an intricate pattern of evil symbols and unholy runes (though they have no magical properties). Three massive suits of full plate armor stand upright along the east wall, and six huge black battleaxes hang next to them. Strangely, each armor harness has two helmets.

The huge black adamantine doors leading into the Great Hall carry a permanent *antipathy* targeting neutral good creatures (Will save, DC 25).

Guardians: As soon as anyone enters this room, the summoning cascade is invoked, bringing three Huge fiendish ettin fighters *into* the suits of armor. These three were always favorites of the Dread One, and he granted them powerful magic armor and weapons to use when summoned here. As soon as they appear, they activate the *haste* effect in the armor, grab their weapons from the wall, and attack, fighting to the death. The *haste* grants them +30 feet of speed, +1 attack bonus, +1 to Armor Class (total AC 31), and a +1 bonus on Reflex saves (+10 total).

Huge Fiendish Ettins (3)
Huge giants (extraplanar), (Chaotic Evil)
Fighter10 **CR** 19
HD 10d8+60 + 10d10+60 **hp** 220
Init +5 **Speed** 30 feet
AC 30, touch 9, flat-footed 29
BAB/Grapple +17/+36
Attack +30 melee (3d6+15, 19–20/×3, battleaxe)
Full Attack +30/+25/+20/+15 melee (3d6+15, 19–20/×3, battleaxe) and +30/+25/+20/+15 melee (3d6+15, 19–20/×3, battleaxe)
SA Smite good (+20 damage) 1/day
SQ DR 10/magic, SR 25, resistance to cold 10, electricity 10, and fire 10; low-light vision, superior two-weapon fighting
Fort +20, **Ref** +9, **Will** +10
Str 32, **Dex** 13, **Con** 22, **Int** 10, **Wis** 14, **Cha** 15
Crucial Skills: Climb +22, Intimidate +15, Jump +22, Listen +15, Search +2, Spot +15.
Other Skills: Knowledge (the planes) +1.
Crucial Feats: Cleave, Combat Reflexes, Dodge, Great Cleave, Power Attack.
Other Feats: Alertness, Greater Weapon Focus (battleaxe), Improved Critical (battleaxe), Improved Initiative, Iron Will, Lightning Reflexes, Weapon Focus (battleaxe), Weapon Specialization (battleaxe).
Possessions: *+3 mithral full plate armor of speed and electricity resistance, +2 huge battleaxes* (2).

Experience Points: Award 150 percent of normal XP for the ettin fighters.

Great Hall

As one enters from the foyer, the Great Hall plunges down into darkness as well as up to a dizzying height. Everything here is varying shades of grey and instills a feeling of dread.

This chamber has a *forbiddance* effect cast by a 20th-level neutral evil caster (Will save, DC 23). The floor here is fifty feet below the level of the entrance from the east; a wide staircase leads up to the doors. The west half of the room is a platform of a height equal to that of the doors; wide steps lead from the floor up to it as well. Columns in an arc that bisects the room from north to south hold up the platform fifty feet off the floor and continue rising to meet the ceiling eighty feet above that.

Resting atop the platform in the west half of the room is another platform supported by pillars ten feet high. On this rectangular platform sits a ten-foot-cube steel cage with a door on the eastern side; a massive iron chain affixed to a hook in the top of the cage runs up to a hole in the ceiling. If anyone opens the cage door, the next time it is closed, the chain brings the cage up to Level 2 (or, if it is already there, back down to Level 1). This lift moves slowly, taking a full minute to get to the next level.

Anyone passing through the hole in the ceiling who is not in the cage gets zapped by an electrical field that inflicts 10d6 points of electricity damage (Reflex save, DC 25, for half).

The lowest level of the chamber harbors a ten-foot-square secret trap door (Search, DC 27) in the far western portion of the floor right under the main platform. The trap door is triple locked (each is DC 35 to open). This is the entrance to the **dungeons** of Jabel Shammar.

DM TIPS

To keep up the tension in Jabel Shammar, remember to call for frequent Spot and Listen checks, randomly setting the Difficulty Class at 15, 20, or 25. Success means a character sees movement in the shadows or hears a strange noise, but no source of the motion or sound ever presents itself.



D'Stradi annihilators, page 620
The Malignancy, page 503

Malefic masks, page 505

DM TIPS

Don't forget that evil creatures in Jabel Shammar are affected by the bless *spell and can use the Malignancy to heal themselves 10d10 hit points as a standard action.*



Dungeons of Jabel Shammar, page 532

"And in those days, the people did not understand what had become of their beloved Danar. They would still visit his tower and see that it had changed, but still they would appear before his throne—such a testament to vileness and a darkness of spirit as the world has never known before or since. In this evil throne room they would speak to Eslathagos Malkith, some begging for mercy, some with words of diplomatic alliance, and some withe entreaties relating to the life he had led before his corruption. The most fortunate of these petitioners evoked dark, cynical laughter from the Dread Lord, and were slain swiftly. The less fortunate languished in the torture pits of his dungeons for untold years. Only one thing these supplicants had in common: All those who went into the fortress now known as Jabel Shammar never again saw the sun."
—Ancient scroll of anonymous authorship in the collection of Navaen Blueflight

DM TIPS

While the player characters are on this level, listen carefully to what the players say. If a player says, "the Dread One," "Eslathagos Malkith," or "Danar," assume that the PC says it.

Corruption points, page 503

Uncorrupted sections of Mosul Pearl: See the Alabaster Sanctuary, page 521.

LEVEL 2: THRONE OF THE DREAD ONE

This entire level is one vast, imposing chamber with a ceiling sixty feet above the floor. Those coming up via the iron cage lift from Level 1 find this room designed specifically to intimidate and strike dreadful awe in the minds of all who enter.

Hundreds of magic black candles, forever burning, are set into holders and sconces in the floor around the throne to provide a flickering illumination. A huge throne on a massive dais dominates the east part of the chamber, flanked by many rows of black candles on tall iron candleholders. The walls are jagged and angled but bear no symbols or images. A red and gold carpet leads from the iron cage to the throne.

Punishment of the Righteous

Any good-aligned creature that comes into this room suffers 3d6 points of unholy damage (no saving throw) with 1d6 points of damage per round afterward. The damage is augmented by the following factors:

- +1d6 for each holy or good-aligned magic item the creature possesses.
- +1d6 for each spell or spell-like effect with the good descriptor in effect on the creature.
- +2d6 if the creature has any celestial blood or essence (aasimar, half-celestial, or celestial creature).
- +2d6 if the creature is a good-aligned outsider.
- +2d6 if the creature is a full-blown celestial.

All additions are cumulative, so an astral deva with a holy mace suffers 11d6 points of damage on the first round and 9d6 points of damage each subsequent round (the deva's protective aura, being just like a *magic circle against good*, counts as a good effect).

Speaking in the Throne Room

Anyone who speaks the name "the Dread One" while in this chamber is struck deaf permanently (no saving throw).The only exception to this effect is a creature kneeling before the throne when speaking the name. Such a creature instead gains a +1 luck bonus on its next attack, save, or check, but it also gains 1 **corruption point**.

Anyone who speaks the name "Eslathagos Malkith" while in this chamber is struck blind permanently (no saving throw).

Creatures who speak the name "Danar" in this room must make a Fortitude saving throw (DC 20). Those who fail are struck dead. Those who succeed at the save suddenly get the idea that there may be sections of **Mosul Pearl** still left uncorrupted within Jabel Shammar.



The Throne

Covered in carved jet and inlaid with gold, the throne is a wonder to behold. Though it was fashioned for a Medium humanoid to sit upon, it measures ten feet wide and twenty feet tall. Anyone seated there enjoys SR 40. The throne cannot be moved without destroying it.

Four secret switches on the throne's arms activate magical effects. Each is a standard action to activate.

1. Creates a magical stairway made of solidified darkness ten feet wide that winds up and around the walls to get to the next level.
2. Surrounds anyone seated on the throne (and the throne, but nothing else) with a *wall of force*, or lowers this wall. Activating this switch while not seated may result in characters being cut off from the throne unless they can bring down a *wall of force*. Activating this switch while seated on the throne bestows 1 corruption point.
3. Fires rays of negative energy (as the spell *enervation*, with an attack bonus of +15) at everyone in the room. (If the person activating the switch is seated, the attack excludes all allies.) Anyone seated on the throne gains 2 temporary hit points for each negative level bestowed in this way. Activating this switch while seated on the throne bestows 2 corruption points.

4. Teleports anyone in the room anywhere (Fortitude save, DC 25 to resist) in Jabel Shammar, including the dungeons. The person seated in the throne chooses both targets and destination. If no one is seated, everyone in the room must make the saving throw, and the destination is random. Activating this switch while seated on the throne bestows 1 corruption point.

Hidden Compartment: Within the massive throne and accessible to someone seated in it, lies a secret compartment (Search, DC 35) containing a Vallis stone. It is unprepared and, as such, would power five levels of spells. If treated (at a cost of 10,000 gp), it would power one hundred levels of spells. A Knowledge (arcana) check (DC 35) reveals that the stone used to be much, much larger.

LEVEL 3: HALL OF TWISTED REFLECTIONS (EL 20)

This mazelike level is filled with mirrors arranged in a confusing layout not unlike the Undercity's well-known Mirror Maze (the Mirror Maze was actually inspired by half-remembered legends of this place). No mirror here is perfect; each distorts the image it reflects, and some of them magically transform the mirror images of creatures into those of demons, monstrous aberrations, or mutated versions of themselves. Each mirror is mounted on a sheet of steel one inch thick and presents as difficult a challenge to damage as any interior wall in the tower.

Due to the prevalence of mirrors, saving throws versus gaze attacks on this level suffer a –2 circumstance penalty. The ceiling here is 15 feet high.

Mirror Guardians

Each of the five small rooms on this level holds a mirror guardian in stasis. Standing fourteen feet high even with their hunched posture, these horrific monstrosities are covered in thick carapaces. Massive, toothy maws dominate their wide, misshapen heads. Bulbous eyes positioned on the sides of their heads command an almost three-hundred-sixty degree range of vision. Their vaguely humanoid forms include arms ending in wicked claws.

These personal creations of the Dread One have iron plates fused to their already formidable carapaces, granting each a +8 armor bonus to Armor Class (for a total of AC 30). They also enjoy the *Dread One's blessing*, an effect that grants them maximum hit points and a +4 bonus to the saving throw DCs of their spells and special abilities (so their *confusion* gaze has a DC of 26).

Anyone entering the maze awakens the mirror guardians from their slumber. Using their link with the Malignancy, they always know the position of any intruders in the maze, as well as that of the other mirror guardians. While they don't work well together, they are all very hungry and eager to feast on fresh meat.

Mirror Guardians (5)
Huge aberrations (Neutral Evil)
CR 14
HD 20d8+200 **hp** 360
Init +2 **Speed** 30 feet
AC 24, touch 10, flat-footed 24
BAB/Grapple +15/+36
Attack +26 melee (3d6+13, claw)
Full Attack +26 melee (3d6+13, 2 claws) and +24 melee (4d6+6, bite)
Space/Reach 15 feet/15 feet
SA *Confusion* gaze (as the spell, 30 feet, CL 20th; Will DC 26 negates; Charisma-based save DC.)
SQ DR 10/magic, darkvision 60 feet
Fort +17, **Ref** +10, **Will** +15
Str 36, **Dex** 14, **Con** 31, **Int** 10, **Wis** 13, **Cha** 15
Crucial Skills: Climb +23, Jump +15, Listen +21, Spot +5.
Other Skills: N/A
Crucial Feats: Cleave, Dodge, Power Attack.
Other Feats: Improved Natural Attack (claw), Iron Will, Lightning Reflexes, Multiattack.

Experience Points: Award 150 percent normal XP for the mirror guardians.

LEVEL 4: GUEST CHAMBERS

This level contains many small chambers once used by advisors and emissaries to the Dread One—most of whom never left Jabel Shammar alive. The guest rooms were once lavish, but now have decayed into rotted parodies of past finery created to deceive and, ultimately, betray. The ceiling here is fifteen feet high.

Antimagic Zone (EL 15)

An *antimagic field* with a radius of fifteen feet surrounding the staircase leading from here up to Level 5 suppresses all magical effects. No sensory signal provides a clue of this, unless someone directs or brings an obvious magical effect into the area. The *antimagic field* itself is suppressed if a living creature stands upon the staircase. However, this ends the suppression of two permanent magical effects in the area: a *symbol of death* on the stairs and a *wall of force* on the perimeter of the zone and over the hole in the ceiling where the top of the stairs would otherwise provide access to the next level.

Crushing Trap: A massive iron wheel depends around the staircase set into the ceiling, with the staircase passing up and through the hole in the center of the wheel. The wheel measures thirty feet in diameter, its bottom covered in jagged blades. The wheel is, in fact, a number of nested wheels, each about six inches thick. If more than 50 lbs. is placed anywhere beneath the wheel(s), all the individual

Extradimensional Spaces in Jabel Shammar

When a caster in Jabel Shammar creates an extradimensional space, such as a rope trick *or* Mord's magnificent mansion, *and looks inside, everything appears normal at first. While she watches, however, a wave of dark red energy spreads from the entrance throughout the space, transforming it to resemble the interior of Jabel Shammar: strange and dangerous angles, hideous reliefs and paintings, and a shadowy darkness that cannot be dispelled. All aspects of the space, such as the servants conjured with* Mord's magnificent mansion, *appear to be evil spirits, and the furnishings are gothic and macabre in design.*

Dungeons, page 532

Vallis stone, page 47 (note the effects of leakage discussed there)



Mirror Maze, page 436

The Malignancy, page 503

DM TIPS

In an encounter with the mirror guardians, a character could be affected by both the Malice effects of the tower (page 516) and the confusion *of a monster's gaze. Both these effects dictate PC actions. However, when both are in effect, the guardians'* confusion *gaze trumps the effects of the Malice. This means that a character affected by both must first do as the* confusion *spell requires. Only when that action concludes does he then fall victim to the Malice.*

Malefic masks, page 505

The Malignancy, page 503

DM TIPS

Don't forget that evil creatures in Jabel Shammar are affected by the bless *spell and also can use the Malignancy to heal themselves for 10d10 hit points as a standard action.*

Bladed corridors, page 515

Legends say that even fiends summoned to the Court of Hate from hellish dimensions below learned secrets of hatred and scorn from the Dread One. This is not the only time that ancient texts make reference to the idea that the Dread One somehow attained a stature of malevolence even greater than that of demons.



Ivory egg, page 508

wheels begin rotating quickly, each in a direction opposite those it touches. Then the entire terrible, grinding contraption pounds down to the floor. When the wheel is down, the staircase remains inaccessible. The crushing trap resets in 1 round.

The only safe place is the staircase, or so it would seem. When the *antimagic field* is suppressed by the presence of someone on the stairs, the *symbol of death* inscribed upon it (Fortitude save, DC 23) is triggered, and a *wall of force* seals the area at the edge of where the field used to be.

Hidden switches (Search, DC 30, to find) at the far ends of the bladed corridors on this level disable the trap (but not the *antimagic field* or the symbol on the stairs) for 1 full round when pressed. Originally, guards were posted at these positions to deactivate the trap for welcome visitors or inhabitants of the tower.

Crushing Trap: CR 14; mechanical; location trigger; automatic reset; Reflex saving throw (DC 25) for half damage (20d6 crush, Reflex save, DC 25, half damage); Search DC 25 (trigger only—trap is obvious); Disable Device DC 30.

Iron Golems: The iron guardians on the west end of the room certainly come if the trap activates, and they likely hear any attempts to disarm it. They are not affected by the *antimagic field* and may attempt to use it, bull rushing or even tossing grappled characters into the area of the wheels.

LEVEL 5: COURT OF HATE (EL 24)

Due to the needs of this chamber, the floor itself is twenty feet thick. The stairs from Level 4 run up a shaft through this thick floor. This level is mainly a single large room built around a huge pool of blood-red water. The stairway shaft, in fact, comes up in the middle of the pool. On the west end of the pool rise two thirty-foot-tall clear crystal obelisks. The ceiling here is seventy feet high.

Between the two obelisks at one end of the pool, a robed skeleton propped up on a post and surrounded by skulls and bones stands in effigy. The pool itself is surrounded by horned skulls.

When Jabel Shammar was in use, Eslathagos Malkith's lieutenants staged mock trials in this chamber, pronouncing death and destruction not only on prisoners brought here, but on whole races and nations of the world as well. It was here that the Dread One taught his servants to have contempt for all things and fostered an aura of spite and malice unlike anything the world has ever seen.

The Blood-Red Pool

The pool is eleven feet deep. Any creature that is not an evil outsider who touches the water suffers 1d6 points of temporary Wisdom damage (Fortitude save, DC 25, for half damage). If the water is frozen (say, by the power of a summoned gelugon), the ice retains its abilities, so a wall of ice would inflict Wisdom damage upon those touching it. Anyone wearing a *malefic mask* is immune to the effects of the water.

The Obelisks/Summoned Pit Fiends

Two pit fiends stand watch from within the transparent obelisks. As soon as intruders are about to arrive—which they know from their link to the Malignancy—the pit fiends cast *unholy aura* on themselves (adding +4 to Armor Class, for a total of AC 44, a +4 bonus on saves, and other effects for 20 rounds). They announce, "Welcome to the Court of Hate. You have been judged and found wanting. Ready yourselves for punishment."

On their mental command, the obelisks become incorporeal, allowing them to cast spells or even make melee attacks through the obelisks without difficulty. This mental command is not an action; thus they can make the obelisk incorporeal, attack or cast, and then make it corporeal again, all on their turn. Their first actions will probably be to each summon an ice devil (unless the intruders are in a good position for a *meteor swarm*). Within the transparent obelisks, the pit fiends have 100 percent cover—the player characters must destroy the obelisks to get at the devils. The clear material is a strange, otherworldly substance unique in this world. While the obelisks are corporeal, incorporeal creatures or attacks cannot bypass them, nor can magic that normally ignores objects, like a *brilliant energy* weapon. The transparent material is incredibly hard: It has a hardness of 30 and 100 hit points. Further, the material has SR 35 and fast heals itself 10 points per round.

Once a devil's protective obelisk is destroyed, it changes tactics abruptly and uses its speed and maneuverability to fly around the large room, making swooping attacks against foes.

Pit Fiends (2): hp 220 and 230; see MM.

Experience Points: Award double XP for the pit fiends.

The Egg

The ivory egg found on Level 4 of the Misbegotten Tower has great power here: It makes its possessor completely immune to the pit fiends' attacks, whether they be physical, spell-like, or supernatural. Also, if anyone should throw the egg against one of the obelisks, both obelisks crumble to dust permanently, although the process destroys the egg as well. Parnaith, creator of the egg, hated and feared this chamber most of all.

Hidden Treasure

Beneath each obelisk lies a secret compartment (Search, DC 25) containing a glowing green gem that gives the obelisk above its power. If it is



removed, each gem has the magical abilities of a *pearl of power* (9th level), and the obelisk—or whatever is currently left of it—crumbles to dust. If the gems are not removed, the obelisks reform after sixty-six days.

LEVEL 6: SANCTUARY

This level contains a chamber of such puissant benevolence that even the Dread One could not corrupt it. The ceiling here rises fifteen feet high. One can access this level only via the teleporters shown on the poster map on Levels 5 and 7.

The Corridor of Corruption

Originally designed to store malevolent power to be used in the corruption of the Alabaster Sanctuary (see below), this circular corridor surrounds the inner chamber. The only door that passes from this hallway to the sanctuary is sealed shut with a special triple *arcane lock* (three separate *knock* spells are required to overcome it) and covered with black adamantine. Further, any creature of a non-evil alignment entering the corridor must make two Will saving throws each minute (DC 25 for both). Those failing the first are overcome by the overwhelming malevolence here and fall unconscious for 1d6 minutes. Those who fail the second saving throw suffer 3 corruption points.

Alabaster Sanctuary

No creature of evil alignment can enter this sanctuary. The Malignancy does not extend here. Neither it nor creatures linked to it can sense into this room, and they continue to be unable to sense any character who has been in this room for 1d6+4 rounds after they leave.

One of the last vestiges of Mosul Pearl, the Alabaster Sanctuary was the sanctum sanctorum of

It is likely that once the player characters find the Alabaster Sanctuary, they will want to make it their "base of operations" for the rest of the time they spend in Jabel Shammar. DMs should encourage this plan.

Corruption points, page 503

The Malignancy, page 503

Observant players will notice that the bed here (used by Danar), as well as the bed in the Dread One's Suite (page 525) both have incense of meditation *nearby. Even after his complete corruption, some predilections of Danar/The Dread One did not change.*

Galchutt, page 60

Corruption points, page 503



Balleah has been lonely but content knowing that helping to preserve a last bastion of goodness in this most evil of places is a worthwhile duty.

The Malignancy, page 503
Dread One's Suite, page 525
Dungeons, page 532

Vested of the Galchutt, page 60

Dark Averon, page 531
Bastion, page 530

Danar before he became the Dread One. The walls and ceiling here are pearlescent white, with gold and silver tapestries hung tastefully throughout. A series of gold and blue rugs cover the floor. The air feels comfortably cool and smells of rose petals. All sounds are gently muffled.

In the center of the chamber is a circular dais surrounded by gauzy curtains. These drapes hang from a golden ring twenty feet across, suspended fifteen feet above the floor on golden chains. On the dais is a bed of white and gold silken pillows. The chamber also holds a large golden chest, a white marble statue of a lammasu, and a painted stone statue of a bald, green-skinned angel.

The Meditation Bed: With room for ten or more to recline comfortably, this area offers a safe and relaxing place to rest even within the evil confines of Jabel Shammar. On two sides of the dais, small tables hold incense burners filled with *incense of meditation*. A +4 *tome of understanding* lies amid the pillows.

The Golden Chest: Within the unlocked chest are ten *potions of cure serious wounds* in crystal vials (each worth 50 gp), ten crystal flasks (each worth 100 gp) of holy water, and a scroll of *holy aura, heal,* and *holy word*.

The Lammasu: Touching this statue infuses a character with positive energy. The character is fully healed—all lost hit points and temporary ability score damage points are restored. The character loses 5 **corruption points**, if he has them. The statue works only once for each character.

The Angel: Touching this statue brings it to life—it becomes a planetar named Balleah. As it does, it releases a pulse of holy energy equal to a maximized *holy smite* that fills the entire sanctuary (since evil creatures cannot enter, only nongood neutral characters are affected: 40 points of damage, Will save, DC 20, for 20 points). The planetar immediately notes whether anyone appears damaged when she comes to life. She willingly helps anyone in the chamber any way she can, casting such spells as *remove disease, raise dead, greater restoration, break enchantment, heroes' feast*, and so on. She knows all the properties of the sanctuary, about Jabel Shammar (generally, but not the specific contents or inhabitants of every room), and about the **Malignancy**. She tells player characters what she can. She doesn't know the secret of the book in the **Dread One's Suite**, but she knows there is a secret way into a place called "the Trial of the Book." She even knows that the **dungeons** hold a secret prison somewhere for important prisoners, but again, she has no specifics beyond that. She also knows that her former friends **Averon** and **Bastion** have both been corrupted to darkness. She remains here with the hope that one day the evil can be purged from the tower, but she is apprehensive about leaving, fearing corruption.

When the characters are ready to depart, if she noted that no one was harmed by the *holy smite* effect, and if they desire it, she will gather the courage to accompany them as an ally for as long as they are in Jabel Shammar, or until she is slain. If the entire group is not of good alignment, she will not accompany them, however she will cast *holy aura, bull's strength, bear's endurance, shield of faith, aid, eagle's splendor*, and any other lasting spell she might deem helpful.

Balleah, Planetar Angel: 133 hp; see MM.

LEVEL 7: GALLERIES

The ceilings on this level are twenty feet high. The various galleries here contain statues and paintings of demons, devils, dark gods, and hideous creatures—even horrible depictions of the **Galchutt** themselves.

The Hideous Mural: In the northern wall of this level, the Dread One commissioned fiendish artisans to create a work of singular evil. It depicts scenes straight from Hell of depredations and torment no sane person should ever look upon. Anyone taking more than just a cursory glance at the mural gains 2 corruption points.

LEVEL 8: RESIDENCES

This level served as the lair of some of Jabel Shammar's most powerful residents, most of whom are long dead. Thus, many of its chambers are simply empty bedrooms and other living quarters, variously furnished. The ceilings on this level are fifteen feet high.

Three Murderers (EL 22)

The door to a large room on the south end of this level hangs open. This chamber served as the quarters for three undead servants of the Dread One. It is empty except for three wooden coffins covered with Elvish script and elaborate designs. The floor is extremely uneven, carved to appear to be a mass of writhing snakes, some normal size and some quite large. The snakes rise and twist around, creating strange holes, looming obstacles and other dangers to those who do not move carefully along the surface.

In the days of Danar and Mosul Pearl, the elves sent three representatives to entreat with the benevolent lord and his lovely wife—one of the Solarr elves, one of the Lunas, and one of the Shoal. The forces of Vladaam and Gorgoth-Lol, two **Vested of the Galchutt**, tricked the elf emissaries into taking a book to Danar as a gift. The elves had no idea that it was none other than the *Book of Inverted Darkness*, a tome older than the world itself.

Danar recognized the book for what it was, but—due either to his faith, or overconfidence—he believed he could store it in a vault as he

had done with so many other evil artifacts and objects. As is now well known, this decision was his undoing. When Danar had become completely corrupted, he tracked down the emissaries who had brought him the book and magically compelled them to slay their own families and friends. When they were finished, he killed the elves and brought them to Jabel Shammar as undead servants.

Snake Floor. Anyone standing on the floor must make a Balance check (DC 20) or suffer a –2 circumstance penalty on attacks and Armor Class. Whenever someone moves, a new Balance check is required. Anyone running in the room suffers a –4 circumstance penalty on the check that round. The mohrgs, used to the snake floor, need not make checks.

Mohrgs: These undead hide not in the coffins, but amid the snakes on the floor, crouching and waiting to pounce. They attack any living creature that enters and pursue foes who attempt to leave or flee.

Mohrg Fighters (3)
Medium undead elves (Chaotic Evil)
Fighter10 **CR** 18
HD 14d12 + 10d10 **hp** 146
Init +11 **Speed** 30 feet
AC 36, touch 19, flat-footed 30
BAB/Grapple +17/+25
Attack +25* melee (2d6+22, 17–20/×2, greatsword) or +25 melee (1d6+8, slam) or +25 melee touch (paralysis, tongue)
Full Attack +25/+25/+20/+15/+10* melee (2d6+22, 17–20/×2, greatsword) and +25 melee touch (paralysis, tongue)
SA Improved grab, paralyzing touch (Fortitude DC 22 after tongue hit or paralyzed 1d4 minutes), create spawn
SQ Darkvision 60 feet, undead traits
Fort +11, **Ref** +16, **Will** +13
Str 27, **Dex** 25, **Con** —, **Int** 11, **Wis** 12, **Cha** 17
Crucial Skills: Climb +16, Hide +36, Intimidate +17, Jump +19, Listen +11, Move Silently +24, Spot +16.
Other Skills: Swim +12.
Crucial Feats: Cleave, Dodge, Great Cleave, Improved Disarm, Mobility, Power Attack.
Other Feats: Ability Focus (paralyzing touch), Alertness, Greater Weapon Focus (greatsword), Improved Critical (greatsword), Improved Initiative, Lightning Reflexes, Multiattack, Weapon Focus (greatsword), Weapon Specialization (greatsword).
* Assumes 5 points of Power Attack.
Possessions: *+4 mithral chain shirt of fire resistance, ring of protection +3, cloak of elvenkind, +3 greatsword of speed*, jeweled cloak clasp worth 500 gp.

Experience Points: Award 150 percent normal XP for the mohrg fighters.

Dire Song (EL 14)

This northern room appears to be a normal bedchamber not unlike the others on this level. Music can be heard coming from the room, but it sounds muffled and indistinct until the door is opened.

The Dread One once had a human lieutenant named Polemith who spent all her time studying the dark side of music and sound. Her studies helped her master create such awful creatures as cloakers and destrachans and loose them upon the world, but such creatures had only a fraction of Polemith's powers. When the Dread One died, Polemith found herself trapped within Jabel Shammar. She died here, but her ghost remained to haunt the place.

Over time, though, even the haunting subsided. With the passage of millennia, the ghost's intellect eroded away, until all that was left of it was the haunting melody at its very core. This terrible song is itself a thing of corruption and darkness, even though it no longer has an intelligence behind it. Anyone listening to it gains 2 **corruption points** and suffers 1d6 points of permanent Wisdom drain. A difficult Will save (DC 32) allows a character to shut it out and avoid corruption points. A bard can counter the Dire Song with the countersong ability, but attempts to magically silence the effect must overcome a spell resistance of 35. A *holy word* or *dispel evil* spell can suppress the Dire Song for 1d6 rounds. Nothing else affects it.

Treasure: Polemith's various journals and handwritten texts lay about the room. If read in their entirety (which takes one month), an evil bard gains enough experience to rise to the midpoint of the next highest level and enjoys a +1 inherent bonus to Charisma. Even a non-evil bard gains 2d6 × 1,000 XP (or enough to gain the minimum needed to go up one level, whichever is less) for reading them.

Hidden Treasure: Hidden in this room beneath the bed (Search, DC 20) are a set of special *pipes of haunting* that have no Hit Dice limit and a save DC of 20. They have a value of 15,000 gp. Hidden in the back of the wooden dresser (Search, DC 25) is a *greater horn of blasting* and a *horn of goodness/evil*.

Experience Points: Award characters who encounter the Dire Song and survive as if they had overcome a CR 14 creature.

The Dire Song has gained a legendary status among chaos cultists and other malevolent forces in Ptolus. Its actual origins are shrouded in myth, although a Knowledge (religion) or Knowledge (history) check (DC 30) reveals the truth. Cultists evoke its name and believe that on the Night of Dissolution (page 60) the Dire Song will ring out for all to hear.

Corruption points, page 503

Characters within Polemith's room or within thirty feet of the doorway can hear the Dire Song.

If the player characters do not enter the room containing the mohrgs but the mohrgs hear them moving about, they leave their chamber and hunt down the intruders—hoping to attack them even as they deal with the Dire Song.



LEVEL 9: LIBRARY

A collection of mazelike chambers constitutes the library of the Dread One. This level holds an extensive collection of books and scrolls, each magically preserved so as not to age or decay as long as it stays here—any nonmagical books removed from the library turn to dust. The ceilings are thirty feet high, and the books go all the way to the top, although a dark wooden balcony

The books in the Dread One's library are written in a variety of languages, all of them ancient. None are written in Common, which is too modern, but many are in Westron, Draconic, and especially Abyssal.

three feet wide runs along most walls halfway up, with wooden ladders connecting the balcony to the floor. Smaller wooden ladders are spread throughout, resting on the floor and the balcony to reach high shelves.

The majority of the books are treatises on academic subjects, but many are tomes of inherent evil. A character searching through the shelves gains 2 **corruption points** (no save). If a searcher takes one hour or more to look and succeeds at a Search check (DC 25), the character finds a magic book. To determine the book's potency, roll 1d6, add the number of hours searched, and consult the following table. No book can be found more than once. Don't forget that every hour spent in Jabel Shammar also grants a corruption point.

Corruption points, page 503

Summoning cascade, page 516

Result	Strength of Book
2	Inherent bonus book +1
3–5	Inherent bonus book +2
6–7	Inherent bonus book +3
8–9	Inherent bonus book +4
10+	Inherent bonus book +5



Next, roll 1d6 again to determine the magic book's type.

1d6	Type of Book
1	*Manual of bodily health*
2	*Manual of gainful exercise*
3	*Manual of quickness in action*
4	*Tome of clear thought*
5	*Tome of leadership and influence*
6	*Tome of understanding*

LEVEL 10: DREAD ONE'S RESIDENCE

As the name suggests, this level was actually Eslathagos Malkith's home. For all his vast power and ineffable malevolence, he was still a mortal man.

The ceilings here are thirty feet high.

Hidden Prison, page 535
Trial of the Book, page 529

Prismatic Spray Traps (EL 12)

Any non-outsider entering this level without a *malefic mask* or without being adjacent to someone wearing one triggers four *prismatic sprays*, one from each direction. They fill the room 1 round after the first such person enters the level from below. Anyone within the room must make four saves, against four different rays. These are triggered each time someone comes up the stairs.

The **blasphemous shrine** in the room is immune to the effects.

***Prismatic Spray* Traps (4):** CR 8; magic device; proximity trigger *(alarm);* automatic reset; spell effect (*prismatic spray,* CL 20th; Reflex, Fortitude, or Will save, depending on effect, DC 20); Search DC 32; Disable Device DC 32.

Malefic masks, page 505
Blasphemous shrine, page 515

When the Dread One launched his war against the rest of the world, Lathikamis the balor stood at the head of his armies of demons, orcs, undead, and aberrations.

Personal Guardian (EL 21)

This chamber is filled with choking black smoke at all times (any smoke that does waft out of the room dissipates immediately). Visibility in this room is limited to about five feet, and everyone in it has concealment (20 percent miss chance). All breathing creatures in the room not immune to poison must make a Fortitude save (DC 15 + 1 per previous check) or spend that round choking and coughing. A character who fails two consecutive saves suffers 1d6 points of nonlethal damage and is poisoned, suffering 1d3 points of temporary Strength damage (no secondary damage).

Although it's difficult to see them in the smoke, ancient mummified corpses hang by chains from the ceiling, twenty feet off the floor.

When the **summoning cascade** occurs, Lathikamis, the Dread One's personal bodyguard, returns to Jabel Shammar. This perfect balor specimen has maximum hit points and a Strength of 39 (add an extra +2 bonus on attacks, damage, and Strength checks). His sword is a *+3 vorpal longsword* (add another +2 bonus on attacks and damage listed for the sword) and he wears a *ring of greater sonic resistance;* he also has a balor's traditional *+1 flaming whip* and a large steel key that opens the door in the Dread One's Suite (see next page). When Eslathagos Malkith faced his final battle, Lathikamis was trapped in an extradimensional space created to be a prison for him. Lathikamis is called, so he is here in the world physically and permanently.

And he's angry.

Jabel Shammar holds no secret of which Lathikamis is unaware, including all the traps, the **Hidden Prison** in the dungeons, and how to get to the **Trial of the Book**. He does not willingly reveal them, although he might try to tempt wary intruders to enter the smoke-filled room with promises of information.

Lathikamis, Balor: 360 hp; see MM, plus he carries the items above and a key.

Tactics: Millennia of imprisonment have made Lathikamis hungry for vengeance, and he is eager to take it out on intruders. Just before an encounter begins, he casts *unholy aura* (adding +4 to Armor Class for a total of AC 39, a +4 bonus on saves, and other effects for 20 rounds). He starts combat in the smoky room using abilities that do not rely on attacks (thus avoiding any miss chances) like *implosion* and his quickened *telekinesis*. Lathikamis is so angry that he does not retreat, even if in danger. He will, however, bellow loudly for the fiends in the harem (see next page) to hear and come in, probably via *teleport*, in addition to using his summon ability to bring in either a nalfeshnee or—if he is truly hard pressed—another (average) balor.

Hanging Corpses: The mummified corpses suspended near the ceiling are actually where Lathikamis stores his belongings. Amid the dried husks, or in hollowed-out cavities within them, he keeps a *malefic mask*, 10,000 gp worth of gems and jewelry, three *potions of cure serious wounds*, and four *immovable rods* (not activated).

Experience Points: Award 150 percent of normal XP for the balor.

Harem (EL 20)

The red curtains over this room's walls each hide a painting depicting a vile and sexually graphic scene of perversion (six total, each of them worth 2,000 gp). The floors are strewn with red and gold carpets and silken pillow-covered divans. This room's name is a misnomer, however. Although he reveled in the concepts of perversion, the Dread One did not partake in them. He gathered the female-appearing fiends that lived here (and are summoned here once again) only to show his contempt for his former wife, Parnaith.

Two mariliths, a succubus, and an erinyes appear when the summoning cascade occurs. Each is among the most alluring of their respective kinds, with a +4 inherent bonus to Charisma (increasing the Difficulty Class of all their Charisma-based effects by +2). One marilith has six *+1 longswords*, and the other uses six *+1 battleaxes*. (Add a +1 bonus to all attacks and damage. The axe-wielding marilith inflicts the same damage, but the criticals are 20/×3 instead of 19–20/×2.) The succubus wears a *robe of eyes*. The erinyes has her typical *+1 flaming composite longbow* (+5 Strength bonus). Each of them wears 1d6+2 × 1,000 gp worth of jewelry. Even if the fiends should die, the robe and the jewelry are native to this plane (the fiends put them on when they got here).

The demons reluctantly follow the direction of Lathikamis (see above). If the balor needs them, he will bellow for them, adding considerable might to his side. The erinyes hates the demons but is rightfully terrified by them.

Mariliths (2): 216 hp each; see MM.
Succubus: 33 hp; see MM.
Erinyes: 85 hp; see MM.

Treasure: A chest of woven bronze strips (worth 150 gp) under one of the divans holds 500 gp worth of perfume and cosmetics and two *malefic masks*.

Experience Points: Award 150 percent of normal XP for the fiends.

The Dread One's Suite (EL 14)

The door to this room on the east end of this level is three-inch-thick black adamantine and has its own *antimagic field* surrounding it out to one inch, making it impervious to magic (and negating any magical aids one might employ in searching it or opening it). The lock is large and devious (Open Lock, DC 35), and anyone attempting to open it without first removing the trap triggers the release of a poison dart coated with purple worm venom. A special magical trigger outside the door's *antimagic field* sets off a *wail of the banshee* spell if the dart fires. Lathikamis has the key to this door; using it avoids both traps.

Poison Dart Trap: CR 12; mechanical; timed trigger; automatic reset; hidden lock bypass (Search DC 25, Open Lock DC 30); attack +20 melee (1d4+4 plus poison, dart); poison (purple worm poison, Fortitude save, DC 24, resists, 1d6 Strength/2d6 Strength); one target; Search DC 30; Disable Device DC 35.

***Wail of the Banshee* Trap:** CR 10; magic device; visual trigger (*arcane eye*); automatic reset; spell effect (*wail of the banshee*, 20th-level wizard, Fortitude save, DC 23, negates); multiple targets (up to 17 creatures); Search DC 34; Disable Device DC 34.

This large chamber has a wide canopy bed with iron posts and black curtains. Three large wardrobes, a huge chest, a long table, and a chair—all of black wood inlaid with polished ebony—also furnish the room. A bookstand of silvered steel and adorned with protruding long, curving razor blades holds a large black book with red pages. Black and white silk drapes cover the walls, and a thick white fur rug swathes most of the floor. Braziers of black iron hang from long chains attached to the ceiling. The room smells of sandlewood. The aura of deep, cold evil feels palpable here, even more so than in the rest of the fortress.

The Bookstand: The idea is that intruders will believe this tome is the *Book of Inverted Darkness*. It is not. It is, however, a sort of magical conduit to the book, and therefore to the Malignancy. The book's pages are filled with gibberish, but perusal of them requires the reader to make a Will save (DC 25) or suffer 1d6 points of temporary Wisdom damage due to a magical effect. On the 99th page of the book, a *secret page* hides a special soul magic spell that takes the reader instantly to the Trial of the Book. To activate the *secret page*, one must utter the word, "Ssenkrad."

The Bed: A small table next to the bed holds an incense burner and a number of blocks of incense as well as two blocks of *incense of meditation*. Hidden inside one block of normal incense (Search, DC 30) is a *ring of three wishes* with one *wish* left (for emergencies). A drawer in this side table contains a number of four-inch steel needles and three masterwork knives of different shapes and sizes.

Malefic mask, page 505

After Danar's corruption, his wife Parnaith returned to him many times, always hoping to redeem him somehow. As his evil power grew, these visits became more and more dangerous, and each time she had to use her own magic to escape. When she stopped coming, the Dread One made no attempt to find her.

Summoning cascade, page 516



The player characters can find a clue to the word needed to activate the secret page *scratched into the edge of Ulithik the Misbegotten's meditation pool on the top level of the Misbegotten Tower (see page 511).*

Soul magic, page 635
Trial of the book, page 529

Black adamantine, page 45

THE SEVEN JEWELS OF PARNAITH

Only a little is known about Danar's wife, Parnaith. Before her husband was corrupted by the *Book of Inverted Darkness*, Parnaith began creating her own magical masterpiece: seven Ethereal Islands tied metaphysically to Mosul Pearl (now Jabel Shammar) and developed specifically as a path to enlightenment—and eventual godhood—for those who sought it. These islands are called the Jewels of Parnaith. One can reach the first jewel fairly easily, but a traveler can attain the others only one at a time, as he draws closer to true enlightenment.

The Nature of the Jewels

The jewels are physical places located on the Ethereal Plane. But they are much more than that, as well: Each one represents an important philosophical/metaphysical concept. Each is also tied closely to a specific symbol and a specific note on the musical scale. Most are literal islands, seeming to float in the empty space of the Ethereal Sea, although at least one (Av) has its own entirely shapeable essence and form. Each jewel is as large as it needs to be, taking up only ethereal space that does not necessarily correspond to normal space. Some of the jewels are as large or larger than Ptolus itself. Each has magical qualities unique to its nature. They are like no other places in all the planes, and today their creation remains one of the most phenomenal and impressive accomplishments of any mortal.

Their creation would never have been possible without the help of the Wizard-Priests of Ni-Gorth. Ni-Gorth, the first mortal to ascend to godhood, had proven to be an enemy of evil, including his former master, Father Claw. Thus, when Danar built the Banewarrens and Mosul Pearl, the Wizard-Priests found themselves drawn to a place so devoted to utter benevolence.

It is said that the Wizard-Priests felt so in awe of Danar that they spent their time with Parnaith instead. At the time, however, Parnaith was every bit as powerful as her husband—it was only the influence of the *Book of Inverted Darkness* and the eventual creation of the Entropy Sphere (see "Entropy Sphere and Gates of Delirium" on page 499) that gave him the might to challenge both gods and men.

Over the millennia, the evil of Jabel Shammar has slowly corrupted the Jewels of Parnaith, but only slightly. Incidents of such corruption are detailed in some of the jewels' descriptions here.

Accessing the Jewels

Seven golden pergolas float in orbit around Jabel Shammar, invisibly and intangibly. Each of these golden, open structures is approximately ten feet across and fifteen feet high. The orbits are wild and complex (but not random or erratic) and stretch out to almost a mile from the Spire. Because they are both invisible and intangible, finding one—let alone the correct one—is virtually impossible without a little help.

That help comes in the form of a magic item simply called the *orrery*. This device shows the complex orbital paths of the pergolas at any given time, thus predicting their relative positions with great accuracy. Getting to a pergola usually entails some kind of magical flight; attempting to access one as it passes through the ground or near the surface is extremely difficult. Only when it comes within twenty-five feet of an *illitor* does a pergola become visible and tangible—and even then, only for those within twenty-five feet of the pergola.



A complex magical device called an illitor *allows one to see a pergola high above the city, as shown above. There the* illitor*'s wearer may ring a chime to gain entry for his group to one of the Seven Jewels of Parnaith. Each jewel's chime has its own pure, distinct tone. Thus one can think of the jewels as notes on the musical scale: Orr's note is "do," Ond's is "re," and so on.*

An *illitor* is a complex item encompassing a golden belt, armband, and bracelet, each connected to the others by thin gold chains. Only someone wearing an *illitor* can gain entrance to a jewel; the process requires one to sound the proper tone on a chime while standing in a pergola. The wearer, and only the wearer, can see and play the chime located in each of the seven golden pergolas. The *illitor* has seven settings in which one can place a small gem. Travelers obtain these gems by attaining the proper enlightenment at each of the Seven Jewels of Parnaith.

Other than the chime, each pergola appears empty at first. Once the chime is played, a portal called a *colordoor node* opens and provides access to the Ethereal Plane and the corresponding jewel.

Progression Through the Jewels

Each jewel represents a fundamental concept of the nature of reality. The intention was for everyone visiting a jewel to study, discuss, contemplate, and meditate upon that concept. Only after reaching true understanding can one pass on to the next jewel. For example, in the jewel of Orr, one must understand the concept of beginnings and endings, and that every beginning is an ending, and every ending a beginning. Truly comprehending each concept normally requires months, if not years, of contemplation.

Each jewel has an enlightenment key that resembles a globe of energy (of a color appropriate to each jewel). An impenetrable force field surrounds this globe, but when someone who has achieved the proper enlightenment approaches the field, it disappears, freeing the globe for a moment. It then fires a beam of energy that strikes the forehead of the enlightened. That person is also granted a gem of the appropriate color, which he can place within his *illitor* before heading to a transport point keyed to the pergola for the next jewel.

There is a way to circumvent, or "cheat," the whole process. The key to this is an object called *Parnaith's mirrored sphere*. Those who utilize such a sphere (there are said to be more than

one) to travel from jewel to jewel without gaining enlightenment do not receive the ultimate reward at the end, however. Ghul himself captured *Parnaith's mirrored sphere* and used it to pass through Orr to get to Ond, where he was slain. The Great Seven brought the sphere back to Ptolus, where it now rests in the hands of Raguel in the Dark Reliquary (see page 278).

Each of the jewels has a guardian, appointed long ago by Parnaith to safeguard a portion of the path to enlightenment.

Orr, Jewel of Beginnings and Endings

The first of the jewels is *Orr*. Orr represents life and death as a single dichotomy—the beginning and the end. Much of the island is covered by a ruined and abandoned town, destroyed long ago when Ghul came to the jewels.

The enlightenment sphere lies within a silver tower near the town. The tower was the abode of Damarcan (male half-celestial, fighter8/sorcerer6), who ruled the jewel for millennia before succumbing to the evil of Jabel Shammar. Now corrupt himself, Damarcan passed on to Ond in the hopes of attaining great power by passing through all the jewels. (This is much harder than he thought, though, and he is still stuck in Ond.) He covets *Parnaith's mirrored sphere* above all else.

To reach the interior of Damarcan's tower, one must ride a boat on a river that flows across the island, over its edge, and across its underside. On the "bottom" of the island lies an entrance to a network of underground passages that eventually come up beneath the tower. Damarcan has placed a number of guardians in these tunnels.

Ond, Jewel of the Physical

The jewel of *Ond* seems entirely underground. This island, which stresses the concept of the body and physical matter, is honeycombed with passages and caverns, and everything important lies within them. Most objects in Ond are made of stone or metal. Everything feels more solid here than elsewhere. Creatures always feel physically fit and well here—or, at least more so than normal. (Damage still accrues normally in combat.)

Ond has the distinction of being the place where Ghul finally met his end, slain by the heroes known as the Great Seven. This event scarred Ond in places. Where Ghul bled, slivers of his evil essence take ghostly form (treat them as wraiths) and attack all that lives. The stone in these areas looks twisted and blackened, with skull-like visages peering from within.

Donrah, the ruler of this jewel, is an intelligent, free-willed elder earth elemental. He is very practical, very straightforward, and ultimately quite cold. The enlightenment key to leaving lives in a hidden cave filled with crystals.

Imn, Jewel of Energy

Imn has a flat, relatively unremarkable landscape except for a tall iron tower at its very center. Surges of blue lightning run up and down this iron tower in regular, pulsating intervals, creating a rhythmic buzzing and flashing that one can see and hear anywhere in Imn.

The ruler, Znaam, lives in the tower. Znaam is a singular being, a bloated insectlike thing—use an ice devil's statistics, although he has no spear and is immune to all energy types. He is self-interested and mean-spirited, but not actually cruel or treacherous. He is equally uninterested in fighting or helping anyone. To reach the enlightenment key, a character who has come to understand all aspects of energy must leap off the tower and into the pulsing lightning.



Znaam, ruler of Imn

Av, Jewel of the Mind

The jewel of the mind resembles a thick, verdant forest, but that is not its natural state. Without any outside influence, *Av* would be nothing but a seemingly endless white void. However, the substance (if it can be called that) of Av is influenced by the subconscious minds of those upon the jewel. For many centuries, these minds have been mainly those of the sibeccai who live here. These caninelike humanoids (use gnoll stats) live here in a wooden fort, hunting and fishing for their sustenance and devoting themselves spiritually to Lothian. Their existence is a rather idyllic one. Beyond approximately a mile and a half from the fort, the landscape fades away into the white void, but the sibeccai do not venture that far. The enlightenment key lies within the white void, and only by those utilizing their own force of will to shape Av's existence (requiring a deliberate Will save, DC 24) can find it.

Av has a rift within it, created inadvertently by the Wars of Fire (see "Kem" on page 41). It is possible to pass physically from Av to an isolated spot in the land of Kem and to travel from Kem to Av, bypassing the traditional means of reaching the jewel. However, the secret of the rift is all but lost today. Further, those using the rift without some kind of special protection must make a Will saving throw (DC 24) or go insane due to the experience.

The sibeccai were brought here by none other than Lothian himself. Lothian's spirit, after his death, traveled through the Seven Jewels, attaining its reward of ultimate enlightenment. When he discovered the rift, he used it to bring the sibeccai here to ensure their safety.

Unfortunately, a powerful demon lord named Savvan discovered the rift and came to Av centuries ago. (Although not one of the Galchutt, Savvan was accidentally trapped in Praemal at the time of its creation, as they were.) These days Savvan takes the form of a sibeccai and rules them in the name of Lothian, twisting and perverting the god's teachings and dogma for his own use. No one has

traveled through the jewels all the way to this point in so long that Savvan has almost forgotten the rest of the world exists. When visitors come here, however, he is reminded and realizes it is time for him to leave. Savvan possesses the *cask of frozen dreams* in a demon-sealed box (see "Dreta Phantas" on page 457 and "The Cask of Frozen Dreams" on page 278).

Av's ruler, Varen, became one with the Jewel but exists there only as a lingering mental form.

Ath, Jewel of Spirit

The jewel *Ath* has become a realm of ice and snow—a perpetual blizzard, in fact—due to an infestation of winter harridans (for more information on winter harridans, see the monsters section of the appendix in *The Banewarrens* adventure on the enclosed CD-Rom). This invasion was made possible through machinations of the Galchutt, who hoped to destroy the Jewels of Parnaith. It killed the jewel's ruler, Faranastra the Faithful, some time ago. The people of Ath, the acolytes and hirelings of Faranastra (and their descendants), live within a handful of snowbound monasteries guarded by fanatical monks.

Faranastra's tomb lies within an icy cave guarded by a white dragon and an ice devil, both brought here by the harridans. This same cave contains the enlightenment key.

Unn, Jewel of Magic

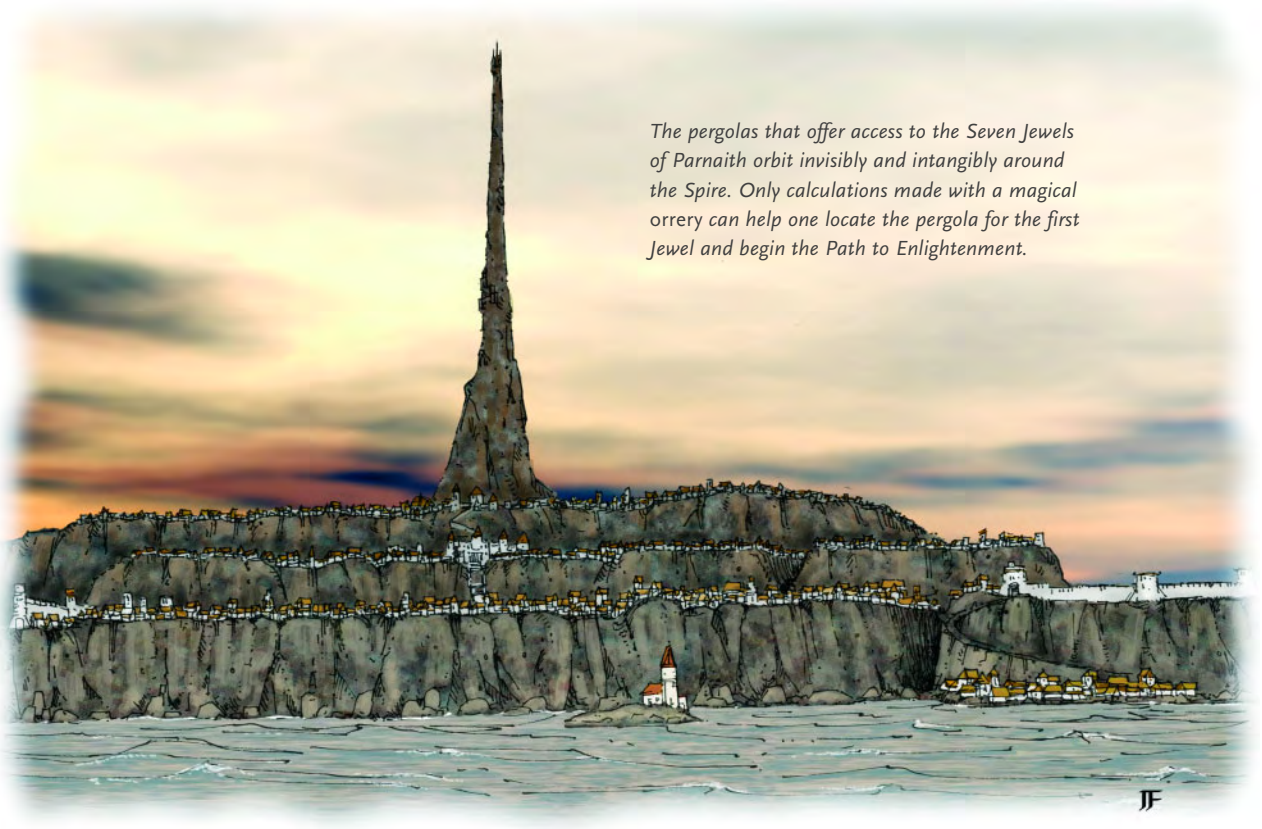
The jewel of magic resembles a pleasant island covered with grassy hills and trees. Dotting the landscape of *Unn* are tall stone wizards' towers. The jewel was ruled by a Wizard-Priest of Ni-Gorth named Leisarth, who disappeared more than fifty years ago. However, he had many apprentices, students, and servants. The most powerful of these call themselves the Children of Leisarth.

The so-called Children of Leisarth all occupy their own towers across the face of the island—eleven in all. Each is a powerful wizard (of 12th to 15th level), and each spends his or her days studying magical lore for the secret of passing to Esh, the final jewel. They are a scheming, conniving, and treacherous lot, not one of whom actually earned passage to this point through enlightenment. The wizards are likely to use visitors to Unn in some way—either as a part of an experiment or as a tool by one of the Children of Leisarth to kill one of the others. The enlightenment key lies at the top of Leisarth's old tower.

Esh, Jewel of the Divine

The jewel of divinity is different from the others. It has no ruler, *per se*. Upon arrival, a traveler sees *Esh* as a wide crater with walls of sheer rock rising fifteen hundred feet all around. Along these walls stand statues of the Elder Gods, rising *another* fifteen hundred feet. The objective here is to ascend out of this pit so that one can see it is merely a small hole in the head of a much, much larger statue of another god: Praemus, the Creator.

Travelers who reach this point without "cheating" by using *Parnaith's mirrored sphere* spend anywhere from ten to one hundred years in conversation with the avatar of the Creator, before ascending to godhood themselves. Travelers who use the *mirrored sphere* can ask a handful of questions (perhaps one or two per character) before they are sent back to Ptolus bereft of their *illitor* and *sphere*.



The pergolas that offer access to the Seven Jewels of Parnaith orbit invisibly and intangibly around the Spire. Only calculations made with a magical orrery *can help one locate the pergola for the first Jewel and begin the Path to Enlightenment.*

The Wardrobes and Chest: The wardrobes and chest contain fine clothing (about 10,000 gp worth) and other simple personal possessions. One has a locked iron puzzlebox (Open Lock, DC 40) that functions exactly as an *iron flask* if one can get it open. A Large water elemental is currently within it.

Experience Points: If characters use the book to get to the Trial of the Book (see below), award experience points as if they had overcome a CR 12 challenge.

The Cloakroom

In this room at the south end of this level, cloaks and other types of clothing hang on hooks and sit folded on shelves. A wormy fruitwood table is pushed against the wall opposite the door. When the Dread One died, some of his objects of power returned here, thanks to intricate magical contingencies. Lying on the table are two *malefic masks, the Dread One's staff*, a *ring of spell turning,* and a *major ring of spell storing* that currently stores a *summon monster IX* spell. One of the cloaks hanging on a hook is a *cloak of poisonousness*, another is a *cloak of displacement* that is also a *cloak of charisma +6* (total worth 122,000 gp). However, this last cloak currently hides a *scarab of death* that burrows into the wearer if not found and removed first (Search, DC 25—the scarab's magic aura is hidden within the cloak's, so *detect magic* alone does cannot locate it).

A suit of *+5 ghost touch full plate of heavy fortification* is stored in a wooden armoire with glass doors trapped with a *symbol of death* (Fortitude save, DC 26).

LEVEL 11: TRIAL OF THE BOOK

There is no staircase to the top level of the Tower of Malice. The only way to reach it is through the *secret page* in the book in the Dread One's Suite. This level appears entirely open and empty, with a fifty-foot-high ceiling. When a character arrives, he appears alone (no matter how many people come into the chamber) and suddenly sees a looming figure floating in the air above him. The figure appears to be a nine-foot-tall human man with a bald head and aged face. The figure holds a large black book with red pages and wears thick black and blue robes. It speaks immediately with a booming voice:

"I am Eslathagos Malkith, the Dread One. You are unworthy to be here. Begone!"

To proceed, each character must choose one of three means to prove worthy. Anything else accomplishes nothing and the figure simply stares disapprovingly, or mocks the actions with sophisticated, arrogant language: "Your meaningless prattle is as a gnat buzzing in my home, beneath my notice—beneath contempt!"

1. **Convincing:** If a character attempts to verbally convince the figure of his worth in some way, he should make a Diplomacy or Bluff check, as appropriate (a Perform [oratory] check might also work). The Difficulty Class of the check is 25.
2. **Combat:** If a character attempts to engage in any kind of physical combat with the figure, he suddenly finds himself grappling with it. He must best the figure, who is Large and has a total grapple bonus of +20.
3. **Spellcasting:** If a character attempts to cast a spell or use a spell-like effect on the figure, success or failure is judged by the spell chosen. A 7th-level spell or higher is deemed a success. Anything else is a failure.

Success: The character is drawn into the figure—specifically, into the book it holds. He finds himself in the Heart of the Malignancy (see below).

Failure: The figure disappears, leaving the character alone in the room (or with others who may have failed). They must figure out a way to escape the chamber on their own. In theory, however, if they return to the Dread One's Suite, they could use the book to come here and attempt the test again—meanwhile, however, their friends may be combating the Malignancy alone.

HEART OF THE MALIGNANCY (EL 22)

This location lies beyond the bounds of normal reality in its own pocket dimension crafted from pure corruption. (The *bless* effect for evil creatures is not active here, nor can evil creatures here tap into the Malignancy for information or healing.)

To anyone who finds his way here, space itself seems to flow and pulse with an eerie, alien life of its own. There is no gravity, although characters can "fly" at their speed throughout the Heart and have no problems acting without a surface to stand on (wherever they are, it is as if they are standing on a solid surface, even if they are oriented differently than those around them). The size of the Heart fluctuates and changes—its red, violet, and black edges warp and swirl continually. Tendrils from the edges stretch into the space within the Heart, writhing and grasping. Those within the Heart can sense that many souls and minds are a part of the Malignancy, having been assimilated into its evil, corrupt whole. At the center of all of this floats a large black book with red pages: the *Book of Inverted Darkness*. The characters cannot leave unless they destroy the book, but the Malignancy wishes to absorb them into itself once and for all.

Worst of all, the shadow of the Dread One himself resides within the Heart of the Malignancy, floating about like a wave of soul-chilling black corruption.



The Dread One's Staff

This shriveled, ebony wood staff is bound at both ends with black adamantine. Liquid shadow runes (page 46) cover its surface, oozing and moving constantly. If used as a melee weapon, the staff is a +5 unholy/+5 unholy weapon *that acts as a bane weapon for all living creatures.*

Unlike other staves, the Dread One's staff *does not have any charges. Instead, the wielder can use these spells freely once each, every round:* blasphemy, create greater undead, disintegrate *(DC 22),* destruction *(DC 23), and* summon monster VII *(evil only).*

Further, the wielder always has an unholy aura *in effect, and the area around the staff is always* unhallowed. *The Dread One's Staff is intelligent and thoroughly (neutral) evil. It has Intelligence 14, Wisdom 18, Charisma 18, telepathy, 120-foot darkvision, blindsense, and hearing. Its ego score is 45.*

Overwhelming (all schools); CL 26th

Malefic mask, page 505

The Malignancy, page 503



The Reality of the Trial
Everything that happens in the Trial of the Book is a phantasm illusion, including the robed figure. Unless the characters see through the illusion (disbelief Will save, DC 25, or magic like true seeing*), they are unaware that others are in the room. Those who disbelieve successfully can still partake in the trial, and success still brings them into the Heart of the Malignancy, but each character must undergo the trial individually.*

Corruption points, page 503

Balleah, page 522
Hidden Prison, page 535

For more on the antithesis stone *and Bastion (now called the Malificite) see* The Banewarrens *adventure, Chapter 10 and the Banes Appendix, on the CD-Rom included with this book.*

The Tendrils

Once each round, a tendril makes a +15 touch attack against each character. Those who are touched must make a Will saving throw (DC 26) or gain 4 **corruption points**. Remember that a character whose corruption point total equals or exceeds his resolve level becomes a slave of the Malignancy. If this happens here, the slave turns on his fellows and attacks them physically for 1d4 rounds before disappearing into the substance of the Malignancy itself, forever lost in corruption.

Alternatively, rather than corrupting the creatures it touches, the Malignancy can use the tendrils to *dispel magic* (as *greater dispel magic* cast at 20th level) upon any creature it touches.

The Dread One's Shadow

Once each round, the Dread One's shadow passes over one random character. That character must make a Will saving throw (DC 30) or become possessed by Eslathagos Malkith for 1 round, during which time the character attacks his fellows. If he is alone and has no one to attack, he allows a tendril to touch and affect him. Possession grants the character 2 corruption points. This shadow cannot be harmed, although *protection from evil* (or similar effects) protects against possession as normal, and a *dismissal*, *banishment*, or similar effect, or a successful turn attempt that affects a 20 HD creature keeps it from taking an action for a round while it recoils.

It's worth noting that this is not a shadow in the undead sense, nor is it truly a ghost, wraith, or spectre. It is but a tiny sliver of the soul essence of the Dread One—all that remains of him.

Slave of the Malignancy

At the end of the second round after hostile creatures have entered the Heart, the Malignancy vomits up a creature that it corrupted and consumed long ago to fight on its behalf. With a hideous scream, this creature proclaims itself to be the intruder's death bringer. This creature is a corrupted solar now called Dark Averon.

In ancient times, Danar had three close angelic allies: a planetar named **Balleah**; Bastion, Guardian of the Morning; and a solar named Averon, Lord of the Eternal Day. When Danar was corrupted by the *Book of Inverted Darkness*, he tricked Bastion using a magical artifact called the ***antithesis stone*** and introduced darkness into his celestial soul. Averon could not be corrupted, however, and was placed in the **Hidden Prison** in the Dungeons.

But now Averon has turned to evil as well, corrupted like Bastion—except that Averon was the first being despoiled by the Malignancy itself.

When he turned to darkness, Averon was released from the prison and came here to lend his power and essence to the Malignancy. The solar lost all spell-like and spellcasting abilities. However, the corruptive influence of the Malignancy has caused him to swell to enormous size. Further, blue and black adamantine plates have fused to his flesh. Having long ago discarded his holy weapons, Dark Averon now strikes with his adamantite-clad fists and slashes with his metal-fused, razor-sharp wings (when not flying).

Dark Averon can exist as an independent entity for only 5 rounds before he must be absorbed back into the walls of the Heart. If the solar dies before that can happen, all the tendrils grow dormant for 2 rounds. If he is absorbed, Dark Averon re-emerges 1d2+1 rounds later, fully healed and ready to fight for another 5 rounds.

Dark Averon
Evil solar (Neutral Evil)
Gargantuan outsider (native) **CR** 20
HD 22d8+374 **hp** 473
Init +6 **Speed** 50 feet, fly 150 feet (good)
AC 43, touch 8, flat-footed 41
BAB/Grapple +22/+53
Attack +37 melee (3d6+19 +2d6 unholy, slam)
Full Attack +37 melee (3d6+19 +2d6 unholy, 2 slams) and +35 melee (2d6+9+2d6 unholy, 2 wings)
Space/Reach 20 feet/20 feet
SA Blasphemous aura (good-aligned creatures within 20 feet, Will DC 28 or suffer 2d6 damage/round)
SQ DR 15/epic and good, darkvision 60 feet, regeneration 10, immune to acid, cold, and petrification, resistance to electricity 10 and fire 10, SR 32, protective aura* (+4 deflection bonus to AC; +4 resistance bonus on saves against attacks or effects from good creatures; *magic circle against good* and *lesser globe of invulnerability*, radius 20 feet, CL 22nd; free action to create aura), *tongues* (CL 22nd, always active)
Fort +30 (+34 against poison), **Ref** +15, **Will** +20
Str 48, **Dex** 15, **Con** 44, **Int** 23, **Wis** 25, **Cha** 25
Crucial Skills: Concentration +30, Escape Artist +30, Hide +26, Listen +32, Move Silently +30, Search +31, Sense Motive +32, Spot +32.
Other Skills: Diplomacy +34, Knowledge (arcana) +33, Knowledge (history) +33, Knowledge (religion) +33, Knowledge (the planes) +33, Spellcraft +31, Survival +7 (+9 following tracks), Use Rope +5 (+7 with bindings).
Crucial Feats: Cleave, Dodge, Great Cleave, Improved Sunder, Mobility, Power Attack.
Other Feats: Improved Initiative, Multiattack (bonus feat), Track.
* The defensive benefits from the protective aura are not included in Dark Averon's statistics.

The Book

The only way to fight the Malignancy is to attack the *Book of Inverted Darkness*. The book floats here about nine feet off the "floor." It measures about two feet tall and eighteen inches across (three feet when open). The cover is black, and the pages are red vellum with black lettering. A regenerating force field around it has 200 hit points and fast healing 20. The force field heals 20 points per round even if the field is completely destroyed. It cannot be *dispelled*, but it can be *disintegrated*.

Once one bypasses the force field, the book itself has SR 35, DR 20/—, and elemental resistance 25. It has AC 10 and 250 hit points. It always fails Reflex saves and always succeeds at Fortitude saves. If anyone touches the book, either with a hand or a weapon, black energy is unleashed that runs up the arm and into the person, unless he makes a successful Will saving throw (DC 30). Failure means that the book takes control of the person for 1d4 rounds, forcing him to fight on its behalf. After this possession ends, the victim gains 2 corruption points. A character who fails the save but has a spell protecting him from possession (*protection from evil*, *mind blank*, etc.) is surrounded by a black aura until he dies, the book is destroyed, or the spell effect vanishes. As soon as the protection goes away, the energy possesses the character as described.

The book can take no actions itself except that, once per round, it can automatically dispel any spell with the good descriptor that is active within the Heart. This proves particularly useful to get rid of spells hedging out the shadow of the Dread One or its own corruptive energy. Remember that this ability is *in addition* to the dispelling capabilities of the tendrils.

If the book is destroyed, it actually just fades from this plane of existence for nine hundred ninety-nine years. The Malignancy disappears from Jabel Shammar entirely. The characters return to the chamber of the Trial of the Book, but a silver portal with a green outline stands in the middle of the room like a doorway, created by the power of the Elder Gods. Those who pass through it see faint images of the gods seated on thrones in a silvery, green-tinted chamber. They commend the player characters on a job well done and offer to send them wherever they would wish to go, including back into Jabel Shammar, if they desire.

Experience Points: If PCs destroy the book, award them XP as if they had overcome a CR 18 challenge.

Summoning Creatures

Any creature that comes into the Heart of the Malignancy without passing the Trial of the Book, such as a creature summoned by a player character, is instantly corrupted, turns evil, and acts to

DM TIPS

The actions that PCs take in the Trial of the Book (page 529) depend a lot upon you. If you describe the situation and ask, "What do you do?" many players will respond to the image's statement verbally. If you describe the situation and ask the players to roll initiative, they are more likely to respond with action. Perhaps it is best to steer each player toward his character's strengths—it's no fun, after all, not to be a part of the climactic encounter.

Corruption points, page 503

Dark Averon has steeped so long in the Heart of the Malignancy, that not even a wish *or* miracle *can restore him to his original angelic state.*



Trial of the Book, page 529
Elder Gods, page 59

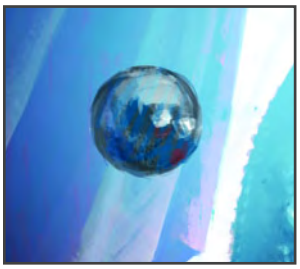
When the player characters enter the Heart of the Malignancy, make an initiative check (with a modifier of +0). It is on this initiative count that the book can use its power to dispel and also when the force field's fast healing 20 takes effect. Recall that even if the force field is completely destroyed last round, starting on this count it has 20 points again.

Jabel Shammar Without the Book

If the player characters succeed in banishing the Book of Inverted Darkness, *Jabel Shammar is free of the Malignancy and its effects. However, it remains a horribly evil and corrupt place. While corruption points no longer matter, remember that the place is so irredeemably evil that even divine beings could not purge it all, just contain it. Items removed from the fortress are still tainted with a lingering evil.*

It is likely that only two things, in conjunction, could ever truly cleanse Jabel Shammar: stalwart, watchful heroes on hand to make sure that no evil comes along to exploit the place, and vast amounts of time.

Trial of the Book, page 529



Parnaith's mirrored sphere, page 278
Dread One's staff, page 529
Seeping Portal, page 535
Entropy Sphere, page 499

defend the book—which is to say, probably attacks the party.

The Sombrous Sepulcher

Hidden within the Heart is the magical entrance to a small chamber that exists back in the normal plane within Jabel Shammar. This black stone room, ten feet square, is empty except for swirling shadowy essence, which is Eslathagos Malkith's dark spark of life. Mortal magic cannot affect this spark, but neither can it do anything to harm or affect others. Entering the sepulcher grants a character 3 corruption points, and any living creature (other than an evil outsider) suffers 1d6 points of cold and 2d6 points of unholy damage per round while within.

Even though it exists above the Trial of the Book, to find the Sombrous Sepulcher one must enter the Heart of the Malignancy and search through its strange, fluctuating "walls," succeeding at a Search check (DC 30). Doing so is extremely difficult, because one would have to search while the Malignancy still thrived—otherwise the Heart disappears and the sepulcher once again becomes completely inaccessible, thanks to the sealing magic of the Elder Gods.

SUB-LEVEL 1: DUNGEONS

The dungeons of Jabel Shammar are rank and fetid, stained with blood, and littered with fragments of bones and skulls from those who were brought here and never released. Wet, dark slime seems to cover everything, including the bare stone walls and slightly rusted iron doors. The ceilings in the dungeons are about eighteen feet high.

One can enter the dungeons not only via a staircase from the Tower of Malice, but also through more unusual methods. As discussed in "Entering Jabel Shammar" (page 505), a secret door at the end of the Dread One's Path emerges from the Banewarrens into Area 2 of the dungeons. Also, one can use the *Banewarrens key*, *Parnaith's mirrored sphere*, or the *Dread One's staff* to reach the Seeping Portal chamber in the dungeons via the Entropy Sphere accessed through Goth Gulgamel.

Master of the Dungeons (EL 20)

Even after all this time, the unique master of Jabel Shammar's dungeons remains a true horror—a terrifying fusion of demon and metal, fueled by pain and memories of the anguish that still resonate in these walls. This horrible fiend wanders about the dungeons but becomes instantly aware of intruders due to its link with the Malignancy and its general awareness of everything that happens in its domain. Hungry for prisoners to torment, it is likely to attempt to capture at least some in a group of intruders, putting them in the prison pits or antimagic pillory (see Area 3, next page), as appropriate.



The deadliest thing about the Master is its ability to control its environment utterly. With a thought it can *arcane lock* the doors behind its foes, then use an action to seal them up behind a *wall of iron* or a *blade barrier*. While his opponents attempt to deal with their confinement, he can see through the walls (and move through them, if need be) to create more barriers or make attacks.

Master of the Dungeons
Unique demon (Neutral Evil)
Huge outsider (native) **CR** 20
HD 20d8+240 **hp** 330
Init +5 **Speed** 40 feet
AC 39, touch 18, flat-footed 34
BAB/Grapple +20/+40
Attack +30 melee (1d8+12, claw)
Full Attack +30 melee (1d8+12, 4 claws) and +28 melee (2d6+6, bite)
Space/Reach 15 feet/15 feet
SA Wisdom drain (2 points/strike), despair (–4 on attacks, saves, and checks to living creatures in 30 feet; Will DC 28), anguish (–4 on attacks, saves, and checks to living creatures in 30 feet; Fortitude DC 28)
SQ DR 15/good and adamantine, darkvision 120 feet, fast healing 10, immune to cold and poison, SR 34, *true seeing** (continuous, caster level 20th), *x-ray vision** (see through magical or mundane wall or door up to three feet thick), teleport suppression (no teleportation spells function within 100 feet; dismissible), control surroundings* (use *open/close*, *arcane lock,* or *knock* on any door, pass through any wall or door as if with *phase door*, create or dismiss *guards and wards*, as a free action; caster level 20th), spell-like abilities

Fort +24, **Ref** +17, **Will** +19
Str 34, **Dex** 20, **Con** 35, **Int** 10, **Wis** 21, **Cha** 26
Crucial Skills: Balance +11, Concentration +30, Intimidate +23, Jump +25, Listen +38**, Spot +38**.
Other Skills: Knowledge (arcana) +20, Knowledge (religion) +19, Spellcraft +23.
Crucial Feats: Combat Reflexes, Dodge, Endurance, Mobility.
Other Feats: Alertness, Iron Will, Multiattack, Quicken Spell-Like Ability (*greater dispel magic*).
Spell-Like Abilities: Caster level 20th. The save DCs are Charisma based.
3/day—*mass hold monster, reverse gravity, symbol of fear, symbol of death, symbol of insanity, symbol of weakness.*
At will—*blade barrier, detect good, detect magic, greater dispel magic, locate object, phase door, unhallow, wall of iron, wall of stone.*
Possessions: *Ring of protection +5.*
* Functions only while in his native habitat (the dungeons beneath Jabel Shammar).
** Enjoys a +8 racial bonus on Listen and Spot checks while in his native habitat.

1. Vile Slime (CR 7)

Tainted by the evils perpetrated here, green slime patches have mutated over time into dark green crud that hangs over the floor at the bottom of the stairs leading down from the Forlorn Tower. Vile slime seeks life, animating enough to lunge at passersby within five feet (touch attack +12) even if they are too canny to walk underneath it (Spot check, DC 20). The touch of vile slime deals 1d6 points of temporary Constitution and Strength damage per round of contact. In all other ways, it is like green slime (see Chapter 3: Adventures in the DMG).

A secret switch on the northern wall (Search, DC 25, to find) causes a twenty-foot-square section of the floor in the center of this room to slide away, revealing a fifty-foot-deep shaft. At the same time, a platform with a dark skull emblazoned on its surface rises up the shaft like an elevator. The shaft leads to Area 2 of the **Dread One's Path**. The switch in that area no longer exists; only the one in this room will raise or lower the platform.

2. The Serpent Path

A sort of maze without walls, the Serpent Path resembles a snake painted on the floor, winding its way through the dungeons. If anyone walks the length of this path, starting at the tip of the tail and ending at the head, without deviation, the serpent head rises up from the floor as if real. The giant snake then breathes on the character. "The breath of the serpent" is a dark blessing that leads Jabel Shammar to react to the affected character as if she were wearing a ***malefic mask*** at all times. Affected characters gain 2 **corruption points**.

Characters passing up from the secret door in the Dread One's Path in the **Banewarrens** find themselves standing at the tip of the tail in the Serpent Path.

3. The Prison Pits (EL 18)

Into these dark, dank holes, prisoners were thrown—some never to emerge. A hinged steel grate (hardness 10, 60 hit points, break DC 27) with a heavy iron lock (Open Lock, DC 25) covers each pit. The keys for all the grates hang on a ring on a hook near the north exit. In the middle of these pits is a large wooden pillory stained with blood. Bones and chain fragments lie everywhere amid the pits, each of which contains 1d6 ancient corpses.

In some ways, the pits are surprisingly few in number. However, it is important to remember that most prisoners of the Dread One never made it this far (he also used portions of the Banewarrens as a prison). Only the most important—and therefore the least fortunate—were brought here. The Dread One's forces maintained many fortresses and prisons throughout the surrounding lands when his power was at its height.

The Antimagic Pillory: The pillory locks with a heavy, diabolical padlock (Open Lock, DC 35) and encases anyone held within it in an *antimagic field* that extends out five feet around the pillory.

The Gaols: With a single bellow, the Master of the Dungeons can awaken the jailers that work for him, each of whom has entered a sort of hibernation. The jailers are particularly tough and strong ropers. Each has a Strength of 25 (add +3 to bite attack bonus, +4 to bite damage, and +3 on Strength check Difficulty Class to escape from its drag attack) and a Constitution of 25 (note the higher than average hit point total and add +4 to its Fortitude saves and to the Fortitude save DC of its weakness attack). They obey the commands of the Master or Naxx (see below), but otherwise they simply seek food after their long fast.

Each roper's initial individual location is marked on the poster map.

Ropers (6): 125 hp each; see MM.

4. Two Spheres of Death (EL 16)

The leader of the gaols is not a roper but an ocular tyrant: Naxx, held in stasis within a five-foot-diameter black sphere that floats four feet off the floor in a chamber in the center of the dungeons. The sphere shares most properties of a large *sphere of annihilation*, but it is uniquely keyed to Naxx. He can pass in and out of it as though it did not exist and controls its movement as a free action (as if he always made his control check) up to twenty feet in a round. If another creature attempts to control the sphere, assume Naxx makes his check with a result of 40 (see the description of a *sphere*

For details on the Dread One's Path, see Chapter 10 of The Banewarrens *adventure on the CD-Rom in the envelope at the back of this book.*

DM TIPS

Don't forget that evil creatures in Jabel Shammar are affected by the bless *spell and can use the Malignancy to heal themselves 10d10 hit points as a standard action.*

The information panel on page 419 offers more background on the Banewarrens.

The dungeons beneath Jabel Shammar exist within an extradimensional space, not unlike that of Goth Gulgamel or the Dread One's Path in the Banewarrens.



Malefic mask, page 505
Corruption points, page 503

Mahdoth, page 362

Naxx's History

Naxx the ocular tyrant was one of the first of his kind that Eslathagos Malkith created. In his time, Naxx served as a general in the Dread One's armies and was responsible in particular for the campaign against the ancient dwarves. In those battles, Naxx was grievously wounded by a dwarven hero and, although most incapacitated warriors serving the Dread One were slain for their weakness, Naxx was reassigned to serve beneath the Master of the Dungeons. While not a sentence of death, this decision was, in Naxx's mind, a supreme humiliation.

Should he be awakened today in the present, Naxx is still gripped with resentment and bitterness. His only release is destruction, so he is not careful when using his eye rays or the sphere of annihilation.



of annihilation in Chapter 7: Magic Items of the DMG for more information).

Naxx is an ocular tyrant, similar to **Mahdoth** in the South Market. He is a large floating eye with two smaller eyes on eyestalks and four tendrils beneath, dripping with slime.

The Master must come to this chamber himself to bring Naxx out of stasis.

Naxx
Ocular tyrant (Lawful Neutral)
Large aberration **CR** 14
HD 11d8+44 **hp** 142
Init +9 **Speed** 5 feet, fly 20 feet (good)
AC 33, touch 18, flat-footed 28
BAB/Grapple +8/+17
Attack +12 ranged touch (eye rays) and +7 melee (1d6+5 + stun, slam)
Full Attack +12 ranged touch (eye rays) and +7 melee (1d6+5 + stun, 4 slams)
Space/Reach 10 feet/5 feet
SA Eye rays (magical ray from both eyestalks 1/round, free action, 6d8 force damage each; as 4th-level spell, CL 11th), stunning touch (Fortitude, DC 19, after a slam attack to avoid being stunned for 1 round by fluid secreted by fluid on tendrils beneath main eye; cumulative effects)
SQ All-around vision (can't be flanked), antimagic cone (continual 160-foot cone from main eye, CL 11th; suppresses all magical and supernatural powers and effects within it, including tyrant's own eye rays; 1/round on its turn, the tyrant may activate it by opening main eye), darkvision 60 feet, flight (speed 20; permanent *feather fall* effect, personal range)
Fort +10, **Ref** +8, **Will** +11
Str 21, **Dex** 20, **Con** 20, **Int** 17, **Wis** 15, **Cha** 15
Crucial Skills: Hide +14, Listen +18, Search +17, Spot +18, Survival +10.
Other Skills: Knowledge (arcana) +17.
Crucial Feats: Flyby Attack.
Other Feats: Alertness, Great Fortitude, Improved Initiative, Iron Will.
Possessions: *Ring of strength +6* (functions in all ways like a *belt of giant strength*), *ring of protection +4.*

5. The Chamber of Physical Torture

A dread chamber at the east end of the dungeons houses an array of diabolical torture devices meant to break the bodies—and therefore the spirits and wills—of the unfortunate souls brought here. It holds racks, iron maidens, multiple cauldrons for heating oil, and braziers to hold coals for heating irons. The southern wall is covered with hooks from which depend scalpels, tongs, saws, hammers, buckets of nails, containers of needles, spiked collars and harnesses (designed to make the spikes pierce the wearer), and other implements.

The Dread One used magical apparatuses of torture as well. In the southwest corner of the room, a bluish glass cylinder about two feet long and six inches wide sits upon an iron table. It feels cold to the touch. If the brass cap is removed, one can insert something into the hollow tube—like a hand or a finger. The cylinder contains absolute cold, inflicting 5d6 points of cold damage to anything placed within. Sometimes torturers would stick an iron into the cylinder and another into coals so that victims could feel both at once.

A magical torture device standing against the middle of the east wall looks like a large metal oven with a glass door. It stands eight feet high and about that wide. Victims placed into this device can be subjected to any of a variety of noxious fumes, extreme heat or cold, terrible wind, and even bursts of electricity (all inflicting from 1d6 to 10d6 points of damage per round, based on the intensity settings). The complex controls for this magical device involve a number of levers and switches located all over the surface of the machine. Figuring out all the controls requires an Intelligence check (DC 20).

6. The Chamber of Mental Torture

This room just north of the Chamber of Physical Torture looks starkly bare, except for six bedlike platforms covered with wires, tubes, and various arcane devices. The wires and tubes connect to a central column that is wider at the top than the bottom (like a cone ten feet wide at the top and five feet wide at the bottom). Strange devices of metal, stone, and glass cover the column as well.

Victims brought here were strapped to the platforms and connected to the tubes and wires, after which the magical machine fed thoughts and images directly into their minds. These projections were designed specifically to cause mental fatigue, pain, and eventually madness: bright flashing colors, scenes running backward or too fast to understand, screeching sounds, and mind-grating nonsense images of all kinds. A typical victim would succumb to madness within three days of being strapped into the machine.

7. The Chamber of Spiritual Torture (EL 17)

Near the north end of the dungeons lies a chamber that greatly resembles the Chamber of Mental Torture, in that it contains six platforms covered with wires, tubes, and various arcane devices, all connected to a central conelike column. However, victims placed within these magical devices are fed memories and thoughts that challenge their self-worth and identity. Telepathic messages tell them that they are alone, insignificant, unwanted, and unloved. This treatment could cause insanity, but it also proved useful for "reprogramming" victims into willing servants and slaves.

The spectral remains of some of the victims still haunt this torture chamber in the form of eight dread wraiths. They attack any living creature they see with a vengeance.

Dread Wraiths (8): 104 hp each; see MM.

8. The Seeping Portal (EL 14)

The open area down the hall from the Chamber of Spiritual Torture is consumed by a swirling, churning pool of multicolored ooze of an unknown nature. The pool measures twenty feet across and has a greasy, rotting odor. Beneath two feet of the swirling muck is an inky black substance that seems to absorb light. This blackness is an elder black ooze that can draw energy into itself like an eternally hungry darkness. In addition to its normal abilities, its slam attack also inflicts 1d3 negative levels. It greedily attacks anyone that comes near, except a creature wearing a *malefic mask*. It obeys the commands of a mask wearer, although the only commands it understands are to not attack and to transport someone down.

The ooze itself is a magical portal. If alive, it can send anyone passing into it down to the chamber of the **Entropy Sphere** near **Goth Gulgamel**. If it dies, anyone who enters the ooze pool is automatically transported.

Black Ooze, Elder: 290 hp; see MM.

9. The Hidden Prison (EL Varies)

The secret door at the top of the north stairs is extremely well hidden (Search, DC 35, to find). If someone attempts to descend the steps without wearing a *malefic mask*, *walls of stone* suddenly fill the staircase, enough to literally seal it in solid rock. Since the walls cannot appear where a creature is standing, they appear immediately in front and immediately behind those on the stairs, entombing them.

***Walls of Stone* Trap:** CR 5; magic device; proximity trigger (*alarm*); automatic reset; spell effect (multiple *walls of stone*, 20th-level wizard); multiple targets; Search DC 31; Disable Device DC 31.

The skeletal remains of a massive dragon dominate the Hidden Prison at the bottom of the staircase. In life, the dragon must have been well over one hundred feet long. Amid its bones lie the dried, desiccated corpses of what must be angels, archons, and other powerful but extremely exotic creatures.

Six birdcages, each about two feet tall, hang from chains attached to hooks on the walls here. Most appear empty. At the far eastern end of the hall, a brass-lidded glass jar about eight inches tall sits on a shelf, faintly glowing with a golden spark inside it. Two tall, rectangular mirrors in elaborate oaken frames flank the shelf, hanging on that wall.

The Cages

Each cage is made of a different metal: iron, bronze, brass, copper, gold, and silver and each has an *antipathy* effect upon it that affects neutral good creatures (20th-level caster, Will save, DC 25). Each cage is a very powerful magical prison, capable of holding a single victim similar to the *minimus containment* version of the *binding* spell. Three are empty, save for some dust. Touching an empty cage forces a character to make a Fortitude saving throw (DC 25) or be imprisoned within it.

The copper cage contains the skeleton of a tiny, bird-headed woman, a now-dead cosmic entity once imprisoned by the Dread One. The gold cage contains a small, green-skinned man with feathered wings who—while alive—appears on the brink of starvation and dehydration. He does not respond to any stimuli. The silver cage contains what looks like a roughly carved clenched human fist of stone.

The green man with feathered wings is Meruk, a solar angel. (Normally, a *minimus containment* does not require the victim to eat, drink, or breathe, but the Dread One's cruel magic enforced an eternal condition of deprivation upon him.) The stone fist is a magically *metamorphosed* being named Eruliche. The metamorphosis, in addition to the binding, was necessary to hold her because of her great power—she is, in fact, a demigoddess, the child and heir of **Ni-Gorth**.

Opening the door of any of the cages frees the victim within, assuming they are still alive. Meruk's condition persists even after he is freed—he has 1 hp, his ability scores are all 1, and he has no access to any of his special abilities (and of course has no possessions). He is incoherent until he receives restoration and healing, after which point he becomes extremely grateful to his rescuers. He was an ally of Danar's; when the onetime cleric became the Dread One, he imprisoned the angel here after failing to corrupt him (unlike Meruk's friend and half-brother, the angel once known as **Bastion**, but now known as the **Malificite**). He asks about Bastion; if the PCs don't know the planetar's whereabouts, Meruk likely will leave soon to find his companion, promising to reward the PCs when he can (he will do so in a major fashion—the details are up to the DM).

Meruk, Solar: 220 hp (currently 1); see MM.

Eruliche is more difficult to free. The stony fist must have a *break enchantment* or *dispel magic* spell cast upon her (with a caster level check of DC 31). Once freed, she appears as a massive humanoid woman of great beauty. Her power remains still diminished, however, so use the statistics for a titan until she can truly resume her mantle of godhood (which will take time, acclimation, and perhaps some special actions on her part).

For more on Bastion—now called the Malificite—see The Banewarrens *adventure, Chapter 10: The Dread One's Path, on the CD-Rom included with this book.*

Malefic mask, page 505

Entropy Sphere, page 499
Goth Gulgamel, page 486

Ni-Gorth, page 70



If freed, Meruk the solar would be lauded among all the angelic hosts (or at least among those in the world, the Malkuth), for unlike Bastion and Averon, he resisted the temptations and corruptions of the Dread One.

Bastion and the Malificite, page 530



Father Claw, page 69



House Dallimothan, page 89

Rescuing Queen Doril (either one, or both) and bringing her to the world could greatly alter the entire dwarven race. Once the queen(s) get an idea of the current situation facing the clans, they likely would attempt to rally the Stonelost dwarves—perhaps even renaming them Earthsingers—and move to reclaim Dwarvenhearth. Many Stonelost dwarves would see their return as a sign of a new dwarven age and would be willing to accept that Doril's leadership makes them once again worthy of their ancestral home.

Eruliche seems very leery of her rescuers, unconvinced that they did not somehow play a role in her imprisonment. Extremely diplomatic characters might be able to get her to aid them with some spells, but that's probably the most she'll do. She is too arrogant to ever truly appreciate the helpful actions of mortals; PCs who demand that she act more grateful could make her very angry…

Eruliche, "Titan": 370 hp; see MM.

The Golden Spark

The jar on the shelf resembles another type of magical *binding* prison. The golden spark is in fact the soul of the gold dragon whose bones fill the chamber. Anyone who attempts to open the jar (or breaks it) must make a Will saving throw (DC 30) or be inadvertently possessed by the soul of the dragon, while the character's own soul goes into the jar. The dragon, Nalachoserithis, really wants its own body, however, and immediately attempts to slay the body it inhabits, in order to get out of it. If the initial saving throw succeeds, or if the possessed creature dies, Nalachoserithis' soul goes into his corpse; as it does so, it transforms back into a living great wyrm gold dragon.

In any event, Nalachoserithis hardly notices any characters present, let alone that they just freed him. He teleports away almost immediately. Nalachoserithis, traditionally an ancient enemy of Father Claw, goes to discover how fares his foe and their respective forces (Unfortunately, Nalachoserithis' servants and allies are, of course, long gone—all note of him has been lost except in the most obscure of history texts. Once he learns this, he attempts to re-establish his power base, perhaps by usurping House Dallimothan.)

Nalachoserithis, Great Wyrm Gold Dragon: 717 hp; see MM.

The Mirrors

Both of the mirrors on the east wall are *mirrors of life trapping*. Each has a few souls trapped within it. The western mirror holds Muwal, an ogre-mage who was a prince of his kind millennia ago; an elder air elemental; a doppelganger that had been impersonating a Lunas elf princess named Lyaele; and a half-dragon fighter named Erreshifal, a scion of Father Claw.

The other mirror holds a neutral good cloud giant queen named Wilhemara; a gorgon; a troll chieftain named Haurt; and two dwarf queens, Doril the Elder and her devious sister.

The two dwarves are a part of the now-lost Earthsinger overclan. In fact, it was the loss of these queens that eventually led that overclan to die out thousands of years ago. Each woman is lovely (for a dwarf) and quite capable. Doril the Elder is the rightful ruler of all Earthsinger dwarves, and so Doril the Younger would like to be freed without her sister. Neither realizes, of course, that they are the last two Earthsinger dwarves in the world.

Of all these prisoners, Muwal, Erreshifal, Haurt, the air elemental, and the gorgon are likely to attack anyone who frees them. The doppelganger continues its deception as long as possible, and Wilhemara is grateful, swearing eternal fealty to her rescuers. Doril the Elder is also grateful, but demands to be taken to her dwarven homeland as soon as possible (it no longer exists). Doril the Younger pretends to be her sister and does whatever she can to prevent her sister from being freed, even going so far as to claim that she is an evil impostor.

Muwal, Ogre-Mage: 49 hp; see MM.
Elder Air Elemental: 228 hp; see MM.
"Lyaele," Doppelganger: 22 hp; see MM.
Erreshifal, Half-Dragon Fighter4: 43 hp; see MM.
Wilhemara, Cloud Giant: 200 hp; see MM.
Gorgon: 85 hp; see MM.
Haurt, Troll: 81 hp; see MM.

Queen Doril the Younger
Female dwarf (Lawful Evil)
Aristocrat5/fighter14 **CR** 18
HD 14d10+28 + 5d8+10 **hp** 153
Init +5 **Speed** 20 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +17/+22
Attack +22 melee (1d3+5, unarmed strike)
Full Attack +22/+17/+12/+7 melee (1d3+5, unarmed strike)
Fort +14, **Ref** +6, **Will** +10
Str 21, **Dex** 12, **Con** 14, **Int** 14, **Wis** 15, **Cha** 16
Languages: Common, Dwarvish, Giant, Gnomish.
Crucial Skills: Bluff +13, Escape Artist +4, Intimidate +13, Jump +21, Listen +12, Sense Motive +12, Spot +12.
Other Skills: Craft (armorsmithing) +5, Craft (blacksmithing) +10, Craft (stonemasonry) +9, Craft (trapmaking) +4, Craft (weaponsmithing) +4, Open Lock +5, Ride +8, Swim +12.
Crucial Feats: Blind-Fight, Combat Expertise, Improved Bull Rush, Improved Disarm, Power Attack, Quick Draw.
Other Feats: Alertness, Great Fortitude, Greater Weapon Focus (battleaxe), Improved Critical (battleaxe), Improved Initiative, Skill Focus (Bluff), Skill Focus (Sense Motive), Weapon Focus (battleaxe), Weapon Specialization (battleaxe).
Possessions: None.

Queen Doril the Elder
Female dwarf (Lawful Good)
Aristocrat5/Fighter15 **CR** 19
HD 15d10+75 + 5d8+25 **hp** 195
Init +5 **Speed** 20 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +18/+22
Attack +22 melee (1d3+4, unarmed strike)

Full Attack +22/+17/+12/+7 melee (1d3+5, unarmed strike)
Fort +15, **Ref** +9, **Will** +12
Str 19, **Dex** 12, **Con** 20, **Int** 12, **Wis** 13, **Cha** 18
Languages: Common, Dwarvish, Gnomish.
Crucial Skills: Bluff +8, Climb +20, Hide +9, Listen +8, Move Silently +7, Sense Motive +10, Spot +3.
Other Skills: Craft (armorsmithing) +3, Craft (blacksmithing) +3, Craft (stonemasonry) +3, Craft (trapmaking) +3, Craft (weaponsmithing) +3, Diplomacy +19, Knowledge (nature) +7, Knowledge (religion) +3.
Crucial Feats: Blind-Fight, Combat Reflexes, Far Shot, Point Blank Shot, Power Attack, Precise Shot, Quick Draw.
Other Feats: Alertness, Improved Initiative, Iron Will, Lightning Reflexes, Skill Focus (Diplomacy), Weapon Focus (light crossbow), Weapon Focus (longsword), Weapon Specialization (light crossbow).
Possessions: None.

SUB-LEVEL 2: DREAD ONE'S PATH

This sub-level is not on the poster map. It is an extradimensional area created by Eslathagos Malkith as a way to claw his way out of this plane as he sought a powerful artifact called the *antithesis stone* (he found the stone but failed to break out of the confines of this plane). It serves as a lair for a creature called the Malificite, a powerful angel perverted to evil by the Dread One.

For more information, see Chapter 10 of *The Banewarrens* adventure on the CD-Rom included with this book.

SUB-LEVEL 3: THE BANEHEART

This sub-level is not on the poster map—actually, calling it a sub-level is a misnomer. The Baneheart (also called Tremoc Korin) is, in fact, a shaft one hundred feet wide that extends down the length of the Spire. Its presence proves that space folds in upon itself within the Spire, as the shaft does not join up with the chamber of the **Entropy Sphere**. The Baneheart connects to the rest of the Banewarrens. For more information, see Chapter 9 of *The Banewarrens* adventure on the CD-Rom in the envelope at the back of this book.

JABEL SHAMMAR SCENARIOS

Exploring this, the most (in)famous location in the world, might be incentive enough to some characters. However, there are other reasons to face its dangers. Here are just a few.

SOMETHING STIRS ONCE AGAIN

A venerable elf, known for being extremely sensitive and a bit of a seer, engages in a public match of **Gold Dragonscales**. In the course of the game, he uses the scales to spell out the message, "Something Stirs, Once Again, in Jabel Shammar"—then he passes away of old age. He refers, of course, to the growing power of the Malignancy, something he was too afraid to ever mention aloud, but which he wanted to warn others of before he passed.

The danger—and the irony—of such a mission is that the only way to stop the Malignancy is to go to Jabel Shammar and destroy the *Book of Inverted Darkness*. But anyone who goes to Jabel Shammar risks corruption by the Malignancy, which would only increase its power and hasten the danger.

RECOVER *PARNAITH'S HEART*

The player characters face the culmination of a long quest: to gain access to an important sealed location, to create a powerful artifact of good, to summon a god, or some other monumental task. They discover that to finish what they set out to do, they need an artifact called ***Parnaith's Heart***. It's not her literal heart, but an item that she created to fight the growing evil she saw in her husband's heart (which failed, obviously). Research into ancient texts reveals that the object still lies within Jabel Shammar.

RESCUE THE DWARVEN QUEEN

Ancient records found in Dwarvenhearth reveal that a queen of old, long thought slain by demons, was in fact imprisoned by the Dread One in Jabel Shammar. Dreams haunting the sleep of dwarves everywhere suggest that Doril the Elder is still alive and, if rescued and returned to power, could lead the dwarves scattered across the world to unity and a renewed destiny. If a way into Jabel Shammar exists, the dwarves would repay Doril's rescuers with incredible treasures only they could grant.

DESTROY THE SIGNET OF SHALLAMOTH KINDRED

In his examination of the ***Signet of Shallamoth Kindred***, the **Iron Mage** determines that only immersing it in the heart of darkness—which he determines to be the soul of the Dread One—will destroy it. Not wishing to brave the dangers of Jabel Shammar, he attempts to convince the player characters to go there, find the **Sombrous Sepulcher**, and place the signet within.

WRAPPING UP AN ADVENTURE IN JABEL SHAMMAR

If characters go to Jabel Shammar with the idea of cleansing it of its evil, the job is almost certainly too big for them. Even the Elder Gods could do no better than to seal it off. Destroying the Malignancy should be enough for heroes with even the loftiest of ideals. Jabel Shammar is sure to be a blight upon the world forevermore and, given time, may pose further threats.

The Hidden Prisoners
The Hidden Prison in the dungeons of Jabel Shammar (see page 535) is full of characters of historical importance: a demigoddess, the son of Father Claw, a great wyrm gold dragon, and other rulers and individuals of significance. Any of them could become the object of a quest into Jabel Shammar.

Parnaith's Heart, page 508

Entropy Sphere, page 499

Signet of Shallamoth Kindred, page 454
Iron Mage, page 340
Sombrous Sepulcher, page 532

Gold Dragonscales, page 359







PART VI:
LIVING IN PTOLUS

Even after all of the places have been detailed and the people described, there's still more to consider about the city of Ptolus—what is it like to actually live there? What's the typical home like, what do people do for entertainment, and what kinds of tools do they use? The following chapters give the reader an idea of what it's like to actually walk the streets of Ptolus.

In Part VI, you will learn what life is like for an average Ptolusite. You'll also get a feel for the life of a common adventurer in Ptolus, and how it's different from living elsewhere. One chapter explores the extensive and complicated topic of Imperial law, offering you an idea of what is and isn't legal and how the authorities deal with crime. Another chapter discusses scientific wonders, including firearms, clocks, printing presses, and more. And from there we move on to a brief look at chaositech, the evil twin of technology.

Chapter 26: On Being a Resident 540
Chapter 27: On Being a Delver 547
Chapter 28: Crime and the Law 551
Chapter 29: Technology 559
Chapter 30: Chaositech 566



Chapter 26:

ON BEING A RESIDENT

How much does my rent cost me each month? What do I wear to the market? What is the current news of the day? These are all questions that we can answer easily for ourselves in modern-day life. But when we're asking them of our characters in the Ptolus Campaign, the answers seem a bit more elusive . . .



Except for Tarsis itself, more people move to Ptolus each year than to any other city in the Empire.

This chapter describes what life is like for the most common resident of Ptolus: a human of lower middle class who is likely married with a small family. It explores issues of home, work, gender, religion, and the cost of living. To see life, and the city, through the eyes of such a character, this chapter has been written in the second person.

WHERE YOU LIVE

You probably live in a two-room flat in a two- or three-story building that contains six or eight such flats. It has at least one glass window that opens on a hinge, with a latch. The door into your home locks (Open Lock, DC 20). Your kitchen has a hand-cranked pump that draws water through a pipe into a basin. The basin has a stoppered hole that drains down into the sewer, as does your garderobe, which also has a cover to keep out unwanted odors and rats.

It is held that every home develops a spirit, sometimes called a luritas. *For details on house gifts, see page 29.*

Your furniture is wooden and handmade. Some of it likely has nice decorative work, while other pieces are crude but functional. Your home probably has a table or two, at least one chair for everyone in the household, and a bench. You light the place with candles and an oil lamp. You have one, or perhaps two fireplaces for warmth, and you might have a coal-burning stove. At night you sleep in a bed with a mattress stuffed with straw or cloth, and you likely share that bed with at least one other person—in a family home with three children, it's common to have two beds: one for the parents and one for the children.

Broadsheets, page 166

You decorate your home with a shelf of curios and mementos above the fireplace, and perhaps a few simple decorative cloth hangings on the walls. You might have a painting, likely a portrait of some elderly relative. Next to the main door is a small shelf for keeping **house gifts**.

You can read, at least slowly and simply. You own a few books—likely a holy book or two (depending on your religion), a primer for the children, and maybe a family record book or a book of poetry or love sonnets. Most of your reading skills are used on the various **broadsheets** published in the city.

For sample floor plans of Ptolus homes, see pages 197, 346, and 347.

You also own a set of ceramic dishes, a number of wooden or ceramic mugs, some kitchen knives and other utensils, some wooden spoons, a few large iron pots, a washtub, two basins, a ewer, a mirror, a comb, a brush, plenty of soap, other miscellaneous toiletries, a wooden chest (maybe with a lock), a wardrobe, many blankets, pillows, a number of barrels and crates (mostly for storing food, kept in a loft), a couple of

buckets, a few rugs and tablecloths, some towels and rags, a quill pen and ink, a few pieces of paper, chalk and a slate, oil for your lamp, and at least a week's worth of food for the household (and more of certain staple foods, like flour). If you have children, you likely have a few toys and entertainments for them as well. You might own a musical instrument and a game or two (some dice, **Dragonscales**, or some cards). You probably own some simple tools, like a mallet, an awl or chisel, a saw, a good knife or handaxe, and perhaps some tongs. You might own a dagger, but it's more likely that the only weapon you own is a club.

In the window(s), you keep a box of soil where you grow a few plants—probably for food, but maybe flowers. You use some of the **household waste** as fertilizer. There's a hefty fine for throwing your trash and waste out the window, so you dump it down into one of the pipes that leads into the sewer instead (those pipes frequently get clogged, and you are responsible for clearing them).

WHAT YOU WEAR

If you're a man, you typically wear a linen shirt that ties in the front and some sturdy woolen breeches or trousers. If you work in a shop, you probably wear a colored vest with buttons, or perhaps a laced doublet. If you are a laborer, a coarse woolen tunic probably goes over the shirt. With the rain and wind common in the region, many people wear cloaks outside, but if you're at all fashion conscious and can afford it, you wear a coat with a lapel and buttons instead. Men wearing cloaks are often assumed to be out-of-towners. Hats are also quite common, likely with a brim to keep the rain off your face. At night you wear a long nightshirt to bed, even in summer. Most likely you own two or three shirts, but only one of everything else. Most of what you have has been patched more than once.

You own a pair of sturdy leather boots, woolen socks, and maybe some soft cloth slippers.

You wear your hair shoulder length and (if you're human) you keep your face clean shaven. Since it can be a fairly long time between baths, you sometimes wear cologne—unless you're a laborer, in which case you usually don't bother.

If you're a woman, you probably wear a long kirtle with an apron and a kerchief on your head. You likely own a single nice dress with a wide skirt that you save for special occasions. Wearing a hat with a veil in the back is fashionable, although more and more women are going out with no head covering at all these days. Outside, a hooded cloak of dyed wool is often needed to keep out the cold and rain. It's not common for women to wear men's clothing—a shirt, tunic and breeches, for example—but it's not unheard of, either, particularly among women who work at hard physical labor in a workshop or elsewhere. At night you wear a long linen nightgown. You likely also own a robe, a shawl, and a scarf or two.

You wear cloth slippers inside and wooden-soled leather shoes outside.

You wear your hair long but tied, bound, or braided to keep it manageable when you're working. On special occasions you use cosmetics and perfumes. These are expensive, though, so you need to be frugal with them.

HOW YOU LIVE

You likely eat most of your meals at home—a light breakfast in the morning and a hefty dinner at night. During the day, you take a break for lunch, but it's generally only a cup or two of tea or coffee with maybe a hard roll to dunk in it. A mid-day meal is for the rich.

Both men and women smoke tobacco of various types. Cigarillos are held in long, lightly filtered holders, while thick cigars are smoked directly. Pipes are usual among commoners, both men and women, with women's pipes often being small and ornamental.

You work long hours—usually six days a week, although if you run your own shop you likely work every day. There's always a great deal of work at home too: caring for the children, mending clothing, cleaning, and so forth. In your limited free time, you visit with friends and family, play games, or listen to your neighbor play the fiddle, the gittern, the flute, or the hurdy-gurdy. If you're athletic, you might get together with others for some sport from time to time, like wrestling or a ball game. Only on rare occasions do you go down to the tavern for a drink, although you and the neighbors frequently have homemade ale in the evenings. You almost never eat in a pub or restaurant, but occasionally you buy some sweets, baked goods, or cooked meat on a stick from a street vendor.

On holidays and special **festivals** (often organized by your church), you enjoy special meals and activities.

When you or someone in your family is sick, you can't afford to go to a cleric for a healing spell. Instead, you rely on home remedies that you learned from your own parents, and if that won't do, you go to a physicker or an herbalist. It might cost you a week's wages or more, but when you're sick, you're sick.

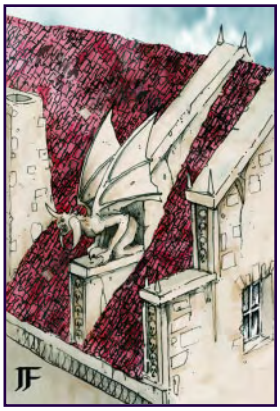
You try to keep yourself fresh and clean, but you only get a real bath once a week, at best.

For details on the food the common person dines upon, see "Eating in Ptolus" in Chapter 13: North Market, page 306.

Dragonscales, page 359

The wealthy eat with utensils made of silver and are the only class of Ptolusite to use forks.

Although you keep it covered, the garderobe has a bad odor, so it is located far from where you keep the food and where you eat. Instead, it's located near where you hang your clothing, since the smell keeps away moths.



Some of the best diversions of the year for common folk occur at the Godsday Festival and Tournament, described in Chapter 17: Temple District, page 392. For other festivals, see "Customs" in Chapter 1: A Player's Guide to Ptolus on page 28.

THE COST OF LIVING

Living in Ptolus is a costly venture. The price of necessities is high, not to mention luxuries. For most items, use the prices provided in Chapter 7: Equipment of the *Player's Handbook*. The only alterations to those prices are as follows:

Item	Price
Spyglass	200 gp
Water Clock	150 gp

Owning and Renting Property

Most people who live in houses do not own them—they rent. Wealthy landholders and investors own most local residential and other buildings.

Here's a rundown of the rent in Ptolus.

Residence*	Size	Rent/Month**
Apartment/flat	1 room	5 sp
Apartment/flat	2 rooms	1 gp
Apartment/flat	3–4 rooms	5 gp
House	Small	3 gp
House	Medium	10 gp
House	Large	50 gp+

* Of average quality.

** Triple the normal rent for the Nobles' Quarter. Halve it for the Warrens; many residents of the Warrens are squatters, however.

Many fortunate Ptolusites who do own their homes inherited them. See Chapter 10: Midtown (page 197) and Chapter 15: Rivergate District (pages 346–347) for some maps of typical Ptolus houses that you can adapt for your campaign. The table below shows the purchase price of a typical house, by district:

District	Price
Docks	500 gp
Guildsman District	3,000 gp
Midtown	5,000 gp
Necropolis*	N/A
Nobles' Quarter	50,000 gp
North Market	5,000 gp
Oldtown	10,000 gp
Rivergate District	8,000 gp
South Market	6,000 gp
Temple District	9,000 gp
Warrens**	N/A

* Prices for burial in the Necropolis are in the table under "Other Expenses."

** The availability of squatting opportunities makes the Warrens not a viable real estate market.

Many residents in Ptolus live in the same district in which they work, but that is by no means always the case. Shopkeepers who live above their stores may either own or rent the building.

Other Expenses

Ptolus offers unusual goods that some player characters may want to purchase and various services they may want to take advantage of. Such goods and gear not available in the *Player's Handbook* appear in the table below. (Also see Chapter 29: Technology for additional goods one can purchase in Ptolus.)

Goods/Service	Price	Notes
Messenger	1 sp	To anywhere in the city
Carriage ride	1 sp	To anywhere in the city
Bath	1 cp	—
Shave/haircut	1 cp	—
Massage	2 cp	—
Furnishings (one room)	—	—
Expensive	800 gp+	—
Average	100 gp	—
Poor	15 gp	—
Taxidermy services	10–500 gp	—
Custom tailoring	5–50 gp	—
Custom armor enhancement	100–500 gp+	—
Custom weapon enhancement	20–200 gp+	—
Personal taxes	3 gp/year	Or 9% of total wealth/year
Leather coat	200 gp	+4 armor bonus, +6 max. Dex, –2 check penalty, spell failure 10%, speed 30 feet, 20 lbs.
Burial (Necropolis)	—	—
Common grave	1 sp	—
Headstone	5 gp	—
Individual plot	10 gp	—
Expensive crypt	500 gp	—
Mausoleum	5,000 gp	—

Upkeep Costs

One easy way to handle living expenses in the Ptolus Campaign is to have each player character pay a monthly upkeep cost. This is the amount the character spends on accommodations, food, drink, clothing, and items each month. It does not include the cost of adventuring gear, magic items, bribes, and so forth. The amount is paid on a regular basis (such as the first of each month), although it's assumed that character actually spends the money over the course of the entire month.



Upkeep costs are determined by the player, not the DM, based on how the player wants the character to live (assuming funds are available to maintain the desired lifestyle). DMs may wish to play out the details of dramatic changes in upkeep costs. Someone going from a poor to a high lifestyle has



A typical house in the Rivergate District.

to move and spend a few days buying new things. Someone going from a luxurious lifestyle to an average one has to move, fire his servants, and so forth. DMs should disallow dramatic changes in upkeep costs from month to month in order to maintain realism. It's unlikely someone could live a poor lifestyle one month, a high lifestyle the next, and meager the month after that. (It's possible, however. An adventurer might score a major haul and then blow it on wine, women, and song in a single month—although the character will end up looking like a fool who can't handle his money.)

Lifestyle	Upkeep/Month
Subsistence	2 gp
Meager	3–5 gp
Poor	6–10 gp
Average	11–20 gp
Good	21–50 gp
High	51–100 gp
Luxurious	101+ gp

Subsistence

This is the amount of money required simply to stay alive. It assumes living either in a very cheap abode, probably shared with others, on the streets, or in a place like the Mane (see page 200). Unless the character has access to free food (including food grown in a garden), all she eats is potatoes, broth, and bread. She never eats in restaurants or pubs, virtually never drinks in taverns, and has no luxuries. She wears shabby, dirty clothes (probably covered in patches and mending) and rarely bathes. This character either lives in the Warrens (or the really poor parts of the Guildsman District or Midtown), or people just assume that she does.

Meager

This is the lifestyle of the common laborer in Ptolus. The character lives in a one-room apartment, eats poorly, and drinks only cheap, watery ale at low-class taverns. He probably gets a new article of clothing once a year, so what he wears is often tattered and stained.

Poor

The character lives comfortably, but completely without luxury. Meals are simple, but she doesn't go hungry and can afford a mug or two of ale regularly. The character's clothing is simple, but not shabby or dirty.

Average

This is a middle-class lifestyle. The character has a decent place to live, perhaps even with more than one room. He eats fairly well, occasionally eating in restaurants or pubs. He can afford to indulge in extravagances such as decent wine or the occasional new clothing item or even a bit of jewelry.

Good

The character lives very well. Her rented house or apartment has multiple rooms, and she dines on quality food at every meal. The character can adopt an expensive habit, such as fine wines, perfumes, gambling, or fancy clothing, but she still needs to be mindful of the price of things.

High

The character lives in a large house with expensive furniture and silk sheets on the beds. He eats fine foods, drinks quality beverages, and wears fashionable clothing. Perfumes, jewelry, and expensive tobaccos are just some of the luxuries the character can afford. He might even have a servant or two.



Luxurious

If the character sees something she wants, she buys it. No extravagance is too great. She takes every meal at a fine restaurant or an elegant dinner party. Her wardrobes overflow with articles of expensive clothing, and she wears jewelry and high-priced cologne at all times. This character almost certainly employs a personal servant (or a staff) to look after her home and possessions. She almost certainly lives in the Nobles' Quarter.

THE CITY IN WHICH YOU LIVE

Although the city is full of all different races, you probably live in a neighborhood made up mostly of residents who share your race. You see members of other races in the market and on the street frequently, however. Some people harbor various prejudices about one race or another, but considering all the differences, the various races live together in relative harmony.

Most of the time, you stay in your own district of the city, traveling to one of the two markets (if you don't already live there) perhaps once a week. You have probably never been to the Nobles' Quarter unless your job required it. If you did go there, you felt uncomfortable because it seemed as though everyone was watching you, expecting you to do something bad. It seems at times that you have more in common with the folk of other races than with the noble or extremely wealthy members of your own.

Citizenship, page 552

Occasionally, the law requires that you go to one of the government buildings in Oldtown to get a license or permit or register for some new tax. Imperial bureaucracy can be trying sometimes. A trip to the **Administration Building** often requires a full day of standing in lines and filling out forms. On the way there, though, you might make a point of passing through **Vock Row**, on the chance you'll see a wizard doing something interesting.

Citizenship papers: See the envelope in the back of this book



Administration Building, page 314
Vock Row, page 333

You probably consider magic and spells fascinating but strange. It's certainly nothing to believe or disbelieve in—magic's demonstrably as real and true as gravity and the cycle of night and day. You likely don't enjoy many of its wonders and advantages, however; it's just rare enough to be beyond your means. You may know someone who has a torch in his home that never burns itself out, though, or someone who has spent her life's savings on a miraculous cure from a priest in the Temple District. And you see the evidence of magic almost every day—a wizard flies overhead, a cleric heals someone hurt, or an adventurer walks down the street carrying a glowing sword or with strange magic bits orbiting his head. Magic is clearly real—you'd never question that. It's just expensive.

Guilds, page 114

MONETARY ISSUES

Speaking of life's savings, you likely have little or no savings; you earn just enough to pay for what you and your family need to live, with perhaps a bit more to splurge occasionally. Perhaps you buy a nice turkey or goose for dinner on **Godsday**, or some small gifts for the children on their birthdays. If you've got anything approaching savings, it comes in the form of an old gold ring, locket, or other heirloom handed down by your family.

Platinum Imperial coins are dragons and gold pieces are thrones. Silver pieces are shields (although slang terms include "shinies" and "moons"). Copper pieces are pennies (also known as "jennies," "bobs," or "jacks"). For more on Imperial money and the currency in Ptolus, see "The Economy" in Chapter 7: City by the Spire (page 154).

You receive a visit from the tax collector three times a year, with the visits usually spaced equally apart, although the times differ for everyone. On each visit, an **average citizen** pays ten silver coins—that's ten shinies per adult, not per family. The tax collector can instead choose to assess the value of your current wealth and levy a tax upon you of 3 percent of the total on each visit, but you don't own enough to have to worry about that.

Noncitizens do not pay taxes. *However,* at any time, virtually any government official can demand one silver shield from a noncitizen as an Imperial services levy, if the noncitizen has spent the previous week in the bounds of the Empire (which is, according to the Empire, everywhere). Technically, a noncitizen only needs to pay this once per week, but since there is no way to prove that one has already paid the levy, someone without **citizenship papers** could get charged over and over. This isn't fair, but there's not much you can do about it, particularly if you're a noncitizen.

The most common profession is simply "laborer," which, of course, means many things. A laborer might work the bellows for a blacksmith, move cargo on the Docks or in a warehouse, deliver goods to homes or businesses, tote construction materials for a master carpenter, dig foundations, or a hundred other menial tasks that require little training or skill—just a strong arm.

If you're lucky, you might have a job that is less strenuous and pays better, like working as a clerk in a shop, as a construction worker, or as a real craftsman. You may not belong to a **guild**, but you know how powerful they are in controlling the economics of the city, the welfare of the workers (including yourself, most likely), and other issues.

RELIGIOUS ISSUES

It's likely that religion plays some role in your life. If you're a Ptolusite, like most people in the city, you probably attend services on Theoday. Being that you're not of the higher classes, the service you attend is most likely in the afternoon or evening.

No matter what your religion, though, you just don't have much time in your daily life to think about things like gods, religions, and the afterlife. It's easier to let the priests worry about that for you, and just do what you're told as much as you're able.

That said, you have little doubt that the gods exist. It's comforting to know that there are powers even higher than the nobles and the wealthy. Even the **Iron Mage** will have to answer to the gods someday, right? There's talk today of new religions worming their way into the city; although you wouldn't even try to account for all of them, these new faiths are different, or so folks say. Word on the street is that these **chaos cults** are interested in destruction and mayhem. That sounds horrid to you, of course—although you have to

Iron Mage, page 340
Chaos cults, page 71

Godsday, page 392

GENDER IN PTOLUS

Generally speaking, men and women are treated more or less equally under the law of the Empire, unlike localized governments of the past or those in far-off lands like Uraq. Both men and women can own property, hold titles, and own weapons and other items. They are also treated equally when accused of a crime (see Chapter 28: Crime and the Law).

The truth is, among the common races, there is nothing to keep a woman from becoming as good a fighter, a wizard, a merchant, or an accountant as a man. Still, about 75 percent of all outside-the-home occupations are filled by men, simply because so many married women stay home to care for their children.



Gender Terminology

That said, it is not uncommon for locals to use gender-specific terms for general things. Humanity (and sometimes all intelligent races) is often referred to as "mankind." The reptilian creatures that call themselves assarai are known to most others as "lizard men" (as opposed to the gender neutral "lizardfolk"). Even the Guilds*man* District suggests this nomenclature bias, a holdover from a much earlier time. Still, rather than being offended, most women in Ptolus (and throughout the Empire) have seized the opportunity and have adopted such terms as gender-neutral terms. A "man at arms" does not imply a male mercenary, for example, and most women would not balk at being a City Watchman or a City Councilman. Similarly, a female sorcerer is a "sorcerer," not a "sorceress."

Still, some gender-specific terms remain offensive. For instance, no woman with any self-respect likes being referred to as a "wench" or by similar terms.

Marriage and Children

All the major races share similar beliefs involving marriage. Within the traditional family unit, the male is usually expected to earn most of the money, because the female traditionally cares for the home and children. There are plenty of exceptions, however—so many as to make them not even particularly notable. Further, even as they care for the children, many women also contribute to the family's financial well-being by growing vegetables, sewing, taking in wash, or other at-home duties. And of course, if the family business is indeed in the home (or vice versa), the female parent may take an equal or greater role. Many shopkeepers and artisans, for example, live in the back of their stores or above their workshops with their families. In such cases, either the male or the female, or both, tends to the business.

Legally, the Empire recognizes that parents are entirely responsible for the upbringing and welfare of their children. They are also responsible for their children's actions. This means that if a young child commits a crime, the parent faces the punishment—even if that punishment is imprisonment or death.

Both boys and girls attend formalized school from around age six to at least age ten. There they learn the basics of reading (Imperial Common), math, and history. The only exception to this is in small villages where no school or teachers are available. In Ptolus, only the very poorest children do not attend school. Residential districts like Midtown, Oldtown, Rivergate, and of course the Nobles' Quarter all have many schools for the local children. Such schools are usually run by the Empire, through the auspices of the Church of Lothian. There are cases, however, in which a neighborhood sponsors its own school. This is particularly true in some of Midtown's racial neighborhoods—there is an Elvish school in Emerald Hill, for example—or in the case of an organization sponsoring a school, such as the Shuul's plan for a technical institute (see page 334).

After they finish school, many children as young as age ten go to work, often for a relative. Young children serve as stablehands, messengers, or other assistants. Many go on to become apprentices and learn a trade. Those who do not may become manual laborers. Children who show scholastic aptitude have the opportunity to go to either an advanced school or a trade school until age sixteen. Those who finish the advanced school often go on to university and careers like advocate, physicker, judge, administrator, sage, and so forth. Trade schools teach advanced craftwork or other skills, going beyond that which a typical apprenticeship can grant. Trade schools produce accountants, master crafters, and similar professions.

Sixteen years is the generally accepted "age of responsibility," in which a person becomes accountable for his own actions and welfare. However, that's an extremely humanocentric custom. Elves, gnomes, and dwarves are not considered adults by their own custom until at least age twenty, and sometimes as old as twenty-four. (Among their own kind, elves have a custom of the "carefree adult" that lasts from about age twenty until as old as one hundred ten, although many elves ignore this tradition while living among humans and other races.)

Homosexuality

Same-gender relationships are accepted among most races, although the human middle and lower classes discourage the practice—a holdover from older, agrarian societies in which having the maximum number of children possible was considered vital to the survival of the entire society.

In the crowded streets of a place like Ptolus, however, such mores are easily forgotten. Dwarves are the one exception; they look upon homosexuality as deviant behavior—a type of mild madness.



admit, things get so frustrating some days that you wouldn't mind seeing this city in flames. It would serve them right, in fact. You don't actually want to hurt anyone, but you can see how someone could get pushed just too far. . . .

When others talk of good and evil, those are concepts you can identify with—it all seems pretty obvious. But when someone starts in about law and chaos, that's a bit too esoteric for your tastes. Let the clerics and philosophers worry about that kind of thing.

POLITICAL ISSUES

Today, three different people claim the **Imperial Throne**, but is one of them really any different from the others as far as you're concerned? It seems unlikely. It's difficult enough to keep abreast of city politics, let alone Imperial tangles.

Rivals to the Imperial Throne, page 79

You probably like the **Commissar**. He has a reputation as a war hero and a good civic leader. Unlike some commissars of the past, he seems interested in what the people want. Nevertheless, you still refer to the **City Council** as the "Council of Coin." As always, it's the rich that rule over the poor, and make sure that they stay rich while you stay poor. At least you don't have it as bad as the folks who live outside the city. You've heard about how they live: digging in the mud for their dinner and living in terrible, dirty little shacks. That's what you think of country life, anyway.

The Commissar, page 149
City Council, page 148

You've probably heard of the so-called **republican movement**. Talk of such things goes hand-in-hand with discussion of whether Ptolus should break away from the Empire. Such talk surprises you; in your grandparents' time, discussing such matters would have been almost unthinkable. The Empire is so old, the very thought of not being a part of it is strange, although somewhat compelling. The republicans, of course, want to take it a step farther, and have common folk decide who the rulers should be. That would be great, but it sounds like pure fantasy to you.

Republican movement, page 150

CURRENT EVENTS

It's obvious that some things in the city are worse than they used to be. There are manufactories in the Guildsman District that no longer produce anything, for example. Fewer people seem to understand how to make some of the more technical devices work. News from elsewhere in the Empire arrives more slowly than when you were a child. The roads outside of town, you've heard, are less safe than in years past.

On the other hand, more gold flows through the city than ever. Those delvers who explore the strange catacombs beneath the city are a dangerous and rough lot, but their activities bring coin into the shops and taverns, which then trickles into everyone's pockets. Of course, along with that comes inflation—prices are higher than they were ten, or even five years ago.

You hear all kinds of stories about the strange things delvers find down there in the **Dungeon**. Ancient treasures and wonders, to be sure, but odd magic and horrible monsters, as well. Is it all linked to the Spire, somehow? Probably. Those unnameable lords that caused so many travails hundreds of years back built their castles up on the Spire, but they burrowed down below it as well. It unnerves you to think about that kind of thing too much. Luckily, the grey clouds so common in the region usually obscure the Spire. Sometimes, you'd rather have a cloudy or rainy day than a clear day with the likes of Jabel Shammar staring down at you from thousands of feet up.

Dungeon, page 415

You try to keep up on the news by reading the **broadsheets**. You don't trust most noble families, but **House Vladaam** clearly seems to be the worst, and **House Sadar** is likely up to no good as well. On the other hand, the knightly orders—the **Keepers of the Veil**, the **Knights of the Pale**, the **Knights of the Chord**—these are people you can look up to.

Broadsheets, page 166
House Vladaam, page 96
House Sadar, page 94
Keepers of the Veil, page 119
Knights of the Pale, page 125
Knights of the Chord, page 123

The city's far from perfect, that's for certain. But there's more good than bad and, more importantly, it's home.



For details on the celebrations and holidays observed in Ptolus, see the calendar handout in the envelope at the back of this book.

Your Ptolus Weather (Averages)

Month	Temperature (high/low ° F)	Precipitation (inches)	Number of Days Clear/P. Cloudy/Cloudy	Windspeed (mph)	Daylight Hours
Newyear	45/30	5.3	3/5/23	11	7
Birth	48/35	4	3/6/21	11	8
Wind	52/38	3.8	4/8/18	12	10
Rain	58/44	3.5	5/9/17	10	13
Bloom	65/49	2	7/10/15	10	16
Sun	75/56	1	7/8/15	9	19
Growth	73/55	0.8	12/10/9	9	17
Blessing	69/53	1.2	10/10/10	8	16
Toil	60/48	1.9	9/8/13	8	13
Harvest	51/41	3.3	5/8/18	9	10
Moons	48/49	5.7	3/6/21	9	9
Yearsend	46/31	6	3/5/22	10	7

More weather, page 162

Chapter 27:

ON BEING A DELVER

In recent years, Ptolus has become something of a magnet, drawing in adventurers from across the Empire to venture down into the infamous Dungeon and emerge with a fortune—or at least a few good stories. The lifestyle of the delver is possible nowhere else in the Empire as it is in Ptolus.



This chapter details what life is like for the common adventurer living in Ptolus and illustrates some ways in which a delver's life in this city differs from the experience elsewhere. To see life, and the city, through his or her eyes, the chapter has been written in the second person.

PTOLUS VS. THE REST OF THE EMPIRE

"Delver" is a term unique to the city of Ptolus. Nowhere else in the world do they refer to adventurers as such. In fact, outside of Ptolus, even the word "adventurer" is used only rarely, most often to denote a mercenary or other freelance explorer or rogue. It's not a complimentary word, and people think poorly of folk such as yourself. To them, you are lawless, uncontrolled, and a danger to society. There are laws to restrict carrying weapons and wearing armor without Imperial permits.

In Ptolus, things are different. Sure, some of the people here don't trust you, and some steer clear of you when you walk down the street—but in the eyes of others, you're a brave hero. They wish they could do the exciting things you do and see the wondrous sights you've seen. Most folks treat you well enough. At the very least, no worse than any other resident, and in many cases much better, assuming you've got more coin than the commoners. And you probably do.

You don't always help your cause by walking through the city covered in sewage, blood, and grime, but no one's installed bathhouses next to all the Dungeon entrances, so what are you going to do?

Plus, there are just more adventurers here than anywhere else. And why not? This is where you come if you want to strike it rich. Surely there are fortunes enough for you and all your friends below Ptolus. And you're brave and bold enough to go down there and take them.

Of course, many people in the city don't fully understand what it is you do. They don't even really know what lies beneath their own city. They know about the **ratmen**, and maybe the goblins. They know there are other monsters down there too, as well as undead—particularly in the Necropolis. But they don't really understand what they live above day after day. Not like you do.

And it's likely that, if they did truly understand, most of them would probably want to leave town as fast as possible. So, perhaps it's best if nobody tells them.

For important delver information and tips on such issues as buying adventuring gear, selling loot, getting healed, and so on, see the two "Filling Campaign Needs" handouts in the envelope at the back of this book.



Ratmen, page 625

HOW YOU LIVE

You probably don't have a family, so you live in a cheap, one-room flat in a two- or three-story building with six or eight such flats. You might share an apartment or small house with friends, as well. You most likely live in Midtown, so you can be close to Delver's Square.

You likely eat most of your meals in pubs and taverns—a light breakfast in the morning and a hefty dinner at night. Obviously, delvers keep their own schedule. Most go on a mission beneath the city (or elsewhere) for a day or two and then relax for a week, living high on the spoils they've brought back with them.

Unless you are a divine spellcaster, you are less likely than the typical citizen to be religious, or at least devout. If you're a Lothianite, you likely attend services at **St. Gustav's Chapel** off of Delver's Square. The main temple, **St. Valien's Cathedral**, has made it clear that your kind isn't welcome there.

Dohrinthas, page 43
Tarsis, page 44
Firearm permits, page 559

The Conciliators, a fervent group within the Church of Lothian (see page 68), oppose any exploration of the areas beneath the city, as they fear that delvers will find more chaositech and stir up more ancient evils.

St. Gustav's Chapel, page 219
St. Valien's Cathedral, page 376

WHAT YOU WEAR

While you're exploring beneath the city, you're likely to wear your full suit of magical plate armor and carry around a large selection of weapons for all different situations.

When you're not down in the Dungeon garbed in your delving gear and armor, around town you might wear some tough leather breeches, a cotton shirt, and a vest or jacket. This apparel is standard for both men and women.

On the other hand, you might wear around town exactly what you wear in the Dungeon, not caring what you look like (or even smell like!). Such adventurers, however, are exactly the people who give their kind a bad name and turn those who dislike delvers even more against them.

Leather coat, page 542

GETTING ALONG IN THE CITY

There are no laws restricting weapon ownership or bearing arms within Ptolus, unlike in other large cities, such as **Dohrinthas** or **Tarsis**. (The exception, of course, is that you need a **permit** to carry a firearm.) That said, if you go into a restaurant for a meal or to a guildhall to talk with the guildmaster, and you're carrying two different swords, a crossbow, two quivers of bolts, a spear, and two daggers, as well as a full pack of gear, six torches, a ten-foot pole, and a hefty sack of miscellaneous equipment, you'll get some strange looks. In fact, you'll look quite the fool, and other adventurers will mock you. The classy adventurer casually going about town carries a weapon or two, but just his best. Either that, or you get very good at concealing your weapons and gear.

If you wear armor, you might very well wear it around the city. There's no prohibition against it, and plenty of people do. However, if you can afford it, you might opt for a chain shirt or a **leather coat** rather than wearing your heavy armor as you hang about the tavern drinking with your friends or conduct research in the library. It's more comfortable, and you can get around a lot faster.

Most people who own horses, even knights and paladins, stable them for their entire stay in the city. Only the main roads can easily accommodate people on horseback, and in many places a mount will slow you down rather than improve your speed. Most delvers don't own horses or other mounts, as they never need them in the city, and have no plans to leave anytime soon.

Enough adventurers have animal companions that people in Ptolus have grown accustomed to them. The sight of a bear or wolf at the side of some capable-looking individual draws attention, but not alarm.

In its effort to impose a "salvage" tax on treasure that delvers find on their adventures, the Imperial government keeps a tax assayer's table in the Undercity Market, where delvers are instructed to register all of their finds and pay a 10 percent tax. See "Taxes" in Chapter 28: Crime and the Law (page 558).



The Delver's Guild can be an adventurer's best friend. Membership starts at 10 gp per year, and benefits include access to the guild's substantial catalog of Dungeon information and a 10 percent discount on essential gear at Ebbert's Outfitters. For more on the Guild, see Chapter 6: Organizations (page 108).

THE CULT OF HEROISM

Some adventurers rise above their lowly station to gain reputations as heroes (and the fact that such heroes often have gained great wealth in the process doesn't hurt). Heroes in Ptolus are celebrated. No better evidence is needed than the statue of Abesh Runihan in Delver's Square (which is technically called Runihan Square), erected as a tribute to the hero who died defeating the ghost-lich Kagrisos. If word gets around that a group of delvers performed some heroic deed, even unintentionally, people around town may think well of them. Depending on the specific deed, the likability of the characters, and the mood of the city, this "fame" could mean anything from a few pats on the back to a few drinks on the house at a tavern, to a parade around Delver's Square.

Why has Ptolus always respected its heroes? Maybe it's because the history of the region shows that it has always needed them. Although there were armies, generals, and perhaps even gods involved, it was a stalwart band of heroes that brought down the Dread One. Likewise, the Great Seven finished off Ghul, the Skull-King. Common folk may not know much about history, but most of them are aware that they owe a great deal to heroes such as these. And who are they to say that the adventurer they pass on the street isn't about to become a hero just like them?



WHAT THE OTHERS THINK

While there are more adventurers in Ptolus than anywhere else, the non-adventurers outnumber you by at least two hundred to one.

COMMON FOLK

Adventurers are not unknown to the people of Ptolus. However, most commoners look upon them as dangerous individuals. Folk who carry more weapons than a soldier, wield all manner of strange powers, and earn their keep by fighting monsters are best avoided, they must think. Oh, the shopkeepers and tavern owners are usually happy to take your gold, but how many of them are willing to strike up a genial conversation with you? Not many. Of course, you probably prefer it that way: You don't bother them, and they don't bother you. Plus, you know that a lot of delvers *aren't* trustworthy and would slit their own grandmothers' throats for a couple silver moons.

It's best not to spook the locals—although you're constantly surprised at how hard they are to spook. You expect them to blanche at the sight of a wizard casting spells or a druid talking to her lion in the streets, but they usually don't. They keep their distance and often watch with interest but in Ptolus, it seems, they've probably seen stranger things.

THE AUTHORITIES

It may go without saying, but it's best to keep the authorities happy. **City Watch** guards look at you (and your weapons) suspiciously when they pass by on the street, but you just keep on walking. Relying on the Watch is a sure way to be disappointed—not because they're not capable, and not because they're not trustworthy, but because you frequently get yourself into scrapes that only you or others like you can get out of. The City Watch is there to protect the common folk, not to deal with delver-related problems. They're not eager to help you, and they certainly won't go under the city to take care of a problem you tell them about.

That said, the City Watch and the **Commissar's Men** are not your enemies, either. Even if you could take on a whole Watch patrol in a fair fight and win, what good could that possibly accomplish? You have learned to use the system, not work against it. Just like you've learned that often you've got to fight your own battles and solve your own problems.

You know the laws of the city and avoid breaking them, at least obviously so, as often as you can. You know enough not to use enchantment magic on people in the city, particularly not officials, shopkeepers, or figures of importance. You know that when you get into a fight in the city, you need to be able to claim self-defense when someone gets a blade between his ribs.

Unless you have a very secure home, rent a vault to store your valuables (see "Hammersong Vaults" in Oldtown, page 322). Don't carry around 500 pp and 3,000 gp with you. No matter how good you are at securing your coins, some pickpocket is better.

Delver Statistics

It is estimated that for every ten delvers that go down into the Dungeon each week, one does not come back. About a hundred new adventurers come to Ptolus every week, and about twenty-five are raised from the dead. Since the Delver's Guild began keeping records three years ago, about eight thousand adventures died permanently while exploring the Dungeon. Another two hundred thirty have retired, either in the city or elsewhere.

City Watch, page 150



Adventurers can find some unique and interesting equipment at Ebbert's Outfitters in Delver's Square (page 202). Some of it is designed by Ebbert himself.

Commissar's Men, page 149

See also Chapter 28: Crime and the Law (page 551).

Ten Things Smart Delvers Know (or Have Learned)

1. Remember that underground you have to think in all three dimensions—the best path might not be the most direct one.

2. The most valuable hauls come from those areas not yet explored by anyone else.

3. Any chamber or passage you stand within may have had multiple inhabitants and uses over the centuries.

4. Sleeping or resting below the city is dangerous, but often necessary. Spike the doors and post a guard.

5. Doors that look like huge gears lead into Dwarvenhearth. A chamber beyond a door of bluish steel likely holds great treasure. An intact glass and bronze door may open up whole new regions to explore.

6. Others have likely gone where you are about to go, and others will go there after you. Research records and maps before you explore. Keep your own records and maps, and sell them when you're done.

7. A membership in the Delver's Guild pays for itself relatively quickly.

8. Monsters and Dungeon natives have an ecology all their own. Understand how it works, and you'll be better off.

9. The Dungeon is vast—any location in the city might hold an entrance.

10. There is safety in numbers.

Ebbert's Outfitters, page 202
Sheva Callister, page 222

There are some things that are technically illegal that you know you can get away with as long as the Watch doesn't catch you in the act: breaking and entering, dumping a body into the river, and even murder, if the victim is a known criminal or otherwise obviously dangerous individual. In other words, you know that if you take that sword you wear and use it to deal your own justice now and again, you're not likely to run afoul of the law. And if you do legitimately beat a foe in combat, particularly if the foe attacked you first, the authorities will not look twice if you rifle through his purse or take his belongings.

THE ARISTOCRACY AND THE WEALTHY

You have a strange relationship with the wealthy. On one hand, you're a bit worse than the lowest commoner in their eyes. You're not only of low birth, but you willingly delve under the ground and into the sewer, living by the might of sword and spell rather than the rule of law. You're often dirty, scarred, and even bloody. Who knows what kind of diseases and afflictions you're bringing up with you from down in the Dungeon? On the other hand, you're highly skilled, competent, smart—even dangerous. You might also have a good deal of money. People like you have their uses, the nobles probably think.

Thus, you interact with the nobility and the wealthy far more than the average citizen does. Maybe they want to purchase something you've found on your adventures, or maybe they want to hire you to take care of some problem. Maybe they seek to invest in your missions, staking your expenses for a share of the loot you recover. In either case, the wealthy of the Nobles' District might send a trusted servant to scour Delver's Square looking for the adventurers that his master needs. They even employ agents to hang around places that adventurers frequent with standing orders to purchase some of the interesting treasures that adventurers uncover. Some delvers even learn what various aristocrats want and venture up to the Nobles' Quarter with their valuables to sell.



AFTER THE DELVING'S DONE

The sad truth is that most delvers die in pursuit of their adventuring goals, and you know it. But you also know that some entirely unsuccessful delvers just quit—they make a little money by selling off their gear, and then they find regular jobs around town.

A few enjoy moderately successful adventuring careers but decide to give it up for one reason or another. They use what money they earned in their missions to start a stake in a business, open up a tavern, and so forth. Such entrepreneurs tend to stay in familiar areas, operating their businesses in the Undercity Market or out of Delver's Square, where they can interact with other adventurers. You appreciate this; most delvers prefer to do business with those who truly understand them. The dwarf Ebbert Boltcrafter of **Ebbert's Outfitters** is one example—when his brother took one too many blows to the head, he gave up his adventuring career and opened his shop.

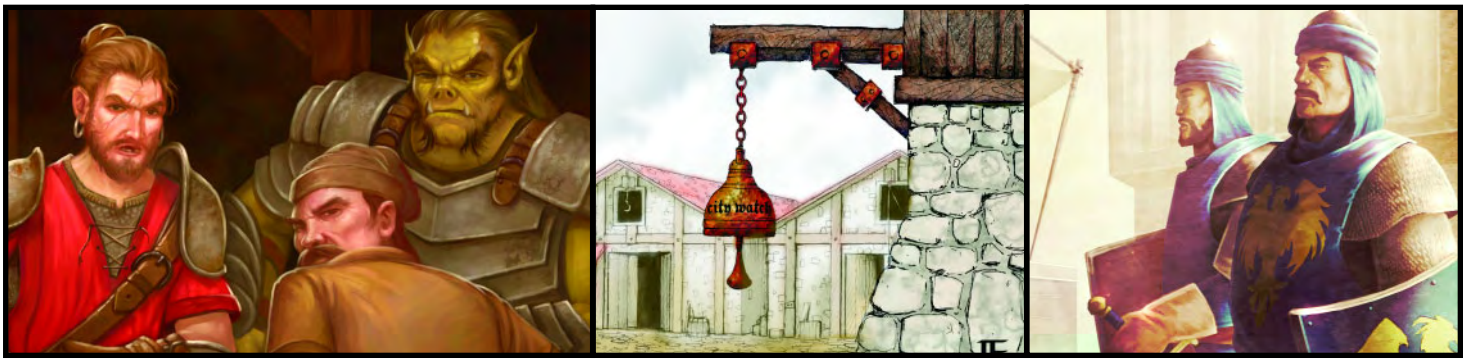
Of course, some do get rich and retire, and that's what every delver dreams about: living long enough to retire usually very wealthy. **Sheva Callister** is one such notable example that you and every other delver in Ptolus knows about. Somewhere in the Dungeon she found an artifact called the *Crown of Ki-Lias* and now, although she's still fairly young, she lives off the proceeds she made from selling it. She never has to adventure or work again. Some retirees use their wealth to live among the rich in the Nobles' Quarter. But you know that most find it difficult to remove themselves so much from their roots. Instead they find themselves nice houses in Oldtown or Midtown. Few can handle the quiet lifestyle of Rivergate or the hustle and bustle of the markets and the Guildsman District.

Some delvers never actually retire but simply find other ways to use their adventuring skills. Fighters become bodyguards, the castellans of noble estates, or even captains of the City Watch. A wizard might not "retire," but find that she spends less time going on adventures and more time studying and making magic items, until she is no longer really an adventurer at all.



Chapter 28:
CRIME AND THE LAW

Imperial law is extensive and complicated. This chapter gives DMs an idea of what is and isn't legal, how the authorities deal with crimes, and the various punishments handed down by the courts.



Crime poses probably the greatest problem in Ptolus today. Crime has worsened over the last two decades, most noticeably in the last five years. Many blame the lawlessness encouraged by "delver culture." Others blame the rising power of the city's criminal organizations. The ranks of the Watch increase each year, but the Commissar believes it is better to suffer some controlled amount of crime than risk open warfare with such formidable forces as the Balacazar family and the Killraven Crime League—or worse yet, both at the same time.

THE LAW

Ptolus operates under Imperial law, which places the Commissar, as the Emperor's representative, as the ultimate judge in all legal affairs. However, the Commissar almost never exercises this privilege, instead allowing the courts to dispense justice in his name. The Commissar's position also makes him the ultimate authority in enforcing the law, which is something he does do, through his administration of the City Watch and his own personal military force known as the Commissar's Men, not to mention the covert Imperial Eyes. In times of serious public disorder, such as a riot, or other emergency (a particularly serious fire raging through dozens of buildings, for example), the Commissar takes direct control of the city's forces to deal with it. In fact, he often goes right to the site of the trouble and leads his people "in the field," as it were, just like he did when he was a military general years ago.

IMPERIAL LAW

Imperial law is codified within the *Vast Codex*, a series of twenty-three volumes totaling more than twelve thousand pages—over ten thousand discrete laws, regulations, edicts, and codes. This complex system of rules covers specific cases rather than providing general guidelines. Imperial law affords greater rights and freedoms to Imperial citizens than to noncitizens, and greater rights and freedoms to Imperial officials (including priests of Lothian) than to Imperial citizens.

PTOLUS LAW

Thanks to a Commissar who understands the importance of tradition (and its value in keeping the people happy), Ptolus observes some modicum of traditional Palastani law. This means, for example, that members of the nobility are afforded the same privileges under the law as Imperial officials. So are members of the City Council. It also means that occasionally criminals are branded or even mutilated as part of

Typically, a recidivist thief has his forehead branded to warn potential victims. Sometimes a pickpocket has a finger removed, and castration as punishment for serial rapists is actually standard in the city.

Balacazars, page 100
Killraven Crime League, page 121

City Watch, page 150
Commissar's Men, page 149
Imperial Eyes, page 153
A riot, page 587
Serious fire, page 586

City Council, page 148

Bounties on well-known criminals are commonplace. Usually the Empire puts up the reward money, but sometimes the victim or the victim's family will do so. Earning a bounty involves actually bringing a criminal to justice—physically. Telling the authorities where the criminal can be found usually earns one a tenth of the posted bounty.

The Prison, page 436

The punishment for falsely reporting a crime can be as severe as the punishment for the crime in question.

The Ennin, page 131

Sisterhood of Silence, page 134

Watchhouse, page 151

DM TIPS

It's dangerous to try to equate the City Watch with a modern police force. They are closer to an occupying military force and are more interested in order than justice, and more interested in the well-being of the city as a whole than in the needs of a particular citizen.


IMPERIAL CITIZENSHIP PAPERS

their punishment, even though such sentences are not part of the *Vast Codex*.

THE PROCESS OF LAW

From crime to punishment, the process of law typically follows four steps.

1. A crime is observed, reported, or investigated.
2. The criminal is hunted down and apprehended. He is placed in a jail at one of the Watchhouses. If the appropriate punishment for his crime is a fine, he can pay it at any time to secure his release.
3. The criminal is brought to trial, typically within one to two weeks.
4. The criminal is fined, sent to the **Prison**, or executed.

OBSERVING CRIMES

A City Watch guard observing a crime has the authority to apprehend and detain the criminal immediately. If the criminal resists, the guard can use lethal force to deal with him, if necessary. Brutality to criminals and even suspected criminals is expected.

The **Sisterhood of Silence** has the same authority as the City Watch when it comes to apprehending criminals observed committing a crime. The Sisterhood does not detain criminals, however, but turns them over to the custody of the City Watch.

REPORTING CRIMES

If a citizen goes to a **Watchhouse** or finds a guard on the street, he can report a crime he has seen. (Noncitizens can report crimes, but the city guards are under no compunction to act.) The City Watch takes the person's statement. If the chance to apprehend the accused is high (which is to say, the crime is occurring at the time), the members of the Watch act immediately. Otherwise, they take the report and thank the person but make no assurances that anything will be done. If the citizen reporting the crime is the victim of the crime, he is usually given more attention than someone who is just a witness.

The Reality of the Situation

The wheels of justice turn slowly. The City Watch exists first and foremost to preserve order—stopping crime, let alone investigating crime, is a secondary concern. Reporting a crime or providing information about a criminal does not automatically get results. Other factors include the current manpower level of the local Watchhouse and the personalities involved.

Ptolus is an unabashedly classist society. The Watch will almost certainly ignore a noncitizen accusing a wealthy citizen of a crime. A wealthy citizen reporting a crime gets better results than someone without wealth or prestige to back her up.

Say the player characters learn of the **Ennin** slaver base in the Docks and report that location to the City Watch. The Watch members will use the information as they see fit, but they will not necessarily storm the place. In fact, almost assuredly they will not.

This is not to say that the Watch is entirely corrupt, and certainly not that it is incompetent. Its priorities, however, may not always be the same as those of a victim of or witness to a crime.

The Sisterhood of Silence

The Sisterhood of Silence does not take statements or listen to reports of a crime, unless that

IMPERIAL CITIZENSHIP

Most people in the Empire are citizens. Originally the purview of humans of Prustan descent and Grailwarden dwarves only, citizenship was slowly bequeathed across the Empire during its more than seven hundred years. The child of a citizen is automatically a citizen, and for 250 gp, virtually anyone can go through the process of procuring citizenship.

All citizens are issued papers proving their citizenship. These Imperial Citizenship Papers show a person's name, age, place of birth, place of residence, family members, employment, and a general physical description. They also record past residences and major travels. These identification papers are an important tool for the Empire to keep tabs on—and therefore control—its population. They also give City Watch guards, officials, and others an idea of how they ought to treat a given person.

Typically, all humans, all dwarves, all halflings, most elves (including half-elves and Cherubim elves), most half-orcs, and most gnomes are citizens. Some litorians and centaurs are citizens. Very few lizardfolk or Harrow elves are citizens. Virtually no goblins, orcs, minotaurs, or similar creatures are citizens. Dark elves, ratmen, demons, and truly monstrous creatures are never citizens. Imperial citizenship ends upon one's death (although it is reinstated if the person is raised), so undead are never citizens.

You can find sample Imperial Citizenship Papers (and Identification Papers for noncitizens) among the handouts in the envelope at the back of this book.

crime is occurring at that very moment. Those who come to the **Priory of Introspection** to make a report are turned away unheard. Approaching a Sister and telling her that you saw a man steal an apple from an applecart twenty minutes ago obtains no results, but if you tell her that there's a woman setting fire to the pub around the corner right this moment, she's likely to run off to find her. The Sisterhood cannot allow itself to become entangled in disputes and potentially false accusations. Mainly, they apprehend criminals whom they observe breaking the law, and nothing more. That's why they focus so much on patrols.

CRIMINAL INVESTIGATIONS

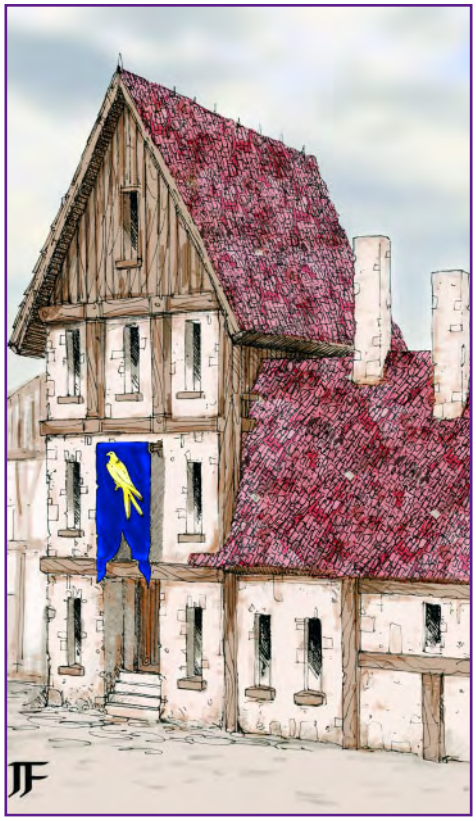
It can't be stressed enough: The members of the City Watch don't really investigate crimes, at least not in the modern sense. They might question witnesses, but they don't look for clues. Mostly, they just care about stopping crimes as—or before—they happen.

One could say, as many have, that justice under Imperial law is extremely precarious. It is, in fact, frightfully easy for a person to be blamed for a crime unjustly, particularly if the person belongs to the lower classes or is a noncitizen.

Take the example of a high-stakes game of **Dragonscales**. During the game, one player drops dead, the victim of poison (revealed through a Heal check or a *detect poison* spell). The other player immediately becomes a suspect for the murder. If the suspect has a criminal history known to the City Watch, he'll likely be arrested and detained. If not, he might still be arrested and detained if he is not a citizen with a respectable job or a family. And it would just take one person claiming to have seen the suspect put something in the victim's drink for even an upstanding citizen to be arrested. Arresting an upper-class citizen, or an official (including a priest of the Church) would require more substantial evidence, however.

The point is that, either way, there is little in the way of an investigation. The person who seems most likely to be guilty (if anyone) is assumed to be just that; the word of one eyewitness is sometimes all it takes to send a person to prison for decades.

Once detained, a suspect might be questioned or interrogated. The Watch may beat or torture a lower-class suspect, particularly if he is thought to have committed a particularly heinous crime. Some suspects are questioned under the effects of a *zone of truth* or *discern lies* spell cast by a cleric of Lothian—usually an **itinerant priest** on retainer of the **City Courts**, but in truth any cleric will do. This process is expensive (the courts must pay the cleric), and thus not undertaken lightly. No one requests magical assistance in cases involving minor crimes unless the suspect is prominent in some way. And even so, if the divination reveals



A typical Watchhouse; for details, see page 151. You can find the Watchhouse for each district on the poster map of the city and the district maps in Part III by looking for this icon:

Priory of Introspection, page 374

Since real criminal investigations are rare, this means that the player characters can break into a crime lord's safe house, kill all the thugs and cutthroats inside, and—as long as they make good on their escape before the Watch shows up—they can get away without fear of punishment.

In Ptolus, if a child commits a crime, his parents are legally responsible for facing the punishment.

Dragonscales, page 359

the suspect's innocence, the interrogators ask him further questions about other possible crimes he may have committed, based on some digging they did ahead of time. The City Courts want to get their money's worth—if they pay for a spell to be cast, they want a conviction. This is why even innocent people rarely demand a divination to reveal their innocence.

A cleric can volunteer to cast the divinations necessary to ascertain truth, even if it is not requested. In such a case, however, the authorities also scrutinize the caster closely. If she is a friend of the suspect, the results of the spell may be called into question. This goes double if the cleric is not a Lothianite—or if the caster is not a cleric at all, but a wizard casting *detect thoughts*, for example.

And in the end, even the word of a cleric of Lothian is not beyond reproach. The courts are well aware that every kind of spell has its counter, and that the cleric herself might be controlled or charmed to say something she otherwise would not. Though most clerics called to perform these duties check for such counters, the system is not foolproof.

APPREHENDING CRIMINALS

As previously stated, the City Watch (and the Sisterhood of Silence) can use any amount of force deemed necessary to apprehend and detain a criminal. The law affords them great leeway in committing any act in the name of doing their duty.



It is possible for an individual to hire a freelance investigator (often a spellcaster with access to divinatory magic) to look into a crime. Most charge 10 gp to 50 gp per day, plus the cost of spells, so this is a service available only to the wealthy. The findings of such an investigator do carry weight in a trial, though, so it may be money well spent.

Itinerant priest, page 65
City Courts, page 318

Vigilante Justice

The concept of citizens "taking the law into their own hands" is not considered a bad thing in Ptolus. Local authorities, from the lowest-ranking guard to the Commissar himself, are quite practical in this regard. In an effort to maintain order, they do what's best for the city rather than strictly uphold all the laws of the Vast Codex. *If an angry mob finds and lynches a kidnapper of children, the authorities not only don't intervene, they don't make arrests. They go out of their way not to get involved.*

This means an adventuring group can slay a Vai assassin or a human-sacrificing cultist without fear of the law. In most cases, the City Watch would rather not even know about it, to avoid the bureaucratic paperwork. The guards are happy to look the other way in such instances.

Demon Gods, page 68

Clogged sewers, page 440

Slavery

Owning a slave is not illegal in Ptolus—although it does raise eyebrows. Kidnapping people to sell as slaves is illegal, as is selling slaves. Abuse of anyone, including slaves, is also illegal. Of course, all these things still go on, more in some circles than others. For more on the slave trade, see page 428.

Administration Building, page 314

Imperial lawmakers recognize the need to defend oneself against aggression. "Self-defense," a very common defense in murder or assault cases, often results in acquittal and complete exoneration for the accused.

The Watch guards have considerable discretion at this stage of the process to arrest whom they choose. This means that if a person holding a bloody sword is found standing over the body of some half-fiend sorcerer who was about make a human sacrifice to one of the **Demon Gods**, they're unlikely to arrest the murderer. In other words, if player characters are careful, kill mainly evil foes, and don't cause too much destruction, they will rarely have to worry about being arrested (see the "Vigilante Justice" sidebar as well).

The City Watch usually puts captured prisoners in manacles, with a black hood over their heads to help disorient (and therefore control) them. Then they march them to the nearest Watchhouse and put them in a small and ill-kept jail cell. For some offenses, a criminal can immediately pay a fine and leave, but in the case of a drunk apprehended in a brawl or similar misconduct, the Watch captain may order a mandatory night in a cell on top of the fine.

Jailers frequently commit acts of brutality against prisoners, often in the name of justice, retribution on behalf of a victim, or even rehabilitation.

TRIALS IN PTOLUS

Trials are brief and weighted heavily against the defendant, with the idea that if things have progressed this far, the suspect is probably guilty. A single judge presides over a case, with an advocate and an Imperial prosecutor to present evidence and argue applicable passages in the *Vast Codex*. Imperial law is not one of generalities or extrapolation, but of specifics, with different laws and codes for every particular situation. Advocates and prosecutors focus far more on knowledge of the law than on persuasion. Arguments come into play regarding which statute specifically applies.

Trials can be public or private, at the discretion of the judge. In fact, everything that occurs during the course of the trial is at the discretion of the judge, although a higher-ranking judge or other official can overrule these decisions.

There are three ranks of judge in the city: *judges*, *high judges*, and *grand judges*. The higher a judge's rank, the more important the cases he hears. Promotions come from the Commissar's office. Today, Ptolus has about fifty judges.

Advocates usually charge anywhere from 10 gp to 1,000 gp per case, depending on the case, the client, and the advocate. More skilled and well-known advocates get paid more.

Of course, not everyone arrested for a crime goes to trial. If the City Watch apprehends a criminal in the act of committing a very serious crime, a Watch captain has the authority to mete out justice immediately. Because officials can challenge this authority after the fact and even reverse a decision, guard captains use this privilege sparingly and limit their summary sentences to fines and/or imprisonment—almost never death. (Captains found to have handed out an unwarranted sentence of death can be stripped of their rank.)

The Commissar himself can sentence anyone to serve a term in prison any time he wishes, as can the Holy Emperor and the Emperor.

PUNISHMENTS

Punishments in Ptolus are swift and harsh. Only aristocrats, Imperial officials, and the very rich can contest a verdict—an appeal requires the order of a powerful official, so only highly influential folks can attempt one.

Some crimes are punishable by death. Executions, usually hangings, are public events held in a square in Oldtown appropriately called Gallows Square.

A criminal who cannot pay a fine typically stays in prison until he or his family can pay, up to one year for every 100 gp of the original fine.

Sometimes a criminal is sentenced to labor rather than imprisonment—usually for one-quarter to one-half the length a sentence of imprisonment would carry. Labor means hard labor during the day and imprisonment at night. Construction projects are the most common sources for labor, although clearing **clogged sewers** remains a favorite among some judges. Usually sentences of labor have more to do with the current need for laborers than with anything having to do with the case.

The system deals harshly with recidivists. A criminal up on charges who is found to have committed similar (or worse) crimes in the past is typically given double the normal punishment.

The table on the next page shows a list of many crimes and typical punishments. Actual punishments can vary considerably.

LICENSES AND PERMITS

Imperial bureaucracy is extensive and difficult to navigate. Licenses and permits are required for many activities, and obtaining them is usually an expensive and time-consuming process. Forms must be filed, and often bribes must be paid. Ptolus residents apply for licenses and permits at the **Administration Building** in Oldtown.

Permits and licenses create revenue for the government and, more importantly, they register the applicant for appropriate taxes, which bring in even more revenue (see page 558). They also allow the Imperial government to monitor activities they consider worth monitoring, such as firearm ownership and book printing.

The list at the top of page 558 shows a few examples of activities that require permits or licenses, and their cost.

Crime and Punishment

Crime	Typical Punishment*
Murder of an official	Death
Murder of a citizen	20 years imprisonment
Murder of a noncitizen	5 years imprisonment
Assault** upon an official	5–20 years imprisonment or death
Assault** upon a citizen	6 months – 20 years imprisonment
Assault** upon a noncitizen	1 month – 10 years imprisonment
Kidnapping an official	10 years imprisonment
Kidnapping a citizen	1 year imprisonment
Kidnapping a noncitizen	6 months imprisonment
Threatening the Holy Emperor/Prince of the Church	Death
Theft/destruction of the property of an official (or of city property)***	Petty: 1 month imprisonment + 10 gp fine; Lesser: 1 year imprisonment + 200 gp fine; Major: 10 years imprisonment + 500 gp fine
Theft/destruction of the property of a citizen***	Petty: 10 gp fine; Lesser: 6 months imprisonment + 200 gp fine; Major: 5 years imprisonment + 500 gp fine
Theft/destruction of the property of a noncitizen***	Petty: 3 gp fine; Lesser: 100 gp fine; Major: 1 year imprisonment + 500 gp fine
Trafficking in illegal goods†	1 year imprisonment + 500 gp fine (magic-related goods: 5 years + 800 gp)
Possession of illegal goods†	250 gp fine
Coercion of another	Of an official: 1 year imprisonment; a citizen: 500 gp fine; a noncitizen: 100 gp fine
Using magic to influence the mind of another	Of an official: 1 year imprisonment + 500 gp fine; a citizen: 6 months imprisonment + 100 gp fine; a noncitizen: 100 gp fine
Casting spells of mass destruction in the city††	1 year imprisonment + 200 gp fine
Intentionally using evil magic (evil descriptor)	1 year imprisonment + 500 gp fine
Creating an undead creature/bringing one into the city	10 years imprisonment
Grave-robbing	Death
Calling a demon	Death
Intentionally spreading plague	Death
Inappropriate disposal of waste/trash	10–1,000 gp fine (inappropriate disposal of a corpse: 250 gp fine)
Disturbing the peace	5–50 gp fine
Inciting a riot	1 year imprisonment
Arson (in addition to destruction of property charge)	5 years imprisonment
Falsifying Imperial documents	Imperial documents: 1 year imprisonment + 200 gp fine (other documents: 200 gp fine)
Perjury in court	6 months imprisonment
Defaming the character of an official	6 months imprisonment
Bribing an official	250 gp fine
Tax evasion	Imprisonment until taxes are paid (plus 10% interest)
Failure to produce a license/permit when required‡	100–500 gp fine
Being a dark elf within city limits	Death
Harboring a dark elf within city limits	2 years imprisonment
Sacrilege against Lothian	Blaspheming: 50 gp fine; defiling a sacred site: 1–20 years imprisonment
Worshipping an illegal god (e.g. Destor)	1–20 years imprisonment
Treason	Death

An "official" is someone with a role of leadership and/or enforcement in local or Imperial government. This honorific applies to those in positions of responsibility (managers, administrators, etc.) and to all members of the City Watch and clerics and paladins of Lothian. Anyone who works for the government isn't necessarily an official; low-ranking employees (clerks, street sweepers) can only aspire to such a rank.

* Punishments are cumulative. Thus, murdering two citizens is punishable by 40 years imprisonment. Typically for humans, a sentence of more than 50 years imprisonment is altered to death.

** "Assault" covers a broad range of crimes, from a physical strike to rape to draining ability scores or blasting with magical fire. Thus, the range of punishments is broad as well. Typically, assault implies the intent to maim or kill. Barroom brawlers, for example, are usually charged with disturbing the peace, not assault.

*** Petty = property worth less than 1 gp; Lesser = property worth 1–100 gp; Major = property worth 101 gp or more.

† Smuggling otherwise legal goods into the city to avoid the tariff is considered trafficking in illegal goods.

†† Spells of mass destruction include *fireball, lightning bolt,* and similar magic that threatens life and property. Spellcasters can obtain special permits for limited use of such spells for specific sanctioned purposes.

‡ This extremely broad category can include unlicensed firearm use, unlicensed prostitution, building without a permit, and so on.

VICES

The availability of substances or services that are illegal, dangerous, or addictive—or some combination thereof—makes Ptolus a den of iniquity in the minds of some.

To make things easy, each addictive substance has been given an **addiction Difficulty Class.** This is the DC of both a Fortitude save and a Will save (Fortitude first). If both saves fail, the user is addicted and suffers some drawback when he does not have his regular dose. The drawback, usually damage inflicted for each day the user goes without the substance, is presented after the Difficulty Class in the substance descriptions that follow.

Overcoming addiction requires one to give up the addictive substance and make successful saves (both Fortitude and Will) for a number of consecutive days equal to the addiction DC. Further doses addict the user immediately, however. Some spells, such as *neutralize poison, greater restoration,* and *heal*, also alleviate addiction.

Tobacco, Alcohol, and Legal Drugs

Smoking is a common practice in Ptolus. Tobacco grows in fields south of the city, and local merchants import it. It is rolled into cigarettes and cigars and smoked in pipes. Tobacco prices range from 1 cp to 50 gp per smoke. At the low end, the leaves are dry, old, and often mixed with bits of common grass or trash paper. At the high end, it is not only fresh and pure but mixed with expensive herbs, oils, and even magical substances to produce enhanced flavors, scents, and sometimes colors. Smoking is considered very sophisticated and those who do not like the smell of smoke are thought uncultured. Most tobaccos have an addiction DC of 10 (Constitution damage, 1 point). Dosage is usually twice daily. Long-term use (twenty to thirty years) inflicts a one-time permanent Constitution drain of 1d4 points.

Note: A rare type of tobacco called ghostweed, imported from lands far to the west, allows ghosts to continue to interact with living friends.

Alcohol flows more freely than water in Ptolus. Ale, beer, wine, rum, whisky, and brandy are all common. There are no special laws against drunkenness, but the Watch knows that drunk people are likely to get rowdy, so the guards patrol the area around taverns late at night with regularity. Intoxicated drinkers, in addition to losing some of their inhibitions, suffer a temporary penalty to all ability scores of –1d4 points, which lasts for 1d3 hours. Alcohol has an addiction DC of 5 (all scores damaged 2 points). Dosage is usually three times daily, although each dose for an addict is a prodigious amount. Long-term use (ten to twenty years) inflicts a one-time drain of 1d4 on all ability scores. (DMs may want to simply ignore the addictive quality of alcohol.)

Most tobaccos and alcohols are legal in the Empire (but see below). However, because they are heavily taxed, they both are smuggled into the city frequently, alcohol more often than tobacco. Smuggled goods are considered illegal substances and confiscated or destroyed if found.

The city's physickers and herbalists use a wide variety of medicinal herbs and drugs to alleviate pain, treat symptoms, and even cure conditions such as baldness or warts. The effects of these treatments, usually brewed or applied as poultices, vary wildly. Only some are addictive and, if used as prescribed, pose little problem.

Illegal Drugs

Illegal drugs usually get that way because of their highly addictive nature coupled with a dangerous effect. The Empire, in conjunction with the Church of Lothian, has outlawed substances known to be deadly, either through their use or the lack thereof. The following substances are the more well-known illegal drugs.

Ayorith

Also known as smokeweed, ayorith is an intoxicating weed that one smokes like tobacco in cigarettes or pipes. It is a powerful relaxant, but every time one smokes it after the first 1d12 times, the user must make a Fortitude save (DC 10) or become so relaxed that she dies of heart failure. Ayorith has an addiction DC of 12 (Constitution damage, 2 points). The required dosage is once daily. Long-term use (one year or more) results in an annual Constitution drain of 1d4 points.

Gravebloom

Gravebloom is an extremely rare plant that grows only on the graves of those consecrated in the name of Blurrah, Goddess of Comfort in Sadness, an obscure deity with a very small following. Gravebloom flowers, however, contain a potent narcotic worth 50 gp per dose. The drug creates a feeling of utter euphoria in those who use it, producing a near catatonic state for 1d4+2 hours. It has an addiction DC of 16 (Intelligence drain, 1 point). The required dosage is once daily. Long-term use (one year or more) results in an annual Intelligence drain of 1d3 points, and the required dosage becomes twice daily.

Because of gravebloom, followers of Blurrah keep their burials a secret, so that would-be drug merchants do not desecrate the graves of their fallen.

Murlch

When beer is brewed not with hops but with the pollen of a flower called yillow that grows in the Dragonsbirth Mountains, it becomes murlch. This potent alcohol becomes a stimulant, adding an enhancement bonus of +2 to Strength and Constitution, and a penalty of –4 to Intelligence, Wisdom, and Charisma. These modifiers last for 1d3 hours. The drink also gives one distinctively foul breath. Murlch has an addiction DC of 13 (Strength damage, 1d2 points). The required dosage is once daily. Long-term use (six months or more) results in 1 point of Intelligence, Wisdom, and Charisma drain per month, and the required dosage becomes twice daily.

A few taverns sell murlch on the sly, while there are secret murlch bars that serve nothing but the stimulant. Most of these secret bars are only open for a few hours at a time each day and their location moves to stay ahead of the City Watch.

Nightsong

The magical/alchemical substance known as nightsong derives from an extremely rare plant found only in Cherubar. This substance changes ordinary people into powerful figures at night, able to ignore pain and perform amazing physical feats. While not addictive, the drug inflicts terrible damage on a user's body, burning him out and eventually opening him up to control by an otherwise bodiless evil fey spirit.

This drug, which functions only at night, grants Strength, Constitution, and Dexterity enhancement bonuses that depend on the user's original score. If the score is 8 or less, the increase is +12. If the score is 9 to 14, the bonus is +8, and if the score is 15 or higher, the bonus is +4. Further, the user gains DR 3/— and an immunity to daze, stun, nausea or sleep effects. The effects last for 1d3+1 hours. The Challenge Rating of someone using nightsong increases by +2.



The first use of the drug inflicts 1d3 points of temporary Wisdom and Intelligence damage one hour after using. The second use inflicts 1d6 points of temporary Wisdom and Intelligence damage. The third use inflicts 2d6 points of temporary Wisdom and Intelligence damage and 1 point of permanent drain to all ability scores. All subsequent uses inflict 3d6 points of permanent drain to all scores. A user who falls to 0 or below in a mental ability score but remains alive is possessed by a sly, murderous, evil fey spirit that controls him until the ability score is somehow restored.

Nightsong is for sale from the gnomes who own the North Point Restaurant in the Fairbriar neighborhood of Midtown (800 gp per dose; see page 214).

Shivvel

Called the "pleasant poison" or "black sea-powder," shivvel is developed from a black seaweed that grows near the shoreline of certain islands in the Whitewind Sea. The weed is harvested, dried, and eventually rendered into flakes or powder. When mixed with other substances, it becomes a powerful narcotic. A dose costs around 20 gp, although the price can vary greatly depending on the time of year and the seller. It has an addiction DC of 18 (Constitution drain, 1 point). The required dosage is once daily. Long-term use of shivvel is almost always deadly, but only after a prolonged period of madness. After 1d10 doses, regardless of addiction, the user suffers 2 points of temporary Wisdom damage each day that he does not use the drug and 3 points on any day he does use it. When a user's Wisdom score falls to 0 or below, rather than becoming catatonic, he goes mad as described in the *insanity* spell. After this occurs, a user generally dies 1d8 weeks later, unless healed via a *heal* or *greater restoration* spell.

Rumor has it that the secret of creating shivvel was passed on to humans by a demon. The Balacazars control virtually all of the shivvel traffic in Ptolus. It is the most commonly used illegal drug. (See Chapter 33: Adventures for a scenario involving a shivvel dealer named Linech Cran.)

Enhancing Drugs

Once prescribed by healers, the following drugs, distilled from various plants and flowers, have been declared illegal because of their strong addictive factor and the dire consequences of that addiction. Most people cannot survive the withdrawal damage without powerful magical assistance. These drugs inflict no harm based on long-term use. Prices below are per dose.

Alstalan: If the imbiber's Dexterity score is below 12, this drug grants it a +4 enhancement bonus. If magically enhanced, alstalan adds +8, although the total score cannot exceed 16 without an additional enhancement, doubling the price a second time.

Price 35 gp; dosage: twice daily; addiction DC 18 (Dexterity drain, 2 points).

Ravalan: If the imbiber's Strength score is below 12, this drug grants it a +4 enhancement bonus. If magically enhanced, ravalan adds +8, doubling the price; the total score cannot exceed 16 without an additional enhancement, doubling the price a second time.

Price 35 gp; dosage: twice daily; addiction DC 17 (Strength drain, 2 points).

Vistaran: If the imbiber's Constitution score is below 12, this drug grants it a +4 enhancement bonus. If magically enhanced, vistaran adds +8, doubling the price; the total score cannot exceed 16 without an additional enhancement, doubling the price a second time.

Price 35 gp; dosage: twice daily; addiction DC 16 (Constitution drain, 2 points).

Gambling

Gambling *per se* is not illegal. However, the heavy taxes placed on gambling earnings, whether won by individuals or "the house," have made it far more profitable to gamble in secret locations away from the tax collector's eyes.

The Church would like gambling itself to be illegal: It promotes destructive behavior and encourages a fascination with chaos and randomness, as opposed to Lothian's ordered will.

Prostitution

Prostitution is illegal in the Empire without a license, requiring heavy taxation and regulation. The fees, taxes, and rules involved mean that many prostitutes—most of them, in fact—operate illegally. Generally, criminal organizations control these illegal prostitutes, which means that the life of an illegal prostitute is not a terribly pleasant one. Often they are slaves forced into the profession by their criminal owners. Some specialized illegal brothels cater to deviant or strange tastes, but most streetwalkers deal in fairly straightforward sex.

Legal, licensed prostitution is not only condoned, but certain temples in the Temple District require it. In such temples, sexual practices are used as a part of worship or atonement—but only with official temple prostitutes, who serve as special priests and priestesses.

Some of the few legal brothels include the White House in Oldtown, Esser's in the Docks, and the House of Delights in the Nobles' Quarter.

Five out of six prostitutes, legal or otherwise, are female. Breakdown by race mirrors the demographics of the city quite closely (see Chapter 7: City by the Spire for more on Ptolus demographics).



It would be naïve to think that, just because certain actions require permits, everyone who undertakes such actions always has them. No one building in the Warrens obtains a permit first, and there are far more illegal prostitutes and gambling dens than legal ones (to avoid both license fees and taxes).

Subjective Law Enforcement

There are crimes so serious that, although they may not carry the penalty of death, if someone killed the perpetrators while attempting to stop them, the authorities would not bat an eye. For example, say you come upon two Pale Dogs beating a sister of the Order of Dayra within an inch of her life. For this crime of assaulting an official, they should receive up to twenty years imprisonment. However, no judge in Ptolus would say a word against a band of adventurers who came upon the scene and slew the assailants.

Undercity Market, page 423
Imperial Eyes, page 153
Delver's Square, page 198

Crime and "Monsters"

Nonhumanoid creatures have no rights under Imperial law. In other words, it is not murder to slay a dragon, it is not assault to attack a troll, and it is not theft to rob from a manticore's hoard. Exceptions have been made, however, in the case of beings like Urlenius, ogre-mage Star of Navashtrom (see page 387), and Shibata, minotaur cleric of Niveral (see page 397), who clearly have found a place in civilized society.

License/Permit	Fee
Owning a firearm	10 gp
Operating a tavern or restaurant*	25 gp
Operating a shop* (permanent structure)	50 gp
Operating a shop* (nonpermanent structure)	10 gp
Operating a service*	50 gp
Operating a gambling establishment*	100 gp
Bottling liquor or alcohol	4 cp/gallon
Working as a prostitute*	50 gp
Building within the city walls	25 gp
Modifying a structure significantly	10 gp
Holding a public gathering	10 gp
Keeping a creature (Medium or larger)	5 gp /creature
Printing books	1 gp/book
Distributing broadsheets	1 cp per 50 copies

** Must be renewed each year.*

You can find a sample firearms permit among the handouts in the envelope at the back of this book.

Sometimes the city will issue a special permit to allow a spellcaster to cast potentially destructive spells (like *fireball*) in the city. There are even so-called "death licenses" that enable the license-holder to commit murder with no fear of punishment. These are granted only in special circumstances, and only by the Commissar or someone of higher rank (which is to say, one of the Emperors). People like the Imperial Eyes or other such special operatives might have such licenses.

TAXES

Most people find Imperial taxes burdensome, to say the least. Every Imperial citizen must pay 3 gp in tax per year—nothing to the wealthy, but onerous to the common laborer. (The tax collector can instead choose to assess the value of a citizen's current wealth and levy a yearly tax of 9 percent of the total.) Children are exempt from this unless they earn a wage, which means that fewer children work (and instead attend school) than one might suspect. Sometimes a parent convinces his employer to allow his child to work and add the wage to his own—this is more common in the manufactories and workshops of the Guildsman District than elsewhere. And, of course, children who work for their parents typically do not earn an official wage and so are not taxed.

The tax collectors also levy taxes on noncitizens, but not in the same fashion as for citizens. At any time, virtually any government official can demand one silver shield from a noncitizen as an Imperial services levy, as long as the noncitizen has spent the last week in the Empire. Technically, a noncitizen only needs to pay this once per week, but since there is no way to prove that one has already paid the levy, someone without citizenship papers could get charged multiple times.

The government attempts to impose "salvage" taxes on treasure that delvers find on their adventures. If they could, Imperial officials would place a tax collector at every known entrance to the Dungeon, but of course, that isn't possible. So instead, the Empire keeps a tax assayer's table in the **Undercity Market**, where delvers are instructed to register all of their finds and pay a 10 percent tax. Naturally, adventurers don't cooperate with this plan. The Commissar has ordered a few of his **Imperial Eyes** to maintain a presence undercover in **Delver's Square** and other places where delvers bring their treasure, and report what they see to the tax collectors.

Taxes on goods are levied as they come into the city, unless proper paperwork is presented to show that the taxes have already been paid or that the goods are tax exempt (which is to say, they are being sold to the government, the Church, or an official thereof). The tax rate on all goods coming into the city is 25 percent of their assessed value. They are then stamped or marked with an Imperial seal to show that they need not be taxed when sold.

Goods produced in the city are not taxed unless they are also bought and consumed in the city. In this case, the seller must pay the 25 percent rate on goods, collected monthly. The sale of certain goods, such as alcohol, is taxed at an even higher rate: almost 40 percent.

These high taxes encourage smuggling and black market activities. Smugglers sneak goods into the city and sell them on the sly for a greater profit—often offering a 10 percent discount to move the goods quickly and to cover the customer's "risk." It is a crime not only to circumvent the assessors, but to sell, buy, or even possess the results of such illegal actions.

IMPERIAL CHARTERS

Certain organizations in Ptolus hold an Imperial Charter, a document certifying official recognition by the Emperor. Chartered organizations often receive Imperial funding in the form of stipends and similar support from the Commissar's budget, in exchange for the valuable duties the groups perform for the city. Chartered organizations are also the first to be commandeered by the Commissar in the event of a civic emergency. Examples of groups with Imperial Charters include the Knights of the Chord, Keepers of the Veil, and the Knights of the Pale. Groups lacking an Imperial Charter are not necessarily illegal, but they receive no official recognition from the Empire.



Chapter 29:
TECHNOLOGY

Although "technology" is a broad term, this chapter deals specifically with the various creations of the Grailwarden dwarves that extend beyond what is normally found in a fantasy campaign: steam-powered engines, clockwork mechanisms, firearms, and more.



It's worth pointing out the differences between straight technological items and chaositech, which is discussed in greater detail in the next chapter. Chaositech is the result of harnessing raw chaos to accomplish seemingly impossible deeds. Chaositech has an opposite, however—and it's not magic. Whether you call it "steamtech" or "science," it uses the natural order of things to accomplish impressive deeds. Science is far more reliable than chaositech, but not as powerful, as it's bound by the laws of physics.

FIREARMS

The most dramatic application of science is probably the use of firearms. Although firearms are actually fairly simple to use, doing so requires the Exotic Weapon Proficiency (firearms) feat. This feat covers not only firing the weapon, but loading it and caring for it.

In the Empire it is also necessary to carry a firearms permit, which costs 10 gp to obtain and an annual fee of 1 gp to renew. Permits are granted only to citizens. They are required so the Empire can control these powerful weapons, at least to a point. Failure to present a permit when found with a firearm is a crime punishable by a 500 gp fine. You can find a sample firearms permit among the handouts in the envelope at the back of this book.

Chimera Rifle: This strange deviation of the hydra rifle (see next page) has three barrels. One is a standard rifle barrel, one launches a small dart (usually drugged or poisoned), and one emits a very short-range blast of alchemist's fire. The dart inflicts only 1d4 points of damage and has a moderate range (it is purposely not very powerful so as not to unduly harm a target to be drugged and captured). The blast of alchemist's fire has a range of only ten feet but, as with a hellsbreath gun (see below), it fires in a line, damaging all within the affected area with alchemist's fire unless they succeed at a Reflex saving throw (DC 15). Those who successfully save still suffer 1 point of fire damage. (Unlike the hellsbreath gun, the smaller amount of alchemist's fire stored within the chimera rifle and the smaller powder charge—and thus the shorter range—make it relatively safe to use.)

A chimera rifle, unlike a hydra rifle, cannot be fitted with a master trigger. It takes a full round to load the standard rifle and the dart launcher and two full rounds to load the alchemist's fire blaster.

A person needs two hands to load and fire a chimera rifle. However, for a cost of 100 gp, it can be refitted with a larger trigger mechanism that allows a character one size bigger than the weapon's normal size to fire it in one hand at a –2 penalty (+2 to the targets' saves against the

The Armor-Piercing Nature of Firearms

You might have read that one of the most devastating aspects of the firearm as it developed in the real world was that it could pierce armor. However, this fact was also true of the longbow, but the d20 System rules don't grant the longbow special "armor piercing" qualities other than a deadly ×3 critical. The same, then, should apply to firearms in the abstract combat system of the game.

If this bothers your sensibilities, try this variant: Have firearm attack rolls ignore 3 points of armor or natural armor bonuses. If you do this, you may want to reduce the damage they inflict by a die type (so dragon pistols inflict 1d10 points of damage, dragon rifles 2d6, and so on).

For more about firearm permits, see "Licenses and Permits" in Chapter 28: Crime and the Law (page 554).

Firearms

Standard Weapons	Price	Type	Damage (S)	Damage (M)	Critical	Range	Weight
Dragon pistol	250 gp	P	1d10	1d12	×3	50	2 lbs.
Double pistol	300 gp	P	1d8	1d10	×3	40	3 lbs.
Hand cannon	900 gp	P	2d6	3d6	×3	60	5 lbs.
Sting (pistol)	120 gp	P	1d6	1d8	×3	30	1 lb.
Dragon rifle	500 gp	P	2d6	2d8	×3	150	5 lbs.
Spyglass rifle	700 gp	P	2d6	2d8	×3	150	6 lbs.
Hydra rifle	1,200 gp	P	1d10	1d12	×3	120	7 lbs.
Repeater rifle	2,000 gp	P	1d10	1d12	×3	100	6 lbs.
Flame Weapons							
Chimera rifle	1,200 gp	varies	varies	varies	varies	varies	10 lbs.
Hellsbreath gun	1,000 gp	fire	2d4**	2d6**	N/A	*	7 lbs.
Bombs							
Powder bomb	150 gp	*	2d6***	3d6***	N/A	10	1 lb.
Smokebomb	30 gp	*	N/A	N/A	N/A	10	1 lb.

* Special.
** Damage inflicted in a line 20 feet long.
*** Damage inflicted in a 5-foot radius.

For more about the role of Grailwarden technology in Imperial development, see the "Rise of Empire" and "The Decline" sections of Chapter 2: History (page 83).

alchemist's fire blast). Such a character could even fire one chimera rifle in each hand, using the rules for two-weapon fighting as if attacking with two one-handed weapons. The penalty for doing so stacks with the penalty for firing the rifle in one hand.

Double Pistol: This pistol has two barrels, so it can be fired twice before reloading (one move action for each barrel). A double pistol requires two hands to load, but only one hand to fire.

Dragon Pistol: The most common firearm in Ptolus, this weapon has an iron dragon's head around its muzzle so that its shot comes from the dragon's mouth. Reloading the pistol takes a move action. A dragon pistol requires two hands to load, but only one hand to fire.

Dragon Rifle: This firearm is a larger, longer-barreled version of the dragon pistol with better range and greater damage. Reloading the rifle takes a full-round action.

A dragon rifle requires two hands to load and fire. A person could attempt to fire, but not load, the weapon in one hand at a –4 penalty. Such a character could even fire one dragon rifle in each hand, using the rules for two-weapon fighting as if attacking with two one-handed weapons. The penalty for doing so stacks with the penalty for firing the rifle in one hand.

For a cost of 100 gp, a dragon rifle can be refitted with a larger trigger mechanism that allows a character one size bigger than the weapon's normal size to fire it in one hand at no penalty.

Hand Cannon: This short, wide pistol is a Large weapon, so despite its shape—unless used by an ogre or similar creature—a person needs both hands to use it. It has a very short range but packs an amazing punch. Adventurers often use hand cannons to blast down doors or through wooden walls. Reloading the weapon takes a move action.

A hand cannon requires two hands to load and fire. However, for a cost of 100 gp, it can be refitted with a larger trigger mechanism that allows a character one size bigger than the weapon's normal size to fire it in one hand at a –2 penalty. Such a character could even fire one hand cannon in each hand, using the rules for two-weapon fighting as if attacking with two one-handed weapons. The penalty for doing so stacks with the penalty for firing the hand cannon in one hand.

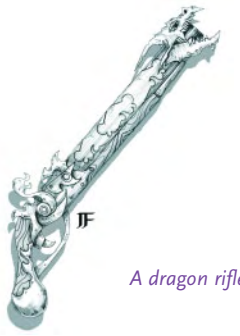
Hellsbreath Gun: This device consists of a powerful pump activated by a blast of powder that sprays a reservoir of alchemist's fire in a line up to twenty feet long. Anyone in the line must make a Reflex saving throw (DC 15) or suffer damage as if struck by a flask. Even after a successful save, the attack still inflicts 1 point of fire damage.

Those with no skill at firearms tend to favor this weapon. However, it is dangerous to use. Each time someone fires the weapon, roll a d20. On a roll of 1, the reservoir of alchemist's fire within the weapon ignites and explodes, destroying the gun and inflicting 2d6 points of fire damage on the user (Reflex save, DC 20, for half damage).

A hellsbreath gun requires two full rounds to reload. One must use two hands to load and fire it.

Hydra Rifle: This variant dragon rifle gets its name from the fact that it has three barrels. Each barrel has a separate trigger and thus one can fire the weapon three times without loading—it's like carrying three loaded rifles at once. However, for

The Rapid Reload feat, which normally works only on crossbows, also works on firearms in the Ptolus Campaign.



A dragon rifle

In Ptolus, the only place one is likely to find the more exotic firearms, such as the chimera rifle and hydra rifle, is in a vault in Dwarvenhearth (see Chapter 23).

an extra 250 gp, a weaponsmith can fit it with a master trigger to allow the user to fire all three at once. A character must roll all three attacks independently, and all three must share the same target. It is not possible to fire only two barrels at once; you either fire one or all three when the weapon is fitted with a master trigger.

Each barrel must be loaded separately, taking a full round per barrel.

A person needs two hands to load and fire a hydra rifle. One could attempt to fire, but not load, the weapon in one hand at a –4 penalty. Such a character could even fire one hydra rifle in each hand, using the rules for two-weapon fighting as if attacking with two one-handed weapons. The penalty for doing so stacks with the penalty for firing the rifle in one hand.

For a cost of 100 gp, the hydra rifle can be refitted with a larger trigger mechanism that allows a character one size bigger than the weapon's normal size to fire it in one hand at no penalty.

Repeater Rifle: This weapon can fire six rounds before requiring a reload. Reloading is a full-round action. Repeater rifles are fairly uncommon.

A repeater rifle requires two hands to load and fire. One could attempt to fire, but not load, the weapon in one hand at a –4 penalty. Such a character could even fire a repeater rifle in each hand, using the rules for two-weapon fighting as if attacking with two one-handed weapons. The penalty for doing so stacks with the penalty for firing the rifle in one hand.

For a cost of 100 gp, the repeater rifle can be refitted with a larger trigger mechanism that allows a character one size bigger than the weapon's normal size to fire it in one hand at no penalty.

Powder Bomb: This gunpowder explosive has a blast radius of five feet. The user lights the fuse as a move action, then throws the bomb as a standard action. Alternatively, it can be fitted with a match cord fuse (see "Miscellaneous Gear," page 563) to use as a set charge.

Smokebomb: This nondamaging explosive creates a cloud of smoke in a twenty-foot radius. The cloud persists in still conditions for 1d3+6 rounds and in windy conditions for only 1d3+1 rounds. Visibility within the smoke is limited to two feet. Everything within has 90 percent concealment.

Spyglass Rifle: As a dragon rifle, except with a spyglass mounted atop it to help at range. Because this weapon ignores its first range increment, penalties for range begin at three hundred feet.

Sting: This small and concealable pistol requires a move action to reload. One needs to use two hands to load a sting pistol, but only one hand to fire it.

CANNON

Cannons are very large firearms. They do not have a size (or rather, cannon sizes do not correspond to creature sizes). Cannons normally must be mounted on a solid surface or on a small platform, often with wheels for transport. However, a Huge creature can wield a small cannon in two hands, and a Gargantuan creature can use a large cannon or a pipe organ cannon in both hands. These weapons are not made to be fired like rifles, however, so loading them still takes a long time (see below). Conceivably, a Huge or larger creature could carry or support a platform on which the cannon was mounted as well as the Small or Medium characters required to load and fire it.

Small Cannon: This four-foot-long iron weapon takes 4 full rounds to load and fire. Multiple characters can shorten this time to 2 full rounds.

Large Cannon: This seven-foot-long iron weapon takes 6 full rounds to load and fire. Multiple characters can shorten this time to 3 full rounds).

Pipe Organ Cannon: This weapon gets its name from the fact that it has six barrels lined up—it is basically six small cannons in one. The six barrels can be fired all at once or one at a time, each targeting a different adjacent square. A creature six squares long could be struck by all six. Likewise, the weapon could strike six adjacent Medium creatures or three adjacent Large creatures that each take up two squares on a side.

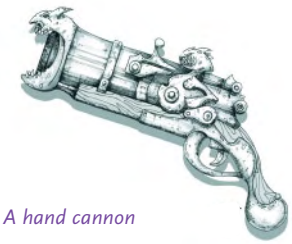
AMMUNITION

Ammunition includes both bullets (often called "rounds" or "shot" in Ptolus) and powder. A bullet affects a single target; scattershot affects a radius of ten feet but inflicts only half damage. No attack roll is needed for scattershot fire, but a Reflex saving throw (DC 15) reduces its damage by half. The maximum range of scattershot fire is a single range increment of the weapon that fired it.

It is possible to double-load a nonrepeating firearm—essentially loading it with twice the

It's worth noting that the firearms described here are fantasy weapons. They are easier and faster to load than real-world wheel-lock or matchlock firearms.

The best-known local gunsmiths who can refit firearms work at the Smoke Shop in the North Market (page 310).



A hand cannon

Dalenguard in Oldtown is the "home" of the famous Commissar's Guns, a battery of two dozen large cannons that Igor Urnst used in the Gnoll War. See "Government" in Chapter 7: City by the Spire (page 148).

Weapon Jams

DMs interested in injecting more realism into their games can rule that an attack roll of a natural 1 indicates not only a miss, but a firearm jam. A character can clear a jam with a Craft (firearms) check (DC 15) as a full-round action.

Cannon

	Price	Type	Damage*	Critical	Range	Weight
Small cannon	1,000 gp	P	4d6	×3	150	500 lbs.
Large cannon	2,500 gp	P	6d6	×3	200	1,500 lbs.
Pipe organ cannon	1,800 gp	P	3d6×6	×3	100	1,000 lbs.

* See "Cannon Ammo," next page.



An aeroship

Magical Properties for Firearms

Firearms and their ammunition can carry magical weapon enhancements like any other ranged weapons. This means characters could have a frost dragon rifle *or an* elf bane double pistol. *In addition, one can apply these other weapon enhancements only to firearms:*

Magnetic: *Rounds fired from this weapon gain a +2 bonus to attack rolls and +1d6 points of damage against foes wearing metal armor or foes that are metal (such as an iron golem).*

Moderate transmutation; CL 9th; Craft Magical Arms and Armor, telekinesis; *Price +1 bonus*

Rapid Fire: *A character can load this firearm with up to six rounds of ammunition and fire it up to six times per round, if the wielder has that many attacks in 1 round. A cannon with this ability can be fired once per round.*

Moderate transmutation; CL 10th; Craft Magical Arms and Armor, haste; *Price +2 bonus*

Silent: *This firearm makes no noise when it fires. Apply this property to a firearm or ammunition.*

Moderate illusion; CL 8th; Craft Magical Arms and Armor, silence; *Price +8,000 gp*

normal shot and powder. This increases the firearm's damage die type by one size, but on a roll of a natural 1 the gun bursts, ruining it and inflicting normal damage for the weapon upon the firer.

Ammunition	Volume	Price
Shot and powder	1 load	15 sp
Scattershot and powder	1 load	2 gp
Powder horn	10 shots	10 gp
Ammunition pouch	10 shots	5 gp

Cannon Ammo

The damages listed in the cannon table above are for a cannonball. Grapeshot is a mass of tiny pellets that covers a radius of ten feet but inflicts only half damage. Grapeshot reduces the effective range of the cannon by half. Explosive charges also cut the effective range of the cannon in half but explode on impact, inflicting the listed damage in a ten-foot radius. A Reflex saving throw (DC 20) reduces the damage by half for both grapeshot and explosive charges.

A person can fit an explosive charge with a match cord fuse (see "Miscellaneous Gear," page 563) to use as a set charge. In this case it explodes in a ten-foot radius and inflicts 3d6 points of damage. It cannot be thrown.

Ammunition	Volume	Price
Cannonball + powder	1 load	5 gp
Grapeshot + powder	1 load	15 gp
Explosive charge + powder	1 load	50 gp

OTHER WEAPONS AND ARMOR

For the technologist warrior, there are more weapons to choose from than simply firearms. A few of the most interesting are described below.

Bayonet: The wielder can use this blade as a dagger or affix it to any rifle, allowing the rifle to be used as a shortspear that cannot be thrown. Price 3 gp.

Blast Axe (Pistol Axe): This strange weapon is like a long-barreled dragon pistol. Its reinforced barrel ends in an axeblade. One can fire it like a regular pistol, then use it as a handaxe. Price 300 gp.

Pistol Shield: This heavy shield has a built-in dragon pistol, with the barrel facing straight out. The wielder can fire the pistol and then draw a melee weapon and charge into a fight. Price 300 gp.

Powered Bows: Powered longbows are engine-assisted mighty bows that do not require high strength to use. As with mighty bows, the bonus applies only to damage. The bonus does not stack with the archer's normal Strength bonus. Powered bows weigh three times as much as normal bows and their price varies, as shown below.

Powered Mighty Longbow	Price
(+1 Strength bonus)	400 gp
(+2 Strength bonus)	600 gp
(+3 Strength bonus)	800 gp
(+4 Strength bonus)	1,000 gp

Steam Armor: Steam-powered armor protects a wearer as plate armor and adds a +4 enhancement bonus to Strength due to its built-in strength-augmenting mechanisms. It requires firestone (see "Maintenance and Fuel," page 565). Price 18,000 gp.

TRANSPORT

In a big place like Ptolus, characters need a reliable and fast way to get where they need to be. These are just some of the options characters have to use technology to help them get around.

Battle Cart: This massive vehicle looks like a wagon without horses. It measures ten feet long and about six feet wide (size Large). Its sides are armor plated with small slits for archers or riflemen. The cart has a hardness of 10 and 200 hp.

A battle cart is steam-powered (it requires firestone; see "Maintenance and Fuel," page 565) and can travel up to twenty miles per hour over flat, smooth, terrain. The carts are usually outfitted with a ram or a spiked plate for running

UNREALISTIC SCIENCE

Some of the weapons and gear described here are unlike anything that ever worked in the real world. Steam-powered constructs, strength-enhancing armor, and battle carts are all the stuff of fantasy. Some of them, such as a repeating rifle, merely push the limits of what one could realistically expect in a nonmodern setting. One has to imagine magically assisted intelligence was behind such invention, as well as fantastic alchemical aids such as firestone to produce the heat needed for the steam engines. DMs just need to figure out where to draw the line.

Of course, one could take the fantastic elements of such devices even further than the equipment in this chapter. For example, the Shuul's long-term plans involve the creation of an underground train that connects the Tower of Science and the Foundry in the Guildsman District (this is three to five years off, however—the tower isn't even finished yet). A technologist might even perfect a mechanized brain of some kind: a clockwork artificial intelligence!

down foes on foot (inflicting 3d6 points of damage at full speed; a Reflex save, DC 15, negates the damage). One character must drive the cart. While it is moving, controlling the cart is a full-round action. A Dexterity check (DC 15) is required to avoid obstacles when moving at full speed. Price 15,000 gp.

Glider Wings: A Medium creature can strap on these aerodynamic wings to glide through the air. A character can take ranks in Ride (glider wings) to use them even better. On a still or relatively calm day, the glider travels in a straight line for twice as far as it drops, so a character wearing the wings and jumping from a forty-foot-tall tower can travel eighty feet laterally before landing. On a very windy day, a character can travel much farther (almost indefinitely) if she makes a Ride check (DC 15) every ten minutes. Landing safely requires another check (DC 12). Failure results in 1d6 points of damage to both the character and the wings, assuming the wearer dropped at least ten feet. Made of light wood and canvas, the wings have a hardness of 3 and 10 hit points. Their wingspan measures fifteen feet. Price 1,400 gp.

Hot-Air Balloon: With a powerful furnace beneath it, a large balloon can carry aloft up to 2,000 lbs. A single character can operate the balloon, controlling its altitude and direction. The latter, of course, depends greatly on the wind's direction and speed. The balloon itself measures about forty feet across and sixty feet high. The basket below is about eight feet in diameter. A hot-air balloon has a hardness of 1 and 5 hit points. The basket has a hardness of 3 and 30 hit points. Price (with furnace) 3,500 gp.

Steamboat: A steamboat is a keelboat (fifty- to seventy-five-foot-long vessel) that does not require wind or oar to move. A powerful steam engine fuels its massive paddlewheel. While these boats can't operate in the King's River (too many waterfalls), they are sometimes seen out in the Bay of Ptolus. Price 18,000 gp.

Steam Cart, Large: This vehicle resembles a battle cart, but it is not armored or fitted with spikes, ram plates, or the like. With it, a person can haul up to 1,500 lbs. of cargo or passengers. Its top speed is only ten miles per hour. A driver operates it just like a battle cart, and it likewise requires firestone to use (see "Maintenance and Fuel," page 565). Price 8,000 gp.

Steam Cart, Medium: This wheeled chair has a steam motor and room enough for equipment or a passenger up to 250 lbs. Controlling the cart in motion is a full-round action. It can move five miles per hour but requires firestone (see "Maintenance and Fuel," page 565). Price 5,000 gp.

Steam Cart, Small: This is basically a wheeled chair with a steam motor. Controlling the cart in motion is a full-round action. It can move up to five miles per hour and requires firestone to use (see "Maintenance and Fuel," page 565). Price 3,000 gp.



MISCELLANEOUS GEAR

Below are just some of the most basic technological devices delvers might encounter in Ptolus. Such items would be found among the Shuul, in Dwarvenhearth, or at the Smoke Shop.

Item	Price	Weight
Barometer	300 gp	2 lbs.
Bell alarm	50 gp	3 lbs.
Clock, wall or mantle	50 gp	5 lbs.
Clock, grandfather	150 gp	90 lbs.
Magnetic compass	450 gp	1 lb.
Match cord (50 feet)	5 gp	1 lb.
Mercury thermometer	350 gp	1 lb.
Pill	varies	*
Pocketwatch	30 gp	1 lb.
Pressurized launcher	420 gp	5 lbs.
Printing press	1,200 gp	1,000 lbs.
Paper (2 sheets)	1 cp	*
Protective goggles	5 gp	1/2 lb.
Sextant	150 gp	3 lbs.
Spectacles	15 gp	*
Spyglass	200 gp	1 lb.
Syringe	50 gp	1/2 lb.

** Negligible weight.*

Magic Firearms

There are also some specific magical models to consider when outfitting a character in firearms.

Demon Gun: *Rather than a dragon's head, this* +1 dragon pistol *sports a demon's head at the end of its barrel. The gun itself is a demon bound magically into the form of a gun. It produces its own ammunition internally, so the wielder can fire it as many times per round as he has attacks, and it never needs reloading. Twice per day, upon the wielder's mental command, it can produce an* unholy bullet.

Moderate conjuration; CL 10th; Craft Magical Arms and Armor, summon monster III, unholy blight*; Price 24,550 gp*

Flayer Pistol: *Rather than a dragon's head, this* +1 dragon pistol *has a tentacled head at the end of its barrel. Once per day, it can produce a* psionic blast *ability.*

Strong enchantment; CL 13th; Craft Magic Arms and Armor, feeblemind*; Price 22,550 gp*

Song of Death: *This* +1 sonic repeater rifle *can also fire an invisible sonic ray that inflicts 3d6 points of damage. Doing so is a standard action that cannot be combined with the rifle's regular attacks.*

Moderate evocation; CL 13th; Craft Magic Arms and Armor, shatter*; Price 20,300 gp*

King's River, page 160

The Shuul, page 131
Dwarvenhearth, page 460
Smoke Shop, page 310



Barbarian Balloonists in the Rivergate District (page 344) offer sightseeing rides and hunting trips in their hot-air balloon as described on the previous page.

See the "Chaosomaton Template" in Chapter 5: Chaos Slaves of the Chaositech *sourcebook. It's found on the CD-Rom included in the envelope at the back of this book.*

Protective goggles are a favorite of members of the Shuul and servants of Teun.

For the Technology domain and new spells that affect technology, see Chapter 35: Magic.

The high priestess of Teun, Mother of All Machines, drives a steam cart, as described on the previous page. See page 395.

Barometer: A handy weather-predicting device.

Bell Alarm: The user can set this alarm to go off at a specified time.

Clocks: These timepieces are often ornate and beautiful. They require daily winding.

Magnetic Compass: This device proves extremely valuable in determining direction and keeping a traveler on the right path, whether he is making his way through the woods or across the sea on a ship.

Mercury Thermometer: A handy device for determining the temperature.

Pill: Potions can be distilled into tablet form for easy storage. Most ingested poisons also can be made into pills. The effects and cost remain the same but the weight is negligible.

Pocketwatch: This small timepiece requires daily winding.

Pressurized Launcher: This device can project an object with great force. Although one could use it as a weapon, this is not the standard use, as firearms are far more efficient. Instead, adventurers employ it most often to fire grapnels with attached ropes up to one hundred feet with great force and accuracy, even anchoring them into a stone wall. If it does not need to embed itself, the grapnel can travel up to two hundred feet. If used as a weapon, it inflicts 2d6 points of damage to a single foe up to one hundred feet away (apply a –2 penalty to attack rolls made with it).

Printing Press: This machine, which can mass-produce the printed word, makes broadsheets possible and has allowed books and pamphlets to become common. Paper for the press can be purchased at very reasonable prices.

Protective Goggles: This eyewear protects eyes from flying debris and provides a +1 resistance bonus on saving throws against blinding or eye-damaging effects.

Sextant: This device aids navigation. The user gains a +4 bonus on Survival checks to determine position, assuming she spends at least five minutes using the device.

Spyglass: Objects viewed through a spyglass are twice their normal size.

Syringe: This is an easy way to inject a potion directly into a creature. If the syringe is in hand and full, injecting is only a move action.

CONSTRUCTS AND SPECIAL MACHINES

Putting steam-powered constructs into a fantasy setting is easy. Simply use existing constructs, such as a shield guardian (without its *spell storing* or *shield other* abilities), and describe the plume of steam or smoke that comes out of a smokestack built into its back. The means of construction becomes almost entirely a flavor issue in this case, except for the skills needed to create or disable the construct (see next page). In Ptolus, one might find steam-powered constructs guarding Dwarvenhearth or perhaps among the Shuul.

The four main types of golem in the MM make for poor steam constructs, unless you take away their immunity to spells—they make no sense for technological constructs. After you do this, reduce a flesh golem's Challenge Rating by 1 and the other golems' Challenge Rating by 2.

Note that the **chaosomaton creatures** described in *Chaositech* could be created technologically as steam-powered clockwork creatures. They would not carry built-in chaositech, obviously, but they could have built-in firearms or similar devices from this chapter. Because the clockwork creature would be so much more reliable, the cost doubles.

But steam and clockwork machinery can be put to other uses as well. A manor house could have a mechanized winch to raise and lower the portcullis or an automatic device to power and enable complex traps to keep out thieves. A technologically savvy wizard would put machines in his lab to help him move heavy equipment and conduct delicate experiments.

AELECTRICITY

Aelectricity is the pinnacle of science reached in the world of Praemal. Experts create this energy—which scholars express as "nonmagical artificially produced lightning"—using powerful steam engines or special static chargers. It is almost unheard of in Ptolus today, and even the dwarves of Dwarvenhearth had not mastered it. At the height of the Empire, however, aelectrical lights illuminated the Imperial Palace in Tarsis. Aelectricity powered experimental devices such as constructs, lightning weapons, and even charged barriers that shocked an intruder when touched were being developed and refined. One could smell the scent of ozone when such devices were operating and, unless muffled by magic, they made a great deal of noise.

One is likely to find only a couple different aelectrical implements in Ptolus today. Such items are relics, no longer produced in modern times. Virtually no one knows how to create or even repair them:

- A generator-powered aelectrical light or system of lights might still exist in an older home; they are not portable, however. Price (including the generator) 1,000 gp.
- A static gun fires a charged line up to fifty feet that inflicts 4d6 points of electricity damage. It is fueled not by a steam-powered generator but by a hand-cranked one that builds up a static charge. The gun requires 5 rounds of cranking (a full-round action each round) to build up the needed charge. Price 15,000 gp.

GODS OF TECHNOLOGY

Technology enthusiasts can find a number of religions in Ptolus that embrace their unique interests.

Baalhazor, Demon God of Technology (CE). Chaos, Evil, Technology. Originally one of the "Vested of the Galchutt," this minor deity is a demon lord.

The Iron God (LN). Earth, Fire, Technology. This mysterious deity of the old Prustan humans and Grailwarden dwarves is the god of all things iron. His image is never seen.

Teun, Mother of All Machines (LN). Civilization, Law, Technology. Another old Prustan deity, Teun is the goddess of machines and technology. She is revered by Grailwarden dwarves as well as humans.

Tevra, the Clockwork Goddess (LN). Healing, Law, Technology. Tevra, daughter of Teun, is thought to sleep now, but will awaken one day to help restore order to the world.

SKILLS AND FEATS

Technology changes the skills and feats in your game a bit. All the rules you need to use these intuitive skills are right here.

Knowledge (**machines**) makes a good addition to a setting with technology. Such a skill could allow a character to identify an unknown device or figure out how to make it work.

However, characters need **Craft** (**machines**) to actually create something like a clock, a steam-powered construct, or a mechanically controlled door. Some complex devices might force a character to make multiple checks. For example, creating a mechanized shield guardian as described earlier might require four separate Craft checks, each at DC 25. The construct would cost 75,000 gp, because it has no magical abilities. For other similar checks, see the table below.

One can create and repair firearms with **Craft** (**firearms**). Also, **Profession** (**engineer**) might be appropriate for one who designs entirely new machinery.

Disable Device takes on a new meaning in a setting with technology. Characters with this skill could make a dragon rifle inoperable or set a magnetic compass to point in the wrong direction.

Using firearms requires the **Exotic Weapon Proficiency** (**firearms**) feat. This feat covers not only firing the weapon, but loading it and caring for it.

MAINTENANCE AND FUEL

To keep a technological item functioning, whether it is a firearm or a steam-powered mechanical elevator, a character must make a maintenance check once per month. The character can use either the appropriate Craft skill or simply make a Knowledge check. The Difficulty Class is 10, unless the overall price of the device exceeds 1,000 gp. In such a case, the Difficulty Class is the price divided by 100. Without this check, the machine breaks down and Craft (machines) must be used to repair it, using the standard repair rules.

Steam-powered items burn wood or coal to produce steam, or they use a special magical substance called firestone. Wood is cheap but takes a very large burner. Coal is more expensive—about 5 gp worth of coal powers an item for only one day. Because firestone requires the least amount of space, it is required for steam armor and other fantastic tech items. However, each stone costs 10 gp and lasts about one day. Firestone can be created only via spell; it does not occur naturally. It is not dangerous to handle until lit, and users can light it as they would any flammable item. For more on firestone, see its section under "Special Materials" in Chapter 2: The World (page 46).

Some clockwork items, like pocketwatches, are spring-driven and require no fuel but must be wound or cranked manually.

Crafting Tech Items

Technological Item	Craft	DC
Simple tech item (compass, thermometer)	Machines	15
Complex, small tech item (pocketwatch)	Machines	20
Firearm (single-shot)	Firearms	20
Firearm (repeating, double, or multi-use)	Firearms	24
Large machine (drawbridge mechanism)	Machines	25 × 2
Large complex machine (construct)	Machines	25 × 4
Extremely complex device (steam armor)	Machines	30 × 4

Technology Groups

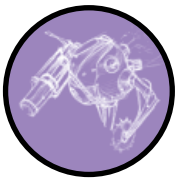
Technologist characters can find ready allies among such organizations as these:

The Shuul (page 131)
The Sorn (page 137)
House Shever (page 96)
Grailwarden dwarves (page 48)
The followers of Teun, Mother of All Machines (page 395)

See the create firestone *spell in Chapter 35: Magic (page 641).*



In order to maintain a unique Ptolus feel, DMs are highly encouraged to sprinkle a small amount of technology throughout their campaigns: introducing NPCs with pocketwatches or the occasional firearm, substituting pills for potions, and including broken-down machines in older areas within or below the city.



Chapter 30:
CHAOSITECH

Most people have never heard of chaositech. Of those who have, most consider it an abomination. The Holy Emperor himself has stated that there is no greater threat to the world. A select few, however, find chaositech useful. And even fewer—chaos cultists—revere the stuff as gifts from the gods.



Chaositech: tool or creature? Blessing or curse? Gift or shackles? Chaositech is all of these and more.

Galchutt, page 60

For your convenience, much of this chapter is taken from the Chaositech *sourcebook on the CD-Rom in the envelope at the back of this book. That book also contains rules for mutations, new monster templates, prestige classes that deal with chaositech, and various new monsters.*

The evil twin of technology, chaositech offers amazing devices fueled by raw chaos itself. The creations of the ancient Galchutt, chaositech items are coveted today by dark forces.

WHAT IS CHAOSITECH?

Chaositech enslaves even as it empowers. Its addictive nature grants the Lords of Chaos a foothold in controlling your mind, your body, and even your soul. But still the Galchutt find people willing to make these sacrifices to harness its great power. Of course, many believe they can use chaositech without falling victim to its dangers. A few are even correct.

Despite how it may appear, chaositech is not technology—it is technology's dark twin. It is not magic, but another power altogether. It is corruption and destruction given form. It is like nothing anyone in your campaign has ever seen before.

Most chaositech items are fairly straightforward devices made of steel, glass, and other inorganic substances. Many such devices bear a design or embellishment that makes them look organic, while others incorporate organic parts, such as actual skulls, bones, fleshlike coverings, membranous sacs, and so on. For this reason, some call these devices the "bones of steel" (see below). A more aberrant type of chaositech is entirely organic based, but examples of such perversions of living organisms are quite rare (see Chapter 3: Betrayal of Flesh in the *Chaositech* sourcebook).

Chaositech is a very scarce class of item in Ptolus. Characters can't buy it in a store—they can only find it in the Dungeon or receive it as a gift from an ally or organization. Most people in the Empire—even those in authority—don't know it exists, and the Church of Lothian does all it can to cover up word of its presence in the world. Those who see chaositech firsthand assume that it's magic. As a remnant of ancient days, chaositech can't be created, and only a rare few can repair or modify it. (It's thought that only the Galchutt themselves can make it, so no one even tries.)

BONES OF STEEL

The chaositech devices fashioned from steel, wire, and glass seem more straightforward than other types of chaositech, because they look rather like devices that people are already familiar with, such as crossbows or clockwork machines. These are the chaositech devices that virtually anyone can just pick up and use—if they can figure out how to work them. So many of

those desiring chaositech seek these types of devices first. Chaos cultists use the term "bones of steel" as a secret code phrase for this type of "familiar" chaositech.

The bones of steel tap into chaotic energies and harness them, but, in terms of basic operation, they are still machines. Those with the proper training can refuel, repair, or even sometimes modify these devices using specialized tools. Iron bolts and clamps hold the mechanisms together. Their interiors are a jumble of wires, tubes, and spinning apparatuses bewildering to the eyes of most people—but then, most people rarely see a chaositech device at all, let alone open one up to look at the insides.

When hefted, the bones of steel feel cold and give off a tingling sensation that sets most folks' teeth on edge. A few users complain of headaches or muscle aches in the hands or arms (specifically, the hand holding the device). When activated, chaositech devices are rarely subtle. They make strange, unearthly noises, flare with arcing energy, and sometimes give off odors—usually a powerful metallic smell or the stench of acrid chemicals.

Bones of steel items are frequently called **non-intrinsic devices**, because they are not meant to fuse with a creature's body. These inorganic items draw on the power of chaos to produce strange and often dangerous effects. In the hands of someone who knows how to use it properly, a non-intrinsic chaositech device might appear to be magical.

The truth is actually much stranger.

THE CONSEQUENCES

Unquestionably, the use of chaositech carries consequences, despite the benefits and power it offers. The first is the terrible curse of **mutation**. Close proximity to chaositech over an extended period often results in physical and sometimes mental mutation. These mutations permanently warp a creature, leaving behind the indelible mark of chaos.

The second, perhaps even more insidious, consequence is the fact that using chaositech can open one up to the influence of the dark powers behind it: the Lords of Chaos known as the Galchutt. Without caution, chaositech users end up the slaves of these terrible masters.

Most people consider chaositech unstable and unreliable. Using it involves many random elements, and there is no way of knowing when a device will fail, run out of power, or worse—explode in the user's face.

LOOK AND FEEL

Chaositech is an alternative to technology, powered by chaos. Visually, even tactilely, its curves and lines seem alien. DMs should note that even if a device sounds like a "laser gun" or a "gas mask" it shouldn't look like one. Thanks to the influence of chaos, the form does not always logically match the function. Chaositech doesn't follow the laws of reality or the edicts of logic, either in its abilities or its appearance. Many of the devices go beyond strange to the slightly disturbing. All of them are, at least at first, very mysterious.



As previously stated, chaositech possesses an organic appearance—even devices made of steel and other inorganic materials. When describing an item to players, feel free to incorporate insectoid or reptilian characteristics into its look. Means of activating chaositech are rarely as straightforward as a trigger or a switch, although the descriptions in this chapter sometimes use such words for simplicity's sake. Instead, they might include a part the user sticks in his mouth and activates with his tongue, a membranous sac the user has to squeeze, or a small panel that one must tap in a certain sequence. Some parts of a device might seem utterly extraneous, their function never fully understood.

Many items also have a chaos symbol etched into them or hanging from them like a charm. Some might feature extra spikes, spines, or other dangerous-looking bits.

Created by the Galchutt as tools for their servants, most chaositech has lain dormant in subterranean caches around the Spire until recently, when activity in these underground areas has increased significantly.

Tribes of goblins are said to dwell near the Prison, led by bugbears and armed with a few discovered remnants of ancient chaositech. See Chapter 20: The Undercity, page 438.

Nowhere in the world can one find a greater accumulation of chaositech items than in the Vaults of the Rhodintor. These sealed caverns are inhabited by Galchutt-created demons who even now prepare the way of the Lords of Chaos. See "Vaults of the Rhodintor" (page 453) and "Caches of Chaositech" (page 452) in Chapter 22: The Caverns.



Galchutt, page 60

Eager to spread chaositech, some of the goat-headed rhodintor demons work with the lich Aggah-Shan on his Machine in his lair beneath the White House in Oldtown. See Chapter 14, page 335.

The dark elves value chaositech, which they call avalashax *(literally, "impossibles"). Alevolenz of Ul-Drakkan seeks these items for her people in the subterranean realms. See "Ul-Drakkan" in Chapter 22: The Caverns (page 456).*

RIGORS OF CHAOS

Dealing with chaos is difficult and dangerous. Chaositech is no different, though it may appear to be simpler and safer than it really is. Chaositech devices frequently fail—sometimes they fail spectacularly, exploding in the hands of the character attempting to use them. Worse, the mere presence of chaositech can cause deformity and mutation as the chaotic energies seep slowly from the device and leech into creatures and objects of normal matter.

CHAOTIC FAILURE

When a character makes a check to use a non-intrinsic chaositech device, a natural die roll of 1 indicates that the item is drained of power, no matter how many or how few uses it has seen since its last refueling. Such is the unpredictable nature of chaos. If the device has no roll associated with its use, roll 1d20 when activating it. If it has no set activation, or if it goes for a long time between activations (such as armor), make at least one check daily to determine whether the device fails when it is used. Unused devices (sitting on a shelf, for example) require no checks. You need not keep track of uses or charges with a chaositech device—the user simply waits until it fails. In effect, most chaositech devices have twenty uses. Some item descriptions specify how often checks should be made.

Chaositech enthusiasts can find ready allies among the chaos cults (page 71) and the followers of Baalhazor, Demon God of Technology (page 68). Originally one of the Vested of the Galchutt, Baalhazor is the lord of chaositech.

CHAOTIC BACKLASH

If a device fails, make another d20 check. In the case of another roll of 1, the device overloads, explodes, or melts down in a dramatic and dangerous way, inflicting 3d6 points of damage on anyone within ten feet (Reflex save, DC 18, for half; no saving throw allowed for characters touching the item). The device is destroyed in the case of such a backlash.

RAW CHAOS

All chaositech is powered by raw chaos, a viscous fluid that appears at once to be dull grey and a gleaming mass of every scintillating color that exists. Raw chaos is perhaps one of the most dangerous substances in the universe, destroying everything it touches if not handled properly. It is normally stored in grey chaos storage cubes about three feet to a side. These cubes are perfectly smooth and featureless. Only a siphon (see page 573) or a ***siphon*** spell allows one to remove raw chaos from the cube. Puncturing or destroying the cube (hardness 10, 50 hp, break DC 30) releases the chaos in one burst, inflicting 20d6 points of damage in a hundred-foot spread. Raw chaos ignores hardness and damage reduction, treating all matter and all flesh the same.

The siphon *spell appears in Chapter 35: Magic of this book (page 645).*



The Conciliators, a group within the Church of Lothian, leads the effort to root out the Cults of Chaos and to destroy all chaositech they find. See Chapter 4: Cosmology and Religion, page 68.

Raw chaos itself is destroyed as it destroys whatever it touches.

A splash of raw chaos inflicts 10d6 points of damage on anything it touches—the matter simply burns away in a cloud of steamy vapor. Raw chaos spilled on the floor may eat through the floor. If it inflicts damage in excess of the floor's hit points, it continues down to the level below (if any) and burns whatever is there.

Immersion in raw chaos inflicts 20d6 points of damage per round.

Exposed raw chaos consumes even the air, given enough time. Left in a perfectly sealed ten-foot cubic chamber, a small bit of raw chaos would destroy all the air in the room in about five hours, leaving nothing but vacuum.

REPAIRING AND MODIFYING CHAOSITECH

Unless the DM decides otherwise, one can repair or modify chaositech devices with the right materials and tools. Chaositech tools are as strange and alien in appearance as chaositech itself. Without the proper training, most people could not even identify some of them as tools, let alone discern their functions. Most have pointy, jagged parts that make them appear sinister and dangerous.

Repairing or modifying most chaositech requires use of the Craft skill, specifically a new application called Craft (chaositech). Some chaositech items, such as implants, call for use of the Chaos Surgery skill as well.

DMs should not allow player characters to create their own chaositech. Let it all be leftover creations of the Galchutt from long ago. Limiting characters from gaining the Craft (chaositech) skill is one way to accomplish this goal. However, limiting access to the materials required to create the items works as well. The latter choice allows characters to repair damaged chaositech or identify a chaositech item without giving them the opportunity to build new ones.

CRAFT (CHAOSITECH)

(Intelligence [Plus Special], Trained Only)

You can use this skill, a subset of the regular Craft skill, to repair or modify chaositech devices. It also can help you identify and activate newly encountered chaositech safely.

The Difficulty Class required to modify a chaositech item is provided with each item's description. This DC, your check result, and the item's price determine how long it takes to modify a particular item. The item's finished price also determines the cost of raw materials.

To attempt to modify a chaositech device with this skill, you must have the proper tools. Outfitting a full chaositech laboratory costs 10,000 gp. One suitable only for repairs costs just 1,000 gp.

To determine how much time and money it takes to modify an item, follow these steps:

1. Figure the item's price in silver pieces (1 gp = 10 sp).
2. Find the Difficulty Class listed with each item.
3. Pay one-third of the item's price for the cost of raw materials.
4. Make an appropriate Craft check representing one week's work.

If the Craft check succeeds, multiply your check result by the Difficulty Class. If the result times the Difficulty Class at least equals the price of the item in silver pieces, then you have completed the modifications. (If the result times the Difficulty Class equals double or triple the price of the item in silver pieces, then you've completed the task in one-half or one-third of the time. Other multiples of the Difficulty Class reduce the time in the same manner.)

If the result times the Difficulty Class doesn't equal the price, then it represents the progress you've made this week. Record the result and make a new Craft check for the next week. Each week you make more progress until your total reaches at least the price of the item in silver pieces. If you fail a check by 4 points or less, you make no progress this week. If you fail by 5 points or more, you ruin half the raw materials and have to pay half the original raw material cost again.

Parameters: Through modification, one cannot change an item into an item of a different type. For example, you can change one kind of emitter into another, or alter its activation method, but you cannot modify an emitter to become an implant or a chaos storage cube.

Progress by the Day: You can make checks by the day instead of by the week. In this case, you evaluate your progress (check result times Difficulty Class) in copper pieces instead of silver pieces.

Repairing Items: Generally, you can repair an item by making checks against the Difficulty Class required to modify the item. The cost of repairing an item is one-fifth its price. Due to the unstable nature of chaositech, if you are attempting to repair chaositech and fail the check, you completely destroy the item; no further attempts are possible.

Special: In addition to the Intelligence modifier, a character's Wisdom modifier also applies to Craft (chaositech) checks. However, you must invert the Wisdom modifier, so that a bonus acts as a penalty and a penalty acts as a bonus. A character with a –2 Wisdom penalty adds +2 to her Craft (chaositech) check. A character with a +3 Wisdom bonus subtracts –3 from her Craft (chaositech) check.



CHAOS SURGERY

(Intelligence [Plus Special], Trained Only, Armor Check Penalty)

You can perform surgical procedures to implant chaositech into the body of a living creature or replace portions of a living body with chaositech. Each type of chaositech implant or replacement has its own Chaos Surgery DC, and the procedure for each one requires a specific length of time to perform.

To make a Chaos Surgery attempt, you must have the proper tools, including a scalpel, grips, and cutters; a number of small clamps, probes, and needles; strong thread, wire, and more; as well as various herbs and chemicals. The surgical kit costs 1,000 gp. If the environment is not conducive to healthy, distraction-free work, you suffer a –2 circumstance penalty (or more). This would include a filthy area, one in which there

Most of the time, the corrupted Charad Titans stayed underground, where some of them spent their lives hoarding chaositech. It is unknown whether any of them still survive today. *See "The Age of the Elder Titans" in Chapter 5: History, page 77.*

Some zaug deep below the city have been using the chaositech created by their former masters, the Galchutt. See "Kastralathaksal" in Chapter 22: The Caverns (page 453).

Identify device, page 642



The differences between chaositech and technology are obvious to anyone observing either. No one with even the remotest understanding of either discipline would confuse the two. However, some people might look at chaositech and mistake it for magic. In fact, even learned observers might not realize that chaositech is present without the use of an appropriate divination spell. A device that throws lightning bolts, for example, would certainly appear magical to just about anyone in the city without specific chaositech-related skills. Yet when a detect magic *spell fails to reveal a magical aura for the device, a knowledgeable observer might suspect chaositech. Such savvy people are very few in number, however, as chaositech is still very much unknown.*

are noises or other disruptions, one in which the patient could not remain still throughout the procedure, and so on. (A filthy area may also force the subject to make a Fortitude saving throw to resist disease, at the DM's discretion.)

If you fail the skill check, the procedure is a failure. The subject sustains 5d10 points of damage and 2d6 points of temporary Constitution damage. He must still wait through the recovery period noted for the implant before taking strenuous action (or undergoing another procedure). If the procedure involved replacing a healthy portion of the subject's body, that portion is now gone and cannot be reattached.

You cannot perform Chaos Surgery procedures on yourself.

Special: In addition to the Intelligence modifier, a character's Wisdom modifier also applies to Chaos Surgery checks. However, you must invert the Wisdom modifier, so that a bonus acts as a penalty and a penalty acts as a bonus. A character with a –1 Wisdom penalty adds 1 to his Chaos Surgery check. A character with a +2 Wisdom bonus subtracts 2 from his Chaos Surgery check.

Special: A character with 5 ranks in the Heal skill gains a +2 synergy bonus to Chaos Surgery checks.

CHAOSITECH ITEMS

Below are some sample chaositech devices. The items described here do not have caster levels; they are not magic items and cannot be dispelled. Spells that offer protection against spell-like effects and magic, such as *nondetection*, do not work against similar chaositech devices. The primary exception to this rule is energy types. If a chaositech device inflicts damage of a given type, such as acid, a spell or magic item that offers protection against the energy type, such as a *potion of protection from acid*, still provides protection. (This is true in more general cases as well: A *ring of protection* still offers an Armor Class bonus against an attack made with a chaositech weapon.) As a rule of thumb, when an effect specifies spells or magic, you cannot extrapolate that such an effect applies to chaositech as well.

Chaositech items are never masterwork. They can be made into magic items with the proper feats and spells, however.

Many, many more weapons, armor pieces, bombs, and other devices can be found in the *Chaositech* sourcebook as well.

ACTIVATING ITEMS

Using a chaositech device is rarely easy or straightforward. Usually, strange switches, levers, dials, or even more obtuse mechanisms are involved. Sometimes one lever must be activated just right in order for another switch to function at all, or to function safely. Other devices have two switches that the user must activate at the exact same time. There is no internal logic to it, and even two devices with the same function might have different appearances and different means of activation.

A character who finds a chaositech item and wants to figure out how to use it has two options:

1. Use the *identify device* spell. (A generous DM may allow *identify* to work on chaositech items, but, technically speaking, the spell reveals only the magical properties of magic items.)
2. Examine and experiment with the item. The character makes an Intelligence check (DC 20), with the following modifiers (all relevant modifiers apply):

Modifier	Condition
+2	Character has used or dealt with chaositech before.
+4	Character has used or dealt with a chaositech item similar to this one before.
+2	Character is extremely chaotic or maybe even a little mad (DM's discretion).
–2	Character is extremely lawful and logical.
–4	Character believes the item to be magical.
+10	Chaositech item's use is straightforward or obvious (such as goggles).

Characters can use Craft (chaositech) rather than Intelligence on this check. Success means that the character can activate the item. He still might not know what it does (unless its function is obvious). Trial and error is probably the best way to discover what an item does, once a character has determined how to activate it. Failure on the check means that the character doesn't understand the item and can't use it until he gets assistance from someone with more knowledge, or until he makes another check the next day. (A character cannot take 20 on the check.) A character who rolls a 1 on the check accidentally activates the device; if it is a weapon, he very likely inflicts damage upon himself or someone near him in the process.

All chaositech items differ slightly from one another, and they are all bizarre in appearance and use. The DM should stress that these devices aren't all that much like modern-day technology. They weren't created on an assembly line or mass produced—and they weren't made to be used easily, particularly by those with stable, ordered minds.

Some chaositech devices require no activation but are "activated" simply by wearing them. This simple "use" activation is straightforward. Other methods of activation include the following:

Switches: Most non-intrinsic chaositech devices are activated via a switch. A common switch type is a small plate that fits into a creature's mouth, connected to the device by a thin tube or cord. The user bites down on the plate to activate the switch. (This does not impair speech.) Other common switches include a glass panel that one taps or a rotating ball that one turns. Activating a switch is a free action. Weapons with a switch activation take the normal amount of time to use in an attack. A wielder whose base attack bonus allows for multiple attacks can make them with a switch-activated weapon. So a single attack is a standard action, and multiple attacks are a full attack action.

Lever or Unique Control: Some non-intrinsic chaositech devices have more complex controls, such as a small lever with multiple positions, a cord that one must pull (often to a specific length), or a liquid-filled bag that one must squeeze. Activating an item this way is a standard action.

Headclamps: Some chaositech devices the user can control mentally, through a tube or cord connected to a headclamp.

ITEM DESCRIPTIONS

Attack Sphere: This device appears to be a steel sphere about ten inches across. When activated, it rises up into the air, floating under its own power. As it does, tiny slits open in its surface, producing blades, sharp points, and hooks. For the next 10 rounds, any creature the activator attacks in melee combat receives an attack immediately afterward from the sphere as well, as it moves in close and slashes with its blades. The sphere has an attack bonus of +10 and inflicts 2d6 points of piercing/slashing damage. It has AC 24 (+2 size, +4 Dexterity, +8 armor), a hardness of 20, and 60 hit points. Because of its size, it must move into an opponent's space to attack, thus drawing an attack of opportunity each time. It cannot grapple or make any other special maneuvers. While activated, it moves with the activator, never straying more than ten feet. If the activator makes no attacks, the sphere makes no attacks and hovers nearby. After 10 rounds ends, the sphere returns to the activator.

Lever activation; Craft DC 40; Price 45,000 gp; Weight 10 lbs.

Bomb, Docility: With a silent flash of white light, this bomb forces all within twenty feet to make a Will saving throw (DC 17). Those who fail become docile, peaceful, and calm. They can take no actions other than to move (at half



Throughout the Ptolus underworld, the mysterious name of the Surgeon in the Shadows (left) strikes fear into the hearts of listeners, even though the vast majority of them do not understand exactly what it is that he does. To the uninitiated, he simply uses some unknown but painful processes to change people, sometimes giving them new forms or additional powers. He is, in reality, a skilled chaositech surgeon who uses forbidden techniques to rebuild people into monstrous creatures and implant chaositech devices in the willing—and, often, the not-so-willing. Certain individuals, such as Malkeen Balacazar (page 102), are beginning to understand the value of paying the surgeon's large fees in order to enhance their elite bodyguards and enforcers with his horrific processes. The Surgeon in the Shadows plays a significant role in the Night of Dissolution *adventure.*

Chaos Bombs

The bombs are one-use weapons that explode in a radius, affecting all within that radius. Each chaos bomb has a switch. Once activated, it detonates at the end of that action—leaving just enough time for the user to throw the bomb or to drop it and take a round's worth of movement away from it before it explodes.

Chaos bombs vary wildly in appearance and size but are not the same as the strictly technological bombs described in the previous chapter (see page 561). Unless otherwise mentioned, the effects of bombs are instantaneous. Bombs are thrown like "splash weapons" as described in Chapter 8: Combat of the Player's Handbook.

Chaositech is usually found in the hands of chaos cultists, dark elves, or characters and creatures that have been plumbing the depths below the city. For example, a goblin band may have found a single chaos bomb, an adventurer might have a useful device, or a ratman might carry around a piece of burned-out, broken chaositech.

Using a chaositech item in Jabel Shammar earns a character 1 corruption point. (See page 505.)



Chaos bombs

The Night of Dissolution *adventure on the CD-Rom in the back of this book features a number of chaositech items and skills, both from this chapter and from the* Chaositech *sourcebook on the CD-Rom. Many of the player characters' foes are armed with chaositech devices. DMs might do well to foreshadow the existence of this type of item before the adventure begins.*

The Plagueborn, page 73

speed), speak, or defend themselves. They cannot attack in any way, but they are not helpless. This docility lasts for 2d10+5 rounds or until the docile creature comes under attack.

Switch activation; Craft DC 33; Price 800 gp; Weight 1 lb.

Bomb, Infestation: This bomb's explosion releases one hundred tiny metal insectlike constructs, each animated and powered by chaos. The bug-sized things scurry about in a ten-foot radius for 1 round. Anyone in that area suffers a –2 circumstance penalty on attacks, damage, saving throws, and checks due to distraction and annoyance (creatures incapable of being distracted or annoyed, such as constructs, are immune). On the next round, and on the round after that, the insectoids spread to a radius of twenty feet, and everyone within that area suffers a –1 circumstance penalty on attacks, damage, saving throws, and checks. There is no saving throw. After 3 rounds, the constructs burn out, blackening to become inert bits of iron. Each construct has only 1 hp, so any damaging area attack destroys all of them in that area.

Switch activation; Craft DC 34; Price 1,000 gp; Weight 3 lbs.

Bomb, Madness: Exploding with a thin and greasy dark grey vapor, this bomb has effects that spread out to a ten-foot radius. All within the vapor cloud must make a Will saving throw (DC 18) or become confused and rendered unable to determine what to do independently. Roll on the following table at the beginning of each subject's turn every round to see what the subject does that round.

d%	Behavior
01–10	Attack bomb's wielder with melee or ranged weapons (or close with the wielder if attack is not possible).
11–20	Act normally.
21–50	Do nothing but babble incoherently.
51–70	Flee away from bomb's wielder at top possible speed.
71–100	Attack nearest creature (for this purpose, a familiar counts as part of the subject's self).

A mad character who can't carry out the indicated action does nothing but babble incoherently. Attackers receive no special advantage when attacking a mad character. Any mad character who is attacked automatically assails his attackers on his next turn, as long as he is still confused when that turn comes. Note that a mad character will not make attacks of opportunity against any creature he is not already devoted to attacking (either because of his most recent action or because he has just been attacked). The madness lasts for 1d10+10 rounds.

Switch activation; Craft DC 35; Price 2,500 gp; Weight 1 lb.

Bomb, Void: Perhaps the rarest and most dreaded of explosive chaositech devices, this bomb creates a ten-foot-diameter sphere of utter blackness. Anyone within the area must make a Reflex saving throw (DC 22) to get out of it. Those who make a successful saving throw are moved to the edge of the area, to the safest location possible (DM's discretion). Those who fail the Reflex save then must make a Fortitude save (DC 22) to avoid disintegration. Even a successful Fortitude save results in the victim suffering 6d6 points of damage. Further, the void remains for 1d6 rounds, during which time anything still within the area must make another Fortitude save each round. Worse, unsecured items within twenty feet of any edge of the sphere must all make a Strength check (DC 25) or be drawn into the sphere's area and thus forced to make a Fortitude saving throw as described above.

Switch activation; Craft DC 40; Price 9,000 gp; Weight 3 lbs.

Chaos Storage Cube: This is the grey power battery for all chaositech devices, as discussed under "Raw Chaos" (page 568). It has a hardness of 10, 50 hp, and break DC 30.

No activation; Craft DC 50; Price 20,000 gp; Weight 100 lbs.

Device Destabilizer: A long rectangular device with a cone-shaped dish at one end, the device destabilizer uses chaotic energies to foil the workings of conventional (nonchaositech) devices like locks, traps, clockwork mechanisms, and so forth. When activated, it emits a cone thirty feet long. The user rolls 2d20. If the total exceeds a trap's disable Difficulty Class, it is disabled. If it exceeds a lock's open Difficulty Class, the lock opens. For other items—a clock, for example—the DM should assign a Difficulty Class, probably 15 to 20; the more complex the item, the higher the Difficulty Class. For clockwork creatures, the user need make no roll. Instead, the creature must make a Fortitude saving throw or suffer 3d6 points of damage as its mechanisms lock up and are foiled.

Damage to devices is permanent. That is to say, after being affected by the destabilizer, a trap cannot be reset or a lock relocked until it is repaired with an appropriate Craft check.

Lever activation; Craft DC 38; Price 8,000 gp; Weight 10 lbs.

Disease Incubator Implant: Body implants like this one are additions made to a creature's physical form through surgical procedures. They are always additions, never replacements. They are usually made of grown flesh components, but can incorporate steel plates, wire, tubes, or other inorganic parts. This implant is often used by the cultists known as the Plagueborn. It rests within

the host's chest, collecting any and all disease-bearing contagions that enter the host's system, even those the body normally would ignore as insignificant. The host is thus rendered immune to disease. Meanwhile, the disease incubator fosters and nurtures the diseases within it. After a month, the host can inflict these diseases on others as a touch attack, usable once every two days. With each use of the ability, the DM should choose a disease randomly from Chapter 8: Glossary in the DMG. If the host is slain, all within ten feet of him at the time of death must make a Fortitude saving throw (DC 18) or fall victim to a random disease as the incubator bursts open.

Chaos Surgery DC 28; Procedure time 10 hours; Recovery period one week; Price 60,000 gp

Drilling Spear: This chaositech weapon bears a strong resemblance to a standard shortspear. The head, however, looks like a drill tip, and below that along the shaft is a small mechanism. When activated by a switch, the tip rapidly rotates with a drilling motion. A drilling spear inflicts 1d10 points of damage. If used to make a single attack as a full-round action against an object, the drilling spear ignores up to 6 points of object hardness. This is a martial weapon used in all other respects like a shortspear.

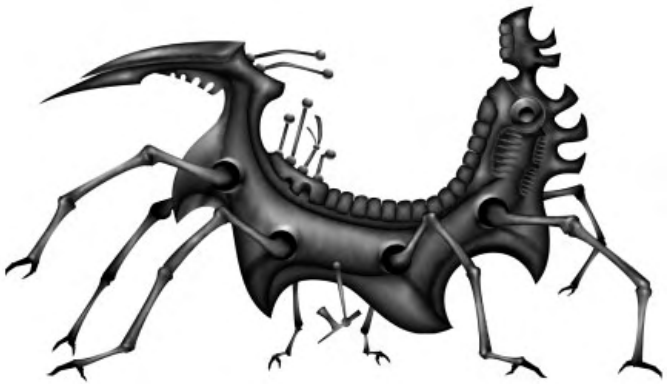
Switch activation; Craft DC 27; Price 4,650 gp

Emitter, Disruption Ray: This long, metallic two-handed weapon fires a ray of chaositech energy that disrupts flesh on a cellular level. It inflicts 3d6 points of damage to living creatures only and causes great pain. Creatures struck by the ray must make a Fortitude saving throw (DC 14) or suffer a –4 penalty to attacks, saves, and checks for the next 1d6+4 rounds. The ray has a maximum range of two hundred feet, with a range increment of fifty feet. Emitters require only a ranged touch attack roll to strike a target. Some are fitted with bayonets.

Lever activation; Craft DC 40; Price 7,500 gp; Weight 5 lbs.

Emotion Reader: By analyzing posture, heart rate, perspiration, brain activity, and other factors, this device can sense the general emotional state of a creature and transmit this information to the user via a cord attached to his headclamp. This information grants a +4 competence bonus to Sense Motive checks. The target creature must be within thirty feet for the reader to function. The reader itself is a rectangular device about three inches long, two and a half inches wide, and half an inch high. It has a strap to be worn on the wrist and must be pointed at the target. This item checks for chaotic failure each time the wearer attempts to Sense Motive.

Headclamp activation; Craft DC 31; Price 1,700 gp; Weight 1 lb.



A spidery walker

Harrower: This horrible weapon fires off a stream of razor-sharp metal shards at a fantastic rate. The shards fly in a line, up to one hundred feet; anyone in that line must make a Reflex saving throw (DC 20) or suffer 6d6 points of slashing damage. A successful save indicates no damage. The weapon can be reset (requiring a standard action) to fire in a sixty-foot cone-shaped burst that inflicts 4d6 points of slashing damage to all within it (Reflex save, DC 16, for half).

Switch activation; Craft DC 32; Price 23,000 gp; Weight 6 lbs.

Siphon: One end of this black tube can be inserted into any chaositech device. The other end fits into a chaos storage cube (see above) in order to refuel the device. See the *siphon* spell in Chapter 35: Magic for more details. This item need never check for chaotic failure.

Use activation; Craft DC 28; Price 6,000 gp; Weight 1 lb.

Spidery Walker: This item is about the size of a small cart—five feet long and three feet wide—with eight spiderlike legs, each about three feet long. The body of the device is fitted with a single seat, with straps to secure someone within it. Using the controls arranged around the seat, the user can ride in this walker, which moves with a speed of 30. The spidery walker can move on virtually any surface, including walls and ceilings. It can carry as much weight as a heavy warhorse (light load up to 300 lbs.; medium load, 301–600 lbs.; heavy load, 601–900 lbs.; can drag 4,500 lbs.). Controlling the walker is a full-round action, but once it is moving in a desired direction, the rider needs no action to make it continue to move. This device/vehicle is useful for wounded or disabled characters, for those who move slowly, or simply for those who don't care to walk.

The spidery walker has AC 18 (–1 size, +9 armor), a hardness of 10, and 100 hit points. A check for chaotic failure is required no more than once per week.

Lever activation (special); Craft DC 35; Price 28,000 gp; Weight 2,000 lbs.

The dark elf Shilukar conducts experiments in chaositech in his lair beneath the Guildsman District. This lair and some of his projects are described in Chapter 33: Adventures.



An emitter



Chaos bombs





PART VII:
RUNNING A PTOLUS CAMPAIGN

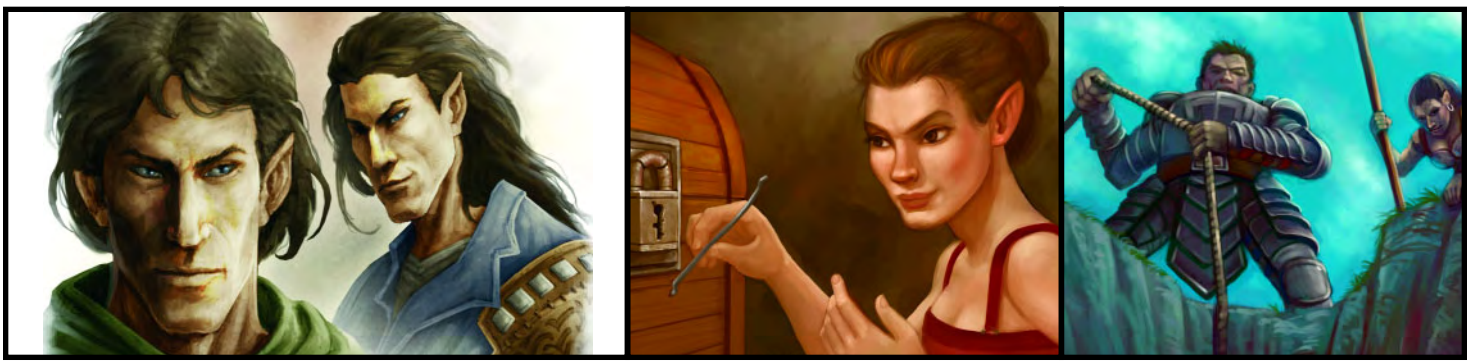
This, the final part of the book, **is for DMs only**. It discusses how to plan and run a campaign in the Ptolus setting, lays out some differences between urban campaigns and other types, and presents a series of exciting linked adventures set in the streets of Ptolus to get your campaign started. Part VII also offers some valuable new rules material: an assortment of monsters, magic, and prestige classes needed for the Ptolus Campaign.

Chapter 31: Campaign Advice 576
Chapter 32: Urban Campaigns 581
Chapter 33: Adventures 588
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Chapter 35: Magic 635
Chapter 36: Prestige Classes 646
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Chapter 31:

CAMPAIGN ADVICE

You hold in your hands a wealth of information about the city of Ptolus and all the related areas above and below. And while it may make for an interesting read, first and foremost it's here so that DMs can use it to create campaigns for their players.



DMs can use Ptolus in many different ways. With the backdrop provided by the evil Galchutt, they can run many different epic campaigns. But, on the other hand, the background on the city's organized crime groups makes a gritty, street-level campaign just as good a possibility. It all depends on the kind of campaign you want to run.

Chapter 33 starts on page 588

Ratman nest, page 442
Temple of the Rat God, page 390
Temple of the Ebon Hand, page 379

Halls of Cordaris, page 421

This book contains chapters on different areas of town, encounter areas above and below the city, as well as the land's history, organizations, and more. And every one of those chapters is rife with adventure possibilities. How does a DM put all of this together and boil it down into a cohesive campaign? This chapter offers advice for assembling the material in the rest of the book to create your own Ptolus Campaign.

WEAVING TOGETHER A CAMPAIGN

Well, the first step is easy. **Chapter 33** of this book is an entire chapter of adventures that take starting player characters to 3rd or 4th level. In addition, there are *The Banewarrens* and *Night of Dissolution* adventures found on the CD-Rom included with the book.

Beyond that, it is up to the DM to string together adventures, encounters, adventure seeds, sites, and NPCs to put together his Ptolus Campaign. To help, this book offers many fully fleshed-out locations that can be used for further adventures:

- The Dark Reliquary (see Chapter 12: Necropolis, page 238);
- A ratman nest (see Chapter 21: The Sewers, page 442); and
- Kadmiel the Shade Tower (see Chapter 14: Oldtown, page 326).

So the material is there—the DM just has to organize it. As the DM, you can create an overarching theme for your Ptolus Campaign, or you can let the city itself be the theme and mix-and-match adventures as needed. Some potential campaign themes are described below.

THE DUNGEON CAMPAIGN

For lovers of dungeon delving and all things subterranean, Ptolus offers plenty of options. Such adventurers might want to start out hunting ratmen in the sewers, which can eventually lead them to encounter **a whole nest** of the creatures (in Chapter 21: The Sewers), which in turn can lead to the **Temple of the Rat God** (in Chapter 17: Temple District) and maybe even the **Temple of the Ebon Hand** (also in the Temple District).

Low-level dungeon delvers can raid the **Halls of Cordaris** (see "Locations Within the Labyrinth" in Chapter 19: What's Down There?) or deal with criminals and thieves who have set themselves up beneath the city somewhere. The player characters can explore some of the many ancient crypts beneath the city that are likely filled with zombies and ghouls.

Once they approach the **middle levels**, **Dwarvenhearth** (see Chapter 23) is the obvious setting for many, many adventures. Of course, exploring Dwarvenhearth ensures that the PCs run afoul of the dark elves already there (with more wanting to get in). Following the dark elves down to **Ul-Drakkan,** perhaps with a stop at the **locathah cavern** (see Chapter 22: The Caverns), can lead the adventurers to **Nluguran and Ul-Sinistar**, for a great campaign finale geared toward the restoration of **Dreta Phantas** (all of which can be found in the "Dark Elf Caverns" in Chapter 22).

Of course, freeing Dreta Phantas takes **high-level** characters to **Goth Gulgamel** (see Chapter 24) to get to the heart of the Elder Elf city via the **Entropy Sphere**. Next the delvers head to the **Throne of Darkness** to recover the Dreaming Stone (see "Caverns of the Galchutt" in Chapter 22: Caverns). And lastly, the characters must head to either the **Jewels of Parnaith** (see Chapter 25: Jabel Shammar) or the Dark Reliquary (Chapter 12: Necropolis) to get the ***cask of frozen dreams***.

A dungeon-themed campaign like this would be interesting to run with an all-dwarf (or mostly dwarf) group of characters focused on restoring their former home and proving themselves worthy of it again. Taking a different tack, the party could be all or mostly all elves out to oppose their racial enemies, the dark elves, in every way possible.

THE SPIRE CAMPAIGN

One might construct an entire campaign around Ptolus' most dramatic feature, **the Spire**. In such a campaign, the scenarios in Chapter 33: Adventures take the player characters to around 4th level. After that point, you can start *The Banewarrens* adventure (on the CD-Rom). The intricacies of the Banewarrens take PCs to 9th level or higher. Having explored the Banewarrens, the group may decide to try to get into Jabel Shammar itself (see Chapter 25). To do so, they might seek out an entrance (or clues to an entrance) in different locations, including Goth Gulgamel (see Chapter 24) and maybe the Jewels of Parnaith (Chapter 25). The Spire Campaign finale comes when the characters finally gain entrance to Jabel Shammar and explore that place of ancient history and great evil.

THE RISE OF CHAOS

In many ways the quintessential Ptolus campaign, the Rise of Chaos involves the growing threat of the **chaos cults** and the ultimate awakening of their ancient masters, the **Galchutt**. Such a campaign should start out innocently enough: Clues gleaned from investigations of the ratmen in the sewers lead to the Temple of the Rat God and the Temple of the Ebon Hand (both in Chapter 17). This theme also can use some sections of Chapter 33: Adventures. All the while, the player characters should hear rumors or read prophecies of the coming **Night of**

Dwarvenhearth, page 460
Ul-Drakkan, page 456
Locathah cavern, page 452
Nluguran and Ul-Sinistar, page 456
Dreta Phantas, page 457

The Spire, page 159

Goth Gulgamel, page 486
Entropy sphere, page 499
Throne of Darkness, page 453
Jewels of Parnaith, page 526
Cask of frozen dreams, page 278

Chaos cults, page 71
Galchutt, page 60

The Runewardens from the original Ptolus Campaign (from left): Canabulum, Serai Lorenci, Aliya Al-Mari, Zophas Adhar, Shurrin Delano, Sister Mara von Witten, and Udalaag the half-dragon, half "something else."





A campaign in which the PCs rescue Calista and discover and act upon her secret knowledge would be the ultimate epic campaign, allowing the characters to have a role in reshaping the world.

CALISTA, THE DREAMING STONE, AND THE CASK OF FROZEN DREAMS

A number of possible campaigns could involve Calista, a prisoner in the Dark Reliquary (page 256). When she was a child, Calista received a visitation by the Elder Gods. They told her of their plan to save the world when the true Night of Dissolution (page 60) finally came and the Galchutt rose again.

The Elder Gods knew that when the Vallis moon returned, the Galchutt would awaken. When they did, they would break the Seven Chains and destroy the soul of the world (see "The Elder Gods," page 59). The gods' plan was to destroy the chains themselves, but transfer the soul of the world to the ancient elven city of Dreta Phantas. The world would be saved, but with the Seven Chains severed it would be "unsealed"—open to all the other worlds of the multiverse.

Thus the Galchutt would escape, but the Elder Gods would be ready for them with a new prison plane—this one without any living creatures forced to serve as the prison's "wardens" (page 59). The Elder Gods would force the surprised Galchutt into this new prison plane before they knew what was happening. However, the plan could succeed only if the chains were broken at exactly the right time, and if the Galchutt were not the ones to do it.

Once the Elder Gods told Calista their plan, they sealed up her memories with magic so powerful that only someone using both the Dreaming Stone (page 454) and the *cask of frozen dreams* (page 278) could unlock them. Not coincidentally, the Dreaming Stone and the *cask of frozen dreams* are exactly what the Dream King needs to restore the lost elven city of Dreta Phantas (page 457) to its original place on the surface, where it can become the new home to the soul of the world.

The idea, then, was that some heroes would come along and help Calista regain her memories, recover the stone and cask, restore Dreta Phantas, and learn that they need to travel to the Vallis moon to destroy the Seven Chains. It was a complex plan, but if the Elder Gods attempted anything more overt, the Galchutt or their servants would learn of the plot and thwart it.

Lilith, mistress of the Dark Reliquary, was the possible weakness in their plan. Extremely perceptive and crafty, she learned long ago that Calista knew something important, and so she kidnapped her and imprisoned her in the dungeons beneath the Dark Reliquary. There Lilith spent years trying to learn who Calista was (or see who, if anyone, would come to rescue her).

Eventually, however, Lilith will learn of the importance of the stone and the cask on her own. She will bring the demon lord Savvan (page 527) out of the Jewels of Parnaith, likely using the rift that leads to the land of Kem. With him comes his *demon-sealed box* and the cask within it. They will place the box in the Chamber of Riven Souls (page 251) in the Dark Reliquary for safekeeping. Eventually, if nothing stops them, they will bring Calista and the cask to the Dreaming Stone. Once they learn of the Elder Gods' plans, they can wait until the Galchutt awaken and present them with the knowledge, as well as Calista, the box, and the stone, hoping for a reward. Nothing can save the world then.

Player characters can learn of Calista's importance through dreams sent to them by the Elder Gods, divinations cast to learn of a way to stop the Night of Dissolution, or by talking to Praemus the Creator at the end of the Jewels of Parnaith (page 526).

Night of Dissolution, page 60
Vallis moon, page 40

Fallen, page 110
Forsaken, page 112

Balacazars, page 100
Kevris Killraven, page 121

Longfingers Guild Headquarters, page 429
House Rau, page 93
House Vladaam, page 96
Dark Leaf, page 108
The Vai, page 139
Shigmaa Urasta, page 114
The Commissar, page 149

Citadel of the Seven Chains, page 62

Dissolution, the return of the **Vallis moon**, and other portentous foreshadowings.

Then follow the events of the *Night of Dissolution* adventure (on the CD-Rom). By its conclusion, the PCs will know all about the rise of the Galchutt, and the involvement of the **Fallen** and **Forsaken**. The latter discovery takes them into the Dark Reliquary (in Chapter 12: Necropolis) to learn more and hopefully strike a blow against the evil there. Eventually, the characters may want to restore the captive Calista's memories (see above) and learn how to truly put a stop to the Galchutt's plan to destroy the world. This goal leads them to the city of Dreta Phantas far below Ptolus (see the "Dark Elf Caverns" in Chapter 22) to the **Citadel of the Seven Chains** on the invisible Vallis moon far overhead.

THE STREETS CAMPAIGN

Far different than a save-the-world campaign, the Streets Campaign gets the player characters mixed up with the criminal elements of the city. They wind up involved with the gang war waged between the **Balacazars** and **Kevris Killraven**, either by siding with one or the other or by being caught in the middle. Such a campaign might spring from the PCs' need to find and/or infiltrate the **Headquarters of the Longfingers Guild**. They run afoul of various important criminal entities (or ally with them), including **House Rau, House Vladaam, Dark Leaf, the Vai**, and **Shigmaa Urasta** (see Chapter 6: Organizations), and maybe even the **Commissar** himself, just to name a few. The truth is, on some level, just about everything in Ptolus is linked to crime.

Player characters in this campaign might have been wronged by the criminal element ("Malkeen Balacazar killed my father!") or they might just want to "clean up the streets." Ironically, those who side with the lawful elements in the city for aid might eventually find that even the lawful **Shuul** have allied themselves with Killraven.

Alternatively, the PCs in the Streets Campaign might be small-time criminals themselves, members of the **Longfingers Guild**, or somehow involved with crime in the city without actually opposing it directly.

CAMPAIGN HOOKS AND GOALS

An urban campaign like one set in Ptolus offers many possible objectives for player characters. While these options may not be not enough to base an entire campaign around, they can become an important part of the game nonetheless.

OWNING A BUSINESS

The player characters pool their money and open up a shop. They start their own tavern. They create a mercenary company. They provide a bodyguard service. The sky's the limit when it comes to the kind of thing the PCs can do to create their own enterprise. The business, if successful, can offer them an income in addition to gold earned through their adventures.

Of course, owning a business requires startup capital. And businesses have to be maintained, or they lose money rather than make it. The PCs will have to decide how involved they are going to be in this enterprise. Do they take an active role or do they hire NPCs to maintain day-to-day operations? Perhaps they are just investors or managers. Or perhaps they are the foundation upon which the very business is based. If a magic item creation service requires that the group's wizard make the items, that limits the time he can spend off on adventures (and of course, running such a business would incur the wrath of the **Dreaming Apothecary**). If the business *is* the PCs and the moneymaking efforts *are* the adventures (such as with a mercenary company), that's one thing. But a more pedestrian business that requires much of the group's time can prove an obstacle to going on adventures.

Businesses have competitors, who sometimes use shady means to get ahead. Businesses also face taxes, crime (from theft to extortion), and a multitude of other threats.

OWNING A HOME

Though it may seem a small goal, owning a home is something that player characters seem to do only rarely in most campaigns. Perhaps this is because in a traditional campaign, the PCs move around quite a bit. Owning a home suggests, if not requires, that the group settle down and stay in one area for much of the time.

Owning a home requires a great deal of money. Will the player characters all share the same home, or will they each have their own place to live? The PCs might need to hire servants to keep the place up (and, if they store valuables there, protect it) while they are on adventures.

GETTING A JOB

"Adventurer" is an occupation, at least in Ptolus, but some player characters might gain employment elsewhere. A fighter could serve as a bodyguard or a tactical advisor for an important personage in the city, for example. A druid might tend the gardens of a wealthy noble. A PC could work in a shop or labor as an artisan of some kind to fill the time between adventures and earn some money.

Having a job requires a time commitment on the part of the character, but it also earns a little extra income and can provide the PC with a way of gaining information and contacts he otherwise would not have. Working as an assistant trainer in the **Arena**, for example, a character might overhear interesting adventure leads or make friends with a valuable ally among the other trainers.

BELONGING TO AN ORGANIZATION

Player characters can join one of the many groups or orders in Ptolus, from the Knights of the Chord to the Keepers of the Veil and from the Longfingers Guild to the Inverted Pyramid (see Chapter 6: Organizations). They also can become heavily involved with a religion, as either clergy or laity. Joining an organization provides benefits, usually in the form of training, information, and even protection. Most such groups provide PCs with a place to go and maybe even a place to live.

Of course, belonging to an organization can carry its share of responsibilities and obligations as well. Sometimes a group will request some of the character's time or a share of her money. They may send a PC on specific missions, which can be a great hook for adventures for the whole party.

A family can be an organization, after a fashion. Player characters in Ptolus could easily fall in love, get married, and even start a family. Having a family can provide the same kinds of benefits and obligations as any other organization.

GAINING PRESTIGE AND POWER

Some characters might want to join the ranks of the influential in the city. Making a fortune helps with this goal a great deal, and establishing a reputation as a hero while gaining that wealth doesn't hurt either. Such PCs need to learn the ins and outs of the city; in particular they need to meet people who wield influence and power—and that doesn't

Other Campaign Themes

The Holy War: *The PCs all belong to one religion that is directly opposed by another religion in the city. Adventures deal with intrigues between the two clergies, spying, sabotage, recovering an important lost relic, and all-out conflict with the opposing religion.*

War With the Barbarians: *The barbarians of the east march across the land and lay siege to Ptolus. Adventures deal with defending against the attackers, handling spies and saboteurs, and launching counterattacks against the barbarian camp. (It might also lead the PCs to learn the real reason the barbarians are here and compel them to deal with that.) See Night of Dissolution, Chapter 2.*

The Magic Campaign: *The player characters, all spellcasters, join the Inverted Pyramid and discover magical mysteries including the Pits of Insanity, the Entropy Sphere, and more.*

The Political Campaign: *The PCs join a group interested in declaring Ptolus' independence from the Empire. Adventures are full of intrigue, spying, convincing others to join the cause, sabotage, and hiding from the Empire until the time is right.*



The Shuul, page 131
Longfingers Guild, page 128

The Arena, page 315

Dreaming Apothecary, page 118

The Iron Mage, page 340

The Sorn, page 137
The Shuul, page 131

Menon Balacazar, page 101

Raguel and Lilith, page 111
Dark Reliquary, page 238
The Forsaken, page 112

Helmet Itlestein, page 389
Phon Quartermain, page 590

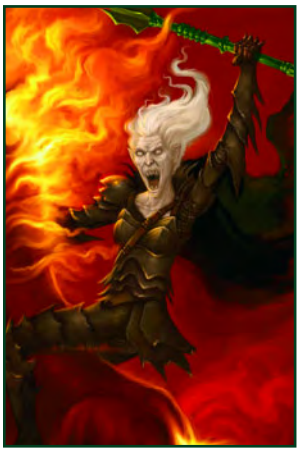
Shigmaa Urasta, page 114

Republican movement, page 150
Watcher of the Skies, page 389

Shilukar, page 617

House Vladaam, page 96
Hungerswords, page 98
Cults of Chaos, page 71
The Banewarrens, page 419

Kevris Killraven, page 121



just mean nobles and rulers. It also means the heads of organizations and enigmas like the **Iron Mage**. Player characters out for prestige will have to attend all the right parties and functions to meet with important people, and they will have to do favors for them to get ahead and earn their respect and esteem.

CAMPAIGN VILLAINS

Many good campaigns have recurring villains. For our purposes here, we'll use the term "campaign villains," as these opponents figure in more than one adventure in the campaign and pop up time and again. Sometimes the confrontation is direct, but other times it is more indirect. A campaign villain might be behind the bandits the player characters have been dealing with, even though they didn't even know that at first.

Ptolus offers many good campaign villains. Here are some of the best.

HELMUT ITLESTEIN

A very atypical villain, **Helmut Itlestein** is not evil. In fact, he spends almost every waking moment working for what he believes is best for the city. What makes him a villain is that he has no qualms about committing heinous acts for what he considers good reasons. Helmut will hunt down and execute children who are born rune-bearers because he has seen visions telling him they will bring doom to the city. He strongly believes that the ends justify the means. He is not faultless, as evidenced by the extramarital affair he has with a young woman named **Phon**.

Helmut leads a fledgling organization in the **republican movement**. He's also the high priest of a fairly sizable and influential temple, the **Watcher of the Skies**. He would love to topple the Empire, but he'll settle for achieving independence for Ptolus—even if it means assassinating the Holy Emperor or the Commissar to do it.

HOUSE VLADAAM

An ancient noble family with tainted blood, **House Vladaam** has its hands in all manner of evil. The members of this clan are the kind of people who like to handle their affairs directly, cheating, stealing, and killing as needed. The head of the house, Iristul, is almost never around; he searches for the six ***hungerswords***. His children involve themselves indirectly with the **Cults of Chaos**, with attempts to get into the **Banewarrens**, and with the Balacazar crime family. They would do anything to discredit or even destroy their rival noble houses.

KEVRIS KILLRAVEN

Kevris Killraven is literally a monster who associates with monstrous creatures. She also heads up a vast criminal organization. Should the player characters wind up opposing her, they will have encounters not only with hired muscle, tough thugs, and assassins, but with troglodytes, trolls, and efreeti. Moreover, with her control of the **Sorn** and links to the **Shuul**, having Killraven as an enemy ensures a wide variety of foes for the PCs to contend with.

MENON BALACAZAR

An obvious long-term villain, **Menon Balacazar** runs a criminal empire. Player characters of low level will hear his name spoken in back alleyways as they fight against his thugs. If they cause him too much trouble, powerful assassins or dark magic-wielding agents may descend upon them over the course of the campaign. Menon is interesting because he is no real threat himself, yet he is one of the most powerful men in the city.

RAGUEL AND LILITH

Raguel and Lilith make for interesting villains because, while Lilith is dark hearted to the core, Raguel is not. The lord of the **Dark Reliquary** is just trying to decide the best course—mostly the best one for him, but in a way the best course for everyone. Lilith, meanwhile, has forged ties with evil organizations across the city, from the **Forsaken** to the Balacazars to House Vladaam. Crossing these two earns the enmity of all the demons in the Dark Reliquary.

SHIGMAA URASTA

Shigmaa Urasta is here to reinforce the idea that the Forsaken make excellent villains overall. They are truly despicable and utterly unsympathetic. Encounters with the Forsaken also ensure a hefty dose of undead in the campaign. The player characters probably won't be able to handle a direct encounter with Urasta until they are high level, but they can hear about her and encounter her minions over and over.

SHILUKAR

The dark elf **Shilukar** is a plotter and a manipulator. He uses others like puppets on strings, and his schemes are vast and complicated. He thinks six steps ahead of everyone else, moving others into positions that will prove useful to him months later. Even if the player characters confront him directly, he's sure to have some contingency to keep them from attacking him. Ultimately, Shilukar wants power for himself. He doesn't care who gets hurt, but neither is he vindictive or cruel—surprising, for a dark elf.

THE PTOLUS BOOK

This book has many components—especially in the envelope at the back—to make your adventure-running life easier. See the Appendix for a rundown of all these handouts, maps, and more, along with suggestions for how to utilize those elements in your adventures.

Chapter 32:
URBAN CAMPAIGNS

An urban campaign is very different from a typical campaign in which the player characters move all around the continent, traversing the wilderness as well as stopping in settlements. This chapter gives a brief overview of some things to keep in mind as you plan and run a campaign set in Ptolus.





Running an urban campaign offers some unique challenges compared with running, say, a dungeon campaign or one set in the wilderness. The sections that follow describe those challenges and offer suggestions on how best to conduct a campaign set in a city like Ptolus.

THE URBAN ADVENTURE

Although Ptolus offers plenty of opportunities for dungeon forays, truly urban adventures have a flavor unique unto themselves. The dungeon adventure is primarily an exploratory affair of venturing into the unknown. Urban adventures aren't usually about exploration, because the environment isn't unknown—a trip to the Warrens being a notable exception.

The typical **urban adventure involves a mystery** of some kind, either a straightforward one (Who killed the constable?) or a more convoluted puzzle (What's the connection between **Blackstock Printing** and the **Shadow Eyes**?). This typical type of scenario may involve a fair amount of interaction with NPCs (Diplomacy and Gather Information checks along with some Bluff and Sense Motive, and maybe even Intimidate), some study and investigation (Knowledge checks, research in libraries, consultation with sages), and likely ends with a big fight.

Another way to look at the difference between urban adventures and other types is to outline them. One could sum up a typical dungeon adventure in this way:

Exploration ⟹ small fight ⟹ exploration ⟹ small fight ⟹ exploration ⟹ big fight

One could break down an urban adventure like this:

Interaction/investigation ⟹ interaction/investigation ⟹ interaction/investigation ⟹ big fight

Of course, "interaction/investigation" can cover a lot of territory. It can mean a simple Diplomacy or Gather Information check or something as complex as tailing a suspect, casing a building, or searching an entire house for clues. And course, some of those latter activities might lead to combat: It's not hard to sprinkle a few small fights into the urban adventure flow.

One way to break out of this pattern is to **vary the outline** a bit. Have a brand-new adventure start off with action: The player characters are attacked by a powerful force. They win the fight, but they still don't know why they were attacked. The quintessential beginning for such an adventure in Ptolus is to have the PCs attacked by **Vai assassins**. When the characters survive, they still have to figure out who hired the assassins and

Never underestimate the value of combining the typical urban adventure with a typical dungeon adventure. The availability of both scenario types is, after all, one of Ptolus' strong suits. The characters' investigations might reveal that they have to go down below the city to get at the heart of their mystery. A clue in the Dungeon could send them up to the city to interact with people who can give them important information.

Blackstock Printing, page 353
Shadow Eyes, page 349

Vai assassins, page 140



Durant, page 122
Kevris Killraven, page 121

Longfingers Guild, page 128

House Rau, page 93



Some mysterious villains in the streets and alleyways of Ptolus wear masks while they commit their crimes.

The Sorn, page 137
House Vladaam, page 96

The Forsaken, page 112

Hammersong Vaults, page 322

deal with him, so they don't keep facing more attempts on their lives.

Urban adventures can be very reactive: An NPC does something, and the player characters react. It doesn't have to be that way, however. DMs can **encourage the PCs to be proactive**. Proactive characters pick a goal and then figure out how to reach it. For example, the PCs might decide they want to start their own thieves' guild. This requires them to find a headquarters, recruit members, and deal with the existing thieves' guild, the **Longfingers**. Rather than wait for the existing guild to act upon them, however, the characters could attempt to put it out of business somehow—maybe by putting its leaders to the sword, if they're particularly ruthless, or perhaps just by doing what they can to destroy the relationship between the Longfingers Guild and its benefactor, **House Rau**.

BALANCING URBAN ADVENTURES

DMs should remember that Encounter Levels are balanced with the idea that the group can handle four encounters of an EL equal to the average party level in a day (assuming four player characters). The typical urban adventure's **combat encounters are more spread out** than in other types of adventure, however. This fact, coupled with the close proximity of healing resources and other types of assistance in the city, means the PCs should be able to handle much more difficult encounters. Do not be afraid to have the adventurers face an encounter two levels higher than their own in a city adventure, particularly if it's the only such encounter they'll have that day. An important, climactic encounter might be three or even four levels above their own, if you think they can handle it.

However, keep in mind that this approach to balance runs a **greater risk of PC fatality**. Encounters in general will become more touch-and-go, more outright challenging. Rather than a number of moderate encounters, player characters will run up against fights that they decisively win or that soundly trounce them. This kind of campaign truly tests their mettle, encouraging them to use their resources differently than they would in a non-urban campaign. In other words, if you're going to have only one combat encounter today, there's no reason not to cast your best spells in that encounter.

STORY ARCS, PLOT WEAVING, AND ONGOING THREATS

Urban adventures lend themselves to **story arcs** rather than brief encounters or single-session adventures. In other words, something of import will happen, which leads to something else, which leads to something more. For example, in breaking up a fight in a tavern, the player characters might discover that one of the combatants dropped a map with some notes. Some investigation and study the next day confirms it as a map of **Hammersong Vaults**, and the notes suggest that someone is planning to break in. The PCs turn the papers over to a grateful Ollam Hammersong, who suspects it's from a criminal gang led by a troglodyte named **Durant**. He offers the characters a reward if they'll break up the gang. The PCs ask around, find Durant, and go after him. Of course, Durant is a lieutenant of **Kevris Killraven**, so the adventurers end up making some powerful enemies. . . .

Sometimes, a DM will **weave two urban adventures together**. That's not to say that they are at all related, but the player characters have to deal with them at the same time. A pair of woven adventures might look like this:

Interaction/investigation A ⟹ interaction/investigation B ⟹ interaction/investigation A ⟹ big fight A ⟹ interaction/investigation B ⟹ big fight B

The encounters are staggered in time, so the player characters can deal with one plot and then the other. Of course, the PCs should have some say over which thread of the woven adventures they deal with, but it's easy for the DM to put up a roadblock in one story arc and present them with new avenues to follow in another. Avoid doing this too much, however, or the players may feel like the campaign is nothing but a dozen or more unresolved plot threads.

As the Hammersong Vaults example shows, it's often more difficult in an urban adventure to tell when the adventure is actually over. The **story arc can just keep going** and going. Sure, if it's a mystery and the mystery is solved, that's obvious. But on the other hand, if the opposition is a group of **Sorn** sorcerer-assassins, it's next to impossible to kill all of them—it's not like being able to "clear" a dungeon full of orcs. The PCs' conflict with the Sorn may come back to haunt them weeks or months in the future. Occasionally, though, it's good to **provide the characters with some closure**. If they have been fending off attacks from agents of **House Vladaam** for weeks, have the Vladaams obviously turn their attention elsewhere, or present the PCs with the opportunity to either bring down House Vladaam once and for all (a drastic step!) or negotiate some kind of détente with them.

Remember that permanently eliminating a threat to the PCs—like the **Forsaken**, the Killraven Crime League, or House Vladaam—only serves to cut off a source of future campaign plots. **Try to achieve closure without ridding Ptolus of all the bad guys**. Bringing down one powerful evil organization like that should be the culmination of an entire campaign and serve as a fitting climactic encounter. In addition, it offers the characters a unique reward: the satisfaction that they made an important difference in the city.

Another thing you can weave into your adventures is some of the **scenario ideas** presented throughout this book. These scenarios tie together with locations, groups, or individuals described in



The Company of the Black Lantern from the original Ptolus Campaign (from left): Gaerioth Shadowhand, Sercian Lorenci, Vexander Sangreal, and Tellian Riverborn.

the various chapters. Perhaps the best way to utilize these scenario ideas in creating your urban campaign is in a spontaneous fashion. Don't feel you have to plan to use them ahead of time, but if in the course of the regular campaign the characters go to a particular place or meet a certain person, you can use the scenario in response.

For instance, take the scenario involving the **Smoke Shop** in the North Market. If the PCs get involved with the staff there, plug the scenario into your campaign then. In this way, the player characters never feel they're being led to adventures, but that adventure waits for them wherever they go.

That said, some of the scenarios do require a bit of planning, such as the one involving escorting **Lady Nagel** to the **Prison**, as presented in the "Nagel Estate" section of Chapter 12. So, as you plan your story arcs and multiple plotlines, don't neglect the opportunities presented by the scenario nuggets in locale, organization, and character descriptions.

URBAN REWARDS

Magic items, gold, and other typical treasures are of great value in an urban adventure, just as in any other scenario. But don't overlook another potential reward: **the respect of a powerful individual or organization**. For example, slaying a mighty vampire can earn the admiration of the undead-fighting **Keepers of the Veil**. That admiration could turn into assistance, healing, or free information later on, when it's needed.

Over the long term, **becoming a known entity in the city** can also reward a group's accomplishments. A good reputation can get a person more than free drinks in the tavern—it can lead to job offers from wealthy clients or such special boons as a ***thoughtstone***. Eventually, these kinds of rewards can turn into positions of authority. A PC might be invited to join the **Twelve Commanders**, for example.

"**Treasure items**" can take on a different meaning in a Ptolus adventure as well. Imagine the value of a ledger showing the names and addresses of an **Inverted Pyramid** mage's contacts in the city, or a map showing all the Sorn cells' headquarters.

ALLIES, AID, AND HEALING

In a city like Ptolus, the player **characters enjoy nearby resources** that they don't have while exploring a remote jungle or delving deep into a dungeon. First and foremost, the remedy for virtually any wound or malady is readily available to those who can pay for it—from blindness to negative levels to ability score damage. So no condition is going to be lasting, even if dealing with it would normally be beyond the PCs' level. Six negative levels and all ability scores down to 1? No problem—the Temple District can deal with all of that and have the party back into the adventure in an hour or two. This is both a boon and a bane to the campaign. On the one hand, the whole adventure isn't derailed if a player character fails an important saving throw. On the other, debilitating conditions

Thoughtstones, page 166
Twelve Commanders, page 148

Inverted Pyramid, page 115

Smoke Shop, page 310

Lady Nagel, page 93
The Prison, page 436



Keepers of the Veil, page 119

Use the elf Celdore Silverwood of Dark Leaf (see page 108 in Chapter 6: Organizations) as a neutral go-between to negotiate a "peace" between the player characters and any of the criminal groups in the city.



Keepers of the Veil, page 119

DM TIPS

Beware of overdoing the danger to NPCs who assist the party—you don't want the PCs to just assume that their helpers will always die.



Of course, divination spells can circumvent or replace some or all of the steps involved in gathering bits of information. Don't let that bother you—just plan on it when preparing the adventure, if the PCs have access to such resources.

become a minor annoyance or a monetary drain rather than a real threat.

Likewise, if the characters need **information or advice**, they can just go down the street (more or less) and get it. If an adventure involves a foreign text in a mysterious language, the PCs can almost certainly find a translator somewhere in the city with relative ease. If an adventure involves ancient lore, they can go to the library that very day and look it up. Information is readily available.

Further, if the adventurers are hunting a ghost, they can go to the **Keepers of the Veil** and ask for a few knights and clerics to accompany them. That's what the Keepers *do*, after all, so it's difficult to imagine that they will say no. Of course, they *can* say no. Perhaps they are busy with their current missions at the moment, or maybe the PCs just don't seem too trustworthy. Or, perhaps the Keepers insist on taking care of the problem without the adventurers—they condescendingly pat the party members on the head and reassure them that *they'll* take care of it if the PCs just go back to their homes. But in the cases where it makes sense to do so, let it happen: **Give the party some NPC assistance**. Have the Keepers of the Veil go with the characters, and then increase the challenges they face. Use the knights as "cannon fodder," and kill them off in gruesome ways to add to the flavor of the adventure and heighten the danger.

Over the course of an urban campaign, the player characters should learn that **help is there if they really need it,** but that it's available only to those who establish themselves as trustworthy and reputable. More importantly, they should learn that most influential people in Ptolus respect those who take care of problems themselves, rather than turning over the responsibility to others.

Of course, another option for the PCs looking for allies is to just **pay mercenaries** or other adventurers to take care of their problems or accompany them. This often proves an unprofitable solution, as the player characters end up paying out more than they earn. In addition, it runs the risk of giving the PCs a bad reputation if the people they hire or recruit never come back alive.

In the end, DMs should prepare for all these possibilities. They should expect that the PCs will take care of debilitating conditions, get the information they need, and maybe even recruit help. If a DM understands the resources at the characters' disposal, there will be fewer surprises in store down the line.

URBAN PLAYER CHARACTERS

DMs should try not to set up their expectations for what their urban campaign will be like until they have seen the characters. Players likely will create their characters differently, they will balance with each other differently, and they will have different capabilities. But one thing is true: The mix of characters indelibly shapes a Ptolus Campaign, making one potentially quite unlike any other.

CLASSES

While classes like **rogues are tailor-made** for urban adventuring, DMs will discover that **spellcasters truly shine** in city adventures, which usually give the players far more control over when and where they will face encounters. This means that spellcasters are more likely to expend their resources all at once rather than conserving them. Urban adventures, as opposed to dungeon adventures, are far less likely to have multiple dangerous encounters in rapid succession in one day.

The strength of fighters, rogues, barbarians, and so forth is that they have **no expendable resource**; a fighter can swing his sword as many times as he wishes over the course of one day, and as long as his hit point total doesn't get too low, he can handle many encounters, one after another, without difficulty. The fact that this kind of adventuring does not happen often in a city virtually negates this strength, however.

The DM needs to remain aware of this issue. Occasionally creating urban adventures with multiple encounters, or mixing in more dungeon-style scenarios with the urban adventures, helps restore balance. Some DMs may want to offer treasure that gives the "nonexpendable resource" classes interesting, nonstandard abilities. For example, say the fighter's cool magic sword is made of stone and can cast *wall of stone* once per day. Now the fighter can take advantage of the same situational benefits (fewer encounters) as the group's spellcasters, even if in a small way.

SKILLS

It's difficult to overstress the importance of such skills as **Bluff, Diplomacy, Gather Information, Knowledge (local)**, and **Sense Motive** in an urban campaign. The PCs likely will use these skills over and over again, so characters who have them as class skills might seem to have an advantage. However, what this really means is that skill-oriented and interaction-style classes (such as the bard) that typically do not quite measure up have more to do in an urban campaign than they would in a more standard one.

DMs might see **Forgery** and similar skills get more use than normal in an urban campaign. They also might need to apply some often ignored rules such as using **Sleight of Hand** to hide small objects.

SPELLS

Don't forget that some of the spells player characters might have used often in previous campaigns, like *charm person* or *animate dead,* are frowned upon or **downright illegal in Ptolus**. PCs who prepare such spells may be in for a rude awakening. Characters who routinely skulk about the city

invisibly will draw likely unwanted attention from groups like **Goldshield**. Characters who disrupt traffic on a major road with a *web* or a *wall of stone* face hefty fines, at least. When dealing with an urban setting, **magic can have unexpected repercussions**.

PLOTTING URBAN ADVENTURES

Chapter 33: Adventures presents a number of Ptolus-specific adventures you can run. But how do DMs create their own urban scenarios?

It's useful to **think about adventures as bits of information**, one leading to the next. The DM needs to think about how the PCs will get each bit of information so that the campaign can continue. For example, say a band of ghouls has moved out of the catacombs below the Necropolis and into the sewers beneath the South Market. That's the final bit of information (actually, it's not, but keep reading). But where does the adventure actually start? Not with the bit about the ghouls, because how could the player characters know that?

Instead, the adventure starts with something that the PCs can know. They could know, for example, that there's a rash of missing people in the South Market. This is the first bit of information and, since it's information that many people could know and be concerned about, it suggests a hook for how the party members get involved: Someone comes to them to ask for help in uncovering the truth behind the disappearances. It could be someone who is interested in the problem in general, or it could be someone interested in a specific disappearance that affects them directly—a husband who has lost his wife or a woman who has lost her friend.

If the PCs accept the task, they've got to get to the next bit of information, which is that the people were forcibly taken. They can discover this either by clues found at the missing people's homes (signs of a struggle determined via a Search check) or from eyewitness reports of those who saw figures dragging off a victim or two (gained through using Diplomacy or Gather Information).

The next bit of information is either (1) The people were taken by ghouls, or (2) The people were taken into the sewers. The player characters can learn these facts again by looking for clues (Search checks at the scene of the abduction) or eyewitness reports (Diplomacy or Gather Information checks).

Once they learn that they need to look for the missing people in the sewers, it's time for the characters to take action. At this point, they may or may not know they're going after ghouls. The next bit of information is actually the last one: the exact location and condition of the abducted victims. You can prepare the ghoul lair and the combat encounters that happen when the PCs finally track down the creatures.

Now that you've got the general idea of how the adventure will flow from bit to bit, **throw in some red herrings**. Maybe the player characters are led to believe that the abductors are **ratmen** in the sewers, or **slavers**, because of a misleading word or clue. You can also prepare extraneous but interesting encounters. Maybe the adventurers actually do run into some hostile ratmen when they go down into the sewers. Maybe a living member of the **Forsaken** attempts to hamper the PCs' efforts while they're still in the city above.

Lastly, you've got to be ready for the characters to **come up with some surprising scheme**. Will they set a trap for the abductors, waiting for them to strike again? Will they use a divination spell to track one of the missing? You've got to give some of this a bit of thought. Player characters do the darnedest things.

Of course, **not every urban adventure involves a mystery**. Say, for example, a cleric in a new temple in the Temple District has been confronted by **Balacazar** agents demanding extortion money. The cleric comes to the PCs asking for help. There's no "mystery" to solve. The characters know who the bad guys are and what they're up to. But they still need to track information bits that can teach them what they can do to stop them. The characters might start by using Gather Information or personal contacts to learn about the extortionists and their hangouts. They'll have to go and observe them to learn even more. Then, they might try a variety of options: confronting them directly, alerting the City Watch, or contacting other NPCs for help. They might even come up with a plan to convince the criminals that extorting money from this particular temple isn't in their best interests. Ultimately, the PCs will reach the final bit of information on their own and ask themselves: Is helping the cleric worth making an enemy of the Balacazar organization?

In either case, just as a dungeon adventure flows along, taking the characters from one dungeon room to the next, the urban adventure flows along, taking them from one bit of information to the next—from one discovery to the next. Think of the adventure as steps toward the PCs' ultimate goal, and plan it one step at a time. They might not take all the steps you expect, they might skip steps, or they might invent whole new steps. Nevertheless, breaking the adventure down into small bits of information makes it easier to manage and prepare.

PTOLUS RANDOM ENCOUNTERS

When putting together an urban adventure, it's always important to leave room for random encounters: chance man-on-the-street meetings that could entail anything from a minute's conversation or a bit of local color to a brief fight or even the spark of a whole new adventure.



Goldshield, page 153

Ratmen, page 625
Slavers, page 428
The Forsaken, page 112

Balacazars, page 100

Enemies and Allies

As the campaign progresses, the player characters may develop a long list of ongoing enemies and allies. This is because, unlike when facing a dragon or a band of orcs, it's almost inconceivable for the PCs to take on and eliminate the entire Balacazar crime organization or all the Forsaken in the city. No matter how successful the party may be in fighting the Vai, there will almost certainly be more of these assassins to cope with later.

The DM should keep careful track of these enemies and allies and use them as the campaign progresses. Enemies reemerge to challenge the PCs when they least expect it, either by happenstance or with premeditated revenge in mind. Allies show up to both offer help and ask for it from time to time. Sometimes they stop by just to talk or share a meal.

Random encounters below the city have their own separate tables on pages 441 (the sewers) and 447 (the caverns).

Random street encounters are possible in any district of Ptolus. You'll find the random encounter matrix among the handouts in the envelope at the back of the book. If you're interested in a random encounter, first roll d%. Find the number you rolled in the left-hand column of the matrix, and read across in that row till you arrive at the column for the appropriate district. The result will be a three-digit number. (Some results have a different number for daytime versus nighttime encounters.) Flip through the numbered encounter descriptions on the sheets until you find the description for your result. There's your random encounter.

It's worth noting that this matrix isn't meant to generate absolutely every creature the player characters pass by as they wander the streets. Instead, it generates potential encounters—the actual events that happen within the district. Most of them are not combat encounters, although some could be. Some of these events might lead to adventures all their own. Others can be used simply as flavor, perhaps presented after the fact. For example, the DM might roll for a Warrens random encounter, getting a result of 160: "1d4+1 teenagers pelt passersby with eggs." In such a case, he might tell the players, "On your way to speak with Madame Kaethea, some kids throw eggs at you and other passersby on the street from the roof of one of the dilapidated tenements. Probably their only form of entertainment. Nice place, huh?"

Here are a few guidelines to keep in mind when generating random encounters in a district of Ptolus.

- Always ignore results that make no sense in the current situation.
- Don't use the encounters every time the PCs move from place to place. A good rule of thumb might be to use one street encounter per game session, or perhaps one every other game session.
- Only use them if whatever is going on the game can handle a potential interruption.
- Don't overuse any one encounter, but don't be afraid to run an encounter twice—just change some of the details first.

DM TIPS

Create a Touchstone

Take a particular tavern, shop, restaurant, or city square that the player characters frequent, and make that a familiar touchstone. It's where the characters gather before a mission, where they hold pre-arranged meetings with NPCs, and where—at least eventually—others know they can find the PCs. Although this touchstone place can be almost anything, the Ghostly Minstrel in Midtown (see Chapter 10, page 204) was created specifically for this purpose. Other choices might include the Griffon (page 206), the statue in Delver's Square (page 198; picture on 203), or the old Clock Tower in Oldtown (page 319).

HANDLING DANGEROUS EVENTS

Some urban events, such as raging fires, angry mobs, and panicked groups, require special rules.

FIRE!

Fire is a dangerous threat to densely populated regions like the districts of Ptolus. To make fighting a fire an exciting encounter, DMs can **treat fire like a mindless monster**—a construct. DMs can "build" a fire the same way they would build a new monster, giving it Hit Dice and hit points. Generally, a fire has 1 HD for every five-foot square in which it burns, so a single-story house twenty feet long and fifteen feet wide that is completely on fire would have 12d10 + 60 HD (126 hp). The additional 60 hp comes from a construct's bonus hit points. Such a fire would be size Gargantuan with AC 8. A fire has no ability scores except Dexterity, which is 15. A fire is immune to all attacks and effects except water, cold (not surprisingly, fire has the fire subtype), and smothering attacks. Splashing a gallon of water on a fire inflicts 1d6 points of damage to it. Smothering a fire with a blanket or similar item likewise inflicts 1d6 points of damage. A *quench* spell destroys it completely.

Fire can attack a creature or object adjacent to it once per round. As a construct, our sample fire has an attack bonus of +11, using its Dexterity (as if it had Weapon Finesse). Do not modify its attack bonus based on size. Those struck suffer 1d6 points of fire damage and must make a Reflex save (DC 15) to avoid catching on fire. If a character's clothes or hair catch fire, he takes 1d6 points of damage immediately. In each subsequent round, the burning character must make another Reflex saving throw. Failure means he takes another 1d6 points of damage that round. Success means that the fire has gone out. (That is, once he succeeds at his saving throw, he's no longer on fire.) A character on fire may extinguish the flames automatically by jumping into enough water to douse himself. If no body of water is at hand, rolling on the ground or smothering the fire with cloaks or the like permits the character another save with a +4 bonus. Those unlucky enough to have their clothes or equipment catch fire must make Reflex saves (DC 15) for each item. Flammable items that fail the save take the same amount of damage as the character.

Unattended flammable objects that the fire "attacks" catch on fire 50 percent of the time. In this way, a fire can spread to one new five-foot square about every other round. This gives the fire additional Hit Dice and may increase its size. Fighting a fire can take a very long time. However, a fire "burns out" in a square that has been burning for at least ten minutes, causing it to lose Hit Dice. (DMs can modify this time based on the materials in the square—a lot of wooden furniture could burn for much longer, but a relatively empty square could burn out faster.)

Characters in a building with wooden ceilings and floors that have been burning at least 10 rounds may face collapse. There is a 20 percent chance each round in such a burning building that a character faces a +10 attack from a falling rafter or bit of ceiling; an attack that hits inflicts 2d6 points of damage. If the fire has been burning for ten minutes or more, the entire ceiling might collapse instead (20 percent chance each round). In such a case, no attack roll is needed—all characters within suffer 8d6 points of damage (Reflex save, DC 15, for half damage).

Breathing air in a burning building deals 1d6 points of damage per minute (no save). In addition, a character must make a Fortitude save every five minutes (DC 15 +1 per previous check) or take





Firehouses are located all over the city, usually near Watchhouses. Each one has ladders, buckets, and other tools needed to fight fires. Firehouses are marked on the Ptolus poster map and individual district maps with this icon: . The Fire Brigade usually responds to an alarm within thirty minutes. For more information, see "Fire Brigade" in Chapter 7: City by the Spire (page 154).

1d4 points of nonlethal damage. Those wearing heavy clothing or any sort of armor take a –4 penalty on their saves. In addition, those wearing metal armor are affected as if by a *heat metal* spell.

Further, remember that a character who breathes heavy smoke must make a Fortitude save each round (DC 15 +1 per previous check) or spend that round choking and coughing. A character who chokes for 2 consecutive rounds takes 1d6 points of nonlethal damage. Smoke obscures vision, giving concealment (20 percent miss chance) to characters within it.

A fire of size Large or smaller is CR 2. Larger fires are CR 4. Collapsing attacks or dangers increase the Challenge Rating by +1.

MOB SCENE/PANIC

Mob scenes are bound to occur from time to time in an urban environment as densely packed as the city of Ptolus—especially with so many resident adventurers and monsters about. An angry mob or a panicked group of people can make for an interesting challenge. Using the rules here, assume that a "mob" is a group of ten or more people. Mobs are undirected and chaotic. People run in all different directions, shouting, screaming, pushing, and even attacking. **Angry mobs** typically take up one five-foot square per individual in them. **Panicked groups** take up one ten-foot square per individual, as people run about more haphazardly.

Calming an angry mob or panicked group requires a successful Diplomacy check. The base DC is 10, but it is modified by +1 for every two people in the mob; so calming thirty people has a DC of 25. Additional characters can help with this check using the aid another rules. Success means that the mob or group calms for 1 round, inflicting no damage and not moving. Only after two successful checks will the mob or group disperse quietly or remain in place, should that be the desired outcome of the character using Diplomacy.

A DM can choose to treat a very large mob or group as several smaller ones.

An **angry mob can move** usually no faster than speed 10; if it is actively chasing someone, it can move at speed 20, but there is a 20 percent chance each round that the mob will disperse into angry individuals, at least half of whom will calm down and leave the area. The mob can attack any creature or object in the area it covers with a +5 attack bonus, inflicting 1d6 points of damage.

A **panicked group moves** at speed 20 and has a 40 percent chance each round of dispersing—in effect, a panicked group is, by its very nature, attempting to disperse as it runs from whatever it is afraid of. Such groups typically do not last long. Panicked groups do not attack creatures or objects.

Anyone within the area of an angry mob or panicked group suffers a –2 penalty on attacks, checks, and saves due to being jostled and bumped. A character in the area must succeed at a Balance check (DC 5) each round or fall down. Not only is the character then prone, but he must make a Reflex saving throw (DC 15) or suffer 2d6 points of damage per round from trampling. A Balance check (DC 10) is required to stand up again in a surging mob or group.

Typically, about one in ten members of a mob or group sustain wounds from being part of it. And for each of those wounded, there is a 25 percent chance that the person dies, unless the PCs or other characters somehow prevent it.

Use these rules when the player characters face an angry mob looking to lynch an ally of theirs, or to handle the sudden appearance of a manticore in a large group of people—the PCs must fight it even as the crowd panics around them.

Dealing with a mob is a CR 2 challenge.

DM TIPS

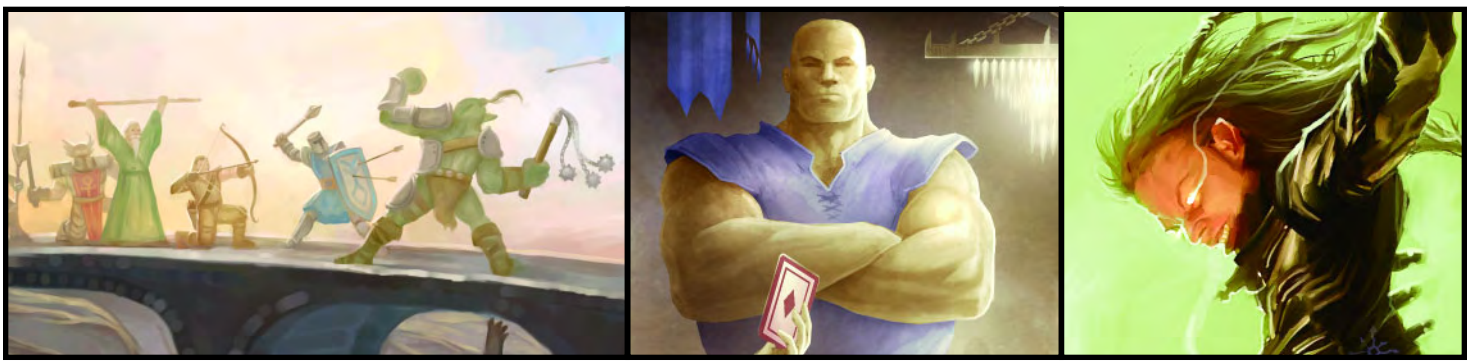
As a tool to help you pace the campaign the way you want, occasionally implement a mandatory rest period after a particularly grievous wound—like negative levels or ability score drain. Force the victims to rest a few days or even a week, even after they've been magically healed.



Chapter 33:

ADVENTURES

This chapter presents a series of short adventures to introduce players and player characters to Ptolus. Characters of 1st or 2nd level can start with these adventures, and they could reasonably expect to be 3rd or even 4th level once they complete this chapter.



Lords of Castle Shard, page 286

Balacazar family, page 100

Temple of the Rat God, page 390
Ebon Hand Temple, page 379
Typical ratman nest, page 442

Lord Abbercombe, page 88

The Night of Dissolution *adventure on the CD-Rom that comes with this book is meant to pick up where the adventures in this chapter leave off.*

Helmut Itlestein, page 389

The adventures presented here are episodic, but they are designed to be run together, one after another. They involve gangsters, politics, and a conniving dark elf manipulating events—and the PCs—to get what he wants. By the end, the characters will have met some of the movers and shakers in the city and are likely to have made both allies and enemies. The chapter also includes some short, independent "interludes" that can be inserted at almost any time.

These adventures mostly do not involve dungeon crawls. For dungeon crawl adventuring, use the **Temple of the Rat God**, the **Ebon Hand Temple** (both in the Temple District), or the **typical ratman lair** (in the sewers). Or mix in one or more of those dungeon raids with the ongoing adventures presented here, such as between "Smuggler's Daughter" and "End of the Trail."

THE FLOW OF THE ADVENTURES

Things start, as they often do, with action. Some thugs accost a young woman named Phon. The player characters intervene and discover that, inexplicably, someone seems to have paid for an assassination on the woman. They follow a trail of clues to an old warehouse and finally to the home of a minor criminal named Toridan Cran. But there the trail goes cold.

However, the brother of Toridan, Linech Cran, is also a criminal, as the PCs learn when they get involved with none other than the **Lords of Castle Shard**. These Ptolus notables want to know why Linech is seeking adventurers. The player characters end up looking for a sunken ship that held the coffin of Linech's deceased daughter. The coffin holds more than just her corpse, however—it also contains a demon-possessed watch very valuable to Linech and the **Balacazar family**. When the PCs learn that the watch has caused Linech's daughter to rise from the grave as an undead creature, returning her to her father suddenly becomes much more complicated.

Further, Linech owns a solid gold statue. Unbeknownst to him, it is actually a man named **Lord Abbercombe** held in stasis. The Lords of Castle Shard want Lord Abbercombe brought to them and restored. But the whole thing is a setup. A dark elf named Shilukar has given the statue to Linech specifically so the PCs would find it and eventually get it to Castle Shard. Then the dark elf could offer to trade the magic to restore Abbercombe for the lords' hospitality and protection.

Next, the player characters learn that Phon has disappeared, and their only lead is the name of her secret lover, **Helmut Itlestein**. Helmut is

holding the pregnant Phon, planning to kill the baby when it is born—for he has seen a prophetic vision that the child, and others like it, hold nothing but doom for all of Ptolus.

Helmut also has an important clue in his house that will lead the PCs to Shilukar's lair. After the adventurers rescue Phon, they have only two days to get the magical restorative from Shilukar's lair before the Lords of Castle Shard grant him what he wishes. And while that may not seem so bad in the short term, granting the wish of a manipulative and conniving dark elf like Shilukar cannot be good in the long run. And Shilukar's lair holds still more dark secrets involving chaositech and the powerful and evil idol of a bestial god and his progeny.

Also included in this chapter are two unrelated one-session interludes that DMs can insert into the flow of events at any time.

GETTING STARTED

The adventures in this chapter start with the assumption that the player characters are 1st level and likely entirely inexperienced. They can be new to Ptolus or natives, it doesn't matter.

Either way, DMs should pass out to the group copies of the *Player's Guide to Ptolus*, a 32-page primer to the city. You can find the entire guide as a free downloadable PDF file at <www.ptolus.com> and on the CD-Rom included in the envelope at the back of this book. (Print versions are also available in stores.) Each player should have a copy. Let everyone have a chance to learn about the city and get a feel for the setting before you begin.

A blank Ptolus character sheet is available in the envelope at the back of this book. You'll also want to assemble these handouts: the players' city map sheet, the random encounter matrix (three sheets), the Ptolus at a glance sheet, the players' adventure handout (Linech's burrow), and the DM's adventure maps (two sheets). The city side of the poster map can help you find the various streets mentioned in the adventures.

Keep one of your bookmark ribbons in Chapter 32: Urban Campaigns in case you need to flip back quickly to the sections on random encounters or urban player characters.

FORESHADOWING

During the course of the first adventure, use four instances of foreshadowing to presage the coming events:

1. SHILUKAR WANTED POSTER

The player characters see the wanted poster at right. Those who make a successful Gather Information check (DC 17) hear rumors that "Shilukar" (whoever that is) has broken into a number of manor homes in the Nobles' Quarter and stolen valuables of all types. Many of these homes are owned by members of House Abanar. Most people assume that the theft victims got his name through divination spells, but that such spells haven't revealed the thief's location. Some even say that Shilukar has gnoll servants working with him on these break-ins. A Gather Information check (DC 20) check also reveals that some people say Shilukar uses a fence named Ammel Dar.

A Knowledge (local) check (DC 10) confirms that gnolls are extremely uncommon in this area of the world.



You can print out a copy of the poster at left from the "Handouts" section of the CD-Rom.

Shilukar, page 617

LEVELS 1 TO 20!

The adventures in *Ptolus* can take your player characters all the way from level 1 to level 20. Here's one adventure path with an emphasis on fully-fleshed out adventure locations from this book. (It doesn't touch on investigating the caverns, the Prison, Mahdoth's Asylum, and interesting places such as Dreta Phantas and the Jewels of Parnaith, which require a little development work.)

Levels	Adventure	Source
1	The Murderer's Trail/Trouble With Goblins	Chapter 33
2	Smuggler's Daughter	Chapter 33
2–3	End of the Trail/The Missing Wafers	Chapter 33
3–4*	Shilukar's Lair	Chapter 33
4–9**	The Night of Dissolution	CD-Rom
10	Longfingers Guild	Chapter 20
10–12	Dwarvenhearth	Chapter 23
12	Kadmiel the Shade Tower	Chapter 14
13–14	Goth Gulgamel	Chapter 24
15–18	Dark Reliquary†	Chapter 11
19–20	Jabel Shammar	Chapter 25

* *Or the Ratman Nest (levels 3–4, Chapter 21).*
** *Or Temples of the Rat God and the Ebon Hand (levels 4–5, Chapter 17) with* The Banewarrens *(6–10, CD-Rom).*
† *See adventure ideas for other levels in "Dark Reliquary Scenarios," page 277.*

As you begin the adventure, refer to the Appendix for suggestions on using the cardstock and fabric bookmarks, the poster map, and the loose sheets to make your sessions run smoother.

FROM MY CAMPAIGN TO YOURS

The scenarios involving Linech, Linele, and Shilukar had great impact on my Ptolus Campaign. While Linele was safely "rescued," the watch fell into the hands of the Covenant of Blood, who coaxed even more amazing powers out of it. Shilukar went on to become one of the campaign's most frustrating villains to deal with after he safely secured residence in Castle Shard.



Shivvel, page 557

Republicans, page 150
Administration Building, page 314
Helmut Itlestein, page 389



Pale Dogs, page 131

Read more on another plot by Helmut Itlestein against runebearer children in the city in the scenario described under "The Cloud Theater" in Chapter 10: Midtown (page 202).

Saches, page 219
St. Gustav's Chapel, page 219

Watcher of the Skies temple, page 389

Runebearers, page 60

Brother Fabitor, page 220

Runebearers and doom for the city, page 389

2. SHIVVEL ADDICTS

The player characters encounter one or more beggars on the street who are obviously addicted to the drug **shivvel**. They bear the typical signs of an addict: dark rings around bloodshot eyes, dark-stained fingers, extremely bad breath, and severe shakes.

3. REPUBLICAN RALLY

While the characters walk about town they find flyers advertising a big **republican** rally to be held in front of the **Administration Building** in Oldtown. This is an opportunity for them to find out about this political movement. Even if they don't attend the rally (which **Helmut Itlestein** is organizing), they learn that republicans want Ptolus to secede from the Empire and form its own new independent government run by representatives elected by the people.

4. BLUE GNOLLS

If the adventurers go into the Guildsman District at any time, they hear a rumor that an old man saw a blue-skinned/furred gnoll around the southeastern side of the district one night. Most people (understandably) think he was just drunk.

ADVENTURE 1: THE MURDERER'S TRAIL

The gist of this adventure is fairly simple. A priest named Helmut Itlestein wants his pregnant mistress murdered and has hired criminals to do the dirty deed. The player characters must not only save the woman, but follow the trail of criminals, perhaps all the way back to Helmut. This adventure requires a fair bit of investigation; Gather Information and similar skills will prove very useful.

PHON AND THE PALE DOGS

Phon Quartermain, a very young and comely human woman works as a seamstress at **Saches**. She is a frequent visitor to **St. Gustav's Chapel**, as she lives only a few blocks away, in the heart of Midtown. Her lover is Helmut Itlestein, high priest of the **Watcher of the Skies temple** in the Temple District. Due to their illicit affair, she is pregnant. Unbeknownst to her (but revealed to Helmut in a vision from his deity), her child will be a **runebearer**.

Brother Fabitor at St. Gustav's does what he can for Phon, but she will not reveal to anyone the identity of the father of her child. Brother Fabitor is her only real friend other than Helmut, who turns out to be no real friend at all: He has hired criminals to kill Phon, so that her baby will never be born. Helmut believes that the birth of runebearers spells **doom for the city.**

A Cry For Help (EL 1)

The player characters walk the streets of Midtown at dusk. A light rain falls. Suddenly, they hear a woman scream and cry for help.

If they investigate, they see two thugs attacking a young woman: Phon Quartermain. Phon is pregnant, but not obviously so. What is obvious is that she will die if someone doesn't stop these young assailants. A close look reveals that both of the attackers belong to the **Pale Dogs**. Each bears the double-finger ring of the gang as well as the trademark black-painted fingernails, which a PC can determine with a Knowledge (local) check (DC 16).

If the PCs do intervene, the thugs attempt to run away. A chase through rain-slicked streets ensues; those who take the run action must make a Balance check (DC 10) or slip and fall, ending their move and leaving them prone.

Phon Quartermain
Female human (Neutral Good)
Commoner1 **CR** 1/2
HD 1d4 **hp** 4
Init +1 **Speed** 30 feet
AC 11, touch 11, flat-footed 10
BAB/Grapple +0/+0
Attack/Full Attack +0 melee (1d3, unarmed)
Fort +0, **Ref** +1, **Will** +1
Str 11, **Dex** 12, **Con** 10, **Int** 11, **Wis** 13, **Cha** 17
Crucial Skills: Spot +2.
Other Skills: Craft (sewing) +5, Diplomacy +4, Knowledge (local) +2, Profession (seamstress) +2.
Crucial Feats: Run.
Other Feats: Skill Focus (Craft [sewing]).
Possessions: Gold necklace (10 gp), 9 sp.

Ortry Gannon, Pale Dog
Male human (Neutral Evil)
Warrior1 **CR** 1/2
HD 1d8+2 **hp** 10
Init +1 **Speed** 30 feet
AC 14, touch 11, flat-footed 13
BAB/Grapple +1/+4
Attack/Full Attack +4 melee (1d10+4, greatclub) or +2 ranged (1d10, heavy crossbow)
Fort +4, **Ref** +1, **Will** –1
Str 17, **Dex** 13, **Con** 14, **Int** 10, **Wis** 9, **Cha** 14
Crucial Skills: Hide +3.
Other Skills: Disguise +4, Knowledge (local) +1.
Crucial Feats: Blind-Fight, Point Blank Shot.
Other Feats: N/A
Possessions: Studded leather armor, greatclub, heavy crossbow, bolts (12), *potion of cure light wounds*, brass double-finger ring worth 3 gp, 10 gp, 8 sp, note (see next page).

Derral Fank, Pale Dog
Male human (Chaotic Evil)
Rogue1 **CR** 1
HD 1d6+1 **hp** 7
Init +2 **Speed** 30 feet

AC 14, touch 12, flat-footed 12
BAB/Grapple +0/+0
Attack/Full Attack +0 melee (1d6, short sword) or +3 ranged (1d8, light crossbow)
SA Sneak attack +1d6
Fort +1, **Ref** +4, **Will** +1
Str 10, **Dex** 15, **Con** 13, **Int** 11, **Wis** 13, **Cha** 10
Crucial Skills: Disable Device +4, Escape Artist +6, Hide +6, Listen +5, Move Silently +6, Tumble +6.
Other Skills: Appraise +4, Disguise +4, Open Lock +6, Sleight of Hand +6.
Crucial Feats: Dodge.
Other Feats: Stealthy.
Possessions: Leather armor, short sword, light crossbow, masterwork bolts (10), thieves' tools, brass double-finger ring worth 3 gp, 10 gp, 15 sp.

Interrogating Captives

Ortry and Derral won't resist a harsh interrogation (an opposed Intimidate check would be appropriate), but they don't have much useful to say. They admit to being part of the **Pale Dogs** and might even claim that their leader is **Jirraith**, but they add that they've never actually seen him. Further, he didn't send them on this job. They were hired to kill Phon by a man named Doffel (a fake name given to them by Vagger—see next page). They each got 10 gp for the job and were each to receive another 40 gp if they met with their employer at a warehouse on Able Row, on Theoday, two hours after dusk.

Ortry's Note

Ortry carries a scrap of paper on which is scribbled this barely legible message:

Phon Quartermail. 3rd door westarn side of Crispin Street. Blak hair, yung. After: the red wairhuse on Able row, 2 hours after dusk. Theoday.

Phon doesn't have any idea who her attackers are, or why anyone would want her killed. She assumes—unless shown evidence to the contrary—that they are simply muggers.

FURTHER INVESTIGATION

The player characters have a few options for further investigation. They can ask around in the neighborhood or find out from Phon herself that the young woman works at a seamstress shop called **Saches** here in Midtown. She spends much of her time at **St. Gustav's Chapel**, as she is a devout Lothianite.

Gathering Information

A standard Gather Information or Knowledge (local) check regarding the Pale Dogs reveals the following:

DC	Information
12	The Pale Dogs are a gang of young thugs in Ptolus.
14	The Pale Dogs sometimes get hired for freelance jobs to do unimportant work by those not affiliated with their group.
15	The Pale Dogs are based in the Warrens.
16	Other, more powerful and experienced criminals may exploit the Pale Dogs.
18	The Pale Dogs' leader is a mysterious man named Jirraith.
20	Jirraith and the Pale Dogs ultimately work for the **Balacazars**.
25	The Pale Dogs sometimes advance to become enforcers or bosses in the Balacazar organization or assassins with the **Vai**.

If the characters want to go storming into the Warrens, remind them that that part of town is so dangerous that even the **City Watch** doesn't usually enter. The streets there have no names, and the buildings bear no signs, so finding one's way around—let alone finding the Pale Dogs on their home turf—without more information should be next to impossible.

Of much greater value, however, would be a conversation with Brother Fabitor at St. Gustav's. Fabitor knows Phon fairly well and is worried about her. He strongly suspects she is pregnant as a result of a recent love affair, and that she believes the affair is over. He doesn't know who Phon's lover is, but he fears that the whole relationship is a problem. If he learns of the attack, he will implore the PCs to watch over her.

If the characters go to Saches, they learn little other than that Phon is well liked and quiet. If they succeed at a Diplomacy check (DC 15) while there, some of the other employees will say that at times it seemed as though Phon had more money than she should—not a lot more, but she never really appeared to have money problems. If the PCs confront Phon with this fact, assuming the adventurers are friendly to her, she admits to the affair, explaining that her "friend" helped her pay the bills. Under no circumstances will she say who her lover is, and she'll cry if anyone attempts to force her.

The Note

The best clue for the player characters, obviously, is Ortry's note. If they go to the warehouse mentioned at the time noted, they find those who hired the Pale Dog thugs.

THE WAREHOUSE

Located in Midtown, in the neighborhood known as Longbottom, the red warehouse is on Able Row. It is an innocuous-looking rectangular wooden building with a partial second floor. See the warehouse map on the separate sheet.

DM TIPS

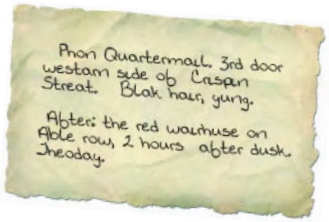
If the player characters aren't interested in helping Phon any further, or if they don't follow up on the mystery of her attackers, Brother Fabitor Thisk comes to them the next day to offer them each a 80 gp spellcasting credit at St. Gustav's in exchange for looking into the matter.

Balacazars, page 100

The Vai, page 139

City Watch, page 150

Pale Dogs, page 131
Jirraith, page 406



You can print out a copy of Ortry's note from the "Handouts" section of the CD-Rom in the envelope at the back of this book.

Saches, page 219
St. Gustav's Chapel, page 219

Pale Dogs, page 131

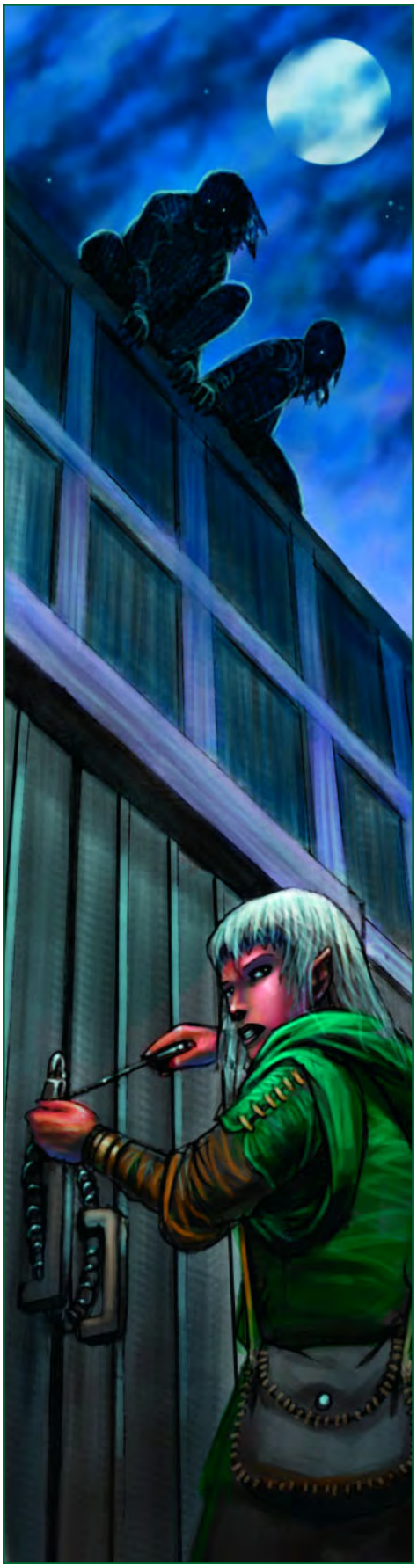
Sea Kingdoms, page 43

For more about elves in the world of Praemal, see Chapter 3: Races (page 49).

Wise player characters might try to scope out the warehouse before the appointed time. If they come more than an hour ahead of time, they're likely to catch Vagger and Laucio off guard. If they come more than two hours ahead of time, though, they'll find the warehouse workers still present; Vagger and Laucio won't be there yet.



All the maps for the adventures in this chapter are on loose sheets in the envelope at the back of the book.



If the PCs arrive at the appointed time, the warehouse is closed, dark, and locked up, except for a door on the south side that stands open. The two men in the warehouse are not members of the Pale Dogs. Instead, they are criminals who work for a minor crime boss named Toridan Cran.

Vagger and Laucio (EL 4)

Vagger Nulus is a small-time hood with big ambitions. Vagger has a Doberman Pinscher named Marcus. Laucio Dellinti is a Shoal elf who came to town recently from the Sea Kingdoms of the south. He met up with Vagger, and the two became partners working for Toridan Cran. Despite Vagger's inexperience, he is definitely the "brains" of the team, and Laucio does what the human tells him.

Vagger has no intention of paying the Pale Dogs with whom he subcontracted Phon's assassination. When they came to the warehouse, he and Laucio wait in ambush. Who's going to miss two scum like Ortry and Derral?

Tactics: Vagger is close friends with one of the men who works at the warehouse, so he has a key to the doors. An hour before the appointed time, he and Laucio got into position, with the elf going up to the second level by the foreman's office and preparing to use his bow. Vagger plans to greet his "guests" and then attack with surprise when they get close. Marcus the dog will leap into the fray right after. When the PCs enter instead of Ortry and Derral, however, the criminals inside are likely to be very surprised. Vagger might try to use Bluff to convince them to go away, but shouts "Laucio, attack!" at the first sign of trouble.

Vagger Nulus
Male human (Neutral Evil)
Rogue1 **CR** 1
HD 1d6+1 **hp** 7
Init +7 **Speed** 30 feet
AC 16, touch 13, flat-footed 13
BAB/Grapple +0/+2
Attack/Full Attack +3 melee (1d6+2, short sword) or +3 ranged (1d6, short bow)
SA Sneak attack +1d6
Fort +1, **Ref** +5, **Will** +3
Str 15, **Dex** 17, **Con** 12, **Int** 16, **Wis** 16, **Cha** 11
Crucial Skills: Bluff +4, Climb +5, Disable Device +7, Hide +5, Jump +3, Listen +4, Move Silently +7, Open Lock +7, Search +7, Sense Motive +6, Spot +5.
Other Skills: Appraise +7, Decipher Script +6, Forgery +7, Handle Animal +3, Knowledge (local) +2.
Crucial Feats: Run.
Other Feats: Improved Initiative.
Possessions: Masterwork studded leather armor, masterwork short sword, short bow, arrows (20), thieves' tools, gold ring worth 50 gp, 19 sp.

Marcus, Dog: hp 13; see MM (use wolf stats).

Laucio Dellinti
Male Shoal elf (Lawful Evil)
Fighter2 **CR** 2
HD 2d10 **hp** 14
Init +1 **Speed** 20 feet
AC 18, touch 11, flat-footed 17
BAB/Grapple +2/+3
Attack/Full Attack +5 melee (1d8+1, longsword) or +4 ranged (1d8+1, longbow)
Fort +3, **Ref** +1, **Will** –1
Str 13, **Dex** 12, **Con** 11, **Int** 12, **Wis** 9, **Cha** 10
Crucial Skills: Climb +2, Jump +2, Spot +2.
Other Skills: Gather Information +2, Handle Animal +1, Knowledge (geography) +3, Ride +2.
Crucial Feats: Combat Reflexes, Point Blank Shot.
Other Feats: Weapon Focus (longsword).
Possessions: Masterwork chainmail armor, masterwork heavy steel shield, masterwork longsword, masterwork composite longbow (Strength +1), arrows (20), *potion of cure light wounds*, 21 gp, 15 sp, 4 cp.

Following Up

Vagger and Laucio are loyal to Toridan Cran, both through fidelity and fear. They are difficult to intimidate if captured; they gain a +4 bonus on their checks to oppose Intimidate checks. If one of them cracks, they can tell the PCs that Toridan Cran paid them 100 gp to kill Phon Quartermain, and that they were going to cheat the men they subcontracted to actually perform the murder. They know where Toridan lives.

Otherwise, a Gather Information check (DC 18) asking around some of the less-than-reputable areas of town reveals that Vagger and Laucio often work for a criminal named Toridan Cran.

The warehouse holds nothing of much value or interest (just crates of bolts of cloth, clay mugs, and similar goods). No one associated with the place has done anything wrong—other than being too friendly with Vagger.

TORIDAN CRAN'S HOUSE

Toridan Cran lives in a small one-story wooden house on Nar Street in southern Midtown. See the map on the separate sheet. The neighborhood is fairly run-down, and a number of vacant houses surround the ones that are still occupied. The house is ill-kept and filthy.

Toridan's operation is too new and too small to have been incorporated into one of the larger criminal organizations yet, which is exactly why Helmut chose it. He specifically instructed Toridan to get someone else to do the job but not tell them who was behind it, so that there would be multiple layers between him and the dire deed. Toridan's mage associate, Collus Adderwood, told him to hire Vagger and Laucio, figuring that they themselves would subcontract the job and probably kill whomever they hired. He thought this extra step would please Helmut. In reality, Helmut intends to kill Toridan and everyone with him once the job is done, just to cover his own tracks.

Toridan is not bright enough to be much of a leader, but he has a forceful personality that makes him *seem* like one. Collus is the real "mastermind," although he is not entirely sane. Collus believes himself to be far more powerful than he really is. Toridan's brother, **Linech**, runs a much larger operation out of the Rivergate District. Toridan used to work for his brother, but they had a falling out, and now he wants to show up his older sibling.

The Fight (EL 4)

It is likely that the player characters catch Toridan and his crew completely off guard. Unless given a reason to be alert, they have no idea that anyone could trace the attack on Phon to them—they may not even yet know that the job didn't succeed.

More likely than not, Toridan, his ne'er-do-well sidekick Guun, and his mage friend Collus are relaxing in the house. Toridan and Guun play a dice game near the back door, and Collus reads a book of arcanum in the front part of the main room.

Tactics: Toridan and Guun leap into the fray, believing that any fight is for their lives—they may assume the PCs are a rival gang. If Toridan has some time to prepare, he drinks his *potion of bear's endurance* and gains 4 hit points. Collus is paranoid and a bit delusional—at the first sign of trouble, he summons a Small fire elemental with his scroll of *summon monster III* and tells it to attack. Amid the trash-filled house, it is *extremely* likely that the fire elemental **sets the house on fire**.

Toridan Cran
Male half-orc (Lawful Evil)
Fighter2 **CR** 2
HD 2d10+4 **hp** 21
Init +1 **Speed** 20 feet
AC 17, touch 11, flat-footed 16
BAB/Grapple +2/+6
Attack/Full Attack +7 melee (1d12+6, masterwork greataxe), or +3 ranged (1d4+4, dagger)
SQ Darkvision 60 feet
Fort +6, **Ref** +2, **Will** +3
Str 18, **Dex** 13, **Con** 15, **Int** 8, **Wis** 14, **Cha** 15
Crucial Skills: Intimidate +7, Listen +2, Spot +2.
Other Skills: N/A
Crucial Feats: Blind-Fight, Combat Reflexes, Quick Draw.
Other Feats: N/A
Possessions: Banded mail armor, masterwork greataxe, daggers (2), *cloak of resistance +1*, *potion of bear's endurance*, 28 gp.

Guun Morrigon
Male human (Neutral Evil)
Warrior1 **CR** 1/2
HD 1d8 **hp** 8
Init –1 **Speed** 20 feet
AC 16, touch 9, flat-footed 16



Linech, page 601

Other PC Tactics

The player characters might try other modes of investigation in this adventure. For example, they might "let" an enemy get away so they can follow him. Assuming they can make a Hide check that beats the target's Spot check, this tactic will work—the person they tail leads them right to the next step of the adventure (but no further than Toridan Cran's house).

Likewise, they might try to find out more information about the NPCs involved using Gather Information or similar methods. DMs should feel free to elaborate on their backgrounds, but the important thing is to get the PCs to the next step on the trail.

For rules on fighting fires, see "Handling Dangerous Events" in Chapter 32: Urban Campaigns (page 586).

DM TIPS

Toridan is a formidable opponent for 1st-level characters. With one swing of his greataxe, he can kill an unhurt 1st-level wizard, rogue, or even a cleric.



From left: Guun, Toridan, and (in front) Collus.

Don't forget to include the four foreshadowing elements mentioned on page 589: Shilukar's wanted poster, shivvel addicts, a republican rally, and blue gnolls.

DM TIPS

Some player characters might get hung up on trying to find out who hired Toridan Cran in the first place. You may have to directly intervene (i.e., send them an NPC asking for help) in order to get them going where you want them to go after this segment of the adventure.

BAB/Grapple +1/+2
Attack/Full Attack +3 melee (1d8+1, longsword)
Fort +2, **Ref** +1, **Will** –1
Str 12, **Dex** 9, **Con** 11, **Int** 13, **Wis** 9, **Cha** 10
Crucial Skills: Climb +6, Spot +3.
Other Skills: Handle Animal +4.
Crucial Feats: N/A
Other Feats: Lightning Reflexes, Weapon Focus (longsword).
Possessions: Chainmail armor, heavy steel shield, heavy mace, climber's kit, 50 feet of silk rope, silver ring worth 25 gp, 15 gp, 22 sp.

Collus Adderwood
Male human (Chaotic Neutral)
Wizard2 **CR** 2
HD 2d4+2 **hp** 8
Init +6 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +1/+1
Attack/Full Attack +1 melee (1d4, dagger) or +3 ranged (1d4, dagger)
Fort +1, **Ref** +2, **Will** +5
Str 10, **Dex** 14, **Con** 13, **Int** 15, **Wis** 14, **Cha** 13
Languages: Common, Elvish, Ignan.
Crucial Skills: Concentration +7, Spot +4.
Other Skills: Knowledge (arcana) +7, Knowledge (geography) +4, Knowledge (history) +7, Spellcraft +6,
Crucial Feats: N/A
Other Feats: Extend Spell, Improved Initiative, Scribe Scroll.
Spells: 4/3; save DC 12 + spell level.
1st—*burning hands* (2), *shield*.
0—*daze, detect magic, prestidigitation, read magic.*
Possessions: Dagger, *potion of levitate*, scroll of *magic missile*, scroll of *summon monster III,* spectacles (needed for reading).

Treasure (EL 1)

Assuming the house doesn't burn down (see next page), the player characters can snag a fair bit of interesting loot. Under a loose floorboard in the kitchen (Search check, DC 20, to find), Toridan keeps a locked iron box (Open Lock, DC 20) that is also trapped with a poisoned needle that shoots out of the open lid if the box isn't opened with the key. Toridan has hidden the key on the underside of the oil lamp on the kitchen table (Search, DC 23, to find).

Poison Needle Trap: CR 1; mechanical; touch trigger; manual reset; Attack +8 ranged (1 plus greenblood oil poison); Search DC 22; Disable Device DC 20.

Inside the box are two *potions of cure light wounds*, two doses of greenblood oil poison (see Chapter 8: Glossary of the DMG), a flask of antitoxin, a flask of alchemist's fire, and a leather bag containing 150 sp and 84 gp.

There are also three interesting books in the house:

Toridan's Ledger: This handwritten book keeps track of all of Toridan's business dealings in very simple form. It shows that someone named Methul Watcher (a fake name Helmut used) paid him 200 gp to kill Phon Quartermain, specifically requesting that Toridan subcontract the job to someone else to put further distance between "Methul" and the crime.

Perhaps just as interesting, however, the ledger shows a number of other transactions and includes the names and sometimes even addresses of a few other criminals in the city. The DM could use this information to lead the PCs to other "crimebusting" or "bounty hunting" -style adventures.

Collus' Spellbook: The spellbook contains these spells: 0—*acid splash, arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*; 1st—*animate rope, burning hands, comprehend languages, detect undead, feather fall, shield*.

Collus' Arcanum Text: This rare book is worth 35 gp to anyone interested in magic.

Fire!

It is likely that the Small fire elemental Collus summons will start the house on fire. The fire begins in the front room and spreads throughout the entire house within 10 rounds. See the section "Handling Dangerous Events" in Chapter 32: Urban Campaigns (page 586) for more information on dealing with the fire.

If the house does burn, the abovementioned books are all destroyed, but the contents of the locked iron box are likely fine.

Dead End

This dangerous encounter is likely to be the ultimate one, for now. The trail goes cold, as Toridan has nothing to link the murders to anyone else. If interrogated, Guun knows nothing. The best that either of the others can do is offer up "Methul Watcher," who isn't even a real person—following up on that name results in nothing. Nothing in the last encounter leads the characters to Helmut Itlestein . . . until later. See Adventure 3: End of the Trail for the ability to follow up on this scenario.

INTERLUDE 1: THE TROUBLE WITH GOBLINS

This brief interlude is a stand-alone adventure that is likely to occupy the course of one short session of your game. Since its primary focus is to earn the player characters some experience points (and let them beat on some foes weaker than them), you could replace it with a trip down into **the sewers** to hunt ratmen or any other adventure you wish.

The old Greyson House is believed haunted. The player characters hear of recent "strange sounds" and "eerie sights" around the house, an old two-story home in the North Market. If that's not enough to pique their interest, they see a posted notice indicating that the neighbors have jointly collected 75 gp to pay anyone who will investigate the house and rid it of "spooks."

In reality, the house has never been haunted. It does, however, have a direct link from its cellar down into an ancient section of **Ghul's Labyrinth**. This means that monsters have sometimes wandered up into the city from the house, starting various rumors. Today, the house is the lair of some goblins that have come up from below the city. They hunt at night, preying mainly upon pets, but occasionally taking down a lone citizen, whom they drag back to the house. Generally, though, they steal rather than hunt, breaking into houses and taking food, valuables, and anything they can get their little hands on.

The neighbor that seems to take the lead role is Erell Yinnick (male human commoner1). He's the one who holds the collected reward money and tells the PCs about the ghostly sounds and sights the folks around the house have noticed over the last few weeks.

THE HOUSE

The goblins in the house have their own brand of organization and strategy. During the day, most of the goblins (other than the lookout in Area 1) are asleep, hidden in the cellar (Area 4) and the back room (Area 2). The lookout and his pet hide, doing their best to scare off intruders (see below) while alerting the others. At night, about half the goblins are out hunting/foraging/stealing, but the rest are present and alert.

See the map of the house on a separate sheet.

1. Goblin Lookout (EL 1)

Watching out a window in the front room of the old house, a single goblin makes sure that no one disturbs the place. If he sees someone coming, he makes some scary noises—a few creaks of wooden boards, some scratches, and a brief, low howl. This is enough to send most of the neighbors running off.

If anyone actually comes into the house, the goblins have rigged up the crudest of traps on the front door: If opened, it tips over a covered bucket of rancid meat, feces, and turpentine, creating nauseating vapors in the front room (Fortitude save, DC 10, or be nauseated for 1d3 rounds.) This "trap" is hard to deal with from the outside (Search DC 23, Disable Device DC 20). Again, it is meant to drive people off.

If the stench doesn't get rid of intruders, the hidden goblin launches his pet stirge at the player characters, but he covers it with an old stained sheet first. The stirge flitters about, looking a bit like a ghost. A Spot check (DC 15) suggests that

Calling in the Watch

If, at any time during the course of this first adventure, the player characters try to turn in evidence to the City Watch and let them take care of things, the scenario likely comes to an end. However, most members of the Watch will encourage the PCs (who likely look more capable than the typical shopkeeper) to follow up on it themselves. "There might be a reward for taking care of the guilty party," the adventurers are told.

There is, in fact, a reward for Toridan. He has a bounty on his head of 50 gp, payable by the government (collected in the Administration Building in Oldtown).

Ghul's Labyrinth, page 418

A firehouse is located about six blocks northeast of Toridan's house. For more information, see "Fire Brigade" in Chapter 7: City by the Spire.



The sewers, page 439

Ghul's Labyrinth, page 418

Nosy Neighbors

Making this scenario more difficult, the people in the surrounding houses cannot help themselves: They want to watch the events going on in and around the house for themselves. When the player characters go in, neighbors come out of their houses and try to peek in the windows. Some braver ones come in to "help," likely getting in the way—particularly when they turn and run in terror after something frightening happens. DMs should feel free to have NPC commoners get in the thick of things, attempt to grab the adventurers in fear (use the grapple rules), try to "drag them to safety," or maybe just seek to put the PCs between them and whatever is frightening them. Either way, such actions are likely to disrupt the characters' actions and make things more difficult.



it's just a bird or similar creature under a sheet—otherwise, to surprised intruders it might actually look like a fluttering spirit of some kind. Of course, whether revealed or not, it still attacks and attempts to drain the blood of a victim—and a "ghost" latching onto a character might be fairly frightening. If the PCs realize this isn't a spirit, the goblin also attacks.

Goblin: hp 7; see MM.

Stirge: hp 5; see MM.

2. Back Room

Bones and refuse cover the floor of this old kitchen. The room has a terrible stench. A Heal or Knowledge (nature) check (DC 12) reveals that, while some of the bones here belong to rats, cats, and dogs, some are human bones. A trap door here opens up onto the cellar (Area 4).

3. Upper Floor

The upper floor is empty. Rotten furnishings and dust-covered trash are all that PCs find here. Natural house creaking sounds (Listen check, DC 10) may make the adventurers believe there's more here than there really is.

4. The Cellar (EL 1)

The ladder leading down into the cellar is rotten. Any creature heavier than a goblin attempting to climb it causes it to come crashing down (a Search check, DC 15, reveals this fact ahead of time). Anyone on the ladder falls ten feet, although a Reflex save (DC 20) allows one to catch the sides of the cellar door and prevent oneself from falling.

The cellar contains old boxes, barrels, and crates, and a pair of trunks. The containers all hold old clothing and other sundries—nothing of value, and most of it rotten.

Three goblins hide in this room (Spot check, DC 15, to see them). They have javelins that they hurl at anyone coming down the ladder, falling down the collapsing ladder, or searching the ladder to see whether it is safe. They hide behind old crates and barrels that give them cover.

Goblins (3): hp 4, 5, 6; see MM.

5. Storage (EL 1)

This dank room off the main cellar holds a number of empty wine racks and a large iron safe, which hangs open (the latch is broken).

Three more goblins relax in this room until they hear sounds of trouble, in which case they run into the cellar (Area 4) to join the goblins there.

Goblins (3): hp 5, 5, 7; see MM.

Secret Door: The secret door in the west wall shown on the map isn't actually a secret door at all, but an opening hidden behind a stack of crates (Search check, DC 15, to find). The crates are empty and easily moved.

6. Old Passage (EL 2)

From the opening behind the stack of crates in Area 5, an old passage leads west. The passage is part of **Ghul's Labyrinth**, which connects up to all sorts of places beneath the city. It's clearly much older than the cellar rooms and of a very different construction. Filled with cobwebs and dust, this area has clearly seen little use over the past decade, or even century. The goblins have half a dozen bedrolls laid out, as well as a pile of miscellaneous stuff.

Six goblins stay here most of the time. Two are on watch, one looking down the passage one way, the other down the opposite direction. The rest of them relax unless alerted to danger. Even if alerted, the goblins in this passage remain here, preparing to ambush any foe that comes within sight.

Goblins (6): hp 3, 4, 4, 5, 5, 6; see MM.

Treasure: This is where the goblins keep their "loot." The player characters will find various stolen foodstuffs and miscellaneous items: combs, books, ink jars, empty bottles, candles, mugs, tools, and so forth. They can also find a clock (worth 50 gp), a silver hand mirror with an elaborate frame and handle (worth 35 gp), and a sack of 240 cp, 89 sp, and 10 gp.

7. Going Too Far (EL 2)

It eventually should become obvious to the PCs that they've taken care of the "haunting" of the old Greyson House once they've slain the goblins in Area 6. If the characters insist on exploring the passage leading into Ghul's Labyrinth, stress how the passage winds around with many branches and side passages, all appearing old and ill-used. They fairly quickly run into a group of wandering zombies; their extreme age makes them dry and brittle. Their clothing has fused with their rotten flesh, and each blow struck upon one renders a portion of it to dry dust.

The passages literally go as far as you want them to—and as far as the adventurers are willing to take them. They wind through ancient chambers empty except for more and more zombie encounters. There is no treasure to find.

Zombies, Human Commoners (4): hp 16 each; see MM.

ENDING THE ADVENTURE

Once they're done, the PCs can collect their reward from Erell Yinnick. If they explain that the house wasn't haunted but instead was goblin infested, the neighbors become embarrassed and defensive, perhaps even angry. "No, I saw a ghost in there," one might insist. "Couldn't have been *only* goblins," another demands. The smarter thing to do is probably to say, "All the spooks are gone," and leave it at that. In that case, the neighbors are quite satisfied and happy.

ADVENTURE 2: SMUGGLER'S DAUGHTER

If the player characters have completed "The Murderer's Trail" adventure and Interlude 1, they should be 2nd level and ready for the next step in this adventure series. It will be considerably more challenging than anything they have experienced previously. If they are not 2nd level yet, the DM should devise more adventures for them, perhaps using the **Temple of the Rat God**.

This is a complicated adventure involving four different parties, each with its own agenda: Lord Zavere of **Castle Shard**, the **Balacazar family**, a minor crime lord named Linech Cran, and a very crafty dark elf named **Shilukar**.

INTERESTED PARTIES

To start with, here is a breakdown of each group's motivations as they concern the events described in this adventure.

Lord Zavere/Castle Shard

Lord Zavere of Castle Shard despises the drug trafficking that goes on in Ptolus. Recently, he and some of his personal agents (including many spellcasters) attacked Sallachor Isle in the Whitewind Sea, where a major **shivvel**-processing operation thrived. The operation was controlled by the Balacazar family and managed by a half-orc named Linech. Zavere wants to put a stop to the shivvel trade in the city.

He has no intention of telling anyone that he was the one who destroyed the operation on Sallachor Isle, particularly when he learns that a little girl—Linech's daughter Linele—apparently died in the attack. This knowledge doesn't make him regret his actions, but it does deeply sadden him.

Zavere is also an old friend of **Lord Abbercombe** the Golden, last lord of House Abbercombe, who disappeared some time ago. Zavere values friendship and commitment more than anything and would go to great lengths to help a true friend.

The Balacazar Family

The Balacazars make a great deal of money trafficking in illegal drugs. When their operation on Sallachor Isle was destroyed, they blamed Linech, who wasn't even there at the time. They plan on assassinating Linech as payback. When they hear that Linech was able to salvage one more shipload from Sallachor to Ptolus, they attempt to intercept it and claim everything on board—in particular a **demon-possessed watch** that contains the secret to processing shivvel. To accomplish this mission, they use the Hussar: a warrior-cult devoted to the goddess **Unnah, Mistress of the Blade**. The cult members are beholden to Menon Balacazar because they believe he holds their goddess prisoner.

The Hussar got a little overzealous, however, and started a fire on board the ship. It went down before they could get much out of the hold. Now the Balacazars must play another of their many cards and use sahuagin to bring the cargo up from the sunken ship into a secret base.

The Balacazars suspect Zavere was behind the attack, but for now he is well out of even their reach as far as revenge goes (Menon also has a personal respect for Zavere). They know nothing of Shilukar and his involvement (see below).

Linech

Linech Cran ran the production and transportation of the drug shivvel for Menon Balacazar on Sallachor Isle. When the operation on Sallachor was destroyed, it cost the Balacazars an unbelievable amount of money; Linech's life became forfeit, and his operation was suddenly penniless. He knew the Balacazars likely would send **Vai assassins** to slay him for letting this happen. While contemplating skipping town, he was approached by his half-sister Biesta's lover, a dark elf named Shilukar. Shilukar loaned Linech a great deal of money and even gave him a huge golden statue as a gift. Suddenly feeling quite blessed, Linech now had enough resources to get one more ship out to Sallachor to recover any remaining shivvel and the demon-possessed watch that he just might be able to trade to the Balacazars in exchange for his life.

But then the ship caught fire in Ptolus Harbor and sank. He is now investing the last of Shilukar's money in an effort to recover some of the contents of the ship's hold.

Linele, Linech's daughter, was on Sallachor Isle when it was attacked. She died in a fire started by a magic spell cast in her father's house there. Her body was on the ship that went down on its way back from Sallachor. The watch was hidden in her coffin.

Linech believes that Shilukar has helped him because of Biesta, not because of any ulterior motives. The dark elf has quarters in Linech's Burrow (see map on separate sheet), and Linech refers to him only as "our guest."

Shilukar

Shilukar is a dark elf wizard with a secret lair below the Guildsman District. He originally hailed from a subterranean dark elf city far to the north. Shunned by even his own kind for systematically betraying and manipulating every noble house he was associated with, Shilukar came to the areas below Ptolus to experiment in chaositech. While looking for **ancient chaositech caches** far below the city, he came upon two important things. The first was a magical idol of **Ravvan the Beast God**. The second was a surface world explorer named Lord Abbercombe, who was investigating the same caverns deep underground. The dark elf put him in

DM TIPS

The four different groups involved in this scenario all have their own motivations and all know different details about what's going on. DMs should take special care to keep track of who knows what and who is betraying or manipulating whom.

Temple of the Rat God, page 390
Castle Shard, page 285
Balacazar family, page 100
Shilukar, page 617

Vai assassins, page 140



Lord Zavere, page 286
Shivvel, page 557

Lord Abbercombe, page 88

Chaositech caches, page 452
Ravvan, page 70

Demon-possessed watch, page 608
Unnah, page 70



Castle Shard, page 285

Kadmus, page 288

Lady Rill, page 287



Read more about Shilukar's lair on page 612.

Demon-possessed watch, page 608

Mand Scheben, page 378

stasis using a one-use chaositech device. Because Abbercombe inhabits an artificial body, he now appears to be simply a well-made solid gold statue.

When Shilukar learned that Abbercombe was the last of a noble line and a friend to Castle Shard, he knew he could use him for something special. His fascination has always been with reshaping life—manipulating living physical forms as though he were a god. Since he was very young, Shilukar has seen other living creatures only as tools to be used and raw material to be experimented upon. He is without empathy. He is a master manipulator, always knowing what must be done to get others to do as he wishes—usually without their knowledge. This skill at manipulation extends to his chaositech experimentation as well.

Shilukar has recently learned that he has a "counterpart" among the Shuul named Doctor Feegus, who attempts to use science and law as well as magic to create new creatures. However, these creatures (former dwarves now called the Prajdall) have been created specifically to find and destroy chaositech. Because Shilukar fears Feegus and the Prajdall, he seeks a lair that is utterly proof from invasion or attack. Only one possibility came to mind: Castle Shard.

The first step of Shilukar's plan was to gather a great deal of money. He did so by stealing from wealthy homes in the Nobles' Quarter with gnoll allies he summoned using the magical idol. Next, he started a relationship with Biesta, Linech's half-sister. Through her, he forged a bond with Linech, and eventually gave him Lord Abbercombe, telling him that the unmoving figure was just a solid gold statue. Shilukar loaned Linech much of what he earned from his thefts. This loan has enabled Linech to finance an expedition back to Sallachor Isle—after which he will hire the player characters.

Shilukar's goals in this particular case are twofold. He wants the **demon-possessed watch** for himself, and plans on stealing it from Linech once the criminal gets it back. Much more importantly, however, he wants the PCs, whom he knows are working for Castle Shard, to see Lord Abbercombe, so they will tell Zavere and Rill about him. He wants the player characters to come back and make off with the statue, because he can then offer to give Zavere and Rill the only means of lifting the curse that renders their friend permanently motionless. In return for this cure, he wants sanctuary in Castle Shard. He needs this all to seem like happenstance, though—not like the calculated plan that it is.

ENTER: MAND SCHEBEN

Not long after the events of the previous adventure(s), a tall, good-looking, fit man with brown hair and a beard approaches the PCs. He introduces himself as **Mand Scheben**, a priest at the Temple of Asche. He tells them that it has come to his attention that they have run afoul of a criminal named Toridan Cran. He listens with interest to as much or as little of their story regarding Toridan as they wish to tell. He tells the adventurers he would like to hire them to perform a somewhat risky venture. Before he will tell them more, he asks them to meet him at Castle Shard the following afternoon. He explains, "The Lords of Castle Shard are my friends, and they have some small concern in this matter. Asche looks favorably upon them, because of their importance to Ptolus. More of them I cannot say."

If the player characters take the time to check up on Mand, they can confirm that he is who he says he is. They also can learn more about **Castle Shard**, if they'd like.

A VISIT TO CASTLE SHARD

When the player characters arrive at Castle Shard the next day, **Kadmus** the majordomo greets them warmly. "How lovely to see you all. You warm our castle with your presence." He is extremely polite, gracious, and kind. He attempts to put them at ease rather than reinforce the fact that they have just come to one of the most infamous places in the city.

Kadmus informs them that Mand is late, and asks them to wait in the castle's meeting room. On their way there, they see **Lady Rill.** "I am Rill, Lady of Castle Shard," she says. Today she floats around cross-legged on a platform held aloft by softly tweeting birds. She makes her appearance before they even get to the meeting room, then leaves.

Zavere waits for them in the meeting room. "I am Zavere of Castle Shard. Kadmus, see to it that every courtesy is extended to our young guests here." Lord Zavere is extremely confident, poised, and forceful. He shows the PCs every courtesy, but brooks no discourtesy himself. Kadmus returns shortly with tray of afternoon wines, teas, and honeyed biscuits. Mand shows up eventually, and Zavere waits for him to begin to explain why the player characters are here. Mand obviously defers to Zavere.

Zavere says, "I understand that you have dealt with Toridan Cran. Toridan's brother, Linech, is also a small-time gangster. Truthfully, a man of little consequence, but more successful than Toridan. He has, however, crossed us in the past, and now he's up to something new. He's hiring adventurers. He's never done that before. At the very least, we want to know what he's doing. We might also want put a stop to it. His actions indicate a sudden influx of resources, when we thought he was already overextended."

Mand then explains, "Linech is a drug smuggler. He has a small operation on some island to the north where his people manufacture shivvel.

He brings it in on ships. Something bad happened on the island recently, however, and we believed he was finished. Now, it appears otherwise."

Zavere offers them each 100 gp to go to Linech and take whatever job he's offering, so that they can find out what it is and report back to Castle Shard. "Do well on this, and you'll be invited to return."

If the characters ask why they don't just contact the City Watch, Zavere says, "First, because I would rather see Ptolus burned to ash before I trust the Commissar or any of his men. Second, because we here at Castle Shard fight our own battles and accomplish our own deeds."

Should the PCs ask about the Shard, about Rill, or virtually anything else, Zavere answers simply, "After a few visits, you may ask a question such as that."

LINECH'S BURROW

Linech lives in the Rivergate District and owns an entire cul-de-sac, which they call a "burrow" in that part of town. Everyone in the burrow works for Linech one way or another. See the map of the burrow on a separate sheet and give the players the unlabeled handout of the burrow while they explore.

Arrival

When the player characters arrive, anyone around the burrow can direct them to Linech's office. When they enter this building, they encounter the half-orc's aide, Seanus, and his half-sister, Biesta, in the first-floor reception room. If the PCs announce that they've heard Linech is looking for adventurers, Seanus shows them upstairs to see his boss. Biesta doesn't say much—she's in a narcotic stupor from taking **shivvel**. She shows many of the signs of being an addict herself.

Meeting With Linech

Linech waits for the characters in his office with his girlfriend, Oukina. Seanus stays inside and listens as well. The office is nice, although the large gold statue of a nobleman (see page 597) seems out of place. Linech has brown hair and is good looking in a rugged sort of way, for a half-orc. He smokes a smelly cigar. He doesn't beat around the bush, but he never admits that he's a criminal—at the same time, however, he assumes that the PCs know who he is. Linech tries to talk like a sophisticate, but he is at heart a low-class hood.

Linech says he wants his daughter's body returned to him so he can bury her properly. She died on an island in the Whitewind Sea, and her coffin was being brought back to Ptolus on a ship called the *Arrowhead* when a fire sent the vessel to the bottom of the bay. He thinks it was no accident.



Linele, his daughter from his now-defunct marriage, was about thirteen years old when she died. (Linech's ex-wife was human, so Linele was three-quarters human). The ship went down as it was moored in the harbor (not at the Docks). He wants the PCs to find out all they can, and then go down to get the body. It's in a sealed glass coffin. They need to bring up the whole coffin to get the full reward.

He warns that there might be others interested in the *Arrowhead*, trying to stop them. They're after the other contents of the hold (the drugs, he implies, but never admits), but he says he only wants his daughter back and doesn't care about the rest.

To help them accomplish the task, Linech will provide them each with a *potion of water breathing* (each one lasts eight hours). He offers to pay them the collective sum of 1,200 gp to recover Linele's body and belongings. They can keep whatever other salvage they find.

Further, unless the characters strongly protest and succeed at a Diplomacy check (DC 15), Linech insists that Seanus accompany them (with his own *potion of water breathing* in case he needs to dive, too). Seanus, of course, will be instructed to watch the party closely and report everything that happens back to Linech. He's also to make sure they don't open Linele's coffin.

Mand does not realize it, but Shilukar has subtly maneuvered him into contacting the player characters. Posing as an elf (using a disguise self *spell), he approached Mand casually in the Griffon tavern in Midtown one night, started up a friendly conversation, and asked him whether he'd heard that someone named Linech was looking for adventurers. Knowing that Zavere hated Linech, Mand took the information to his friend immediately, which is exactly what Shilukar intended. Shilukar* wants *the PCs working for Castle Shard to get involved with Linech and recover Lord Abbercombe.*

DM TIPS

This is a good opportunity to remind the player characters about the concept of house gifts (Chapter 1: A Player's Guide to Ptolus, page 29). It would be extremely appropriate for them to bring one to Castle Shard. Kadmus accepts it with sincere grace.

Shivvel, page 557

Pronunciations:
Linech (Lin-NECK)
Linele (Lin-NELL)
Seanus (SHAY-nus)
Biesta (Bee-ESS-tah)
Oukina (Wah-KEE-nah)



He won't mention her unless asked, but Linech's ex-wife is Tashari Lin, who works with the Rogue Moon Trading Company located in the South Market (see page 364).

Shivvel, page 557
Menon Balacazar, page 101

Biesta is well known around town, particularly in various taverns. A Gather Information check (DC 18) reveals that she's been seen meeting with Ammel Dar, the fence, lately (see page 221).

Linech's burrow is #79 on the poster map and on the Rivergate district map on page 343.

Biesta is sincerely in love with Shilukar, but the dark elf was only interested in using her to get to Linech.

If the player characters wonder why he doesn't do this himself, he says, "'Cause I gots the money to pay you to do it for me, see?"

Should anyone suggest that Linech may have motives beyond getting Linele back, he says, "Just 'cause I'm a businessman, I ain't a father?"

If the PCs ask any questions about who might have sabotaged or attacked the ship, he says, "That's one o' the things what I'm paying you for to find out."

Asking about the solid gold statue leads Linech to respond, "That's a gift from my guest." He won't say anything more about it or the guest, although he's obviously very attached to the statue.

If anyone insults him, interrupts him, or asks about something he doesn't want to talk about, he says, "Nobody talks here unless I wants 'em to talk, see?" or "I'm paying, so I get to ask the questions, not you."

What He's Not Saying: There is, of course, much that Linech's not telling the PCs, including the fact that inside Linele's coffin lies a watch possessed by a demon—the very demon that originally taught his people how to process shivvel. While Linech would indeed be happy to get his daughter's body back, what he really wants is the watch, so he can trade it to Menon Balacazar in exchange for his life. He no longer cares about the shivvel in the ship's hold.

He also isn't telling them that he has recently allied himself with a dark elf wizard named Shilukar, who is his half-sister Biesta's lover.

Experience Points: Successfully dealing with Linech and reporting back to Castle Shard constitutes a CR 1 challenge.

Layout of the Burrow

Although it appears to be a typical Rivergate burrow, Linech controls the entire cul-de-sac and everyone in it. It consists of a cluster of houses on two levels surrounding a decorative fountain. See the map of this burrow on a separate sheet.

1. The Coopers' House

The Cooper family, Radolf (male human commoner2), Sissy (female human commoner2), and their four children all live in a home near the entrance to the burrow. They all work for Linech, doing whatever he needs. Usually, this means handling sales and delivery of shivvel. None of them are combatants and they will surrender or run if threatened. The parents will fight if their children are in danger, however.

There is little of real value in the house except for a pair of silver goblets (worth 10 gp each) and a pouch hidden in the fireplace (Search, DC 17, to find) containing 33 gp. Due to the loss of the Sallachor Isle facility, there is no shivvel here.

2. Shemmy's House

Shemmy Thofur was an accountant who also helped Linech run his overall organization. (Shemmy was on the *Arrowhead* when it went down.) His house sits at the northwest corner of the burrow. Hidden under his bed (Search check, DC 19, to find) is a secret compartment containing a locked iron box (DC 25 to open). The box contains the 984 gp, 349 sp, and 89 cp he had embezzled from his employer to date.

3. Biesta's House

Biesta Cran is a well-known barfly and gadabout, living off her half-brother's success. She's also Shilukar's girlfriend and a shivvel addict. She lives in a simple house on the north end of the burrow. Unless she's off in a pub somewhere, she's usually either here or in her brother's office.

Biesta Cran
Female half-elf (Neutral)
Bard3 **CR** 3
HD 3d6–3 **hp** 9
Init +3 **Speed** 30 feet
AC 16, touch 13, flat-footed 13
BAB/Grapple +2/+2
Attack +6 melee (1d4, dagger) or +6 ranged (1d4, dagger)
Full Attack +4 melee (1d4, dagger) and +4 melee (1d4, dagger), or +6 ranged (1d4, dagger)
SQ Bardic knowledge, bardic music, elven traits, low-light vision
Fort +0, **Ref** +6, **Will** +1
Str 10, **Dex** 17, **Con** 9, **Int** 13, **Wis** 6, **Cha** 17
Crucial Skills: Concentration+1, Disable Device +3, Escape Artist +5, Jump+2, Move Silently +4, Search +2, Spot +3.
Other Skills: Appraise +2, Disguise +4, Knowledge (local) +6, Perform (sing) +4, Swim +3.
Crucial Feats: N/A
Other Feats: Two-Weapon Fighting, Weapon Finesse.
Spells Known: 3/2; DC 13 + spell level.
1—*cause fear*, *message*, *sleep*.
0—*daze*, *flare*, *light*, *mending*, *prestidigitation*, *read magic*.
Possessions: Masterwork studded leather armor, masterwork daggers (6), scroll of *charm person*, shivvel (3 doses), silver ring with an opal worth 150 gp, 98 gp.

Tactics: If in danger, Biesta is far more likely to run or surrender than fight. If she must, she'll use spells before weapons, resorting to fighting with a dagger in both hands as a very last resort.

The house is tidy, thanks to Biesta's roommate and Linech's newest employee, Seanus Illithan. Seanus is an eager beaver who wants to demonstrate his worth. He's not a bad person, really, he just hasn't thought his life's choices through very well. Mostly, he just wants to be accepted

somewhere. "I'll do it real good, boss," is his most common phrase. Like Biesta, if Seanus is in the burrow, he's either here or in Linech's office. If he's away, he's likely running errands for his boss.

Seanus Illithan
Male halfling (Neutral)
Rogue3 **CR** 3
HD 3d6+6 **hp** 19
Init +4 **Speed** 20 feet
AC 19, touch 15, flat-footed 15
BAB/Grapple +2/+0
Attack/Full Attack +6 melee (1d6+2, small heavy mace) or +8 ranged (1d6, small light crossbow)
SA Sneak attack +2d6
SQ +2 bonus to saves against fear, evasion, halfling traits, trap sense +1
Fort +4, **Ref** +8, **Will** +5
Str 15, **Dex** 18, **Con** 14, **Int** 16, **Wis** 17, **Cha** 14
Crucial Skills: Balance +9, Climb +8, Disable Device +6, Escape Artist +7, Hide +11, Intimidate +3, Jump +9, Listen +11, Move Silently +11, Search +7, Spot +9, Tumble +9, Use Magic Device +6.
Other Skills: Appraise +4, Bluff +3, Diplomacy +4, Open Lock +7, Sleight of Hand +5, Use Rope +10.
Crucial Feats: Dodge, Point Blank Shot.
Other Feats: N/A
Possessions: Masterwork chain shirt, masterwork small heavy mace, masterwork small dagger, small light crossbow, masterwork bolts (12), *potions of cure light wounds* and *enlarge* (at 5th level), climber's kit, masterwork thieves' tools, 42 gp.

Tactics: Although trained in the Longfingers Guild, Seanus has never actually been in a real life-or-death fight. He actually relishes the prospect, but will go into combat as though it's a lark, not a struggle. After taking his first hit, he's likely to back down, unless a friend of his is in danger, in which case he'll fight on.

4. Guard House (EL 3)

Linech has a group of guards always close at hand. However, these guards are basically "muscle"—enforcers who spend their time collecting from delinquent customers. In their line of work, they use their fists or maybe their clubs. They don't wear armor and aren't really killers.

The guards use as their barracks the house up a short ramp from the fountain in the center of the burrow. It's filthy and cluttered with garbage, containing nothing of value.

Linech's Guards (4)
Male humans (Lawful Evil)
Warriors1 **CR** 1/2
HD 1d8+1 **hp** 9
Init +0 **Speed** 30 feet
AC 10, touch 10, flat-footed 10
BAB/Grapple +1/+3
Attack/Full Attack +5 melee (1d6+3, club) or +3 ranged (1d6+2, club)
Fort +3, **Ref** +0, **Will** +1
Str 15, **Dex** 10, **Con** 13, **Int** 11, **Wis** 12, **Cha** 10
Crucial Skills: Climb +4, Listen +2, Spot +2.
Other Skills: Knowledge (local) +1.
Crucial Feats: Improved Unarmed Strike.
Other Feats: Weapon Focus (club).
Possessions: Masterwork club, 15 gp.

5. Linech's Office (EL 4)

Linech's office is on the second floor of a building at the south end of the burrow. The first floor has a reception area where Seanus often works at a small desk, keeping his boss' schedule. The second floor is the half-orc's personal office, featuring a nicely carved hardwood desk covered with papers, maps, and ledgers. Of course, Lord Abbercombe is here as well, "decorating" the office. Linech is usually here, sitting at his desk.

Linech Cran
Male half-orc (Neutral Evil)
Sorcerer3 **CR** 3
HD 3d6+6 **hp** 20
Init +6 **Speed** 30 feet
AC 13, touch 13, flat-footed 11
BAB/Grapple +1/+4
Attack/Full Attack +5 melee (1d6+3, club) or +4 ranged (1d4+3, sling)
SQ Darkvision 60 feet
Fort +3, **Ref** +3, **Will** +1
Str 17, **Dex** 15, **Con** 15, **Int** 11, **Wis** 6, **Cha** 15
Crucial Skills: Concentration +4, Hide +3, Move Silently +3.
Other Skills: Open Lock +5, Spellcraft +4.
Crucial Feats: Dodge.
Other Feats: Improved Initiative.
Spells Known: 6/6; DC 12 + spell level.
1—*expeditious retreat, mage armor, magic missile.*
0—***assess creature***, *mage hand, open/close, read magic, resistance.*
Possessions: Masterwork club, sling, masterwork sling bullets (12), *ring of protection +1, potions of cure light wounds* and *invisibility*, scroll of *detect secret doors*, scroll of *floating disk* and *minor globe of invulnerability*, scroll of *mount*, scroll of *spider climb*, alchemist's fire (2 flasks), masterwork thieves' tools, 96 gp.

Tactics: It's safe to assume that Linech has *mage armor* cast virtually at all times. In a fight, he relies on good old-fashioned *magic missiles*, although if seriously threatened he drinks his *potion of invisibility*, casts *expeditious retreat*, and runs away.

Linech is almost always accompanied by his dwarf bodyguard, Ruror Greatblade. Ruror has black hair, extremely bushy eyebrows, and a short-trimmed beard.

Linech and Toridan's father was a Toruk-Rul orc, and their mother was a human woman. Before their (consensual) relationship, their mother was married to an elf and gave birth to Biesta. Thus the half-elf Biesta is the half-sister of the two half-orcs.

Linech's ledgers contain a lot of damning evidence for illegal drug purchasers all across town. They're worth 150 gp to the right (unscrupulous) buyer.

FROM MY CAMPAIGN TO YOURS

Some of the player characters in the original Ptolus Campaign befriended Seanus and managed to convince him to leave his criminal life and join them.

Assess creature, page 639



Linech, Oukina, and the others are designed to be too powerful for the player characters to fight when they first meet. However, later on, the PCs can come back and take them out successfully.

Ruror Greatblade
Male Stonelost dwarf (Lawful Evil)
Fighter1 **CR** 1
HD 1d10+1 **hp** 11
Init +1 **Speed** 20 feet
AC 17, touch 11, flat-footed 16
BAB/Grapple +1/+2
Attack/Full Attack +4 melee (1d8+1, battleaxe) or +3 ranged (1d10, heavy crossbow)
SQ Darkvision 60 feet, dwarf traits
Fort +3, **Ref** +1, **Will** +0
Str 13, **Dex** 13, **Con** 12, **Int** 11, **Wis** 10, **Cha** 6
Crucial Skills: N/A
Other Skills: Craft (armorsmithing) +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Craft (trapmaking) +2, Craft (weaponsmithing) +2, Handle Animal +2, Swim +5.
Crucial Feats: Point Blank Shot.
Other Feats: Weapon Focus (battleaxe).
Possessions: Banded mail armor, masterwork battleaxe, masterwork heavy crossbow, bolts (12), *potion of bull's strength,* 10 gp.

Imperial identification papers, page 552

6. The Guest House

When he is here, Shilukar occupies the guest house at the east end of the burrow. During these times, two gnolls wearing heavy woolen cloaks to cover their appearance stand guard in front of the door. The dark elf is here the first time the player characters come (to talk to Linech), but not on any subsequent times—then he is in his lair in the Guildsman District.

Shilukar's Lair, page 612

If the PCs engage him at this point, he fights only to subdue (using *sleep* spells and similar tactics) unless his life is somehow in real jeopardy. He *wants* the characters to succeed in everything they're doing at this point.

Shilukar: 26 hp; see page 617.
Gnolls (2): hp 13 each; see MM.



7. Linech's House (EL 3)

Linech has a nicely furnished, well-appointed house at the northeast corner of the burrow, although the décor seems a bit garish and tacky. Throughout the house (Search, DC 12), player characters might find a silver platter (worth 30 gp), a silverware set (worth 50 gp), a pair of gold candlesticks (worth 20 gp each), a clock (worth 50 gp), three gold and crystal goblets (worth 15 gp each), and a large silver mirror (worth 100 gp). In various cabinets, there is also a masterwork forgery kit (+2 bonus to Forgery attempts), a disguise kit, a set of masterwork thieves' tools, ten tindertwigs, two vials of acid, a smokestick, a sunrod, and two tanglefoot bags.

Linech's secret vault is here as well. He does not have much cash left, having spent it to hire the PCs and buy their *water breathing* potions. The vault does hold other items of interest, however. It is hidden behind a secret door in Linech's bedroom (Search check, DC 23, to find). The secret door is just an unlocked sliding panel. The vault door, however, is iron three inches thick (hardness 10, 90 hit points, break DC 28, Open Lock DC 25). Opening the vault door also triggers some bricks to fall on the area in front of the sliding panel.

Bricks From Ceiling Trap: CR 2; mechanical; touch trigger; repair reset; Attack +12 melee (2d6, bricks); multiple targets (all targets in two adjacent five-foot squares); Search DC 20; Disable Device DC 20.

Inside the vault is a wooden box with ivory inlay (worth 120 gp) containing 240 gp (plus another 1,200 gp if the characters have not yet been paid). The vault also holds a plain wooden box containing two *potions of water breathing* (eight hours; plus one more per PC if they have not yet received their potions from Linech), a *potion of neutralize poison*, and a *potion of lesser restoration*. A secret compartment in the back of vault (Search, DC 22) holds forty sets of forged Imperial identification papers (each is worth about 100 gp to someone interested in such a thing).

Oukina: Oukina is Linech's girlfriend who lives with him here. She's rough, crude, and not terribly good looking, but she's big, and that's how he likes his women. She's not always here, but unless Linech is in danger (in which case she'll be by his side), she's usually at this house when in the burrow at all.

Oukina
Female human (Chaotic Neutral)
Barbarian3 **CR** 3
HD 3d12+6 **hp** 42
Init +2 **Speed** 40 feet
AC 17, touch 12, flat-footed 17
BAB/Grapple +3/+9
Attack/Full Attack +6 melee (1d8+2, longsword) or +5 ranged (1d8+2, longbow)
SQ Rage 1/day, uncanny dodge
Fort +5, **Ref** +3, **Will** +1
Str 15, **Dex** 14, **Con** 14, **Int** 9, **Wis** 10, **Cha** 8
Crucial Skills: Climb +5, Intimidate +1, Jump +5, Listen +4, Sense Motive +1, Spot +4.
Other Skills: Survival +2.
Crucial Feats: Combat Reflexes, Improved Grapple.
Other Feats: Alertness.
Possessions: Masterwork studded leather armor, heavy wooden shield, masterwork long-sword, composite longbow (Strength +2), arrows (40), *potion of cat's grace*, 43 gp, 15 sp.

Unfortunately, killing Linech and bringing his operation to an end does not halt the shivvel trade in Ptolus. Someone else will quickly fill the vacuum left by his departure.

8. Storehouses

These single-story stone buildings have wide doors for moving cargo in and out. A padlock (DC 20 to open) locks these doors. Linech uses the buildings as storehouses for shivvel as well as a few other things he or his people might need. Today, however, they stand mostly empty. There is no shivvel within.

Hiding inside one of the storehouses, however, is a slave once owned by Linech and forced to perform manual labor here. Even though he escaped, he still returns to steal shivvel—he's horribly addicted. He knows how to slip into the storehouse by moving a few loose bricks near the foundation.

If the characters find him, the slave—Nared—may try to flee or fight. Should the PCs convince him that they are Linech's enemies, he tries to join with them in fighting against him and his people (hoping to find some shivvel to steal). Nared knows the layout of the burrow very well.

Nared Torell
Male human (Chaotic Neutral)
Commoner1 **CR** 1/2
HD 1d4 **hp** 4
Init +0 **Speed** 30 feet
AC 10, touch 10, flat-footed 10
BAB/Grapple +0/+1
Attack/Full Attack +1 melee (1d3, unarmed attack)
Fort +0, **Ref** +2, **Will** +1
Str 13, **Dex** 11, **Con** 10, **Int** 8, **Wis** 12, **Cha** 9
Crucial Skills: Hide +6.
Other Skills: N/A
Crucial Feats: N/A
Other Feats: Skill Focus (Hide), Lightning Reflexes.
Possessions: Shivvel pipe.

RETURNING TO CASTLE SHARD

If the player characters return to Castle Shard, they are welcomed as before. Zavere listens to whatever they have to say while he finishes a meal (Kadmus offers to bring each of the PCs a plate as well). Assuming they tell him everything Linech said, the PCs can attempt a Sense Motive check (opposed by Zavere's Bluff check) to note that Zavere seems particularly disturbed when they talk about Linele's death. (This is the first he has heard of it, and he knows he is responsible.)

In any event, after considering things for a few moments, Zavere asks them to undertake the mission. He doubles his original offer (to 200 gp each) if they will investigate the ship and bring anything suspicious they find back to him. He says that, if Linech really does only want his child's body returned to him, there's nothing wrong with that, but he thinks more is going on.

Meanwhile, if they mention the solid gold statue, Zavere seems very interested and wants them to describe it in as much detail as possible. He calls in Lady Rill to confer. He then asks if, at some point in this venture, the PCs would be willing to "rescue" that statue from Linech. He explains that it's not a statue at all, but a friend of theirs, long missing. He won't say who it is at this juncture, however. He offers a further reward of 1,000 gp (total) if they bring back the "statue." He'll even provide a wagon when and if they need it (which is likely, since Lord Abbercombe weighs almost 1,000 lbs.).

GOING AFTER THE *ARROWHEAD*

With two patrons paying them to find the *Arrowhead*, it's likely the player characters will agree to the task. First, however, they are supposed to find out more about how it sank.

At the Docks

Should the PCs look around the Docks for information about the ship's sinking, a Gather Information check (DC 15) is in order. If successful, they are directed to speak to an old man, Dodun Fisk (male human commoner2), who has been telling people he saw the event. This aged fisherman is happy to tell anyone who asks that he saw some men in gold and purple robes come ashore in a dingy, leaving the burning ship.

The men in gold and purple were the Hussar (see below), but Dodun has no idea that that's the case.

No one else seems to know much about the event. Apparently, the ship had just dropped anchor in the harbor when it caught fire and went down quickly. There were no survivors. Checking with the Dockmaster results in a somewhat disturbing encounter that provides little real information. The ship hadn't yet officially docked in Ptolus before it sank, so he has no record of its point of origin, crew, or cargo.

Either Dodun or the Dockmaster can give a fairly precise description of where the ship was anchored when it went down.

The Hussar (EL 6 or 7)

The Hussar have a small shrine in the Temple District. It is fairly modest, consisting of a sanctuary in the front and barrackslike accommodations for all dozen members of the faith in the back. They have no leader or priest—they are all equals in their religion. The Hussar dress in long purple and gold robes that reach the floor. Hoods cover their heads. In keeping with their religion, all of them are male and sport thick handlebar mustaches. They generally eschew magic, although they enjoy setting things afire. (The Hussar holy books speak frequently and at length of burning all who oppose them in holy flames.)

Visiting this shrine likely results in a very dangerous fight, for the Hussar are quick to anger, and accusing them of any wrongdoing, even obliquely, will enrage them. At any given time, four to six of them are usually present. Unless the PCs are extremely diplomatic, taking on the Hussar is probably a mistake—plus there is no reason to do it. Only under magical compulsion would any of the Hussar reveal that they do Menon Balacazar's bidding because he has their goddess trapped.

However, this is a common enough rumor. A Gather Information check (DC 15) reveals that the Hussar work for the Balacazar family under duress.



If you ever need to summon the characters to Castle Shard, just print out a copy of the invitation from the "Handouts" section on the CD-Rom in the envelope at the back of this book.

The Dockmaster (page 172) does have past records of the Arrowhead *that list the captain as a human woman named Karra Bann. It was a cargo ship that usually delivered foodstuffs from the north coast. The PCs can investigate Captain Bann and the ship further, but these are all red herrings and produce nothing of value.*

Lord Zavere, page 286



Lady Rill, page 287

Menon Balacazar, page 101

Offering to free their goddess for them also angers the Hussar, because it insinuates that they are weaker than the player characters and can't do it for themselves.

Typical Hussar
Male human (Chaotic Neutral)
Fighter2 **CR** 2
HD 2d10+6 **hp** 20
Init +4 **Speed** 20 feet
AC 15, touch 10, flat-footed 15
BAB/Grapple +2/+5
Attack/Full Attack +6 melee (1d6+3, scimitar) or +3 ranged (1d12, dragon pistol)
Fort +6, **Ref** +0, **Will** +2
Str 16, **Dex** 10, **Con** 16, **Int** 7, **Wis** 15, **Cha** 9
Crucial Skills: Spot +3.
Other Skills: Knowledge (religion) +2.
Crucial Feats: Blind-Fight, Power Attack.
Other Feats: Exotic Weapon Proficiency (firearms), Improved Initiative.
Possessions: Masterwork chainmail armor, masterwork scimitar, masterwork **dragon pistol**, ammunition (10 rounds), tindertwigs (2), alchemist fire (4 flasks), 20 gp.

Dragon pistol, page 560

Covenant of Blood, page 101
Horn of blood, page 270

Demon-possessed watch, page 608

Sard's Boats, page 175

The Sunken Drug Ship (EL 5)

Getting out to the *Arrowhead* requires a boat, which the party can rent from Sard's Boats. If Seanus accompanied the PCs as Linech wanted, a good duty for him could be to stay in the boat and make sure it doesn't drift. (Although he's happy to go underwater and help instead.)

The *Arrowhead* lies almost eighty feet below the surface; see the map of the sunken ship on a separate sheet. Characters who go down to that depth, even if they can breathe underwater, still must make a Fortitude saving throw (DC 15 +1 per previous check) or suffer 1d6 points of nonlethal cold damage each hour.

At this depth, it is too dim to operate for creatures that cannot see in the dark.

Finding the ship in the murky water is the greatest challenge, particularly since the characters have a strict time limit (the length of the *water breathing* magic). Assuming the PCs are in the right area, they must make a single Search check (DC 16) every ten minutes; it is not possible to take twenty in this instance.

If they do find the ship, a Spot check (DC 18) reveals the sahuagin and sharks swimming in and around the wreckage. Otherwise, the aquatic foes catch the characters unaware. If, after thirty minutes they do not find the ship, it is possible that the nearby sahuagin and sharks will find them and attack.

When the PCs arrive, one sahuagin is inside the wreck, pulling out a crate, while its shark keeps watch. Another sahuagin (and its shark) are outside. Neither sahuagin nor shark will want to fight in the cramped interior of the sunken ship and will move out into open water if possible. Anyone taking combat actions inside the ship must make a Swim check each round (DC 15) to avoid scraping against any of the many jagged bits of broken hull or crates within (dealing 1d4 points of damage).

Sharks, Medium (2): hp 16 and 17; see MM.
Sahuagin (2): hp 11 and 13; see MM.

Experience Points: Award +50 percent experience points for the sahuagin and sharks due to the harsh underwater environment.

What Were the Sahuagin Doing?

It's clear that the ship, not fully burned before it went down, has been broken into and ransacked. Cargo is obviously missing, and broken bits of wood float everywhere. Plus, the PCs can easily see that there is no glass coffin here.

Following the sahuagin, or their trail, is surprisingly easy. These creatures never considered that anyone might confront them here. A trail of broken pieces of crates and barrels leads to the northwest.

The Balacazars, hoping to recover the lost shivvel, have convinced a group of vampires calling themselves the Covenant of Blood to invoke the ancient pacts, use the ***horn of blood***, and summon some sahuagin to loot the sunken ship.

The vampires agreed, but only because they sense Linele and the demon-possessed watch and want those things for themselves.

The Triton

Quillong is a triton scout/spy from an underwater city called Konagis far to the north in the Whitewind Sea. He has followed the sahuagin here, as it is his job to keep watch over these enemies of his people. If he sees the player characters fighting the sahuagin, he considers them friendly. However, he won't get involved unless they truly need his help—he doesn't want to reveal his presence. If the PCs do encounter him, he knows about the Covenant of Blood and its connection to the sahuagin, and can communicate this information to the party.

Quillong is accompanied by a dolphin that fights at his side. If the PCs convince Quillong to help them follow the sahuagin, he sends the dolphin back to Konagis to report what they have seen.

Quillong, Triton: 16 hp; see MM.
Dolphin: 11 hp; see MM (as porpoise).

THE UNDERWATER CAVES

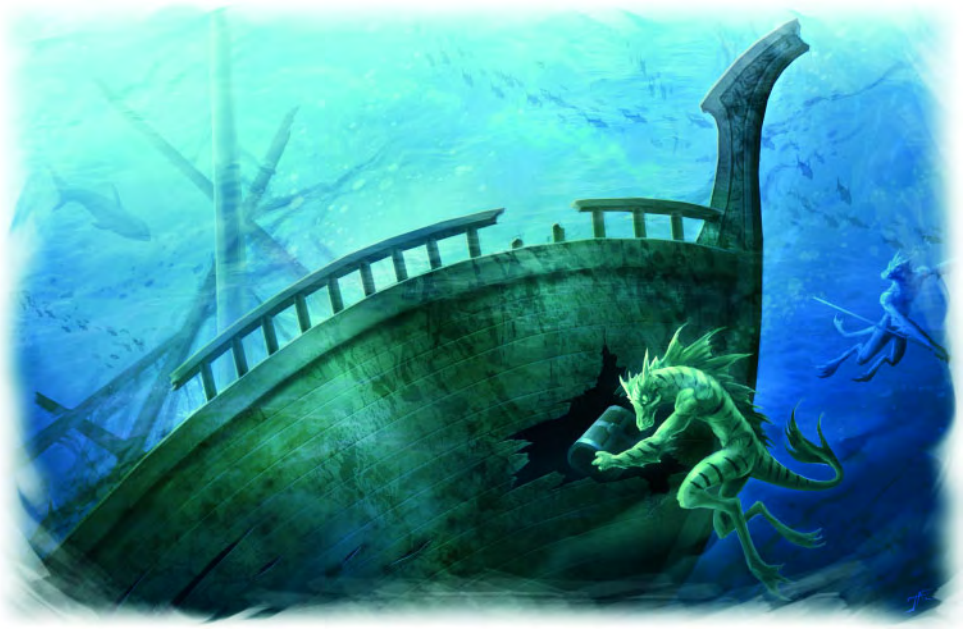
The sahuagin have been carrying loads from the sunken wreck of the *Arrowhead* to a cave along the coast and to the north of the city about a half-mile. The cave entry is underwater, some twenty-five feet below the surface. Most of the caves are filled entirely with water. However, the central cave (Area 5, below) is open to the air, as is a passage that leads out to the sea at sea level (Area 8).

The sahuagin brought Linele's glass coffin to the central cave, where the evil presence in the pocketwatch caused the little girl to rise up as an undead creature. She terrified the guards and thugs in that cave with her unexpected appearance, then fled to Area 10. This happened just a short time before the PCs arrive, and the information has been communicated to everyone in the manor house above the caves. Those in



DM TIPS

The currents at the floor of the bay where the ship lies are not very strong and should not present a problem to the player characters.



charge are trying to decide what to do about this unforeseen turn of events.

The following descriptions correspond to areas on the map of the caves, found on a separate sheet.

1. Entry Cave

Fish and eels swim in and out of this eight-foot wide cave mouth.

2. Giant Crab (EL 2)

A giant crab, seven feet long and ten feet across, has made its lair just south of the entry cave. Although it spends its day catching large fish and eels in its claws, it's just as happy to attack a humanoid, including a sahuagin. If dealt more than 20 points of damage, it attempts to scuttle away, fighting defensively.

Giant Crab: hp 32; see MM (as Large monstrous scorpion, but no sting or poison).

Experience Points: The giant crab is CR 2.

3. Sahuagin (EL 4)

The sahuagin by the shipwreck weren't the only sea devils the *horn of blood* summoned. Two more of them are in the cave just north of the entry cave, about to return to the *Arrowhead* after carrying a load. The player characters are not likely to surprise them unless the PCs carry no light source. The sahuagin attack immediately and fight to the death. If Quillong is with the adventurers, they attack him first.

Sahuagin (2): hp 12 and 13; see MM.

4. The Tunnel Up

Continuing west from the entry cave, the characters come to a narrow, natural chimney that winds upward for thirty feet. The tunnel leads up to the central cave (Area 5), which lies mostly above sea level. A number of eels nest in this tunnel, but they offer no real threat to the party.

5. Central Cave

The complex's large central cave has air, as it lies above sea level. Water comes in from the deep underwater tunnel (Area 4), but also from the sea level passage (Area 8). The **Balacazar family** occasionally uses this as a smuggler's cave: They bring goods off ships via small boats through Area 8, then haul them up the staircase through the doors to the northwest, to a secluded manor house at the top of the cliffs directly above.

6. Crates and Coffin

Currently, the dry portion of the cave is filled with wet crates of shivvel. There is also a small wooden rowboat with oars here, which the characters can use to escape out Area 8. Linele's glass coffin lies on the ground here as well. It is empty, broken open from the inside. Shattered glass lies all around it.

A short time ago, after the sahuagin deposited the glass coffin here, Linele was fully "raised" as an undead creature by the power of the demon-possessed watch. She broke out of the coffin and went down the passage marked Area 9 on the map. This terrified those in the cavern, and they are still quite edgy (see Area 7, below).

7. Thugs, Guards, and Slaves (EL 4)

Four Balacazar thugs are present in the central cave, opening the crates with crowbars to see whether any of the drugs are salvageable. (Although made from seaweed, refined **shivvel** is a dry powder that becomes a useless paste when wet.) Two guards stand by, although they're not expecting trouble. Two slaves are on hand to carry

See Chapter 3: Adventures in the DMG for rules about operating underwater. Assume that any magic that allows the PCs to breathe underwater also allows them to speak. However, it's unlikely that they'll be understood by anyone not within fifteen feet.

DM TIPS

Stress the cold, the dark, and the disorienting environment of the undersea world the player characters explore.

Balacazar family, page 100

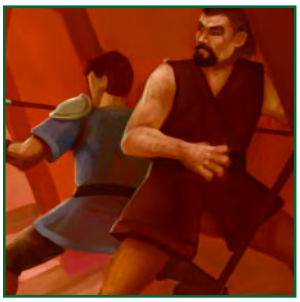
If need be, the DM can add more encounters with sahuagin, probably encountered in pairs, in any underwater location.

When it appears that all the sahuagin have been dealt with, Quillong the triton parts company with the group. He's curious to know more about the Covenant of Blood that summoned the sea devils but smart enough to know that neither he nor any of the PCs is powerful enough to confront these vampires.

Shivvel, page 557

Uraq, page 44

The Balacazars used to use this complex frequently for smuggling operations, back when the security at the city gates was far laxer than the security at the Docks. Today, they rarely use it.



Salsan knows the location of the Slave City (see page 422 in Chapter 19: What's Down There?) and is acquainted with Ssethenus, the assarai former slave who seeks to take control of the place. This can be a link to further adventures involving that location. Sumar could make an interesting cohort for a player character, with his next level being that of a fighter rather than a commoner.

the crates up the many flights of stairs to the manor house. One slave is a large, muscular human from **Uraq** named Sumar, while the other is an assarai. The thugs long ago tied bells all over this lizard man and now call him "Sir Jingles."

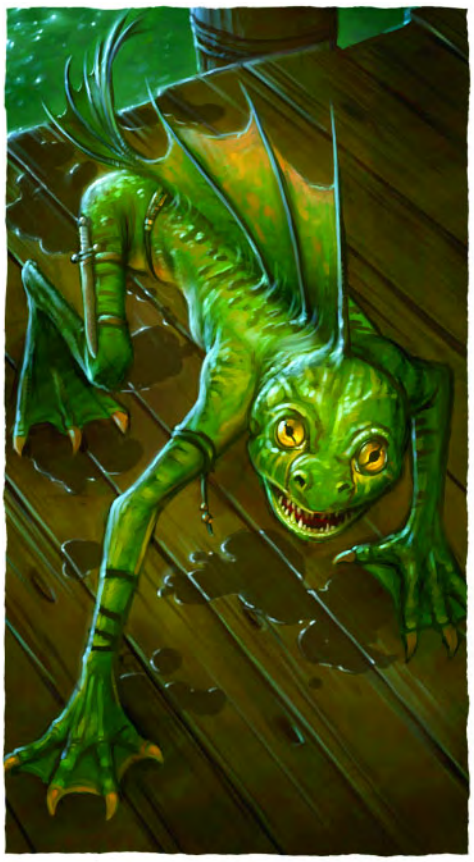
Tactics: The people here are all on edge because they just saw the little dead girl get out of her coffin and walk away. They're watching down the passage to the west, afraid she will return. They're not watching for an attack from the water in this cave. Even if they spot someone coming up out of the water, they first assume it's the sahuagin, which gives the player characters a chance to act with surprise if they have their wits about them. As soon as they realize there are intruders, the guards either use their longbows to attack foes in the water or ready their longspears (which they have at hand) to engage in melee, attempting to use the reach of their weapons as an advantage. Note that the guards do not enjoy the AC bonus of their shields if they use their longspears.

The thugs wait until foes are on dry land to engage. They're likely to throw their clubs, then fight in melee with their crowbars (treat as clubs).

Both slaves turn on the thugs at the first opportunity and help the party. Salsan the lizard man is particularly vicious and bloodthirsty, mostly due to his ill treatment. Both slaves will stick with the PCs and do almost anything they ask if they believe they will obtain their freedom in the end. The slaves (as well as the thugs and guards) saw Linele rise up out of her coffin with a pocketwatch in her hand. They're terrified of the "devil girl."

Thugs (4)
Male humans (Neutral)
Warriors1 **CR** 1/2
HD 1d8+3 **hp** 10
Init +0 **Speed** 30 feet
AC 10, touch 10, flat-footed 10
BAB/Grapple +1/+3
Attack/Full Attack +4 melee (1d6+2, club) or +2 ranged (1d6+2, club)
Fort +2, **Ref** +0, **Will** +1
Str 15, **Dex** 11, **Con** 11, **Int** 10, **Wis** 13, **Cha** 8
Crucial Skills: Hide +1, Intimidate +3, Listen +1, Spot +1.
Other Skills: Diplomacy +1.
Crucial Feats: N/A
Other Feats: Toughness, Weapon Focus (club).
Possessions: Clubs (2), crowbar, 8 gp, 10 sp.

Guards (2)
Male and female humans (Chaotic Evil)
Warriors2 **CR** 1
HD 2d8+4 **hp** 16
Init +2 **Speed** 20 feet
AC 19, touch 12, flat-footed 17
BAB/Grapple +2/+4
Attack/Full Attack +5 melee (1d8+2, longspear) or +5 melee (1d8+2, longsword) or +4 ranged (1d8, longbow)
Fort +5, **Ref** +2, **Will** +3



Str 15, **Dex** 15, **Con** 14, **Int** 10, **Wis** 13, **Cha** 10
Crucial Skills: Hide +4, Intimidate +5, Listen +3, Spot +2.
Other Skills: N/A
Crucial Feats: Combat Reflexes.
Other Feats: Iron Will.
Possessions: Breastplate, heavy steel shield, masterwork longspear, masterwork longsword, longbow, arrows (20), *potions of cure light wounds* (2), 22 gp, 8 sp.

Sumar
Male human (Chaotic Good)
Commoner1 **CR** 1/2
HD 1d4+2 **hp** 6
Init +2 **Speed** 30 feet
AC 12, touch 12, flat-footed 10
BAB/Grapple +0/+4
Attack/Full Attack +4 melee (1d3+4, unarmed attack)
Fort +2, **Ref** +2, **Will** +3
Str 18, **Dex** 15, **Con** 15, **Int** 11, **Wis** 16, **Cha** 10
Crucial Skills: Hide +4.
Other Skills: Craft (alchemy) +4, Handle Animal +2, Profession (hunter) +6.
Crucial Feats: N/A
Other Feats: Skill Focus (Profession [hunter]), Weapon Focus (club).
Possessions: None.

Salsan ("Sir Jingles"), Lizardfolk: hp 11; see MM. No possessions.

Experience Points: The help the slaves offer the player characters reduces the EL of the encounter somewhat. Make sure to divide the experience earned in the encounter with the NPC slaves.

8. Tunnel to the Sea

A wide tunnel leads northeast to the sea from the central cave. At high tide, the water in the tunnel is about three feet deep. At low tide, it is too shallow to use a boat, but a character could walk/wade its length with a Balance check (DC 12); failure means the character slips on a slick rock and suffers 1d3 points of damage. The tunnel is filled with crabs.

9. Angry Eel (EL 1)

The natural passage leading west from Areas 6 and 7 is relatively dry but ends in a dead end with a pool. A cave lies twenty feet below the level of the pool. One can also reach this cave via a winding passage from Area 2.

Player characters coming into this small cave disturb an eel that launches itself out of a hole in the rocks to bite the first character that comes in. After its initial attack, it is likely to retreat and hide in its hole, although if the PCs leave it alive and come back through this way, it will attack the lead character again.

Eel: hp 9; see MM (treat as a medium viper).

10. Linele (EL 4)

Linele hides in a cave northwest of the pool and the eel. She no longer needs to breathe, as she has become an unliving thing animated by the power of the **demon-possessed watch**. She greatly resembles a vampire; she now must feed on blood but has none of a vampire's traditional weaknesses (other than turning). Linele is still in shock from the transition, however. The last thing she remembers is being on Sallachor Isle, and then a conflagration of fire that killed her. When the characters approach her, she unconsciously uses a mental power granted her in her new form to project figments into their minds. In the vision, they see themselves on a stormy, rocky shoreline (obviously not in Ptolus). They see a pretty young girl and her small black dog playing in the surf, with a compound of buildings beyond, as well as a ship. (A Spot check, DC 12, allows a character to recognize that the ship is the *Arrowhead*, which made frequent trips to transport shivvel. This should be enough to allow them to realize that it is a vision, that they haven't actually been teleported.)

Then, the vision changes. The *Arrowhead* is gone, and the structures are all in flames. Figures in black move around the compound, putting survivors to the sword, but they all are too far away to recognize or identify. Linele asks the PCs plaintively, "Why?" This time, the dog is gone, but she holds the demon-possessed watch in her hands.

At any time, suspicious characters can attempt a Will save (DC 15) to disbelieve in what they are seeing. Otherwise, the vision just keeps repeating. Linele has the ability to speak and hear telepathically (but not *detect thoughts*) at will, as well as to project realistic figments.

Linele does not attack unless she herself is attacked. A smarter tactic is to talk to her (mentally) and convince her to do what the party wants. This requires a Diplomacy (or Bluff, if appropriate) check, DC 18. Multiple attempts are allowed, although if the characters say something to anger or threaten her, Linele attacks. She has the watch with her and is loathe to give it up. Convincing her to do that requires a

Linele still has the mind of a small child. She is confused and scared and doesn't understand the undead thing that she's become. However, the demon in the pocketwatch has tainted her, making her more prone to violent outbursts than she ever was while she was still alive. She almost killed one of the thugs in Area 7 (he was taken up the stairs to the manor house).

Player characters may find that a wise strategy involves destroying the watch. This does not affect Linele physically, but it does break the demon's hold on her and ensures that no one can ever use it again.

Demon-possessed watch, page 608

THE MANOR HOUSE

The door between the cave and the stairs up to the manor from Area 7 is iron (hardness 10, 90 hit points, break DC 28) and locked (Open Lock, DC 28). A small covered peephole allows someone on the other side to look into the cave. No one on this side of the door has a key—it's opened by a thug on the other side of the door, who, upon observing combat in the cave, will make sure the door is secure and then run up to warn the rest of the manor.

Going up into the manor house above the caves may not be a viable option for player characters of this level. It's a house full of Balacazar guards and thugs, with possibly at least one Covenant of Blood vampire (with the *horn of blood;* see page 270) and maybe even a member of the Balacazar family (see page 100). A kind DM will make sure that the characters simply *can't* get through the iron door to the stairs in Area 7, no matter what, forcing them to leave the way they came in or on the boat out through the tunnel to the sea (Area 8).

If the PCs do get up into the manor house, they are likely to encounter at least a dozen more guards as presented in Area 7, four much more powerful guards (around 10th level), the vampire Medre Allaconda (see page 249), and perhaps Menon Balacazar himself (see page 101). At best, they can hope to get captured, interrogated (including some torture), and sold to the Ennin slavers (see page 131). Perhaps Lord Zavere will feel compelled to offer Menon some terms for their release into his custody, which will cause him great embarrassment and put the characters in his debt for a long, long time.



Malkeen Balacazar, heir to the crime family's fortune, page 102



THE DEMON-POSSESSED WATCH

A demonic spirit named Ylouil dwells within an otherwise mundane pocketwatch, and it has for decades. It can, if it desires, speak to anyone who touches it. Typically, it does so only rarely and on its own terms, often whispering secrets that empower the creature with which it speaks to accomplish something evil (although also seemingly profitable). For example, it imparted the secret of creating the drug shivvel to humanity years ago.

Ylouil's very presence carries a strong evil taint that can have varied effects on those exposed to it over a period of time. These effects are up to the DM, but they always involve corruption of some kind—like turning an innocent young girl into an undead creature.

The pocketwatch is not a magic item but a mundane item possessed by a demon. It confers no powers upon the possessor and is only a corrupting influence.

Diplomacy check (DC 20); any attempt to retry after a failure angers her.

It's worth noting that Linele doesn't even know what shivvel is. She doesn't know her father is a criminal, or that her home on the island was used to process illegal and dangerous drugs. She was too young and innocent to understand any of it.

Linele: hp 17; see MM (treat as a vampire spawn).

RETURNING TO LINECH . . .

Whether they bring back Linele "living" or dead, the player characters eventually must bid Quillong farewell, leave the underwater caves, and return to where Seanus waits for them in the boat (unless he is already with them).

. . . With Linele's Corpse

If the characters return to Linech with his daughter's body (slain again by them, most likely), the glass coffin, and its contents, Linech seems extremely pleased and pays them the promised fee. He doesn't even notice the condition of Linele's body (he doesn't know exactly how she died). He is sincerely saddened by her death, but he's elated at the return of the watch, which he can use to barter for his life with Menon Balacazar.

Of course, some characters won't want to bring the demon-possessed watch back to the drug smuggler. However, if they don't, a furious Linech asks about it specifically. They can try to lie to him, but if he sees through the lie, he attempts (with the help of whatever guards he has on hand) to slay the PCs, or at least capture and interrogate them.

He won't pay them if he doesn't get the watch. Without the watch, he won't last the week, and so holding up his end of the bargain isn't a priority.

Brotherhood of Redemption, page 107
Pale Tower, page 329



Technically, it is illegal to bring an undead creature into the city. See Chapter 28: Crime and the Law.

. . . With Undead-Linele

The encounter with Linech likely goes very differently if the player characters bring back Linele in undead form, having convinced her to follow them back to the city. Linech is horrified, and anyone else around is terrified and runs from the girl. Linele, blaming her father and his misdeeds for her death, attacks him regardless of what the PCs do. Thus, the adventurers have to decide whether to try to save Linech, and—whichever choice they make—what to do with Linele afterward.

If they save Linech from his undead daughter, he pays them the money he owes them and offers them anything they want to deal with her. He wants them to make sure he never sees her again and doesn't have to fear her attacking him. This, of course, would be an ideal time to ask for the gold "statue" in his office.

BACK TO CASTLE SHARD

Zavere and Rill are interested to hear everything the characters' report and gladly give them their reward, regardless of how they handled the situation.

They are, of course, horrified to learn of Linele's fate. If she is still undead and with the party (or somewhere else known to them), Rill suggests taking her to the **Brotherhood of Redemption**. If the PCs try to give them the demon-possessed watch, they refuse it, saying that it would be unwise to keep it here. Should the party seem worried about hanging onto it, Zavere might suggest taking it to the **Pale Tower** for the Malkuth to guard.

Zavere will also remind them of his offer to pay them 1,000 gp to bring back Lord Abbercombe.

GETTING LORD ABBERCOMBE

Going back to Linech's Burrow might be easy or difficult, depending on what the player characters did there before. If they've already defeated Linech and his henchmen, or if Linele has dealt with her father and chased everyone else off, getting the statue is simple. If Linech and his crew are all still fit and able, it will be difficult.

The PCs may wish to stage some kind of ruse or diversion and then race in to spirit away the statue as quickly as possible. As Linech and his people are already anxious—expecting an attack by the Balacazars at any moment—this could prove fairly easy. Alternatively, if the characters gave Linech the watch, he and most of his guards won't even be at home. Instead, they'll be off parleying with the Balacazars.

If the party succeeds in retrieving Lord Abbercombe, the Lords of Castle Shard are very grateful, and Rill begins attempting to lift the spell that keeps him in stasis. It will take her days, perhaps even weeks (whichever works best for the flow of the campaign), but eventually she realizes that she cannot free him. Only then does Shilukar send

Castle Shard a missive stating that he can restore Lord Abbercombe—but only if they grant him permanent hospitality in the castle. See "Shilukar's Lair" on page 612 for more information.

ADVENTURE 3: END OF THE TRAIL

This short adventure works best if you leave a few months of in-game time between the end of "The Murderer's Trail" adventure and the start of this one. Maybe the whole episode with Linech, the sunken ship, and Lord Abbercombe takes a while. The PCs might decide to take some time off for a rest after dealing with Linech. You can run Interlude 2 (page 611) before this adventure.

Things start out as **Brother Fabitor** contacts the PCs to tell them that Phon Quartermain is missing. The pregnant woman they saved from assassins some months earlier has been gone for three days: She hasn't come to **St. Gustav's** Chapel, and she hasn't been to her job. In recent weeks, however, Fabitor has learned the name of her lover: a cleric named **Helmut Itlestein**. He reveals this information very reluctantly—only, he says, because he fears for her. He's seen the two of them together, and they seemed happy, but Fabitor wonders if he knows something about her disappearance now.

Fabitor confirms that no attacks have been made on Phon's life since the characters got involved. He thanks them for being so caring and helpful, and apologizes that he has no one else to go to for assistance in this matter.

If, after their previous involvement, the PCs put special precautions in place to protect Phon, it is quite likely that Helmut could overcome them—particularly since he has Phon's trust. Helmut didn't abduct Phon, he just came and got her. She went with him willingly, because she loves him.

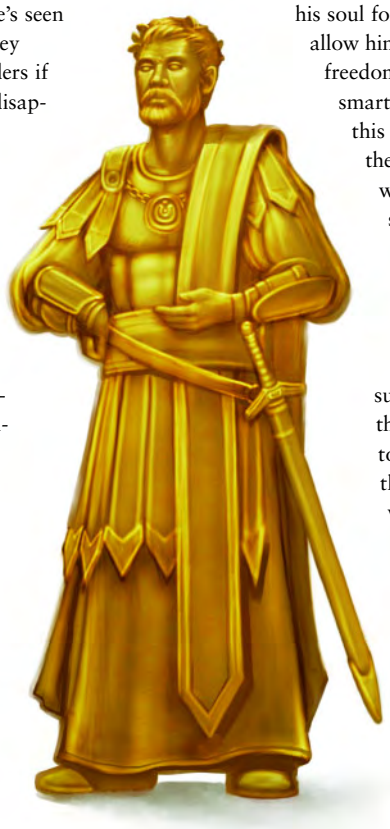
HELMUT'S HORRID SCHEME

Phon is indeed with her lover, Helmut Itlestein, kept in a secret room in his house. Helmut can't bring himself to hurt Phon, but intends to have the baby killed as soon as it is born. Phon is too blinded by her love for Helmut to believe that he truly means her or her baby harm. Even after everything that happens, she will not cooperate in getting Helmut arrested or punished for her kidnapping (and, technically, she was not kidnapped).

Helmut is not currently in the city—he is off meeting with some other republicans in the city of Kartare to the east, in **Ren Tehoth**. His organization needs money, and he's willing to go anywhere and do anything to obtain it. It's important to this adventure (and the PCs' well-being) that Helmut himself not get involved. The idea is to set him up as an ongoing villain—but not a typical one. Helmut is not evil, and he truly wants only what's best for the city. He is, however, willing to go to extraordinary lengths and commit terrible crimes against individuals in order for the city as a whole to prosper.

On his way back from Kartare, a woman approaches Helmut, claiming to know who he is. She tells him that she knows where he can obtain objects that will empower him to bring his goals to fruition. The objects are the ***staves of Ghul***, which indeed possess a great deal of power. He won't be back in Ptolus for many weeks, as he follows the woman on a quest to obtain the staves in the secret city of Shoggoth in the Dragonsbirth Mountains.

He doesn't care that they are evil items—he does not even care if they will eventually damn his soul for using them, as long as they allow him to set the city on the path to freedom and democracy. Helmut is smart enough to know that using this power unwisely would draw the attention of those who would object to the use of such items at all (the **Keepers of the Veil**, the **Church of Lothian**, the **high priests of Gaen**, and so on). He even knows that the woman who guides him is a succubus—he slays her when they find the staves. He plans to use them eventually to kill the **Holy Emperor**. But that won't happen for months in the campaign.



INITIAL INQUIRIES

Inquiring at the **Temple Observatory** of the Watcher of the Skies, the player characters learn that Helmut isn't in the city at all. The clergy won't say where he's gone, and even if charmed, intimidated, or otherwise forced to tell, it becomes clear that they don't really know. A successful Diplomacy or Bluff check (DC 15), however, convinces the lesser priests there to tell the PCs how to find Helmut's house. (A *charm person* spell would work on that score as well.)

Linele and the watch are of great interest to the Covenant of Blood. The vampires eventually will want to possess both, if they do not already. This may involve the PCs later on, particularly if they possess the watch or have hidden or destroyed it. If the characters give Linele to the Brotherhood of Redemption, the vampires dominate her mother and force her to convince the Brotherhood to release her, so that they can bring her into their fold (and study her, since she is a rare spontaneously generated vampire).

Ren Tehoth, page 43

Brother Fabitor, page 220
St. Gustav's Chapel, page 219
Helmut Itlestein, page 389

Staves of Ghul, page 390

The scenario described for the Cloud Theater on page 201 would be particularly appropriate to run a few sessions after this one, as it also deals with Helmut and his plot against runebearer children.

Keepers of the Veil, page 119
Church of Lothian, page 64
High Priests of Gaen, page 385
Holy Emperor, page 293

Temple Observatory of the Watcher of the Skies, page 389

"The End of the Trail" adventure is not meant to be the actual end of the trail. It is intended to be a setup for future direct encounters with Helmut Itlestein, when the PCs are higher in level.

Administration Building, page 314



Fate Weavers' symbol

Fate Weaving, a Wisdom-based skill, is cross-class for all classes; see the sidebar in Chapter 6: Organizations, page 112.

Dragon pistol, page 560

Fate Weavers, page 112

Republican movement, page 150
Runebearers, page 60

The Ethics of the Situation

Over the course of this adventure, the player characters may find themselves on two different sides of the issue at hand. In other words, if they learn what Helmut believes, they might agree that, as distasteful as harming children is, it might be worth doing so to save the whole city. This, of course, assumes they believe his visions of doom brought about by runebearers. This adventure is more about roleplaying and character development than it is about killing things or getting treasure.

The Fate Weavers run a secret school at their headquarters in the Rivergate District to teach young people their skills.
See page 349.

Otherwise, a Gather Information check (DC 17) made in the Temple District uncovers the location of his house. One can also go to the **Administration Building** in Oldtown to learn this information, but a hefty bribe (at least 50 gp) is required to get the address quickly.

HELMUT'S HOUSE

Helmut lives on Limit Street, in the very western end of the Temple District, in a residential area disproportionately inhabited by clerics and temple workers. Helmut is married, but his wife, Errathe, and he are estranged, mainly because she wanted to raise children and he won't allow it. She often spends time with her family in Oldtown.

Nevertheless, if the player characters watch the house, it takes very little time to observe activity around the place. At night, they can see light from the windows, and once or twice a day a mysterious figure or two come and go from the house.

The Fate Weavers (EL 4 if together, 3 or 2 if separate)

The figures seen around Helmut's house are two young human **Fate Weavers**. They are lithe and tall; both wear their hair long but pulled back and have the symbol of their group painted on their foreheads. Menaster Orrund, the male, is blond with blue eyes and a large nose, while Jamila Nox, the female, has auburn hair and large green eyes.

The Fate Weavers secretly work with Helmut and the **republican movement**. However, Helmut has further convinced Menaster and Jamila of his beliefs that **runebearer** children spell doom for the city, and—as horrible as it may seem—that these children must be eliminated for the good of all.

In Helmut's absence, Menaster and Jamila bring fresh, hot food for Phon each day and check on her to make sure she's in good health. Phon is still many weeks from giving birth. It's important to note that Jamila is a good-hearted young woman. She doesn't use lethal force indiscriminately unless her life, or the life of someone she cares about, is in danger. Menaster is slightly more mercenary, although both believe in Helmut's cause. However, neither of them has any reason to think that the PCs are here to help Phon. More likely, in their view, they're here to hurt her or, conversely, here to save the baby that spells doom for the city.

If the player characters follow these two away from the house, they see them go to the **Fate Weavers' headquarters** in Rivergate. However, grant both of the NPCs Spot checks to see that they are being tailed. If they notice the PCs, they try to lose them in Midtown, spending time in various establishments on Tavern Row.

The rest of the Fate Weavers know that their organization allies itself with Helmut but they know nothing of Phon, her child, or Helmut's vision regarding runebearers.

Menaster and Jamila sometimes come and go together, but usually one leaves and one stays.

Menaster Orrund
Male human (Neutral)
Sorcerer3 **CR** 3
HD 3d4+3 **hp** 15
Init +0 **Speed** 30 feet
AC 10, touch 10, flat-footed 10
BAB/Grapple +1/+0
Attack/Full Attack +1 ranged (1d12, dragon pistol)
Fort +2, **Ref** +1, **Will** +4
Str 9, **Dex** 11, **Con** 13, **Int** 12, **Wis** 13, **Cha** 14
Crucial Skills: Concentration +4, Listen +2, Spot +2, Tumble +2.
Other Skills: **Fate Weaving** +3, Knowledge (arcana) +5, Knowledge (architecture and engineering) +3, Spellcraft +4.
Crucial Feats: Point Blank Shot.
Other Feats: Alertness, Exotic Weapon Proficiency (firearms).
Spells Known: 6/6; save DC 12 + spell level.
1st—*burning hands, mage armor, silent image.*
0—*arcane mark, detect magic, ghost sound, mage hand, read magic.*
Possessions: **Dragon pistol**, ammunition (20 rounds); *potions of cure moderate wounds, false life*, and *cat's grace*; scroll of *see invisibility*, scroll of *jump* and *grease*, silver rings (2, worth 45 gp and 65 gp), 11 gp, 12 sp.

Jamila Nox
Female human (Neutral Good)
Fighter2 **CR** 2
HD 2d10+4 **hp** 22
Init +1 **Speed** 20 feet
AC 18, touch 11, flat-footed 17
BAB/Grapple +2/+3
Attack/Full Attack +4 melee (1d8+2, longsword) or +3 ranged (1d8+2, powered mighty longbow)
Fort +5, **Ref** +1, **Will** +1
Str 13, **Dex** 13, **Con** 14, **Int** 13, **Wis** 12, **Cha** 10
Crucial Skills: Spot +2.
Other Skills: Craft (armorsmith) +6, Decipher Script +3, **Fate Weaving** +4, Handle Animal +4.
Crucial Feats: Combat Expertise, Dodge, Endurance, Power Attack.
Other Feats: N/A
Possessions: Masterwork chainmail armor, masterwork heavy steel shield, mighty powered composite longbow* (Strength +2), *+1 longsword*, *potion of barkskin +2*, key to Helmut's house, 13 sp.
* See Chapter 29: Technology.

Inside the House

The front door is locked (DC 25 to open), but Jamila has a key. The house is very typical for the neighborhood (see map on separate sheet). The wealth of a high priest of a major temple is evident here, although one might have expected much more—Helmut has devoted most of his own wealth to his cause. Still, if the characters want to ransack the house, they'll likely find 2,000 gp

worth of easily removed goods (silverware, a silver tea set, jewelry, a nice painting, and so forth).

Most interesting, however, is a sheaf of papers on a desk in the first-floor office. The papers detail a number of prophecies and visions that Helmut has received from the **Watcher of the Skies**. While most seem incomprehensible, meaningless, or irrelevant, one of them catches the PCs' eyes. It says:

"Lord Abbercombe will be found by a dark elf named Shilukar. But the Idol of Ravvan brings doom. His lair lies beneath a vacant lot on Brandywine Street in the Guildsman District."

The Secret Room: The upstairs has a large room behind a secret door (DC 22 to find) hidden within Helmut's wardrobe. Helmut keeps Phon here (see page 590 for her stats). She is visibly pregnant now, and also heavily sedated. The room's furnishings include a bed, a small table holding a lamp, washbasin, and pitcher, a couple of chairs, and a large table that contains maps of important government and Church locations (the **Administration Building**, the **Imperial University**, the **Holy Palace**, etc.), along with a few notes on infiltrating or even destroying them.

Phon spends most of her time asleep or talking quietly with Menaster and Jamila. She's well cared for and—in fact—well protected. If anyone should attempt to harm Phon or take her out of this room, the large table animates magically and attacks the offenders.

Animated Object, Large: hp 52; see MM.

Unless the player characters specifically waited until they saw both Menaster and Jamila leave, one of them might be here as well and ready to protect her.

WRAPPING UP

Since Helmut will be gone for weeks, he won't know what the player characters have done for a long time. However, Phon will, under no circumstances, believe that he meant her harm. Even if the PCs have figured out that he was the one who hired the killers that attacked her, they can find no proof of it, and Phon certainly won't believe it.

For now, however, Phon is safe. And the adventurers have the location of Shilukar's lair, which will become extremely valuable later on.

INTERLUDE 2: THE MISSING WAFERS

This interlude provides another short, one-session adventure that has nothing to do with anything that comes before or after it.

SET UP

A priestess named Delemele Sartaris (female human cleric4) sits dejected and sad in the **Ghostly Minstrel** (or replace with another tavern or restaurant that the PCs frequent). She even weeps at one point. If the player characters approach her, she invites them to sit down. She explains that she is a priestess of **Melann, Goddess of Farming**, and that she was given the duty of transporting the blessed wafers of her deity to the fields north of the city, where they are crumbled and scattered upon the ground to ensure fertility.

When she arrived at the fields earlier today, however, the wafers were missing. She feels terrible about this, and faces severe chastisement and probably a demotion in priestly rank. Worse still, the farmers risk poor crops and even blight (at least, that's what she believes). She begs the characters for their help.

Delemele admits that on her way out of the city, she stopped for a time in a small tavern called the Gatehouse Pub. This was careless of her, but she was meeting her friend Kaela Sparkborn (female elf bard3) there for lunch.

THE THEFT

A rival cleric named Thord Questin was recently excommunicated from the service of Melann. Delemele discovered that he was stealing from church donations. Thord lost all clerical abilities and all respect from everyone he knew. Eager for revenge, he has stolen the wafers and plans to make it look as if Delemele planned on selling them. In doing so, he hopes to frame her for his own past crimes and redeem himself in everyone's eyes. He paid an elf rogue named Araevil Seversong to lift them out of her bag while she was at the pub.

Delemele knows about Thord, obviously, but she doesn't know that he's relevant in this situation.

AT THE GATEHOUSE PUB (EL 3)

The obvious place to start investigation is the Gatehouse Pub in the North Market (page 311). Delemele accompanies the characters unless they ask her not to.

The pub is located on North Gate Road very near the North Gate. It's usually quite crowded, mostly with farmers and visitors from out of town. The owner is Wilsha Rarris (female human commoner5), and she has a staff of four overworked helpers. The place serves ale as well as simple lunch fare.

Thord figured that Delemele might get someone to help her, so he hired Araevil Seversong to remain at the pub and watch for anyone poking around. If Araevil does see "investigators," he is supposed to throw them off the trail. He can do that in one of two ways.

1. In Disguise. Araevil pretends to be a patron in the pub who claims to have seen the heist. He tells the PCs that two dwarves slipped the wafers out of the cleric's bag. He says he saw the thieves run off along the wall to the west, toward Rivergate. He was afraid to get involved earlier, so he didn't say anything.

INFO CHECKS

Asking around with the neighbors or using a Gather Information check among nearby residents reveals a few details about the Itlesteins:

Helmut and Errathe do not get along, and Errathe is almost never here (DC 14).

Helmut is traveling, although there still seems to be some activity around the house (DC 16).

Helmut left two days ago (DC 18).

Two young people are seen coming and going from the house every day (DC 20).

The PCs can investigate Kaela Sparkborn (Delemele's friend), but she doesn't know anything about the theft and didn't see anything.

Melann, Goddess of Farming, page 69

Watcher of the Skies, page 70

Administration Building, page 314
Imperial University, page 322
Holy Palace, page 292



Ghostly Minstrel, page 204

Araevil Seversong is a rogue for hire. He'll do anything for money. He's looking forward to a time in the near future when he can join either the Longfingers Guild or one of the larger criminal organizations.

Watchhouses, page 151



Dragon pistol, page 560

Ghul's Labyrinth, page 418
Chaositech, page 566

Couriers, page 164
Castle Shard, page 285
Lord Abbercombe, page 88

If asked, Delemele tells the PCs that the missing wafers are in a holy silver box wrapped in silk—no one would necessarily know they were wafers just by seeing them lifted out of her bag. In other words, Araevil should have said he saw them steal a box, not "wafers." Delemele won't think of this herself, however.

2. The Direct Approach. The elf rogue may try to scare off the characters by ambushing them. He attacks (hopefully) with surprise, hiding in some shadowy cover, making a ranged attack. He hopes that one sneak attack shot from his pistol takes down the toughest looking of the PCs. He then threatens the rest from the shadows. "Get out of here, or you'll all end up like him."

Araevil Seversong
Male Shoal elf (Neutral Evil)
Rogue3 **CR** 3
HD 3d6–6 **hp** 11
Init +4 **Speed** 30 feet
AC 18, touch 14, flat-footed 14
BAB/Grapple +2/+2
Attack/Full Attack +3 melee (1d6, short sword) or +6 ranged (1d12, dragon pistol)
SA Sneak attack +2d6
SQ Evasion, elven traits, low-light vision, trap sense +1
Fort –1, **Ref** +7, **Will** +4
Str 10, **Dex** 19, **Con** 7, **Int** 14, **Wis** 16, **Cha** 10
Crucial Skills: Bluff +5, Disable Device +8, Hide +10, Listen +5, Move Silently +4, Search +10, Spot +11, Use Magic Device +5.
Other Skills: Appraise +6, Disguise +8, Knowledge (local) +4, Open Lock +8, Sleight of Hand +8, Use Rope +9.
Crucial Feats: Point Blank Shot.
Other Feats: Exotic Weapon Proficiency (firearms).
Possessions: +1 *studded leather armor*, masterwork short sword, daggers (3), **dragon pistol**, ammunition (8 rounds), *potion of change self*, disguise kit, thieves tools, silver and opal necklace worth 500 gp, 16 gp.

FINDING THORD

If the party captures and interrogates Araevil, he might eventually crack (assuming the PCs successfully intimidate him). In such a case, he says Thord hired him to steal the wafers in the box; he gave them to him when he was done. He won't tell them where Thord went unless successfully intimidated a second time or unless they give him at least 25 gp. He knows Thord is hiding in a nearby park, in the gardener's shed.

Should the characters ask anyone in the pub about the elf, a Gather Information check (DC 15) reveals that people say they saw him give a box to someone fitting Thord's description (a tall, thin man with shaggy brown hair and a missing front tooth). Afterward, Thord ran off to the nearby Deaven Park. This flower-filled park is just across the street—it's very small, and the only place anyone could be hiding is the old gardener's shed.

IN THE GARDENER'S SHED (EL 3)

This small wooden building contains tools, sacks of seed, and a large bucket of fertilizer. Thord hides here with the wafers. He peeks out the door quite frequently, so he may well see the PCs coming. If he sees them in time and realizes that they are obviously looking for him (if, for example, Delemele is with them), he runs. Otherwise, he tries to fight them off. He surrenders to save his life, if it comes to that.

He confesses to his crimes if forced. The proper thing to do at this point would be to take him to the nearby **Watchhouse** (the Temple of Melann also would be appropriate). Delemele wants to take the wafers to the fields north of town immediately, though. She has no money with which to pay the characters but promises that they can come to her for spellcasting if ever they need it.

Thord Questin
Male human (Lawful Evil)
Ex-Cleric4 **CR** 3
HD 4d8+4 **hp** 25
Init –1 **Speed** 20 feet
AC 16, touch 9, flat-footed 16
BAB/Grapple +3/+5
Attack/Full Attack +7 melee (1d8+3, heavy mace)
Fort +5, **Ref** +0, **Will** +6
Str 15, **Dex** 9, **Con** 12, **Int** 10, **Wis** 15, **Cha** 13
Crucial Skills: Spot +3.
Other Skills: Craft (cooking) +4, Heal +8, Knowledge (religion) +6, Spellcraft +6.
Crucial Feats: Combat Reflexes.
Other Feats: Weapon Focus (heavy mace).
Possessions: Masterwork breastplate, masterwork heavy steel shield, +1 *heavy mace*, *potion of cure moderate wounds*, silver box worth 50 gp containing the holy wafers of Melann, 48 gp.

ADVENTURE 4: SHILUKAR'S LAIR

Deep underground, below the Guildsman District, Shilukar has claimed a section of tunnels and chambers that were once a part of **Ghul's Labyrinth**. Here, he has built his **chaositech** laboratory and keeps his weird creations.

SET UP

Shilukar has sent his "offer" to Lord Zavere and Lady Rill via **courier**. He wants an invitation to live permanently in **Castle Shard** in exchange for the key to restoring **Lord Abbercombe** from his stasis. This is really significant, because anyone with such an invitation is afforded not only a safe place to live, but the protection of Zavere and Rill. The Lords of Castle Shard summon the player characters to another meeting at the castle and explain the situation.

Zavere says Shilukar has given them only two days to decide. In that time, if someone could obtain the restorative to help Lord Abbercombe, the whole issue would be moot. Hopefully, the PCs found the location of Shilukar's lair in **Helmut Itlestein's** house. If they try to tell the Lords of Castle Shard about this, Zavere stops them. "Ah, ah," he says. "If *someone* could obtain the restorative to help Lord Abbercombe, the whole issue would be *moot*. That's all I am saying." He looks at them meaningfully and then bids them good day.

The characters should get the obvious hint that he wants them to go after Shilukar, but he doesn't want to actually know about it. He makes no offer of reward, but by this time, it should be clear to the PCs that helping the Lords of Castle Shard is always a good idea.

The characters have two days to infiltrate Shilukar's lair, get the restorative, and bring it back to **Castle Shard**. This is an extremely difficult task for them to attempt, and they may fail. However, Shilukar doesn't want them dead—he wants them to return to Rill and Zavere and convince them to accept his offer. He tells the PCs that if he goes to Castle Shard, he won't need his gnoll guards anymore and he will destroy the *idol of Ravvan* (see Area 9).

LAYOUT OF THE LAIR

Practically all of Shilukar's lair lies beneath the streets, as a part of Ghul's ancient labyrinths. Unless otherwise noted, the doors are wooden and unlocked, the ceilings are twelve feet high, and the walls, floors, and ceilings are masonry stone. The numbered areas below correspond to those on the map of the lair (see separate sheet).

1. The Scrap Lot and the Shack

The main entrance into Shilukar's Lair lies within a small shack in an open lot on Brandywine Street in the Guildsman District. The lot is filled with trash and scrap. Those trying to get to the old shack must climb over piles of discarded planks, broken furniture, unused bricks and stones, and rusty pipes and sheets of metal. Those failing a Spot check (DC 5 during the day, DC 10 at night) must make a Reflex save (DC 12) to avoid stepping on a nail or scraping against a sharp piece of scrap (1d4 points of damage). Move Silently checks suffer a –4 penalty here, although Hide checks gain a +2 bonus.

The shack measures barely ten feet by ten feet. It is made of wood and filled with more trash. A Search check (DC 20) reveals that one section of scrap and rubbish is actually a well-disguised secret door in the floor. What looks like a rusted, broken padlock is in fact a well-maintained lock (DC 25 to open) securing the door. Characters who succeed at a Search check (DC 25) find that another section of scrap has been set to fall and make a great deal of noise when the trap door opens, automatically alerting the guards below, if they were not already. A Disable Device check (DC 14) disables this "trap."

Climbing down the ladder from the trap door in the old shack leads one to an empty room with another door leading out to Area 2.

2. Guards (EL 5)

The guards here wait and watch the trash-filled lot. Shilukar has rigged a periscope in this room, giving them the ability to watch for intruders. The periscope is disguised as scrap and will be found only with a Search check (DC 25). The guardroom itself has a wooden table made from an old door. It is covered with mugs, a keg, and scraps of food.

Four gnolls stand guard here. One always mans the periscope. The others typically sit around the table, telling tall tales and drinking weak beer unless alerted. They all howl like wolves if attacked, to alert the gnoll in Area 3.

Gnolls (4): hp 10, 12, 14, 15; see MM.

Treasure: If the PCs remove the large periscope without breaking it (Disable Device check, DC 12), it is worth 100 gp.

3. Net Trap (EL 2)

A single gnoll waits in an intersection of corridors, holding a rope. If he pulls the rope, a large, weighted net falls down over a ten-foot-square area in front of the north door. Characters in that area when the net falls can make a Reflex save (DC 18) to avoid being entangled in it. See Chapter 7: Equipment in the *Player's Handbook* for more details about nets. The gnoll howls out to his fellows once the net is dropped, then attacks anyone not trapped by it.

Gnoll: hp 12; see MM.

4. Gnolls Working (EL 3)

Two gnolls work here attempting to widen the room by burrowing into the eastern wall. The wall has no masonry on it any longer, and piles of broken stones and dirt fill the room.

If engaged, the gnolls fight with their picks (damage 1d6+3) without shields (AC 13). They are quick to retreat, though, attempting to reach one of the exits. They do not come to the aid of others, if they hear the sounds of battle.

Gnolls (2): hp 10 and 13; see MM.

5. Gnoll Barracks (EL 5 if prepared)

Four off-duty gnolls lounge and sleep in this large chamber in the northwest corner of the lair. Unless alerted, they are not prepared for combat at all. They require 10 full rounds to don their armor and get their weapons ready. With less time, they are not wearing any armor and have only melee weapons at hand. If they hear noise in Area 3, they immediately start donning their armor.

Gnolls (4): hp 9, 11, 15, 15; see MM.

DM TIPS

Player characters should be at least 3rd level before reaching Shilukar's lair.

Helmut Itlestein's house, page 610

Castle Shard, page 285



Neither Zavere nor Rill seems interested in ways to trick Shilukar into giving them the restorative without really *getting to live in Castle Shard. Such actions, Zavere tells them, are without honor or dignity.*

Anyone who thinks to look into who owns the scrap lot can find documents in the Administration Building showing that the land was recently sold to a Shoal elf named Shaelukar Darkfingers. This is an alias Shilukar uses while in disguise.

City sewers, page 439

6. Emergency Exit (EL 3)

Two more gnolls watch the lair's secret eastern exit, which leads into the city sewers. The stone door is secret from the sewer side (Search, DC 25) and locked (Open Lock, DC 24). The gnolls on guard have the key. They stand at their positions, even if they hear sounds of combat elsewhere in the lair.

Gnolls (2): hp 9 and 11; see MM.

If the PCs ask around about anything strange in the area, a Gather Information check (DC 15) reveals that gnolls have been seen in the area around Brandywine Street, skulking in the darkness. A DC 20 success on the check allows them to hear that at least one person claims not only to have seen gnolls, but a blue-skinned gnoll as well.

7. Gnoll Cleric (EL 4)

The door to this room near the center of the lair is locked (Open Lock, DC 20). The chamber holds a wooden bed covered in animal hides. The walls are covered in crude pictures and symbols drawn in blood. They look disturbing but ultimately have no meaning. Bones, teeth, claws, skulls, and bits of fur hang from the ceiling, suspended on string.

This is the lair of Nyatrah, a cleric of Ravvan and one of the favored of his progeny. Nyatrah is fiercely devoted to Ravvan—with the key word being "fierce." He does whatever the half-fiend gnolls Brugul and Angash tell him to do, and thus, whatever Shilukar wants.

DM TIPS

This is a very challenging adventure, with a real chance of PCs dying. It's entirely possible and not at all inappropriate for them to retreat and admit that the challenge is too much for them. DMs shouldn't punish them for this and, in fact, might want to facilitate what might be the wiser course of action.

Nyatrah
Male gnoll (Chaotic Evil)
Cleric3 (Ravvan) **CR** 4
HD 2d8+6 + 3d8+9 **hp** 42
Init +1 **Speed** 20 feet
AC 22, touch 11, flat-footed 21
BAB/Grapple +3/+7
Attack/Full Attack +7 melee (1d8+4, flail) or +5 ranged (1d6+4, sling)
SQ Darkvision 60 feet
Fort +9, **Ref** +2, **Will** +5
Str 18, **Dex** 12, **Con** 16, **Int** 12, **Wis** 14, **Cha** 14
Languages: Gnoll, Undercommon.
Crucial Skills: Concentration +7, Listen +5, Move Silently –3, Spot +5.
Other Skills: Craft +7, Heal +7, Spellcraft +2.
Crucial Feats: Combat Casting, Power Attack.
Other Feats: Brew Potion.
Domains: Evil, Strength.
Spells: 4/3+1/2+1; save DC 12 + spell level.
2nd—*bull's strength, cure moderate wounds, hold person.*
1st—*cure light wounds, divine favor, protection from good, shield of faith.*
0—*cure minor wounds, detect magic* (3).
Possessions: Full plate armor, heavy wooden shield, flail, sling, masterwork sling bullets (10), *wand of cure light wounds* (22 charges); *potions of divine favor, magic fang, bull's strength,* and *bear's endurance*; 25 gp.

Tactics. If he hears shouts of alarm, Nyatrah casts *bull's strength*, *protection from good*, *shield of faith*, and *divine favor*, in that order, which takes 4 rounds. Once that's done, he has a +3 bonus on attacks and damage, and a total of AC 24. Then he goes to the sounds of alarm to lend his considerable might.

Note that he does not speak Common.

8. Font of Health and Strength

As an unexpected side effect of the *idol of Ravvan*'s proximity, this ancient pool—once empty except for muck and slime—is now full of cool, clear water. Strength and vitality seethes within the water, making it constantly ripple, even though no source for such an effect is evident. Anyone who drinks from the font immediately comes under the effects of a *bull's strength* and *bear's endurance* spell, which last for twenty minutes. However, if the imbiber is already under the effects of one or both of those spells, or if he drinks from the pool more than once (ever), he must make a Will saving throw (DC 16) or be affected by a *song of discord* for 10 rounds. In any case, the effects of the pool never stack with *bull's strength* or *bear's endurance*, and no one ever benefits from drinking from the pool twice.

9. Idol of Ravvan the Beast God (EL 4)

This chamber at the south end of the lair remains mostly empty, except for a squat ceramic idol one foot tall atop a three-foot-tall simple stone pedestal. The idol is very magical and very dangerous.

Those who enter this chamber must make a Will saving throw (DC 16) or they begin to feel more bestial and savage. After 1 full round, affected characters begin seeing visions in their minds' eyes of themselves tearing apart their friends using only their nails and teeth. After 2 full rounds, the affected characters act on these visions. They are affected as if by a *song of discord* for the entire time they remain within the chamber. At any time, this effect can be dispelled with *dispel magic* or canceled by a *calm emotions* or similar magic (including *break enchantment* or *remove curse*). Henceforth, they will act similarly if they enter the chamber or come within twenty feet of the idol, if the idol is ever moved.

Half-Fiend Gnoll. Typically, Angash the half-fiend gnoll is here. He does not have wings, but he is enormous. His skin and fur are blue, and his feet are cloven. He gladly attacks any intruders—he loves combat.

DM TIPS

Some basic features of Ghul's Labyrinth appear starting on page 418 in Chapter 19: What's Down There?

Angash
Male half-fiend gnoll (Chaotic Evil)
Large outsider (chaotic, evil, extraplanar)
Fighter2 **CR** 4
HD 2d8+12 + 2d10+12 **hp** 60
Init +2 **Speed** 30 feet
AC 13, touch 11, flat-footed 11
BAB/Grapple +3/+14
Attack +11 melee (2d8+10, large greataxe)
Full Attack +9 melee (2d8+10, large greataxe) and +8 melee (1d8+3, bite)
SA Spell-like abilities, smite good (+4 damage to good)
SQ Immune to poison, resistance to acid 10, cold 10, electricity 10, and fire 10, SR 14, DR 5/magic.
Fort +12, **Ref** +2, **Will** –1

Str 24, **Dex** 15, **Con** 22, **Int** 13, **Wis** 9, **Cha** 11
Languages: Gnoll, Infernal.
Crucial Skills: Climb +17, Jump +17, Listen +6, Move Silently +5, Spot +6, Tumble +9.
Other Skills: Knowledge (religion) +8, Swim +17.
Crucial Feats: Cleave, Power Attack.
Other Feats: Two-Weapon Fighting, Weapon Focus (greataxe).
Spell-Like Abilities: Caster level 4th. The save DCs are Charisma based.
3/day—*darkness;* 1/day—*desecrate.*
Possessions: Large masterwork greataxe, 25 pp, 39 gp.

Tactics: Angash doesn't use his spell-like abilities, preferring to chop things with his axe. Although he likes to bellow in battle, he won't actually cry for help unless he is reduced to half his hit points. He is a very dangerous foe.

10. Brugul (EL 4)

This chamber east of the font (Area 8) has blood and gore spattered across its stone walls and floor. Worse, it appears as if someone has attempted (crudely) to draw pictures and symbols of beasts, claws, and tooth-filled maws in the blood. Two large furred skins lie on the floor like beds.

Half-Fiend Gnoll. As with her brother, the blood of Ravvan has increased Brugul's size, but it has not granted her the typical half-fiend's wings. Her fur and skin are blue, her feet are cloven, and she has four small horns on her head. With her spellcasting and equipment, she is likely far more dangerous than her brother—and woe to the party that must confront them both at the same time.

Brugul
Female half-fiend gnoll (Chaotic Evil)
Large outsider (chaotic, evil, extraplanar)
Cleric2 (Ravvan) **CR** 4
HD 2d8+8 + 2d8+8 **hp** 41
Init +2 **Speed** 30 feet
AC 20, touch 10, flat-footed 19
BAB/Grapple +2/+11
Attack/Full Attack +8 melee (2d6+5, large flail)
SA Spell-like abilities, smite good (+4 damage to good)
SQ Immune to poison, resistance to acid 10, cold 10, electricity 10, and fire 10, SR 14, DR 5/magic, darkvision 60 feet
Fort +10, **Ref** +2, **Will** +5
Str 21, **Dex** 14, **Con** 19, **Int** 14, **Wis** 15, **Cha** 12
Languages: Gnoll, Infernal.
Crucial Skills: Climb +9, Jump +9, Listen +10, Sense Motive +10, Spot +6.
Other Skills: Craft (armorsmith) +10, Craft (weaponsmith) +10, Knowledge (religion) +10, Survival +8.
Crucial Feats: Cleave, Combat Casting, Power Attack.
Other Feats: N/A
Spell-Like Abilities: Caster level 4th. The save DCs are Charisma based.
3/day—*darkness*; 1/day—*desecrate.*



Domains: Animal, Evil.
Spells: 4/3+1; save DC 12 + spell level.
1st—*divine favor, magic weapon, protection from good, shield of faith.*
0—*cure minor wounds, detect magic, read magic, resistance.*
Possessions: Masterwork banded mail armor, masterwork heavy wooden shield, masterwork large flail, *ring of feather falling*, flask of alchemist's fire, emerald ring worth 550 gp.

Tactics: Brugul would prefer to go into battle fully prepared, with *divine favor, magic weapon*, and *shield of faith* cast. If she does this, she makes attack and damage rolls with a +2 bonus, and her AC becomes 27. If possible, she further casts *protection from good* on her brother, adding a +2 bonus to his Armor Class. She comes to her brother's aid if she hears him fighting in Area 9, but she takes 3 rounds to cast her spells first—unless he cries out for help, at which point she comes immediately.

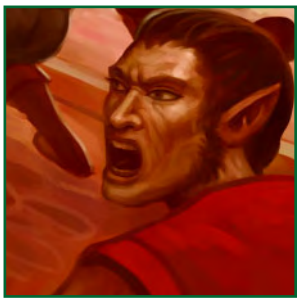
11. Alarm and Trap (EL 5)

Entering this open area just west of the font (Area 8) triggers a magical *alarm* that mentally warns Shilukar. It also sets off a magical trap that may slow or completely subdue anyone within. Those in the room 1 round after the first person enters must make a successful saving throw against the trap or be slowed for 5 rounds; those who are slowed must make another save or fall asleep.

DM TIPS

It may be worth it to mention to the players how strange it is to see gnolls in Ptolus.

Because Shilukar has lied to them, Brugul and Angash don't really understand how the world works. Having recently come here from the realms beyond, they don't even truly understand that now they can never return. Occasionally they leave Shilukar's lair, but only to hunt live prey in the city above. Shilukar keeps them from doing so too often, so as not to attract attention. Still, rumors are already circulating of strange blue gnolls. If not slain, these half-demons will escape the lair and creep about Ptolus' dark alleyways, hiding in abandoned ruins, hunting prey, and wreaking havoc.



The Idol of Ravvan

The artifact known as the idol of Ravvan *maintains an open gateway leading to the extradimensional hell that the minor god/demon prince Ravvan the Beast God rules over. Millennia ago, Ravvan sent this idol to the world to create a conduit. However, because of Praemal's closed nature, the gate is only one-way. Creatures, things and energies can come here, but they cannot ever leave.*

As a god of savagery and beasts, much of what Ravvan sends are foul energies that corrupt and tempt creatures toward their more bestial natures (as described in Area 9). Recently, he has also sent a number of his followers (gnolls) and two of his demonic children (Angash and Brugul) begat upon gnoll mothers.

The idol's current owner, Shilukar the dark elf, has convinced those recently arrived from Ravvan's realm that if they do as he asks, he will lead them to greater glory for their lord. So far, he has been true to his word, but he is ready to betray them in a moment if it will help him.

If the idol is destroyed, all the creatures who have passed through its gate fall into a coma for 1d4 days. Shilukar knows this.

Strong transmutation; CL 20th

Lord Abbercombe, page 88

When alerted by the *alarm*, Shilukar hastens here to take advantage of the intruders while they are slowed or asleep.

***Slow* (and *Sleep*) Trap:** CR 5; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*slow*, 5th-level wizard, Will save, DC 17, negates, plus failure forces a second save to avoid going to sleep for 1d6 minutes); Search DC 28; Disable Device DC 28.

12. Chaositech Lab

The large room in the southwest corner of the lair is Shilukar's laboratory. The ceiling here is twenty feet high. The chamber stinks of foul chemicals and organic, rotting smells. Running through the middle of the room is a wooden platform reached via a ramp. The platform is ten feet off the ground and allows anyone on it to look down into the nearby glass tanks filled with chaositech-created chemicals. These vats vary in size, from eight to twelve feet in height, and from three to five feet in diameter. In most of the vats a creature gestates, suspended in the liquid and attached to a number of umbilical-like cords. These cords connect to horrid, semi-organic machines, each about two feet in diameter, that pump nutrients and chemicals into the creature.



The Growing Creatures. Each creature in the vats looks like a terrible fusion of a recognizable animal (a dog, a large bird, a snake, etc.) and a Medium spider. Some look hardly viable. None of them is ready to live on its own; if removed from its tank, any of them will die.

The chemicals in the vats are toxic. If a tank is destroyed, not only do the chemicals spill out onto the floor, but a cloud of poisonous gas ten feet across roils up and lasts for 1d4 rounds before dissipating. This poison has a Fortitude save DC of 13 and inflicts 1 point of Dexterity damage (primary and secondary effect).

The machines and tanks cannot be moved without destroying them.

The Table. The far corner of the room has a table covered in alchemical apparati: 1,000 gp worth of jars, tubes, beakers, chemicals, powders, and specialized tools.

13. Spider Spawn (EL 4)

The door to this room adjacent to the lab is made of wood and is locked (Open Lock, DC 24).

This chamber contains the results of some of Shilukar's most successful experiments to date. Horrible fusions of spiders with Large bats and rats, these hungry creatures attack immediately.

The spider-bats look like monstrous spiders four feet across but have bat-wings with a wingspan of nearly ten feet. The spider-rats look like dire rats, but with four additional spiderlike legs coming out of each side, which allow them to walk on walls.

Spider-Bats (2): hp 10 and 12; see MM (as Medium monstrous spiders, but with a 20-foot fly speed with clumsy maneuverability).

Spider-Ratlings (3): hp 4, 6, 7; see Chapter 34: Monsters (as ratlings, but with *spider climb*).

14. Shilukar's Bedchamber

This lavish room just north of the lab (Area 12) and spider-spawn room (Area 13) is appointed in lavender, white, and black silks. These cover the walls and the massive four-poster bed, as well as the canopy over the bed. The room also contains a desk and chair, a round wooden table with two more chairs, a bathtub, a divan, and two wardrobes.

It is doubtful that the characters will actually encounter Shilukar here. He is more likely to come find them at some point, or to be working in his lab when they arrive.

Unless his foes seem extremely powerful, Shilukar uses *sleep* as his primary offensive tactic. He likes to take prisoners, because dead foes can't be manipulated or used.

Shilukar carries a tiny vial of liquid that, when sprinkled upon **Lord Abbercombe**, relieves the stasis affecting him.

Shilukar
Male dark elf (Neutral Evil)
Wizard5 **CR** 6
HD 5d4+5+3 **hp** 26
Init +8 **Speed** 30 feet
AC 14, touch 14, flat-footed 10
BAB/Grapple +2/+5
Attack/Full Attack +6 melee (1d6+4, quarterstaff) or +7 ranged (1d4+3, dagger)
SQ Darkvision 120 feet, spell-like abilities, light blindness, dark elf traits, SR 16
Fort +2, **Ref** +5, **Will** +5
Str 16, **Dex** 18, **Con** 13, **Int** 19, **Wis** 13, **Cha** 12
Crucial Skills: Concentration +6, Hide +4, Listen +4, Search +6, Sense Motive +6, Spot +3.
Other Skills: Chaos Surgery* +7, Craft (chaositech)* +7, Knowledge (arcana) +11, Spellcraft +5.
Crucial Feats: N/A
Other Feats: Craft Wand, Improved Initiative, Scribe Scroll, Toughness.
Spell-Like Abilities: Caster level 5th. The save DCs are Charisma based.
1/day—*dancing lights, darkness, faerie fire.*
Spells: 4/4/3/2; DC 14 + spell level.
3rd—*fireball, fly.*
2nd—*invisibility, Mel's acid arrow, web.*
1st—*expeditious retreat, mage armor, sleep* (2).
0—***assess creature,*** *detect magic, ghost sound* (2).
Possessions: Masterwork dagger, masterwork quarterstaff, *pearl of power* (1st-level spell), *wand of charm person* (10 charges), *potions of cat's grace* and *see invisibility*, scrolls of *fireball*, scrolls of *shield* (2), scroll of *spectral hand*, chaositech emotion reader*, docility bomb*, infestation bomb*, vial of liquid (restorative for Lord Abbercombe), antitoxin, thunderstone, ruby ring worth 500 gp, key to his room, 27 gp.
* See Chapter 30: Chaositech.

Treasure. Among the clothing, toiletries, towels, and other mundane items in the wardrobes, one can find (Search, DC 21) a bag containing 890 gp. Further, Shilukar's spellbook is in a drawer in the desk.

Shilukar's Spellbook: The spellbook contains these spells: 0—*arcane mark*, *dancing lights*, *daze*, *detect magic*, ***detect chaositech***, *disrupt undead*, *flare*, *ghost sound*, *light*, *mage hand*, *mending*, *open/close*, *prestidigitation*, *ray of frost*, *read magic*, *resistance;* 1st—*chill touch*, *detect undead*, *enlarge*, *expeditious retreat, hold portal*, ***identify device***, *jump*, *mage armor*, *protection from chaos*, *protection from law, shield, sleep;* 2nd—*arcane lock*, *invisibility, Mel's acid arrow; whispering wind, web;* 3rd—*fireball, fly, slow*.

WRAPPING UP

If the player characters got the vial of liquid from Shilukar, Lady Rill can restore Lord Abbercombe. She and Zavere (and Lord Abbercombe) all give them their gratitude, as well as a monetary reward of 3,000 gp. Perhaps more importantly,



however, they take a huge step toward becoming figures of respect and importance. Zavere and Rill give them **gold friendship bands** with the words "Castle Shard" engraved upon them.

If the PCs failed to get the restorative, the Lords of Castle Shard invite Shilukar to live in Castle Shard. This puts him under their protection, and the characters (or anyone else) can no longer attack him without incurring the wrath of Zavere and Rill. The Lords of Castle Shard still appreciate the PCs' efforts, and while they give them no monetary reward, they do still grant them the friendship bands.

FURTHER ADVENTURES

Helmut Itlestein is still around, and still causing trouble. But what if he's right? What if the runebearer children do spell doom for the city? This is covered in some detail in the *Night of Dissolution* adventure on the CD-Rom—although perhaps not the way anyone might expect.

Shilukar, too, is likely still around, either in Castle Shard or in hiding in a new lair somewhere. Undoubtedly he has multiple contingency plans to fall back on. Perhaps he attempts to manipulate the player characters into opposing the **Shuul** and destroying the chaositech-hunting **Prajdall** he so fears (the details of which are up to the DM).

For more on the personality and motivations of Shilukar, see his section on page 597. See also "Shilukar as a Campaign Villain," page 580.

If Angash or Brugul (or both) have the player characters on the ropes, Shilukar intervenes. He tells the party that he will let them escape alive if they return to Castle Shard and help convince the lords there to accept his offer. He tells the PCs that if he is allowed to live in Castle Shard, he won't need the gnolls anymore and that he'll destroy the idol of Ravvan. *The fiend-gnolls don't speak Common, so they won't know he is selling them out.*

Shilukar enjoys a dark elf vintage of red wine called voveche, *a beverage that repels members of most other races.*

Assess creature, page 639

Friendship bands, page 28



Detect chaositech, page 641
Identify device, page 642

The Shuul, page 131
The Prajdall, page 598

Chapter 34:
MONSTERS

While the Ptolus book uses many standard monsters from the Core Rules, the city harbors monsters unique to the setting as well. These creatures—including some of the dreaded Galchutt—are presented here.



FROM MY CAMPAIGN TO YOURS

Sister Mara von Witten of the Runewardens adventuring group made it a point to summon blessed children to help in key battles or sometimes just when a winged messenger was needed. Many clerics in Ptolus—especially clerics of Lothian—prefer to summon blessed children rather than other monsters.



Both holy and horrific, sacred and surreal, the monsters in this chapter offer a bit of unique flavor to a Ptolus campaign. Some of them are brand new, others have previously appeared in other Malhavoc Press books. Either way, they were all born in the Ptolus Campaign.

BLESSED CHILD

Blessed children are the spirits of people not yet born. They are the opposite of undead, and as pure and innocent as undead are corrupt and evil. No one encounters a blessed child by accident. They are summoned from a spiritual realm by good-aligned casters or particularly holy individuals to accomplish important tasks or to fight against evil (particularly against undead). When they return from whence they came, these spirits carry with them no memories. The same blessed child can be summoned twice, but it will not remember the caster or any of the circumstances. In this way, the purity and innocence of the blessed child cannot be tainted, no matter what happens.

Unlike other outsiders, blessed children cannot be called. They can only be summoned.

Because blessed children are so like undead, evil clerics can turn them in the same way that good clerics can turn undead. Likewise, a good



BLESSED CHILDREN

	Balsam	Dayod
	Medium Outsider (Extraplanar, Good)	**Medium Outsider (Extraplanar, Good)**
Hit Dice:	2d8+6 (15 hp)	6d8+18 (45 hp)
Initiative:	+0	+4
Speed:	Fly 80 feet (average)	Fly 80 feet (perfect)
Armor Class:	14 (+4 natural), touch 10, flat-footed 14	16 (+6 natural), touch 10, flat-footed 16
BAB/Grapple:	+2/+3	+6/+9
Attack:	+3 melee (1d8+1, longsword)	+9 melee (2d6+4, greatsword)
Full Attack:	+3 melee (1d8+1, longsword)	+9/+4 melee (2d6+4, greatsword)
Space/Reach:	5 feet/5 feet	5 feet/5 feet
Special Attacks:	—	Smite undead
Special Qualities:	+3 turn resistance, unborn spirit, darkvision 60 feet	+5 turn resistance, unborn spirit, darkvision 60 feet, DR 5/magic
Saves:	Fort +6, Ref +3, Will +4	Fort +8, Ref +5, Will +7
Abilities:	Str 12, Dex 10, Con 16, Int 6, Wis 12, Cha 15	Str 16, Dex 10, Con 16, Int 10, Wis 14, Cha 15
Skills:	Diplomacy +4, Heal +6, Hide +5, Listen +8, Move Silently +5, Sense Motive +6, Spot +7	Diplomacy +4, Heal +11, Hide +9, Listen +13, Knowledge (religion) +9, Move Silently +9, Search, +9, Sense Motive +11, Spot +13
Feats:	Alertness	Alertness, Combat Reflexes, Improved Initiative
Environment:	Any land and underground	Any land and underground
Organization:	Solitary	Solitary
Challenge Rating:	1	4
Treasure:	None	None
Alignment:	Always good	Always good
Advancement:	3–5 HD (Medium)	7–9 HD (Medium)
Level Adjustment:	—	—

	Fealom	Hallas
	Medium Outsider (Extraplanar, Good)	**Medium Outsider (Extraplanar, Good)**
Hit Dice:	10d8+40 (85 hp)	16d8+64 (136 hp)
Initiative:	+5	+5
Speed:	Fly 80 feet (perfect)	Fly 100 feet (perfect)
Armor Class:	17 (+1 Dex, +6 natural), touch 11, flat-footed 16	21 (+1 Dex, +10 natural), touch 11, flat-footed 20
BAB/Grapple:	+10/+14	+16/+22
Attack:	+14 melee (2d6+6, greatsword)	+22 melee (2d6+9, greatsword)
Full Attack:	+14/+9 melee (2d6+6, greatsword)	+22/+17/+12 melee (2d6+9, greatsword)
Space/Reach:	5 feet/5 feet	5 feet/5 feet
Special Attacks:	Smite undead	Smite undead
Special Qualities:	+5 turn resistance, unborn spirit, darkvision 60 feet, DR 10/magic	+5 turn resistance, unborn spirit, darkvision 60 feet, DR 10/magic
Saves:	Fort +11, Ref +8, Will +14	Fort +14, Ref +13, Will +17
Abilities:	Str 18, Dex 12, Con 18, Int 10, Wis 16, Cha 18	Str 22, Dex 12, Con 18, Int 12, Wis 20, Cha 20
Skills:	Diplomacy +26, Heal +16, Hide +14, Knowledge (religion) +13, Listen +18, Move Silently +14, Search +13, Sense Motive +16, Spot +18	Diplomacy +26, Heal +24, Hide +20, Knowledge (religion) +20, Listen +26, Move Silently +20, Search +20, Sense Motive +24, Spot +26
Feats:	Alertness, Combat Reflexes, Improved Initiative, Iron Will	Alertness, Combat Reflexes, Improved Initiative, Iron Will, Lightning Reflexes
Environment:	Any land and underground	Any land and underground
Organization:	Solitary	Solitary
Challenge Rating:	7	10
Treasure:	None	None
Alignment:	Always good	Always good
Advancement:	11–15 HD (Medium)	17–24 HD (Medium)
Level Adjustment:	—	—



Summoned blessed children were crucial in the final battles against Ghul's Squirming Horde.

Encounter blessed children in the Prison of the Blessed Children (see Chapter 19, page 421).

The Wintersouled (page 632) hate blessed children even more than they hate the living.

Dark Reliquary, page 238



Sages and scholars in Ptolus know less about the D'Stradi demons than almost any other demon type. No one in the city even knows where the name D'Stradi comes from—and the demons certainly aren't talking. Some theorize that they have some special connection to Lilith.

cleric can rebuke blessed children (although the need to do so is rare indeed).

Blessed children look like serious-minded (but innocent) children with white-feathered wings, although only the upper torso is distinct and visible. The rest of their body fades off into mist. They carry with them swords that appear far too large for them to wield, but they do wield them—with great skill and surprising power. Except for their weapons (which grow more ornate for each successive blessed child type), it is impossible for an untrained viewer to tell the difference between the types of blessed children. A Knowledge (religion) check, with a DC of 15 + half the blessed child's HD, allows a character to identify them.

A good-aligned cleric can summon a blessed child using a *summon monster* spell. *Summon monster II* brings a Balsam, *summon monster IV* summons a Dayod, *summon monster VI* produces a Fealom, and a Hallas can be brought to the world via *summon monster VIII*.

COMBAT

Blessed children move into combat in the most straightforward means possible. They are utterly guileless, but they are also fearless. If a summoner can speak Celestial, they will obey whatever commands they receive.

Unborn Spirit: Blessed children are immune to mind-affecting effects, poison, sleep, paralysis, stunning, and disease. They are not subject to critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage.

Smite Undead: Blessed children with this ability can strike at an undead creature with a +2 attack bonus, inflicting an extra point of damage per 2 HD against undead. This ability is always active.

D'STRADI DEMON

D'Stradi demons are chaotic evil natives of the lower planes, bent on destruction and mayhem. These demons have adapted to life in Ptolus and serve the leaders of the **Dark Reliquary**.

Except where noted here, the demons speak Abyssal, Celestial, and Draconic.

COMBAT

D'Stradi demons are ferocity personified and will attack any creature just for the sheer fun of it—even other demons. They enjoy terrifying their victims before slaying them and often devour the slain. Many demons can create *darkness*, and a group of them frequently blankets the enemy with *darkness* before joining battle.

Summon Demon (Sp): D'Stradi demons can summon other demons much as though casting a *summon monster* spell, but they have only a limited chance of success. Roll percentile dice and refer to the ability descriptions that follow for the specific type of D'Stradi. On a failure, no demons answer the summons. Summoned creatures automatically return whence they came after one hour. A demon that has just been summoned cannot use its own summon ability for one hour.

Most demons do not use their summon ability lightly, since it leaves them beholden to the summoned creature. In general, they use it only when necessary to save their own lives.



D'Stradi dancer

D'Stradi abductor

D'STRADI ABDUCTOR

Gangly creatures that appear at first glance to be all arms and legs, these gaunt demons walk in a crouch, their narrow, serpentine faces always nervously looking about. Their scaly flesh runs from a deep green to black. D'Stradi abductors are bloodthirsty, conniving, disgusting creatures filled with loathing and hatred. They work alone or in small groups as thieves and kidnappers, often attempting to remove important individuals from the battlefield or to abduct leaders right out of their own homes. Consummate cowards, they teleport away if seriously threatened or intimidated.

D'STRADI DEMONS

	D'Stradi Abductor Medium Outsider (Chaotic, Evil, Extraplanar)	D'Stradi Dancer Medium Outsider (Chaotic, Evil, Extraplanar)	D'Stradi Annihilator Large Outsider (Chaotic, Evil, Extraplanar)
Hit Dice:	7d8+14 (45 hp)	10d8+10 (55 hp)	13d8+65 (123 hp)
Initiative:	+7	+7	+1
Speed:	40 feet	40 feet	30 feet
Armor Class:	22 (+3 Dex, +9 natural) touch 13, flat-footed 19	27 (+7 Dex, +10 natural) touch 17, flat-footed 20	24 (–1 size, +1 Dex, +14 natural) touch 10, flat-footed 23
BAB/Grapple:	+7/+11	+10/+13	+13/+23
Attack:	+12 melee (1d10+7, *bloodblade*) or +11 melee (1d6+4, claw)	+14 melee (1d6+5, *+1 quarterstaff*) or +13 melee (1d6+3, claw)	+18 melee (2d6+6 plus poison, claw) or +18 melee (2d8+3 plus poison, bite)
Full Attack:	+12/+7 melee (1d10+7, *bloodblade*) and +6 melee (1d6+2, bite), or +11 melee (1d6+4, 2 claws) and +6 melee (1d6+2, bite)	+12/+7 and +12 melee (1d6+4/1d6+2, *+1 quarterstaff*), or +13 melee (1d6+3, 2 claws)	+18 melee (2d6+6 plus poison, 2 claws) and +16 melee (2d8+3 plus poison, bite)
Space/Reach:	5 feet /5 feet	5 feet /5 feet	10 feet /10 feet
Special Attacks:	Sneak attack +2d6, improved grab, spell-like abilities, summon demon	Pounce, magic dance, spell-like abilities	Energy-draining spew, poison, spell-like abilities, summon demon
Special Qualities:	DR 10/magic, darkvision 60 feet, immunity to poison and electricity, resistance to acid 10, cold 10, and fire 10, SR 17, telepathy 100 feet	Magic dance, DR10/magic, darkvision 60 feet, immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 20, telepathy 100 feet	DR 15/magic, darkvision 60 feet, immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 26, telepathy 100 feet
Saves:	Fort +7, Ref +8, Will +6	Fort +8, Ref +14, Will +10	Fort +13, Ref +9, Will +12
Abilities:	Str 18, Dex 17, Con 14, Int 11, Wis 13, Cha 13	Str 16, Dex 24, Con 13, Int 13, Wis 17, Cha 14	Str 22, Dex 13, Con 20, Int 10, Wis 14, Cha 15
Skills:	Climb +14, Escape Artist +13, Hide +13, Intimidate +11, Jump +14, Listen +11, Move Silently +13, Spot +11	Balance +22, Concentration +14, Hide +20, Listen +14, Move Silently +16, Perform (dance) +16, Search +14, Spot +18, Tumble +20	Climb +22, Concentration +21, Intimidate +18, Knowledge (the planes) +16, Listen +20, Search +16, Spot +20, Survival +18 (+2 on other planes)
Feats:	Combat Reflexes, Dodge, Improved Initiative	Alertness, Combat Expertise, Combat Reflexes, Two-Weapon Fighting	Alertness, Cleave, Iron Will, Multiattack, Power Attack
Environment:	Any land and underground	Any land and underground	Any land and underground
Organization:	Solitary or gang (3–6)	Solitary or pair	Solitary or pack (4–7)
Challenge Rating:	7	9	13
Treasure:	*Bloodblade*	*+1 quarterstaff*	Standard
Alignment:	Always chaotic evil	Always chaotic evil	Always chaotic evil
Advancement:	8–14 HD (Large); 15–21 HD (Huge)	11–15 HD (Medium); 16–20 HD (Large)	14–18 HD (Large); 19–23 HD (Huge)
Level Adjustment:	—	—	—

Combat

In combat, the primary tactic of the D'Stradi abductor is to teleport in, grab a victim and teleport away with the captive—usually to a prearranged sealed holding area, where the creature leaves the foe, teleporting again to grab more abductees. If intending to engage in actual combat, they use magic bastard swords called *bloodblades*, although they still attempt to use their teleporting ability to get into position to make sneak attacks.

***Bloodblade*:** D'Stradi abductors use weapons called *bloodblades*, powered by their own unique blood. This blood tie ensures that they do not function for any other creature other than as *+1 bastard swords*.

In addition to being *+1 bastard swords*, these weapons are *wounding* swords that cause a foe to suffer 1 point of Constitution damage from blood loss.

All D'Stradi abductors are proficient with this weapon.

Despite all living at the Dark Reliquary among the Fallen, the three types of D'Stradi demon work together very little.

Recently someone came into Rastor's Weapons in Delver's Square and sold him five D'Stradi abductor bloodblades. *Rastor has already managed to sell off a few of them.*

FROM MY CAMPAIGN TO YOURS

A group of D'Stradi abductors snatched most of the Runewardens during an ill-advised foray into the Necropolis, taking them to the prison deep below the Dark Reliquary.

Demon Qualities

Immunities (Ex): *D'Stradi demons are immune to poison and electricity.*

Resistances (Ex): *D'Stradi demons have resistance to acid 10, cold 10, and fire 10.*

Telepathy (Su): *D'Stradi demons can communicate telepathically with any creature within 100 feet that has a language.*



Encounter D'Stradi demons in the Necropolis, especially the Dark Reliquary (page 238), and possibly Dwarvenhearth (page 460).

Sneak Attack (Ex): All D'Stradi abductors can make sneak attacks like rogues, inflicting an additional +2d6 points of damage.

Improved Grab (Ex): To use this ability, the abductor must hit with a claw attack. The creature usually *teleports* away with grappled victims on the next round.

Summon Demon (Sp): Once per day a D'Stradi abductor can attempt to summon another of its kind with a 30 percent chance of success or a D'Stradi dancer with a 10 percent chance of success.

Spell-Like Abilities: At will—*cause fear, darkness, telekinesis, greater teleport* (creatures teleported need not be willing, but they do get a Fortitude save to resist); 1/day—*desecrate*. Caster level 9th; save DC 11 + spell level.

D'STRADI ANNIHILATOR

Stout, sturdy engines of destruction, D'Stradi annihilators resemble huge reptiles with red, scaly skin. Their enormous maws bristle with dagger-like teeth, and their long, muscular arms sport vicious claws. On the snout of their long, snake-like heads grows a swollen, yellow-orange nodule, and their backs are ridged. These demons stand about nine feet tall.

D'Stradi annihilators were created for one purpose only: to kill mortal foes. Full of rage and hatred, these demons serve their purpose well.

Combat

D'Stradi annihilators charge into combat lusting for battle. Still, they are not stupid; they use their powers wisely. With their energy-draining spew they try to control where their enemies can and cannot go. They use their *teleport* power to reposition themselves tactically. Both their claws and their bite contain venom sacs full of poison that hardens muscle tissue.

Energy-Draining Spew (Su): This demon can project a stream of reddish oil from a nodule on its head. It can make a ranged touch attack with the oil against a foe up to thirty feet away as a standard action. If successful, the oil that strikes the foe bestows two negative levels. Should the attack fail, the oil forms a slick puddle in a five-foot-square area where the target stands. Anyone entering that area over the next 6 rounds automatically gains two negative levels (the original target, if he moves out of the area on his next available action, suffers no ill effects). Ridding a character of these negative levels requires a Fortitude save (DC 21).

Poison (Ex): Claw and bite, injury, Fortitude save (DC 21), initial damage 1d4 points of Dexterity, secondary damage 2d4 points of Dexterity. The save DC is Constitution based.

Spell-Like Abilities: At will—*cause fear, darkness, desecrate, dispel magic, greater teleport* (self plus 50 lbs. of gear only), *see invisibility, telekinesis*; 1/day—*chaos hammer*. Caster level 13th; save DC 12 + spell level.



Summon Demon (Sp): Once per day a D'Stradi annihilator can attempt to summon another D'Stradi annihilator with a 40 percent chance of success.

D'STRADI DANCER

A D'Stradi dancer looks a little like a D'Stradi abductor standing up straight. Gangly and tall, this demon has electric-blue skin and a long, narrow head. D'Stradi dancers appear lithe and graceful, yet still convey an aura of menace and hatred. They often carry quarterstaffs to use as they dance for balance and support as well as combat.

As their name implies, D'Stradi dancers are trained in acrobatic and dexterous combat techniques. They also know certain magical effects achieved through dance, thus using dance to enhance both their combat might and their magic. These bloodthirsty, battle-loving demons favor

style and form over results. They consider it more important to attack foes with grace and panache than to actually defeat them.

Combat

D'Stradi dancers leap into battle with fervor and aplomb. They attempt to use a magic dance before entering melee. They do not hesitate to tumble out of combat if things go against them. In a group, the dancers prefer to gang up on a single victim rather than fight fair.

Pounce (Ex): If a D'Stradi dancer leaps toward a foe during the first round of combat, it can make a full attack, even if it has already taken a move action.

Magic Dance (Sp): A D'Stradi dancer knows 1d4 of the magical dances listed below, which it can perform to enhance itself or produce effects. The dances are graceful but horrid to behold, with lots of wild, chaotic leaps, gestures, and stances.

Battle Dance: A single D'Stradi dancer who takes 1 round to complete this dance gains a +1 bonus on attack and damage rolls for the next 10 rounds.

Dance of Ruin: To use this dance, five or more demons join hands in a circle, dancing wildly and chanting. If they dance for 3 rounds, a wave of crackling energy flashes outward in a 100-foot radius. All nondemon creatures within the radius suffer 2d20 points of damage (Reflex DC 17 for half). Forcing the demons to break the circle stops the dance.

Dance of Speed: Two D'Stradi dancers together can perform this dance in 3 rounds. For the 10 rounds after they finish, both demons are *hasted* as the spell.

Shielding Dance: A single D'Stradi dancer who completes 2 rounds of this dance gains a +2 deflection bonus to Armor Class for ten minutes.

Warding Dance: A single D'Stradi dancer can complete this elaborate dance in 5 rounds, after which, for the next hour, any nondemon must make a Will saving throw (DC 17) to enter a 1,000-foot square designated by the demon. Those failing cannot enter the area until the ward fades.

Spell-Like Abilities: At will—*cause fear, darkness, dispel magic, greater teleport* (self plus 50 lbs. of gear only), *see invisibility, telekinesis*; 1/day—*death knell, desecrate, invisibility, major image, polymorph*. Caster level 11th; save DC 11 + spell level.

Summon Demon (Sp): Once per day a D'Stradi dancer can attempt to summon another D'Stradi dancer with a 30 percent chance of success or a D'Stradi abductor with a 40 percent chance of success.

OCHREMESHK (DEMON PRINCE)

Large Outsider (Chaotic, Evil, Extraplanar)
Hit Dice: 16d8+80 (162 hp)
Initiative: +7
Speed: 40 feet
Armor Class: 38 (–1 size, +3 Dex, +26 natural), touch 12, flat-footed 35
BAB/Grapple: +16/+28
Attack: +25 melee (3d6+14+2d6 unholy, greatsword) or +23 melee (1d6+8 and touch of fear, slam)
Full Attack: +25/+20/+15 melee (3d6+14+2d6 unholy, greatsword) or +23 melee (1d6+8 and touch of fear, 2 slams)
Space/Reach: 10 feet/10 feet
Special Attacks: Spell-like abilities, touch of fear, death visage, body flames, summon demon, *vorpal sword*
Special Qualities: DR 15/cold iron and good, SR 30, immunities and resistances, *ring of evasion*, death throes, darkvision 60 feet, telepathy 100 feet, *true seeing*
Saves: Fort +14, Ref +12,Will +16
Abilities: Str 26, Dex 17, Con 20, Int 22, Wis 24, Cha 22
Skills: Bluff +25, Concentration +25, Diplomacy +29, Hide +18, Intimidate +27, Knowledge (arcana) +22, Knowledge (history) +22, Knowledge (the planes) +22, Knowledge (religion) +23, Listen +30*, Move Silently +22, Search +25, Sense Motive +26, Spellcraft +27, Spot +30*
Feats: Cleave, Great Cleave, Improved Grapple, Improved Initiative, Improved Sunder, Power Attack
Environment: Any land and underground
Organization: Solitary or accompanied by followers (Ochremeshk, 1–2 balors, and 1–4 mariliths)
Challenge Rating: 20
Treasure: See next page
Alignment: Always chaotic evil
Advancement: —
Level Adjustment: —

Ochremeshk was a balor who literally clawed his way to the top—or at least very, very near it. Although he does not command the might of beings like Orcus or even Gorgoth-Lol, he is a powerful and terrible demon prince nonetheless. His mortal cult aside, he commands an elite cadre of balors and mariliths, as well as a small army of lesser demons, half-demons, and bodaks.

Ochremeshk is a repulsive, towering humanoid about sixteen feet tall with dark red skin and massive, clawed hands. He greatly resembles a wingless balor, wielding a massive sword and sheathed in flames.

COMBAT

Not surprisingly, Ochremeshk relies on his sword in combat, particularly if fighting good-

D'Stradi dancers have some special connection to the Erebaccus in Dwarvenhearth (page 468) and perhaps even to the dwarven concept of madness itself.



The demon god Ochremeshk was trapped in a magical prison almost five thousand years ago in the Wars of Fire in ancient Kem. He might be freed by a soul magic spell in the hands—or, rather, the mouth—of one of his half-orc followers, currently locked up in the cruciform prison beneath the Dark Reliquary. See "Tinareg," page 256.

Gorgoth-Lol, page 69



If freed, Ochremeshk will relocate to Goth Gulgamel and attempt to usurp all the creatures that used to follow Ghul. He would set up the fortress as his own home and begin to amass power.



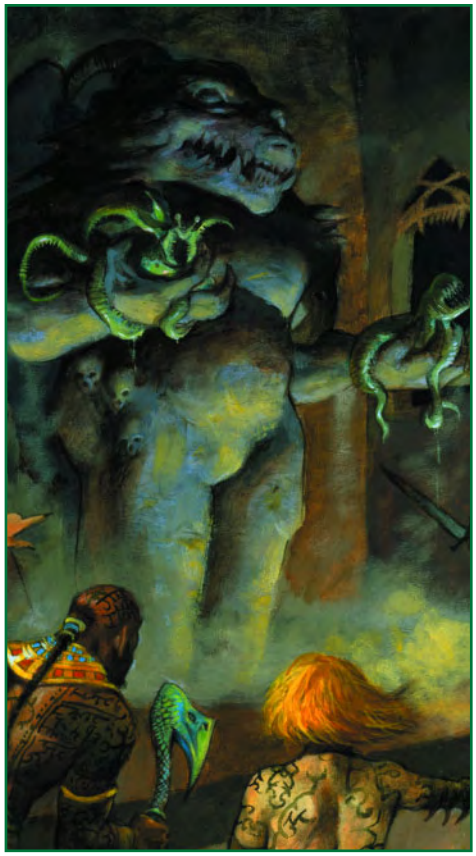
Encounter Ochremeshk in the prison beneath the Dark Reliquary (page 257) and possibly among the blood trolls and his other followers in Goth Gulgamel (page 491).

A half-orc named Barghart (male cleric6/barbarian2) is attempting to raise money in the underworld of Ptolus—mostly by thievery, but also through mercenary work—because he believes that Menon Balacazar has some information about Ochremeshk to sell him. (Menon does not have this information, although he allows the half-orc to think he does).

Ochremeshk's cult figures into the adventure Demon God's Fane *(Malhavoc Press, 2001).*



Unholy symbols: See demon-skull talismans, *page 492*



aligned foes. Adopting his death visage, he goes in swinging his massive weapon with unstoppable muscle and skill. He is also very fond of his implosion ability.

Spell-Like Abilities: At will—*blasphemy, deeper darkness, desecrate, detect good, detect law, fear, greater dispel magic, greater teleport* (self plus 50 lbs. of objects only), *pyrotechnics, read magic, suggestion, symbol* (any), *telekinesis, tongues* (self only), *unhallow, unholy aura, unholy blight*, and *wall of fire*; 1/day—*fire storm* and *implosion*. Caster level 20th; save DC 16 + spell level. Saving throws are Charisma based.

Touch of Fear (Su): A creature hit by Ochremeshk's slam attack must succeed at a Will save (DC 24) or flee in terror for 1d6 rounds.

Death Visage (Su): Once per day, Ochremeshk can change his face into that of a horrific demonskull that gives him a gaze attack with a range of fifty feet. This gaze attack slays anyone failing a Fortitude saving throw (DC 24). He can maintain this visage for no more than 6 rounds, and cannot use his body flames or any spell-like abilities while he does.

Body Flames (Su): Ochremeshk can engulf his own body in roaring flames as a free action. Ochremeshk suffers no harm, but anyone within five feet sustains 2d6 points of fire damage each round. Anyone grappling with him or touching him (as with an unarmed attack) suffers 4d6 points of fire damage each round.

Detect Magic (Su): Ochremeshk continuously can *detect magic* as the spell cast by a 20th-level sorcerer.

See Invisibility (Su): Ochremeshk continuously can *see invisibility* as the spell cast by a 20th-level sorcerer.

Immunities (Ex): Ochremeshk is immune to poison and electricity.

Resistances (Ex): Ochremeshk has resistance to acid 20, fire 20, and cold 20.

Telepathy (Su): Ochremeshk can communicate telepathically (within one hundred feet) with any creature that has a language.

Summon Demons (Sp): Once per day Ochremeshk can automatically summon 10d10 dretches, 2d4 vrocks, or 1d2 mariliths or balors.

Death Throes (Ex): If killed, Ochremeshk explodes in a blinding flash of light that deals 60 points of damage to everything within one hundred feet (Reflex save, DC 22, for half damage).

* **Skills:** Like balors, Ochremeshk receives a +8 racial bonus to Listen and Spot checks.

Treasure (Su): Ochremeshk carries a +2 *huge unholy vorpal greatsword* The sword also has the spell-like ability to *detect good* as cast by a 12th-level sorcerer, except that its range is thirty feet.

Ochremeshk also wears *bracers of armor +6* and a *ring of evasion*.

OCHREMESHK AS A GOD

While he is worshipped as a god and called one of the "Demon Gods," Ochremeshk is not actually a true deity. It is known that some demon princes are actually fronts for other evil gods. In exchange for the prince's loyalties, the evil deity grants the demon's priests the spells and power they desire in his name. In comparison to their patrons, these demonic vassals have small cults and few worshippers, so this is a small price for the god to pay.

In any event, **Ochremeshk's cult** is very real, although it once was much greater than it is now. To its members he is definitely a god—a lord of chaos and evil, of fire and death. To his worshippers, he is the Demon God and the Defiler.

He is a god of destruction: equal parts chaos and evil. He demands living sacrifices in huge numbers, killed with horrific and bloody methods. His symbol is the horrific demonskull visage that he himself can display; as a direct reward for serving him he grants special **unholy symbols** to his followers that contain minor blessings from him. His main temple is a monolithic statue resembling his form far to the east in Ren Tehoth.

Ochremeshk is associated with the domains of Chaos, Destruction, and Evil.

RATMAN

Ratmen are much more than rats that walk upright and use tools. They are degenerate, conniving, repulsive, and malevolent creatures that revel in the misery of others and the spread of disease and filth. They don't call *themselves* "ratmen"—that is the derogatory but nevertheless accurate moniker given them by the major races. Their own name for themselves in Rattish sounds like nothing more than a grunt and a squeal.

Although they are called rat*men*, there are, of course, members of both genders. Telling the difference is almost impossible for a nonratman—no one really wants to learn that much about the intimate details of these nasty creatures anyway. Ratmen of all ages are combatants, even the very young (treat them as dire rats from the MM).

Perhaps due in part to their allegiance to chaos, ratmen can grow to a very great size, regardless of the size of the parents. Most ratmen are small and are called **ratlings**. A few rare individuals grow to be the size of a human, called **ratlords**. The rarest reach the size of ogres and are called **ratbrutes**. Some people claim that all ratmen simply never stop growing and that the ratbrutes are the oldest of their kind, but this is untrue.

Ratmen's hair covers their body and is usually grey, although it can be brown, black, or (in the case of an albino) white.

Ratmen live off the civilizations of other races. They use tools, weapons, clothing and armor, but only what they can steal from others. They eat almost anything organic, including the flesh of their fallen comrades. Hungry ratmen will turn on each other cannibalistically without hesitation. The life of a ratman is harsh, painful, and short.

Characters are likely to encounter ratmen in the sewers beneath the city (see Chapter 21).



RATMEN

	Ratling Small Monstrous Humanoid	Ratlord Medium Monstrous Humanoid	Ratbrute Large Monstrous Humanoid
Hit Dice:	1d8+2 (6 hp)	3d8+9 (22 hp)	6d8+24 (51 hp)
Initiative:	+1	+1	+1
Speed:	20 feet	30 feet	30 feet
Armor Class:	16 (+1 size, +1 Dex, +2 natural, +2 armor), touch 12, flat-footed 15	17 (+1 Dex, +4 natural, +2 armor), touch 11, flat-footed 16	20 (–1 size, +1 Dex, +9 natural, +2 armor), touch 10, flat-footed 17
BAB/Grapple:	+1/–3	+3/+3	+6/+15
Attack:	+2 melee (1d6, longsword)	+4 melee (1d8, longsword) or +4 ranged (1d12, dragon pistol)	+11 melee (3d6+7, greatsword)
Full Attack:	+2 melee (1d6, longsword) and –3 melee (1d4 plus disease, bite)	+4 melee (1d8, longsword) and –2 melee (1d6 plus disease, bite) or +4 ranged (1d12, dragon pistol)	+11/+6 melee (3d6+7, greatsword) and +5 melee (1d8+2 plus disease, bite)
Space/Reach:	5 feet/5 feet	5 feet/5 feet	5 feet/10 feet
Special Attacks:	Disease	Disease, sneak attack +1d6	Disease
Special Qualities:	Darkvision 60 feet, immune to disease, fear of light	Darkvision 60 feet, immune to disease, fear of light	Darkvision 60 feet, immune to disease, fear of light
Saves:	Fort +2, Ref +3, Will +1	Fort +4, Ref +4, Will +3	Fort +6, Ref +6, Will +5
Abilities:	Str 10, Dex 13, Con 14, Int 8, Wis 9, Cha 7	Str 11, Dex 13, Con 16, Int 10, Wis 11, Cha 10	Str 20, Dex 13, Con 18, Int 10, Wis 10, Cha 11
Skills:	Climb +4*, Escape Artist +5*, Hide +9, Move Silently +9*, Swim +4*	Climb +4*, Escape Artist +5*, Hide +9 Move Silently +13*, Swim +4*	Climb +9*, Escape Artist +5*, Hide +8, Move Silently +16*, Swim +9*
Feats:	Stealthy	Exotic Weapon Proficiency (firearms), Stealthy, Weapon Focus (longsword)	Power Attack, Stealthy, Weapon Focus (great sword)
Environment:	Underground	Underground	Underground
Organization:	Pack (3–6), fester (7–12 plus 1 ratlord), or nest (13–24, plus 1–2 ratlords, 1 ratbrute, and 3–6 dire rats)	Pair, fester (1 plus 7–12 ratlings) or nest (1–2 plus 13–24 ratlings, 1 ratbrute, and 3–6 dire rats)	Solitary, pair, or nest (1 plus 13–24 ratlings, 1–2 ratlords, and 3–6 dire rats)
Challenge Rating:	1/2	2	4
Treasure:	Standard	Standard	Standard
Alignment:	Usually chaotic evil	Usually chaotic evil	Usually chaotic evil
Advancement:	By character class	By character class	By character class
Level Adjustment:	+0	+3	+8

You can find encounters with ratmen ready to run in the "Temple of the Rat God" (page 390) and "A Ratman Nest" (page 442).

All ratmen in and below Ptolus worship "the Rat God"—actually, just a front for Abhoth, Lord of the Unclean and one of the Galchutt. This gives them something in common with the Plagueborn chaos cult (see page 73).

DM TIPS

In every ratman encounter, make sure to stress the filth, the smell, the swarming fleas, and the creatures' tattered clothing, armor, and equipment.



Ratmen sometimes climb up out of the sewer to steal what they need or get food on the surface. To do so, they'll use any means necessary—even crawling up through privies. This is why some Ptolus residents put heavy grates or even locks on the lids.

Dragon pistols, page 560
Exotic Weapon Proficiency (firearms), page 565

Living in tunnels, ruins, or sewers, ratmen can squeeze through tiny spaces, crawl through garbage, swim in sewage, and climb crumbling walls as a matter of course. They fill their lairs with refuse, bones, and feces. They revere disease but fear light and dislike fire.

Ratmen have their own crude, squeaky language called Rattish. Strangely, normal rats and dire rats seem to understand simple commands in this language and usually do what ratmen tell them.

COMBAT

All ratmen are cowards and dislike any confrontation in which they do not enjoy the clear upper hand. They use weapons along with their diseased bite if possible but defend themselves with only their bite if they have to. Despite their cowardly nature, ratmen will fight ferociously if cornered and their lives threatened.

Ratmen of any size have the following abilities:

Disease (Ex): All ratmen carry disease in their bite attacks, since their bodies are festering, seething masses of filth and contagion. They carry filth fever with an incubation period of 1d3 days, damage 1d3 Dexterity and 1d3 Constitution. The save DC is Constitution based. All ratmen are also immune to all disease.

Fear of Light: Ratmen hate bright light and fear to be caught in its revealing glow. If within ten feet of the source of a bright light such as a torch or lantern (but not a candle or similar dim light), or within the area of a magical light, the ratman must make a Will saving throw (DC 14) or become panicked and flee for 1d3 rounds. Even if it makes the save successfully, a ratling (but not a ratlord or ratbrute) is shaken while in the designated area. Panicked individuals are also shaken if they return to the designated area. The ratman need only make one saving throw for a given source of light in a given encounter, so they are never panicked by the same light twice.

Skills: Ratmen all enjoy a +4 racial bonus on Climb, Escape Artist, Move Silently, and Swim checks.

RATLINGS

The most common ratmen are also the smallest. They prefer to attack a single foe *en masse*, often with some aiding the attacks of others.

Disease (Ex): The save DC is 12.

RATLORDS

Ratlords get their name from the fact that, due to their size, they often lead groups of ratlings. They are, in fact, not particularly lordly. Instead, they skulk about in the shadows, usually hoping that one of their lesser companions will distract a foe so they can move in for a sneak attack. To use their **dragon pistols**, they get the **Exotic Weapon Proficiency (firearms)** feat for free.

Disease (Ex): The save DC is 14.

Sneak Attack (Ex): A ratlord can make a sneak attack like a rogue, dealing an extra 1d6 points of damage whenever a foe is denied his Dexterity bonus, or when the ratlord is flanking.

RATBRUTES

As the name might suggest, ratbrutes are the largest of the ratmen. They have the size and bulk of ogres; if they hold nothing in their hands, they are likely to get on all fours to run or crouch, which tends to conceal their imposing stature.

Disease (Ex): The save DC is 17.

ALBINO RATMEN

One in one hundred ratlings, one in two hundred ratlords, and one in five hundred ratbrutes is an albino. Albino ratmen always have special traits. They gain a +4 bonus to Intelligence, typically using the skill points gained from this bonus for ranks in the Climb or Tumble skill. They frequently enjoy a +2 bonus to another ability score as well. Albino ratmen always lead their groups, regardless of size, and they always have the best equipment. Albino ratmen almost always have class levels—generally rogue or warrior.

RATMAN CHARACTERS

The ratman's favorite class is rogue, although many are also warriors. A few ratman adepts and clerics worship Abhoth, Source of All Uncleanliness, in the guise of the mysterious Rat God (Chaotic Evil, domains Chaos, Destruction, and Evil). Typically, ratmen with class levels—particularly rogues or clerics—are considered superior to their brethren, even those larger than they.

RATMAN GEAR

Ratmen's goods are always stolen and in poor condition about 50 percent of the time. This reduces the resale value of the item by 50 percent, because the life of the item is about half of what one would expect. (Plus, it is difficult if not impossible to get the stench out of ratman leather armor and similar items.)

Ratmen love firearms and explosives if they can get their hands on them. They also like alchemical weapons, particularly tanglefoot bags. In addition, they use poison regularly and have developed their own sort of bomb (see below).

Poison: About one in every four ratmen uses poison on its melee weapons. Typically, this poison has a Fortitude save DC 13 and inflicts 1d3/1d3 points of Constitution damage. Ratmen like to use poison first, if available, and then follow it up with their disease attack.

Festering Bombs: Ratmen take an old, rancid hunk of meat mixed with fecal matter and put it in a stoppered bottle. This becomes a hurled grenadelike weapon that potentially affects

anyone within five feet of where it shatters. Potential victims must make a Fortitude saving throw (DC 11) or contract filth fever. While these weapons are dangerous to use, ratlings have found them most useful for sowing confusion in their enemies' ranks and lowering morale.

RATMAN SOCIETY

Being decidedly chaotic creatures, ratmen have a hierarchy based entirely on size and brute force, although intelligence can come into play, as ratman intelligence is used almost exclusively toward refining personal power and tricks to overcome foes. In general, ratlords rule over ratlings, and ratbrutes over both types, although either an albino nature or class levels trumps size. Regardless, the leader in a squirming, screeching ratman nest is almost irrelevant anyway. Unless the leader is right there with them, ratmen just do whatever occurs to them at the time. Ratmen are easily cowed by a powerful nonratman leader but desert him quickly if he doesn't lead them into situations where they can steal and murder regularly.

Ratmen are greedy and selfish, callous and sadistic. They are also cowards who despise the idea of a fair fight, let alone one in which the odds are against them. They have no pride, no honor, and no compassion or even real camaraderie. They hate other ratmen and rats only slightly less than they hate every other living thing.

Ratman nests are foul, cluttered indoor midden heaps, usually underground. In a city (and they are rarely found elsewhere), ratmen normally dwell exclusively in or around a sewer. The lairs are intentionally confusing, cramped, and disorganized. The trash and muck in a ratman nest usually require a nonratman moving at greater than half speed to make a Balance check (DC 10). Failure means the character slips or trips and falls prone.

Ratmen like traps, but they are not engineers. Tripwires or spikes (sometimes poisoned) hidden among trash heaps placed in tunnels, or crumbling sewer walls rigged to topple if an intruder moves by are about as sophisticated as they get. Basically, they just use what's around them.

Ratmen never create (though they may cobble things together or use found items in new ways). All of their equipment is stolen. Their homes originally were meant to be something else. Even the spikes of their traps are stolen dagger blades. They literally would not know how to sharpen a stick to make a spike on their own—creation isn't in their nature. Nor is upkeep; if something is damaged, they keep using it if possible, and add it to the refuse in their nest if not, hoping to steal a new one soon.

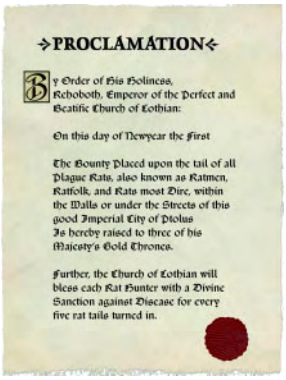
Ratmen have broods of dozens of young, most of which die early—some even killed and eaten by their own parents or others in the nest. Young mature extremely quickly. Ratmen typically live only to about ten years old at most.



RATMEN IN THE PTOLUS CAMPAIGN

Ratmen serve a Ptolus DM as low-level adversaries and a default adventure hook. "There are ratmen in the sewers," is a common claim, and it's true. A **bounty on ratman tails** is offered—they are fairly indistinguishable from dire rat tails, so unscrupulous bounty hunters can get paid for both. In any event, hunting ratmen is a fine way for low-level adventurers to spend their time getting used to dealing with delving below the city.

Ratmen offer the DM more than just that, however. They are, in a manner of speaking, both a "gateway monster" and a means to offer a contiguous tie between adventures. As a "gateway monster," a ratman hunt can turn into a number of different, larger adventures. Fighting ratmen can lead to encounters with the **cult of the Rat God**, which can lead to more adventures dealing with the chaos cults in the city . . . which can lead to adventures dealing with the **Forsaken** and even the **Fallen**. These creatures provide continuity: Among the chaos cultists, the Forsaken, the Fallen, or any other evil group in the city, one is likely to find a ratman or two among their ranks, either as servants or slaves or classed characters who act as equals among the nonratmen. Some say that a few of the nastiest assassins in the **Vai** are ratmen. Other rumors speak of ratbrutes of Huge or even greater size under the **Dark Reliquary** in the Necropolis.



→PROCLAMATION←

By Order of His Holiness, Rehoboth, Emperor of the Perfect and Beatific Church of Lothian:

On this day of Newyear the First

The Bounty Placed upon the tail of all Plague Rats, also known as Ratmen, Ratfolk, and Rats most Dire, within the Walls or under the Streets of this good Imperial City of Ptolus Is hereby raised to three of his Majesty's Gold Thrones.

Further, the Church of Lothian will bless each Rat Hunter with a Divine Sanction against Disease for every five rat tails turned in.

For a player handout regarding the bounty on ratman tails, see the Proclamation on a separate sheet in the envelope at the back of this book.

Cult of the Rat God, page 390
The Forsaken, page 112
The Fallen, page 110

The Vai, page 139
Dark Reliquary, page 238

Encounter rhodintor in the Vaults of the Rhodintor (page 453) and in the Undercity beneath the White House (page 334), as well as in the Night of Dissolution *adventure (see CD-Rom).*

Rhodintor Staves

Some rhodintor carry staves of solidified fire. These +1 flaming staves *allow the wielder to cast either* fire shield *or* wall of fire *once per day. A rhodintor can also use this staff to create a sixty-foot cone of fire that inflicts 8d6 points of fire damage (as* cone of cold, *but with fire), but doing so expends one of their once-per-day spell-like abilities. Anyone other than a rhodintor who attempts to use or wield one of these staves causes it to explode in a twenty-foot-radius* fireball *that deals 6d6 points of damage.*

Moderate evocation; CL 8th; Craft Wondrous Item, fire shield, fire ball, wall of fire; *Price* N/A

Craft chaositech, page 568

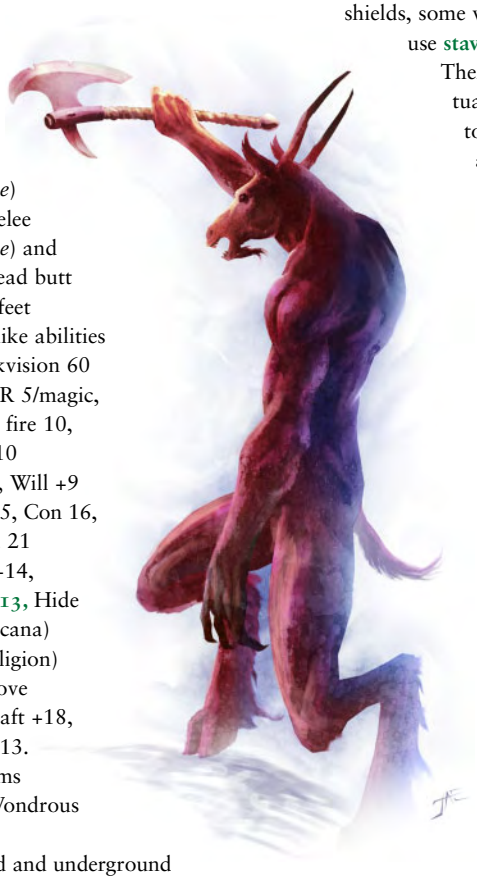
The rhodintor believe the Galchutt can accomplish their goal of destroying the world only by first destroying the lost Dreaming City of Dreta Phantas (page 457).



Night of Dissolution, page 60

RHODINTOR

Medium Monstrous Humanoid
Hit Dice: 8d8+24 (60 hp)
Initiative: +2
Speed: 30 feet
Armor Class: 24 (+2 Dex, +9 natural, +3 shield), touch 12, flat-footed 22
BAB/Grapple: +8/+11
Attack: +12 melee (1d8+4, +1 *battleaxe*)
Full Attack: +12/+7 melee (1d8+4, +1 *battleaxe*) and +6 melee (1d6+1, head butt
Space/Reach: 5 feet/5 feet
Special Attacks: Spell-like abilities
Special Qualities: Darkvision 60 feet, arcane aura, DR 5/magic, SR 20, resistance to fire 10, cold 10, electricity 10
Saves: Fort +5, Ref +8, Will +9
Abilities: Str 16, Dex 15, Con 16, Int 20, Wis 17, Cha 21
Skills: Concentration +14, **Craft (chaositech) +13,** Hide +12, Knowledge (arcana) +16, Knowledge (religion) +16, Listen +14, Move Silently +12, Spellcraft +18, Spot +14, Tumble +13.
Feats: Craft Magic Arms and Armor, Craft Wondrous Item, Power Attack
Environment: Any land and underground
Organization: Solitary or cabal (3–8)
Challenge Rating: 7
Treasure: Standard plus +1 *battleaxe* and +1 *heavy steel shield*
Alignment: Always chaotic evil
Advancement: By character class
Level Adjustment: —



Rhodintor are creations of the Galchutt. Known as "earthbound demons," they are not outsiders or true demons at all. However, the distinction is virtually academic—they are every bit as devious, conniving, and brutal as actual demons.

Rhodintor are tall, wiry humanoids with lean, muscular bodies. Their heads are long and angular, topped with ramlike horns. Their legs bend backwards and end in cloven hooves.

The Galchutt created the rhodintor to be extremely intelligent and possessed of a powerful affinity for arcane magic. These stewards of the Galchutt's legacy are responsible for ensuring that the **Night of Dissolution** comes to pass.

In their pursuit of magic, the rhodintor take two paths. The first is called the Kravren. The individuals that adopt this course possess magical abilities that enhance them physically and make them greater combatants. The second is called Sarycal, and those rhodintor have more traditional magical abilities. Although the statistics here assume that the rhodintor use battle axes and shields, some who follow the Sarycal path use **staves made of solidified fire.**

There are no physical or intellectual differences between rhodintor who choose different paths; any group of rhodintor is likely to have followers of both.

These "earthbound demons" have no leaders among themselves but do consider themselves superior to all other creatures except the Galchutt. For creatures of chaos, they work well together—all the better to serve their masters and their dread goal.

Rhodintor do not procreate. They are only creations of the Galchutt. Thus, despite their chaotic nature, they do not throw their lives away recklessly.

Rhodintor speak Common.

COMBAT

Rhodintor love combat, as they thrive on strife, pain, and suffering. If possible, a follower of the Kravren path casts its spells upon itself before going into a fight, in particular *bull's strength* and *shield*. They do not hesitate to pause in the middle of a battle to use a spell-like ability if it will help them. The rhodintor who follow Sarycal rely mainly on their spell-like abilities in combat. In a mixed group, the Sarycal followers use their *lightning bolts* and *magic missiles* to cover their Kravren allies while they cast spells on themselves.

Arcane Aura (Sp): Rhodintor have *mage armor* active at all times. This effect can be dispelled, but they can simply renew it as a standard action. Caster level 8th.

Spell-Like Abilities (Kravren): At will—*true strike*; 2/day—*bull's strength, levitate, shield*; 1/day—*dispel magic, displacement, heroism*. Caster level 8th; save DCs are Charisma based.

Spell-Like Abilities (Sarycal): At will—*magic missile*; 2/day—*hold person, levitate, ray of enfeeblement*; 1/day—*dispel magic, lightning bolt, slow*. Caster level 8th; save DCs are Charisma based.

RHODINTOR CHARACTERS

A rhodintor's favored class is sorcerer. A rare few followers of Kravren may take class levels of barbarian or fighter.

SHAADOM

Large Outsider (Chaotic, Evil)
Hit Dice: 20d8+100 (190 hp)
Initiative: +3
Speed: Fly 50 feet
Armor Class: 27 (–1 size, +3 Dex, +12 natural, +3 deflection), touch 15, flat-footed 24
BAB/Grapple: +20/+31
Attack: +26 melee (2d6+7 plus poison, bite)
Full Attack: +26 melee (2d6+7 plus poison, bite) and +27 melee (1d8+3, 2 claws)
Space/Reach: 10 feet/10 feet
Special Attacks: Poison, chaos weaving, spell-like abilities, spells
Special Qualities: Chaotic nature, dire contact, SR 25, DR 15/law, Galchutt qualities
Saves: Fortitude +17, Reflex +15, Will +19
Abilities: Str 24, Dex 17, Con 20, Int 25, Wis 24, Cha 25
Skills: Bluff +30, Chaos Surgery +23, Concentration +28, Craft (alchemy) +30, Craft (chaositech) +23, Diplomacy +34, Intimidate +32, Knowledge (arcana) +30, Knowledge (the planes) +30, Knowledge (religion) +30, Listen +30, Search +30, Sense Motive +30, Spellcraft +32, Spot +30
Feats: Combat Casting, Empower Spell-Like Ability (*lightning bolt*), Multiattack, Quicken Spell-Like Ability (*lightning bolt*), Silent Spell, Spell Penetration, Still Spell
Environment: Any
Organization: Solitary
Challenge Rating: 18
Treasure: Double standard
Alignment: Always chaotic evil
Advancement: 21–30 HD (Large)
Level Adjustment: —



The role of the shaadom (singular and plural) is that of the consummate chaos mage. A shaadom's spellcasting abilities are great, and its knowledge of chaos and its workings makes it a caster without peer. Shaadom use their knowledge of chaos to weave disorder and destruction into their spells, making them difficult to resist and far deadlier than normal. Because they understand power on a scale beyond what most beings can imagine, they realize that far greater might exists than even they can wield. They lust after this might—the power to consume and destroy everything that does not serve their ends.

Among the Chaos Lords, the shaadom represent individuality taken to the ultimate extreme of selfishness and obsession. As such, they hate even each other and the other Galchutt and look upon them only as rivals and enemies—the same way they look upon all living things.

Fueled by hate, jealously, lust, and greed, and centered around the acquisition of power, shaadom are most often found on their own individual quests. They are quick to utilize slaves gained through chaositech enslavement.

The hulking shaadom has two muscular arms that end in three-fingered hands. Its head is arachnoid with six eyes and a large, mandibled mouth. Its torso ends in a squirming mass of wide tentacles rather than legs. It floats just above the ground.

Like most of the major Galchutt, shaadom do not need to eat, drink, or breathe, and they speak only telepathically.

COMBAT

A shaadom relies on its spells and spell-like abilities above all else. Physical combat is only a last resort. If possible, all offensive spells are woven with chaos (see next page).

Chaotic Nature (Su): All attacks made against a shaadom by non-Galchutt have a 10 percent miss chance. Spells cast by non-Galchutt with a shaadom as the target or within the area have a 10 percent spell failure chance, regardless of their nature or whether they are arcane or divine. Other special abilities, like psionics, face similar failure chances. This nature also grants the shaadom a +3 deflection bonus to Armor Class. Chaositech and mutations go unaffected by this chaotic nature.

Dire Contact (Su): A creature that attempts to speak to a shaadom telepathically or read its mind must make a Will saving throw (DC 27) or go permanently insane—normally becoming catatonic, as though *feebleminded*, but sometimes becoming homicidal. The creature must make the save again with each telepathic attempt. The save Difficulty Class is Charisma based.

Misfiled in the City Library there lies a book called The Text of Awill Circlebreaker. *Anyone who breaks the code in which this book is written can find that it contains the secret to awakening and summoning a shaadom.*

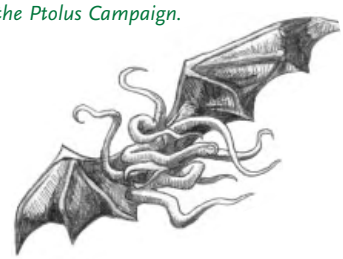
Chaositech enslavement, page 567

Galchutt qualities, page 630

Chaos Surgery, page 569
Craft (chaositech), page 568

Encounter a shaadom in the Caverns of the Galchutt (page 453) and the Dark Reliquary (page 276).

For other Galchutt monsters, see Chapter 6: Masters of Chaos in the Chaositech *sourcebook on the CD-Rom. Sscree and obaan (below) are particularly useful for the Ptolus Campaign.*





Galchutt Qualities

All creatures with Galchutt qualities speak telepathically (and only telepathically). They can make themselves understood by any creature with an Intelligence score, with a range based on their Hit Dice.

HD	Range
1–10	100 feet
11–20	1,000 feet
20–25	2 miles
26+	20 miles

All Galchutt have energy resistance 20. They are immune to fear, stun, and daze effects. Their only weakness is force effects, which inflict 50 percent more damage than normal against them. (They cannot bear the pure order of raw, magical force.)

The Galchutt confer upon their worshippers the domains of chaos, destruction, and evil.

Detect chaositech, page 641

In the unlikely event that the player characters ever become friends with a skulk, they find he begins to look more solid and easier to see in their presence over time.



The skulk sign

Poison (Ex): The shaadom's bite injects a poison that inflicts 2d6 points of Intelligence as initial and secondary damage (Fortitude save, DC 25). The saving throw is Constitution based.

Chaos Weaving (Su): The shaadom can use a move action to weave chaos into a spell, making it much more difficult to resist. After a subject attempts a saving throw against the spell, there is a 10 percent chance that she fails the save regardless of the roll. If the spell offers no saving throw, the woven chaos makes it more difficult to dispel—the Difficulty Class of the level check needed to dispel the effect increases by +4.

Spell-Like Abilities: At will—*the blessing of mutation*, confusion, contagion, deeper darkness, desecrate, detect chaositech, detect good, detect law, detect mutation*, dispel law, fear, greater chaositech enslavement*, greater dispel magic, greater teleport, lightning bolt,* and *magic circle against law;* 1/day—*cloak of chaos, power word blind, power word kill,* and *power word stun.* These abilities are as the spells cast by an 18th-level sorcerer (save DC 17 + spell level).

Spells: Shaadom cast spells as 17th-level wizards. The Difficulty Class to resist all their spells is 17 + spell level.

** Indicates a spell from Chapter 1: Chaos in the* Chaositech *sourcebook, found on the CD-Rom in the envelope at the back of this book.*

SKULK

Medium Humanoid (Skulk), 3rd-Level Rogue
Hit Dice: 2d8+2 + 3d6+3 (24 hp)
Initiative: +8
Speed: 40 feet
Armor Class: 15 (+4 Dex, +1 natural), touch 14, flat-footed 11
BAB/Grapple: +3/+3
Attack/Full Attack: +7 melee (1d6, short sword)
Space/Reach: 5 feet/5 feet
Special Attacks: Sneak attack +3d6
Special Qualities: Darkvision 60 feet, evasion, trapsense +1, *blur*, *greater invisibility*, hide in plain sight, untrackable, mutable form
Saves: Fort +2, Ref +10, Will +2
Abilities: Str 10, Dex 19, Con 12, Int 12, Wis 12, Cha 6
Skills: Escape Artist +12, Hide +18*, Knowledge (local) +14*, Listen +6, Move Silently +18*, Open Lock +12, Spot +6, Tumble +11
Feats: Dodge, Improved Initiative, Weapon Finesse
Environment: Any land and underground
Organization: Solitary or band (3–8)
Challenge Rating: 5
Treasure: Standard
Alignment: Usually neutral
Advancement: By character class
Level Adjustment: +7

The skulks are by their very nature difficult to define. According to their own histories, they were once human or at least humanoid, with nothing in common other than the fact that they were the ignored, the forgotten, and the disenfranchised. So great was the power of others' disregard, that the skulks literally faded into the shadows.

Today they are nocturnal creatures that live within the cities of civilized cultures, but are not a part of those cultures. In fact, most people are unaware of their existence. Those who do know of skulks generally think poorly of them, believing them to be cowards, voyeurs, thieves, and serial murderers.

In the rare instance when they are seen, skulks look like hairless, almost featureless humanoids with slender, graceful forms. Many have described them as being transparent or taking on the colors and textures of their surroundings, but this is a misconception based on the observer's inability to focus on the skulk. It is possible to be having a conversation with a skulk and lose track of exactly where it is. The creatures exude a powerful aura that compels others to ignore them; this aura transcends magical enchantments, as it affects even mindless undead and constructs.

Despite what some claim, skulks are not a race. Each individual skulk has become a skulk on his own. They do not appear to age (some claim that even time cannot find them, if they do not want to be found) or retain gender. Skulks have names that are just a fraction of the names they were born with. So, Nasel Turgoun becomes "Nas," and Yurshimin Delese becomes "Shim." Skulks speak Common.

The statistics here are for a skulk who is also a 3rd-level rogue, because no skulk in Ptolus has fewer than three class levels of rogue.

COMBAT

To say that skulks avoid combat is to understate dramatically. If confronted with a hostile foe, they leave, using invisibility, Mobility, and the Tumble and Hide skills. They typically do not even carry weapons. However, if the foe greatly wronged them or hurt them in some way, the skulk will return when least expected with three or four others, each armed with a poisoned short sword to make short work of the opponent with sneak attacks.

Blur (Su): Because it is so difficult to focus on them, skulks enjoy a continual *blur* effect, giving all attacks made against them a 20 percent miss chance.

Greater Invisibility (Su): Skulks can become invisible as the spell *greater invisibility* at will. Caster level 7th.

Hide in Plain Sight (Ex): A skulk can hide while being watched, and even when there is nothing to hide behind. A skulk can hide even

when watched by a crowd in an empty, brightly lit room. This may seem redundant with the ability to become invisible, but hiding in plain sight allows skulks to hide even from those who can negate their invisibility magically.

Further, a skulk can hide even from creatures with blindsight, tremorsense, or any other special senses, because the skulk's ability to hide comes from its ability to be ignored.

Mutable Form (Ex): Skulks can slip through any opening that is at least three inches wide. This ability grants them a +8 bonus on Escape Artist checks.



Sneak Attack (Ex): When flanking an opponent, or any time an opponent is denied his Dexterity bonus to Armor Class, the skulk can make a sneak attack, adding +1d6 points of damage to the attack. To make a ranged sneak attack, the skulk must be within thirty feet of its foe. This damage bonus stacks with sneak attack damage bonuses gained from class levels or other abilities.

Untrackable (Ex): Those trying to track a skulk must add +20 to the Difficulty Class of the attempt. Skulks have no odor and cannot be located or tracked using the Scent ability.

* **Skills:** Skulks receive a +8 racial bonus to Hide and Move Silently checks as well as Knowledge (local) checks, because of all they see as they skulk about the city.

SKULK SOCIETY

Skulks operate as spies, scouts, and information gatherers. To those rare few who know how to find the skulks and interact with them, they can provide vast amounts of information. They have embraced and even capitalized on the fact that no one notices them. They wander about the city, *watching*. They know almost everything that's going on, and when they don't, it's a rather simple matter for them to find out.

In a few places around the city such as **Skulk Alley** in Oldtown, they place their mark (see illustration). The **skulk sign** is usually found in alleyways or other out-of-the-way places, and it is generally inscribed so subtly that one must make a Search check (DC 20) to find it—and that's assuming one is looking. At these marked spots, skulks sometimes gather and exchange information. Even when they are not meeting, they keep an eye on these sites; a nonskulk who stands in front of the symbol at night can expect to be approached within an hour by an inquiring skulk who assumes the character wants to make some kind of information exchange.

Because they don't value coinage much, skulks would rather be paid in magic items—particularly curative potions, ability-enhancing items, or things that aid their own sneakiness. They like poisons as well. Also of interest to them are promises for favors later, such as magical healing when they need it. However, they will never suggest the latter themselves, for they never assume that a nonskulk will honor such a deal or even remember them later.

Skulks typically steal what they need, but despite their reputations they do not steal much. They do not use equipment or even clothing, and they eat very little.

Decades (maybe centuries) of being ignored has affected the skulks psychologically. They assume that no one could ever care about their well-being. They also assume that nonskulks forget about them as soon as they part company. Some skulks, over time, grow bitter and even malevolent due to their lot in life.

Skulks are very unemotional, but they harbor a strong sense of loyalty to their friends (usually other skulks) and a powerful sense of gratitude toward anyone who would help them.

SKULK CHARACTERS

A skulk's favored class is rogue. In fact, no skulk has ever been known to take levels of another class, although a skulk rogue/assassin or even a skulk rogue/shadowdancer is possible. Skulk characters have +4 Dexterity, +2 Constitution, +2 Wisdom, and –4 Charisma.

Skulk Alley, page 334
Skulk sign, page 630

DM TIPS

When roleplaying a skulk, the DM should not whisper, but talk so softly that the players must strain to hear it. When interacting with PCs, skulks come and go unnoticed; when they do appear, they always seem as though they have been there for some time but simply weren't noticed.

Skulks may gather in shadowy alleys in the surface city, but they live in extremely well-hidden and difficult-to-reach lairs below the city.

This is substantially different from other versions of the skulk that you may have read. The only similarities are the name and the fact that it's hard to see them!

Encounter skulks in Skulk Alley in Oldtown and in areas of the Undercity such as Ravenstroke (page 422) where some particularly malign members of the race dwell.

The Wintersouled sometimes like to call themselves "saints of death." A set of large stained-glass windows in the Dark Reliquary depicts them (see page 244).

Legend says that in the earliest days of the world, the veil between life and death was inviolate. There were no such things as "undead." It was the Galchutt—or, rather, the Vested of the Galchutt—who tore this veil asunder. The first spirits to cross over from death into the land of the living were the Wintersouled.

Today, Shigmaa Irretharm of the Forsaken is the Herald of the Wintersouled (see page 270).



Encounter the Wintersouled in the deep levels of the Dark Reliquary (page 272).

Dark Reliquary, page 238
Forsaken, page 112

Waking key, page 270

WINTERSOULED



Medium Undead (Incorporeal)
Hit Dice: 20d12 (130 hp)
Initiative: +9
Speed: 40 feet, fly 80 feet (perfect)
Armor Class: 22 (+5 Dex, +7 deflection), touch 22, flat-footed 17
BAB/Grapple: +10/—
Attack/Full Attack: +15 melee (1d8 plus energy drain, incorporeal touch)
Space/Reach: 5 feet/5 feet
Special Attacks: Energy drain, create spawn, control undead, spell-like abilities, spells
Special Qualities: Darkvision 60 feet, incorporeal traits, +2 turn resistance, immune to cold, sunlight powerlessness, undead traits, unnatural aura
Saves: Fort +6, Ref +13, Will +18
Abilities: Str —, Dex 20, Con —, Int 20, Wis 19, Cha 25
Skills: Concentration +23, Hide +28, Intimidate +30, Knowledge (arcana) +28, Knowledge (history) +28, Knowledge (religion) +20, Listen +25, Search +25, Spellcraft +28, Spot +25
Feats: Craft Wondrous Item, Heighten Spell, Improved Initiative,, Iron Will, Lightning Reflexes, Maximize Spell, Spell Focus (necromancy)
Environment: Any land and underground
Organization: Solitary or conclave (3–12)
Challenge Rating: 16
Treasure: Double normal
Alignment: Always lawful evil
Advancement: By character class
Level Adjustment: —

Oldest of all the undead—arguably oldest of anything that still walks the world (with the exception of perhaps a few gods)—the dread Wintersouled represent the epitome of coldness and contempt. They hate all that lives and remain in the world of the living only so that one day they can see it all destroyed by those they revere in secret whispers: the Galchutt.

The Wintersouled are responsible for building the **Dark Reliquary** and creating the organization known as the **Forsaken**.

Currently, however, all the Wintersouled known to still exist sleep below the Dark Reliquary, awaiting the time when the Galchutt will rise again and destroy the world and all that lives within it. One living creature, called the Herald of the Wintersouled, at any given time is entrusted with the ***waking key***, a minor artifact that can awaken the Wintersouled early. It can also summon one for a single hour every year and a day. The Herald has the blessing of the Wintersouled, which grants him or her immunity to cold, negative energy (including level drain), and death effects.

Wintersouled appear to be nearly invisible humans with billowing, tattered, but voluminous cloaks. Their faces are obscured, but their eyes are pinpricks of yellow hatred. A Wintersouled is roughly human-sized and weightless.

COMBAT

A Wintersouled first and foremost uses servants to fight for it. If that is not to be, then it wields its spells. Melee combat becomes only a last resort. In close combat, a Wintersouled attacks with its numbing, life-draining touch. It makes full use of its incorporeal nature, moving through walls, ceilings, and floors as it attacks.

Energy Drain (Su): Living creatures hit by a Wintersouled's incorporeal touch attack gain two negative levels. Removing a negative level requires a Fortitude save (DC 27). The save DC is Charisma based.

For each such negative level bestowed, the Wintersouled gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a Wintersouled becomes a spectre in 1d4 rounds. These spawn are under the command of the Wintersouled that created them and remain enslaved until its destruction. They do not possess any of the abilities they had in life.

Control Undead (Su): All undead, regardless of Hit Dice, obey the commands of one of the Wintersouled.

Spell-Like Abilities (Sp): At will—*darkness, desecrate, true seeing*; 3/day—*create undead, unholy blight*; 1/day—*blasphemy, create greater undead, unholy aura*.

Spells: Every Wintersouled casts spells as a 14th-level sorcerer (6/8/8/8/7/7/6/4, save DC 17+ spell level, 18 + spell level if necromancy).

7th—*finger of death*.

6th—*circle of death, disintegrate*.

5th—*blight, cone of cold, magic jar*.

4th—*bestow curse, phantasmal killer, scrying, shout*.

3rd—*dispel magic, lightning bolt, stinking cloud, suggestion*.

2nd—*ghoul touch, mirror image, shatter, spectral hand, whispering wind*.

1st—*charm person, expeditious retreat, magic missile, ray of enfeeblement, shield*.

0—*arcane mark, dancing lights, detect magic, detect poison, ghost sound, light, mage hand, prestidigitation, touch of fatigue*.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a Wintersouled at a distance of thirty feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Wintersouled are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A Wintersouled caught in sunlight cannot attack and can take only a single move or attack action in a round.

ZAUG

Large Outsider (Chaotic, Evil, Extraplanar)
Hit Dice: 12d8+84 (138 hp)
Initiative: +0
Speed: 20 feet, fly 30 feet (clumsy)
Armor Class: 19 (–1 size, +10 natural), touch 12, flat-footed 19
BAB/Grapple: +12/+20
Attack: +18 melee (1d8+7 plus disease, claw)
Full Attack: +18 melee (1d8+7 plus disease, 2 claws) and +13 melee (2d6+3 plus disease, bite)
Space/Reach: 5 feet/10 feet
Special Attacks: Spell-like abilities, disease, corruption spew
Special Qualities: Chaotic nature, revulsion, corrupt healing, spell resistance 22, dire contact, **Galchutt qualities**
Saves: Fortitude +17, Reflex +10, Will +12
Abilities: Str 24, Dex 10, Con 25, Int 8, Wis 14, Cha 15
Skills: Concentration +22, Intimidate +17, Knowledge (arcana) +9, Knowledge (the planes) +9, Listen +19, Move Silently +10, Search +14, Spot +19
Feats: Alertness, Combat Reflexes, Great Fortitude, Iron Will, Lightning Reflexes
Environment: Any
Organization: Solitary
Challenge Rating: 13
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 13–18 HD (Large); 19–24 (Huge)
Level Adjustment: —

Least among the Galchutt (except for the **Elder Brood**), the zaug seethe with disease and corruption. Covered in lethal wounds that never heal yet

Legends from the most ancient days of Praemal speak of a forbidden place that today is lost in the remote reaches of Ren Tehoth. This place is known as the Shrine of the Despoiler. The legends speak of a horrific god living at the center of this temple that was nothing more than a mound of decaying flesh that spewed forth corruption and bile. This god seemed unkillable, as its very nature was to revel in damage done to the flesh. Those few today who know anything of Galchutt lore recognize this "god" as a zaug.

Galchutt qualities, page 630

Elder Brood, page 634

OTHER MONSTERS IN PTOLUS

Almost all monsters from the MM can be used as-is in the Ptolus Campaign, with the following special exceptions:

- Dinosaurs are very rare, usually the result of magical conjuration.
- Derro and duergar do not exist in the world of Praemal at all. Nor do deep dwarves, aquatic elves, grey elves, wild elves, wood elves, svirfneblin, tallfellows, or deep halflings (basically, all "subrace" versions of standard races).
- Hobgoblins, kobolds, troglodytes, and gnolls are not common to the region around Ptolus, but they do exist in the world (hobgoblins to the far southeast, gnolls to the southwest, troglodytes to the far south, and kobolds in the Dragonsbirth Mountains).
- For obvious reasons, such creatures as dryads, sprites, treants, frostworms, remorhaz, and winter wolves are not typically found in a city setting of temperate climate.
- Merfolk and satyrs do not live anywhere near Ptolus (although tritons do).
- Ankhegs, bulettes, rocs, and yrthaks are very rare in Ptolus, but more common in the lands surrounding the city.
- There is not a strong distinction made between demons and devils in Ptolus. For more information, see "Demons and Devils" on page 63 of Chapter 4: Cosmology and Religion.
- Lastly, remember that all extraplanar monsters, such as celestials, demons, elementals, and so on are either summoned (and therefore temporary) or called (and therefore trapped here permanently).



Encounter zaug in the Caverns of the Galchutt (page 453) and in the Dark Reliquary (page 274).

Abhoth the Unclean is lord of the zaug and is revered by the Plagueborn.

The Elder Brood

The least among the Galchutt are known collectively as the Elder Brood. The brood comprises about half a dozen different races. Two of them, the obaan (shown below) and the sscree, are described in Chapter 6 of the Chaositech *sourcebook (see the CD-Rom in the envelope at the back of this book). Like the zaug, the Elder Brood are the sworn enemies of the Harrow elves, for their role in corrupting their Elder Elf ancestors.*



Detect chaositech, page 641

never slay, teeming with diseases and poisons that fester and grow, and filled with parasites and vermin that feed on its ever-regenerating flesh, a zaug is a horrible creature to behold.

The zaug's focus lies with decay and rot. It is corruption given form—the slow, lingering death of disease and decomposition. It dwells alone, usually in a lair filled with decaying bodies, festering illnesses, and vermin of all types. It is not guileful or subtle, neither devious nor quick. The zaug is a carrier of wretched disease that can spew forth unmitigated corruption when it wishes.

A zaug is a grossly obese humanoid with no hair. It has a wide, toothy mouth, claws for hands, and short horns on its head. Some zaug have vestigial, rotted wings. Sores oozing pus and bile cover their fat flesh. Much of their skin hangs off of them, pocked with holes from which intestines and other guts spill out, spurting fluid.



Like most of the major Galchutt, zaug do not need to eat, drink, or breathe, and they speak only telepathically.

COMBAT

The zaug attacks belligerently and relentlessly, but it does not hurry toward its foes. It never uses ambushes or anything even resembling tactics. It simply shuffles toward a potential foe and attempts to infect it with its disease-ridden attacks. Once it chooses a foe, it does not give up until either it or the foe is dead. It never fears for its own life.

Chaotic Nature (Su): All attacks made against a zaug by non-Galchutt have a 10 percent miss chance. Spells cast by non-Galchutt with a zaug as the target or within the area have a 10 percent spell failure chance, regardless of their nature or whether they are arcane or divine. Other special abilities, like psionics, face similar failure chances. This nature also grants the zaug a +3 deflection bonus to Armor Class. Chaositech and mutations go unaffected by this chaotic nature.

Dire Contact (Su): A creature that attempts to speak to a zaug telepathically or read its mind must make a Will saving throw (DC 18) or go permanently insane—normally becoming catatonic, as though *feebleminded*, but sometimes becoming homicidal. The creature must make the save again with each telepathic attempt. The save Difficulty Class is Charisma based.

Revulsion (Su): Non-outsiders who look upon the zaug must make a Will saving throw (DC 18) or become either nauseated (50 percent chance) or shaken (50 percent chance) for 1d4 rounds. A shaken character suffers a –2 penalty on attack rolls, saving throws, skill checks, and ability checks. Nauseated creatures cannot attack, cast spells, concentrate on spells, or do anything else requiring attention. The only action they can take is a single move action per turn, plus free actions (except for casting quickened spells). Once a character makes a save against this revulsion (successful or not), he or she need not attempt one again for twenty-four hours. The save Difficulty Class is Charisma based.

Disease (Ex): The claws, bite, and even the spew of the zaug carry devil chills (as described in Chapter 8: Glossary of the DMG).

Corruption Spew (Su): Five times per day, the zaug can breathe a sixty-foot cone of horrific corrosive spew filled with rotting flesh, disease, poison, and even such disgusting vermin as maggots, worms, and flies. The spew inflicts 10d6 points of acid damage (Reflex save, DC 23, for half). Further, anyone failing the save must make an additional Fortitude save to avoid contracting devil chills, as well as a Will save to avoid revulsion, as described above (even those who have made saves against the revulsion previously must attempt another or be affected again). The save Difficulty Class is Constitution based.

Corrupt Healing (Su): The zaug's corrupt nature allows it to instantly regenerate all damage inflicted upon it. The only thing that can harm a zaug is positive energy: healing spells. Positive energy spells deal as much damage to a zaug as they normally would heal a nonzaug.

Spell-Like Abilities: At will—*chaositech enslavement*, contagion, deeper darkness, desecrate, detect chaositech, detect good, detect law, fear, greater teleport, magic circle against law, stinking cloud*, and *summon swarm*; 1/day—*chaos hammer*. Caster level 15th. The save DCs are Charisma based (save DC 12 + spell level).

* *Indicates a spell from Chapter 1: Chaos in the* Chaositech *sourcebook, found on the CD-Rom in the envelope at the back of this book.*

Chapter 35:
MAGIC

From technology-related spells to new clerical domains and more, this chapter presents magic options suitable for the Ptolus Campaign.



Magic is an important part of Ptolus, and the magic found there is often new and strange. This chapter discusses the concept of soul magic and presents spells useful to the mages of the city. It also contains a listing of all the new magic items presented in the book.

SOUL MAGIC

The power of magic stirs in the world with an intelligence and a soul all its own. The most powerful arcanists know this and grow familiar with magic's own mind and spirit. The key to the power of this magical soul lies in words. That is why verbal components, written scrolls, spellbooks, runes, symbols, glyphs, power words, and similar communicative forms lie at the heart of magic. Some arcanists stumble upon a way to tap into the heart of magic's essence to fashion single, whispered words. This method, called soul magic, relies on the belief that there is indeed a sentience behind magic itself.

Soul magic is a term that describes a specific sort of spell and the effects it creates. Soul magic spells are sentient, intelligent **spells that want to be cast**. They are always found encoded in symbols or other writing, similar to scrolls. However, any surface can hold a soul magic spell: a wall, the pages of a book—even **an old tooth**. Because of their need to be cast, one cannot learn them, prepare them, or copy them into spellbooks. Once a soul magic spell gets inside you, you simply *must* cast it.

As with any spell, the power of soul magic spells varies. The important thing to remember, however, is that **any arcane spellcaster of any level can use one**. Soul magic spells rarely communicate other than to relate their powers (and then only if they feel like it—soul magic spells vary in personality, and some seem quite capricious). Their only goal is to be cast, which allows them to join once again with the universal power of magic itself. They revel in arcane strength and rejoice in all its forms.

Unless the effects of the spell are aligned, all soul magic spells are true neutral in alignment.

CREATING AND USING SOUL MAGIC

The key to creating a soul magic spell lies in encoding it into symbols. To do so requires time and a vast amount of power in the form of experience points. So great is the cost, in fact, that most truly magnificent soul magic spells are created by beings with a lot of personal power—deities and similar entities. What's more, it's a cost the creator pays for someone else: casters cannot use the soul magic spells they create. One devotes a small part of one's own soul when creating one of these spells, but casting it requires part of yet another soul. The fusion of these powers fuels the soul magic.



Since Ptolus is the home of the Inverted Pyramid, the most infamous and powerful collection of spellcasters in the world, it almost goes without saying that magic is one of the foundations upon which the city itself is built.

A soul magic spell etched into an orc's tooth might set the Demon God Ochremeshk free in the Dark Reliquary (see page 256).

For many, extemporaneous soul magic spells are extremely dangerous to use—one spell could wipe an arcanist's mind.



Temple of Asche, page 378
Temple of Teun, Mother of All Machines, page 395

A soul magic spell found in Alchestrin's Tomb (page 232) can take the characters to Jabel Shammar.

Wealthy residents of the Nobles' Quarter make use of spellcasters as house mages, security mages, and show mages (page 282).

DM TIPS

DMs should feel free to use soul magic throughout Ptolus. It does a nice job of representing mysterious, powerful, and even dangerous magic beyond the common, everyday spells found in the Core Rules.

Temple Observatory of the Watcher of the Skies, page 389

Soul magic spells are intelligent and have mental ability scores, all of which are always at least 10. They have somatic and verbal components, but never material components.

Most casters are far more likely to use soul magic than to create it. Casting a soul magic spell is a standard action. Caster level and ability scores do not affect the spell: Only the spell's level and ability scores matter. For example, a 4th-level spell with a Wisdom bonus of +4 has a saving throw Difficulty Class of 18, no matter who casts it. When a caster level is needed, the spell uses its lowest ability score instead of its level (so the minimum is 10). Since it is the spell that determines its parameters (range, duration, etc.), there is no level requirement for casters to cast soul magic spells—only that they have the ability to cast arcane spells. (Thus, each and every gnome has the ability to cast one, just by virtue of the cantrips they all know.)

When creating unique soul magic effects, the DM should always make them a little different from standard spells—soul magic should feel strange, and the differences give the DM an opportunity to increase the spell effects slightly. Although soul magic spells ought to match up generally with other spells of their level, they should prove slightly more powerful. Feel free to tailor soul magic to fit the circumstances of a particular setting or adventure.

There are three distinct types of soul magic.

Imperative soul magic preys upon the intelligence of others to entice them to cast the spell. An arcane caster within ten feet of an encoded soul magic spell must make a Will saving throw (DC 10 + soul magic spell's level + spell's Charisma bonus). On a failure, the symbols and runes that make up the spell swirl up and around the caster, compelling her to cast it immediately. There is no cost to the caster to do so—simply a full-round action.

Imperative soul magic effectively becomes a trap. Say a powerful elemental creature has been sealed in a pit, imprisoned forever. The creature labors over the centuries to encode an imperative soul magic spell to free it. Then it waits for an arcane caster to come along, feel the compulsion of the spell's will, and cast the spell.

Once an arcane spellcaster makes a successful saving throw to resist the compulsion of the imperative spell, she need not make another—she remains immune to the compulsion. She can still willingly cast the spell, but she does so as if it were a declamatory soul magic spell (see below).

Declamatory soul magic is more akin to a normal spell. It draws a little of its power from the caster's soul, however. Each declamatory soul magic spell temporarily damages the caster's Intelligence, Wisdom, or Charisma score, drawing power from the caster where the spell is most deficient. If there is a tie for the spell's lowest ability score, the creator simply chooses. The ability damage to the caster is 1d6 plus the spell's level, minus the bonus of the lowest of the spell's three ability scores.

Extemporaneous soul magic is stored magical power that is not encoded for a specific effect. Each is almost like a *wish*—although at varying levels (a 5th-level extemporaneous soul magic spell allows a caster to produce an effect equivalent to that of a 5th-level spell or lower, for instance). This casting draws power from the caster in the same way as declamatory soul magic, except that the ability damage is equal to 2d6 plus the spell's level, minus the bonus of the lowest of the spell's three ability scores.

CLERICAL DOMAINS

The priests of Ptolus have access to five clerical domains not normally available to clerics in the game: Civilization, the Future, Light, Sleep, and Technology. These domains are important to such major deities in the Empire as Asche, God of Cities; Gaen, Goddess of Light; Teun, Mother of All Machines; and the Watcher of the Skies.

In this section, an asterisk (*) indicates a spell detailed later in this chapter.

CIVILIZATION

Deities: Asche, God of Cities; Mocharum, God of Dwarves; Ollom, God of the Keg; Teun, Mother of All Machines.

Granted Power: You enjoy a +2 circumstance bonus on Gather Information checks made while in a settlement of at least one hundred people.

Domain Spells

1 *Sanctuary:* Opponents can't attack you, and you can't attack.
2 *Calm emotions:* Calms creatures, negating emotion effects.
3 *Glibness:* You gain a +30 bonus on Bluff checks, and your lies can escape magical discernment.
4 *Discern lies:* Reveals deliberate falsehoods.
5 *Commune with the city**: You know the general status of a city's population and can find and communicate with anyone in it.
6 *Guards and wards:* Array of magic effects protect an area.
7 *Mass suggestion:* As *suggestion*, plus one subject per level.
8 *City transport**: You can teleport anywhere in a city every other round.
9 *Lord of the city**: You know the general status of a city's population, are aware of major issues and threats, and can find and communicate with anyone in it.

THE FUTURE

Deities: Aldinach, the Goddess of the Moons; Niveral, God of Secrets; Watcher of the Skies.

Granted Power: Once per day you experience a momentary glimpse of your future, allowing you to add half your cleric level (minimum +1) to a Reflex saving throw of your choosing, or to your Armor Class against a single attack. The decision to use this power must come before resolving the relevant save or attack roll. This is a divinatory effect.

Domain Spells

1 *True strike:* Confers a +20 bonus on your next attack roll.
2 *Augury:* Shows whether an action will be good or bad.
3 *Will of the gods*:* Foretells the gods' opinion on a matter.
4 *Divination:* Provides useful advice for specific proposed actions.
5 *Peer into the future*:* You look at a random moment in your possible future.
6 *Aid from the future*:* Your future self aids you in the present through hit point and spell transfer.
7 *Futuresight*:* You look at a random moment in a creature's possible future.
8 *Moment of prescience:* You gain an insight bonus on single attack roll, check, or save.
9 *Foresight:* "Sixth sense" warns of impending danger.

LIGHT

Deities: Ardaen, Dead God of Light; Gaen, Goddess of Light

Granted Power: With a touch, you can infuse a creature with light. This is a spell-like ability that you may use once per day. After your successful melee touch attack (using the rules for touch spells), there is a burst of light. Creatures with a any light vulnerability or aversion are affected as if by the kind of light to which they are vulnerable, regardless of light conditions.

The effect lasts for one minute per your cleric level, even if the creature moves away into the darkness. If the creature normally would be destroyed in light (like a vampire), roll 1d6 per your cleric level. Should the total at least equal the creature's current hit points, it is destroyed.

Domain Spells

1 *Illuminated weapon*:* Weapon imposes a –2 penalty to attacks, saves, and checks upon undead struck.
2 *Heartglow*:* All evil creatures within 10 feet suffer a –1 penalty on all attack rolls, saving throws, and checks.
3 *Searing light:* Ray deals 1d8 points of damage per two levels, and more against undead.
4 *Shield of light*:* Grants +2 armor bonus and a +1 enhancement bonus to Armor Class per three caster levels, undead cannot attack.
5 *Blazing light*:* Ray inflicts 1d8 points of damage per caster level, and more against undead.
6 *Waves of light*:* Holy energy inflicts 1d6 points of damage per two levels and other effects.
7 *Sunbeam:* Beam blinds and deals 4d6 points of damage.
8 *Sunfire tomb*:* Imprisons target in the sun.
9 *Wellspring of soul's light*:* Inflicts 10d6 points of damage on all evil creatures and summons one 10th-level paladin per four caster levels.

SLEEP

Deities: Aldinach, Goddess of the Moon; Phoeboul, God of Dreams.

Granted Power: You can see the current dream of any creature you touch.

Domain Spells

1 *Sleep:* Puts 4 HD of creatures into magical slumber.
2 *Deep Slumber:* Puts 10 HD of creatures to sleep.
3 *Ray of Exhaustion:* Makes subject exhausted.
4 *Dream:* Sends message to anyone sleeping.
5 *Symbol of Sleep:* Triggered rune puts nearby creatures into catatonic slumber.
6 *Nightmare:* Sends vision dealing 1d10 points of damage, fatigue.
7 *Vision:* As *legend lore*, but quicker and strenuous.
8 *Temporal Stasis:* Puts subject into suspended animation.
9 *Weird:* As *phantasmal killer*, but affects all within thirty feet.

TECHNOLOGY

Deities: Baalhazor, Demon God of Technology; the Iron God; Teun, Mother of All Machines; and Tevra, the Clockwork Goddess.

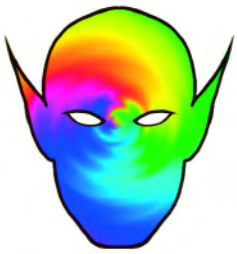
Granted Power: You gain a +2 competence bonus on Knowledge or Craft checks that apply to technological devices. You also gain automatic proficiency with firearms.

Domain Spells

1 *Identify device*:* Reveals a nonmagical device's most basic function.
2 *Lock and load*:* Caster loads a firearm with a move action.
3 *Repair device*:* One broken or disabled device is restored.
4 *Conjure device*:* Summons a device for 1 round per level.
5 *Explosive shot*:* Firearm inflicts damage in a ten-foot spread.
6 *Heartseeking shot*:* Firearm ignores armor and inflicts criticals.

Just as you can incorporate new deities from other sources, so too can you pull in new domains of magic. Adding new clerical domains to the Ptolus Campaign should be limited only by the DM's preference.

Although people are always quick to talk about the arcanists in Ptolus, the city also is home to many powerful divine spellcasters. Considering all the temples in the Temple District, clerics likely outnumber wizards and sorcerers combined within Ptolus.



Read about Phoeboul and the setting's other deities on pages 68–70.

Temple of Gaen, page 385

Temple of Teun, Mother of All Machines, page 395



MAGIC ITEMS

Dozens of magic weapons, rings, staves, wondrous items, and artifacts were introduced in sidebars throughout this book; the item descriptions appeared near their owners' stats for your convenience. This section, organized by category, indexes all the new magic items presented earlier.

Weapon Properties

Magnetic *page 562*
Rapid fire *page 562*
Silent *page 562*

Weapons

Ankh of Justice *page 67*
Demon gun *page 563*
Flayer pistol *page 563*
Hadrien's daggerwand *page 195*
Hungersword *page 98*
Korben's beastblade *page 361*
Mara's mace *page 67*
Sheva's sword *page 223*
Song of death *page 563*
Stunning bolt *page 136*

Staves

Rhodintor staves *page 628*

Rings

Quaan bone ring *page 131*
Skullring *page 195*

(cont'd on the next page)



One can use a rare material called aethel to create magic items; see page 45. Vallis dust also can be used; see page 47.

7 *Create device*:* Creates a permanent device.
8 *Conveyance*:* Creates a technological flying vehicle.
9 *Cannons of heaven*:* Summons cannons that bombard an area for 10d6 points of damage for 1 round/level

SPELL LIST

Obviously, there are hundreds of spellcasters in Ptolus. Here is a list some of the spells in common use among them, described in this chapter.

Bard Spells

0 **Detect Chaositech:** Sense the presence of chaositech devices.
1 **Assess Creature:** Determine the Hit Dice of one creature.
1 **Identify Device:** Reveals nonmagical item's most basic function.
4 **Conjure Device:** Summons a device for 1 round per level.
6 **City Transport:** You can teleport anywhere in a city every other round.
6 **Commune With the City:** You know the general status of a city's population and can find and communicate with anyone in it.

Cleric Spells

0 **Assess Creature:** Determine the Hit Dice of one creature.
0 **Detect Chaositech:** Sense the presence of chaositech devices.
1 **Identify Device:** Reveals nonmagical device's most basic function.
2 **Siphon:** Refuel chaositech device from chaos storage cube safely.
3 **Create Firestone:** Conjures a stone that burns hotly for one day.
3 **Deadly Carrier:** Caster becomes immune to a disease he carries but twice as contagious.
3 **Will of the Gods:** Foretells the gods' opinion on a matter.
5 **Peer Into the Future:** You look at a random moment in your possible future.
5 **Shield of Light:** Grants +2 armor bonus and a +1 enhancement bonus to Armor Class per three caster levels; undead cannot attack.
6 **Blazing Light:** Ray inflicts 1d8 points of damage per caster level, and undead suffer more.
7 **Futuresight:** You look at a random moment in a creature's possible future.
7 **Waves of Light:** Holy energy inflicts 1d6 points of damage per two levels and other effects.
9 **Wellspring of Soul's Light:** Inflicts 10d6 points of damage on all evil creatures and summons one 10th-level paladin per four caster levels.
9 **Sunfire Tomb:** Imprisons target in the sun.

Druid Spells

0 **Assess Creature:** Determine the Hit Dice of one creature.
9 **Sunfire Tomb:** Imprisons target in the sun.

Paladin Spells

1 **Assess Creature:** Determine the Hit Dice of one creature.
1 **Illuminated Weapon:** Weapon imposes –2 penalty on attacks, saves, and checks upon undead struck.
2 **Heartglow:** All evil creatures within ten feet suffer a –1 penalty on all attack rolls, saving throws, and checks.

Ranger Spells

1 **Assess Creature:** Determine the Hit Dice of one creature.

Sorcerer/Wizard Spells

0 Div **Assess Creature:** Determine the Hit Dice of one creature.
0 Div **Detect Chaositech:** Sense the presence of chaositech devices.
0 Div **Sense Spell:** If specified spell is in effect within the spell's area, you become aware of it.
1 Div **Identify Device:** Reveals nonmagical item's most basic function.
1 Evoc **Blast of Cold:** Cold blast inflicts 1d6 points of damage per two levels.
2 Trans **Lock and Load:** Caster loads a firearm with a move action.
2 Trans **Siphon:** Refuel chaositech device from chaos storage cube safely.
3 Abjur **Jevicca's Just Reversal:** Reflects enchantment back at caster.
3 Conj **Create Firestone:** Conjures a stone that burns hotly for one day.
3 Trans **Repair Device:** One broken or disabled device is restored.
4 Conj **Conjure Device:** Summons a device for 1 round per level.
5 Conj **Divinatory Expungement:** Previous activities cannot be detected with divination magic.
5 Necro **Animate Necrosis:** Animates a wound that attacks wounded creature.
5 Trans **Explosive Shot:** Firearm inflicts damage in a ten-foot spread.
6 Trans **Heartseeking Shot:** Firearm ignores armor and inflicts criticals.
7 Conj **Create Device:** Creates a permanent device.
7 Trans **Jevicca's Fourfold Ostracism:** Sends up to four targets to another plane temporarily.
7 Trans **Month of Vallis:** Grants access to the secret thirteenth month.

8 Trans **Conveyance:** Creates a technological flying vehicle.

SPELL DESCRIPTIONS

Of course, in Ptolus, almost anything that exists is subject to the effects of magic. Even technology is not exempt from this arcane power. A sampling of this local magic appears below.

Aid From the Future

Transmutation
Level: Future 6
Components: V, S
Casting Time: Standard action
Range: Personal
Target: You
Duration: Instantaneous

You call on your future self to aid you in the present. Drawing on the life energy of the "you" living twenty-four hours in the future, you restore yourself to full hit points and regain 1d4+1 levels of cast spells of your choosing (you must have prepared the spells for that day). Exactly twenty-four hours after the casting of this spell, you suffer 4d6 points of nonlethal damage and are stunned for 1d6+4 rounds.

If you cast *aid from the future* but die without being raised before the twenty-four hours elapses, or if in twenty-four hours you are within the area of an *antimagic field*, or if something else prevents this spell from logically functioning after it has been cast, the temporal flux caused by the paradox inflicts 4d6 points of real damage upon you and all the allies who were within thirty feet of you when you cast the spell regardless of their current location or condition—even in an *antimagic field*. The affected creatures also are stunned for 10 rounds. There is no saving throw.

You can cast this spell only once in a given twenty-four-hour period.

Animate Necrosis

Necromancy
Level: Sor/Wiz 5
Components: V, S, M
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Target: One wounded living creature
Duration: Instantaneous
Saving Throw: Fortitude negates (later Will partial, see text)
Spell Resistance: Yes

You animate the dead tissue in the wound of a wounded living creature. This spell can affect any creature currently below its maximum hit points due to injury. Bits of animated flesh form a sickly tendril that reaches up and out of a single wound, attacking the living portion of the creature. The creature must make a Will saving throw immediately or the sight of this horror stuns it for 1d3 rounds.



Whether the creature is stunned or not, the undead tendril of flesh makes attacks with a +15 bonus (Strength 20). It makes a grapple attack as a creature of the subject's size (even though it is actually smaller). If it achieves a hold, it immediately begins constricting and strangling the creature, inflicting 2d6 points of damage per round.

The necrotic tendril has 2 hit points per Hit Die of the original creature, and AC 15. A single casting of this spell affects only one wound.

Material Component: A bit of string coated in animal fat.

Assess Creature

Divination
Level: Brd 1, Clr 0, Drd 0, Rng 1, Pal 1, Sor/Wiz 0
Components: S
Casting Time: One standard action
Range: Close (25 feet + 5 feet/two levels)
Target: One creature
Duration: Instantaneous
Saving Throw: Will negates
Spell Resistance: Yes

With a wave of your hand, you determine the Hit Dice of one creature. This spell is foiled by any type of magical disguise, polymorph or shapechange.

MAGIC ITEMS

(cont'd from the previous page)

Wondrous Items
Amulet of the arcanist page 336
Araki's runeplates page 338
Forsaken body paint page 114
Globe of accord page 357
Headband of reflected arrows page 336
Holy symbol of Gaen page 386
Horn of blood page 270
Illitor page 526
Invisible charm page 118
Jevicca's arm page 117
Lenses of the Utterdark page 493
Mage coin page 155
Malefic mask page 505
Sunless salve page 103
Thoughtstone page 166
War altar page 482

Minor Artifacts
Brooch of Khatru page 92
Demon-sealed box page 278
Demonskull talisman page 492
Dread cloak page 100
Parnaith's mirrored sphere page 278
Swords of Ptolus page 187
Urthon Aedar full plate armor page 138

Major Artifacts
Amalgam Armor of the Iron Mage page 341
Book of Inverted Darkness page 531
Box of shadows page 328
Cask of frozen dreams page 278
Dread One's Staff page 529
Idol of Ravvan page 616
Lance of Endless Night page 512
The Orrery page 526
Parnaith's Heart page 508
Platinum Cestus page 481
Signet of Shallamoth Kindred page 454
Staves of Ghul page 390
Sword of the Dragonkings page 90
Thundersong page 470
Waking key page 270



The spell deadly carrier *is a favorite of the members of the Plagueborn chaos cult (page 73).*

Inverted Pyramid, page 115
Dreaming Apothecary, page 118



Potions could become a thing of the past if the Shuul's pills (page 564) catch on in Ptolus.

The spell cannons of heaven *was used by a powerful cleric of Teun in the early days of the Empire to help support Imperial troops as they secured western lands.*

Items fueled by firestone include steam-powered armor, battle carts, and steam carts (see page 562).

Blast of Cold

Evocation [Cold]
Level: Sor/Wiz 1
Components: V, S
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Target: One creature or object
Duration: Instantaneous
Saving Throw: Reflex half
Spell Resistance: Yes

A blue-white bolt of screaming cold energy emanates from your fingertip and strikes a single target, inflicting 1d6 points of damage per two caster levels (maximum 5d6).

Blazing Light

Evocation
Level: Clr 6, Light 5
Components: V, S, DF
Casting Time: Standard action
Range: Long (400 feet + 40 feet/level)
Target: One creature or object
Duration: Instantaneous
Saving Throw: Reflex half
Spell Resistance: Yes

Focusing holy power like a ray of sunlight, you project a beam of light from your hand. Creatures struck by this ray of light suffer 1d8 points of damage per caster level (maximum 15d8). Undead creatures take an additional +2d8 points of damage, and undead creatures particularly vulnerable to sunlight, such as vampires, receive an additional +5d8 points of damage (not cumulative with the additional damage to undead). Constructs and inanimate objects take only 1d6 points of damage per caster level (maximum 15d6).

Cannons of Heaven

Conjuration (Summoning)
Level: Technology 9
Components: V, S, DF
Casting Time: Standard action
Range: Long (400 feet + 40 feet/level)
Area: 30-foot spread
Duration: 1 round/two levels
Saving Throw: Reflex half
Spell Resistance: No

At your command, a cloud appears in the sky, bristling with cannons. It hovers no more than one hundred feet in the air and bombards any area within range; changing areas is a free action. The cloud inflicts 10d6 points of damage per round. The cannons and the cloud cannot be attacked, but they can be dispelled.

City Transport

Transmutation
Level: Brd 6, Civilization 8
Components: V, S
Casting Time: Full round
Range: Personal
Target: You
Duration: One minute/level

You can cast *city transport* only within a settlement that is home to at least one hundred people. The area must be considered a city, town, village, hamlet, or similar community (you cannot, for example, define one hundred farmers living across hundreds of acres as a settlement). For the duration of this spell, you can teleport anywhere within the confines of that community without chance of error (with the same limitations as the *greater teleport* spell). You can do this once every other round, up to a maximum number of times equal to half your caster level.

Commune With the City

Divination
Level: Brd 6, Civilization 5
Components: V, S, M
Casting Time: Ten minutes
Range: Personal
Target: You
Duration: 1 round/level

You can cast *commune with the city* only within a settlement that is home to at least one hundred people. The area must be considered a city, town, village, hamlet, or similar community (you cannot, for example, define one hundred farmers living across hundreds of acres as a settlement). After casting the spell, you can ask one yes or no question per caster level and receive an answer, as described in the spell *commune*. The main difference is that this spell provides only answers known to someone within the settlement, and the question must pertain to the community in some way. So, if you cast the spell and ask, "Is the *box of shadows* within the Tower of Kadmiel?" you will get an answer only if someone in the community where you cast the spell knows the answer. The locals upon whose knowledge you rely remain unaware of any spell effects: You are drawing upon the gestalt knowledge of all the residents, not that of any single individual—even if only one person knows the answer.

Material Component: A map of the city in question.

Conjure Device

Conjuration (Summoning)
Level: Brd 4, Sor/Wiz 4, Technology 4
Components: V, S, M
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Effect: A single technological device worth up to 200 gp/level
Duration: One minute/level
Saving Throw: None
Spell Resistance: No

You summon into being a mechanical device with which you are familiar. It appears within the range, as you decide. The device is in perfect working order and fully fueled or loaded, as the case might be.

Material Component: A jewel worth at least as half as much as the device.

Conveyance

Transmutation
Level: Sor/Wiz 8, Technology 8
Components: V, S, DF, M
Casting Time: Full round
Range: Touch
Effect: Flat platform up to 20 feet to a side
Duration: One hour/level
Saving Throw: None
Spell Resistance: No

You touch a piece of metal or metal device weighing at least 100 lbs. and transform it into a technological flying platform up to twenty feet square. You understand the controls and can "drive" the device using a standard action each round (unless the platform is only hovering). You can teach another character to control the craft with only ten minutes' instruction. The platform moves at a speed of up to fifty miles per hour with perfect maneuverability. It has a hardness of 10 and 250 hit points.

Material Component: 100 lbs. of metal.

Create Device

Conjuration (Creation)
Level: Sor/Wiz 7, Technology 7
Components: V, S, M
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Effect: A single technological device worth up to 200 gp/level
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

You call into being a mechanical device with which you are familiar. It appears where you want in range. It's in perfect working order and fully fueled or loaded.

Material Component: A jewel worth at least as much as the device.

Create Firestone

Conjuration (Creation)
Level: Clr 3, Sor/Wiz 3
Components: V, S, M
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Effect: A single firestone
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

You conjure a mineral called firestone, which burns with great efficiency. This small stone weighs 1 lb. and can burn hotly for twenty-four hours. It is used to power some of the equipment described in Chapter 29: Technology.

Material Component: 10 gp worth of coal.

Deadly Carrier

Transmutation
Level: Clr 3
Components: V, S, DF
Casting Time: Standard action
Range: Personal
Target: You
Duration: Instantaneous

You render yourself immune to the effects of a single disease you currently carry within your body. At the same time, the disease becomes twice as contagious as normal. If the disease does not already have mechanics for contagion, assume that anyone spending at least ten minutes within twenty feet of you must make a Fortitude saving throw (DC depends on the disease) or become infected.

Detect Chaositech

Divination
Level: Brd 0, Clr 0, Sor/Wiz 0
Components: V, S
Casting Time: Standard action
Range: 60 feet
Area: A quarter-circle, radius 60 feet, emanating from you
Duration: Concentration, up to one minute/level (D)
Saving Throw: None
Spell Resistance: No

You detect chaositech devices. The amount of information this spell reveals depends on how long you study a particular area or subject:

1st Round: Presence or absence of chaositech devices.

2nd Round: Number of different chaositech auras and the strength of the strongest aura.

3rd Round: The strength of each aura, indicating the power of the device.

Note: From each round to another, a caster can turn to detect things in a new area. Detect spells can penetrate barriers, but one foot of stone, one inch of common metal, a thin sheet of lead, or a yard of wood or dirt blocks them.

Divinatory Expungement

Conjuration (Creation)
Level: Sor/Wiz5
Components: V, S
Casting Time: Standard action
Range: Medium (100 feet + 10 feet/level)
Area: One 10-foot cube per level
Duration: Permanent
Saving Throw: None
Spell Resistance: No

You designate a specific area and a time in the immediate past (within one minute per level) during which activities are resistant to detection by divination effects. Only divination spells of 7th level or higher can determine events taking place in the warded area during the time you designated.

For example, if a mage were to break into a tower then cast this spell after leaving, he would hinder the effectiveness of divination spells seeking to reveal the break-in, the party responsible, or exactly what occurred. Casters using the *divination* spell would be unable to gain information about his activities. Since this spell affects only the past, however, his actions might still have been scried while they were ongoing.

This spell is used frequently by the mages of the Inverted Pyramid and the Dreaming Apothecary to cover their tracks and their actions.

Explosive Shot

Transmutation
Level: Sor/Wiz 5, Technology 5
Components: V, S
Casting Time: Standard action
Range: Touch
Target: One firearm
Duration: 1 round/level
Saving Throw: Reflex half
Spell Resistance: No

You temporarily transmute a firearm to fire explosive shots; each round it fires inflicts the weapon's listed damage within a ten-foot spread. Those in the area can attempt a Reflex save for half damage as if resisting a spell you cast. *Explosive shot* cannot be used on a weapon already affected by *heartseeking shot* (see next page).

Futuresight

Divination
Level: Clr 7, Future 7
Components: V, S, DF, M
Casting Time: One hour
Range: Touch
Target: One creature that is not you
Duration: One minute
Saving Throw: Will negates
Spell Resistance: Yes

Similar to the effect of *peer into the future* (see page 644), this spell shows you what another creature will be doing at some

Demon gun, page 563

Vallis, page 47



Black Grail, page 461



The paladin Steron Vsool (page 386) has a permanent heartglow effect. The most powerful paladin in Ptolus, he works tirelessly for the temple of Gaen.

Jevicca Nor (page 116) is a well-known mage of the Inverted Pyramid. She has created two spells, Jevicca's fourfold ostracism *and* Jevicca's just reversal, *that are so popular, they are used today by many mages throughout Ptolus.*

It is said that a soul rider (page 137) can be born only if conceived during the Month of Vallis.

time still to come. The time can be any point in the creature's future life span, but the exact moment that you view is up to the DM. Unlike *peer into the future*, you can specify a general topic on which your *futuresight* will take place. For example, you could say "a great battle," or "a moment of great triumph," and the DM will describe for you a point in the subject's future involving the selected topic, if there is one. However, topics such as "the moment of Feldrik's death," or "when we find the ***Black Grail***," are too specific.

Material Component: A piece of crystal worth at least 10 gp

Heartglow

Transmutation [Good]
Level: Light 2, Pal 2
Components: V, S
Casting Time: Standard action
Range: Personal
Target: You
Duration: One minute/level (D)
Saving Throw: None
Spell Resistance: Yes

You focus the holy power within yourself into your heart, causing it to glow like a brilliant light, which can be seen through your chest, and even your clothing and armor. While your heart glows, all evil creatures within ten feet of you suffer a morale penalty of –1 on attack rolls, saving throws, and checks as they are discomfited in the presence of the shining light of your goodness.

Heartseeking Shot

Transmutation
Level: Sor/Wiz 6, Technology 6
Components: V, S
Casting Time: Standard action
Range: Touch
Target: One firearm
Duration: 1 round/level
Saving Throw: Reflex half
Spell Resistance: No

You temporarily transmute a firearm so that it ignores armor, shield, and natural armor bonuses due to its piercing quality. The weapon also automatically inflicts critical hits each time it hits. *Heartseeking shot* cannot be used on a weapon already affected by *explosive shot* (see previous page).

Identify Device

Divination
Level: Brd 1, Clr 1, Sor/Wiz 1, Technology 1
Components: V, S, M
Casting Time: One hour
Range: Touch
Targets: Up to one object/level
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

The spell determines the single most basic function of each nonmagical target item, including technology and chaositech. This includes how to activate that function (if appropriate) and how many uses remain (if any). For example, a **demon gun** would register as a "weapon," while a spyglass would register as a "device for seeing faraway things."

Should a device have different functions that are equally basic, *identify device* determines the lowest-level function. If these functions are also of equal level, decide randomly which is identified.

Material Component: A small metal spring.

Illuminated Weapon

Evocation [Good]
Level: Light 1, Pal 1
Components: V, S
Casting Time: Standard action
Range: Touch
Target: One weapon
Duration: One minute/level (D) (see text)
Saving Throw: Will negates
Spell Resistance: Yes

You make a weapon particularly useful against undead opponents by infusing it with magical daylight. The weapon disrupts the undead flesh of corporeal foes, inflicting upon them a –2 divine penalty on attacks, saves, and checks for 1 round per level when it strikes them. (Multiple strikes do not inflict stacking penalties.) Incorporeal undead that are hit are also disrupted, forcing them to take only a move action or a standard action on their next turn (but not both).

Jevicca's Fourfold Ostracism

Transmutation
Level: Sor/Wiz 7
Components: V, S, F
Casting Time: Standard action
Range: Close (25 feet + 5 feet/two levels)
Targets: One to four creatures or objects
Duration: 1 round/level
Saving Throw: Will negates
Spell Resistance: Yes

You send one to four creatures or objects into the Ethereal Sea for a very short time. At the end of the duration, the subjects return to the exact location from which they left, unless that spot is no longer safe (it has been filled with stone, a fire has been set there, and so on); in that case, they appear in the nearest safe spot.

During their time in the Ethereal, the creatures can take whatever actions are available to them—if they have the power on their own, they can even return to the Material Plane. They cannot, however, move outside the range of the spell, nor can they see into the real world. Unless the creatures ostracized to the Ethereal take actions

against each other, however, assume they stay safe on that plane for the duration. The point of the spell is simply to get rid of them for a short while, so that actions can take place in their absence.

Unattended objects gain no saving throw unless they are magical. The object must be smaller than a ten-foot cube to be affected. Creatures, however, can be of any size.

Due to the "fourfold" nature of this spell, if the caster chooses to affect fewer than four targets, she can force one or more of them to make multiple saving throws. If any of the saves fail, the spell affects the subject. For example, if the caster affects three targets, one (caster's choice) must make two saving throws while the others each make one, as normal. If the spell targets two subjects, both must make two saves, or one must make three and the other just one. If this spell is cast upon one target, that creature or object must make four saving throws and succeed at all of them or suffer the spell's effect. A creature with spell resistance calls for a check against the spell resistance for each save required of it.

This spell has no effect if cast on the Ethereal Plane.

Focus: A bit of copper wire bent four times into a square

Jevicca's Just Reversal

Abjuration
Level: Sor/Wiz 3
Components: V, S
Casting Time: One minute
Range: Personal
Target: You
Duration: One minute/level
Saving Throw: None
Spell Resistance: No

When a foe casts an enchantment (charm) upon you while you're under the effects of *Jevicca's just reversal*, make a saving throw as normal for the charm. If you succeed, the foe must immediately make a saving throw as if you had cast the charm upon him (with the same Difficulty Class you faced). Should the foe fail the save, the charm takes effect as if you had cast it upon him.

Lock and Load

Transmutation
Level: Sor/Wiz 2, Technology 2
Components: V, S
Casting Time: Standard action
Range: Touch
Effect: One firearm
Duration: 1 round/level
Saving Throw: None
Spell Resistance: No

For the duration, all firearms you touch are loaded and ready to fire. This spell conjures the ammunition and the powder needed. Touching a firearm is a move action.

This spell proves particularly useful with cannons.

Lord of the City

Divination
Level: Civilization 9
Components: V, S, M
Casting Time: One hour
Range: Personal
Target: You
Duration: Ten minutes/level

You can cast *lord of the city* only within a settlement that is home to at least one hundred people. The area must be considered a city, town, village, hamlet, or similar community (you cannot, for example, define one hundred farmers living across hundreds of acres as a settlement). For the duration, you know the general status of the people in the city: content, rebellious, afraid, dying etc. You become aware of large-scale calamities or strong emotions—anything that affects at least 10 percent of the population or physically endangers 1 percent of the population. For example, in a city of ten thousand people, if one hundred fifty people had the plague, you would become aware of it (with no further details). If the city were under attack, you would become aware of it. If a major festival were occurring with a thousand people attending, you would know whether they were enjoying themselves. You would not learn of minor occurrences (two people attacked during a robbery, three people dying in an accident, five people dying of natural causes, and so on).

Further, with 1 round of concentration, you can learn the location and status of a single individual you name, if that creature is within the settlement. You must have touched that creature or have something belonging to it in your possession at the time of the attempt. The ability to locate individuals is as powerful and accurate as with discern location.

Lastly, once per level while the spell remains in effect, you can send a message to anyone in the settlement found using this spell and get a reply as if you had cast *sending*.

Material Component: An accurate map of the settlement etched into an eighteen-inch-square bronze plate worth 1,000 gp.

Month of Vallis

Transmutation
Level: Sor/Wiz 7
Components: S, V
Casting Time: One full day
Range: Personal
Target: You
Duration: Thirty days

This very rare spell grants access to the secret thirteenth month, known only to a precious few. This month, called the *month of Vallis*, is named after the secret moon of magic that once looked down invisibly from the skies above the world, and may one day return. Vallis falls between the months of Yearsend and Newyear, but it passes unknown by most people. Only by means of this spell can an individual experience the extra thirteenth month, and then only under special circumstances.

You must cast the spell on Yearsend Day within a sealed chamber no larger than one hundred square feet per caster level. Only you and your familiar can be in the chamber during the casting or the spell does not function (the only exception to this is if multiple people all cast the spell within the same chamber).

During the month—the spell's thirty-day duration—you cannot leave the sealed chamber or interact with anyone outside it in any way. Trying to leave the chamber sends you into a coma until the month ends (this can be dangerous if it happens early in the month, as you won't be able to eat or drink). You can use the time to rest, study, or research, craft magic items, or perform similar actions. However, all materials you need must be on hand when the spell is cast. When looking out a window from the sealed chamber, you see the normal surroundings, as well as regular night and day cycles, but no other living creatures of any kind. Time truly does pass for you, so you had better have a month's food and water on hand, or you may starve to death.

You can cast spells during the *month of Vallis*, but those whose effects extend outside the sealed chamber generally do not work. A *discern location* cast to locate another person does not function, for example (but general divinations like *commune* or *legend lore* do).

At the end of the month, the spell ends and you reenter normal time on Newyear's Day. However, there is a 25 percent chance that you experience an erratic existence on Newyear's Day, fading out and "losing time" for 1d4 hours 1d3 times during the day.



Looking for spell components? Try Tess' Cauldron on Vock Row (Dweomer Street). Tess Essani (female human wizard3) has an excellent selection of material components.



House Vladaam, page 96

Chaos storage cube, page 572

A spellcaster working with chaositech will find the siphon *spell to be one of his most valuable transmutations.*

Since the city of Ptolus has many spellcasters and many different traditions of magic, it's highly appropriate to incorporate spells and magic items from other sources, to reflect the place's cosmopolitan nature. Most of the spells and magic items from The Complete Book of Eldritch Might *came from the original Ptolus Campaign, in fact.*

It is a subtle but important distinction that this is not a purely artificial magical effect like *time stop*. Vallis is a real month, but most people do not experience it. During the secret thirteenth month, time has not stopped flowing, but rather you are experiencing what most people do not. You age a month during Vallis, spell durations proceed normally, and so on.

Peer Into the Future

Divination
Level: Clr 5, Future 5
Components: V, S, DF, M
Casting Time: One hour
Range: Personal
Target: You
Duration: One minute/level

Casting this spell shows you what you will be doing at some point in the future. The future time viewed is no sooner than one week from the time of casting and no later than one week plus two days per caster level from the time of casting. So a 12th-level caster could see a period of time anywhere between seven days and thirty-one days in the future. The exact point in time is up to the DM.

For the duration of the spell, you see through your own eyes in that future time, although you have no control over your future self's actions. The events you see are based on the possibilities available before you cast *peer into the future*; the knowledge you gain in this spell may change what the future brings.

The spell has enough power to ensure that the future period viewed is one of some importance to you. You will not, for example, view a period while you are asleep, eating a simple meal, or the like. You will view a battle, an important conversation or confrontation, or similar moment. The DM, however, remains in full control of the particulars.

Material Component: 1,000 gp worth of incense, herbs, and holy water.

Repair Device

Transmutation
Level: Sor/Wiz 3, Technology 3
Components: V, S
Casting Time: Standard action
Range: Touch
Target: One broken or disabled device
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

You automatically repair one broken device, restoring it to full working condition (assuming that at least 80 percent of the original device is still on hand). The device may still need fuel or ammunition. *Repair device* does not work on chaositech devices.

Sense Spell

Divination
Level: Clr 0, Sor/Wiz 0
Components: V, S
Casting Time: Standard action
Range: 10 feet
Area: Cone
Duration: Concentration
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

You specify a particular non-Instantaneous spell at the time of casting. The spell must be on your spell list, and you must be of a level high enough to cast it. If the specified spell is in effect within the area, you become aware of it. You gain no other information—you don't know the caster, caster level, remaining duration, or even the number of such spells in the area.

Creatures with spells such as *disguise self* cast upon them willingly gain a saving throw. Spells like *nondetection* or *misdirection* foil *sense spell* and thus cannot serve as the specified spell.

Shield of Light

Abjuration
Level: Clr 5, Light 4
Components: V, S, DF
Casting Time: Standard action
Range: Personal
Target: You
Duration: 1 round/level (D)
Saving Throw: No and yes
Spell Resistance: No and yes

You create a glowing shield of brilliant daylight that you wield as you would a normal heavy shield. The shield provides illumination in a thirty-foot radius. If the shield comes into an area of magical darkness, it temporarily negates the darkness, so that the otherwise prevailing light conditions exist in the overlapping areas of effect. Creatures that would be adversely affected by a *daylight* spell are likewise affected when within five feet of you and the *shield of light*. The shield offers a +2 armor bonus and a +1 enhancement bonus to Armor Class for every three caster levels (maximum +5 enhancement bonus, for a total Armor Class bonus of +7). Whether affected by *daylight* or not, all undead that attempt a melee attack against you must first make a Will saving throw or cower for the duration of the spell. Even undead that make a successful saving throw suffer a –4 circumstance penalty on attack rolls when attacking you in melee. Undead attacking at range need not make saving throws but do suffer the –4 penalty. This penalty is cumulative with any modifiers based on the *daylight* effect.

You cannot both have this spell active and use a normal shield.

Siphon

Transmutation [Chaotic]
Level: Clr 2, Sor/Wis 2
Components: V, S
Casting Time: Standard action
Range: Touch
Target: One chaos storage cube
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

You transfer raw chaos within a chaos storage cube into a chaositech device, refueling and restoring it. You safely touch both the cube and the device when you cast the spell. After the casting, the device is fully charged. The cube has a 10 percent chance of being empty, at which point it collapses into a corrosive puddle (like a pool of acid). The collapse of a cube creates a 25 percent chance of summoning a chaos beast to the spot of collapse. The beast is predisposed to be neither hostile nor friendly.

Sunfire Tomb

Transmutation [Good]
Level: Clr 9, Drd 9, Light 8
Components: V, S, DF
Casting Time: Standard action
Range: Medium (100 feet + 10 feet/level)
Target: One creature
Duration: Instantaneous
Saving Throw: Will negates
Spell Resistance: Yes

You transfer a target, body and soul, into the sun, where she remains (with all of her equipment), held entombed in stasis forever. For the subject, time ceases to flow and she grows no older. Her bodily functions virtually cease, and no force or effect can harm her. She is, however, painfully aware of the heat and light around her—those sensations are all she experiences while entombed in the sun. The subject remains there unless someone casts a *freedom* spell at the locale where *sunfire tomb* was originally cast, whereupon the subject reappears in that locale. Magical search by scrying, a *locate creature* spell, or similar divination does not reveal the fact that a creature is entombed, but *discern location* does. A *wish* or *miracle* spell does not free the recipient but does reveal where she is entombed. The *sunfire tomb* spell functions only if you know the target's name and some facts about her life.

This spell is often used against creatures such as dark elves, vampires, or other beings that hate the light of day, as a fitting punishment for their misdeeds.

Waves of Light

Evocation [Good]
Level: Clr 7, Light 6
Components: V, S, DF
Casting Time: Standard action
Range: Medium (100 feet + 10 feet/level)
Area: Burst centered on you
Duration: Instantaneous
Saving Throw: Reflex half and partial
Spell Resistance: Yes

Waves of holy energy emanate from you. The energy affects only creatures of evil alignment, inflicting 1d6 points of damage per two levels (maximum 10d6) and carries other effects based on their level or Hit Dice (see table, below).

Level/HD	Secondary Effect
3 or less	Knocks creatures unconscious for 1d6 minutes
4–8	Stuns creatures for 1d6+1 rounds
9–12	Stuns creatures for 1d4 rounds
13+	Stuns creatures for 1 round

A successful saving throw negates the secondary effects. However, those who succeed at their saving throw do suffer a –1 morale penalty on attack rolls, saving throws, and checks for 1 round per caster level.

Wellspring of Soul's Light

Conjuration (Summoning) [Good]
Level: Clr 9, Light 9
Components: V, S, DF
Casting Time: Standard action
Range: Medium (100 feet + 10 feet/level)
Area: 20-foot radius spread
Duration: Instantaneous and one hour/level
Saving Throw: Reflex half and none
Spell Resistance: No

You call upon the honored dead who have fallen in the service of good to come forth and aid the cause of good once again. This spell conjures an area of holy light that inflicts 10d6 points of damage on all evil creatures (or those particularly sensitive to light) within it. Further, in the middle of the area, one 10th-level paladin for every four caster levels appears to serve you, as long as you command them to commit only good acts. Each one has typical gear and a warhorse. These spiritual paladins have corporeal form. They can be dispelled or banished. Treat them as typical 10th-level paladins (with stats as described in the DMG), except that they are outsiders. When they are slain or the duration ends, their gear disappears with them.

Will of the Gods

Divination
Level: Clr 3 Future 3
Components: V, S, DF
Casting Time: One hour
Range: Personal
Target: You
Duration: Instantaneous

You ask one question regarding a choice or action that you or a specifically named other creature might take in the next week and learn whether your god would like to see it done. The answer is always yes or no (or no answer), so you must phrase your question appropriately. For example, you could ask, "Is it your will that I launch an attack on House Vladaam?" or, "Would it honor you if Warall the fighter broke the Tablets of Understanding?" or, "Shall I build your new temple on the east side of the Street of a Million Gods?" Vague questions such as "Should I try harder to find the lost scroll?" or "Do you like it when we occasionally spare your enemies?" receive no answer.

There is only a small chance that your god cares whether or not the action takes place. If the deity has no opinion, this spell offers no guidance. The percentage chance of gaining an answer is equal to the Hit Dice of the creature taking the potential action + one or more of these modifiers:

Modifier	The Action . . .
+5%	directly affects a cleric of the god of level 1–5
+10%	directly affects a cleric of the god of level 6–12
+15%	directly affects a cleric of the god of level 13+
+15%	significantly affects a temple of the god
+10%	significantly affects a temple of an enemy god
+10%	directly affects a cleric of an enemy god of level 10+
+10%	directly affects more than one hundred intelligent creatures important to the god
+10%	directly affects a magic item, artifact, or other object important to the god

DMs should recall that *will of the gods* differs from *commune* in that it asks questions of opinion, not of fact. A deity may not be all-knowing and may encourage an action that does not work out for the best. A deity might be biased and want to see an action undertaken that helps itself but not the mortal undertaking the action.

Chapter 36:

PRESTIGE CLASSES

Some of the organizations of Ptolus have prestige classes that quantify in game terms both their special abilities and their role within the group and the city at large.



FROM MY CAMPAIGN TO YOURS

Believe it or not, Ptolus was the genesis for the entire concept of prestige classes. Some of the organizations in the setting led me to want to come up with a way to differentiate them through game mechanics.

Keepers of the Veil, page 119

The Forsaken, page 112

"Each time I return from the realm of death, I bring a bit more of the dark gods with me back into this world."
—Shigmaa Urasta, Forsaken Leader

This chapter presents a few prestige classes unique to the Ptolus setting. Here you will find the Forsaken shigmaa, the Inverted Pyramid mages, the Knight of the Chord, and the Knight of the Pale prestige classes, as well as a brief discussion on using prestige classes from other sources.

FORSAKEN SHIGMAA

The Forsaken shigmaas, or just shigmaas, are some of the vilest characters in Ptolus. They serve as leaders and heroes among the Forsaken—that alone is enough to indicate the foulness of their being.

Shigmaas are typically hideous, as they must undergo a terrible scarification ritual to earn their rank. Further, to gain more power, a shigmaa must die over and over again. This process, which some call "walking the dead halls," involves the death of the shigmaa and the character's subsequent resurrection. This means a shigmaa cannot exist in isolation; the advancement process requires the support of a malevolent and despicable organization like the Forksaken.

Shigmaas, like the rest of the organization, prefer the company of the undead and dwell among carrion and corpses the way others live among friends and family. Typically, a shigmaa remains in hiding from the rest of the world, secreted away among ancient tombs and dark sepulchers along with vampires, ghouls, and other undead.

The word of a shigmaa is obeyed by all Forsaken and most undead. However, they number only a half dozen or more at any given time, due to the rigorous requirements of the class—and advancing in it. Shigmaas are truly dread masters to be feared. They are hated most of all by the Keepers of the Veil.

Note that some among the Forsaken who call themselves shigmaas are actually members of this class. The word in its common use simply indicates a leader on the path of death and darkness. However, "shigmaas" who are not members of this class often receive the title as an honorarium; they do not command the respect or fear due a true shigmaa.

Hit Die: d10

REQUIREMENTS

To qualify to become a Forsaken shigmaa, a character must fulfill all the following criteria.

Alignment: Any evil
Base Attack Bonus: +5
Knowledge (Religion): 8 ranks
Special: The character undergoes a hideous, blasphemous ritual involving extensive scarification. This ritual inflicts 10 points of permanent drain from the Forsaken shigmaa's hit point total.

This loss cannot be restored without destroying the scarification, thus voiding all the Forsaken shigmaa's class abilities.

Special: Advancement in this prestige class doesn't work exactly like advancement in other classes. To gain a Forsaken shigmaa level, the character must die and be raised from the dead, losing a level as per the standard rules for rising from the dead (thus, *true resurrection* cannot be used). If the character has earned enough experience to gain a new level, he gains the level of Forsaken shigmaa immediately upon being raised. Otherwise, the level of shigmaa gained must be the first level the character takes after being raised.

For example, say a 10th-level cleric dies during the course of the campaign but is raised from the dead. Instead of returning as a 9th-level cleric, he returns as a 9th-level cleric/1st-level Forsaken shigmaa. After further adventuring, he gains an experience level, becoming a 10th-level cleric/1st-level Forsaken shigmaa. Should he die again, he can return as a 9th-level cleric/2nd-level Forsaken shigmaa.

Most characters choose to advance normally in a primary class while advancing (through death and rising) in the Forsaken shigmaa class as well. When rising from the dead, a character always loses a level from his highest-level class. At all times, the character must meet the requirements of the class or he loses all benefits. Further, the level of Forsaken shigmaa cannot exceed more than half his total character level at any given time.

CLASS SKILLS

The Forsaken shigmaa's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Concentration (Con), Craft (any) (Int), Gather Information (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Ride (Dex), Sense Motive (Wis), Spellcraft (Int), and Use Magic Device (Cha). See the *Player's Handbook*, Chapter 4: Skills, for skill descriptions.

Skill Points at Each Level: 4 + Intelligence modifier.

CLASS FEATURES

All of the following are class features of the Forsaken shigmaa prestige class.

Weapon and Armor Proficiency: The Forsaken shigmaa is proficient with all simple and martial weapons, and all types of armor, and shields.

Spells (or Bonus Feat). When a Forsaken shigmaa gains a level, the character earns new spells per day as if he had also gained a level in the spellcasting class he belonged to before he added the prestige class. He does not, however, earn any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, and so on). This essentially means he adds the new Forsaken shigmaa level to the level of his previous spellcasting class, then determines the spells per day, spells known, and caster level accordingly. If a character had more than one spellcasting class before he became a Forsaken shigmaa, he must decide to which class he adds the level of Forsaken shigmaa.

Shigmaa characters in this book include the following NPCs:

Shigmaa Cynric Gallow, Urasta's lieutenant (page 246).

Shigmaa Irretharm, Herald of the Wintersouled; shigmaa in name only (page 270).

Shigmaa Surmoil Rallekred, liaison with the Fallen, (page 244).

Shigmaa Urasta, tiefling leader of the Forsaken (page 114).

Shigmaa Wuntad, seeks to unite all the Cults of Chaos for the Night of Dissolution (page 73).



Forsaken Shigmaa

Class Level	Base Attack Bonus	Fortitude Save	Reflex Save	Will Save	Special	Spells (or Bonus Feat)
1st	+1	+2	+2	+2	Second chance, call of death 1/day, necromantic lore, secrets of the dead	+1 level of existing class or bonus feat
2nd	+2	+3	+3	+3	Reap the living, love of the dead, secrets of the dead	+1 level of existing class or bonus feat
3rd	+3	+3	+3	+3	Death ward, call of death 2/day, paralyzing touch, secrets of the dead	+1 level of existing class or bonus feat
4th	+4	+4	+4	+4	Death attack, secrets of the dead	+1 level of existing class or bonus feat
5th	+5	+4	+4	+4	Energy drain, call of death 3/day, secrets of the dead	+1 level of existing class or bonus feat
6th	+6	+5	+5	+5	Death exchange, immunities of the grave, secrets of the dead	+1 level of existing class or bonus feat
7th	+7	+5	+5	+5	Call of death 4/day, leadership of the dead, secrets of the dead	+1 level of existing class or bonus feat
8th	+8	+6	+6	+6	Greater energy drain, secrets of the dead	+1 level of existing class or bonus feat
9th	+9	+6	+6	+6	Imbue with undeath, call of death 5/day, secrets of the dead	+1 level of existing class or bonus feat
10th	+10	+7	+7	+7	Mastery of death, secrets of the dead	+1 level of existing class or bonus feat

An Unusual Prestige Class

The Forsaken shigmaa is really like no other prestige class. For every level of shigmaa, a character must effectively lose a level.

To keep this from being a zero-sum, each level of the shigmaa provides many more benefits than a level of a regular class. In order to keep this balanced, we must figure a shigmaa's Challenge Rating differently, as described on page 649.

The Forsaken shigmaa prestige class is likely suitable only for NPCs and probably should be used sparingly; realistically, there just aren't that many people who'd be willing to die and come back from the dead in order to gain a level.



"The Wintersouled still sleep deep in their fortress, silent and unseen. Our victory is inevitable."
—The Book of Days Forsaken

The shigmaa are some of the most vile and feared people living in Ptolus today. Although most commoners don't know the word "shigmaa," those who do shudder every time they hear it. Of course, the Forsaken delight in that level of revulsion, which earns the shigmaa that much more power and respect from those who serve beneath them.

If the Forsaken shigmaa has no levels in a spellcasting class, he gains a bonus feat each level, chosen from the fighter's bonus feat list in the *Player's Handbook*.

Second Chance (Su): Considering all the negative energy coursing unnaturally through their bodies, it is nearly impossible for someone to know when Forsaken shigmaas are truly dead. A Forsaken shigmaa can use the negative energy within him to revive himself 1d4 rounds after being (technically) slain. At this point, the Forsaken shigmaa has 10 hit points, and a single energy drain attack that inflicts 1d4 negative levels on any living creature he touches. For each level he drains, the Forsaken shigmaa gains 10 hit points. A Forsaken shigmaa using this ability never truly died, even if he was affected by a death effect or reduced below –10 hit points: He was in a state of suspended animation. This is true even if the Forsaken shigmaa's head was severed or he suffered other massive bodily harm; such wounds repair themselves immediately when the character revives. Nothing short of disintegration can keep the Forsaken shigmaa from using his second chance ability—if he wishes to use it (many times, a Forsaken shigmaa wants to die, so he can gain a new level). This ability can be used only once per Forsaken shigmaa class level gained, ever.

Call of Death (Su): The Forsaken shigmaa can summon 2 HD worth of incorporeal undead plus 1 HD per class level. Thus, a 1st-level Forsaken shigmaa can summon a 3 HD shadow. A 5th-level Forsaken shigmaa can summon a 7 HD spectre. An 8th-level Forsaken shigmaa can summon a 3 HD shadow and a 5 HD wraith. Use standard statistics for these summoned undead, except that each has a +4 turn resistance bonus (stacks with any turn resistance bonus they may already have). The undead obey all the Forsaken shigmaa's commands and remain for 10 rounds. They have no effect on the number of undead the shigmaa can command using other spells or special abilities. A Forsaken shigmaa can use this ability once each day, increasing to twice per day at 3rd level, with an additional time per day at every second level beyond that.

Necromantic Lore (Su): All Forsaken shigmaas cast necromancy spells as if they were two levels higher than normal.

Secrets of the Dead (Su): Each time a Forsaken shigmaa returns to life, he comes bearing some memories of his time in the realm of the dead. He may make a special "secrets of the dead" check with a bonus equal to his total character level + Intelligence modifier to see whether he knows some relevant information about local notable people, legendary items, or noteworthy places. (A shigmaa with 5 ranks or more in Knowledge [history] gains a +2 bonus on this check.)

A successful secrets of the dead check does not reveal the powers of a magic item but may give a hint as to its general function. A shigmaa may not take 10 or take 20 on this check; this sort of knowledge is essentially random. The DM can determine the Difficulty Class of the check by referring to the table below.

DC	Type of Knowledge
10	Common, known by most people.
20	Uncommon but available, known by only a few people.
25	Obscure information, known by few, hard to come by.
30	Extremely obscure, known by very few (who may even have forgotten it), possibly known only by those who don't understand the significance of the knowledge.

Reap the Living (Su): The Forsaken shigmaa's melee attacks (nonspell) always inflict an additional +1d6 points of damage upon living foes due to the negative energy within him.

Love of the Dead (Su): No undead with fewer Hit Dice than the 2nd-level Forsaken shigmaa will attack the character for any reason. The shigmaa gains a +4 bonus to all Diplomacy checks made against intelligent undead, and if he has the ability to command or rebuke undead, he does so as if two levels higher than normal.

Death Ward (Su): The 3rd-level and higher Forsaken shigmaa is immune to all death effects and energy drains—if he wishes to be. He can forego this ability should he desire to.

Paralyzing Touch (Su): With a touch attack, the 3rd-level Forsaken shigmaa can use the negative energy within him to paralyze a foe. The touch enervates a victim's mind and body, rendering her helpless and unable to act for 1d6 rounds plus 1 round per class level of the Forsaken shigmaa. To avoid it, the victim must make a Fortitude save (DC 10 + shigmaa's class level + shigmaa's Intelligence modifier). The Forsaken shigmaa can use this ability once per day per class level.

Death Attack (Su): If a 4th-level or higher Forsaken shigmaa studies his victim for 3 rounds and then attacks with a melee weapon that successfully deals damage, the attack has the additional effect of killing the target. While studying the victim, the Forsaken shigmaa can undertake other actions so long as his attention stays focused on the target and the target does not detect him or recognize him as an enemy. If the victim of a death attack fails a Fortitude save (DC 10 + shigmaa's class level + shigmaa's Intelligence modifier) against the kill effect, she dies. If the victim's saving throw succeeds, the attack remains just a normal attack.

Once the Forsaken shigmaa has completed the 3 rounds of study, he must make the death attack within the next 3 rounds. If he attempts a death attack and fails (the victim makes her save) or if he does not launch the attack within 3 rounds of completing the study, he must complete 3 new rounds of study before he can attempt another death attack. A Forsaken shigmaa's death attack need not accompany a sneak attack (like an assassin's death attack must), but any creature not subject to sneak attacks is likewise immune to the shigmaa's death attack.

Energy Drain (Su): With a touch attack, the 5th-level and higher Forsaken shigmaa can use the negative energy within him to bestow one negative level upon a foe. When he does so, the Forsaken shigmaa gains 10 temporary hit points. To rid herself of the negative level after twenty-four hours, the victim must make a Fortitude save (DC 10 + shigmaa's class level + shigmaa's Intelligence modifier). The Forsaken shigmaa can use this ability once per day per class level.

Death Exchange (Su): At 6th level and higher, each time the shigmaa dies and returns, he can exchange skill ranks and feats for other skill ranks and feats. The character is still bound by the rules of class skills, feat prerequisites, and so on, but basically the shigmaa can "rebuild" his skills and feats each time he comes back from death. Spellcasting shigmaa who do not prepare spells (like sorcerers) can choose different spells to have on their spells known list. This includes the death that preceded 6th level.

Immunities of the Grave (Su): At 6th level and higher, the Forsaken shigmaa is immune to disease, poison, and stunning attacks.

Leadership of the Dead (Su): Beginning with 7th level, all undead with fewer Hit Dice than the Forsaken shigmaa see him as their leader and obey his commands to the best of their ability. This is as though the shigmaa had the command undead ability of an evil cleric and always succeeded at his roll. It requires no action on the shigmaa's part. If two shigmaas use this ability to command the same undead creature, the undead attempts to obey both. In the event of a conflict, it obeys the higher-level shigmaa; if both are the same level, an opposed Charisma check determines who commands the undead.

Greater Energy Drain (Su): With a touch attack, the 8th-level and higher Forsaken shigmaa can use the negative energy within him to bestow two negative levels upon a foe. When he does so, the Forsaken shigmaa gains 20 temporary hit points. To rid himself of the negative levels after twenty-four hours, the victim must make a Fortitude save (DC 10 + shigmaa's class level + shigmaa's Intelligence modifier). The Forsaken shigmaa can use this ability once per day per class level.



Imbue With Undeath (Su): Starting at 9th level, the Forsaken shigmaa gains one of his most feared powers. With a touch, he can infuse any corpse with negative energy, causing that corpse to rise as a vampire. This is a free-willed vampire, but it immediately comes under the effects of the "death debt" with the Forsaken shigmaa—it cannot attack the character that granted it unlife for at least twenty-four hours. The shigmaa can use this ability once per day, but most are loathe to use it too often, since they do not directly control the risen vampire, and it could later challenge them.

Mastery of Death (Su): It is widely believed that no one has ever attained the highest level of shigmaa. Those who do are so familiar with death that, if slain, they can bring themselves back to life 1d4 hours later, as if *raise dead* had been cast. Further, while dead, a character with the mastery of death ability can spend the time observing the world of the living, watching and listening to anything going on while he is dead, as if using *clairaudience* and *clairvoyance*.

Note: When determining Challenge Rating, multiply an NPC's number of Forsaken shigmaa class levels by 1.5 (round down) and add it to the number of his class levels in other classes. For example, a 10th-level sorcerer/6th-level Forsaken shigmaa has a CR of 19 (10 + [6×1.5]). A 6th-level fighter/5th-level shigmaa has a CR of 13 (6 + [5 × 1.5])

The Book of Days Forsaken

"Life, by its very definition, is finite and short. Death is eternal. Infinite."

The book, bound is what appears to be human flesh and decorated with actual bones and teeth, is handwritten. Not quite a journal, it is an attempt by the authors to chronicle the events of the hideous group that calls itself the Forsaken. It appears to have been written by Shigmaa Urasta.

The book explains that leaders of the Forsaken are called "shigmaa," which means "to shepherd toward death" in an ancient, long-forgotten tongue. The shigmaa are living people who have touched death and returned to speak of it. Their bodies course with negative energy to the point where they are practically undead, even while still alive. Each time they died, their power grows stronger.

The death exchange ability allows Forsaken shigmaa to use death as a tool. They can shape their own abilities and powers as needed using that tool. A shigmaa sorcerer could be a fire-spewing evocation-based mage, die, then come back with all sorts of necessary divinatory abilities, if he so chose.

PRESTIGE CLASSES FROM THE CORE RULES

Prestige classes in Ptolus are not limited to those in this chapter. Here are ideas from the Core Rules, with suggestions for incorporating them into the Ptolus Campaign. Most of the prestige classes found in Chapter 6: Characters of the DMG are appropriate to Ptolus. For example:

Arcane Archer: *Common among the Shoal elves, many members of this class could be associated with the Order of the Bow (page 209).*

Arcane Trickster: *Uncommon arcane tricksters exist in Ptolus only in small numbers.*

Archmage: *Although rare, a few archmages likely dwell in the city, probably among the mages of the Inverted Pyramid.*

Assassin: *Most, if not all, of the Vai are assassins. It's likely that both major criminal groups in the city have assassins on hand as well.*

Blackguard: *Common among the cthorn (see page 495), blackguards probably appear among the dark elves or the Forsaken (page 112) as well.*

Dragon Disciple: *Although very rare, it would not be surprising to find a dragon disciple or two involved with House Dallimothan (page 89).*

Duelist: *Duelists in Ptolus are not at all uncommon; one can find them among both the aristocracy and the criminal elements.*

(cont'd on the next page)

Inverted Pyramid, page 115

INVERTED PYRAMID INITIATE

The initiate is a new member of the Inverted Pyramid, a semi-secret "guild" of arcanists. Only those of proven power and skill, sponsored by another member, are invited to join the group. For more information about joining the Inverted Pyramid, see Chapter 6: Organizations.

Inverted Pyramid initiates are always wizards or sorcerers. While technically a bard, an assassin, or perhaps another spellcasting class could qualify, none ever has joined. Many Inverted Pyramid initiates also have levels in other prestige classes, such as loremaster, mystic theurge, archmage, or even arcane trickster, arcane archer, or eldritch knight.

Hit Die: d4

REQUIREMENTS

To qualify to become an Inverted Pyramid initiate, a character must fulfill all the following criteria.

Knowledge (Arcana): 11 ranks

Spellcraft: 11 ranks

Feats: Spell Focus

Special: Must be able to cast 4th-level arcane spells. Must be invited into the organization by an existing member willing to act as a sponsor.

CLASS SKILLS

The Inverted Pyramid initiate's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (any) (Int), Decipher Script (Int), Knowledge (any) (Int), Search (Int), Spellcraft (Int), and Use Magic Device (Cha). See the *Player's Handbook*, Chapter 4: Skills, for skill descriptions.

Skill Points at Each Level: 4 + Intelligence modifier.

CLASS FEATURES

All of the following are class features of an Inverted Pyramid initiate.



Weapon and Armor Proficiency. Inverted Pyramid initiates gain no proficiency with weapons or armor, or with shields.

Spell Affinity (Su): An Inverted Pyramid initiate can choose one spell on his spell list to prepare (if he prepares spells) and cast as if it were one level lower than normal; for this spell he uses a slot one level lower than is standard. For example, if a character chooses *displacement*, he can cast *displacement* as if it were one of his 2nd-level spells, rather than 3rd level. The parameters of the spell do not change, and the saving throw derives from

INVERTED PYRAMID PRESTIGE CLASSES

Like many of the offerings in this chapter, the Inverted Pyramid organizational classes work a bit differently than standard prestige classes. There are three different classes available, each with only one level. The classes—initiate, adept, and master—show a progression of power, but the lower-ranking classes are not prerequisites for the higher ones. You do not need to take a level in Inverted Pyramid initiate in order to take the level in Inverted Pyramid adept, for example. However, a character can replace one of the lower-ranking class levels with a higher one. For example, once a character with a level in Inverted Pyramid initiate meets the qualifications for Inverted Pyramid adept, he can get rid of all benefits he received from being an initiate and replace them with the benefits of being an adept: Basically, being an adept grants you everything that you gained from being an initiate, and a bit more. Eventually, that same character can replace his adept level with a master level, if he wishes. These are not level gains, but level exchanges. Note, however, that a character need not make the exchanges if he does not want to. One can have a level in two or even all three Inverted Pyramid classes at once, if desired.

the new level. Once the initiate chooses the spell for which he has an affinity, he cannot change it.

INVERTED PYRAMID ADEPT

The adept is a more experienced member of the Inverted Pyramid than the initiate (above). Inverted Pyramid adepts are always wizards or sorcerers—often with other prestige classes—as described for the initiate.

Hit Die: d4

REQUIREMENTS

To qualify to become an Inverted Pyramid adept, a character must fulfill all the following criteria.

Knowledge (Arcana): 13 ranks

Spellcraft: 13 ranks

Feats: Spell Focus

Special: Must be able to cast 5th-level arcane spells. Must have been a member of the Inverted Pyramid for at least two years.

CLASS SKILLS

The Inverted Pyramid adept's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (any) (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (any) (Int), Search (Int), Spellcraft (Int), and Use Magic Device (Cha). See the *Player's Handbook*, Chapter 4: Skills, for skill descriptions.

Skill Points at Each Level: 4 + Intelligence modifier.

CLASS FEATURES

All of the following are class features of an Inverted Pyramid adept.

Weapon and Armor Proficiency. Inverted Pyramid adepts gain no proficiency with weapons or armor, or with shields.

Spell Affinity (Su): An Inverted Pyramid adept can choose one spell on his spell list to prepare (if he prepares spells) and cast as if it were one level lower than normal; for this spell he uses a slot one level lower than is standard. For example, if a character chooses *displacement*, he can cast *displacement* as if it were one of his 2nd-level spells, rather than 3rd level. The parameters of the spell do not change, and the saving throw derives from the new level. Once the character chooses the spell for which he has an affinity—whether as an adept or using this ability as an initiate—he can no longer change it.

Spell Weaving (Su): The Inverted Pyramid adept can use three spell slots of a given level to prepare (if he prepares spells) and cast a spell of one level higher. For example, the adept could use three 1st-level spell slots to cast a 2nd-level spell. Likewise, he can use a single spell slot to gain two spells of one level lower. Thus, he could exchange a 3rd-level spell for two 2nd-level spells. The adept still uses his slots normally, so if he prepares spells (like a wizard), he must decide to use spell weaving while preparing his spells.

INVERTED PYRAMID MASTER

The master is a more experienced member of the Inverted Pyramid than the initiate and the adept (above). Inverted Pyramid masters are always wizards or sorcerers—often with other prestige classes—as described for the initiate.

Hit Die: d4

REQUIREMENTS

To qualify to become an Inverted Pyramid master, a character must fulfill all the following criteria.

Knowledge (Arcana): 20 ranks

Spellcraft: 20 ranks

Feats: Spell Focus

Special: Must be able to cast 8th-level arcane spells. Must have been a member of the Inverted Pyramid for at least five years.

CLASS SKILLS

The Inverted Pyramid master's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (any) (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (any) (Int), Search (Int), Sense Motive (Wis), Spellcraft (Int), and Use Magic Device (Cha). See the *Player's Handbook*, Chapter 4: Skills, for skill descriptions.

Skill Points at Each Level: 4 + Intelligence modifier

CLASS FEATURES

All of the following are class features of an Inverted Pyramid master.

PRESTIGE CLASSES FROM THE CORE RULES

(cont'd from the previous page)

Dwarven Defender: *The Stone-lost dwarves of Kaled Del (page 448) have dwarven defenders protecting their fortress and the bridges of the Eternity Cave (page 448).*

Eldritch Knight: *Ptolus' most infamous eldritch knights are the Urthon Aedar, although the class is also found elsewhere.*

Hierophant: *Now there are no hierophants in Ptolus, but there could be.*

Loremaster: *Loremasters are one of the more common prestige classes in Ptolus. They are members of the Inverted Pyramid or lone individuals living in Vock Row (page 333) in Oldtown.*

Mystic Theurge: *Somewhat rare, the mystic theurge class appeals to those following in the footsteps of the Wizard-Priests of Ni-Gorth (page 80). Others might dwell among the Malkuth.*

Shadow Dancer: House Sadar has a number of shadow dancer agents.

Remember, characters can exchange a lower-ranking Inverted Pyramid prestige class for a higher-ranking one for which they qualify.

Inverted Pyramid Prestige Classes

	Class Level	Base Attack Bonus	Fortitude Save	Reflex Save	Will Save	Special	Spells
Initiate	1	+0	+0	+0	+2	Spell affinity	+1 level of existing class
Adept	1	+0	+0	+0	+2	Spell affinity, spell weaving	+1 level of existing class
Master	1	+0	+0	+0	+2	Spell affinity, spell weaving, spell emphasis	+1 level of existing class

Knights of the Chord, page 123

Fleeing the Empire's growing distaste for arcane magic (due to the influence of the Church of Lothian), the Inverted Pyramid relocated to far-flung Ptolus in 554 IA.

The symbol of the Inverted Pyramid hearkens back to ancient lore, in which the pyramid symbolized the power of many being focused into one—like the power of a kingdom focusing on the king. Inverting the pyramid shows that the power of magic starts with the individual.



Jode, Guardian of Song, page 69

Knights of the Chord are not numerous. However, they are important in the Ptolus Campaign. They demonstrate that a bard can be more than just a minstrel singing songs in a tavern. They also show that knightly orders can be more than simply groups of fighters or paladins and can have their own unique focus.

Weapon and Armor Proficiency. Inverted Pyramid masters gain no proficiency with weapons or armor, or with shields.

Spell Affinity (Su): An Inverted Pyramid master can choose one spell on his spell list to prepare (if he prepares spells) and cast as if it were one level lower than normal; for this spell he uses a slot one level lower than is standard. For example, if a character chooses *displacement*, he can cast *displacement* as if it were one of his 2nd-level spells, rather than 3rd level. The parameters of the spell do not change, and the saving throw derives from the new level. Once the character chooses the spell for which he has an affinity—whether as a master or using this ability as an adept or initiate—he cannot change it.

Spell Weaving (Su): The Inverted Pyramid master can use three spell slots to prepare (if he prepares spells) and cast a spell of one level higher. For example, the master could use three 1st-level spell slots to cast a 2nd-level spell. Likewise, he can use a single spell slot to gain two spell slots of one level lower. Thus, he could exchange a 3rd-level spell for two 2nd-level spells. The master still uses his slots normally, so if he prepares spells (like a wizard), he must decide to use spell weaving while preparing his spells.

Spell Emphasis (Su): The Inverted Pyramid master can use two spell slots of a given level to give additional power to a single spell. For example, a master could use two 3rd-level slots to cast a *fireball* spell. The affected spell is cast as if the master were one level higher than normal, and the saving throw DC (if any) gains a +2 bonus. The bonus caster level can even break the parameters of the spell—for example, the aforementioned *fireball*, which normally has a maximum damage of 10d6, would inflict 11d6 points of damage.

Further, if the master's character level is 20th or higher, he can use three spell slots of a given level instead (if desired). The spell affected is cast as if two levels higher than normal, and the save DC gains a +3 bonus.

KNIGHT OF THE CHORD

The sound and the fury, the music of battle, and the songs of war—these elements make up the life of a Knight of the Chord. The **Knights of the Chord** are a group that uses the magic of music to aid their fighting skills. It is a loosely organized order of knighthood, as each member remains a free spirit and highly individualistic.

The order's code is simple: Defend the downtrodden, and preserve freedom above all else. The knights sing and focus on music, but they are not performers. They do not sing to entertain, but to call upon music's hidden power. Nevertheless, their practiced voices make them more than a match for any professional minstrel, and fortunate is anyone blessed to hear a knight's daily song-meditations.

Normally, Knights of the Chord are bards or at least have some bard levels. Multiclass fighter/bards are common among the order's ranks. Knights of the Chord travel alone or in small groups, only occasionally returning to one of the order's strongholds—called Jodan Templehalls, as each is dedicated to **Jode, the Guardian of Song**. As they rarely recognize local authorities, magistrates and law enforcers do not exactly welcome their presence. However, the common folk look upon them as champions and defenders.

Hit Die: d8

REQUIREMENTS

To qualify to become a Knight of the Chord, a character must fulfill all the following criteria.

Alignment: Any chaotic

Knowledge (Arcana): 3 ranks

Perform: 9 ranks

Feats: Toughness, Weapon Focus (any)

Special: Must be able to cast the spell *sculpt sound*.

Special: Must be invited into the order by an existing knight.

Knight of the Chord

Class Level	Base Attack Bonus	Fortitude Save	Reflex Save	Will Save	Special	Spells
1	+1	+2	+0	+0	Armor song (medium)	—
2	+2	+3	+0	+0	Imbue vibration	+1 level of existing class
3	+3	+3	+1	+1	Battle dance	—
4	+4	+4	+1	+1	Imbue vibration	+1 level of existing class
5	+5	+4	+1	+1	Armor song (heavy)	—
6	+6	+5	+2	+2	Imbue vibration	+1 level of existing class
7	+7	+5	+2	+2	Singblade	—
8	+8	+6	+2	+2	Imbue vibration	+1 level of existing class
9	+9	+6	+3	+3	Sonic protection	—
10	+10	+7	+3	+3	Song of smiting	+1 level of existing class



CLASS SKILLS

The Knight of the Chord's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Concentration (Con), Craft (any) (Int), Diplomacy (Cha), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Perform (any) (Cha), Ride (Dex), Sense Motive (Wis), Speak Language (none), Spellcraft (Int), and Use Magic Device (Cha). See the *Player's Handbook*, Chapter 4: Skills, for skill descriptions.

Skill Points at Each Level: 4 + Intelligence modifier.

Note: If you are using the *Complete Book of Eldritch Might* bard class, use the version of this prestige class that appears in that book.

CLASS FEATURES

All of the following are class features of a Knight of the Chord.

Weapon and Armor Proficiency. Knights of the Chord are proficient with all simple and martial weapons, with all types of armor, and with shields.

Armor Song (Su): At 1st level, a Knight of the Chord can cast bard spells with no chance of spell failure while wearing medium armor. Otherwise, she suffers arcane spell failure as normal. At 5th level, she can cast bard spells with no chance of spell failure while wearing heavy armor.

Spells: When a Knight of the Chord gains her second level, and on alternating levels after that, the character gains new spells per day as if she had also gained a level in her previous spellcasting class. She does not, however, earn any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, and so on). This essentially means she adds the new Knight of the Chord level to the level of her previous spellcasting class, then determines the spells per day, spells known, and caster level accordingly. If a character had more than one spellcasting class before she became a Knight of the Chord, she must decide to which class she adds the level of Knight of the Chord.

Imbue Vibration (Su): At 2nd level, a Knight of the Chord can sing a special daylong song, placing its magical vibrations within a melee weapon. Henceforth, when the knight (and only the knight) uses the weapon, it displays the quality chosen at the time she sang the song. She can add new qualities to the same weapon (or a different weapon) at 4th, 6th, and 8th level. Once imbued, they cannot be changed, although they can be dispelled. If dispelled, the same quality can be imbued in the weapon again, using another daylong song. Qualities should come from the following list (those available to the knight depend on her level and Charisma; she may not choose an ability more than once):

Class Lvl. + Cha Mod.	Ability
2	The weapon provides a +1 luck bonus on attack rolls involved in disarm and sunder attempts.
3–4	The weapon can be used to blindfight, as if its wielder had the feat.
5–6	When the wielder fights defensively or uses total defense, the weapon provides an additional +2 luck bonus to Armor Class.
7	The weapon can be used to make multiple attacks of opportunity as if the wielder had Combat Reflexes.
8	The weapon can be used with Weapon Finesse, even if normally it could not.
9	When the weapon is used in the off hand, the penalty for doing so falls by 2 (so, a penalty of –4 becomes –2 with this ability).
10	Foes struck by the weapon must make a Fortitude saving throw or find themselves dazed for 1 round (usable once per day per class level).
11	The weapon strikes incorporeal creatures all the time (instead of just 50 percent of the time).
12	The weapon provides a +1 luck bonus on damage.

Battle Dance (Su): Starting at 3rd level, a Knight of the Chord can take a free additional move action during a round. Thus, in a given round, a Knight of the Chord can do the following:

PRESTIGE CLASSES FROM THE BOOKS OF ELDRITCH MIGHT

Some of the prestige classes from The Complete Book of Eldritch Might *and the* Books of Hallowed Might *from Malhavoc Press are appropriate to Ptolus:*

Blessed Prelate: *One might imagine that in the church of Gaen or Lothian one could find a blessed prelate or two.*

Diplomancers: *Diplomancers are rare but do figure among the city's nobles and government officials.*

Eldritch Warrior: *A few members of the Order of Iron Might (page 130) supplement their skills with magic as eldritch warriors.*

Embermage: *Embermages, extremely rare in Ptolus, are considered dangerous to be around. The Inverted Pyramid forbids them membership.*

Graven One: *Very unusual in Ptolus, graven one mages are found only among Grailwarden dwarves, and seldom at that.*

Hallowed Mage: *This class is not at all uncommon among those who work in the Temple District.*

Mirror Master: *Although rare in Ptolus, a few mirror masters number among the Malkuth.*

Song Mage: *The handful of song mages in Ptolus have a secret headquarters beneath Oldtown called the Hall of Harmony. They work in conjunction with the Knights of the Chord (page 123).*

Plus, the shadowsworn and gutter mage, core classes from The Book of Roguish Luck, *would work well in Ptolus, particularly among the criminal element. House Sadar would have shadowsworn within its ranks.*

Currently, Navanna Vladaam masquerades as a Knight of the Chord named Nicalon Regelis to better spy on the order's members.

Devout Faith, page 655



Knights of the Chord symbol

Most Knights of the Pale will pick a suite, usually the highest-level one they can access, and stick with it. However, the ability to customize a character on a daily basis, focusing on whether to excel against undead or demons or evil spellcasters, is a valuable one that should not be overlooked.

Knights of the Pale, page 125

Key members of the Knights of the Pale in Ptolus include the Runewarden Zophas Adhar and "Prince" Ironheart.

- Move up to her speed and then make a full attack or cast a full-round spell)
- Move double her speed and make a single attack (or cast a standard action spell)
- Move her speed, make a single attack or cast a standard action spell, and then take a move action

This ability can be used once per day per class level. It does not stack with the *haste* spell.

Singblade (Sp): A 7th-level and higher Knight of the Chord can use a standard action once per day to sing a special song that lasts for 1 round per class level. During this time, the knight gains a luck bonus to attack rolls and Armor Class equal to her Charisma modifier.

Sonic Protection (Su): A 9th-level and higher Knight of the Chord grows resistant to the rigors of harsh sounds. She gains a damage reduction of 10 + Charisma modifier against sonic attacks.

Song of Smiting (Sp): A 10th-level and higher Knight of the Chord can unleash a powerful song that affects all within fifty feet. Those in the area must make Fortitude saving throws (DC 20 + the knight's Charisma modifier) or they become stunned for 1d4 rounds. Whether or not the save succeeds, all in the area suffer 3d6 points of sonic damage. The Knight of the Chord can use this ability once per day.

KNIGHT OF THE PALE

While there are many great heroes of good in the world today, many lived in earlier times as well. Some people called these holy champions saints. Many characters alive today draw upon the goodness and purity of these historical figures to fight the forces of evil. The Knight of the Pale specialize in revering and honoring the saints of the past.

The Knights of the Pale are an order dedicated to ridding the world of evil magic as well as the creatures created or summoned by that magic. In particular, they despise demons. Because they also prove fairly adept at fighting undead, they frequently ally with lawful good churches, although they are not a part of any formal church hierarchy.



Most Knights of the Pale are fighters, paladins, rangers, or clerics, although barbarians, druids, and even rogues occasionally join their ranks. Sorcerer, wizard, and monk knights are rare. NPC Knights of the Pale work in groups, fighting alongside their brethren or like-minded individuals.

Hit Die: d10

REQUIREMENTS

To qualify to become a Knight of the Pale, a character must fulfill all the following criteria.

Alignment: Any nonchaotic, nonevil
Base Attack Bonus: +7
Knowledge (Religion): 4 ranks
Feats: Devout Faith

CLASS SKILLS

The knight's class skills (and the key ability for each skill) are Craft (any) (Int), Knowledge (arcana) (Int), Knowledge (religion) (Int), Listen (Wis), Profession (any) (Int), Sense Motive (Wis), and Spot (Wis). See Chapter 4: Skills in the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Intelligence modifier.

CLASS FEATURES

All of the following are class features of the Knight of the Pale prestige class.

Weapon and Armor Proficiency: The Knight of the Pale is proficient with all simple and martial weapons, and all types of armor, and shields.

Ability Suites (Su): A Knight of the Pale gains a group of special abilities called a suite; specifically, at 1st level, she gains the first suite.

Higher-level knights gain multiple suites. Each day at sunrise, a Knight of the Pale with more than one suite chooses which group of powers to activate for that day. Each suite is named for a renowned and heroic saint appropriate to the Ptolus Campaign.

Suite of St. Chausle (Guardian of the Temple)

- *Bless weapon* (as spell, cast at knight's class level) once per day
- +2 enhancement bonus to Strength.
- +2 enhancement bonus to Constitution.
- +1 bonus on attack and damage rolls against all outsiders.

Knight of the Pale

Class Level	Base Attack Bonus	Fortitude Save	Reflex Save	Will Save	Special
1st	+1	+2	+0	+2	Suite of St. Chausle
2nd	+2	+3	+0	+3	—
3rd	+3	+3	+1	+3	Suite of St. Gustav
4th	+4	+4	+1	+4	—
5th	+5	+4	+1	+4	Suite of St. Yessid
6th	+6	+5	+2	+5	—
7th	+7	+5	+2	+5	Suite of St. Daris
8th	+8	+6	+2	+6	Holy Avenger
9th	+9	+6	+3	+6	Suite of St. Feldin
10th	+10	+7	+3	+7	Suite of Lothian

Suite of St. Gustav (Protector of the Just)
- *Cure moderate wounds* (as spell, cast at knight's class level) once per day.
- +2 enhancement bonus to Dexterity.
- +2 dodge bonus to Armor Class.
- +2 resistance bonus on all saves.
- +1 bonus on attack and damage rolls against all undead.

Suite of St. Yessid (Judgment from Above)
- *Fly* (as spell, cast at knight's class level) once per day.
- *Dismissal* (as spell, cast at knight's class level) once a day.
- +2 bonus to attack and damage rolls against all outsiders.
- Resistance 20 against fire, cold, acid, sonic, or electricity (must choose at beginning of day).
- +2 resistance bonus on all saves.

Suite of St. Daris (Swift Avenger)
- *Haste* (as spell, cast at knight's class level) once per day.
- +1 bonus on attack and damage rolls against all undead.
- +1 bonus on attack and damage rolls against all evil-aligned spellcasters or evil-aligned creatures with spell-like abilities (stacks with bonus against undead).
- +2 enhancement bonus to Dexterity.
- +2 resistance bonus on all saves.
- Spell resistance against all evil spells, equal to 11 + knight's class level.

Suite of St. Feldin (Faultless Rock of Faith)
- *True strike* (as spell, cast at knight's class level) once per day per class level of knight.
- *Stoneskin* (as spell, cast at knight's class level) once per day.
- *Dispel evil* (as spell, cast at knight's class level) once per day.
- +4 enhancement bonus to Strength.
- +4 enhancement bonus to Constitution.
- +2 bonus on attack and damage rolls against all outsiders.
- +2 bonus on attack and damage rolls against all evil-aligned spellcasters or evil-aligned creatures with spell-like abilities (stacks with bonus against outsiders).

Suite of Lothian (Provider of Truth)
- *Heal* (as spell, cast at knight's class level) once per day.
- *Holy word* (as spell, cast at knight's class level) once a day.
- *See invisible* (as spell, cast at knight's class level) continuously.
- Spell resistance equal to 11 + knight's class level.
- +4 enhancement bonus to Strength.
- +4 enhancement bonus to Constitution.
- +2 bonus on attack and damage rolls against all outsiders.
- +2 bonus on attack and damage rolls against all evil-aligned spellcasters or evil-aligned creatures with spell-like abilities (stacks with bonus against outsiders).

Holy Avenger (Su): A Knight of the Pale can forge a personal *holy avenger* sword that functions in her hands (and only in her hands) as if she were a paladin. Use the character's Knight of the Pale class levels (stacking with any paladin levels she possesses) to determine "paladin levels" for figuring the power of the sword. This ability effectively eliminates the need for the Craft Magic Arms and Armor feat and all other prerequisites and allows the knight to make whatever sort of sword she wishes (long, short, great, bastard, etc.). Cost to create, in gold and experience, is normal. Once it's created, if the knight is separated from this weapon by more than twenty-five feet, she suffers the effects of a negative level until she touches the blade again. If the sword is destroyed, the negative level equates to true level loss (no save).



Devout Faith Feat [Special]

You take your religious beliefs very seriously—and gain blessings for your devotion.

Prerequisite: *DM approval*

Benefit: *No more than once per day, for up to 10 rounds, you gain the effects of a* bless *spell (+1 bonus on attacks and saving throws against fear)— but only when your deity or his servants choose to bestow the blessing on you. Thus, activating this feat requires no action on your part, but you cannot know when and if the feat comes into play (the DM decides). The will of gods is difficult to fathom, and should never be questioned, at least by the faithful. This effect is a supernatural ability.*

Special: *You can gain this feat only if the DM decides that your character truly obeys the teachings and tenets of his faith, and if his patron deity or deities approve of his actions. If this changes at any time, you lose the benefits of this feat and any classes for which it is a prerequisite.*



APPENDIX

Even though you've nearly reached the end of this book, there's still plenty more of *Ptolus* to discover! Starting on page 658 you'll find the Glossary, featuring page numbers and short descriptions of important locales and NPCs (alphabetized by first name). Organizations, rules, and other topics, are covered in the General Index starting on page 666. Note that entries featured in one of the glossaries are not repeated in the index.



The envelope attached to the back cover of this book contains DM and player aids to enhance your Ptolus Campaign, as well as supplemental material that we just couldn't manage to squeeze into the book itself. This section gives you a rundown of all the components found in this envelope.

This appendix also includes glossaries of important locales and NPCs, as well as a general index.

USING THE POSTER MAP

The poster map of the city included with this book is meant for DMs and players alike to reference. It shouldn't contain any information that needs to be kept from the players, so putting it out on the game table most sessions or even hanging it on your wall would be appropriate. The back side of the poster shows the interiors of the Spire fortresses Goth Gulgamel and Jabel Shammar. You're not likely to need this information until the end of the campaign, by which time you'll hardly need the map of the city at all (and while the PCs are in either fortress, you certainly won't need it). In any case, the Spire maps are for the DM only.

USING THE HANDOUTS

You also will find many handouts in the envelope. They are as follows:

World Map and Eastern Palastan Map: Use these as references for the rest of the world outside of Ptolus.

Player's City Map: Give this to the players. If you want more copies, you can print them from the CD-Rom and give each player his or her own copy.

Delver's Square: The characters likely will frequent this area, so use this sheet as a visual aid and reference.

Rosegate House: If the PCs ever get a nice house in the Nobles' Quarter, either on their own or granted to them for a service, use Rosegate House and give them this handout (and reference the special information in Chapter 12: Nobles' Quarter yourself).

"Dungeon" Map: A handy, albeit somewhat abstract view of the regions below the city.

Calendar: Use this to keep track of time in the campaign. If you would like, you can print out multiple copies from the CD-Rom and give each player his or her own copy to mark off days, circle important dates, and so on.

Character Sheet: Feel free to make copies of this handout and the blank "Notes" sheet for each player, or print out copies of them from the CD-Rom.

Clip-On Screen Reference Sheet: Clip some or all the portions of this sheet onto your DM's screen to help you remember the basics of Ptolus individuals, groups, and so forth.

Ptolus at a Glance: A handy reference sheet for DMs and players that covers basic information about the city.

Events in the City: This reference suggests events, both general and specific, that can happen during the campaign to affect the city.

Filling Campaign Needs: Refer to these two sheets when the PCs have a specific need (Where can one buy a masterwork weapon? Where can one get a bath after a sewer mission?), or allow players of Ptolus-savvy characters to have access to this sheet themselves.

Random Encounter Matrix: These three sheets contain an encounter matrix based on district. Roll d%, then reference the

resulting encounter number for the proper district with the list of encounters on the sheets. Results consisting of two numbers separated by a slash indicate that a different encounter occurs based on whether it is day (use the first number) or night (use the second number).

Adventure Maps: Three sheets are devoted to maps for the adventures in Chapter 33. The two color ones are strictly for DMs, and the black-and-white one is a player's map of one adventure locale.

Flavorful Handouts: Use these sheets as you see fit in your game: the Ghostly Minstrel menu, the wanted poster, the Imperial ID papers (feel free to make copies or for each player or print out additional sheets from the CD-Rom), the firearm permit, the proclamation, and the *Midtown Partisan*. (See the CD-Rom for more such handouts.)

USING THE BOOKMARKS

In addition to the book's three bound-in fabric ribbon bookmarks, you will find four cardstock bookmarks at the back of the book. Tear or cut these out along the perforations and use them to mark the pages of an important NPC, some vital location, a more general city reference you need, and a rules section that you'll be referring to in game. For example, if the PCs are in the Dark Reliquary, you might put a bookmark on page 265 to remember that they are currently in Area 36 of the Reliquary's dungeons, another on page 237 to reference the Siege Tower that they'll soon retreat back to, a third on page 262 so you can flip right to it when Drusii comes to hunt down the party, and lastly on page 654, marking the Knight of the Pale prestige class (which one of the PCs has levels in). Of course, you can mark whatever pages you want. And if you'd rather not remove these from the book, you can print them off the CD-Rom onto card stock of your own.

USING THE CD-ROM

You can find even more material on the CD-Rom. This includes:

***Chaositech*:** This is a PDF edition of the complete Malhavoc Press sourcebook detailing all sorts of chaositech and offering even more information on the Galchutt. Also included are new monsters, prestige classes, spells, and more that work well in the Ptolus Campaign.

***The Banewarrens*:** The PDF edition of the complete Malhavoc Press mega-adventure involving one of the more interesting areas below the city and within the Spire. This book can take characters from 6th to 10th level.

***Night of Dissolution*:** The PDF of the new Malhavoc Press adventure involving the rise of chaos cults in the city of Ptolus. This adventure takes characters from 4th to 9th level.

***The Player's Guide*:** The PDF of a 32-page player book containing everything a player needs to know to start a new character native to the city in a Ptolus Campaign. This is essentially the same as Chapter 1 of this book, but it contains some extra maps as well. Every player should be able to read and reference the *Player's Guide* throughout the Ptolus Campaign. It is also available as a print product or as a free download from <www.ptolus.com>.

Campaign Journals: These PDF files detail the events of the two campaigns for which I originally created Ptolus. Enjoy reading about *Ptolus* as it was formed by the original DM and players—but players, beware of spoilers!

Adventure Map: A sample map product from SkeletonKey Games' *Ptolus* series featuring the work of *Ptolus* cartographer Ed Bourelle.

Comic Book: Issue #1 of the six-issue comic book series *Ptolus: City by the Spire* from DBPro.

Miniatures Overview: Sneak a peak at Paizo's exciting new *Ptolus* miniatures line with a full schedule of planned releases and a gallery of behind-the-scenes concept sketches and production photos.

Saga of the Blade: Read the complete serialized Ptolus fiction series that originally appeared in *Game Trade Magazine*.

***Arcana Evolved* Conversion Document:** Everything you need to know in order to import the city of Ptolus into the Lands of the Diamond Throne.

Handouts: All of the handouts in the envelope are presented here in PDF form (in color where available) so you can print out additional or replacement copies. Some additional handouts are included, too, such as a note the PCs can find during one of the adventures in Chapter 33, an invitation to Castle Shard, and more.

Other Features: You'll also find PDFs of the bookmarks so you don't have to tear them out of this book, a full year's worth of "This Week in Ptolus" happenings from <www.ptolus.com>, an expanded version of this book's index for printing as a reference, and more!

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LOCALES GLOSSARY

Area abbreviations: Doc (Docks), Dw (Dwarvenhearth); GD (Guildsman), JS (Jabel Shammar), Mid (Midtown), Nec (Necropolis), NQ (Nobles' Quarter), NM (North Market), Old (Oldtown), Riv (Rivergate), SM (South Market), TD (Temple), UM (Undercity Market), and War (Warrens). Listing offers only the main reference for each item; does not include "Other Locales" sites.

Administration Building (176): Local government headquarters; Old.
Alabaster Sanctuary (521–522): Good remnant of Mosul Pearl; JS.
Alchestrin's Tomb (314): Ancient wizard's resting place; Nec.
Ar-Nampur (77): Charad Titan fortress north of the city.
Arena (315): Sporting events stadium; Old.
Aristocrat's Table (284): Classy restaurant; NQ.
Ath (528): Ethereal Isle; Jewel of Spirit.
Av (527): Ethereal Isle; Jewel of the Mind
Avery's Armor (200): Shop; Mid.
Back Room (190): Sex club at Skull and Sword; GD.
Baneheart (537): Shaft up the length of the Spire in the Banewarrens; also called Tremoc Korin.
Banewarrens (77, 419): Danar's underground storage vaults for evil items and artifacts.
Barbarian Balloonists (344): Halfling air tours; Riv.
Beacon Island (160, 172): In the Bay of Ptolus; Doc.
Bellringers' Guild Office (317): Guild HQ; Old.
Black Spike (61): A Galchutt fortress.
Black Swan (201): Dwarven bar; Mid.
Blackstock Printing (353): Operated by Fardream elf clones; SM.
Bladechapel (125, 317): Knights of the Pale home; Old.
Blessed Bridge (369, 370): Crosses the King's River at the Street of a Million Gods.
Bone Hill (228): Area within the Necropolis.
Book Wagon (305): Darthalis Temester's information business; NM.
Borning Stone (388): Ren Tehoth site significant to Navashtrom and his sister Tardeshou.
Bull and Bear (20, 201): Delver's Square armorers; Mid.
Castle Shard (285): Ancient magical castle; NQ.
Cathedral Cavern (481): Great hall; Dw.
Cathedral of Night (248): Hall in Dark Reliquary, home to D'Stradi dancers; Nec.
Cavern of Night (482): Site of Kaled Menar; Dw.
Caverns of the Galchutt (453): Site deep below the city where the Natharl'nacna sleep.
Celestial Conclave (372): Temple where religion itself is revered; TD.
Chamber of Longing (427): Delvers' meeting spot with claw-shaped statue; UM.
Chapel of the Final Resolution (404–405): Vai HQ; War.
Chapel of St. Thessina (349): For Lothianites; Riv.
Chapel of the Uncreated (250): Shrine in Dark Reliquary led by Kaladeen the balor; Nec.
Cherubar (41): Land far west of Ptolus.
Church of the Lawgiver (311): For Lothianites; NM.
Church of the Lothian the Redeemer (337): Old.
Citadel of the Golden Cross (317): Knights' HQ; Old.
Citadel of Might (318): Order of Iron Might HQ; Old.
Citadel of the Seven Chains (62): Fortress on the Vallis moon; home of the heart of the world.
City Courts (318): Justice center; Old.
City Library (318): Old.
Clasthamus Isle (232): Home of Andach; Nec.
Clock Tower (319): Old.
Cloud Theater (201): Dramas performed; Mid.
Cock Pit (355): Gambling den; SM.
Cold Desert (41): Southwest of Ptolus.
Conciliator Chapterhouse (372): HQ of Lothianite inquisitor sect; TD.
Conservatory: See *Imperial Academy of Music*.
Copper Kettle (202): Coppersmith; Mid.
Court of Night (463): Night King's Palace; Dw.
Courthouse: See *City Courts*.
Crown Theater (92, 291): Opera house; NQ.
Crypt Home of Igor Reichstav (235): Nec.
Dalen's Cliffs (156): Ridge at east end of Oldtown.
Dalenguard (320): Historic fortress; Old.
Dallaster Manor (292): Spice magnate's home; NQ
Danbury's (20, 202): Delver's Square Mage bar; Mid.
Dark Elf Refuge: See *Madame Kaethea's House*.
Dark Market (427): Illegal commerce; UM.
Dark Reliquary (238): Fallen/Forsaken HQ; Nec.
Darkbirth Madhouse (184): Asylum; GD.
Darklock Hill (228): Area within the Necropolis.
Darksoul House (345): Yavos Nared's house, home to a Sorn cell; Riv.
Daykeeper's Chapel (221): For Lothianites; Mid.
Deathguilder Headquarters (236): Funerals; Nec.
Delver's Guild Library and Maproom (322): Old.
Delver's Guildhouse (425): Group HQ; UM.
Delver's Square (20, 198): Adventurers' quarter; Mid.
Dockmaster's Tower (172): Harbormaster's; Doc.
Dohrinthas (43): Empress' capital and the Golden City of the Sea Kingdoms southwest of Ptolus.
Donnel's (357): Leather shop; SM.
Dragon Vault (296): In Dallimothan tower; NQ.
Dragonsbirth Mountains (43): East of Ptolus.
Dread One's Path (537): Extradimensional space inside the Spire.
Dreaming Stone (454): In Caverns of the Galchutt.
Dreta Phantas (457): Dreaming City of Elder Elves, captured by dark elves; now far below city.
Dungeon (415): Adventuring areas below city.
Dwarvenhearth (460): Abandoned home of Stonemight dwarves; fell to Ghul long ago.
Dweomer Street: See *Vock Row.*
Ebbert's Outfitters (20, 202): Adventuring supplies in Delver's Square; Mid.
Ebony Tube (344): Underground passage connecting Rivergate and Oldtown.
Edarth's Loans (360): Korben Trollone's front; SM.
Emerald Hill (199): Elf neighborhood; Mid.
Endle's Finery (21): Clothiers; NM.
Endless Sea of Ice (41): Far north of Ptolus.
Entropy Sphere (499): Powered by the Gates of Delirium near Goth Gulgamel.
Erdek Ard (448): Dwarvish name of Eternity Cave.
Erish-aga (80): City built by wizards of Kem.
Esh (528): Ethereal Isle; Jewel of the Divine.
Eternity Cave (448): Massive caverns under the city.
Ethereal Islands, Seven: See *Jewels of Parnaith.*
Ethereal Sea (63): The Ethereal Plane.
Everwood (64): Elder Elves' name for Ethereal Sea.
Exotic Market (358): Sells rare items; SM.
Fabric Market (358): SM.
Fairbriar (199): Gnome neighborhood; Mid.
Faraway Scents (360): Perfume shop; SM.
Finelle's Pleasant Diversions (346): Games hall; Riv.
Firehouses (154): Fire Brigade stations.
Fogbottom (77): Area around Ar-Nampur.
Fortress of the Redeemed (421): Brotherhood's HQ.
Foundry (185): Ironworks; GD.
Gallows Square (313): Execution site; Old.
Games House (333, 337): On Vock Row; Old.
Gates of Delirium (499): Built by Eslathagos Malkith within the Spire to power the Entropy Sphere.
Gathering Hall (424): At Delver's Guild office; UM.
Gear Gate (477): At the Grand Entrance; Dw.
Ghostly Minstrel (20, 304): In Delver's Square; Mid.
Ghoul paths (236): Run beneath the Necropolis.
Ghul's Labyrinth (418): Warrens beneath the city Ghul built for storage, billeting, and laboratories.
Giant's Staircase (448): Leads to Eternity Cave.
Glaugsgulgus (452): Locathah city in deep caverns.
Golathan Naddershrike's House and Laboratory (347): Former wizard home; Riv.
Golden Tooth (360): Gold shop; SM.
Goth Gulgamel (81, 486): Ghul's fortress on Spire.
Grail Keep (43, 48): Fortress-city home of Grailwarden dwarves in Prustan Peninsula.
Grail Temple (43): Beneath Grail Keep.
Grand Cathedral (64): Lothianites' HQ in Tarsis.
Grand Entrance (476): Accesses Dwarvenhearth.
Grand Guildhall (186): Gathering place; GD.
Great Hall of Morachon (479): Part of King Stardelve's Tomb; Dw.
Great Hall (424): Contains shops and vendors; UM.
Grey Mountains (42): East of Tarsis.
Greyson House (595): "Haunted" house; NM.
The Griffon (206): Popular bar; Mid.
Guildhouse of Iron (186): Ironworkers' HQ; GD.
Guilder Gate (158): A southern entry into Ptolus.
Gurhorond: See the *Star Jewelers*.
Hall of Heroes (372): Statue garden/memorial; TD.
Hall of the Valiant (236): Quiet memorial; Nec.
Hammersong Vaults (322): Stores valuables; Old.
Havan's Haven (206): Barbershop; Mid.
Heart of the Malignancy (529): Pinnacle of evil; JS.
Heartwood of all Trees (131): Former Quaan locale.
Heavenly Baked Goods (305): Bakery; NM.
Herbalists' Guildhall (187): Group's HQ; GD.
Hidden Prison (535): In the dungeons of JS.
Holy Palace (292): Holy Emperor's Ptolus residence; includes fine chapel for locals; NQ.
Holy Throne (149): Seat of the Holy Emperor.
Hotash Mountains (42): In Prustan Peninsula.
House of the Sacred Heat (373): Mundane healing center; TD.
The Howling (228): Area within Necropolis.
Imn (527): Ethereal Isle; Jewel of Energy.
Imperial Academy of Music (295): Arts school; NQ.
Imperial Palace (29): Emperor's residence in Tarsis.
Imperial University (322): Old.
Inner Vaults (419): Ring the Spire in Banewarrens.
Inverted Pyramid (324): Invisible, floating mage guild HQ; Old.
Inverted Tower (477): At the Grand Entrance; Dw.
Iridithil's Home (207): Elven sanctuary run by Doraedian Mythlord; Mid.
Jabel Shammar (77, 501): Evil fortress of Eslathagos Malkith atop the Spire.
Jangave Lesh's Training Hall (347): Martial and combat training; Riv.
Jeweled Cliffs (156): Ridge at east end of NQ.
Jewels of Parnaith, Seven (526): Ethereal path to godhood created by the wife of the Dread One.
Jirraith's Lair (406): HQ of Pale Dog leader; War.
Jodan Templehall (337): Knights of the Chord HQ; Old.
Jurrin's Plaza (199): Katterwood central square; Mid.
Kadmiel (326): Shade Tower that exists only in the Shadow of Ptolus; Old.
Kaled Del (448): Stonelost settlement in caverns.
Kaled Menar (483): Home of the Mindforge in the Cavern of Night; Dw.
Kastralathakasal (453): Galchutt stronghold of alien metals and organic components in deep caverns.
Katterwood (200): Halfling neighborhood; Mid.
Kem (41): Land along the Southern Sea, blighted by Wars of Fire millennia ago.

Kerrik's (221): Bar where one can reach the Vai; MID.
King Stardelve's Tomb (478): Stonelost holy site; DW.
King's River (88, 160): Flows through Ptolus.
King's River Gorge (160): Runs through Ptolus.
Konagis (604): Underwater triton city in the Whitewind Sea.
Korben Trollone's Office (360): HQ of crime boss at Edarth's Loans; SM.
Koth (457): Dream tower that guards the path to the many worlds in Dreta Phantas.
The Labyrinth: See *Ghul's Labyrinth.*
Lackie's (407): Cheap bar; WAR.
Ladris' Fine Foods (210): Grocery in Narred; MID.
Larel's Implements (174): Nautical shop; DOC.
Lendarick (308): A kennel; NM.
Longbottom (200): Rough neighborhood in southern Midtown.
Longdraught Brewery (188): Largest brewer; GD.
Madame Kaethea's House (408): Dark elf refuge run by Urshanna; WAR.
Mahdoth's Asylum (361): For mad arcanists; SM.
Maran's Odd Sizes (364): Unique clothiers; SM.
Market Gate (158): A southern entry into Ptolus.
Midden Heaps (188): Local dump; GD.
Mirror Maze (436): Built by Kagrisos; UM.
Misbegotten Tower (506): Part of Jabel Shammar.
Mitoren's Blades (309): Weapon shop; NM.
Moonsilver Forest (42): Palastan home of Shoal elves, once home of the Harrow elves.
Mosul Pearl (75): Original name of Danar's fortress; became Jabel Shammar.
Mountain of the Sky Kings (46): Floating dwarf mountain far to the west; now shattered.
Mrathrach's Pit (74): Evil site in the Cold Desert.
Myraeth's Oddities (210): Magic and trinket shop in Delver's Square; MID.
Nall (41): A northern wasteland east of Ptolus.
Nall Hall (309): Nallish cultural center; NM.
Navaen Bowcraft (366): Elf archery shop; SM.
Necrophilium (249): Licheloved area of the Dark Reliquary; NEC.
Nluguran (456): Dark elf city in deep caverns.
North Gate (158): A main entry into Ptolus.
North Point Restaurant (214): Fairbriar eatery whose owners sell nightsong magic drug; MID.
Ond (527): Ethereal Isle; Jewel of the Physical.
Onyx Spider (215): Sinistar Tavern Row bar; MID.
Order of the Fist Compound (373): TD.
Orr (527): Ethereal Isle to which Ghul fled; Jewel of Beginnings and Endings.
Outer Vaults (419): Area of the Banewarrens.
Palace of Day (483): Day King's court; DW.
Palastan (42): The land that includes Ptolus.
Pale Dogs Safe House (410): Harbors Spyncer Coil; WAR.
Pale Tower (329): Home of the Malkuth; OLD.
Pier Five (174): Harbors the ghost Tyrus Green; DOC.
Pits of Insanity (416): Areas within the Spire that play havoc with natural laws.
Plains of Panish (42): Area between Tarsis and the Grey Mountains.
The Pointy Hat (333, 337): Wizard bar and grill on Vock Row; OLD.
Postal Stationhouses (164): Mail delivery HQs.
Potions and Elixirs (221, 426): Magic shops; UM, MID.
Potter's (20, 218): Cheap Delver's Square hostel; MID.
Praemal (40, 59): The world.
Priory of Introspection (374): Sisterhood of Silence HQ; TD
Prustan Peninsula (28,42): Land between Kem and the Plains of Panish.
Ptolus Harbor (170): In the Bay of Ptolus; DOC.
The Quaan (131): Pactlords' extradimensional HQ.
The Quiet (228): An area within the Necropolis.
Ramoro's Bakery (364): SM.
Rastor's Weapons (20, 218): In Delver's Square; MID.
Ravenstroke (422): Laboratory in the Well of Shadow Eyes below the city.
Red Stallion Pub (309): Large alehouse; NM.
Ren Tehoth (43): Ruined land east of Palastan.
Rhoth (43): Provincial land west of Ptolus.
River Tonam (30, 82): Palastani river.
Rogue Moon Trading Company (364): Major commerce outfit; office in SM.
Rosegate House (298): Home in NQ.
Row Bathhouse (219): On Tavern Row; MID.
Runihan Square: See *Delver's Square*.
Saches (219): Yeoman Street clothiers; MID.
Sages' Guild Headquarters (332): OLD.
Sailor's Rest (175): Nice bar; DOC.
Sallachor Isle (597): Center of shivvel processing in the Whitewind Sea.
Salora's Pots (365): Ceramics shop; SM.
Sard's Boats (175): Rent or buy; DOC.
Savage Shark (175): Tough bar; DOC.
Scorched Peaks (44): Range south of Uraq.
Scouts, Guides, and Porters (426): Hiring hall and access point to Dark Market; UM.
Sea of World's End (44): World's southern edge.
Sea Kingdoms (43): South and west of Ptolus.
Secret Hall (332): Naltegro Suun HQ; OLD.
Sepulcher of the Wintersouled (272): Shrine in Dark Reliquary; NEC.
Serpent Caves (451): Connect Mahdoth's Asylum to deep caverns
Serpent Path (533): Part of the dungeons of JS.
Seven Jewels of Parnaith: See *Jewels of Parnaith.*
Shade Tower: See *Kadmiel.*
Shadow of Ptolus (327): Dimension of shadow parallel to Ptolus; accessed via Kadmiel.
Shadow Sendings (164, 221): Magic couriers; MID.
Shadow Theater (334): Unique performances; OLD.
Shoggoth (609): Hidden city in Dragonsbirth Mtns.
Shrine of the Oracle (375): TD.
Siege Tower (237): Keepers of the Veil HQ; NEC.
Sign of the Shovel (425): Booth that sells digging equipment; UM.
Silver Palace (292): Onetime Ptolus home of Prince of the Church.
Sinking Swamp (74): Once surrounded what is now the Pit of Mrathrach.
Skulk Alley (334): Street where one signals the desire to meet with a skulk; OLD.
The Skull and Sword (190): Rough tavern; GD.
Slave City (422): Refuge of escaped slaves below city.
Smoke Shop (310): Shuul firearms shop; NM.
Soaring Idyll (300): Floating apartment; NQ.
Sombrous Sepulcher (532): Dread One's abode; JS.
South Gate (158): A main entry into the city.
Southern Sea (41): South of the Sea Kingdoms.
Spice Market (365): SM.
Spire (75, 159): Needle of stone 3,000 feet tall; marks the location of Ptolus and is steeped in evil.
St. Chausle's Chapel (366): For Lothianites; SM.
St. Daris' Church (193): For Lothianites; GD.
St. Gustav's Chapel (219): For Lothianites, across from Delver's Square; run by Fabitor Thisk; MID.
St. Valien's Cathedral (376): City's main Church of Lothian; adventurers unwelcome; TD.
Star Crossing (350): Large open plaza; SM.
Star Jewelers (191): Skilled dwarf gemcrafters; GD.
Stirring Stone (274): Idol of Kihomenethoth, the Writhing One in Galchutt temple.
Stockyards (191): GD.
Stormwrought Campanile (377): Carillon; TD.
Street of a Million Gods (370): Church hub; TD.
Swordthrower's Club (300): Exclusive tavern; NQ.
Tabby's Den (192): Small bar; GD.
Taggert's (378): Bar/temple of the ale god; TD.
Tarsis (44): Imperial capital, the Eternal City.
Tavern Row (198): Hub of many bars; MID.
Tavoh's Bakery (21): NM.
Temple of Ahaar (378): God of the winds.
Temple of Asche (378): God of cities; TD.
Temple of Destor (403, 422): Devoted to illegal lightning god of ill luck; in Ghul's Labyrinth.
Temple of the Ebon Hand (379): Cult HQ; TD.
Temple of Excellence (384): Improve in skills; TD.
Temple of Gaen (385): Goddess of the sun; TD.
Temple of the Iron God (397): God of the forge; TD.
Temple of Navashtrom (387): God of strength and harmony; TD.
Temple of the Rat God (390): Chaos cult front; TD.
Temple of Teun (395): Mother of All Machines; TD.
Temple Observatory (389): Dedicated to the Watcher of the Skies; TD.
Tenebrous Pit (323): Below the cellar of Imperial University, created by minion of Ghul; OLD.
Tent City (163): Around the Market Gate.
Theridae (42, 77): Elder Elf land north of the Spire along the Whitewind coast.
Three-Horned Goat (347): Tavern; RIV.
Throne of Darkness (453): Galchutt stronghold accessed most easily via the Tourbillion.
Tourbillion (453): Teleportation matrix accessible via activation of the *Signet of Shallamoth Kindred.*
Tournament Field (393): Site of the Godsday Tournament, north of the city wall.
Tower of Blasphemy (511): Part of Jabel Shammar.
Tower of House Dallimothan (296): Designed by the aasimar wizard Tirestian; NQ.
Tower of Malice (515): Part of Jabel Shammar.
Tower of Science (334): Under construction; OLD.
Tower of Terephon (237): Home of Licheloved leader; NEC.
Tremoc Korin: See the *Baneheart*.
Tridam (449, 451): Island in Umbral Lake that holds stronghold of Pactlords of the Quaan.
Trolone (28, 42): Capital of Palastan.
Ul-Drakkan (456): House Vrama's fortress in dark elf caverns; citadel of the lizard.
Ullar's Sons' Tannery (193): Fine leather; GD.
Ul-Rassadin (457): Temple-palace in Nluguran.
Ul-Sinistar (456): House Yurganth's fortress in dark elf caverns; citadel of the spider.
Umbral Lake (448): In the Eternity Cave.
Undercity Market (423): Shopping hub and entry into Dungeon, accessed from Delver's Square.
Unn (528): Ethereal Isle; Jewel of Magic.
Uraq (44): Empire south of the Southern Sea.
Urason's Used (426): Pawnshop; UM.
Urnst, Alchemist (427): Magic shop; UM.
Vantaran Peaks (43): Western limit of Ren Tehoth
Vaults of the Rhodintor (453): Earthbound demons' home in the deep caverns below the city.
Vock Row (333): Arcane street; OLD.
The Waiting (228): An area within the Necropolis.
Wall of the Lost (426): Posting board for lost adventurers in the Great Hall; UM.
Watchhouse (151): Garrisons for City Watch.
Welcome Inn (365): Hostel near South Gate; SM.
Well of the Shadow Eyes (348): Leads to Ravenstroke; RIV.
The White House (334): Legal brothel owned by Aggah-Shan; OLD.
Whitewind Sea (42): Inland sea north of Palastan.
Wings Falls (160): Site where the King's River drops down Dalen's Cliffs.
Wondrous Tattoos (310): Magical tattoo parlor; NM.
Zar'at (310): Harrow elf neighborhood; NM.

NPC GLOSSARY

Alphabetized by first name, not last name or title. Listing offers only the main reference for each name; does not include "Other Locales" proprietors.

Abbercombe, Lord (88): Last member of ancient noble house, trapped in gold body.
Addares XXXIV (79): Current Empress.
Adlam Theobold (376): Cleric of Lothian, archbishop in St. Valien's Cathedral.
Adnith Fror (160): Runs the Lost Dove in Charenburg north of Ptolus.
Aelian Fardream (353): Elf wizard who cloned himself disastrously.
Ageless Titan: See *Kadavalus*.
Aggah-Shan (335): Lich owner of the White House.
Aisheth (176): Elf wizard, now gone.
Alevolenz (456): Dark elf ruler of House Vrama.
Aliaster Vladaam (98): Arcanist son of Iristul.
Aliya Al-Mari (373): Monk member of the Runewardens from Uraq.
Allarrete Cangeri (300): Soaring Idyll's manager.
Alninai Silvertree (207): Manager at the Wind's Mystery at Iridithil's Home.
Ammel Dar (221): Fence for stolen goods.
Anageo Quigg (310): Gnome tattoo artist and spellcaster, runs Wondrous Tattoos.
Anathais, King (42): King of Palastan in Trolone.
Andach (232): Mighty druid of Clasthamus Isle.
Ander Von Yelsin (295): Dubious Conservatory instructor.
Angash (614): Male half-fiend gnoll in Shilukar's lair, child of Ravvan.
Aoska (129): Malkuth, one of the Twelve Commanders.
Araevil Seversong (612): Elf rogue hired to frame Delemele.
Araki Chipestiro (338): Yearsend child and runecaster.
Aran Boturr (387): High priest of Navashtrom.
Arbon Sevolve (130): Cofounder of the Order of Iron Might
Arkhall Vaugn (104): Infamous Balacazar wizard.
Asaiel Silverdoor (129): Paladin at Pale Tower.
Ashby Gerard (148): Retired City Watch captain and one of the Twelve Commanders.
Aullik (258): Ghoul sorcerer and Warhound keeper in the Dark Reliquary.
Averon: See *Dark Averon*.
Avery Tannenboss (200): Owns Avery's Armor.
Balleah (522): Planetar in the Alabaster Sanctuary.
Barit Calomar (385): A high priest of Gaen.
Barras Noven (216): Mercenary who hangs out at the Onyx Spider; cousin of Thurman Rees.
Bartel Denton (152): Crooked Watch captain in the South Market.
Bastion: See the *Malificite*.
Beck Von Tibbitz (120): Keepers of the Veil leader.
Bellas Rau (94): Verrana's cousin.
Bermund Thorn (378): Cleric of Ahaar.
Biesta Cran (600): Linech's shivvel-addict half-sister, now dating Shilukar.
Bith the Ratter (305): Rogue in the North Market.
Boris Ilvata: See *Savane*.
Brig Stoneheart (126): Famous Knight of the Pale.
Brugul (615): Female half-fiend gnoll in Shilukar's lair, child of Ravvan.
Brusselt Airmol (226): Halfling master thief and friend to Doraedian Mythlord.
Cabais Fortun (315): The Minister of Religion.
Calista (256): Girl entrusted with the Elder Gods' secret; imprisoned in the Dark Reliquary.
Canabulum (58): Minotaur wizard and member of the Runewardens.
Cardalian (224): Halfling held in the Dark Reliquary; Lilith created a magical duplicate of her.
Cardilion Brunner (317): A paladin Knight of the Pale at the Bladechapel.
Carlatia (364): Runs Ramoro's Bakery.
Carson Herdsman (334): Father of Tellith and manager of the Shadow Theater.
Celdore Silverwood (108): Dark Leaf leader.
Cerrinthan "Cerry" Sanserra (105): Balacazar family diplomat.
Chanticleer Winterwood (209): Member of the Order of the Bow.
Charan Fellashath (215): Bartender at Onyx Spider, with Hennick.
Charl Willothon (160): Old sailor who runs the Stew Pot in Balleton north of Ptolus.
Charnoth (54): Litorian of the surrounding plains.
Chelsean Featherhair (432): Sorcerer/rogue on retainer at the Longfingers Guild headquarters.
Chol Notan (174): Five-year-old son of Larel.
Chorian (456): Female dark elf fighter of Ul-Sinistar.
Chuster Nogol (115): Bankers' guildmaster.
Collus Adderwood (594): Addled mage ally of Toridan Cran.
Commissar of Ptolus: See *Igor Urnst.*
Cordelia Erthuo (91): Human member of House Erthuo.
Cravish Nathed (106): Nobles' Quarter crime boss.
Cynric Gallow, Shigmaa (246): Urasta's lieutenant.
Dadian Navaen (364): Uncle of Naequant at Navaen Bowcraft.
Daersidian Ringsire (226): Elf battle mage who rides a wyvern; friend to Brusselt Airmol.
Damarcan (527): Half-celestial ruler of Orr who became corrupt.
Dark Averon (530): Solar who helped Danar build the Banewarrens, now corrupted.
Dartalius Estalon (317): New Knight of the Pale at the Bladechapel.
Darthalis Temester (305): Information broker who owns the Book Wagon.
Dasani Merriwether (284): Aasimar woman of the Aristocrat's Table.
Delemele Sartaris (611): Cleric of Melann.
Delline Yashara (187): Herbalists' guildmaster.
Delloch Boundstone (188): Dwarven chief scrap merchant at Midden Heaps.
Dered Abanar (88): Head of House Abanar.
Deregalis Finorin (362): Crazy summoner inmate at Mahdoth's Asylum.
Derral Fank (591): Member of the Pale Dogs.
Derrence Springdart (425): Halfling vendor of everburning torches in the Undercity Market.
Derron Polon (219): Co-owner (with Eltan) of the Row Bathhouse.
Derresh (339): The greatest assassin in Ptolus; specialty is illusions; "lives" in Oldtown.
Desariana Ballack (338): On the run from Araki Chipestiro.
Dessis Palath (124): Gnome rogue Knight of the Golden Cross.
Devina Kath (92): Head of House Kath and chancellor of the Conservatory.
Dharim Boch (112): Lives at Fate Weavers' school.
Dialla Cester (185): Physicker bad apple at Darkbirth's Madhouse.
Dierna Hillerchaun (125): Knight of the Pale leader.
Dockmaster (172): Obese harbormaster in the Docks.
Dodun Fisk (623): Old man at the Docks.
Dollin Ebonhome (122): Killraven's dwarven crime boss in the North Market.
Donrah (527): Ruler of the jewel of Ond.
Doraedian Mythlord (208): Master of Iridithil's Home.
Dorant Khatru (92): Head of House Khatru.
Dorg (426): Troll guard at Potions and Elixirs.
Doril the Elder (536): Dwarf queen imprisoned in the dungeons of Jabel Shammar.
Doril the Younger (536): Dwarf queen imprisoned in the dungeons of Jabel Shammar, devious sister of the above.
Dorut Wolfstone (334): Architect at Tower of Science.
Dream King (457): Ruler in Dreta Phantas, spent his entire adult life asleep.
Drusii (262): Marilith in the Dark Reliquary.
Dullin Balacazar (103): Maystra's son, a runebearer.
Dulson Farber (347): Lives at the three-horned goat house.
Durant (122): Troglodyte agent of Killraven; the Stink Man.
Durg (360): Korben Trollone's best friend and closest cohort, a troll.
Ebbert Boltcrafter (202): Rotund, good-natured dwarf owner of Ebbert's Outfitters.
Edarth Ovis (360): Moneylender and front for Korben Trollone.
Edwina Coll (127): Owner of Heavenly Baked Goods and leader of the Knights of the Secret Sun.
Ekarth'il (508): Aboleth mage in the Misbegotten Tower.
Ednol Friss (172): Docks resident.
Elga Kord (106): Rivergate crime boss.
Eltan Polon (219): Co-owner (with Derron) of the Row Bathhouse.
Emperor of the Church: See *Rehoboth Ylestos.*
Empress Addares: See *Addares XXXIV.*
Enis Sadar (95): Wife of Renn Sadar.
Erda Schenk (152): Crooked Oldtown City Watch captain.
Erediana (456): Rules Nluguran and House Thess.
Erell Yinnick (595): Neighbor of Greyson House.
Erissa Endal, Sister (176): Cleric of Lothian.
Ernast Krundar (344): Halfling owner (with Fallix Hord) of Barbarian Balloonists.
Erred (112): Centaur Fate Weaver.
Erreshifal (536): Half-dragon scion of Father Claw, in Jabel Shammar's dungeons.
Esbel Pamorias (358): Owns the Exotic Market.
Esgilar Masters (330): Paladin leader of the Order of the Steadfast Heart.
Ethisha Kath (92): Devina's ballerina daughter.
Everard Wibert (152): Crooked Watch captain in the Guildsman District.
Eyvind (422): Fugitive wizard in the Slave City.
Fabitor Thisk, Brother (220): Chaplain of St. Gustav's Chapel.
Falishmal (251): Balor in the Dark Reliquary.
Falles Donnel (357): Uris' father, started a leather shop.
Fallix Hord (344): Halfling owner (with Ernast Krundar) of Barbarian Balloonists.
Falstef (256): First of the Malkuth; tortured astral deva held in the Dark Reliquary.
Favil Dallimothan, Uncle (90): A very old silver dragon.
Feegus, Doctor (598): Shuul creator of the Prajdall.
Felaer (330): Deva with gold-tipped feathers at the Pale Tower.
Feligg Desiduo (364): Maran's husband.
Fellis (269): A vampire guardian of the Wintersouled.
Ferrid Naphon (106): Docks crime boss.
Fesamere Balacazar (104): Menon's daughter.

Fhomas Reen (107): Vies for leadership of the Brotherhood of Redemption.
Filas Nevish (406): Drug-using master in the banker's guild.
Frana Amberfist (481): Ghost of last cleric of Unnom in Dwarvenhearth.
Fransin Nagel (93): Head of House Nagel.
Frastis Bek (202): Owner of the Copper Kettle and an extremely talented coppersmith.
Frein Avathon (382): Commander of the Ebon Hand temple guard.
Gaerioth Shadowhand (52): Harrow elf monk and a member of the Company of the Black Lantern.
Garin Vnata (92): Conservatory Vice Chancellor.
Garreth Bek (202): Son of Frastis the coppersmith.
Gattara Vladaam (97): Daughter of Iristul.
Gavel Longdraught (188): Gnome brewery owner.
Geffrey Barton (148): Renowned war hero and one of the Twelve Commanders.
Gegall (247): Nalfeshnee in the Dark Reliquary.
Geraeal Glitterstone (214): Gnome co-owner of the North Point Restaurant.
Giva Desiduo (364): Gnome daughter of Maran.
Glasa Tiaro (329): The Graven's half-celestial friend.
Godfred Vladaam (99): Son of Iristul.
Golathan Naddershrike (346): Recently murdered human wizard in the Rivergate District.
Gorti Jurgen (424): The Delver's Guild's chief representative in the Undercity office.
The Graven (329): Stone golem covered in engraved holy symbols at the Pale Tower.
Grandmama Dallimothan (90): Old gold dragon.
Guildmaster Delver: See *Sorum Dandubal*.
Gunther Edlund (310): Runs the Smoke Shop.
Guun Morrigon (593): Toridan Cran's warrior ally.
Hadrien Runihan (195): Son of Abesh and friend of the Balacazars; Covenant of Blood vampire.
Halgrim Fatherstone (106, 366): Dwarf North Market crime boss for the Balacazars.
Hallidin (192): Centaur employee at the Stockyards.
Hallos Dallimothan (89): Kirstol's "grandfather."
Hallusiun Everfar (123): Elf Knight of the Chord.
Hannis Goldtooth (360): Dwarf owner of the Golden Tooth, head of Goldsmiths' guild.
Hanthan Yan (175): Owns the Savage Shark.
Harla Glitterstrike (191): Dwarf mage who gets gems from Star Jewelers.
Haurt (536): Troll chieftain in Jabel Shammar's dungeons.
Hayman Knapp (128): Aging Guildmaster Thief.
Heffrul Dominarik (315): Minister of Health.
Helmut Itlestein (389): Republican leader and Watcher of the Skies high priest.
Hennam (234): Andach's apprentice, afflicted with demonseed.
Hennick Fellashath (215): Bartender at Onyx Spider, with Charan.
Hirus Feek (201): Blacksmith of the Bull and Bear, with brother Sholum.
Hogun Silvergleam (107): Leader of the Brotherhood of Redemption.
Holy Emperor: See *Rehoboth Ylestos.*
Iernis Poetaen (425): Elf who sells mapping equipment in the Undercity Market.
Igor Reichstav (235): Friend of Necropolis flies.
Igor Urnst (149): The Commissar of Ptolus and a famous general who won the Gnoll War.
Illene Schuk (365): A daughter of the Welcome Inn's owners.
Ilti (247): One of two night hags (with Ulti) in the Dark Reliquary.
Iltumar Shon (201): Sixteen-year-old human clerk at the Bull and Bear.
Iniah Croesh (116): Inverted Pyramid master.
Inlios Pabovini (358): Gnome who hangs out at Danbury's and runs the Exotic Market.
Ireve Nal (106): Midtown crime boss.
Iristul Vladaam (97): Head of House Vladaam.
Iron Mage (340): Most powerful wizard in Ptolus, independent.
Irretharm, Shigmaa (270): Herald of the Wintersouled.
Jallek Pedastan (124): Paladin Knight of the Golden Cross.
Jamila Nox (610): A Fate Weaver at Helmut Itlestein's house.
Jangave Lesh (347): Offers combat training in Rivergate.
Jebathio Spiritstar (214): Gnome co-owner of the North Point Restaurant.
Jevicca Nor (116): Well-known Inverted Pyramid mage.
Jinsa Hammerblight (425): Dwarf vendor of firearms in the Undercity Market.
Jirraith (406): Doppelganger and crime lord in charge of the Pale Dogs.
Juna Quenan (314): Minister of Education.
Juranan Kath (291): Lady Devina's aging uncle.
Jurgen Yath (309): Adventurer at the Red Stallion Pub.
Kabel Dathimol (67): Leader of the local Order of the Dawn and one of the Twelve Commanders.
Kadavalus (497): The Ageless Titan in Goth Gulgamel.
Kadiradel (129): A solar Malkuth high-up.
Kadmus (): Majordomo of Castle Shard.
Kaela Sparkborn (611): Elf bard; friend of Delemele.
Kaeran Altarstone (116): Inverted Pyramid master.
Kaira Swanwing (124): Elf leader of the Knights of the Golden Cross; lives in Oldtown.
Kaladeen (250): Balor in the Dark Reliquary who would like to lead the Fallen; hates Lilith/Raguel.
Kalbir Rau (94): Verrana's son.
Karee (311): Harrow elf vampire and a member of the Covenant of Blood.
Karetsan (311): Harrow elf wizard and leader in the Zar'at.
Karn Ellosh (261): Prisoner in Drusii's chamber.
Karsha Hammersong (322): Dwarf wife of Ollam.
Katerin (92): Devina Kath's sculptor cousin.
Kenill Dallaster (292): Made a small fortune as a spice merchant.
Keper, Lords (139): Twins Reddis Keper and Neivis Keper, who lead the Vai.
Kevris Killraven (121): Hag crime lord.
Keylord (254): Half-demon minotaur in Dark Reliquary dungeons.
Kharl Mitoren (309): Sells weapons at Mitoren's Blades.
King in Yellow (80): Leader of the Wintersouled.
Kird (212): Myraeth's ogre bodyguard.
Kirian Ylestos (294): Prince of the Church.
Kirstol Dallimothan (89): Head of House Dallimothan.
Kiseela Starwave (339): Elf illusionist on Dweomer Street, created Derresh.
Klaron Dallimothan, Great-Aunt (90): Ancient silver dragon.
Knifal (260): Half-fiend sorcerer and chief torturer in the Dark Reliquary.
Kohoath the Betrayer (139): Once was one of the Urthon Aedar, now in league with Ul-Sinistar.
Kolister Mahaven (184): Administrator of Darkbirth's Madhouse.
Konna Werran (107): Human bard with the Brotherhood of Redemption.



Korben "the Keeper" Trollone (361): Killraven's agent in the South Market.
Koth Yurtin (356): Arena manager at the Cock Pit.
Krag (356): Minotaur warrior in the Cock Pit's arena.
Kragas the Bold (210): Infamous Harrow elf barbarian.
Kruellis, Lady (149): Tarsis noblewoman who hates Ptolus.
Kurnor Steelaxe (425): Stonelost dwarf of the Sign of the Shovel.
Kurtlan Nagel (93): Jailed former head of House Nagel (he was framed).
Lackie (407): The Beggar King and a Harrow elf; real name Lakimos; owns Lackie's bar.
Ladris (210): Centaur cohort of Kragas the Bold.
Laerose Trueflight (364): Elf member of the Order of the Bow and an owner of Navaen Bowcraft.
Laithe Silksong (365): Manages drug traffic through the Spice Market.
Lakimos: See *Lackie.*
Larel Notan (174): An alchemist.
Larsh (426): Guard at Potions and Elixirs.
Lathikamis (524): The Dread One's personal bodyguard, a balor.
Laucio Dellinti (593): Criminal Shoal elf from the Sea Kingdoms.
Leisarth (528): Wizard-Priest of Ni-Gorth and vanished ruler of Unn.
Lerthan Dergstrom (106): Oldtown crime boss.
Liessa Vergan (372): Celestial Conclave high priestess.
Lilith (111): Ruler of the Fallen and Forsaken.
Linech Cran (601): Drug smuggler and Balacazar ally in Rivergate.
Linele Cran (597): Linech's thirteen-year-old daughter, became undead after attack on Sallachor Isle.
Liss Satorosh (201): Owns the Cloud Theater.
Lothao Valinth (207): Elf proxy of Doraedian Mythlord and one of the Twelve Commanders.
Lyaele (536): Lunas elf princess impersonated by a doppelganger in Jabel Shammar's dungeons.
Lyala Cooper (345): Owns Rivergate general store.
Lyrasa Contair (154): Fire Brigade's new captain.
Lyrikka (269): Wintersouled vampire guardian.
Mahdoth (362): An ocular tyrant under the effects of a compulsion to run an asylum for mages.
Malasir (301): Efreeti head of Killraven's Nobles' Quarter operations; found in Swordthrower's.
Malegoch Krill (428): Half-fiend sorcerer and Ennin leader in the Dark Market.
The Malificite (419): Formerly Bastion, a planetar who helped Danar build the Banewarrens (now corrupted in Jabel Shammar).

Malkeen Balacazar (102)**:** Balacazar family heir.
Malleck Javimal (381)**:** Powerful Ebon Hand priest.
Maloyatas (272)**:** One of the Wintersouled.
Mand Scheben (378)**:** Cleric of Asche and friend to Castle Shard.
Mara von Witten, Sister (577)**:** One of the Runewardens, cleric of Lothian.
Maran Desiduo (364)**:** Gnome clothier and expert seamstress.
Marcad Shever (96)**:** Thollos' younger brother.
Mardun Narvesh (190)**:** Tends bar at the Skull and Sword.
Margaetalis Everwood (207)**:** Elf who delights in gossip and intrigue.
Marija Elinek (112)**:** Head Fate Weaver.
Markus Schuk (365)**:** Owns the Welcome Inn with Valene.
Marlow Atrabonc (202)**:** The Cloud Theater's primary director and writer.
Marta Thone (219)**:** Works as a seamstress at Saches clothiers.
Marved Sallin (377)**:** Self-titled campanologist.
Matrenus (92)**:** Devina Kath's husband.
Maystra Balacazar (103)**:** Menon's daughter.
Medre Allaconda (249)**:** Most powerful member of the Covenant of Blood, member of the Forsaken; lives in the Dark Reliquary.
Meither Amost (106)**:** Half-elf North Market crime boss.
Melanope Havan (206)**:** Owns Havan's Haven.
Melior Kalen (385)**:** A high priest of Gaen.
Mellintha Springdart (425)**:** Sorcerer wife of Derrence who makes everburning torches for sale.
Menaster Orrund (610)**:** A Fate Weaver at Helmut Itlestein's house.
Menon Balacazar (101)**:** Aging crime lord, head of the Balacazar crime family.
Merchael Finetooth (346)**:** Gnome who operates Finelle's Pleasant Diversions.
Mercus Niolonthor (314–315)**:** Minister of Guilds.
Meruk (535)**:** Solar angel imprisoned in Jabel Shammar's dungeons.
Methul Watcher (595)**:** Alias of Helmut Itlestein.
Miaga, Queen (42)**:** Palastani ruler in Trolone.
Migos Foraeth (201)**:** Half-elf proprietor of the Black Swan.
Mooncry (330)**:** Beautiful deva with long dark hair at the Pale Tower.
Moondros (422)**:** Nymph ruler of the Slave City.
The Mother (265)**:** Terribly transformed marilith in the Dark Reliquary.
Mother Superior of the Sisterhood of Silence (136)**:** Head of this order of law-enforcing female monks.
Moynath Autumnsong (288)**:** Inverted Pyramid master and friend to Castle Shard.
Muwal (536)**:** Ogre-mage who was a prince of his kind millennia ago; in Jabel Shammar's dungeons.
Myalla Wurt (92)**:** The Kath estate's severe house matron.
Myraeth Tuneweaver (210)**:** Elf wizard and owner of a magical oddities and trinket shop.
Mystia Descri (130)**:** Cofounder of the Order of Iron Might.
Na'haras (103)**:** Ancient human revived as a vampire of the void to be Malkeen Balacazar's bodyguard.
Naeon Ullistri (295)**:** Elf bard at the Conservatory.
Naephos Worldsea (95)**:** Renn Sadar's proxy.
Naequant Navaen (364)**:** Head of the Trueflight family; owns Navaen Bowcraft.
Naevin Swanwing (124)**:** Elf fighter Knight of the Golden Cross.
Nagrus (106)**:** Half-orc Warrens crime boss.
Nalachoserithis (536)**:** Great wyrm gold dragon whose bones lie in the hidden prison of Jabel Shammar's dungeons.
Nalleth Falcron (193)**:** Possessed slayer in the Guildsman District who invented the stone mask.
Nallia Feston (360)**:** Korben Trollone's mistress at Swordthrower's Club.
Nann Krakosh (425)**:** Makes and sells iron rations in the Undercity Market.
Naosh (355)**:** Aggah-Shan's half-orc lieutenant and manager of the Cock Pit.
Nara Nayson (426)**:** Assistant to Tirres.
Nara Rau (94)**:** Bellas' wife, an expert in appraising goods and people.
Narasha (289)**:** Rare female satyr at Castle Shard.
Narlu (58, 163)**:** Ornu-Nom consort of Radik.
Narlus Dye (129)**:** Bard at the Pale Tower.
Narris Dallimothan (90)**:** Young male silver dragon.
Narya Itlestein (191)**:** Stockyards administrator and Helmut's older sister.
Nastriss (428)**:** Ritter Ratagan's assarai slave-soldier in the Dark Market.
Navanna Vladaam (97)**:** Daughter of Iristul.
Nayvras (375)**:** Oracle at the Shrine of the Oracle.
Neivis Keper (139)**:** One of the twin Lords Keper.
Nella Schaun (206)**:** Manager of the Griffon.
Neridoc Bittersong (424)**:** Gnome "Arcane Scribe" in the Undercity Market.
Nest Master (446)**:** Albino ratman in the sewers.
Nestlin Ka (90)**:** Majordomo of House Dallimothan.
Niaer Daystep (360)**:** Half-elf owner of Faraway Scents.
Nicalon Regelis (97)**:** Alias of Navanna Vladaam in her guise as a Knight of the Chord.
Nila Finch (296)**:** Captain of the *Vanished Dream* Abanar aeroship.
Nilla Nagel (93)**:** Yarek Nagel's sickly daughter.
Nillis Regarson (315)**:** Minister of Safety.
Nireus Pard (66)**:** Bishop of Ptolus.
Nivae Tamelli (123)**:** Greatest bard in all of Ptolus; also a Knight of the Chord.
Nolvaga Von Meudel (323)**:** University chancellor and Tarsis native.
Nora Dallaster (292)**:** Wife of Rillis.
Nord Steelgrim (315)**:** Minister of Public Works.
Norris Felder (176)**:** Cursed captain with aethel, hiding in the Docks.
Nowen the Horse (425)**:** Human of Nallish heritage at Sign of the Shovel.
Nyathoch (272)**:** One of the Wintersouled.
Nyatrah (614)**:** Gnoll cleric of Ravvan.
Nyphistree Silvertree (209)**:** Head of the Order of the Bow.
Ochremeshk (623)**:** Imprisoned demon prince; can be released using soul magic in Tinareg's tooth.
Odsen Rom (436)**:** Tiefling warden of the Prison.
Ogden Reinhard (148)**:** Well-known fighter and one of the Twelve Commanders.
Ollam Hammersong (322)**:** Dwarf owner of Hammerson Vaults.
Ooshul (262)**:** Drusii's babau lieutenant.
Oracthon (454)**:** Great wyrm black dragon with the remaining essence of Thoggidrum.
Orden Falcron (193)**:** Sociopathic possesser of Nalleth; powerful sorcerer and alchemist.
Oron Bridgemaster (202)**:** Dwarf bartender at Danbury's.
Ortry Gannon (590)**:** One of the Pale Dogs.
Oukina (602)**:** Linech's girlfriend.
Oulgas, King (85)**:** Barbarian ruler of the Eastern Hordes.
Pabos Lendarick (308)**:** Runs a kennel.
Pared Cobart (188)**:** Masons' guildmaster.
Parnell Alster (222)**:** Sheva Callister's ghost friend.
Pauthan Udelis (364)**:** Ramoro's pickpocket brother.
Peliope Erthuo (91)**:** Head of House Erthuo.
Pellandar (208)**:** Friend of Zaetra.
Pevan Shamus (378)**:** Cleric/owner of Taggert's.
Phadian Gess (121)**:** Keepers of the Veil seneschal.
Phon Quartermain (590)**:** Seamstress at Saches.
Phord Dallimothan (89)**:** Kirstol's "father."
Piraloth (331)**:** Half-celestial brooder at the Pale Tower.
Prince of the Church: See *Kirian Ylestos*.
Prince Ironheart (127)**:** A Knight of the Pale.
Quaelin Fillasti (124)**:** Elf wizard and Knight of the Golden Cross.
Quideth Minnisham (232)**:** Onetime companion of Wynn Rabinall.
Quillong (604)**:** Triton scout/spy from Konagis.
Quivor Nox (426)**:** Coproprietor of Potions and Elixirs.
Radik (163)**:** Ornu-Nom orc from south of Ptolus.
Radolf Cooper (600)**:** Lives in Linech's burrow and works for him.
Raenashal (456)**:** Dark elf mistress of Ul-Sinistar.
Raguel (111)**:** Divine ruler of Hell, now in the Dark Reliquary.
Rajaz Nillotti (216)**:** An Uraqi knife fighter and Imperial Eyes spy.
Ralelle Noramar (124)**:** A Knight of the Golden Cross.
Ramoro Udelis (364)**:** Runs Ramoro's Bakery.
Rastor (218)**:** Massive litorian with beads tied into his mane who owns Rastor's Weapons.
Raule (92)**:** Sallina Kath's son, a singer and songwriter.
Rebeva Autorth (317)**:** Manages the office of the Bellringers' Guild.
Rechel Pattemon (141)**:** Most experienced Viridian Lord; one of the Twelve Commanders.
Redalla Shever (96)**:** Thollos' wife.
Reddis Keper (139)**:** One of the twin Lords Keper.
Regan Frome (107)**:** Sorcerer with the Brotherhood of Redemption.
Rehoboth Ylestos (79, 293)**:** Holy Emperor of the Church of Lothian; also claims secular throne.
Reinym Ghar (388)**:** The Great Warder; half-elf cleric leader of the Navashtrom/Tardeshou church.
Relinda Chilithon (332)**:** The Guildmaster Sage.
Renala Hotterin (153)**:** Halfling Goldshield administrator.
Renn Sadar (94)**:** Head of House Sadar.
Ressis Kal (190)**:** Half dark elf who runs the Back Room.
Rethicalas (311)**:** Juvenile male red dragon rumored to be among the Harrow elves in the Za'rat.
Rill, Lady (286)**:** Lord of Castle Shard, Bride of Magic.
Rillis Dallaster (292)**:** Spice trade magnate.
Rintha (139, 405)**:** Half-fiend ratcatcher and Vai courier.
Ritter Ratagan (428)**:** Ennin leader in Dark Market.
Robel Pillian (127)**:** A captain in the Commissar's Men.
Roema Ashenwood (378)**:** Elf member of the campanile Sorn cell.
Rona Schuk (365)**:** A daughter of the Welcome Inn's owners.
Ronam Tumblefoot (176)**:** Halfling member of the Longfingers Guild.
Ruballa (192)**:** Orc employee at the Stockyards.
Ruror Greatblade (601)**:** Linech's dwarf bodyguard.
Saeth Watersong (360)**:** Elf employee at Faraway Scents.

Sala Eddaris (358): Wizard investigating Inlios.
Sallina Kath (92): Devina Kath's sister.
Salora Hail (365): Owns a pottery shop.
Salsan (606): Lizardfolk slave ("Sir Jingles") kept in the Balacazar cave complex by the sea.
Sanne (309): Is seeking her husband, Sebestin.
Savane (133): Shuul leader whose real name is Boris Ilvata.
Savvan (527): Demon lord in the Jewels of Parnaith who has the *cask of frozen dreams*.
Scrud (406): Gutterkings leader.
Seanus Illithan (601): Eager halfling who is Linech's newest employee.
Sebestin (309): Missing husband of Sanne.
Secki (173): Eight-year-old girl who works for the Dockmaster.
Segaci Fellisti (79, 85, 121): Aging councilor who now claims the Lion-Guarded Throne.
Selestical (272): One of the Wintersouled.
Sephranos, the Winged King (129): A solar and the leader of the Malkuth.
Serai Lorenci (577): Elf wizard/chaositechnician; a member of the Runewardens and Sercian's twin.
Sercian Lorenci (583): Multitalented elf member of the Company of the Black Lantern; Serai's twin.
Setarsis (508): Aboleth wizard in the Misbegotten Tower of Jabel Shammar.
The Shadow Eyes (348): Mad sorcerer clone of the elf Aelian Fardream.
Shaeshin Twinleaf (207): Elf who hopes to become the new emissary from Dohrinthas.
Shakkar (456): Male dark elf fighter of Ul-Sinistar.
Sheva Callister (222): Famous delver (retired) who found the *Crown of Ki-Lias*.
Shibata (397): Minotaur cleric of Niveral.
Shilukar (580, 597, 617): Dark elf chaositechnician and puppetmaster.
Sholum Feek (201): Blacksmith of the Bull and Bear, with brother Hirus.
Shim (334): A skulk.
Shurrin Delano (577): Carper's Bay rogue who loves Tellith Herdsman; one of the Runewardens.
Silion Ankismar (391, 394): One of the heads of the Temple of the Rat God.
Singriosh Notorison (426): Tiefling who runs the knife booth in the Undercity Market.
Siphanon Shatterbright (209): Elf member of the Order of the Bow.
Sissy Cooper (600): Radolf's wife; lives in Linech's burrow and works for him.
Slugashulg (452): King of the locathah caverns.
Smurd (192): An ogre employee at the Stockyards.
Sobac Redwand (225): A well-known elf thief.
Sokalahn (438): Half-demon wizard who wanted the *Black Grail* and became a lich after breaking one of the Gates of Delirium.
Soren Clanstone (450): Dwarf prince of Kaled Del who hangs out at the Black Swan.
Sorum Dandubal (109): Guildmaster Delver.
Spyncer Coil (410): Mad creator of the *Swords of Ptolus*, now hiding with the Pale Dogs.
Ssethenus (422): Lizardfolk former slave who seeks to overthrow Moondros in the Slave City.
Starachele (456): A sorcerer spy in Ul-Sinistar.
Starsochin (465): A Hound once imprisoned by Stonemight dwarves.
Stavislav Felatt (124): Sorcerer/ranger Knight of the Golden Cross.
Steron Vsool (386): Mighty paladin and champion of Gaen with permanent *heartglow*.
Stillis Covenrow (125): Halfling rogue who serves as the Bladechapel's majordomo.
Sulet (311): Mercenary Harrow elf in the Zar'at.

Important Characters From History

Abesh Runihan (112, 372): Hero who defeated the ghost-lich Kagrisos but died in doing so.
Addares X (Von Tessel) (31, 82): The Empress who instituted the need for firearm permits.
Alchestrin (232, 285): Human wizard and former lord of Castle Shard.
Arlian (112): A friend of Abesh Runihan; like Nitham, could see fates.
Bared Stonefist (461): Dwarvenhearth's Day King at time of Sokalahn.
Barris Deeperstone (461): Dwarven general in first dark elf war, won at Cabled Rock.
Brusk (372): The half-orc warrior who slew the tarrasque.
Cheroboth Ylestos (149): Former Emperor of the Church (657 IA).
Cordaris (421): A woman of long ago who found the Legacy and created the Order of the Legacy.
Danar Rotansin (28, 75–77, 419): Good cleric who created the Banewarrens to rid the world of evil artifacts but was corrupted by one of them and became Eslathagos Malkith. Dwelled in Mosul Pearl. Husband of Parnaith.
Delian Von Tessel (28, 29, 64, 78, 83, 372): The first Emperor of the Lion-Guarded Throne.
Derrick Stonefist (460): The first Day King in Dwarvenhearth.
Derrin Darkbirth (184): Founded an asylum in the Guildsman District.
Dionys (81, 372): A human fighter-druid and member of the Great Seven who killed Ghul.
The Dread One: See *Eslathagos Malkith*.
Eriskal (81, 372): Elf rogue and member of the Great Seven who killed Ghul.
Eslathagos Malkith (28, 75–77, 419): Evil overlord who sought to conquer the world and the planes beyond thousands of years ago. Also called the Dread One. Dwelled in Jabel Shammar. See also "Danar Rotansin."
Ethylassir (285): A powerful mage of long-ago Castle Shard.
Faranastra the Faithful (528): Slain ruler of the Jewel of Ath.
Gerris Hin (332): A loremaster and historian from ages past.
Ghul (28, 29, 81): Claimed to descend from the Dread One and sought to emulate his conquest hundreds of years ago. Built the fortress of Goth Gulgamel halfway up the Spire. Created the Utterdark and many new evil creatures and ruled much of the world for centuries before he fell to the Brightfather's Day forces.
The Gilded Angel (61–62): Sent to judge Praemus' creation; created or bequeathed the Legacy.
The Half God: See *Ghul*.
Hathol Hammersmith (460): The first Night King in Dwarvenhearth.
Iridithil (207): Legendary Elder Elf known for sheltering the needy.
Jan Dalen (320): Prustan general in the Ghulwar.
Kagrisos (28, 112): Ghost-lich that threatened to unleash a disease on the world; killed by Abesh Runihan.
Kam (81, 372): Halfling monk and a member of the Great Seven who killed Ghul.
Karalada (422): Sorcerer sister of Karanosin near the Slave City; foe to Father Claw.
Karanosin (422): Sorcerer sister of Karalada near the Slave City; foe to Father Claw.
Kaval Stardelve (462): One of the last Day Kings, and probably one of the greatest.
Khelaeson (81, 139): Elf wizard who banished the Utterdark.
The Last King: See *Rissathion, King*.
Lukas Mikolic (236): Prince of the Church when Ptolus became the heir's home, buried in the Necropolis.
Maeritha Moonrise (372): Created the Quaan and helped slay Eslathagos Malkith.
Maven Balacazar (100): Menon's great-great-grandmother; ran the crime family circa 547 IA.
Mrathrach (60): A Vested of the Galchutt who sought to imprison the Gilded Angel to destroy the world.
Nitham (112): A friend of Abesh Runihan; like Arlian, could see fates.
Norrid Favanar (116): Onetime Commissar of Ptolus.
Palabosh, Holy Emperor (293): Uncle of current Holy Emperor Rehoboth Ylestos.
Parnaith (28, 526): Powerful mage who created the Seven Jewels (along with the Wizard-Priests of Ni-Gorth). Tried and failed to reverse the corruption of her husband, Danar.
Polemith (523): A former lieutenant of the Dread One; created the Dire Song.
Radlov Von Tessel (29): Nephew of first Emperor; become the second Emperor.
Rissathion, King (87–88, 296): The Last King of Palastan, slain by Ghul.
Rudolf Von Tessel (83): Main Purveyor of Law and former Emperor.
Runshallot (81, 372): Human cleric of Gaen and a member of the Great Seven who killed Ghul.
Saerth (81, 372): Elf wizard-rogue and a member of the Great Seven who killed Ghul.
Saggarintys the Silver King (75, 419): Silver dragon who helped Danar in the Banewarrens.
Shay Orridar (84): Recreated the Knights of the Golden Cross.
Silver Sisters: See *Karalada* and *Karanosin*.
Skull-King: See *Ghul*.
Tomas Storocek (236): Former leader of the Keepers of the Veil.
Tacheron Kint (28, 372): A famous fighter and explorer who rescued children from the Shadow of Ptolus.
Tarbenthis Frome (322): A corrupt Commissar in 547 IA, Maven Balacazar had him in her pocket.
Thadeus Koll (226, 326): Discovered the Shadow of Ptolus.
Thoggidrum (60): A Vested of the Galchutt who received the Dreaming Stone; now Oracthon.
Thoy Champous (372): A human paladin of Ahaar, now in the Hall of Heroes.
Tirestian (296, 329): Aasimar wizard who designed the Tower of House Dallimothan and the Pale Tower.
Uthegos (81, 372): Dwarf fighter and a member of the Great Seven who killed Ghul.
Vaklav Von Tibbitz (119): Founded the Keepers of the Veil.
Vedisham Ylestos (149): Former Emperor of the Church.
Vladaam (60): A Vested of the Galchutt; rent the veil between life and death to bring forth the undead.
Yllistro (81, 372): Half-elf sorcerer-ranger and a member of the Great Seven who killed Ghul.
Yrkyth Vladaam (28, 97): A mad wizard who built the Enigma Engine.
Zachary Hedron (372): Fighter who died rescuing people in the Great Fire of 701 IA.

Sumar (606): Slave from Uraq kept in the Balacazar cave complex by the sea.
Surmoil Rallekred, Shigmaa (244): Forsaken sorcerer.
Synethys (346): Half-dragon Sorn member, claims to be a half-demon.
Synlass Perideth (298): Elf member of House Sadar.
Tabor Danbury (202): Danbury's proprietor.
Tagel Unergart (27): Order of the Dawn leader.
Tal Ingersol (193, 426): Leatherworker in the Guildsman District and the Undercity Market.
Talenta (398): Trumpet archon in the Temple District with viral goodness plague.
Taliestha (456): Female dark elf fighter of Ul-Sinistar.
Tallaeth (92): Ethisha Kath's half-elf husband.
Taltos Urnst (427): Claims to be the Commissar's cousin; runs Urnst, Alchemist.
Tamora Rigan (365): Runs the Rogue Moon Trading Company local office.
Taran Mult (175): Manages the Sailors' Rest bar.
Tarin Ursalatao (204): Talented and charismatic bard at the Ghostly Minstrel.
Tarkus (406): Centaur member of the Pale Dogs, a messenger for Jirraith.
Tashari Lin (365): A main Rogue Moon stockholder; ex-wife of Linech Cran.
Tasilicus Rhendron (331): Wizard at the Pale Tower.
Tellian Riverborn (387, 583): One of the Company of the Black Lantern, a cleric of Navashtrom.
Tellith Herdsman (204): Manages the inn at the Ghostly Minstrel.
Teophia Jewelblade (214): Gnome wizard and friend of the North Point Restaurant's owners.
Terraeth Whispermoon (333): Harrow elf sorcerer; a specialist in fighting threats to city.
Terrek Nal (220, 222): A student of Golatham Naddershrike who killed him in anger.
Terella Spoch, Sister (125): Cleric at the Bladechapel.
Terrik Clanstone (450): Dwarf leader of Kaled Del.
Terros Kallind (316): Human gladiator in Oldtown.
Testusumi (317): Guardian naga at the Citadel of the Golden Cross.
Teyvran Newaster (291): Owner of the Crown Theater.
Themus Wuur (190): Half-orc owner of the Skull and Sword bar.
Therese Urnst (148, 154): Eldest of the Commissar's daughters.
Thollos Shever (96): Head of House Shever.
Thord Questin (612): Recently excommunicated cleric of Melann.
Thorrim Kolvir (225): Centaur paladin in Midtown.
Thuela Nasarini (122): Halfling (aranea) crime boss for Killraven in Oldtown.



Thurman Rees (334): Proprietor of the White House in Oldtown; cousin of Barras Noven.
Thurvan Rashong (328): Daersidian Ringsire's friend; stole the *box of shadows* and was corrupted.
Tiel Lawley (398): Well-known warrior and worshipper of Battle.
Tillian Dallaster (292): Daughter of Rillis and Nora.
Timerian, Velator (421): Insane leader of the Order of the Legacy beneath Ptolus.
Tinareg (256): Old half-orc in the Dark Reliquary's prison whose tooth has Ochremeshk's symbol.
Tinerias Edren (320): A philosopher.
Tirres (426): Centaur weaponsmith in the Undercity Market with a workshop in the South Market.
Tissakal (409): Dark elf killer in the Warrens.
Toman Etherin (201): A commoner with missing daughter in Midtown.
Torel Sellek (188): Longdraught Brewery worker.
Toridan Cran (593): Half-orc criminal brother of Linech.
Travinor Rem (427): Rogue proprietor of Scouts, Guides, and Porters; also runs the Dark Market.
Tuea Severwing (124): Harrow elf paladin Knight of the Golden Cross.
Tully Boltcrafter (203): Ebbert's brother; took one too many blows to the head in his adventuring days.
Tussi Moheath (192): Runs Tabby's Den.
Tyonaeth Glittersprite (426) Elf sorcerer and coproprietor of Potions and Elixirs.
Tyrese Anvilfist (115): Tinsmiths' dwarf guildmaster.
Tyrus Green (174): A ghost at Pier Five in the Docks.
Tyrus Marphel (154): Fired from the Fire Brigade following a scandal.
Udalaag (577): Abused half-dragon burrower rescued by the Runewardens and turned to good.
Uetha Wolanat (124): Half-elf cleric of the Elder Gods and Knight of the Golden Cross.
Ularis Gadare (123): Killraven's half-elf rogue lieutenant in the Guildsman District.
Uldrick Kord (106): Guildsman District crime boss.
Ulithik (509): A monstrous, tentacled sorcerer in the Misbegotten Tower.
Ulti (247): One of two night hags (with Ilti) in the Dark Reliquary.
Unirthom the Blue (116): An Inverted Pyramid master.
Urak Nar (363): Mahdoth's Asylum administrator.
Urasta, Shigmaa (114): Tiefling Forsaken leader.
Uris Donnel (357): Falles' son, runs a leather shop in the South Market.
Urlenius (387): Ogre-mage Star of Navashtrom.
Urnest Ankismar (391, 394): A wererat and one of the heads of the Temple of the Rat God.
Ursaon Brightfall (426): Half-elf pawnbroker at Urason's Used.
Urshanna (408): Dark elf priestess who runs Madame Kaethea's House.
Utha Aryen (309): Co-owns the Red Stallion Pub.
Uthlachiman the Elder (456): Blue dragon who leads a sorcerer cabal in Ul-Sinistar.
Utresh Dallimothan (90): Adult bronze dragon.
Uyethicas (272): One of the Wintersouled.
Vaethir Erthuo (91): Elf member of House Erthuo.
Vagger Nulus (592): Small-time hood with big ambitions.
Vala Ivansk (175): Owns the Sailors' Rest bar.
Valene Schuk (365): Owns the Welcome Inn with Markus.
Vanum Vaal (348): Alias for the Shadow Eyes in his guise as a witch and Killraven ally.
Vard Hillman (204): Owner of the Ghostly Minstrel.
Varen (528): Ruler of Av.
Varthis Starborn (208): Gnome squatter at Iridithil's Home.
Vatur (426): Lizardfolk who repairs damaged equipment from his Undercity Market booth.
Veda Medaris (186, 410): Head of the Ironworkers' Guild.
Velator: See *Timerian*.
Verrana Rau (94): Head of House Rau.
Vestra Totharson (317): Paladin with the Order of Dayra; friend of Dierna at the Bladechapel.
Vexander Sangreal (583): Elf mage and a member of the Company of the Black Lantern.
Vissuine (456): Dark elf evoker in Ul-Sinistar.
Vladimir Urnst (427): Claims to be the Commissar's cousin; helps run Urnst, Alchemist.
Waeven Iosanil (337): Elf philosopher.
Wandering Smith (367): Avatar of the Iron God in the South Market.
Wareth Naddershrike (347): Brother of the murdered wizard Golathan.
The Warhound (258): Special retriever in the Dark Reliquary.
Wilhemara (536): Cloud giant queen in the dungeons of Jabel Shammar.
Winistar "Winnie" Potter (218): Owns Potter's inn.
Winteril (372): Cherubim elf at the Celestial Conclave.
Wuntad, Shigmaa (73): Seeks to unite the chaos cults for the Night of Dissolution.
Wynn Rabinall (373): Powerful monk and leader of the Order of the Fist.
Wynthaes (176): Cherubim elf spy who seeks out slavers in the Docks.
Yahn Runhald (193): One of Ullar's sons.
Yallis Kether (309): Co-owns the Red Stallion Pub.
Yarek Nagel (93): A doddering noble uncle.
Yarrana Montass (315): Minister of Trade.
Yavan Helliscon (301): Owns Swordthrower's Club; a member of House Abanar.
Yavil Totharson (317, 347): A retired soldier at Jangave's Training Hall; brother of Vestra.
Yavos Nared (345): Evil Sorn cell leader at Darksoul House.
Ylouil (608): Demon spirit possessing Linech's pocketwatch.
Ymrik (326): Frost giant who stole the *box of shadows.*
Yorid Glitterfist (148): A representative of Kaled Del among the Twelve Commanders.
Yuethi Mooncircle (107): Vies for leadership of Brotherhood of Redemption.
Yul Havan (206): A barber at Havan's Haven.
Yula Falass (333): Abjurer known as a security specialist.
Yurikin Falahoff (358): Fabric Market manager.
Zachean (466): Dark elf vampire in Dwarvenhearth.
Zade Kenevan (204): Gruff and skinny bartender at the Ghostly Minstrel.
Zaetra (208): Cherubim elf and a close friend of Doraedian Mythlord.
Zairic Westridon (363): Mahdoth's gnome wizard assistant who hangs out at Danbury's.
Zalisartaram (346): Harrow elf games expert.
Zastanix (242): A flylike demon in the Dark Reliquary.
Zathiriax (492): Orc sorcerer and leader of the Sorn-Ulth orcs beneath the Nobles' Quarter near Goth Gulgamel.
Zavere, Lord (286): A Lord of Castle Shard.
Znaam (527): Bloated insectlike ruler of Imn.
Zophas Adhar (125, 577): Aasimar paladin and Knight of the Pale; member of the Runewardens.

FRIENDS AND FOES

If you're looking for enemies or allies for your player characters, check the appropriate level in this list, then refer back to the NPC glossary for the page number where you can read more about the character.

Friends

Low-Level Friends

Bermund Thorn (cleric of Ahaar)
Cardilion Brunner (Knight of the Pale at the Bladechapel)
Chuster Nogol (Bankers' guildmaster)
Dartalius Estalon (new Knight of the Pale at the Bladechapel)
Derrence Springdart (sells everburning torches in Undercity Market)
Dessis Palath (gnome Knight of the Golden Cross)
Fabitor Thisk, Brother (chaplain of St. Gustav's)
Gorti Jurgen (Delver's Guild's Undercity Market representative)
Igor Reichstav (friend to flies in the Necropolis)
Mand Scheben (cleric of Asche, friend of Castle Shard)
Migos Foraeth (half-elf proprietor of the Black Swan)
Myraeth Tuneweaver (elf wizard Oddities shopkeeper)
Nyphistree Silvertree (head of Order of the Bow)
Oron Bridgemaster (bartender at Danbury's)
Rastor (litorian weapon shopkeeper)
Salora Hail (potter and gossip in South Market)
Seanus Illithan (drug lord Linech's newest employee)
Tal Ingersol (leatherworker in the Guildsman District and Undercity Market)
Tellith Herdsman (manages the inn at the Ghostly Minstrel)
Terros Kallind (gladiator in Oldtown)
Thorrim Kolvir (centaur paladin in Midtown)
Vatur (lizard man, repairs damaged equipment in Undercity Market)

Mid-Level Friends

Aran Boturr (high priest of Navashtrom)
Beck Von Tibbitz (Keepers of the Veil leader)
Brig Stoneheart (a Knight of the Pale)
Brusselt Airmol (halfling master thief)
Cerrinthan "Cerry" Sanserra (Balacazar diplomat)
Daersidian Ringsire (elf battle mage)
Darthalis Temester (information broker in North Market)
Devina Kath (head of House Kath and Conservatory chancellor)
Doraedian Mythlord (master of Iridithil's Home)
Erred (centaur Fate Weaver)
Esgilar Masters (leader of the Order of the Steadfast Heart)
Falstef (astral deva in Dark Reliquary)
Felaer (deva at the Pale Tower)
Fransin Nagel (head of House Nagel)
Hallusiun Everfar (a Knight of the Chord)
Jallek Pedastan (a Knight of the Golden Cross)
Jevicca Nor (well-known Inverted Pyramid mage)
Kaira Swanwing (leader of Knights of the Golden Cross)
Liessa Vergan (high priestess of Celestial Conclave)
Naevin Swanwing (a Knight of the Golden Cross)
Nara Rau (expert in appraising goods and people)
Narlus Dye (bard at the Pale Tower)
Neridoc Bittersong (the Arcane Scribe in the Undercity Market)
Phadian Gess (Keepers of the Veil seneschal)
Prince Ironheart (a Knight of the Pale)
Quaelin Fillasti (Knight of the Golden Cross)
Ralelle Noramar (a Knight of the Golden Cross)
Rill, Lady (Lord of Castle Shard, Bride of Magic)
Sheva Callister (famous delver, retired)
Soren Clanstone (dwarf prince)
Tasilicus Rhendron (wizard at the Pale Tower)
Tiel Lawley (warrior and priest of Battle)
Tuea Severwing (a Knight of the Golden Cross)
Urlenius (ogre-mage Star of Navashtrom)
Zaetra (Cherubim elf wizard)
Zairic Westridon (assistant to Mahdoth)
Zalisartaram (Harrow elf games expert)
Zavere, Lord (Lord of Castle Shard)

High-Level Friends

Adlam Theobold (Lothianite archbishop in St. Valien's Cathedral)
Andach (druid master of Clasthamus Isle)
Ashby Gerard (one of the Twelve Commanders)
Barit Calomar (a high priest of Gaen)
Dierna Hillerchaun (Knights of the Pale leader)
Kadiradel (solar Malkuth high-up)
Melior Kalen (a high priest of Gaen)
Nivae Tamelli (greatest bard in Ptolus)
Steron Vsool (champion of Gaen and the city's greatest paladin)
Veda Medaris (head of Ironworkers' Guild)
Wynn Rabinall (head of Order of the Fist)

Foes

Low-Level Foes

Bartel Denton (crooked South Market Watch captain)
Cravish Nathed (Nobles' Quarter crime boss)
Derral Fank (Pale Dog)
Dollin Ebonhome (North Market crime boss)
Durant (troglodyte Killraven operative)
Elga Kord (Rivergate crime boss)
Eyvind (ambitious fugitive in the Slave City)
Ferrid Naphon (Docks crime boss)
Korben Trollone (South Market crime boss)
Lerthan Dergstrom (Oldtown crime boss)
Linech Cran (drug smuggler in Rivergate)
Malleck Javimal (powerful Ebon Hand priest)
Meither Amost (North Market crime boss)
Nagrus (Warrens crime boss)
Nalleth Falcron (possessed slayer in Guildsman District)
Ortry Gannon (Pale Dog)
Scrud (Gutterkings leader)
Shilukar (dark elf chaositech puppetmaster)
Silion Ankismar (a head of the Temple of the Rat God)
Synethys (Sorn half-dragon)
Thuela Nasarini (Oldtown crime boss)
Tissakal (dark elf killer in the Warrens)
Toridan Cran (half-orc criminal)
Uldrick Kord (Guildsman District crime boss)
Urnest Ankismar (wererat head of Rat God Temple)
Vagger Nulus (small-time hood with big ambitions)

Mid-Level Foes

Aggah-Shan (lich owner of the White House)
Alevolenz (dark elf ruler of House Vrama)
Aliaster Vladaam (arcanist son of Iristul)
Ander Von Yelsin (dubious Conservatory instructor)
Araki Chipestiro (Yearsend child and runecaster)
Arkhall Vaugn (infamous Balacazar wizard)
Erda Schenk (crooked Oldtown Watch captain)
Feegus, Doctor (Shuul creator of the Prajdall)
Gattara Vladaam (Iristul's daughter)
Godfred Vladaam (Iristul's son)
Hadrien Runihan (Covenant of Blood vampire)
Helmut Itlestein (republican leader)
Jirraith (Pale Dog crime lord and doppelganger)
Karee (Harrow elf vampire and member of the Covenant of Blood)
Krag (warrior in the Cock Pit's arena)
Lackie (the Beggar King)
Laithe Silksong (manages drug traffic through the Spice Market)
Malasir (efreeti Killraven operative)
Malegoch Krill (Ennin leader in Dark Market)
Malkeen Balacazar (Balacazar heir)
Maystra Balacazar (Menon's daughter)
Navanna Vladaam (noblewoman arcanist seeking *Banewarrens key*)
Odsen Rom (Prison warden)
Pared Cobart (Masons guildmaster)
Ritter Ratagan (Ennin leader)
Surmoil Rallekred (Forsaken sorcerer and shigmaa)
Talenta (trumpet archon with viral goodness plague)
Thurvan Rashong (holds the *box of shadows*)
Vanum Vaal (the Shadow Eyes' witch identity)
Wuntad, Shigmaa (uniting the chaos cults for Night of Dissolution)
Yavos Nared (evil Sorn cell leader)
Zachean (dark elf vampire in Dwarvenhearth)



High-Level Foes

Dered Abanar (head of House Abanar)
Derresh (greatest assassin in Ptolus)
Drusii (marilith in Dark Reliquary)
Erediana (dark elf ruler of Nluguran and House Thess)
Keper, Lords (twins Reddis Keper and Neivis Keper of the Vai)
Kevris Killraven (hag crime lord)
Lilith (leader of the Fallen)
Medre Allaconda (head of Covenant of Blood)
Menon Balacazar (head of the crime family)
Raenashal (dark elf mistress of Ul-Sinistar)
Renn Sadar (head of House Sadar)
The Shadow Eyes (sorcerer clone of Aelian Fardream)
Travinor Rem (runs the Dark Market)
Urasta, Shigmaa (Forsaken leader)

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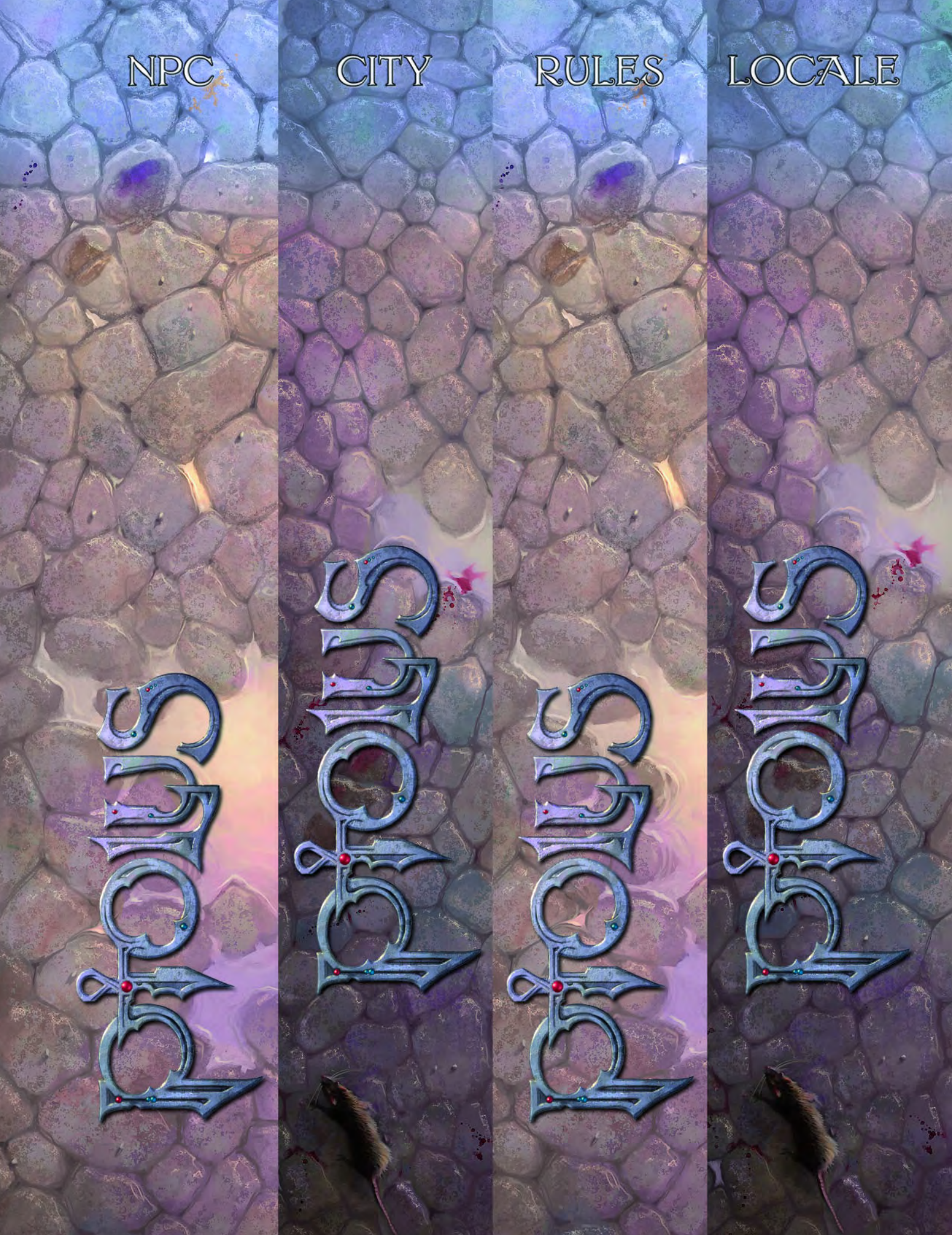
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NPC
CITY
RULES
LOCALE
BLOODS
BLOODS
BLOODS
BLOODS

Ptolus

Rivergate
North Gate
Tournament Field
King's River Gorge
King's River
Old City Gate
Nobles' Quarter
The Spire
Oldtown
Jeweled Cliffs
Dalen's Cliffs
South Market
Market Gate
Tent City
South Gate
North Market
Temple District
Emerald Hill
Delver's Square
Midtown
Fairbriar
Longbottom
Guildsman District
Guilder Gate
Katterwood
Mane
Narred
Necropolis
The Docks
Gasping Falls
The Warrens
Bay of Ptolus
Cliffs of Lost Wishes
Beacon Island

1200 feet



Full City Map Key

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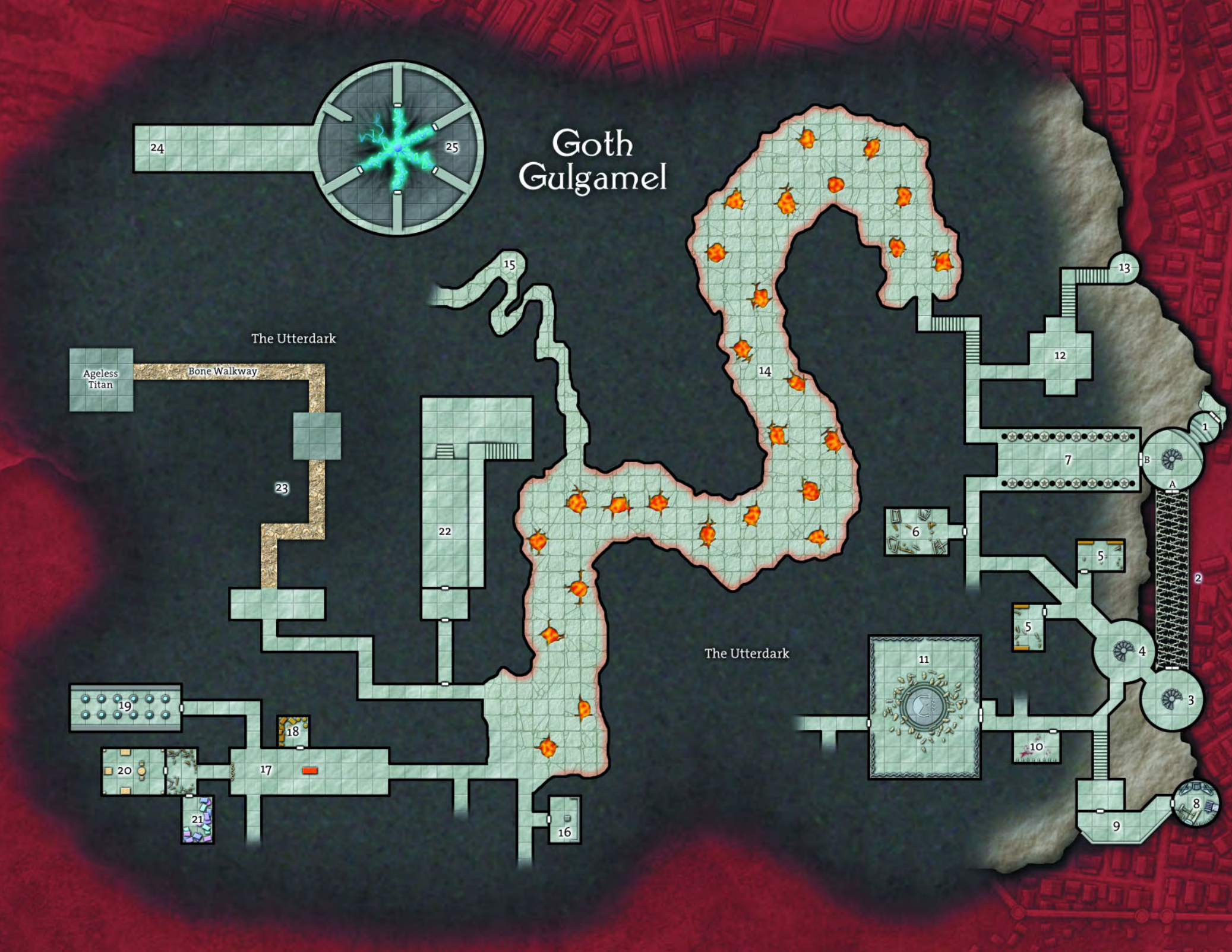
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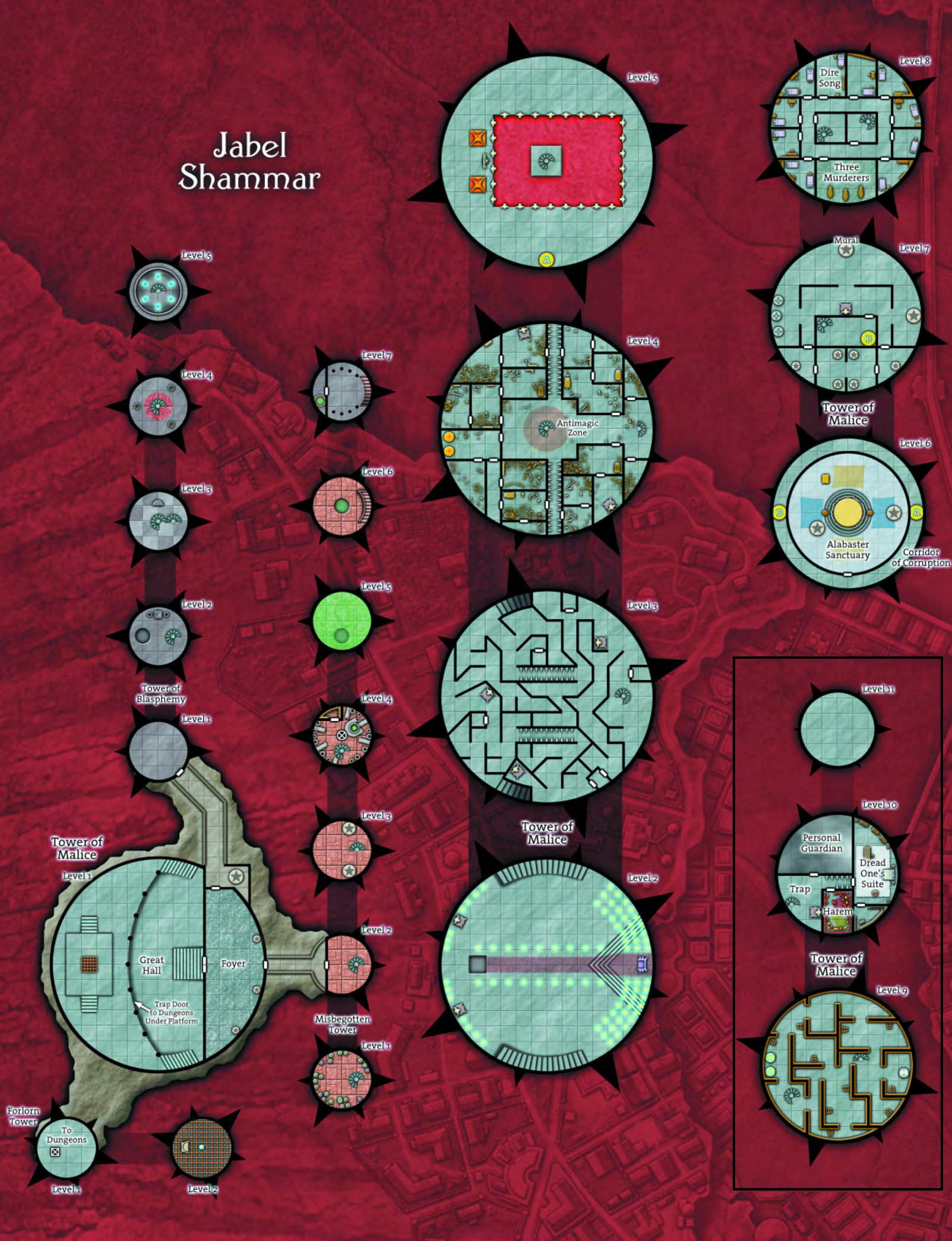
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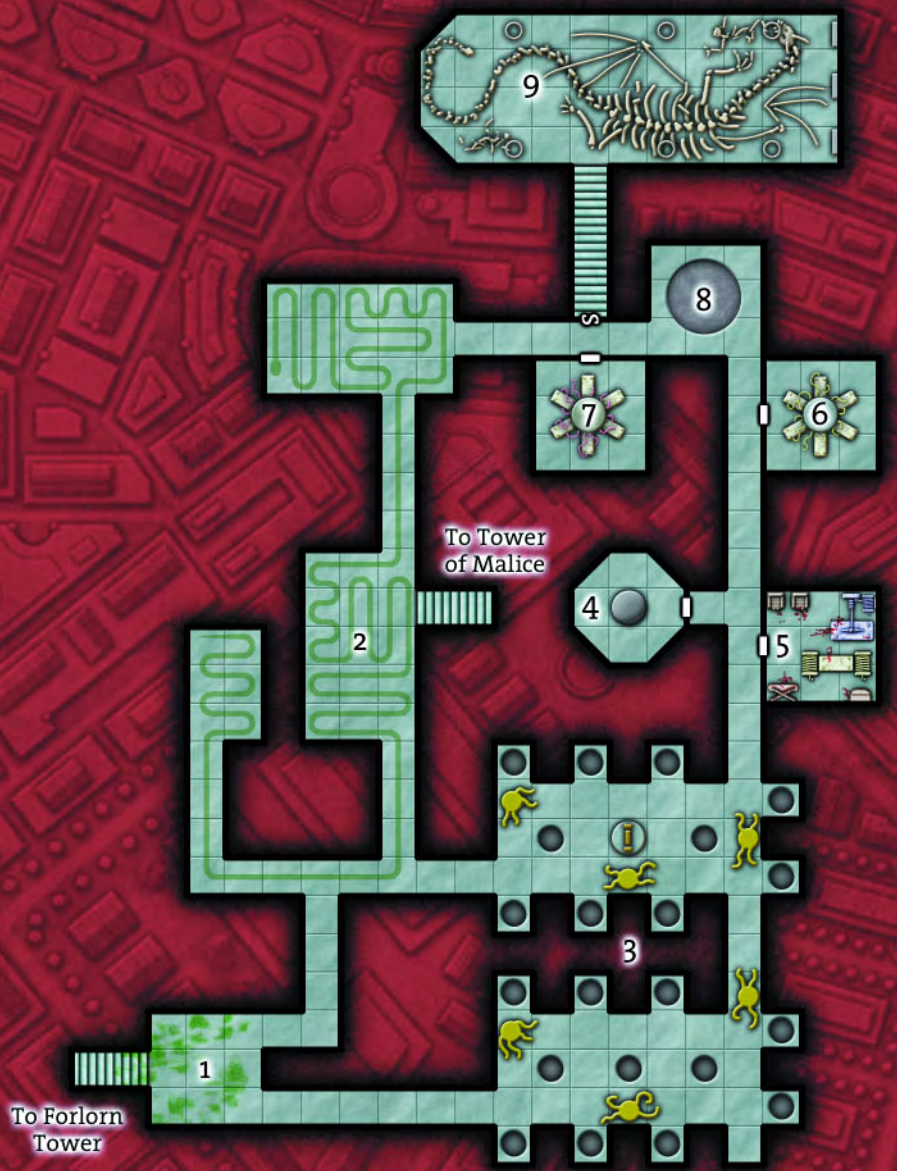
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Goth Gulgamel
The Utterdark
Ageless Titan
Bone Walkway
The Utterdark
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Jabel Shammar
Level 5
Level 4
Level 3
Level 2
Level 1
Tower of Blasphemy
Great Hall
Foyer
Trap Door to Dungeons Under Platform
Tower of Malice
Level 1
Forlorn Tower
To Dungeons
Level 1
Level 2
Level 7
Level 6
Level 5
Level 4
Level 3
Misbegotten Tower
Level 1
Level 5
Level 4
Antimagic Zone
Level 3
Tower of Malice
Level 2
Level 8
Dire Song
Three Murderers
Mural
Level 7
Tower of Malice
Level 6
Alabaster Sanctuary
Corridor of Corruption
Level 11
Level 10
Personal Guardian
Dread One's Suite
Trap
Harem
Tower of Malice
Level 9

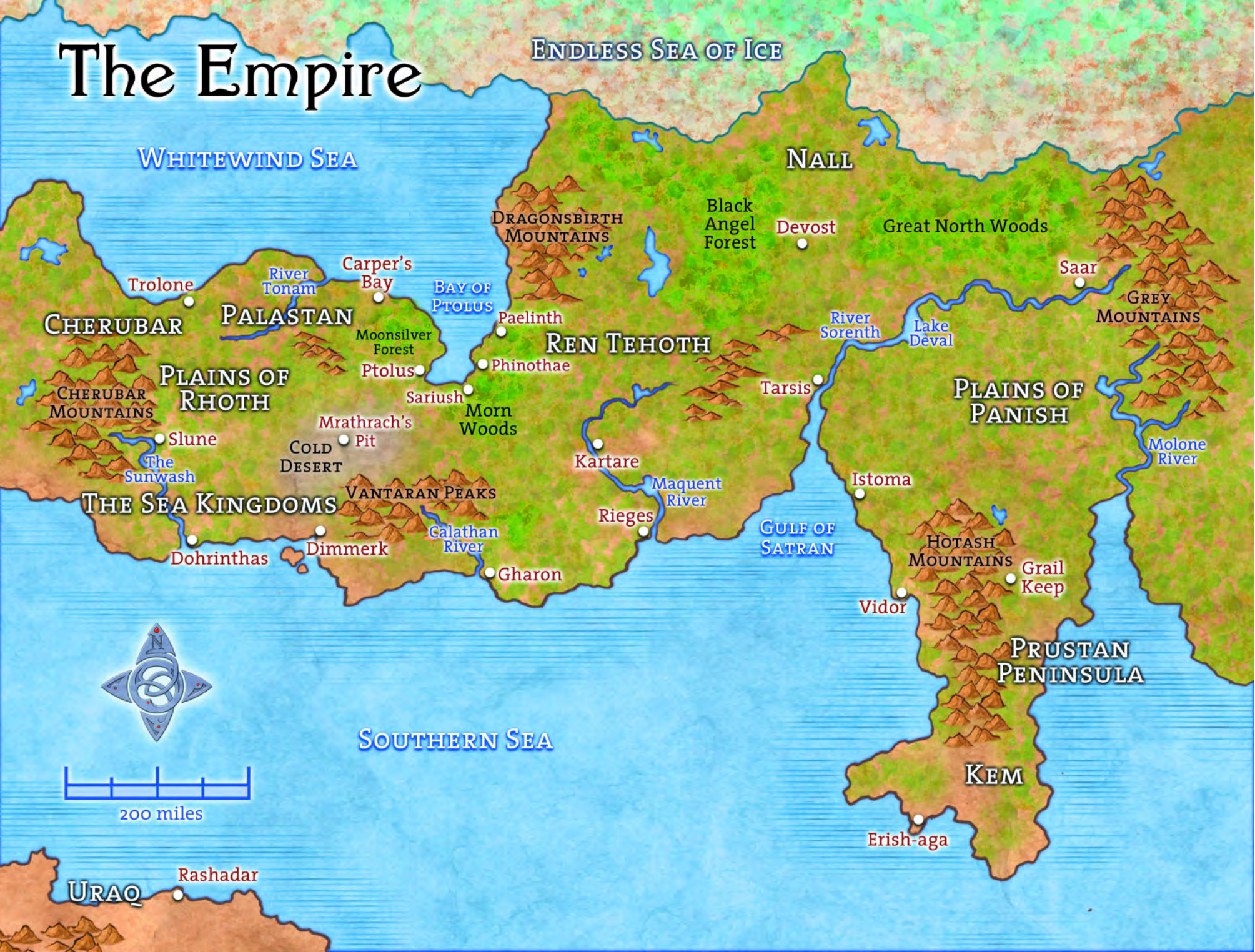
The Dungeons



Key

- Blasphemous Shrine
- Cage
- Bladed Hallway
- Statue
- Pit or Hole
- Plug
- Teleporter
- Roper
- Golems

1 square = 10 feet


The Empire
Endless Sea of Ice
Whitewind Sea
Nall
Dragonsbirth Mountains
Black Angel Forest
Devost
Great North Woods
Saar
Grey Mountains
River Tonam
Carper's Bay
Trolone
Bay of Ptolus
Cherubar
Palastan
Moonsilver Forest
Paelinth
Ren Tehoth
River Sorenth
Lake Deval
Ptolus
Phinothae
Plains of Rhoth
Tarsis
Plains of Panish
Cherubar Mountains
Sariush
Morn Woods
Mrathrach's Pit
Cold Desert
Slune
The Sunwash
Kartare
Molone River
Istoma
Vantaran Peaks
The Sea Kingdoms
Maquent River
Rieges
Gulf of Satran
Calathan River
Hotash Mountains
Grail Keep
Dohrinthas
Dimmerk
Gharon
Vidor
Prustan Peninsula
Southern Sea
Kem
Erish-aga
200 miles
Rashadar
Uraq


Eastern Palastan
Carper's Bay
Tessen
Nakron
Emperor's Road
Old Coast Road
Soerith
Camber
Whitewind Sea
Moonsilver Forest
Vioth
Vioth Road
Caeralith
Storch
Moonhunt River
Thaerith
Thymael
Twillendale
Old Coast Road
Faelasith
Durgle
Emperor's Road
Ashenburg
Farris
Bay of Ptolus
Balleton
King's River Road
King's River
Rolomsford
Larth
Spire
Ptolus
Charenburg
Emperor's Road
10 miles
South Road

DELVER'S SQUARE

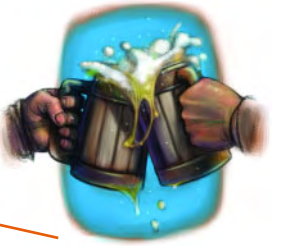
(Runihan Square)



Danbury's



Rastor's Weapons



The Ghostly Minstrel



Ebbert's Outfitters

Bull and Bear Armory

Myraeth's Oddities



Watchhouse

Potter's

St. Gustav's Chapel ↘



Comprising the square itself and the area surrounding it in a five- or six-block radius, Delver's Square lies near the center of Midtown, on Center Street between Tavern Row and Lower God Row. It serves as a central focus for adventurers who come to the city. Originally called Runihan Square, the place was named after the heroic fighter Abesh Runihan, who slew the evil ghost-lich Kagrisos as it was about to loose a terrible plague upon the city. A fourteen-foot statue of Runihan stands in the center of the square before a round fountain. Aside from hosting a number of businesses, most of which cater to adventurers, Delver's Square also contains the main entrance to the Undercity Market: a wide staircase right behind the statue.

See descriptions for Delver's Square locations on the reverse.

BULL AND BEAR ARMORY

Hirus and Sholum Feek, the two brother blacksmiths who operate the Bull and Bear, don't forge anything fancy. They buy and sell armor brought to them and create armor to order. They cannot create magical armor, but more often than not, they've got some *+1 studded leather*, *+1 chainmail*, or a *+1 breastplate* on hand. Sometimes they have more or better armors as well.

DANBURY'S

Danbury's bar caters to arcanists. Most of the customers are mages who come in to be with kindred souls. Here they conduct business and trade secrets and spells. An agent handing out tokens for the Dreaming Apothecary is virtually always present, handling paperwork at a table right in the pub. Tabor Danbury serves as the proprietor; Oron Bridgemaster is the bartender.

EBBERT'S OUTFITTERS

Ebbert Boltcrafter, a rotund, good-natured dwarf, runs a business designed specifically with the adventurer in mind. Those entering his shop will find spools of hundreds and hundreds of feet of rope, barrels and barrels of torches, and tools ranging from a simple spike and mallet set to the most intricate of lockpicks. Ebbert pushes odd equipment that a new (or even not so new) delver might not think to take along, like chalk to mark passageways. He also sells signal whistles along with a short, free list of easy-to-use codes to help a group communicate underground while out of sight of one another. He even has some equipment he created himself. Ebbert sells neither weapons nor armor, and he doesn't buy used merchandise. For these needs, he recommends Rastor's, the Bull and Bear, or Myraeth's, respectively. Members of the Delver's Guild enjoy a 10 percent discount at Ebbert's Outfitters.

THE GHOSTLY MINSTREL

An inn, a pub, and a restaurant all in one, the Ghostly Minstrel is the adventurer's meeting place of choice. It has earned a reputation as the central feature of Delver's Square and the focal point in the world of the delvers who plumb the depths below the city.

On its second and third floors, the inn has a total of thirty guest rooms. Vard Hillman, the owner of the Ghostly Minstrel, keeps a low profile. Although he is there most days, he spends his time in the kitchen or in his makeshift office in the back of the third floor storeroom. The "faces" of the Ghostly Minstrel are Tellith Herdsman, a pretty young woman with reddish-brown hair who works the front desk, managing the inn portion of the establishment, and Zade Kenevan, a bald, skinny, and gruff bartender who remembers virtually everyone that comes in. In recent weeks, about every other night a minstrel named Tarin Ursalatao entertains taproom customers. Tarin is quite an amazing draw, particularly to the female clientele—he has a magnetic sort of charm in addition to his fabulous good looks.

MYRAETH'S ODDITIES

(varies)

Myraeth Tuneweaver bills his shop as a place to buy and sell the strange trinkets and "oddities" found below the city, but in fact his shop is much more than that. It is, quite literally, *the* place for adventurers to sell what they recover on their adventures below the streets. From brass candlesticks to gemstones to antique spoons, Myraeth will assess and buy virtually anything.

The important thing, however, is that Myraeth buys and sells magic items of all kinds. A visitor to Ptolus might find it odd that this is a unique aspect—one might expect the city to have a dozen such shops. Nevertheless, with the exception of a couple places that sell potions or scrolls, Myraeth's is the only store of its kind. The elf's ever-changing stock of magic items makes his shop extremely popular with the local adventurer population.

POTTER'S

You get what you pay for. Winistar (Winnie) Potter is the proprietor of this low-rent hostel that caters mostly to down-on-their-luck adventurers and up-and-coming wannabes who have spent what little money they had on equipment. Winnie inherited the place from her father, Delbart, about fourteen years ago. In days long past, Potter's was much more upscale, but time has taken its toll, and adventurers are hard on a place. Winnie herself is only in her mid-thirties, but she appears much older and always tired.

RASTOR'S WEAPONS

(varies)

Rastor is a massive litorian with beads tied into his mane. He is well known in the district for his impeccable honor and incredible dignity, as well as his great skill with weapons. Having worked with armaments for years, Rastor can look at any weapon, heft it, swing it a few times, and tell its exact enchantment bonus without need of a spell like *identify*. He gives customers his assessment of a weapon for no charge. Since he buys arms of all kinds, Rastor has a number of masterwork weapons and almost always has some magic weapons for sale. While used, they are always in good condition. Rastor does not make weapons, he only buys and sells used ones.

ST. GUSTAV'S CHAPEL

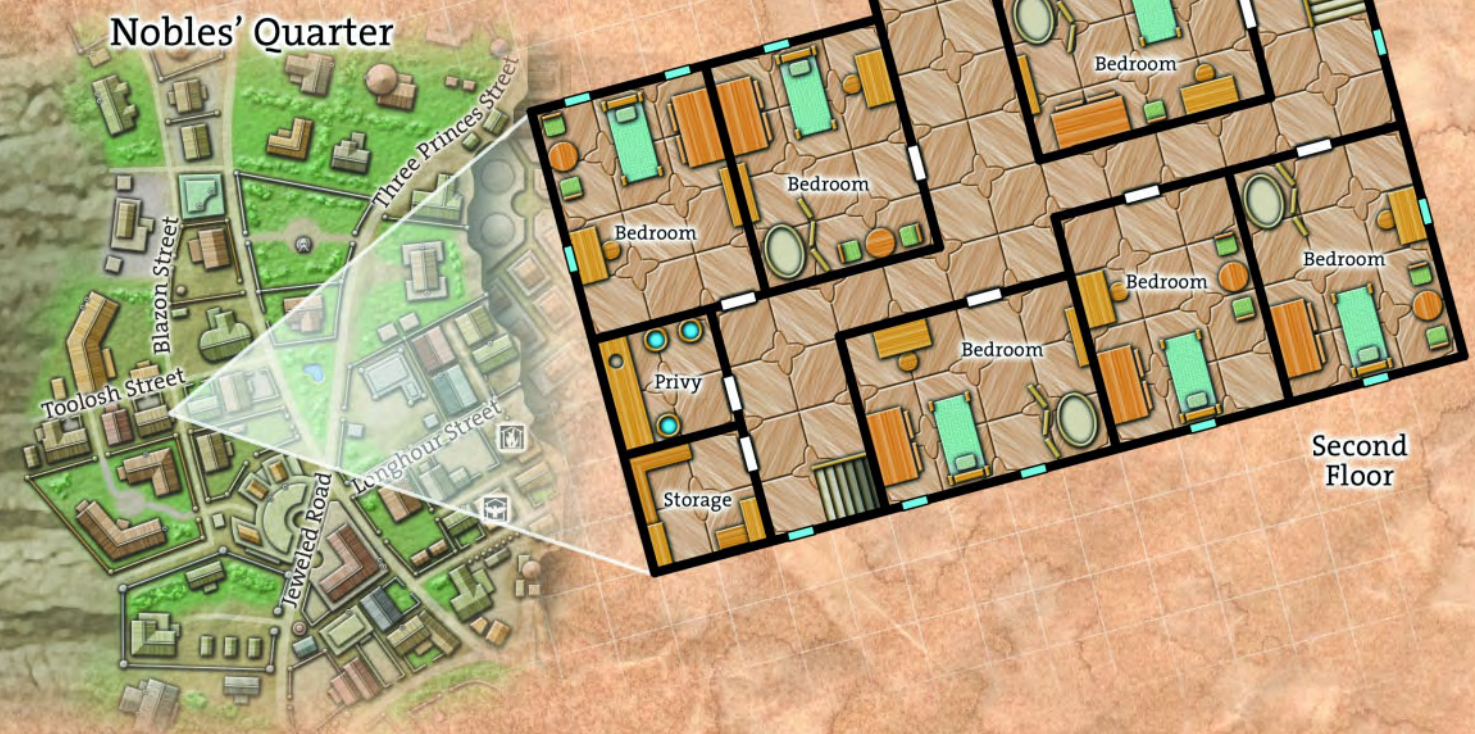
One of two churches of Lothian in Midtown, St. Gustav's is a small chapel run by Brother Fabitor Thisk. It seems dingy and run down compared to other temples in the city, particularly Lothian's. The common wisdom is that St. Gustav's exists to give adventurers a place to go so they don't come to St. Valien's Cathedral. The non-adventuring populace likes it that way, particularly the nobles and wealthy citizens who contribute heavily to St. Valien's coffers. Brother Fabitor is earnest and well meaning. Moreover, he is extremely sincere in his beliefs and his desire to help those in need. St. Gustav's contributes to the overall Church's coffers through the sale of curative potions and by providing services like restorations, disease removal, neutralizing poison, and other healing.

Rosegate House



Ground Floor

1 square = 5 feet

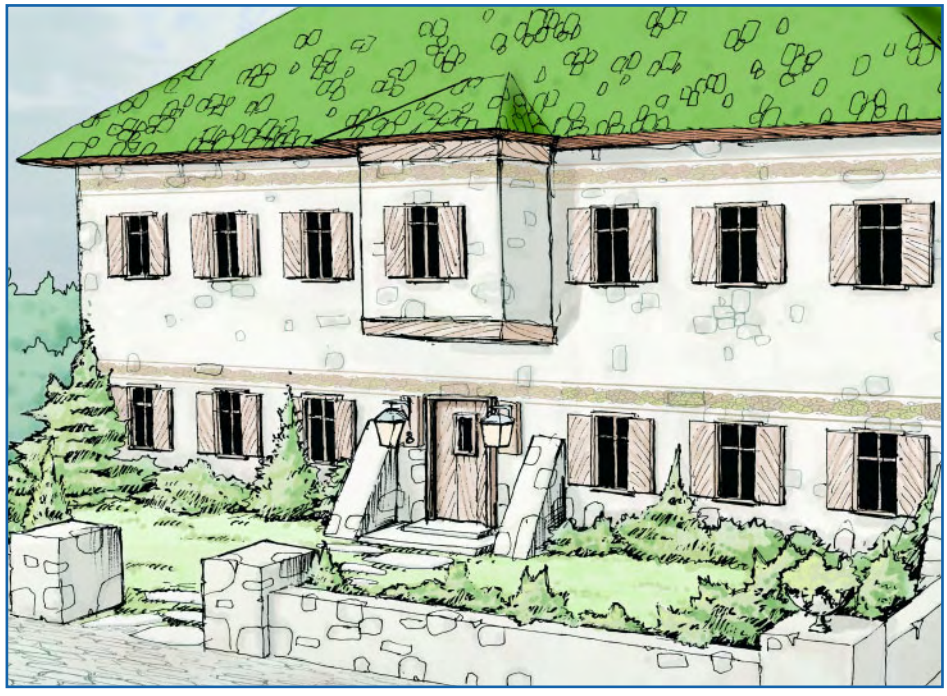


Second Floor

ROSEGATE HOUSE

Rosegate House is a hundred-year-old structure of stone and mortar in the Nobles' Quarter, situated in a neighborhood of similar homes. Large and lavish by the standards of anyone short of a noble, it has six large bedchambers, servants' quarters, a large dining room, and a massive great room.

Campaign Use: Rosegate House is the perfect abode for medium- or high-level characters. They can purchase the house and the land it is on for approximately 100,000 gp, or it might be granted to them as a reward for a job well done by a noble, the Commissar, or even the Holy Emperor.



Rosegate House lies on the quiet corner of Toolosh and Blazon Streets in the Nobles' Quarter.

THE YARD

The yard around Rosegate House is, not surprisingly, sprinkled with rose bushes, as well as a well-kept lawn and some small trees.

THE GROUND FLOOR

The ground floor of Rosegate House is perfect for entertaining many guests, holding important meetings, or simply relaxing between adventures. See the map on the reverse.

Foyer: The grand entrance into Rosegate House is impressive, with an intricate mosaic in tile on the floor depicting rose vines entwined around a stylized rearing dragon.

Great Room: The great room is large enough to hold a party for dozens of people as well an evening of quiet relaxation for the owners of the house. It has many chairs, divans, small end tables, a gaming table, and even a harpsichord. There are also cabinets for storing games, musical instruments, and other pastimes. A large fireplace with an impressive mantel dominates the western wall. It's just waiting for the owners to hang an impressive trophy, sword, or coat of arms above it.

Dining Room: The banquet hall is dominated by a huge wooden table of exquisite craftsmanship, large enough to seat fourteen people for a meal or a meeting.

Kitchen: This well-appointed kitchen has running water, a large food preparation area, and a fireplace oven as well as a coal stove.

Pantry: The larder is large enough to store a great deal of food for the entire household, as well as herbs and similar goods.

Workroom: The workroom is where the servants perform the necessary tasks of the day, such as mending, repairs, laundry, etc. The owners of the house might use it to perform various craftwork, such as alchemy, magic item creation, fletching, and so forth.

Servants' Quarters: This simple room can accommodate two or three servants—more, if the employer is willing to crowd them a bit.

SECOND STORY

Two stairways lead up to the second story of Rosegate House. The main staircase is in the great room, while the "back" stairs (actually closer to the front of the house) are next to the servants' quarters. See the map on the reverse.

A wide hall runs down the center of the second floor, broad enough to serve as a gallery or similar trophy room if desired.

Bedrooms: Each bedroom door is locked (Open Lock, DC 25) and has its own individual key. Every bedroom has a large bed, although there is actually room for two beds, if desired. Other furnishings include a large wardrobe, a wooden chest (Open Lock, DC 22), a small table, a writing desk, two padded chairs, a bathtub, a folding wooden screen, a brass rack for towels, and some shelves built onto the walls for books or bric-a-brac.

All the windows open and come equipped with a sturdy latch (Open Lock, DC 22, to open from the outside).

Each bedroom has its own small coal brazier to help keep the room warm.

Storage: This small storeroom has a lock on the door (Open Lock, DC 25).

Privy: Rather large by privy standards, these facilities are as nice as they get in Ptolus—which is to say, not very nice.

The Midtown Partisan

A City on Fire Cries out for TRUTH! | Brightfather's Day Edition • 1 cp | Everything Printed Below Guaranteed True

REPUBLICANISM

The Scourge of Our Society

Never in the long history of this magnificent city has its people come under such monstrous threat as they face today in the form of **REPUBLICANISM**. As you read this, a viper in the form of a man spreads his screed throughout the city's streets, whispering tales of **SAVAGE CALUMNY** against the city's fine aristocracy. The viper has a name: **ITLESTEIN**. Let this enemy of the people and all who follow his misguided philosophy henceforth be **PUT ON NOTICE.**

Your pretensions of power mean **NOTHING** to the good people of Ptolus. Your proposals on the role of the common man in society would raise street lunatics to the decorous courts of the Crown Theater. How will a manure-covered indigent rub shoulders with the likes of Lady Devina Kath? At last year's Harvest Symphony, the dazzling old dame wore a dress of sequined lace with a train so long it required **EIGHT** retainers to keep it from touching the ground. Would **ITLESTEIN** raise the retainers to join Lady Devina in the Dance of Peers? Who would be left to protect her dress from the dust upon the marble floor?

And who among the rabble will protect us from the city's enemies? While it is true that Ptolus has not been invaded for centuries, it is also true that the world is full of **SAVAGE BARBARIANS**, no few of whom live upon our own streets. Would **ITLESTEIN** raise the homeless as peers to the champions of **HOUSE KHATRU**? The house already controls a private army of at least 400 hardy soldiers, and it is hardly a secret that the unusually youthful Lord Dorant Khatru also holds the Order of Iron Might in his fist, swelling the ranks of his legion by **HUNDREDS MORE**. Why, Khatru and his host could take over the entire city if he wished, and the common man would have no recourse but to surrender. With so much power already in their hands, why does House Khatru need to swell its ranks with landless commoners? Why indeed does it even need Ptolus itself?

No, Helmut Itelstein. We do not need the rabble infiltrating the gilded festivals and private armies of our genteel nobility. Through accident of birth, the nobles clearly deserve every bit of power and wealth they have accumulated for themselves, and it is not our place to challenge their centuries-held dominance over each and every one of us. Shame, sir. Shame.

Wild Dogs: A New Hazard?

Many Alert Readers have spotted hungry and desperate dogs running loose in the district in recent weeks. We at the **MIDTOWN PARTISAN** implore you to resist the urge to feed these decrepit mutts! We know from Personal Experience that a kindly offer of half a sausage roll to such a mongrel not only robs a bystander of the **ENTIRE ROLL** but also earns him a new and unwanted canine shadow for the rest of the day. Do not be moved by their drooling charade, Gentle Readers, unless you desire a doggy familiar!

Don't Split Our District!

We at the **PARTISAN** have learned that discussions of dividing Midtown into two separate districts have moved from casual chatter in local drinking establishments to serious debate in the halls of the City Council. We are appalled at the very idea, as all right-minded Midtonians would be, and will fight this **CRACKPOT NOTION** with all the power the press can bring to bear. Shall we, residents of the city's largest and most engaging district, become second in size to the likes of the Guildsman District? Shall Oldtown reserve the right to claim the title of Ptolus' most burgeoning burgh? **NO**, we say! Shall we rename our paper the **HALF-MIDTOWN PARTISAN**? The very idea is laughable! In fact, we would support the opposite endeavor: Isn't it time Midtown annexed more territory? For instance, the portion of the South Market from Dragon Street west to Dalen's Cliffs? In any case, citizens of our beloved and **UNITED MIDTOWN**, fear not: The **PARTISAN** will continue to ferret out news of this egregious waste of our government's good time and report it to you without delay.

Dragonscales Players

In an effort to keep the customers that currently leave to patronize Finelle's Pleasant Diversions in Rivergate, the Old Goose is endeavoring to start a Dragonscales League. Players of all levels welcome; instruction available. Games to commence weekly each Airday. Interested players should inquire at the tavern.

Say Nay to Price Gouging!

An open letter to the proprietors of Midtown's dining establishments (Ghostly Minstrel, this means you!): The hard-working people of Midtown have been ever your supportive clientele, but enough is enough! You take food out of our mouths with each new escalation of your menu prices. Where will it end? Why, a Concerned Citizen recently reported the price of 4 silver shields for two mutton chops! Granted, they did come with roasted garlic potatoes (and a delicious creamy tomato-basil sauce), but that does not excuse such extortion of your loyal custom! Mark our words, Faithful Readers: the day is coming when we ALL shall have to take up our swords and go delving in the Undercity simply to find enough gold to pay for our dinners! A sad, sad day, indeed!

Notice

Readers with information on the small fire that broke out in the clock tower on the estate of House Shever on or about the 2nd of Blessing are urged to provide a full written report to the offices of the **MIDTOWN PARTISAN**, Box 339, Midtown Stationhouse. The good citizens of Ptolus deserve to know the truth of this increasingly strange event, and the official explanation stretches credulity far beyond what this editor finds acceptable. Those who provide worthy information will be remunerated handsomely, plus enjoy the satisfaction of knowing that they have contributed to the greater advancement of Truth and Knowledge in our fair city.

The Partisan Pastry Reviews

Part 16 of an Ongoing Series

TELENN'S SWEETERY (North Market, one street south of the gate on the east side of the street, green and umber awning): Gnomes are unqualified masters of the baked good, and even their most pedestrian efforts leave the unrefined recipes of the humans looking like so much dogfood. For our hard-earned coin, the best gnomish pastries in North Market come from Telenn's Sweetery. Don't miss the Feta Cheese Foldovers, golden brown puff pastries packed with delicious goat cheese imported from the northern forests. Telenn's peerless sweetrolls make a perfect meal you can carry, and don't forget to top off the meal with a small handful of fruit almond bars and pecan diamonds. (Rating: 3 Forks)

NEXT ISSUE: The delicious breakfast bakery of House Dallimothan.

Bounty on Ratmen!

According to Imperial Proclamation, the Church of Lothian is offering able-bodied Citizens a bounty of 3 gold imperials for the tail of each ratman brought in. Inquire with Brother Fabitor Thisk at St. Gustav's Chapel. Delvers, do your duty and help rid the City of these despicable Plague Rats! And as a personal note to adventurers: your neighbors implore you to bathe well after returning from a rat-hunt in the sewers before visiting local shops or eateries.

Tiny Triplets Cruelly Abandoned

A Kath Connection?

Our last issue featured the desperate plight of three precious newborns abandoned on the doorstep of the Tenpin Children's Home in the heart of Midtown in the pre-dawn hours of the 29th of Growth. No notice accompanied the castaway waifs, who were swaddled in expensive silks imported from distant Kem. Three witnesses reported seeing a silver-chased aristocrat's carriage speeding away from the scene and heading west in the direction of the Nobles' Quarter.

An investigation by the staff of the **Midtown Partisan** has turned up the names of three potential mothers for these children, based upon reports from a number of social events in the course of the last year. They are:

Rhebaline Kath: The charming third daughter of Hahriss and Ellenda Kath was last seen in public at a Danbury's event commemorating the Festival of the Cold Moons almost nine months ago. One need only consult prior issues of the **Partisan** for a litany of the disreputable men with whom Rhebaline has consorted in recent years, a lineup that does no honor to her aunt, Lady Sallina.

Zhushann Kath: Sister of the famous sculptor Katerin Kath, Zhushann is best known for an embarrassing event some three years ago in the common room of the Hungry Halfling, a notorious Guildsman District drinking house. Those familiar with the affair report that the drunken noblewoman stood on a table and claimed that a secret force behind the house wished to see her eliminated for the shame she had brought the house in previous imbroglios. She has not been seen in public since this event, and while it is the position of the **Partisan** that she has been silenced and exiled by her betters, the thought of her siring bastard children and bringing further shame to the city's most shameless family is too tantalizing to let pass without comment.

Birgitta Khatru: The fecund, bull-headed "grand incubator" of House Khatru has sired more whelps into that militaristic clan than any two other ladies associated with it. Reports to our offices suggest that no less a figure than Lord Dorant Khatru himself is appalled at the fact that only a third of twelve are the issue of simpering Lord Bellis Khatru, her nominal husband. Lady Birgitta was a fixture in local ballrooms and society affairs until just under a year ago, when Lord Bellis abandoned town for Khatru holdings in Carper's Bay, leaving her in charge of his business affairs. The **Partisan** finds it difficult to believe that fiery Lady Birgitta, who has threatened to burn down our offices, could run anything other than a brothel, so it is entirely possible that it was from her loins that these unwanted, innocent children originally sprung.

Summation: The **Partisan** does not claim to know the identity of the noble parents of these three children but wishes to remind the three ladies listed above, and all nobles of Ptolus, that they serve as examples to all citizens. While they should not engage in immoral activity of any kind at any time, attempting to cover up such violations only serves to further their violation of the public's trust. Rest assured, gentle reader, that the **Partisan** shall never cease until the craven aristocrats who abandoned these poor children are **found** and **identified.**

Crime Wave Hits Home

Last Theoday at two hours past noon, your Humble Publisher was making his way home from his midday meal when a gang of hoodlums absconded with his coin purse! These ruffians distracted us with a diversion: While two children crying piteously asked their Chosen Victim to help them find their mother, two others slyly cut the purse free and ran. Not only is such thievery an Affront to all good citizens, but that such a pickpocket gang elects to use the children of our city is **reprehensible** — not to mention the crassness of dragging motherhood, that sacred profession, through the midden in this criminal ploy. We are saddened by this crime epidemic afflicting our city and we guarantee that if those extortionists in knee-pants ever try their tricks on us again, we will be **on guard.**

Outbreak Imminent

While out and about town recently, your Devoted Publisher chanced upon a woman of a remarkably **red hue.** While she appeared otherwise healthy, we would be amiss in our duties to fail to inform the Populace of the possibility of a recurrence of the Scarlet Death. We all recall the ravages of last year's epidemic of this magical disease. We strongly urge known carriers of the Death to stay safely in their homes, as spreading the disease to neighbors and passers-by on the street is not only careless but illegal. Many believe that the recurrence of the Death could signify increased activity of the Cults of Chaos beneath the city. May the gods prevent their festering malignance from ever rising to the surface to plague the lives of Honest Folk.

City Watch Response-Time Scandal!

It has come to our attention that the response time of the City Watch to cries of alarm has reached shocking new levels of laxity. In one recent case, it took the Watch a disturbing **twelve minutes** to respond to cries for help on Turnback Street. Following many minutes of insistent alarm-bell ringing on the part of the Injured Party — victim of a robbery, we understand — the authorities did arrive, only to inform the victim of their inability to make redress in the situation, as the thieves were by that point back in their hidey-holes counting their Ill-Gotten Gains. What is our district coming to, when our City Watch cannot arrive at a crime scene in enough time to Apprehend the Wrongdoers? But never let it be said that we here at the **Midtown Partisan** simply complain without offering constructive ideas for improvement. Thus, submitted to the Commissar for consideration as Improvements to the Watch, these suggestions:

1) Add three new Watchhouses to adequately cover Midtown, perhaps bringing in resources from other Districts.

2) Double foot patrols throughout the district.

3) Equip all guards with a potion of haste to enable them to reach crime scenes in a timely fashion.

After all, we pay our hard-earned silver shields three times a year in exchange for the protection of the Watch! If the Watch cannot safeguard Our Citizens, we implore the Sisters of Silence at the Priory of Introspection to teach them a thing or two about the importance of a quick response.

Labor Dispute

The east side of Midtown erupted last week in a furor over wages for workers of the Ironworkers' and affiliated guilds. Various groups of guildsmen made trouble for employers at different times, requiring the response of the City Watch. The **Midtown Partisan** would like to be the first to castigate these workers for leaving their reputable jobs and demanding further remuneration. Buck up, guilders! Work harder to earn your increases, rather than attempting to win them through thuggery. Your esteemed employers have your welfare in mind, despite your thorough lack of gratitude. And in the meantime, learn to live within your means. The high prices of certain local restaurants not withstanding, one need not order fine wine with every meal. Perhaps reduce your tobacco of choice to a coarser grade. (While we personally favor an imported leaf valued at 250 gold thrones, there are adequate varieties for a lower budget.) Children can work to augment the family income as well. Enough of this **laborers' rabble.** Look for solutions that promote worker-employer harmony!

For Sale

Delicate porcelain ewer with small chips on base and lip. Engraved design features two elegantly dressed women at tea, the city's glorious Spire in the background. A fine piece for collectors. Live like a noble today with this elegant piece of Ptolus history! 1 gp (or best offer). Contact Killis Magrum, Esq. (Midtown offices between Larkspur Boarding House and Effahlia's Meatpies.)

The Ptolus Year

Newyear

T	K	A	W	E	F	Q
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

Growth

T	K	A	W	E	F	Q
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

Birth

T	K	A	W	E	F	Q
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Blessing

T	K	A	W	E	F	Q
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Wind

T	K	A	W	E	F	Q
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

Toil

T	K	A	W	E	F	Q
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

Rain

T	K	A	W	E	F	Q
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

Harvest

T	K	A	W	E	F	Q
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

Bloom

T	K	A	W	E	F	Q
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Moons

T	K	A	W	E	F	Q
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Sun

T	K	A	W	E	F	Q
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

Yearsend

T	K	A	W	E	F	Q
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30



Days of the Week

Theoday
Kingsday
Airday
Waterday
Earthday
Fireday
Queensday

Holidays

1st of Newyear
Newyear's Day

5th of Rain
Godsday

10th of Sun
Day of Joining

14th of Blessing
Brightfather's Day

31st of Harvest
Harvest Festival

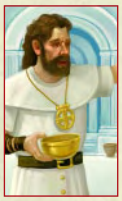
23rd of Moons
Festival of the Cold Moons

30th of Yearsend
Yearsend Day

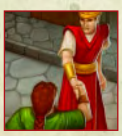
Special Days in Ptolus



Newyear's Day (1st of Newyear): The first day of the year is one of celebration and good tidings. People reflect on the good things that happened in the previous year, but mostly they focus on the potential of the coming year with optimism and hope. Babies born on this day are considered lucky (but not extraordinarily so—unlike the cursed children born one day earlier).



Godsday (5th of Rain): This day is set aside to revere all gods. This is the holiest day in many religions, and at least an important one to all faiths (Lothianites fall into the latter category). Many consider Godsday to be the day when the gods' influence in the world is the strongest—the day they look down upon their worshippers and pay the most attention. The *Stones of Thamus* on Clasthamus Isle (see Chapter 11: Necropolis) had to falter one day each year, so Godsday was chosen, because the good fortune and holiness of the day seemed to make it the safest choice.



Day of Joining (10th of Sun): This day is holy in many religions. Even to irreligious folk, it is thought to herald good fortune, particularly regarding new ventures such as alliances, business dealings, and, most importantly, marriages. In fact, ten times more couples are married on the Day of Joining than on any other day.



Brightfather's Day (14th of Blessing): This ancient holiday is still observed, although its exact origins are now lost. Most religions have adopted it as a high holy day to revere an important god. All look upon it as a day of feasting, family, and making peace with enemies. The Pact of Brightfather's Day (see Chapter 5: History) was a historic joining of elves, dwarves, and humans to combat Ghul, the Skull-King. This is the high holy day of the Church of Lothian.



Harvest Festival (31st of Harvest): Celebrating the bounties of the harvest this day is filled with feasting, dancing, and performances of short historical plays characterized by colorful masks. The performers of these plays are often children.



Festival of the Cold Moons (23rd of Moons): Most people consider this day, which the elves call *Chaokaemus*, to be a dire one of ill omens and evil spirits. The somber, quiet festivals held each year on this night are full of rituals to ward away evil, to think about lost loved ones, and to appreciate one's living family and friends. The elves, however, see this night as one of rejuvenation and rebirth—of good omens, not bad ones. They also hold festivals on this night, but they are celebrations of life and joy.



Yearsend Day (30th of Yearsend): If the Festival of the Cold Moons is a dire time, Yearsend is worse. It is considered a wholly unlucky day with no redeeming value, as the luck and goodness of the year has been all used up. No marriages, no celebrations, and no meetings are ever scheduled for Yearsend Day. Most people stay at home. Shops are usually closed, and people on the street hurry to their destinations, lest the ill luck of this day cause them some misfortune along the way.

Children born on Yearsend Day are cursed. They suffer a –1 penalty on all attacks, saves, and checks for their entire life. Calamity follows them wherever they go. Milk sours faster in their presence. People standing next to these jinxes are struck by lightning. Buildings they enter collapse. These extremely unlucky individuals can undo their bad fortune in one of two ways. The first is to wait until everyone who knows when they were born has died. The second is to carry around a talisman made of a mummified cat's eye. As long as the talisman remains in their possession, they suffer no ill effects.

Destor is a god of Yearsend. His worshippers ask him to send ill fortune away from them and toward others. (Not a popular sentiment: Destor's worship was banned from Ptolus more than eighty years ago.)

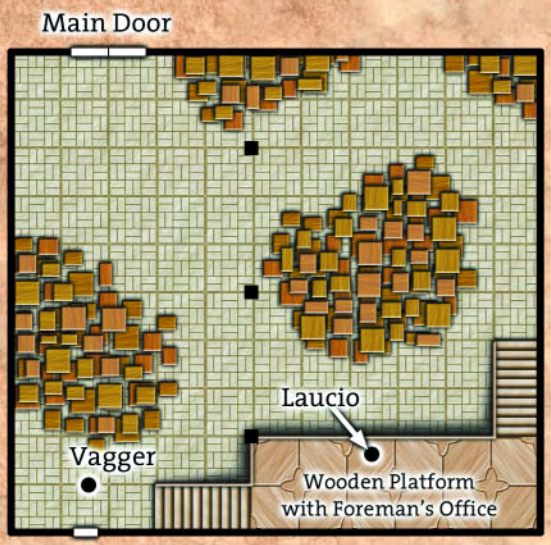
THE MONTH OF VALLIS

Although not marked on the calendar, most people believe there is a secret thirteenth month called Vallis, named after the mysterious "moon of magic" that is said to have disappeared from the sky aeons ago. One can access this secret month only by magic, and hence it is sometimes thought of as "wizards' month." Supposedly, casting a special spell at Yearsend lets a mage enjoy an extra month all to himself. (See Chapter 35: Magic.)

Adventure Maps:

The Murderer's Trail and The Trouble with Goblins

The Red Warehouse



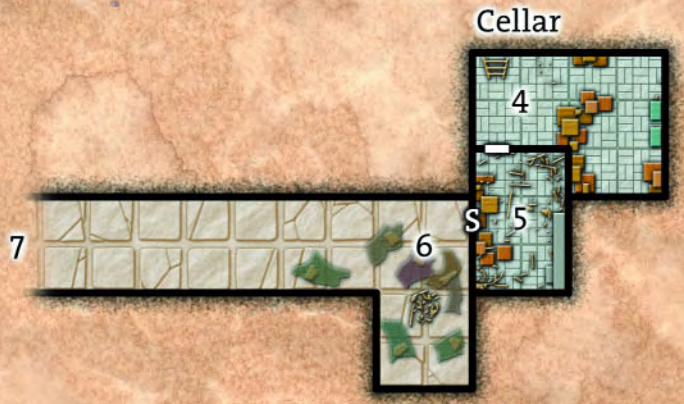
1 square = 5 feet

Toridan Cran's House

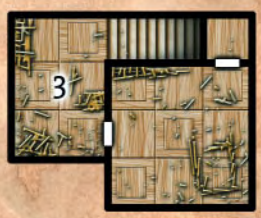


1 square = 5 feet

Goblin Infested House



1 square = 5 feet



Upper Floor



Ground Floor

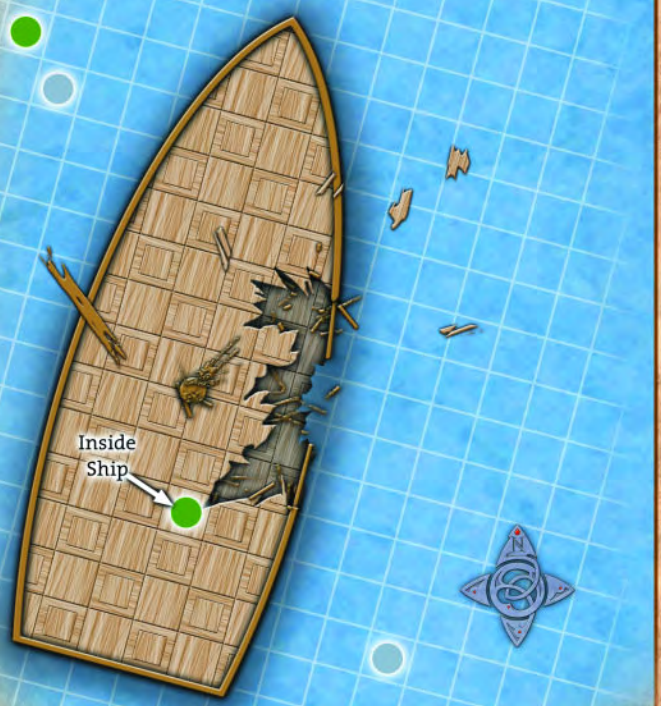
Adventure Maps:
Smuggler's Daughter and The End of the Trail

Linech's Burrow



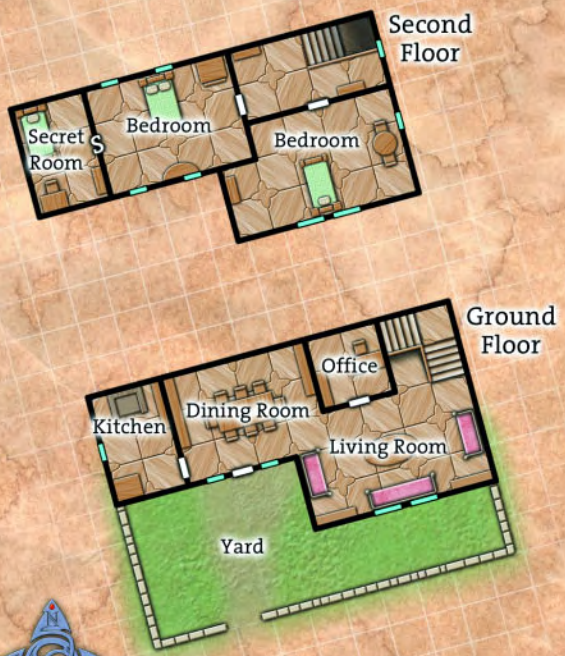
1 square = 10 feet

The Arrowhead

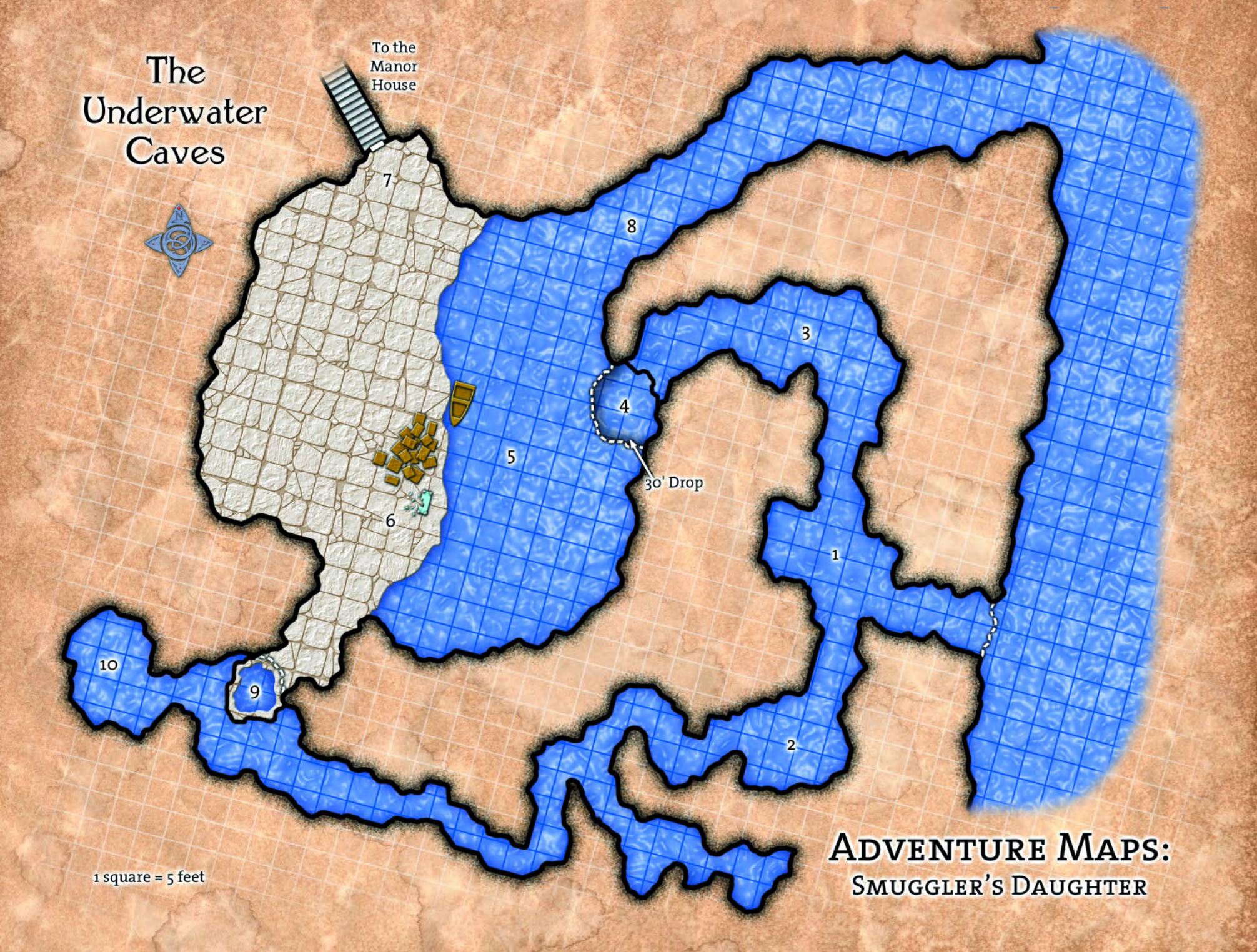


1 square = 5 feet = Sahuagin = Shark

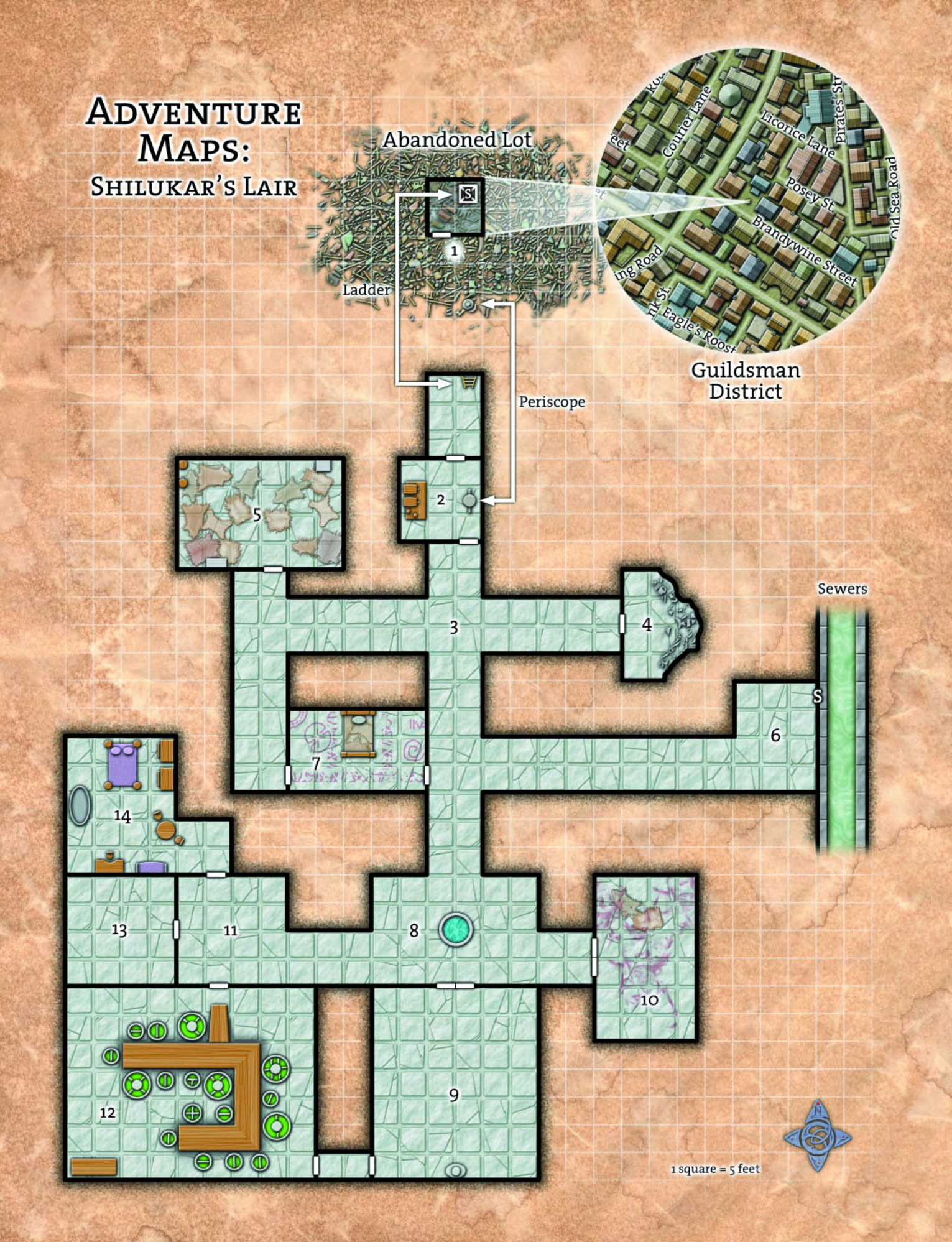
Helmut's House



1 square = 5 feet


The Underwater Caves
To the Manor House
7
8
3
4
5
30' Drop
6
1
10
9
2
1 square = 5 feet
Adventure Maps:
Smuggler's Daughter

Adventure Maps:
Shilukar's Lair



PTOLUS RANDOM ENCOUNTER MATRIX *(for instructions, see reverse)*

d%	DOCKS	GUILDSMAN	MIDTOWN	NECROPOLIS	NOBLES' Q.	N. MARKET	OLDTOWN	RIVERGATE	S. MARKET	TEMPLE	WARRENS
01–02	181/304	194	43/304	240/316	1	237/304	43/304	43/304	236/304	267/304	44/199
03–04	182/304	56	44/304	241/316	2/304	238	44/304	44/304	239/304	268/304	45/200
05–06	183/304	57	45/304	242/304	3/304	239	45/304	45/304	56/304	270/304	50/201
07–08	184/304	43/304	46/304	244/304	4/304	43/304	46/304	46/304	57/304	271/304	66/202
09–10	185/304	44/304	47/304	245/246	11	44/304	47/304	47/304	43/304	272/304	133
11–12	186/304	45/304	48/304	245/250	49	45/304	48/305	48/304	44/304	273/304	134
13–14	187/304	46/304	50/304	247/254	120	46/304	64/307	49/304	45/304	278/304	136
15–16	44	47/304	51/304	248/255	121	47/304	73/308	50/305	46/304	44/304	199
17–18	45	48/304	52/304	251	122	48/304	74/308	73/308	47/304	45/304	210
19–20	311	120	53/304	252	127	120	120	74/121	48/304	120	223
21–22	129	134	54/304	252	18/304	126	127	120	71/304	126	224
23–24	199	15	55/304	257	86/304	303	17/304	127	120	133	225
25–26	201	42	120/305	258	79/304	303	19/304	20/304	303	134	172
27–28	295	199	126/308	304	90/304	16/199	78/304	21/307	303	18/304	173
29–30	296	201	16/308	304	91/304	17/200	80/121	40/310	15/304	28	174
31	181	195	226/199	292	5/304	236/304	258	266	237/304	271/310	286
32	188	196	227/200	242/257	6	237	259/304	58	238/305	274	287
33	189	197	228/202	243/253	7	238	260/304	64	52/305	275/307	288
34	190	198	229/203	245/313	8	239	261	67/304	53/305	276/307	289
35	191	52/304	230/203	247/313	9	52/201	262/304	69/304	54/171	277/307	290
36	192	53/304	231/204	248/314	10	53/202	263/304	72/304	58/172	279	291
37	193	54/304	232/209	249/315	12/304	54/203	264	75/304	59/307	269	292
38	66	58/304	233/210	251	13	58/211	265	121	62/308	280	58
39	69	60/305	234/207	251	14	127	49/304	122	76/119	281	200
40	121	61/305	235/208	252	69/304	121	58	123	121	282	201
41	126	66/305	58	252	126	122	59/304	126	122	283/304	202
42	133	67/308	59/209	252	85/304	133	61/304	133	123	284	203
43	37	71/308	61/210	66/313	103	134	62/304	15/304	126	285	204
44	15	75/308	62/211	316	32/304	137	65/66	16/304	134	121	205
45	16	124	64/212	316	33/304	164	67/304	17/304	137	122	206
46	24	126	66	233	61/304	18/209	72/304	19/304	16/138	123	207
47	36	133	68	64/314	62/304	19/210	121	27/304	22/139	268	208
48	4	137	70/213	42/315	67/304	20/207	124	35/304	31/140	270	209
49	294	16	73/214	37/304	71/304	21/208	126	38	32/145	271	211
50	295	34/308	74/215	304	89/304	22/209	79/304	39/304	33/161	272	212
51	296	43/215	77/216	304	97/304	23/210	81/304	41/304	56/163	273	213
52	263	44/216	121	304	97	24/211	86/310	42/304	57/166	274	214
53	268	45/304	125	304	110/304	25/212	90	82/304	59/169	278/304	215
54	237	46/304	127	304	117/304	26/213	91	87/304	60/304	278/304	216
55	13	47/199	133	304	119	27/214	92/95	89/304	67/304	15/304	217
56	311	48/200	134	304	120	29/215	93	90/304	71/304	16/304	218
57	44/305	92/201	137	304	121	30/304	94	92/304	72/304	24/304	219
58	45/305	93/202	162	304	122	32/304	95	93	73/304	28/304	220
59	45/305	94/203	17/121	304	123	33/304	96/308	97/304	74/304	42	221
60	56/199	96/211	22/217	304	304/129	78/304	97/308	98/304	82/304	44/199	222
61	58/200	121/209	23/218	304	145	81/304	98/304	110/306	83/199	45/200	160
62	59/201	124/210	25/219	304	147	91	100	114	88/200	52/201	161
63	60/202	128/207	26/220	304	147	93	101	119	90/201	58	163
64	69/203	137/208	27/221	304	148	94	102	128	91/203	59/304	169
65	72/211	139/209	31/222	304	150	97/308	103	129	92	60/304	171
66	83/209	140/210	38/304	304	151	103/304	104	141/120	93	61/253	175
67	84/210	145/211	39/304	304	155	105/304	106/199	154	94	65/251	177
68	90/207	148/212	40/304	304	167	117/304	110/200	156	95	67/252	178
69	91/208	153/213	41/308	304	168	303/120	112	165/307	133/308	68/254	180
70	129	156/214	42/308	304	101	123	114	170	97/308	69/203	42
71	135	160	94	304	102	124	120	39/304	98/304	70/211	311/310
72	138	161	95	304	103	126	121	40/304	109	72/210	311
73	138	166	96/308	211	202	133	122	41/304	127/304	73/211	311/317
74	140	167	97/308	209	227/304	134	123	42/304	113	90	312
75	142	169	98/304	208	234	138	125	43/304	115	91	137/312
76	145	170	99	208	235	141	129	44/304	116/308	94	139/313
77	147	171	100	209	259/304	142	133	45/304	121	303/304	303/308
78	149/209	172	101/304	221	262/304	145	136/201	58	122	303/304	303/304
79	163	174	102/304	223	266/121	153	148	59/199	126	245/313	303/304
80	168	177	103/304	223	271/122	156	152	61/200	130/310	247/317	303/304
81	171	178	104/304	304/313	276/123	165	159	62/202	134	258	138
82	175	180	105/304	304/313	282/304	167	170	91/203	136	303/209	142
83	181/210	194	106/304	304/314	284	168	175	111/112	138	126	145
84	182/211	196	107/304	304/315	304	303/173	177	113	143/310	156	156
85	184/212	199	108/304	304/316	304	303	179	115	144/211	157	156
86	185/213	200	109/304	304246	304	191/305	189	120	146/209	150	199/292
87	186/214	202	110/304	304/292	304	192	192	121	149/206	239/212	44/199
88	197/215	220	111/304	304/292	304	194/305	203	122	151/207	262/213	45/253
89	200	296	112/304	304/250	304	222	220	123	152/208	271	50/254
90	201	297/217	113/305	304/250	304	237/306	228/171	135	154	271	58/256
91	202	297/218	114/305	304/250	304	238/307	259/172	136	157	272	93
92	215	297/219	115/305	304/251	304	239/308	260/177	138	158	283/304	94
93	217	298/220	116/306	304/254	304	258	261	145	173	297/304	99
94	218	298/221	117/307	304/255	2/304	263/310	262/216	149/304	297/209	297/304	100
95	219	299/222	118	304/256	3	296/313	263/219	150/304	297/210	129/304	113
96	220	299/304	119	304/257	4	297/317	264	151	298/211	130/304	115
97	239	237/304	131/308	307	5/304	300/171	265	166	298/212	141/304	119
98	286	239/308	132/309	308	304/6	301/172	266/304	259/304	299/2131	148	171
99–00	293	262/214	165	312	7/304	302/177	297/307	271/171	311/310	304	172

RANDOM ENCOUNTERS LIST

Random street encounters are possible in any district of Ptolus. You'll find the random encounter matrix on the reverse side of this sheet. If you're interested in a random encounter, first roll d%. Find the number you rolled in the left-hand column of the matrix, and read across in that row till you arrive at the column for the appropriate district. The result will be a three-digit number. (Some results have a different number for daytime versus nighttime encounters; the first number is the daytime encounter, the second is for the nighttime.) Flip through the numbered encounter descriptions on these sheets until you find the description for your result. There's your random encounter.

Note that this matrix isn't meant to generate absolutely every creature the player characters pass by as they wander the streets. Instead, it generates potential encounters—the actual events that happen within the district. Most of them are not combat encounters, although many could be. Some of these events might lead to adventures all their own. Others can be used simply as flavor. For guidelines on using random encounters in Ptolus, see Chapter 32: Urban Campaigns (pages 585–586).

1. 1d2 aristocrats (level 1d6) walking hand in hand.
2. 1d8 aristocrat children on their way to or from school.
3. 1d6 commoner servants (level 1d3) on their way to or from work.
4. 1d2 commoner servants (level 1d2) running errands for their master or mistress.
5. 1d2 well-dressed aristocrat children playing with a cat.
6. 1d3 drunken aristocrats (level 1d6) acting obnoxious and arrogant, sure that no one can or will touch them.
7. Aristocrat woman (level 1d4) with her dog on a leash.
8. Aristocrat elf man (level 1d3) cleaning splashed mud from his expensive coat.
9. 1d4+4 aristocrat children causing trouble.
10. Two young aristocrats (level 1d3) fighting a duel over some minor slight, each with an attendant (commoner level 1d3).
11. 1d3 aristocrats and one commoner driver (all level 1d8) in a speeding carriage, splashing mud everywhere.
12. Wealthy woman (aristocrat level 1d4) wearing a great deal of jewelry and throwing around a lot of money.
13. A flying ship sailing overhead.
14. An aeroship flying overhead.
15. Male vendor (commoner 1) selling hot, frosted rolls from a cart (2 cp).
16. Male vendor (commoner 1) selling meat pies from a cart (9 cp).
17. Female vendor (commoner 1) selling fresh fruit from a cart (2 cp).
18. Female vendor (commoner 1) selling hot tea and coffee from a cart (3 cp) She is particularly attractive.
19. Female vendor (commoner 1) selling jellied candies from a cart (1 cp).
20. Male vendor (commoner 1) selling cooked meat on sticks from a cart (8 cp). He is particularly friendly and funny.
21. Male vendor (commoner 1) selling beer from a keg in a cart (4 cp).
22. Female vendor (commoner 1) selling painted mugs from a cart (3 cp).
23. Male vendor (commoner 1) selling cheap jewelry out of a bag (1–30 sp).
24. Male dwarf vendor (commoner1) selling exotic creature skulls from a box (1–10 gp).
25. Male elf vendor (commoner1) selling glass bottles of all sizes and colors from a cart (3 sp).
26. Female elf vendor (commoner1) selling hats from a cart (1–10 gp).
27. Male halfling vendor (commoner 1) selling dice, Dragonscales, and other games from a box (1–20 sp).
28. Female halfling vendor (commoner 1) selling folded paper sculptures from a box (5 cp).
29. Male vendor (commoner level 1d6) selling illegal drugs out of a bag (1–100 sp).
30. Male vendor (commoner1) has spilled apples all over the ground and frantically tries to gather them up.
31. Man (commoner1) handing out flyers for new restaurant.
32. Male elf (commoner1) handing out flyers for a new shop.
33. Woman (commoner1) handing out flyers announcing a coming fair, sale, or other event.
34. Woman (commoner1) giving away kittens for free.
35. Woman (commoner 1) giving away puppies for free.
36. Man (commoner 1) whittling a flute.
37. Woman (commoner1) crying because her husband left her.
38. Commoner child looking for a lost dog.
39. 1d4+4 commoner children playing marbles or jacks on the ground.
40. 1d4+4 commoner children playing a chasing or hiding game.
41. 1d2 commoner children and a dog, all chasing around a ball.
42. 1d4+4 commoner teenagers causing trouble (stealing and running, knocking things over, throwing rocks).
43. 1d8 commoner children on their way to or from school.
44. 1d6 commoners (level 1d3) on their way to or from work.
45. 1d2 commoners (level 1d2) running errands.
46. 1d2 commoner elves (level 1d2) running errands.
47. 1d2 commoner dwarves (level 1d2) running errands.
48. 1d2 commoner halflings (level 1d2) running errands.
49. 1d2 commoners (level 1d2) doing yard work.
50. 1d2 commoners (level 1d2) sweeping or hanging up washing outside.
51. 1d2 commoner halflings (level 1d2) sweeping or hanging up washing outside.
52. 1d6 commoner elves (level 1d3) on their way to or from work.
53. 1d4 commoner gnomes (level 1d3) on their way to or from work.
54. 1d4 commoner dwarves (level 1d3) on their way to or from work.

55. 1d2 commoner halflings (level 1d3) on their way to or from work.
56. 1d8 commoners (level 1d2) on their way to or from work with heavy tools.
57. 1d4 commoner dwarves (level 1d2) on their way to or from work with heavy tools.
58. A commoner (level 1d2) woman staring out a window.
59. Man (commoner level 1d2) handing out free broadsheets.
60. Man handing out free broadsheets (actually a rogue of level 1d3 selling illegal drugs).
61. Woman (commoner level 1d2) selling broadsheets (1 cp).
62. Crier (commoner level 1d3+1) from the Bellringers' Guild shouting out news.
63. Man (commoner level 1d3) missing one shoe, chasing a dog with a shoe in its mouth.
64. Male commoner (level 1d2) leaning against a wall, eating an apple, talking to whoever comes by.
65. Blind male commoner (level 1d4) in need of help getting to a specific location.
66. Male commoner (level 1) who has just been robbed.
67. 1d3 masons (experts level 1d8) repairing a damaged wall.
68. 1d3 dwarf masons (experts level 1d8) repairing a damaged wall.
69. Carpenter (expert level 1d8) repairing a damaged wall, shutter, or door.
70. Halfling carpenter (expert level 1d8) repairing a damaged wall, shutter, or door.
71. 1d3 carpenters (experts level 1d4) and 1d6+4 workers (commoners level 1d3) working on a new building project.
72. Roofer (expert level 1d6) repairing a damaged roof.
73. Glass craftsperson (expert level 1d8) repairing a damaged window.
74. Painter (expert level 1d3) painting a fence, wall, or windowsill.
75. Painter painting a fence, wall, or windowsill (actually a rogue6/assassin3 observing a target).
76. Architect (expert level 1d8) and 1d3 assistants (commoners level 1d3) surveying and planning a new building.
77. Dwarf architect (expert level 1d8) surveying and planning a new building.
78. Street entertainer (expert1 or rogue1) performs a juggling act moderately well.
79. Halfling street entertainer (expert1 or rogue1) performs a juggling act particularly well.
80. Street performer (expert1 or bard1) performs a comedy act particularly well with antics and songs.
81. Street performer (expert1 or bard1) sings well, accompanied by 1d3 musicians (experts1 or bards1).
82. Street entertainer performs a mime act well, but is actually a pickpocket (rogue level 1d6).
83. Street performer (expert1 or bard1) plays the lute terribly, with passersby laughing and mocking.
84. Gnomish street performer (bard level 1d3) plays the fiddle well, collecting a great deal of money.
85. Street entertainer (expert level 1d4) performs a puppetry act particularly well, with foolish antics from a puppet of a famous personality.
86. Street magician (wizard1 or sorcerer1) performs using actual magic (*prestidigitation*).
87. Gnomish street magician (wizard1 or sorcerer1) performs using actual magic (*prestidigitation*).
88. 1d4+1 comedians (experts level 1d3) and their leader (bard level 1d4) insult and make jokes about passersby.
89. Male painter (expert level 1d10) painting a street scene on a canvas on a easel.
90. Male messenger (commoner1) carrying a particularly heavy bundle.
91. Male messenger (commoner1) running with a message, jostling those he runs past.
92. Woman (commoner level 1d3) carrying a bucket for water to or from the nearest well.
93. Man (commoner level 1d3) carrying a bucket for waste water to or from the nearest sewer grate.
94. Rat catcher (expert level 1d6+2) and his ratter dog, with a fresh haul of rat carcasses.
95. 1d3 rat hunters coming up from a sewer grate.
96. 1d3 sewer workers (commoners 1d2) going down into the sewer.
97. 1d2 street sweepers (commoner1) cleaning up the roadway.
98. 1d2 workers (commoner1) repairing a street lamp pole.
99. Fighter (level 1d6) walking with a pronounced limp, having just lost a fight.
100. Lost foreigner (commoner level 1d6+2) looking for help finding an inn.
101. Male wizard (level 1d6+10) accompanied by a shield guardian on his way to a business meeting.
102. Female wizard (level 1d6+8) accompanied by a dwarf bodyguard (warrior level 2d6) on her way to an appointment.
103. Male elf wizard (level 1d6+4) looking to buy magic items.
104. Male ranger (level 1d6+5) with a bear companion, having difficulty finding a specific address.
105. Male litorian fighter (level 1d6+4) looking to sell a number of extra weapons.
106. Female litorian ranger (level 1d6+4) with a panther companion, eating a turkey leg.
107. Female druid (level 1d6+8) with a giant owl accompanying her out of town.
108. Male monk (level 1d6+4), walking barefoot and alone, looking as if in a trance.
109. Large male fighter (level 1d4+2) pushing his way through a crowd, not caring whom he angers (he's looking for a fight).
110. Male centaur commoner (level 1d3) pulling a cart.
111. Nearby building is on fire, and no one else has noticed.
112. Nearby building is on fire, and the Fire Brigade is fighting the fire.
113. Nearby building has very recently burned down or suffered from a major fire.
114. 1d2 spooked horses charging down the street, uncontrolled.
115. 1d6+4 commoners (level 1d6) outside a building accuse someone inside of wrongdoing and demand that he or she come out.
116. Two commoners (level 1d2) push a cart overloaded with crates and barrels, which begins to tip over.
117. A woman (commoner level 1d3) looks for a valuable brooch that she dropped somewhere in the area.
118. An Uraqi man (fighter level 1d6) who does not speak Common needs help finding an inn.
119. A couple (commoners level 1d3) stands, kissing passionately.
120. 1d8 City Watch guards on patrol.

121. 1d8 City Watch guards on their way to or from a call.
122. 1d8 City Watch guards and one constable, on patrol.
123. 1d8 City Watch guards and one constable, on their way to or from a call.
124. 1d6 City Watch guards chase a rogue (level 1d4).
125. A City Watch guard tacking up a wanted poster or a new edict.
126. 1d4+1 Sisters of Silence on their way to or from an arrest.
127. A tax collector making the rounds with 1d6 City Watch guards.
128. 1d4 commoners (level 1d3) throwing rocks at a bottle on a fence.
129. 1d2 loose (but not necessarily wild) dogs.
130. 1d3 commoners (level 1d3), a mule, and an overturned cart, with bags of flour scattered across the street.
131. 1d3 litorian commoners (level 1d3) sitting along the street, sharpening axes.
132. A litorian warrior (level 1d6) combing his mane.
133. 1d4 commoners (level 1d3) working as beggars.
134. 1d4 commoners (level 1d3) working as beggars (and spies for the Beggar King).
135. Two young men (commoners level 1) wrestling.
136. Two commoners (level 1) having a loud argument (maybe in a nearby building).
137. A peddler pushes a cart filled with pots and pans that makes a great deal of noise.
138. 1d3 commoners (level 1d2) working as prostitutes, looking for clients.
139. A drunken warrior (level 1d12), just looking for someplace to sleep it off.
140. Two bouncers (warriors level 1d6) toss out a drunken troublemaker from a pub, restaurant, or club.
141. Male half-elf traveling merchant (expert level 1d4) carrying a large case of brushes.
142. Male Harrow elf (fighter level 1d4/wizard level 1d4) watching passersby contemptuously.
143. Female half-orc fighter (level 1d10) and male gnome bard (level 1d10) playing Dragonscales.
144. A male paladin (level 1d3) apologizes profusely for accidentally knocking down a female commoner (level 1d2).
145. 1d2 skulks—likely unseen unless they want to be visible, or if PCs can *see invisibility* and are observant.
146. Female mage flying overhead, using a spell.
147. A dragon flying high overhead.
148. 1d4 Shuul agents walking down the street, ignoring all around them.
149. 1d2 recruiters for the Order of Iron Might (warriors level 1d4+3), looking for prospective members.
150. 1d2 Fate Weavers (experts level 1d8) offering to read the threads of people passing by.
151. Urthon Aedar walking down the street, causing quite a stir.
152. 1d3 Viridian Lords standing on a street corner, looking uncomfortable in the city.
153. 1d3 cp lying on the ground.
154. 1d3 sp lying on the ground.
155. 1d3 gp lying on the ground.
156. A huge water-filled pothole in the middle of the street, tripping up passersby (Balance check, DC 10, to avoid).
157. A new wanted poster for a murderer (100 gp reward).
158. A posted notice looking for mercenaries to guard a traveling noble.
159. A posted notice looking for adventurers to explore a ruined manor in Oldtown.
160. 1d4+1 teenagers (commoners level 1) pelt passersby with eggs.
161. Female commoner (level 1) who has just been robbed.
162. Male commoner elf (level 1) who has just been robbed.
163. 1d6+2 drunken fighters (level 1d6), being loud and obnoxious.
164. Male beggar (rogue1) with a suspiciously large amount of money, on a spending spree.
165. Pickpocket (rogue level 1d6+2) picking pockets (Sleight of Hand bonus = level + 5).
166. Male rogue (level 1d4) con artist enticing people to play dice with him.
167. Female rogue (level 1d6+1) pickpocket looking for a mark.
168. Rogue (level 1d6+1) who has just stolen something from a shop or picked a pocket.
169. 1d4+4 commoners (level 1d6) and 1d4+2 warriors (level 1d6) engage in a free-for-all drunken brawl.
170. A rogue (level 1d4+1) and 2d4 commoner children, working as a pickpocket gang (the children provide a diversion).
171. One rat swarm.
172. A dog, hungry and desperate.
173. A commoner (level 1d3), severely injured and robbed.
174. 1d3 commoners (level 1d4+1), diseased, working as beggars (they are afflicted with a random disease from the DMG).
175. Male half-orc barbarian (level 1d6+3) belligerently addressing anyone he sees.
176. Female half-elf wizard (level 1d2) causing havoc with an *unseen servant*.
177. 1d3 ratmen, sneaking around in the shadows or the gutters.
178. 1d3 goblins, sneaking around in the shadows, the gutters, or even the rooftops of buildings.
179. An owlbear that can speak crudely, claiming to have been *polymorphed* by an offended wizard.
180. A dead cat lying in the road.
181. 1d8 dockworkers (commoners level 1d4) on their way to or from work.
182. 1d6 commoners (level 1d3) with a wagon full of import or export goods.
183. 1d6 sailors (experts, level 1d3) on leave (50% chance they are drunk).
184. 1d6 sailors (experts, level 1d3) on their way to board a ship.
185. 1d3 ship's officers (experts, level 1d4+3) on leave.
186. 1d3 ship's officers (experts, level 1d4+3) on their way to board a ship.

187. 1d4+1 commoners (level 1d4) and 3d4+3 cows, goats, or sheep going to or from a ship.
188. 1d4 aristocrats (level 1d8) and 2d4 commoner servants (level 1d6) having just arrived in town.
189. A family (2d4 commoners, level 1d3) having just arrived in town.
190. 1d4 aristocrats (level 1d8) and 2d4 commoner servants (level 1d6) preparing to leave town.
191. A family (2d4 commoners, level 1d3) preparing to leave town.
192. An exotically dressed traveler (aristocrat of level 1d8+2) who is lost.
193. A group of 1d3+2 adventurers (each a different class, level 1d10) on their way to or from a ship.
194. 1d8 commoner children on their way to or from work.
195. 1d4+2 adventurers (level 1d20, various classes) pull a manticore in chains down the street toward the Brotherhood of Redemption.
196. Two groups of 1d4+2 guilders (experts of level 1d3) and 1d3 warriors (level 1d4) fighting in a labor dispute.
197. 1d3+1 guilders (experts of level 1d3) arguing over the price for labor.
198. Madman (commoner level 1d6) raving about creatures that can control his mind, making him do terrible things.
199. 1d3 rogues (level 1d4) and 1d6 warriors (level 1d4) in a gang, looking for trouble.
200. 1d4+4 warriors (level 1d4+1) working as slavers, looking for victims to kidnap.
201. A forced conscription unit of 1d4+4 warriors (level 1d4+1) looking for victims to force into service on a ship moored at the Docks.
202. A prostitute (expert level 1d4), soliciting customers.
203. A commoner (level 1d3) beggar, sleeping in an alley.
204. A commoner child, homeless and orphaned, wandering aimlessly.
205. A dog, injured and left for dead.
206. 1d4 commoner children, on the roof of a building, spitting on any who pass by.
207. A female rogue (level 1d4) approaching those who look interested regarding an illegal gambling den nearby.
208. 1d6 hungry wild dogs (may be rabid).
209. 1d6+4 hungry dire rats (may be rabid).
210. 1d3 rogues (level 1d4) and 1d6 warriors (level 1d4) in a gang, mugging a commoner (level 1d3).
211. 1d6 ratmen, waiting in ambush.
212. 1d10 goblins, hiding in an alley, planning a raid.
213. 1d4 orcs (Ornu-Nom), lying low, trying not to attract attention.
214. 1d4 orcs (Ornu-Nom), confident and tough, looking for trouble.
215. Male ogre, trying to mind his own business and stay out of trouble, hoping not to attract attention.
216. Male ogre, confident and tough, not caring who sees him.
217. 1d3 lizardfolk beggars.
218. 1d4 lizardfolk rogues (level 1d3), waiting in ambush.
219. 1d3 lizardfolk escaped slaves, hiding.
220. 1d3 lizardfolk fighters (level 1d3), trying to mind their own business.
221. Female Harrow elf (sorcerer level 1d4+3), wearing a mask, ready to attack anyone that questions her presence.
222. 1d2 Vai assassins, clinging to the shadows as they tail a target.
223. Dagger lying on the ground, covered in blood.
224. A great deal of broken glass lying all over the street.
225. A large bloodstain covering the cobblestones of the road.
226. Elf commoner child looking for a lost cat.
227. 1d4 elf children playing with a cat.
228. 1d2 elf commoner children on their way to or from school.
229. 1d2 commoner centaurs (level 1d3) on their way to or from work.
230. 1d2 drunken mages (wizards or sorcerers of level 1d6), casting spells wantonly.
231. Female centaur warrior (level 1d10) galloping quickly through the street.
232. An elf fighter (level 1d4) and a dwarf warrior (level 1d6) fight in a brawl over a perceived insult.
233. A group of 1d3+2 adventurers (each a different class, level 1d10) on their way to a mission.
234. 1d3 adventurers (various classes, level 1d8+5) riding on a flying carpet.
235. Male elf fighter (level 1d6+4) riding a hippogriff flying overhead.
236. Male dwarf fighter (level 1d10) insisting he get his money back from a merchant for selling him shoddy merchandise.
237. 1d4+1 commoners and 3d4+3 cows, goats, or sheep.
238. 1d2 commoners (level 1d3) and a wagon of produce.
239. Two commoners (level 1d3) carrying a large keg between them.
240. 1d4 clerics (level 1d6) tending to a gravesite.
241. 1d2 paladins (level 1d4) tending to a gravesite.
242. 1d3 gravediggers (commoners of level 1d3).
243. 1d6+1 commoner children causing mischief amid the gravestones.
244. 1d6 commoners (level 1d3) on their way to or from a gravesite or tomb.
245. 1d6 commoners (level 1d3) on their way to or from a funeral service.
246. Female necromancer (cleric level 1d4+5) with 2d6 animated skeleton guards.
247. Funeral or funeral procession: a cleric (level 3d6) with 1d3–1 other clerics (level 1d6) and 4d6 commoners (level 1d4).
248. 1d6 Deathguilders (experts of level 1d6).
249. 1d3 commoners and 1d2 warriors (all level 1d4+1) gathering gravebloom (see page 556).
250. 1d3 demons (random type), wandering and looking for trouble.
251. An ominous raven, staring intently.
252. An unnerving, inexplicable chill.

253. 1d3 ghouls, sneaking around in the shadows or the gutters.
254. A vampire spawn waits in ambush for a victim.
255. A vampire spawn carries a message to its master, traveling in mist form.
256. A vampire (fighter level 1d12) waits in ambush for a victim.
257. 1d2 tiefling rogues (level 2d4), looking to murder a victim and take their money.
258. 1d4 Keepers of the Veil (paladins, fighters, or clerics, level 1d6+2), in a hurry.
259. 1d2 scribes, accountants, or clerks (experts level 1d4) on their way to or from work.
260. A scribe (expert level 1d4) inexplicably writing down everything he overhears on the street.
261. 4d6+6 Commissar's Men, marching.
262. Imperial official (expert level 1d8+1), on her way to or from work.
263. Imperial inspector (expert level 1d6+1) at work, filling out forms and observing something out in the open.
264. 1d4 Knights of the Pale (paladin/Knights of the Pale, total level 1d6+4), in a hurry.
265. 1d4 Knights of the Pale (paladin/Knights of the Pale, total level 1d6+4) on horseback.
266. A hot air balloon floating overhead.
267. 1d8 commoner children on their way to or from religious school.
268. Street preacher (expert level 1d3) haranguing passersby obnoxiously.
269. 1d4+2 adventurers (level 1d20, various classes) carrying a wounded comrade to be healed.
270. 1d4+1 Sisters of Silence on their way to or from the Priory of Introspection.
271. 1d4 clerics (level 1d6) on their way to or from a temple.
272. 1d4 monks (level 1d6) on their way to or from a temple.
273. 1d4 paladins (level 1d6) on their way to or from a temple.
274. 1d6 self-flagellants (commoners 1d3) flagellating themselves in public.
275. 1d6 monks (level 1d3) chanting in public.
276. A choir (1d6+4 commoners level 1d2) singing hymns in public.
277. Female cleric (level 1d4) preaching on the street.
278. 1d6 commoners (level 1d3) on their way to or from a religious service.
279. Male commoner (level 1d3), severely injured, hoping for healing.
280. Male elf commoner (level 1d3), severely injured, hoping for healing.
281. A group of 1d3+2 adventurers (each a different class, level 1d10) on their way to get healed.
282. Male cleric (level 3d6) with a retinue of attendants and acolytes, on the way to or from a temple.
283. Two clerics (level 1d6) of opposing faiths arguing.
284. 1d4+1 Knights of the Dawn (paladins level 1d6+3), looking elated and triumphant.
285. 1d4 Knights of the Dawn (paladins level 1d6+3), looking beaten and dour.
286. Two groups of 1d3 rogues (level 1d4) and 1d6 warriors (1d4 level) in gangs, fighting.
287. 1d3 giant cockroaches (treat as giant fire beetles), scuttling along from one hidey hole to another.
288. 1d3 small monstrous spiders, scuttling along from one hidey hole to another.
289. Male dark elf rogue (level 1d4+2), skulking in the shadows, looking to waylay a victim.
290. Male dark elf sorcerer (level 1d4+3), skulking in the shadows, looking to waylay a victim.
291. An ochre jelly or grey ooze.
292. 1d6 ghouls, waiting in ambush.
293. 1d2 sahuagin.
294. 1d4 foreign sailors (experts level 1d4+1) who can't speak Common, wandering about.
295. 1d4 commoners (level 1) carrying heavy crates.
296. Fisherman (commoner level 1d3) with a net full of fish.
297. 1d4 commoners (level 1d3) carrying armfuls of goods (leather, cloth, wood, etc.).
298. 1d2 crafters (experts 1d6+1) sitting outside their workshop, working.
299. 1d2 crafters (experts 1d6+1) sitting outside their workshop, relaxing and taking a break.
300. Male vendor (commoner 1) selling hats out of a bag.
301. Female vendor (commoner 1) selling shoes from a cart.
302. Male vendor (commoner 1) selling burlap sacks slung over his back.
303. A crowd so thick it is difficult to get through quickly.
304. Everything is quiet and still.
305. A commoner (level 1d3) sleeps on the ground.
306. A commoner man (level 1d3) throws a shoe at a noisy cat.
307. The sound of distant music, barely heard, fills the otherwise empty street or area.
308. The sound of baby crying fills the otherwise empty street or area.
309. A male commoner (level 1d3) stumbles down the street, obviously sleepwalking.
310. Raccoons dig through a pile a trash.
311. Seagulls fight over garbage in the street.
312. A fleshly dead corpse lies on the ground.
313. 2d4 shadows flit out of the darkness.
314. 2d6 zombies wander aimlessly.
315. 2d3 Forksaken cultists (fighters level 1d4) and a priest (cleric level 1d6+1) perform a ritual.
316. 1d4 Forksaken cultists prowl about the gravestones.
317. 1d4 cultists (warriors level 1d6) looking to kidnap someone for a sacrifice.


Ptolus
Rivergate
North Market
Necropolis
Temple District
Nobles' Quarter
Oldtown
The Spire
Midtown
The Docks
The Warrens
Bay of Ptolus
South Market
Guildsman District
Cliffs of Lost Wishes
Beacon Island
Tournament Field
North Gate
King's River Gorge
Old City Gate
Jewelled Quarter
Emerald Hills
Gateway
Palatine Hill
Naerid
Gasping Falls
Dalle Hills
Longfellow
South Gate
Market Gate
Tent City
Guilder Gate
1000 feet

EVENTS IN THE CITY

Events are things that happen "in the background" in Ptolus. Most won't directly affect the player characters or their current adventure, but they make the city seem more dynamic and alive.

SPECIFIC EVENTS

The following are detailed, one-time-only events that might occur at some point during the Ptolus Campaign. Like the standard events on the reverse side of this sheet, these can happen in the background, or they can involve the player characters. Most, however, will have some kind of lasting impact on the setting.



Aeroship Explosion. House Shever's aeroship explodes in a fiery holocaust above Oldtown. Six people aboard it and ten on the ground die, with others injured. The resulting fire destroys many important buildings. A public outcry erupts against Shever and its allies, the Shuul, as well as technology in general. Meanwhile, House Shever claims that the aeroship was destroyed as a result of sabotage.

Frog Fall. A terrible storm comes to Ptolus, bringing rain, hail, high winds, and lightning strikes. Suddenly, in the middle of the storm, live frogs fall from the sky all over the city. Most are killed in a terrible mess on the streets and rooftops, while others survive the fall and hop around in the storm. Some fall with such force that they punch through roofs and cause damage to merchant stalls in the North Market.

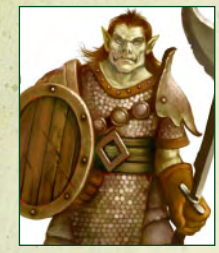
Ghost Ship. A ship arrives in the harbor, but it is completely empty, with no crew or passengers aboard. Rumors of the ship spread quickly, with misinformation carrying more weight than the truth. Still, the mystery is very real, and the Dockmaster has difficulty finding anyone who will investigate further.

Giant Squid. A number of dead giant squid wash up against the seawall of the Docks. Others foul the nets of fishermen in the harbor or farther out in the bay. No one knows what is harming these creatures or driving them from the murky depths where they normally live. The Keepers of the Veil seem particularly interested but refuse to say why publicly. They believe it has something to do with sahuagin activity, which in turn is linked to the Covenant of the Blood vampires, whom they obviously oppose.



Magical Accident. A plume of golden, violet, and reddish light rockets skyward, soaring almost three hundred feet into the air over Vock Row in Oldtown one night. The result of some magical experiment, the conflagration destroyed a tower belonging to Ellabala Inchom, a wizard. Ellabala apparently was also killed in the explosion. In the days that follow, however, inexplicable events begin to occur in points east of the ruined tower (the winds were blowing east that night). People begin to fall victim to bizarre illnesses, others gain telepathic powers. Items disappear, appear, or are completely transformed. A goat gains intelligence, and the cobblestones of one street begin to float. These strange events persist for many days.

Noble Arrested. Tollifer Zepeldis, a member of House Abanar, has been arrested on charges of extortion and murder. Dered Abanar, head of the house, has filed an official protest, claiming that the City Council—and in particular Sorum Dandubal of the Delver's Guild—has political motivations for weakening House Abanar.



Orc Refugees. A small tribe of Ornu-Nom orcs gains admittance to the city via the South Gate. They claim they are fleeing their traditional lands because basilisks have moved in, ending all hope of successful (and safe) hunting. An armed vigilante militia gathers to drive the orcs back out of the city. At first the City Watch attempts to only keep order, but after a few bloody clashes in the streets, they decide to force the orcs out in the name of keeping the peace. Instead, the orcs simply scatter into the alleys and streets as night falls.

Outbreak. An outbreak of severe influenza spreads through the city. Dozens are already dead, and many think that it will kill hundreds—or worse—before it is over. Although some physickers and healers are already doing what they can, the Commissar reportedly is considering conscripting all clerics in the city to magically help stop the spread of this highly contagious plague. Worse, rumors circulate that the affliction was created via magic and loosed by a chaos cult called the Plagueborn. A bounty of 500 gp has been placed on the heads of each leader of the ten cult cells.



Queen in Exile. A thirteen-year old girl claiming to be the queen of Nall shows up with a retinue on a ship in the Docks, seeking asylum. The girl, Holga Kallenstrohm, is on the run from Imperial forces who want her imprisoned or dead, so that she will not inspire Nallish folk into uprising. The Commissar orders the ship boarded and the girl seized. The Holy Emperor, however, sends his own troops to stop the Commissar's Men, wishing to grant the young queen sanctuary (because she was menaced by rival Emperor Segaci's troops). A standoff at the Docks ensues, with tensions running high. The City Council eventually rules in favor of Emperor Rehoboth, and the Commissar concedes.

STANDARD EVENTS

These are run-of-the mill events that occur in the city from time to time. They likely would occur at the rate of perhaps one or two a week (roll 1d3–1), with some recurring multiple times during the course of the campaign. Use standard events to flavor a visit to a tavern as the locals gossip and talk about the news of the day. Use them as fodder for Gather Information checks. Use them as hooks to lead into an adventure. Use them simply to lend verisimilitude to the city.

d%	Event
01–03	A ship bearing exotic cargo arrives in the Docks.
04–06	Two rival gangs clash in the streets, with much bloodshed.
07–10	Strong winds off the Bay of Ptolus damage a few buildings.
11–12	A stopped-up sewer line sends sewage back up into homes and the street.
13	A member of a noble house gets married.
14	An earth tremor shakes the town and causes minor damage, particularly in the Warrens.
15–16	Dysentery spreads through Midtown.
17–18	Vandals deface temples in the Temple District.
19–20	An Imperial envoy from Empress Addares or Emperor Segaci comes to town to meet with the Commissar.
21–23	One of the religions with a temple in the city splits into two groups in a notable schism.
24–26	Bandits plague travelers heading north out of the city.
27–29	A well-known pirate ship preys upon vessels coming into and leaving Ptolus.
30	The Commissar announces higher taxes for the coming year, and the people grow dissatisfied.
31–32	Troubles in another city cause the number of immigrants arriving in Ptolus to increase.
33–36	A public execution of a well-known criminal is conducted in Oldtown.
37–39	A new major building project starts in the city.
40	An older, prominent building in the city collapses.
41	The veterans of the Gnoll Wars hold a parade, attended by the Commissar.
42–43	Fire destroys an entire city block.
44–45	A well-known and well-liked minstrel dies.
46	A popular merchant in the South Market is accused of murdering his wife.
47	Children disappear, kidnapped by an evil cult.
48	A hailstorm causes damage to various buildings in the city.
49–50	A new fashion or fad spreads through the city.
51–53	A major new restaurant opens.
54–56	Two feuding guilds allow a confrontation between its members to grow violent.
57	A concerned group of citizens protests the actions of the Sisterhood of Silence.
58	One of the bridges over the King's River threatens collapse, and people avoid it.
59	Someone vandalizes a statue of a past Commissar in Oldtown.
60	Fishermen in the harbor report a week of terrible catches.
61	Strange graffiti begins appearing throughout town, its meaning unclear.
62–64	A group of knights or adventurers is lauded as heroes for dealing with some sinister threat.
65–68	A particular temple sponsors a feast and celebration.
69–70	The City Watch cracks down on certain illegal gambling establishments and brothels.
71–73	The republican movement stages a rally in Oldtown.
74–75	A spate of robberies occurs in the Nobles' Quarter.
76–77	The ratmen in the sewers are getting either more desperate or more daring in their raids on the surface.
78	Lights are seen with greater frequency in the windows of Goth Gulgamel.
79–80	A carnival sets up south of the city with a freak show, games of chance, and lots of food.
81	An organization attempts to raise money to repair the Clock Tower in Oldtown.
82	A demon from the Dark Reliquary terrorizes a neighborhood before the Knights of the Pale deal with it.
83	The King's River reaches very low levels, making the sewage and garbage in it thick and malodorous.
84–86	Two merchants have a price war.
87–89	A new play or show opens in one of the theaters, to great acclaim.
90–91	Someone makes an attempt on the life of a well-known public figure.
92–93	Ghosts are reported with increasing frequency in a certain location in the city.
94	Litorians, beginning to sour on urban life, leave the city in numbers.
95–96	Fugitives escape from the Prison or one of the madhouses.
97–98	The City Watch and Commissar's Men scour the city for a particular criminal.
99–00	A newcomer replaces a retiring longtime member of the City Council's Assembly.

Filling Campaign Needs



For the DM: You can use this reference yourself, so that when players want to buy a certain type of equipment or find someone to provide a specific service for their characters, you can point to the location they need quickly. Alternatively, you can give these sheets to your players as a reference for handy city locations they might want to know about. Only player characters who are very familiar with Ptolus should have access to these two sheets. Some DMs may want their players to learn this information though gameplay.

For the Player: This is only a starting point. The following lists are not comprehensive, but rather only a small sampling of the locations that might be useful for a particular character need.

EQUIPMENT

Every adventurer needs equipment of some kind. Below is a sampling of equipment types and some of the places where characters can purchase them.

Weapons

Jinsa Hammerblight. Undercity Market. Page 425.
Mitoren's Blades. North Market (H3), map 303. Page 309.
Navaen Bowcraft. South Market (F8), map 351. Page 364.
Rastor's Weapons. Midtown, Delver's Square (H6), map 198–199. Page 218.
Singriosh Notorson. Undercity Market. Page 426.
Tirres. Undercity Market. Page 426.

Armor

Avery's Armor. Midtown (H6), map 198–199. Page 200.
Bull and Bear Armory. Midtown, Delver's Square (H6), map 198–199. Page 201.

Gear

Ebbert's Outfitters. Midtown, Delver's Square (H6), map 198–199. Page 202.
Sign of the Shovel. Undercity Market. Page 425.
Ursaon's Used. Undercity Market. Page 426.

Alchemical Items

Larel's Implements. The Docks (M5), map 171. Page 174.
Urnst, Alchemist. Undercity Market. Page 427.
West Town Mixtures. Oldtown, Vock Row (E5), map 313. Page 337.

Technology

Jinsa Hammerblight. Undercity Market. Page 425.
Rastor's Weapons. Midtown, Delver's Square (H6), map 198–199. Page 218.
The Smoke Shop. North Market (J4), map 303. Page 310.

Clothing

The Blue Thread. South Market (F8), map 351. Page 366.
Maran's Odd Sizes. South Market (G8), map 351. Page 364.
Nestor's. Nobles' Quarter (C6), map 380. Page 301.
Saches. Midtown (H7), map 198–199. Page 219.

Books

The Book Wagon. North Market (H4), map 303. Page 305.
Finnar's Books. Oldtown (C7), map 313. Page 337.

SERVICES

One of the great things about a large city is that it teems with people willing to give aid—for a price. Below is a general listing of services an adventurer might need.

Healing

Derras Fillososh. Rivergate District (F3), map 343. Page 349.
House of the Sacred Heat. Temple District (J5), map 369. Page 373.
St. Gustav's Chapel. Midtown (H6), map 198–199. Page 219.
Temple of Ahaar. Temple District (H5), map 369. Page 378.
Temple of Gaen. Temple District (H5), map 369. Page 385.
Temple of Navashtrom. Temple District (H5), map 369. Page 387.

Training (Martial)

The Arena. Oldtown (D6), map 313. Page 315.
Jangave Lesh. Rivergate District (E3), map 343. Page 349.

Storing Valuables

Hammersong Vaults. Oldtown (D7), map 313. Page 322.

Locksmith

Wilian's Keys. Midtown (J5), map 198–199. Page 221.

Repairs

Bull and Bear Armory. Midtown, Delver's Square (H6), map 198–199. Page 201.
Vatur. Undercity Market. Page 426.

Moneylending

Edarth's Loans. South Market (E7), map 351. Page 360.

Printing
Blackstock Printing. South Market (H8), map 351. Page 353.
The Bookbindery. Midtown (J6), map 198–199. Page 221.

Forgery
Finnar's Books. Oldtown (C7), map 313. Page 337.
Onyx Spider. Midtown, Tavern Row (H7), map 198–199. Page 215.

Legal Advice/Advocate
Denoss Firth's Offices. Oldtown (E6), map 313. Page 337.
Lyle Bennit's Office. Oldtown (E6), map 313. Page 337.

Appraisals
Ander Kellin's Office. Oldtown (C7), map 313. Page 337.
Myraeth's Oddities. Midtown, Delver's Square (H6), map 198–199. Page 210.

ACCOMMODATIONS
Ptolus offers many options for characters looking for a place to spend the night, enjoy a drink, eat a meal, or get cleaned up.

Inn/Hostel
The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
The Griffon. Midtown, Tavern Row (H6), map 198–199. Page 206.
Potter's. Midtown, Delver's Square (H6), map 198–199. Page 218.
The Welcome Inn. South Market (F8), map 351. Page 365.
The Wind's Mystery. Midtown, Iridithil's Home (G5), map 198–199. Page 207.

Tavern
Black Swan. Midtown, Tavern Row (H6), map 198–199. Page 201.
Danbury's. Midtown, Delver's Square (H6), map 198–199. Page 202.
The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
The Goat. Midtown, Tavern Row (G6), map 198–199. Page 205.
The Griffon. Midtown, Tavern Row (H6), map 198–199. Page 206.
Onyx Spider. Midtown Tavern Row (H7), map 198–199. Page 215.
Red Stallion Pub. North Market (G4), map 303. Page 309.
The Sailor's Rest. The Docks (M5), map 171. Page 175.
The Savage Shark. The Docks (M6), map 171. Page 175.
The Skull and Sword. Guildsman District (I7), map 180. Page 190.
Swordthrower's Club. Nobles' Quarter (C5), map 280. Page 301.
Tabby's Den. Guildsman District (J7), map 180. Page 192.
Taggert's. Temple District, Street of a Million Gods (H5), map 369. Page 378.
The Welcome Inn. South Market (F8), map 351. Page 365.
The Wind's Mystery. Midtown, Iridithil's Home (G5), map 198–199. Page 207.

Restaurant
Aristocrat's Table. Nobles' Quarter (C5), map 280. Page 284.
The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
The Griffon. Midtown, Tavern Row (H6), map 198–199. Page 206.
North Point Restaurant. Midtown (G6), map 198–199. Page 214.
The Sailor's Rest. The Docks (M5), map 171. Page 175.
The Starry Night. South Market (F8), map 351. Page 366.
The Welcome Inn. South Market (F8), map 351. Page 365.
The Yellow Wall. Rivergate (F2), map 345. Page 349.

A Bath
Row Bathhouse. Midtown, Tavern Row (H7), map 198–199. Page 219.
The Waterfall. Rivergate, (F4), map 343. Page 349.

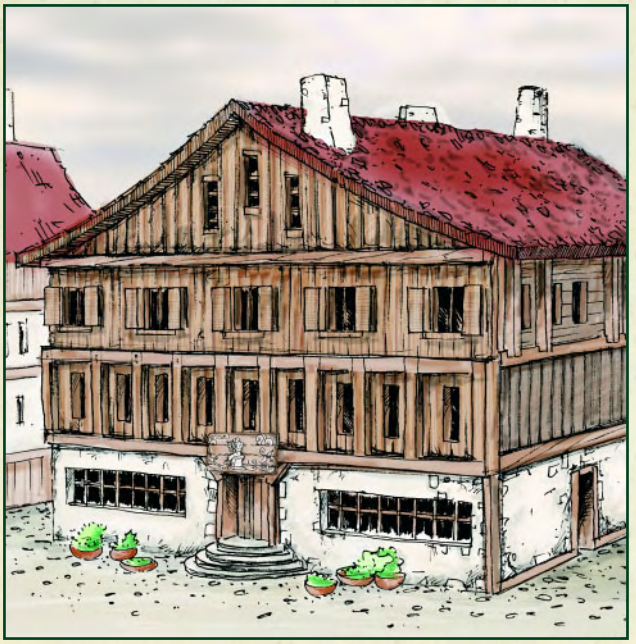
A Barber
Dragon's Tooth Comb. Rivergate (F4), map 343. Page 349.
Havan's Haven. Midtown (K6), map 198–199. Page 206.

ENTERTAINMENT
Everyone's got to relax once in a while, and Ptolus offers many opportunities to do so.

Theater
The Cloud Theater. Midtown (F6), map 198–199. Page 201.
The Crown Theater. Nobles' Quarter (B5), map 280. Page 291.
The Shadow Theater. Oldtown (D5), map 313. Page 334.

Gambling (Legal)
The White House. Oldtown (E5), map 313. Page 334.

Sport
The Arena. Oldtown (D6), map 313. Page 315.
Golem Fights. Oldtown, Vock Row (E5), map 313. Page 333.
The Mage Game. Oldtown, Vock Row (E5), map 313. Page 333.



The Ghostly Minstrel in Delver's Square is popular with adventurers.

INFORMATION

Information is power, but it doesn't always come easily—or cheaply. This is a listing of a wide variety of sources of information: from sages to libraries, from gossips to oracles. They are organized by topic.

General

The Book Wagon. North Market (H4), map 303. Page 304.
City Library. Oldtown (D7), map 313. Page 319.
Sage's Guild Headquarters. Oldtown (D5), map 313. Page 332.
The Shrine of the Oracle. Temple District J5), map 369. Page 375.
Therad Stone. Nobles' Quarter (C4), map 280. Page 301.
The Three-Horned Goat. Rivergate (E2), map 343. Page 347.

South Market

Salora Hail (Salora's Pots). South Market (G7), map 351. Page 365.

Docks/Shipping

Dockmaster's Tower. The Docks (M5), map 171. Page 172.

Religious

Celestial Conclave. Temple District (H4), map 369. Page 172.

The Dungeon

The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
Delver's Guild Library and Maproom. Oldtown (E6), map 313. Page 322.

PEOPLE

Player characters often need to hire on help, look for allies, or just find someone who can offer training, advice, or spellcasting.

Hirelings

Indigo Services. Nobles' Quarter (C5), map 280. Page 301.
Scouts, Guides, and Porters. Undercity Market. Page 426.

Fighters and Warriors

The Arena. Oldtown (D6), map 313. Page 315.
Citadel of Might. Oldtown (D7), map 313. Page 318.
Estate of House Khatru. Nobles' Quarter (B6), map 280. Page 297.
The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.

Mages

Danbury's. Midtown, Delver's Square (H6), map 198–199. Page 202.
The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
The Inverted Pyramid. Above Oldtown, map N/A. Page 324.
Pointy Hat. Oldtown, Vock Row (E5), map 313. Page 317.

Rogues and Thieves

The Ghostly Minstrel. Midtown, Delver's Square (H6), map 198–199. Page 204.
The Goat. Midtown, Tavern Row (G6), map 198–199. Page 205.
Onyx Spider. Midtown Tavern Row (H7), map 198–199. Page 215.
The Savage Shark. The Docks (M6), map 171. Page 175.
The Skull and Sword. Guildsman District (I7), map 180. Page 190.

Clerics

Temple District, map 369. Pages 372–397.

General Aid (Good Alignment)

The Bladechapel. Oldtown (D4), map 313. Page 317.
Citadel of the Golden Cross. Oldtown (D4), map 313. Page 317.
The Pale Tower. Oldtown (D4), map 313. Page 329.
The Siege Tower. Necropolis (K4), map 229. Page 237.

MAGIC

Magic is a service, a commodity, and more. Ptolus offers many opportunities for someone looking for magic and magical items.

Potions

Myraeth's Oddities. Midtown, Delver's Square (H6), map 198–199. Page 210.
Potions and Elixirs. Undercity Market. Page 426. Also Midtown (K7), map 198–199. Page 221.

Scrolls

Arcane Scribe. Undercity Market. Page 426.
Myraeth's Oddities. Midtown, Delver's Square (H6), map 198–199. Page 210.

Miscellaneous Magic Items

Myraeth's Oddities. Midtown, Delver's Square (H6), map 198–199. Page 210.

Magical Identification

Danbury's. Midtown, Delver's Square (H6), map 198–199. Page 202.
Myraeth's Oddities. Midtown, Delver's Square (H6), map 198–199. Page 210.

Scrying/Finding

Danbury's. Midtown, Delver's Square (H6), map 198–199. Page 202.
Pointy Hat. Oldtown, Vock Row (E5), map 313. Page 317.

Supplies

Tess' Cauldron. Oldtown, Vock Row (E5), map 313. Page 337.
West Town Mixtures. Oldtown, Vock Row (E5), map 313. Page 337.
Zel's Poultice Shop. South Market (E8), map 351. Page 366.

Magical Tattoos

Wondrous Tattoos. North Market (J4), map 303. Page 310.







Photocopy these pages featuring the Church and Imperial seals to create your own official documents.

Character Name | Race | Sex | Class | Level

Player Name | Alignment | Deity | Imperial Citizen?

Abilities and Hit Points

Ability	Score	Modifier
STR		
DEX		
CON		
INT		
WIS		
CHA		

Hit Points

HP

Saving Throws

	Total		Base Save		Ability Mod.		Misc.
Reflex (DEX)		=		+		+	
Fortitude (CON)		=		+		+	
Will (WIS)		=		+		+	

Armor Class and Initiative

	Total		Armor		Shield		Dex.		Size		Misc.
AC		=10+		+		+		+		+	

Touch AC _____
Flat-Footed AC _____
Armor Check Penalty _____
Spell Failure _____
Speed _____

Initiative Modifier _____
Base Attack Bonus _____
Grapple Attack _____
Melee Attack Bonus _____
Ranged Attack Bonus _____

Weapons

Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type
Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type
Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type
Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type
Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type
Weapon	Attack	Damage	Critical	Range
		Weight	Size	Type

Feats and Abilities

Skills

Skill	Total	Ability	Ranks	Mod.	Misc.

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Equipment

Gear	Weight

Total Weight _____

Spells Known (or Prepared)

Level	Spell	Save DC
1st ( )		
2nd ( )		
3rd ( )		
4th ( )		
5th ( )		
6th ( )		
7th ( )		
8th ( )		
9th ( )		



Appearance

Personality

Background

Languages

Relatives

Organizational Affiliations

Home District and Street

Contacts in the City (Name/Location)

Personal Goals

Money

XP

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Player's Notes

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PTOLUS AT A GLANCE: General Information



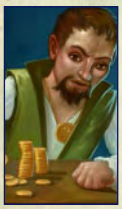
Population: Approximately 75,000 people live in Ptolus. Most are human, with elves, dwarves, and halflings making up the majority of the remaining populace (in that order). See page 145.

Government: The Commissar, Igor Urnst, is an appointed Imperial governor whose military position makes him the highest authority in the city. He chairs the City Council, made up of various nobles, guildmasters, and persons of importance. See pages 147–154. Ptolus is a part of the Tarsisan Empire, which has existed for over seven hundred years.



Law Enforcement and Safety: The City Watch keeps the peace in Ptolus, with Watchhouses placed throughout the city (marked with a on the city maps) as well as warning bells on poles to sound an alarm and call guards to the location. The Fire Brigade stationed in Firehouses (marked with a on the city maps) watches for fires and helps keep them from spreading once they start.

Independent of the government but still an officially sanctioned law enforcement body, the Sisterhood of Silence patrols the city, apprehending criminals and dealing out justice. Their help in keeping order in Ptolus is without measure, but not without recognition. See pages 134–137.



Economy: Ptolus is a trade city located on the Emperor's Road as it runs south toward Tarsis and on the edge of a bay in the Whitewind Sea, which navigators use to conduct trade all along the northern edges of the Empire. Farmers and herders from both north and south of the city bring in wheat, cattle, sheep, goats, and more. With the gradual decline of the reliance on technology and innovation, the city is not as industrial as it once was, though it still produces goods of leather, wood, and iron in great quantities.

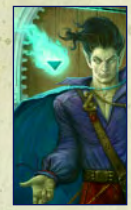


Geography: Ptolus is defined by a series of sharp inclines: cliffs marking the edges of many districts, and the King's River Gorge cutting through the middle of the city. The Spire marks the western edge of Ptolus; the city slopes down toward the sea from there. The Nobles' Quarter—the highest part of town—rests on a shelf on the base of the Spire. The Jeweled Cliffs separate it from Oldtown, which itself remains a bit apart from the rest of the city atop Dalen's Cliffs.

The King's River cuts through the center of town within a deep gorge that runs to the Cliffs of Lost Wishes, overlooking the sea. The Docks district lies at the bottom of those cliffs, right at the edge of the water.



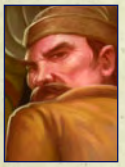
Religion: The primary religion of Ptolus, as of the rest of the Empire, is Lothianism. In fact, the Prince of the Church, heir apparent to the Holy Imperial Throne, lives in Ptolus. That said, folks also practice hundreds of other, smaller religions in Ptolus, and the Temple District is infamous for its many varied temples.



Organizations: One can find many important organizations in Ptolus, including the world-renowned Inverted Pyramid, a guild of sorts for arcanists with a long and interesting history. Knightly orders such as the Keepers of the Veil, the Knights of the Pale, and the Knights of the Chord are influential in Ptolus, as are the city's many guilds, and quasi-religious orders like the Brotherhood of Redemption and the oracular Fate Weavers. Less savory organizations, such as the demonic Fallen and the death-loving Forsaken, also wield considerable power.



Noble Houses: There are ten noble families in Ptolus, their lineage extending back to ancient Palastan, long before the Empire. Although no longer the official rulers of the area, the noble houses even today are accorded the respect due to families of such influence—not to mention wealth.



Criminals: Unfortunately, Ptolus teems with criminals. Two are of special note, however. The first is Menon Balacazar, of the old and entrenched Balacazar family, which has long run a powerful and influential criminal empire based in Ptolus. Second is the family's chief rival, a newcomer and outsider named Kevris Killraven. She has swooped in and usurped a great deal of "business" in the city in a very short time, carving out her own empire.

PTOLUS AT A GLANCE: Districts of the City

While the city is divided into districts, each with its own focus, it would be a mistake to assume that one experiences a sudden shift upon crossing over from the North Market into the Temple District—it's not as though the shops all disappear in favor of temples. The city's internal borders are far more fluid, and the districts of Ptolus blend together far more organically than that.



The Docks: This waterside district concerns itself primarily with ship traffic, servicing seagoing craft, warehousing imports and exports, and catering to the needs of sailors. It is separated from the rest of the city, as it lies on a man-made strip of land at the base of the Cliffs of Lost Wishes. See Chapter 8.



The Guildsman District: An industrial section of the city, the Guildsman District holds tanneries, breweries, a slaughterhouse, the Foundry, and a number of similar locations, as well as the headquarters of most major guilds. See Chapter 9.



Midtown: The heart of the city, Midtown holds many residential neighborhoods and a number of important business sections such as Tavern Row and Delver's Square. It is also by far the largest district in Ptolus. See Chapter 10.



The Necropolis: It's easy to forget that this cemetery is an actual district in town—until you've seen it and realized how vast it is, and (strangely) how many people really live there. "Live" is a relative term here, though, as many residents are actually undead. More or less safe during the day, this walled-off section of town is an extremely dangerous place to visit at night. See Chapter 11.



The Nobles' Quarter: The Nobles' Quarter is home to the city's wealthiest residents, as well as the aristocracy. The single approach to this district involves passing through Dalenguard in Oldtown. See Chapter 12.



North Market: Known to locals simply as "the Market," this district is filled with open squares teeming with merchants selling goods from tents, stalls, and wagons. Farmers bring their produce to sell in the North Market, and individual artisans hawk their own wares. It is also a residential district. See Chapter 13.



Oldtown: The seat of government and authority in Ptolus is also, as its name suggests, the oldest part of town. Oldtown's most significant feature is the fortress of Dalenguard where the Commissar lives, but it is also home to the Administration Building, the Imperial University, City Courts, and similar facilities. See Chapter 14.



Rivergate: The residential Rivergate District is isolated by the King's River Gorge on one side and an extremely steep incline on the other. It serves as home to the closest thing Ptolus has to a middle class. See Chapter 15.



South Market: Newer than the North Market, the South Market is distinguished by having more permanent shops, particularly those with their own attached workshops. As in the North Market, a great many people make their homes here. See Chapter 16.



The Temple District: The majority of the city's temples, churches, and religious structures are found in the Temple District. The famed Street of a Million Gods runs through the district, lined on both sides with a seemingly endless array of faiths. Of note, one can find St. Valien's Cathedral here, as well as the Priory of Introspection, home of the Sisterhood of Silence. See Chapter 17.



The Warrens: Thankfully, this slum is the smallest unique district in the city. This hivelike maze is the central hub of criminal activity in Ptolus and home to its poorest residents. Gangs of youth run wild, hoping to graduate up to the more entrenched criminal organizations. See Chapter 18.

PTOLUS CLIP-ON SCREEN REFERENCE FOR DMs

The City Council Tribunal

Igor Urnst (The Commissar)
Kirian Ylestos (Prince of the Church)
Mother Superior of the Sisterhood of Silence

Other Important People

Aoska (half-celestial member of the Malkuth)
Adlam Theobold (archbishop of Lothian)
Doraedian Mythlord (influential elf)
Iron Mage (powerful wizard)
Jevicca Nor (mighty Inverted Pyramid mage)
Kevris Killraven (crime lord)
Lady Fransin Nagel
Lady Verrana Rau
Lord Dered Abanar
Lord Kirstol Dallimothan
Lady Peliope Erthuo
Lady Devina Kath
Lord Dorant Khatru
Lord Renn Sadar
Lord Thollos Sheva
Lord Iristul Vladaam
Menon Balacazar (crime lord)
Moynath Autumnsong (powerful sorcerer)
Rehoboth Ylestos (Emperor of the Church)
Sorum Dandubal (Guildmaster Delver)
Zavere and Rill (Lords of Castle Shard)

_____
_____
_____

Noble Houses

Abanar (mercantile)
Dallimothan (dragons)
Erthuo (scholars)
Kath (the arts)
Khatru (military)
Nagel (altruistic)
Rau (rogues)
Sadar (shadows)
Shever (technology)
Vladaam (evil)

Other Important Groups

Delver's Guild (adventurer organization)
Sisterhood of Silence (female monks who help keep the peace)
Keepers of the Veil (undead hunters)
Knights of the Pale (good-aligned order)
The Fallen (demons in the Dark Reliquary)
The Forsaken (admirers of death and the undead; allied with the Fallen)
Balacazar Family (criminal organization)
Inverted Pyramid (mage organization)
Killraven Crime League (upstart criminal organization)
Knights of the Golden Cross (good-aligned order serving the Elder Gods)
Longfingers Guild (thieves' guild)
Malkuth (angels in the Pale Tower)
Order of Iron Might (warrior's guild)
The Shuul (technology-based order)
The Sorn (spellcasting mercenaries/assassins)
Urthon Aedar (mysterious wandering judges)
Vai (death-worshipping assassins)
Viridian Lords (plant-bonded rangers)

_____
_____

Special Materials

Aethel (absorbs energy)
Black adamantine (resists magic)
Firestone (long-burning fuel)
Heliothil (negates gravity)
Ithildin (glows in moonlight)
Ithilnaur (strong and glows in moonlight)
Liquid light (residual goodness)
Liquid shadow (residual evil)
Marlite (magic dead)
Moonsilver (liquid metal)
Vallis (raw magic)

Major Deities

Ahaar (CG Lord of the Air)
Asche (N God of Cities)
Father Claw (CE Serpentine Lord)
Gaen (LG Goddess of Light)
Gorgoth-Lol (CE Goddess of the Dark Elves)
Heiran and Nareis (LE and CE, Sisters of Death)
Lothian (LG Official Imperial Deity)
Maleskari (NE God of Shades)
Melann (NG Goddess of Farming)
Mocharum (LG God of the Dwarves)
Mylieshia (CG Mistress of the Wind's Path)
Navashtrom (NG God of Strength and Harmony)
Teun (LN Mother of All Machines)
Thamus (NG God of Protection and Defense)
Watcher of the Skies (N God of Divination)

RACES OF PTOLUS

Major Races

Dwarves
- Stonelost
- Grailwarden

Elves
- Shoal (Harrow*)
- Elder (Cherubim*)
- (Dark**)
- Half-Elves

Gnomes
Halflings
Humans

** More of a minor race.*
*** An NPC race.*

Minor Races

Aram (centaurs)
Assarai (lizardfolk)
Cherubim elves
Harrow elves
Litorians

NPC Races

Aasimars
Dark elves
Minotaurs
Orcs
- Ornu-Nom
- Toruk-Rul
- Sorn-Ulth
- Half-Orcs

Tieflings

Travel Times in the City *

	Destination on Foot									
Starting Point	**Nobles**	**Oldtown**	**Rivergate**	**S. Market**	**N. Market**	**Midtown**	**Temple**	**Guild**	**Warrens**	**Docks**
Nobles	—	10	25	20	32	20	22	35	50	38
Oldtown	13	—	15	10	22	10	12	25	40	28
Rivergate	28	17	—	25	10	20	10	30	40	34
S. Market	23	12	26	—	22	10	22	20	35	23
N. Market	35	24	11	22	—	18	10	25	40	23
Midtown	23	12	21	10	18	—	8	15	30	17
Temple	25	14	11	22	10	8	—	20	35	20
Guild	38	27	31	20	25	15	20	—	20	10
Warrens	41	30	34	23	23	17	20	10	—	16
Docks	63	52	51	43	50	40	45	30	28	—

	Destination by Carriage									
Starting Point	**Nobles**	**Oldtown**	**Rivergate**	**S. Market**	**N. Market**	**Midtown**	**Temple**	**Guild**	**Warrens†**	**Docks**
Nobles	—	5	12	10	15	10	10	20	30	22
Oldtown	6	—	5	5	10	5	5	15	25	17
Rivergate	13	6	—	12	5	10	5	15	25	17
S. Market	11	6	12	—	10	5	10	10	25	12
N. Market	17	11	5	10	—	10	5	10	25	9
Midtown	11	6	10	5	10	—	5	5	20	6
Temple	11	6	5	10	5	5	—	10	25	10
Guild	21	16	15	10	10	5	10	—	15	5
Warrens†	23	18	17	12	9	6	10	5	—	13
Docks	36	31	30	30	30	30	30	20	11	—

*All times are in minutes and assume average crowds and traffic and a brisk pace, traveling between the centers of two districts.
†Public carriages for hire do not venture into the Warrens; these times assume travel by private carriage.

WANTED

For Crimes Against the Empire, Including Murder of a Public Official, Murder, Assault, and Animating the Dead



Rullus Hobb

Also known as "Rullus the Scar," "Rullus the Blade," and "Serrin Aveen"

Reward of 5,000 gold thrones for his capture or proof of his demise. Apply at Dalenguard.

⊰PROCLAMATION⊱

By Order of His Holiness,
Rehoboth, Emperor of the Perfect and
Beatific Church of Lothian:

On this day of Newyear the First

The Bounty Placed upon the tail of all
Plague Rats, also known as Ratmen,
Ratfolk, and Rats most Dire, within
the Walls or under the Streets of this
good Imperial City of Ptolus
Is hereby raised to three of his
Majesty's Gold Thrones.

Further, the Church of Lothian will
bless each Rat Hunter with a Divine
Sanction against Disease for every
five rat tails turned in.



Imperial Citizenship Papers

In the eyes of the Lion-Guarded Throne, the holder of these papers is hereby recognized as

_____
(Name)

and confirmed as a Citizen in Good Standing of the everlasting Empire of Tarsis.

_____
(Place of Birth)

_____
(Place of Residence)

_____
(Race)

_____
(Occupation)

_____
(Physical Description)

_____
(Parents' Names)

_____
(Group Affiliations)

Witnessed here, this _____ day of _____ in the year _____ of the Imperial Age, by

Belara Trasero
Invested Imperial Minister

_____
(Signature of Citizen)

Imperial Identification Papers

In the eyes of the Lion-Guarded Throne, the holder of these papers is hereby recognized as

_____
(Name)

with no claims of Citizenship in the everlasting Empire of Tarsis.

_____
(Place of Birth)

_____
(Place of Residence)

_____
(Race)

_____
(Occupation)

_____
(Physical Description)

_____
(Parents' Names)

_____
(Group Affiliations)

Witnessed here, this _____ day of _____ in the year _____ of the Imperial Age, by

Belara Trasero
Invested Imperial Minister

_____
(Signature)

Imperial License to Bear Firearms

The bearer of this license

_____
(Name)

is hereby granted, through the generosity of the Lion-Guarded Throne, the right to possess a firearm(s) and ammunition.

License holders may carry said firearms in public places and may conceal them on their persons but must display this license upon demand by any Imperial officials or agents thereof.

License holders remain solely responsible for any crimes or wrongdoings resulting from use or misuse of said firearms.

Witnessed here, this _____ day of _____ in the year _____ of the Imperial Age, by

Duranmis Kalethan
Imperial Registrar of Firearms

_____
(Signature of License Holder)

Imperial License to Bear Firearms

The bearer of this license

_____
(Name)

is hereby granted, through the generosity of the Lion-Guarded Throne, the right to possess a firearm(s) and ammunition.

License holders may carry said firearms in public places and may conceal them on their persons but must display this license upon demand by any Imperial officials or agents thereof.

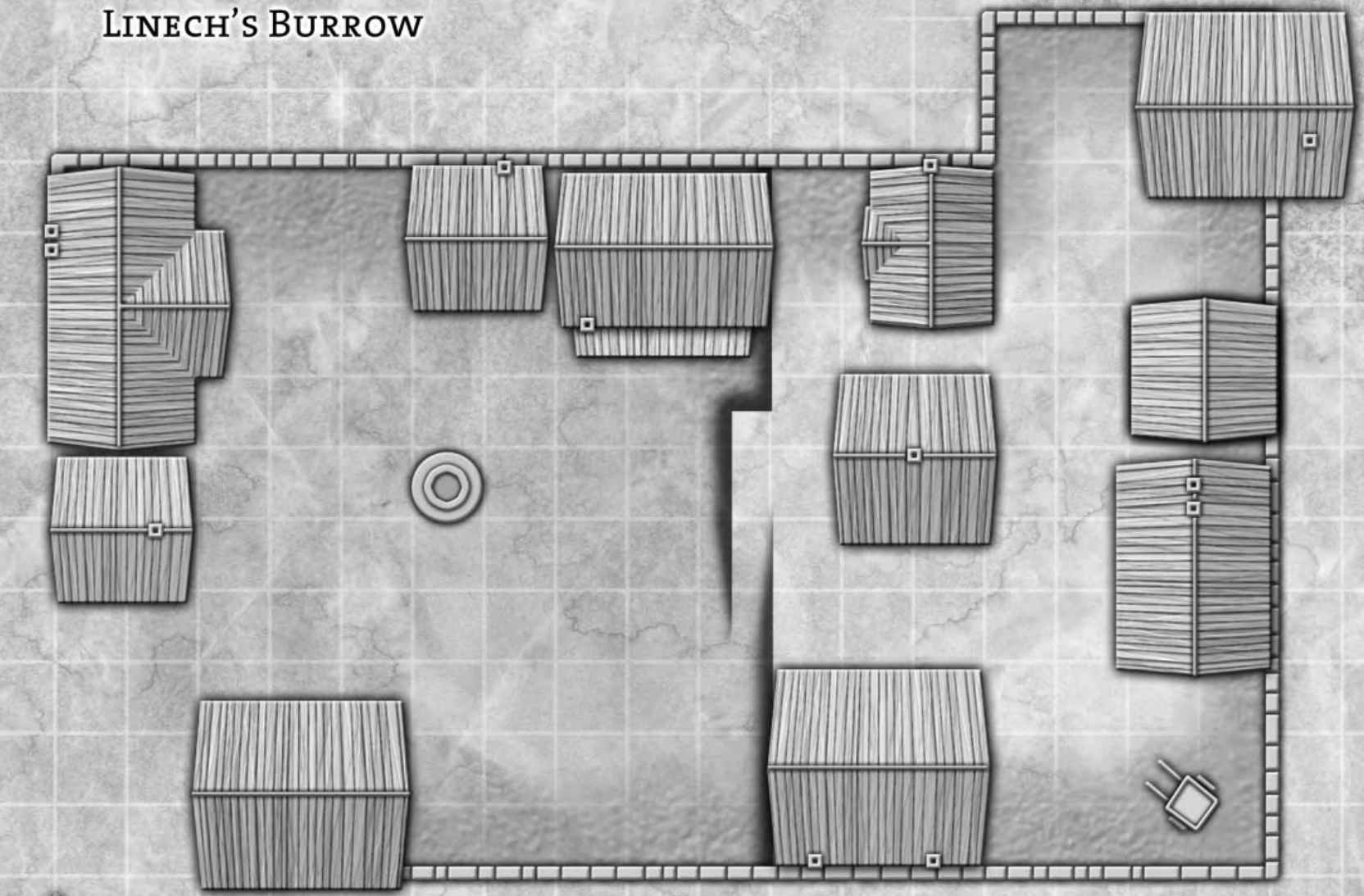
License holders remain solely responsible for any crimes or wrongdoings resulting from use or misuse of said firearms.

Witnessed here, this _____ day of _____ in the year _____ of the Imperial Age, by

Duranmis Kalethan
Imperial Registrar of Firearms

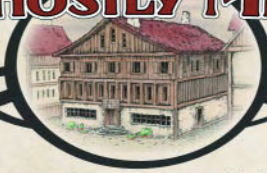
_____
(Signature of License Holder)

Players' Map:
Linech's Burrow



1 square = 10 feet

The Ghostly Minstrel



Vard Hillman, Proprietor -- Delver's Square

Soups, Stews, & Breads

Vegetable Stew ..... 9 copper pennies
With potato dumplings, cabbage, onions, carrots, and garlic. Served with new bread.

Goose Liver and Bean Soup ..... 3 copper pennies

Creamy Mushroom Soup ..... 2 copper pennies

Breadroll with Sage Pork Stuffing ..... 8 copper pennies

Fish

Fresh Milk-Fried Haddock ..... 1 silver shield
Served with lemon pepper sauce and mashed yams.

Pickled Herring on Flatbread ..... 2 silver shields
Served with buttered potatoes.

Meat Dishes

Beef and Vegetable Pasties ..... 2 silver shields
Three pastry shells filled with beef and succulent seasonal vegetables.

Roast Mutton Chops ..... 4 silver shields
Two chops with creamy tomato-basil sauce, served with roasted garlic potatoes.

Grilled Pork Sausage Links ..... 3 silver shields
Spicy, served with onions and peppers.

Poultry

Roast Goose with Raisin Sauce ..... 3 silver shields
Served with potatoes and leeks.

Game Hen with Rosemary Bread Stuffing ..... 2 silver shields
Served with turnips and greens.

Cold Plates

Loaf of bread and cheese ..... 3 copper pennies

Sliced fruit and cheese ..... 4 copper pennies

Cherry-filled honeyed bun ..... 2 copper pennies

Herring and oatmeal ..... 3 copper pennies

Cold roasted beef and raspberry sauce ..... 6 copper pennies

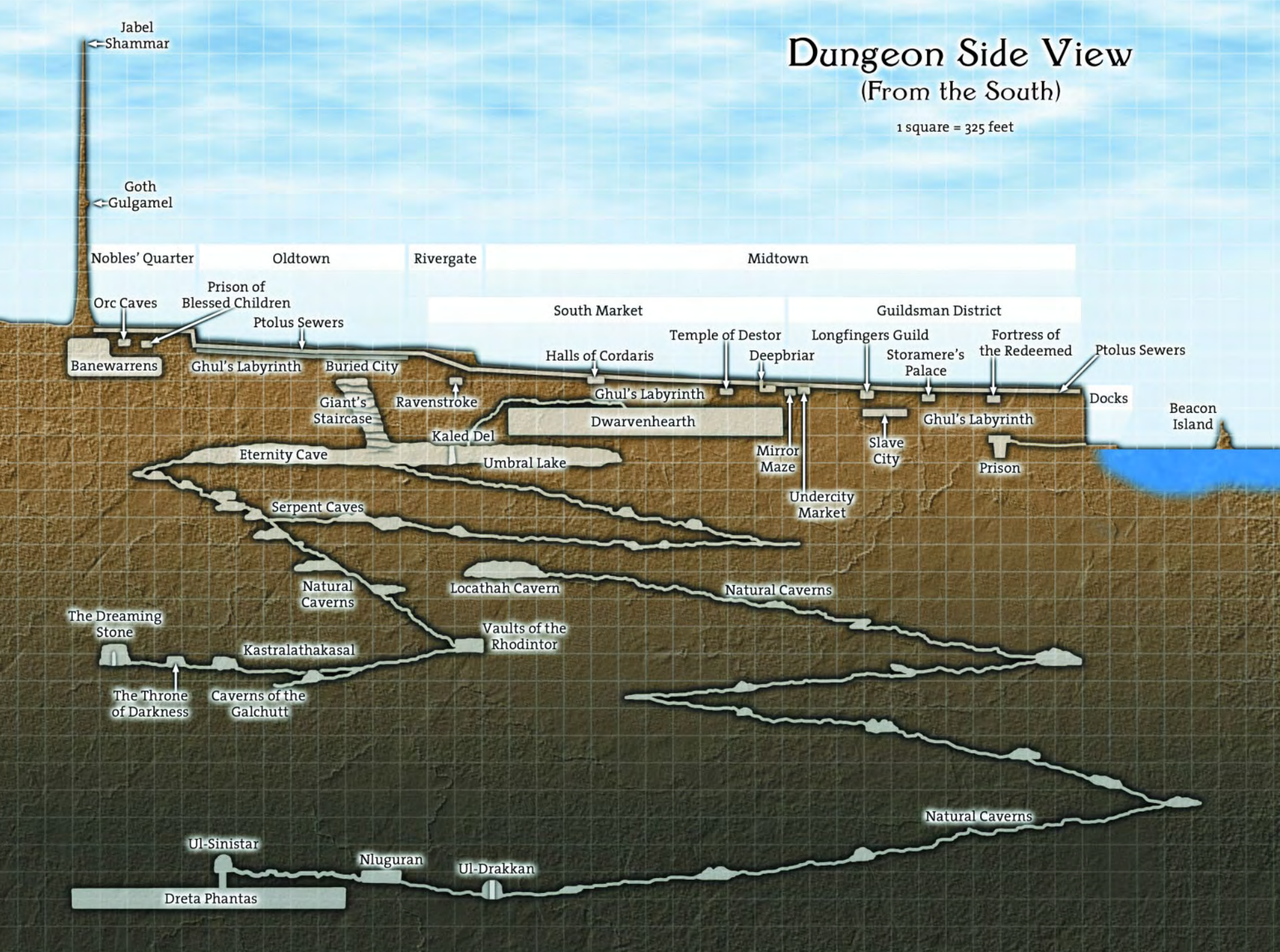
Desserts

Sweet pudding with almonds ..... 8 copper pennies

Slice of blackberry pie ..... 7 copper pennies

Glazed apple slices ..... 6 copper pennies

Dish of sugar dragons ..... 7 copper pennies


Dungeon Side View
(From the South)
1 square = 325 feet
Jabel Shammar
Goth Gulgamel
Nobles' Quarter
Oldtown
Rivergate
Midtown
Orc Caves
Prison of Blessed Children
Ptolus Sewers
South Market
Guildsman District
Banewarrens
Ghul's Labyrinth
Buried City
Halls of Cordaris
Temple of Destor
Deepbriar
Longfingers Guild
Storamere's Palace
Fortress of the Redeemed
Ptolus Sewers
Docks
Beacon Island
Giant's Staircase
Ravenstroke
Ghul's Labyrinth
Dwarvenhearth
Ghul's Labyrinth
Kaled Del
Eternity Cave
Umbral Lake
Mirror Maze
Slave City
Prison
Undercity Market
Serpent Caves
Natural Caverns
Locathah Cavern
Natural Caverns
The Dreaming Stone
Vaults of the Rhodintor
Kastralathakasal
The Throne of Darkness
Caverns of the Galchutt
Natural Caverns
Ul-Sinistar
Nluguran
Ul-Drakkan
Dreta Phantas

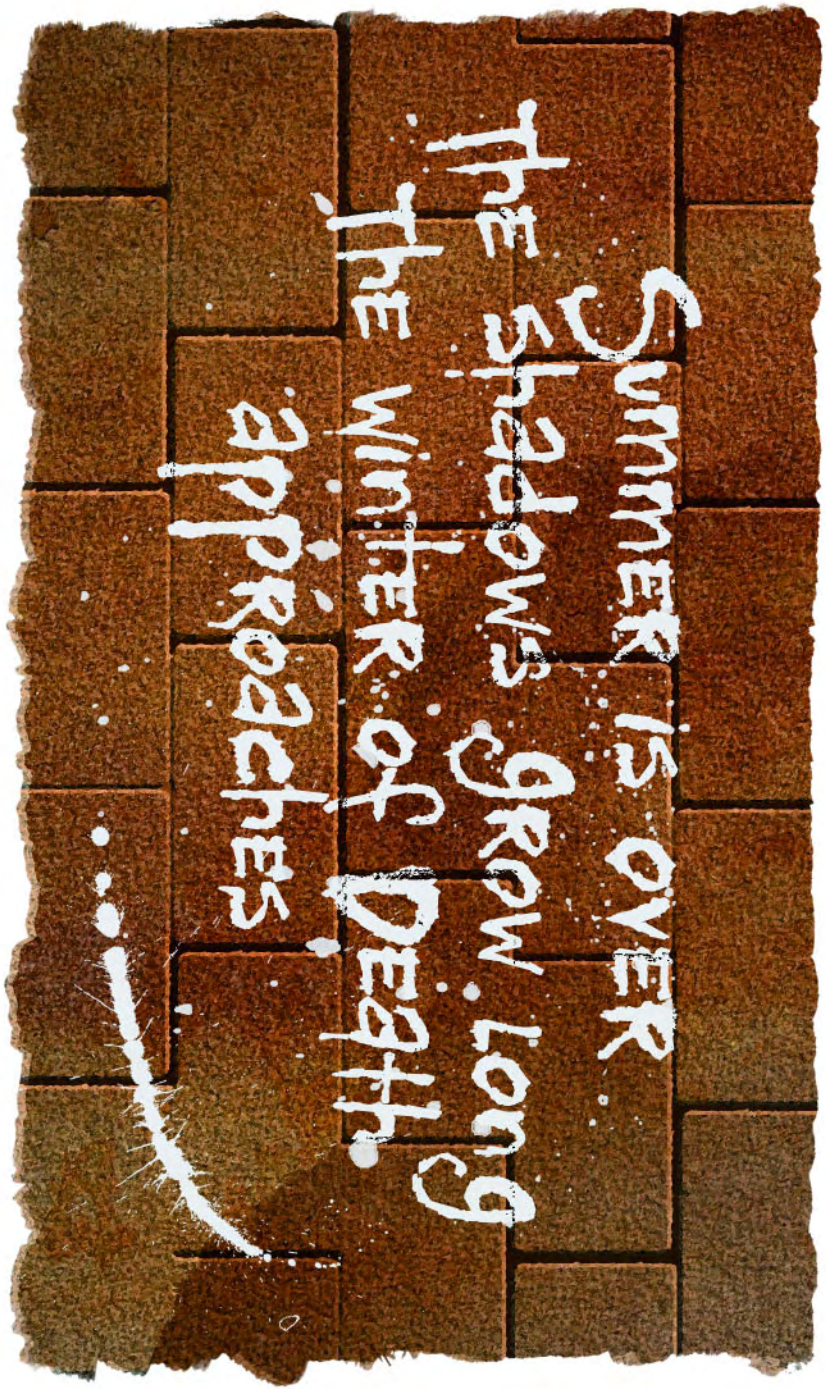
Elvish Brothers!

Looking for a companion to join your explorations?

I am quite capable.

Come to Iridithil's Home and ask for

Laethando Silversong




TAVERN
ROW


THREE
PRINCES
STREET

Castle Shard



The Esteemed Lord Zavere and the Luminous Lady Rill request the honor of your presence on the morrow, at three hours past noon, at Castle Shard in the Nobles' Quarter.

The Lords of Castle Shard await your gracious reply by courier at your earliest convenience.

Phon Quartermail. 3rd door westarn side of Crispin Streat. Blak hair, yung.

Afters: the red warhuse on Able row, 2 hours after dusk. Theoday.

WANTED: LABORATORY ASSISTANT

- Must be skilled in cleaning up dangerous spills.
- Knowledge of chemicals and admixtures a must.
- An open mind regarding form alteration a plus.

Inquire at 606 Vock Row

Wanted: Cleric

A group of delvers with a map and a key seeks a cleric to join in a raid in a new area beneath Oldtown and reap the rewards.
Must be able to provide magical healing.
Skill with arms a plus.
Must provide own gear.

Ask for Hakaster in the Ghostly Minstrel. XXX

- Goodly Gear
- Hardly Used

saches

Yeoman Street in Midtown

Ask for Marta

Adventurers Wanted

To Find Our Missing Daughter

Reward: 200 Gold Imperials

see Toman Etherin at the sign of the Black Swan

Admit cardholder and guest to
Swordthrower's Club



Longhour Street in the Nobles' Quarter
Open nightly from dusk to dawn

WANTED

- DEAD or ALIVE -

Shilukar

Dark Elf Thief and Mage

Extremely Dangerous

1,000 Gold Imperial Reward
from House Abanar



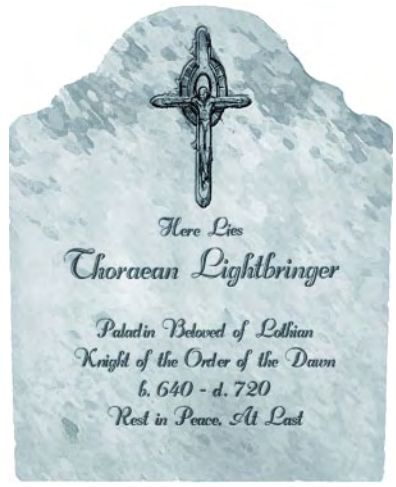
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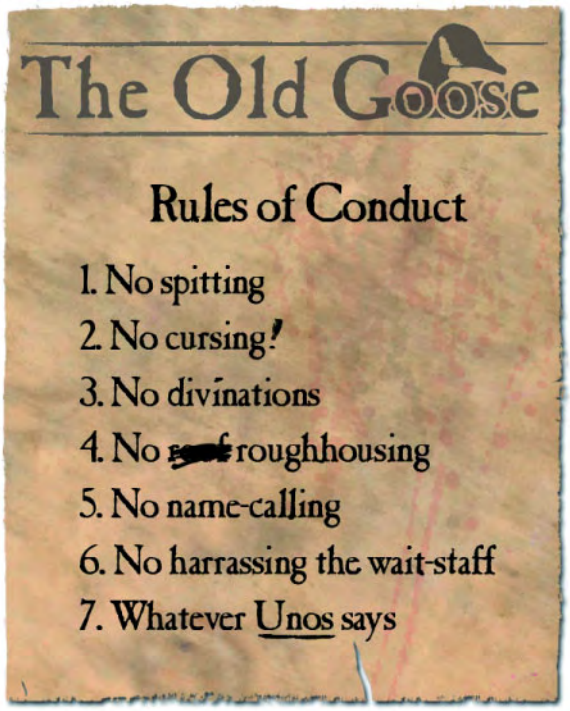
SORCEROUS INVESTIGATIONS

» Magical surveillance and lost item recovery

» Reasonable prices

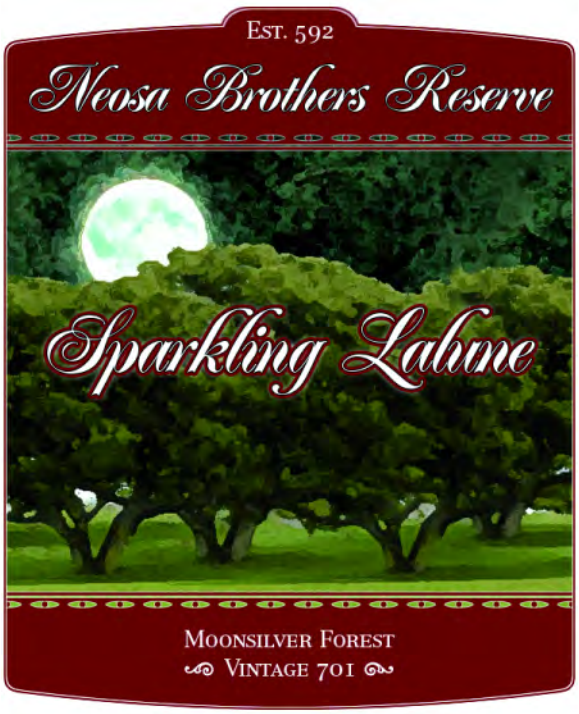
» Inquire at the Red Stallion Pub, North Market




The Old Goose
Rules of Conduct
1. No spitting
2. No cursing!
3. No divinations
4. No [redacted]roughhousing
5. No name-calling
6. No harrassing the wait-staff
7. Whatever Unos says


The Bankers' Guild of Ptolus
Chuster Nogol
President
Palace Road
in Oldtown


The Courier
News of the Empire since 664 • One Penny
3rd of Harvest 721


Est. 592
Neosa Brothers Reserve
Sparkling Lahme
Moonsilver Forest
Vintage 701


Longdraught
Bitter Ale





Expanded Table of Contents

Even though we allowed six pages in *Ptolus* for the Table of Contents, we only managed to fit the top-level headers in it. The expanded version here lists an extra level of subheads to help you find the sections you're looking for even faster.

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Bookmarks (Printer-Friendly)
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Full Ptolus Map Key (5 pages)
The Spire Maps (3 pages)
The Empire Map
Eastern Palastan Map
Delver's Square (2 pages)
Rosegate House (2 pages)
The Midtown Partisan (2 pages)
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Special Days in Ptolus
Adventure Maps (4 pages)
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Ptolus Adventure Map:
Korben Trollone's Office (13 pages, from SkeletonKey Games)
Miniatures Gallery
(From Paizo Publishing)

Arcana Evolved Conversion Document (link)
Campaign Journal I (link)
Campaign Journal II (link)
Saga of the Blade Short Fiction (From *Game Trade Magazine*, link)
This Week in Ptolus (link)
A Player's Guide to Ptolus (link)

Night of Dissolution Adventure (separate PDF)
Ptolus: City by the Spire Comic Book, Issue 1 (From DBPro, separate PDF)



Searchable Glossaries and Index

Use the search function in this document as a quick way to help you find the page number of something you're looking for in the *Ptolus* book. Please note that the glossaries and index here are not exactly the same as the ones in the *Ptolus* book. First, the glossary entries here include information from the "Other Locales" sections in each chapter of Part III. These names and locales were trimmed from the printed glossaries due to space limitations. In addition, this document offers multiple page numbers for glossary entries; due to space constraints in the book itself, the printed glossaries offered only the main page number for each glossary entry. Finally, the index includes a few entries that were edited from the book for space, such as the names of the spells in Chapter 35.

LOCALES GLOSSARY

Area abbreviations: DOC (Docks), DW (Dwarvenhearth); GD (Guildsman), JS (Jabel Shammar), MID (Midtown), NEC (Necropolis), NQ (Nobles' Quarter), NM (North Market), OLD Oldtown), RIV (Rivergate), SM (South Market), TD (Temple), UM (Undercity Market), and WAR (Warrens). Listing **does** include "Other Locales."

Abbara's Bakery (171, 176): Bakery DOC
Abrury's Dairy (351, 366): SM.
Administation Building (313, 314): Local government headquarters; OLD.
Adda's Baskets (303. 311): Stall in open market; NM.
Addata Renalt's Home (401, 411): Forgery service; WAR.
Alabaster Sanctuary (521-522): Good remnant of Mosul Pearl; JS.
Alaina Bellsong (369, 397): Dreamspeaker; TD.
Albester's Breads (199, 221): MID.
Alchestrin's Tomb (229, 232): Ancient wizard's resting place; NEC.
Amel's (199, 221): General store, but secretly a fence for stolen goods; MID.
Ander Kellin's Office (313, 337): Appraiser; OLD.
Animal Tending (343, 349): Animal groomer and healer; RIV.
Ar-Nampur (77): Charad Titan fortress north of the city.
Arena (313, 315-316): Sporting events stadium; OLD.
Aristocrat's Table (280, 284): Classy restaurant; NQ.
Ath (528): Ethereal Isle; Jewel of Spirit.
Av (527-528): Ethereal Isle; Jewel of the Mind
Avery's Armor (199, 200-201): Shop; MID.
Back Room (190-191): Sex club at Skull and Sword; GD.
Balleton (160): Nearby community.

Baneheart (537): Shaft up the length of the Spire in the Banewarrens; also called Tremoc Korin.
Banewarrens (77, *419*): Danar's underground storage vaults for evil items and artifacts.
Bankers' Guild (313, 337): Guild HQ; OLD.
Barbarian Balloonists (343, 344): Halfling air tours; RIV.
Bay of Ptolus (43): DOC.
Beacon Island (160, 172): In the Bay of Ptolus, DOC.
Bellringers' Guild Office (313, 317): Guild HQ; OLD.
Besson Cral's Home (401, 411): Drug den controlled by the Pale Dogs; WAR.
Bith the Ratter (305): Rat catcher; NM.
Black Spike (61): A Galchutt fortress.
Black Swan (198, 201): Dwarven bar; MID.
Blackstock Printing (351, 353-355): Operated by Fardream elf clones; SM.
Bladechapel (125, 313, 317): Knights of the Pale home; OLD.
Blessed Bridge (369, 370): Crosses the King's River at the Street of a Million Gods.
Blue Thread (366): High-class clothier; SM.
Boiling Pot (313, 337): OLD.
Bone Hill (228): Area within the Necropolis.
Bookbindery (199, 221): MID.
Book Wagon (303, 305): Darthalis Temester's information business; NM.
Borning Stone (388): Ren Tehoth site significant to Navashtrom and his sister Tardeshou.
Buckingham's (280, 301): Furniture store; NQ.
Bull and Bear (20, 201): Delver's Square armorers; MID.
Cal's Construction (199, 221): Front for a Vai cell; MID.
Castle Shard (280, 285-291): Ancient magical castle; NQ.
Cathedral Cavern (481): Great hall; DW.
Cathedral of Night (248): Hall in Dark Reliquary, home to D'Stradi dancers; NEC.
Catty's (303, 311): Sorn cell base; NM.
Cavern of Night (482): Site of Kaled Menar; DW.
Caverns of the Galchutt (453): Site deep below the city where the Natharl'nacna sleep.
Celestial Conclave (369, 370, *372*): Temple where religion itself is revered; TD.
Center Circle (343, 344-345): Open plaza/park; RIV.
Chamber of Longing (425, 427): Delvers' meeting spot with claw-shaped statue; UM.
Chapel of the Final Resolution (401, 404-405): Vai HQ; WAR.
Chapel of St. Thessina (343, 349): For Lothianites; RIV.
Chapel of the Uncreated (250): Shrine in Dark Reliquary led by Kaladeen the balor.; NEC.
Charenburg (160): Nearby community.
Cherubar (41): Land far west of Ptolus.
Church of the Lawgiver (303, 311): For Lothianites; NM.
Church of the Lothian the Redeemer (313, 337): For Lothianites; OLD.
Chon (351, 366): Clothier; SM.
Citadel of the Golden Cross (313, 317): Knights' HQ; OLD.
Citadel of Might (313, 318): Order of Iron Might HQ; OLD.
Citadel of the Seven Chains (62): Fortress on the Vallis moon; home of the heart of the world.
City Courts (313, 318-319): Justice center; OLD.

City Library (313, 318-319): OLD.
Clasthamus Isle (229): Home of Andach; NEC.
Clock Tower (313, 319): Nonfunctioning; OLD.
Cloudstone (303, 311): Weaponsmith; NM.
Cloud Theater (198, 201-202): Dramas performed; MID.
Cock Pit (351, 355-357): Gambling den; SM.
Cold Desert (41): Southwest of Ptolus.
Conciliator Chapterhouse (369, 372): HQ of Lothianite inquisitor sect; TD.
Conservatory: See *Imperial Academy of Music*.
Cooper's Store (343, 345): General store; RIV.
Copper Kettle (198, 202): Coppersmith; MID.
Courier Office (199, 221): Produces broadsheets; MID.
Court of Night (463): Night King's Palace; DW.
Courthouse: See *City Courts*.
Crown Theater (92, 280, *291*): Opera house; NQ.
Crypt Home of Igor Reichstav (229, 235-236): NEC.
Crystal Baths (351, 366): Bathhouse; SM.
Dalen's Cliffs (156): Ridge at east end of Oldtown.
Dalenguard (81, 313, *320-321*): Historic fortress; OLD.
Dallaster Manor (280, 292): Home of spice magnate; NQ
Danbury's (20, 202): Mage bar in Delver's Square; MID.
Dark Elf Refuge: See *Madame Kaethea's House*.
Dark Market (427-428): Illegal commerce; UM.
Dark Reliquary (229, 238-277): Fallen/Forsaken HQ; NEC.
Darkbirth Madhouse (180, 184-185): Asylum; GD.
Darklock Hill (228): Area within the Necropolis.
Darksoul House (343, 345): Yavos Nared's house, home to a Sorn cell; RIV.
Daykeeper's Chapel (199, 221): For Lothianites; MID.
Deathguilder Headquarters (229, 236): Funeral services; NEC.
Delver's Guild Library and Maproom (109, 313, 322): OLD.
Delver's Guildhouse (425): Group HQ; UM.
Delver's Square (20, 198): Adventurers' quarter; MID.
Denoss Firth's Office (313, 337): Advocate; OLD.
Denthon's (369, 397): Coffin maker; TD.
Derras Fillosoth's House (343, 349): Physicker; RIV.
Desthi Nawta's Home (401, 411): Brothel; WAR.
Deymid's Body Art (199, 221): Tattoo parlor; MID.
Dockmaster's Tower (171, 172): Harbormaster's; DOC.
Dohrinthas (30, *43-44*): Empress' capital and the Golden City of the Sea Kingdoms southwest of Ptolus.
Donnel's (351, 357): Leather shop; SM.
Dragon's Tooth Comb (343, 349): Barber; RIV.
Dragonsbirth Mountains (43): East of Ptolus.
Dragon Vault (296): In the tower of Dallimothan estate; NQ.
Drapers' Guildhall (180, 193): HQ; GD.
Dread One's Path (537): Extradimensional space inside the Spire.

Dreaming Stone (454, 578): In the Caverns of the Galchutt.
Dreta Phantas (457-458): Dreaming City of Elder Elves, captured by dark elves; now far below city.
The Dry Easel (280, 301): Sells art supplies; NQ.
Dungeon (415): Adventuring areas below city.
The Durambor (366): Grailwarden gem buyers; SM.
Duramond Headquarters (351): SM.
Dwarvenhearth (32, *460-483*): Abandoned home of Stonemight dwarves.
Dweomer Street: See *Vock Row*.
Ebbert's Outfitters (20, 202-203): Adventuring supplies in Delver's Square; MID.
Ebony Tube (344): Underground passage connecting Rivergate and Oldtown.
Edarth's Loans (351, 360-361): Front for Korben Trollone; SM.
Eddarth Stables: (303, 311): Large stables for travelers; NM.
Effahlia's Meatpies: (199, 221): MID.
Elan's Foods (280, 301): Gourmet food; NQ.
Emerald Hill (199): Elf neighborhood; MID.
"Empty" House (199, 221): Balacazar operative hideout; MID.
Endle's Finery (21): Clothiers; NM.
Endless Sea of Ice (41): Far north of Ptolus.
Entropy Sphere (499-500): Powered by the Gates of Delirium near Goth Gulgamel.
Erdek Ard (448): Dwarvish name of Eternity Cave.
Erish-aga (80): Built by wizards of Kem.
Esh (528): Ethereal Isle; Jewel of the Divine.
Esser's (171, 176): Brothel, DOC.
Eternity Cave (448-449): Massive caverns under the city.
Ethereal Islands, Seven: See *Jewels of Parnaith*.
Ethereal Sea (63): The Ethereal Plane.
Everwood (50, 64): Elder Elves' name for Ethereal Sea.
Exotic Market (351, 358): Sells rare items; SM.
Exotic Stables (198, 221): MID.
Fabric Market (351, 358): Commodities market; SM.
Fairbriar (199): Gnome neighborhood; MID.
Faraway Scents (351, 360): Perfume shop; SM.
Farmer's Rest (303, 311): NM.
Fate Weavers Headquarters (343, 349): School for Fate Weaving; RIV.
Finnar's Books (313, 337): Forgery expert; OLD.
Finelle's Pleasant Diversions (343, 346): Games hall; RIV.
Firehouses (154): Fire Brigade stations.
Fish Market (199, 203): MID.
Fogbottom (77): Area around Ar-Nampur.
Forlorn Tower (514-515): Part of Jabel Shammar (JS).
Fortress of the Redeemed (107, *421*): Brotherhood's HQ below the Guildsman District.
Foundry (180, 185-186): Ironworks; GD.
Fountain of the Queen's Swans (347): Large and beautiful landmark; RIV.
Fragrant House (351, 366): Restaurant; SM.
Full Larder (199, 221): MID.

Gallows Square (313): Execution site; OLD.
Games House (313, 333, 337): On Vock Row; OLD.
Gates of Delirium (499): Built by Eslathagos Malkith within the Spire to power the Entropy Sphere.
Gatehouse Pub (303, 311): NM.
Gathering Hall (424): At Delver's Guild office; UM.
Gear Gate (477): At the Grand Entrance; DW.
Ged's Cabinets (199, 221): Front for secret guide service; MID.
Ghostly Minstrel (20, 204-205): Delver's Square tavern; MID.
Ghoul paths (236): Run beneath the Necropolis.
Ghul's Labyrinth (418, 420-422): Warrens beneath the city Ghul built for storage, billeting, and laboratories.
Giant's Staircase (448-449): Leads to Eternity Cave.
Glassblowers' Guildhouse (180, 193): HQ, GD.
Glaugsgulgus (452): Locathah city in deep caverns.
The Goat (198, 205): Rough pub; MID.
Golathan Naddershrike's House and Laboratory (343, 347-348): Former wizard home; RIV.
Golden Tooth (351, 360): Gold shop; SM.
Good Eats (198, 221): Specializes in gnome and halfling cuisine; MID.
Good Rope (351, 366): Makes and sells hemp rope; SM.
Goth Gulgamel (81, *486-500*): Ghul's fortress halfway up the Spire.
Grail Keep (43, 48): Fortress-city home of Grailwarden dwarves in Prustan Peninsula.
Grail Temple (43): Beneath Grail Keep.
Grand Cathedral (64): Lothian Church HQ in Tarsis.
Grand Entrance (476-477): Gives access to Dwarvenhearth.
Grand Guildhall (180, 186): Gathering place; GD.
Graveyard: See *The Necropolis*.
Great Hall (424): Contains shops and vendors; UM.
Great Hall of Morachon (479-480): Part of King Stardelve's Tomb; DW.
The Green Mews (351, 366): Stable; SM.
Grey Mountains (42): East of Tarsis.
Greyson House (595-596): "Haunted" house; NM.
The Griffon (198, 206): Popular bar; MID.
Guilder Gate (158): A southern entry into Ptolus.
Guildhouse of Iron (180, 186-187): Group's HQ; GD.
Gunlar's Forge (180, 193): Front for Uldrick Kord; GD.
Gurhorond: See the *Star Jewelers*.
Gustav's Ice (343, 349): Sells and delivers ice; RIV.
Hall of Heroes (369, 372-373): Statue garden/memorial; TD.
Hall of the Valiant (229, 236): Memorial in the Quiet; NEC.
Halls of Cordaris (421): HQ, Order of the Legacy, in Ghul's Labyrinth.
Hammer and Nail (171, 176): Toolmaking, DOC.
Hammersong Vaults (313, 322): Stores valuables; OLD.
Havan's Haven (199, 206): Barbershop; MID.
Heart of the Malignancy (529): Pinnacle of evil; JS.

Heartwood of all Trees (131): Former locale of the Quaan.
Heavenly Baked Goods (305): Bakery; NM.
Hell's Door (198, 221): Gambling den; MID.
Herbalists' Guildhall (180, 187): Group's HQ; GD.
Hidden Prison (535): In dungeons of JS.
Highshelf Glassworks (351, 366): Glassmaker; SM.
Holy Palace (280, 292-293): Holy Emperor's Ptolus residence; includes fine chapel for locals; NQ.
Holy Throne (149): Seat of the Holy Emperor.
Hotash Mountains (42): In Prustan Peninsula.
House of Delights (280, 301): Brothel; NQ.
House of the Sacred Heat (369, 373): Mundane healing center; TD.
The Howling (228): Area within Necropolis.
Hungry Halfling (180, 193): GD.
Imn (527): Ethereal Isle; Jewel of Energy.
Imperial Academy of Music (92, 280, *295*): Conservatory of Music; NQ.
Imperial Palace (29): Emperor's residence in Tarsis.
Imperial University (313, 322-323): OLD.
Inchin's Butchery (303, 311): NM.
Indari's Leatherworks (351, 366): SM.
Indigo Services (280, 301): Servant employment service; NQ.
Inner Vaults: Ring the Spire in the Banewarrens.
Inverted Pyramid (324-325): Invisible, floating mage guild HQ; OLD.
Inverted Tower (477): At the Grand Entrance; DW.
Iridithil's Home (198, 207-209): Elven sanctuary run by Doraedian Mythlord; MID.
Jabber's Shoes (351, 366): Cobbler; SM.
Jabel Shammar (77, 501): Evil fortress of Eslathagos Malkith atop the Spire.
The Jade Woman (280, 301): Women's clothier; NQ.
Jangave Lesh's Training Hall (343, 347): Martial and combat training; RIV.
Jasmik's Flowers (343, 349): Florist; RIV.
The Jewel (280, 301): NQ.
Jeweled Cliffs (156): Ridge at east end of Nobles' Quarter.
Jewels of Parnaith, Seven (526-528): Ethereal path to godhood created by the wife of the Dread One.
Jirraith's Lair (401): HQ of Pale Dog leader; WAR.
Jodan Templehall (123, 313, *337*): Knights of the Chord HQ; OLD.
Juggling Fools (303, 311): School for jugglers; NM.
Jurrin's Plaza (199): Katterwood central square; MID.
Kadmiel (313, 326-328): Shade Tower that exists only in the Shadow of Ptolus; OLD.
Kadaver's (280, 301): Secret bar for criminals; NQ.
Kaira Swanwing's House (313, 329): Alternate HQ for Knights of the Golden Cross; OLD.
Kaled Del (448-449): Stonelost settlement in caverns.
Kaled Menar (483): Home of the Mindforge in the Cavern of Night; DW.
Kastralathakasal (453): Galchutt stronghold of alien metals and organic components in deep caverns.
Katterwood (200): Halfling neighborhood; MID.

Kem (41): Land along the Southern Sea, blighted by Wars of Fire millennia ago.
Kerrik's (199, 221): Bar where one can reach the Vai; MID.
Killraven's Tower (303, 308) Abandoned tower that is entrance to criminal organization; NM.
King Stardelve's Tomb (478): Stonelost holy site; DW.
King's River (88, *160*): Flows through Ptolus.
King's River Gorge (160): Runs through Ptolus.
Konagis (604): Underwater triton city in the Whitewind Sea.
Korben Trollone's Office (351, 360-361): HQ of crime boss at Edarth's Loans; SM.
Koth (457): Dream tower that guards the path to the many worlds in Dreta Phantas.
The Labyrinth: See *Ghul's Labyrinth*.
Lackie's (401, 407): Cheap bar; WAR.
Ladris' Fine Foods (199, 210): Grocery in Narred; MID.
Lady Cardie's (313, 337): Brothel and front for a Vail cell; OLD.
Larel's Implements (171, 174): Nautical shop; DOC.
Larkspur Boarding House (199, 221): MID.
Larth (163): Nearby community.
Lendarick (308-309): A kennel; NM.
Lighthouse: See *Beacon Island*.
Linech Cran's Burrow (343, 349, *600-603*): Drug smuggler and Balacazar ally; RIV.
Lomwell's Office (199, 221): Bookie; MID.
Longbottom (200): Rough neighborhood in southern Midtown.
Longdraught Brewery (180, 188): Largest brewer; GD.
Longfingers Guild Headquarters (429-436): MID/Undercity.
Lost Dove (163): Inn in Charenburg.
Lyle Bennit's Office (313, 337): Advocate; OLD.
Madame Kaethea's House (401, 408-409): Dark elf refuge run by Urshanna; WAR.
Madame Teesmor (343, 349): Dreamspeaker; RIV.
Mahdoth's Asylum (351, 361-363): For mad arcanists; SM.
Manathah's Traveler's House (313, 337): Boarding house; OLD.
The Mane (200): Litorian residential area; MID.
Maran's Odd Sizes (351, 364): Unique clothiers; SM.
Market Gate (158): A southern entry into Ptolus.
Masons' Guildhouse (180, 188): HQ; GD.
Menasa's House (313, 337): Boarding house; OLD.
Merchants' Guildhall (351, 366): HQ; SM.
Midden Heaps (180, 188-190): Local dump; GD.
Midtown Dance Hall (198, 221): MID.
Mirror Maze (425, 436): Built by Kagrisos; UM.
Misbegotten Tower (506-511): Part of Jabel Shammar.
Mitoren's Blades (303, 309): Weapon shop; NM.
Moleshan's (280, 301): NQ.
Monastery of Redemption (107, 180, *193*): HQ of Brotherhood of Redemption; GD.
Moonsilver Forest (42): Palastan home of Shoal elves, once home of the Harrow elves.
Mosul Pearl (75): Original name of Danar's fortress; became Jabel Shammar.
Mountain of the Sky Kings (46): Floating dwarf mountain far to the west; now shattered.
Mrathrach's Pit (74): Evil site in the center of Cold Desert.

Mustek's Shop (369, 397): Seller of religious paraphernalia; TD.
Myraeth's Oddities (20, 210–214): Magic and trinket shop in Delver's Square; MID.
The Mystery Pub (351, 366): Tavern; SM.
Nadar's Pub (343, 349): RIV.
Nalaster's Mill (180, 193): Lumber Mill; GD.
Nall (41): A northern wasteland east of Ptolus.
Nall Hall (303, 309): Cultural center for the Nallish; NM.
Narras Ink (351, 366): Makes and sells ink and supplies; front for a Sorn cell; SM.
Narred (200): Centaur residential neighborhood; MID.
Navaen Bowcraft (351, 354): Elf archery shop; SM.
Necrophilium (249): Licheloved area of the Dark Reliquary; NEC.
Nestor's (280, 301): Men's clothier; NQ.
Nevir's Nets (171, 176): Shop, DOC.
Nluguran (456-457): Dark elf city in deep caverns.
Noble Houses Estates (280, 295-298): Homes of the noble families; NQ.
Norber's House (198, 211): Front for a Sorn cell; MID.
North Gate (158): A main entry into Ptolus.
North Point Restaurant (198, 214): Fairbriar eatery whose owners sell nightsong magic drug; MID.
Nubble's Music (198, 221): Sells musical instruments; MID.
Nulene Chard's Office (313, 337): Architect; OLD.
Nul's (401, 411): Tavern; WAR.
Olaf's Flophouse (171, 176): Eatery, DOC.
Old City Gate (158): Gate in Oldtown; OLD.
Old Goose (198, 221): MID.
Old Lady Coss' (198, 221) Brothel; MID.
The Old Muller House (303, 311): Balacazar safe house; NM.
Ond (527): Ethereal Isle; Jewel of the Physical.
Onyx Spider (102, 198, *215-216*): Sinister bar on Tavern Row; MID.
The Open Kitchen (198, 221): MID.
Orad Finnas' House (343, 349): Killraven League safe house; RIV.
Order of the Fist Compound (369, 370, *373*): TD.
Orr (527): Ethereal Isle to which Ghul fled; Jewel of Beginnings and Endings.
Outer Vaults (419): Area of the Banewarrens.
Palace of Day (483): Day King's court; DW.
Palace of Night (482-483): Night King's court; DW.
Palastan (42): The land that includes Ptolus.
Pale Dogs Safe House (401, 410-411): Harbors Spyncer Coil; WAR.
Pale Tower (129, 313, 329-332): Home of the Malkuth; OLD.
Passeon's Meats (198, 221): MID.
Pergolas (526-528): Invisible access points to the Jewels of Parnaith; in orbit around JS.
Pier Five (171, 174): Harbors the ghost Tyrus Green; DOC.
Pits of Insanity (416-418): Areas within the Spire that play havoc with natural laws.
Plains of Panish (42): Area between Tarsis and the Grey Mountains.
The Pointy Hat (313, 333, 337): Wizard bar and grill on Vock Row; OLD.
Postal Stationhouses (164): Mail delivery HQs.

Potions and Elixirs (199, 221, 425, 426): Magic shops; UM, MID.
Potter's (218): Cheap Delver's Square hostel; MID.
Praemal (40, 59-64): The world.
Priory of Introspection (134, 369, 370, *374-375*): Sisterhood of Silence HQ; TD
The Prison (436-438): Below the Guildsman District.
Prison of the Blessed Children (421-422): Part of Ghul's Labryinth.
Prustan Peninsula (28, *42-43*): Land between Kem and the Plains of Panish.
Ptolus Harbor (170): In the Bay of Ptolus; DOC.
The Quaan (131): Pactlords' extradimensional HQ.
Qualin's Books (199, 221): MID.
The Quiet (228): An area within the Necropolis.
Quist (280, 301): Caters to servants/workers; NQ.
Ramoro's Bakery (351, 364): SM.
Randle's (313, 337): OLD.
Rastor's Weapons (20, 218): Delver's Square shop, MID.
Rat's Nest (198, 221) Tavern; MID.
Ravenstroke (422): Laboratory in the Well of Shadow Eyes below the city.
Ravenwood (280, 301): NQ.
Red Stallion Pub (303, 309): Large alehouse; NM.
Reggie's Meats (351, 366): Smokehouse; SM.
Ren Tehoth (43): Ruined land east of Palastan.
Rhoth (43): Provincial land west of Ptolus.
River Tonam (30, 82): Palastani river.
Rogue Moon Trading Company (351, 364-365): Major commerce outfit; office in SM.
Rolomsford (163): nearby community.
Rosegate House (280, 298-300): Home in NQ.
Row Bathhouse (198, 219): On Tavern Row; MID.
Rulla Finnas' House (349): Midwife; RIV.
Runihan Square (20): See *Delver's Square*.
Saches (199, *219-220*): Yeoman Street clothiers; MID.
Sadie's Rest (198, 221): Memorial park; MID.
Sages' Guild Headquarters (313, 332): OLD.
Sailor's Rest (171, 175): Nice bar; DOC.
Sallachor Isle (597): Center of shivvel processing in the Whitewind Sea.
Sallin's Bakery (198, 221): MID.
Salora's Pots (351, 365): Ceramics shop; SM.
Sard's Boats (171, 175): Rent or buy; DOC.
Sartha Nartis' House (313, 337): Balacazar Safe House; OLD.
Savage Shark (171, 175-176): Tough bar; DOC.
Scorched Peaks (44): Range south of Uraq.
Scouts, Guides, and Porters (425, 426-427): Hiring hall and access point to Dark Market; UM.
Sea of World's End (44): The very southern edge of the world.
Sea Kingdoms (43-44): South and west of Ptolus.
Secret Hall (313, 332): Naltegro Suun HQ; OLD.
Sepulcher of the Wintersouled (272): Shrine in Dark Reliquary; NEC.

Serpent Caves (451-452): Connect Mahdoth's Aslylum to deep caverns
Serpent Path (533): Part of the dungeons of JS.
Seven Jewels of Parnaith: See *Jewels of Parnaith*.
Shade Tower: See *Kadmiel*.
Shadow of Ptolus (327): Dimension of shadow parallel to Ptolus; accessed via Kadmiel.
Shadow Sendings (164, 199, 221): Magic couriers; MID.
Shadow Theater (313, 334): Unique performances; OLD.
Shar's Music (198, 221): Sells musical instruments; MID.
Shipwrights' Guild (171, 176) Guild HQ, DOC.
Shoggoth (609): Hidden city in the Dragonsbirth Mountains.
Shrine of Dreams (171, 176): inn, DOC.
Shrine of the Oracle (369, 375): TD.
Siege Tower (119-120, 229, *237*): Keepers of the Veil HQ; NEC.
Sign of the Shovel (425): Booth that sells digging equipment; UM.
Silken Sail (171, 176): Sailmakers, DOC.
Silver Cup (351, 366): Silversmith; SM.
Silver Palace (292): Onetime Ptolus home of Prince of the Church.
Sinking Swamp (74): Once surrounded what is now the Pit of Mrathrach.
Skulk Alley (313, 334): Street where one signals the desire to meet with a skulk; OLD.
The Skull and Sword (180, 190): Rough tavern; GD.
Slave City (422): Refuge of escaped slaves below city.
The Slaughterhouse (180, 193): GD.
Smoke Shop (303, 310): Shuul firearms shop; NM.
The Smokestack (351, 366): Tobacconist; SM.
Soaring Idyll (280, 300): Floating apartment; NQ.
Sombrous Sepulcher (532): Dread One's abode; JS.
South Chandler (351, 366): Candle shop; SM.
South Gate (158): A main entry into the city.
Southern Sea (41-45): South of the Sea Kingdoms.
Spice Market (351, 365): SM.
Spire (75, *159-160*): Needle of stone three thousand feet tall; marks the location of Ptolus and is steeped in evil.
St. Chausle's Chapel (351, 366): For Lothianites; SM.
St. Daris' Church (180, 193): For Lothianites; GD.
St. Gustav's Chapel (198, 219): For Lothianites, across from Delver's Square; run by Fabitor Thisk; MID.
St. Valien's Cathedral (369, 370, *376-377*): City's main Church of Lothian; adventurers unwelcome; TD.
Star Crossing Plaza (351,): Large open plaza; SM.
Star Jewelers (180, 191): Skilled dwarf gemcrafters; GD
The Starry Night (351, 366): Restaurant; SM.
Stewpot (163): Inn in Balleton.
Stirring Stone (274): Idol of Kihomenethoth, the Writhing One in Galchutt temple.
Stockyards (180, 191-192): GD.
Stoneday Shop (401, 411): General store; WAR.
Storamere's Palace (422): Entrance below the Guildsman District.

Stormwrought Campanile (369, 377-378): Carillon; TD.
Street of a Million Gods (370-371): Hub of many churches; TD.
Striknos' (369, 397): Brothel and gambling den; TD.
Sunflower Café (343, 349): RIV.
Sussustel's Winery (280, 301): NQ.
Swordthrower's Club (280, 300-301): Exclusive tavern; NQ.
Tabby's Den (180, 192): Small bar; GD.
Taggert's (369, 370, *378*): Bar/temple of the ale god; TD.
Tal Ingersol (180, 193): Leatherworker, GD.
Tarrek Nal's House (199, 220): MID.
Tarsis (28, *44*, 78, 83, 85): Imperial capital, the Eternal City.
Tavatar's Jewelry (280, 301): NQ.
Tavern Row (198): Hub of many bars; MID.
Tavoh's Bakery (21): NM.
Tehlas Music (351, 366): Musical instrument shop; SM.
Telenn's Sweetery (303, 311): Bakery; NM.
Temple Observatory (369, 370, *389-390*): Dedicated to the Watcher of the Skies; TD.
Temple of Ahaar (369, 370, *378*): God of the winds.
Temple of Asche (369, 370, *378*): God of cities; TD.
Temple of Celestan (369, 397): Lord of the Silver Moon; TD.
Temple of Destor (403, 422): Devoted to illegal lightning god of ill luck; in Ghul's Labyrinth.
Temple of the Ebon Hand (369, 379-384): Cult HQ; TD.
Temple of Excellence (369, 370, *384*): Improve your skills; TD.
Temple of the Fifty-Three Gods of Chance (369, 370, 397): Chaos temple; TD.
Temple of the Frog (369, 397): Abandoned ruin; TD.
Temple of Gaen (369, 370, *385-386*): Goddess of the sun; TD.
Temple of Inurath (369, 370; 397): Mistress of War; TD.
Temple of the Iron God (369, 370; 397): God of the forge; TD.
Temple of Kharos (369, 397): God of Magic; TD.
Temple of Melann (369, 397): Goddess of Farming; TD.
Temple of Mocharum (369, 397): God of Dwarves; TD.
Temple of Navashtrom (369, 370, *387*): God of strength and harmony; TD.
Temple of Phoebul (369, 397): God of Dreams; TD.
Temple of the Rat God (369, 370, *390-391, 394*): Chaos cult front; TD.
Temple of Teun (369, 395-396): Mother of All Machines; TD.
Temple of Ynchabolos (369, 370; 397): God of Numbers; TD.
Tenebrous Pit (323-324): Below the cellar of Imperial University; OLD.
Tenpin Children's Home (199, 221): Orphanage; MID.
Tent City (163): Around the Market Gate.
Tess' Cauldron (313, 337): Material spell components; OLD.
Textile Workers' Guildhall (180, 193) HQ; GD.
Theridae (42, 77): Elder Elf land north of the Spire along the Whitewind coast.
Three-Horned Goat (343, 347-348): Tavern; RIV.
Tillie's Furnishings (198, 221): MID.
Tinsmiths' Guildhall (180, 193): HQ; GD.
Tirres (351, 366): Weapsonsmith; SM.

Throne of Darkness (453-454): Galchutt stronghold accessed most easily via the Tourbillion.
Tourbillion (453-454): Teleportation matrix accessible via activation of the Signet of Shallamoth Kindred.
Tournament Field (393): Site of the Godsday Tournament, north of the city wall.
Towart's (180, 193): Tool shop; GD.
Tower of Blasphemy (511-514): Part of Jabel Shammar.
Tower of House Dallimothan (296-297): Designed by the aasimar wizard Tirestian; NQ.
Tower of Malice (515-525): Part of Jabel Shammar.
Tower of Science (313, 334): Under construction; OLD.
Tower of Terephon (229, 237-238): Home of Licheloved leader; NEC.
Tremoc Korin: See the *Baneheart*.
Tridam (449, 451): Island in Umbral Lake that holds stronghold of Pactlords of the Quaan.
Trolone (28, 42): Capital of Palastan.
Trumnaught's Academy (198, 221): Respected school; MID.
Ul-Drakkan (456): House Vrama's fortress in dark elf caverns; citadel of the lizard.
Ullar's Sons' Tannery (180, 193): Fine leather; GD.
Ul-Rassadin (457): Temple-palace of the dark elves in Nluguran.
Ul-Sinistar (456-457): House Yurganth's fortress in dark elf caverns; citadel of the spider.
Umbral Lake (448-451): In the Eternity Cave.
Undercity Market (423-429): Shopping hub and entry into Dungeon, accessed from Delver's Square.
Unn (528): Ethereal Isle; Jewel of Magic.
Uraq (44): Former mercantile empire south of the Southern Sea.
Urason's Used (426): Pawnshop; UM.
Urnst, Alchemist (427): Magic shop; UM.
Vaetrus' Wood (198, 221): MID.
Vantaran Peaks (43): Western boundary of Ren Tehoth
Vaults of the Rhodintor (453): Earthbound demons' home in the deep caverns below the city.
Verda Marsh's House (303, 311): Vai cell base; NM.
Vistor Krun's Home (401, 411): Drug den; WAR.
Vock Row (333): Street of arcane homes and wizards' laboratories; OLD.
The Wagon Wheel (303, 311): Wainwright; NM.
The Waiting (228): An area within the Necropolis.
Wall of the Lost (426): Posting board for lost adventurers in the Great Hall; UM.
Warredin's Mill (180, 193): Flour mill; GD.
Warick's (351, 366): Cobbler, front for a brothel; SM.
Watchhouse (151): Garrisons for City Watch.
The Waterfall (343, 349): Bathhouse; RIV.
Weaponsmiths' Guildhall (180, 193) HQ, GD.
Welcome Inn (351, 365-366): Hostel near South Gate; SM.
Well of the Shadow Eyes (343, 348-349): Leads to Ravenstroke; RIV.
West Town Mixtures (313, 337): Alchemical supplies; OLD.
The White House (313, 334-336): Legal brothel owned by Aggah-Shan; OLD.
Whitewind Sea (42): Inland sea north of Palastan.
Wilian's Keys (199, 221): Locksmith; MID.
Wings Falls (160): Site where the King's River drops down Dalen's Cliffs.

Winsome Gallery (280, 301): Art gallery; NQ.
Winter Lyehouse (351, 366): Soap shop; SM.
Wondrous Tattoos (303, 310): Magical tattoo parlor; NM.
Wood Market (351, 366): SM.
Woodworkers's Guildhall (180, 193): HQ; GD.
Yammer's Boots (199, 221): Cobbler; MID.
Yarrow Street Forum (313, 336-337): OLD.
The Yellow Wall (343, 349): Popular restaurant; RIV.
Zar'at (303, 310-311): Harrow elf neighborhood; NM.
Zel's Creatures (171, 176): Exotic creatures; DOC.
Zel's Poultice Shop (351, 366): Apothecary; SM.

NPC GLOSSARY

__Note:__ Alphabetized by first name, not last name or title. Listing __does__ include "Other Locales" proprietors.

Abbara Nechill (176): Owner, Abbara's Bakery
Abbercombe, Lord (88): Last member of ancient noble house, trapped in gold body.
Addares XXXIV (30, 43, 78-*79*, 85): Current Empress.
Adlam Theobald (66, *376-377*, 387): Cleric of Lothian, archbishop in St. Valien's Cathedral.
Adnith Fror (160): Runs the Lost Dove in Charenburg north of Ptolus.
Aelian Fardream (353-354): Elf wizard who cloned himself disastrously.
Aemryn Chillmist (176): Guildmaster of the Shipwright's Guild
Ageless Titan: See *Kadavalus*.
Aggah-Shan (335-336): Lich owner of the White House.
Aisheth (176): Elf wizard, now gone.
Alea Theris (301): Runs Ravenwood in the Nobles' Quarter.
Alevolenz (456): Dark elf ruler of House Vrama.
Aliaster Vladaam (97, *98*): Arcanist son of Iristul.
Aliya Al-Mari (373, 577): Monk member of the Runewardens from Uraq.
Alla Mavden (193): of Warredin's Mill.
Allarrete Cangeri (300): Manager of the Soaring Idyll.
Alninai Silvertree (207): Manager at the Wind's Mystery at Iridithil's Home.
Amel Dar (221): Fence for stolen goods.
Anageo Quigg (310): Gnome tattoo artist and spellcaster, runs Wondrous Tattoos.
Anathais, King (42): King of Palastan in Trolone.
Andach (232-234): Mighty druid of Clasthamus Isle.
Ander Von Yelsin (295): Dubious Conservatory instructor.
Angash (614-615): Male half-fiend gnoll in Shilukar's lair, child of Ravvan.
Aoska (27, *129-130*, 148): Malkuth, one of the Twelve Commanders.
Araevil Seversong (612): Elf rogue hired to frame Delemele.
Araki Chipestiro (338-339): Yearsend child and runecaster.
Aran Boturr (387): High priest of Navashtrom.
Arbon Sevolve (130): Cofounder of the Order of Iron Might

Arkhall Vaugn (104-105): Infamous Balacazar wizard.
Arsagra Callinthan, Sister (221): Lothianite of Daykeeper's Chapel.
Artor Brinorin (221): Proprietor of Cal's Construction, which is a front for a Vai cell.
Aryla (250): Fiendish cat servant in Dark Reliquary.
Asaiel Silverdoor (129): Paladin at Pale Tower.
Ashby Gerard (148): Retired City Watch captain and one of the Twelve Commanders.
Assart (466): Ranger for Zachean.
Aullik (258-259): Ghoul sorcerer and Warhound keeper in the Dark Reliquary.
Aven Jellel (197): Tailor wannabe delver of Midtown.
Averon: See *Dark Averon*.
Avery Tannenboss (200): Owns Avery's Armor.
Avros Tylor (303-304): Puppeteer.
Baenarum (498-499): Urthon Aedar sentry at Goth Gulgamel.
Balleah (522): Planetar in the Alabaster Sanctuary.
Barit Calomar (385-386, 387): A high priest of Gaen.
Barras Noven (216): Mercenary who hangs out at the Onyx Spider; cousin of Thurman Rees.
Bartel Denton (152): Crooked Watch captain in the South Market.
Bastion: See the *Maleficite*.
Beck Von Tibbitz (27, 119-*120*, 148): Keepers of the Veil leader.
Beggar King: See *Lackie*.
Bellas Rau (94): Verrana's cousin.
Benris Livbovic (322): Daughter of Shad.
Bermund Thorn (378): Cleric of Ahaar.
Biesta Cran (600): Linech's shivvel-addict half-sister, now dating Shilukar.
Bith the Ratter (305): Rogue in the North Market.
Blathin Skitcher (221): Proprietor of the Full Larder.
Borred Bitterstone (301): Proprietor Sussustel's Winery.
Boren Darsal (148): One of the Twelve Commanders
Boris Ilvata: See *Savane*.
Brig Stoneheart (126-127): Famous Knight of the Pale.
Brugul (615): Female half-fiend gnoll in Shilukar's lair, child of Ravvan.
Brusselt Airmol (226-227): Halfling master thief and friend to Doraedian Mythlord.
Cabais Fortun (315): The Minister of Religion.
Caebraeth Willowlight (193): Guildmaster of the Glassblowers.
Cailan Narrowsigh (219-220): Gnome Lothianite.
Calista (256, 578): Girl entrusted with the Elder Gods' secret; imprisoned in the Dark Reliquary.
Canabulum (58, 577): Minotaur wizard and member of the Runewardens.
Cardalian (224, 257-258): Halfling held in the Dark Reliquary; Lilith created a magical construct duplicate of her.
Cardilion Brunner (317): A paladin Knight of the Pale at the Bladechapel.
Carlatia Ramoro (364): Runs Ramoro's Bakery.
Carson Herdsman (334): Father of Tellith and manager of the Shadow Theater.
Caudil Thinflame (221): Proprietor of the Rat's Nest tavern.
Celdore Silverwood (108): Dark Leaf leader.

Cerrinthan "Cerry" Sanserra (105): Balacazar family diplomat.
Chanticleer Winterwood (209): Member of the Order of the Bow.
Charan Fellashath (215): Bartender at Onyx Spider, with Hennick.
Charl Willothon (160): Old sailor who runs the Stewpot in Balleton north of Ptolus.
Charnoth (54, 201): Litorian of the surrounding plains.
Chelsean Featherhair (432): Sorcerer/rogue on retainer at the Longfingers Guild headquarters.
Chol Notan (174): Five-year-old son of Larel.
Chorian (456): Female dark elf fighter of Ul-Sinistar.
Chuster Nogol (115): Bankers' guildmaster.
Collus Adderwood (594): Addled mage ally of Toridan Cran.
Commissar of Ptolus: See *Igor Urnst*.
Cordelia Erthuo (91): Human member of House Erthuo.
Coss Nallsir (221): Proprietor of Old Lady Coss' brothel.
Cravish Nathed (106): Nobles' Quarter crime boss.
Cynric Gallow, Shigmaa (246): Urasta's lieutenant.
Dadian Navaen (364): Uncle of Naequant at Navaen Bowcraft.
Daersidian Ringsire (27 226-227): Elf battle mage who rides a wyvern; friend to Brusselt Airmol.
Damarcan (527): Half-celestial ruler of Orr who became corrupt.
Dark Averon (419, 530-531): Solar who helped Danar build the Banewarrens, now corrupted.
Dartalius Estalon (317): New Knight of the Pale at the Bladechapel.
Darthalis Temester (305): Information broker who owns the Book Wagon.
Dasani Merriwether (284): Aasimar woman of the Aristocrat's Table.
Delemele Sartaris (611): Cleric of Melann.
Delline Yashara (187): Herbalists' guildmaster.
Delloch Boundstone (188): Dwarven chief scrap merchant at Midden Heaps.
Delphinius "Yammer" Whestal (221): Cobbler.
Dered Abanar, Lord (27, *88*): Head of House Abanar.
Deregalis Finorin (362): Crazy summoner inmate at Mahdoth's Asylum.
Derral Fank (591-592): Member of the Pale Dogs.
Derrence Springdart (425): Halfling vendor of everburning torches in the Undercity Market.
Derron Polon (219): Co-owner (with Eltan) of the Row Bathhouse.
Derresh (339-340): The greatest assassin in Ptolus; specialty is illusions; "lives" in Oldtown.
Desariana Ballack (338): On the run from Araki Chipestiro.
Dessa (200): Litorian mercenary.
Dessenar Prowell (193): Clergy at St. Daris' Church.
Dessis Palath (124): Gnome rogue Knight of the Golden Cross.
Devina Kath, Lady (27, *92*): Head of House Kath and chancellor of the Conservatory.
Deymid Friar (221): Tattoo artist.
Dharim Boch (112): Lives at Fate Weavers' school.
Dialla Cester (185): Physicker bad apple at Darkbirth's Madhouse.
Dierna Hillerchaun (27, *125-126*, 148, 317): Knight of the Pale leader.
Dirvan Sargat (193): Guildmaster of Textile Workers.

Dockmaster (172): Obese harbormaster in the Docks.
Dodun Fisk (623): Old man at the Docks.
Dollin Ebonhome (122): Killraven's dwarven crime boss in the North Market.
Donrah (527): Ruler of the jewel of Ond.
Doraedian Mythlord (27, 207, *208*): Master of Iridithil's Home.
Dorant Khatru (27, *92-93*, 130, 148): Head of House Khatru.
Dorg (426): Troll guard at Potions and Elixirs.
Doril the Elder (536-537): Dwarf queen imprisoned in the dungeons of Jabel Shammar.
Doril the Younger (536): Dwarf queen imprisoned in the dungeons of Jabel Shammar, devious sister of above.
Dorut Wolfstone (334): Architect at Tower of Science.
Dream King (457-458): Ruler in Dreta Phantas, spent his entire adult life asleep.
Drusii (262): Marilith in the Dark Reliquary.
Duce Tallary (221): At the "Empty" House, a Balacazar operative hideout.
Dullin Balacazar (103, 202): Maystra's son, a runebearer.
Dulson Farber (347): Lives at the three-horned goat house.
Durant (122): Troglodyte agent of Killraven; the Stink Man.
Durg (360): Korben Trollone's best friend and closest cohort, a troll.
Ebbert Boltcrafter (27, 202): Rotund, good-natured dwarf owner of Ebbert's Outfitters.
Edarth Ovis (360): Moneylender and front for Korben Trollone.
Edina Ferrar (301): Sells furniture.
Ednol Friss (172): Dockworker.
Edwina Coll (127, 305, 308): Owner of Heavenly Baked Goods and leader of the Knights of the Secret Sun.
Effahlia Hortenburg (221): Proprietor of Effahlia's Meatpies.
The Eight Shadows (405-406): Spies and assassins for the Balacazars.
Eithos Lightborn (314): Shoal elf who sells cloth.
Ekarth'il (508-509): Aboleth mage in the Misbegotten Tower.
Edark Norbel (301): Caterer.
Ednol Friss (172): Docks resident.
Elga Kord (106): Rivergate crime boss.
Eltan Polon (219): Co-owner (with Derron) of the Row Bathhouse.
Emperor of the Church: See *Rehoboth Ylestos*.
Empress Addares: See *Addares XXXIV*.
Enis Sadar (95): Wife of Renn Sadar.
Erda Schenk (152): Crooked Oldtown Watch captain.
Erediana (456): Rules Nluguran and House Thess.
Erell Yinnick (595): Neighbor of Greyson House.
Erissa Endal, Sister (176-177): Cleric of Lothian.
Erixala (466): Priestess of Gorgoth-Lol.
Ernast Krundar (344): Halfling owner (with Fallix Hord) of Barbarian Balloonists.
Erred (112): Centaur Fate Weaver.
Erreshifal (536): Half-dragon scion of Father Claw, in Jabel Shammar's dungeons.
Esbel Pamorias (358): Owns the Exotic Market.
Esgilar Masters (330): Paladin leader of the Order of the Steadfast Heart.
Esser Nava (176): Owner, Esser's brothel

Ethisha Kath (92): Devina's ballerina daughter.
Evana (330): An angel at the Pale Tower.
Evanston, Lord (299-300): Undead resident of Rosegate House.
Everard Wibert (152): Crooked Watch captain in the Guildsman District.
Exuni (193): Centaur at The Slaughterhouse.
Eyvind (422): Fugitive wizard in the Slave City.
Fabitor Thisk, Brother (27, 198, 219-*220*): Chaplain and Pastor of St. Gustav's Chapel.
Falen Jenn (193): Guildmaster of Woodworkers.
Falishmal (251): Balor in the Dark Reliquary.
Falles Donnel (357): Uris' father, started a leather shop.
Fallix Hord (344): Halfling owner (with Ernast Krundar) of Barbarian Balloonists.
Fallon Movacani (283): Shoal elf and con artist.
Falstef (256): First of the Malkuth; tortured astral deva held in the Dark Reliquary.
Farfran Hone (304): Seller in North Market.
Fassere Armond (301): Proprietor, Indigo Services.
Favil Dallimothan, Uncle (90): A very old silver dragon.
Feegus, Doctor (598): Shuul creator of the Prajdall.
Felaer (330): Deva with gold-tipped feathers at the Pale Tower.
Feligg Desiduo (364): Maran's husband.
Fellis (269): Vampire guardian of the Wintersouled.
Ferrid Naphon (106): Docks crime boss.
Ferrik Noldstrom (343-344): Yearsend child.
Fesamere Balacazar (100, *104*): Menon's daughter.
Feston Barrow (221): Proprietor of the Midtown Dance Hall.
Fhomas Reen (107): Vies for leadership of the Brotherhood of Redemption.
Filas Nevish (406): Drug-using master in the banker's guild.
Firath Cleyes (221): Bookbinder.
Frana Amberfist (481): Ghost of last cleric of Unnom in Dwarvenhearth.
Fransin Nagel (23, *93*): Head of House Nagel.
Frastis Bek (202): Owner of the Copper Kettle and an extremely talented coppersmith.
Frein Avathon (382, 383): Commander of the Ebon Hand temple guard.
Frenkel Path (221): Proprietor of the Good Eats.
Gaellas Icestar (197): Courier for Doraedian Mythlord.
Gaerioth Shadowhand (52): Harrow elf monk and a member of the Company of the Black Lantern.
Garin Vnata (92, 295): Conservatory Vice Chancellor.
Garreth Bek (202): Son of Frastis the coppersmith.
Gattara Vladaam (97-99): Daughter of Iristul.
Gavel Longdraught (188): Gnome brewery owner.
Ged Morrowlost (221): Secret guide service.
Geffrey Barton (148): Renowned war hero and one of the Twelve Commanders.
Gegall (247): Nalfeshnee in the Dark Reliquary.
Gel Weverly (231): Professional mourner.
The Genesis (116): member of the Inverted Pyramid.
Geordi Halfgallon (221): Proprietor of the Larkspur Boarding House.
Geraeal Glitterstone (214-215): Gnome co-owner of the North Point Restaurant.

Gestellek (): Sorn-Ulth orc sorcerer and lieutenant of Ghul.
Ginith Norber (221): Gnome sorcerer and front for Sorn cell.
Giva Desiduo (364): Gnome daughter of Maran.
Glasa Tiaro (329): Half-celestial friend of the Graven.
Godam Martinelli (221): Dreamspeaker.
Godfred Vladaam (97, *99-100*): Son of Iristul.
Golathan Naddershrike (346): Recently murdered human wizard in the Rivergate District.
Gorti Jurgen (424): The Delver's Guild's chief representative in the Undercity office.
The Graven (329): Stone golem covered in engraved holy symbols at the Pale Tower.
Grandmama Dallimothan (90): Old gold dragon.
Greimarth (363): Cultist attempting to smuggle chaositech through Mahdoth's.
Guildmaster Delver: See *Sorum Dandubal*.
Gunlar Tobruk (193): Owner, Gunlar's Forge.
Gunther Edlund (310): Runs the Smoke Shop.
Guun Morrigon (593-594): Toridan Cran's warrior ally.
Hadrien Runihan (101, *195*): Son of Abesh and friend of the Balacazars; Covenant of Blood vampire.
Halgrim Fatherstone (106, 366): Dwarf South Market crime boss for the Balacazars.
Hallidin (192): Centaur employee at the Stockyards.
Hallos Dallimothan (89): Kirstol's "grandfather."
Hallusiun Everfar (123): Elf Knight of the Chord.
Hannis Goldtooth (360): Dwarf owner of the Golden Tooth, head of Goldsmiths' guild.
Hanthan Yan (175): Owns the Savage Shark.
Harla Glitterstrike (191): Dwarf mage who gets gems from Star Jewelers.
Harrek Neer (371): Worker in the Temple District.
Haurt (536): Troll chieftain in Jabel Shammar's dungeons.
Hayman Knapp (128, 433): Aging Guildmaster Thief.
Heath, Master (363): Cultist attempting to smuggle chaositech through Mahdoth's.
Heffrul Dominarik (315): Minister of Health.
Helmut Itlestein (389-390, 580): Republican leader and Watcher of the Skies high priest.
Hennam (232-235): Andach's apprentice, afflicted with demonseed.
Hennick Fellashath (215): Bartender at Onyx Spider, with Charan.
Hirus Feek (201): Blacksmith of the Bull and Bear, with brother Sholum.
Hogun Silvergleam (107): Leader of the Brotherhood of Redemption.
Holy Emperor: See *Rehoboth Ylestos*.
Iernis Poetaen (425): Elf who sells mapping equipment in the Undercity Market.
Igor Reichstav (235-236): Friend of Necropolis flies.
Igor Urnst (27, 147, *149*): The Commissar of Ptolus and a famous general who won the Gnoll War.
Illene Schuk (365): A daughter of the Welcome Inn's owners.
Ilti (247): One of two night hags (with Ulti) in the Dark Reliquary.
Iltumar Shon (201): Sixteen-year-old human clerk at the Bull and Bear.
Iniah Croesh (116): Inverted Pyramid master.
Inlios Pabovini (358): Gnome who hangs out at Danbury's and runs the Exotic Market.
Ireve Nal (106): Midtown crime boss.
Iristul Vladaam (27, *97*): Head of House Vladaam.

Iron Mage (27, 117, *340-341*): Most powerful wizard in Ptolus, independent.
Irretharm, Shigmaa (270-271): Herald of the Wintersouled.
Jallek Pedastan (124): Paladin Knight of the Golden Cross.
Jamila Nox (610): A Fate Weaver at Helmut Itlestein's house.
Jangave Lesh (347): Offers combat training in Rivergate.
Jebathio Spiritstar (214): Gnome co-owner of the North Point Restaurant.
Jessul Karnest (176): Toolmaker at the Hammer and Nail
Jevicca Nor (27, *116-117*): Well-known Inverted Pyramid mage.
Jinni Stridtaker (193): Owner of the Hungry Halfling.
Jinsa Hammerblight (425): Dwarf vendor of firearms in the Undercity Market.
Jirraith (27, 131, *406-407*): Doppelganger and crime lord in charge of the Pale Dogs.
Julish Waren (283): Servant in the House Sadar.
Juna Quenan (314): Minister of Education.
Juranan Kath (291): Lady Devina's aging uncle.
Jurgen Yath (309): Adventurer at the Red Stallion Pub.
Kabel Dathimol (*67*, 148): Leader of the local Order of the Dawn and one of the Twelve Commanders.
Kadavalus (77, 490, 497-498): The Ageless Titan in Goth Gulgamel.
Kaddis (314): Aram who pulls a carriage.
Kadiradel (129): A solar Malkuth high-up.
Kadmus (288): Majordomo of Castle Shard.
Kaela Sparkborn (611): Elf bard and friend of Delemele.
Kaeran Altarstone (116): Inverted Pyramid master.
Kaira Swanwing (124-125): Elf leader of the Knights of the Golden Cross; lives in Oldtown.
Kaladeen (250-251): Balor in the Dark Reliquary who would like to lead the Fallen; hates Lilith/Raguel.
Kalbir Rau (94): Verrana's son.
Karee (311): Harrow elf vampire and a member of the Covenant of Blood.
Karel Unter (352): Laborer of the Wood Market.
Karetsan (311): Harrow elf wizard and leader in the Zar'at.
Karn Ellosh (261): Prisoner in Drusii's chamber.
Karsha Hammersong (322): Dwarf wife of Ollam.
Katerin (92): Devina Kath's sculptor cousin.
Kellinar Lohahn (172): City official at the Docks
Kellina Styne (193): Guildmaster of Tinsmiths.
Kenill Dallaster (292): Made a small fortune as a spice merchant.
Keper, Lords (100, *139-140*): Twins Reddis Keper and Neivis Keper, who lead the Vai.
Kerrik Tanner (221): Contact for the Vai.
Kevris Killraven (27, *121-122*, 580): Hag crime lord.
Keylord (254): Half-demon minotaur in Dark Reliquary dungeons.
Kharl Mitoren (309): Sells weapons at Mitoren's Blades.
King in Yellow (80): Leader of the Wintersouled.
Kird (212): Myraeth's ogre bodyguard.
Kirian Ylestos (27, 66, *294-295*): Prince of the Church.
Kirstol Dallimothan (27, *89-90*): Head of House Dallimothan.

Kiseela Starwave (339): Elf illusionist on Dweomer Street, created Derresh.
Kistron Nelabast (301): Runs Kedaver's.
Klaron Dallimothan, Great-Aunt (90): Ancient silver dragon.
Knifal (260): Half-fiend sorcerer and chief torturer in the Dark Reliquary.
Kohoath the Betrayer (139): Once was one of the Urthon Aedar, now in league with Ul-Sinistar.
Kolister Mahaven (184): Administrator of Darkbirth's Madhouse.
Konna Werran (107): Human bard with the Brotherhood of Redemption (deceased).
Korben "the Keeper" Trollone (122, 301, 360-*361*): Killraven's agent in the South Market.
Kord the Culler (197): Stonelost dwarf of Midtown.
Koth Yurtin (356): Arena manager at the Cock Pit.
Krag (356-357): Minotaur warrior in the Cock Pit's arena.
Kragas the Bold (210): Infamous Harrow elf barbarian.
Kruellis, Lady (149): Noblewoman in Tarsis who hates Ptolus.
Kurnor Steelaxe (425): Stonelost dwarf of the Sign of the Shovel.
Kurtlan Nagel (93): Jailed former head of House Nagel (he was framed).
Lackie (407-408): The Beggar King and a Harrow elf; real name Lakimos; owns Lackie's bar.
Ladia Reymond (352): Imperial inspector.
Ladris (210): Centaur cohort of Kragas the Bold.
Laerose Trueflight (364): Elf member of the Order of the Bow and an owner of Navaen Bowcraft.
Laithe Silksong (365): Manages drug traffic through the Spice Market.
Lakimos: See *Lackie*.
Lallae Skyblue (371): Follower of Ardaen.
Lancil Vestman (221): Runs Trumnaught's Academy.
Larek Brawlen (205): Owner of The Goat.
Larel Notan (174): An alchemist.
Larsh (426): Guard at Potions and Elixirs.
Lassa Fedeli (301): Sells women's clothing.
Lathikamis (524): The Dread One's personal bodyguard, a balor.
Laucio Dellinti (593): Criminal Shoal elf from the Sea Kingdoms.
Leisarth (528): Wizard-Priest of Ni-Gorth and vanished ruler of Unn.
Lerrisa Kyle (344): Physicker wannabe.
Lerthan Dergstrom (106): Oldtown crime boss.
Liessa Vergan (372): Celestial Conclave high priestess.
Lilith (24, 110-*111*, 580): Ruler of the Fallen and Forsaken.
Linech Cran (597, *601*): Drug smuggler and Balacazar ally in Rivergate.
Linele Cran (597): Linech's thirteen-year-old daughter, became undead after attack on Sallachor Isle.
Lirion Voss (410): Member of Pale Dogs.
Liss Satorosh (201): Owns the Cloud Theater.
Lothao Valinth (148, *207*): Elf proxy of Doraedian Mythlord and one of the Twelve Commanders.
Luana Dremain (221): Runs the Tenpin Children's Home orphanage.

Lyaele (536): Lunas elf princess impersonated by a doppelganger in Jabel Shammar's dungeons.
Lyala Cooper (345): Owns Rivergate general store.
Lynal Demanik (183): laborer at the Foundry.
Lyrasa Contair (154): Fire Brigade's new captain.
Lyrikka (269): Vampire guardian of the Wintersouled.
Maeda Von Rustal (387, 395-396): Cleric of the Temple of Teun.
Mahdoth (362-363): An ocular tyrant under the effects of a compulsion to run an asylum for mages.
Malasir (122, *301*): Efreeti head of Killraven's Nobles' Quarter operations; found in Swordthrower's.
Malegoch Krill (428): Half-fiend sorcerer and Ennin leader in the Dark Market.
The Malificite (419): Formerly Bastion, a planetar who helped Danar build the Banewarrens (now corrupted in Jabel Shammar).
Malkeen Balacazar (27, 100, *101-102*): Balacazar family heir.
Malleck Javimal (380, 381-382): Powerful Ebon Hand priest.
Maloyatas (272): One of the Wintersouled.
Mand Scheben (288, *378-379*, 598): Cleric of Asche and friend to Castle Shard.
Mara von Witten, Sister (577): One of the Runewardens, cleric of Lothian.
Maran Desiduo (364): Gnome clothier and expert seamstress.
Marath (200): Litorian warrior.
Marcad Shever (96): Thollos' younger brother.
Mardun Narvesh (190): Tends bar at the Skull and Sword.
Marean Sevenjewel (352): Shoal elf cobbler.
Margaetalis Everwood (207): Elf who delights in gossip and intrigue.
Marial Tabbott (221): Architect.
Marija Elinek (112): Head Fate Weavers.
Markus Schuk (365): Owns the Welcome Inn with Valene.
Marlow Atrabonc (202): The Cloud Theater's primary director and writer.
Marta Thone (198, 219): Works as a seamstress at Saches clothiers.
Marved Sallin (377): Self-titled campanologist.
Matrenus (92): Devina Kath's husband.
Maystra Balacazar (100-104, *103*): Menon's daughter.
Medre Allaconda (249-250): Most powerful member of the Covenant of Blood, member of the Forsaken; lives in the Dark Reliquary.
Meither Amost (106): Half-elf North Market crime boss.
Melanope Havan (206): Owns Havan's Haven.
Melior Kalen (385-386, 387): A high priest of Gaen.
Mellintha Springdart (425): Sorcerer wife of Derrence who makes everburning torches for sale.
Menaster Orrund (610): A Fate Weaver at Helmut Itlestein's house.
Menon Balacazar (27, 100-*101*, 580): Aging crime lord, head of the Balacazar crime family.
Merchael Finetooth (346): Gnome who operates Finelle's Pleasant Diversions.
Mercus Niolonthor (314, 315): Minister of Guilds.
Meruk (535): Solar angel imprisoned in Jabel Shammar's dungeons.

Methul Watcher (595): Alias of Helmut Itlestein.
Miaga, Queen (42): Palastani ruler in Trolone.
Migos Foraeth (201): Half-elf proprietor of the Black Swan.
Mikka Towart (193): Owner Towart's tool shop.
Mila Stovan, Lady (283): Minor noble of House Abanar.
Mina (402): Child of the Warrens.
Mooncry (330): Beautiful deva with long dark hair at the Pale Tower.
Moondros (422): Nymph ruler of the Slave City.
The Mother (265-267): Terribly transformed marilith in the Dark Reliquary.
Mother Superior of the Sisterhood of Silence (136-137): Head of this order of law-enforcing female monks.
Moynath Autumnsong (288-289): Inverted Pyramid master and friend to Castle Shard.
Muwal (536): Ogre-mage who was a prince of his kind millennia ago; in Jabel Shammar's Dungeons.
Myalla Wurt (92): The Kath estate's severe house matron.
Myraeth Tuneweaver (210-214): Elf wizard and owner of magical oddities and trinket shop.
Mystia Descri (130): Cofounder of the Order of Iron Might.
Na'haras (102-*103*): Ancient human revived as a vampire of the void to be Malkeen Balacazar's bodyguard.
Naeon Ullistri (295): Elf bard at the Conservatory.
Naephos Worldsea (95): Renn Sadar's proxy.
Naequant Navaen (364): Head of the Trueflight family; owns Navaen Bowcraft.
Naevin Swanwing (124): Elf fighter Knight of the Golden Cross.
Nagrus (106): Half-orc Warrens crime boss.
Nalachoserithis (536): Great wyrm gold dragon whose bones lie in the hidden prison of Jabel Shammar's dungeons.
Nalla Bantock (313): Clerk in the Administration Building.
Nalleth Falcron (193-194): Possessed slayer in the Guildsman District who invented the stone mask.
Nallia Feston (360): Korben Trollone's mistress at Swordthrower's Club.
Nallis Sevensong (304): Gnome seller of dairy products.
Nann Krakosh (425): Makes and sells iron rations in the Undercity Market.
Naosh (355-356): Aggah-Shan's half-orc lieutenant and manager of the Cock Pit.
Nara Nayson (426): Assistant to Tirres.
Nara Rau (94): Bellas' wife, an expert in appraising goods and people.
Narasha (289-290): Rare female satyr at Castle Shard.
Nara Tallendi (301): Proprietor of Elan's Foods.
Nared Torell (603): Shivvel addict and former slave.
Narlasa Hevron (172): dancer at the Savage Shark
Narlu (58, 163): Ornu-Nom consort of Radik.
Narlus Dye (129): Bard at the Pale Tower.
Narris Dallimothan (90): Young male silver dragon.
Narvallen Kedderis (193): Guildmaster of Weaponsmiths.
Narya Itlestein (191, 389): Stockyards administrator and Helmut's older sister.
Nastriss (428-429): Ritter Ratagan's assarai slave-soldier in the Dark Market.

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Navanna Vladaam (97-98): Daughter of Iristul.
Naxx (533-534): Leader of the gaols.
Nayvras (375): Oracle at the Shrine of the Oracle.
Neivis Keper (139-140): One of the twin Lords Keper.
Nelinda Kruppet (319): Head librarian of the City Library.
Nella Schaun (206): Manager of the Griffon.
Neridoc Bittersong (22, 424-425): Gnome "Arcane Scribe" in the Undercity Market.
Nest Master (446): Albino ratman in the sewers.
Nestlin Ka (90): Majordomo of House Dallimothan.
Nevir Goldstock (176): Owner, Nevir's Nets
Niaer Daystep (360): Half-elf owner of Faraway Scents.
Nicalon Regelis (97): Alias of Navanna Vladaam in her guise as a Knight of the Chord.
Nila Finch (296): Captain of the *Vanished Dream* Abanar aeroship.
Nilea Farrowsong (176): Owner, Silken Sail
Niles Chaman (193): Guildmaster of the Drapers.
Nilla Nagel (93): Yarek Nagel's sickly daughter.
Nillis Regarson (315): Minister of Safety.
Nills Nubble (221): Sells high-quality music instruments.
Nireus Pard (66): Bishop of Ptolus.
Nivae Tamelli (123-124): Greatest bard in all of Ptolus; also a Knight of the Chord.
Nolvaga Von Meudel (323): University chancellor and Tarsis native.
Nora Dallaster (292): Wife of Rillis.
Nord Steelgrim (315): Minister of Public Works.
Nordith Furl (221): Broadsheet printer and courier office.
Norris Felder (176-177): Cursed captain with aethel, hiding in the Docks.
Nowen the Horse (425): Human of Nallish heritage at Sign of the Shovel.
Nuella Farreach (221): Proprietor of the Exotic Stables in Midtown.
Nyathoch (272): One of the Wintersouled.
Nyatrah (614): Gnoll cleric of Ravvan.
Nyphistree Silvertree (209): Head of the Order of the Bow.
Ochremeshk (257, 486, *623-624*): Imprisoned demon prince; can be released using soul magic in Tinareg's tooth.
Odsen Rom (58, 93, *436*): Tiefling warden of the Prison.
Ogden Reinhard (148): Well-known fighter and one of the Twelve Commanders.
Olaf Gudenfal (176): Owner, Olaf's Flophouse.
Ollam Hammersong (322): Dwarf owner of Hammerson Vaults.
Onesh Fillari (176): Owner Shrine of Dreams
Ooshul (262): Drusii's babau lieutenant.
Ophan, Brother (193): Member Brothers of Redemption.
Oracthon (454): Great wyrm black dragon with the remaining essence of Thoggidrum.
Orden Falcron (193-194): Sociopathic possesser of Nalleth; powerful sorcerer and alchemist.
Oron Bridgemaster (202): Dwarf bartender at Danbury's.
Ortry Gannon (590): One of the Pale Dogs.
Ossath Hidail (231): Member of the Forsaken.
Oukina (602): Linech's girlfriend.

Oulgas, King (85): Barbarian ruler of the Eastern Hordes.
Pabos Lendarick (308-309): Runs a kennel.
Paema Coldwhisper (301): Sell art supplies.
Pared Cobart (188): Masons' guildmaster.
Parnell Alster (222): Sheva Callister's ghost friend.
Passeon Naurill (221): Butcher.
Pauthan Udelis (364): Pickpocket brother of Ramoro.
Peliope Erthuo (27, *91*, 95): Head of House Erthuo.
Pellandar (208): Friend of Zaetra.
Pevan Shamus (378): Cleric and owner of Taggert's.
Phadian Gess (27, 120-*121*): Keepers of the Veil seneschal.
Phon Quartermain (590): Seamstress at Saches.
Phord Dallimothan (89): Kirstol's "father."
Pianett Thundalin (122): Crime boss in the Rivergate District
Piraloth (331): Half-celestial brooder at the Pale Tower.
Piruss Lomwell (221): Bookie at Lomwell's.
Prince of the Church: See *Kirian Ylestos*.
Prince Ironheart (126-*127*): A Knight of the Pale.
Quaelin Fillasti (124): Elf wizard and Knight of the Golden Cross.
Qualin Atero (221): Bookseller.
Quideth Minnisham (232): Onetime companion of Wynn Rabinall.
Quillong (604-605): Triton scout/spy from Konagis.
Quiral (494) Blood priest in Goth Gulgamel.
Quivor Nox (426): Coproprietor of Potions and Elixirs.
Radik (58, 163): Ornu-Nom orc from south of Ptolus.
Radolf Cooper (600): Lives in Linech's burrow and works for him.
Raenashal (456): Dark elf mistress of Ul-Sinistar.
Raguel (62-63, 110-*111*, 580): Divine ruler of Hell, now in the Dark Reliquary.
Rajaz Nillotti (216): An Uraqi knife fighter and Imperial Eyes spy.
Ralelle Noramar (124): A Knight of the Golden Cross.
Ramoro Udelis (364): Runs Ramoro's Bakery.
Rastor (27, 218-219): Massive litorian with beads tied into his mane who owns Rastor's Weapons.
Raule (92): Sallina Kath's son, a singer and songwriter.
Ra-Zoblam (241): Tiefling attendant to Raguel.
Rebeva Autorth (317): Manages the office of the Bellringers' Guild.
Rechel Pattemon (26, *141*, 148): Most experienced Viridian Lord; one of the Twelve Commanders.
Redalla Shever (96): Thollos' wife.
Reddis Keper (139-140): One of the twin Lords Keper.
Regan Frome (107): Sorcerer with the Brotherhood of Redemption.
Regidal Norn (231): Human widower knowledgeable of the Necropolis.
Rehoboth Ylestos (27, 30, 66, 79, 85, *293-294*): Holy Emperor of the Church of Lothian; also claims secular throne.
Reinym Ghar (388): The Great Warder; half-elf cleric leader of the Navashtrom/Tardeshou church.

Relinda Chilithon (332): The Guildmaster Sage.
Renala Hotterin (153): Halfling Goldshield administrator.
Renn Sadar (27, 91, *94-96*, 116): Head of House Sadar.
Rerold Codwink (301): Proprietor of The Jewel.
Ressis Kal (190): Half dark elf who runs the Back Room.
Rethicalas (311): Juvenile male red dragon rumored to be among the Harrow elves in the Za'rat.
Rill, Lady (286-287): Lord of Castle Shard, Bride of Magic.
Rillis Dallaster (292): Spice trade magnate.
Rintha (139, 405): Half-fiend ratcatcher and Vai courier.
Ritter Ratagan (428): Ennin leader in Dark Market.
Robel Pillian (127): A captain in the Commissar's Men.
Roema Ashenwood (378): Elf member of the campanile Sorn cell.
Roman Albester (221): Proprietor of Albester's Breads.
Rona Schuk (365): A daughter of the Welcome Inn's owners.
Ronam Tumblefoot (176): Halfling member of the Longfingers Guild.
Rondella Loyath (221): Runs Shadow Sendings.
Rose Farber (348): Wife of Dulson.
Ruballa (192): Orc employee at the Stockyards.
Ruror Greatblade (601): Linech's dwarf bodyguard.
Saeth Watersong (360): Elf employee at Faraway Scents.
Sala Eddaris (358): Wizard investigating Inlios.
Salicha Watt (221): Proprietor of The Open Kitchen.
Sallina Kath (92): Devina Kath's sister.
Salora Hail (365): Owns and operates a pottery shop.
Salsan (606): Lizardfolk slave ("Sir Jingles") kept in the Balacazar cave complex by the sea.
Sanne (309): Is seeking her husband, Sebestin.
Sard Drin "Old Sard" (175): Owner, Sard's Boats.
Sarra Finaloss (183): Lothianite in the Guildsman District.
Savane (27, *133*): Shuul leader whose real name is Boris Ilvata.
Savvan (527-528): Demon lord in the Jewels of Parnaith who has the *cask of frozen dreams*.
Scrud (406): Gutterkings leader.
Seanus Illithan (601): Eager halfling who is Linech's newest employee.
Sebestin (309): Missing husband of Sanne.
Secki (173): Eight-year-old girl who works for the Dockmaster.
Segaci Fellisti (30, *79*, 85, 121): Aging councilor who now claims the Lion-Guarded Throne.
Selestical (272): One of the Wintersouled.
Sephranos, the Winged King (129): A solar and the leader of the Malkuth.
Serai Lorenci (577): Elf wizard and chaositechnician; a member of the Runewardens and Sercian's twin.
Sercian Lorenci (583): Multitalented elf member of the Company of the Black Lantern; Serai's twin.
Setarsis (508-509): Aboleth wizard in the Misbegotten Tower of Jabel Shammar.
Shad Livbovic (109, *322*): Delvers' Guild Librarian.
The Shadow Eyes (348-349): Mad sorcerer clone of the elf Aelian Fardream.
Shaeshin Twinleaf (207): Elf who hopes to become the new emissary from Dohrinthas.

Shakkar (456): Male dark elf fighter of Ul-Sinistar.
Shar Unlastia (221): Seller of fine musical instruments.
Sheva Callister (27, 222): Famous delver (retired) who found the *Crown of Ki-Lias*.
Shibata (27, 58, *397-398*): Minotaur cleric of Niveral.
Shilukar (580, 597-598, *617*): Dark elf chaositechnician and puppetmaster.
Shim (334): A skulk.
Sholum Feek (201): Blacksmith of the Bull and Bear, with brother Hirus.
Shurrin Delano (577): Rogue from Carper's Bay who loves Tellith Herdsman; one of the Runewardens.
Silion Ankismar (391, 394): One of the heads of the Temple of the Rat God.
Singriosh Notorson (426): Tiefling who runs the knife booth in the Undercity Market.
Siphanon Shatterbright (209): Elf member of the Order of the Bow.
Sissy Cooper (600): Radolf's wife; lives in Linech's burrow and works for him.
Slugashulg (452): King of the locathah caverns.
Smurd (192): An ogre employee at the Stockyards.
Sobac Redwand (225-226): A well-known elf thief.
Sokalahn (438): Half-demon wizard who wanted the *Black Grail* and became a lich after breaking one of the Gates of Delirium.
Soren Clanstone (450-451): Dwarf prince of Kaled Del who hangs out at the Black Swan, the "wayward prince."
Sorum Dandubal (27, *109*): Guildmaster Delver.
Spyncer Coil (410-411): Mad creator of the *Swords of Ptolus*, now hiding with the Pale Dogs.
Ssethenus (422): Lizardfolk former slave who seeks to overthow Moondros in the Slave City.
Starachele (456): A sorcerer spy in Ul-Sinistar.
Starsochin (465): A Hound once imprisoned by Stonemight dwarves.
Staun Merris (221): Runs a gambling den called Hell's Door.
Stavislav Felatt (124): Sorcerer/ranger Knight of the Golden Cross.
Steron Vsool (27, 386-387): Mighty paladin and champion of Gaen with permanent *heartglow*.
Stillis Covenrow (125): Halfling rogue who serves as the Bladechapel's majordomo.
Sturm Slaven (174): Captain, *Waverider*.
Sulet (311): Mercenary Harrow elf in the Zar'at.
Sumar (606): Slave from Uraq kept in the Balacazar cave complex by the sea.
Surmoil Rallekred, Shigmaa (244-245): Forsaken sorcerer.
Synethys (346): Half-dragon Sorn member, claims to be a half-demon.
Synlass Perideth (298): Elf member of House Sadar.
Tabor Danbury (202): Danbury's proprietor.
Tagel Unergart (27): Order of the Dawn leader.
Tagg (402-403): Member of the Narrow Street Boys gang.
Talbot Ferrar (301): Sells men's clothing.
Talenta (398): Trumpet archon in the Temple District with viral goodness plague.
Tal Ingersol (193, 426): Leatherworker in the Guildsman District and the Undercity Market.
Taliestha (456): Female dark elf fighter of Ul-Sinistar.
Tallaeth (92): Ethisha Kath's half-elf husband.

Taltos Urnst (427): Clains to be the Commisar's cousin; runs Urnst, Alchemist.
Tamora Rigan (365): Runs the Rogue Moon Trading Company local office.
Taran Mult (175): Manages the Sailors' Rest bar.
Tarin Ursalatao (27, 204): Talented and charismatic bard at the Ghostly Minstrel.
Tarkus (406): Centaur member of the Pale Dogs, a messenger for Jirraith.
Tashari Lin (365): A main Rogue Moon stockholder; ex-wife of Linech Cran.
Tasilicus Rhendron (129, 331): Wizard at the Pale Tower.
Tavatar (301): Jeweler.
T'bruukr (241): Tiefling attendant to Raguel.
Tellian Riverborn (387, 583): One of the Company of the Black Lantern, a cleric of Navashtrom.
Tellith Herdsman (204): Manages the inn at the Ghostly Minstrel.
Teophia Jewelblade (214): Gnome wizard and friend of the North Point Restaurant's owners.
Terephon (237): Licheloved leader.
Terraeth Whispermoon (333): Harrow elf sorcerer; a specialist in fighting threats to city.
Terrek Nal (220, 222): A student of Golatham Naddershrike who killed him in anger.
Terella Spoch, Sister (125): Cleric at the Bladechapel.
Terrik Clanstone (450): Dwarf leader of Kaled Del.
Terrosh Barro (182): Goldsmith guildmember.
Terros Kallind (316): Human gladiator in Oldtown.
Testusumi (317): Guardian naga at the Citadel of the Golden Cross.
Teyvran Newaster (291): Owner of the Crown Theater.
Tharla Tennebaum (323): Administrator of Imperial University.
Themus Wuur (190): Half-orc owner of the Skull and Sword bar.
Thered Stone (301): Sage.
Therese Urnst (148, 154): Eldest of the Commissar's daughters.
Thollos Shever (27, *96*): Head of House Shever.
Thord Questin (612): Recently excommunicated cleric of Melann.
Thorar (245): Dominated Stonelost dwarf in Dark Reliquary.
Thorrim Kolvir (225): Centaur paladin in Midtown.
Thuela Nasarini (122): Halfling (aranea) crime boss for Killraven in Oldtown.
Thurman Rees (334): Proprietor of the White House in Oldtown; cousin of Barras Noven.
Thurvan Rashong (328): Daersidian Ringsire's friend; stole the *box of shadows* and was corrupted.
Tiel Lawley (398): Well-known warrior and worshipper of Battle.
Tillian Dallaster (292): Daughter of Rillis and Nora.
Tillie Milkwood (221): Proprietor of furniture shop.
Timerian, Velator (421): Insane leader of the Order of the Legacy beneath Ptolus.
Tinareg (256-257): Old half-orc in the Dark Reliquary's prison whose tooth has Ocremeshk's symbol.
Tinerias Edren (320): A philosopher.
Tirres (426): Centaur weaponsmith in the Undercity Market with a workshop in the South Market.
Tissakal (409): Dark elf killer in the Warrens.
Toman Etherin (201): A commoner with missing daughter in Midtown.

Torel Sellek (188): Longdraught Brewery worker.
Toridan Cran (593): Half-orc criminal brother of Linech.
Torus Blackstone (371): Follower of Teun.
Travinor Rem (427): Rogue proprietor of Scouts, Guides, and Porters; also runs the Dark Market.
Trevan Mees (343): Bookbinder in Rivergate.
Tuea Severwing (124): Harrow elf paladin Knight of the Golden Cross.
Tully Boltcrafter (203): Ebbert's brother; took one too many blows to the head in his adventuring days.
Tussi Moheath (192): Runs Tabby's Den.
Tyonaeth Glittersprite (426) Elf sorcerer and coproprietor of Potions and Elixirs.
Tyrese Anvilfist (115): Tinsmiths' dwarf guildmaster.
Tyrus Green (174-175): A ghost at Pier Five in the Docks.
Tyrus Marphel (154): Fired from the Fire Brigade following a scandal.
Udalaag (577): Abused half-dragon burrower rescued by the Runewardens and turned to good.
Uetha Wolanat (124): Half-elf cleric of the Elder Gods and Knight of the Golden Cross.
Ulana Erosa (221): Proprietor of Sallin's Bakery.
Ularis Gadare (123): Killraven's half-elf rogue lieutenant in the Guildsman District.
Uldrick Kord (106, 193): Guildsman District crime boss.
Ulithik (509-511): A monstrous, tentacled sorcerer in the Misbegotten Tower.
Ulti (247): One of two night hags (with Ilti) in the Dark Reliquary.
Unirthom the Blue (116): An Inverted Pyramid master.
Unos (221): Proprietor of The Old Goose tavern.
Unosh Teversan (389): Helmut's second-in-command.
Urak Nar (363): Administrator at Mahdoth's Asylum.
Urasta, Shigmaa (58, *114*, 245, 580): Tiefling leader of the Forsaken.
Uris Donnel (357): Falles' son, runs a leather shop in the South Market.
Urlenius (27, 387-388): Ogre-mage Star of Navashtrom.
Urnest Ankismar (391, 394): A wererat and one of the heads of the Temple of the Rat God.
Ursaon Brightfall (426): Half-elf pawnbroker at Urason's Used.
Ursa Renner (403): Woman of the Warrens.
Urshanna (408-409): Dark elf priestess who runs Madame Kaethea's House.
Utha Aryen (309): Co-owns the Red Stallion Pub.
Uthlachiman the Elder (456): Blue dragon who leads a sorcerer cabal in Ul-Sinistar.
Utresh Dallimothan (90): Adult bronze dragon.
Uyethicas (272): One of the Wintersouled.
Vaethir Erthuo (91): Elf member of House Erthuo.
Vaetrus Stardream (221): Elvin bowyer.
Vagger Nulus (592): Small-time hood with big ambitions.
Vala Ivansk (175): Owns the Sailors' Rest bar.
Valene Schuk (365): Owns the Welcome Inn with Markus.
Vanum Vaal (348-349): Alias for the Shadow Eyes in his guise as a witch and Killraven ally.
Vard Hillman (204): Owner of the Ghostly Minstrel.
Varen (528): Ruler of Av.

Varthis Starborn (208): Gnome squatter at Iridithil's Home.
Vatur (426): Lizardfolk who repairs damaged equipment from his Undercity Market booth.
Veda Medaris (186, 410): Head of the Ironworkers' Guild.
Velator: See *Timerian*.
Verrana Rau (27, *94*): Head of House Rau.
Vestra Totharson (317): Paladin with the Order of Dayra; friend of Dierna at the Bladechapel.
Vexander Sangreal (583): Elf mage and a member of the Company of the Black Lantern.
Vissuine (456): Dark elf evoker in Ul-Sinistar.
Vladimir Urnst (427): Claims to be the Comissar's cousin; helps run Urnst, Alchemist.
Waeven Iosanil (337): Elf philosopher.
Wandering Smith (367): Avatar of the Iron God in the South Market.
Wareth Naddershrike (347): Brother of the murdered wizard Golathan.
The Warhound (258): Special retriever in the Dark Reliquary.
Wilhemara (536): Cloud giant queen in the dungeons of Jabel Shammar.
Wilian Barrow (221): Locksmith.
Wilsha Rarris (611): Owner, Gatehouse Pub in North Market.
Winistar "Winnie" Potter (218): Owns Potter's inn.
Winteril (372): Cherubim elf at the Celestial Conclave.
Wuntad, Shigmaa (73): Seeks to unite the chaos cults for the Night of Dissolution.
Wylsaen Faechild (301): Runs an art gallery.
Wynn Rabinall (27, 373-374): Powerful monk and leader of the Order of the Fist.
Wynthaes (176-177): Cherubim elf spy who seeks out slavers in the Docks.
Yahn Runhald (193): One of Ullar's sons.
Yallis Kether (309): Co-owns the Red Stallion Pub.
Yanalla Kadrein (291): Star of many Crown Theater productions.
Yarek Nagel (93): A doddering noble uncle.
Yarrana Montass (315): Minister of Trade.
Yavan Helliscon (301): Owns Swordthrower's Club; a member of House Abanar.
Yavil Totharson (317, 347): A retired soldier at Jangave's Training Hall; brother of Vestra.
Yavos Nared (345-346): Evil Sorn cell leader at Darksoul House.
Ylouil (608): Demon spirit possessing Linech's watch.
Ymrik (326): Frost giant who stole the *box of shadows*.
Yorid Glitterfist (148): A representative of Kaled Del among the Twelve Commanders.
Yorrick Moleshan (301): Proprietor, Moleshan's.
Yuethi Mooncircle (107): Vies for leadership of Brotherhood of Redemption.
Yul Havan (206): A barber at Havan's Haven.
Yula Falass (333): Abjurer known as a security specialist.
Yurikin Falahoff (358): Fabric Market manager.
Zachean (466-467): Dark elf vampire in Dwarvenhearth.
Zade Kenevan (27, 204): Gruff and skinny bartender at the Ghostly Minstrel.
Zaetra (52, *208*): Cherubim elf and a close friend of Doradian Mythlord.
Zairic Westridon (363): Mahdoth's gnome wizard assistant who hangs out at Danbury's.
Zalisartaram (346): Harrow elf games expert.
Zastanix (242): A flylike demon in the Dark Reliquary.

Zathiriax (492): Orc sorcerer and leader of the Sorn-Ulth orcs beneath the Nobles' Quarter near Goth Gulgamel.
Zavere, Lord (286): One of the Lords of Castle Shard.
Zed Harrock (193): Worker at Nalaster's Mill.
Zellath Kory (301): Sorn cell member.
Zel Serrisio (176): Owner of Zel's Creatures
Znaam (527): Bloated insectlike ruler of Imn.
Zophas Adhar (57, 125, *577*): Aasimar paladin and Knight of the Pale; member of the Runewardens.

Important Characters From History

Abesh Runihan (112, 372): Hero who defeated the ghost-lich Kagrisos but died in doing so.
Addares X (Von Tessel) (31, 82): The Empress who instituted the need for firearm permits.
Alchestrin (232, 285): Human wizard and former lord of Castle Shard.
Arlian (112): A friend of Abesh Runihan; like Nitham, could see fates.
Bared Stonefist (461): Dwarvenhearth's Day King at time of Sokalahn.
Barris Deeperstone (461): Dwarven general in first dark elf war, won at Cabled Rock.
Brusk (372): The half-orc warrior who slew the tarrasque.
Cheroboth Ylestos (149): Former Emperor of the Church (657 IA).
Cordaris (421): A woman of long ago who found the Legacy and created the Order of the Legacy.
Danar Rotansin (28, *75-77,* 419): Good cleric who created the Banewarrens to rid the world of evil artifacts but was corrupted by one of them and became Eslathagos Malkith. Dwelled in Mosul Pearl. Husband of Parnaith.
Delian Von Tessel (28, 29, 64, 78, 83, 372): The first Emperor of the Lion-Guarded Throne.
Derrick Stonefist (460): The first Day King in Dwarvenhearth.
Derrin Darkbirth (184): Founded an asylum in the Guildsman District.
Dionys (81, 372): A human fighter-druid and member of the Great Seven who killed Ghul.
The Dread One: See *Eslathagos Malkith*.
Eriskal (81, 372): Elf rogue and member of the Great Seven who killed Ghul.
Eslathagos Malkith (28, *75-77,* 419): Evil overlord who sought to conquer the world and the planes beyond thousands of years ago. Also called the Dread One. Dwelled in Jabel Shammar. See also *Danar*.
Ethylassir (285): A powerful mage of long-ago Castle Shard.
Faranastra the Faithful (528): Slain ruler of the Jewel of Ath.
Gerris Hin (332): A loremaster and historian from ages past.
Ghul (28, 29, *81*): Claimed to descend from the Dread One and sought to emulate his conquest hundreds of years ago. Built the fortress of Goth Gulgamel halfway up the Spire. Created the Utterdark and many new evil creatures and ruled much of the world for centuries before he fell to the Brightfather's Day forces.
The Gilded Angel (61-62): Sent to judge Praemus' creation; created or bequeathed the Legacy.
The Half God: See *Ghul*.
Hathol Hammersmith (460): The first Night King in Dwarvenhearth.
Iridithil (207): Legendary Elder Elf known for sheltering the needy.

Jan Dalen (320): Prustan general in the Ghulwar.
The Last King: See *Rissathion, King*.
Kagrisos (28, 112): Ghost-lich that threatened to unleash a disease on the world; killed by Abesh Runihan.
Kam (81, 372): Halfling monk and a member of the Great Seven who killed Ghul.
Karalada (422): Sorcerer sister of Karanosin near the Slave City; foe to Father Claw.
Karanosin (422): Sorcerer sister of Karalada near the Slave City; foe to Father Claw.
Kaval Stardelve (462): One of the last Day Kings, and probably one of the greatest.
Khelaeson (81, 139): Elf wizard who banished the Utterdark.
Lukas Mikolic (236): Prince of the Church when Ptolus became the heir's home, buried in the Necropolis.
Maeritha Moonrise (372): Created the Quaan and helped slay Eslathagos Malkith.
Maven Balacazar (100): Menon's great-great-grandmother; ran the crime family circa 547 IA.
Mrathrach (60): A Vested of the Galchutt who sought to imprison the Gilded Angel to destroy the world.
Nitham (112): A friend of Abesh Runihan; like Arlian, could see fates.
Norrid Favanar (116): Onetime Commissar of Ptolus.
Palabosh, Holy Emperor (293): Uncle of current Holy Emperor Rehoboth Ylestos.
Parnaith (28): Powerful mage who created the Seven Jewels (along with the Wizard-Priests of Ni-Gorth). Tried and failed to reverse the corruption of her husband, Danar.
Polemith (523): A former lieutenant of the Dread One; created the Dire Song.
Radlov Von Tessel (29): Nephew of first Emperor; become the second Emperor.
Rissathion, King (87-88, 296): The Last King of Palastan, slain by Ghul.
Rudolf Von Tessel (83): Main Purveyor of Law and former Emperor.
Runshallot (81, 372): Human cleric of Gaen and a member of the Great Seven who killed Ghul.
Saerth (81, 372): Elf wizard-rogue and a member of the Great Seven who killed Ghul.
Saggarintys the Silver King (75, 419): Silver dragon who helped Danar in the Banewarrens.
Shay Orridar (84): Recreated the Knights of the Golden Cross.
Silver Sisters: See *Karalada* and *Karanosin*.
Skull-King: See *Ghul*.
Tomas Storocek (236): Former leader of the Keepers of the Veil.
Tacheron Kint (28, 372) A famous fighter and explorer who rescued children from the Shadow of Ptolus.
Tarbenthis Frome (322): A corrupt Commissar in 547 IA, Maven Balacazar had him in her pocket.
Thadeus Koll (226, 326): Discovered the Shadow of Ptolus.
Thoggidrum (60): A Vested of the Galchutt who received the Dreaming Stone; now Oracthon.
Thoy Champous (372): A human paladin of Ahaar, now in the Hall of Heroes.
Tirestian (296, 329): Aasimar wizard who designed the Tower of House Dallimothan and the Pale Tower.
Uthegos (81, 372): Dwarf fighter and a member of the Great Seven who killed Ghul.
Vaklav Von Tibbitz (119): Founded the Keepers of the Veil.
Vedisham Ylestos (149): Former Emperor of the Church.

Vladaam (60): A Vested of the Galchutt; rent the veil between life and death to bring forth the undead.
Yllistro (81, 372): Half-elf sorcerer-ranger and a member of the Great Seven who killed Ghul.
Yrkyth Vladaam (28, 97): A mad wizard who built the Enigma Engine.
Zachary Hedron (372): Fighter who died rescuing people in the Great Fire of 701 IA.

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Look here for terms that are not *people of places. Examples include gods, organizations, items, concepts, and events.*

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Korben Trollone's Office

Ptolus

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• Use markers to make notes and combat diagrams, you canalways print more.

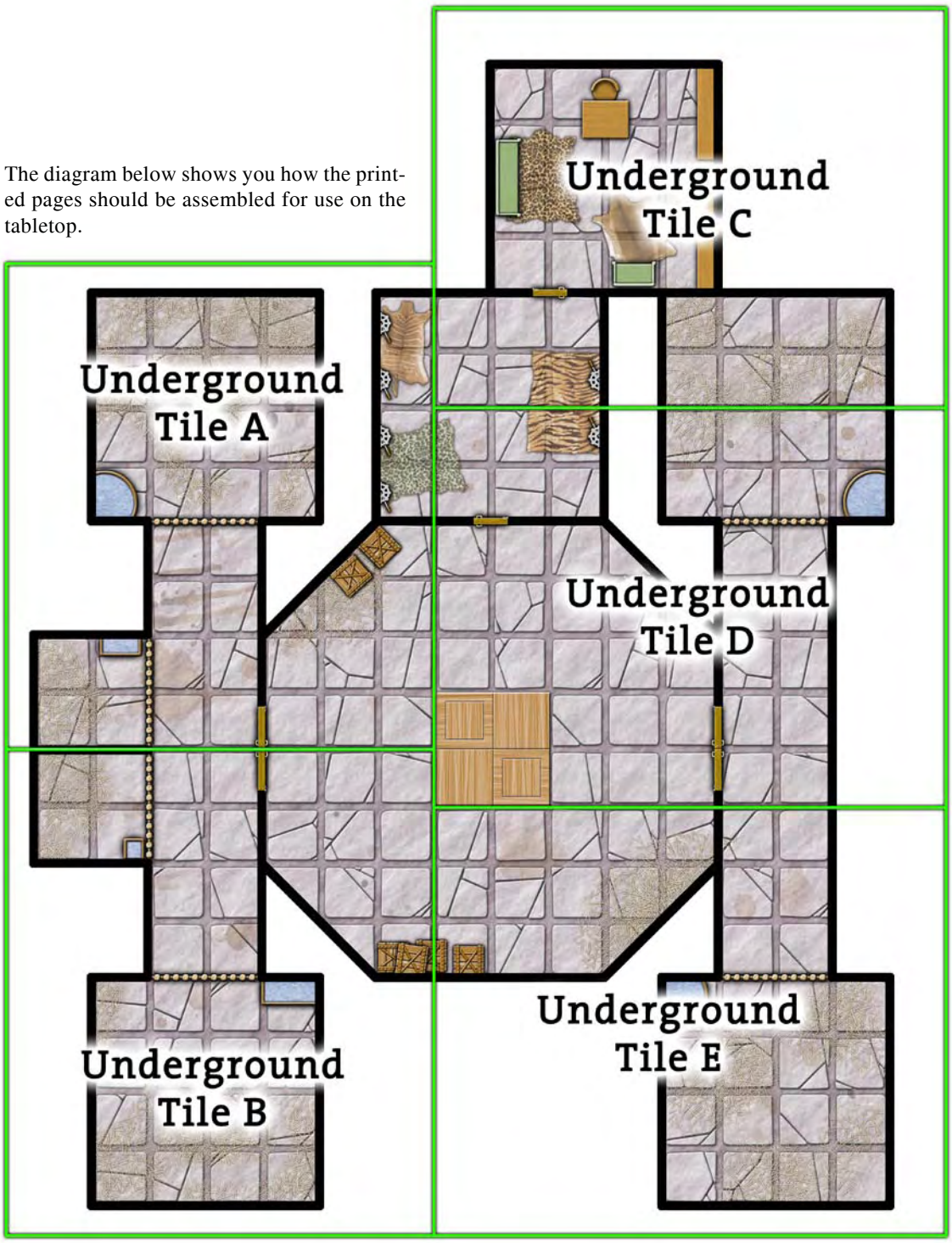
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Product Code: SKGPAM01

Korben Trollone's Office

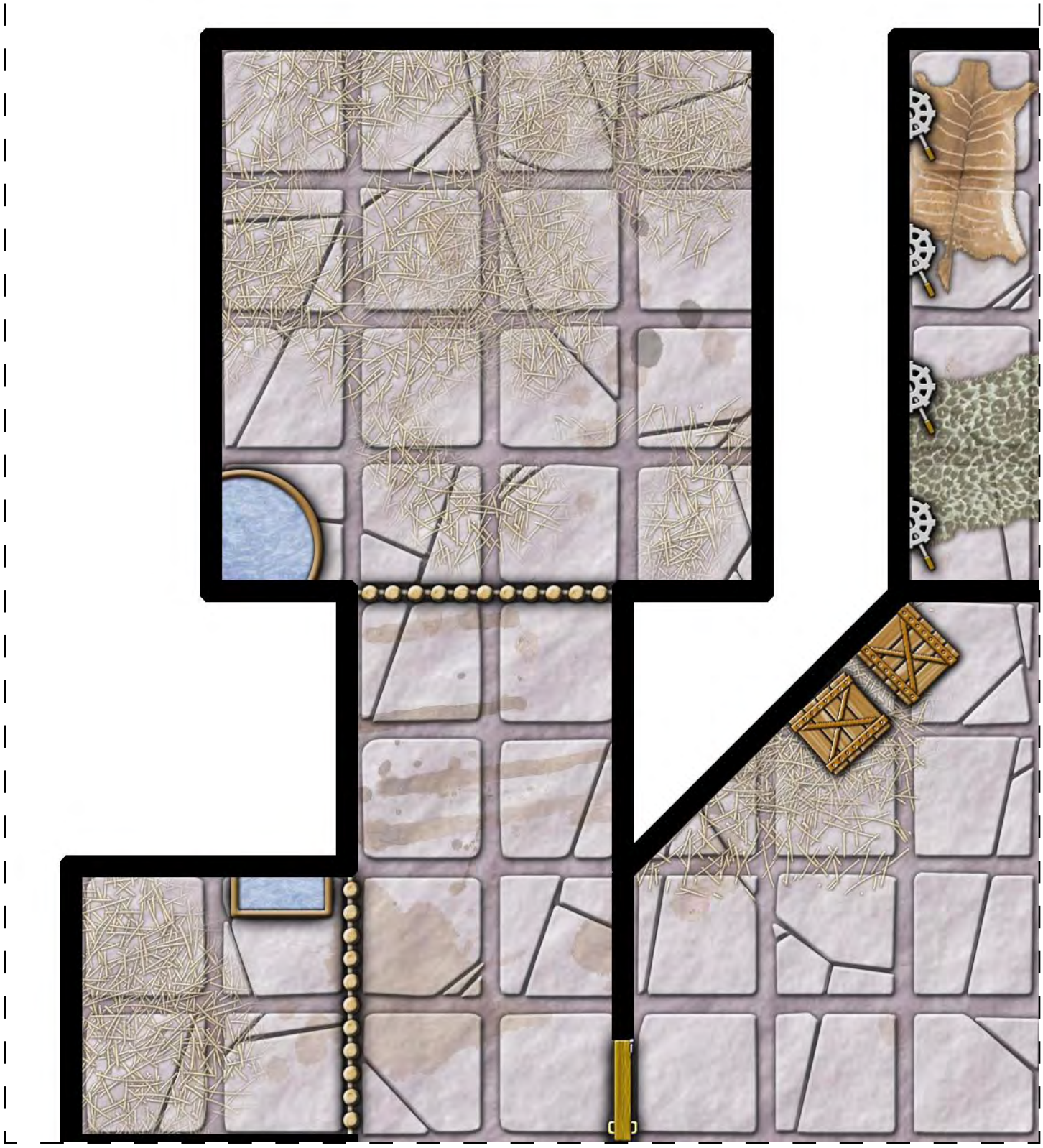
Ptolus page 360 (Chapter 16) / City Map #242, E7 (Penny Street)

The diagram below shows you how the printed pages should be assembled for use on the tabletop.



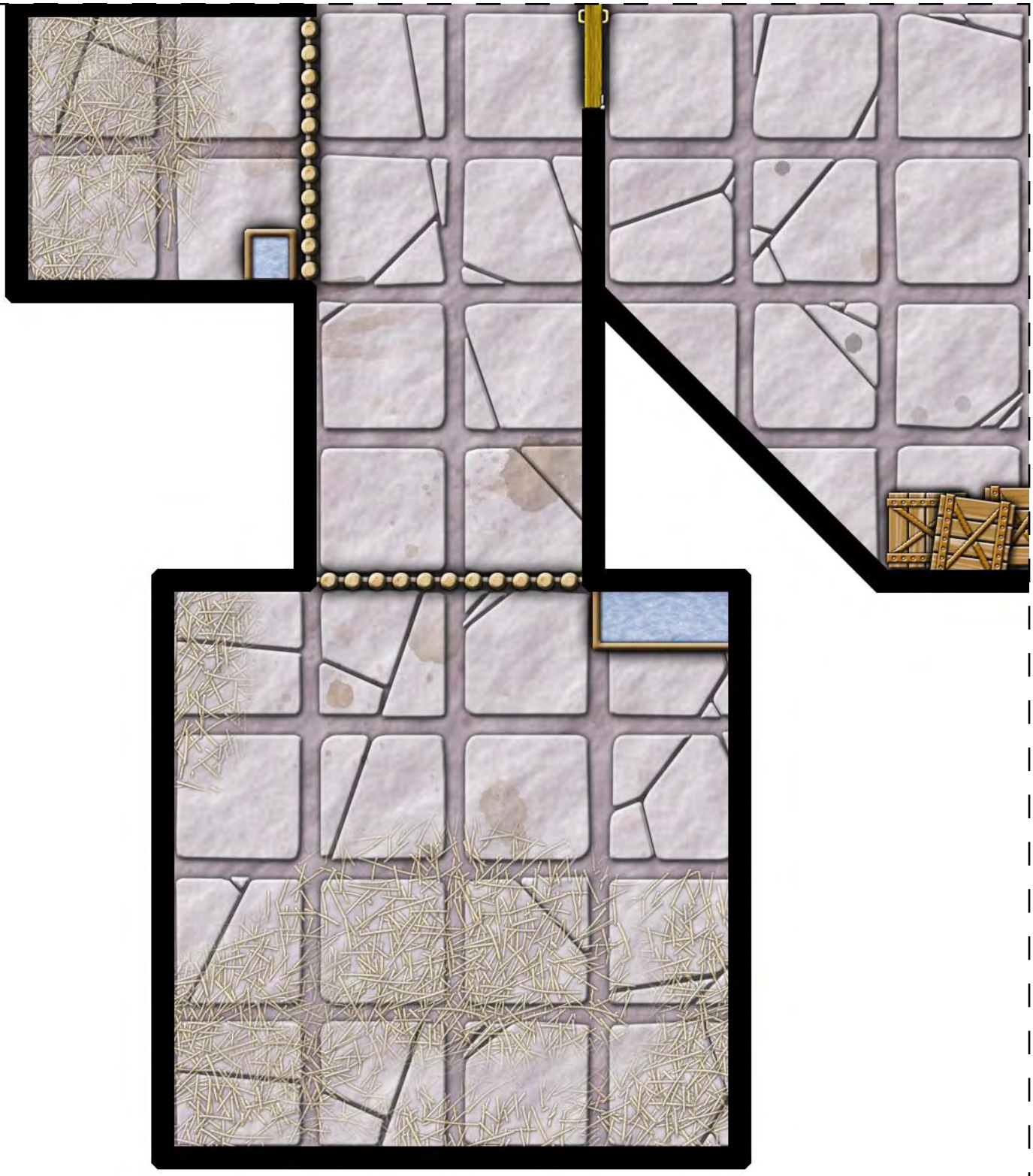
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Ptolus Adventure Maps: Korben Trollone's Office - Underground Tile A



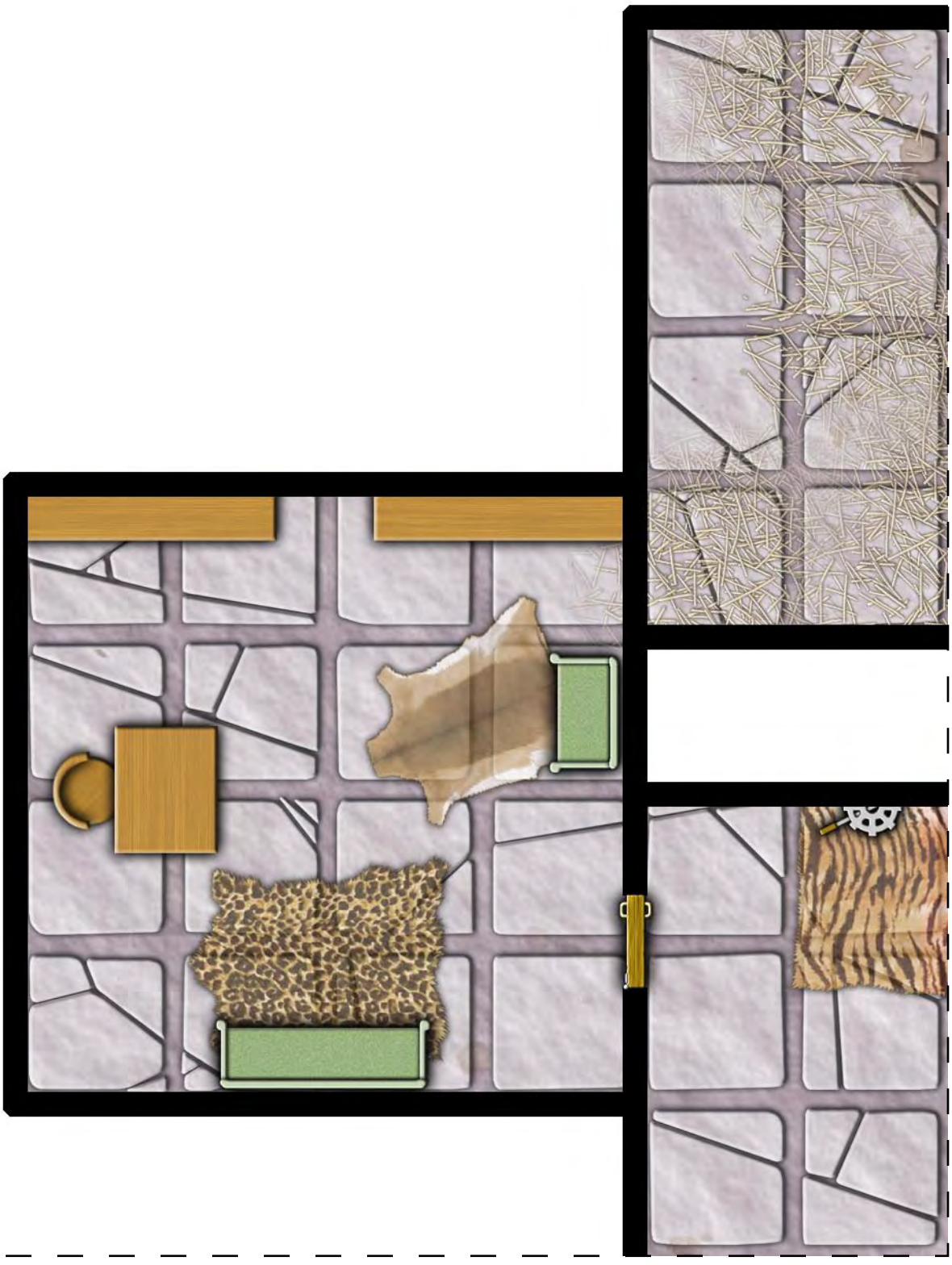
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Ptolus Adventure Maps: Korben Trollone's Office - Underground Tile B



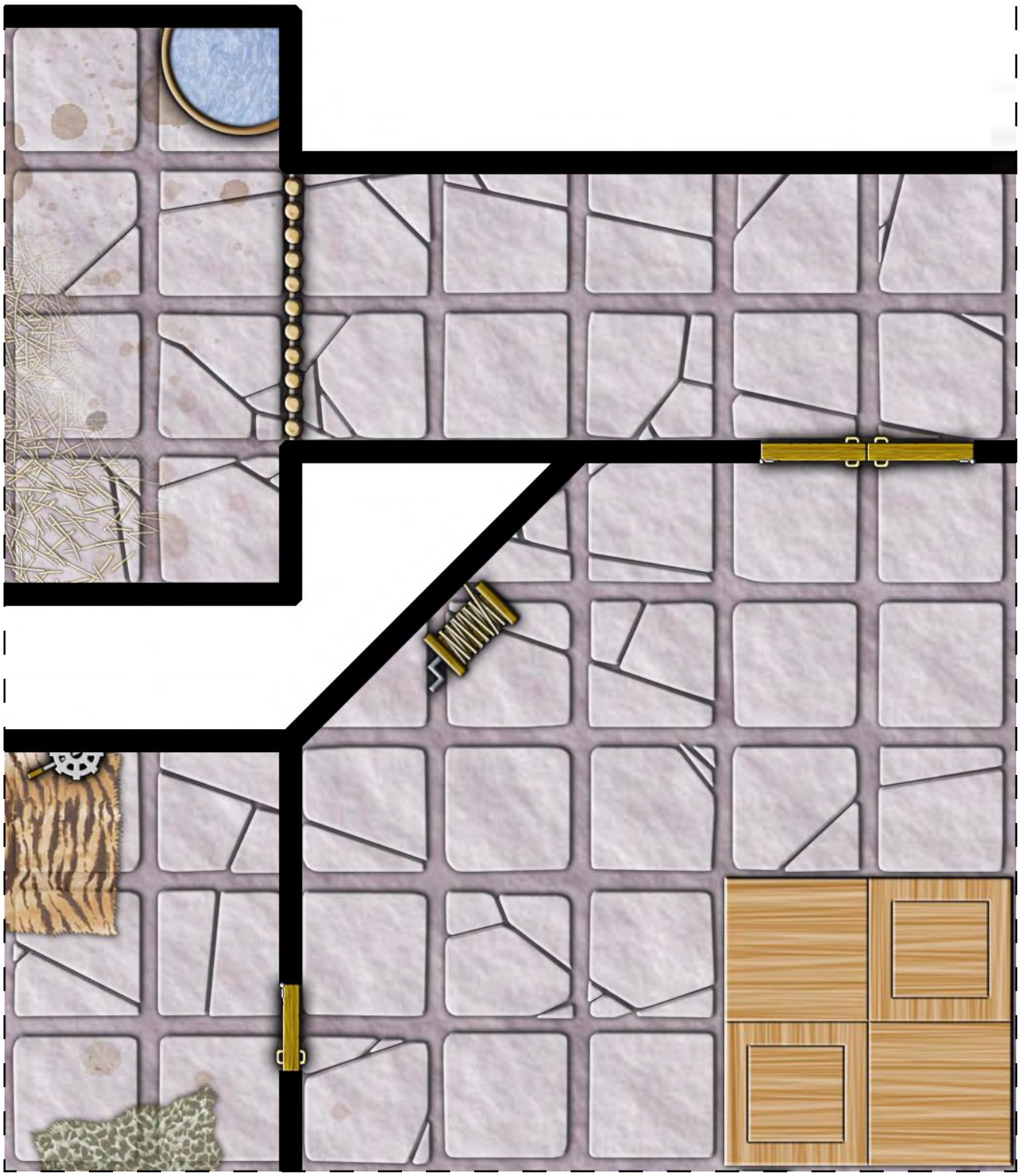
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Ptolus Adventure Maps: Korben Trollone's Office - Underground Tile C



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Ptolus Adventure Maps: Korben Trollone's Office - Underground Tile D



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Ptolus Adventure Maps: Korben Trollone's Office - UNDERGROUND TILE E



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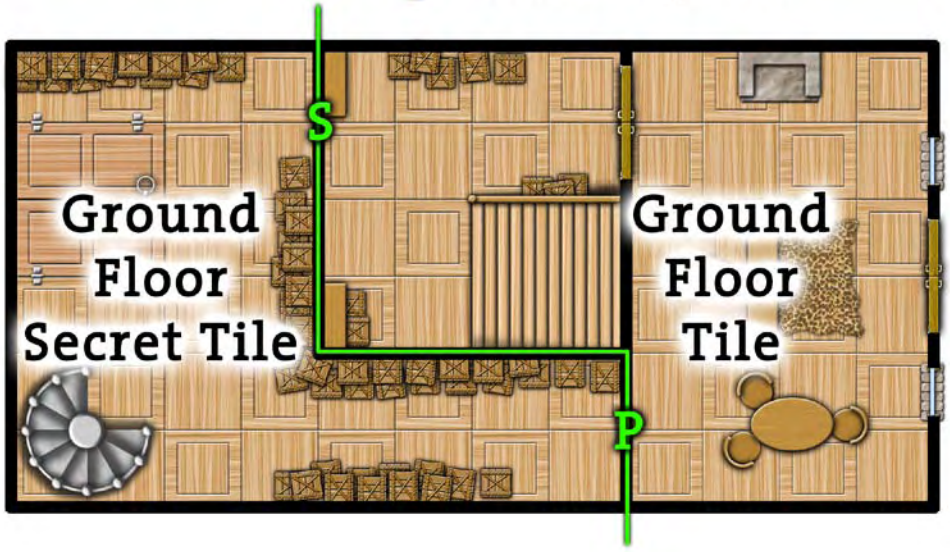
Keeping Things Secret

The secret areas of the building are presented as separate maps that can be trimmed out and put down after players discover them. Secret doors and other hidden details are not depicted on the maps. See the diagram below for information on all the hidden surprises featured in Korben Trollone's office.



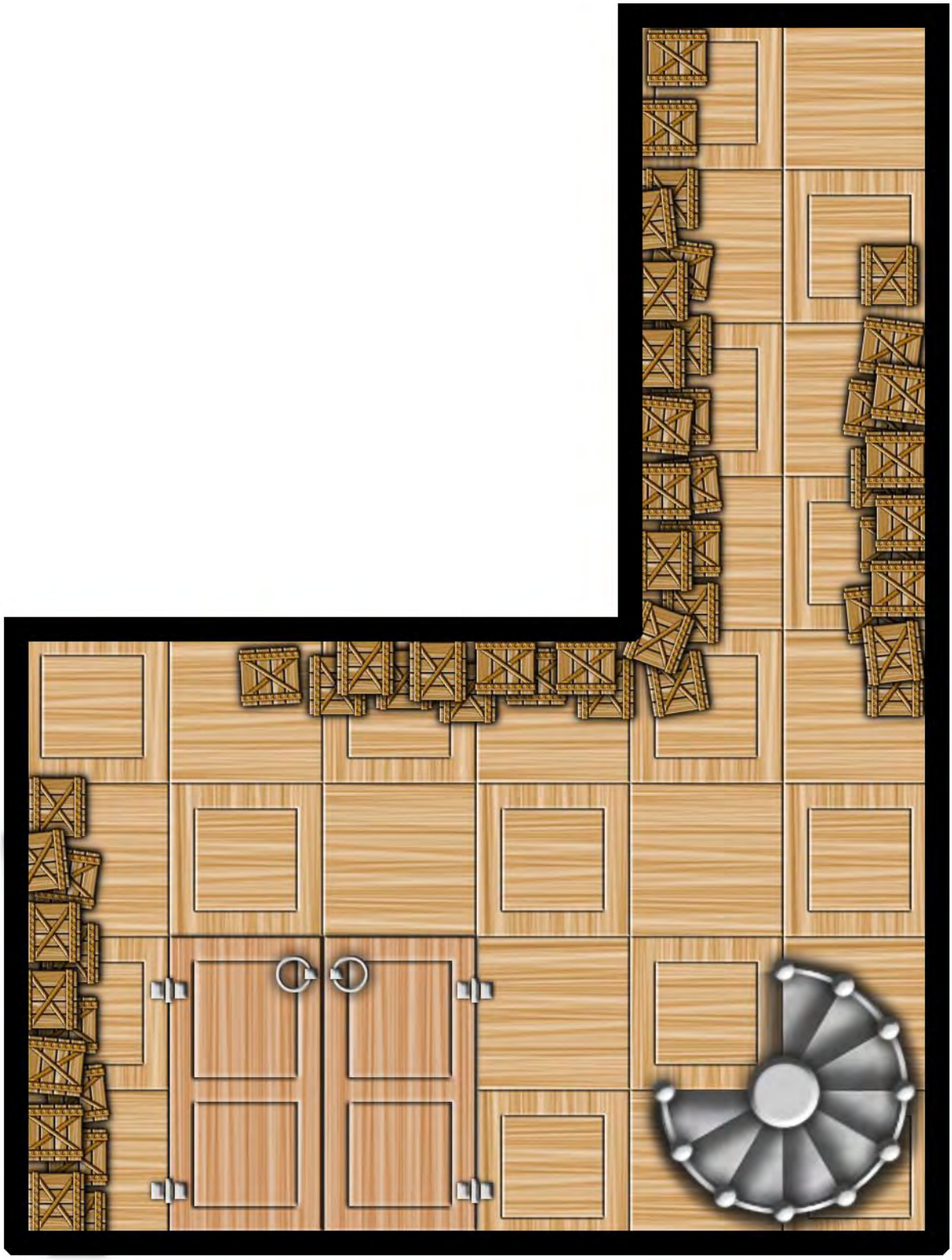
S = Secret Door

P = Secret Peep Hole



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Ptolus Adventure Maps: Korben Trollone's Office - Ground Floor Secret Tile



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Ptolus Adventure Maps: Korben Trollone's Office - Ground Floor Tile



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Ptolus Adventure Maps: Korben Trollone's Office - Second Floor Secret Tile



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Ptolus Adventure Maps: Korben Trollone's Office - Second Floor Tile



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