

PT4

SWORD & SORCERY

d20
system

PIOUS BOOKS

VOLUME 1
DISTRICTS
OF THE CITY

A Sourcebook By
MONTE COOK

MALHAYO PRESS

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GUIDE TO THE PTOLUS PDFS

Throughout this book you will find references in the text and in the side-panels to other books in the PT series of *Ptolus* PDF editions. For your convenience, here's a listing of all the titles in the series and their corresponding title codes:

<i>A Player's Guide to Ptolus</i>	PT1
<i>The World of Praemal</i>	PT2
<i>Organizations</i>	PT3
<i>Districts of the City, Vol. 1</i>	PT4
<i>Districts of the City, Vol. 2</i>	PT5
<i>DM's Companion</i>	PT6
<i>Beneath the Streets</i>	PT7
<i>Adventures</i>	PT8
<i>The Spire</i>	PT9

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INTRODUCTION

Introducing the City of Ptolus, district by district!



PAGE NUMBERING TIPS

Two sets of page numbers appear at the top of the pages that come after this introduction. The main page numbers correspond to this book's table of contents. The ones in parenthesis correspond to the page numbers of the Ptolus print book. They are there so you can properly check the side-panel cross-references of important words that you'll find boldfaced throughout this book. These cross-references tell you where to find more information about a given term, character, or place. They direct you to either a page number in this book, a chapter in another book, or a page number and title code of another installment of the PT series. We reference the page numbers from the print book so that, whatever edition of Ptolus you have, you can discuss page references with friends and not risk any confusion. Look for a rundown of all PT title codes in this book's Table of Contents.

Welcome to *Districts of the City, Vol. 1*. Along with its companion volume, this book lays out the City of Ptolus before you in detail. The material in this book corresponds directly to Chapters 7–11 in *Ptolus: Monte Cook's City by the Spire*.

This is one in a series of nine Ptolus PDF releases from Malhavoc Press. When used together, they comprise the entirety of the Ptolus print book. Each one is also usable on its own for city-based fantasy d20 roleplaying campaigns.

WHERE DO I START?

If you've purchased this book as a general sourcebook and you're not sure what *Ptolus* is, check out the sidebar on the next page for a primer on the product and the city it details. If on the other hand you're starting to plan your own Ptolus Campaign, here are a few guidelines on how to get started.

Whether you are a player or a DM, start by reading *A Player's Guide to Ptolus*. That book—free to download as a PDF at www.ptolus.com—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. DMs should **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 Ptolus. If you want it to be your campaign setting, start reading PT2, *The World of Praemal* and **learn all the basics of the world**.

If Ptolus is destined to become a city in your existing world, jump straight to this *Districts of the City* PDF (and volume 2 as well) and read about the various parts of town.

If you only want to **mine the setting for ideas**, flip through the various PDF releases that interest you 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.

Ready-made adventures for characters of level 1 to 4 are available in PT8, *Adventures*. For those of you who need adventures beyond those offered there, check out the ninety-six-page *Night of Dissolution* Ptolus adventure. It provides an exciting Ptolus-based adventure for 4th- to 9th-level characters.

If you want to read every last bit of information available on the city, look for two Ptolus-related products previously released by Malhavoc Press: *The Banewarrens* and *Chaositech*.

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.

YOUR CITY GUIDE

This book offers chapters on the first four of the city's eleven districts. But first, the City by the Spire overview chapter provides information that applies to every district or to the city as a whole. Here, you'll find information about Ptolus' climate, layout, economy, and much more. This overview also details the Commissar and City Council, the City Watch, and other official institutions.

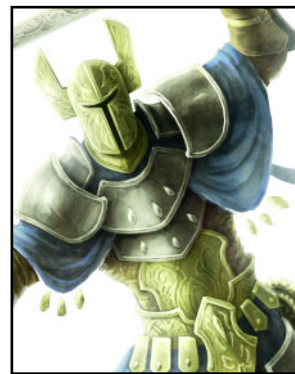
Following the overview, you will find details on these individual districts: the seamy Docks, the bustling Guildsman District, the adventurers' favorite Midtown, and the deadly Necropolis.

Note: Players should not read the district chapters. The information in them 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, they won't want to let the PCs learn the details of the dungeons that lie below the Dark Reliquary.

Throughout *Districts of the City*, Vol. 1, 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 the Appendix. Open content is not otherwise marked in the text of this book.

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

Thanks for trying the Ptolus Campaign!

ACKNOWLEDGMENTS

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

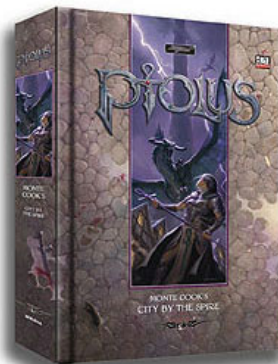
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WHAT IS PTOLUS?

If you were to imagine the most deluxe roleplaying game product ever, what would be in it? More than 600 pages of fantasy source and adventure material from one of the industry's greatest designers? Check. Glorious full-color art? Check. Double-sided poster map? Player handouts? A CD-Rom packed with bonus material? Check, check, and check.

As a book, Ptolus is many things all at once. It is . . .

- The ultimate fantasy campaign in which adventurers plumb the depths of a gigantic underground labyrinth filled with treasure, monsters, and traps—or try to make names for themselves in a city filled with intrigues, politics, and mystery.
- The very first and longest-running 3rd Edition campaign, run by one of the game's designers for industry celebs including two editors of *Dragon*® magazine, two editors of *Dungeon*®, three Wizards of the Coast roleplaying designers and three editors, and even the former D&D business manager.
- A detailed city setting crammed with characters, locations, and enough adventures to take characters from 1st to 20th level.
- A work of unsurpassed usability, featuring extensive indexing and cross-referencing throughout, designed and tested by the author of the *Dungeon Master's Guide* and the "Dungeoncraft" column in *Dungeon* to make play even easier and more fun.
- The most deluxe RPG package ever designed; the 672-page print book includes more than 130 pages of color artwork and maps, three bound-in fabric bookmarks, four tear-out card-stock bookmarks, two dozen handouts, and a CD-ROM containing 700 pages of additional bonus products, Ptolus adventures, reference documents, and source material.
- For our readers who prefer electronic (PDF) versions of roleplaying products, we've made the entire book available as a series of PDFs: the PT series (see page 3). When you buy all nine PDFs, you have the same print items available in the physical *Ptolus* book.



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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

Fortress of angels: See Pale Tower, PT5: page 329



Ancient evil: See the Galchutt, PT2: page 60

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.

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.

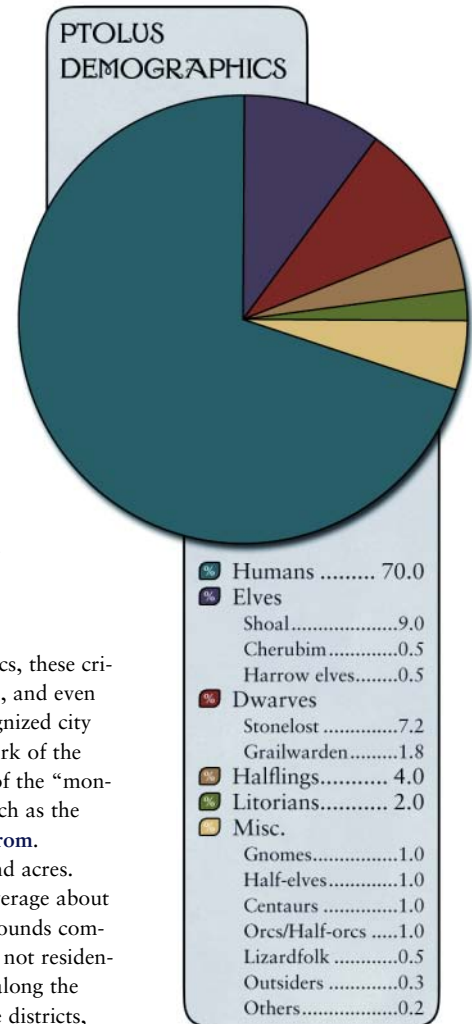
These population figures count only individuals living above ground who are recognized in the city more or less legally. No dark elves figure into the population, as their very presence in the city is illegal. No *skulks* figure into the population breakdown, as they dwell underground; a band of goblins 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, PT6: page 630

Nluguran, PT7: page 456

Dreta Phantas, PT7: page 457

Kaled Del, PT7: page 448

Brotherhood of Redemption, PT3: page 107

Urlenius, PT5: page 387

Uraq, PT2: page 44

Inverted Pyramid, PT3: 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 this chapter, 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. This chapter 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 this chapter, 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 this chapter, 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 this chapter 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 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 this chapter 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 this chapter 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 this chapter 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 this chapter, 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 this chapter 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.

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 Khattru (House Khattru, 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 Autumsong (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 "Midtown" chapter.

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 PT3: Organizations for more information on these groups, which include those shown in the table below.

GOVERNMENT

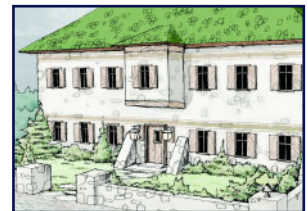
As part of the Empire of Tarsis, Ptolus has a Commissar who acts as a regional governor: an administrator who manages the city "in the Emperor's stead." Of course, the fact of the Empire's slow disintegration continues to threaten the position of the Commissar, particularly out on the very edge of the 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



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 1A, 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 the "On Being a Resident" chapter of PT6.

The Twelve Commanders

The current roster of the Twelve Commanders is as follows:

Aoska, half-celestial fighter from the Pale Tower (PT3, page 129).

Ashby Gerard, retired City Watch captain.

Beck Von Tibbitz, Keepers of the Veil leader (PT3, page 120).

Dierna Hillerchaun, head of the Knights of the Pale (PT3, page 125).

Dorant Khatru, head of House Khatru (PT3, page 93).

Geffrey Barton, a renowned war hero.

Kabel Dathimol of the Order of the Dawn (PT2, page 67).

Boren Darsal, well-known warrior and weaponsmith.

Lothao Valinth, elf proxy of Doraedian Mythlord (page 207).

Ogden Reinhard, well-known fighter.

Rechel Pattermon of the Viridian Lords (PT3, page 141).

Yorid Glitterfist, representative of the Kaled Del dwarves.

Dalenguard, PT5: page 320



Kirian Ylestos, PT5: page 294

Mother Superior, PT3: page 136

Sorum Dandubal, PT3: page 109

reputation as the general who won the Gnoll War in 696 1A. 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)

Fighter8 **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 the Cosmology and Religion chapter of PT2, 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 1A, 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” in PT2 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 Old-town, 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 1A. 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, PT2: page 66*

*Dragon pistol, PT6: 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, PT5: page 292

Dragon rifle, PT6: 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 (PT2: 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 (PT5: 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, PT6: page 560

Investigating crimes, PT6: page 553



Attack +18 melee (1d8+7, 17–20/x2, longsword), or +16 ranged (1d10, double pistol)
Full Attack +18/+13/+8 melee (1d8+7, 17–20/x2, 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 alley-

ways. 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, short-spear), 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 (short-spear).

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)

Fighter **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:

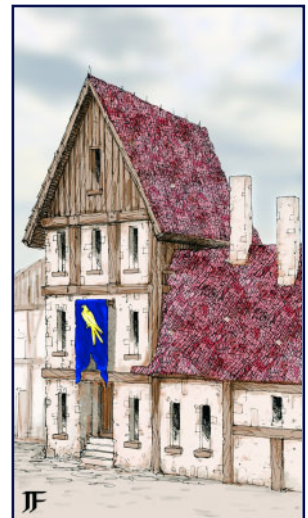


Life at the Watchhouse

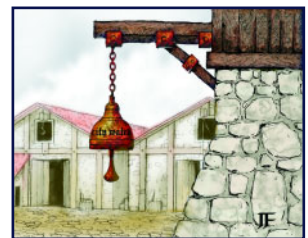
Guards on duty at a Watchhouse are billeted at the house as well. Most work in shifts four days long, followed by two days off (during which time they live elsewhere).

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, PT6: page 560



An attack on Ptolus just might come to pass—see *The Night of Dissolution* adventure for an update on the eastern barbarians' recent activities.

For details on reporting crimes to the Sisterhood and/or the City Watch, see PT6: page 552.

For more on crime and punishment, see "The Process of Law" section of PT6 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.

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 Khattru 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.

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, PT3: 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, PT3: page 107

Naltegro Suun, PT3: page 130

Dalenguard, PT5: page 320

Inverted Pyramid, PT3: page 115



A Goldshield badge

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.

Dalenguard, PT5: page 320

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.

The Dungeon, PT7: page 414

For more on the risk of fire in Ptolus, see the "Handling Dangerous Events" section on page 586 in the Urban Campaigns chapter of PT6.

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).*

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.

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.

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.

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: .

In most districts, members of the Fire Brigade usually respond to an alarm within thirty min-

utes. 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 metal-smiths. 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 PT3: 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 the On Being a Resident chapter of PT6.

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 PT5, South Market chapter) 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, PT3: page 115
Dreaming Apothecary,
PT3: 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, PT5: 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 1A 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 sophistica-

tion. 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 in PT5 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 the Crime and the Law chapter (PT6: page 558) for more information on taxes.



Watchhouse, page 151

Imperial Identification Papers, PT6: 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).

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.

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.

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.



The Street of a Million Gods (PT5: 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 (PT5: page 390).

*Dalenguard, PT5: page 320
Goth Gulgamel, PT9: page 486
Jabel Shammar, PT9: page 501*



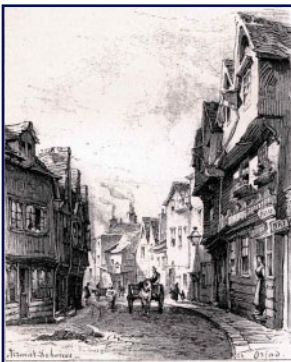
The Spire

Ghul, PT2: page 81

A few people have noticed that over the last couple years with growing intensity, strange lights occasionally appear from within Goth Gulgamel.

Charad Titans, PT2: page 77

*Lighthouse, page 172
Dockmaster, page 172*



Men who volunteered to be polymorphed trolls back in 712 still guard the King's River Bridge at the Commissar's behest; see PT2: page 86.

Broadsheets, page 166

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.

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.

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.

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.

KING'S RIVER GORGE

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 PT6: DM's Companion 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 in PT6 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.

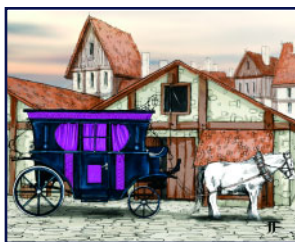
*House Abanar, PT3: page 88
Wyvern mounts: see Daersidian Ringsire and Thorntail, page 226*

Shadow sendings, page 164

For more details on the climate of Ptolus, see the city's average weather table in PT6 (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 in PT2: *The World of Praemal*.

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, 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



JF

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, PT3: page 94

Administration Building,
PT5: page 314



House Vladaam, PT3: 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,
PT5: page 317

Local guilds, PT3: page 114

Inverted Pyramid, PT3: page 115

You can find an issue of *The Midtown Partisan* among the sheets at the back of this book.

House Rau, PT3: 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 Guildler: 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 Guildler* 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 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



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 rest of the chapters here 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 this book as well as Vol 2 of *Districts of the City* (PT5).

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.

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.

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



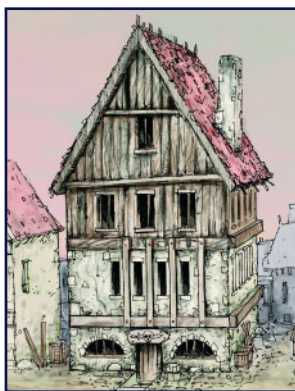
Members of the Inverted Pyramid may purchase thoughtstones without need of a formal invitation.

Random street encounter, PT6: page 585

Owners of thoughtstones include the following Ptolus residents:
Aliaster Vladaam (PT3: page 98)
Aoska (PT3: page 129)
Barit Calomar (PT5: page 385)
Daersidian Ringsire (page 226)
Dierna Hillerchaun (PT3: page 125)
Doraedian Mythlord (page 208)
Dorant Khattru (PT3: page 93)
Gattara Vladaam (PT3: page 98)
Hayman Knapp (PT3: page 128)
Commissar Igor Urnst (page 149)
The Iron Mage (PT5: page 340)
Kaira Swanwing (PT3: page 125)
Kevris Killraven (PT3: page 121)
Kirian Ylestos (PT5: page 294)
Kirstol Dallimothan (PT3: page 89)
Maeda Von Rustal (PT5: page 396)
Malkeen Balacazar (PT3: page 102)
Melior Kalen (PT5: page 385)
Moynath Autumnson (PT5: page 288)
Myraeth Tuneweaver (page 213)
Nivae Tamelli (PT3: page 123)
Lady Rill (PT5: page 286)
Renn Sadar (PT3: page 95)
Rehoboth Ylestos (PT5: page 293)
Sobac Redwand (page 225)
Steron Vsool (PT5: page 386)
Twin Lords Keper (PT3: page 140)
Lord Zavere (PT5: page 286)

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 *Ptolus* page 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 in PT6.

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.

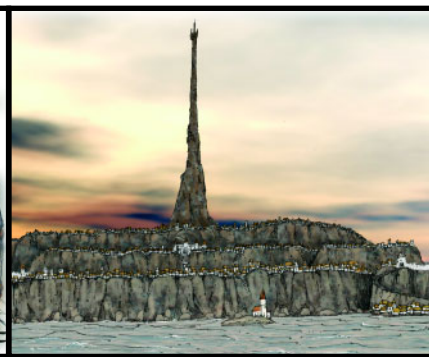
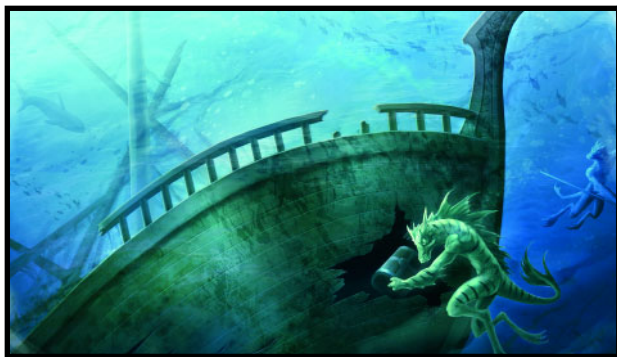
For a reference to the important NPCs in this book, see the NPCs Glossary in PT6.





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 1A, 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.

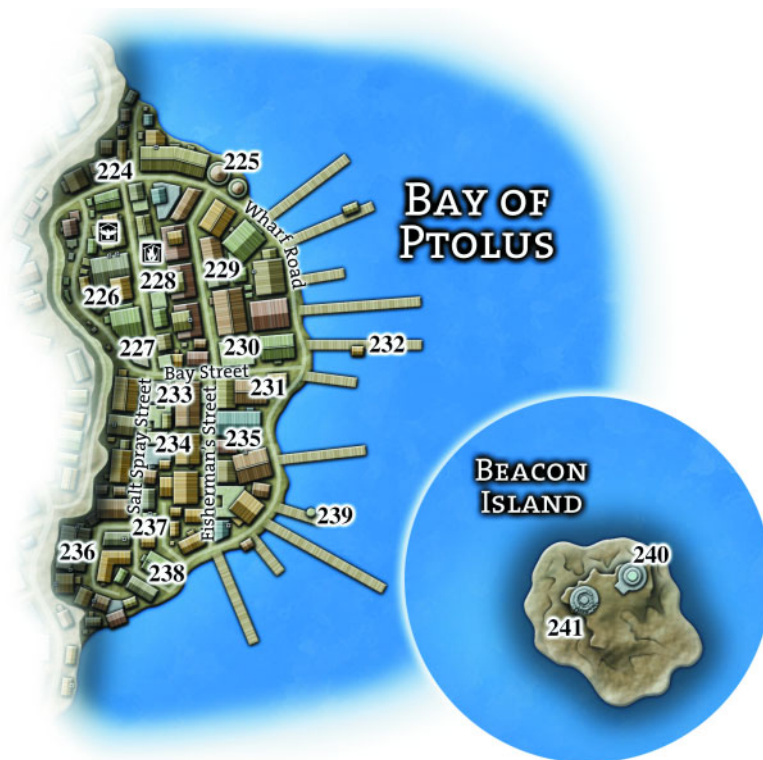
In general, the people of the Docks are a rough bunch. They work hard, and they play hard. The Docks has more than its share of taverns, not to mention brothels and gambling dens. Because the movement of goods into and out of the city is so important, however, the Watchhouse here is well staffed, and 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.

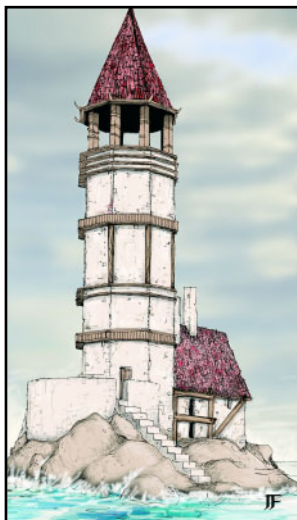
Inverted Pyramid, PT3: page 115

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) | 233. Savage Shark (page 175) |
| 225. Dockmaster's Tower (page 172) | 234. Esser's (page 176) |
| 226. Hammer and Nail (page 176) | 235. Silken Sail (page 176) |
| 227. The Sailor's Rest (page 175) | 236. Ennin Headquarters (page 176) |
| 228. Zel's Creatures (page 176) | 237. Abbara's Bakery (page 176) |
| 229. Larel's Implements (page 174) | 238. Shrine of Dreams (page 176) |
| 230. Shipwrights' Guild (page 176) | 239. Sard's Boats (page 175) |
| 231. Nevir's Nets (page 176) | 240. Lighthouse (page 172) |
| 232. Pier Five (page 174) | 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.

Savage Shark, page 175

Iron Mage, PT5: page 340

*What's in the shipment?
See PT7: page 454.*

*Commissar's Guns, page 148
Dalenguard, PT5: page 320*

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, Narlisa 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, Narlisa 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.

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?

"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.

"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

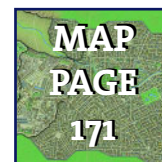


SAHUAGIN IN PTOLUS

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 (PT7, 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 (PT3, 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.



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).

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 Dock-



master 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)



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 PT3: Organizations (page 130) and "Slave Market" in the Undercity chapter of PT7 (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, PT5: 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 keel-

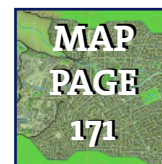
boat. Renting a rowboat from him requires a refundable deposit of 20 gp, plus a fee of 1 gp for twenty-four hours. The keelboat calls for a deposit of 500 gp, with a fee of 20 gp for twenty-four hours (minimum cost 50 gp). Renters have to prove some degree of seamanship to take the keelboat, otherwise 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.



Aethel, PT2: page 45

For Ronam Tumblefoot, use
stats for a typical Longfingers
Guild thief; see PT3:
Organizations, page 128).



Charad Titans, PT2: page 27

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).

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

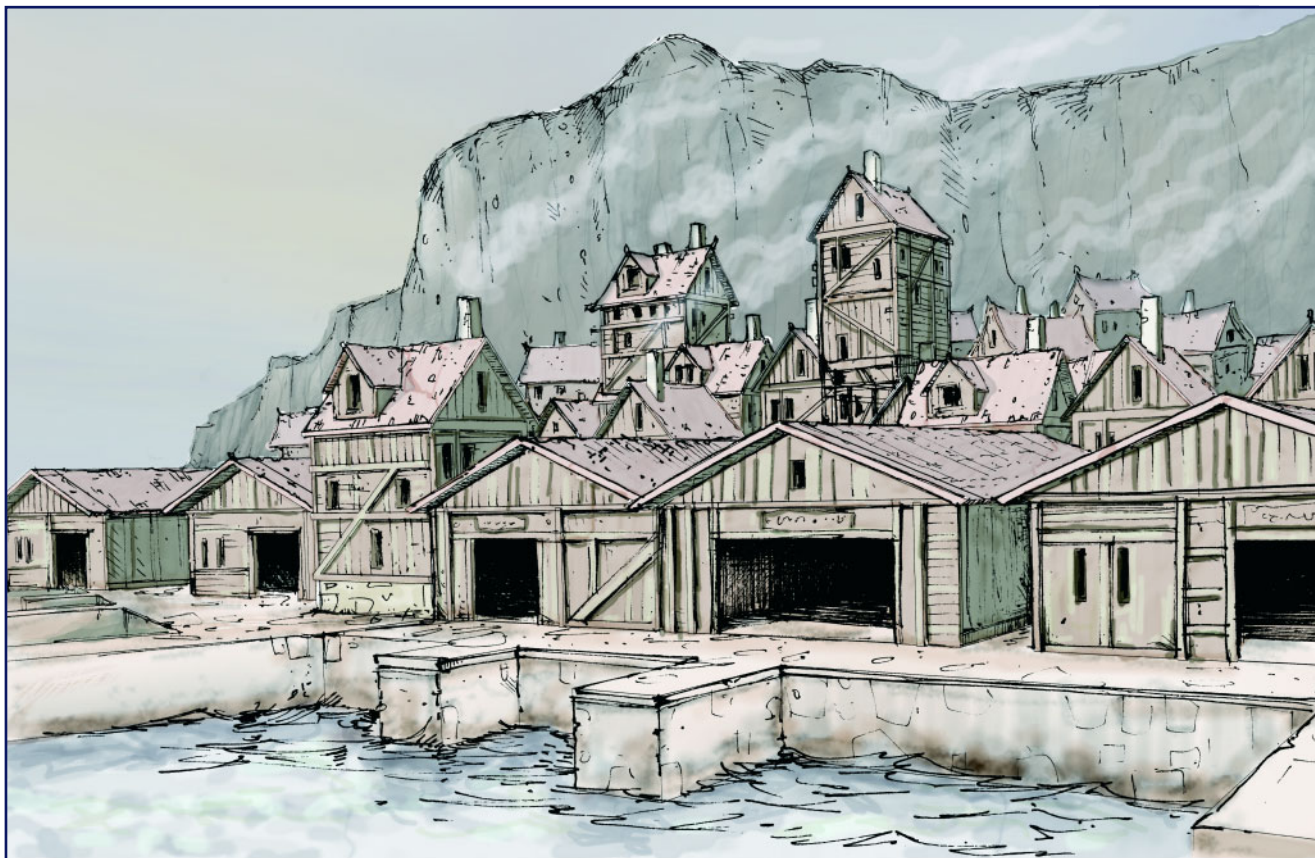
Deep in the worst part of the Docks hides a human man named Norris Felder. He’s a tall, heavy-set fellow with a salt-and-pepper beard, greying hair, and dark brown eyes. Norris commanded a merchant ship called *Blue Wind* as recently as three weeks ago. When *Blue Wind*,

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.

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.

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 Farrowson (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)

Expert 8 **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 +3,
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, PT6: page 560
Sting pistol, PT6: page 561*

Cherubim elves, PT2: 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 (PT7, page 428). Both the Ennin and the Balacazar family have placed a bounty of 5,000 gp on Wynthaes' head. See PT3: Organizations (pages 100 and 130) for more about those groups.



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.



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 to 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).

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.



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, copper-smiths, 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)



MAP KEY

- 285. Guildhouse of Iron (page 186)
- 286. Glassblowers' Guild (page 193)
- 287. Ullar's Sons' Tannery (page 193)
- 288. Slaughterhouse (page 193)
- 289. Stockyards (page 191)
- 290. Nalaster's Mill (page 193)
- 291. Weaponsmiths' Guildhall
- 292. Towart's (page 193)
- 293. Skull and Sword (page 190)
- 294. Grand Guildhall (page 186)
- 295. Tal Ingersol (page 193)
- 296. Star Jewelers (page 191)
- 297. Gunlar's Forge (page 193)
- 298. Woodworkers' Guild (page 193)
- 299. Longdraught Brewery (page 188)
- 300. Textile Workers' Guildhall (page 193)
- 301. Hungry Halfling (page 193)
- 302. Darkbirth Madhouse (page 184)
- 303. Herbalists' Guild (page 187)
- 304. Tabby's Den (page 192)
- 305. Foundry (page 185)
- 306. St. Daris' Church (page 193)
- 307. Drapers' Guildhall (page 193)
- 308. Monastery of Redemption (page 193)
- 309. Masons' Guildhall (page 188)
- 310. Midden Heaps (page 188)
- 311. Tinsmiths' Guild (page 193)
- 312. Warredin's Mill (page 193)

Killraven Crime League,
PT3: page 121
House Abanar, PT3: page 88

nesting cormorants and gulls. Of course, here and there a few still belch smoke, where the lore to keep the boilers and engines working was not completely lost.

The streets are dirty, and many buildings show signs of neglect. Though this district is no slum like the Warrens (see PT5), squatters live in abandoned warehouses and mills, and muggers lurk in alleyways to prey upon workers. Most people who actually live in the district reside in the eastern portion, along the top of the cliffs overlooking the bay. Were it not for the Warrens, this would be known as the most dangerous and impoverished residential section of the city.

RUNNING THE GUILDSMAN DISTRICT

While it's vitally important to the life and well-being of the city, there's little cause for PCs to come to the Guildsman District, at least at first glance. The truth lies within the district's essential irony: that while this is where poor laborers toil for long hours and little pay, it is also where much of the city's real power—and real money—lies. The nobles in their manor homes may hold wealth and influence, but they cannot match the total gold and power wielded by the heads of the largest guilds and the most prominent industrial concerns (a fact of which the mercantile **House Abanar** is well aware). And because the money in the Guildsman District changes hands often, as opposed to sitting in spell-guarded

vaults in the Nobles' Quarter, it draws the attention of crime lords, who wield power and influence of a slightly different kind. **Kevris Killraven's organization**, in particular, is very interested in the Guildsman District and remains quite active in it.

Characters coming into this district should almost feel as though they are entering a different city, or at least one with a much different leadership. While the City Watch patrols here as much as anywhere, it doesn't take too long to realize that just as influential as the Watch are the armed militias controlled by some of the more powerful guilds.

The guildmasters are the respected officials here, shown more deference than anyone who actually works for the Empire. The guilders have long resented the Empire; they tolerate it only because they have to and because it brings stability, which is good for business. The Empire imposes a number of regulations on guilds and commerce, however, which they despise. If trouble arises, guilders often summon their own security forces before they call for the City Watch.

See PT3: Organizations for more on the guilds in the city.

When the player characters come here, do not neglect to mention the smoke hanging in the air like a visible pall, and the smells of the tanneries, the Midden Heaps, the smelted ores, and the cattle yards.

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.



Local Terms

Aelectricity: A near-mystical power generated by the most sophisticated of steam engines and sometimes stored in alchemical batteries.

Gilder: 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.

Typical Workshops

1 square = 5 feet

Smithy



Rope Maker



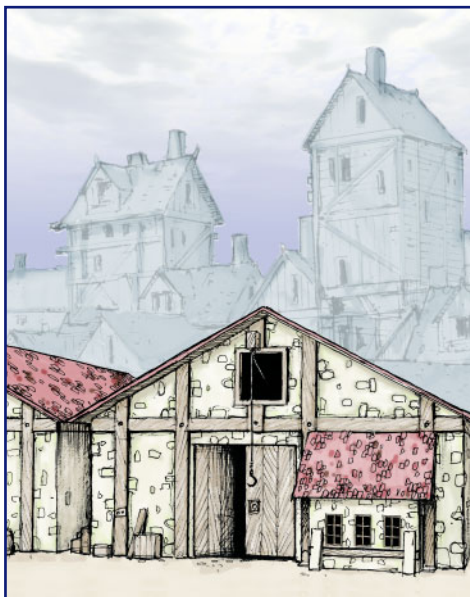
Wainwright



Tannery

Vices, PT6: page 556

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.

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,
PT5: page 364
Rhoth, PT2: 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

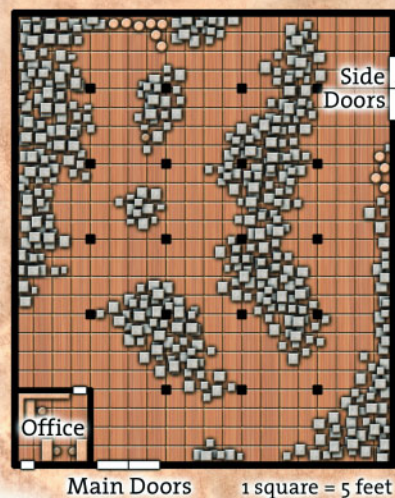
Although none are specifically detailed in this chapter, one of the most common sites in the Guildsman District is a warehouse, granary, or other storehouse.

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.

Typical Warehouse



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

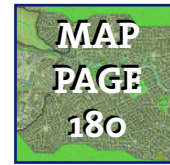
“Drilling for Godsblood.” The **Shuul** use the Foundry as a cover for secret activities. Beneath it, they are using a sophisticated deep drill and pipe system to plumb the depths below Ptolus

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**).

“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.

“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.)



*The Shuul, PT3: page 131
Galchutt, PT2: page 60*

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.

*Darkbirth Madhouse, page 184
The Prison, PT7: page 436
The Banewarrens, PT7: page 419
Sokalahn, PT7: page 461*

Before Derrin Darkbirth, the insane were often put in the Prison. Some were simply put to death.

*Mahdoth's Asylum,
PT5: page 361*

*Conciliators, PT2: page 68
House Sadar, PT3: page 94
House Vladaam, PT3: page 96*

In 672 1A, 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 (PT7: page 436) far below the Guildsman District, but this is known to absolutely no one alive today.

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

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.

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.

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.



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

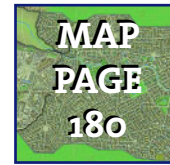
📍 Smith Street (#305, J8); see map, page 186
 🏠 25,000 gp (double that if the Steam Foundry is included)

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 (PT3: page 133).

For rumors of secret activities beneath the Foundry, see page 183.

*The Shuul, PT3: page 131
 The Iron God, PT2: page 69*

High Priestess of Teun, PT5: page 396

Savane, PT3: 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).

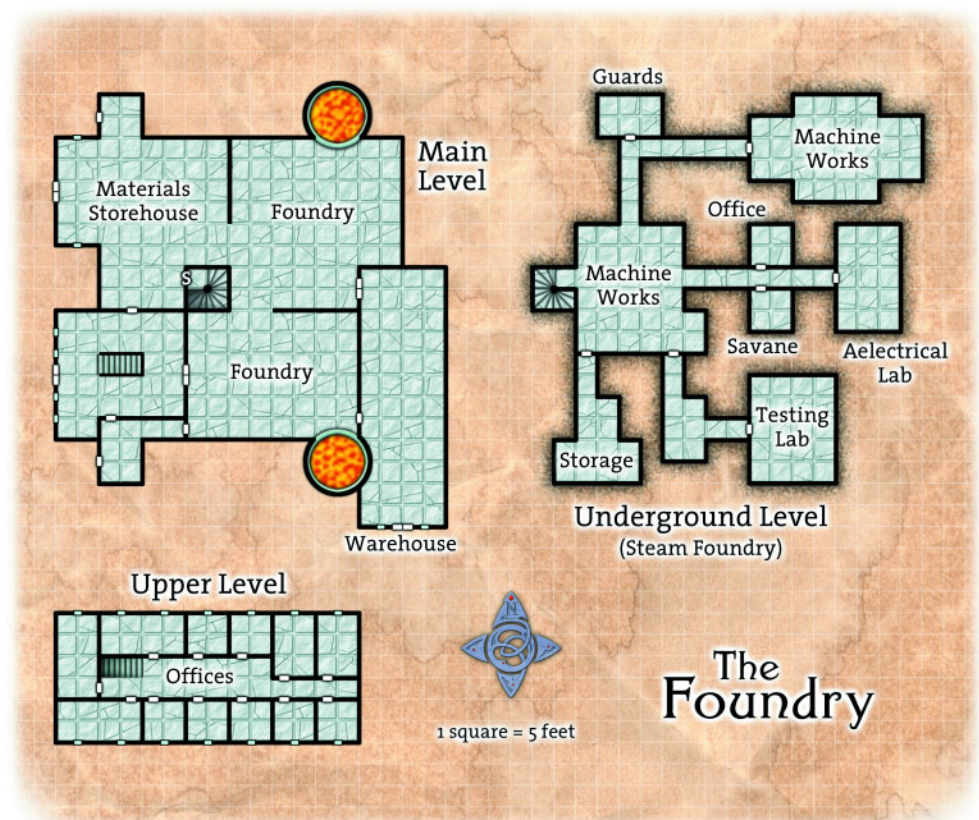
The Ironworkers' Guild is one of the most powerful guilds in the city (DC 12).

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 **I** **II** 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 to 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 **I** **II** 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 guildier 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;

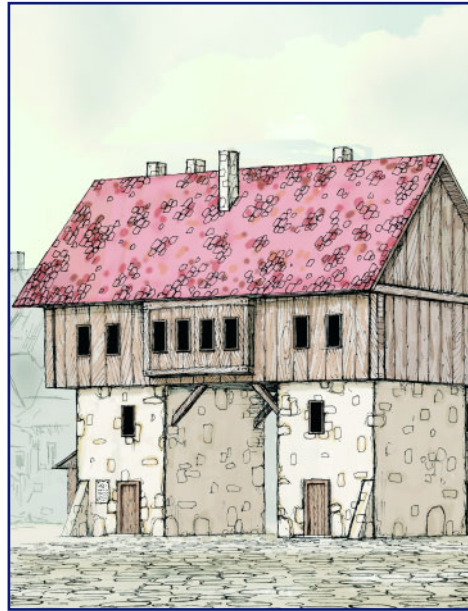
beneath them lies a well-guarded vault with the guild's funds. She keeps a small force of heavies and thugs (male human or half-orc, warrior4 or warrior5) on hand in case of trouble. Veda knows about *Spyncer Coil* and the *Swords of Ptolus*. She even knows Spyncer's current whereabouts, and she is the 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 Deline 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.

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 (PT5, 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.

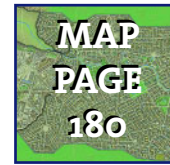
Overwhelming divination; CL 21st

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 *Xelambra*s 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, PT5: page 411
Swords of Ptolus, see below

This is a typical small guildhall of the sort found throughout the district.

Healers of the Sacred Heat, PT5: page 373



Spyncer Coil, creator of the *Swords of Ptolus*, is now hopelessly mad and in hiding with the Pale Dogs (PT5: 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, PT3: page 128

Rumor has it that the Masons' Guild is poised to go to war with the powerful Ironworkers' Guild (see page 183).

Balacazars, PT3: 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, scourgings, 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.

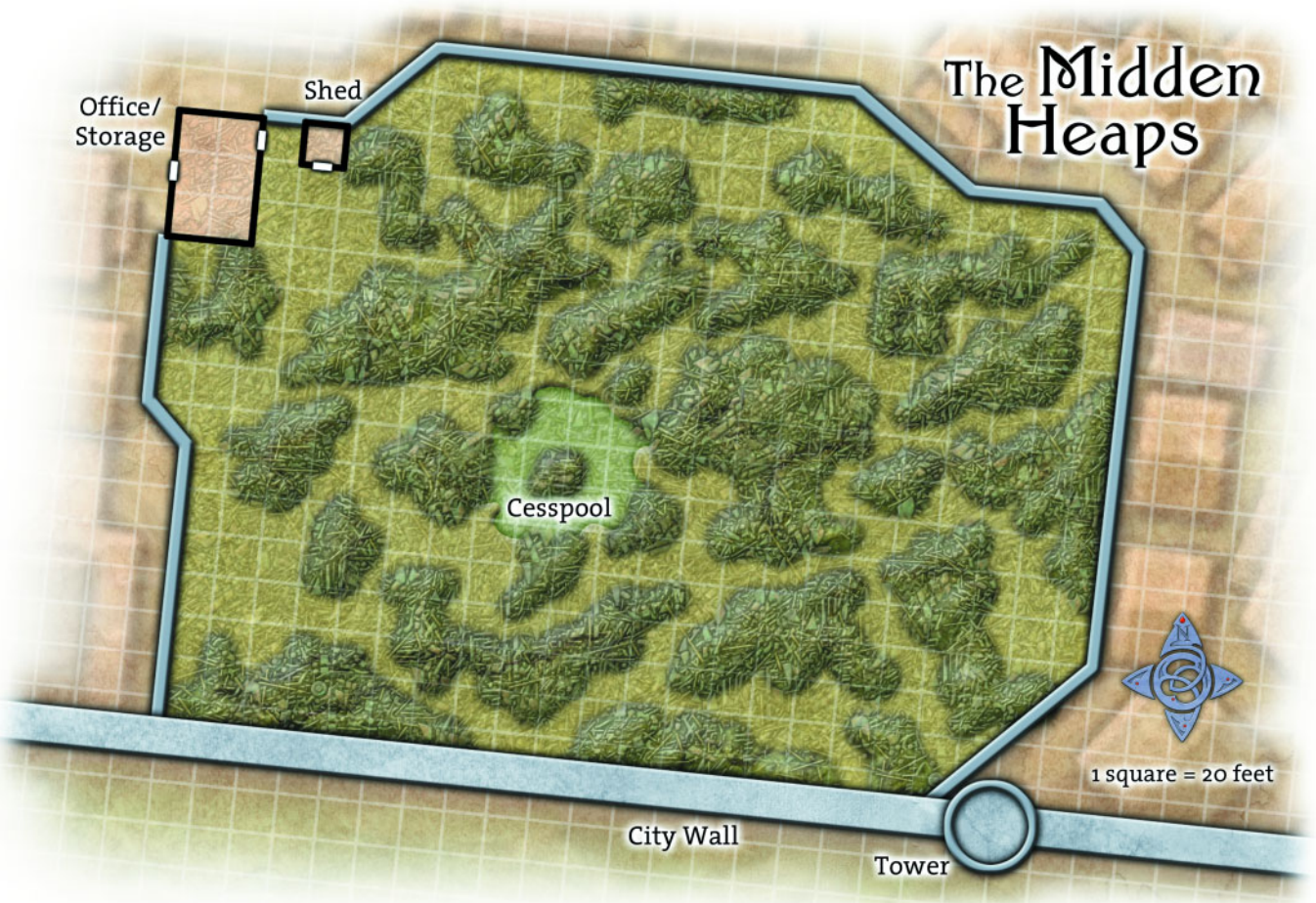
Their creator is a ratman mutant born with the ability to create these scrap golems once per day, but they last for only about thirty minutes. The city is offering a 2,000 gp reward to anyone who will put a stop to the golem attacks, but Ularis Gadare ([Kevris Killraven's lieutenant](#) in the Guildsman District) is quietly promising 5,000 gp to anyone who can bring him the creator of the golems alive.



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, PT7: page 439

Killraven's lieutenants, PT3: 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.



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, PT6: page 557

Madame Kaethea's House, PT5: page 408

THE SKULL AND SWORD

📍 Iron Street (#293, 17) ★ 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.

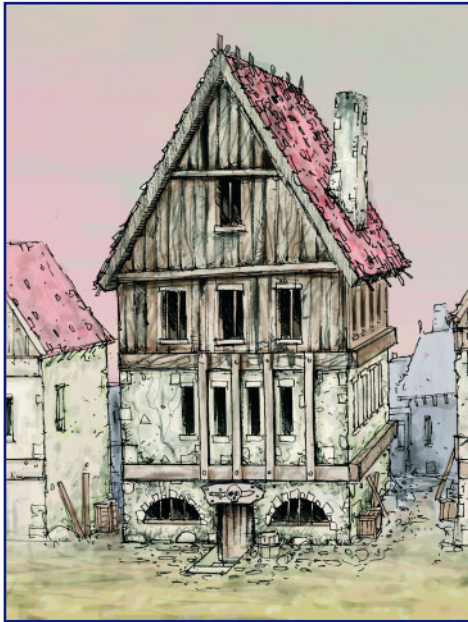
Encounter: Even characters being careful and quiet can find themselves suddenly facing a brawl with 1d6 or so 6th-level warriors. The thugs may or may not be armed, and may or may not be drunk (drunkards suffer a -1 penalty on all die rolls). If armed and not drunk, the thugs may pick a fight just to 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.



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-



Futuresight spell, PT6: page 641

Sisters of Silence, PT3: 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, PT7: page 448



Helmut Iltstein, PT5: page 389



The Plagueborn, PT2: page 73

Mand Scheben, PT5: page 378

Asche, PT2: 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 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

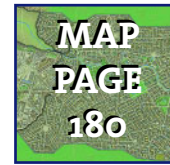
Although it's not a complete listing by any means, DMs can use the table below to insert a variety of additional locations as needed into their Ptolus Campaigns when using the Guildsman District.

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, PT3: page 137

Stockyards, page 191

Kevris Killraven, PT3: 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 PT7, page 421 for more details.
Nalaster's Mill	🔨	Weaponsmith Row (#290, H9)	Zed Harrock (male human expert2/warrior2)	5	Lumber mill
St. Daris' Church	🏰	Constable Way (#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 PT3, 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, PT3: 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.

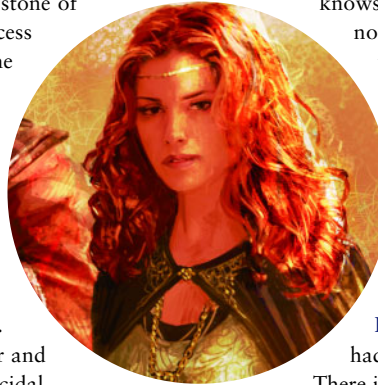
Panic has begun to grip the residents of the Guildsman District as word spreads regarding the

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)

Commoner/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 him-

self 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), *skull-*

ring (+2 turn resistance), *ring of protection*

+2, *wand of color spray* (15 charges), scroll

of *dimension door* and *invisibility*, pocket-

watch, 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.



Spyncer Coil, PT5: page 411

Abesh Runihan and Kagrisos,

PT3: 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

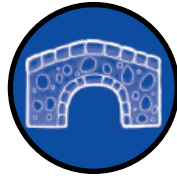
Blast of cold, PT6: page 640

Balacazars, PT3: page 100

Covenant of Blood, PT3: page 101

Void vampire, PT3: 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.



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

Typical Houses

Two-Story House



Ground Floor



Second Floor

Single-Story House

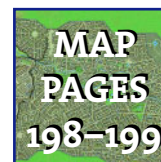


1 square = 5 feet

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 Jelle: 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.

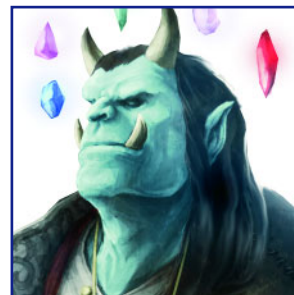
Gaellas Icestar: Gaellas is a courier who does most of her work for **Doraedian Mythlord**, the master of **Iridithil's Home**. Gaellas, a female halfling, has a strong affinity with her “**elven**” **heritage** and enjoys the company of elves even over her own race. She has very long black hair and 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** (PT5, 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**, PT5: page 387

Doraedian Mythlord, page 208
Iridithil's Home, page 207
Halfling-elf shared heritage, PT2: page 50

Kaled Del, PT7: 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 Kagrissos,
PT3: page 112

St. Gustav's Chapel, page 219

Undercity Market, PT7: 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 these 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 *Kagrissos* 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 a separate sheet at the back of this book.

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. *Jurri'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. *Willian'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.

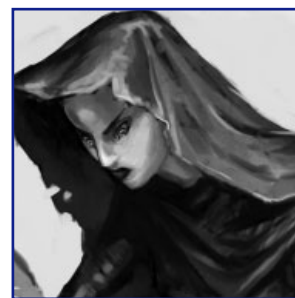
At the heart of Emerald Hill (at the literal top of the hill) lies a walled compound known as **Iridithil's Home**. The compound has a small temple, a number of gardens, and other services, but it primarily offers elves an elaborate inn and restaurant. Here, some of the city's more prominent and influential 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

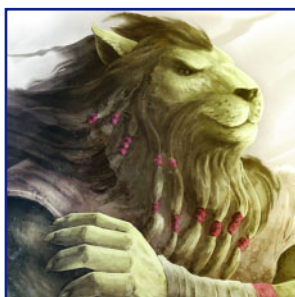
For additional store layout options, see the North Market (PT5: page 309) and South Market (PT5: page 357) districts.

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.

Typical Store



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 painted 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 also appear in various chapters of *The Night of Dissolution* adventure.

THE CLOUD THEATER

Dragon Street (#170, F6); see map, below 630 gp

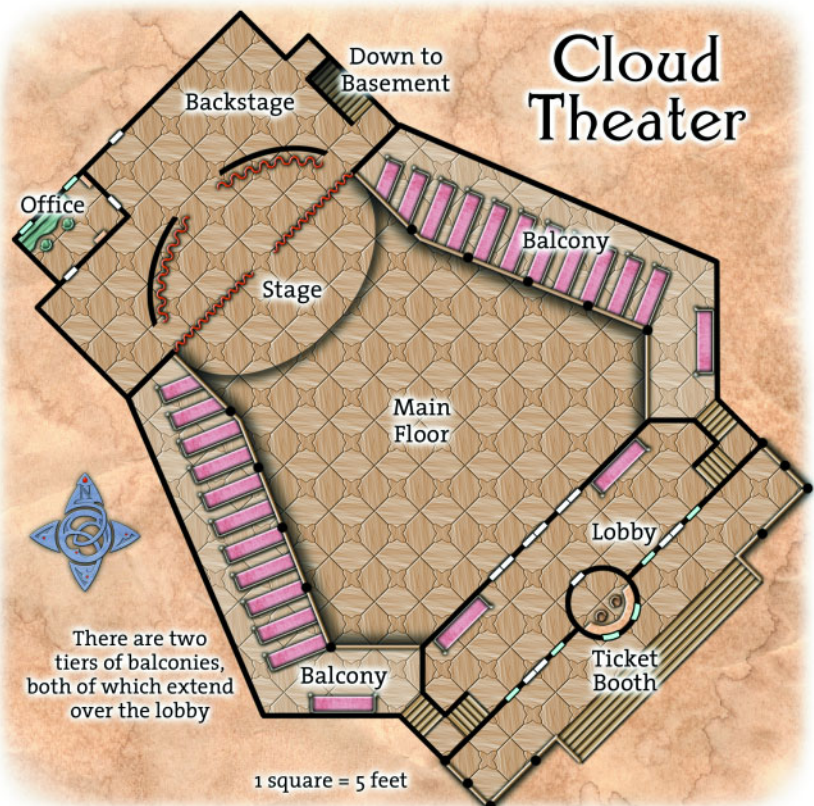
Although most people think of theatre as something in the purview of only the rich, the Cloud Theater offers drama, musicals, and other entertainment for the middle and lower classes. Liss Satorosh (female human commoner4) owns the

MAP
PAGES
198–199



Those in need of adventuring parties can post signs like the one above in Delver's Square.

Tolling Bell cult, PT2: 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, PT2: page 43

Dreaming Apothecary, PT3: page 118

Maystra Balacazar, PT3: page 103

Dullin Balacazar, PT3: page 103

Runebearers, PT2: page 60

Helmut Itlestein, PT5: 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, PT3: page 95

Arkhall Vaugn, PT3: page 104

Gattara Vladaam, PT3: page 98

Inlios Pabovini, PT5: page 358

Zairic Westridon, PT5: page 363

Myraeth Tuneweaver, page 213

Kaira Swanwing, PT3: 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.

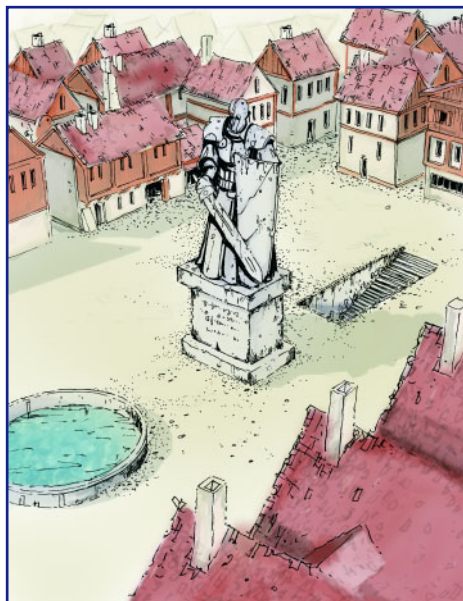
Wand Sheath: This device wraps around the forearm of a humanoid, most likely a spellcaster. The sheath can hold up to six wands and still fit under a normal sleeve. This allows the wearer to draw the wands easily as part of a move action (the same way a skilled fighter can draw a weapon even as he moves). 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.

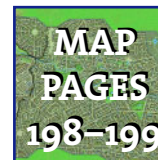
FISH MARKET

☞ Seamist Street (#219, M5) see map, page 199

1 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.



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, PT3: 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.

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).

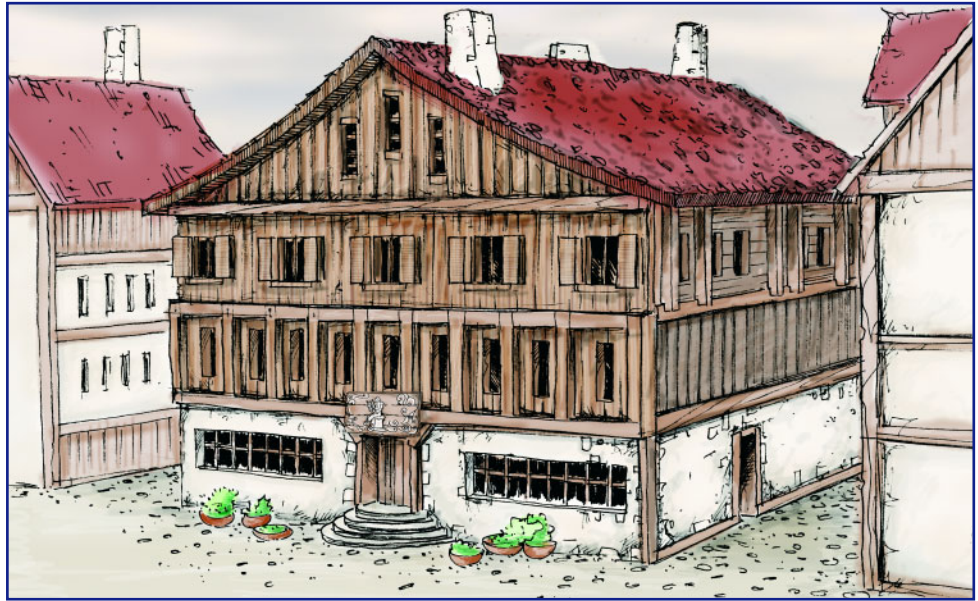
Causing trouble in the Ghostly Minstrel likely would bring down some of the most powerful individuals in Ptolus upon you (DC 17).

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, PT3: page 117
Rastor, page 218
Steron Vsool, PT5: page 386
Urlenius, PT5: page 387
Araki Chipestiro, PT5: page 338
Mand Scheben, PT5: page 378
The Runewardens, PT6: page 577

Keepers of the Veil,
PT3: page 119



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.



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)

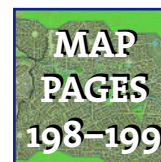
see map, page 198 980 gp

“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.

 Ward Hillman, Proprietor – Delver's Square	
Soups, Stews, & Breads Vegetable Soup.....4 copper pennies Hot potato dumplings, cabbage, onions, carrots, and garlic. Served with sour bread. Game Liver and Peas Soup.....5 copper pennies Creamy Mushroom Soup.....2 copper pennies Breadroll with Sage Fish, Stuffing.....25 copper pennies	Poultry Roast Game with Rustic Sauce.....5 silver shields Served with potatoes and herbs. Game Hen with Biscuits and Stuffed.....2 silver shields Served with carrots and apples.
Fish Fresh Milk-Fried Halibut.....1 silver shield Served with lemon pepper sauce and mashed potatoes. Pickled Herring on a Subroll.....2 silver shields Served with buttered potatoes.	Cold Plates Loaf of bread and cheese.....5 copper pennies Stewed fruit and cheese.....4 copper pennies Cherry-filled honeyed loaf.....2 copper pennies Herring and oatmeal.....5 copper pennies Cold roasted beef and raspberry sauce.....25 copper pennies
Meat Dishes Beef and Vegetable Potatoes.....2 silver shields Stewy porky shanks filled with beef and marinated seasonal vegetables. Roast Mutton Chops.....4 silver shields Lamb chops with creamy tomato-based sauce, served with roasted garlic potatoes. Grilled Pork, Sausage Links.....5 silver shields Spiced, served with onions and peppers.	Desserts Sweet pudding with almonds.....25 copper pennies Slice of Blackberry pie.....7 copper pennies Glazed apple slices.....8 copper pennies Dish of sugar doughnuts.....7 copper pennies

The Goat’s owner and full-time bartender is Larek Brawlen (male human commoner3). He’s been running the place for almost twenty years.



You’ll find a full-size Ghostly Minstrel menu player handout 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.



First Floor



Second Floor

Balcony

The Ghostly Minstrel

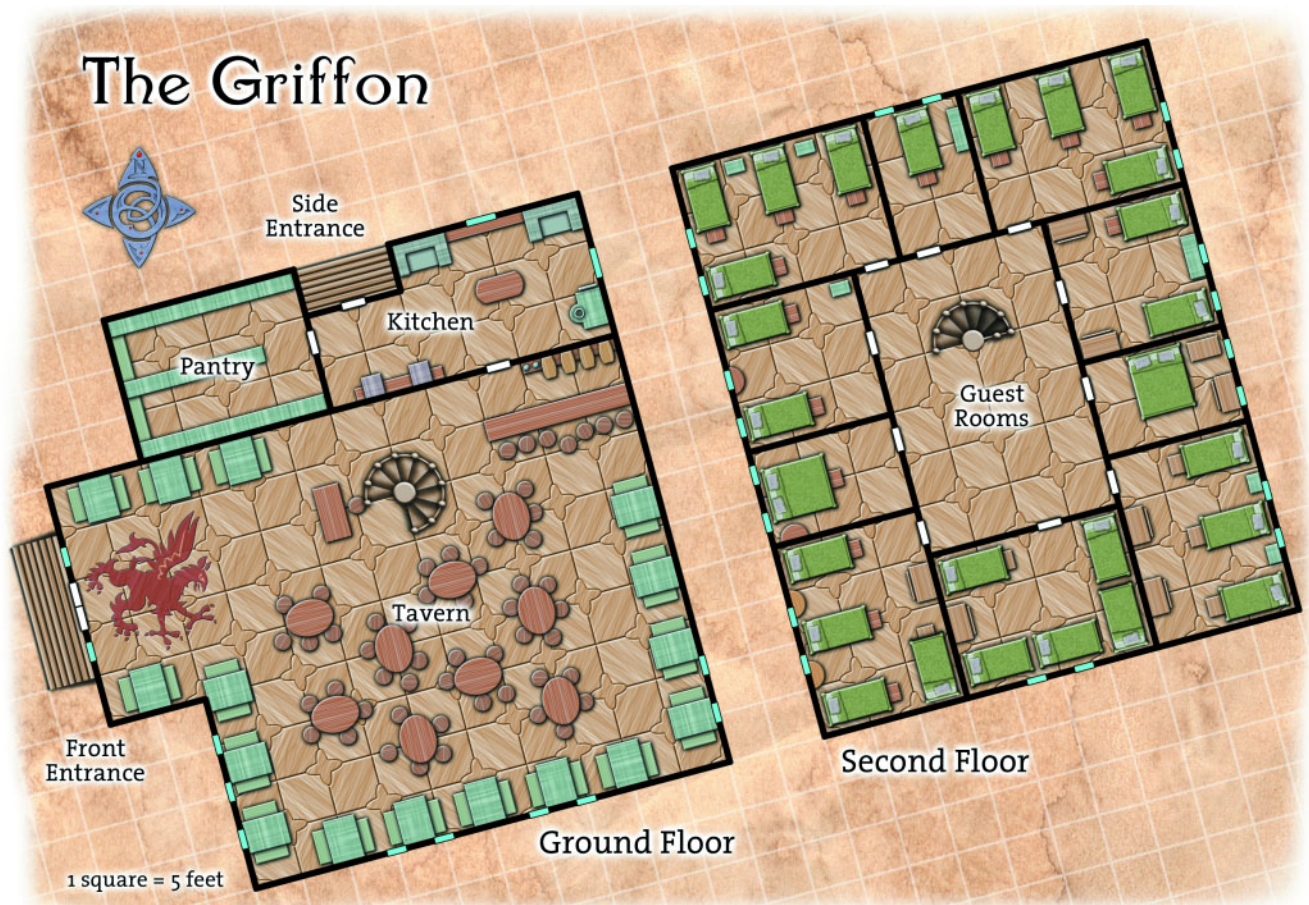


Third Floor

1 square = 5 feet
G = Guestroom
S = Storage



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, PT2: 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 griffin 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.

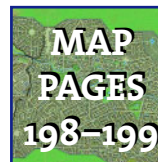
One thing that confuses many people, particularly non-elves, is that there is actually no one here named Iridithil. Iridithil is a legendary Elder Elf known for sheltering the needy and comforting the sick in her forest fortress centuries ago.

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";

**INFO CHECKS**

A successful Knowledge (local) or Gather Information check can reveal a bit about Iridithil's Home and its residents.

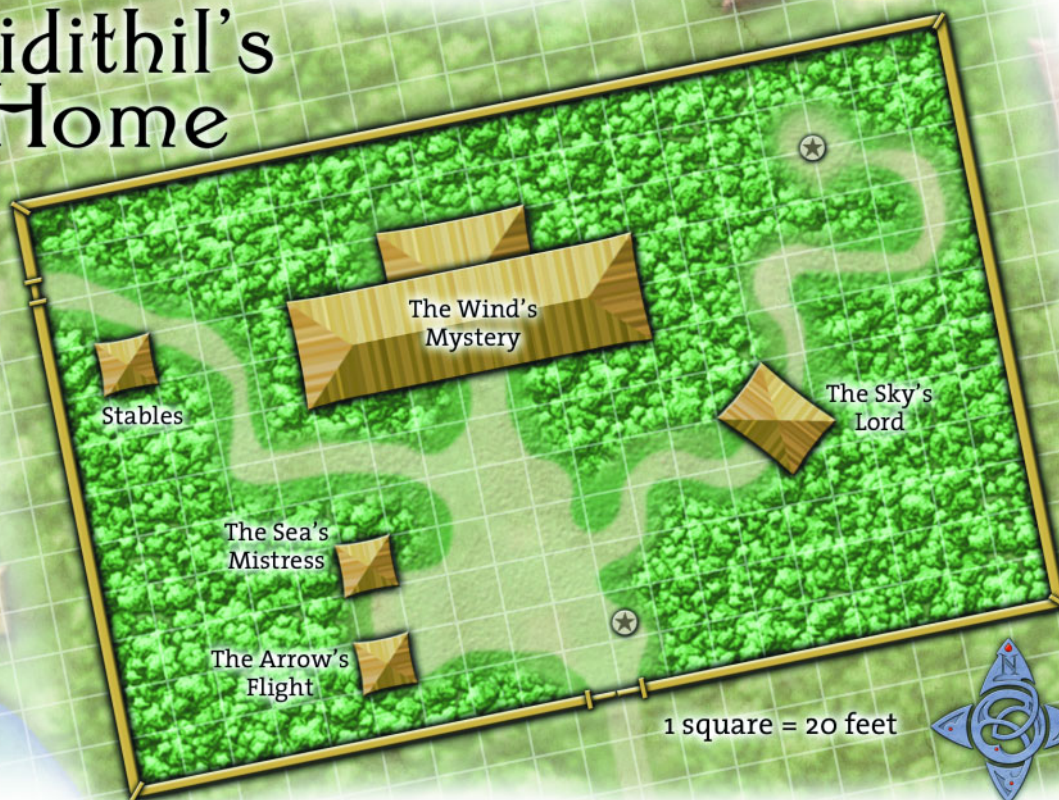
Iridithil's Home is an "elven sanctuary" in Midtown (DC 13).

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*

Iridithil's Home



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 (PT7: 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, PT3: page 108
Navaen family, PT5: page 364

See "New Gods" (page 68) in the Cosmology and Religion chapter of PT2 for a 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)/**ranger**4 **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 (wood-working) +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.

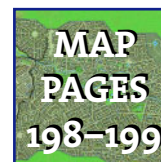
Other Feats: Alertness, Weapon Finesse, Weapon Focus (longbow), Weapon Specialization (longbow).

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 gp.



While Nyphistree's enhance arrow ability is figured into her attack bonuses, her Point Blank Shot bonuses are not.

Laerose Trueflight, PT5: page 364
Ithildin, PT2: page 46

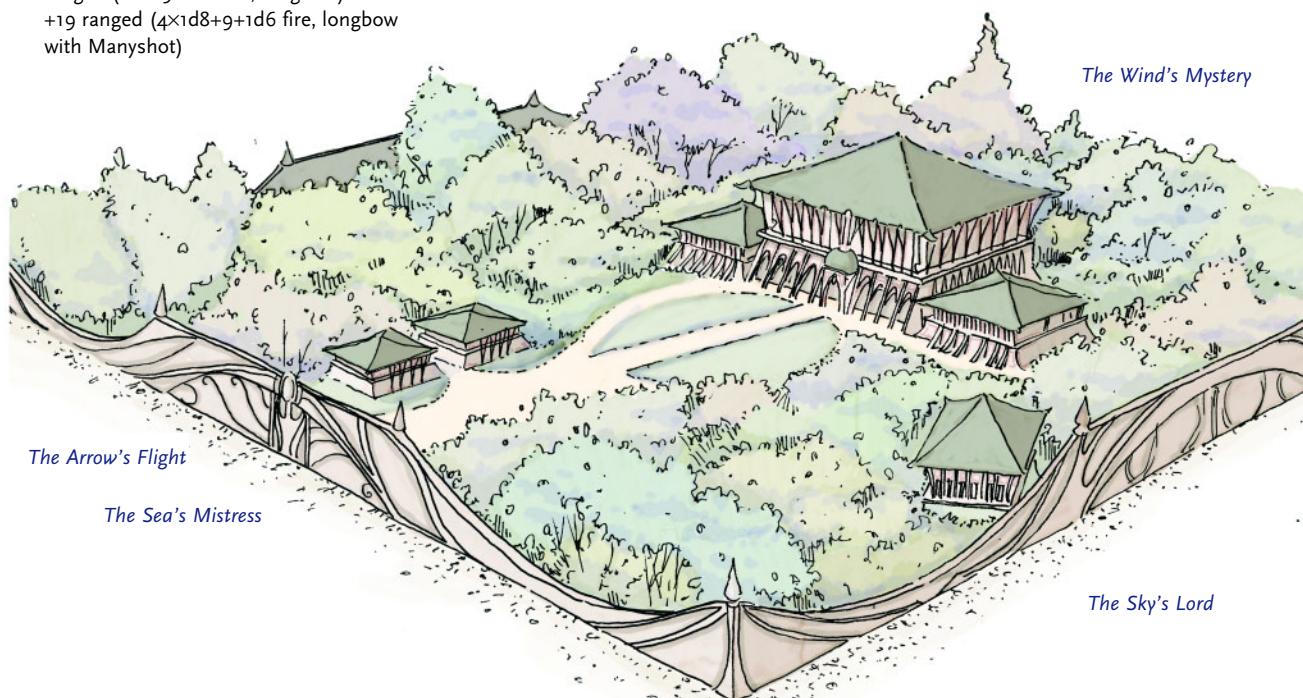
Elvish Brothers!

Looking for a companion to join your explorations?

I am quite capable.

Come to Iridithil's Home and ask for

Laethando Silversong



The Arrow's Flight

The Sea's Mistress

The Wind's Mystery

The Sky's Lord

Narred neighborhood, page 200



For more on Harrow elves,
see PT2: page 52.

Caverns below Ptolus,
PT7: page 447
Zaug, PT6: page 633

Unlike his more powerful friend Kragas, Ladriss 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, Ladriss 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 Ladriss' Fine Foods. Run by an older centaur named Ladriss (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, Ladriss 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 Ladriss' 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. Ladriss 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. Ladriss' 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 (paint-

ing) +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.

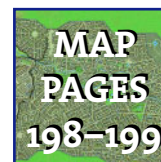
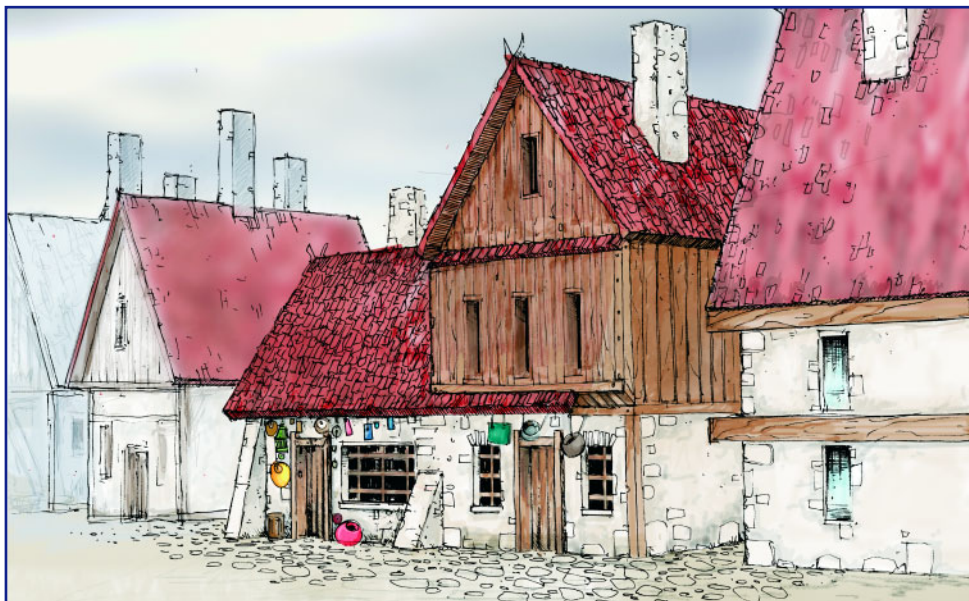
MYRAETH'S ODDITIES

☒ 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





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 PT7) and Midtown, as well as various temples (see PT5), sell potions and/or scrolls without fear of reprisal from the Dreaming Apothecary (PT3: page 118).

Inverted Pyramid, PT3: page 115



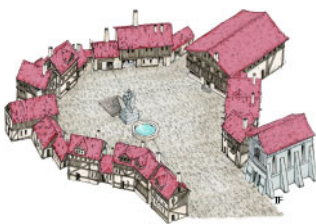


Some adventurers make it a weekly—or even daily—ritual to stop by Myraeth's and see what new items he has in stock, as his inventory changes quite frequently.

Vallis, PT2: 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,
PT3: 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)

Diviner 13

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, PT3: 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, PT6: page 642

Sense spell, PT6: page 644

Thoughtstone, page 166

Fairbriar neighborhood, page 199

Cherubar, PT2: page 41



For more on *nightsong* and other illegal drugs, see "Vices" in PT6: page 556.



Urlenius, PT5: page 387

Dragon pistol, PT6: 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.
○—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/chemical 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.

North Point Restaurant



Jebathio Spiritstar

Male gnome (Small), (Chaotic Evil)

Fighters5/**rogue**3 **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)

Fighter3 **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/x2, light crossbow)**Full Attack** +18/+13/+8 melee (1d4+1, rapier), or +20/+20/+15/+10 ranged (1d6+5+1d6 fire, 17–20/x2, 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),

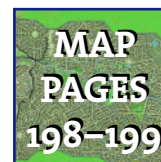
masterwork bolts (12), masterwork small rapier, ring of force shield; potions of cure moderate wounds, enlarge person, and fly; 30 gp.

THE ONYX SPIDERTavern Row (#193, H7)   ★see map, below  10,000 gp

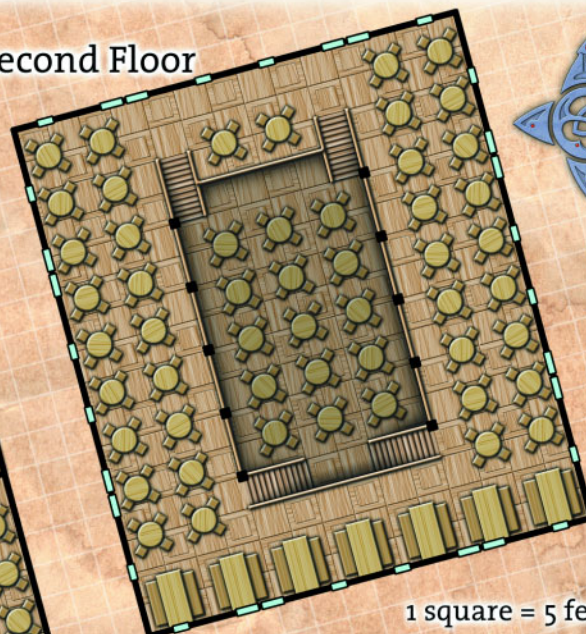
Notorious for its nefarious patrons, the Onyx Spider isn't a "rough" bar—it's a dangerous one. That is to say, it's not likely that a patron will find himself in the middle of a brawl there. But if he says the wrong thing to the wrong person, they'll be pulling his body out of the King's River, the poisoned 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

*Malkeen Balacazar,**PT3: page 102**Na'haras, PT3: 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.

Ground Floor**Second Floor**

1 square = 5 feet

The Onyx Spider

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.

*Imperial Eyes, page 153
Balacazars, PT3: page 100*

Uraq, PT2: page 44



Fate Weavers, PT3: page 112



Aggah-Shan, secret owner of the White House; see PT5: page 334.



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.

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 breast-
plate, +1 heavy shield, potions of cure light
wounds (2), potion of heroism, 50 feet of
rope, grappling hook, 13 gp.

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)
Fighters/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 dag-
gers (2), potion of invisibility, elixir of sneaking,
50 feet of elven 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.

I. 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. Hagglng 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

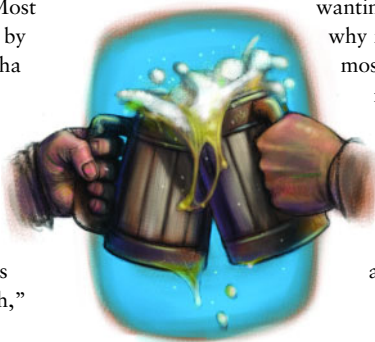
wizard on hallucinogenic drugs can become a danger to the entire city, and highly addictive and/or deadly substances do not serve the common good. And then, of course, there is the subject of taxes. Since alcohol is heavily taxed, some criminals attempt to smuggle it into the city and sell it to disreputable taverns for a larger profit. This is referred to as “thieves’ kick.”

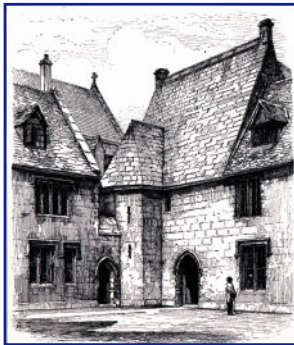
9. Games of Chance. Gambling itself is not illegal. However, heavy taxes on gambling earnings mean that most people wanting to play games of chance do so on the sly. This is why many of the city’s gambling dens are secretive, and most tavern games have very small stakes or involve non-monetary wagers.

IO. 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.

II. 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 divination 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 divination spell.

I2. 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) 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; 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/x2, greatsword) or +13 ranged (1d6+2, javelin)
Full Attack +15/+10 melee (2d6+8, 17–20/x2, 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 (weapon-smith) +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

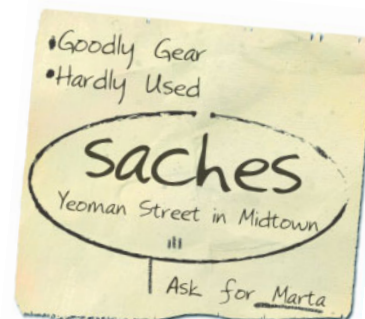
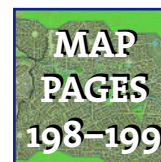
The proprietors, Eltan and Derron Polon (male and female human commoners2), charge 8 cp for a simple bath at the Row Bathhouse. They offer many other services as well, including laundry (2 cp to clean one outfit), clothes mending (3 cp per article), delousing (2 cp), haircuts (1 sp), and shaves (6 cp). 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

For an adventure hook involving St. Gustav's, see page 198. Brother Fabitor is also an NPC in the adventures in PT8.



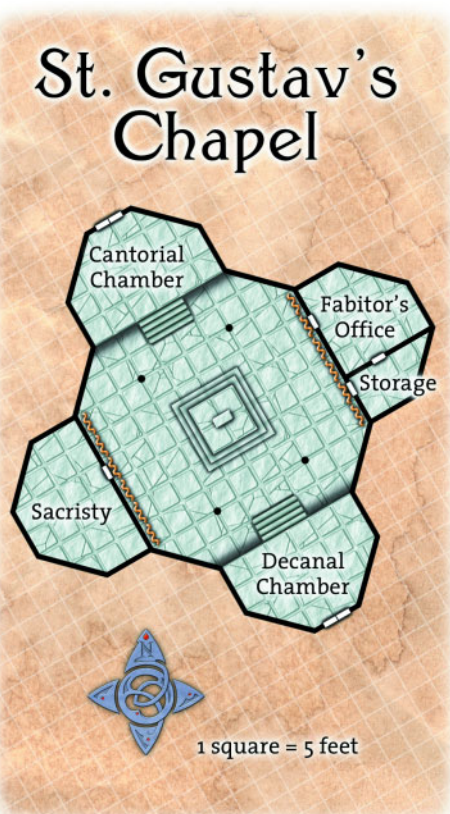
St. Valien's Cathedral, PT5: page 376

Order of Dayra, PT2: page 67

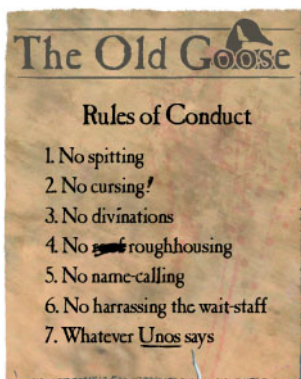
Eltan and Derron Polon, owners of the Row Bathhouse, are always running to and fro, making sure their customers are well cared for, doing laundry, and handling other tasks. They always look exhausted.

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.

Golathan Naddershrike,
PT5: page 346



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.



The Old Goose (page 221) is a quiet local pub where most of the clientele knows each other.

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.

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.

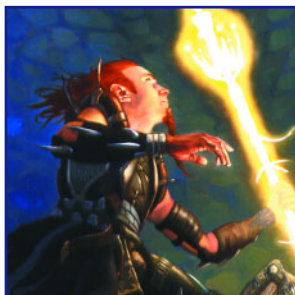
Scenario: Rumors circulate throughout Midtown that some foul subhuman creature stalks the streets and alleyways at night. A wealthy businessman who was attacked three nights ago has put a bounty of 500 gp on the creature's head, describing his assailant as a "twisted man-thing with melted flesh." Player

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 expert ₄)	2	—
Ammel's	   	Ash Street (#200, I7)	Amel Dar (male human rogue ₇)	0	General store (secretly a fence for stolen goods)
Bookbindery	  	Malav Street (#209, J6)	Firath Cleyes (male human expert ₃)	1	Prints and binds books
Cal's Construction	  	Rachen Street (#202, H7)	Artor Brinorin (male human rogue ₆ /assassin ₃)	8	Front for a Vai cell
Courier Office		Center Street (#198, H6)	Nordith Furl (female human expert ₇ /rogue ₁)	8	Produces and distributes broadsheet
Daykeeper's Chapel		Solemn Street (#216, L5)	Sister Arsagra Callinthan (female human cleric ₈)	2	Temple of Lothian
Deymid's Body Art	 	Bridge Street (#217, L5)	Deymid Friar (male human expert ₃)	0	Tattoo parlor
Effahlia's Meatpies	  ★★★	Center Street (#213, K5)	Effahlia Hortenburg (female human commoner ₆)	2	—
"Empty" House	 	Marlite Street (#211, J7)	Duce Tallary (male human warrior ₆)	7	Balacazar hideout
Exotic Stables	   	Sunrise Street (#176, G5)	Nuella Farreach (female elf druid ₄)	3	Stables for exotic beasts and animal companions
Full Larder	   ★★★	Malav Street (#203, I5)	Blathin Skitcher (male human expert ₁ /fighter ₄)	5	—
Ged's Cabinets	  	Mona Lane (#207, J5)	Ged Morrowlost (male halfling rogue ₉)	6	Front for a secret guide service
Godam Martinelli	  	Farther Street (#171, G6)	Godam Martinelli (male human expert ₆)	0	Dreamspeaker
Good Eats	   ★★	Fairbriar Street (#183, G6)	Frenkel Path (male gnome commoner ₅)	6	Specializes in gnome and halfling cuisine
Hell's Door		Tavern Row (#192, H7)	Staun Merris (male human rogue ₆)	11	Gambling den
Kerrik's	  ★	Old Mare Street (#201, I7)	Kerrik Tanner (male human rogue ₄)	3	Contact point for the Vai and prospective clients
Larkspur Boarding House	   ★★	Center Street (#214, K5)	Geordi Halfgallon (male halfling commoner ₄)	3	—
Lomwell's Office		Vadarast Street (#215, K5)	Piruss Lomwell (male human rogue ₄)	4	Bookie's office
Marial Tabbott	   	Sailors' Run (#218, L5)	Marial Tabbott (female human expert ₆)	1	Architect
Midtown Dance Hall	   ★★★	Tavern Row (#177, G6)	Feston Barrow (male human commoner ₃)	3	—
Norber's House		Frost Street (#180, G6)	Ginith Norber (female gnome sorcerer ₇)	4	Front for a Sorn cell
Nubble's Music	   	Bell Street (#188, G6)	Nills Nubble (male gnome expert ₅)	2	Sells high-quality musical instruments
Old Goose	   ★★★	Tavern Row (#175, G6)	Unos (male centaur warrior ₃)	2	—
Old Lady Coss'	   	Turnback Street (#182, G6)	Coss Nallisir (female tiefling rogue ₃)	16	Legal brothel
The Open Kitchen	   ★★★	Fallow Street (#168, F6)	Salicha Watt (female human commoner ₃)	5	—
Passeon's Meats	  	Blue Street (#167, F5)	Passeon Naurill (male human commoner ₇)	0	Butcher
Potions and Elixirs	   	Iron Street (#223, K7)	Buele Nox (male half-elf sorcerer ₄)	4	Stock as in PT7, page 426
Qualin's Books	  	Birch Street (#206, J6)	Qualin Atero (male halfling rogue ₄)	1	—
Rat's Nest	  ★	Tavern Row (#185, G6)	Caudil Thinflame (male halfling commoner ₂)	1	—
Sadie's Rest		Foundling Street (#169, F6)	Bron Higger (male human commoner ₂)	1	Memorial park
Sallin's Bakery	 	Dionys Street (#194, H5)	Ulane Erosa (female human commoner ₄)	0	—
Shadow Sendings	   	Firestone Street (#208, J6)	Rondella Loyath (female human wizard ₉)	7	See page 164
Shar's Music	   	Frost Street (#179, G6)	Shar Unlastia (female halfling bard ₄)	3	Fine musical instruments
Tenpin Children's Home		Hawk's Run (#222, L6)	Luana Dremain (female half-elf cleric ₂)	6	Orphanage
Tillie's Furnishings	   	Fairbriar Street (#178, G6)	Tillie Milkwood (female halfling expert ₃)	4	"Small" furniture shop
Trumnaught's Academy		Turnback Street (#181, G6)	Lancil Vestman (male halfling expert ₈)	12	Respected school
Vaetrus' Wood	    	Naimal Lane (#172, F5)	Vaetrus Stardream (male elf expert ₅)	0	—
Wilian's Keys	  	Jawline Walk (#212, J5)	Wilian Barrow (male human expert ₅)	0	Locksmith
Yammer's Boots	 	Birch Street (#205, I6)	Delphinus "Yammer" Whestal (male human expert ₁)	0	Cobbler



Dungeon, PT7: page 415

Dwarvenhearth, PT7: page 460
Delver's Guild, PT3: page 108

Elder Titans, PT2: page 77
Inverted Pyramid, PT3: page 115
Hungerswords, PT3: page 98
Dreaming Apothecary,
PT3: page 118

*A typical evening in the taproom
of the Ghostly Minstrel in
Delver's Square.*

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

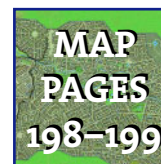
A frequent bar patron in Delver's Square, Sheva is one of the city's best-known delvers. Living off the treasure she gained in her career, Sheva is now retired. Nevertheless, she knows a lot of information about the Undercity and **Dungeon** and shares it freely. For example, if someone erroneously refers 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,





Inverted Pyramid, PT3: page 115

Read one of Sheva's adventures in the Ptolus: City by the Spire comic 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.



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.

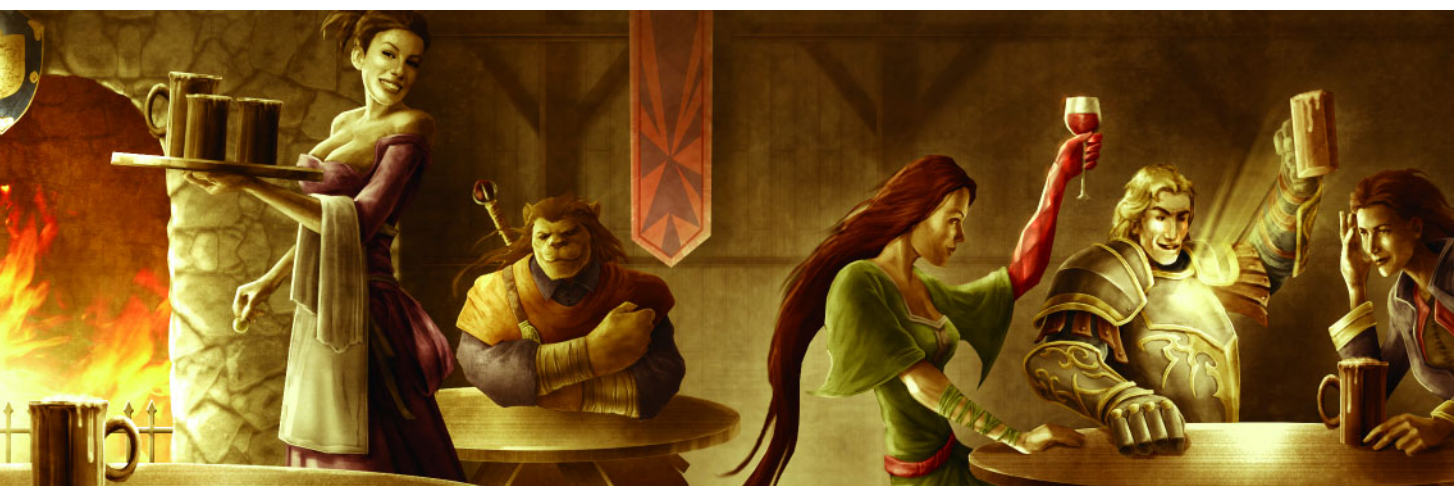
Crucial Feats: Blind-Fight, Combat Expertise, Combat Reflexes, Dodge, Mobility, Power Attack.

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 Khattru for 3,000 gp, 980 gp.

* Sheva enjoys a +5 competence bonus on Knowledge (dungeoneering) checks due to her experience and devotion to study.

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



Cardalian in the Dark Reliquary,
page 257
Lilith, PT3: page 111
The Forsaken, PT3: page 112
Surmoil Rallekred, page 244

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.

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.

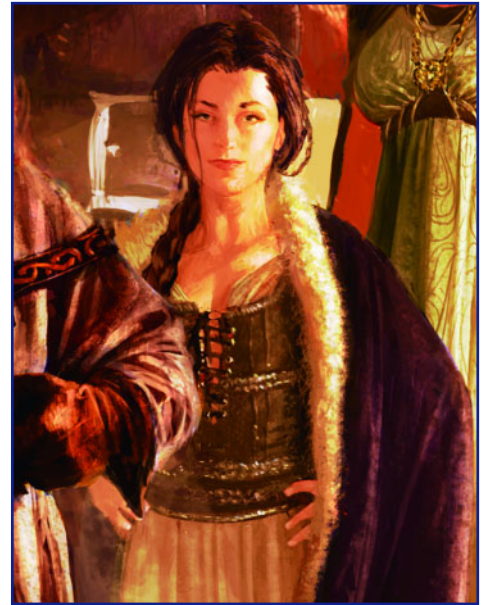
This magical duplicate functions as Cardalian in every way with the following exceptions:

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.

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 elven 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**, a 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)

Paladin 8 **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*, dark-vision 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*.

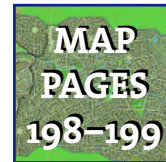
1st—*bless weapon*, *cure light wounds*.

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, PT2: page 70

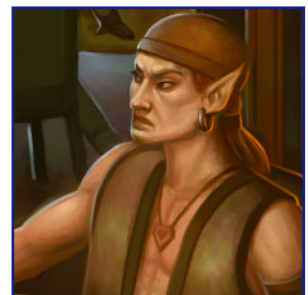
Knights of the Pale,
PT3: page 125

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, PT3: page 128

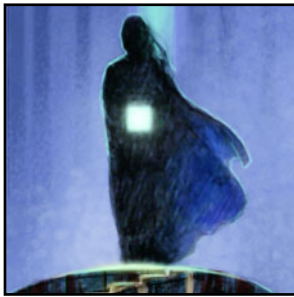
Inverted Pyramid, PT3: page 115



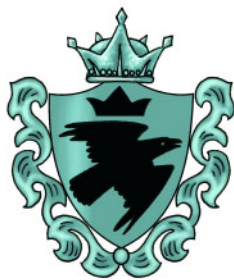
Onyx Spider, page 215
Skull and Sword, page 190

Thoughtstone, page 166

Delver's Square, page 198
Ghostly Minstrel, page 204



Thurvan Rashong, PT5: page 328
Box of shadows, PT5: page 328
Kadmiel, PT5: 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 1A 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)

Fighters/wizards/eldritch knights **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—quicken *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)

Rogue 10/fighter **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



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 the “On Being a Resident” chapter of PT6.

*The Forsaken, page 112
Wintersouled, PT6: page 632*

The Fallen, PT3: 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.

*Night of Dissolution,
PT2: 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,
PT3: page 119
Siege Tower, page 237*

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?"

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 ghosts 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.)

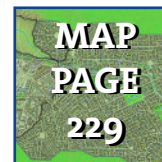
Gel Weverly: Gel, a plain-looking human woman in her thirties, works as a professional mourner. She wears a grey dress with a black hooded coat and ties her brown hair in a bun. She's either on her way to a funeral or just leaving one, having been paid by the family of the deceased or some other party 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, PT3: 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 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 PT2: 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, PT5: page 285

Godsday, PT5: page 392

Soul magic, PT6: page 635
Jabel Shammar, PT9: page 501

Wynn Rabinall, PT5: page 374



For more on Alchestrin when he was alive, see page 285 of PT5 and the first two installments of "Saga of the Blade" at <www.ptolus.com>.

"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)

Druid 20 **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

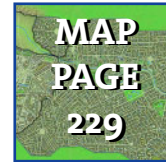
Languages: Common, Draconic, Druidic, Elvish, Palastani, Sylvan.

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.

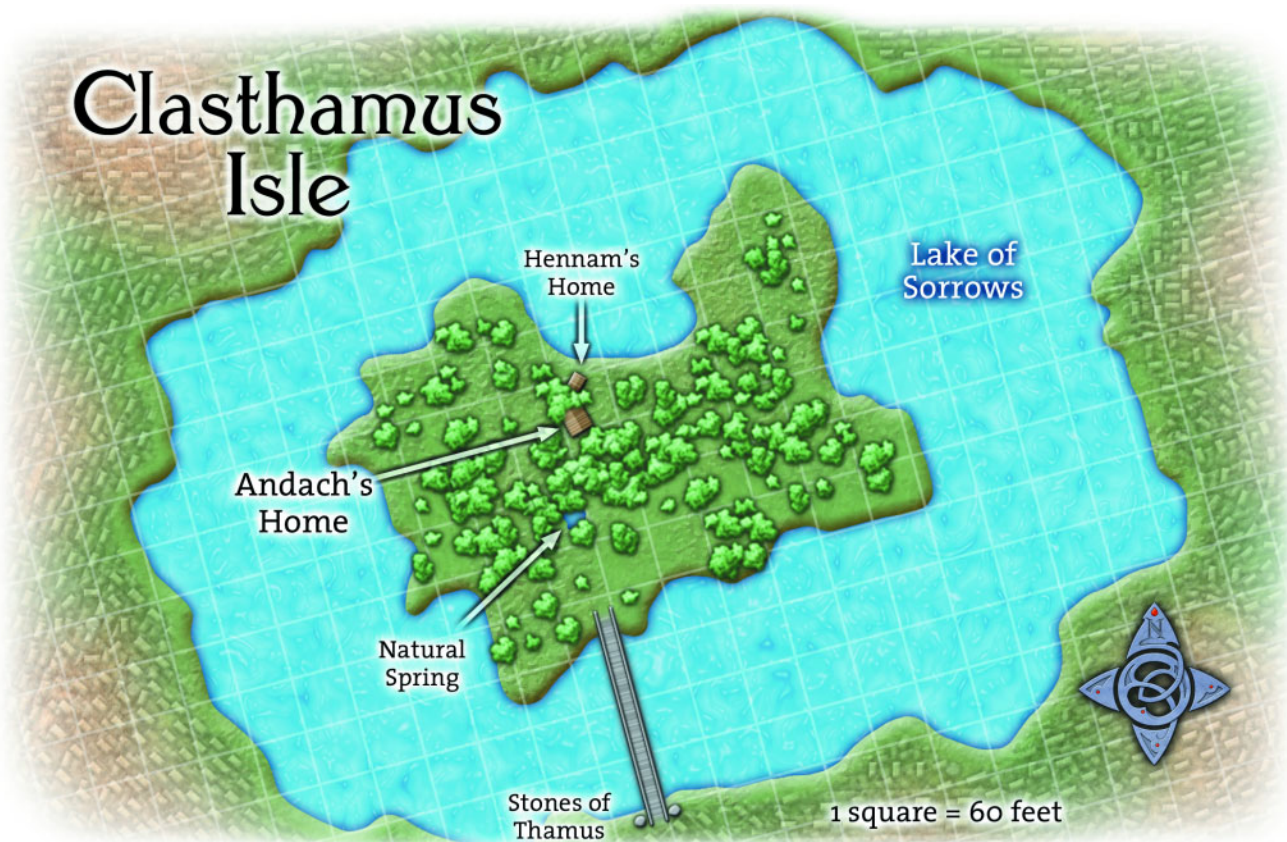
Crucial Feats: Combat Reflexes, Natural Spell.

Other Feats: Craft Staff, Iron Will, Lightning Reflexes, Scribe Scroll, Skill Focus (Listen), Still Spell.



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 (PT3: 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 the "Crime and the Law" chapter of PT6.



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, PT2: page 42

Surmoil Rallekred, page 244
Godsday, PT5: page 392

Corrupt teleport beacons,
page 245

Hennam is very plain featured.
However, her eyes are bright
and her smile is warm.



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 "demonseed" 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.

Hennam

Female half-elf (Neutral Good)
Warrior/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.

○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 Godsdays. He gets the player characters to go to the island this year to help. On the next Godsdays 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

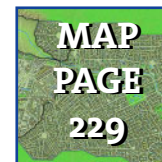
0 gp

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 Godsdays Battle on Clasthamus Isle.

Kirstol Dallimothan, PT3: 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, PT3: page 112
Tacheron Kint, PT5: page 373
Gerris Hin, PT5: page 332
Keepers of the Veil, PT3: 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 Reichstov

Male human (Chaotic Neutral)

Commoner 6 **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 ghosts 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 ghosts in the tunnels.

HALL OF THE VALIANT

The Quiet (#125, K3); see map, page 229

50,000 gp

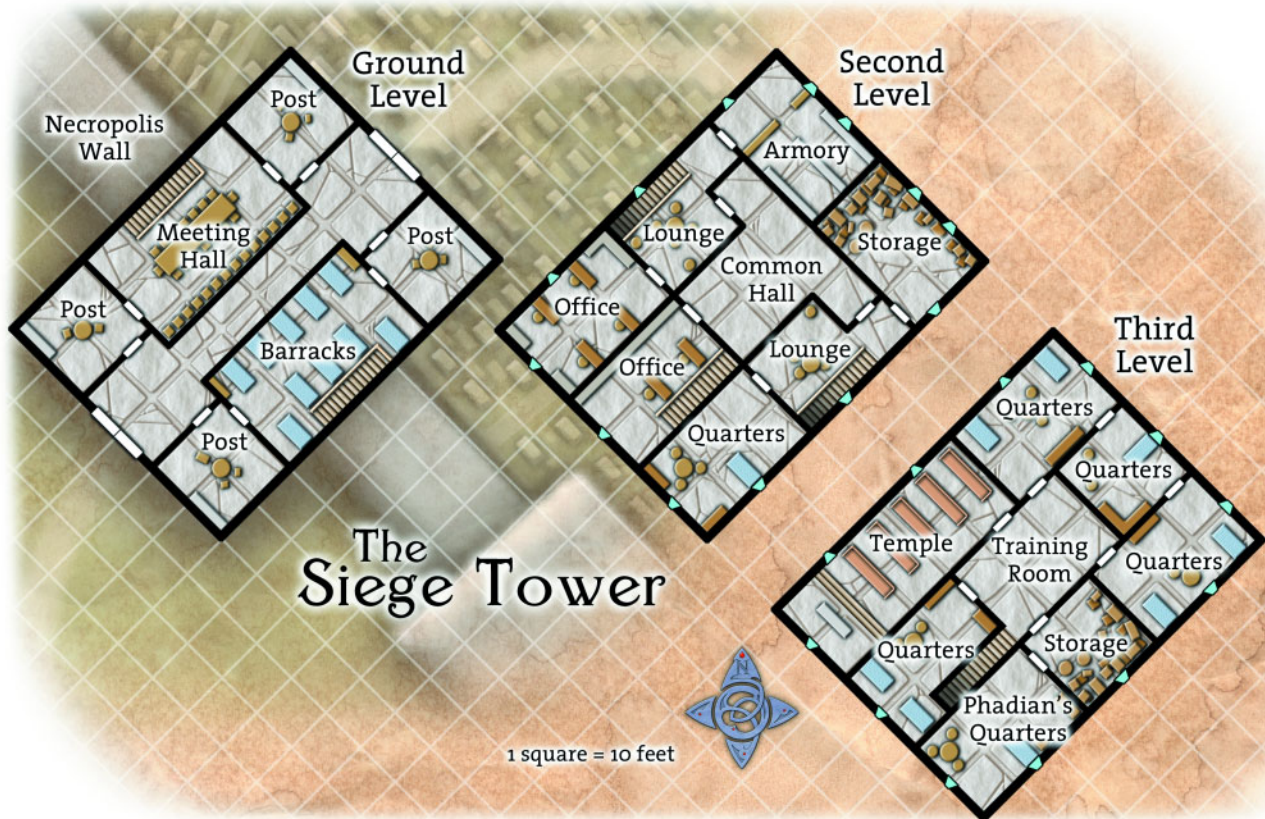
Near the center of the Quiet stands a vast mausoleum containing the remains of some of Ptolus' greatest heroes, leaders, and other honored dead. Those entombed here include dead commissars, council members, and even one Prince of the Church (Lukas Mikolic), plus such heroes as **Abesh Runihan** and **Tacheron 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.

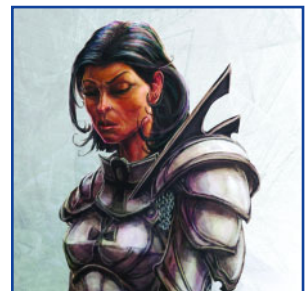
Besides barracks and officers' quarters, the keep also contains a temple, lounges, common area, armory, storeroom, training hall, and offices.

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, PT3: page 121
Sir Beck Von Tibbitz,
PT3: page 120



Keepers of the Veil,
PT3: page 119

The Licheloved, PT3: page 112

Chaos cults, PT2: 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, PT3: page 111

*Vested of the Galchutt,
PT2: page 60*

Wintersouled, PT6: page 632

*Random Encounter Matrix,
PT6: 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 Forsaken. 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 1A, 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 PT3: *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).

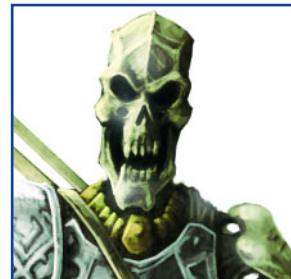
The Doors

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.

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.



Forsaken body paint,
PT3: page 114

Crimson Court, page 241

Random encounter matrix,
PT6: 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 (PT6: page 645) is an excellent tool when fighting undead here.

Entry Hall

The Dark Reliquary's main entry hall is a long, lav-
ish 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, great-
sword) 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, master-
work 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 ghouls. The rooms have no furnishings or dec-
orations, just strewn bones and splatters of gore.
Each ghost wears a gold or platinum ring worth
100 gp.

Ghouls (8): 13 hp each; see MM.

Ghosts (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: bargh-
ests, 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)

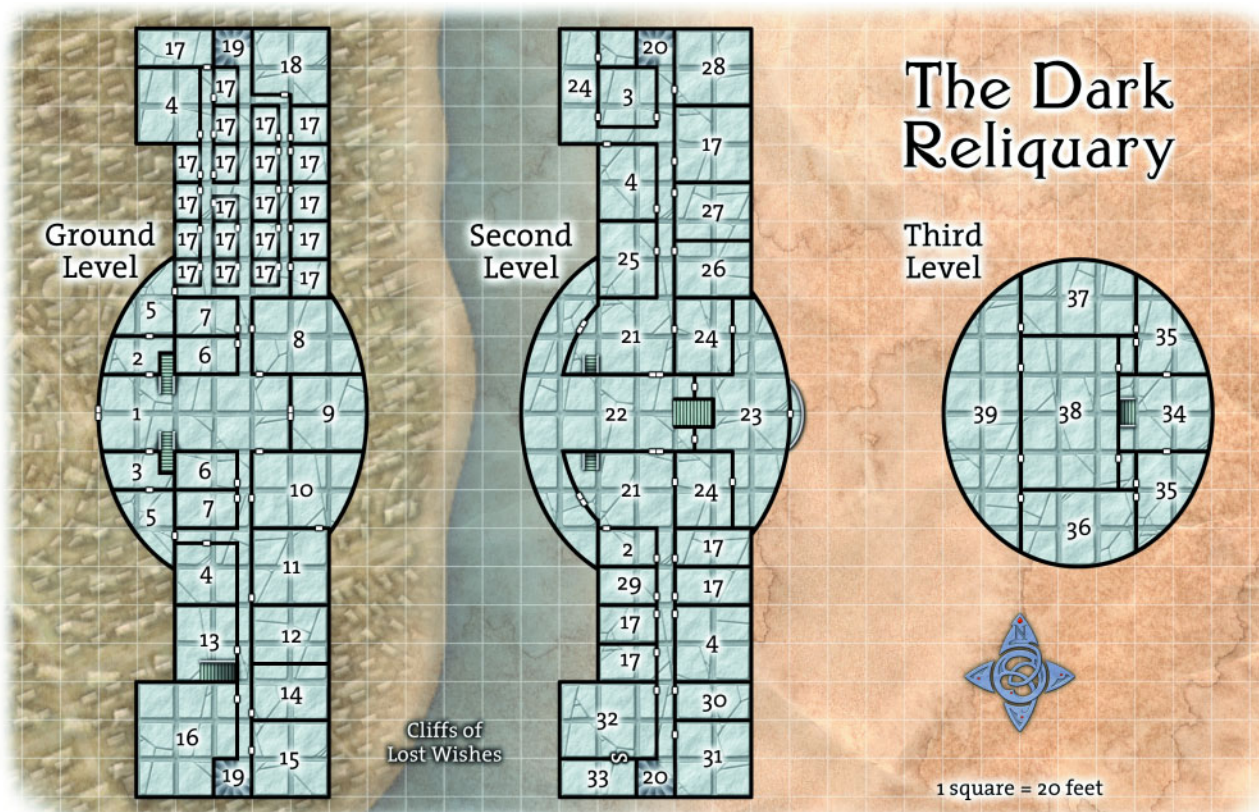
These two rooms, located on a north/south corri-
dor off the entry hall, are longer than they are
wide, and each is quite plain in their décor. They
hold no furnishings other than an iron trough and
a pair of large beds made of blankets on the floor.

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, barbazus, 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 PT3: *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.

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 is often accompanied by one or both of his tiefling attendants, Ra-Zoblam (male rogue3/sorcerer5) and T'bruokr (female rogue1).

Raguel and Lilith, PT3: page 111

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, PT2: 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, PT3: page 111



Igor Reichstov, 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 Reichstov**, 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 *speaking with dead* spells, on all sorts of matters. They usually speak willingly and freely.

The Hanging Skull: This is the *speaking skull*. Using it, someone casting *speaking 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 *darks skull*. 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.

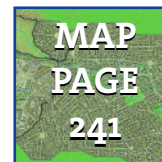
21. Gathering Halls

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).

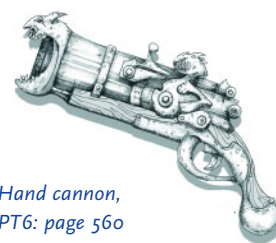
22. Upper Hall

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, PT6: page 560

Heiran and Nareis, PT2: page 69



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.

Lilith, PT3: page 111

Keepers of the Veil,

PT3: page 119

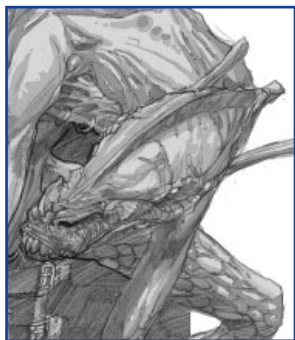
Phadian Gess, PT3: page 121

Wintersouled, PT6: page 632

Cynric Gallow, page 246

Shigmaa Urasta, PT3: page 114

You can read about the shigmaa and its special abilities in the Prestige Classes chapter of PT6 (page 646).



D'Stradi abductor,
PT6: page 620

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.

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.

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.

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.

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.

Like all the D'Stradi demons, these serve Lilith implicitly.

D'Stradi Abductors (6): 45 hp each, see “Monsters” in PT6.

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)

Sorcerer/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.*
○—*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 (weapon-smithing) +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).

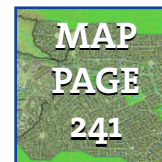
This chamber is well appointed but in terrible disarray. Clothing and other items are scattered across the grey rug atop the floor, the bed is unmade, and a clutter of books, tools, and other miscellaneous items covers the two tables. The room also holds two wardrobes, a chest of drawers, and a large 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, PT6: page 639

Clasthamus Isle, page 232



Shigmaa Urasta, PT3: page 114

Heiran and Nareis, PT2: page 69

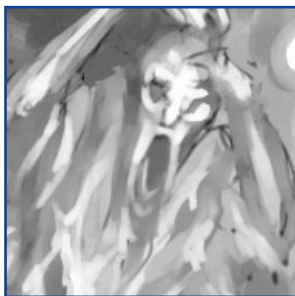
A Bevy of Villains

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 nalfesh-nee gets the materials he needs for his work by stealing them—often while in polymorphed form. And so on.

Shigmaa Urasta, PT3: page 114
Shigmaa Wuntad, PT2: page 73
Chaos cults, PT2: page 71

Ulti and Ilti, page 247
Lilith, PT3: page 111

You can read about the shigmaa and its special abilities in the Prestige Classes chapter of PT6 (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/x2, demon armor claws)
Full Attack +17/+12/+7 melee (1d10+7 plus *contagion*, 19–20/x2 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.

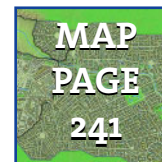
None of the furnishings are locked, and a Search check (DC 18) reveals the following treasures among the more mundane items: a jeweled comb (140 gp), an ebony box (120 gp) containing a large collection of miscellaneous jewelry (total value of jewelry is 2,000 gp), a gold pen and inkwell set (80 gp), 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, PT6: page 572
Device destabilizer, PT6: 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), PT6: page 568
Craft (machines) and Knowledge (machines), PT6: 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 adventure.

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, PT6: page 622

*Medre, page 249
Wintersouled, PT6: 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 “Monsters” in PT6.

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.

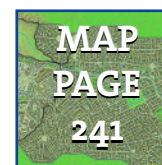
4th—*divine power*, *chaos hammer*, *dismissal*, *spell immunity*.

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*.



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, PT3: page 101
Menon Balacazar, PT3: page 101
Horn of blood, page 270
Cults of chaos, PT2: page 71
Maleskari, PT2: page 69*

The sunfire tomb spell (see PT6: 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 Inviolable, 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 sun-dered 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.

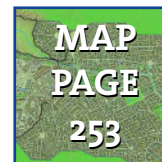
1. Dark Warden Knights (EL 10)

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, PT2: 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.

*Drusii, page 262
Ooshul, page 262*



Tower of Terephon, page 237

Another guard post like this area appears on the dungeon's second level; see map, page 263.

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).

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.

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)

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

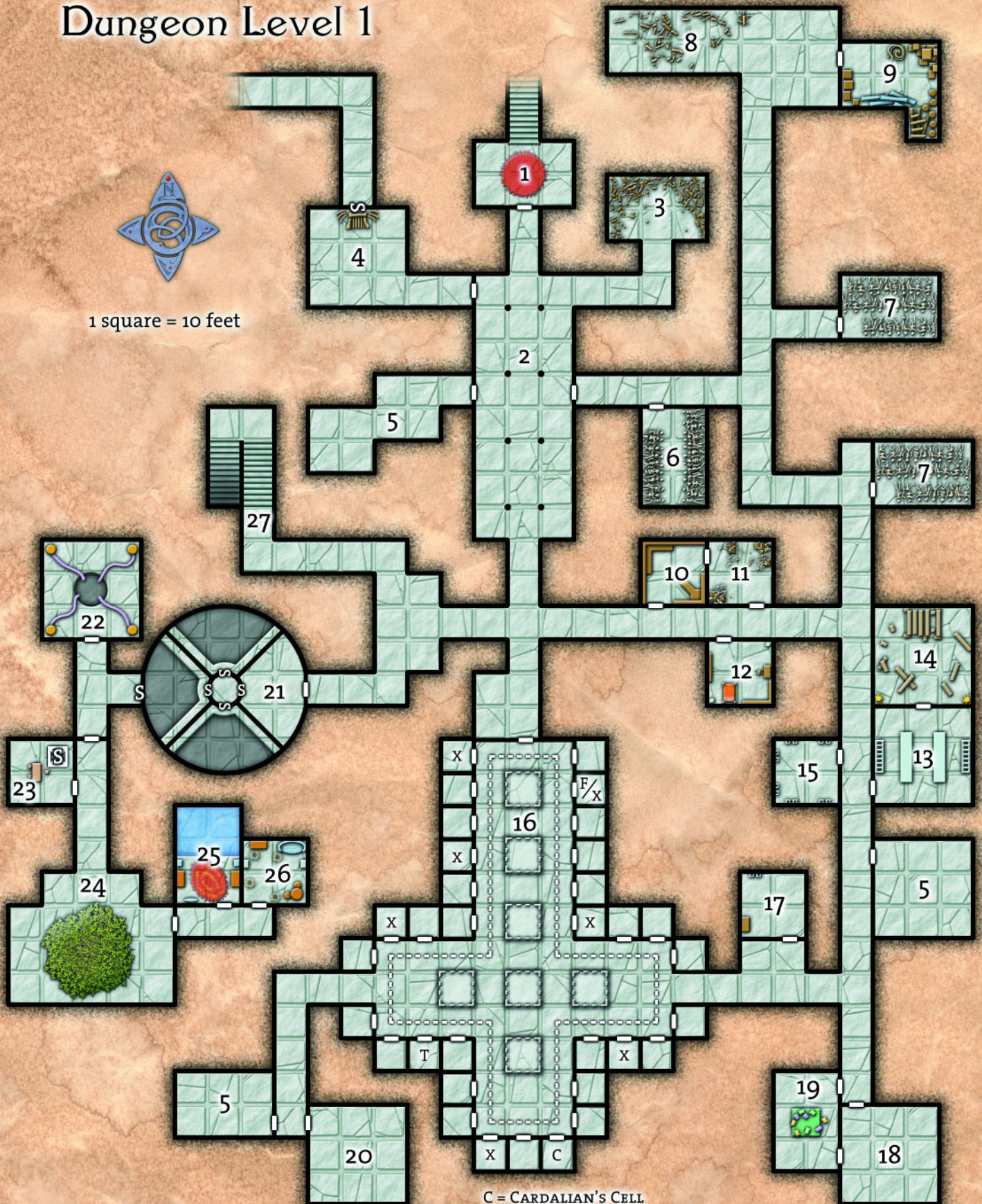
This room connected to the disused chamber is full of boxes, barrels, crates, kegs, coils of rope,

Dark Reliquary

Dungeon Level 1



1 square = 10 feet



C = CARDALIAN'S CELL
 F = FALSTEF'S CELL
 T = TINAREG'S CELL
 X = ANTIMAGIC FIELD



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/o); 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 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.

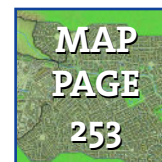
Seven cages measuring about ten feet to a side hang on chains from the ceiling in the open center of the cruciform prison. Guards can lower the cages to the ground with winches located on the walls, but normally the cages stay at fifteen feet above the floor, even with the walkway and the upper tier 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 "Monsters" in PT6.



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, PT6: page 622
Drusii, page 262*

*Forsaken body paint,
PT3: page 114*

Raguel, PT3: page 111

Vallis moon, PT2: page 40
Elder Gods' secret scheme,
PT6: page 578

For ways to use Calista in a
campaign, see the sidebar in the
Campaign Advice chapter of
PT6 (page 578).

Lilith, PT3: page 111
Cask of frozen dreams, page 278
Seven Jewels of Parnaith,
PT9: page 526

Calista can regain her memories
only by exposure to the cask of
frozen dreams and the
Dreaming Stone. See "The
Caverns" in PT7 and "Jabel
Shammar" in PT9 for more
information on these artifacts
and the secrets that Calista
holds.

Lords of the Seven Chains,
PT2: page 62
The Malkuth, PT3: page 129
Pale Tower, PT5: page 329
Wintersouled, PT6: page 632

Ochremeshk, PT6: page 623

For more on the workings of soul
magic, see the Magic chapter
of PT6, page 635.

Kem, PT2: 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 PT9, 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 adamantinelined 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*.

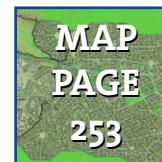
Lilith, with the help of the Forsaken sorcerer Surmoil, has cast a powerful enchantment upon Cardalian, creating a magical duplicate completely under her control. The duplicate serves as her agent in Ptolus. All damage that the duplicate suffers is transferred to the real Cardalian here in the cell. 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 “Monsters” in PT6.

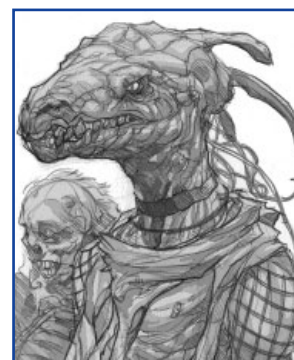
Cardalian

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, PT6: page 622
Cardalian, page 224
Lilith, PT3: page 111
Surmoil, page 244



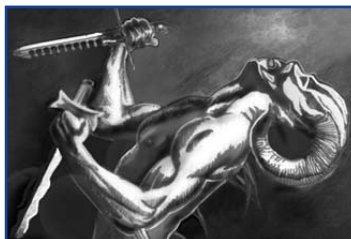
For more on Cardalian, see also her entry under “Miscellaneous Midtown NPCs” in this book (page 224).

SUMMONING OCHREMESHK

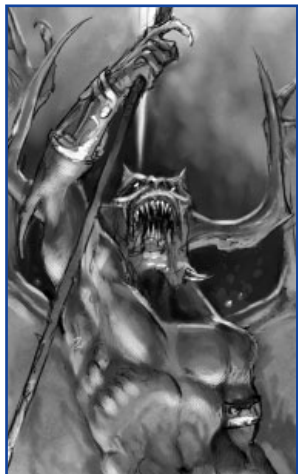
Ochremeshk is a repulsive, sixteen-foot-tall humanoid with dark red skin and massive, clawed hands. For details and stats, see his entry in the “Monsters” chapter of PT6.

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.



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.



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,
PT3: page 114

Drusii, page 262

Aullik the ghoulish 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 ghoulish sorcerer named Aullik and two living human barbarians who share an unwholesome relationship with the ghoulish. 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 ghoulish (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, ghoulish fever

SQ Undead traits, +2 turn resistance, dark-vision 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 counter-clockwise. 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)

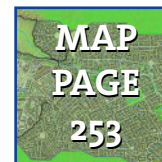
This square chamber on the west end of the first dungeon level contains a large circular pit, ten feet across, in the middle of the floor. A circular grille of iron bars hangs from the ceiling, suspended from chains six feet over the liquid-filled pit.

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.

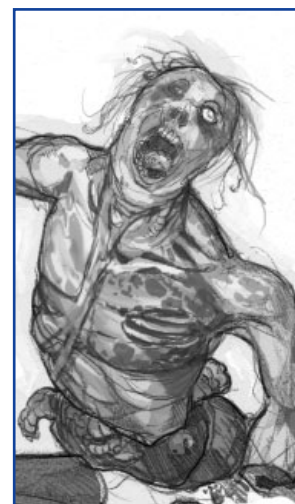
The Pit

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.

Keylord, page 254

Drusii, page 262

Knifal's quarters are located in Area 12 of this dungeon level (see page 254).

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.

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 gp.

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)

Fighters 5 **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.

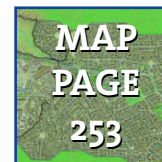
Other Skills: Knowledge (local) +3, Perform (oratory) +4, Swim +7.

Crucial Feats: Combat Expertise, Improved Unarmed Strike, Power Attack, Quick Draw, Run.

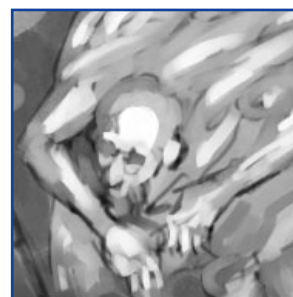
Other Feats: Alertness.

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, PT3: page 111

Wintersouled, PT6: page 632

Galchutt, PT2: 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

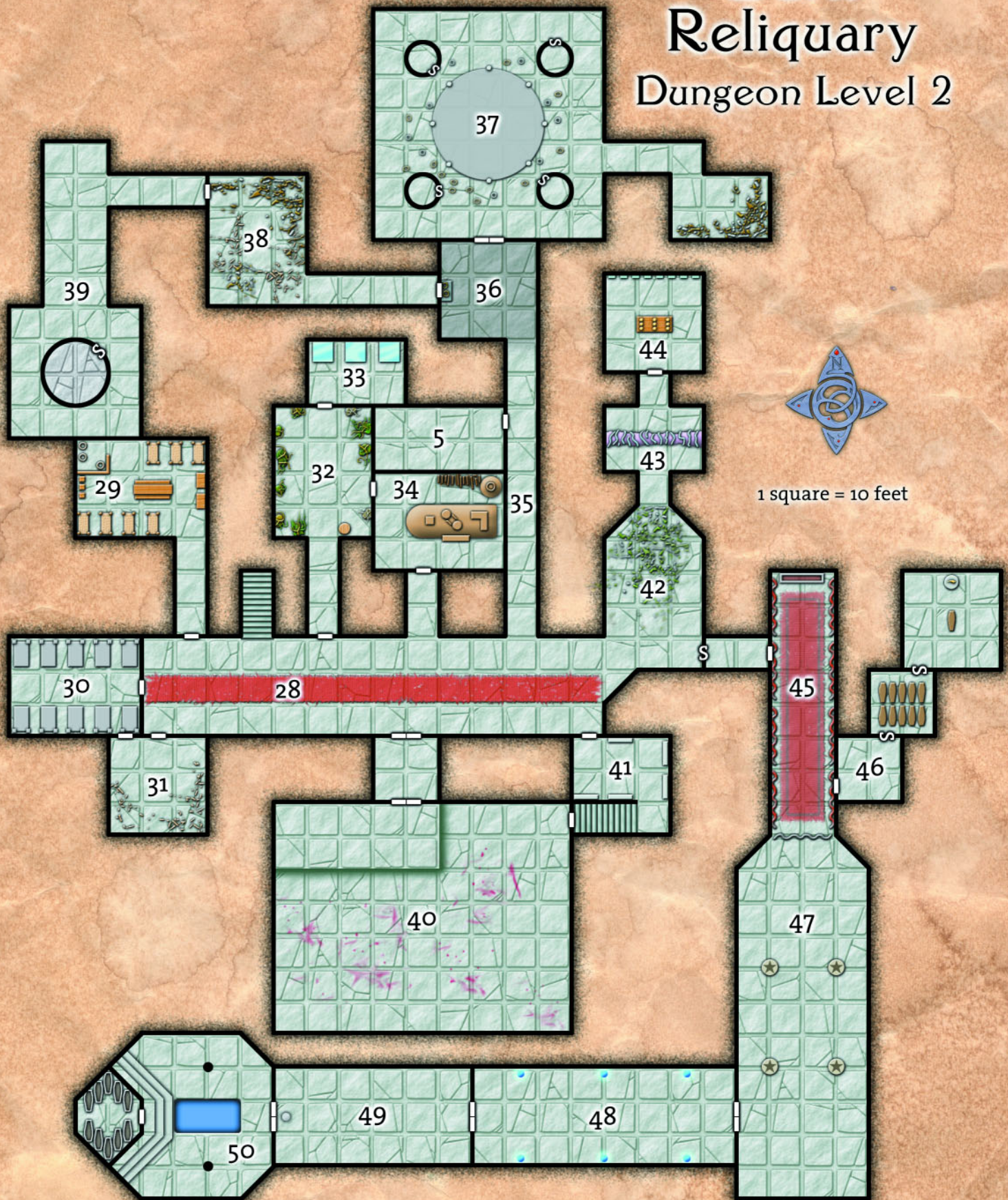
The stairs down from Dungeon Level 1 lead to a long hallway with massive murals on both walls. Each elaborate painting depicts demons, humans (and other humanoids), and even undead partaking in acts of flagrant debauchery. A long and somewhat tattered red carpet runs down the center of the corridor. 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, PT3: 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 Squirring Horde. Shilukar the dark elf (see PT8: 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	<i>Baleful polymorph</i> into a dretch*

*The transformation takes 4 agonizing rounds, during which the victim can take no actions.

The Cubes

The first cube contains a lemur. 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 lemur 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.

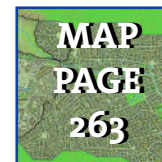
If the demons know intruders are nearby, the barbazus from the barbazus barracks (Area 30) and the guard post south of this chamber (Area 5) come here to defend the Mother at all costs.

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 marbled 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)

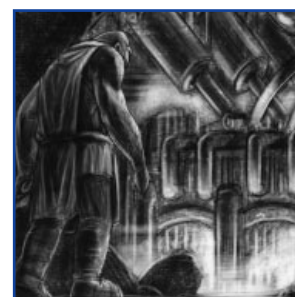
The ceiling of the Mother’s room beyond the antechamber reaches thirty feet high. It holds a monstrosity of horrible size and appearance, even by Dark Reliquary standards. This creature, a terribly transformed marilith, is the very recent creation of the incubation laboratory (Area 32). She rests on 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 chaostech 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 barbazus, 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, PT6: page 632



*D'Stradi annihilator,
PT6: 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 “Monsters” in PT6.

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+18o

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 lemur as a free action when not using spray; 1/day create barbaz, 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**.

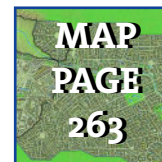
40. The Arena (EL 13)

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 Keeper of the Vai (PT3: page 140), Warden Odsen Rom of the Prison (PT7: page 436), Zachean the dark elf vampire (PT7: page 467), and the lich Aggah-Shan (PT5: page 335) have visited the Dark Reliquary arena.



Navanna Vladaam is a frequent guest at the arena.

Raguel, PT3: page 111

Chaos cults, PT2: page 71

Balacazars, PT3: page 100

House Vladaam, PT3: 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, PT6: 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, PT3: 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 (Forsaken): 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.

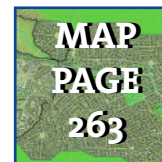
Abyssal Greater Basilisk: 189 hp; see MM.

Possessions: *Collar of magic fang* +1 (grants +1 bonus on attack and damage rolls).

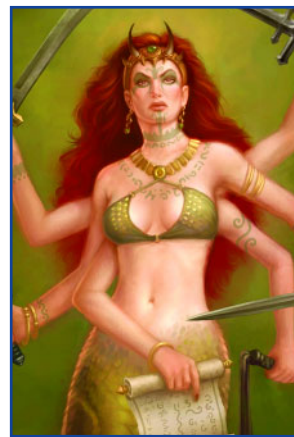
Tactics: The basilisk remains to the north of the western door at all times. Four vampire spawn stand guard just south of the door. If intruders come through, Lyrikka and Fellis drink their *potions of haste*, become gaseous, and move behind the invaders. The other four vampire spawn move to support 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, PT6: 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 of 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, PT3: page 101

Wintersouled, PT6: 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/x3, greataxe)
Full Attack +21/+16/+11 melee (1d12+12 +1d6 cold, 19–20/x3, 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 Inviolable (EL 14)

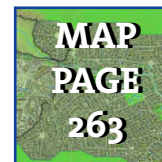
Similar to the previous hall, the doors into the Hall Inviolable are heavy stone portals with huge, graven skulls upon them. The grey corridor is empty except that, on the far western end, a grey orb three feet in diameter floats right in front of the large stone doors that match those on the eastern 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 Inviolable lies a cave thirty feet deep, fifteen feet wide, and thirty feet long. In this



Waking key, page 270
Wintersouled, PT6: page 632

Forsaken body paint, PT3: 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, PT6: 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 ghoulworm 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 ghoulworm 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 “Monsters” in PT6.

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 awakens 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.

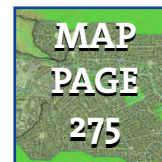
53. Pits of Shadow (EL 13)

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.

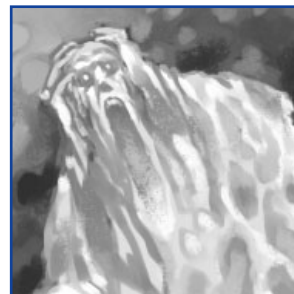
Spirit Naga: 76 hp each; see MM.

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.

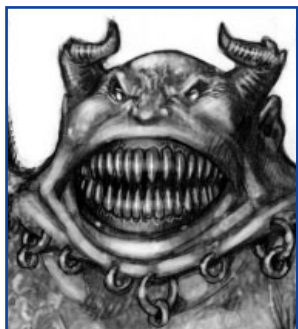


Galchutt, PT2: page 60
Night of Dissolution,
PT2: page 60

Liquid shadow, PT2: 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, PT6: page 572



Zaug, PT6: 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,
PT6: 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 “Monsters” in PT6.

Possessions: +2 *ring of protection* (+2 to AC) and three chaositech **void bombs**.

56. The Stirring Stone (EL 18)

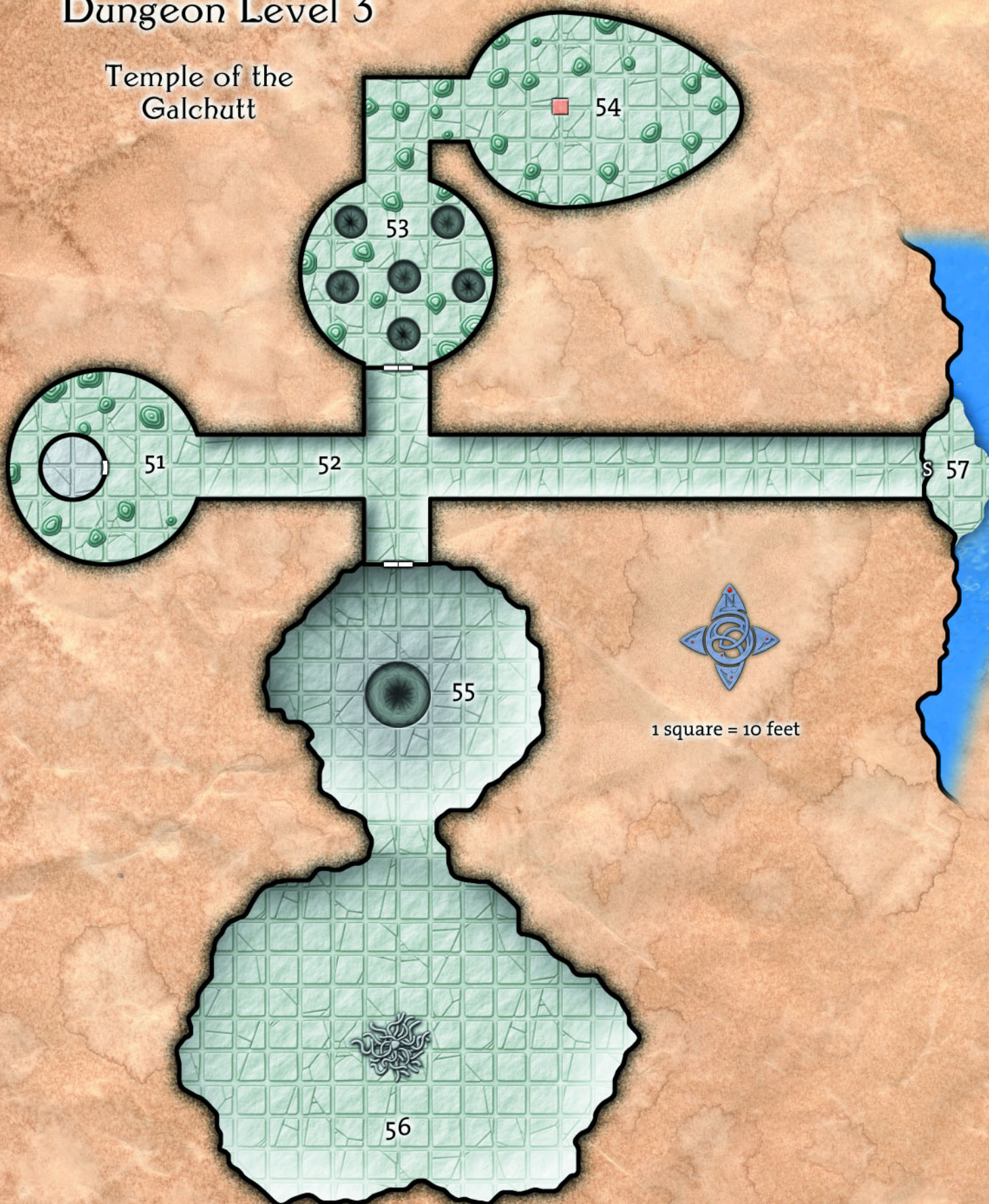
As with the one before it, one can easily mistake the chamber beyond the pit of the living thing for a natural cavern; close examination reveals that it was melted out of the rock unnaturally. In this irregularly shaped room, a massive idol rises from the floor almost to the top of the eighty-foot ceiling. 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

Temple of the
Galchutt





Shaadom, PT6: 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, PT6: 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 PT6: 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 “Monsters” in PT6.

Wizard Spells Known: 4/6/6/6/5/5/4/2/1; 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 PT2, 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* (the 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 barbazus,

only to stumble suddenly into a hezrou demon! The [random encounter matrix](#) in PT6: *DM's Companion* 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)

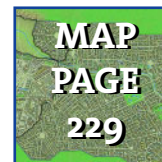
While venturing through the Necropolis on other business, the player characters come under attack by [D'Stradi abductors](#) and find themselves brought to the dungeons. Perhaps they were targeted specifically, or perhaps they were just in the wrong place at the wrong time.

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).



Random encounter matrix,
PT6: page 585

D'Stradi abductor, PT6: page 620



Ochremeshk, PT6: page 623

Calista, page 256
Falstef, page 256
Keepers of the Veil,
PT3: page 119
Tower of Terephon, page 237

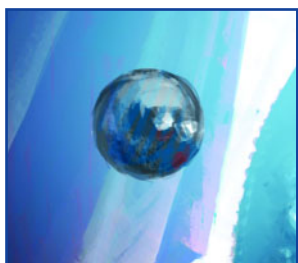
On Godsdag, the defenders of Clasthamus Isle gather under the leadership of Andach the druid to repel the demonic forces of the Fallen and the undead troops of the Forsaken.



Godsday, PT5: page 392
Clasthamus Isle, page 232
The Mother, page 266

Longfingers Guild, PT3: page 128

Raguel, PT3: 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 PT9: 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 PT9: page 499) and go to Jabel Shammar.

Strong divination [good];
CL 20th; Weight 4 lbs.

Calista, page 256
Malkuth, PT3: page 129
Lilith, PT3: page 111

Jewels of Parnaith, PT9: page 526

Chamber of Riven Souls,
page 251

Pale Tower, PT5: page 329

Dreta Phantas, PT7: 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 PT7, 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 PT7, 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' sec-

ond 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,

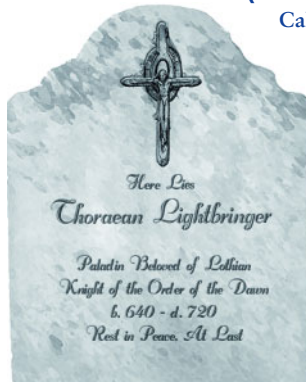
Lilith has found the *demon-sealed*

box that contains the cask (see PT9, 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.





VOLUME 1
DISTRICTS
OF THE CITY

A Sourcebook By
MONTE COOK

Introducing the City of Ptolus, district by district! This book offers a chapter on the first four of the city's eleven districts. But first, the City by the Spire overview chapter 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. Following this overview, you will find details on these individual districts: the seamy Docks, the bustling Guildsman District, the adventurers' favorite Midtown, and the deadly Necropolis.

This is one in a series of nine *Ptolus* PDF releases from Malhavoc Press. When used together, they comprise the entirety of the *Ptolus* print book. Each one is also usable on its own for city-based fantasy d20 roleplaying campaigns.

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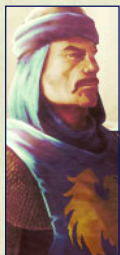
PDF Version 1
August 2006



PTOLUS AT A GLANCE: General Information



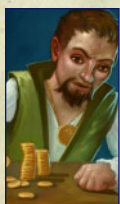
Population: Approximately 75,000 people live in Ptolus. Most are human, with elves, dwarves, and halflings making up the majority of the remaining populace (in that order). See page 145.

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.



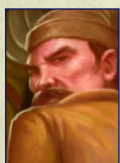
Religion: The primary religion of Ptolus, as of the rest of the Empire, is Lothianism. In fact, the Prince of the Church, heir apparent to the Holy Imperial Throne, lives in Ptolus. That said, folks also practice hundreds of other, smaller religions in Ptolus, and the Temple District is infamous for 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 PT4: *Districts of the City*, Vol. 1.



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 PT4: *Districts of the City*, Vol. 1.



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 PT4: *Districts of the City*, Vol. 1.



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 PT4: *Districts of the City*, Vol. 1.



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 PT5: *Districts of the City*, Vol. 2.



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 PT5: *Districts of the City*, Vol. 2.



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 PT5: *Districts of the City*, Vol. 2.



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 PT5: *Districts of the City*, Vol. 2.



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 PT5: *Districts of the City*, Vol. 2.



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 PT5: *Districts of the City*, Vol. 2.



The Warrens: Thankfully, this slum is the city's smallest district. 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 more entrenched crime organizations. See PT5: *Districts of the City*, Vol. 2.

The Midtown Partisan

A City on Fire Cries out for TRUTH!

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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 screech 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 Finell'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!

In 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 Khattru 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 Khattru himself is appalled at the fact that only a third of twelve are the issue of simpering Lord Bellis Khattru, 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 Khattru 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 Theodan 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 pick-pocket 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 Watch-houses 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 notwithstanding, 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 Meat-pies.)



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



DELVER'S SQUARE

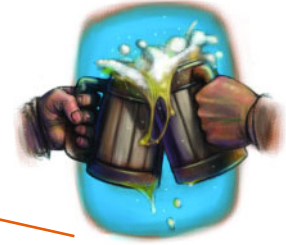
(Runihan Square)



Danbury's



Rastor's Weapons

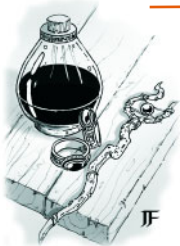


The Ghostly Minstrel



Ebbert's Outfitters

Myraeth's Oddities



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 Kagrissos 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.

Potter's

Bull and Bear Armory



Watchhouse



St. Gustav's Chapel

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

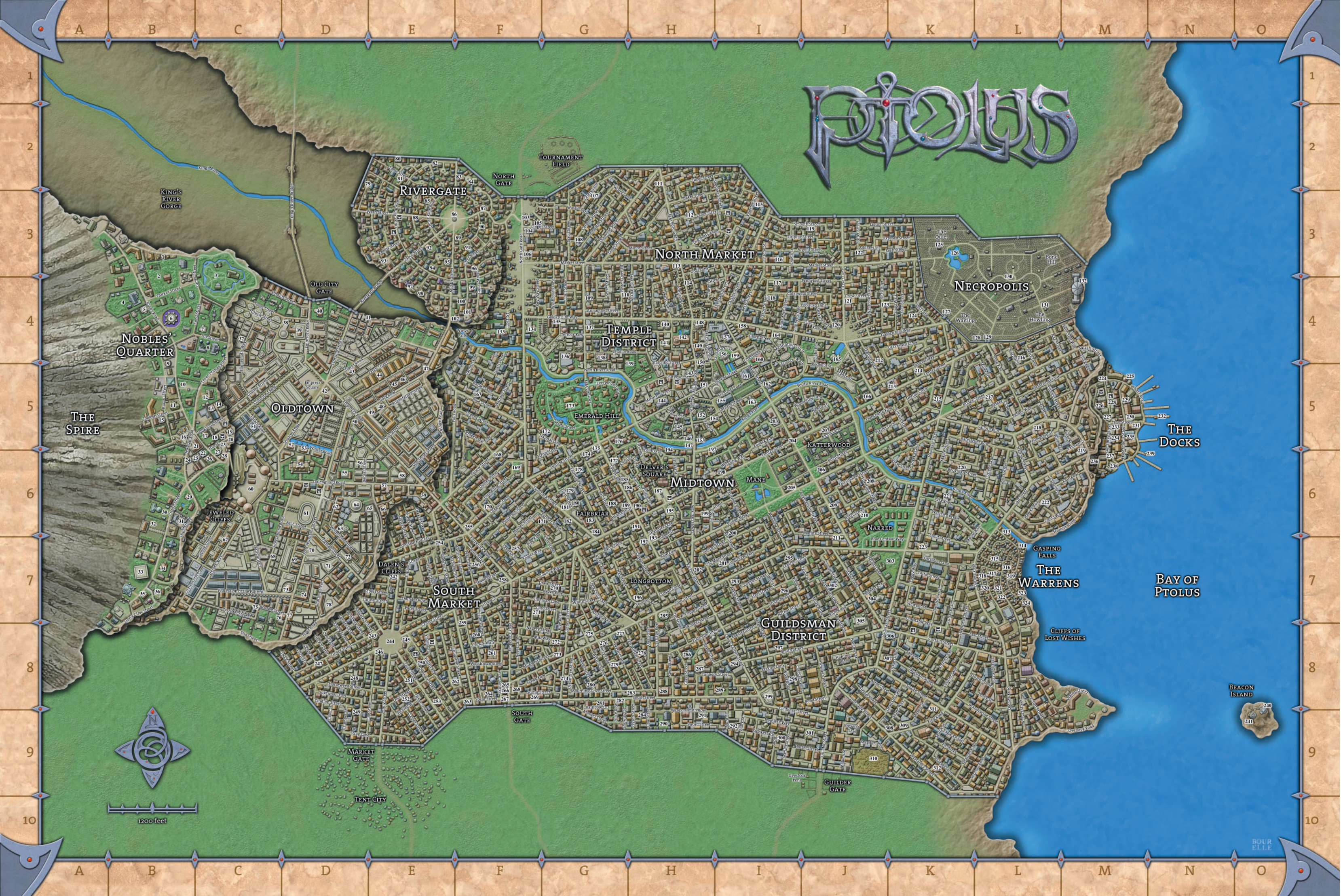
☒ ☹ ☹ (varies) ⚔

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.



Ptolus

NOBLES' QUARTER

THE SPIRE

OLDTOWN

RIVERGATE

NORTH GATE

NORTH MARKET

TEMPLE DISTRICT

EMERALD HILL

MIDTOWN

SOUTH MARKET

GUILDSMAN DISTRICT

NECROPOLIS

THE DOCKS

THE WARRENS

BAY OF PTOLUS

BEACON ISLAND



1200 feet