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RAPPAN A'THUK 3™

THE DUNGEON OF GRAVES: THE LOWER LEVELS

by Bill Webb, W.D.B Kenower, and Clark Peterson

The final installment of a classic dungeon crawl designed
for characters of 12th level and higher.

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THIRD EDITION RULES, FIRST EDITION FEEL

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RAPPAN ATHUK 3

THE DUNGEON OF GRAVES: THE LOWER LEVELS

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Product Update Password for Rappan Athuk—The Lower Levels: Orcus (what else could it be?).

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Introduction

Welcome back, dear friends, to the Dungeon of Graves. The end is near!

Most likely your players have defeated the minions of Orcus in the Upper and Middle levels of this labyrinth. Perhaps your band of heroes has even wounded the demon prince, or weakened his presence by the destruction of the upper temple. It matters little. For in the end their souls shall be his and their bodies consumed by hellfire!

Or so the quest has ended for every other group of adventurers that has gone before them.

Yet maybe—just maybe—your heroes can accomplish what none of our groups ever could accomplish in over 20 years of continuous adventuring in this dungeon: perhaps they can defeat the Avatar of Orcus himself! What we can promise you without reservation is that they will have fun and that your adventures in these halls will be some of the most memorable of your gaming career.

This module is the final installment of the three-part series detailing the 12 final levels of this 26-level dungeon—including areas made famous by legend, such as the Goblin City, the Slave Pits, the Great Cavern, the Chapel of Orcus, the Portal of Darkness, and, finally, the Den of the Master. While this module can be used as a stand-alone scenario, it best serves as a continuation of modules *R1: Rappan Athuk—The Upper Levels* (which presents the first 6 levels of the dungeon) and *R2: Rappan Athuk—The Middle Levels* (which presents the second 8 levels of the dungeon).

This module presents many interesting opportunities. The Goblin City offers strange adventures in commerce on the way to your players' deaths, and the vast caverns and mazes still unconquered allow your heroes to test their skills before they meet the Master. The lair of the great mage Agamemnon lies hidden for few to find, and less to return from. The two remaining chapels of evil add power to the Master and must be dealt with if there is any hope of final victory. Past the Portal of Darkness lies the final level, and there in the deepest halls lies the end of the adventure . . . victory or death!

As this module brings to a close the *Rappan Athuk* series, we wish your players luck in their quest and hope that you have enjoyed exploring *Rappan Athuk—The Dungeon of Graves*, as much as we have enjoyed bringing it to you. Hopefully, exploring the halls of Rappan Athuk has reminded you and your players of the thrill of the unknown, the terror in your heart when you first fought a skeleton, the joy of your first natural 20, and the despair of your first failed poison save. We hope that you have found this dungeon as fun and exciting as those hundreds of players who have ventured into (and not as often out of) the endless caverns and mazes of *Rappan Athuk—The Dungeon of Graves*.

May your players face each new level with wide-eyed amazement and may your monsters always roll 20s!

Bill Webb and Clark Peterson
Necromancer Games

Rumors About Rappan Athuk

By now your players are certainly well aware of the Legend of Rappan Athuk, having encountered many of the places most mortals hear about only in song. Use the following rumors in addition to those provided in modules R1 and R2. For those not in possession of those previous modules, the full legend of Rappan Athuk and a table of rumors about Rappan Athuk can be found on the **Necromancer Games** web site (www.necromancergames.com). These rumors can be gained only by sages or *legend lore* or other similarly powerful spells or devices—they are not common knowledge.

36. Another great demon prince serves Orcus. He is the true "Master" of the dungeon. (Partially true, Maphistal indeed serves Orcus and is present on Level 14, but Orcus himself is the true "Master.")

37. The great mage, Agamemnon, lies buried beneath a secret passage behind a waterfall. (True, the passage to Level 9B is indeed behind a waterfall on Level 10A.)

38. The beholders in the dungeon are enemies. A wise man bargains with them rather than fights. (True in some cases and false in others.)

39. The great priest Bofred lies buried in a chamber with his friends, Trezelle and Itara; only if they are freed may he return from the land of the dead. (False, Bofred is buried nowhere near these vampires.)

40. Only the mind flayers hold the secret to destroying the demons in this place. (False, the mind flayers are unrelated to the temples.)

41. A giant guards the Goblin City. It has only one eye and is known as the Titan cyclops. (Partially true: it is a stone golem.)

42. Hidden in a vast anthill are the secrets to the universe. A great ant mage has magic powers long-forgotten by humanity. (False, the ants are just bugs.)

Room and Level Numbering

Because Rappan Athuk is a complex dungeon with numerous levels, rooms are numbered by level prefix then room number. For example, the altar of blood is Area 13-5, meaning area number 5 on Level 13. Rappan Athuk also uses an old-style level numbering convention with main levels and side (or "A") levels. The "main" levels, numbered consecutively, indicate relative depth below ground. The "side" levels (those marked A, B, or C) often skip numbers and indicate depth relative to the main levels. So, for example, there is no Level 14A or 15A, but Level 9B (the well of Agamemnon) is at approximately the same depth underground as Level 9 (the lower temple of Orcus).

Empty Rooms

A number of the rooms in this module have no set occupants and no special features. DMs wishing to spice up the empty rooms can feel free to add their own campaign-

The Levels of Rappan Athuk:

Ground Level: The Sunken Graveyard and the Mausoleum

Level 1: The Lair of the "Dung Monster"

Level 2: Marthek's Place and Ambro's Base

Level 3: "Beware of Purple Worms!"

Level 3A: "The Well"—Zelkor's Lair

Level 4: The Upper Temple of Orcus

Level 4A: The Basilisk Caverns

Level 5: Banth's Lair and the Wight Catacombs

Level 6: The Maze

Level 6A: Caves and Caverns — The Lair of the Spider Queen

Level 7: The Gates of Hell

Level 7A: The Hall of Kazleth, the Phase Minotaur King

Level 8: Caves and Caverns — The Tomb of the Evil King

Level 9: The Lower Temple of Orcus

Level 9A: Caves and Caverns — The Hydra's Lair

Levels 9B&C: The Well of Agamemnon

Level 10: The Lava Pit

Level 10A: The Giant Cavern

Level 11: The Waterfall and Akbeth's Grave

Level 11A: The Gates to the Goblin City and the Vampire Lair

Level 12: The Slave Pits

Level 12A: The Goblin City and the Hall of the Titan Cyclops

Level 13: The Portal of Darkness

Level 13A: The Goblin Barracks

Level 14: The Chapel of Orcus

Level 15: The Den of the Master

This module details Levels 9, 9B, 9C, 10, 10A, 11, 11A, 12, 12A, 13, 13A, 14 and 15. Module R1—The Upper Levels details the Ground Level and Levels 1, 2, 3, 3A and 4A. Module R2—The Middle Levels details Levels 4, 5, 6, 6A, 7, 7A, 8 and 9A.

specific details or can spice up each area with 1d2 randomly rolled items from the "Dungeon Dressing—Minor Features and Furnishings" table (Table 4-6) in the DMG.

The Wilderness Surrounding Rappan Athuk

DMs should feel free to place Rappan Athuk in any appropriate area of their game world and create bandit encounters and monster lairs that reflect the particular flavor of their campaign. DMs desiring the original wilderness map (including a Player's Map) and notes about the surrounding wilderness areas can download them for free in PDF format from the **Necromancer Games** web site (www.necromancergames.com) and thus run Rappan Athuk as it was intended. Watch this site for additional free downloads!

Monster Statistics

Monster statistics are provided in an "abbreviated stat block" format common to **Necromancer Games** products, giving the DM all the information he or she needs to run the encounter at a glance. Special or unique monsters, however, are detailed in full. For more information on monsters, refer to the official MM, or, where appropriate, to the *Creature Collection* by **Sword and Sorcery Studio**.

A Note About Wandering Monsters: This module provides wandering monster tables. These tables are meant as a guide for possible encounters, reflecting the frequency and type of creatures that can be found roaming a level or an area. DMs should not allow a random table to dictate a game session. If the result indicated is too challenging for your particular group, feel free to discard or re-roll the result, or simply decide that the creatures watch the players rather than attack. The tables are provided as an aid, not as a requirement.

Introductory Characteristics

Those of you with us from the beginning will recall that each level of the dungeon has a sidebar such as this one that details the following basic information:

Difficulty Level: Details the average level of difficulty of the dungeon level. Each stage of the dungeon should properly challenge a party of six player characters (PCs) of the listed level.

Entrances: Details the various entryways into the level.

Exits: Details the various exits from the level.

Wandering Monsters: Details the frequency of encounters, including a table of encounter results. Please see "A Note About Wandering Monsters," below.

Shielding: Details any material or magical barriers or shielding that prevents divination or other spells and effects from functioning. Not listed if there is no shielding on the level.

Detections: Details results of general divination spells on the level. All general detections associated with a level are set at DC 10, unless otherwise noted.

Spell Function and Recovery: Details any interference with spell recovery due to magnetic influences or sheer evil detachment from the gods. Not listed if function and recovery are normal on the level.

Continuous Effects: Details any effects that apply throughout the dungeon level, such as *fear* or extreme heat as though a *heat metal* spell were in effect throughout the level. Not listed if there are no continuous effects on the level.

Standard Features: Details standard door type and quality to be encountered throughout the level, as well as any other recurring features, such as color of stone or carved motifs. If there are no standard features on a particular level, this characteristic will not be detailed.

Level 9: The Lower Temple of Orcus

Level 9

Difficulty Level: 12

Entrances: Stairs to Levels 7A, 10, and 11A from Area 9-1. River from Level 1.

Exits: Stairs to Levels 7A, 10, and 11A from Area 9-1.

Wandering Monsters: Check once every hour on 1d20:

1: 1d3 Acolytes of Orcus (See Area 9-8, below)

2: 1d6 Minotaurs

3: 3d6 Dire Rats (cavern areas only, otherwise no encounter)

4-5: 1d3 Displacer Beasts

6: A Company of Goblin Scouts—2d4 goblin scouts with shortbows, 1d4 with javelins, 1d4 with handaxes; all have daggers; accompanied by 1d2 goblin leaders (see side box)

7: 1d2 Vrocks

8-9: 1d3 Piercers (cavern areas only, otherwise no encounter)

10-20: No encounter

Detections: Strong evil emanates from the temple at Area 9-8.

Shielding: None.

Standard Features: Unless otherwise noted, all doors on this level are made of locked, iron-reinforced wood (2 in. thick; Hardness 5; hp 20; Break DC 18, Open Lock DC 20). All secret doors are made of stone (1 in. thick; Hardness 8; hp 20; Break DC 22, Open Lock DC 20, Search DC 20, Spot DC 30).

All attempts to turn undead receive a -4 profane penalty due to the evil temple. No turning is possible in the temple area itself. Areas 9-8 to 9-11 radiate a continuous *dispel good* aura. Fungus encrusts most cave surfaces on this level; 20% of the fungus is edible, while 10% is poisonous (Fortitude save DC 16 or suffer 1d6/1d6 points of temporary Constitution damage). A Wilderness Lore check (DC 20, DC 14 for gnomes and other underground creatures) allows PCs to determine which are edible.

This level contains the second of three power centers for the evil temple of Orcus in the dungeon of Rappan Athuk. Just as Zehn rules Level 4 with an iron hand, so does Gudmund rule this level. If the PCs are to have any hope of expunging the evil forces of this place, they must first succeed in the destruction of this temple. Gudmund keeps a stable of servant creatures near the temple. Minotaurs haunt the maze area, and a large pack of displacer beasts are kept fed and happy in the caves. A herd of gorgons lives in yet another area. Worse encounters are hidden in the temple as well.

9-1. Entrance

This small room contains stairs leading down to Levels 10 and 11A, and up to Level 7A.

9-2. Empty Areas

The occasional piece of junk or debris litters those areas marked 9-2. DMs should also roll a wandering monster check each time PCs enter areas designated "9-2."

9-3. The False Wall

The wall on the north side of this room simply looks fake. It is made of very weak paper and mortar, and can be easily broken down. If this occurs, an alarm is triggered in the evil temple at Area 9-8, and the gorgons are sent to the area by Gudmund from Area 9-7. Other than that, this area is yet another time waster.

9-4. Gathering Ground (EL 10)

This area is used as a base camp for the minotaurs that serve Gudmund. At all times, 12 minotaurs are present in this area, and a total of 24 are present on this level. Any not here are assumed to be wandering the maze (Area 9-6) or elsewhere. There is a large iron bar across the door to the tunnel complex at Area 9-7. This is to keep the gorgons shut in, as the minotaurs fear them. Strewn about the room are small piles of rubbish that double as the minotaurs' beds (24 separate piles).

Minotaurs (12): CR 4; SZ L Monstrous Humanoid; HD 6d8+12; hp 45; Init +0; Spd 30 ft.; AC 14; Atk +9/+4 melee (2d8+4, huge greataxe, crit x3), +4 melee (1d8+2, gore); Reach 10 ft.; SA charge (4d6+6); SQ ethereal jaunt, natural cunning, scent; AL CE; SV Fort +6, Ref +5, Will +5; Str 19, Dex 10, Con 15, Int 7, Wis 10, Cha 8.

Skills: Intimidate +5, Jump +8, Listen +8, Search +6, Spot +8. **Feats:** Great Fortitude, Power Attack.

Tactics: The minotaurs are too chaotic to formulate any real battle plan. They are relentless foes, however, and track anyone fleeing as long as one side or the other is alive. They fear wizards, and anyone who can be seen casting spells is preferentially targeted. Any non-spellcasters captured are eaten. Captured spellcasters are tossed into the gorgon area beyond the north door (it is bad luck to eat a wizard...).

Treasure: Three of the piles have some items of interest. Pile #14 has 1,400 gp in a large locked leather sack. The lock is of fine quality (Open Lock DC 25). Pile #19 has hidden among its many vile pieces a +3 short sword of speed in a lead sheath (*detect magic* cannot find it). This sword may be found on a Search check (DC 25). Pile #23 contains a small statue of pure adamantite. The statue is of

Goblin Scouts and Leaders

These wandering goblins have the following stats:

Goblin Leader, Rog5: CR 5; SZ S; HD 5d6+5; hp 26; Init +2; Spd 30 ft. (30 ft. base); AC 16 (17 with shield); Atk +4 melee (1d6, handaxe, crit x3) or +4 melee (1d4+1, dagger, crit 19-20) or +7 ranged (1d6+1, +1 shortbow, crit x3, range 60 ft.); SA sneak attack (+3d6); SQ evasion, uncanny dodge (Dex bonus to AC), darkvision (60 ft.); AL NE; SV Fort +2, Ref +6, Will +1; Str 10, Dex 14, Con 12, Int 11, Wis 11, Cha 10.

Skills: Appraise +4, Balance +4, Bluff +1, Climb +4, Diplomacy +1, Disable Device +4, Disguise +2, Escape Artist +6, Hide +11, Intimidate +2, Intuit Direction +2, Listen +3, Move Silently +12, Open Lock +5, Pick Pocket +6, Search +3, Spot +3, Tumble +6, Use Magical Device +2, Use Rope +5. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Mobility.

Possessions: Studded leather armor, small wooden shield, +1 shortbow with 40 arrows, handaxe, dagger, 1d4 sp, 2d4 cp.

Goblin Scouts, Rog3: CR 3; SZ S; HD 3d6; hp 14; Init +1; Spd 30 ft. (30 ft. base); AC 15 (16 with shield); Atk +2 melee (1d6-1, handaxe, crit x3) or +2 melee (1d4-1, dagger, crit 19-20) or +2 melee (1d6-1, javelin) or +4 ranged (1d6-1, javelin, range 30 ft.), or +4 ranged (1d6, shortbow, crit x3, range 60 ft.); SA sneak attack (+2d6); SQ evasion, uncanny dodge (Dex bonus to AC), darkvision (60 ft.); AL NE; SV Fort +1, Ref +4, Will +1; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Appraise +2, Balance +5, Climb +2, Disable Device +3, Escape Artist +4, Hide +11, Intuit Direction +1, Jump +0, Listen +5, Move Silently +10, Open Lock +3, Pick Pocket +3, Search +2, Spot +4, Tumble +4, Use Rope +3. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Mobility.

Possessions: Studded leather armor, small wooden shield, shortbow with 40 arrows or javelins (3) or handaxe, dagger, 1d4 sp, 2d4 cp.

a young man kneeling beside two lions; it is worth 2,500 gp and weighs 2.5 pounds.

9-5. Displacer Beast Caves (EL 10)

Two interconnected areas are labeled as 9-5 on the map. Each serves as the den for a pack of 8 displacer beasts that are used as guardian animals by Gudmund. These packs do not care for each other. Any combat in one area is only 30% likely to draw additional beasts from the other area. The river in this area can be swum (Swim DC 15), though downstream it leads nowhere. The source of the river is Level 1, Area 1-14. The beasts have no treasure.

Displacer Beasts (8): CR 4; SZ L Magical Beast; HD 6d10+18; hp 51; Init +2; Spd 40 ft.; AC 16; Atk +9 melee

(1d6+4 [x2], tentacles) and +4 melee (1d8+2, bite); Reach 15 ft. with tentacles; SQ displacement, darkvision (90 ft.); AL LE; SV Fort +8, Ref +7, Will +5; Str 18, Dex 15, Con 16, Int 5, Wis 15, Cha 8.

Skills: Hide +14, Spot +6, Move Silently +8. **Feats:** Alertness, Multiattack.

Tactics: These beasts hit and run, avoiding heavily armored opponents until all others have been dealt with. The pack attacks in two groups of four, with each group dedicating all of its attacks on one individual until he falls. If seriously wounded (75% or more of hit points), a displacer beast flees and hides, avoiding further conflict if possible.

9-6. The Maze (EL 8)

This area is a total time-waster and was built to distract invaders while the priests gather their forces to fight them. Hidden throughout the maze are a series of undetectable glyphs of warding that do not harm anyone, but instead trigger an alarm in Area 9-9. Once the alarm is triggered, Gudmund releases the gorgons from Area 9-7 into the maze. These beasts track by scent until the PCs are found. Wandering the maze at any given time are 6 Minotaurs, who feel at home here. There is a 50% chance per 10 minutes of encountering such a wandering group. Once they are slain, no further encounters with minotaurs occur in the maze.

Minotaurs (6): hp 45 each; see Area 9-4, above.

Tactics: The minotaurs are too chaotic to formulate any real battle plan. They are relentless foes, however, and track anyone fleeing as long as one side or the other is alive. They fear wizards, and anyone who can be seen casting spells is preferentially targeted. Any non-spellcasters captured are eaten. Captured spellcasters are tossed into the gorgon area.

9-7. Cave of the Gorgons (EL 12)

Only Gudmund himself dares enter this room, as his amulet protects him from the breath of the foul creatures stabled here. This cave complex smells of cow dung and vermin. Careful inspection of the area behind the door (Search check DC 15) reveals a whole troop of small rat statues, 20 in total. Here and there a stone stirge may be found as well. Each minute spent north of the door from Area 9-4 brings a 35% chance of an encounter with 1d3 gorgons. These beasts are used as a weapon by the evil priests of this level and are kept well fed with slaves, goblin trespassers, and adventurers. The gorgon lair (statuary, really) is in the back corner of Area 9-7. Gudmund removes all treasure.

Gorgons (4): CR 8; SZ L Magical Beast; HD 8d10+24; hp 68; Init +4; Spd 30 ft.; AC 18; Atk +12 melee (1d8+7, gore); Face 5 ft. x 10 ft.; SA breath weapon, trample; SQ scent; AL NE; SV Fort +9, Ref +6, Will +3; Str 21, Dex 10, Con 17, Int 2, Wis 12, Cha 9.

Skills: Listen +8, Spot +8. **Feats:** Alertness, Improved Initiative.

Tactics: Mooooo!!! Charge, breathe, charge, breathe, charge, etc.

LEVEL 9: THE LOWER TEMPLE OF ORCUS

Treasure: In a large pile of offal (Search DC 32) is a long lost *iron flask* containing a vrock. The command word for the flask is "Muzekseg."

9-8. The Lower Temple of Orcus (EL 16)

Entrance Portals: The divided corridor leads down an 80-foot hall and ends in a set of huge, carved double doors. Unholy scenes of demonic faces and rites are carved in these bas-relief halls and doors, evidence that something wicked this way comes. The doors are unlocked, and may be opened easily by pulling on their great brass handles. The doors are, of course, trapped.

Stone Double Doors with Glyph of Warding Trap: CR 4; 3 in. thick; Hardness 8; hp 75; Break (DC 30); all non-evil creatures passing through the portal are affected, triggering a *bestow curse* spell (-6 Wisdom; Will save DC 14 avoids); Search (DC 28); Disable Device (DC 28).

Beyond the Doors: Inside is the Lower Temple of Orcus, the last of the human-occupied shrines of power dedicated to this evil god. Like the Upper Temple (Level 4), this area is designed to be horribly deadly and should not be taken as "just another encounter" by the DM. It is critical that the PCs destroy this power source if they will have any chance of defeating the evil of Rappan Athuk.

The room itself is shaped like a cross, with two large pools of bubbling blood flanking a large altar upon which rests a shimmering globe of scintillating colors. The globe spins wildly along its axis, creating a *blur* effect within 20 feet of the altar. Around the altar is inscribed a pentagram. This pentagram radiates a permanent *unhallow* and *magic circle against good* aura within 120 feet. Remember as well, the entire temple area radiates a *dispel good* effect. In order to destroy this shrine, the PCs must not only deface the temple, but must also destroy the globe, known as the *sphere of souls*.

Like the Upper Temple, an evil priest and his minions guard this shrine. **Gudmund**, a high priest of Orcus, and several attendants oversee this shrine. The demon prince has bequeathed Gudmund an assistant to aid in the temple's defense: **Geelzabigth**, a type III glabrezu demon. **Gudmund** has also created a **clay golem** to protect him. Several—if not all—PCs may perish in an attempt to destroy this den of evil. Wise and well versed in combat, the priests never surrender or parley. Anyone captured alive is either immediately killed or sacrificed to Orcus after the battle. Combat such as this is the stuff of which legends are made. DMs should play these NPCs with all their guile and skill.

Magical Protections: The temple is under the effects of permanent *unhallow* and *dispel good* spells. All these spells are as if cast by an 18th-level caster.

Gudmund, Male Human Clr12 (Orcus): CR 12; SZ M; HD 12d8+12; hp 91; Init +3 (Dex); Spd 20 ft.; AC 28; +12/+7 melee (1d8+3, +1 *heavy mace*); SA death touch; SQ increased evil spells; AL CE; SV Fort +9, Ref +7, Will +13; Str 14, Dex 17, Con 13, Int 13, Wis 21, Cha 13.

Skills: Hide +3, Knowledge (religion) +12, Listen +7, Move Silently +3, Profession (alchemist) +15, Scry +15,

Search +3, Feats: Alertness, Brew Potion, Combat Casting, Enlarge Spell, Leadership, Scribe Scroll.

Unholy Spells Prepared (6/6/5/5/4/4/2): 0—cure minor wounds (x3), light, resistance (x2); 1st—bane, cause fear, cure light wounds (x3), obscuring mist; 2nd—hold person (x2), silence, spiritual weapon, aid; 3rd—deeper darkness, invisibility purge, magic circle against good, prayer, wind wall; 4th—freedom of movement, cure critical wounds, death ward; 5th—circle of doom, ethereal jaunt, greater command, spell resistance; 6th—blade barrier, word of recall.

Domain Spells (Death, Evil): 1st—protection from good; 2nd—death knell; 3rd—animate dead; 4th—unholy blight; 5th—slay living; 6th—create undead.

Special Domain Abilities: Gudmund casts evil spells at +1 caster level. He may also use a death touch once per day (see below).

SA—Death Touch (Sp): Gudmund must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 12d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: +1 *heavy mace*; +3 *full plate*; +2 *large shield*; *mask of the skull*; magic key to the secret door in Area 5-11; gold unholy symbol (grants permanent *prayer* spell to bearer if a servant of Orcus); *amulet of protection from petrification*; divine scroll of *word of recall*, *heal*, and *harm*; *potions of cure critical wounds* and *invisibility*.

Geelzabigth the Glabrezu: CR 15; SZ H Outsider [Chaotic, Evil]; HD 10d8+45; hp 85; Init +0; Spd 40 ft.; AC 27; Atk +15 melee (2d6+7 [x2], pincers), +13 melee (1d3+3 [x2], claws) and +13 melee (1d4+3, bite); Reach 10 ft.; SA improved grab, spell-like abilities, summon *tanar'ri*; SQ resistances (cold, fire 20), damage reduction (20/+2), darkvision, detect magic, electricity and poison immunity, spell resistance (23), true seeing; AL CE; SV Fort +11, Ref +7, Will +10; Str 25, Dex 10, Con 19, Int 16, Wis 16, Cha 16.

Skills: Bluff +13, Concentration +14, Hide +2, Knowledge (arcana) +13, Listen +21, Move Silently +10, Scry +13, Search +13, Sense Motive +13, Spellcraft +13, Spot +21. **Feats:** Cleave, Multiattack, Power Attack.

Clay Golem: CR 10; SZ L Construct; HD 11d10; hp 60; Init -1; Spd 20 ft. (can't run); AC 22; +14 melee (2d10+11 [x2], slam); SA berserk, wound; SQ magic immunity, damage reduction (20/+1), construct, immune to piercing and slashing, haste, darkvision (60 ft.); AL N; SV Fort +3, Ref +2, Will +3; Str 25, Dex 9, Con —, Int —, Wis 11, Cha 1.

Priests of Orcus, Male Human Clr5 (Orcus) (6): CR 5; SZ M; HD 6d8+18; hp 50; Init +2; Spd 20 ft.; AC 19; Atk +8 melee (1d8+4, +1 *unholy morningstar*, +2d6 vs. good) or +7 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead, racial abilities; AL CE; SV Fort +7, Ref +3, Will +7; Str 16, Dex 14, Con 16, Int 16, Wis 17, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (*morningstar*).



Unholy Spells Prepared (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, cure light wounds, doom, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death, Evil): 1st—cause fear; 2nd—death knell; 3rd—animate dead.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see below).

SA—Death Touch (Sp): Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 5d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: Masterwork chainmail, a large steel shield, a +1 *unholy morningstar*, an unholy symbol of Orcus, a prayer book, a fine black robe emblazoned with the symbol of Orcus.

Acolytes of Orcus, Male Human Clr2 (Orcus) (12): CR 2; SZ M; HD 2d8+4; hp 18; Init +1; Spd 20 ft.; AC 17; Atk +3 melee (1d8+2, heavy mace) or +3 melee (death touch, target's armor is ignored); SA death touch, increased evil spells; SQ control undead; AL CE; SV Fort +5, Ref +1, Will +6; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.

Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells Prepared (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, doom, protection from good.

Domain Spells (Death, Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see below).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: A heavy mace, chainmail, a small steel shield, three vials of *unholy water*, an unholy symbol of Orcus, a black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Tactics: The priests use fairly simple tactics. Gudmund casts *blade barrier*, *death ward*, *prayer*, *freedom of movement*, and *wind wall*, then uses his *mask of the skull*. He then casts additional spells as seen fit by the DM, aiding his demon and clay golem servitors to slay anyone still standing. He uses the *blur* and *protection from good* areas for any close-in

Shrines of Power

The unholy shrines in this dungeon, of which this is the second, provide power to the demon prince Orcus and his avatar the "Master." To cleanse the area of evil, PCs must destroy and consecrate each unholy shrine. Additionally, destroying the unholy shrines weakens Orcus' avatar, making it possible for a high-level party to defeat him on Level 15. Note that to access the Chapel of Orcus (Level 14), the PCs must obtain the magical key held by Gudmund. No other means of opening the door at Area 5-11 is available.

combat he is forced to join, saving his 12d6 death touch for a final moment. If all else fails, he will *word of recall* to Area 9-10 and prepare for a final stand at that location, after healing himself. The acolytes cast *bane*, *doom*, and *protection from good*, then wade into melee, relying on their god's protection. The priests' actions parallel that of the acolytes, but they also cast *bull's strength* and *bless* before joining combat, as well as *animate dead*, creating 5 skeletons each from the bones in Area 9-11 (total of 30 skeletons). When the opportunity presents itself, each priest uses his *death touch* ability or his *silence* or *hold person* spell. As befits their chaotic-evil nature, the higher-level priests let the acolytes bear the brunt of combat (e.g., melee with PC fighters). The glabrezu immediately uses its summon ability to attempt to bring in 1d2 vrocks. It casts *mirror image*, followed by *confusion* and *reverse gravity*. It uses its *teleport* ability to stay away from fighter types, using its *burning hands*, *chaos hammer*, and *unholy blight* spell-like abilities until forced to fight hand-to-hand. The clay golem and skeletons simply bash the closest opponent. None of Orcus' minions retreats or gives quarter. Priests sacrifice charmed PCs immediately following combat.

Treasure: Other than the priests' respective treasures, as listed above, the *sphere of souls* appears to be quite valuable (in excess of 10,000 gp). It radiates *non-detection*, and may be simply removed or taken away by unwise PCs. It is the power focus for this evil temple, and unless destroyed, the avatar on Level 15 loses no vitality. The sphere may be destroyed simply by smashing it to bits (hardness 5, hp 10).

9-9. The Priests' Quarters

This room functions as the temple priests' sleeping quarters. The room contains six beds, evenly spaced apart, and six wooden chests, one situated at the foot of each bed. The beds and chests are of simple yet practical construction. The acolytes sleep on the floor. One more bed is hidden, however, in Area 9-10. All of the chests contain various mundane items, unholy writings, black robes, and other minor priestly trappings. Nothing of value is present in this room. The secret door to Area 9-10 is very difficult to find.

Secret Door: 2 in. thick; Hardness 8; hp 40; Break (DC 28); Search (DC 30).

9-10. The Hidden Room

This is Gudmund's room, as well as the treasure room for this temple. It is where his *word of recall* spell returns him should he have need. The room is lavishly furnished and adorned with tapestries, golden idols encrusted with gems, and various magical trophies taken from dead adventurers. Three large chests sit along the south wall, locked with finely crafted locks. Each is trapped.

Chest #1: Poison Needle Trap: CR 4; +8 ranged (1 plus deathblade poison, Fortitude save DC 20 or 1d6/2d6 points of temporary Con damage); Search (DC 22); Disable Device (DC 20).

Chest #2: Lightning Blast Trap: CR 4; 5-foot-wide, 50-foot-long blast (5d6), Reflex save (DC 14) avoids; Search (DC 28); Disable Device (DC 28).

Chest #3: Trap the Soul Trap: CR 8; as per the spell *trap the soul*; Will save (DC 22) avoids; Search (DC 33); Disable Device (DC 33).

Treasure: This room contains the vast wealth of this temple. The tapestries alone are worth over 5,000 gp, though finding buyers of the evil scenes depicted may be difficult. Six large pieces of artwork are present. The first is a silver water fountain enchanted to run water continuously. The fountain is in the shape of a swan in a pool, and the whole is worth 3,000 gp. The second is a large statue of Hecate, made of pure platinum and with emeralds for eyes, worth over 10,000 gp in precious materials alone. This statue is *hallowed*, though its aura is suppressed by the *unhallow* effect of the temple. The third piece of art is a golden flute, inlaid with fine gemstones and of purest quality, worth 1,500 gp. The final two items are a pair of ornamental swords, inlaid with gems and edged with platinum; their hilts are wrapped with mithril. These two swords are worth 6,000 gp as a set. A *bronze horn of Valhalla* rests on the wall. Chest #1 contains 2,800 sp and 3 arcane scrolls. The first scroll contains the spell *stone to flesh*, the second *freedom*, and on the last is inscribed a single *wish*. Chest #2 contains velvet lining and is filled with 8 potions; all potions are unmarked. There are 3 potions of *cure serious wounds*, two of *heroism*, and one each of *tongues*, *haste*, and *wisdom*. The last chest contains a *decanter of endless water*, and a long, thin puzzle box made of adamantite. This box requires an Intelligence test (DC 25) to open (Disable Device skill adds a +2 synergy bonus). The box contains a *wand of ice storm*. Hidden in a secret compartment of this chest is a *pearl of power* (3rd). This compartment is also trapped.

Secret Compartment: CR 2; Spot (DC 40); Search (DC 30); 0.5 in. thick; Hardness 10; hp 10; Break (DC 28).

Poison Gas Trap: CR 7; no attack roll necessary, burnt other fumes released in a 20-foot-radius sphere (Fortitude save [DC 18] or lose 1 point of permanent Constitution damage, followed by 3d6 points of temporary Constitution damage); Search (DC 21); Disable Device (DC 25).

9-11. Land of the Dead

This room is literally piled wall to wall with bones and rotting bodies, all sacrificed to the evil lord of the dead. Nothing of value remains, as the bodies were searched prior to disposal here. This room is used as a resource for animating skeletons to serve in the evil temple.

Level 9B: The Well of Agamemnon, Upper Level

Level 9B

Difficulty Level: 10

Entrances: Secret staircase from Level 10A. This staircase is located beyond the waterfall near the center of the great cavern.

Exits: Whirlpool to Level 9C.

Wandering Monsters: Check once every 12 hours on 1d20:

1-2: 1d4 **Crazed Humans**, Bbn6 (See Area 9B-4, below)

3: 1d4 **Crazed Goblin Scouts**

4-5: 3d6 **Dire Rats**

5: 2d6 **Stirges**

6: **The Frogman** (see Area 9B-23)

7-20: No encounter

Detections: None.

Shielding: The entire level is shielded, and no means of magical transport such as *teleport*, *dimension door*, *plane shift*, *ethereal jaunt*, and so forth functions on this level, except for the teleports at Areas 9B-15 and 9B-16. In addition, no spells or powers involving extra-planar contact, such as *summoning* or *commune*, operate on this level.

Continuous Effects: No magic of any kind functions in room 9B-26, or in the whirlpool area (9B-27) beyond. The entire level radiates soft light (equal to a *light spell*). Being on this level causes the loss of 1 permanent Wisdom point per day spent here, no save. At Wis 0, a PC is transformed into a crazed cannibal (see Area 9B-4, below). Only a *heal* spell can restore a lost soul affected in this way.

Standard Features: Unless otherwise noted, all doors on this level are made of locked, iron-reinforced wood (2 in. thick; Hardness 5; hp 20; Break DC 18, Open Lock DC 20). All secret doors are made of stone (1 in. thick; Hardness 8; hp 20; Break DC 22, Open Lock DC 20, Search DC 20, Spot DC 30).

The river on this level creates a circular, clockwise route that continuously runs around the level's center portion. The channel is carved and smooth, and the current is swift. Channel depth is approximately 15 feet, and the width varies from 15 to 25 feet across. Swimming with the current (moving 60 ft. per round) is reasonably easy (DC 12). Swimming against the current is more challenging (DC 24).

This level begins the subplot involving the evil sorcerer Agamemnon. Agamemnon was a servant of Hecate, and servitor of Akbeth, long before the rise of Orcus in the dungeon. He built as his tomb an imprisoning gate that lets intruders in but not out. Only by transversing the entirety of Agamemnon's Well (Levels 9B and 9C), can an adventuring party escape and return

to the lands above. In order to escape, the PCs must retrieve the sword of Agamemnon, known as "Butcher," which is kept in his tomb on Level 9C.

The passage from Level 9B to 9C may be this area's most treacherous feature. It consists of a whirlpool covered in an anti-magic field that must be crossed with boats or by swimming. Any lost to the center of the pool are dead and gone.

9B-1. Entrance

These stairs descend from Level 10A. They are neither trapped nor dangerous in any way. Once the bottom is reached, a plain looking door is present. Once opened, this door causes the stone above to seal while creating an anti-magic field in the stairwell. There is no save, nor can the device be bypassed. The door radiates strange magic—both divine and arcane (thanks to Hecate). The PCs arrive at the room listed as 9B-1 on the map.

Crazed Goblin Scouts

These pathetic goblins have gone mad from being on this level. They have the following stats:

Crazed Goblin Scouts, Rog3: CR 3; SZ S; HD 3d6 (3d6+12); hp 14 (26); Init +1; Spd 30 ft.; AC 15 (16 with shield); Atk +2 (+4) melee (1d6-1 [1d6+1], handaxe, crit x3) or +2 melee (1d4-1 [1d4+1], dagger, crit 19-20) or +2 (+4) melee (1d6-1 [1d6+1], javelin) or +4 ranged (1d6-1, javelin, range 30 ft.), or +4 ranged (1d6, shortbow, crit x3, range 60 ft.); SA rage (statistics when enraged are in parenthesis), sneak attack (+2d6); SQ darkvision (60 ft.), evasion, fast movement, insane, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +1 (+3), Ref +4, Will (see below); Str 8 (12), Dex 13, Con 11 (15), Int 10, Wis 0, Cha 8.

Skills: Appraise -3, Balance +5, Climb +2, Disable Device +3, Escape Artist +4, Hide +11, Intuit Direction -4, Jump +0, Listen +5, Move Silently +10, Open Lock +3, Pick Pocket +3, Search -3, Spot -1, Tumble +4, Use Rope +3. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Mobility.

SQ—Insane (Ex): These goblins are completely immune to all mind-affecting spells and effects. No saving throw need be made for these types of effects. Likewise, they must always use their rage ability at the start of any combat.

Possessions: Studded leather armor, small wooden shield, shortbow with 40 arrows or javelins (3) or handaxe, dagger, 1d4 sp, 2d4 cp.

9B-2. Empty

Bones and junk litter all rooms and caverns marked 9B-2. DMs should also roll a wandering monster check each time characters enter a room labeled "9B-2."

9B-3. The Entrance Foyer

This room stands as a monument to the sorcerer Agamemnon, and the five pillars along the west wall of the room depict the deeds and fortunes of the great man. Doors lead out to the north and south, and a carved passage leads to the northwest. All the writings inscribed on the columns are in ancient Draconic and require a Decipher Script check (DC 25) to read. Several clues can be gained if the writings are deciphered. Details of the pillars include the following information:

Pillar #1 has writings describing Agamemnon's rise from an apprentice to become the lover and servant of the priestess Akbeth. It tells of superhuman deeds, slaying of dragons, and communing with the great goddess Hecate. It details Agamemnon being granted a divine gift from the goddess, a sword of glowing green metal (this is Butcher, the Sword of Agamemnon).

Pillar #2 has writings describing Akbeth's fall from grace and eventual transmutation by the goddess. It explains how Agamemnon remained true to the goddess, and describes the building of the mithril gates on Level 9A by the sorcerer to guard the remains of his lost love. It tells of terrible conflict in his heart as he was forced to choose between his lover and his goddess.

Pillar #3 has writings describing Agamemnon's quest for immortality and how he searched the world for the secret of it. It tells of his quests and travels, and how finally only divinity or undeath would save him. It is clear that Agamemnon was an avid sailor, and the writings mention that he traveled to legendary lands in the great ships Tarun and Malgedesh (these are the command words for the folding boat in Area 9B-9).

Pillar #4 describes the building of the well. It describes that only with a divine force can the well be exited, and only "with the steel of the gods" may someone open the lock that holds the gate closed. This describes how the exit can be accessed through the center pillar (#3) using the sword as a key.

Pillar #5 shows a slow slip into evil for the old sorcerer, and speaks of his desire to starve any that pillage his resting place. It talks of blood being the key to divinity, and only through consumption of the living can a person achieve godhood (this is a clue that Agamemnon has become a vampire).

9B-4. The Fountain (EL 10)

This room contains an intricately carved fountain in the form of a beautiful woman standing in a circular pool of water. Those who have seen Akbeth's statue—or a form or picture of her—recognize the woman as her. Unfortunately, before the PCs can fully take in the view, they must deal with the **crazed cannibalistic humans** who occupy this room. These men have been stuck in the well for years, subsisting on cavefish and newcomers. They eat the occasional rat or stirge to supplement their diet. These men are beyond help, short of a *heal* spell, and fight maniacally until slain. If cured of their insanity, they join the party and aid the PCs in the quest to get out of the well. Their only tactic is to charge, kill, and eat the PCs.

Crazed Cannibalistic Humans, Bbn6 (8): CR 6; SZ M; HD 6d12+18 (6d12+30); hp 52 (64); Init +3; Spd 40 ft.; AC 16; +12/+7 (+14/+9) melee (1d10+6 [+8], greatclub); SA rage (statistics when enraged are in parenthesis); SQ insane, fast movement, uncanny dodge; AL CE; SV Fort +8, Ref +5, Will -4 (special); Str 23 (27), Dex 16, Con 16 (20), Int 10, Wis 0, Cha 10.

Skills: Climb +12, Jump +12, Listen +11, Spot +6, Swim +2, Wilderness Lore +6. **Feats:** Alertness, Blind-Fight, Improved Unarmed Strike, Power Attack.

SQ—Insane (Ex): These men are completely immune to all mind-affecting spells and effects. No saving throw need be made to these types of effects. Likewise, they must always use their rage ability at the start of any combat.

Possessions: Greatclub, hide armor, loincloth, bone trinkets, ear collections, teeth collections, and so on.

Secret Door: The secret door to Area 9B-17 is a trap door in the floor. It is easy (DC 8) to find, as the crazed men who inhabit this room (they are not good about keeping it closed) use it for passage.

9B-5. The Underwater Tunnel

The south door leads to a downward sloping tunnel. The corridor slopes steeply down, enters the water, proceeds 15 feet, then slopes steeply up into Area 9B-19.

9B-6. The Hidden Servant (EL 10)

Waiting patiently in this room is the bound demon, Nargallamar. Nargallamar was bound by Agamemnon to "guard this area"; however, the sorcerer never told him how large the area was, hence he only guards this room. Due to the lack of abilities, the XP for Nargallamar is reduced (he cannot use his normal *teleport* or *summoning* abilities due to the shielding present on this level). He attacks all that remain in this room, but does not pursue out of it.

Nargallamar the Vrock Demon: CR 13 (reduced to 10); SZ L Outsider [Chaotic, Evil]; HD 8d8+24; hp 60 hp; Init +2; Spd 30 ft., fly 50 ft. (average); AC 25; Atk +11 melee (1d8+4 [x2], claws), +9 melee (1d6+2, bite), +9 melee (1d4+2 [x2], rakes); Reach 10 ft.; SA spell-like abilities, spores, screech, dance of ruin; SQ damage reduction (20/+2), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision, telepathy, spell resistance (22); AL CE; SV Fort +9, Ref +8, Will +8; Str 19, Dex 15, Con 17, Int 14, Wis 14, Cha 12.

Skills: Concentration +14, Hide +9, Knowledge (arcana) +12, Listen +13, Move Silently +13, Search +13, Sense Motive +13, Spellcraft +12, Spot +12. **Feats:** Cleave, Multiattack, Power Attack.

Tactics: Nargallamar attacks using his spore cloud every 3rd round as a free action if any targets are in range. He casts *mirror image*, then screeches and attacks, using his *mass charm* ability on even numbered rounds.

Treasure: There are the remains of several adventurers here. Though these adventurers were stripped and devoured, 4 suits of full plate armor are still present here, as is a backpack with 6 sunrods, 3 flasks of acid, and an ivory

case (200 gp value) containing an *arcane scroll of legend lore* cast at 14th level.

9B-7. The Pool (EL 8)

A spiral staircase leads down to a large cavern flooded with 5 feet of water. The water is murky and still. Faint ripples can be seen if the water is entered. Three rounds after it is entered, an aquatic **black pudding** attacks. It will not pursue out of the water.

Black Pudding: CR 7; SZ H Ooze; HD 10d10+60; hp 95; Init +0; Spd 20 ft., climb 20 ft.; AC 12; Atk +8 melee (2d6+4, buffet plus acid); SA grab, acid, constrict; SQ blindsight (60 ft.), ooze; AL N; SV Fort +7, Ref -2, Will -2; Str 17, Dex 1, Con 19, Int —, Wis 1, Cha 1.

9B-8. The Cursed Door (EL 2)

This door is obviously not just a normal door. It is covered with runes and writings. If a Decipher Script check (DC 25) is made, it can be determined that there is a great curse upon the door. The curse states that any passing through the portal suffers a "curse of drowning." This is true. Any who pass through the portal must make a Will save (DC 22) or be permanently cursed with a -10 competence penalty on all Swim checks. The door is unlocked and can be easily opened.

9B-9. The Boat Room

This room contains a series of artistically sculpted boats and rafts of all shapes and sizes. All of the boats are old, brittle, and beyond use. Any attempt to use them in the river results in a 50% chance per 10 minutes of use that they will break apart and sink. One exception to this is present. Appearing as a toy boat, about 6 inches long and in the shape of a canoe, is a magical *folding boat*. Use of this boat requires a command word to be determined. The words are "Tarun" (boat) and "Malgedesh" (ship), as noted in Area 9B-3.

9B-10. The Laboratory Entrance (EL 15)

Agamemnon left two nasty guardians to protect his laboratory. He had no desire to let intruders access his private laboratory, and took great pains to prevent entrance. To this end, 2 **iron golems** bar the way to the door to room 9B-11. The door itself is *arcane locked* at 18th level.

Iron Golems (2): CR 13; SZ L Construct; HD 18d10; hp 99; Init -1; Spd 20 ft. (can't run); AC 30; +23 melee (2d10+11 [x2], slam); SA breath weapon (cloud of poisonous gas, 10-foot cube, Fort save [DC 17], initial 1d4 points of temporary Constitution damage, secondary damage death); SQ magic immunity, damage reduction (50/+3), construct, darkvision (60 ft.), rust vulnerability; AL N; SV Fort +6, Ref +5, Will +6; Str 33, Dex 9, Con —, Int —, Wis 11, Cha 1.

Tactics: The golems fight until slain, but do not pursue south of the river crossing.

Arcane Locked Iron Door: 2 in. thick; Hardness 10; hp 80; Break (DC 38), Open Lock (DC 40).

9B-11. The Laboratory

This room is obviously a wizard's laboratory. It contains numerous tables and shelves filled with various powders and liquids. Two half-finished flesh golems molder on a large table, inert and never animated. If materials were recovered from this room, they would fetch over 20,000 gp on the open market. This would require transport of approximately 12 tons of gear to the surface, however. Against the north wall is a secret door. Beyond this door is a storeroom of magical potions. Due to the presence of the iron golems in Area 10, no one has yet looted this storeroom.

Secret Door: CR 2; Spot (DC 30); Search (DC 20); 2 in. thick; Hardness 5; hp 20; Break (DC 20), Open Lock (DC 20).

Potions: Along the shelves in the hidden chamber are the following potions, all unlabeled: *cure light wounds* (x6), *intelligence* (x3), *hiding* (x2), *vision* (x3), *levitate*, *invisibility* (x2), *lesser restoration* (x3), *truth* (x2), *water breathing* (x6), *fly* (x2), *gaseous form* (x2) and *remove disease* (x3). There are also 5 vials of magical poison; each registers as magical, but is instead potent venom, causing 1d10/1d10 points of temporary Constitution damage.

9B-12. The Cannibal Lair (EL 11)

The entrance to this room can only be accessed by grabbing onto an iron bar that juts out of the wall into the space above the river. In the distance, an arched bridge can be seen crossing the river (Area 9B-13). Other than by flight, the only way to grab the bar is to make a successful melee touch attack against AC 20 while passing by it, either swimming or in a boat. Failure indicates that the bar has been missed and the PC grabbing for it has proceeded down river. Meanwhile, there is a 50% chance that the crazed inhabitants of this room complex attack with missile fire as described in Area 9B-13. The door is standard for this level and is unlocked.

The room beyond the entrance door contains six intact 2-person boats, carved from woodwork within the dungeon and totally functional. It also contains the rough sleeping quarters of 10 **crazed cannibalistic humans**. They inhabit Area 9B-13 and the empty room beyond, though they have not found the secret door to Area 9B-14. If they are present on the bridge, they attack with arrows before coming down the stairs to melee with intruders. They fight maniacally until slain.

Crazed Cannibalistic Human Bbn6 (10): hp 52 (64); see Area 9B-4, above.

9B-13. The Great Arched Bridge

This area consists of a 15-foot wide, 40-foot tall arched bridge of magical brickwork. It is inscribed with pictograms and writings. It can withstand any degree of magical assault and is made of stone that resists all blows from weapons below +2 enchantment. There is a 50% chance that the crazed humans described in Area 9B-12 are present on the bridge, and they will fire arrows at the PCs. The bridge itself grants 70% cover to all

LEVEL 9B: THE WELL OF AGEMEMNON, THE UPPER LEVEL

who are on it. On the underside of the bridge is an inscription of note, written in silver inlaid script. The writings are in ancient Draconic and require a Decipher Script check (DC 25) to read. They read:

*To seek the sword,
And freedom find,
Remove the curse of gods gone by,
Purge the doors of sin and blight,
Beyond the wall, of blackest night.*

9B-14. The Lost Room

The crazed inhabitants of this area have not yet discovered this secret door. Beyond the door is a small chamber containing an undisturbed library. Bookshelves line the walls, and comfortable yet moldy furniture is scattered about. Most of the 700 books present, while valuable (average 20 gp each), are mundane. Two are of interest and require a thorough Search (DC 28) or a *detect magic* spell to find. The first is a *book of exalted deeds* while the other is a cursed *vacuous grimoire*.

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 20); Break (DC 20), Open Lock (DC 20).

9B-15. The Teleportal

This area *teleports* anyone landing on it to Area 9B-16, unless they were teleported from Area 9B-16.

9B-16. The Second Teleportal

This area *teleports* anyone landing on it to Area 9B-15, unless they were teleported from Area 9B-15.

9B-17. The Cannibals' Den

This is the living quarters of the crazed cannibalistic humans encountered in Area 9B-3. If they were not found there, they are here when the PCs arrive (see Area 9B-3). This room contains piles of human bones, musty, rotted pallets of bedding, and an assortment of old equipment.

Treasure: Three suits of rusty but usable plate mail are here, as are 5 longswords, 1 greatsword, a +3 *composite longbow*, a *medallion of thought projection*, 4 packs containing 2,200 gp of gold ore (worth 1,100 gp), 3 jars of alchemist's fire, 2 vials of holy water, a large steel shield, 3 large wooden shields, and a book of elven poetry worth 15 gp.

9B-18. The Boneyard

This room is stacked with piles and piles of bones. Humanoid, fish, rat, and other monster bones lie strewn about in piles. A locked secret door to the south leads to Area 9B-19.

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 20); Break (DC 30), Open Lock (DC 20).

9B-19. Feet of Clay (EL 10)

The floor of this room is covered in slippery mud and wet clay. Two rounds after it is entered, the ground begins to tremble. Two rounds later, a **clay golem** pulls itself free and attacks. This golem acts as the first line of defense for

the priest buried at Area 9B-21. A secret door 6-inches under the mud hides the access to Areas 9B-20 and 9B-21.

Clay Golem: CR 10; SZ L Construct; HD 11d10; hp 60; Init -1; Spd 20 ft. (can't run); AC 22; +14 melee (2d10+11 [x2], slam); SA berserk, wound; SQ magic immunity, damage reduction (20/+1), construct, immune to piercing and slashing, haste, darkvision (60 ft.); AL N; SV Fort +3, Ref +2, Will +3; Str 25, Dex 9, Con —, Int —, Wis 11, Cha 1.

Tactics: The golem fights until slain, but does not pursue out of this room to the north.

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 30, 15 if area is dug into); Break (DC 30), Open Lock (DC 20).

9B-20. The Pool of Oblivion

Beyond the secret door in Area 9B-19 is a small cavern, dripping with water and covered in stalactites and stalagmites. In the center of the room is a swirling pool of black water, smelly and foul. Ten feet down is a hidden tunnel leading to Area 9B-21. No light source can penetrate the water of the pool, and only careful feeling (while underwater) allows the door to Area 9B-21 to be discovered.

Hidden Door: 2 in. thick; Hardness 5; hp 20; Search (DC 30, when underwater only); Break (DC 20).

9B-21. Underwater Angel

This is the tomb and final resting-place of Nemethiar, a priestess of Hecate and friend of Agamemnon. She is long dead and cannot trouble the PCs. The entire chamber is underwater, and due to the presence of the black water, no vision is possible here either. The DM should have fun with this. Even with a *water breathing* spell or potion, it is really creepy to be swimming in total darkness. Cold or warm water may pass by the PCs, floating debris may brush against their skin, or other creepy effects; this is all up to the DM to improvise. If multiple PCs are in the water, they may even attack each other in the darkness. No monsters or treasure are present in this room.

9B-22. The Bar Across the River

Across the river, at a height of 3 feet, is a huge steel bar. Passersby in a boat may grab this bar easily. Passing swimmers may grab the bar with a successful Swim check (DC 20). On the south side of the bar is a tunnel entrance leading to Area 9B-25.

9B-23. The Frogman's Lair (EL 6)

This room is the lair of the frogman, a reasonably tough creature of unknown origin. The frogman is not necessarily unfriendly and can be bargained with, even befriend if approached properly. He feeds exclusively on cave fish and bugs, and is not predatory to humans.

Secret Door: The secret door to his lair is hard to find, though it is possible that wet footprints may lead the PCs to his lair if they either encounter him as a wandering

monster or if they are in dire need of a little "DM intervention" to cross the whirlpool in Area 9B-29.

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 30); Break (DC 20).

When the frogman is encountered, he will cautiously await the PCs reaction, diving into the river to escape if they appear hostile. He appears as a bulbous-eyed, green-skinned humanoid, about six feet tall, and with webbed feet. If he can be communicated with (*tongues, speak with animals*), he may assist the PCs in crossing the whirlpool area or in other waterborne adventuring.

The Frogman: CR 6; SZ M Aberration; HD 6d8+36; hp 62; Init +6; Spd 40 ft., swim 60 ft.; AC 16; Atk +5 melee (1d3+1 [x2], claws) and +0 melee (1d2, bite); SQ regeneration (5), darkvision (90 ft.), scent; AL N; SV Fort +8, Ref +4, Will +5; Str 12, Dex 14, Con 23, Int 14, Wis 10, Cha 9.

Skills: Hide +12, Jump +10, Listen +5, Move Silently +10, Spot +5, Swim +14. **Feats:** Alertness, Dodge, Improved Initiative, Run.

9B-24. The Food Cave (EL 2)

This cavern is fungus-filled and contains a biomass greater than most swamps. Hundreds of types of fungi are present here: 20% of the fungus is edible while 10% is poisonous (Fortitude save DC 16 or take 2d6 Con/2d6 Con). A Wilderness Lore check (DC 20, DC 14 for gnomes and other underground creatures) lets the characters tell which are edible. There is enough material here to sustain a party of 12 PCs indefinitely. There are 2 other inhabitants of the cavern as well. These look like beholders, but are in reality 2 gas spores.

Gas Spore (2): CR 1; SZ M Plant; HD 1/4d8; hp 1; Init +0; Spd 5 ft., fly 10 ft. (poor); AC: 10; Atk -4 melee (1d3-4 plus rhizomes, slam); SA death throes (6d6 to all within 20 ft. radius,

Ref save DC 11 for half), rhizomes; SQ plant, mimic beholder (Spot check DC 25 or mistaken for beholder over 10 ft. away), low-light vision; AL N; SV Fort +2, Ref +0, Will +1; Str 3, Dex 10, Con 10, Int —, Wis 12, Cha 1.

Note: See the **Monster Appendix** for more details.

9B-25. Down, Down, Down You Go, Where You Stop, No One Knows...

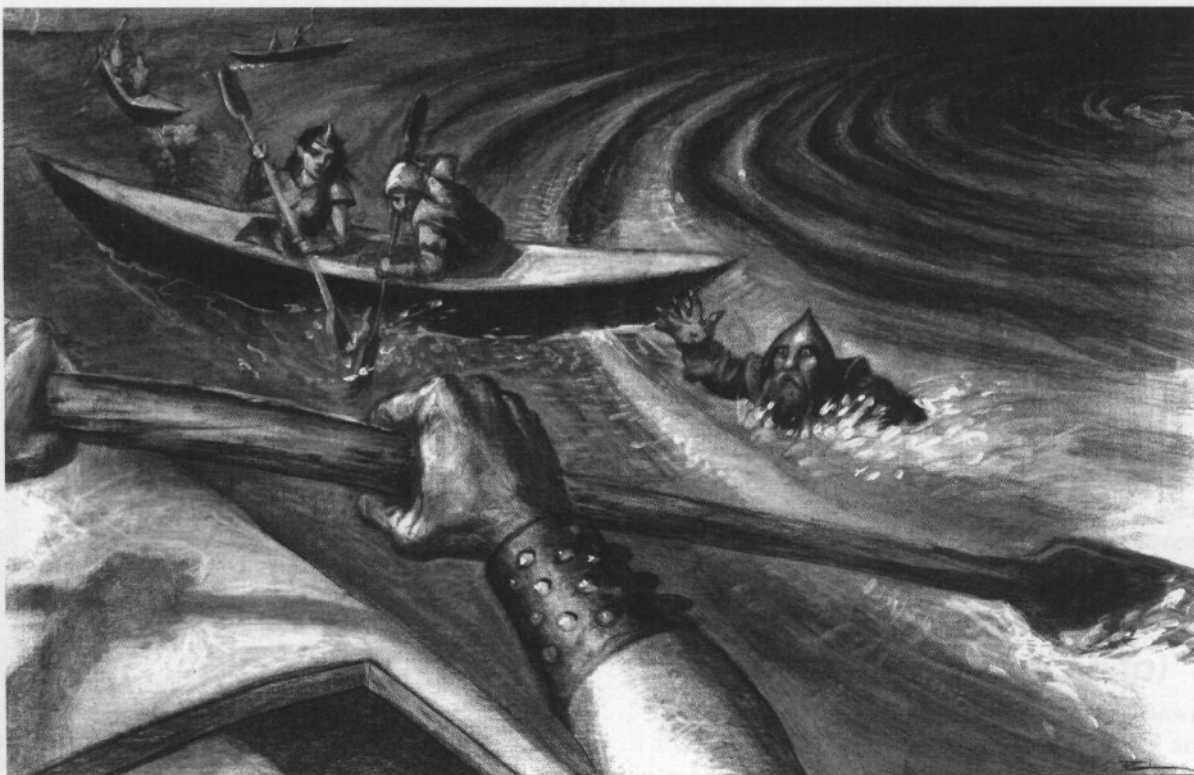
This nondescript room contains very little in the way of interest, except for a bas-relief of a demonic face on the floor leading to Area 9B-26. The mouth of the 4-horned, red-faced demon is 10 feet in diameter and provides access to the watercourse leading to Level 9C, 20 feet below.

9B-26. Passage to the Whirlpool

This area leads to the whirlpool and eventually to Level 9C. The water in the baffled area is only 3-feet deep and provides stability for those wishing to load boats or to rest before trying to make the trip across the whirlpool. No magic functions in this area. The passage leads 200 feet south, gradually deepening to a maximum of 20 feet at the outlet to Area 9B-27.

9B-27. The Whirlpool (EL 12)

This area leads either to death or to Level 9C, depending on the fortunes of those attempting to cross it. For this area, use the separate map provided (Whirlpool Map). No magic functions in this area. The only exception is the druid ability to change form to a flyer. This ability is natural and thus functions normally. The cavern itself is vast (300 feet in diameter) and is totally water-



LEVEL 9B: THE WELL OF AGEMEMNON, THE UPPER LEVEL

filled. In the center of the cavern is a suction funnel of water leading into an abysmally deep underground lake with no air source and no escape. The only method of passage is to stay as far from the center as possible, be a strong swimmer or boater, and have good luck. Anyone lost in the whirlpool is dead and gone and can only be brought back by a *wish* or *miracle*. There are four zones present in this water. Difficulties and result of success and failure for those trying to cross the pool are as follows:

Zone 1: Swim (DC 20), Boat (Str check DC 15). Success indicates a full move is made at the rate of the swimmer/boater and that he remains in this zone. Failure means that the PC in question moves to Zone 2, and moves 1/2 the desired distance toward the targeted destination.

Zone 2: Swim (DC 25), Boat (Str check DC 20). Success indicates a full move is made at the rate of the swimmer/boater

and that he remains in this zone, or he may move 1/2 and return to Zone 1. Failure means that the PC in question moves to Zone 3 and moves 1/2 the desired distance toward the targeted destination.

Zone 3: Swim (DC 30), Boat (Str check DC 25). Success indicates a full move is made at the rate of the swimmer/boater and that he remains in this zone, or he may move 1/2 and return to Zone 2. Failure means that the PC in question moves to Zone 4.

Zone 4: Cannot swim or boat in. The other PCs watch helplessly as the victim is slowly drawn into a death spiral.

Entrance to Level 9C: The entrance to Level 9C lies across the cavern, in an area of still water some 300 feet away.

Level 9C: The Well of Agamemnon, Lower Level

This level is the final resting place of the great wizard Agamemnon and holds the key to escaping from the Well. Having passed the whirlpool, the party now confronts the wizard in the form of a vampire. In order to gain their freedom, the PCs must defeat him and obtain his sword.

9C-1. Entrance

The sandy shore at the opposite side of the whirlpool is safe for landing. The observant (Spot check DC 12) can see a few footprints. These footprints look like bare human feet and can be tracked to Area 9C-2, where they disappear.

9C-2. Underwater Passage

Spiral stairs lead down to a water-filled passage. This passage is 60 feet long and ends in another set of spiral stairs leading up to the dry corridor above. Swimming through this passage requires a Swim check (DC 15). Failure indicates that the PC begins to drown.

Level 9C

Difficulty Level: 12

Entrances: Whirlpool from Level 9B.

Exits: None.

Wandering Monsters: Check once every 12 hours on 1d20:

1-2: 1d4 **Crazed Humans**, Bbn6 (see Level 9B, Area 9B-4)

3: 1d4 **Crazed Goblin Scouts**

4-5: 3d6 **Dire Rats**

5: 2d6 **Stirges**

6: 1 **Black Pudding** (see Level 9B, Area 9B-7)

7-20: No encounter

Detections: None.

Shielding: The entire level is shielded as is Level 9B, and no means of magical transport such as *teleport*, *dimension door*, *plane shift*, *ethereal jaunt*, and so forth functions. In addition, no spells or powers involving extra-planar contact, such as *summoning* or *commune*, operate on this level.

Continuous Effects: The entire level radiates soft light (equal to a *light* spell). This level, like Level 9B, causes the loss of 1 permanent Wisdom point per day spent here, no save.

Standard Features: Unless otherwise noted, all doors on this level are made of locked, iron-reinforced wood (2 in. thick; Hardness 5; hp 20; Break DC 18, Open Lock DC 20). All secret doors are made of stone (1 in. thick; Hardness 8; hp 20; Search DC 20; Break DC 22, Open Lock DC 20).

Crazed Goblin Scouts

These pathetic goblins have gone mad from being on this level. They have the following stats:

Crazed Goblin Scouts, Rog3: CR 3; SZ S; HD 3d6 (3d6+12); hp 14 (26); Init +1; Spd 30 ft. (30 ft. base); AC 15 (16 with shield); Atk +2 (+4) melee (1d6-1 [1d6+1], handaxe, crit x3) or +2 melee (1d4-1 [1d4+1], dagger, crit 19-20) or +2 (+4) melee (1d6-1 [1d6+1], javelin) or +4 ranged (1d6-1, javelin, range 30 ft.), or +4 ranged (1d6, shortbow, crit x3, range 60 ft.); SA rage (statistics when enraged are in parenthesis), sneak attack (+2d6); SQ darkvision (60 ft.), evasion, fast movement, insane, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +1 (+3), Ref +4, Will (see below); Str 8 (12), Dex 13, Con 11 (15), Int 10, Wis 0, Cha 8.

Skills: Appraise -3, Balance +5, Climb +2, Disable Device +3, Escape Artist +4, Hide +11, Intuit Direction -4, Jump +0, Listen +5, Move Silently +10, Open Lock +3, Pick Pocket +3, Search -3, Spot -1, Tumble +4, Use Rope +3. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Mobility.

SQ—Insane (Ex): These goblins are completely immune to all mind-affecting spells and effects. No saving throw need be made for these types of effects. Likewise, they must always use their rage ability at the start of any combat.

Possessions: Studded leather armor, small wooden shield, shortbow with 40 arrows or javelins (3) or handaxe, dagger, 1d4 sp, 2d4 cp.

9C-3. The Hanging Door

This door hangs in mid-air and is similar to those on Level 3A and Level 7 (see *Rappan Athuk—the Upper Levels* and *Rappan Athuk—the Middle Levels* for more details on these levels). Writing above the door reads, in Elven, "Only with Butcher may the Faithful open." The door cannot be opened in any way, unless the person opening it holds the magic sword from Area 9C-19. The door opens easily for anyone holding the sword. It is a one-way door, and PCs cannot travel back into the dungeon through this door. Those attempting to do so are stranded on the astral plane. This one-way door leads to a cave on the ground level outside the dungeon, over a mile away from the main entrance. The cave entrance is covered with a *permanent image* and a *permanent screen* spell, hiding it from detection. The PCs may rest here without fear of detection.

9C-4. The Stirge Cavern (EL10)

This cavern contains 21 *stirges*, having flown in from the area beyond the whirlpool. They are quite hungry, subsisting so far on only those lucky

enough to get here and the few dire rats on this level. They attack en masse as soon as the bottom of the spiral stairs is reached. They have no treasure.

Stirges (21): CR 1; SZ T Beast; HD 1d10; hp 6; Init +4; Spd 10 ft., fly 40 ft. (average); AC 16 (12 if attached); Atk +6 melee (1d3-4, touch, plus attach and blood drain); Face/Reach 2 ft. x 2 ft./0 ft.; SA attach, blood drain (1d4 points of temporary Constitution damage per round); SQ darkvision (60 ft.); AL N; SV Fort+2 Refl+6 Will+1; Str 3, Dex 19, Con 10, Int 1, Wis 12, Cha 6.

Skills: Hide +14. **Feats:** Weapon Finesse (touch).

9C-5. The Floor of Mud

This area contains 4 feet of soft, slippery mud. This poses no real hazard to anyone taller than 5 feet, though all movement in this area is at 1/8th speed. At the far end of the room, the floor rises up slowly and exits the mud at the intersection.

9C-6. The Cursed Door of Agamemnon

This column-lined hall is filled with 8 feet of water except on the path between the columns. A curse is inscribed in ancient Draconic upon each pair of columns, each curse more terrible than the first, though none have any power, magical or otherwise. All warn intruders that to disturb the rest of Agamemnon is to invite plague, ill fortune, and death. At the end of the hall is a set of large stone steps made of pure white marble. At the top of the steps is a huge set of double doors, made of red stone and having no noticeable means of egress. The doors can only be opened by the casting of a *remove curse* spell, at which point they begin to bleed human blood, pouring pints of it all over the staircase and into the water. The bleeding doors are quite creepy, though the blood has no actual game effect. The doors then swing open, allowing entrance in to Area 9C-9. The doors cannot be bypassed by any other means, short of a *wish* or *miracle* spell.

9C-7. Leeches Don't Suck, They Bite (EL 2)

This room lies at the bottom of a 40-foot spiral staircase. Muddy water 3 feet deep covers the entirety of the room. A stairwell leading up to Area 9C-8 lies at the south side of the room. In the muddy water are several hundred leeches. Each round spent in the water draws attack by 2d6 leeches per person. These nasties cause no pain when they attack, and armor does nothing to protect an individual. Unless the PCs inspect themselves after exiting the water, they take 1 point of temporary Constitution damage each 10 minutes per 6 leeches attached. Anyone bitten by leeches must make a Fortitude save (DC 15) or contract *filth fever*. Leeches may be safely removed by heat or spell. Pulling them off ends the Constitution damage, but it causes the Fortitude save to suffer a -5 penalty.

9C-8. The Star Room

This room radiates starlight, and the ceiling looks like the outdoor area surrounding the dungeon at night. Grass grows all over the ground, and trees dot the landscape. Birds and small animals scurry about, and berries grow on bushes. This room in all ways appears as if it were truly outdoors at night. This is in reality a powerful *permanent image*, placed as if by an 18th-level sorcerer. The PCs could actually wander for years in this room, traveling for miles, only to have it remain continually night. The animals are part of the illusion, and cannot be caught or conversed with in any way. Plants or berries picked can be eaten, but they provide no nourishment. It is possible that monsters may wander in here from time to time, as the aesthetics of this room fool them as well. In that case, the PCs may interact with the monsters (or the other way around, of course). The DM is encouraged to make the players believe they are outside, though their wanderings never seem to lead anywhere.

9C-9. The Hall of Agamemnon

This huge hall depicts the major life events of the great wizard prior to his turn to evil. There are scenes of Agamemnon fighting dragons, summoning angels, fighting demons, slaying evil priests, and so on all over the walls and ceiling of this room. The workmanship of the painter (Agamemnon himself) is astounding. The room is otherwise featureless, save for a round pedestal 30 feet across, upon which sits a large pyramid of opaque black obsidian.

9C-10. The Black Pyramid (EL 2 or 11)

Faint light can be seen within the pyramid, and ghostly white figures can be seen periodically pressing their faces against the sides. There is no obvious means of opening the pyramid, though it can be bashed in (Hardness 8, hp 30). If this happens, 3 *banshees* are released and attack immediately. At the far south point of the pyramid is a secret latch. This latch must be carefully searched for by hand, and no means of magical detection discovers it. If it is found, it can be sprung, and the north-facing wall sinks into the slab, revealing an opening to the inside of the pyramid. If the pyramid is opened in this fashion, the banshees do not attack, but instead become ethereal and leave the PCs in peace.

Secret Latch: CR 2; Spot (DC 40); Search (DC 25).

Banshees (3): CR 8; SZ M Undead (Incorporeal); HD 7d12; hp 56; Init +7; Spd 30 ft., fly 60 ft. (good); AC 15; Atk +6 melee (1d4 plus 1d4 Strength damage, incorporeal touch); SA strength drain, wail (all within 30 ft. radius Will save DC 15 or die); SQ damage reduction (15/+1), incorporeal, turn resistance (+4), undead, unnatural aura; AL LE; SV Fort +2, Ref +5, Will +7; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills: Diplomacy +10, Hide +11, Intuit Direction +6, Listen +12, Search +10, Spot +12. **Feats:** Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

Note: See the **Monster Appendix** for more details.

Inside the Pyramid: Within are three preserved bodies of beautiful women, in life the concubines of Agamemnon. They are dressed in royal finery and gold jewelry and preserved with a permanent *gentle repose* spell. The woman in the center was particularly favored and still wears a large gold medallion (worth 500 gp) with the crest of Agamemnon inscribed upon it. This medallion is the key to the crypt of Agamemnon himself and is the only means for the PCs to find a way out of this level. If the bodies are molested in any way, or if a *raise dead* spell or similar magic is used, the banshees re-materialize and attack. If the medallion is taken, no harm comes to the party, but the corpses wither away to dust in 10 minutes.

9C-11. Stasis Chamber (EL 10)

This room contains a horrible trap as well as an illusory pile of treasure against the far wall to the south. Ten rounds after the room is entered, a *temporal stasis* trap is triggered. This trap is triggered by opening the door, and hence has no chance of being disarmed. An Intelligence check (DC 34, reduced by 1 per level a PC has as a spell caster) detects that some form of magical trap has gone off and allows retreat from the room in time to avoid its effects. The effects of this spell are permanent until a successful *dispel magic* (vs. 18th level) is made. After the trap is triggered, it resets itself in 1 week.

Temporal Stasis Trap: CR 10; triggers *temporal stasis* spell affecting anyone within the room; Intelligence check (DC 34, reduced by 1 per level a PC has as a spell caster) allows person to step out of the room and avoid the trap; Search (impossible); Disarm (impossible).

9C-12. The Mummies' Tomb (EL 10)

This room contains 12 empty sarcophagi, tops torn off and piles of silver and cheap jewelry strewn about. Four rounds after the PCs enter the room, a strong breeze blows through it. This wind seems to stir up dust in the shape of twelve forms. Two rounds later, each dust form materializes and creates a total of 12 **mummies**, which all attack! They fight until slain. These are the remains of servants of Agamemnon, bound here for all eternity to serve him after death. They attack and follow the PCs mercilessly until all are killed.

Mummies (12): CR 3; SZ M Undead; HD 6d12+3; hp 42; Init -1; Spd 20 ft.; AC 17; Atk +6 melee (1d6+4, slam plus mummy rot); SA despair, mummy rot; SQ damage reduction (5/+1), resistance to blows, fire vulnerability, undead; AL LE; SV Fort +2, Ref +1, Will +7; Str 17, Dex 8, Con —, Int 6, Wis 14, Cha 15.

Skills: Hide +8, Listen +9, Move Silently +8, Spot +9.
Feats: Alertness, Toughness.

Treasure: There are 14,000 sp strewn about the room, as well as 1,500 gp worth of semi-precious stone jewelry.

9C-13. The Egg Stone

There is a great treasure hidden inside a stone block. Four inches inside the outer covering of stone is a solid gold ingot weighing 200 pounds. The stone must be physically chopped away to reveal the gold, and there is no obvious way to detect it. Magical detection must be able to penetrate the outer rock coating. It is highly unlikely that this



will ever actually be discovered. The stone has hardness 8, and takes 20 hp to uncover a glint of metal. It takes 300 points of damage to free the gold completely from the rock.

9C-14. The Door to the Inner Sanctum (EL 5)

This secret door is extraordinarily well hidden in the floor. It cannot be magically detected nor opened. An anti-magic ward has been placed on the door area (like a permanent *antimagic field*), covering an area within 10 feet of the door. Somehow noticing this antimagic area—and thus tipping the PCs off that something in the corner of this room is unusual—is most likely the only way their attention is drawn to the door. Otherwise, it requires a very difficult Search check to locate the door. Remember that because of the *antimagic field*, magic will not locate the door.

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 35); Break (DC 20), Open Lock (DC 20).

9C-15. The Unmoving Stone (EL 2)

This hallway is blocked by a large boulder of blue stone, far different in make a texture from the corridor itself. In order for the party to pass the stone, it must be moved or destroyed. The stone is not magical, nor is there any easy way to move it. Many spells may be used to move it (such as *rock to mud*, *stone to flesh*, *disintegrate*, and others), or it can be simply battered through.

Stone: Hardness 8; hp 500; Move (Strength check DC 30).

9C-16. The Weird Hall

Ten rounds after this seemingly non-descript tomb is entered, the secret door to the north slams shut, held with an *arcane lock* at 18th level. At this point, a *weird* spell trap goes off, covering the entirety of the hall. The secret door to Area 9C-18 is fairly difficult to find and is located in the floor of this room.

Weird Trap: CR 10; invokes a *weird* spell creating a *phantasmal killer* that attacks all who enter the room; Will save (DC 34) to disbelieve (if this save is failed, a Fortitude save [DC 23] must be made for each person who fails or that PC dies); Search (DC 34); Disarm (DC 34).

Secret Door: 2 in. thick; Hardness 5; hp 20; Search (DC 30, floor only); Break (DC 20); Open Lock (DC 20).

9C-17. False Tomb

This room contains a huge ornate crypt, carved of marble in the shape of a wizard. The crypt itself is worth over 10,000 gp for precious materials and workmanship alone. The top of the crypt is heavy (Strength check at DC 22 to remove). Inside is the decayed skeleton of a man in wizard's robes. Across his chest is a long, thin bastard sword made of a strange green metal. It radiates a strong aura of

The Legend of Agamemnon

Agamemnon was an 18th-level wizard who quested for immortality. To this end, as his life drew to a close, he willingly became a vampire, summoning and dominating a member of the undead to do his will. Using a *wish* spell, he devised a ritual that destroyed his creator after he was transformed, making him free to roam and do as he pleased without a controlling maker. Sadly, this process caused him to lose 2 levels of experience; hence, now Agamemnon is only a 16th-level wizard. He roamed the world for many years, eventually becoming bored, and returned here to guard his crypt and seek to recover his lost priestess. After many years, he gave up trying to save her, and as the evil blood finally completed its work, he became a lost soul, seeking only to destroy the living and drink their blood.

Earlier in life, Agamemnon was the lover of Akbeth and a faithful servant of Hecate, goddess of magic. He remained faithful to the goddess even when she destroyed his mate, and as a reward he was given a powerful magic sword, known as Butcher.

enchantment magic. The sword is a -5 *cursed sword* and will not open the door in Area 9C-3 to allow escape. The sword remains attached to the hand of whoever grabs it and requires a *remove curse* spell to remove.

9C-18. The Passage to the Crypt

This passage appears to reach a dead-end in a rubble wall. The rock must be cleared slowly (there is 2,000 pounds of it) in order to continue on. This takes 3 hours if 4 or more characters work in tandem removing rock from the tunnel. Subtract 1 hour if 2 or more characters have *stonecunning*, or if 2 additional PCs join the effort. Any more people simply get in the way.

9C-19. The Inner Crypt

This is the lair of Agamemnon, the Vampire-Wizard. The room appears to be an empty circular chamber, carved and painted in intricate relief with horrific images of blood sacrifice and murder. In the center of the chamber is an inlaid tile depression, bearing the trademark seal of Agamemnon. Unsurprisingly, the golden amulet from Area 9C-10 fits snugly inside. When it is placed within the depression, the center 20 feet of the circle begin to rise, reaching the ceiling in 2 rounds. At this point, a *phase door* opens on the north side of the room and out steps Agamemnon, bearing a long, green sword. Agamemnon briefly taunts the intruders and then unleashes their doom upon them. He fights until slain to protect his immortality.

Exception: If a high priestess of Hecate is present, Agamemnon may be reasoned with, only if he is immediately commanded to cease and desist, and only if he is not attacked. In this case, he will not surrender Butcher to the PCs, but will instead escort them to Area 9C-3 and open the door to let them out.

Minor Artifact: Agamemnon's Sword, "Butcher"

Butcher is a sword of immense power, given to Agamemnon by the goddess of magic herself. Only a non-good person may wield Butcher. It confers a +4 enhancement bonus to attack and damage rolls, as well as a +4 luck bonus to AC. In addition, it acts as a permanent *minor globe of invulnerability* for the wielder only. Finally, it is the key to escape from this level of the dungeon.

Agamemnon, Male Human Vampire, Wiz16 (Diviner): CR 18; SZ M Undead; HD 16d12; hp 82; Init +5; Spd 30 ft.; AC 30; +12/+7 melee (1d3+4, slam+2 level drain) or +16/+11 (1d8+8, +4 longsword); AL NE; SA energy drain, domination, blood drain, children of the night, create spawn; SQ damage reduction (15/+1), turn resistance +4, spider climb, gaseous form, resistances (cold, electricity 20), alternate form, fast healing (5); SV Fort +3, Ref +10, Will +14; Str 18, Dex 20, Con —, Int 22, Wis 18, Cha 12.

Skills: Alchemy +25, Bluff +12, Concentration +21, Escape Artist +12, Hide +13, Knowledge (arcana) +25, Knowledge (history) +25, Knowledge (religion) +25, Lis-

ten +12, Move Silently +13, Scry +25, Search +14, Sense Motive +12, Spellcraft +25, Spot +21. **Feats:** Brew Potion, Craft Staff, Craft Wondrous Item, Expertise, Improved Critical (unarmed strike), Improved Trip, Improved Unarmed Strike, Leadership, Power Attack, Scribe Scroll, Weapon Finesse (unarmed strike).

Arcane Spells Prepared (5/7/7/6/6/5/4/3): 0—light, daze (x2), flare, read magic; 1st—change self, magic missile (x4), shield, true strike; 2nd—darkness, detect thoughts, invisibility, mirror image (x2), see invisibility, web; 3rd—blink, dispel magic, displacement, fireball, haste, slow; 4th—arcane eye, fire shield, improved invisibility, phantasmal killer, solid fog, stoneskin; 5th—cloudkill, magic jar, mind fog, summon monster V, teleport, wall of force; 6th—chain lightning (x2), repulsion, Tenser's transformation, true seeing; 7th—forcecage, phase door, soulstrike*, vision; 8th—horrid wilting, widdershins*.

Note: Spells marked with * are found in *Relics & Rituals* from **Sword and Sorcery Studio**.

Possessions: Robes, spellbooks, +5 bracers of deflection, ring of elemental command (water), +4 longsword "Butcher," and a staff of power.

Tactics: This should not be too hard. Agamemnon cast spells until engaged, then fights using his slam attacks until he spawns 1-2 new vampires. He then teleports away and resumes his spell attacks. If finally cornered, he casts *haste* and *Tenser's transformation* and fights using his slam attacks until slain.

Level 10: The Lava Pit

This level contains a huge lava pit, directly connected to a subterranean magma chamber linked to the Elemental Plane of Fire. Due to this link, numerous fire creatures live or visit this area. Great heat emanates from all corners of this complex, as well as to adjoining levels (the tar pits of Level 10A, the hot springs of Level 9A). The area is ruled by a pack of salamanders, evil elemental creatures that serve the demon god Orcus. There are an infinite number of salamanders available for the PCs to encounter, as the magma chamber of this level is linked to the Elemental Plane of Fire. The DM should note that a large amount of treasure is present on this level, and should be very careful about letting PCs run off with any of it. Only very clever PCs should be able to escape with any of the gold found here, due to the inherent problems associated with the heat.

10-1. Entrance From Level 9

These stairs lead from Level 9. As the bottom of the stairs is reached, it becomes apparent that great heat permeates all of this level. See "Continuous Effects," above.

Level 10

Difficulty Level: 12

Entrances: Stairs from Levels 7A and 9.

Exits: Stairs to Level 13A.

Wandering Monsters: Check once every 12 hours on 1d20:

1-2: 1d4 Salamanders (see Area 10-7)

3: 1d4 Goblin Scouts—2d4 goblins with shortbows, 1d4 with javelins, 1d4 with handaxes; all have daggers; accompanied by 1d2 goblin leaders—hurrying along their way to avoid the heat (see side box)

4-5: 3d6 Magmin

5: 1d6 Acolytes of Orcus (see Level 9, Area 9-8)

6: 1d3 Thoqqua (see Area 10-9, below)

7-20. No encounter

Detections: None.

Shielding: None.

Continuous Effects: The entire level (except Area 10-4) radiates extreme heat (equal to a *heat metal* spell, with damage taken in minutes rather than rounds), making metal items largely unusable, and requiring Constitution checks once per 10 minutes (DC 12 +1/10 minutes) to prevent the temporary loss of 2 Strength, 2 Dexterity, and 2 Constitution. Resting here is impossible.

Standard Features: Unless otherwise noted, all doors on this level are locked and made of iron (2 in. thick; Hardness 10; hp 60; Break DC 28, Open Lock DC 20). All secret doors are made of iron (1 in. thick; Hardness 10; hp 40; Break DC 28, Open Lock DC 20, Search DC 20, Spot DC 30).

Goblin Scouts and Leaders

These wandering goblins have the following stats:

Goblin Leader, Rog5: CR 5; SZ S; HD 5d6+5 hp 26; Init +2; Spd 30 ft.; AC 16 (17 with shield); Atk +4 melee (1d6, handaxe, crit x3) or +4 melee (1d4+1, dagger, crit 19-20) or +7 ranged (1d6+1, +1 *shortbow*, crit x3, range 60 ft.); SA sneak attack (+3d6); SQ evasion, uncanny dodge (Dex bonus to AC), darkvision (60 ft.); AL NE; SV Fort +2, Ref +6, Will +1; Str 10, Dex 14, Con 12, Int 11, Wis 11, Cha 10.

Skills: Appraise +4, Balance +4, Bluff +1, Climb +4, Diplomacy +1, Disable Device +4, Disguise +2, Escape Artist +6, Hide +11, Intimidate +2, Intuit Direction +2, Listen +3, Move Silently +12, Open Lock +5, Pick Pocket +6, Search +3, Spot +3, Tumble +6, Use Magic Device +2, Use Rope +5. Goblins receive a +4 racial bonus to Move Silently checks.
Feats: Dodge, Mobility.

Possessions: Studded leather armor, small wooden shield, +1 *shortbow* with 40 arrows, handaxe, dagger, 1d4 sp, 2d4 cp.

Goblin Scouts, Rog3: CR 3; SZ S; HD 3d6; hp 14; Init +1; Spd 30 ft.; AC 15 (16 with shield); Atk +2 melee (1d6-1, handaxe, crit x3) or +2 melee (1d4-1, dagger, crit 19-20) or +2 melee (1d6-1, javelin) or +4 ranged (1d6-1, javelin, range 30 ft.), or +4 ranged (1d6, shortbow, crit x3, range 60 ft.); SA sneak attack (+2d6); SQ evasion, uncanny dodge (Dex bonus to AC), darkvision (60 ft.); AL NE; SV Fort +1, Ref +4, Will +1; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Appraise +2, Balance +5, Climb +2, Disable Device +3, Escape Artist +4, Hide +11, Intuit Direction +1, Jump +0, Listen +5, Move Silently +10, Open Lock +3, Pick Pocket +3, Search +2, Spot +4, Tumble +4, Use Rope +3. Goblins receive a +4 racial bonus to Move Silently checks.
Feats: Dodge, Mobility.

Possessions: Studded leather armor, small wooden shield, shortbow with 40 arrows or javelins (3) or handaxe, dagger, 1d4 sp, 2d4 cp.

10-2. Empty Rooms

The occasional piece of junk or debris litters those areas marked 10-2. Only heat tolerant items will be found. Paper, wood, and the like will be destroyed. For such items, treat random items as "ash" or "nothing found." DMs should also roll a wandering monster check each time PCs enter areas designated "10-2."

10-3. The Bone Room

Piles of human and humanoid bones, charred and blackened from the heat, are piled knee-deep all over the room. There is nothing of value or interest here. All souls once found in the bones have been devoured (through

demonic sacrifice). Hence, *speak with dead* and other like spells automatically fail.

10-4. The Cool Room

This room and this room alone is not affected by the *heat metal* effect of this level. Behind the secret door, fixed in mid air, is a permanent *Otiluke's freezing sphere*. This was placed here so that priests of Orcus could move through this level without dying from the heat during their travels from Level 9. It is far too cold to sleep here; however, spending a few minutes in this room can allow a 1:1 prevention of the heat effects for up to 5 minutes.

10-5. The Shifting Wall

This hallway is initially open from the north to the south. If a careful examination of the floor is performed (Search DC 30), scrapings can be seen and the shifting wall detected. The wall cannot be triggered nor prevented from triggering in this room. If any of the pit traps (see Areas 10-6 and 10-8) are triggered, the corridor shifts, closing off the northern exit. It remains closed off for 2 weeks, then resets.

10-6. Traps and Heat (EL 3)

This room contains many things that could cause the PCs to waste time and get overheated. Numerous alcoves contain loose bricks and stones, but none contain secret doors or exits. Two large pit traps are on the floor.

Pit Traps (30 ft. deep): CR 3; no attack roll necessary (3d6), Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

10-7. The Salamander Cavern (EL 13)

This cavern contains a huge pit of lava and radiates even more heat than the surrounding areas (*heat metal* effect is in rounds, not minutes for Areas 10-10, 11, 13, and 14). It is excruciatingly hot in here. There are 15 **average salamanders** in this cavern. These creatures are thoroughly evil and attack anyone who enters the cavern area. They have no treasure (though Area 10-15 has some). They will also get help from those salamanders present in Area 10-16.

Average Salamanders (15): CR 5; SZ M Outsider [Fire]; HD 7d8+7; hp 38; Init +1; Spd 20 ft.; AC 18; Atk +9/+4 melee (1d8+2 plus 1d6 fire, longspear), +7 melee (2d6+1 plus 1d6 fire, tail slap); Reach 10 ft. with spear; SA heat, constrict (2d6+1 plus 1d6 fire); SQ fire subtype, damage reduction (10/+1); AL CE; SV Fort +6, Ref +6, Will +7; Str 14, Dex 13, Con 12, Int 14, Wis 15, Cha 13.

Skills: Craft (metalworking) +16, Escape Artist +11, Hide +11, Listen +14, Move Silently +11, Search +12, Spot +14. **Feats:** Alertness, Multiattack.

Possessions: Metal longspears.

Tactics: The salamanders attack as a group, pairing off to attack each PC until all have at least one attacker. If three or more can manage to attack 1 PC, they will attempt to grapple and "swim" with their victim in the magma. They fight until reduced to 10 or fewer hp, at



which point they jump into the lava and return to their home plane. Each 10 minutes, 1d3 salamanders arrive from the Elemental Plane of Fire to replace losses and/or patrol the cavern. They are neither particularly bright nor organized.

Magma: Anyone falling or being pushed into the magma takes 20d6 points of fire damage per round immersed, continuing to take fire damage for 2 rounds after being removed. Anything flammable coming within 5 feet of the magma must make an item Fortitude save (DC 15) or ignite.

Gate to the Plane of Fire: In this cavern, 40 feet under the magma surface is a *gate* to the Elemental Plane of Fire. If the DM desires the PCs to adventure there, this access point is available; however, no details are provided here.

10-8. The Pits of Death (EL 6)

These pit traps are similar to those in Area 10-6; however, instead of emptying into a pit, they cause freefall into the lava pit (Area 10-7)

Lava Filled Pit Trap (30 ft. deep): CR 7; no attack roll necessary (3d6 falling damage and see notes below); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20). *Note:* Pit is filled with lava: 20d6 fire damage per round of immersion. See page 89 in the DMG.

10-9. Thoqqua Surprise (EL 5)

This small cavern radiates heat as does the rest of the level. Attracted to the heat are 6 **thoqqua**, who burrow periodically into the magma to "keep warm." They are relatively mindless vermin and fight until slain. They have no treasure.

Thoqqua (6): CR 2; SZ M Elemental [Earth, Fire]; HD 3d8+3; hp 22; Init +1; Spd 30 ft., burrow 20 ft.; AC 18; Atk +4 melee (1d6+3 plus 2d6 fire, slam); SA heat, burn; SQ fire subtype, tremorsense; AL N; SV Fort +4, Ref +4, Will +2; Str 15, Dex 13, Con 13, Int 6, Wis 12, Cha 10.

Skills: Intuit Direction +4, Jump +6, Listen +6, Move Silently +5.

10-10. The Chute to the Goblin Barracks (EL 3)

This pit trap is similar to those from Areas 10-6 and 8. Instead of being a damaging trap, it simply opens into a slide that deposits the victims into Area 13A-2 on Level 13A, the Goblin Barracks, where the PCs encounter some very surprised goblin guards.

Pit Trap: CR 3; no attack roll necessary, slide 200 feet to Area 13A-10; Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

10-11. The Infernal Bridge

This carved and beautiful bridge spans the cavern and passes over the magma pit detailed in Area 7. It appears to be made of solid gold (it is). The bridge is magically enchanted to resist all forms of fire and heat, and it cannot be melted by anything short of divine power. The bridge

weighs over 200,000 pounds and is worth millions of gold pieces. Anyone taking it away will draw the enmity of the ruler of the Elemental Plane of Fire. This huge treasure, thus, is for show only. It is unlikely that the PCs will be capable of moving this bridge.

10-12. The Salamander Treasure House (EL 10)

Behind this secret door (2 in. thick; Hardness 10; hp 30; Break DC 28; Search DC 25; Open Lock DC 30) is a vast horde of monetary wealth. The room is filled with gold and silver bullion, dozens of gems, and other pretties. The only catch is that all of this material is superheated. If placed in any flammable container, it acts as if a *create fire* spell has been cast, requiring the material to make a Fortitude save (DC 22) or ignite. Likewise, handling any of the material causes 1d6 points of fire damage to any exposed flesh it touches each round. This effect is treated as magical fire, so unseen servants and other summoned helpers will be damaged as well. The treasure cannot be cooled while it remains on this level. If any material is actually taken out of the room, two **efreeti** guards are called forth from the Elemental Plane of Fire to slay the intruders.

Efreeti (2): CR 8; SZ L Outsider [Evil, Fire, Lawful]; HD 10d8+20; hp 95; Init +7; Spd 20 ft., fly 40 ft. (perfect); AC 18; Atk +15/+10 melee (1d8+9 plus 1d6 fire, slam); Reach 10 ft.; SA heat, spell-like abilities; SQ fire subtype, plane shift, telepathy; AL LE; SV Fort +9, Ref +10, Will +9; Str 23, Dex 17, Con 14, Int 12, Wis 15, Cha 15.

Skills: Bluff +12, Concentration +16, Escape Artist +13, Intimidate +11, Listen +12, Move Silently +13, Sense Motive +11, Spellcraft +11, Spot +12. **Feats:** Combat Casting, Combat Reflexes, Dodge, Improved Initiative.

Tactics: The efreet first call for help from Area 10-7 and then commence their attacks. The efreet create *walls of fire* in front of the treasure, then use *pyrotechnics* to blind all within the area of effect with the smoke. One then wades into melee with a spellcaster, while the other summons aid from the numerous salamanders on this level.

Treasure: This room contains a total of 28,000 sp; 11,000 gp; and 76 gems of various shapes, sizes, and makes worth approximately 140,000 gp.

10-13. The Island of Heat

This island in the center of the lava pool contains the magical treasures of the salamanders. Anyone approaching the island within 20 feet (assumed to be flying) is affected as if they were inside a *wall of fire* spell cast at 12th level. On the island are several magical treasures for those who can brave the heat. These treasures, while very potent, should be almost impossible to retrieve.

Treasure: On the island in plain sight are a +4 *flaming greatsword*, a suit of +3 *chainmail of fire resistance* (15), and a *wand of meteor swarm* (12 charges, cast at 20th level) constructed of red dragon bone.

10-14. The Farthest Shore (EL II)

This area contains a rocky beach along the shore of the lava lake, where **2d6 average salamanders** sun themselves and practice combat. At any time, there are 2d6 salamanders present. They will aid those normally found in Area 10-7.

Average Salamanders: hp 38 each; see Area 10-7, above.

Secret Door: There is a secret door leading to Area 10-16.

Secret Door: 2 in. thick; Hardness 10; hp 30; Break (DC 28); Spot (DC 30); Search (DC 20); Open Lock (DC 25).

10-15. The Secret Passage (EL 2)

In the floor of this chamber is a secret back door to the beach and surrounding areas. If the floor is searched, a passage may be discovered leading to Area 10-19.

Secret Door: 2 in. thick; Hardness 10; hp 30; Break (DC 28); Spot (DC 30); Search (DC 20, floor only).

10-16. The Salamander Guardians (EL II)

This room contains the temple guardians. These **elite salamanders** prevent entry by any that would disturb Areas 10-18 and 19. They will always fight to the death, never asking for nor giving quarter. A large brass gong hangs from a rack in the center of the room. The first action taken by either salamander is to ensure that this gong is rung, warning the priests and sorcerer in the temple area. These salamanders have no treasure.

Elite Noble Salamanders (2): CR 9; SZ L Outsider [Fire]; HD 15d8+45; hp 112; Init +1; Spd 20 ft.; AC 18; Atk +23/+18/+13 melee (2d8+9 plus 1d8 fire, +3 *huge longspear*), +15 melee (2d8+3 plus 1d8 fire, tailslap); Reach 10 ft., 15 ft. with spear; SA heat, constrict (2d8+3 plus 1d8 fire), spell-like abilities; SQ fire subtype, damage reduction (20/+2); AL CE; SV Fort +12, Ref +10, Will +11; Str 22, Dex 13, Con 16, Int 15, Wis 15, Cha 15.

Skills: Bluff +11, Craft (metalworking) +24, Diplomacy +13, Escape Artist +19, Hide +15, Listen +20, Move Silently +17, Search +20, Sense Motive +12, Spot +20.
Feats: Cleave, Great Cleave, Multiattack, Power Attack.

Possessions: +3 huge metal longspear.

Secret Door: There is a secret door leading to/from Area 10-14.

Secret Door: 2 in. thick; Hardness 10; hp 30; Break (DC 28); Open Lock (DC 20); Spot (DC 40); Search (DC 30).

10-17. The Back Door (EL 6)

This room provides a secret entrance to the inner areas of the Salamander Temple. The door is locked (Open Lock DC 35) and trapped.

Delayed blast fireball Trap: CR 6; creates a *delayed blast fireball* spell in the whole of Area 10-19 (20d6 fire damage), Reflex save (DC 20) for half damage; Search (DC 32); Disable Device (DC 32).

10-18. The Hall of the Salamanders

The secret door leading to this area is relatively easy to find. Once located, the hall may be entered.

Secret Door: 2 in. thick; Hardness 10; hp 30; Break (DC 28); Spot (DC 30); Search (DC 20).

Inside, the PCs encounter a strange and terrible sight: bas-relief carvings of demonic fire creatures cover the walls and floors. Stale air and baking hot breezes waft through the room, smelling of sulfur and brimstone. If the gong from Area 10-16 has been sounded, the salamander priests and sorcerer attack the party here (see Area 10-19).

10-19. The Salamander Temple (EL 26)

This is a temple dedicated to an evil fire god. Orcus tolerates its presence, as he and the fire god are sometime allies. In any case, the minions worshipping here also pay homage to the Lord of the Dead and serve to protect his interests as well. This room houses the leaders of the elemental forces present on this level. Inside this temple are **4 elite noble salamanders**, **3 noble salamander priests**, and **Irtuk, the salamander sorcerer**. These creatures all fight to the death to protect the altar of their god, though Irtuk will temporarily flee to arrange aid if the battle looks like it is lost.

In the center of the chamber is a large block of gravity defying molten metal; seemingly held up by some strange force field. This altar is in reality a *planar gate* to the Elemental Plane of Fire. Anyone touching it must make a Will save (DC 22) or be transported to that plane. The DM can either continue the adventure there (not described further) or assume anyone transported is simply dead and gone. Anyone succeeding at a save takes 6d6 fire damage from contact with the molten metal and must make a Fortitude save (DC 30) or permanently lose the use of the member that touched the altar. The form and substance of this elemental worship is impossible for mortals to understand, though any prisoners captured are cast onto the altar and either burned alive or sent to the Elemental Plane of Fire. The only treasure present is the personal magic items of Irtuk.

Irtuk, Noble Salamander Sor12: CR 21; SZ L Outsider [Fire]; HD 15d8+45 plus 12d4+36; hp 162; Init +1; Spd 20 ft.; AC 18; Atk +25/+20/+15 melee (2d8+9 plus 1d8 fire, +3 *huge longspear*), +18 melee (2d8+3 plus 1d8 fire, tailslap); Reach 10 ft., 15 ft. with spear; SA heat, constrict (2d8+3 plus 1d8 fire), spell-like abilities, sorcerer spells; SQ fire subtype, damage reduction (20/+2); AL CE; SV Fort +15, Ref +13, Will +18; Str 22, Dex 13, Con 16, Int 15, Wis 18, Cha 18.

Skills: Bluff +11, Concentration +14, Craft (metalworking) +24, Diplomacy +18, Escape Artist +19, Hide +22, Listen +20, Move Silently +23, Search +20, Sense Motive +12, Spellcraft +16, Spot +20.
Feats: Cleave, Craft Ring, Dodge, Great Cleave, Mobility, Multiattack, Power Attack, Spring Attack, Whirlwind Attack.

LEVEL 10: THE LAVA PIT

Sorcerer Spells Known (Cast Per Day: 6/7/7/7/5/3): 0—dancing lights, detect magic, disrupt undead, ghost sound, light, mage hand, prestidigitation, ray of frost, read magic; 1st—grease, magic missile, ray of enfeeblement, shield, true strike; 2nd—bull's strength, darkness, mirror image, see invisibility, shatter; 3rd—dispel magic, dragon's breath*, haste, vampiric touch; 4th—bottomless pit*, fire shield (cold), minor globe of invulnerability; 5th—telekinesis, teleport; 6th—antimagic field.

Possessions: +3 huge metal longspear, eyes of charming.

Note: Spells marked with * are found in *Relics & Rituals by Sword and Sorcery Studio*.

Noble Salamander Priests, Clr5 (2): CR 13; SZ L Outsider [Fire]; HD 15d8+45 plus 5d8+15; hp 152; Init +1; Spd 20 ft.; AC 18; Atk +25/+20/+15 melee (2d8+9 plus 1d8 fire, +3 huge longspear), +18 melee (2d8+3 plus 1d8 fire, tailslap); Reach 10 ft., 15 ft. with spear; SA heat, constrict (2d8+3 plus 1d8 fire), spell-like abilities, cleric spells, death touch; SQ fire subtype, damage reduction (20/+2), rebuke/command fire creatures (5/day); AL CE; SV Fort +16, Ref +11, Will +15; Str 22, Dex 13, Con 16, Int 15, Wis 15, Cha 15.

Skills: Bluff +11, Concentration +7, Craft (metalworking) +24, Diplomacy +13, Escape Artist +19, Hide +15, Listen +24, Knowledge (religion) +8, Move Silently +17, Search +20, Sense Motive +12, Spot +20. **Feats:** Cleave, Dodge, Great Cleave, Mobility, Multiattack, Power Attack, Spring Attack.

Unholy Spells Prepared (5/4/3/1): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, bless, doom, protection from good; 2nd—bull's strength, shatter, silence; 3rd—dispel magic.

Domain Spells (Death, Fire): 1st—cause fear; 2nd—produce flame; 3rd—resist elements.

Special Domain Abilities: Five times per day a noble salamander priest can rebuke or command fire creatures as an evil cleric rebukes undead. A noble salamander priest may also use a death touch once per day (see below).

SA—Death Touch (Sp): A noble salamander priest must succeed at a melee touch attack against a living creature (using the rules for touch spells). If the attack is successful, the priest rolls 5d6. If the total equals or exceeds the target creature's total hit points, it dies. No saving throw is allowed.

Possessions: +3 huge metal longspear.

Elite Noble Salamanders (4): hp 112 each; see Area 10-16, above.

Tactics: The salamanders fight to the death. Irtuk first casts *mirror image*, followed by *shield*. The priests use *resist elements (cold)*, *bull strength*, and *protection from good* spells before wading into melee. Both the priests and Irtuk use *shatter* on opponents' melee weapons. If the PCs appear to be using a great deal of magic, Irtuk *hastes* one of the priests, then uses *teleport* and *antimagic field* and attacks the party mages. The elite salamanders simply attack, trying to keep the PCs away from the spellcasters until they are ready to join the fray.

Level 10A: The Great Cavern

This level is comprised of one enormous cavern and numerous side caves, and is home to a wide variety of monsters, including goblins, giant ants, a huge purple worm, undead, and shambling mounds. Wandering monsters, however, are perhaps the greatest threat, as the PCs are going to spend most of their time in the "open" where the sound of their combat is likely to attract other creatures.

10A-1: Tomb Entrance (EL2)

The door to this side cave is locked. The ceiling here is low—only 4.5 feet-tall—forcing medium-sized creatures to crouch and reducing their movement by a third and incurring a -2 circumstance penalty to their AC. Large creatures must crawl (half movement and -5 circumstance penalty to AC). Huge creatures cannot enter this cave. Small creatures are unaffected.

Sharp Drop: The floor in the south drops down 20 feet to a large pit filled with sharp rocks. Unless the PCs' light source is equal to daylight, they must succeed at a Spot check (see below) or stumble down the steep slope.

20 ft. Drop: CR 1; no attack roll necessary (2d6 falling damage), Reflex save (DC 18) avoids, as does a Spot check; Spot (DC 15, 20 without proper lighting).

Open Pit: There is also a 10-foot-deep pit against the southern wall near the entrance. The PCs must succeed at a Spot check (see below) or fall into the hole. The pit is 5 feet square.

Open Pit: CR 1; no attack roll necessary (1d6), Reflex save (DC 18) avoids; Search (DC 18).

Secret Door: There is a secret door (Search DC 15) on the southern wall of the pit that leads to the tunnel to Area 10A-2.

Level 10A

Difficulty Level: 12

Entrances: River channel from Levels 6, 6A, 9A; stairs from Level 8.

Exits: Tar pit ladder to Level 12; river to Level 11; secret passage to Level 9B; river passage to surface.

Wandering Monsters: Wandering monsters are a constant threat in the Great Cavern. Roll every 30 minutes on 1d20 and consult the following chart. If combat occurs in the open—that is, not behind a closed door or in a side cave—the DM should roll again on the same chart after five rounds of combat to see if the noise attracts other creatures.

1: 1d2 **Umber Hulks**

2: 1d3+1 **Trolls**

3-6: 3d6 **Worker Ants** and 2d4 **Soldier Ants**

7: 1 **Will-O'-Wisp**

8: 2d4 **Gargoyles**

9: 3d6 **Ghouls**

10: 2d6 **Stirges**

11: 1 **Xorn**

12: 2d4 **Goblin Miners** and 1 **Goblin Leader** (see Area 10A-22, below)

13-20: No encounter

Detection: Great evil is detectable in Areas 10A-12 and 10A-19.

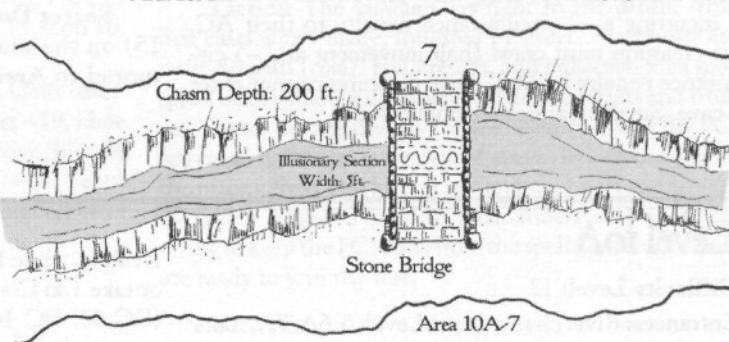
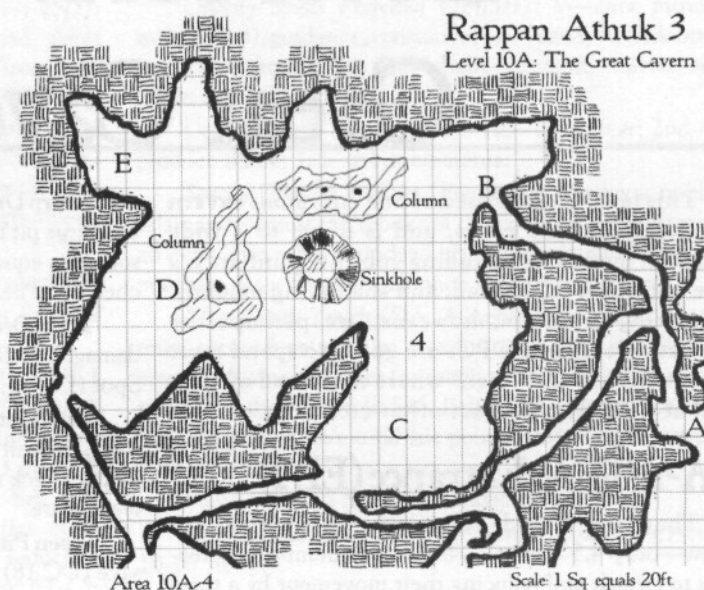
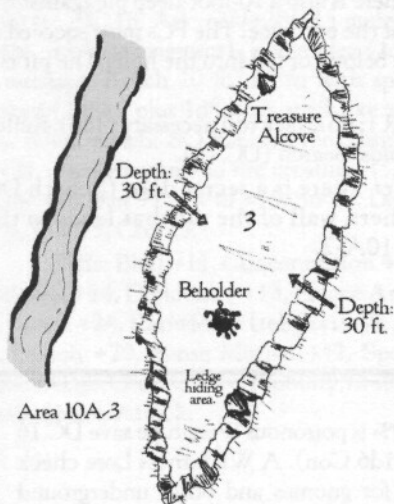
Standard Features: In general, the roof of this enormous cavern is anywhere from 80 to 90 feet high, except where noted and in the side caves. Fungus encrusts most surfaces on this level; 20% of the fungus

is edible, while 10% is poisonous (Fortitude save DC 16 or take 1d6 Con/1d6 Con). A Wilderness Lore check (DC 20, DC 14 for gnomes and other underground creatures) allows PCs to determine which are edible.

Unless otherwise noted, all secret doors are made of stone (2 in. thick; Hardness 8; hp 40; Break DC 22, Open Lock DC 20, Search DC 20).

The River and Swimming: Unless PCs have some way to avoid swimming (e.g., *flying*, *water walking*), they will encounter difficulties navigating this level. For instance, all down-gradient movement (north of Area 8-4) will be a lethal, one-way trip. The channel near Area 10A-3 runs swift and deep, and no human could possibly swim against this current (Swim check DC 35). This is the entrance area from Level 6A. The river entrance from Level 6 is less hazardous and can be swum with an easy Swim check (DC 15), as the water stagnates and becomes fairly shallow near Area 10A-5. The river from Level 7A is also located here. The river passage from Level 9A is similarly easy to swim and can even be waded in many places. The river passage to Level 11 flows from the huge central lake south and out of the cavern. It follows a relatively deep yet slowly flowing passage leading to the bottom of the lake in the center of Level 11 (Area 11-7). The final 200 yards of this passage are underwater, requiring a Swim check (DC 30) to survive.

All other exits off the mapped area cannot be swum and do not exit nor have adequate breathing space. If any PCs exit down one of these tunnels they are doomed (unless they can breathe water), as the river flows through a subterranean sluice and does not resurface.



10A-2: The Guarded Tomb (EL II)

Three unmarked sarcophagi sit against the western wall of this cave. A **stone golem**, placed here centuries ago to guard the tomb's unnamed occupants, attacks anyone who enters.

Stone Golem: CR 11; SZ L Construct; HD 14d10; hp 80; Init -1; Spd 20 ft. (can't run); AC 26; Atk +18 melee (2d10+9 [x2], slam); SA slow; SQ construct, magic immunity, damage reduction (30/+2); SV Fort +4, Ref +3, Will +4; Str 29, Dex 9, Con—, Int—, Wis 11, Cha 1.

All three sarcophagi contain nothing but the bones of long-dead humans and dust.

Secret Compartment: The middle sarcophagus does have a secret compartment (Search DC 25). Unfortunately, opening this compartment causes the ceiling to collapse, burying the sarcophagi and everyone within 5 feet of them in rocks. Once the trap has been triggered, the sarcophagi and any PCs who fail their saving throws are trapped beneath a pile of rocks that takes one man-hour to clear. The secret compartment contains the treasure.

Falling Rock Trap: CR 4; no attack roll necessary (6d6 crushing damage), Reflex save (DC 19) for half damage; Search (DC 23); Disable Device (DC 25).

Treasure: 2,600 gp; a silver box inlaid with gems worth 2,000 gp; 3 gold cat figurines with diamond eyes worth 750 gp each.

10A-3: River Entrance and Beholder Chasm (EL 14)

The chasm, whose steep rocky walls are 30 feet high and require a successful Climb check (DC 15) to descend, is home to a large **beholder** named **Villix**. Villix defends his chasm fiercely and attacks anyone attempting to climb into it (see **Tactics** below).

Villix is looking for someone or something to do a job for him. This beholder is a sworn enemy of Gundar, the beholder on Level 8, Area 8-8. Recently, Gundar sent four high-level goblins to the great cave to slay Villix. They failed and have since been devoured, but Villix himself was nearly killed in the combat and wants revenge. Thus, if he spies the PCs near his chasm, he flies up and offers them the following deal: for the eyes of Gundar (as proof of his death), he rewards the PCs with a *wand of ice storm* (see **Treasure**, below). If the PCs accept, Villix is true to his word and rewards them with the wand. If the PCs refuse, he leaves them alone, but warns them not to venture into this chasm.

Villix, The Large Beholder: CR 14; SZ L Aberration; HD 16d8+16; hp 90; Init +4; Spd 5 ft., fly 20 ft. (good); AC 21; Atk +5 melee (2d4+1, bite) or +10 ranged (rays, ranged touch attack); SA eye rays; SQ all-around vision, antimagic cone, fly; SV Fort +6, Ref +5, Will +14; Str 12, Dex 10, Con 12, Int 17, Wis 15, Cha 15.

Skills: Hide +8, Knowledge (arcana) +12, Listen +19, Search +22, Spot +24. **Feats:** Alertness, Flyby Attack, Improved Initiative, Iron Will, Shot on the Run.

Tactics: Villix attempts to attack intruders as they are making their way into the chasm. He is quite vicious and uses his *disintegrate*, *finger of death*, and *sleep* rays first. If possible, of course, Villix positions himself so that all ten rays can be used simultaneously. If Villix is reduced to half his hit points or loses three or more eye stalks, he attempts to flee. If unable to flee, he bargains for his life, offering the **Treasure** in exchange for quarter. If no quarter is given, he fights to the death.

Treasure: Villix stored the goblins' more precious items in a nook in the northern wall of the chasm (Search DC 15). Here can be found two small suits of masterwork chainmail, a small suit of masterwork studded leather armor, four masterwork light crossbows, sixty masterwork crossbow bolts, three masterwork shortswords, a +1 *shortsword*, a +1 *steel buckler*, and a *wand of ice storm* (7th level, 18 charges).

10A-4: UMBER HULK LAIR (EL 7)

As the PCs near Area 10A-4A they notice an umber hulk pacing back and forth in front of a cave entrance. The umber hulk attacks anyone who approaches within 30 feet, but ignores anyone who keeps their distance and takes no hostile action. The umber hulks are afraid of Villix (as are most of the other denizens of this level), and so do not guard the two cave entrances near his chasm.

Umbur Hulk: CR 7; SZ L Aberration; HD 8d8+32; hp 68; Init +1; Spd 20 ft., burrow 20 ft.; AC 17; Atk +11 melee (2d4+6 [X2], claws) and +9 melee (2d8+3, bite); Reach 10 ft.; SA confusing gaze; SQ tremorsense; SV Fort +6, Ref +3, Will +6; Str 23, Dex 13, Con 19, Int 9, Wis 11, Cha 13.

Skills: Climb +17, Jump +14, Listen +11. **Feats:** Multiattack.

Lair: The lair itself is a huge cavern with 40-foot-high ceilings. Two rock formations—one 35 feet tall, the other 20 feet tall—and a 40-foot-deep sinkhole dominate the center of the cave. Anyone falling into the sinkhole suffers 3d6 points of falling damage.

Inside the cave are a total of 13 umber hulks, including the one stationed at the door at Area 10A-4A. They are scattered throughout: one umber hulk at B, four at C, four at D, and three at E. If attacked, the umber hulks let out a high moaning sound that alerts the other hulks that intruders have entered the cave. Once the alarm has been given, reinforcements arrive in 4 to 8 rounds, depending on how far they are from the sight of the combat.

Umbur Hulk (12): hp 68 each; see above.

10A-5: River Entrance

PCs exiting Levels 6 and 7A via the river channel are deposited here.

10A-6: Mithril Vein (EL 7 to 11, depending on number of UMBER HULKS)

Both entrances to these veins are hidden (Search DC 15). In both locales can be found 1,000 pounds of 50%-grade mithril ore (25 gp value per pound). There is a 60% that 1-4 umber hulks from Area 10A-4 are here. They love the ore and attack anyone who enters.

Umbur Hulks: hp 68 each; see Area 10A-4 above.

10A-7: Chasm and Bridge

The river, 8 to 15 feet deep at this point, flows through a channel cut between mountainous rock formations. The rock formations rise 30 to 40 feet into the darkness, and the western formations have steep ledges dropping 15 feet. The chasm is 200 feet deep, and its walls are smooth and damp (Climb DC 20).

Stone Bridge and Illusion: There is a well-made stone bridge that spans the chasm; however, a 5-foot-wide portion in the middle of the bridge is actually illusory. Anyone unfortunate enough to fall through this section of the bridge drops 200 feet to the river below, suffering 20d6 points of falling damage unless a successful Reflex save (DC 18) is made. Like the spell *illusory wall*, the nature of the floor becomes apparent once the PCs interact with it, though they continue to see the illusion unless they succeed at a Will save (DC 17).

10A-8: Gargoyle Ledge (EL 13, if all gargoyles attack simultaneously)

A high ledge (25 feet) is home to a flock of 30 gargoyles, although only 20 to 25 (1d6+19) of them are ever present at one time. If the PCs pass within 30 feet of the ledge at ground level, 2d4 gargoyles swoop down and attack. If the PCs prove too difficult (one or two gargoyles killed in the first three rounds), the monsters retreat to the ledge and warn the remaining gargoyles of the potential threat. All the gargoyles attack anyone attempting to scale the ledge walls (Climb DC 20) or flying within 20 feet of the ledge.

Gargoyles (25): CR 4; SZ M Magical Beast [Earth]; HD 4d10+16; hp 38; Init +2; Spd 45 ft., fly 75 ft. (average); AC 16; Atk +6 melee (1d4 [x2], claws), +4 melee (1d6, bite), and +4 melee (1d6, gore); SQ damage reduction (15/+1), freeze; SV Fort +8, Ref +6, Will +1; Str 11, Dex 14, Con 18, Int 6, Wis 11, Cha 7.

Skills: Hide +9 (+17 against background of worked stone), Listen +4, Spot +4. **Feats:** Multiattack, Weapon Finesse (claw, bite, gore).

Treasure: Squeezed between a pile of rocks in the northwest (Search DC 12) is the body of human priest of a neutral good Sun God. The gargoyles have not gotten around to eating this poor fellow, though they will soon. He wears a suit of masterwork plate mail, has a masterwork large steel shield, a +1 *morningstar*, and, in his backpack, a

small wooden box (Open Lock DC 20, no key) containing 110 gp and a *potion of protection from elements (fire)* (5th level, one dose).

10A-9: Entrance from Level 8

These stairs lead down from Level 8 above. They are neither trapped nor dangerous in any way.

10A-10: Devil Horns

Both of these short passages are covered in hieroglyphs and paintings depicting devils and demons engaged in unspeakable atrocities. Though harmless, the PCs get a dark and unsettling feeling while viewing these hideous images.

10A-11: The Mother of All Purple Worms (EL 15)

This wide tunnel stretches north 100 feet before opening into a huge cavern (200 ft. x 300 ft.), wherein lives a **purple worm** of massive proportions. If the worm bothers to notice the PCs, it attacks immediately. More than likely, though, it cannot be bothered with something as small as humanoids.

Massive Purple Worm: CR 15; SZ G Beast; HD 32d10+224; hp 400; Init -2; Spd 20 ft.; burrow 20 ft.; AC 19; Atk +26 melee (3d8+12, bite), and +20 melee (3d6+6 plus poison, sting); Face/Reach 30 ft. by 30 ft. (coiled)/15 ft.; SA improved grab, swallow whole, poison; SQ tremorsense; SV Fort +23, Ref +14, Will +9; Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8.

Skills: Climb +16.

10A-12: The Mummies' Crypts (EL 14 or 16)

Thirty feet up on the northern wall is a ledge beyond which is a large cave. Unless the PCs are flying, spotting the ledge and cave is almost impossible (Spot Check DC 30 with normal lighting, 25 with daylight-equivalent lighting). The cave itself, in addition to being quite large (15-foot-high ceiling), also appears to contain nothing but bones and dung—possibly from bats or stirges.

Secret Doors: There are, in fact, two secret doors. Both are very hard to detect (Search DC 28), locked (Open Lock DC 25), and trapped (see below).

Secret Door A, Poison Gas Explosion: CR 4; no attack roll necessary, affects everyone within 20 feet of the door (1d6/1d6 temporary Con loss); Fort save (DC 18) negates; Search (DC 25); Disable Device (DC 25).

Secret Door B, Fireball Trap: CR 6; no attack roll necessary, affects everyone within 20 feet of door (10d6, *fireball*); Reflex save (DC 14) for half damage; Search (DC 28); Disable Device (DC 28).

Inner Crypts: Beyond the secret doors lie two crypts, both homes to powerful mummies. The crypts are more or less identical: a stone sarcophagus on a raised marble platform, and smooth stone walls painted with swirls of red

and black. The mummies rise from their sarcophagus and attack as soon as their crypt is entered. Furthermore, when one crypt is entered the other mummy rises and joins the combat, probably surprising the PCs from the rear.

DM Note: each mummy is able to open and close the door to his crypt without setting off the trap.

The mummy in Area 12A is Plethor, who was in life a 12th-level cleric; the mummy in Area 12b is Xillin, who was in life a 12th-level wizard.

Plethor the Mummy, Clr 12 (Orcus): CR 14; SZ M Undead; HD 12d8 plus 6d12+3; hp 82; Init -1; Spd 20 ft.; AC 22; Atk +10 melee (1d6+4, slam plus mummy rot), or +15/+10 melee (1d8+5, +2 *shortspear*, crit x3); SA despair, mummy rot, smite good, spells; SQ undead, resistant to blows, damage reduction (5/+1), fire vulnerability; SV Fort +4, Ref +5, Will +12; Str 17, Dex 8, Con—, Int 6, Wis 18, Cha 15.

Skills: Concentration +19, Hide +12, Listen +13, Move Silently +12, Spellcraft +10, Spot +9. *Feats:* Alertness, Combat Casting, Lightning Reflexes, Toughness, Weapon Focus (*shortspear*).

Unholy Spells Prepared (6/6/5/5/4/3/2): 0—detect magic, guidance, inflict minor wounds (x2), read magic, resistance; 1st—bane, cause fear, divine favor, entropic shield, inflict light wounds (x2); 2nd—bull's strength, hold person, inflict moderate wounds (x2), silence; 3rd—bestow curse, deeper darkness, dispel magic, inflict serious wounds, protection from elements (fire); 4th—inflict critical wounds (x2), poison, spell immunity; 5th—circle of doom, flame strike, slay living; 6th—greater dispelling, summon monster VI (*barbazu*).

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—desecrate; 3rd—magic circle against good; 4th—inflict critical wounds; 5th—circle of doom; 6th—harm.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He may also make a smite attack once per day (see below).

SQ—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +12 damage bonus.

Possessions: +1 chain shirt, +2 *shortspear*, wand of hold person (6th level, 21 charges).

Xillin the Mummy, Wiz 12: CR 14; SZ M Undead; HD 12d4 plus 6d12+3; hp 82; Init -1; Spd 20 ft.; AC 19; Atk +10 melee (1d6+4, slam plus mummy rot); SA despair, mummy rot, spells; SQ undead, resistant to blows, damage reduction (5/+1), fire vulnerability; SV Fort +4, Ref +5, Will +8; Str 17, Dex 8, Con—, Int 18, Wis 6, Cha 15.

Skills: Concentration +19, Hide +12, Listen +13, Move Silently +12, Spellcraft +16, Spot +9. *Feats:* Alertness, Combat Casting, Iron Will, Lightning Reflexes, Spell Focus (*Evocation*), Toughness.

Arcane Spells Prepared (4/5/5/5/4/3/2): 0—daze, detect magic, read magic, resistance; 1st—magic missile (x2), ray of enfeeblement, shocking grasp, true strike; 2—darkness, invisibility, Melf's acid arrow (x2), mirror image; 3rd—dispel magic, lightning bolt (x2), protection from elements (fire), slow; 4th—fear, ice storm, minor globe of

invulnerability, rainbow pattern; 5th—cone of cold, feeble mind, summon monster V (fiendish giant constrictor snake); 6th—circle of death, disintegrate.

Possessions: +2 robe of protection, wand of magic missiles (7th level, 27 charges), ring of evasion.

Tactics: What spells the mummies choose to cast depends greatly on which secret door is opened first. In general, Plethor attempts to cast *desecrate*, *protection from elements*, *summon monster VI*, *spell immunity* (fireball), and *bull's strength* before casting his offensive spells. Plethor prefers spells to melee, but if engaged uses his shortspear over his slam attack. Xillin attempts to cast *protection from elements*, *summon monster V*, *minor globe of invulnerability*, and *slow* before casting his offensive spells and using his wand. If engaged, and unable to cast spells, Xillin uses his slam attack.

10A-13: The Door to Nothing

A large shelf-cave lies 25 feet up on the southern wall of this wide tunnel. On the southern wall of the cave is a pair of iron double doors set into a finely made stone wall. The room beyond the doors was once a vault that housed a fortune in mithril. Unfortunately, all of the mithril was eaten by a Xorn. The vault is entirely empty now.

Locked Iron Double Doors: 6 in. thick; Hardness 10; hp 200; Break (DC 35); Open Lock (DC 35).

10A-14: Fungus Garden and Fungus Man Colony (EL 10)

A large fungus garden, spanning both sides of the river, grows in this corner of the Great Cavern. All varieties of bizarre, Underdark fungus can be found here, most of which are edible, some of which are even tasty. If the PCs decide to experiment on their own with the fungus, assume there is a 10% chance every time they try a new variety that the mushroom is poisonous (Fortitude save DC 15 or nausea causing 1d6/1d6 temporary Strength damage).

There is also a small colony of **fungus men** living here—75 common fungus men plus their king. See the Monster Appendix for more details on these creatures. As the PCs approach the garden, a dozen or so of the fungus men come shambling out to the perimeter of the fungus. The fungus men are not aggressive, and only attack if threatened or if the fungus garden is damaged. The fungus men have no known spoken language and do not understand Common or Undercommon, but they can communicate with crude hand gestures or via a *speaking with plants* spell.

Fungus Men (75): CR 2; SZ M Plant; HD 3d8+3; hp 17; Init -1; Spd 20 ft.; AC 14; Atk +3 melee (3d4+1, slam); SA spore cloud (Fortitude save DC 14 or become passive); SQ darkvision (90 ft.); AL LN; SV Fort +4, Ref +0, Will +1; Str 12, Dex 8, Con 12, Int 10, Wis 10, Cha 10.

Fungus Man King: CR 4; SZ M Plant; HD 6d8+12; hp 30; Init -1; Spd 20 ft.; Atk +7 melee (6d4+2, slam); SA hallucination cloud (Fortitude save DC 17 or confusion),

spore cloud (Fortitude save DC 14 or become passive); SQ darkvision (90 ft.); cloud; SV Fort +7, Ref +1, Will +3; Str 14, Dex 8, Con 14, Int 12, Wis 12, Cha 10.

Treasure: Hidden in this fungus grove (Search DC 20) are several trinkets special to the king: three *potions of plant growth*, a +2 *dagger*, and a velvet bag containing seven diamonds worth 100 gp each. In addition, the king wears a gold necklace inset with various gems worth 500 gp.

Development: If the PCs have the means to communicate with the fungus men, the fungus men are happy to tell them what they know. They warn the PCs not to cross the rope bridge to the north, and that there is a powerful "eye creature" living nearby. They also warn of an enormous worm to the northeast.

10A-15: Rope Bridge (EL 2)

A rickety rope bridge spans the river. There is a 50% chance every round that more than 150 pounds is placed on the bridge that it will collapse, sending all those on it into the river. Those who succeed at a Reflex save (DC 18) may grab onto the broken strands of the rope bridge. Otherwise, they suffer 1d6 points of falling damage and must succeed at a Swim check (DC 14) or be swept along in the current.

10A-16: Heat Rift (EL 2)

A deep fissure continuously issues forth a hot mist. The rift is 30 feet deep and gives way to a heated underground river. Those falling into the rift take 3d6 points of falling damage plus 1d6 points of fire damage every round they remain in the water. Climbing out of the rift requires a Climb check (DC 18).

10A-17: Glop Lake (EL 10)

This large subterranean lake bowls down to a depth of 100 feet and is fed from a high waterfall in the south (see Area 10A-18). The water is cool, with a gentle current that flows north to the river. Should the PCs be inclined to swim or bathe in the waters of Glop Lake, they are likely (75%) to be attacked by 2-4 of the **giant gars** that hunt these waters. As blood fills the waters, another gar arrives every six rounds after the first blow is landed.

Giant Gars (12): CR 2; SZ L Animal; HD 7d8+7; hp 38; Init +2; Spd swim 60 ft.; AC 15; Atk +7 melee (1d8+4, bite); Face 5 ft. by 10 ft.; SQ keen scent; Str 17, Dex 15, Con 13, Int 1, Wis 12, Cha 2.

Skills: Listen +7, Spot +7.

10A-18: Waterfall

A loud waterfall tumbles over a high cliff (30 ft., Climb DC 15). PCs caught beneath the churn of the fall must succeed at a Swim check (DC 15) or be pinned beneath the water. A PC pinned beneath the water may make an additional Swim check every round, although the DC increases by 1 every 2 rounds. A narrow ledge runs behind the waterfall. It is smooth and extremely slippery, and a successful Balance check (DC 15) must be made. A failed Balance check prevents movement for that round; a

failed check by 5 or more means the PC falls into the surging waterfall. The wall of the cliff behind the waterfall is likewise smooth.

Two Secret Doors: A secret door that is extremely well hidden (Search DC 30) and *arcane locked* (Break DC 30; *dispel* DC 29) leads to a narrow set of stairs that wind down to the south. Another secret door, which is somewhat easier to find (Search DC 25), is present on the other side of the waterfall. It leads to Level 9B. In all other respects, the secret doors are as listed above in the "Standard Features" for the level.

10A-19: Tomb of Slavish, the Arch-Lich

The Door to the Tomb

The stairs terminate in what appears to be a solid stone wall crudely painted with the image of a set of double doors. No amount of searching, however, detects any seam or hinges. A *detect secret doors* spell does reveal that a portal exists where one is painted on the wall, but there appears to be absolutely no way to open it. A *see invisibility* or *true seeing* spell, though, reveals the following words written in Draconic above the image of the door: "Speak His Name and Enter." The name the PCs must speak is "Slavish." How they come to learn this is up to the PCs or the DM. A *legend lore*, *limited wish*, *wish*, or *miracle* spell would work. A high-level bard, with a successful Bardic Knowledge check (DC 30) might also know about the powerful lich entombed beneath a waterfall in a giant cavern. Alternately, Villix, the beholder in Area 10A-3, might, at the DM's discretion, know the name of the Lich and, as payment for slaying his nemesis, be willing to part with the information. The PCs might also choose to consult The Oracle in Area 3-7 in *Rappan Athuk—The Upper Levels*. Lastly, destroying the lich and/or procuring his considerable fortune might be a quest the PCs took on before entering the Dungeon of Graves, perhaps after acquiring a map with the word "Slavish" scrawled across it. In any case, there is absolutely no way to open this portal without uttering the lich's name. The door is unbreakable, and *transmute rock to mud*, *stone to flesh*, *pass wall*, or similar magic do not work on this door. Additionally, the chamber beyond is warded so that it may not be entered by *teleportation* or by astral or ethereal creatures.

Once the PCs speak the word "Slavish," the painted doors glow with a red light, seams appear where none had

Demonbane (Major Artifact)

Demonbane was forged with one purpose in mind: to kill demons, specifically Orcus. Strangely, *Demonbane* was created not by paladins or clerics of Good, but rather by the arch-devil, Baalzebul, who purposed to overthrow the Lord of the Undead. Because of their mutual evil alignments, the sword focuses on law versus chaos. Also, because the arch-devil did not particularly care who used the sword against Orcus, he made it Lawful Neutral, rather than Lawful Evil.

Powers: This sword functions as a +3 *lawful keen bastard sword*: Int 14, Wis 14, Cha 18, Ego 24; Alignment: LN; telepathy; Primary Powers: *detect chaos* (at will); *bull's strength* (5 hours, 1/day); *dictum* (1/day); wielder gains a +4 insight bonus on all saves against attacks from demons; the sword automatically ignores the damage reduction of any demon it strikes; and the wielder of *Demonbane* is immune to the wand of Orcus. If used against a devil (or any other Lawful Evil Outsider), the sword becomes powerless and non-magical for 24 hours. Method of Destruction: The sword melts into gold upon delivering the killing blow to Orcus; otherwise, there is no way to destroy *Demonbane*.

Once in the possession of a lawful-aligned PC, the sword urges its wielder toward that end. It knows Orcus is "near" and can guide the PC by letting him know if he is getting closer or further away from the Demon Prince. If the wielder does not proceed directly toward Orcus, *Demonbane* asks (it speaks Common and Draconic) to be handed over to a more dedicated warrior. If this fails, it attempts to control the PC (Will save DC 24). A controlled PC follows *Demonbane's* directions and is allowed an additional saving throw every 24 hours.

been, and the doors swing open, revealing the tomb of the arch-lich.

The Tomb (EL 20)

This small square chamber contains an open stone sarcophagus, and, in the south, three tall brass urns overflowing with gems and gold. As the doors to the crypt swing open, the lich, covered in dust and cobwebs, rises from the sarcophagus and says, "Who sent you?"

Slavish, an 18th-level Sorcerer-Lich, is entombed here behind the falls. Slavish—though a lich—is not a friend of Orcus. Slavish is just powerful enough that Orcus takes this rivalry reasonably seriously. Slavish knows this, and does not to the deity's patience. Thus, he remains hidden here surrounded by his fortune, safe, for the moment, from Orcus' considerable wrath.

Slavish, Male Human Lich Sor18: CR 20; SZ M Undead; HD 18d12+3; hp 82; Init +; Spd 30 ft.; AC 21; Atk +9 melee (1d8+5 [x2], Will save DC 25 halves, negative energy touch); SA fear aura, paralyzing touch, spells; SQ undead, turn resistance (+4), damage reduction

Staff of Harming

This black, iron staff, the antithesis of a *staff of healing*, allows the user the following spells: *contagion* (1 charge), *inflict serious wounds* (1 charge), *blindness/deafness* (1 charge).

Caster Level: 7th; Prerequisites: Craft Staff, *contagion*, *inflict serious wounds*, *blindness/deafness*; Market Price: 25,000 gp.

(15/+1), immunities (cold, electricity, polymorph, and mind-affecting attacks); AL LE; SV Fort +, Ref +10, Will +14; Str 10, Dex 14, Con —, Int 16, Wis 16, Cha 24.

Skills: Concentration +25, Knowledge (arcana) +24, Knowledge (demons) +24, Listen +24, Spot +24, Spellcraft +24. **Feats:** Combat Casting, Craft Staff, Craft Wand, Craft Wondrous Item, Great Fortitude, Lightning Reflexes, Scribe Scroll, Toughness.

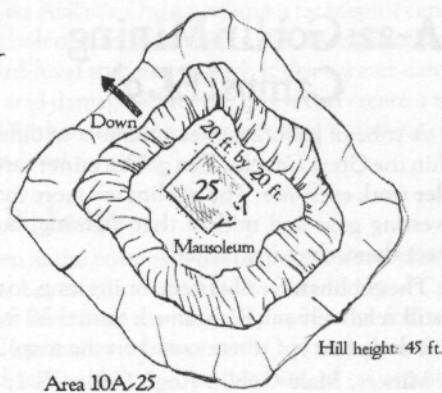
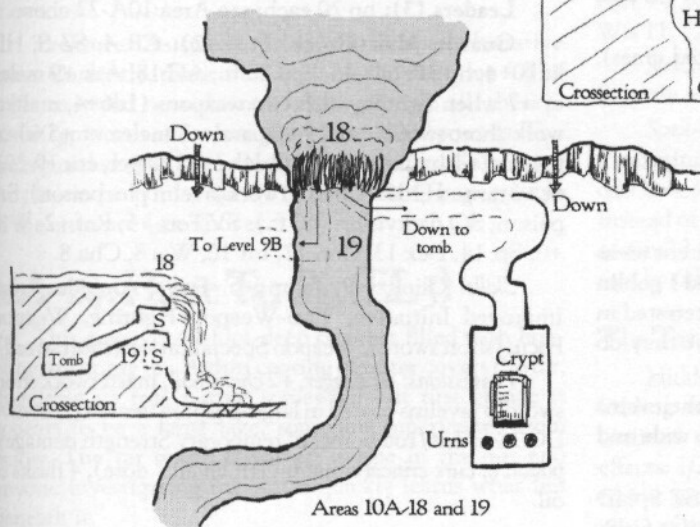
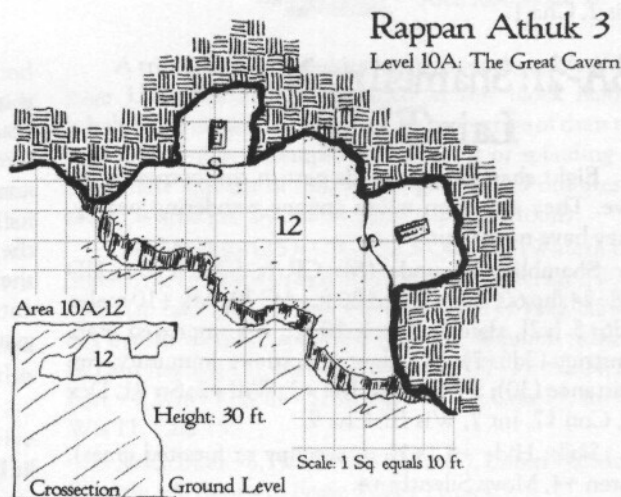
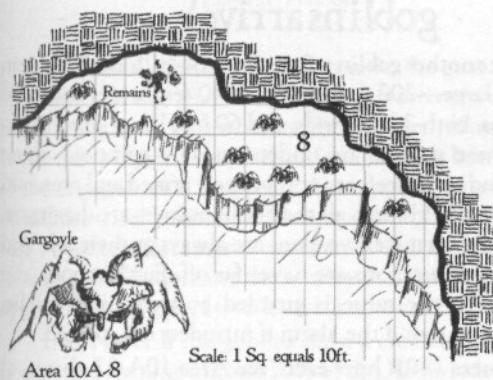
Sorcerer Spells Known (Cast Per Day): 6/8/8/8/7/7/7/5/3: 0—arcane mark, dancing lights, daze, detect magic, detect poison, mage hand, mending, open/close, read magic; 1st—burning hands, identify, magic missile, ray of enfeeblement, sleep; 2nd—invisibility, Melf's acid arrow, mirror image, protection from arrows, see invisibility; 3rd—dispel magic, haste, lightning bolt, slow; 4th—fire shield (cold), minor globe of invulnerability, rainbow pattern, wall of ice; 5th—cone of cold, dominate person, feeblemind, mind fog; 6th—circle of death, disintegrate, summon monster VI; 7th—delayed blast fireball, finger of death, power word (stun); 8th—incendiary cloud, mass charm, protection from spells; 9th—power word (kill), wail of the banshee.

Possessions: +2 robe of protection; +2 ring of protection; brooch of shielding; wand of cone of cold (12th level, 32 charges); staff of harming (30 charges, see side box for description); cloak of charisma +2; phylactery—small metal box (hardness 10; hp 40), locked (Open Locks DC 30, no key), containing strips of parchment inscribed with magi-

cal runes. The phylactery is attached to Slavish's belt with a leather strap.

Tactics: Unless the PCs are extremely high-level, and somehow fully rested after fighting their way through ten levels of the Dungeon of Graves, they have no hope of defeating the lich. Slavish is aware of the PCs' presence once they approach his door and immediately begins casting the following spells in this order: *minor globe of invulnerability*, *protection from arrows*, *protection from spells*, and *haste*. As stated above, once the PCs enter his chamber, Slavish rises from his sarcophagus and asks who sent them. Slavish assumes no mortal would be so foolish as to challenge him. Thus, he does not attack immediately, choosing instead to question the PCs. He is specifically interested in determining if the PCs are agents of Orcus or, he hopes, agents sent to seek help from him to destroy Orcus. He is not willing to talk long, however; he wants to act before his *haste* wears off. If the PCs are somehow able to convince him they have been sent or are aiming to kill Orcus, he tells them how they can reach Level 15. He may even provide them with Demonbane (see below and side box). Otherwise, he attacks.

Once combat has begun, Slavish prefers to cast two *summon monster VI* spells first, calling forth a barbazou and an erinyes to engage the PCs while he casts more spells. He wants to dispose of his adversaries quickly, so he casts *power word, kill* (targeting magic users) and then *delayed blast fireball*. How he proceeds after this depends greatly on the



PCs. If there are powerful clerics and magic users, he casts *feeblemind* and *mind fog*. He might also attempt a *mass charm* and a *dominate person* on a powerful fighter. Remember, he is clever and ruthless. If the PCs want to take him on, they do so at their own peril.

Treasure: The urns contain 150,000 gp in gems, jewels, and assorted coins. In addition, there are a handful of minor magical rings: a +1 ring of protection, a ring of water walking, and a ring of jumping. Lastly, Slavish possesses *Demonbane*—a powerful artifact. It is the fact that Slavish possesses *Demonbane* that he and Orcus currently are not on friendly terms.

10A-20: Huge Fungus Garden

All varieties of small and large exotic subterranean fungi grow here. All movement through the fungus is at half normal rate, owing to the density of the growth and the soft damp ground. Seventy-five percent of the fungi are edible; the other 25% are poisonous (Fort save DC 15 or 1d6/1d6 points of temporary Constitution damage). Scattered among the harmless fungi are 12 shriekers who sound their alarm as the PCs approach. Roll once every minute that the shriekers are shrieking for a wandering monster, with this exception: a roll of 18-20 results in 2-5 shambling mounds from Area 10A-21 lumbering over to investigate.

Shriekers (12): CR 1; SZ M Plant; HD 2d8+2; hp 11; Init -5; AC 13; Atk none; Reach 0 ft.; SA shriek; SQ plant; SV Fort +4, Ref —; Will -4; Str —, Dex —, Con 13, Int 1, Wis 2, Cha 1.

10A-21: Shambling Mound Lair (EL 14)

Eight shambling mounds nest in this corner of the cave. They attack en masse anyone wandering nearby. They have no treasure.

Shambling Mounds (8): CR 6; SZ L Plant; HD 8d8+24; hp 60; Init +0; Spd 20 ft.; AC 20; Atk +10 melee (2d6+5 [x2], slams); Reach 10 ft.; SA improved grab, constrict (2d6+7); SQ plant, electricity immunity, fire resistance (30); SV Fort +9, Ref +2, Will +2; Str 21, Dex 10, Con 17, Int 7, Wis 10, Cha 9.

Skills: Hide +4 (+12 in swampy or forested areas), Listen +4, Move Silently +4.

10A-22: Goblin Mining Camps (EL 9)

A tribe of goblins mines a number of different areas within the Great Cavern. Ten goblin miners and 1 goblin leader work each site. The goblins are more interested in harvesting gold and mithril than fighting, but they do protect themselves if attacked.

The goblins have not been mining long, so their veins are still relatively small: assume a tunnel 30 ft. wide and 100 ft. long (except where noted on the map).

Miners, Male Goblin Rog2 (10): CR 2; SZ S; HD 2d6; hp 9; Init +1; Spd 30 ft.; AC 14; Atk +2 melee (1d8-

1, masterwork morningstar); SA sneak attack (+1d6); SQ darkvision (60 ft.), evasion; SV Fort +0, Ref +4, Will +0; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Appraise +5, Climb +4, Hide +6, Jump +4, Listen +7, Move Silently +6, Search +5, Spot +7. **Feat:** Alertness.

Possessions: Masterwork morningstar, leather armor, mining equipment, 2 flasks of oil, 3d6 sp.

Leader, Male Goblin Rog5: CR 5; SZ S; HD 5d6; hp 20; Init +7; Spd 30 ft.; AC 17; Atk +5 melee (1d8, masterwork morningstar), or +8 ranged (1d8, masterwork light crossbow, crit 19-20); SA sneak attack (+3d6), rogue skills; SQ darkvision (60 ft.), evasion, uncanny dodge; SV Fort +1, Ref +7, Will +1; Str 10, Dex 16; Con 11, Int 10, Wis 11, Cha 8.

Skills: Appraise +8, Climb +8, Hide +11, Jump +8, Listen +10, Move Silently +11, Search +8, Spot +10; **Feats:** Alertness, Improved Initiative.

Possessions: Masterwork morningstar, masterwork light crossbow, 20 bolts, masterwork studded leather armor, *potion of cure moderate wounds* (5th level, 3 doses), *potion of cat's grace* (3rd level, 2 doses), 3 flasks of oil, 3d8 gp.

Treasure: Stored in locked wooden boxes (Open Lock DC 20) are that day's harvest: 200 gp worth of 50%-grade mithril and gold ore (25 gp value per pound of ore).

10A-23: Large Gold Vein (EL 6, depending on how many goblins arrive)

Yet another goblin tribe mines this hillside. This vein is quite large—200 feet deep and 40 feet wide, with two branches, both 30 feet wide and 60 feet long—and lucrative. These goblins are understandably paranoid about attack and are therefore appropriately armed and prepared for combat. Although all the goblin miners are digging in the vein, their melee weapons are always at their side and their missile weapons are never far off. Furthermore, the entrance to the mine is guarded by two tough goblin guards, who sound the alarm if intruders are spotted.

Miners (30): hp 9 each; see Area 10A-22 above

Leaders (3): hp 20 each; see Area 10A-22 above.

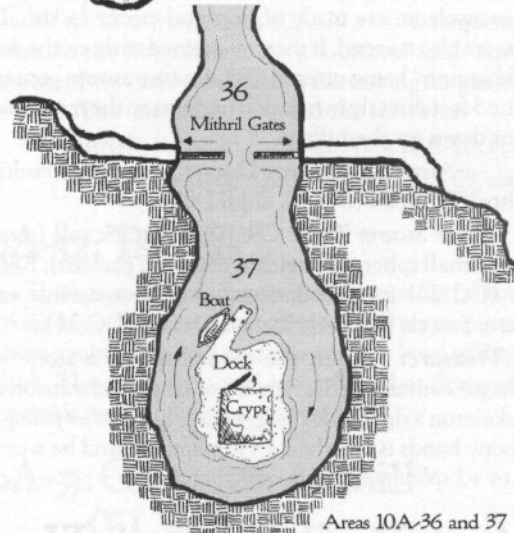
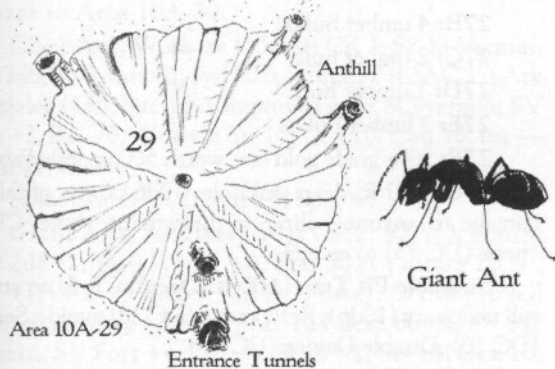
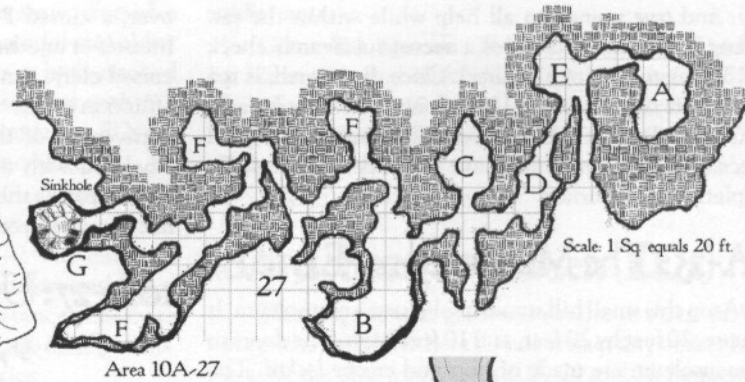
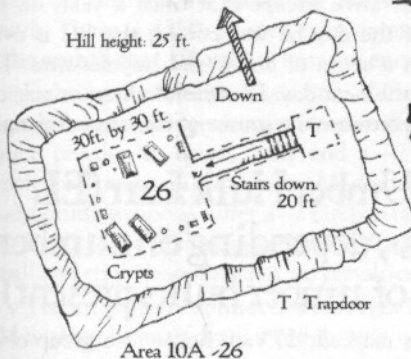
Guards, Male Goblin Ftr4 (2): CR 4; SZ S; HD 4d10+4; hp 30; Init +5, Spd 20 ft.; AC 18; Atk +9 melee or +7 when fighting with two weapons (1d6+4, masterwork short sword, crit 19-20) and +7 melee or +5 when fighting with two weapons (1d4+2, +1 dagger, crit 19-20), or +6 ranged (1d6+2, masterwork javelin plus poison); SA poison; SQ darkvision (60 ft.); SV Fort +5, Ref +2, Will +0; Str 14, Dex 13, Con 12, Int 10, Wis 8, Cha 8.

Skills: Climb +9, Jump +5. **Feats:** Ambidexterity, Improved Initiative, Two-Weapon Fighting, Weapon Focus (short sword), Weapon Specialization (short sword).

Possessions: +1 dagger, +2 chainmail, masterwork short sword, 3 javelins coated in large scorpion venom (Fort save DC 18 or 1d6/1d6 points of temporary Strength damage), *potion of cure critical wounds* (7th level, 1 dose), 4 flasks of oil.

Rappan Athuk 3

Level 10A: The Great Cavern



Tactics: At the first sign of trouble, the guards sound the alarm and two leaders and 10 miners arrive five rounds later. The goblins look to strike from afar first, firing poison bolts, throwing poison javelins, and lobbing burning oil. Once engaged, or if it appears their opponents are formidable, the third leader and the rest of the miners are called for. These reinforcements arrive in 1d4+1 rounds. While in melee, the leaders and the miners attempt to flank their opponents and gain a sneak attack whenever possible.

DM Note: If the goblins have a chance to use their poison and flaming oil, add 20% to the XP awarded in this encounter.

Treasure: As stated earlier, this is a very lucrative mine. Currently, there are dozens of wheelbarrows full of gold ore stored near the rear of the vein. In all, there is 10,000 gp worth of ore, weighing over 2,000 pounds. The ore is guarded at all times by one of the leaders. This leader only leaves his post at the ore if there is significant trouble at the entrance (see above).

10A-24: Huge Tar Pit (EL 5)

This massive, 40-foot-deep crater is filled with bubbling, steaming tar. A thin coating of water covers the tar, disguising its true nature somewhat—at first glance it appears to be a large lake, somehow superheated from below. The tar smell, however, is ripe in the air, and anyone investigating the water quickly learns what lies beneath it.

A tribe of 25 **tar mephits** (treat as ooze mephits, MM page 132, with changes detailed in stat block below) inhabits the crater. The mephits are protective of their tar, and any creature attempting to enter it or spending an inordinate amount of time investigating it (5 minutes or more) is attacked by 2d6 mephits (up to 25 total).

Tar Mephits (25): CR 3; SZ S Outsider [Water]; HD 3d8+3; hp 16; Init +0; Spd 30 ft., 40 ft. fly (average), 20 ft. swim (in tar); AC 16; Atk +6 melee (1d3+2 [x2], claws); SA breath weapon, spell-like abilities, summon mephitis; SQ fast healing (2), damage reduction (5/+1); AL N; SV Fort +4, Ref +3, Will +3; Str 14, Dex 10, Con 13, Int 12, Wis 11, Cha 15.

Skills: Bluff +6, Hide +9 (+19 in tar), Listen +6, Move Silently +6, Spot +6. **Feats:** Power Attack.

Spell-like Abilities: Once per hour a tar mephitis can fire a steaming bolt of tar that functions like a *Melf's acid arrow* cast by a 3rd-level sorcerer, though it deals water damage instead of acid damage. Once per day it can create a mass of rancid fog that duplicates the effect of a *stinking cloud* cast by 6th-level sorcerer.

The Tar Pit Ladder

Hidden at the bottom of the tar pit is a secret channel leading to Level 12, Area 12-23. Should the PCs be inclined to dive into the tar, they suffer the following effects: 1/2 normal swim movement; 1d4 heat damage per round and zero visibility. The mephits, of course, suffer none of these effects. Magic, such as *freedom of movement*,

water breathing; *endure*, *resist*, or *protection from elements (fire)*; and *true seeing* can all help while within the tar. Finding the channel requires a successful Search check (DC 35 due to lack of visibility). Once discovered, it is a quarter mile swim to Level 12, with no chance for breathing. Obviously, only PCs endowed with *water breathing* and *protection from elements (fire)* have any hope of successfully completing this journey.

10A-25: The Mausoleum (EL 10)

Atop this small hill stands a solid stone mausoleum. It is square, 20 feet by 20 feet, and 10 feet-high. The doors to the mausoleum are made of iron and *arcane locked*. The doors are also trapped. If they are opened without the word "Arkbannon" being uttered first, a *meteor swarm* centered on the 5 feet directly in front of the doors to the mausoleum reigns down on the hilltop.

Arcane Locked Iron Doors: 5 in. thick; Hardness 10; hp 200; Break (DC 40, dispel DC 23).

Meteor Swarm Trap: CR 10; no attack roll (*meteor swarm*, small sphere box within diamond pattern); Reflex save (DC 23) for half damage, must save against each sphere; Search (DC 34); Disable Device (DC 34).

Treasure: Within the mausoleum is a stone sarcophagus containing the remains of long-dead warrior. On the skeleton's right index finger is a *ring of feather falling*. In his bony hands is clutched a +2 *longsword*, and he wears a suit of +3 *splint mail of fire resistance*.

10A-26: The Cursed Tomb (EL 11)

On top of this short hill is a hidden, locked trapdoor (Search DC 25; Open Lock DC 20). Once opened, it reveals a narrow set of stairs that descends 20 feet to a paved stone landing and an iron bound oak door. Written in Undercommon across the top of the door are the words, "Those Who Enter Will Someday Return."

Beyond the door is a tomb, 30 feet square, containing 4 **specters** who attack immediately. Anyone who crosses the threshold of the tomb is instantly cursed (no saving throw; see below). While there are many open chests, sarcophagi, and urns throughout the chamber, all are empty.

DM Note: The specters cannot leave the tomb.

Spectres (4): CR 7; SZ M Undead [Incorporeal]; HD 7d12; hp 45; Init+7; Spd 40 ft., fly 80 ft. (good); AC 15; Atk +6 melee (1d8, incorporeal touch plus energy drain); SA energy drain, create spawn; SQ undead, incorporeal, turn resistance (+2), unnatural aura, sunlight powerlessness; SV Fort +2, Ref +5, Will +7; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills: Hide +13, Intimidate +12, Intuit Direction +10, Listen +13, Search +10, Spot +13. **Feats:** Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

The Curse

A cursed PC is doomed to one day return to the tomb as a specter. When that PC dies, he is immediately transformed into a specter and begins journeying back to the tomb to guard it against intruders. A cursed PC who dies

cannot be aided by a *raise dead* or *resurrection* spell. Moreover, a cursed PC cannot remove the curse, either on himself or another, with a *remove curse* spell; only a non-cursed cleric can do so. A cursed PC is not aware of his affliction while alive except that once a year, on the anniversary of the day he was cursed, the PC is overwhelmed with a sense of doom and hopelessness. The feeling passes the next day. Powerful divination magic is necessary to determine the source of this annual ennui.

10A-27: UMBER HULK LAIR (EL 9, depending on number of umber hulks present)

The areas marked "27" are home to a group of 12 umber hulks. Each of the chambers contains the following:

27A: 2 umber hulks.

27B: 4 umber hulks.

27C: 2 umber hulks.

27D: 1 umber hulk.

27E: 3 umber hulks.

27F: 50%-grade gold ore, worth 500 gp, piled about.

27G: 100 ft.-deep sinkhole; 10d6 points of falling damage to anyone falling or thrown into hole; Climb check (DC 15) to escape.

Sinkhole Pit Trap (100 ft. Deep): CR 5; no attack roll necessary (10d6); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

Umbur Hulks (12): hp 68 each; see Area 10A—4, above.

Tactics: The umber hulks attack intruders immediately. Hulks in adjacent chambers arrive 1d4 rounds after the start of combat.

10A-28: River Entrance from Level 9A

Anyone swimming from the river from Level 9A arrives here.

10A-29: Giant Ant Anthill (EL Variable)

A large colony of **giant ants** (400+) works this area of the Great Cavern. The anthill is a 20-foot-tall cone of dirt and gravel. The hill is guarded by four soldier ants, who oversee the constant flow of worker ants going in and out of the hill (assume 2d6 worker ants on or near the hill at one time). The worker ants do not attack except to defend themselves; the soldier ants, however, attack all non-ants who attempt to enter the anthill.

The ants pay no attention to anyone or anything unless they are on the anthill itself, so the PCs can simply pass by the ant colony without incident. If they decide to enter the anthill, they find themselves in a labyrinthine series of tunnels and chambers all filled with busy ants. The tunnels are approximately 5-feet high and 5-feet wide, and so can be traversed easily by most PCs, though the con-

stant comings and goings of the ants slows movement to 1/2 in most areas. Ninety percent of the ants are workers who ignore the PCs unless attacked. The remainder are soldier ants, who attack immediately and give a high-pitched squeal that attracts an additional 2d6 soldiers within 3 rounds. There is a 25% chance every minute the PCs are in the anthill that 1-2 soldier ants are encountered.

Fighting in the anthill is a little difficult. PCs using large slashing or bludgeoning weapons suffer a -4 circumstance penalty to attack rolls and a -2 circumstance penalty to damage rolls. PCs using Medium-size slashing or bludgeoning weapons suffer a -2 circumstance penalty to attack rolls and a -1 circumstance penalty to damage rolls. Small and tiny weapons suffer no penalties.

The ant colony connects with Area 10A-30. If the DM wishes, he may draw a rough map of the passages and chambers, or, if he prefers, simply let the PCs wander and fight until he decides they come across the passage to Area 10A-30.

Giant Ant, Workers (350+): CR 1; SZ M Vermin; HD 2d8; hp 9; Init +0; Spd 50 ft., climb 20 ft.; AC 17; Atk +1 melee (1d6, bite); SA improved grab; SQ vermin; SV Fort +3, Ref +0, Will +0; Str 10, Dex 10, Con 10, Int —, Wis 11, Cha 9.

Skills: Climb +8, Listen +5, Spot +5.

Giant Ant, Soldiers (50): CR 2; SZ M Vermin; HD 2d8+2; hp 11; Init +0; Spd 50 ft., climb 20 ft.; AC 17; Atk +3 melee (2d4+3, bite); SA improved grab, acid sting (1d4+1 plus 1d4 acid damage); SQ vermin; SV Fort +4, Ref +0, Will +1; Str 14, Dex 10, Con 13, Int —, Wis 13, Cha 11.

Sills: Climb +10, Listen +6, Spot +6.

Treasure: In their wanderings, the worker ants have picked up a number of small magical items. Once it was determined these could not be used to further the colony, they were discarded. There is a 10% chance every 10 minutes the PCs are in the colony that they come across something valuable (Spot check DC 15). If so, roll on the following chart:

1-3: Scroll (roll on **minor scroll** charts 8-21, 8-22 and 8-23 on page 204 of the DMG)

4-6: Potion (roll on **minor potion** chart 8-18 on page 191 of the DMG)

7: +1 dagger

8: +1 ring of protection

9-10: Masterwork short sword

11-14: +1 arrow

15-16: +1 bolt

17: +2 ring of protection

18: *Potion of cat's grace* (5th level, 1 dose)

19: +2 short sword

20: *Scroll of lightning bolt* (7th level)

10A-30: Giant Ant Anthill (EL 2)

This area is similar to Area 10A-29, with the following exceptions: tunnels within the colony connect to Areas 10A-29 and 10A-33, and the **queen ant** resides in the lowest chamber of this colony. The Queen Ant's

chamber is 20 ft. square and is guarded at all times by 10 soldier ants.

Giant Ant, Queen: CR 2; SZ L Vermin; HD 4d8+4; hp 22; Init -1; Spd 40 ft.; AC 17; Atk +5 melee (2d6+4, bite); Face 5 ft. by 10 ft.; SA improved grab; SQ vermin; SV Fort +5, Ref +0, Will +2; Str 16, Dex 9, Con 13, Int —, Wis 13, Cha 11.

Sills: Listen +7, Spot +7.

10A-31: Fungus Garden (EL 2)

This huge fungus garden is similar to Area 10A-20, except the **shriekers** here do not attract any umber hulks. As well, the ants from Areas 10A-29 and 30 frequent the garden, as the fungi herein are a source of food. Assume there are always **2d4 worker ants** harvesting fungus at any one time. The ants know to avoid the shriekers.

Shriekers: hp 11 each; see Area 10A-20, above.

Worker Ants: hp 9 each; see Area 10A-29, above.

10A-32: Tar Pits

These two craters contain pits of steaming tar similar to Area 10A-25, except that there are no tar mephits nor is there a subterranean passage to another level of Rappan Athuk. There are, however, several dead or dying giants ants stuck on the surface of the tar pit.

10A-33: Giant Ant Anthill (EL varies)

This area is similar to Area 10A-29.

10A-34: Lake (EL 4)

This lake bowls down to a depth of 70 feet and has a gentle current that flows from west to east. Should the PCs decide to swim or bathe in the lake, they are 75% likely to be attacked by 2-4 of the **giant gars** that hunt these waters. As blood fills the waters, another gar arrives every 6 rounds after the first blow is landed.

Giant Gars (12): hp 38 each; see Area 10A-17, above.

10A-35: Goblin Mining Camps (EL 4)

These camps are similar to Area 10A-22, except that the goblins here are quite scared of the giant ants and are therefore more prepared for combat. One goblin guard patrols each mine, and the remaining goblins respond quickly to sounds of combat (1-3 rounds).

Goblin Guards, Ftr4: hp 30 each; see Area 10A-23, above.

10A-36: False Mithril Gates

The river widens somewhat as it flows through what appears to be a set of mithril gates. These gates are similar to those on Level 9A, Area 9A-3, as detailed in *Rappan*

Athuk—The Middle Levels. They stretch to the ceiling of the cave (now only 30 feet from the cave floor), and a fine meshed grate allows the water to flow beneath the gates (the mesh extends through the water to the floor of the riverbed, so swimming beneath the gates is not an option). Unlike the portal on Level 9A, these doors are merely iron with mithril plating. They are, however, virtually indestructible (hardness 20, hp 400) and locked with powerful magic—only a *wish* or a *miracle* opens them, except as described below.

The gates are inscribed with ancient and obscure runes. A *read magic* or *comprehend languages* spell translates these phrases, although what results is just about as incomprehensible as before.

The poem inscribed on the gates is as follows:

My life as a wanderer has met its end.

Doom—begetting a faithful friend—

Awaits the turns of the untraveled course. Now

Me and mine and upon a lame horse

Beyond the shadow of the rising dawn—

These arms, these eyes, are tired and drawn, these

Gates are empty; all hope is gone.

The poem is meaningless and meant to confuse those wishing to enter. If, however, the first word of each line is recited in order, *My doom awaits me beyond these gates*, the portals open.

10A-37: The Cursed Island (EL 12)

The river flows around a small island. There is a rectangular stone structure on the island and a dock with one rowboat moored to it. The structure is 15 feet wide, 20 feet long, and 12 feet high. There is a wooden door on the north face of the building, and it is ajar. **Three gorgons** reside within this building, and they attack anyone who attempts to land on the island.

Gorgons (3): CR 8; SZ L Magical Beast; HD 8d10+34; hp 68; Init +4; Spd 30 ft.; AC 18; Atk +12 melee (1d8+7, gore); Face/Reach 5 ft. by 10 ft./5 ft.; SA breath weapon, trample (1d8+7); SQ scent; SV Fort +9, Ref +6, Will +3; Str 21, Dex 10, Con 17, Int 2, Wis 12, Cha 9.

Skills: Listen +8, Spot +8. **Feats:** Alertness, Improved Initiative.

Hecate's Curse: Anyone setting foot on the island is afflicted with a terrible curse. Within two weeks, a cursed PC begins to have trouble remembering simple things: what day it is, if he ate breakfast, where he left his coin purse. Soon, however, it gets worse. The cursed victim can remember little beyond his own name, and that only on a good day. Only a *remove curse* cast by someone other than a similarly cursed spell caster restores the victim's memory. Note: priestesses of Hecate will not cure this curse. Likewise, priestesses of Hecate are not affected by the curse.

10A-38: Will-O'-Wisp Lair (EL 10)

Down this gently sloping side tunnel lies the lair of 3 **will-o'-wisps**. PCs lured into this dark crevasse by the lamp-like glow of these foul creatures are attacked immediately.

Will-O'-Wisps (3): CR 6; SZ S Aberration [Air]; HD 9d8; hp 40; Init +13; Spd fly 50 ft. (perfect); AC 29; Atk +16 melee (2d8, shock); SQ spell immunity, natural

invisibility; SV Fort +3, Ref +12, Will +9; Str —, Dex 29, Con 10, Int 15, Wis 16, Cha 12.

Skills: Bluff +11, Listen +17, Search +14, Spot +17.

Feats: Alertness, Blind-Fight, Dodge, Improved Initiative.

10A-39: Roper Lair (EL 12 in passage, 16 in main cave)

A series of cliff face "steps," each 10 feet higher than the next, ascends into the darkness. Each step contains a cave opening that leads via a rough natural passage to a large cave that is home to 12 **ropers**. Two ropers guard each passage leading to the cave; the remaining six await their victims in the main chamber.

Ropers (12): CR 10; SZ L Magical Beast; HD 10d10+30; hp 85; Init +5; Spd 10 ft.; AC 24; Atk +8 melee (2d6+2, bite), and +11 ranged (strands); Reach 10 ft. (50 ft. with strands); SA strands, attach, weakness; SQ electricity immunity, cold resistance (30), fire vulnerability, spell resistance (28); SV Fort +10, Ref +8, Will +8; Str 19, Dex 13, Con 17, Int 12, Wis 16, Cha 12.

Skills: Climb +7, Hide +10 (+18 in stony or icy areas), Listen +13, Spot +13. **Feats:** Alertness, Improved Initiative, Iron Will, Weapon Focus (strand).

Tactics: In the passages, the two ropers are adjacent to one another and attack in tandem. In the main chamber, once combat has begun, the ropers attempt to position themselves so they are all within strand-range of the PCs. The ropers do not pursue the PCs out of the cave.

Treasure: The bones of three dead goblins can be found in the northeast corner of the cave. Piled among the bones are three change purses, each containing 50 pp. One skeleton wears a +2 *small steel shield*, and another wears a +2 *amulet of health*.

10A-40: Fungus Garden

This large fungus garden contains no shriekers. There is a 50% chance, however, that some creature is here, eating or looking for prey (roll once on wandering monster chart, treating a result of "no encounter" as being 2d8 dire rats).

10A-41: River Out

These narrow rivers flow in a generally easterly direction for 5 miles before emptying out in a deep river canyon. The walls of this canyon are 250 feet high, with a Climb DC 15. Both branches of the river have banks that can be walked. This is a long way in or out of Rappan Athuk, but PCs not wishing to fight their way back up to get out, or back down to return, might want to take advantage of this exit/entrance.

10A-42: Phosphorescent Pool

The water of this large pool glows brightly in the dark of the cave. The pool contains no harmful creatures, and the water is potable, although the imbiber's urine has an eerie glow to it for 24 hours after consumption. If removed from the pool, the water continues to glow for 2-9 days.

Level II: The Waterfall and Akbeth's Grave

This level contains the final resting place of Akbeth, high priestess of Hecate, who offended her goddess and was transformed into a statue of magical metal, known to the dwarves as *living rock*. The passage to this area is through the mithril gates from Level 9A, leading from the river to a huge waterfall and finally into a vast underground lake. The area is filled with vermin, as well as the odd troll that gets washed down some uncharted waterway (they cannot be drowned permanently). A nest of phase spiders finds good hunting here as well. The principle inhabitant of this level is a large beholder, who feeds on the local vermin. Only one adventuring party ever found its way into these caves, and it never left. The remains of these individuals make up the only treasure present here, except the statue of Akbeth herself, of course.

II-1. Entrance

This area leads from the mithril gates (Level 9A, Area 9A-3). It consists of a deep, swiftly flowing river leading to Area 11-3. Swimming the river requires a Swim check (DC 25) to avoid being swept over the falls.

II-2. Empty Cavern

These caves contain little of interest: a rat skull here, a beetle carcass there, etc. A check for wandering monsters should be made each time an area marked "11-2" is entered.

II-3. The Waterfall

This waterfall is an incredibly impressive structure, towering over the lake below. It consists of a 220-foot drop from Area 11-1 into a pool of water over 100 feet deep. Anyone swept over the edge takes 20d6-20 points of damage, and must succeed at a Swim check (DC 25) or be drowned by the weight of water pounding down from above. The pool of water spreads out to fill the cavern, becoming less deep and more still as one moves away from the falls. Vision within 100 feet of the bottom of the falls is limited to 20 feet. Note that non-magical light sources will not remain lit within 100 feet of the bottom of these falls, due to the spray of water and misty conditions. Anyone inquiring about the area behind the falls should be told that there is a recessed ledge behind the waterfall, leading from shore to shore behind it, but should not be told of the entrance (see below) unless *flying* or climbing.

Cave Entrance: Approximately 40 feet up, behind the falls (which can be flown to and/or climbed behind), is a small cave entrance (6 feet in diameter) leading to Area 11-4. Climbing the cliff behind the falls requires a Climb check (DC 25). Failure results in a fall of 30 feet (3d6-3 points of falling damage) and drowning, as above.

Level II

Difficulty Level: 9

Entrances: Waterfall from Level 9A.

Exits: Underwater passage to Level 10A, passage to surface in Area 11-8C.

Wandering Monsters: Check once every hour on 1d20:

1-2: 1d6 Fire Beetles (Giant Crawfish in the Wet Caverns)

3: 1d4 River Trolls (see Area 11-8B, below)

4-5: 3d6 Dire Rats

5: 2d6 Stirges

6: 1 Beholder (see Area 11-4, below)

7: 1d3 Phase Spiders

8-20: No encounter

Detections: None.

Shielding: None.

Continuous Effects: None.

Standard Features: Because the ground is slippery and uneven, each round of melee or running requires a Dexterity check (DC 5). Failure means the PC falls down. Monsters, more familiar with the terrain, enjoy normal movement. Climbing the wet and slippery walls, columns, and other cavern features requires a Climb check (DC 15) unless otherwise noted. Fungus encrusts most surfaces on this level; 20% of the fungus is edible, while 10% is poisonous (Fortitude save DC 16 or take 1d6/1d6 temporary Constitution damage). A Wilderness Lore check (DC 20, DC 14 for gnomes and other underground creatures) allows PCs to determine which are edible.

The cave entrance may only be noticed on a successful Spot check (DC 25) within 20 feet.

II-4. The Hidden Lair of Zaggothma the Beholder (EL II)

The cave entrance from Area 11-3 leads to the lair of **Zaggothma the beholder**. Any time someone comes to the area behind the waterfall, Zaggothma can make a Spot or Listen check to notice and ambush the intruder. If he fails these checks, he is either in his lair (1-4 on 1d6) or out hunting (5-6 on the 1d6 roll). If he is out, there is a 1-2 chance on a 1d6 of him returning every 10 minutes. Zaggothma is the undisputed king of this level and all other creatures avoid him. He selected this lair due to the natural advantages it affords him, and he uses the terrain effects to

his advantage. He is a cunning fighter and will even let the PCs pillage his lair to gain the advantage of the narrow tunnel and steep drop. The cave itself is a narrow (12-foot wide), flat passage, sloping slightly toward the entrance. It provides no cover for those inside, creating a sort of "shooting gallery" for the beholder floating outside the cave, using his eye rays on the "fish in a barrel" PCs.

Zaggothma the Beholder: CR 13; SZ M Aberration; HD 11d8+11; hp 90; Init +4; Spd 5 ft., fly 20 ft. (good); AC 20; Atk +8 ranged (ranged touch attack, eye rays), +2 melee (2d4, bite); SA eye rays; SQ all-around vision, antimagic cone, fly; AL LE; SV Fort +4, Ref +3, Will +11; Str 10, Dex 10, Con 12, Int 17, Wis 15, Cha 15.

Skills: Hide +7, Knowledge (arcana) +10, Listen +15, Search +18, Spot +20. **Feats:** Alertness, Flyby Attack, Improved Initiative, Iron Will, Shot on the Run.

Tactics: The beholder levitates 40 feet above the entrance (vision is limited to 20 feet, due to the waterfall) and allows the PCs to enter and loot the lair. He then floats down to the cave entrance, staying 15 feet back, and shoots eye rays down the tunnel. This allows him to use 4 of his eye rays during each round of action, all the while keeping the PCs in his anti-magic cone. He avoids close combat at all costs, levitating above the ground and avoiding Joe Platemail's sword. Zaggothma uses his fatal rays on fighter types, focusing on those with missile weapons, but concentrates his antimagic ray on any obvious spellcasters, especially those who are flying or levitating, plunging them into the waterfall below. He also uses his *disintegrate* ray to break ropes or other climbing devices in order to drop PCs into the water below.

Treasure: In the cave lair of Zaggothma are the bodies of six adventurers who long ago found this lair and passed the mithril gates using a holy symbol of Hecate to turn the hydra aside. The beholder is a poor housekeeper and merely leaves this stash lying all over the cave floor. The hoard contains 2 suits of full plate, rusty, but restorable; 1 gold holy symbol of Hecate, worth 120 gp; 1 suit of +3 leather armor; 2 potions of heroism; 1 adamantite shield; 1 ring of force shield; 1 set of vestments of faith; 220 gp, 122 sp, and 5 small garnets worth 25 gp each; miscellaneous adventuring gear (ropes, spikes, etc.); and *Demonclaw* (see sidebar).

II-5. The Great Lake

This huge lake dominates much of this level. Numerous underground springs and river flows lead into and out of it. The lake is alive with fish and crustaceans, all blind and accustomed to the dark cave. Despite the usual Rappan Athuk tradition, most of these creatures are harmless. The one risk of being near the lake is that the trolls, beetles, and other predators present on this level feed here. Wandering monster checks are made every 10 minutes while within 30 feet of the lake. On the south side of the lake, a subsurface channel leads to level 10A. This channel looks like all of the others (there are 12 total) and cannot be distinguished except by magic. Traversing this channel requires a Swim check (DC 20). Failure requires a Fortitude save (DC 20), failure of which indicates death upon arrival at Level 10A.

II-6. The Isle of Akbeth

In the center of the great lake is a small island made of rough stone. The island measures 40 feet in diameter and is adorned with a single feature. The statue of Akbeth stands in the very center of the island.

The Statue of Akbeth

The statue stands nearly 6 feet tall and is composed of ruby-red rock that appears as a sort of rough gemstone material. This material resists in any attempts to harm or enchant (e.g., *teleport*) it. The statue is a perfect image of a 30-ish woman, with long flowing hair and a well-proportioned body. She wears long, flowing robes and has a holy symbol of Hecate dangling from a fine chain around her neck. On her left hand is a large ring of gold set with a huge (100,000 gp) square cut emerald. The ring, seemingly, is the only part of the statue not made of the strange rock. It is highly magical.

The statue itself is the once-living form of Akbeth, the high priestess of Hecate. She was cursed by her goddess for some long-forgotten transgression and polymorphed into this statue of *living rock*. This material is effectively 100% magic resistant (spell resistance 50), and can only be cut by slashing weapons of +3 or greater enchantment. Anything cutting this material must make an item Fortitude save (DC 22) or be destroyed in the process. A new save must be made each round of cutting. The ring is a highly magical ring, allowing the wearer to *shapechange* at 22nd level once per day. Anyone attempting to cut the ring off the statue (requires 2 rounds of cutting) or to harm it in any other way must make a Will save (DC 30) or be *disintegrated*. This last effect is a divine curse on any that

Demonclaw

Demonclaw is a +3 chaotic greatsword of thundering, +6 vs. lawful outsiders. Demonclaw is an intelligent weapon, and as such will either select or reject a bearer based on alignment (it will only accept a chaotic bearer). The sword appears as a greatsword made of rune encrusted superior quality metal, with a hilt made from the hand of a demon, withered and dried from age. It has the primary powers of granting the wielder *spell turning* ability vs. lawful outsiders only, grants the bearer virtual use of the Improved Initiative feat, allows the bearer to rage as a barbarian of equivalent level, and has the extraordinary power of *true seeing*. Its special purpose is to slay lawful outsiders, and each successful hit on a lawful outsider reduces the creature's natural AC by 1 point permanently. The sword is Chaotic Neutral, with Int 11, Wis 12, and Cha 16. It communicates by speech and telepathy. Its ego is 21. The only drawback to wielding Demonclaw is that once grasped, it bonds to the left hand of the bearer and cannot be removed by any means short of a *limited wish*, *wish*, or *miracle*. It also compels (Will save DC 21 to avoid) the bearer to attack immediately any lawful outsider he encounters.

would disturb the priestess or the divine judgment laid upon her by Hecate.

II-7. The Nexus Cavern

This cavern provides access to the remainder of this level. Long tunnels lead from the lakeshore to caverns containing vermin and other denizens. This nexus looks like the entrance into a maze, as it contains many exits. Most of these are dead ends; however, three lead to areas of interest.

II-8. The Spider Caves

Examination of this area reveals that no beetle or rat tracks are present in the vicinity. This cave area contains a nest of **phase spiders**. There are finely strung webs covering the entrance to Area 11-8B.

II-8A. Greetings at the Gate (EL12)

The webs can be seen prior to entry into the first cave on a successful Spot check (DC 22). If they are not spotted, anyone entering this area trips on them, alerting the 12 **phase spiders** within. All 12 immediately attack. They have no treasure, though many hours could be spent searching through their nests and webs, which contain only rat and beetle corpses.

Phase Spiders (12): CR 5; SZ L Magical Beast; HD 5d10+15; hp 50; Init +7; Spd 40 ft., climb 20 ft.; AC 15; Atk +7 melee (1d6+4, bite plus poison); SA ethereal jaunt, poison (Fortitude save DC 15 or 2d6/2d6 temporary Constitution); AL NE; SV Fort +7, Ref +7, Will +2; Str 17, Dex 17, Con 16, Int 7, Wis 13, Cha 10.

Skills: Climb +12, Move Silently +11, Spot +9; **Feat:** Improved Initiative.

II-8B. The Nest (EL5)

This area contains numerous caches of spider eggs and mummified corpses of rats and beetles. One cocoon contains a very sick yet still living troll, kind of a renewable resource for the spiders, who continue to feed on the trapped beast, even as he continues to regenerate. If freed, the troll, mad with the torture of being constantly fed upon, attacks with great rage (+4 on all attack and damage rolls; -2 AC). There is no treasure here, though 1d6 baby spiders hatch each week to replace losses unless this nest is destroyed.

River Troll: CR 5; SZ L Giant; HD 6d8+36; hp 68; Init +6; Spd 40 ft., swim 30 ft.; AC 18; Atk +9 melee (1d6+6 [x2], claws) and +4 melee (1d6+3, bite); Reach 10 ft.; SA rend (2d6+9); SQ darkvision (90 ft.), regeneration (5), scent; AL CE; SV Fort +11, Ref +4, Will +4; Str 23, Dex 14, Con 23, Int 6, Wis 10, Cha 6.

Skills: Jump +8, Listen +5, Spot +5, Swim +14. **Feats:** Alertness, Improved Initiative, Iron Will, Multiattack.

II-8C. The Hidden Exit

Hidden behind all the nasty webbing and egg nests is a large boulder. If this boulder is moved, a long, winding tunnel may be found. This tunnel leads for about two miles, winding endlessly, becoming thin and difficult to pass through, and even looking like a dead end on several occasions. If the PCs are persistent and follow it to its end, they will find



LEVEL 11: THE WATERFALL AND AKBETH'S GRAVE

themselves outdoors in a small clearing in a woods, a mile from the dungeon.

11-9A. The Beetle Caverns (EL 1)

These caverns contain numerous fire beetles, fire beetle nests, and fire beetle eggs. They are filled from wall to wall with the fungus on which these critters feed, and an eerie red light emits from this area from the glowing glands in the beetle's heads. Once every 10 minutes, 1d3 **giant fire beetles** attack anyone near these caves.

Giant Fire Beetles: CR 1/3; SZ S Vermin; HD 1d8; hp 6; Init +0; Spd 30 ft.; AC 16; Atk +1 melee (2d4, bite); SQ vermin; AL N; SV Fort +2, Ref +0, Will +0; Str 10, Dex 11, Con 11, Int —, Wis 10, Cha 7.

Skills: Climb +4, Listen +3, Spot +3.

11-9B. Bugs! (EL 4)

This room contains much fungus and many vermin. Dozens of **giant fire beetles** swarm all over this cave, nibbling at the fungus and hoping for some more "fleshy" morsels. There are a total of 80 beetles here, though only 2d12 attack every 10 minutes, the others are busy feasting. If beetle bodies (or any other bodies for that matter) are left here, they will be devoured in 3d6 minutes. There is no treasure here.

Giant Fire Beetles (80): hp 6 each; see Area 11-9A, above.

11-9C. The Crystal Cave

This cavern is filled from floor to ceiling with a vast array of growing, reflective crystals of all shapes, colors, and sizes. The light of the PCs' torches reflects weird patterns off all the walls, creating a rainbow hue of colors throughout the area. None of these are particularly valuable, netting anyone trying to market these stones around 5 gp per pound of material. The trolls living on this level find this room disturbing and will not willingly enter it. Likewise, if the beholder attacks while the PCs are in this room, any eye ray misses are reflected at another random target (including the beholder itself).

11-9D. The Lost Altar of Hecate

This area was once the private shrine of Akbeth. In the far corner of the cavern is a fungus covered, brilliantly carved altar dedicated to the goddess of magic. It will not be noticed unless someone makes a successful Spot or Search check (DC 20) within 20 feet due to the current state of disuse. The altar is carved from a block of pure white marble, inlaid with gold and silver. It stands 8 feet tall and is 20 feet wide along the rear of this cave. A large symbol of a many-headed hydra is etched into the back plate above the altar stone.

If the altar is cleaned and restored, the goddess blesses all who participate, causing them to make automatically their next



saving throw against any magical effect. The next spell cast by any spellcaster participating automatically has maximum effect. Each of these effects occurs only once for each individual. If a worshipper of Hecate of any class is involved with restoring this altar, that individual gains 1 level of experience as well. Likewise, anyone defacing the altar (e.g., prying out the 200 gp worth of precious metals, etc.) suffers the reverse fate (automatically misses next save, next spell is minimum effect, loses 1 level).

11-10A. The Wet Caverns (EL 8)

These caverns are either partially or totally flooded, depending on the season. For purposes of the adventure, the DM should make them accessible the first time they are encountered. At the entrance to these caves lives a small group of 3 **river trolls**. These trolls like the steady food source in these caves and will fight off any intruders. They will not pursue anyone retreating away from these caves, however, as they have easy prey here and do not desire to fight to get food. They have no treasure.

River Trolls (3): hp 68 each; see Area 11-8B, above.

Tactics: These trolls, unlike most of the denizens of this level, actually employ a battle strategy when they fight. They fight until severely wounded, then retreat into the pool at Area 11-10C. The fish and the trolls have an uneasy truce: it bites hard, yet it is afraid of them as well (and they taste terrible). The trolls will not fight to the death unless cornered. Under no circumstances will they pursue opponents out of these caves, unless they may remain in a water area and retain the advantage. They typically grab their opponents and either throw them into the water or jump in while grappling them. The latter can be done successfully on an opposed Strength check. This strategy prevents the use of fire against them and simultaneously allows them an opportunity to drown their victims, as it is unlikely that PCs can hold their breath as long as a troll can (Con 23).

11-10B. Crawfish Boil (EL 9)

This area contains a warm, bubbling fumerole that jets hot water from Level 10. The high water temperature results in numerous minerals being deposited along the walls and floor of these pools. It also creates a warm, happy living area for a group of **giant crawfish**. These critters are always hungry, mindlessly attacking any that enter the cave.

Giant Crawfish (10): CR 2; SZ L Vermin; HD 4d8+8; hp 30; Init -1; Spd 20 ft., Swim 40 ft.; AC 16; Atk +6 melee (1d8+4, [x2] claws); Reach 10 ft.; SA improved grab, squeeze; SQ vermin; AL N; SV Fort +6, Ref +0, Will +1; Str 19, Dex 8, Con 15, Int —, Wis 10, Cha 11.

Skills: Climb +6, Listen +3, Spot +3, Swim +16.

11-10C. Big Fish, Little Fish (EL 2)

When this area is reached, the tunnel floor drops down and the water deepens to 20 feet. During periods of flooding, this area connects to the lake itself. Also during these periods, some critters normally living in the lake migrate here, only to become trapped later when the water level falls. Recently, a **giant gar** traveled from Level 10A to this level and became trapped when the water level declined. It is well fed (from crawfish and smaller prey), though anyone swimming in this murky water is immediately attacked. The giant gar retreats if wounded for over 50% of its hit points, hiding in an underwater cave jutting back 30 feet under the northern lip of the pool.

Giant Gar: CR 2; SZ L Animal; HD 7d8+7; hp 38; Init +2; Spd swim 60 ft.; AC 15; Atk +7 (1d8+4, bite); Face 5 ft. by 10 ft.; SQ keen scent; Str 17, Dex 15, Con 13, Int 1, Wis 12, Cha 2.

Skills: Listen +7, Spot +7.

11-10D. The Beach (EL 7)

This sandy area rises up from Area 11-10C to form a shallow water beach area, no more than 2 feet deep with water at any point. Most of the area is covered with large, clear eggs. Guarding these eggs are 6 **giant crawfish**. If the eggs are not destroyed, crawfish are replaced at a rate of 10 per month, though most are eaten while still juveniles by the giant fish at Area 11-10C. The crawfish attack any that invade their nest.

Giant Crawfish (6): hp 30 each; see Area 11-10B, above.

11-10E. The Vein of Mithril (EL 9)

A very careful search of this cave wall reveals a vein of pure mithril along a seam in the wall. This vein contains 12 pounds of pure mithril, enough to make 3 small, 2 medium, or 1 large weapon. There are also 3d6 **dire bats** here at all times.

Dire Bats: CR 2; SZ L Animal; HD 4d8+12; hp 30; Init +6; Spd 20 ft., fly 40 ft. (good); AC 20; Atk +5 melee (1d8+4, bite); Face 10 ft. by 5 ft.; SQ blindsight; AL N; SV Fort +7, Ref +10, Will +6; Str 17, Dex 22, Con 17, Int 2, Wis 14, Cha 6.

Skills: Listen +11, Move Silently +11, Spot +11. Dire bats receive a +4 racial bonus to Listen and Spot checks, which is lost if blindsight is negated.

Level 11A: The Gates to the Goblin City and the Vampire Lair

Level 11A

Difficulty Level: 15

Entrances: River tunnel from Level 7.

Exits: Huge iron gate to Level 12A.

Wandering Monsters: Check once every 12 hours on 1d20:

1-2: 1d4 Acolytes of Orcus

3: 2d4 Goblin Scouts (see side box)

4-5: 2d6 Dire Rats

5: 1d6 Stirges

6: 1d4 Trolls

7-20: No encounter

Detections: None.

Shielding: None.

Continuous Effects: None.

Standard Features: Unless otherwise noted, all doors on this level are made of locked, iron-reinforced wood (2 in. thick; Hardness 5; hp 20; Break DC 18, Open Lock DC 20). All secret doors are made of stone (1 in. thick; Hardness 8; hp 20; Break DC 22; Open Lock DC 20; Search DC 20).

This level contains a lost vampire lair, with a family of vampires imprisoned by the forces of good that attacked this complex many years ago. The entrance to their lair has been warded by the minions of Orcus with two major encounter areas: a corridor trapped to allow swarms of undead to be unleashed upon the party; and a trapped gate, set to release two demons. Finally, this level contains a long-unused back gate to the Goblin City on Level 12A.

11A-1. The Roper Cavern (EL 13)

This cavern appears to be just another of many located in the depths of Rappan Athuk. Numerous stalactites and stalagmites cover the floors and ceiling, and cave critters scurry about. Fungus grows on many surfaces and the damp stench of decay fills the air. The river flows underground from Level 7 and leads nowhere. The one exception to the norm is that 3 **ropers** have made this out of the way cavern their home. They have little competition for the rats and bats that inhabit their cave, though they are always on the lookout for larger prey. All three hide among the stone garden of stalactites, making them

virtually impossible (Spot DC 40) to detect until they attack. Their usual location is near the river, in the southern half of the cavern, by the exit to Area 11A-3. They attack as soon as over half the party is in range.

Ropers (3): CR 10; SZL Magical Beast; HD 10d10+30; hp 102; Init +5; Spd 10 ft.; AC 24; Atk +11 ranged (6 strands, weakness) and +8 melee (2d6+2, bite); Reach 10 ft. (50 ft. with strands); SA strands, attach, weakness; SQ electricity immunity, cold resistance (30), fire vulnerability, spell resistance (28); AL CE; SV Fort +10, Ref +8, Will +8; Str 19, Dex 13, Con 17, Int 12, Wis 16, Cha 12.

Skills: Climb +7, Hide +10 (+18 in stony or icy areas), Listen +13, Spot +13. **Feats:** Alertness, Improved Initiative, Iron Will, Weapon Focus (strand).

Tactics: The ropers each select one victim and attack with all 6 strands, hoping to incapacitate one person each before attacking again. Once a victim falls (Strength 0), they abandon that victim and attack another. Once all are drained of Strength, they drag each victim into their maws and devour it. They are too slow to run away, so they fight

Goblin Scouts

These wandering goblins have the following stats:

Goblin Scouts, Rog3: CR 3; SZ S; HD 3d6; hp 14; Init +1; Spd 30 ft.; AC 15 (16 with shield); Atk +2 melee (1d6-1, handaxe, crit x3) or +2 melee (1d4-1, dagger, crit 19-20) or +2 melee (1d6-1, javelin) or +4 ranged (1d6-1, javelin, range 30 ft.) or +4 ranged (1d6, shortbow, crit x3, range 60 ft.); SA sneak attack (+2d6); SQ evasion, uncanny dodge (Dex bonus to AC), darkvision (60 ft.); AL NE; SV Fort +1, Ref +4, Will +1; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Appraise +2, Balance +5, Climb +2, Disable Device +3, Escape Artist +4, Hide +11, Intuit Direction +1, Jump +0, Listen +5, Move Silently +10, Open Lock +3, Pick Pocket +3, Search +2, Spot +4, Tumble +4, Use Rope +3. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Mobility.

Possessions: Studded leather armor, small wooden shield, shortbow with 40 arrows or javelins (3) or handaxe, dagger, 1d4 sp, 2d4 cp.



to the death. They do not pursue if the PCs flee, as they have no real hope of catching anything that can run.

Treasure: Each roper has 4d10 pp and 3d6 100 gp gems in its gullet.

11A-2. Empty Room

The occasional piece of junk or debris litters those areas marked "11A-2." DMs should also roll a wandering monster check each time PCs enter areas designated "11A-2."

11A-3. The Demon Gate (EL 10, 17 if demons are summoned)

The passage from Area 11A-1 leads down a stone corridor and ends in a gate. This gate is forged of solid steel and is adorned with grotesque carvings of demonic figures and faces. It is also locked and trapped. Once opened, the area to the south may be accessed.

Locked Iron Gate: 2 in. thick; Hardness 10; hp 60; Break (DC 25); Open Lock (DC 30).

Gate Trap: CR 10; if the gate is opened, a *gate* spell is triggered, summoning forth 2 **glabrezus** (demons), which attack immediately; Search (DC 34); Disable Device (DC 34).

Glabrezus (2): CR 15; SZ H Outsider [Chaotic, Evil]; HD 10d8+40; hp 85; Init +0; Spd 40 ft.; AC 27; Atk +15 melee (2d6+7 [x2], pincers), +13 melee (1d3+3 [x2],

claws) and +13 melee (1d4+3, bite); Face/Reach 5 ft. by 10 ft./15 ft.; SA spell-like abilities, improved grab, summon tanar'ri; SQ: damage reduction (20/+2), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), telepathy, spell resistance (21), detect magic, true seeing; AL CE; SV Fort +11, Ref +7, Will +10; Str 25, Dex 10, Con 19, Int 16, Wis 16, Cha 16.

Skills: Bluff +13, Concentration +14, Hide +2, Knowledge (arcana) +13, Listen +21, Move Silently +10, Search +13, Sense Motive +13, Spot +21. **Feats:** Cleave, Power Attack, Multiattack.

DM Note: See the MM, pages 42 and 45—46, for a full description of these powerful demons.

Tactics: Each glabrezu immediately uses its summon demon ability to attempt to bring in 1d2 vrocks. They cast *mirror image*, followed by *confusion* (one) and *reverse gravity* (two). They use their *teleport* ability to stay away from fighter types, using their *burning hands*, *chaos hammer*, and *unholy blight* abilities until they are forced to fight hand-to-hand. They fight until slain.

11A-4 The Hall of Heroes (EL 18)

This long hallway appears to be made of brilliant red tiles contrasting with polished granite walls and blue stone columns. Along a central path are inscribed runes that seem to be in some sort of code (actually gibberish), leading between two sets of 20 columns. The hallway leads 200 feet to a dead end. Each 10 feet on either side of a central walkway are two pillars. As long as the PCs head

south (toward the dead end), nothing happens. Once they begin to walk back toward the door, however, a terrible event happens. When passed from south to north, each column emits a **wraith** that attacks. If a PC tries to escape by running away, it is possible that up to 40 of these horrors could be faced at once. There is no treasure. The wraiths fight until destroyed.

Wraiths (40): CR 6; SZ M Undead [Incorporeal]; HD 5d12; hp 32; Init +7; Spd 30 ft., fly 60 ft. (good); AC 15; +5 melee (1d4, touch, plus 1d6 permanent Constitution drain); SA constitution drain, create spawn; SQ daylight powerlessness, unnatural aura, undead immunities, incorporeal, turn resistance (+2); AL LE; SV Fort +1, Ref +4, Will +6; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills: Hide +11, Intimidate +10, Intuit Direction +6, Listen +12, Search +10, Sense Motive +8, Spot +12. **Feats:** Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

11A-5. The Keys to the Kingdom (EL2)

Hidden behind a secret panel (Search DC 30; Open Lock DC 25) in this otherwise nondescript room (treat as if this were another Area 11A-2) is the means of finding the lairs of the vampires in Area 11A-6. This panel is warded with a *antipathy* spell (Will save DC 33 to open) and was placed here by the great cleric Bofred to prevent access to the vampire lairs in Area 11A-6. Once the panel is accessed and opened, a small coffer can be found beyond. This coffer contains four small objects: a silver spoon, a jade carving of a cat, a lapis earth-mother figurine, and a miniature mithril sword. None are magical.

11A-6. The Vampire Lair (EL17)

This room appears to be a simple rectangular room, with no apparent exits other than the corridor leading in. The walls and ceiling are made of simple stone and mortar, crudely finished and indistinguishable from other walls of the dungeon. In the center of the floor is a faded painting of a holy nature, showing deeds of good and law and with an artist's signature reading "Bofred." There are four small depressions in this painting, which can only be found if the dirt and dust are swept away. Each depression fits perfectly the silver spoon, the jade carving of a cat, the lapis earth-mother figurine, and the miniature mithril sword found in Area 11A-5. If all four objects are placed in the depressions, four panels slide aside, and the **vampires** hidden in the alcoves (A-D) spring forth. They have been imprisoned for nearly 3 centuries (the ward placed by Bofred) and are very hungry.

Trezelle, Male Human Vampire, Ftr14: CR 16; Size M Undead; HD 14d12; hp 146; Init +8; Spd 30 ft.; AC 32; Atk +25/+20/+15 melee (1d8+10 plus energy drain, +3 *longsword*, crit 16—20); , or +18/+13/+8 ranged; SA domination (DC 20), energy drain (slam attack drains 2 energy levels), blood drain (1d4 permanent Constitution per level while opponent is pinned), children of the night, create spawn; SQ damage reduction (15/+1), turn resistance (+4), gaseous form, spider climb, alternate

form (change to wolf, bat, or dire wolf as a standard action), fast healing (5); AL LE; SV Fort +13, Ref +10, Will +6; Str 24, Dex 19, Con —, Int 14, Wis 15, Cha 16.

Skills: Alchemy +5, Bluff +10, Climb +19, Craft (weaponsmithing) +18, Escape Artist +5, Handle Animal +17, Hide +12, Intimidate +5, Knowledge (nature) +2, Listen +12, Move Silently +12, Ride +19, Search +10, Sense Motive +10, Spot +12. **Feats:** Alertness, Blind-fight, Cleave, Combat Reflexes, Dodge, Improved Critical (longsword), Improved Initiative, Improved Unarmed Strike, Lightning Reflexes, Mounted Combat, Power Attack, Weapon Focus (longsword), Weapon Focus (unarmed strike), Weapon Specialization (longsword).

Languages: Common, Draconic, Infernal.

Possessions: +3 *full plate*, +3 *longsword*: "The Glutton" (see side box), +2 *large shield* (casts *protection from good* once per day).

Mhao, Male Human Vampire, War8: CR 10; SZ M Undead; HD 8d12; hp 76; Init +2; Spd 30 ft.; AC 29; Atk +11/+6 melee (1d6+6, slam plus energy drain) or +14/+9 melee (1d8+9, +3 *shortspear*, crit x3, range 20 ft.); SA domination (DC 17), energy drain (slam attack drains 2 energy levels), blood drain (1d4 permanent Constitution per level while opponent is pinned), children of the night, create spawn; SQ damage reduction (15/+1), turn resistance (+4), gaseous form, spider climb, alternate form (change to wolf, bat, or dire wolf as a standard action), fast healing (5); AL CE; SV Fort +8, Ref +8, Will +3; Str 23, Dex 18, Con —, Int 12, Wis 12, Cha 16.

Skills: Balance +7, Bluff +11, Craft (armorsmithing) +2, Heal +5, Hide +12, Listen +4, Move Silently +12, Open Locks +5, Perform +3, Ride +13, Search +9, Sense Motive +9, Spellcraft +2, Spot +10. **Feats:** Alertness, Dodge, Improved Initiative, Improved Unarmed Strike, Lightning Reflexes, Mounted Combat, Trample, Weapon Focus (halberd).

Possessions: +3 *chain shirt*, +3 *shortspear*, +2 *amulet of natural armor*; a red diary of the 200 years of hunger that the vampires have faced, bound in human skin and penned in the blood of Mhao.

Itara, Female Human Vampire, Sor12: CR 14; SZ M Undead; HD 12d12; hp 108; Init +7; Spd 30 ft.; AC 19; Atk +10/+5 melee (1d6+4, slam plus energy drain); SA domination (DC 22), energy drain (slam attack drains 2 energy levels), blood drain (1d4 permanent Constitution per level while opponent is pinned), children of the night, create spawn; SQ damage reduction (15/+1), turn resistance (+4), gaseous form, spider climb, alternate form (change to wolf, bat, or dire wolf as a standard action), fast healing (5); AL CE; SV Fort +9, Ref +12, Will +15; Str 19, Dex 16, Con —, Int 15, Wis 20, Cha 22.

"The Glutton"

"The Glutton" is a +3 *keen longsword* of wounding. It transmits touch attacks such as vampiric level drain as if it were an extension of its wielder's body. It has the following statistics and powers: Int 12, Wis 13, Cha 13, Semi Empathy, Alignment CE. Any blood spilled upon the blade soaks into the sword like a sponge.

Skills: Bluff +14, Concentration +18, Craft +11, Escape Artist +3, Forgery +5, Hide +10, Listen +16, Move Silently +10, Scry +17, Search +10, Sense Motive 13, Spellcraft +17, Spot +16. **Feats:** Alertness, Combat Reflexes, Dodge, Mobility, Silent Spell, Quickened Spell, Iron Will, Lightning Reflexes, Skill Focus (Spellcraft), Spell Focus (Evocation).

Sorcerer Spells Known (Cast Per Day: 6/8/8/7/7/6/4): 0—dancing lights, detect magic, disrupt undead, ghost sound, light, mage hand, prestidigitation, ray of frost, read magic; 1st—mage armor, magic missile, ray of enfeeblement, shield, true strike; 2nd—alter self, darkness, mirror image, spectral hand, web; 3rd—dispel magic, dark tan's shadow bolt*, haste, hold person; 4th—charm monster, minor globe of invulnerability, shadow shield*; 5th—curtain of darkness*, teleport; 6th—monster summoning VI.

Note: Spells marked with * are found in *Relics & Rituals* by **Sword and Sorcery Studio**.

Languages: Common, Ignan.

Possessions: +4 bracers of armor, ring of spell turning, +2 amulet of resistance.

Swoana, Female Human Vampire, Com3: CR 4; SZ M Undead; HD 3d12; hp 26; Init +6; Spd 30 ft.; AC 22; Atk +3 melee (1d4+2, slam plus energy drain); SA domination (DC 15), energy drain (slam attack drains 2 energy levels), blood drain (1d4 permanent Constitution per level while opponent is pinned), children of the night, create spawn; SQ damage reduction (15/+1), turn resistance (+4), gaseous form, spider climb, alternate form (change to wolf, bat, or dire wolf as a standard action), fast healing (5); AL CE; SV Fort +3, Ref +5, Will +7; Str 14, Dex 15, Con —, Int 13, Wis 18, Cha 18.

Skills: Bluff +12, Disable Device +2, Hide +10, Intimidate +5, Jump +8, Listen +11, Move Silently +10, Search +9, Sense Motive +12, Spot +11, Use Rope +2. **Feats:** Alertness, Combat Reflexes, Dodge, Improved Initiative, Iron Will, Lightning Reflexes, Skill Focus (Move Silently).

Possessions: +3 amulet of natural armor, unhallowed doll (see Alcove D, below).

Vampire Personalities and Tactics

General Tactics: The vampires and hungry and happy to be free. There is no real bargaining with them, though Itara may pretend to call a truce if she is the only one left, slowly using her spells and powers to confuse, charm, and destroy the PCs. If any vampires are slain in their corporeal form, they are forced into a sleep state in their crypts. Here they can be destroyed as usual. Sadly, they have no "hidden" lair to return to and hide if killed.

Grezell is a former warrior of great renown. He wears full plate armor and normally fights with a greatsword. If either Itara or Swoana are killed, he becomes absolutely berserk, fighting at +4 to attack and damage but with a -2 penalty to AC for the remainder of the combat. He appears as a holy knight, wearing symbols of the god of justice and looking like a paladin with blond hair, blue eyes, and an air of nobility about him. Grezell immediately attacks the closest fighter, attempting to drain and slay with reckless abandon.

Mhao was Grezell's squire in life. He is far too mad with thirst to do anything but attack at once. He wears chainmail

and is otherwise a common appearing man. He has reddish blond hair and brown eyes.

Itara was Grezell's wife in life, a sorceress of some power. She alone retains the will to think rather than just attack. She will select spells according to what is happening, beginning with a haste spell on Grezell. She alone will use her dominate person ability, saving hand-to-hand fighting as a last resort. She is beautiful, looking the part of the noblewoman she was, with light gray eyes and jet-black hair. She wears fine silks and jewels, and only her fangs and pale skin show that she is undead. If Swoana is threatened, she rages and attacks as Grezell above.

Swoana was a common human child before her family was changed to vampires. She has the mind of a ten-year old girl and is too hungry to do any thinking; she attacks at once, searching out the smallest victim possible. She looks like Shirley Temple with fangs, dressed in a child's dress and carrying her teddy bear.

In each alcove is a simple coffin, made of stone and containing the remains of each vampire.

Alcove A

This alcove contains the remains of the head male vampire, Grezell. In addition to his personal magic items, there are 4 large pieces of jewelry worth 2,800 gp total, as well as an iron bound *manual of gainful exercise* (+1) hidden in his coffin.

Alcove B

This alcove contains the remains of a male servitor vampire of Grezell's, named Mhao. He prefers to fight using his bare hands and leaves the spear in place while he attacks.

Alcove C

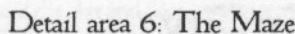
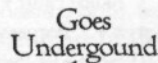
This alcove contains the remains of Itara, Grezell's mate and lover. Itara wears 12,000 gp of fine jewelry and leaves nothing in her coffin as she attacks.

Alcove D

This alcove contains the remains of Grezell and Itara's young daughter vampire Swoana. Swoana has a teddy bear that is enchanted to radiate *unhallow* and *desecrate* spells in a 100-foot radius. There is no treasure in her crypt.

IIA-7. The Gates to the Goblin City

This room contains a secret hidden gate to the Goblin City. It is barred from the side of Level 12A with a 2-foot-thick stone slab. This gate cannot be opened from this side, though this room could be accessed from Level 12A if the PCs find the gate from the other side. The gate radiates a permanent *protection from undead* aura. Likewise, spells such as *passwall* or *ethereal jaunt* allow PCs to pass through this gate in either direction. It opens into Area 12A-29, the Hall of the Titan Cyclops. This gate is never used by the goblins, as the goblin priests fear the vampires living on this level and have warded the gates against their intrusion.

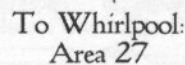
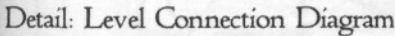


Rappan Athuk 3







Level 9: The Lower Temple of Orcus

Level 9B: The Well of Agamemnon
Upper Level

Level 9B: The Well of Agamemnon
Upper Level



KEY

- X Tunnel Down
 Boat
 Fountain
 Fungus
 Teleporter
 Crypt
 Secret Door

1 Square equals 20 ft.

From Whirlpool: Area 9B-27

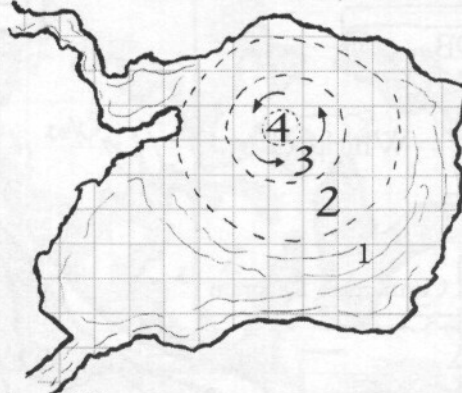
Rappan Athuk 3

Level 9C: The Well of Agamemnon
Lower Level



To Level 9C:
Area 1

Zone strength increases moving inward.
Zone 1 is the weakest, Zone 4 is the strongest.

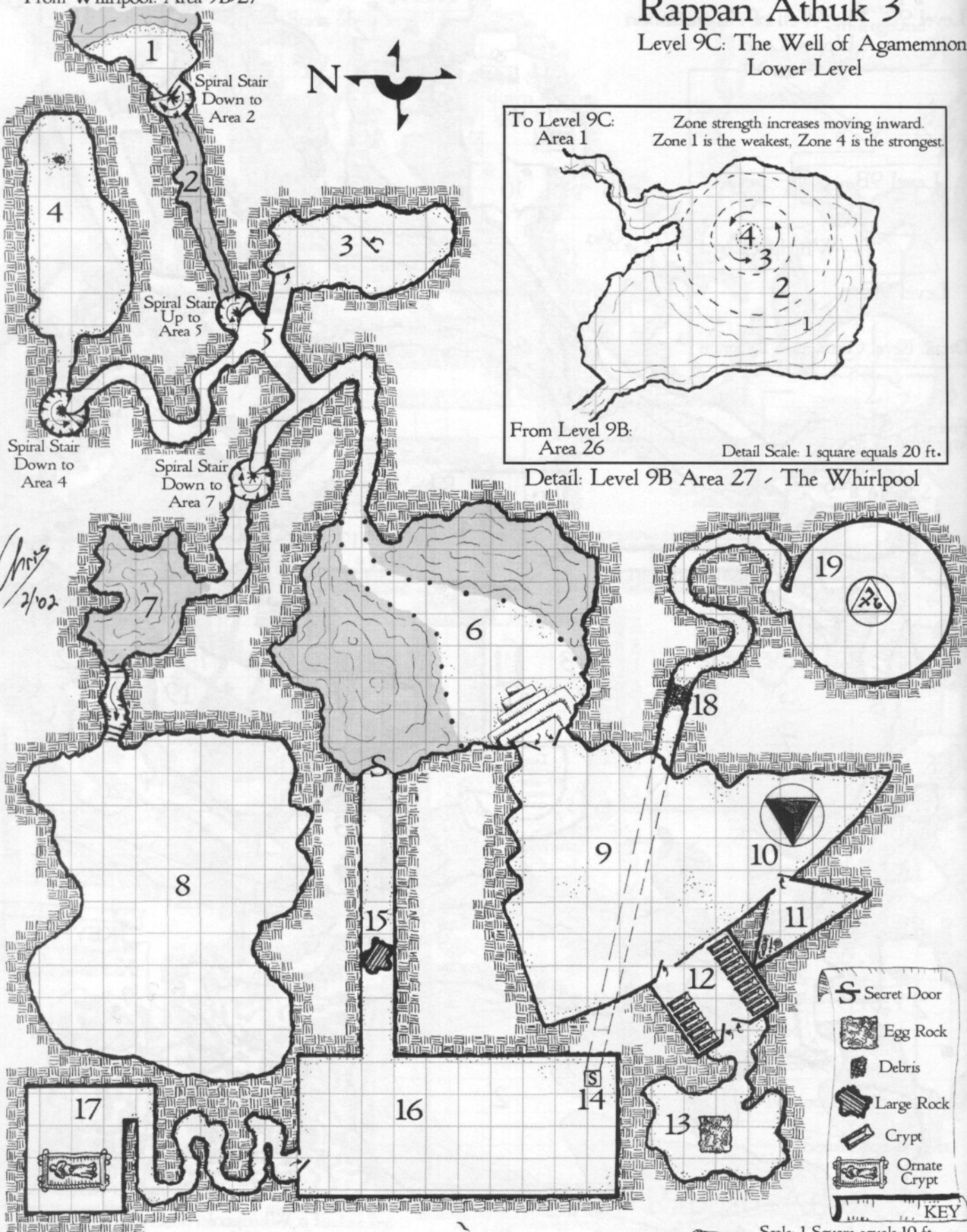


From Level 9B:
Area 26

Detail Scale: 1 square equals 20 ft.

Detail: Level 9B Area 27 - The Whirlpool

Chris
2/02



S Secret Door

Egg Rock

Debris

Large Rock

Crypt

Ornate Crypt

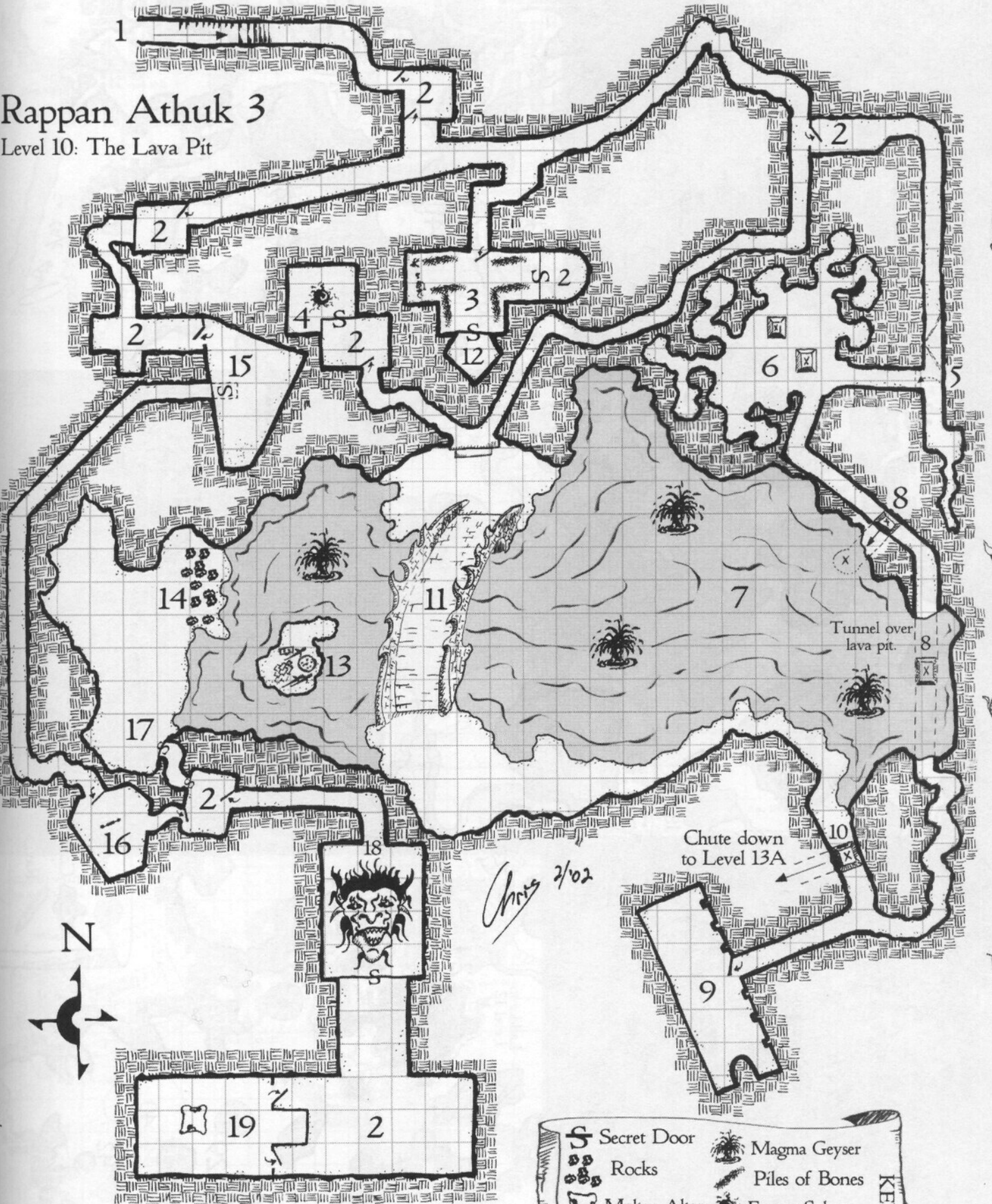
KEY

Scale: 1 Square equals 10 ft.

Stairs from
Level 9

Rappan Athuk 3

Level 10: The Lava Pit



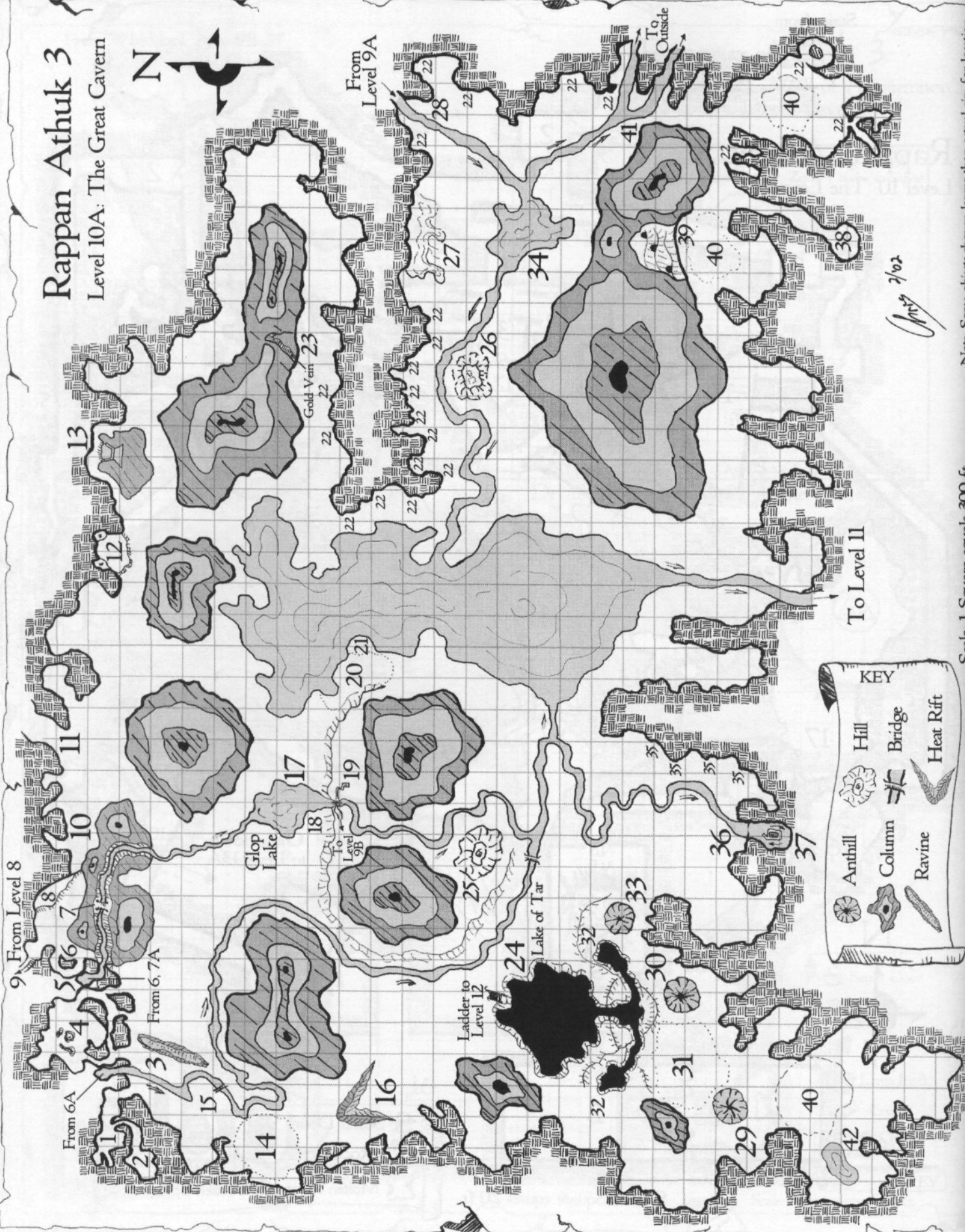
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- | | | | |
|--|--------------|--|----------------|
| | Secret Door | | Magma Geyser |
| | Rocks | | Piles of Bones |
| | Molten Altar | | Frozen Sphere |

KEY

Rappan Athuk 3

Level 10A: The Great Cavern



KEY

	Anthill		Hill
	Column		Bridge
	Ravine		Heat Rift

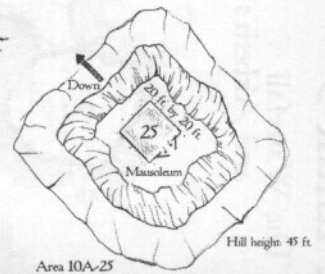
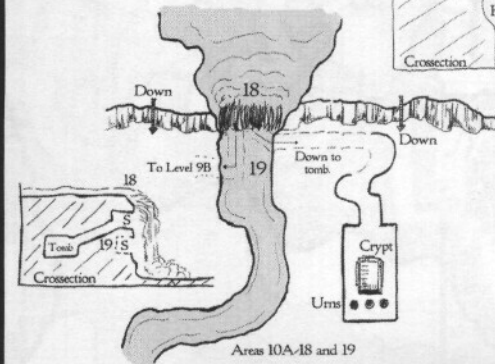
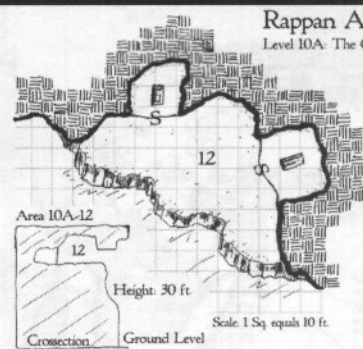
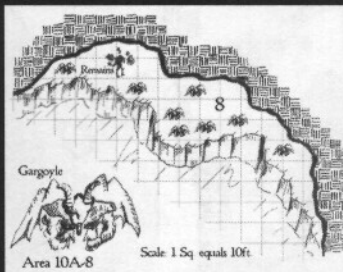
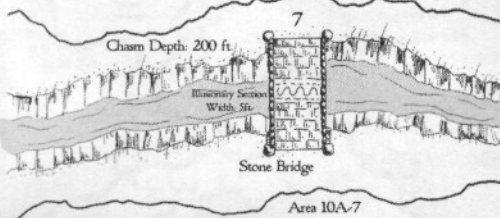
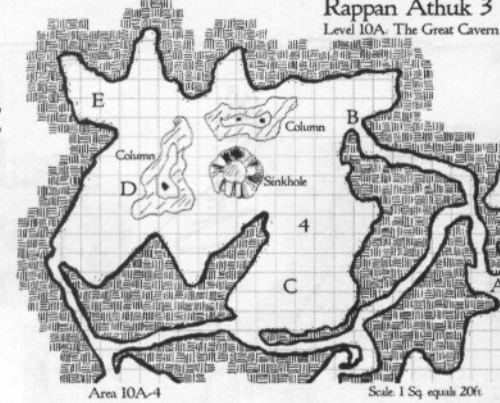
Unk 7/02

Scale: 1 Square equals 300 ft.

Note: Some objects shown here than actual size for location.

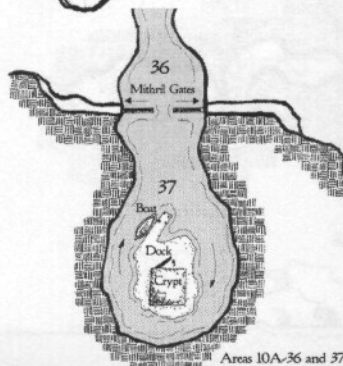
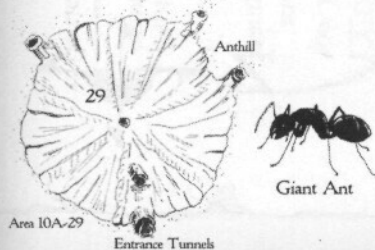
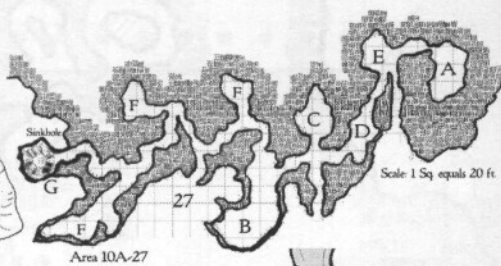
Rappan Athuk 3

Level 10A: The Great Cavern



Rappan Athuk 3

Level 10A: The Great Cavern



Rappan Athuk 3

Level 11: The Waterfall and Akbeth's Grave



Detail: Area 9D
Lost Altar of Hecate

To the Surface

Scale: 1 Square equals 20 ft.



From the Mithril Gates on Level 9A

Water tunnel to Level 10A



Chris 2/02

From Level 7

Goes Underground

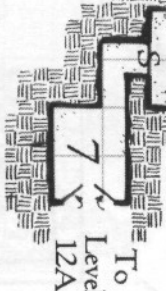
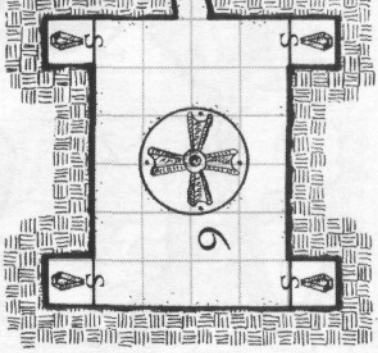
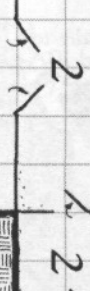
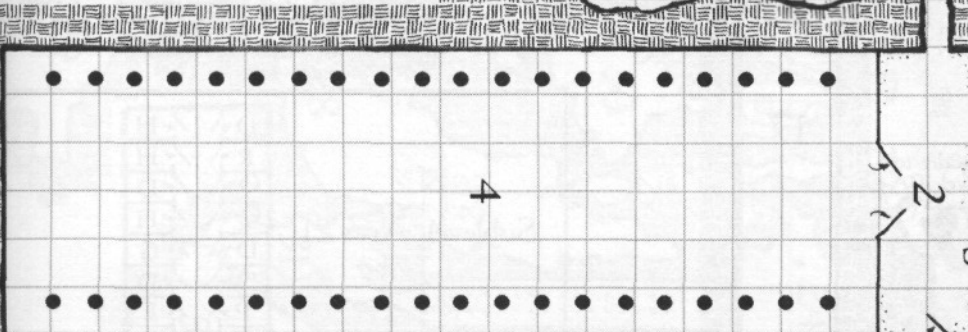
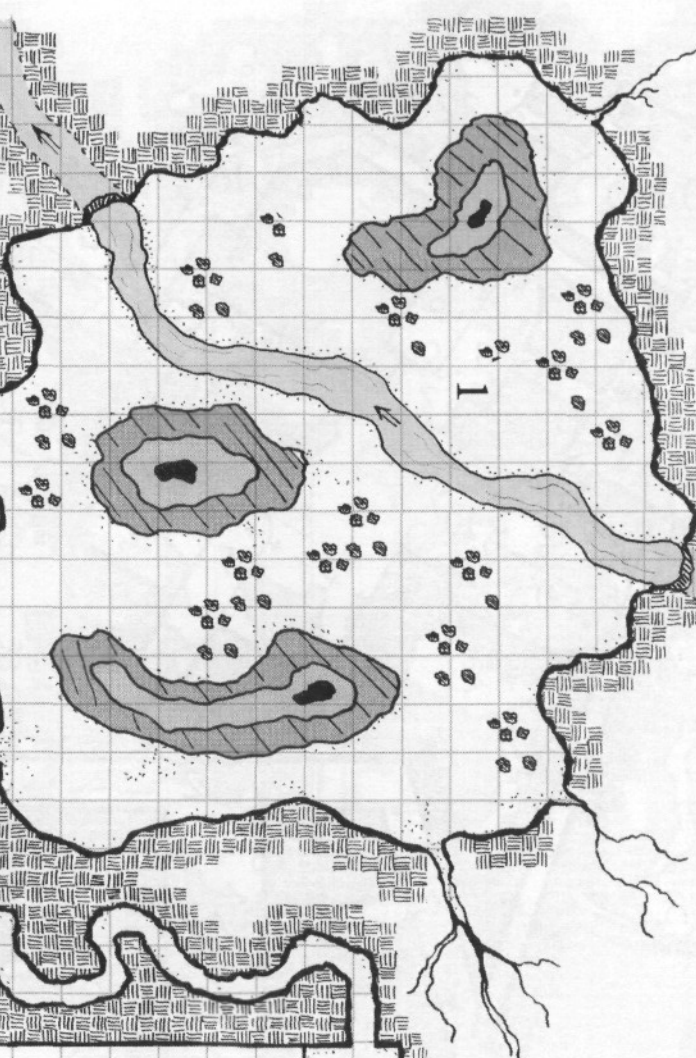


Rappan Athuk 3

Level 11A: The Gates to the Goblin City and the Vampire Lair



Handwritten signature and date: 3/02



To Level 12A

KEY

S Secret Door

• Columns

• Stalagmites

Coffin

Natural Column

1 Square equals 10 ft.

Rappan Athuk 3

Level 12: The Slave Pits

Chris 2/02

From Underground

To Underground

Ladder to Level 10A

Spiral Stairs to Level 14

Spiral Stair down to sublevel 12-21

From Level 12A

S Secret Door

++ Portcullis

Tar Pit

Lavish Bed

Table and Chairs

Corpse

KEY

1 Square equals 10 ft.



Sublevel: Area 21

D	H
R	H
Q	D
Q	H
D	G
D	D
P	F
P	E

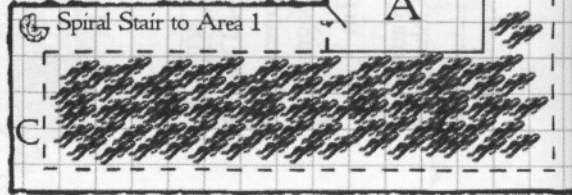
D	I	D	J	E	K	D	L	E	M
D	D	E	D	D	N	D	O	D	P

Chute from Level 7 deposits into area 21C.

Spiral Stair to Area 1

B

A



Level 12A: Grezneck

From Underground

From Underground

To
Level IIIA

Scale: 1 Square equals 50 ft.

KEY



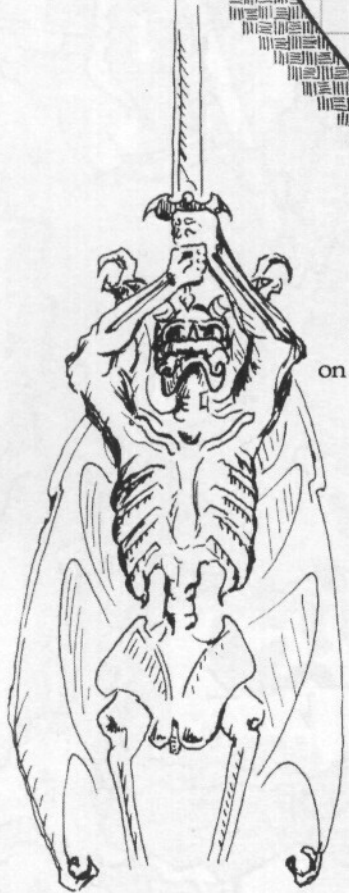
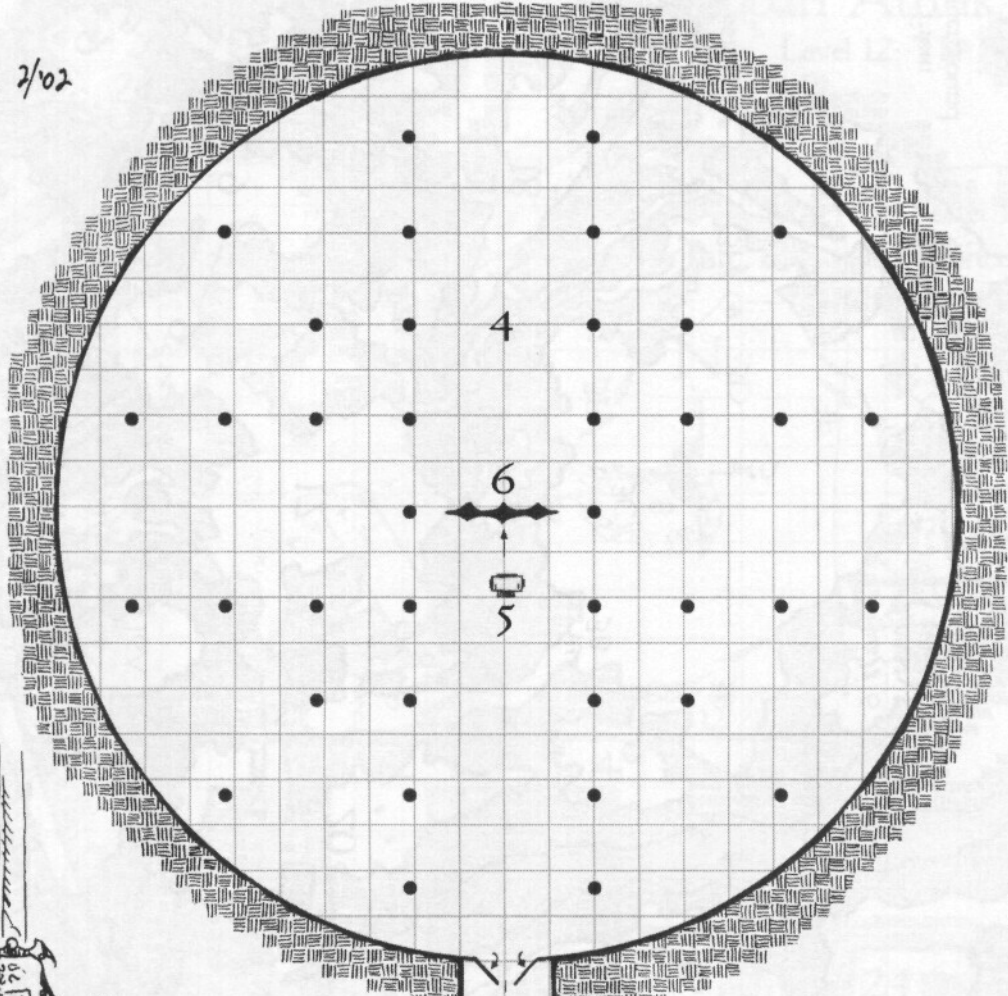
S Secret Door
X Downward Tunnel

X Downward Tunnel

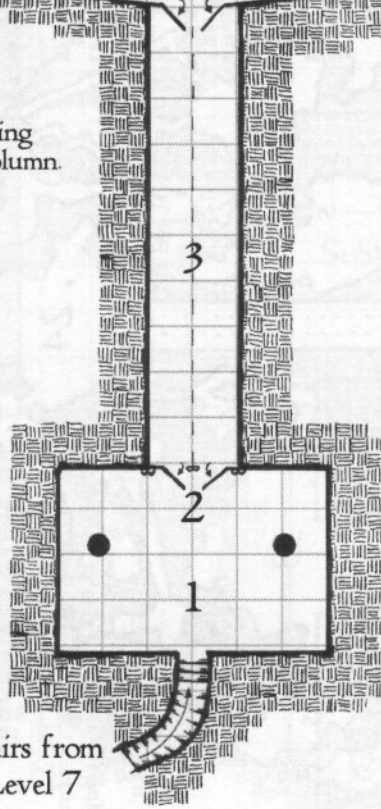
- **Goblin Crypt**

 Crypt

Chris 2/02



Demon carving on entryway column.



● Demon Pillars

• Hero Pillars

☐ Altar of Blood

— Portal of Darkness

KEY

1 Square equals 10 ft.

Rappan Athuk 3

Level 13: The Portal of Darkness

Stairs from Level 7

To Underground

Ames
3/02

To Level 12A

Chute from
Level 10

N

KEY

- Secret Door
- Goblin Beds
- Table
- Fireplace
- Guards' Cots
- Portcullis

1 Square equals 20 ft

From Underground

Rappan Athuk 3
Level 13A: The Goblin Barracks

Rappan Athuk 3

Level 14: The Chapel of Orcus



Ladder from Level 5, joined with stairs from Level 12

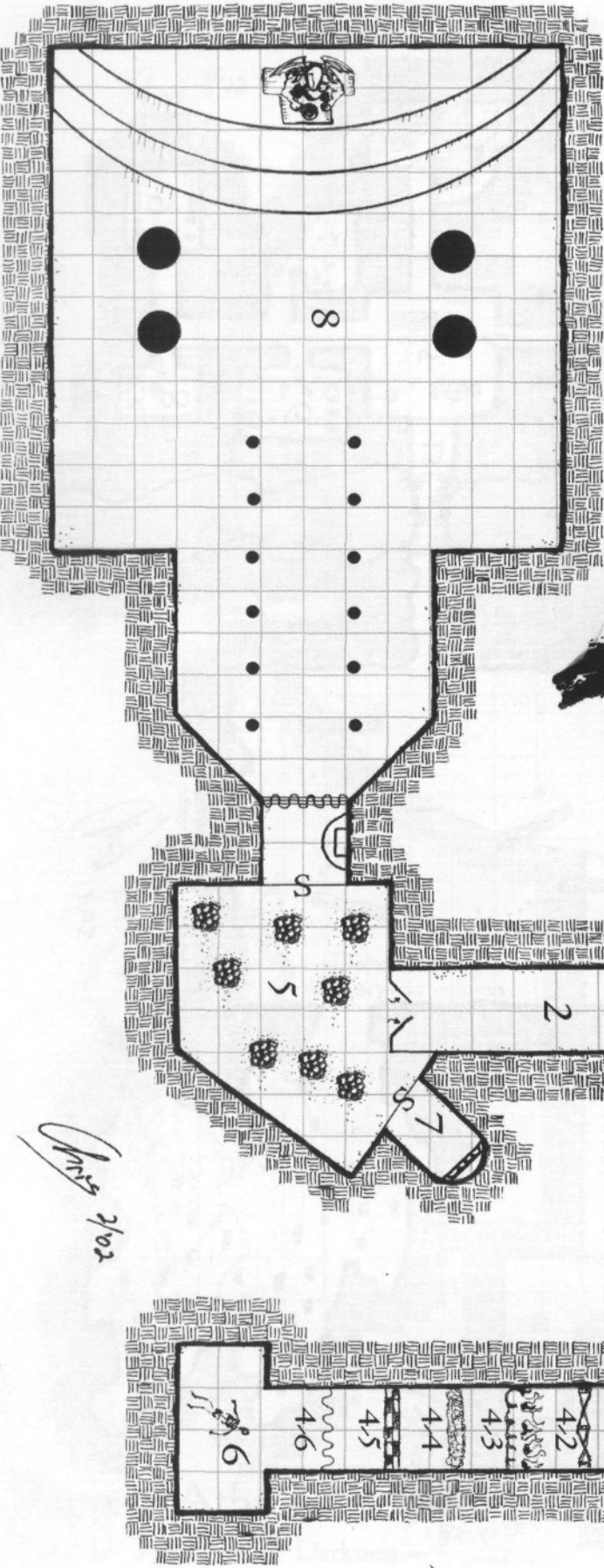
KEY

	Secret Door		Illusory Wall
	Ladder		Debris
	Bronze Pillars		Bofred's Remains
	False Altar		Mirror Teleporter

Scale: 1 Square equals 10 ft



Shadow from Area 5



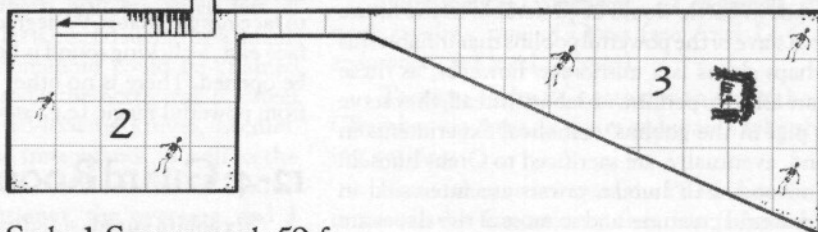
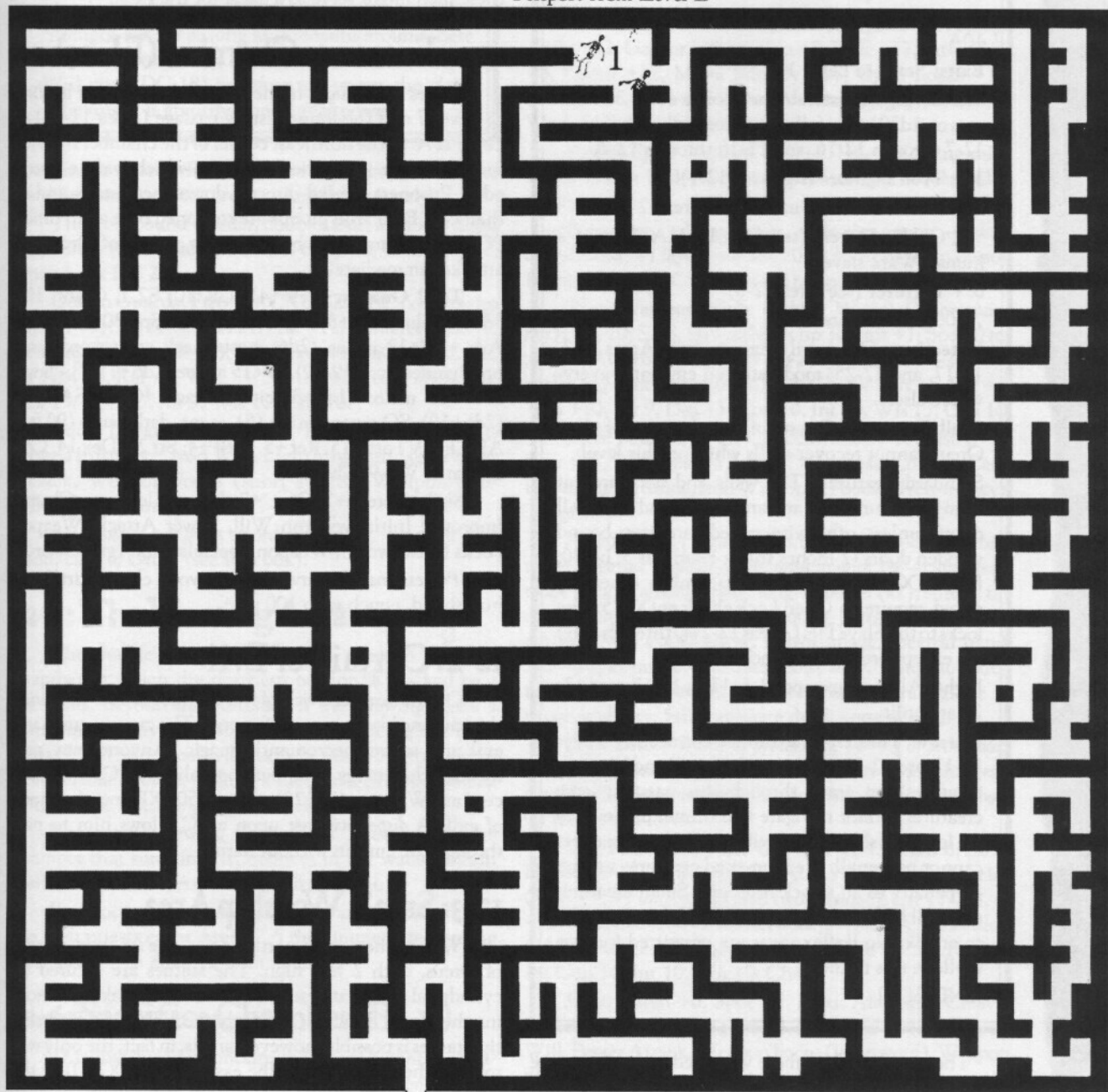
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Rappan Athuk 3

Level 15: The Den of the Master

Teleport from Level 13

Warning: If the PC's fall off the edge of the maze they are lost forever into the abyss (represented by the black area).



Scale: 1 Square equals 50 ft.

Chris 2/02

Level 12: The Slave Pits

Level 12

Difficulty Level: 13

Entrances: Spiral staircase from Level 7; twisting tunnel from Level 12A; tar pit ladder from Level 10A.

Exits: Stairs to Level 14.

Wandering Monsters: Check once every 30 minutes on 1d20 in the following areas only: 12-1, 12-2, 12-7 through 12-16, and 12-18 through 12-20.

1-2: **Troll Fighters** (see Area 12-1).

3-4: 1d4+1 **Goblin Guards** (see Area 12-5).

5: 2 **Goblin Slavers** (see Area 12-21A) leading 2 human War2 slaves.

6: 1 **Torturer** (see Area 12-8).

7-20: No encounter.

Detections: Great evil emanates from Areas 12-2, 12-17, and 12-25; moderate evil emanates everywhere else.

Spell Recovery: Priests of any deity other than Orcus cannot recover spells while on this level.

Standard Features: The walls and floor are cut from the natural rock and are smooth and even. All doors, unless otherwise noted, are iron-bound wooden doors (2 inches thick; Hardness 5; hp 20; Break DC 23). Locked doors, unless otherwise noted, require an Open Lock check at DC 25. The locks to the Slave Pits (Areas 12-21D through 21R) are exceptional (Open Locks DC 30).

Light: All areas except 12-5, 12-6, 12-17, and 12-25 are unlit.

Narrow Tunnel: The tunnel connecting Areas 12-17 and 12-23 is 3 feet wide. Small and Medium creatures can crawl through this passage; large creatures cannot navigate this tunnel unless they are long and slender or flexible, and Huge creatures cannot pass at all. Medium-sized creatures suffer a -8 penalty to all attack rolls, and Small creatures using all but thrusting weapons suffer a -4 penalty to attack. No Reflex saves are permitted for area spells in this tunnel.

[END BOX]

There may not be a more wretched and unfortunate place for a stranded adventurer to end up than here. Indeed, death in battle would be preferable to the future that awaits a slave of the powerful goblins that inhabit this level. Perhaps slaves is a misnomer, however, as these prisoners are asked to perform no labor; instead, they serve as guinea pigs in the goblins' diabolical experiments in torture, and, eventually, are sacrificed to Orcus himself. The goblins and their human priests are interested in torturing powerful creatures and so most of the slaves are captured adventurers awaiting their ignominious end. The PCs themselves could conceivably be brought to this

level as slaves, particularly if they made dreadful mistakes on Level 12A.

There are two very powerful slaves currently in captivity (see Areas 12-21M and 21R). Freeing one or both of these men might serve as a quest for the PCs.

12-1: Entrance Chamber (EL14)

Slaves are brought to the pits via the trapdoor leading to Level 7 and the long twisting passage (Area 12-24) to Level 12A. In the northeast corner of the chamber is a wide spiral staircase set in the floor, from which wafts a putrid odor. Prisoners are led directly down these stairs and to their cell. **Four troll guards** are stationed here at all times. PCs not accompanied by goblins or priests of Orcus are attacked immediately.

Troll Guards, Ftr5 (4): CR 10; SZ L Giant; HD 6d8+36 plus 5d10+30; hp 120; Init +6; Spd 30 ft; AC 22; Atk +17/+12 melee (2d6, masterwork greatsword [used one-handed], crit 19-20), or +15 melee (1d6+7 [x2], claws) and +10 melee (1d6+3, bite); Reach 10 ft.; SA rend (2d6+10); SQ regeneration (5), scent, darkvision (90 ft.); AL CE; SV Fort +15, Ref +5, Will +4; Str 24, Dex 14, Con 23, Int 6, Wis 9, Cha 6.

Skills: Listen +7, Spot +7. **Feats:** Alertness, Cleave, Improved Initiative, Iron Will, Power Attack, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Possessions: Masterwork greatsword, chain shirt, large iron shield, pouch with 100 pp.

12-2: Curtain of Evil

On the northern wall of this corridor is a 10-foot wide shimmering black curtain of energy. The curtain emanates evil and strong necromantic magic. Anyone may pass through the energy field, but good-aligned PCs must succeed at a Will save (DC 20) or lose 2,500 XP from the shock of evil. A *dispel evil* cast upon a PC allows him to pass through the curtain without harm.

12-3: Small Worship Area

Within the curved northern wall are set three statues of Orcus, each 2 feet high. The statues are secured on cylindrical axes that descend into the wall, making removing them very difficult (Strength check DC 28). Rotating the statues is possible, however, and is, in fact, the only way to open the secret door in the east (Search DC 20). If the leftmost statue is turned to face west, the middle is turned to face north (that is, 90 degrees), and the right is turned to face east, a clicking sound is heard and the secret door may be opened. There is no other way to open this door aside from powerful magic (e.g., *stone to mud* and such spells).

12-4: Guard Room (EL12)

Six goblin guards stand watch over the entrance to the Viewing Area. Only High Priests are allowed beyond the

New Magic Item: *Claw of Orcus*

A *claw of Orcus* is a small gold pendant in the shape of a clenched claw. If a devoted worshiper of Orcus wears the pendant, he or she is granted a +4 enhancement bonus to his or her Strength. Non-believers wearing a *claw* suffer 1d6 temporary Strength loss for as long as it remains around their neck. Unfortunately, these PCs must succeed at a Will save (DC 18) or refuse to remove the *claw*, believing it is granting them great power.

doors in the north. PCs disguised as goblins are told to leave, and non-goblins are attacked immediately.

The iron-bound wooden double doors are locked and very sturdy (2 in. thick; Hardness 8; hp 20; Break DC 22; Open Lock DC 20).

Goblin Guards, Ftr6 (6): CR 6; SZ S; HD 6d10+6; hp 44; Init +5; Spd 20 ft.; AC 21; Atk +11/+6 melee (1d6+6, +1 *shortsword*, crit 19-20); SQ darkvision (60 ft.); AL CE; SV Fort +6, Ref +5, Will +4; Str 16 (with *claw of Orcus*), Dex 13, Con 13, Int 9, Wis 10, Cha 10.

Skills: Listen +5, Spot +5. **Feats:** Alertness, Improved Initiative, Iron Will, Lightning Reflexes, Power Attack, Weapon Focus (short sword), Weapon Specialization (short sword).

Possessions: +1 *short sword*, full plate, +1 *small steel shield*, *claw of Orcus* (see side box).

12-5: The Viewing Area

The double doors in the south open to reveal a chamber in which the northern portion is blocked by a portcullis. Beyond the portcullis is the Viewing Area: a platform with five high-back chairs set facing out onto Area 12-6. The portcullis can only be raised by uttering the words *culminus ovari*, making a successful Strength check (DC 28), or by casting a *knock* spell.

The actual viewing area stands 5 feet above the chamber that surrounds it. Sconces in the walls contain *everburning torches*; Area 12-6 is likewise lit.

If the occupants of Area 12-6 see anyone other than the high priests enter Area 12-5 they immediately spring into action (see Area 12-6 for details).

12-6: Sacrifice Chamber (EL 13)

This ghastly room contains the means by which good-aligned men and women are put to death to feed Orcus' evil. Attached to the northern wall are three sets of manacles. Each set of manacles is placed such that a Small, Medium, and Large-sized humanoid could be chained spread-eagle to the wall. Also by the north wall is a steel table containing several cruel-looking knives, needles, razors, and prongs. All these instruments, as well as the floor surrounding the manacles, are bloodstained. Within the chamber are the **executioner**, the **overseer**, and 3 **enforcers**.

The Executioner, Male Hobgoblin Rog5/Asn5: CR 10; SZ M; HD 10d6+10; hp 55; Init +8; Spd 30 ft.; AC

21; Atk +13/+8 melee (1d6+4, +2 *keen rapier*, crit 15-20), or +12 ranged (1d8+2, +1 *light crossbow* with +1 *bolts* plus poison); SA death attack, poison, sneak attack (+6d6), spells; SQ evasion, uncanny dodge (can't be flanked), darkvision (60 ft.); AL CE; SV Fort +3 (+5 vs. poison), Ref +12, Will +2; Str 14, Dex 18, Con 12, Int 16, Wis 10, Cha 11.

Skills: Balance +13, Climb +15, Disguise +13, Escape Artist +12, Gather Information +8, Hide +17, Intimidate +8, Listen +12, Move Silently +17, Open Locks +12, Search +16, Spot +10. **Feats:** Alertness, Dodge, Mobility, Weapon Finesse (*rapier*).

Arcane Spells Prepared (2/2/1): 1st—obscuring mist, spider climb; 2nd—darkness, pass without trace; 3rd—invisibility.

Possessions: +2 *keen rapier*, +3 *leather armor*, +2 *cloak of protection*, +1 *light crossbow*, 20 +1 *bolts* coated in poison (Fortitude save DC 18, 1d6/1d6 temporary Dexterity loss).

The Overseer, Male Goblin Wiz10 (Necromancer): CR 10; SZ S; HD 10d4+3; hp 30; Init +1; Spd 30 ft.; AC 20; Atk +6 melee (1d4+1, +2 *dagger*, crit 19-20); SA spells; SQ darkvision (60 ft.); AL CE; SV Fort +5, Ref +4, Will +10; Str 9, Dex 13, Con 10, Int 19, Wis 13, Cha 10.

Skills: Alchemy +17, Concentration +18; Listen +8, Scry +17, Spellcraft +17. **Feats:** Alertness, Combat Casting, Great Fortitude, Iron Will, Spell Focus (Necromancy), Toughness.

Arcane Spells Prepared (5/6/6/5/4/2): 0—daze, detect magic, disrupt undead, flare, read magic; 1st—cause fear, mage armor (already cast), magic missile (x2), shield, ray of enfeeblement; 2nd—ghoul touch, glitterdust, hypnotic pattern, Melf's acid arrow, mirror image, spectral hand; 3rd—dispel magic, lightning bolt, slow, vampiric touch (x2); 4th—enervation, fear, ice storm, minor globe of invulnerability; 5th—animate dead, cone of cold.

Possessions: +3 *robe of protection*; +2 *ring of protection*; +2 *dagger*; *wand of magic missiles* (7th level, 29 charges); scroll with *telekinesis*, *Bigby's interposing hand*, and *fireball*, all cast at 9th level.

The Enforcers, Male Goblin Ftr8 (3): CR 8; SZ S; HD 8d10+16; hp 80; Init +6; AC 19; Atk +14/+9 melee (1d8+7, +1 *longsword* [used two-handed], crit 17-20), or +11/+6 ranged (1d6+2, masterwork javelin); SQ darkvision (60 ft.); AL CE; SV Fort +8, Ref +4, Will +5; Str 18, Dex 14, Con 14, Int 10, Wis 10, Cha 9.

Skills: Listen +6, Spot +6. **Feats:** Alertness, Cleave, Improved Critical (longsword), Improved Initiative, Iron Will, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 *longsword*, +2 *chainmail*, six masterwork javelins, *claw of Orcus* (see Area 12-4), *potion of endurance* (3rd level, 2 doses).

Tactics: If the PCs attempt to enter the Sacrifice Chamber via Area 12-5, its occupants take the following actions:

First, if they are aware of the PCs before the portcullis is raised, the Executioner fires his poisoned bolt, the Overseer casts *minor globe of invulnerability*, and the Enforcers take up positions by the viewing area and swallow their *potions of endurance*. As long as the PCs remain trapped

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behind the portcullis, and no more than two of the monsters are killed, the Executioner continues to fire his crossbow and the Enforcers hurl javelins while the Overseer casts the following spells: *shield*, *spectral hand*, *ice storm*, and then other offensive spells. What spells the Overseer actually casts may depend upon what actions the PCs take. If the PCs' magic and ranged weapon capabilities are such that it appears the monsters are likely to lose even while the portcullis remains closed, they retreat to Area 12-7 to regroup.

Once the PCs have raised the portcullis, the Executioner casts *invisibility* and, assuming there are enough Enforcers left standing to protect the Overseer, attempts to observe a PC (whichever has been dealing the most damage to that point) and then deliver his *death attack*. If he does not have time for the death attack, he simply attempts to *sneak attack* a tough-looking fighter. In any event, whenever possible, the Executioner always attempts to flank an opponent. The Overseer uses his prepared *magic missiles* before his wand. If engaged by a fighter, he attempts to use his Bigby's *interposing hand* scroll.

There is a 15% chance per round that the occupants of Areas 12-8 and 12-12 (assuming they are still alive) hear the combat in the Sacrifice Chamber and hurry to investigate (roll separately for each area).

If the chamber is entered via Areas 12-7, 12-10, or 12-13, the Enforcers rush to form a line of defense while the Executioner casts *invisibility* and so on. The Overseer prefers to cast *minor globe of invulnerability*, *shield*, and

spectral hand before casting offensive spells, but he may not have that luxury depending on how the combat progresses.

Treasure: The execution tools are finely crafted and could fetch around 1,000 gp. Good-aligned PCs who destroy these, however, gain a 500 XP bonus.

About the Entrance Rooms

There are three entrance chambers described below, each adversely affecting different character classes. If a PC is multiclassed, the class in which he has the most levels should be used to determine which room affects him. If his levels are evenly distributed, then, unfortunately, he must save for each room in which he has levels, unless, of course, he has levels in fighter and ranger or wizard and sorcerer. Monks, rogues, and bards are exempt from all the rooms.

12-7: Arcane Torture Chamber Entrance (EL 4)

This simple room appears to be nothing more than an antechamber between Area 12-6 and Areas 12-8 and 12-9; however, the entire chamber radiates magic. Any wizard or sorcerer who sets foot in this chamber must succeed at a Will save (DC 20) or suffer 1d6+2 temporary Constitution loss. An arcane spell caster who makes the save must continue to make saves each successive time he or she enters this area. A wizard or sorcerer can only suffer the effects of this chamber once per day, however, so once he



or she has failed, that spell caster is safe to pass through this chamber without further harm.

DM Note: Worshipers of Orcus are immune to the effects of this area.

12-8: Wizard Torture Chamber (EL 12)

The goblins and High Priests are interested in whether clerics, arcane spell casters, and warriors succumb to torture differently. Thus, they have built separate torture chambers for each class. This room is dedicated to the torture of wizards. Aside from an iron maiden, rack, and whipping post, there is a bench containing alchemy paraphernalia, and a locked hutch (see **Treasure**). The **torturer**, a goblin rogue6/wizard6, concocts evil brews to torment wizards and sorcerers. There is only one completed brew on the table: a small vial containing a grayish liquid. An arcane spellcaster who consumes this vile potion must succeed at a Fortitude save (DC 18) or go mad, suffering 2d6+2 points of permanent Intelligence drain.

Torturer, Male Goblin Rog6/Wiz6: CR 12; SZ S; HD 6d6 plus 6d4+3; hp 40; Init +7; Spd 30 ft.; AC 20; Atk +12/+7 melee (1d6+2, +2 *short sword*, crit 19-20) or +11/+6 ranged (1d4+1, +1 *dagger*, crit 19-20); SA sneak attack (+3d6), spells; SQ darkvision (60 ft.), evasion, uncanny dodge (Dex bonus to AC; can't be flanked); AL CE; SV Fort +4, Ref +10, Will +7; Str 10, Dex 16, Con 11, Int 16, Wis 11, Cha 12.

Skills: Alchemy +14, Balance +12, Bluff +10, Concentration +9, Gather Information +12, Hide +14, Intimidate +10, Knowledge (arcana) +12, Listen +11, Move Silently +12, Spellcraft +12, Sense Motive +9, Spot +11, Tumble +14, Use Rope +12. **Feats:** Alertness, Brew Potion, Dodge, Scribe Scroll, Skill Focus (Alchemy), Toughness, Weapon Finesse (short sword).

Arcane Spells Prepared (4/4/4/3): 0—daze, detect magic, ghost sound, resistance; 1st—burning hands, mage armor (already cast), magic missile, spider climb; 2nd—alter self, cat's grace, invisibility, mirror image; 3rd—haste, keen edge, slow.

Possessions: +2 *short sword*, 2 +1 *daggers*, +2 *amulet of protection*, *potion of bull's strength* (5th level, 2 doses).

Tactics: If intruded upon, the torturer casts the following spells: *invisibility*, *haste*, *mage armor*, *cat's grace*, *keen edge*, and then swallows his *potion of bull's strength*. If the party seems sufficiently weakened, he casts *slow*, and then attempts a sneak attack. If the PCs appear very strong, the torturer casts *alter self* and takes the form of a crippled halfling wizard left here to die. He keeps this ruse up for as long as possible, accepting healing and so on, and even giving false details about the slave pits. If asked, he agrees to accompany the PCs, but, of course, looks to escape or sneak attack the first chance he gets.

If the torturer joins the combat in Area 12-6, he prefers to cast *haste*, *cat's grace*, and *keen edge* on himself first. Once in combat, he uses his *slow* spell, then attempts to sneak attack.

Treasure: The hutch (1 inch-thick wood; Hardness 2; hp 10; Break DC 12, see below; Open Lock DC 20) holds

a variety of potion-making ingredients contained in small glass vials and jars. In total, there are 40 vials and 22 jars. Each vial weighs about a quarter of a pound, and each jar weighs a pound. These ingredients are worth 2,500 gp altogether. Also, there is a 50% chance that the ingredients for any 1st to 3rd-level arcane potion can be found in these containers. If the hutch is broken into by force, however, half the ingredients are lost, the value drops in half, and the chance to find the necessary ingredient for any potion drops to 25%.

12-9: Sorcerer Torture Chamber

This room contains an iron maiden, rack, and whipping post but nothing else.

12-10: Entrance to Fighter Torture Chamber

This chamber is similar in all ways to Area 12-7 except that fighters, rangers, paladins, and barbarians must succeed at a Will save (DC 20) or suffer 1d6+2 temporary Constitution damage.

12-11: Ranger and Paladin Torture Chamber (EL 12)

This room is identical to Area 12-8, but with the following exception: the torturer here has prepared a special brew for Sir Kingsly (see Area 12-21R). On the table is a vial containing a green liquid. If consumed, the imbibor must succeed at a Fortitude save (DC 25) or suffer 1d6+2 temporary Wisdom loss and 1d6+2 temporary Charisma loss.

Torturer, Male Goblin Rog6/Wiz6: hp 40 each; see Area 12-8, above.

Treasure and Tactics: As per Area 12-8, above.

12-12: Fighter and Barbarian Torture Chamber

This room is similar in all ways to Area 12-9, with one exception: there is a dead fighter strapped to the whipping post whom the torturers have not yet disposed of. This poor man is stripped to the waist, his back and legs horribly scarred from the lash. A *speak with dead* spell reveals the following: his name is Clafford; he has been dead two days; he was blindfolded when led from the slave pits to the torture chamber; there are human priests somewhere nearby and the goblins obey them; there is at least one powerful human slave he believes he is still alive.

12-13: Entrance to Divine Spell Caster Torture Chamber

This room is identical to Area 12-7 except that clerics and druids must succeed at a will save (DC 20) or suffers 1d6+2 temporary Constitution damage.

12-14: Cleric Torture Chamber

This chamber is identical to area 12-8 except that there is no torturer present, and there is a dead cleric on the rack. If a *Speak with Dead* spell is cast, Sephron, the cleric, reveals the same information as Clafford in Area 12-12, with the following additions: he has been dead one day; clerics of good-aligned faiths cannot regain spells on this level of the dungeon; good-aligned humanoids are sacrificed nearby to feed Orcus' strength and evil.

Treasure: Same as Area 12-8.

12-15: Druid Torture Chamber

This room is identical to Area 12-9 except that it is covered in dust. The goblins do not see many druids.

12-16: Guard Post (EL 9)

Three goblin guards are stationed here at all times. If the PCs enter via Area 12-14, one guard attempts to run for reinforcements from Area 12-18; if the PCs enter via the door in the north, one guard attempts to run for reinforcements from Area 12-14 and Area 12-6.

Goblin Guards, Ftr6 (3): hp 44 each; see Area 12-4, above.

12-17: Cursed Hall

This long, wide hall leading to the temple has been painted with swirls of red and black and is lit by *everburning torches*. Good- or neutral-aligned creatures crossing the spot marked "A" on the map must succeed at a Will save (DC 20) or be overcome with a sense of doom and suffer 1d6+1 temporary Wisdom damage. *Dimension door*, *teleport*, or similar magic avoids this effect; *flying* does not.

12-18: Goblin Chamber (EL 13)

The goblin guards and their priest are housed here. There are enough beds and footlockers for 12 guards, though at the moment only 6 guards and the priest are present.

Goblin Guards, Ftr6 (6): hp 44 each; see Area 12-4, above.

Goblin Priest, Male Goblin Clr10 (Orcus): CR 10; SZ S; HD 10d8+10; hp 60; Init +5; Spd 20 ft.; AC 20; Atk +10/+5 melee (1d6+2, +2 *light mace*); SA rebuke undead, smite, spells; SQ darkvision (60 ft.), increased evil spells; AL CE; SV Fort +8, Ref +4, Will +11; Str 10, Dex 13, Con 12, Int 11, Wis 18, Cha 14.

Skills: Concentration +18, Listen +6, Spellcraft +13, Spot +6. **Feats:** Alertness, Combat Casting, Improved Initiative, Weapon Focus (*light mace*).

Unholy Spells Prepared (6/5/5/4/4/2): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cure light wounds, divine favor, doom, inflict light wounds; 2nd—bull's strength, cure moderate wounds, darkness, hold person, inflict moderate wounds; 3rd—animate dead, cure serious wounds, dispel magic, inflict serious wounds; 4th—cure critical wounds, inflict

critical wounds, poison, summon monster IV; 5th—circle of doom, slay living.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—desecrate; 3rd—magic circle against good; 4th—unholy blight; 5th—dispel good.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He also may use a smite attack once per day (see below).

SA—Smite (Su): Once per day a priest of Orcus may make a single melee attack with a +4 attack bonus and a +10 damage bonus.

Possessions: +2 *light mace*, +2 *chainmail*, +1 *small steel shield*, *wand of searing light* (8th level, 30 charges).

Tactics: Very simply, the guards do everything they can to protect the priest, who casts the following spells in this order (if possible): *magic circle against good*, *darkness*, *bane*, *summon monster IV*, *hold person*, *doom* (against whichever PC is doing the most damage), and finally *bull's strength* on himself in anticipation of joining melee. The priest prefers to stand back and use his *wand of searing light*, but if combat is going poorly he steps in and casts *slay living*, *circle of doom*, *poison*, and then his *inflict wounds* spells, starting with *critical* and working his way down to *light*.

Treasure: The footlockers (20 in all) contain the goblin guards' personal effects and a total of 5,700 gp. There is also a locked iron chest that belongs to the priest (see **Chest** and **Trap** below). The chest contains 3,800 gp, a gold drinking cup worth 2,000 gp, and a *necklace of adaptation*.

Locked Iron Chest: Hardness 5; hp 40; Break DC 25; Open Locks DC 23.

Glyph of Warding Trap: CR 4; no attack roll necessary (the shakes); Fortitude save DC 14 negates; Search (DC 28); Disable Device (DC 28).

12-19: Human Priests' Chambers

Both doors leading to this well-appointed room are locked. There is a four-poster bed, a nightstand, an armoire, and a locked, ironbound chest containing the **treasure**. The walls are decorated with three paintings plundered from the palaces of kings (see **treasure** below).

Treasure: The locked chest contains 7,450 gp; a diamond encrusted gold torque worth 4,500 gp; and a *scroll* of three divine spells: *greater restoration*, *create greater undead*, and *firestorm*, all cast at 16th level (a gift from the high priest). Each painting could fetch between 2,500-5,000 gp, if an appropriate buyer was found, but their dimensions (4 ft. by 6 ft.) make transporting them difficult. Removing the paintings from their heavy, silver frames (100 gp value) requires a successful Disable Device check (DC 25) to avoid damaging the paintings and thereby diminishing the value by 10% for every point by which the roll was failed.

Locked ironbound chest: Hardness 3; hp 20; Break (DC 20); Open Lock (DC 23).

12-20: Lower Human Priests' Chambers

Both doors to this chamber are locked. There are four nice beds—two in the north and two in the south—four chests, four nightstands, and a table with four chairs in the center of the room. The chests are unlocked and contain various personal effects of the lower priests and the **treasure**.

Treasure: 4,000 gp, and 7 gems worth 200 gp each.

12-21: The Slave Pits

This small sub-level—really just Level 12's basement—contains the slave pits themselves. It is reached via the spiral staircase in Area 12-1.

12-21A: The Slavers (EL 13, 14 if 4th Slaver is present)

Three out of the four **slavers** who oversee the slave pits are lounging here playing cards around a circular wooden table. The room contains only the table and chairs, and a small side table upon which rests a jug of wine and four goblets (see **treasure** below).

Slavers, Male Hobgoblin Ftr5/Clr5 (Orcus) (3): CR 10; SZ M; HD 5d8+5 plus 5d10+5; hp 65; Init +5; Spd 20 ft.; AC 19; Atk +13/+8 melee (1d8+6, +1 *longsword*, crit 17-20), or +10/+5 ranged (1d10, masterwork heavy crossbow with masterwork bolts, crit 19-20); SA smite, spells; SQ darkvision (60 ft.); AL CE; SV Fort +9, Ref +2, Will +8; Str 16; Dex 13, Con 12, Int 11, Wis 16, Cha 12.

Skills: Concentration +13; Listen +7, Spellcraft +8, Spot +7. **Feats:** Alertness, Combat Casting, Dodge, Improved Critical (*longsword*), Improved Initiative, Weapon Focus (*longsword*), Weapon Specialization (*longsword*).

Unholy Spells Prepared (5/4/3/2): 0—cure minor wounds (x2), guidance, resistance, virtue; 1st—cure light wounds, divine favor, doom, protection from good; 2nd—bull's strength, cure moderate wounds, hold person; 3rd—cure serious wounds, inflict serious wounds.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—contagion.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He also can make one smite attack per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +5 damage bonus.

Possessions: +1 *longsword*, +1 *chainmail*, large steel shield, masterwork heavy crossbows, 20 masterwork bolts, pouch with 100 gp.

Tactics: If the slavers hear the PCs in Area 12-21C, they prepare themselves for combat with the following spells: *bull's strength*, *protection from good*, and *divine favor*. They alert the fourth slaver patrolling the slave cells, and then, if the PCs are still in Area 12-21C, attempt to surprise them. If possible, the slavers start by casting *doom* (two slavers) and *hold person* (the other two slavers). If

surprised, the slavers attempt to cast *bull's strength* during the first round of combat. Once in melee, the hobgoblins, using the *defensive casting* option, alternate between sword attacks and offensive spells.

If combat occurs in Area 12-21A, the fourth slaver arrives four rounds after combat starts, having already cast *bull's strength* and *protection from good*.

Treasure: The kitty for the card game totals 250 gp. The wine is of no value, but the four goblets are made of gold and worth 200 gp each.

12-21B: Slavers' Chambers

Within the room are four sturdy beds; four locked, iron trunks containing the **treasure**; and a small iron statue of Orcus against the east wall.

Treasure: Besides the Slaver's personal effects, the trunks contain 6,500 gp; and three scrolls containing one divine spell each, all cast at 16th level: *righteous might*, *animate objects*, and *spell immunity*.

12-21C: The Mass Grave (EL 2)

Piled within this large, 15-foot deep, L-shaped pit are the bodies of fallen slaves. There are far too many to count, but the putrid stench attests to the volume and longevity of the decay. PCs entering this area must succeed at a Fortitude save (DC 15) or become nauseous and suffer 1d6+3 temporary strength loss. The nausea lasts for as long as the PCs remain in Area 12-21C and for 1d6 rounds thereafter.

DM Note: The Slavers are immune to the nausea.

12-21D through 21Q: The Slave Cells.

Each cell door is made of iron and well locked. A Slaver, who patrols this hall at all times, possesses a ring that holds the keys to each cell. All prisoners are chained to the wall of their cells. The Slaver's key ring also holds the key to the chains.

Slaver, Male Hobgoblin Ftr5/Clr5 (Orcus): hp 65; see Area 12-21A, above.

Cell Door: Hardness 5; hp 60; Break DC 28; Open Locks DC 30.

Tactics: If the patrolling Slaver is surprised in this area, he attempts to cast *bull's strength* and *protection from good* before attacking.

12-21D: Empty Cells

If the PCs are thrown into the slave pits, each winds up in one of these cells, chained to the wall.

12-21E: Mind Flayer (EL 10)

This cell contains 3 **mind flayers**, each at reduced hit points and Constitution due to torture.

Mind Flayers (3): CR 8; SZ M Aberration; HD 8d8+8; hp 44 (12 remaining); Initiative +6; Spd 30 ft.; AC 15; Atk +8 melee (1d4+1 [x4], tentacles); SA mind blast, psionics, improved grab, extract; SQ spell resistance (25),

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telepathy; AL LE; SV Fort +1 (with diminished Constitution), Ref +4, Will +9; Str 12, Dex 14, Con 9 (usually 12); Int 19, Wis 17, Cha 17.

Skills: Bluff +8, Concentration 10, Hide +8, Intimidate +10, Knowledge (Underdark) +9, Knowledge (Rappan Athuk [see below]) +9, Listen +10, Move Silently +7, Spot +10. **Feats:** Alertness, Combat Casting, Dodge, Improved Initiative, Weapon Finesse (tentacles).

Development: Although mind flayers would normally shun or attempt to kill the PCs, they are smart enough to aid them for as long as it takes for them to escape the Slave Pits. If healed, they agree to help in the assault on the temple (Area 12-12A), although they flee this or any other combat if their hit points are reduced to half. They know quite a bit about the Underdark and Rappan Athuk and are willing to trade this knowledge for their freedom. If the PCs attack, of course, they defend themselves as best they can.

DM Note: if the PCs slay the mind flayers while they are still in their chains, award no XP.

12-21F: Thiris, Elven Fighter (EL 4)

This cell contains a wounded fighter.

Thiris, Male Elf Ftr 4: CR 4; SZ M; HD 4d10; hp 25 (currently 8); Initiative +6; Spd 30 ft.; AC 12; Atk +6 melee, or +6 ranged; SQ elf traits; AL LN; SV Fort +3 (with diminished Constitution), Ref +3, Will +1; Str 14, Dex 14, Con 8 (usually 11), Int 11, Wis 11, Cha 13.

Skills: Listen +4, Search +4, Spot +4. **Feats:** Improved Initiative, Point Blank Shot, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Development: If healed and provided with weapons and armor, Thiris gladly helps the PCs in any way he can. Otherwise, he wishes to be returned to the surface as quickly as possible.

12-21G: Dryot, Gnome Illusionist (EL 3)

This cell contains a wounded gnome.

Dryot, Male Gnome Wiz 3 (Illusionist): CR 3; SZ S; HD 3d4+3; hp 11 (currently 2); Init +1; Spd 30 ft.; AC 12; Atk +2 melee, or +3 ranged; SA spells; SQ gnome traits; AL CG; SV Fort +0 (with diminished Constitution), Ref +2, Will +3; Str 10, Dex 12, Con 10 (usually 12), Int 15, Wis 10, Cha 11.

Skills: Alchemy +10; Concentration +11; Listen +3, Spellcraft +8. **Feats:** Brew Potion, Combat Casting, Scribe Scroll.

Arcane Spells Prepared (4/4/3): None currently memorized.

Spell-like Abilities (Sp): 1/day— *dancing lights*, *ghost sound*, and *prestidigitation*.

Development: Dryot's spellbook has been destroyed. Without it, he is of little use to the PCs.

12-21H: The Fallen Goblins (EL 1)

This cell contains 6 goblins who have been declared traitors.

Goblins (6): CR 1/4; SZ S; HD 1d8; hp 4 (1 remaining); Init +1; Spd 30 ft.; AC 12; Atk +1 melee, or +3

ranged; SQ darkvision (60 ft.); AL LE; SV Fort +1 (with diminished Constitution), Ref +1, Will +0; Str 8; Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Development: These poor souls were once residents of Grezneck (Level 12). Now they have been left here to rot and die. If freed, they ask to be returned to the surface.

12-21I: Gabriel, human priest of the neutral good god of the sun.

This cell contains a captured cleric.

Gabriel, Male Human Clr 6 (Sun): CR 6; SZ M; HD 6d8; hp 28 (currently 10); Init +0; Spd 30 ft.; AC 10; Atk +6 melee, or +4 ranged; SA feat of strength, spells, turn undead; AL CG; SV Fort +6, Ref +2, Will +8; Str 14, Dex 11, Con 8 (usually 10), Int 9; Wis 16, Cha 15.

Skills: Heal +14, Spellcraft +8. **Feats:** Brew Potion, Great Fortitude, Scribe Scroll, Skill Focus (Heal).

Divine Spells Prepared (5/4/4/3): None currently prepared.

Domain Spells (Healing, Strength): None currently prepared.

Domain Abilities: Gabriel casts healing spells at +1 caster level and can use Feat of Strength once per day (see below).

SA—Feat of Strength (Su): Once per day, for one round, Gabriel gains a +6 enhancement bonus to his Strength.

SQ—Increased Healing Spells: Gabriel casts Healing spells at +1 caster level.

Development: If freed and taken from this level, Gabriel immediately prays for spells (his domains are Healing and Strength), heals himself (if the PCs have not already), and, if equipped with a weapon and armor, is quite willing to return to the pits to aid in the assault. Otherwise, he wishes to return to the surface as quickly as possible.

12-21J: Zildjin, Human Wizard (EL 5)

An imprisoned wizard languishes in this cell.

Zildjin, Male Human Wiz 5: CR 5; SZ M; HD 5d4+3; hp 17 (currently 3); Init +2, Spd 30 ft.; AC 12; Atk +1 melee, or +4 ranged; SA spells; AL CG; SV Fort +0 (with reduced Con); Ref +3, Will +5; Str 8, Dex 14, Con 8 (usually 11), Int 16, Wis 12, Cha 9.

Skills: Alchemy +11, Concentration +11 (with reduced Con), Listen +5, Knowledge (arcana) +11, Spellcraft +11. **Feats:** Brew Potion, Combat Casting, Scribe Scroll, Toughness.

Arcane Spells Prepared (4/4/3/2): None currently prepared.

Development: Zildjin's spellbook has been destroyed. He lives in Bard's Gate (or a major city of the DM's choice), however, and his master is a Wiz 14 who gladly rewards the PCs with either a wand of a 4th-level spell, or the opportunity for a PC wizard to copy spells from his spellbook.

12-21K: Barthum Cobb, Half-Orc Barbarian (EL 4)

This cell is the prison of a half-orc barbarian.

Barthum Cobb, Male Half-Orc Bbn 4: CR 4; SZ M; HD 4d12+8; hp 40 (currently 25); Init +2; Spd 40 ft.; AC 12; Atk +8 melee, or +6 ranged; SA rage (2/day); SQ uncanny dodge (Dex bonus to AC); AL CN; SV Fort +5

(with reduced Con), Ref +3, Will +0; Str 18, Dex 14, Con 12 (usually 14), Int 8, Wis 9, Cha 8.

Skills: Climb +11, Intuit Direction +6, Jump +11.
Feats: Power Attack, Weapon Focus (greataxe).

Development: If the PCs can furnish Barthum with a weapon (preferably a greataxe) and armor, this half-orc gladly helps them in the attack on the temple.

12-21L: Silas Barnes, Diamond Exporter (EL 2)

This cell contains a non-adventurer, captured in a surface raid.

Silas Barnes, Male Human Exp6 (diamond merchant): CR 2; SZ M Humanoid; HD 6d6; hp 15 (currently 4); AL NG.

Development: Silas is of little help to the PCs in the dungeon, but if returned to his home in Bard's Gate (or a large city of the DM's choosing), he gladly rewards each PC with a diamond worth 500 gp.

12-21M: Elgar, Human Wizard (EL 10)

A heavily-chained wizard resides in this cell.

Elgar, Male Human Wiz10: CR10; SZ M; HD 10d4+13; hp 38 (currently 12); Init +2; Spd 30 ft.; AC 12; Atk +5 melee, or +7 ranged; SA spells; AL CG; SV Fort +3 (with reduced Con), Ref +5, Will +8; Str 10; Dex 14, Con 10 (usually 12), Int 20, Wis 13, Cha 9.

Skills: Alchemy +18, Concentration +17 (with reduced Con), Listen +9, Spellcraft +18, Spot +9. **Feats:** Alertness, Brew Potion, Combat Casting, Craft Wand, Spell Mastery (x2, see below), Toughness.

Spells Prepared (4/6/5/4/4/3): 0—none prepared; 1st—mage armor, magic missile (x5); 2nd—Melf's acid arrow (x5); 3rd—dispel magic (x2), fireball (x2), fly; 4th—dimension door (x2), hypnotic pattern (x2); 5th—cone of cold (x2), summon monster V.

Development: Although Elgar's spellbook was destroyed, his two Spell Mastery metamagic feats allow him to have spells available at every level. As noted above, his mastered spells are: *mage armor*, *magic missile*, *melf's acid arrow*, *dispel magic*, *fireball*, *fly*, *dimension door*, *hypnotic pattern*, *cone of cold*, and *summon monster V*. The Slavers are wary of this cagey old wizard and never permit his hands to go unchained at any time. Elgar is itching to exact revenge on his captors and, once healed, gladly joins the PCs in their assault on the slave pits. Afterwards, however, he is eager to return to the surface.

12-21N: Craven, human rogue (EL 3)

An unwilling rogue occupies this cell.

Craven, Male Human Rog3: CR 3; SZ M; HD 3d6+3; hp 15 (currently 4); Init +6; Spd 30 ft.; AC 12; Atk +3 melee, or +4 ranged; SQ evasion, uncanny dodge (Dex bonus to AC); SA sneak attack (2d6); AL CN; SV Fort +0 (with reduced Con), Ref +5, Will +0; Str 12, Dex 15, Con 11 (normally 13), Int 14, Wis 11, Cha 8.

Skills: Appraise +8, Climb +7, Decipher Script +8, Disable Device +8, Forgery +8, Hide +8, Jump +7, Listen +6, Move Silently +8, Open Locks +8, Search +8. **Feats:** Dodge, Improved Initiative, Weapon Finesse (rapier).

Development: Even fully healed and equipped with a rapier and armor, Craven is unwilling to aid in the assault; he knows he is in over his head, and he is a bit of a coward any way.

12-21O: Commoners

This cell contains common slaves.

Human Com1 (8): CR 1/2; SZ M; HD 1d6; hp 4 (currently 1).

Development: The Slavers do not consider these poor men worth sacrificing or torturing. Thus, they are probably just going to be left in their cells to die of thirst and starvation.

12-21P: Dwarven Warriors

This cell contains a pair of dwarven warriors.

Male Dwarf, War1 (2): CR 1/2; SZ M; HD 1d8+2; hp 10 (currently 2); Init +0; Spd 20 ft.; AC 10; Atk +3 melee, or +1 ranged; SQ dwarven traits; AL CG; SV Fort +3 (with reduced Con); Ref +0, Will +0; Str 14, Dex 10, Con 14 (currently 12), Int 10, Wis 10, Cha 8.

Skills: Climb +6, Jump +6. **Feats:** Weapon Focus (battleaxe).

Development: These two brothers are far too weak, even fully healed and equipped with weapons and armor, to be of service to the PCs. If returned to the dwarven kingdom from which they were snatched (DM's choice), however, their king rewards the PCs with a +2 *large steel shield*.

12-21Q: Sir Kingsly (EL 12)

This cell houses a valiant paladin.

Sir Kingsly, Male Human Pal12: CR 12; SZ M; HD 12d10+12; hp 85; Init +5; Spd 30 ft.; AC 11; Atk +15/+10/+5 melee, or +13/+8/+3 ranged; SA smite evil (+4 to attack, +12 damage), spells; SQ aura of courage, detect evil, divine grace, divine health, lay on hands (48 hp/day), remove disease (3/week), turn undead (7/day); AL LG; SV Fort +13, Ref +9, Will +11; Str 16, Dex 12, Con 12, Int 9, Wis 16, Cha 18.

Skills: Heal +18, Ride +16. **Feats:** Cleave, Improved Critical (longsword), Improved Initiative, Leadership, Power Attack, Weapon Focus (longsword).

Divine Spells Prepared (2/2/2): None currently prepared.

Development: Sir Kingsly is a recent arrival to the slave pits. Because of his *lay on hands* ability, he is still at full strength (starvation and dehydration have not yet begun to deteriorate his Constitution). Needless to say, if the PCs free and arm Sir Kingsly, he gladly joins them in their efforts against the priests and slavers; in fact, he considers it his holy duty to wipe out this evil cult, and if the PCs are not up to the job, he returns to the surface in search of brave companions who are. Sir Kingsly, though not a man to grow attached to earthly possessions, is nonetheless curious as to the whereabouts of his sword, which, he says, "Cannot be held by evil hands" (it is, in fact, hidden in Area 12-22).

Freeing the Slaves

Obviously, if the PCs kill the Slavers and get their hands on the keys to the doors and chains, they will have a crowd of tired, hungry men and possibly mind flayers on their hands. As noted above, some are willing—eager, even—to join in the assault against the occupants of this level. One strategy the PCs might pursue is to “store” the weaker freed slaves somewhere relatively safe clear out the rest of the level with the stronger NPCs. This is probably the best strategy. The slaves are weak, however, and in some cases frightened, wishing to be brought to the surface as quickly as possible. A slave that is freed and brought successfully to the surface world is worth half his CR in experience points with a minimum of 100 XP. If the PCs merely free the slaves and leave them to their own devices—i.e., let them try and escape Rappan Athuk on their own—not only should the DM not award any experience, it is advised that good-aligned PCs suffer a loss of 100 XP per slave allowed to fend for himself in the Dungeon of Graves. As a cruel alternative, the DM may turn slaves freed in this manner into undead and send them at the party—requiring PCs to confront their mistake face-to-face.

12-22: High Priest's Chambers (EL 11)

This lavishly adorned chamber contains a mahogany four-poster bed and nightstand, a teak armoire, and a solid oak desk and chair. The western door is flanked by two thick stone pillars carved with images of demons, dying virgins, decapitated kings, impaled paladins, and so on. Standing beside the bed is a stone golem, which animates and attacks anyone other than a priest of Orcus who enters the room.

Both doors to this chamber are locked.

Stone Golem: CR 11; SZ L Construct; HD 14d10; hp 80; Init -1; Spd 20 ft. (can't run); AC 26; Atk +18 melee (2d10+9 [x2], slams); Reach 10 ft.; SA slow; SQ construct, magic immunity, damage reduction (30/+2); SV Fort +4, Ref +3, Will +4; Str 29, Dex 9, Con —, Int —, Wis 11, Cha 1.

Treasure: Hidden in a secret compartment in the nightstand (Search DC 23) is a black velvet bag containing 100 pearls worth 100 gp each. In addition, a secret compartment in the desk (Search DC 20) contains a scroll inscribed with five divine spells, all cast at 16th level: *antimagic field*, *destruction*, *earthquake*, *repulsion*, and *resurrection*.

Lastly, beneath the bed is a secret trap door (Search DC 20), under which is a narrow depression containing Sir Kingsly's sword: a +2 *holy longsword*. The sword was taken and hidden here after Kinglsey was imprisoned. The priest is searching for a way to destroy it and is contemplating throwing it into the lava pits on Level 10.

12-23: The Tar Pits and Home of Eloh, the Mad Storm Giant (EL 13)

This large cave is home to several pits of stinking, bubbling black tar, as well as Eloh, a mad, corrupted storm giant. How Eloh lost his mind and came to be evil is not known exactly. Once the change occurred, however, the giant sought out like-minded souls and ended up here in Rappan Athuk. The priests and goblins leave Eloh alone, although he does go to worship at the temple from time to time. If the temple comes under attack, it is possible that Eloh senses this (25%) and goes to aid the priests. If, on the other hand, Eloh is attacked here in the tar pits, the priests do not come to his aid—frankly, the giant worries them. He is a little crazy, and they are not entirely certain that he will not view them as enemies some day.

Though mad and evil, Eloh is not immediately hostile to intruders. Part of his insanity is the belief—well grounded, of course—that he is invincible. Thus, he does not rush to attack the PCs. Instead, he waits to see why they have come to pay him homage. Being a storm giant, the PCs should not automatically assume he is a potential threat. Have fun roleplaying this encounter. Eloh is crazy but lucid; he sees nothing odd about being deep beneath the earth surrounded by high-level worshipers of Orcus. He might decide to ask the PCs who they are and how they got here. He might grow bored and dismiss them. Of course, any hostile move on the PCs' part draws his immediate wrath.

Eloh, Male Storm Giant: CR 13; SZ H Giant; HD 19d8+114; hp 200; Init +2; Spd 40 ft., swim 30 ft. (breastplate); AC 27; Atk +26/+21/+16 melee (4d6+21, Gargantuan greatsword, crit 19-20), or +14/+9/+4 ranged (2d8+14, Gargantuan mighty composite longbow [+14], crit X3); Face/Reach 10ft. by 10 ft./15 ft.; SA spell-like abilities; SQ electricity immunity, rock catching, freedom of movement, water breathing; AL LE; SV Fort +17, Ref +8, Will +9; Str 39, Dex 14, Con 23, Int 16, Wis 16, Cha 15.

Skills: Climb +18, Concentration +12, Jump +12, Perform (sing) +7, Spot +8. **Feats:** Cleave, Combat Reflexes, Great Cleave, Power Attack, Sunder.

Spell-like Abilities (Sp): 1/day—*call lightning* (as 15th-level druid) and *chain lightning* (as 15th-level sorcerer); 2/day—*control weather* (as 20th-level druid), and *levitate* (as 20th-level sorcerer).

Possessions: Gargantuan greatsword, Gargantuan mighty composite longbow (+14), breastplate.

The Tar Pits: Anyone thrown into the tar pits suffers 1d6 fire damage every round spent in the tar. Once out of the tar, they continue to suffer 1d6 points of subdual damage every round from the heat until stripped of their armor or clothing for 1d3 rounds after they are out of the tar.

Treasure: A narrow, 5-foot deep stream flows through the eastern tip of the cave. Sunken at the bottom of the stream is a steel chest containing 7,568 sp, 2,500 gp, 300

pp, a silver box (150 gp) containing two emeralds worth 450 gp each, a small gold statue of a mermaid riding a dolphin (700 gp), a *potion of heal*, a *potion of wisdom*, and an *amulet of undead turning*. Lifting the chest out of the water requires a successful Strength check (DC 25).

This cave may be reached via the "tar pit ladder" in the northern corner (see Area 10A-24 on Level 10A).

12-24: Tunnel from Level 12A

Slaves are led to the slave pits from Grezneck by way of a narrow winding tunnel that terminates in a small square chamber. Here they are blindfolded and led down the stairs to Area 12-1, and then into the pits themselves.

12-25: The Temple (EL 18)

A set of wide marble steps ascends 10 feet to a large, black dais dominated by an enormous (15-foot high) statue of Orcus. Three tiers of bronze "steps" ring the front of the dais on either side of the marble stairs. Within the temple are five human priests of Orcus, four standing atop the dais, and one—either Tibor, Relnek, or Phesor—at the bottom of the steps keeping watch on Area 12-17. These powerful clerics spend their days devoutly worshipping the dark god and attending the occasional sacrifice in Area 12-5. For the most part, the priests are too busy to bother with any disturbances beyond the temple, but if a significant clamor is raised in Areas 12-1, 12-2, or 12-17, Theron sends Tibor, Relnek, or Phesor to investigate.

Theron, Male Human Clr 16 (Orcus): CR 16; SZ M; HD 16d8+32; hp 105; Init +5; Spd 20 ft.; AC 26; Atk +18/+13/+8 melee (1d8+5 plus 1d6 fire, +3 *flaming heavy mace*); SA smite, spells; SQ rebuke undead; AL CE; SV Fort +12, Ref +8, Will +16; Str 14, Dex 13, Con 14, Int 13, Wis 22, Cha 15.

Skills: Concentration +25, Listen +18, Spellcraft +20, Spot +18. **Feats:** Alertness, Combat Casting, Improved Initiative, Lightning Reflexes, Scribe Scroll, Summon Balor* (see below), Weapon Focus (heavy mace).

Unholy Spells Prepared (6/7/7/6/5/5/4/3/2): 0—cure minor wounds, detect magic, guidance, mending, read magic, resistance; 1st—bane, case fear, cure light wounds, detect good, divine favor, doom, endure elements (lightning); 2nd—bull's strength, cure moderate wounds, death knell, endurance, hold person, inflict moderate wounds, silence; 3rd—bestow curse, cure serious wounds, dispel magic, inflict serious wounds, invisibility purge, searing light; 4th—cure critical wounds, death ward, divination, inflict critical wounds, poison; 5th—circle of doom, commune, flame strike, slay living, spell resistance; 6th—blade barrier, greater dispelling, planar ally, harm, heal; 7th—blasphemy, repulsion, summon monster VII; 8th—unholy aura, mass heal.

Domain Spells (Destruction, Evil): 1st—protection from good; 2nd—desecrate; 3rd—contagion; 4th—inflict critical wounds; 5th—dispel good; 6th—harm; 7th—disintegrate; 8th—unholy aura.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He may make a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +16 damage bonus.

Possessions: +3 *flaming heavy mace*, +1 *full plate*, +2 *large steel shield*, +2 *cloak of protection*, *wand of flame strike* (10th level, 18 charges).

Celleen, Female Human Clr 14 (Orcus): CR 14; SZ M; HD 14d8+14; hp 80; Init +5; Spd 20 ft.; AC 20; Atk +14/+9 melee (1d8+3, +2 *heavy mace*); SA smite, spells; SQ rebuke undead; AL CE; SV Fort +10, Ref +5, Will +14; Str 13, Dex 13, Con 12, Int 13, Wis 20, Cha 15.

Skills: Concentration +22, Listen +16, Spellcraft +18, Spot +16. **Feats:** Alertness, Brew Potion, Combat Casting, Improved Initiative, Scribe Scroll, Summon Balor* (see below), Weapon Focus (heavy mace).

Unholy Spells Prepared (6/7/6/5/5/4/3/2): 0—cure minor wounds, detect magic, guidance, mending, read magic, resistance; 1st—bane, case fear, cure light wounds, detect good, divine favor, doom, endure elements (lightning); 2nd—bull's strength, cure moderate wounds, death knell, endurance, hold person, inflict moderate wounds; 3rd—cure serious wounds, dispel magic, inflict serious wounds, invisibility purge, searing light; 4th—cure critical wounds, death ward, divination, inflict critical wounds, poison; 5th—circle of doom, flame strike, slay living, spell resistance; 6—greater dispelling, planar ally, heal; 7th—blasphemy, summon monster VII.

Domain Spells (Destruction, Evil): 1st—protection from good; 2nd—desecrate; 3rd—contagion; 4th—inflict critical wounds; 5th—dispel good; 6th—harm; 7th—disintegrate.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He may make a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +14 damage bonus.

Possessions: +2 *heavy mace*, +1 *chainmail*, +1 *large steel shield*, *ring of free movement*.

Tibor, Relnek, and Phesor, Male Human Clr 12 (Orcus): CR 12; SZ M; HD 12d8+12; hp 65; Init +1, Spd 20 ft.; AC 19; Atk +12/+7 melee (1d8+2, +1 *heavy mace*); SA smite, spells; SQ rebuke undead; AL CE; SV Fort +9, Ref +5, Will +12; Str 13, Dex 13, Con 12, Int 13, Wis 18, Cha 14.

Skills: Concentration +20, Listen +14, Spellcraft +16, Spot +14. **Feats:** Alertness, Brew Potion, Combat Casting, Scribe Scroll, Summon Balor* (see below), Weapon Focus (heavy mace).

Unholy Spells Prepared (6/6/5/5/4/3/2): 0—cure minor wounds, detect magic, guidance, mending, read magic, resistance; 1st—bane, cause fear, cure light wounds, divine favor, doom, endure elements (lightning); 2nd—bull's strength, cure moderate wounds, endurance, hold person, inflict moderate wounds; 3rd—cure serious wounds, dispel magic, inflict serious wounds, invisibility purge, searing light; 4th—cure critical wounds, death ward, inflict critical wounds, poison; 5th—circle of doom, flame strike, slay living; 6th—heal, planar ally.

LEVEL 12: THE SLAVE PITS

Domain Spells (Destruction/Evil): 1st—protection from good; 2nd—desecrate; 3rd—contagion; 4th—inflict critical wounds; 5th—dispel good; 6th—harm.

Special Domain Abilities: A priest of Orcus casts evil spells at +1 caster level. He may make a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +12 damage bonus.

Possessions: +1 heavy mace, +1 chainmail, large steel shield, potion of cure critical wounds (10th level).

Priest Tactics

If surprised in their temple, Celleen and Theron each cast *summon monster VII*, calling forth a bebilith and a fiendish dire tiger, respectively. Meanwhile, the three lower-level priests cast *bull's strength* on themselves. Then, while the two summoned monsters engage the PCs, the priests cast the following spells:

Theron: Casts *unholy aura*, *spell resistance*, *death ward*, *bull's strength*, *endurance*, *disintegration*, *blasphemy*, and then *flame strike*, using his memorized spell first and then the wand. Once he moves into combat, Theron casts *blade barrier* and then his offensive touch spells first in this order: *harm* (twice), *slay living*, *poison*, and then his *inflict wounds* spells, starting with *critical* and working his way down.

Celleen: Casts *protection from good*, *spell resistance*, *death ward*, *bull's strength*, *endurance*, *disintegrate*, *blasphemy*, and *flame strike*. Once in combat, Celleen uses her offensive touch spells first in this order: *harm* (twice), *slay living*, *poison*, and then her *inflict wounds* spells, starting with *critical* and working her way down.

Tibon, Relnek, and Phesor: Cast *endurance*, *death ward*, *protection from good*, *bane* (one priest) or *doom* (the other two), and *flame strike*. Once in melee, they use their touch spells first in this order: *slay living*, *poison*, and then their *inflict wounds* spells, starting with *critical* and working their way down.

This, of course, is only a general plan. These priests are smart and adjust quickly to different situations. If the summoned monsters are doing poorly, for instance, Theron sends one or two of the lower priests into the melee while he and Celleen begin casting *flame strikes*. The DM should look over the spell lists carefully and try to make the best choices possible for a given round of combat.

If the priests are aware that the PCs are on their way (if they have been spotted in Area 12-17, for instance),

then, if possible, they cast all their defensive spells first and wait for the PCs to arrive before summoning the monsters.

It is possible the priests could be made aware of disturbances outside the temple and Area 12-17. For the most part, the monsters in the slave pits do not bother the priests unless absolutely necessary. If the PCs attack the slave pits, do significant damage, and then retreat to rest and regain spells, the priests summon a balor (see below), whom they put on guard in Area 12-1.

Summoning the Balor

If necessary, the priests, while in their temple, have the unique ability to summon a balor to aid them. This balor is a gift directly from Orcus, and the summoned demon obeys the priests faithfully until discharged, although he does not remain at their beck and call for more than three days. The priests are wary not to overuse this privilege, and, whether they wish to or not, they cannot summon the balor more than once a month. To perform this ritual, three of the five priests must join hands beside the statue of Orcus, each casts *planar ally*, and then the trio begins a series of chants and prayers that lasts five minutes. At the end of this ritual, the balor arrives.

Balor: CR 18; SZ L Outsider [Chaotic, Evil]; HD 13d8+52; hp 110; Init +5; Spd 40 ft., fly 90 ft. (good); AC 30; Atk +18/+13/+8 melee (2d6+8, +1 vorpal greatsword, crit 19—20), and +17 melee (1d4+3 plus entangle, whip), or +19 melee (1d6+7 plus fear [x2], slams); Reach 10 ft. (15 ft. with whip); SA spell-like abilities, fear, entangle, body flames, summon tanar'ri; SQ damage reduction (30/+3), spell resistance (28), tanar'ri qualities, death throes; AL CE; SV Fort +12, Ref +9, Will +13; Str 25, Dex 13, Con 19, Int 20, Wis 20, Cha 16.

Skills: Bluff +18, Concentration +19, Diplomacy +17, Hide +13, Knowledge (religion) +13, Listen +28, Move Silently +13, Scry +21, Search +20, Sense Motive +20, Spellcraft +21, Spot +29. **Feats:** Ambidexterity, Cleave, Improved Initiative, Two-Weapon Fighting.

Note: See the MM, pages 42 and 46—47, for a full description of all the powers of this deadly greater demon.

Stairs to Level 14

Within the left leg of the statue of Orcus is a secret compartment (Search DC 25) that contains a small lever. If pulled, the lever opens a trapdoor behind the statue, revealing a set of spiral stairs descending far into the darkness.

Level 12A: Grezneck

The goblin city this chapter details is unusual for The Dungeon of Graves in that it is not necessarily a dangerous place for the PCs to explore. In fact, depending upon how the PCs decide to deal with the locals, it could serve as a place to rest, prepare spells, and even trade in some hard-won treasures. Should the PCs grow hostile, however, Grezneck, like all of Rappan Athuk, quickly becomes inhospitable and deadly. This is a roleplaying level. If the PCs take the time to get to know the natives, they may learn of a curse that has befallen the city. A laernean pyrohydra, sent by the goddess Hecate, has taken up residence in the northernmost cavern. Slaying this beast endears the PCs to the goblin priests and the citizenry of Grezneck.

Running Grezneck

The main consideration when running this level—at least the southern half—is that it is a city, and that its residents assume that if PCs are in the city, then they were meant to be there. While the PCs will probably receive some sideways glances or overhear muttered insults, the

locals should merely be considered *unfriendly* (see “NPC attitudes,” page 149 in the DMG). Those PCs attempting to improve upon a goblin’s attitude with a Charisma or Diplomacy check receive an added +4 to their roll if they speak Goblin.

The above assumes, however, that the PCs are human, halfling, or half-orc. Elves, half-elves, gnomes, or dwarves are automatically considered a threat to the citizens of Grezneck. Only a successful Diplomacy or Bluff check (DC 25) can convince a patrol or guard that the aforementioned PCs can be trusted, and this check must be made by a human, halfling, or half-orc. Priests of any good religion who display their holy symbols are likewise considered a threat — and no amount of diplomacy or bluffing can convince a patrol that a good priest can be trusted.

Of course, should the PCs successfully make their way into Grezneck, there is no guarantee that some brave or hot-headed gang of goblins might not decide to pick a fight, nor that a goblin patrol might not decide to single the PCs out and give them a hard time. By and large, most of the locals, even a patrol of guards, will not pose much of a threat to the PCs. Yet should the PCs kill a large number of goblins—even in self-defense—they are in risk of turning the city

Level 12A

Difficulty Level: 12

Entrances/Exits: Stairs from level 9A; entrances to Underdark in Areas 12A-1 and 12A-32; winding tunnel to Level 12 (Area 12A-22A).

Wandering Monsters: In the southern part of the city (Areas 12A-1 to 12A-20), goblins are so ubiquitous as to not even be counted as wandering monsters (see side box). Assume that, unless a keyed area states otherwise, there are always at least 6 normal goblins within earshot of the PCs. The wandering monsters for the southern city, then, are unique NPC goblins, higher-level goblins, or creatures present in addition to the low-level goblins. Roll once every 30 minutes on 1d20 in the southern half of the city.

1: 10 **Ogres** (see the MM, page 144), trading bowls, cups, and silverware they plundered from a human town, perhaps one of the PCs’ hometown. This encounter occurs only once; otherwise treat as no encounter.

2: 1 **Fire Giant** (see the MM, pages 98–101) with four human slaves (3 Ftr1 and a Rog1; hp 12, 10, 10, and 6 respectively; but all with only 2 hp currently). This encounter occurs only once; otherwise treat as no encounter.

3: **Knoob Chimneybuckles** (see Area 12A-10, below) out walking his **dire wolves**. If dead, treat as no encounter.

4: A **hobgoblin Rog7**, with a cargo of fresh fruit (a rarity this far below ground) to sell. This encounter occurs only once; otherwise treat as no encounter.

5: 2d8 **Goblin thugs** looking for a fight (see “Running Grezneck,” below).

6-7: A **goblin patrol** looking for suspicious characters (see “Running Grezneck,” below).

8: Two **underpriests** (see Area 12A-37, below) looking for infidels.

9-20: No encounter.

There are fewer wandering monsters in the northern part of the city (Areas 12A-21 to 12A-46). Check once every 30 minutes on the following chart:

1-2: 1d4+1 **Hobgoblin Ftr3** (see Area 12A-24, below).

3: **Goblin underpriest** (see Area 12A-22, below).

4-5: **Ogre guard** (see Area 12A-36, below),

6-20: No encounter.

There are no wandering monsters in Areas 12A-37 through 12A-45.

Detection: Evil in temple (Areas 12A-37 to 12A-39), Area 12A-7, Area 12A-43, and on the Unholy Island (Area 12A-45).

Standard Features: Unless otherwise noted, all doors on this level are assumed to be made of wood (2 inches thick; Hardness 3; hp 20, Break DC 15). If doors are described as “locked,” add Open Lock (DC 20). For the most part, secret doors have a Search DC of 20 and rotate on a central axis. Except where specified, all areas are unlit.

Water: In general, the river is between 8 and 12 feet deep, cold, and swiftly flowing (Swim DC 12). Where the river does not pass through caves, assume there is between 6 inches and 2 feet separating the water’s surface and the top of the channel.

Common Goblins

This cave contains hundreds of common goblins, most carrying short swords or javelins. Their stats are as follows:

Goblins: CR 1/4; SZ S; HD 1d8; hp 4; Init +1; Spd 30 ft.; AC 15 (16 with shield); Atk +1 melee (1d6-1, short sword, crit 19-20) or +3 ranged (1d6-1, javelin, range 30 ft.); SQ darkvision (60 ft.); AL NE; SV Fort +2, Ref +1, Will +0; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +6, Listen +3, Move Silently +5, Spot +3. Goblins gain a +4 racial bonus to Move Silently checks. **Feat:** Alertness.

Possessions: Studded leather, shortsword, small wooden shield, 3 javelins, dagger, 1d4 sp, 2d4 cp.

hostile (see "If Things Go Wrong" for details). The following groups could pose problems for the PCs:

Goblin Thugs

These ruffians may decide to challenge the PCs, even if the city is generally friendly toward the characters, since challenging "foreigners" is a sign of strength.

Goblin Thugs, War2 (8): CR 1; SZ S; HD 2d8; hp 9; Init +1; Spd 30 ft.; AC 15; Atk +2 melee (1d8-1, morningstar); SQ darkvision (60 ft.); AL CE; SV Fort +3, Ref +1, Will +0; Str 8; Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +4, Listen +3, Move Silently +5, Spot +4. Goblins gain a +4 racial bonus to Move Silently checks. **Feat:** Alertness.

Possessions: Studded leather, morningstar, pouch with 3d6 sp.

Goblin Patrols

Goblin patrols consist of 6 guards and a leader, and are often accompanied by several worgs.

Goblin Guards, Ftr2 (6): CR 2; SZ S; HD 2d10; hp 11; Init +5; Spd 30 ft.; AC 16; Atk +4 melee (1d6, masterwork short sword, crit 19-20); SQ darkvision (60 ft.); AL CE; SV Fort +3, Ref +1, Will +0; Str 10, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +4, Listen +4, Move Silently +5, Spot +4. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Improved Initiative, Weapon Focus (short sword).

Possessions: Studded leather armor, small shield, masterwork short sword.

Influencing the Goblins

Goblin reactions are based on "points" accumulated by the PCs. When they enter the city, they have 10 points, and goblins are "unfriendly." The chart below details what actions modify the party's points and what reaction level the goblins have to the PCs.

DM Note: Regardless of points, elves, dwarves, and priests displaying symbols of good deities always earn a "hostile" reaction.

Points	NPC Attitude
Less than 5	Hostile
5 to 14	Unfriendly
15 to 24	Indifferent
25 to 39	Friendly
40+	Reverent

Adjust the PCs' score according to the following actions or situations:

Action/situation	Adjustment
Each good priest in party	-10 points
Each elf, dwarf, or gnome in party	-5 points
PCs overheard speaking disparagingly about goblins	-1 per 5 goblins who overheard remarks
PCs are known to have killed a goblin	-2 per goblin killed
PCs attack a goblin patrol	-20
PCs kill a high-level goblin	-25
PCs insist on speaking Common	-2 points
Each PC who speaks Goblin	+2 points
PCs change an individual goblin's attitude to friendly	+2 per goblin
PCs change an individual goblin's attitude to helpful	+4 per goblin
PCs defeat the hydra in Area 12A-32	+15
PCs are disguised to look like goblins	+10 (though no bonus for speaking Goblin)

Goblin Leader, Ftr4: CR 4; SZ S; HD 4 d10; hp 25; Init +5; Spd 30 ft.; AC 16; Atk +7 melee (1d6+3, masterwork shorts word, crit 19—20); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +2, Will +1; Str 12, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +5, Listen +4, Move Silently +5, Spot +5. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Improved Initiative, Power Attack, Weapon Focus (short sword), Weapon Specialization (short sword).

Possessions: Studded leather armor, small wooden shield, masterwork short sword.

Worgs (2): CR 2; SZ M Magical Beast; HD 4d10+8; hp 30; Init +2; Spd 50 ft.; AC 14; Atk +7 melee (1d6+4, bite); SA trip; SQ scent; AL NE; SV Fort +6, Ref +6, Will +3; Str 17, Dex 15, Con 15, Int 6, Wis 14, Cha 10.

Skills: Hide +7, Listen +9, Move Silently +7, Spot +9, Wilderness Lore +2 (+6 when tracking by scent). **Feat:** Alertness.

If Things Go Wrong

When the PCs enter Grezneck—assuming they are in human or demi-human form—the city's residents and patrols are considered *unfriendly*. A number of factors, however, can change this attitude for better or for worse. PCs score points for different actions, and these accumulated points determine the locals' general attitude toward them. See "Influencing the Goblins," in the side box. The PCs have 10 points when they enter the city.

If the goblins' attitude improves to *indifferent*, then the PCs are treated as if they were goblins themselves—which is nothing to be sought after, but better still than where they started. Should the goblins' attitude improve to *friendly*, then the PCs are bought rounds in drinking establishments, given advice, perhaps offered a daughter as a wife. Finally, if the goblins are *reverent*, then the PCs are treated like heroes and all but handed a key to the city.

If, on the other hand, the goblins become *hostile*, then the PCs are marked targets. In general, the low-level goblins do not attempt to harass the PCs—in fact, they avoid them. Word travels fast through the city, however, and unless the PCs are in hiding, two patrols seek out the PCs with the intention of killing them or bringing them to the slave pits (via Area 12A-22A). If these goblins fail, three patrols search the PCs out. If these fail, the priests are sent for. Depending on the severity of the PCs' actions and the perceived threat they pose, the priests either round up the hobgoblins from Area 12A-24 or summon the glabrezu and awaken the Titan Cyclops (see below for details).

12A-1. Entrance Cavern

A wide set of stone stairs from Level 9A descends to a large cave bordered by a stream; the roof arches 18 feet above the cave floor. Across the water, a 12-foot high cliff face (Climb DC 25) rises into the darkness. Debris is scattered everywhere: shield straps, bones, offal, sword pommels, broken cups, twisted wire, cracked helmets. With every step the PCs take, something old and forgotten crunches under foot.

There are two doors leading out of the cave. The eastern door opens into the cave and leads to a tunnel that slopes down at a sharp angle. This natural passage winds downward for approximately half a mile before joining up with Underdark. The DM is free to design the portion of the Underdark to which it is connected, or, if he prefers, simply to omit the door entirely.

The second door is made of iron and locked (Hardness 10; hp 40; Break DC 28, Open Locks DC 25). There is, however, a large, brass knocker placed squarely in the center of the door. Engraved in Goblin above the knocker are the words, *strike thrice to enter*. Three evenly spaced knocks signals the goblin guards in Area 12A-3A to unlock and open the doors. Should the PCs make any effort to open the door without knocking, a small slot below the knocker slides open and one of the guards peeks out and calls (in Goblin), "Oy! What ya' doin'? Can't ya' read? Ya want a mouth full o' me axe?" and so on. If the PCs attack or continue to attempt to open the door, a patrol is summoned (-10 points on the "Influencing the Goblins" chart, above).

12A-2. The Low-Roofed Cave (EL 10)

The cave's ceiling is a mere 6 feet high, forcing most PCs to crouch as they explore. Small weapons can be used without penalty here, but the use of Medium weapons incurs a -2 circumstance penalty on attack and damage rolls, and Large and bigger weapons are entirely useless.

The southern portion of the cave is home to 3 **Huge monstrous scorpions**, all of which attack en masse if the PCs approach within 20 feet.

Huge Monstrous Scorpions (3): CR 6, SZ H Vermin; HD 16d8+32; hp 120; Init +0, Spd 50 ft.; AC 16; Atk +15 melee (1d8+5 [x2], claws) or +10 melee (2d4+2, sting plus poison); SA improved grab, squeeze, poison; SQ vermin; AL N; SV Fort +12, Ref +5, Will +5; Str 21, Dex 10, Con 14, Int , Wis 10, Cha 2.

Skills: Climb +12, Hide +0, Spot +7.

12A-3. The Great Cavern (EL Varies)

This huge cavern serves as both Market Square and gathering place for the citizenry of Grezneck. Denizens of the Underdark and Rappan Athuk itself travel here to buy, sell, and trade their wares. Because it is forever midnight in the Underdark, the market stays open continuously, with one goblin merchant closing down his stall only to be quickly replaced by another. When needed, the great cavern is cleared of merchants' stalls and "foreigners," and all the residents of Grezneck gather here to solve problems or, more likely, receive instructions from Tribitz.

Typically, there are approximately 125 goblins circulating within this cave, 30 to 40 of whom are merchants. In addition, there are 25 to 50 "foreigners," made up primarily of **orcs**, **goblinoids**, **giants**, and **ogres**. There is a 25% chance that 1d3 **drow** are present, a 15% chance for the same number of **derro** or **duergar**, and a 5% chance for



a band of humans, typically (80%) necromancers or clerics of Orcus.

Barter here is done in Undercommon or Goblin, though some (10%) of the merchants speak Common (though see above). Most goods from the PHB equipment list are for sale here, though at a 20–50% markup (even more for “foreigners,” meaning non-goblins). PCs are free to sell their wares as well, although unless they succeed at a Charisma check (DC 18), they typically receive only 40% of the listed value instead of the customary 50%. Fresh fruit and vegetables, good wine, livestock, and items made entirely of wood are either not for sale at all (90%) or available at exorbitant prices (+200–300%). Should the PCs possess any of the above items, they could, with a successful Charisma check (DC 15), receive upwards of 150% of the item’s listed value. Also for sale are such goblin treats as dried human head, dog’s liver, cat eyes, xorn tongue, rat teeth necklaces, mouse stew, bat wing berets, and so on. The DM is free to invent whatever prices he or she wishes for these items, should the PCs express an interest.

The area is guarded by 2 goblin patrols (see “Running Grezneck,” above) at all times. At the first sign of significant trouble, the guards in Areas 12A-3A, 12A-3B, and 12A-3E also bolt their doors (+10 to Break DC) and come running.

A number of points of interest are within the cave, all of which are described below.

3A. Guard Post (EL 5)

Two well-armed elite goblin guards stand watch at one of the two main entrances. Anyone wishing to leave Grezneck may do so without question (assuming the city is not *hostile* toward them), but a price of 1 gp per non-goblin must be paid to enter. The guards keep a locked iron strongbox (Hardness 10; hp 30; Break DC 18, Open Locks DC 20) by their side, into which they deposit the entrance fees through a small slot. Needless to say, attempting to steal the strongbox (which contains between 50–100 gp) incurs the wrath of the goblin patrols and a –10 penalty on the *Influencing the Goblins* chart, above.

Elite Guards, Male Goblin Ftr4 (2): CR 4; SZ S; HD 4d10; hp 25; Init +5; Spd 30 ft; AC 17; Atk +7 melee (1d8+3, masterwork battleaxe, crit x3); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +2, Will +1; Str 12, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +5, Listen +4, Move Silently +5, Spot +5. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Improved Initiative, Power Attack, Weapon Focus (battleaxe), Weapon Specialization (battleaxe).

Possessions: masterwork chainmail, masterwork battleaxe.

3B. Guard Post (EL 6)

Similar in all ways to Area 12A-3A except that there are 3 elite goblin guards and the strongbox contains 100–200 gp.

Elite Guards, Male Goblin Ftr4 (3): hp 25 each; see Area 12A-3A, above.

3C. The Raised Sepulcher (EL 6)

Atop this 15-foot tall mound stands a 6-foot long, 3-foot high stone block carved with various images of Orcus in all his bestial glory. Within the top of the block is a curved depression in which rests a gold offering bowl. Goblins, or anyone else who so chooses, may climb the mound and place their offering to Orcus in the bowl. A **hobgoblin fighter/cleric** stands guard over the offering bowl at all times. Every 12 hours another hobgoblin arrives to relieve the first, who takes that shift's haul to the priests in Area 12A-37. Making an offering of more than 25 gp to Orcus gains the PCs a +2 bonus on the **Influencing the Goblins** chart, above. Good-aligned priests or paladins who make such an offering, however, must succeed at a Will save (DC 20) or lose 5,000 XP. An *atonement* spell reverses the effects of this curse.

Offering Guard, Male Hobgoblin Ftr3/Cler3 (Orcus): CR 6; SZ M; HD 3d10+3 plus 3d8+3; hp 32; Init +1; Spd 20 ft.; AC 18; Atk +9 melee (1d8+4, +1 battleaxe, crit x3); SA smite, spells; SQ darkvision (60 ft.), rebuke undead; AL CE; SV Fort +7, Ref +3, Will +6; Str 16, Dex 13, Con 12, Int 10, Wis 14, Cha 10.

Skills: Concentration +11, Intimidate +3, Jump +5, Listen +4, Spellcraft +6, Spot +4. **Feats:** Alertness, Combat Casting, Cleave, Power Attack, Weapon Focus (battleaxe).

Unholy Spells Prepared (4/3/2): 0—detect magic, guidance, cure minor wounds, resistance; 1st—bane, cause fear, shield of faith; 2nd—bull's strength, inflict moderate wounds.

Domain Spells (Destruction, Evil): 1st—protection from good; 2nd—desecrate.

Special Domain Abilities: Priests of Orcus casts evil spells at a +1 caster level. They may also use a smite attack once per day (see below)

SA—Smiter (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +3 damage bonus.

Possessions: +1 battleaxe, breastplate, large steel shield, holy symbol (Orcus).

The guard only leaves his post if a significant disturbance occurs in the cave below. Needless to say, stealing or attempting to steal from the offering bowl is an unpardonable, capital offense.

3D. The Amphitheater

In this corner of the cave, a raised stone dais looks out over three rows of stone benches. Whenever Tribitz wishes to address the goblins of Grezneck, he does so from this vantage point. During "business hours," this area remains more or less ignored, although some goblin children can be found scampering between the benches. The dais, however, remains conspicuously unoccupied. Anyone seen mounting the dais is asked to leave it immediately by the patrol. Failure to obey this command results in the use of force by the patrol and an immediate loss of 10 points on the **Influencing the Goblins** chart, above.

3E. Locked Door

This door is ironbound and well-locked (Hardness 5; hp 20; Break DC 23, Open Locks DC 28). Only the priests of Orcus possess keys to this door. Anyone else seen attempting to gain entrance here is arrested by the patrol and made to fight Droog in Area 12A-17.

3F. Fissures

Throughout the cave, a number of long, narrow fissures issue forth hot, dimly glowing steam. These crevasses are between 2 and 3 feet wide and 10 to 15 feet deep. The source of the steam is a heated underground lake that roils and steams beneath the cave. Anyone unfortunate enough to fall or be cast into a fissure suffers 2d6 points of falling damage, and 1d6 points of fire damage each round spent in the super-heated waters. Climbing out (DC 25, due to the wetness of the stone) is possible, but anyone so doing takes 1d6 points of subdual damage per round spent in the crevasse.

12A-4. Weapons Cache

The goblins store hundreds of rudimentary weapons here in case the city is attacked. In all, there are 75 light maces, 35 short swords, 150 javelins, 80 small wooden shields, 30 light crossbows, 20 shortbows, 200 bolts, and 150 arrows piled about the cave. The patrols attempt to apprehend anyone seen trying to enter this area.

12A-5. Magic Weapons Cache

The goblins keep a small number of magic weapons stored here. These include 12 +1 light maces, 4 +1 short swords, 8 +1 javelins, and 10 +1 small wooden shields. As always, attempting to enter this room draws the immediate attention of the patrols.

12A-6. The Cave of the Hermit

A narrow cave opening abuts the river, before which the current swirls and eddies, allowing a vessel time to moor or a swimmer to climb ashore.

Lothum, a half-goblin rogue and outcast of Grezneck, occupies the cave. His meager belongings are strewn about: a lidless chest containing scraps of rags, ratty pants, tattered shirts, broken jewelry; four pairs of boots; fish bones. If Lothum hears anyone in or near the cave mouth, he immediately hides and tries to determine the strength and identity of the intruders. The half-goblin is a *persona non grata* in Grezneck, and he lives in fear that certain higher powered goblins might find and kill him. He believes his predicament is entirely the work of one goblin, Knoob Chimneybuckles, and Lothum dreams of the day he can exact his revenge.

This pathetic creature is absolutely uninterested in combat, though if only one intruder finds his way into the cave, Lothum attempts, briefly, to scare him off with wild, and ultimately empty, threats. He quickly abandons this ploy, however, if it appears to have no effect or if it elicits a threatening response. If he cannot scare off a lone intruder, or if he is beset by more than one, Lothum pleads

for his life and asks to be left alone. If the PCs leave him be, he makes them an offer. He tells them he possesses a powerful magic item that he will gladly hand over as payment for the head of Knoob Chimneybuckles. On his right thumb he wears a *ring of water walking*, which has come in very handy while at his current residence, but which he would gladly trade for the death of his nemesis. Lothum is unwilling to show the PCs the ring before they have completed their mission, though if pressed he does describe its properties. If the PCs question Lothum about what Knoob has done to warrant assassination, the half-goblin is vague. "Lied and cheated," he responds. "Smeared my good name!" He is no more exact than this.

Should the PCs agree to the quest, he tells them that Knoob lives alone in a small cave in the southern corner of Grezneck and that he is, much to Lothum's chagrin, very well-liked among the residents.

If the PCs are successful, Lothum happily gives them the ring. He is also willing to tell them what he knows about the layout of the Grezneck, which is as follows:

- There is a temple near the Great Lake where the priests all live. The priests are very powerful and rule the city.
- A hydra has recently moved into the northernmost caves.
- There is a chamber near the barracks where the priests all go with gold and gems.

Lothum, Male Half-Goblin Rog3: CR 3; SZ S; HD 3d6; hp 12; Init +2; Spd 30 ft.; AC 15; Atk +2 melee (d4-1, dagger, crit 19-20); SA sneak attack (+2d6); SQ darkvision (60 ft.), evasion, uncanny dodge (Dex bonus to AC); AL NE; SV Fort +1, Ref +5, Will +1; Str 8, Dex 14, Con 10, Int 12, Wis 10, Cha 9.

Skills: Bluff +5, Climb +5, Escape Artist +8, Gather Information +5, Hide +12, Jump +5, Listen +6, Move Silently +10, Search +7. **Feats:** Alertness, Skill Focus (Hide).

Possessions: Dagger, leather armor, *ring of water walking*, 14 gp in belt pouch.

12A-7: Unholy Bath (EL 12)

Whenever a priest of Orcus is plagued by good or pure thoughts, he comes to this chamber to cleanse himself and return to a state of utter evilness and impurity. The pool is fed by an underground stream and is 12 feet deep. Any paladin or good-aligned priest who enters the water must succeed at a Will save (DC 20) or gain one negative level. Only *atonement* or *restoration* can return a lost level. The cave is guarded by 2 **clay golems**, which attack any non-priest who enters.

Clay Golems (2): CR 10; SZ L Construct; HD 11d10; hp 70; Init -1; Spd 20 ft. (can't run); AC 22; Atk +14 melee (2d10+7 [x2], slams); Reach 10 ft.; SA berserk, wound; SQ construct, magic immunity, damage reduction (20/+1), immune to piercing and slashing attacks, haste; AL N; SV Fort +3, Ref +2, Will +3; Str 25, Dex 9, Con -, Int -, Wis 11, Cha 1.

Swimming the narrow channel from the river to the pool requires a successful Swim Check (DC 20). Yet

should the chamber be entered via the pool, as before, all paladins and good-aligned priests must succeed at a Will save or gain one negative level.

12A-8: Empty Caves

These caves contain nothing of interest. As always, the ubiquitous goblin garbage litters the floor, but no amount of searching turns up anything of value. There is a 10% chance that 1d3 **common goblins** are here rummaging about looking for odds and ends.

Common Goblins: hp 4 each; see the "Common Goblins" side box, above.

12A-9: Communal Living Areas

Goblins know nothing of privacy. They live like rats or worms, sprawling beside one another amid their trash and fetid smell. Occasionally, the odd goblin will employ a blanket or bedroll of some kind, but more often they simply lie down on the cave floor wherever there is a free spot.

Each cave houses 70 to 80 **common goblins** (except the areas marked "9A," which house only 25 to 40), half of whom are present in the living areas at any given time. It is unusual to see non-goblins in these caves, so the PCs are likely to garner a number of curious looks and perhaps a comment or two—but nothing more.

The goblins have learned it is wisest to keep their valuables with them at all times. Thus, they sleep with their coins in their pockets, and their weapons on their belts.

Common Goblins: hp 4 each; see the "Common Goblins" side box, above.

12A-10: Knoob Chimneybuckle's Cave (EL 7)

This well-respected sorcerer lives alone with his 2 **dire wolf** pets. There is a 50% chance that Knoob is in his living quarters; otherwise, he can be found in Area 12A-3 selling potions (usually, *bull's strength*). The cave contains a small cot, a locked chest with his belongings (see **treasure**, below), and a small table with his potion-making supplies. There is nothing else of value here.

If the PCs seek to act as diplomats rather than murderers, they might attempt to talk to Knoob about Lothum. Sadly, Knoob has no recollection of the half-goblin. "Who?" he croaks. "Luthum? Lobum? Oh, Lothum. Never heard of him. What does he want, a potion? Well, tell him he has to pay like everyone else." If the PCs explain that Lothum feels Knoob is responsible for his exile, the sorcerer merely shakes his head.

Although Knoob lives alone, the passageways adjacent to his cave are well traveled. Sounds of combat here attract the attention of nearby goblins who immediately alert the patrol. Knoob, of course, protects himself as best he can if the PCs attempt to carry out Lothum's paranoid scheme.

Knoob makes a decent living selling potions. If the PCs visit him, he assumes they are prospective buyers and immediately begins quoting them prices: *change self* (1st level), 50 gp; *bull's strength* (3rd level), 150 gp. At the moment Knoob only has three potions of *bull's strength*. If the PCs would like either more *bull's strength* potions or *change self* potions, the goblin requires a 50% down payment and, of course, time to prepare the potions.

Knoob Chimneybuckles, Male Goblin Sor6: CR 6; SZ S; HD 6d4+3; hp 19; Init +1; Spd 30 ft.; AC 14; Atk +4 melee (1d6, +1 *halfspear*, crit x3); SA spells; SQ darkvision (60 ft.); AL CE; SV Fort +2, Ref +3, Will +5; Str 8, Dex 13, Con 10, Int 12, Wis 10, Cha 16.

Skills: Alchemy +10, Concentration +9, Listen +2, Move Silently +5, Spellcraft +10, Spot +2. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Brew Potion, Toughness.

Sorcerer Spells Known (Cast Per Day: 6/7/6/4): 0—dancing light, daze, detect magic, detect poison, flare, mending, read magic; 1st—*change self*, magic missile, ray of enfeeblement, shocking grasp; 2nd—*bull's strength*, Melf's acid arrow; 3rd—lightning bolt.

Possessions: +2 ring of protection, +1 *halfspear*, arcane scroll of *dispel magic* (cast at 7th level).

Dire Wolves (2): CR 3; SZ L Animal; HD 6d8+18; hp 50; Init +2; Spd 50 ft.; AC 14; Atk +10 melee (1d8+10, bite); Face/Reach 5 ft. by 10 ft./5 ft.; SA trip; SQ scent; SV Fort +8, Ref +7, Will +6; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills: Hide +5, Listen +6, Move Silently +5, Spot +6, Wilderness Lore +1 (+5 when tracking by scent).

Treasure: 1,500 gp, 3 *potions of bull's strength* (3rd level, 1 dose), 2 emeralds worth 250 gp each, all in a locked wooden chest.

Wooden Chest: Hardness 2; hp 20; Break (DC 18); Open Lock (DC 20).

12A-11: Kennel (EL 10)

Two dozen **worgs** are kept and fed here. They growl menacingly at any non-goblin who enters, and then attack as a pack if the intruders remain for more than two rounds. Any combat here draws the attention of the guards in Area 12A-12.

Worgs (24): hp 30 each; see Goblin Patrol, above.

12A-12: Barracks (EL 12)

The goblin guards and patrol leaders are stationed here. There are 40 cots along the north and east walls for the guards, and another dozen cots along the south wall for the patrol leaders. At any time, half the **guards** (20) and **patrol leaders** (6) are on duty patrolling the city, while the other half remain here, sharpening their weapons and fixing their armor. **Trillok**, the captain of the guard, is also stationed here. His quarters, Area 12A-12A, contain a cot, a locked chest (see below), a small table, and a stool.

Only members of the guard or priests are allowed in the barracks. Anyone else is considered an intruder and given 2 rounds to vacate.

Guards, Male Goblin Ftr2 (20): hp 11 each; see Goblin Patrol, above.

Patrol Leaders, Male Goblin Ftr4 (6): hp 25 each; see Goblin Patrol, above.

Trillok, Captain of the Guard, Male Goblin Ftr8: CR 8; SZ S; HD 8d10+8; hp 60; Init +6; AC 21; Spd 30 ft.; Atk +14/+9 melee (1d6+6, +2 *short sword*, crit 17-20); SQ darkvision (60 ft.); AL CE; Fort +7, Ref +4, Will +2; Str 14, Dex 14, Con 12, Int 12, Wis 10, Cha 11.

Skills: Climb +11, Jump +11, Listen +2, Move Silently +6, Spot +7. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Cleave, Dodge, Improved Critical (short sword), Improved Initiative, Power Attack, Weapon Focus (short sword), Weapon Specialization (short sword).

Possessions: +2 chain shirt, +1 small steel shield, +2 short sword.

Treasure (in chest): 250 pp; *potion of bull's strength* (5th level, 3 doses), *potion of cure serious wounds* (10th level, 3 doses).

Chest: Hardness 2; hp 20; Break (DC 18); Open Locks (DC 20).

12A-13: Guard Post (EL 5)

Two elite guards are stationed here at all times. No one other than a member of the guard or a priest is allowed east of this area. Any combat here attracts the attention of the occupants of Area 12A-12, who arrive in 3 rounds.

Elite Guards, Male Goblin Ftr4 (2): hp 25 each; see Area 12A-3A, above.

12A-14: Teleportation Waters (EL 4)

The door to this chamber is made of iron and securely locked (2 in. thick; Hardness 10; hp 60; Break DC 28, Open Locks 25). An elite guard stands outside at all times. Only priests possessing a key to the door are allowed to enter this area.

Elite Guard, Goblin Male Ftr4: hp 25; see Area 12A-3A, above.

The chamber contains two pools of water, one larger, one smaller, and a small table, upon which is laid a single gold amulet. Donning the amulet (see Area 12A-38, below) and fully immersing oneself in the larger pool teleports the wearer to Area 12A-15. Entering the smaller pool wearing the amulet or entering the larger pool without the amulet does nothing. Only one person may be teleported at a time; holding hands with or climbing on the back of the person wearing the does not work.

12A-15: Arrival Point

An individual teleported from Area 12A-14 arrives here.

12A-16: Treasure Vault (EL 9)

The priests hide their most valuable plundered works of art and jewelry in Area 12A-16B. Area 12A-16A,

however, contains a **bebelith**, on loan from Orcus himself, which attacks any non-priest who enters.

Bebelith: CR 9; SZ H Outsider [Chaotic, Evil]; HD 12d8+48; hp 105; Init +5; Spd 40 ft., climb 20 ft.; AC 25; Atk +19 melee (2d6+9, bite plus poison) and +14 melee (2d4+4 [x2], claws plus armor damage); Face/Reach 15 ft. by 15 ft./10 ft.; SA web, poison, armor damage; SQ damage reduction (30/+3), protective aura, plane shift, scent, telepathy; SV Fort +12, Ref +9, Will +9; Str 28, Dex 12, Con 18, Int 11, Wis 13, Cha 13.

Skills: Climb +21, Hide +11, Jump +21, Listen +17, Move Silently +15, Search +14, Sense Motive +15, Spot +17. **Feats:** Alertness, Cleave, Improved Initiative, Power Attack.

Piled around Area 12A-16B are hundreds of works of art and pieces of jewelry: framed paintings, gold vases, onyx statues, gem encrusted daggers, silver bowls, and so forth. Nothing is magical. In all, there are 350 works of art and 470 pieces of jewelry. The DM should roll on table 7-6: Art Objects in the DMG for the value of any given item, ignoring, however, results over 90.

A PC wishing to leave the treasure vault must possess the amulet from Area 12A-38. If the wearer of the amulet proceeds down the narrow passage to Area 12A-16C, and there, at its terminus, intones the name of the Orcus, he is instantly teleported to the small pool of water in Area 12A-14. Aside from a *teleport without error*, *limited wish*, or similar magic, there is no way to leave the Treasure Vault without the amulet.

12A-17: The Fight Circles (Variable)

Distributed throughout this large cave are four "Fight Circles," actually just a series of stakes hammered into the cave floor in the form of a circle. A favorite past time for the goblins of Grezneck—perhaps, in fact, the *only* past time for the goblins of Grezneck—is the blood sport called "Circle Fighting." Two contestants are placed—usually by choice—within the circle of stakes, each is handed a club, and the combatants then proceed, cheered on by spectators who wager the fights' outcome, to slug it out until only one is left standing. The winner is given a purse of 5 gp, dispersed by a **hobgoblin Ftr4** who serves as a kind of ringmaster, and the loser is dragged from the ring and piled in Area 12A-17A where he is left to live or die, depending on his luck and constitution.

Usually, only two or three Circles are in use at one time, though occasionally all four see action simultaneously. A typical fight has 12 to 25 spectators, normally 100% goblins. No goblin willingly steps into the ring with a non-goblin. Only Droog, the **ogre Ftr5** in Area 12A-17B challenges humanoids. Certain offenses, such as insulting goblins as a race or petty theft, might result in the perpetrator having to face Droog in a blood match. Droog—or conceivably his opponent, though Droog has never lost—receives a purse of 15 gp.

DMNote: Droog is permitted to use his huge greatclub, while his opponent is given a standard club.

Ringmaster, Male Hobgoblin Ftr4: CR 4; SZ M; HD 4d10+4; hp 32; Init +5; Spd 30 ft.; AC 14; Atk +8 melee (1d10+6, heavy flail, crit 19-20) or +7 melee (1d4+3, dagger, crit 19-20); AL CE; SV Fort +5, Ref +2, Will +1; Str 16, Dex 12, Con 13, Int 9, Wis 10, Cha 9.

Skills: Climb +9, Listen +2, Spot +2. **Feats:** Alertness, Improved Initiative, Power Attack, Weapon Focus (heavy flail), Weapon Specialization (heavy flail).

Possessions: heavy flail, dagger, studded leather, 125 gp, in leather pouch (for purses).

12A-17A: "Recovery" Room

The bodies of two to five losers can be found here at any one time, one to three of which are dead; the rest are seriously wounded.

12A-17B: Droog's Cave (EL 6)

This ogre makes a living demolishing the odd opponent in a fight circle. The cave contains a pile of furs and skins in one corner (his bead), and bones and refuse everywhere else.

Droog, Male Ogre Ftr5: CR 7; SZ L Giant; HD 4d8+8 plus 5d10+10; hp 80; Init +3; Spd 30 ft.; AC 16; Atk +14/+9 melee (2d6+11, huge greatclub); AL CE; SV Fort +8, Ref +1, Will +2; Str 22, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +10, Listen +4, Spot +4. **Feats:** Alertness, Cleave, Improved Initiative, Power Attack, Weapon Focus (greatclub), Weapon Specialization (greatclub).

Possessions: Huge greatclub, hide armor, 175 gp (in belt pouch).

12A-18: Cave of the Dire Tigers (EL 11)

These large, jagged caves are home to **Grimb**, a goblin ranger, and his three pet **dire tigers**. There is a 25% chance that Grimb and one of his tigers are out hunting, that is, scouring the Underdark for food—derro, orcs, driders, hell hounds, and so on—for the tigers. Grimb and his pets are given high status in Grezneck, though the reclusive goblin rarely makes use of it; in fact, he shuns all contact with other goblins, greatly preferring the company of his tigers. Should the city come under attack, however, Grimb and the dire tigers join the defense, presenting an awesome foursome. The priests have been trying to convince Grimb to take his tigers and assault the hydra in Area 12A-32, but thus far they have been unsuccessful.

Strangers, aside from priests, are absolutely not permitted here. Grimb gives intruders a brief warning, then sicks the tigers on them. If Grimb is out of the cave, the tigers attack without hesitation.

Grimb, Male Goblin Rgr7: CR 7; SZ S; HD 7d10+7; hp 52; Init +3; Spd 30 ft.; AC 20; Atk +9/+4* melee (1d6+2, +1 *short sword*, crit 19-20), and +9* melee (1d4+2, +1 *dagger*, crit 19-20), or +11/+6 ranged (1d6+2, +1 *mighty composite shortbow* [+1], crit x3); SA spells; SQ darkvision (60 ft.), favored enemy (beasts and vermin); AL NE; SV

Fort +6, Ref +5, Will +4; Str 12, Dex 16, Con 13, Int 11, Wis 14, Cha 10.

DM Note: Numbers marked with asterisks assume Grimb is attacking with two weapons. Otherwise, add +2 to all attacks.

Skills: Climb +10, Hide +12, Move Silently +12, Wilderness Lore +14 (with Skill Focus Feat). Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Dodge, Skill Focus (Wilderness Lore), Weapon Finesse (short sword).

Ranger Spells Prepared (2): 1st—alarm, speak with animals.

Favored Enemy: Beasts +2, Vermin +1.

Possessions: +2 chain shirt, +1 shorts word, +1 dagger, +1 mighty composite bow (+1), gloves of dexterity (+2), potion of cure moderate wounds (7th level, 3 doses).

Dire Tigers (3): CR 8; SZ H Animal; HD 16d8+48; hp 120; Init +2; Spd 40 ft.; AC 16; Atk +18 melee (2d4+8 [x2], claws) and +13 melee (2d6+4, bite); Face/Reach 10 ft. by 30 ft./10 ft.; SA pounce, improved grab, rake (2d4+4); SQ scent; SV Fort +13, Ref +12, Will +11; Str 27, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills: Hide +4 (+8 in areas of tall grass or heavy undergrowth), Jump +11, Listen +3, Move Silently +9, Spot +3, Swim +11. Dire tigers receive a +4 racial bonus to Hide and Move Silently checks.

Treasure: Hidden beneath a stone in the area marked 18A (Search DC 15) is a sack containing 370 pp and 10 diamonds worth 250 gp each.

12A-19: Guard Post (EL 4)

Two goblin guards are positioned here at all times. Non-goblins wishing to proceed beyond this point, either through the door or into Area 12A-17, must first answer a brief series of questions: "Who are you? Where are you from? Why are you coming here?"; and, "How long will you stay?" Basically, the goblins expect to hear that the PCs have come to trade with the goblins and then leave. Of course, if the PCs have other answers, the DM is free to roleplay this encounter however he wishes.

Absolutely no non-goblins are permitted into Area 12A-20. A skirmish here draws the attention of that area's occupants.

Goblin Guards, Male Goblin Ftr2 (2): hp 11; see Goblin Patrol, above.

12A-20: The Flames of Orcus (EL 13)

This cavern contains six 3-foot wide circular openings in the cave floor. Each opening belches forth a jet of flames every 4 to 5 minutes; thus, because the holes are on different schedules, one of the six holes is "flaming" about every 45 seconds. The holes lead to 3-foot diameter shoots that drop 30 feet to molten lava. Anyone falling into the lava dies instantly, unless protected from the fiery rock by some magical means.

Two goblin priests and 4 elite hobgoblin guards are posted here at all times. This cave is a holy place to goblins,

and the priests chant a sacred prayer to Orcus every hour on the hour. Intruders are told to leave; failure to do so immediately results in a swift attack from the goblins and hobgoblins. The only exception to his rule would be if the PCs have been hired to kill the hydra in Area 12A-32, in which case one of the hobgoblins brings them to Area 12A-22, where they are then escorted to the hydra.

Priests, Male Goblin Clr9 (Orcus) (2): CR 9; SZ S; HD 9d8; hp 39, 35; Init +1; Spd 20 ft.; AC 21; Atk +9/+4 melee (1d8+2, +2 morningstar); SA spells, smite; SQ darkvision (60 ft.); AL CE; SV Fort +8, Ref +4, Will +9; Str 10, Dex 13, Con 10, Int 12, Wis 17, Cha 11.

Skills: Concentration +12, Heal +15, Listen +5, Move Silently +5, Sense Motive +7, Spot +5. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Great Fortitude, Scribe Scroll, Weapon Focus (morningstar).

Unholy Spells Prepared (6/5/5/4/2/1): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cause fear, cure light wounds, doom, entropic shield; 2nd—bull's strength, cure moderate wounds, hold person, inflict moderate wounds, sound burst; 3rd—blindness/deafness, cure serious wounds, dispel magic, inflict serious wounds; 4th—inflict critical wounds, summon monster IV; 5th—spell resistance.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—magic circle against good; 4th—unholy blight; 5th—dispel good.

Special Domain Abilities: Priests of Orcus cast evil spells at a +1 caster level. They may also use a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +9 damage bonus.

Possessions: +2 chainmail, +1 small steel shield, +2 morningstar, 1 potion of cure serious wounds (9th level, 3 doses), pouch with 100 pp.

Elite Guards, Male Hobgoblin Ftr6 (4): CR 6; SZ M; HD 6d10+6; hp 45; Init +5; Spd 20 ft.; AC 20; Atk +10/+5 melee (1d8+5, +1 longsword, crit 19-20) or +7/+2 ranged (1d6+2, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +6, Ref +3, Will +2; Str 15; Dex 13, Con 12, Int 10, Wis 10, Cha 10.

Skills: Listen +5, Climb +3; Spot +5. **Feats:** Alertness, Cleave, Dodge, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 longsword, +1 banded mail, large steel shield, 2 javelins, pouch with 50 pp.

Tactics: The hobgoblins rush to engage the PCs while the priests cast spells in this order: *bull's strength* (on themselves), *spell resistance* (on themselves), *summon monster IV*, *blindness* (on toughest looking fighters), and *hold person*. When engaged, the priests look first to use their *inflict wounds* spells, starting with the most powerful and then working down. If the priests get time to prepare, they cast spells in this order: *bull's strength*, *spell resistance*, and *entropic shield*.

12A-21: The Steppingstones

Water from the river flows between a row of steppingstones into the Unholy Lake. Crossing the stones requires a successful Dexterity or Balance check (DC 20) to avoid falling into the swiftly flowing water and, unless a successful Swim Check is made (DC 12), being carried out into the lake. If a rope can be strung across the rocks and secured in Area 12A-22, then the Dexterity or Balance check DC drops to 10, with a Reflex Save (DC 15) permitted to determine if the PC who slipped was able to grab the rope before falling into the water.

Unless the PCs are accompanied by a hobgoblin from Area 12A-20, the goblins in Area 12A-22 fire on the PCs as they attempt to cross the rocks. If the PCs are accompanied by a hobgoblin, one of the fighters from Area 12A-22 paddles across with a boat to ferry the PCs to shore.

12A-22: The Docks (EL 11, 14 with hobgoblins from Area 12A-24)

This cave is guarded at all times by a **goblin cleric** and **8 goblin fighters**. The western edge of the chamber is open and faces out to the lake. Two rowboats are tied to a stone dock that juts off this side of the cave. A 10-foot high natural rock platform stands in the southwestern portion of the cave. Two rope ladders are hung on the north and east faces of the platform, allowing for easy access to its top.

As stated above, unless the PCs are accompanied by a hobgoblin guard from Area 12A-20, attempts to cross the steppingstones or gain access to this chamber in any way results in an immediate attack from its occupants. Should the PCs have been sent this way to slay the hydra in Area 12A-32, then one of the guards directs them to Area 12A-31.

Melee in this chamber gains the attention of the hobgoblins in Area 12A-24, who join the combat in 1-3 rounds.

Priest, Male Goblin Clr8 (Orcus): CR 8; SZ S; HD 8d8; hp 34; Init +1; Spd 20 ft.; AC 20; Atk +9/+4 melee (1d8+2, +2 morningstar) or +8/+3 ranged (1d8, masterwork light crossbow, crit 19-20); SA spells, smite; SQ darkvision (60 ft.); AL CE; SV Fort +8, Ref +3, Will +9; Str 10, Dex 13, Con 10, Int 12, Wis 17, Cha 11.

Skills: Concentration +11, Heal +14, Listen +5, Move Silently +5, Sense Motive +7, Spot +5. Goblins receive a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Great Fortitude, Weapon Focus (morningstar).

Unholy Spells Prepared (6/5/4/4/2): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cause fear, cure light wounds, doom, entropic shield; 2nd—bull's strength, cure moderate wounds, hold person, inflict moderate wounds; 3rd—blindness/deafness, cure serious wounds, dispel magic, inflict serious wounds; 4th—inflict critical wounds, summon monster IV.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—magic circle against good; 4th—unholy blight.

Special Domain Abilities: Priests of Orcus cast evil spells at a +1 caster level. They may also use a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +8 damage bonus.

Possessions: +2 chainmail, small steel shield, +2 morningstar, 1 potion of cure serious wounds (6th level, 3 doses), pouch with 80 pp.

Guards, Male Goblin Ftr4 (8): CR 4; SZ S; HD 4d10; hp 28; Init +5; Spd 20 ft.; AC 17; Atk +8 melee (1d8+4, masterwork morningstar) or +6 ranged (1d6+2, mighty composite shortbow [+2], crit x3), SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +2, Will +1; Str 14, Dex 13, Con 11, Int 8, Wis 10, Cha 8.

Skill: Climb +3, Listen +2, Spot +2. **Feats:** Alertness, Improved Initiative, Weapon Focus (composite shortbow), Weapon Focus (morningstar), Weapon Specialization (morningstar).

Possessions: Masterwork morningstar, mighty composite shortbow (+2), chainmail, pouch with 35 gp.

Tactics: Four goblins are stationed at all times atop the platform. If intruders are spotted crossing Area 12A-21, the goblins on the platform sound the alarm while they begin firing. The remaining four guards take up positions at the entrance to the cave, at the northern end of the steppingstones, and begin firing as well. The priest casts *bull's strength*, *spell resistance*, and *entropic shield*, then moves forward to join the goblins on ground level. If the combat is joined in Area 12A-22, the hobgoblins from Area 12A-24 arrive in 1-3 rounds.

DM Note: the secret door on the northern wall has been *arcane locked* (Break DC 28) by Teran from Area 12A-30. The goblins are not yet aware of this.

12A-22A: Tunnel to Level 12

This winding passage descends for about a quarter mile until terminating at Level 12, Area 12-24.

12A-23: Sloping Passage

These narrow winding passages slope down at a dramatic angle of nearly 30 degrees away from Area 12A-22. As well, these passages are damp and littered with loose stones. Attempting to run *down* these tunnels requires a successful Dexterity or Balance check (DC 15) to avoid falling. Movement *up* these tunnels is reduced by one third.

12A-24: Hobgoblin Cave (EL 13)

A small band of **hobgoblins**—devout worshippers of Orcus all—has taken up residence here. These warrior pilgrims traveled to Grezneck when their leader, Purbok, received a message in a dream from his dark master to serve the goblin priests. This the hobgoblins now do without question.

In all, this elite band is made up of 15 War2, 10 Ftr3, 5 Ftr4, 2 Ftr5 (captains), and Purbok, a Ftr8/Clr3. Purbok and his two captains camp in Area 12A-24A, while the rest of hobgoblins are stationed in the main cave.

Foot Soldiers, Male Hobgoblin War2 (15): CR 1; SZ M; HD 2d8+2; hp 11; Init +1; Spd 30 ft.; AC 15; Atk +2 melee (1d8, longsword, crit 19-20) or +3 ranged (1d6, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +1, Will +0; Str 11, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +1, Listen +3, Move Silently +3, Spot +3. **Feat:** Alertness.

Possessions: Longsword, studded leather, four javelins, small wooden shield, pouch with 10 gp.

Elite Foot Soldiers, Male Hobgoblin Ftr3 (10): CR 3; SZ M; HD 3d10+3; hp 24; Init +5; Spd 30 ft.; AC 16; Atk +5 melee (1d8+1, longsword, 19-20) or +4 ranged (1d6+1, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +2, Will +1; Str 12, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +2, Listen +4, Move Silently +3, Spot +4. **Feats:** Alertness, Improved Initiative, Weapon Focus (longsword).

Possessions: Longsword, four javelins, chain shirt, small wooden shield, pouch with 15 gp.

Lieutenants, Male Hobgoblin Ftr4 (5): CR 4; SZ M; HD 4d10+4; hp 31; Init +5; Spd 30 ft.; AC 17; Atk +8 melee (1d8+4, masterwork longsword, crit 19-20) or +5 ranged (1d6+2, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +5, Ref +2, Will +1; Str 14, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +3, Listen +4, Move Silently +4, Spot +4. **Feats:** Alertness, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Masterwork longsword, four javelins, chain shirt, large steel shield, pouch with 20 gp.

Captains, Male Hobgoblin Ftr5 (2): CR 5; SZ M; HD 5d10+5; hp 37; Init +6; Spd 20 ft.; AC 20; Atk +9 melee (1d8+5, +1 longsword, 19-20) or +7 ranged (1d6+2, javelin); SQ darkvision (60 ft.); AL CE; SV Fort +5, Ref +3, Will +1; Str 14, Dex 14, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +4, Listen +4, Move Silently +4, Spot +4. **Feats:** Alertness, Improved Initiative, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 longsword, +1 large steel shield, chainmail, four javelins, pouch with 50 gp.

Purbok, Male Hobgoblin Ftr8/Clr3 (Orcus): CR 11; SZ M; HD 8d10+16 plus 3d8+6; hp 100; Init +6; Spd 20 ft.; AC 26; Atk +19/+11 melee (1d8+8, +3 longsword, crit 17-20) or +12/+7 ranged (1d8+3, mighty composite longbow [+3], crit X3); SA spells, smite, feat of strength; SQ darkvision (60 ft.), rebuke undead; AL CE; SV Fort +11, Ref +5, Will +7, Str 16, Dex 15, Con 14, Int 11, Wis 14, Cha 12.

Skills: Concentration +12, Listen +8, Spot +8. **Feats:** Alertness, Cleave, Combat Casting, Improved Critical (longsword), Improved Initiative, Power Attack, Scribe Scroll, Weapon Focus (longsword), Weapon Specialization (longsword).

Unholy Spells Prepared (4/3/2): 0—cure minor wounds, detect magic, guidance, resistance; 1st—cure light wounds, divine favor, doom; 2nd—cure moderate wounds, hold person.

Domain Spells (Destruction, Strength): 1st—inflict light wounds; 2nd—bull's strength.

Special Domain Abilities: A priest of Orcus may use a smite attack and a feat of strength once per day (see below)

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +3 damage bonus.

SQ—Feat of Strength (Su): Once per day, a priest of Orcus may, as a free action, gain a +3 enhancement bonus to his Strength.

Possessions: +3 longsword, +2 full plate, +2 large steel shield, mighty composite longbow (+3), holy symbol, portion of cure serious wounds (7th level, 3 doses), pouch with 300 gp.

Development: If asked by the high priest, Purbok would willingly lead his troops against the hydra. He fears, rightfully, that doing so would result in the loss of most, if not all, of his foot soldiers. The PCs might be able to convince Purbok and his captains to join in their attack on the hydra. Were Purbok to agree, however, he would insist on being the leader of the assault and that, once slain, the hydra's treasure be given to the temple of Orcus.

12A-25: Empty Caves

These caves are empty except for a few bones and the odd copper piece scattered here and there.

12A-26: Hall of Pillars

This long hall is lined with thick stone pillars carved with images of Orcus. At the end of passage are a set of locked double doors (Hardness 5; hp 20; Break DC 21; Open Locks DC 25) and an ironbound, bolted door (standard door; Break DC 35 from Area 12A-31).

12A-27: Trapped Hall (EL 8)

This hallway appears to be empty and to terminate in a dead end. A deadly trap, however, is set 10 feet from the double doors. If even 20 pounds of pressure is placed on the floor, dozens of poisoned spears spring from both walls, impaling the victim from head to toe.

Hail of Poisoned Spears: CR 7; +20 ranged (1d8 and poison, spear, crit x3); Disable Device (DC 20); Search (DC 24). **Note:** 200-ft. max range; 1d6 spears per target in a 10-ft. by 10-ft. area. Spears are coated with Large monstrous scorpion venom (Fortitude DC 18 or 1d6/1d6 temporary Strength damage).

At the far end of the passage is a hidden trap door (Search DC 25). It has no hinges, however, and lifting the heavy stone out of the floor from its resting place requires a successful Strength check (DC 22). **Note:** up to two PCs may aid the PC trying to lift the door.

Once open, the trapdoor appears to give way to an abyss. In fact, it is a 65-foot drop from the trap door to the

cave floor in Area 12A-25, but, without proper lighting, there is no way to determine this.

12A-28: Cave of the Xorns (EL 10)

A mated pair of **elder xorns** has taken up residence in this large cavern. They burrow to and fro beneath the cave floor, feasting on the rock and, in general, enjoying their time on the Prime Material plane. If the PCs possess more than 2,000 coins of any kind between them, the Xorns smell the potential food and surprise the PCs from below.

Elder Xorn (2): CR 8; SZ L Outsider [Earth]; HD 15d8+60; hp 130; Init +0; Spd 20 ft.; burrow 20 ft.; AC 22; Atk +21 melee (4d8+7, bite) and +19 melee (1d6+3 [x3], claws); Face/Reach 10 ft. by 10 ft./10 ft.; SA burrow; SQ fire and cold immunity, electricity resistance (10), half damage from slashing weapons, all-around vision, tremorsense (60 ft.); SV Fort +13, ref +9, Will +9; Str 25, Dex 10, Con 19, Int 10, Wis 11, Cha 10.

Skills: Hide +14, Intuit Direction +18, Knowledge (minerals) +12, Listen +18, Move Silently +18, Search +22, Spot +22. **Feats:** Cleave, Great Cleave, Multiattack, Power Attack.

Note: the secret door in the southern wall has been *arcane locked* (Break DC 28) by Teran of Area 12A-30.

12A-29: Hall of the Titan Cyclops (EL 16)

At the northern end of the large-roofed cavern (25 feet) stands an 18-foot tall statue of a cyclops. Strong Alteration magic emanates from the statue if detected. On the eastern side of the cave is a 15-foot tall cliff leading to a natural rock shelf dotted with stalagmites.

The statue remains inanimate unless awakened by the high priests (see Area 12A-45) or attacked in any way. Once it comes to life, it wrenches stalagmites from the cave shelf (a move-equivalent action) and hurls them like huge spears.

Titan Cyclops Statue, Huge Stone Golem: CR 16; SZ H Construct: HD 35d10; hp 200; Init -1; Spd 20 ft. (can't run); AC 25; Atk +38 melee (2d10+12 [x2], slams) or +25 ranged (3d10+12, hurled stalagmite); SA slow; SQ construct, magic immunities, damage reduction (30/+3); SV Fort +5, Ref +4, Will +5; Str 35, Dex 9, Con —, Int —, Wis 11, Cha 1.

12A-30: Strangers in a Strange Land (EL 12)

Several days ago, a failed experiment in teleportation landed four unfortunate **drow** in this cavern. Preliminary scouting by Vertek, their rogue, revealed that they were pinned between the xorns (with a pocketful of coins, he narrowly avoided being devoured), and the goblins in Area 12A-22. Further investigation by Teran, using her *arcane eye*, confirmed what she had already suspected—that they were trapped in Grezneck, the infamous goblin city. Because Zerna worships the demon queen

of spiders, a sworn enemy of Orcus, the drow believe there is little hope of parlaying with the goblins. Thus, Teran *arcane locked* the three secret doors leading to this cavern, and the drow remain where they are, camped in this large cave, deciding whether they should fight their way back to the Underdark.

Zerna, Female Drow Clr8 (demon queen of spiders): CR 9; SZ M; HD 8d8; hp 41; Init +1; Spd 30 ft.; AC 19; Atk +8/+3 melee (1d8+2, +2 *large mace*) or +7/+2 ranged (1d4, hand crossbow plus poison, crit 19-20); SA spells, spell-like abilities, poison, smite; SQ darkvision (120 ft.), spell resistance (19), light blindness; AL LE; SV Fort +6, Ref +3, Will +10 (+12 against spells and spell-like abilities); Str 10, Dex 13, Con 10, Int 13, Wis 18, Cha 16.

Skills: Concentration +15, Heal +13, Knowledge (religion) +12, Listen +6, Search +3, Spot +6. **Feats:** Brew Potion, Combat Casting, Scribe Scroll.

Unholy Spells Prepared (6/5/4/4/3): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cure light wounds, divine favor, doom, entropic shield; 2nd—augury, bull's strength, cure moderate wounds, hold person; 3rd—create food and water, cure serious wounds, dispel magic, inflict serious wounds; 4th—cure critical wounds, divination, inflict critical wounds.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—magic circle against good; 4th—inflict critical wounds.

Special Domain Abilities: A priestess of the demon queen of spiders casts evil spells at a +1 caster level. She may also use a smite attack once per day (see below)

SA—Smite (Su): Once per day, a priestess of the demon queen of spiders may make a single melee attack with a +4 attack bonus and a +8 damage bonus.

Possessions: +2 *chain shirt*, +2 *large mace*, large steel shield, hand crossbow, 20 bolts coated in sleep poison, a *divine scroll of cure critical wounds* (7th level), a *potion of bull's strength* (3rd level), a pouch with 100 pp and four rubies worth 300 gp each.

Filtau, Male Drow Ftr7: CR 8; SZ M; HD 7d10; hp 47; Init +7; Spd 30 ft.; AC 24; Atk +13/+8 melee (d6+9, +2 *short sword*, crit 19-20) or +11/+6* ranged (1d4+1*, +1 *hand crossbow* plus poison, crit 19-20); SA poison, spell-like abilities; SQ darkvision (120 ft.), spell resistance (18), light blindness; AL LE; SV Fort +5, Ref +5, Will +2 (+4 vs. spells and spell-like abilities); Str 16, Dex 16, Con 10, Int 10, Wis 10, Cha 11.

DM Note: A "*" indicates a +1 bonus to attack and damage when Filtau is within 30 ft. of a target, owing to his Point Blank Shot feat.

Skills: Climb +12, Jump +12, Listen +2, Search +2, Spot +2. **Feats:** Cleave, Improved Initiative, Point Blank Shot, Power Attack, Weapon Focus (short sword), Weapon Specialization (short sword).

Possessions: +3 *chain shirt*, +3 *buckler*, +2 *short sword*, +1 *hand crossbow*, 20 bolts coated in sleep poison, *potion of endurance* (5th level, 3 doses), pouch with 200 pp.

Vertek, Male Drow Rog8: CR 9; SZ M; HD 8d6; hp 32; Init +4; Spd 30 ft.; AC 20; Atk +11/+6 melee (1d6+1, +1 *rapier*, crit 18-20) or +10/+5 ranged (1d4, hand crossbow plus poison); SA sneak attack (4d6), spell-like abilities,

poison; SQ darkvision (120 ft.), evasion, uncanny dodge (Dex bonus to AC; can't be flanked), spell resistance (19), light blindness; AL LE; SV Fort +2, Ref +10, Will +3; Str 10, Dex 18, Con 11, Int 14, Wis 12, Cha 8.

Skills: Appraise +13, Balance +15, Climb +11, Disable Device +15, Escape Artist +15, Hide +15, Listen +14, Move Silently +15, Open Lock +17, Search +9, Spot +7, Tumble +6. **Feats:** Dodge, Mobility, Weapon Finesse (rapier).

Possessions: +2 studded leather; +1 rapier; hand crossbow; 20 bolts coated in sleep poison; masterwork thieves' tools; *potion of cat's grace* (5th level, 2 doses); sack with 500 sp, 1,500 gp, and 45 pp.

Teran, Female Drow Wiz7: CR 8; SZ M; HD 7d4+3; hp 23; Init +1; Spd 30 ft.; AC 13 (17 with *mage armor*); Atk +4 melee (1d4+1, +2 *keen dagger*, crit 17-20) or +4 ranged (1d4, hand crossbow plus poison, crit 19-20); SA spells, spell-like abilities, poison; SQ darkvision (120 ft.), spell resistance (18), light blindness; AL LE; SV Fort +2, Ref +3 Will +6 (+8 vs. spells and spell-like abilities); Str 8; Dex 13, Con 10, Int 18, Wis 12, Cha 12.

Arcane Spells Prepared (4/5/4/3/2): 0—detect magic, daze, read magic, resistance; 1st—charm person, magic missile (x2), *mage armor* (already cast), shield; 2nd—invisibility, levitate, Melf's acid arrow, mirror image; 3rd—dispel magic, fireball, fly; 4th—arcane eye, rainbow pattern.

Skills: Concentration +14, Knowledge (arcana) +14, Knowledge (Underdark) +14, Listen +7, Move Silently +3, Search +12, Spellcraft +14. **Feats:** Combat Casting, Craft Wand, Scribe Scroll, Toughness.

Possessions: +2 ring of protection; +2 *keen dagger*; wand of lightning bolts (27 charges); hand crossbow; 20 bolts coated in sleep poison; *arcane scroll of magic missile* (5th level), *shield* (3rd level), *cat's grace* (5th level), and *slow* (5th level); spellbook.

Spellbook (containing all those spells above plus the following): 0—all; 1st—alarm, cause fear, color spray, hold portal, identify, shocking grasp, sleep; 2nd—arcane lock, *cat's grace*, knock, protection from arrows; 3rd—lightning bolt, major image, *slow*; 4th—dimension door.

Drow Spell-like Abilities (1/day): dancing lights, darkness, and faerie fire.

Sleep poison: Fortitude save (DC 17) or fall unconscious. After 1 minute, the subject must succeed at another Fortitude save (DC 17) or remain unconscious for 2d4 hours.

Development: If it would gain their freedom, the drow might be talked into joining the PCs in their battle against the hydra, or, possibly, an attack on the city itself. They are suspicious of good characters, of course, so a high Diplomacy check (DC 25), or expert roleplaying, is required to convince the drow that the PCs can be trusted. Indeed, just gaining entrance to the cave without a fight is not easy. The drow are paranoid and on edge, and if the PCs just burst in, they are greeted by a volley of poisoned bolts and lightning bolts.

12A-31: Cave of Carnage

This cave contains the bloodied remains of the unfortunate goblins who came to investigate the strange sounds heard coming from Area 12A-32. The hydra devoured its victims once it slew them, but there are a few fingers, toes, eyeballs, teeth, and bits of armor scattered about. A careful Search (DC 15) reveals scorch marks on the walls. The doors to Area 12A-32 are ajar.

12A-32: Hydra Lair (EL 15)

A 12-headed lernaean pyrohydra has taken up residence here. It wandered up via the northern passage, which stretches north for several miles before it connects with a long, wide, east-west tunnel in the Underdark. The hydra was sent by Hecate, the lawful neutral goddess of magic, as a curse against the priests for corrupting Phalen, one of her prized disciples (see Area 12A-33, below). The beast can just fit through the double doors in the south, so sustained noise in Area 12A-31 draws its attention. In general, however, the hydra is content to let its victims come to it.

12-headed Lernaean Pyrohydra: CR 15; SZ H Beast; HD 12d10+60; hp 130; Init +1; Spd 20 ft., swim 20 ft.; AC 15; Atk +13 melee (1d10+6 [x12], bites); SA breath weapon (jet 10 ft. high, 10 ft. wide, 20 ft. long; 3d6 fire damage, Reflex save [DC 21] for half); SQ lernaean, fire subtype, scent; SV Fort +13, Ref +9, will +4; Str 23, Dex 12, Con 20, Int 3, Wis 10, Cha 9.

Skills: Listen +9, Spot +9. **Feats:** Combat Reflexes.

Treasure: Piled about the cave are 7,000 gp, 800 pp, various gems and trinkets worth 12,000 gp, a +2 *greataxe*, a *tome of understanding* +2, and a *wand of haste* (5th level, 22 charges).

Development: Since the Hydra has only taken up residence in the city's outskirts and does not threaten Grezneck directly, the priests are, so far, unwilling to awaken the Titan Cyclops or summon the demons.

12A-33: Large Burial Chamber (EL 12)

Non-clerical goblins of some renown are buried in small, unmarked graves throughout this large cavern. The goblins bury nothing of value with their dead, so if the PCs are of a mind to rob graves, they will be sorely disappointed.

Hovering nearby, however, is **Phalen**, the ghost of an evil elven wizard. Once a devout worshiper of Hecate, Phalen was corrupted by the priests and damned to guard their burial grounds for eternity. The ghost immediately attacks anyone other than a priest seen attempting to use to the secret door, or anyone other than a goblin or hobgoblin entering the burial chamber.

Phalen, Male Elven Ghost Wiz10: CR 12; SZ M Undead [Incorporeal]; HD 10d12; hp 70; Init +2; Spd fly 30 ft. (perfect); AC 14 (12 while ethereal); Atk +7 melee (1d4, incorporeal touch plus corruption) or +6 melee (1d4+1, +2 *dagger*, crit 19-20, against ethereal opponents only); SA corrupting gaze (Fortitude save DC 17), cor-

rupting touch, malevolence (Will save DC 17), manifestation, spells; SQ incorporeal, rejuvenation, turn resistance (+4); AL LE; SV Fort +3, Ref +5, Will +8; Str 8, Dex 14, Con —, Int 20, Wis 12, Cha 14.

Skills: Concentration +13, Hide +12, Listen +11, Search +17, Spellcraft +20, Spot +9. **Feats:** Brew Potion, Craft Rod, Craft Wand, Craft Wondrous Item, Empower Spell, Scribe Scroll, Skill Focus (Spellcraft).

Arcane Spells Prepared (4/6/5/4/4/3): 0—dancing lights, daze, detect magic, flare; 1st—cause fear, magic missile (x3), shield, ray of enfeeblement; 2nd—blindness/deafness, detect thoughts, Melf's acid arrow, mirror image, see invisibility; 3rd—dispel magic, fireball, magic missile (empowered), slow; 4th—bestow curse, fear, minor globe of invulnerability, solid fog; 5th—fireball (empowered), feeblemind, summon monster V.

Tactics: First, Phalen withers the PCs with his *corrupting gaze*; next, he attempts to control the strongest-looking fighter using his *malevolence* power; then, if unable to possess a PC, or if the PC so possessed is subdued or killed, Phalen begins using his spells. If possible, he prefers to cast the following spells in this order: *fireball* (empowered), *summon monster V* (an *achaierai*), *mirror image*, *minor globe of invulnerability*, *feeblemind*, *bestow curse*, and then *fireball*. This sequence might have to be changed depending on the circumstances.

If the PCs flee back down the narrow passage to Area 12A-24, Phalen does not follow. If, on the other hand, the PCs attempt to flee through the secret door leading to Area 12A-34, Phalen pursues until destroyed.

12A-34: Sacred Burial Chamber

Fifteen goblin-sized stone sarcophagi fill this large cavern, the lids of which are carved with images of goblins adorned in priestly vestments. The western secret door is particularly difficult to find (Search DC 28).

Should the sarcophagi be disturbed in any way, a thin black mist begins to form near the cave's ceiling. Unless a PC actually states he or she is looking up while the sarcophagi are being tampered with, the black mist goes undetected. Even a PC looking up requires a successful Spot check (DC 15) to notice the mist against the blackness of the ceiling. The mist, which radiates evil and cannot be harmed in anyway, swirls overhead for 5 rounds and then descends. Any PC caught within the mist must succeed at a Will save (DC 18) or become chaotic evil. PCs who become chaotic evil do not announce their alignment change; instead, these PCs wait until the proper moment to backstab their good- or neutral-aligned companions. Only an *atonement*, *remove curse*, *limited wish*, or *wish* spell can reverse the effects of this terrible curse.

Treasure: Fourteen of the sarcophagi are empty; one, however, contains a secret compartment (Search DC 20) that holds a *wand of neutralize poison* (9th level, 18 charges).

12A-35: Barrows (EL 8)

These small burial caves each contain the graves of lower-level priests. No treasure is buried with these ex-

goblins, but a powerful **wraith** guards each cave against intruders.

Greater Wraith: CR 8; SZ M Undead [Incorporeal]; HD 10d12; hp 65; Init +8; Spd 30 ft., fly 60 ft. (good); AC 16; Atk +9 melee (1d4, incorporeal touch plus 1d8 permanent Constitution drain); SA Constitution drain, create spawn; SQ undead, incorporeal, turn resistance (+2), unnatural aura, daylight powerlessness; SV Fort +3, Ref +6, Will +9; Str —, Dex 18, Con —, Int 14, Wis 14, Cha 15.

Skills: Hide +15, Intimidate +10, Intuit Direction +8, Listen +14, Search +15, Sense Motive +10, Spot +15. **Feats:** Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

12A-36: Bridge with Guards (EL 10, 13 with priests)

A sturdy rope bridge spans the river here. Two **ogre guards** are stationed on the east side of the bridge at all times. The guards attack anyone not accompanied by a priest. Should combat in a barrow cave last more than two rounds, one of the ogres goes to investigate. If he spots the PCs in any of the chambers, he returns immediately to the bridge. The two guards then cross to the western side of the bridge and ready their longswords while calling for help from the priests in Area 12A-37. The priests arrive in 2-6 rounds.

Bridge Guards, Male Ogre Ftr8 (2): CR 10; SZ L Giant; HD 4d8+12 plus 8d10+28; hp 102; Init +3; Spd 30 ft.; AC 20; Atk +17/+12 melee (2d6+8, greatsword [one-handed], crit 17-20) or +9/+4 ranged (2d6+6, huge longsword, crit x3); AL CE; SV Fort +12, Ref +2, Will +3; Str 22, Dex 8, Con 16, Int 6, Wis 10, Cha 7.

Skills: Climb +13, Listen +4, Spot +4. **Feats:** Alertness, Cleave, Great Cleave, Improved Initiative, Improved Critical (greatsword), Weapon Focus (greatsword), Weapon Specialization (greatsword).

Possessions: Greatsword, 2 huge longswords, chainmail, large iron shield, pouch with 400 gp.

12A-37: Outer Temple (EL 11, 14 with Tribitz and fourth priest)

In the center of this room is a small (3-feet high) bronze shrine of Orcus, attended to by 3 **goblin underpriests**. If the ogres in Area 12A-36 summon the priests, two join the combat and the remaining priest fetches the **goblin high priest** in Area 12A-38. The occupants of Area 12A-38 quickly join the underpriests if the outer temple is attacked.

Underpriests, Male Goblin Clr8 (3): hp 34 each; see Area 12A-22, above.

12A-38: Inner Temple (EL 12)

Tribitz, the high priest, and 1 **underpriest** perform sacred rituals around a massive replica of Orcus.

This 12-foot tall stone statue is carved with incredible detail, and its eyes seem to follow one about the room. The statue radiates evil, but, surprisingly, it cannot be animated. In fact, the only interesting aspect of the statue is a secret compartment (Search DC 25) in the neck containing the *magic amulet* that grants exit from Area 12A-16. The door to Area 12A-39 is locked, and Tribitz carries the key with him.

Tribitz, Male Goblin Clr12: CR 12; SZ S; HD 12d8; hp 60; Init +1; Spd 20 ft.; AC 24; Atk +12/+7 melee (1d8+2 plus 2d6 vs. good, +2 *unholy morningstar*) or +11/+6 ranged (1d8, masterwork light crossbow, crit 19-20); SA spells, smite; SQ darkvision (60 ft.), increasd evil spells; AL CE; SV Fort +10, Ref +7, Will +13; Str 10, Dex 13, Con 10, Int 12, Wis 20 (with *periapt of wisdom* +2), Cha 14.

Skills: Concentration +19, Heal +19, Listen +5, Sense Motive +10, Spot +7. **Feats:** Alertness, Combat Casting, Great Fortitude, Lightning Reflexes, Weapon Focus (*morningstar*).

Unholy Spells Prepared (6/7/5/5/4/4/2): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cause fear, cure light wounds, divine favor, doom, entropic shield, sanctuary; 2nd—cure moderate wounds, darkness, hold person, inflict moderate wounds, silence; 3rd—blindness/deafness, cure serious wounds, dispel magic, inflict serious wounds, prayer; 4th—cure critical wounds, divine power, inflict critical wounds, summon monster IV; 5th—flame strike, greater command, slay living, spell resistance; 6th—greater dispelling, harm.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—magic circle against good; 4th—unholy blight; 5th—circle of doom; 6th—create undead.

Special Domain Abilities: A priest of Orcus casts evil spells at a +1 caster level. He may also use a smite attack once per day (see below)

SA—Smite (Su): Once per day, a priest of Orcus may make a single melee attack with a +4 attack bonus and a +12 damage bonus.

Possessions: +2 *unholy morningstar*, +2 *full plate*, +1 *small steel shield*, masterwork light crossbow, 20 bolts, holy symbol of Orcus, *periapt of wisdom* (+2), *potion of cure critical wounds* (9th level, 3 doses), key to Area 12A-39 on chain around neck.

Underpriest, Male Goblin Clr8: hp 34; see Area 12A-22, above.

Tactics: If possible, Tribitz casts the following spells before entering combat: *divine power*, *spell resistance*, and *entropic shield*. Once in combat, Tribitz uses *unholy blight*; *flame strike*; *greater command*; *slay living*; *harm*; and *inflict critical*, *serious*, and *moderate wounds* before attacking with his *unholy morningstar*.

Development: Tribitz is eager to be rid of the hydra in Area 12A-32. Although it poses no real threat to the city, its presence erodes somewhat the goblins' confidence in their leader. If no other options present themselves, Tribitz eventually commands the hobgoblins, accompanied by two underpriests, to attack the hydra.

If word reaches Tribitz that the PCs are willing to attempt to slay the hydra, he sends for them. One underpriest searches them out and leads them to Area 12A-12A. Here, Tribitz, surrounded by a six elite guards and two underpriests, conducts a serious interview. He has little trust of humans and their allies, and he wants to determine their motivation for slaying the hydra. Tribitz's primary concern is that in order to attack the hydra, the PCs must first pass through several "off-limits" areas, namely Areas 12A-22 and 12A-26. Access to these areas is not granted to just anyone. Therefore, when talking to the PCs, Tribitz is trying to determine if these adventurers have ulterior motives. If Tribitz decides he does not trust the PCs, he thanks them for their offer but explains that this is a goblin problem and should be solved by goblins.

Tribitz accepts the explanation that they are adventurers and would like the opportunity to plunder the hydra's treasure. If the PCs are able to convince the high priest that they are worshipers of Orcus and that it is their sacred duty to protect this holy city against an intruder, he requires them to tithe 50% of the treasure to the temple.

12A-39: Tribitz's Chambers

This small room contains a bed, a dresser, and a locked chest (see below). In a secret compartment (Search DC 20) in the dresser are four keys: one to the door leading to Area 12A-41, one to the door leading to Area 12A-42, one to Area 12A-14, and one to the chest.

Treasure: The chest contains 2,500 gp, 500 pp, and an onyx scepter that is actually a *wand of restoration* (9th level, 15 charges).

Wooden Chest: Hardness 5; hp 15; Break (DC 15); Open Lock (DC 25). The chest is trapped with a *glyph of warding*.

Glyph of Warding Trap: CR 3; no attack roll necessary (blast, 5d8 points of sonic damage to all within 5 feet); Reflex save (DC 14) halves; Search (DC 28); Disable Device (DC 28).

12A-40: Underpriests' Chambers

Each of these small, hidden rooms contains 2 beds, 2 trunks, and a small stone statue of Orcus. The trunks contain the underpriests' personal effects. There is nothing of value here.

12A-41: The House Guests (EL 16)

Three *yuan-ti halfbloods* arrived in Grezneck three days ago and were immediately granted special status by Tribitz. The high priest is hoping these cunning creatures might be willing to take on the hydra if treated well enough. Thus he has supplied them with fine beds and three meals a day. The *yuan-ti* have no intention of fighting the hydra, but they are tired and in need of a rest.

This evil threesome recently fled their home city deep in the Underdark. They despise humans and their close kin, but are in need of help that the PCs might be willing to provide. The *yuan-ti* are hoping to find their way to the surface and then to a *yuan-ti* colony (somewhere in a large

forest of the DM's choice). These refugees are willing to swap knowledge about the Underdark for information about Rappan Athuk and the world above. Sitting down and talking with the yuan-ti gains a PC with an Intelligence score of 14 or more 1 rank in the Knowledge (Underdark) skill per hour of talk for a maximum of 4 ranks.

Quanall, Female Yuan-ti Halfblood Sor8: CR 13; SZ M Monstrous Humanoid; HD 7d8+7 plus 8d4+8; hp 64; Init +6; Spd 30 ft.; AC 16; Atk +13/+8/+3 melee (1d6+1, masterwork scimitar, crit 18-20), or +14/+9/+4 melee (1d8+1, mighty composite longbow [+1] with masterwork arrows, crit x3); SA spells, spell-like abilities, psionics; SQ spell resistance (16), scales (+4 natural armor); AL CE; SV Fort +5, Ref +9, Will +15; Str 13, Dex 15, Con 13, Int 18, Wis 18, Cha 18.

Skills: Concentration +22, Hide +13, Knowledge (Underdark) +20, Knowledge (arcana) +20, Listen +19, Spellcraft +15, Spot +19. **Feats:** Alertness, Blind-Fight, Dodge, Empower Spell, Expertise, Improved Initiative, Scribe Scroll, Spell Focus (Evocation).

Arcane Spells Known (Cast Per Day: 6/7/6/4): 0—dancing lights, daze, detect magic, detect poison, flare, ghost sound, read magic, resistance; 1st—burning hands, change self, magic missile, shield, true strike; 2nd—hypnotic pattern, levitate, Melf's acid arrow; 3rd—haste, lightning bolt; 4th—dimension door.

Possessions: Masterwork scimitar, mighty composite longbow (+1), 20 masterwork arrows, *wand of magic missiles* (7th level, 29 charges), arcane scroll with *rainbow pattern* (7th level), gold necklace with 8 rubies worth 3,500 gp, and a pouch containing 200 pp.

Thorillith, Male Yuan-ti Halfblood Rgr9: CR 14; SZ M Monstrous Humanoid; HD 7d8+7 plus 9d10+9; hp 97; Init +6; Spd 30 ft.; AC 21; Atk +19/+14/+9/+4* melee (1d6+5, +2 scimitar, crit 18-20) or +18 melee* (1d6+4, +1 short sword, crit 19-20) or +19/+14/+9/+4 ranged (d8+3, mighty composite longbow [+3] with masterwork arrows, crit x3); SA favored enemies (drow, magical beasts), spells, spell-like abilities, psionics; SQ spell resistance (16), scales (+4 natural armor); AL CE; SV Fort +9, Ref +9, Will +12; Str 16, Dex 14, Con 13, Int 18, Wis 18, Cha 16.

Note: Bonuses marked with "*" assume Thorillith attacks with both weapons; otherwise, he gains a +2 on all attacks.

Skills: Climb +15, Concentration +11, Hide +21, Knowledge (Underdark) +20, Knowledge (religion) +20, Listen +27, Spot +27, Wilderness Lore +18. **Feats:** Alertness, Ambidexterity, Blind-Fight, Dodge, Expertise, Improved Initiative, Mobility, Skill Focus (Wilderness Lore), Two-Weapon Fighting, Weapon Focus (scimitar).

Divine Spells Prepared (2/1): 1st—alarm, pass without trace; 2nd—detect good.

Favored Enemies: Drow +2; magical beasts +1.

Possessions: +2 scimitar, +1 short sword, mighty composite longbow (+3), 20 masterwork arrows, +2 *studded leather armor*, pouch with 400 pp.

Pandoran, Male Yuan-ti Halfblood Clr8 (Mershaulk): CR 13; SZ M Monstrous Humanoid; HD

7d8+7 plus 8d8+8; hp 80; Init +5; Spd 30 ft.; AC 19; Atk +15/+10/+5 melee (1d6+3, +2 scimitar, crit 18-20), or +14/+9/+4 ranged (1d8+2, mighty composite longbow [+2] with masterwork arrows, crit x3); SA spells, spell-like abilities, smite, psionics; SQ spell resistance (16), scales (+4 natural armor), increased evil spells; AL CE; SV Fort +9, Ref +8, Will +16; Str 15, Dex 13, Con 13, Int 18; Wis 20; Cha 18.

Skills: Concentration +21, Heal +15, Hide +13, Knowledge (Underdark) +19, Knowledge (religion) +19, Listen +20, Spellcraft +14, Spot +20. **Feats:** Alertness, Blind-Fight, Dodge, Expertise, Power Attack, Improved Initiative, Scribe Scroll, Weapon Focus (scimitar).

Unholy Spells Prepared (6/6/4/4/3): 0—cure minor wounds (x2), detect magic, guidance, read magic, resistance; 1st—bane, cause fear, cure light wounds (x2), doom, entropic shield; 2nd—bull's strength, cure moderate wounds, hold person, inflict moderate wounds; 3rd—blindness/deafness, cure serious wounds, dispel magic, inflict serious wounds; 4th—cure critical wounds, divine power, inflict critical wounds.

Domain Spells (Destruction, Evil): 1st—inflict light wounds; 2nd—shatter; 3rd—magic circle against good; 4th—unholy light.

Special Domain Abilities: A priest of Mershaulk casts evil spells at a +1 caster level. They may also use a smite attack once per day (see below).

SA—Smite (Su): Once per day, a priest of Mershaulk may make a single melee attack with a +4 attack bonus and a +8 damage bonus.

Possessions: +1 scimitar, mighty composite longbow (+2), 20 masterwork arrows, +1 *leather armor*, *wand of cure serious wounds* (5th level, 20 charges), divine scroll of *raise dead* (12th level), pouch with 500 pp.

Yuan-ti Spell-like Abilities: 1/day—animal trance, cause fear, deeper darkness, entangle, neutralize poison, polymorph other, and suggestion.

Psionics: At will—alternate form (Tiny to Large vi-per), aversion, chameleon power, and produce acid.

12A-42: Cave of the Undead Army (EL 18)

Tribitz is gradually assembling a large, unusually skilled undead army. The skeletons and zombies are "stationed" here until needed. In all, there are 100 zombies and 85 skeletons, packed together in tight, even rows. Anyone entering the chamber who is not a priest or is not accompanied by a priest is attacked.

In the eastern corner of the cave is a 5-foot high statue of Orcus. This idol permits Tribitz to cast a special and very powerful permanent *desecrate* spell. All Charisma checks made to turn undead within the cave suffer a -12 profane penalty. Furthermore, all undead created within the cave triple their hit dice, receive a +4 deflection bonus to AC, and receive a +6 bonus to attack, damage, and saving throws (these bonuses are incorporated into the stats below). Without the idol, however, the undead return to their normal state. The small statue is made of solid gold and weighs 50 pounds (2,500 gp value if the *desecrate* is

dispelled). Anyone other than a priest of Orcus who touches the idol must succeed at a Fortitude save (DC 19) or suffer 1d6 permanent Strength loss; *protection from evil* grants a +2 save bonus. Simply removing the statue from the cave, however, is not sufficient to de-power the undead, as the skeletons and zombies pursue the idol to the best of their ability. As long as they are within 50 yards of the statue, the undead retain their heightened power. A typical *consecrate* spell does not counter this *desecrate* spell, but *dispel magic* cast by a good-aligned priest of at least 12th level cancels the idol's power.

Enhanced Skeletons (85): CR 3; SZ M Undead; HD 3d12+6; hp 26; Init +5; Speed 30 ft.; AC 19; Atk +6 melee (1d4+6 [x2], claws); SQ undead, immunities; SV Fort +6, Ref +7, Will +8; Str 10, Dex 12, Con —, Int —, Wis 10, Cha 11.

Feat: Improved Initiative.

Enhanced Zombies (100): CR 4; SZ M Undead; HD 6d12+9; hp 48; Init -1; Spd 30 ft.; AC 15; Atk +8 melee (1d6+8, slam); SQ undead, partial actions only; SV Fort +6, Ref +5, Will +9; Str 13, Dex 8, Con —, Int —, Wis 10, Cha 1.

Feat: Toughness.

12A-43: The Falls of Hell

The narrow tunnel opens onto a damp precipice standing 30 feet above the Unholy Lake. A steam flows swiftly over the precipice, forming a waterfall that plummets onto jagged rocks below. A devout worshiper of Orcus who immerses himself in the stream and is carried over the waterfall is teleported to the Unholy Island (Area 12A-45) before he strikes the rocks below. Anyone else attempting this feat suffers 6d6 points of falling damage when striking the rocks and must succeed at a Fortitude save (DC damage taken) or be knocked unconscious and drown.

12A-44: Unholy Lake

This large body of water is 40 feet deep. It is fed from four sources, including the waterfall and an underground stream in the north. The water flows out through a wide channel in the southwest and a successful Swim check (DC 12) is necessary to avoid being carried off by the current. PCs unlucky enough to be swept away in the channel eventually drown, as the channel is 10 miles long and has several stretches of more than two miles where there is no headspace to permit breathing.

12A-45: Unholy Island (EL 19 with glabrezus)

At the east end of this circular island are three red pedestals, one large and two smaller. Should Grezneck

come under attack, Tribitz and two of his underpriests teleport themselves to this island, where they perform a special summoning ritual. While standing atop the pedestals, the priests chant complex incantations for 10 rounds, after which 4 **glabrezus** appear and defend the city to the death, and the Titan Cyclops awakens. These demons have been sent by Orcus himself, and obey the high priest without question.

To leave the island, the priests leap into the pool of water in its center and are teleported to Area 12A-43; the glabrezu know to do this as well. **Note:** only demons and priests of Orcus can teleport themselves from the island in this manner.

Glabrezus (4): CR 15; SZ H Outsider [Chaotic, Evil]; HD 10d8+40; hp 85; Init +0; Spd 40 ft.; AC 27; Atk +15 melee (2d6+7 [x2], pincers) or +13 melee (1d3+3, claw) or +13 melee (1d4+3, bite); Face/Reach 5 ft. x 10 ft./15 ft.; SA spell-like abilities, improved grab, summon tanar'ri; SQ damage reduction (20/+2), spell resistance (21), tanar'ri qualities, detect magic, true seeing; SV Fort +11, Ref +7, Will +10; Str 25, Dex 10, Con 19, Int 16, Wis 16, Cha 16.

Skills: Bluff +13, Concentration +14, Hide +2, Knowledge (Rappan Athuk) +13, Listen +21, Move Silently +10, Scry +13, Search +13, Sense Motive +13, Spellcraft +13, Spot +21. *Feats:* Cleave, Multiattack, Power Attack.

12A-46: Hobgoblins (EL 13)

This cave houses all the elite hobgoblins that perform the special services for the priests throughout the city. In all, 12 **Ftr4**, 10 **Ftr6**, and 8 **Ftr3/Clr3** call this cave home, though only half are ever present here at one time. There are 30 bedrolls, 30 trunks or small chests containing personal belongings, and, in the eastern corner of the cave, a small silver statue of Orcus (see **treasure** below).

Hobgoblin Fighters, Male Hobgoblin Ftr4 (6): hp 32 each; see Area 12A-17, above.

Elite Hobgoblins, Male Hobgoblin Ftr6 (5): hp 45 each; see Area 12A-20, above.

Offering Guards, Male Hobgoblin Ftr3/Clr3 (4): hp 32 each; see Area 12A-3C, above.

Tactics: The hobgoblins are alert. If intruders are spotted, the fighters quickly form a battle line at the narrow entrance to the cave, while the enforcers take up position behind to cast spells and cure the fighters.

Treasure: Searching all the trunks and trash in the cave nets 3,450 gp and 240 pp. The silver statue is worth 1,000 gp, but radiates powerful evil; however, if *dispel evil* is cast upon it, the statue undergoes a transformation: it quickly takes the shape of Hecate and grants the owner one wish. Whoever cast *dispel evil* is contacted telepathically by the statue and told of this powerful boon. As well, if there are any lawful- or neutral-aligned (but not evil) clerics, wizards, or sorcerers in the party, these PCs gain a +4 insight bonus to their Spellcraft checks while in possession of the statue. Once transformed, the idol is worth 2,500 gp.

Level 13: The Portal of Darkness

Level 13

Difficulty Level: 15

Entrances: Secret staircase from Level 7.

Exits: Magical portal to Level 15.

Wandering Monsters: None.

Detections: The entire area radiates magic, evil, and chaos. No pinpointing of sources is possible on this level.

Shielding: The entire level is shielded, and no means of magical transport such as *teleport*, *dimension door*, *plane shift*, *ethereal jaunt*, and so on functions, though these spells can be used normally as long as no walls or doors are bypassed. In addition, no divine spells involving extra-planar contact of the higher planes, such as *summoning* or *commune*, operate on this level. Contact with the lower planes of Evil is allowed, however, placing good-aligned PCs at a distinct disadvantage.

Continuous Effects: No divine spells may be recovered while resting on this level, due to the proximity to the portal and Level 15. All divination spells register as ambiguous due to the chaos aura of the place.

Standard Features: Unless otherwise noted, all doors on this level are made of stone and locked (2 in. thick; Hardness 8; hp 40; Break DC 28, Open Lock DC 20). All secret doors are made of stone (2 in. thick; Hardness 8; hp 40; Break DC 22, Open Lock DC 20, Search DC 20).

This level provides access to the final encounter with the "Master" on Level 15. No other point of access is available to PCs. While not extensive, there are several key encounters found here, as well as several very nasty traps. The party will need to dig deep into their moral and religious values if they are to have any chance of defeating Orcus on this plane of existence. Travel here is not for the weak willed or weak hearted, and only the bravest and most powerful have any hope of survival. Once traversed, they will know that the end of their descent into Rappan Athuk . . . one way or another . . . is imminent.

13-1. The Guardian at the Gates (EL 14)

These stairs descend from Level 7. They are neither trapped nor dangerous in any way. All of the walls, floor, and ceiling are made of seamless white stone. The staircase opens into a 60- by 40-foot room, of the same white stone as before. In the room are two huge pillars, carved in the shape of demons, as well as piles of moldering bones

and rusted metal. A wicked looking set of double doors stands before the party, etched with horrific scenes of demons, slaughter, and blood sacrifices to the demon prince, Orcus. Mithril runes are inlaid into the doors in magical script.

Two rounds after the PCs enter the room, the **ghost of Ingi**, a paladin, appears. Ingi has been cursed to slay any that try to open the doors. He appears and attempts to converse with the PCs, begging them to leave this evil place. He is forbidden to describe the area behind the gates, as well as the gates themselves; he does not attack unless the party persists in trying to open the gates. If the gates are touched in any way, Ingi attacks, sobbing and apologizing all the while. He begins by using his *horrific appearance*, followed by three rounds of *corrupting gaze*. Then he materializes and attacks using his sword. He can be laid to rest only if the avatar of Orcus (on Level 15) is slain on this plane. To date, Ingi is the person who has come the closest to defeating the avatar of Orcus. When Orcus defeated him, he concocted this particularly cruel undeath for Ingi.

Ingi, Male Human Ghost Pal12: CR 14; Size M Undead [Incorporeal]; HD 12d12+3; hp 99; Init +5; Spd fly 30 ft. (perfect); AC 16 (incorporeal) or 21 (materialized); Atk +14/+9/+4 melee (1d8+6, +4 *longsword*), or +13/+8/+3 ranged (1d8+2, +2 *longbow*); SA manifestation, horrific appearance, corrupting gaze; SQ undead, damage reduction (20/+3, when corporeal), incorporeal, turn resistance (Ingi cannot be turned), rejuvenation, spell resistance (25); AL LG; SV Fort +8, Ref +5, Will +5; Str 15, Dex 12, Con —, Int 14, Wis 13, Cha 20.

Skills: Bluff +7, Craft +17, Handle Animal +18, Heal +15, Hide +1, Intuit Direction +3, Knowledge (religion) +18, Listen +1, Move Silently +1, Spot +1. **Feats:** Endurance, Improved Initiative, Power Attack, Run, Skill Focus (Knowledge [religion]), Toughness.

Paladin Spells Prepared (2/1/1): 1st—divine favor, endure elements; 2nd—delay poison; 3rd—prayer.

Possessions: +4 *longsword*, +2 *longbow*, full plate, large metal shield, and 12 arrows (all are on the ethereal plane, requiring anyone wishing to recover the items also to be ethereal).

Treasure: Among the debris, if carefully searched for (Search DC 25), is a +3 *small metal shield*.

13-2. The Demon Gate (EL 17)

These doors appear as an artistic marvel of depravity. No scene of terror is spared in the carvings and inlays on these doors. Hearts are ripped out of living victims, demons devour babies, men are impaled on spikes, women are dismembered, and other scenes too grisly to describe are carved in detail from floor to ceiling. The doors are not locked, but they are trapped. The mithril inlay is a set of

magical runes. If *read magic* is used to view the runes, they say:

*Beware the crossing,
For those who disturb the Master's rest
Gain only eternal torment*

Anyone passing through the doors is subjected to a curse equivalent to an *imprisonment* spell cast at 27th level. Those failing the Will save (DC 20) are trapped in one of the pillars in Area 13-4 until released by a *freedom* spell or its equivalent. When the doors are opened, its 2 **glabrezu** guardians awake and step out of the two demonic pillars in front of the door.

Glabrezu (2): CR 15; SZ H Outsider [Chaotic, Evil]; HD 10d8+40; hp 85; Init +0; Spd 40 ft.; AC 27; Atk +15 melee (2d6+7 [x2], pincers), +13 melee (1d3+3 [x2], claws) and +13 melee (1d4+3, bite); Reach 15 ft.; SA spell-like abilities, improved grab, summon tanar'ri; SQ damage reduction (20/+2), electricity and poison immunity, cold, acid, and fire resistance (20), darkvision (60 ft.), telepathy, spell resistance (21), detect magic, true seeing; AL CE; SV Fort +11, Ref +7, Will +10; Str 25, Dex 10, Con 19, Int 16, Wis 16, Cha 16.

Skills: Bluff +13, Concentration +14, Hide +2, Knowledge (arcana) +13, Listen +21, Move Silently +10, Search +13, Sense Motive +13, Spot +21. **Feats:** Cleave, Power Attack, Multiattack.

Tactics: Each demon immediately uses its summon tanar'ri ability to attempt to bring in 1d2 vrock demons.

They cast *mirror image*, followed by *confusion* (one) and *reverse gravity* (two). They use their *teleport* ability to stay away from fighter types, using their *burning hands*, *chaos hammer*, and *unholy blight* abilities until they are forced to fight hand-to-hand. They fight until slain.

13-3. War and Peace

The corridor beyond the demon gate is set with bricks of pure white on the right side and of glossy red brick on the left. The dividing line running between the two is made of a 2-foot wide strip of strange greenish metal. Painted on the right wall are pastoral scenes, happy times on the farm, and other peaceful tidings. Painted on the left wall are scenes of war and destruction, fighting and killing. Inscribed on the floor of the room, immediately beyond the demon gate, is the following magical text:

*The struggles of life for the good are many,
for the evil are few and dictate the path chosen.
War and peace, one and the same,
To fail in war is to lose peace, and war the way
to win it. 'Tis a fine line the good men walk.*

Anyone crossing the room must choose to cross on the left, the right, or on the centerline. Anyone who crosses the room on the red (war) side, is immediately faced in battle by themselves, equipped and with spells prepared exactly the same. This effect is similar to a *mirror of opposition*. Anyone who crosses on the white side (peace), is affected by a curse of non-violence. A Will save (DC 40)



avoids the curse. Anyone so cursed cannot do violence until the curse is removed. They are not immediately aware of this situation, however, and should not be told anything other than they feel at peace, with a sense of safety and contentment, until battle begins. Anyone who crosses along the center path (the green metal), is unaffected by the curses.

The double doors at the north end of the hall are typical for this level.

13-4. The Chamber of the Portal

This 200-foot diameter room is lit with an eerie golden glow. It contains numerous huge pillars that hold tortured souls imprisoned by the gate passing described in Area 13-2. Twelve individuals, as well as any PCs so imprisoned, are present in the pillars. The horrible sight of men in pain, trapped inside the columns, is enough to bring tears to even the eldest dwarf's eyes. These individuals can be seen moving and writhing within the stone, but no means short of a *freedom*, *wish*, or *miracle* spell frees them. Any NPCs freed from the pillars are assumed to be good-aligned characters of 12-15th level (companions of Igni, for instance), and may join or serve the PCs as a reward for being freed. The DM can generate these NPCs as needed. The remaining pillars are empty of souls and are merely nicely carved stone. In the center of the room is a reflective black circular pit, and in front of it lies an altar covered in blood, with several sponges, knives, and bowls atop its black stone exterior.

13-5. The Altar of Blood

This altar consists of a solid black piece of rock about 6 feet long and 2 feet wide, with one shelf-like protrusion on the south side. On the shelf are three silver bowls, completely coated in dried blood, three sharp knives made of obsidian, and three sponges stained with the blood of men. The altar is inscribed with words in Common. They read:

To pass the portal of oblivion

*One must cover themselves for the dark god
in only a coat of his own crimson.*

If anyone bleeds himself into one of the silver bowls and then coats his naked body with his own blood, he may pass through the portal unharmed (taking his equipment with him, if desired), and thus pass into Level 15, Area 15-1, where the Master awaits. If the blood of another is used, or if passage is attempted without a blood coating, the PC attempting to pass is destroyed utterly as if by a *sphere of annihilation*. Blood loss inflicts 1d4 temporary Constitution damage in order to generate sufficient quantities for the coating.

13-6. The Portal of Darkness

This pure black circle shimmers and reflects back all light that touches it. As mentioned above, those who coat their naked bodies with their own blood may pass through the portal unharmed and thus pass into Level 15, Area 15-1, where the Master awaits.

Level 13A: The Goblin Barracks

Level 13A

Difficulty Level: 12

Entrances: Chute from Level 10; from level 12A

Wandering Monsters: There are no wandering monsters in the barracks, though goblin warriors are common throughout (see side box).

Standard Features: Most of the rooms on this level are made of cut stone. These areas have 12-foot high ceilings and smooth walls. The caves are rough-hewn (Climb DC 20) and the ceilings are 8-15 feet high. Because Herzord has only low-light vision and not darkvision, all areas, except the caves, are lit by *everburning torches* secured in sconces. All doors are made of solid wood and are iron bound (2 in. thick; Hardness 6; hp 30; Break DC 25). Secret doors have a Search DC of 20.

The River: This river is particularly swift, deep (15 ft.), and cold. Anyone falling into the river must succeed at a Swim check (DC 15) or be swept downstream. The river channel has only minimal headroom, and soon after exiting the map there is none at all. A PC carried that far can be presumed dead unless possessed of a means to breathe under water.

This small level contains additional barracks for the goblins of Grezneck. Within it are a large number of low-level goblin warriors; a handful of elite goblin fighters; Herzord, the Captain of the guard—a ruthless half-hobgoblin with high ambitions; as well as his hobgoblin lieutenants. The PCs may approach this level in one of two ways: hack-and-slash or roleplaying. Obviously, they can simply attempt to storm the barracks and let the goblin blood flow. On the other hand, Herzord has designs on Grezneck's throne, and who better to carry off this coup d'état than the PCs?

13A-1. Stairs from Level 12A

The steep stairs from Level 12A terminate in a landing blocked by a solid iron portcullis (Hardness 12; hp 100; Break DC 30).

13A-2. Chute from Level 10; Stairs from Level 12

The chute from Level 10 empties out into this small cavern. A set of stairs leads up to Area 13A-1.

13A-3. Portcullis and Guard (EL 5)

One elite guard stands watch on the north side of the portcullis at all times. The winch and pulley for the portcullis are on the eastern wall just south of the door to Area 13A-4. At the sound of approaching footsteps, the guard readies his heavy crossbow and prepares to alert the guards in Area 13A-4. If the creatures approaching the portcullis are not immediately hostile, he waits to learn why they have come. The guard speaks Goblin and Undercommon, but prefers Goblin (+2 to Bluff checks if spoken to in Goblin). If the PCs have disguised themselves as goblins and have a reasonably plausible explanation as to why they need to enter the barracks, they might be able to bluff their way through. PCs not disguised as goblins will face a harder time (-5 circumstance penalty to Bluff checks), but still might be able to convince the guard they have business here. If they mention Herzord by name or that they have some business with the captain, they receive a +8 or +4 circumstance bonus respectively to their Bluff checks. Remember, however, that elves, gnomes, and dwarves are not allowed into the barracks under any circumstances.

Elite Guard, Male Goblin Ftr5: CR 5; SZ S; HD 5d10+10; hp 40; Init +5; Spd 20 ft.; AC 18; Atk +10 melee (1d6+5, +1 *short sword*, crit 19-20) or +9 ranged (1d10+1, masterwork heavy crossbow and +1 *bolts*, crit 19-20); SQ darkvision (60 ft.); AL CE; SV Fort +6, Ref +2, Will +1; Str 14, Dex 13, Con 14, Int 10, Wis 10, Cha 8.

Skills: Hide +1, Listen +6, Move Silently +7, Sense Motive +4, Spot +2. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Improved Initiative, Point Blank Shot, Weapon Focus (short sword) Weapon Specialization (short sword).

Goblin Warriors

This level contains a large number of low level goblin warriors. Their stats are as follows:

Goblins, War2: CR 1; SZ S; HD 2d8; hp 11; Init +1; Spd 30 ft.; AC 15 (16 with shield); Atk +2 melee (1d8-1, morningstar) or +4 ranged (1d6-1, javelin, range 30 ft.) or +4 ranged (1d8, light crossbow, crit 19-20, range 80 ft.); SQ darkvision (60 ft.); AL NE; SV Fort +3, Ref +1, Will +0; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Climb +1, Hide +6, Listen +3, Move Silently +8, Spot +3. Goblins gain a +4 racial bonus to Move Silently checks. **Feat:** Alertness.

Possessions: Studded leather, morningstar, small wooden shield, 2 javelins, light crossbow, 20 bolts, 3d4 sp, 4d4 cp.

Possessions: +1 short sword, masterwork heavy crossbow, 10 +1 bolts, breastplate, +1 small steel shield, *potion of cure moderate wounds* (5th level, 2 doses), pouch with 25 pp.

Tactics: If the PCs are trying to storm the gates, the elite guard and the two goblin fighters from Area 13A-4 attempt to hold off the intruders with their crossbows while they call for help from Area 13A-5. The occupants of Area 13A-5 arrive in 1d4+1 rounds, but not before sending one of their numbers to warn Herzord, his lieutenants, and the goblin warriors. If the combat is going poorly, or if the intruders are capable powerful ranged attacks, the goblins take up defensive positions in Area 13A-5, using over-turned tables as cover.

13A-4. Guard Rooms (EL 3)

Each room contains a small table, a stool, and a barrel holding 50 normal crossbow bolts. **Two goblin fighters** armed with heavy crossbows stand guard here. The goblin fighters are not particularly alert, however, and so take 10 on all their Listen checks. If either goblin hears the sounds of combat in Area 13A-3, they immediately investigate. If there is trouble at the portcullis, and intruders are still on the south side of the gate, the goblins fire their crossbows through the arrow slits until the enemy is out of range, at which point they head for Area 13A-3.

Male Goblin Ftr3 (2): CR 3; SZ S; HD 3d10+3; hp 24; Init +5; Spd 20 ft.; AC 17; Atk +6 melee (1d8+1, masterwork morningstar) or +6 ranged (1d10+1, masterwork heavy crossbow and +1 bolts, crit 19-20); SQ darkvision (60 ft.); AL CE; SV Fort +4, Ref +2, Will +1; Str 12, Dex 13, Con 12, Int 10, Wis 10, Cha 8.

Skills: Hide +0, Listen +3, Move Silently +6, Spot +3. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Improved Initiative, Point Blank Shot, Weapon Focus (morningstar).

Possessions: masterwork morningstar, masterwork heavy crossbow, 10 +1 bolts, chainmail, pouch with 150 gp.

13A-5. Elite Common Room (EL 10)

This large room serves as a gathering place for the elite members of the barracks. There are four long wooden tables, dozens of wooden chairs, and a keg of ale and several pewter mugs on a wooden table in the northeast. Currently, **8 goblin fighters** and **1 hobgoblin lieutenant** are lounging about here, drinking ale and belching. They are not particularly alert (assume a 5 for all Listen checks), but are fully armored and capable of being ready for combat in 3 rounds. If combat is joined here, they call for help from Areas 13A-6, 13A-7, and 13A-8, and attempt to alert Herzord.

Male Goblin Ftr3 (8): hp 24 each; see Area 13A-4, above.

Lieutenant, Male Hobgoblin Ftr8: CR 8; SZ M; HD 8d10+16; hp 65; Init +5; Spd 20 ft.; AC 20; Atk +13/+8 melee (1d8+6, +1 longsword, 17-20), or +10 ranged (1d10, masterwork heavy crossbow, crit 19-20); SQ darkvision

(60 ft.); AL CE; SV Fort +7, Ref +3, Will +4; Str 16, Dex 13, Con 14, Int 10, Wis 10, Cha 8.

Skills: Listen +8, Spot +8. **Feats:** Alertness, Cleave, Improved Critical (longsword), Improved Initiative, Iron Will, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 longsword, masterwork heavy crossbow, 10 bolts, breastplate, +1 large steel shield, *potion of cure moderate wounds* (5th level, 2 doses), *potion of bull's strength* (5th level, one dose), pouch with 100 pp.

13A-6. Goblin Fighters' Chambers (EL 10)

Twenty goblin fighters are housed here. There are 20 cots, 20 trunks, two small tables, and trash everywhere. Currently 12 goblin fighters are resting in this chamber. They are unarmored at the moment (AC 12) and require one minute to don their chainmail hastily.

Male Goblin Ftr3 (12): hp 24 each; see Area 13A-4, above.

Treasure: Most of the trunks contain only personal belongings and a spare dagger here and there. One, however, has a false bottom (Search DC 15) and contains a gold necklace with a jade tiger pendant worth 1,000 gp.

13A-7. Elite Guards' Chambers (EL 8)

This room houses **4 elite guards**. There are four cots, four trunks, and a table with four chairs. Currently 3 elite guards relax here. They are fully armored, however, and can be ready for combat in three rounds. They are not, however, particularly alert (5 on all listen checks).

Elite Guards, Male Goblin Ftr5 (3): hp 40 each; see Area 13A-3, above.

13A-8. Lieutenants' Chambers (EL 10)

Herzord's three lieutenants are housed here. The room contains three beds, three locked iron trunks (Open Locks DC 20, Break DC 25; each lieutenant has a key), a table with a jug of wine and three goblets upon it, and three wooden chairs. At the moment, **2 lieutenants** are relaxing here. They are fully armored, however, and can be ready for combat in 3 rounds.

Lieutenants, Male Hobgoblin Ftr8 (2): hp 65 each; see Area 13A-5, above.

Treasure: The iron trunks contain the lieutenants' personal belongings. In one trunk is a winter cloak, in the pocket of which is a diamond ring worth 2,500 gp (Search DC 15).

13A-9. Armory

The door to this chamber is locked (Open Locks DC 20, Break DC 25). The room contains spare weapons and armor stored on racks, in crates, or just piled about. In all there are 15 short swords (one of



which is a +1 short sword), 50 morningstars, 250 javelins, 4 masterwork heavy crossbows, 300 crossbow bolts, 25 +1 crossbow bolts, 2 small breastplates, 3 small suits of chainmail, 40 small suits of leather armor, 3 small steel shields, and two large steel shields.

13A-10. Herzord's Office (EL 12)

Herzord keeps the door to his office locked (Open Locks DC 25, Break DC 25) when he is away and unlocked when he is present. This room serves as an office and meeting area, and it contains a wooden table (Herzord's desk), a lamp, and five wooden chairs. A whip hangs on a hook on the western wall, directly behind the desk. Herzord makes frequent use of the whip when patrolling the ranks, and it is entirely possible the PCs might come upon the captain in the midst of disciplining a foot soldier. On the table are a quill pen and several sheets of vellum with information about the troops and their general state of readiness. Although statistics for Herzord are given here, it is not necessary he remain in his chambers while the PCs explore the barracks. Herzord is an active leader and likes to wander among his troops, sniffing out slackers, instilling discipline, and even, from time to time, attempting to keep up morale.

Herzord, Male Half-Hobgoblin Ftr 12: CR 12, SZ M; HD 12d10+24; hp 95; Init +6; Spd 20 ft.; AC 24; Atk +19/+12/+7 melee (2d6+12, +2 greatsword, crit 17-20), or +14/+9/+4 ranged (1d8+5, +1 mighty composite longbow [+4], crit x3); SQ low-light vision; AL CE; SV Fort +10, Ref +5, Will +3; Str 18, Dex 14, Con 14, Int 14, Wis 9, Cha 12.

Skills: Climb +14, Jump +14, Listen +7, Spot +7.
Feats: Cleave, Dodge, Expertise, Improved Critical (greatsword), Improved Initiative, Mobility, Power Attack, Spring Attack, Weapon Focus (greatsword), Weapon Focus (composite longbow), Weapon Specialization (greatsword), Whirlwind Attack.

Possessions: +2 greatsword, +1 mighty composite longbow (+4), quiver with 20 arrows, +1 full plate, +2 cloak of protection, potion of cure critical wounds (9th level, 3 doses), potion of invisibility (5th level, 2 doses), potion of bull's strength (5th level, 3 doses), key ring with four keys.

Development: As stated earlier, Herzord has ambitions to assume the seat of power in Grezneck. He despises and distrusts Tribitz, and is himself revered by most of the citizenry of the city. Unfortunately for Herzord, his troops, including his lieutenants, do not share his distrust of Tribitz. In fact, the high priest is viewed with a kind of divine awe by the goblins in the barracks, which only incites Herzord further. It is well known that the quickest way to taste Herzord's whip is to sing Tribitz's praises within earshot of the Captain.

Herzord would like to see Tribitz dead. If the high priest and several of his underpriests were to meet an untimely end, Herzord would be the natural successor to the throne of Grezneck. Since his troops are loyal to Tribitz, he cannot do this himself. If, on the other hand, some adventurers were to take on the job, he would be blameless and free to assume power. Thus, if possible, Herzord (who speaks Common, Goblin, and Undercommon) seeks to parlay with the PCs, assuming—since they have made it this deep into Rappan Athuk—that they are quite powerful. This exchange occurs in private, in Area 13A-10. Herzord offers the PCs a deal: for the head

of Tribitz and his underpriests, he will reward them 1,000 pp and a *staff of fire*.

If the DM wishes, Tribitz might feel similarly toward Herzord. Although the Captain's might and authority are useful for maintaining a ready fighting force, Tribitz senses Herzord's treachery and knows that he must strike first. Thus, Tribitz could hire the PCs to slay Herzord, for which he would reward them with a *pearl of power* (4th level) and a pair of *+4 gloves of dexterity*. Both of these items would be in area 12A-16B, if Tribitz were interested in offering this deal. Otherwise, the room's contents would be as written.

Tactics: Herzord will not likely face the PCs on his own. Should this occur, however, he fights ferociously, making full use of his *potions of bull's strength* and *cure critical wounds*. If he is reduced to half his hit points, he attempts to drink his *potion of invisibility* and escape. If encountered with his troops, no goblin or hobgoblin flees the combat, no matter how dire the odds, until Herzord himself is dead.

13A-11. Herzord's Bedchamber

This room contains a four-poster bed, a nightstand, an armoire, and an oak trunk. On the walls are tapestries depicting goblinoids felling scores of men in battle. The trunk is locked (Open Locks DC 25; Herzord has the key) and holds many fine winter cloaks, fine leather boots, a dress sword (masterwork rapier), and several nice wool hats. The armoire holds three capes, a suit of masterwork chainmail, a masterwork halberd, and a masterwork heavy crossbow.

13A-12. Herzord's Treasure Room (EL 4)

The door to this secret room is locked (Open Lock DC 25, Break DC 25; Herzord has the key). It is also **trapped** (see below). The room contains only the **treasure**.

Poison Gas Trap: CR 4; no attack roll necessary, affects all within 20 feet of the door (1 Con/3d6 temporary Constitution damage); Fortitude save (DC 18) negates; Search (DC 20); Disable Device (DC 22).

Treasure: A small unlocked iron chest containing 3,500 gp, 1,000 pp, and a *staff of fire* (40 charges).

13A-13. The Bridge and River

A solid stone bridge spans the river, connecting the two portions of the barracks. While unlikely to break, the bridge is without sides or handrails and slightly damp. Anyone attempting to run on the bridge must succeed at a Balance check (DC 15) or slip and fall into the water.

13A-14. Common Room (EL Varies)

The mass of goblin warriors gather here to eat, argue, brawl, and complain. There are two dozen long wooden tables and over a hundred small wooden stools scattered about this large chamber. At present, 100 goblin warriors

engaged in all the above listed activities. The place is foul smelling and utterly filthy. From time to time, Herzord or one of his lieutenants comes through and commands the warriors to clean the place up, but this has not happened recently.

The goblins here do not automatically assume the PCs are hostile. They grow suspicious, however, if the PCs attempt to enter Area 13A-16, and a band of twenty or so quickly demand some explanations. If, however, the PCs simply poke their heads into the common room to investigate, the goblins take notice but ignore them.

Male Goblin War2 (100): hp 11 each; see Goblin Warriors sidebar, above.

Skills: Hide +6, Listen +4, Move Silently +8, Spot +4. Goblins gain a +4 racial bonus to Move Silently checks. **Feats:** Alertness, Weapon Focus (morningstar).

Possessions: morningstar, studded leather armor, 2 javelins, pouch with 3d6 sp.

Tactics: Without a leader to rally or guide them, the warriors really have no battle plan. If attacked, they charge their assailants. If the PCs prove too formidable, they retreat to the caves, where they are joined by the rest of the warriors and stage a last defense.

DM Note: the wholesale slaughter of low-level goblins by high-level PCs should not be rewarded with a pile of experience points. Use your discretion.

If the goblins hear the sounds of combat in Area 13A-5, a group of 20 goes to investigate. These warriors are not very alert, however, and so take 5 on their Listen checks, thus requiring a very loud combat to draw their attention.

13A-15. Kitchen

The food for the entire barracks is prepared here by 6 **common goblins** (hp 4 each, non-combatants). The room contains a large fireplace with an enormous pot suspended over it, a wide wooden table for cutting and chopping, and several cleavers and chef's knives hung on the wall. These goblins have absolutely no interest in fighting and cower in the corner if they hear any trouble in Area 13A-14.

13A-16. The Warriors' Caves (EL Varies)

Both these large caves house the barracks' 200 goblin warriors. Presently, 50 **goblin warriors** are relaxing in each cave. These areas are unlit and are scattered with debris and piles of cloth and hides that might or might not be bedding. The goblins, as they are wont to do, simply lay down wherever seems comfortable at the time. As in Area 13A-14, these goblins are not alert, although they question anyone they do not recognize. Unless successfully bluffed, they become hostile. If attacked, they defend themselves as best they can. If combat breaks out in Area 13A-14, 4d6 of these goblins grab their weapons and run to investigate. The rest arrive 10 rounds later, if combat continues.

Male Goblin War2 (50): hp 9 each; see Goblin Warriors side box, above.

Level 14: The Chapel of Orcus

Level 14

Difficulty Level: 15

Entrances: Staircase from Level 5, Area 5-1; Stairs from Level 12 intersect and join with the stairs from Level 5 and enter at the same location.

Exits: None.

Wandering Monsters: Check once every hour on 1d20:

1: 2d3 **Acolytes of Orcus** (See Area 14-8, below)

2: 1d6 **Shadows**

3: 1d6 **Wraiths**

4-5: 1d3 **Priests of Orcus** and 1d4 **Acolytes of Orcus** (See Area 14-8, below)

6: 1d2 **Vrock Demons**

7-20: No encounter

Detections: Strong evil emanates from the whole level.

Shielding: None.

Standard Features: Unless otherwise noted, all doors on this level are made of locked, iron-reinforced wood (2 in. thick; Hardness 5; hp 20; Break DC 18, Open Lock DC 20). All secret doors are made of stone (1 in. thick; Hardness 8; hp 20; Break DC 22, Open Lock DC 20, Search DC 20, Spot DC 30).

All attempts to turn undead suffer a -4 profane penalty due to the evil temple. No turning is possible in the chapel area itself. The entire level radiates a continuous *dispel good* aura.

Humanoid bones litter all halls and rooms as well, crushed and gnawed on by some evil being.

This level contains the last of three power centers for the evil temple of Orcus in the dungeon of Rappan Athuk. If the PCs are to have any hope of expunging the evil forces of this place, they must first succeed in the destruction of this place. The power of this final temple is far greater than that of the two above. Note that this level may only be accessed by the secret door on Level 5, and that that door may only be opened by the key held by the high priest on Level 9.

14-1. Entrance

This steep drop from Level 5 seems to go on forever. The ladder descends fully 90 feet into a foul smelling black pit of a room, reeking of decay and filth. As the ladder is descended, the air warms then suddenly cools, as alternating currents of hot and cold air waft about.

14-2. Empty Areas

The occasional piece of junk or debris litters those areas marked 14-2. DMs should also roll a wandering monster check each time PCs enter areas designated "14-2."

14-3. The Great Golden Idol

This room contains a huge statue, made of solid gold, in the form of a two-headed, tentacle-armed demon (Demogorgon). The statue radiates evil to such a degree that anyone attempting to use a spell or ability to detect such on it must make a Will save (DC 20) or be stunned for 2d4 hours from sheer mental overload. The statue itself is all but indestructible (damage reduction 50/+5), and anyone successfully damaging it is cursed (Will save DC 32 to avoid) with a curse of rotting similar to mummy rot, but removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. Even paladins are affected. This statue allows evil priests and demons to commune with Demogorgon in cases where a "second opinion" is needed. Aid from this demon prince was needed to seal the crypt of Bofred. This vile deed required the powers of both avatars (Orcus and Demogorgon). If the statue is somehow disenchanting or destroyed, a story award of 10,000 XP should be awarded. The gold in the statue carries the curse as well (permanently), so while worth almost 1 million gp, it is truly of no value.

14-4. The Seven Seals (EL 12)

When the demon princes finally defeated Bofred, the high priest of Cuthbert, they created a nearly impenetrable set of wards to prevent his escape. Bofred was an extraordinarily powerful priest (26th level!), and while neither avatar could alone defeat him, Orcus and Demogorgon were able finally to entrap and imprison him behind seven binding seals, breakable only by members of diverse classes and alignments. Bofred remained alive for many years in this prison, finally succumbing to old age and joining his god in the Seven Heavens. Writing on the floor provides some clue as to the opening of each seal. Written in fine lettering along the edges of the room in silver script is the following:

The first is passed by the quick and disorderly, selfish in his own right

The second by the seer who has studied the books to pass the colors, yet only through order and self may the colors be faded

The third may be broken asunder by the wildman in a rage.

Only a good man may succeed.

The fourth barrier may only be crossed by the unstudied mage. He alone may pass the fires of hell with a mere touch of his hand.

The muse of no allegiance may sunder the fifth seal; only his harp may quiet the winds of chaos

The sixth seal is broken by the humble hands of the willing servant of his god and of humankind. Only through slavery to his principles may a man break this seal

The last may be crossed by the blood of its creator's servants

The Seals

Each seal detects as a specific alignment if *true sight* is used. Each seal has an area behind it leading into the stone that can be safely passed into once the curse is triggered. Each curse may affect each individual once. No method of bypassing the seals is allowed, due to the power of the binding put down by the demon lords. Remember, these seals contained a 26th level priest! Not even a *miracle* spell worked to bypass them. The seven seals' effects and methods of breaking are as follows:

Seal 1: The first seal is a door with a lock, warded to allow only a rogue of chaotic neutral alignment to open by picking it. The lock has a Open Lock DC of 25. Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with weakness (-6 Strength), removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This seal detects as chaotic neutral.

Seal 2: The second seal is a *prismatic wall* warded to allow only a lawful neutral wizard to cast the counterspells to bring it down. Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with a curse of stupidity (-6 Intelligence) removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This curse is in addition to the effects of the wall. This seal detects as lawful neutral.

Seal 3: The third seal is a simple fence created from wood, which allows only a barbarian of chaotic good alignment to chop down safely. Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with clumsiness (-6 Dexterity), removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This seal detects as chaotic good.

Seal 4: The fourth seal is an *illusion* of a wall of fire, which can only be passed by a sorcerer of any alignment. Having the sorcerer simply touch the wall of fire, dispelling it, can do this. Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with ugliness (-6 Charisma), removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This seal has no alignment.

Seal 5: The fifth seal is a wall of rushing air, creating a loud noise. Only a bard of neutral alignment playing loudly may break a hole in this wall of sound on a Perform check (DC 25). Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with illness (-6 Constitution), removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This seal detects as neutral.

Seal 6: The sixth seal is a wall of stone, with bricks set without mortar. Only a lawful good priest may dismantle the wall and cross the threshold. This is easy and takes about 20 minutes. Anyone else of an alternate class or alignment crossing the seal is cursed (Will save, DC 32 avoids) with foolishness (-6 Wisdom), removable only by a *heal*, *wish*, *limited wish*, or *miracle* spell. This seal detects as lawful good.

Seal 7: The seventh seal is a cloth curtain of pure white. It can only be passed by soiling it with the blood of a chaotic evil creature. Anyone attempting to pass the curtain finds themselves transported to the Astral plane

(Will save [DC 32] avoids, but does not allow passage), with no way to return. If the cloth is coated in evil blood, it may be easily passed, and Area 14-6 accessed. This seal detects as chaotic evil.

14-5. Shadow Boxing (EL 12)

This room contains many niches and wall cracks. The walls and ceilings look unstable and the occasional trickle of loose dirt falls from the roof. The room is unnaturally dim and shadowy, partly from the inherent darkness of the cave-like setting, but mostly from the presence of the **24 shadows** that inhabit this area. These creatures attack immediately. Remember, turning undead suffers a -4 profane penalty on this level. They have no treasure.

Shadows (24): CR 3; SZ M Undead [Incorporeal]; HD 3d12; hp 19; Init +2; Spd 30 ft., fly 40 ft. (good); AC 13; Atk +3 melee (1d6 strength damage, incorporeal touch); SA strength drain, create spawn; SQ incorporeal, undead, turn resistance (+2); AL CE; SV Fort +1, Ref +3, Will +4; Str —, Dex 14, Con —, Int 6, Wis 12, Cha 13.

Skills: Hide +8, Intuit Direction +5, Listen +7, Spot +7. **Feats:** Dodge.

Tactics: These nasties are trained by their masters to attack in groups. Six will attack one individual, attempting to drain that person prior to attacking someone else. They will fight until slain, only retreating in the face of a *daylight* spell or its equivalent. If forced to flee, the shadows hang on the edges of the light effect, waiting until the spell wears off before resuming the attack.

14-6. Bofred's Tomb

This room contains the final resting place of Bofred, the high priest of Cuthbert who led the mighty army of good to destroy this place. Bofred nearly succeeded in this feat. He was imprisoned by the combined demonic forces of Demogorgon and Orcus, his tomb sealed by the wards described in Area 14-4. The room is simple, containing only a pile of moldering bones, some rusty metal, and dust. Hidden in the room, and warded with a *forbiddance* spell (prevents all non-lawful good individuals from touching it), is the *mace of Cuthbert* (see DMG page 240), a powerful artifact. Only a lawful good individual may ever use the mace. Bofred has been dead for many years, his soul happily at peace at the right hand of his god. *Speak with dead* spells fail, though *commune* spells allow contact with this great priest. If contacted, he warns the party of the Avatar of Orcus present on Level 15, and also warns that only by praying to the fell god may one enter into his abode and finally slay the demon on this plane (see Level 13).

14-7. Transport to the Stoneheart Mountain Dungeon

The wall on this corridor shimmers with a silvery light. The surface appears to be polished steel, and little flashes of electric energy pulse constantly over the mirror. This wall is in reality a teleportal to Level 5, Area 27 of the

Stoneheart Mountain Dungeon, detailed in module W2: *The Tomb of Abysthor* by Necromancer Games. Anyone touching the wall is instantly *teleported* to that location. The priests of Orcus from Rappan Athuk have expansion plans, and are seeking a great power contained in the Stoneheart Mountain Dungeon: a black monolith of ancient evil. They have sent a delegation there through this teleportal. See that module for more details.

14-8. The Chapel of Orcus (EL 20)

The final temple to Orcus in Rappan Athuk is manned by one of his demonic lieutenants, **Maphistal** and his retinue of demons, undead, and priests. There are a total of 8 wraiths, 12 shadows, 8 acolytes, 4 priests, 2 9th-level priests (Wharaz and Gernaldra), and 2 mariliths here. Unlike the other temples, the entrance to the Chapel of Orcus appears unguarded, and no gates or doors prohibit entrance into it. It appears to be a 40-foot deep room, ending in an ornate altar to Orcus. This is a *permanent image*. The room is in fact a 200-foot by 100-foot long hall, ending in a vast onyx altar coated with blood and gore. The altar is flanked by pillars of pure bronze, and the tile inlaid floor contains scenes of horror and malaise, evil deeds beyond comprehension.

If the room is entered, the shadows and wraiths attack—appearing to come right through the back wall—giving the priests and demons a few rounds to cast spells. Then evil priests and demons seem just to appear from nowhere, passing through the illusory walls to attack.

Magical Protections: The chapel is under the effects of *unhallow* and *dispel good* spells. Each pillar radiates an *unholy aura*, as does the altar itself and the statue of Orcus. In addition, the room is guarded with a *forbiddance* spell, preventing access by non-evil creatures. All these spells are as if cast by an 18th-level cleric.

Maphistal, Greater Demon: CR 18; SZ L Outsider [Chaos, Evil]; HD 15d8+90; hp 126; Init +6; Spd 40 ft., fly 80 ft. (good); AC: 33; Atk: +25/+20/+15 melee (2d6+15 plus 2d6 unholy damage, +3 *Large unholy heavy mace*) or +22 melee (1d6+8 [x2], claws) and +17 melee (1d8+4 and disease, bite); Reach 10 ft.; SA spell-like abilities, bone knit, disease, summon tanar'ri, summon undead; SQ damage reduction (30/+3), spell resistance (28), tanar'ri qualities, telepathy; AL CE; SV Fort +15, Ref +11, Will +14; Str 27, Dex 15, Con 22, Int 20, Wis 20, Cha 18.

Skills: Balance +17, Bluff +19, Climb +23, Concentration +21, Diplomacy +19, Intimidate +19, Knowledge (planes) +20, Listen +20, Move Silently +17, Search +20, Sense Motive +20, Spellcraft +20, Spot +20. **Feats:** Cleave, Great Cleave, Improved Initiative, Power Attack.

SA—Spell-Like Abilities: At will—animate dead, blasphemy, create undead, deeper darkness, desecrate, detect good, detect law, fear, greater dispelling, polymorph self, read magic, suggestion, symbol (any), telekinesis, teleport without error (self plus 50 pounds of objects only), tongues (self only), unhallow, unholy blight, and wall of fire; 3/day—create greater undead; 1/day—chain lightning and

fire storm. These abilities are as the spells cast by a 20th-level sorcerer (save DC 14 + spell level).

SA—Bone Knit (Su): Any living creature hit by Maphistal's mace that has a bone structure must make a Fortitude save (DC 20) or suffer 1d4 points of temporary Dexterity damage as its bones fuse together.

SA—Disease (Ex): Bite—*demon fever*; Fortitude save (DC 18), incubation period 1 day; damage 1d6 Constitution (see Disease, page 74 in the DMG).

SA—Summon Undead (Sp): Three times per day Maphistal can automatically summon 3d10 zombies or skeletons, 2d6 ghouls, 2d4 ghosts, 1d6 wraiths or wights, or 1d4 spectres.

SA—Summon Tanar'ri (Sp): Three times per day Maphistal can automatically summon one balor, marilith, glabrezu, or nalfeshnee, or 1d4 hezrou demons.

DM Note: See the Monster Appendix for full details on this new demon.

Wraiths (8): CR 5; SZ M Undead [Incorporeal]; HD 5d12; hp 32; Init +7; Spd 30 ft., fly 60 ft. (good); AC 15; Atk +5 melee (1d4 plus 1d6 permanent Constitution drain, touch); SA Constitution drain, create spawn; SQ incorporeal, unnatural aura, undead, turn resistance (+2), daylight powerlessness; AL CE; SV Fort +1, Ref +4, Will +6; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

Skills: Hide +11, Intimidate +10, Intuit Direction +6, Listen +12, Search +10, Sense Motive +8, Spot +12. **Feats:** Alertness, Blind-Fight, Combat Reflexes, Improved Initiative.

Shadows (12): hp 19 each; see Area 14-5, above.

Wharaz, Male Human Cleric 9 (Orcus): CR 9; SZ M; HD 9d8+27; hp 91; Init +4 (Dex); Spd 20 ft.; AC 25; +9/+4 melee (1d8+3, heavy mace); SA death touch, spells; SQ increased evil spells; AL CE; SV Fort +10, Ref +7, Will +11; Str 14, Dex 18, Con 16, Int 11, Wis 16, Cha 12.

Skills: Concentration +11, Heal +11, Knowledge (arcana) +2, Knowledge (religion) +10, Spellcraft +8. **Feats:** Blind-Fight, Combat Casting, Expertise, Improved Disarm, Iron Will.

Unholy Spells Prepared (6/5/5/4/2/1): 0—cure minor wounds (x3), light, resistance (x2); 1st—bane, cause fear, cure light wounds (x3); 2nd—bull's strength, hold person (x2), shatter, spiritual weapon; 3rd—blindness (x2), dispel magic, meld into stone; 4th—cure critical wounds, poison; 5th—righteous might.

Domain Spells (Death, Evil): 1st—protection from good; 2nd—death knell; 3rd—animate dead; 4th—unholy blight; 5th—slay living.

Special Domain Abilities: Wharaz casts evil spells at +1 caster level. He may also use a death touch once per day (see below).

SA—Death Touch (Sp): Wharaz must succeed at a melee touch attack against a living creature (using the rules for touch spells). He then rolls 9d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: +1 heavy mace, masterwork full plate, +4 large shield, ring of spell turning, gold unholy symbol (grants

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permanent *prayer* spell to bearer if a servant of Orcus), *potion of cure critical wounds* (2 doses).

Gernaldra, Female Human Clr9 (Orcus): CR 9; SZ M; HD 9d8+18; hp 88; Init +6; Spd 20 ft.; AC 22; +12/+7 melee (1d8+6, +4 *heavy mace*); SA death touch, spells; SQ increased evil spells; AL CE; SV Fort +9, Ref +5, Will +11; Str 14, Dex 14, Con 15, Int 11, Wis 16, Cha 15.

Skills: Concentration +11, Heal +9, Knowledge (arcana) +2, Knowledge (religion) +10, Spellcraft +10. **Feats:** Blind-Fight, Combat Casting, Improved Initiative, Iron Will, Power Attack, Sunder.

Unholy Spells Prepared (6/5/5/4/2/1): 0—cure minor wounds (x3), light, resistance (x2); 1st—bane, cause fear, cure light wounds (x3); 2nd—bull's strength, hold person (x2), inflict moderate wounds, silence; 3rd—bestow curse, deeper darkness, dispel magic, prayer; 4th—freedom of movement, cure critical wounds; 5th—true sight.

Domain Spells (Death, Evil): 1st—protection from good; 2nd—death knell; 3rd—animate dead; 4th—unholy blight; 5th—slay living.

Special Domain Abilities: Gernaldra casts evil spells at +1 caster level. She may also use a death touch once per day (see below).

SA—Death Touch (Sp): Gernaldra must succeed at a melee touch attack against a living creature (using the rules for touch spells). She then rolls 9d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: +4 *heavy mace*, full plate, large shield, *wand of dominate monster* (15 charges, cast at 14th level), *mantle of spell resistance* (12), gold unholy symbol (grants permanent *prayer* spell to bearer if a servant of Orcus), *potion of cure critical wounds*.

Priests of Orcus, Male Human Clr5 (Orcus) (4): CR 5; SZ M; HD 6d8+12; hp 50; Init +2; Spd 20 ft.; AC 19; Atk +8 melee (1d8+4, +1 *morningstar*); SA death touch, spells; SQ control undead, increased evil spells; SV Fort +7, Ref +3, Will +7; AL CE; Str 16, Dex 14, Con 16, Int 16, Wis 16, Cha 16.

Skills: Appraise +4, Concentration +8, Diplomacy +5, Heal +6, Intimidate +7, Knowledge (arcana) +6, Knowledge (Rappan Athuk) +7, Knowledge (religion) +11, Scry +4, Search +4, Sense Motive +4, Spellcraft +5, Spot +4. **Feats:** Expertise, Power Attack, Weapon Focus (morningstar).

Unholy Spells Prepared (5/4/3/2): 0—cure minor wounds (x3), guidance, resistance; 1st—bane, bless, doom, protection from good; 2nd—bull's strength, hold person, silence; 3rd—contagion, dispel magic.

Domain Spells (Death, Evil): 1st—cause fear; 2nd—death knell; 3rd—bestow curse.

Special Domain Abilities: Priests of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see below).

SA—Death Touch (Sp): Priests of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 5d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: Masterwork chainmail, large steel shield, +1 *evil morningstar*, unholy symbol of Orcus, prayer book, fine black robe emblazoned with the symbol of Orcus.

Acolytes of Orcus, Male Human Clr2 (Orcus) (8): CR 2; SZ M; HD 2d8+4; hp 18; Init +1; Spd 20 ft.; AC 17; Atk +3 melee (1d8+2, *heavy mace*); SA death touch, spells; SQ control undead, increased evil spells; SV Fort +5, Ref +1, Will +6; AL CE; Str 14, Dex 12, Con 14, Int 12, Wis 16, Cha 12.

Skills: Concentration +1, Knowledge (Rappan Athuk) +3, Knowledge (religion) +4, Listen +2, Search +2, Spellcraft +1, Spot +2. **Feats:** Power Attack, Sunder.

Unholy Spells Prepared (4/3): 0—cure minor wounds (x3), resistance; 1st—bane, doom, protection from good.

Domain Spells (Death, Evil): 1st—cause fear.

Special Domain Abilities: Acolytes of Orcus cast evil spells at +1 caster level. They may also use a death touch once per day (see below).

SA—Death Touch (Sp): Acolytes of Orcus must succeed at a melee touch attack against a living creature (using the rules for touch spells). They then roll 2d6. If the total equals or exceeds the target creature's current hit points, it dies. No saving throw is allowed.

Possessions: Heavy mace, chainmail, small steel shield, 3 vials of *unholy water*, unholy symbol of Orcus, black robe emblazoned with the symbol of Orcus, a small sack with 4d10 gp.

Mariliths (2): CR 17; SZ L Outsider [Chaotic, Evil]; HD 9d8+45; hp 85; Init +2; Spd 40 ft.; AC 29; Atk +13/+8 melee (1d8+5, longsword) or +13 melee (1d8+2, 5 longswords) or +11 melee (4d6+2, tail slam); Reach 10 ft.; SA spell-like abilities, improved grab, constrict (4d6+7), summon tanar'ri; SQ damage reduction (20/+2), electricity and poison immunity, resistances (cold, fire, acid 20), darkvision (60 ft.), spell resistance (25), telepathy; SV Fort +11, Ref +8, Will +10; Str 21, Dex 15, Con 21, Int 18, Wis 18, Cha 16.

Skills: Bluff +14, Concentration +15, Hide +10, Listen +24, Move Silently +12, Scry +14, Search +14, Sense Motive +15, Spellcraft +14, Spot +24. **Feats:** Cleave, Multiattack, Multidexterity, Multiweapon Fighting, Power Attack.

Tactics: All priests and demons summon undead to delay and hamper PCs, focusing on spellcasters. Maphistal avoids combat until all his servitors are slain, summoning a balor as a last resort if it appears they might lose. He uses *blasphemy*, *chain lightning*, and other spells from behind the illusory wall until he is discovered. The priests cast spells as needed, using all their protective and enhancement spells before entering combat if possible. They use their death touch ability on severely wounded foes. The acolytes cast *bane*, *doom*, and *protection from good*, then wade into melee, relying on their god's protection. The priests' actions parallel that of the acolytes, but they also cast *bull's strength* and *bless* before joining combat, and *animate dead* (creating 5 skeletons each from the bones ever present on this level, for a total of 20 skeletons). When the opportunity presents itself, each priest uses his death touch ability or his *silence* or *hold person* spells. As befits their chaotic evil nature, the higher-level priests let the acolytes bear the

Shrines of Power

The unholy shrines in this dungeon, of which this is the last, provide power to the demon prince Orcus and his avatar, the "Master." To cleanse the area of evil, PCs must destroy and consecrate each unholy shrine. Additionally, destroying the unholy shrines weakens Orcus' avatar, making it possible for a high-level party to defeat him on Level 15.

brunt of combat (e.g., melee with PC fighters). The mariliths use spells as well, but are careful with their *cloudkill* spells to avoid slaying their own priests. They only use this spell if they can position it to include only demons and undead in its area of effect. They also may summon vrock or dretches to assist in the combat. Only after the PCs are all engaged do they enter combat. The wraiths and

shadows simply attack until slain. None of the creatures in this room offers quarter or retreats. They all fight to the death. Remember, undead creatures cannot be turned or rebuked in this room.

The True Altar: At the end of the long hall is a 20-foot by 20-foot block of solid onyx carved to contain a 2-foot deep basin. This basin is 5 feet in diameter and is filled with hot, bubbling blood. Inscribed above the basin is the following: "*Pure food for the great god.*" The only way that this shrine may be destroyed is for a lawful good priest to cast *purify food and drink* on the blood and then *consecrate* and *hallow* on the altar. If this is done, Orcus' avatar will be weakened as described below.

Treasure: Other than the priests' equipment as listed above, there is no real treasure here. All magical items are sacrificed to Orcus or used by the priests. Mundane items, if desired, may be found in relative abundance, though most are worn and useless.

Level 15: The Den of the Master

Level 15

Difficulty Level: All But Impossible (20+)

Entrances: Teleport from Level 13.

Exits: None.

Wandering Monsters: None.

Detections: The entire area radiates magic, evil, and chaos. No pinpointing of sources is possible on this level.

Shielding: The entire level is shielded, and no means of magical transport such as *teleport*, *dimension door*, *ethereal jaunt*, and so forth functions at all, though this does not apply to demons! Magical flight and levitation likewise do not function in any form. The only exception is the druidic ability to change form to a flying creature, as this ability is natural and thus functions normally.

Continuous Effects: No divine spells may be recovered while resting on this level. All divination spells register as ambiguous due to the chaos aura of the place. The entire area acts as if *unhallow* and *dispel good* spells are constantly in effect.

Standard Features: All floors are made of smooth, seamless stone. All walls drop off into the Abyss. Anyone falling off a wall to the maze below is lost forever. No ceiling can be seen, as the entire level exists in an alternate plane. All is shadowy, with vision limited to half normal distances.

This level is the final page of adventure within the halls of Rappan Athuk. In 22 years of DMing and playtesting, it has never been reached, let alone conquered. This level should be treated as the epic finale of many years of play. It is neither forgiving nor fair. Here in this small pocket plane, connected to both the Prime Material plane and the Abyss itself, the party will encounter the avatar of a demon prince with its full powers and many servants. This level is incredibly dangerous, and no one may survive travel here even without encountering Orcus himself. Remember, this is not a computer roleplaying game. There are no cheat codes to kill Orcus. The PCs are not *supposed* to win. If they have survived this far, they are powerful and foolhardy. Yet Orcus' avatar should prove more than a match for them. This is the end . . . Good luck!

15-1. The Maze

The teleportal from Level 13 deposits PCs on a flat stone pathway. Before them stretches a vast, flat maze. The pathway is the top of the maze walls, and the sides of the pathway drop down into utter darkness and oblivion. The screams and shrieks of the damned fill the sulfurous, hot air. Any good-aligned PCs are immediately stricken as per a *blasphemy* spell cast by a 26th-level cleric.

No sign or means of return is present. Only by defeating the demon prince's avatar may the PCs return to the world above. As noted above, anyone falling off the sides of the maze path is lost forever (transported to eternal torment in the Abyss). Note the spell restrictions from above regarding travel within the maze. Along the back edge of the maze are several paths that may be taken into it. Only one leads anywhere.

While in the maze area, PCs are treated to random evil events. See the side bar.

9B-2. The Demon Greeting (EL 19)

At the end of the maze, two of Orcus' marilith consorts confront the party, teleporting in to attack as soon as the threshold is crossed at the maze exit. They do not fight to the death, as their only purpose is to "soften up" the PCs before the final encounter. **Note that these demons are already here, and do not count toward Orcus' *summon tanar'ri* ability for the day!** These ladies wade into combat, casting *cloudkill* spells on themselves as they do so. When wounded over 50% of their hit points, they teleport to their lord's side and prepare for the final battle. Once these demons are defeated, the area may be examined. The entrance to Area 15-3 is a long corridor, filled with thousands of bones, crushed and powdered with age and abuse. Moldering corpses and rusty, rotted gear of all kinds litters the hallway. It leads 400 feet to the final room.

Mariliths (2): CR 17; SZ L Outsider [Chaotic, Evil]; HD 9d8+45; hp 85; Init +2; Spd 40 ft.; AC 29; Atk +13/+8 melee (1d8+5, longsword) or +13 melee (1d8+2 [x5], longsword) or +11 melee (4d6+2, tail slam); Reach 15 ft.; SA spell-like abilities, improved grab, constrict (4d6+7), summon tanar'ri; SQ damage reduction (20/+2), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), spell resistance (25), telepathy; AL CE; SV Fort +11, Ref +8, Will +10; Str 21, Dex 15, Con 21, Int 18, Wis 18, Cha 16.

Skills: Bluff +14, Concentration +15, Hide +10, Listen +24, Move Silently +12, Scry +14, Search +14, Sense Motive +15, Spellcraft +14, Spot +24. **Feats:** Cleave, Multiattack, Multidexterity, Multiweapon Fighting, Power Attack.

15-3 The Den of the Master (EL 22-30)

This is it, the final encounter. The DM should very carefully prepare for this battle prior to initiating combat. Even if the PCs have destroyed all three shrines, it is highly unlikely that they will defeat the demon prince. This room is a huge shrine, dedicated to all that is dark and evil. It is

the den and living quarters for the most foul presence of the **Avatar of Orcus** himself. See the Monster Appendix for a full description of the demon prince's avatar. His stats are summarized below.

In addition to the Avatar of Orcus, the room also contains 2d6 **skeletons**, 1d8 **zombies**, 1d6 **ghouls**, 1d3 **ghasts**, 1d6 **shadows**, 1d3 **wights**, and 1d2 **spectres**. (Consult the MM for the statistics of these undead minions).

DM Note: these undead minions cannot be turned or destroyed by turn checks while in the presence of Orcus.

The room itself is huge, fully 200 feet in diameter, with an evil, pulsating altar of the demon lord in its center, carved of entwined bones and in the shape of a throne. The throne itself seems to scream and writhe as if in pain.

Treasure is heaped about in piles, and the bones of previous victims are liberally strewn among piles of weapons, armor, and gold.

Consequences: Now the fight begins! If the PCs lose, their souls are devoured and they are forever dead. If, on the other hand, they win, Orcus will be banished from the Prime Material plane for 666 years. The DM should take care with this, as all priests of Orcus will lose their ability to cast spells of 7th to 9th level for 666 years! This event will have a dramatic effect on global politics and power struggles. Who is kidding whom, though, Orcus will destroy them all!

Magical Protections: The den is under the effects of *unhallow* and *dispel good* spells. The altar radiates an *unholy aura*, as does Orcus himself.

Special Note To The DM: If the PCs are to have any chance, they must have destroyed the evil temples on Levels 4, 9, and 14. If they have not, the avatar has his full powers and is absolutely unbeatable. For each shrine destroyed, the demon prince is weakened, and his ability to hold mortal form and fight the PCs is diminished. Four sets of monster statistics are given for Orcus. The first

represents Orcus at his full potential, with all three evil shrines intact. The second is for use when one shrine has been destroyed, the third for two shrines destroyed, and the last is if the PCs destroyed all three shrines to Orcus within the dungeon. As you will note, only if all three shrines were destroyed is there really any hope of the PCs ridding the planet of this evil god.

Tactics: Orcus spends 2 rounds taunting the PCs. The other demons and undead attack immediately. The tactics used by the demons are too variable to list; however, it is unlikely that they simply dash into combat. All will summon additional help as their first action, then use their spells and abilities before finally closing to finish off PCs. Orcus prefers to summon shadows, as he can summon a large number of them and they are unturnable and can gang up on his enemies and drain Strength. He also likes to summon vampires (Ftr18, with appropriate equipment such as +3 *armor* and +3 *weapons*; or Clr16, with similar equipment). If pressed, he summons a balors or maraliths, though he is loathe to do so.

Orcus' Stats

See the Monster Appendix for a full description of the Demon Prince. His statistics and abilities—depending on the number of shrines destroyed—are as follows:

Orcus (unweakened): CR 30; SZ H Outsider [Chaotic, Evil]; HD 50d8+750; hp 1200; Init +10; Spd 40 ft., fly 60 ft. (average); AC 40; Atk +66/+61/+56 melee (1d8+17 plus annihilation, *wand of Orcus*), +63 melee (2d4+8 plus poison, tail sting), or +66/+61/+56 melee (2d6+17, slam); Reach 10 ft.; SA spell-like abilities, spells, fear aura, poison, summon tanar'ri, summon undead; SQ damage reduction (40/+4), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), spell resistance (40), telepathy, speak with dead; AL CE; SV

Random Evil Events

While in the maze, there is a 66percent chance (1—4 on 1d6) each hour that a random evil event occurs. If one does occur, roll 1d10 on the following table:

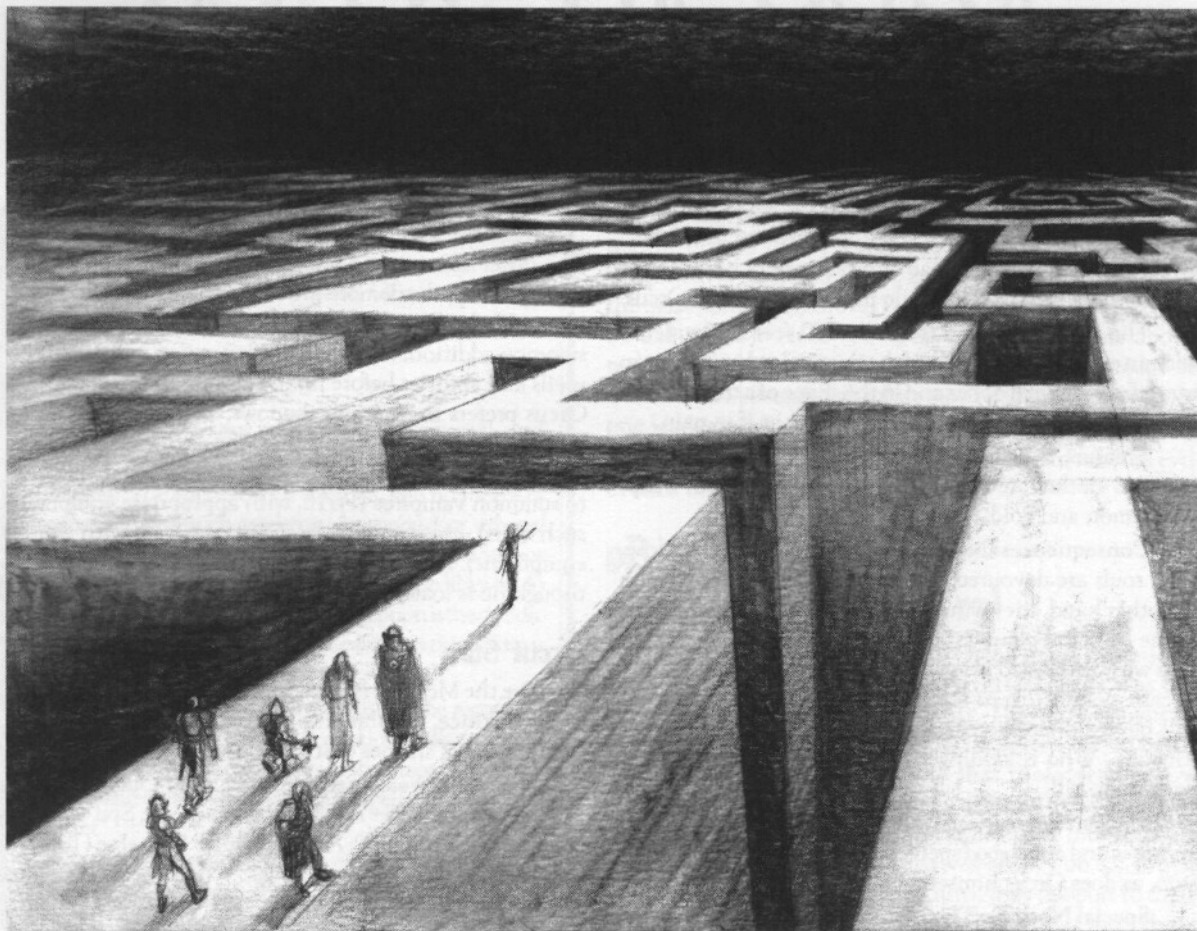
1. A random member of the party must make a Will save (DC 25) or lose 1 point of Wisdom permanently.
2. The entire party is affected by great despair. Each must succeed at a Will save (DC 25) or suffer a -2 morale penalty to all attacks, damage, saving throws, and skill checks for 2 days.
3. A **glabrezu** is gated in and attacks the PCs (see statistics below).
4. The party is affected by a reverse *find the path* spell. A Will save (DC 30) avoids this. The DM should give false directions (left=right, and so on) to all affected.
5. The entire party is *teleported* to the initial entrance area.
6. The party is again subjected to the effects of a *blasphemy* spell. Reroll on this table.

7. One randomly determined party member must make a Will save (DC 25) or be affected by a *confusion* spell.
8. A skeleton with a vial of *oil of slipperiness* appears in front of the party and breaks the vial on the pathway. Anyone attempting to cross the area must make a Dexterity check (DC 20) or slide off the side if attempting to cross it. The skeleton slides off screaming in demonic glee after them.
9. The entire party must make a Will save (DC 31) or be affected by a *symbol of discord*.
10. **Twelve shadows** attack the party, rising up from the pits along the corridor. They are unturnable (see statistics below).

Glabrezu: hp 85: See the MM for more details.

Shadows (12): CR 2; SZ M Undead [Incorporeal]; HD 3d12; hp 24; Init +2; Spd 30 ft., fly 40 ft. (good); AC 13; Atk +3 melee (incorporeal touch plus 1d6 temporary Strength); SA strength drain (1d6 temporary Strength damage), create spawn; SQ incorporeal, undead, darkvision (60 ft.); AL CE; SV Fort +1, Ref +3, Will +4; Str —, Dex 14, Con —, Int 12, Wis 12, Cha 13.

Skills: Hide +8, Intuit Direction +5, Listen +7, Spot +7.
Feats: Dodge.



Fort +42, Ref +33, Will +39; Str 45, Dex 23, Con 40, Int 34, Wis 34, Cha 36.

Skills: Bluff +63, Climb +62, Concentration +65, Diplomacy +63, Disguise +63, Escape Artist +56, Gather Information +63, Heal +62, Intimidate +64, Jump +67, Knowledge (arcana) +62, Knowledge (planes) +63, Knowledge (undead) +65, Listen +62, Move Silently +56, Scry +62, Search +62, Sense Motive +62, Spellcraft +62, Spot +62. **Feats:** Blind-Fight, Cleave, Combat Casting, Dodge, Great Cleave, Improved Initiative, Multiattack, Mobility, Power Attack, Spring Attack, Sunder, Weapon Focus (slam, *wand of Orcus*).

Orcus (one shrine destroyed): CR 28; SZ H Outsider [Chaotic, Evil]; HD 45d8+585; hp 1000; Init +9; Spd 40 ft., fly 60 ft. (average); AC 37; Atk +59/+54/+49 melee (1d8+15 plus annihilation, *wand of Orcus*), +56 melee (2d4+7 plus poison, tail sting), or +59/+54/+49 melee (2d6+15, slam); Reach 10 ft.; SA spell-like abilities, spells, fear aura, poison, summon tanar'ri, summon undead; SQ damage reduction (30/+3), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), spell resistance (35), telepathy, speak with dead; AL CE; SV Fort +37, Ref +29, Will +36; Str 41, Dex 20, Con 36, Int 34, Wis 34, Cha 36.

Skills: Bluff +58, Climb +55, Concentration +58, Diplomacy +58, Disguise +58, Escape Artist +50, Gather Information +58, Heal +57, Intimidate +59, Jump +60, Knowledge (arcana) +57, Knowledge (planes) +58, Knowledge (undead) +60, Listen +57, Move Silently +50, Scry

+57, Search +57, Sense Motive +57, Spellcraft +57, Spot +57. **Feats:** Blind-Fight, Cleave, Combat Casting, Dodge, Great Cleave, Improved Initiative, Multiattack, Mobility, Power Attack, Sunder, Weapon Focus (slam, *wand of Orcus*).

Orcus (two shrines destroyed): CR 25; SZ H Outsider [Chaotic, Evil]; HD 38d8+418; hp 700; Init +7; Spd 40 ft., fly 60 ft. (average); AC 33; Atk +50/+45/+40 melee (1d8+13 plus annihilation, *wand of Orcus*) or +47 melee (2d4+6 plus poison, tail sting) or +50/+45/+40 melee (2d6+13, slam); Reach 10 ft.; SA spell-like abilities, spells, fear aura, poison, summon tanar'ri, summon undead; SQ damage reduction (20/+2), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), spell resistance (30), telepathy, speak with dead; AL CE; SV Fort +32, Ref +24, Will +33; Str 37, Dex 17, Con 32, Int 34, Wis 34, Cha 36.

Skills: Bluff +51, Climb +46, Concentration +49, Diplomacy +51, Disguise +51, Escape Artist +41, Gather Information +51, Heal +50, Intimidate +52, Jump +51, Knowledge (arcana) +50, Knowledge (planes) +51, Knowledge (undead) +53, Listen +50, Move Silently +41, Scry +50, Search +50, Sense Motive +50, Spellcraft +50, Spot +51. **Feats:** Blind-Fight, Cleave, Combat Casting, Great Cleave, Improved Initiative, Multiattack, Power Attack, Sunder, Weapon Focus (slam, *wand of Orcus*).

Orcus (three shrines destroyed): CR 22; SZ H Outsider [Chaotic, Evil]; HD 29d8+261; hp 400; Init +6; Spd 40 ft., fly 60 ft. (average); AC 30; Atk +39/+34/+29 melee (1d8+11 plus annihilation, *wand of Orcus*) or +36 melee (2d4+5 plus

poison, tail sting) or +39/+34/+29 melee (2d6+11, slam); Reach 10 ft.; SA spell-like abilities, spells, fear aura, poison, summon tanar'ri, summon undead; SQ damage reduction (10/+1), electricity and poison immunity, resistances (cold, acid, fire 20), darkvision (60 ft.), spell resistance (25), telepathy, speak with dead; AL CE; SV Fort +25, Ref +18, Will +28; Str 33, Dex 14, Con 28, Int 34, Wis 34, Cha 36.

Skills: Bluff +42, Climb +35, Concentration +38, Diplomacy +42, Disguise +42, Escape Artist +31, Gather Information +42, Heal +41, Intimidate +43, Jump +40, Knowledge (arcana) +41, Knowledge (planes) +42, Knowledge (undead) +44, Listen +41, Move Silently +31, Scry +41, Search +41, Sense Motive +41, Spellcraft +41, Spot +41. **Feats:** Cleave, Combat Casting, Great Cleave, Improved Initiative, Multiattack, Power Attack, Weapon Focus (slam, wand of Orcus).

In All Forms: Orcus has the following abilities regardless of his condition:

SA—Spell-Like Abilities: At will—animate dead, blasphemy, charm monster, charm person, deeper darkness, desecrate, detect good, detect law, detect thoughts, dispel magic, fear, greater dispelling, lightning bolt, polymorph self, pyrotechnics, read magic, see invisibility, suggestion, symbol (any), telekinesis, teleport without error (self plus 50 pounds of objects only), tongues (self only), unhallow, unholy aura, unholy blight, and wall of fire; 1/day—feblemind. These abilities are as the spells cast by a 20th-level sorcerer (save DC 23 + spell level).

SA—Spells: Orcus casts arcane spells as a 40th-level (35th, 30th, or 25th-level based on Orcus' current power level, above) sorcerer (save DC 23 + spell level) and divine spells as a 20th-level (no reduction even if shrines are destroyed) cleric (save DC 22 + spell level). He has access to the domains of Chaos, Death, Evil, Destruction, and War.

SA—Fear Aura (Su): All within 60 feet; Will save (DC 48, 40, 32, or 22 based on Orcus' current power level) or flee in fear for 2d6 rounds. If the save is successful, that creature cannot be affected again by Orcus' fear aura for one day.

SA—Poison (Ex): Tail sting requires Fortitude save (DC 50, 40, 30, or 20 based on Orcus' current power level); initial damage 3d6 temporary Constitution, secondary damage death.

SQ—Speak with Dead (Su): Orcus can, at will, *speak with dead* (as the spell of the name).

SQ—Summon Demons (Sp): Three times per day, Orcus can automatically summon one balor, 1d3 nalfeshnees, or 1d4 mariliths.

SQ—Summon Undead (Sp): As the prince of the undead, five times per day Orcus can automatically summon 8d8 skeletons or zombies; 4d8 ghouls, ghosts or shadows; 2d6 wights, spectres or wraiths; 1d6 vampires (Ftr18 or Clr16); or 1 lich (Wiz18 or Clr10/Wiz8) imme-



LEVEL 15: THE DEN OF THE MASTER

diately to his location. Summoned creatures can act immediately.

SQ—Demon Qualities (Ex): Orcus is immune to poison and electricity; and has cold, fire, and acid resistance 20.

SQ—Telepathy (Su): Orcus can communicate telepathically with any creature within 100 feet that has a language.

Possessions: Orcus wields the *wand of Orcus*, a horrific greater artifact. See the Monster Appendix for more details on the *wand of Orcus*.

Treasure: If you are reading this, ask yourself . . . did I give this away too easily. If the answer is no, well then, its time to reward the PCs. Orcus' lair contains a vast hoard. In addition to the *wand of Orcus*, it contains the following: 250,000 gp in various coins; 120,000 gp worth of gemstones of various shapes, sorts, and sizes; 200,000 gp worth

of objects of art and jewelry of various sorts and sizes; a suit of +5 *full plate of brightness*; a *staff of the magi*; the *Sword of Kas* (another extraordinarily powerful major artifact, see the DMG page 241; how Orcus got it is another story); a *book of infinite spells*; 12 randomly determined +1 to +3 weapons and armor, no special abilities; an *apparatus of Kwalish*; and a *planar gate*, which allows transport back to the Portal of Darkness, Level 13, Area 13-4. The *planar gate* cannot be moved. It is positioned at the far end of the den, behind the main altar. Good luck getting to it with Orcus around!

Experience: It is left to the individual DM to award experience for this encounter as there are too many variables. Needless to say, encountering Orcus, even if the PCs flee through the *planar gate*, should be worth enough experience to gain a level.



Monster Appendix

New Monsters

Orcus (Demon Prince of the Undead)

Huge Outsider [Chaos, Evil]

Hit Dice:	50d8+750 (1200 hp)
Initiative:	+10 (+6 Dex, +4 Improved Initiative)
Speed:	40 ft., fly 60 ft. (average)
AC:	40 (-2 size, +6 Dex, +26 natural)
Attacks:	<i>Wand of Orcus</i> +66/+61/+56 melee or slam +66/+61/+56 melee, tail sting +63 melee
Damage:	<i>Wand of Orcus</i> 1d8+17 and annihilation, slam 2d6+17, tail sting 2d4+8 and poison
Face/Reach:	10 ft. by 10 ft./10 ft.
Special Attacks:	Spell-like abilities, spells, fear aura, poison, summon demons, summon undead
Special Qualities:	Damage reduction 40/+4, poison and electricity immunity, resistances (cold, acid, fire 20), darkvision 60 ft., SR 40, telepathy, speak with dead
Saves:	Fort +42, Ref +33, Will +39
Abilities:	Str 45, Dex 23, Con 40, Int 24, Wis 34, Cha 36
Skills:	Bluff +63, Climb +62, Concentration +65, Diplomacy +63, Disguise +63, Escape Artist +56, Gather Information +63, Heal +62, Intimidate +64, Jump +67, Knowledge (arcana) +62, Knowledge (planes) +63, Knowledge (undead) +65, Listen +62, Move Silently +56, Scry +62, Search +62, Sense Motive +62, Spellcraft +62, Spot +62.
Feats:	Blind-Fight, Cleave, Combat Casting, Dodge, Great Cleave, Improved Initiative, Multiattack, Mobility, Power Attack, Spring Attack, Sunder, Weapon Focus (slam, <i>Wand of Orcus</i>)
Climate/Terrain:	Any land and underground
Organization:	Solitary or troupe (Orcus plus 1-2 mariliths, 1-3 glabrezus, and 4-20 zombies or shadows)
Challenge Rating:	30
Treasure:	Double standard
Alignment:	Always chaotic evil
Advancement:	—

Orcus is one of the strongest and most powerful of all demon lords. He fights a never-ending war with other demon princes that spans the many layers of the Abyss. Orcus is known as the



Demon Prince of the Undead, for it is said among his followers that he alone is credited with the birth of the first undead that walked the Prime Material plane.

Orcus appears as a grossly fat demon some 15 feet tall. His gray body is covered with goatish hair, and his head is goat-like, although his horns are similar to those of a ram. His great legs are also goat-like, but his arms are human. Vast bat-like wings sprout from his back, and his long snaky tail ends in a razor sharp poisonous tip.

Note: These statistics reflect the physical avatar of Orcus as he is represented on the Prime Material plane or on one of his several pocket dimensions of the Abyss (such as Level 15 in *Rappan Athuk—The Lower Levels*). As a demon prince, Orcus has deific powers and cannot be “killed” in any normal sense. Defeating Orcus’ avatar normally banishes the prince to his home plane of the Abyss for a period of 666 years, crippling the ability of his priests to access their high-level divine spells.

Combat

Orcus wields the *wand of Orcus*, a horrible artifact of great evil. See the side bar for more details on this demonic item. Orcus prefers to use his *wand* in combat or melee with his fists and tail sting. He enjoys summoning hordes of his undead minions to fight for him as well as other powerful demons such as mariliths. When fighting humanoids, Orcus normally summons hordes of shadows to drain the Strength of his foes as well as a few liches or vampires—his undead lieutenants.

Spell-Like Abilities: At will—*animate dead*, *blasphemy*, *charm monster*, *charm person*, *deeper darkness*, *desecrate*, *detect good*, *detect law*, *detect thoughts*, *dispel magic*, *fear*, *greater dispelling*, *lightning bolt*, *polymorph self*, *pyrotechnics*, *read magic*, *see invisibility*, *suggestion*, *symbol (any)*, *telekinesis*, *teleport without error* (self plus 50 pounds of objects only), *tongues* (self only), *unhallow*, *unholy aura*, *unholy blight*, and *wall of fire*; 1/day—*feblemind*. These

Major Artifact: *Wand of Orcus*

This obsidian rod is topped with a human skull. Any creature of less than 40 HD that touches it (or is touched by it) must succeed at a Fortitude save (DC 40) or die immediately. Creatures slain by the *wand* cannot be raised or resurrected by any means short of a god's direct intervention and power. Orcus can suppress this power, and has been known to do so, when he lets the *wand* pass into the Prime Material plane into the hands of one of his followers. In addition, the *wand* also has the following powers: At will—*detect good*, *detect thoughts*; 1/day—*animate dead*, *destruction*, *speak with dead*, *unhallow*; 3/day—*magic circle against good*; the wielder can also use *summon monster* or *summon nature's ally* spells to summon undead of equal HD.

The wielder of the *wand* suffers the following side effects (these do not apply to Orcus or any creature over 40 HD): deathstench in a 10-foot radius around wielder (no real harm, other than stinking); each time a power is used, the wielder must make a Will save (DC 20) or gain 1 negative level. There is no DC to remove the negative level. Negative levels automatically vanish at the rate of one per day when the wielder gets rid of the *wand*. There is no known way to destroy the *wand of Orcus*. Orcus can recall the *wand* to him at any time, even if the *wand* is on another plane.

abilities are as the spells cast by a 20th-level sorcerer (save DC 23 + spell level).

Spells: Orcus casts arcane spells as a 40th-level sorcerer (save DC 23 + spell level) and divine spells as a 20th-level cleric (save DC 22 + spell level). He has access to the domains of Chaos, Death, Destruction, Evil, and War.

Fear Aura (Su): All within 60 feet; Will save (DC 48) or flee in fear for 2d6 rounds. If the save is successful, that creature cannot be affected again by Orcus' fear aura for one day.

Poison (Ex): Tail sting causes Fortitude save (DC 50); initial damage 3d6 temporary Constitution, secondary damage death.

Speak with Dead (Su): Orcus can, at will, *speak with dead* (as the spell of the name).

Summon Tanar'ri (Sp): Three times per day, Orcus can automatically summon one balor, 1d3 nalfeshnees, or 1d4 mariliths.

Summon Undead (Sp): As their prince, five times per day Orcus can automatically summon 8d8 skeletons or zombies; 4d8 ghouls, ghosts, or shadows; 2d6 wights, spectres, or wraiths; 1d6 vampires (Ftr18 or Clr16); or 1 lich (Wiz18 or Clr10/Wiz8) immediately to his location. Summoned creatures can act immediately.

Demon Qualities (Ex): Orcus is immune to poison and electricity; and has cold, fire, and acid resistance 20.

Telepathy (Su): Orcus can communicate telepathically with any creature within 100 feet that has a language.

Maphistal, Greater Demon

Large Outsider [Chaos, Evil]

Hit Dice: 15d8+90 (126 hp)

Initiative: +6 (+2 Dex, +4 Improved

Speed:

AC:

Attacks:

Damage:

Face/Reach:

Special Attacks:

Special Qualities:

Saves:

Abilities:

Skills:

Feats:

Climate/Terrain:

Organization:

Challenge Rating:

Treasure:

Alignment:

Advancement:

Initiative)

40 ft., fly 80 ft.

33 (-1 size, +2 Dex, +22 natural)

Large +3 unholy heavy mace
+25/+20/+15 melee, 2 claws +22
melee, bite +17 melee

Large +3 unholy heavy mace
2d6+15 plus 2d6 unholy damage,
claw 1d6+8, bite 1d8+4 and
disease

5 ft. by 5 ft./10 ft.

Spell-like abilities, bone knit,
disease, summon tanar'ri,
summon undead

Damage reduction 30/+3, SR 28,
tanar'ri qualities

Fort +15, Ref +11, Will +14

Str 27, Dex 15, Con 22, Int 20,
Wis 20, Cha 18

Balance +17, Bluff +19, Climb
+23, Concentration +21,
Diplomacy +19, Intimidate +19,
Knowledge (planes) +20, Listen
+20, Move Silently +17, Search
+20, Sense Motive +20,
Spellcraft +20, Spot +20

Cleave, Great Cleave, Improved
Initiative, Power Attack

Any land and underground
Solitary or troupe (Maphistal
plus 2d8 skeletons and zombies,
and 1d4 wights)

18

Standard

Always chaotic evil

By character class



Maphistal is a demonic lieutenant in the employ of Orcus, Demon Prince of the Undead. Maphistal makes his home on a stinking, smoldering layer of the Abyss, and commands his troops from his great castle, *Maalstege* (the Keep of Bones, so called because it is believed to be constructed from the skeletal remains of those slain by Maphistal). He is loyal to no one but Orcus. He does not trust Sonechard, the General of Orcus' Undead Legions, and seeks to discredit him at any opportunity, though he does not do this openly for fear of rebellion by his troops or punishment by Orcus. His machinations against Sonechard are primarily through his agents and spies in Sonechard's camps.

Maphistal appears as a 9-foot tall rotting humanoid. Two great horns protrude upward from his head. Huge leathery, bat-like wings sprout from his shoulders. His features are feral, and short, coarse, black hair covers his body. His lower torso sports two massive legs that end in soot-colored hooves.

Combat

Maphistal is very rarely encountered alone. He always has some form of undead with him. When he enters combat, he fights with his spell-like abilities and his mace. An opponent that is brought to Dexterity 0 under the blows of his mace is carried back to *Maalstege*, never to return.

Spell-Like Abilities: At will—*animate dead*, *blasphemy*, *create undead*, *deeper darkness*, *desecrate*, *detect good*, *detect law*, *fear*, *greater dispelling*, *polymorph self*, *read magic*, *suggestion*, *symbol* (any), *telekinesis*, *teleport without error* (self plus 50 pounds of objects only), *tongues* (self only), *unhallow*, *unholy blight*, and *wall of fire*; 3/day—*create greater undead*; 1/day—*chain lightning* and *fire storm*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 14 + spell level).

Bone Knit (Su): Any living creature hit by Maphistal's mace that has a bone structure must make a Fortitude save (DC 20) or suffer 1d4 points of temporary Dexterity damage as the victim's bones fuse together.

Disease (Ex): Bite—*demon fever*; Fortitude save (DC 18), incubation period 1 day; damage 1d6 Constitution (see Disease, page 74 in the DMG).

Summon Undead (Sp): Three times per day Maphistal can automatically summon 3d10 zombies or skeletons, 2d6 ghouls, 2d4 ghosts, 1d6 wraiths or wights, or 1d4 spectres.

Summon Demons (Sp): Three times per day Maphistal can automatically summon one balor, marilith, glabrezu, or nalfeshnee, or 1d4 hezrou demons.

Tanar'ri Qualities (Ex): Immune to poison and electricity; cold, fire, and acid resistance 20.

Telepathy (Su): Maphistal can communicate telepathically with any creature within 100 feet that has a language.

Banshee

Medium-Size Undead (Incorporeal)

Hit Dice: 7d12 (56 hp)

Initiative: +7 (+3 Dex, +4 Improved Initiative)

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

AC: 15 (+3 Dex, +2 deflection)

Attacks: Incorporeal touch +6 melee

Damage: Incorporeal touch 1d4 and 1d4

Face/Reach:
Special Attacks:
Special Qualities:

Saves:

Abilities:

Skills:

Feats:

Climate/Terrain:

Organization:

Challenge Rating:

Treasure:

Alignment:

Advancement:

Strength damage

5 ft. by 5 ft./5 ft.

Strength drain, wail

Damage reduction 15/+1, incorporeal, turn resistance +4, undead, unnatural aura

Fort +2, Ref +5, Will +7

Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15

Diplomacy +10, Hide +11, Intuit Direction +6, Listen +12, Search +10, Spot +12.

Alertness, Blind-Fight, Combat Reflexes, Improved Initiative

Any land and underground

Solitary or gang (2-5)

8

Standard

Always lawful evil

8-21 HD (Medium-size)

The banshee is the undead spirit of an evil female. Banshees hate the living and seek to destroy whomever they meet.

A banshee appears much as she did in life, though her form is now translucent. Her hair is unkempt and her eyes burn with a fiery hatred like none have ever seen.

Combat

A banshee's primary attack is her wail. If a creature survives her wailing attack, the banshee retreats to her lair. She returns the next night until all creatures are dead or have left her territory. The banshee does not attack creatures that are powerful enough to withstand her wail. Lesser creatures are dispersed via the wail or her incorporeal touch attack.

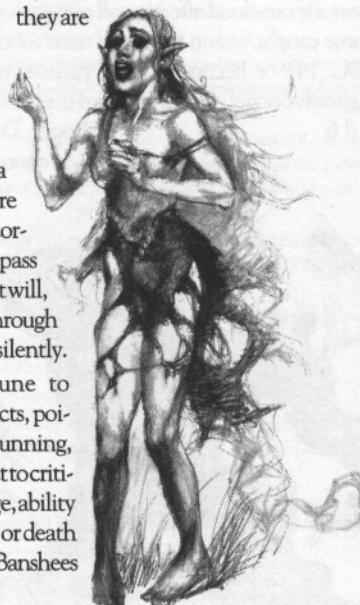
Strength Drain (Su): Touch, 1d4 temporary Strength damage.

Wail (Su): 1/day; 30-foot radius; Will save (DC 15) or die.

Unnatural Aura (Su): Both wild and domesticated animals can sense the unnatural presence of a banshee at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Incorporeal: Only harmed by +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armor. Always moves silently.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage. Banshees



have darkvision with a range of 60 feet.

Fungus Man

Medium-Size Plant

Hit Dice:	3d8+3 (17 hp)
Initiative:	-1 (Dex)
Speed:	20 ft.
Armor Class:	14 (-1 Dex, +5 natural)
Attacks:	Slam, +3 melee
Damage:	Slam, 3d4+1
Special Attacks:	Spore cloud or hallucination cloud (king)
Special Qualities:	Darkvision 90 ft.
Saves:	Fort +4, Ref +0, Will +1
Abilities:	Str 12, Dex 8, Con 12, Int 10, Wis 10, Cha 10.
Climate/terrain:	Any underground
Organization:	Solitary, groups (2-12), or colony (20-200)
Challenge Rating:	2, or 4 (King)
Treasure:	1/2 Standard
Alignment:	Lawful neutral
Advancement:	4-6 HD

Fungus men are intelligent fungi that live deep in the Underdark. They resemble walking toadstools and range from 6 to 7 feet in height. Fungus men deplore violence and rarely attack unless provoked. They live in tightly knit colonies, caring for fungus gardens and generally keeping to themselves.

Each colony is led by a King, a 6 HD fungus man who has the following adjusted statistics: 17 AC; Atk +7 (6d4+2, slam); SA additional spore clouds; SV Fort +7, Ref +1, Will +3; Str 14, Dex 8, Con 14, Int 12, Wis 12, Cha 10.

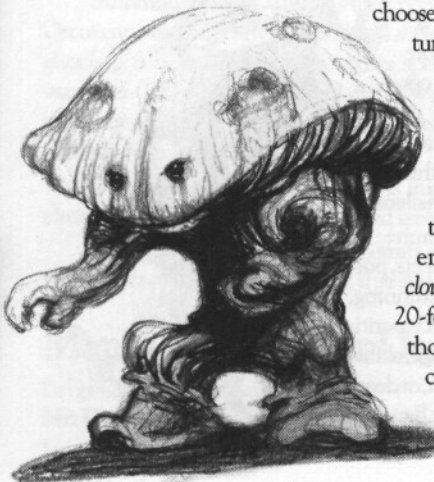
Fungus men communicate telepathically; they have no known spoken language.

Combat

Fungus men use their powerful arms to slam their opponents.

Spore Cloud (Ex): Three times per day a fungus man can emit a spore cloud affecting all creatures within 20 feet of it. All those caught within the cloud must succeed at a Fortitude save (DC 14) or become totally passive, unwilling to take any aggressive action unless attacked themselves. This effect lasts for 1 d 6

hours. The fungus men usually choose to leave pacified creatures alone.



Hallucination Cloud (Ex): Three times per day the King, and only the King, may, in addition to the spore cloud, emit a hallucination cloud. This cloud has a 20-foot radius, and all those caught within the cloud must succeed at a Fortitude save (DC 17) or behave as af-

fected by a confusion spell. This effect lasts for 10 rounds.

Gas Spore

Medium-Size Plant

Hit Dice:	1/4d8 (1 hp)
Initiative:	+0
Speed:	5 ft., fly 10 ft. (poor)
AC:	10
Attacks:	Slam—4 melee
Damage:	Slam 1d3-4 and rhizomes
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Death throes, rhizomes
Special Qualities:	Plant, mimic beholder, low-light vision
Saves:	Fort +2, Ref +0, Will +1
Abilities:	Str 3, Dex 10, Con 10, Int —, Wis 12, Cha 1
Climate/Terrain:	Any land and underground
Organization:	Solitary or colony (2-4)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement:	N/A

A gas spore resembles a beholder and there is a 90% chance that those viewing it believe it to be the eye tyrant. The gas spore, in fact, is not related to the beholder, though its movements and actions lead those viewing it to believe otherwise.

Combat

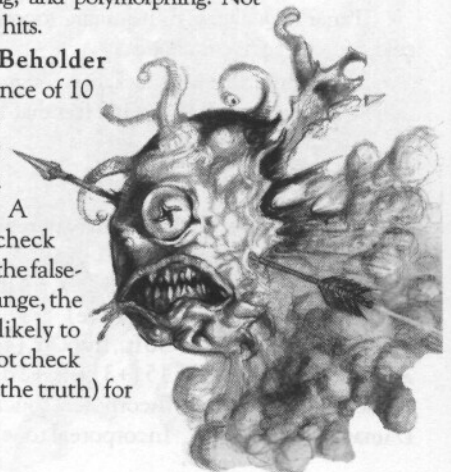
The gas spore attacks by touching an opponent with its body. If successful, the gas spore injects the victim with tiny poisonous rhizomes before dying. If attacked and hit, the monster explodes in a violent blast of gas.

Death Throes (Ex): At 0 hit points, a gas spore explodes violently dealing 6d6 points of damage to all creatures in a 20-foot radius. A Reflex save (DC 11) halves the damage.

Rhizomes (Ex): A gas spore shoots tiny rhizomes into the flesh of any creature it touches. Upon doing so, the gas spore dies immediately (it does not explode, though it retains its death throes ability if it dies in this manner and explodes if struck). Unless remove disease is cast on the victim within 1 day, he dies, and his body sprouts 2d4 new gas spores.

Plant: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

Mimic Beholder (Ex): At a distance of 10 feet or more, the gas spore is likely to be mistaken for a beholder. A successful Spot check (DC 25) reveals the falsehood. At close range, the gas spore is still likely to be mistaken (Spot check DC 18 to reveal the truth) for the eye tyrant.



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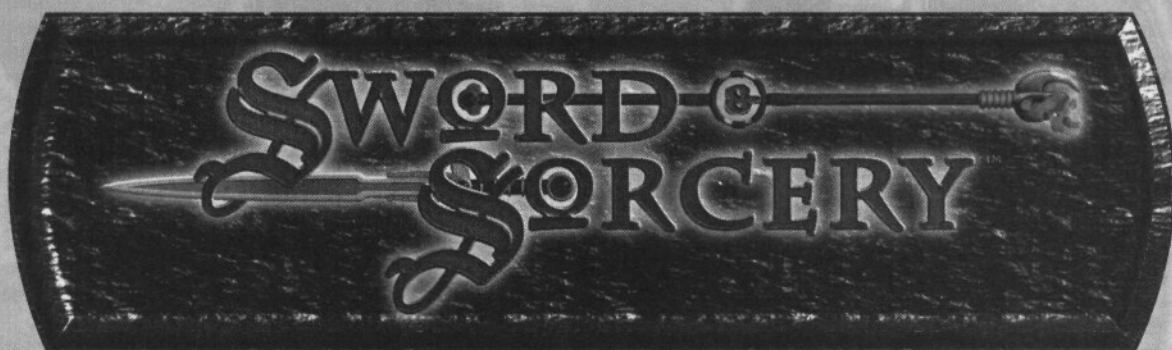
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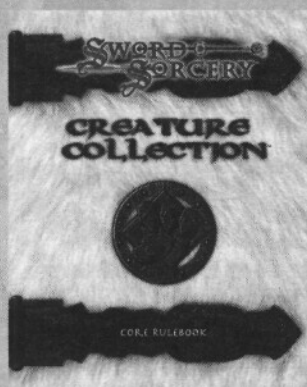
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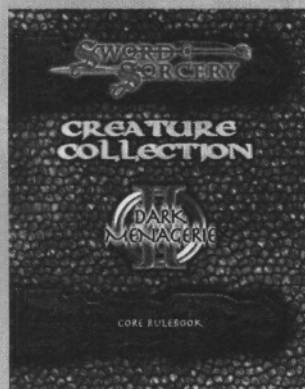
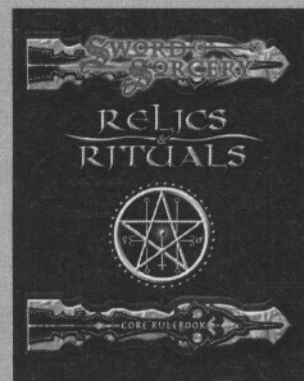


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