

NOD

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This month, our cover image comes from Schedel's wonderful *Nuremberg Chronicle* and depicts the city of Nuremberg during the middle ages. The image of St. Valentinus later in this issue also comes from the chronicle. Wikimedia commons has a large collection of color and black and white art from the chronicle – check it out if you need free, authentic medieval art.

St. Valentinus

The Order of the Flowery Skull

By John M. Stater

Nobody knows who St. Valentine actually was – at least, not the St. Valentine honored every February 14th with expressions of love and romance (and an annual tithe paid to the greeting card, flower, chocolate and diamond industries by men who don't favor the couch for sleeping). Apparently, there was a plethora of St. Valentines in the old church – the name meant something along the lines of “valiant” in Latin and thus was fairly common in the period. The feast day is technically meant to celebrate all of the Valentinian saints. When boiled down to an individual, St. Valentine might have been a priest who refused to kowtow to the Emperor Claudius or a priest that defied an imperial ban and performed Christian marriages – perhaps he has become a patron of lovers. He might also have been a bishop of Asia Minor. In any event, the Roman Catholic Church doesn't quite know who he was or what he did, so after 1969 he lost his saintly standing and now exists as something akin to a folk hero.

The origins of the celebration of Valentine's Day is similarly lost in the mists of antiquity, with some believing they were invented whole cloth by Geoffrey Chaucer in his *Parliament of Fowls*, and others the quoting him without realizing the whole affair was a literary invention. Given that St. Valentine, or St. Valentinus to the Romans, is likely as fictional as his holiday, it is reasonable to assume that both saint and day have found a home in the Land of Nod.

The Order

Many minor knightly orders serve the King of Lyonesse; the Order of the Panthera is probably the smallest, consisting as it does of three knights; the youngest of those knights died about two centuries ago but left enough money that their chapter house and a company of heavy cavalry is still maintained in their name. Possessing an abbey in the hills outside Lyonesse is the celebrated Order of St. Valentinus,

also called the Order of the Flowery Skull in reference to the reliquary of its patron saint.

The Order holds a charter from the king of Lyonesse, a charter that they maintain by providing a company of archers and a company of light cavalry for the king's army. In return, they have possession of their abbey and permission to go about heavily armed and kill people they don't particularly like (assuming the king isn't terribly fond of them either). The knights are sworn to uphold the chivalric virtues and to protect and encourage the art of courtly love. Each knight is also sworn to uphold the honor of a maiden, with the Grand Master sworn to the princess royal until she is lawfully wed. The ceremony between knight and maiden involves an oath taken on one knee and recited in verse and the sharing of a goblet of wine from the abbey's vineyards. Once the vow is taken, the knight is under the command of his lady and expected to shower attention upon her in the form of jewelry taken from the wicked, pen poems and songs in her honor, escort her to court functions and tournaments and defend her honor against all who would besmirch it.

The charter allows twelve knights in the order, besides their grand master. Each knight of the order is a bard (or, if you do not use that fine class that appeared in **NOD 1**, fighting-men with a penchant for verse). The abbey also supports the aforementioned men-at-arms, two sergeants-at-arms, a bevy of servants (more on them later) and a chaplain who sees to the Chapel of St. Valentinus and guards the reliquary stored therein. The knights of the order wear scaled armor (treat as ring armor) and carry shields, swords and lances. Over their armor they wear white surcoats and red mantles emblazoned with a white skull surrounded by a wreath of flowers in silk embroidery. Soldiers of the order wear chainmail and red tabards emblazoned with the order's badge. The chaplain wear



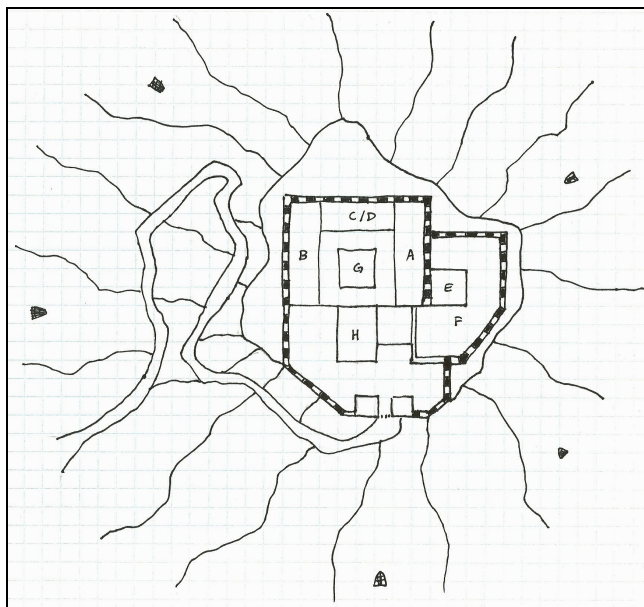
robes of red satin, a wide, white ruffle and a silver skullcap. If battle looms, the chaplain dons platemail and takes up shield and mace.

The order's abbey is situated atop a rocky mount overlooking a broad, golden valley. The upper portions of the mount are bare granite, while the lower slopes support the abbey vineyards. A small manorial village owned by the abbey, called Saoun Valentine, is located a half mile away. The peasants keep bees and contented cattle and grow grapes and fields of lavender. They pay a tribute of wine and lavender to the knights, who sell it in the markets of Lyonesse to fund their order. The grand master of the order is the feudal lord of the manor and its chief magistrate, but his rule is gentle and wise and he mostly leaves the people to their own devices.

The abbey proper is constructed of white stone with a portal of pink marble and roofs of slate. The abbey encompasses a two-story dormitory with large chambers for the knights (A), a second dormitory for soldiers and servants of the order (B), a long dining hall and kitchens between the dormitories (all eat together, but are seated according to rank) with an extensive wine cellar (C), a scriptorium where books of poetry and chivalric romances are set down and illuminated by the knights while in residence (D), kitchen (E) and medicinal gardens (F), a large cloister (G), the center of which features rose-covered bowers and an impressive collection of avians in gilded cages, including hunting kestrels and song birds and the chapel of St. Valentinus (H) and crypt.

The chapel has a vaulted ceiling and contains a marble statue of St. Valentinus kneeling in prayer. A golden star hangs from the ceiling above his head and represents Venus as the morning star. The chapel is dark, lit only by a dozen candelabras. The walls of the chapel are decorated in mosaics that depict doomed lovers from history, myth and folklore. Beneath the chapel, via a secret door in the floor just inside and to the right of the chapel's entrance and a narrow flight of steps trapped with a spring-loaded scythe (1d8 damage, save or beheaded) is the saint's crypt.

The crypt is adorned with marble statues of nymphs and cherubs paying honor to an alabaster death mask of the saint. On a stone pedestal at the end of the room there is a large cassone of glass and gold (worth 500 gp) holding the skull and bones of the saint. The skull is adorned by a crown of flowers, ever fresh and fragrant. The chaplain holds a crystal key that opens the cassone with a mere tap. The crown may only be worn by the grand master of the order and when worn acts as a *crown of glory* (see new spells at end of article). If the cassone is opened by any



other means or the crown touched by anyone but the chaplain or grand master, a movanic deva is summoned to destroy the blasphemer. The order's treasure is hidden in a secret compartment in the floor of the crypt and contains 3,000 sp, 700 ep, and 1,900 gp.

Near the base of the abbey mount there are a number of man-made tunnels blocked by steel grates that lead to wine cellars. The cellars are damp, but have small braziers for warmth and provide a quiet, safe place for lovers to hide. On the saint's feast day (Februarius 17 by the Nodian calendar), the knights are ordered to gather at the abbey and recite hymns in honor of Venus, St. Valentinus and the royal family of Lyonesse. The people of the village then gather at a grand pavilion erected at the foot of the abbey mount where they receive blessings from the chaplain and pay homage and rent to the grand master. Each knight then recites his deeds of the past year in verse accompanied by harp, lute or mandolin. At the end of this ceremony, the feast begins. Wine is brought forth in great quantities and there is dancing late into the night.

On the next day, the people of the village dress as monks and nuns of Venus (i.e. a white shift and mantle, buff gown unlaced, no shoes) and go about kissing one another and any strangers in the village. Many pilgrims and tourists come for this event and the night is filled with rowdy celebration and many libations in honor of Good King Tristram, his family and all the gods save grim Mars. On this night, great men and women of the village use keys that open the hidden cellars at the base of the abbey mount. Lovers and revelers steal into these places and partake of the wine, leaving behind offerings of dried

flowers and gold coins. Those found dozing in the cellars the next morn are sworn into the abbey's service as maids, grooms, cooks, etc. for one year.

Personalities

The grand master of the order is Sir Remblad, a knight of an ancient, though minor, family of quality that swears fealty to the Kaspars. Remblad has dull, reddish hair cut in the page boy style, amber eyes that seem charged with electricity when he angers and olive skin. He has a wiry build, which he hides with padded doublets and long robes of velvet. His face is handsome, his voice clear and musical and his manners impeccable. Sir Remblad dresses in gleaming scale armor and a full helm with leather horns striped red and white. To usually wears a fox cape (100 gp) and golden spurs (300 gp).

| *Sir Remblad, Grand Master of the Order of Saint Valentinus, Bard Lvl 10: HP 58; AC 5 [14]; Save 7; CL/XP 12/2000; Special: Decipher, inspire (+1 save, 10 rounds), legend lore, fascinate (10d6 creatures), cast charm person or suggestion on fascinated creature. Scale armor, shield, long sword dagger, lance, brass arm band worth (125 gp).*

Remblad's lieutenant is Sir Matuc, his bastard son by a chance encounter with a serving wench in the village. This encounter was a point of shame for Remblad, and Matuc in unaware of his father's identity. Matuc is tall and square jawed, with curly, platinum blond hair and green eyes.

| *Matuc, Bard Lvl 6: HP 32; AC 5 [14]; Save 11; CL/XP 7/600; Special: Decipher, inspire (+1 save, 6 rounds), legend lore, fascinate (6d6 creatures), cast charm person on fascinated creature. Scale armor, shield, long sword, dagger, lance.*

The chaplain of the order is Father Dunor, a hefty man with olive skin, pronounced cheekbones, coarse, curly black hair and green eyes. Dunor is a suspicious man, always asking strangers questions he thinks are terribly clever and subtle.

| *Father Dunor, Cleric Lvl 4: HP 19; AC 2 [17]; Save 12 (10 vs. paralysis and poison); CL/XP 5/400; Special: Spells (2nd), turn undead. Platemail, shield, mace, holy symbol inlaid with malachite (35 gp).*

The other bards of the order range from first to fifth level.

St. Valentinus

In life, St. Valentinus was a pious friar of the temple of Venus in Nomo who defied the patron deity Juno and performed marriage ceremonies in honor of the goddess of love for those the priestesses denied due to a lack of proper funds. Valentinus was not particularly handsome or powerful. After all, Valentinus was a simple village priest, not an armored, adventuring, spell-slinging cleric.

When he now appears before worshipers, he looks like a kindly man with long, golden hair and dressed in the garb of a simple monk. He carries a palm frond that acts as a +4 heavy mace in battle. St. Valentinus can *calm emotions* and *charm monsters* at will, and demands of those in his presence peace. If forced into battle, he can make three attacks every two rounds with his mace. Once per day, he can summon either 2d6 satyrs armed with bows and pipes, 1d6 nymphs or 1d4 movanic devas in the form of winged infants. Those who die in his service gain a place of honor in the starry manse of blessed Venus.

| *St. Valentinus: HD 12 (85 hp); AC -2 [21]; Attack +4 mace (2d8); Move 15 (F30); Save 3; CL/XP 18/3800; Special: Spells, summon allies, extra attacks, only harmed by +2 or better weapons, immune to electricity, magic resistance (60%), immune to charm.*

New Spell

Crown of Glory

Spell Level:	Cleric 8 (Lawful Only)
Range:	Personal
Duration:	1 round/level

The caster of this spell is imbued with an aura of celestial authority, inspiring awe in all lesser creatures. All creatures with fewer than 8 HD cease whatever they are doing and are compelled to pay attention to the caster. Any such creature that wants to take hostile action against the caster must make a successful saving throw to do so. Any creature that does not make this saving throw the first time it attempts a hostile action is enthralled for the duration of the spell, as long as it is in the spell's area, nor will it try to leave the area on its own. Creatures with 8 HD or more are not affected by this spell.

When the caster speaks, all listeners telepathically understand him or her, even if they do not understand the language. While the spell lasts, the caster can make up to three suggestions (as the spell) to creatures of fewer than 8 HD in range; creatures with 8 HD or more aren't affected by this power. Only creatures within range at the time a suggestion is given are subject to it.

JMS

Antigoon

City of the Sun



By John M. Stater

DEMOGRAPHICS

Population 10,044 (city-state), 111,600 (dominion)

Race Human

Minorities Dwarf, Elf, Halfling

Patron Deity Apollo Helios, god of light

Alignment Neutrality

Motto *Lolurs aunk hinir* (Liberty and Honor)

AUTHORITY

Ruler Prince Fortunato (Bard 6)

High Priest Triptolemo (Cleric 5)

Guards Hvy horse (1C), archers (1C), handgunners (1C)

DESCRIPTION

Theme Dutch Republic

Accent Germanic

Vistas Narrow, paved streets alongside murky canals, sailors of all colors, shapes and sizes hooting at courtesans in pink bodices, gentlemen and women in silk finery parading down the street, brick buildings with gabled roofs of copper and slate

Cuisine Seafood, mostly, including sea turtle soup and steaks, salads of cabbage and egg drizzled with honey, roasts of pork studded with cloves, cinnamon and candied plums, crisp white wines, potent ales

Names Baudrick, Colinda, Delindaer, Ginullow, Gwirona, Kerrolf, Mirandus, Suadnus, Thermiach

Coinage Gold wallons, silver jobs, copper wics

Antigoon is among the wealthier city-states on Nod, basing its economy on maritime trade. Antigoon's factors, especially those connected with the infamous and feared Company of Merchant Venturers, can be found in every port in the Motherlands, as well as Ophir, Port January, Dweomer Bay in the Antilian Colonies and Kirikersa.

Art for Art's Sake

While Antigoon is the main challenger to Lyonesse's dominance of Western Venatia, the Antigoners value art, wealth and freedom far more than conquest. Artists and engineers enjoy the greatest respect in Antigoon and sea captains and wily merchants are nearly as revered. The

Antigoners occupy the heights of fashion and live by following the latest trends established by the Honorable League of Seamstresses and Haberdashers, who seem to declare a new style every week. Gowns become longer and then shorter, ribbons vie with ruffles and lace collars, heels on boots rise and fall and the style of wig and hat can make or break a gentleman and gentlewoman at court. Each week, roll on the following table to determine the "latest style". Those not adhering to the latest style are judged bumpkins and *si laas wuur*, or "so last week" by the populace, and thus have their effective Charisma lowered by 3 when dealing with Antigoners or trying to hire henchmen. If a style is re-rolled, treat that trend as over and its opposite now in place.

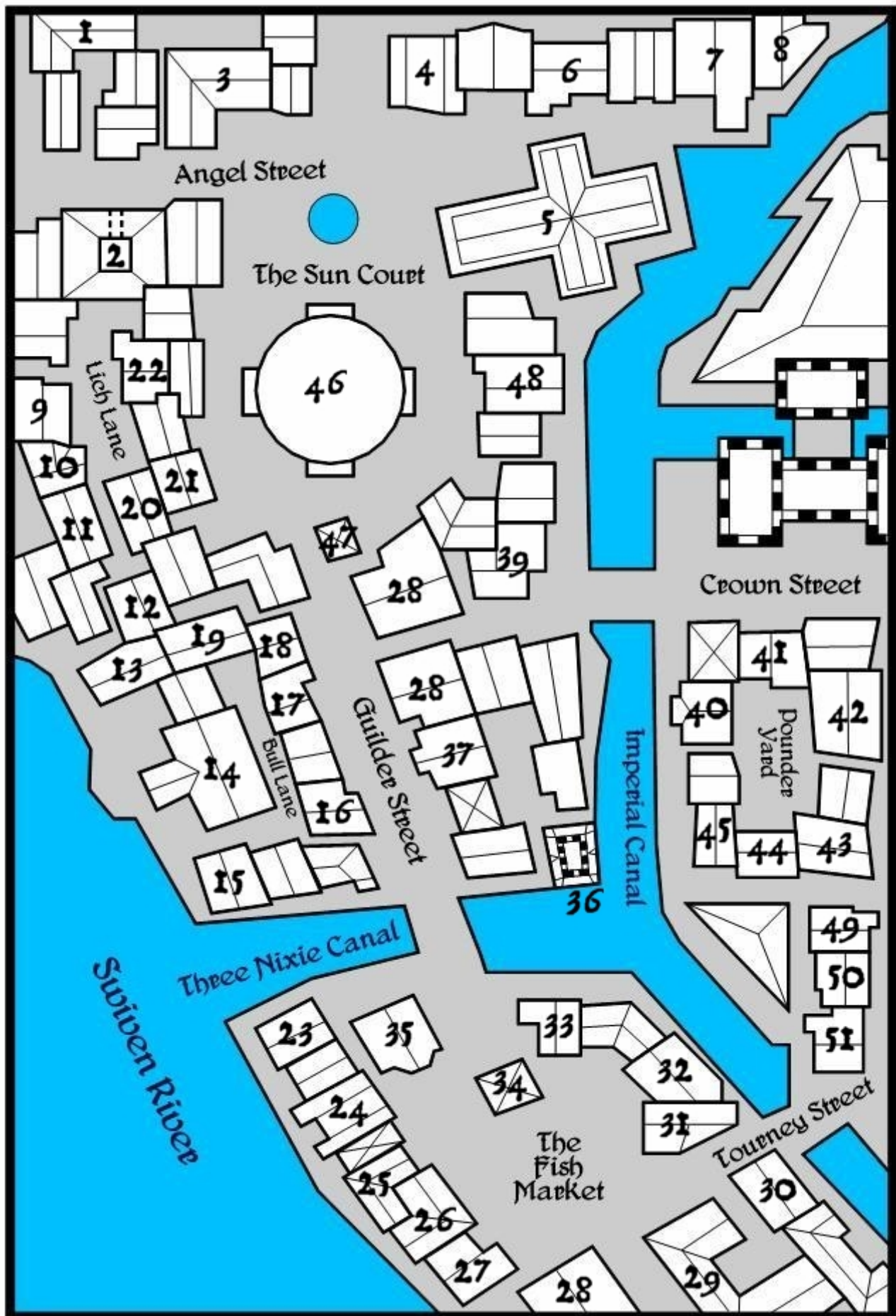
Roll Latest Fashion

- | | |
|----|--|
| 1 | Leather vs. velvet |
| 2 | High heels vs. low heels |
| 3 | Loose and blousy vs. form fitting |
| 4 | Ruffles vs. lace |
| 5 | Rapiers vs. fans |
| 6 | Beauty marks vs. plaster ¹ |
| 7 | Kirtles unlaced vs. kirtles laced |
| 8 | Crimson and gold vs. azure and green |
| 9 | Floppy hats vs. tall hats with small brims |
| 10 | Dark stones vs. colored stones |

Entertainers

As befits a city-state patronized by Apollo Helios, Antigoon is a center of the arts, both low and high. It supports multiple theaters locked in a tense competition for honors, private museums of art and antiquities and magnificent gardens of hyacinths, heliotropes, palms, acanthus, bay laurels and cypress trees. Strolling minstrels, jongleurs, acrobats, weeping poets and capering harlequins are common sights in Antigoon. Every restaurant and tavern has such an entertainer as well as ladies of the evening in attendance. The prostitutes of Antigoon can be identified by their long, bell shaped sleeves of saffron silk and the red hearts sewn to their bodices. The city-state's prostitutes are officially under the protection of the Prince, though

¹ It was the fashion in Queen Elizabeth's court at one time to affix colored plaster in the shape of hearts, diamonds, etc to one's cheeks





women who choose to work in a brothel live under the rule and protection of the brothel keeper.

Trolls & Nixies

Antigoon has a wondrous sanitation system provided by cooperative nixies and hundreds of quaint toll bridges owned by the local river trolls (a guild in their own right, and not to be trifled with). Nixies, trolls and gnomes have lived in the area since before the founding of the city-state and are regarded as citizens of the republic, enjoying the protection of the prince and required to follow his laws.

Oligarchic Republic

Antigoon is known for its stable governance and the scandalous lives of its aristocratic families. The republic's prince is chosen from among the leading families of the commonwealth. Each candidate has a bust of him or

herself cast and placed atop a wooden "ballot box" in the center of town. All voting citizens hold large, copper tokens stamped with the imperial seal on one side and the family's arms or recognized glyph on the other. These coins are dropped into the slots on the ballot boxes and then counted in a public ceremony by the city-state's Lord Chancellor. The supporters of the candidates stand guard around these ballot boxes and harangue visitors to the square with political speeches and protestations. Scuffles are common and enjoyed by the burghers.

Priests of the Golden Mean

The priests of Apollo are all males garbed in robes of vermillion and wearing golden bands etched with laurel leaves as signs of their office. Although the people of Antigoon are known for their excesses, the priests of Apollo follow the Golden Mean – the ideal of moderation, harmony and reason. All are scholars in addition to being priests, receiving their education from the Lyceum [42], which is recognized as the greatest institution of learning in Venatia outside the old university of Ibis.

Apollo's priests serve as military leaders in times of war (organizing as a company of holy knights) and spiritual advisers in times of peace. Antigoon also has temples dedicated to Pax, goddess of peace, Justitia, goddess of justice, Pluto Dionysus, god of death, rebirth and wine, Angerona, who relieves people of pain and sorrow, Morpheus, god of dreams, Nike, goddess of victory, Mercurius, god of travelers as well as the Muses and other members of Apollo's divine family.

Stray Dogs

The streets of Antigoon are rife with stray dogs of every shape, size and color. Dogs are considered sacred by the people of Antigoon due to the mythic exploits of an old cur that is said to have rescued two young princes from a flood over a century ago. All the people of Antigoon make it a rule to throw their scraps into the street and sailors believe it is good luck to buy a frothy beer and share it with a dog before going to sea. The best of the hounds are recruited into the hunting packs of the nobility or trained and used by the city watch.

Army & Navy

Antigoon has a fleet of fifteen war galleys, eleven cogs rigged for war and two great ships, the *Heliotrope* and *Sauon Troilus*. Its own guard is supplemented by the soldiery of Brabo, Ghant, Tournay, Werp and Zonders and over 900 companies of militia can be called to service if necessary. Rank is acquired through family connections, giving Antigoon a pitiful officer corps.

Sailor's of the Sublime Navy (as it is called) dress in tunics and floppy, conical caps striped with the city-state's colors. Soldiers wear various colors based on their company and its town of origin. Over their colors they wear buff coats and morion helms.

Crowds of Antigoon

Roll Crowd Element

- 1 Apprentices (2d6) wasting time or carrying messages
- 2 Aristocrats (1d3) in silks and satins, enjoying a nip
- 3 Beggars (2d6) clanking their copper kettles
- 4 Dwarfs (2d4) in midnight blue cloaks
- 5 Elves (2d4) enjoying themselves immensely
- 6 Goodwives (1d6) gossiping and judging
- 7 Guardsmen (1d4+1) strutting and twirling their mustaches
- 8 Gnomes (2d6) bedecked in tinkling bells
- 9 Halflings (2d6) hawking trinkets and running scams
- 10 Illusionist (1) with toady giving a medicine show
- 11 Journeymen (2d4) going to or coming from work
- 12 Masters (1d4) drinking soup and talking politics
- 13 Merchants (1d4) seeking the latest fashion
- 14 Pedlars (2d6) demonstrating their wares
- 15 Priests (1d6) in vermillion robes, preaching harmony
- 16 Prostitutes (1d3) strolling through the town
- 17 Swashbucklers (1d6) clashing blade against shield
- 18 Thieves (1d6+1) casing the crowd and plying their trade
- 19 Trolls (1d3) eating lunch or sunning themselves
- 20 Urchins (1d4+1) picking pockets

Streets & Encounters

Angel Street

Angel Street is a broad thoroughfare paved in iridescent bricks and lined with flower beds and wooden benches carved in the shape of grotesques. Angel Street is home to the wealthiest organizations in Antigoon and intersects with The Sun Court. It is always filled with promenading fops, snarling rakes, boisterous burghers and sober priests exchanging blessings for gold coins. The guardsmen hustle beggars from Angel Street, but they are sometimes paid to overlook pick pockets.

1. Royal Society: The Royal Society is a collection of scientists, explorers, cartographers and mages dedicated to the acquisition and disposition of knowledge. The society meets once every month to judge whether newly acquired maps and books (or scrolls) are worthy of entrance into their library. The library is open to guests of the society and guests of the prince and currently houses 14 important tomes, including a dog-eared copy of *Remember Lemuria* discovered in the pocket dimension of a minor godling called Orishan, now passed on to a higher plane. The society's headquarters is a four story brick

building with a domed roof of glass panes, allowing those members interested in astronomy an unobstructed view of the celestial sphere. The remainder of the building consists of the library, the hall of records (where judgments are rendered) and a number of small apartments for use by the members as studies, laboratories, or just to catch a quick nap. The society has a butler named Felidel (4 hp), who maintains a small cache of spirits and generally keeps the place in good order. Membership can be had by any man or woman who presents some astounding new discovery or piece of knowledge to the society and receives a vote of inclusion by the assembled members.

2. House of the Rising Sun: This four story inn is the pride of Antigoon. The inn has a long, narrow tavern that wraps around the outside of the building and is usually filled with happy, inebriated men and women. The inn has five shared rooms (3 gp a night) and twelve dorms (6 sp a night). There are also three private rooms (7 gp a night) that are almost always occupied. The tavern serves pale lager, a fine selection of dry wines and ports and a potent eggnog made with brandy. The kitchen is known for its rich sausages, kippers on toasted bread and its mussel stew (flavored with hyssop, the secret ingredient). The rooms are clean and the doors have working locks. The innkeeper is an aged man named Stanes. Stanes is a sober, thoughtful fellow who once served in the Prince's Own Blunderbussers. Short and drawn, he has white hair, a bushy beard, leathery skin and twinkling brown eyes. He still owns a blunderbuss, which he hangs above the bar.

| *Stanes, Fighting-Man Lvl 4: HP 19; AC 8 [11]; Save 11; CL/XP 4/120; Special: Wallops cause +1 damage and must save or stunned for 1 round. Blunderbuss, 5 shot, club.*

3. Kirikersan Factory: This three-story baroque building was once the city residence of the Stewards of Brabo and is now home to the merchants of Kirikersa who work and trade in Antigoon. The factor is Shanthet, an effeminate man of great intelligence and a surprisingly deep voice. Capricious and always on the verge of an ill humor, Shanthet has rich, caramel skin, hair the color of moonlight striking a deep mountain lake and eyes of teal and Persian blue. Despite his slight figure and gauzy manner, Shanthet is a deadly warrior. He usually wears *+2 armor of leather scales* beneath his silk robes and his schooling in Kirikersan wrestling gives him a +2 bonus to grapple opponents or knock them prone. Shanthet is married to Divixa, a haughty woman of royal blood from Kirikersa who is ever ready with a sneer and a petulant remark. His children, Seafren and Valdur are both students at the Lyceum.

| *Shanthet, Aristocrat: HD 3 (12 hp); AC 4 [15]; Atk 1 weapon (1d8); Move 12; Save 14; CL/XP 3/60; Special: Grapple +2 to hit. Leather armor +2, long sword, dagger.*

4. Humble Company of Artisans: The artisan's guild owns a two-story building of granite and malachite with a verdigris roof and three brass dormers with stained glass windows depicting a butcher, baker and chandler – the founding crafts of the guild. On the ground floor, the guild house has a shrine to Minerva and a meeting hall, with other chambers on the second floor for private meetings and such. The guild master is an aristocratic woman from Ghant named Kunsu. Kunsu owes her position to her uncle, Piers Pounder, Lord Steward of Ghant and the artisans' desire to build an alliance to increase their standing in comparison to the merchants, fishmongers and Krumms. Kunsu is a mischievous layabout with achromatic skin (she uses arsenic to keep it lily white), hazelnut hair worn in a great round mound atop her head and ringed by a silver tiara and eyes of burnt orange. Kunsu has pert, pretty lips and teeth like brilliant pearls and though she plays the role of the bored and idle noblewoman, she is also an excellent fencer who is quite capable of defending herself. She ostensibly owns and operates a smithy, making her eligible for her position at the head of the company.

| *Kunsu, Aristocrat: HD 3 (18 hp); AC 9 [10]; Atk 1 weapon (1d6); Move 12; Save 14; CL/XP 3/60. Fancy clothes, rapier, silver dagger.*

5. Grand Cathedral: The center of Apollo Helios' cult in the Motherlands is the Grand Cathedral of the Golden Sun. The cathedral is a veritable fortress of granite covered with limestone friezes depicting, among other things, the Muses, the family of Apollo Helios (father Jove, mother

Latona, sister Diana, sons Troilus, Asclepius and Aristaeus) and the slaughter of the Niobids by Apollo and Diana.

The pinnacle of the building is a 20-ft statue of Apollo cast from gold and worth at least 20,000 gp. The dome beneath this statue is a hermitage, reachable only by a long, iron chain. The Hermit of the Dome, a priest once known as Priam (2 hp), accepts baskets of dried fish, bread and sour wine from the priests, hauling them up using the chain. He spends his days in quiet meditation and his nights scrawling prophecies on scraps of parchment that he drops through the hole in the dome's floor into the laurel grove below. The priests collect these prophecies and chant them each day to all who will listen. The floors of the cathedral are clad in mosaics depicting other scenes from Apollo's life. Large windows allow light to pour into the cathedral, supporting a grove of laurels around a 30-ft tall idol of Apollo adorned with alabaster and gold.

The cathedral's primate is Triptolemo, a weighty little fireplug of man with stretched, pallid skin, ginger hair graying at the temples and eyes of rich modena. Like most priests of Antigoon, he lives by the "Golden Mean" of moderation in all things. Of late, however, he has become distressed at whispers of lustful behavior by his priests. In an effort to get a hold of the situation, he has undertaken a very secretive inquisition, an inquisition that threatens to go too far. The members of the inquisition have all taken names from the stories of Apollo and wear brass masks depicting those characters. None but Triptolemo know the identities of the other members, and suspicion abounds.



| *Triptolemo, Cleric Lvl 5: HP 22; AC 9 [10]; Save 11 (9 vs. paralysis and poison); CL/XP 7/600; Special: Spells (3rd), turn undead. Simple robes (lined with ermine), light mace, holy symbol.*

6. Sublime Company of Fishmongers and Fishwives: Despite its vainglorious name, the Sublime Company maintains a single story building of rough cut stone and a large cellar that serves as a private tavern and recreation room for the members. The upper level has room for a small podium, at which usually stands a fishmonger acting in the role of secretary (it is a rotating office) dressed in blond silks and salmon pink satins, a tall wig of powdered hair on his head and a large medallion bearing the arms of the company around his neck and prominently displayed. Despite his pretentious appearance, the secretary sounds like a common fishmonger and has the volume control problem common to members of that august profession.

Antigooners often mock the fishmongers, especially their annual Fishmonger's Ball, but forget that they are among the wealthiest guilds in all the city, with investments in dozens of mercantile ventures and a seat on the prince's privy council. They keep their guild treasure (1d8 x 1000 gp) in a locked (poisoned needle) sea chest in their cellar. The guild-house is always under the guard of six retired fishmongers, who are much tougher than they look and quite deadly with their slim, serrated knives. The guildmaster is a middle-aged fishmonger, great of girth and pinched of face, named Ampforde. Ampforde has olive skin, burnt umber hair and royal blue eyes that always find their way to a person's purse. Lecherous and ill-mannered, he is missing a finger, taken by an ambitious shark that once found its way into Ampforde's shop alive.

7. The Merchant Venturers: The Honorable Company of Merchant Venturers is the most famous company in the Motherlands and among the wealthiest organizations on Nod. Their headquarters is a four story building of glazed brick as black as a tinker's pot and adorned with white marble accents and sculptures of famed venturers and sea nymphs. The interior hall is floored with ebony and decorated with white velvet couches and burnished bronze furniture. A large troll, dressed in ruffled silks and satins and holding an ornate halberd guards the entry hall, terribly aware of the blazing furnace that rests just beneath the floor. A secretary in long, silk robes the color of desert sand and holding a wax tablet directs those with an invitation either to the lounge or upstairs to a meeting room. Those without an invitation are either tossed out by the troll or asked to wait while inquiries are made as to whether they will be seen.

The ground floor of the building houses a lounge wherein members may relax, play cards or backgammon, sip an aperitif and work on a cold piece of roast. There is also a shrine dedicated to St Meingold, patron saint of the company. The upper floors contain secret rooms and vaults, meeting rooms and guest quarters. Each floor is guarded by four swordsmen and a crossbowman wearing the company's livery of a blue field emblazoned with a black ship and two gold dolphins.

The current master of the Venturers is Glynnick Melf, a woman of forty summers who looks much younger. Glynnick has tanned skin that shows the effect of many years of sun and spray. She has brunneous hair worn in long curls and keen, beryl eyes accentuated with kohl. Towering, lanky, and with a barbaric sense of humor, Glynnick has seen much of the world, from the dragon courts of Mu-Pan to the many-armed idols of Kirkersa to the swaggering pirates of Port January and the reeking swamps of Rogue's Harbor in Antilia. She has bested vampires and mummies, beaten an ogre mage in a contest of riddles and stolen hordes from under the noses of two different wyrms. Glynnick is married to Brabo, twenty years her junior and son of Prince Fortunato. It is a marriage of convenience which neither take seriously.

| *Glynnick Melf, Venturer Lvl 12: HP 54; AC 10 [9]; Save 4 (3 vs. traps); CL/XP 11/1700; Special: Appraise, haggle, natural leader, pidgin, smuggle. Fur-lined coat, jewelry (2,000 gp).*

8. Weigh House: The local weigh house is primarily used for weighing goods for export, mostly cheese and grain. A three-story building, the weigh house is constructed of highly ornamented stone and topped with a bell tower. The master of weights is Lynzee (2 hp), a scholar by trade and renowned for her honesty and precision. Lynzee is a slight woman, swarthy of skin, with hair the color of ripe tangelos and cornflower blue eyes. Impious and altruistic, she is always on about some injustice or another and always fretting about the plight of the unfortunate – not so much as to divest herself of her own fortune, but enough to drive others to distraction and give herself a warm feeling of self-righteousness. Lynzee is married to a member of the infamous night watch [39], who is often glad for their opposite shifts. The weigh house is guarded by two or three men-at-arms supplied by the palace.

Bull Lane & Lich Lane

Bull Lane and Lich Lane are narrow alleys near the waterfront. Although paved in gray cobblestones, they are usually caked in mud, grime and drunken sailors sleeping one off. Sneak thieves are common in these narrow alleys at night, and beggars are common in the daylight.

9. Tomb of Antigoon: This sumptuous monument to the giant Antigoon and his slayer is constructed of granite blocks and faced with porphyry and polished brass. Dozens of sculptures in white marble grace the tomb, the largest depicting Bombastus Grato standing astride the giant holding aloft his severed head. The entrance to the tomb is blocked by a gilded adamantine portcullis. The portcullis can be raised by pressing three stones in its threshold in the proper order – using the wrong order opens a trapdoor to a spiked pit behind the would-be tomb robber. The combination is known to a band of smugglers attached to the infamous Black Guard that patrols the marshes and moors surrounding Antigoon. Within the tomb there is a small chapel dedicated to Apollo Helios and including a small, brass idol of the deity and a limestone death mask of Antigoon hanging on the wall. The brass idol holds a small, slightly irregular glass sphere. When a candle is put in the mouth of the death mask and lit, the beam reflects from the glass sphere and strikes a place in the wall, revealing a stone that can be pressed to cause a series of steps to descend into the floor behind the idol.

At the bottom of the stairs there is a dank crypt that shows a myriad of footsteps in the dust. The crypt contains a massive sarcophagus in which lies the headless body of Antigoon – the head, preserved in wax, is displayed in the Princely Palace. The smugglers post two guards, thieves, in the crypt, which contains a secret door that leads to a damp, winding limestone tunnel that leads down to a subterranean grotto and submerged tunnel. The smugglers keep their ill-gotten booty in this grotto, sealing it in brass urns with wax and transporting it to and fro using a cooperative band of nixies. Three or four additional thieves are usually to be found down here, guarding the merchandise and directing 2d4 nixies.

| *Smugglers, Thief Lvl 3: HP 3d6; AC 8 [11]; Save 12; CL/XP 3/60; Special: Back stab x2, decipher script, thievery, cant. Padded doublets, black cloaks, daggers.*

| *Nixies: HD 1d4; AC 7 [12]; Atk 1 dagger (1d4); Move 6 (Swim 12); Save 18; CL/XP 1/15; Special: Charm.*

10. Weaver: This modest stone hovel is home to Frangain, a master weaver with pale skin, chestnut hair tied in a pony tail and cloudy amber eyes. Short and heavy-set, he has become very forgetful in his middle age. Frangain is a widower with several bright sons, all of whom have left home for lives of adventure. They send souvenirs back to their father from their travels which now cover one wall of his shop, including necklaces of shark teeth from the South Seas, a beaded headdress from the Pearl Coast and a variety of exotic weapons. Frangain employs two maidens as his assistants, treating them little better than slaves.

11. Zoe's Wonder Palace: Zoe is a Glorianan illusionist who fled her own country after several scrapes with authorities temporal, mystical and divine. Zoe is young and attractive, with a quick tongue, flawless peach skin, luxurious chocolate brown hair and blue-green eyes. Zoe has little time for the gods and does her best to avoid priests. Her establishment is a two story wood-framed house with yellow plaster walls painted with images of the weird things to be seen inside. The ground is a museum of oddities, including many stuffed, preserved monsters. Most of the items in the place are simply logs covered by cunning glamers. Zoe is always looking for a quick copper, and she is not averse to closing shop and venturing into the wilderness for a big score.

| *Zoe, Illusionist Lvl 6: HP 21; AC 9 [10]; Save 10 (8 vs. illusions); CL/XP 6/400; Special: Spells known (3rd), spell points 15, silver tongue. Birch-wood wand, topaz necklace (15 gp), dagger.*

12. Fortune House: This single-story brick building is painted bright red and features a tarnished statue of Fortune on each corner of the roof. Run by a gray-headed widower named Flach (4 hp), the Fortune House is a gambling hall where the card game primero is played for high stakes. Flach is deceitful, sharp and never to be trusted. He has olive skin and watery blue eyes. A devotee of Chaos, he has ties with the smugglers [9].

13. Barber: Patrin runs a fine establishment, a full salon with dozens of barbers, wig makers, cup bearers, and masseuses. Patrin is a youthful myrmidon (the male issue of an amazon) who gave up the mercenary life with his own people and finally settled in Antigoon, a chest of gold and gems under his arm. Coming across this establishment, he convinced the owner, one Colyneth, to sell out, and now rules the place like an enlightened despot. The men and women of quality who visit the salon are treated to coffee and biscuits and entertained by a halfling harpist. Patrin spends his days chatting with his customers, discussing poetry, art, politics and philosophy and making eyes at the ladies. Tall and rugged, he has tanned skin, coppery hair and green eyes. Hardy and dextrous, he has made a name for himself as a swordsman, having been invited to many duels by jealous husbands.

| *Patrin, Myrmidon: HD 2+1 (10 hp); AC 1 [18]; Atk 1 sword (1d8+1) or 1 bow (1d8+1); Move 15; Save 16; CL/XP 2/30; Special: +1 to hit and damage with sword and bow.*

14. Ziphios and Siren: A large sign painted with a mermaid riding side saddle on the back of an owl-whale hangs above a double door painted bright white. Inside, one finds a large common room with a dozen tables large and small and five booths behind meshes of fishnet. The room is rough and musty, with a thick pall of smoke hanging about

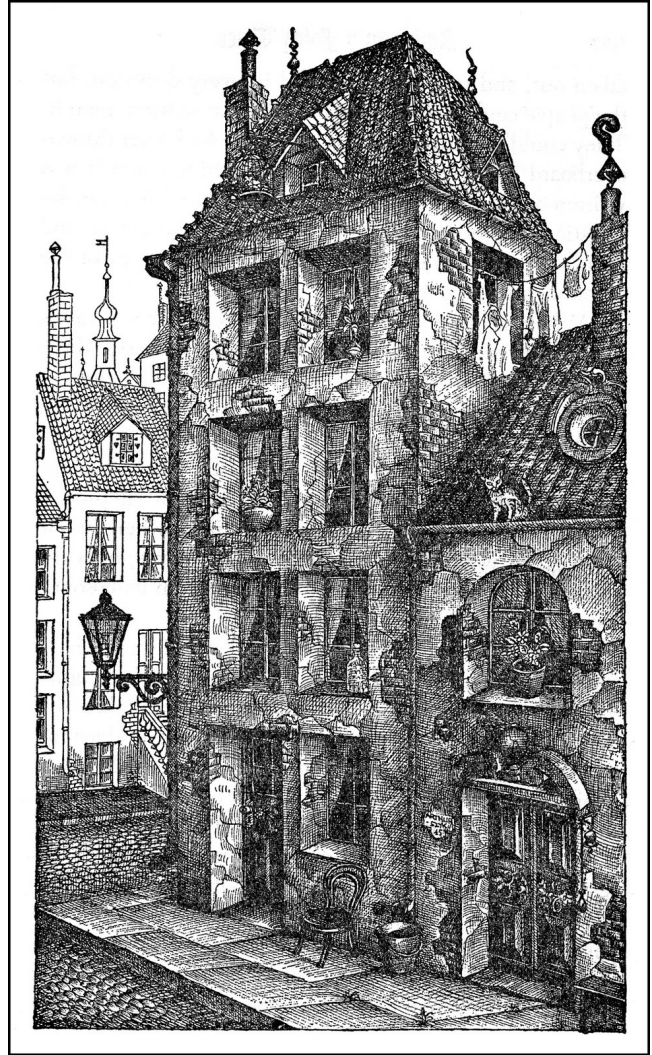
the rafters and dozens of weathered old salts sitting about chewing salt pork and hard cheese and drinking pewter mugs of dark beer. The room has a high, vaulted ceiling, from which a dozen large, stuffed sharks hang, many showing signs of rough housing with gaffs and cutlasses. The *Ziphius and Siren* is run by Kathe, a short, rough hewn old wench with a soft spot for sailors and an arrogant disregard for lubbers. Looking older than her 25 years, she swaggers about the place serving drinks and accepting playful pinches, though anything more is met by a terrific smack from a belying pin she keeps in her apron, and possibly a curt invitation to come by after hours if the perpetrator sparks her interest. Kathe has pale, freckled skin, senopia hair worn loose around her shoulders and warm, brown eyes flecked with gold.

Kathe's bouncer is Whicus, a retired marine with a peg leg and fists like warhammers. Whicus has graying hair, amber eyes and sun-burnt skin. He wears a long, faded blue coat, dingy chemise and trousers and a black belt with a gold buckle worth 25 gp. He carries a belying pin and a cutlass on his hip, but rarely has to use them. Kathe has five children from a run-away husband.

| *Whicus, Fighting-Man Lvl 3: HP 21; AC 8 [11]; Save 12; CL/XP 3/60; Special: +2 to damage from great strength. Dingy clothes, club, cutlass.*

15. Harbor Mistress: Breva (2 hp) the harbor mistress lives in this single story building constructed of coral blocks and topped with a limestone dome and a bronze statue depicting Neptunus. The building has a cellar with a separate, ramped entrance in which seized contraband and Breva's collection of chess sets is stored. Surprisingly young for her official position, Breva has bronzed skin, rust colored hair held back with a silver comb (40 gp) and hazel eyes. She is tall, thin, and dresses in the traditional garb of the harbor master – a long, silk coat of royal blue trimmed with lace over a silvery cuirass and cuisses and yellow leggings of wool and long-toed shoes. Breva keeps a short sword at her side, but is not trained in its proper use, relying instead on four burly man-at-arms wearing platemail and carrying halberd and dagger.

16. Fine Tobacco: Writa is a taciturn tradeswoman who sells fine tobacco blends in the ground floor of this three-story building. Attractive and terribly grave, she buys fine tobaccos from boats that dock in the harbor and then cuts, cures and blends them in her cellar workshop. Quite unlike most of the foppish clowns who dwell in Antigoon, Writa wears clothes of black linen and wide starched collars when she's on the job. Her own nod to vanity is an ebony cane topped with the ivory crocodile head. Tall and neat, with pale skin, aurulent hair and resplendent eyes, she



dwells in the two floors above her shop with her husband, a sea captain (and pirate) and her six children.

17. The Café: This single-story building of wattle-and-daub architecture is a favorite gathering spot for high born gentlemen and ladies and the artists they patronize. It is run by a corpulent woman from the Antilian colonies named Bren. Bren has olive skin, raven hair and gorgeous eyes of cerulean blue. Her wry, backwoods sense of humor is enjoyed by the well-heeled heels of Antigoon, who rarely get that her verbal barbs are directed at them. The artists get it, however, and that and her habit of helping out folks who are down on their luck has made her very popular. Bren is a devout worshiper of Atlas. She has married and divorced three men and is ready to do it again if she finds someone who can keep up with her.

The cafe serves coffee, of course, but also serves tobacco in hickory pipes brought over from Gloriana. Bren and her

waiters and waitresses dress in the colonial style, with Bren sporting a tricorne hat and cornucopia pipe to complete the effect. Biscuits and maple candies are also served.

18. Herbalist: This three story stone building houses a herbalist and her three boon companions. The herbalist is Mirita, a small, pudgy woman with a tattered, brown robe, pale, freckled skin, raven hair and berry brown eyes in a perpetual squint. Mirita's companions are three talking animals, Bruun the bear, Reynard the fox and Tybeert the cat. The four are informal adventurers, less bold most likely than the player characters, but still willing to delve into the underworld for some plunder and swordplay.

| *Mirita, Druid Lvl 1: HP 1; AC 9 [10]; Save 14; CL/XP 1/15; Special: Spells (1st), speak to animals, animal friend. Sickle, holy symbol.*

| *Bruun the Bear: HD 4+1 (24 hp); AC 7 [12]; Atk 2 claws (1d3), bite (1d6); Move 9; Save 13; CL/XP 4/120; Special: Hug.*

| *Reynard the Fox: HD 2 (8 hp); AC 3 [16]; Atk 1 bite (1d4); Move 24; Save 16; CL/XP 2/30.*

| *Tybeert the Cat: HD 1d4 (1 hp); AC 5 [14]; Atk 1 bite and claws (1); Move 12; Save 18; CL/XP A/5.*

19. Locksmith: Maboren is an ancient man who works as a locksmith. A retired master thief who lost three children and the use of one leg to his rivals, he long ago decided to leave the rackets. He now serves as the spiritual leader of the thieves of Antigoon, ready with friendly advice and tips of the trade to those too stupid to go straight. Maboren has hundreds of hair raising tales. Short, thin and unusually charismatic, he is a true penny pincher, keeping his gold and gems hidden in a cache in the cellar. The vault has a triple lock, each one poisoned. Maboren has gray hair, swarthy skin and aurlent eyes. He is fluent in gnome, and close friends with the Kabouters. Maboren always has a pipe in his mouth, though it is only rarely lit. He wears a tattered cap and has a tough, frightening gaze.

| *Maboren, Thief Lvl 9: HP 25; AC 9 [10]; Save 6; CL/XP 9/1100; Special: Back stab x4, decipher script, thievery, cant. Tools, dagger, pipe.*

20. Wise Woman: This single-story brick building has irregular walls, the bricks jutting out in diamond patterns. The door is composed of stained glass in a copper frame, depicting Asclepius surrounded by serpents. The place is run by a wild looking Azsori woman called Macca. Macca was taken from her homeland by slavers from Jinnistan and eventually wound up in Ishkabibel. Her master died in Antigoon under suspicious circumstances and since the Antigoners do not recognize slavery they set her free. She now cultivates a savage appearance, with wild, matted hair, a painted face and a gown made of patched furs and

pelts. In this guise she plays the role of the exotic wise woman, telling fortunes with burnt bones and selling useless charms. Macca has no skill as a priestess or mage, but is an avid worshiper of the chaotic Loptr. She is a bit clumsy and has pale skin, red hair and sky blue eyes.

21. Asclepieion: This marble temple holds the idol of Asclepius. The pillars that front the temple are carved to depict his children, Hygiene, Medicine, Healing, Healthy Glow and Universal Remedy. The temple is raised about 10 feet off the ground, the space beneath the temple being used as a dormitory for injured paupers. Non-venomous serpents crawl over the patients, their association with the healing staff of Asclepius being believed to bring relief to the stricken. The interior of the temple is clad in serpentine and malachite and kept incredibly clean by a staff of nuns sworn to a vow of silence and chastity. The shrine is overseen by Aniddi, a beauteous and soothing woman, middle-aged with graying hair kept under a green velvet coif and a net of silver and rose quartz. Aniddi is not a cleric, per se, but she holds a *staff of healing* and bestows its powers on those she deems worthy (usually folk who can make generous gifts to the shrine or who could destroy it, but sometimes plucky, desperate commoners). The nuns wear green robes and white wimples.

22. Cut-Rate Alchemy: This 3-story brick building features a rank cellar laboratory and two frightened families of boarders. Rented from the government by old Caudryk (2 hp), a musty alchemist with greasy bangs and a gimpy leg, it is frequently wracked by explosions and engulfed by plumes of acrid, polychromatic smoke. Cauldryk runs a cut-rate business in minor alchemicals, though he is a master alchemist who is capable of producing astounding things. He knows the recipe for the universal solvent, but lacks the patience to see such an operation through. Cauldryk is a Lawful worshiper of Prometheus.

Crown Street

Crown Street is paved in the same way as Angel Street, and differs primarily from Angel Street by the presence of many more guardsmen and the massive, looming gatehouse that fronts the Princely Palace. The banks of the palace compound are more crowded with sunning nixies than other canal banks. The Kabouter Manufactory is located on Crown Street to the east of the map.

Kabouter Manufactory: This long, tall building of red glazed brick has a tin roof. The building is covered in flowering vines tended by the Kabouter gnomewives. The gnomes manufacture bells here, from massive cathedral bells to

tiny jingle bells (they are the bell makers of St Nick²). The manufactory houses 30 gnomes ranging in age from 12 to 316 in cozy warrens tucked into the nooks and crannies of the building. The eldest Kabouter is Galen, a rosy cheeked old roustabout with a long, white beard, shiny bald pate and blue eyes as deep as the abyss. He works every bit as hard as the younger gnomes, taking his whiskey and tobacco breaks at noon and sundown, when he can be found sitting outside the manufactory on a rocking chair, often spinning yarns to the locals in his warm, slow countertenor of a voice.

Princely Palace: The palace is constructed in the palladian style from large bricks glazed cobalt blue with fetching white scrollwork and ornamentation and hundreds of fine examples of Antigoner sculpture depicting scientists, poets, philosophers, nymphs and a host of minor divinities. The palace is topped by a great belltower (not pictured on the map) that plays out a complex arrangement written to honor Apollo Helios. One approaches the palace via the gatehouse, a 50-ft tall construction of solid granite with ornamented facings of malachite and white marble. The gatehouse has two 3-ton portcullises of iron and oak, murder holes, arrow slits that allow 20 archers to simultaneously fire on any spot within 120-ft of the gatehouse and a fortified bridge guarded by two swarthy trollwives called Rohidna and Ravita.

The palace features barracks for a company of handgunners – the Prince's Own Blunderbussers, instantly recognizable in the Prince's colors (field tenne with saltire sable) – gardens (not pictured on the map) planted with flowers, shrubbery and trees from all around the world, including a patch of especially fine tobacco from Antilia and a pond of black lotus, a Hall of Learning dedicated to Prometheus and containing a mechanical idol of that titan (fights as a shield guardian with 50 hp) and many examples of artistic and scientific achievements of Antigoners, a man-made grotto for relaxation, hundreds of rooms and offices, and perhaps the finest palace kitchens in the Motherlands outside of Lyonesse. The Princely Palace is Antigoon's monument to mercantile success.

The major domo of the palace is a young aristocratic woman named Naulduine. Naulduine can be found in the entry hall in a long, black velvet robe and holding a cherry wood staff topped by a golden lion. She also carries a thick, leather bound tome in which all appointments are dutifully recorded. Naulduine has porcelain skin, nut brown hair worn in complex braids and caramel eyes. Morose and snooty, she always seems to be in the grip of despair,



pinning away for the unattainable prince. Naulduine is always accompanied by four of the Prince's blunderbussers in their ceremonial full plate armor and carrying flamberges and slim daggers.

| *Prince Fortunato, Bard Lvl 6: HP 39; AC 9 [10]; Save 11; CL/XP 7/600; Special: Decipher, inspire (+1 save, 6 rounds), legend lore, fascinate (6d6 creatures), cast charm person on fascinated creature. Ring of protection +2, bassoon of Valhalla, golden dagger that never misses its mark when thrown, princely robes, crown and jewelry (8,500 gp).*

| *Naulduine, Aristocrat: HD 3 (16 hp); AC 9 [10]; Atk 1 weapon (1d6+1); Move 12; Save 14; CL/XP 3/60. Staff of office, robes, golden medallion of office (500 gp), gold ring (150 gp).*

| *Ravita, Troll: HD 6+3 (34 hp); AC 4 [15]; Atk 2 claws (1d4), bite (1d8); Move 12; Save 11; CL/XP 8/800; Special: Regenerate 3 hp/round.*

| *Rohidna, Troll: HD 6+3 (33 hp); AC 4 [15]; Atk 2 claws (1d4), bite (1d8); Move 12; Save 11; CL/XP 8/800; Special: Regenerate 3 hp/round.*

Fish Market

The Fish Market is the busiest spot in Antigoon, packed with crowds of fishmongers, fishwives and their customers, with boats unloading at the docks night and day. Different markets, including a weapons market complete with swashbucklers crossing swords and sword-swallowers, occur each week. To the south of the Fish Market one will find the Admiralty and Arsenal of Antigoon.

² St Nick appears in NOD 6, "Holiday Magic"

Admiralty: The admiralty is not shown on this map, but stands a couple blocks to the south. It occupies a large sea fort and a dozen sheds holding the galleasses and galleys of the prince's fleet. The Lord of the Admiralty is Halwin, a grizzled old pirate and explorer with a leg carved from a whale's jaw and covered in scrimshaw spells (*water breathing* and *create food & water*). Halwin was taught to mouth those spells by a magic-user that once came into his power in his pirate days, and can therefore cast them if he spends a couple rounds making sure he recites them properly. He carries a thick cutlass on his hip at all time and otherwise dresses as a nobleman, though his bronzed, scarred face suggests a more active life. Halwin has blue-black hair, a large, frizzy beard that often bears witness to his last couple meals, and eyes as gray as a stormy sea.

The Arsenal: The arsenal is a broad, single-story building of wood and stone in which shallow draught galleys are constructed. Larger vessels are built in shipyards outside of town. The arsenal also designs and builds ordnance. It is run by a master engineer, Gorgan, a graying gentleman with olive skin and fallow eyes that seem to look right through a liar. Weighty and pint-sized, Gorgan is a true contrarian, arguing for the pleasure of it. He is also a curious man and terribly interested in mathematics, keeping a set of Napier's bones and scribe's tools with him at all times, just in case the solution to some problem suddenly strikes him. Gorgan has a staff of gunsmiths, junior engineers and carpenters, all of whom call him "Old Not-Good-Enough".

23. Woodworker: This two story brick shop with the ornate wooden window cases and door frame is the home and workshop of Reinna, a mature woodcarver. Carefree and greedy, she is a member of the Cult of Cotys [45]. Intelligent, wise and with thick but nimble fingers, she makes a living carving the figureheads of ships. Her twins, Berta and Berth, are fine woodcarvers in their own right.

24. Old Sailor's Home: This three story building of wattle-and-daub leans perilously toward the sea. Run by Charlai, a sailor's daughter, the house is a place for retired sailors. Charlai is an ex-fishwife and still a member in good standing with the guild, which supplies the funds necessary to run the establishment. The home is a bit dingy, but the sailors don't seem to mind. A raucous collection of old salts, tars and rascals, they spend their days smoking pipes and swapping sea stories with young sailors who stop by to pay their respects. Between them, they've been everywhere and seen everything, and can be treated as a sage of geography for the price of a plug of tobacco or a bottle of rum. Charlai has pale skin, hair the color of desert sand and hazel eyes. She lost her husband to the sea.

25. Warehouse: This four story stone warehouse has nooks and crannies unknown to anyone but the local rats. The floors are divided into dozens of small spaces making it something like a medieval mini-storage. No less than three chaos cults keep shrines tucked into the place and one random artifact is tucked into a soiled, straw mattress on the upper level of the place (guarded by an enormous giant rat). The place is guarded by a young Antilian named Cord. Cord has reddish-brown skin, hair as black as a starless sky and honeyed eyes as sharp as an eagle's when he's awake. Cord wears the clothes of an itinerant soldier-of-fortune – woolen slops and a soiled doublet of blued leather. He carries a bandolier of cartridges for his most important possession, a pistol, and a short sword that is cursed to bring about the death of any woman he touches with tenderness.

26. Letoon: Among the priests and priestesses of Antigoon, Llena's dark beauty and contemplative demeanor marks her as unique. For over a decade, she has served as the priestess of Latona, mother of Apollo Helios and Diana and goddess of oblivion and the lotus. The Letoon is a building of yellowing limestone blocks ornamented with dark malachite accents. Within the shrine there are three bronze idols of Latona and her two divine children, as well as four bronze censers in which smoke crystallized lotus blossom, filling the small space with delicious fumes that cause one to drowse and dream. The limestone tiles surrounding the idols can be removed to reveal a pool of water in a tub of black marble. Initiations into the cult of Latona are performed in this water and meetings of the cult, which is only open to mothers with both a boy and a girl child, are held at each new moon.

| Llena, Druid Lvl 3: HP 9; AC 9 [10]; Save 12; CL/XP 3/60; Special: *Spells (2nd)*, *Speak to animals and plants*, *animal friend*. Staff, holy symbol.

27. Animal Trainer: This one-story brick building was a two-story brick building until a lightning strike shortened it. The upper floor now holds cages for noisy falcons and hawks, while the ground floor serves as a kennel and living quarters for Dalwyda, a master animal trainer who loves animals more than people. Dalwyda is tall and heavy, with the appearance a person too often disappointed. She has olive skin, butterscotch hair and ceil eyes that avoid the gaze of others. She loathes the baiting pit [34].

28. White Star Brewery: This brewery is run by monks of Ceres and is notable for the three white stars painted on the side of the red brick building and stenciled on barrels of their product, a powerful, pale lager. The building is a single story, but the ceiling rises 25 feet at center. The building holds four massive vats and has storage for the

lager ingredients and small sleeping cells for the monks. The brewmaster is Abhaim, a skinny, insensitive man with tan skin, brown hair (cut in a tonsure) and bilious green eyes. Abhaim once trained as a magic-user, and knows the spell *unseen servant*. He joined the clergy for the security, but doesn't care for the life.

| *Abhaim, Magic-User Lvl 1: HP 5; AC 8 [11]; Save 15 (13 vs. spells); CL/XP B/10; Special: Spells (1st). Wooden ladle, dagger, spellbook.*

29. St. Meingold's Hospice: This three story building and its marble facade are famed in the Motherlands. Dedicated to St. Meingold, it was constructed by the Merchant Venturers for use by the community. It is staffed by nuns known for their brilliant golden shifts and large, round bonnets. Four physicians and a skilled apothecary are on the staff of the hospice, which has one hundred beds and several private rooms. It is administered for the Merchant Venturers by Mother Beatrice, a former curial friar who strayed from the faith and is now rededicating herself to the worship of Law. Beatrice has olive skin, black hair and hazel eyes, and she cuts a fine figure of womanhood.

| *Beatrice, Cleric Lvl 4: HP 21; AC 9 [10]; Save 12 (10 vs. paralysis and poison); CL/XP 5/400; Special: Spells (2nd), turn undead. Light mace hidden in robes, book of hymns, silver flute, holy symbol.*

30. Turtle Soup: This six story building of aged black brick holds a number of small apartments, but is most famous for the small restaurant located on the ground floor. Called simply Turtle Soup, they serve their namesake with small crackers baked in an oven behind the building (in fact, everything is cooked in the alley behind the building) as well as sausages boiled in lager and sour cabbage. The restaurant is popular with working folks and dwarves (who become more intoxicated on sour cabbage than on most alcoholic drinks) and its a good place to find hirelings. The place is run by a young woman named Knuta (4 hp), a tall, hard working woman who hails from Ultima Thule and speaks with a thick accent. Knuta has pale skin, auburn hair usually matted on her forehead with sweat and hazel eyes. She knows secrets, they say, about the world that few know and even fewer want to know, for they have done nothing but tear at her mind and weigh down her soul.

31. Cat & Cradle: The Cat & Cradle is a one story brick cottage that serves as a tavern for gentlemen and adventurers alike. Run by a pretty prankster named Judia, it well known for the large shrine on its west wall dedicated to Mad Meg, a commoner turned paladin who stormed the gates of Hell. Judia is a fine cook and an excellent baker and she draws a generous pint of cider. She dislikes elves (was married to one, she claims) and has two

children who, admittedly, have an elfin cast to them. The *Cat & Cradle* is know for its roast pheasants and gulls, salty licorice drops and thick, cheesy porridge served with broiled apples drizzled in honey.

32. Lion's Head Bakery: This tall building houses a two-story bakery, warehouse space and living quarters for the baker and her staff. The ground floor contains the workshop and storage space, while the second floor, reached via an external set of baroque metal stairs, houses a café that serves pancakes drizzled in custard liqueur, almond pastries, cheese pastries and thick slices of toasted rye bread covered in creamy butter, along with bacon sandwiches and boiled sausages for dinner and supper. The bakery, called the Lion's Head for the carving above the second story door, is run by Huugenia, a young, heavy-set woman with swarthy skin, ocher hair that is always neat and tucked into a viridian bonnet, and hazel eyes. Huugenia is a free spirit whose only true love is her bakery. She has a mutilated ear, the result of a quarrel with a hawk.

33. Apothecary: This three story wattle-and-daub building houses a youthful chemist named Madda, an experienced trader who decided a few years back it was time to settle down. While only fair to middling at brewing medicinal preparations, she excels at poisons, having learned many things from her adventures with the savages of Hybresail. Aloof and greedy, Madda has tanned skin, sandy brown hair and tawny eyes. A zealous but subtle worshiper of Chaos, Madda keeps a large store of poisons in a locked chest in her shop. She is an inveterate gambler and currently searching for her third husband.

34. Baiting Pit: This terrible pavilion is home to the sport of baiting – i.e. tying a creature to a pole and sicing war dogs on it for the enjoyment of a bloodthirsty crowd. The pit consists of a two-story gallery for the audience with a central fighting pit that has a 20-ft high ceiling. Above the fighting area there are offices and living quarters for the proprietor, Kalawaine Rhuds, a wicked old man from Tremayne with pale skin, olive green eyes and curly red hair. Kalawaine always appears in brightly colored velvet doublets and braies, with lace collars and a tall hat of vair. He introduces the fights, which usually pit war dogs against helpless bears and bulls, but sometimes (and at higher admission prices) feature more powerful monsters sold to the house by adventurers. Minotaurs have become a house specialty. Kalawaine employs an animal handler named Bersann and six men-at-arms led by a gruff old sergeant named Sigern (10 hp). Sigern would happily leave the service of Kalawaine, but his gamey leg has left him few options for gainful employment as a warrior.

35. Flophouse: This two story timber frame building is a flophouse run by an aging woman named Courma (3 hp), a friendly enough woman but cautious with money and quick to call the guard if she thinks she's being cheated. Married to a sailor, she raises three children in the flophouse, the eldest now working as a sailor and the others either working in the house or scheming on the streets. Shared rooms in the flophouse cost 1 gp a night and are musty, moldy and unpleasant. The dormitory on the first floor costs 3 sp a night and is even worse.

Guilder Street

Guilder Street is a bustling path that connects the Fish Market with the Sun Court. It is usually thronged by merchants and artisan's apprentices hurrying from one place to another, or perhaps enjoying a bowl of soup from a paddler (they walk up and down the street with stout little goblins bearing copper kettles on its padded back) and discussing politics or business.

36. Order of the Swan: This four story building is the tower and stronghold of the Knights of the Order of the Swan, a crusader order that has sent many men to fight against the Saracen that now rules Ishkabibel. Founded forty years ago by the paladin Loherangrin, he still serves as commander of the order despite his advanced age. The order holds a charter from the lost emperor of Nomo and technically has no legal standing in the republic. Still, Prince Fortunato is smart enough to know that opposing the popular knights would be foolish. The building is constructed of granite blocks and has a multitude of arrow slits. It has a stout door of iron and oak guarded by a small iron portcullis. The order consists of Loherangrin, his lieutenant Walewein, ten aristocratic knights and their sergeants and thirty "low brothers" - heavy cavalry and mounted crossbowmen.

| *Loherangrin, Paladin Lvl 11: HP 73; AC 3 [16]; Save 6; CL/XP 13/2300; Special: Detect evil, protection from evil, immune to disease, cure disease 2/wk, lay on hands (22 hp), turn undead, destrier, immune to fear, allies +2 save vs. fear, smite evil (+2 hit and dmg). Platemail, shield, long sword, dagger, holy symbol.*

| *Walewein, Paladin Lvl 5: HP 26; AC 1 [18]; Save 12; CL/XP 6/400; Special: Detect evil, protection from evil, immune to disease, cure disease 1/wk, lay on hands (10 hp), turn undead, destrier. Platemail, shield, long sword, dagger, holy symbol.*

37. The House of Brun: This two-story structure is constructed of brick faced with chocolate-brown marble. It features two large windows that face the street and a gilded door. The tables before the windows are reserved for the highest ranking nobles or wealthiest merchants in the chocolate house. Chocolate is served in the establishment mixed with creamy milk for 1 gp per cup, and small tins of powdered chocolate are sold as a

medicine for 5 gp per tin. The house has become a meeting place of the elite, so a guard is usually posted at the door to ensure the riffraff stay out. The interior of the place is decorated with exceptionally fine furniture and paintings by some of the most celebrated artists in Antigoon, few of whom are wealthy enough to visit. The place is run by a young man called Garric Brun, a former pirate and citizen of Port January. Studious and intellectual, he now dresses in finery and talks politics and philosophy with the upper crust of Antigoon. Garric has swarthy skin that he lightens with powder. He has pumpkin red hair and glandaceous eyes that sparkle whenever a gold coin clinks in his purse.

| *Garric Brun, Pirate: HD 4 (13 hp); AC 8 [11]; Atk 1 weapon (1d8); Move 12; Save 13; CL/XP 4/120; Special: Double damage on surprise attack. Leather jacket, cutlass, dagger.*

38. Theater Sol & Theater Lune: These two theaters are run by twin sisters Herna and Gwelda, daughters of Juand, a famed raconteur and bard who died about a decade ago, leaving the old Theater Lune to his favorite daughter, Gwelda. Herna was incensed, and so used what money she could borrow to open the Theater Sol across the street.

The Theater Lune is a four story building of amber colored stone with a white marble door frame and window casings. A crescent-shaped window above the door gives the building its name. The Theater Sol across the street was also four stories tall, but a tall platform supporting a wooden sun painted bright yellow has been constructed to make it taller than its competitor. Both buildings have an antechamber equipped with benches where entrance can be purchased for a silver coin. Beyond the antechamber there is a large room, two-stories tall, with a stage and balconies for wealthy guests (1 gp). Others must stand through the performances.

Herna VeoJuand is a young woman, plain of face and standing only 5' 6" tall. A careless dabbler in Chaos, she has twice lost husbands at sea. Usually calm and forgiving, mention of her sister or father bring out her dark side. Herna has tan skin, flaxen hair and sepia eyes. Gwelda VeoJuand is a compassionate woman who is married to a the playwright Horngyrth (another annoyance to Herna, who failed at her own attempts to woo him). Bitter towards her sister, she could easily be her double.

39. Night Watch: When Nod bids adieu to the light of the Sun, night floods into the world. Nodlings huddle indoors around hearth fires, lanterns – any source of light – to keep the denizens of darkness at bay. Nothing is more reassuring during the Sun's absence than the call of the night watch, brave men and woman armed with lanterns

on poles and silver swords, walking the streets searching for thieves, grave robbers and much worse things that go bump in the night. The barracks of the watch is a two-story building of black brick, generally unadorned, with thick, black curtains drawn over the windows to allow the constables to sleep through the day.

The night watch is commanded by Shrieve Mayhew, a world-weary friar who wished only to retire to the safety of a cloister after spending what seemed like a lifetime fighting “things that should not be”. Mayhew has pallid skin, reddish hair cut in a tonsure and silvery gold eyes marred by deep wrinkles. Mayhew wears platemail under his simple brown robes when on patrol. His fellow elites include the dhampir mage Vinnci, scion of an ancient family of noble vampires from Nomo and possessed of a truly magnificent nose, Awrfth, a barbaric wodewose that escaped from a visiting carnival, Ynaes, a woman of quality polymorphed into a medusa by a spurned wizard and abandoned by her family, Eijkii, a mechanical man built by the Kabouters and Yalo, a clay golem made by Mayhew. This elite crew responds to reports of supernatural terror in Antigoon, be it night hags, vampires or lycanthropes.

| *Shrieve Mayhew, Cleric Lvl 7: HP 36; AC 2 [17]; Save 9 (7 vs. paralysis and poison); CL/XP 10/1400; Special: Spells (5th), turn undead. Platemail, shield, holy water sprinkler, holy symbol.*

| *Vinnci, Dhampir Magic-User Lvl 5: HP 16; AC 9 [10]; Save 11 (9 vs. spells); CL/XP 5/240; Special: Spells (3rd), +1 to hit undead creatures. Silver dagger, holy symbol, necklace of garlic, spellbook.*

| *Awrfth, Wose Barbarian Lvl 4: HP 30; AC 8 [11]; Save 12; CL/XP 5/240; Special: +1 to hit and damage from high strength, immune to backstabs, fear magic, berserker (+2 hit and dmg, -2 AC, 4 rounds, fight until berserker gang ends). Two-handed axe, knife.*

| *Ynaes, Medusa: HD 6 (26 hp); AC 5 [14]; Atk 1 weapon (1d4); Move 9; Save 11; CL/XP 8/800; Special: Gaze turns to stone, poison. Staff, blindfold, ring of protection from evil.*

| *Eijkil, Mechanical Fighting-Man Lvl 4: HP 22; AC 2 [17]; Save 11; CL/XP 4/120; Special: Immune to poison and disease, does not eat or breath, healing spells 50% effective, half damage from electricity, +1 damage from unarmed strikes. Platemail, shield, heavy flail.*

| *Yalu, Clay Golem: HD 12 (57 hp); AC 7 [12]; Atk 1 fist (3d10); Move 8; Save 5; CL/XP 14/2700; Special: Immune to slashing and piercing weapons, immune to most spells.*

Pounder Yard

Pounder Yard was once a typical residential court, paved in chipped gray stone and protected by a wrought iron (usually unlocked) gate. It now holds a public zoo.

Zoological Garden: This courtyard is filled with a multitude of iron cages holding a menagerie of exotic animals – giant white bears from Ultima Thule, vibrantly colored birds from Hybresail and the South Seas, a pack of sea lions in an



artificial pond, five barics from the planet Martis and two axebeaks captured on the savannah of Pwenet. The animals are exhibited by their captor, Partanwulf, a great huntsman though short of stature, with a powerful work ethic and an incurable thirst for adventure. Partanwulf guides tours himself, sprinkling them liberally with reminiscences of his many exploits while a captain in the republic's army and navy, his time spent delving in dungeons and his travels as a great hunter all over Nod. Partanwulf seems to have seen everything and done everything, and his gracious manner, deep, gravelly voice and zest for spinning a tale have made him one of the most popular characters in Antigoon. He usually wears a velvet coat of dark maroon over a pale chemise, black trousers and high, hard boots, a rapier and dagger on his belt and a floppy hat with a bold cockade on his head. Partanwulf is married to the beauteous Rammena, a princess of the South Seas who fled with him to escape her wicked uncle. The couple have two young children.

| *Partanwulf, Fighting-Man Lvl 9: HP 54; AC 9 [10]; Save 6; CL/XP 9/1100. Rapier, dagger, floppy hat, bandolier (contains snuff and a locket of his wife's hair).*

40. January House: The January House is the factory of the merchants (i.e. pirates) of Port January. Run by an exceedingly natty gentleman bandit called Berno Blue, the place is now managed by his long-suffering wife, Salenna. Salenna is a mature woman with porcelain skin, reddish brown hair worn in long curls and amaranth eyes. Short and dumpy, she was married off to the dashing Berno when the pirate lost his ship to a terrible storm (actually, to a spurned lover by the name of Stormy Sue) and needed a quick infusion of cash. Salenna is a decent sort, altruistic and trusting, and was quite oblivious to her husband's profession until recently. She now wears widow's black, having felt she owed it to herself and her husband to punish him for his sinful ways. The January House is a single-story building with a marble facade and large bay windows looking out over Biscotti Bay. The traders of Port January still come here to meet and arrange business, and Salenna still holds the key to the nearby warehouse. The seamen come here for a home cooked meal now and again, though not a one sits down without glancing at that black, lacquered canister on the sideboard where they say she keeps the deadly nightshade that ended old Berno.

41. Wiseman: Jakob Weisman is a thin, ragged little illusionist who gave up the adventuring life when an errant bolt took away his sight. Penniless, he wandered into Antigoon and became known as a very wise man when he started answering questions in a tavern for money. He now lives in the top floor of this four story building, consulting

on a variety of problems, especially those involving the schemes of politicians and charlatans. Jakob studies late into the night, fueled by coffee and a fear that he shall one day be presented with a problem he cannot solve. Reverent and brilliant, he has a scrawny tabby cat he calls his familiar. Despite his beautiful mind, Jakob is about as ugly a fellow as you're likely to meet, with a crooked nose (from a run in with a troll), warts and thinning auburn hair on a large, pale head.

| *Jakob, Illusionist Lvl 1: HP 1; AC 9 [10]; Save 15 (13 vs. illusions); CL/XP B/10; Special: Spells known (1st), spell points 2, silver tongue. Dagger, scroll case (contains a slim bottle of whiskey).*

42. The Lyceum: Were it not for his 5' 4" frame, Vitus would be regarded nearly as handsome as Apollo himself. He has tan skin, curly, honey blond hair and hazel eyes. A troubadour of great skill and renown, he was recently named the head of Antigoon's famous Lyceum, overseeing four other instructors (bards ranging from 3rd to 5th level) and 20 students. The Lyceum instructs in the arts – images of the muses (Calliope, Clio, Erato, Euterpe, Melpomene, Polyhymnia, Terpsichore, Thalia and Urania) carved in alabaster decorate the facade of this three-story building of aubergine brick, with its tall copper roof notable for the many raised hemispheres that line each panel and the cupola that holds what is believed to be the first bronze bell forged by the Kabouters. Instruction at the Lyceum is received in poetry (epic, love, lyric and sacred), history, tragedy, choral dancing and song, comedy and astronomy. All priests of Apollo Helios must receive instruction at the Lyceum, with other students being the children of nobles and wealthy aristocrats. Legend says that climbing the wall and planting a kiss on the lips of the carving of the muse Erato makes one irresistible to the opposite sex.

| *Vitus, Bard Lvl 5: HP 38; AC 9 [10]; Save 12; CL/XP 6/400; Special: Decipher, inspire (+1 save, 5 rounds), legend lore, fascinate (5d6 creatures), cast charm person on fascinated creature. Scholar's robes, mahogany wand, silver dagger, silver flute tucked into his belt.*

43. Perfumery: The perfumery may be the sweetest smelling building in Antigoon. People often step inside on hot days for some relief from the pungent air of the city. The perfumery is a four story building, the ground floor being a workshop and distillery, the second floor a boutique of pomanders and alabaster cosmetic jars and the third and fourth floors are home to Asfalson and his apprentices and journeymen. Besides distilling many perfumes, the men also distill a fine brandy that they share with favorite customers, for strong drink often opens a tight purse. Asfalson has blanched skin, hair like gilt steel and warm brown eyes. Easily recognizable for his height

(he is over 7 feet tall), he is aloof and scheming, and plans to marry above his station.

44. Poet: Prista (1 hp) is an aging poet and the former head of the Lyceum, retired from daily service to complete her epic poem of the rise of the republic and its glorious conquests overseas. A tall and heavy woman who suffers from the gout, Prista has a ghostly pallor, silver hair and blue-green eyes that look tired and defeated. Fastidious and well versed in history, she often consults as a sage on the side – anything to avoid writing her promised epic poem that, in truth, she gave up on many years ago. Prista is easily flattered and has a sadistic sense of humor, going through one or two handmaidens a week. She has a wondrous collection of books (small, bound in wood and written on pressed cloth) and scrolls on the subjects of history and a large copy of a portrait of Prince Fortunato hanging above her mantle.

45. Night Cult: In the cellar of old Indolis (4 hp) the trader, behind a false wall covered with old pieces of armor, there lies the antechamber to a subterranean temple. The antechamber is clad in mosaics showing Cotys, goddess of the night, engaged in terrible and wonderful revels with the creatures of the night and a small band of worshipers. A small hole at the bottom of one wall grants access to a low, cramped tunnel. This tunnel leads back about 10 feet before ending in a natural limestone cavern. Steps lead down into the cavern, which has a 15-ft high ceiling and measures about 20 feet in diameter. The cavern has a permanent *darkness* spell cast upon it and contains a dozens of wicker mats, silk pillows and an idol of Cotys carved from some unknown, but terrible cold, metal. Indolis is a member of the cult, along with some other immigrants from the Golden Coast and some native Antigoners. The leader of the cult is his wife, Vela (2 hp), a scrawny but feisty specimen with olive skin, bushy black hair and seductive, almost frightening, eyes.

Sun Court

The dazzling Sun Court is a riot of colored marble, streaming banners and pennons, golden paving stones, jongleurs in patchwork suits, strolling minstrels, meditative priests, ladies of the evening (even in the middle of the day), aristocrats walking large, woolly hunting dogs, etc. Most impressive, of course, is the grand fountain carved of marble and porphyry, with golden nymphs and Apollo Enthroned.

46. City Hall: This astounding building is a monument to the excesses of rococo art. Lavished with statues, carvings and every conceivable ornamentation, the building houses a

large hall wherein meet the ealdormen of Antigoon to advise and assist the prince. This hall measures 30-ft square and 30-ft tall and is painted in chocolate browns and buffs, with brass fixtures reaching up the walls to the domed ceiling. A brass chandelier of enormous dimensions hangs under that dome and over the desks and seats of the elders and the large, mahogany throne of the prince. Side rooms hold cloaks, the court bailiffs and apartments for the court's magistrates. When the hall is not in use by the ealdormen, it is used to judge disputes of trade, inheritance and land ownership under a council of three magistrates in robes of deepest azure, crowned with silver coronets and carrying silver rods that can, once per day, be used (with a light tap) to cripple a person who has just told a lie. The chief magistrate is Fursaba, Lady Farquin, who calls herself the Sword of Justice. A knight and veteran of countless lists and battles, Fursaba is short, obsessive and just slightly sadistic. Little gets past her active mind. She has tanned skin, platinum blond hair and emerald eyes.

| *Fursaba, Aristocrat: HD 3 (20 hp); AC 8 [11]; Atk 1 weapon (1d8); Move 9; Save 14; CL/XP 3/60.*



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47. Shrine of St. Troilus: The shrine of St. Troilus has become a gathering place for soldiers, old and young, where the old timers teach the kids a few new tricks and swap stories and lies and mourn their fallen comrades. The shrine is faced with marble and is highly ornamented. It contains a tall idol of Troilus in ancient armor carrying a spear. The idol is delicately painted by the famous artist Fimborgon and set with dozens of pretty jewels. The shrine is maintained by monies donated by soldiers and adventuring fighters and overseen by a priest called Argeir, an aged soul with gray hair and golden eyes. Argeir wears a white mantle emblazoned with a red, sword-like cross flory fitchy, the symbol of St. Troilus cult in Antigoon. Argeir spent years as a mercenary warrior before becoming a monk. He always keeps a stout mace at his side, but never shares his stories of war and glory with the assembled warriors, wishing to forget his former life of violence. The shrine is protected day and night by an honor guard of

portly, old retired soldiers who receive a small allowance from the Prince for their service. They wear steel cuirasse, wide-brimmed hats with tall, white feathers and white mantles with the badge of St. Troilus. In a pitched fight, St. Troilus will bless them with a spell of *heroism*.

| *Argeir, Cleric Lvl 2, Fighter Lvl 5: HP 29; AC 9 [10]; Save 10 (8 vs. paralysis and poison); CL/XP 3/60; Special: Spells (1st), turn undead. Heavy mace, holy symbol.*

| *Honor Guard: HD 3; AC 4 [15]; Atk 1 weapon (1d8); Move 12; Save 14; CL/XP 3/60. Steel cuirass, long sword, dagger.*

48. Rose Cottage: This three story tall building of field stone is rightly famous for the rose vines that cover its face and produce fragrant, white roses during the spring and summer. The building has a forboding black door and a single window of a dozen diamond panes on the top story. It is a mortuary with a receiving room and office on the ground floor, workspace on the second floor for preparing and preserving bodies and living quarters on the top floor for the Pothianus brothers that run the place. The brothers are lay priests of Apollo Helios who work under a charter from the church. Jennyn is the elder brother and Hurmas the younger. Both have bronzed skin, ashen blond hair kept under black cowls and hazel eyes. Jennyn is skinny and ragged in appearance, while his brother is shorter and more handsome. Both are well-spoken and have calming voices. In their workshop they construct coffins, caskets and even sarcophagi for those so inclined. Jennyn is the carpenter of the two, while Hurmas carves stone. Both brothers wear multiple holy symbols and keep a flask of holy water ready.

Tourney Street

Tourney Street is paved in turquoise-colored bricks. Garlands of flowers cross the streets from building to building, placed by the nuns of Latona to honor one of their sisters, who was trampled on the street in the mad rush of revelers at one of the city-state's many holidays.

49. The Milliner's House: The Milliner's House is a storied brothel in Antigoon. It is a three story, narrow building of brick painted bright pink with a door plated in tarnished brass and similarly tarnished bars over its windows. A prostitute sits at each window sewing a hat. Customers stand outside trying to attract their attention by bidding on these old hats. When a price is accepted, the prostitute opens the window and casts out the hat. The customer then proceeds to the door and enters, being directed to the door of the owner of the retrieved hat. Payments are made to the woman, the presence of a burly guardsmen (half-orcs) insuring that the price is paid without further

haggling. The place is run by a youthful man named Frand who won the place in a game of primero. Frand has olive skin, maroon brown hair and apricot eyes and dresses in black and red velvet. A moody, hostile man, he rarely involves himself in the business. He is married to one of his girls, and mistreating her usually spells death for the cad.

| *Frand, Rake: HD 5 (21 hp); AC 8 [11]; Atk 1 weapon (1d8+1); Move 12; Save 12; CL/XP 5/240; Special: Knocks opponent's down when does max damage from a hit. Leather cuirass, long sword, dagger.*

50. Toy Shop: This toy shop is run by a gnome named Grustan, one of the Kabouter clan and something of a black sheep. Traditionally, Kabouters either work in casting and decoration of bells or clark in the bronze foundry. Grustan, however, had a fascination with clockworks and the carving of wood and ivory, and so went into the toy business with a few like minded gnomes. His workshop is cluttered with all sorts of fascinating objects – ivory faced dolls, hobby horses, clockwork soldiers and badgers, etc. A large window allows children to press their faces against the glass and watch the gnomes at work, with some of their finest articles displayed in the window. Besides working on toys, the Kabouters are fully capable of making other clockwork devices and complicated tools that might be of use to dungeon delvers. Grustan is a happy chap, though he does expect prompt and satisfactory payment for his efforts.

51. Silversmith: Roech is a thin silversmith with a lust for wine, women and song. He works all day and parties most of the night, but remains young enough to get away with burning the candle at both ends. When encountered, he usually has a ragged appearance, with dark bags under his eyes, a scruffy beard and a hung-over look in his bleary eyes. He has bronzed skin, dingy black hair and hazel eyes, and though his clothing is usually disordered it is well made and sumptuous. Roech is the official silversmith of the palace, and he is a common visitor there – he knows the guards and really knows the scullery maid. Roech has a wife and 3 children in another village. He sends them a few gold wallons every month.

JMS

Dress to Impress

A Guide for the Well Groomed Dungeon Delver

By John M. Stater, Illustrations from The History of Costume by Braun & Schneider

A typical scene from most games finds a brave band of adventurers tromping back into town laden with treasure and short on supplies and hirelings. Having just removed some obstacle to their exploration of their most recent dungeon, they're eager to get back. So, while most of the party goes in search of new supplies, weapons and armor, the party spokesman, a tall, attractive amazon warrior with high charisma, makes her way into the local tavern to recruit new hirelings. And strangely enough, that high charisma makes her pitch successful even though she's been on campaign for a few weeks, is caked in dirt and sweat, spattered with gore, and looks in most respects like a psychopath just escaped from a mental institution.

In the real world, people dress for success. In most games, players put little more thought into their character's garb other than buying the heaviest armor allowed by their character class. This is not surprising, considering the rules as written impose no penalties for an appalling lack of hygiene, or grant any bonuses for getting all dolled up in your Sunday best before trying to convince a bunch of yokels to follow you into certain death far from home.

Swords & Wizardry provides a single measurement of one's ability to hire hirelings – Charisma. As I do not wish to introduce complicated rules or additional entries on one's character sheet, these rules will focus on how one's hygiene and appearance influence their charisma score.

The Sweet Smell of Success

While there is clearly some controversy over just how clean our ancestors were, we do know that people in ancient and medieval times bathed and wore scents to make themselves more pleasant to others. Common sense and this bit piece of knowledge suggests that smelling awful does nothing to improve your chances of making friends and influencing people.

Most towns and a few specialized villages have laundries and baths of one sort or another, and many hostels and inns have the ability to fill a tub with hot water for bathing. Characters who choose not to bathe after spending time in the wilderness or in a dungeon have their charisma cut in



half for the purpose of attracting hirelings and influencing NPC reactions.

To return one's effective charisma to its potential they must bathe and have their clothing laundered. The services of a washer woman should be fairly cheap – a few coppers or maybe a silver coin in a large city. Their clothing will be scrubbed and scented (probably with lavender, the name of which shares a root with the word laundry), mended with thread and hung out to dry. The kind of baths one is likely to find in a city vary widely. For a silver coin, a hostel or inn can provide a tub with hot (or at least warm water) and a bit of soap. Semi-liquid soap was available by the 9th century A.D. and hard soap by the 12th century A.D. Medieval soap was made with wood ashes, beef tallow, lime, olive oil and wheat flour, among other things.

Roman and Greek baths did not use soap. Rather, people were anointed in olive oil and then engaged in heavy exercise in the dust to work up a sweat. The accumulation

of sweat, oil and dust was then scraped off, the body rinsed in warm water and then cold water, and the process repeated until one was clean. The clean body was then anointed with scented oils.

Medieval baths (not to be confused with stews, which combined bathing with other activities) descended from the Roman baths described above, though with soap and without exercise. Some medieval baths would be heated, especially if they were converted Roman baths, but there's a good chance that they won't be heated. As with Roman baths, visitors can buy soap, robes and towels for a few pieces of silver. In all, a visit to the baths shouldn't run more than a single gold piece.

Once properly bathed, one can opt to spend a little extra for fragrant oils or perfumes. A barber can be visited for a trim (and a bleeding or dental work, if that goblin's mace knocked something loose or that bite from a giant rat left you feeling poorly) and a curl. One can increase their effective Charisma by +1 if they're willing to spend a measly 10 gp on the extras.

Dressing for Success

While personal hygiene can provide a small bonus or severe penalty to one's effective charisma, one's clothing really makes the man or woman. Clothing and jewelry are a way to show off one's wealth and thus one's success. The more wealth one displays in their accoutrements, the greater the bonus to their effective charisma.

Value of Accoutrements	Charisma Bonus
Less than 1 gold piece	-1
From 1 to 10 gold pieces	0
From 11 to 100 gold pieces	+1
From 101 to 500 gold pieces	+2
From 501 to 1,000 gold pieces	+3
From 1,001 to 5,000 gold pieces	+4
More than 5,001 gold pieces	+5

For our purposes, one's effective Charisma can be higher than 18. For every two points above 18, one can have one additional hireling.

The basic peasant's dress consists of a shirt, breeches, cap and shoes for a man and gown, coif and shoes for a woman. Such an outfit costs a single gold piece. The value of one's outfit can be increased in two different ways – adding additional pieces of clothing and jewelry and having one's clothing made from more expensive textiles.

Fashion Through the Ages

Each of the following sections describes the additional pieces of clothing that can be added to one's basic outfit, depending on the era in which they find themselves. The basic price of these objects assumes they are manufactured from wool or, less commonly, linen. Platemail armor can add to the value of one's outfit, but covers most clothing and thus cancels out its value.



Low Middle Ages
(1100-1200)

Men's Clothing	Base Value
Bliaut	10 gp
Cap, conical	1 gp
Chausses/hose	3 gp
Chaperon (hat)	1 gp
Cloak	4 gp
Cape/Cyclas/Mantle	2 gp
Girdle	3 gp
Gloves	8 gp
Surcoat	3 gp
Tunic	4 gp

Women's Clothing	Base Value
Bliaut	10 gp
Cincture	3 gp
Cote	5 gp
False hair	10 gp
Girdle	3 gp
Veil	1 gp
Wimple	1 gp

Bliaut: A women's and men's over garment with voluminous skirts. The bliaut was fit snugly to the abdomen and pleated horizontally. The sleeves are tight from shoulder to elbow, and then flare from elbow to wrist.

Cincture: The cincture is now a liturgical vestment, but it used to worn as an exceedingly long belt with metal clasps or tassels at either end. The cincture reaches the ground.

Cote: The cote or cotte is a tunic with long sleeves that might be worn by men or women. It was worn over a chemise (shirt) and a sleeveless surcoat might be worn over it.

Girdle: In the Middle Ages, a girdle was a belt.

Tunic: The tunic is worn over a shirt and drawers, and could reach as low as the knees or ankles.

Wimple: A headcloth worn over the head, neck and chin, that might be worn either loosely or with a wire or wicker support or simply with heavy starch to create a desired shape.



High Middle Ages
(1300-1400)

Men's Clothing	Base Value
Chausses/hose	3 gp
Chaperon/hood	1 gp
Cloak	4 gp
Doublet	20 gp
Girdle	5 gp
Gown/kirtle	5 gp
Surcoat	3 gp
Tunic	4 gp

Women's Clothing	Base Value
Caul/coif	1 gp
Cloak	4 gp
Cote/kirtle	5 gp
Crespine	10 gp
Hose/stockings	3 gp
Houppelande	4 gp
Mantle	2 gp
Skirt	3 gp

Caul & Coif: A caul is a small headdress that covers tied-up hair. A coif is a tight-fitting cap that covers most of the head.

Crespine: The crespine is a hair net, often made of precious metals. It could be worn over a caul to keep it fixed in place.

Doublet: Doublets are snug jackets with long sleeves that button up the front. It was worn over a shirt and drawers and itself was

covered by a gown, houppelande or mantle. Padded doublets were often worn under armor to prevent chaffing.

Houppelande: The houppelande is a flowing gown worn by men and women. It had a long, full body and flaring sleeves. The houppelande evolved into legal and academic robes.

Tabard: Tabards are short coats, sometimes sleeveless, worn outdoors worn as over garments. Originally worn by peasants, they were eventually adopted as knights and worn over their armor and emblazoned with their arms.



Renaissance
(1500-1600)

Men's Clothing	Base Value
Codpiece	1 gp
Doublet	20 gp
Flat hat	2 gp
Gown/kirtle	5 gp
Hose	3 gp
Jerkin	10 gp
Nether-hose	2 gp
Ruffle	4 gp
Slops	6 gp

Women's Clothing	Base Value
Corset	50 gp
Crespine/caul	10 gp
Farthingale	40 gp
Gown, long	10 gp
Hat	1 gp
Hood, French	1 gp
Hood, gable	1 gp
Stomacher	2 gp

Farthingale: This was a hoop skirt, stiffened with osiers, rope or whalebone.

Hood: A French hood is a rounded hood worn over a coif with black velvet attached to the back. A gable hood is angular, as opposed to rounded, and covers more of the head.

Jerkin: The jerkin is like a sleeveless doublet. It is usually made from leather and worn over the doublet.

Nether-hose: By the Renaissance, the traditional chausses, or hose, had turned into the nether-hose, which extended from knee to foot and were worn beneath slops.

Stomacher: A stomacher is a decorated, triangular panel that fills the front opening a woman's gown or bodice. It may be worn over a corset or in place of a corset.

Slops: Slops were baggy trousers.

The Fabric of Society

The basic textiles used by medieval man were wool and linen, but many more, some quite expensive, were available for use. Wool, of course, is produced by sheep, but also angora from rabbits, cashmere and mohair from goats and qiviut from muskoxen, vicuna, alpaca and camels. Linen comes from flax or linseed.

Each of the cloths or ornaments below multiply the value of an article of clothing. If a cloth is combined with an ornament – for example a doublet of velvet bedecked with pearls – take the largest value multiplier and increase the multiple by one for each additional ornament. The example above would have a multiplier of x5.

Cloth	Value Multiplier
Brocade	4
Bokeram	1.5
Bombast	1.5
Cloth of gold	5
Cloth of silver	4
Cotton/Hemp/Jute	1.5
Fur lining	3
Pearls/small gems	3
Sea silk	4
Silk	3
Silk – Damask	4
Silk Embroidery	2
Velvet	4

Bombast: Also called fustian, it is a variety of heavy cloth of cotton and linen. It is stout and respectable.

Brocade: Brocade is made from colored silks and, sometimes, with gold and silver thread. Brocade is woven on a draw loom.

Bokeram: Bokeram is fine cotton cloth that might have originally come from Bokhara, now the capital of Uzbekistan.

Cloth of Gold / Silver: Cloth of gold is woven with silk wrapped with a band of gold or silver file', though it can also be fine linen or woll wrapped with a band of gold or silver file'.

Fur Lining: Any sort of fur can be used in clothing, but ermine, lynx, marten, rabbit and vair (from squirrels) were common.

Jute: Jute is a coarse fabric spun from the fibers of plants of the corchorus family.

Sea Silk: Sea silk is harvested from the long, silky filaments of a species of bivalve molluscs native to the Mediterranean Sea. The cloth produced from sea silk is finer than silk and very valuable.

Silk: Silk comes from the cocoons of the larvae of the mulberry silkworm. Damask is a reversible figured fabric of silk with a pattern formed by weaving. Damasks were woven by the Byzantines and Arabs.

Velvet: Velvet is woven on a special loom. It is a tufted fabric made of silk in which cut threads are evenly distributed. Velvet originated in Kashmir and is traditionally associated with nobility.

Beware the Fashion Police

Now that the adventurers have visited the baths and given custom to the local milliners, haberdashers, tailors and cobblers and are all ready to hire themselves an army of henchmen, it is time for the local constabulary to make an example of them.

As useful a thing as showing off is, the nobility and royalty are not inclined to allow just anybody, especially a bunch of upstart adventurers, to get in on the act. It was common in medieval times for kings to pass sumptuary laws. Sumptuary laws governed what classes could wear what textiles, furs, colors and jewelry. To add yet another wrinkle in the lives of your players, consider applying such laws to the cities they visit. For simplicity's sake, consider any material with a value multiplier of x3 is restricted to men and women of knightly rank, x4 for those of noble rank and x5 for those of royal rank. Likewise, the use of gold is restricted to nobles and royals, and only royals can wear more than 500 gp worth of jewelry.

JMS

Source: Wikipedia

Blackpoort

City of Thieves



By John M. Stater, Illustrations by Gustav Dore

DEMOGRAPHICS

Population 8,160

Race Human

Minorities Dwarves, Halflings

Patron Deity Mercurius, god of travel

Alignment Chaos

Motto *Teca whed yui cel gsef* (Take What You Can Grasp)

AUTHORITY

Ruler Lord Mayor Glonders Pelf (Thief 12)

High Priest Wontan (Cleric 6)

DESCRIPTION

Theme Wicked city of ne'er-do-wells

Accent Germanic

Vistas Gray buildings, gray skies, dreary people, sneering guardsmen, scurrying urchins

Cuisine Mutton, lamb chops, strong ales, few vegetables, thick brown bread drizzled in grease

Names Bleth, Bodeus, Briggur, Fridus, Grifinn, Karlen, Melvis, Morga, Nevin, Rooks, Tater, Wilmo

Coinage Gold wulps, silver ubels, copper gronks

Blackpoort is a grotty little city on the shores of Blackmere, chilled by the greasy winds that sweep in from the surface of that body of water and obscured from the light of the sun by the black clouds of soot produced by its chimneys. Blackpoort shall never be confused for a pleasant place, but it is a place where an ambitious person without regard for the dignity or property of others can make a fortune.

City of Thieves

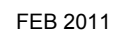
Blackpoort's patron deity is Mercurius, god of thieves, and his clergy is supreme in the municipal confines. The worship of other gods is not permitted and the presence of foreign priests, while allowed, is not encouraged. Foreign priests are kept under close scrutiny lest they engage in unlawful rituals. A cleric or druid of a deity other than Mercurius will be noticed when they enter the city unless they are disguised, and even then the sharp eyes of the guardsmen will detect them 4 times out of 6. They will be tracked the entire time they are in the city-state by a gang



of 1d3+1 black garbed thieves that will make little effort at hiding their presence. The highest level thief in the observation gang has a level roughly equal to that of the cleric or druid, while his underlings are 1st level.

Pigeons and Soot

The two defining elements of Blackpoort are the ever present flocks of pigeons and doves, which seem strangely attracted to the city-state, and soot falling from the sky,



belched up by the city-state's coal-powered furnaces and forges. Keeping clean of soot and pigeon droppings is no easy matter in Blackpoort. The locals wear long, hooded cloaks and wrap scarves around their noses and mouths when outside and mostly wear black and gray garb to better hide the local particulates.

Thieves

Running a close third to pigeons and soot in the vistas one associates with Blackpoort are the city's thieves. The thieves of Blackpoort are organized into dozens of small gangs, most of them specializing in one crime or another but all of them acknowledging the supremacy of the Lord Mayor, the chief criminal of the city. Encounters with ne'er-do-wells can be diced using the following table:

- 1 Bandits (Back Stab)
- 2 Burglars (Thievery)
- 3 Charlatans (Pick Pockets)
- 4 Forgers (Decipher Script)
- 5 Guttersnipes (Back Stab)
- 6 Urchins (Pick Pockets)

Encounters are with 1d4+2 normal humans with equipment and skills commensurate with being 1st level thieves in the skills listed above. Gangs are led by a thief of level 1d4+1, though there is a 4 in 6 chance that bandits are led by a fighting-man, guttersnipes by an assassin and charlatans by an illusionist. The thief and assassin classes can be found in **NOD 2**, while the illusionist class can be found in **NOD 5**. All speak the canting language.

Anti-Heroes

Those men and women of Blackpoort that take to adventuring tend to be anti-heroes, romantic and morose. Players wishing to run a Blackpoorter character might use the following table to determine their particulars. Each Blackpoorter anti-hero has 1d3 elements. Roll 1d6 for the column and 1d10 for the row.

Roll	1-2	3-4	5-6
1	Arrogant	Magnetic	Rebel
2	Intelligent	Charismatic	Outcast
3	Perceptive	Integrity	Outlaw
4	Cunning	Seductive	Dreary
5	Troubled Past	Attractive	Jaded
6	Sophisticated	Dominating	World-Weary
7	Educated	Bipolar	Cynical
8	Self-Critical	Moody	Self-Destructive
9	Introspective	Conflicted	Artistic
10	Mysterious	Iconoclast	No respect for rank

Priests

The priesthood of Blackpoort is open to men and women, who marry exclusively within the church. Children of priests are expected to become priests as well and they receive the mark of the priesthood, a caduceus, branded into their lower arm at age 13. The clerics are spiritual advisers and the inspectors of goods and services. They wander the markets of the city-state with their measuring instruments and firebrands, burning the soles of feet of people guilty of cheating their customers (unless, of course, they have bought special dispensation to do so). The priests wear fur-lined robes of teal. Eye contact with priests is taboo.

Secret Shrines

Old faiths die hard, and many secret shrines are scattered about the city-state, unbeknownst to the priests of Mercurius. These shrines consist of everyday items that are venerated by the people with a mere nod or a tossed copper gronk. A brass coin might be hammered into a wall for Apollo Helios, a hammer hung from a sill for Volcanus, a forked stick stuck in an alley for Jove, a spindle for Minerva, a yoke for Hercules and a sack of flour for Ceres.

Army

Blackpoort's army is composed of fast, light cavalry and light footmen and crossbowmen. They are infamous for their wanton cruelty during campaigns (even to their own people) and high rank is obtained via political connections or outright bribery.



The Watergate

The Watergate is a gatehouse on the River Swiven attached to an aging citadel that is crumbling in places. The gatehouse has four 50-ft tall towers pocked with arrow slits and protected by a full company of crossbowmen

under the command of Childe¹ Harold. Harold is a doughty old knight, scarred and battle-tested, who seems to be completely unaware of his city-state's foul reputation. Harold serves the Lord Mayor loyally, and would be butt of many jokes if not for his skill at arms and willingness to crack a head or two for mockery. Harold wears platemail and is armed with a shield, longsword and dagger. He has very little hair, a tangled white beard and a single, silvery-blue eye that regards everyone as a potential enemy.

| *Childe Harold, Fighting-Man Lvl 6: HP 39; AC 2 [17]; Save 9; CL/XP 6/400. Platemail, shield, longsword, dagger, golden ring (1,000 gp).*

The Lord Mayor

Blackpoort holds an imperial charter, much to the dismay of the king of Lyonesse, who nonetheless plans to either annex it or raze it to the ground some day to satisfy his own imperial ambitions. The city-state is ruled by a lord mayor that is elected by the city-state's council of aldormen. To become an aldorman, one must be the master of a guild, a priest assigned by the church (the church holds three seats on the council) or a wealthy donor who pays upwards of 1,000 gold pieces for a seat on the council for one year. The lord mayor does not have a seat on the council, which acts in an advisory capacity to his otherwise iron rule, able to counteract his wishes only on a unanimous vote. While the thieves of the city have no official place on the council, most of the guild masters of the city-state are thieves and all of the aldormen are aware that opposing the criminal syndicate of the city means certain death for either themselves or a loved one.



The current Lord Mayor, Glonders Pelf, has held his office for twenty-six years, and is now a very spry and wicked 68 years of age. Scion of an old iron mongering family, he is a

¹ *Childe* is a title roughly equivalent to the knightly "sir".

tall, ruddy faced man with curly brown whiskers, always neatly trimmed, and hawkish brown-green eyes. As Lord Mayor, he is entitled to wear the grayish purple robes of office lined with sable and a large, gold chain of office enchanted with a permanent *protection from evil* spell. The Lord Mayor carries a silver dagger and is accompanied by a guard of rakes (3 HD, sword, shield and chainmail armor, poisoned darts). He is also followed about by a retinue of 1d4+4 clarks needing signatures, 1d4 merchants needing favors and 1d4 priests keeping an eye on him.

The Lord Mayor is married to a beauteous grand dame by the name of Morgatta, elder sister of the Reeve of the East Riding, Athegn. Morgatta is tall, overly tall for the taste of the rather stout (and insecure) men of Blackpoort, with a refined pallor, high cheek bones, dismissive eyes of magenta infused with gold (suggesting elven blood) and hair as black as an assassin's heart. She is never seen in anything less than 5,000 gp worth of clothing and jewels, and never in the same outfit twice. Morgatta is a schemer, easily as crafty and base as her husband, and always in the company of a band of fully armored knights known as the Dame's Wardens. The wardens are usually young and chosen for how well they please the lady, though all are of aristocratic birth and all are trained at arms. To determine their exact composition, roll on the table below:

1-3	Man-at-arms (1 HD)
4-6	Sergeant-at-arms (3 HD)
7	Captain (5 HD)
8	Fighting-Man, level 1d4+3

Each warden wears platemail and carries a shield of black oak decorated with silver nails spelling out "DW" in flowery script and carries a longsword and dagger. They wear the arms of the grand dame, velvet surcoats of burgundy emblazoned with three bezants or.

The grand dame is also accompanied by a duenna, who sees to her immediate needs, a secretary who manages her schedule and interacts with others on her behalf and a gaggle of 1d6+6 ladies-in-waiting.

Pelf has no legal heir, though his bastards are numerous and occupy many positions of authority in his government.

| *Glonders Pelf, Thief 12: HP 41; AC 9 [10]; Save 3; CL/XP 12/2000; Special: Back stab x4, decipher script, thievery, cant. Sable robes of office worth 300 gp, medallion of office worth 500 gp, silver dagger.*

The Domain

The domain of Blackpoort consists of moors and meadows, with a few scrubby woodlands of birch and hart's-tongue

and especially mean-spirited fey. The main business of Blackpoort is mining, especially of iron, though the city-state's fields produce enough grain and root vegetables that the people would only slowly starve without imports from Lyonesse and Antigoon. The domain is divided into two shires, each governed by a shire reeve who swears fealty to the city-state rather than the Lord Mayor, and who passes their title down through the law of primogeniture, thus making them true nobles. The shires are called the East and West Ridings, or Aerdsain and Wardsain, both described in **NOD 6**.

Crowds of Blackpoort

Roll Crowd

- 1 Apprentices (2d6) wasting time or carrying messages
- 2 Aristocrats (1d3) parading and shopping
- 3 Assassins (1d4) being secretive
- 4 Beggars (2d6) with hands outstretched
- 5 Dwarfs (2d4) scoffing at human craftsmanship
- 6 Ghost (1) looking for a way to the other side
- 7 Goodwives (1d6) shopping and doing errands
- 8 Guardsmen (1d4+1) harassing foreigners and yokels
- 9 Halflings (2d6) picking pockets and enjoying their day
- 10 Illusionist (1) running a scam
- 11 Journeymen (2d4) going to or coming from work
- 12 Masters (1d4) arguing complaining about business
- 13 Merchants (1d4) arguing politics
- 14 Pedlars (2d6) hawking their wares
- 15 Priests (1d6) in teal robes, chanting and blessing
- 16 Prostitutes (1d3) working the crowd
- 17 Rakes (1d6) looking for trouble
- 18 Thieves (1d6+1) casing the crowd and plying their trade
- 19 Urchins (1d4+1) picking pockets
- 20 Special

Special Encounters

- 1 Lord Ruthven the vampire on the prowl [51]
- 2 Lord Mayor and his retinue (see above)
- 3 Grand dame and her retinue (see above)
- 4 Elfed the chemist on a murderous romp [54]

Streets & Encounters

Cathedral Square

The cathedral of Mercurius is one of the central gathering places for citizens of Blackpoort. From haggling merchants to canny thieves and politicians, anyone who needs to make a deal or garner some spiritual assistance to get ahead eventually finds their way to the cathedral to make a *quid pro quo* sacrifice of something shiny and expensive.

The square is paved in dark red bricks in a sort of staggered diamond pattern. A band of postulate monks and nuns

keeps the square clean with brooms and selling bits of useful junk and found items on the side.

1. Cathedral of Mercurius: Mercurius' cathedral is a large, weathered construction of dark gray blocks of stone faced with sooty, yellow limestone. The building is covered with beautiful architectural details, including multiple bas-reliefs depicting the adventures and accomplishments of Mercurius and his many children and consorts, including a large, cherished bas-relief of a voluptuous Venus on the northern face of the cathedral that attracts many offerings from hopeful lovers in the form of kisses from painted lips and garlands of white flowers.

The cathedral is surmounted by a tarnished dome of brass etched with protective glyphs and runes and several towers, each with a pointed roof and containing a large bronze bell. These bells are rung at midnight to call thieves, scoundrels and prostitutes to prayer.



The interior of the cathedral is dominated by a large sanctum containing an idol of Mercurius on the wing carved from white marble and coated with gold leaf. An altar before the idol contains slots through which offerings of coins and small gems are accepted. Teal robed priests are always on hand to advise petitioners and guard the locked iron boxes into which the offerings flow.

Surrounding the sanctum are a number of chambers used as storehouses of vestments, candles and other priestly paraphernalia, as well as offices, living chambers and rooms used for exorcisms, congress with departed souls and summonings. Secret doors in these ritual chambers lead into the subterranean levels of the cathedral, where the bodies of Blackpoort's deceased aristocracy are processed for their journey to the Land of the Dead. The priests of Mercurius, now robed in sable cloaks and wearing bronze gorgon masks, remove the heads with a silver axe, anoint them with costly, fragrant oils and seal them with beeswax. The heads are then placed in terracotta boxes and put on shelves in the flooded catacombs under the cathedral. The bodies are loaded onto barges and poled to one of many grottoes that connect with Blackmere, where they are sold to the strange denizens of the black lake or sorcerers in need of bodies for their explorations into the unknown. The priests do a good business in bodies and funerary rites.

The head of the cathedral is the Archbishop Wontan, a delicately featured man with high cheekbones, creamy skin and curly brown hair usually kept under a skullcap of teal silk. Wontan is the eldest of many siblings, all of whom are merchants and tradesmen. He is married to the abbess of St. Autolycus Abbey next door and has a son named Bode, a rapacious little snit who sits on the city council.

| *Wontan, Cleric Lvl 6: HP 22; AC 9 [10]; Save 10 (8 vs. paralysis and poison); CL/XP 8/800; Special: Spells (4th), turn undead. Equipment, Robes of office, silver mace, holy symbol.*

2. Bakery: Domen's bakery is a single-story structure of blackened brick with three large chimneys that burn coal. The bakery has a 15-ft ceiling, a large work area that employs a dozen bakers and apprentices. A narrow strip facing Swindle Street has several tables for patrons to enjoy hot, buttered bread, frothy mugs of black beer (imported from the countryside) that is sometimes spiced with cinnamon and cloves and plum tarts. A private room in the back of the bakery is a favorite meeting place for rivals to make marriage deals beneath a small idol of Priapus, fertility god and son of Mercurius. The master of the establishment, Dolmen, is a self-effacing man with pale skin, beady gray eyes and short-cropped brown hair.



Unbeknownst to the good people of Blackpoort, he is a maniac who wanders the streets at night murdering people and collecting their thumbs.

| *Domen, Assassin Lvl 4: HP 13; AC 9 [10]; Save 12 (11 vs. death); CL/XP 4/120; Special: Decipher script, disguise, sneak attack x2, skullduggery, poison. Razor-sharp knife.*

3. Barber: Fridaz is a strange man, lovely ivory skin, curly, golden hair and crimson eyes surrounded by a palpable melancholy. He rarely speaks, cutting hair (many of his customers are priests keeping their tonsures well clipped), shaving faces and pulling teeth with gentle competence and imparting a strange sense of calm and peace to his customers. Fridaz employs two apprentices, local boys who can only aspire to their master's skill. He also owns a large, golden cat who lazes about the shop, opening its emerald eyes when people enter the shop and giving them a long, hard look. Fridaz dwells above the shop in a simple room with his cat, gazing out the window late into the night, studying the stars. Fridaz is a fallen angel, come to Nod to

deliver a message to the Archbishop from Mercurius. He stayed too long in the mortal world, developed a taste for the night life and fell in love with a dancing girl.

| *Fridaz, Celestial Bard Lvl 6: HP 27; AC 9 [10]; Save 11; CL/XP 7/600; Special: Decipher, inspire (+1 save, 6 rounds), legend lore, fascinate (6d6 creatures), cast charm person on fascinated creature.*



4. Old Curiosity Shop: This shop is run by an antiquarian called Bodur the Bent, an old man with a crooked spine, thin fingers twisted by rheumatism and a deeply creased face. Bodur has all manner of useful items in his shop, most of them quite old, but sturdy. Bodur knows a story behind most of the items in the shop, from simple lengths of rope to a singular brass lamp with inlaid ivory panthers that he will not part with for less than 1,000 gp, explaining that it was carried by St. Oglethwit in his ancient and well known explorations of catacombs and tunnels that now form the foundation of Blackpoort's undercity.

| *Bodur, Adept Lvl 4: HP 10; AC 9 [10]; Save 12; CL/XP 4/120; Special: Spells (1st), sage. Worn black robes lined with vair, tarnished silver belt, dagger, leather bag of shimmering powder.*

5. The Screeching Maiden: The *Screeching Maiden* is a decent quality coaching inn on the High Street and next to Cathedral Square. The inn is named for its sign, an old figurehead over the entrance that is connected to a copper pipe that runs from a vat of water behind the hearth. As steam builds in the vat, it finally bursts forth from the maiden's mouth, giving off a loud whistle. The entrance to the inn is via a double door in the inn's courtyard, where a groom awaits to take a horse and/or carriage to a shed just south of the inn, or by a cellar entrance on the High Street.

The *Screeching Maiden* has three floors, the upper floors given to a dozen private rooms and a large common room. The first floor has quarters for the staff and the owner,

Clerren, and his family. There are two taverns, one in the south wing that serves the city-state's famous dark stouts and a menu of sausages, roast pigeons, sour dough breads and honey cakes for desert. One can usually find Nevin, a baronet, holding court here with his retinue of rakes and doxies. Nevin is a seductive man who spends money much faster than his manorial village can make it.

The more popular tavern for adventurers is in the cellar, where rot-gut liquor and heavily fortified wines and food brought down from the kitchen. The cellar is usually crowded, noisy and fun. A large hearth is shared with a "secret" room that holds a large tub of water available for private stews with the tavern wenches, Dawn (a mousy blond), Thomka (a tall, pasty faced red head with an infectious laugh and sparkling green eyes) and Xalta (a buxom emigre' from Mu-Pan with a round, pleasing face and a sultry voice). Gorlaf, a bawdy jongleur who performs in his pantaloons and with a painted face, entertains most nights in the cellar, reciting dirty limericks and performing juggling tricks with daggers and wooden balls.

The landlord of the inn, Cleren, is a retired soldier who still carries his broadsword on his hip. He is married to Nemaeri, a woman from the countryside with hobgoblin blood flowing through her veins. She has reddish skin, black hair worn in long braids, and a chiseled, pretty face. She stands 7' tall in her stocking feet and is built like an amazon. Sturdy and voluptuous, she gets plenty of stares from the patrons in the cellar tavern, which she runs, but nobody is stupid enough to whistle. Clerren and Nemaeri have three children and employ ten servants.

| *Clerren: HD 1 (2 hp – he is unwell, but hides it); AC 9 [10]; Atk 1 weapon (1d8); Move 12; Save 17; CL/XP 1/15. Ring armor in the cellar, short sword on his belt, short bow and 10 arrows hanging on the wall.*

| *Nemaeri: HD 1+1 (7 hp); AC 8 [11]; Atk 1 weapon (1d6+1); Move 9 (slightly bowlegged); Save 17; CL/XP 1/15. Cleaver.*

Clanker Row & Guild Street

Clanker Row intersects with Guild Street in this portion of the map, but is otherwise hemmed in by the city walls. If Blackpoort is known for its soot and grime, Clanker Row is the reason for it. Clanker Row is the chief industrial corridor of the city-state, being home to dozens of smiths and iron foundries. Most of the traffic on Clanker Row is in the form of apprentices, journeymen and master artisans on their way to and from work or other appointments. Coal wagons and other carts carrying raw materials and supplies make their way up and down the street with distressing regularity, forcing pedestrians to the margins of the narrow, brick-paved path.

6. Blacksmith: Grizelda's smithy is a single-story brick building with a large forge and well tended tools hanging on the walls. Grizelda is a blacksmith, focusing on tools and other non-violent goods, though she is capable of cleaning and making minor repairs to weapons, and might have a few old weapons and shields for sale, taken in trade from down-on-their luck adventurers. A mature woman, she was widowed many years ago and her son, the apple of her eye, serves in the Blackpoort guard. Grizelda has light olive skin, gray hair and green eyes. Her appearance is usually ragged. She is a hard worker, and can usually be found clanging away well after dark. Pessimistic by nature, she is not given to working on account. She has a large diamond worth 450 gp hidden in a wooden box nailed to the inside bottom of a barrel filled with sand and used for cleaning the rust from armor. She sleeps in a backroom.

7. Sadistic Smith: Morgan is a hot tempered and sadistic young man who hates his job, hates his life and hates everybody around him. He has tan skin and sandy-brown hair and always wears a perpetual scowl on his handsome face. His smithy has two stories, with living quarters for two in the upper story. A widower, he drowned his young bride in the Swiven River, attracting the ire of the nixies living there, who have conspired with other fey to ruin the young man's life.

8. Stables: These stables, owned by Barno [26] and mostly serving the farrier [9] next door, are managed by Tatiana (5 hp), an expert groom and very attractive young woman underneath the grime and dirt she normally wears. With her olive skin, bright, hazel eyes and infectious smile, she has charmed more than a few travelers out of a meal and several mugs of ale – after a bath, of course. Tatiana is a solitary sort who prefers the company of horses to humans (again, outside of a brief tete-a-tete). Intelligent and inquisitive, she can also be quite violent when threatened.

9. Farrier: Fridd is an ex-soldier who now works as a farrier, a sort of combination blacksmith and horse veterinarian. A mature man with deep wrinkles on his broad, expressive face, he has olive skin, thinning gray hair and dark, soulful brown eyes. A tape worm keeps him looking thin and drawn even when times are good. Fridd carries a torch for Tatiana next door, but his craven and argumentative personality keeps her away. Fridd once took a bribe from the assassins' guild to misshoe a horse, causing it to rear and kill its rider, the son of a minor noble.

| Fridd: HD 1 (5 hp); AC 9 [10]; Atk 1 hammer (1d4) or crossbow (1d6); Move 12; Save 17; CL/XP 1/15.

10. Iron Monger's Guild: This ornate, four-story building is home to the Humble Brotherhood of Iron Mongers. The iron mongers own mines and sell iron to the local smiths and export ingots of iron and steel to merchants and smiths in Antigoon, Lyonesse, Pfeife. The front door is made of iron and covered in bas-relief sculpture of oreads and miners entwined. It is flanked by non-animate caryatid columns of miners carved from porphyry. The current master of the guild is Yavvoo, an old man who immigrated from Kirikersa after he tired of a life at sea. Yavvoo has swarthy skin, curly black hair and green eyes. He only wears the latest fashions from Antigoon and cuts a fine figure, all 5-ft of him strutting down the avenue with a gold-tipped walking stick and two burly guards in mail. Yavvoo has three wives and many children at home, so he often sleeps in his room in the hall. A sober and honorable man, he indulges in no vices but does have a short temper that leads him into regrettable confrontations.

| Yavvoo, Venturer Lvl 4: HP 14; AC 9 [10]; Save 12 (11 vs. traps); CL/XP 3/60; Special: Appraise, haggle, natural leader, pidgin, smuggle.

11. Smith's Guild: The Honorable Guild of Smiths occupies this grand old manor of orange-red brick with wrought iron bars on the doors and windows. The guildhouse has a significant set of cellars that hold a vault guarded by a rather small iron golem in the shape of a nymph and wielding two hammers. The building has a sizable hall that is used not only for meetings of the guild, but also for meetings of the city council (composed of the Lord Mayor, the various guildmasters of the city-state, the high priest of Mercurius and the abbott of St. Autolycus Abbey. There is also a shrine of Mercurius (the idol can be rotated to reveal an idol of Volcanus), meeting rooms, living quarters for members and visiting smiths from allied guilds. The guild is headed by Stolf [14].



12. Foundry: Griffer is a roly poly old halfling who was cast out of his caravan for his lack of belief in the old gods. He now runs this foundry, won from Barno [26] in a crooked game of dice. Griffer has ruddy skin, chestnut hair and beady, black eyes. Despite his success, he is a bitter, unloved man. The foundry is a brick building with 20-ft high ceilings and dozens of chimneys that belch forth black smoke from daybreak to nightfall.

| *Griffer, Halfling Thief Lvl 4: HP 12; AC 7 [12]; Save 11; CL/XP 4/120; Special: Back stab x2, decipher script, thievery, cant. Two daggers, one in his boot, the other in his belt, jack of plates disguised as a normal doublet, loaded dice, deck of cards, pouch of 1d4x10 gold coins.*

13. Armorer: Mors (5 hp) is an armorer who produces shields, mail, ring armor and simple weapons, the rules of the guild disallowing anything else. This has created a deep, abiding hatred in him for his rival (and guildmaster) Stolf [14]. Mors is nonetheless honorable and he possesses a powerful intellect (Int 15). He is tall and muscular, with bronzed skin, black, curly hair and blue eyes. He is such a favorite of the ladies of Blackpoort that a constant parade of maidens and matrons moves past his smithy during working hours. He's even considered using his good looks to woo Stolf's daughter or wife in revenge. He lost his own wife (from an arranged marriage) to Griffer [12], who lavishes riches on her. Mors lost his right eye to a white-hot splinter of iron while he was an apprentice, and now wears a leather eye patch.

14. Master Stolf: Stolf is the master of the smith's guild and a master armorer who pays the priests of Mercurius well for the right to cheat his customers. Old, with a stately chin, bull neck and wild, white hair, Stolf considers himself the best man in Blackpoort, and doesn't mind a bit of fisticuffs to prove it if provoked. Tall and heavy-set, he has a 15 strength and a terrific combination punch. Stolf is well versed in politics and getting what he wants, and most political intrigues in the city-state involve him to some degree, for he is a bitter rival of the Lord Mayor. He is a devout worshiper of Mercurius and several images on the Cathedral bear his likeness. His wife can usually be found caring for their three young children and seven apprentices. Stolf's eldest son is a priest and his daughter an accomplished armorer in her father's employ. The family lives in plush apartments in the third story of his three floor building and keeps 3,500 gp in a locked iron chest marked with the secret sign of "off limits" to the thieves of the city.

15. Dwarf Smith: Osten is a young dwarf, no more than 70 years old, and lazy as can be. On the run from relations in Antigoon who resented his refusal to wed a minor cousin

of the Krumms. Osten has skin the color of jet and a round, cheerful face that invites trust. His short hair is brownish-black and very curly. Osten dreams of striking out and seeing the world, and while he's happy to do repair work (he can't make armor or weapons) and build basic metal goods for adventurers on credit, he'll pester them to death to take him along on their next adventure.

16. Wrought Iron Worker: Chazza (3 hp) is a young immigrant from Hybresail. Brought to the Motherlands on a slave ship, she managed to jump ship in Antigoon, hiding beneath a bridge with the help of a troll who took a shine her. Chazza has cinnamon skin, dark brown hair that is thick and luxurious and green-blue eyes that can be quite disarming when she wishes. Tall and built more like a model than a smith, she is nevertheless very skilled with wrought iron, producing the decorative finishes common to buildings in Blackpoort. Too flighty for a long courtship, she craves attention and spends most of her nights on Crooked Street enjoying the night life.

Crooked Street

Crooked Street (often just called "The Crook") is a lively street of bustling crowds, where rich and poor mingle. The center of activity on The Crook is the Music Hall [18], of course, and the old street has become a center of the "Bohemian" art set in Blackpoort, drawing jongleurs, prostitutes, street artists, minstrels and clowns at twilight and lasting into the night.

17. Brigtan the Duelist: Brigtan is a young woman of modest means who makes a living as a duelist. Aloof and scheming, she appears to have received an education, but never speaks of her past. Her home is a single-story brick building with a slate roof and a conservatory in which she raises a number of "medicinal" herbs. Hidden beneath the conservatory, under a removable floor tile, is a small coffer holding 450 gp and a large, leather-bound bestiary. Brigtan is very short, with tanned skin, blond hair that always seems to be falling in her face, and hazel eyes. She is always dressed neatly, in a black doublet (actually a jack of plates) and black breeches, with an ornate longsword on her hip and daggers hidden in her tall boots.

| *Brigtan, Assassin Lvl 5: HP 20; AC 7 [12]; Save 11 (10 vs. death); CL/XP 5/240; Special: Decipher script, disguise, sneak attack x3, skullduggery, poison. Jack of plates, longsword, daggers.*

18. Music Hall: Always surrounded by hustle and bustle, the music hall is the center of the Crook's cultural life. Owned by Leona Tattlewit, a young woman with alabaster skin, dark brown hair cut in a bob and aloof chestnut eyes with a touch of crimson. Tattlewit is tall and thin, graceful

and with an airy, sylph-like beauty that belies her very precise and business-like mind. Her former husband, Sceath Tattlewit (RIP) was a well regarded actor, and she inherited the theater when he died. The music hall plays two-act operas to boisterous, noisy crowds. Halflings work the audience selling greasy viands and fruit and picking pockets (Leona gets 20%). The hall is a building of red bricks painted in bright, garish colors (blue, yellow, purple) and an old copper roof that leaks. Next week, the company of actors and singers are putting on a musical production of a new play called *The King in Yellow*.

19. Foundryman's Club: This dimly lit social club is frequented by laborers of all stripes in Blackpoort, including poor adventurers. The club consists of a single story brick building with a peaked, slate roof and a tall chimney. Inside, there is a common room with three round tables (old oak, varnished by several generations of use), four long tables painted red and a few semi-private booths hidden by lank, greasy curtains. The inn is run by Wolvine, a youthful woman with olive skin, thick, blond hair pulled back in a bun and hazel eyes always cast down in a serious look. Wolvine is a bit heavy-set and usually wears a peasant dress. She inherited the club from her father, Olvus. The club serves black beer and pungent mead in wooden goblets. Steaming trenchers of eel and white fish are set on the tables every hour and patrons are expected to drop a few coppers on the trencher after eating their fill. Wolvine, despite her surly exterior, is brave and virtuous. A widower who lost her husband, a man-at-arms, to some damn fool dungeon exploration, treats her patrons like her own children, doing her best to keep them on the straight and narrow and true to their lives and children.



20. The Old Miser: This imposing five story tower is the home of Nevenbak (2 hp), a miser. Nevenbak's home, though once quite grand, has fallen into disrepair. The

stone is black with soot and the roof is missing slate tiles. The corners of the roof were once protected by sculptures of eagles, but all but two have fallen into the overgrown garden. The garden is surrounded by a tall wall with a tarnished bronze gate.

Nevenbak lives alone, having long ago driven away friends and family with his over zealous thrift and terrible lust for money. He maintains a vault beneath his house that has yet to be cracked by the thieves of Blackpoort, though many have tried. Their remains now decorate the vault's antechamber, where dwells a captive owlbear called Lleaisshairn, possibly Nevenbak's only remaining friend. Nevenbak spends his days in his counting house in the southern portion of Blackpoort, and his nights in the vault with his owlbear, counting his money (1,600 gp and a potion of green dragon control in a dusty wine bottle). One of Nevenbak's arms is twisted, the hand atrophied into a hook-like claw.

| *Lleaisshairn, Owlbear:* HD 5+1 (30 hp); AC 5 [14]; Atk 2 claws (1d6), bite (2d6); Move 12; Save 12; CL/XP 5/240; Special: Hug for 2d8 points of damage if attack roll is 18 or higher.



21. Mad House: Blackpoorters usually hurry past this somber, three-story building. Once a manor belonging to the extinct Usher family, the building is now a madhouse under the supervision of the priests of Mercurius, specifically Brother Candle, a curial friar with sun-kissed, happy wrinkles framing his eyes and light brown, tonsured hair. Candle's own mother went mad, so he has dedicated himself to caring for the insane and using what few powers he has to keeping them healthy. The other priests who work in the madhouse consider it a punishment, which is usually is, and often react accordingly to the needs of the inmates. It is also known to be a place where enemies of high placed men and women end up, often without the

knowledge of Brother Candle. The windows of the madhouse have thick curtains of black velvet to keep the moonlight and its mind-bending power from worsening the condition of the mooncalves, lunatics and melancholics.

| *Brother Candle, Adept Lvl 4: HP 8; AC 9 [10]; Save 12; CL/XP 4/120; Special: Spells (1st), healer. Truncheon, holy symbol, teal robes.*



22. Bleak House: This decrepit old manse once belonged to the Bleaker family and is now referred to as Bleak House. Long abandoned, though technically owned by Frieder Bleaker, a wandering minstrel who mostly works in the Lyonesse region, it is believed to be haunted. This is actually partially true, for the old house does have undead tenants, they are just the servants of Boda, a cowardly and bitter old necromancer who escaped the paladins of Lyonesse (after becoming acquainted with Frieder) and set up shop in the cellar of Bleak House. Boda has pasty white skin, brilliant blond hair and rather large, buggy hazel eyes. Tall and heavy-set, he keeps an immaculate appearance, his doublet always well brushed and clean, his hose never torn and his ruffle always crisp. Boda is a bit on the balmy side, having three zombie “brides” upon whom he lavishes all his riches in the form of jewelry and expensive clothes.

| *Boda, Magic-User Lvl 6: HP 18; AC 8 [11]; Save 10 (8 vs. spells); CL/XP 6/400; Special: Spells (3rd). Fancy clothes, silver dagger, spellbook.*

23. Jeweler: Cleur (2 hp) is a mature woman with pallid skin creased with tears, golden red hair and misty blue eyes. Cleur is especially petite – some call her “halfling” – and uses her delicate thin fingers to good effect when crafting jewelry. She has had a disheveled appearance since taking an insistent young lover from the fashionable districts of town. A widower once married to an overbearing but captivating mage, she knows how to cast the spell *burning hands* once per day. Beautiful and wise beyond her years,

she maintains a successful partnership with the thieves of Blackpoort, appraising stolen jewelry and crafting rings to hold poisons and secret messages.

24. Counting House: The infamous Krumms, dwarf money-changers, iron mongers and bankers from Antigoon, have their Blackpoort counting house here. It is a three-story building of bricks that has been re-fortified by the dwarfs, making it the second strongest building in Blackpoort after the citadel. The mistress of the Krumm operations in Blackpoort is Grotka (4 hp), a feisty little female with tanned skin, red hair that falls to her feet (she has two pretty halfling lads in bright array to hold it up as she walks) and blue-green eyes that suggest the depths of the sea. Grotka is a curious dwarf who fancies herself an intellectual. She patronizes many philosophers, artists and poets in Blackpoort, including Dr. Trovic [48], a backing she will probably live to regret. Grotka is also a secret worshiper of Chaos, having a secret shrine in the cellar where she lavishes praise upon a variety of weird entities, each represented by a grotesque glass bottle filled with a mixture of blood and mead. The counting house is always busy, with dwarven clerks doing their best to record the ins and outs of Krumm business flowing through Blackpoort. After sundown, the ledgers are stowed away, the ink bottles capped and the dwarfs bring out the mead and ale and do their best to tie one on, Grotka's orders.

25. Tattoo Parlor: Zilbaard (3 hp), a quiet old halfling covered in his own handywork and usually found lounging outside his shop smoking a long, ivory pipe, runs this tattoo parlor. Zilbaard is favored by all the sailors of Blackmere and the Swiven River, and new sailors are always taken to him on their first arrival in Blackpoort to be branded with a trident symbol in honor of Neptunus. Zilbaard is also quite an expert at rigging dice, and does a nice side business with the city-state's gamblers and thieves, despite having been roughed up once or twice by Margrevius Krumm's men.

26. Iron Magnate: Barno (4 hp) is among the wealthiest men in Blackpoort, and he makes his home in this sprawling, four-story manor, recently expanded to make room for a conservatory and a ballroom. Barno is the son of Bardo, the founder of the fortune and a mean-spirited bastard. Barno has pale, white skin and sandy brown hair. Always well groomed and dressed, he maintains a calm, genteel facade but is truly a barbaric lout. He is recently wed to a daughter and inheritor of an old rival and is in the process of gas-lighting her in order to place her in the madhouse and enjoy her family's fortune without her presence. The woman, Argrethe, is a plain young woman, honest and forthright and certainly in need of assistance.



27. Collier: Yuzzlewik is a foul-tempered old man who holds the coal monopoly for Blackpoort, as well as a variety of incriminating documents). His building is four stories tall, the top being taken up by offices and the other three stories taken up by tall silos holding coal. Elevators powered by two reformed ogres deliver coal to the top of the silos and bronze doors allow coal to tumble out of chutes into Yuzzlewik's infamous coal carts. Yuzzlewik lives in the northern part of Blackpoort in a mansion rivaling that of the Lord Mayor. Yuzzlewik and his wife, a daughter of the Krumm family, make quite an odd pair, him tall, swarthy and dour and she with eyes like pearls, golden hair worn in happy braids and nut-brown skin as smooth as silk.

Lemon Court & Dragon Lane

Lemon Court lies at the heart of the Mu-Panese community in Blackpoort. The Mu-Panese come to Blackpoort via the trade roads to the lands of the Dragon Kings, with factors, servants and finally others making their homes here. The court is named for its ancient lemon tree. Most of the folk here are Mu-Panese, but Blackpoorters visit as well, either on business with the merchants or to visit the opium den or tea house. Visitors are always watched by members of the Little Dragon Society, a criminal gang of ninjas.

28. Den of Morpheus: The Den of Morpheus is run by Keremoro, a dealer in opium with connections to the Prince of Oparen. A second cousin of Saugurus [29], he might also be his greatest rival, though his personality is not one of a natural leader. Keremoro has golden skin, dark brown hair that he keeps shaved and green eyes. Heavy set and unkempt, he worships the god of dreams and thinks of himself as the god's servant on earth. Over time, he lost his grip on reality and really began to see himself as a true divine servant of Morpheus, to the point

of requiring people in his presence to bow and even make ritual offerings of plum wine and precious jewels in exchange for an audience and assistance. Keremoro has many concubines, all addicted to the drug, that are usually found floating in the Swiven when the drug has finally made them useless to their master. Keremoro can be found in his single-story brick building sitting against the back wall on a golden stool on a velvet cushion, overlooking the drowsy smokers and fanned by his concubines to keep the fumes from his nose. A pot-bellied and particularly vicious pseudo-dragon called Gaigo sits on his shoulder, wheezing and cackling.

| *Gaigo, Pseudo-dragon: HD 2 (10 hp); AC 2 [17]; Atk 1 bite (1d3), tail sting (1d3 + poison); Move 6 (F25); Save 16; CL/XP 5/240; Special: Magic resistance 25%, 80% invisibility, poison non-fatal 75% of the time but causes catalepsy for 1d4 days.*

29. Master Saugurus: Saugurus is an elderly, though vital, merchant prince from Mu-Pan. He dwells in a four story building of plastered brick painted a deep, misty green – people refer to it as the Jade Tower. The two lower levels of the building are used as a counting house and storage of silk, jade and exotic foods from Mu-Pan, for Saugurus is primarily an importer. The upper floors are used as living quarters for himself and his family (wife and three children), servants and concubines. Saugurus is dashing, loquacious, silver-tongued (he speaks without an accent) and always optimistic. He has golden skin, black hair held in a dozen thick braids and eyes the color of mahogany. He wears silk robes decorated with peacocks and shooting stars, and always keeps a shirt of mithral scales and a three-ring broadsword underneath it. Living as he does outside the protection of the Lord Mayor, he has fortified his home and trades as much in protection for his people as he does in Mu-Panese treasures. In the upper floor of his Jade Tower, Saugurus keeps a heavy, lacquered chest secured with a padlock. Inside the chest are 1,400 gp and several jade ornaments worth 500 gp. Saugurus is always accompanied by four Mu-Panese monks – young men from a monastery that he sponsors. Saugurus is in a bit of a crisis with Keremoro, owing to the latter holding the former's eldest daughter hostage.

| *Saugurus, Venturer Lvl 6: HP 23; AC 6 [13]; Save 10 (9 vs. traps); CL/XP 5/240; Special: Appraise, haggle, natural leader, pidgin, smuggle. Mithral shirt of mail, three-ring broadsword (+1 to damage), throwing knives (3).*

| *Postulant Monk Lvl 1: HP 1d12; AC 9 [10]; Save 14; CL/XP 2/30; Special: Unarmed strike (1d4), movement +1, stunning attack 1/rd. Saffron robes, rope belts tipped with heavy iron bells (can be used as a light flail), throwing knives (5).*

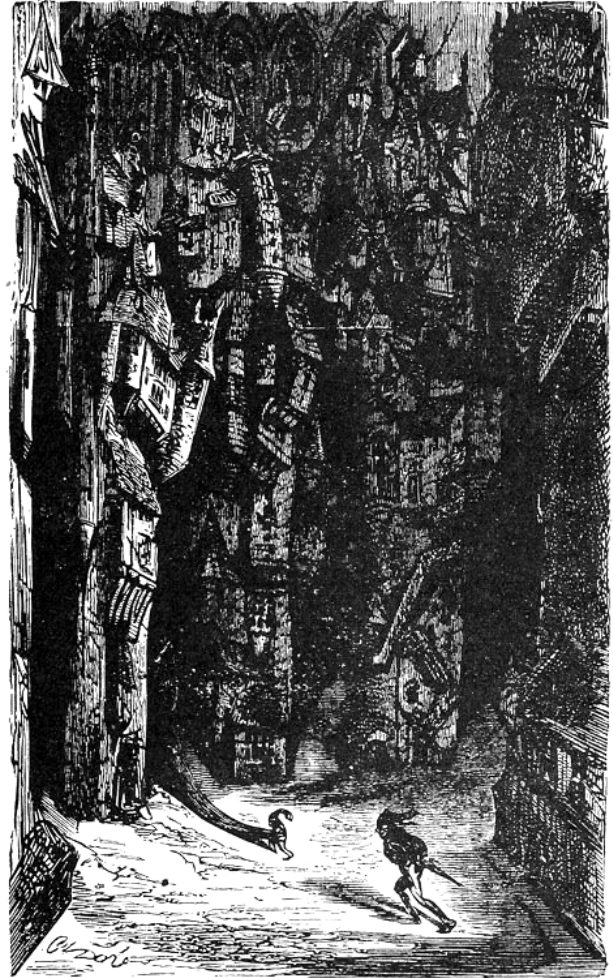
30. Tea Garden: This 2-story building decorated with scarlet and gold paint depicting nymphs and dragons is a tea house as well as a warehouse for the tea importing business of Kelephrekur, the capricious and blustering uncle of Master Saugurus [29]. An old caravan man, gout and a large paunch have forced the old dear to settle down in the retinue of his favorite nephew. Kelephrekur is a man about town, and much better known to Blackpoorters than Saugurus. He has golden skin, black hair and brow, doe eyes. Kelephrekur's daughter and two grandchildren serve in the tea house, while his eldest son has worked his way into the service of Lord Mayor Pelf. In his travels, Kelephrekur often enjoyed the company of a gnome by the name of Andleigh, and thus knows some minor illusions.

| *Kelephrekur, Venturer Lvl 4: HP 11; AC 8 [11]; Save 12 (11 vs. traps); CL/XP 3/60; Special: Appraise, haggle, natural leader, pidgin, smuggle, cast spells as 1st level illusionist. Silk robes, dagger, circular cards.*

31. Mu-Pan Tong: This building looks like the workshop of a wood carver. It is filled with many fine pieces of furniture, all lacquered and very ornate. The workshop is owned by Sentholanan, an elderly man who dresses simply and always wears a grim look on his face. Sentholanan has pale yellow skin, dark brown hair worn in a pony tail and intelligent, hazel eyes. Sentholanan always smokes a clay pipe, and he never seems to do any work, sitting on a tall stool and watching over his nine carvers. The whole lot are ninjas and members of the secretive Little Dragon Society. Sentholanan's lieutenant is Narcora, a pale skinned woman with short, black hair and eyes the color of blue jade. Narcora is a second cousin of Keremono [28] and adopted daughter of Sentholanan (who despises the opium dealer). Narcora is a tall and plain girl, cautious and thoughtful, who has an irrational fear of thunder and lightning. The thieves are only partially aware of the competing ninja.

| *Narcora, Chunin: HD 5 (25 hp); AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 12; CL/XP 10/1400; Special: Death attack, illusionist spells (1st), stun, flip out. Padded armor, short sword, throwing knives (3), scroll of wizard mark, suggestion and mislead.*

| *Sentholana, Jonin: HD 8 (32 hp); AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 8; CL/XP 13/2300; Special: Death attack, illu-*



sionist spells (2nd), stun, flip out. Padded armor, short sword, throwing knives (3 + 2 poisoned).

32. Calligrapher: Naolinth (2 hp) is a foolish, greedy forger who poses as a calligrapher and an importer of exotic herbs and fruits. He lives in this two-story building with his overbearing wife, Tugenui, three children and all four of his grandparents. Naolinth is highly skilled at his trade, but he talks too much, a habit irksome to the ninja [31].

High Street

The High Street is paved in reddish bricks and winds its way through the city-state, from the ornate and run-down Gate of Five Lions (two are missing their heads) to the northernmost square of the city surrounded by the Lord Mayor's Mansion. The High Street is usually clogged with people in the daytime (1d3+3 crowds), but by order of the Lord Mayor is not trod upon after sundown (save by those with special permission of the Church).

Lord Mayor's Mansion: The Lord Mayor's mansion can be found by following the High Street north. The mansion is built in the shadow of the old citadel with which it is connected with secret tunnels. The mansion is three stories tall with extensive cellars holding arms, stores of food, the spoils of Pelf's political career (and a few of his former opponents) and casks of wine. The mansion contains upwards of thirty rooms, including a great hall with a hearth large enough to hold ten men (and a secret door beneath a grate leading to a hidey-hole.

33. Pot of Basil: Zabella (2 hp) is a bonny lass with hair as black as the unending night and blue eyes that shine with fierce determination. Argumentative and artistic, she runs a herbal shop that caters to mages (which she generally despises as know-it-all weaklings) and midwives. Easily amused by illusions and minor bits of trickery, she is widely courted in Blackpoort for the modest income and her beauty, though no man as yet has tickled her fancy.

34. The Copper Kettle: The Kettle is a brothel run by an infamous madame called Vilma. Vilma's brothel has two stories and a cellar stocked with fine wines and other inducements to sinful behavior. While the exterior of the brothel is simple and dingy, the interior is well appointed with velvet curtains, silk couches and brass oil lamps. Up a narrow, rickety stair one reaches the upper level, which consists of a central room for the less well-to-do and several private cells with just enough room for a bed frame and mattress and a wrought iron chandelier of candles. The common room is furnished with stained couches and strewn with empty wine bottles and men and women engaged in all manner of scandalous acts.

Vilma is a youthful woman, a rake who took control of the brothel by murdering her aunt and making some deals with the Lord Mayor to cut him in on the action. Vilma has alabaster skin, salt-and-pepper hair and brown eyes that make her look old. Aloof and lustful, she has plans to expand her influence into the thieves' guild and eventually the office of the Lord Mayor. Hidden among the wine barrels in the cellar is a lockbox containing 800 gp and a poison gas to which Vilma has the only known antidote.

| Vilma: HD 3 (12 hp); AC 7 [12]; Atk 1 sword (1d8); Move 12; Save 14; CL/XP 3/60; Special: None. Padded doublet, buckler, sword, dagger.

35. Wine Merchant: Bodaby owns a spacious, three-story home of ancient, Nomo-era architecture. The building is constructed of ancient, ocher bricks covered with plaster that has become a deep, burnt sienna over time. The roof is covered with glazed terracotta tiles and equipped with copper water spouts that, when the rains come, creates a

make-shift moat (about 2-ft deep) around the old structure and often floods the wine cellar.

The wine cellar is composed of an upper chamber with two large casks buried in the north and east walls (one contains a deep burgundy wine from Lyonesse, the other a sweeter, mossier purple wine from a vineyard Bodaby owns in the hills around Blackpoort. There are also shelves covered in dusty bottles of every shape imaginable and a tall table and stools for wine tasting. A locked iron door in the south wall leads to the lower chamber of the cellar, ostensibly for storage of more valuable wines, but actually containing a golden altar (400 gp) of Mammon, demon lord of avarice.

Bodaby is a man of 40 years, but looks quite a bit younger. He has pale skin and black hair, and presents a secretive demeanor – one always feels there is something he is not telling them, something else occupying his mind. Bodaby is fairly lazy, except in the pursuit of money, and has a weird fascination with exotic half-breeds. He is married, but maintains four mistresses in Blackpoort, all of them curiosities found by his agents.

| Bodaby, Cleric Lvl 3: HP 13; AC 9 [10]; Save 13 (11 vs. paralysis and poison); CL/XP 4/120; Special: Spells (1st), command undead. Doublet of damask silk, burgundy chausses, codpiece emblazoned with an embroidered unicorn and maiden, silver mace, unholy symbol.



36. Tinsmith: Chuzzle is a mechanical man skilled at working in tin. Made of bronze, he is usually so covered in soot and grime that all one can see of him are his glowing, blue-green eyes. With his vague, bell-like shape, he looks something like a pot belly stove with arms and legs. Chuzzle moves slowly and deliberately, and he is known to be a soft touch, though the mere mention of the Klarkash Mountains sends him into a burning frenzy. His smithy is a single-story brick structure with a large fireplace decorated with tin sculptures of birds and animals that Chuzzle makes

in his spare time. Chuzzle keeps 70 sp in a tin spittoon in one corner of his workshop.

37. Sausage Maker: Gruffo (5 hp) is an old butcher famed for his sausages, mostly gray links of ground pigeon and whitish-yellow links of pork and suet (with only a little tallow mixed in – he pays the clerics of Mercurius for the privilege of cheating his customers). Gruffo is an ex-pirate, with bronzed skin, salt-and-pepper hair and dark brown eyes under thick, white eyebrows. He is usually covered in dried blood and gore, and his almost toothless grin is more frightening than reassuring. Gruffo always has a cleaver and knives at his disposal, but he also keeps a cutlass (1d8 damage) nearby. In a locked sea chest he keeps 130 sp and a scroll containing 1d4 magic-user spells.

38. Locksmith: Wagner Portis is a large, gray-haired gentleman with a heavily creased and scarred face, a pronounced overbite and a pug nose. What he lacks in looks, he makes up for with his skill as a locksmith, and in a city dominated by thieves (and the priests of the god of thieves), a good locksmith can make a fine living. For their part, the thieves look at him as a challenge, and they relish pitting their skill against him – they wouldn't think of doing him any mischief, and this is probably for the best considering that he is a werewolf. For one week every month, he leaves town to “visit his dear mum in the country”, coming back looking haggard and ill-used, and usually carrying a brace of conies that he has Gruffo [37] turn into sausages in exchange for maintaining his locks. Wagner is the son of an abusive woodcutter (long ago killed by wolves). He bristles at authority.

| *Wagner the Werewolf: HD 4+4 (22 hp); AC 5 [14]; Atk 1 bite (2d4); Move 12; Save 13; CL/XP 5/240; Special: Lycanthropy.*

39. Brickmaker: Melva's family has a long history as the chief brick and tile makers in Blackpoort. A youthful woman with dirty blond hair and dark brown, almost black eyes that practically mirror one's soul, she is known for her fantastic head for figures and her charming overbite and lisp. Melva (3 hp) inherited the place (and its curse) from her father and mother, who, as with all of her kin, were visited by the Banshee of the Brigmen, on their thirtieth birthday. Melva is only eighteen, but she's already on the lookout for a husband who can help produce some heirs. The building is two stories tall, with living quarters in the upper story and the workroom below. Mud and sand are carted in from the river, shaped into bricks with molds, and then fired in kilns.

40. Grifton: Grifton (3 hp) is a lurid character who prints Gronk Dreadfuls and Horrid Mysteries, most of his own

invention. His printing shop is a single-story building of brick with a wood tile roof and an active population of chiggers and roaches. Crabby and unkempt, he has coarse, curly golden brown hair and wild, bleary hazel eyes. Grifton is “big-boned” and usually wears a worn tunic and hose, sometimes covered by an ink splattered apron. He employs urchins from the orphanage [58] to sell his wares on the streets, shouting out provocative titles.

41. Sebastian Melmoth: Sebastian is tall and straight, with light skin and a small-featured face, long, wavy chestnut hair and green eyes. An illustrator by trade, he hails from a land beyond Nod, stranded here after selling his soul for another 150 years of life. Sebastian dresses in Victorian-style clothing, and spends his days sketching his dreams or wandering over the countryside in search of a way home. He is extremely fastidious and clean, almost to distraction, drinks only wine – never water – and is unnerved by sea creatures and the food culled from them.

| *Sebastian Melmoth, Traveler Lvl 4: HP 15; AC 9 [10]; Save 12 (10 vs. sleep); CL/XP 5/240; Special: Sleep resistance, non-euclidian principles (+3 speed), haste 1 min/day, dimension door 1/day, find the path. Top hat, long black coat, spats, walking stick, dagger.*

42. Dwarf Protective Society: A convocation of the city-state's dwarves, the society was founded to protect them from jealous and hateful locals and to foster an appreciation of dwarven culture in dwarves born during the race's exile from the homelands in the mysterious west. The society building is well fortified and always under guard of a dozen crack crossbow-dwarves. It contains a great hall where rich mead and spicy root ale are served around the clock and rooms that visiting dwarves (or dwarves on the outs with their wives) can rent for 1 cp a day. The cellar holds a shrine to Vulcanus and Pluto, the gods of metallurgy and the riches of the earth.

The current president of the society is Gerwyn, a rather hostile dwarf with no sense of humor but a honeyed voice and the wits to use it. An excellent orator, he has almost convinced the men of Blackpoort to put the head of the society on the city council. Gerwyn is as strong as an ox, with a long, bushy black beard and eyes the color of rubies that always squint in the light and never make eye contact with others. The dwarves keep 800 gp in a locked chest (-5 or -25% chance to pick, shocking trap that deals 2d6 damage to a foolish thief).

| *Gerwyn, Druid Lvl 5: HP 28; AC 9 [10]; Save 10; CL/XP 6/400; Special: Spells (3rd), speak to animals, plants and monsters, animal friend. Robes of black buckram, gnarled staff decorated with carvings of acorns and grape vines, holy symbol.*

43. The Guttersnipe League: The assassins, in imitation of the wildly successful thieves of Blackpoort, have organized themselves into a guild of sorts. The league meets in this odd building, which can only be entered from secret doors in the roof or from the undercity via trapped tunnels. The interior of the building is a single, large room with a 20-ft high ceiling. The floor and walls are bare, and there is no furniture here other than a raised dais of oak in the middle and several plain benches surrounding it. In essence, there is no place to hide in this room – a great chandelier of mirrors and a *permanent light* spell keep the room brightly lit at all times, foiling people's ability to hide in shadows.

The master of the league is Melvinn, a short, thin, neat gentleman, generally nondescript, with brown hair and eyes and olive skin. Meetings are held here every fortnight at midnight, the members ignoring the call to prayer for they are devout worshipers of Kali, the demon princess of assassins and murderer. The assassins are quite open in this worship, parading a bronze idol of the goddess through the streets on her holy days and daring the priests and thieves to do something about it.

| *Melvinn, Assassin Lvl 15: HP 46; AC 8 [11]; Save 4 (3 vs. death); CL/XP 12/2000; Special: Decipher script, disguise, sneak attack x4, skullduggery, poison. Padded armor, short sword +2, ring of x-ray vision, potion of healing, many hidden daggers, vials of poison, false nose and mustache, hooded cloak.*

44. The Mercantile: The Mercantile is a four story building run by a swarthy young man named Neeves with a ragged appearance, tussled black hair, wild blue eyes, a bandy leg. The Mercantile sells all manner of goods, mostly second-hand stuff at low prices. The top level contains living quarters for Neeves and his “imaginary friend”, a hellcat called Tarquin, who is bonded to a magical dagger, a shard of which is embedded in Neeve's leg. The other levels are filled with piles of odds and ends, stacked with no rhyme or reason. One almost has to tunnel through the goods, and Neeves seems to pop up whenever one finds something of interest. Assume that it takes 1d10 minutes to find common goods (items with a price in copper pieces), which are always in stock. One has a cumulative 1% chance per turn of searching of finding an item priced in silver pieces and a cumulative 1% chance per hour of finding a non-unique item priced in gold pieces. One has a maximum 90% chance of finding an item priced in silver pieces and a maximum 75% chance of finding an item priced in gold pieces. More exotic or unique items can be found as well, with a non-cumulative 5% chance per day.

| *Neeves: HD 1 (6 hp); AC 9 [10]; Atk 1 dagger (1d4); Move 12; Save 17; CL/XP 1/15; Special: None.*

| *Tarquin, Hellcat: HD 7+1 (28 hp); AC 5 [14]; Atk 2 claws (1d6) and 1 bite (2d6); Move 12; Save 9; CL/XP 11/1700; Special: Invisibility, harmed by magic weapons, immune to mind control, magic resistance 20%.*

Swindle Street and Bug Alley

Swindle Street runs roughly parallel to the High Street but stands about 10 feet lower in elevation. The street is dirt and gravel, and turns into a sooty swamp whenever it rains. Many of the folk living on Swindle Street keep the little, clever brown swine common to the countryside of Blackpoort and these creatures are often under foot.

45. Tobacconist: Glonda (3 hp) occupies a rather large, single story brick building with a tall, peaked roof clad in slate and punctuated by two windows looking northeast and southwest. Glonda sells fine tobaccos (often cut with mugwort if she thinks she's dealing with a novice) and ceramic pipes. Glonda has a secret cellar – really more of a crawlspace in which he keeps all sorts of contraband, for he is really the leader of a band of smugglers. The smugglers meet in the attic, which Glonda uses as her living quarters, watching through the window for signals from a guard who patrols the wall and is on their payroll, and signaling back with a blue lantern. Glonda is a bitter, dishonorable woman with tanned skin, light brown hair and dark brown eyes. She is short and skinny and generally presents a picture of poor health. Besides the contraband, she has a suit of *chainmail* +1 stashed in the crawlspace.

46. The Company of Honest Ladies & Gentlemen: Better known as the Honest Company, this mercantile guild operates boats between Blackpoort and the Venatian League on the north shore of Blackmere and between Blackpoort and Antigoon on the Swiven River. Twice they have attempted to sail a boat across Mother Ocean, and twice those boats have, to the best of their knowledge, been lost to the filibusters of Tremayne. The guild hall is a tremendous building, six stories tall with a roof clad in green copper and each floor jutting about one or two feet over the floor beneath it. The windows looking over the High Street have wooden supporters carved in the likeness of nymphs, woses, manticores and unicorns.

The guildmistress is an ambitious and political woman named Arlequess. She owes her position to the Lord Mayor, the former guildmaster, and most folks believe she is his mistress. Arlequess is has the tanned skin of a traveling merchant, brown eyes that give her the appearance of innocence and salt-and-pepper hair held back in a ribbon of black velvet. Opinionated and intellectual, she has her eye on replacing Lord Mayor Pelf by hook or by crook. She has made some moves to secure the friendship of the thieves' guild, but has been rebuffed

and now plots to begin a rival guild – talented PC thieves are high on her list of potential recruits.

The guildhouse is composed of apartments for the guild members and their families (to sleep one off or conduct private meetings), a treasury containing a large iron-reinforced chest with a very complicated (and poisoned) lock (containing 1,400 gp) and a shrine to Mercurius. A secret room behind the shrine allows access into the underworld of Blackpoort.

| *Arlequess, Venturer Lvl 3: HP 17; AC 9 [10]; Save 13 (12 vs. traps); CL/XP 2/30; Special: Appraise, haggle, natural leader, pidgin, smuggle. Plush gown, jaunty baret, silver dagger.*

47. Scriptorium: This old, crooked building is made of large, round stones and mortar as solid as Swiss cheese. The building's only inhabitant is wiry man with a noticeable stoop hunched over an elevated writing table surrounded by stacks of paper and parchment and various writing and painting utensils. An academic through and through, Glommon (2 hp) studied in Antigoon and now regards his home town as a pitiful backwater, its citizens as bumpkins. He is married to a intelligent, mousy woman from Antigoon named Bergund. Both are obsessed with book collecting and have several volumes stashed in their cellar, chained to tables and wrapped in tanned skins to protect them from vermin.



48. Doctor Trovic: A physician and philosopher, the generous and dandy Trovic has built up a surfeit of good will from the people of Blackpoort. Skilled at the administration of capsules and a variety of non-surgical remedies, he is also a curious man. Trovic has ruddy skin (from years of exposure to chemicals), sparkling eyes of electric blue and white, singed hair. Trovic's features are as sharp as an eagle's. Many nights find him hurrying out the

city gates at twilight, ostensibly to care for folk outside the city, but more often to visit the lichfields of the poor to collect samples from recently buried bodies. Sometimes, these samples are to forward his studies of anatomy, but just as often they are added to the flesh golem he is building in his cellar.

| *Dr Trovic, Scientist Lvl 5: HP 10; AC 8 [11]; Save 11; CL/XP 5/240; Special: Trivia, brew formulae, discover invention (1-2/3/4). Surgeon's tools, silver dagger, black hooded cloak, 1d3 formulae.*

49. Abbey of St. Autolycus: The abbey is a magnificent structure of large, granite blocks (the walls are 5 to 6 feet thick) clad in black marble with a high-peaked roof and oak doors painted a florid crimson and equipped with spy holes, golden knockers and a variety of traps. The north wing is reserved for monks, while the south is for nuns, though the two groups mix throughout the day, and marriages between them are not unknown. The upper floors are, for all intents and purposes, the busiest counting house in the city-state, for the priests of Mercurius have their fingers in many pies, including graft, smuggling (though they aren't the only smugglers in the city-state) and forgeries.

The abbot, a tall, ruggedly handsome man with more than a few paramours in the abbey, is Father Rayce Kendir, born of an old, respected family of merchants (mostly the stone trade between Blackpoort and Antigoon). He has pale skin and a mass of freckles on his youngish looking face and turns beet red when angry. Rayce has strawberry blond hair worn in a tonsure and steel-gray eyes that rarely blink. He is currently entertaining Father Fridus, a Mithras worshiper from Lyonesse who intended to begin a secret cult of guardsmen and soldiers. He is now chained in the dungeons beneath the abbey and subjected to every torment the very creative Rayce can invent.

| *Rayce, Adept Lvl 2, Thief Lvl 4: HP 20; AC 9 [10]; Save 11; CL/XP 4/120; Special: Back stab x2, decipher script, thievery, cant, spells (1st), healer. Leather armor beneath his robes, silver mace, holy symbol.*

50. Alfa's Manse: Alfa is a young noblewoman who dabbles in the spice trade and espionage. A local girl, she has dark, bronzed skin, tussled brown hair and bright lavender eyes. A thin woman, with pearly teeth, she always wears an embroidered cap that protects her from ESP and other such spells. Highly sadistic and dangerous, she works for the Kaspars of Lyonesse, luring secrets from clarks, butlers, grooms and apprentices. She also runs her own business in assassination of old merchants. Alfa's noble birth allows her to work independently of the assassins' guild, at least until she becomes serious competition.

| *Alfa, Assassin Lvl 1: HP 4; AC 9 [10]; Save 15 (14 vs. death); CL/XP 1/15; Special: Decipher script, disguise, sneak attack x2, skullduggery, poison. Dagger, packet of sleep powder, cap of protection from ESP.*

51. Lord Ruthven: Lord Ruthven is a brooding man with a ghastly complexion, usually to be found hidden away in his home, tucked into bed, his manservant Yotho watching over him. An aristocrat from the Blackpoort's frontier, he came into the city to escape the trials and tribulations of running a manor and to grow fat on the exotic viands of the city. In truth, he has come to grow fat on the maidens and children of Blackpoort, for Ruthven is a vampire, his manor having been sacked by a gang of the loathsome creatures several moons ago. Ruthven was a kindly man then and would not turn away vagabond at his door one night when the wind howled and the icy rains began to fall. The visitor was a vampire, tramping his way into the Klarkash Mts and in need of a repast. In short order, Ruthven's children and lady wife were killed, and when Ruthven retired to his chamber after going over his accounts, he was taken as well. The vampire, in thanks for his kindness, animated the aristocrat and then took his leave. The now reclusive lord soon began preying on his peasants, first bringing his sergeant Yotho and his retainers under his control and then collecting a number of the prettier maidens on his manor and turning them into vampire spawn. As the peasants fled the manor, he was forced to go further afield, and soon decided to retire to his town house in Blackpoort. He and his "daughters" now dwell in the cellars beneath the house, coming out on moonless nights to hunt.

| *Lord Ruthven, Vampire: HD 9 (40 hp); AC 2 [17]; Atk 1 bite (1d10 + level drain); Move 12 (F18); Save 6; CL/XP 12/2000; Special: See description.*

52. St. Dysmas Club: This club is a gambling house run by a dour old dwarf called Margrevius Krumm. The club is private, though entrance can be purchased for a mere 50 gp. More than a few adventurers pay the fee to gain access to the clientele, which includes wealthy merchants and aristocrats who might see fit to finance an expedition into the unknown.

The club is a three-story brick building with a front and rear entrance, both with porphyry frames and white doors. The doors are guarded at all times (men-at-arms, 4 hp each) armed with swords and wearing leather armor. The ground floor of the building is a large, open hall with numerous tables and a long bar tended by a gray-eyed woman with pleasing curves, a mouth like a sailor and a taste for fine living. Three guards keep an eye on the room, where card and dice games are run by serious-looking dwarfs in colorful costumes of red, blue and yellow. The

second story of the building has private gambling rooms and a kitchen that serves roasted meats and treacle tarts. The upper floor of the building has living quarters and offices for Margrevius and his three wives (sisters, and as grim as their husband) and twelve children, the older ones working as clerks.

53. Moneychanger: Gelby (4 hp) is a young man, a baronet by birth who lost his manor to an orc raid. He now works for the Krumms as a moneychanger. He has coppery skin, blue-green eyes that are always flitting about, and light brown hair that is, though he is only in his twenties, starting to thin. Gelby is capricious, covetous and not to be trusted. His building is three stories tall, with his counting desk on the bottom floor, a small bed on the second floor and an attic filled with a few slightly singed effects recovered from his family estate.

54. Chemist: Elfed is an apothecary and scientist. Very prim and proper in manner and dress, he is unmarried and wholly devoted to Law. Unfortunately, as a scientist, he is also insatiably curious and has accidentally stumbled on a formula that enhances one physically while also setting free their worst impulses and vices. Elfed has become addicted to this substance, spending more and more time in his altered state and causing all sorts of trouble to the decent folk (there are a few) of Blackpoort.

| *Professor Elfed, Scientist Lvl 6: HP 15; AC 8 [11]; Save 10; CL/XP 6/400; Special: Trivia, brew formulae, discover invention (1-2/3/4). Vial of his secret formulae, spectacles of darkvision, silver dagger.*

| *Elfed, Malchemic: HD 5 (23 hp); AC 7 [12]; Atk 2 slams (1d6) and 1 bite (1d4 + imbalanced humors); Move 12; Save 12; CL/XP 7/600; Special: Imbalance humors, regenerate 1 hp/rd.*

55. Fortuneteller: This unassuming, rather shabby building of wattle-and-daub construction is the home of Lois, a fortuneteller of some repute among the Blackpoorters. Lois is known as the Gray Woman of Blackpoort, for she always dresses in purple-gray velvet and carries herself like an aristocrat. Lois has dark brown, almost black hair cropped short and usually hidden beneath a black silk scarf. She has weird, blue-black eyes that she accentuates with kohl. The dispossessed daughter of a minor knight of Lyonesse, she was trained briefly in the magical arts, but lost her position as an apprentice when her father was killed in battle and she refused the advances of her master. Now moody and antagonistic, she would very much like the opportunity to restart her magical studies, but she's too independent to live the life of an apprentice.

| *Lois, Magic-User Lvl 1: HP 2; AC 9 [10]; Save 15 (13 vs. spells); CL/XP B/10; Special: Spells (1st). Velvet gown, gable hood, cards, spellbook.*

56. Whale Oil: Neva is a young woman from Lyonesse who moved to Blackpoort to escape the attentions of a rake named Tadoc. Neva has tanned skin, sandy brown hair and big, brown eyes. Sensuous and Bohemian, she tall, plump and beautiful. Neva is terribly insensitive, but has mastered the art of feigning interest in things to get what she wants. She owns a *bag of beans* that she keeps in her purse. Now growing old, she has established herself as a patron of the arts who enjoys entertaining young artists. Her main business is the sale of afanc oil. She also keeps a vial of aboleth slime for sale as a poison.

57. Old Pickering: Old Pickering, as he is known in these parts, is a crotchety old salt, a semi-retired mariner who worked as a privateer and adventurer in the Blackmere region (and beyond) for twenty years. Capricious and haughty, he rarely endears himself to those who cross his path, but he's also never forgotten with leathery skin, wispy white hair worn in a top-knot and yellow eyes that burn with energy (not literally – I forget sometimes that you have to be careful when writing a fantasy supplement). Pickering has the constitution of a warhorse and a keen mind behind his bushy eyebrows. His three-story townhouse is filled with trophies and memories of his days at sea and excursions into the mazes beneath the Klarkash Mountains, where it is said he slew his true love after she became “someone else”.

| *Old Pickering, Fighting-Man Lvl 11: HP 64; AC 10 [9]; Save 4; CL/XP 11/1700. Short sword, old clothes.*



58. Orphanage of Mercurius Epimelius: This large building of limestone blocks is kept very clean by the inhabitants, two score of orphans under the care of Master Bladrig, a secretive lay priest with a dull, cheerful face and large, round belly. Master Bladrig dresses in simple robes and is known for his large, opal ring (100 gp), which he rarely

wears but always fidgets with in his clammy hands. Bladrig has pale skin, hazel eyes and thinning brown hair. He runs the orphanage efficiently and with more love and affection than most folk would be able to muster. A priest of Mercurius, he also handles the tutelage of the children, focusing primarily on pocket picking and minor confidence schemes. The orphanage sits directly above tunnels that lead to several secret doors in the neighborhood, all large enough for a child or halfling. A locked wardrobe in Bladrig's room contains the gang's loot.

| *Bladrig, Cleric Lvl 4, Thief Lvl 4: HP 15; AC 9 [10]; Save 12 (10 vs. paralysis and poison); CL/XP 5/400; Special: Spells (2nd), turn undead, backstab x2, decipher script, thievery, cant. Club, holy symbol.*

| *Urchin: HD 1d4 (2 hp); AC 8 [11]; Atk 1 club (1d4); Move 12; Save 18; CL/XP A/5; Special: Thief skills.*

59. Vilbert the Chandler: Vilbert (2 hp) is a scatterbrained but virtuous halfling with nut brown skin, beady gray eyes and dark brown hair worn long in the fashion of the pikeys. He is thin and fragile, looking not unlike the waxy tapers he is famous for. Vilbert is an inveterate gambler and usually up to his eyeballs (actually, several feet above his eyeballs) in debt to Margrevius Krumm [52]. Vilbert is married to a rather portly dwarf named Chaelsa.

60. Gaol: This sturdy two-story brick building serves as a guard barracks and gaol. Two wooden stocks are set up outside the building on Swindle Street and the building's cellar has barred windows and an iron door with a barred window. The little dungeon often floods and is always damp and moldy. More than a few prisoners have been lost to oozes bubbling up from the caverns beneath the city-state. The gaol is run by Constable Nebaza, a young woman of Hybresailian extraction who spent some time working as a pirate on a Tremanni vessel and eventually settled in Blackpoort. Nebaza has reddish brown skin, dark brown hair worn in a bob and squinty brown eyes. Although clever and very alert, she is not known for her winning personality.

| *Nebaza: HD 3 (11 hp); AC 4 [15]; Atk 1 cutlass (1d8) or dagger (1d4); Move 12; Save 14; CL/XP 3/60; Special: None.*

New Monsters

Malchemic

Malchemics are humans who have been warped by a sinister alchemical formula. They look like bigger, uglier, more brutish versions of their normal selves, have greenish skin and froth at the mouth. Malchemics can transform into their brutish form three times per day, with each

transformation lasting 15 minutes. In this form, they are +2 to hit and damage, and their AC improves by 4. The creature's bite disrupts the natural balance of humors in their victim. Roll 1d4 to see which humor is affected: 1 = Choleric (1 point of strength damage), 2 = Phlegmatic (1 point of charisma damage), 3 = Sanguine (1 point of wisdom damage) and 4 = Melancholic (1 point of dexterity damage).

| *Malchemic*: HD 5; AC 7 [12]; Atk 2 slams (1d6) and 1 bite (1d4 + imbalanced humors); Move 12; Save 12; CL/XP 7/600; Special: Imbalance humors, regenerate 1 hp/rd.

Ninja

Ninjas are humans that have trained themselves in stealth, assassination and illusion. When encountered on the job they wear black clothing, hoods and masks. Ninjas have all the abilities of assassins, including the assassins' death attack, the ability to make a stunning attack as a monk and the ability to cast spells as a 1st level illusionist. Most ninja prepare the following spells: *Change self*, *dancing lights*, *daze*, *ghost sound*, *prestidigitation* and *ventriloquism*.

Ninjas are usually armed with darts and short swords. They might also carry short bows. Ninjas carry a collection of powders that they can blow in their enemy's faces. These powders can be used to blind an opponent, cause itching and sneezing (-2 to AC and to hit) or sleep (as the spell) unless a saving throw is made.

Groups of four or more ninja are led by a genin with 3 HD. If a clan is encountered, there is one genin per 10 ninjas. The clan is led by a jonin with 8 HD and the ability to cast spells as a 3rd level illusionist. He is assisted by a chunin with 5 HD and the ability to cast spells as a 2nd level illusionist. The jonin prepares the usual ninja spells plus *hypnotic pattern* and *invisibility*. Both are capable of completely flipping out once per day for 3 rounds, gaining a +2 bonus to hit and damage.

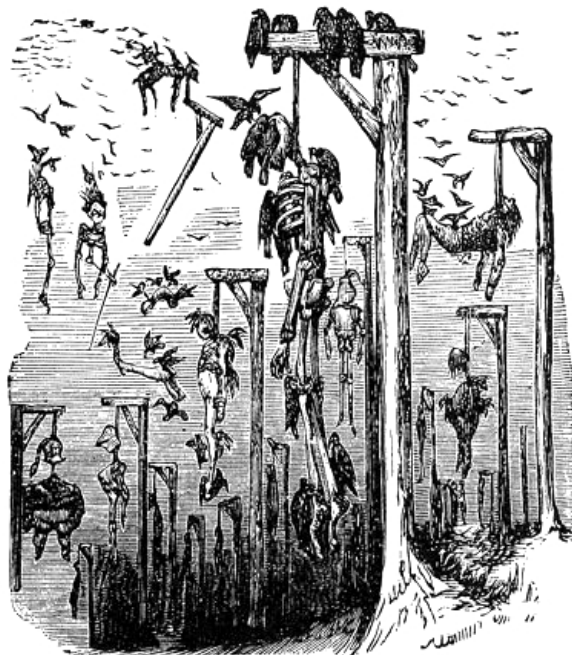
| *Ninja*: HD 2; AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 16; CL/XP 6/400; Special: Death attack, spells, stun.

| *Genin*: HD 3; AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 14; CL/XP 7/600; Special: Death attack, spells, stun.

| *Chunin*: HD 5; AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 12; CL/XP 10/1400; Special: Death attack, spells, stun, flip out.

| *Jonin*: HD 8; AC 4 [15]; Atk 1 slam or weapon (1d6); Move 15 (Climb 6); Save 8; CL/XP 13/2300; Special: Death attack, spells, stun, flip out.

JMS



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Pandæmonium

Part I: Abigor and Adramelech

By John M. Stater, Illustrations by Colin de Plancy

In the days after the sundering of the great animating spirit and after the Kabir had abandoned the world of elves in disgust, the new gods sent their messengers among the people. Alas, a prolonged mortal existence (for mortal do spirits become when they are thrust like fingers into the mortal realms) was too much for the solars and planetars sent by the new gods and many became petty god-kings and tyrants. These fallen angels (do not confuse them with true demons, who predate Creation and seek to restore the universe to a state of chaos) were gathered in a deep pit in the underworld called Hell, Gehenna or Tarterus, where they built new kingdoms and meted out punishments to the souls of the departed that wandered through their land. Here, the devils, as they were called, constructed for themselves a great and terrible senate and elected Lucifer as their potentate while other devils were made presidents, chancellors, counts and dukes, for devils, being lawful at heart, love structure, hierarchy and, especially, titles. This senate was called Pandæmonium.

Abigor

Rank: Grand Duke of Hell

Hit Dice: 25 (125 hp)

Armor Class: -4 [23]

Attacks: Lance (2d6 plus 1d6 freezing damage) or touch (level drain)

Special: Magic resistance (60%), +2 weapon required to hit, immune to cold, fire and poison, spells, magical abilities, summon lesser fiend

Move: 15

Challenge Level/XP: 31/7700

Abigor, or Eligor, is a grand duke of Hell. He commands 60 companies of dretches in service to Lucifer and rules over a region of Hell divided into fields of phosphorescent fungus grazed on by stench kows. The souls doled out to Abigor are worked like farm slaves, whipped and beaten even when diligent and sometimes fed to the stench kows. Abigor's stronghold is built of white stone and has towers of bronze guarded by fifty mechanical archers (mechanical man fighters lvl 3). His great hall is decorated in tapestries composed of the tattooed skins of those foolish enough to have assigned him their souls in exchange for the powers



he can provide (see below). Before a great hearth of blue-white flames that chill one to the bone, Abigor sits on a throne of ivory in robes of black velvet and wearing a brazen crown. The hall is filled with long tables of black marble at which sit the starving souls he commands, gazing upon bountiful feasts that turn to ash in their mouths.

To those demonologists who call on him, Abigor appears as a handsome knight upon a magnificent black warhorse. He wears blackened plate armor and carries a lance tipped with a pennon of blue flames and a scepter that acts as a staff of the serpent. The lance is a +2 weapon that inflicts an additional 1d6 points of freezing damage with each hit from the blue flames that surround its tip. In this form, he can provide those who enter a pact with him the following spell abilities, usable once per day: *Heroism*, *charm person*, *locate object* and *divination*. Those who do enter into a pact with Abigor become short tempered and impetuous, and find it impossible to quit even a hopeless battle.

Abigor's true form is that of a specter mounted atop a nightmare called the *Steed of Abigor*, created by

Beelzebub from the bones of the first horse. He is capable of casting spells as a 10th level cleric and can also use the following spells at will: *Charm monster*, *divination*, *heroism*, *locate object*, *polymorph self* (1/day) and *suggestion*.

Adramelech

Rank: High Chancellor and President of Hell

Hit Dice: 23 (110 hp)

Armor Class: -3 [22]

Attacks: 2 claws (1d8+2)

Special: Magic resistance (70%), +2 weapon required to hit, immune to acid, fire and ESP, spells, magical abilities, summon lesser fiends

Move: 15

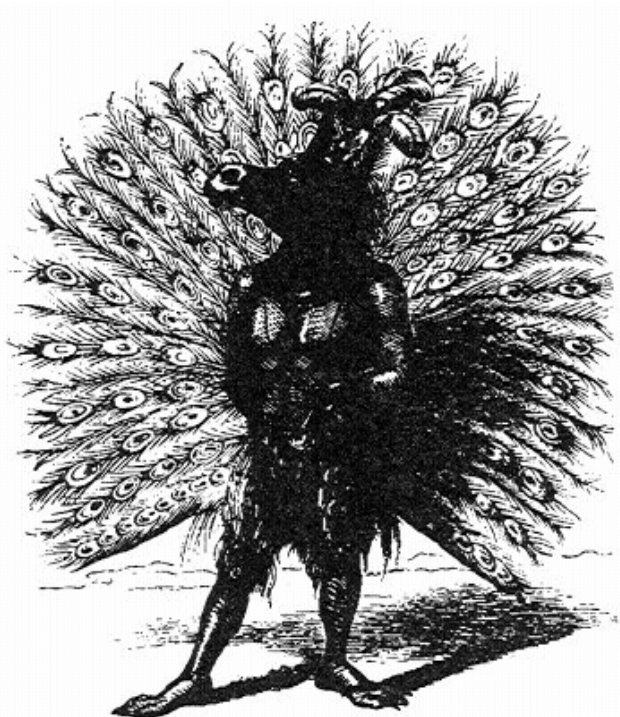
Challenge Level/XP: 29/7100

Adramelech is the high chancellor of Hell, president of the senate of devils and supervisor of Lucifer's wardrobe and treasury. Before his fall he was a solar. After his fall, he became the tyrant of a small city-state on the dread plain of Kisthenes, worshiped as a sun god and demanding the sacrifice of children in fire pits before his palace. He was subsequently vanquished by the solars Uriel and Raphael, who cast him into Hell. Adramelech, also called Adar-malik or King Adar, is filled with guile and mischief, setting powerful devils against one another and heaping flattery upon his infernal master.

Adramelech's quarters in the palace of Lucifer are grand and formed of a hundred jeweled chambers with floors of dung and vaulted ceilings that drip acid. The beautiful furnishings in his apartments are tattered and worn from the acid and present a picture of ruined luxury and pointless vanity. Within his quarters he keeps a harem of succubi who act as his agents in Hell and on Nod. He does not trust his "wives", so he keeps them so wrapped up in schemes within schemes so that they cannot be sure any action they take is not part of his ultimate design. The halls of his apartments are guarded by ice devils. His own quarters are furnished with tattered velvet curtains and a deep fire pit, a reminder of his former life as a god-king.

Adramelech can appear as a bronze skinned angel in robes of peacock feathers girded by a belt of black stones on a chain of brass. His true form is of a humanoid with the legs and head of a mule and the tail of a peacock. He makes no pacts with mortals, preferring to twist them to his service using his succubi and the power of innuendo and rumor. Adramelech can cast spells as an 11th level illusionist and 8th level cleric. He can also use the following spells as magical abilities: *phantasmal force*, *suggestion*, *mirror image*, *polymorph* (self), *invisibility* (self) and *wish* (other, once per year at the winter solstice).

JMS



Lyonesse

The Gleaming City



By John M. Stater, Illustrations by John Tenniel, Dorothy Lathrop and Gustav Dore

DEMOGRAPHICS

Population 23,260

Race Human

Minorities Dwarves, elves, halflings

Patron Deity Ceres, goddess of agriculture

Alignment Neutrality

Motto Kailr eln Cuilidsirr (King and Country)

AUTHORITY

Ruler King Tristram (Fighter 2)

High Priest Bob (Druid 6)

DESCRIPTION

Theme Feudalism in all its brutal glory

Accent French

Vistas Wattle-and-daub houses, stone towers, narrow streets crowded with citizens and often clogged by farmers bringing animals to market, pungent aromas, processions of knights on horses and dames in carriages preceded by page boys and heralds in gaudy tabards

Cuisine Rich roasts and stews, joints of mutton, hog's heads stuffed with plums and apples, tankards of beer and mead, flagons of wine of every color, potent spirits, crusty loaves of bread

Names Aequas, Aevanwen, Alanth, Aluin, Dronan, Erith, Flamor, Gwenn, Jurace, Laoirean, Malbot, Painn, Pauldur, Poitny, Salond, Teine

Coinage Gold lions, silver dops, bronze flauts

Lyonesse is among the wealthier, more powerful city-states in the Motherlands. It dominates Western Venatia as Nomo once dominated all the Motherlands, and the rulers of Lyonesse would like very much to establish a Venatian Empire in the style of that once great monarchy.

Lyonesse is a grand city built on a plateau surrounded by marshy land near a bend in the River Danu. The plateau rises on the east bank of the river and a collection of peasant hovels sits on the west bank of the river, connected to the city proper by a fortified bridge with a gatehouse on either end. The walls of Lyonesse are made of granite blocks and are white washed until they gleam.

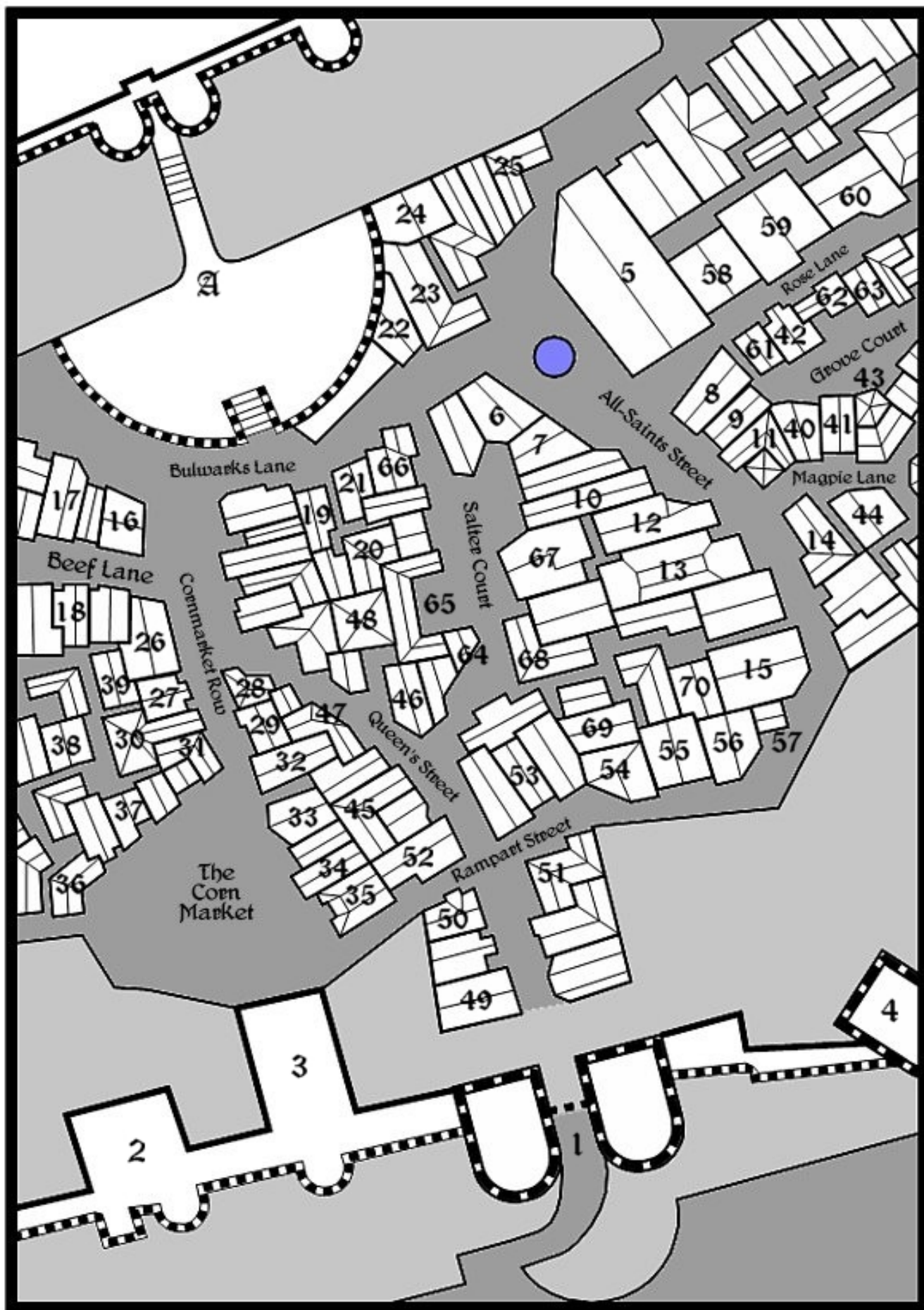
The city proper is composed of narrow lanes and tall, graceful buildings. The great keep occupies the central portion of the northern city wall and is linked to the Bridge Gate by a number of paved streets.



Knights & Dames

Lyonesse is chiefly known for its knights and dames, the flower of Motherlander chivalry. The city-state's wealth is based upon its fabulously productive farmland, producing grains, fruits, cattle, swine, poultry and cheese in amounts almost grand enough to feed the Motherlands in its entirety. All of this land is divided up into a patchwork of fiefs owned by knights, baronets and barons under the command of dukes and counts who themselves swear fealty to the king of Lyonesse.

This multitude of fiefs leads to a multitude of knights and dames, who can usually be found galloping or prancing through the streets of Lyonesse, armor gleaming, swathed in bright colors on beautiful destriers and accompanied by retinues of 1d3 sergeants, 1d4+2 men-at-arms and 1d6 pages carrying banners and pennons. Knights alone may wear gold ornamentation in Lyonesse and only knights may openly carry long swords and two-handed swords. Male knights are usually accompanied by their dames, dressed in all the finery they can afford and riding side saddle to show they are ladies of quality. Female knights are accompanied



by their paramours, usually strumming lutes or mandolins and composing ballads in their honor.

Ceres & Cereals

The chief divinity of Lyonesse is Ceres, the goddess of agriculture. Lyonesse also has temples to Proserpina, daughter of Ceres, Minerva, Mithras and Jove. The clergy dress in robes of azure and live in luxurious houses and dormitories. Their primary charge is to lead the community on behalf of the goddess the king of Lyonesse (her representative on Nod), to render succor to the needy and defenseless and to act as historians, recording chronicles in heavy tomes kept in temple libraries. Male clerics of Lyonesse shave the tops of their heads in the tonsure associated with medieval monks, while female clerics cut their hair short, in the “pageboy” style associated with Joan d ‘Arc. The clerics believe in the return of a Golden Age and preach against the sins of faithlessness, selfishness, apostasy and blasphemy. They encourage hard work, abstinence and bravery.

The grand cathedral of Ceres is located in the western portion of the city-state in an area called the Kirkward. The cathedral is a Gothic cathedral of dark gray stone covered with images of grain nymphs, grimacing satyrs, peasants at work in the fields, knights and dames in scenes of courtly love and four malachite idols of Ceres.

The Kings of Lyonesse

Since its earliest days, Lyonesse has been a kingdom. Technically, it is still a possession of Nomo, but now that the king has staked his claim to that empire’s vacant throne, the temporary rulers of Nomo find it advantageous to leave Lyonesse to its own affairs.

The first king of Lyonesse was its founder, Aetorian, a tribune of the legions of Nomo who built a powerful fortress upon a chalky mount to command the Danu. A decade later, to stave off a mutiny, the emperor Vinrix crowned him king of Lyonesse and made him a member of the Imperial Council, a now largely defunct organization.

Since Aetorian’s day, there have been dozens of kings in Lyonesse, with the more famous (or infamous) including Fourbin the Bold, Ingenu the Eagle (husband of beloved Queen Aurore), Beaujour the Beautiful, Bardondon and his wife Balanice (the true power behind that throne), Emilien Wosehammer and King Hyacinth, last of the Brute dynasty.

For the past five decades, King Tristram, founder of the Diamonte dynasty, has ruled Lyonesse wisely. He is an astute politician and has used the financial backing of the

Krumms to his advantage. Tristram is an old man now, with white hair hidden under a sable wig, a long, crooked nose (received while jousting as a young man), a wrinkled, cheery face and intelligent golden eyes. His wife is the matronly Lenore, daughter of a minor noble family of Iver, and rivals to the rulers of the northern county. Tristram and Lenore have a large brood, detailed later.



Lyonesse’s society is based on reverence for Ceres and adherence to the feudal order. It is a conservative society and often repressive of the freedoms of the lower classes. King Tristram’s health is known to be shaky, and much political maneuvering goes on between the merchants, the craft guilds, the clergy and the noble families, especially the Duke of Brioché and Lutain. The Lyones are known for their fine cuisine and their lustful behavior behind doors. Courtesans and mistresses are highly valued by the Lyones, for public displays of affection and taboo and one is expected to be sober and grave at all times.



Brioché



Iver



Lutèce



Lutain

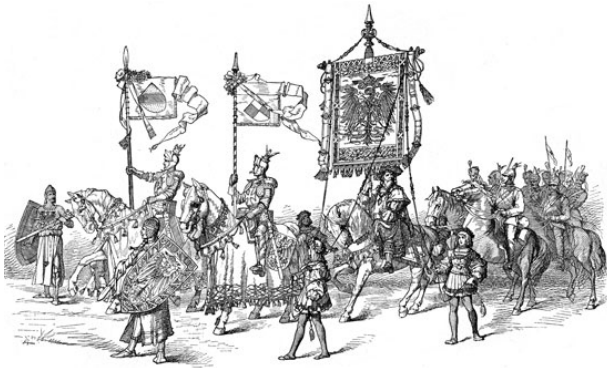


III

Domain of Lyonesse

Lyonesse is composed of the duchies and counties of Brioché, Iver, Lutece, Lutain and Ull. Lutece, possession of the Diamantes, surrounds the city-state of Lyonesse. It is an unhealthy, swampy country and a center of the cloth dying industry. The Diamantes were a minor noble family with cloth and dye interests who hired a mercenary army and paid off many barons to oust the decrepit Brute dynasty, who were themselves mere puppets of the ducal families. The Diamantes were financed by the brothers Krumm, dwarf moneylenders with factories in Antigoon, Blackpoort, Lyonesse and the Venatian League. The dukes of Brioché and Lutain despise the Diamantes. The Diamantes tax lightly, though, making them popular among the merchant and artisan classes and helping the country to prosper. Their chief rivals at home are the Malfeche, a mercantile family tinged with cambion blood and desperate for entrance into the nobility.

Crowds of Lyonesse



Roll Crowd Element

- 1 Apprentices (2d6) wasting time or carrying messages
- 2 Aristocrats (1d3) parading and shopping
- 3 Beggars (2d6) with hands outstretched
- 4 Damsels (2d6), glancing demurely
- 5 Dwarfs (2d4) sniffing at human craftsmanship
- 6 Elves (2d4) gadding about and sneering
- 7 Goodwives (1d6) shopping and doing errands
- 8 Guardsmen (1d4+1) harassing foreigners and yokels
- 9 Halflings (2d6) eating custard pies and sight seeing
- 10 Illusionist (1) running a scam
- 11 Journeymen (2d4) going to or coming from work
- 12 Knights (1d6) on horseback, fully armored
- 13 Masters (1d4) arguing complaining about business
- 14 Merchants (1d4) arguing politics
- 15 Pedlars (2d6) hawking their wares
- 16 Priests (1d6) in azure robes, chanting and blessing
- 17 Prostitutes (1d3) working the crowd
- 18 Rakes (1d6) looking for trouble
- 19 Thieves (1d4+1) casing the crowd and plying their trade
- 20 Roll Again

Streets & Encounters

A. The Citadel

The citadel is a massive fortress, the center of government in Lyonesse and home to its king and many members of his court. The citadel is constructed from brilliant, white limestone. Its towers have conical roofs of sapphire blue slates. The walls of the citadel stand 40 feet tall, its towers 60 feet tall, and they are routinely patrolled by crossbowmen.

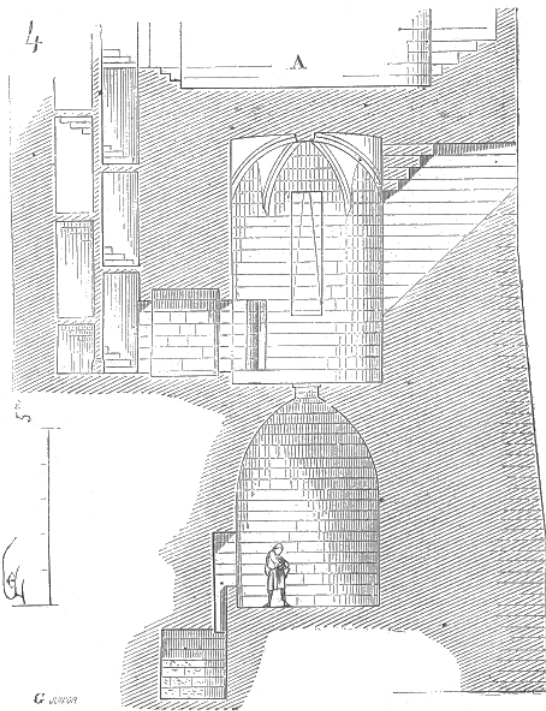
Within the citadel dwells King Tristram, his wife Queen Lenore and their children, Burgon, Damoun, Juliada and Pontinae. Princess Juliada is in line to take the throne when her father passes, while her brother Burgon has been promised the Duchy of Lutain as his own. Pontinae is slated for education by the church and a prominent place in the priesthood, while Damoun will be apprenticed to Master Odumnovice. Other inhabitants of the citadel include the aforementioned court magician Odumnovice, Tristram's personal chaplain Father Roquelaure, lord high constable Ramee, the commander of the royal guard, the royal surgeon Dr. Menet and Fraien, giant, blue-black bearded master of the hunt. Various ladies-in-waiting and squires drawn from the nobility also reside in the citadel and visiting nobles are common.

The citadel rests upon a fortified mount 20 feet tall. In front of this mount is the large, round bailey. The bailey is actually an open courtyard that is used for military demonstrations. A troupe of seven heavy infantrymen occupies the bailey at all times and the walls above are manned by 15 crossbowmen, all elite men-at-arms (HD 2).

The City Wall

The city wall of Lyonesse is constructed from the same limestone as the citadel, and like the citadel is kept immaculate and gleaming. The wall is set upon a massive embankment (colored light gray on the map) that rises 30 feet above the surrounding land and is buttressed by 10-foot thick walls of limestone. The actual city walls are 40 feet tall. The guard towers are 50 feet tall, while the gatehouse stands 60 feet tall. The walls and towers are always staffed by soldiers; assume any 100-ft span of wall is manned by five crossbowmen, while each tower holds five crossbowman and five heavy infantrymen with a sergeant-at-arms in command.

1. Gatehouse: The gatehouse, also called the Bridge Gate sports two steel portcullises and foot-thick doors of oak studded with hundreds of bronze nails in the outline of a *lion rampant*. The doors and portcullises are left open



during the daylight hours, but closed (and never opened, save by direct order of the king) at night.

During daylight hours, two heavy infantrymen and four crossbowmen guard the entrance to Lyonesse, collecting tolls for an exciseman (1 cp per foot, 1 sp per wheel). The exciseman sits at a wooden desk with an iron strongbox that typically holds 1d10x10 cp and 1d6x10 sp per hour after daylight. The towers are used as barracks for twenty heavy infantry and twenty crossbowmen, who take their turns patrolling the walls and standing guard. The guardsmen are under the direct command of Captain Calie, an aged elf woman in platemail with skin the color of ancient ivory, hair of burnt umber and gentian eyes. Her natural grace and optimistic attitude have made her popular with her soldiers. Calie is one of the three famous “Harpies of the Bridge”, along with the female sergeants that command the guard towers that flank the gatehouse.

| *Captain Calie: HD 5 (23 hp); AC 0 [19]; Atk 1 weapon (1d8); Move 9; Save 12; CL/XP 5/240; Special: Can cast charm person once per day. Platemail, shield +2, long sword, dagger.*

2. West Tower: The west tower is commanded by Cwenen, a sergeant-at-arms with skin bronzed by many campaigns against Tristram's enemies, chestnut hair and large, hazel eyes that flit constantly about a room scanning for threats. An overbearing disciplinarian, her soldiers also know her to have a heart of gold – many soldiers down on their luck

have found a few extra silver coins dropped in their laps as their sergeant walked by. Cwenen nearly became a priestess, but her lack of patience for book learning and love of swordplay sent her into the military life. She took her blade as a prize when she faced down an orc chieftain many years ago on the field of battle. It is a *bastard sword* +1 of azure metal that grants its owner a +1 bonus to save against magic and, if it beats an opponent's AC by more than 6 points, transmutes metal armor to leather and leather armor to cloth. The bastard sword was forged for the bard Longorius, aid-de-camp of King Rollo of Lyonesse during his wars to conquer Western Venatia. The sword is aligned to Law and does not permit its user to lie.

| *Cwenen, Sergeant: HD 3 (20 hp); AC 2 [17]; Atk 1 weapon (1d8); Move 9; Save 14; CL/XP 3/60; Special: None. Platemail, shield, longsword +1.*

3. Mithras' Grotto: This 20-foot tall building has a peaked roof of stepped stone and bears no decoration other than a bas-relief of a bull's head over the iron door that serves as its entrance. The building is a temple to Mithras, the patron deity of soldiers. The upper portion of the building is an empty chamber decorated with frescoes depicting Mithras slaying a bull on the east wall and Mithras slaying a dragon on the west wall. In the middle of the room there is a secret trapdoor that can only be activated by simultaneously depressing hidden buttons in the frescoes, one on the bull's neck and one on the dragon's breast, with a spear or sword point. Once opened, the trapdoor reveals a vertical shaft one can traverse using stubby iron bars that jut from the walls. At the bottom of the shaft one must let themselves drop about 8 feet to the floor of a man-made cavern. The cavern holds a shallow pool and behind it a sacrificial altar and idol of Mithras slaying a bull. The idol is made from marble and painted to look real. Here, soldiers gather under the guidance of Guson, the resident priest of Mithras, to sacrifice bulls and pay homage to their patron. The bulls are brought in through a secret tunnel that connects the cavern to the Corn Market.

Guson dwells in his own chambers in the gatehouse. He is a suave, well spoken man with black hair tinged white at the temples and an elegant pointed chin and aquiline nose. His mustachio is always well waxed. Guson dresses in robes of blue linen over his platemail. He carries a shield bearing an image of Mithras and wears a red Phrygian cap in imitation of his deity.

| *Guson, Cleric Lvl 3: HP 13, AC 2 [17]; Save 13 (11 vs. paralysis and poison); CL/XP 4/120; Special: Cleric spells. Platemail, shield, mace, holy symbol, jar of mustache wax.*

4. East Tower: The east tower is commanded by Sergeant Ursuin, third of the three Harpies of the Bridge. Ursuin is a

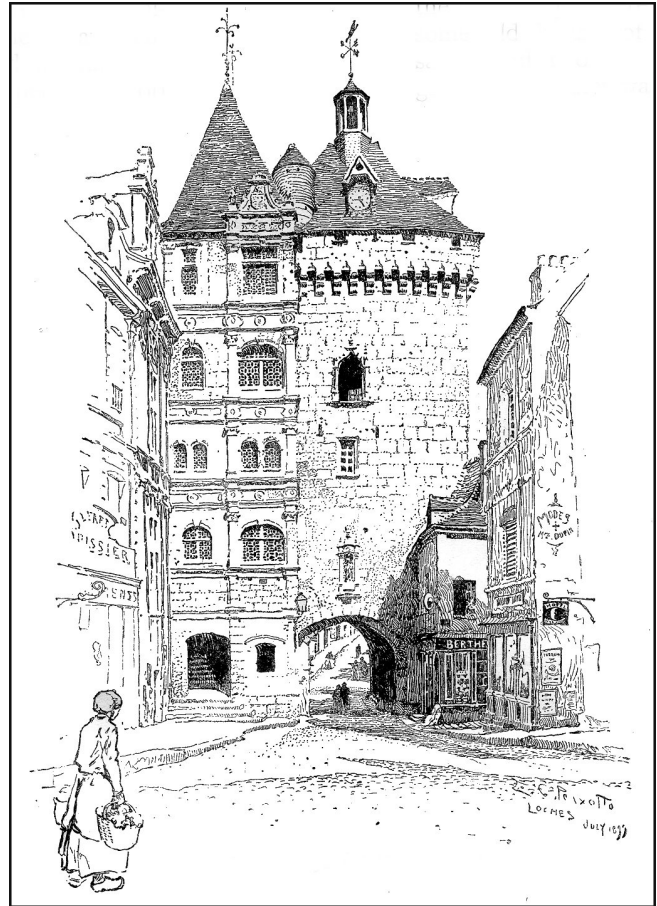
young woman from Blackpoort who entered Tristram's service after saving Yarvis Krumm from bandits on one of his travels between Lyonesse and Blackpoort. Ursuin is tall and muscular, with tanned skin, bushy black hair and a heavy frame. She has a forceful personality and few care to get in her way, though she is also very forgiving and great fun in a tavern brawl. During combat, she can choose to accept a -1 penalty to hit in exchange for a +1 bonus to inflict damage. Unlike her sister Harpies, she wields a battleaxe (a gift from Yarvis Krumm) so finely forged it gives her a +1 bonus to hit.

| Ursuin, Sergeant: HD 3 (13 hp); AC 2 [17]; Atk 1 weapon (1d8); Move 9; Save 14; CL/XP 3/60; Special: Power attack. Platemail, shield, battleaxe.

All-Saints Street

All-Saints Street is a fashionable promenade of sepia-colored paving stones and tall, imposing buildings of dark oak and icterine plaster. It is usually crowded with talkative students, aristocrats on parade, chattering bourgeois on the hunt for fun, strolling minstrels mingling their voices and lute-songs with the murmuring of the crowds, street performers in gaudy costume, coy prostitutes in their mandated yellow cloaks and partridge feathers tucked into their hair, beggars who look as though they've never missed a meal and crafty pick pockets. The most impressive displays on All-Saints Street, however, are made by the nuns of Proserpina's Nunnery. Each Sunday they emerge from their cloisters in vibrant blue robes and black shawls marked with the three golden pomegranate seeds that are the emblem of their order. Four nuns hold aloft a small golden altar of their patron goddess while the others hold sheaves of golden wheat and chant hymns in honor of Proserpina and Ceres. Young members of the order scatter seeds in front of the procession while the senior members distribute alms to the poor in the form of copper coins bearing the goddess' likeness.

5. Nunnery of Proserpina: The nunnery is a fine limestone building, two stories tall, with a high, peaked roof clad in copper. The abbey has an almshouse on Bulwarks Lane, where copper coins and porridge are distributed to the poor, a hospice for the indigent, especially farmers, a chapel, rectory and dormitories. The abbess is Damma (2 hp), a plump woman with short hair the color of dark chocolate (a well known vice of the abbess, who spends rather more of the abbey's budget on cocoa than she should) and olive skin. Damma is a devious woman, well versed in church politics and opposed to Archbishop Bob, a member of the Kaspar family and rival to her own Papelard family. All nuns are technically married to Pluto, but Damma has been known to see men on the side when it was advantageous to her politically.



6. The Stew: The Stew is a shugging den run by Lunan (2 hp), a slight man with a terrible lisp, golden skin, close-cropped blond hair and scarlet eyes. Selfish in the extreme, he is neither well liked by the prostitutes in his employ, nor his customers. That being said, his customers have to admit he runs a top flight establishment, with comfortable baths (he has a hearth elemental that keeps the patrons safe and keeps the water hot), private rooms on the third floor and a number of gambling tables (primarily tables or backgammon and a local card game called Three Mummies Bluff that plays like gin rummy). Lunan and his several children (all from different mothers, most still in his employ) dwell on the top floor of the place in luxury. He has a private tutor named Bargreve to attend to the childrens' education and a valet by the name of Camron to attend to his own needs.

7. Tinker: Salond (1 hp) is a haughty little man, a master engineer with extraordinary dexterity who crafts wondrous clockworks and draws up plans for fabulous fortifications and vehicles he never builds. Salond is married to a bored goodwife named Celee, who is tired of her husband and

looking for a fling. Salond is scrupulously honest, but completely unaware of his wife's roving eye.

8. The Yellow Queen: The Yellow Queen is a restaurant and tavern run by Ywell (3 hp), a halfling chef with a puffy face and nut-brown skin, gray eyes and shoulder-length black hair always kept perfumed and curled. The restaurant derives its name from a marionette of a queen in yellow that hangs from an upper window. Most folk in Lyonesse know the story of how a very drunk Ywell got the marionette hurled at him by an angry Maggi [69] when he got rowdy in her puppet theater some years back. He never gave the marionette back, and the two would yet be at odds had a basket of warm muffins not appeared on Maggi's doorstep the next night, and once a week thereafter. Ywell serves plates of trout in generous portions, steaming platters of escamoles in coriander sauce and bread dipped in cream and then fried in dill oil and ginger beer. His staff is made up of his relations and they are known to help themselves to patrons' purses, replacing them after extracting a few gold coins or tiny gems. The restaurant has eight tables and five booths shrouded by light blue linen curtains. The upper floor is reserved for the "nobs" and no pilfering by the staff is permitted there. Ywell can't stand the nobles, so he spends his time on the ground floor with the bourgeois and peasants, smoking his ivory pipe and swapping stories.

9. Interpreter: The top floor of this four-story building is occupied by Eritte (3 hp), a pleasingly plump woman with silky brown hair that falls to her ankles. A true gentlewoman, she is a fine interpreter who can read, write and speak all known dialects of Motherlander common as well as elf, halfling, gnome, dwarf, a smattering of gnoll and orc and old high goblin (learned from a former live-in paramour whose slovenly habits finally forced Eritte to throw him out). Eritte is officious and businesslike while "on the clock", wearing the black houppelande of a sage (she graduated from All-Saints). At night she lets her hair down and can dance and drink with the best of them.

10. Goldsmith: leora (1 hp) is a youthful prodigy of the goldsmith's art, raised by her father, Gauldrin, who is widely acknowledged to be the greatest goldsmith who ever lived. Stories abound that Gauldrin was called to smith for the gods, though the priests of Vulcanus dispute this vehemently. It is said (truthfully) that his daughter has a heart of gold. It was crafted by her father when her heart failed on her 13th birthday (some say she was cursed by Vulcanus and that her father worked under the blessing of Minerva in his desperate attempt to revive the girl). leora is a quiet woman, intense of eye and steady of hand. She has bronzed skin, black hair always tied up in braids and

dark brown eyes. Her golden heart makes her immune to magic from anything less than a deity. She is married to a man named Joconc (2 hp), a former laborer who lost a hand to the toothy maw of a manticores that escaped from a circus. He now looks after the couple's six children, all of them adopted orphans.

11. Chandler: Joyce (2 hp) is a maker of perfumes, soaps and candles. She is a tall woman with a figure like a stick, dark blond hair and brown eyes that are usually only half open. Opinionated and curious, she is a favorite of Malbot, the headmaster of All-Saints College, but a bother to everybody else. Joyce is missing a finger, having sacrificed it to Apollo Helios in a bid to raise her beloved husband Rolph from the dead – the finger is now in the possession of an imp called Fairweather who is biding his time.

12. Theater Belle-Arts: This theater is run by Maxande, a swarthy young beauty with dirty blonde hair and deep violet-blue eyes. Heavy set and rather sloppy, Maxande is the stereotypical tortured artist, unusually self-involved, highly sensitive and dramatic. Her plays have been drifting into political territory of late, with the Kaspars receiving a few tweaks to their noses by her verse. Tadoc [13] has made some vague threats, but has not yet taken decisive action to shut her up. Maxande is married to Wallam, a mediocre actor who flirts shamelessly.

13. The Hôtel Kaspar: The hôtel of the Kaspar family, the dukes of Brioche, is an imposing structure with a large armorial emblazoned on the third story wall. The house has four floors and a peaked roof with a copper roof. Two guards (heavy infantry) are posted outside the thick oak front door at all times and entrance is only obtained by getting past the butler. The hôtel is often visited by spies and various cousins and children of the duchess, who rarely enters Lyonesse for fear of assassination by her enemies. The main inhabitant is Tadoc, the duchess's son and an infamous rake who spends his time drinking, whoring and keeping ill company (including dwarves!).

| *Tadoc, Rake: HD 5 (25 hp); AC 4 [15]; Atk 1 weapon (1d8); Move 12; Save 12; CL/XP 5/240; Special: When opponent misses his AC by more than 5, he gets an immediate riposte at +2 to hit and damage. Fine clothes, long sword, dagger.*

14. Sword For Hire: Pauldur is a swordsman of great skill. He works as a protagonist, taking up arms for those unable to defend themselves. Pauldur is a generous soul, often taking up causes for the fun of opposing the powerful. While some might take him for a brainless sword swinger, Pauldur is well read and highly educated by his father, an itinerant tutor who was driven into ruin by his love of wine and hatred of the aristocracy. Pauldur is tall and well proportioned, with tanned skin, a flowing mane of blond hair and gentle, green eyes. In addition to his skill with a sword, Pauldur was taught the spell feather fall by his father before he died. He lives in the middle story of this three-story building, the apple of his landlady's eye.

| *Pauldur, Swordsman: HD 5 (28 hp); AC 3 [16]; Atk 1 sword (1d8+1); Move 12; Save 12; CL/XP 5/240; Special: Two attacks per round.*

15. All-Saints College: All-Saints College was endowed by Queen Yvette-Mimi about 350 years ago. It occupies an ancient building of limestone, four stories tall and housing dormitories for the four sages and their fifteen to twenty students, lecture halls, a dining hall and kitchen and a small library with five tomes that compose the curriculum of the college. The dean of the college is one Malbot, a willowy man with thin arms and fingers and a face like a tack. Despite his imposing appearance, Malbot is a gregarious, goodhearted old gentleman and much beloved by the students. He is a devout worshiper of Ceres, but shares rooms with his good friend Guson [3], the cleric of Mithras who would like to overturn the old faith in Lyonesse and institute the more robust and virtuous worship of Law. Malbot often lectures his students on matters of divinity while walking through the streets of Lyonesse, sampling the wares of local peddlers and restaurateurs as he talks.

Beef Lane

Beef Lane is a street that runs parallel to Bulwarks Lane. The street has many apartment buildings that house laborers, men-at-arms and other working class folk. Most of the people encountered here are either on their way to work or on their way home for dinner or supper. They are usually well fed and brawny. The street is named for the butcher shops that line it.

16. Armorer: Hervinna (4 hp) is a round, angry-looking woman who gets great satisfaction from hammering on metal all day long. She has golden brown hair worn in a bun and small, black eyes that give her a sinister cast. A master manipulator, she is also a bit of a hypochondriac. Hervinna has a keen interest in insects, and the armor she crafts always has an insect theme to it. Armor made by her



hand costs five times as much, but has a +1 bonus to AC. Her apprentices make more traditional armor.

17. Butcher: In his prime, Guorn was known as Carnifex, a feared assassin whose skill with the knife spelled the end for many powerful men and women. In his old age, he took his accumulated loot and moved to Lyonesse from his native Blackpoort, opening this butcher shop. He is now a mature and responsible citizen, with pale skin, sandy brown hair and tired, hazel eyes. He is usually clad in rough peasant clothes and a blood-spattered apron. Guorn is an exacting master, driving his poor apprentices crazy with his

constant harping and almost cruel discipline. He lives with his overbearing but comical father Gausepp on the second story of the shop. The cellar is used as a meat pantry.

| *Guorn, Assassin Lvl 8: HP 30; AC 8 [11]; Save 8 (7 vs. death); CL/XP 8/800; Special: Decipher script, disguise, sneak attack x3, skullduggery, poison. Knives and cleavers.*

18. Charcuterie: Kelle (3 hp) runs this charcuterie, where pork from the provinces is turned into sausages, trotters, head cheese, rillettes, pates and bacon. Kelle has delicate, porcelain skin, light brown hair (with never a hair out of place) and intelligent, keen eyes of forest green. She is immaculately clean, very intelligent and completely amoral. A master at her trade, she has a +2 mace hidden in cellar, taken from a drunken adventurer who made the mistake of insulting her and then turning his back. Her building has two stories, with the charcuterie on the ground floor and her quarters, which she shares with her husband Phisopp (4 hp, +1 Str bonus), on the second floor.

Bulwarks Lane

Bulwarks Lane wraps around the citadel and interlinks with a number of other streets. Broad and always under the eye of crossbowmen, it is avoided by unsavory folk and thus a good place for the bourgeois and peasantry to cavort without fear of robbery. Guard patrols are frequent, as are visits by the ill and infirm, for several medical practitioners are to be found under the shadow of the citadel.

19. Redsmith: Painn (1 hp) is a doddering old curmudgeon with eggshell skin covered in liver spots, a few wisps of gray hair that hang down to his waist and dull blue eyes buried under a mountain of eyebrows. Brilliant and temperamental, he is well regarded throughout the city-state for his skill with copper, bronze, brass and tin, but otherwise despised as an angry old crank. Painn owns a lovely tortoise shell comb (worth 35 gp) that once belonged to his deceased wife (now a vampire living in the tunnels under Blackpoort) and a *flying potion* traded to him by an adventurer.

20. Three Bodkins Restaurant: The old and well regarded *Three Bodkins* is a social club for the merchant class. Landlord Uchri is an immigrant from Kirikersa who serves joints of venison, lemon pies and eel and truffle pies, along with a heady pear cider and ruby-colored wines. The large restaurant has over 20 tables and many curtained booths, the curtains being made of zibeline (a bit worn, but still of fine quality). Uchri is a very short woman and almost as wide as she is tall. She has ginger skin, glossy black hair and very dark, brown eyes that always seem to be looking past the person with whom she is speaking. Rash and

perverted, she is a collector of porcelain and crystal, with her current collection worth over 400 gp. Her serving wenches are considered the gentlest in Lyonesse.

21. Trainer of Falcons & Hounds: Yveena (3 hp) is a vigorous, though fragile, looking woman with sharp features and short, black hair. Straightforward and charming, she trains the raptors and hounds of King Tristram and many of his vassals, as well as hunting pigeons and other birds with her own falcons, hawks and tercelts. She keeps her birds in a mew atop the 3-story building she calls home.

22. Barber: Edelon (3 hp) is an ambitious young man who not only serves as the official barber of the priests of Lyonesse – a lucrative contract, and one he owes to his connections with the Krumms – but also works on teeth, gives bleedings and performs other bits of surgery in his workshop on the ground floor of this four-story building. Edelon is usually in a sour mood and he has a tendency to follow his fancies and passions, even at inopportune times.

23. Construction Site: A three-story wattle-and-daub building is currently being constructed here for the Worshipful Brotherhood of Leeches, Chirurgeons and Apothecaries. The construction is overseen by Jurace [29].

24. Physician: Duban is an immigrant physician from Ophir, treating the wealthy while running a smuggling ring out of his attic. Duban uses a combination of modern medicine (leeches, bleeding, stone swallowing) with traditional herbal cures from the sun-baked hills of his homeland (which provides a cover for the deliveries of goods that frequently come to his home from shifty looking Ophirians). Duban is tall and rarely misses a meal. He has tanned skin, black hair and a well trimmed mustache and beard. Besides hiding thieves, murderers and smugglers in his attic, he also keeps a small golden idol of Lotan (worth 200 gp) there, as he is a devout worshiper of Chaos. The thieves know of a passage from his cellar into the citadel.

25. Herbalist: Flamor (4 hp) is a young devotee of the druidic faith who unfortunately possesses neither the wit nor wisdom to become an actual druidic priest. Still, he knows every story and song by heart and does his best to annoy any in earshot with his condemnation of “upstart” gods. Flamor lives in the cellar of this three-story building, with his shop occupying the ground floor. Flamor has lily-white skin, dark red hair and warm, amber-colored eyes.



The Corn Market & Cornmarket Row

The Corn Market is one of the three important markets in Lyonesse, the others being the Livestock Market in the center of town (just take Beef Street west and you can't miss it) and the Woolens Market near the Kirkward. The market is paved with gray-green cobblestones and usually covered in a layer of straw and animal waste. Booths and pavilions are set up during the day for peddlers and traders and after dusk the litter is swept into a pile and set on fire so that swashbucklers can duel and fight to cheering and betting crowds. The market and Cornmarket Street are commonly traversed by merchants, traders, farmers, herdsmen, teamsters, mule-skinners on wagons, peddlers, beggars and the ubiquitous pick pockets.

There is a 1 in 6 chance that a band of pikey wagons will be visiting the Corn Market to sell their wares. Pikeys are the gypsy-like halflings that wander the Motherlands stealing odds and ends and then selling them to the gullible as relics, amulets and talismans. They also perform simple magic tricks, tell tall tales, sing and dance and perform

acrobatics. There will be $1d4+2$ of the wagons in the market, each housing 4 or 5 pikeys.

26. Mortuary: Aequas (4 hp) is a middle-aged man who looks about 20 years older than he really is, with wrinkled olive skin and eyes like aquamarines. Humble and mild-mannered, he takes his job very seriously, and brags that no body that has passed through his mortuary has ever risen from the dead and killed its family. The mortuary has a high ceiling and four marble pillars carved with the images of Pluto, Mercurius, Orcus and Proserpina. The mortuary has access to the catacombs beneath the city, allowing Aequas and his assistants to inter bodies after they have been prepared. Although not a priest, his mortuary has been sanctified and he owns a *+1 mace* that he keeps close at hand.

27. Cloth Merchant: Damma (2 hp) is a tall woman, exceedingly thin, with wavy auburn hair under a white wimple, large eyes of midnight blue and perfect complexion. Flirtatious and quite amusing, she is known to entertain many young men while also spying for the Kaspar family. She sells all manner of cloth in this shop, keeping stores on the second floor of the building and a luxurious and busy bedchamber on the top floor.

28. Laundress: Xara (4 hp) is a young and dainty refugee from Ishkabibel, fleeing the city when the Saracens invaded and killed her husband, a sergeant of the guard there. With his dying breath he pressed his golden ring (a *ring of protection +1*) into her hand and guided her into the tunnels under the city, where she eventually met other escapees. In time, she made her way to Oparen and then to the Venatian League and finally Lyonesse when a band of well meaning nobles and merchants created a fund to resettle refugees from Ishkabibel in a bid to win the favor of Venus, deposed patron of that ancient city-state. With her porcelain skin, sparkling, dark brown hair worn loose on her shoulders and large, sky blue eyes, she has no lack of marriage proposals since she came to Lyonesse, but she remains loyal to the memory of her dead husband. Xara is compassionate, intellectual and once studied in the temple of Venus before finding that the wanton goddess did not suit her more retiring and loyal personality. Xara still keeps an idol of Venus in her shop, carved from ivory in the style of the Ishkabiblos, along with a small idol of Nemesis, goddess of righteous vengeance.

29. Carpenter: This well maintained wattle-and-daub town-house, three-stories tall, is owned by master carpenter Jurace, currently constructing the guild house of healers [23]. Jurace (3 hp) is a well seasoned man with olive skin, bushy black hair and leather brown eyes. He maintains a

neat appearance despite his profession and an attitude of aloof competence – what do you want? Fine, I'll do it and send for you when I'm finished. Jurace is well spoken and quite charming when he wishes to be. He is literate and numerate and has a head filled with poetry that he lavishes on his young wife, Sarra, or any other woman who happens to be close at hand.

30. Wax Figure Maker: This building, which looks on the verge of collapse, is occupied by Poitny (6 hp), a titian haired giant with a mournful face who specializes in the making of wax figures, mostly for the purpose of veneration but also for the purpose of working magic on one's enemies. He is a creepy, cynical man who doesn't get on well with others. He prefers his instructions to be short and to the point and if not he will give a huff and wave his would-be customer away. Poitny's razor-sharp knives are never far from his grasp and he enjoys a +1 bonus to hit and damage with them in combat.

31. Moneychanger: Svole (5 hp) is a youthful dwarf connected with the Krumms. She has creamy white skin, amber-colored hair worn in unwashed braids and carnelian



eyes that twinkle and shine. Svole is extremely honest and trustworthy and more than a few travelers and adventurers stow their goods in her strongbox (for a 5% fee, of course). Svole is married to an elderly dwarf merchant who works the Jade Road to Mu-Pan and is rarely seen, though he has given her three precocious children, Odgar, Ivolk and Angalenn, all of whom help their mother in her work.

32. Cheese Warehouse: By an ancient royal decree of forgotten pedigree, cheese in Lyonesse is counted as a grain, and thus sold in the Corn Market. Monsieur Gylome (4 hp), the owner of the warehouse and a client of the Krumms stores not only his own cheeses (hundreds of thick wheels of cheddar and tubs of brie and cottage cheese) here, but also the goods of other merchants and landowners. The warehouse is guarded by three halfling rat catchers named Gerig, Pretti and Sigga who are equipped with silver swords and a moggie named Melva.

| *The Pyrlaf Siblings, Halfling Rat Catchers:* HD 3 (12, 11, 8 hp); AC 6 [13]; Atk 1 weapon (1d6+1); Move 6; Save 14; CL/XP 3/60; Special: Track rats, brew poisons. Leather armor, spears, darts (5), knife, traps.

| *Melva the Moggie:* HD 1 (5 hp); AC 4 [15]; Atk claws and bite (1d4); Move 15; Save 17; CL/XP 1/15; Special: Surprise (3 in 6).

33. Corn Warehouse: This brick building has 30-foot tall walls and a peaked roof of wooden slats. It holds barrels upon barrels of grain – wheat, rye, barley, etc – as well as other odds and ends. The warehouse guard is Morau, a woman originally from Mu-Pan who escaped the harem of her husband, a caravan master who lives in Blackpoort and hasn't yet given up on the idea of recapturing or killing her. Morau has yellow-brown skin, dark brown hair bobbed very short and apple green eyes. She wears ring mail and carries an axe and shield while on duty, but dresses in loose, black garments when off the clock. Because she fears her husband, she mostly keeps to herself and stays indoors, sleeping in a loft in the warehouse when not on duty. She does not discuss her past with anyone, instead telling a story of having fallen from the stars and being a daughter of the Moon. Her only confidant is her husband, Caith, a sergeant-at-arms of the guard. Morau is morose and warlike, and best left alone.

| *Morau:* HD 2 (14 hp); AC 5 [14]; Atk 1 axe (1d8); Move 12; Save 16; CL/XP 2/30; Special: None.

34. Bricklayer: Dronan is one of the most interesting people in Lyonesse. His travels have taken him as far away as Mu-Pan and the South Seas and, once, deep beneath the Klarkash Mountains. He has been a merchant, a thief, a caravan guard, a tomb robber, a bandit prince, a castellan

for a mad ogre mage and a mason, his present occupation. Dronan knows just about everything and everyone and when sages are at a loss for answering a question and say they must “research the matter further”, they are probably going to see Dronan for a cup of tea and a chat. Despite his former life, Dronan has few baubles and keepsakes from his adventures and he's mostly happy to be done with it and living in a comfortable old house with a pretty young wife and several noisy children.

| *Dronan, Fighter Lvl 2, Thief Lvl 3, Venturer Lvl 2: HP 13; AC 9 [10]; Save 12; CL/XP 3/60; Special: Back stab x2, decipher script, thievery, cant, appraise, haggle, natural leader, pidgin, smuggle. Longbow +1, silver dagger, floppy hat.*

35. Mercantyl Guild: This four-story brick building has its own taproom, a steel vault in the cellar and a shrine to Mercurius and Abundantia, a minor goddess of luck, abundance and prosperity who gives gifts of food and money from her cornucopia, the symbol of the guild. The guild mistress is Ysolayn (3 hp), a youthful, aristocratic woman with olive skin, dark brown hair and dark brown eyes. Ysolayn is cautious and very precise in her record keeping and deal making. This attention to detail has made her quite wealthy. She lives in a plush townhouse with her five children and her husband Sir Chetwick, a baronet and member of Tristram's court. Her eldest son, Bavan, is her clerk and apparent successor, though she thinks he lacks the killer instinct that one needs to be a successful merchant. The merchants are an argumentative bunch, probably because they lack any real power in Lyonesse.

36. Cooper: Findir is a stout, compact, fireplug of a man with thick, long lips and a lazy eye. He works as a cooper, making and repairing barrels and crates. Wary of authority, Findir has a tendency to mutter things under his breath and then clam up, glancing about with a confused look on his face when challenged. He is neither married, nor does he want to be.

37. Bowyer: Mithet is a tall man with a rugged, friendly face and some of the worst breath you have ever encountered. Always on a fruitless hunt for a bride, he is a competent maker of bows and arrows.

38. Rat Catcher: Findin is a rat catcher – perhaps the finest rat catcher in all the Motherlands. Slender and muscular, with shoulder-length auburn hair, gray-green eyes with a clever cast and a handsome, square jaw, Findin is quite popular with the ladies and more than one aristocrat has been given pause when he came home to find Findin stalking about. For his part, Findin thinks only about his work and the care of his small but vicious dog Jaq. Despite his focus, ambition and experience, he credits much of his

success to three small, copper spheres that he keeps in a leather pouch on his belt. He found them in a crawlspace under the home of a wizard and believes they are magical.

| *Findin, Ranger Lvl 10: HP 47; AC 8 [11]; Save 6; CL/XP 10/1400; Special: +10 damage to vermin, surprise on 1-2 on 1d6, surprised on 1 on 1d8, track, wilderness survival, arch-enemy (+2 hit, AC, track giant rats). Leather armor, light crossbow, 10 bolts, daggers (2), spheres.*

39. Spies: Three spies of Blackpoort live in this shabby wattle-and-daub building. Bumbling but lucky, they are probably the best known spies in Lyonesse. Corix, Pirpre and Saunc dress in long, black coats and get little done outside of fighting amongst themselves. Corix (3 hp) plays the fiddle and can usually be found doing so for coppers in the Corn Market. Pirpre (2 hp) is an arrogant dandy who believes himself dangerous with the woman. Saunc (4 hp) wears an eternal scowl on his face and is convinced he about to be killed by his enemies.

Grove Court

Grove Court is known far and wide for its picturesque arch of ancient, cracked oak carved into a menagerie of grotesque creatures and Old Rhino, the cocky ogre who guard the arch. Every student in the history of All-Saints has made a brave attempt at tricking the ogre away from his post and perhaps one or two have succeeded – most just went home with a egg-sized lump on their head. The king commands a toll of 10 gp to enter the courtyard and enjoy its fragrant gardens and the mischievous flower fairies and enchanted canaries therein. The canaries of Grove Court are enchanted by the Guild of Wonder Workers so that they sound like a variety of instruments and their songs always weave together into original and haunting musical compositions.

The perimeter of the court is clad in white cobblestones punctuated by diamond-shaped tiles of malachite, salmon-colored marble and porphyry, and human guardsmen armed with crossbows make quite sure an enterprising nature lover doesn't accidentally walk away with the pavement. The gardens are usually being enjoyed by well-to-do burghers, aristocrats, nobles (for whom the garden is sometimes cleared), wealthy students and, of course, illusionists and charlatans who never, as a matter of pride, pay to enter. Those who dwell in the courtyard are known to Old Rhino and given free entry.

40. Invisible Academy: The so-called Invisible Academy is a product of the Guild of Wonder Workers and is a school for illusionists and petty magicians. The building is constructed of salmon-colored bricks and doesn't appear to have an entrance from either side, though both sides bear a balcony of wrought iron 15 feet above the ground and

covered in trailing vines of jasmine. Of course, this is all mere illusion – the building has two grand doors of blanched pine bearing *sepia snake sigils* and copper handles. The balconies are real, but the jasmine vines are actually assassin vines – Old Royse the handyman is in charge of keeping the vines watered and trimmed (he has a trilling voice that calms them) and removing dead bodies which the guild sells to the ghouls and body snatchers that make the catacombs of Lyonesse their home.

The academy is run by Eulalie, an olive-skinned woman with hair of stygian black and aubergine eyes that seem to float a fraction of an inch in front of her face. Dainty and reserved, she is usually to be found lecturing her students on the finer points of deception or having a nosh in her private chamber. Eulalie is assisted in her professorial duties by four other illusionists: Dapper Dined, a turbaned fellow from Ophir, Ishkabibel or Jinnistan depending on the hour of the day, Lammenty, who claims to be the exiled son of the Grand Lama of Tsanjan, Thotha, an Ibisian woman of mediocre looks who paints her face to match her mood, and the great Nizot, he of the silver tongue and empty purse. The academy usually has 1d6+5 students.

Eulalie is open in her worship of Fraz-urb'luu, whom she calls Mysterious Father, and keeps an idol of burlled walnut of the ape-like demon in her parlor.

| *Eulalie, Cambion Illusionist Lvl 6: HP 15; AC 9 [10]; Save 10 (8 vs. illusions); CL/XP 6/400; Special: Spells known (3rd), spell points 15, silver tongue, cast darkness 1/day, +1 to hit lawful creatures. Dagger, squirt-ing flower (acid, save or blinded).*

| *Dined, Illusionist Lvl 4: HP 14; AC 8 [11]; Save 12 (10 vs. illusions); CL/XP 3/60; Special: Spells known (2nd), spell points 9, silver tongue. Dagger, flash powder, darts (2).*

| *Lammenty, Illusionist Lvl 4: HP 13; AC 10 [9]; Save 12 (10 vs. illusions); CL/XP 3/60; Special: Spells known (2nd), spell points 9, silver tongue. Dagger, pistol, 4 bullets and powder (in horn), vial of poison.*

| *Thotha, Illusionist Lvl 5: HP 14; AC 8 [11]; Save 11 (9 vs. illusions); CL/XP 5/240; Special: Spells known (3rd), spell points 12, silver tongue. Dagger, darts (5), trick cards, trick dice.*

| *Nizot, Illusionist Lvl 3, Venturer Lvl 3: HP 6; AC 8 [11]; Save 13 (11 vs. illusions); CL/XP 2/30; Special: Spells known (2nd), spell points 5, silver tongue, appraise, haggle, natural leader, pidgin, smuggle. Short sword, padded doublet, silver dagger.*

41. Woodcarver: Eilie lives in this four-story building, renting out the upper floors and using the ground floor as a workshop and living chamber. Her furniture shows her excellent craftsmanship. She mostly carves objects of veneration for the hypocritical lords of the land and toys for orphans and other children. Eilie is a young woman, quiet when engaged in her art, but otherwise a chatterbox.

She lost her husband, a wild-eyed dreamer and would-be adventurer, some years ago and has not remarried. She has skin the color of a perfect pie crust, eyes like chocolate cherries and hair the color of fresh cream. Eilie owns a map of the Motherlands left by her husband.

42. Opalia: Opalia is a tavern and restaurant with a large, low ceiling-ed and romantically dark common room of six tables (4 small, 2 long), two booths hidden by wooden doors that lock from the inside and two private rooms. Each table and booth holds a thick candle of beeswax under a carmine globe, bathing the entire place a reddish glow. The restaurant, named for the festival of the titan Ops, goddess of plenty, is owned and operated by Peremund (6 hp), a temperamental chef with a broad, ruddy face, hair as black as a tinker's pot, arsenic gray eyes and a frame reminiscent of a scarecrow. Peremund is fanatical about his art and his passion is such that even high placed lords have been ejected from the premises for a lack of "good taste" and not had the nerve to return for vengeance. Peremund wears a silver ring with a large, star-shaped carnelian that provides *resistance to fire* – useful, given the balmy climate of his tiny, cramped kitchen. Although Peremund's menu varies, some of his more common dishes include apple and mushroom tortes, truffles in sugar beet syrup, braised pork on sweet bread, parsnips in grape seed oil and trout almandine. He has a small wine cellar stocked with arak, perry, comet-wine and several bottles of fine burgundy.

43. Reasonable Alchemicals: Niant is a swarthy red head, tall and usually looking as though he just tangled with a whirlwind. A middling magic-user, he works as an alchemist, selling all manner of concoctions, chemicals and phony talismans to support himself and his grandmother, Hithia, a former paramour of King Tristram's father. It is this history 'tween Hithia and the current royals that got Niant an abode in Grove Court. He and his grandmother live in what was once a splendid townhouse, now fallen into disrepair and disrepute. Niant works in the cellar and sees guests in the parlor on a threadbare settee. The upper floors are bedchambers for Niant and Hithia. Niant's apprentice, Bodinet, sleeps in the cellar with Hithia's two aging grayhounds, Gwilloc and Micia.

| *Niant, Magic-User Lvl 1: HP 2; AC 8 [11]; Save 15 (13 vs. spells); CL/XP B/10; Special: Spells (1st). Dagger, spellbook, amulets and talismans.*

Magpie Lane

Magpie Lane is a quiet thoroughfare, mostly trod by folks heading from one place to another or tourists on their way to see the Ivory Tower. Most of the buildings are flats

occupied by a mixture of wealthy paupers and poor burghers. The only business on Magpie Lane is that of Valen the wineseller, and his establishment is a favorite of the tenants of Magpie Lane, Valen being their chief defender and exploiter. Magpie Lane runs just a bit further east off the map, ending in the large, round courtyard wherein stands the haunted Ivory Tower of Lyonesse.

Ivory Tower: Located just east of the map in a round courtyard paved with ivory-colored cobblestones, the Ivory Tower is a round tower that stands 100 feet tall and appears to be constructed from a single piece of limestone. Legend holds that it the home of the Princess Lontaine, a wanton beauty bricked up in the tower by her father, the ill-regarded King Fourbin. Lontaine was renowned for her unblemished, porcelain skin, lush, golden hair and aureate eyes. A thousand suitors are said to have attempted to climb the tower to claim her hand, for it has no apparent door and only a single window. Legend says she was locked away with her dowry and a minor house demon that saw to her every need while imprisoned. When King Fourbin was deposed by his brother, the mystic key to the tower was never found and the Princess was never recovered. Some believe she dwells there yet, either a terrible old crone, a vengeful ghost or preserved as she ever was and still waiting for a champion to release her.

The tower has perfectly smooth walls, making climbing quite difficult (-10/-50% to climb roll). The window is quite small; just large enough for an unarmored man to squeeze through and barred by an adamantine grill. Attempts to fly to the window are met with a wild, sudden wind that swirls around the tower and casts the hapless flyer into one of the surrounding buildings – a common annoyance to the inhabitants, who are always having to pick mages out of the roofs or windows. Should one look through the window, which is like looking through honey, they might see the shape of a woman lying on a bed with coins of gold and silver and jewels piled around it. No djinn is apparent.

Getting Into the Tower: One paving stone around the tower's base bears a rune that looks like an apple. It is very weathered now and one who searches has a chance to find it equal to finding a secret door. The stone can teleport a person into the room at the top of the tower by one of two methods. The first is to shed a tear on the stone for the imprisoned princess – this is a sign of love and carries with it a blessing (see below). The other way is to place a golden apple (worth at least 50 gp) on the stone – this is a sign of avarice and will be punished (see below).

The teleported person (or persons) find themselves in a room with stained glass windows that depict the

adventures of the viewers, only as though they each had a charisma of 18+. The room is furnished with a small writing desk, a wooden cabinet of polished ebony and an empty cot. The images on the windows move, acting out some of the adventurer's past adventures. In one of them, they appear to be in a quaint village – the villagers in this image will be pleading for the adventurers to find them their queen. In another, they are peering into a hole in the floor at something that shines with golden light. A third panel shows them opening a black cabinet with a golden key.

In the center of the room, there is a loose board that grants access to a crawlspace that does indeed shine with golden light coming from a brass key. The key fits into the cabinet, inside of which is a severed feminine hand. Grasping the hand opens a *magic mouth* on one wall that says, in a pompous, booming voice “You can restore the hand – search for where the light is brightest”. At this, the mouth will open wide, showing a gallery behind it.

The gallery is lined with six identical portraits of Lontaine holding a young, golden-haired unicorn in her lap. The only difference between the portraits is Lontaine's eyes – in one painting they appear to reflect the rising sun, while in the others they reflect nothing. This portrait is a secret door that leads to a tiny room in which the body of Lontaine lies on a pile of velvet cushions. The body is now skeletal and missing a hand, though its hair still gleams and the silk robes it wears are still quite lovely. At this point, the adventurers will meet the spirit of Lontaine in the form of a golden eagle. If they entered the tower by shedding tears, the eagle will drop a cherry wand on the ground before them. If they arrived by a golden apple, it will attack with the powers of a banshee. The wand can cast a single unselfish *wish* spell. If used to replace Lontaine's hand, the hand's flesh will become florid and alive and this new vitality will spread over the princess's body. When complete, the body will take a deep breath, at which point the eagle spirit will fade into a golden mist and flow into her mouth, returning her to life and pledging her to one of her rescuers. Lontaine's new beau will discover that she has all the expensive tastes of a princess and none of the wealth to support those tastes. Have fun!

| *Princess Lontaine, Banshee:* HD 7 (36 hp); AC 0 [19]; Atk 1 claw (1d8); Move F12; Save 9; CL/XP 11/1700; Special: Magic or silver to hit, magic resistance 49%, shriek of death, immune to enchantments.

44. Wineseller: Valen is a courteous fellow of the old order, slightly crooked of posture (and character), with wizened hair, tired buff-colored eyes surrounded by wrinkles and skin as drawn as a day-old bath. His little tavern is actually a cellar of damp stones and racks holding dusty bottles of

wine and spirits. A long table and many loose chairs provide a place for his customers to rest their bones while they tie one on with Valen's excellent and reasonable wines. Baskets of hard bread and platters of soft cheeses are provided for nourishment, and one is allowed all they can eat for the cost of a silver coin presented upon entering the establishment, with the tradition being that the coin is tossed from the bottom of the stairs into an old burgonet hanging on the opposite wall for luck. Valen used to work as a pick pocket, falling into good luck when he consented to holding a gentleman's coat holding the title to this cellar just before the gentleman dove into the freezing waters of the Danu to end his life, which had recently become complicated by an ill-advised glance at a high born lady's ankle. Valen can "hear noise" on a 3 in 6. He lives in the building above the cellar with his wife, Imelda, and six bonny children.

Queen's Street

Queen's Street is lined by buildings of brick and stone, with a number of statues and friezes depicting the city-state's historic queens (Aurore, Balanice, Emilienne, Mayblossom, etc), all of whom receive worship in the form of candles, sheaves of wheat and small baubles from people looking for a divine cure or help with fertility. Queen's Street attracts many revelers due to its brewery and brothel.

45. Pan's Garden: Pan's Garden is a well worn building of isabelline stone bedecked with garlands of cloth flowers made dreary by years of rain and weather. The building sports a thick, oak door, slightly warped and painted livid purple and several small stained-glass windows portraying Pan and nymphs engaged in unruly entertainments. Within the slightly dreary building, one finds a lively tavern dimly lit and full of stertorous men and women. In the middle of the room there is a large, wooden idol of Pluto in his guise of Bacchus, lord of the grape and ecstatic drunkenness. Three long tables are placed in a triangular pattern around the idol, and several booths covered by thick, red curtains line the sides of the room. Serving lads and lasses – actually monks and nuns of Bacchus – clad in revealing reddish tunics carry about silver flagons of deep, burgundy wine and platters of fruit and cakes, often disappearing behind a red curtain with an amorous visitor.

Access to the upper levels of the brothel is controlled by a rather fierce man called Corbeaux – a mountain of a man with a fierce, black beard and amber eyes. Corbeaux wears a long coat of bronze rings and carrying a stout cudgel (treat as a heavy mace) in his massive hands. For a price of 10 gp, one gains access to a secret staircase, narrow and rickety, that leads to the brothel proper.



The brothel is run by Brenemund, abbess of the monks and nuns of Pluto. She is a small, wiry woman in silken vestments. All potential customers must pass by the discerning eyes of Brenemund, who does her best to protect her punks and ganymedes from harm. Dirty customers are told to depart the brothel and not come back until properly scrubbed and weapons are not permitted, Brenemund locking them into a iron strongbox. Those who meet Brenemund's qualifications are led into a small lounge with two comfortable velvet couches. There, they give a clark an indication of what they are looking for and then wait until the clark returns and guides them into a room just big enough for a goose down mattress. Wealthy clients might be guided up another flight of stairs to the third floor of the building, with larger rooms and more expensive "ladies and gentlemen of intrigue".

46. Brewery: This brewery is run by Arwain (2 hp), an elderly man with tanned skin, brunneous hair under a jaunty, willow green cap and alert eyes of somber hue. Tall and fashionable, Arwain employs a dozen men and boys to

oversee and feed his copper vats. Tables and chairs are set up outside the building for those who wish to sample his brews with a bit of crusty bread topped with butter.

47. Weaver: Gwenn (4 hp) is a youthful man, logical, intelligent and irreligious and married to an awful harridan named Lorea (but nicknamed The Ugly Duchess). Gwenn employs a number of weavers in his shop, with folks working on both the ground and second floors. The third floor is used as living quarters for Gwenn and Lorea. Gwenn has used his considerable brain to draw up a mechanized loom, but lacks the power here in the middle of the city to actually use it. Gwenn once studied to become a mage and so knows how to cast *jump*.

48. Crypt of Aetorian: This building serves as the entrance to the crypt of Aetorian, the ancient founder of Lyonesse. Aetorian was a tribune in the army of Nomo, and his legions pressed further west than any other, eventually establishing a military fort on the shore of the Danu. The crypt is constructed of limestone blocks and clad with black and gold marble. Two caryatid columns protect the entrance to the crypt, allowing nobody without royal raiment or priestly vestment to enter. Inside the building, black and gold marble continues to predominate. A gold-clad sculpture of Aetorian dominates the room, which doubles as a shrine. Ancient weapons, armor and shields are hung on the walls. One of the shields hides a lever that opens a secret passage behind the statue. This passage leads to stairs that descend into the deep catacombs beneath the city. Alcoves in the walls hold funerary urns and sometimes skulls coated with gold and precious stones – remains of high ranking priests and soldiers of Lyonesse. At the bottom of the stairs one finds that the passage forks, with either fork leading into the labyrinthine catacombs. The crypt lies behind a secret door in the stairs themselves, operated by a hidden foot pedal in the bottom stair. Inside this crypt, the body of King Aetorian lies in state, magically preserved, wearing his tribunal armor and holding his scepter. The grave goods in the room have little real value, as anything worth a copper is stored in the citadel in secret treasure chambers.

Rampart Street

Rampart runs along the city wall, and is usually referenced as “Rampart-by-Bridgegate” or “Rampart-by-Kingsgate” to make things easier to find. Rampart-by-Bridgegate, the portion on our map, is frequented by visitors to Lyonesse, students from All-Saints College and peasants come to sell their produce. Animal traffic makes it one of the dirtier streets in the city-state and the presence of students and

adventurers makes it one of the more dangerous. It is heavily patrolled by the city guard.

49. The Wench's Horns: Bearing a sign showing a bonny, apple-cheeked wench wearing a wicker hat designed to look like large, curled horns, this restaurant and tavern is run by Sifier (3 hp), a fat woman with skin as brown as a berry, a cheerful face, curly, walnut hair and dingy gray eyes. Sensible but a bit absent minded, Sifier is a single parent, her only living relative being a dour uncle who dwells as a yeomen in the lands of the Papelards. Sifier serves platters of boiled vegetables, joints of mutton, boar's head, barley wine, trenchers of baked fish seasoned with celery salt and garnished with wolfberries and dark, crusty bread considered to be the finest in Lyonesse by King Tristram. A dozen loaves are delivered, piping hot, to his castle every morning.

50. Dwarf House: Winik (4 hp) is a tawny-skinned old grouser of a dwarf who runs a very popular brew house frequented by the city-state's dwarf population and the swaggering young cockerels of All-Saints College. Winik has a wizened face and a nose like a pickaxe, with lustrous eyes and steel-gray hair he keeps cut very short. Devious and snippy (especially when he's caught watering down a drink or skimping on a pint), his public house still serves as the cultural hub for the dwarves of Lyonesse. Fights between dwarves and students are common here, and two doughty dwarf warriors are always on the premises to break them up, the offending parties being beaten lightly and then tossed into the street and sometimes doused by a tub of stale urine from an upper window to drive home the point that Winik permits no roughhousing in his pub.

One of the bouncers is Unnell, an elderly warrior who fought the goblins as a young dwarf when they overran the clanholds of the Bleeding Mountains. When not busting heads, Unnell is given to reciting long sagas in his deep, clear baritone voice, singing of the adventures of dwarven heroes and the elder gods of nature. The other dwarfs in the establishment chant along, knowing the old sagas almost as well as Unnell and Winik accompanies them on a set of large, iron chimes that hang behind the bar. The chimes produce a deep, mournful clanging used to emphasize especially poignant passages.

Winik brews dwarven ale and mushroom wine in his cellar, and sells nothing else save for turnip tea and a thick porridge drizzled with grease and featuring bits of mystery meat. This porridge is well loved by the frugal dwarves and poor students of All-Saints [15].

| Unnell, Dwarf Bard Lvl 7: HP 31; AC 9 [10]; Save 10; CL/XP 8/800; Special: Decipher, inspire (+1 save, 7 rounds), legend lore, fascinate (7d6 creatures), cast charm person on fascinated creature. Hand axe, serrated knife, treasure map in an ivory scroll case.

51. The Crooked Cat: This tavern features seven large, long tables and two semi-private booths. Known for its Irish whiskey, pistachio pastries, thick pork cutlets and heavily spiced stews, it is favored by the men-at-arms of the city-state and is thus a terrible place to cause trouble. The tavern is run by Segane (2 hp), an ill-tempered old dame with long, silky, brick red hair, skin of a ghastly pallor and tangerine eyes that stare uncomfortably at people who tell her “no”. Segane was quite the beauty in her day, but is now a faded blossom, bitter and morose.

52. Stables: This stable serves travelers and adventurers. Currently they are holding a number of palfreys and bays, as well as a brilliant white charger belonging to a paladin who has not yet returned from a delve into the city-state's catacombs. The stable hand is Geris (3 hp), a compact man with a plain face, fierce, Prussian blue eyes and close-cropped henna hair. Passive and pleasant, he loves the Princess Juliada deeply and often steals away to the *Flagon and Swan* [66] to meet her, for she shares his passion (at least momentarily).

53. Wine Cellar: Located beneath a building of apartments, this cellar is owned and operated by a short, regal man named Pepin with pallid skin, dark brown hair and keen, amber eyes. Pepin is a bit of a nut, claiming to have once ruled a great kingdom called Frankia, and often muttering in a nonsense language. He stocks dozens of varieties of wine, from bright, sparkling whites that taste of apricot to deep, potent reds that can curl a man's hair. He also has fortified wines and a very old bottle of mead that he only shares with people who call him “majesty” and perform some service for him. Pepin has been known to smuggle serfs and slaves out of Lyonesse in his barrels in exchange for an oath of eternal loyalty and service, for Pepin aims to one day take the throne of Lyonesse from the Diamontes.

| Pepin, Fighting-Man Lvl 6: HP 34; AC 9 [10]; Save 9; CL/XP 6/400. Longsword behind the bar, knife in belt.

54. Gaol: This gaol is connected to the magistrate's court next door. It is overseen by Alanth, a young sergeant-at-arms with vanilla skin, a freckled face, greasy, auburn hair and teal eyes. A dishonorable hedonist and widower, Alanth is always on the lookout for a new victim. The gaol has two stocks outside and six cramped, uncomfortable cells set in the floor (10-ft deep) under iron grates.

| Alanth: HD 3 (13 hp); AC 2 [17]; Atk 1 mace (1d8); Move 9; Save 14; CL/XP 3/60. Platemail, mace, dagger, manacles.

55. Magistrate's Court: Lady Donya, dame of the royal house and baroness of Gilleborne, serves as the magistrate of this court, which oversees the Corn Market and Bridge Gate. Donya is a youthful woman with olive skin, striking taupe hair worn in pretty ringlets under a silver tiara and golden, caramel eyes that can melt away the most obstreperous mood. Amazonian in shape and demeanor, few trifle with Lady Donya and those who leave her court without a dungeon or capital sentence count themselves very lucky. Donya is married to a mousy, fussy man named Gilles who is distantly related to the counts of Iver. The courtroom is protected by three men-at-arms and a sergeant-at-arms called Elven Gray.

| Elven Gray: HD 3 (8 hp); AC 2 [17]; Atk 1 two-handed sword (1d10); Move 9; Save 14; CL/XP 3/60. Platemail, two-handed sword, dagger, manacles.

56. Flying Duck: The *Flying Duck* is a sociable, musical tavern with a spacious common room filled with numerous tables, a few private booths and a side room open only to folks who know the password (see below). The place is run by Teine, a plump, ivory-skinned man with chins hung like thick curtains and blue-black hair worn to his shoulders (a wig made from the hair of a captured Saracen, actually) and dazzling, peacock green eyes. Teine is assisted by a bouncer called Labrach.

Teine is analytical and quirky and fancies himself a scientist and mathematician. In fact, he does have some skill in these areas and keeps a workshop in the cellar hidden behind some old barrels and casks. Teine is a music lover of the first order and offers cheap food and drink to minstrels and musicians who agree to play in the tavern. For this reason, the Duck has music from dawn to dusk.

The side room can only be entered by speaking a password in front of the door, which is only a door in the academic sense of the world, for to be completely accurate it does not exist and therefore cannot be opened by any outside agency. Speaking the word causes the door to fully exist and open, revealing a dusty, dingy room with a floor marked by dozens of footprints leading from the door to an old cupboard. The cupboard is a singularity, existing in several *Flying Duck* taverns spread across the Cosmos. One enters the otherwise empty cupboard, which can hold up to 10 people, closes the door, waits a few moments and then opens the door and exits into the side room of another *Flying Duck*. One determines their destination by intuition and feel, initially having a 5% chance to end up in the correct *Flying Duck*, +5% for magic-users and those

with a wisdom of 13 or higher. Experienced travelers increase their chances by 1% for every trip they take through the cupboard, but the chance of success never increases to more than 75%. The cupboard cannot be used more than once per week by a given person, so cupboard travelers get used to spending time in far away, strange places. The password to enter the side room changes daily and can only be discovered via *contact other plane* or *wish*.

| *Teine, Venturer Lvl 2: HP 9; AC 10 [9]; Save 14 (13 vs. traps); CL/XP 1/15; Special: Appraise, haggle, natural leader, pidgin, smuggle. Dagger.*

| *Labrach, Fighting-Man Lvl 1: HP 7; AC 9 [10]; Save 14; CL/XP 1/15. Club.*

57. Scriptorium: Sanbere (3 hp) is a youthful master scribe and illuminator from Kirikersa with mocha skin, black hair and eyes like candied pecans. He is married to a lovely woman from his own country named Vehar, who dreams of one day returning. Sanbere claims to be an exiled nobleman whose country was seized by a madman. He harbors a deep seated hostility towards authority, but is careful to hide it when dealing with aristocrats.

Rose Lane

Rose Lane is home to a number of townhouses belonging to noble families and wealthy merchants and though a bit older than the sections of town now favored by the merchant class, is still quite lovely. The street is paved in limestone and molten brass, making it shimmer and gleam in the sunlight. Dozens of fruit trees line the street, mostly pears and apricots. Noble processions, servants and functionaries are common on Rose Lane and the guard keeps beggars and peddlers to a minimum. Rose Lane has a good deal of carriage traffic, especially due to the number of clandestine visits that occur.

58. Fur Trader: Piquin is an old fur trapper who became a wealthy fur merchant and then retired to Rose Lane. Although brusque and a bit savage, he is technically a baronet, inheriting the title from his father who left no other heirs. Despite his age, he still enjoys romping through the Forest Perilous when he gets the chance. He is a man with a wide, generous face, olive skin, orange-red hair and leather brown eyes. Slim and rangy, he always keeps a slim knife on his belt. Piquin has an angry wife named Gert (6 hp) who wishes to be accepted by the nobility despite her common origins, and six obnoxious, though not necessarily bad, children. Gert is an expert with frying pan and rolling pin (+1 to hit and damage), while Piquin enjoys a +1 bonus to save vs. disease and poison due to his vigorous, rugged lifestyle.

| *Piquin, Ranger Lvl 3: HP 19; AC 9 [10]; Save 13 (12 vs. disease); CL/XP 3/60; Special: +3 damage to humanoids and giants, surprise on 1-2 on 1d6, surprised on 1 on 1d8, track, wilderness survival. Silver dagger.*

59. The Hôtel Papelard: The city mansion of the Papelards is the epitome of style and grace. It is constructed of decoratively cut limestone blocks faced with marble, windows of multi-colored diamond panes and a slate roof with several chimneys. Two sergeants-at-arms in colorful tabards and platemail and carrying halberds guard the front door, with two more in the entryway and six crossbowmen patrolling the battlements on the roof. The lords Papelard are rarely at home, using the premises when they have come to pay tribute or serve on a council of war. Otherwise, they make it available to distant relations, valued servants and mercantile allies.

60. The Hôtel Oquilar: The Oquilar's ancient manse is constructed of reddish stones and heavily fortified. The interior is paneled in oak, with most rooms decorated with hunting trophies, including the head of a basilisk. The eyes of this basilisk have been removed and replaced with glass orbs enchanted as scrying glasses. The Oquilar are represented in Lyonesse by Buyard, the younger brother of Brosvin and a consecrated priest of Ceres. The hôtel is guarded by 10 men-at-arms and a sergeant-at-arms, all wearing platemail and armed with long swords and shields. The hôtel contains a large wine cellar that connects to forgotten tunnels once used by smugglers. These tunnels connect, via a steep tube, to a lake that serves as a marketplace for denizens of the underworld.

61. The Mournful Ghost: Named for the unfortunate girl imprisoned in the Ivory Tower, the *Mournful Ghost* is the finest inn in Lyonesse. The building rises 5 stories, with a taproom on the bottom floor that also serves as a shared room (1 gp per night) and similar shared rooms on the second and third floors (5 gp per night). The fourth floor has three private rooms at 15 gp per night, and the top floor has two private rooms for the landlady and her husband (though she is currently in between husbands) and a small dormitory for the serving staff.

The landlady of the *Mournful Ghost* is Bluen, a hefty woman with auricamous skin that almost glows with vitality, rufous hair and hazel eyes. She has a plain, honest face and is known for the fine suppers she provides for her guests. Bluen is a straightforward woman and very manipulative when trying to get her way. She enjoys "rubbing elbows" with the noble class, but most aristocrats and nobles despise her as an uncouth commoner.

The taproom of the *Mournful Ghost* is usually filled with a cheerful, quiet crowd of pleasant drunks sipping fortified wine and brandy and listening to minstrels recite chivalric lays. Food portions in the taproom are generous and hearty and the drink second to none.

62. The Cockerel: *The Cockerel*, displaying a sign depicting a fierce cockerel grasping a sword in one claw, is a club for duelists. The ground floor features two long tables flanking a central fighting lane. The place is operated by Erith, an old soldier and swashbuckler who has retired from campaigning and now wishes only to instruct a new generation of Lyones in the arts of war, drink some wine by a fire (the throne-like seat next to the hearth is his) and tussle the hair on the head of Belvedere, his large war dog. Erith has swarthy skin, sandy brown hair and beryl eyes. The restaurant serves wines and spirits and simple fare – crunchy bread with butter or cream, roasted garlic, mutton, beef and pork steaks.

| Erith, *Fighting-Man* Lvl 9: HP 50; AC 9 [10]; Save 6; CL/XP 9/1100.
Longsword, dagger.

63. Diviner: Lucia is a young fortuneteller, softhearted and inquisitive, who learned her “art” from the pikeys, with whom she spent many years after the death of her parents. With her exotic, swarthy skin, dishwater blonde hair and seal brown eyes, she cuts quite a charming figure. She often hosts visiting pikeys and other halflings, taking part in their schemes and shielding them from the law.

Salter Court

Salter Court is Lyonesse's equivalent of a central business district, being lined by tall buildings, some brick but most timber-frame, used by merchants, factors and guilds. Merchants are common in this area, as are clarks hustling from one place to another. Nobles are notoriously absent from this area, unwelcome by the busy merchants. Most of the buildings on Salter Court are four or five stories tall and have multiple people living in the flats therein.

64. Feather Merchant: Fionath is a flighty, fancy woman who loves money and showing it off. She is an importer of feathers and down, selling the more common materials to stuff cushions and mattresses for the wealthy and selling the rarer and more exotic feather that come into her possession – couatl, pegasus, cockatrice – to magic-users and alchemists. Fionath has peach-colored eyes and silky, brown hair. She is quite compact, with intelligent, quick features and a ready wit. Success has made her lazy, and she has connection to the counts of Oquilar.

65. Gallery of Trades: This narrow building of four stories provides booths for all sorts of tradesmen, who must pay a small fee and turn over 10% of their profits to the Mercantyl Guild. One can find cobblers, rope makers, etc in this building, which is quite cramped and rife with pick pockets, beggars and trollops, not to mention bakers' boys with trays of hot buns and small meat pies for sale. The top floor contains the office of Breth, a spice merchant from Antigoon with a closet full of family skeletons.

66. Flagon and Swan: *The Flagon and Swan* occupies the ground floor (and its loft) of this building. The tavern is run by Valexine, a fragile looking woman with furtive, willow green eyes, silky, shoulder-length sooty black hair and a bland face. Allied with Guson, Valexine is an agitator for more control in the city-state by the merchant class. The *Flagon and Swan* serves wine, ale, coffee, snuff, pipe tobacco and revolution. Valexine allows the Princess Juliada and Geris the stable boy [52] to use her backroom as an abditory.

67. Counting House: This building houses many mercantile offices and functions as a counting house. The most prominent tenant is Combanna, a plump woman who is fit-as-a-lass and brown-as-a-nut, with long, wavy brown hair. A diffident art patron, she imports spices from Mu-Pan and Kirikersa and is unhappily married to a sniveling aristocrat



named Ysmay, a Kaspar. Combanna dreams of leaving Lyonesse for Antigoon, but is not yet wealthy enough to make the move. The counting house also houses the offices of Duhir, an obnoxious silk merchant who is suspiciously free with money for a man who has lost several barges to river pirates on the Danu.

| *Combanna, Venturer Lvl 4: HP 20; AC 7 [12]; Save 12 (11 vs. traps); CL/XP 3/60; Special: Appraise, haggle, natural leader, pidgin, smuggle. Silver dagger, feathered chaperon, velvet gown, bodice of displacer beast hide (+1 to AC).*

68. The Blue Fairy: The Blue Fairy is a social club for the aristocracy. Admittance is by invitation only. The Blue Fairy occupies the entirety of this four story building, having smoking rooms, an upscale tavern, guest rooms, a private gambling den and a trophy room. The club is overseen by Sanguria, a hauntingly attractive woman with a luminous pallor, goldenrod hair and misty gray eyes that betray an inner fire. Opinionated and demanding, she works the staff of the Blue Fairy quite hard, but they never seem to complain, probably because they, like she, are vampires. The social club provides a good base of operations as they slowly conquer the catacombs of Lyonesse. The next stage of their conquest involves conquering the city's nobility.

69. Playhouse: Maggi (2 hp), an old woman from Ultima Thule, runs a very popular puppet theater. The theater holds about 30 people. Two women walk through down

the aisles selling grapes and claret even after the house lights are down. The players, including Maggi, stage historical pageants and stories about the wild gods and goddesses from Maggi's native Ultima Thule. Maggi is a secretive woman who puts her heart and soul into her work. She does not deal well with criticism, flying into a bit of a rage when challenged. Maggi has skin the color of driven snow, sandy brown hair and eyes the color of winter wheat. A widower, she is devoted to the worship of Law. She wears a platinum ring (2,500 gp), a gift from her father, who led a band of raiders in their homeland.

70. Locksmith: Nevias is the finest locksmith in Lyonesse. He is an old man with tanned skin, chocolate brown hair and eyes like burning embers. Nevias is built close to the ground and he's shadow thin, the result of a large, psionic tape worm that dwells in his innards and whispers secrets to him in the night. Secretive and aesthetic, he has a weird obsession with serpents. Nevias is a stargazer and can often be found on the roof of his building. He believes the key to understanding all things lies beyond the stars and when he has a chance to speak with adventurers he will immediately ask if they have ventured into the Black Gulf that lies beyond the atmosphere.

JMS



The Cyclopeans

A New Race for Pars Fortuna

By John M. Stater, Illustration by Jon Ascher

The Cyclopeans are tall, rugged humanoids with a single, large eye located in the center of their face. Cyclopeans have skin tones that range from the color of aged parchment to a rich, glossy umber. Their hair is usually worn long and shaggy, and is always blue-black in youth and adulthood, turning white as a Cyclopean enters his or her later years. The Cyclopeans eye might be any color in the spectrum, with amber and blue being the most common colors, and mauve and mottled green/brown being the rarest.

A warlike people, the Cyclopeans nonetheless have a philosophical side - probably an artifact of their unique ability to see into the future. Born fatalists, they know well the curse that accompanies their power, and take care to

only pierce the veil of time when their lives or the lives of their loved ones depend on it. Most Cyclopeans dwell in the wilds or on the fringes of civilization, making a living as trappers, hunters and bandits. They have a passion for fighting, but lack the organization of the Oraenca or their flair of the Ilel. Cyclopeans like to rush into battle, casting their military forks and then drawing their hand weapons to close with the enemy. Cyclopean warriors usually wear light or medium armor and carry shields, military forks and broadswords. They might also carry slings and knives.

Cyclopeans see in the Skathra kindred spirits, both for their wild ways and their divinatory powers, though the Cyclopean regards his own powers with a keen sense of regret rather than joy. Cyclopeans respect the Bo'al, Oraenca and Olvugai as worthy warriors, and though they fear the deadliness of the Ilel, they can't quite bring themselves to respect them.

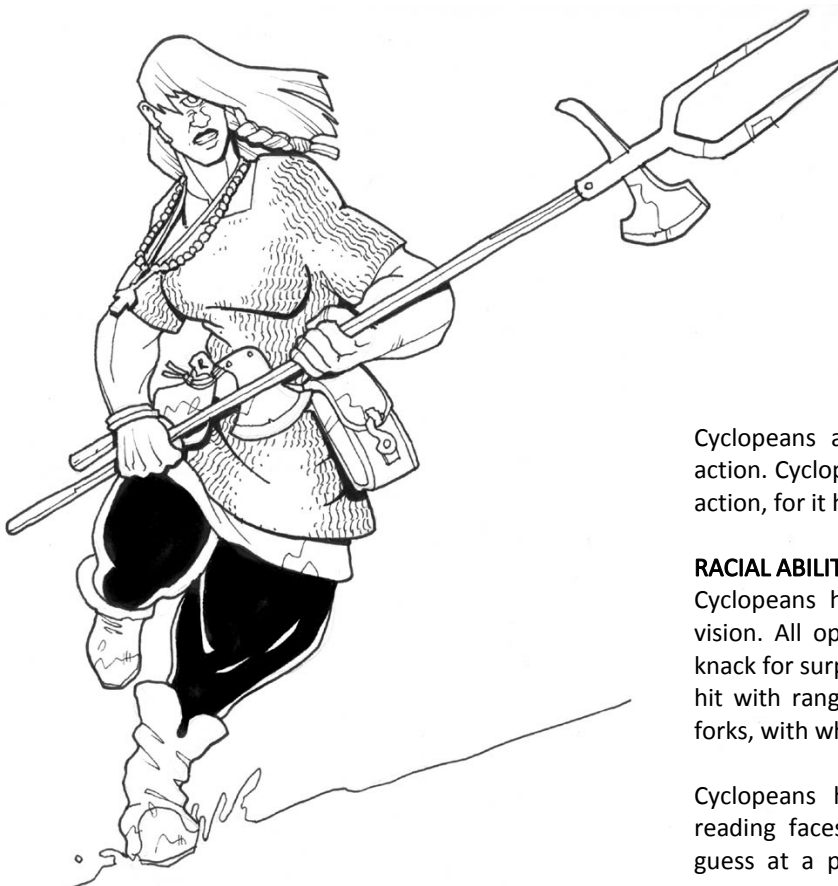
Cyclopean names are short and are usually followed with a wad of spittle if the name is despised or a clang of the fork on the ground if revered. Male names include Bach, Brel, Cert, Oban, Tohr and Venn; female names include Azra, Jula, Kento, Mala and Trena.

Cyclopeans adventure for money, fame and a love of action. Cyclopeans like to stay on the move and stay in the action, for it helps to hold off their fatalism.

RACIAL ABILITIES

Cyclopeans have poor depth perception and peripheral vision. All opponents are treated as though they have a knack for surprising them. Cyclopeans suffer a -1 penalty to hit with ranged attacks, except when using their military forks, with which they train from childhood.

Cyclopeans have a knack for wilderness survival and reading faces. This helps them discover falsehoods and guess at a person's intentions, improving their reaction



bonus by +1 and decreasing their chance of being surprised by the attack of a person they can see (i.e. roll surprise on 1d8 for a Cyclopean instead of d6).

No more than once per day, a Cyclopean can peer into the future. They will either glimpse a moment of weal or a moment of woe (50:50 chance). The moment glimpsed will be connected to their current endeavors or goals, and can be described with as much or as little detail as the Referee thinks appropriate. A Cyclopean might, for example, glimpse himself or a friend opening a door and being struck dead by a trap, or looking behind a curtain and discovering a secret door. Perhaps the door or curtain is unique and the Cyclopean will easily recognize it when they come to it - perhaps not. Perhaps the Cyclopean will never come across the possible future they have glimpsed. In general, this power acts as a free "clue" to something in the Cyclopean's current adventure. Whenever a Cyclopean glimpses the future, they hasten their own demise. For the next 24 hours, the Cyclopean suffers a -2 penalty to saving throws made to avoid death, damage or danger.

CLASS ABILITIES

Cyclopeans have the following class abilities:

Prime Requisite: Constitution, 13+ (+5% experience.)

Hit Dice: 1d6+2 (+3 hp per level after 9th level.) Cyclopeans are wild, unruly warriors and tough as nails.

Armor Restrictions: Cyclopeans typically use light and medium armor and shields. They can use heavy armor, but feel restricted in it. Treat heavy armor as twice its normal rate for the purpose of encumbrance for Cyclopeans.

Weapon Restrictions: Cyclopeans have no restriction to the kind of weapon they employ, though they have a preference for their military forks and throwing axes.

Special Abilities: Cyclopean characters turn their racial knack for reading faces into a skill.

Cyclopeans can go into a battle fury once per day. This fury can only be entered once they have suffered or inflicted damage in battle. Once the fury is entered, the Cyclopean remains in it for a number of rounds equal to their Constitution divided by 3. They cannot exit the fury prematurely without passing a saving throw and will attack anything in reach while in its grips. While furious, a Cyclopean gets two melee attacks each round, but suffers a -2 penalty to Armor Class. A Cyclopean suffers from exhaustion for a number of hours equal to the rounds of

CYCLOPEAN ADVANCEMENT

Level	Experience	Hit Dice	Hit Bonus	Saving Throw
1	0	1	+0	16
2	2,000	2	+0	15
3	4,000	3	+1	14
4	8,000	4	+2	13
5	16,000	5	+2	12
6	32,000	6	+3	11
7	64,000	7	+4	10
8	128,000	8	+5	9
9	256,000	9	+6	8
10	350,000	+3 hp	+7	7
11	450,000	+6 hp	+7	6
12	550,000	+9 hp	+8	5

Each level beyond 12th requires 100,000 XP.

combat they spent while berserk unless they spend a full turn after the battle resting.

Cyclopean Redoubt

The following is a redoubt of a clan of Cyclopeans located in the infamous Gateway Valley. The valley leads to the Grand Spire – a miles high tower built into and surmounting the tallest mountain on Fortuna's Wheel. In essence, the spire is a (literal) tent-pole megadungeon. Hundreds of adventurers have challenged it, and a few have even survived to tell the tale, seeking the literal *Wheel of Fortuna* that supposedly sits at its pinnacle.

The valley is broad and green, with several meandering streams coursing through it – coming together, separating, and forming dozens of tiny, sandy islands inhabited by mad religious hermits (mostly Cakrols and Skathra). The eastern barrier of the valley is a set of granite hills, their bare peaks looking like bald pates erupting from the greenery of the valley floor. Hundreds of cave complexes are found in these hills, including the Cyclopean redoubt described here. The western barrier of the valley consists of chalk cliffs, themselves pocked with small caverns and surmounted by an ancient wall constructed by the Empire of Vex and still patrolled by a few bands of Oraenca that have long since been abandoned by their masters.

The redoubt itself is built at the base of a granite hill and hidden by a tangle of black pines. The entrance has been enhanced by the Cyclopeans with a gatehouse of massive granite blocks and portcullis of wood and bronze.

1. Gatehouse: The gatehouse is really just a portcullis (requires total strength of 20 to lift) guarded by a Cyclopean sentinel. The Cyclopean wears heavy armor of bronze plates and a bulbous helm reminiscent of an old diving helmet. He carries a military fork and throwing axe. A winch located in the secret guard post controls the portcullis. The sentinel signals the guard in the secret guard post to lift the portcullis by tapping his military fork on the ground three times.

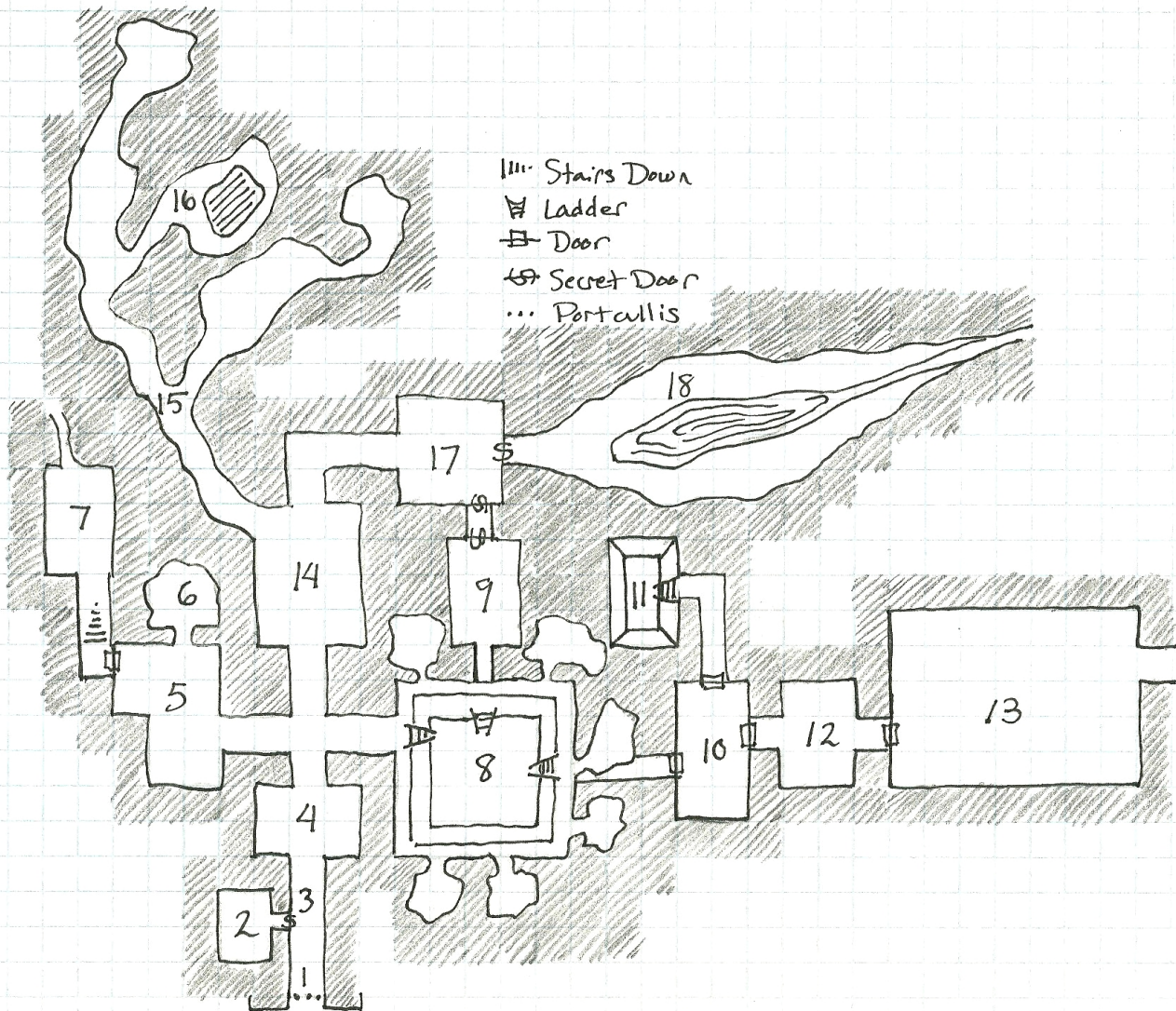
- CYCLOPEAN SENTINEL: HD 3 (14 hp); AC 16; Move 9; Save 14; Attacks: Military fork (1d8) or throwing axe (1d6); Special: Peer into future; CL/XP 3/60. Has 3d6 gp and crusty bread in a leather pouch.

2. Hidden Guard Post: This guard post is hidden by a concealed door. A Cyclopean guard armed with a military fork and crossbow resides in this place at all times,

operating the portcullis winch when necessary and springing out to surprise invaders from behind if they manage to subdue the sentinel.

- CYCLOPEAN GUARD: HD 1 (5 hp); AC 14; Move 12; Save 17; Attacks: Military fork (1d8) or crossbow (1d8); Special: Peer into future; CL/XP 1/15. Has 3d6 sp and worn ivory dice worth 3 gp.

3. Hallway Trap: This hallway is engraved with geometric designs and wavy lines. These engravings hide a pressure plate in the center of the hallway. When stepped upon, the floor collapses and iron jaws spring up, pinning the victim's arms and legs crushing their chest (if they are human sized). The trap inflicts 2d6 points of damage on humanoids and 1d6 damage on others and holds them tight until lifted out and opened (which takes a combined strength of 24).



4. The Beast: A mursa, purchased from traders traveling from the northern woodlands, is kept in this large chamber. The beast is chained to one wall, but can reach anywhere in this chamber. The chief is the only Cyclopean who can handle the beast safely. The room is littered with gnawed bones and heaps of grass taken from the valley. A loose stone in this chamber hides an iron lock box containing 200 gp and 765 sp.

- ▶ MURSA: HD 8 (25 hp); AC 15; Move 15; Save 8; Attacks: Claws and bite (2d6); Special: None; CL/XP 8/800.

5. Kitchen: This room serves as the redoubt's kitchen, with a large fire pit in the center of the room and a narrow chimney carved through the ceiling to allow smoke to escape the complex. A warty old Cyclopean male named Yurk runs the kitchen. He has two bickering Cakrol slaves, as his staff. The room contains a large chopping block and racks on the walls from which hang cauldrons, pots and other utensils. Two iron spits cross the fire pit and usually have several rubbery giant snail steaks roasting and popping. A large cask is set into the southern wall and contains buttery ale. Roots hang from the ceiling, along with strings of sausage and sacks of onions and garlic.

- ▶ CYCLOPEAN COOK: HD 1 (5 hp); AC 10; Move 12; Save 17; Attacks: Cleaver (1d6); Special: Peer into future; CL/XP 1/15. Has 3d6 gp and a hip flask contains a fiery spirit that tastes of the grave.
- ▶ CAKROL SLAVE (2): HD 1d4 (3, 2 hp); AC 13; Move 12; Save 18; Attacks: Claws (1d2); Special: None; CL/XP A/5.

6. Pantry: This pantry has recently been dug, and contains various stores – long tubular cheeses, offal wrapped in stomachs and steeping in brine, various crates and barrels of root vegetables. There are also two kegs of ale and a sack containing a pound of exotic spice worth 15 gp.

7. Locked Cellar: The door to this cellar has been locked and barred with planks of wood. It leads down to a large cellar that was once used to store the redoubt's stores, but it has recently been broken into by a pellucid. The pellucid has already claimed a victim (now a dried husk on the ground) and has doubled in size.

- ▶ PELLUCID: HD 8 (30 hp); AC 18; Move 6; Save 8; Attacks: Shard (1d4); Special: Colonize, suffers double damage from electricity, immunities (see monster description in *PARS FORTUNA COMPLETE*); CL/XP 10/1400.

8. Living Quarters: This large room is the central living chamber of the Cyclopeans. The room is 30 feet deep, with those entering from the west entering at the top level, and those entering from the east or north entering at the bottom. The living quarters consist of smallish burrows – usually 10 to 12 feet deep and wide – in which sleep a

male, female and any young. Three such levels of these burrows are contained here. Each level is reached by a wooden walkway, the walkways connected by ladders. About 60 Cyclopeans dwell here – 12 males, 16 females and the rest young. The males and females are all capable fighters, though only 10 of them serve as warriors (one of whom is in [2] and four in [12]) and have military forks, the rest fighting with knives and clubs.

- ▶ CYCLOPEAN WARRIOR (5): HD 1; AC 14; Move 12; Save 17; Attacks: Military fork (1d8) or crossbow (1d8); Special: Peer into future; CL/XP 1/15. Has 3d6 sp.
- ▶ CYCLOPEAN: HD 1d6; AC 10; Move 12; Save 18; Attacks: Knife or club (1d4); Special: Peer into future; CL/XP B/10. Has 4d6 cp.

9. Chief's Quarters: The chieftain of the redoubt is Brak, a hoary old Cyclopean warrior who made his fortune and established his fame fighting wars in the valley and twice challenging the Grand Spire. Brak has a leathery, heavily creased face and long, white hair. He is usually in a dour mood, overcome by bitter memory, but can quickly fall into a rage if challenged or threatened. Brak keeps his treasure in a locked chest of thick teak and iron bandings. His room is furnished with a large pile of furs and a high-backed chair of golden wood decorated with copper and semi-precious stones. Brak has no mate, but often entertains various consenting females of his tribe as is his right as the chieftain (and the biggest, meanest guy in the redoubt). For day to day tribal affairs, he relies on a Vexian slave, a tall, graceful eunuch, once a singer in the Vexian opera, named Turvian.

- ▶ BRAK, CYCLOPEAN LVL 7: HP 43; AC 14; Move 12; Save 10; Attacks: Military fork (1d8) or throwing axe (1d6); Special: Peer into future, battle fury; CL/XP 7/600. Treasure is a terracotta jug of fragrant oil worth 120 gp (3 lb), 780 gp and a pearl worth 400 gp.

10. Armory: This room, kept locked at all times, is the living quarters of Brak's sub-chief, a rugged female named Alba. Alba maintains the tribe's weapons here, keeping them in good order. The armory holds six military forks (spares – Cyclopean warriors always keep their forks handy), ten throwing axes, a dozen daggers, a short, thick-bladed sword taken from an adventurer and twenty crossbows with twenty quivers of bolts (10 in each). She hides her treasure in a leather sack hidden under her workbench.

- ▶ ALBA, CYCLOPEAN LVL 4: HP 18; AC 14; Move 12; Save 13; Attacks: Military fork (1d8) or dagger (1d4); Special: Peer into future, battle fury; CL/XP 4/120. Treasure is 30 gp and 650 sp.

11. Prison Pit: The Cyclopeans keep slaves in this pit. The slaves are treated moderately well, but are still denied

their freedom. Currently, the Cyclopeans keep the aforementioned cakrol slaves who work in the kitchen and 12 other slaves of various races that work in the mines. The pit is entered via a wooden ladder which is removed when not in use. The pit is 15 feet deep and damp, and filled with soiled straw and wooden feeding bowls.

12. Guard Post: Four warriors are kept here at all time to guard against incursions of the kruks (see 13). A large, long bronze pipe has been driven about four feet into the ground here and serves as an alarm. Each guard holds a heavy bronze hammer, banging it against the pipe and sending sounds of warning throughout the complex.

- ▶ CYCLOPEAN WARRIOR (4): HD 1; AC 14; Move 12; Save 17; Attacks: Military fork (1d8) or crossbow (1d8); Special: Peer into future; CL/XP 1/15. Has 3d6 sp, bronze hammer.

13. Contested Hall: This massive hall predates the habitation of the Cyclopeans. The bas-relief that covers the walls, floor and ceiling mark it as an ancient hall of the ouphs, now abandoned. The exit from the hall leads into a deeper complex. A society of kruk slavers has recently discovered this place and has made attacks on the Cyclopeans, dragging a few of their number into slavery. There is a 1 in 10 chance of a kruk attack occurring while adventurers are moving through the area. The presence of sculptures of Fortuna have made the place taboo and sacred to the Cyclopeans, who never enter it.

- ▶ KRUK (1d4+2): HD 6+2; AC 14; Move 12; Save 11 (6); Attacks: 4 fists (1d6); Special: +5 save vs. spells; CL/XP 7/600.

14. Workshop: This is the workshop of the clan's smith. The smith is considered a mystic and priest as well as an artisan, and in fact has some spell casting ability. The smith is a man named Truk. He is assisted by two apprentices, rare red-headed female twins called Mala and Zena. The workshop contains a forge (with a chimney like the one in the kitchen), stacks of bronze bars and piles of copper nuggets (malachite, worth about 300 gp). Only Truk and his apprentices are permitted entry into the chapel [17]. Besides the anvil and other tools, the workshop also contains an abstract idol meant to represent Fortuna Conservatrix, the Preserver, worth 1,000 gp but weighing approximately 50 pounds.

- ▶ TRUK, CYCLOPEAN MAGICIAN LVL 3: HP 9; AC 10; Move 12; Save 13 (11); Attacks: Hammer (1d4); Special: Peer into future, +2 save vs. magic, cast spells; CL/XP 2/30. Has a leather bound tome containing the following spells: Blinding strike, miner's nose, restore vigor and sizzling spark. Also owns an amber pendant worth 5 gp, 18 gp in coins and a brass buckle worth 135 gp.

- ▶ MALA & ZENA, CYCLOPEAN MAGICIAN LVL 1: HP 5, 3; AC 10; Move 12; Save 15 (13); Attacks: Hammer (1d4); Special: Peer into future, +2 save vs. magic, cast spells; CL/XP B/10.

15. Mine: This mine contains malachite, a valuable stone in its own right but primarily mined by the Cyclopeans for the copper contained within. The copper is smelted about a mile away from the redoubt and then turned into bronze. The mine galleries slope downward, following the malachite seam. It is worked by the complex's slaves, who are overseen by two or three overseers.

- ▶ CYCLOPEAN WARRIOR (2 or 3): HD 1; AC 14; Move 12; Save 17; Attacks: Military fork (1d8) or crossbow (1d8); Special: Peer into future; CL/XP 1/15. Has 1d8 sp, bronze hammer.

16. Pool: This pool was recently unearthed while the miners were following a seam. The entire cavern is composed of pure malachite and the calm pool reflects the green walls in a hypnotic pattern (save or stare, getting a new saving throw every turn to break away). The pool is home to a nature spirit that rises from the pool when called by an offering of beautiful music (it has not yet been called by the generally tone deaf Cyclopeans).

- ▶ NATURE SPIRIT: HD 7 (32 hp); AC 16; Move 15; Save 9; Attacks: Fists (2d6); Special: Spells, minimum damage from nonmagical weapons; CL/XP 9/1100; Spells: Earthen Wave, Foretelling II, Ignite Fire, Muck, Pass Through Element (Any), Stony Tomb.

17. Chapel of Fortuna: This weird chapel also predates the coming of the original Cyclopean settlers. The room is composed of greenish grey stone, the walls carved into hundreds of grotesque faces. A bronze censer is kept in the center of the room and always burning a mild, slightly intoxicating incense. When the censer is covered and the incense extinguished, the faces come to life, shouting and gibbering and generally causing a terrible cacaphony. The Cyclopeans have learned that by sitting in this terrible din for a solid hour, eyes closed, their mystic smiths can gain the equivalent of a Foretelling III spell, though they must also pass a saving throw or become permanently mad. Naturally, the apprentice smiths are used for this service. A secret door that can only be opened (it pivots with a light push) when the faces are asleep leads to the ravine.

18. Ravine of Skulls: This ravine of granite walls contains dozens of small streams trickling from the walls and gathering into a fresh pool in the center of the room before flowing out as a subterranean river. The shores of the pool are covered in discarded skulls, roughly humanoid. The ceiling of the ravine is inhabited by 4d6 flappers, strange monsters described below.

Flapper (New Monster)

Flappers are small monsters shaped like domed pancakes. They have leathery, bluish-white flesh on their underbellies and slate gray flesh on their tops. A dozen small eyes circle the edges of the creature's top while a sucking, lamprey-like mouth covers most of the underbelly. The monsters grow in the dark of the underworld, light actually stunting their growth. While most flappers grow to about 8 to 10 inches in diameter, it is said that in the depths flappers that measure 3 feet in diameter can be found.

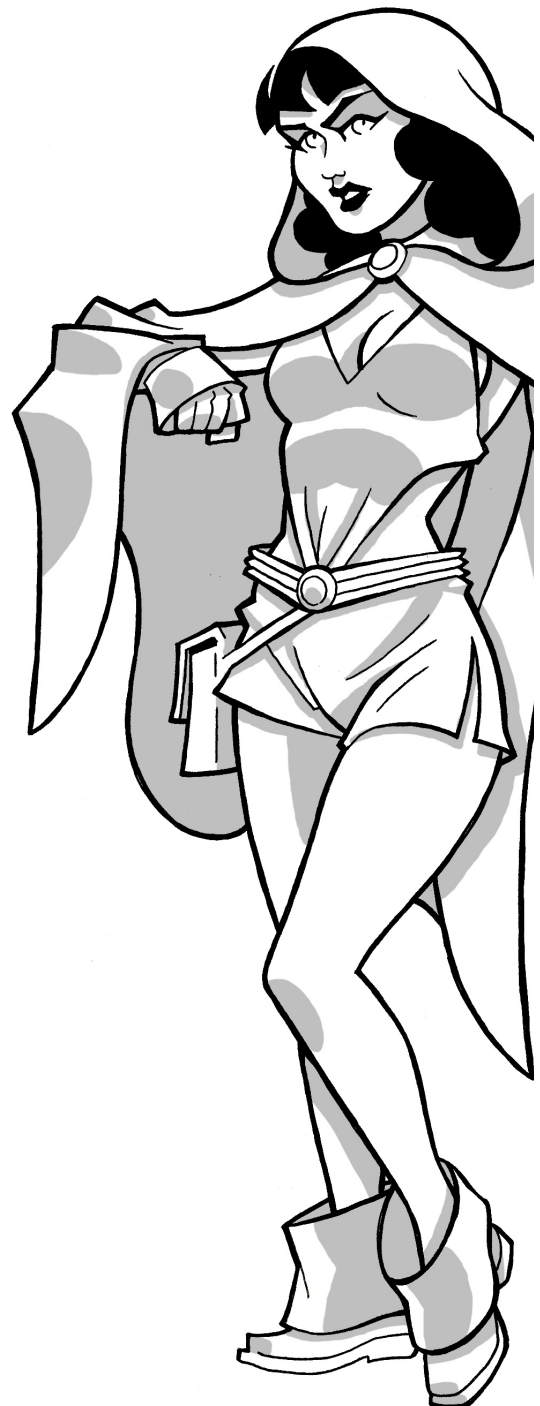
The flapper attacks by releasing itself from a cavern wall or ceiling and with a spinning motion – like a disc flier – streaks at a creature's exposed flesh and, it hopes, anchoring to it. The creature then grinds its fangs into the flesh and begins sucking out the victim's vital fluids. After sucking for 1d4+1 rounds, inflicting 1d4 points of damage per round, it will be sated and will launch itself back to the safety of a ceiling to digest its meal. The creature can be removed prematurely by rolling under one's strength on 1d20, though doing so causes 1d6 damage from the tearing of one's flesh.

The wounds left by the flapper are quite ugly and take many weeks to heal. During the first week, the wound festers and reeks, giving the recipient of the wound an effective charisma of one half normal for the purpose of reaction checks and attracting henchmen. During the next three weeks it will scab over – the scab being about 5 inches in diameter and puffy and itchy. If the scab is on the face, it interferes with one's ability to see, making surprise more likely. When the scab finally peels off, the flesh beneath it will forever be a strange, bluish color. The scab can be ground into crumbles and mixed with certain oils (known to alchemists) to form a paste that, when applied to other wounds, heals them quickly (per the *restore vigor* spell). One scab gives enough paste for 2 applications.

- ▶ HD 1d6; AC 13; Move (Fly 18); Save 18; CL/XP 1/15
- ▶ Attacks: Bite (1d4 per round – see description)
- ▶ Special: Terrible wound, surprise (3 in 6)

JMS

SHE'S ALMOST HERE ...



FANTOME IN MYSTERY MEN!

Fantome is copyright Joel Carroll

Phantastes VI

Fantastick Fictions

By George MacDonald

This month, NOD™ continues its serialization of George MacDonald's *Phantastes*, an early work of fantastic fiction that inspired the likes of J. R. R. Tolkien, C. S. Lewis and Lewis Carroll. Like last month, this edition is annotated with ideas and statistics useful for pen & paper gamers.

JMS

XIV

"Your gallery

Ha we pass'd through, not without much content

In many singularities; but we saw not

That which my daughter came to look upon,

The state of her mother."

- Winter's Tale.

It seemed to me strange, that all this time I had heard no music in the fairy palace. I was convinced there must be music in it, but that my sense was as yet too gross to receive the influence of those mysterious motions that beget sound. Sometimes I felt sure, from the way the few figures of which I got such transitory glimpses passed me, or glided into vacancy before me, that they were moving to the law of music; and, in fact, several times I fancied for a moment that I heard a few wondrous tones coming I knew not whence. But they did not last long enough to convince me that I had heard them with the bodily sense. Such as they were, however, they took strange liberties with me, causing me to burst suddenly into tears, of which there was no presence to make me ashamed, or casting me into a kind of trance of speechless delight, which, passing as suddenly, left me faint and longing for more.

Now, on an evening, before I had been a week in the palace, I was wandering through one lighted arcade and corridor after another. At length I arrived, through a door that closed behind me, in another vast hall of the palace. It was filled with a subdued crimson light; by which I saw that slender pillars of black, built close to walls of white marble, rose to a great height, and then,

dividing into innumerable divergent arches, supported a roof, like the walls, of white marble, upon which the arches intersected intricately, forming a fretting of black upon the white, like the network of a skeleton-leaf. The floor was black.

Between several pairs of the pillars upon every side, the place of the wall behind was occupied by a crimson curtain of thick silk, hanging in heavy and rich folds. Behind each of these curtains burned a powerful light, and these were the sources of the glow that filled the hall. A peculiar delicious odour pervaded the place. As soon as I entered, the old inspiration seemed to return to me, for I felt a strong impulse to sing; or rather, it seemed as if some one else was singing a song in my soul, which wanted to come forth at my lips, imbodyed in my breath. But I kept silence; and feeling somewhat overcome by the red light and the perfume, as well as by the emotion within me, and seeing at one end of the hall a great crimson chair, more like a throne than a chair, beside a table of white marble, I went to it, and, throwing myself in it, gave myself up to a succession of images of bewildering beauty, which passed before my inward eye, in a long and occasionally crowded train. Here I sat for hours, I suppose; till, returning somewhat to myself, I saw that the red light had faded away, and felt a cool gentle breath gliding over my forehead. I rose and left the hall with unsteady steps, finding my way with some difficulty to my own chamber, and faintly remembering, as I went, that only in the marble cave, before I found the sleeping statue, had I ever had a similar experience.

After this, I repaired every morning to the same hall; where I sometimes sat in the chair and dreamed deliciously, and sometimes walked up and down over the black floor. Sometimes I acted within myself a whole drama, during one of these perambulations; sometimes walked deliberately through the whole epic of a tale; sometimes ventured to sing a song, though with a shrinking fear of I knew not what. I was astonished at the beauty of my own voice as it rang

through the place, or rather crept undulating, like a serpent of sound, along the walls and roof of this superb music-hall. Entrancing verses arose within me as of their own accord, chanting themselves to their own melodies, and requiring no addition of music to satisfy the inward sense. But, ever in the pauses of these, when the singing mood was upon me, I seemed to hear something like the distant sound of multitudes of dancers, and felt as if it was the unheard music, moving their rhythmic motion, that within me blossomed in verse and song. I felt, too, that could I but see the dance, I should, from the harmony of complicated movements, not of the dancers in relation to each other merely, but of each dancer individually in the manifested plastic power that moved the consenting harmonious form, understand the whole of the music on the billows of which they floated and swung.

At length, one night, suddenly, when this feeling of dancing came upon me, I bethought me of lifting one of the crimson curtains, and looking if, perchance, behind it there might not be hid some other mystery, which might at least remove a step further the bewilderment of the present one. Nor was I altogether disappointed. I walked to one of the magnificent draperies, lifted a corner, and peeped in. There, burned a great, crimson, globe-shaped light, high in the cubical centre of another hall, which might be larger or less than that in which I stood, for its dimensions were not easily perceived, seeing that floor and roof and walls were entirely of black marble.

The roof was supported by the same arrangement of pillars radiating in arches, as that of the first hall; only, here, the pillars and arches were of dark red. But what absorbed my delighted gaze, was an innumerable assembly of white marble statues, of every form, and in multitudinous posture, filling the hall throughout. These stood, in the ruddy glow of the great lamp, upon pedestals of jet black. Around the lamp shone in golden letters, plainly legible from where I stood, the two words –

TOUCH NOT!

There was in all this, however, no solution to the sound of dancing; and now I was aware that the influence on my mind had ceased. I did not go in that evening, for I was weary and faint, but I hoarded up the expectation of entering, as of a great coming joy.

Next night I walked, as on the preceding, through the hall. My mind was filled with pictures and songs, and therewith so much absorbed, that I did not for some time think of looking within the curtain I had last night lifted. When the thought of doing so occurred to me first, I happened to be within a few yards of it. I became conscious, at the same moment, that the sound of dancing had been for some time in my ears. I approached the curtain quickly, and, lifting it, entered the black hall. Everything was still as death. I should have concluded that the sound must have proceeded from some other more distant quarter, which conclusion its faintness would, in ordinary circumstances, have necessitated from the first; but there was a something about the statues that caused me still to remain in doubt. As I said, each stood perfectly still upon its black pedestal: but there was about every one a certain air, not of motion, but as if it had just ceased from movement; as if the rest were not altogether of the marbly stillness of thousands of years. It was as if the peculiar atmosphere of each had yet a kind of invisible tremulousness; as if its agitated wavelets had not yet subsided into a perfect calm. I had the suspicion that they had anticipated my appearance, and had sprung, each, from the living joy of the dance, to the death-silence and blackness of its isolated pedestal, just before I entered. I walked across the central hall to the curtain opposite the one I had lifted, and, entering there, found all the appearances similar; only that the statues were different, and differently grouped. Neither did they produce on my mind that impression – of motion just expired, which I had experienced from the others. I found that behind every one of the crimson curtains was a similar hall, similarly lighted, and similarly occupied.

The next night, I did not allow my thoughts to be absorbed as before with inward images, but crept stealthily along to the furthest curtain in the hall, from behind which, likewise, I had formerly seemed to hear the sound of dancing. I drew aside its edge as suddenly as I could, and, looking in, saw that the utmost stillness pervaded the vast place. I walked in, and passed through it to the other end.

There I found that it communicated with a circular corridor, divided from it only by two rows of red columns. This corridor, which was black, with red niches holding statues, ran entirely about the statue-halls, forming a communication between the further ends of them all; further, that is, as regards the central

hall of white whence they all diverged like radii, finding their circumference in the corridor.

Round this corridor I now went, entering all the halls, of which there were twelve, and finding them all similarly constructed, but filled with quite various statues, of what seemed both ancient and modern sculpture. After I had simply walked through them, I found myself sufficiently tired to long for rest, and went to my own room.

In the night I dreamed that, walking close by one of the curtains, I was suddenly seized with the desire to enter, and darted in. This time I was too quick for them. All the statues were in motion, statues no longer, but men and women – all shapes of beauty that ever sprang from the brain of the sculptor, mingled in the convolutions of a complicated dance. Passing through them to the further end, I almost started from my sleep on beholding, not taking part in the dance with the others, nor seemingly endued with life like them, but standing in marble coldness and rigidity upon a black pedestal in the extreme left corner – my lady of the cave; the marble beauty who sprang from her tomb or her cradle at the call of my songs. While I gazed in speechless astonishment and admiration, a dark shadow, descending from above like the curtain of a stage, gradually hid her entirely from my view. I felt with a shudder that this shadow was perchance my missing demon, whom I had not seen for days. I awoke with a stifled cry.

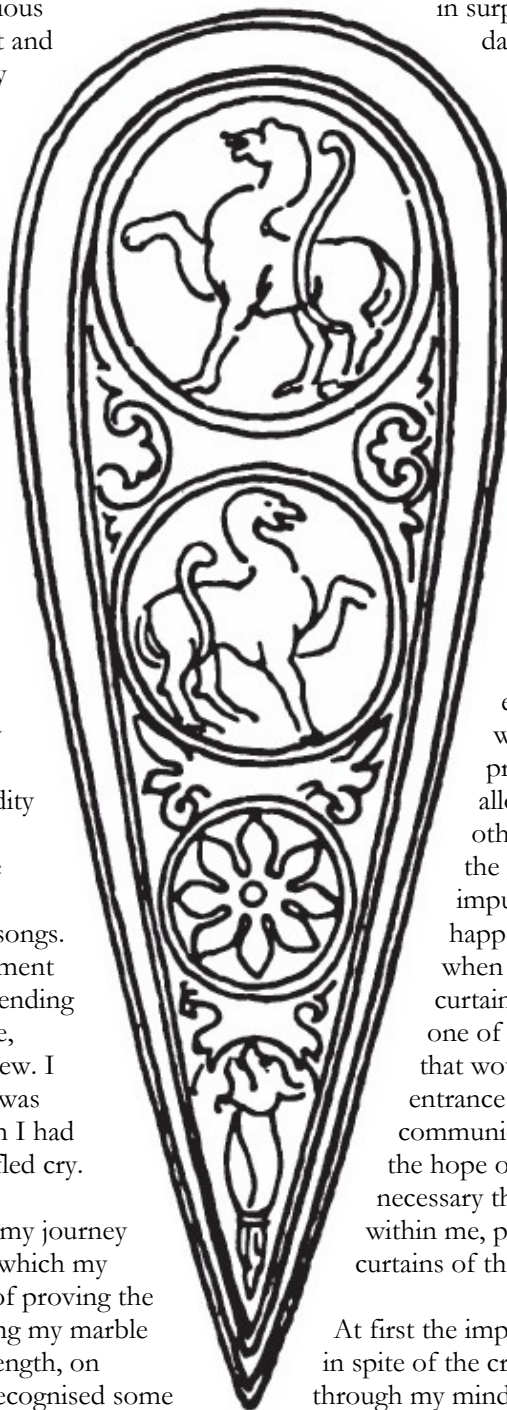
Of course, the next evening I began my journey through the halls (for I knew not to which my dream had carried me), in the hope of proving the dream to be a true one, by discovering my marble beauty upon her black pedestal. At length, on reaching the tenth hall, I thought I recognised some of the forms I had seen dancing in my dream; and to my bewilderment, when I arrived at the extreme corner on the left, there stood, the only one I had yet seen, a vacant pedestal. It was exactly in the position occupied,

in my dream, by the pedestal on which the white lady stood. Hope beat violently in my heart.

"Now," said I to myself, "if yet another part of the dream would but come true, and I should succeed in surprising these forms in their nightly dance; it might be the rest would follow, and I should see on the pedestal my marble queen. Then surely if my songs sufficed to give her life before, when she lay in the bonds of alabaster, much more would they be sufficient then to give her volition and motion, when she alone of assembled crowds of marble forms, would be standing rigid and cold."

But the difficulty was, to surprise the dancers. I had found that a premeditated attempt at surprise, though executed with the utmost care and rapidity, was of no avail. And, in my dream, it was effected by a sudden thought suddenly executed. I saw, therefore, that there was no plan of operation offering any probability of success, but this: to allow my mind to be occupied with other thoughts, as I wandered around the great centre-hall; and so wait till the impulse to enter one of the others should happen to arise in me just at the moment when I was close to one of the crimson curtains. For I hoped that if I entered any one of the twelve halls at the right moment, that would as it were give me the right of entrance to all the others, seeing they all had communication behind. I would not diminish the hope of the right chance, by supposing it necessary that a desire to enter should awake within me, precisely when I was close to the curtains of the tenth hall.

At first the impulses to see recurred so continually, in spite of the crowded imagery that kept passing through my mind, that they formed too nearly a continuous chain, for the hope that any one of them would succeed as a surprise. But as I persisted in banishing them, they recurred less and less often; and after two or three, at considerable intervals, had come



when the spot where I happened to be was unsuitable, the hope strengthened, that soon one might arise just at the right moment; namely, when, in walking round the hall, I should be close to one of the curtains.

At length the right moment and the impulse coincided. I darted into the ninth hall. It was full of the most exquisite moving forms. The whole space wavered and swam with the involutions of an intricate dance. It seemed to break suddenly as I entered, and all made one or two bounds towards their pedestals; but, apparently on finding that they were thoroughly overtaken, they returned to their employment (for it seemed with them earnest enough to be called such) without further heeding me. Somewhat impeded by the floating crowd, I made what haste I could towards the bottom of the hall; whence, entering the corridor, I turned towards the tenth. I soon arrived at the corner I wanted to reach, for the corridor was comparatively empty; but, although the dancers here, after a little confusion, altogether disregarded my presence, I was dismayed at beholding, even yet, a vacant pedestal. But I had a conviction that she was near me. And as I looked at the pedestal, I thought I saw upon it, vaguely revealed as if through overlapping folds of drapery, the indistinct outlines of white feet. Yet there was no sign of drapery or concealing shadow whatever. But I remembered the descending shadow in my dream. And I hoped still in the power of my songs; thinking that what could dispel alabaster, might likewise be capable of dispelling what concealed my beauty now, even if it were the demon whose darkness had overshadowed all my life.

XV

"Alexander: 'When will you finish Campaspe?'"

Apelles: 'Never finish: for always in absolute beauty there is somewhat above art.'"

- LYL'S Campaspe.

And now, what song should I sing to unveil my Isis, if indeed she was present unseen? I hurried away to the white hall of Phantasy, heedless of the innumerable forms of beauty that crowded my way: these might cross my eyes, but the unseen filled my brain. I wandered long, up and down the silent space: no songs came. My soul was not still enough for songs. Only in the silence and darkness of the soul's night, do those stars of the inward firmament sink to its lower surface from the singing realms beyond, and shine upon the conscious spirit. Here all effort was unavailing. If they came not, they could not be found.

Next night, it was just the same. I walked through the red glimmer of the silent hall; but lonely as there I walked, as lonely trod my soul up and down the halls of the brain. At last I entered one of the statue-halls. The dance had just commenced, and I was delighted to find that I was free of their assembly. I walked on till I came to the sacred corner. There I found the pedestal just as I had left it, with the faint glimmer as of white feet still resting on the dead black. As soon as I saw it, I seemed to feel a presence which longed to become visible; and, as it were, called to me to gift it with self-manifestation, that it might shine on me. The power of song came to me. But the moment my voice, though I sang low and soft, stirred the air of the hall, the dancers started; the quick interweaving crowd shook, lost its form, divided; each figure sprang to its pedestal, and stood, a self-evolving life no more, but a rigid, life-like, marble shape, with the whole form composed into the expression of a single state or act. Silence rolled like a spiritual thunder through the grand space. My song had ceased, scared at its own influences. But I saw in the hand of one of the statues close by me, a harp whose chords yet quivered. I remembered that as she bounded past me, her harp had brushed against my arm; so the spell of the marble had not infolded it. I sprang to her, and with a gesture of entreaty, laid my hand on the harp. The marble hand, probably from its contact with the uncharmed harp, had strength enough to relax its hold, and yield the harp to me. No other motion indicated life. Instinctively I struck the chords and sang. And not to break upon the record of my song, I mention here, that as I sang the first four lines, the loveliest feet became clear upon the black pedestal; and ever as I sang, it was as if a veil were being lifted up from before the form, but an invisible veil, so that the statue appeared to grow before me, not so much by evolution, as by infinitesimal degrees of added height. And, while I sang, I did not feel that I stood by a statue, as indeed it appeared to be, but that a real woman-soul was revealing itself by successive stages of imbodiment, and consequent manifestation and expression.

Feet of beauty, firmly planting
Arches white on rosy heel!
Whence the life-spring, throbbing, panting,
Pulses upward to reveal!
Fairest things know least despising;
Foot and earth meet tenderly:
'Tis the woman, resting, rising
Upward to sublimity,
Rise the limbs, sedately sloping,
Strong and gentle, full and free;

Soft and slow, like certain hoping,
Drawing nigh the broad firm knee.
Up to speech! As up to roses
Pants the life from leaf to flower,
So each blending change discloses,
Nearer still, expression's power.

Lo! fair sweeps, white surges, twining
Up and outward fearlessly!
Temple columns, close combining,
Lift a holy mystery.
Heart of mine! what strange surprises
Mount aloft on such a stair!
Some great vision upward rises,
Curving, bending, floating fair.

Bands and sweeps, and hill and hollow
Lead my fascinated eye;
Some apocalypse will follow,
Some new world of deity.
Zoned unseen, and outward swelling,
With new thoughts and wonders rife,
Queenly majesty foretelling,
See the expanding house of life!

Sudden heaving, unforbidden
Sighs eternal, still the same –
Mounts of snow have summits hidden
In the mists of uttered flame.
But the spirit, dawning nearly
Finds no speech for earnest pain;
Finds a soundless sighing merely –
Builds its stairs, and mounts again.

Heart, the queen, with secret hoping,
Sendeth out her waiting pair;
Hands, blind hands, half blindly groping,
Half inclaspings visions rare;
And the great arms, heartways bending;
Might of Beauty, drawing home
There returning, and re-blending,
Where from roots of love they roam.

Build thy slopes of radiance beamy
Spirit, fair with womanhood!
Tower thy precipice, white-gleamy,
Climb unto the hour of good.
Dumb space will be rent asunder,
Now the shining column stands
Ready to be crowned with wonder
By the builder's joyous hands.
All the lines abroad are spreading,

Like a fountain's falling race.
Lo, the chin, first feature, treading,
Airy foot to rest the face!
Speech is nigh; oh, see the blushing,
Sweet approach of lip and breath!
Round the mouth dim silence, hushing,
Waits to die ecstatic death.

Span across in treble curving,
Bow of promise, upper lip!
Set them free, with gracious swerving;
Let the wing-words float and dip.
DUMB ART THOU? O Love immortal,
More than words thy speech must be;
Childless yet the tender portal
Of the home of melody.

Now the nostrils open fearless,
Proud in calm unconsciousness,
Sure it must be something peerless
That the great Pan would express!
Deepens, crowds some meaning tender,
In the pure, dear lady-face.
Lo, a blinding burst of splendour! –
'Tis the free soul's issuing grace.

Two calm lakes of molten glory
Circling round unfathomed deeps!
Lightning-flashes, transitory,
Cross the gulfs where darkness sleeps.
This the gate, at last, of gladness,
To the outward striving me:
In a rain of light and sadness,
Out its loves and longings flee!

With a presence I am smitten
Dumb, with a foreknown surprise;
Presence greater yet than written
Even in the glorious eyes.
Through the gulfs, with inward gazes,
I may look till I am lost;
Wandering deep in spirit-mazes,
In a sea without a coast.

Windows open to the glorious!
Time and space, oh, far beyond!
Woman, ah! thou art victorious,
And I perish, overfond.
Springs aloft the yet Unspoken
In the forehead's endless grace,
Full of silences unbroken;
Infinite, unfeatured face.

Domes above, the mount of wonder;
 Height and hollow wrapt in night;
 Hiding in its caverns under
 Woman-nations in their might.
 Passing forms, the highest Human
 Faints away to the Divine
 Features none, of man or woman,
 Can unveil the holiest shine.

Sideways, grooved porches only
 Visible to passing eye,
 Stand the silent, doorless, lonely
 Entrance-gates of melody.
 But all sounds fly in as boldly,
 Groan and song, and kiss and cry
 At their galleries, lifted coldly,
 Darkly, 'twixt the earth and sky.

Beauty, thou art spent, thou knowest
 So, in faint, half-glad despair,
 From the summit thou o'erflowest
 In a fall of torrent hair;
 Hiding what thou hast created
 In a half-transparent shroud:
 Thus, with glory soft-abated,
 Shines the moon through vapoury cloud.

XVI

*"Ev'n the Styx, which ninefold her infoldeth
 Hems not Ceres' daughter in its flow;
 But she grasps the apple – ever holdeth
 Her, sad Orcus, down below."
 - SCHILLER, Das Ideal und das Leben.*

Ever as I sang, the veil was uplifted; ever as I sang, the signs of life grew; till, when the eyes dawned upon me, it was with that sunrise of splendour which my feeble song attempted to re-imbody.

The wonder is, that I was not altogether overcome, but was able to complete my song as the unseen veil continued to rise. This ability came solely from the state of mental elevation in which I found myself. Only because uplifted in song, was I able to endure the blaze of the dawn. But I cannot tell whether she looked more of statue or more of woman; she seemed removed into that region of phantasy where all is intensely vivid, but nothing clearly defined. At last, as I sang of her descending hair, the glow of soul faded away, like a dying sunset. A lamp within had been extinguished, and

the house of life shone blank in a winter morn. She was a statue once more – but visible, and that was much gained. Yet the revulsion from hope and fruition was such, that, unable to restrain myself, I sprang to her, and, in defiance of the law of the place, flung my arms around her, as if I would tear her from the grasp of a visible Death, and lifted her from the pedestal down to my heart. But no sooner had her feet ceased to be in contact with the black pedestal, than she shuddered and trembled all over; then, writhing from my arms, before I could tighten their hold, she sprang into the corridor, with the reproachful cry, "You should not have touched me!" darted behind one of the exterior pillars of the circle, and disappeared. I followed almost as fast; but ere I could reach the pillar, the sound of a closing door, the saddest of all sounds sometimes, fell on my ear; and, arriving at the spot where she had vanished, I saw, lighted by a pale yellow lamp which hung above it, a heavy, rough door, altogether unlike any others I had seen in the palace; for they were all of ebony, or ivory, or covered with silver-plates, or of some odorous wood, and very ornate; whereas this seemed of old oak, with heavy nails and iron studs. Notwithstanding the precipitation of my pursuit, I could not help reading, in silver letters beneath the lamp: "NO ONE ENTERS HERE WITHOUT THE LEAVE OF THE QUEEN."

But what was the Queen to me, when I followed my white lady? I dashed the door to the wall and sprang through. Lo! I stood on a waste windy hill. Great stones like tombstones stood all about me. No door, no palace was to be seen. A white figure gleamed past me, wringing her hands, and crying, "Ah! you should have sung to me; you should have sung to me!" and disappeared behind one of the stones. I followed. A cold gust of wind met me from behind the stone; and when I looked, I saw nothing but a great hole in the earth, into which I could find no way of entering. Had she fallen in? I could not tell. I must wait for the daylight. I sat down and wept, for there was no help.

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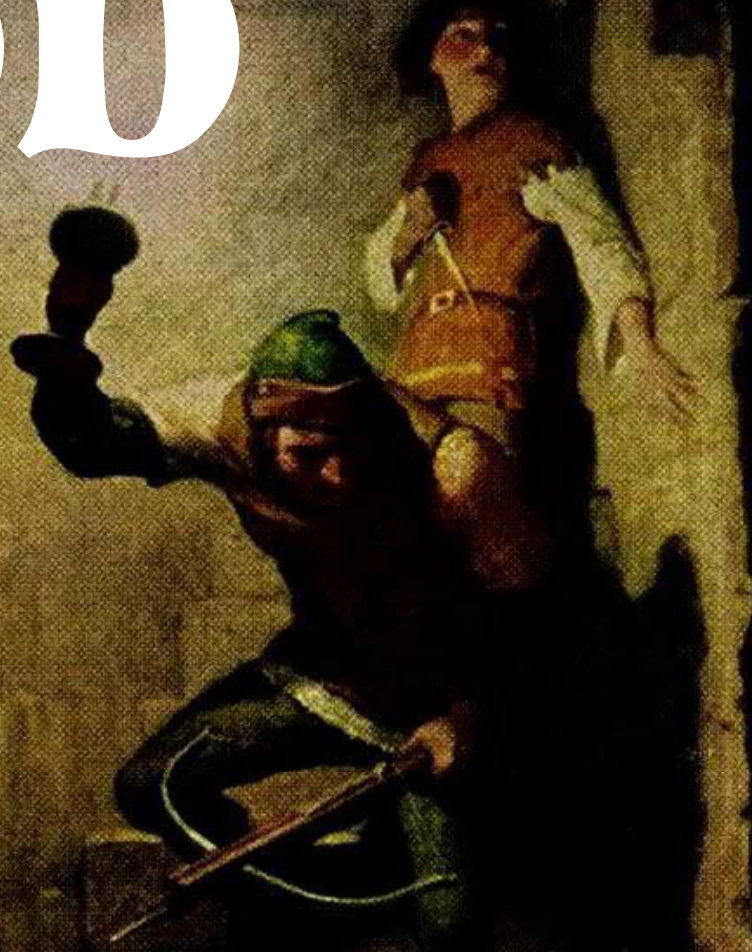
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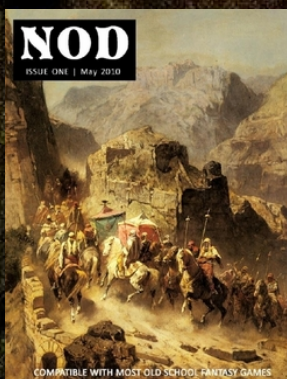
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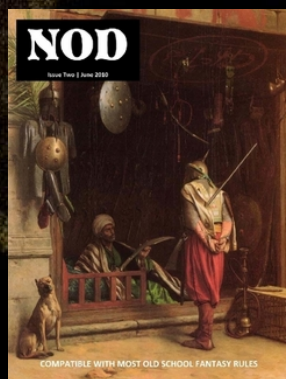
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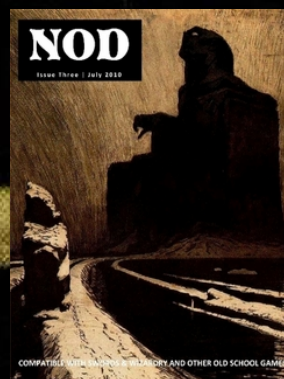
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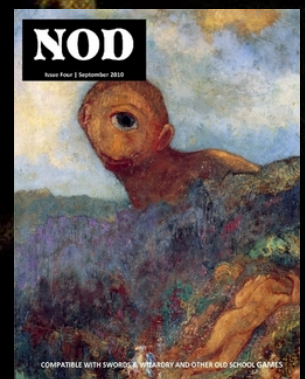
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