

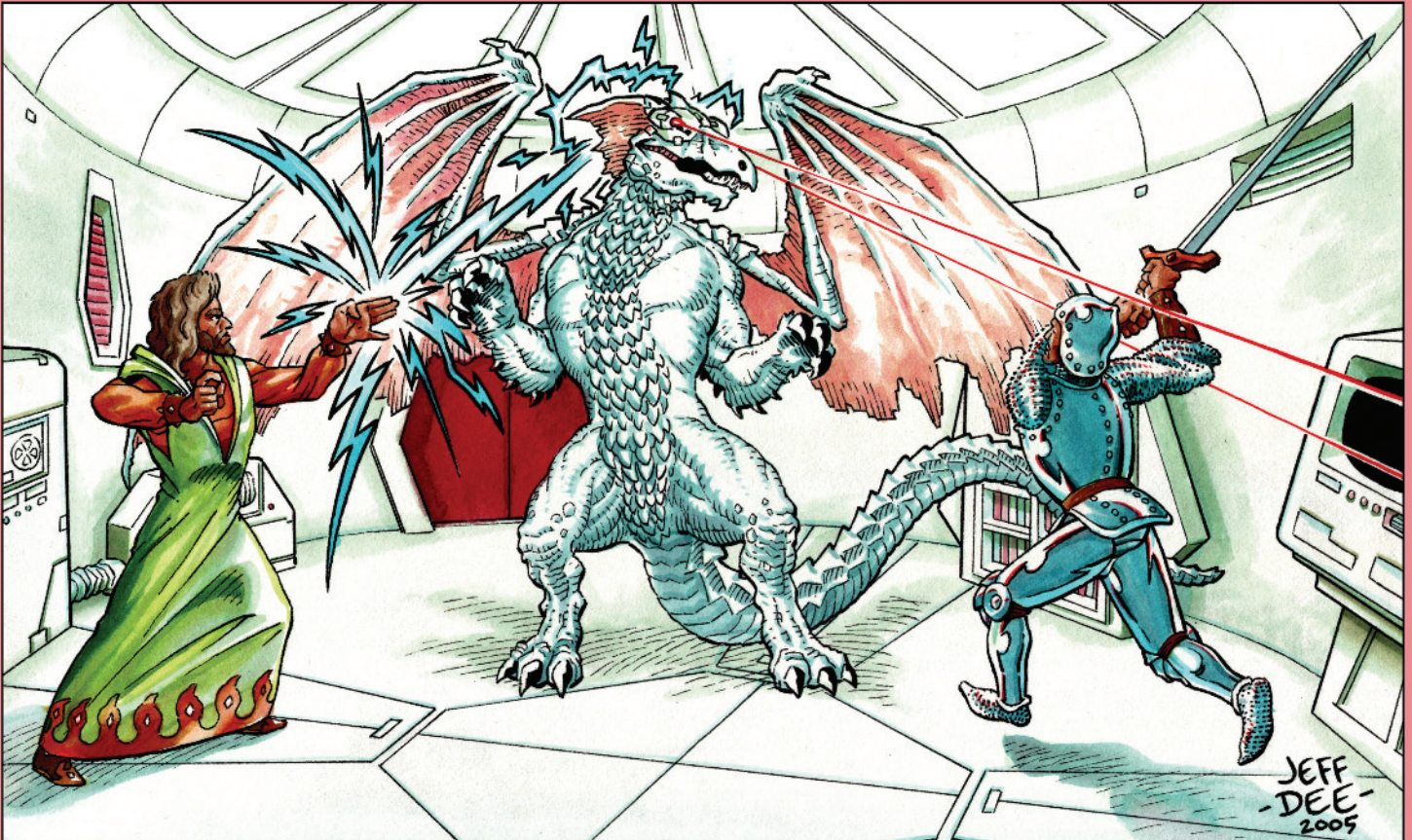
**ALL NEW MODULE FOR
ANY FANTASY CAMPAIGN**
3.5 compatible like all DCC modules!



Dungeon Crawl Classics #36

Talons of the Horned King

by Michael Ferguson
AN ADVENTURE FOR CHARACTER LEVELS 3-5



Remember the good old days, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Those days are back. Dungeon Crawl Classics adventures don't waste your time with long-winded speeches, weird campaign settings, or NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you remember, and the secret doors you know are there somewhere.

Traveling through the frozen wastelands of the north, the heroes arrive in a town in turmoil. A nobleman has disappeared, and the town is danger of being attacked by nomadic creatures called kra-dhan. To help the town, the heroes travel through narrow, icy ravines to a druidic circle of stone known as the Talons of the Horned King, which is believed to be the source of the town's problems. There they discover a sinister tribe of kra-dhan – and the ruins of a spaceship buried beneath the Talons!

If you enjoy this adventure, look for the rest of the Dungeon Crawl Classics series!



Requires the use of the Dungeons & Dragons Player's Handbook, published by Wizards of the Coast, Inc.
This product utilizes updated material from the v.3.5 revision.



This item is only one of the many popular role playing aids published by Goodman Games. Other role playing aids currently available or scheduled soon include:

- Dungeon Crawl Classics #25: The Dread Crypt of Srihoz
- Dungeon Crawl Classics #26: The Scaly God
- Dungeon Crawl Classics #27: Revenge of the Rat King
- Dungeon Crawl Classics #28: Into the Wilds
- Dungeon Crawl Classics #29: The Adventure Begins
- Dungeon Crawl Classics #30: Vault of the Dragon Kings
- Dungeon Crawl Classics #31: The Transmuter's Last Touch
- Dungeon Crawl Classics #32: The Golden Palace of Zahadran
- Dungeon Crawl Classics #33: The Belly of the Great Beast
- Dungeon Crawl Classics #34: Cage of Delirium
- Dungeon Crawl Classics #35: Gazetteer of the Known Realms
- Etherscope
- DragonMech
- DM Campaign Tracker
- Underdark Adventure Guide
- The Power Gamer's 3.5 Warrior Strategy Guide



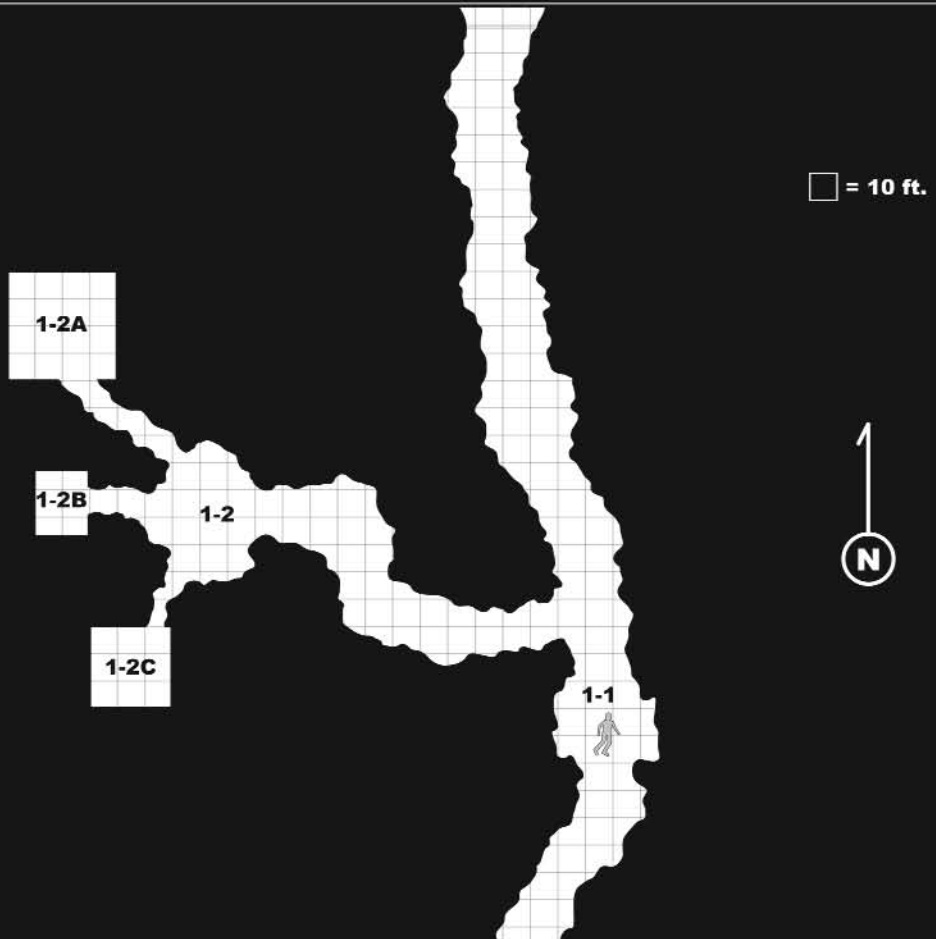
\$13.99 USA

SKU GMG5035

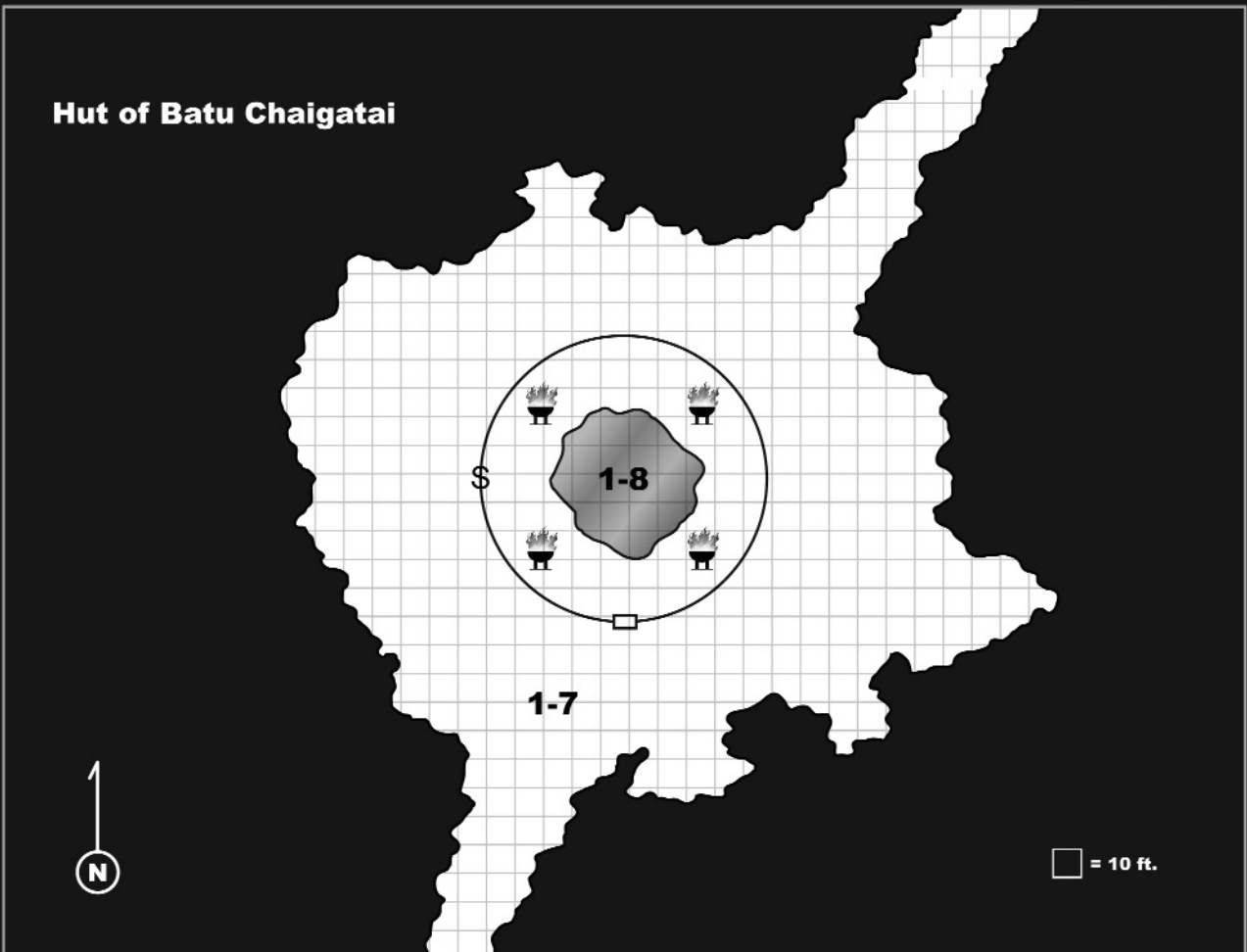
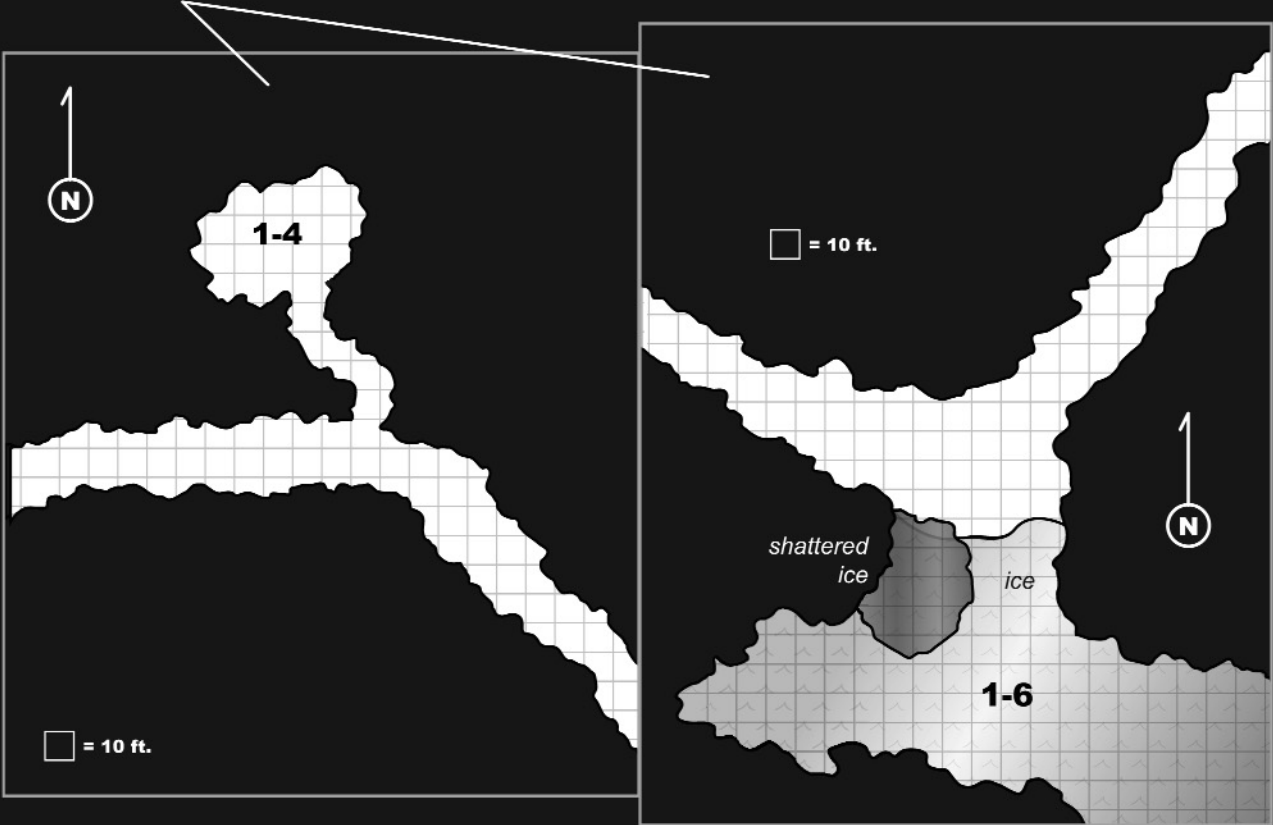
Part 1 Canyon of the White Wind (overview)



The Orc Lair



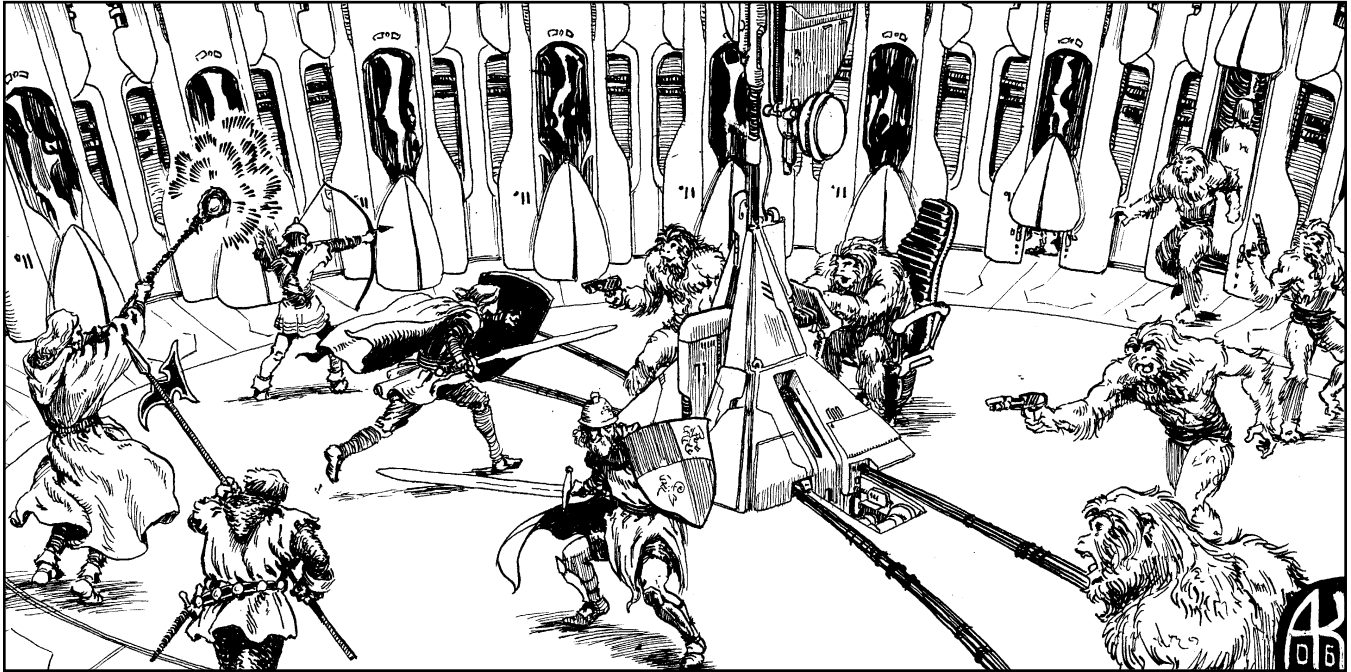
Polar Bear / Kra-Dhan



Dungeon Crawl Classics #36

Talons of the Horned King

By Mike Ferguson
AN ADVENTURE FOR CHARACTER LEVELS 3-5



Credits

Writer: Mike Ferguson
Front Cover Artist: Jeff Dee
Back Cover Artist: Brad McDevitt
Interior Artists: Gary Dupuis, Friedrich Haas, Alex Kosakowski, William McAusland, Jesse Mohn
Cartographer: Jeremy Simmons
Graphic Designer: Joseph Goodman
Editor: Joseph Goodman
Proofreader: Aeryn "Blackdirge" Rudel
Line Editor: Harley Stroh
Playtesters: Jonathan Day, John Geoghegan, Alison Mee, Eric Mee, Rick Schmidt, Chris Valk, Rich Zeitler

Special Thanks, Acknowledgment, and Inspiration from the following Sci-Fi "Dungeon Crawl Classics": "Expedition to the Barrier Peaks" by Gary Gygax; "Metamorphosis Alpha" by James Ward; and "Star Frontiers" by David Cook and Lawrence Schick.

This adventure is dedicated to the memory of Doug Cohen.



Table of Contents

Introduction	2
Game Master's Section	2
Background Story	4
Map Key	6
Part 1: Canyon of the White Wind	6
Part 2: The Horned King Awakens	14
Part 3: The Alien Ship	22
Appendix 1: New Monsters	39
Appendix 2: New Spells	43
Appendix 3: High-Tech Equipment	45
Appendix 4: Player Handouts	49

If you enjoy this adventure, be sure to look for the rest of the Dungeon Crawl Classics series at your local game store.

Log on to www.goodman-games.com for freebies, news, special offers, and more.

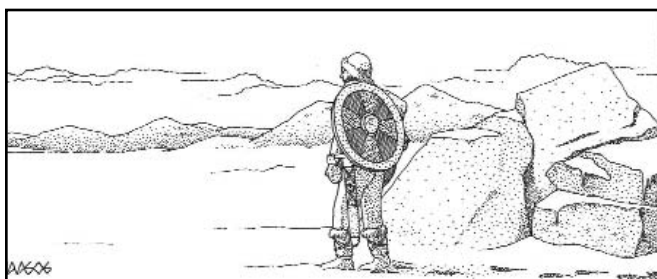
Introduction

Remember the golden days of role playing, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Well, those days are back. Dungeon Crawl Classics feature bloody combat, intriguing dungeons, and no NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you fear, and the secret doors you know must be there somewhere.

Talons of the Horned King is designed for four to six players of 3rd through 5th level. We recommend 18-22 total character levels between the party members. While the characters can be of any character class, a good mix of character classes is helpful. A strong warrior and a rogue may prove to be helpful in this adventure. Wizards and sorcerers may either find the adventure very challenging or very simple, depending on the randomizing forces that may affect their magical abilities during parts of the adventure. See the "Scaling Information" section for ways to tailor this adventure to your group's size, level, and unique style of play.

Adventure Summary

Traveling through the frozen wastelands of the north, the characters arrive in the town of Kyarovsk. The town is in turmoil, as a nobleman named Borys Rassylov has suddenly disappeared, and the town is in danger of being attacked and destroyed by nomadic creatures called kra-dhan. The PCs travel through narrow, icy ravines to a druidic circle of stone known as the Talons of the Horned King, which is believed to be the source of the town's problems. There, the characters discover a sinister tribe of kra-dhan... and the ruins of a spaceship, buried beneath the Talons. Borys Rassylov accidentally reactivated the spaceship, which had been dormant for centuries. Ominous creatures and machines aboard the ship are now awake and trying to resume their sinister mission. Meanwhile, the kra-dhan, who are the descendants of the original inhabitants of this spaceship, have fallen under the ship's control. Should the characters fail to unlock the secrets of the ship and stop its newly-awakened inhabitants, they may find that the wastelands of the north are about to become the new home of unspeakable evil forces...



Game Master's Section

Encounter Table

To help the GM prepare, we have included a quick reference table showing all encounters at a glance. **Loc** – the location number keyed to the map for the encounter. **Pg** – the module page number that the encounter can be found on. **Type** – this indicates if the encounter is a trap (T), puzzle (P), or combat (C). **Encounter** – the key monsters, traps, or NPCs that can be found in the encounter. Names in *italics* are classed NPCs. **EL** – the encounter level.

Loc	Pg	Type	Encounter	EL
1-1	7	C	8 arctic orc bandits	4
1-2A	8	C	6 arctic orc bandits	3
1-2B	8	T	Poisoned needle trap	3
1-2C	9	C	<i>Surgut Tark</i> , arctic orc Ftr1 <i>Mukhur Koto</i> , arctic orc Ftr3	4
1-3	9	T	Rope bridge ice shard pit trap	5
1-4	10	T	Polar bear	4
1-5	10	T	Self-destruct trap	4
1-6	11	C	2 primitive kra-dhan	6
1-7	12	C	Dire wolf	3
1-8	12	C	<i>Batu Chaigatai</i> , half-orc Sor7 <i>Timujin</i> , cat familiar	7
1-9	13	C	2 driftmen	5
2-3	17	C	2 primitive kra-dhan	6
2-4	18	C	<i>Oghul Ghaimish</i> , arctic orc Sor5 2 arctic orc bandits	6
2-6	19	C	Iron spider	5
2-7	20	C	Frost giant skeleton	6
2-8	21	C	Driftman	3
3-1	23	T	Corrosive gas trap	5
3-2A	24	C	<i>Hjálmgæirr the Strong</i> , Bbn4	4
3-2C	25	C	<i>Borys Rassylov</i> , human Rog2	2
3-3	25	C	Advanced kra-dhan	4
3-5	27	C	Simulated white dragon	Special
3-6	28	C	Advanced kra-dhan	4
3-7	29	T	Corrosive gas trap	6
3-8	30	C	Immature remorhaz	4

<u>Loc</u>	<u>Pg</u>	<u>Type</u>	<u>Encounter</u>	<u>EL</u>
3-9	30	C	Young white dragon	4
		T	Self-destruct trap	4
3-13	33	C	2 advanced kra-dhan 4 automated laser turrets	7
3-15	35	C	1+ advanced kra-dhan	4+
3-17	36	C	Iron spider	5
3-19	37	C	<i>Merykare Setep</i> , kra-dhan Ftr3	7
		T	Gas trap	6

Scaling Information

Talons of the Horned King is designed for 4-6 characters that are of 3rd to 5th level, but it can be easily modified for parties of different sizes or levels. Consider adapting the adventure using any of the following suggestions:

Weaker parties (3 characters or less, or lower than 3rd level): Reduce the number of arctic orc bandits in areas 1-1, 1-2A, and 2-4, and remove Surgut Tark from the adventure. Reduce Batu Chaigatai and Oghul Ghaimish by 2 character levels. Eliminate the frost giant skeleton in area 2-7. Remove the immature remorhaz from area 3-8 and the automated laser turrets in area 3-13. Remove the corrosive gas traps from areas 3-1, 3-7, and 3-19, and make the swords found in areas 3-7 and 3-19 masterwork quality, not magical.

Stronger parties (7 or more characters, or higher than 5th level): Double the number of arctic orcs in areas 1-1, 1-2A, 2-4. Add 2 character levels to Mukhur Koto, Batu Chaigatai and Oghul Ghaimish. Add an iron spider to areas 2-6 and 3-17. Double the number of advanced kra-dhan in areas 3-3, 3-6 and 3-15.

Getting the Players Involved

Feel free to use the following plot hooks to get the characters headed straight towards the dungeon.

- A powerful and wealthy family – the Rassylovs – wants the characters to track down and find one of their missing children. About a week ago, a young and impudent member of the Rassylov family finished construction of a strange flying contraption. This young man – Borys Rassylov – then took off in this flying machine, and was last seen heading for the Talons. Normally, such behavior has never concerned the rest of the family; Borys has always been known for his eccentric behavior, and he has always returned to Kyarovsk after a few days with some outlandish tale regarding his latest exploits. However, several weeks have now gone by, and

Borys has not returned. The Rassylov family has become concerned that something terrible may have befallen their wayward son. The characters' mission is to find Borys and bring him back to Kyarovsk safe and sound.

- Rare, yeti-like creatures called kra-dhan have been spotted along the roads leading to Kyarovsk. Ordinarily, these creatures are gentle and relatively harmless. But in recent weeks they have been aggressive and violent, attacking travelers and merchant caravans with great ferocity. While few have died as a result of these attacks, they have caused many merchants from other towns to stop sending goods to Kyarovsk. The town elders of Kyarovsk have hired the characters to find out exactly where the kra-dhan are located – it is believed that they make their lairs somewhere near the Talons – and to determine why they have suddenly turned violent.
- Days ago, a shooting star streaked across the nighttime sky of Kyarovsk, transforming the darkest hours of midnight into a brilliant silver light far brighter than the sun itself for a few startling moments. This strange phenomenon has piqued the interest of a local scholar and sage called Vladmyr Borune, who witnessed the “silver fire in the sky.” He and managed to calculate that the falling star probably landed somewhere near the Talons. Borune wants the characters to see if they can possibly find and recover any remnants of this shooting star, and to determine if there is any potential connection between it and the centuries-old Talons.
- The Talons of the Horned King are more commonly known in other parts of the world as one of the “Five Wonders of the World.” However, because the Talons are located in such a desolate, arctic wasteland, very little is known about them. A sage from the faraway kingdom of Cieste, the Marquis d'Otrionne, has hired the characters to travel to the Talons and make detailed records of this strange place – what it looks like, what materials it is made from, what could have possibly created the Talons, how big the spires are, and so on. The characters have also been asked to see if they can bring any relics or artifacts that they find back to Cieste.

Treasure

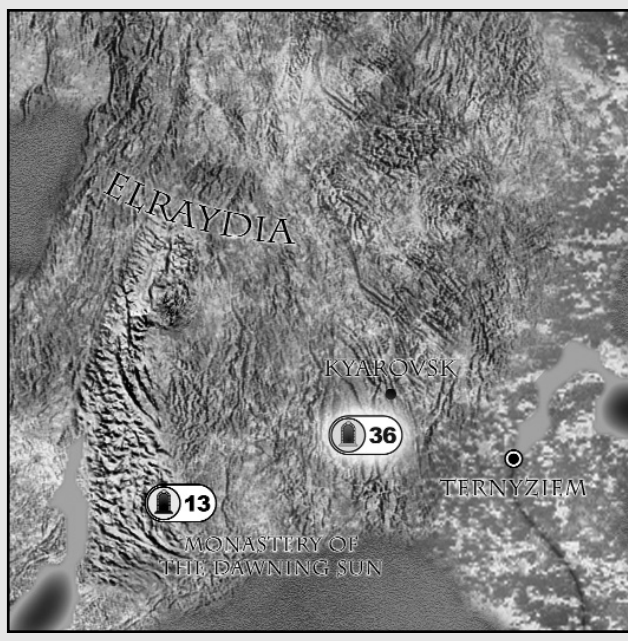
The areas outside the Talons contain fairly standard treasure (gold pieces, gem stones, and one or two relatively ordinary magic items). However, hidden among the Talons – specifically, within the alien ship buried beneath them – are alien artifacts that can command an extremely high price. These include weapons (flamebows and needlebows), armor (force armor and force

shields), and other devices similar to magic items (bio-healers, bio-shockers).

As the GM, if you feel uncomfortable introducing science fiction items into a fantasy campaign, the solution to this problem is simple – *don't introduce them*. It is simple enough to substitute masterwork-quality swords and bows to replace the high-tech weaponry, or a *potion of cure light wounds* to replace the bio-healer, and so on. Additionally, please read Appendix 4: New High-Tech Equipment for methods used to rein in potential problems created by sci-fi items. If done properly and with a little care, the sci-fi treasure available in this adventure should give your campaign a different sort of flavor for a few sessions, and should open up a lot of potential for further adventure. (Think that a powerful knight wouldn't want to challenge the wielder of "the legendary flamebow"? Or that a king wouldn't want to seize the characters' new weapons for himself... and send a small band of mercenaries to do so? Characters may be happy with their high-tech finds at first, but may find them to ultimately be more trouble than they're worth...)

DCC World

If you are using the world of *Áereth* from DCC #35: *Gazetteer of the Known Realms*, Kyarovsk is located north of the Mirdar Forest, where the Frost Barrens rise up to meet the harsh, ice-laden peaks of the Nyfall Mountains.



Background Story

The Mysterious Legend

Since the dawn of time, the origins of the Horned King have been a mystery to the northern kingdom of Ternyziem. Also called the Talons of the Horned King, or the Talons in various local legends, the Horned King is the detailed likeness of a human face, measuring over a hundred feet long and carved into solid rock. Surrounding the top of the face are strange metal spires, which look like the spikes of a crown; more spires are also located several hundred feet from the face, and resemble fingers or talons. When viewed from a mountain path that runs high above this strange formation, the objects that comprise the Horned King resemble the crowned face of a massive giant, buried alive and struggling to claw its way out of the frozen earth.

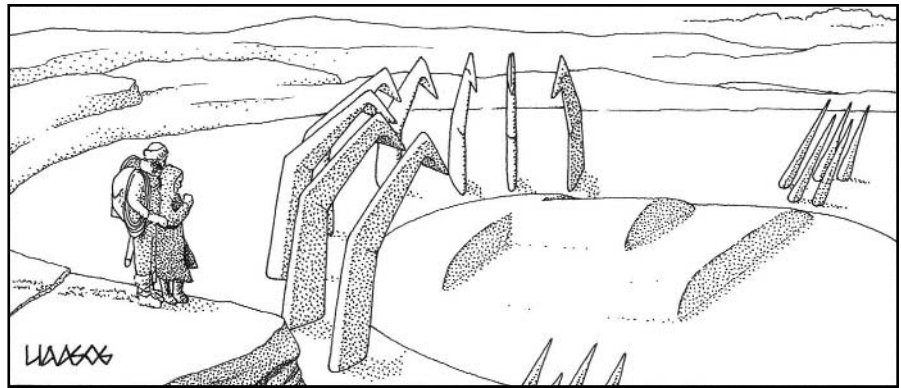
No one knows who – or what – created the Horned King in the far distant past. Mostly because it lies in the northernmost frozen wastelands of Ternyziem, it has remained a place shrouded in mystery. Adding to this mystery are reports about bizarre creatures called kra-dhan that make their lairs somewhere near the legendary site. Giant, furry ape-like humanoids, the kra-dhan are known as shy, gentle creatures that shun the civilized world – to see a living kra-dhan is a rare thing indeed. It is also said that magic behaves oddly in the vicinity of the Horned King – spells and magical items sometimes grow stronger, or sometimes lose their power altogether when within sight of the Horned King's talons. For these reasons, the Talons of the Horned King have been known for centuries as a mysterious place of wonder, a desolate place that inspires awe – but not fear.

The Fallen Star

In recent weeks, however, the Talons of the Horned King have taken on a more sinister cast. Several weeks ago, a shooting star streaked across the skies above the Talons, burning with an intensity that seemed to turn night into day. Since that time, kra-dhan have been spotted in great numbers, roaming the lands surrounding the Talons – and these kra-dhan have been hostile. The normally gentle creatures have attacked any and all travelers that they have encountered near their homelands, and they have attacked with a mindless ferocity that has been truly frightening to those few survivors who lived to tell the tale. The savagery of the kra-dhan is not the only ominous event to occur since the appearance of the falling star, either. Almost nightly, strange blue lights appear and dance in the skies over the Horned King, and the bizarre ability of the Talons to bend and alter magic has begun to expand outward,

stretching in some places for miles beyond the confines of the mysterious landmark.

The nearest inhabited settlement to the Talons of the Horned King is the small town of Kyarovsk. There, the townspeople fear for their lives, knowing that unless someone can unlock the mysteries of the Horned King, they may face certain extinction.



Strangers in a Strange Land – GM's Eyes Only

The truth behind the Talons of the Horned King, however, is something the townspeople of Kyarovsk could not comprehend, let alone believe. Buried beneath the visage of the Horned King is a highly advanced alien ship, one that fell through a dimensional rift and crashed in the arctic wastelands of Ternyziem eons ago while trying to escape a tyrannical race of psionic creatures. Nomadic refugees from the Astral Plane, the pilots of this ship were also the ancestors of the kra-dhan; some of these original inhabitants of the ship managed to escape the ship, while others remained in suspended animation. The descendants of the original pilots of the ship evolved into more primitive, gentle creatures, forgetting the science and technology that had once made them dimensional travelers. Only dim, subconscious memories of the past kept them close to their original ship, now buried under thousands of tons of rock.

But the alien ship did not remain silent beneath the ground. While badly damaged, its automated systems managed to extend several transmitting spires from the rocks below to the skies above – the very same spires better known as the “crown” and the “talons” of the Horned King. While transmitting its silent, unanswered distress signal for centuries, these spires also inadvertently became the source of magical fluctuation surrounding the wrecked and buried alien craft. The signal, possessing a certain amount of mystical energy itself, either adds its strength to other magic in its immediate vicinity, or drains power from it, depending upon the segment of the distress sequence being transmitted.

The transmitters did finally get a response, though – and that is where the trouble began. Answering the distress signal, a small rescue probe opened a dimensional portal from the Astral Plane and attempted to reach the crashed alien craft. Unfortunately, as with the original craft, the rescue probe was damaged during its journey through the dimensional portal, crashing and exploding a short distance away from the Talons. While it failed in the mission, the probe did inadvertently serve

a deadly purpose – it managed to reactive and reawaken many of the dormant systems on the ship buried beneath the Talons. The slumbering kra-dhan awoke from their suspended animation. Core systems on the ship went back online, sending out new signals on psionic wavelengths that drove the wild, peaceable kra-dhan living outside the ship mad with frenzy. The increased activity also affected the magic-disruption field surrounding the Talons, making the disruptions a hundred times worse than before.

Assessing their situation, the newly-awoken kra-dhan determined that their next course of action was simple and obvious. The first step was to repair the ship. The second was to obliterate all living creatures in their vicinity. The first step is nearly complete; it is up to the heroics of the characters to see whether or not the kra-dhan succeed at the second...

Player Beginning

Snow falls fiercely from the gray skies, nearly blinding you as you trudge forward. The cold winter air cuts like sharpened steel. The northern road from Kyarovsk has become more narrow with every step, as steep mountain walls now loom on either side of you.

As the sheer, jagged rock walls that surround you begin to reach endlessly into the sky, your guide stops, and gestures you forward. “The Talons lie at the end of this road,” he says hoarsely. “Won’t be hard to find; this road might be winding and treacherous, but at least it goes straight to the Horned King’s mouth. No side roads or surprises in this canyon.” He tips his woolen cap to you. “Best of luck to you, and our thanks.”

Your guide turns and heads back towards Kyarovsk. Ahead of you, beyond the swirling winds and freezing snow, await the Talons of the Horned King and the deadly mysteries they contain.

Part 1: The Canyon of the White Wind

The canyon is the only path that goes between Ternyziem and the Talons. Any other method used to travel to the Talons (such as climbing the canyon walls or going around the canyon) is far more dangerous than traveling down the canyon path, and far slower. Since time is of the essence for the PCs, the canyon path is their only option. The canyon wall essentially prevents deviation from the canyon path; the only way to temporarily leave the path is for the players characters to enter one of the side caves specifically noted on the maps for area 1.

Environmental Conditions

The wind and snow blowing through the canyon is quite fierce, and may adversely affect the characters unless they take proper precautions. Unless otherwise noted, the blowing snow reduces the characters' regular and low-light vision by half. (Darkvision remains unaffected.) Additionally, characters not protected against the cold must make a Fortitude save once every 10 minutes (DC 15, +1 per previous check), taking 1d6 points of nonlethal damage on each failed save. A character that has the Survival skill may receive a bonus on this saving throw and may be able to apply this bonus to other characters as well. Characters wearing winter clothing only need check once per hour for cold and exposure damage.

Cold and exposure deal nonlethal damage to the victim (consider this to be frostbite or hypothermia). This nonlethal damage cannot be recovered until the character gets out of the cold and warms up again. Once a character is rendered unconscious through the accumulation of nonlethal damage, the cold and exposure begins to deal lethal damage at the same rate.

Unless otherwise noted, all canyon passages are 20 feet wide and have no ceiling. The canyon walls are incredibly high, reaching well over 100 feet into the air. All walls have stats as below. The Climb DC is high due to the ice and snow. All canyon and cavern walls, unless otherwise noted, have the following statistics:

Canyon Wall: 5 ft. thick, Hardness 8, 540 hp, Break DC 50, Climb DC 28.

Wandering Monsters

For every half hour that the PCs journey through this level, there is a 15% chance (1-3 on d20) of a random encounter. If an encounter is called for, roll 1d7 and consult the following table.

1d7	Encounter
1-2	1d4 arctic orcs
3-4	1d2 ice mephits
5-6	1d2 dire wolves
7	1 winter wolf

The following statistics blocks are provided for easy reference for the GM.

Arctic orcs (1-4): CR 1/2; Medium humanoid; HD 1d8+1; hp 5; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +4; Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); Full Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); SQ Low-light vision; AL CE; SV Fort +3, Ref +0, Will -2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Handle Animal +2, Spot +1; Alertness.

Possessions: Studded leather armor, falchion, 2 javelins, 1d4 x 10 gp.

Ice mephit (1-2): CR 3; Small outsider (air, cold, extraplanar); HD 3d8; hp 13; Init +7; Spd 30 ft., fly 50 ft.; AC 18, touch 14, flat-footed 15; Base Atk +3; Grp -1; Atk Claw +4 melee (1d3 plus 1d4 cold); Full Atk 2 claws (1d3 plus 1d4 cold); SA Breath weapon, spell-like abilities, summon mephit; SQ Damage reduction 5/magic, darkvision 60 ft., fast healing 2, immunity to cold, vulnerability to fire; AL N; SV Fort +3, Ref +6, Will +3; Str 10, Dex 17, Con 10, Int 6, Wis 11, Cha 15.

Skills and Feats: Bluff +8, Diplomacy +4, Disguise +2, Escape Artist +9, Hide +13, Move Silently +9, Spot +6, Use Rope +3; Dodge, Improved Initiative.

Breath Weapon: 10-foot cone, damage 1d4 cold, Reflex DC 12 half. Additional effect: -4 penalty to AC and -2 penalty to attack rolls unless protected against cold.

Gamescience Dice

The wandering monster tables in this adventure utilize the unique dice manufactured by Gamescience. Gamescience is a pioneer in the development of new polyhedrons. After all, they invented the 100-sided die – what could be cooler than that? Their product line also includes the 1d3, 1d5, 1d7, 1d14, 1d16, 1d24, and 1d30. If you don't have the appropriate dice for the wandering monster tables in this adventure, you can substitute other dice as appropriate: for 1d3, divide 1d6 by 2; for 1d5, divide 1d10 by 2; for 1d7, roll 1d6+1; and so on. To acquire some of these amazing dice for yourself (yes, they're real), ask for Gamescience dice by name at your local game store, or visit www.goodmangames.com.

Spell-like abilities: 1/hour – *magic missile* (caster level 3rd); 1/day – *chill metal* (DC 14, caster level 6th).

Dire wolf (1-2): CR 3; Large animal; HD 6d8+18; hp 45; Init +2; Spd 50 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +15; Atk Bite +11 melee (1d8+10); Full Atk Bite +11 melee (1d8+10); Space/Reach 10 ft./5 ft.; SA Trip; SQ Low-light vision, scent; AL N; SV Fort +8, Ref +7, Will +6; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills and Feats: Hide +0, Listen +7, Move Silently +4, Spot +7; Survival +2; Alertness, Run, Track, Weapon Focus (bite).

Winter wolf: CR 5; Large magical beast (cold); HD 6d10+18; hp 51; Init +5; Spd 50 ft.; AC 15, touch 10, flat-footed 14; Base Atk +6; Grp +14; Atk Bite +9 melee (1d8+6 plus 1d6 cold); Full Atk Bite +9 melee (1d8+6 plus 1d6 cold); Space/Reach 10 ft./5 ft.; SA Breath weapon, freezing bite, trip; SQ Darkvision 60 ft., immunity to cold, low-light vision, scent, vulnerability to fire; AL NE; SV Fort +8, Ref +6, Will +3; Str 18, Dex 13, Con 16, Int 9, Wis 13, Cha 10.

Skills and Feats: Hide –1, Listen +6, Move Silently +7, Spot +6, Survival +1; Alertness, Improved Initiative, Track.

Breath Weapon (Su): 15-foot cone, once every 1d4 rounds, damage 4d6 cold, Reflex DC 16 half.

Areas of the Map

Area 1-1 – The Orc Ambush (EL 4): Read or paraphrase the following as the characters enter this area.

As you walk slowly along the canyon road, you see a humanoid body lying in the middle of the road. The person appears to be lifeless and unmoving, and a faint trace of blood stains the snow near the person's head. The body is wrapped in a long, black woolen cloak.

The “dead man” in the road is actually a well-used dummy stuffed with straw, which astute characters may notice with a successful Spot check (DC 18). Hiding in the crevices along both sides of the road are eight arctic orc raiders, who also can be noticed with a successful Spot check (DC 22). The fallen star has resulted in increased activity along the roads near Ternyziem, which the orcs have exploited to their advantage. Some (but not all) of the recent attacks blamed on the kra-dhan have actually been the work of this band of orcs.

Tactics: The orcs wait until the characters are within 5 feet of the body (at which point the PCs notice through the swirling snow that it is a fake). At that point, if they have remained unnoticed by the characters, they gain a surprise round, and unleash a vol-

ley of javelins at the PCs. They then close in for melee combat. Should they be noticed prior to gaining a surprise attack, they still attack first with their javelins, and then engage the PCs with their falchions. Should the battle go badly, the survivors attempt to retreat to the caves in area 1-2. Although hidden by rocks and snow, the entrance to these caves becomes painfully obvious to the characters if any of the orcs successfully make a retreat. If not, the players can still notice the cave entrance with a successful Spot check (DC 20) after the battle, if they choose to investigate where the orcs were hiding.

Treasure: If the orcs are closely examined (probably after the battle), observant characters note that each orc bandit has a crescent moon tattooed on his right cheek. This is noted by a successful Search or Spot check (DC 14). In addition to being the name of the orc tribe – the Broken Moon tribe – it is the same crescent moon found inscribed on the octagonal kra-dhan consoles in areas 2-3, 2-9, 3-6, 3-11, and on the parchment hidden in area 1-2B. (A successful DC 16 Knowledge (local) check indicates that the PCs know the name of the tribe). This moon symbolizes vast magical power to the orcs, which may provide a clue to the characters how the devices are to be used later in the adventure.

In addition to their weapons, each of the orcs possesses 40 sp and 12 gp.

Arctic orcs (8): CR 1/2; Medium humanoid; HD 1d8+1; hp 4, 5, 6, 6, 7, 8, 8, 9; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +4; Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); Full Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); SQ Low-light vision; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Handle Animal +2, Spot +1; Alertness.

Possessions: Studded leather armor, falchion, 2 javelins, 40 sp and 12 gp each.

Area 1-2 – The Lair of the Arctic Orcs: Read or paraphrase the following:

This cave, lit poorly by crude torches jammed into the natural stone walls, is roughly circular and measures about 40 feet in diameter. Charred animal bones litter the ground, and the sickening smell of burnt flesh fills the air. To the west, you see three passages that open up into other chambers. You can faintly see creatures moving down the left and right passages, while all is still in the center passage.

This underground cave chamber is the center of the orc bandits' lair. The orc bandits that are inside the

lair are effectively trapped while the characters are inside the center chamber, and the bandits are quite aware of this. Their actions are entirely dependent on what the characters choose to do. If the characters move through this mini-cave system with a certain degree of caution, the orcs remain in their respective chambers, lying in wait and hoping (vainly) to either surprise the PCs or somehow talk their way out of a fight. However, if the characters choose to go charging into the chambers with swords drawn and screaming for battle, they may find themselves surrounded, as the orcs not attacked first by the PCs move into this main area and then strike the characters from behind.

Area 1-2A – Main Bandit Chamber (EL 3): The room is about 40 feet square and crammed full of junk – bunk beds, broken chests, piles of soiled clothing and rags, and so on. Also in the room are 6 orc bandits, who are wary of the characters and ready for attack. They may choose to listen to the PCs should the characters bother to parley with them; however, the orcs in this area are extremely distrustful of any intruders, and attack at the slightest provocation.

Scattered throughout the filthy room (Search DC 18) are 50 gp, 220 sp, and 3 pieces of tiger eye turquoise each worth 15 gp.

Tactics: The orcs in this area have little room for ranged attacks. If the characters charge into this room and immediately engage in battle, the orc bandits use their javelins immediately, and then close in for melee attack with their falchions. Additionally, the orc chieftain Mukhur Koto moves in behind the PCs with the other orc warrior from area 1-2C. However, if the characters move in more cautiously, though, the orcs cannot use their javelins, and lose their ability to use a ranged attack when combat begins.

Arctic orcs (6): CR 1/2; Medium humanoid; HD 1d8+1; hp 4, 4, 5, 6, 8, 8; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +4; Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); Full Atk Falchion +4 melee (2d4+4/18-20) or javelin +1 ranged (1d6+3); SQ Low-light vision; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Handle Animal +2, Spot +1; Alertness.

Possessions: Studded leather armor, falchion, 2 javelins.

Area 1-2B – Treasure Chamber (EL 3): This smaller 20-foot square room contains most of the arctic orcs' supplies and ill-gotten loot.

In the northwest corner of the room is a barrel filled

with two dozen javelins, four slightly rusted falchions, and a grinder's wheel for sharpening weapons.

In the center of the room are four crates and a metal chest, which is otherwise filled with small scraps of refuse and smells terrible. The crates hold dried meat, some woolen cloaks, a tinderbox, and other mundane supplies. The metal chest is locked and trapped with a poisoned needle. Inside the chest are the orcs' spoils of war – 400 gp, 3,300 sp, and seven bolts of Tyrish silk, each worth 20 gp per bolt.

Also hidden behind one of the inner panels of the locked metal chest (Search DC 20 once chest is opened) is a scrap of parchment. Should the characters find this parchment, give them handout A. This parchment is the characters' first clue as to how the octagonal consoles of the kra-dhan work. The phrases on the parchment have the following meanings:

- “Three fires bring strength” – pressing the fire icon on the octagonal consoles doubles the range and effectiveness of all spells cast and magic items used within 1 mile of the consoles for 1 hour.
- “Three rains bring sorrow” – pressing the water drop icon on the octagonal consoles reduces the range and effectiveness of all spells cast and magic items used within 1 mile of the consoles for 1 hour by half.
- “Three moons bring madness” – pressing the crescent moon icon on the octagonal consoles produces a randomly changing effect every round on all spells cast and magic items used within 1 mile of the consoles (roll 1d4 each round): 1 – double the range and effectiveness of all spells and magic items; 2 – reduce the range and effectiveness of all spells and magic items by half; 3 – all spells and magic items have maximum effectiveness; 4 – all spells and magic items are rendered useless and have no magic effect.
- “Three suns bring ...” – this incomplete phrase refers to the sun icon on the octagonal consoles. The effects of pressing the sun icon are covered in area 1-5.

For more information on how the octagonal consoles work, please read the description in area 1-5, as well as the beginning section of Part 2: The Horned King Awakens.

Metal chest (locked): 1 in. thick, Hardness 10, 400 hp, Break DC 50.

Poison Needle Trap: CR 3; mechanical; touch trigger; manual reset; lock bypass (Open Lock DC 30); Atk +17 melee (1 plus poison, needle); poison

(Large monstrous scorpion venom, DC 14 Fortitude save resists, 1d4/Con/1d4 Con); Search DC 24; Disable Device 19.

Area 1-2C – The Chieftain’s Chamber (EL 4): This 30-foot square chamber is the quarters of the orc chieftain, Mukhur Koto. Lurking in the chamber are Koto and another orc warrior, Surgut Tark, whom Koto is training to be his successor. Koto and his band of arctic orc brigands have been sporadically attacking Kyarovsk and other northern villages for several years. Although troublesome, the brigands had always managed to survive and thrive – partly because the brigands were never perceived to be a serious threat by the human villages, and partly because the nomadic orcs proved too difficult to track down and destroy.

However, with the recent uprising of wild kra-dhan attacks, Koto is exploiting the situation to his advantage. He moved his bandits closer to Kyarovsk and increased the attacks on the human settlement, both in number and in ferocity. He also temporarily moved his bandit followers into the caves as a lair, which Koto has realized was a grave mistake. Koto was not expecting to ever be confronted by intruders in the caves, and the presence of the characters has made him realize that he and his bandit followers are effectively trapped.

Tactics: Unlike his followers in area 1-2A, Koto attempts to parley with the characters, hoping to either convince them not to attack, or at least buy enough time for his followers to escape or attack the PCs from the rear. Koto is far more savvy than his followers, and would prefer to figure out a way to survive his encounter with the PCs, rather than just blindly attack them.

If the characters move to area 1-2C first, Koto and Tark attempt to stall them until the orcs from 1-2A can move in and strike the PCs from the rear. Failing this, they engage in straightforward melee combat. If the characters move to areas 1-2A or 1-2B first, Koto and Tark surprise them from behind, or flee the area and attempt to meet up with the other orcs in area 2-3 if they see their companions in area 1-2A getting slaughtered.

Mukhur Koto, arctic orc Ftr3: CR 3; Medium humanoid (6 ft. 4 inches tall); HD 3d10+6; hp 27; Init +1; Spd 20 ft.; AC 21, touch 11, flat-footed 20; Base Atk +3; Grp +7; Atk/Full Atk masterwork bastard sword +9 melee (1d10+4/19-20) or heavy crossbow +4 ranged (1d10/19-20); SQ Low-light vision; AL CE; SV Fort +5, Ref +2, Will +1; Str 19, Dex 13, Con 14, Int 8, Wis 10, Cha 12.

Skills and Feats: Climb +3, Handle Animal +1, Intimidate +3; Cleave, Exotic Weapon Proficiency



(bastard sword), Power Attack, Weapon Focus (bastard sword).

Possessions: Full plate armor, heavy steel shield, masterwork bastard sword, heavy crossbow, quarrel containing 20 bolts.

Surgut Tark, arctic orc Ftr1: CR 1; Medium humanoid (6 ft. 2 inches tall); HD 1d10+2; hp 12; Init +1; Spd 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +1; Grp +5; Atk/Full Atk masterwork bastard sword +6 melee (1d10+4/19-20) or heavy crossbow +2 ranged (1d10/19-20); SQ Low-light vision; AL CE; SV Fort +4, Ref +1, Will +0; Str 19, Dex 13, Con 14, Int 8, Wis 10, Cha 9.

Skills and Feats: Handle Animal +1, Intimidate +1, Ride +3; Exotic Weapon Proficiency (bastard sword), Weapon Focus (bastard sword).

Possessions: splint mail armor, heavy steel shield, bastard sword, heavy crossbow, quarrel containing 20 bolts.

Area 1-3 – The Icy Pass (EL 5): Read or paraphrase the following:

Traveling along the cold, winding canyon, you find yourself at the foot of a rope bridge. The bridge, which sways wildly in the winter wind, extends over an icy gorge filled with thousands of shards of glittering ice. The shards, which appear both beautiful and razor-sharp, lie about 30 feet below the bridge. The bridge itself stretches approximately 60 feet across the gorge before reaching safety on the other side.

The rope bridge has been rigged as a trap by the orc bandits. If either Mukhur Koto or Surgut Tark managed to escape from the characters in area 1-2, the trap has been deactivated and poses no threat to the PCs. Otherwise the bridge has been rigged with a breakaway mechanism triggered when a weight of 100 pounds reaches the center of the bridge. Observant characters may notice that lying amidst all the jagged ice shards below the bridge are remnants of armor, bone, and other human remains (DC 20 Spot check). The actual mechanical trigger for the trap is buried beneath the snow at the foot of the bridge.

Even without the trap in the center of the bridge, this swaying path across the icy gorge is still quite dangerous. Whether or not the trap is deactivated, the rope bridge must be crossed at half speed and with a DC 14 Balance check. Failure indicates a slip, but the falling character can attempt a DC 15 Reflex save to grab onto the bridge and avoid falling. Falling from the bridge causes 3d6 points of falling damage, as well as potential damage from the ice shards below.

The canyon walls surrounding the bridge are slightly more icy and dangerous than those found throughout the rest of the canyon. In addition to possible falling damage, characters that fall into the trap and fail Climb checks while attempting to clamber out of the icy trap also may face additional damage from the icy spikes below.

Rope Bridge: 1 in. thick; hardness –; hp 2; Break DC 23.

Rope Bridge Ice Shard Pit Trap: CR 5; mechanical; location trigger; manual reset; DC 20 reflex save avoids; 30 ft. deep (3d6, fall); multiple targets (first target in each of two 5-ft. squares); icicle spikes (Atk +10 melee, 1d4+1 spikes per target for 1d4+1 each); Search DC 20; Disable Device 25.

Area 1-4 – Cave of the Great White Bear (EL 4): Read or paraphrase the following:

As the passage through the canyon makes a treacherous, looping turn to the east, you notice the entrance to a dark cave along one of the canyon walls. In front of this cave entrance is a huge white bear. Blood drips from the bear's fangs and claws as it feeds savagely upon the body of an orc bandit. The bear glances up warily at you, but does not seem eager to fight – instead, it continues to rip the flesh away from the dead orc's bones.

The dead orc is one of Mukhur Koto's bandit minions. The orc was delivering a message from the

orc shaman Oghul Ghaimish in area 2-4 to Koto; unfortunately for this messenger, he was attacked and killed by the wild bear before he could make it back from the Talons. The orc did manage to slightly wound the bear before being killed. The messages he was carrying are still tucked away inside his bloody cloak, which can be found with a successful DC 14 Search check. However, the search cannot be completed successfully until the hungry bear moves away. If the characters are patient and do not interfere with the feeding bear, it finishes with the orc corpse in about an hour and moves back into the recesses of its cave; if threatened by the PCs, however, it attacks.

Tactics: The bear only attacks the party in melee combat if provoked. If seriously wounded by the party (reduced to 20 hp or less), it retreats into its cave and tries to escape.

Treasure: Tucked inside the dead orc's cloak is a small pouch containing 10 gp and two pieces of parchment – handouts B and C. Handout B details the orc attacks on the merchants heading into Kyarovsk; however, it also makes passing mention of something being buried under the Talons, and that there may be powerful weapons hidden there. (It also provides a clue as to how to deactivate the trap in area 3-1). Handout C is a partial map of the buried ship; while not accurate in scale, it is accurate regarding the layout and location of the limited areas that it does show.

Should the characters venture into the bear's cave, they find a few possessions of travelers attacked and killed long ago by the polar bear. Scattered among these items are 44 gp, 156 sp, a masterwork short sword, and a *ring of climbing*. These items can only be found with a successful DC 16 Search check.

Polar Bear: CR 4; Large animal; HD 8d8+32; hp 51; Init +1; Spd 40 ft., swim 30 ft.; AC 15, touch 10, flat-footed 14; Base Atk +6; Grp +18; Atk Claw +13 melee (1d8+8); Full Atk 2 claws +13 melee (1d8+8) and bite +8 melee (2d6+4); Space/Reach 10 ft./5 ft.; SA Improved grab; SQ Low-light vision, scent; AL CN; SV Fort +10, Ref +7, Will +3; Str 27, Dex 13, Con 19, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +10, Listen +5, Spot +7, Swim +16; Endurance, Run, Track.

Area 1-5 – The Impact Crater (EL 4): Read or paraphrase the following:

As you travel through a particularly difficult section of the canyon trail, you find your path to the Talons blocked by a weird and wondrous object. Almost completely filling the canyon

pathway is a gigantic metallic sphere, 20 feet in diameter, which is wedged tightly between the canyon walls.

The smoldering object is a reconnaissance probe, created by the advanced kra-dhan. The probe traveled from the Astral Plane to this world in search of the crashed kra-dhan spaceship beneath the Talons, drawn by the distress signal transmitted by the ship. Unfortunately, like the spaceship that came before it, the probe could not handle the shock of traveling between the Astral and Material planes, and crashed. The presence of the probe reactivated parts of the buried ship, which is what caused the gentle, primitive kra-dhan to go mad. Although oddly shaped, the probe is about 20 feet in diameter and blocks the canyon path completely. The characters must climb over the probe in order to continue traveling along the path.

Give the players handout D if they look more closely at the probe to investigate the glowing symbols. Unlike the alien consoles to be found later in the adventure, touching the glowing symbols on the crashed probe does not cause any adverse affects, apart from causing 1d4 points of heat damage (which occurs if any part of the probe is touched, not just the symbols). The probe does not represent any threat to the characters unless they attempt to destroy it. Should the probe (which is already damaged) lose more than 50% of its remaining hit points, a self-destruct sequence is activated that effectively acts as a *fireball* trap. The trap goes off in 3 rounds after activation unless the probe is completely destroyed, or unless the trap is deactivated by more conventional means (although the trap is harder to disarm than a standard *fireball* trap, due to its alien scientific nature).

Recon Probe: Hardness 8, 30 hp, Break DC 22, Climb DC 24.

Self-Destruct Trap: CR 4; mechanical; touch trigger; automatic reset; spell effect (*fireball*, 6th-level wizard, 6d6 fire, DC 14 Reflex save half damage); Search DC 30, Disable Device DC 30.

Area 1-6 – Kra-dhan on the Warpath (EL 6): Read or paraphrase the following:

Along the side of the canyon path, you see part of a frozen pond. Part of the ice covering the pond has been shattered, revealing the dark, freezing water below. Standing near the shattered ice are two ape-like creatures. These creatures are covered with long, white fur, and have large blood-red eyes. They scream unintelligibly as they see you approach, raising their arms defiantly.

The signal being transmitted from the re-activation of the buried spaceship has driven the primitive kra-dhan mad, and they attack any living creatures that they see. There is no way of permanently calming the creatures without destroying the swords in areas 3-7 and 3-19; without destroying these items, the normally peaceable kra-dhan are mindless killers. Although the characters may have been told this at the start of the adventure, a successful DC 14 Knowledge (local) check lets the party know that the white kra-dhan are normally gentle, peaceable creatures, and the fact that they are acting violent and aggressive is very, very strange.

Terrain: Characters must spend 2 squares of movement to enter a square covered by ice, and the DC for Balance and Tumble checks increases by +5. Characters that remain on the ice for longer than 4 rounds take 1d6 points of lethal damage per minute (no save) from the extreme cold of the ice. In addition, a character must make a Fortitude save (DC 15, +1 per previous check) or take 1d4 points of nonlethal damage. Those wearing metal armor or coming into contact with very cold metal are affected as if by a *chill metal* spell. This also applies if anyone is forced into the shattered ice and freezing water, or if any further part of the frozen pond is shattered and a character is suddenly submerged in freezing water. Note that this does not apply to the primitive kra-dhan, who are cold subtypes. Breaking any given part of the frozen pond shatters a 5-foot square area of ice.

Frozen Ice: 1 ft. thick, Hardness 8, 60 hp, Break DC 45.

Tactics: The crazed, primitive kra-dhan are only interested in destruction, and they rush to engage the PCs in melee combat. They are, however, clever enough to realize that the ice gives them an advantage, and only move to the edge of the frozen pond, hoping that the party charges them and attacks on the ice. If the characters resort to using ranged attacks, though, the kra-dhan continue to move towards the party until they can engage in melee combat. The primitive kra-dhan use their howling attack as they approach the party, and then rely on their claws to shred any opponents that they find. They fight to the death.

Primitive kra-dhan (2): CR 4; Large monstrous humanoid (cold); HD 4d8+16; hp 37; Init +2; Spd 30 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +14; Atk Claw +9 melee (2d6+6) or sling +7 ranged (1d4+6); Full Atk 2 claws +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Space/Reach 10 ft./10 ft.; SA Howl, improved grab; SQ Darkvision 60 ft., immunity to cold, low-light

vision, vulnerability to fire; AL N; SV Fort +5, Ref +5, Will +6; Str 22, Dex 15, Con 19, Int 6, Wis 15, Cha 12.

Skills and Feats: Climb +6, Jump +7, Move Silently +4, Spot +4, Survival +3; Endurance, Toughness.

Howl: 30-foot radius, once per day, paralysis for 1d4 rounds, Will save DC 16 nullifies paralysis effect.

Possessions: club, sling.

Area 1-7 – Guardian of Batu Chaigatai (EL 3): Read or paraphrase the following:

Literally standing in the middle of the canyon road – and towering over you – is a massive, gnarled tree. While the tree itself appears to be dead, it rises nearly 200 feet into the air, and its gray-and-black trunk spans about 50 feet in diameter.

Wrapped around the base of the tree is a crude wooden building. This giant hut is made from wood and straw. Thin wisps of smoke curl out of holes in its roof. A giant wooden door appears to be the only entrance to this hut. Standing 30 feet north of the entrance is a brass bell, which hangs from one of the bigger lower branches of the tree.

Patrolling around the base of the tree is a giant wolf with snow white fur. As you draw closer, it bares its teeth and growls at you, but it does not attack – at least, not yet.

The hut belongs to Batu Chaigatai, a half-orc sorceress. The dire wolf is the hut's guardian, trained to attack strangers that try to enter the hut without warning. If the characters ring the bell, the dire wolf leaves the area immediately and does not attack them. Should they try to enter the hut without first ringing the bell, the wolf attacks. If the party passes by the hut, or attempts something else different (such as climbing the tree without trying to get into the hut), the wolf just watches and does not attack. The door to the hut is barred shut from the inside and should be considered as stuck; if the bell is rung, though, the door is opened from within by Batu Chaigatai.

The tree itself is quite sturdy and gnarled, making it somewhat treacherous to climb (especially with the swirling wind and snow). Characters that want to go up the tree must make a successful Climb check of DC 24 or risk falling. Once up the tree, they find little of value, except a better grasp of the direction that the canyon path follows, and a distant glimpse of the Talons with a successful DC 20 Spot check (use an abbreviated version of the description in area 2-1 if a PC spots the Talons). Of more value to

the party would be a search of the base of the hut, which can reveal Chaigatai's trap door for escape (and can be used by the characters to enter the hut). Finding the trap door requires a successful Search check of DC 24.

Ancient Tree Trunk: 50 ft. thick, Hardness 8, 900 hp, Break DC 50, Climb DC 24.

Hut Door: 2 in. thick, Hardness 5, 25 hp, Break DC 23 (stuck), Break DC 25 (locked).

Hut Wall: 1 ft. thick, Hardness 6, 900 hp, Break DC 75, Climb DC 22.

Trap Door: 1-1/2 in. thick, Hardness 5, 15 hp, Break DC 16 (stuck), Break DC 18 (locked).

Tactics: The dire wolf moves to position itself between the door and the characters unless the PCs ring the golden bell. The wolf fights to the death.

Dire wolf: CR 3; Large animal; HD 6d8+18; hp 45; Init +2; Spd 50 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +15; Atk Bite +11 melee (1d8+10); Full Atk Bite +11 melee (1d8+10); Space/Reach 10 ft./5 ft.; SA Trip; SQ Low-light vision, scent; AL N; SV Fort +8, Ref +7, Will +6; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills and Feats: Hide +0, Listen +7, Move Silently +4, Spot +7; Survival +2; Alertness, Run, Track, Weapon Focus (bite).

Area 1-8 – The Hut of Batu Chaigatai (EL 7): Read or paraphrase the following:

The inside of the hut is quite large – it is circular, with a diameter of nearly 100 feet. However, literally half of that space is taken by the tree trunk, which the hut is firmly wrapped around. The floor is covered with clean straw. Spaced evenly throughout the floor of the hut are four brass braziers, which burn with coal. These braziers light the hut brightly.

To the west of the hut entrance, you can see a wizened, old creature sitting on a mat in front of one of the brass braziers. The creature is wrapped in thick, dirty black robes. Next to this creature sits a black cat.

"I've been expecting you," says the creature in a harsh, cracked voice. "Come. Sit. Let us speak."

Batu Chaigatai is a half-orc sorceress and a hermit who cares little for anything but herself and her cat familiar. While loosely allied with Surgut Tark and his followers, Batu Chaigatai does not particularly care for the group of orc bandits (not even Oghul

Ghaimish, who is her occasional apprentice) and gladly provides information about them to the characters if offered a little respect or compensation.

Should the characters bother to parley with Batu Chaigatai, the half-orc sorceress reveals cryptic visions of the future. Suggestions for visions of the immediate future could be:

- A giant spider breathing fire (the iron spider in area 2-6)
- A black cloud causing a choking black rain of plague and death, wiped away by fire, then lightning (the gas trap in area 3-1)
- Chains hanging from the sky, while apes throw fire at those who attack their golden sun (WARDYN and its kra-dhan guardians, in area 3-13)
- Swords hanging in a frozen sky, that free all from madness when shattered (the spaceship power sources in areas 3-7 and 3-19).

Clues that may have been skipped or ignored in earlier areas can also be presented at this time as “visions.”

If possible, each individual player should receive a different vision, although many can share the same theme. If this adventure is being used as part of an ongoing campaign, it is suggested that the GM try to tailor the visions to something that may happen in forthcoming adventures.

Besides the braziers, the inside of the hut is mostly barren. However, two items can be found hidden in compartments under the straw floor of the hut – a locked metal chest (not trapped), and a secret trap door that leads outside. Both can be found with successful DC 26 Search checks. The chest can be opened with a successful DC 18 Open Lock check; it contains 200 gp, a *chime of opening* with 3 uses remaining, a *potion of cure serious wounds*, and *boots of the winterlands*.

Hut Wall: 1 ft. thick, Hardness 6, 900 hp, Break DC 75, Climb DC 22.

Metal Chest: 1/2 in. thick, Hardness 8, 20 hp, Break DC 14.

Trap Door: 1-1/2 in. thick, Hardness 5, 15 hp, Break DC 16 (stuck), Break DC 18 (locked).

Tactics: Batu Chaigatai is not interested in slaying the characters. If confronted in battle, she only wants to escape and survive. She uses the spell *cold blood* (see page 43) to disable any PC that she thinks poses an immediate threat, and then *web of frost* (see page 44) to impede the rest of the party

from confronting her in melee combat. After that, she attempts to use either *invisibility* or her *potion of gaseous form* to make her way to the secret door in the back of the hut, and escape with her familiar to the canyon pathway. If successful, she makes her way to area 2-4, where she joins Oghul Ghaimish and the orc bandits there, and warns them about the characters.

Batu Chaigatai, half-orc Sor7: CR 7; Medium humanoid (5 ft. 6 inches tall); HD 7d4+7; hp 28; Init +2; Spd 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +3; Grp +3; Atk/Full Atk masterwork dagger +4 melee (1d4/19-20) or light crossbow +5 ranged (1d8/19-20); SA spells; SQ Darkvision 60 ft., orc blooded; AL CE; SV Fort +3, Ref +4, Will +6; Str 10, Dex 14, Con 13, Int 8, Wis 12, Cha 14.

Skills and Feats: Bluff +5, Concentration +11, Knowledge (arcana) +8, Spellcraft +9; Combat Casting, Enlarge Spell, Spell Focus (conjunction)

Possessions: Masterwork dagger, light crossbow, quarrel containing 20 bolts, *bracers of armor* +1, *ring of protection* +1, *potion of gaseous form*.

Spells Known (6/7/5): 0 – *arcane mark, detect magic, detect poison, mending, ray of frost, read magic, touch of fatigue*; 1st-level – *cause fear, charm person, feather fall, hold portal, magic missile*; 2nd-level – *ice blade, ice shield, invisibility*; 3rd-level – *cold blood, web of frost*.

Timujin, cat familiar: CR 1/4; Tiny animal; HD 7d8; hp 14; Init +2; Spd 30; AC 18, touch 14, flat-footed 14; Base Atk +3; Grp +3; Atk Claw +7 (1d2-4) or bite +2 (1d3-4); Full Atk 2 claws +7 (1d2-4) or bite +2 (1d3-4); SQ Low-light vision, scent; AL N; SV Fort +2, Ref +4, Will +6; Str 3, Dex 15, Con 10, Int 9, Wis 12, Cha 7.

Skills and Feats: Balance +10, Bluff +5, Climb +0, Concentration +11, Hide +14, Jump +4, Listen +3, Move Silently +6, Spot +3; Weapon Finesse.

Area 1-9 – Beware the Driftmen (EL 5): Read or paraphrase the following:

Just ahead lies the end of this winding canyon pathway. Lined by two large snow banks, the canyon walls finally give way to a large opening, through which you can see the outline of ten giant spires through the fiercely blowing snow. The spires are massive, reaching almost 200 feet in the air; they seem to be arranged in a semi-circle around a large snowy hill.

Floating in the air about 20 feet above one of the snow banks is a glowing ball of sapphire energy. The snow crackles as it hits the blue ball of energy and instantly melts. The ball, which is only 3 feet in diameter, lurches back and forth unsteadily as it hovers in the air. It is

almost as though the strange ball of energy is watching you.

The lights and spires beyond the snowdrifts are the Talons. However, to get to the Talons, the characters must first pass by the snowdrifts... and hidden within these piles of snow are two driftmen (see page 39), biding their time and waiting to attack.

The floating blue ball of energy is actually quite harmless and poses little threat to the characters. It is a random discharge of eldritch energy that was expelled from one of the spires of the Horned King. The only danger it poses is to any wizard or sorcerer that manages to reach 20 feet into the air to touch the ball of energy – should that occur, the spellcaster takes 1d6 points of damage (no save) and automatically loses a 1st-level spell for the remainder of the day. It can only be destroyed with a *dispel magic* spell. See the beginning section of Part 2: The Horned King Awakens for more details on the floating balls of eldritch energy.

Tactics: The driftmen stay hidden amidst the snowdrifts, hoping that the characters pass by without noticing them. If this proves to be the case, the driftmen gain an attack of opportunity, and use their ice shard attacks against the characters before moving into melee combat. Should they not surprise the characters, the driftmen instead split up their attacks. One driftman initially moves into melee combat while the other uses his ice shard attack. In subsequent rounds the driftmen rotate between using their melee attacks and ice shard attacks, trying to utilize an ice shard attack at least once per round against their opponents.

Driftmen (2): CR 3; Medium aberration (cold); HD 3d8+12; hp 22, 24; Init +5; Spd 20 ft.; AC 13, touch 11, flat-footed 12; Base Atk +2; Grp +7; Atk Slam+7 melee (2d4+5); Full Atk 2 slams +7 melee (2d4+5); SA Ice shards; SQ Damage reduction 5/fire, darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL CN; SV Fort +5, Ref +2, Will +2; Str 20, Dex 12, Con 18, Int 5, Wis 9, Cha 6.

Skills and Feats: Climb +6, Hide +2, Move Silently +3; Alertness, Improved Initiative.

Ice Shards: 30-foot cone, once every 1d6 rounds, damage 4d6 cold, Reflex DC 15 half.

Part 2: The Horned King Awakens

Passages: As in part 1, the canyon walls are sheer and slick. They completely surround the overall area of this dungeon, effectively walling it in. Unless otherwise noted, all passages found in this area of the dungeon are 20 feet wide and have no ceiling. All walls are effectively like hewn stone walls, save for the Climb DC, which is much more difficult due to the ice and snow.

Canyon Wall: 5 ft. thick, Hardness 8, 540 hp, Break DC 50, Climb DC 28.

Visibility: The wind and snow continues to whip fiercely throughout the area. Unless otherwise noted, the blowing snow reduces the characters' regular and low-light vision by half. (Darkvision remains unaffected.)

Arctic Conditions: As in part 1, the characters face penalties for freezing in the arctic wilderness unless properly protected.

Strange Magic

Magic also begins to behave strangely in part 2. There are several objects of alien manufacture that change how spells and magic items work (see area 2-1). In actuality, these items are active transmitters, sending out a distress signal to the Astral Plane and to the nomadic kra-dhan that live there. However, the transmission signal has the unfortunate side effect of disrupting the normal effects of magical activity. Divine spells and items (such as those cast by druids or clerics) are *not* affected by the disruptive signals; the only type of magic that is affected is arcane (wizard and sorcerer) spells.

Certain objects in this area (specifically in areas 2-3 and 2-9) that can be used by the characters can directly change or affect how magic works here and in part 3 of this adventure. These items, which are control consoles, have eight icons inscribed upon them. Should the characters touch any of the eight icons upon these objects, the following effects take place upon all arcane spells or magic items for a period of one hour. If no effect is "programmed" into any of the objects, the GM should roll a d8 to see which effect is randomly in effect for the current hour. (For practical time keeping, the GM should just have the effects last for 1 hour of real time for ease of tracking, unless game time proves to be critical in this section of the adventure).

A d8 should be rolled immediately when the characters first enter this section of the dungeon to determine the initial magic effect that is in place.

Roll Magic Effect

- 1 **Fire Icon:** Doubles the range and effectiveness (damage or duration, DM's choice) of all spells cast and magic items used within 1 mile of the consoles. Note that the characters' actions in area 3-19 can change how this symbol functions.
- 2 **Water Icon:** Reduces by half the range and effectiveness of all spells cast and magic items used within 1 mile of the consoles. Note that the characters' actions in area 3-19 can change how this symbol functions.
- 3 **Moon Icon:** A randomly changing effect occurs every round on all spells cast and magic items used within 1 mile of the consoles. Roll 1d4 each round: 1 – double the range and effectiveness of all spells and magic items; 2 – reduce the range and effectiveness of all spells and magic items by half; 3 – all spells and magic items have maximum effectiveness; 4 – all spells and magic items are rendered useless and have no magic effect. Note that the characters' actions in area 3-19 can change how this symbol functions.
- 4 **Sun Icon:** Magic functions normally, with no positive or negative effects.
- 5 **Lightning Icon:** Increases all magical ability. Arcane spellcasters gain the ability to cast spells 2 levels above their normal ability. For example, a 5th-level wizard can cast spells as if he were a 7th-level wizard. Magic items with charges do not use up any of their normal charges during the hour, and all magical weapons gain a temporary, additional +1 bonus for the hour. Note that the characters' actions in area 3-7 can change how this symbol functions.
- 6 **Skull Icon:** No spells or magic items work at all for the entire hour. All magic weapons should just be considered masterwork items for the hour. If a spellcaster attempts to use a spell during that hour, it is lost for the day and cannot be recovered. Note that the characters' actions in area 3-7 can change how this symbol functions.
- 7 **Sword Icon:** Any spell causing damage automatically causes maximum damage, and any creature hit with a damage-causing spell automatically fails the saving throw for that spell (if applicable) with no roll required. Note that the characters' actions in area 3-7 can change how this symbol functions.
- 8 **Shield Icon:** Any spell causing damage automatically causes minimum damage, and any creature hit with a damage-causing spell auto-

matically succeeds at the saving throw for that spell (if applicable) with no roll required. Note that the characters' actions in area 3-7 can change how this symbol functions.

Eldritch Energy Discharges

Floating blue balls of crackling energy can be found moving throughout this section of the dungeon. The energy balls are random discharges of eldritch magic that occasionally are dispersed from the Talons – a byproduct of the increased transmissions coming from the buried spaceship. The energy balls always float about 20 feet in the air, and move about slowly but randomly, going no more than 5 feet per round. Although mostly harmless, they pose a minor threat to any wizard or sorcerer who manages to touch a ball of energy. Should that occur, the spellcaster takes 1d6 points of damage (no save) and automatically loses a 1st-level spell for the remainder of the day.

Every time the characters enter a new area here, the GM should roll a d10. If a 1 is rolled, there is a random ball of eldritch energy floating somewhere in that area. The GM should feel free to place the energy ball anywhere in the area that best suits the adventure. The floating balls of energy cannot be harmed or destroyed except by using a *dispel magic* spell, which instantly destroys them.

Wandering Monsters

For every half hour that the PCs journey through this level, there is a 15% chance (1-3 on d20) of a random encounter. If an encounter is called for, roll 1d5 and consult the following table.

1d5	Encounter
1-2	1d2 driftmen
3-4	1 primitive kra-dhan
5	1 iron spider

The following statistics blocks are provided for easy reference for the GM.

Driftmen (1-2): CR 3; Medium aberration (cold); HD 3d8+12; hp 25; Init +5; Spd 20 ft.; AC 13, touch 11, flat-footed 12; Base Atk +2; Grp +7; Atk Slam+7 melee (2d4+5); Full Atk 2 slams +7 melee (2d4+5); SA Ice shards; SQ Damage reduction 5/fire, darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL CN; SV Fort +5, Ref +2, Will +2; Str 20, Dex 12, Con 18, Int 5, Wis 9, Cha 6.

Skills and Feats: Climb +6, Hide +2, Move Silently +3; Alertness, Improved Initiative.

Ice Shards: 30-foot cone, once every 1d6 rounds, damage 4d6 cold, Reflex DC 15 half.

Primitive kra-dhan (1): CR 4; Large monstrous humanoid (cold); HD 4d8+16; hp 37; Init +2; Spd 30 ft.;

AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +14; Atk Claw +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Full Atk 2 claws +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Space/Reach 10 ft./10 ft.; SA Howl, improved grab; SQ Darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL N; SV Fort +5, Ref +5, Will +6; Str 22, Dex 15, Con 19, Int 6, Wis 15, Cha 12.

Skills and Feats: Climb +6, Jump +7, Move Silently +4, Spot +4, Survival +3; Endurance, Toughness.

Howl: 30-foot radius, once per day, paralysis for 1d4 rounds, Will save DC 16 nullifies paralysis effect.

Possessions: Sling, club.

Iron spider (1): CR 5; Large construct; HD 4d10+30; hp 52; Init +3; Spd 30 ft.; AC 16, touch 12, flat-footed 13; Base Atk +3; Grp +14; Atk Slam +9 melee (1d10+7); Full Atk 6 slams +9 melee (1d10+7); Space/Reach 10 ft./10 ft.; SA Fire burst, paralysis gas cloud; SQ Construct traits, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +1, Ref +4, Will +0; Str 25, Dex 16, Con –, Int –, Wis 9, Cha 10.

Fire burst: 60-foot cone, free action once every 1d4+1 rounds (may not be used in same round as paralysis gas cloud attack), damage 2d6+2 fire. Reflex save (DC 18) is allowed for half damage.

Paralysis gas cloud: 30-foot cone, free action once every 1d4+1 rounds (may not be used in same round as fire burst attack), damage 1d4 plus renders all affected creatures paralyzed and unconscious for 1d6+6 rounds. Will save (DC 18) is allowed for half damage and to negate paralysis/unconsciousness. The paralysis gas cloud does not affect constructs or undead creatures.

Areas of the Map

Area 2-1 – The Talons: Read or paraphrase the following as the characters enter this area. Additionally, give the players Handout E as they enter – the handout should help explain the new area in which they are now adventuring.

The canyon path now opens up in front of you, revealing an immense, snow-covered valley that seems to stretch over infinite expanses of white. In the center of this valley – and directly in front of you – is the visage of a giant mask buried in the snow. The mask, which appears eerily like a human burial mask, measures hundreds of feet long in length and width, and easily covers the same amount of area as an archduke’s castle. The hill-sized mask has distinct eyes and a mouth, despite being buried under several feet of snow. The face also has eight large spires sticking out of its top, forming an odd sort of crown. Each spire towers 100 feet high in the sky.

To the left and to the right of the face are smaller sets of spires – each of these sets contains five spires, with each spire measuring approximately 40 feet in height. These sets of spires give the appearance that the buried face also has talons or claws, and that some god-like giant, hundreds upon hundreds of feet tall, is buried somewhere beneath the ice and snow ... and this giant was buried alive, and tried to claw its way out of its cold grave before mostly sinking back into its final resting place.

Far to the southeast, you can also see the faint outline of a ruined building – remnants of a castle, perhaps, or maybe a church. From the high point upon which you stand, you can also faintly see the glow of fires scattered on smaller hills throughout the valley. You have finally arrived at the Talons of the Horned King – and you are most certainly not alone...

Far from being a giant god, the “face” buried beneath the snow is actually the outline of a buried spaceship. Damaged when crossing over from the Astral Plane, the ship crashed in this area centuries ago, creating the valley. The spires that form the “crown” and the “talons” of the ruins are actually transmitters, sending a distress signal back to the Astral Plane. The signal was relatively weak for centuries, but with the recent arrival of the kra-dhan probe, the signal has strengthened, causing the magical disruptions and the antagonistic activity of the primitive kra-dhan.

Destroying the spires would end the transmission signal (and the magical disruptions, as well as restoring the primitive kra-dhan back to normal). However, to do so would mean destroying *all* of the spires, not just one or several of them. Disabling the signal is a feat much better (and easier) accomplished by uncovering and exploring the ship.

Crown Spires: 20 ft. thick, Hardness 20, 1,600 hp, Break DC 75, Climb DC 30.

Talon Spires: 10 ft. thick, Hardness 18, 120 hp, Break DC 65, Climb DC 26.

Area 2-2 – A Curious Flying Contraption: When the characters reach the western edge of the valley, read or paraphrase the following:

In front of you is a strange-looking mechanical device, vaguely resembling a nobleman’s carriage but adorned with many odd objects. The black metal carriage has no wheels, but instead has several immobile metal globes welded to its base. Attached to the roof of the carriage is a long, flowing strip of red silk cloth. The silk,

which billows restlessly in the cold arctic wind, is nearly 100 feet long and some 60 feet wide. It is riddled with holes, as is the black metal carriage, which looks as though some cosmic giant picked up the strange contraption and hurled it into the jagged rocks upon which it rests.

Through the billowing silk and falling snow, you can barely make out a flickering light inside the wrecked carriage. It looks as if there may be some metal chests inside the carriage, but it is difficult to tell without actually entering the contraption.

This bizarre wreckage of steel and silk cloth is Borys Rassylov's flying machine – a hot air balloon with limited steering capabilities. The balloon is an invention created by Borys, and was used by the eccentric nobleman to successfully travel from Kyarovsk to the Talons. However, it was not meant to withstand attacks from a giant iron spider created by alien technology, which is what shot the balloon out of the sky (and is also what created the blackened scorch marks in the silk remnants). The balloon is currently beyond repair (short of a *wish* spell or the like) and cannot be used for transportation.

Amidst the wreckage of Rassylov's airship are some of the nobleman's possessions, which can be found with a successful DC 18 Search check. These possessions include a hooded lantern (which is the still-flickering light), 2 black pearls worth 300 gp each, a gold-plated spyglass worth 200 gp, and a potion of *enlarge person*. Should the characters encounter Rassylov in the ship and mention that they found his flying contraption, he asks if they found his belongings; if the PCs answer truthfully, he then asks for them to be returned.

Flying Machine: Hardness 8, 40 hp, Break DC 25.

Area 2-3 – Attack of the Kra-dhan (EL 6): As the characters approach the crown, read or paraphrase the following:

Howls fill the air as you reach the crown. Two humanoids are huddled near one of the massive metallic spires, near a strange dais inscribed with several bizarre symbols. The creatures hold their heads in their giant hands, as if in great pain, and do not seem to notice your presence. The dais appears to be made of metal, and is octagonal in shape. The symbols on the dais glow softly, and one appears to glow more brightly than the others.

Give the players handout F. The console is one of several devices in this adventure that can allow



them to alter how magic works during the adventure (as described in the beginning of this section). The console has eight glowing symbols on its surface – fire, water, moon, sun, lightning, skull, sword, and shield. The symbol representing the initial magic effect that is currently in place glows more brightly than the other seven symbols.

If the characters touch a different symbol, the magic effect represented by that symbol takes effect for the next hour. Touching other symbols during this hour has no discernable effect. At the end of the hour, the GM should roll a d8 to determine what new random effect takes place; at this time, the characters can again change the random effect by touching a new symbol.

Because of their proximity to the spire, these primitive kra-dhan are receiving the full force of the distress transmission and are completely distracted. As long as the characters do not directly engage these creatures, the kra-dhan do not notice the party and ignore them. Should the party choose to engage the creatures in combat, they gain a surprise round.

Tactics: Like their brethren in area 1-6, the primitive kra-dhan have been driven mad by the transmissions coming from the Talons. They charge the characters, using their howling attacks before

engaging in melee combat.

Primitive kra-dhan (2): CR 3; Large monstrous humanoid (cold); HD 4d8+16; hp 31, 32; Init +2; Spd 30 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +14; Atk Claw +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Full Atk 2 claws +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Space/Reach 10 ft./10 ft.; SA Howl, improved grab; SQ Darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL N; SV Fort +5, Ref +5, Will +6; Str 22, Dex 15, Con 19, Int 6, Wis 15, Cha 12.

Skills and Feats: Climb +6, Jump +7, Move Silently +4, Spot +4, Survival +3; Endurance, Toughness.

Howl: 30-foot radius, once per day, paralysis for 1d4 rounds, Will save DC 16 nullifies paralysis effect.

Area 2-4 – Shaman of the Broken Moon (EL 6): When the characters approach this area, read or paraphrase the following:

You see a small campfire burning on the very top of a hill. Three shadowy figures are huddled around the fire. Two wear black cloaks, while a smaller one wears a tattered crimson robe. They look up as you approach, and the small one in the crimson robe points angrily and shouts something in a menacing, guttural voice.

The wizened orc in the crimson robes is Oghul Ghaimish, an ally and partner of Mukhur Koto. She acts as both a shaman and a sage for the orc bandits, and is also a pupil of Batu Chaigatai. Ghaimish took two of Koto's thugs to explore the Talons, in hopes of finding a better lair for Koto's band of brigands than the caves in area 1-2. Ghaimish and her companions scouted the ruins of the frost giant temple and decided that it would make a good hideout, provided that they could get rid of or destroy the iron spider lurking there; if either Ghaimish or her two goons are captured, they provide this information to the characters.

Tactics: Oghul Ghaimish first attempts to cast *ice blade* to provide her companions with weapons, then *ice shield* to reduce the threat of missile attacks and to force the characters into melee range. (The other orcs just use their clubs in melee combat if Ghaimish never gets a chance to cast *ice blade*.) If the battle is lost, Ghaimish attempts to escape and flee back to area 1-2; the other two orcs fight to the death.

Oghul Ghaimish, arctic orc Sor5: CR 5; Medium humanoid (5 ft. 8 inches tall); HD 5d4+5; hp 21; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base

Atk +3; Grp +4; Atk/Full Atk masterwork dagger +4 melee (1d4+1/19-20) or light crossbow +5 ranged (1d8/19-20); SQ Low-light vision; AL CE; SV Fort +2, Ref +3, Will +4; Str 12, Dex 14, Con 13, Int 8, Wis 10, Cha 14.

Skills and Feats: Skills: Concentration +4, Knowledge (arcana) +2, Spellcraft +1.

Possessions: Masterwork dagger, light crossbow, quarrel containing 20 bolts, bracers of armor +1, pouch containing 10 gp and 50 sp.

Spells Known (6/7/5): 0 – *arcane mark, detect magic, detect poison, ray of frost, read magic, touch of fatigue*; 1st-level – *cause fear, charm person, feather fall, magic missile*; 2nd-level – *ice blade, ice shield*.

Arctic orcs (2): CR 1/2; Medium humanoid; HD 1d8+1; hp 6, 7; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13; Base Atk +1; Grp +4; Atk/Full Atk *Ice blade* +5 melee (2d6+4/19-20) or club +4 melee (1d6+4) or javelin +1 ranged (1d6+3); SQ Low-light vision; AL CE; SV Fort +3, Ref +0, Will –2; Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Listen +1, Handle Animal +2, Spot +1; Alertness.

Possessions: Studded leather armor, club, 2 javelins, 12 gp each.

Area 2-5 – Temple of the Sacred Stone: Read or paraphrase the following:

You find yourselves standing in the snow-covered ruins of what may have been a temple some centuries ago. Shattered stones and tiny shards of colored glass are scattered all over the snow-covered ground. Piles of rubble lie where proud walls once stood, providing a skeletal outline of the ancient building.

In the center of the ruins stands a large, oblong stone, some 10 feet high and 4 feet in diameter. The surface of the stone is etched with symbols and words. Many of these symbols and words seem familiar to you. The symbols glow softly every few moments, lighting the remains of the ruined temple with an eerie crimson light.

The temple was originally constructed hundreds of years ago by a settlement of frost giants in tribute to the god Variag, lord of ice and winter. The temple has been abandoned for centuries, and it is now little more than a snow-covered ruin. Occasionally it serves as a gathering place for the primitive kra-dhan, but those times are few and far between.

The walls of the temple are mostly broken and have been reduced to rubble. Unless otherwise noted on the map, all of the ruined walls are low walls no higher than 5 feet. The roof and ceilings of the tem-

ple were destroyed long ago, leaving the ruins open to the snowy skies above.

The stone in the center of this area serves as a “Rosetta Stone” – a way to help translate some of the symbols on the kra-dhan octagonal consoles (if the players haven’t already begun to figure it out). Give the players handout G if they examine the stone. The phrases and symbols carved on the eight smooth sides of the stone are as follows:

Fire Symbol: the word “power” (in Elvish); the word “rule” (in Orcish); the word “strength” (in Common).

Water Symbol: the word “frail” (in Elvish); the word “slave” (in Orcish); the word “weak” (in Common).

Moon Symbol: the word “turmoil” (in Elvish); the word “madness” (in Orcish); the word “chaos” (in Common).

Sun Symbol: the word “harmony” (in Elvish); the word “command” (in Orcish); the word “order” (in Common).

Lightning Symbol: the word “despot” (in Elvish); the word “master” (in Orcish); the word “king” (in Common).

Skull Symbol: the word “nothing” (in Elvish); the word “empty” (in Orcish); the word “death” (in Common).

Sword Symbol: the word “blade” (in Elvish); the word “destroy” (in Orcish); the word “conquer” (in Common).

Shield Symbol: the word “haven” (in Elvish); the word “coward” (in Orcish); the word “fortress” (in Common).

The phrases should clarify the characters’ findings in areas 1-2B and 1-5 as to how these symbols work in regards to kra-dhan technology. Detailed explanations of these symbols and their purposes can be found in the descriptions of those two areas and in the beginning of this section.

At the base of this stone is the following message (written in Common, Elvish, and Orcish):

“Free the twin swords from glass prisons – And the Horned King shall be healed at last.”

This is a clue to the characters as to how to end the kra-dhan attacks on Kyarovsk, by destroying the swords in the spaceship at areas 3-7 and 3-19.

Area 2-6 – The Iron Spider (EL 5): Read or paraphrase the following:

As you enter this area of the ruined temple, you hear a loud, whirring noise emanating from the snow and shadows in the far corner. Rising out of the snow is a curious contraption – a metallic insect, some 10 feet tall. It moves cautiously in front of the northern wall.

The large metal creature is actually an iron spider, a sentry drone from the kra-dhan’s buried spaceship. When the probe from area 1-5 crashed several days ago, it activated a “re-awakening” sequence that increased transmissions (and magic-disrupting energy) from the Talons, and brought the advanced kra-dhan aboard the buried spaceship out of suspended animation. The re-awakening sequence also activated the iron spiders aboard the ship. The primary mission of these activated iron spiders is to protect the spaceship, and to evaluate the area surrounding the ship for potential threats and prospective scientific discoveries.

Currently, this particular iron spider is on a collection mission, gathering and capturing various wild creatures, and then returning them to the spaceship for further study by its kra-dhan masters. It has already “collected” the immature remorhaz in area 3-8 and the white dragon in area 3-9, and is currently evaluating the frost giant skeleton in area 2-7 to see if it has enough potential value to warrant capture. Because of this, the iron spider remains unaware of the characters until they either make their presence in the ruined temple obvious to the automaton (GM’s discretion) or attack it. Assuming that the characters exercise some caution and remain unnoticed by the iron spider, they can potentially gain a surprise round against the creature.

Tactics: At the GM’s discretion, the iron spider can either evaluate the characters as a threat to the ship, or as potential samples of scientific value. If the characters are viewed as a threat, the spider uses its fire attacks against the PCs, utilizing the ruined walls as cover. If on the other hand the characters are viewed as scientific samples, it uses its paralyzing gas. If any of the characters fail their saves and are knocked unconscious by the gas, the iron spider proceeds to scoop up any unconscious characters and return to the ship with them via the entrance at area 2-9. The iron spider ignores any attacks from characters that remain conscious, as its primary and only purpose is to return its new specimen to the ship.

Unconscious characters reawaken in the empty cells in area 3-2, where they meet both the barbarian Hjálmgæirr the Strong and the explorer Borys



Rassylov as fellow prisoners. Imprisoned characters re-awaken without their weapons or equipment (though they still have their armor, if any is worn). Weapons or other equipment taken from any captured characters can be found stored in area 3-10.

Iron spider: CR 5; Large construct; HD 4d10+30; hp 52; Init +3; Spd 30 ft.; AC 16, touch 12, flat-footed 13; Base Atk +3; Grp +14; Atk Slam +9 melee (1d10+7); Full Atk 6 slams +9 melee (1d10+7); Space/Reach 10 ft./10 ft.; SA Fire burst, paralysis gas cloud; SQ Construct traits, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +1, Ref +4, Will +0; Str 25, Dex 16, Con –, Int –, Wis 9, Cha 10.

Fire burst: 60-foot cone, free action once every 1d4+1 rounds (may not be used in same round as paralysis gas cloud attack), damage 2d6+2 fire. Reflex save (DC 18) is allowed for half damage.

Paralysis gas cloud: 30-foot cone, free action once every 1d4+1 rounds (may not be used in same round as fire burst attack), damage 1d4 plus renders all affected creatures paralyzed and uncon-

scious for 1d6+6 rounds. Will save (DC 18) is allowed for half damage and to negate paralysis/unconsciousness. The paralysis gas cloud does not affect constructs or undead creatures.

Area 2-7 – The Undead Giant (EL 6):
Read or paraphrase the following:

The far end of the ruined temple spills out into a graveyard. The broken walls of the temple begin to mix with massive, broken gravestones. The gravestones are worn smooth and half-buried in snow.

To the southeast, you see a pile of broken black marble that may have once served as some sort of dais or altar. Resting next to this crumbling dais is a giant pile of bones. Slowly the pile of bones begins to rise! A giant skeletal hand picks up a greataxe, and the giant skeleton starts to lurch unsteadily through the falling snow.

In the centuries before the kra-dhan spaceship crashed at the Talons, the area was a settlement populated by frost giant barbarians. The temple is one of the few remaining relics of that long-ago time; the undead giant is another. The undead giant has lurked around the ruins of the temple for hundreds of years, attacking the few living

souls that have visited the ruins during this time.

Characters searching the ruined temple find several non-animated humanoid skeletons scattered about. These skeletons are the remains of the most recent of the undead giant's victims. All of these skeletons have been picked clean of valuables (either by orcs, primitive kra-dhan, or rogue bandits such as Hjalmggeirr the Strong).

Treasure: The dais was once used for sacrifices by the frost giants. The majority of inanimate skeletons can be found clustered near the dais. Additionally, a small hidden hatch in the floor of the dais conceals what remains of the giants' treasures. The hatch can be found with a successful DC 16 Search check. Lying beneath this hatch is a jeweled masterwork dagger worth 1,000 gp, and an oversized golden goblet encrusted with small rubies worth 2,200 gp.

Tactics: The giant skeleton is a lumbering and mindless opponent that tries to bash its foes to bits

with its greataxe. It will, however, use the broken walls of the temple as cover when possible, particularly if the PCs choose to attack it with mostly ranged attacks.

Frost giant skeleton: CR 6; Large undead; HD 14d12; hp 91; Init +4; Spd 40 ft.; AC 11, touch 9, flat-footed 11; Base Atk +6; Grp +19; Atk Greataxe +15 melee (3d6+13/x3) or claw +15 melee (1d6+9) or rock +6 ranged (2d6+9); Full Atk Greataxe +15/+10 melee (3d6+13/x3) or 2 claws +15 melee (1d6+9) or rock +6 ranged (2d6+9); Space/Reach 10 ft./10 ft.; SQ Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, oversized weapon, undead traits; AL NE; SV Fort +4, Ref +4, Will +10; Str 29, Dex 11, Con –, Int –, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Possessions: Huge greataxe.

Area 2-8 – The Driftman’s Trap (EL 3): Read or paraphrase the following:

As you approach one of the “eyes” of the Horned King’s face, you notice that it glows with a flickering orange light. Hidden behind a few shallow snow banks, the source of the strange glow is hard to see. Off in the distance, you can see a glow coming from the other “eye” of the Horned King; however, the light of that glow is much stronger, and is an emerald color, not orange.

The orange glow emanating from the left “eye” of the Horned King is nothing more than a small campfire. The creature responsible for the fire is a driftman, lurking and hidden in a snow bank just south of the fire. The driftman has been using this as a lure with which to trap potential prey.

Tactics: The driftman waits until the majority of the characters are focused upon the fire, then leaps out and attacks the party from the rear. If it is not successfully spotted, it gains a surprise round. It does not attack unless the characters appear to be distracted and unaware of its presence.

Driftman: CR 3; Medium aberration (cold); HD 3d8+12; hp 21; Init +5; Spd 20 ft.; AC 13, touch 11,

flat-footed 12; Base Atk +2; Grp +7; Atk Slam+7 melee (2d4+5); Full Atk 2 slams +7 melee (2d4+5); SA Ice shards; SQ Damage reduction 5/fire, darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL CN; SV Fort +5, Ref +2, Will +2; Str 20, Dex 12, Con 18, Int 5, Wis 9, Cha 6.

Skills and Feats: Climb +6, Hide +2, Move Silently +3; Alertness, Improved Initiative.

Ice Shards: 30-foot cone, once every 1d6 rounds, damage 4d6 cold, Reflex DC 15 half.

Area 2-9 – Eye of the Horned King: Read or paraphrase the following:

Bright emerald green light pours forth from this hole in the ice-hardened ground. The hole, which appears at first glance to be one of the “eyes” on the Horned King’s face, is 10 feet in diameter and leads to a metal-walled tunnel that descends vertically. A metal ladder is attached to the wall of this tunnel. From looking down the tunnel, you can see that it leads down into some sort of chamber – but what (if anything) lurks within that chamber, you cannot be sure.

Next to this hole is a strange octagonal device, littered with strange symbols. It hums quietly, and the symbols randomly glow brightly, then softly.

Off in the distance, you can barely spot the other “eye” of the Horned King, which burns with a fainter, orange glow.

The right “eye” of the Horned King is actually an access hatch that leads underground to the inside of the buried spaceship. The glowing green mist is omnium gas, which is poisonous with prolonged (or concentrated) exposure, but poses no immediate threat to the characters.

The console is identical in appearance to the one in area 2-3, and works in exactly the same manner. Give the players handout F if they have not already received it.

The ladder leads down 40 feet to area 3-1.

Part 3: The Alien Ship

This part of the adventure takes place inside the buried kra-dhan spaceship. Within the ship, the temperature is normal; characters do not face cold weather dangers. All walls, floors, and ceiling are made from a very smooth, shiny metal. Climbing the metal walls is difficult.

Unless otherwise noted, all rooms are lit with a strange, ambient green light. The source of this light is the walls themselves. The walls are slightly warm to the touch, providing moderate heat.

The heat has a minor healing effect: 1d10 rounds after entering the spaceship, characters are healed of any cold-related damage.

All doors are made of metal and are usually shut. Unless otherwise noted, doors automatically open whenever a creature comes within 5 feet. The doors are not hinged, but instead slide up into the ceiling when they open. The ceilings in this area are extremely high, measuring 30 feet tall.

Metal Ship Door: 2 in. thick, Hardness 12, 90 hp, Break DC 30 (stuck and locked).

Metal Ship Wall: 3 in. thick, Hardness 12, 120 hp, Break DC 50, Climb DC 25.

Computers

Most areas in this section of the dungeon contain at least a few large whirring, metal cabinets that stand about ten feet high and have lots of blinking lights and spinning tape drives – things we would call computers! (Or at least “retro-futuristic” computers.) Unless otherwise mentioned, these computers do not serve any significant purpose (at least not to the characters). If a character tinkers with one of these computers (or attacks it), roll 1d4 to see what occurs:

1d4	Result
1	Alarm goes off; 1 advanced kra-dhan arrives in area within 1d4 rounds.
2	Security alert; all doors/entrances to area seal and lock. If doors/entrances to area are already locked, then they open instead.
3	Smoke and fire; computer is destroyed, but no harm to characters.
4	Explosion; all characters within 10-foot radius take 1d6 points of explosion damage (Reflex save of DC 16 for half damage).

If you wish to add more descriptive detail to each room,

think of the kra-dhan spaceship as a prime relic of an old science-fiction TV show. Lots of cables hanging from the ceiling, blinking lights, strange noises, steam hissing out of pipes from the walls, and so on. The ship itself should evoke the flavor and feel of pulp-era sci-fi, not something based on hard science or realism.

Unless otherwise noted, computers are 10 feet high, 6 feet wide, and 3 feet thick. Standard statistics for the computers are as follows:

Generic Computer: 4 in. thick (plating), Hardness 8, 60 hp, Break DC 30, Climb DC 15.

Strange Magic

As in part 2 of this adventure, the effects of magic change randomly. Unless otherwise changed by the characters by using the consoles in areas 2-3 and 2-9, the GM should continue to check each hour as to how magic is affected in the adventure. More consoles can be found in area 3-6 and 3-11; these consoles work identically to the consoles in areas 2-3 and 2-9.

Wandering Monsters

For every half hour that the PCs journey through this level, there is a 10% chance (1-2 on d20) of a random encounter. If an encounter is called for, roll 1d3 and consult the following table.

1d3	Encounter
1-2	1 advanced kra-dhan
3	1 iron spider

Advanced kra-dhan (1): CR 4; Large monstrous humanoid; HD 4d8+12; hp 30; Init +4; Spd 30 ft.; AC 15, touch 13, flat-footed 11; Base Atk +4; Grp +14; Atk/Full Atk Powerblade +9 melee (2d6) or bite +9 melee (1d4+6 plus poison) or flamebow +8 ranged (1d8); Space/Reach 10 ft./10 ft.; SA Improved grab, poison; SQ Darkvision 60 ft., low-light vision; AL LE; SV Fort +4, Ref +8, Will +5; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10.

Skills and Feats: Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (sciences) +8, Listen +2, Move Silently +6, Search +5, Survival +3; Combat Reflexes, Weapon Focus (flamebow).

Poison: Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex.

Possessions: flamebow, powerblade, 4 energy clips.

Iron spider (1): CR 5; Large construct; HD 4d10+30; hp

52; Init +3; Spd 30 ft.; AC 16, touch 12, flat-footed 13; Base Atk +3; Grp +14; Atk Slam +9 melee (1d10+7); Full Atk 6 slams +9 melee (1d10+7); Space/Reach 10 ft./10 ft.; SA Fire burst, paralysis gas cloud; SQ Construct traits, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +1, Ref +4, Will +0; Str 25, Dex 16, Con –, Int –, Wis 9, Cha 10.

Fire burst: 60-foot cone, free action once every 1d4+1 rounds (may not be used in same round as paralysis gas cloud attack), damage 2d6+2 fire. Reflex save (DC 18) is allowed for half damage.

Paralysis gas cloud: 30-foot cone, free action once every 1d4+1 rounds (may not be used in same round as fire burst attack), damage 1d4 plus renders all affected creatures paralyzed and unconscious for 1d6+6 rounds. Will save (DC 18) is allowed for half damage and to negate paralysis/unconsciousness. The paralysis gas cloud does not affect constructs or undead creatures.

Areas of the Map

Area 3-1 – The Decompression Chamber (EL 5):

Read or paraphrase the following as the characters enter this area:

The ladder from the snowy cold above leads you down into a warm metal chamber. It is circular in shape with a 40-foot diameter. The chamber is empty, save for a circular metal hatch, 5 feet in diameter, on the western wall of the room. You passed through a similar hatch in the ceiling as you descended into the room.

Next to each hatch is a small metallic box. On each box are four small buttons. Each button has a symbol etched on its surface – one has the image of fire, while the others are water, lightning, and the moon.

Give the players handout H after reading the description of the room. This is a decompression chamber, designed to sterilize and quarantine creatures coming from outside the spaceship. The boxes are the keypads needed to open the hatch. By entering in the right sequence (see below), the hatches can be opened and shut without incident.

In order to open the hatch in the wall, the upper hatch through which the characters have entered the room must first be closed. But closing the upper hatch initiates a decompression sequence that fills the airtight room with a corrosive gas. This gas is harmless to the kra-dhan and acts as a cleansing disinfectant for them; to all other creatures it is essentially lethal, and acts similar to a *cloudkill* spell.

Once activated, the characters have 3 rounds to act before the gas completely fills the room and takes

effect. During those three rounds, the PCs notice the deadly greenish vapors starting to fill the room. If the characters open one of the hatch doors or disarm the trap, the gas has no effect. The gas effect lasts for 4 rounds once it takes effect. The *chime of opening* from area 1-8 can open the hatch without incident (assuming that the characters found it).

The trap can be disarmed via a rogue's skills, or by pressing the correct sequence of buttons next to the lower hatch door. The buttons shown in handout H are actually referenced in handout B, if the characters found that handout back in area 1-4: "lightning causes fire, then fire" means to press the lightning button once, then the fire button twice. The characters may attempt to push six buttons per round; if they start pushing buttons at random, roll a d4 to determine what buttons are actually pushed (1=fire, 2=water, 3=lightning, 4=crescent moon). Entering in the wrong sequence of pushed buttons produces no ill effects, apart from the fact that the lower hatch does not open.

Standard Search and Disable Device checks can also be used to deactivate the gas device, as it is mechanical in nature. (Note to the GM: A suggested option if more than 50% of the party is 3rd-level or less is to modify the gas to automatically kill any living creature with 2 HD or less without a saving throw, and to allow a Fortitude save of DC 14 to all living creatures with 3-5 HD.)

Corrosive Gas Trap: CR 6; mechanical; touch trigger (upper hatch); automatic reset; spell effect (*cloudkill*, 10th-level wizard, automatically kills any living creature with 3 HD or less, kills all living creatures with 4-6 HD, DC 16 Fortitude save for 1d4 points of Constitution damage per round instead of death); Search DC 24, Disable Device 24.

Metal Hatch (upper and lower): 4 in. thick, Hardness 15, 100 hp, Break DC 30 (both stuck and locked).

Area 3-2 – The Detention Cells: Read or paraphrase the following:

A low but ominous hum fills the air as you enter this long, narrow corridor. The corridor, which measures 10 feet wide and 90 feet long, slopes slightly downward. Located along both sides of this corridor are a total of six bulky doors, evenly spaced apart. The doors seem to be made from some sort of strange, greenish metal, and each door is reinforced by hundreds of rivets. In the center of each door is a small green-tinted window. Immediately to the left of each door is a small panel, approximately 6 inches square.

Rising for a moment above the low hum is the sound of a muffled human voice. "I say!" calls out a cheerful voice from behind one of these doors. "Who's there? Can you kindly let me out? I need to explore this marvelous machine!"

Each of the six doors leads to a 10-foot square cell. The cells are used by the advanced kra-dhan either as prison cells for insubordinate kra-dhan, or as places to hold and study small humanoid "specimens." The walls and doors in this area are noticeably thicker and stronger than those found throughout the rest of the ship. By looking through the tinted green windows in each door, it is possible to see exactly what is inside each cell.

The technologically advanced cell doors cannot be opened with thieves' tools or with other traditional skills or feats such as Open Lock; these particular cell doors can only be opened by successfully operating the panels next to each door. Give the players handout I when they closely examine the doors; this handout shows the button adjacent to each door. Like the octagonal consoles in other areas of the adventure, each button has a small icon drawn upon it. However, although the icons look familiar, pressing the icons on these control panels will not produce the same results as the icons on the octagonal consoles.

Pressing these buttons has these effects

- **Fire Icon:** Unlocks and opens the door to the cell.
- **Water Icon:** Closes and locks the door to the cell.
- **Sword Icon:** Sets off an energy charge inside the cell that inflicts 2d6 points of damage to all creatures within the cell; successful Fortitude save (DC 16) reduces damage by half. After releasing the energy charge, the sword icon must fully recharge for 1 hour before it can be used on this cell again.
- **Shield Icon:** Sets off a healing energy pulse within the cell. All creatures inside the cell effectively become the recipients of a *cure light wounds* spell. After releasing the healing pulse, the shield icon must fully recharge for 1 hour before it can be used on this cell again.

Two of the six cells contain prisoners: a frost giant-blooded barbarian called Hjalmeirr the Strong, and the missing explorer and dilettante, Borys Rassylov. Both were captured and brought to their respective cells by the iron spider from area 2-6. The cells are not soundproof, so it is possible to converse with the prisoners inside without having to open the sealed doors. The other cells are empty unless the iron spider from area 2-6 captured one of the characters.

Escape from within the cell is virtually impossible, since the iron spider will have "relieved" any captured characters of their weapons and equipment. Characters capable of *polymorphing* or otherwise assuming another form (such as gaseous form) may be able to become small enough to escape through the tiny air vents in the doors.

The possessions of all prisoners in this area (including weapons and armor) have been taken to area 3-10.

Area 3-2A – Hjalmeirr's Cell (EL 4): This cell contains an infamous bandit and barbarian known throughout the Free City of Ternyziem as Hjalmeirr the Strong, a distant descendant of the frost giants that once lived in the Talons. Loud and blustery, Hjalmeirr makes his presence known the moment the characters step foot in the detention cell area. The barbarian, who possesses an intermediate frost giant bloodline, is wanted by the government of Ternyziem for committing various violent crimes; characters making a DC 18 Knowledge (local) check realize this as the barbarian bellows his name, and know that they can collect a 1,000 gp reward for him if they bring him back to the town of Kyarovsk alive (and 250 gp if Hjalmeirr is returned, well, not alive).

How Hjalmeirr interacts with the depends on the party's current status. If the players have been struggling, or had a lot of bad luck up to this point in the adventure, it is recommended that the GM portray Hjalmeirr as a gruff but somewhat friendly NPC, willing to lend his sword (or greataxe) to the party and to fight alongside the characters if needed. However, if the players have been encountering nothing but success throughout the adventure, it is instead recommended that the barbarian come across a lot more surly and sinister, and potentially try to attack the party as soon as he can steal or "borrow" a weapon from the characters.

Hjalmeirr the Strong, human/intermediate frost giant bloodline Bbn4: CR 4; Medium humanoid (6 ft. 6 inches tall); HD 4d12+4; hp 35; Init +2; Spd 40 ft.; AC 17 (currently 13), touch 12 (currently 13), flat-footed 15 (currently 10); Base Atk +4; Grp +7; Atk/Full Atk (current) unarmed +5 melee (1d3+1 nonlethal) or (once re-armed) +1 *greataxe* +9 melee (1d12+6/x3) or dagger +7 melee (1d4+3) or composite longbow +6 ranged (1d8); SA Rage 2/day; SQ fast movement, illiteracy, trap sense +1, uncanny dodge; AL CN; SV Fort +6, Ref +4, Will +2; Str 17, Dex 16, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +11, Intimidate +6, Jump +7, Listen +8, Spot +5; Survival +8; Blind-Fight, Dodge, Power Attack, Weapon Focus (greataxe).

Possessions (currently stored in area 3-10): +1 greataxe, 20 arrows, composite longbow, dagger, masterwork breastplate, *potion of cure moderate wounds*, *potion of delay poison*, hooded lantern, tinderbox, 4 flasks of oil, 50 ft. of silk rope, climbers' kit, mallet, 12 iron spikes, 10 days' of trail rations, pouch containing 40 gp and 3 gems worth 100 gp each.

Area 3-2B – Empty Cell: This cell is empty unless the iron spider from area 2-6 successfully captures one of the characters. If that is the case, the captured character is located in this specific cell.

Area 3-2C – Borys Rassylov's Cell (EL 2): This cell contains the self-styled explorer from the town of Kyarovsk, the young nobleman known as Borys Rassylov. Excited to see the characters (even though he does not know them), Borys immediately starts asking many, many questions about the ship and the Talons, and asks immediately to be released so that he can properly explore the rest of the ship. (He is especially excited if the characters discovered his flying machine, even if they tell him that it is completely wrecked.) Despite being a prisoner, he seems very upbeat, although quite scatterbrained.

While Borys is incredibly cheerful and friendly, he also can be a nuisance to the characters, with a knack for getting himself in trouble. Overly curious to a fault, Borys wants to know how things work, and his inquisitiveness often leads him to do things with no regard for his own safety ... or that of the characters. ("Oh, look! A red blinking light! Let's go press it and see what happens!") He is more interested in exploring the wondrous spaceship than in anything else, and while he may agree to do whatever the characters ask of him, his curiosity tends to make him forget those agreements whenever something interesting catches his eye. More pragmatic characters may find it better to leave Borys in the cell until their exploration of the ship is complete, and only free the earnest young nobleman once the adventure is complete.

Borys Rassylov, human Rog2: CR 2; Medium humanoid (5 ft. 8 inches tall); HD 2d6+2; hp 11; Init +6; Spd 30 ft.; AC 15 (currently 12), touch 12 (currently 12), flat-footed 13 (currently 10); Base Atk +1; Grp +2; Atk/Full Atk (current) unarmed +1 melee (1d3+1) or (once re-armed) masterwork rapier +3 melee (1d6+1) or masterwork light crossbow +4 ranged (1d8); SA Sneak attack +1d6; SQ Evasion, trapfinding; AL CG; SV Fort +1, Ref +5, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 16.

Skills and Feats: Bluff +8, Climb +6, Disable Device +7, Gather information +8, Intimidate +10, Listen +5, Move Silently +7, Open Lock +7, Sense Motive +5, Spot +5, Tumble +7; Dodge, Improved



Initiative.

Possessions (currently stored in area 3-10): masterwork rapier, 20 bolts, masterwork light crossbow, masterwork studded leather armor, bedroll, tinderbox, 4 flasks of oil, 50 ft. of silk rope, masterwork thieves' tools, magnifying glass, parchment, quill pen & ink, pouch containing 10 gp and 40 sp.

Areas 3-2D through 3-2F – Empty Cells: These cells are empty and contain nothing of interest.

Area 3-3 – The Sentry Chamber (EL 4): Read or paraphrase the following:

This circular room measures 30 feet in diameter. The walls are lined with strange metal cabinets covered with blinking lights and making odd humming sounds. Dark hoses hang from the ceiling like vines.

At the other end of the room is a closed door. Next to the door is a strange panel, about two feet square, covered with tiny buttons. A similar panel is also located right next to the door through which you entered this room.

Standing in the center of this room is a towering ape-like creature with shaggy red fur. This 10 foot tall creature holds an odd contraption that vaguely resembles a crossbow, except that it is made completely out of silver and does not have a visible drawstring or pulling lever. Your arrival clearly startles the creature, which moves back slowly to the door on the other side

of the room, growling and pointing its strange crossbow at you.

This room was designed as a “safety valve” for the rest of the ship, allowing the advanced kra-dhan to trap and destroy any undesirables that managed to board their vessel. With only a few kra-dhan awakened from cryogenic sleep, though, only one sentry could be spared to guard the chamber.

The guard does not have a translation device, and only makes guttural growling noises. Only a *tongues* spell can allow the party to communicate with the creature, although even if they manage to do so, the guard commands the characters to immediately surrender and is not interested in listening to other options.

The panels next to both doors in this room are different from the wall panels in all other rooms. These panels activate a security subroutine that affects everything in the buried spaceship (see below). There are over a hundred keys on each of these panels, each inscribed with a different tiny symbol. Entering in the correct sequence to activate the security is a tricky process that takes two full rounds of activity. Entering in the wrong sequence does not turn on the system; however, it does automatically seal off the room by sliding shut both doors. The characters have virtually no chance of deactivating the security sequence until they find the correct codes in area 3-6. If they attempt to do so without the codes, though, allow the characters to make an Intelligence check of DC 40 and then try to roll a 1 on a d4. If this happens successfully, blind luck allows them to deactivate the system. Destroying the panel after the system is active does not deactivate the security measures.

Tactics: The kra-dhan guard moves immediately to the panel by the door at the far end of the room, firing at the characters as he withdraws. His primary goal is to activate the panel, which is a security system. Once at the panel, the kra-dhan must spend two full actions activating the system.

If the panel is destroyed before the kra-dhan is finished entering in the code sequence, this security panel cannot be activated. Once the kra-dhan guard is finished – or if the panel is destroyed – he moves throughout the room, using his speed to keep his distance from the party, and firing on them with his flamebow. He only engages in melee combat once his ammunition is exhausted or if the party manages to confront him directly.

The Security System: With security in place, the following actions occur throughout the buried spaceship:

- Loud sirens go off repeatedly.
- Lights change from green to red.
- All doors shut and cannot be opened (and should be considered stuck). Only by disabling the security panel next to each door, or by entering in the correct code, can each individual door be opened.
- The chance of a random encounter occurring increases to 20% (1-4 on d20).

Advanced kra-dhan (1): CR 4; Large monstrous humanoid; HD 4d8+12; hp 30; Init +4; Spd 30 ft.; AC 15, touch 13, flat-footed 11; Base Atk +4; Grp +14; Atk/Full Atk Powerblade +9 melee (2d6) or bite +9 melee (1d4+6 plus poison) or flamebow +8 ranged (1d8); Space/Reach 10 ft./10 ft.; SA Improved grab, poison; SQ Darkvision 60 ft., low-light vision; AL LE; SV Fort +4, Ref +8, Will +5; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10.

Skills and Feats: Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (sciences) +8, Listen +2, Move Silently +6, Search +5, Survival +3; Combat Reflexes, Weapon Focus (flamebow).

Poison: Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex.

Possessions: flamebow, powerblade, 4 energy clips.

Area 3-4 – The Weapons Locker: Read or paraphrase the following:

This circular room measures 40 feet in diameter. More humming, strange metal cabinets line the northern and southern walls. In the room's center are many shelves which reach from floor to ceiling – nearly a dozen in all. The shelves are crammed full of silver-colored boxes.

This room serves as the main storage room for the advanced kra-dhan's weapons. While many of the weapons have been removed from this room and brought to area 3-15, there are a number still here that can be found and used by the characters. All of the silver-colored metal boxes are shut and locked, but can easily be opened (DC 12 Open Lock); none of them are trapped.

Treasure: The room's contents are as follows. See page 45 for stats on these new items.

- 4 boxes containing 2 suits of plastic armor each
- 4 boxes containing 12 needle clips each
- 4 boxes containing 1 suit of force armor each (with no energy clips)

- 2 boxes containing 6 flamebows each (unloaded)
- 2 boxes containing 8 needlebows each (unloaded)
- 2 boxes containing 10 powerblades each (with no energy clips)
- 2 boxes containing 12 shocksticks each (with no energy clips)
- 1 box containing 4 flamepults (unloaded)
- 1 box containing 6 needlepults (unloaded)
- 1 box containing 12 frag grenades (with no energy clips)
- 1 box containing 12 plasma grenades (with no energy clips)
- 1 box containing 12 sonic grenades (with no energy clips)
- 1 box containing 6 force shields (with no energy clips)
- 1 box containing 20 energy clips

Metal box (locked): 1/2 in. thick, Hardness 6, 30 hp, Break DC 20.

Area 3-5 – Awakening of the Mighty White Dragon (EL Special): Read or paraphrase the following as the characters enter this area.

As you enter this vast circular chamber, you immediately notice something that sends chills down your spine. Sitting on a raised dais in the center of the room is a gigantic white dragon. Mighty chains bind the dragon to the dais. The creature appears to be asleep or unconscious.

The chamber has a diameter of approximately 150 feet, and the ceiling reaches nearly 60 feet high. Read or paraphrase the following if the characters venture within 30 feet of the dais, or attempt to strike the dragon with a ranged attack.

With a groan, the white dragon lifts its head from the dais and opens its eyes. Upon seeing you, it lets out a deafening roar, and it snaps the chains that once held it to the dais. Unfurling its wings, it begins to move slowly towards you. Then you hear the mechanical door behind you slide firmly shut.

The “white dragon” in this chamber is actually a high-tech holographic illusion, albeit one that certainly looks and feels real to the characters. Only a *true seeing* spell or the like reveals the real nature of the dragon. Characters may also notice the dragon’s true nature should they manage to leave the

chamber and then re-enter it at a later time – the white dragon is once again re-chained and seemingly asleep upon re-entering the chamber, and yet again suddenly awakens and breaks free of its chains.

The dragon is a product of “research” by the iron spider from area 2-6. One of its various missions was to observe and record potential threats to the kra-dhan. The most dangerous potential threat that it recorded was an ancient white dragon that inhabited the area over a hundred years ago. The chamber represents a method for the kra-dhan to test various battle tactics against potential enemies without coming to any real harm.

Although holographic in nature, the kra-dhan have blended science and sorcery in a manner that makes the illusion take solid form – the white dragon’s attacks feel extremely real. During combat, take note of the characters as they take “damage.” While in the chamber, the damage feels real, and any characters that happen to “die” are unconscious. All “dead” characters reawaken upon the ending of the holographic simulation, and all “damage” incurred in this chamber is fully healed at this time (which is either triggered by the deaths of all the characters, or the “death” of the white dragon). Also, should any of the characters realize during the simulation that the dragon is only an illusion (GM’s discretion), the “damage” inflicted by the dragon is fully healed. All spells, magic items, and other weapons or devices used by the characters while in the chamber are most certainly real – for example, if a wizard uses a 3rd-level spell while in the chamber, that lost spell is not recovered once he leaves the room.

Should the simulation end with either the “death” of all the characters or the “death” of the dragon, read or paraphrase the following:

The dragon rears up and roars in – then the evil creature abruptly flickers and vanishes. Small, silver globes embedded in the ceiling suddenly light up the chamber, and a faint burning smell fills the air. You look down at yourself, and realize that you have taken no injuries at all. What you saw and felt was only an illusion.

“Simulation XG-45428 terminated,” says an oddly pleasant, disembodied voice that echoes through the chamber. “Results recorded. Would you like to restart simulation?” Behind you, the entrance door slides open again.

Tactics: If you’re the GM, go nuts. Throw everything, including the kitchen sink, at the characters. The illusory white dragon first utilizes breath

weapon attacks, then closes in with melee attacks. The simulated dragon cannot cast spells and does not have spell-like abilities.

Simulated mature adult white dragon: CR 12; Huge dragon (cold); HD 21d12+105; hp 241; Init +4; Spd 60 ft., swim 60 ft., burrow 30 ft., fly 200 ft. (poor); AC 28, touch 8, flat-footed 20; Base Atk +21; Grp +37; Atk Bite +27 melee (2d8+8); Full Atk Bite +27 melee (2d8+8) and 2 claws +22 melee (2d6+4) and 2 wings +22 melee (2d6+4) and tail slap +22 melee (2d6+12); Space/Reach 15 ft./10 ft.; SA Breath weapo, crush; SQ Blindsight 60 ft., DR 10/magic, darkvision 120 ft., frightful presence, ice walking, immunity to cold, immunity to paralysis, immunity to sleep effects, keen senses, SR 20; vulnerability to fire; AL CE; SV Fort +17, Ref +12, Will +13; Str 27, Dex 10, Con 21, Int 12, Wis 13, Cha 12.

Skills and Feats: Concentration +29, Diplomacy +27, Escape Artist +24, Hide +16, Intimidate +25, Listen +27, Move Silently +24, Search +25, Sense Motive +25, Spot +27, Swim +32, Use Magic Device +25; Cleave, Flyby Attack, Hover, Improved Initiative, Improved Natural Attack (Bite, Wingover), Multi-Attack, Power Attack, Snatch.

Breath Weapon: Cone of cold, 7d6 damage (DC 25), 50 ft. (cone).

Frightful Presence: Radius 210 ft.; DC 21.

Area 3-6 – The Laboratory (EL 4): Read or paraphrase the following:

Unlike other rooms in this strange cave, this one is filled with clutter. Amidst all the whirring metal cabinets are several metal tables, located in a circle near the center of the room. Each table is covered with strange objects and scraps of parchment. An octagonal console stands out amidst the clutter near the north wall.

Standing over one of the tables is another of the shaggy, red-furred ape creatures. This one does not seem hostile – in fact, it seems startled and scared by your very presence. “Stay back!” says the creature in the Common tongue. “I don’t want to hurt you!” It slowly starts moving towards a table at the southern end of the room.

This laboratory is where much of the analysis of the “subjects” in areas 3-8 and 3-9 has taken place.

The octagonal console is identical in appearance to the one in area 2-3, and works in exactly the same manner. Give the players handout F if they have not already received it.

Tactics: This particular advanced kra-dhan is a sci-

entist, not a warrior. He avoids conflict, trying to first parley using his translation device, and then to escape to area 3-13 in order to get reinforcements. He also spends an action as soon as possible activating his force shield (which has 6 charges left). If conflict appears to be inevitable, he moves for the flamepult located on a table near him, and uses that in combat first. Otherwise, he resorts to the powerblade that hangs from his belt and engages in melee as a last resort. The scientist kra-dhan tries to surrender if confronted by impending death, but if taken as a prisoner he tries to escape at the earliest possible opportunity (although he may provide the characters with much background regarding the kra-dhan themselves, their buried ship, and what else lurks within the ship before escaping).

Treasure: Among the strange materials located on the various tables are blood, skin, and scale samples of remorhaz and white dragon specimens (worth 200 gp each to an alchemist or collector). Also to be found among the disorganized mess are a small vial of doppelganger’s blood (worth 75 gp), the jawbone of a storm giant (worth 150 gp), and the withered hand of a destroyed lich (500 gp). The nature of these items can be determined with an *identify* spell or the like.

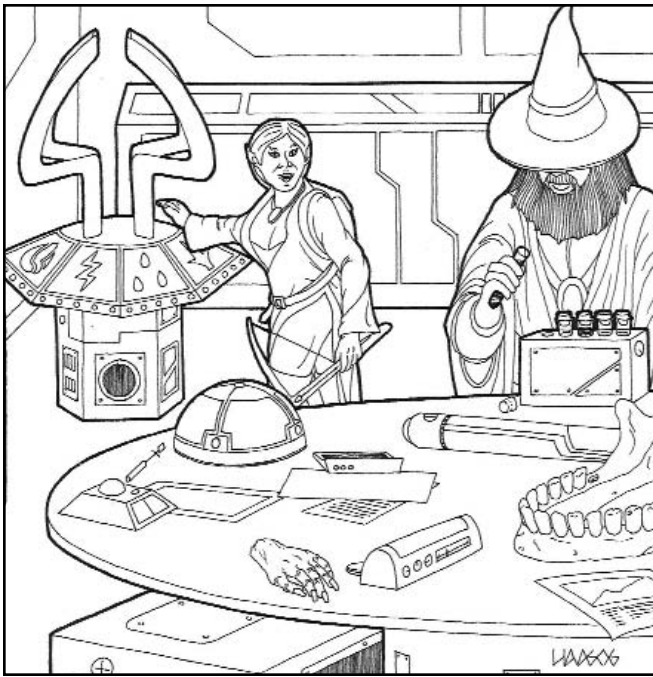
On one table is a sheaf of papers that lists the code for the security panels in area 3-3. While the papers are written in the kra-dhan language and cannot be read by conventional means, a *comprehend languages* spell easily translates the purpose of the papers as well as the code. The kra-dhan scientist can be coerced into providing the code if captured alive, as well as the codes and information for how all kra-dhan devices work.

Advanced kra-dhan (1): CR 4; Large monstrous humanoid; HD 4d8+12; hp 22; Init +4; Spd 30 ft.; AC 16, touch 13, flat-footed 11; Base Atk +4; Grp +14; Atk/Full Atk Powerblade +9 melee (2d6) or flamepult +7 ranged (2d6); Space/Reach 10 ft./10 ft.; SA Improved grab, poison; SQ Darkvision 60 ft., low-light vision; AL LE; SV Fort +4, Ref +8, Will +5; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10.

Skills and Feats: Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (sciences) +8, Listen +2, Move Silently +6, Search +5, Survival +3; Combat Reflexes, Weapon Focus (flamebow).

Poison: Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex.

Possessions: flamepult, powerblade, 4 energy clips.



Area 3-7 – The Engine Chamber (EL 6): Read or paraphrase the following:

Like many of the other rooms in this strange cave, this room is circular in shape, measuring some 50 feet in diameter. On the northern and southern walls stand huge metal whirring cabinets with blinking lights; the rest of the walls are covered with flat black metal panels. Each of these panels measures 1-foot square and appears to be bolted onto the metallic wall.

Towards the center of the room is a clear cylinder that stretches from floor to ceiling. The cylinder measures 10 feet in diameter and is full of green mist. Suspended in the greenish mist is a sword, which hovers about 10 feet in the air. Occasionally, blue flashes of electricity spark between the sword and the mist. Red lights located at the base of the cylinder flash brightly whenever these flashes occur.

The sword floating inside the clear cylinder is one of the two main power sources for the entire kra-dhan spaceship (the other is the sword located in area 3-19). While the advanced kra-dhan no longer use swords as weapons, they still revere swords as ancient symbols of power. That is why the “sword” icon on the various kra-dhan devices tends to represent strength or force. The kra-dhan also shape the power rods used for their ships into the form of swords for this reason.

Retrieving the Sword: The panel that operates the cylinder is hidden along the western wall of the room, behind the various panels located in that area. Its location can only be determined with a suc-

cessful DC 18 Search check; once located the panel can easily be slid open.

The sword can be removed from the cylinder in one of two ways. The first is by operating the control panel for the power cylinder, which has just a single button with the sword icon etched upon it. When this button is pressed, the gas in the cylinder dissipates, the cylinder retracts into the ceiling, and the sword falls to the floor, where it can be picked up by any of the characters without incident.

The second method is to shatter the cylinder. The cylinder itself is not particularly strong and can be shattered without much difficulty; however, by breaking open the cylinder, the blue mist contained within the cylinder is also released ... and this mist is a deadly gas called omnium, which enhances the power of the sword. (Characters making a successful DC 12 Intelligence check recognize this gas to be identical to the gas trap in area 3-1.) Should the cylinder be broken, all living creatures within the room must make a DC 16 Fortitude save or be affected by the gas.

The Sword: Although not designed as a weapon, the sword suspended within the cylinder can be wielded in combat once it is removed from suspension. Although it only possesses a fraction of its power when not surrounded by omnium gas, the sword still has some formidable powers. In the hands of its wielder, the sword functions as a +2 longsword, and also gives its wielder a +1 AC bonus, as per a *ring of protection +1*.

Removing the sword from the cylinder also results in a reduction of the chaotic effects on spells and magic items, both within the spaceship and above ground at the Talons. Once removed, four of the eight “standard” magical effects no longer function. The lightning, skull, sword, and shield icons stop working, effectively making them exactly like the sun icon. At this point, when making a d8 roll (if necessary) to determine what the current random magical effect for the hour is, treat those four results (lightning, skull, sword, and shield) as a sun icon result. If the characters have already destroyed the cylinder in area 3-19, the random magic effects cease completely, and the normal kra-dhan on the surface above begin to behave once again like their friendly, peaceable selves.

Secret Door: A DC 20 Search check in this room shows a loose panel in one of the walls. Moving the panel reveals an air duct that can be used as a crawlspace for humanoid creatures of Medium size or smaller. This crawlspace leads to area 3-18.

Clear Cylinder: 6 in. thick, Hardness 8, 75 hp, Break DC 25, Climb DC 30.

Corrosive Gas Trap: CR 6; mechanical; touch trigger (breaking cylinder); automatic reset; spell effect (*cloudkill*, 10th-level wizard, automatically kills any living creature with 3 HD or less, kills all living creatures with 4-6 HD, DC 16 Fortitude save for 1d4 points of Constitution damage per round instead of death); Search DC 24, Disable Device 24.

Area 3-8 – The First Experimentation Room (EL 4):

Read or paraphrase the following:

This gleaming white room is approximately 50 feet wide and 100 feet long. Along one of the far walls are several steel tables and tall, whirring metal cabinets with bright blinking lights. One of the tables is significantly larger than the others, measuring almost 10 feet in height and 20 feet in length. While the rest of the room is immaculately clean, the largest table and a few of the surrounding ones are spattered with fresh blood.

Pacing around the center of the room is a hideous, insect-like creature with blue scales, measuring nearly 20 feet long. Strange metal boxes appear to have been grafted onto the creature's back; blood still seeps from the wounds. Hissing and groaning, the creature appears to be in pain.

The horrid-looking creature in the room is an immature hatchling remorhaz. The monster was captured for study by the iron spider in area 2-6, as part of its scouting and reconnaissance mission when the ship was reactivated. The two “metal boxes” grafted onto the creature’s back are mini-missile launchers. The launchers contain a total of four mini-missiles each.

The large table and cabinets are the operating table and the high-tech surgical equipment used by the advanced kra-dhan to graft weaponry onto the remorhaz. Although most of this high-tech equipment is of no use to the characters, they can find (Search DC 18) 6 scalpels that can be utilized as masterwork daggers, as well as two healing vests (which are described on page 48).

The mini-missile launcher cannot be removed from the remorhaz without killing the creature, and neither the launcher nor any remaining missiles that it might contain function at all once the creature is dead.

Tactics: As soon as it notices the characters, the remorhaz attacks. As listed in the stat block below, the immature remorhaz takes some penalties for using its mini-missile launcher. However, despite this tactical disadvantage, the creature still uses the missiles for its initial attacks – the process of attaching these weapons to the creature has made it want to use them immediately when threatened. The GM

should keep in mind that the remorhaz has no understanding of what the blast radius of its own missiles might be, and may very well catch itself in the blast radius when attacking the characters. Once its supply of missiles is depleted, it moves into melee range and fights to the death.

Immature remorhaz: CR 4; Large magical beast; HD 5d10+20; hp 47; Init +5; Spd 30 ft., burrow 20 ft.; AC 18, touch 10, flat-footed 17; Base Atk +5; Grp +15; Atk/Full Atk Bite +10 melee (1d8+9) or mini-missile +1 (2d6, see below for additional information); Space/Reach 10 ft./10 ft.; SA Improved grab, mini-missiles, swallow whole; SQ Darkvision 60 ft., heat, low-light vision, tremorsense 60 ft.; AL N; Fort +8, Ref +5, Will +2; Str 22, Dex 13, Con 18, Int 5, Wis 12, Cha 10.

Skills and Feats: Listen +5, Spot +5; Improved Bull Rush, Power Attack.

Heat: Anyone touching the enraged remorhaz’s body takes 3d6 points of fire damage. Creatures attacking the remorhaz with natural or unarmed attacks are subject to this damage; creature attacking with melee weapons are not, but their weapons (if non-magical) must make a DC 16 Fortitude save or be destroyed by the heat.

Swallow Whole: Swallow attack with successful grapple check; opponents take 1d8+6 points of bludgeoning damage plus 3d6 points of heat damage. A swallowed creature can cut its way out of the remorhaz by using a light slashing or piercing weapon (15 hp of damage, AC 12). The immature remorhaz can hold 2 Medium, 4 Small, 8 Tiny, 16 Diminutive, or 64 Fine or smaller opponents.

Mini-missiles: 100-foot range, one mini-missile per round, damage 3d6, 10-foot blast radius, Reflex DC 18 half. If the attack misses, use the splash rules to determine where it lands.

Area 3-9 – The Second Experimentation Room (EL 4, 4): Read or paraphrase the following:

This long, narrow room is approximately 40 feet wide and 80 feet long. The room is extremely bright, with shining white walls. Apart from more whirring, metal cabinets lining the walls, the room is nearly empty, save for two notable exceptions. The first is a strange but familiar octagonal object almost 5 feet high that sits in the center of the room. Drawn on this object are eight strange but familiar glowing symbols. The object hums loudly – very loudly, and unlike other objects that you have seen similar to this one, sparks fly sporadically from its panels, sizzling as they hit the metal floor.

At the far end of the room is the second exception – a white dragon. A silver mask appears to be crudely grafted to its head around its horns

and its eyes. As it notices you, it roars angrily, and starts to back into one of the far corners of the room. The scarred dragon appears to be quite enraged, and looks ready to attack at any moment.

Unlike the false dragon in area 3-5, the small white dragon in this particular area is very real... and very dangerous. Characters making a successful DC 20 Knowledge (arcana) check recognize that the dragon is much smaller than an adult, and is actually a young white dragon.

As with the immature remorhaz in area 3-8, the dragon was captured by patrolling iron spiders shortly after the primary reactivation of the ship, and has already been subjected to intensive study by the ships' instruments and by the advanced kra-dhan. The metal "mask" grafted around the young dragon's eyes is a kra-dhan experiment that allows the creature to fire plasma energy at opponents. The mask cannot be removed intact from the dragon's head; any attempt to remove it destroys the mask.

Also present in the room is an octagonal console, almost identical to the ones found in areas 2-3 and 2-9, and similar to the panel within the probe in area 1-5. (At this time, provide the players with handout F if they did not previously find either of the consoles in areas 2-3 or 2-9.) However, unlike the previous consoles, this panel is severely damaged. If any of the console panels are touched, a detonation sequence is activated that causes a massive explosion in 1d4+1 rounds. As with the crashed probe in area 1-5, the explosion effectively acts as a *fireball*, and affects everything in the room. Additionally, regardless of whether or not the characters are harmed by the explosion, the blast creates a hole in the western wall of the room that leads into area 3-10. Unfortunately, the blast also destroys half the items located in area 3-10, reducing the amount of potential treasure for the PCs.

Tactics: Like the immature remorhaz in area 3-8, the white dragon uses its plasma energy mask weapon first, despite the penalties for doing so. The creature is still disoriented from surgery, and feels compelled to use the mask. It mixes up this attack with its breath weapon attacks. It tries to avoid melee attacks.

If the characters attempt to parlay with the young white dragon, it may consider halting its attacks to listen to them (depending, of course, on what they have to say). However, considering that the white dragon is in great pain, and does not know who actually imprisoned it within the ship, it blames the PCs for its predicament and fights to the death.

Young white dragon: CR 4; Medium dragon (cold); HD 9d12+18; hp 76; Init +4; Spd 60 ft., swim 60 ft., burrow 30 ft., fly 200 ft. (poor); AC 18, touch 10, flat-footed 18; Base Atk +9; Grp +11; Atk Bite +11 melee (2d6+2) or laser blaster +5 ranged (2d6+6); Atk Bite +11 melee (2d6+2) and 2 claws +6 melee (1d4+1) or 2 wings +6 melee (1d4+1) or laser blaster +5 ranged (2d6+6); SA Breath weapon, laser blaster; SQ Blindsight 60 ft., darkvision 120 ft., ice walking, immunity to cold, immunity to paralysis, immunity to *sleep* effects, keen senses, vulnerability to fire; AL CE; Fort +8, Ref +6, Will +6; Str 15, Dex 10, Con 15, Int 6, Wis 11, Cha 6.

Skills and Feats: Intimidate +10, Listen +12, Search +10, Spot +12; Flyby Attack, Improved Initiative, Improved Natural Attack (bite), Wingover.

Breath Weapon: Cone of cold, 3d6 damage (DC 16), 30 ft. (cone).

Laser Blaster: 2d6+6 damage, 60 ft. (line).

Self-Destruct Trap: CR 4; mechanical; touch trigger; automatic reset; spell effect (*fireball*, 6th-level wizard, 6d6 fire, DC 14 Reflex save half damage); Search DC 22, Disable Device DC 22.

Area 3-10 – The Storage Center (Intact): Read or paraphrase the following:

This smaller circular room measures 30 feet in diameter. A raised metal dais 5 feet high and 15 feet in diameter fills most of the room. On top of the dais are a number of metal crates. Also on the dais are several grimy sacks, which look out of place in comparison to the many clean and shiny boxes.

This part of the spaceship serves as a storage area. Unlike area 3-4, though, it contains more standard kra-dhan equipment, and is not used as a weapons locker. The list below outlines the items that can be found in the metal boxes – like the boxes in area 3-4, they are locked but not trapped.

If the trap from area 3-9 is set off, a massive blackened hole should appear in the eastern wall (and should be noted in the description of the room), allowing access to area 3-9. The explosion reduces by half the number of items that can be found in the list below.

The room's contents include:

- 4 boxes containing 6 universal translators each (with no energy clips)
- 4 boxes containing 2 suits of plastic armor each
- 2 boxes containing 1 suit of force armor each (with no energy clips)
- 2 boxes containing 6 force shields each (with no

energy clips)

- 2 boxes containing 6 breathing masks each (with no energy clips)
- 2 boxes containing 2 healing vests each (with no energy clips)
- 2 boxes containing 2 jet packs each (with no energy clips)
- 1 box containing 6 sonic lockpicks (with no energy clips)
- 1 box, already opened, containing 8 energy clips

Also located in this room are the belongings of Borys Rassylov and Hjalmsgeirr the Strong (from area 3-2), as well as any belongings of any characters that may have been captured by the iron spider in area 2-6. These items are not destroyed if the trap in area 3-9 is activated. They can be found in the grimy sacks.

Area 3-11 – The Navigation Center: Read or paraphrase the following:

Strange, disembodied voices echo throughout this room as you enter. The room, which is a circular chamber measuring 50 feet in diameter, is mostly dark. Faintly lighting the room are the flickering images of some sort of map, which dance along the ceiling like a ghost. The shapes and images of this map change as time passes, creating an eerie likeness of the world above. It is like nothing you have ever seen before, worthy of the efforts of the greatest of illusionists. The ever-changing images appear to be projected from a round, metal sphere covered with green-blinking lights at the southern end of the room. The walls of the room are lined with several metallic cabinets and an octagonal console.

The holographic map floating in the far corner of the room starts out showing the northern part of the world, but quickly focuses on a specific region. Characters making a successful DC 16 Knowledge (geography) check recognize the region to be of Ternyziem – specifically, of the Talons, of Kyarovsk, and of several other surrounding towns. If the characters make this check successfully and then watch the images flickering on the map for several rounds, they see small red triangles leave the Talons, and travel to Kyarovsk. The village of Kyarovsk then disappears in a blinding red flash... and then the triangles move to the next town, and then to the next, with each town disappearing in flashes of red light. Strange symbols appear next to the map as these images unfold, and the strange voices continue to speak.

By using one of the kra-dhan's universal translators, or by using an appropriate spell (*tongues* or *comprehend languages*), the characters discover the newly-awakened kra-dhan's new plan: since returning to the Astral Plane is not possible, they intend to conquer and enslave the human kingdoms of the north using their advanced weaponry.

The console is identical in appearance to the one in area 2-3, and works in exactly the same manner. Give the players handout F if they have not already received it.

Area 3-12 – The Biogarden: Read or paraphrase the following:

As you enter this area, you see something quite unexpected – a forest! You can barely make out the presence of metal walls lining this huge circular chamber, which is completely filled with dark, sinister plants that hang ominously over you. Tall, wild black grass covers the ground you walk upon. A dirt path leads to a murky pond near the center of this dimly lit chamber, and then leads to another door on the other side. A grove of blackened trees surrounds the pond. Bizarre fruits hang from the branches, some dark purple, some orange, and some lavender in color.

Though the plants in this biogarden appear to be mysterious and fearsome, there is no threat to the characters. In fact, this is an ideal place for resting and healing.

The pool of water in the center of the room, despite appearing foul and murky, actually contains refreshing liquid with healing properties. Drinking from the fountain heals 1d4 hit points. The healing effect only works on a particular individual once per day; characters that drink from the pool a second time or more in a given day do not receive further healing (though the liquid is quite delicious). The water can be bottled as a kind of healing potion; however, once it leaves the confines of the spaceship it loses its healing properties.

Most of the plants and vegetation have special properties as follows:

- The dark purple fruits stay fresh for months, and can be used as trail rations since they spoil so slowly.
- The orange fruits provide a temporary one-hour bonus of +1 to Strength when eaten.
- The lavender fruits provide a similar temporary +1 bonus to Constitution. Eating additional fruits does not provide a cumulative effect.

All fruits except for the dark purple ones spoil quickly and lose their special properties upon leaving the bio-garden.

Because the fruit here is completely alien, Knowledge (nature) and similar skill checks do not help identify the vegetation except to reveal that is unlike anything the characters have encountered before.

Area 3-13 – The WARDYN (EL 7): Read or paraphrase the following:

This rectangular chamber has four sliding doors and measures 70 feet long and 50 feet wide. At the center of the chamber is a huge crystal sphere 20 feet in diameter reaching almost to the ceiling. Murky orange-red gas swirls wildly inside the sphere. Holding the giant sphere stationary is a skeletal framework of metallic supports. This framework springs forth from a metal dais in the floor, which is covered with small flashing lights, switches, buttons, and knobs.

Four slender metal poles are spaced evenly around the perimeter of the sphere. Each of the poles is 5 feet tall and has a metallic crossbow fixed to its top. The crossbows are identical to the ones used by the ape-like creatures that wander through this strange underground place.

The ceiling is covered with thick clusters of black rubber hoses and various lengths of chain. The chains are evenly spread apart 10 feet from one another. In each of the corners is a small balcony, about thirty feet off of the ground. It is difficult to see what – if anything – lurks in the balconies.

Laser Turrets: The four slender metal poles are automated laser turrets, designed to attack any creatures that threaten WARDYN, the main computer (the big glowing globe in the center of the room). They begin attacking the characters as soon as the PCs come within 20 feet of the WARDYN. Each automated laser turret has the range and damage of a standard flamebow (see page 46). While stationary and immobile, they can rotate 360 degrees and shoot pretty much anything from floor to ceiling.

Balconies: There are also two kra-dhan soldiers positioned in the northeast and southwest balconies. The kra-dhan are difficult to see in the shadows near the ceiling; they are considered hidden with a Hide check of 22. A DC 16 Spot check reveals tiny, recessed rungs in the walls beneath each balcony, making the climb up (Climb DC 14)

much easier than just climbing the walls. Each balcony can hold a maximum of 1 Medium-sized individual, 2 Small individuals, or 4 individuals of Tiny size or smaller.

The Chains: Depending on circumstances, the kra-dhan may choose to leave their platforms and swing from chain to chain across the room. Each chain is 10 feet long and capable of supporting up to 900 pounds of weight. Creatures with a reach of 10 feet or more (like the kra-dhan) can move between the chains with ease at their normal movement rate; creatures with a reach of less than 10 feet must swing between the chains in order to use them to move through the room.

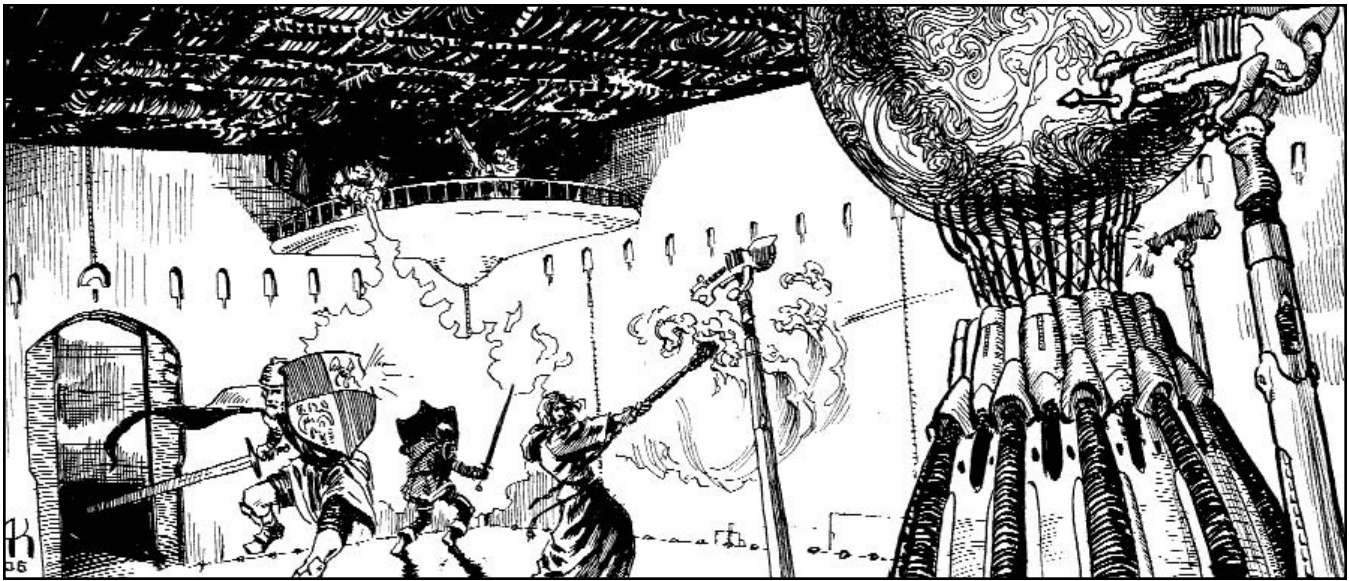
To successfully swing from chain to chain, a character must make a DC 12 Dexterity or Balance check. The swing counts as a move action; a character can expend a full round action to swing twice, but each swinging to the second chain adds +2 to the DC. Each chain has a swinging radius that allows a character to reach the next adjacent chain. Any attempt to travel between non-adjacent chains causes the attempting creature to fall 15 feet to the ground (1d6 falling damage).

Creatures hanging from a chain may attempt any normal actions that they would otherwise be able to attempt while climbing, making necessary Climb checks as appropriate, and are considered flat-footed while hanging from a chain.

Tactics: Though stationary and limited, the automated weapons do their best to pin the characters into one of the corners of the room away from the main door. They do not fire in the direction of the WARDYN, however, so characters that position themselves directly between the ship's computer and an automated weapon can attack that weapon without being attacked in return. Additionally, the automated weapons do not fire at any of the balconies in the ceiling corners, so if characters climb up into the corners and stand on the balconies, they are not fired upon by any of the automated weapons in the room. They fire at the PCs until they are destroyed.

The advanced kra-dhan initially attack by using their flamepults on the balconies. The balconies provide cover for the kra-dhan attackers. If their positions are invaded they'll use the chains to swing to another balcony. If facing many attacks from the party while swinging, they drop on top of the WARDYN and use the computer itself as cover, firing their flamepults at the PCs from there. The kra-dhan guards fight to the death.

WARDYN: The immense crystal globe surrounded



by the dozen of silver panels and blinking lights is the computer that controls the buried spaceship – the WARDYN. If the characters manage to defeat both the kra-dhan and the automated weapons, read or paraphrase the following:

As the last of your enemies falls, the gases inside the giant crystal sphere begin to flicker and swirl even more wildly than before. The lights flickering at the base of the crystal dim, then suddenly brighten, nearly blinding you. Almost impossibly, the crystal begins to speak to you in low, rumbling tones that echo throughout the chamber.

“I am WARDYN,” it says in the Common tongue. “How may I be of service to you?”

WARDYN is the main ship’s computer. It is sentient. Although it ultimately serves its kra-dhan masters, the defeat of its defense systems allows WARDYN to provide information to the characters. WARDYN can provide the schematics of the ship to the characters as well as a basic understanding of who – or what – can be found in the ship. It can also provide a basic history of the ship and of the kra-dhan themselves. However, it cannot directly help the PCs against the kra-dhan (such as deactivating security measures). WARDYN is more of an information resource rather than a device that can actively affect things on the ship, and should be used accordingly.

WARDYN speaks in a cold, emotionless monotone. It does not lie, and simply does not respond to any questions for which it does not know an answer, which may frustrate the characters as they pepper it with questions. At the GM’s discretion, WARDYN can also be used to provide information about the surrounding

area that it has gathered through the centuries from its iron spider sentries (and provide the groundwork for further adventures or campaign ideas).

Should the characters choose to do so, they can try to destroy the intelligent computer; it has no defense mechanisms apart from the automated weapons and its kra-dhan guardians. It is, however, incredibly tough.

Advanced kra-dhan (2): CR 4; Large monstrous humanoid; HD 4d8+12; hp 27, 29; Init +4; Spd 30 ft.; AC 15, touch 13, flat-footed 11; Base Atk +4; Grp +14; Atk/Full Atk Powerblade +9 melee (2d6) or flamepult +7 ranged (2d6); Space/Reach 10 ft./10 ft.; SA Improved grab, poison; SQ Darkvision 60 ft., low-light vision; AL LE; SV Fort +4, Ref +8, Will +5; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10.

Skills and Feats: Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (sciences) +8, Listen +2, Move Silently +6, Search +5, Survival +3; Combat Reflexes, Weapon Focus (flamebow).

Poison: Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex.

Possessions: flamepult, powerblade, 4 energy clips.

Automated laser turrets (4): CR 1; Small construct; HD 1d10+10; hp 15, 15, 15, 15; Init +3; Spd 0 ft.; AC 14, touch 10 (*immobile; no Dex bonus), flat-footed 14; Base Atk +0; Grp –5; Atk/Full Atk Flamebow +5 ranged (1d8); Space/Reach 5 ft./0 ft.; SQ Construct traits, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort +0, Ref +3, Will +0; Str 8, Dex 16*, Con –, Int –, Wis 10, Cha 2.

Skills and Feats: Spot +8; Weapon Focus (flamebow).

WARDYN: 20 ft. thick; Hardness 30; 2,000 hp; Break DC 60; Climb DC 20; AL N; SV Fort +0, Ref +0, Will +10; Str –, Dex –, Con 30, Int 30, Wis 30, Cha 10.

Skills and Feats: Knowledge (arcana) +10, Knowledge (engineering) +10, Knowledge (history) +10, Knowledge (geography) +10, Knowledge (local) +10, Knowledge (nature) +10, Knowledge (planes) +10, Knowledge (sciences) +20.

Metal Chains: 2 in. thick, Hardness 10, 10 hp, Break DC 26.

Area 3-14 – The Storage Center (Damaged): Read or paraphrase the following:

This small room looks as if it were once circular. Now fully half of the room is gone, crushed and mangled by hard rock and earth that burst through the metallic walls. Rubble completely fills the southern half of the room from floor to ceiling, and the northern part of the room is still littered with rocks and dirt.

You also see a few metal shelves and silver boxes, but they are mostly crushed. The lights in this room flicker wildly on and off, sending the room into darkness every few seconds.

This section of the spaceship bore the brunt of the damage when it crashed centuries ago. Unfortunately for the kra-dhan (and for the characters), this chamber was used to store most of the energy clips and needle clips for their weaponry. A cursory glance around the room shows that the metal boxes here have either been crushed, or that they have already been opened and emptied of their contents. However, a successful DC 24 Search check reveals two undamaged, unopened boxes buried deep beneath the rubble. Each box contains 10 energy clips.

Area 3-15 – The Cryogenic Chamber (EL 4+): Read or paraphrase the following:

A chill fills the air as you enter this huge circular chamber. It is lined by large white metal cylinders – 24 in all. Each cylinder measures 12 feet high and 6 feet in diameter. White mist billows forth from cracks in the side of two of the cylinders.

In the center of the room is a pyramid-like object, measuring 8 feet in height and 6 feet long at the base of each side. The pyramid, which is made from a bronze-colored metal, is covered with switches and red blinking lights. A small clear globe floats a few inches above the peak of the pyramid. Inside the globe crackles a cloud of electric-purple mist.

To one side of the pyramid is a small metallic platform. Many of the weapons used by the ape-like inhabitants of this strange place rest on top of this platform. To the other side of the pyramid is one of these very same ape-like creatures, operating parts of the pyramid. When it sees you, it begins to press various lights and switches on the pyramid at a hurried pace.

The cylinders contain most of the crew of the buried spaceship – they have been held in a state of suspended animation for many centuries, ever since the ship first crashed at the Talons. A few kra-dhan were brought out of stasis during the initial crash, in a failed attempt to repair the craft. These became the ancestors of the white-furred, primitive kra-dhan that roam through the Talons today. Of the twenty-four cylinders in the room, twelve are empty, and twelve contain advanced kra-dhan still in stasis. The kra-dhan in the room has been given the duty of re-awakening the rest of the spaceship's crew.

Re-Awakening the Crew: Activating the re-awakening sequence for a given cylinder takes two full rounds. Those rounds do not have to be consecutive, so the kra-dhan can work on the pyramid computer one round, attack the characters the next, and then continue to work on the pyramid in the third round. Kra-dhan that come out of stasis must spend one full round recovering and doing nothing, apart from stepping out of the swirling, icy mist as their cylinder opens. After that, they can spend a round moving or collecting weapons from the nearby platform so that they can attack the characters. Kra-dhan that come out of suspended animation have identical statistics to the one operating the pyramid console.

The re-awakening of the crew begins as soon as the characters enter this area. If the party chooses to do nothing but observe, a newly-awakened kra-dhan emerges from a stasis cylinder on the third round and every two rounds thereafter until all remaining twelve kra-dhan are awake. If the characters act quickly, it is possible that no kra-dhan is brought out of stasis. Should the party destroy the pyramid console, they prevent all of the kra-dhan still in their stasis cylinders from ever being awakened. Depending on the characters' actions, this area can be very simple or very challenging.

Treasure: The weapons lying on the platform are 4 needlebows and 4 flamebows, as well as 2 frag grenades. All weapons are loaded with fully charged energy clips.

Tactics: The kra-dhan operating the pyramid console does his best to split time between defending the room against intruders and working on the re-

awakening sequences. He lobbs sonic grenades at the party first, then resorts to using a needlebow as a weapon. He only engages in melee combat as a last resort, but fights to the death defending the pyramid console. Other newly-awakened kra-dhan coming out of their cylinders pick up weapons from the platform next to the console as soon as they can, and use them to attack the party. They position themselves in front of the pyramid console in order to better defend it.

Advanced kra-dhan (1): CR 4; Large monstrous humanoid; HD 4d8+12; hp 28; Init +4; Spd 30 ft.; AC 15, touch 13, flat-footed 11; Base Atk +4; Grp +14; Atk/Full Atk Powerblade +9 melee (2d6) or bite +9 melee (1d4+6 plus poison) or needlebow +7 ranged (1d6) or sonic grenade +8 ranged (special); Space/Reach 10 ft./10 ft.; SA Improved grab, poison; SQ Darkvision 60 ft., low-light vision; AL LE; SV Fort +4, Ref +8, Will +5; Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10.

Skills and Feats: Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (sciences) +8, Listen +2, Move Silently +6, Search +5, Survival +3; Combat Reflexes, Weapon Focus (flamebow).

Poison: Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex.

Possessions: needlebow, sonic grenade, powerblade, 4 energy clips.

Area 3-16 – The Mess Hall: Read or paraphrase the following:

This long, narrow room is filled with long white tables and scores of shiny white chairs. The tables and chairs are made from a smooth, slick substance that is unknown to you. Along the northern wall are several small black metal cabinets and a single large metal cabinet. Embedded in the metal wall next to these cabinets is a single golden button. There is another door located on the other side of the room.

In the past this area was used by the advanced kra-dhan as a common eating area. However, with only a few advanced kra-dhan out of suspended animation, this room has not been used for some time.

The smaller black devices along the wall are food processors, able to produce gray, edible bars of nutrients that can serve as trail rations. Pressing the gold button produces a single bar. The devices can produce 60 bars before they need to recharge for a full day.

The larger device can be used to process the fruits (and pretty much any sort of edible item) into nutri-

ent bars. It is also activated by the gold button. The process eliminates any special properties possessed by the original item. Each pound of food processed translates into the creation of a new gray, edible bar.

Area 3-17 – The Biolab (EL 5): Read or paraphrase the following:

Electricity arcs madly across the ceiling of this circular chamber, which practically drips with silver wires and black hoses. The faint smell of burned flesh fills the air. At the far end of this room stand four white-furred ape-like creatures. They closely resemble the ape-men you have encountered in the swirling snow above, not the reddish creatures lurking in these strange underground corridors. The creatures appear to either be dead or unconscious, and are shackled to the wall by cruel, heavy restraining devices.

Guarding these creatures is a giant mechanical spider. With a scraping of metal gears, it turns away from its prisoners and focuses its attention upon you.

Confused by the presence of the primitive kra-dhan (and refusing to admit that they would evolve into gentle, simple creatures), the advanced kra-dhan collected some primitive specimens for study. The advanced kra-dhan in area 3-6 is generally responsible for this area of study; however, with only a few revived kra-dhan available to man the ship, the advanced kra-dhan has been splitting time between studies in this area and studying the white dragon and the remorhaz. An iron spider was left to guard the captured creatures and destroy them if necessary (an act of pure overkill, given that the creatures were badly wounded in their capture).

The primitive kra-dhan in the restraining devices are critically injured and are all currently at 0 hit points. They pose no threat to the characters unless they are healed and released from their restraints.

Mechanical Restraints: 1 in. thick, Hardness 20, 40 hp, Break DC 35.

Tactics: Unlike the other iron spider in area 2-6, this particular iron spider is programmed for combat, not collection. It uses its fire burst attack first, then immediately closes into melee combat. The spider fights until destroyed.

Iron spider: CR 5; Large construct; HD 4d10+30; hp 52; Init +3; Spd 30 ft.; AC 16, touch 12, flat-footed 13; Base Atk +3; Grp +14; Atk Slam +9 melee (1d10+7); Full Atk 6 slams +9 melee (1d10+7); Space/Reach 10 ft./10 ft.; SA Fire burst, paralysis gas cloud; SQ Construct traits, darkvision 60 ft., immunity to magic, low-light vision; AL N; SV Fort

+1, Ref +4, Will +0; Str 25, Dex 16, Con –, Int –, Wis 9, Cha 10.

Fire burst: 60-foot cone, free action once every 1d4+1 rounds (may not be used in same round as paralysis gas cloud attack), damage 2d6+2 fire. Reflex save (DC 18) is allowed for half damage.

Paralysis gas cloud: 30-foot cone, free action once every 1d4+1 rounds (may not be used in same round as fire burst attack), damage 1d4 plus renders all affected creatures paralyzed and unconscious for 1d6+6 rounds. Will save (DC 18) is allowed for half damage and to negate paralysis/unconsciousness. The paralysis gas cloud does not affect constructs or undead creatures.

Primitive kra-dhan (3): CR 4; Large monstrous humanoid (cold); HD 4d8+16; hp 0 each (maximum 35); Init +2; Spd 30 ft.; AC 14, touch 11, flat-footed 12; Base Atk +4; Grp +14; Atk Claw +9 melee (2d6+6) or sling +7 ranged (1d4+6); Full Atk 2 claws +9 melee (2d6+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6); Space/Reach 10 ft./10 ft.; SA Howl, improved grab; SQ Darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire; AL N; SV Fort +5, Ref +5, Will +6; Str 22, Dex 15, Con 19, Int 6, Wis 15, Cha 12.

Skills and Feats: Climb +6, Jump +7, Move Silently +4, Spot +4, Survival +3; Endurance, Toughness.

Howl: 30-foot radius, once per day, paralysis for 1d4 rounds, Will save DC 16 nullifies paralysis effect.

Area 3-18 – The Crew’s Quarters: Read or paraphrase the following:

This long, narrow room is lined with white bunks. Devoid of the blinking lights and whirring noises of other rooms in this peculiar underground place, it appears to be some sort of living quarters. The bunks are made for very large creatures, ten to fifteen feet tall. There are two dozen bunks in all. Next to each bunk is a tall, empty cabinet; at the foot of each bunk is a small metal locker.

Because most of the crew are still in suspended animation, this area is rarely used. The footlockers located by each bed are locked but not trapped. Searching through them produces little usable treasure, apart from one force shield loaded with a fully charged energy clip, and two breathing masks (also loaded with full clips).

A DC 20 Search check finds a loose panel in one of the walls. Moving the panel reveals an air duct that can be used as a crawlspace for humanoid creatures of Medium size or smaller. This crawlspace leads to area 3-7.

Area 3-19 – The Command Center (EL 7, 6): Read or paraphrase the following:

This circular chamber measures 50 feet in diameter. It appears more ominous than many of the other chambers you’ve explored – the walls in this chamber are flat black, not bright silver, and the room is dimly lit with cold blue flickering lights.

In the center of this chamber, stretching from floor to ceiling, is a clear glass cylinder filled with sinister green gas. A sword floats inside this cylinder. Electric sparks fly and sizzle as the sword slowly moves up and down.

At the far end of this room is a huge clear globe, with images flickering upon it like a giant crystal ball. You see images of figures attacking monsters with both swords and sorcery – after a moment, you are astonished to realize that the images are of yourselves and your recent exploits! A good half-dozen or so metal cabinets with blinking lights are located below the giant globe. Next to the globe is a metal cot and chest.

Standing before the globe and the cabinets is a shaggy ape-like creature. This one appears to be slightly larger than the others that you have encountered, and he wears some sort of curious metallic armor. He holds a glowing sword in one hand, and a bizarre-looking crossbow is strapped to his back.

The creature turns to face you. “I have studied your abilities,” it says in a harsh, growling voice. “You are worthy opponents. But I cannot allow you to take my power from me.” He raises his sword. “It is a pity that I must kill you all.”

The kra-dhan in this chamber is Merykare Setep, the commander of the ship. He realizes that with the crashed probe, their chances of returning to the Astral Plane have vanished – so conquest is his next goal. The plans laid out in area 3-11 are his invasion plans to first vanquish Kyarovsk, and then to conquer and enslave all of Ternyziem. He regards the characters with modest respect, but arrogantly believes that he can destroy them on his own.

The Sword: The sword in the cylinder is identical to the one in area 3-7. It can only be removed from the cylinder by the same two methods given in that area. The control panel to safely deactivate the cylinder is hidden in the floor just in front of Setep’s viewscreen device. Its location can only be determined with a successful DC 18 Search check; once located the panel can easily be slid open.

Otherwise, the cylinder is still trapped with omnium gas and the characters face the same dangers if it is shattered, unless they are protected by spells or the breathing masks found in area 3-10. (Setep does not have a mask... just a hint...) As with the sword in area 3-7, the removal of the sword from the cylinder results in a reduction of the chaotic effects on spells and magic items in the adventure within the spaceship and above ground at the Talons.

Tactics: Setep first uses a remote switch to turn off the lights in the room, leaving only the faintly-glowing glass cylinder in the center of the chamber as a light source. Characters with low-light vision or darkvision are unaffected by this change. Setep then uses his plasma grenades and needlepult to attack the party. If he senses that he has gained the upper hand, he charges into melee. He uses both his powerblade and his shock armor as weapons.

If the party attacks the cylinder rather than Setep, the kra-dhan commander positions himself to block the characters' attacks. He knows that destroying the cylinder cripples the ship (particularly if the one in area 3-7 has already been destroyed). Since he is arrogant to a fault, he may inadvertently let this information slip as he taunts the PCs in combat (GM's option).

Merykare Setep, advanced kra-dhan Ftr3: CR 7; Large humanoid (12 ft. 4 inches tall); HD 4d8+3d10+25; hp 64; Init +9; Spd 20 ft.; AC 16, touch 14, flat-footed 11; Base Atk +6; Grp +14; Full Atk powerblade +13 melee (2d6) or bite +13 melee (1d4+12 plus poison) or needlepult +11 ranged (1d8) or plasma grenade +11 ranged (1d6+6); Space/Reach 10 ft./10 ft.; AL LE; SV Fort +10, Ref +14, Will +11; Str 27, Dex 21, Con 20, Int 16, Wis 14, Cha 8.

Skills and Feats: Climb +3, Handle Animal +2, Intimidate +2, Jump +3, Ride +8, Swim +3; Cleave, Combat Reflexes, Dodge, Improved Initiative, Power Attack, Weapon Focus (powerblade).

Possessions: Shock armor (w/fully charged energy clip), powerblade, needlepult, 4 plasma grenades, 4 spare energy clips, 4 spare needle clips, universal translator.

Clear Cylinder: 6 in. thick, Hardness 8, 75 hp, Break DC 25, Climb DC 30.

Corrosive Gas Trap: CR 6; mechanical; touch trigger (breaking cylinder); automatic reset; spell effect (*cloudkill*, 10th-level wizard, automatically kills any living creature with 3 HD or less, kills all living creatures with 4-6 HD, DC 16 Fortitude save for 1d4 points of Constitution damage per round instead of death); Search DC 24, Disable Device 24.

Rewards

Reward experience normally for combat and traps in adventure. In addition, you may elect to award bonus XP to the party for exceptional action and heroic accomplishments. Use the list below as a guideline for awarding bonus experience points.

Action	XP Bonus
Avoiding the gas traps in areas 3-7 and 3-19	100 XP
Finding the hidden parchment (area 1-2B)	250 XP
Solving the riddle of the sacred stone (area 2-5)	250 XP
Rescuing Borys Rassylov	250 XP
Capturing Hjalmggeirr the Strong alive	500 XP
Shutting down the cryogenic chamber	500 XP
Capturing/destroying Merykare Setep	1,000 XP

Further Adventures

Based upon the events that occur in this adventure module, here are some additional ideas for further related adventures:

- Having returned triumphantly from the Talons, the characters are greeted as heroes in the town of Kyarovsk. While enjoying their newfound status, they hear disturbing tales of a rogue nobleman named Symeon Jornov. Several nearby towns have come under attack from Jornov and his mercenary army... an army equipped with strange bows capable of shooting fire. Is Jornov somehow connected to the Talons and the kra-dhan? Or is he just a madman hellbent on conquest? Regardless of the answers to those questions, only the characters can protect Kyarovsk from Jornov and his mercenary army...
- Grateful for his rescue, Borys Rassylov gives his thanks and praises to the characters... and then offers to hire them as part of his crew for his next expedition. It seems that Boris has built an even larger airship called the *Golden Hind*, which he intends to fly across the Endless Sea to a mysterious unnamed island. The island, mentioned only in a few obscure texts that Borys obtained from a mad scholar, is reputed to be home to a dying ancient civilization thought to be rich with gold and diamonds. Borys only wants the fame and glory for discovering this forgotten island. As for the fortune, he is more than happy to leave that to the characters, provided that they are willing to protect him from the many sinister dangers that lurk on the island.
- Word of the strange and wondrous devices found

by the characters at the Talons quickly spreads throughout Ternyziem and the surrounding kingdoms. A rich but eccentric sage from the faraway kingdom of Crieste named Candide Mérope promises the characters vast sums of gold to bring these devices to his secluded castle in the Ravengryffe Mountains. When the characters finally arrive at the castle, though, they discover that there is no gold. Instead, they find themselves trapped inside an ancient castle filled with sinister traps and the mad members of Mérope's family.

- Tales of the characters' encounters with the strange and secretive kra-dhan fuels great interest in the

ape-like humanoids. A group of Ternyziem scholars offer the characters a contract to explore the southern island of Sarai-al-Ghirai. It is believed that a race of secluded ape-like creatures called the isnashi live on this island. Based upon the descriptions of these creatures in ancient texts, the scholars believe that the isnashi may be somehow related to the kra-dhan of the north. Of course, in order to prove whether or not the two races are somehow connected, the characters must capture an isnashi specimen – and the PCs may find these elusive creatures to be more cunning and deadly than they bargained for...

Appendix 1: New Monsters

DRIFTMAN

Medium Aberration (Cold)

Hit Dice:	3d8+12 (25 hp)
Initiative:	+5
Speed:	20 ft. (4 squares)
AC:	13 (+1 Dex, +2 natural), touch 11, flat-footed 12
BAB/Grapple:	+2/+7
Attack:	Slam +7 melee (2d4+5)
Full Attack:	2 slams +7 melee (2d4+5)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Ice shards
Special Qualities:	Damage reduction 5/fire, darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire
Saves:	Fort +5, Ref +2, Will +2
Abilities:	Str 20, Dex 12, Con 18, Int 5, Wis 9, Cha 6
Skills:	Climb +6, Hide +4*, Move Silently +3
Feats:	Alertness, Improved Initiative
Environment:	Cold mountains
Organization:	Solitary, pair, or band (3–8)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Usually chaotic neutral
Advancement:	4–7 (Large); 8–15 (Huge)
Level Adjustment:	–

This animated snowdrift appears wild and destructive. It possesses a vaguely humanoid shape, which is often obscured by the snow and gusts of wind that constantly surround its body.

Driftmen are intelligent, shambling piles of snow. Animated by unknown means, these creatures are incapable of communicating with other creatures or of creating anything; they only exist to destroy.

Driftmen cannot survive in above-freezing temperatures.



For each round that a driftman is forced to spend in a non-freezing environment, it permanently loses 1 point of Constitution until it reaches zero Constitution points, at which time it is destroyed. Lost Constitution points cannot be recovered, save by a *wish* spell or the like.

COMBAT

Driftmen hide amongst snowdrifts, waiting to ambush their victims. Their aggressiveness is usually dictated by their surrounding weather conditions – on a calm and cold day, a driftman may attack its victims with caution; during blizzard-like conditions, they may attack with utter reckless abandon. They prefer to strike from behind when possible, letting their unsuspecting victims pass by before leaping out of their snowy surroundings to attack.

Ice Shards (Su): Once every 1d6 rounds, a driftman can hurl forth a spray-like attack of razor-sharp ice par-

ticles. This attack acts as a breath weapon attack, inflicting 4d6 points of damage in a 30-ft. cone. This temporarily blinds all affected creatures for 1d6+1 rounds, reducing their range of vision by half, and imposing a -2 penalty to all Initiative checks and a -4 penalty to all attack rolls for the duration of the effect. A DC 15 Reflex save is allowed for half damage; a successful save also avoids the blindness. The save DC is Constitution-based.

* **Skills:** Driftmen gain a +8 racial bonus to Hide checks in snowy environments (not included in above stats).

IRON SPIDER

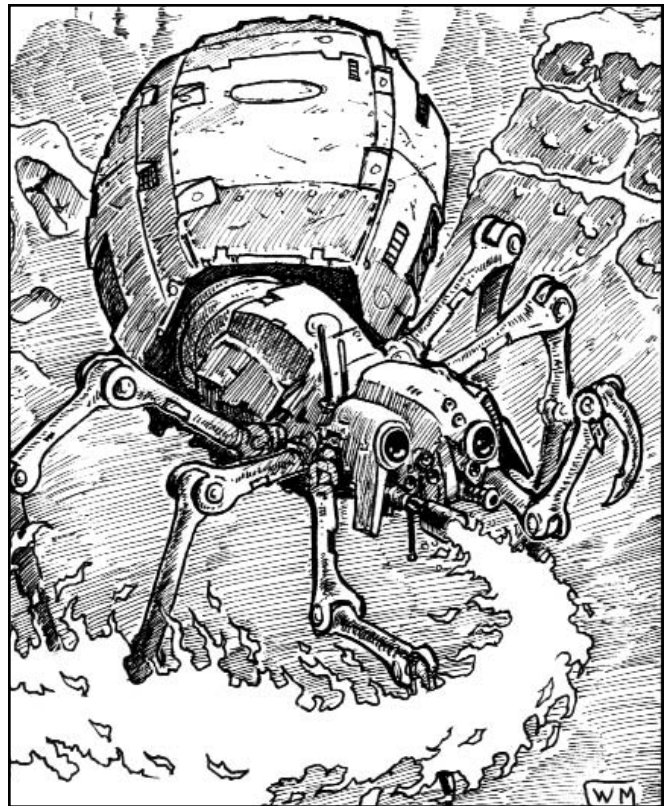
Large Construct

Hit Dice:	4d10+30 (52 hp)
Initiative:	+3
Speed:	30 ft. (6 squares)
Armor Class:	16 (+3 Dex, -1 size, +4 natural), touch 12, flat-footed 13
BAB/Grapple:	+3/+14
Attack:	Slam +9 melee (1d10+7)
Full Attack:	6 slams +9 melee (1d10+7)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Fire burst, paralysis gas cloud
Special Qualities:	Construct traits, darkvision 60 ft., immunity to magic, low-light vision
Saves:	Fort +1, Ref +4, Will +0
Abilities:	Str 25, Dex 16, Con -, Int -, Wis 9, Cha 10
Skills:	-
Feats:	-
Environment:	Any
Organization:	Solitary or gang (2-4)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement:	5-9 HD (Large); 10-18 HD (Huge)
Level Adjustment:	-

This automaton resembles a massive six-legged spider. Its body is covered with rivets and eerie green, glowing lights, and two long, thin tubes extending forth from its head like fangs.

The iron spider is a robotic construct that exists to protect its masters and destroy its enemies. Although they are normally only found as sentries or guardians aboard kra-dhan ships, rogue iron spiders are known to become lost from their masters. Iron spiders always respond to the verbal commands of an advanced kra-dhan, and obey such commands without hesitation. The response mechanisms of iron spiders are linked to the specific frequencies of the kra-dhan's voice range; other creatures are unable to verbally command these fierce constructs.

Iron spiders are approximately 8 feet tall and 15 feet wide. They weigh nearly 1,000 pounds. The two tubes



jutting out of their heads are powered weapons; one is a flamethrower, and the other is a paralysis gas ejector. Each weapon can only be used a maximum of six times before requiring reloading by an advanced kra-dhan. They cannot both be used in the same combat round.

COMBAT

If alone, an iron spider typically attacks a foe with either its flamethrower or gas ejector. It then assesses damage and its opponent's reaction to the attack before deciding to either engage in melee with a slam attack with one of its arms, or to retreat. Gangs of iron spiders act more boldly, working in unison to combine both ranged and melee attacks. Note that the commands of an advanced kra-dhan take precedence and override any other combat tactics an iron spider may consider.

Fire Burst (Ex): 60-foot cone, free action once every 1d4+1 rounds (may not be used in same round as paralysis gas cloud attack), damage 2d6+2 fire. Reflex save (DC 18) is allowed for half damage. The save DC is Constitution-based.

Paralysis Gas Cloud (Ex): 30-foot cone, free action once every 1d4+1 rounds (may not be used in same round as fire burst attack), damage 1d4 plus renders all affected creatures paralyzed and unconscious for 1d6+6 rounds. Will save (DC 18) is allowed for half damage and to negate paralysis/unconsciousness. The save DC is Constitution-based. The paralysis gas cloud does not affect constructs or undead creatures.

KRA-DHAN, ADVANCED

Large Monstrous Humanoid

Hit Dice:	4d8+12 (30 hp)
Initiative:	+4
Speed:	30 ft. (6 squares)
Armor Class:	15 (+4 Dex, -1 size, +2 natural), touch 13, flat-footed 11
BAB/Grapple:	+4/+14
Attack:	Powerblade +9 melee (2d6+6) or bite +9 melee (1d4+6 plus poison) or flamebow +7 ranged (1d8)
Full Attack:	Powerblade +9 melee (2d6+6) or bite +9 melee (1d4+6 plus poison) or flamebow +7 ranged (1d8)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Improved grab, poison
Special Qualities:	Darkvision 60 ft., low-light vision
Saves:	Fort +4, Ref +8, Will +5
Abilities:	Str 22, Dex 18, Con 16, Int 16, Wis 12, Cha 10
Skills:	Balance +5, Bluff +3, Concentration +5, Gather Information +2, Hide +2, Intimidate +3, Jump +7, Knowledge (arcana) +8, Knowledge (planes) +7, Knowledge (science) +8, Listen +2, Move Silently +6, Search +5, Survival +3
Feats:	Combat Reflexes, Weapon Focus (flamebow)
Environment:	Any
Organization:	Solitary, pair, platoon (3-6), or squadron (7-12 with 1 leader of 2nd-5th level)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Usually lawful evil
Advancement:	By character class
Level Adjustment:	+3

This ape-like humanoid stands 10 feet tall. Its body is covered in long, shaggy red fur, which is braided on the head and forearms. It has large, intelligent eyes that are pure black, and small but sharp-looking fangs.

Arrogant and proud, these highly intelligent, 10-foot tall ape-like humanoids are nomadic dimensional travelers, determined to explore and conquer all that they find. The origins of the kra-dhan are shrouded in mystery. Though their beginnings lie on some forgotten world in a faraway dimension, their nomadic nature and scientific knowledge have led them to travel the various planes of existence. The majority of these large and furry ape-like creatures inhabit the Astral Plane, traveling in strange ships that are a blend of scientific genius and arcane supremacy.



The majority of advanced kra-dhan are extremely intelligent. They have a gift for understanding both science and sorcery, and have been able to blend the two together seamlessly. Their weapons and their technology are the result of this hybrid synergy of magic and science. Their greatest achievement in this regard has been the creation of dimensional ships, capable of traveling between the planes with ease. Some of these ships have hulls that are hundreds of feet long, and can transport scores of advanced kra-dhan.

Although exceptionally smart and talented, the advanced kra-dhan are arrogant, vile creatures. They do not view any other intelligent races as remotely their equal, and regard most other creatures as worthy of only slavery or death. This arrogance invariably leads them to war with other civilizations, and may prove to ultimately be their downfall. On the Astral Plane, where the majority of advanced kra-dhan live, they have been engaged in a centuries-old war with another race of sinister, psionically gifted humanoids... and the kra-dhan are slowly but surely losing that war.

Kra-dhan are tall, reaching 10 feet in height as adults. Their bodies are covered in long, shaggy red fur, which is often braided on their heads and forearms. They have large eyes that are pure black, and small but sharp fangs that drip with poison. On extremely rare occasion, a kra-dhan possesses psionic gifts; in all of these cases, the gifted kra-dhan's fur is pure black.

COMBAT

Advanced kra-dhan despise a fair fight. Due to their militaristic nature, they prefer to attack with superior numbers and firepower whenever possible. They are cunning and ruthless strategists, analyzing each combat scenario that they face to exploit any and all advantages that they can find. However, this analysis often proves to be their downfall, as they do not function well without a plan. If forced to improvise, or to rely on instinct rather than intellect, advanced kra-dhan often hesitate and are susceptible to attacks of brute force.

Poison (Ex): Bite, Fortitude DC 12, initial and secondary damage 1d4 Dex. The save DC is Constitution-based.

ADVANCED KRA-DHAN AS CHARACTERS

Most advanced kra-dhan leaders are fighters or fighter/rogues. Advanced kra-dhan clerics worship the gods of secrets or tyranny, and can choose any two of the following domains: Evil, Knowledge, Law, Magic, and War.

Advanced kra-dhan characters possess the following racial traits:

- +8 Strength, +2 Constitution, +2 Intelligence.
- Large size. –1 penalty to Armor Class, –1 penalty on attack rolls, –4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.
- An advanced kra-dhan's base land speed is 30 feet.
- Darkvision out to 60 feet.
- Racial Hit Dice: A advanced kra-dhan begins with four levels of monstrous humanoid, which provides 4d8 Hit Dice, a base attack bonus of +4, and base saving throw bonuses of Fort +1, Ref +4, and Will +4.
- Racial Skills: An advanced kra-dhan's monstrous humanoid levels give it skill points equal to 7 x (2 + Int modifier). Its class skills are Balance, Bluff, Concentration, Gather Information, Hide, Intimidate, Jump, Listen, Move Silently, Search, and Survival.
- Racial Feats: An advanced kra-dhan's monstrous humanoid levels give it two feats.
- +2 natural armor bonus.
- Automatic Languages: Kra-dhan. Bonus Languages: Common, Elven.
- Favored Class: Fighter.
- Level adjustment +3.

KRA-DHAN, PRIMITIVE

Large Monstrous Humanoid (Cold)

Hit Dice:	4d8+16 (37 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
Armor Class:	14 (+2 Dex, –1 size, +3 natural), touch 11, flat-footed 12
BAB/Grapple:	+4/+14
Attack:	Claw +9 melee (2d6+6) or bite +9 melee (1d4+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6)
Full Attack:	2 claws +9 melee (2d6+6) or bite +9 melee (1d4+6) or club +9 melee (1d6+6) or sling +7 ranged (1d4+6)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Howl, improved grab
Special Qualities:	Darkvision 60 ft., immunity to cold, low-light vision, vulnerability to fire
Saves:	Fort +5, Ref +6, Will +6
Abilities:	Str 22, Dex 15, Con 19, Int 6, Wis 15, Cha 12
Skills:	Climb +7, Jump +7, Move Silently +4, Spot +4, Survival +3
Feats:	Endurance, Toughness
Environment:	Cold mountain; underground
Organization:	Solitary, pair, band (3-6), or gang (7-12)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Usually neutral
Advancement:	By character class
Level Adjustment:	+2

This hulking ape-like humanoid stands almost 12 feet tall. It has long, jagged claws and is covered in a coat of pure white shaggy fur.

While simpler and more tranquil than the advanced kra-dhan from which they evolved, the primitive kra-dhan are far better adapted to survive in the winter wilderness. Like their more advanced ancestors, primitive kra-dhan are a hulking race of tall, furry humanoids. However, in the centuries since they originally crashed in the northern wilderness of Ternyziem, the primitive descendents of those crash survivors have become far different from their ancestors. The keen intelligence of the advanced kra-dhan has been lost by their primitive descendants, as has the inclination for all things mechanical and technological. The primitive kra-dhan have also lost the aggressive, evil nature of their ancestors. They are ordinarily peaceable, gentle giants, preferring to live in relative isolation in the icy wilderness. Unlike the advanced kra-dhan, the primitive kra-dhan have adapted well to their arctic environment, although the adaptation has made them far more susceptible to fire.

Primitive kra-dhan are basically shy scavengers, inhabiting small, secluded areas of the arctic wilderness in loose tribes. They are generally fearful and distrusting of other races, although over time they have been known to grudgingly accept friendly contact with other creatures, such as elves.

Primitive kra-dhan are slightly taller than advanced kra-dhan, and typically stand about 12 feet in height. The poisonous fangs have disappeared and been replaced with long, jagged, non-poisonous claws. Additionally, while their fur remains shaggy and long, the coloring of the primitive kra-dhan is pure white, not red.

COMBAT

Ordinarily, primitive kra-dhan are non-violent creatures, and prefer to run from combat rather than fight. However, if forced to fight they can be deadly opponents, using their massive strength to pulverize their foes either with their claws or a crude club. They also possess a loud, shrill howling attack that they may utilize to temporarily incapacitate their enemies.

Howl (Ex): All creatures within a 30-foot radius of a howling primitive kra-dhan must succeed on a DC 16 Will save or be paralyzed for 1d4 rounds. This howling attack may only be used once per day. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a primitive kra-dhan must hit an opponent at least one size category smaller than itself with its claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

PRIMITIVE KRA-DHAN AS CHARACTERS

Most primitive kra-dhan leaders are either fighters or clerics. Primitive kra-dhan clerics worship woodland deities and can choose any two of the following domains: Animal, Good, Plant, and Sun.

Primitive kra-dhan characters possess the following racial traits:

- +8 Strength, +2 Constitution, -4 Intelligence.
- Large size. -1 penalty to Armor Class, -1 penalty on attack rolls, -4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.
- A primitive kra-dhan's base land speed is 30 feet.
- Darkvision out to 60 feet.
- Racial Hit Dice: A primitive kra-dhan begins with four levels of monstrous humanoid, which provides 4d8 Hit Dice, a base attack bonus of +4, and base saving throw bonuses of Fort +1, Ref +4, and Will +4.



- Racial Skills: A primitive kra-dhan's monstrous humanoid levels give it skill points equal to 7 x (2 + Int modifier). Its class skills are Climb, Jump, Move Silently, Spot, and Survival.
- Racial Feats: A primitive kra-dhan's monstrous humanoid levels give it two feats.
- +3 natural armor bonus.
- Automatic Languages: Kra-dhan. Bonus Languages: Common, Elven.
- Favored Class: Barbarian.
- Level adjustment +2.

Appendix 2: New Spells

Cold Blood

Transmutation

Level: Sor/Wiz 3

Components: V, S, M

Casting Time: 1 standard action

Range: Touch

Effect: Living creature touched

Duration: Instantaneous

Saving Throw: Fortitude partial

Spell Resistance: Yes

This spell causes the affected creature's blood to literally freeze. The spellcaster must succeed on a melee touch attack to affect the target. If successfully touched the affected creature must make a Fortitude save or suffer 2d4 hit points of damage +1 hit point per caster level. Additionally, the affected creature takes 1d2 points of initial Dexterity damage, and 1d2 points of secondary Dexterity damage one minute later. Affected

creatures that successfully make a Fortitude save only take 1d4 hit points of damage, and do not suffer any penalties to Dexterity.

Material Components: A drop of the caster's blood, and a polar bear's tooth.

Ice Blade

Conjuration (Creation)

Level: Sor/Wiz 2

Components: V, S, M

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./ 2 levels)

Effect: One creature/level, no two of which can be more than 20 ft. apart

Duration: 1 round/level (D)

Saving Throw: None

Spell Resistance: No

Ice blade creates magic weapons made out of ice. These weapons are considered to be the equivalent of steel, masterwork quality weapons for the duration of the spell. The weapons created by the spell can either be short swords, longswords, or greatswords, though all of the weapons created by each casting of the spell must be the same.

These weapons automatically appear in the hands of any creatures in the spell's area of effect that the spellcaster selects; however, if these creatures are already holding an object in their hands when the spell is cast, they are automatically forced to drop that object in order to hold the *ice blade*. They can use the *ice blade* without penalty immediately, and until the duration of the spell ends. A selected creature may only be given one *ice blade* with the initial casting of the spell (though the creature may pick up more after the spell is cast).

An *ice blade* struck with any fire attack is automatically destroyed.

Ice Shield

Conjuration (Creation)

Level: Sor/Wiz 2

Components: V, S

Casting Time: 1 standard action

Range: Personal

Effect: You

Duration: 1 round/level (D)

Saving Throw: None

Spell Resistance: No

A fierce, swirling wind of snow and ice surrounds the spellcaster as *ice shield* is cast, making the caster difficult to see as well as potentially deflecting any attacks aimed at him. For the duration of the spell, the caster receives a +4 AC bonus against all ranged attacks, and

a +2 bonus against all melee attacks. While the *ice shield* does not provide any additional protection against touch attacks, it may be used for cover. Additionally, the spellcaster receives a +4 bonus to all Hide checks in outdoor settings only; this bonus does not apply if the spell is cast indoors.

Web of Frost

Conjuration (Creation)

Level: Sor/Wiz 3

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: 5-ft.-radius/level spread

Duration: 1 round/level

Saving Throw: Reflex negates damage only; see text

Spell Resistance: No

This spell takes ambient moisture in the air and instantly freezes it, creating a complex matrix of thin ice strands. Unlike a standard *web* spell, these strands are not sticky and cannot entangle creatures trapped inside; however, any creature caught in these icy strands finds movement to be extremely difficult. Touching the strands may also cause freezing damage to those caught within the spell's area of effect.

Any creature standing in the spell's area of effect when it is cast must make a Reflex save. If this save succeeds, the creature manages to avoid touching any of the strands as they are created, and also avoids the freezing damage suffered by touching one of these newly-created strands. Otherwise, the creature suffers 1d8 points of cold damage. Additionally, all creatures caught within the *web of frost* are considered to be flat-footed for the duration of the spell, and lose all bonuses to initiative during this time.

Creatures can escape the *web of frost* by smashing through the icy strands; however, they are tough, and creatures caught in the spell's area of effect can only smash through 10 feet of icy strands at a time as they attempt to escape. Breaking through ice strands counts as a free action. Affected creatures can also attempt to break loose instantly by using a standard action during the round, and making a DC 18 Strength check or a DC 20 Escape Artist check. Creatures that successfully make either check manage to escape completely at the end of that round. Unsuccessful creatures may continue to break loose on subsequent rounds, although they must continue to use a standard action each round to make such attempts.

Creatures that are not initially caught by the *web of frost*, but wander into the spell's area of effect in the course of the spell's duration, are also considered to be flat-footed for the remainder of the duration of the spell, and lose all bonuses to initiative. They must escape the

spell's area of effect in the same manner as a creature initially trapped within the *web of frost*. The spellcaster can make the spell's area of effect anywhere from a minimum of 5 feet in radius to the maximum radius dictated by the spellcaster's level.

Material Components: A strand of spiderweb from a black widow, and a shard of ice.

Appendix 3: High-Tech Equipment

Part of the fun of this adventure is the mixing of science fiction with a fantasy setting – after all, there's something cool about playing a barbarian with a laser pistol! If played as a “one-shot” adventure, this module shouldn't cause any problems for either the GM or the players. However, if this module is being used as part of a GM's ongoing campaign, the high-tech equipment covered in this adventure may have the potential to cause a few headaches.

The GM should keep in mind that the characters don't really have a good way of learning how to use their newfound equipment (the kra-dhan certainly aren't about to train the PCs in how to use them!), so there may be a lot of “trial and error” – and wasted power charges – before the characters become proficient with their new weapons. Unless otherwise noted in the areas in which the high-tech items are found, or unless the characters have a chance to observe high-tech equipment being used, it should be assumed that all high-tech weapons require a successful DC 30 Intelligence check just to figure out how to activate and operate them, and all other high-tech equipment requires a successful DC 26 Intelligence check. A +4 check bonus applies to high-tech weapons and equipment that can be observed in action (or for which the PCs otherwise gather information on their use).

A character failing an Intelligence check does not understand the fundamentals of how the high-tech item in question works. (At the GM's discretion, missing a check by 10 or more points indicates the item is used incorrectly. For example, a jet pack may be worn upside down, slamming the character wearing the pack straight into the ground. In such cases, it should be assumed that the character learns from the mistake and won't make the same mistake again.

A character that fails a check cannot make a new check until some other character that has successfully used the item in question explains the basics of how it works; at this time, the character that failed the check can be shown how to use the item. Once the basics are understood, weapons should be treated as exotic for proficiency purposes.

It should also be kept in mind that the main limitations to the weapons – provided that the characters figure out how to use them with any proficiency – is the power source. Almost all of them run off an energy clip, and with the destruction of area 3-14, the characters have no way of recharging the clips short of a *wish* spell. This should make sci-fi weapons a temporary effect for an ongoing campaign, as most of these weapons should only realistically last one or two adventures past this one before running empty.

The possible exceptions are the needlebow and the needlepult, the only high-tech weapons not reliant on energy clips. If the GM so desires, needle ammunition can be re-created by the characters or by a skilled artisan; however, making new needle ammunition for the needle clips should cost approximately 1 gp per needle, and can only be successful with a DC 20 Craft check, or with a *fabricate* spell using the same DC.

If the GM is uncomfortable with the sci-fi equipment, he should feel free to substitute those items with conventional equipment. A flamepult can easily be converted into a masterwork heavy crossbow, while the healing vest can be made into a *potion of cure light wounds*, and so on.

The science fiction aspect of Talons of the Horned King is certainly meant to be fun, but it does have the potential to wreak havoc in an ongoing campaign. Be sure to think about the limits that you may want to set for the characters. Then again, if you think this is something that could be lots of fun for your campaign – a strange blend of sci-fi and fantasy – by all means, add more energy clips and weapons into the adventure and have a blast! Just make sure it fits your vision of your campaign, and think about whether or not the items found in this adventure can either help or hurt any future adventures that you may have planned for your gaming group.

Unless otherwise noted below, all high-tech items require a standard energy clip for power. Items requiring an energy clip either use 1 charge per round of use, or in the case of ranged weapons, 1 charge per shot taken. Costs listed for each item are assumed to be the price that a collector of strange and exotic items would pay for a curiosity from the Talons. If the value of these items can be demonstrated to a potential buyer (or, conversely, if the characters fail to convince anyone that the items are little more than fancy paperweights), the GM should feel free to adjust these prices. For the most part, these items would only interest collectors of strange items (which can serve as a good introduction for a future adventure), so selling large quantities of these items may prove to be very difficult.

High Tech Weapons

Flamebow: A laser pistol that vaguely resembles a metallic silver crossbow, the flamebow shoots thin blue bolts of light. Flamebows may only be fired once per round, no matter how many attacks the character may have.

Flamepult: These laser rifles look like gigantic, unwieldy versions of the flamebow. Flamepults also shoots thin blue bolts of light, but have a much greater range than the flamebow. Characters with a Strength of less than 20 and/or smaller than Medium size must operate the flamepult with 2 hands. Like flamebows, flamepults may only be fired once per round, no matter how many attacks the character may have.

Frag Grenade: These thin, round, light disks resemble large gold coins nearly a foot in diameter. Each disk has a large black button on its side. Pressing the button activates the grenade – at the end of the round after the button is pressed and thrown, the grenade explodes, dealing damage in a 10-foot radius from its point of impact. Targets within the area of effect can attempt a DC 16 Reflex save to take half damage. Frag grenades require a full energy clip in order to operate.

Needlebow: This weapon resembles a flintlock dueling pistol, completely crafted out of heavy golden metal. The weapon has three barrels, which fire needle-like metal projectiles that are about three inches long. Needlebows do not rely on energy clips for power; instead, they use needle clips, which hold 30 needle projectiles per clip. Three needles are fired per shot. A needlebow holds only one clip. Needlebows may be fired multiple times per round, if the character has multiple attacks.

Needlepult: These weapons resemble huge flintlock blunderbusses, made entirely from a strange and heavy gold-colored metal. Each of these weapons has six barrels,

which fire needle-like projectiles. Characters with a Strength of less than 20 and/or smaller than Medium size must operate the needlepult with 2 hands. Like needlebows, needlepults do not rely on energy clips for power; instead, they use needle clips. Six needles are fired per shot. A needlebow can hold up to four clips simultaneously. Needlepults may also be fired multiple times per round, if the character has multiple attacks.

Plasma Grenade: Like frag grenades, these small disk-like objects resemble large silver coins nearly about six inches in diameter. The disks have a large black button on their sides. Pressing the button activates the grenade; at the end of the round after the button is pressed and thrown, the grenade explodes, dealing damage in a 10-foot radius from its point of impact. Additionally, creatures caught within the blast radius continue to take 1 point of fire damage per round for the next 1d6 rounds, unless the affected target takes a standard action to extinguish the flames (rolling on the ground, dousing flames with water, etc.). Targets within the area of effect can attempt a DC 16 Reflex save to take half damage. Plasma grenades require a full energy clip in order to operate.

Powerblade: A powerblade is a plasma-powered sword. Equivalent in length and balance to a longsword, the slender metal blade of the powerblade is surrounded with glowing orange plasma energy when switched on. If switched off, the blade can still be used as a weapon, but only does 1d4 points of damage. Since the damage from this weapon is based on energy, creatures using this weapon do not gain a Strength bonus to damage when using this weapon.

Shockstick: Resembling a short, blunt rod of steel, a shockstick sends powerful electrical shocks through any living creature that it strikes. Although the weapon causes no damage, creatures hit with a shockstick must make a successful DC 16 Fortitude save or be knocked unconscious for 4d6 rounds. If switched off, the stick

High-Tech Weapons	Cost	Dmg (S)	Dmg (M)	Critical	Range Inc.	Weight	Type
<i>One-Handed Melee Weapons</i>							
Powerblade	1,000 gp	1d8	2d6	19-20/x2	–	2 lb.	Slashing
Shockstick	800 gp	Special	Special	–	–	1 lb.	Special
<i>Ranged Weapons</i>							
Flamebow	900 gp	1d6	1d8	19-20/x2	80 ft.	8 lb.	Slash/Pierce
Flamepult	2,000 gp	2d4	2d6	19-20/x2	160 ft.	30 lb.	Slash/Pierce
Frag Grenade	500 gp	1d8	1d12	–	10 ft./10 ft.	2 lb.	Piercing
Needlebow	800 gp	1d4	1d6	–	60 ft.	6 lb.	Piercing
Needlepult	1,700 gp	1d6	1d8	–	90 ft.	24 lb.	Piercing
Plasma Grenade	700 gp	1d4+4	1d6+6	–	10 ft./10 ft.	2 lb.	Fire
Sonic Grenade	400 gp	Special	Special	–	10 ft./10 ft.	1 lb.	Special

only does 1d2 points of bludgeoning damage.

Sonic Grenade: A sonic grenade resembles a flat gray oval rock, about the size of a potato. It has a silver switch located on its side. Once the switch is pressed, the holder of the grenade has one round to throw the weapon – after this, the grenade begins to emit an ear-piercing shrieking noise, which affects all living creatures within a 10-foot radius of its point of impact. Creatures caught within the grenade’s area of effect take no damage, but must make a successful DC 18 Will save or be considered flat-footed while in the grenade’s area of effect. Affected creatures also lose all Initiative bonuses while in the area of effect, and suffer a –2 penalty to all attack and skill rolls. Creatures making a successful save are unaffected by this sonic assault.

Once activated, the sonic grenade continues to emit its sonic attack for 4d4 rounds, at which time it finally drains its energy clip of power and deactivates. Creatures that fail their saving throw can leave the area of effect; however, to do so takes a full action, at which time no other actions may be attempted for the round. All penalties suffered by the sonic attack immediately disappear upon leaving the area of effect of the sonic grenade.

High Tech Armor

Force Armor: When inactive, this device resembles nothing more than a black leather belt with an ornate golden buckle. However, by pressing a small toggle switch on the “buckle,” a shimmering energy field surrounds the wearer of the belt, providing formidable protection from attacks. The force armor generated by the belt requires an energy clip in order to be used. Once activated, the force armor automatically sizes itself to the shape of its wearer; creatures from Diminutive to Huge size can effectively use this device.

Force Shield: Inactive, this device resembles a silver ring. When the ring is gently squeezed, the ring generates a disk of energy, which is approximately the size of a heavy steel shield. This energy disk may be used as a shield and is effectively weightless. The force shield generated by the ring is too small to use an energy clip – instead, it is “disposable,” lasting only up to 10 rounds

total before become nothing more than an inert trinket.

Plastic Armor: This high-tech armor is made from dull red plastic plating that is surprisingly sturdy. Each of the joints is protected by a flexible black rubber that is also quite tough. The plastic armor is made specifically for the kra-dhan, who are Large-sized; unlike the other high-tech armors, which automatically resize themselves to the wearer’s form, the plastic armor is best suited for Large-sized characters. Characters of Medium size or less face standard challenges for wearing armor not of their own size. Plastic armor is not powered and does not require an energy clip for use.

Shock Armor: Like force armor, upon first glance this device resembles nothing more than a small silver belt with an ornate black buckle. However, by pressing a small toggle switch on the “buckle,” a loud, sizzling energy field surrounds the wearer of the belt. The noise created by the belt forces the wearer to take a –4 penalty to all Hide and Move Silently checks while the shock armor is activated.

While not quite as powerful as force armor, shock armor has the distinction of being a weapon as well as armor. Any creature that directs a touch attack against the wearer of the shock armor, or uses a metal weapon in melee combat against the wearer, must make a successful Fortitude save (DC 16) or take 1d4 points of electrical damage (successful save negates). Additionally, if the wearer decides to make a touch attack against an opponent, the touch attack also deals 1d4 points of damage, with a saving throw as listed immediately above. This attack can only be a direct touch attack; if the wearer of the shock armor uses another melee weapon or object when attacking an opponent – even a metal weapon or object – the effect generated by the shock armor cannot be used as part of that attack.

The force armor generated by the belt requires an energy clip in order to be used. Once activated, the force armor automatically sizes itself to the shape of its wearer; creatures from Diminutive to Huge size can effectively use this device.

High-Tech Armor	Cost	AC Bonus	Max. Dex Bonus	Check Penalty	Spell Failure	Speed (30 ft.)	Speed (20 ft.)	Wt.
Force Armor	2,000 gp	+5	+5	–1	45%	30 ft.	20 ft.	10 lbs.
Force Shield	700 gp	+4	+6	0	20%	–	–	–
Plastic Armor	1,600 gp	+3	+4	–3	10%	30 ft.	20 ft.	20 lbs.
Shock Armor	2,200 gp	+4	+5	–1*	45%	30 ft.	20 ft.	10 lbs.

* See below

High Tech Equipment

Breathing Mask: When placed over a humanoid creature's face, the microscopic filters in this transparent mask automatically filters and converts all surrounding atmosphere into breathable air for the mask's wearer. Poisonous gases, magical gases, and other breathable substances have no effect on the wearer of the mask while it is activated. Additionally, the mask can be used for breathing underwater. The breathing mask requires an energy clip in order to be used; once the energy clip is used up, another must be inserted into the base of the mask to keep it active. Creatures wearing a breathing mask do not suffer any penalties to their vision, as the mask itself is made from a clear and transparent material. This material is also quite stretchy and flexible, and can be worn by any humanoid creature of Diminutive to Huge size.

Healing Vest: This high-tech device resembles a shimmering vest made from silvery cloth. When placed upon an injured humanoid creature and activated, the vest effectively acts as a *potion of cure light wounds*, healing the injured creature. The healing vest completely uses an entire energy clip every time a creature is healed; while the vest itself can be used repeatedly, a fresh energy clip must be connected to the vest every time the healing process is to be activated. The device may be used effectively on any humanoid creature of Huge size or smaller.

Jet Pack: This heavy, metallic backpack blasts bursts of cool blue flame when activated, allowing its wearer to fly as per a *potion of flying*. In terms of flight, the only difference between the jet pack and the *potion of flying* is the flight duration – the jet pack can only maintain flight as long as it has energy. Unlike most of the other kra-dhan high-tech devices, up to two energy clips can be loaded into the jet pack, allowing the user a maximum of 20 rounds of flight before the pack runs out of energy and shuts down.

Sonic Lockpick: This small metal cylinder can be used to deactivate mechanical locks and devices. The user of the sonic lockpick gains an additional Open Locks modifier of +10, and an additional Disable Device modifier of

+10 while the device is active. The Disable Device skill applies only to mechanical devices. The sonic lockpick requires an energy clip in order to be utilized, and consumes a charge of energy each time the Open Locks or Disable Device modifiers are used.

Universal Translator: This device resembles a small metallic spider, about the size of a human fist. By attaching the device to an individual's throat, the item gives its wearer the ability to both speak and understand the languages of any intelligent creatures within a 50-foot radius (similar to a *tongues* spell). It does not, however, give the wearer the ability to read or write any additional languages. The translator uses an energy clip for power; however, unlike other advanced kra-dhan devices, the translator uses 1 charge per hour of use, rather than 1 charge per round.

Energy Clip: These small, virtually weightless items power virtually all of the weapons and devices created by the advanced kra-dhan. Measuring about the size of a human index finger, these metallic cylinders contain 10 standard charges of energy. Unless otherwise noted, a charge permits 1 round of usage for a device, or 1 discharge of energy for a weapon. Once all 10 charges are used, the energy clip is useless, unless it can be recharged at a standard recharging station. Fully recharging a clip takes 10 minutes. Destroying an energy clip causes no adverse affects. 1/2 in. thick, Hardness 4, 5 hp, Break DC 10.

Needle Clip: These somewhat clunky items hold ammunition for needlebows and needlepults. Each clip is a canister measuring 6 inches in diameter and 1 foot in height. Each clip holds 30 metallic needles as ammunition. These metallic needles resemble long sewing needles that measure 3 inches in length. Clips can be re-used and re-loaded, provided that additional needles are available for ammunition; re-loading a clip takes a full round action. Destroying a needle clip causes no adverse affects. 6 in. thick, Hardness 4, 6 hp, Break DC 12.

Misc. High-Tech Equipment	Cost	Weight	Brief Description
Breathing Mask	700 gp	1 lb.	Protects wearer from poisonous gases
Energy Clip	250 gp	1/2 lb.	Provides energy to weapons and devices
Healing Vest	350 gp	5 lbs.	Provides healing as per cure light wounds
Jet Pack	1,150 gp	14 lbs.	Allows limited flight abilities to wearer
Needle Clip	100 gp	1/2 lb.	Provides ammunition source for needle weapons
Sonic Lockpick	1,350 gp	1 lb.	Provides bonus to Open Lock/Disable Device skills
Universal Translator	1,150 gp	1 lb.	Allows wearer to speak and comprehend languages

MY APPRENTICE OGHUL -

Beware the Savage Kra-dhan!
 AND BEWARE THEIR STRANGE SYMBOLS AND RELICS!
 THE FALLEN STAR HAS TWISTED THE SORCEROUS ARTS
 AND CORRUPTED THE VERY HEART OF MAGIC ITSELF!

THE MYSTERY OF THE FALLEN STAR IS DARK AND DEEP -
 HOWEVER, I HAVE LEARNED A FEW OF ITS SECRETS

KNOW THAT THREE FIRES BRING STRENGTH

KNOW THAT THREE RAINS BRING SORROW

KNOW THAT THREE MOONS BRING MADNESS

KNOW THAT THREE SUNS BR

Trim along dotted line.

Permission granted to photocopy this page for personal use.

OGHUL -

RETURN TO THE CAVES AS SOON AS POSSIBLE. WE ATTACK
 THE HUMAN VILLAGE IN FOUR SUNSETS. THEY THINK THE
 WHITE APES WANT TO DESTROY THEM. FOOLISH. THANK THE
 MAKER THAT THE FALLING STAR CAME AND MADE THE APES ANGRY.
 AS LONG AS THE HUMANS THINK THE APES ATTACK THEIR WAGONS,
 WE STAY SAFE.

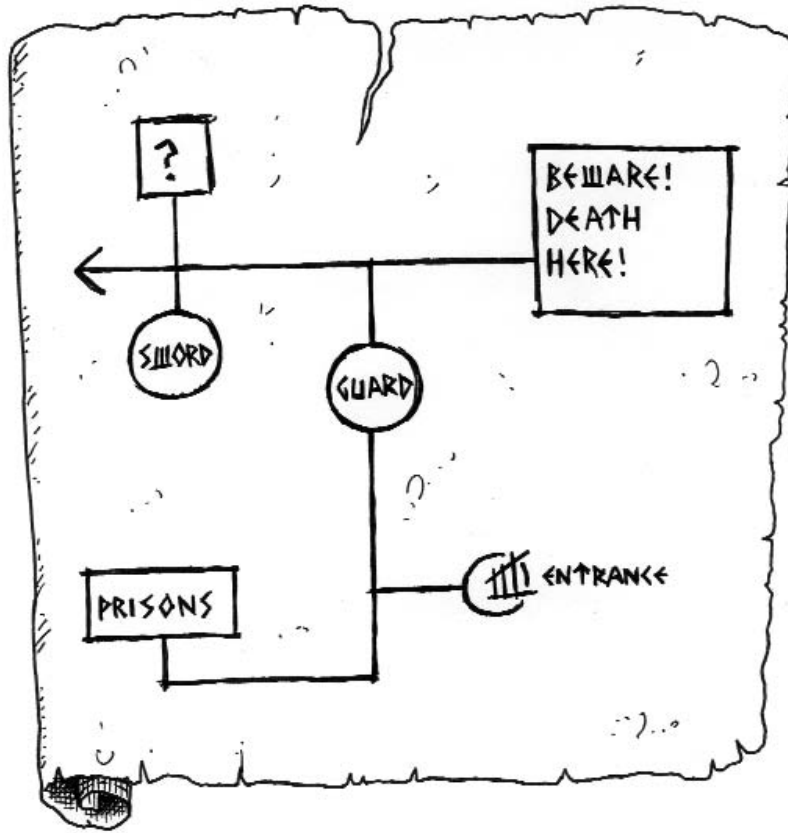
FIND US A NEW CAMP AT THE TALONS. THE CAVES ARE NOT
 SAFE. IF YOU FAIL, WE GO BENEATH THE TALONS ONCE MORE.
 I KNOW SECRETS THAT STOP THE GREEN DEATH. THE WITCH
 BATU SAYS THAT LIGHTNING CAUSES FIRE, THEN FIRE -
 THAT IS THE SECRET TO SAFELY ENTERING THE METAL
 CATACOMBS BENEATH THE TALONS. IF SHE LIES I SHALL
 SLIT THE WITCH'S THROAT MYSELF.

VICTORY IS OURS.

MUKHUR



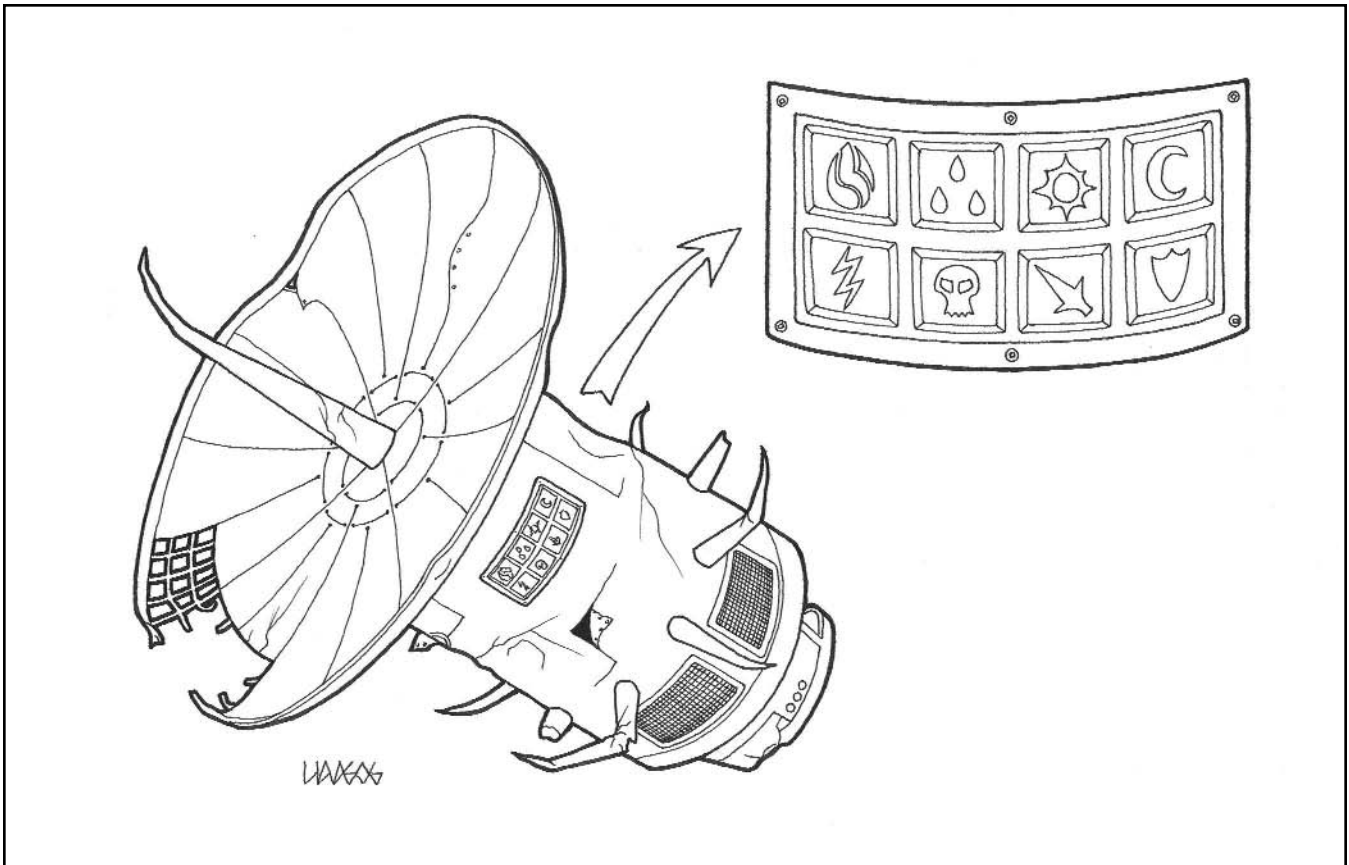
Players' Handout C

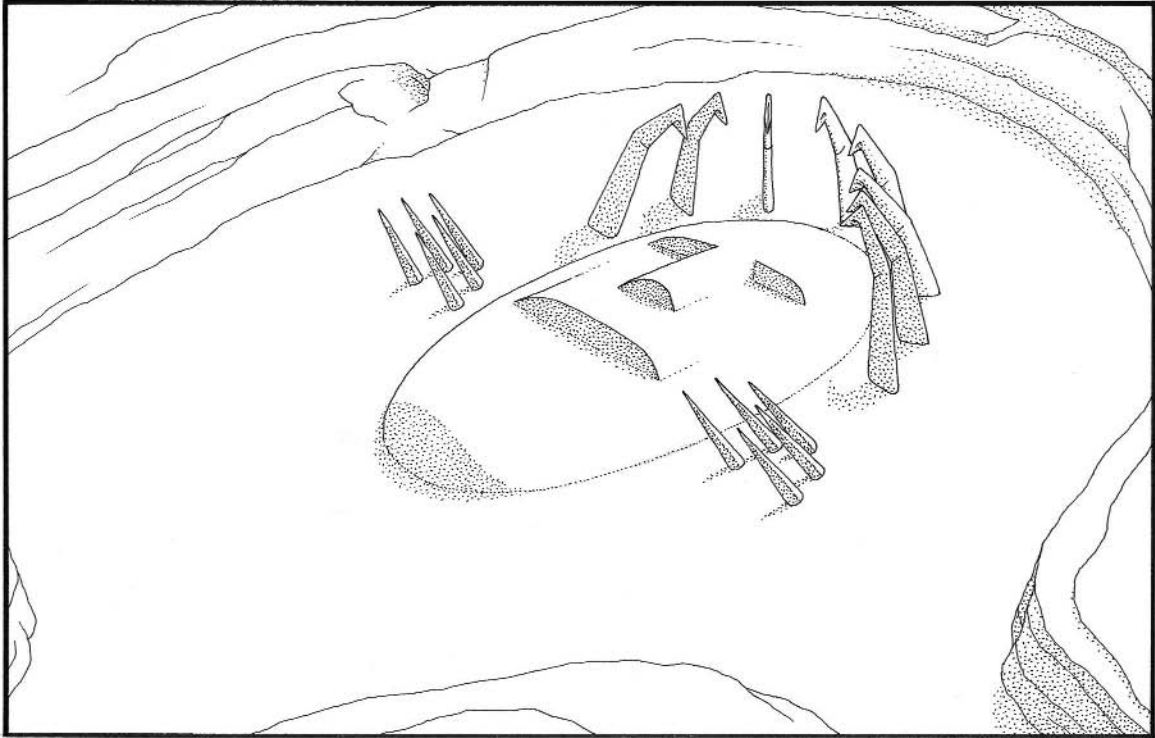


Trim along dotted line.

Permission granted to photocopy this page for personal use.

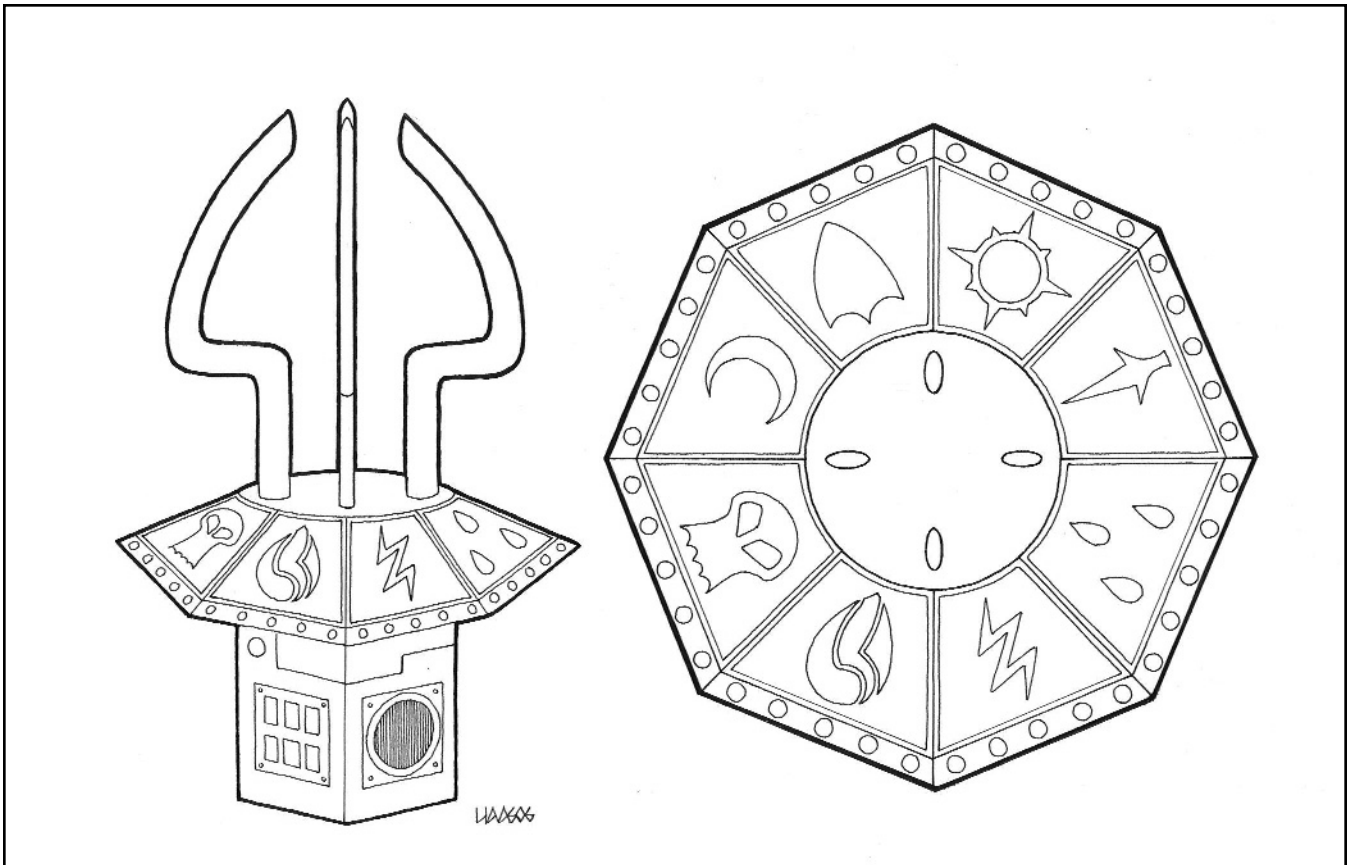
Players' Handout D



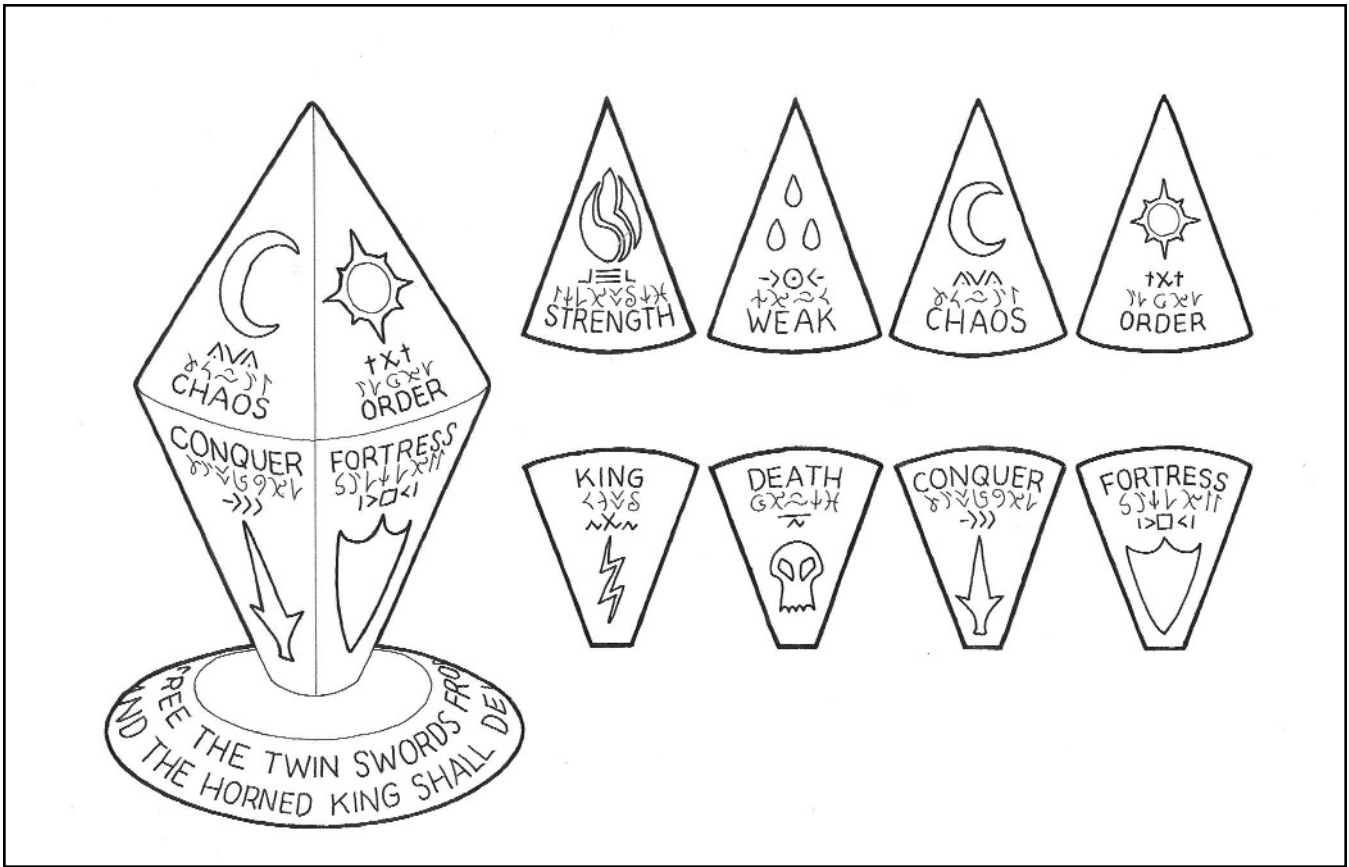


Trim along dotted line.

Permission granted to photocopy this page for personal use.



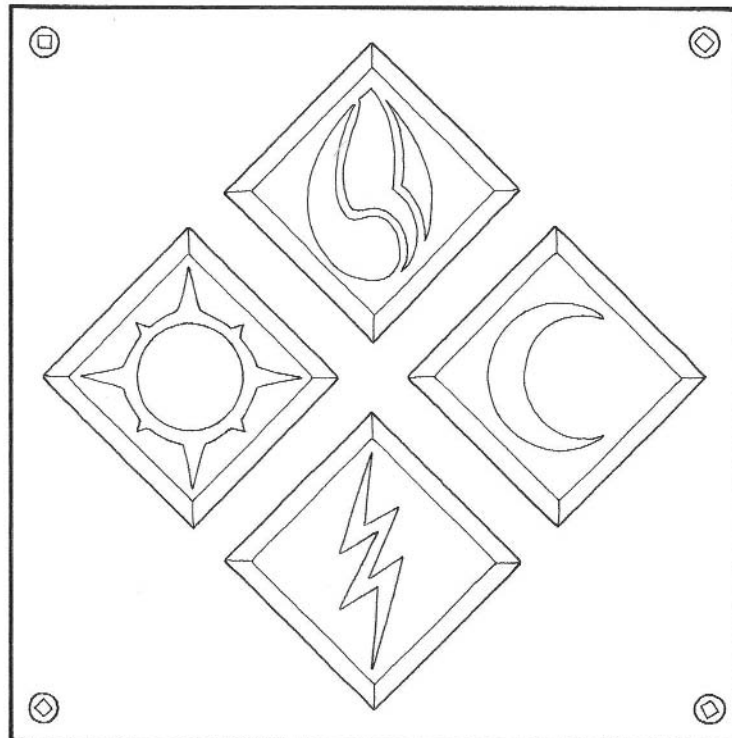
Players' Handout G

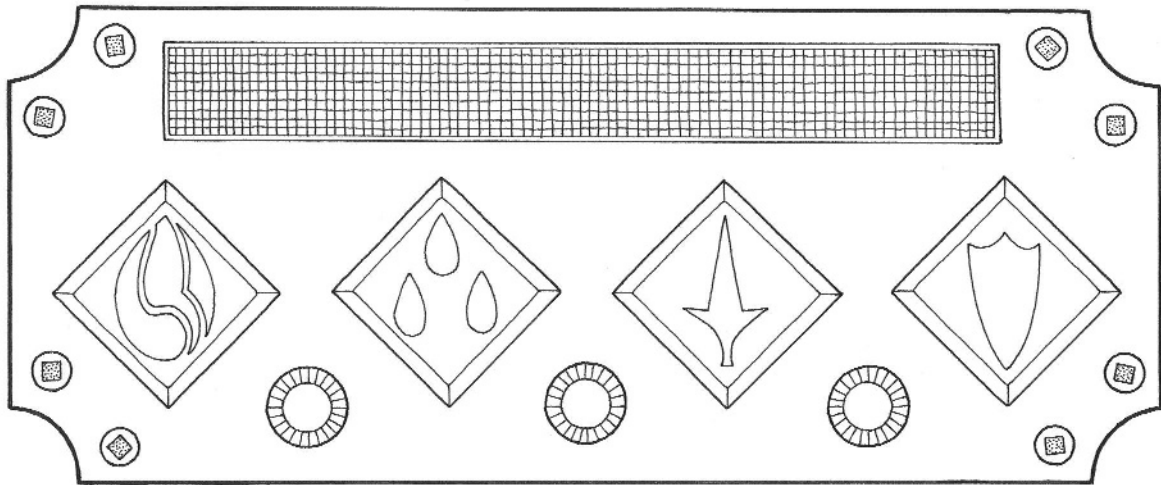


Trim along dotted line.

Permission granted to photocopy this page for personal use.

Players' Handout H



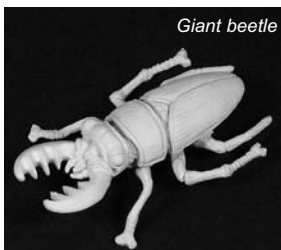


Trim along dotted line.

Permission granted to photocopy this page for personal use.

Dungeon Crawl Classics Miniatures

Goodman Games has a complete line of miniatures to complement your *Dungeon Crawl Classics* experience. Look for these miniatures in your favorite game store or at www.goodman-games.com!



Ready for the Next Adventure?

Stand-alone, world-neutral, and 3.5 compatible: the Dungeon Crawl Classics line has an adventure for every level and every campaign. Use the adventure finder below to find the next adventure for your campaign. We're adding new adventures every month – check www.goodman-games.com for the latest additions!

Level	Number and Title
0	#0: Legends are Made, not Born #35A: Halls of the Minotaur
1	#2: Lost Vault of Tsathzar Rho #29: The Adventure Begins
1-3	#1: Idylls of the Rat King #24: Legend of the Ripper * #28: Into the Wilds
1-13	#14: Dungeon Interludes
2	#11: The Dragonfiend Pact #31: The Transmuter's Last Touch
3-5	#3: The Mysterious Tower #36: Talons of the Horned King
4-6	#17: Legacy of the Savage Kings #26: The Scaly God #27: Revenge of the Rat King * #35B: Thief Lord's Vault #37: The Slithering Overlord
5-7	#7: Secret of Smuggler's Cove † #23: The Sunken Ziggurat
6-8	#10: The Sunless Garden #16: Curse of the Emerald Cobra #20: Shadows in Freeport * #34: Cage of Delirium
7-8	#5: Aerie of the Crow God
7-9	#8: Mysteries of the Drow #19: The Volcano Caves
8-10	#6: Temple of the Dragon Cult
9-11	#12: The Blackguard's Revenge #25: Dread Crypt of Srihoz
10	#30: Vault of the Dragon Kings
10-12	#4: Bloody Jack's Gold †
11-13	#12.5: The Iron Crypt of the Heretics
12-13	#18: Citadel of the Demon Prince
12-14	#21: Assault on Stormbringer Castle
14-15	#15: Lost Tomb of the Sphinx Queen **
14-16	#22: The Stormbringer Juggernaut † #32: Golden Palace of Zahadran **
15	#13: Crypt of the Devil Lich
21-24	#33: Belly of the Great Beast

* Urban ** Desert † Aquatic/Coastal

This printing of *Dungeon Crawl Classics #36: Talons of the Horned King* is done under version 1.0 of the *Open Gaming License*, version 5 of the *D20 System Trademark License*, version 4 of the *D20 System Trademark Logo Guide*, and the *System Reference Document* by permission from Wizards of the Coast, Inc. Subsequent printings will incorporate final versions of the license, guide and document.

Designation of Product Identity: The following items are hereby designated as Product Identity in accordance with Section 1(e) of the *Open Game License*, version 1.0: Any and all *Dungeon Crawl Classics* logos and identifying marks and trade dress; all proper nouns, monster names, NPC names, geographic terms, capitalized terms, italicized terms, artwork, maps, symbols, depictions, and illustrations, except such elements that already appear in the *System Reference Document*.

Designation of Open Content: Subject to the Product Identity designation above, all NPC, creature, and trap statistic blocks are designated as *Open Game Content*, as well as all spell names, weapon statistics, and other elements that are derived from the *System Reference Document*. No art or illustration is open content.

Some of the portions of this book which are delineated OGC originate from the *System Reference Document* and are copyright © 1999, 2000 *Wizards of the Coast, Inc.* The remainder of these OGC portions of these books are hereby added to *Open Game Content* and, if so used, should bear the COPYRIGHT NOTICE "*Dungeon Crawl Classics #36: Talons of the Horned King*, by Mike Ferguson, Copyright 2006 Goodman Games (contact goodmangames@mindspring.com, or see www.goodman-games.com)".

Dungeon Crawl Classics #36: Talons of the Horned King is copyright © 2006 Goodman Games.

Dungeons & Dragons® and *Wizards of the Coast*® are Registered Trademarks of *Wizards of the Coast*, and are used with Permission. *Open game content* may only be used under and in the terms of the *Open Game License*.

'd20 System' and the 'd20 System' logo are Trademarks owned by *Wizards of the Coast* and are used according to the terms of the *d20 System License* version 1.0. A copy of this license can be found at www.wizards.com.

OPEN GAME LICENSE
Version 1.0a

The following text is the property of *Wizards of the Coast, Inc.* and is Copyright 2000 *Wizards of the Coast, Inc.* ("Wizards"). All Rights Reserved.

1. Definitions: (a) "Contributors" means the copyright and/or trademark owners who have contributed *Open Game Content*; (b) "Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be

recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d) "Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as *Open Game Content* by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product Identity by the owner of the Product Identity, and which specifically excludes the *Open Game Content*; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the *Open Game License* by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of *Open Game Content*. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any *Open Game Content* that contains a notice indicating that the *Open Game Content* may only be Used under and in terms of this License. You must affix such a notice to any *Open Game Content* that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any *Open Game Content* distributed using this License.

3. Offer and Acceptance: By Using the *Open Game Content* You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the *Open Game Content*.

5. Representation of Authority to Contribute: If You are contributing original material as *Open Game Content*, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any *Open Game*

Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original *Open Game Content* You Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing *Open Game Content* except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in *Open Game Content* does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in *Open Game Content* shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute *Open Game Content* You must clearly indicate which portions of the work that you are distributing are *Open Game Content*.

9. Updating the License: *Wizards* or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any *Open Game Content* originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the *Open Game Content* You Distribute.

11. Use of Contributor Credits: You may not market or advertise the *Open Game Content* using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the *Open Game Content* due to statute, judicial order, or governmental regulation then You may not Use any *Open Game Material* so affected.

13. Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15. COPYRIGHT NOTICE
Open Game License v 1.0
Copyright 2000, *Wizards of the Coast, Inc.*

System Rules Document
Copyright 2000 *Wizards of the Coast, Inc.*; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on original material by E. Gary Gygax and Dave Arneson.

Dungeon Crawl Classics #36: Talons of the Horned King, by Mike Ferguson, Copyright 2006 Goodman Games (contact goodmangames@mindspring.com, or see www.goodman-games.com).

Part 2
The Horned
King Awakens

