

ULP5-05

Under the Influence

A One-Round D&D[®] LIVING GREYHAWK[™] Principality of Ulek Regional Adventure

Version 3.2 – Edited for use at premieres

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What is it that stalks the halls of power? A shadow? A secret lover? A spider spinning it's webs? What will you do when you find out... can you keep a secret? A Principality of Ulek regional adventure for APLs 6-16.

Based on the original DUNGEONS & DRAGONS[®] rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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Adventure Background

Several years ago, Prince Olinstaad Corond fell in battle with the vile creature known as The Warlord.

As the battle turned against the forces of the Principality of Ulek, the Prince's elite Adamantine Guard carried his bruised and battered body away to safety... or so they thought.

Making their way to the edge of the Suss Forest, the Guard found themselves lost and their Prince was getting worse. Luckily (or unluckily) someone had been watching the battle and followed the Prince and his men as they entered the forest. This someone was Allihandreia, an elven enchantress and former paramour of Melf, Prince Brightflame of Celene.

Allihandreia has an unreasonable desire to place Melf on the throne of Celene, and then rule as Queen at his side. To that end, she followed closely the retreating Prince and flew to his side. She quickly subdued the two guards guarding their sovereign and cast a series of spells, binding the Prince to her will and leaving him open to her suggestions.

Originally, she had hoped that the disappearance of Melf's good friend Olinstaad would force him to take action and assign troops to the Principality against Queen Yolande's wishes. When Melf did not rise to the bait, a disgruntled Allihandreia decided that a simple disappearance wasn't enough: instead, the Principality must be seen to be in the gravest amount of danger and on the verge of collapse.

She and Olinstaad have returned to the Palace in Gryrax, she posing as an ambassador from Celene, and he issuing a number of confusing orders, refusing to act, and in general behaving oddly. With her powers of charm, she has insinuated herself into a trusted and respected member of Corond's court.

Spyder, meanwhile, has been studying the odd behavior of Prince Olinstaad. Unbeknownst to all, Spyder is one of Olinstaad's most trusted confidants and acts as his 'spymaster' learning of, and taking care of, plots and dangers to the Principality. He has been suspicious of this

'perfect' ambassador since the beginning and more than suspicious of the Prince's vague reassurances that nothing was wrong. Finally, he made a fateful choice to break into the palace and try to watch unobserved. Seeing the Enchantress' domination in action, he knew he must break the Prince free.

Three days ago, Spyder travelled to Havenhill and stole the "Mind Gem" (recovered in *ULP5-03 Mind Games*) from the Church of Ulaa. Spyder tried to make his way in to see Olinstaad, but unfortunately encountered Allihandreia, who used this theft as an opportunity to rid herself of the troublesome spy and has commanded Olinstaad to issue an order to have him killed.

Adventure Summary

The story begins with the group of adventurers staying in the Roaring Griffon Inn and Tavern. Principality of Ulek Royal Army, Royal Navy and Mine Ranger members have been called to the city to await further orders. The Inn is abuzz with news of yesterday's strange events at the Castle: just after midday, a loud explosion rocked the West tower, home of the Corond family. A black-clad figure was seen hurtling from one of the large stained-glass windows before it disappeared in mid-flight.

Shortly after this happened, Adamantine Guardsmen poured out of the castle to declare martial law. All gates were closed both in the inner city and outer city, and all roads leading into Gryrax were closed. The Guard has been systematically searching for Spyder, but most people believe he is already long gone.

As the PCs are enjoying their morning meal, a team of two Adamantine Guard and a cleric of Moradin will enter. The cleric holds a *gem of seeing* and will take a quick look around to make sure everyone is who they seem to be. One of the Guardsman gives a short speech and asks everyone to please stay calm, while the other will stay with the cleric as he peers about. The PCs can ask questions of this group and they will implicate Spyder in the attack and theft.

Immediately after the cleric and Guard leave, a young half-elf lad in a brown cloak gets up and quickly exits. Two rough-looking characters will then get up and follow after checking their weapons.

Following the duo, the PCs can catch them in time to see them holding the young man and kicking in the door to a warehouse. This warehouse is one of Spyder's warehouses, and they are members of a mercenary company out to collect the offered reward for Spyder's head. They have worked for Spyder before and recognize the young man and the warehouse.

If interfered with in any way, they will engage the characters in combat, seeking to kill the PCs and figuring they can just pin the blame on Spyder once they eventually catch up to him. The encounter will begin as soon as the characters initiate it, so they may take the time to 'buff' but if they do so, they run the risk of losing the information Drix (the half-elf rogue) can give them, two rounds after the 'bounty hunters' break in the door, they kill the rogue.

Following this encounter, the characters will have the opportunity to discover where Spyder is hiding. Having contacted his good friend Tysiln San and been told of one of her 'safe places' deep in the UnderOerth outside of Gryrax, a wounded Spyder teleported to this safe place in order to rest and plan his next move. Cursed by Allihandrea just before he escaped, he is now effectively 'stuck' and unable to call for help.

All is not lost for Spyder, however...

Preparation for Play

Check and see if anyone has played any of the following modules:

- ULP1-05 Tomb Raiders
- ULP1-07 Spyder's Quest
- SHE3-01 Have Tome Will Travel
- ULP3-01 Old Tales
- The special mission ULP4SM-01 The Unseen
- ULP5I-01 Evanescence

In these modules PCs met a 'mysterious' man named Spyder who sent the PCs on various missions, or helped them in some way. They may even 'owe' Spyder a favor from ULP1-05 Tomb

Raiders. Keep this in mind as the module progresses, as the PCs may be shocked to learn of the recent order for his capture and execution.

Introduction

The adventure starts in Gryrax. Early in the morning (around 0800), the city gates are slammed shut and martial law is declared. Everyone has been shuffled off the streets by bands of guards and soldiers.

A new day breaks in the Principality of Ulek's capital of Gryrax. A bustling port town, Gryrax has recently seen the majority of her soldiers and naval officers and enlisted men return from the Pomarj after a great battle. Early this morning, as you make your way downstairs, you are puzzled to see how crowded the common room has become. Adventurers, shopkeepers, beggars and farmers mingle freely, if somewhat subdued. Making your way to the only free seat in the house, you find yourself sitting with a group of people, all apparently adventurers like yourself.

This is the time for character introductions. No waitresses or other people are close enough to talk to for now.

Looking around casually, you see a farmwife rocking her young son as he sniffles on her mother's shoulder. In the corner, a young half-elf, better dressed than most commoners around them, sips tea and looks thoughtfully out the open window onto an empty street. An angry dwarf paces in front of a dartboard muttering under his breath.

After a short wait, the barmaid walks over and asks whether you'd care for the breakfast special. Obviously distracted and worried, she continues to look towards the front door every so often.

Encounter One: The Roaring Griffin

PCs can speak to the barmaid, who knows pretty much everything, or can do a generic Gather Information check, or even speak to some of the other patrons. Below is a list of some

obvious questions and their answers. Feel free to 'play up' the nervousness of the barmaid as she seems to be waiting for something.

If The PCs get her to mention Spyder, she will gesture to a posting on the tavern wall. This is **Player Handout One: A Proclamation**

1. What's going on?

The most awful news! Someone tried to assassinate the Prince early this morning. The Adamantine Guard has closed the gates to the entire city and cleared the streets. It's martial law!

2. Any idea who did it?

The rumor is that it was that Spyder bloke. Never did like him much... always skulking about...

3. Why do they think that?

A black-dressed figure was blasted out of the window by some wizard protecting the Prince. Before he could fall to the ground he disappeared into thin air! My cousin's next door neighbor has an uncle whose youngest son is a delivery boy for a merchant who's one of the suppliers of fresh fruit and grain to a woman who delivers goat's milk to the castle. He said that he was told the man flung from the castle had a spider web tattoo on his face!

4. Why are you so nervous (looking at the door)?

Some Army types came by pushing a lot of these people in here, saying to keep off the streets and that a 'representative' would be by to 'check everyone out' --- not that I have anything to hide, but it was scary seeing all these people getting forced off the streets and shoved in here.

If they question the farmwife:

The young woman pulls on her braid and sniffs as you ask your questions. "My son and I were out for our walk after riding into town half the night... my older boy and his Da are somewhere over in the New Market... probably half-worried sick! Shameful way to treat good people. I ain't no spider, am I?" Giving a final tug on her braid and settling her child on her

hip, she goes back to finishing her meal.

If they question the half-elf:

"What they're saying can't be true. Nobody is fool enough to enter the Castle uninvited, especially not Spyder. I've seen him around a time or two, and he keeps to himself. He's a quiet and unobtrusive sort."

The half-elf is in reality, Drix, a member of *The Web*, Spyder's gang of informants and spies. If the PCs make a **DC 20 Sense Motive** check, they will realize he is holding something back. If pressed, he reveals the following:

"Please. Hear me out. I am a friend of Spyder's and have worked with him for several years. Meet me later tonight at Warehouse 27 at the corner of Hammer Street and Dockside. I can explain more then."

It is possible that PCs will either turn Drix in, or want to question him more. He will try to dissuade the PCs by reiterating that he can tell more later. If they absolutely insist in questioning him out in the open, proceed to *Encounter Three*.

It is also possible that PCs will want to leave. If they do, two Adamantine Guard are standing outside and will demand that the PCs remain inside. They will not say anything beyond that all their questions will be answered shortly and they are to remain inside. If PCs get into a fight with the Guard use the APL 16 versions in the appendix and add two more every round. Should the PCs try to "sneak out" there are squads of Adamantine Guard at almost every corner and on every block. A general cry will go up as a Talons of Retribution mage is flying overhead with *true seeing* active. He will point out the PCs location and immediately go for reinforcements.

Encounter Two: Knock Knock

A cleric of Moradin and two Adamantine Guard enter the bar and begin questioning people in low voices. The cleric holds a *gem of seeing* and will peer into the shadows, searching quietly and efficiently. The Guard will not answer any questions if people interrupt. This should be mildly

frustrating for PCs. Remind them of the penalties for attacking the Adamantine Guard (execution).

As you're conversing with the patrons in the bar, the door swings wide and a party of three dwarves enter. Two are dressed in gleaming adamantine plate mail and carry heavy tower shields and spiked hammers. The other is dressed in stout white robes embroidered with the hammer of Moradin upon them. In his hands he carries a large many-faceted crystal gem with which he peers around the room for several moments. Satisfied, he places the gem in his pouch.

"Good people. Thank you for your patience. As you may have heard, an attempt was made to assassinate our Prince early this morning." As people gasp and shake their heads, he raises his hands and continues in a softer tone. "Worry not... thanks to the prowess of the famed Adamantine Guard, and due to the timely help of one of the ambassadors to the Court, the assassin was gravely wounded. Unfortunately he was no wounded enough for him to be able to, through the use of his dark magic, escape and make his way to parts unknown. We ask that you all be patient and form a line as we question you."

At this point the cleric, Jaarl Brighthammer, will cast the following spells: *zone of truth* and *detect evil*. One Guard stands near the door, and one next to Jaarl. Any PC possessing an evil aura will be segregated by the Adamantine Guard. Failure to comply will result in the Guard near the door shouting out the door, drawing more Guards. Anyone who attacks either the cleric or an Adamantine Guard should first be warned by the DM, then warned in-character by one of the surrounding NPCs. The cleric will ask the following questions:

Are you a true and loyal subject of the Prince of Ulek?

Out-of-region PCs will get the opportunity to explain WHY they are not loyal subjects to the prince, but if any PoU regional character truthfully answer no, then Jaarl will shake his head and move on, looking at the PC disapprovingly.

Do you know of the whereabouts of the man named Spyder?

The PCs CAN turn in Drix at this point if they wish to, or can plead ignorance.

Have you ever had any dealings with the man named Spyder?

Jaarl will listen and carefully to the PCs explanation, and make note of anyone who answers yes.

At this point he will continue on to the next person in line. The process takes over an hour as he casts the *zone of truth* multiple times in order to question everyone. then leave the bar.

Drix is protected by a *ring of mind shielding* and is very careful at the third question to not place too much emphasis on his work with Spyder. After Jaarl leaves, he will get up and move out. As soon as he does, two 'rough looking' characters will stand and follow after him.

When Drix leaves, allow a Spot check (DC 10) to notice his exit, but Chog and Kestrel should be fairly obvious when they leave. Give more detailed descriptions if asked using a **Knowledge Local (Sheldomar Valley)** or **Bardic Knowledge** to give a bit of info about the pair:

DC 15: The pair resemble the infamous bounty hunters, the Band of the Hound.

DC 20: The dwarf is named Chog, and was cast out of his clan for some offense. The woman is known as Kestrel, and has a fearsome reputation as a manhunter.

DC 25: While membership fluctuates occasionally, the Band of the Hound usually includes a skilled archer and a mage.

Read or paraphrase the following text (adjusting for success/failure of the Spot check above):

As the cleric of Moradin finishes his last 'interview' with the bar patrons, he urges anyone with information to step forward and contact their local Watch Commander or Principality of Ulek Royal Army representative. With a final look around, he leaves the Roaring Griffon, as do many people previously shuffled in. The young half-elf looks around one last time as well before getting up and heading out. As the door closes behind him, two well-equipped 'adventuring' sorts nod to each other

and stand. One is a barefoot dwarf with a shaved, stubby head and bristling black beard wearing long gray robes, the other an extremely tall, well-muscled woman, showing her orcish heritage more in her build and obvious strength than her features. While the dwarf is unarmed, the woman carries a huge double scimitar strapped across her powerfully muscled back. Together, they exit the building.

Encounter Three: Following the Rogue

The "Band of the Hound" has worked for Spyder in the past. They recognized Drix as a potential source of information and have set up an ambush for him. Their companions are already waiting in the warehouse. You can give the PCs a **DC 15 Sense Motive** check to realize they mean the lad trouble. If the PCs follow them to the warehouse, they should arrive just in time to catch Chog and Kestrel entering the broken down door of Warehouse 27, where Drix just entered.

If the PCs decide to not follow Drix at this time, they may decide to go to Drix later that evening. If this occurs, when the PCs reach the warehouse, the door has already been busted in. In either case, read or paraphrase the following text aloud:

Warehouse 27 is a typical rundown rectangular storage space, 100' by 40' deep in the dock side of town. Rickety-looking double doors frame the north side and a single entrance door is on the northwest corner. Inside is another matter, large crates are stacked nearly two-thirds of the way to the 30' ceilings and very well-crafted sturdy walls run the length. Polished hardwood floors gleam and continual flame covered globes light the corners. On the south end is another wall approximately 50' down, bisecting the space. The young half-elf from the Roaring Griffon lies face down in front of an open door, the dwarf and half-orc standing over him. With a snarl the half-orc turns and the monk's fists move up to the en-garde position as he whirls to face you as well. From somewhere hidden away above you, two arrows streak out.

The two rogues will whisper to their friends and fire arrows at the party as the door opens. They have effectively taken 20 on their Hide check so adjust the DC to Spot them accordingly.

APL 6 (EL 9)

Chog Grimhand: Dwarf Ftr2/Mnk4; hp 58; see *Appendix One*

Kestrel: Half-orc Bbn2/Rgr3/MenBr1; hp 52; see *Appendix One*

Terka: Half-elf Sor3; hp 16; see *Appendix One*

Calicut and Durble: Halfling Rog3; hp 17 each; see *Appendix One*

APL 8 (EL 11)

Chog Grimhand: Dwarf Ftr2/Mnk4/RpMa2; hp 78; see *Appendix Two*

Kestrel: Half-orc Bbn2/Rgr3/MenBr3; hp 68; see *Appendix Two*

Terka: Half-elf Sor5; hp 26; see *Appendix Two*

Calicut and Durble: Halfling Rog5; hp 27 each; see *Appendix Two*

APL 10 (EL 13)

Chog Grimhand: Dwarf Ftr2/Mnk4/RpMa4; hp 98; see *Appendix Three*

Kestrel: Half-orc Bbn2/Rgr3/MenBr5; hp 84; see *Appendix Three*

Terka: Half-elf Sor7; hp 36; see *Appendix Three*

Calicut and Durble: Halfling Rog7; hp 37 each; see *Appendix Three*

APL 12 (EL 15)

Chog Grimhand: Dwarf Ftr2/Mnk4/RpMa5/Stnd1; hp 117; see *Appendix Four*

Kestrel: Half-orc Bbn2/Rgr5/MenBr5; hp 98; see *Appendix Four*

Terka: Half-elf Sor9; hp 46; see *Appendix Four*

Calicut and Durble: Halfling Rog9; hp 47; see *Appendix Four*

APL 14 (EL 17)

Chog Grimhand: Dwarf Ftr2/Mnk4/RpMa5/Stnld3; hp 135; see *Appendix Five*

Kestrel: Half-orc Bbn3/Rgr6/MenBrt5; hp 114; see *Appendix Five*

Terka: Half-elf Sor11; hp 56; see *Appendix Five*

Calicut and Durble: Halfling Rog11; hp 57; see *Appendix Five*

APL 16 (EL 19)

Chog Grimhand: Dwarf Ftr2/Mnk4/RpMa5/Stnld5; hp 153; see *Appendix Six*

Kestrel: Half-orc Bbn5/Rgr6/MenBrt5; hp 132; see *Appendix Six*

Terka: Half-elf Sor13; hp 66; see *Appendix Six*

Calicut and Durble: Halfling Rog13; hp 67 each; see *Appendix Six*

TACTICS: Chog and Kestrel on the ground, with Terka, Calicut, and Durble lurking up in the rafters. Chog goes to grips with a likely target, preferably a spellcaster, and Kestrel defends him. Terka generally stays low-key, using his invisibility and Silent Spell abilities to buff his allies and occasionally inconvenience the enemies. The Halflings snipe whoever seems vulnerable, laying down a few tanglefoot bags to slow down advances and some thunderstones to hinder casters, then one readies to disrupt casting while the other tries to hit the most vulnerable targets (blind PCs, anyone cowering because of Kestrel's abilities) or (at higher levels) disarm anyone who seems in a bad position (intimidated, using big Power Attack). Terka's familiar should give him enough warning to make himself invisible, and at higher APLs Kestrel has an animal companion to give some warning, too. Remember that they are

always linked by a message spell and can communicate nigh-silently.

Encounter Four: Warehouse Woes

This encounter follows the ambush of Drix by the Band of the Hound. If the PCs did not follow Drix immediately and instead came at night, he is dead. Otherwise, he is simply unconscious.

Now that the dust has settled, you take a moment to examine your surroundings in more detail. The open door beckons you forward. Stepping in, you see a well-appointed office. A row of bookshelves lines the back wall. A massive desk is circled by a set of well-crafted wooden chairs. A long couch is opposite all this and a table has a gently glowing amethyst colored continual flame candle shedding light. Similar candles illuminate the rest of the room.

The books are mostly about nobility and royalty of the three Ulek states, Geoff, the Yeomany, Sterich, Keoland and Ahlissa. There are some reference works on more general topics. Literary-minded characters (wizards/loremasters) would see this as a standard general research library with an emphasis in nobility and royalty (esp. genealogy thereof).

As the PCs look about, a **DC 20 Search Check** among the bookshelves will find a scrap of paper that radiates a faint aura of transmutation. This is in effect a *secret page* with which Spyder and Tysiln San used to communicate back and forth. If the PCs can counteract the effect of the *secret page* they can get the information from **Player Handout Two: Letter from Tysiln San**. Drix can provide the codeword and dispel the magic on it if he survives. Anyone reading the letter can make a **DC 25 Decipher Script** check to recognize the words "d'anthe" as meaning "dear" and "vedaust" meaning "farewell" in Drow.

If Drix was slain, they can find a piece of paper on his corpse with a number of code words on them. The words are: apples, roast beef, salt, sugar, bread, sylvarresta. Sylvarresta is the code which will eventually counteract the secret page, the rest is Drix' grocery list.

Drix has some important information to impart. He knows, for example, that Spyder went to the castle to "save" the Prince from Allihandrea... and

that Spyder and the Web work FOR the Prince directly. While Drix has never met the Prince, it is his hope that someday he will be able to.

If the PCs decide to turn Drix over, or to not follow the map, the module is effectively over. They can flag down an army officer or watchman, turn Drix or the map over and will be thanked for their information.

Encounter Five: Following the Map

This encounter details following the map found within Spyder's warehouse.

A thorough magical examination at the gates to the city has perhaps shown you that the Principality is taking the search for the alleged assassin very seriously. Following the map found within Spyder's lair, you have set north out of Gryrax. A straight dwarven road leading off to Thunderstrike and perhaps other locations is your route for the first day and a half. The sun is warm and the countryside is peaceful farming villages and the like, all of whom seem to ply their wares in the capital city.

Continuing to follow the careful and exact directions you can find the small abandoned strip mine which supposedly leads to Spyder's hiding place. Unfortunately, it is too large to fit your horses. From here on down, you will need to travel by foot.

A small camp is situated here, complete with firepit, etc. A **DC 30 Survival** check by someone with the Track feat will indicate a solitary figure has disturbed the ground within the last three days. Vague tracks lead into the mine.

Encounter Six: Down Into the Underoerth

This encounter details near misses with a variety of Underoerth creatures and traps and pitfalls.

For two days and nights, you have followed the map found in Spyder's warehouse. Dampness surrounds you and darkness is everywhere. The first few hours of careful plodding took you to the end of an abandoned copper mine. A small and secret door was in the position indicated and lay open as if someone had just come through not too far ahead of you. The pit behind it was carefully marked and with cooperation was easily bypassed. Foul odors assaulted your senses and the more knowing among you surmised correctly they were just accumulated gasses and of no danger.

The day was spent following one another single file as the narrow twisting passages were too tight to fit in any other formation. Finding a wider than average cavern to at least stretch down upon your bedrolls, camp was made and your first night was uneventful.

The second day was more of the same. Travelling downward and further downward still, your footsteps alternating between echoing in spacious caverns and muffled by strange underground mosses. A quick lunch and the afternoon finds you traveling even further downward still well into the evening and time to make camp once more.

That night a loud cry echoes down the corridor you find yourselves. It is quickly extinguished in a squeal of pain and a low rumble of pleasure and contentment rapidly fades as you gather your wits about you. Of the clash between predator and prey, nothing is found. A reminder that life in the UnderOerth is often quickly over and ends in pain.

Consulting the map this morning you realize that there is barely three hours worth of travel to your destination, a large rune-covered door stands before you and you realize that this is it.

Encounter Seven: You've Got Some Green on You

This is an abandoned shrine to Juiblex, demon lord of slime and pestilence. Tysiln has placed a number (dependent upon APL) of 'spider' statues or golems here that she had previously stolen or appropriated. Besides the spiders are a number of oozes that make this place their home, the last remnants of the former worshippers of their foul god. In order to pass through without activating the golems or statues, Tysiln has set the 'activation' to be the name of Tysiln and Tel'Chiar's former teacher. Even if the PCs use extremely high magic (such as *legend lore* or *vision* the answer (Xierchien) they get will not help them as the oozes will attack and the movement and 'ruckus' will cause the statues to animate. A **Knowledge: Religion Check DC 25** will clue the party in to it being symbology of a demon lord, and a **Knowledge: Religion Check DC 30** will tell reveal the god to be Juiblex, demon lord of oozes and slimes.

Ahead of you the tunnel widens to 30' long... continuing down to only the Deep Gods know. A solid iron door engraved with shifting, roiling symbols of some elder god lies before you, exactly as described. Dethek and espruar runes for danger are to either side of the door. A clear area in the exact center shows the touch of many hands.

The door is not trapped or locked, but Spyder did place an *alarm* (mental ping) here to know if anyone passes through.

Read or paraphrase the following text, dependent on APL.

APL 6 or 8:

The door opens to reveal a 30' wide hallway that is 50' long. The room ahead opens up to reveal a cavernous space 120' wide by 150' long. A circular pit 50' around in the middle is filled with a bubbling green liquid. In the center of this depression is a large black marble statue of a spider. It animates and moves into the pit, almost completely covering itself in the strange green substance. It is moving toward you, its intentions unknown.

APL 10 and above:

The door opens to reveal a 30' wide hallway that is 50' long. The room ahead opens up to reveal a cavernous space 120' wide by 150' long. Another iron door, this one standing wide open, can be seen in the center of the far wall. A circular pit 50' around in the middle is filled with a cool clear liquid. In the center of this depression is a large black marble statue of a beautiful elven woman. It animates and moves to attack. From the shadows a large black mass descends from the ceiling and inches its way forward as well.

NOTE: If the combat is going VERY bad for the PCs, Spyder will step out and say the command word to make them deactivate. They will still have to fight the oozes.

At all APLs the slime is in a 5' deep pool, and when the statues or golems animate, they will move forward, coincidentally 'dipping' themselves in the green slime. At lower APLs, if the party retreats to outside the door, the animated objects will return to their pedestal and a pressure plate in the center of the pool will close the doors. Because of the slow speed of the animated objects at lower APLs, this will take a few rounds. You can reward smart players for drawing the statue out of the center of the room, retreating and attacking from range, then repeating the process.

APL 6 (EL 8)

Green Slime covered Gargantuan Animated Object (Spider Statue); hp 148; see *Monster Manual*

APL 8 (EL 10)

Green Slime covered Colossal Animated Object (Spider Statue); hp 256; see *Monster Manual*

APL 10 (EL 12)

Stone Golem; hp 107; see *Monster Manual*

Fiendish Black Pudding; hp 115; see *Appendix Three*

APL 12 (EL 14)

Stone Golems (2); hp 107 each; see *Monster Manual*

Elder Black Pudding; hp 290; see *Monster Manual*

APL 14 (EL 16)

Iron Golems (2); hp 129 each; see *Monster Manual*

Fiendish Elder Black Pudding; hp 290 each; see *Appendix Five*

APL 16 (EL 18)

Greater Stone Golem; hp 271; see *Monster Manual*

Fiendish Elder Black Pudding (2); hp 290 each; see *Appendix Six*

Encounter Eight: Spyder's Lair

Spyder will have quaffed the last of his *potions of invisibility* and will use one of the last charges from his *wand of cat's grace* and will be using his *cloak of arachnidia* to cling to the ceiling above. He will remain motionless and quiet until the PCs come in and look around. He holds the Mind Gem in his hand to shield his thoughts and to protect him. He will use its granted *telepathy* and *detect thoughts* powers to speak to the group as a whole. The save DC for *detect thoughts* is **DC 25** and is Wisdom based.

Entering the room at the back of the shrine, you find a small, cozy 40' by 40' room with ceilings that curve up to a height of 50' or so. Rich tapestries line every wall and the center is dominated by a large bed festooned with fluffy satin pillows and comforters. A desk and worktable are on the opposite wall, as is a large shelf packed with books.

Seeming to come from thin air, a voice is heard by all:

"Greetings, friends. Please do not be alarmed. Whatever you have heard of me is lies spread by the elven witch currently

exerting her control over Prince Olinstaad. If you give me your word that you will hear me out before making your choice on whether or not to collect me and take me back for 'justice' I will make myself visible and we will parlay. Is this agreed?"

If the PCs do not agree, Spyder will use his last remaining scroll to *teleport* away, effectively ending the mod at this point. The PCs are free to make their way back to Gryrax. Proceed to the epilogue.

If they do agree, he will submit to whatever spells the PCs require, such as *zone of truth*, et cetera. When finished preparing, read or paraphrase the following:

A tall human man appears on the ceiling above you and slowly walks down the side of the wall. He appears mostly healthy, but is still slightly 'singled' around the edges. A long black cloak decorated with a spider motif explains his ability to walk on walls and his affinity for spiders is further strengthened by a spider tattoo covering the left side of his head and face.

"Thank you for your patience. As you may know I am the one called Spyder. For the last hundred years or so I have served the Principality and Prince Olinstaad as a sort of spymaster. Being his eyes and ears in places he dared not go. From time to time, I have employed adventurers and have no doubt treated with one or more of you before. Therefore, I am hoping that you will believe me when I say that while I am, technically, guilty of the theft of this gem you see before you, I am not guilty of any murder or attack on any Corond. It was a Corond who rescued me long ago and it is to the Corond and the Principality that I have sworn my loyalty."

"Several years ago, when first the Warlord appeared on the Eastern Front, Prince Olinstaad rode out to do battle and was struck down. Removed from the field by members of his Adamantine Guard, he was presumed to have been delivered to a safe place...but he disappeared, forcing young Volimar to ascend to the throne." He shakes his head, sadly.

"When Olinstaad reappeared last year he was...different. As if the spark from Moradin's Forge had cooled inside him. Where once he was a vivacious and commanding presence he has been unsure, confused and sickly. The

death of his only heir at the hands of Markessa did little to help him, naturally and he slunk ever deeper into depressions and fits."

"When he returned he brought with him an elven woman named Allihandreia. I quickly did what I do best and found out all that I could of her. A former confidant of Melf, Prince Brightflame, himself a good friend to our Prince, she was said to have been scrying upon the battle and moved to help the Prince in his hour of need, taking him back to mend in elven lands. Since their return he has been serving as a de facto ambassador to Corond's court. But... something was not right."

"Only the Prince knew who I was and what I did for him. When he failed to meet me at our appointed times the last few months, I wasn't that concerned as he has had to miss them in year's past. When I did finally meet with him, he forbade me to enter the palace ever again, saying my services were no longer needed. Still and silent, I cast a simple detection spell and the volume of magic laid upon him nearly robbed me of my senses. Concentrating, I realized he was under some very powerful enchantment... one I was ill prepared to break. I left quickly and peacefully, bowing to my Prince's wishes."

"Returning to Gryrax I contacted the Desert Rose of the Talons of Retribution and questioned her about enchantments and so forth. She proved smarter than she is beautiful and after I left she and the other Talons raced off to points unknown, although I believe they may have mistakenly notified the Prince of my unseemly interest. What became of them I do not know... but I realized I must act quickly."

Holding up the gem, he continues.

"Hastening off to the Temple of Ulaa I retrieved this that you see before me. It was my hope that it would be able to break the enchantment Allihandreia has placed upon the Prince, for it is a holy relic called, simply, the Mind Gem... and I'm sure some of you may know of it, so I will speak no more on what it can and cannot do."

"Now we come to an impasse... for what I am about to ask you to do is commit treason. The curse Allihandreia has set upon me is too strong for me to break now... and I believe if I were to enter the castle I would be killed before

I could go five feet. Take me back or hear me out. The choice is yours."

Allow the players to discuss whether they will hear Spyder out and continue. If so, go to 10. If not, go to 9 and then the epilogue.

Encounter Nine: Squished!

If the party decides to take Spyder back to Gryrax:

Spyder looks down, dejectedly. "Betrayal has always been the way of my people. I had thought I left that all behind..." he sighs.

Resigned to his fate, he holds out his hands as you confine him. He offers no resistance or says anything to you all the way back to Gryrax. You turn him over to the guard and are invited to the grand festival which will begin the following morning.

Upon the next day's first light, Spyder is led to a scaffold upon which a stout dwarf with a wickedly curved axe is standing. Made to kneel, Spyder places his head upon the block, finding your eyes in the crowd.

A short distance away, Prince Olinstaad Corond stands motionless. A tall and beautiful elven woman laughs silently with the twin elven rangers at her side. With a resounding thunk, Spyder is no more. The wind blows the hair of the elven woman into Corond's face... and perhaps that explains the single tear which rolls down his cheek.

From here, proceed to the Epilogue.

Encounter Ten: Tangled Webs

If the party will continue:

Spyder sighs and sits down. "I was hoping you would see reason. Now...here is what we can do."

His words cease, and he holds up the Mind Gem, connecting everyone mind-to-mind.

Have everyone make a Will Save DC 20. Those who succeed should be pulled aside and told the following.

As you are connected to Spyder a series of strange random images, memories that Spyder is unable to hold back. A group of three dark elves surround a bedraggled female dwarf.

"Tel'Chiar..." one of the drow says to another. "Slay this dwur and let's be on our way." The youngest of the drow shakes his head.

The other two pull long wavy blades and move to attack. A short and vicious battle ends with the young drow, his enemies slain, succumbing to poison.

Shortly a voice speaks to him of Ulaa, mother of mountains... and his is taken up into the light. The same dwarf holds his hand and smiles.

"You have a new form and a new life, child. Ulaa has blessed me and you, allowing me to heal your hurts and to bring you back in this new form of yours. Come to the Principality of Ulek, I am Lorrina Corond... and I will see you rewarded."

With a nod, the renewed dwarf lady, mother of Olinstaad, turns and changes shape into that of an eagle, flying up into the sky and sun above. Spyder's voice intrudes upon these memories.

"So now you know. Keep my secret, I beg of you. Release it and you harm more than you can imagine."

While connected, Spyder will explain how to get into the castle, how to open the gates and how to disable the Adamantine Guard they will encounter. He will stress that under NO CIRCUMSTANCE are the PCs to attack the Adamantine Guard for 'real' damage, but must instead use non-lethal damage and try to subdue them. He will absolutely not be a party to any more death and destruction.

Spyder uses the power of the Mind Gem to quickly and efficiently outline his plan for infiltrating the castle of Gryrax. Words and images flood into your thoughts as you are all connected. A daring and bold plan to make your way up into the castle through a secret back entrance, the words and phrases to dispel magic and bypass traps, the necessary spells and tactics to safely defeat any

Adamantine Guard and the way to achieve your goal: freeing Prince Corond from the clutches of The Enchantress.

With a sigh, the contact ends. Spyder folds up the Gem and places it into a bag, handing it to [PC name].

Spyder will chose a mage first, a sorcerer second, a cleric third and then whoever looks best able to shrug off the effects of a *dominate* or similiar spell.

Encounter Eleven: Outside the Prince's Chamber

Allow the PCs to embellish or expound upon the plan as much as they will.

In essence, the plan is simple: Spyder has supplied you with a small gong which when struck will surround the user with a silence spell. He explains that this will stop the Guard from immediately shouting out for help. The next item he gave was a simple scroll of protection from evil. While that is in effect, the domination of the Enchantress will be broken. You will only have several seconds to place the Mind Gem in the Prince's hands. When this is done, you should immediately go with him to Cedric Rocksoul, Patriarch of the Keepers of the Soul Forge. He reminds you once again that the denizens of the castle are not, under any circumstances to be dealt lasting harm.

You have followed Spyder's instructions carefully, and now find yourself peering out of a tiny hole. On the other side of a 30' by 30' chamber is a door in front of which stand two of the fabled Adamantine Guard. Your mission: strike as fast as you can to disable them and prevent them from reaching the door on the wall opposite of where they stand.

Any PC that uses lethal damage will receive no rewards in the "special" section, save the *Gnome Vale gem*, and will be fined 1000gp and 12 TU as they deal with a short prison stay and the legal mess surrounding the death of an Adamantine Guard. Furthermore, they will receive the *Enmity of Spyder*.

APL 6 (EL 7)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Fighter 4/Paladin 1; hp 52 each;
See Appendix One

APL 8 (EL 9)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Ftr4/Pal3; hp 70 each; See
Appendix Two

APL 10 (EL 11)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Ftr4/Pal3/DwDef2; hp 90 each; See
Appendix Three

APL 12 (EL 13)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Ftr4/Pal3/DwDef4; hp 110 each;
See Appendix Four

APL 14 (EL 15)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Ftr4/Pal3/DwDef6; hp 140 each
See Appendix Five

APL 16 (EL 17)

Kalgarad Truesteel and Hendag Dourhammer:
Male Dwarven Ftr4/Pal3/DwDef8; hp 177 each;
See Appendix Six

Encounter Twelve: The Enchantress

Opening the door to Olinstaad's chamber, you see the Prince just now starting to stir from his bed. The smell of wine and spoiled food dominate the room. Dirty clothes and broken furniture are piled in a corner. The squalid conditions of this room are the opposite of what you would normally expect. A strident voice rings out from an axe in an ornate wooden stand on the wide dresser on

the eastern wall. "Git oop ye fat drunk bastard! I'm tellin' ye thar's weasels in ta' henhouse and ye sit on yer arse all day! Crikey! They's here now an' they done in yer so callt Adamanty Guards! Och!" Olinstaad blearily climbs to his feet and stumbles to his dresser.

"Wha' who'sh there?" His red bleary eyes and woozy appearance show a Prince never seen by any here. He grabs the axe and turns.

A short bit of roleplay with a drunk and disorderly Prince can be fun, but time is definitely a factor. At this time the PCs can rush and cast, etc. When the PCs hand the gem to the Prince, read aloud the following:

The Mind Gem flashes bright and once again a voice booms inside all of your heads. "This is not the One. Closer now I draw to that which will make us complete. Shielded for now, he is the road to our salvation. It is done." With a flash of light, the gem falls inert.

Olinstaad shakes his head and grips his axe handle who gives out a startled squeak. Shrugging off his intoxication the Prince's eyes flash with an inner fire. The voice of the axe is just above a whisper. "Och... ye've gone and doon it now, lad."

Olinstaad turns and looks a you. "Tha' witch... she's done this ta me. I'll take her head off meself. But this..." he holds the Mind Gem up and looks at it carefully. "This won't last. Come. Escort me to Cedric, I'll be safe in Moradin's embrace until tha' witch can be hung from the tallest tower I can build. Let's go!"

NOTE: If the PCs do not run with the Prince, Allihandreia and her dominated rangers teleport to the area in three rounds after Thrall / Domination is ended. Every round, two of the APL 6 version of the Adamantine Guard will arrive. A dominated Adamantine Guard will intercept the Prince and delay him long enough for Allihandreia to arrive, divest him of the gem, and escort him "to the safety" of her apartments. Eventually, Spyder will arrive and try to rescue the PCs, but will fail. Any surviving PCs will spend 12 TUs in jail and will eventually be released as "unwitting dupes of Spyder" according to Allihandreia. Proceed to encounter 9.

Olinstaad will demand that **all** of the PCs escort him via the most immediate route through

the castle to the chapel of Moradin in the sub-basement. This will take six rounds. Any delay (casting spells, etc.) will make Allihandreia show up and combat begin. She flees after taking any damage whatsoever.

Conclusion

Hopefully, the PCs will follow Olinstaad's orders. Any who do not are still required to undergo the *geas* but do not gain his favor should they survive.

Following Prince Olinstaad you quickly make your way down to the castle's basements and the safety of the chapel of Moradin. Your route led you past startled servants and Adamantine Guard who get out of the way of the Prince as he bellows at them in a huge, booming voice. "Stand aside! Make way! Make way!" Most of the Guard are shocked, but instantly leap to obey a voice and tone they have not heard in years.

As you enter the Forge of the Soul Keepers, Cedric Rocksoul, the Forge's patriarch emerges from a door in the far wall.

"Olinstaad?" His face is awestruck as he sees a vitality in his Prince that has been missing. "What is it?"

Quickly Olinstaad delivers the gist of what has happened. Cedric casts and nods, the problem is taken care of that quickly. Olinstaad meanwhile turns and bellows the Guard which has followed you ordering that Allihandreia and her two escorts be brought to him immediately. Unfortunately, he is told later, she seems to have disappeared. As the hours pass he begins to remember more of his domination and control... his odd appearance as a beggar when he claimed the Axe of Corond, his dishevelled appearance and seeming uncaring attitude. He weeps anew at the loss of his son and grandson, but brightens when told of the recent battles at Strandkeep and elsewhere. He laughs aloud when told of the pledge from Keoland to send new troops. "Tha' is a girl to look out fer. Seems I remember an great-great-aunt or grandmother o' that gal... same fiery disposition. Well, this ought to be fun."

Cedric and Olinstaad confer privately after a while. Shortly, Olinstaad nods and turns to face the party.

"It seems as if I owe ye a debt. As does the Principality. I won't forget this, but I wish you could. The secret of the Enchantress must remain a secret. Were it known all over that a damn witch ensorcelled me, it could be disastrous. I ask that ye all submit to a geese," he looks to a chuckling Cedric and glowers "or whatever it's called, so ye can keep the secret safe. Do so, and ye'll have my not inconsiderable favor, as well as that of ol' Ced here. Refuse, and I'll have ta keep me eye on ye..."

The PCs can discuss and cajole, but he'll be adamant they keep his secret.

Finally, the day dawns and the Prince nods slowly as he walks on the walls of his castle. "It truly is a new day in Ulek... and although we've had a rough patch it looks like if we work together we can do miracles. So, lads (and lasses) what do you folks say to goin' out, killin' us some orcs and taking back the Disputed Territory?" Olinstaad smiles and laughs, his eyes twinkling in the morning light.

The End

But wait... there's more...

Epilogue

At the conclusion of the adventure, after the characters have rested up and spent a night or two in a warm bed, each PC is visited individually by a gnome hailing from the Yatil Mountains. The gnome knows the identity of the character, and the read-aloud text below can be paraphrased to include that information. Read the following to the players:

Your last adventure complete, you spend a few days resting and relaxing, enjoying what

comforts civilization offers. One day, as you are out walking about, a well-worn gnome traveler dressed in an earthen robe with stitchings of gold waves you down. As he approaches, his face beams with the delight of your attention.

“Good adventurer, I thank you for a moment of your precious time. Allow me to introduce myself. My name is Clegin, Master Illusionist of Gnome Vale. The Laird Gwaylar, our headman, has sent me to search for worthies that may be willing to aid our cause. Having heard of your recent exploits, I must say, I am quite impressed by your actions. You must be one of the stalwarts spoke of in the foretellings of our Chief Cleric. Thus, I have this gift for you, if you will accept it.”

Clegin pulls a polished gemstone from one of his robe pockets. The gem has a symbol of arcane power etched in its face. “Please, take this. It is now but an interesting bauble, but I have the power to enchant it into something that would be of greater use than exchange for mere coin. When the time is right, you might find yourself on the path to my home, and then, as is foretold, you will aid my people who have been beset upon by evils thought vanquished. If you are successful in your task to be, I shall reward you by awakening the arcane power within the gem I offer. I and my people thank you for all you’ve done, and all you’ve yet to accomplish.”

If the character accepts the gemstone:

Clegin hands you the gemstone. The same smile plays upon his face as when he first greeted you. “I have others to seek out. Soon, our paths shall cross again, brave one.” He turns from you, and walks down the street, disappearing in the crowd.

If the character does not accept the gemstone:

A look of confusion furrows Clegin’s brow. “I am certain you are the one spoken of, yet you do not accept my gift? Are you sure you would not reconsider?”

Give the player another chance to think it over. If they accept, read the acceptance text above. If they continue to decline, read the following:

Clegin resigns himself to a slow smile. “Gift or no, our paths shall meet again. I am certain that something can be arranged at a later time. I must leave now; I have others to

seek out. Good day to you, brave one.” He turns from you, and walks down the street, disappearing in the crowd.

Characters can make a DC 20 Knowledge (geography) skill check to know that Gnome Vale is a very isolated community of gnomes located deep within the Yatil Mountains.

Clegin has more errands to run, and can’t sit and chat any longer with the character. If pressed for more information, he simply says that all will be revealed in due time.

If a character accepts the gift, they receive the *Gnome Vale gemstone* listed on the Adventure Record. If they refuse, cross this item off the Adventure Record. Its purpose will become known at a later time.

If a character already has a gemstone, they may receive a second (or third) gemstone if it is of a different color than the ones already possessed by the character. A character may not possess more than one of the same color gemstone.

The End (No, really...)

Treasure Summary

Special

▮ **Cloak of the Phase Spider.** This cloak sports a stylized spider motif with webs made of silver thread around the hem. This cloak acts as both a *cloak of arachnida* and a *cape of the mountebank*. When using the *dimension door* ability, the user leaves behind wisps of white smoke vaguely shaped like a spider’s web, appearing in a similar fashion at his destination.

Moderate conjuration, faint transmutation; CL 9th; *Prerequisites:* can’t be crafted; *Market Price:* 29,120 gp; *Weight:* 1 lb.

▮ **Gnome Vale Blue Gemstone:** A gnome calling himself Clegin presented you with a well-cut, human’s palm-sized gemstone colored blue. Upon the face is etched a symbol of arcane magic signifying the school of illusion; there is also a lingering aura of this magic upon the gemstone. If sold, it will fetch 50 gold pieces. You do not have to pay for this item. You may only possess one *Gnome Vale blue gemstone*.

o **Enmity of Spyder:** Against Spyder's explicit instructions, you used lethal force against the Adamantine Guard in your mission, or you betrayed a secret about Spyder. Spyder is well-connected and an influential person, as you will soon find out. This PC is immediately removed from any and all Principality of Ulek metaorganizations. Besides whatever penalties the PC receives for such removal, he also receives an additional -2 circumstance penalty to all Cha-based skill checks in the Principality. Furthermore, Spyder's agents attempt to stall, harass, and stymie this PC whenever he is in the Principality. All adventures set in the Principality of Ulek cost this PC an additional TU as you always seem to miss the boat, lose your horse, or find yourself delayed for some reason or another.

o **Membership in the Web:** You have been invited to join the Web, a secret organization headed by the enigmatic man named Spyder. Membership costs an initial outlay of 4 additional TUs. Contact the Principality of Ulek Triad for details. Items marked below with an asterisk are considered Frequency: Regional for members of the Web.

o **The Secret:** You possess knowledge of a potentially embarrassing secret to Prince Olinstaad Corond of the Principality of Ulek. If this PC submits to a *geas*, promising never to reveal that secret, they gain access to one of the following benefits (circle one selected, mark as USED when consumed):

- Access (Frequency: Adventure) to purchase any one adamantine weapon, armor, or shield. The item will be emblazoned with the heraldry of the Principality and the personal sigil of Prince Corond.
- Access (Frequency: Adventure), via the Keepers of the Soul Forge, to purchase an upgrade to any martial weapon with either *bane (undead)* or *bane (orc)* weapon special ability.

Furthermore, any PC who is a member of a Principality military metaorganization is immediately promoted one rank. If this takes the PC beyond the rank of Master Sergeant, contact the Principality of Ulek Triad for details.

Appendix One – APL 6

Encounter Three

Chog Grimhand: CR 6; Medium humanoid (dwarf) Ftr2/Mnk4; HD 2d10+4d8+24; hp 58; Init +5; Spd 30'; AC 16, touch 12, flat-footed 15 (+1 Dex, +1 Wis, +4 mage armor); Base Atk/Grp: +5/+14; Atk +9 melee (1d8+4, unarmed strike); Full Atk +9 melee (1d8+4, unarmed strike); Space/Reach 5'/5'; SA flurry of blows -2, ki strike (magic); SQ darkvision 60', dwarf traits, evasion, fast movement, still mind, slow fall 20'; AL LE; SV Fort +9, Ref +5, Will +5; Str 18, Dex 12, Con 16, Int 10, Wis 13, Cha 6

Skills and Feats: Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +6, Tumble +10; Clever Wrestling, Deflect Arrows, Earth's Embrace, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Weapon Focus: Grapple.

Possessions: cloak of resistance +1, gauntlets of ogre power, 2 potions of enlarge person, potion of cure moderate wounds, monk's outfit, 2 sets masterwork manacles.

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Chog moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the sorcerer has been neutralized, he downs one of his potions of enlarge person if the opportunity presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Kestrel: CR 6; Medium humanoid (half-orc) Bbn2/Rgr3/Menacing Brute 1; HD 2d12+1d10+

3d8+12; hp 52; Init +1; Spd 40'; AC 16, touch 11, flat-footed 15 (+1 Dex, +4 +1 chain shirt); Base Atk/Grp: +6/+10; Atk +11 melee (1d6+7/18-20/x2, +1/+1 double scimitar); Full Atk +9/+4 melee (1d6+5/18-20/x2, +1/+1 double scimitar) and +9 melee (1d6+3/18-20/x2, +1/+1 double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +2, rage 1/day; SQ darkvision 60', fast movement, uncanny dodge, wild empathy; AL NE; SV Fort +10, Ref +4, Will +3; Str 18, Dex 12, Con 14, Int 8, Wis 8, Cha 11.

Skills and Feats: Intimidate +14, Knowledge: Local (Sheldomar Valley) +1, Listen +3, Spot +4, Survival +8; Endurance, Exotic Weapon Proficiency: Double Scimitar, Iron Will, Menacing Demeanor, Track, Two-weapon Fighting.

Possessions: +1/+1 double scimitar (*Arms & Equipment Guide*), +1 chain shirt, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs MW manacles

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional one round per class level.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an Intimidate check.

Terka: CR 3; Medium humanoid (half-elf) Sor3; HD 3d4+6; hp 16; Init +1; Spd 30'; AC 15, touch 11, flat-footed 14 (+1 Dex); Base Atk/Grp: +1/+0; Atk +2 ranged (1d8/19-20/x2, light crossbow); Full Atk +2 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN;

SV Fort +3, Ref +2, Will +3; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 15.

Skills and Feats: Concentration +8, Hide +14, Listen +2, Move Silently +6, Spellcraft +7, Spot +2; Stealthy, Skill Focus: Hide.

Possessions: *cloak of elvenkind*, *arcane scroll of feather fall* (CL 1st), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles.

Sorcerer Spells Known (4/4, Save DC 12+spell level): 0- *dancing lights*, *detect magic*, *detect poison*, *message*; 1- *enlarge person*, *mage armor*

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his allies on the ground. He has already cast mage armor on himself and Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he casts enlarge person on Chog, then Kestrel, then waits for a good opportunity to snipe.

Calicut and Durbles: CR 3; Medium humanoid (halfling) Rog3; HD 3d6+3; hp 17; Init +3; Spd 20'; AC 19, touch 14, flat-footed 17 (+3 Dex, +1 size, +4 armor, +1 MW buckler); Base Atk/Grp: +2/-1; Atk +7 ranged (1d4+1/20/x3, MW mighty +1 composite shortbow); Full Atk +7 ranged (1d4+1/20/x3, MW mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +2d6; SQ halfling traits, evasion, trap sense +1, trapfinding; AL CN; SV Fort +3, Ref +7, Will +1; Str 12, Dex 17, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +8, Bluff +3, Climb +8, Disable Device +6, Escape Artist +6, Forgery +4, Gather Information +3, Hide +10, Jump +8, Listen +2, Move Silently +8, Open Lock +6, Search +4, Sense Motive +2, Spot +2, Tumble +9, Use Rope +6; Point Blank Shot, Precise Shot.

Possessions: MW (+1 Str bonus) composite shortbow, 40 arrows, +1 studded leather, MW buckler, 2 daggers, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles.

Description: Calicut and Durbles are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durbles stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes or readying to interrupt spellcasters. They gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Eleven

Kalgarad Truesteel and Hendag Dourhammer: CR 5; Medium humanoid (dwarf) Ftr4/Pal1; HD 5d10+18; hp 52; Init +1; Spd 20'; AC 23, touch 11, flat-footed 22 (+1 Dex, +9 +1 *full plate*, +3 +1 *large steel shield*); Base Atk/Grp: +5/+6; Atk +8 melee (1d10+3/x3, MW dwarven waraxe); Full Atk +8 melee (1d10+3/x3, MW dwarven waraxe); Space/Reach 5'/5'; SA smite evil 1/day; SQ aura of good darkvision 60', *detect evil*, dwarf traits; AL LG; SV Fort +9, Ref +2, Will +1; Str 13, Dex 13, Con 16, Int 8, Wis 10, Cha 13.

Skills and Feats: Ride +8, Sense Motive +1; Dodge, Endurance, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: MW dwarven waraxe, warhammer, dagger, +1 *full plate*, +1 *large steel shield*, *potion of cure moderate wounds*, uniform.

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Appendix Two – APL 8

Encounter One

Chog Grimhand: CR 8; Medium humanoid (dwarf) Ftr2/Mnk4/Reaping Mauler2; HD 4d10+4d8+32; hp 78; Init +5; Spd 30'; AC 18, touch 14, flat-footed 17 (+1 Dex, +2 Wis, +1 ring of protection, +4 mage armor); Base Atk/Grp: +7/+17; Atk +11 melee (1d8+4, unarmed strike); Full Atk +11/+6 melee (1d8+4, unarmed strike); Space/Reach 5'/5'; SA adept wrestling, flurry of blows -2, ki strike (magic); SQ darkvision 60', dwarf traits, evasion, fast movement, still mind, slow fall 20'; AL LE; SV Fort +12, Ref +8, Will +6; Str 18, Dex 12, Con 16, Int 10, Wis 14, Cha 6.

Skills and Feats: Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +6, Tumble +12; Clever Wrestling, Deflect Arrows, Earth's Embrace, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Mobility, Weapon Focus: Grapple.

Possessions: cloak of resistance +1, gauntlets of ogre power, ring of protection +1, 2 potions of enlarge person, potion of cure moderate wounds, potion of bear's endurance, potion of barkskin +4, monk's outfit, 2 sets masterwork manacles.

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Unless the PCs surprise the Band, Chog downs his potions of endurance and barkskin, and has Terka enlarge him. He moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the sorcerer has been neutralized, he downs one of his potions of enlarge person if the opportunity

presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Adept Wrestling (Ex): Beginning at 2nd level, a reaping mauler who is wearing light armor or no armor gains a +1 bonus on all grapple checks and opposed Dexterity or Strength checks. This bonus increases to +2 at 4th level.

Kestrel: CR 8; Medium humanoid (half-orc) Bbn2/Rgr3/Menacing Brute 3; HD 2d12+3d10+3d8+16; hp 68; Init +1; Spd 40'; AC 16, touch 11, flat-footed 15 (+1 Dex, +4 +1 chain shirt); Base Atk/Grp: +8/+12; Atk +13 melee (1d6+7/18-20/x2, +1/+1 double scimitar); Full Atk +11/+6 melee (1d6+5/18-20/x2, +1/+1 double scimitar) and +11 melee (1d6+3/18-20/x2, +1/+1 double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +2, rage 1/day, sneak attack +1d6; SQ darkvision 60', fast movement, resourceful search, uncanny dodge, wild empathy; AL NE; SV Fort +11, Ref +5, Will +4; Str 18, Dex 12, Con 14, Int 8, Wis 8, Cha 12.

Skills and Feats: Intimidate +17, Knowledge: Local (Sheldomar Valley) +1, Listen +5, Spot +6, Survival +10; Endurance, Exotic Weapon Proficiency: Double Scimitar, Iron Will, Menacing Demeanor, Track, Two-weapon Fighting.

Possessions: +1/+1 double scimitar, +1 chain shirt, bead of force, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs MW manacles

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an

Intimidate check. Once she determines that the Band faces skilled opposition, Kestrel will attempt to use her bead of force to catch at least 2 enemies.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional 1 round per class level.

Resourceful Search (Ex): At second level, Kestrel becomes extremely resourceful at finding “discarded” pieces of equipment. See Races of Destiny page 123 for further details.

Terka: CR 5; Medium humanoid (half-elf) Sor5; HD 5d4+10; hp 26; Init +1; Spd 30'; AC 15, touch 11, flat-footed 14 (+1 Dex, +4 mage armor); Base Atk/Grp: +2/+1; Atk +3 ranged (1d8/19-20/x2, light crossbow); Full Atk +3 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN; SV Fort +3, Ref +2, Will +4; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 16.

Skills and Feats: Concentration +10, Hide +5, Listen +2, Move Silently +4, Spellcraft +9, Spot +2; Silent Spell, Stealthy.

Sorcerer Spells Known (5/5/4, Save DC 13+spell level): 0- *dancing lights, detect magic, detect poison, flare, message, ray of frost*; 1- *animate rope, enlarge person, mage armor, reduce person*; 2- *invisibility, levitate*

Possessions: wand of ray of enfeeblement (CL 1st), wand of magic missile (CL 1st), arcane scroll of feather fall (CL 1st), arcane scroll of see invisibility (CL 3rd), arcane scroll of glitterdust (CL 3rd), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles.

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his

allies on the ground. He has already cast invisibility and mage armor on himself, mage armor on Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he uses his metamagic rod to silently cast enlarge person on Chog, then Kestrel. If Chog has someone in his grips, Terka casts levitate on the dwarf to move him out of harm's way, then snipes with spells, using his Silent Spell feat when possible.

Calicut and Durble: CR 5; Medium humanoid (halfling) Rog5; HD 5d6+5; hp 27; Init +4; Spd 20'; AC 20, touch 15, flat-footed 16 (+4 Dex, +1 size, +4 armor, +1 MW buckler); Base Atk/Grp: +3/+0; Atk +9 ranged (1d4+2/20/x3, +1 mighty +1 composite shortbow); Full Atk +9 ranged (1d4+2/20/x3, +1 mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +3d6; SQ halfling traits, evasion, trap sense +1, uncanny dodge, trapfinding; AL CN; SV Fort +3, Ref +9, Will +1; Str 12, Dex 18, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +10, Bluff +5, Climb +10, Disable Device +9, Escape Artist +9, Forgery +6, Gather Information +5, Hide +13, Jump +10, Listen +4, Move Silently +11, Open Lock +9, Search +6, Sense Motive +4, Spot +4, Tumble +14, Use Rope +9; Point Blank Shot, Precise Shot.

Possessions: +1 (+1 Str bonus) composite shortbow, 40 arrows, +1 studded leather, MW buckler, 2 daggers, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles.

Description: Calicut and Durble are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durble stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes or readying to interrupt spellcasters. They gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Eleven

**Kalgarad Truesteel and Hendag
Dourhammer:** CR 7; Medium humanoid

(dwarf) Ftr4/Pal3; HD 7d10+24; hp 70; Init +1; Spd 20'; AC 23, touch 11, flat-footed 22 (+1 Dex, +9 +1 *full plate*, +3 +1 *large steel shield*); Base Atk/Grp: +7/+8; Atk +10 melee (1d10+4/x3, +1 *dwarven waraxe*); Full Atk +10/+5 melee (1d10+4/x3, +1 *dwarven waraxe*); Space/Reach 5'/5'; SA smite evil 1/day; SQ aura of courage, aura of good, darkvision 60', *detect evil*, divine grace, divine health, dwarf traits, lay on hands 3hp/day; AL LG; SV Fort +11, Ref +4, Will +5; Str 13, Dex 13, Con 16, Int 8, Wis 10, Cha 13.

Skills and Feats: Ride +8, Sense Motive +3; Dodge, Endurance, Iron Will, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: +1 *dwarven waraxe*, warhammer, dagger, +1 *full plate*, +1 *large steel shield*, *potion of cure moderate wounds*, uniform

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Appendix Three – APL 10

Encounter Three

Chog Grimhand: CR 10; Medium humanoid (dwarf) Ftr2/Mnk4/Reaping Mauler4; HD 6d10+4d8+40; hp 98; Init +5; Spd 30'; AC 19, touch 15, flat-footed 18 (+1 Dex, +3 Wis, +1 ring of protection, +4 mage armor); Base Atk/Grp: +9/+20; Atk +13 melee (1d8+4, unarmed strike); Full Atk +13/+8 melee (1d8+4, unarmed strike); Space/Reach 5'/5'; SA adept wrestling, flurry of blows -2, ki strike (magic), sleeper lock; SQ counter grapple, darkvision 60', dwarf traits, evasion, fast movement, still mind, slow fall 20'; AL LE; SV Fort +14, Ref +10, Will +9; Str 18, Dex 12, Con 16, Int 10, Wis 16, Cha 6.

Skills and Feats: Craft: Stoneworking +6, Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +7, Tumble +12; Clever Wrestling, Deflect Arrows, Earth's Embrace, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Mobility, Stunning Fist (5/day, DC 18), Weapon Focus: Grapple.

Possessions: *cloak of resistance* +2, *gauntlets of ogre power*, *periapt of wisdom* +2, *ring of protection* +1, 2 *potions of enlarge person*, *potion of cure moderate wounds*, *potion of bear's endurance*, *potion of barkskin* +4, monk's outfit, 2 sets masterwork manacles.

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Unless the PCs surprise the Band, Chog downs his potions of endurance and barkskin, and has Terka enlarge him. He moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the sorcerer has been neutralized, he downs one of

his potions of enlarge person if the opportunity presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Adept Wrestling (Ex): Beginning at 2nd level, a reaping mauler who is wearing light armor or no armor gains a +1 bonus on all grapple checks and opposed Dexterity or Strength checks. This bonus increases to +2 at 4th level.

Counter Grapple (Ex): When grappling or pinned, a reaping mauler of 3rd level or higher wearing light armor or no armor can attempt either a grapple check or an Escape Artist check opposed by his opponent's grapple check to free himself as normal. If he fails the check he has chosen, he can immediately attempt the other check as a free action.

Sleeper Lock (Ex): At 3rd level, a reaping mauler learns how to render an opponent unconscious with pressure. If this character pins his opponent while grappling and maintains the pin for 1 full round, the opponent must make a Fortitude save (DC 17) at the end of the round or fall unconscious for 1d3 rounds. A creature with no discernible anatomy has immunity to this effect.

Kestrel: CR 10; Medium humanoid (half-orc) Bbn2/Rgr3/Menacing Brute 5; HD 2d12+5d10+3d8+20; hp 84; Init +1; Spd 40'; AC 16, touch 11, flat-footed 15 (+1 Dex, +4 +1 chain shirt); Base Atk/Grp: +10/+14; Atk +15 melee (2d6+7 subdual/15-20/x2, +1 merciful/+1 double scimitar); Full Atk +13/+8 melee (2d6+5 subdual/15-20/x2, +1 merciful/+1 double scimitar) and +13 melee (1d6+3/15-20/x2, +1merciful/+1 double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +2, making an example, rage 1/day, ruthless cut, sneak attack +1d6; SQ darkvision 60', fast movement, resourceful search, uncanny dodge, wild empathy; AL NE; SV Fort +12, Ref +5, Will +4; Str 18, Dex 12, Con 14, Int 8, Wis 8, Cha 12.

Skills and Feats: Intimidate +21, Knowledge: Local (Sheldomar Valley) +1, Listen +6, Spot +7, Survival +12; Endurance, Exotic Weapon Proficiency: Double Scimitar, Improved

Critical: Double Scimitar, Iron Will, Menacing Demeanor, Track, Two-weapon Fighting.

Equipment: +1 merciful/+1 double scimitar, +1 chain shirt, bead of force, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs MW manacles

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an Intimidate check. Once she determines that the Band faces skilled opposition, Kestrel will attempt to use her bead of force to catch at least 2 enemies. Kestrel focuses her attacks on the most injured opponent she can, hoping to cow all opposition with her Making an Example ability.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional 1 round per class level.

Resourceful Search (Ex): At second level, Kestrel becomes extremely resourceful at finding "discarded" pieces of equipment. See Races of Destiny page 123 for further details.

Ruthless Cut (Ex): At 4th level and higher, Kestrel gains a +4 bonus on a roll to confirm a threat on a critical hit.

Making an Example (Ex): At 5th level, any time Kestrel deals enough damage with a melee attack to drop a creature (typically by dropping it to less than 0 hit points or killing it), all foes within 30 feet of the enemy must succeed on a Will save (DC 16) or cower until the start of their next turn. If the blow that dropped the creature was a critical hit, add +4 to the save DC. This is a mind-affecting fear effect.

Terka: CR 7; Medium humanoid (half-elf) Sor7; HD 7d4+14; hp 36; Init +1; Spd 30'; AC 15, touch 11, flat-footed 14 (+1 Dex, +4 mage armor); Base Atk/Grp: +3/+2; Atk +5 ranged (1d8/19-20/x2, light crossbow); Full Atk +5 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN; SV Fort +4, Ref +3, Will +5; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 16.

Skills and Feats: Concentration +12, Hide +10, Listen +2, Move Silently +5, Spellcraft +11, Spot +2; Point Blank Shot, Silent Spell, Stealthy.

Sorcerer Spells (5/5/6/5, Save DC 13+spell level): 0-dancing lights, detect magic, detect poison, flare, message, resistance, ray of frost; 1st-animate rope, enlarge person, grease, mage armor, reduce person; 2nd-glitterdust, invisibility, levitate; 3rd-haste, dispel magic

Possessions: cloak of elvenkind, lesser metamagic rod: silent, wand of ray of enfeeblement (CL 1st), wand of magic missile (CL 1st), arcane scroll of feather fall (CL 1st), arcane scroll of see invisibility (CL 3rd), arcane scroll of glitterdust (CL 3rd), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles.

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his allies on the ground. He has already cast invisibility and mage armor on himself, mage armor on Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he uses his metamagic rod to silently cast haste on the Band, then uses a 2nd level slot to silently cast enlarge person on Chog and Kestrel. If Chog has someone in his grips, Terka casts levitate on the dwarf to move him out of harm's way, then snipes with spells, using his Silent Spell feat when possible.

Calicut and Durbles: CR 7; Medium humanoid (halfling) Rog7; HD 7d6+7; hp 37; Init +4; Spd 20'; AC 21, touch 15, flat-footed 17 (+4 Dex, +1 size, +4 +1 studded leather, +2 +1 buckler); Base Atk/Grp: +5/+2; Atk +11 ranged (1d4+2/20/x3, +1 mighty +1 composite shortbow); Full Atk +11 ranged (1d4+2/20/x3, +1 mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +4d6; SQ halfling traits, evasion, trap sense +2, uncanny dodge, trapfinding; AL CN; SV Fort +4, Ref +10, Will +2; Str 12, Dex 18, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +12, Bluff +7, Climb +12, Disable Device +11, Escape Artist +11, Forgery +8, Gather Information +7, Hide +15, Jump +12, Listen +6, Move Silently +13, Open Lock +11, Search +8, Sense Motive +6, Spot +6, Tumble +16, Use Rope +11; Point Blank Shot, Precise Shot, Ranged Disarm.

Possessions: +1 mighty +1 composite shortbow, 40 arrows, +1 studded leather, +1 buckler, 2x potion of cure moderate wounds, 2 daggers, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles, potion of barkskin +5.

Description: Calicut and Durbles are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durbles stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes, shooting weapons out of enemies' hands, or readying to interrupt spellcasters. They gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Seven

Fiendish Black Pudding: CR 9; Huge Ooze; HD 10d10+60; hp 115; Init -5; Speed: 20 ft. / climb 20 ft.; AC 3, touch 3, flat-footed 3 (-2 Size, -5 Dex); Base Atk/Grp +7/+18; Atk +8 melee (2d6+4 plus 2d6 acid, slam); Full Atk +8 melee (2d6+4 plus 2d6 acid, slam); Space/Reach: 15 ft./10 ft.; SA: Acid, constrict 2d6+4 plus 2d6 acid, improved grab; SQ Blindsight 60 ft., split, ooze

traits, Resist Cold 10, Resist Fire 10, DR 5/magic, SR 15; AL NE; SV Fort +9, Ref -2, Will -2; Str 17, Dex 1, Con 22, Int 3, Wis 1, Cha 1

Skills and Feats Climb +11

Combat: A black pudding attacks by grabbing and squeezing their prey.

Acid (Ex): The creature secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Any melee hit or constrict attack deals acid damage, and the opponent's armor and clothing dissolve and become useless immediately unless they succeed on DC 21 Reflex saves. A metal or wooden weapon that strikes a black pudding also dissolves immediately unless it succeeds on a DC 21 Reflex save. The save DCs are Constitution-based. The pudding's acidic touch deals 21 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Blindsight (Ex): An ooze's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

Constrict (Ex): A black pudding deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a -4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, a black pudding must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Split (Ex): Slashing and piercing weapons deal no damage to a black pudding. Instead the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Smite Good (Su): Once per day the fiendish black pudding can make a normal melee attack to deal extra damage equal to its HD total (+10) against a good foe.

Skills: A fiendish black pudding has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Encounter Eleven

Kalgarad Truesteel and Hendag Dourhammer: CR 9; Medium humanoid (dwarf); Ftr4/Pal3/Dwarven Defender 2; HD 7d10+2d12+30; hp 90; Init +1; Spd 20'; AC 25, touch 13, flat-footed 23 (+1 Dex, +1 deflection, +1 dodge, +9 +1 *full plate*, +3 +1 *large steel shield*); Base Atk/Grp: +9/+11; Atk +13 melee (1d10+5/x3, +1 *adamantine dwarven waraxe*); Full Atk +13/+8 melee (1d10+5/x3, +1 *adamantine dwarven waraxe*); Space/Reach 5'/5'; SA smite evil 1/day; SQ aura of courage, aura of good, darkvision 60', defensive stance 1/day, *detect evil*, divine grace, divine health, dwarf traits, lay on hands 3hp/day, uncanny dodge; AL LG; SV Fort +14, Ref +4, Will +8; Str 14, Dex 13, Con 16, Int 8, Wis 10, Cha 13.

Skills and Feats: Ride +8, Sense Motive +3, Spot +2; Dodge, Endurance, Iron Will, Power Attack, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: +1 *adamantine dwarven waraxe*, warhammer, dagger, +1 *full plate*, +1 *large steel shield*, +1 *ring of protection*, *potion of cure moderate wounds*, uniform .

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Defensive Stance (Ex): The dwarven defender can assume a defensive stance 1/day. While in the stance, the dwarven defender gains +2 Strength, +4 Constitution, a +2 resistance bonus on all saves, and a +4 dodge bonus to AC. While in a defensive stance, a dwarven defender cannot use skills or abilities that would require him to shift his position, such as Move Silently or Jump. A defensive stance lasts 8 rounds. A dwarven defender may end his stance voluntarily prior to that limit. At the end of the defensive stance, a dwarven defender is

winded, taking a -2 penalty to Strength for the remainder of the encounter.

Appendix Four – APL 12

Encounter Three

Chog Grimhand: CR 12; Medium humanoid (dwarf) Ftr2/Mnk4/Reaping Mauler5/Stonelord1; HD 7d10+5d8+48; hp 117; Init +5; Spd 30'; AC 19, touch 15, flat-footed 18 (+1 Dex, +3 Wis, +1 ring of protection, +4 mage armor); Base Atk/Grp: +11/+23; Atk +16 melee (1d8+5, unarmed strike); Full Atk +16/+11/+6 melee (1d8+5, unarmed strike); Space/Reach 5'/5'; SA adept wrestling, devastating grapple, flurry of blows -2, ki strike (magic), sleeper lock; SQ counter grapple, darkvision 60', dwarf traits, earth's blood, evasion, fast movement, still mind, slow fall 20'; AL LE; SV Fort +16, Ref +10, Will +9; Str 21, Dex 12, Con 16, Int 10, Wis 16, Cha 6.

Skills and Feats: Craft: Stoneworking +8, Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +9, Tumble +12; Clever Wrestling, Deflect Arrows, Earth's Embrace, Endurance, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Mobility, Stunning Fist (6/day, DC 19), Weapon Focus: Grapple.

Possessions: *cloak of resistance* +2, *belt of giant strength* +4, *periapt of wisdom* +2, *ring of protection* +1, 2 *potions of enlarge person*, *potion of cure moderate wounds*, *potion of bear's endurance*, *potion of barkskin* +4, monk's outfit, 2 sets masterwork manacles.

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Unless the PCs surprise the Band, Chog downs his potions of endurance and barkskin, and has Terka enlarge him. He moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the

sorcerer has been neutralized, he downs one of his potions of enlarge person if the opportunity presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Adept Wrestling (Ex): Beginning at 2nd level, a reaping mauler who is wearing light armor or no armor gains a +1 bonus on all grapple checks and opposed Dexterity or Strength checks. This bonus increases to +2 at 4th level.

Counter Grapple (Ex): When grappling or pinned, a reaping mauler of 3rd level or higher wearing light armor or no armor can attempt either a grapple check or an Escape Artist check opposed by his opponent's grapple check to free himself as normal. If he fails the check he has chosen, he can immediately attempt the other check as a free action.

Devastating Grapple (Ex): If a 5th-level reaping mauler pins his opponent while grappling and maintains the pin for 3 consecutive rounds, the opponent must make a Fortitude save (DC 18) at the end of that round or die. A creature with no discernible anatomy is immune to the effect of this ability.

Earth's Blood (Sp): Once per day, a stonelord can take a standard action to heal her own wounds using a clump of mud. This ability heals a number of hit points equal to 1d8+her stonelord class level.

Sleeper Lock (Ex): At 3rd level, a reaping mauler learns how to render an opponent unconscious with pressure. If this character pins his opponent while grappling and maintains the pin for 1 full round, the opponent must make a Fortitude save (DC 17) at the end of the round or fall unconscious for 1d3 rounds. A creature with no discernible anatomy has immunity to this effect.

Kestrel: CR 12; Medium humanoid (half-orc) Bbn2/Rgr5/Menacing Brute 5; HD 2d12+5d10+5d8+24; hp 98; Init +1; Spd 40'; AC 19, touch 12, flat-footed 18 (+1 Dex, +6 +2 mithral breastplate, +1 insight); Base Atk/Grp: +12/+16; Atk +17 melee (2d6+7 subdual/15-20/x2, +1 merciful/+1 double scimitar); Full Atk +15/+10/+5 melee (2d6+5 subdual/15-20/x2, +1 merciful/+1

double scimitar) and +15 melee (1d6+3/15-20/x2, +1merciful/+1 double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +4, (human) +2, making an example, rage 1/day, ruthless cut, sneak attack +1d6; SQ darkvision 60', fast movement, resourceful search, uncanny dodge, wild empathy; AL NE; SV Fort +13, Ref +6, Will +4; Str 19, Dex 12, Con 14, Int 8, Wis 8, Cha 12.

Skills and Feats: Intimidate +21, Knowledge: Local (Sheldomar Valley) +1, Listen +10, Spot +11, Survival +14; Endurance, Exotic Weapon Proficiency: Double Scimitar, Improved Critical: Double Scimitar, Improved Favored Enemy, Iron Will, Menacing Demeanor, Track, Two-weapon Fighting.

Possessions: +1 merciful/+1 double scimitar, +2 mithral breastplate, bead of force, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs MW manacles, ioun stone (dusty rose prism).

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage. She has an owl companion which she has trained to screech if humanoids approach the warehouse, but does not engage in combat.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an Intimidate check. Once she determines that the Band faces skilled opposition, Kestrel will attempt to use her bead of force to catch at least 2 enemies. Kestrel focuses her attacks on the most injured opponent she can, hoping to cow all opposition with her Making an Example ability.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional 1 round per class level.

Resourceful Search (Ex): At second level, Kestrel becomes extremely resourceful at finding "discarded" pieces of equipment. See Races of Destiny page 123 for further details.

Ruthless Cut (Ex): At 4th level and higher, Kestrel gains a +4 bonus on a roll to confirm a threat on a critical hit.

Making an Example (Ex): At 5th level, any time Kestrel deals enough damage with a melee attack to drop a creature (typically by dropping it to less than 0 hit points or killing it), all foes within 30 feet of the enemy must succeed on a Will save (DC 16) or cower until the start of their next turn. If the blow that dropped the creature was a critical hit, add +4 to the save DC. This is a mind-affecting fear effect.

Terka: CR 9; Medium humanoid (half-elf) Sor9; HD 9d4+18; hp 46; Init +2; Spd 30'; AC 16, touch 12, flat-footed 16 (+2 Dex, +4 mage armor); Base Atk/Grp: +4/+3; Atk +6 ranged (1d8/19-20/x2, light crossbow); Full Atk +6 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN; SV Fort +5, Ref +5, Will +6; Str 8, Dex 14, Con 14, Int 12, Wis 10, Cha 16.

Skills and Feats: Concentration +14, Hide +10, Listen +2, Move Silently +6, Spellcraft +13, Spot +2; Point Blank Shot, Precise Shot, Silent Spell, Stealthy.

Sorcerer Spells Known (5/5/7/7/4, Save DC 13+spell level): 0-acid splash, dancing lights, detect magic, detect poison, flare, message, resistance, ray of frost; 1st-animate rope, enlarge person, grease, mage armor, reduce person; 2nd-glitterdust, invisibility, levitate, locate object; 3rd-haste, dispel magic, slow; 4th-wall of ice, dimensional anchor

Equipment: cloak of elvenkind, gloves of arrow snaring, lesser metamagic rod: silent, wand of ray of enfeeblement (CL 1st), wand of magic missile (CL 1st), arcane scroll of feather fall (CL 1st), arcane scroll of see invisibility (CL 3rd), arcane scroll of glitterdust (CL 3rd), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles.

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his

crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his allies on the ground. He has already cast invisibility and mage armor on himself, mage armor on Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he uses his metamagic rod to silently cast haste on the Band, then uses a 2nd level slot to silently cast enlarge person on Chog and Kestrel. If Chog has someone in his grips, Terka casts levitate on the dwarf to move him out of harm's way, then snipes with spells, using his Silent Spell feat when possible.

Calicut and Durble: CR 9; Medium humanoid (halfling) Rog9; HD 9d6+9; hp 47; Init +4; Spd 20'; AC 21, touch 15, flat-footed 17 (+4 Dex, +1 size, +4 +1 studded leather, +2 +1 buckler); Base Atk/Grp: +6/+3; Atk +13 ranged (1d4+3/20/x3, +2 mighty +1 composite shortbow); Full Atk +11/+11/+6 ranged (1d4+3/20/x3, +2 mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +5d6; SQ halfling traits, evasion, trap sense +3, improved uncanny dodge, trapfinding; AL CN; SV Fort +5, Ref +11, Will +3; Str 12, Dex 19, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +14, Bluff +9, Climb +14, Disable Device +13, Escape Artist +13, Forgery +10, Gather Information +9, Hide +17, Jump +14, Listen +8, Move Silently +15, Open Lock +13, Search +10, Sense Motive +8, Spot +8, Tumble +18, Use Rope +13; Point Blank Shot, Precise Shot, Ranged Disarm, Rapid Shot.

Possessions: +2 mighty +1 composite shortbow, 40 arrows, +1 studded leather, +1 buckler, 2x *potion of cure moderate wounds*, 2 daggers, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles, *potion of barkskin* +5.

Description: Calicut and Durble are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durble stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes, shooting weapons out of enemies' hands, or readying to interrupt spellcasters. They

gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Eleven

Kalgarad Truesteel and Hendag Dourhammer: CR 11; Medium humanoid (dwarf) Ftr4/Pal3/Dwarven Defender 4; HD 7d10+4d12+36; hp 110; Init +1; Spd 20'; AC 28, touch 14, flat-footed 25 (+1 Dex, +1 deflection, +2 dodge, +10 +2 *full plate*, +4 +2 *large steel shield*); Base Atk/Grp: +11/+14; Atk +16 melee (1d10+6/x3, +1 *adamantine dwarven waraxe*); Full Atk +16/+11/+6 melee (1d10+6/x3, +1 *adamantine dwarven waraxe*); Space/Reach 5'/5'; SA smite evil 1/day; SQ aura of courage, aura of good, darkvision 60', defensive stance 2/day, *detect evil*, divine grace, divine health, dwarf traits, lay on hands 3hp/day, trap sense +1, uncanny dodge; AL LG; SV Fort +15, Ref +5, Will +9; Str 16, Dex 13, Con 16, Int 8, Wis 10, Cha 13.

Skills and Feats: Listen +2, Ride +8, Sense Motive +3, Spot +2; Dodge, Endurance, Iron Will, Power Attack, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: +1 *adamantine dwarven waraxe*, warhammer, dagger, +2 *full plate*, +2 *large steel shield*, +1 *ring of protection*, *gauntlets of ogre power*, *potion of cure moderate wounds*, uniform

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Defensive Stance (Ex): The dwarven defender can assume a defensive stance 1/day. While in the stance, the dwarven defender gains +2 Strength, +4 Constitution, a +2 resistance bonus on all saves, and a +4 dodge bonus to AC. While in a defensive stance, a dwarven defender cannot use skills or abilities that would require him to shift his position, such as Move Silently or Jump. A defensive stance lasts 8 rounds. A dwarven defender may end his stance voluntarily prior to that limit. At the end of the defensive stance, a dwarven defender is winded, taking a -2 penalty to Strength for the remainder of the encounter.

Appendix Five – APL 14

Encounter Three

Chog Grimhand: CR 14; Medium humanoid (dwarf) Ftr2/Mnk4/Reaping Mauler5/Stonelord3; HD 7d10+7d8+56; hp 135; Init +5; Spd 30'; AC 21, touch 17, flat-footed 20 (+1 Dex, +4 Wis, +1 ring of protection, +4 mage armor, +1 insight); Base Atk/Grp: +13/+25; Atk +18 melee (1d8+5, unarmed strike); Full Atk +18/+13/+8 melee (1d8+5, unarmed strike); Space/Reach 5'/5'; SA adept wrestling, devastating grapple, flurry of blows -2, ki strike (magic), sleeper lock; SQ counter grapple, darkvision 60', dwarf traits, earth's blood, evasion, fast movement, still mind, stone power (stoneskin), stone shape, slow fall 20'; AL LE; SV Fort +16, Ref +11, Will +11; Str 21, Dex 12, Con 16, Int 10, Wis 18, Cha 6.

Skills and Feats: Craft: Stoneworking +8, Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +12, Tumble +12; Clever Wrestling, Deflect Arrows, Earth's Embrace, Endurance, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Mobility, Stunning Fist (6/day, DC 21), Weapon Focus: Grapple.

Possessions: *cloak of resistance +2, belt of giant strength +4, periapt of wisdom +4, ring of protection +1, 2 potions of enlarge person, potion of cure moderate wounds, potion of bear's endurance, potion of barkskin +4, monk's outfit, 2 sets masterwork manacles, ioun stone (dusty rose prism).*

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Unless the PCs surprise the Band, Chog downs his potions of endurance and barkskin, and has Terka enlarge him. He moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than

corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the sorcerer has been neutralized, he downs one of his potions of enlarge person if the opportunity presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Adept Wrestling (Ex): Beginning at 2nd level, a reaping mauler who is wearing light armor or no armor gains a +1 bonus on all grapple checks and opposed Dexterity or Strength checks. This bonus increases to +2 at 4th level.

Counter Grapple (Ex): When grappling or pinned, a reaping mauler of 3rd level or higher wearing light armor or no armor can attempt either a grapple check or an Escape Artist check opposed by his opponent's grapple check to free himself as normal. If he fails the check he has chosen, he can immediately attempt the other check as a free action.

Devastating Grapple (Ex): If a 5th-level reaping mauler pins his opponent while grappling and maintains the pin for 3 consecutive rounds, the opponent must make a Fortitude save (DC 18) at the end of that round or die. A creature with no discernible anatomy is immune to the effect of this ability.

Earth's Blood (Sp): Once per day, a stonelord can take a standard action to heal her own wounds using a clump of mud. This ability heals a number of hit points equal to 1d8+her stonelord class level.

Sleeper Lock (Ex): At 3rd level, a reaping mauler learns how to render an opponent unconscious with pressure. If this character pins his opponent while grappling and maintains the pin for 1 full round, the opponent must make

a Fortitude save (DC 17) at the end of the round or fall unconscious for 1d3 rounds. A creature with no discernible anatomy has immunity to this effect.

Stone Power: Stoneskin (Sp): Once per day, a stonelord with this ability can give herself the benefit of a stoneskin spell (caster level equal to the stonelord's class level). The character must provide the material component as if she were actually casting the spell.

Stone Shape (Sp): Once per day, a stonelord of 3rd level or higher can use a stone shape effect (caster level equal to the stonelord's class level).

Kestrel: CR 14; Medium humanoid (half-orc) Bbn3/Rgr6/Menacing Brute 5; HD 3d12+5d10+6d8+24; hp 114; Init +1; Spd 40'; AC 20, touch 13, flat-footed 19 (+1 Dex, +1 deflection, +6 +2 mithral breastplate, +1 insight); Base Atk/Grp: +14/+18; Atk +19 melee (1d6+7 +1 Con damage/15-20/x2, +1 wounding/+1 merciful double scimitar); Full Atk +17/+12/+7 melee (1d6+5 +1 Con damage/15-20/x2, +1 wounding/+1 merciful double scimitar) and +17/+12 melee (2d6+3 subdual/15-20/x2, +1 wounding/+1 merciful double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +4, (human) +2, making an example, rage 1/day, ruthless cut, sneak attack +1d6; SQ darkvision 60', fast movement, resourceful search, trap sense +1, uncanny dodge, wild empathy; AL NE; SV Fort +15, Ref +8, Will +6; Str 19, Dex 12, Con 14, Int 8, Wis 8, Cha 12.

Skills and Feats: Intimidate +24, Knowledge: Local (Sheldomar Valley) +1, Listen +13, Spot +13, Survival +16; Endurance, Exotic Weapon Proficiency: Double Scimitar, Improved Critical: Double Scimitar, Improved Favored Enemy, Improved Two-Weapon Fighting, Iron Will, Menacing Demeanor, Track, Two-weapon Fighting.

Possessions: +1 wounding/+1 merciful double scimitar, +2 mithral breastplate, +1 ring of protection, bead of force, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs

MW manacles, ioun stone (dusty rose prism).

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage. She has an owl companion which she has trained to screech if humanoids approach the warehouse, but does not engage in combat.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an Intimidate check. Once she determines that the Band faces skilled opposition, Kestrel will attempt to use her bead of force to catch at least 2 enemies. Kestrel focuses her attacks on the most injured opponent she can, hoping to cow all opposition with her Making an Example ability. She favors the wounding end of her weapon against targets she is not under contract to capture alive.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional 1 round per class level.

Resourceful Search (Ex): At second level, Kestrel becomes extremely resourceful at finding "discarded" pieces of equipment. See Races of Destiny page 123 for further details.

Ruthless Cut (Ex): At 4th level and higher, Kestrel gains a +4 bonus on a roll to confirm a threat on a critical hit.

Making an Example (Ex): At 5th level, any time Kestrel deals enough damage with a melee attack to drop a creature (typically by dropping it to less than 0 hit points or killing it), all foes within 30 feet of the enemy must succeed on a Will save (DC 16) or cower until the start of their next turn. If the blow that dropped the creature was a critical hit, add +4 to the save DC. This is a mind-affecting fear effect.

Terka: CR 11; Medium humanoid (half-elf) Sor11; HD 11d4+22; hp 56; Init +2; Spd 30'; AC 16, touch 12, flat-footed 16 (+2 Dex, +4 mage armor); Base Atk/Grp: +5/+4; Atk +7 ranged (1d8/19-20/x2, light crossbow); Full Atk +6 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN; SV Fort +5, Ref +5, Will +7; Str 8, Dex 14, Con 14, Int 12, Wis 10, Cha 16.

Skills and Feats: Concentration +16, Hide +10, Listen +2, Move Silently +7, Spellcraft +15, Spot +2; Point Blank Shot, Precise Shot, Silent Spell, Stealthy.

Sorcerer Spells Known (5/5/7/7/4, Save DC 13+spell level): 0-*acid splash, dancing lights, detect magic, detect poison, flare, ghost sound, message, resistance, ray of frost*; 1-*animate rope, enlarge person, grease, mage armor, reduce person*; 2-*glitterdust, invisibility, levitate, locate object, web*; 3-*haste, dispel magic, major image, slow*; 4-*dimensional anchor, locate creature, wall of ice*; 5-*prying eyes, telekinesis*

Possessions: *cloak of elvenkind, gloves of arrow snaring, lesser metamagic rod: silent, metamagic rod: silent, wand of ray of enfeeblement (CL 1st), wand of magic missile (CL 1st), arcane scroll of feather fall (CL 1st), arcane scroll of glitterdust (CL 3rd), arcane scroll of see invisibility (CL 3rd), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles.*

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his allies on the ground. He has already cast invisibility and mage armor on himself, mage armor on Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he uses his metamagic rod to silently cast haste on the Band, then uses a 2nd level slot to silently cast

enlarge person on Chog and Kestrel. If Chog has someone in his grips, Terka casts levitate on the dwarf to move him out of harm's way, then snipes with spells, using his Silent Spell feat when possible.

Calicut and Durble: CR 11; Medium humanoid (halfling) Rog11; HD 11d6+11; hp 57; Init +4; Spd 20'; AC 21, touch 15, flat-footed 17 (+4 Dex, +1 size, +4 +1 studded leather, +2 +1 buckler); Base Atk/Grp: +8/+5; Atk +16 ranged (1d4+4/20/x3, +3 mighty +1 composite shortbow); Full Atk +14/+14/+9 ranged (1d4+4/20/x3, +2 mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +6d6, crippling strike; SQ halfling traits, evasion, trap sense +3, improved uncanny dodge, trapfinding; AL CN; SV Fort +5, Ref +12, Will +3; Str 12, Dex 19, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +16, Bluff +11, Climb +16, Disable Device +15, Escape Artist +15, Forgery +12, Gather Information +11, Hide +19, Jump +16, Listen +10, Move Silently +17, Open Lock +15, Search +12, Sense Motive +10, Spot +10, Tumble +20, Use Rope +15; Point Blank Shot, Precise Shot, Ranged Disarm, Rapid Shot.

Possessions: +3 mighty +1 composite shortbow, 40 arrows, +1 studded leather, +1 buckler, 2x *potion of cure moderate wounds*, 2 daggers, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles, *potion of barkskin* +5.

Description: Calicut and Durble are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durble stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes, shooting weapons out of enemies' hands, or readying to interrupt spellcasters. They gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Seven

Fiendish Elder Black Pudding: Gargantuan Ooze; CR12; HD 20d10+60; hp 290; Init -5; Spd 20 ft., climb 20 ft.; AC 3, touch 3, flat-footed 3 (-2 size, -5 Dex); Base Atk/Grapple +15/+35; Atk Slam +19 melee (3d6+12 plus 3d6 acid); Full

Atk Slam +19 melee (3d6+12 plus 3d6 acid); Space/Reach 20 ft./20 ft.; SA Acid, constrict 2d8+12 plus 2d6 acid, improved grab; SQ Blindsight 60 ft., split, ooze traits, Resist Cold 10, Resist Fire 10, DR 10/magic, SR 25; AL NE; SV Fort +15, Ref +1, Will +1; Str 26, Dex 1, Con 28, Int 3, Wis 1, Cha 1

Skills and Feats: Climb +16

Acid (Ex): The creature secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Any melee hit or constrict attack deals acid damage, and the opponent's armor and clothing dissolve and become useless immediately unless they succeed on DC 21 Reflex saves. A metal or wooden weapon that strikes a black pudding also dissolves immediately unless it succeeds on a DC 21 Reflex save. The save DCs are Constitution-based.

The pudding's acidic touch deals 21 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Blindsight (Ex): An ooze's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

Constrict (Ex): A black pudding deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a -4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, a black pudding must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Split (Ex): Slashing and piercing weapons deal no damage to a black pudding. Instead the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Smite Good (Su): Once per day the fiendish elder black pudding can make a normal melee attack to deal extra damage equal to its HD total (+20) against a good foe

Skills: A black pudding has a +16 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Encounter Ten

Kalgarad Truesteel and Hendag Dourhammer: CR 13; Medium humanoid (dwarf) Ftr4/Pal3/Dwarven Defender 6; HD 7d10+6d12+55; hp 140; Init +1; Spd 20'; AC 28, touch 14, flat-footed 25 (+1 Dex, +1 deflection, +2 dodge, +10 +2 *full plate*, +4 +2 *large steel shield*); Base Atk/Grp: +13/+16; Atk +18 melee (1d10+6/x3, +1 *orc-bane adamantine dwarven waraxe*); Full Atk +18/+13/+8 melee (1d10+6/x3, +1 *orc-bane adamantine dwarven waraxe*); Space/Reach 5'/5'; SA smite evil 1/day; SQ DR 3/-, aura of courage, aura of good, darkvision 60', defensive stance 3/day, *detect evil*, divine grace, divine health, dwarf traits, lay on hands 6hp/day, trap sense +1, improved uncanny dodge; AL LG; SV Fort +18, Ref +8, Will +12; Str 16, Dex 13, Con 18, Int 8, Wis 10, Cha 16.

Skills and Feats: Listen +3, Ride +8, Sense Motive +3, Spot +3; Dodge, Endurance, Improved Sunder, Iron Will, Power Attack, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: +1 *orc-bane adamantine dwarven waraxe*, warhammer, dagger, +2 *full plate*, +2 *large steel shield*, +1 *ring of protection*, *cloak of charisma* +2, *gauntlets of ogre power*, *periapt of health* +2, *potion of cure moderate wounds*, uniform .

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Defensive Stance (Ex): The dwarven defender can assume a defensive stance 1/day. While in the stance, the dwarven defender gains +2 Strength, +4 Constitution, a +2 resistance bonus on all saves, and a +4 dodge bonus to AC. While in a defensive stance, a dwarven defender cannot use skills or abilities that would require him to shift his position, such as Move Silently or Jump. A defensive stance lasts 8 rounds. A dwarven defender may end his stance voluntarily prior to that limit. At the end of the defensive stance, a dwarven defender is winded, taking a -2 penalty to Strength for the remainder of the encounter.

Appendix Six – APL 16

Encounter Three

Chog Grimhand: CR 16; Medium humanoid (dwarf) Ftr2/Mnk4/Reaping Mauler5/Stonelord5; HD 7d10+9d8+56; hp 153; Init +5; Spd 30'; AC 22, touch 18, flat-footed 21 (+1 Dex, +5 Wis, +1 ring of protection, +4 mage armor, +1 insight); Base Atk/Grp: +15/+28; Atk +21 melee (1d8+6, unarmed strike); Full Atk +21/+16/+11 melee (1d8+6, unarmed strike); Space/Reach 5'/5'; SA adept wrestling, devastating grapple, flurry of blows -2, ki strike (magic), sleeper lock; SQ counter grapple, darkvision 60', dwarf traits, earth's blood, evasion, fast movement, meld into stone, still mind, stone power (earthgrip, stonesskin), stone shape, slow fall 20'; AL LE; SV Fort +18, Ref +13, Will +14; Str 22, Dex 12, Con 18, Int 10, Wis 20, Cha 6.

Skills and Feats: Craft: Stoneworking +8, Escape Artist +6, Hide +6, Jump +11, Move Silently +6, Spot +16, Tumble +12; Clever Wrestling, Deflect Arrows, Earth's Embrace, Endurance, Freezing the Lifeblood, Improved Grapple, Improved Initiative, Improved Toughness, Improved Unarmed Strike, Mobility, Stunning Fist (7/day, DC 23), Weapon Focus: Grapple.

Possessions: *cloak of resistance +4, belt of giant strength +4, periapt of wisdom +6, ring of protection +1, 2 potions of enlarge person, potion of cure moderate wounds, potion of bear's endurance, potion of barkskin +4, monk's outfit, 2 sets masterwork manacles, ioun stone (dusty rose prism).*

Description: Chog is a broad, squat dwarf with a shaved, stubby head and bristling black beard. His hands are nearly as large as his bare feet, which are possessed of extraordinarily long and powerful toes. Chog wears plain grey robes and a thick pair of fingerless gloves.

Tactics: Unless the PCs surprise the Band, Chog downs his potions of endurance and barkskin, and has Terka enlarge him. He moves to grapple the closest apparent spellcaster, relying on his allies and his inherent toughness

to protect him from the victim's allies. He generally opts to deal nonlethal damage in combat, as prisoners are worth more than corpses, and it is only the work of a moment to issue a coup de grace to an unconscious foe. Chog relies on Terka for an enlarge person to help him dominate a grappled enemy; if the sorcerer has been neutralized, he downs one of his potions of enlarge person if the opportunity presents itself.

NOTE: The above statistics reflect the fact that Chog is already under the effects of mage armor cast by his ally Terka.

Adept Wrestling (Ex): Beginning at 2nd level, a reaping mauler who is wearing light armor or no armor gains a +1 bonus on all grapple checks and opposed Dexterity or Strength checks. This bonus increases to +2 at 4th level.

Counter Grapple (Ex): When grappling or pinned, a reaping mauler of 3rd level or higher wearing light armor or no armor can attempt either a grapple check or an Escape Artist check opposed by his opponent's grapple check to free himself as normal. If he fails the check he has chosen, he can immediately attempt the other check as a free action.

Devastating Grapple (Ex): If a 5th-level reaping mauler pins his opponent while grappling and maintains the pin for 3 consecutive rounds, the opponent must make a Fortitude save (DC 18) at the end of that round or die. A creature with no discernible anatomy is immune to the effect of this ability.

Earth's Blood (Sp): Once per day, a stonelord can take a standard action to heal her own wounds using a clump of mud. This ability heals a number of hit points equal to 1d8+her stonelord class level.

Earthgrip (Sp): Once per day, a stonelord with this ability can use hold monster on any target

touching the ground. If the opponent is airborne or waterborne, the stonelord cannot affect the creature with the spell.

Meld into Stone (Sp): Once per day per class level, a stonelord of 5th level or higher can use a meld into stone effect (caster level equal to the stonelord's class level.)

Sleeper Lock (Ex): At 3rd level, a reaping mauler learns how to render an opponent unconscious with pressure. If this character pins his opponent while grappling and maintains the pin for 1 full round, the opponent must make a Fortitude save (DC 17) at the end of the round or fall unconscious for 1d3 rounds. A creature with no discernible anatomy has immunity to this effect.

Stone Power: Stoneskin (Sp): Once per day, a stonelord with this ability can give herself the benefit of a stoneskin spell (caster level equal to the stonelord's class level). The character must provide the material component as if she were actually casting the spell.

Stone Shape (Sp): Once per day, a stonelord of 3rd level or higher can use a stone shape effect (caster level equal to the stonelord's class level).

Kestrel: CR 16; Medium humanoid (half-orc) Bbn5/Rgr6/Menacing Brute 5; HD 5d12+5d10+6d8+24; hp 132; Init +1; Spd 40'; AC 21, touch 14, flat-footed 20 (+1 Dex, +2 deflection, +6 +2 mithral breastplate, +1 insight); Base Atk/Grp: +16/+21; Atk +22 melee (1d6+8 +1 Con damage/15-20/x2, +1 wounding/+1 merciful double scimitar); Full Atk +20/+15/+10 melee (1d6+6 +1 Con damage/15-20/x2, +1 wounding/+1 merciful double scimitar) and +20/+15 melee (2d6+3 subdual/15-20/x2, +1 wounding/+1 merciful double scimitar); Space/Reach 5'/5'; SA demoralizing stare, favored enemy (dwarf) +4, (human) +2, making an example, rage 2/day, ruthless cut, sneak attack +1d6; SQ darkvision 60', fast movement, improved uncanny dodge, resourceful search, trap sense +1, wild empathy; AL NE; SV Fort

+16, Ref +8, Will +6; Str 20, Dex 12, Con 14, Int 8, Wis 8, Cha 12.

Skills and Feats: Intimidate +26, Knowledge: Local (Sheldomar Valley) +1, Listen +14, Spot +14, Survival +18; Endurance, Exotic Weapon Proficiency: Double Scimitar, Improved Critical: Double Scimitar, Improved Favored Enemy, Improved Two-Weapon Fighting, Iron Will, Menacing Demeanor, Power Attack, Track, Two-weapon Fighting.

Possessions: +1 wounding/+1 merciful double scimitar, +2 mithral breastplate, winged boots, ring of the ram, +2 ring of protection, bead of force, 2x potion of cure moderate wounds, 2 daggers, 2 javelins, 2 pairs MW manacles, ioun stone (dusty rose prism).

Description: Kestrel is an extremely tall, well-muscled woman, showing her orcish heritage more in her build and strength than her features. She wears her hair in long dreads, decorated with bones, teeth, and other remnants of defeated foes. Kestrel favors tight clothing and armor that shows off her thews to advantage. She has an owl companion which she has trained to screech if humanoids approach the warehouse, but does not engage in combat.

Tactics: Kestrel prefers to stay near Chog, fending off attempts to free whatever unfortunate he has in his grips. If limited to a single attack, she prefers to demoralize her target with an Intimidate check. Once she determines that the Band faces skilled opposition, Kestrel will attempt to use her bead of force to catch at least 2 enemies. Kestrel focuses her attacks on the most injured opponent she can, hoping to cow all opposition with her Making an Example ability. She favors the wounding end of her weapon against targets she is not under contract to capture alive.

Demoralizing Stare (Ex): Kestrel gains a competence bonus on Intimidate checks equal to her menacing brute level. In addition, when she successfully uses the Intimidate skill to demoralize an opponent, the target remains shaken for an additional 1 round per class level.

Resourceful Search (Ex): At second level, Kestrel becomes extremely resourceful at finding "discarded" pieces of equipment. See Races of Destiny page 123 for further details.

Ruthless Cut (Ex): At 4th level and higher, Kestrel gains a +4 bonus on a roll to confirm a threat on a critical hit.

Making an Example (Ex): At 5th level, any time Kestrel deals enough damage with a melee attack to drop a creature (typically by dropping it to less than 0 hit points or killing it), all foes within 30 feet of the enemy must succeed on a Will save (DC 16) or cower until the start of their next turn. If the blow that dropped the creature was a critical hit, add +4 to the save DC. This is a mind-affecting fear effect.

Terka: CR 13; Medium humanoid (half-elf) Sor13; HD 13d4+26; hp 66; Init +2; Spd 30'; AC 16, touch 12, flat-footed 16 (+2 Dex, +4 mage armor); Base Atk/Grp: +6/+5; Atk +8 ranged (1d8/19-20/x2, light crossbow); Full Atk +8 ranged (1d8/19-20/x2, light crossbow); Space/Reach 5'/5'; SA spells; SQ half-elf traits, low-light vision, spells; AL CN; SV Fort +6, Ref +6, Will +8; Str 8, Dex 14, Con 14, Int 12, Wis 10, Cha 20.

Skills and Feats: Concentration +18, Hide +5, Listen +2, Move Silently +8, Spellcraft +17, Spot +2; Extend Spell, Point Blank Shot, Precise Shot, Silent Spell, Stealthy.

Sorcerer Spells Known (5/5/7/7/7/4, Save DC 15+spell level): 0-acid splash, dancing lights, detect magic, detect poison, flare, ghost sound, message, resistance, ray of frost; 1- animate rope, enlarge person, grease, mage armor, reduce person; 2nd-glitterdust, invisibility, levitate, locate object, web; 3rd-haste, dispel magic, major image, slow; 4th-dimensional anchor, greater invisibility, locate creature, wall of ice; 5th-prying eyes, feeblemind, telekinesis; 6th-antimagic field, greater heroism

Possessions: cloak of charisma +4, gloves of arrow snaring, lesser metamagic rod: silent, metamagic rod: silent, wand of ray of enfeeblement (CL 1st), wand of magic missile (CL 1st), arcane scroll of feather fall (CL 1st), arcane scroll of glitterdust (CL 3rd), arcane scroll of see invisibility (CL 3rd), light crossbow, 20 bolts, spell component pouch, 50' silk rope, manacles

Description: Terka is a slender, pasty half-elf with greasy brown hair and bad skin. He

wears dark, unobtrusive clothing. Terka's familiar, Shadow, is a striped cat who lurks at the far end of the alley, alerting her master to the approach of intruders. She does not engage in combat.

Tactics: Terka stays in hiding up on the roof, attempting to bolster his allies as unobtrusively as possible. He avoids using his crossbow unless he is out of useful spells and there is a very vulnerable target available. If an enemy reaches him somehow, Terka steps away and uses his scroll of feather fall to join his allies on the ground. He has already cast invisibility and mage armor on himself, mage armor on Chog, and message on all his allies, allowing him to communicate silently with the rest of the Band. Once combat begins, he uses his metamagic rod to silently cast haste on the Band, then uses a 2nd level slot to silently cast enlarge person on Chog and Kestrel. If Chog has someone in his grips, Terka casts levitate on the dwarf to move him out of harm's way, then snipes with spells, using his Silent Spell feat when possible. Should there appear to be significant spellpower among the opposition, Terka jumps down to join his allies and casts antimagic field, relying on Chog and Kestrel to protect him.

Calicut and Durble: CR 13; Medium humanoid (halfling) Rog13; HD 13d6+13; hp 67; Init +5; Spd 20'; AC 24, touch 18, flat-footed 24 (+5 Dex, +1 size, +4 armor, +2 shield, +2 deflection); Base Atk/Grp: +9/+6; Atk +18 ranged (1d4+4/20/x3, +3 mighty +1 composite shortbow); Full Atk +16/+16/+11 ranged (1d4+4/20/x3, +2 mighty +1 composite shortbow); Space/Reach 5'/5'; SA sneak attack +7d6, crippling strike; SQ halfling traits, improved evasion, trap sense +3, improved uncanny dodge, trapfinding; AL CN; SV Fort +5, Ref +13, Will +3; Str 12, Dex 19 (21), Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Balance +19, Bluff +13, Climb +18, Disable Device +17, Escape Artist +18, Forgery +14, Gather Information +13, Hide +22, Jump +18, Listen +12, Move Silently +20, Open Lock +18, Search +14, Sense Motive +12, Spot +12, Tumble +23, Use Rope +18; Manyshot, Point Blank Shot, Precise Shot, Ranged Disarm, Rapid Shot.

Possessions: +3 (+1 Str bonus) composite shortbow, 40 arrows, +1 studded leather, +1

buckler, 2x potion of cure moderate wounds, 3 tanglefoot bags, 3 thunderstones, 2 flasks acid, 2 flasks alchemist's fire, MW thieves' tools, climbers' kit, 50' silk rope, MW manacles, potion of barkskin +5, gloves of dexterity +2, ring of protection +2.

Description: Calicut and Durble are a pair of lightfoot Halfling brothers. Calicut is slender and fair, Durble stout and dark. They often joke and taunt during combat, calling shots and trying to outdo one another.

Tactics: The brothers try to keep the high ground, using alchemical items to hinder their foes, shooting weapons out of enemies' hands, or readying to interrupt spellcasters. They gleefully sneak attack anyone who attempts to climb up to their positions.

Encounter Seven

Fiendish Elder Black Pudding; Gargantuan Ooze; CR12; HD 20d10+60; hp 290; Init -5; Spd 20 ft., climb 20 ft.; AC 3, touch 3, flat-footed 3 (-2 size, -5 Dex); Base Atk/Grapple +15/+35; Atk Slam +19 melee (3d6+12 plus 3d6 acid); Full Atk Slam +19 melee (3d6+12 plus 3d6 acid); Space/Reach 20 ft./20 ft.; SA Acid, constrict 2d8+12 plus 2d6 acid, improved grab; SQ Blindsight 60 ft., split, ooze traits, Resist Cold 10, Resist Fire 10, DR 10/magic, SR 25; AL NE; SV Fort +15, Ref +1, Will +1; Str 26, Dex 1, Con 28, Int 3, Wis 1, Cha 1

Skills and Feats: Climb +16

Acid (Ex): The creature secretes a digestive acid that dissolves organic material and metal quickly, but does not affect stone. Any melee hit or constrict attack deals acid damage, and the opponent's armor and clothing dissolve and become useless immediately unless they succeed on DC 21 Reflex saves. A metal or wooden weapon that strikes a black pudding also dissolves immediately unless it succeeds on a DC 21 Reflex save. The save DCs are Constitution-based.

The pudding's acidic touch deals 21 points of damage per round to wooden or metal objects, but the ooze must remain in contact with the object for 1 full round to deal this damage.

Blindsight (Ex): An ooze's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

Constrict (Ex): A black pudding deals automatic slam and acid damage with a successful grapple check. The opponent's clothing and armor take a -4 penalty on Reflex saves against the acid.

Improved Grab (Ex): To use this ability, a black pudding must hit with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Split (Ex): Slashing and piercing weapons deal no damage to a black pudding. Instead the creature splits into two identical puddings, each with half of the original's current hit points (round down). A pudding with 10 hit points or less cannot be further split and dies if reduced to 0 hit points.

Smite Good (Su): Once per day the fiendish elder black pudding can make a normal melee attack to deal extra damage equal to its HD total (+20) against a good foe

Skills: A black pudding has a +16 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Encounter Ten

Kalgarad Truesteel and Hendag Dourhammer: CR 15; Medium humanoid (dwarf) Ftr4/Pal3/Dwarven Defender 8; HD 7d10+8d12+78; hp 177; Init +1; Spd 20'; AC 29, touch 15, flat-footed 25 (+1 Dex, +1 deflection, +3 dodge, +10 +2 *moderate fortification full plate*, +4 +2 *large steel shield*); Base Atk/Grp: +15/+18; Atk +20 melee (1d10+6/x3, +1 *axiomatic orc-bane adamantine dwarven waraxe*); Full Atk +20/+15/+10 melee (1d10+6/x3, +1 *axiomatic orc-bane adamantine dwarven waraxe*); Space/Reach 5'/5'; SA smite evil 1/day; SQ DR 3/-, aura of courage, aura of good, darkvision 60', defensive stance 4/day, *detect evil*, divine grace, divine health, dwarf traits, lay on hands 6hp/day, mobile defense, trap sense +2, improved uncanny dodge; AL LG; SV Fort +19, Ref +8, Will +13; Str 16, Dex 13, Con 18, Int 8, Wis 10, Cha 16.

Skills and Feats: Listen +4, Ride +8, Sense Motive +3, Spot +4; Dodge, Endurance, Improved Sunder, Improved Toughness, Iron Will, Power Attack, Toughness, Weapon Focus: Dwarven Waraxe, Weapon Specialization: Dwarven Waraxe.

Possessions: +1 *axiomatic orc-bane adamantine dwarven waraxe*, warhammer, dagger, +2 *moderate fortification full plate*, +2 *large steel shield*, +1 *ring of protection*, *cloak of charisma* +2, *gauntlets of ogre power*, *periapt of health* +2, *potion of cure moderate wounds*, uniform.

Description: A pair of doughty warriors clad in the finest dwarven armor, beards bristling out from beneath their visors. Their stout shields and blue tabards bear the Red Axe of Ulek.

Defensive Stance (Ex): The dwarven defender can assume a defensive stance 1/day. While in the stance, the dwarven defender gains +2 Strength, +4 Constitution, a +2 resistance bonus on all saves, and a +4 dodge bonus to AC. While in a defensive stance, a dwarven defender cannot use skills or abilities that would require him to shift his position, such as Move Silently or Jump. A defensive stance lasts 8 rounds. A dwarven defender may end his

stance voluntarily prior to that limit. At the end of the defensive stance, a dwarven defender is winded, taking a -2 penalty to Strength for the remainder of the encounter.

Mobile Defense (Ex): At 8th level, a dwarven defender can adjust his position while maintaining a defensive stance. While in a defensive stance, he can take 1 5-foot step each round without losing the benefit of the stance.

Appendix Seven – Untiered NPCs

Adamantine Guard: Male Dwarven Fighter 6; CR 6; **HD** 6d10+24; **hp** 64; **Init** +1; Spd 20 ft., **AC** 24 (+1 Dex, +10 +2 *full plate*, +3 +1 *heavy steel shield*), touch 11, flat-footed 23; **BA/Grp**: +6/+9; **Atk**: +11 melee (1d10+6/x3, +1 *adamantine dwarven waraxe*) or +7 ranged (1d8/19-20, light crossbow); **Full Atk**: +11/+6 melee (1d10+6/x3, +1 *adamantine dwarven waraxe*) or +7 ranged (1d8/19-20, light crossbow); **Space/Reach** 5 ft./5 ft.; **SA** -; **SQ** dwarven traits; **AL** LG; **SV** Fort +9, Ref +3, Will +2; Str 16, Dex 12, Con 18, Int 10, Wis 10, Cha 6; **Languages**: Common, Dwarven.

Skills and Feats: Jump +8, Profession (Soldier) +3, Ride +4; Power Attack, Weapon Focus (dwarven waraxe), Improved Sunder, Cleave, Weapon Specialization (dwarven waraxe), Combat Brute (CW), Improved Overrun.

Possessions: +1 adamantite dwarven waraxe, +2 full plate, +1 heavy steel shield, light crossbow, potion of bull's strength, potion of cure moderate wounds, potion of cure light wounds (x2), 20 bolts

Allihandreia: Female Grey Elf Enchantress 7/Mindbender 10; CR 17; HD 17d4+34; hp 86; Init +5; Spd 30 ft., AC 24 (+5 Dex, +4 *ring of protection*, +5 *bracers of armor*), touch 19, flat-footed 19; BA/Grp: +8/+7; Atk: +8 melee (1d6 x2, *staff of charming*) or +15 ranged (1d8+1/x3, +2 *seeking longbow*); Full Atk: +8/+3 melee (1d4 + wounding/x2, +1 *wounding dagger*) or +15/+10 ranged (1d8+1/x3, +2 *seeking longbow*); Space/Reach 5 ft./5 ft.; SA Mindbender Abilities (see text below) SQ low-light vision, +2 vs enchantment effects, immune to magical sleep; AL CN; SV Fort +14, Ref +13, Will +15; Str 8, Dex 20, Con 14, Int 26, Wis 10, Cha 14; Languages: Common, Draconic, Elven, Dwarven, Gnome, Sylvan, Gnoll, Orc, Goblin, Halfling

Skills and Feats: Bluff +20, Concentration +22, Decipher Script +18, Diplomacy +18, Intimidate +10, Knowledge (Arcana) +28, Knowledge (Geography) +10, Knowledge (History) +18, Knowledge (Nature) +13, Knowledge (Nobility and Royalty) +21, Move Silently +10, Spellcraft +28; Skill Focus (Concentration), Improved Initiative, Point Blank Shot, Precise Shot

Telepathy (Su): A mindbender unlocks one of the most basic elements of his mental craft at 1st level, gaining the ability to communicate telepathically with any creature within 100 feet that has a language.

Push the Weak Mind (Sp): At 2nd level and higher, a mindbender can influence the actions of a living creature of Large or smaller size once per day. The ability functions like a *suggestion* spell, except that the range is 100 feet and the duration is 5 hours plus 1 hour per class level. The mindbender can communicate with suggested course of action telepathically if he chooses, which allows him to use the effect regardless of the target's language. A successful Will save (DC13+ primary spellcasting ability modifier) negates the effect. A mindbender can use this ability one additional time per day per three class levels gained (2 times per day at 5th and three times per day at 8th).

Skill Boost (Ex): A mindbender is a consummate student of manipulation, be it magical or mundane. Beginning at 2nd level, he can add ½ his class level as a competence bonus to Bluff, Diplomacy, Intimidate and Sense Motive checks.

Mindread (Sp): At 3rd level and higher, a mindbender can read the surface thoughts of a living creature within 100 feet. This is a mind-affecting ability that requires a standard action to use. The mindbender must be able to see the target; a successful Will Save (DC 12 + primary spellcasting ability modifier)

negates the effect. Creatures of animal intelligence (Int 1 or 2) have only simple, instinctual thoughts. Maintaining this effect requires concentration; the maximum duration is 10 minutes. The ability can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead or 3 feet of wood or dirt blocks it. This effect is the equivalent of a 2nd level spell. A mindbender can use this ability two times per day at 3rd level and four times per day at 7th level.

Eternal Charm (Sp): At 4th level and higher, a mindbender can *charm* any single Large or smaller living creature within 100 feet (as *charm monster*) once per day. A successful Will save (DC 14 + primary spellcasting ability modifier) negates the effect. The duration is permanent; however, a mindbender can only have one creature so *charmed* at any given time. If he attempts to use this power on a creature while he has another so *charmed*, the first *charm* is automatically broken (regardless of the success of the 2nd attempt). The effect is also broken if a mindbender or one of his allies injures the target. *Dispel magic* has no effect on an *eternal charm*, though *break enchantment* frees the victim (treat the mindbender's caster level as 5+his class level for this purpose). At 6th level or higher, a mindbender can have up to two creatures affected by this power at any given time; if he attempts to *charm* a third, the previous victim under his influence the longest is freed. At 8th level he can control up to three creatures with this ability, and at 10th up to four creatures.

Enchantment Spell Power (Ex): At 6th level and higher, a mindbender casts more powerful enchantment spells. He adds 2 to his caster level when casting any enchantment spell. This increase improves to 4 at 10th level.

Dominate (Sp): At 7th level, a mindbender becomes able to *dominate* any single living Large or smaller creature within 100 feet (as *dominate monster*) once per day. A successful Will save (DC 19 + primary spellcasting ability modifier) negates the effect. The duration is 24 hours.

Thrall (Su): At 10th level, a mindbender's mental mastery reaches its pinnacle. He can choose to make the duration of his *dominate* ability (see above) permanent, but only on one target at a time. If a mindbender chooses to *dominate* another creature and make that effect permanent, the previous thrall is freed from the effect.

Specialist Wizard: *Favored school:* enchantment; *Forbidden schools:* conjuration and necromancy.

Wizard Spells Prepared (6+1/6+1/6+1/ 6+1/4+1/ 4+1/3+1; save DC 18 + spell level / DC 20 + spell level for enchantment spells): 0- *message*, *ghost sound*, *dancing lights*, *daze** (x2), *detect magic*, *resistance*; 1- *expeditious retreat*, *shield*, *magic missile*, *charm person** (x2), *comprehend languages*, *obscuring mist*; 2- *phantasmal assailants* (CA), *touch of idiocy**, *locate object*, *spider climb*, *misdirection*, *mirror image*, *hypnotic pattern*, *tasha's hideous laughter**; 3- *suggestion**, *wind wall*, *blink*, *fly*, *nondetection*, *displacement*, *hold person**; 4- *charm monster**, *phantasmal killer*, *fire shield*, *confusion**, *scrying**; 5- *confusion (with silent spell)**, *dominate person**, *feeblemind**, *mind fog**, *baleful polymorph*; 6- *transfix* (CA)*, *mass suggestion**, *repulsion*, *fiendform* (CA)

Possessions: *ring of protection* +4, *bracers of armor* +5, *headband of intellect* +6, *boots of elvenkind*, *staff of charming*, *cloak of charisma* +4, *ring of mind shielding*, *gloves of dexterity* +4, *chime of opening*, *figurine of wondrous power* (silver raven), *amulet of proof against detection and location*, *vest of resistance* +3, *potion of invisibility*, *potion of cure serious wounds*, *potion of blur*, *potion of eagle's splendor*.

Dewidh: Male Grey Elf Ranger 13; CR 13; HD 13d8+39; hp 107; Init +7; Spd 40 ft., AC 27 (+3 Dex, +10 +5 *Mithral Breastplate*, +3 *ring of protection*, +1 two-weapon defense), touch 16, flat-footed 23; BA/Grp: +13/+17; Atk: +21 melee (1d8+6 + 1d6 fire/17-20, +2 *flaming longsword*) or +17 ranged (1d8+5/x3, +1 *mighty composite longbow* [+4]); Full Atk: +19/+14/+9 melee (1d8+6 + 1d6 fire/17-20, +2 *flaming longsword*) and +16/+11/+6 melee (1d6+3 + 1d6 frost/19-20, +1 *frost short sword*) or +17/+12/+7 ranged (1d8+5/x3, +1 *mighty composite longbow* [+4]); Space/Reach 5 ft./5 ft.; SA woodland stride, swift tracker,

evasion, combat style mastery, camouflage; SQ wild empathy, animal companion, favored enemy (Giant, Dwarf, Orc), +2 vs enchantment effects, immune to magical sleep; AL N; SV Fort +13, Ref +13, Will +7; Str 18, Dex 17, Con 16, Int 10, Wis 14, Cha 8; Languages: Common, Elven, Dwarven.

Skills and Feats: Hide +13, Jump +9, Knowledge (Dungeoneering) +10, Knowledge (Nature) +12, Listen +20, Move Silently +19, Ride +13, Spot +14, Survival +16; Track*, Weapon Focus (Longsword), Two-Weapon Fighting*, Endurance*, Two-Weapon Defense, Improved Initiative, Improved Critical (Longsword), Greater Weapon Focus (Longsword), Improved Two-Weapon Fighting*, Greater Two-Weapon Fighting*

Favored Enemy (Ex): Dewidh gains a +4 bonus on Bluff, Listen, Sense Motive, Spot and Survival checks when using these skills against Orcs or Giants. In addition he gains +4 on all weapon damage rolls against such creatures. Qosferick also gains +2 on Bluff, Listen, Sense Motive, Spot and Survival checks when using these skills against Dwarves. In addition he gains +2 on all weapon damage rolls against such creatures.

Wild Empathy (Ex): A ranger can use body language, vocalizations and demeanor to improve the attitude of an animal. The ranger rolls 1d20 and adds his ranger level and charisma bonus to determine the wild empathy result.

Woodland Stride (Ex): Starting at 7th level, a ranger may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas and similar terrain) at his normal speed and without taking damage or suffering any other impairment. Briars, thorns and the like that are magically enchanted or manipulated to impede motion still effect him.

Swift Tracker (Ex): Beginning at 8th level, a ranger can move at his normal speed while following tracks without taking the normal –5 penalty. He takes only a –10 penalty (instead of the normal –20 penalty) when moving at up to twice his normal speed when tracking.

Camouflage (Ex): A ranger of 13th level or higher can use the Hide skill in any sort of natural terrain, even if the terrain doesn't grant cover or concealment.

Ranger Spells Prepared (2/2/1; save DC 12 + spell level): 1- *embrace the wild (CV)*, *resist energy*; 2 – *blades of fire (CA)*, *swift haste (CV)*; 3 – *blade storm (CV)*

Possessions: +5 mithral breastplate, ring of protection +3, +2 flaming longsword, +1 frost short sword, +1 mighty composite longbow [+4], amulet of health +2, cloak of resistance +2, boots of striding and springing, belt of giant strength +4, potion of cure serious wounds, potion of cure moderate wounds (x2)

Erunámo: Male Grey Elf Ranger 13; CR 13; HD 13d8+26; hp 94; Init +6; Spd 30 ft., AC 29 (+6 Dex, +7 +3 mithral chain shirt, +3 ring of protection, +3 +2 buckler), touch 19, flat-footed 20; BA/Grp: +13/+15; Atk: +23 ranged (1d8+4/19-20 x3, +2 mighty composite anarchic longbow [+2]*) or +16 melee (1d8+3/19-20, +1 longsword); Full Atk: +23/+18/+13 ranged (1d8+4/19-20 x3, +2 mighty composite anarchic longbow [+2]*) or +21/+21/+16/+11 ranged (1d8+4/19-20 x3, rapid shot, +2 mighty composite anarchic longbow [+2]*) or +16/+11/+6 melee (1d8+3/19-20, +1 longsword); Space/Reach 5 ft./5 ft.; SA woodland stride, swift tracker, evasion, combat style mastery, camouflage; SQ wild empathy, animal companion, favored enemy (Giant, Dwarf, Orc), +2 vs enchantment effects, immune to magical sleep; AL N; SV Fort +13, Ref +17, Will +8; Str 14, Dex 22, Con 14, Int 10, Wis 14, Cha 8; Languages: Common, Elven, Dwarven.

**against lawful creatures, the anarchic longbow acts as the following:*

Atk: +25 ranged (1d8+4 + 2d6/19-20 x3, +2 mighty composite anarchic longbow [+2])

Full Atk: +25/+20/+15 ranged (1d8+4 +2d6/19-20 x3, +2 mighty composite anarchic longbow [+2]) or

+23/+23/+18/+13 ranged (1d8+4 +2d6/19-20 x3, +2 *mighty composite anarchic longbow* [+2])

Skills and Feats: Hide +17, Knowledge (Nature) +12, Listen +13, Move Silently +17, Search +11, Spot +24, Survival +18; Track*, Point Blank Shot, Rapid Shot*, Precise Shot, Weapon Focus (Longbow), Manyshot*, Greater Weapon Focus (Longbow), Improved Precise Shot*, Improved Critical (Longbow)

Favored Enemy (Ex): Erunámo gains a +4 bonus on Bluff, Listen, Sense Motive, Spot and Survival checks when using these skills against Orcs or Giants. In addition he gains +4 on all weapon damage rolls against such creatures. Alyburubu also gains +2 on Bluff, Listen, Sense Motive, Spot and Survival checks when using these skills against Dwarves. In addition he gains +2 on all weapon damage rolls against such creatures.

Wild Empathy (Ex): A ranger can use body language, vocalizations and demeanor to improve the attitude of an animal. The ranger rolls 1d20 and adds his ranger level and charisma bonus to determine the wild empathy result.

Woodland Stride (Ex): Starting at 7th level, a ranger may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas and similar terrain) at his normal speed and without taking damage or suffering any other impairment. Briars, thorns and the like that are magically enchanted or manipulated to impede motion still effect him.

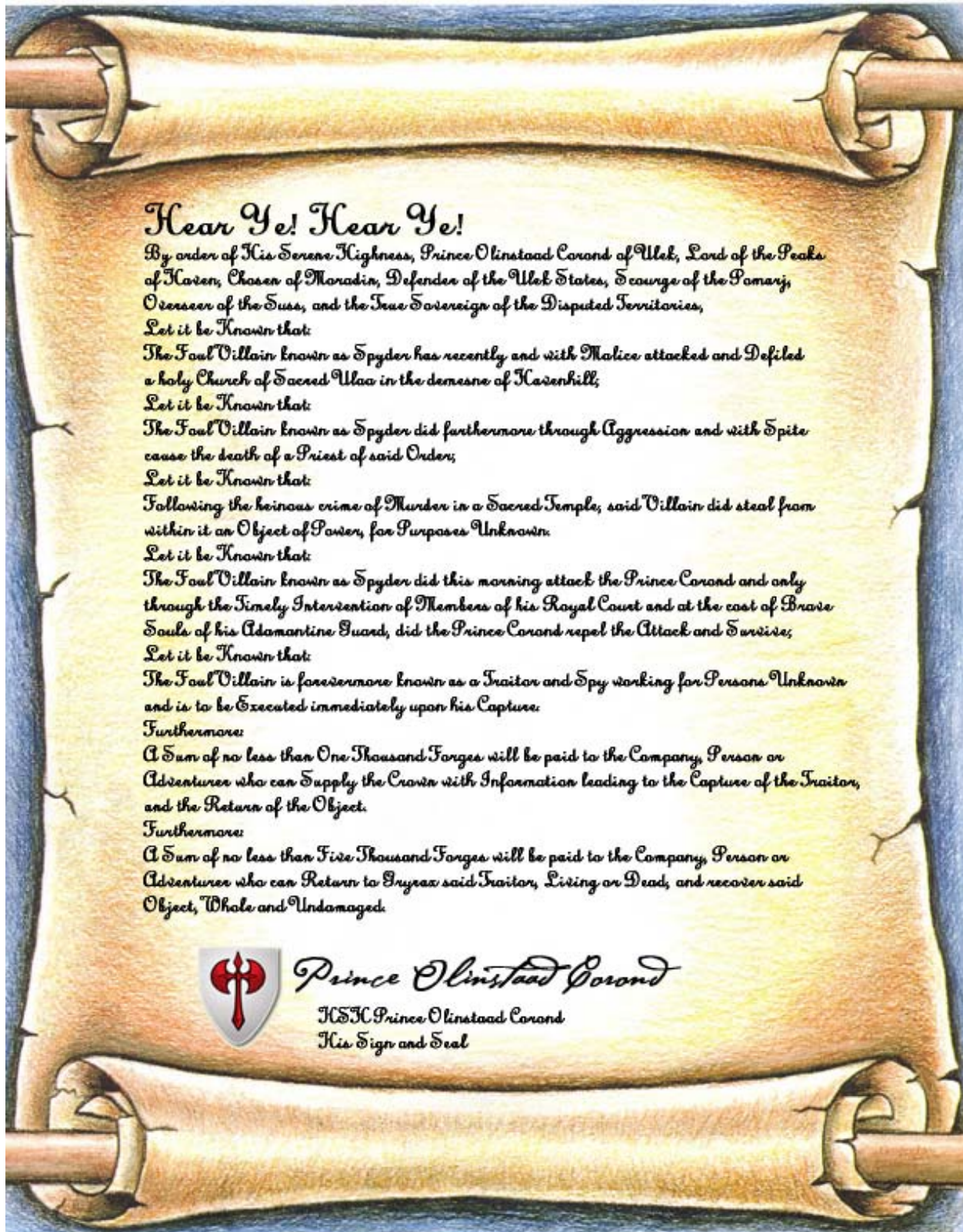
Swift Tracker (Ex): Beginning at 8th level, a ranger can move at his normal speed while following tracks without taking the normal –5 penalty. He takes only a –10 penalty (instead of the normal –20 penalty) when moving at up to twice his normal speed when tracking.

Camouflage (Ex): A ranger of 13th level or higher can use the Hide skill in any sort of natural terrain, even if the terrain doesn't grant cover or concealment.

Ranger Spells Prepared (2/2/1; save DC 12 + spell level): 1- *arrow mind* (CV), *exacting shot* (CV); 2 – *barkskin*, *protection from energy*; 3 – *mark of the hunter* (CD)

Possessions: +2 *mighty composite anarchic longbow* [+2], +1 *longsword*, +3 *mithral chain shirt*, +2 *buckler*, *ring of protection* +3, *cloak of resistance* +3, *ring of feather falling*, *slippers of spider climbing*, *eyes of the eagle*, *quiver of Ehlonna*, *periapt of wisdom* +2, *gloves of dexterity* +4, *potion of cure serious wounds* (x2), *potion of blur*

Player Handout 1: Royal Proclamation



Player Handout #2: The Letter

D'anthe Tel'Chiar,

I'm quite surprised to be hearing from you. Did you not say that you wanted nothing to remind you of your past when last we spoke?

No matter. I forgive and forget. So you've managed to finally get into something even you cannot wriggle free of, little spider? Fear not. I have a special place you can go to if needed. Our former teacher would not find it amusing that I've used his name as the password to get around the guardians and their little pets... but I think you will when you see what waits there.

Be well, little spider. Contact me again when you can.

Vedaust,

Tysiln