

ZEF7-07

Deep Six

A One-Round Dungeons & Dragons® Living Greyhawk™ Sultanate of Zeif Regional Adventure

by Jake Robins

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The aftermath of the siege lay hard on the merfolk of the Gulf, but the job is not done. Friends are missing, and trouble is brewing deep in the Scar of Untold Depths. Can a group of land dwellers really shape the future of the merfolk? A one-round undersea Regional adventure set in the Sultanate of Zeif for characters level 2-14 (APLs 4-12). Characters wary of magic may find this adventure difficult.

Resources for this adventure [and the authors of those works] include *Complete Adventurer* [Decker, Jesse], *Complete Warrior* [Collins, Andy; Noonan, David; Stark, Ed], *Libris Mortis* [Collins, Andy; Cordell, Bruce R.] *Player's Handbook II* [Noonan, David], *Spell Compendium* [Grubb, Jeff; McArtor, Mike; Sernett, Matthew] and *Stormwrack* [Baker, Richard; Carriker, Joseph D.; Wilkes, Jennifer Clarke]

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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Most likely you ordered this adventure as part of an RPGA even from the RPGA website, or you received it from your senior gamemaster. To play this adventure as part of the LIVING GREYHAWK campaign—a worldwide, ongoing D&D® campaign set in the GREYHAWK setting—you must sanction it as part of an RPGA event. This event could be as elaborate as a big convention, or as simple as a group of friends meeting at the DM's house.

To sanction an RPGA event, you must be at least a HERALD-LEVEL™ gamemaster. The person who sanctions the event is called the senior gamemaster, and is in charge of making sure the event is sanctioned before play, runs smoothly on the date sanctioned, and then reported back to the RPGA in a timely manner. The person who runs the game is called the table Dungeon Master (or usually just DM). Sometimes (and almost all the time in the cases of home events) the senior gamemaster is also the table DM. You don't have to be a HERALD-LEVEL GM to run this adventure if you are not the senior GM.

By sanctioning and reporting this adventure you accomplish a couple of things. First, it is an official game, and you can use the AR to advance your LIVING GREYHAWK character. Second, players and DMs gain rewards for sanctioned RPGA play if they are members of the DUNGEONS & DRAGONS REWARDS program. Playing this adventure is worth two (2) points.

This adventure retires from RPGA-sanctioned play on December 31, 2008.

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PLAYERS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the DM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D rule books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in *bold italics* provides player information for you to paraphrase or read aloud when appropriate. Information on nonplayer characters (NPCs) and monsters appear in abbreviated

form in the adventure text. Refer to Appendix 1 for full information on NPCs and monsters. For your convenience, Appendix 1 is split by APL.

Along with this adventure, you'll find a RPGA Session Tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a LIVING GREYHAWK Adventure Record (AR). You need one copy of this for each participating player.

LIVING GREYHAWK LEVELS OF PLAY

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars paladin's mounts) or the warhorse of a character with the Mounted Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
C R	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
o f A n i m a l	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round to the nearest whole number.
4. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1st-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player.
2. Advise characters to buy riding dogs to help protect them and fight for them.

TIME UNITS AND UPKEEP

This is a standard one-round Core adventure, set in the Sultanate of Zeif. All characters pay 1 Time Units per round.

Adventurer's Standard Upkeep costs 12 gp per Time Unit. Rich Upkeep costs 50 gp per Time Unit. Luxury Upkeep costs 100 gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this adventure.

A character that does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a DC 20 Survival check, the character will heal temporary ability damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of

Chapter 3 of the *Living Greyhawk Campaign Sourcebook*.

ADVENTURE BACKGROUND

Deep in the Scar of Untold Depths, a covey of Sea Hags live deep in a cavern complex. These hags, though exquisitely evil in many ways, mostly keep to themselves, preying on anyone foolish enough to enter the scar and scrying on the outside world. The sisters, one a sorcerer, one a hexblade, and one a cleric of Istus, were content to live alone and watch the world from afar.

One evening, the cleric was communing with Istus when she discovered a terrible truth, and foresaw her own death and the deaths of her sisters at the hands of strange foreigners. Troubled, she could not comprehend Istus' meaning, and grew frantic and paranoid that their time would come.

She began researching her options. It was then that she discovered the process of lichdom. Though typically reserved for humanoids, she thought she would be able to tweak the process much in the way dragons and fiends could. However, she would need help, and Istus could not provide it. Under such duress, she sought aid from the Lord of Death himself, Nerull.

Their plans in order, they needed but one thing; money. Nerull required a great payment to ensure their successful ascension to lichdom, so they turned to the nearest source; Sovorn's Palace. Their initial attack is dealt with in the adventure ZEF6-07 *Into the Drink*. It is these hags that were responsible for the caravan disappearances rumored in ZEF6-07.

After the events of ZEF7-02 *Tide of Battle*, the settlement of Sovorn's Palace is finally relieved of the siege thrown on them by the mysterious undead horde. The aftermath of the battle has left the merfolk wounded but victorious, not without help from the Sultanate. Now, however, is not a time for rest. The leaders of the siege are still at large, and the merfolk won't chance their return. To boot, in the heat of the battle, it appears Shallah has gone missing. They must request aid from the PCs who has helped them before.

Meanwhile, the power factions of Zeif still have their fingers in the goings on of the merfolk realm, and the PCs who seem to be making regular visits are great tools...if only they could agree. As the factions become more desperate for information, their rewards grow larger. The PCs will become tangled in a thicker web of intrigue than first expected. The rescue of the daughter of Sovorn is something each faction would like to claim credit for, but more importantly, there is clearly something of importance going on below these waves that the factions *must* know about.

ADVENTURE SUMMARY

This adventure goes through the mission of entering the Scar of Untold Depths, destroying the Sea Hags who control the Undead forces, and rescuing Shallah from torment and death.

Encounter 1: Unfriendly Doorman: The PCs plunge into the Scar of Untold Depths to face the hags. At the entrance of the lair, a merrow guardian blocks the PCs' entrance.

Encounter 2 (Flashback): She's a Good Witch: The PCs meet the witch of the sea, a great oracle of the merfolk, who is a vault of information about the current plot. She grants them the ability to handle the deep waters of the Scar.

Encounter 3: The Black Knight Falls: The PCs explore the lair, and while learning of the hags' ways, their experiments, and their pure evil, they meet an old friend: Burlay. The former merfolk tries to kill them again, but might be convinced to stop. In the end, he asks two great favors from the PCs, the least of which is to pass on his love to Shallah.

Encounter 4 (Flashback): Meet the Merfolk: The PCs descend in the Gulf to meet the merfolk after the siege, and learn fully of their mission to rescue the Mer-Sheik's daughter.

Encounter 5: Double, double toil and trouble; Fire burn and cauldron bubble: The PCs encounter the hags, who promptly toss Shallah, weighted, into a dark crevasse in which she'll surely die. They must defeat the witches in time to save the mermaid.

Encounter 6: Depth-defying Rescue: The PCs may find themselves risking everything to save the favorite daughter in a deep sea excursion.

Encounter 7 (Flashback): It Ain't Over Yet: The PCs flashback to Zeir-i-Zeif, where they are approached by the factions of Zeif to find more information on something below, something they may have just stumbled upon. They must again make choices about who to support.

Encounter 8: One man's conclusion is another's introduction: While the merfolk congratulate the PCs on finally solving the troubles below the waves, it's off to Zeif again to deliver the information and learn that the political machinations of Zeif have only just begun...

NON-LINEAR TIMELINE

This adventure uses a non-linear timeline that is important to understand before running it.

Encounters 2, 4, and 7 are flashback encounters, and actually occur before the main timeline of this adventure. The adventure is designed in a way that the information that they get from the flashbacks is received just before

the moment during which they likely need it to act upon, so the "timeline pollution" should be at a minimum. Also, they should never need critical combat stats in the flashbacks (like hit points or spells), so tell your players not to worry too much about those things. However, it is still possible for these to cause great distress!

Let your players know when they are entering a flashback encounter. If they are aware of it ahead of time, most players will likely roll with the idea. As a DM, make sure you keep your head straight as to each encounter and when it occurs.

Here is a chronological timeline showing when each encounter occurs in real time:

7	4	2	1	3	5	6
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PREPARATION FOR PLAY

As this is the conclusion of the four part underwater section of the Eternally Yours Arc, there are many different AR rewards that might come into play during this adventure, and they are summarized below:

Roleplaying Rewards: There are many rewards that have little effect on the plot but will influence NPC reactions. Remind your players of these modifiers and take note of who has what when running the noted encounters. They are as follows:

From ZEF6-01 *Out of Water*: **Enmity and Favor of the Mer-Sheik Sovorn al-Ghayar, Shallah's Token, and Retainer of the Merfolk.**

From ZEF6-07 *Into the Drink*: **Enmity and Favor of the Ghayar Merfolk, Merfolk Handshake**

Other Rewards: Other rewards that will change play are noted as follows:

From ZEF6-07 *Into the Drink*: **Eye Gem:** This gem is in fact a *Hag Eye*, which is a scrying device. It is important to know if a PC is wearing it visibly during the course of this module when you're running Encounter 5, as it allows the hags to prepare.

From ZEF7-02 *Tide of Battle*: **Supporter of the Sultan / Backer of the Matron Sultana / Adherent of the Grim Vizier / Free Agent:** This favor will determine who approaches the PCs in the Flashback Encounter 7.

Also, have each player make two Will saves, number them 1 through 2, write them down on a sheet of paper and hand them to you. These Will saves will be used in the final encounter to determine if the doppelgangers can read the PCs' thoughts. See Encounter 7 for more details.

INTRODUCTION

Once the players are ready to begin, read the following aloud.

The darkness of the Scar is indescribable. As you descend further into it, the inky blackness seems to wrap around you, and the pressure of the sea, now stretching some six hundred or more feet above you, presses down on you like a vice.

Yet, you feel no pain; the witch's blessings help you that much at least. Your eyes pry through the darkness as well as any dwarf or orc, and just below you, you see the great creature's toothy maw.

It was massive, as large as any dragon, or likely bigger. The extent of the creature's skeleton, mostly-encased in the rock of the cliff, stretched far beyond your vision. Only its skull, with its long crocodile jaw and gaping eye sockets the size of caverns, were near.

Yet even here, deep below the ocean in a world of black, you are not alone. From the left eye socket, the reported entrance to the lair you seek, a large creature emerges, eyeing you menacingly. As he approaches, you know that he is not a friend.

1: UNFRIENDLY DOORMAN

Creatures: A merrow ranger guards the hags' lair. Though paid well, he has also seen what the hags have done to those who fail them; he fights to the death, because he can expect no better if he flees from his duty.

APL 4 (EL 6)

Glash'Ta: male merrow ogre ranger 2; hp 51; *see Appendix 1*

APL 6 (EL 8)

Glash'Ta: male merrow ogre ranger 4; hp 68; *see Appendix 1*

Grogesh: Medium Shark Animal Companion; hp 16; *see Appendix 1*

APL 8 (EL 10)

Glash'Ta: male merrow ogre ranger 6; hp 85; *see Appendix 1*

Grogesh, Medium Shark Animal Companion; hp 27; *see Appendix 1*

APL 10 (EL 12)

Glash'Ta: male merrow ogre ranger 6 / tempest 3; hp 104; *see Appendix 1*

Grogesh, Medium Shark Animal Companion; hp 27; *see Appendix 1*

APL 12 (EL 14)

Glash'Ta: male merrow ogre ranger 6 / tempest 5; hp 123; *see Appendix 1*

Grogesh, Medium Shark Animal Companion; hp 27; *see Appendix 1*

Tactics: Glash'Ta is of average intelligence for an ogre, so his fighting follows suit. He knows he has incredible reach with his longspear, and will use that to his advantage, but if enemies get close he's happy to two-weapon fight using his spear and his armor spikes.

If a PC is regularly hitting his AC, Glash'Ta can get worried and confused, and use his *potion of barkskin*, but generally he's confident enough to not need it.

If he has his animal companion, he'll command it to attack the nearest enemy and then forget about him. Only if he has an opening in combat will he use his *magic fang* spell on him.

Treasure:

APL 4: Loot 66 gp; Coin 31 gp; Magic 314 gp; *potion of barkskin* (+2) (25 gp), +1 Large leather armor (97 gp), +1 Large longspear (192 gp); Total: 411 gp

APL 6: Loot 0 gp; Coin 14 gp; Magic 597 gp; *potion of barkskin* (+2) (25 gp), +1 Large leather armor (97 gp), +1 Large armor spikes (200 gp), +1 Large longspear (192 gp), +1 vest of resistance (83 gp); Total: 611 gp

APL 8: Loot 0 gp; Coin 97 gp; Magic 960 gp; *potion of barkskin* (+3) (50 gp), +1 Large leather armor (97 gp), +1 Large armor spikes (200 gp), +1 Large longspear (197 gp), +1 vest of resistance (83 gp), +2 gloves of dexterity (333 gp); Total: 1,057 gp

APL 10: Loot 0 gp; Coin 164 gp; Magic 1,676 gp; *potion of barkskin* (+5) (100 gp), +2 Large leather armor (347 gp), +1 Large armor spikes (200 gp), +1 Large longspear (197 gp), +2 vest of resistance (333 gp), +2 gloves of dexterity (333 gp), +1 ring of protection (166 gp); Total: 1,840 gp

APL 12: Loot 0 gp; Coin 247 gp; Magic 2,801 gp; *potion of barkskin* (+5) (100 gp), +3 Large leather armor (764 gp), +1 Large armor spikes (200 gp), +1 Large longspear (197 gp), +2 vest of resistance (333 gp), +2 gloves of dexterity (333 gp), +2 ring of protection (666 gp), *eyes of the eagle* (208 gp); Total: 2,048 gp

When the PCs have finished with the ogre and have looted his body, read the following aloud:

What left of the body of the ogre drifts slowly into the chasm below, and you watch as the darkness absorbs it. You breathe easy having defeated it, as

much of a breath as can be taken with the witch's gift porting you down in these depths. It seemed her blessings were of use afterall; perhaps she was a friend in this whole mess, though you certainly wouldn't have thought so upon reaching her home just hours earlier...

2: SHE'S A GOOD WITCH (FLASHBACK)

This encounter is the first of three flashbacks that occur during this adventure. This encounter goes through an encounter with a Sea-Witch, a great oracle well respected by the merfolk, who can provide PCs with a wealth of information about the events (though they may have to sift through her strange words). More importantly, she possesses the ability to protect them from the harsh environment of the Scar of Untold Depths.

Let the PCs know you've entered a flashback, and then read the following out loud.

You swam on through the gulf's waters, seeking the place the merfolk spoke of. You remained unsure of the usefulness of this meeting with the supposed "witch", but the merfolk insisted she would help them find Shallah. More importantly, they assured you that she was the only way to facilitate your descent into the dark waters of the Scar.

A square hut lie just ahead, melded from the bedrock of the gulf. It is not much more than a hole in the dirt, but around it are articles of great interest. Great pikes rise from the earth into the sea in a ring around the plot, opening up only to the edge of the chasm only a dozen feet to your left, the Scar of Untold Depths. The pikes bear flags of seaweed, fish scales, whale bones and more, and through them you can see other strange objects about the small yard.

A call from inside says "Kala, Kala!" in a strange, liquid tongue.

This language is Aquan, and those who can speak it hear the calls to enter from inside.

The source of the call becomes apparent as you reach the abode. A woman, if she could be called that, with skin the color of lime and hair the texture of underwater weeds, emerges from the hut. She was small, maybe the height of a dwarf, and frail as a famished elf. Her nails were long and crooked, with sea dirt embedded underneath them. She wore scraps of clothing made from kelp and twine, and she leaned

heavily on a cane fashioned from the rib of some large oceanic creature.

"You're late," she said, hobbling to the edge of the Scar and peering into its depths. Her voice was jagged like a knife succumbed to the salty ocean for too long. "She struggles even now, you know."

This is Be i (Beshi), the Oracle of Ghayar and Witch of the Seas. The merfolk have known of her for many years and have let her live peacefully on the edge of the Scar for many decades. In exchange for their respect, she has proven a valuable source of information in dark times. No one is sure of her origin, or even her actual race, but none have dared to ask.

Be i knows of the PCs' approach; she is a diviner and well capable of being ahead of the game. By now, she knows all of the PCs' names, their general profession, and their relationship with Shallah.

The PCs may be unsure of what to ask of the witch (whether because they are intrigued by her appearance, or the flashback has put them out of whack). This is ok, because she already knows why they are here. Whether they ask for help with Shallah, help with the descent, or simply stammer around for a few moments, read the following:

"You've come for my help, then, yes? It is as was foretold, you must know. The irony in your visit will likely be lost on you, but I shall share a chuckle with myself when the time comes. Come close, let me take a look at you, now. Ask of me what you wish, and I shall tell you what I can. Still she suffers."

The PCs may have a number of questions (especially given the nature of this adventures timeline). The witch knows a lot, and is willing to answer what she can. Her motivations are only to see the prophecy unfold as told by Istus. The death of the hags by strange foreigners has yet to come.

What is your name / Who or what are you?

"The finned ones call me Be i, but my true name has been lost to the waves for many centuries. I have seen much and know even more, in fact. My identity will not help you in your pursuit, however, for the Three that Pain cares little of my existence."

Three that Pain? / Who has captured Shallah? / Where is Shallah being held?

"Below the waves, down the cliffs of darkness and through the eyes of the lost monster of Dramidj will you

find the Three that Pain; they are a sisterhood of evil whose affront to Istus shall be their downfall. Ware their all seeing eyes and dastardly gaze.”

What sort of enemies might we find in our pursuit?

“The Scar is a womb for the depraved, the spineless, and the horrific. All matter of monster plagues your journey, though none might be as fierce as the creatures you know most of all.”

The creatures we know most of all? / Where is Burlay?

“The Black Knight wallows in his failure, though his own existence might yet be of use to his most cherished cause. It is certain your paths shall cross, though at what time, I cannot say. Fool yourself not with his blackened shell, for though evil consumes him, his heart yearns ever for justice.”

What can you tell me about the factions who vie for information above?

“The land-dwellers remain bitterly entrenched as they ever have, and the balance of power shall remain as such for many generations; it is upon this that the success of your nation depends. Be careful if one side gains too much of a lead on another, for, if so, you might find yourself in more trouble than you ever imagined.”

Can you help us in any way to reach Shallah?

“The Scar is bitter and cold, and can poison the spirit of even the most aquatic of us all. Yet there is hope in the blessings of the Sea. If you would accept my touch, than the strength of the waves can I bestow upon you, enough to shield you from the depths...for long enough, I pray.”

Before the PCs arrived, Be i took the liberty of casting *transformation of the deeps* and holding the touch in her hands. Her caster level is significant enough (21) to bestow the magic upon seven individuals who accept it. The spell is detailed in the Appendices, though its abilities are summarized here.

The spell confers upon the subject the ability to breathe water normally, and grants them darkvision out to 60 ft. In addition, they can withstand pressure underwater as if they possessed the Aquatic Subtype (which is to say they do not take damage until at 500 ft. of depth, as per Stormwrack).

Note about hesitant PCs: Some PCs might be hesitant to accept the touch of the witch. If this is the case, the witch will do her best to convince them to take it. She reminds them that they have a destiny to fulfill, and that the waters below will kill a land dweller in minutes without the magic. If PCs must know, the magic is divine in nature (she is a druid), and she will explain it

as “the powers of the sea”. She also reminds them that they will have to throw off their inhibitions in order to save Shallah.

If the PCs continue to refuse the gift, the witch will take desperate measures. She cannot afford to have the prophecies defied. She will attempt to make a touch attack (+14 to hit) in secret (by asking to do a palm reading) and try to bestow it upon the PC anyway. There is no saving throw on the spell, though Spell Resistance applies. When confronted, she replies that “you cannot escape destiny.”

If the PCs attempt to leave without asking for the gift, she will stop them and speak as though she had just answered the question listed above.

Finally, on their way out the door, the Oracle will give them one last hint at their own futures.

“Go forth, heroes, and fulfill your destiny. Fear not the enemies below, for your courage can slay them. Fear not your enemies above, for your wisdom can save them. And fear not the sea and its crushing depths, for my magic will protect you...always.”

When the PCs have gotten all they can from the witch (and most importantly, have been granted the magic necessary to complete the adventure), read the following out loud:

Indeed, the oracle is a peculiar creature, one whose answers, though many, are ever shrouded in mystery and often beget more questions than are to begin with. Yet that is the nature of oracles, you surmise. But such questioning will not help you now, as you stare deep through the cavernous left eye of the colossal beast embedded into the rock face. Inside, you know, must be Shallah...

3: THE BLACK KNIGHT FALLS

The PCs are now back in the main timeline and can continue their quest into the lair to find Shallah. Thanks to the flashback, they are sure of their purpose and perhaps know of what danger could lie ahead. Read the following as they enter the cavern.

The skull of the great beast is a cavern itself, though sea dirt and debris have piled into the recesses. A noticeable cavern enters the cliff wall, descending along the roof of the monster's spine. You feel a small current pulling you towards it, as if Nature intended your descent.

As you enter, you notice the markings on the wall. All over are symbols of spindles, repeatedly drawn and then scratched out with great claw marks. As you continue, you notice a decline in the number of spindles, and an increase in more dire markings; skulls, sickles, and death.

PCs may make a DC 15 Knowledge (Religion) check at this point. Anyone succeeding recognizes the spindles as the symbol of Istus the Seer, Goddess of Divination and leader of the Baklunish Pantheon, and the skulls and other morbid drawings as markings of Nerull the God of Death.

Soon, the channel ends, and you and thrust into a great chamber hollowed out along the ribcage of the creature. The sights that greet you in this chamber are chilling to say the least.

Below you are a great many tables, made of metal and stone and outfitted with straps to contain their unlucky occupants. On the walls nearby are tools of a macabre look; great hooks and immense knives, saw blades and prongs. Many are rusted from the sea, though you doubt that such qualities prohibited their use in this awful place.

Worst, above you, floating around the room, are great spherical husks, globes of some transparent material and filled with ichor of a clear pasty quality. Inside, among each of the near two dozen husks, lies the body of a merfolk, suspended in a deathly stasis. Their skin, shriveled and gray, remains composed, and their eyes, fraught with fear and loathing, remain open, staring off into the world passionless.

This room is one of two main laboratories used by the hags to enact their devilish experiments on merfolk and others while they attempt to master their transformations to liches. The tables below are used to conduct the rituals, while the husks above preserve the bodies until they are needed.

The PCs won't get much of a chance to look around before the room's occupants confront them. Read the following aloud.

Before you can get a good look around, however, you are startled by the appearance of two creatures that emerge suddenly from the recesses of the dingy room. The first is a decaying creature with hate in his eyes, and bloody sludge drips from his claws. He seems to eye you with a fierce intelligence, approaching cautiously, but definitely aggressive. The second is a bit more subdued, but the burning hatred

of life still burns in his eyes. However, there is something familiar about him...

Creatures: Any player who has played ZEF6-01 *Out of Water* or ZEF 7-02 *Tide of Battle* will recognize the second creature as Burlay, Shallah's former bodyguard. PCs might recall his new form from *Tide of Battle*; he has become a wight and evil corrupts him and poisons his mind. However, they might also recall that the last vestiges of honor and integrity still clung together in the darkness of his soul. His condition now is no better; in fact, he has fallen closer to evil than ever before, but his sense of duty to his people and especially to Shallah have remained present, though clouded.

The other creature is also a former merfolk, a lieutenant named Komi from the forces of Kardolahan, the captain of the guard. Once a formidable warrior, he has also been corrupted, becoming a ghoul of great power. Though his honor has long since been destroyed, he has retained his cunning battle sense and superb proficiency with tactics, and is now a threat to the PCs.

Both monsters attack immediately.

APL 4 (EL 5):

Burlay: male merfolk wight; hp 26; *see Appendix 1*

Komi: male gravetouched ghoul merfolk fighter 2; hp 18; *see Appendix 1*

APL 6 (EL 7):

Burlay: male merfolk wight, advanced; hp 52, *see Appendix 1*

Komi: male gravetouched ghoul merfolk fighter 4; hp 36; *see Appendix 1*

APL 8 (EL 9):

Burlay: male merfolk wight, advanced, knight 2; hp 65, *see Appendix 1*

Komi: male gravetouched ghoul merfolk fighter 6; hp 54; *see Appendix 1*

APL 10 (EL 11):

Burlay: male merfolk wight, advanced, knight 4; hp 78, *see Appendix 1*

Komi: male gravetouched ghoul merfolk fighter 9; hp 90; *see Appendix 1*

APL 12 (EL 13):

Burlay: male merfolk wight, advanced, knight 6; hp 94, *see Appendix 1*

Komi: male gravetouched ghoul merfolk fighter 11; hp 108; *see Appendix 1*

Tactics: Komi possesses great intelligence and wisdom scores for a fighter; he does not carelessly rush into battle and needlessly take hits. He possesses the Combat Form feats from *PHBII*; he can thus enter a state of mind in battle that can improve his abilities greatly. On the first round of combat, he'll approach a foe he thinks he can hit easily, probably a rogue or a wizard or someone who appears to have low AC, because he needs to hit successfully to enter his stance. He will not use any feats that lower his attack bonus until he has entered his stance (which lasts for 10 rounds plus the number of combat form feats he possesses, not including Combat Focus). Once he has entered it, you should take note of the abilities he gains depending on his APL; they are summarized here:

APL 4: Combat Focus: +2 to all Will saves. Combat Form lasts 10 rounds.

APL 6: Combat Stability: +4 to checks to resist grappling, tripping, bull rushing, disarm and overrun checks. Combat Form lasts 11 rounds.

APL 8: Combat Defense: Komi can switch his Dodge target as an immediate action. Combat Form lasts 12 rounds. His bonus on Will saves goes up to +4. His bonus to resist grapples, trips, bull rushes, overruns and disarms goes up to +8. His bonus from the Dodge feat goes up to +2.

APL 10-12: Combat Vigor: Komi gains fast healing 4. Combat Form lasts 13 rounds.

Otherwise, Komi will make use of his Power Attack, Combat Expertise, and Improved Trip feats intelligently and tactically. You should really try to emphasize that this monster fights smart and ruthlessly. If he paralyzes a foe, he'll move on to the next and try to subdue everyone before slaying them and eating them.

Burlay fights a little differently. He fights according to the Knight's code; he never accepts the +2 bonus from flanking (though he can still confer it to others), he never strikes a flat-footed creature, and never deals lethal damage to a helpless foe (which means he won't attack a target paralyzed by Komi). Otherwise, he will begin striking the PCs with his trident and issuing Knight's Challenges until they can convince him to stop. He will also make use of his Shield Ally ability if he has it to prevent damage to Komi.

When Burlay first attacks, PCs who do not know who he is may attempt a DC 25 Sense Motive check once every round to determine that he is acting against his ultimate will (similar to being under and enchantment effect, but not quite the same). Once the PCs determine that Burlay is not necessarily an enemy (whether by

Sense Motive checks or because they recognize him), they can use Diplomacy to convince him to stop fighting. Use the table below to determine the DC to get him to stop, and the modifiers afterwards also apply.

APL	Initial Attitude	Indifferent t DC *	Friendly DC *
4 to 6	Unfriendly	25	35
8 to 12	Hostile	35	45

* already includes +10 modifier for rushed Diplomacy

Modifiers (add all that apply):

- Other PC's may aid the Diplomacy check as a Full Round action: +2 per successful assist
- Character has played ZEF7-02 *Tide of Battle*: +2
- Character openly displays Shallah's Token from ZEF6-01 *Out of Water*: +2
- Character mentions Shallah's name: +2
- Character is fluent in Aquan: +2
- Good role-playing: +2
- Second and subsequent attempts at Diplomacy: +2 cumulative per additional attempt
- Character openly displays the Eye Gem from *Into the Drink*: -5

Development: If a PC succeeds in convincing Burlay to stop fighting, it means that they have somehow reached out to his inner consciousness for just a moment and reminded him who he is. Burlay immediately withdraws from combat at this point, tossing his trident to the ground. He won't do anything to stop Komi (the ghoul must be destroyed by the PCs). Instead, he'll simply spend the rest of the combat as if *dazed*, taking no actions and struggling the conflicting dark energies in his mind.

Once Komi is destroyed, the PCs will have a chance to speak with Burlay. Burlay acts as though he's been in a bad dream and he is confused. Play him like someone who just woke up and doesn't know how he got here. If the PCs are quick, though, they can glean some important information from Burlay before he asks his final favors. The following questions might be asked of him:

Where is Shallah? Beyond the last portal, my fair lady lies. I pray to Eadro I have not taken part in the cruelties she now suffers.

Who has taken her? / What evil lies ahead? The three sisters have taken her, and like us all, they use her to further their dark purposes. I know not the truth of their endeavor, though I can assure you it is foul.

Anything we should be worried about? / Anything else you can tell us? The sisters are a frightful bunch; their mere appearance can shake your strength. Ware their *evil eye*, it can stun your mind and slay your body as easily as you gaze at the passing fish.

Who is this ghoul? He is Komi, a former lieutenant in the merfolk city guard. I can't remember when I met up with him, but it has been many days since his pollution. May he now rest in peace.

Once the PCs have gotten their information from Burlay (and don't let it go on for too long; Burlay doesn't know when the dark energies might regain their hold on him), Burlay asks them for his final favors. Read the following out loud.

"Friends, the evil in my mind is like a black poison, seeping through my eyes and my heart beyond all control. I thank you for saving me from it the last time, but it won't be long before it finds its grasp on me one more time. While sanity holds, I must ask of you two favors.

When you find Shallah, and find her you must, you must deliver unto her a message from me. Tell her, first and foremost, that I am sorry, and that the stinging soreness of my betrayal pains me more than any trident wound or shark bite. You must tell her that I will never forgive myself for my failure. You must tell her that, despite all of this, I love her."

A dark cloud passes over his eyes just then, and for a split second, he growls.

"Friends, I will not last much longer. You must be quick in this second favor. In this form, I can commit no good act; much as I would love to rescue my beloved, I know that ever on I will do nothing but evil. You must destroy me.

Yet I can be slain by no normal weapon. The sisters imbued within me great power that I cannot suppress. There is only one way to do the deed. Beyond those shelves their lie a secret compartment with a large syringe. Within it, lies a positoxin, a powerful poison for the undead. You must inject it into my heart. Quickly! For I cannot stave off this disease much longer!"

This should be a suitably epic and sad scene. The compartment is easy to find and lies where Burlay says it does. Inside the PCs will find a large metallic syringe

(though not of surgical quality by any means; in fact, it appears that the thick needle would likely kill you just from the wound). It is already pre-loaded (it was a safety mechanism saved by the hags in the event that Burlay turned on them) and the PCs have simply to plunge it into his heart as explained. Once they do so, read the following.

The syringe is plunged deep into the chest cavity of Burlay, and he grunts as it does so. His eyes roll up slightly and he takes on last deep breath. Slowly, he begins shaking, and his claws tear at the ground as he lies against the wall. His flesh begins bubbling, and his teeth grind together, but he makes no noise.

"You must tell her..." he says, and soon the shaking stops. His eyes close and reopen a few times, and when they finally open for the last time, the black poison is gone. His blue eyes stare straight into yours, and his form lies still.

Pause here for effect. Let the tragedy sink in before moving on.

Treasure:

APL 4: Loot 22 gp; Coin 1 gp; Magic 165 gp; +1 sharkskin armor (103 gp); potion of inflict serious wounds (62 gp); Total: 188 gp

APL 6: Loot 72 gp; Coin 52 gp; Magic 248 gp; +1 sharkskin armor (103 gp); potion of inflict serious wounds (62 gp); +1 vest of resistance (83 gp); Total: 372 gp

APL 8: Loot 78 gp; Coin 102 gp; Magic 607 gp; +1 trident (193 gp), +1 ring of protection (166 gp); +1 sharkskin armor (103 gp); potion of inflict serious wounds (62 gp); +1 vest of resistance (83 gp); Total: 787 gp

APL 10: Loot 46 gp; Coin 44 gp; Magic 1,368 gp; +1 chitin armor (102 gp); +1 heavy dire clamshell shield (97 gp); +1 ring of protection (166 gp); +1 trident (193 gp); +1 sharkskin armor (103 gp); potion of inflict serious wounds x2 (124 gp); +1 vest of resistance (83 gp); +1 amulet of might fists (500 gp); Total: 1,458 gp

APL 12: Loot 46 gp; Coin 44 gp; Magic 2,139 gp; +2 chitin armor (353 gp); +1 heavy dire clamshell shield (97 gp); +1 ring of protection (166 gp); +1 trident (193 gp); +2 sharkskin armor (352 gp); potion of inflict serious wounds (62 gp); +1 vest of resistance (83 gp); +1 amulet of might fists (500 gp); gauntlets of ogre power (333 gp); Total: 2,229 gp

The bloodshed in this room is apparent still; ghoul juice and your own blood clouds the water, making it hazy. It reminded you much like the scene outside Sovorn's Palace when you first arrived in the gulf today...

4: MEET THE MERFOLK (FLASHBACK)

Let the PCs know they are entering another flashback. Read the following aloud to them:

The Gulf of Ghayar seemed poisoned. The blood of Sovorn's men mixed with the sludge of hewn undead all about the palace. You descend slowly from the surface world, brought by temporary magic from the Navy's clerics, and head towards the battlefield. It was a tragedy to say the least.

Luckily, the worst of it is over, but there remained one last task to complete, which is why you traveled now at the bidding of Sovorn al-Ghayar, Mer-Sheik of this realm. Before long, you reach the palace and are welcomed by the merfolk. Their faces are grim, their skin is bruised, and their mood is somber.

Beckoned inside, you can still see the disarray spilt upon them by the former siege. The undead that had ransacked the place did a thorough job, and now the merfolk quietly toiled to bring the palace back to its former majesty. Some give you curt nods, recognizing your past service, others pass by unnoticed, lost in their own thoughts.

It is not long before you reach a meeting chamber, where some familiar faces meet you. At the head of the great table here swims Sovorn, the leader of these merfolk. To his immediate right is Mowvin ibn Vadan, his political advisor, and his left is Kardolahan, the captain of the guard. Kardolahan's left eye is now covered with an eye patch, and his right arm is in a sling.

"Greetings, friends. Thank you for answering my summons so quickly. In case you haven't met my advisors before, perhaps you should introduce yourselves."

Let the PCs finally do character introductions!

"As some of you might remember, the siege of undead that plagued us for weeks has been lifted, and the force dispersed. Though we were victorious in the end, the cost was heavy. We have lost many good merfolk to death, disease, or worse. Our buildings are destroyed, our homes sacked. Many are missing, including even the Nereid Zellaveera, which some of you may have met upon your last visit. Much has

gone wrong. As we rebuild here, our duty remains unfinished.

In the wake of the siege, my daughter Shallah was taken from me despite the best efforts of my men." At the mention of this, Kardolahan winces. "Our divinations show she is alive, somewhere in the Scar. We also know that the leaders of this siege are still at large, and we would be remiss in neglecting that they could easily do this again. I've called you in to help us. Your actions in the past have proven you are reliable and great heroes, and I hope that I can count on you once again to aid my people. Can I enlist your aid, heroes?"

Let the PCs accept the mission. Let them enjoy the fact that through the flashbacks, they already have. Have a good laugh, and continue on.

"Good, then let us get right to it. Simply put, I need you to enter the Scar, a very dangerous place, find the leaders of the undead, slay them, and return with my beloved Shallah. It will be a difficult mission, to be sure, but I have faith in your abilities. Now, surely you'll have questions, and I'll do my best to answer."

The PCs can use this as a chance to ask the three merfolk leaders for information. Despite having done much of the mission already, they can still gain useful information here. As they ask questions, let each of the three merfolk answer depending on who would be most qualified to do so.

What kind of trouble can we face in the Scar? The Scar of Untold Depths, which lies just beside us, is a treacherous crevasse running along the spine of the Gulf. It is so deep that even we haven't charted its depths. Many horrible monsters have crawled from its recesses, and who knows what you could find. In short, you must expect the worst.

What do we know about the leaders? They are powerful, obviously. They possess the ability to command undead in large numbers, so you could possibly be facing clerics or followers of death cults.

What other information have your divinations turned up? Very little, I'm afraid. Most importantly, Shallah is alive and under some kind of torturous ordeal deep in the Scar. Also, we have reason to believe that there are three creatures in charge down there.

What happened to Zellaveera? She was simply gone one moment. After the siege lifted, we sent out to

find her at her home but she was gone. She is a shy girl and not prone to exploration, so this worries us. It could be she was taken with Shallah, but we don't know for sure. Keep an eye out for her.

Do we get a reward? While I hoped it would not come to this, I can assure you that you will be well rewarded if you succeed. Do not trouble me for details until you get Shallah back.

Anything else? One last thing. You'll need further assistance to descend into the depths of the Scar. Though your magic will allow you to breathe, the pressures and chilling depths of the Scar will kill you within minutes if unprotected. There is a friend of the merfolk that you will have to call on, an oracle about an hour from here on the edge of the crevasse. Seek her out; she can help you get down there, and likely knows more about this than anyone. Tell her I sent you.

Development: when the PCs are ready to head out on the mission, read the following to them.

Indeed, Sovorn's words were what drove you here, and now you stand on the threshold of success. Shallah, you know, must be ahead. And with courage and conviction, you descend into the depths of the lair...

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

As the PCs descend into the last tunnel towards the final chamber, they are approaching the Hag Covey and the final combat encounter. Read the following out loud.

You enter the last tunnel and begin descending further into the cliff face. Your depth increases; you surmise that you are fast approaching seven hundred feet below the surface. The pressure of the water grows exponentially as you descend. Even charged with magic to possess the abilities of an aquatic creature, the weight of the waters pushes down on your chest making it hard to breathe. Your eardrums swell and cause a constant pain to press on your skull. Your heart struggles to pump blood into your veins. Any deeper, you know, even a merfolk would suffer.

At last, you reach the end of the tunnel, and enter a large room. Above you, there is a surface of the water, and a pocket of air! The middle of the room has some

sort of island, and you break the water surface to see a large dry land area surrounded by a ring of water.

In the center of the island is a large hole that is filled with water to the lip. Next to it is an operating table of sorts, a great metallic slab on heavy legs. Bound to the table is Shallah with heavy leather straps. She doesn't appear to be moving. Worse, she's not alone.

As the PCs enter the final room, they come across the three Hag sisters enacting a quick ritual on Shallah. They are close to a breakthrough in their research, and want to get it done before the PCs wreck their whole place.

At this point, it's important to note if any of the PCs have been carrying the eye-gem openly while adventuring in this adventure. The gem is actually a scrying device, and if a PC has had it out, the hags not only know of the PCs' approach, but also of their abilities. Finally, it gives them a chance to buff before facing them. This can make the combat significantly more difficult than it already is. **Only pre-buff the hags if the PCs wear it OPENLY. If it is under a shirt or in a pack, the hags can't see where they are.**

Immediately upon entering the room, the Hags will strike, so there is no time for chit-chat. Read the following out loud:

Three sisters, wretched haggish creatures, hunch over the still form of Shallah, crooked tools in their hands already covered in blood. Shrieking at your arrival, they jointly toss the table towards the hole in the island, and Shallah, bound to the metallic slab, begins sinking into the crushing depths of the pit. The pressure in these waters was bad enough as it is; who knows how long she can survive.

At APL 4, the third sister, a sorceress hag, teleports away. For the purposes of this adventure, she is gone.

One of the sisters scowls and barks some strange words, before disappearing, leaving the other two to face you.

Immediately, the PCs will have to make Fortitude saves to resist the **Horrific Appearance** abilities of the hags. At APL 4, assume that the third hag teleports away too fast to necessitate a saving throw. The save DCs are summarized below. Then begin combat as normal.

APL	Save 1 Nisk'ka'Ta	Save 2 Biztr	Save 3 R'xax
4	17	17	-
6	17	17	19
8	18	18	21
10	21	22	23
12	22	23	25

APL 4 (EL 7):

Nish'ka'Ta: female sea hag cleric 1; hp 32; *see Appendix 1*

Biztr: female sea hag hexblade 1; hp 37; *see Appendix 1*

APL 6 (EL 9):

Nish'ka'Ta: female sea hag cleric 2; hp 40; *see Appendix 1*

Biztr: female sea hag hexblade 2; hp 47; *see Appendix 1*

R'xax: female sea hag sorcerer 2; hp 34; *see Appendix 1*

APL 8 (EL 11):

Nish'ka'Ta: female sea hag cleric 4; hp 56; *see Appendix 1*

Biztr: female sea hag hexblade 4; hp 67; *see Appendix 1*

R'xax: female sea hag sorcerer 4; hp 44; *see Appendix 1*

APL 10 (EL 13):

Nish'ka'Ta: female sea hag cleric 7; hp 80; *see Appendix 1*

Biztr: female sea hag hexblade 7; hp 107; *see Appendix 1*

R'xax: female sea hag sorcerer 7; hp 79; *see Appendix 1*

APL 12 (EL 15):

Nish'ka'Ta: female sea hag cleric 9; hp 108; *see Appendix 1*

Biztr: female sea hag hexblade 9; hp 129; *see Appendix 1*

R'xax: female sea hag sorcerer 9; hp 93; *see Appendix 1*

This can be a complicated encounter and a challenging one for both the PCs and the DM. The sea hags are designed to work well together, and the judge should play them as intelligent villains that operate together in cover each other. Below are typical tactics.

Tactics: Nisk'ka'Ta, the cleric, will try to use her spells to cause as much confusion and incoherence in the group of PCs as possible. She uses spells like *cause fear*, *silence*, *hold person* and *unholy blight* to shake the PCs. Then, she'll enter combat and use her buffs on both Biztr the Hexblade and herself, before finally attacking with her claws. She'll use her Domain ability Touch of Death on obviously weak PCs, hoping to slay them outright, but she does not choose this tactic unless a blatantly obvious opportunity exists (she'd rather heal her sister and go for the long term fight). Once she reaches a quarter hit points, she'll realize that her predictions were right, and become paranoid. At this point, she'll go all out and drop her Evil Eye on as many PCs as possible.

If the PCs bear the Eye Gem: If Nish'ka'Ta knows the PCs are coming, she'll cast the following spells on herself (if she has them): *resist energy* (of an appropriate energy type she's seen the PCs utilize), *magic circle against good*, *divine power*, and *righteous might*. She'll also drink her *potion of barkskin* and *potion of heroism* if available. She'll cast the following spells on Biztr if she has them: *shield of faith* and *bear's endurance*. **Empowered Stats are noted by bold characters within the stat blocks themselves.**

Biztr, the Hexblade, will stand front and center to offer protection to her sisters during the combat. Using her halberd, she'll make rampant use of the Power Attack feat to hit PCs hard and make them know she means business. She'll drop Hexblade curses every round until she's out of them, targeting PCs that make a lot of dice rolls and have low Will saves (fighter types, in particular). Biztr is not as paranoid as her sister, but will make use of her Evil Eye if a PC is particularly effective against her and she is low on hit points.

If the PCs bear the Eye Gem: If Biztr knows the PCs are coming, she'll cast the following spells on herself (if she has them): *entropic shield*, *expeditious retreat*, and then will cast *rage* last, concentrating on it until the PCs arrive. She will also quaff her *potion of barkskin* and *potion of heroism* if she has it. **Empowered Stats are noted by bold characters within the stat blocks themselves.**

R'xax the sorceress, like Nish'ka'Ta, uses her spells to destroy party coherency. She makes quick and ample use of spells like *confusion*, *fear*, *slow*, *stinking cloud*, *glitterdust*, *grease*, and *blindness / deafness* to wreak havoc on the PCs. She'll continue using these spells while depending on Biztr to dish out the damage. She'll do her best to stay away from fighters using *suggestion* and other single person spells. If threatened direly, she

can use her Evil Eye to remove a feisty combatant from her sight.

If the PCs bear the Eye Gem: If R'xax knows the PCs are coming, she'll cast the following spells on herself (if she has them): *false life*, *mage armor*, *shield*. She'll also drinks her *potion of barkskin* and *potion of heroism* if she has it. **Empowered Stats are noted by bold characters within the stat blocks themselves.**

Development: The PCs will be racing against time here. Make it clear that Shallah is in danger due to pressure and her obvious weakened state. In a way, you'll be running this encounter alongside Encounter 6, which deals with her rescue and the time limits proposed.

6: DEPTH-DEFYING RESCUE

Shallah is tossed into the hole immediately as the combat begins in Encounter 5. During that Encounter, have Shallah act on Initiative count 0. Her bed is weighty enough that she sinks 15 feet every round on her turn. The pit is hundreds of feet deep and sufficient enough in depth that Shallah should not hit the bottom unless she is long past dead. Attached to the slab is a sunrod that the hags were using to conduct their rituals. This should provide enough light to catch Shallah. The hole poses two dangers to Shallah and those who would rescue her.

The first danger is of course the pressure. The pressure at this depth has an effect even on Shallah, an aquatic creature. In her weakened state, she is at the mercy of the sea, and the PCs should recognize this by virtue of the boxed text and the growing pressure they feel on their own bodies. Typically, an aquatic creature might take damage every minute or so, but Shallah's tortured body is more susceptible to it. This is due partially to the fact that she is weakened and nearly unconscious, and partially because the transformation rituals being performed by the hags are stripping her of her aquatic nature.

The frequency at which Shallah must take damage is dependent on the APL being played. Consult the table below for this figure. At every instance where she might take damage, she must make a Fortitude saving throw (DC 15 + 1 per previous save) or take 1d6 points of pressure damage. She doesn't have many hit points, so PCs have to act quickly to save her. Shallah's Fortitude save is +2.

APL	Damage Frequency
4	Once every nine rounds

6	Once every seven rounds
8	Once every five rounds
10	Once every four rounds
12	Once every three rounds

Shallah has seven (7) hit points remaining when she falls into the pit.

A non-aquatic creature takes much more damage, but he only takes it every minute. At this depth (just over 700 feet), a non-aquatic creature takes 7d6 points of damage every minute. A Fortitude saving throw (DC 15 + 1 per previous check) lets them ignore the damage for that minute.

The second danger posed by this pit is an effect similar to a *greater dispel magic* spell in screen form and with no caster level limit. Anything that passes below the twenty foot mark of the pit is subject to an immediate *greater dispel magic* (caster level 31st). This effect was something the hags discovered upon entering this lair many years ago, and while they cannot confirm its origins, they speculate it was a magical side effect of the anatomy of the monster within which these caverns trespass. This effect is thus powerful enough to dispel any spell with a caster level of 21st or less automatically. This can be treacherous for PCs who enter to save Shallah; the witch's spell will be removed. The PC will not have time to draw breath, and will succumb to drowning rules immediately.

However, there is one effect of the witch's touch that she did not tell the PCs about. She modified the spell in a way that in an act of supreme bravery and selflessness, it would in a way become permanent. The first who sacrifices him or herself to save Shallah (that is to say, has his magic dispelled and presses on anyway), gains the witch's gift as detailed on the AR. This effect should take place at a dramatic moment (let the PC sweat out his possible death). When ready, read the following to said PC.

The pressure is numbing, and the lack of air stings your chest. Your lungs threaten to burst forth from your chest and your eyes bulge forth as your body is subject to torment unknown. But you must save Shallah!

Suddenly the witch's words echo in your mind. "My magic will protect you...always..." You feel a surge of magical power in your body, and immediately your pressured form is relieved of its pain. Your skin turns a softer blue color, and small slits on your neck open

up, letting in a rush of oxygen to your lungs. Rejuvenated, you press on for Shallah.

Note: Most PCs will swim downward to rescue Shallah, but their own weight will also sink them in pursuit. PCs can add this sinking speed to their swimming distance as they chase Shallah. Any PCs with a light load or light armor sinks at 5 additional feet per round. Medium armor or medium loads increases it to 10 feet per round. Heavy armor or heavy load is 15 feet per round.

Once a PC has reached Shallah, she may remove her from the slab using a standard action. Upon removing, she can return to the surface. Shallah is mal-nourished and frail, and weighs only 200 lbs. Be sure to factor this in when determining the ascent speed.

Once PCs have rescued Shallah, or she has perished during the battle, they'll have a chance to loot the hags and the room. As they look over the equipment lying about, they are subject to a third and final flashback.

Treasure:

APL 4: Loot 4 gp; Coin 165 gp; Magic 631 gp; *potion of barkskin* +3 (x2) (50 gp each), *potion of heroism* (62 gp), +1 leather armor (x2) (97 gp each), +1 vest of resistance (83 gp), +1 halberd (192 gp); Total: 800 gp

APL 6: Loot 4 gp; Coin 174 gp; Magic 1151 gp; *potion of barkskin* +3 (x2) (50 gp each), +2 leather armor (347 gp), +1 leather armor (97 gp), +1 vest of resistance (x2) (83 gp each), +1 halberd (192 gp), +1 ring of protection (166 gp), +1 bracers of armor (83 gp); Total: 1329 gp

APL 8: Loot 4 gp; Coin 57 gp; Magic 1934 gp; *potion of barkskin* +3 (50 gp), +2 leather armor (x2) (347 gp each), +2 vest of resistance (333 gp), +1 vest of resistance (83 gp), +1 halberd (192 gp), +1 ring of protection (166 gp), +1 bracers of armor (83 gp), +2 cloak of charisma (333 gp); Total: 1995 gp

APL 10: Loot 4 gp; Coin 182 gp; Magic 4156 gp; *potion of barkskin* +3 (x3) (50 gp each), *potion of heroism* (x2) (62 gp each), +2 leather armor (x2) (347 gp each), +2 vest of resistance (x2) (333 gp each), +1 vest of resistance (83 gp), +1 halberd (192 gp), +1 ring of protection (166 gp), +1 bracers of armor (83 gp), +2 cloak of charisma (x3) (333 gp each), +2 amulet of wisdom (333 gp), gauntlets of ogre power (333 gp), +2 amulet of health (333 gp); Total: 4342 gp

APL 12: Loot 4 gp; Coin 165 gp; Magic 6995 gp; *potion of barkskin* +5 (x3) (100 gp each), *potion of heroism* (62 gp), +3 leather armor (x2) (764 gp each), +3 vest of resistance (750 gp), +2 vest of resistance (333 gp), +1 vest of resistance (83 gp), +1 keen halberd (692 gp), +1 ring of protection (166 gp), +1 bracers of armor (83 gp),

+4 cloak of charisma (1333 gp), +2 cloak of charisma (x2) (333 gp each), +2 amulet of wisdom (333 gp), gauntlets of ogre power (333 gp), +2 amulet of health (333 gp); Total: 7164 gp

Development: The PCs have defeated the sea hag covey and thus destroyed the leadership behind the undead siege on Sovorn's Palace. They may have rescued Sovorn's daughter Shallah from certain death, and now

	APL				
Skill or Save	4	6	8	10	12
Bluff Check	22/26	25/29	28/32	30/34	32/36
Disguise Check	31/35	34/38	37/41	39/43	41/45
Will Save	14	16	18	19	20

they may feel their job is done. But this is not the case just yet! Read the following out loud to them as they search the room after the battle.

With the battle over and the threat of the hags removed, you finally had time to look about you to a better degree. There were more vicious tools strewn about, and other implements of torture and amateur surgery. Most interestingly, though, were the jars near the far end of the island. There was six of them, sealed it sitting together. Some had been knocked around in the battle but remained intact. They were filled with what looked like bloody mucus, or simply watered down blood. You weren't entirely sure what it could be, but you were pretty sure that this must be the substance that you had been asked about way back in Zeir-i-Zeif...

7: IT AIN'T OVER YET (FLASHBACK)

This last flashback takes the PCs back to Zeir-i-Zeif, only hours after being hired by the Royal Navy of Zeif to head back to the Gulf of Ghayar to help the merfolk one last time. This flashback assumes that the PCs split up into certain groups based on their allegiances to certain factions within the government of Zeif and are then approached by these factions who enlist their aid.

The danger in this encounter is that in truth, the factions are not all aware of the PCs' mission, only the Grim Vizier is truly aware. To guarantee his success, however, he has sent doppelganger agents in disguise to pose as the other

two. This way, no matter whom they help, the PCs will give him the information one way or another. There will be subtle hints described in each encounter below that the PCs might catch, but otherwise are in line to be duped.

Here are the relevant DCs for this doppelganger if the PCs try to pry out his disguise and assuming the doppelganger takes 10 on his checks (for simplicity). The second number after the slash is the DC if the doppelganger successfully reads a PC's mind.

Use the following guidelines to determine which PCs will be approached by which "faction". It is possible that more than one faction can approach PCs, and this is encouraged. It gives them the illusion of choice.

- Any PC with the **Supporter of the Sultan / Backer of the Matron Sultana / Adherent of the Grim Vizier** (from ZEF7-02 *Tide of Battle*) will automatically be approached by the faction that they support.
- Any PC with the **Favor of the State / Matron Sultana / Grim Vizier** (from ZEF6-07 *Into the Drink*) will automatically be approached by whomever they have favor with.
- Any PC with the **Free Agent** favor (from ZEF7-02 *Tide of Battle*) will be approached by all three factions.
- Any PC who is a member of a government organization (the Spahis, the Royal Navy, Loyalty to the Sultan, etc.) will be approached by the "Sultan's Agent"
- Any PC who is a member of the Dusk Lash, worships Xan Yae, or a female character will be approached by the "Matron's Agent".
- Any PC whom you deem as "shifty" or of otherwise questionable morality can be approached by the Grim Vizier's agent if you so wish.

Go through each of these three encounters once, taking all applicable parties aside. PCs are encouraged to roleplay and converse with these agents; this is not a player's handout.

The Sultan's Agent

The Sultan's Agent is played by a doppelganger named Gahsh. He takes the form of a Navy Officer who approached the PCs in a public place, asking them to speak with him quickly. Read the following out loud.

You hear your names being called out from behind you as you stroll through the Zeir-i-Zeif market. Turning, you spot an officer from the Navy coming up behind you.

"Please, I must speak with you. There is one more thing that must be asked of you that could not be said back at the Navy headquarters. One more objective on your mission," he says.

The PCs have never seen this officer before.

"The Sultan has asked that you, as loyal subjects, perform one extra task for him. The Sultan's agents believe that you might be witness to some form of ritual beneath the waves; some extraction type ritual. We don't know much about it, but we believe that creatures are having their essence removed. We'd like to know more, but we need your help. If you can find out what exactly is being removed from the creatures down there and bring a sample back, we would be most appreciative. Can you do this?"

The PCs may have questions. They may also be suspicious.

- **Who are you?** "I am Tugze Albay Reis ibn Wafta, a captain in the Navy. I was asked by the Kapudan Pasha to deliver this news to you." (lie)

Have PCs make a Knowledge (Local) check to see if they recognize the officer. No matter what they roll, tell them that they haven't heard of him. Make it seem like they just didn't roll high enough.

- **How does the Sultan know about these things?** "I do not know for sure, but the Sultan has a lot of influence in these parts, to be sure" (truth)
- **Is there extra reward in it for us?** "If you return this information to the Sultan, he will be most pleased and will surely grant you many rewards, though I am not privy to such things." (truth)
- **Are the other factions after this information?** "Surely they are, as they always have been. I can assure you though that delivering this news to us is the best choice for the future of Zeif. I hope you will make the right choice." (truth)

Once the PCs have asked all the questions they want, or if the doppelganger can detect any thoughts that are suspicious of him, read the following out loud.

“Good then,” he says. “When you have the samples, bring them to me at once. I will be staying at the Crimson Crescent when you return. Find me there.”

With his last words, the officer departs from your meeting, walking back into the streets where he came from.

If the PCs outwardly declare the doppelganger to be false, he will activate his *boots of teleportation* and disappear. The PCs have unveiled his disguise!

The Matron's Agent

The Matron's agent is played by a doppelganger named Oitsch. He takes the form of a comely woman in dark clothes with jade green eyes and dark hair. She approaches the PCs in a public place and asks to speak with them.

Suddenly from around the corner of an alley, you spot a woman in dark clothing staring straight at you. She seems to blend in with the shadows slightly and beckons you forth with her finger.

“Greetings, effendis. Will you spare a meeting with a woman in an alley?”

“I’ve come from the Matron’s den. She’s caught wind of your future travel back into the depths of the Gulf. There’s something going on down there. Something we’re not sure of. All we know is that the essence of creatures is being extracted and stored for some purpose. We’d like to know more.”

“If you can bring back a sample of this...essence, I...and the Matron Sultana...will make it worth your while...”

The PCs will have questions.

- **Who are you?** “My name is not important, but I represent a faction that desires nothing but the best for Zeif.” (truth)
- **Where did the Sultana learn of these things?** “She has eyes everywhere, you know. Learning of this was child’s play to her, I’m sure.” (lie)

- **Is there an extra reward in it for us?** “If you can bring back these samples to me, you will most certainly be in for a surprise. As you wish, I will see to it.” (truth)
- **Are the other factions after this information, too?** “Likely they are, but I know that you are wise people and know the value of supporting the Matron. This country needs a woman’s point of view on government, and without her, we’d be without it. I know you’ll make the right choice.” (lie)

Once the PCs have asked all the questions they want, or if the doppelganger can detect any thoughts that are suspicious of him, read the following out loud.

“Well then, with that I must be off. I trust you’ll bring me good news back from the Gulf. If you succeed, meet me here in this alley at midnight. I’ll bring the champagne.”

With those last words, she steps backwards into the darkness of the alley and quickly fades from view.

If the PCs outwardly declare the doppelganger to be false, he will activate his *boots of teleportation* and disappear. The PCs have unveiled his disguise!

The Grim Vizier's Agent

The Grim Vizier's agent is the only one who isn't a doppelganger and tells the truth. PCs might still be suspicious of him, and that's ok. The only outcome unfavorable to the Vizier is one where the PCs give the samples to no one.

The agent himself is a vampire, and he approaches the select PCs in the evening (after sundown) somewhere public. He is covered in a black cloak, and his eyes are the only thing that seem to pierce from the darkness of his cowl.

The evening grows darker as you walk down the streets of Zeir-i-Zeif, and you feel the gaze of someone on your back. Turning, a cowed figure approaches you like a silent cloud.

“Stay your blades, friends. I come with news, not daggers. The Grim Vizier, who claims that you are such worthy creatures as to be asked a favor, has sent me. Was he correct in his assumption?”

"Very well, hear me out. The Grim Vizier knows you make for the Gulf on the morrow, and knows of something strange passing beneath the waves. A ritual is occurring, and the essence of the creatures victim to it I being stripped of them and stored for some strange purpose. The Vizier must know more."

"If you can return with a sample of such essence, Black Naubek promises great rewards. Give me not an answer now. I will wait for your success at the docks, near the monument of Murad. Questions?"

The PCs will have questions.

- **Who are you?** "I have no name that you could remember. Black Naubek is the only name you should care of, and he hopes you will make the right choice and stay the samples from being delivered to the less reputable factions."
- **Where did the Vizier learn of these things?** "The Vizier has wisdom beyond centuries and sight beyond vision. Do not underestimate the power of his information gathering."
- **Is there an extra reward in it for us?** "The Vizier can offer you great things, you must realize. I know not of his prize, but I surmise its greatness unmatched."
- **Are the other factions after this information, too?** "They will endlessly squabble over what the know nothing about. Trust that the vizier is the only one who knows what's best for Zeif, as he has known for centuries. To give it to the others would not only be an insult to Black Naubek's keen intelligence, but a death sentence for this nation. Trust me."

When the PCs have asked all the questions they want to, the vampire will take his leave in a quiet, dark departure.

8: ONE MAN'S DENOUEMENT IS ANOTHER'S PROLOGUE

Read the following out loud when the PCs have finished with the flashback.

Yes, it seems that these are the jars you had been asked about. Gathering up a jar each, you begin to make your way back to the surface to deliver the news of your adventure. You had much to tell, to be sure.

There are a number of conclusions to go through, depending on how the PCs did. The first choice is between A and B, hinging on whether Shallah lived or died. The second is between 1, 2, and 3, depending on whom each PC delivers their jar to. Then, there is one final conclusion to let the PCs know they were potentially duped. Read either A or B to the party first, then each of the other conclusions only to the PCs who deliver it to their factions.

Conclusion A: Shallah died

The trip back up through the lair and into the Scar is slow and mournful. Certainly it is great news that the hags had been ousted, but Shallah's death is something that none of you wish to convey to Sovorn.

And indeed, when you finally arrive back to the Palace, the news is not well received. Shalina breaks down into tears and is quickly escorted from the room. Sovorn is silent for many moments as he digests the tragedy. At length, he speaks.

"You have done what you could, to be sure. We are still grateful that the menace has been destroyed. It will make moving on that much easier, and given the news, moving on is what we must focus on the most. Thank you again, and may your travels find you safe. As always, my door is open to you forever, and the resources of the merfolk are forever at your disposal. If you will excuse me, I must take leave and tend to my wife. Farewell."

With that, Sovorn departs, and you have only to make your way home. The Navy ships are waiting.

Conclusion B: Shallah is rescued!

The trip back through the lair and into the Scar is brisk and with great joy. Shallah, though weakened and troubled, moves with a hint of excitement; never had she thought she would be so happy to see the Scar!

Indeed, as you arrive back at the Palace, the news of Shallah's return is heralded with great joy and contentment. Smiles are abundant, and a festival is thrown to honor the deeds you have wrought for these people.

"Alas, good friends, I have counted on you again, and again you have delivered," says Sovorn. "You are all heroes of the Merfolk. Our door shall remain open to

you indefinitely, and our resources are yours to make use of. May your travels bring you to safe places! Three cheers for the heroes!"

The party goes well into the night, and you partake in the merfolk's splendid amenities throughout. Come morning, you finally make ready to head home, as the Navy ships are waiting.

Before the PCs leave, one of them will be offered a great reward. During the party, Shallah recounts the efforts of a particular PC whom she has taken a liking to, and eventually convinces him to allow her to be married. Sovorn and Shallah will approach this PC with this offer. To determine who the PC Shallah has grown fond of, consult the following table. The PC with the most points wins!

Condition	Points
PC got the Kiss of the Sea Witch favor	+10
PC is female	-10
PC bears Shallah's Token	+4
PC has an enmity of her father/merfolk	-6/enmity
PC expended resources to aid her (spells, items, healing kits) or otherwise made honest efforts to assist her or relieve her pain.	+2 to +4 (DMs call)
PC has shown interest or affection	+4
PC speaks Aquan	+2
PC has favors of her father/merfolk	+3/favor
Applicable roleplaying bonus	-2/+2
PC worships Eadro	+2
PC has "Retainer of the Sultan" favor from ZEF6-01 <i>Out of Water</i>	+4
Charisma Score	Add Charisma modifier
PC is already married/committed	-10

In the event of a tie, a DM may either roll randomly or make the call (depending on who overall seems like a better choice for Sovorn). Once the PC has been determined, read the following to them.

As you are making your way out in the morning, you are approached by Sovorn with a smiling Shallah. She looks better than she did earlier, having received healing magics and care from her family. They approach [name of PC chosen] directly.

"Before you go, there is one last favor I would ask of you, [name of PC chosen]. Shallah has told me great

things about you, and your bravery, honor and sacrifice have impressed the both of us."

Shallah blushes at this.

Sovorn continues. "My daughter has asked me a favor, and has convinced me that it is the right choice for our family, for my people and for Zeif. So I ask it now of you. Would you take my daughter's hand in marriage?"

Allow the PC to think about it a great deal, and read the following based on the answer given.

PC declines:

Shallah seems to suddenly turn sad, and quickly departs. Sovorn nods, saying "very well then. You have made your choice, and it does not change the fact that we are joined in friendship. Farewell friends, and until I see you again."

PC accepts:

Shallah's eyes brighten, and both the merfolk smile wide. "Then so be it! Let there be a marriage of peace between our two people."

Shallah steps forward to embrace you, and presents to you a ring of coral. "Take this ring, my love, to remember me by when you return to the surface world. Let it guide you wherever you are, and protect you from any entrapments that would prevent our being together."

A cheer arises from the onlookers, and smiles are about. With a quick ceremony over and done, you finally are able to make your way back home to the surface world.

The PCs will now travel back to Zeir-i-Zeif, where they must decide who to deliver their jars to. Each PC may choose his own faction, but may only choose one. A PC may also choose to withhold his jar and not give it to anyone. Once PCs have chosen whom they shall deliver to, read the following conclusions to the appropriate PCs. Make sure to keep the conclusions private from the others so as not to give away the surprise of the duplicity!

Conclusion 1: The Sultan and the Navy

You enter the Crimson Crescent the night you arrive into Zeir-i-Zeif, looking about for the navy officer you were told to meet. Tugze Albay Reis ibn Wafta sits in the corner, and he nods in your direction as you spot him.

After you sit down, he speaks. "I am relieved you have come. I was beginning to worry you had been swayed by the other sides. Tell me then, have you brought back what was asked?"

If the PCs give him the jars, read the following:

"Yes, these must be them. The Kapudan Pasha and the Sultan will be most pleased with you. You have made the right choice for Zeif." With that, the Reis stands, putting the jars into his pouch beneath his cloak.

"I almost forgot. The Sultan wished you to have these," he says, drawing another pouch from his cloak. It jingles with the sound of coins and gems. "I'm sure it will be...satisfactory."

Then, strangely, the captain taps his foot on the ground, and is instantly teleported from the room. Not behavior typical of a navy officer, you are sure. Concerned, you check the bag left behind. Inside, you discover a handful of copper coins and a pile of small rocks...

If the PCs do not at first give him the jars, or otherwise act suspicious, the doppelganger will do everything he can in order to convince them of his sincerity. He will use his considerable Bluff score, and will act insulted that the PCs disbelieve him.

If the PCs become reasonably certain that he is not who he says he is, he will give up and teleport away, again using his *boots of teleportation*. Reasonable proof can be attained in any number of ways that the PCs might think of, and the DM should be accommodating if they can be clever and discern the ruse.

Conclusion 2: The Matron Sultana

The alley of your meeting is dark and secluded, and you can't help but feel wary. This was how the matron operated, though. It is not long before her agent returns, again cloaked in black but moving with supple grace befitting a lady of the Harem. She is prompt in her ways.

"Have you found it? Let me see it," she says. Her voice is commanding but melodic.

If the PCs give her the jars, read the following:

"Yes, this is certainly what the Matron was after. You have done well, I must say." The woman places the jars into a pouch, and draws a bottle from another. "As promised, champagne," she says with a grin.

"And also as promised, a surprise for the duteous workers that you have proven to be." She steps back and taps her foot on the ground, before disappearing into thin air. She does not return.

Looking at the bottle you were given, you can see that it is nothing but cheap imported wine from Ekbir...

If the PCs do not at first give him the jars, or otherwise act suspicious, the doppelganger will do everything he can in order to convince them of his sincerity. He will use his considerable Bluff score, and will act insulted that the PCs disbelieve him.

If the PCs become reasonably certain that he is not who he says he is, he will give up and teleport away, again using his *boots of teleportation*. Reasonable proof can be attained in any number of ways that the PCs might think of, and you should be accommodating if they can be clever and discern the ruse.

Conclusion 3: The Grim Vizier

The docks are quiet this night, though the sounds of revelry from nearby taverns echo off the hollow buildings and into the night. The monument of Murad stands proudly over the harbor, staring off towards Ekbir in a sign of independence. A cool mist hangs in the air.

"You've made it. I am glad you have come," says a voice from the mist. He is cloaked again, his face covered by a cowl. As if floating, he glides towards your position, hands concealed.

"Have you brought the essence?" he asks.

If the PCs give him the jars, read the following:

"Excellent. I knew that the vizier was right in depending on you. You should know that you have chosen the path of least resistance, though all roads eventually lead to prophecy. Your cooperation will be

remembered, and the Grim Vizier has a long memory. You and your family after you will benefit greatly from his favor."

The man moves to depart, but says one final thing. "Remember where your allegiances lie. The final hour draws nigh." With that, he drifts silently into the mists before completely dissipating into the night.

If the PCs do not at first give him the jars, the vampire will grow irritated and remind them who they are dealing with. The easy choice of the Vizier's favor or disfavor lies with them at this moment. He mentions that the Vizier will get this material one way or another (in fact he may already have it, given the actions of other PCs), and that this is merely a decision of whether or not to be friendly to what the vampire believes is the most powerful faction.

In the end, the vampire cares little. He won't waste too much of his time if the PCs refuse to grant him the jars or accuse him of deception. If attacked, he will turn gaseous and depart, never to return.

EXPERIENCE POINT SUMMARY

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

1: Unfriendly Doorman

Experience objective

APL 4	180 XP
APL 6	240 XP
APL 8	300 XP
APL 10	360 XP
APL 12	420 XP

3: The Black Knight Falls

Experience objective

APL 4	150 XP
APL 6	210 XP
APL 8	270 XP
APL 10	330 XP
APL 12	390 XP

5: Double double toil and trouble; Fire burn and cauldron bubble!

Experience objective

APL 4	210 XP
APL 6	270 XP
APL 8	330 XP

APL 10	390 XP
APL 12	450 XP

Story Award

The PCs rescued Shallah alive

APL 4	135 XP
APL 6	180 XP
APL 8	225 XP
APL 10	270 XP
APL 12	315 XP

Total Possible Experience

APL 4	675 XP
APL 6	900 XP
APL 8	1,125 XP
APL 10	1,350 XP
APL 12	1,575 XP

TREASURE SUMMARY

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a "treasure" section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter's treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the

item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate.

Loot = Looted gear from enemy; Coin = Coin, Gems, Jewelry, and other valuables; Magic = Magic Items.

1: Unfriendly Doorman

APL 4: Loot 66 gp; Coin 31 gp; Magic 314 gp; *potion of barkskin* (+2) (25 gp), +1 *Large leather armor* (97 gp), +1 *Large longspear* (192 gp); **Total: 411 gp**

APL 6: Coin 14 gp; Magic 597 gp; *potion of barkskin* (+2) (25 gp), +1 *Large leather armor* (97 gp), +1 *Large armor spikes* (200 gp), +1 *Large longspear* (192 gp), +1 *vest of resistance* (83 gp); **Total: 611 gp**

APL 8: Coin 97 gp; Magic 960 gp; *potion of barkskin* (+3) (50 gp), +1 *Large leather armor* (97 gp), +1 *Large armor spikes* (200 gp), +1 *Large longspear* (197 gp), +1 *vest of resistance* (83 gp), +2 *gloves of dexterity* (333 gp); **Total: 1,057 gp**

APL 10: Coin 164 gp; Magic 1,676 gp; *potion of barkskin* (+5) (100 gp), +2 *Large leather armor* (347 gp), +1 *Large armor spikes* (200 gp), +1 *Large longspear* (197 gp), +2 *vest of resistance* (333 gp), +2 *gloves of dexterity* (333 gp), +1 *ring of protection* (166 gp); **Total: 1,840 gp**

APL 12: Coin 247 gp; Magic 2,801 gp; *potion of barkskin* (+5) (100 gp), +3 *Large leather armor* (764 gp), +1 *Large armor spikes* (200 gp), +1 *Large longspear* (197 gp), +2 *vest of resistance* (333 gp), +2 *gloves of dexterity* (333 gp), +2 *ring of protection* (666 gp), *eyes of the eagle* (208 gp); **Total: 2,048 gp**

3: The Black Knight Falls

APL 4: Loot 22 gp; Coin 1 gp; Magic 165 gp; +1 *sharksin armor* (103 gp); *potion of inflict serious wounds* (62 gp); **Total: 188 gp**

APL 6: Loot 72 gp; Coin 52 gp; Magic 248 gp; +1 *sharksin armor* (103 gp); *potion of inflict serious wounds* (62 gp); +1 *vest of resistance* (83 gp); **Total: 372 gp**

APL 8: Loot 78 gp; Coin 102 gp; Magic 607 gp; +1 *trident* (193 gp), +1 *ring of protection* (166 gp); +1 *sharksin armor* (103 gp); *potion of inflict serious wounds* (62 gp); +1 *vest of resistance* (83 gp); **Total: 787 gp**

APL 10: Loot 46 gp; Coin 44 gp; Magic 1,368 gp; +1 *chitin armor* (102 gp); +1 *heavy dire clamshell shield* (97 gp); +1 *ring of protection* (166 gp); +1 *trident* (193 gp); +1 *sharksin armor* (103 gp); *potion of inflict serious wounds* x2 (124 gp); +1 *vest of resistance* (83 gp); +1 *amulet of might fists* (500 gp); **Total: 1,458 gp**

APL 12: Loot 46 gp; Coin 44 gp; Magic 2,139 gp; +2 *chitin armor* (353 gp); +1 *heavy dire clamshell shield* (97 gp); +1 *ring of protection* (166 gp); +1 *trident* (193 gp); +2 *sharksin armor* (352 gp); *potion of inflict serious wounds* (62 gp); +1 *vest of resistance* (83 gp); +1 *amulet of might fists* (500 gp); *gauntlets of ogre power* (333 gp); **Total: 2,229 gp**

5: Double double toil and trouble; Fire burn and cauldron bubble!

APL 4: Loot 4 gp; Coin 165 gp; Magic 631 gp; *potion of barkskin* +3 (x2) (50 gp each), *potion of heroism* (62 gp), +1 *leather armor* (x2) (97 gp each), +1 *vest of resistance* (83 gp), +1 *halberd* (192 gp); **Total: 800 gp**

APL 6: Loot 4 gp; Coin 174 gp; Magic 1151 gp; *potion of barkskin* +3 (x2) (50 gp each), +2 *leather armor* (347 gp), +1 *leather armor* (97 gp), +1 *vest of resistance* (x2) (83 gp each), +1 *halberd* (192 gp), +1 *ring of protection* (166 gp), +1 *bracers of armor* (83 gp); **Total: 1329 gp**

APL 8: Loot 4 gp; Coin 57 gp; Magic 1934 gp; *potion of barkskin* +3 (50 gp), +2 *leather armor* (x2) (347 gp each), +2 *vest of resistance* (333 gp), +1 *vest of resistance* (83 gp), +1 *halberd* (192 gp), +1 *ring of protection* (166 gp), +1 *bracers of armor* (83 gp), +2 *cloak of charisma* (333 gp); **Total: 1995 gp**

APL 10: Loot 4 gp; Coin 182 gp; Magic 4156 gp; *potion of barkskin* +3 (x3) (50 gp each), *potion of heroism* (x2) (62 gp each), +2 *leather armor* (x2) (347 gp each), +2 *vest of resistance* (x2) (333 gp each), +1 *vest of resistance* (83 gp), +1 *halberd* (192 gp), +1 *ring of protection* (166 gp), +1 *bracers of armor* (83 gp), +2 *cloak of charisma* (x3) (333 gp each), +2 *amulet of wisdom* (333 gp), *gauntlets of ogre power* (333 gp), +2 *amulet of health* (333 gp); **Total: 4342 gp**

APL 12: Loot 4 gp; Coin 165 gp; Magic 6995 gp; *potion of barkskin* +5 (x3) (100 gp each), *potion of heroism* (62 gp), +3 *leather armor* (x2) (764 gp each), +3 *vest of resistance* (750 gp), +2 *vest of resistance* (333 gp), +1 *vest of resistance* (83 gp), +1 *keen halberd* (692 gp), +1 *ring of protection* (166 gp), +1 *bracers of armor* (83 gp), +4 *cloak of charisma* (1333 gp), +2 *cloak of charisma* (x2) (333 gp each), +2 *amulet of wisdom* (333 gp), *gauntlets of ogre power* (333 gp), +2 *amulet of health* (333 gp); **Total: 7164 gp**

Treasure Cap

APL 4: 675 gp

APL 6: 900 gp

APL 8: 1,150 gp

APL 10: 1,300 gp

APL 12: 2,300 gp

Total Possible Treasure

APL 4: 1,399 gp

APL 6: 2,312 gp

APL 8: 3,839 gp

APL 10: 7,640 gp

APL 12: 11,441 gp

APPENDIX 1: APL 4

1: UNFRIENDLY DOORMAN

GLASH'TA, OGRE GUARDIAN

CR 5

Male Ogre (Merrow) Ranger 2

NE Large Giant (Aquatic)

Init +1; **Senses** Darkvision 60 ft., Low-Light Vision; Listen +6, Spot +6

Languages Common, Giant

AC 18, touch 10, flat-footed 17; Dodge, Mobility (-1 size, +1 Dex, +3 armor, +5 natural)

hp 60 (6 HD)

Fort +11, **Ref** +5, **Will** +2

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee +1 *longspear* +12 (2d6+11) or +1 *longspear* +10 (2d6+11) and Mw. armor spikes +10 (1d8+3)

Space 10 ft.; **Reach** 10 ft.

Base Atk +5; **Grp** +16

Atk Options Favored Enemy Humanoid (Aquatic) +2, Spring Attack, Two-Weapon Fighting

Combat Gear *potion of barkskin* +2

Abilities Str 24, Dex 13, Con 18, Int 6, Wis 12, Cha 4

SQ Wild Empathy -1

Feats Dodge, Mobility, Track, Two-Weapon Fighting, Spring Attack

Skills Listen +6, Spot +6, Survival +4, Swim +17

Possessions combat gear plus +1 *Large spiked leather armor* (with masterwork armor spikes), +1 *Large longspear*, 185 gp

3: THE BLACK KNIGHT FALLS

BURLAY BIN BEALEF AL-GHAYAR

CR 3

Male Merfolk Wight

LN Medium Undead (unique)

Init +1; **Senses** Darkvision 60 ft., Listen +7, Spot +7

Languages Common, Aquan

AC 15, touch 11, flat-footed 14 (+1 Dex, +4 natural)

hp 26 (4 HD); Fast healing 1 (only when underwater)

Fort +1, **Ref** +2, **Will** +5

Speed 5 ft. (1 square), swim 50 ft.;

Melee trident +3 (1d8+1)

Ranged merfolk crossbow +3 (1d8) (40 ft. range)

Space 5 ft.; **Reach** 5 ft.

Base Atk +2; **Grp** +3

Atk Options Create spawn, Energy drain

Combat Gear trident, merfolk crossbow, 20 bolts

Abilities Str 12, Dex 12, Con --, Int 11, Wis 13, Cha 15

SQ Undead traits, Aqueous form

Feats Alertness, Blind-Fight

Skills Hide +8, Listen +7, Move Silently +16, Spot +7

Aqueous Form (Su): Burlay has no conscious control of this ability. When Burlay is reduced to 0 or lower hit points, he is not destroyed, though he is rendered unconscious. He will immediately assume aqueous form, an effect that is similar to the

gaseous form spell (caster level 5th), except that Burlay turns into water rather than mist. Burlay will remain in aqueous form indefinitely until his hit point total rises above 0 (typically via fast healing). As soon as Burlay's hit points are 1 or higher, he will immediately return to his normal form. While in aqueous form and submerged in a body of water, Burlay is effectively invisible.

Create Spawn (Su): Any humanoid slain by Burlay's energy drain will become a Wight in 1d4 turns. A Wight created by Burlay does not share his unique abilities. Treat it as a normal Wight from the *Dungeon Master's Guide*. The newly created spawn is under Burlay's command until Burlay is permanently destroyed.

Energy Drain (Su): Burlay refuses to use his energy drain attack during the course of this adventure.

Racial Bonuses (Ex): Wights have a +8 racial bonus on Move Silently checks.

KOMI

CR 3

Male gravetouched ghoul merfolk fighter 2

CE Medium undead (aquatic, augmented)

Init +4; **Senses** Listen +4, Spot +5; Low-Light Vision

Languages Common, Aquan, Elven

AC 20, touch 14, flat-footed 16 (+4 Dex, +4 armor, +2 natural)

Hp 18 (2 HD);

Resist Turn Resistance +2

Fort +3, **Ref** +4, **Will** +3

Speed 5 ft. in sharkskin* armor (1 square), base movement 5 ft., swim 50 ft.;

Melee bite +6 (1d6+4 plus ghoul fever plus paralysis) and 2 claws +4 (1d4+2 plus paralysis)

Space 5 ft.; **Reach** 5 ft.;

Base Atk +2; **Grp** +6

Atk Options Combat Focus, Combat Expertise

Combat Gear *potion of inflict serious wounds*

Abilities Str 18, Dex 18, Con --, Int 15, Wis 17, Cha 10

SQ Amphibious, Low-Light Vision, +2 Turn Resistance

Feats Combat Expertise, Combat Focus, Multiattack

Skills Listen +4, Spot +5, Swim +17, Tumble +6

Possessions combat gear plus +1 *sharkskin armor*, 15 gp

Ghoul Fever (Su): Disease – bite, Fortitude save DC 11, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

Paralysis (Ex): Victims hit by a gravetouched ghoul's bite or claw attack must make a successful Fortitude save (DC 11) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

* see Appendix 2: New Rules Items

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

NISH'KA'TA, SEA HAG **CR 5**
Female Sea Hag Cleric 1 (Nerull)
NE Medium Monstrous Humanoid (Aquatic)
Init +1; **Senses** Darkvision 60 ft.; Listen +5 (+7), Spot +5 (+7)

Languages Common, Giant

AC 18 (21), touch 11, flat-footed 17 (20)
(+1 Dex, +3 armor, +4 natural)

hp 32 (4 HD)

Fort +6 (+8), **Ref** +5 (+7), **Will** +10 (+12)

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +8 (+10) (1d4+5)

Space 5 ft.; **Reach** 5 ft.

Base Atk +3; **Grp** +8

Atk Options Horrific Appearance (DC 18), Evil Eye (DC 16), Rebuke Undead 7/day, Death Touch 1d6

Combat Gear *potion of heroism*, *potion of barkskin* +3

Cleric Spells Prepared (CL 1st, 1d20+1 to overcome SR):

1st—*bane*, *cause fear* [D] (DC 14), *shield of faith*

0—*detect magic*, *guidance*, *resistance*

D: Domain spell. Domains: Death, Evil

Abilities Str 21, Dex 12, Con 14, Int 8, Wis 18, Cha 18

Feats Ability Focus (Horrific Appearance), Improved Natural Armor

Skills Concentration +2 (+4), Knowledge (Religion) +3 (+5), Listen +5 (+7), Spellcraft +0 (+2), Spot +5 (+7), Swim +13 (+15)

Possessions combat gear plus +1 *leather armor*, silver holy symbol (Nerull), +1 *vest of resistance*, 765 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 18 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 16 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 16 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

BIZTR, SEA HAG

CR 5

Female Sea Hag Hexblade 1

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +2, Spot +2

Languages Common, Giant

AC 19 (24), touch 12 (14), flat-footed 17 (22)

(+2 Dex, +3 armor, +4 natural)

hp 37 (4 HD)

Fort +4, **Ref** +5, **Will** +6

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +11 (1d4+7) or +1 *halberd* +12 (1d10+11)

Space 5 ft.; **Reach** 5 ft.

Base Atk +4; **Grp** +11

Atk Options Horrific Appearance (DC 17), Evil Eye (DC 15), Hexblade's Curse (DC 13)

Combat Gear *potion of barkskin* +3

Abilities Str 24, Dex 14, Con 16, Int 8, Wis 12, Cha 17

Feats Ability Focus (Horrific Appearance), Improved Natural Armor

Skills Knowledge (Arcana) +2, Listen +2, Spot +2, Spellcraft +1, Swim +15

Possessions combat gear plus +1 *leather armor*, +1 *halberd*, 230 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 17 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 15 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 15 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Hexblade's Curse (Su): Once per day, as a free action, a hexblade can unleash a curse upon a foe. The target must be visible to the hexblade and within 60 feet. The target of a hexblade's curse takes a -2 penalty on attacks, saves, ability checks, skill checks, and weapon damage rolls for 1 hour thereafter. A successful Will save (DC 13) negates the effect.

1: UNFRIENDLY DOORMAN

GLASH'TA, OGRE GUARDIAN **CR 7**
 Male Ogre (Morrow) Ranger 4
 NE Large Giant (Aquatic)
Init +2; **Senses** Darkvision 60 ft., Low-Light Vision; Listen +8, Spot +8
Languages Common, Giant

AC 19, touch 11, flat-footed 17; Dodge, Mobility (-1 size, +2 Dex, +3 armor, +5 natural)
hp 80 (8 HD)
Fort +13, **Ref** +8, **Will** +4

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;
Melee +1 *longspear* +14/+9 (2d6+11) or +1 *longspear* +12/+7 (2d6+11) and +1 *armor spikes* +12 (1d8+4)
Space 10 ft.; **Reach** 10 ft.
Base Atk +7; **Grp** +18
Atk Options Favored Enemy Humanoid (Aquatic) +2, Spring Attack, Two-Weapon Fighting
Combat Gear *potion of barkskin* +2
Ranger Spells Prepared (CL 2th, 1d20+2 to overcome SR):
 1st—*magic fang*

Abilities Str 24, Dex 14, Con 18, Int 6, Wis 12, Cha 4
SQ Wild Empathy +1, Animal Companion (Medium Shark), Link, Share Spells
Feats Dodge, Mobility, Track, Two-Weapon Fighting, Spring Attack, Endurance
Skills Handle Animal -1 (+3 with Grogesh), Listen +8, Spot +8, Survival +6, Swim +17
Possessions combat gear plus +1 *Large spiked leather armor* (with +1 *armor spikes*), +1 *Large longspear*, +1 *cloak of resistance*, 85 gp

GROGESH, SHARK ANIMAL COMPANION **CR –**
 N Medium Animal
Init +2; **Senses** Blindsight, Keen Scent; Listen +6, Spot +6
Languages None

AC 15, touch 12, flat-footed 13 (+2 Dex, +3 natural)
hp 21 (3 HD)
Fort +4, **Ref** +5, **Will** +2

Speed Swim 60 ft. (12 squares)
Melee Bite +4 (1d6+1)
Space 5 ft.; **Reach** 5 ft.
Base Atk +2; **Grp** +3

Abilities Str 13, Dex 15, Con 13, Int 1, Wis 12, Cha 2
Feats Alertness, Weapon Finesse
Skills Listen +6, Spot +6, Swim +9

3: THE BLACK KNIGHT FALLS

BURLAY BIN BEALEF AL-GHAYAR **CR 5**
 Male Merfolk Advanced Wight
 LN Medium Undead (unique)

Init +2; **Senses** Darkvision 60 ft., Listen +14, Spot +14
Languages Common, Aquan

AC 17, touch 12, flat-footed 15 (+2 Dex, +5 natural)
hp 52 (8 HD); Fast healing 1 (only when underwater)
Fort +2, **Ref** +4, **Will** +7

Speed 5 ft. (1 square), swim 50 ft.;
Melee mwk trident +8 (1d8+3)
Ranged mwk merfolk crossbow +7 (1d8) (40 ft. range)
Space 5 ft.; **Reach** 5 ft.
Base Atk +4; **Grp** +7
Atk Options Create spawn, Energy drain

Abilities Str 16, Dex 14, Con --, Int 13, Wis 12, Cha 20
SQ Undead traits, Aqueous form
Feats Alertness, Blind-Fight, Improved Natural Armor
Skills Hide +13, Knowledge (local-VTF) +4, Listen +14, Move Silently +20, Spot +14, Tumble +5
Possessions mwk trident, mwk merfolk crossbow, 20 bolts

Aqueous Form (Su) Burlay has no conscious control of this ability. When Burlay is reduced to 0 or lower hit points, he is not destroyed, though he is rendered unconscious. He will immediately assume aqueous form, an effect that is similar to the *gaseous form* spell (caster level 5th), except that Burlay turns into water rather than mist. Burlay will remain in aqueous form indefinitely until his hit point total rises above 0 (typically via fast healing). As soon as Burlay's hit points are 1 or higher, he will immediately return to his normal form. While in aqueous form and submerged in a body of water, Burlay is effectively invisible.

Create Spawn (Su) Any humanoid slain by Burlay's energy drain will become a Wight in 1d4 turns. A Wight created by Burlay does not share his unique abilities. Treat it as a normal Wight from the *Dungeon Master's Guide*. The newly created spawn is under Burlay's command until Burlay is permanently destroyed.

Energy Drain (Su) Burlay refuses to use his energy drain attack during the course of this adventure.

Racial Bonuses (Ex) Wights have a +8 racial bonus on Move Silently checks.

KOMI **CR 5**
 Male gravetouched ghoulish merfolk fighter 4
 CE Medium undead (aquatic, augmented)
Init +4; **Senses** Listen +5, Spot +5; Low-Light Vision
Languages Common, Aquan, Elven

AC 20, touch 14, flat-footed 16; Dodge, Combat Expertise (+4 Dex, +4 armor, +2 natural)
Hp 36 (4 HD);
Resist Turn Resistance +2
Fort +5, **Ref** +6, **Will** +5

Speed 5 ft. in sharkskin* armor (1 square), base movement 5 ft., swim 50 ft.;

Melee bite +8 (1d6+4 plus ghoulish fever plus paralysis) and 2 claws +6 (1d4+2 plus paralysis)

Space 5 ft.; **Reach** 5 ft.;

Base Atk +4; **Grp** +8

Atk Options Combat Focus, Combat Expertise, Combat Stability, Dodge, Improved Trip

Combat Gear *potion of inflict serious wounds*

Abilities Str 18, Dex 19, Con -, Int 15, Wis 17, Cha 10

SQ Amphibious, Low-Light Vision, +2 Turn Resistance

Feats Combat Expertise, Combat Focus*, Combat Stability*, Dodge, Improved Trip, Multiattack

Skills Listen +5, Spot +5, Swim +19, Tumble +7

Possessions combat gear plus +1 *sharkskin* armor*, +1 *vest of resistance*, 315 gp

Ghoul Fever (Su): Disease – bite, Fortitude save DC 12, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

Paralysis (Ex): Victims hit by a gravetouched ghoul's bite or claw attack must make a successful Fortitude save (DC 12) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

* see Appendix 2: New Rules Items

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

NISH'KA'TA, SEA HAG

CR 5

Female Sea Hag Cleric 2 (Nerull)

NE Medium Monstrous Humanoid (Aquatic)

Init +1; **Senses** Darkvision 60 ft.; Listen +4, Spot +4

Languages Common, Giant

AC 19, touch 11, flat-footed 18

(+1 Dex, +4 armor, +4 natural)

hp 40 (5 HD)

Fort +7, **Ref** +5, **Will** +11

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +9 (1d4+5)

Space 5 ft.; **Reach** 5 ft.

Base Atk +4; **Grp** +9

Atk Options Horrific Appearance (DC 18), Evil Eye (DC 16), Rebuke Undead 6/day, Death Touch 2d6

Combat Gear

Cleric Spells Prepared (CL 2nd, 1d20+2 to overcome SR):

1st—*bane*, *cause fear* [D] (DC 14), *cure light wounds*, *shield of faith*

0—*detect magic*, *guidance*, *resistance*

D: Domain spell. Domains: Death, Evil

Abilities Str 21, Dex 12, Con 14, Int 8, Wis 18, Cha 18

Feats Ability Focus (Horrific Appearance), Improved Natural Armor

Skills Concentration +2, Knowledge (Religion) +3, Listen +5, Spellcraft +1, Spot +5, Swim +13

Possessions combat gear plus +2 *leather armor*, silver holy symbol (Nerull), +1 *vest of resistance*, 115 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 18 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 16 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 16 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

BIZTR, SEA HAG

CR 5

Female Sea Hag Hexblade 2

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +2, Spot +2

Languages Common, Giant

AC 19 (24), touch 12 (14), flat-footed 17 (22)

(+2 Dex, +3 armor, +4 natural)

Note: bold stats indicate power-up if given time to buff
hp 47 (5 HD)

Fort +5, **Ref** +6, **Will** +8

(+3 vs. Spells and spell-like effects)

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +12 (1d4+7) or +1 *halberd* +13 (1d10+11)

Space 5 ft.; **Reach** 5 ft.

Base Atk +5; **Grp** +12

Atk Options Horrific Appearance (DC 17), Evil Eye (DC 15), Hexblade's Curse (DC 14)

Combat Gear *potion of barkskin* +3

Abilities Str 24, Dex 14, Con 16, Int 8, Wis 12, Cha 17

Feats Ability Focus (Horrific Appearance), Improved Natural Armor

Skills Knowledge (Arcana) +2, Listen +2, Spot +2, Spellcraft +2, Swim +15

Possessions combat gear plus +1 *leather armor*, +1 *halberd*, *vest of resistance* +1, 230 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 17 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless.

Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 15 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 15 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Hexblade's Curse (Su): Once per day, as a free action, a hexblade can unleash a curse upon a foe. The target must be visible to the hexblade and within 60 feet. The target of a hexblade's curse takes a -2 penalty on attacks, saves, ability checks, skill checks, and weapon damage rolls for 1 hour thereafter. A successful Will save (DC 14) negates the effect.

Arcane Resistance (Su): Biztr gains a bonus equal to his Charisma bonus (minimum +1) on saving throws against spells and spell-like effects.

R'XAX, SEA HAG

CR 5

Female Sea Hag Sorcerer 2

NE Medium Monstrous Humanoid (Aquatic)

Init +3; **Senses** Darkvision 60 ft.; Listen +7, Spot +7

Languages Common, Giant

AC 19 (22), touch 14, flat-footed 16 (19)

(+3 Dex, +1 armor, +1 deflection, +4 natural)

hp 34 (5 HD)

Fort +3, **Ref** +6, **Will** +7

Speed 30 ft. (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +7 (1d4+3)

Space 5 ft.; **Reach** 5 ft.

Base Atk +4; **Grp** +7

Atk Options Horrific Appearance (DC 19), Evil Eye (DC 17)

Combat Gear *potion of barkskin* +3

Sorcerer Spells Known (CL 2nd, 1d20+2 to overcome SR):

1st (5/day)—*color spray* (DC 16), *ray of enfeeblement*

0 (6/day)—*arcane mark*, *detect magic*, *flare* (DC 15), *message*, *touch of fatigue* (DC 15)

Abilities Str 16, Dex 16, Con 15, Int 12, Wis 12, Cha 20

SQ Summon familiar

Feats Ability Focus (Horrific Appearance), Improved Natural Armor

Skills Knowledge (Arcana) +8, Listen +7, Spellcraft +6, Spot +7, Swim +11

Possessions combat gear plus spell component pouch, +1 *ring of protection*, +1 *bracers of armor*, 700 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 19 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 15 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

1: UNFRIENDLY DOORMAN**GLASH'TA, OGRE GUARDIAN CR 9**

Male Ogre (Morrow) Ranger 6

NE Large Giant (Aquatic)

Init +3; **Senses** Darkvision 60 ft., Low-Light Vision; Listen +9, Spot +9**Languages** Common, Giant**AC** 20, touch 12, flat-footed 18; Dodge, Mobility (-1 size, +3 Dex, +3 armor, +5 natural)**hp** 100 (10 HD)**Fort** +14, **Ref** +10, **Will** +5**Speed** 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;**Melee** +1 *longspear* +16/+11 (2d6+11) or +1 *longspear* +14/+9 (2d6+11) and +1 *armor spikes* +14/+9 (1d8+4)**Space** 10 ft.; **Reach** 10 ft.**Base Atk** +9; **Grp** +20**Atk Options** Combat Reflexes, Favored Enemy Humanoid (Aquatic) +4, Favored Enemy Animals +2, Spring Attack, Two-Weapon Fighting**Combat Gear** *potion of barkskin* (+3)**Ranger Spells Prepared** (CL 3th, 1d20+3 to overcome SR):
1st—*longstrider*, *magic fang***Abilities** Str 24, Dex 16, Con 18, Int 6, Wis 12, Cha 4**SQ** Wild Empathy +3, Animal Companion (Medium Shark), Link, Share Spells**Feats** Dodge, Mobility, Track, Two-Weapon Fighting, Spring Attack, Endurance, Improved Two-Weapon Fighting, Combat Reflexes**Skills** Handle Animal +5 (+9 with Grogesh), Listen +9, Spot +9, Survival +6, Swim +17**Possessions** combat gear plus +1 *Large spiked leather armor* (with +1 *armor spikes*), +1 *Large longspear*, +1 *cloak of resistance*, +2 *gloves of dexterity*, 585 gp**GROGESH, SHARK ANIMAL COMPANION CR –**
N Medium Animal**Init** +3; **Senses** Blindsense, Keen Scent; Listen +7, Spot +7**Languages** None**AC** 18, touch 13, flat-footed 15
(+3 Dex, +5 natural)**hp** 35 (5 HD)**Resist** evasion**Fort** +5, **Ref** +7, **Will** +2**Speed** Swim 60 ft. (12 squares)**Melee** Bite +6 (1d6+3)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +3; **Grp** +5**Abilities** Str 14, Dex 16, Con 13, Int 1, Wis 12, Cha 2**Feats** Alertness, Weapon Finesse**Skills** Listen +7, Spot +7, Swim +10**3: THE BLACK KNIGHT FALLS****BURLAY BIN BEALEF AL-GHAYAR CR 7**

Male Merfolk Advanced Wight / Knight 2

LN Medium Undead (unique)

Init +2; **Senses** Darkvision 60 ft., Listen +8, Spot +8**Languages** Common, Aquan**AC** 23, touch 12, flat-footed 21
(+2 Dex, +4 armor, +2 shield, +5 natural)**Def Options** Shield block**hp** 65 (10 HD); Fast healing 1 (only when underwater)**Fort** +2, **Ref** +4, **Will** +10**Speed** 5 ft. (1 square); swim 35 ft. (in chitin armor);**Melee** +1 *trident* +10/+5 (1d8+4)**Ranged** mw merfolk crossbow +9/+4 (1d8) (40 ft. range)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +6; **Grp** +9**Atk Options** Create spawn, Energy drain, Fighting challenge**Combat Gear** mw chitin armor, mw heavy dire clamshell shield, +1 trident, mw merfolk crossbow, 20 bolts**Abilities** Str 16, Dex 14, Con –, Int 13, Wis 12, Cha 20**SQ** Undead traits, Aqueous form, Knight's challenge**Feats** Alertness, Blind-Fight, Improved Natural Armor, Mounted Combat, Rapid Reload**Skills** Hide +13, Intimidate +7, Knowledge (local-VTF) +7, Listen +14, Move Silently +20, Spot +16, Tumble +5**Aqueous Form (Su)** Burlay has no conscious control of this ability. When Burlay is reduced to 0 or lower hit points, he is not destroyed, though he is rendered unconscious. He will immediately assume aqueous form, an effect that is similar to the *gaseous form* spell (caster level 5th), except that Burlay turns into water rather than mist. Burlay will remain in aqueous form indefinitely until his hit point total rises above 0 (typically via fast healing). As soon as Burlay's hit points are 1 or higher, he will immediately return to his normal form. While in aqueous form and submerged in a body of water, Burlay is effectively invisible.**Create Spawn (Su)** Any humanoid slain by Burlay's energy drain will become a Wight in 1d4 turns. A Wight created by Burlay does not share his unique abilities. Treat it as a normal Wight from the *Dungeon Master's Guide*. The newly created spawn is under Burlay's command until Burlay is permanently destroyed.**Energy Drain (Su)** Burlay refuses to use his energy drain attack during the course of this adventure.**Knight's Challenge:** In battle, Burlay uses the force of his personality to challenge his enemies. He can use this ability 6 times per day.**Fighting Challenge (Ex)** As a swift action, Burlay can issue a challenge against a single opponent. The target of this ability must be level 8 or higher.

If the target does not meet these requirements, a use of this ability is expended without effect.

If the target does meet the conditions given above, Burlay gains a +1 moral bonus on Will saves and a +1 moral bonus on attack rolls and damage rolls against the target of this ability. If Burlay's chosen foe reduces him to 0 or fewer hit points, he loses two uses of his knight's challenge ability.

The effect of Burlay's fighting challenge lasts for 11 rounds.

If Burlay's chosen foe is defeated or flees the area, he can issue a new challenge to a different foe (assuming that he has uses of his knight's challenge remaining). He cannot issue another fighting challenge if his original target is still active.

Shield Block (Ex): Burlay excels in using his shield to frustrate his enemy's attacks. During his action, he can designate a single opponent as the target of this ability. His shield bonus to AC against that foe increases by 1.

Racial Bonuses (Ex) Wights have a +8 racial bonus on Move Silently checks.

KOMI CR 7

Male gravetouched ghoulish merfolk fighter 6

CE Medium undead (aquatic, augmented)

Init +4; **Senses** Listen +5, Spot +6; Low-Light Vision

Languages Common, Aquan, Elven

AC 21, touch 15, flat-footed 17; Dodge, Combat Defense, Combat Expertise

(+4 Dex, +4 armor, +2 natural, +1 Deflection)

Hp 54 (6 HD);

Resist Turn Resistance +2

Fort +6, **Ref** +7, **Will** +6

Speed 5 ft. in sharkskin armor (1 square), base movement 5 ft., swim 50 ft.;

Melee bite +10 (1d6+4 plus ghoulish fever plus paralysis) and 2 claws +8 (1d4+2 plus paralysis)

Space 5 ft.; **Reach** 5 ft.;

Base Atk +6; **Grp** +10

Atk Options Combat Defense, Combat Focus, Combat Expertise, Combat Stability, Dodge, Improved Trip, Power Attack

Combat Gear *potion of inflict serious wounds*

Abilities Str 18, Dex 19, Con -, Int 15, Wis 17, Cha 10

SQ Amphibious, Low-Light Vision, +2 Turn Resistance

Feats Combat Defense*, Combat Expertise, Combat Focus*, Combat Stability*, Dodge, Improved Trip, Multiattack, Power Attack

Skills Listen +5, Spot +6, Swim +21, Tumble +8

Possessions combat gear plus +1 *sharkskin* armor*, +1 *ring of protection*, +1 *vest of resistance*, 615 gp

Ghoulish Fever (Su): Disease – bite, Fortitude save DC 13, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

Paralysis (Ex): Victims hit by a gravetouched ghoulish bite or claw attack must make a successful Fortitude save (DC 13) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

* see Appendix 2: New Rules Items

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

NISH'KA'TA, SEA HAG CR 7

Female Sea Hag Cleric 4 (Nerull)

NE Medium Monstrous Humanoid (Aquatic)

Init +5; **Senses** Darkvision 60 ft.; Listen +5, Spot +5

Languages Common, Giant

AC 19, touch 11, flat-footed 18

(+1 Dex, +4 armor, +4 natural)

hp 56 (7 HD)

Resist: None (**Energy Resist** 10)

Note: bold stats indicate power-up if given time to buff

Fort +9, **Ref** +7, **Will** +13

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +11 (1d4+5)

Space 5 ft.; **Reach** 5 ft.

Base Atk +6; **Grp** +11

Atk Options Horrific Appearance (DC 19), Evil Eye (DC 17), Rebuke Undead 7/day, Death Touch 4d6

Combat Gear

Cleric Spells Prepared (CL 4th, 1d20+4 to overcome SR):

2nd—*death knell* [D] (DC 15), *hold person* (DC 15), *resist energy*, *silence* (DC 15)

1st—*bane*, *cause fear* [D] (DC 14), *cure light wounds*, *doom* (DC 14), *shield of faith*

0—*detect magic*, *guidance*, *read magic*, *resistance*, *virtue*

D: Domain spell. Domains: Death, Evil

Abilities Str 21, Dex 12, Con 14, Int 8, Wis 18, Cha 18

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Improved Initiative

Skills Concentration +2, Knowledge (Religion) +3, Listen +5, Spellcraft +3, Spot +5, Swim +13

Possessions combat gear plus +2 *leather armor*, silver holy symbol (Nerull), +2 *vest of resistance*, 15 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 19 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 17 Fortitude save or die from fright. Creatures

with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

BIZTR, SEA HAG**CR 7**

Female Sea Hag Hexblade 4

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +2, Spot +2**Languages** Common, Giant**AC** 20 (25), touch 12 (14), flat-footed 18 (23)

(+2 Dex, +4 armor, +4 natural); (20% miss chance vs. Ranged Weapons)

hp 67 (7 HD)**Resist** Mettle**Fort** +6, **Ref** +7, **Will** +9

(+3 vs. spells and spell-like effects)

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;**Melee** 2 claws +14 (1d4+7) or +1 *halberd* +15/+10 (1d10+11)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +7; **Grp** +14**Atk Options** Horrific Appearance (DC 18), Evil Eye (DC 16), Hexblade's Curse (DC 15), Power Attack**Combat Gear** *potion of barkskin* +3**Hexblade Spells Known** (CL 2nd, 1d20+2 to overcome SR):1st (1/day)—*entropic shield*, *phantom threat** (DC 14)**Abilities** Str 24, Dex 14, Con 16, Int 8, Wis 12, Cha 17**SQ** Arcane resistance, summon familiar**Feats** Ability Focus (Horrific Appearance), Improved Natural Armor, Power Attack**Skills** Knowledge (Arcana) +2, Listen +2, Spot +2, Spellcraft +4, Swim +15**Possessions** combat gear plus +2 *leather armor*, +1 *halberd*, *vest of resistance* +1, 130 gp**Horrific Appearance (Su):** The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 18 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.**Evil Eye (Su):** Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 16 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 16 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.**Hexblade's Curse (Su):** Once per day, as a free action, a hexblade can unleash a curse upon a foe. The target must be visible to the hexblade and within 60 feet. The target of a hexblade's curse takes a -2 penalty on attacks, saves, ability checks, skill checks, and weapon damage rolls for 1 hour thereafter. A successful Will save (DC 15) negates the effect.**Arcane Resistance (Su):** Biztr gains a bonus equal to her Charisma bonus (minimum +1) on saving throws against spells and spell-like effects.**Mettle (Ex):** Biztr can resist magical and unusual attacks with great willpower or fortitude. If she makes a successful Will or Fortitude save against an attack that normally would have a lesser effect on a successful save (such as any spell with a saving throw entry of Will half or Fortitude partial), she instead completely negates the effect. An unconscious or sleeping hexblade does not gain the benefit of Mettle.

* see Appendix 2: New Rules Items

R'XAX, SEA HAG**CR 7**

Female Sea Hag Sorcerer 4

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +7, Spot +7**Languages** Common, Giant**AC** 19, touch 14, flat-footed 16

(+3 Dex, +1 armor, +1 deflection, +4 natural)

hp 44 (7 HD)**Fort** +4, **Ref** +7, **Will** +8**Speed** 30 ft. (6 squares), base movement 30 ft., swim 40 ft.;**Melee** 2 claws +8 (1d4+3)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +5; **Grp** +8**Atk Options** Horrific Appearance (DC 21), Evil Eye (DC 19)**Combat Gear****Sorcerer Spells Known** (CL 7th, 1d20+7 to overcome SR):2nd (5/day)—*glitterdust* (DC 18)1st (8/day)—*color spray* (DC 17), *grease* (DC 17), *ray of enfeeblement*0 (6/day)—*arcane mark*, *detect magic*, *flare* (DC 16), *message*, *read magic*, *touch of fatigue* (DC 16)**Abilities** Str 16, Dex 16, Con 15, Int 12, Wis 12, Cha 22**Feats** Ability Focus (Horrific Appearance), Improved Natural Armor, Practiced Caster***Skills** Concentration +8, Knowledge (Arcana) +8, Listen +7, Spellcraft +6, Spot +7, Swim +11**Possessions** combat gear plus spell component pouch, +1 *ring of protection*, +1 *bracers of armor*, +2 *cloak of charisma* 200 gp**Horrific Appearance (Su):** The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 21 Fortitude save or instantly be weakened, taking

2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30

feet. The target must succeed on a DC 19 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 19 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

* see Appendix 2: New Rules Items

1: UNFRIENDLY DOORMAN

GLASH'TA, OGRE GUARDIAN **CR 11**
(EL 12)

Male Ogre (Merrow) Ranger 6/Tempest 2

NE Large Giant (Aquatic)

Init +3; **Senses** Darkvision 60 ft., Low-Light Vision; Listen +9, Spot +9

Languages Common, Giant

AC 23, touch 14, flat-footed 21; Dodge, Mobility (-1 size, +3 Dex, +1 class, +4 armor, +5 natural, +1 deflection)

hp 122 (12 HD)

Fort +17, **Ref** +11, **Will** +8

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee +1 *longspear* +18/+13/+8 (2d6+11) or +1 *longspear* +17/+12/+7 (2d6+11) and +1 *armor spikes* +17/+12 (1d8+4)

Space 10 ft.; **Reach** 10 ft.

Base Atk +11; **Grp** +22

Atk Options Combat Reflexes, Favored Enemy Humanoid (Aquatic) +4, Favored Enemy Animals +2, Spring Attack, Two-Weapon Fighting

Combat Gear *potion of barkskin* (+5)

Ranger Spells Prepared (CL 3th, 1d20+3 to overcome SR):

1st—*longstrider*, *magic fang*

Abilities Str 24, Dex 16, Con 18, Int 6, Wis 13, Cha 4

SQ Wild Empathy +3, Animal Companion (Medium Shark), Link, Share Spells, Ambidexterity, Tempest Defense +1

Feats Dodge, Mobility, Track, Two-Weapon Fighting, Spring Attack, Endurance, Improved Two-Weapon Fighting, Combat Reflexes, Iron Will

Skills Handle Animal +5 (+9 with Grogesh), Listen +9, Spot +9, Survival +6, Swim +17, Tumble +5

Possessions combat gear plus +2 *Large spiked leather armor* (with +1 *armor spikes*), +1 *Large longspear*, +2 *cloak of resistance*, +2 *gloves of dexterity*, +1 *ring of protection*, 985 gp

Tempest Defense (Ex): When wielding two weapons or a double weapon (not including natural weapons or unarmed strikes), a tempest gains a +1 bonus to Armor Class. This increases to +2 at 3rd level. The character loses this ability when fighting in medium or heavy armor.

Ambidexterity (Ex): For a tempest of 2nd level or higher, her attack penalties for fighting with two weapons are lessened by 1 (from -4 to -3, or from -2 to -1 if the off-hand weapon is a light weapon). At 4th level, the attack penalties are lessened by another 1 (from -3 to -2, or to +0 if the off-hand weapon is a light weapon). The character loses this ability when fighting in medium or heavy armor.

GROGESH, SHARK ANIMAL COMPANION **CR –**
N Medium Animal

Init +3; **Senses** Blindsight, Keen Scent; Listen +7, Spot +7

Languages None

AC 18, touch 13, flat-footed 15

(+3 Dex, +5 natural)

hp 35 (5 HD)

Resist evasion

Fort +5, **Ref** +7, **Will** +5

Speed Swim 60 ft. (12 squares)

Melee Bite +6 (1d6+3)

Space 5 ft.; **Reach** 5 ft.

Base Atk +3; **Grp** +5

Abilities Str 14, Dex 16, Con 13, Int 1, Wis 12, Cha 2

Feats Alertness, Weapon Finesse

Skills Listen +7, Spot +7, Swim +10

3: THE BLACK KNIGHT FALLS

BURLAY BIN BEALEF AL-GHAYAR **CR 9**

Male Merfolk Advanced Wight / Knight 4

LN Medium Undead (unique)

Init +2; **Senses** Darkvision 60 ft., Listen +8, Spot +8

Languages Common, Aquan

AC 25, touch 12, flat-footed 23

(+2 Dex, +5 armor, +3 shield, +5 natural)

Def Options Shield block

hp 78 (12 HD); Fast healing 1 (only when underwater)

Fort +3, **Ref** +5, **Will** +11

Speed 5 ft. (1 square), swim 50 ft. (in chitin armor);

Melee +1 *trident* +13/+8 (1d8+4)

Ranged mw merfolk crossbow +11/+6 (1d8) (40 ft. range)

Space 5 ft.; **Reach** 5 ft.

Base Atk +8; **Grp** +11

Atk Options Create spawn, Energy drain, Fighting challenge, Test of Mettle

Combat Gear +1 *chitin armor*, +1 *heavy dire clamshell shield*, +1 *trident*, mw merfolk crossbow, 20 bolts

Abilities Str 17, Dex 14, Con –, Int 13, Wis 12, Cha 20

SQ Undead traits, Aqueous form, Armor Mastery, Bulwark of Defense, Knight's challenge

Feats Alertness, Blind-Fight, Improved Natural Armor, Mounted Combat, Rapid Reload, Weapon Focus (trident)

Skills Hide +13, Intimidate +9, Knowledge (local-VTF) +8, Listen +14, Move Silently +20, Spot +16, Tumble +6

Aqueous Form (Su) Burlay has no conscious control of this ability. When Burlay is reduced to 0 or lower hit points, he is not destroyed, though he is rendered unconscious. He will immediately assume aqueous form, an effect that is similar to the *gaseous form* spell (caster level 5th), except that Burlay turns into water rather than mist. Burlay will remain in aqueous form indefinitely until his hit point total rises above 0 (typically via fast healing).

As soon as Burlay's hit points are 1 or higher, he will immediately return to his normal form. While in aqueous form and submerged in a body of water, Burlay is effectively invisible.

Armor Mastery (Ex): Burlay is able to wear his armor as a second skin and ignore the standard speed reduction for wearing medium armor.

Bulwark of Defense (Ex): An opponent that begins its turn in Burlay's threatened area, treats all the squares he threatens as difficult terrain.

Create Spawn (Su) Any humanoid slain by Burlay's energy drain will become a Wight in 1d4 turns. A Wight created by Burlay does not share his unique abilities. Treat it as a normal Wight from the *Dungeon Master's Guide*. The newly created spawn is under Burlay's command until Burlay is permanently destroyed.

Energy Drain (Su) Burlay refuses to use his energy drain attack during the course of this adventure.

Knight's Challenge (Ex) In battle, Burlay uses the force of his personality to challenge his enemies. He can use this ability 6 times per day.

Fighting Challenge (Ex) As a swift action, Burlay can issue a challenge against a single opponent. The target of this ability must be level 10 or higher. If the target does not meet these requirements, a use of this ability is expended without effect.

If the target does meet the conditions given above, Burlay gains a +1 moral bonus on Will saves and a +1 moral bonus on attack rolls and damage rolls against the target of this ability. If Burlay's chosen foe reduces him to 0 or fewer hit points, he loses two uses of his knight's challenge ability.

The effect of Burlay's fighting challenge lasts for 11 rounds.

If Burlay's chosen foe is defeated or flees the area, he can issue a new challenge to a different foe (assuming that he has uses of his knight's challenge remaining). He cannot issue another fighting challenge if his original target is still active.

Test of Mettle (Ex) As a swift action, Burlay can expend one use of his knight's challenge ability to cause all enemies within 100 feet that are level 10 or higher, to make Will saves, DC 17. Creatures that fail this save are forced to attack Burlay with their ranged or melee attacks in preference over other available targets. If a foe attacks by casting a spell or using a supernatural ability, he must target Burlay with the attack or include him in the effect's area.

An opponent compelled to act in this manner is not thrown into a mindless rage and does not have to move to attack Burlay in melee if doing so would provoke attacks of opportunity against him. In such a case, he can make ranged attacks against Burlay or attack any opponents he threatens as normal. If anyone other than Burlay attacks the target, the effect of test of mettle ends for that specific target.

If you are reduced to 0 or fewer hit points by an opponent forced to attack you due to this ability, you gain one additional use of your knight's

challenge ability for the day. This additional use disappears if you have not used it by the start of the next day. You can only gain one additional use of your knight's challenge ability in this manner per day.

The effect of test of mettle lasts for a number of rounds equal to 5 + your Charisma bonus (if any). A creature can only be the target of your test of mettle ability once per day.

Shield Block (Ex): Burlay excels in using his shield to frustrate his enemy's attacks. During his action, he can designate a single opponent as the target of this ability. His shield bonus to AC against that foe increases by 1.

Racial Bonuses (Ex) Wights have a +8 racial bonus on Move Silently checks.

KOMI

CR 9

Male gravetouched ghoul merfolk fighter 9

CE Medium undead (aquatic, augmented)

Init +4; **Senses** Listen +6, Spot +7; Low-Light Vision

Languages Common, Aquan, Elven

AC 22, touch 16, flat-footed 17; Dodge, Combat Defense, Combat Expertise
(+5 Dex, +4 armor, +2 natural, +1 Deflection)

Hp 90 (9 HD);

Resist Turn Resistance +2

Fort +7, **Ref** +9, **Will** +7 **Speed** 5 ft. in sharkskin armor (1 square), base movement 5 ft., swim 50 ft.;

Melee bite +14 (1d6+5 plus ghoul fever plus paralysis) and 2 claws +12 (1d4+3 plus paralysis)

Space 5 ft.; **Reach** 5 ft.;

Base Atk +9; **Grp** +13

Atk Options Combat Defense, Combat Focus, Combat Expertise, Combat Stability, Dodge, Improved Trip, Power Attack

Combat Gear *potion of inflict serious wounds (x2)*

Abilities Str 18, Dex 20, Con -, Int 15, Wis 17, Cha 10
SQ Amphibious, Low-Light Vision, +2 Turn Resistance

Feats Combat Defense, Combat Expertise, Combat Focus, Combat Stability, Combat Vigor, Dodge, Improved Toughness, Improved Trip, Multiattack, Power Attack

Skills Balance +6, Listen +6, Spot +7, Swim +24, Tumble +9

Possessions combat gear plus +1 *sharkskin armor*, +1 *ring of protection*, +1 *amulet of mighty fists*, +1 *vest of resistance*, 265 gp

Ghoul Fever (Su): Disease – bite, Fortitude save DC 14, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

Paralysis (Ex): Victims hit by a gravetouched ghoul's bite or claw attack must make a successful Fortitude save (DC 14) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

NISH'KA'TA, SEA HAG **CR 10**

Female Sea Hag Cleric 7 (Nerull)

NE Medium Monstrous Humanoid (Aquatic)

Init +5; **Senses** Darkvision 60 ft.; Listen +4, Spot +4

Languages Common, Giant

AC 19 (22), touch 11, flat-footed 18 (21); (+2 Deflection against Good)

(+1 Dex, +4 armor, +4 natural)

hp 80 (87) (10 HD)

Resist: None (Energy Resist 20)

Fort +10, **Ref** +8, **Will** +15

(+2 vs. effects from Good creatures)

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +13 (+18) (1d4+5) (1d4+8)

Space 5 ft.; **Reach** 5 ft.

Base Atk +8 (+10); **Grp** +13 (+18)

Atk Options Horrific Appearance (DC 22), Evil Eye (DC 20), Rebuke Undead 8/day, Death Touch 7d6

Combat Gear *potion of barkskin* +3

Cleric Spells Prepared (CL 10th, 1d20+10 to overcome SR):

4th—*divine power*, *poison* (DC 19), *unholy blight* [D] (DC 19)

3rd—*bestow curse* (DC 18), *dispel magic*, *magic circle against good* [D], *prayer*

2nd—*bear's endurance*, *death knell* [D] (DC 17), *hold person* (DC 17), *resist energy*, *silence* (DC 17)

1st—*bane*, *cause fear* [D] (DC 16), *command* (DC 16), *cure light wounds*, *doom* (DC 16), *resurgence**, *shield of faith*

0—*detect magic* (x2), *guidance*, *read magic*, *resistance*, *virtue*

D: Domain spell. Domains: Death, Evil

Abilities Str 21 (27), Dex 12, Con 14, Int 8, Wis 20, Cha 20

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Improved Initiative, Practiced Caster

Skills Concentration +4, Knowledge (Religion) +4, Listen +6, Spellcraft +3, Spot +6, Swim +13 (+16)

Possessions combat gear plus +2 *leather armor*, silver holy symbol (Nerull), +2 *vest of resistance*, +2 *amulet of wisdom*, +2 *cloak of charisma*, 215 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 22 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 20 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 20 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

* see Appendix 2: New Rules Items

BIZTR, SEA HAG **CR 10**

Female Sea Hag Hexblade 7

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +2 (+4), Spot +2 (+4)

Languages Common, Giant

AC 20 (26), touch 12 (14), flat-footed 18 (24)

(+2 Dex, +4 armor, +4 natural); (20% miss chance vs. Ranged Weapons)

hp 107 (121) (10 HD)

Resist Mettle

Fort +7 (+11), **Ref** +8 (+10), **Will** +10 (+12)

(+5 vs. spells and spell-like effects)

Speed 30 ft. (40 ft.) in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +18 (+20) (1d4+8) or +1 *halberd* +19/+14 (+21/+16) (1d10+13)

Space 5 ft.; **Reach** 5 ft.

Base Atk +10; **Grp** +18

Atk Options Horrific Appearance (DC 22), Evil Eye (DC 20), Greater Hexblade's Curse (DC 18), Power Attack

Combat Gear *potion of barkskin* +3, *potion of heroism*

Hexblade Spells Known (CL 3rd, 1d20+3 to overcome SR):

1st (2/day)—*entropic shield*, *expeditious retreat*, *phantom threat** (DC 14)

Abilities Str 26, Dex 14, Con 16, Int 8, Wis 12, Cha 20

SQ Arcane resistance, summon familiar

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Power Attack, Combat Casting, Improved Toughness

Skills Concentration +6 (+10), Knowledge (Arcana) +2 (+4), Listen +2 (+4), Spot +2 (+4), Spellcraft +4 (+6), Swim +15 (+17)

Skills Concentration +6, Knowledge (Arcana) +2, Listen +2, Spot +2, Spellcraft +4, Swim +15

Possessions combat gear plus +2 *leather armor*, +1 *halberd*, +1 *vest of resistance*, +2 *cloak of charisma*, +2 *gauntlets of ogre power*, 230 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 22 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless.

Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 20 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 20 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Greater Hexblade's Curse (Su): Twice per day, as a free action, a hexblade can unleash a curse upon a foe. The target must be visible to the hexblade and within 60 feet. The target of a hexblade's curse takes a -4 penalty on attacks, saves, ability checks, skill checks, and weapon damage rolls for 1 hour thereafter. A successful Will save (DC 18) negates the effect.

Arcane Resistance (Su): Biztr gains a bonus equal to her Charisma bonus (minimum +1) on saving throws against spells and spell-like effects.

Mettle (Ex): Biztr can resist magical and unusual attacks with great willpower or fortitude. If she makes a successful Will or Fortitude save against an attack that normally would have a lesser effect on a successful save (such as any spell with a saving throw entry of Will half or Fortitude partial), she instead completely negates the effect. An unconscious or sleeping hexblade does not gain the benefit of Mettle.

* see Appendix 2: New Rules Items

R'XAX, SEA HAG

CR 10

Female Sea Hag Sorcerer 7

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +7 (+9), Spot +7 (+9)

Languages Common, Giant

AC 18 (29), touch 14, flat-footed 15 (27)

(+3 Dex, +1 deflection, +4 natural)

hp 79 (10 HD)

Fort +8 (+10), **Ref** +10 (+12), **Will** +11 (+13)

Speed 30 ft. (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +9 (+11) (1d4+3)

Space 5 ft.; **Reach** 5 ft.

Base Atk +6; **Grp** +9

Atk Options Horrific Appearance (DC 23), Evil Eye (DC 21)

Combat Gear *potion of heroism*, *potion of barkskin* +3

Sorcerer Spells Known (CL 10th, 1d20+10 to overcome SR):

3rd (5/day)—*slow* (DC 19), *stinking cloud* (DC 19)

2nd (8/day)—*blindness/deafness* (DC 18), *glitterdust* (DC 18), *Tasha's hideous laughter* (DC 18)

1st (8/day)—*color spray* (DC 17), *mage armor*, *grease* (DC 17), *ray of enfeeblement*, *shield*

0 (6/day)—*arcane mark*, *detect magic*, *flare* (DC 16), *message*, *prestidigitation*, *read magic*, *touch of fatigue* (DC 16)

Abilities Str 16, Dex 16, Con 18, Int 12, Wis 12, Cha 22

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Practiced Caster, Heighten Spell

Skills Concentration +15 (+17), Knowledge (Arcana) +8 (+10), Listen +7 (+9), Spellcraft +8 (+10), Spot +7 (+9), Swim +11 (+13)

Possessions combat gear plus spell component pouch, +1 *ring of protection*, +2 *cloak of charisma*, +2 *amulet of constitution*, +2 *vest of resistance* 650

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 23 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 21 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 21 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

1: UNFRIENDLY DOORMAN

GLASH'TA, OGRE GUARDIAN CR 13

Male Ogre (Morrow) Ranger 6/Tempest 4

NE Large Giant (Aquatic)

Init +3; **Senses** Darkvision 60 ft., Low-Light Vision; Listen +9, Spot +14

Languages Common, Giant

AC 26, touch 16, flat-footed 24; Dodge, Mobility (-1 size, +3 Dex, +2 class, +5 armor, +5 natural, +2 deflection)

hp 144 (14 HD)

Fort +19, **Ref** +12, **Will** +9

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee +1 *longspear* +20/+15/+10 (2d6+11) and +1 *armor spikes* +20/+15 (1d8+4)

Space 10 ft.; **Reach** 10 ft.

Base Atk +13; **Grp** +24

Atk Options Combat Reflexes, Favored Enemy Humanoid (Aquatic) +4, Favored Enemy Animals +2, Spring Attack, Improved Two-Weapon Fighting

Combat Gear *potion of barkskin* (+5)

Ranger Spells Prepared (CL 3th, 1d20+3 to overcome SR):
1st—*longstrider*, *magic fang*

Abilities Str 24, Dex 16, Con 18, Int 6, Wis 13, Cha 4

SQ Wild Empathy +3, Animal Companion (Medium Shark), Link, Share Spells, Ambidexterity, Tempest Defense +1

Feats Dodge, Mobility, Track, Two-Weapon Fighting, Spring Attack, Endurance, Improved Two-Weapon Fighting, Combat Reflexes, Iron Will

Skills Handle Animal +5 (+9 with Grogesh), Listen +9, Spot +14, Survival +6, Swim +17, Tumble +7

Possessions combat gear plus +3 *Large spiked leather armor* (with +1 *armor spikes*), +1 *Large longspear*, +2 *cloak of resistance*, +2 *gloves of dexterity*, +2 *ring of protection*, *eyes of the eagle*, 1485 gp

Tempest Defense (Ex): When wielding two weapons or a double weapon (not including natural weapons or unarmed strikes), a tempest gains a +1 bonus to Armor Class. This increases to +2 at 3rd level. The character loses this ability when fighting in medium or heavy armor.

Ambidexterity (Ex): For a tempest of 2nd level or higher, her attack penalties for fighting with two weapons are lessened by 1 (from -4 to -3, or from -2 to -1 if the off-hand weapon is a light weapon). At 4th level, the attack penalties are lessened by another 1 (from -3 to -2, or to +0 if the off-hand weapon is a light weapon). The character loses this ability when fighting in medium or heavy armor.

GROGESH, SHARK ANIMAL COMPANION CR –
N Medium Animal

Init +3; **Senses** Blindsight, Keen Scent; Listen +7, Spot +7

Languages None

AC 18, touch 13, flat-footed 15
(+3 Dex, +5 natural)

hp 35 (5 HD)

Resist evasion

Fort +5, **Ref** +7, **Will** +5

Speed Swim 60 ft. (12 squares)

Melee Bite +6 (1d6+3)

Space 5 ft.; **Reach** 5 ft.

Base Atk +3; **Grp** +5

Abilities Str 14, Dex 16, Con 13, Int 1, Wis 12, Cha 2

Feats Alertness, Weapon Finesse

Skills Listen +7, Spot +7, Swim +10

3: THE BLACK KNIGHT FALLS

BURLAY BIN BEALEF AL-GHAYAR CR 9

Male Merfolk Advanced Wight / Knight 6

LN Medium Undead (unique)

Init +2; **Senses** Darkvision 60 ft., Listen +8, Spot +8

Languages Common, Aquan

AC 26, touch 12, flat-footed 24

(+2 Dex, +6 armor, +3 shield, +5 natural)

Def Options Shield block, Shield Ally

hp 94 (14 HD); Fast healing 1 (only when underwater)

Fort +6, **Ref** +6, **Will** +12

Speed 5 ft. (1 square), swim 50 ft. (in chitin armor);

Melee +1 *trident* +15 / +10 (1d8+4)

Ranged mwk merfolk crossbow +13/+8 (1d8) (40 ft. range)

Space 5 ft.; **Reach** 5 ft.

Base Atk +10; **Grp** +13

Atk Options Create spawn, Energy drain, Fighting challenge, Test of Mettle

Abilities Str 17, Dex 14, Con –, Int 13, Wis 12, Cha 20

SQ Undead traits, Aqueous form, Armor Mastery, Bulwark of Defense, Knight's challenge

Feats Alertness, Blind-Fight, Improved Natural Armor, Mounted Combat, Rapid Reload, Weapon Focus (trident), Great Fortitude

Skills Hide +13, Intimidate +11, Knowledge (local-VTF) +9, Listen +14, Move Silently +22, Spot +17, Tumble +7

Possessions +2 *chitin* armor*, +1 *heavy dire clamshell shield*, +1 *trident*, mwk merfolk crossbow, 20 bolts

Aqueous Form (Su) Burlay has no conscious control of this ability. When Burlay is reduced to 0 or lower hit points, he is not destroyed, though he is rendered unconscious. He will immediately assume aqueous form, an effect that is similar to the *gaseous form* spell (caster level 5th), except that Burlay turns into water rather than mist. Burlay will remain in aqueous form indefinitely until his hit point total rises above 0 (typically via fast healing). As soon as Burlay's hit points are 1 or higher, he will immediately return to his normal form. While in

aqueous form and submerged in a body of water, Burlay is effectively invisible.

Armor Mastery (Ex): Burlay is able to wear his armor as a second skin and ignore the standard speed reduction for wearing medium armor.

Bulwark of Defense (Ex): An opponent that begins its turn in Burlay's threatened area, treats all the squares he threatens as difficult terrain.

Create Spawn (Su) Any humanoid slain by Burlay's energy drain will become a Wight in 1d4 turns. A Wight created by Burlay does not share his unique abilities. Treat it as a normal Wight from the *Dungeon Master's Guide*. The newly created spawn is under Burlay's command until Burlay is permanently destroyed.

Energy Drain (Su) Burlay refuses to use his energy drain attack during the course of this adventure.

Knight's Challenge (Ex) In battle, Burlay uses the force of his personality to challenge his enemies. He can use this ability 6 times per day.

Fighting Challenge (Ex) As a swift action, Burlay can issue a challenge against a single opponent. The target of this ability must be level 10 or higher. If the target does not meet these requirements, a use of this ability is expended without effect.

If the target does meet the conditions given above, Burlay gains a +1 moral bonus on Will saves and a +1 moral bonus on attack rolls and damage rolls against the target of this ability. If Burlay's chosen foe reduces him to 0 or fewer hit points, he loses two uses of his knight's challenge ability.

The effect of Burlay's fighting challenge lasts for 11 rounds.

If Burlay's chosen foe is defeated or flees the area, he can issue a new challenge to a different foe (assuming that he has uses of his knight's challenge remaining). He cannot issue another fighting challenge if his original target is still active.

Test of Mettle (Ex) As a swift action, Burlay can expend one use of his knight's challenge ability to cause all enemies within 100 feet that are level 10 or higher, to make Will saves, DC 17. Creatures that fail this save are forced to attack Burlay with their ranged or melee attacks in preference over other available targets. If a foe attacks by casting a spell or using a supernatural ability, he must target Burlay with the attack or include him in the effect's area.

An opponent compelled to act in this manner in not thrown into a mindless rage and does not have to move to attack Burlay in melee if doing so would provoke attacks of opportunity against him. In such a case, he can make ranged attacks against Burlay or attack any opponents he threatens as normal. If anyone other than Burlay attacks the target, the effect of test of mettle ends for that specific target.

If you are reduced to 0 or fewer hit points by an opponent forced to attack you due to this ability, you gain one additional use of your knight's challenge ability for the day. This additional use disappears if you have not used it by the start of

the next day. You can only gain one additional use of your knight's challenge ability in this manner per day.

The effect of test of mettle lasts for a number of rounds equal to 5 + your Charisma bonus (if any). A creature can only be the target of your test of mettle ability once per day.

Shield Block (Ex): Burlay excels in using his shield to frustrate his enemy's attacks. During his action, he can designate a single opponent as the target of this ability. His shield bonus to AC against that foe increases by 1.

Vigilant Defender (Ex): The DC to tumble past Burlay to avoid attacks of opportunity increases by his class level (6).

Shield Ally (Ex): As an immediate action, Burlay can choose to take half the damage dealt to an adjacent foe from physical attacks until his next turn. He must use this ability before damage is rolled, and he can only absorb the damage from weapon attacks, not spells.

Racial Bonuses (Ex) Wights have a +8 racial bonus on Move Silently checks.

* see Appendix 2: New Rules Items

KOMI

CR 11

Male gravetouched ghoulish merfolk fighter 11

CE Medium undead (aquatic, augmented)

Init +4; **Senses** Listen +7, Spot +7; Low-Light Vision

Languages Common, Aquan, Elven

AC 23, touch 16, flat-footed 18; Dodge, Combat Defense, Combat Expertise

(+5 Dex, +5 armor, +2 natural, +1 Deflection)

Hp 108 (11 HD);

Resist Turn Resistance +2

Fort +9, **Ref** +10, **Will** +8

Speed 5 ft. in sharkskin armor (1 square), base movement 5 ft., swim 50 ft.;

Melee bite +17 (1d6+6 plus ghoulish fever plus paralysis) and 2 claws +15 (1d4+3 plus paralysis)

Space 5 ft.; **Reach** 5 ft.;

Base Atk +11; **Grp** +16

Atk Options Combat Defense, Combat Focus, Combat Expertise, Combat Stability, Dodge, Improved Trip, Power Attack

Combat Gear *potion of inflict serious wounds*

Abilities Str 20, Dex 20, Con -, Int 15, Wis 17, Cha 10

SQ Amphibious, Low-Light Vision, +2 Turn Resistance

Feats Combat Defense*, Combat Expertise, Combat Focus*, Combat Stability*, Combat Vigor*, Dodge, Improved Toughness*, Improved Trip, Multiattack, Power Attack, Weapon Focus (claw)

Skills Balance +6, Listen +7, Spot +7, Swim +26, Tumble +10

Possessions combat gear plus +2 *sharkskin* armor*, +1 *ring of protection*, +1 *amulet of mighty fists*, +2 *vest of resistance*, *gauntlets of ogre power*, 15 gp

Ghoul Fever (Su): Disease – bite, Fortitude save DC 14, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

Paralysis (Ex): Victims hit by a gravetouched ghoul's bite or claw attack must make a successful Fortitude save (DC 14) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

* see Appendix 2: New Rules Items

5: DOUBLE, DOUBLE TOIL AND TROUBLE; FIRE BURN AND CAULDRON BUBBLE!

NISH'KA'TA, SEA HAG **CR 12**

Female Sea Hag Cleric 9 (Nerull)

NE Medium (**Large**) Monstrous Humanoid (Aquatic)

Init +6; **Senses** Darkvision 60 ft.; Listen +5, Spot +5

Languages Common, Giant

AC 21 (**25**), touch 12 (**11**), flat-footed 19 (**23**); **(+2**

Deflection vs. Good creatures)

(+2 Dex, +5 armor, +4 natural)

hp 108 (**129**) (12 HD) (**DR 3/good**)

Resist: None (**Energy Resist 20**)

Fort +12 (**+13**), **Ref** +10, **Will** +17

(+2 vs. effects from Good creatures)

Speed 30 ft. in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +15 (**+22**) (1d4+6) (**1d4+11**)

Space 5 ft. (**10 ft.**); **Reach** 5 ft. (**10 ft.**)

Base Atk +9 (**+12**); **Grp** +15 (**+27**)

Atk Options Horrific Appearance (DC 23), Evil Eye (DC 21), Rebuke Undead 7/day, Death Touch 9d6

Combat Gear *potion of barkskin* (+5)

Cleric Spells Prepared (CL 12th, 1d20+12 to overcome SR):

5th—*command*, *greater* (DC 20), *righteous might*, *slay living* [D] (DC 20)

4th—*cure critical wounds*, *divine power*, *poison* (DC 19), *unholy blight* [D] (DC 19)

3rd—*bestow curse* (DC 18), *cure serious wounds*, *dispel magic*, *magic circle against good* [D], *prayer*

2nd—*bear's endurance*, *cure moderate wounds*, *death knell* [D] (DC 17), *hold person* (DC 17), *resist energy*, *silence* (DC 17)

1st—*bane*, *cause fear* [D] (DC 16), *cure light wounds*, *doom* (x2) (DC 16), *resurgence**, *shield of faith*

0—*detect magic* (x2), *guidance*, *read magic*, *resistance*, *virtue*

D: Domain spell. Domains: Death, Evil

Abilities Str 22 (**32**), Dex 12, Con 14 (**16**), Int 8, Wis 20, Cha 20

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Improved Initiative, Improved Toughness, Practiced Caster*

Skills Concentration +6 (**+7**), Knowledge (Religion) +4, Listen +6, Spellcraft +3, Spot +6, Swim +13 (**+18**)

Possessions combat gear plus +3 *leather armor*, silver holy symbol (Nerull), +3 *vest of resistance*, +2 *amulet of wisdom*, +2 *cloak of charisma* 615 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 23 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 21 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 21 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

* see Appendix 2: New Rules Items

BIZTR, SEA HAG **CR 12**

Female Sea Hag Hexblade 9

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +2, Spot +2

Languages Common, Giant

AC 21 (**27**), touch 12 (**13**), flat-footed 19 (**25**)

(+2 Dex, +5 armor, +4 natural); **(20% miss chance vs. Ranged Weapons)**

hp 129 (**156**) (12 HD)

Resist Mettle

Fort +10 (**+13**), **Ref** +9, **Will** +11 (**+12**)

(+5 vs. spells and spell-like effects)

Speed 30 ft. (**40 ft.**) in leather armor (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +20 (**+21**) (1d4+8) (**1d4+9**) or +1 *keen halberd* +21/+16/+11 (**+22/+17/+12**) (1d10+13, 19-20/x2) (**1d10+14, 19-20/x2**)

Space 5 ft.; **Reach** 5 ft.

Base Atk +12; **Grp** +20 (**+21**)

Atk Options Horrific Appearance (DC 23), Evil Eye (DC 21), Hexblade's Curse (DC 19), Power Attack

Combat Gear *potion of barkskin* (+5)

Hexblade Spells Known (CL 4th, 1d20+4 to overcome SR):

2nd (1/day)—*false life*, *rage*

1st (3/day)—*entropic shield*, *expeditious retreat*, *phantom threat** (DC 16)

Abilities Str 27 (**29**), Dex 14, Con 16 (**22**), Int 8, Wis 12, Cha 20

SQ Arcane resistance, summon familiar

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Power Attack, Combat Casting, Improved Toughness, Great Fortitude

Skills Concentration +8 (+11), Knowledge (Arcana) +2, Listen +2, Spot +2, Spellcraft +4, Swim +15

Possessions combat gear plus +3 *leather armor*, +1 *keen halberd*, +1 *vest of resistance*, +2 *gauntlets of ogre power*, +2 *cloak of charisma*, 330 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 23 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 21 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 21 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Greater Hexblade's Curse (Su): Three times per day, as a free action, a hexblade can unleash a curse upon a foe. The target must be visible to the hexblade and within 60 feet. The target of a hexblade's curse takes a -4 penalty on attacks, saves, ability checks, skill checks, and weapon damage rolls for 1 hour thereafter. A successful Will save (DC 19) negates the effect.

Arcane Resistance (Su): Biztr gains a bonus equal to her Charisma bonus (minimum +1) on saving throws against spells and spell-like effects.

Mettle (Ex): Biztr can resist magical and unusual attacks with great willpower or fortitude. If she makes a successful Will or Fortitude save against an attack that normally would have a lesser effect on a successful save (such as any spell with a saving throw entry of Will half or Fortitude partial), she instead completely negates the effect. An unconscious or sleeping hexblade does not gain the benefit of Mettle.

* see Appendix 2: New Rules Items

R'XAX, SEA HAG

CR 12

Female Sea Hag Sorcerer 9

NE Medium Monstrous Humanoid (Aquatic)

Init +2; **Senses** Darkvision 60 ft.; Listen +7 (+9), Spot +7 (+9)

Languages Common, Giant

AC 18 (31), touch 14, flat-footed 15 (28)
(+3 Dex, +1 deflection, +4 natural)

hp 93 (plus 1d10+9) (12 HD)

Fort +12 (+14), **Ref** +11 (+13), **Will** +12 (+14)

Speed 30 ft. (6 squares), base movement 30 ft., swim 40 ft.;

Melee 2 claws +10 (+12) (1d4+3)

Space 5 ft.; **Reach** 5 ft.

Base Atk +7; **Grp** +10

Atk Options Horrific Appearance (DC 25), Evil Eye (DC 23)

Combat Gear *potion of barkskin* (+5), *potion of heroism*

Sorcerer Spells Known (CL 12th, 1d20+12 to overcome SR):

4th (5/day)—*confusion* (DC 21), *fear* (DC 21)

3rd (7/day)—*slow* (DC 20), *stinking cloud* (DC 20), *suggestion* (DC 20)

2nd (8/day)—*blindness/deafness* (DC 19), *false life*, *glitterdust* (DC 19), *Tasha's hideous laughter* (DC 19)

1st (8/day)—*color spray* (DC 18), *mage armor*, *grease* (DC 18), *ray of enfeeblement*, *shield*

0 (6/day)—*arcane mark*, *detect magic*, *flare* (DC 17), *ghost sound*, *message*, *prestidigitation*, *read magic*, *touch of fatigue* (DC 17)

Abilities Str 16, Dex 16, Con 18, Int 12, Wis 12, Cha 25

Feats Ability Focus (Horrific Appearance), Improved Natural Armor, Practiced Caster*, Heighten Spell, Great Fortitude

Skills Concentration +19 (+21), Knowledge (Arcana) +8 (+10), Listen +7 (+9), Spellcraft +10 (+12), Spot +7 (+9), Swim +11 (+13)

Possessions combat gear plus spell component pouch, +1 *ring of protection*, +4 *cloak of charisma*, +2 *vest of resistance*, +2 *amulet of constitution*, 50 gp

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than a hag) who sets eyes upon one must succeed on a DC 25 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon a single creature within 30 feet. The target must succeed on a DC 23 Will save or be dazed for three days, although *remove curse* and *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 23 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

* see Appendix 2: New Rules Items

APPENDIX 2: NEW RULES ITEMS

FEATS

Combat Defense

The state of keen focus and mental discipline you attain in combat allows you to shift the focus of your defense from one opponent to another with careful, precise maneuvers.

Prerequisites: Dex 13, Wis 13, Combat Focus, Dodge, base attack bonus +6

Benefit: While you maintain your combat focus, you can change the target of your Dodge feat to a new opponent as an immediate action.

If you have three or more combat form feats, you can an additional +1 dodge bonus to AC against the target of your Dodge feat.

Normal: Designating or changing the target of your Dodge feat can only be done on your turn as a free action.

Special: A fighter can select Combat Defense as one of his fighter bonus feats.

Source: *Player's Handbook II* 87

Combat Focus

The way of the warrior requires more than simple, brute strength. Some warriors bring their minds to such keen focus during the heat of battle that they can attain superhuman levels of endurance, perception and mental toughness. Through intense mental exercise and training, you learn to enter a state of perfect martial clarity.

Prerequisites: Wis 13

Benefit: In battle, you push aside the chaos of the fight and attain a focused state that grants you a keen, clear picture of the battle. Fear and pain ebb away as you focus solely on defeating your enemy. The first time you make a successful attack during an encounter, you gain your combat focus. In this state, your mind and body become one, allowing you to overcome mundane physical limits. You can maintain your combat focus for 10 rounds after entering it, +1 additional round per combat form feat you possess aside from this one. You can only gain your combat focus once per encounter.

While maintaining your combat focus, you gain a +2 bonus on Will saves. If you have three or more combat form feats, this bonus increases to +4.

Special: A fighter can select Combat Focus as one of his fighter bonus feats.

Source: *Player's Handbook II* 87

Combat Stability

When you maintain your combat focus, you become difficult to dislodge. Your muscled lock into an unyielding positions, granting you superior ability to resist trip attacks, bull rushes, disarms, and similar effects.

Prerequisite: Wis 13, Combat Focus, base attack bonus +3.

Benefit: You gain a +4 bonus on checks or rolls to resist bull rush, disarm, grapple, overrun, and trip attempts made against you.

If you have three or more combat form feats, the bonus granted by this feat increases to +8.

Special: A fighter can select Combat Stability as one of his fighter bonus feats.

Source: *Player's Handbook II* 87

Combat Vigor

When you maintain your combat focus, your clarity of purpose and relentless drive allow you to overcome your body's frailties. Minor wounds heal in a matter of seconds, and you quickly recover from even a grievous blow.

Prerequisites: Wis 13, Combat Focus, base attack bonus +9

Benefit: While you maintain your combat focus, you gain fast healing 2. You lose this benefit when your combat focus ends.

If you have three or more combat form feats, the benefit of this feat improves to fast healing 4.

Special: A fighter can select Combat Vigor as one of his fighter bonus feats.

Source: *Player's Handbook II* 88

Improved Toughness [General]

You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a HD (such as by gaining a level), you gain 1 additional hit point. If you lose a HD (such as by losing a level), you lose 1 hit point permanently.

Special: A fighter may select Improved Toughness as one of his fighter bonus feats.

Source: *Complete Warrior* 101

Practiced Spellcaster

Choose a spellcasting class that you possess. Your spells cast from that class are more powerful.

Prerequisite: Spellcraft 4 ranks

Benefit: Your caster level for the chosen spellcasting class increases by 4. This benefit can't increase your caster level to higher than your Hit Dice. However, even if you can't benefit from the full bonus immediately, if you later gain Hit Dice in levels of nonspellcasting class, you might be able to apply the rest of the bonus.

For example, a human 5th-level sorcerer/3rd-level fighter who selects this feat would increase his sorcerer caster level from 5th to 8th (since he has 8 Hit Dice). If he later gained a fighter level, he would gain the remainder of the bonus and his sorcerer caster level would become 9th (since he now has 9 Hit Dice).

A character with two or more spellcasting classes (such as a bard/sorcerer or a ranger/druid) must choose which class gains the feat's effect.

This feat does not affect your spells per day or spell known. It increases caster level only, which would help you penetrate spell resistance and increase the duration and other effects of your spells.

Special: You may select this feat multiple times. Each time you choose it, you must apply it to a different spellcasting class. For instance, a 4th-level cleric/5th-level wizard who had selected this feat twice would cast cleric spells as an 8th-level caster and wizard spells as a 9th-level caster.

Source: *Complete Arcane* 82

MAGIC ITEMS

Vest of Resistance

These garments offer magic protection in the form of a +1 to +5 resistance bonus on all saving throws.

Faint abjuration; CL 5th; Craft Wondrous Item, *resistance*, creator's caster level must be at least three times the vest's bonus. Price 1,000 gp(+1), 4,000 gp(+2), 9,000 gp(+3), 16,000 gp(+4), 25,000 gp(+5); Weight 1 lb.

Source: *Complete Arcane* 150.

MUNDANE EQUIPMENT

Chitin Armor

Chitin armor is constructed from the shells of giant vermin or similar creatures. For aquatic races, monstrous crabs are the most popular source for chitin armor. The chitin is treated for flexibility and often cut and reshaped in long strips bound together by tightly woven cord where necessary.

Stats: Cost: 15 gp; Armor bonus: +2; Maximum Dexterity bonus: +5, Armor check penalty: -1; Arcane Spell Failure: 15%; Speed: 30 ft. (Med.); 20 ft. (Small); Weight: 15 lbs

Source: *Stormwrack* 106

Sharkskin Armor

Similar to leather armor in appearance, sharkskin is treated so that the sharp toothlike scales covering the skin remain attached to the outside of the armor. Additionally, shark teeth are embedded along the forearms, shoulders and legs, which count as armor spikes. Sharkskin armor provides a +6 circumstance bonus on Escape Artist checks made when the wearer is bound with rope or similar easily cut bindings.

Stats: Cost: 85 gp; Armor bonus: +3; Maximum Dexterity bonus: +6, Armor check penalty: -1; Arcane Spell Failure: 10%; Speed: 30 ft. (Med.); 20 ft. (Small); Weight: 15 lbs

Source: *Stormwrack* 106

SPELLS

Phantom Threat

Illusion (Phantasm) [Mind-Affecting]

Level: Bard 1, Hexblade 1

Components: V, S

Casting Time: 1 standard action

Range: Close (15 ft. + 5 ft./2 levels)

Target: One creature

Duration: 1 round/level

Saving Throws: Will negates

Spell Resistance: Yes

You create the sensation in the subject's mind that it is threatened by more foes than it actually faces. Though the subject doesn't actually perceive any additional enemies (and thus doesn't waste any attacks on the phantasm), a creature affected by the spell is considered flanked, even if not threatened by other creatures. No amount of convincing by others can help the subject of this spell avoid its effect—only a successful saving throw against the spell when initially cast can help the target. A creature that can't be flanked is immune to this spell.

Resurgence

Abjuration

Level: Blackguard 1, cleric 1, paladin 1

Components: V, S, DF

Casting Time: 1 standard action

Range: Touch

Target: Creature touched

Duration: Instantaneous

Saving Throws: Will negates (harmless)

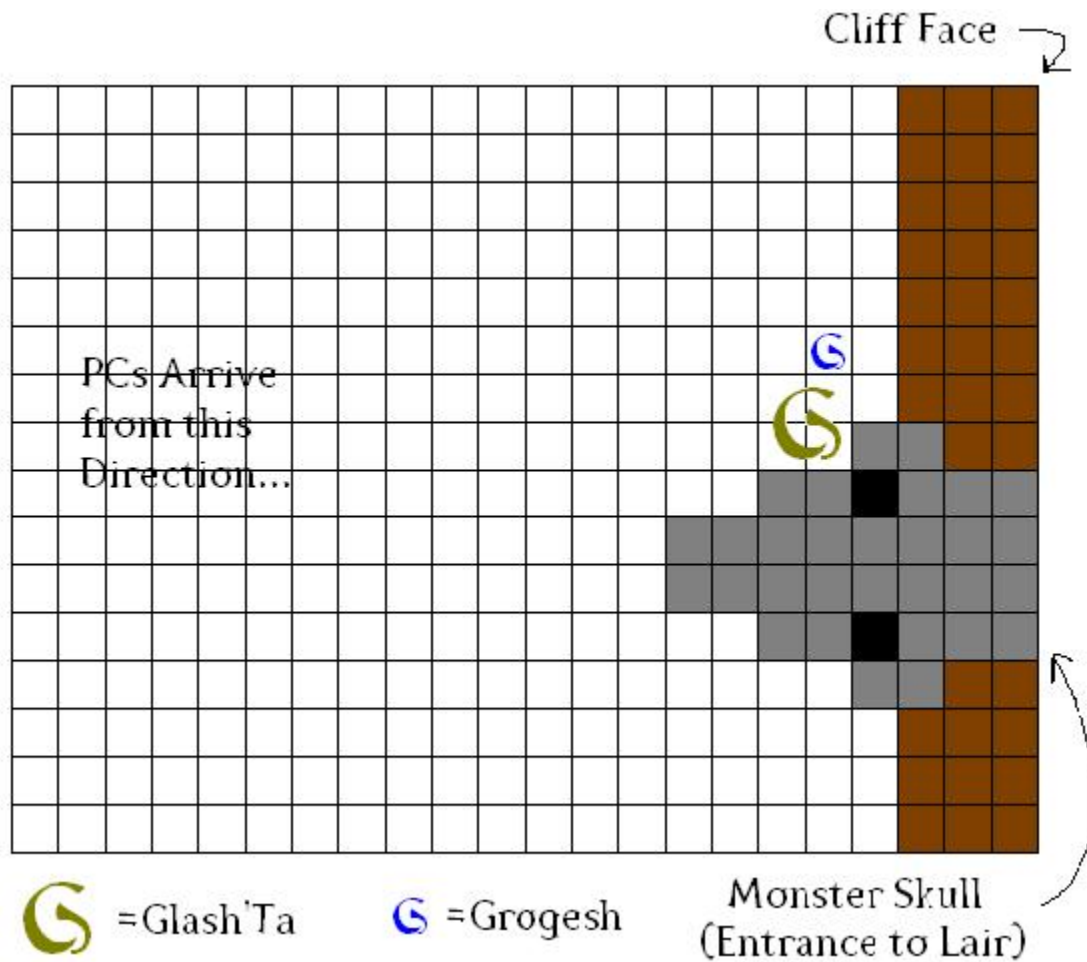
Spell Resistance: Yes (harmless)

The subject of a *resurgence* spell can make a second attempt to save against an ongoing spell, spell-like ability, or supernatural ability, such as *dominate person*. If the subject of *resurgence* is affected by more than one ongoing effect, the subject chooses one of them to retry the save against. If the subject succeeds on the saving throw on the second attempt, the effect

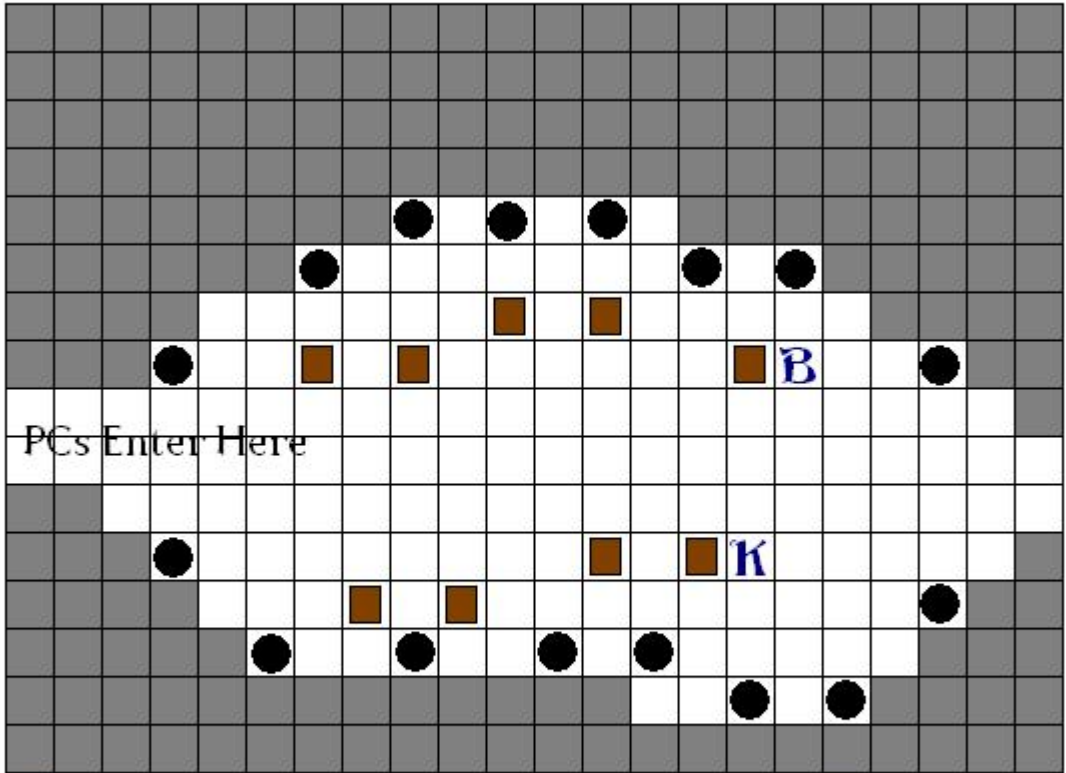
ends immediately. *Resurgence* never restores hit points or ability score damage, but it does eliminate any conditions such as shaken, fatigued, nauseated that were caused by a spell, spell-like ability or supernatural ability.

If a spell, spell-like ability, or supernatural ability doesn't allow a save (such as *power word stun*), then *resurgence* won't help the subject recover.

ENCOUNTER 1: UNFRIENDLY DOORMAN



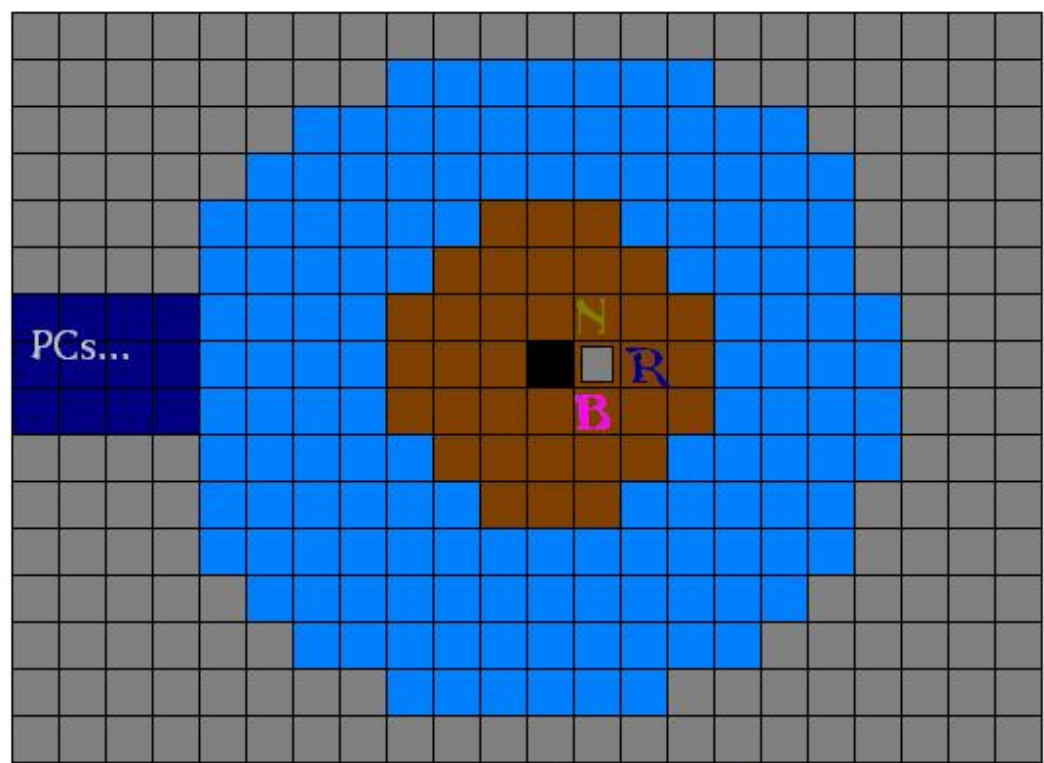
ENCOUNTER 3: THE BLACK KNIGHT FALLS



■ = Operating Tables
● = Husks

ℬ = Burlay
℔ = Komi

ENCOUNTER 5: DOUBLE DOUBLE TOIL AND TROUBLE FIRE
BURN AND CAULDRON BUBBLE



■ = Shallah's Table N = Nisk'Ka'Ta R = R'xax
■ = Pit B = Biztr