



The Lost City of GAMMOOR



5TH EDITION ADVENTURE

GAXMOOR

ERNEST G. GYGAX & LUKE GYGAX

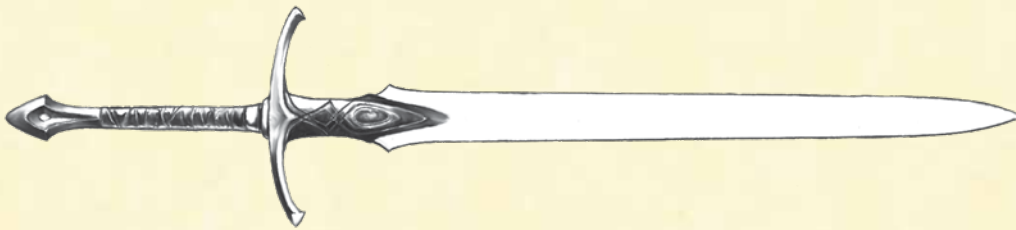
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GAXMOOR

INTRODUCTION

The sun sinks slowly over the desolation of the ancient and once grand Aenochian Empire. A visible outline of what was once a thriving metropolis can be seen in the ancient ruins. It was a great city in its day, now long since fallen to the ravages of time and war. She stood as a shining doorway to the east, a place for rest and restocking of provisions for those on the long trek into the wild lands of the barbaric frontier in the Western Empire. This ruin is the Lost City of Gaxmoor.

Long ago, there were many cities like this, walled communities built as havens along the trade routes while the Empire expanded and the wealth of the world flowed into her coffers. Alliances of the Empire's many enemies, dissension amongst her conquered subjects, and the last and final conflict with the

competing Southern Confederation led to its destruction. Most of the old border cities have been destroyed, quarried for the very stones which were used to put them together. As smaller villages were created from these once-mighty metropolises, barbarism overtook them. The lack of any safe communication with the West spelled the doom of the remaining border outposts of this now vanquished Empire.

The city of Gaxmoor was a haven for travelers crossing from the Empire as they entered into the wilds. The city was the home for the followers of the travel deity Urnus Gregaria. As such, it received many of that deity's special blessings. Urnus Gregaria loved the city for its hospitality and games and made no demands for grand temples; the city was his temple, and the Lord of Travel loved it.



Gaxmoor offered weary travelers rest and diversion before they continued in search of exotic goods and rare treasures. As fire, sword, and ultimately magic overtook the rest of the Empire, the mighty patron of this place decided that his city must be saved. He accomplished this with a powerful act of magic. His engineers carved a great domed room out of the caverns beneath Gaxmoor, and there he placed a complete diorama of the city. Taking his magical staff, he melded it to the model and through it pulled Gaxmoor out of its position in the realm, placing it in a pocket universe. There, time ran much slower than on Gaxmoor's home plane, and the people knew peace and safety for a great many years. And so it was to remain, until such a time that his priests felt it safe to recall Gaxmoor to the world once again.

Unfortunately, the powers of chaos took a stronger hold on the world than the Urnus expected. Over the centuries the knowledge of the secret ritual for recalling the city fell into the hands of the followers of the selfish and malign being, Narrheit, an entity of darkest evil.

Narrheit's servants used the ritual to bring the city back prematurely. The Dark One gave the secret of the ritual to his servant, the ogre magi Saburo Sato, who invoked it and knocked the staff from the diorama, bringing the city hurtling back to Aihrde. There, Sato's son, Harecules the Cambion, accompanied by his mother Tracassa, gathered a great army of humanoids and mercenaries to take the ancient town in hopes of loot and magic, including the greatest prize of all: The Staff of Urnus Gregaria.

It is this band of foul creatures that are responsible for the re-appearance of the city, all for that horrid creature Narrheit's foul purpose. When the ritual accomplished the city's return it caught the denizens of Gaxmoor completely by surprise. As the hordes of humanoids and assorted villainous mercenaries of the dreaded Chaos Lord fell upon the city, they discovered that the city was not a burgeoning treasure house. Instead, they found Gaxmoor only sparsely populated and sunk into a dark age. The citizens, imprisoned in the city for so many long years, had largely fallen into decadence and despair. After some considerable slaughter, the city was "pacified," and Gaxmoor once again became a haven; this time for pure evil.

The invading armies began to quarrel almost immediately. They have since broken apart into many scattered groups, fighting with each other for control of the city. Aside from the prisoners held by Harecules and those citizens who remain alive, only a few—the Cambion, his mother, and the ogre magi—know of the Staff of Urnus Gregaria.

LOCATION

This generic campaign setting should be placed where characters of all classes and races will have reasonable access to the village, which is used as the starting point for the adventure. This setting has been generated to allow even large groups of beginning players the chance for their PCs to progress and flourish individually or as a group. It should be placed in your campaign somewhere on the fringe of a country or countries where

it is too far away from large and well-organized states so as to be considered a waste of their precious resources to address the problem of a new city springing up from nowhere. On the other hand, Gaxmoor should be close enough to frontier settlements that your players feel obligated to take action when they learn of what is going on there.

The city is located on a large rock mesa amid a series of hills overlooking a fertile river valley. It is on a solid base of granite, an important factor in its being moved by the Lord of Travel.

GAXMOOR IN THE WORLD OF AIHRDE

Gaxmoor has only recently returned to Aihrde. It lies ensconced along the rim of a great mesa, within an ancient river valley upon the western slopes of the Massif. The powers of Narrheit have thrust the ancient city of Gaxmoor into this quiet setting of small villages and farmsteads. The architecture of the city harks back to the days of the Aenochian Emperors. Bands of humanoids and evil creatures have flocked to the area, causing great harm to the lands of Cleves and the people who dwell upon the banks of Lake Orion. The Count of Cleves, Eurich Gunshoff IV, has put out a general call for help. With the pressures threatening those proud folk, particularly the squabbles with Angouleme, the pleas for assistance must now be taken up by brave and bold adventurers of all classes. For the complete history, see below, Appendix A, The History of Gaxmoor in the World of Aihrde.

A NOTE ABOUT TERMINOLOGY

For those unfamiliar with Troll Lord Games' 5e product line, certain terms and usages may seem unusual. Whenever a book from the core 5e line of the World's Most Famous Fantasy RPG is needed, we will use generic terms like 5e Player's Guide, 5e GM's Guide, and 5e Monsters Tome. When you see the term Castle Keeper, that's our term for the Game Master, who runs the game, and maintaining that term is not an error; it's done because we feel this term is tied to our flavor and our world of Aihrde.

Where monster statistics are needed, we try to present all of the necessary statistics in an abbreviated stat block, to reduce the amount of time required flipping between books and to appendices. Since standard 5e stat blocks are so space-intensive, we have truncated these statistics to still present all the needed information, while saving space. Fans of earlier editions of the game will recognize the base format. A sample 5e abbreviated stat block appears as follows:

ORC (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Scimitar +5 (1d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action.

A few things will stand out immediately: we operate on the assumption that most CKs are aware that ability score bonuses start at 12 and increase (or decrease) by 1 per 2 points, so +1 for 12-13, +2 for 14-15, 0 for 10-11, -1 for 8-9, etc. We also

assume that you are aware that claws, swords and axes do slashing, teeth, knives, and arrows do piercing, etc. We don't list these descriptors to save room. Where damage does an unusual type (psychic, poison, etc.), we will still list it.

In some cases, NPCs may appear who are not intended as combat encounters. In such cases, we may present an even more abbreviated stat block that gives just enough info for the CK to play the character and to quickly generate full stats if they happen to be needed. For example:

ROLF (*NG medium humanoid (human)*) HP 33 (HD 6d8+6), AC 13, Perception +5, Persuasion +6, Religion +5. BAB +3, Abilities of 6th level Druid. Carries a war club and leather armor.

ADVENTURE HOOKS

The following are several ideas for how to introduce the city of Gaxmoor to your party of adventurers. You can use one or more of them in guiding your party toward the lost city.

- 1 A wounded citizen of Gaxmoor stumbles into a village and is lead into the local inn where the party is having their evening repast. The man speaks an unknown language. Characters with some training in linguistics can make a DC 15 Intelligence (history) check to recognize it as an ancient form of the local language, but far enough removed from the modern version that it is indecipherable. Use of a comprehend languages spell will allow the party to understand the man. If no one can cast such a spell, an ancient elven traveler who happens to be present recognizes the tongue and, if properly encouraged, translates with some degree of difficulty. The wounded man provides the party with an account of the recent events in Gaxmoor. This should spur a hardy band of brave adventurers to explore the city.
- 2 The local baron recruits the adventurers to investigate the disturbances reported in the vicinity of Gaxmoor. The baron sent a detachment of soldiers to the area a month ago and they never returned. Of course, the baron downplays the seriousness of the danger in order to convince the group to undertake this dangerous quest. He might offer a suitable reward.
- 3 Traveling away from Gaxmoor, the party encounters a group of hobgoblins with a bugbear leader. The humanoids are wounded and should not be too great of a challenge for the party. The hobgoblin group has 225 GP from Gaxmoor. The coins have the profile of an unrecognized hawk-nosed leader stamped on them. They are also carrying a bolt of fine purple silk (100 gp) and a beaten brass urn (50 gp). A Wisdom check (DC 15) lets the characters know that the valuables are from an ancient empire approximately 1000 years old. The items are all in like-new condition, which should pique the group's interest. A DC 15 Wisdom (survival) check allows a character to follow the tracks to Gaxmoor.
- 4 The powerfully evil influence of the evil deity Narrheit, that which snatched Gaxmoor from its protected position in an extra-dimensional pocket, can be detected. A cleric in the group could begin to have troublesome dreams of a great evil being unleashed. The sending can be specific or

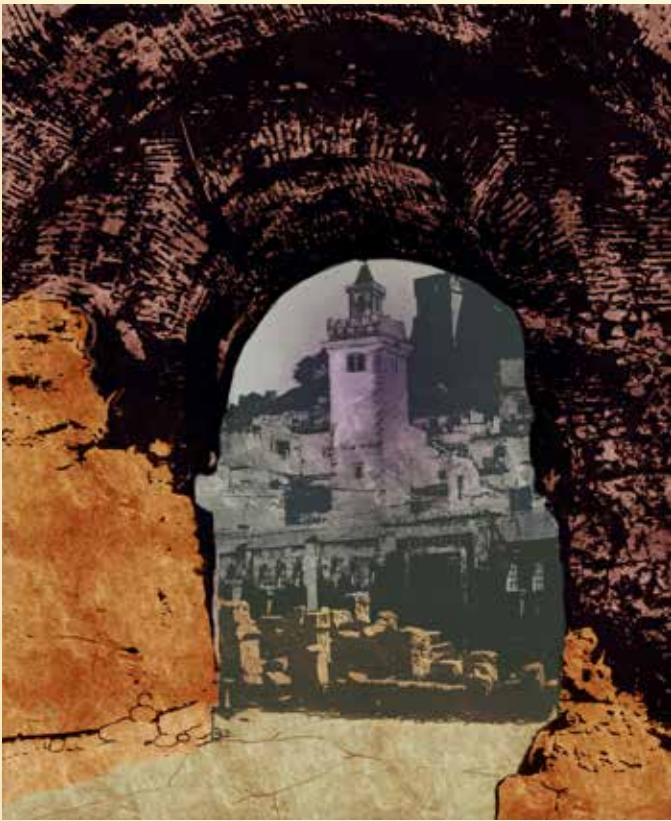
vague depending on your CK style. However, you choose to present these feelings, they should motivate the party to investigate Gaxmoor.

AVAILABLE CHARACTERS: The reappearance of the lost city with its new inhabitants will cause many different groups to take interest in the opportunities it may present. All who answer the call may have a common cause against those who currently control Gaxmoor, but they might follow vastly different paths and alignments. In case characters are lost to a hostile encounter, friendly meeting areas with potential replacement PCs are located throughout the setting.

CK'S NOTE: If the PCs are not exploring Gaxmoor fast enough, or are having some difficulty within the setting, then the CK may want to introduce a new party member or NPC in the guise of Tempros Ganger, a Centurion in the Governor's Royal Guard. The governor will send Tempros out through the secret passage in the Royal Guard barracks to the Singing Siren to seek aid for the governor. This gives the party a chance to access a raise dead spell from the governor's cleric and/or a Royal Decree for assistance. Of course, the PCs would be expected to make sure that they bring supplies of food and wine for the governor. The future rescue of the governor might become a major goal of the party. For notes on the governor see Location 11, the Citadel and Tempros Granger see the Tannery below.

PLAYER'S INTRODUCTION

Several weeks ago, merchant caravans and traveling pilgrims began disappearing on the high road between this state and its ally to the east. Soon after, reports of monsters and bandits lurking about came in from outlying farms and border patrols. Next, a group of rangers returned to tell of the appearance of a strange rock mesa where there had previously been only a river valley. They said on top of the mesa stood a great, seemingly devastated city. The rangers reported the city had an odd, disquieting look. Massive outer walls, with higher inner walls beyond, surround it. Its towers, gates, and buildings were all of an unfamiliar style. They reported hearing various eerie sounds throughout the night, and seeing dark figures on the walls. The unintelligible sounds that echoed throughout the city walls during the night—moans, screams, and an eerie, almost speech-like, howling—frightened even the most intrepid scouts. As the early rays of the sun crested the hills, the whole group dared to move closer so as to obtain a better look at this weird city. A handful rode into the place, but those who passed through its gates did not return. Those who remained safely outside heard nothing, and waited for hours. Growing fearful with the coming of night, they eventually left. The rangers returned to the Margrave with the tale. They told that the newly appeared city was along the country's main river, about thirty leagues east of the capital itself. Clearly, there was sorcery afoot. The Margrave asked for the counsel of sages, scholar-priests, and wizards to unravel the mystery. None of these savants knew what this strange city was, how it came to be where it was, nor what its sudden appearance could mean. Priests praying and communing for knowledge from their deities received only vague and



cryptic answers. Wizards cast spells of lore and legend, and likewise garnered only slight hints, such as:

“It is the City of Journey’s End.”

“What was forgotten has returned, and what was loved is now hated.”

“The secrets of the City of Journeys are now in the hands of the malevolent.”

Such cryptic answers are all that the wise could learn. As the divinations and auguries were cast, and as scholars pored over ancient texts in search of answers, news of terrible events came to town. Farms and steadings along the eastern border in the vicinity of the strange city were found abandoned. Evidence of a terrible slaughter was discovered. Monstrous things have been seen roaming the hills. The native hill men, gnomes, and others dwelling there have disappeared.

The wise and powerful now call upon their allies, vassals, and all brave adventurers to lend a hand. You are among those answering the call for help. Many stalwart, experienced adventurers like you have already entered the mysterious city. But none that entered this city have returned...

Your mission will certainly be long and intense, and require cunning, caution, and courage. Those who preceded you were organized and well-armed, and still failed to return! Caution may win where bull-headed might has failed, or so those who would recover the place hope. Are you ready for high adventure, lost magic treasures, and devious tricks and traps?

SET ENCOUNTERS BEFORE REACHING THE CITY.

ENCOUNTER AREA ONE: THE LAIR OF THE ETTERCAP

After an uneventful day of following the spoor of a gnoll war party back towards their base camp, you watch the sun set with a weary sigh. You must now make camp until the journey begins again in the morning. You see the colorful display of the sunset off of a pond in a small wooded valley and realize it’s time to prepare the camp and set up guard posts for the coming night. A game trail cuts through in the direction of the pond.

These are the hunting grounds of an ettercap. Anyone heading down the game trail must make a Wisdom (perception) check (DC 16) or stumble into the web trap positioned along the game trail. If they do not set off the trap, the ettercap will make a web attack and release his spiders at 1:00 a.m. If someone is trying to look for a good spot in the trees to spend the night, give them an Intelligence (investigation) check (DC 15) to notice a large hollowed out tree, the lair of the foul beast. Guards must make a DC 13 Wisdom (perception) check to avoid a surprise attack by the ettercap and his pets. For the first three rounds the ettercap uses its web attack, trying to entangle mass groupings of players. If the ettercap or the spiders are reduced to 20% or less of their total hit points, they will crawl back toward their nest.

INSIDE THE NEST: The lair, or nest, of the ettercap is located in the top of an old hollow oak tree. The first group entering must make a Dexterity save (DC 16) or be snared in strands of ettercap webbing. Inside are the fetid remains of several meals. If the bones are checked, the searchers discover that hobgoblins, orcs, and even gnolls were wrapped up and eaten alive in this evil creature’s lair. Still encased in webs is a snack in waiting. Rescuers can free a wide-eyed and thankful dwarf from the neighboring hills. (If the party has lost a member, one of them can roll up this dwarf who will readily join the cause for the elimination of the humanoid vermin. Equip him well as per his class and skills).

TREASURE: Six weapons are in with the victim’s remains; a battle axe, a throwing axe, a great club, a stone dagger, a javelin, and a dagger. There are also several large sacks containing adventuring equipment: 50’ of rope with a grapple hook, an ink pen, a flask of lamp oil, a potion of resistance (poison), 14 gp, and 37 sp. If anyone checks the webs in the entrance trap carefully, they discover two high-quality longbow arrows (+1 non-magical bonus to hit).

ETTERCAP (NE medium monstrosity) HP 44 (HD 8d8+8), AC 13, Spd 30ft, climb 30ft. Str 18 (+4) Dex 15 (+2) Con 17 (+3) Int 2 (-4) Wis 12 (+1) Cha 6 (-2). Perception 14 (+4). Stealth +6, Survival +3. Bite +4 (1d8+2 plus 1d8 poison (Con DC 11)) and claws +4 (2d4+2) or Web +4, range 30/60, target restrained (Str DC 11 Neg/Esc), Recharge 5-6. SA Darkvision 60ft., Spider climb, web sense (tremorsense on webbing), web walker (ignore webbing).

SPIDER, GIANT (2) (unaligned L beasts): HP 26 (HD 4d10+4), AC 14, Spd 30ft/30ft (climb). Str 14 Dex 16 Con 12 Int 2 Wis 11 Cha 4. Perception 10. Stealth +7. Bite +5 (1d8+3 plus 2d8 poison plus poisoned, paralyzed /1 hr (Con DC 11 half); Web +5 (5/6, 30ft, hp 5, AC 10. Target re-

strained. DC 12 Str neg.). SA blindsight 10ft., darkvision 60ft., spider climb, tremor sense on web, immune to webs, poison, bludgeon and psychic damage, fire vulnerable.

ENCOUNTER AREA TWO: THE THING THAT LURKS IN THE NIGHT

Each of you slowly work the cramps out of your bones and wipe the sleep out of your eyes with a completely new attitude. A fitful night and the nasty encounter with the ettercap have removed the festive atmosphere with which the journey began. Now all of you see just how serious this quest may become. The party follows the series of trails all leading in the same general direction deeper into the hills. The day is uneventful, but this may be expected as most of your enemies use the cover of darkness for the hunt!

An ogre-ghoul is lurking in the area. This foul creature has escaped from the control of his creator in Gaxmoor. The evil half-orc Lamesh (see Outer City, the Graveyard, Crypt XII) discovered a potent magical item, the Necromantic Crown of Quentis, and has created several of these abominations. The undead beast constantly hungers and relishes human flesh over all else.

The ogre-ghoul attempts to paralyze one member and run off with him still alive. If necessary, he uses his free hand to fight against any rescuers who get in his way. As soon as he gets several hundred yards from the main group, or the victim begins to regain consciousness, he will “play” with his food, trying to tear off chunks of flesh as it screams deliciously! This means but one minor claw attack every round (for just 1 or 2 points) unless the victim has an effective means to attack the ogre-ghoul in return. In the latter case, the monster will attack with everything at his means until the prey is paralyzed again. It takes two such “play” stops/attacks before the ogre-ghoul gets back to his cave lair. If the monster is tracked back to its lair or if it has taken a captive there for “play” and feeding, the party may find its treasure

OGRE-GHOUL (CE L undead): HP 50 (HD 10d10), AC 14, Spd 30ft. Str 13 Dex 15 Con 10 Int 7 Wis 10 Cha 6. Perception 10. 2 claws +4 (2d6 plus paralysis / 1 minute. DC 10 Con neg.) and bite +2 (3d6+2). SA: Immune to poison, charm, exhaustion; darkvision 60ft. Challenge 2 (450 XP).

THE LAIR OF THE OGRE-GHOUL: The party finds a natural cave opening. The stench of decomposing bodies lies heavy in the air. To advance into the cave, each player must roll a Constitution save (DC 16) or be repelled. The adventurers must make this save once per minute while they remain in the lair. The actual lair is but one large room, and if the ogre-ghoul is turned, the monster must be finished off here. The room is filled with bones and partially decayed flesh from many assorted humanoids.

Everywhere there is a chaos of body parts and equipment, all strewn about haphazardly. The cave looks like a slaughterhouse filled with human (and demi-human) remains. A player character may miss only one constitution save and still go back in for more searching; if he misses two rolls, he refuses to enter the cave again.

SEARCHING THE CLUTTER: (d20) Any # rolled twice = 1-8 cp, 1-6 sp and 1-4 gp found

THE OGRE-GHOUL'S TREASURE

- 1 +1 Mace
- 2 Pouch of goodies (43 copper, 28 silver, 6 gold, 1 platinum and 3 gems worth 10 gp each)
- 3 Broken short bow (reparable with DC 18 Dexterity (bowyer's tools) check, but will be -1 and break again on a roll of natural 1)
- 4 Scroll with 1-4 cure wounds spells (1st level)
- 5 Breastplate (medium human)
- 6 Buckler
- 7 Spyglass
- 8 Two vials of holy water
- 9 Drum
- 10 Flask, empty
- 11 Flask of oil
- 12 Silvered dagger
- 13 Helm of comprehend languages (at will; requires attunement), complete with former owner's skull
Spell Book: contains two complete spells (find familiar and rope trick) and the first page of the fireball spell (the others have been ripped and lies crumpled nearby; intelligence (investigation) DC 17 or Wisdom (perception) check (DC 19) to notice. A mending spell re-fastens the pages in the book and makes it usable.
- 14 Backpack with hammer and pitons, 50 ft. rope
- 15 Two weeks iron rations
- 16 Map case with six pages of paper
- 17 Bandoleer with 5 throwing knives and a slot for a sixth
- 18 Pouch filled with human hands, one wearing signet ring with 100 gp gem
- 19 Eighteen expert-made crossbow bolts

ENCOUNTER AREA THREE: THINGS THAT BUMP IN THE NIGHT

The wear and tear on the party after only two days and nights on the trail is noticeable. You are but 20 miles from the strange city and already some of your companions seem more like zombies than glorious heroes. Today will be a shorter march so as to approach the ruins early the next morning. Your scouts bagged a doe for dinner and reported signs that a large body of humanoids traveled near your encampment late last night heading back towards the city. While you can wish your humanity well, the thought crosses all your minds that a group numbering over 100 could have meant the end of your quest before it even began. It is early as you set up your camp, and you begin to prepare the day's kill when a great amount of noise comes from the woods to the left. First, you hear a loud snuffling and then you see a nose poke through the foliage followed by the rest of a pony sized, reddish-brown beast with spiky bone ridges sticking out of its shoulders at all angles. The creature seems intent on eating your dinner!

The creature is a goblin bear, a cousin of the giant wolverine. They are very aggressive but lazy if unprovoked, so long as it is

not disturbed, it will not harm the party. The group may plan an attack if it wishes, automatically surprising the beast, but this dangerous creature might take down the whole party! If properly pelted, the skin of the goblin bear will bring 300-2400 (3d8 X 100) gp in a large city, or half as much in a border town. If the PCs avoid the fight, they earn a 200 XP bonus.

GOBLIN BEAR (*Unaligned Medium Beast*) HP 18 (HD 3d8+6), AC 15, Spd 30ft, 10ft (*burrow*). Str 13 Dex 15 Con 15 Int 2 Wis 12 Cha 5. Perception 11/16 (+1/Adv). Bite +5 (1d6+2), Claws +5 (2d4+2). SA Multiattack (*claws, bite*), shake (*if claws and bite hit, target makes DC 13 Con save or take add'l 2d6 damage*), darkvision 30ft, Keen Smell (*advantage on perception with smell*), immune fear and charm. Challenge 1/2 (100 XP).

ENCOUNTER AREA FOUR: OPPORTUNITY

As twilight falls on yet the end of another day, your scouts smell the smoke from a cooking fire. As the group crawls carefully over the ridgeline, you see the camp of a potential foe. Human-sized figures are gathered around a roaring fire. This time it is your turn to take action! What precautions are you taking? Is anyone going to scout the encampment for more information? Do you plan on taking advantage of these hapless creatures and charge in with weapons drawn? Or are you going to avoid contact with them entirely and pass up this opportunity being served on a silver platter?

Scattered around a roaring fire, the party can make out a group of warriors. They wear bronze armor and their equipment seems to be more from ancient frescos than from any work that a sane armorer would put his mark on today. The imperial soldiers are less than vigilant as they bind up recent combat wounds and roast a small pig over the fire. Although there are two sentries posted, they seem to be creeping in toward the fire trying to share in its warmth and the aroma of the suckling pork.

The PCs have the soldier's flat-footed if they wish to rush in for an attack. If the group seeks to parley instead, they must first use the comprehend languages spell or the like to communicate with the Imperial Soldiers fluently. If that is accomplished, a Charisma (persuasion) check (DC 14) must be made to have the patrol discuss their mission with the group. If the party attacks the Imperials and takes any prisoners, the information may then be obtained, but the depth of that information should be considered carefully by the CK.

The Governor-in-hiding of Gaxmoor sent this group to get reinforcements from the Imperial capital (now long since lost in a magical firestorm, although none of them have any way of knowing that). They started as a group of 26 men, but only six troopers and the Lieutenant, Sar Grenfield, have survived the five mile journey from the city. They can describe the changes since Gaxmoor was pulled out of the world and put in the pocket dimension to the PCs: how the city, bereft of the trade it was so dependent on, began to fall apart over the last 120 years (their time) and how their civilization began to falter without Imperial ties. The food production was unable to meet the needs of the city and the peasants were difficult to control, refusing to surrender their crops to feed the city dwellers. In addition, the

water supply in the protected "dimension" was inadequate to keep the aqueducts functioning. Therefore, the governor organized a major excavation project to deepen the city well. A large natural cavern was thus opened and at least temporarily helpful, for an underground river was discovered. Some equipment was hooked up to the aqueduct system before the true nature of the caves was discovered: this underground system has an ecology of its own! Soon stone-like gargoyles and filthy muhroydians began coming up out of the earth to terrorize the city.

These events thwarted the efforts of the government to secure food and water and maintain order. To make matters worse, some forty days ago, a tremendous storm and earthquake occurred at the same time. The governor's wizard stated that Gaxmoor had returned to its original plane. While this should have been a time for rejoicing it instead became a horror scene. Out of the storm came hordes of howling hobgoblins, orcs, and other humanoids who easily overpowered the token guard stations and ransacked most of the city in hours. Only two groups of survivors are in contact and these are in a state of siege. One group of nobles is holed up in the Singing Siren brothel (see Outer City, Area 7). The remaining government officials and palace guards are hidden in a secret section below the palace itself. The Lieutenant and his men are the only survivors of the city's inner wall garrison and they have been given this mission to enlist Imperial assistance before the food reserves run out. Gaining information on the city of Gaxmoor should be rewarded with a 200 XP bonus.

If the party convinces the troopers that the Empire is no more and their mission is impossible, then any fallen party members may be replaced with 1st level fighters from the Imperials. Anyone playing one of these soldiers must role-play the fact that they can only be understood via comprehend languages spells and simple hand gestures. This, of course, might change over time with the learning of new languages.

SAR GRENFIELD, IMPERIAL GUARD LIEUTENANT (LN Medium Human): HD 5d8 (HP 25), AC 17, Mv 30ft. Str 14 (+2) Dex 12 (+1) Con 10 Int 10 Wis 12 (+1) Cha 10. Perception 11. Gladius +5 (1d6+2). SA Fighter abilities (*Defense, Second Wind* (d10+5; 1/rest), *Action Surge* (1/rest), *Crit on 19-20, Extra attack*). He wears a bronze breastplate and carries a gladius and large bronze shield, and a large bronze shield, and wears a backpack with a weeks' worth of rations, a waterskin, 12 gp, and 31 sp.

IMPERIAL PATROL MEMBERS, 6 (LN Human Warrior) HP 20 (HD 4d8), AC 16, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11 (+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2. Gladius +4 (1d6+2), Spear +3 (1d8+1 20/60ft.). SA Fighter abilities (*Dueling, Second Wind* (1d8+2; 1/rest), *Action Surge* (1/rest), *Crit 19-20*). They wear bronze breastplates, carry a gladius (short sword) and spear and large bronze shields, wear cloaks and backpacks with a week's rations, a waterskins, and a shovel. In addition, each has 1d4 gp and 3d6 sp. Their water is 10% diluted with cider vinegar, an Imperial standard).

CK'S NOTE: All Imperial armor and weapons are made of bronze. Imperial bronze weapons, when wielded against opponents using steel weapons, have a 10% chance of breaking when an attack roll of 1 occurs.

ENCOUNTER AREA FIVE: THE GNOLL BAGGAGE TRAIN

You discover a recently abandoned campsite hidden in a copse of gnarled elm trees. It is obvious that you are on the trail of a group of raiders as you gaze upon the still warm embers of a large fire pit. Scattered all about are the gnawed bones of some unfortunate humans, who must have looked more appealing as a meal than as slaves.

The sound of a distant scream draws your attention. Carefully, you peer over a rise in the terrain and see some stragglers from the group you were tracking. As the first rays of the morning sun wash over your backs, you see a veritable river of wolf-headed beings passing through the ruined outer buildings as they enter the gate to a city. They are gnolls, and this must be the lost city of Gaxmoor. Behind the main party of gnolls is a small baggage train of loot and captives from a recent raid. These stragglers have not reached the outskirts of the city yet and may be intercepted if you seize the moment!

Twelve gnoll guards are whipping twenty heavily laden captives. The captives are all gnomes, and their slower movement seems to be the focus of the gnoll's ire. Last night's dinner was the last of the human captives. If the party closes with the gnolls and can understand their language, they hear loud complaints over the slow moving "short ones" and repeated howls that "all the black beer will be gone" and "why must we work while the others play?"

The attention of the gnolls seems to be centered purely on the city ahead and not on what is happening behind them. They will not notice the party until they close within 100 feet, take offensive action, or make noise. If a gnoll is dropped, one gnome will arm himself with a short sword from the body, and spend the whole combat freeing the other captives.

GNOLLS, 12 (CE M humanoids): HP 22 (HD 5d8), AC 15, Spd 30ft. Str 14 Dex 12 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +4 (1d4+2), Spear +5 (1d8+2 or thrown 1d6+2 20/60ft), or Longbow +3 (1d8+1 150/600ft). SA berserk (when opponent to 0, half move bite another.)

THE PACKS' CONTENTS: Six packs are filled with unknown meats, four packs are filled with jars of water, three packs are filled with an assortment of clothes, two packs are loaded with additional shackles and chains, one pack contains eight flasks of lamp oil, one holds a bundle of six short swords (one is a +1 short sword), the next has three light crossbows with rough gold nuggets in a small bag (150 gp value), the next has assorted cheap jewelry (total value 800 gp), three pearls from a broken necklace (100 gp each), an ornamental short sword (100 gp value), a pint bottle (potion of superior healing) and a sealed metal tube that requires a Strength (athletics) check (DC 17) to open. The tube has a scroll with three spells (color spray, minor image and invisibility sphere). Anything of higher perceived

value or of minimal weight has already been taken into the city by the more fortunate gnolls.

If another character is needed to replace a fallen member, one of the gnomes will join the group to gain revenge on the humanoids. That player may be either a fighter or an illusionist, so allow the new player to move his stats about to create either. If a player makes the gnome a fighter, the +1 short sword (from the pack of swords) belonged to him before capture. If the player is an illusionist, then he will have the scroll with three spells from the packs (color spray, minor image and invisibility sphere).

This ends the linear encounters in this module. Now the PCs must explore the various sections of the city of Gaxmoor and establish a safe base camp(s) as well as learn about the history and various competing factions of Gaxmoor.

OUTDOOR MATRIX TO THE CITY OF GAXMOOR

WANDERING ENCOUNTERS OUTSIDE THE CITIES WALLS

Every hour, or whenever the party makes undo noise or creates visible changes such as smoke, fireballs or lightning bolts, a six sided die should be rolled, and on a roll of a six an encounter will occur. Then roll a % dice on the chart for the encounter.

01%-09%	Hobgoblins, 3-18
10%-20%	Two-Headed Rats, 5-20 (see Appendix B: New Monsters)
21%-25%	Stirges, 1-3
26%-45%	Sobekki, 2-8 (see Appendix B: New Monsters)
46%-60%	Gnolls 2-12
61%-65%	Gargoyle(s) D8 1-7=1, 8=2.
66%-70%	Spider, small 1d3
71%-75%	Muhroydians, 5-20, scavenging party
76%-80%	Bugbears, 1-2, with 2-12 goblins, scouts
81%-90%	Orcs, 3-18
91%-96%	Ankheg, 1
97%-99%	Ogre (1d6; 1-5=1; 6=2)
100%	NPC*

*CK's NPC Options: For parties which need a little assistance in surviving, or for more interaction with citizens of Gaxmoor, here are a few NPC suggestions to help a small or low-level group survive in the Lost City and maybe adding a little story twist as well.

KYLE OAKDALE (NG human druid 5) HP 37 (HD 5d8+10), AC 16, Spd 30ft. Str 11 Dex 14 Con 15 Int 15 Wis 16 Cha 14. Perception 14(+4). Persuasion +4, Religion +4. Sv: Int, Wis. Scimitar +5 (1d6+3) SA Wild Shape, Natural Recovery.. Spellcasting (Save DC 12; +4 attack) Cantrips – druidcraft, guidance, resistance, sacred flame; 1-level (4 slots) – Charm person, cure wounds, entangle; 2-level (3 slots) – barkskin*, flame blade, darkvision, moonbeam, spider climb* 3-level (2 slots) –Call lightning*, conjure animals, moonbeam, spider climb*; (*circle spells). She carries +1 scimitar, +2 hide armor, and 200 gp worth of jewelry and coin.

Kyle Oakdale is camped on the southern outskirts of Gaxmoor. The druid was drawn to the site because of the sudden change in the natural surrounding with the reappearance of the plateau and the imbalance of evil that flooded the area. He will attempt to help the PCs by healing them and providing a relatively safe place to rest. If necessary, Kyle could meet the PCs by assisting them in escaping some powerful encounter on the outskirts of the city. Kyle will not adventure with the PCs, preferring to let others right the imbalance. He has an encampment five miles from the city on a wooded hilltop where he and his animal companions reside.

HUGHE BURK (N human cleric 4) HP 17 (HD 4d8), AC 13, Spd 30ft. Str 10 Dex 16 Con 10 Int 10 Wis 16 Cha 12. Perception 13 (+3). Medicine +7, persuasion +3, religion +4. Sv: Wis +5. Mace+4 (1d6+2). SA Channel Divinity (Control Undead, Deal extra damage (2+spell level) on cause wounds spells, Destroy life (as action, deal 20 damage divided among all creatures in a 30' area as she wishes; Wis save negates). Spellcasting (Save DC 13, +5 attacks): Cantrips – light, sacred flame, thaumaturgy; 1-level (4 slots) – cure wounds, guiding bolt, sanctuary; 2-level (3 slots) – hold person, spiritual weapon). Challenge 2 (450 XP). He carries leather armor, a +2 cloak of protection, and carries a +2 mace, scroll of curse, potion of healing, and 240 gp worth of jewelry and coin.

Hughe Burk is a 4th level human cleric of the Urnus Gregaria encamped near the city. He has been drawn to the city by dreams sent by his deity. He is uncertain as to what he is needed to do, but he will assist the party by healing them and helping guard them when they need to withdraw from the city for a few days of rest.

NIRJAN (NE Human Rogue 6) HP 21 (HD 6d8+6), AC 15, Spd 30ft. Str 8 Dex 17 Con 12 Int 10 Wis 13 Cha 10. Perception 17(+4). Acrobatics +6, Religion +3, Sleight of Hand +4, Stealth +9. Sv: Dex +4, Int +2. Short sword +5 (1d6+3). SA Sneak Attack +1d6, Cant, Cunning Action, Fast Hands, Second-Story Work, Uncanny Dodge, Expertise. He wears studded leather armor.

Nirjan is encamped near the city. He has caught wind of some of the treasures in Gaxmoor and wants to obtain the Crown of Quentis, a powerful item rumored to be in the city. He will pose as a cleric of a goodly sort and help the party to gain their confidence. He will try to convince them to bring the item to him. Of course, he abandons the party as soon as he gets what he wants.

PERSONS AND GROUPS OF NOTE WITHIN THE CITY

There are a couple of main groups within Gaxmoor that vie with one another for control of the city. They have different leadership styles and tactics depending on who is in charge. Generally, the humanoids do not act cooperatively. Drinking is rife throughout the city and is a problem with all the separate bands. The CK should always take care not to overtax the party with an encounter area, and should take into account the patrols, foraging expeditions and other distractions to lighten the numbers which the party may face in any one area.



Here is a quick overview to assist you in “playing” these groups of evil humanoids.

BLACK FEATHER BAND: These mercenaries moonlight as brewers! The band is brewing bitter black beer and both the assorted goblin groups and the gnolls are purchasing their drink from them. Demand far exceeds the supply amongst these bands of evil scum and prices are high. These men are competitive businessmen and have few scruples. If the PCs can somehow convince them of the profitability of helping them, the band may agree. They are led by John of the Sure-Eye, (see Inner City, Site 27-28).

BONE CRUSHER CLAN (VEGG): This clan of hobgoblins is under new leadership since the attack on Gaxmoor. The old chief was killed in the assault. Vegg, his second in command, is now the chief. Vegg dresses in colorful scarves and pilfered finery. He is more interested in celebrating his new status than anything else. He is a hedonist in the extreme and pays little attention to organizing the clan, instead spending most of his time in the harem or drinking ale. The Bone Crusher clan reacts slowly to threats and have relatively low morale when faced with a determined foe. Vegg will ignore the PCs unless they force him to act; for example, if they attack his people several times he will be forced into action. The Bone Crusher clan will only cooperate with the Red Axe clan when it is an effort against the hobgoblins (see Inner City, Site 43-50).

DURN AND THE HOBGOBLINS: Durn is a small Hill Giant who leads a splinter band of hobgoblins. They tend to remain locked up in their two manor houses and drink Black Feather Stout (see Inner City, Sites 29 & 34).

EVANDER THE MAGE: Evander, the evil wizard and alchemist, has set up shop in the Inner City (see Site 19). He came with the invading army in hopes of discovering long lost secrets concerning arcana and potions. He has settled here in this quaint old ivy covered mansion.

FAIRCLAW, HALF GIANT/HALF RED DRAGON: He is still rather young, equivalent to a 13-year-old human in intellect. He considers himself a great playwright and takes great pleasure in roasting his critics. Fairclaw is an arrogant being, concerned solely with his own entertainment. He agreed to come with Harecules on a whim and soon became distracted by the Grand Theater. Fairclaw is like a spoiled adolescent who is very used to getting what he wants. If someone dissatisfies him, he will turn on them at the first opportunity with spells or his fiery breath. He does not immediately attack anyone approaching him unless they are an obvious threat (see Inner City, Site 36).

GNOLLS (HARRG AND CLASCH): The gnolls are split into two main groups: the bodyguards of Harecules, and Harrg's Band.

The larger group is in the palace with Harecules. They are his shock troops and resent their lowly position, but obey out of fear.

The other group is led by Harrg and Clasch from the Green Inn (see Inner City, Site 24). Harrg is an experienced warrior and a good leader. His band suffered heavy losses in the attack from the Governor's wizard. He is trying to manipulate the Red Axe clan and the goblins to get the best position possible in the city. He believes that he would profit from either group being sufficiently weakened, for he could then take over. The gnolls are not well organized and tend to enjoy the Black Feather Beer as well as Grond's ale too much. They are tenacious fighters and won't run unless the situation appears hopeless.

GOVERNOR: The Governor of Gaxmoor, Tyberius Mycellus Gelasius, is a refugee, along with his wife, staff and Imperial guards in the governor's palace. He hides in the lower cellars awaiting rescue. Tempros Granger is his chief guard. The Governor will enlist any aid he can to gain his freedom, but he will never divulge the whereabouts of the staff unless it is to someone he knows is good (see The Citadel, Location 11).

HARLAPP: Hobgoblin Warlord. Harlapp is sick with terror that he may be killed by his master, Harecules, for the failure in the assault on the Singing Siren. By the time Harecules could gather another force one of the several orc bands had come near. He had to put off the assault to watch out for the orcs.

As punishment for Harlapp's failure, the elite bugbear guards slaughtered every fifth hobgoblin in his command. Furthermore, their ration of Black Feather Stout is being withheld until further notice (see Inner City, Site 65).

HARECULES: Harecules is a trusted servant of Narrheit. His mother is the demoness Tracassa, and his father is the ogre magi, Saburo Sato. He was the original commander of the humanoid armies that attacked Gaxmoor. He quickly lost control of his cohorts when he began searching for the Staff of Urnus

Gregaria. He still commands a sizable army in the Citadel, accompanied everywhere by his two demons and an ettin (see The Citadel, Location 11).

JANIUS NUBIUS: Janius, a female elf, is slightly insane after seeing so many of her friends and family killed. She has reverted to an almost feral existence in the city (see Inner City, Site 55).

JOBU: Jobu the ogre worked for the Bone Crusher clan until Vegg took over. Vegg feared that Jobu was too powerful, so he purposefully slighted Jobu, hoping he would leave. Jobu did just that, by joining up with a small band of human brigands and their sorcerer. He also managed to recruit a splinter faction of goblins along with their shaman. This conglomerate of evil beings is relatively weak and therefore cautious. What they lack in numbers, they make up for with strong leaders. The group is alert and will look to ambush passersby using web and hold person spells and then rushing out to finish the job. Their morale is weak, and they will run if Jobu is killed (see Inner City, Site 32).

LAMESH RYHOLDEN: Lamesh Ryholden is an evil half-orc cleric who has broken from the alliance with Grond, the leader of the Red Axe orcs (Utzug the orc shaman replaced him). He seeks to create undead cohorts so that he may gain control over Grond and sacrifice Utzug to Narrheit, the god of chaos. Further, he wishes to bring the Red Axe clan of orcs to prominence under the guidance of his grim lord and away from the false worship of the orc gods (see Outer City, the Graveyard, Crypt XII).

LUCIUS MAXIMUS MAGERIS: A former mage of the Mageris family bound in his own crypt. He is a powerful lich who may be of some assistance to those who do him no wrong (see Outer City, the Graveyard, Crypt XIII).

PANCHMO: Panchmo is the leader of the bugbears. As such, he has been granted many privileges and his loyalty to Harecules is strong! Recently Harecules has given Panchmo a gift—the captured prisoner Colonel Tiberius, of the Imperial Guard. The cruel bugbear enjoys inflicting minor tortures on the Colonel, displaying him during meals and sporting events. Panchmo organizes goblin and hobgoblin bands to react to player assaults, using his own bugbear troops sparingly. Panchmo will have no compunction about losing goblins, but flees with the remaining bugbears if his personal troops are cut down below half their original number. If possible, he runs to Harecules, who puts him up in the Palace (see Inner City, Citadel, Location 11), where he attempts to exhort his beloved leader to counterattack (see Inner City, Sites 1-4).

If Panchmo's pet Gr'root (the owlbear) is killed, he flies into a murderous rage.

CK'S NOTE: If Panchmo loses most of his troops and manages to escape to the Palace, Harecules will treat him as a failure who should have died fighting. He will not have any friends or allies and should be played accordingly.

MUHROYDIANS: When the city engineers delved into the rock to build the diorama, they unearthed a nest of strange rat-

like men. When the spells of Urnus moved the city to the pocket dimension, it moved many of these creatures with it. They have been warring with the humans of Gaxmoor ever since. They are loosely led by Ro'dan, a wererat. The muhroydians worship the Obscene One, (see Inner City, Site 30).

RED AXE CLAN: This is a veteran orc war band from the Red Axe tribe. Their leader is a crafty warrior named Grond. Grond runs his war band like a well-disciplined military unit. They actively patrol their turf and keep vigilant guards at all times. They react to an attack quickly and use their resources wisely. In combat, their shaman targets spells on the strongest fighter and uses his wand to keep enemy wizards busy. Grond is in the city to get treasure and fame so he can go back and challenge the tribe leader. He is not opposed to working with the PCs to obtain his goals – of course, if they happened to die in the process though he wouldn't be too upset. The Red Axe clan will never cooperate with the Bone Crusher clan except to hold games with goblin prisoners (see Outer City, Areas 8, 9, 10 & 16).

SABURO, OGRE MAGI: Saburo is very old and wise and attends Harecules as a councilor. He takes great pride in the drive and cruelty of his offspring. Now that he has finally pried Harecules away from the distorted influence of his mother Tracassa, he believes the two can loot and pillage their way across the world together. It was Saburo who was responsible for discovering the way to bring Gaxmoor back into the world from its protective universe. He lusts after the power of the Staff of Urnus Gregaria. With the staff in his hands he will be able to lead his son to ever-new opportunities. Together they would use their power to rule over the lesser folk of the universe (see Citadel, Location 11).

THE SINGING SIREN: This tavern and inn is one of the last surviving bastions of the original inhabitants of the city of Gaxmoor. They continue to maintain a stubborn defense in hopes that the governor or some other Imperial forces will come to their rescue. The defenders consist of Sheila the Madam, Crystal the house physician, Brutus and Baragas the twin bouncers, Captain Larius of the Palace Guard, twelve human male patrons, and eight human female employees. This is an excellent place for the party to hole up, heal and regroup (see Outer City, Area 7).

SOBEKKI: These creatures are a primitive race of crocodilian humanoids. The people of Gaxmoor domesticated them to maintain the sewers and aqueducts in the city. Long ago, they took to dressing in clothing similar to the people of Gaxmoor (Ancient Roman style) and speaking the Imperial language. Since the return of Gaxmoor the sobekki are divided into two groups, one led by Hsithra, the other by Owriiss. Hsithra (see Outer City, Area 23) is friendly to humans and will aid the party. His group takes their duties very seriously and still repair the canal as necessary. Owriiss (see Outer City, Area 32) is the complete opposite, viewing any humans or demi-humans as food. His band has gone savage on the fringes of the city.



SNERG & FILCH: Panchmo's goblin leaders are twin brothers. These diminutive fellows rule the goblin horde by fear. They are cowardly, as most bullies truly are. They rarely lead the way into any battle unless forced to do so by Panchmo. Snerg and Filch are difficult to tell apart, both having flat faces, beady red eyes, and dark orange skin pockmarked with blemishes and warts (see Inner City, Site 64).

TRACASSA THE DEMONESS: Tracassa is the mother of Harecules and one time consort of Saburo Sato. She seeks to gain the Staff of Urnus Gregaria. She is trapped in the haunted villa (see Inner City, Site 59).

URNUS GREGARIA, LORD OF TRAVEL, HE WHO GUIDES THE WAY, PATRON OF GAXMOOR (LN): Urnus Gregaria was once a mortal who achieved god status through a life of adventuring. He was a bard of the highest repute and specialized in string instruments. His journey through life carried him to many foreign lands and into contact with druids and wizards. He was renowned for his ability to craft magical staves. Through heroism in service to the Empire he was granted a noble title by the Emperor in the city of Gaxmoor while he was still a mortal. Urnus therefore has a special connection to the city, and considered it his home despite his preference to be always on the move.

Organized worship of Urnus outside of Gaxmoor is uncommon, although bards and other travelers often pay him homage. His holy symbol is an Imperial eagle.

THE OUTER CITY

CK'S NOTE: The outer ring and walled portions of the city have many different factions of humanoids competing for supremacy. The evil creatures will almost assuredly defeat any low level group that is rash enough to attack head-on. If the party is wise, they can use each humanoid leader's own vanity and greed to their own advantage. If a humanoid leader perceives the PCs as a powerful force that can be used against other factions in the city, they might propose an alliance. Of course, the humanoids are evil and will look to take advantage of the party, never hesitating to backstab or desert them if it is beneficial to their cause.

THE TANNERY

The tannery and slaughterhouse are in the southwest corner of the Gaxmoor map. It was placed in the module to provide the characters with access to several valuable spell components. No encounter was created for this establishment, but if the game is running slowly, then this may be where the group has a run-in with an ankheg (for full details see The Tannery, p. XX)

ANKHEG (*Unaligned Large Monstrosity*) HP 39 (HD 6d10+6), AC 14, Spd 30ft, 10ft (burrow). Str 17 Dex 11 Con 13 Int 1 Wis 13 Cha 6. Perception 11 (+1). Bite +5 (2d6+3 plus 1d6 acid and grappled (escape DC 13); ankheg can only bite grappled creature and at disadvantage); acid spray (recharge 6; 30ft line, 3d6 acid, Dex DC 13 half). SA Darkvision 60ft, tremorsense 60ft.

AREA 1: GRIMHELLA THE WITCH

All around the city, you see jumbled streets of wooden shacks covered with earthen sod roofs, the former homes of the common peasants. Most of these are tumbled ruins, but one building ahead of you seems to be held up by its two neighboring buildings. The door is still on its hinges, and a thin curl of smoke slowly wafts through a hole in the roof. You notice several old bones, which look vaguely humanoid, lying about.

This is the home of the witch Grimhelda. She is an original inhabitant of Gaxmoor. Grimhelda dabbles in alchemy and brewing potions. To this end, she needs many rare ingredients and equipment to do her research. In the attack, her laboratory was looted, and much was destroyed.

She has thus far survived the chaos by hiding and sometimes collaborating with the various humanoid factions that have assailed Gaxmoor. Grimhelda is a self-centered individual who attempts to use the party to her advantage. She speaks kindly to the PCs, using a persona like a benevolent aunt to befriend the group and get a feel for their alignment and purpose for being in Gaxmoor.

Grimhelda does have a few magical brews that she managed to save from the invaders. She is willing to trade with the PCs for items that she needs to make potions and other magic items. Grimhelda covets gems and jewelry. She may be interested in trading a potion for a particularly regal or noble piece (at least 1,000 gp value). She is not above attempting to steal from

the party, or swindle them. She is intelligent enough to plan any such attempt in advance. She casts a disguise self spell prior to any attempt and will strike while the party is resting or distracted.

If need be, Grimhelda can be used to direct the party to certain areas of the city in search of rare ingredients for her potions. She can pay the group with information, scroll writing components (which are very difficult to come by in Gaxmoor) and, of course, simple potions. Use your discretion as CK as to how much she will interact with the PCs.

CK'S NOTE: Grimhelda is particularly jealous of Evander the wizard (see Inner City, Site 17). He has an extensive laboratory and herb garden that she wants for her own. Grimhelda describes him as a powerful servant of evil who came to Gaxmoor recently with the invading humanoids. She would love for the PCs to destroy him, but she cautions them that Evander is a potent enemy who will not be easily defeated. She won't be willing to go along on any attack against him unless she believes that the PCs are vastly more powerful. Even then, she takes very little risk and seeks to gain the best magic items for herself.

Grimhelda relies on Remus, her worg companion, to keep attackers away while she casts spells. She will absolutely flee if necessary. Remus is trained to wait nearby and circle around to the rear of anyone approaching her. If she signals, or if the PCs make a threatening move toward her, he will attack from the rear.

DESCRIPTION: Grimhelda wears fashionable clothes that accent her attractive appearance. She often wears a long white linen dress slit high on both sides with gold trim. She adorns her arms with golden armbands shaped like vipers with ruby eyes (2,500 gp value each). Her long, jet-black hair is kept away from her face by a slim golden tiara (500 gp value).

GRIMHELLA (CN human wizard 7/rogue 3) HP 51 (HD 7d8+3d6+10), AC 14, Spd 30ft. Str 10 Dex 15 Con 13 Int 17 Wis 11 Cha 12. Perception 18 (+8). Arcana +6, Religion +6, Stealth +10, Thieves' Tools +6. Sv: Int +5, Wis +2. Dagger +7 (1d4+4; returns when thrown). Sneak Attack, Thieves' Cant, Cunning Action, Mage Hand Legerdemain, Displacement (bonus action, opponents have disadvantage on attacks; ends if illusionist takes damage or can't move; recharges after casting illusion spell of 2nd level or higher). Spellcasting: Cantrips – acid splash, blade ward, dancing lights, friends, mage hand, minor illusion, prestidigitation, ray of frost; 1-level (7 slots) – chromatic orb, color spray, disguise self, illusory script, mage armor, silent image, sleep; 2-level (3 slots) – alter self, invisibility, mirror image 3-level (3 slots) – major image, phantom steed; 4-level (1 slot) – greater invisibility. She possesses an amulet of natural armor (+2), a +1 dagger that returns when thrown, a ring of animal influence, a potion of hill giant strength, a potion of greater healing, a potion of healing, and a potion of resistance (poison). In her lair she has stolen wizard spellbooks with 8 x 1st level spells, 8 x 2nd level spells, 6 x 3rd level spells, 4 x 4th level spells, 3 x 5th level spells, and 1 6th level spell

OWL FAMILIAR (*Unaligned tiny beast*) HP 1 (HD 1d4-1), AC 11, Spd 5ft, fly 60ft. Str 3 Dex 13 Con 8 Int 2 Wis 12 Cha 7. Perception 13/18(+3/Adv.). Stealth +3. Talons +3 (1 dmg). SA Flyby (doesn't provoke opportunity attacks), darkvision 120ft, keen hearing and sight (adv. on Perception hearing and sight).

REMUS, WORG COMPANION (*NE large monstrosity*) HP 26 (HD 4d10+4), AC 13, Spd 50ft. Str 16 Dex 13 Con 13 Int 7 Wis 11 Cha 8. Perception 19(+4/adv.), darkvision 60ft. Bite +5 (2d6+3). Keen senses (Advantage on Perception), trip (on successful bite, victim knocked prone; Str DC 13 neg.)

AREA 2: SMALL BUSINESS SECTION

Here, amongst the rubble stand the remains of two stores that appear structurally sound. Both lean against the back of each other. They were once boarded up but have since been broken into. They look relatively safe and both seem accessible from the torn cloth and ripped skins that someone has used to cover the windows.

The southern building has the remains of wood strips, strips of metal, and a few loose nails spread about. You see several destroyed barrels that once were the pride and joy of the establishment. Whoever was here, before you, destroyed anything that may have held anything; even the tools of the tradesmen seem to have been taken.

A connecting door leads to the other shop behind this one, but the top of the doorway is cracked and pressing down on the door itself. If anyone tries forcing open this door, searches the walls for hidden compartments, or even worse, smashes any part of the internal structure, the building will collapse along with the northern adjoining shop. All PCs in the area must make a Dexterity save (DC 16) or suffer 1d6 damage.

The northern shop leans noticeably on its partner. If you climb inside, you see that it once was a potter's business. Pottery shards litter the store.

The only non-destroyed item here is the potter's wheel, still upright on the earthen floor. Underneath the wheel, buried in the ground, is an urn. Inside the urn are 24 sp and 3 gp. If the urn is broken, the party finds four (50 gp) gems worked into the pottery.

AREA 3: THE CITY TRASH HEAP

A faint trail of smoke rises from the center of a small wooded area. As you cautiously move closer, you see a circle of trees surrounding a large pit, approximately 120 feet in diameter and at least 20 feet deep. Smoke lazily wafts upward in the breeze from the smoldering pile of rubbish located at the bottom of the pit. A pathway curves down the walls of the pit, and you believe that it can be negotiated safely with a proper amount of caution.

All sorts of rubbish lies within the depression as well as assorted carrion creatures that thrive on the waste. Within the trash is a large constricting snake. The snake attacks the party if they enter the rubbish heap.

CONSTRUCTOR SNAKE (*unaligned L beasts*): HP 12 (HD 2d10+2), AC 12, Spd 30ft/30ft (swim). Str 15 Dex 14 Con 12 Int 1 Wis 10 Cha 3. Perception 10. Bite +5 (1d6+2) or constrict +4 (1d8+2 / round, target grappled and restrained. DC 14 neg). SA blindsight 10ft.

After dealing with the snake, the PCs may search through the rubbish heap. Roll a d12 to see what they can locate in one minute of searching. Any number rolled twice means they failed to find anything of note.

- 1 **Broken Pottery.** A fine black urn depicting maidens carrying jugs on their shoulders.
- 2 Smoldering, partially burned carpet.
- 3 Body of murdered craftsman. Hidden in his money belt are 5 pp.
- 4 Giant two-headed rat (see Appendix B: New Monsters).
- 5 Ancient wooden box (9" x 9" x 12") inlaid with geometrical shapes. A successful intelligence (investigation) check (DC 16) means the character discovers the secret trick to opening it. Inside is dust of disappearance (3 applications). Carelessly breaking open the box immediately wastes 1-3 applications, instantly making the hacker invisible—and undoubtedly alarming the rest of the PCs!
- 6 Two giant two-headed rats (see Appendix B).
- 7 **Dead leper's body.** Make a constitution save (DC 14) or contract disease.
- 8 Broken empty chest.
- 9 Dirty and dented bowl (actually silver and worth 20 gp). The bowl is etched with many eldritch symbols around the edge. It was used by an alchemist in Gaxmoor to mix potion ingredients and would be worth 100 gp to an alchemist.
- 10 Fifty feet of thick horsehair rope. The rope is somewhat weakened, and if more than 300 pounds of weight is applied on the rope, it will break. A careful examination of the rope reveals the flaw.
- 11 **Moldy Book.** Thick leather bound cover with brass clasps. The book contains the work of Erzius, an ancient master of literature. His works have been mostly lost over the centuries. The book is worth 5,000 gp to a sage studied in ancient theater or literature. Fairclaw or the Governor may recognize its value and be kindly disposed towards anyone who gives it to either one of them.
- 12 Ten foot ladder missing two rungs.

AREA 4: THE GRAVEN IMAGE SHOP

You see a solid two-story structure before you. Next to the shop are three large blocks of alabaster stone, one of which seems to have been partially chiseled away. The chiseled stone shows the face of an aged woman with a serene look on her face. The work appears to have been abandoned some time ago, as evidenced by bird droppings on it. The front door to the shop has been ripped off its hinges and lies broken near the entrance. The light streaming into the shop reveals many motionless figures within.



This shop is filled with statuary. Some of the smaller pieces have been vandalized, their appendages smashed off and placed loosely on other statues in some sort of crude attempt at humor. One section of the store is filled with statues in various stages of completion; most are of humans, presumably citizens of this ill-fated city.

The other side of the store is dedicated to statues of the deities. One particularly obese demonic statue has been placed in the corner and has bloodstains, and the well-gnawed remains of victims are piled all about it. If anyone pushes aside the pile, they will find a pit dug in front of the statue, and it is filled with offerings of rotten food.

As the party investigates, the stairs sound with the reports of many feet, and a small troop of muhroydians come barreling down.

There are 11 regular muhroydians and the grossly fat Grome, a muhroydian priest, who is the last one to lumber down the steps. He has filthy tattered robes draped about his gargantuan figure, and a necklace of tiny skulls hung around his neck. The regular muhroydians will hurl darts at the PCs and the priest casts a hold person spell.

GROME, MUHROYDIAN PRIEST (*LE Small Humanoid*) HP 25 (HD 3d8+12), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft

and advantage on attacks), Naturally stealthy (advantage on stealth). Spellcasting (Wisdom; DC 12, +4 attack; 0-level: detect magic, first aid, thaumaturgy. 1st level – bane, cure light wounds, protection from good, sanctuary 2nd level – hold person, spiritual weapon). He possesses a pieced together suit of leather armor, a poorly maintained small scimitar, a bone holy symbol, 2 clerical scrolls (comprehend languages and cure light wounds), a pouch with one application of dust of illusion, and 13 gp, 6 sp, 9 cp.

MUHROYDIANS, 11 (*LE Small Humanoid*) HP 8 (HD 1d8+4), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft and advantage on attacks), Naturally stealthy (advantage on stealth). They possess cobbled-together armor, their weapons, and 5 cp each.

The offering pit has the following items: A small bag of holding (250 lb. max equals 15 lb.) full of rotting meat, 345 gp, and 745 sp. The bottom of the pit is covered with large boulders. If these are removed, it reveals a tunnel to the grain silos.

AREA 5: THE SCARED CHILD

As you walk through the ruined peasant hovels, you hear something shift in the rubble to the south. The noise seems to come from a house that appears very unstable and could easily crash down at any moment.

Everyone in the party should make a Wisdom (perception) check (DC 15). If successful, they spy the young “child.”

As you quickly look over trying to discover the source of the disturbance, you catch a glimpse of what appears to be a small child hiding in the rubble.

This is actually the home of a resilient halfling, Haltho Briarfoot. He has been lying low since the attack on Gaxmoor and is looking for a way to escape. Haltho asks the party to escort him away from the city and direct him to the nearest town. In return for their aid, he tells them about the city, as well as gives them a necklace of 32 pearls (3,200gp), which he managed to garner before war came to Gaxmoor. If they ask what he did, he will tell them that he worked for Jaelius, an herbalist and merchant. Jaelius manufactured and distributed the skysmoke for the sobekki. Jaelius had a shop within the walls of Gaxmoor. Haltho can draw them a basic map of the city, and lets them know he thinks that the survivors are making a stand at his favorite spot, the Shapely Siren.

HALTHO BRIARFOOT (*N small halfling*) HD1d8 (HP 4), AC 11, Mv 25ft. Str 10 Dex 12 Con 10 Int 10 Wis 10 Cha 11. Perception 10. Stealth +3, Sleight of hand +3. Short sword +3 (1d6+1) or hand crossbow +3 (1d6+1). SA Lucky (reroll 1's), Brave (advantage vs. frightened), Nimbleness (move through oc-

cupied spaces), *Stealthy* (hide behind larger creatures). He wears a suit of leather armor, carries a short sword, a light crossbow, a case with 12 bolts, basic traveling gear, 10 gp and 30 sp.

CK'S NOTE: If the party has lost a character, then this encounter could be used to add a new halfling character. Allow the player to roll up the halfling, choosing the class, weapons, etc.

AREA 6: THE OVERGROWN RUINS

The buildings here are a total ruin, but, at some point, the locals must have grown raspberries, for there are tangled patches of these thorny bushes, covered in large bunches of succulent berries.

The patch is home to a warren of rabbits, and if the players have some way to enter, or scare out any of the rabbits, then food can be obtained here.

AREA 7: THE SINGING SIREN TAVERN & INN. (SEE MAP, P. XX)

A white marble structure, in remarkably fine condition, dominates this portion of the city. The entryway is grand, with wide stairs leading gently upward between three rows of pillars ending in carved oaken double doors. Airy upper floor balconies are plentiful, all facing away from the city proper. The walls and pillars are carved and painted with colorful scenes of mermaids, all scantily dressed in scarves and lace, beckoning the traveler to enter these friendly confines.

This is one of the last surviving bastions of the original inhabitants of the city of Gaxmoor. When the humanoid raiders fell upon the city, those who were visiting here, along with the guards, barred the doors. The doors and shutters are all of strong wooden construction, reinforced with bronze bands. The defenders put up a vicious defense against the swarms of humanoid invaders and managed to hold them off. All the people holed up at the Singing Siren speak only the ancient Imperial tongue, except for Madam Sheila, who speaks a few words of several demi-human languages. The upper balconies are barricaded in defense against the occasional gargoyles attacks. The defenders of the Singing Siren know of the caverns and believe that the gargoyle plague resulted from opening up an entryway to the caverns. The patrons also witnessed the storming of the city and can inform the adventurers of the various evil humanoids who assaulted Gaxmoor. They continue to maintain a stubborn defense in hopes that the governor, or some other Imperial forces, would soon come to their rescue.

CK'S NOTE: Gargoyles have been rising from the sewers via the abandoned cisterns and wells in the inner city and terrorizing any and all in Gaxmoor.

The defenders consist of Sheila, the Madam; Crystal, the House Physician; Brutus and Baragas, the twin bouncers; Captain Larius of the Palace Guard; twelve human male patrons; and eight human female employees.

The Singing Siren Tavern and Boarding House

<p>Breakfast, Dessert & Snacks</p> <p>Sausage Gravy 3cp Biscuits and horshack 10cp Fried Eggs 5cp Black Bear Bacon Strips 5cp Hotcakes 15cp Bacon, Eggs and Hotcakes 2sp 2sp Black Pudding w/ fried bread 1sp Biscuits 5cp Apples and Seasonal Berry Platter 2sp Fresh Bread Loaf 2sp Day Old Bread Loaf 15cp Fresh Baked Fruit Pie 1gp Seasonal Dry Roasted Dogs Free Deer Jerky (1/2 lb) 10cp Dried Fruit Plate 1sp</p> <p>Light Meals</p> <p>Bread and Broth 1cp Cabbage Soup 1cp Large Cheese Wedge 5cp Carrots and Leeks Soup w/ Bread 1sp Bread and Cheese Plate 1sp</p> <p>Hearty Meals</p> <p>Vegetable Beef Stew 3cp Minced Meat Pie & Ale 5cp Bread and Meat 2sp Black Pudding w/ fried bread 1sp Spiced Lamb Shanks 1gp Black Bear Steak & potatoes 2gp</p> <p style="text-align: center;">All you can Eat Roast Beast (Catch of the Day) 3gp</p>	<p>Beers, Wine & Other Libations</p> <p>Boomer Ale 2sp Basilisk's Venom 2cp Blitzerfang's Bite 2sp A-Light-in-the-Dark 2sp Grey Fog 2sp Mermaid's Dive 2sp Crimson Whip 2sp Pluto's Frozen Heart 2sp Ole Dwarven Stout (Ale) 3sp Pale Horse Ale 3sp Avery Elysium Ale 5sp La souris grise (The Gray Mouse) 5cp Ornac's Fury - Spiced Mead 1gp Eldolic Ambrosia of the Twilight Blues 1gp Martin's Mind Braser 1gp (Wine prices are for cup & bottle)</p> <p>Britannium Wines Red/White 5sp / 3gp Nash's Trunk Cherry Wine 7sp / 4gp Kathy's White (local Caplyma bottle only) 8sp Night Elf Dark Red 1gp / 6cp Goats Milk 2cp Dr. Poppys Spicy Pepper Drink 2cp Coffee Black 3cp Smugglers Coffee 1gp Red Devil Whiskey - 1 shot 7gp</p> <p>Lodging per Night</p> <p>Floor of the Common Room 5sp Average Room 8sp</p>
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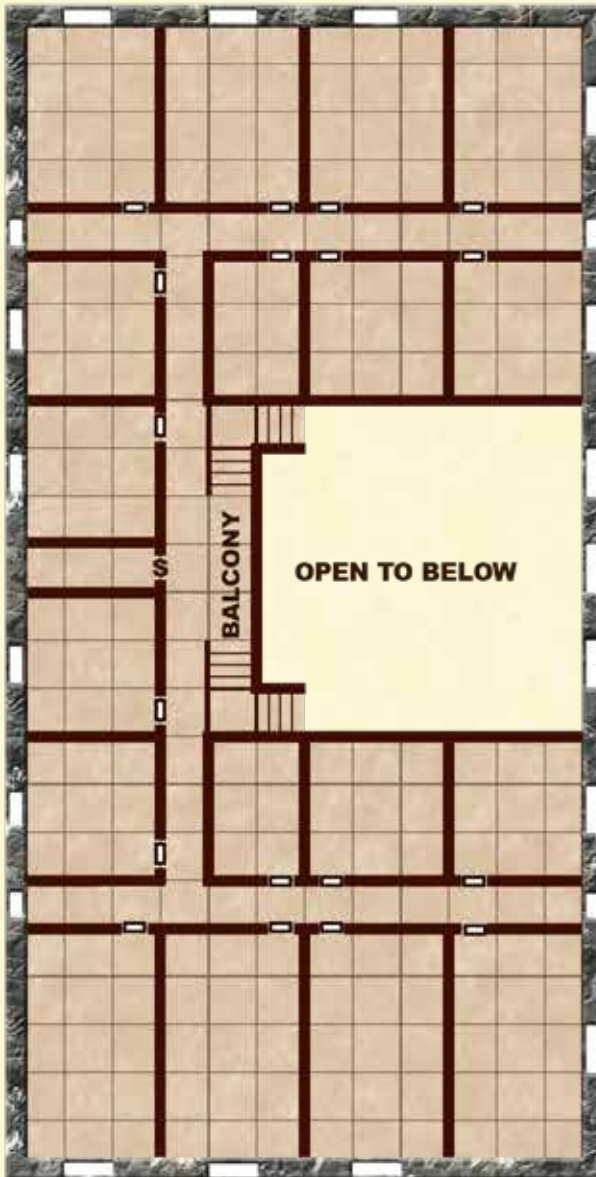
SHEILA THE MADAM (CN Human Rogue 6) HP 21 (HD 6d8+6), AC 15, Spd 30ft. Str 8 Dex 17 Con 12 Int 10 Wis 13 Cha 14. Perception 13(+3). Acrobatics +6, Persuade +5, Sleight of Hand +4, Stealth +6. Sv: Dex +4, Int +2. Dagger +5 (1d4+3). SA Sneak Attack +1d6, Cant, Cunning Action, Fast Hands, Second-Story Work, Uncanny Dodge, Expertise. She possesses 5 rings: gold/blue topaz (115 gp), gold/turquoise (90 gp), gold/moonstone (160 gp), gold/zircon (180 gp), silver/pearl (105 gp), 3 bracelets: small gold loop (10 gp), small gold loop/moonstone (150 gp), finely wrought gold (50 gp), 2 sets of earrings: gold with silver inlay (25 gp), silver/bloodstones (195 gp), 2 necklaces: gold rope with gold heart (220 gp), gold with gold and platinum medallion (420 gp), silk with blue quartz slippers (185 gp), an expert-made jeweled dagger (600 gp), and a potion of clairaudience / clairvoyance. Sheila worships Aphrodite).

CRYSTAL THE HOUSE PHYSICIAN (N human cleric (Bast) 5) HP 29 (HD 5d8+6), AC 16, Spd 30ft. Str 11 Dex 14 Con 12 Int 16 Wis 14 Cha 18. Perception 12(+2). Deception +6, Persuasion +6, Religion +5. Sv: Int, Cha, Wis. Light mace +4 (1d6+2; 10ft/30ft). SA Channel Divinity (1/rest: Turn Undead (destroy CR 1/2), Preserve Life (heal 25 hp to targets in 30', divided as she wishes)), Improved healing (healing spells cure extra 2 + spell level hit points). Spellcasting (Save DC 12; +4 attack) Cantrips - guidance, resistance, sacred flame, thaumaturgy; 1-level (4 slots) - bless, command, cure wounds, detect evil and good, sanctuary, shield of faith; 2-level (3 slots) - calm emotions, hold person, lesser restora-

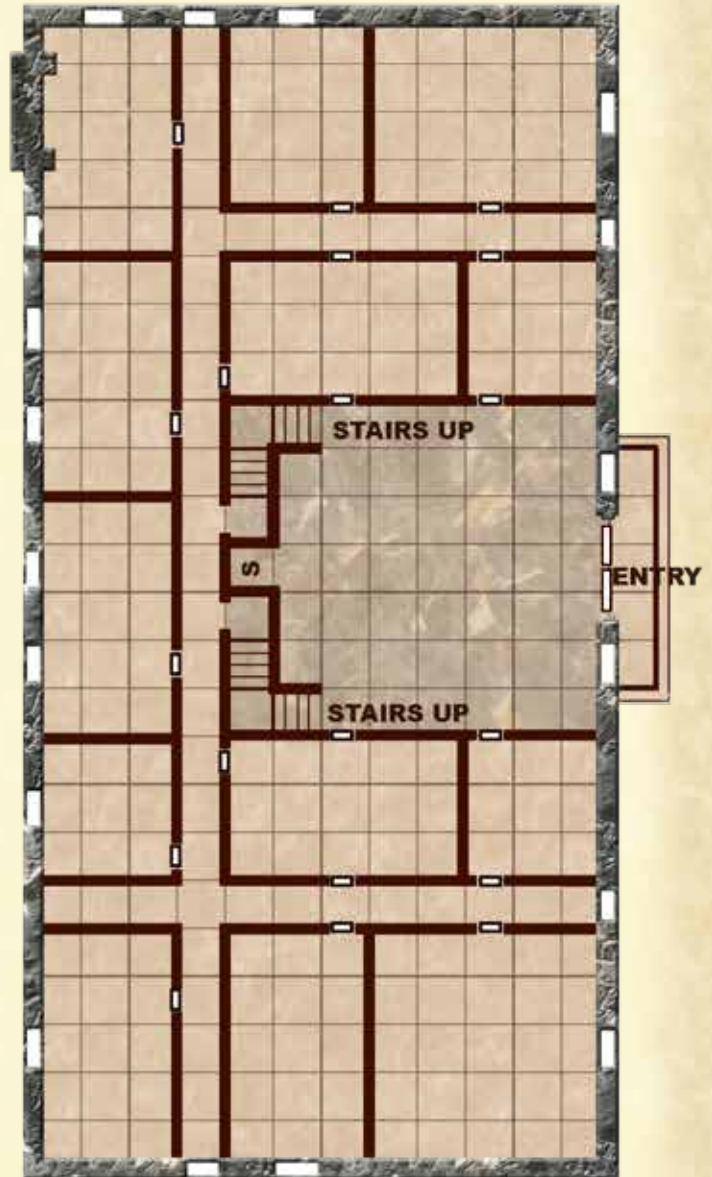
THE SHAPELY SIREN

NOTES

The secret door under the steps leads to a passage connecting the Shapely Siren with the Guard Barracks inside the Inner City (Location 12)



SECOND FLOOR



GROUND FLOOR

tion, prayer of healing, spiritual weapon; 3-level (2 slots) – Beacon of hope, create food and water, remove curse, revivify. She possesses a robe with a cowl, an expert-made light mace, 3 scrolls: #1 has three spells (purify food/drink, create water, light), #2 has three spells (light, detect evil and good, cure wounds (1st level)), #3 has two spells (bless, cure wounds (1st level)), 5 potions: 3 x healing and 2x resistance, assorted scroll components such as inks, scroll paper, quills and cases, physician's healer's kit and herbs.

BRUTUS AND BARAGUS, IDENTICAL TWINS (N Human Fighters 5) HP 35 (HD 5d10+5), AC 15, Spd 30ft. Str 16 Dex 15 Con 12 Int 10 Wis 10 Cha 13. Perception 13 (+3). Athletics +6, Insight +3, Intimidation +4. Sv: Str +6, Con +4. Bronze long sword +7 (1d8+4) or light crossbow +6 (1d6+2). SA Defensive Fighting, Second Wind (d10+5; 1/rest), Action Surge (1/rest), Crit on 19-20, Extra attack. They each wear studded leather armor and have an expert bronze long sword (+1 nonmagical), light crossbows, and 12 bolts. Brutus has a potion of fire giant strength, and Baragus has a potion of aid. They each have an opal encrusted arm band (650 gp).

CAPTAIN LARIUS (LN Human Fighter 7) HP 45 (HD 7d10+7), AC 19, Spd 30ft. Str 16 Dex 15 Con 12 Int 10 Wis 10 Cha 13. Perception 13 (+3). Athletics +6, Insight +3, Intimidation +4. Sv: Str +6, Con +4. Bronze long sword +8 (1d8+5) or Javelin of Lightning +5 (1d6+4d6 lightning, plus all in 120' line DC 13 Dex save; 4d6 or half on success). SA Defense, Second Wind (d10+5; 1/rest), Action Surge (1/rest), Battle Master, Extra attack. Superiority Dice (d8) 5, Student of War, Know Your Enemy. Manuevers: Rally, Commander's Strike, Pushing Attack, Manuevering Attack, Riposte. He wears a bronze breastplate, carries a large bronze shield and a bronze long sword, and his javelin of lightning. Tucked into his tunic is a potion of greater healing. He wears a silver neck chain and medallion (500 gp), and carries 23 gp, 6 pp, and a citrine (50 gp) in a belt pouch.

HUMAN MALE PATRONS (N Medium Human): HD 1d8 (HP 4), AC 14, Mv 30ft. Str 12 Dex 12 Con 10 Int 10 Wis 10 Cha 10. Perception 10. Short sword +3 (1d8) or dagger +3 (1d4+1/10ft). They wear studded leather armor, carry small wooden shields, bronze long swords, daggers, and have 2 gp each.

The eight female employees have no combat skills, although if a player wishes to start as a cleric (due to losing a previous character), Crystal has trained one and a new character can be generated.

CK'S NOTE: A secret passage exists between the Singing Siren and the Royal Guards Barracks (see Inner City, Citadel, Location 12).

As one of the few surviving establishments in Gaxmoor the Singing Siren serves as a place of refuge, to regroup and heal for many adventurers and travelers in the Lost City. Presently any 1, a few or all of the following NPCs are in the tavern.

Note: For a complete write up on each of these None Player Characters Refer to Appendix D The NPCs of the Singing Siren.

LAGFAERA

Lagfaera stands 5' tall, with a physique leaner than most Duergar. He maintains a long white beard reaching his chest. His skin is dark gray. His shaven head highlights a calculating gaze that is disconcerting, black irises nearly eclipsing the white of his intelligent eyes.

LAGFAERA (LG Medium humanoid (duergar) HP 120 (16d8+48), AC 16, Spd 35 ft. Str 13 Dex 18 Con 17 Int 10 Wis 16 Cha 8. Perception 21 (+11). Sv Dex +8, Int +4. Short Sword +8 (1d6 + 4) or Custom Crossbow +8 (1d10+4+1, range 100/400ft.; no disadvantage to attack while in sunlight when using this weapon), Sneak Attack (6d6 bonus). SA Darkvision 120 ft., Duergar Resilience (advantage on saves vs. poison, spells, illusions, and vs. being charmed or paralyzed), Cunning Action (take Dash, Disengage, or Hide action as a bonus action), Evasion (vs. Dexterity saves that allow half damage, take no damage on a success, or only half damage on a failure), Skirmisher (move up to 15 feet as a reaction when enemy ends its movement within 5 ft.), Sunlight Sensitivity (disadvantage on attack rolls, Perception checks that rely on sight while in sunlight). Challenge 5 (1,800 XP).

BART "BEER CHEESE SOUP" MILLER

Bart normally appears in human form, albeit larger than any normal human, but he is actually made of living beer cheese soup liquid. He can move or take actions while assuming this boldly pungent, liquid form.

BART "BEER CHEESE SOUP" MILLER (unaligned Large beer cheese elemental) HP 100 (HD 10d10), AC 10, Spd 30ft. Str 10 Dex 10 Con 10 Int 10 Wis 10 Cha 10. Perception (0). Sv+10 to all. Multiattack (2 cheese claws), Cheese Claw +2 (1 damage). SA Immune to damage or effects from cheese-based weapons or spells, Vulnerable to brad-based weapons and spells, Cheese Rage (create 9 copies of himself for 1d10 min). Challenge 0 (10 XP).

EELAYDRICK O'BRYENZ

Eelaydrick has a wiry, lithe frame and build, standing 5'7" and weighing barely 170 pounds. He has long, dark brown hair, and bright blue-grey eyes. His smile comes across as disarming and sometimes misleadingly innocent.

EELAYDRICK O'BRYENZ (NG Medium humanoid (human)) HP 38 (HD 7d8+7), AC 15, Spd 30 ft. Str 12 Dex 16 Con 12 Int 14 Wis 14 Cha 16. Stealth +7. Perception 16 (+6). Multiattack (two short swords), Short Sword +5 (1d6 + 3) or Longbow +5 (1d8+3, range 150/600ft.), Sneak Attack (4d6). SA Fancy Footwork (if he makes melee attack against creature, that creature can't make opportunity attacks against him), Fast Reactions (adds Cha and Dex to initiative checks), Cunning Action (Dash, Disengage, or Hide as a bonus action), Uncanny Dodge (reaction to take half damage from an attack), Evasion (vs. Dex saves for half damage, save equals no damage, failure equals half damage). Challenge 3 (700 XP).

JACHIN SOLOMON

Although half-human, Jachin favors his elven heritage with grey-silver eyes, attractive, narrow facial features, and a lithe figure. His long, dark brown hair and light beard are all that's suggestive of a human side.

JACHIN SOLOMON (N Medium humanoid (half-elf) HP 66 (HD 12d8+12), AC 16, Spd 30 ft. Str 8 Dex 18 Con 12 Int 10 Wis 14 Cha 20. Sv Dex +7, Cha +8. Rapier +7 (1d8+4) or Longbow +9 (magical longbow +2, 1d8+4+2, range 150/600ft.). SA Darkvision 60 ft., Fey Ancestry (advantage on saves vs. being charmed, immune to magical sleep), Spellcasting (spell save DC 16, +8 to hit with spells; Cantrips: friends, mage hand, minor illusion, true strike; 1st-level (4 slots) friends, mage hand, minor illusion, true strike; 2nd-level (3 slots) calm emotions, enthrall, suggestion; 3rd-level (3 slots) dispel magic, fear; 4th-level (3 slots) charm monster, greater invisibility; 5th-level (2 slots) dominate person, hold monster; 6th-level (1 slot) mass suggestion, Words of Terror (requires 1 minute alone, DC 16 Wis save or humanoid becomes frightened for 1 hour), Countercharm (30 ft., listening allies have advantage on saves vs. charmed or frightened). Challenge 7 (2,900 XP).

BRUCE THE BASHER

Bruce is 3'5" tall with the typical green one expects of a goblin. The main difference is that Bruce keeps himself well-groomed with a clean-shaved head and a massive reddish-brown handlebar mustache, which he twists when thinking or nervous. He is of noble birth, and his beer belly attests to that fact. He wears tan leather knee high studded boots that fold over at the top, and his gloves match with studded knuckles. He completes his appearance with his favorite pair of tight black pants, unbuttoned white linen shirt, and a garish red sash tied to his left side. He doesn't go anywhere without his wicked, studded, two-handed club (akin to how oni are often depicted).

BRUCE THE BASHER (N Small humanoid (goblinoid) HP 78 (HD 12d6+36), AC 16, Spd 40ft. Str 18 Dex 16 Con 17 Int 8 Wis 12 Cha 13. Perception 14 (+4). Sv Str +7, Con +6. Multiattack (two greatclub attacks), Greatclub +7 (1d8+4). SA Darkvision 60 ft., Spirit Seeker (cast beast sense and speak with animals only as rituals), Feral Instinct (advantage on initiative checks, can use his surprise turn to enter a rage), Goblin Fury (inflict 12 bonus damage against M or larger creature, recharges after rest), Agile Escape (Disengage or Hide action as a bonus action), Reckless Attack (attack recklessly grants advantage on melee weapon attacks with Strength, but grants foes advantage on attacks against him until his next turn), Relentless Rage (DC 10 Con save if drops to 0 hp, drops to 1 hp instead), Rage (advantage on Strength checks and saves, +3 melee weapon damage, resistance to bludgeoning, piercing, and slashing), Brutal Critical (rolls three weapon dice on a critical hit). Challenge 8 (3,900 XP).

JÖRÐ LIIFÁST DAUÐA

Jörð is an adult male dwarf of average height and weight with pale skin, dark eyes, and dark hair with a beard that reaches down to the middle of his chest. His clothes are unkempt, slightly frayed, and look to have not been washed in quite some time.

JÖRÐ LIIFÁST DAUÐA (LN Medium humanoid (dwarf)) HP 35 (HD 5d8+10+3), AC 16, Spd 25 ft. Str 14 Dex 13 Con 14 Int 10 Wis 16 Cha 8. Perception 13 (+3). Warhammer +4 (1d8+2) or Handaxe +4 (1d6+2, reach 5 ft. or range 20/60ft.). SA Darkvision 60 ft., Dwarven Resilience (advantage on saves against poison, resistance to poison damage), Spellcasting (DC 13, +5 to hit with spells), Cantrips: light, sacred flame, resistance, spare the dying; 1st level (4 slots): bless, cure wounds, protection from evil and good; 2nd level (3 slots) augury, lesser restoration, spiritual weapon; 3rd level (2 slots) dispel magic, spirit guardians. Challenge 2 (450 XP).

BRAELUN WARTOOTH

Braelun is a blue-eyed dwarf standing 4'6" and weighing 160 lbs. He wears his red hair long and is fond of his impressive beard. Ornate metal caps decorate the ends of his mustaches. He shows tremendous pride in his elaborate plate armor, and he keeps its steel pristine and as well maintained as possible. He handles his shield with ease, almost as if it were an extension of himself.

BRAELUN WARTOOTH (LN Medium humanoid (dwarf)) HP 75 (HD 10d8+30), AC 20, Spd. 25 ft. Perception 15 (+5). Str 18 Dex 11 Con 16 Int 10 Wis 14 Cha 11. Multiattack (two battleaxe attacks), Battleaxe +8 (+1 flaming battleaxe, 1d8+4 plus 2d6 fire, or 1d10+4 plus 2d6 fire when wielded with two hands). SA Darkvision 60 ft., Dwarven Resilience (advantage on saves against poison, resistance to poison damage), Improved Critical (crit on 19-20), Action Surge (take one additional action, recharges after short or long rest), Second Wind (bonus action to regain 1d10+10 hp, recharges after short or long rest), Indomitable (reroll failed save, keep new roll), Defender (as a reaction, attack against ally within 5 ft. of him has disadvantage). Challenge 7 (2,900 XP).

AKMENOS BELOS

Standing six feet tall and weighing 190 pounds, Akmenos has a muscular build. His tiefling bloodline traces through his father back to a distant incubus. Hence, Akmenos is devilishly handsome and charismatic. Rather than the the boney, jagged jawline common to male tieflings, his face is angular with sharp cheek bones and features. He has short, black hair and a trimmed, black beard. His blue eyes come from his human mother. Small devil horns poke up through his tussled hair from his upper forehead. His tail is slimmer and longer than most tieflings, and he has limited control of it.

Akmenos is quite a sight in his magical full plate armor. The shining, silvery armor is form-fitting. It fully encases him, including his tail, and is flexible, allowing full range of motion. His closed helm is shaped to accommodate his horns, with the helmet's stylized horns larger and more apparent than his real

ones. His shield features a silvery surface embossed with the holy symbol of his deity.

AKMENOS BELOS (LG Medium humanoid (tiefling)) HP 110 (17d8 +34), AC 21, Spd 30 ft. Str 16 Dex 14 Con 14 Int 12 Wis 14 Cha 18. Perception 21 (+6). Sv Wis +6, Cha +8. Multi-attack (any two weapon attacks), +3 Holy Avenger Longsword +10 (1d8+3+3 plus 2d10 vs. fiend or undead) or Longbow +6 (1d8+2, range 150/600ft.). SA Darkvision 60 ft., Resistant to fire, Aura of Courage & Devotion (Akmenos and allies within 10 ft. can't be frightened or charmed), Aura of Protection (Akmenos or ally within 10 feet gains +4 to a save), Divine Smite (convert spell slot into 1d8 radiant bonus damage per spell level), Magic Resistance Aura (Akmenos and allies within 10 feet gain advantage on saves vs. spells or magical effects), Purity of Spirit (affected by protection from evil and good), Spellcaster spell save DC 16, +8 to hit with spells; cast thaumaturgy at will, darkness and hellish rebuke 1 each between rests; 1st level (4 slots) bless, cure wounds, divine favor, protection from evil and good, sanctuary, shield of faith; 2nd level (3 slots) aid, branding smite, find steed, lesser restoration, zone of truth, 3rd level (3 slots) aura of vitality, beacon of hope, blinding smite, dispel magic, revivify, 4th level (1 slot), aura of life, freedom of movement, guardian of faith. Challenge 9 (5,000 XP).

SYLVAIN VON ERIC

Despite his relatively young age of 29, Sylvain already has a somewhat worn and weathered appearance, especially around his light brown eyes. Standing at 5'11" in height and weighing 170 pounds, Sylvain is a lanky individual. He proudly bears his family sigil, a yellow rose surrounded by five silver stars on a field of purple, embossed upon his shield.

SYLVAIN VON ERICH (NG M humanoid (human)) HP 75 (HD 10d8+30), AC 18, Spd 30 ft. Str 20 Dex 14 Con 17 Int 11 Wis 13 Cha 9. Perception 12 (+2). Sv Str +8, Con +6. Multiattack (2 weapon attacks), Longsword +8 (1d8+5) or Javelin +8 (1d6+5, range 30/120ft.). SA Action Surge (take an additional action in his turn, recharges after short or long rest), Second Wind (bonus action to regain 1d10+8 hp), Tactical Insight (1/Turn, do 3d6 bonus damage when he has advantage on an attack). Challenge 8 (3,900 XP).

BATIM GIANTSLAYER

Batim is tall for a halfling, just shy of 4 ft. He has a ruddy complexion with an unruly mane of black hair.

BATIM GIANTSLAYER (CN Small humanoid (halfling)) HP 66 (HD 12d6+24), AC 17, Spd 25 ft. SV Dex +8, Int +5. Str 13 Dex 20 Con 14, Wis 14, Cha 17. Perception 17 (+7), Stealth +8. Rapier +8 (1d8+5) or Shortbow +8 (1d6+5). SA Brave (advantage on saves vs. frightened), Halfling Nimbleness (move through space of M or larger creature), Sneak Attack (1/Turn, 6d6 bonus damage, doesn't need advantage to use if within 5 ft. of target), Evasion (vs. effects that allow Dex save for half damage, successful save = no damage, failed save = half damage), Fancy Footwork (creature attacked that turn can't make opportunity attacks against him), Rakish Audacity (+3 to initiative), Second Wind (bonus action, regain

1d10+12 hp), Quick-Footed (take Dash or Disengage action as a bonus action), Action Surge (take additional action, recharge after short or long rest), Uncanny Dodge (reaction, halve damage from attacker he can see). Challenge 7 (2,900 XP).

KOIX

She is a black-scaled kobold 2' 6" tall weighing 26 pounds. She is thin, almost to the point of appearing gaunt. She has surprisingly deep, piercing blue eyes.

KOIX (LN Medium humanoid (kobold)) HP 44 (HD 8d6+16), AC 16, Spd 30 ft., Str 6 Dex 20 Con 14 Int 17 Wis 14 Cha 16. Perception 14 (+4), Stealth +7. Shortsword +7 (1d6+5) or Light Crossbow +7 (1d8+5, 80/320ft.). SA Darkvision 60 ft., Assassinate (advantage on attacks against surprised creatures, a hit is a critical), Evasion (on effects with Dex save for half damage, she takes no damage on success, half damage on a failure), Sneak Attack (1/Turn, 4d6 bonus damage), Pack Tactics (advantage on attacks against a creature if an ally is within 5 ft. of target), Sunlight Sensitivity (disadvantage on attacks and sight-based Perception checks in sunlight), Harmless (as an action, covers so that allies within 10 ft. have advantage on attacks against creatures that can see her). Challenge 3 (700 XP).

XANOTOZ

Xanotoz is 6 feet tall with a slender yet muscular build. He has tanned skin with raven-black, shoulder-length hair that he sweeps back or wears it in a loose braid. His eyes are a deep emerald green, which seems to spring to life with a greenish fire when he becomes excited or engaged in battle.

Most notable, perhaps, is the large pair of bat-like wings sprouting from between his shoulder blades—a gift from his abyssal bloodline. These wings extend to a span of 12 ft., or he can drape them over his shoulders (hooking the top wing talons across his chest) and wear them like a cloak.

Xanotoz wears a set of scale mail armor acquired on one of his planar adventures. Obscure and arcane rituals infused a sliver of the plane of shadow's essence into the specially prepared hide of a shadow wyrmling. This arduous process wove shadowy essence into the armor to give it unnaturally light and resilient properties. Upon inspection, slowly waving tendrils of shadow can be observed, leaking through the slight spaces between the hide's scales. Who attempts to pick it up this armor and is not not attuned to its magic finds it insubstantial, and it thus cannot be grasped. However, someone in tune with the darker side of their nature can grasp and don the armor.

XANOTOZ GREENLEAF (CG Medium humanoid (tiefling, winged variant)) HP 82 (HD 11d8+33), AC 18, Spd 30 ft., fly 30 ft. SV Str +4, Dex +7. Str 12 Dex 18 Con 16 Int 10 Wis 14 Cha 12. Perception 15 (+5), Stealth +7. Multiattack (two weapon attacks), Tempest (+2 magical katana) +11 (1d8+2+4) or Longbow +7 (1d8+4, 150/600ft.). SA Darkvision 60 ft., Resist fire, lightning, Spellcaster (spell save DC 13, +5 to hit with spells), 1st level (4 slots) absorb elements, cure wounds, fog cloud, protection from evil and good; 2nd level (3 slots) lesser restoration, protection from poison, misty step; 3rd

level (2 slots) lightning arrow, haste, Ethereal Movement (bonus action, until end of his turn), Land's Stride (ignore extra movement for difficult nonmagical terrain, no damage from nonmagical plants), Planar Strike (bonus action, creature he can see within 30 ft., next attack that turn all damage is force damage plus 1d8 bonus force damage). Challenge 5 (1,800 XP).

TINTINABULUM DEEPHEART

Those who encounter Tintinabulum usually regard him as the most handsome dwarf they've ever seen (or smelled, as one smitten half-orc once commented). Tintinabulum's presense instills wonder and awe in those who see him. He carries a pristine dwarven warhammer by his side. His armor ensemble includes a stylized open-faced helm and ornate plate armor that reflects like a placid lake catching the rays of the sun. He adorns his armor with hundreds of tiny bells that gently chime as he moves, adding to his panache. A giant of his race, Tintin towers just over four feet tall and weighs over 200lbs (even more after a good meal). He keeps his thick red hair delicately woven into his beard to form intricate braids. His dazzling smile is beaming, enhanced the deep blue of his eyes. One could almost swear these mesmerizing eyes slowly shifted from one color of the rainbow to the next.

TINTINABULUM DEEPHEART (CG Medium humanoid (dwarf)) HP 104 (HD 11d8+44+11), AC 21, Spd 25 ft. SV Wis +5, Cha +7. Str 18 Dex 12 Con 18 Int 10 Wis 14 Cha 19. Perception 12 (+2). Multiattack (two weapon attacks), Warhammer (+1 warhammer) +8 (1d8+5, or 1d10+5 wielded with two hands) or Heavy Crossbow +4 (1d10+1, range 100/400ft.). SA Darkvision 60 ft., Resist poison, Aura of Protection (when he or ally within 10 ft. makes save, creature gains +4 bonus), Divine Smite (convert spell slot to bonus radiant damage, +2d8 for 1st-level spell, an additional 1d8 for spell level over 1st), Dwarven Resilience (advantage on saves vs. poison), Spellcaster (spell save DC 15, +7 to hit with spells), 1st level (4 slots) command, divine favor, protection from evil and good, sanctuary, sleep; 2nd level (3 slots) aid, branding smite, lesser restoration, calm emotions, hold person; 3rd level (2 slots) blinding smite, dispel magic, counterspell, hypnotic pattern, Divine Sense (sense presence of celestial, fiend, undead within 60 ft. as an action), Lay on Hands (pool of 45 hp), Rebuke the Violent (reaction, target within 30 ft., DC 15 Wis save, take damage they did on the attack that triggered this power, or half damage on a save). Challenge 5 (1,800 XP).

SCOT WESBUR

Scot is 5'10", 195 lbs, with black hair, pale red eyes, and an average build belying his strength and agility.

SCOT WESBUR (NG Medium humanoid (human)) HP 67 (HD 9d8+27), AC 18, Spd 30 ft. SV Str +5, Con +5. Str 16 Dex 18 Con 16 Int 11 Wis 15 Cha 10. Perception 14 (+4). Multiattack (2 ice hammer attacks, one dagger attack), Ice Hammer +6 (1d6+4) and Dagger +6 (1d4+4, 20/60ft. range if thrown). SA Darkvision 60 ft., Action Surge (recharge after short/long rest, gain additional action on his turn), Second Wind (recharge after short/long rest, regain 1d10+7 hp), Tacti-

cal Insight (1/Turn, deal 3d6 bonus damage with a weapon attack if he has advantage on the roll), Evasive Footwork (+4 to AC as long as he is moving), Feinting Attack (bonus action, target within 5 ft., advantage on next attack roll that turn, bonus 1d8 weapon damage if he hits), Hardy Fortitude (advantage on saves vs. disease), Parry and Counter. Challenge 3 (700 XP).

BINJAMON SAFTER

Binjamon Safter is a middle-aged dwarf in a loose tunic with a chainmail shirt underneath. A snake insignia is sewn into the shoulder of his tunic. He uses his +1 hammer as a weapon. He wears a silver snakehead ring that has a chance to slow undead if he's successful with a punch.

BINJAMON SAFTER (NG Medium humanoid (dwarf)) HP 39 (HD 6d8+12+6), AC 15, Spd 25 ft. SV Dex +5, Int +2. Str 13 Dex 16 Con 14 Int 10 Wis 15 Cha 9. Perception 16 (+6). Warhammer +4 (+1 hammer of thunder, warhammer) (1d8+2), or Ring of the Ram +3 (see magic item plus details in main stat block), or Heavy Crossbow +5 (1d10+3, range 100/400ft.). SA Darkvision 60 ft., Resist poison, Dwarven Resilience (advantage on poison saves), Sneak Attack (1/Turn, 3d6 vs. creature he has advantage against or ally is within 5 ft.), Cunning Action (bonus action, take Dash, Disengage, or Hide action), Banish the Darkness (1/Day, as an action, dispel magical darkness within 30 ft., enemies in this area must make DC 12 Con save or take 2d10+3 radiant damage, half on successful save), Spellcaster (DC 12, +4 to hit with spells), Cantrips (at will): light, resistance, sacred flame, spare the dying; 1st level (4 slots) bless, burning hands, cure wounds, faerie fire, protection from evil and good; 2nd level (2 slots) flaming sphere, scorching ray, lesser restoration, spiritual weapon. Challenge 3 (700 XP).

BEAGHAN

When first encountered, Beaghan appears like an expertly sculpted, lifelike statue fashioned of unidentifiable stone. Detect magic identifies this statue as magical. If dispel magic or greater restoration are cast on the statue, then Beaghan reverts to his normal self.

Once freed of his stone prison, Beaghan resembles an average halfling, albeit a somewhat lean one with a haunted look in his amber eyes. He appears young, perhaps no older than forty or so, but in fact, he's over 60 years old (not counting the time he's been held petrified). If asked, he shrugs and indicates he inherited his youthful looks from his mother's side and his bad luck from his father's side.

BEAGHAN (CG Medium humanoid (halfling)) HP 49 (HD 11d6+11), AC 16, Spd 25 ft. SV Str +3, Dex +8, Wis +6. Str 10 Dex 21 Con 12 Int 16 Wis 17 Cha 10. Perception 16 (+6), Stealth +8. Multiattack (3 short sword or 2 shortbow attacks), Short Sword +8 (1d6+5), or Shortbow +8 (1d6+5). SA Darkvision 60 ft., Halfling Nimbleness (move through space occupied by M or larger creature), Naturally Stealthy (use size M or larger creature as cover to attempt to hide), Dread Ambusher (first turn of combat, speed increases by 10 ft. until end of turn; if he takes Attack action, may make additional weap-

on attack, doing bonus 1d8 weapon damage on a hit), Land's Stride (ignore extra movement for difficult nonmagical terrain, no damage from nonmagical plants), Spellcaster (spell save DC 14, +6 to hit with spells), 1st level (4 slots) cure wounds, disguise self, ensnaring strike, hunter's mark; 2nd level (3 slots) lesser restoration, rope trick, silence; 3rd level (2 slots) fear, flame arrows, Umbral Sight (invisible in darkness to creatures relying on darkvision to see him). Challenge 5 (1,800 XP).

ROSCOE BALLANTYNE

Roscoe is a somewhat nondescript yet charming halfling with short brown hair, standing 3'2" tall and weighing around 65 pounds. His gray eyes stand out against his ruddy, weathered visage. Having already lived 57 years, he has seen and survived his fair share of trouble.

ROSCOE BALLANTYNE (NE Small humanoid (halfling)) HP 29 (6d6+8), AC: 15, Spd 25 ft. SV Dex +6, Cha +4. Str 8 Dex 18 Con 14 Int 10 Wis 12 Cha 15. Perception 13 (+3), Stealth +4. Rapier +6 (1d8+4) or Dagger +6 (1d4+4, thrown range 20/60ft.). SA Halfling Nimbleness (move through space occupied by M or larger creature), Naturally Stealthy (use size M or larger creature as cover to attempt to hide), Words of Terror (requires 1 minute alone, DC 12 Wis save or humanoid becomes frightened for 1 hour), Psychic Blades (2/Day, once per turn if he hits target, can do 2d6 psychic damage), Spellcaster (spell save DC 12, +4 to hit with spells), Cantrips (at will) friends, minor illusion, vicious mockery; 1st level (4 slots) bane, charm person, cure wounds, sleep; 2nd level (3 slots) cloud of daggers, invisibility, phantasmal force. Challenge 2 (450 XP).

AREA 8: MORE RUINS OF COMMONER'S HOMES

The seemingly endless rows of rough commoner's homes have been reduced to a deplorable state by the ravages of the invaders. Behind these shacks, the majestic walls and marvelous towers of this ancient city break the skyline. As you admire the city walls and palaces in the distance, you have an epiphany: the work of these common laborers will live on in the beautiful halls of the Inner City, even as the record of their own existence is buried and forgotten in the dusty annals of the unheralded.

If the PCs are calmly listening to your speech, then they are sure to be caught flatfooted by eight orcs of the Red Axe clan. The PCs need to make a Wisdom (Perception) check (DC 12) to avoid being caught off guard.

The small patrol of eight orcs is taking a break in the remains of the buildings trying to get out of the sun and laze about when the party enters the scene. This group has no leader, but they know that other patrols are in the area so they will attack and make as much noise as possible doing such.

ORCS, 8 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10.

Perception 10. Intimidation +2. Battle Axe +5 (1d8+2) or Javelins +5 (1d6; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear breastplates with crude red axes painted on them, carry battle axes, and three javelins each, and have a backpack, 3 days of poor quality rations, a waterskin, 1-3 gp, and 2-12 sp).

AREA 9: REMAINS OF THE OUTDOOR MARKET

Nothing but charred timber stands as mute witness to the savagery of the humanoids. The broken remains and stench of the Outdoor Market vaguely remind you of the rotten teeth of the last group of humanoids you vanquished.

This is the command post of the orc patrols (see Outer City, Areas 8 & 10) of the Red Axe clan. The whole group has been sent out to gather information, leaving only the leader, Mukglor, and his two cronies. They are lying back, swilling beer, and making crude jokes in orcish. If the party investigates this area first, they surprise the three of them. Otherwise, they respond to a call for help from either of his groups of scouts. There are two partially drained kegs of brew as well as a bag containing unleavened bread and salt on the floor.

MUKGLOR, ORC COMMANDER (LE Medium Humanoid) HP 45 (HD 6d8+18), AC 17, Spd 30. Str 16 Dex 12 Con 16 Int 9 Wis 13 Cha 13. Perception 10. Intimidation +3. Battle Axe +6 (2d8+2) or Dagger +5 (1d4; 10ft/30ft). SA Darkvision 60ft; Double move. Challenge 2 (450 XP). He wears scale mail and carries a medium steel shield, battle axe, and a dagger. He also wears a gold armband worth 100 gp, and carries a purse containing 20 gp, 10 sp, and a set of ivory dice (20 gp).

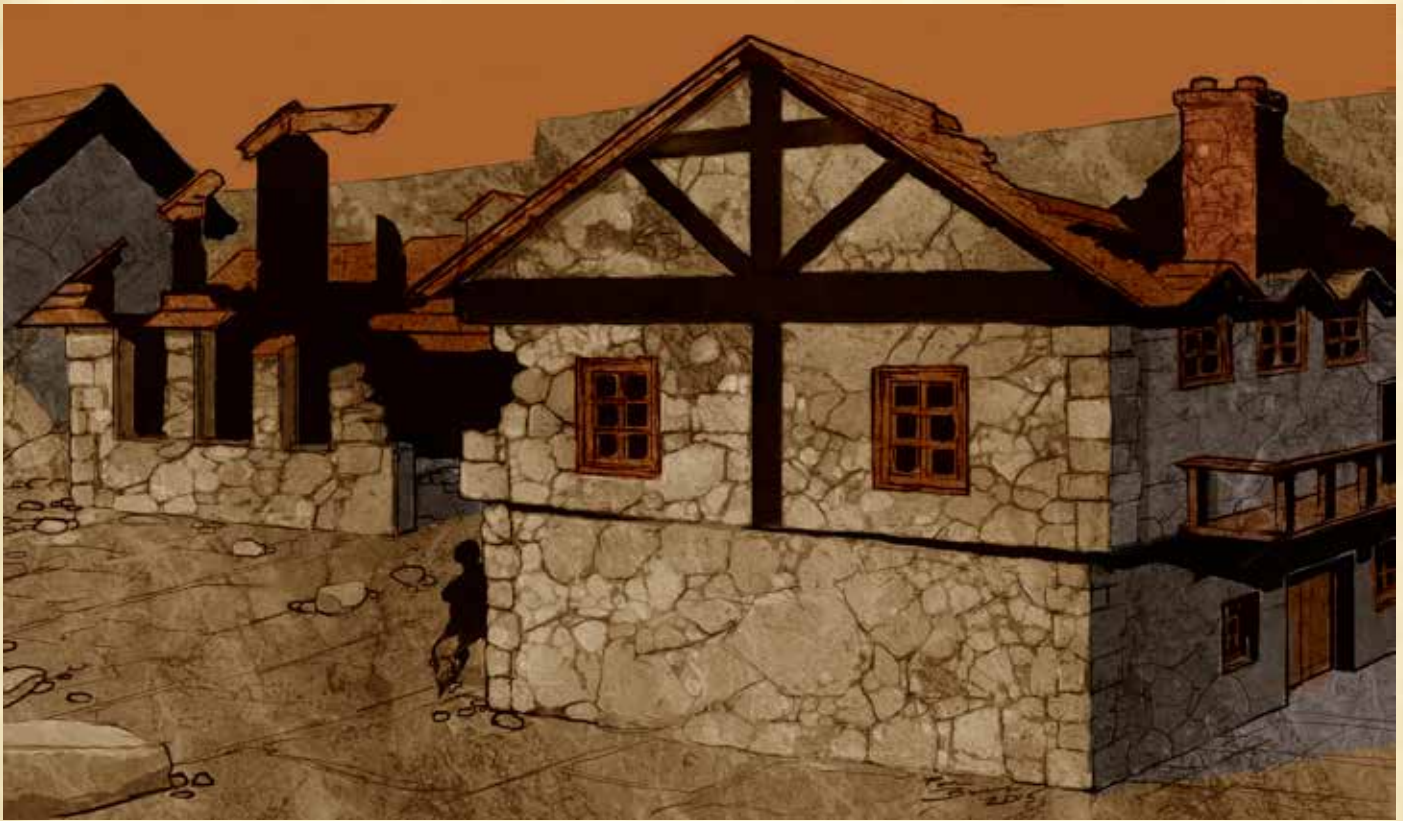
MUKGLOR'S BODYGUARDS (LE Medium Humanoids) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle Axe +5 (1d8+4) or Javelins +5 (1d6; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action, Dueling, Second Wind (d10+5; 1/rest), Action Surge (1/rest), Crit on 19-20, Extra attack. Challenge 3 (700 XP). They wear dirty scale mail shirts, carry medium wooden shields, and carry battle axes and daggers, and have 13 gp and 28 sp).

AREA 10: THE EDGE OF THE OUTDOOR MARKET

The fire died out at the edge of the Farmers Market so a few structures still survive in a dilapidated fashion. You hear the sound of stones or bones rattling through the side-window of the nearest three-sided structure.

This is the other half of the orc patrol of the Red Axe clan. Six orcs are playing knucklebones in the corner of a partially destroyed building. The PCs will have the opportunity to surprise the orcs if they are relatively quiet. The orcs call for help if they are outnumbered or if they take one casualty.

ORCS, 6 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle Axe +5 (1d8+2) or Javelins +5 (1d6; 100ft/400ft). SA Darkvision 60ft; Double



move as bonus action. These orcs each wear breastplates with crude red axes painted on them, carry battle axes, and three javelins each, and have a backpack, 3 days of poor quality rations, a waterskin, 1-3 gp, and 2-12 sp).

AREA 11: BURNED OUT BUILDING

You gaze upon the remains of what was once a large building. All that remains are scorched limestone walls and a few charred beams supporting a portion of the roof. Under the remains of the roof in the southeast corner of the main room, there is a hole in the floor that must lead down to a root cellar. Perhaps there is a keg or two of ale yet intact.

This is a favorite spot for a constrictor snake to hang around and wait for prey. If the party decides to investigate the hole in the floor, the snake drops on the character closest to the hole.

The snake catches everyone flatfooted and gets a free round of action unless someone succeeds in a Wisdom (perception) check (DC 12), or specifically examines the beams above the hole. If the snake scores a successful attack while dropping from above, then the character should make a Dexterity saving throw (DC 12) to avoid being unbalanced and falling 15 feet into the cellar (1d6 points of falling damage).

CONSTRUCTOR SNAKE (Unaligned L beasts): HP 12 (HD 2d10+2), AC 12, Spd 30ft/30ft (swim). Str 15 Dex 14 Con 12 Int 1 Wis 10 Cha 3. Perception 10. Bite +5 (1d6+2) or constrict +4 (1d8+2 / round, target grappled and restrained. DC 14 neg). SA blindsight 10ft.

The cellar is a cool, damp room with a dirt floor, approximately 40' x 50'. Amongst the rubbish in the cellar there is one small keg of fine brandy (150 gp).

AREA 12: DILAPIDATED TAVERN

A badly chipped and faded sign depicting a robed man with an overflowing cup of wine reveals that this ruined building was likely once a tavern. Most of the common room is burned down to the foundation. The fireplace and chimney remain intact, as well as the rear portion of the building, which undoubtedly served as the pantry and kitchen to the tavern.

The back two rooms were ransacked long ago. There are a few useable bronze pots and pans amongst the overturned tables and some smashed pottery in the kitchen. The chimney is the home of a hunting spider. The spider drops down on anyone foolish enough to stick his or her head into the fireplace. Once in the open area, the spider will use its web ability to entangle foes. If it is seriously wounded, it attempts to escape up the chimney.

HUNTING SPIDER (Unaligned L beasts): HP 26 (HD 4d10+4), AC 14, Spd 30ft/30ft (climb). Str 14 Dex 16 Con 12 Int 2 Wis 11 Cha 4. Perception 10. Stealth +7. Bite +5 (1d8+3 plus 2d8 poison plus poisoned, paralyzed /1 hr (Con DC 11 half); Web +5 (5/6, 30ft, hp 5, AC 10. Target restrained. DC 12 Str neg.). SA blindsight 10ft., darkvision 60ft., spider climb, tremor sense on web, immune to webs, poison, bludgeon and psychic damage, fire vulnerable.

One of the spider's victims dropped a pouch in the ashes of the fireplace. In the pouch is a set of thieves' tools of expert quality, and they give a +1 bonus to a rogue's Dexterity (thieves' tools) checks.

AREA 13: RUINS

As you walk along the smooth stone road that circumnavigates the northern perimeter of Gaxmoor you see the charred wreckage of what you assume was another inn, tavern, or hostel. Very little remains standing above ground level; only a heap of charred timber and some collapsed stones that once made up the walls. As you follow the cobbled walkway toward the ruins you see a set of stone steps in the southwest corner of what used to be the main hall.

The steps lead into a 30' x 40' cellar. A group of 12 kobolds has taken refuge here, all that remains of a once large raiding party. They have chosen this spot to avoid being discovered by any of the other humanoids in the area, and are hoping to find a way to flee Gaxmoor undetected.

The kobolds have hidden their entire meager hoard, 39 cp and 12 sp, in an old crate. Nothing else of interest is in this area.

KOBOLDS, 12 (*LE small humanoids*): HP 5 (HD 2d6-2), AC 12, Spd 30ft. Str 7 Dex 15 Con 9 Int 8 Wis 7 Cha 8. Perception 8. Spear +4 (1d8+2) or Dagger +4 (1d4+2) or light crossbow +4 (1d6+2; 80/320). SA *darkvision* 60ft., *sunlight disadvantage*, *teamwork*.) They have leather armor, spears, and daggers. Four kobolds have light crossbows and a case with 6 bolts).

AREA 14: COLLAPSED BUILDING

Another husk of a building marks the corner of the major street that circumnavigates the city. This building appears to have been one of the many hostels that catered to merchants and their ilk. Only the rear portion of the building remains intact. The front is collapsed, and the door is buried beneath the rubble.

There is a door in the back that leads to the former owner's living quarters. The building is now the home of a wandering gang of five gibs, vicious humanoid creatures somewhere between goblins and orcs. They made their way up above the surface and outside of the walls in an attempt to find some tasty humans to devour, and eventually found the hiding spot of the unfortunate innkeeper and his family. The innkeeper had a concealed trapdoor under the bed in his chamber. The gibs smelled the live humans and tore open the door. The gibs do not have any treasure, but in the 10x10 hidden chamber the innkeeper has a set of silver worth 1,200 gp, a small coffer with 10 pp, 51 gp and 235 sp. There are also four weeks rations, a barrel of water, and a small keg of ale in the room.

GIBS, 5 (*CE Medium Humanoid*) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Scimitar +5 (1d8+2). SA *Darkvision* 60ft; *Advantage on attacks so long as at least 2 are conscious*.

AREA 15: APPLE ORCHARD

The orderly rows of trees and split rail fence surrounding them identify this area as an orchard. As you approach the orchard, you hear the soft hum of insects. The branches of

the trees hang heavy with ripe fruit and your mouths water at the thought of eating something other than the stale bread and salted meat of your iron rations.

The orchard is the home of a hive of giant bees. If the group enters the orchard and picks some of the apples, a group of 3-12 giant bees attack. If the party searches, they discover the hive at the center of the orchard in a very large tree. There are several more large bees there, and the PCs will almost surely suffer casualties unless they use caution. Creating a large source of smoke to calm the bees or using the cover of darkness (since bees will not fly in the dark) will diminish the risk. Of course, honey raiders may still be stung in the dark, but fewer bees attack. If the hive is smoked, the party can collect several pounds of honeycomb.

CK'S NOTE: The honey can be a nice break from trail rations, but can also be traded to Grond, the leader of the Red Axe clan of orcs (see Outer City, Area 16). He wants it to make honey mead. He will have a much more favorable opinion of the party if they offer, or otherwise trade, it to him.

GIANT BEES, 3-12 (*unaligned medium beast*) HP 13 (HD 3d8), AC 12, Spd 10ft, fly 50ft. Str 10 Dex 14 Con 10 Int 1 Wis 10 Cha 3. Perception 10(0). Sting +4 (1d6+2 and 3d6 poison; DC 11 Con save for half). SA *Poison* (If poison damage reduces target to 0 hp, target stable but poisoned and paralyzed for 1 hour).

AREA 16: HUGE BRICK BUILDING

Ahead of you is a huge brick building that appears almost untouched by the recent chaos. The building sits parallel to the city wall and faces, on the southeast, the destroyed city gate. The different colored bricks delineate the original structure from the various additions built on to it. A faded sign above the large double doors draws your attention. The sign depicts a cloud blowing a swirling blast of air toward the earth. The wind thus created is effortlessly propelling a smiling traveler dressed in ancient garb. Judging by its size, this must have been one of Gaxmoor's most popular inns. Steps lead up to a sturdy wooden porch that runs the length of the structure. As you are about to approach the building, a glimpse of movement catches your eye. Four humanoid shapes are crouched in the shadowy recesses of the porch.

Four orcs of the Red Axe clan are guarding the entrance to their leader's headquarters. Grond of the Axe, the leader of the Red Axe orcs, is inside drinking mead with his shaman, Utzug, his three remaining sergeants and six orc guards. They are engaged in a raucous game of throwing axes (similar to darts).

If the party decides to try to find another way into the tavern they will discover that all the windows are solidly shuttered, and the back door is locked (Dexterity (thieves' tools) DC 14). If they gain entrance using stealth, they can observe the main room and see the orcs sitting around an ale-soaked table with several axes lying nearby.

If the orcs guarding the entrance are somehow drawn away or defeated quietly, the orcs inside continue their carousing. If a

rogue successfully listens at the door (Wisdom (perception) DC 12) they hear loud voices speaking in orcish punctuated by meaty thwacks (the axe striking the target) along with an occasional female voice (two human serving wenches/slaves). A frontal assault by a novice party will surely end in heavy casualties. If the adventurers attack, the noise will summon orcs from Area 21 within 2-20 melee rounds.

If the party decides to attempt to parley with Grond, he will be somewhat receptive. He is looking for allies to help him defeat the hobgoblins that occupy the southwest corner of Gaxmoor. The party will need to tread carefully with Grond, but several approaches might work: bribery, flattery, intimidation, etc. You might require appropriate Charisma, intelligence, or Wisdom checks depending on the approach the characters use. Grond very likely sends them off to gather honey in the apple orchard (see Outer City, Area 15) to receive his help and to keep him from killing them outright. Grond loves honey mead, and he has recently run very short of the brew. Surprisingly, Grond makes excellent mead, far better than the beer the Black Feather band brews (see Inner City, Site 27).

Several human females are busily refilling tankards and avoiding groping hands. If they get the opportunity, the party can speak with them to gain some general information. The women are citizens of Gaxmoor and only speak the ancient Imperial language. They beg for the group to help them and their children who are kept locked upstairs. They will warn the PCs that Grond is very powerful and he also has a shaman with him.

There are stairs in the back hallway that lead into the cellar. The cellar of the tavern is where the loot is stored. On the other side there are several barrels. Some of the barrels appear to have the lids removed and the glint of coins can be detected.

On one side of the dirt-floored cellar is some sort of crude altar recessed in an alcove in the wall. The shrine is clearly devoted to the orc deity. If anyone without orc blood enters the alcove shrine area they trigger a glyph of warding (blasting 5d4 of sonic damage) that is placed on the entryway. This noise will alert the orcs above that someone is in the cellar. The altar is stained with the blood of the citizens of Gaxmoor. The area has been desecrated in order to conduct rites dedicated to evil. Human skulls are heaped at the base of the shrine. Any good cleric will want to make sure that this shrine is destroyed somehow.

GROND, ORC CHIEFTAIN (CE Medium Humanoid) HP 85 (HD 10d8+40), AC 18, Spd 30. Str 18 Dex 12 Con 18 Int 10 Wis 11 Cha 15. Perception 10. Intimidation +5. Battle axe +8 (1d12+6) or spear +6 (1d6+1d8+4; 30ft/60ft). SA Multiattack (2 attacks), Darkvision 60ft; Double move. Challenge 4 (1,100 XP). He wears a suit of +2 breastplate, carries +2 battle axe which he won from the previous Red Axe clan chief and is the symbol of his authority, 2 potions of greater healing, one potion of resistance (poison), a gold septum ring (250 gp) and a thick gold chain with an eagle pendant (1750 gp). He also has the key to the padlock on the buried chest.

UTZUG, ORC SHAMAN (CE Medium Humanoid) HP 26 (HD 4d8+8), AC 16, Spd 30. Str 10 Dex 14 (+2) Con 14 (+2) Int 14 (+2) Wis 14 (+2) Cha 10. Perception 12. Short Spear +5 (1d6+3). Darkvision 60ft. Spellcasting (Wis) Save DC = 12, attack +4. Cantrips: Chill Touch, Poison Spray, Light; 1-level (4): Burning Hands, Detect Magic, Faerie Fire, Fog Cloud; 2-level (3): Darkness, Hold Person, Invisibility. He wears a suit of chainmail, carries a large steel shield and a +1 short spear (the chosen weapon of his dark god), 4 scrolls of cure light wounds, and a potion of invisibility.

ORC SUB-CHIEFS, 2 (CE Medium Humanoid) HP 37 (HD 5d8+15), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 9 Wis 13 Cha 13. Perception 10. Intimidation +3. Battle axe +6 (2d8+2) or Dagger +5 (1d4; 30ft/120ft). SA Darkvision 60ft; Double move. Challenge 2 (450 XP). They wear scale mail shirts and carry medium steel shields, wield battle axes and daggers, and each has 13 gp and 28 sp.

ORCS, 4 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle Axe +5 (1d8+2) or Javelins +5 (1d6; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear breastplates with crude red axes painted on them, carry battle axes, and three javelins each, and have a backpack, 3 days of poor quality rations, a waterskin, 1-3 gp, and 2-12 sp.

TREASURE: There are four barrels filled with 7,000 cp and 5,000 sp, and three barrels of honey mead. Buried beneath the barrels in the cellar are two large chests.

The first chest has a simple padlock (Dexterity (thieves tools) DC 13). It contains 1,800 gp.

The second chest is made of hard wood and is ironbound. It has a more complex lock built into it (-3 chance for a rogue to open the lock). This chest is trapped. There is a simple poison needle trap on the latch (DC 16 Constitution save or take 14 (4d6) poison damage and be poisoned for 1d4 hours) and has a glyph of warding cast upon it. If a non-orc opens the chest the spell is triggered (Explosive Runes; 5d8 fire; DC 15 Dex half). The chest contains: 3,500 gp, 10 gems (100 gp each), diamond (5,000 gp), and two pieces of jewelry (5,000 gp and 7,500 gp). The false top of the chest contains a leather scroll case with several magical cleric scrolls: restoration (5th), raise dead (5th), blade barrier (6th). If the chest is hacked open, 1-3 scrolls will be destroyed.

AREA 17: STABLES

The large wood and limestone structure ahead appears to be the stables. It is a large brick building to the south. The smell of rotting straw and musty stalls wafts through the air as you come closer to the large wooden double doors.

The stables were looted long ago, and little of value remains. A character with leather working skills could salvage a saddle or two from the wreckage.

The only item of value is a dirty horseshoe nailed to the top of the doorway pointing upward (a symbol of luck) outside the double

doors to the southeast. The horseshoe is fairly small (to fit a small pony) and has a silver chain attached. It is not noticeable in any way unless someone is detecting magic or says that they are carefully examining the doorway. It is a lucky talisman that bestows a +1 to all saving throws when worn around the neck. It is considered an amulet and requires attunement by the user.

AREA 18: CLUSTER OF DILAPIDATED HUTS

A scattering of huts in various states of ruin marks the far northeastern limits of the city. The huts are small constructs of wood with roofs of sod.

The outer huts are the lair of several small centipedes. Each hut has 2-8 of these centipedes living in the sod roof. If the party investigates the huts, the centipedes will drop down on them from above. In the middle of the cluster of huts lives a huge centipede (30' long). This is the mother of all the smaller centipedes, and it will be quickly drawn to any combat in the area (3-12 meleé rounds). There is nothing of value left in the area.

CENTIPEDE, GIANT (*Unaligned small beast*) HP 4 (HD 1d6-1), AC 13, Spd 30ft, 30ft (climb). Str 5 Dex 14 Con 12 Int 1 Wis 7 Cha 3. Perception 8 (-2). Bite +4 (1d4+2 and DC 11 Con save or 3d6 poison damage. SA blindsight 30ft, Poison (if poison damage reduces target to 0 hp, target is stable but poisoned and paralyzed for 1 hour).

CENTIPEDE, MONSTROUS (*Unaligned huge beast*) HP 35 (HD 8d6+8), AC 15, Spd 40ft, 40ft (climb). Str 15 Dex 14 Con 12 Int 1 Wis 7 Cha 3. Perception 8 (-2). Bite +4 (1d10+2 plus 4d6 poison damage and DC 15 con save or poisoned and paralyzed for 1 hour. SA blindsight 30ft).

AREA 19: WOODEN COTTAGES

A group of sturdy wooden cottages surrounds a large copse of mighty oak trees. These buildings appear to be in better shape than the destroyed huts to the north. The cottages are single story constructs with small sheds scattered throughout. You scan the area ahead of you and see no signs of life. Doors hang open suspended from broken hinges, shutters have been smashed, and the occasional gleam of white bone are testimony to the fate of the peasants who lived here.

Hiding in the copse of trees is a hobgoblin patrol from Area 35. They are well-camouflaged and not easily spotted (Wisdom (perception) DC 17). There are six regular hobgoblins with longbows and battle axes and their leader, Gorlag. They are scouting out the orcs in preparation for an attack.

The hobgoblins find the orc presence in Gaxmoor an insult. Gorlag's leader, Harlapp (see Inner City, Site 65) has ordered him to capture some orcs for information and entertainment in the Coliseum. The hobgoblins will not initiate an attack on the PCs unless they are spotted. Gorlag is willing to talk to the PCs if they use diplomacy, bribes, or a few credible threats. You might require a few Charisma (persuasion) checks (DC between 12 and 20, depending on the approach

the characters use). He will use the party to help him capture some orcs if possible. In return, he could give them information on the city and the factions competing for supremacy. If the PCs are particularly helpful to Gorlag, he may even get them in to see the games at the Coliseum. Gorlag is extremely jealous of his "superior," and he will cooperate with the party if they are willing to help him eliminate Harlapp in order to become the new leader.

GORLAG, HOBGOBLIN CHIEFTAIN (*LE Medium Humanoid*) HP 21 (HD 3d8+6), AC 17, Spd 30ft. Str 15 (+3) Dex 13 (+2) Con 14 (+2) Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. He wears steel breast plate, carries a long sword, longbow, and 2 daggers. He has 4 gp and 12 sp on his person).

HOBGOBLINS, 6 (*LE Medium Humanoid*) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They have steel breast plates, small shields, long swords, longbows, and a quiver with 12 arrows. They each have 1d4 gp and 1d6 sp).

AREA 20: DEMOLISHED BUILDINGS

The houses in this area have been torn down and the serviceable pieces of timber carried off. Piles of discarded sod and a few pieces of rotten wood are all that remains of many buildings. A well-used trail leads off to the southwest toward some sort of small river or drainage canal.

The sobekki in Area 23 have harvested the wood and stone from these buildings to keep the creek sewage ditch maintained. There is a 10% chance that the PCs encounter a work detail from Area 23. The work detail consists of eight sobekki armed with javelins and axes. They do not attack the PCs, and if the PCs initiate hostility they attempt to flee. If the party keeps their weapons sheathed and appear friendly, the sobekki may speak with them and take them back to their village (see Outer City, Area 23) to speak with the chief.

SOBEKKI, 8 (*LN Medium Humanoid*) HP 12 (HD 2d8+4), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite). These sobekki do not have war paint.

AREA 21: STURDY STONE BUILDING

A sturdy stone building sits on the south side of the road next to the gate. Broken barrels, smashed pottery, and other debris is scattered around the main entrance area.

This building was once an important government office used to monitor trade and collect tariffs. It is well constructed, with rein-

forced shutters and doors. It is now the barracks for the Red Axe orc clan led by Grond. There are 90 regular orcs housed in the building. The PCs can hardly fail to detect noise if they stop and listen near the building. The orcs are resting and not particularly vigilant in keeping guard. If the party approaches from either side (NW or SE) they cannot be seen. If they approach the front door, the orcs are alerted and will be armed and ready to fight in five rounds. The Red Axe clan is well trained and will fight intelligently.

ORCS, 90 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle Axe +5 (1d8+2) or Javelin +5 (1d6; 30ft/120ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail with crude red axes painted on them, battle axes, and three javelins each, a backpack, 3 days of poor quality rations, a waterskin, 1-3 gp and 2-12 sp).

AREA 22: HOLE IN THE WALL

Through the trees you notice a break in the city wall. Someone or something caused a large section of the wall, about 20 feet wide, to collapse. A couple of heaps of stone overgrown with moss are scattered in the vicinity of the breach. You can see a large building directly to the west inside the wall. The building seems to be in good condition.

Hidden in one of the piles of stone and moss is an otyugh. The otyugh is well camouflaged and perfectly still (Wisdom (perception) check DC 12 to notice him). The creature waits for the last member to pass through the hole before striking. The otyugh hiding spot provides ½ cover to the monster but limits his attacks to within 10' of the pile of rubble. It has no treasure of its own, but there is a gold brooch in the shape of an eagle with ruby eyes worth 1,750 gp well hidden in the refuse (Intelligence (investigation) DC 18).

OTYUGH (N Large Aberration) HP 114 (HD12d10+48), AC 14, Spd 30ft. Str 16 Dex 11 Con 19 Int 6 Wis 13 Cha 6. Perception 11(+1). Sv: Con +7. Bite +6 (2d8+3 plus poisoned and HP max reduced by 1d10/day; DC 15 Con neg.) and 2 Tentacle +6 (2d8+3 plus grappled and restrained) and Tentacle slam (if grappled 2d6+3 and stunned for 1 turn; DC 14 Con neg.). SA Multiattack (bite plus 2 tentacles plus slam), Telepathic communication 120', Darkvision 120ft.

AREA 23: DRAINAGE FROM CITY

A large culvert pierces the ground near the city wall bringing sewage water from the city out into a large canal. The canal is lined with smooth gray stone blocks and appears to be quite deep. The whole system is undamaged and well maintained. Out of the corner of your eye, you detect some kind of motion on the north bank of the canal.

Characters watching carefully will be able to identify some sort of bipedal-scaled creatures jumping into the water.

As your party approaches the canal you see signs of occupation in the area. There are trails paralleling the canal as well as one leading off to the north. The paths along the canal have several offshoots apparently dead-ending at the water's edge.

This is the home of Gaxmoor's sobekki workers, a primitive race of crocodilian humanoids. The people of Gaxmoor domesticated them to maintain the sewers and aqueducts in the city. Long ago, they took to dressing in clothing similar to the people of Gaxmoor (Ancient Roman style) and speaking the Imperial language. The sobekki take their duties very seriously and still repair the canal as necessary.

The sobekki leaders believe that the recent hardships are a test of the gods, who they believe wish for the sobekki to keep doing their duty in the name of maintaining the city. Their dwellings are underneath the banks of the canal. These are built much like a beaver's lair, with a submerged entrance into an air-filled chamber hollowed out under the bank of the canal. Hsithra's two large crocodiles guard the entryway. The entry hall is a 40'x40' chamber with a beautiful mosaic tile floor. The sobekki have a small village under the bank that consists of several small living chambers, a great meeting hall, and Hsithra's throne room. The sobekki like to use vibrant colors to accentuate their homes. Mosaic tiles depicting various nature scenes are common throughout the village.

The sobekki have suffered significant losses from the humanoid occupation of Gaxmoor. Only 40 male sobekki remain in this village. There are also 30 females and 15 non-combatant children in the area. A vicious hobgoblin raiding party attacked, and the whole village felt the loss of several egg laying females, as well as the loss of many eggs. They have also faced repeated attacks from Grond's orcs and Harr's gnolls. The stalwart sobekki often battle the muhroydians in the sewers, but prefer to avoid combat when possible. Hsithra will gladly help the PCs if they agree to hunt down and kill the humanoids in the area.

The leader, Hsithra, views humans favorably and tries to assist the PCs if they are friendly toward the sobekki. He does not want to risk his people, but the sobekki can provide the PCs with food and a safe place to rest, and provide some limited information on the major groups in Gaxmoor. They know of Grond, the hobgoblins, the muhroydians, and the "winged death" (gargoyles). The sobekki are too weak to drive off the humanoid invaders or the strange winged creatures that came from the caverns below Gaxmoor. They pray for divine intervention and hope the gods of Gaxmoor will deliver them from their woes. They have survived by hiding when confronted with overwhelming numbers, and diligently defending their village.

The sobekki den can only be entered from a submerged tunnel in the canal. Hsithra's two large crocodile companions guard the entrance, and the tunnel has a boulder trap (Intelligence (investigation) DC 15, 14 (4d6) bludgeoning damage from falling boulders, Dexterity save DC 15 for half damage). Attacking the sobekki den should be difficult. If the PCs decide to take them on – they will set booby traps on individual huts, and fight from cover and ambush whenever possible.

CK'S NOTE: If the party suffered a casualty, a player could play a sobekki character from this village if the CK allows such races as PCs in his campaign. The sobekki can be the springboard for getting the PCs involved in adventures, beginning with the humanoids on the outskirts of the city, and eventually into the sewer system to confront the muhroydians.

Hsithra and the sobekki can provide the players with rations, simple weapons, and some basic equipment (torches, rope, sacks, etc.) at 200% of the regular price. Hsithra is also capable of manufacturing potions. At the CK's discretion, he could have some for sale to the PCs at premium prices.

The civilized sobekki worked closely with the people of Gaxmoor. City officials often paid them with a dried, shredded mushroom substance. This fungus is smoked by the sobekki and gives them a sense of euphoria; they call it skysmoke. The sobekki greatly miss this substance. They know that Jaelius, a merchant who lived in the city (see Inner City, Site 69) possessed the substance in great quantities. If the PCs can locate some of the substance, Hsithra will trade them the healing potions and be more willing to assist them against the muhroydians. The sobekki are very loyal to the governor and if any player is an Imperial, or has orders from the governor in hiding (see Citadel, Location 11), they will be looked on very favorably!

HSITHRA (LN Medium Humanoid) HP 46 (HD 7d8+14), AC 17, Spd 20ft, 40ft (Swim). Str 17 Dex 12 Con 14 Int 10 Wis 14 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), Trident +8 (1d10+5; range 20/60), Dagger +7 (1d4+4; range 20/60). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes). Spellcasting (Wisdom; DC 12, Attack +4). 0-level – Druidcraft, Produce flame, Poison spray 1st (4 slots) – animal friendship, entangle, detect poison and disease, fog cloud 2nd (3 slots) – hold person, spike growth. He speaks Sobekki, ancient Imperial, and the Druidic language. He wears reed armor, carries a +2 trident, a +1 dagger, and possesses 9 potions of cure light wounds, 3 uses of sobekki war paint, and a horn of blasting.

HSITHRA'S CROCODILES, 2 (Unaligned large beast) HP 19 (HD 3d10+3), AC 19, Spd 20ft, swim 30ft. Str 15 Dex 10 Con 13 Int 2 Wis 10 Cha 5. Perception 10 (0). Stealth +2. Bite +4 (1d10+2), and target grappled and restrained (Escape DC 12); gator can automatically deal 1d10+2 damage to targets thus restrained, but cannot bite another. SA Hold breath for 15 minutes.

SOBEKKI SUB-LEADERS, 3 (LN Medium Humanoid) HP 26 (HD 4d8+8), AC 16, Spd 20ft, 40ft (Swim). Str 16 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), long sword +5 (1d8+3). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes).

SOBEKKI WARRIORS, 40 (LN Medium Humanoid) HP 12 (HD 2d8+4), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes).

AREA 24: POOL AT A BEND IN THE CANAL

Here, the canal turns into more of a sluggish stream. The banks are not lined with stone as they are further up toward the city, and the bend in the stream has formed a brackish pool. The ground has become a spongy marsh beneath your feet. Tall reeds and willows bend in the breeze as you approach the edge of the pool. Thoughts of doffing your gear and taking a refreshing dip in the cool water swim through your head.

This area is home to a dangerous shambling mound. The merciless plant-thing holds still until the adventurer's pass near the reeds and attacks the PCs from the rear. It takes advantage of any PC foolish enough to strip down and go in the water.

SHAMBLING MOUND (Unaligned large plant) HP 136 (HD 16d10+48), AC 15, Spd 20ft, swim 20ft. Str 18 Dex 8 Con 16 Int 5 Wis 10 Cha 5. Perception 10 (0). Stealth +2. Slam +7 (2d8+4), Engulf (one grappled target is blinded, grappled, restrained and unable to breathe; DC 14 Con save at the start of each mound turn or 2d8+4). SA Blindsight 60ft, Immune lightning, blinded, deafened, exhaustion, resist cold, fire, lightning absorption (lightning damage heals), multiattack (2 slam; if both hits, target is grappled (Escape DC 14) and the mound may engulf it).

TREASURE: The swamp pool has an assortment of items lying on the bottom from the creature's previous victims. To find some or all of these items is very difficult, as it is 25 feet deep and the water is murky. Player's must swim to the bottom of the murky water and sift through the muck to find anything. Depending on how they plan to accomplish this, you might require several Strength, Constitution, or Wisdom checks with appropriate skills. Each time they find one random treasure.

SWAMP POOL TREASURES

Roll a d8 for what is found when the challenge has been accomplished.

- 1 +1 dagger
- 2 Bronze trident
- 3 Backpack with 300 gp
- 4 Potion of water breathing
- 5 Ring of sustenance (casts create food and water 1/day)
- 6 Jeweled silver brush with jasper, moonstones and peridots (650 gp)
- 7 Crystal skull (500 gp)
- 8 +1 shield

AREA 25: HALF CAVED-IN INN

A large devastated two-story building stands in front of you. This formerly sturdy timber and plaster construction is halfway collapsed. An intact stairwell is visible on the north wall of the building. Debris covers much of the floor.

The building has suffered a lot of structural damage and is in a precarious condition. Characters should approach cautiously.

The floor creaks under your feet as you enter the building. Nothing appears to be left intact on the ground level. The entrance to any lower levels must be buried somewhere beneath the debris.

If anyone weighing over 200 lbs. heads upstairs to investigate, the floor collapses. Any character falling through the floor suffers 1d6 damage. Additionally, the first level floor may also give way beneath the force of falling bodies (d6, on a 1 or 2 the first level floor gives way). The dirt floor is soft enough that the PCs will not suffer any additional damage; however, they will be stunned for 0-3 rounds (1d4-1).

If the party does not fall through the floor and decides to search the rubble, it will take them 1-4 turns to find the trap door to the cellar. The wooden stairs leading down have been destroyed, so the party will have to climb down if they wish to investigate further. If the party takes time to look around the cellar from the trap door, they might see the mushroomies in the far corner. The only valuable item in the cellar is a set of dwarven-sized half plate armor.

The cellar is the home for five mushroomies. The PCs will see pale, slightly luminescent shapes surrounding them. In the dim light, the creatures resemble dwarves with odd wide-brimmed hats on their heads. A closer examination with proper lighting reveals that these creatures actually have large mushroom-like heads. The mushroomies are peaceful and will attempt to parley with the adventurers, but if attacked, they will defend their lair.

The mushroomies don't have any treasure, but there is a rough-hewn tunnel leading from the cellar toward the west. The tunnel is relatively small (about 4' diameter) and leads to Area 26 of the Inner City, a ransacked mansion inside the city walls. In this tunnel is a patch of strangely phosphorescent red mushrooms (two per PC). If eaten, these mildly poisonous mushrooms give the recipient complete darkvision (120 ft) until they complete a long rest, with the minor side effect of turning the whites of their eyes a bright glowing red. They also, however, force the creature who eats them to make a Constitution save DC 11 or lose 1d4 points of Constitution (reducing maximum hit points as appropriate) until the character completes a long rest. An Intelligence (nature) check at DC 12 can identify the fungus.

MUSHROOMIE (*N medium plant*) HP 27 (HD 6d8), AC 14, Spd 20ft. Str 16 Dex 12 Con 10 Int 16 Wis 15 Cha 8. Perception 12 (+2). Stealth +3, Survival +4. Slam +5 (1d6+3). SA Spores (DC 15, recharge 5-6, choose one type: Pacifism (creatures conscious but incapacitated for 1 minute);

Hallucinogen (as hypnotic pattern); Fear (as fear)). Multiattack (2 slam). Darkvision 120ft. Telepathic communication. Naturally stealthy (advantage on Stealth).

AREA 26: ABANDONED WOODEN SHACKS

A collection of crudely constructed wooden shacks marks the outskirts of Gaxmoor. The shacks appear to be in various stages of ruin. Some of the buildings are burnt; others have been knocked down entirely. A few of the shacks still stand more or less intact.

One of the shacks is the home to three giant ticks. They have made a nest in a pile of rotting wood and fallen sod roofing. They scuttle out and attack anyone investigating within ten feet of their home.

GIANT TICKS, 3 (*unaligned large beast*) HP 52 (HD 7d10+14), AC 14, Spd 40ft. Str 15 Dex 13 Con 15 Int 1 Wis 9 Cha 2. Perception 9 (-1). Bite +4 (1d8+2 bludgeoning, plus target is grappled (escape DC 12), and the tick can't bite a different target. Grappled opponents automatically suffer an additional 1d8+2 necrotic damage from blood drain each round). SA Keen smell (advantage on perception checks with smell). Challenge 2 (450 XP)

AREA 27: WEARY TRAVELERS' RESPITE INN AND STABLE

This large rustic building stands amazingly intact despite the destruction that surrounds it. A sign depicting a dusty traveler garbed in brown and green leaning on a stout staff hangs above the door. Strange letters are carved into the bottom of the sign. The building has two stories constructed out of large rough-hewn timbers. The door and shutters appear to be shut fast.

This stout building temporarily serves as the camp for a group of six elves. They too have been sent to investigate the sudden reappearance of Gaxmoor. They have barred the doors and windows and are resting at the inn. The elves are alert and will be up and fully armed within 5 melee rounds after any disturbance.

The group consists of five regular elves and Ahlrاند, their leader, a 2nd level ranger. The elves have six light warhorses in the back room of the inn. Ahlrاند was dispatched to scout the city and bring back information as to the strength and composition of the humanoids in Gaxmoor. They are deciding whether or not to take action.

The elves are guarded towards any strangers but are not hostile unless provoked.

CK'S NOTE: The CK can use one of the elves as a replacement character if they have lost one of their number.

AHLRAND (CG Medium Wood Elf Ranger): HD 2d10+6 (HP 16), AC 14, Mv 35ft. Str 14 (+2) Dex 14 (+2) Con 16 (+3) Int 10 Wis 13 (+1) Cha 10. Perception 13 (+3). Athletics +4, Stealth +4, Survival +3. SV Str +4, Dex

+3. Long Sword +4/+5 (1d8+4/+5) or longbow +4 (1d8+2). Favored Enemy (orcs), Natural Explorer, Fighting Style: Dueling, Wild Mask (Hide when lightly obscured), Darkvision 60ft, Fey Ancestry (Adv. vs. Charm, no magic sleep), trance. Spellcasting (Wis; DC 11; Atk +3) 1-level (2 slots): Hunter's Mark, Ensnaring Strike. He wears studded leather armor, carries a long sword, a longbow, a quiver with 5 +1 arrows and 15 standard arrows, a backpack with 3 weeks hard rations, clothes, and other sundries. In a belt pouch he has 20 gp and 4 sp).

ELVES, 6 (NG Medium humanoid) HP 5 (HD 1d8), AC 15, Spd 30. Str 15 Dex 13 Con 10 Int 11 Wis 12 Cha 8. Perception 13(+3). Athletics +5, Survival +3. Sv: Str +4, Con +2. Longsword +4. (1d8+2) or longbow +3 (1d8+1; range 150/600). SA Darkvision 60ft., Keen senses, Fey ancestry (advantage vs. charmed, no magical sleep), Trance, Defense, Second Wind (1d8+2; 1/rest), Cantrip (choose one; Int; DC 10, +0). Challenge 1/4 (25 XP). They wear studded leather armor and carry small wooden shields, long swords, a longbow, a quiver with 20 arrows, a backpack with rations, clothes and other sundries. Each also has a pouch with 8 gp and 15 sp.)

AREA 28: COPSE OF SQUAT TREES

The wind gently sways the branches of this copse of squat, broad limbed trees ahead of you. Thick underbrush grows beneath the branches of the trees and limits your view of the area. The sound of water to the west provides a faint burbling background noise as you survey the lush vegetation. Perhaps this would be a comfortable place to rest and have a meal.

The copse is home to a giant wolverine. The wolverine will not bother the party unless they trespass into the copse of trees. Once angered, the wolverine will attack the party tenaciously, pursuing them if they run away. The only way to be rid of it is to slay him or leave a large amount of fresh meat behind to distract him.

The adventurers may be able to find a way to calm the animal down long enough for them to escape, if they have the right skills or spells. The wolverine has no treasure, but it did recently kill a bugbear and drag its corpse into the center of the trees near its den. The bugbear is partially devoured but still has on an intact boiled leather breastplate and a pouch with 24 gp. The breastplate appears to be of high quality with a burnished bronze emblem (Imperial Eagle) inlaid on the chest. The armor was made for the special scout units of the Empire long ago. This is +1 leather armor of quickness, which bestows a +1 bonus on initiative.

GIANT WOLVERINE (Unaligned medium beast) HP 13 (HD 2d8+4), AC 12, Spd 30ft, 10ft (burrow). Str 17 Dex 10 Con 16 Int 3 Wis 7 Cha 5. Perception 11 (+1). Bite +3 (1d6+1), Claws +3 (2d4+1). SA Darkvision 30ft, Keen smell (advantage on perception with smell), multiattack (bite and claws), wounded rage (1/long rest; when reduced to 0 hp, regain 1d8 hp and gains advantage on all attacks and +2 damage). Challenge 1/2 (100 XP).

AREA 29: BOAR'S NEST

A scattering of willow trees and thick brush line the river banks. As you near the thickets a sudden sound of branches breaking and the thud of many feet alert the party that all is not well. Twenty feet off to your right is a pack of boars, a tusker with his mate, and six piglets.

Both the male and female are vicious and will make one attack run at separate party members. They'll try and find a weak point in the marching order or attack the flank as they attempt to allow the young to break through. If the male boar is wounded in the fight, he tries to drop his opponent and then gore them for two more attacks to make sure they are dead. He then tries to run away and rejoin his family.

WILD BOARS, 2 (Unaligned medium beast) HP 11 (HD 2d8+2), AC 11, Spd 40ft. Str 13 Dex 11 Con 12 Int 2 Wis 9 Cha 5. Perception 9(-1). Tusk +3 (1d6+1). SA. Charge (if move 20ft and hits, extra 1d6 damage and target DC 11 Strength save or prone). Relentless (1/short or long rest; if reduced to 0hp, instead reduced to 1 hp)

AREA 30: SOUTHERN AQUEDUCT

The burbling of rushing water draws your attention as your party approaches an area of lush vegetation and low-branched willows. Through the screen of leaves and tall grass you see the sparkle of sunlight off the flowing water.

The stream here is relatively fast flowing and about 6-8 feet deep. There is a broken sewer grate submerged beneath the water in this area. A careful search is necessary to reveal the existence of the grate. The grate is hanging loose and can be pulled all the way off (Strength (athletics) check DC 14); of course, the character must be underwater to do so. The sewer outlet leads to areas inside the walls (see map below, Sewers of Gaxmoor), through the sewer system beneath the city. Swimming is possible but is somewhat difficult due to the current.

Characters will have to travel 60 feet underwater before they break water again. This leads them to the sewers (see map below, Sewers of Gaxmoor). If the PCs search the West Side of the bank there is a chance to detect tracks with a DC 14 Wisdom (survival) check. If successful, they find tracks leading off to the east. The sobekki, from Area 23, investigated this grate only hours ago. An additional successful search for tracks is necessary to lead the party to Area 32.

AREA 31: SEWAGE GRATE

The water rushes swiftly out of the city's aqueduct into the river here. A large metal grate is clearly visible near the surface of the water. Tendrils of green vegetation wave in front of the grate caught in the current but stuck on the crossbars. Due to the swift current and murkiness of the water, it is difficult to see how deep it is here.

A giant pike lives here near the bottom of the river where the current is not as strong. The pike attacks anyone who swims in



this area. It attempts to surprise its victim, attacking to swallow them whole. If it swallows a character or suffers damage it flees the encounter. No treasure to be found here, but the pike is a good source of food.

All the drains lead to the sewer system. Point-to-point movement is possible within the system; however, the likelihood of encountering a wandering monster is great (see The Labyrinth below).

PIKE, GIANT (*Unaligned huge beast*) HP 45 (HD 10d8), AC 14, Spd 30ft (swim). Str 16 Dex 17 Con 10 Int 2 Wis 14 Cha 7. Perception 12 (+2). Stealth +5. Bite +5 (2d8 +3 and DC 13 Dex save or swallowed. Swallowed = 1d6 damage/round but automatically hit with small weapons). SA Darkvision 120ft, Tremorsense (water) 60ft.

For Further details, see **Appendix B: New Monsters**.

AREA 32: HUTS ON THE OUTSKIRTS

These huts mark the southern limit of the city of Gaxmoor. They are constructed from a hodgepodge of wood, thatch, and reeds. The buildings appear to have been left largely intact. Apparently, not even the invading scum thought these humble dwellings were worth pillaging.

A group of eight wild sobekki rest in one of the huts. They were scouting the area looking to see if their tribe should attempt a raid. These sobekki are savage and have nothing to do with their civilized cousins in Outer Area 23 (see Outer City, Area 36). The sobekki wear simple reed loincloths and decorate their bodies and faces with colorful pigments. These pigments are made from powerful herbs known only to the sobekki (see below). They also have javelins (captured from Imperial soldiers).

These creatures will jump out of their hiding spot, hurl javelins and then charge into combat. The sobekki are brave as long as they remain uninjured. However, if severely wounded (reduced to 4 hp or less) the individual will flee. Likewise, if four or more creatures are killed or run away, the whole group attempts to escape.

SOBEKKI, 8 (LN Medium Humanoid) HP 12 (HD 2d8+4), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear

+3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes). Each sobekki also has one unused application of their hroosh war paint).

AREA 33: RUINS

A large pile of rubble is all that remains of this building. It is difficult to ascertain what purpose this structure once served. The upper story has been consumed by fire, and the stone walls are mostly toppled over into mounds of stone.

The CK should have PCs roll a Wisdom (perception) check (DC 12). If anyone succeeds continue reading.

As you cautiously move forward, you notice light glinting off of something in the rubble.

The glinting object is a silver platter (100 gp value) that has been carefully placed there by the kobolds in Area 34. The kobolds have constructed a 10-ft deep, covered pit-trap in front of the platter. The idea of the trap is to lure a creature into the rubble where they will fall into the pit and/or be ambushed from the rear (see Outer City, Area 34). Anyone attempting to grab the platter has to make a Dexterity save (DC 15) or fall in (1d6 bludgeoning damage plus 1d6+2 piercing damage from the stakes at the bottom). The kobolds in Area 34 then attack the PCs from the rear.

AREA 34: DESTROYED HUTS

Here is another knot of flimsy wood and sod shacks on the edge of the city. Several of the huts have been vandalized and knocked down; only a handful remain intact. The ground is strewn with debris, evidence of the horror that has fallen on the inhabitants of Gaxmoor.

This is the encampment of the remaining kobolds. The band suffered heavy casualties fighting the Imperials as well as in battles with the larger humanoid raiders. There are 21 kobolds in this encampment that are led by warrior-chief D'banlix and Bruuzzk, his wizard.

If the sentry in Area 35 warns the kobolds of an approaching group, they lie in wait for the PCs. They have prepared hidden positions that give their enemies a -4 on their surprise checks. They wait for the PCs to enter the trap area to attack. The ten crossbowmen launch a volley of quarrels while the rest charge in to the rear of the party.

D'banlix, kobold leader (He is a lawful evil kobold whose vital stats are HD 4d4, AC 15, and HP 12. His primary attributes are physical. He fights with his long sword, doing 1d8 points of damage. His special ability is 60' darkvision, and he has the light sensitivity trait. He has a long sword, 2 daggers, and a belt pouch holding 14 gp).

BRUZZK (LE small humanoid (kobold) wizard 1): HP 5 (HD 2d6-2), AC 12, Spd 30ft. Str 7 Dex 15 Con 9 Int 14 Wis 7 Cha 8. Perception 8. Dagger +4 (1d4+2) or sling +4

(1d4+2; 30/120). SA darkvision 60ft., sunlight disadvantage, teamwork, spellcasting (Int; DC 12, +2. 0-level: poison spray, detect magic, prestidigitation; 1-level (2 slots): burning hands, magic missile. He possesses a dagger, a ratty spell book (contains his prepared spells plus Alarm, Mage Armor, Acid Arrow, Spider Climb), and a pouch with 20 gp and 17 sp.

KOBOLDS, 21 (LE small humanoids): HP 5 (HD 2d6-2), AC 12, Spd 30ft. Str 7 Dex 15 Con 9 Int 8 Wis 7 Cha 8. Perception 8. Dagger +4 (1d4+2) or spear +4 (1d6+2; 20/60) or light crossbow +4 (1d8+2 80/320). SA darkvision 60ft., sunlight disadvantage, teamwork.). They have leather armor, spears, and daggers. Ten have light crossbows, and each of them has 6 bolts).

AREA 35: PILLAGED TINKER'S SHOP

This small store has been thoroughly looted. The front door has been smashed in and lies splintered in the entry. It appears this was a tinker's shop, judging from the details of scattered wreckage. An assortment of pots, pans, and broken utensils litter the ground. Inside, the store has been turned upside down, and nothing seems to have been spared.

There is nothing of value in the store. A kobold sentry is hiding on the rooftop watching the road. If he sees anyone approaching, he scrambles down the tree in the back of the building and runs to Area 34 to get the kobolds into their ambush positions. He has the same stats as the kobolds in Area 34.

AREA 36: THE SWAMP

As you follow the aqueduct downstream to the west, it terminates in a series of rivulets that eventually disappear into an assortment of bogs and pools. The ground is getting soft and squishes around your feet. Tall reeds and swamp grass replace the prairie vegetation, and a small game trail leads off to the west.

If the party boldly saunters up the trail they'll be noticed by the young braves of the wild sobekki village. Once they spot the adventurers, they quickly organize an attack. If the group uses scouting and caution instead, then the scouts may make a Wisdom (perception) check (DC 11) to see some sobekki slipping off towards the village. From there, the party may retreat or prepare for battle.

If discovered, the PCs are attacked by 20 sobekki coming out of the reeds. Four other warriors riding medium crocodiles make a flank attack from behind the party.

The trail leads to the savage sobekki village that totals 30 young male fighters as well as 12 aged males, 40 young females, and 9 matrons. Scurrying about on all fours are 68 young. The warriors are armed with two bone tridents and a club. The young and females have only clubs. This tribe of sobekki is completely hostile and relishes the taste of human flesh! If the PCs are overly cautious and do not press the attack when they encounter the sobekki, the chief arms himself with the reed armor and magic trident from his hut (see Inner City, Site 13).

The Chief's hut is in the center of a large stagnant pond and is composed of assorted logs, reeds, and mud. The entrance is twelve feet under the murky water.

KRO-BRUK, SOBEKKI CHIEF (LN Medium Humanoid) HP 39 (HD 6d8+12), AC 17, Spd 20ft, 40ft (Swim). Str 17 Dex 14 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +4 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), Trident +5 (1d6+3 or 1d8+3; range 20/60), Dagger +4 (1d6+2; range 20/60). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes). He has enough war paint for six uses. He has magical reed armor (AC 15 + Dex), his +1 trident, and a dagger). CR 2 (450 XP)

KRU-GAR, SOBEKKI SHAMAN (LN Medium Humanoid) HP 24 (HD 4d8+8), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 16 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes). He has enough war paint for 3 uses. Spellcasting (Wis; DC 13, attack +3. 0-level: Druidcraft, Poison spray, produce flame; 1-level (4 slots): cure wounds, detect magic, faerie fire, entangle. 2-level (3 slots): flaming sphere, hold person, spike growth. He has a club, his bone holy symbol, and a silver ring (12 gp). CR 2 (450 XP)

Kru-gar has the following spells: 0-light, detect magic, first aid, ghost sound 1st – cure light wounds, sleep, prayer).

SOBEKKI, 12 (LN Medium Humanoid) HP 12 (HD 2d8+4), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes). They each have enough war paint for one use.

TREASURE: The chief keeps an assortment of baubles and trinkets from previous unfortunates that encountered the wild sobekki. The floor of his hut is covered with three feet of water, and all the items are scattered amongst the mud and rushes. Searching the hut stirs up the mud and makes items progressively more difficult to find, requiring a higher Intelligence (investigation) check by one each time (first DC 13, then 15, then 16, etc.). CK's should re-roll any duplicates until a new result is generated.

- 1 String of 28 Pearls (2,800 gp total value).
- 2 Plate armor of the Deep. (see Appendix D, New Magic Items)
- 3 Sobekki Skull (Histhra's Grandfathers) if returned to Histhra it puts his ancestor's soul to rest. The party gains +4 to all interactions with the friendly sobekki.

- 4 Oar from a boat.
- 5 +1 Trident.
- 6 Necklace of human hands, very little flesh on the bones.
- 7 5,000 gp blue diamond.
- 8 **Bone wand of Burning Hands** (6 Charges; regain 1d6 every dawn; if last charge used, d20: 4 or less bursts into flame, dealing 1d8+2 to the wielder, then crumbles to dust).
- 9 Tome of Clear Thought (thoroughly soaked, a Wisdom check (DC 16) must be made to keep it intact while moving or drying it out. Otherwise, it loses its magic). Characters who are proficient in the Arcana skill may add their proficiency bonus to this Wisdom check.
- 10 **Honest Ern's Youthful Badge of Morality** (see Appendix D, New Magic Items).
- 11 Leather sack filled with Rune Stones of Predestination (see Appendix D, New Magic Items).
- 12 Ivory wand with a Death's Head. Necromantic talisman of the undead, 21 charges (see Appendix D, New Magic Items).
- 13 **Sobekki Full reed battle armor.** This armor has been blessed by ancient sobekki shamans and grants AC 15 to a sobekki. And, it gives protection from arrows, as the spell. It fits only sobekki; Other humanoids may not wear this armor due to its unusual shape.
- 14 **Fishscale robes.** These carefully sewn together ceremonial robes give off magic since they have been enchanted to draw fish blindly towards the wearer. This is of great use during the village's major fishing expeditions. The giant pike that inhabit these waterways cannot resist this lure!
- 15 **Enchanted skull of heroic sobekki chief.** This skull animates and bites any holder (as a 4 HD monster for 2d4+6) who is not the chief of the village.
- 16 **Corroded bear trap.** This copper trap will deal 3d10+6 points of damage to the finder (DC 15 Dexterity save to avoid trap) plus they must roll a d20. On the result of a 1 they have lost either a foot or a hand! This trap is so old and corroded that it has a 50% chance of being destroyed every time it's triggered. It weighs 35lbs.
- 17 8 piece band stones of Clacking (see Appendix D, New Magic Items).
- 19 **Expertly crafted bronze short sword with jewel encrusted scabbard.** It has a 1,000 gp emerald in pommel and 12 pink pearls, 100 gp each, on the scabbard.
- 20 +3 Composite longbow. It needs to be restored or it will break (10% chance per use). To repair, it will take an experienced craftsman a week with Intelligence (bowyer's tools) (DC 12) and 200 gp worth of materials.

AREA 37: WEST AQUEDUCT

You hear the sounds of fast flowing water bubbling up from underground pipes of the western outlet for the city aqueducts. The deep, stone-lined waterway leads due west, widening the further it goes.



The grate is submerged 15 feet below the surface of the water. It is solidly in place, on this side, and cannot be easily dislodged. It has an AC of 15 and 40 HP.

AREA 38: BREACH IN THE WALL

There is a gaping hole, some 10 to 15 feet wide, in the 40' high wall of the city. Debris and rubble are strewn about this breach in the wall. A large building can be seen about 50 feet through the wall and past it is a stand of low trees.

A medium giant spider is lurking in the rubble. It was about to create a web for itself, across the breach, when it sensed the approach of the PCs. Now it hopes to catch and paralyze them for a quick meal. The spider has no treasure.

SPIDER, MEDIUM (*unaligned M beasts*): HP 17 (HD 3d8+3), AC 14, Spd 30ft/30ft (*climb*). Str 14 Dex 16 Con 12 Int 2 Wis 11 Cha 4. Perception 10. Stealth +7. Bite +5 (1d8+3 plus 1d8 poison plus poisoned 1 hr (Con DC 11 half and neg. poisoned); Web +5 (5/6, 30ft, hp 5, AC 10. Target restrained. DC 12 Str neg.). SA blindsight 10ft., darkvision 60ft., spider climb, tremor sense on web, immune to webs, poison, bludgeon and psychic damage, fire vulnerable.

AREA 39: BREACH IN THE WALL

The city wall was pierced here somehow by the attacking humanoids. The wall has a 10 foot diameter hole punched through it. Debris litters the area around the breach. A small stand of white beech trees is visible in the city beyond.

This entrance is unguarded.

AREA 40: BREACH IN THE WALL

You stand at yet another point where the savage humanoids pierced the city wall. This section of the wall is completely crumbled, leaving a gaping hole 25 feet wide. The rubble is piled up to about 5 foot in height, and climbing it is difficult. Through the hole and slightly off to the right, you see a large white circular stone building with many pillars. The structure is roughly 250 feet away. Straight ahead, you see a fairly large square structure with 50 foot wide steps leading up to it. Off to your left you see a large two-story building with heaps of trash lying about. To your immediate right you see several looted small shops.

Waiting for anyone foolish enough to climb in the rubble is an ochre jelly. It attacks the first person to climb in the breach.

OCHRE JELLY (*This neutral creature's vital stats are HD 6d10, HP 44, and AC 14. Its primary attributes are physical. It can only move 10' per round, but it can climb at that rate as well and often attacks by falling on its prey. They attack with acid doing 1d4 points of damage. Its special abilities are constriction and splitting, where electric and slashing attacks cause it to split into two identical blobs with its original hit points divided equally between the two halves. Its acid damage potential is halved as well.*)

TREASURE: Scattered in the rubble are the following items left from previous victims. An extensive search reveals the following: 2-200 gp, a short bow, 18 arrows, a scroll tube with 3 cure light wounds scrolls, and a pearl of power (level 2). It takes 1-3 minutes to find each individual item.

AREA 41: BREACH IN THE WALL

You find another breach in the wall. This hole is about 15 feet wide, and there is rubble heaped to either side of the hole. The invaders trampled a clear pathway in the grass, leading to a large building.

No immediate danger awaits the PCs.

AREA 42: NORTHWESTERN GATE

You stand on a marvelously smooth roadway paved with square blocks of pale gray stone. Even as you ponder on the work that must have gone into making such a road, your eyes wander to a massive portal up ahead. The twin bronze gates that guarded the city stand wide open. Battle scars mar the smooth metal work and give testimony to the recent assault. The arched gateway reaches its zenith at about 25 feet and is at least as wide. At the top of the archway, leering down upon all who enter the city is a large imp-like statue. Beyond the gate you see a second large statue standing near the high tower.

The "statues" are two gargoyles from the Labyrinth using the gate as an ambush site. If the party examines the statues from the ground, give them a Wisdom (perception) check (DC 18) to notice something amiss. They wait for the PCs to go into the city and then swoop down on the rear of the party hoping to catch some dinner.

GARGOYLES, 2 (*CE Medium Elemental*) HP 52 (HD 7d8+21), AC 15, Spd 30ft, 60ft (fly). Str 15 Dex 11 Con 16 Int 6 Wis 11 Cha 7. Perception 10. Bite +4 (1d6+2), Claws +4 (1d6+2). SA *darkvision 60ft, False Appearance (indistinguishable from an inanimate statue while motionless), Multiattack (1 bite 1 claw), immune to poison, exhaustion, petrified, poisoned, resistance to nonmagic weapons that aren't adamantine.* Challenge 2 (700 XP).

AREA 43: NORTHEASTERN GATE

You stand on a marvelously smooth roadway paved with square blocks of pale gray stone. The twin bronze doors that once guarded the city stand wide open. The arched gateway reaches its zenith at about 25 feet and is at least as wide. Various debris and litter are strewn about between the two large buildings that flank the gate.

Examination of the litter reveals broken ale kegs, bones (human and other), and many footprints of human-sized creatures. If the PCs do not use stealth, the orcs (Area 16 and 21 of the Outer Ring) will arm themselves and come out to attack in 6-10 rounds.

AREA 44: WESTERN GATE

The meticulously constructed roadway is paved with finely smoothed square blocks of pale gray stone. As you gaze down the road your eyes wander to the massive portal up ahead. The twin bronze gates have been twisted and shattered by a powerful force. The damage appears to be from the recent assault on the city.

If it is daytime and the PCs have not aroused the ire of the hobgoblins then they may quietly sneak through the gates without the guards from inside Gaxmoor halting the group. If they are loud and careless, then a battle will ensue within 6-12 rounds.

THE GRAVEYARD

A wall of well-manicured hedges rises up before the party as you approach this odd collection of buildings on the outskirts of the city. Approaching closer you realize the hedgerow partially hides a sturdy wrought iron fence. The black-painted fence is approximately 12 feet tall and topped with sharp bladed points. Through the shrubbery you can make out narrow, stone-paved paths leading from one small stone building to another. You see many statues decorating the entrances to the buildings. On the north side of the area is a large well-paved road that leads up to a massive ornate gate piercing the hedgerows. The gate is shut fast, locked, and has an additional chain and padlock securing it. The dead bodies of four gnolls litter the area.

These creatures are actually gnoll zombies who haven't been added to the troops of Lamesh. The newly animated corpses could not be moved because the necromantic rites have not fully taken hold of these zombies. Treat them as normal zombies. A character proficient in thieves' tools can pick the two locks fairly easily (DC 12).



GNOLL ZOMBIES, 4 (NE Medium Undead) HP 22 (HD 3d8+9), AC 8, Spd 20. Str 13 Dex 6 Con 16 Int 3 Wis 6 Cha 5. Perception 8(-2). Slam +3 (1d6+1). SA Immune to poison, Darkvision 60ft, Relentless Fortitude.

CK'S NOTE: Only those of some monetary means are buried in the graveyard. Those who left no contingencies or had family unwilling to pay for the honor of a proper burial were burned in the city fire pit. Most of the crypts are for families rather than individuals. Many of the graves outside the crypts are for lesser family members or loyal retainers. Where the graveyard was once the protected resting place of the honored deceased, but it is now the home of the evil cleric Lamesh Ryholden. He is bringing the deceased citizens of

Gaxmoor back to some semblance of life as members of his undead army.

STATUES: Statues decorate and commemorate many of the crypts and mausoleums throughout the graveyard. Even the most humble of grave sites have some engraving or a bust displayed. The larger buildings have many sculptures and reliefs capturing past moments of Imperial life. Great skill and craftsmanship have gone into the creation of these magnificent works. Unlike much of the stonework within Gaxmoor, the effects of the elements are quite noticeable in the graveyard. Details of the older sculptures are softened, their inscriptions blurred by wind and rain. It should be evident to anyone examining the graveyard that stonework and statues were important to the Imperial culture.

CRYPT 1: THE SOOTHSAYERS

This monument to the past residents of Gaxmoor is still in excellent condition. The bronze on the front gates is only now beginning to tarnish, and it seems to be locked, with a chain and padlock as well as two locks built into the door. A large dome rises out of the center of the roof. You also notice that the outside stonework has recently been painted scarlet.

This huge building contains a planetarium in the domed rotunda. The planetarium springs to animation when someone enters the crypt. The sun, moon, and stars shine with arcane light and move by means of the magic properties of the dome itself. Four doors lead from the rotunda; two to the east and two to the west. Each door is a 5 foot high arched affair with sculpted stone lintels that lead downstairs. A lock secures the doors (Dexterity (thieves' tools) DC 13), except for the east door, which has been locked and fire trapped by a 12th level wizard (see below). Beyond each door are stairs that curve down into dark passages.

Each of the north, south and west passageways end after about 100 feet and contain a series of niches, spaced periodically, in the walls. There are 12 niches in each passageway. Each niche contains the remains of a former citizen of Gaxmoor. If the bodies are looted they have one of the following valuables (allow only two per passageway) (roll 1d8):

- 1 Ring value 1-100 gp
- 2 Necklace 1d20 X 50 gp
- 3 Silver coffer 50 gp value. Trap! There is a poison needle on the latch of the silver coffer. If it is opened without first detecting and disarming the trap, the needle injects the poison, and the victim must make a constitution save (DC 18) the first round or take 1d6 points of damage, and a second constitution save (DC 18) the next round or take an additional 1d6 points of damage and become poisoned for the next 1d4 hours. The coffer contains a vial of perfume 100 gp value
- 4 Imperial medals 1d8 X 10 gp. These are personalized and may affect meetings with Imperial citizens
- 5 Ornamental +1 bronze short sword, with the special ability to detect evil and good, as the spell, 3 times per day
- 6 Two gold pieces over the eyes
- 7 Breastplate, ornamental silvered 900 gp
- 8 Leather bound book (valuable to collectors or to Site 66, the Inner City)

Each item should only be found once. If the same number is rolled twice then nothing of interest is discovered.

THE EASTERN DOOR: This door has a fire trap (cast by a 12th level wizard). If the door is opened without being disarmed, it triggers the fire trap, causing 2d8 points of damage, Dexterity save (DC 16) for half damage. Beyond the door is a long hallway much like the others, but it terminates in a hexagonal chamber, 60' x 60'.

The room is illuminated by a pale bluish glow that emanates from the very stone itself. The ceiling is decorated with a glowing map of the constellations in the sky. In the center of the chamber is a stone pedestal with a magnificent diamond resting upon it. The walls of the room hold niches within which lay the bodies of men dressed in dark blue.

The diamond is magically trapped (DC 22 Intelligence (investigation) to discover). If a PC looks at the diamond, he sees a pattern of reflections resembling stars in the sky. If anyone touches the diamond, the protective wards are activated, the stars on the ceiling suddenly glow more brightly and hurtle down exploding in fiery sparks (8d6 damage, Dexterity save DC 16 for half). The Diviner's Diamond is worth 50,000 gp (see below).

Each wall holds the bodies of the past soothsayers of the governor. The deceased are wearing dark blue silk robes with silver stars and have platinum necklaces with moon medallions (500 gp). The body across from the entrance has a spellbook clutched across his chest. He is garbed in similar robes with colorful planets stitched into the material. Around his neck is a platinum necklace with a six-pointed star medallion (1,000 gp). He also has a platinum ring with a blue star sapphire (500 gp) set in it. The book is protected by a complicated heavy clasp/locking mechanism (Dexterity (thieves' tools) DC 18). The spellbook contains the following: 1st - comprehend languages, identify, 2nd - detect thoughts, 3rd tongues, 4th- arcane eye, locate creature, 5th- faithful hound, scrying.

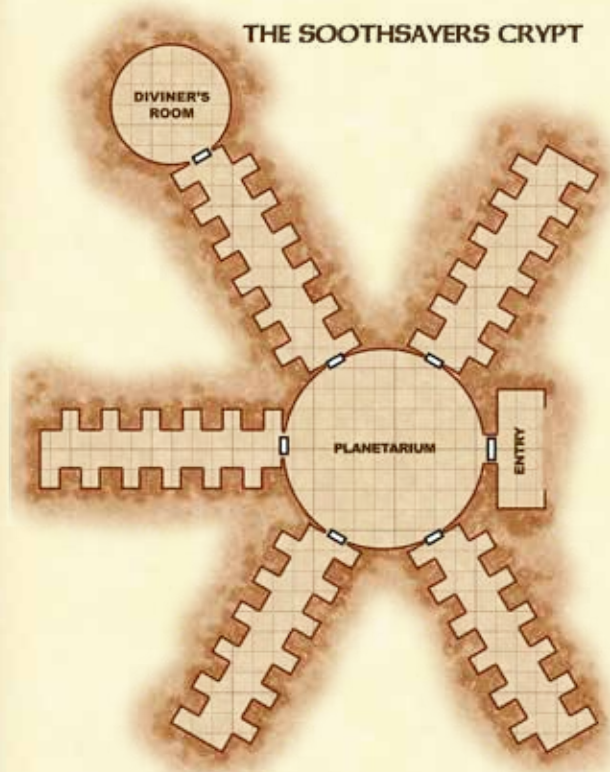
NOTE: the constellations are a bit different here due to the slow passage of time in Gaxmoor. Any player schooled in modern divination and/or astronomy notices this. At this time, if the party does not know that time passed slower for the city than the rest of the world, you may impart this to the players.

DIVINER'S DIAMOND: This device aids in the casting of all divination spells. To gain its benefits, the possessor of the diviner's diamond must first attune themselves to the diamond. Attuning to the diamond requires the caster to keep the gem in close contact at all times and to spend an hour each evening under the stars studying constellations. The character must make a successful Intelligence (arcana) check (DC 22, minus 1 for each evening spent in contemplation of the stars to a minimum DC 10) to become attuned to the diviner's diamond. A failed check means they must start the process over. Once attuned to the diamond, the caster casts divination as if they were three levels higher. The possessor also gains one extra use of the divination spell per day.

CRYPT 2: THE BERUS AOLIS

A large building constructed out of huge blocks of alabaster stone occupies the west side of the pathway. Wide stone steps run the entire width of the building and lead up to a columnar breeze way. The columns are carved from some strange sea green stone and are decorated with gold rings at the head and foot.

Several statues catch your eye as you mount the stairs of this memorial building. A statue of a muscular Imperial with a full



beard is gesturing to an odd-looking assistant. An inscription underneath him reads: "Master Engineer, Berus Aolis." The assistant is a bipedal crocodile of some sort.* Further inside are more statues of humans and these strange creatures. All are positioned so as to appear to be doing some sort of construction. In the center of the sculpted scene is a 10-foot shaft with a sturdy bronze and wood platform suspended on a block and tackle device above the pit. It is the only obvious way down.

* The creature is a sobekki (see Appendix B: New Monsters).

The rings are only plated in gold and are of no real value. This building is dedicated to a prominent family of engineers in Gaxmoor. The statue of Berus Aolis Maximus, the designer and engineer of the aqueducts in Gaxmoor, is the first statue the PCs notice upon entering the building.

The shaft leads down to the burial chambers of the Aolis family.

The catacombs below this magnificent structure are round corridors resembling large sewage tunnels and branch off of one main east-west corridor. All the tunnels are tiled with a fine grade of stone and are decorated with bas-relief carvings similar to those in the mausoleum above.

ROOMS A- D: Each of the four rooms on the north and south sides of the corridor mark the burial chambers of the Aolis family. They have no doors, only archways. Each room is 20 feet in diameter, spherical and holds four stone sarcophagi each, with a gold plate secured to the lid. The gold plate contains the name of the deceased, year of death, and their major accomplishments (i.e., built the grand theatre or designed royal Governor's Palace,

etc.). The lids are quite heavy (Strength (athletics) check DC 17 to open). The rooms have the accouterments that an engineer would need in the afterlife. There are well-constructed tools, large sheets of parchment, and charcoal pencils, crowbars, hammers, levels and the like. The crowbar can aid the PCs in any attempt to open the sarcophagi (advantage to strength check attempts).

Each sarcophagi contains a decayed corpse. A thorough search of each tomb will yield some treasure. Roll once for each sarcophagus to determine what is contained in it.

- 1 Gold medallion with a fortification pictured on it (400 gp)
- 2 Jade inlaid goblet (200 gp)
- 3 Burial gown sewn in silver and gold (100 gp)
- 4 Book on building drainage tunnels and a map of the sewer lines beneath Gaxmoor (does not reflect recent additions or muhroydian tunnels)
- 5 Gold armband with emerald inlays (2,000 gp)
- 6 Silver hammer and chisel decoratively etched (350 gp)
- 7 Empty
- 8 1d4 Exploding stones. The Imperial engineers used these fist-sized dull green rocks when tunneling. Pushing the black spot on the rock causes it to explode forcefully (in two rounds) for 3d6 damage in a 30' radius, Dexterity save for half damage.
- 9 Expert-made harp with platinum inlay (value 6,500 gp)
- 10 Trap! If the sarcophagus is opened before the trap is disarmed, it releases insanity gas that fills the chamber in one round. Everyone in the chamber must make a constitution save (DC 15) or act as if under the confusion spell for 1d4 rounds.
- 11 Expert-made stone working tools
- 12 Book containing knowledge of construction

TRAPPED ROOM

The corridor continues for 60 feet where it ends in a spherical chamber. There is water running into and out of the room via small drainage pipes. The water is only a few inches deep at the edges and about 5 feet deep at the center. A narrow ledge leads around the chamber. The room resembles a sewage access chamber in the city. A statue of Berus Aolis is on a small pedestal in the center of the 40 feet diameter room. He is holding a real trident in his right arm as if ready to strike a foe. The statue also wears a brilliant gem-encrusted gold pendant around its neck.

The pendant is a cheap copy of the badge given to Berus by the Emperor.

This room is trapped (DC 16). The floor underneath the water has pressure plates. When a PC (weighing 100 lb. or more) wades up to within twelve feet of the pedestal, the arm of the statue strikes forward, delivering an electrical charge into the water. Anyone in contact with the water takes 24 (8d6) lightning damage (DC 16 Constitution save for half). If anyone actually makes it up to the statue and climbs on the pedestal, it will begin to sink



into the floor. Thirty feet back up the tunnel, a bronze portcullis will come crashing down, sealing off the exit. The portcullis is AC 18 and has 20 hit points. The thirty feet of tunnel drops to a 45-degree angle, sliding anyone on it down into the room. A Strength (athletics) check (DC 17) allows anyone to climb ten feet back up for each success. Water rushes into the chamber filling it to the top in three turns. The water drains back out and the room returns to its normal state after 15 minutes have elapsed.

BERUS AOLIS' BURIAL CHAMBER: Ten feet away from the entrance there is a pressure plate that lowers a globe with continual light from the ceiling. It lights the whole 30' x 30' room.

As you approach the open room, a glowing globe descends from the ceiling, brightly lighting the whole room. Then the visage of Berus Aolis appears at the entrance and speaks a phrase in the Imperial tongue. He then turns and disappears into the chamber.

The image is an illusion, and it resets itself each night at midnight. The phrase it says translates to "Welcome Aolians. Enter, pay your respects, and ask for guidance and protection."

OUTER CHAMBER

In the center of the room is a sealed sarcophagus made of heavy marble. The room looks like a study in a comfortable country villa. Frescoes depicting various magnificent buildings decorate the walls. Some of the frescoes are of buildings in Gaxmoor, but others are unidentifiable. Scrolls lie on a large desk, containing notes and sketches of engineering projects. Blueprints of sewers and aqueducts are also spread out in the room. Four large pottery jars are in the corner. They are sealed with heavy oiled canvas.

The sarcophagus is made of heavy marble (over 4,000 lb., the

lid is 1,000 lb). The easiest way to open it is to use crowbars and lever it off (Strength (athletics) check DC 18, advantage if a crowbar is used), or deliver sufficient damage to destroy it (AC 15, 60 HP) or by use of a magic spell. The sarcophagus is empty.

The jars contain old wine that has turned to vinegar.

A small shrine is setup in front of the large sarcophagus. It contains various offerings of gold, gems, and incense. There are 38 gp, 5 gems (diamond: 2,000 gp, 3 emeralds: 500 gp each, and 1 pearl necklace; 30 pearls at 100 gp each), and 14 sticks of finest incense (125 gp total).

A secret door against the back (west) wall leads to the real burial chamber (Wisdom (perception) check DC 12 to find secret door).

SECRET CHAMBER: The secret door has a glyph of warding placed on it. Blast Glyph: 7d4 of sonic damage (Wisdom save DC 15 for half) within 5 foot radius unless the words "Revelation is a journey, not a destination" are spoken in the Imperial tongue prior to opening the door.

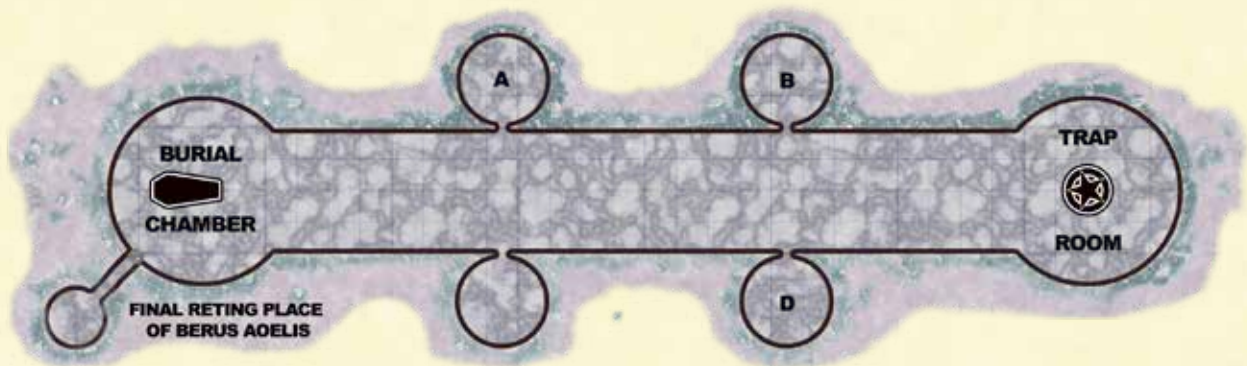
The inner chamber is a circular room approximately 30 feet in diameter. A large, ornately carved sarcophagus dominates the room. The sarcophagus is on a raised platform about five feet off the floor. There are steps leading up to the foot of the sarcophagus. On the opposite side of the dais is a small shrine. Five candles and two incense pots rest near the shrine. An ornate set of armor hangs on the wall to the south with an iron chest resting on the floor nearby.

A magic mouth is triggered by an attempt to open the sarcophagus. It says, "Death to all who violate the sacred rest of Berus Aolis" in the Imperial tongue.

THE CRYPT OF BERUS AOELIS



THE COLUMNADED
BREEZEWAY & ENTRY



The gold lid on the sarcophagus is carved and painted to create a lifelike image of Berus Aolis. The lid is heavy and requires a group effort to move it aside (at least three characters must make a Strength (athletics) check DC 15 at once to move it). The lid is also protected by a glyph of warding (spell glyph with a 7d6 lightning bolt, Dexterity save DC 16 for half damage). The first person to attempt to open, lift, or slide the lid triggers the spell.

The body of Berus Aolis is contained in the sarcophagus. His skeletal corpse is clothed in the remains of fine garments. He holds a silvery trident in the crook of his right arm. A large gold pendant hangs on his neck. This is the badge of office given to Berus by the Emperor so many years ago. It is in the shape of the Imperial eagle with a ruby for an eye (value 10,000 gp). The pendant is magical, bestowing the wearer with the ability to breathe water, a swim speed of 20', and a +5 Charisma bonus when interacting with any civilized sobekki (see below, Appendix B: New Monsters).

The walls of the chamber are decorated with finely woven tapestries depicting the ancient skyline of Gaxmoor. Many of them show the aqueducts partially completed, with work crews and scaffolding surrounding many of the structures. There are a total of 6 tapestries, each worth 500 gp and weighing 15 lbs.

A finely polished set of armor consisting of a breastplate, crested helm, and greaves is hanging on the wall. The armor, a fine suite of custom +1 bronze breastplate, has a golden eagle inlaid on the chest. The rack is trapped (Intelligence (investigation) DC 13). The rack holding the armor is weight sensitive. If anyone removes the armor, the room spins rapidly approximately 5 feet. Triggering the trap causes the door into the burial chamber to move over and reveal an alcove. In the alcove is a clay golem commanded to kill any trespassers in the burial chamber!

The golem will not leave the burial chamber even to pursue the violators. The only thing that will hold the golem at bay is the smoke from the incense at the shrine. The incense does have a faint aura of magic and keeps the golem ten feet away. It can burn for a total of five minutes. The only way to get the room to rotate back is to place the armor or its equivalent weight back on the rack.

GOLEM, CLAY (*Unaligned Large Construct*) HP 93 (HD 11d8+44), AC 9, Spd 30ft. Str 20 Dex 9 Con 18 Int 3 Wis 8 Cha 1. Perception 9(-1). Slam +8 (2d10+5 magical; DC 15 con or have max hp reduced by damage; death if reduced to 0, lasts until greater restoration), Haste (recharge 5-6; +2 AC, advantage on Dex saves, slam as bonus action). SA Darkvision 60ft., Multiattack (2 slam), acid absorption (acid heals), Berserk (6 on d6 after taking damage; attack nearest creature or nearest object), immutable form (immune to form changing), magic resistance, immune acid, poison, psychic, bludgeoning-piercing-slashing from nonmagical, non-adamantine attacks, charmed exhaustion, frightened, paralyzed, petrified, poisoned.

TREASURE: There is a large iron chest in the northern section of the chamber. The latch has a mechanical trap (Intelligence (investigation) DC 16). Opening the lid without disarming it causes poison gas to rapidly fill the entire chamber. The PCs must make a DC 15 Constitution save every round they are in the gas or suffer 12 (3d6) points of poison damage as the toxin bursts blood vessels in their bodies. The gas dissipates in 1-2 turns.

The chest contains 500 pp, a small pouch with 10 diamonds worth 500-5,000 gp each, a chime of opening, a +1 dagger, and a scroll tube. The scroll tube is made of jade and has an air tight cap (value 200gp). The tube has a glyph of warding cast on it (DC 17 Intelligence (investigation) or (arcana) to discover, which casts conjure minor elemental, determine monsters

randomly). The scroll has the following spells: water breathing, protection from poison, prayer, raise dead, heal, and greater restoration. The chest has a false bottom containing a manual of bodily health.

CRYPT 3: THE FLAXUS CLAN

You follow the stone-paved pathway as it gently curves toward a small mausoleum. The entryway is barred by a formidable portcullis and flanked by a pair of red-veined marble columns on either side. Through the bars of the portcullis, in the shadowy recesses, a small door is visible. The family name Flaxus is inscribed in block letters above the portcullis.

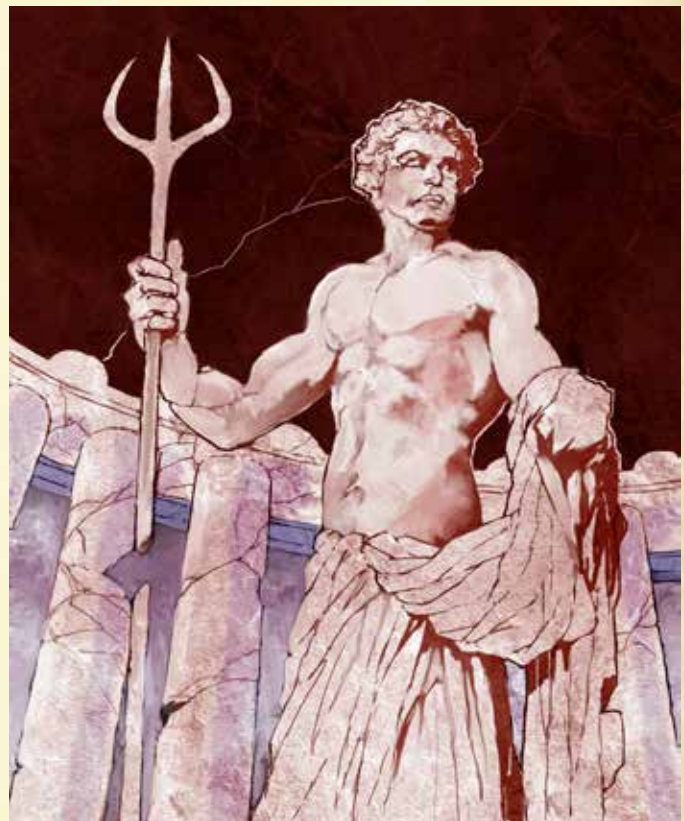
The control mechanism to the portcullis is hidden behind a secret sliding access panel in the right marble column (Wisdom (perception) check DC 16 to notice). If this is discovered, the portcullis can be easily raised by depressing the lever. The door to the building is locked (Dexterity (Thieves' tools) DC 17). It can be forced open with great difficulty and noise (Strength check DC 18). Contained in the mausoleum are several skeletal remains of the Flaxus family. The remains are wearing tattered remnants of fine clothes. A search of the bodies will reveal a ruby brooch (worth 1,500 gp) and an ivory scroll tube (300 gp value) with the following scrolls: cure wounds, healing word, lesser restoration, heal and prayer of healing.

CRYPT 4: THE CARETAKER'S RESIDENCE

This building stands out amongst the many stone monuments and mausoleums. The main house is comprised of two stories with a gabled roof. The building is painted dark green with white trim and shutters. A smaller building stands close to the north side of the residence. It appears to be some sort of small barn or a work shed. The pleasant sound of wind chimes floats through the air as your party approaches.

The building is well built and relatively undisturbed. Hanging from a hook beside the front doorway is a set of glass wind chimes. This small chime is meant to be handheld and makes a lovely sound when walking. It has divine etchings and symbols of the Traveling Lord, scratched into the glass. Striking the charm evokes a protection from evil spell up to seven times, after which it shatters. It radiates abjuration.

Because the graveyard has avoided much of the destruction that has befallen Gaxmoor, the house is in relatively good shape. The house has a foyer, sitting room, dining room, kitchen, and pantry on the first floor with all the typical household accouterments. The second story has three bedrooms, a functioning bath, and a study. The study has books on Gaxmoor's history in the Imperial language. Anyone able to read Imperial, and spends several hours going through the texts, will recognize family names on the crypts. Many of the books contain the family histories of Gaxmoor. Also, anyone who reads the books learns that the door to the Panorius Crypt (see Outer City, the Graveyard, Crypt IX) has a protective ward cast upon it. The



password is also revealed, "Revelation is a journey, not a destination," as well as the knowledge to enter the tomb one must be wearing the symbol of the Traveling Lord- or suffer greatly. Give hints as to other features of the crypts as you see fit.

The pantry is stocked with foodstuffs equivalent to 30 days rations and contains 25 bottles of good wine (value 500 gp total). The study has a desk with a locked drawer (DC 17 to pick). The drawer contains a key that opens the front gate of the graveyard and four vials of acid. There are also 25 sheets of paper and twelve ounces of ink and several fine quills.

CRYPT 5: XERXES DICCUS

A small ebon-hued building sits on the southwestern outskirts of the graveyard. The building appears to be in good condition and remains apparently undisturbed. The walkway up to the squat building is paved with red-veined and black marble tiles. Rats squeak and bound away as you approach this mausoleum. The arched entryway contains an iron bound dark wooden door. The door has a large lock in the center of it.

The door lock is extremely intricate (DC 20 to pick).

This is the crypt of the vampire, Xerxes Diccus, the bastard son of an ancient Emperor. The mayor of Gaxmoor thought it was more prudent, and politically correct, to seal up Xerxes rather than slay him outright. He fashioned this eternal prison with the help of his court wizard and priests.

Once through the door, the party is met by an inner door coated in solid silver (5,000 gp worth of silver if melted down). This

door is locked as well (Dexterity (thieves' tools) DC 20). The door is etched with many carvings and symbols in the Imperial language. If a comprehend language spell is cast the cryptic message is revealed:

"This is the eternal banishment of Xerxes Diccus. Open not this portal for fear of your mortal soul!"

The rest of the writing is magical in nature. If a read magic spell is used the party learns the writing and inscriptions are a ward against incorporeal forms and negative energy.

If the PCs do more than just a cursory examination and reading of the inscriptions they hit the anti-tampering wards put on the crypt. Explosive runes are incorporated into the first layer of wards which deal 21 (6d6) damage (Dexterity save DC 15 for half).

If a PC attempts to search the silver door or pick the lock a special illusion is triggered. The illusion is of a terrifying demon throwing open the door with a howl and crackle of flames around his body. He says, "Thank you for freeing me fools! Now come to me and receive your reward. It has been centuries since I have tasted human flesh!" The illusion affects all five senses and is amazingly realistic.

If the PCs don't run away, but rather choose to interact with the illusion, they get to make an Intelligence save (DC 17) to disbelieve. This illusion has been bolstered with special esoteric magic: anyone who believes the illusion of the demon takes real damage from it, though those who succeed in their saving throw will suffer no damage. A new save is allowed with every interaction with the demon (including attacking or being attacked). The illusory pit fiend attacks anyone within 20 feet of the door. It is not able to affect anyone outside of that area. The illusion will disappear after 20 rounds.

ILLUSIONARY DEMON (CE Large Fiend) HP 110(HD 13d10+39), AC 17, Spd 20 ft Swim 90 ft. Str 18 Dex 12 Con 17 Int 10 Wis 13 Cha 8. Perception 11(+1). Athletics +7, Deception +2, Persuasion +2. Sword +8 (1d8+5) slashing, Toxic Cloud recharge 6, 30 radius around Nacuravand, all creatures within must make Constitution save (DC 15) taking (4d10) poison damage on a failed save, half on a success. SA Has advantage on all saves against spells or other magic. Innate spellcasting Polymorph self only 2/day. Can planeshift while in water. Can always breath in water no matter what its form. Strikes 4 times while in natural form, or twice while in humanoid form. Treat as Challenge 7 for XP purposes.

If the PCs bypass the illusion somehow, they discover a door behind the layer of silver. This door is not locked, but it has a glyph of warding cast upon it (24 (6d8) lightning damage; Dexterity save DC 17 for half damage).

This third door opens into a short corridor approximately 10 feet long. The walls of the crypt are ten feet thick and made of stone with a layer of lead in the middle. The corridor leads to a richly decorated 30' x 30' chamber with an ebony hued stone coffin in the center. There are several pieces of furniture, including a desk and a wine rack.

If the PCs manage to enter the crypt without setting off any traps, then Xerxes is asleep in his coffin. The coffin has a heavy stone lid which is locked (DC 18 to pick). Xerxes has fashioned a small hole at the foot of the coffin that leads into a larger hollow where he can hide in gaseous form if necessary (Intelligence (investigation) DC 16 or passive Perception 18 to discover the hole. Otherwise, the vampire will be awake and waiting for the PCs in gaseous form. He is furious at having been sealed in the crypt for centuries and is starving for blood! He focuses his attacks on any good-aligned cleric or paladin, if possible.

If he is severely damaged or obviously outclassed, Xerxes flees if possible. He summons rats from the graveyard, transforms himself into a rat, then scuttles outside and clammers down a rat hole. If it is daylight, he takes 3d6 non-regenerative damage from the sun's rays before he can get to safety. He flees to the city at nightfall and sets up a new lair, taking over Ro'dan and the muhroydians; if they are still active in the campaign.

XERXES, VAMPIRE (CE medium undead shapechanger) HP 114 (17d8+68) Spd 30ft. Str 18 Dex 18 Con 18 Int 17 Wis 15 Cha 18. Saves Dex +9 Wis +7 Cha +9. Perception 17 (+7); Stealth +9. Unarmed strike +9 (1d8+4 or grapple); bite +9 (1d6+4 plus 3d6 necrotic and hp max reduced by necrotic and vamp regains necrotic in hp. Target recovers end of long rest. If hp max=0, target dies and rises as spawn). Charm (one creature within sight; DC 17 Wisdom save or charmed for 24 hours; new save each time target takes harm); children of the night (1/day; summon 2d4 bat or rat swarms or 3d6 wolves; arrive 1d4 rounds; stay for 1 hour or till vampire dies); SA Multiattack (2 attacks; one can be bite); Regenerate (20/round unless in sunlight or running water; holy water or radiant damage negates this turn); Reroll failed saves (3/day); shapechange (bat/mist; mist incorporeal/fly 30ft/take no actions but move); misty escape (at 0 hp turn to mist and flee to resting place); spider climb; vampire weaknesses (must be invited in; 20 acid damage running water; 20 radiant damage and disadvantage in sunlight; stake through heart paralyzes if incapacitated). LA (3; other's turn) move, unarmed strike, bite (costs 2). Spellcasting (Intelligence; DC 16, attack +8. Cantrips- dancing lights, mending, poison spray, ray of frost, prestidigitation 1st (4 slots) – burning hands, detect magic, magic missile, shield 2nd- (3 slots) acid arrow, hold person, mirror image, ray of enfeeblement 3rd (2 slots) –fear, haste, lightning bolt.

POSSESSIONS: ring of mind shielding, wand of identify (2 charges; regain 1d3-1 each dawn; if 0 charges, roll d20; 1-4 crumbles to dust), bag of holding, and his spell book (which contains all of the spells Xerxes has memorized plus the following: 1st – jump, find familiar, protection from evil and good 2nd – rope trick, shatter 3rd – haste, tongues). Assorted fine garments (12 sets 8,000 gp value), black pearl ring set in platinum (3500 gp), and platinum belt with emerald buckle setting (7,500 gp).

The chamber contains two fine tapestries (500 gp each), an ornate vase (250 gp), and expertly crafted wood furnishings. There is a cabinet rack of ancient wine that is covered in dust, as is the set of four gold and gem encrusted goblets (6,000 gp). The wine has long since turned to vinegar. The following items

are laid out on a large desk in the southwest corner of the chamber: nine books (one is Xerxe's spell book, the other eight are volumes of classical poetry and drama), a necklace (periapt of wound closure), a purple prism (reserve ioun stone), a silver ring of swimming, and a pair of bracers of defense.

CRYPT 6: THE TRAVELING GOD

This stone pavilion is certainly ancient, but has withstood the march of time better than many of the other buildings nearby. The structure is about 25 feet in diameter and is open to the air on all sides. In the center of the memorial is a statue of a middle-aged bearded man smiling down on you as you walk up the steps. The man is depicted in mid-stride with a staff raised high in his right hand. There is an engraved plaque on the base of the statue.

The plaque is inscribed in the Imperial language. Reading the plaque should give some clue about the staff, and the role of the Traveling God in removing Gaxmoor from harm.

"The Traveling God, in his infinite wisdom, strode down from on high to save Gaxmoor from the ravages of the barbarians. He gave of himself to protect his faithful servants and left his own staff to safeguard them. He said unto his faithful travelers, "I shall return to you when the time is right and the turmoil is past. Then you shall be returned to the world and I will reclaim that which is mine."

There is nothing of value here.

CRYPT 7: RUINS

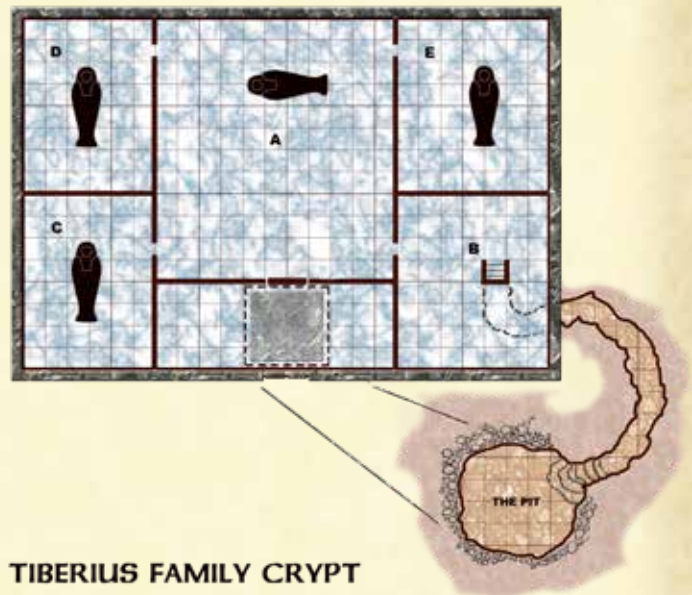
This ancient memorial has been violated. The heavy hammered bronze door is lying in front of the entrance, apparently pried off of its hinges. Statuary is tipped over, and broken pieces litter the area. The flora surrounding the crypt is trampled and abused.

Lamesh (see below) has looted and carried off the bodies. A ranger may be able to determine that at least a dozen creatures, some with clawed feet (skeletons) and at least one large heavy creature (ogre-ghoul) were responsible for the disturbance at this site (DC 15 Wisdom (survival) to track).

CRYPT 8: THE TIBERIUS FAMILY

Nestled near the center of the graveyard, behind the large domed crypt, stands a rather small rectangular stone building. The building is similar to many of the others in the graveyard. Broad red marble steps lead up to a breeze way lined with columns made from the same marble. A set of double doors on the north wall appears to be the only means of entry. Many statues are inset with niches along the walls of the building. All of the statues are representations of short, hawk-nosed men wearing martial gear-greaves, breastplates, and carrying swords, axes or spears. A name is inscribed over the double doors that lead into the family crypt.

This is the crypt of the Tiberius family, and their name is in-



TIBERIUS FAMILY CRYPT

scribed over the door in Imperial. The Tiberius family was renowned in Gaxmoor for their many great military leaders.

The double doors are made of a sturdy bronze construction and are locked (DC 18 to pick). The doors open into a 10' foot wide corridor terminating at a door about 20 feet ahead. This interior portal is trapped. A secret compartment next to the door hides the disarming device (Intelligence (investigation) DC 15 to find).

If anyone opens the door without disarming the trap, then the corridor turns into a slide, tumbling the PCs backward down into a pit that opens behind them. Anyone making a Dexterity save (DC 15) can grab onto the wall or floor and does not fall. All others fall 20 feet into a pit, suffering 3d6 points of damage. The slide-pit drops all victims into a 20' square room. The west wall is barred like a prison cell with an iron gate (lock DC 15 to pick) in it. The bars are very old and a weak spot can be found if the PCs actively look for it (Intelligence (investigation) DC 16). By targeting the weak spot, all that is needed is a DC 15 Strength (athletics) check at advantage to break through.

PCs passing through the bars find a staircase which in turn leads to the sarcophagus in room B (see below).

CK'S NOTE: Tripping the trap sets off a pyrotechnic display set on top of the crypt. Whistling flares will fly up into the air and burst in a sparkling shower. This was used to alert the authorities if anyone tried to violate the Tiberius crypt.

A: THE CRYPT

The 50' by 50' crypt contains two doors, one each to the left and right of the entrance, and twelve large stone sarcophagi. Each sarcophagus has a lid carved with the likenesses of ancient Imperial warrior.

The lids of the sarcophagi can be forced open with a Strength (athletics) check (DC 17) or knock spell. Within each sar-

cophagus are figures that hold an ancient weapon (10% expert-made) and 200-1,200 gp worth of jewelry. One of the sarcophagi (determine randomly) has a poison gas trap (Constitution save DC 16). When the lid is popped open, anyone within ten feet needs to make a constitution save or temporarily lose 7 (2d6) points of Constitution, which return after a long rest. Victims failing the first save must make a second save 1 hour later, or lose one point of constitution permanently.

B: PRISON ENTRANCE

This small 10' x 20' chamber has one lone sarcophagus. This is carved similarly to the ones in the outer chamber. This is actually a secret entrance to the barred prison room. The lid can't be forced off without a strength (athletics) check (DC 18), yet it can easily be opened using the knock spell. Any characters coming up to the crypt from the trap area must attempt to break out in a similar fashion.

C: THE GUARDIAN CHAMBER

Your light reveals a 20' by 20' room that has a single sarcophagus and a dusty suit of full plate armor standing in the corner with a bastard sword clutched in its gauntlets.

The armor is a magical guardian placed here by an ancient warrior to protect his earthly remains. It attempts to kill anyone touching it or the sarcophagus in the room. It fights with a +2 bastard sword and wears gauntlets of ogre power, the prized possessions of the deceased. The armor will turn to dust when defeated, but the magical gauntlets and the magical broadsword will fall to the ground unharmed. The sarcophagus contains a jeweled scepter made of gold with 5 encrusted rubies (5,400gp).

ANIMATED ARMOR (*unaligned medium construct*) HP 45 (HD 10d8), AC 18, move 20ft. Str 18, Dex 14, Con 10, Int 3, Wis 9, Cha 1. Perception 9 (-1). Bastard sword +8 (1d10 + 6 magical). SA immunity to poison, disease, paralyzed, unconscious, incapacitated, charm, and mind affecting effects. It has Gauntlets of Ogre Power and a +2 Bastard Sword.

D-E: EMPTY CHAMBERS

There is nothing of value or interest here.

CRYPT 9: PANORIUS FAMILY CRYPT

This large sturdy stone building seems to be less ornate than many of the crypts surrounding it. The plain gray stone blocks are mostly undecorated, although there are many statues around the outside of the building. The statues are all of men in sturdy traveler's garb, many carrying staves. As you approach the building, you feel an odd tingling sensation of supernatural power surrounding it. Inscribed in the stone above the door in large letters is a name. Carved on either side of the name is a robed man striding easily through the sky on a gust of air.

This is the crypt of the Panorius family. The family was dedicat-

ed to the worship of the Traveling God, and many of them were court advisors to the governor. The crypt entrance is a large wooden door reinforced with strong bronze bands (Strength (athletics) check DC 20 to shove open; AC 20, 25 HP and immune to slash/piercing damage to bash open). The door does not appear to be locked. However, the area has been magically warded, preventing all scrying or teleport effects from working in this crypt. Also, creatures entering this place without using the password feel wracking pain, and take 10d6 damage (Wisdom save DC 17 for half damage). The adventurers may make an intelligence check (DC 14) to recall the proverb of the Traveling God. The password is "Revelation is a journey, not a destination." Speaking the password allows creatures to bypass the mystic defenses in this place.

The interior of the crypt is lit by several magical (continual flame spell) torches hung on the wall. The walls are decorated with many carvings (see full description below). There is an altar dedicated to the Traveling God on the far side of the chamber. Directly across from the entrance is a door.

The room contains no valuables, and anyone desecrating the area by disturbing the dead incurs a curse (Wisdom save DC 16 to avoid). The curse causes the character to have their base movement rate decreased by 10 feet and suffer disadvantage on initiative for a period of 1-6 days. A new save may be attempted after every long rest, removing the effect on oneself with a success. Additionally, any time the offending characters attempt to flee an encounter, they will instead charge the danger at an increased base movement rate (+10 feet).

The carvings on the wall seem to tell a tale, like stained glass windows in a church. The first two reliefs show scenes of an ancient Imperial army engaged in battle with a barbarian horde on an open field. The next carving depicts the Traveling God on a cloud descending to the city of Gaxmoor. This is followed by a scene of the governor and his court paying homage to the god. The fifth relief shows the Traveling God placing his staff in the center of a model of Gaxmoor as he rises through the air away from the city. The last carving depicts Gaxmoor floating in the middle of nothingness.

The altar is a simple block of stone with some carvings of various travelers, pilgrims, and merchants going through different environments. There is a silver platter and a cup on the altar.

If the PCs pray for help, or guidance, from the Traveling God at the altar- a pair of sandals from the Traveling God appears (see below). Only one pair of these magical sandals appear no matter how many characters pray at the altar. If the PCs make an offering of food and wine (or beer) on the altar, they will be bestowed with a blessing and gain advantage on all saving throws and to initiative on their next battle. If the altar is defiled or the items stolen from the crypt then they will be cursed as above (Wisdom save DC 17) permanently (or until remove curse is used). In this case, no new saving throw is permitted after each long rest.

SANDALS OF THE TRAVELING GOD: This set of magical footwear appears to be a simple pair of leather sandals with long laces that reach up to mid-calf. However, when they are donned the wearer gains several benefits associated with the Traveling God. For further stats, see Appendix D: New Magic Items.

The door leads to a room filled with the past remains of the Panorius family. The bodies are dressed in the simple garb of traveling pilgrims.

CRYPT 10: GENERAL CRACIUS NUBIUS FINAL RESTING PLACE

In the northeast corner of the graveyard stands an odd looking mausoleum. The building is constructed of black-stained wood with broad leaves covering the roof. The stone flagged pathway leading up to the entrance is lined on either side with tall flickering torches stuck in the ground. The entrance to the crypt resembles a snarling fearsome ape-like visage carved in the same dark wood that makes up the walls. The glowing eyes of the hideous creature stare down at the pathway. The mouth of the carving is the actual entrance to the building. A door can be seen in the darkness behind the glistening teeth of the carved head.

The torches are lit by continual flame, and they light the path up to the snarling bestial head that serves as an entrance to this building. The head will radiate a strong magical aura if detected. The ape head is a powerful guardian to the general's crypt. If characters attempt to pick the lock before the trap is disabled (DC 17 Intelligence (Investigation) to locate the secret switch), the teeth of the mouth, really a portcullis, will come crashing down, causing 4-24 damage and disrupting any attempt to pick the lock (Dexterity save DC 17 to leap away before the portcullis strikes). If the party finds and throws the secret switch, the ape-like carving's eyes close and the trap is disabled.

A dank, earthy odor permeates the crypt. Torches, similar to the ones outside, light the interior. The flickering torchlight reveals a crude and rather primitive looking interior room. The walls are constructed from wood, and the floor is packed earth. The room is approximately half of the crypt's total size. It is filled with assorted jars, wooden boxes and bolts of cloth. All of the items are chaotically piled and the pale glimmer of human remains contrasts sharply with the dark interior.

A beaded curtain serves as a doorway into another chamber across from the entrance. The piles of boxes, jars, and crates are full of molding foodstuffs; wine turned to vinegar, tents, pioneer tools, and rope. All of the gear contained in this crypt is very old and of questionable usefulness.

The beaded door leads into the burial chamber of General Cracius. The burial chamber is in good condition.

Before you stands the preserved figure of a warrior sitting on a backless chair set upon a dais. He is dressed in a strange combination of Imperial armor and barbarian decoration. A leopard pelt is draped over his shoulder,

the face has traces of red face paint, and he has a carved club in his right hand where one might expect to see a gladius sword. The dead warrior's left foot rests on top of a large silver coffer.

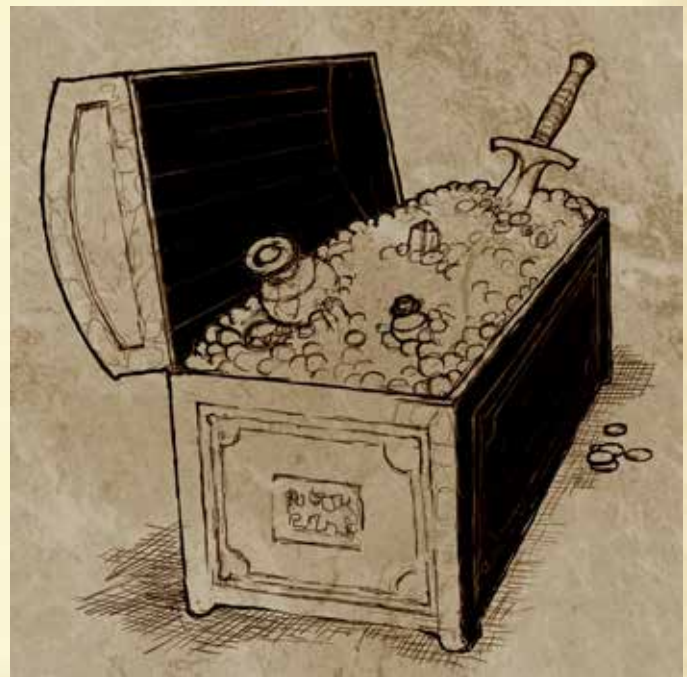
The rest of the room is decorated with bits of armor and weaponry that must have accompanied General Cracius on his far-flung campaigns to the edges of the Empire. Low rough wooden tables and squat folding chairs line the hall, and many frightful wooden masks decorate the walls.

The general is dead and quite harmless. However, there are four undead bar tangi buried just beneath the ground in front of the dais. Anyone stepping up to the dais will be grabbed totally by surprise by two of the apes as they burst from the ground! The other two will burst from the ground if anyone else approaches or if more than one PC goes up to the dais.

UNDEAD BAR TANGI, 4 (*Unaligned medium beast*) HP 27 (HD 6d8), AC 14, Spd 40ft, 20ft (climb). Str 17 Dex 14 Con 16 Int 5 Wis 11 Cha 7. Perception 15 (+0; advantage). Claws +5 (2d6+3 and target grappled and restrained (Escape DC 13); bite grappled targets at advantage but can't claw another while grappling), Bite +4 (1d8+2). SA Enhanced senses (Perception advantage), immune poison and poisoned, undead fortitude (at 0 hp, unless damage radiant or crit, Con save DC 5+damage; success means 1 hp instead).

The deceased general's armor is a bronze breastplate +2 worked with silver and has an Imperial golden eagle on the chest. His club is the legendary magic weapon known as Vastek (See Appendix B: New Magic Weapons)

Furthermore, there is a wooden mask on the wall that radiates magic. The mask is carved and painted to look like a savage warrior from the southern jungles. If anyone wears the mask,



they are instantly transformed into a barbarian three levels higher. The PC must make a Wisdom save (DC 18) or lose control of their mind. If the PC fails this save they go into a rage and attack anyone within sight. They make a new save every turn to see if they gain or lose control. The only way to remove the mask is by remove curse or to reduce the affected character to below zero hit points.

CRYPT 11: THE GNAEUS FAMILY CRYPT

The statues outside this crypt have been knocked over, and the gateway has been bashed open. The family name “Gnaeus” is inscribed above the broken gateway. A foul odor, like a scent of the grave, wafts out of the lichen stained stone building.

Lamesh (see below) uses this crypt as one of his holding areas for the undead. There are 6 zombies and 14 skeletons in the main chamber of the crypt. The undead spring to attack any living creatures that enter the chamber. Lamesh has stolen everything of value from this crypt and carted it off to his new lair in Crypt XII.

ZOMBIES, 6 (NE Medium Undead) HP 22 (HD 3d8+9), AC 8, Spd 20. Str 13 Dex 6 Con 16 Int 3 Wis 6 Cha 5. Perception 8(-2). Slam +3 (1d6+1). SA Immune to poison, Darkvision 60ft, Relentless Fortitude.

SKELETONS, 14 (LE Medium undead): HP 13 (HD 2d8+4), AC 13, Spd 30ft. Str 10 Dex 14 Con 15 Int 6 Wis 8 Cha 5. Perception 9. Short sword +4 (1d6+2) or short bow +4 (1d6+2; 80ft/320ft). SA bludgeoning vulnerability, immune to poison / exhaustion, darkvision 60ft.

CRYPT 12: THE AGYLLIZ AND THE LAIR OF LAMESH

This mausoleum seems to be far older than the others in the graveyard. It may even have belonged to the first ruling family of Gaxmoor. The deep green color of the grate and the angle of doors barely hanging on their hinges reinforce this belief. Inscribed in the stone above the door, much faded by wind and rain, is the name “Agylliz.” The entryway between the grates and the inner doorway has some remnants of peeling white paint. The inner door beyond the grate seems to have fallen in from a combination of time and the elements.

The entryway leads down to the largest and oldest crypt in the graveyard. The grate is unlocked and may be opened with a strength check (DC 16). Opening the grate causes a tremendous squealing, as the hinges grind against one another. The noise echoes throughout the graveyard.

This is the new home of Lamesh Ryholden, an evil half-orc cleric. He is carrying out many disturbing necromantic experiments and evil rites in the graveyard while using the bodies of Gaxmoor’s prominent citizens as his troops. His new army is scattered among the various crypts throughout the graveyard, waiting for his signal to gather and attack.

THE AGYLLIZ & LAIR OF LAMESH

NOTES



He has broken from the alliance with Grond, the leader of the Red Axe orcs, and Utzug the orc shaman who replaced him (see below). He seeks to create undead cohorts so that he may gain control over Grond and sacrifice Utzug to Narrheit, the god of chaos. Then he plans to bring the Red Axe clan of orcs to prominence under the guidance of his grim lord, steering them away from the “false worship” of the orc deities.

CK’S NOTE: The CK may decide to have an Imperial character recognize a friend or relative among the undead servants of Lamesh.

Lamesh sends his 8 skeleton guards as a blocking force while he uses his spells. After attempting hold person on any good clerics he summons monsters to aid him and, if possible, casts bless and prayer before joining the melee.

Lamesh’s masterwork, though, is no surprise to the party as they have met it before. Two of the three original ogre-ghouls he controls are feasting in the antechamber off of his main chambers. They enter the fray on the 3rd round of action or commotion.

Lamesh’s shrine receives a desecrate spell every day, precisely eight hours before the cleric rests for his spells, giving a -3 penalty to attempts to turn undead. Undead fighting in the crypt receive a +1 to attack, damage, and saving throws. Undead created in the shrine get +1 hit point per hit die.

LAMESH RYHOLDEN (CE human cleric 7) HP 39 (HD 7d8+7), AC 19, Spd 30ft. Str 15 Dex 14 Con 12 Int 16 Wis 14 Cha 18. Perception 12(+2). Deception +6, Persuasion +6, Religion +5. Sv: Int, Cha, Wis. Backbiter Spear +6 (1d8+4; 10ft/30ft; on natural 1 strikes wielder instead); crossbow +5 (1d10+2; 100ft/400ft). Multiattack (2 spear attacks); SA darkvision 60', relentless endurance (1/day; at 0hp, drop to 1 hp instead), savage attacks (+1 die of damage on critical hits), Channel Divinity (Control Undead, Deal extra damage (2+spell level) on cause wounds spells, Destroy life (as action, deal 20 damage divided among all creatures in a 30' area as he wishes; Wis save negates). Spellcasting (Save DC 12; +4 attack) Cantrips – guidance, resistance, sacred flame, thaumaturgy; 1-level (4 slots) – command, inflict wounds, shield of faith; 2-level (3 slots) – hold person, spiritual weapon; 3-level (3 slots) – animate dead, bestow curse; 4-level (1 slot) – guardian of faith; Channel divinity (2; command undead, smite good (+1d6 necrotic damage); necrotic healer (regain 1/2 damage dealt on attacks with ceremonial dagger in hp); Destroy undead (CR 1/2). He wears +1 full plate armor, his +2 cursed backbiter spear, an expert-made crossbow with 12 expert-made bolts, a silver holy symbol of his dark god, a pearl of power (2nd level), and the following spells on scrolls – detect magic x2, detect poison, protection from evil and good x2, resistance, comprehend languages, and dispel magic. Also in his possession are assorted inks and paper (for scroll preparation), and four gems worth 500 gp each.

He also possesses the Necromantic Crown of Quentis (Evil): This simple circlet of golden snakes provides an evil cleric with the ability to create and command twice the normal number of undead. The crown also bestows the ability to create undead as per the spell once per week at 2 times caster's level. This is how Lamesh has been able to create the dreaded ogre-ghouls. Anyone wearing the Crown for more than an hour must make a weekly Wisdom save (DC 15) or lose a point of constitution. Upon reaching zero constitution, the character is completely transformed into a ghoul! This curse remains in effect even if the crown is removed; only a remove curse can end it.

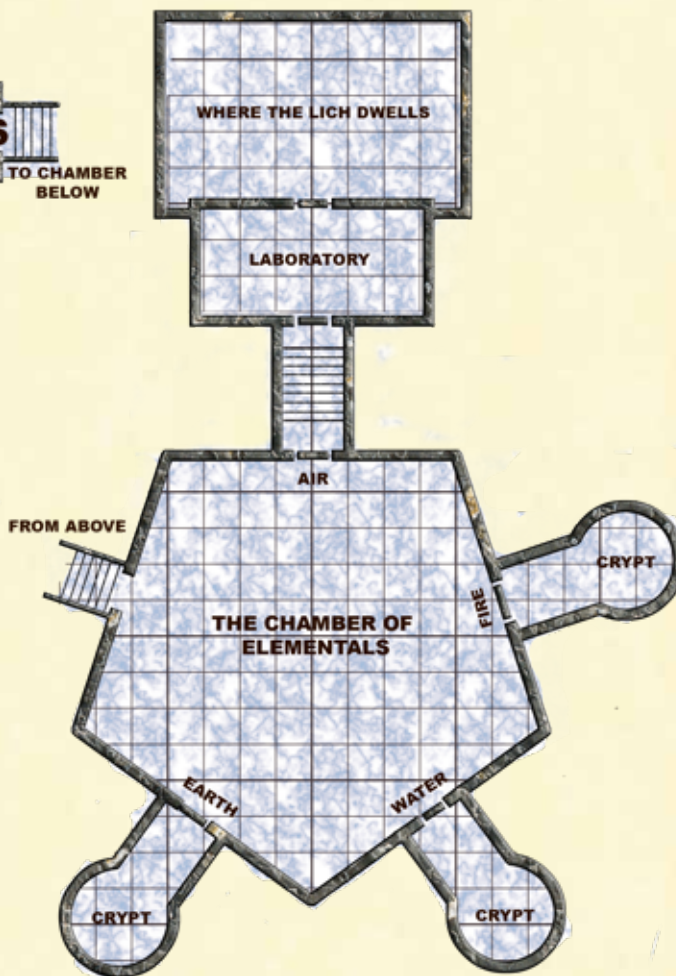
Lamesh's troops:

SKELETONS, 8 (LE Medium undead): HP 13 (HD 2d8+4), AC 13, Spd 30ft. Str 10 Dex 14 Con 15 Int 6 Wis 8 Cha 5. Perception 9. Short sword +4 (1d6+2) or short bow +4 (1d6+2; 80ft/320ft). SA bludgeoning vulnerability, immune to poison / exhaustion, darkvision 60ft.

OGRE-GHOULS, 2 (CE L undead): HP 27 (HD 5d10), AC 12, Spd 30ft. Str 13 Dex 15 Con 10 Int 7 Wis 10 Cha 6. Perception 10. 2 claws +4 (2d4 plus paralysis / 1 minute. DC 10 Con neg.) and bite +2 (2d6+2). SA: Immune to poison, charm, exhaustion; darkvision 60ft.



THE MAGERIS FAMILY TOMB



CRYPT 13: THE MAGERIS FAMILY TOMB & THE LAIR OF THE LICH

This is truly an ancient structure. Wind and rain have left their mark on the squat pale grayish marble. The details of the many carvings and inscriptions on the edifice are dulled to the point of incomprehension. The only entrance is a tall, narrow bronze door. A layer of green verdigris discolors the door.

This is the crypt of the family Mageris, famous for providing court wizards to the governor of Gaxmoor. The door is heavily ensorcelled against unwanted intrusions. If the PCs examine the door, they will see that there are many eldritch sigils inscribed in the door. Anyone making a successful Intelligence (arcana) check (DC 16) determines that there are wards against extraplanar intrusions as well as corporeal ones.

The protections include an illusion that activates when anyone touches the door. The illusion appears to be an old robed figure that asks, in the Imperial tongue, "Who dares disturb the crypt of Mageris? Be gone fools or pay the price for your insolent trespasses!"

The door is locked and has a magical trap (DC 17 to find and disable). A phantasmal killer spell is triggered by anyone touching the lock mechanism).

The doorway leads into a brightly lit and highly decorated chamber approximately 40' x 40'. Continual flame torches light the room, one on each wall. There are detailed carvings of various robed figures engaged in magical activities. The carvings tell the tales of prominent mages in what must be the Mageris family, much as stained glass windows in earthly cathedrals. There is a slender wooden door directly across the entrance to the crypt.

The doorway leads to a 10' x 30' hallway, lit as the previous room. The hallway dead ends in a blank stone wall. Busts and statues line the hall. The central statue is of Lucius Maximus Mageris, the patriarch of the Mageris family.

The walls have poorly concealed secret doors (Wisdom (perception) DC 12), one on each side. Behind these doors are illusions of stairs leading downward into the depths. These illusions conceal 50 foot deep spiked pits (Dexterity save DC 15) to avoid falling. The unfortunate victims of the trap take 17 (5d6) bludgeoning damage from the fall, and land on 2 (1d4) spikes that do 3 (1d6) piercing damage per spike.

The statue of Lucius Maximus Mageris has a far better secret door concealed behind it (Wisdom (perception) DC 15). If touched by anyone from the Mageris bloodline, the statue slides inward to reveal narrow stone steps. An Imperial spellcaster character may be a Mageris if the CK is so inclined. Otherwise, the door is treated having a hold portal.

The stairs behind the statue lead down to a pentagonal chamber, where all the walls are 15 feet in length. Each wall has a door in the middle of it except for the wall with the stairs. The walls around the doors are magnificent frescoes of planar creatures, each themed to an element: fire, air, earth, and water.

The paintings are works of exacting realism, and the fire mural is warm if touched. There is writing beneath each of the murals. The murals actually contain large elementals, trapped here by the Mageris family to guard their ancestors' remains. Anyone reading the inscriptions below the murals releases the elemental from the mural. The elementals are furious at being captured and attack anyone in the room.

EARTH ELEMENTAL (Neutral L Elemental) HP 126 (HD 12d10+60), AC 17, Spd 30ft, 30ft (burrow). Str 20 Dex 8 Con 20 Int 5 Wis 10 Cha 5. Perception 10(0). Slam +8 (2d8+5; 10' reach). SA multiattack (2 slam), earth glide (doesn't disturb earth moving through), siege monster (2x dmg to objects), vulnerable thunder, resist bludgeoning, piercing, slashing from nonmagical attacks, immune poison, exhaustion, paralyzed, petrified, poisoned, unconscious, darkvision 60ft, tremorsense 60ft.

AIR ELEMENTAL (neutral large elemental) HP 90 (HD 12d10+24), AC 15, Spd 90ft (fly). Str 14 Dex 20 Con 14 Int 6 Wis 10 Cha 6. Perception 10(0). Slam +8 (2d8+5), whirlwind (recharge 4-6; all in elemental's space DC 13 Str Save or 3d8+2 bludgeoning and flung 20ft and prone. Extra 1d6 per 10ft thrown if strikes an object. If strike another creature, that creature saves or suffers the same, or half damage on success) SA multiattack (2 slam); darkvision 60ft, air form (can enter others' spaces). Resist lightning, thunder, and bludgeoning, piercing, and slashing from nonmagical attacks; immune poison, exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious.

FIRE ELEMENTAL (N large elemental) HP 102 (12d10+36), AC 14, Spd 50ft. Str 10 Dex 17 Con 16 Int 6 Wis 10 Cha 7. Perception 10(0). Touch +6 (2d6+3 fire, plus flammable objects ignite; 1d10 fire/turn until action to extinguish). SA darkvision 60ft, multiattack (2 touches); immune fire, poison/poisoned, exhaustion, grappled, paralyzed, petrified, prone, restrained, unconscious. Resist bludgeoning, piercing from nonmagical attacks; fire form (move through 1" spaces; all who touch or hit elemental take 1d10 fire damage; can enter and stop in hostile creature's space—1d10, plus 1d10 each turn and objects catch fire as above); illumination (bright light 30', dim light 30' beyond); water susceptible (1 cold damage per gallon of water splashed on it or per 5ft. move in water).

WATER ELEMENTAL (Neutral L elemental) HP 114 (HD 12d10+48), AC 14, Spd 30ft, 90ft (swim). Str 18 Dex 14 Con 18 Int 5 Wis 10 Cha 8. Perception 10(0). Slam +7 (2d8+4), Whelm (recharge 4-6, DC 15 Str or 2d8+4 and grappled (Escape DC 14) and unable to breathe and takes 2d8+4 each turn. New save at end of each turn). SA Water form (enter hostile creature's space, squeeze through 1" openings), freeze (if suffer cold damage, speed 10ft/70ft for 1 turn), darkvision 60ft., resist acid, and bludgeoning, piercing and slashing from nonmagical weapons, immune poison, exhaustion, grappled, paralyzed, petrified, prone, restrained, unconscious. Speaks aquan

Each door has a hold portal. Behind the doors are short passageways terminating in circular chambers, 30 feet in diameter. Each chamber is decorated according to the element associated with the door (i.e. Fire: flames etched into the wall, lots of red

and orange, Water: waves etched in the stone work, lots of blue and green, etc.). Each room holds the remains of several spellcasters of the family Mageris. Each room has 300-1800 gp worth of jewelry, and there is a chance of finding more. One person in the group gets to make a DC 15 Wisdom (perception) check or a DC 13 Intelligence (investigation) check. If they are successful, the PC will find one of the items on the table below. Each chamber has only one of these items:

- 1 **Belt of Many Pouches:** 6 small pouches appear to be large enough to hold 6 coins; however they can actually hold up to 6 pounds, and the belt's weight never changes (5 pounds)
- 2 1-10 Gemstones worth 100-1,000 gp
- 3 **Scroll:** 2-7 Wizard spells of 1-5 level
- 4 Ornate jade scroll case (1,000 gp), trapped with fire trap (DC 15 to bypass or DC 15 save or 8d6 fire damage to 10' radius; half on success and scroll is destroyed). The case contains a scroll of wall of force
- 5 **Ring:** 100-1200 gp, 10% chance of being magic (determine type randomly)
- 6 **Book of Arcane Secrets:** Scholarly work concerning spellcraft knowledge (wizards cast as one level higher, permanently, after a night of reading the work. It disappears after being read).
- 7 **Book:** traveling spellbook. Contains 2-12 combat type spells of 1-4 level (determine randomly)
- 8 **Figurine of Wondrous Power:** *Serpentine Owl*
- 9 **Figurine of Wondrous Power:** *cursed whip*. Appears as an onyx dog until activated. It then transforms into a barbed whip that attacks the owner as a dancing weapon (dancing sword, but whip which deals 3 (1d6) damage) which will attack its owner for 5 (1d10) rounds. Thereafter, it will attack its owner once per day (even if not summoned). Only a remove curse can rid one of this object.
- 10 **Rod**, determined randomly
- 11 **Ioun Stone** (clear spindle)
- 12 **Scroll:** 10% 7 spell levels, 65% 4 spell levels or 25% Cursed: Reader is teleported one mile straight up upon opening the parchment, suffering full falling damage unless they can slow or stop themselves (as feather fall, fly, teleport, dimension door, or similar).

The Air Element burial chamber: In the center of the chamber is a large stone sarcophagus. The plaque on it states that this is the resting place for Lucius Maximus Mageris. A wizard making a successful intelligence (arcana) check (DC 15) discovers that the sarcophagus is worked with magical wards to protect and prevent ethereal and incorporeal invasion. The sarcophagus radiates a strong magical aura. The sarcophagus is sealed with lead at the seam, but can be forced open with a strength (athletics) check (DC 13). When the lid is opened, the PCs find a secret set of stairs which lead down beneath the crypt.



The stairs descend 70' and terminate in a small 20' x 30' laboratory with bubbling flasks, stopper decanters, etc. Flickering continual flame torches in copper sconces on the wall light the lab. There is a door across from the stairs.

The door leads into a 30' x 40' chamber that serves as the study/bedroom of the lich, Lucius Maximus Mageris. The lich hears the party prying the lid off of the sarcophagus and entering his quarters. He casts tongues so he can communicate with the group.

The party finds Lucius sitting in his chamber reading an ancient tome. The tome is actually a spell book, from which he casts mass suggestion to get the party to consider him a friend. He is not interested in fighting with the invaders, so he uses his powers to facilitate a conversation with them if at all possible – entombed in this crypt for over a millennia, this former patriarch of the Mageris family is eager for information and will inquire as to the party's purpose and their odd appearance. He also seeks to be updated on the major events of the last centuries and the current state of affairs in the lands around Gaxmoor.

When he is through asking questions, he gives the party a gift. If the PCs acted courteously, he gives them his bag of wondrous rune tiles. If they were rude, he feigns thankfulness for their company and offers them the bag of cursed rune tiles. Either way, Lucius will use any remaining mass suggestion to make the party think that drawing tiles is a good idea.

Lucius has no interest in killing the PCs. Now that he can come and go as he pleases, he sees the adventurers as potential future pawns as he inserts himself into the affairs of Gaxmoor.

If the PCs are foolish enough to attack Lucius, he defends himself vigorously. First, he releases the demon that he has trapped in service to him. He uses feblemind against any spellcasters, then he brings his wand to bear, polymorphing party members into harmless animals as strategy dictates. If he is hard pressed, he escapes with his broach of etherealness, and will find a new place to dwell while he patiently concocts his revenge against those who dared try to destroy him.

Lucius has little interest in pursuing PCs out of his chamber, so if they flee, he closes the sarcophagus lid, uses hold portal on it, then plans an orderly exit of his long-time prison.

LUCIUS MAXIMUS MAGERIS, LICH (NE Medium Undead) HP 135 (HD 18d8+54), AC 17, Spd 30ft. Str 11 Dex 16 Con 16 Int 20 Wis 14 Cha 16. Perception 19 (+9). Arcana +18, History +12, Insight +9. Paralyzing touch +12 (3d6 cold and DC 18 Con or paralyzed 1 minute/repeat end of each turn to end effect). Legendary Actions (3; end of another creature's turn): Cantrip, Paralyzing touch (costs 2), Frightening gaze (costs 2; 1 target DC 18 Wis or frightened 1 minute; new save each round; success=immune/24 hrs), Disrupt Life (costs 3; 20ft radius; 6d6 necrotic (DC 18 Con half)). SA Truesight 120ft, Legendary resistance (3/day: reroll saves), Rejuvenation (regrow body in 1d10 days), Spellcasting (Int; DC 20, +12): 0-level: mage hand, prestidigitation, ray of frost; 1-level (4 slots): charm person, detect magic, magic missile, shield; 2-level (3 slots): detect thoughts, invisibility, mirror image, ray of enfeeblement; 3-level (3 slots): animate dead, counterspell, dispel magic, fireball; 4-level (3 slots): blight, dimension door; 5-level (3 slots): cloudkill, scrying; 6-level (1 slot): disintegrate, globe of invulnerability, mass suggestion; 7-level (1 slot): finger of death, plane shift; 8-level (1 slot): dominate monster, power word stun; 9-level (1 slot): power word kill

Mageris has the following possessions: several spellbooks which together hold all 1st, 2nd, 3rd, and 4th level spells, plus his memorized spells of level 5 - 8th level plus 1d4 random spells from each of those levels, a brooch of etherealness (1/week the wearer can use ethereal jaunt as 16th level caster), a robe of the archmage, a ring of wizardry (1st level), a ring of spell turning, a wand of polymorph, platinum headband with blue emerald, (his lich's phylactery, 50,000gp).

ULTHAL DEMON (CE Medium Fiend) HP 75 (HD 10d8+30), AC 16, Spd 30 ft Fly 80 ft. Str 17 Dex 12 Con 16 Int 10 Wis 12 Cha 8. Perception 11(+1). Stealth +4. Claws +6 (1d6+3) slashing, Scythe +6 (2d6+3) slashing plus (2d6) necrotic, Bite +6 (1d8+3) piercing. SA Innate Spellcasting. (Spell Save DC 12, +4 to hit with spell attacks). It can innately cast the following spells, requiring no material components: At Will. Detect Thoughts, Speak With Dead, 3/day each: Improved Invisibility, 2/day each: Dispel Evil and Good, 1/day each: Animate Dead. Charm Immunity. Not only are the Uthal immune to charm, but they are immune to any charm effect that would in any way affect their emotions. Multiattack. The Uthal can strike twice with its claws or once with its Scythe, plus making a bite attack.

WONDROUS RUNE TILES: (See Appendix B: New Magic Items).

CRYPT 14: THE HOUSE OF DAEDALUS ANTONITUS

This structure seems to be in far better condition than others in the graveyard, it is circular in shape, resembling a miniature coliseum. The low outer wall surrounding the building is painted a bright blue. As you approach the entrance, you notice letters carved in the stone above the doorway. The entryway is a long arched tunnel leading up to a grated portcullis. The hallway is magnificently carved with scenes of gladiatorial combat.

The doorway inscription reads, "Antonitus" and can be made out if anyone in the group can read Imperial writing.

A winch mechanism to raise the gate is clearly visible near the end of the tunnel. A similar mechanism is on the other side of the gate. The gate leads into a miniature arena complete with sandy floor. Skeletal remains, many of which boast antiquated weapons and armor, occupy the seats.

Daedalus Antonitus animates as a special undead creature if anyone violates his seat of honor (i.e., touches or attempts to steal any of his possessions). Daedalus' corpse still has scraps of leathery skin over most of his body, and his once close cropped hair has grown down to his shoulders. The portcullis will slam down and a number of skeletal warriors (equal to the size of the party animate to attack the PCs).

DAEDALUS ANTONITUS, ADVANCED SKELETAL WARRIOR (CE Medium Undead) HP 45 (HD 10d8), AC 16, Spd 30ft. Str 16 Dex 16 Con 10 Int 12 Wis 10 Cha 9. Perception 10 (0). Heavy Flail +6 (1d10+4). SA Multiattack (2 flail); darkvision 60ft, immune charmed, resist slashing and piercing from nonmagical weapons, spell resistance, fear (3/day as spell-like ability).

Daedalus wears a bronze breastplate and carries a +2 heavy flail. He has a belt studded with rubies with a large golden buckle, with an image of a gladiator with his foot on the chest of a defeated opponent and his gladius raised in salute (750 gp), and a magical gold armband that provides +2 to AC.

SKELETONS (number equal to the party) (LE Medium undead): HP 13 (HD 2d8+4), AC 13, Spd 30ft. Str 10 Dex 14 Con 15 Int 6 Wis 8 Cha 5. Perception 9. Short sword +4 (1d6+2) or short bow +4 (1d6+2; 80ft/320ft). SA bludgeoning vulnerability, immune to poison / exhaustion, darkvision 60ft.

CRYPT 15: ASIDIUS MAUSOLEUM

A large rectangular building constructed of black stone occupies the southeastern corner of the graveyard. The building is relatively squat and lacks the pillars and columns that decorate so many of the other structures. As you look around the outside of the building, you note it is remarkable for its lack of statuary, carving, or other decoration. The stone possesses a slight lustrous quality that reflects a faint twisted likeness of your faces. A small copper-covered door is set in the middle of the northwest wall. The door is secured with a large padlock.

This crypt was established by The Asidlius family, one of the founding families of Gaxmoor. The family worshiped the deity of fire, Ogotep. The door is locked (DC 16) and is constructed of hard wood with a beaten copper covering (AC 15, 60 HP).

The door leads into a 15' x 20' antechamber with a second heavy metal-covered door. The room is constructed of the same black stone as the crypt walls. The stone here is smoother and reflects light better than the outside walls. In the center of the floor, inlaid in silver, is a 5' diameter pentagram. The inner door is not locked, but it does have a magical trap (Intelligence (investigation) DC 18 to find and bypass). When the door is opened, the antechamber fills with magical fire except for the area within the protective circle. The room is entirely filled, so there is no saving throw against the 6d6 fire damage.

The large inner chamber takes up the rest of the space in the crypt (40' x 65'). The room is illuminated by large black stone braziers spaced out every five feet around the edges of the room. Near the center of the chamber is a fifteen foot diameter pentagram inlaid in gold. There are alcoves to the left and right of the door.

In the left alcove next to the door is a shrine dedicated to the fire god Ogotep. A golden statue of the deity, depicted as an anthropomorphic burning pyre, sits against the wall.

The right alcove contains a small gold and black stone table (5,000 gp, weighing 400 lbs). On the table is a one foot basalt stone rod (see below), and a necklace of fireballs (Type V). The wand is used to open the cover to the central pit.

If the rod is waved near the protective circle, the spells within the circle are activated. A wall of flames rises up from the circle and then drops away, revealing a very irritated noble salamander. Krish' Ak was originally summoned as part of a religious ritual the Asidlius' were conducting. Unfortunately, the family

was executed by an Imperial decree just before the ceremony could be carried out. This happened five centuries previously.

The salamander spent the bulk of his imprisonment brooding on the mortals who wronged him. The creature is furious at this treatment and looks to savagely burn any and all mortals it can. Special protective circles are inlaid in gold on the floor. The basalt rod can be used in conjunction with the protective circles to command the salamander. To properly use the rod to contain the creature, a wizard will have to make a successful intelligence (arcana) check (DC 15), otherwise the salamander attacks.

The protective circle provides a barrier (AC 18, 40 HP; resistance to bludgeoning, piercing, and slashing weapons that aren't magical) to the salamander.

If the PCs have figured out how to operate the basalt rod, they have a chance to force the salamander into service. The PC wielding the rod must command the creature to obey him in the salamander's own language. The salamander must make a Wisdom save (DC 15) or it is forced to stop its struggle. The salamander agrees to perform one task for the wielder of the basalt rod in return for its freedom. The basalt rod is a dedicated religious object and is not particularly useful outside of the crypt. However, it does provide 12 points of fire resistance to the possessor.

KRISH'AK, NOBLE SALAMANDER (NE Large Elemental) HP 90 (HD 12d10+24), AC 15, Spd 30ft. Str 18 Dex 14 Con 15 Int 11 Wis 10 Cha 12. Perception 10(0). Spear +7 (2d8+4 plus 1d6 fire; 20/60 thrown), tail +7 (2d6+4 plus 2d6 fire plus grappled and restrained/DC 14, reach 10ft). SA Multiattack (spear and tail), Immune fire, resist damage from nonmagical weapons, vulnerable cold, heated body (2d6 fire w/ in 5ft), heated weapons (any metal weapon salamander holds deals extra 1d6 fire).

THE TANNERY

This large walled structure stands apart from the great ramparts of the city. Here, 12 foot high walls stretch between several flat roofed buildings. Battlements and catwalks can be found on the roofs of these buildings, though not on the walls between them. The compound has two gates – one on the southeast corner, the other on the northwest – with large wooden doors, which are closed.

The tannery compound is located in the southwest corner of Gaxmoor and has avoided much of the destruction that the rest of the city has succumbed to. It is presently the base of operations for Tempros Granger, one of the governor's men, who is attempting to get the governor out of the city. It is advised that encounters in this area be kept to a minimum so the characters can use it as an area for rest, recuperation, defense, gathering supplies, and the like.

The Tannery is undefended. There is a 50% chance that Tempros is inside when the characters arrive. He can be used as an NPC or a replacement character.

The gates have been closed and barred by Tempros, who uses a rope to climb off of building 'E' before returning to Gaxmoor (assuming he isn't in the compound).

Inside, the characters find an open compound surrounded by five houses. In the center of the compound are half a dozen plain pillars. They have various hooks, anchor bolts, and rings attached to them. The pillars were used to hang, stretch, and generally work leather products the tannery so diligently fashioned.

Each building is abandoned. There are no outside windows in the buildings themselves (only windows to the interior compound), and all have small trap doors and ladders giving access to the roof.

A: This building is a tool shed and work shop.

There is a large variety of leather working tools, including cutters, tongs, rope, scissors, heavy gauge needles and the like within.

B: Benches, tables, and one great fire pit with bellows reveal the main workshop of the compound. Abandoned projects lie everywhere, many of them half rotted and ruined.

There is little of value here, save a few cords of firewood.

C: Two large open doors reveal stables. An old wagon sits in the middle of the building. Some tack and harness remain, as well as some hay.

Tempros is readying the wagon for use by the governor. A careful examination reveals the axle to be freshly greased. This requires a DC 17 Intelligence (investigation) check.

TEMPROS GRANGER (LN Human Fighter 5) HP 35 (HD 5d10+5), AC 20, Spd 30ft. Str 16 Dex 15 Con 12 Int 10 Wis 10 Cha 13. Perception 13 (+3). Athletics +6, Insight +3, Intimidation +4. Sv: Str +6, Con +4. Flail +8 (1d8+5) and Dagger +6 (1d4+3). SA Two-Weapon Fighting, Second Wind (d10+5; 1/rest), Action Surge (1/rest), Crit on 19-20, Extra attack. He wears a suit of +4 breastplate, and carries a +2 heavy flail, a +1 dagger, three potions (cure light wounds, cure serious wounds, and swimming), a continual flame torch, a backpack, a set of caltrops, 3 daggers, flint and steel, a grappling hook, a small steel mirror, a belt pouch 60; rope, a bar of soap and 2,107 gp.

DESCRIPTION: Tempros is 29 years old, stands 5'11" and weighs about 170 lbs. His hair is black and worn short cropped. His eyes are gray, and his skin a light olive complexion. He has average looks but a somewhat rough looking face and body (from combat and fights), a gruff military manner, and bears a long scar on his right arm. No phobias, no close friends or dedicated foes.

D: A narrow door provides egress to this sturdy building. Within are several long tables with benches and chairs. Cabinets line the walls. Jars, boxes, crates, and other storage containers are everywhere. The room obviously served as a supply room and lab.

This building provides the party with access to several valuable spell components. The CK should use his/her best judgment as to what specific material may be found, and in what quantities.

Tempros has also hidden away four 1-gallon barrels of beer, two 40-pound sacks of corn meal, two 40-pound sacks of flour, and two 5-pound bags of salt for his journey. These are all hidden under a table in the southwest corner.

E: A heavy stench rises from the building. It only gets worse when you enter beneath the wide doors. Large hooks, attached to the ceiling, reveal what can only be a slaughter house.

This is the compound's slaughter house. There is nothing of value here.

THE WALLED CITY OF GAXMOOR, THE INNER CITY



Unlike outside the walls of Gaxmoor, there are very few (if any) wandering monsters inside the walled portion of the city. If the party is drawing attention to itself, roll a d20; on a 1 they have attracted a gargoyle or two on the hunt.

Harecules has not been seen outside the palace grounds for some time, and his absence has created a power vacuum. Most of the bands and their leaders are trying to maintain what they have, steal whatever they can from the others, and rise to dominance. Each independent leader has established their own sphere of influence in Harecules' absence. To further complicate things, many stray troops have been captured and placed in the "games" (see Inner City, Site 20) that they all like to watch. In addition, there is a company of professional soldiers with no loyalties whatsoever: the Black Feather band, a group of high price mercenaries who are no longer under contract. The group responds viscously to attacks, but they never fight to the death or risk losing their future chance at power. Many times the groups have angrily come out face to face only to back down as a third party watches in the wings.

This is an explosive atmosphere waiting for another major player to change the situation.

SITE 1: THE WATCHTOWER

This large stone pillar reaches some 120 feet into the air. You can see the upper deck of the tower has a balcony stretching 360 degrees around the top of the square turret. Sounds of bickering can be heard emanating from the top of the watchtower.

The watchtower is staffed by 14 hobgoblins. They have been playing a game of dice and are currently scuffling with each other over five skins of ale and who owes what to whom. Not only are these guards supposed to be watching for enemies, but they are also the crew for the two light catapults at the top of the watchtower. If the party is spotted and has fought with any of the hobgoblins before, the hobgoblins may decide to launch a catapult assault on them (CKs discretion. See Firing Chart for Catapults).

FIRING CHART FOR CATAPULTS

The catapults can throw boulders from 360' to 720'. The strike pattern varies, first roll a d8 for distance

1	10' short	5	Correct distance
2	20' short	6	10' long
3	30' short	7	20' long
4	Correct distance	8	30' long

Once distance is determined, roll another d8 for the accuracy:

1	10' left	5	On target
2	20' left	6	10' right
3	30' left	7	20' right
4	On target	8	30' right

Damage is 30 (10d6) bashing, Dexterity save (DC12) for half damage.

HOBGOBLINS, 14 (LE Medium Humanoid) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 1d4 gp and 1d6 sp.

SITE 2: TROOP BARRACKS

This must have once been immaculate parade grounds; now the area is filthy and squalid. The smell of blood and unwashed bodies fills the air. The doorway to the barracks is wide open.

The barracks are actually occupied by hobgoblins, 48 at night, and 73 during the day. If the party encounters them during the day, they are resting and unprepared to fight, unless the party has done something nearby to alert them. If the encounter is in the evening, then the hobgoblins are preparing for a raid or patrol and will be armed and ready for action.

TREASURE: Among the piles of gear and personal items in the barracks are the remains of a fine silver set (heavily dented but worth 1,250 gp) as well as a fine tapestry, depicting a pastoral scene of a man waving at a shepherd boy across a mighty river. A successful Intelligence (history) check (DC 17) reveals this as an ancient Ballurian tapestry by the famous weaver Sergioante Velluvius (5,000 gp). Otherwise, it will be mistaken as a good tapestry worth 500 gp.

SITE 3: THE INN OF PLENTIFUL PORTIONS

Smoke wafts from the chimney of this large stone and timber structure. The many windows and doorways are all closed tight. The building shows the signs of the recent attack but is in generally good condition. A sign hangs above the doorway depicting a large wooden table heaped with sumptuous victuals and silver goblets.

This luxurious building is controlled by Panchmo and now serves as the home of 16 bugbears. The bugbears control the goblin horde, bullying them to ensure that Panchmo's orders are obeyed. As reward for such service, each bugbear has a goblin slave. The goblins loathe their position and gladly escape if opportunity presents itself. In the event of a battle, the goblins do not assist the bugbears, instead attempting to slip off and grab the bugbear's loot. They only fight if the party tries to stop them from escaping with the treasure.

BUGBEARS, 16 (CE Medium Humanoid) HP 27 (HD 5d8+5), AC 16, Spd 30ft. Str 15 Dex 14 Con 13 Int 8 Wis 11 Cha 9. Perception 10. Morning star +4 (2d8+2) or Javelin +4 (2d6+2; 1d6+2 - 30ft/120ft). SA darkvision 60ft, brute, surprise attack (+2d6). Each has 3 javelins.

TREASURE: The bugbears have the strongbox from the mint. This huge chest has 3,578 gp and 6,324 sp. One bugbear wears a cloak of Charisma (+2) pinned about his waist in a make-shift loincloth under his armor. Another wears a diamond ring through his nose (1,000 gp).

SITE 4: OFFICER'S VILLA

This fine villa was undoubtedly once the home of an important personage in Gaxmoor, but the beautiful hedges and flowerbeds, which were arranged so artistically around the building, have been trampled and largely decimated. The remaining fauna grows wild and unchecked. A cage is suspended high above the main entrance. The cage shifts occasionally, giving evidence that something alive is trapped within those bars. As you cautiously inch forward for a better view, you see that a man is imprisoned in the small cage. He has long, filthy hair and is emaciated. He looks gaunt and unwell, his uniform in tatters.

The poor unfortunate is Colonel Tiberius, who was the officer in charge of the city guard when Gaxmoor was attacked by the hordes of humanoids. He stood his ground to organize a defense and was knocked senseless. He is now a favorite toy of the bugbear Panchmo.

If a player is an Imperial, the CK should stress the need to rescue this popular commanding officer. If rescued, Tiberius may assist the party on one mission after he is healed and rested. Or, if a party member has been killed, he may be used as a new character starting as a 3rd level fighter. He is obviously motivated to seek revenge for the brutal death of his family, and he wants to rescue any other Imperials captured by these vile fiends.

TIBERIUS (CN Human Fighter 3) HP 20 (HD 3d10), AC 16, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11(+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2. Morning star +4 (1d8+4). SA Dueling, Second Wind (1d8+2; 1/rest), Action Surge (1/rest), Crit 19-20. Challenge 1 (200 XP). They wear chainmail and carry maces and 40 gp in jewelry and coin.

Inside the villa is Panchmo Sargiles, the sub-chief of the bugbears under the command of Harecules. He has four bugbear sergeants with him, as well as his pet owlbear, Gr'root. Panchmo uses a bastard sword in one hand, while in the other hand he fights with a bronze +2 short sword. The studs on his impressive masterwork studded leather armor are 48 gems (100 gp each). If the gems are removed, the armor loses its masterwork quality. This armor fits any larger-than-average character up to 8 feet in height.

PANCHMO SARGILES, BUGBEAR SUB-CHIEF (CE Medium Humanoid) HP 93 (HD 11d8-44), AC 16, Spd 30ft. Str 18 Dex 14 Con 18 Int 11 Wis 11 Cha 16. Perception 10(0). Intimidation +5. Longsword +6 (2d8+4), short sword +6 (1d6+4, plus 1d8, plus 2d6 poison), 6 throwing axes +4 (1d6+4). SA Multiattack (longsword and dagger); darkvision 60ft; move 30ft (bonus action); battle cry (1/day; allies who



can hear gain advantage till orc's next turn, plus orc makes a bonus attack).He wears expert-quality bronze studded leather armor +2 encrusted with 48 gems (100 gp each), and carries a bastard sword and a +2 bronze short sword).

GR'ROOT, OWLBEAR (unaligned large monstrosity) HP 59 (HD 7d10), AC 13, Spd 40ft. Str 20 Dex 12 Con 17 Int 3 Wis 12 Cha 7. Perception 18(+3/advantage). Beak +7 (1d10+5), Claws +7 (2d8+5). SA Multiattack (beak and claws), Keen sight and smell (advantage on perception)

Panchmo has his pet with him at all times. Gr'root has a collar (actually a belt for a human) made of sobekki hide and studded with fire opals (10,000 gp).

BUGBEAR SERGEANTS, 4 (HP 37 (HD 5d8+15), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 9 Wis 13 Cha 13. Perception 10. Intimidation +3. Scimitar +6 (2d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move. Each has 4d12 gp).

TREASURE: The only things of value to be found within are the provisions that the leader of the bugbears thought particularly delicious; four barrels of Black Feather Stout, a tasty beer.

SITE 5: RUINED VILLA

Heaps of stone and charred beams are all that remain to mark what was once, undoubtedly, a lovely villa. The structure has been burned, and large portions have

collapsed. The ravaged condition of this building makes it appear to be somewhat hazardous to explore.

Anyone exploring the ruins causes more walls to give way, with the tumbling rocks dealing 30 (10d6) bludgeoning damage, Dexterity save DC 12 for half damage.

SITE 6: HOME OF COLONEL TIBERIUS

Overtaken stone flowerbeds, withered shrubbery, and trampled vegetation surround this grand manor home. The garden was assuredly a mark of pride for the former residents, but now it is partially destroyed and beginning to go wild. The house has fared no better than the surrounding gardens. The windows have been smashed and even the door lies broken. The whole scene is one of disarray. You can smell unwashed bodies and urine from the edge of the ruined garden.

This building houses a group of drunken bugbears. This group is all drunk, and is incapable of putting up much of a fight, each taking disadvantage to hit. Unless the party makes its presence known before they enter when combat begins, it will take each bugbear 1d4 rounds to get his weapons and prepare to defend itself. One bugbear lays passed out on the broken dining room table, still clutching an open 3/4 empty bottle of aged cognac from the Colonel's liquor cabinet. The bugbear has a heavy pick (1d8 damage) tucked in his belt and a concealed +1 dagger. The master bedroom has the skeletal remains of the Colonel's wife and three children. A large frying pan lies discarded nearby, the weapon of last resort for a mother trying to protect her children.

BUGBEARS, 4 (CE Medium Humanoid) HP 27 (HD 5d8+5), AC 16, Spd 30ft. Str 15 Dex 14 Con 13 Int 8 Wis 11 Cha 9. Perception 10. Morning star +4 (2d8+2) or Javelin +4 (2d6+2; 1d6+2 - 30ft/120ft). SA darkvision 60ft, brute, surprise attack (+2d6).

SITE 7: RUINED DRAINAGE HUT

This small public structure has been ruined by fire. The horrid aroma seeping up out of the ruins gives you an idea of the old purpose of the structure. This must have been a sewage conduit, which is now broken. Thick foul liquids are pooled around the area making it a place you would rather not investigate.

All the sewer houses and sewer drains lead into the sewer system and point to point movement is possible with a very likely wandering monster encounter (see The Labyrinth below).

SITE 8: RUINED HOUSE

It is difficult to guess what this fire-ravaged structure might once have been. What still stands looks unstable and dangerous to enter.

Exploration causes the floor to collapse, sending the PCs to the basement. A successful Dexterity save (DC 16) avoids the fall; otherwise, the victim suffers 9 (3d6) bludgeoning damage.

SITE 9: WEALTHY HOME OF A CLOTH MERCHANT

This must have been the residence of a prosperous merchant before the sacking of the city. Detailed carvings on the front columns, a tall hedgerow surrounding the front lawn, and a marble fountain all contribute to the elegance of the manor. However, what lives here now has no sense of style or decorum. The windows are boarded over with a hodgepodge of materials and cloth that has been wedged in the cracks to block out any natural light.

The building is infested with goblins! A hoard of 240 goblins fills this building from the basement to the upper level. These are the shock troops of Harecule's army. The hoard is organized into divisions of 30 goblins, each led by an elder guard. The goblins are generally lazy and disorganized when not under the direct supervision of other leaders, such as the bugbears or hobgoblins. This foul bunch has little treasure left. They spent most of their meager share buying beer from the Black Feather mercenaries (see Inner City, Site 27). Each goblin has 1d6 sp.

Hess, the goblin shaman lives in the master bedroom of the manor. He has two acolytes with him, and they have a shrine dedicated to Narrheit set up in their quarters. They use a set of silver candlesticks (125 gp) and a jeweled dagger (1,200 gp) during their sacrifices to the evil deity.

HESS, GOBLIN SHAMAN (NE S humanoids): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 14 Cha 8. Perception 14 (+4). Nature +4, Stealth +6, Survival +4. Spear +4 (1d6+2/1d8+2 (versatile); 20/60ft), long knife +4 (1d4+2; 20/60ft) or shortbow +4 (1d6+2; 80/320ft). SA: disengage or hide. Spellcasting (DC 12; +2) Cantrips – resistance, sacred flame, thaumaturgy 1st (3 slots) - detect magic, detect poison, cure light wounds 2nd (2 slots) – Blindness/deafness, spiritual weapon. He wears a chain shirt, carries a small iron shield and a light mace, and wears a stone holy symbol. He has in his possession the following spells on scrolls: cure light wounds x3, and hold person. He also has 5 vials of unholy water, a pearl ring (500 gp), and a pouch with 25 gp and 20 pp.

GOBLIN ACOLYTES, 2 (NE S humanoids): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 12 Cha 8. Perception 9. Stealth +6. Scimitar +4 (1d6+2) or shortbow +4 (1d6+2). SA: disengage or hide. Spellcasting (DC 11; +3) Cantrips: guidance, thaumaturgy 1st (2 slots): cure wounds, protection from evil and good. They wear scale mail, carry small wooden shields, light maces, and wear wooden holy symbols.

GOBLINS, ELDER GUARDS, 8 (NE S humanoids): HP 7 (HD 2d6), AC 16, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 14 Cha 8. Perception 14 (+4). Nature +4, Stealth +6, Survival +4. Spear +4 (1d6+2/1d8+2 (versatile); 20/60ft), hand axes +4 (1d6+2; 20/60ft) or shortbow +4 (1d6+2; 80/320ft). SA: multiattack (2 hand axes), disengage or hide, favored enemy (elves). They wear scale mail, carry small wooden shields, and have two hand axes each. Each also wears a gold bracelet (250 gp) with the image of their foul god).

GOBLINS, 240 (NE S humanoid): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 8 Cha 8. Perception 9. Stealth +6. Scimitar +4 (1d6+2) or shortbow +4 (1d6+2). SA: disengage or hide.

SITE 10: THE DEEP WELL

All those that enter the city's primary water source will feel the coolness from the depths below. Stone steps spiral down into the darkness threading their way around the 70 foot wide circular hole. A rather large hole has been torn in the ceiling as if it were burst apart from the inside. You hear a reverberating echo from deep within the cool cavity, possibly some bird of prey.

This is an entrance to the Labyrinth (see below). If too much time is spent near or within the well a d6 should be rolled, and on a roll of 6 a Gargoyle is encountered, either coming from or going to the well.

SITE 11: GLADIATORIAL TRAINING SCHOOL

A rather dreary nondescript building surrounded by a 20 foot high bronze fence occupies the northwest corner of the city. The courtyard is filled with wooden combat sparring dummies, many of which are hacked up and splintering. Apparently, no one has been repairing any of the equipment here recently. The building, however, must be occupied because smoke is rising from the chimney. You smell some unidentifiable meat cooking inside.

This is a slave holding pen providing fresh victims for the games. Of course, slaves are made to do manual tasks until they are pulled screaming to their fates. What the adventurers smell

is the slaves cooking assorted meats and baking other treats for the humanoids. If the slaves fail to do one of their chores to the hobgoblins' satisfaction, the slave is killed and eaten.

The guards are made up of one bugbear overseer and 12 hobgoblins. If attacked, they try to sound the alarm by blowing the signal horn on the wall, bringing bugbear and goblin reinforcements to bear against the PCs. It takes the bugbears 4-24 melee rounds to show up, and the goblins 6-36 melee rounds (they don't want to be the first to respond to a dangerous situation).

The prisoners include: An old man (the governor's chef), 7 orcs, 1 hobgoblin, 3 goblins, 2 wild sobekki, an ogre, 7 muhroydians, and a young noblewoman named Claudia.

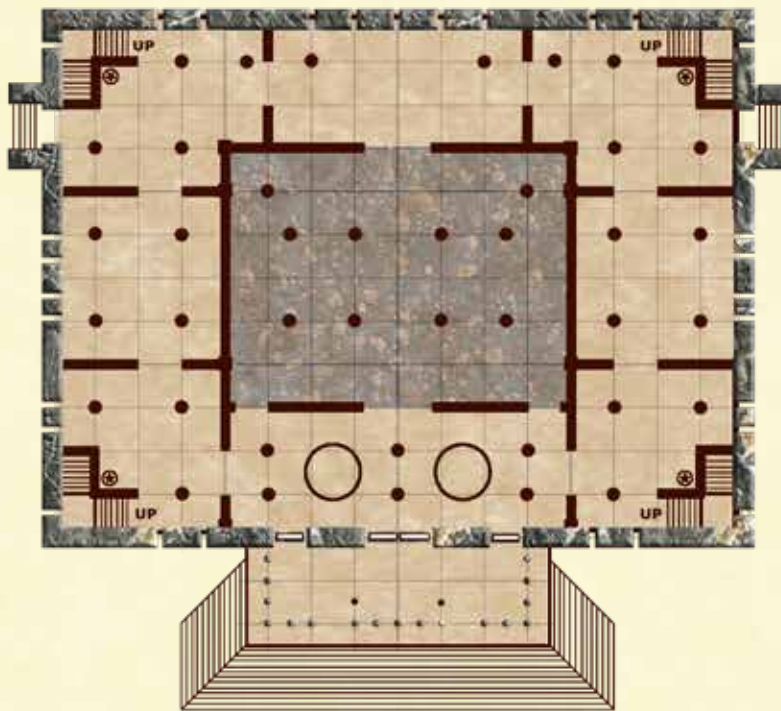
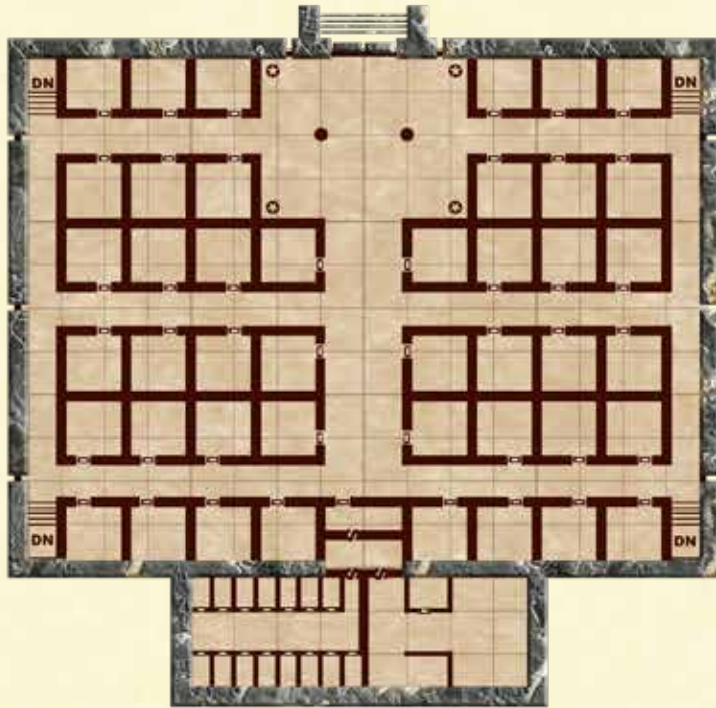
CK'S NOTE: Claudia may either be a helpless damsel or (if needed) a replacement Imperial of any class for a new player character.

If given a chance to escape, the wild sobekki may attempt to kill anyone blocking their way to the swamp, and they do not talk or assist the party. If the party goes to the swamp after freeing these wild sobekki, they do not attack out of hand.

The hobgoblin and goblins actively fight against the party if given a chance to try and gain back their freedom. If asked, the orcs will assist the PCs; otherwise, they look for an opening to bolt and run. The muhroydians fight everyone until a chance to escape looks good. The ogre, named Arturo, (see Inner City, Site 68), is filled with anger over being imprisoned. Panchmo decided to do away with him because he believed Arturo was plotting against him. The ogre will fight until all the goblins and bugbears are slain.



**SECOND FLOOR
BARRACKS**



**GROUND FLOOR
TRAINING AREAS**

THE GLADIATORIAL SCHOOL

BUGBEAR OVERSEER (CE Medium Humanoid) HP 27 (HD 5d8+5), AC 16, Spd 30ft. Str 15 Dex 14 Con 13 Int 8 Wis 11 Cha 9. Perception 10. Morning star +4 (2d8+2) or Javelin +4 (2d6+2; 1d6+2 - 30ft/120ft). SA darkvision 60ft, brute, surprise attack (+2d6).

HOBGOBLINS, (LE Medium Humanoid) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 1d4 gp and 1d6 sp.

ARTURO THE OGRE (CE Large Giant) HP 59 (HD 7d10+21), AC 11, Spd 40. Str 19 Dex 8 Con 16 Int 5 Wis 7 Cha 7. Perception 8 (-2). Great club +6 (2d8+4). SA darkvision 60ft.

The stats for the other slaves should be rolled independently as needed. Most will be standard representatives of their species, while humans will be commoners

There is nothing of value in the building.

SITE 12: RANSACKED HOME

The integrity of this structure is poor at best. Fire has ravaged most of the timbers and large parts of the building have collapsed into the basement.

Anyone digging or climbing through this ransacked home must make a Dexterity save (DC 15) or fall into the basement for 9 (3d6) bludgeoning damage.

SITE 13: THE COLISEUM

A magnificent structure stands before you. This huge building appears to be an arena much as the ancients used for competitions. Undoubtedly this was the site of many a gladiatorial combat! And it seems that the invaders are fans of such sport as well. You can hear the rumble of bass drums, the blare of horns, and the harsh shouts of voices raised in boisterous celebration. As you take a closer look, you see the open roof of the Coliseum has been covered by a patchwork tarp made from a disgusting amalgamation of hides, skins, and pelts. No rhyme nor reason was used in the construction of this device, as cattle and horse hides are intermixed with orcs,



goblins, and human skins. After a moment of shock and horror, it occurs to you that you can use the chaos and confusion of this event to get a better look at the evil which has infested Gaxmoor.

Games are in progress the first time the party finds the Coliseum. On subsequent visits, the games may be held only if some players have been captured or if the group agrees to a contest of strength in the Coliseum. This is a deal that the adventurers will be hard pressed to win, as these evil beings have no sense of honor and will try to ensure the PCs are slain (in an entertaining fashion if possible).

As the party approaches, seven sobekki workers fight for their lives in the arena. The largest sobekki is Hsarrth, the son of the sobekki leader, Hsithra (see Outer City, Area 23). If the party can rescue Hsarrth they will earn the complete cooperation of Hsithra and his village. The sobekki prisoners are engaged in fierce combat with 2 bar tangi (see Appendix B: New Monsters).

Lying in bloody piles on the sand covered floor are the bodies of four sobekki and eleven orcs; casualties from the first fight. The survivors are to face four gnolls who are being punished for sleeping while on guard duty.

If the party decides to assist the sobekki, a roar passes through the crowd. Panchmo silences the crowd by banging the large bronze gong next to his chair. The gnolls are sent out immediately to battle the PCs. Every round the crowd throws 1d6 missile weapons at the party. To escape being mobbed by the assorted humanoid and their leaders, the party has to create some sort of confusion or concealment, such as a fog cloud. This action will undoubtedly heighten the alertness of the goblins and motivate the various factions to be more cooperative with one another.

The audience is packed with half of the available number of goblins, gnolls, bugbears, and all their surviving leaders. There is a makeshift grill pit on the south wall of the Coliseum. Eight goblins are busy cooking the recently slain combatants. Periodically, four of them will run out to grab another body for the grill. Other goblins are walking through the stands selling the fresh meat and skins filled with Black Feather Stout.

Seated in the place of honor at the north end of the Coliseum is Panchmo Sargiles. He is surrounded by his personal guard of bugbears with Hess (the goblin shaman, see Inner City, Site 9) and his entourage on his right. To the left, on his dais, is the large bronze gong used to signal the release of the next wave of creatures to battle in the Coliseum. All the goblin totems and flags are arrayed nearby.

Severed heads on spears and blood-painted symbols adorning tattered squares of cloth decorate the area. A group of hobgoblins are beating out a rhythm on a set of four large kettledrums, punctuated by blasts from large hollowed out cattle horns. A fifth drum of special construction is there but is not currently being played. This is the Drums of Dread; for more information, see Appendix B: New Magic Items

Panchmo will have the drums sounded if the party is doing too well or takes the fight to the stands.

Attacking the troops in the Coliseum would be suicidal.

HSARRTH, SOBEKKI CHIEF (LN Medium Humanoid) HP 23 (HD 4d8+6), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), trident +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite). He currently does not have any sobekki war paint. He wears reed armor and carries a small wooden shield, and currently carries a trident.

SITE 14: THE HALL OF HEROES

This is another open building protected from the elements by a stone roof and held up by rows of pillars. Inside stands a series of statues depicting ancient warriors, with writing etched into the stone below each figure. Many of the figures seem to be from an even more distant past than the rest of the ancient city.

Near the center is a very old statue of Hezu Narvium, a martyred hero of Gaxmoor. The PCs can make an intelligence (history) or (religion) check (DC 19) to recognize the statue. A cleric of the Urnus Gregaria gains advantage to the roll. Otherwise, he is just another heroic sculpture.

Hezu Narvium was a powerful cleric of Urnus Gregaria, the God of Travel, who died in a great battle against an invading army of northern barbarians. The statue is garbed in plain brown robes with clerical vestments draped around its shoulders. Hezu has his gnarled staff held aloft and appears to be in the middle of invoking some divine power.

If a non-evil PC prays to the statue or attempts to implore Hezu for help, the statue animates into flesh. The statue tears off a small piece of his scapular (a part of his clerical vestment) and hands it to the character. Hezu tells the PC to invoke this talisman when threatened by evil foes. When used, the player will have a holy aura spell (15th level caster) cast upon him or her. Hezu assists the party only once.

SITE 15: THE CITY PARK

Nestled between the two ornate temple buildings is a pleasant little garden with a large pool and two statues. The pool seems to have been for public use, perhaps to cool off in the heat of the day. The statues are of a young man and a woman openly frolicking amongst the shrubs and flowers. Many of the plants are now trampled down, but the beauty of the place yet remains.

There are no encounters or anything of importance to the PCs here but for the possibility of fresh water.

SITE 16: THE PUBLIC ORATORIO

This stone pavilion is open to the winds, which have packed it with leaves. The peaked stone roof is held up by a series of stone pillars. Well-worn stone benches mark this as a public meeting place. Images of men and women gathered together in free and open debate come to mind. In a series of outer benches, the commoners must have gathered to listen to all that transpired within. Hardly the system of government practiced by the current occupants of Gaxmoor. There is a clear glass case on the podium.

In the clear glass case (magically hardened: AC 20, HP 40; resistant to all nonmagical damage) is an open scroll. This edict grants the right of free and open speech to all lawful citizens of Gaxmoor. The edict also grants immunity for seditious speech as long as it is confined to the Public Oratorio and is not used to incite rebellion.

In fact, the Edict is a powerful magic device that compels people reading it to speak from their hearts. Anyone reading the document must make Wisdom save (DC 15) or be forced to reveal their deepest secrets and feelings to those around them. Additionally, anyone within a 50 foot radius of this Edict suffers disadvantage to any saves versus all forms of scrying or divination magic until they complete a long rest. These edicts were standard tools used by the city guards to monitor and control any potentially dangerous thoughts amongst the populace at large.

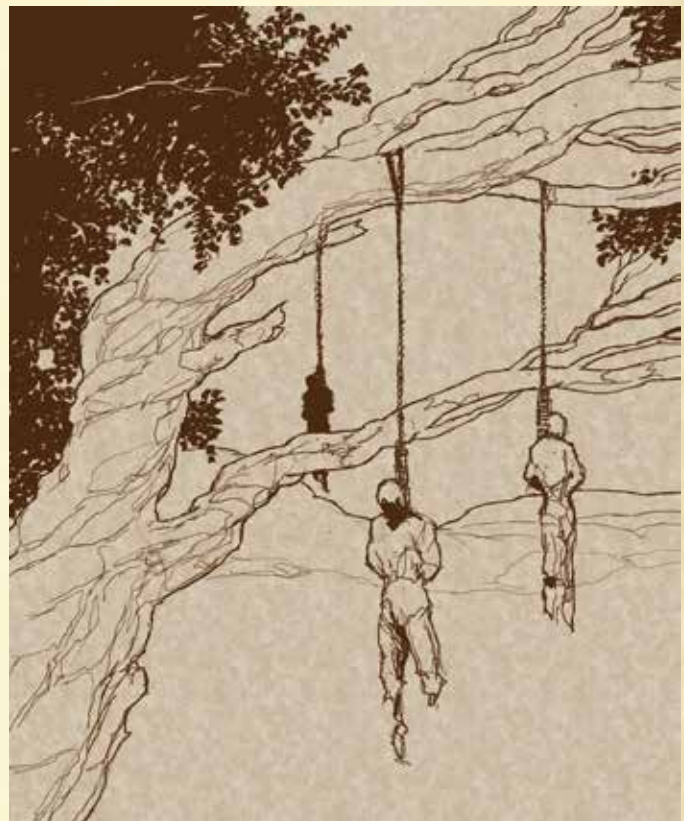
SITE 17: TOTALLY RUINED HOME

Yet another building destroyed in the fiery blaze caused by the servants of evil lies in front of your group. Little remains standing, and what does is badly burned. Something has beaten pathways leading from this ruin going both toward the Coliseum and toward the Circus Maximus. Some band of evil scum must have its lair in a nearby building.

Anyone who digs or climbs through the rubble must make a Dexterity save (DC 10) or fall through the floor taking 10 (3d6) points of damage. The track has been made mostly by those creatures tramping to and from the "Circus" events.

SITE 18: THE GALLOWS TREE

What was once a pleasant fruit orchard has been transformed into a gruesome scene. Instead of succulent apples or pears, one tree has several human corpses hanging from its branches. Below the bodies, you see



freshly turned dirt. It appears that some madman has decided to plant a garden beneath a gallows tree.

This is the garden of Evander the wizard. He is a talented alchemist and grows mandrake root for use in the brewing of several potions. It is common knowledge that mandrake grows best beneath a recently hanged human (intelligence (arcana) check, DC 12). It is best to stay out of sight when the supply of mandrake runs low!

SITE 19: THE VINE ENCRUSTED MANOR

If it weren't for the windows and the regular shape of this building you would think that nothing but assorted vegetation claimed this space. This grand two story manor house has been swallowed up in a proliferation of ivy and other creepers. An occasional glimpse of stone is visible beneath the flora as you stride toward the entryway. The lawn and surrounding shrubbery are well maintained and do not appear to have been vandalized.

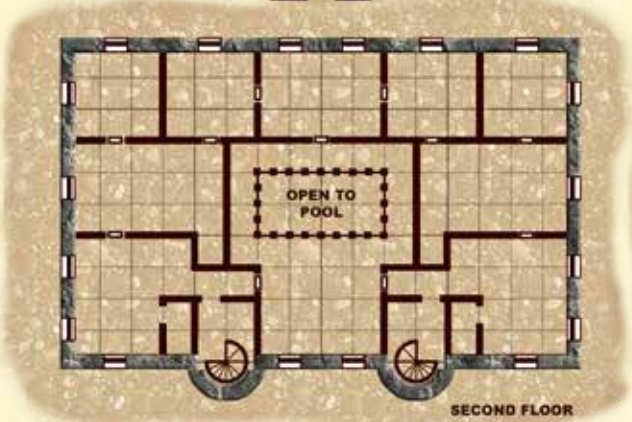
Evander, the evil wizard and alchemist, has set up shop in this old mansion. He came with the invading army in hopes of discovering long lost secrets concerning arcana and potions. He has settled here in this quaint old ivy covered mansion.

A magic mouth is activated upon entering the premises; "WHO DARES ENTER THE ABODE OF EVANDER, UNINVITED?" This serves to warn the master of the house that someone is in his sanctum. He scrys the entryway and cast defensive spells in preparation for combat if he sees a battle scarred party of adventurers in his home.

THE HOME OF EVANDER THE WIZARD



NOTES



The front door is arcane locked and is of solid oaken manufacture (AC 15, HP 40). All the windows are securely shuttered and arcane locked (AC 12, hp 30).

Evander is completely engrossed with alchemy experiments at the moment. The basement of the residence serves as his laboratory and is filled with many bottles, flasks, bubbling beakers, and the like. He has enslaved (charmed) a large earth elemental to guard his precious laboratory. The wizard has completed potions that mimic the following spells: spider climb, water breathing, protection from poison, and blur. None of the bottles are labeled, and the PCs need to cast detect magic to identify them as completed potions from the array of unfinished mixtures, while identify will reveal their exact effects.

Evander is currently working on a unique regeneration potion. He needs the blood of a troll and dirt from a vampire's coffin to be able to manufacture the potion. He offers the party one of these potions if they bring him both of these ingredients. Whether he lives up to the deal depends on the strength of the group. If the party manages to defeat Evander, the recipe for his new alchemical experiment is the latest entry in his alchemical journal.

EVANDER (LE Human Wizard 12) HP 66 (HD 12d8+12), AC 17, Spd 30ft. Str 8 Dex 11 Con 12 Int 18 Wis 16 Cha 12. Perception 13(+6). Arcana +7, Insight +7, Deception +4. Sv: Int +7, Wis +6. Staff +4 (1d10-2) or dagger +8 (1d6+3). SA Arcane Recovery, Ritual Casting, Arcane Focus, Arcane Tradition (Evocation), Savant, Sculpt Spells, Potent Cantrip. Spellcasting: 0-level (5) – Acid Splash, Chill Touch, Mage Hand, Ray of Frost, Shocking Grasp; 1-level (4 slots) – Charm Person, Color Spray, Expeditious Retreat, Hideous Laughter, Mage Armor, Magic Missile; 2-level (3 slots) – Acid Arrow, Blindness/Deafness, Invisibility, Ray of Enfeeblement, Suggestion; 3-level (3 slots) – Animate Dead, Bestow Curse, Fireball, Hypnotic Pattern, Lightning Bolt; 4-level (3 slots) – Arcane Eye, Confusion, Fire Shield, Wall of Fire; 5-level (2 slots) – Cloudkill, Passwall; 6-level (1 slot) – Chain lightning. He wears a +2 cloak of protection (as a ring of protection), carries a staff of the woodlands, +2 dagger, possesses a ring of earth elemental command, a ring of invisibility, a bag of holding, a dusty rose ioun stone, an iridescent spindle ioun stone, a wand of burning hands (12 charges; recovers 2d6 each midnight; if zero, crumbles to dust), a wand of ice storm (4 charges; recovers 1d4 each dawn; if zero, roll d20; 4 or less, explodes for 8d6 in 10ft radius), a rope of entanglement, Lothian's Book of the

Woodlands (his spellbook; contains all prepared spells plus 1d4 spells of each level 1-6, with a focus on evocation).

ELEMENTAL, EARTH (Neutral L Elemental) HP 126 (HD 12d10+60), AC 17, Spd 30ft, 30ft (burrow). Str 20 Dex 8 Con 20 Int 5 Wis 10 Cha 5. Perception 10(0). Slam +8 (2d8+5; 10' reach). SA multiattack (2 slam), earth glide (doesn't disturb earth moving through), siege monster (2x dmg to objects), vulnerable thunder, resist bludgeoning, piercing, slashing from nonmagical attacks, immune poison, exhaustion, paralyzed, petrified, poisoned, unconscious, darkvision 60ft, tremorsense 60ft.

SITE 20: THE CIRCUS MAXIMUS

A large alabaster stone structure dominates this section of the city. This massive oval building was undoubtedly used as some kind of public meeting place. Several sets of wide steps lead up to arched portals. You cautiously creep up the steps and peer inside the building. The interior is open to the sky and has many rows of stone benches surrounding the center. As you examine the layout, you realize that this place was used to hold sporting competitions. A race track runs around the interior, and there are sandpits and other assorted equipment in the center. The place has been used recently - litter, spoiling food, and other refuse clutter the benches and the walkways everywhere. Blotches of rust color mar the sandpit in the center of the amphitheater. A chariot lies smashed off to one side and weapons are strewn about the place. Obviously, no civilized games have been held here recently.

The Circus Maximus is so small that the owners had to set it up for each particular event, changing it for the needs of the entertainment it featured that day.

Now the orcs use it without cleaning up the mess from their last festivities; hence why the destroyed chariot, vaults, jump pit, and wrestle ring equipment lay scattered about haphazardly.

This is where the orc group holds games occasionally with captured hobgoblins or other victims. This is always a risky proposition since Heracles's goblinoid troops are slightly more powerful than the two orc clans. The orcs hold their games the day after Panchmo holds an event at the Coliseum, counting on the goblin horde's hangovers from consuming mass quantities of Black Feather Stout to keep them out of the action so the orcs can enjoy their sport in relative safety.

The gnolls, under Hargg, have been going to both events. Hargg is attempting to play the two sides to his advantage and is on good terms with both factions (see Inner City, Site 24).

CK'S NOTE: Half of all the available orcs from both clans attend a "sporting event," as well as 75% of the orc leaders. If the gnolls are still playing the hobgoblins and the orcs against each other, then twenty gnolls (including Hargg and Clasc) will be at the Circus Maximus during any event.

SITE 21: THE HOME OF BONES

What was once a lovely little home is now the resting place of hundreds of dead creatures. Bones from all sorts of creatures, as well as humans and humanoids, fill the door and windows. This chaotic tangle of so many mismatched skeletons is a grim reminder that the invaders show no mercy.

At first glance, there is nothing of note in this building. It is used as a place to dump the trash from the games at the Circus Maximus. Inside the building, amongst some of the earlier deposits of bodies and trash, is a magical long sword (DC 15 Intelligence (investigation) or DC 18 Wisdom (perception) to discover).

TREASURE: Long sword of goblin slaying +1: This is a goblin bane sword (+3 vs. goblins) that glows when goblins are within 60'.

SITE 22: THE COIN AND PRECIOUS METALS EXCHANGE CENTER

Only strewn rubble marks the place where a stone building once stood. Broken picks, shovels, and a few homemade tools, litter the area. The floor of this building has been excavated, and the walls have collapsed. No section of the floor is intact with some of it dug out over ten feet in depth. Someone went to a whole lot of trouble in searching for some sort of buried treasure.

There is nothing of note in this area, but the PCs may attract attention from the neighboring power groups, as well as wandering monsters/patrols if they spend a great deal of time here (See Site 24).

SITE 23: TAX AND TITLE OFFICE

A few charred timbers and badly scorched stones give evidence to another act of arson by the savage humanoid invaders. You wonder at how the building remains standing after such an intense fire. A stone marker in front of the place has a picture of a scroll or edict with the Imperial eagle stamped on it. This place must have housed some sort of records office. If so, hundreds of years' worth of records were doubtless consumed in flames in a matter of minutes.

Anyone who enters this weakened structure must risk a Dexterity save (DC 12) or fall through the interior ruins into the basement below for 12 (4d6) damage. If someone successfully gets to the basement, they find a fresh tunnel (the work of muhroydians) leading off towards Grain Press Mill (Site 25A below).

SITE 24: THE GREEN INN

A banner hanging outside this large building depicts a gladiator wearing green, holding his trident up in victory, looking down on the form of an enemy wearing a blue loin cloth. Smoke can be seen coiling up the chimney as well as from several broken windows. The sound of many loud voices blends with that of the instruments, vaguely resembling the death cries of cats. You see a gnoll, slouched over, heaving his guts out against the side of the building.



THE GREEN INN

NOTES

The Green Inn is the home of the gnoll mercenary group. Fifty-seven gnolls serve under the vicious gnoll leader Harrg and his toadying sidekick Clasch. They work as a team, killing any gnolls who seek to rise above the pack.

Harrg is under the control of Harecules, but he secretly despises his lowly position and has been having secret meetings with the orc leader, Grond (see Outer City, Area 16). The talks are deadlocked since neither trusts the other. Harrg sometimes captures small groups of hobgoblins or orcs and trades them to the other factions for goods.

HARRG (CE M humanoids): HP 32 (HD 7d8), AC 18, Spd 30ft. Str 16 Dex 14 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +5 (1d4+3), Battle Axe +7 (1d8+5), or Short bow +4 (1d6+2 100/300ft). SA berserk (when opponent to 0, half move bite another.); pack leader (all gnolls within 10' who can see and hear him gain advantage on attacks). He wears +2 chainmail, carries a +2 battle axe, a short bow, a quiver with 15 arrows, and a necklace of elf ears).

Description: Harrg is huge, a wild-eyed gnoll that enjoys killing and destruction even more than most of his kind. He and his partner Clasch venerate Narrheit, and this devoutness is the crux of their friendship. Harrg is ambitious and is looking to expand his band of gnolls by killing off Panchmo or Vegg and

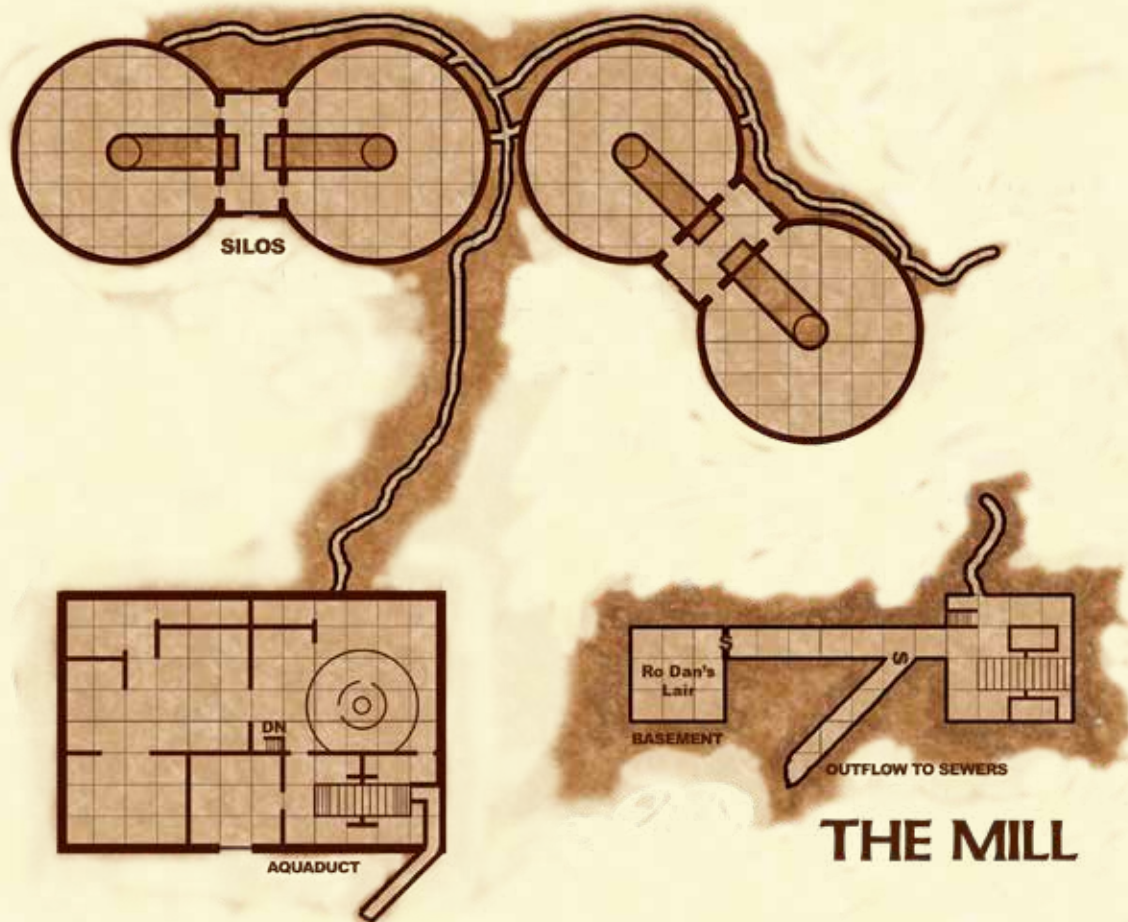
Separate chimney stacks



taking over their position. His studded leather is notable due to the dark red color of the leather and blackened metal studs. The armor was dyed in elf blood to attain its peculiar color, and is one of Harrg's prized possessions. He displays his necklace of ears (all elven) prominently on his chest at all times. On two of the ears are gold hoops (50 gp each) and a diamond earring (1,500 gp). In combat, he attacks elves first if at all possible. Harrg likes to hurl himself into combat fighting two-handed. He also likes to cut down the weakest opponents first, as others soften up the tough opponents. He then engages the weakened opponent and takes full credit for defeating them.

CLASCH (CE M humanoids): HP 22 (HD 5d8), AC 18, Spd 30ft. Str 14 Dex 12 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +4 (1d4+2), Light mace +6 (1d6+2 or thrown 1d6+2 20/60ft), or Longbow +3 (1d8+1 150/600ft). SA berserk (when opponent to 0, half move bite another.) Spellcasting (Save DC 13, +5 attacks): Cantrips – light, sacred flame, thaumaturgy; 1-level (4 slots) – cause wounds, guiding bolt, sanctuary; 2-level (3 slots) – hold person, spiritual weapon. He wears a full chain suit, carries a +1 large iron shield, a +1 light mace, and wears a large gold necklace (250gp each), a platinum armband (750gp) and a pair of ruby earrings (1500gp).

DESCRIPTION: Clasch worships Narrheit, the lord of chaos and destruction. He dresses in an eclectic mix of old equipment



and finery pilfered from the city. Clasc h relishes combat and will get into melee as soon as possible. He prefers to prepare for battle by casting shield of faith and hold person on the toughest looking opponent. He wields a +1 mace and carries a +1 medium steel shield.

GNOLLS, 57 (CE M humanoids): HP 22 (HD 5d8), AC 15, Spd 30ft. Str 14 Dex 12 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +4 (1d4+2), Spear +5 (1d8+2 or thrown 1d6+2 20/60ft), or Longbow +3 (1d8+1 150/600ft). SA berserk (when opponent to 0, half move bite another.)

CK'S NOTE: The first time the Green Inn is found by the party, twenty of the gnolls will have gone to either the Coliseum or the Circus Maximus. They will come running if there is the sound of battle at the Green Inn.

TREASURE: Upstairs in Harrg's room are 3 boxes filled with the remainder of his loot. The treasure consists of 3,420 cp, 1,200 sp, and 144 gp, as well as three barrels of Black Feather beer. Haarg invested the rest of his wealth in Feather Stout and honey mead. The cellar contains smoked meat of some kind, four barrels of Black Feather Stout, and two barrels of honey mead. Fourteen of the gnolls each have one 100 gp pearl, all that remains from a victim's necklace. The miscellaneous coins found on the gnolls total 9 cp, 300 sp, and 23 gp.

SITE 25: THE OLD MILL AND GRANARY

A. As you look through the broken door of what must be the oldest grain mill of Gaxmoor, you see a huge round stone with a long wooden shaft extending from the center. You also see yokes and assorted tack for very large animals. Otherwise, the structure is empty.

This is the grain press (mill), where either an oxen team or slaves were used to make flour. With the decline in population, as well as the introduction of the water mill (see below), this structure rarely saw any use.

B. A new door has been placed on this round stone building. A massive padlock is clearly visible as you approach the building's entrance.

The lock is of excellent quality and in great condition (thieves' tools DC 15). The Black Feather band (see Inner City, Site 27) lays claims on all the grain contained within for brewing their beer. They have warned off the other groups not only with the threat of violence but the more potent danger of having their beverage supplies cut off!

C. Another new door has been placed on this round stone building. The massive padlock is clearly visible as you approach the building's entrance.

This is a round stone building with a new door. It has a huge padlock keeping it shut.

Another masterwork lock keeps this empty silo safe (thieves' tools DC 15). The Black Feather band has used all the grain stored in this silo to make beer. They have left the lock on the door out of habit- than for anything else.

D. A new door has been placed on this round stone building. A massive padlock is clearly visible as you approach the building's entrance. Obviously, someone wants to protect something of value contained within.

This door has the same style padlock as the other silos (thieves' tools DC 15).

After they open the door:

A foul odor greets you as you open the door. You see eight bloated old muhroydian carcasses and a heap of dead giant rats scattered around the floor.

If the players check the corpses, give them a clue that a very powerful poison was used to kill the muhroydians (Wisdom (medicine) check DC 10 to notice blackened veins and tongues turned purple). The Black Feather band discovered the muhroydians here in the near empty silo. This was the start of a war between the two groups. The battles occur often, almost weekly, as armed groups head over to the new mill (see Site 66) to forage for more grain. The muhroydians tend to retreat quickly because they fear the potent poison of the Black Feathers. They would love to destroy the hated interlopers and save the remaining grain for themselves if the opportunity arose.

SITE 26: THE RANSACKED MANSION

This once lovely mansion has been thoroughly ransacked. All the windows and doors have been shattered, and the remains are strewn all about the grounds. Any large sections of wood which were in the home have been removed. And, the remains of a big bonfire are visible along with cracked human bones that litter the front yard.

The rubble strewn basement has a partially blocked passage leading out to the Half Caved-in Inn (Area 25).

SITE 27: THE RESTORED VILLAS

You see a freshly painted villa. The area immediately surrounding the villa is clean and neat. A row of several twelve foot tall sharpened stakes, hammered into the ground in front of the villa, grab your attention. Whoever lives in this building has impaled a variety of humanoids on the stakes, dealing out a slow, cruel punishment. On one stake an orc is still vigorously wiggling, and on a neighboring stake a hobgoblin is feebly twitching. Most of the other poles have corpses in different stages of decomposition. Peering down from the roof of the villa are four humans with bows. The bowmen all wear felt caps with a large black feather on one side.

This is the base of the Black Feather band. These are men who have given up their pasts for profit. These men are all longbowmen and each carries blood leech extract (see below) to poison their clothyard shafts. John of the Sure-Eye, the current leader, is a mercenary with few scruples.

These Black Feathers moonlight as brewers! The band is brewing bitter black beer in the villa. They have pieced together a copper brewing vat and distilling equipment from within the wreckage of the city. They make regular raids on the Old Granary to obtain fresh supplies of grain. The aqueducts are still functioning in this section of the city, which makes the brewing process much easier for the group. Both the assorted goblin groups and the gnolls are purchasing their drink from the Black Feathers. Demand far exceeds the supply amongst this band of evil scum- and prices are high. These men are competitive businessmen - if the PCs can somehow convince them of the profitability of helping them, the band may agree.

CK'S NOTE: The orcs have their own honey mead operation going outside the walls (see Outer City, Area 16), and surprisingly, Grond's mead is better than the beer.

The Black Feather band are willing to sell their goods to the PCs if they are willing to pay the exorbitant prices. The band are instantly suspicious of the PCs and try to find out how they managed to survive alone in this dangerous environment. They may look on the PCs as bad for business if they are killing off their clientele. John of the Sure-Eye may decide to enlist the PCs assistance in some venture that is actually a ruse designed to get rid of them, perhaps having them walk into an ambush on the way to do John a task.

BLACK FEATHER STOUT PRICES: 1 gp per quart, 30 gp per 10-gallon keg, or 250 gp per 100 gallon barrel.

BLOOD LEECH POISON: All members of the Black Feather band use poison on their weapons. This poison is obtained from the blood leech and is a nerve-affecting poison that causes paralysis before death. Poisoned victims must make a constitution save (DC 15) or take 1d3 Dexterity loss and 1d3 constitution loss, then make a second save one turn later to avoid a further 1d3 Dexterity and 1d3 constitution loss. If any ability score reaches zero, death results. The poison affects the victim each and every time it enters the bloodstream, with cumulative effects for multiple hits. Each member of the band has one vial (5,000 gp per vial) of this poison, and each vial may coat two weapons or ten arrowheads; a weapon thus coated can inject 1d4 doses of poison before it wipes off. Ability score damage is restored at 1d3 points to each ability after each long rest. The poison is very difficult to obtain as the leaches, from which it is extracted, will only latch onto live prey, and they are only found in the deepest darkest swamps. Generally, prisoners and/or animals are lowered into certain parts of the swamps, and are pulled out only once they stop thrashing. The accompanying leaches are then harvested and milked of their poison.

THE BLACK FEATHERS COMMANDERS, ARCHERS

FREDERICK “THE BEAR” (NE Human Fighter 7/Cleric 3) HP 55 (HD 10d8+10), AC 20, Spd 30ft. Str 16 Dex 15 Con 12 Int 10 Wis 14 Cha 13. Perception 14 (+4). Athletics +6, Insight +3, Intimidation +4. Sv: Str +6, Con +4. Long bow +10 (1d8+3), Long sword +8 (1d8+5) SA Archery, Multiattack (2 arrows), Second Wind (d10+5; 1/rest), Action Surge (1/rest), Battle Master, Extra attack. Superiority Dice (d8) 5, Student of War, Know Your Enemy. Maneuvers: Rally, Commander’s Strike, Pushing Attack, Maneuvering Attack, Riposte; Spells: (Save DC 12, Spell attack +4; Cantrips: light, sacred flame, thaumaturgy; 1-level (4 slots): bane, cause wounds, command, guiding bolt, sanctuary, shield of faith; 2-level (2 slots): blindness/deafness, hold person, lesser restoration, spiritual weapon). He wears full chain mail +1, a shield +1, and ring of protection, a continual light torch, a potion of invisibility, three scrolls (read magic, guidance, protection from good), a heavy horse with studded leather barding and a light horse, both with full tack and saddle, two vials of blood leech poison, and 250 gp worth of jewelry and coin.

MAXIMILLION “MAX” (NE Human Fighter 3) HP 18 (HD 4d8), AC 17, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11(+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2 Short Bow +5 (1d6+1; 80/320), Long sword +4 (1d8+4). SA Archery, Second Wind (1d8+2; 1/rest), Action Surge (1/rest), Crit 19-20. Challenge 1 (200 XP). They wear chainmail and carry maces and 40 gp in jewelry and coin. He wears breast plate armor and carries a black iron buckler, carries an expert-crafted long sword, an expert-crafted composite short bow, a quiver with 5 +1 arrows, 15 expert-crafted arrows, 10 normal arrows, 2 vials of blood leech poison, and a light horse with full tack and studded leather barding).

ARCHERS, 37 (NG Human Fighter 2) HP 16 (HD 2d10), AC 17, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11(+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2. Long bow +6 (1d8+1; 150/600). SA Archery, Second Wind (1d8+2; 1/rest), Action Surge (1/rest), Crit 19-20. Challenge 1 (200 XP). They wear breastplate armor and carry bucklers, a long sword, a composite long bow, a quiver with 1 +1 arrow and 35 standard arrows, 2 vials of blood leech poison, and a light horse with full tack and studded leather barding).

SITE 28 A: THE RESTORED VILLAS

The villa ahead of you is an oddity in this war ravaged city. The building seems to be an island of normalcy in the middle of destruction. A fresh coat of paint has been applied, and the grounds are neat and well groomed. Four human men-at-arms stand guard near the front gate. The guards are wearing matching sets of blackened iron breastplates and steel helms. The snorting and occasional nicker of horses can be heard somewhere to the rear of the building. The guards are looking at your group, but don’t appear to be particularly concerned with your presence.

These are the Black Halbaldiers, a part of the Black Feather band mercenaries (Site 27). These fighters protect the deadly archers in combat. The Black Halbaldiers are led by Lieuten-

ant Harold Stonefist. He is a veteran commander and leads his men intelligently. The squad leaders, James “Mad Dog” Dixtex and Loki Pellanore, each lead twelve halberd men. The halberd men always have at least four of the Black Feather archers on lookout in the upper level. The entire company responds in 1-4 rounds if there is an attack or the alarm is raised.

THE BLACK HALBALDIERS AND COMMANDERS

HAROLD STONEFIST (NE Human Fighter 7) HP 45 (HD 7d10+7), AC 19, Spd 30ft. Str 16 Dex 15 Con 12 Int 10 Wis 10 Cha 13. Perception 13 (+3). Athletics +6, Insight +3, Intimidation +4. Sv: Str +6, Con +4. Greatsword +8 (2d6+5) SA Defense, Second Wind (d10+5; 1/rest), Action Surge (1/rest), Battle Master, Extra attack. Superiority Dice (d8) 5, Student of War, Know Your Enemy. Maneuvers: Rally, Commander’s Strike, Pushing Attack, Maneuvering Attack, Riposte. He wears +1 plate mail, and carries a two-handed sword, wears a gold belt buckle encrusted with gems (850 gp), and has 32 pp, 47 gp, 22 sp, & 7 cp.

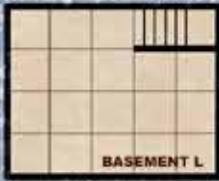
JAMES “MAD DOG” DIXTEx, leader of the First Squad Black Halbaldiers (NE Human Fighter 3) HP 20 (HD 3d10), AC 18, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11(+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2. Halberd +4 (1d10+4; reach 10ft). SA Dueling, Second Wind (1d8+2; 1/rest), Action Surge (1/rest), Crit 19-20. He wears a suit of expert-made banded mail, carries an expert-made buckler and an expert-made halberd, 2 vials of blood leech poison, and a light horse with full tack and studded leather barding.

LOKI PELLANORE, leader of the Second Squad of the Black Halbaldiers (NE medium human) HD 4d8+12 (HP 30), AC 19, Mv 35ft. Str 14 Dex 14 Con 16 Int 10 Wis 13 Cha 10. Perception 13 (+3). Athletics +4, Stealth +4, Survival +3. SV Str +4, Dex +3. Halberd +4 (1d10+2; reach 10ft). Favored Enemy (orcs), Natural Explorer, Fighting Style: Defense, Wild Mask (Hide when lightly obscured). Spellcasting (Wis; DC 11; Atk +3) 1-level (2 slots): Hunter’s Mark, Ensnaring Strike. He wears a +1 mail shirt, carries an expert-made buckler, an expert-made halberd, a light crossbow, 5 +1 crossbow bolts, 10 normal crossbow bolts, a heavy horse with full tack and barding.

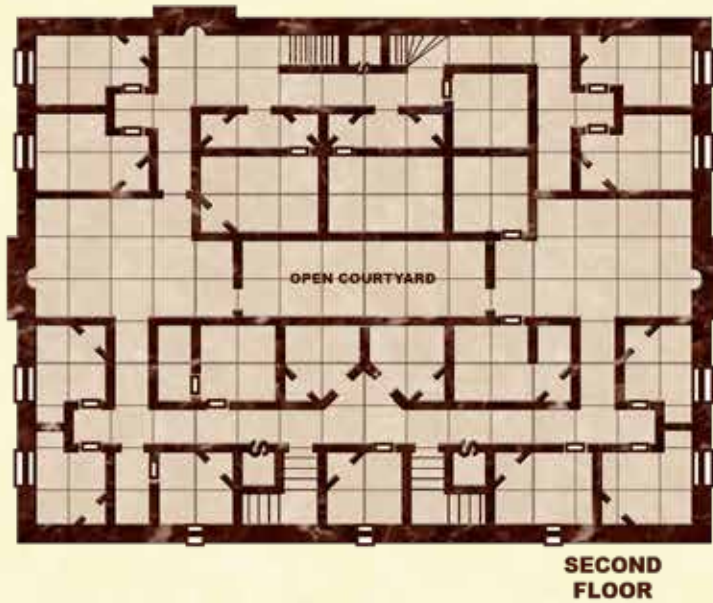
HALBALDIERS (12, divided into two squads of 6) (NE Human) HP 16 (HD 2d10), AC 17, Spd 30. Str 15 Dex 13 Con 10 Int 10 Wis 12 Cha 8. Perception 11(+1). Athletics +5, Intimidation +1. Sv: Str +4, Con +2. Halberd +4 (1d10+1; reach 10ft). SA Defense, Second Wind (1d8+2; 1/rest), Action Surge (1/rest), Crit 19-20. They wear steel breastplate and carry halberds and 2 vials of blood leech poison each. Each has a light horse with studded leather barding as well.

SITE 28 B: MERCENARY’S STABLES

A large cobblestone and wood building occupies the space behind the fine villa to the east. This is quite obviously the stable for the nearby residence. The neighing of horses and the sound of shod hooves striking the wall echoes from the building. A large set of double doors lead into the barn.



NOTES



THE BLACK FEATHERS

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Inside are one-hundred sixty-eight horses (14 heavy horses, 60 light horses, and 88 packhorses), as well as the saddles and tack for them all. Each of the warhorses also has studded leather barding hung nearby. This place is packed with grain, corn, and straw. Four women are caring for the animals during the day, three are prisoners and the fourth is Liza, the current concubine of the leader of the Black Feathers, John of the Sure-Eye. She will try and raise the alarm if someone tries to rescue the women.

SITE 29: DILAPIDATED MANOR

Another once splendid manor house stands before you. From the size of the estate, this must have served as the dwelling of one of Gaxmoor's prominent families. Unfortunately, evidence of the foul presence of evil humanoids is apparent. An elegant carriage is turned on its side in the front yard. Cracked bones litter the area, some animal and others human. The manicured lawn has been trampled and is brown from abuse.

This is the lair of a small splinter group of hobgoblins. There are thirty-two of them, led by a smallish hill giant named Durn. Durn and his band are deathly afraid of Fairclaw, the dragon (see Inner City, Site 36).

The hobgoblins feel exposed, separated from the rest of their kind and have low morale. If the PCs seriously wound Durn, the Hobgoblins flee. The group has spent most of its stolen gold on Black Feather beer.

CK'S NOTE: Many of these hobgoblins could be in Site 34A or 34B, at the CK's discretion.

DURN THE HILL GIANT (CE Huge Giant) HP 105 (HD 10d12+40), AC, 13 Spd 40ft. Str 21 Dex 8 Con 19 Int 5 Wis 9 Cha 6. Perception 12 (+2). Greatclub +8 (3d8+5). Rock +8 (3d10+5, 60/240ft) SA Multiattack (2 greatclub).

HOBGOBLINS, 32 (LE Medium Humanoid) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 1d4 gp and 1d6 sp).

Treasure: Durn carries a large sack filled with knick-knacks that he thinks are valuable, along with 450 gp and 172 sp. Durn uses a +2 small shield as a dinner plate upstairs in his quarters. Some sort of humanoid flesh is charred and half-eaten on it when the PCs search the area (Intelligence (investigation) DC 15 to find the shield unless a detect magic is used).

SITE 30: RELATIVELY MODEST HOME OF RO'DAN

Before you stands a modest example of architecture, obviously less elaborate than the normally opulent homes and villas of this part of the city. While the door to the building is hanging by just one hinge, it otherwise doesn't look very disturbed, probably since there wasn't much to steal, and the target looked so plain.

This is the home of Ro'dan, a dangerous wererat, who has lived here since before Gaxmoor came to our dimension. This rogue was the leader of the thieves' guild in the city of Gaxmoor as well as the head of Labyrinth below the city, the muhroydians (See below, Beneath Gaxmoor, The Labyrinth). In the attack, the invaders sacked his home, though he easily avoided the bloodshed and fled into the sewers. Now he is keeping an eye on the Black Feather band. He wishes to minimize his losses when the band next makes a raid on the granaries.

Ro'dan is in rat form spying on the Black Feather band when the players come close. With him are twelve rats, which he uses to cover his retreat if threatened. He then uses his rat holes to the sewer system to go into his hidden bolt hole (Site 66a). Ro'dan attempts to avoid being noticed during any combat at this location.

CK'S NOTE: In the basement is a secret passage to the sewer system that eventually leads to Ro'dan's Underground Lair.

RO'DAN THE WERERAT (LE M Humanoid shapechanger) HP 33 (HD 6d8+6), AC 12, Spd 30ft. Str 10 Dex 15 Con 12 Int 11 Wis 10 Cha 8. Perception 12(+2). Stealth +4. Bite +4 (1d4 plus lycanthropy; DC 11 Con neg.) and short sword +4 (1d6+2) or Hand Crossbow +4 (1d6+2; 30ft/120ft). SA Darkvision 60ft., 2 attacks, Shapechanger, Advantage on smell checks, lycanthropy.

GIANT RATS, 12 (Unaligned Small Beast) HP 7 (HD 2d6), AC 12, Spd 30ft. Str 7 Dex 15 Con 11 Int 2 Wis 10 Cha 4. Perception 10. Bite +4 (1d4+2, plus disease). SA Plague (DC 11 Con neg; on fail, gain 1 lvl exhaustion, recover ½ hp from HD expend, none from long rest; New save after each long rest to reduce exhaustion by 1; exhaustion 0 to recover).

31: SEWER HOUSE

A vile stench emanates from this small stone structure. Disgusting liquids have formed puddles in the low points around the building. Apparently, the custodian of this waste removal building is no longer fulfilling his responsibilities.

The sewer houses and sewer drains all lead into the sewer system and point to point movement is possible with a very likely wandering monster encounter (See below, Beneath Gaxmoor, The Labyrinth).

SITE 32: MANSION

This once grand mansion has seen better days. The large building has trash and debris piled around the outside. Evidence of some kind of struggle is evident from the trampled shrubbery and flowerbeds. Shutters are smashed in, and broken weapons lie in the dirt. Heavy curtains block your view into the windows. On the south side of the mansion is a grand stairway leading up to an ornately carved wooden door with a heavy bronze knocker.

This is the home of a faction of goblin and human brigands. This group splintered off from the larger tribe led by Panchmo. There

are sixty-eight goblins and twelve brigands living in the mansion with their leader Jobu One Eye. Jobu was the toughest of the ogres allied with Vegg and the Bone Crusher clan. He grew weary of the arrangement and left with a good portion of the loot.

Jobu and his fledgling group have many enemies in Gaxmoor, so they remain constantly vigilant. During the day, four brigands with twenty goblins keep watch in front and back. They quietly wake their cohorts if they see an approaching threat or sound a horn if speed is essential.

At night, most of the motley band is awake and active. Goblins are on guard at night, watching all sides from the second story of the mansion. The leaders are most likely drinking and gambling during the evening hours.

Besides Jobu, there is a goblin shaman, Derrug, and Faeruss the wizard, the surviving spellcaster from the brigand group. The surviving brigands are tougher than the average human outlaws. They stay together to guard Faeruss, Derrug, and Jobu during any major combat. The troops gather in a defensive circle around the spellcasters.

The brigand group has a good relationship with the Black Feather band. The Black Feathers sell their brew to them for less than they charge the humanoids. The brigands always have a good supply of the dark brew on hand, which keeps their morale quite high. They currently have a barrel of the black beer in Jobu's quarters.

The goblins have a dozen human women and children as prisoners they keep locked in the basement. The prisoners are a combination of slaves and, if necessary, food. The women attempt to escape as soon as any opportunity presents itself.

JOBU ONE EYE THE OGRE (CE Large Giant) HP 59 (HD 7d10+21), AC 11, Spd 40. Str 19 Dex 8 Con 16 Int 5 Wis 7 Cha 7. Perception 8 (-2). Greatsword +6 (2d8+4). SA darkvision 60ft. He wears a belt pouch with 40 pp).

DERRUG, GOBLIN SHAMAN (LE Small Humanoid) HP 18 (HD 4d8), AC 16, Spd 20ft. Str 10 Dex 18 Con 10 Int 12 Wis 13 Cha 7. Perception 12 (+2). Arcana +3, Stealth +6. Light flail +6 (1d6+4). SA Darkvision 60ft, Natural spellcaster (Wis; DC 12, +4 attack): Cantrips: Fire bolt, Prestidigitation. 3/day: Bane. 2/day: Shatter. 1/day: Stinking cloud. He wears a filthy mail shirt, carries a light flail, and wears a silver holy symbol.

FAERUSS, WIZARD (LE Human Wizard 6) HP 32 (HD 6d6+6), AC 17, Spd 30ft. Str 8 Dex 11 Con 12 Int 18 Wis 16 Cha 12. Perception 13(+6). Arcana +7, Insight +7, Deception +4. Sv: Int +7, Wis +6. Staff +2 (1d10-2) or darts +6 (1d4+3; 10ft/30ft). SA Arcane Recovery, Ritual Casting, Arcane Focus, Arcane Tradition (Evocation), Savant, Sculpt Spells, Potent Cantrip. Spellcasting: 0-level (4) – Acid Splash, Chill Touch, Mage Hand, Ray of Frost; 1-level (4 slots) – Charm Person, Color Spray, Expeditious Retreat, Hideous Laughter, Mage Armor, Magic Missile; 2-level (3 slots) – Acid Arrow, Blindness/Deafness, Invisibility, Ray of Enfeeblement, Suggestion; 3-level (3 slots) – Animate Dead, Bestow Curse, Fireball, Hypnotic Pat-

tern, Lightning Bolt. He wears an amulet of natural armor +2, six darts, a staff, and his traveling spellbook (containing all of the spells he has memorized plus 1d6 spells of 1st level, 1d4 of 2nd level, and 1 3rd level spells, determine randomly).

BRIGANDS, HUMAN MALE 1ST LEVEL FIGHTERS, 12 (NE Medium humanoid Ftr 1) HP 5 (HD 1d8), AC 15, Spd 30. Str 15 Dex 13 Con 10 Int 11 Wis 12 Cha 8. Perception 13(+3). Athletics +5, Survival +3. Sv: Str +4, Con +2. Longsword +4. (1d8+2) or light crossbow +3 (1d8+1; range 80/320). SA Darkvision 60ft., Keen senses, Defense, Second Wind (1d8+2; 1/rest), Cantrip (choose one; Int; DC 10, +0). They each wear a mail shirt, carry long swords, light crossbows, and 12 bolts. Each has 1d8 gp).

GOBLINS, (NE S humanoids): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 8 Cha 8. Perception 9. Stealth +6. Scimitar +4 (1d6+2) or shortbow +4 (1d6+2). SA: disengage or hide.

TREASURE: 7,500 sp and 1,500 gp in nine large chests secreted in the wine cellar, alongside three full barrels of black beer. The leaders carry and/or wear the rest of their treasure.

SITE 33: CISTERN

A tall cylindrical structure rises up from the ground. Arched stone causeways carry water to and from the structure. Metal steps wrap around the outside of the building leading to a catwalk at the top.

(If the PCs investigate the top continue)

A cool breeze wafts up from the depths of the water cistern. The echoes of the sounds your group make are magnified fivefold.

This is the main cistern from the aqueducts of Gaxmoor.

SITE 34 A: HOBGOBLIN GUARD POST

Where once the clean parade grounds of the troopers existed now is a filthy sty. The smell of blood and unwashed bodies fills the air. The doorway to the barracks is wide open.

The barracks are actually occupied by thirty-two hobgoblins of Durn's band (Site 29). If the party encounters them during the day, they are resting and off their guard, unless the party has done something nearby to alert them. If the encounter is in the evening, the hobgoblins are armed and ready for action.

If any trouble occurs, they report it to Durn, who likely gives them orders on how to respond.

SITE 34 B: STABLES

You hear the sound of metal striking metal coming out of the stable building before you. The smell of a coal fire is in the air.



If anyone thinks to check, there are plenty of spaces between the boards to see what is happening within. Three humans, a captive blacksmith and two teenage males (all commoners with average stats) are attempting to repair piles of arrows (145), javelins (20), and long swords (12), while shackled by their ankles. Two bored hobgoblins are playing mumblety-peg off to the side, neglecting their prisoners.

COMMONER, HUMAN (*N Medium Human*): HD1d8 (HP 4), AC 10, Mv 30ft. Str 10 Dex 10 Con 10 Int 10 Wis 10 Cha 10. Perception 10. Attack +2 (by weapon) SA None. The Blacksmith has proficiency with Smith's tools.

CK'S NOTE: If the party rescues the smith and then needs a new player character, the smith may be chosen and becomes a fighter with the following stats: Strength 15, Dexterity 14 Constitution 13 Intelligence 10 Wisdom 8 Charisma 12. The player may detail the character with backgrounds, skills, etc., as they see fit.

HOBGOBLIN (*LE Medium Humanoid*) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft.

SITE 35: FIRE RAVAGED RUIN

This structure has been completely burned down. The skeletal stonework of the building looks very unstable, and to try and dig through the rubble would take

hours even with the proper equipment. Whomever or whatever was inside has been thoroughly consumed in the previous blaze.

Nothing of any real interest is in this area. Anyone digging in this ruin must make Dexterity save (DC15) or take 6 (2d6) bludgeoning damage from falling rubble.

SITE 36: THE GRAND THEATRE

This theatre is the second largest public structure in all Gaxmoor, surpassed only by the Grand Coliseum to the northwest. As you admire the skill that went into building this theater, a deep voice echoes from within the building. It sounds like the Imperial tongue. Then the voice changes to a higher timbre.

(If any of the players can understand the Imperial language tell them these words are what they hear).

In the deep voice; " Oh, Tullia Fustenus, how can you look so smug as the rain of fire falls upon our dear land, is revenge so sweet that it can overcome your loyalty to the Empire and even your people! Would you live in a world free from constitutionality?"

Then the higher pitched response; "You, Gnaeus Marcellus, would place the welfare of the country above that of my family who this nation has so brutally betrayed."

At this point, a ball of fire bursts in the air above the center of the theatre.

Before you, in the ruined theatre, is a handsome fellow with flaming red hair and a long glistening neck. He stands over seven feet tall.

This is the new home of Fairclaw, the half-red dragon/half fire giant. He is still rather young, only equivalent to a 13-year-old human in intellect. He thinks of himself as a great playwright. He also takes great pleasure in roasting his critics. Fairclaw is an arrogant being who is concerned solely with his own entertainment. He agreed to come with Harecules on a whim and soon became distracted by the Grand Theater. Fairclaw is like a spoiled adolescent who is used to getting what he wants. If someone dissatisfies him, he turns on them, as soon as it fits him, with spells or his fiery breath. He does not immediately attack anyone approaching him unless they are an obvious threat.

He wants people to appreciate his work at the theatre. Complementing his acting ability and creativity is bound to keep him from attacking. However, he is fickle and one wrong comment will earn the PCs a fireball. After the fireball though, he will forget the attack if the players don't react negatively!

Fairclaw is a dangerous opponent. He is skilled in the use of the broad sword, has a natural breath weapon, and is a wizard as well! Although he is very dangerous if provoked, Fairclaw desires fame and recognition more than combat.

FAIRCLAW (CN Huge Giant) HP 162 (13d12+78) AC 18, Spd 30ft. Str 25 Dex 9 Con 23 Int 10 Wis 14 Cha 13. Perception 16 (+6). Athletics +11. Saves Dex +3, Con +10, Cha +5. Greatsword +13, (6d6+9; 10ft), Rock +11 (4d10+7; 60/240), Fire breath (recharge 5-6, 30ft cone, 13d6; DC 17 Dex half). Blindsight 10ft, Darkvision 60ft, Immune to fire, Multiattack (2 greatsword). Arcane Recovery, Ritual Casting, Arcane Focus, Arcane Tradition (Evocation), Savant, Sculpt Spells, Potent Cantrip. Spellcasting: 0-level (4) – Acid Splash, Chill Touch, Mage Hand, Ray of Frost; 1-level (4 slots) – Charm Person, Color Spray, Hideous Laughter, Magic Missile; 2-level (3 slots) – Acid Arrow, Blindness/Deafness, Ray of Enfeeblement; 3-level (3 slots) – Bestow Curse, Fireball, Lightning Bolt. He has a heavy gold necklace with a ruby pendant (15,000 gp), his +2 broad sword, a ring of counterspell (casts counterspell 1/day), potion of greater healing, a handy haversack, four scrolls: magic mouth, charm monster, cone of cold, hallucinatory terrain), 500 pp, 2 books on drama and acting, 1 collection of plays, and his spell book (containing only the spells he currently has memorized). Challenge 7 (2,900 XP)

SITE 37: TRINKET SHOPS

Here is a collection of small shops, many of which appear to have sold small baubles. Signs depicting foodstuffs, wine, and trinkets lie broken in the dirt or hang crooked on abandoned storefronts. The shops and stalls look as if they were hit by a tornado. A broken child's toy lies with a fork stuck in it. Pottery shards are scattered over tables turned to kindle. Graffiti covers the interior walls, and much of it seems to have been drawn in blood, and worse: much of it is misspelled!

There is nothing of value here.

SITE 38: THE PUBLIC BATH

The sound of water splashing on tile can be detected as your party approaches a large ornate marble structure. Wide stone steps are leading up to a columnar breezeway on all four sides of the building. The columns are decorated with scenes of an aquatic nature. Colorful and exotic fish swim with beautiful mermaids and trident-wielding mermen. Water is trickling down the steps and has formed large stagnant puddles at the base of the building. The steps rise up to a large open area containing four large pools. The floor is covered in colorful mosaics depicting scenes of seafarers and the like. It appears as if two of the pools have been damaged in the recent attack. Water leaks out on the floor, and as before, the water is stagnant and green with algae.

This is the home of twenty-five gebelmensch. They live in the stagnant pools and pounce out to attack anyone that approaches to investigate. They are cowardly by nature and prefer to strike only if they outnumber their victims by three to one.

They are not currently allied with any faction in Gaxmoor. They are looking for someone to attack Ro'dan and the muhroydians in the sewer system so they can move into bigger quarters and create a permanent lair for themselves. The sobekki find gebelmensch to be a delicacy. In the leader's bag is a figurine of wondrous power (ebony fly), which reminds him of his favorite food. Each gebelmensch carries 1-6 gp and 3-18 sp.

GEBELMENSCH, 25 (Neutral small humanoids) HP 10 (HD 2d8+2), AC 14, Spd 20ft, 40ft (swim). Str 10 Dex 17 Con 14 Int 7 Wis 10 Cha 7. Perception 10 (0). Stealth +4, Survival +2. Short sword +5 (1d6+3), Javelin +5 (30/120ft, 1d6+3). SA Amphibious, Jump Charge (melee attack foe from 20ft or greater, advantage on attacks and +1 die of damage).

For more, see Appendix B: New Monsters.

SITE 39: THE RANSACKED INN

What was once a lovely home has been ransacked. Anything that wasn't nailed down is gone, and some parts of the house have been removed for one reason or another. The building still looks sound, and you can see that water still flows to it.

There is nothing of value here, but the building can be used for shelter. It has running water.

SITE 40: JAEIUS'S TRADE SHOP

Broken trinkets and trade goods litter the area as the contents of this once flourishing store found little attraction to the new owners of the city. A large untended sunken garden behind the store is filled with tree limbs, dirty water, and is covered with fungus.



Behind the house is a garden gone wild. This was once the home of Jaelius, and his garden is full of mature mushrooms that, when dried and shredded, make the skysmoke the sobekki so desperately crave (see Area 23). Several pounds can be harvested by the PCs and used for bargaining chips, trade goods, or other uses.

If someone in the group is checking out the litter (Intelligence (investigation) DC 10), they will find a torn down sign. The sign reads "Jaelius's Trade Goods" in Imperial.

SITE 41: COMPLETELY FIRE RAVAGED RUIN

This structure has been completely burned down. The skeletal stonework of the building looks very unstable, and to try and dig through the rubble would take hours even with the proper equipment. Whomever or whatever was inside has been thoroughly consumed in the fire.

Nothing of any real interest is in this area. Anyone digging in this ruin must make Dexterity save (DC 15) or take 2-12 points of damage from falling rubble.

SITE 42: COMPLETELY FIRE RAVAGED RUIN

This structure has been burned down. The building looks very unstable and as with so many buildings in Gaxmoor, digging it out would take hours if not days.

Much as in Area 41 above, there is nothing of any real interest in this area aside from fire wood. Anyone digging in this ruin must make a Dexterity save (DC 15) or take 6 (2d6) points of bludgeoning damage from falling rubble.

SITE 43: THE COPPERSMITHS

A large metallic casting of a hammer hangs above the doorway of this little shop. It is now turning green with verdigris from neglect. The storefront looks like it was vandalized, much like the rest of the buildings in the city. The door hangs on a single hinge and the windows are shattered. Axe marks and broken arrow shafts decorate the exterior of the building.

This is the right flank guard post for the Bone Crusher orc clan (Site 44). Twelve orcs are stationed here. They are replaced every twelve hours, so a quiet entrance may be accomplished if the party uses caution. Otherwise, the orcs shout an alarm bringing their companions (Site 44) over in 2-8 melee rounds.

ORCS, 12 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Scimitar +5 (1d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action. They each have 1-3 gp and 2-12 sp.

SITE 44: THE BLACKSMITH

A rustic building occupies the lot between what was a row of shops in a happier time. The building sports a large chimney composed of fieldstones. The lower halves of the walls are also made of rough stones. Large log timbers make up the rest of the walls and ceiling. A sturdy door, shut tight, bars the front entrance.

If the party circles around to the rear of the building, a large stable door is visible.

This is the home of forty-five orcs of the Bone Crusher clan. If provoked, they fight while 1-4 members rush off to warn Vegg the chief (see Inner City, Site 51).

They have been playing “Slam Da Hammer on the Forge” game. Everyone puts up a gold piece and tries to spook the other’s hand off the anvil, without causing the recipient to bleed or be wounded; you win if you successfully avoid flinching five times, or when you get your hand crushed.

ORCS, 45 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Scimitar +5 (1d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action. They each have 1-3 gp and 2-12 sp.

SITE 45: THE OLD STABLE

What was undoubtedly once a well-kept stable is now a chaotic wreck. Arrows, axes, and spears stick out of the walls as if it were a beast with quills. A pungent stench of strange spices emanates from the building, overpowering the musty scent of livestock.

This has now been made into the orc dining hall and is filled with the litter of horse bones. Inside are five orc cooks stirring a huge black stew pot. If attacked, they attempt to flee, trying to get to one of the main Bone Crusher units for help.

ORCS, 5 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 13, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Scimitar +5 (1d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move as bonus action. They each have 1-3 gp and 2-12 sp.

SITE 46: THE RANCID APARTMENTS

The wind shifts so that you are downwind from the fine apartment buildings ahead. A curiously powerful stench, a mix of rotting meat and unwashed bodies, assaults your senses. The grounds around the building are littered with discarded trash, bones, and withered flowerbeds. You hope the wind quickly changes back and blows the stench away from the party.

Six ogres from the Bone Crusher clan live here. The chief of the Bone Crusher clan, Vegg, does not trust other orcs to have key leadership positions in the clan. He fears that they might try to kill him and take over, much as he did to his own chief, so he has entrusted his secondary leadership to these six ogres. They are his aces in the hole against both the hobgoblins and the Red Axe orcs.

OGRES, 6 (CE Large Giant) HP 59 (HD 7d10+21), AC 11, Spd 40. Str 19 Dex 8 Con 16 Int 5 Wis 7 Cha 7. Perception 8 (-2). Great club +6 (2d8+4). SA darkvision 60ft. Each has 4d12 gp.

SITE 47: THE LESSER APARTMENTS

A squat and plain two-story structure stands before your party. It is notable for its lack of detailed stone

carvings, statuary, or marble. There are some overgrown shrubberies, trampled and abused like most everything else in the city. The common appearance of these quarters did not spare it from the ravages of the humanoids and, like its neighboring buildings, it is in a general state of ruin. However, you note that all of the shutters on the windows are intact and secured.

The apartments have been converted into the barracks for thirty-eight orcs of the Bone Crusher clan. They have no “outstanding leader” types among them due to Vegg’s purging all of the former leadership in the clan when he took over. Consequently, they have low morale and run away if the PCs kill eight or more of them without suffering a casualty themselves.

ORCS, 38 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle axe +5 (1d8+2) or Javelin +5 (1d16; 20ft/60ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail with crude red axes painted on them, battle axes, and three javelins each. Each carries 1d20 sp.

SITE 48: THE UPSCALE APARTMENTS

By the fine stonework and small balconies you can see this structure used to house some of the city’s lesser gentlemen. The smell of ammonia and other pungent odors permeates the air around the building.

This is still another barracks of the Bone Crusher clan, containing forty-four orcs. The orcs in these quarters are leaderless and suffer from low morale. They will break and run if they lose ten orcs without inflicting at least one casualty.

One orc has a finely crafted ivory flute hidden in his bedding (Intelligence (investigation) DC 15). This is actually a magical flute, the Dancing Horn (see Appendix B: New Magic Items).

ORCS, 44 ORCS, 38 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle axe +5 (1d8+2) or Javelin +5 (1d16; 20ft/60ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail with crude red axes painted on them, battle axes, and three javelins each. Each also has 2d6 sp.

SITE 49: NERVOUS GUARDS

A fine building showing signs of recent repair attracts your attention. The crude quality of the maintenance work stands in sharp contrast to the high quality of the original builders. A door fashioned from several pieces of scrap lumber is ill-fitted to the door frame. Many of the shutters are partially or wholly repaired with rough, unpainted wood. All the lower windows are shuttered and appear to be nailed shut. In contrast, the upper windows are open and the breeze plays with the curtains.

This guard post holds seventeen orcs of the Bone Crusher clan.

With a successful Wisdom (perception) check (DC 15) a character sees one of the guards in the upper window. These orcs are very cautious and take guard duty seriously. They have all the doors nailed shut, requiring a Strength (athletics) check (DC 18) to open, and use ropes to enter or leave via windows on the 2nd story. They are concerned that the mysterious creature that wiped out the last guard post will get them (see Site 50). The orcs have twelve flasks of oil to hurl down on attackers.

ORCS, 17 ORCS, 38 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle axe +5 (1d8+2) or Javelin +5 (1d16; 20ft/60ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail with crude red axes painted on them, battle axes, and three javelins each. They have a crate with 12 flasks of oil and a tinderbox. They have 1d4 gp and 1d12 sp each).

SITE 50: THE REMAINS OF AN ORC GUARD POST

The remains of several orcs are splayed out around this building. Both doors seem to have been splintered open and the orcs inside were torn limb from limb. Some very putrid orc flesh remains, but on the whole, the bones are split and huge bites were taken from the victims. Coins lie scattered about on the floor.

There are 5 gp and 159 sp on the floor. The orcs were attacked and eaten by the two trolls in Site 56.

SITE 51: THE GAUDY PAVILION

This building is gaudily splashed with bright red paint. Colorful drapes, tapestries, and rugs hang from every window as if the court jester were suddenly appointed chief decorator! The effect is obscene and offensive to anyone with an ounce of taste. A drawing of a skull with a large section of the top caved in decorates the space above the large double doors. The dwelling was obviously damaged during the attack. However, someone has made a crude attempt to repair the damage. Raw woodwork and rough stone masonry, all splashed with red paint, mark recent repairs.

This is the home of Vegg, the chief of the Bone Crusher clan. Vegg became leader of the clan when the last chief died in the assault. He is busy enjoying his new position, lording over the former retinue of the chief he displaced. Vegg dresses in a garish fashion, somewhat like a pirate. He wears sashes of bright silk on his biceps and around his head. He thinks of himself as incredibly handsome and witty.

The manor is occupied by Vegg, Shar'Muush the cleric, 27 orc veterans, 20 non-combatant female orcs, and four half-orc non-combatant slaves.

VEGG, ORC CHIEFTAIN (CE Medium Humanoid) HP 85 (HD 10d8+40), AC 18, Spd 30. Str 16 Dex 12 Con 16 Int 9 Wis 13 Cha 13. Perception 10. Intimidation +3. Heavy flail +8 (1d8+2 plus 1d6 fire) or Heavy crossbow +6 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move. He carries studded leather armor,

shield, scimitar, heavy crossbow, 8 bolts, dagger, 3gp, and 20sp. He wears a full chain suit +1, carries a +1 flaming heavy flail (does an additional 1d6 fire damage), a small iron shield, and has a pouch with 12 gp and 51 gp hanging on a leather thong around his neck.

SHAR'MUUSH, SHAMAN (CE Medium Humanoid) HP 26 (HD 4d8+8), AC 16, Spd 30. Str 10 Dex 14 (+2) Con 14 (+2) Int 14 (+2) Wis 14 (+2) Cha 10. Perception 12. Darkvision 60ft. Spellcasting (Wis) Save DC = 12, attack +4. Cantrips: Chill Touch, Poison Spray, Light; 1-level (4): Burning Hands, Detect Magic, Faerie Fire, Fog Cloud; 2-level (3): Darkness, Hold Person, Invisibility.

He wears a full chain suit, a small helm, and carries a horn of goodness/evil, a potion of resistance, a pair of matching gold bracelets (100 gp), a wooden holy symbol, and a pouch with 47 sp.

He currently has the following spells: 0- detect magic, resistance, first aid, prestidigitation 1st – cure light wounds, magic missile, sound burst 2nd – hold person, web).

Orcs, Sub-chiefs (4) (CE Medium Humanoid) HP 37 (HD 5d8+15), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 9 Wis 13 Cha 13. Perception 10. Intimidation +3. Battle axe +6 (1d8+2) or Heavy crossbow +5 (1d10; 100ft/400ft). SA Darkvision 60ft; Double move. These orcs each wear chain mail, carry battle axes, a backpack with assorted personal effects of no value, and has a pouch with 25 gp.

ORCS, 27 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle axe +5 (1d8+2) or Javelin +5 (1d16; 20ft/60ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail, carry battle axes, three javelins each, and 1-3 gp and 2-12 sp).

SITE 52: ORC'S SLAVE PENS

This rundown two-story building reeks badly, as the sewer house is behind it. All the windows are boarded up with scavenged pieces of scrap wood. Orc guards are posted at the four corners of the building. The guards are alert, looking around frequently. A plaintive wail can just be heard from within the confines of this dank house. The scream was muffled, but you are almost certain it came from a human female.

This is the slave pen of the Bone Crusher clan. Inside, forty-four humans and eighteen children are chained together in the main room. These prisoners have been subjected to terrible torments, and they all just wish to escape to safety. Bol'Dak the Cruel heads the twenty orc guard detail at the slave pens. She is exceptionally vile, even for an orc, and relishes her duties. She wears a blood red leather skirt and silk blouse over her armor. Her thigh boots have 4" spikes, and she carries a whip as well as a long heavy flail at her side. This woman is truly feared by all she contacts- even her own orc associates. She punishes any disobedience of her commands by torture, and sometimes she rewards good behavior with the same.

BOL'DAK THE CRUEL, ORC OVERSEER (CE Medium Humanoid) HP 93 (HD 11d8-44), AC 16, Spd 30ft. Str 18 Dex 12 Con 18 Int 11 Wis 11 Cha 16. Perception 10(0). Intimidation +5. Heavy flail +7 (1d8+5), dagger +6 (1d6+4, plus 1d8, plus 2d6 poison), 6 throwing axes +4 (1d6+4). SA Multiattack (longsword and dagger); darkvision 60ft; move 30ft (bonus action); battle cry (1/day; allies who can hear gain advantage till orc's next turn, plus orc makes a bonus attack). She wears a mail shirt, carries her +1 heavy flail, and wears a thick black belt around her waist (this is a magically cursed item that changes the sex of whoever puts it on. It only works one time per wearer, and its effects cannot be reversed without a wish spell or divine intervention), and a gold, gem-encrusted buckle (1,750 gp).

ORCS, 20 (CE Medium Humanoid) HP 15 (HD 2d8+6), AC 16, Spd 30. Str 16 Dex 12 Con 16 Int 7 Wis 11 Cha 10. Perception 10. Intimidation +2. Battle axe +5 (1d8+2) or Javelin +5 (1d16; 20ft/60ft). SA Darkvision 60ft; Double move as bonus action. These orcs each wear scale mail, carry battle axes, and have 1d4 gp and 1d12 sp.

SITE 53: SEWER BUILDING

The foul stench of excrement permeates the air as you near this small square building. The ground is soft and makes sucking noises as your party walks toward the entrance. Sewage water has formed reeking puddles in front of the partially open entrance. It is obvious that this building has lacked recent custodial attention.

All the sewer houses and sewer drains lead into the sewer system, and point to point movement is possible, with the very likely wandering monster encounter (see The Underworld).

A hungry pair of otyughs are currently inside the building, enjoying a sumptuous meal. They have been well fed due to all the recent carnage and are healthier than the average specimen. They have nothing of value.

OTYUGHS, (N Large Aberration) HP 114 (HD12d10+48), AC 14, Spd 30ft. Str 16 Dex 11 Con 19 Int 6 Wis 13 Cha 6. Perception 11(+1). Sv: Con +7. Bite +6 (2d8+3 plus poisoned and HP max reduced by 1d10/day; DC 15 Con neg.) and 2 Tentacle +6 (2d8+3 plus grappled and restrained) and Tentacle slam (if grappled 2d6+3 and stunned for 1 turn; DC 14 Con neg.). SA Multiattack (bite plus 2 tentacles plus slam), Telepathic communication 120', Darkvision 120ft.

SITE 54: THE EXPLODED BUILDING

A major battle occurred here, and mighty magics were employed. This building has been blown apart, scattering stones up to 50 feet away. The connecting aqueduct system is also totally destroyed.

There is nothing of value in the ruins.

SITE 55: PYRAMID CIRCUS

An odd and amazing structure greets your gaze. A small pyramid dominates this part of the city. Its slanting stone walls rise sixty feet high, and the base covers approximately a hundred feet on each side!

The old Pyramid Circus is considered too dangerous for any of the humanoid groups. The small pickings that the establishment offers make it worthless.

This establishment was run by the Nubius family and was stocked with many beasts from General Cracius Nubius exotic expeditions. The beasts were trained to obey only commands given in the Uguri tongue, a near extinct language (the magic club "Vastek" can speak Uguri; see above, Outer City, Crypt IX). The creatures were released from their cages and now run loose throughout the structure.

A young woman (age 16), Janius Nubius, is the only survivor of the family. She feeds her wards by leading them forth on daring raids against small bands of humanoids. Her "children" are quite vicious and do not hesitate to attack. If Janius is rendered unconscious or killed, all the animals attack until destroyed. Janius's menagerie includes: Eight bar tangi, four lions, and a pack of thirteen wild dogs. She rides on the back of a huge elephant from where she sends forth her arrows into any humanoid scum that her children flush out of hiding.

Janius is slightly insane after seeing so many of her friends and family killed and has reverted to an almost feral existence (a remove curse is necessary to bring her back to full sanity!). Much gentleness and care are necessary if she is to be made into an ally!

CK'S NOTE: A druid's speak with animals spell results in the beasts ignoring the druid.

JANIUS NUBIUS HD 2d10+6 (HP 16), AC 15, Mv 35ft. Str 14 (+2) Dex 14 (+2) Con 16 (+3) Int 10 Wis 13 (+1) Cha 10. Perception 13 (+3). Athletics +4, Stealth +4, Survival +3. SV Str +4, Dex +3. Long Sword +6 (1d8+5) or shortbow +4 (1d6+2; 80ft/320ft). Favored Enemy (orcs), Natural Explorer, Fighting Style: Dueling, Wild Mask (Hide when lightly obscured), Darkvision 60ft, Fey Ancestry (Adv. vs. Charm, no magic sleep), trance. Spellcasting (Wis; DC 11; Atk +3) 1-level (2 slots): Hunter's Mark, Ensnaring Strike. She wears a suit of +1 leather armor, carries a +1 long sword, a +1 short composite bow, a quiver with 36 arrows. She also wears a string of 32 pearls (32 x 100 gp each). All of these items are artifacts from the family's earlier explorations).

ELEPHANT (Unaligned huge beast) HP 76 (HD 8d12+24), AC 12, Spd 40ft. Str 22 Dex 9 Con 17 Int 3 Wis 11 Cha 6. Perception 10(0). Gore +8 (3d8+6), Stomp +8 (3d10+6). SA trampling charge (Move 20ft; target DC 12 Strength or prone and elephant gets free stomp as bonus action).

BAR TANGI, (Unaligned medium beast) HP 27 (HD 6d8), AC 14, Spd 40ft, 20ft (climb). Str 17 Dex 14 Con 16 Int 5 Wis 11 Cha 7. Perception 15 (+0; advantage). Claws +5 (2d6+3 and target grappled and restrained (Escape DC 13)); bite grappled targets at advantage but can't claw another while grappling), Bite +4 (1d8+2). SA Enhanced senses (Perception advantage).

LIONS, 4 (unaligned large beast) HP 26 (HD 4d10+4), AC 12, Spd 50ft. Str 17 Dex 15 Con 13 Int 3 Wis 12 Cha 8. Perception 18(+3/advantage). Bite +5 (1d8+3), Claw

+5 (1d6+3). SA keen smell, pack tactics (advantage if ally is within 5ft), pounce (20ft move and hit with claw, target DC 13 strength or prone and lion gets free bite as bonus action), running leap (10ft start, jump 25 ft long).

WILD DOGS, (unaligned M beasts): HD 2d8+2, HP 11, AC 13. Str 12, Dex 15, Con 12, Int 3, Wis 12, Cha 6. Perception is 13 (+3). Survival +2, Stealth +2. Bite +4 (2d4+2 plus Trip. DC 11 Str. neg.); SA Advantage avoid surprise, hearing and smell.

SITE 56: THE QUIET HOME

Before you stands a building little damaged by the ravages of war. The building doesn't have the usual signs of vandalism and rough treatment that mar the rest of Gaxmoor. Even the grounds surrounding this peaceful house are in good condition. You notice the grass is almost completely undisturbed in front of the manor house.

This is the nest of two runaway trolls. They arrived during the city's assault and live in the basement of the house. They leave by the basement exit when hunting their prey.

Inside the brush and wood are nestled many objects from their previous meals, the most precious of which is a +3 bronze breastplate.

HILL TROLLS, 2 (CE Large Giant) HP 84 (HD 8d10+40), AC 15, Spd 30ft. Str 18 Dex 13 Con 20 Int 7 Wis 9 Cha 7. Perception 11(+1). 2 claws +7 (2d6+4) and bite +7 (1d6+4). SA darkvision 60ft, enhanced smell (advantage on smell-based checks), regenerate (10/rnd; acid attacks neg.).

SITE 57 A & B: DESTROYED GUARD POST AND STABLES 58: COMPLETELY FIRE RAVAGED RUIN

This one-time guard post, with its connecting stables and other buildings in the area, has been blown apart and severely burned. Whatever caused this is not something you wish to see for yourself.

Fairclaw the Half-Dragon entered the city by the Southwest gate on his way to the Grand Theater and destroyed both buildings. There is nothing of value here.

SITE 59: THE HAUNTED VILLA

The villa before you seems to have been left alone after the initial attack. Unlike so many other areas, the grounds around the villa are free of bones and other rubbish. As you enter the ornate mansion, a ghostly voice booms, "Who dares to intrude on the High Priest of Urnus Gregaria?"

Anyone who enters this haunted villa needs to make Wisdom save (DC 15) or flee when the shade that occupies the manor materializes.

If a cleric, or paladin, in the party worships Urnus, the apparition attempts to converse with them. The ghost explains why he

is haunting this place and how he unmade the spell which held Gaxmoor in the pocket universe. He then relates that he was seduced by a lovely demonic temptress into revealing the nature of the Staff of Urnus Gregaria (see below, Finding the Staff of Urnus Gregaria). The knowledge he so eagerly divulged caused the removal of the city from the pocket dimension and allowed the dark forces to destroy the lovely Gaxmoor.

If the party speaks with the apparition, he reveals he cannot be exorcized, and his soul is now in the keeping of the demoness Tracassa. The vile demon holds his soul in a jewel around her neck. She is somewhere below Gaxmoor seeking to obtain the Holy Staff for her own foul purposes. The apparition tells the party that for him to be freed, the gem must be removed from the demon and brought back to this villa and then together with the Staff, he must perform the final religious ceremony undoing the error he so foolishly made. If they aid him, the party may have the Staff of Urnus Gregaria, as well as other blessings as their reward.

The "ghost" is actually Tracassa, an evil demoness. She was cursed by the high priest of Urnus when he discovered his folly. Tracassa attempts to recruit the party to help her retrieve the Staff of Urnus Gregaria. She sent her demon follower (Negabuhazur) in search of the staff, but he has not returned. She used change self to appear to be the ghost, and her invisible alignment ability makes her true nature impossible to discern with magic.

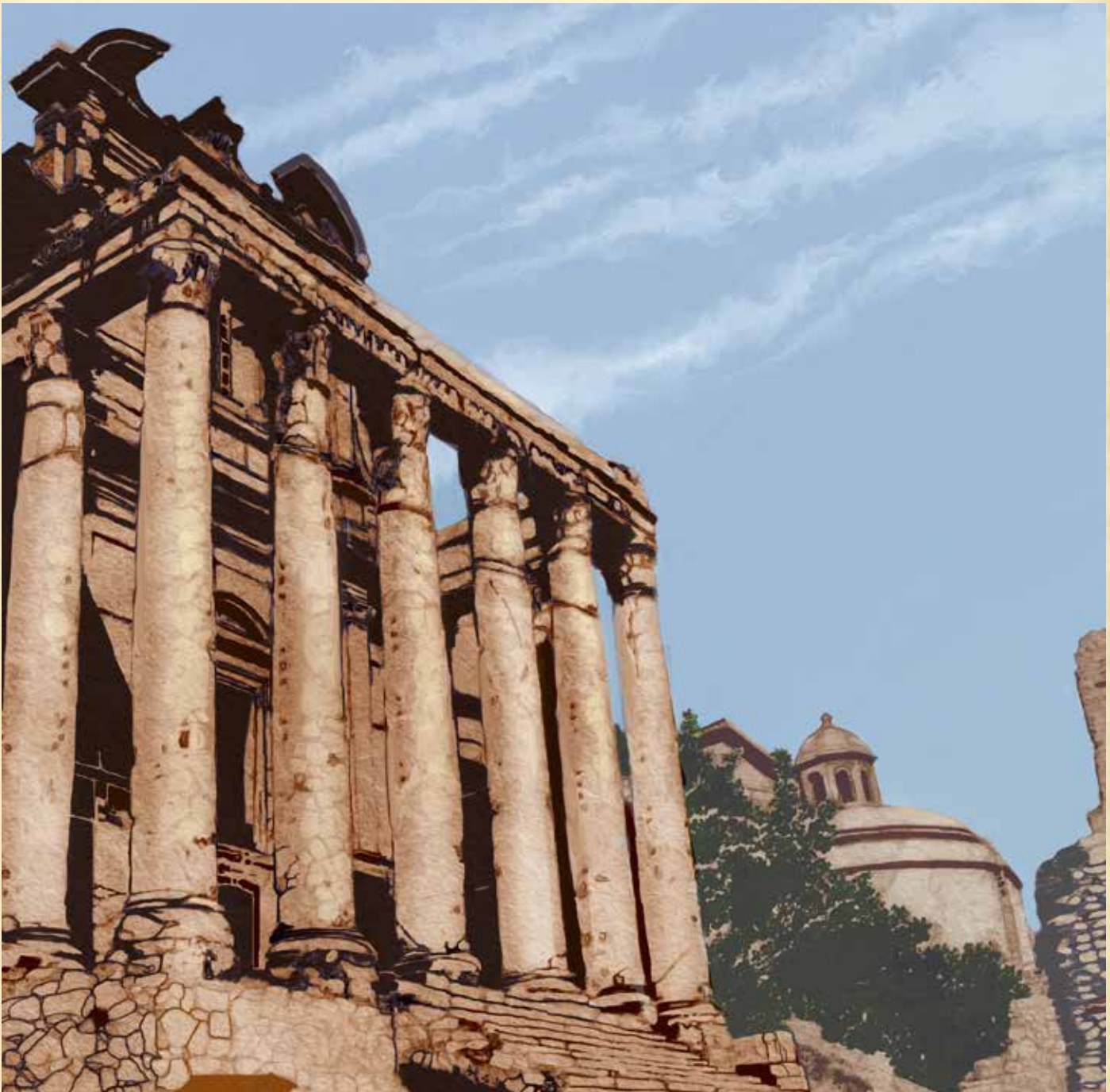
No matter what powers she invokes, she is trapped in this place due to a curse that draws her back to this villa. Only the Staff can overcome this divinely bestowed curse.

Of course, once Tracassa has the Demon's Soul Gem and the Staff of Urnus, she bursts into her proper form and teleports in a cloud of smoke back to her home plane. Tracassa is the mother of Harecules. She respects his power but has no motherly feelings toward him at all. She plans on stealing the Staff for herself before her wretch of a Cambion son can get his hands on it.

TRACASSA (CE Large Fiend) HP 60 (HD 11d10), AC 14, Spd 30 ft Fly 60 ft. Str 13 Dex 15 Con 10 Int 12 Wis 11 Cha 19. Perception 10(+0). Deception +6, Insight +2, Persuasion +6. Claws +3 (1d6+1) slashing, Tail +3 (1d4+1) piercing, Dagger +4 (1d4+2) slashing. SA May take the form of a fair maiden; while in this form, her true nature and alignment cannot be detected. Wings of Insanity (unfurl wings; all creatures who can see it Wisdom Save (DC 14) or be paralyzed; repeat save at the end of target's turn; 3 failures result in feeblemind). Kiss of doom (willing target; DC 14 Charisma save or unconscious). Magic resistance, Innate Spellcasting (Spell Save DC 14, +6 to hit) At Will. Tongues, 3/day each: Hallucinatory Terrain, Teleport 1/day each: Hypnotic Pattern, Suggestion. Multiattack (demon form: two claw and one tail; fair form: two daggers). Her teleportation currently only works within the mansion due to the curse. Treasure: Tracassa keeps the items from the old priest, even though she can't use them: a suit of +1 full plate armor with a permanent protection from evil and good effect, a staff of healing, and 125 gp in a small locked box.



*Pat
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SITE 60: THE STRIPPED HOME

This house is completely stripped. The doors and shutters are stolen, probably for use in a bonfire. The windows are bare of any drapes or curtains, and you catch a bit of movement inside.

This guard station is set up to defend the back approaches of the goblin holds against the Bone Crusher orcs. Inside are eight hobgoblin longbow men, 20 goblins, two wolves, and a bugbear. The bugbear keeps these humanoids vigilant in their guard duty.

The post is difficult to sneak up on due to the presence of the wolves. They smell most anyone approaching the building and will begin barking.

BUGBEAR (CE Medium Humanoid) HP 27 (HD 5d8+5), AC 16, Spd 30ft. Str 15 Dex 14 Con 13 Int 8 Wis 11 Cha 9. Perception 10. Morning star +4 (2d8+2) or Javelin +4 (2d6+2; 1d6+2 - 30ft/120ft). SA darkvision 60ft, brute, surprise attack (+2d6). He has a pouch with 24 gp and a 10 gp gem.

HOBGOBLINS, 8 (LE Medium Humanoid) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 1d4 gp and 1d6 sp.

GOBLINS, 20 (NE S humanoids): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 8 Cha 8. Per-

ception 9. Stealth +6. Scimitar +4 (1d6+2) or shortbow +4 (1d6+2). SA: disengage or hide.

WOLVES, 2 (Unaligned medium beasts): HP 11 (HD 2d8+2), AC 13, Spd 40ft. Str 12 Dex 15 Con 12 Int 3 Wis 12 Cha 6. Perception 13 (+3). Stealth +4. Bite +4 (2d4+2 plus trip; DC 11 Str neg). SA Advantage on hearing/smell perception and on attack active ally w/in 5 feet of foe.)

SITE 61: THE WELL KEPT MANOR

Before you stands yet another oddity of Gaxmoor. Next to all this ruin and abandon is a well maintained stone structure. For some reason, the humanoid scum haven't spread their graffiti or destruction here.

This is the home of a group of cyclopes that Harecules uses as the blacksmiths for his army. These hateful creatures are quite skilled in blacksmithing, but to coerce them into organized activity is another thing. It has taken someone of Harecules' great power to terrorize them into his employ.

The cyclopes have no compunction about killing anything, but they take captives to enslave whenever possible. They have no leader amongst themselves and act independently, refusing to obey orders from any but Harecules.

They will fight the characters to a point, but if the battle turns against them, they flee to the Citadel- to their master (see Site 11).

CYCLOPSES, 12 (CE Huge Giant) HP 105 (HD 10d12+40), AC, 15 Spd 40ft. Str 21 Dex 8 Con 19 Int 5 Wis 9 Cha 6. Perception 12 (+2). Spear +8 (3d8+5, Reach 20ft, 60/240 ft.). Stone Greataxe +8 (2d12+5, Reach 10ft), Rock +8 (3d10+5, 60/240ft) SA Multiattack (2 spear or 2 greataxe), poor depth perception (disadvantage on ranged attacks).

TREASURE: Scattered around the lair are the following items: +1 mail shirt, +1 studded leather armor, a javelin of lightning, +1 long sword, and +1 heavy pick. Each has 2d6 100 gp gems, 2d4 X 10 gp and 1d6 X 10 gp.

SITE 62: FIRE RAVAGED HOME AND BROKEN STATUE

Apparently, the inhabitants of this house boarded up the entrances and tried to put up a fight. From the looks of the pulled up shrubbery and fire ravaged walls, they were all smoked out or burned to death. Only the foundation and some charred timbers remain. Once the statue of some human stood before the home, but it has been broken off and perhaps used as a battering ram on the home. Only the broken legs stick out of the wreckage of this structure.

There is nothing of value there.

SITE 63: HARLAPP'S HIDDEN BOOTY

This two-story villa seems to be shut tight. The windows are shuttered and have boards nailed across them. The front door is similarly boarded up from the outside. It appears that something very dangerous has been locked inside.

If the party checks the back door, they find a metal reinforced sturdy wooden door with a heavy padlock sealing the rear entry-way into the house (lock DC 17, door is AC 15 and has 35 HP).

This is really a hidden stash of slaves and goods. Harlapp, the hobgoblin chieftain (Site 65), came upon a rich merchant and his family trying to sneak a wagon out of the city. He took the time to secure all the merchant's valuables in this villa and was therefore late in the attack on the Singing Siren. Panchmo was very upset at the failure to crush the Singing Siren and punished the Hobgoblins severely.

Everyone in the building is sealed in without a way to leave. Six of Harlapp's hobgoblins guard the loot, resentful that they pulled such miserable duty. The merchant's wife (age 37), three daughters (aged 20, 17 and 13) and a son (aged 15) are prisoners/slaves.

HOBGOBLINS 6 (LE Medium Humanoid) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 2 gp and 6 sp.

TREASURE: Harlapp managed to pilfer four bolts of silk (50 gp each), 60 bottles of fine wine (10 gp each), and two ivory tusks (total 200 gp) from the merchant. The wife has two diamonds (base 1,000 gp), four emeralds (base 500 gp), and a string of 20 pearls (100 gp each) hidden under a loose stone in the kitchen floor (Wisdom (perception) check DC 18 or Intelligence (investigation) DC 16).

SITE 64: THE DARKENED HOME

The grounds surrounding this spacious manor house are littered with broken weapons, discarded tools, and bones. The vegetation is trampled, and many dirt paths are beaten across the grass. The windows are shuttered, and many have bits of cloth jammed in the crevices to totally block out any light. The sides of the building are stained from refuse poured out of the upper windows. Overall, the building has a dirty and discordant aura about it.

This is the den of the "lowly" goblins. The place is packed from cellar to ceiling with the diminutive vermin. This troop is led by two goblin brothers, Snerg and Filch, both of whom bully the 143 regular Goblins. The brothers rule the goblin horde by fear. They are cowardly, as most bullies truly are. They rarely lead the way into any battle unless forced to do so by Panchmo. Snerg and Filch are difficult to tell apart, both having flat faces and beady red eyes. Their skin is a dark orange color and pock-marked from many blemishes and warts.

The front door has a poorly concealed net trap. Anyone coming in this way is whisked up in a net and suspended above the door unless they make a successful Wisdom (perception) check (DC 15) or Intelligence (investigation) (DC 10). The back door is the usual entrance and exit for the inhabitants. A Wisdom (survival) attempt to track automatically sees the heaviest amount of traffic is toward the back door.

SNERG & FILCH (CE *Goblin Rogues 3*) HP 21 (HD 3d8+3), AC 14, Spd 30ft. Str 8 Dex 15 Con 12 Int 10 Wis 13 Cha 10. Perception 13(+3). Acrobatics +6, Sleight of Hand +4, Stealth +6. Sv: Dex +4, Int +2. Short sword +5 (1d6+3). SA Sneak Attack +1d6, Cant, Cunning Action, Fast Hands, Second-Story Work, darkvision 30', Each carries their personal treasure: a total of 35 pp, 50 gp, and a gold and silver tiara (1,500 gp).

GOBLINS, 143 (NE S *humanoids*): HP 7 (HD 2d6), AC 15, Spd 30ft. Str 8 Dex 14 Con 10 Int 10 Wis 8 Cha 8. Perception 9. Stealth +6. Scimitar +4 (1d6+2) or shortbow +4 (1d6+2). SA: disengage or hide.

SITE 65: THE SHUTTERED HOUSE

This once elegant mansion is in slightly better condition than the building to the south. The shutters of this home are all closed and, like many of the other buildings nearby, assorted pieces of cloth have been jammed into the window cracks. The grounds here are in a state of neglect, but it is not completely trampled. A disturbing display is arranged near the front door of the building: eight severed hobgoblin heads are mounted on spears, four on each side of the entrance.

This is the home of 45 Hobgoblins. Their leader, Harlapp, is sick with terror that he may be killed by his master, Harecules, for the failure in the assault on the Singing Siren. By the time Harecules could gather another force, one of the several orc bands had invaded the territory. Harecules, annoyed, had to put off the assault to deal with the orcs, and now the scuttlebutt is that he is looking to replace Harlapp at the earliest opportunity. His fear might make him easier to deal with if the PCs offer him some way to safety.

HARLAPP, DISGRACED HOBGOBLIN CLAN LEADER (LE *Medium Humanoid*) HP 21 (HD 3d8+6), AC 17, Spd 30ft. Str 15 (+3) Dex 13 (+2) Con 14 (+2) Int 10 Wis 10 Cha 9. Perception 10. Longsword +4 (1d10+2) or Longbow +4 (1d8+2; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. He has a longsword +1, longbow +1, a small sack of gems hidden inside his armor containing: 2 carnelians (50 gp), a piece of amber (100 gp), and a black star sapphire (1,500 gp).

45 HOBGOBLINS (LE *Medium Humanoid*) HP 12 (HD 2d8+2), AC 18, Spd 30ft. Str 13 Dex 12 Con 12 Int 10 Wis 10 Cha 9. Perception 10. Longsword +3 (1d10+1) or Longbow +3 (1d8+1; 150ft/600ft). SA Extra damage (1/round +2d6); Darkvision 60ft. They each have 2 gp and 3 sp).

SITE 66: THE GRAIN SILOS

The survival of any city is dependent upon its ability to feed its citizens, and the empire was always known for its huge grain storage bins. These large stone silos reach upward some 60 feet, as well as delving deep into the ground. They are each 30 feet in diameter.

The grain storage facility is now infested with mutant two-headed rats and their masters, the muhroydians.

A. This is the main grain mill for the city of Gaxmoor. It is obviously more modern in design, for a finely crafted grindstone is still turning, powered by the water supplied from the aqueduct.

A secret tunnel buried in the northeast section beneath some grain (Intelligence (investigation) check DC 13) leads to the hidden lair of Ro'dan, the leader of the muhroydians (see Inner City, Site 30).

B. The silo wall here has a large hole knocked in it. The hole starts three feet off the ground and reaches a full twelve feet in height. The hole is easily ten to twelve feet wide as well.

This silo is connected, via a tunnel, to the graven image shop (Outer Walls, Site 4) and to the other silo (C). The tunnel slants upward to the granary floor. There is little grain left in this silo, and it appears as if a lone muhroydian is scooping up what remains into a leather sack made of cured human skin.

If the PCs are not very quiet when entering the area, their presence alerts the muhroydians, and they run silently through a hole in the silo wall to the underground sewers.

If the PCs are quiet and listen, they hear a guttural murmuring and grinding, punctuated by heavy breaths (Wisdom (perception) check DC 15 to hear this). If the PCs carefully investigate the silo by looking through the hole, they see an occasional muhroydian carrying a full sack (made from human skin) into the neighboring silo (C). They travel via the underground tunnel from one silo to the next, pull the grain up and dump it around the edge of the silo.

Of course, if the party's actions allowed the lone muhroydian to escape, he is going to summon help (see C).

C. The Lair of the Obscene One: The Obscene One is a grotesque aberration of a muhroydian cursed by the dark powers of gluttony and avarice to endlessly gorge itself in an attempt to satisfy its bottomless hunger. These dark, unfathomable beings have granted this creature power commensurate to its loathsomeness. It is immense past the point of absurdity, weighing hundreds of pounds. The brown gorger muhroydians have adopted the Obscene One as a holy icon. The Obscene One completely consumed the grain contained in the neighboring silo and is working on this one. If the party has made noise or allowed the lone muhroydian to escape, the Obscene One is invisible (spell casting ability) sitting in the center of the bare floor. The muhroydians have dumped grain around the edge of the silo, making sure not to stray too close - the Obscene One has been known to feed on its own kind on occasion.

The Obscene One is content to lure the PCs closer before unleashing an attack. He casts protection from good and then waits until the majority of the PCs are within twenty feet before he unleashes a wave of corruption. He next attempts to roll on nearby PCs to crush them.

THE OBSCENE ONE, ALTERED MUHROYDIAN (NE large humanoid) HP 57 (HD 6d10+24), AC 15, Spd 20ft. Str 18 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +10 (1d4+7), Bite +10 (1d3+7), Slam +10 (1d10+7 and victim grappled and restrained, suffering 1d10+7 bludgeoning every round; escape DC 15; cannot slam while grappling an opponent), Wave of Corruption (recharge 6; 60' radius; 2d6 necrotic and stunned to enemies; DC 15 Strength save negates stun) SA Darkvision 60ft, Multiattack (bite, claws, and slam), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft and advantage on attacks), Naturally stealthy (advantage on stealth), hive empathy (while conscious, all other muhroydians within 30 ft. gain advantage on attacks and saves); natural spellcaster (DC 12; +5): At will – Detect evil and good; detect poison, purify food and drink; 3/day – Hold person, invisibility, protection from evil and good; 1/day – Contagion. Challenge 5 (1,800 XP).

POSSESSIONS: The Obscene One was once a muhroydian, and as such, he had some possessions at one time. Stuck deep down in his belly rolls is a cloak of resistance +3. If the PCs cut the Obscene One open, then they will find, on a successful Intelligence (investigation) check (DC 15), a ring of feather falling from one of his previous meals.

MUHROYDIANS FROM SILO D, 3 (LE small humanoid) HP 8 (HD 1d8+4), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft, and advantage on attacks), Naturally stealthy (advantage on stealth).

The muhroydians in the tunnels nearby raise the alarm and rush to aid their living icon. In 4-16 rounds, ten muhroydians come out of the tunnel on the western end. If the lone muhroydian escaped, he alerts the nearby nest about intruders and returns with 24 muhroydians carrying one of their obese priests of the Devourer (use the same stats as Grome in Outer City, Site 4). Accompanying these muhroydians are 5-60 two-headed rats.

TWO-HEADED GIANT RATS, 5-(Unaligned small beast) HP 7 (HD 2d6), AC 12, Spd 30ft. Str 7 Dex 15 Con 11 Int 2 Wis 10 Cha 4. Perception 10. Bite +4 (1d4+2, plus disease). SA Multiattack (2 bites), Plague (DC 11 Con neg; on fail, gain 1 lvl exhaustion, recover 1/2 hp from HD expend, none from long rest; New save after each long rest to reduce exhaustion by 1; exhaustion 0 to recover).

D. This 30 foot diameter silo is still half filled with cracked corn kernels. Dust is visible in the rays of light shining down from the access hatch in the roof.

There is nothing of value in the silo.

E. This 30 foot diameter silo has its door torn off the hinges. Five dead muhroydians are hanging from the top

of the structure. The bodies are not too bloated and the odor is not overpowering yet, as they seem to be recently slain. You can see inside the silo and it is almost entirely filled with golden grain.

This was the scene of the last fight between the muhroydians and the Black Feather band. Both groups want the grain for themselves and are willing to kill for it. The muhroydians are very put out over their failure to be able to stop these incursions. If the players investigate the wounds on the bodies of the muhroydians, they see evidence of discoloration around the wounds consistent with the use of a very toxic poison (Wisdom (Medicine) check DC 11), which the Black Feather Band uses (see Inner City, Site 27-28).

SITE 67: THE OVERFLOWING WELL

This part of the aqueduct is in need of some repair. A steady stream of water flows out of the cracked roof and water lays pooled around both nearby statues, making the area extremely muddy.

Aside from a place to get fresh water, nothing else is of interest.

SITE 68: THE TRIPLE TIERED VILLA

An odd looking building looms before you. This triple-tiered structure has many spacious balconies attached to the third story. While observing the odd architecture, you detect a glimpse of motion from one of them. There, a large figure tries to hide in the shadows of a doorway. You spy a glint of metal as he extends his arm forward and lets a long spear fly!

This villa is the hangout of a gang of six ogres. Their leader, Arturo, disappeared in a drunken stupor six days previously and hasn't come back (he is a prisoner at Inner City, Site 11). This band was loosely associated with Panchmo in the assault, but now they have splintered off as an independent unit.

Arturo was, in fact, talking with the gnolls about killing Panchmo and becoming the power in Gaxmoor.

The six ogres bought a supply of brew from the Black Feather band and are very belligerent when encountered. The only way they become semi-friendly is if the party brings back Arturo. If Arturo is not with the party, they fight to the death.

One of the ogres is using a sack stuffed with clothing as a pillow in the bedroom of the villa. The sack has a bright red cloak with gold trim inside, that is a magical cape of the mountebank.

OGRES, 6 (CE Large Giant) HP 59 (HD 7d10+21), AC 11, Spd 40. Str 19 Dex 8 Con 16 Int 5 Wis 7 Cha 7. Perception 8 (-2). Great club +6 (2d8+4). SA darkvision 60ft. Each has 4d12 gp

TREASURE: Hidden under a loose stone in the fireplace is a bag filled with 200 gp and a pearl ring worth 500 gp.

SITE 69: THE BOTTOM OF THE WASHOUT

It seems that torrential rains have enlarged an animal's tunnel under the wall. This may be an unguarded entry in and out of the Inner City. Assorted scrapes of refuse have washed into the hole, intermingling with piles of dirt and stones. Bits of armor, scraps of cloth, and a few broken weapons litter the ground.

This is really a trap set up by a hungry purple worm. He has enlarged the hollow from under the walls which serves as a very simple but effective avenue for meals.

The passage stretches some 50 feet from front to back with the light from each entrance visible from the other side. In the very center, though, is a passage leading off to the North and in that side-passage the purple worm lurks, waiting for his prey. Any party member investigating the tunnel may be surprised (Wisdom (perception) check DC 12 to sense the ambush) and attacked by the worm.

PURPLE WORM (*unaligned gargantuan monstrosity*) HP 247 (HD 15d20+90), AC 18, Spd 50ft, 30ft (burrow). Str 28 Dex 7 Con 22 Int 1 Wis 8 Cha 4. Perception 9(-1). Bite +9 (3d8+9 and DC 19 Dex or swallowed, blinded, restrained and 6d6 acid each turn, but cover from exterior attacks; regurgitated if worm takes 30 damage and fails DC 21 Con save; if worm dies, target not restrained, and can exit with 20ft move); tail stinger +9 (3d6+9 and 12d6 poison (DC 19 Con half poison). SA Multiattack (bite and stinger).

If the worm is vanquished, a pile treasure may be found by moving its body out of its lair, then searching through the soft earth around its home. You may wish to give the PCs a hint by explaining that they see a scabbard or some such sticking out of the loose dirt alongside the worm.

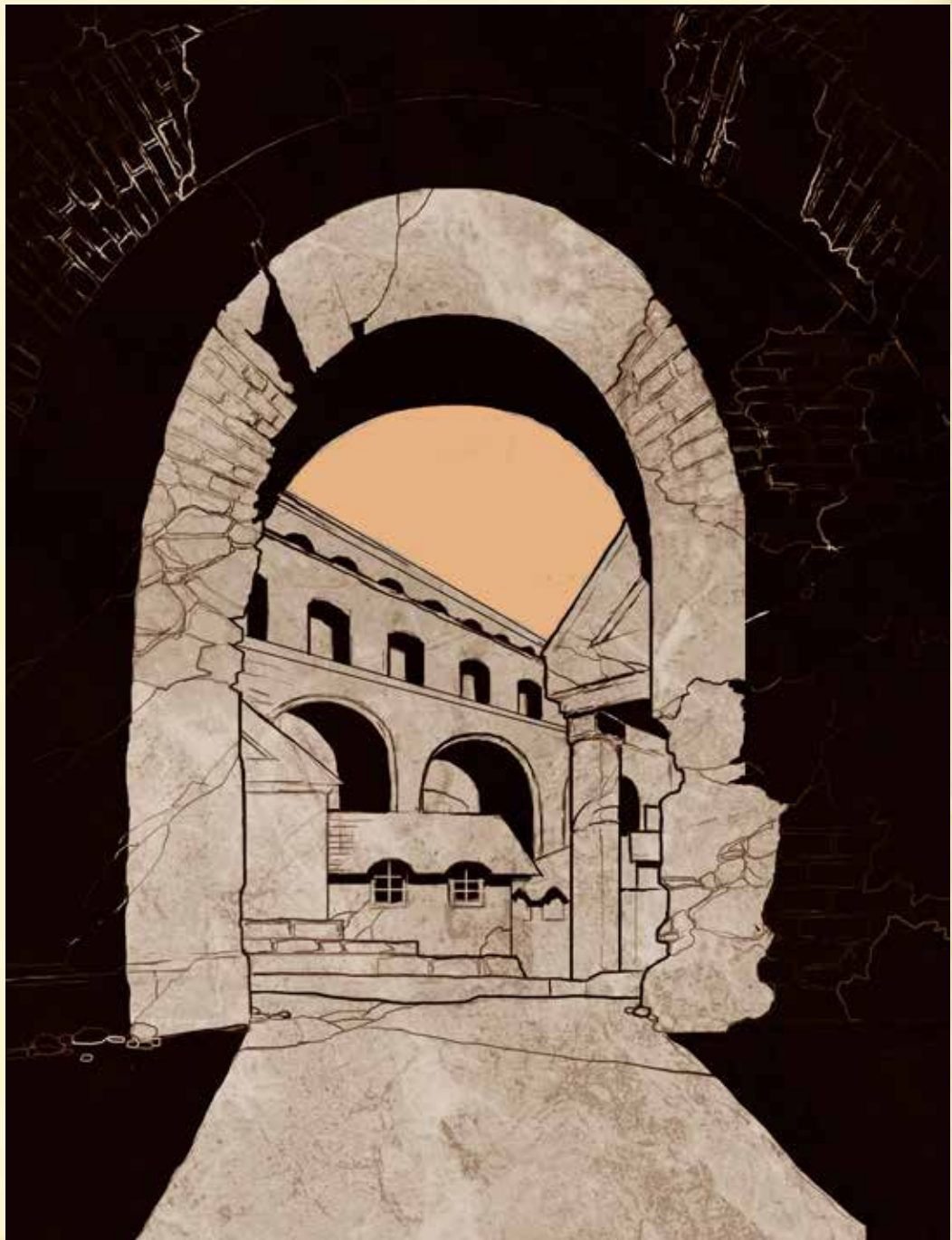
TREASURE: A jeweled masterwork short sword and scabbard equal to 100 gp plus 6 gems (base 100 gp) and pommel

stone (base 1000 gp), a steel scroll case with a scroll of 5 spells (unseen servant, obscuring mist, stinking cloud, mnemonic enhancer, and cloudkill). Also in the mix are 3-300 sp and 8-80 gp.

SITE 70: BROKEN AQUEDUCT

Water flows from several broken pipes, creating a bog within these walls, a perfect juxtaposition between the craft of Imperial engineers and the destruction brought by the invaders.

There is nothing of value here.



WITHIN THE INNER WALLS OF GAXMOOR: THE CITADEL



Castle Keepers Notes for the Citadel: The Cambion, Harecules, is patiently waiting for the infighting hordes of humanoids he brought to Gaxmoor to thin themselves out so he can take power of them all! He had fully expected this culling to happen during the initial attack, but the city was taken too easily, and many of his mercenaries survived. They are now plainly in the way of his goal, the acquisition of the Staff of Urnus Gregaria. The Cambion has made several attempts to locate the powerful artifact but has been continually distracted by the conflicts between drunken bands of humanoids.

Harecules knows of Tracassa's capture (See inner City, Site 59). The fact that his mother is trapped means little to him, actually saving him the trouble of finishing her off once the Staff is found.

LOCATION 1: WESTERN GATE

As you follow the roadway through the noblemen's quarter, up ahead, you spy the great Western Gate where it pierces the high wall of the Citadel. The gate leads to the opulent quarters of the Grand Temple of the Traveling God, Urnus Gregaria. Assorted governmental buildings dot the roadway before it terminates at the footsteps of a large building in the distance, which must be the Royal Governor's Palace. Immediately in front of you is a statue of Urnus himself. Someone has wretchedly vandalized the statue. Its staff has been broken off at the top, and a human skull is placed on the jagged end. Such has become the welcome extended to travelers by Gaxmoor.

The road is largely deserted. There are no wandering monsters in this quarter.

LOCATION 2: TEMPLE OF URNUS GREGARIA

This fine marble structure is decorated with simple geometrical carvings and a few statues of common travelers and wandering minstrels. The building has obviously been ransacked and mistreated. A large pile of human bones is heaped at the base of the stone steps leading up to the main entrance. Blood and graffiti mar the sturdy pillars that support the roof. Crudely drawn stick figures depict vile acts and gruesome slaughter. There is no telling how badly the interior, of what must have been a Temple, has been defiled.

The first thing one usually sees upon entering a structure of the god of travelers is the wash basins and benches for the weary to clean themselves and rest upon. But here, things are in shambles. The lead pipes leading to the basins have been broken, and the water now flows along the floor until it spills out the sides of the temple. The basins are filled with decomposing parts of the unfortunate creatures that were foolish enough to get in the way of the gnolls and other humanoids. The stone table at the back, where all were welcome to give and take sustenance from the simple bounties of nature, is covered in muck and dried blood. The only solid wall is towards the back, where the beautiful fresco of winding trails leading into the distance is now

covered in assorted dirt and filth. Only a vague impression of what was painted on the wall may be made out under the grime.

CK'S NOTE: A stairwell may be accessed through a secret door in the fresco/back wall of the Temple (Intelligence (investigation) check DC 15 for anyone looking for secret doors).

LOCATION 3: PRISON

The odor of stale, stagnant air lingers around this dingy grey stone building. Narrow barred windows pierce the wall at regular intervals in the rectangular structure. It is obviously a prison. You can infer from the windows the cramped conditions and poor ventilation, which must have been the daily fare of those unfortunate enough to be incarcerated by the Empire. A thick tree trunk is cast off to one side of the door. Evidently, it was used as a battering ram to force open the double iron doors. The doors hang open before the darkness of the building's interior.

A troupe of treacherous ophidians resides in the prison. The older odor of rancid bodies is now intermixed with blood and rotting flesh. The combination of odors is nauseating to even the most hardened adventurer. The effect of these vile, combined odors form a disquieting assault against the senses of the party. If the party makes a Wisdom (perception) check (DC 16), point out that the prison is remarkably free of rats.

There are six normal ophidians led by Ssshruetha, a highly intelligent albino who has taught herself the skills of the illusionist. The pack does not instantly attack intruders but instead waits for them to enter the torture chamber in the basement. They are waiting in ambush in the rafters, hiding in deep shadow. Only PCs specifically stating they check the ceiling have a chance of seeing them (Intelligence (investigation) DC 12).

Once the whole party enters, the ophidians make their move. Ssshruetha casts a hold person on the PC she deems is the biggest threat, then the entire band leaps down to attack. The warrior ophidians will engage in melee while the albino casts a mirror image, then joins in the attack. She is not above casting invisibility on herself and fleeing if the combat goes against the snake creatures.

SSSHRUEETHA, ALBINO (CE medium humanoid) HP 33 (HD 6d8+6), AC 15, Spd 30ft, 30ft (swim). Str 15 Dex 10 Con 13 Int 12 Wis 12 Cha 10. Perception 13 (+3). Arcana +5, Deception +4, Stealth +4, Survival +5. Glaive +6 (1d6+4), Bite +4 (1d6+2, plus d6 poison and DC 12 Con or poisoned for 1 hour; new save each round to end the effect). SA Multiattack (2 attacks); Heat sense (blindsight 30ft), dark-vision 60ft, seductive (advantage on Deception). Spellcasting (DC 12; +4 attack): Cantrips – dancing lights, mage hand, minor illusion, ray of frost; 1-level (4 slots) – color spray, disguise self, mage armor, silent image; 2-level (3 slots) – alter self, invisibility, mirror image 3-level (3 slots) – major image, phantom steed; 4-level (1 slot) – greater invisibility; Displacement (bonus action, opponents have disadvantage on attacks; ends if

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ONE OR TWO MAN CELLS

ONE OR TWO MAN CELLS

UP

UP

EXCERCISE YARD

**ALL CELLS FOR
2-6 MEN**

**GROUND
FLOOR**

OPEN TO EXCERCISE YARD

DN

DN

TO ROOF

TO ROOF

COLUMNED PORCH

**SECOND
FLOOR**

illusionist takes damage or can't move; recharges after casting illusion spell of 2nd level or higher). She wears an outfit of many scales (see Appendix D New Magic Items), carries a +2 glaive, and wears a holy symbol made from humanoid bones.

OPHIDIANS, 6 (CE medium humanoid) HP 22 (HD 4d8+4), AC 15, Spd 30ft, 30ft (swim). Str 15 Dex 10 Con 13 Int 7 Wis 12 Cha 10. Perception 13 (+3). Deception +4, Stealth +4, Survival +5. Scimitar +4 (1d6+2), Bite +4 (1d6+2, plus d6 poison and DC 12 Con or poisoned for 1 hour; new save each round to end effect). SA Multiattack (2 attacks); Heat sense (blindsight 30ft), darkvision 60ft, seductive (advantage on Deception).

TREASURE: The ophidians hide their treasure in an iron maiden, in the torture chamber: 3 pieces of jewelry (platinum torque 2000 gp, jade broach 750 gp, and amethyst ring 500 gp), 28 sapphires (100 gp each), 1,425gp, and 3,874sp.

There is a difficult to see drawer under a torture rack (Intelligence (investigation) check DC 17). Inside is Ssshruetha's spell book, containing the spells she has prepared, plus 2 additional spells each of levels 1-4, focused on illusion.

LOCATION 4: STATUE OF GENERAL KHORMANKA ASIDLIA

Most of the statues that you have seen thus far in your exploration of the city have been of perfectly formed humans. This work is of equal craftsmanship, but the man shown has three times the girth of the typical statue. This is the Empire's famous Eastern General, Khormanka Asidlia. The General has his baton raised high in the air as if demanding attention from all around.

If a character pulls down on the arm of the statue with 40 lbs. of force, it activates the mechanism that causes the statue to pivot to the side exposing a secret passage to the tunnels below (see the Labyrinth below) (Wisdom (perception) DC 12 to notice something strange with the statue).

LOCATION 5: GOVERNMENTAL WAY

Before you is the main entrance to the inner city of Gaxmoor; the Citadel. On either side of you are huge bronze statues of Imperial guardsmen. A similar placard is below each of the statues, with formal lettering in the Imperial language.

Translated, the placard on the left says, "Welcome to Governmental Way. Lawbreakers to the left." The one on the right proclaims, "Welcome to Governmental Way. Foreign coinage and trade goods must be taken to the right for bonding."

There is nothing of value here.

LOCATION 6: OFFICE OF WEIGHTS AND COINAGE

This is a structure that faced a major assault. Broken picks and shovels litter the ground as well as weapons and pieces of armor; evidence that this area was defended by the Imperial troops. The Entryway above

the grand stairwell has a statue of an official holding a scale upon which he weighs coin on one side and wheat on the other.

The building has been thoroughly looted and burned out. There is nothing of value left here.

LOCATION 7: GOVERNOR'S PERSONAL STABLE

You see a very small but ornate structure that looks fine enough to house the gentle family of some minor noble. Instead, from the size of the doors and the earthy smell that emanates from the building, you can deduce that it must, in fact, be a stable.

Inside are four luxurious horse stalls, a tack and harness room, with a myriad amount of equipment of outstanding quality. The craftsmanship of the etched leather tack and harness must not have impressed the invaders: the bloated bodies of four magnificent chargers hang from the ceiling rafters. Examination of the scene reveals that the horses have been hung and slowly asphyxiated by an immensely strong and cruel creature. If the players wish, they can find expert-made tack and saddles to outfit 18 horses.

LOCATION 8: CISTERN

The sound of rushing water and the cool radiance emanating from this cistern is further testimony to the skill of the engineers of Gaxmoor. Water still freely flows through the aqueducts into the cistern and out beyond to the Inner City.

The cistern also has an underground passage filled with water leading to the secret palace chambers, so they have a constant source of fresh water. This passage has no bars or grates. While this leads down to the labyrinth beneath Gaxmoor, the access passages are too small for the gargoyles (see Under Gaxmoor, the Labyrinth) and are rarely used by the muhroydians due to the danger within the Inner Walls.

LOCATION 9: THE ROYAL GUEST PALACE

Your mouths hang open as you gaze in amazement at the grandeur of this beautiful palace. Colored marble columns, blocks of granite, and many statues decorate the building. The entire edifice has been painstakingly carved by what must have been an army of master stonemasons and sculptors. The whole of the structure projects power, authority, and opulence. A grand stairway leads up to an ornate entryway. Several spacious balconies dot the structure, all as richly decorated as the rest of the building. This is truly a manor for the wealthy born!

Visiting members of the highest ranking families or even members of the Imperial family would stay here when visiting Gaxmoor. No luxury was spared for the privileged. This is now the home of Harecules' personal troops from the Labyrinth.

Ruckothozandrew and Elixamanzonlith, two rogue, demonic



SECOND FLOOR

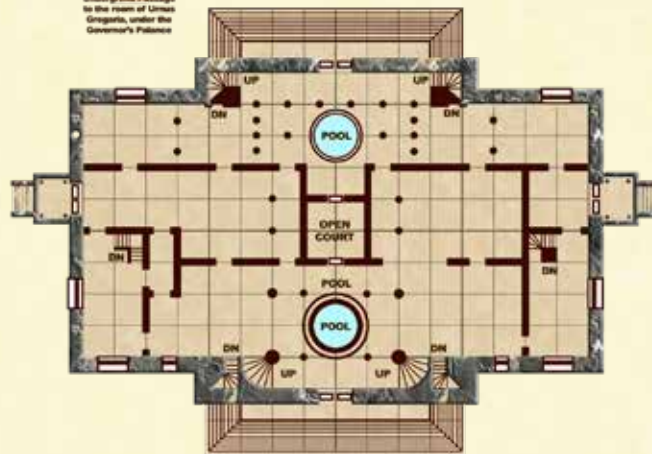


THIRD FLOOR

THE ROYAL GUEST PALACE



BASEMENT



GROUND FLOOR

siblings, command a company of elite warrior gnolls. None of these demons may summon any other of their kind since they have broken from their own kind. Elixamanzonlith and Ruckothozandrew are each 7 foot tall, and appear to be demonic amphibians with red and black scales and huge muscles. Note that neither of them can summon other demons – they have broken with their kind and lost that ability.

RUCKOTHOZANDREW, ROGUE DEMON (CE Medium Fiend) HP 46(HD 7d8+14), AC 17, Spd 50 ft. Str 16 Dex 8 Con 14 Int 5 Wis 15 Cha 6. Perception 12(+2). Claws +5 (1d6+3) slashing, mace of blood +9 (1d10+6), Spew Acid recharge 6, one target 15 ft range, Target must make a Dexterity Save (DC 13) taking (3d6) acid damage on a failure, or half on a success. SA multiattack (mace, claws); Immune to poison, fire, cold, charmed, resistant to acid; natural spellcaster (DC 12; +4 attack). At will: detect magic, telekinesis; 3/day: fear, levitate, locate animals or plants, locate creature, locate object.

Ruckothozandrew's mace of blood is an evil artifact. It is a +3 mace carved from a single immense piece of blood-red ruby. The mace gives its wielder the following special abilities: advantage on initiative checks, detect thoughts 3x/ day, hold monster (only versus demons) 3x/ day. The curse of the mace eventually

takes over the wielder. Non-demons who possess it must make a Wisdom save every day (DC begins at 10, but increases by one every day) – failure means their alignment moves one step closer to chaotic evil, and once its owner is chaotic evil the possessor becomes moved to worship demons and destroy the enemies of demonkind. Once the Mace is used by a non-demon to slay a foe, only a remove curse can allow its possessor to discard it, or even choose any weapon other than the mace of blood in combat. As an artifact, the mace may possess additional abilities at the CK's discretion per the rules in the 5th Edition Game Master's Guide.

ELIXAMANZONLITH, ROGUE DEMON (CE Small Fiend) HP 38(HD 7d6+14), AC 17, Spd 50 ft. Str 16 Dex 8 Con 14 Int 5 Wis 5 Cha 6. Perception 7(-3). Claws +5 (1d6+3) slashing, sword +8 (1d8+2/1d10+2 and on attack roll 20+, extra 10 necrotic and gain 1d10 temp. hit points); Spew Acid recharge 6, one target 15 ft range, Target must make a Dexterity Save (DC 13) taking (3d6) acid damage on a failure, or half on a success. SA multiattack (sword and claws); Immune to poison, fire, cold, charmed; resistant to acid.

ELITE GNOLL WARRIORS, HP 32 (HD 7d8), AC 18, Spd 30ft. Str 16 Dex 14 Con 11 Int 6 Wis 10 Cha 7. Perception

10. Bite +5 (1d4+3), Spear +6 (1d8+3 or thrown 1d6+3 20/60ft), or Longbow +4 (1d8+2 150/600ft). SA berserk (when opponent to 0, half move bite another.); pack leader (all gnolls within 10' who can see and hear him gain advantage on attacks). Each one has 1d10 gp and 1d20 sp).

TREASURE: Hidden in a chest beneath the floor of the main room is their treasure: 4,200 gp, 1,200 pp, 12,000 sp; a necklace worth 7,000 gp (Wisdom (perception) or Intelligence (investigation) check DC 16 to notice hidden trap door).

LOCATION 10: ROYAL GUARD BARRACKS

A splintered door lies in pieces inside this finely-crafted building. Uniforms and weapons are scattered about haphazardly inside what must have been a barracks. No corpses or bloodstains are evident within, and it seems as if this building wasn't defended. The interior is thoroughly ransacked. The beds, chests and tables are broken. Even the ornately carved dark wooden bar has been chopped into kindling. Behind the bar is another broken doorway revealing stairs that lead down into the darkness.

This large ornate building is largely abandoned. It has been thoroughly ransacked by the marauding armies of Harecules, and little of any value remains. The fixtures are still there, marble floors, banisters, and the like, but little else.

A secret passage exists, hidden behind a huge empty wine keg in the basement (Wisdom (perception) or Intelligence (investigation) check DC 15). This leads to an underground tunnel which traverses the city, coming out at the Singing Siren (see Outer City, Site 7 & the Map of the Sewers below).

LOCATION 11: THE GOVERNOR'S PALACE

A more magnificent structure your eyes have never beheld! This majestic palace makes all your experiences outside Gaxmoor seem infinitesimal. The towering marble columns have been intricately carved and soar upward toward the heavens. The different colors and textures of the stone making up the Palace are incredible, and the artwork of the stonemasons is breathtaking. You are filled with a sense of awe at the power the Empire commanded at its zenith.

The Governor's Palace is the home of the Cambion Harecules, the one-time leader of the humanoid horde who had sacked Gaxmoor. Harecules is the product of the union of Saburo Sato, an ogre mage, and the demoness Tracassa. Harecules has an ettin henchman named Snaggle/Smerk who accompanies him everywhere. His father, the ogre magi, and 110 gnolls are also in the Palace.

Saburo, Harecules ogre magi father, is very old and wise. He is a great traveler and is skilled both in wizardry as well as the clerical studies. He takes great pride in the drive and cruelty of his offspring. Now that he has finally pried him away from the distorted influence of his mother Tracassa, Saburo believes he



and his son can loot and pillage their way across the world. It was Saburo who discovered the way to bring Gaxmoor back into the world from its protective universe. He knows of, and lusts after, the power of the Staff of Urnus Gregaria. With the staff in his hands, he will be able to lead his son to ever-new opportunities. Together they would use their power to rule over the lesser folk of the universe!

Saburo has brought in twelve ogres as his personal guard. While they nominally take orders from Harecules, in any combat situation, they will defend and obey only the ogre mage.

The ettin, called Snaggle and Smerk, is Harecules bodyguard. This creature veritably worships his master Harecules. The horrifyingly inventive ways the Cambion discovers to torture the helpless causes the ettin much amusement. So much, that hours afterwards, he can be seen laughing and talking amongst himself (themselves). Many times Harecules allows the ettin to assist in tortures, and there lies the true nature of the beast's loyalty. Snaggle/Smerk used to work with Grond and the orcs of the Red Axe, but the power and sheer brutality of the Cambion, as well as the Cambion's biting commentary of Grond's "intellectualism," convinced the ettin to switch his loyalty. Grond has not forgotten, or forgiven this indiscretion, and looks for a way to get even.

The ettin is the only one who Harecules fully trusts, and he is always at his master's side.

The gnolls are treated very poorly by the powerful personages in the Palace. They fill an almost slave-like role, and they fear to disobey even the slightest command of Harecules. Woe to any who do not attend the Cambion's wishes with the utmost

speed. Harg and Clasc are kept away from these gnolls, as Harecules doesn't want them getting any silly ideas about their place in life.

One of the rooms in the Palace is the Library of Excellantus Pompus Mageris (court teacher and eldest living member of the Mageris family of court wizards). This vast sprawling library has all the necessary components for writing spells. The library includes every spell from the Castles & Crusades player's handbook, spread out over a dozen tomes.

Also, every sort of material needed for spell book replication or creation is in the library in great quantity. Many partially finished books lay about on the tables where the Governor's offspring were working on their studies when news of the attack struck. During the early morning hours of the day, this is where the ogre magi sits and studies his spell books, while his ogre lackeys lay sleeping off their hangovers.

A special feature within the palace, behind a secret door in the Great Hall, is the "magical elevator" room. The little X box next to the courtyard has permanent feather fall, levitate, and floating disc spells cast on it. Individuals going in the secret room can be carried to any level they wish, slowly and gently. The elevator secretly connects levels 4, 3, and sublevel 1, as well as the hidden underground multiple access points within the inner walls (see map).

The Royal Governor, Protector of the Southern Mark, his Lordship Tyberius Mycellus Gelasius and his surviving staff, are hidden in a secret area deep beneath the Palace. Those who are still with the Governor are few but very loyal. He has fourteen people in his group. Most of the Royal Guard died to cover his escape to the secret area (see reference on Map for locale).

The survivors are his wife Chloe, her handmaiden Glorius, the personal healer Pretronius Curiuso (9th level Cleric), the juggler/entertainer Hiddius Flaxulent (4th level rogue), the elderly teacher (98 years of age), Excellantus Pompus Mageris (7th level Wizard; due to his age and the decrepit condition of his memory he has in effect fallen back to the 7th level of ability from his once majestic 19th level), the Governor's son Ernius Gygantos Gelasius (3rd level wizard), his daughter Illysius Marius Gelasius (3rd level wizard), Lt. Barrius Protillus (5th level fighter), Centurion Tempros Ganger (6th level fighter), and four of the Governor's bodyguard (3rd level fighters). All of the Governor's guardsmen have bronze breastplates with an Imperial silver eagle on the chest. They all wear helms with purple brushes and short purple capes.

Once the party has freed or otherwise handled the Governor, he attempts to enlist their aid in finding the Staff of Urnus Gregaria, Lord of Travel, and Protector of Gaxmoor!

Over the secret door is a gigantic tapestry picturing a man with backpack and staff walking up the roadway to the city of Gaxmoor. However, if any PC moves the tapestry, it invokes a charm that disallows anyone to leave the entire area by any magical means, including teleport or astral projection. After the lead characters

activate the effects of the charm, they should have an opportunity to recall some important information. The PCs might have discovered the password to this immensely powerful arcane ward if they read the books in the caretaker's library (see Outer City, Graveyard, Crypt IV). They must make an Intelligence (religion) Check (DC 15) to recall the proverb of the Traveling God. The password is "Revelation is a Journey, not a Destination."

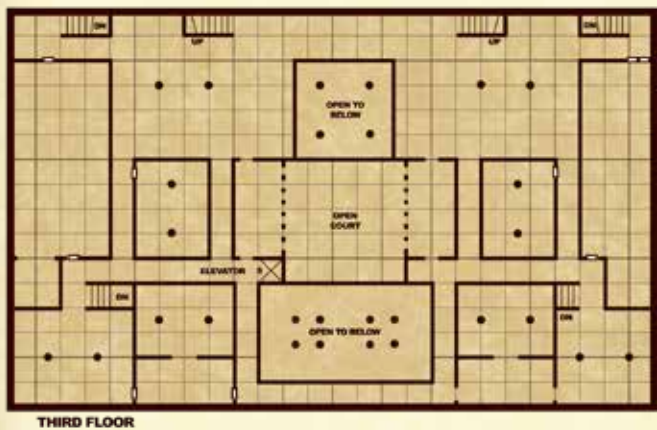
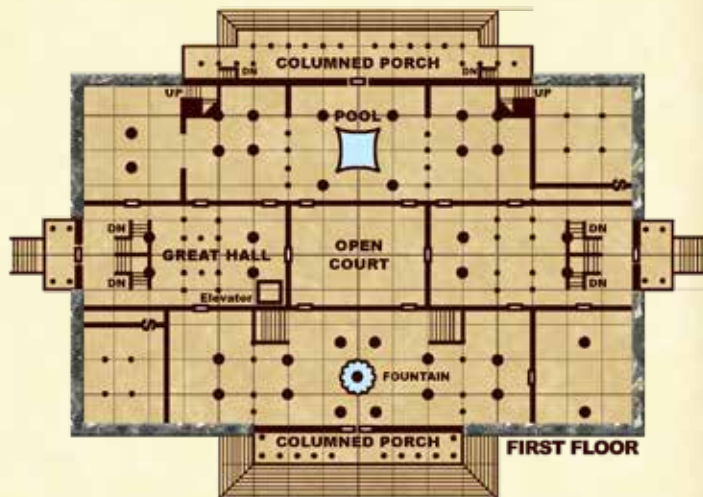
The door is also protected by a glyph of warding with a 14d4 blast glyph. It is set to affect anyone not wearing the holy symbol of the Traveling God who touches the door.

Once the party succeeds in opening the door, they find that the stairs are a magical space all their own (See below, "Finding the Staff of Urnus Gregaria").

HARECULES, HALF-GIANT HALF-DEMON (CE Huge Giant Fiend) HP 105 (HD 10d12+40), AC, 13 Spd 40ft. Str 21 Dex 8 Con 19 Int 16 Wis 12 Cha 6. Perception 12 (+2). Arcana +6, Religion +6. Greatsword +10 (3d8+7). Rock +8 (3d10+5, 60/240ft) SA Multiattack (2 greatsword), Darkvision 60ft, Resistance acid, fire, cold, lightning, immune to bludgeoning, piercing, and slashing from nonmagical weapons; natural spellcasting (DC 14, attack +6): At Will – Thaumaturgy, 1/day: Hellish rebuke, Darkness. Spellcasting (Wizard; DC 14, attack +6): Cantrips – Blade ward, Dancing Lights, Prestidigitation; 1-level (2 slots) – Charm Person, Magic missile, Shield, Sleep. Cleric Spells (DC 12; attack +4): Cantrips – Guidance, Resistance, Sacred Flame; 1-level (2 slots) – Command, Protection from Evil and Good

He possesses a +2 greatsword, which can cause fear (as the spell, 3x/day) and which deals 1d6 damage per round to any nonevil creature that attempts to hold it (no save), a ring of counterspells (3 charges; regains 1d3 at midnight; if last charge is used, ring crumbles to dust on 4 or less on a d20), a ring of animal friendship, a belt of stone giant strength, a portable hole (currently holding 20,000 gp), and a Tome of Pure Unadulterated Evil (See Appendix B: New Magic Items), and his spell book, the Tome of Ish (with the following spells: 0- arcane mark, dancing lights, detect magic, detect poison, ghost sound, light, mage hand, read magic 1st – charm person, magic missile, sleep, shield, unseen servant).

SABURO THE OGRE-MAGI LE LARGE GIANT (HP 80 (HD 10d10+24), AC 15, Spd 40ft. Str 19 Dex 10 Con 16 Int 15 Wis 15 Cha 10. Perception 15(+5). Arcana +5. Slam +6 (3d6+4), Large Scimitar +8 (1d10+4; Extra 14 damage on crit, plus a second natural 20 = target loss of limb), Blast of Rime (20' cone; 8d8 (DC 12 Dex half). SA Spell-like abilities: At Will – Invisibility, darkness, polymorph self; 1/long rest – fly (12 mds; can be split), charm person, gaseous form. He possesses a +2 khopesh of sharpness, a suit of +3 padded armor of resistance (this colorful armor requires attunement, shrinks to fit any wearer, provides the wearer with spell resistance, and resistance to bludgeoning, slashing, and piercing weapons that are not magical), a wand of lightning bolts, a wand of ice storm (treat as lightning bolts, but casts ice storm instead), a bag of



THE GOVERNORS PALACE

NOTES



holding, and spell components as well as spell books containing all arcane spells 1st through 3rd level). In his bag of holding is 3,000 gp and a sapphire gem worth 2,250 gp, and a large amount of spell components.

SNAGGLE & SMERK, ETTIN (CE Large Giant) HP 85 (HD 10d10+30), AC 12, Spd 40ft. Str 21 Dex 8 Con 17 Int 6 Wis 10 Cha 8. Perception 14(+4). Battleaxe +8 (2d8+6), Morningstar +7 (2d8+5). SA Multiattack (axe and morning star), darkvision 60ft, two heads (advantage on perception and saves vs. blinded, charmed, deafened, frightened, stunned, and knocked unconscious); wakeful (one head always awake), resistance to lightning. He wears a huge suit of blue dragon scale mail, carries a +1 battle axe, and an expert-made morningstar).

GNOLLS, (CE M humanoids): HP 22 (HD 5d8), AC 15, Spd 30ft. Str 14 Dex 12 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +4 (1d4+2), Spear +5 (1d8+2 or thrown 1d6+2 20/60ft), or Longbow +3 (1d8+1 150/600ft). SA berserk (when opponent to 0, half move bite another.) Each one has 2d12 gp.

LOCATION 12: THE IMPERIAL MESSENGER'S STABLES

What was once a stable is being used as some sort of government warehouse. Stacks of wooden boxes and tables have dozens of different bottles of ink, quills, and used and unused stacks of paper are everywhere. You

see a government official's seal next to a stick of sealing wax. It is a minor miracle this place hasn't been put to the torch!

The Governor had to be kept up on all the activities within the Empire and employed a small army of bureaucrats. Of course, with the moving of Gaxmoor to a minor pocket dimension, this structure lost much of its original purpose.

Aside from the seal, there is nothing of any real value here.

LOCATION 13: THE SERVANTS GATE

You are looking at the lesser entrance that the commoners used to enter the Citadel. The wall isn't as ornately carved, nor is the archway as large as the other gates to the Citadel. However, the road seems to have received a lot more use than the main gates.

LOCATION 14: BREACH IN THE WALL

First, you hear, and then you see several gnolls tossing coins against the remaining wall as they grumble loudly in their own tongue. Their polearm weapons are lying forgotten against the other wall as they push and fight over the results of the game.

Eight gnoll guards are busy gambling and conversing amongst themselves and might be surprised by careful characters. The coins in front of them total 158 sp and 53 gp.

GNOLLS, 8 (CE M humanoids): HP 22 (HD 5d8), AC 15, Spd 30ft. Str 14 Dex 12 Con 11 Int 6 Wis 10 Cha 7. Perception 10. Bite +4 (1d4+2), Spear +5 (1d8+2 or thrown 1d6+2 20/60ft), or Longbow +3 (1d8+1 150/600ft). SA berserk (when opponent to 0, half move bite another.)

LOCATION 15: THE BOTTOM OF THE WASHOUT

It seems that torrential rains have enlarged an animal's tunnel under the wall. This appears to be an unguarded entry in and out of the Citadel. Some assorted scraps of clothing and bits of armor, as well as some old broken weapons, have been washed down the tunnel.

This is the same as Inner City, Site 69.

LOCATION 16: BLOWN BREECH IN THE WALL

The wall here has been blown inward by some violent explosion. Huge chunks of stone were tossed here and there in the blast. On the outside of the wall, the back blast destroyed the buildings, leaving the two villas a total ruin.

Nothing of value here; it is an entrance to the Citadel.

BENEATH GAXMOOR, THE LABYRINTH



GENERAL INFORMATION: The sewers beneath Gaxmoor are quite extensive. However, the majority of the sewer pipes, tubes, and tunnels are far too small to accommodate a human. Only the main service tunnels and major sewage arteries are large enough for a man to pass through. The muhroydians have dug small offshoots to the sewer lines, as well as widened out some areas to serve as living quarters in what has become a giant nest. The walls of the sewer have been decorated with crude carvings of a grotesquely fat humanoid, a fat red demon, emaciated giant muhroydians, and other disturbing scenes. The muhroydians are most heavily concentrated near the two grain storage facilities, with a smaller nest near Ro'dan's manor (see *Inner City, Site 30*). See point to point *Map of the Sewers*.

RANDOM ENCOUNTERS WITHIN THE SEWERS

The sewers are much busier than the other areas of the city, and random encounters are more frequent. They occur on a roll of 1-2 on a d6 each time the party moves from one point to the next (see map). If any noise is generated within the sewers, in response to an encounter or for other reasons, there is a 5% chance per round of noise that another encounter is drawn to check out the action.

The most dangerous encounters will be the rogue water elementals that roam the sewers. The elementals were used, along with the sobekki, to maintain the extensive network of sewers underneath Gaxmoor. Since the wizards that controlled them are all dead, they are free to take revenge on the denizens of this plane for daring to enslave them.

RANDOM ENCOUNTERS IN THE LABYRINTH

Roll D100

01-08	Muhroydians, 2-12 with 1-8 two headed rats
09-14	Crocodiles, 1-4
15-23	Two-headed rats, 4-48
24-25	Giant pike
26-32	Snake, giant constrictor
33-45	Snake, giant venomous
46-47	Sobekki, 2-8 friendly hunting party
47-51	Sobekki, wild, 1d4; 25% chance of 1-2 medium crocodiles
52-53	Carrion crawlers, 1-2
54-60	Rats, 1-100
61-65	Gebelmensch, 3-12
66-70	Wolf Spider, giant
71-72	Spider, giant, 1-4
73-77	Muhroydian with 4-40 two-headed rats (pack)
78-84	Water Elemental
85-89	Air Elemental
91-94	Black Pudding
95-98	Fire Beetle, Giant
99	Water Elemental
100	Ophidian, 1-4 (20% magic weapon or misc. magic item, check before battle)

A: NEST NEAR THE NEW GRANARY

A collection of three rough-hewn cul-de-sacs make up this nest area.

Room 1

This rough-hewn chamber smells of dank earth and rotting meat. The room is strewn with the bones and other inedible remains of the muhroydian's victims. But far worse than this are the hordes of muhroydians bristling with weapons!

There are several piles of straw and strips of cloth that serve as the nesting spots for the 46 muhroydians that live in this chamber. Hidden amongst the clothes and debris are 125 gp, 431 sp, and 2,193 cp.

They fight until 1/3 of their number is slain, then try to escape.

MUHROYDIANS, 46 (LE small humanoid) HP 8 (HD 1d8+4), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft, and advantage on attacks), Naturally stealthy (advantage on stealth).

Room 2

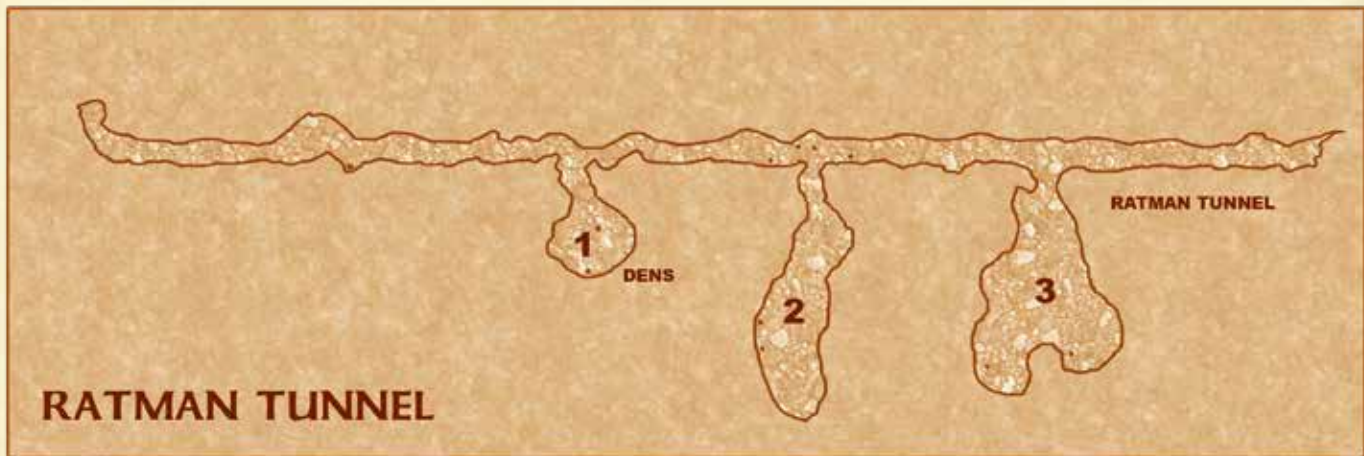
This small oval chamber serves as the roost for the nest's 37 females and 158 young. The females fight as regular muhroydians, but only if attacked or in defense of the young. The young are nearly defenseless (AC 8, hp1) and scream for help if anyone intrudes upon the roost. All living muhroydians in the nest are drawn to their screams within 2-5 rounds. The muhroydians are so infuriated by the attack on the young that they gain advantage to all attacks and saves against the PCs. The room is littered with excrement, humanoid bones, and scraps of cloth.

Room 3: SHRINE TO DEVOURER GOD

The rough-hewn chamber is approximately 30 feet in diameter with only one apparent means of entrance or egress. An idol of The Obscene One sits in the middle of the room. Heaped about the twelve foot tall statue is the treasure of the muhroydians. Burst open bags of grain are stacked haphazardly, interspersed with piles of junk, but there are also hordes of silver, some gems and other treasures. Before the Idol, a fat priest prays fanatically as he leads two score muhroydians in prayer.

This room is both the nest's temple and home to the head priest of the Devourer God.

When the party enters the chamber, it is occupied by 39 muhroydians supplicants, kneeling in worship to the Obscene One Idol. The disgustingly obese priest, Raibee the Repugnant, spends his time writing fantastical works dedicated to the worship of his dread lord.



CK'S NOTE: These works are highly prized by all muhroydians in and around Gaxmoor. If presented to any muhroydian or related creature, they garner a handsome price (up to 1,500 gp).

Anyone touching the statue is overcome with a ravenous hunger unless they succeed in making a Wisdom save (DC 17). This madness forces them to instantly begin eating any and all organic material in sight (except the statue itself). If they do not have a week's worth of rations on hand, they resort to attempting cannibalism. The affected PC must consume a week's ration every hour or be stricken with mind numbing hunger. The afflicted may repeat this save once per hour to end the effect, or it can be lifted with a remove curse or dispel magic against a 7th-level effect.

Concealed within the statue is a clear spindle Ioun Stone- the antithesis of the muhroydians religion.

RAIBEE THE REPUGNANT (LE small humanoid) HP 34 (HD 4d8+16), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft, and advantage on attacks), Naturally stealthy (advantage on stealth), Wild Shape (CR ½), Natural Recovery; Spellcasting (Save DC 12; +4 attack) Cantrips – druidcraft, guidance, resistance, sacred flame; 1-level (4 slots) – Charm person, cure wounds, entangled; 2-level (3 slots) – barkskin*, flame blade, darkvision, moonbeam, spider climb* (*circle spells). He possesses two scrolls (comprehend languages and cure wounds), a pouch with a single application of dust of illusion, and a second pouch with 13 gp, 6 sp, and 9 cp.

MUHROYDIANS (LE small humanoid) HP 8 (HD 1d8+4), AC 15, Spd 20ft. Str 10 Dex 16 Con 18 Int 10 Wis 14 Cha 7. Perception 21(+6; Adv). Stealth +5. Claws +5 (1d4+3), Bite +5 (1d3+3), Short Bow +4 (range 80/320; 1d6+3), Short Sword +5 (1d6+3). SA Darkvision 60ft, Multiattack (bite and claws or short sword), Enhanced hearing and smell (Perception advantage), Hive empathy (when 2 muhroydians within 30ft, blindsight 30ft, and advantage on attacks), Naturally stealthy (advantage on stealth).

TREASURE: There are 6,500 sp, eight pieces of bloodstone (50 gp each), three golden yellow topaz (500 gp), and a star ruby (1,000 gp). One of the bones piled around the statue is actually a divine scroll tube with 4 scrolls: 1st: cure wounds, protection from evil and good, hold person, and fear. The Idol is constructed of packed offal, gnawed bones and sinew. The grotesque sculpture is worked so as to resemble The Obscene One. The Idol is imbued with divine power and is cursed as described above (detect magic and an Intelligence (arcana) check DC 15 together allows one to recognize the curse).



B. The muhroydians nest nearest the old granary is somewhat smaller than the one near the Obscene One. It consists of only 45 males, 23 females, and 53 young. The nest consists of three chambers, much like the other nest. The first chamber serves as the sleeping quarters for the male muhroydians. The second chamber houses the females of the species and the young. The third chamber is smaller than the rest - only 10' x 30'. This serves as the kennels for the domesticated two-headed giant rats. A total of 67 of these creatures are kept in this kennel. They are trained to act as sentinels, much as a guard dog would protect a home. They rush off in a chorus of squeaks to attack when any intruder is in the nest, thereby warning their masters of the danger.

TWO-HEADED GIANT RATS, 67 (*Unaligned small beast*)
HP 7 (HD 2d6), AC 12, Spd 30ft. Str 7 Dex 15 Con 11 Int 2 Wis 10 Cha 4. Perception 10. Bite +4 (1d4+2, plus disease). SA Multiattack (2 bites), Plague (DC 11 Con neg; on fail, gain 1 lvl exhaustion, recover 1/2 hp from HD expend, none from long rest; New save after each long rest to reduce exhaustion by 1; exhaustion 0 to recover).

FINDING THE STAFF OF URNUS GREGARIA

Gaxmoor is built on a solid sheet of bedrock. This rock is so thick that many natural caverns exist under the city. These caverns are closed to the outside world, or were until the city engineers, working to deepen the city wells, not only found water but discovered an entire ecological system of underworld monsters.

It was within these caverns that the engineers, at Urnus' demand, carved out a dome shaped room wherein the god placed a diorama of the city. There, Urnus worked the magic that teleported the City from the world to the pocket dimension. A raised pocket in the miniature Governor's Palace (within the diorama) is where the Staff of Urnus Gregaria was placed in order to command the spell that transported the city (see map, following page).

The Staff now lies upon the diorama, where it was hurled by the sorceries of Narrheit's counter spell.

To get to the final dome-shaped cavern within the diorama of Gaxmoor, the party must walk down the flight of steps found in the Governor's Palace.

They must first overcome a trap which, if they fail, propels the party to another pocket universe. This trap can only be bypassed by not allowing one's feet or shoes to come in contact with the steps; (Intelligence (investigation) or (arcana) DC 16 to discover and bypass). Anyone who steps on the stairs is teleported to a small pocket dimensional jail, wherein they'll find themselves trapped in fog-banked walls, never to find a path home, unless they wear the Sandals of Urnus Gregaria, or have a gem of true seeing.

Trapped in here with any newcomers is the demon Negabuhazur, a Servant of Tracassa (Haunted Villa).

To get close to the diorama, one must walk backwards (or not be touching the ground). Otherwise, every step forward is instead

added to the distance needed to travel. Every foot traveled by anyone touching the ground is but 1/10 the actual distance due to the powers of the noble earth lord. As an added difficulty, Crystrodium, a huge noble earth elemental, and his two earth elemental bodyguards have made a pact to protect the area until the god's return.

While the initial offer seemed to his liking, Crystrodium is now irate with the length of time he has already lived in his "prison." He most certainly attacks anyone, even priests of Urnus Gregaria, that he comes in contact with. He even contemplates assaulting the Traveling Lord himself, so great is his anger.

If the characters enter the room, they can take the Staff or reinsert it in the diorama.

If the Staff is reinserted into the "pocket" within the diorama, a tremendous jarring will be felt as the whole is once more sent out of the plane. The Staff is then fused into the diorama and may only be removed by dispel evil and good, dispel magic (DC 25), and commune while the Staff is held by a cleric of the Traveling God.

NEGABUHAZUR, ULTHAL ULTHAL (CE Medium Fiend) HP 75 (HD 10d8+30), AC 16, Spd 30 ft Fly 80 ft. Str 17 Dex 12 Con 16 Int 10 Wis 12 Cha 8. Perception 11(+1). Stealth +4. Claws +6 (1d6+3) slashing, Scythe +6 (2d6+3) slashing plus (2d6) necrotic, Bite +6 (1d8+3) piercing. SA Immune charm, frightened, and mind-affecting magic and effects. Multiattack. The Ulthal can strike twice with its claws or once with its Scythe, plus making a bite attack. Innate Spellcasting. (DC 12, +4 attack). At Will. Detect Thoughts, Speak With Dead, 3/day: Improved Invisibility, 2/day: Dispel Evil and Good, 1/day: Animate Dead.

CRYSTRODIUM, EARTH ELEMENTAL LORD (Neutral L Elemental) HP 252 (HD 24d10+120), AC 20, Spd 40ft, 40ft (burrow). Str 20 Dex 8 Con 20 Int 5 Wis 10 Cha 5. Perception 10(0). Slam +12 (5d8+5; 10' reach). SA multiattack (2 slam), earth glide (doesn't disturb earth moving through), siege monster (2x dmg to objects), vulnerable thunder, resist bludgeoning, piercing, slashing from nonmagical attacks, immune poison, exhaustion, paralyzed, petrified, poisoned, unconscious, darkvision 60ft, tremorsense 60ft, elemental lordship (all other earth elementals within 60ft gain advantage on attacks so long as elemental lord is conscious and not incapacitated).

EARTH ELEMENTAL, LARGE, 2 (Neutral L Elemental) HP 126 (HD 12d10+60), AC 17, Spd 30ft, 30ft (burrow). Str 20 Dex 8 Con 20 Int 5 Wis 10 Cha 5. Perception 10(0). Slam +8 (2d8+5; 10' reach). SA multiattack (2 slam), earth glide (doesn't disturb earth moving through), siege monster (2x dmg to objects), vulnerable thunder, resist bludgeoning, piercing, slashing from nonmagical attacks, immune poison, exhaustion, paralyzed, petrified, poisoned, unconscious, darkvision 60ft, tremorsense 60ft.

If they take the Staff, they gain the The Staff of Urnus Gregaria. See Appendix B for full stats.

SEWERS OF GAXMOOR



STATUES OF GAXMOOR

STATUES AND POOLS WITHIN THE CITY WALLS (1-53)

To add to the chaos of the invasion, Zagig, an Eldritch Demigod who wields supernatural power, has enchanted several of the statues in the Lost City of Gaxmoor. He has imbued some of them with immense power. They retain this power as long as the statues remain within the confines of the city. Any attempt to remove them will instantly and permanently remove all of their magical power.

These modified statues are marked with an asterisk.

(Zagig the Mad Archmage is the property of E. Gary Gygax. He has donated these ideas for statuary to his sons to add to the enjoyment of this adventure.)

CK'S NOTE: Unless otherwise noted, all statues have AC 20 and 150 HP. Additionally, non-magical slashing and piercing weapons do only half damage against them. All of the statues radiate magic.

1: STATUE OF THE PROUD SOLDIER WITH THE ADORING LAD

A statue of an Imperial soldier in full ceremonial uniform striking a triumphant pose overlooks the west gate of the city. The figure of a small lad carved from the same block of stone gazes up adoringly at the soldier. The whole sculpture radiates a feeling of nationalist pride, which is mostly lost to your group of contemporary onlookers.

2: DESTROYED STATUE

Whatever or whomever this statue once was can only be speculated, for it has been reduced to a pile of stones, none larger than two feet across.

3: COLONEL TIBERIUS

This is a marble statue of an Imperial officer in full military dress. The finely crafted embossed breastplate and jewel encrusted short sword mark the wealth of the subject.

4: WILD DOGS & BEAR.

A pack of onyx dogs has an onyx black bear cornered with his back to a real oak tree. Two of the dogs lie dead at the bear's feet.

If someone touches the bear it becomes real, as well as the dog pack. Anyone in the middle must fight the black bear and the seven wild dogs. All the creatures attack the party first before fighting with each other. Any animals "killed" revert back to statues in their original position. The statue can only animate once every 24 hours, resetting every night at midnight.

BLACK BEAR (Unaligned large beast) HP 42 (HD 5d10+15) AC 12, 40, Spd. 30(swim). Str 20 Dex 10 Con 16 Int 2 Wis 13 Cha 7. Perception 13 (+3). Bite +7 (1d8+5) Claws +7 (2d6+5) . SA Multiattack (Bite and Claw each round), Keen Smell (advantage on smell based Wisdom(Perception) checks) Blood Rage (at 10 HP gains +2 on all attack rolls until -0 HP reached), Hug If claw attack

is successful, target is grappled (DC 15 escape)

WILD DOGS, (unaligned M beasts): HD 2d8+2, HP 11, AC 13. Str 12, Dex 15, Con 12, Int 3, Wis 12, Cha 6. Perception is 13 (+3). Survival +2, Stealth +2. Bite +4 (2d4+2 plus Trip. DC 11 Str. neg.); SA Advantage avoid surprise, hearing and smell.

5: A WITCH

This bronze statue is of a woman being burned at the stake. Below it is a placard proclaiming, "Unlicensed sorcery is punishable by death within the Imperium!" It seems as if the humanoid scum who have taken over the city have taken this idea to heart since the buildings and the trees next to the statue have all been torched recently.

If anyone brings flame within ten feet of the statue, it acts as a conduit, and the flame leaps onto the statue, setting off a huge fireball bursting 60 feet in all directions. The effect is lightning-quick and does 4d6 damage (Dexterity save DC 17 for half), before extinguishing all flame sources within the area. This occurs every time flame is brought near.

6: THE HAPPY SOBEKKI

This stone statue and fountain show a party of four sobekki working under the guidance of an engineer of Gaxmoor. It seems to be a celebration for the efforts of the sobekki in the building of the aqueducts.

7: CITIZEN HOLDING A GARGOYLE PIPE

A representation of a startled citizen of Gaxmoor smoking a pipe stands carved in stone before you. But wait, you notice that the pipe is actually real and not carved out of stone! The pipe is made of bone and is carved in a gargoyle motif.

The pipe is a cursed item, and anyone who smokes tobacco from the pipe will be turned to stone. Releasing the stone subject is easy; however, for all you must do is remove the pipe from the statue and knock out the tobacco.

CK'S NOTE: Rescuing the present victim of the pipe could supply the party with any replacements they may need. The released person can be of any non-fighter type class or classes and have two levels of experience.

8: NAKED WARRIOR WITH GREAT SHIELD

A marble statue with its sword arm raised and a mighty shield held before him. The statue's pedestal has a bronze plaque with "Unbrus Vinci" carved upon it. It appears as if a fight recently occurred here as the bodies of two dead hobgoblins attest.

This is an ancient version of the berserker. Any PC who climbs up on the pedestal and touches the sword must succeed at a

DC 17 Wisdom save or become a berserker. If the shield is also touched, they add +4 to their armor class for 4d6 rounds. Immediately in the berserker state, the PC leaps from the statue's pedestal to confront the nearest foe in sight. If there is no enemy, then the nearest disliked PC; failing that, anyone is game! Attacks when berserk are at advantage, with a damage bonus of +4. Berserk rage lasts for 8 (4D4) rounds. A person is subject to this effect one time only, and once it wears off, they lose all bonuses. An affected creature may repeat the save at the end of each of its turns, ending the effect on itself with a success.

9: THE BENEVOLENT DICTATOR STATUE

This is a statue of the previous Emperor, Claudius Benevidicus, giving the life hand gesture to a gladiatorial contestant.

10: THE PHYSICIAN

Here is a statue of a man tending to a young nobleman. He is holding a staff entwined with two serpents, and he is touching the young man's chest with the staff. On the bronze placard below it says, "Alexander Gigantos, the savior of Gaxmoor. During the red death of MCCCIXX he gave his life so that others may live. He will come back when needed most."

If a good character of clerical nature praises the works of Alexander and is genuinely moved, the statue comes to life. He passes the staff to the cleric, saying, "Continue to heal the sick and wounded for this city needs your tender work." The snake staff of healing has the following powers (per day): four cure light wounds, two remove disease, and one neutralize poison. The staff also gives the holder the ability to raise dead if the victim has been dead for less than one hour per level of the cleric. However, this costs both the cleric and the beneficiary a level of experience. The holder must be of good alignment, and each time the staff is used, it causes 1-3 points of damage to the wielder. The holder of the staff may not use it upon himself; he must use his own curative powers for that. Inscribed on the staff are the words "Physician Heal Thyself" in ancient Imperial.

11: GUARDIAN LION

This noble-maned lion, cast in bronze, stands rampant and snarling, its great fangs exposed. His mouth is so wide that one could place their head within. A goblin skeleton lies before the statue with its skeletal hand severed at the wrist.

If a truly brave and noble PC dares to put a hand in its mouth, he will, when next attacked by enemies and in grave danger (reduced to 25% of his hit points or fewer), find a ferocious lion fighting beside him and protecting him, disappearing at the end of the encounter. If the PC actually dared place his head in the lion's mouth, this guarding role will occur three times!

A callow and shifty PC will be bitten for 2D6 damage (hand) 2D10 damage (head). A cowardly and evil one suffers twice that damage. After the initial encounter, the same person gets

no benefit from any actions performed here. Any ill-meaning characters striking the statue are magically clawed for 2D4 damage per attack they make on the lion. Note: All character judgments are made by the CK based on player actions.

FEROCIOUS LION, SUMMONED CREATURE (*unaligned large beast*) HP 26 (HD 4d10+4), AC 12, Spd 50ft. Str 17 Dex 15 Con 13 Int 3 Wis 12 Cha 8. Perception 18(+3/advantage). Bite +5 (1d8+3), Claw +5 (1d6+3). SA keen smell, pack tactics (advantage if an ally is within 5ft), pounce (20ft move and hit with claw, target DC 13 strength or prone and lion gets free bite as bonus action), running leap (10ft start, jump 25 ft long). It also shares empathy with the individual it has come to protect, and can be directed by them in combat).

12: GARDEN & SUNFLOWERS

This bronze sculpture depicts a beautiful garden, with four tall sunflowers as the central theme.

If anyone comes into the "garden" area, the sunflower heads animate and begin firing heat rays, each covering one side (90 degrees) of the work (Wisdom (perception) check DC 16 to notice them shifting to target intruders approaching the garden area). If a heat ray hits (+5 attack), it inflicts 12 (4D6) damage. Range is only 30 feet, with a tight, targeted beam of one foot diameter, but it ignores mundane armor.

If the party braves this attack and cuts off the mobile flower heads, each has within a special wand of heat, having been part of the stalk supporting the head. These wands have 5 charges and regain 1d4 charges each morning at dawn. If the last charge is used, the stalk crumbles to dust and is destroyed. Using the wand requires a ranged attack roll (spellcasters may use a ranged spell attack; others use a standard ranged attack), ignoring any nonmagical armor the target is wearing. A successful hit deals 4d6 damage. Each time the wand is fired, however, the holder must make a DC 15 Constitution save to avoid taking 1d6 points of fire damage to their hand.

13: A NOBLEWOMAN IN THE PARK

This statue blends in so well with the stone bench she reclines upon that it gives the illusion of life. The woman is obviously a noblewoman, and she somehow looks frightened. There is still room on the bench, as if she were waiting for someone.

If a humanoid touches the statue of the noblewoman, its face animates, and it speaks to whoever touched her in their native tongue, asking, "Will you pledge your life to defend the helpless and frightened?" Only the one who touched the statue can answer. If they answer anything but in the affirmative, the statue goes rigid and will not animate again for another 24 hours. If they answer in the affirmative, a sudden thunderstorm rises and it rains upon the whole city with lightning flashes all about. Out of the storm charges seven storm giants armed with coherent bolts of lightning. The PCs have one round to react before the giants reach them. Have them roll initiative as if this was about to be a

real fight! The giants get an automatic 1 on initiative. Any member of the party who flees the encounter is cursed for being a coward, seeing their maximum hit points reduced by 2 (1d4) permanently. Any party member who makes a stand, prepares for the fight, or actually attacks the giants with a spell or ranged attack gains one hit die, permanently, which is immediately rolled to add to their hit point maximum. No benefits for level advancement are awarded along with the hit die, but in all other ways (including its use during short rests) it functions as a regular hit die.

Any PC who actually charges the giants gains a permanent hit die and improves two ability scores of their choice by +1 each or one ability score by +2. The storm, and the storm giants, disappear after one round. The statue never animates more than once in a 24 hour period, and each individual can only gain benefits from it once. Attempts made to trick the statue (such as bringing allies back and having them try the statue with foreknowledge of what will happen) results in all parties involved receiving a permanent loss of 1d4 hit points as though they retreated.

14: THE SLEEPING MAN

This bronze piece shows a man sitting at the Public Oratorio, but the artist seems to have had a sense of humor as it shows the distinguished gentleman asleep. Politics have always been a good answer for those who suffer from insomnia.

15: POLITICIAN

This bronze statue is of a plump man draped in finery, smiling blandly and with both hands spread open before him in an encompassing gesture. The stone pedestal bears a plaque with "Senator Zephyrian Flatulus" thereon.

Anyone touching the statue causes a cloud of undetectable gas to be released in a ten foot radius of the figure (trap DC 20). All within it are reduced to half normal intelligence and Wisdom for one hour.

CK'S NOTE: Anyone who is asked for money or help when so affected is that much more likely to give what is sought.

16: THE DEATH OF A CHAMPION FOUNTAIN

The statues in the middle of the fountain are of two gladiatorial combatants. One has his head pulled back by his foe even as he looks towards the crowd for mercy. The victor holds his short sword ready to deliver the coup de grace.

17: THE ORNATE POOL

This may be the most impressive piece of artwork you have seen in Gaxmoor. A 40 foot pool surrounds the statues of young women pouring streams of water over one another. The detail put into this piece is altogether remarkable. It is good to see some semblance of beauty still surviving amongst this insanity.

18: THE WRESTLER

This marble statue is of a pair of strong young naked men who are in the process of executing a knuckle lock on each other. Neither man seems to have the advantage as of yet.

19: GIRL FLYING A KITE

Before you is a lovely white marble statue of a young girl flying a kite. She appears exuberant as she leaps in the air, laughter beaming from her face.

Anyone who touches this statue begins a transformation to gaseous form. This takes twelve seconds. The victim may control themselves, depending on the strength of the wind. Roll a six sided die:

- 1-2 No wind; the player may control his movement.
- 3-4 Light wind; the player may affect his movement but he will flow with the wind (movement is halved).
- 5-6 Strong winds; whip the player off to somewhere fun for the CK.

The effect lasts for twelve rounds. Anyone who actually touches the kite part of the statue will, upon return to nongaseous form, find that they have a heavy silver and white marble "kite-shaped" necklace on their neck. This necklace is magical in nature and may not be removed until its 6 charges have been expended, and it regains 1d6 charges every day at dawn. For one charge the character transforms to gaseous form for up to 10 rounds. The statue only gives out one kite necklace per week, and never gives more than one to any given individual. When the last charge is used, the necklace is thereafter a mundane necklace with no magical powers.

20: CHARIOTEER IN CHARIOT

This is a life-sized bronze statue of a chariot with three traces, two horses only, with its huge and muscular driver holding the set of three reins in one hand and a stout whip in the other.

To activate the magical effect, one PC must climb into the chariot beside the driver. At that moment, the next nearest PC within a 30 foot radius to the statue is instantly changed into a horse and hitched to the chariot! At the same time the vehicle and driver animate and are projected from the pedestal to the ground. "Excellent, brave warrior!" booms the charioteer. Why not assail the enemy!" At this point, the charioteer whips the "horses" (each lash, given one per round, inflicts one hp of damage to the PC-horse for a total of four rounds). The charioteer drives the vehicle into the Circus Maximus setting a mad pace, (racing speed 200 feet) as the chariot circles the whole race track. Any foes of the PC "warrior" in the chariot may be attacked as normal. The chariot and horses inflict 3D6 + 6 points of damage on all within its ten foot wide swath, as well as knocking the victim down for three rounds. The charioteer (AC 18, HP 66, whip +9 (1D4 +4) also delivers whip attacks. The PC can attack any foe at a +3 to hit and

+6 damage while so borne. After a complete circle is made, the chariot returns to its original position and de-animates; the horse is transformed back into its original PC form. It only reactivates if a different humanoid takes the place beside the charioteer, and the animation only works once per user.

21: THE CHARIOT FOUNTAIN

The skill the sculptor shows was such that you wonder if this war chariot didn't meet a legendary basilisk. The whip of the driver is flicking towards the horses. The javelin thrower is in the process of pulling out another weapon from the quiver and finally, the archer takes a bead at the party. The whole is reflected in the pool below the statue. As a backdrop behind the chariot, the fountain's water flows down over a miniature waterfall.

22: STATUE OF IMPERIAL TROOPER

Before you stands a representation of why the Great Empire lasted so many thousands of years. This statue is of an Imperial soldier, impressive and ready for battle. The sculptor paid close attention to his equipment; he looks to be capable of great mobility while responding to threats with melee or missile fire.

23: YOUNG MAN AND WOMAN

A fine bit of stonework shows a young man and woman arm in arm, their free hands raised upward and outward. Beaming smiles are on both faces, and food and drink lay about their feet. Inscribed on the placard at the bottom are the words in the Imperial language.

Translated, the placard reads: "Welcome to Gaxmoor. May your stay be sweet, and may your commerce be brisk."

24: BULL

This bronze statue depicts a huge, fearsome bull. The bull has his mighty horns raised high, and his nostrils are widely flared. He must weigh several thousand pounds!

If anyone touches the statue, it gives forth a loud, brazen bellows. If fodder, including herbs, is placed near its mouth, it becomes animate. It then chews the food for 1-4 rounds, ignoring the one who made the "offering." The beast then leaps down from the pedestal inflicting 5D6 thunder damage (Dexterity save DC 15 for half damage) on everything within ten feet of the pedestal, except the one who initially touched it. This metal beast has a max range of 200 feet – if it charges beyond that distance, it instantly returns to the pedestal, no longer animated. Any moving targets within range of the "charge" are attacked. The bull fights until there are no moving opponents within 200 feet. The animated bull does not attack any stationary creature. If the animated bull is defeated, it returns to the pedestal, a statue once more, and will not animate or react again for a week. If a PC within 30 foot radius of the statue taunts or makes a joke about it, the joker is struck by

flying dung that appears out of nowhere and stinks badly until washed off thoroughly with water and soap.

ANIMATED BULL STATUE (AL Sz Type) HP 55 (HD 10d10), AC 20, Spd 40ft. Str 16 Dex 10 Con 10 Int 2 Wis 10 Cha 6. Perception 10(0). Gore +4 (2d4+3), Hooves +7 (1d6+4), Slam +7 (2d6+4). SA Trample (if overruns target, two free hoof attacks). immunity to magic, except rock to mud functions as the slow spell for 2d6 rounds, mud to rock heals it of all damage, and stone to flesh destroys it utterly.

25: THE CAPTIVES

This bronzed statue shows what happened to those who tried to resist the might of the Empire. Three turbaned captives march in shackles while being prodded along by an Imperial soldier's javelin.

26: THE SPOUTING FISH POOL

This lovely fountain is still wholly intact. In the center of the pool is a large upright fish spouting water. The fountain of water cascades outward, much like refreshing rain. You can see small gold fish swimming about in the pool.

27: MINER

Before you is a marble statue of a miner with a pick and lantern. The sculptor seems to have really known his work, as the impression of dirt and toil seems to radiate from the figure. The statue's pedestal has a bronze plaque with "Cloudias Insubstantus MCCCXXI" written on it.

If the lantern is touched, a cloud of hallucinatory and obscuring gas surrounds the statue to a radius of 90 feet (Trap DC 15 to find/disable). All within a 30 foot diameter circle of the statue must make a constitution save (DC 15) or they share in a mass hallucination, as follows:

The statue comes to life, saying, "Clever diggers! Follow me!" He opens a hidden trapdoor beneath where he stood, descends beckons to you to follow.

If they follow:

Soon you find yourselves in a mine tunnel, and in no time, you see a wall from which projects the multi-colored play of many sapphire crystals. He cautions; "As you harvest this treasure, be sure to be thinking positively!"

When one PC or another attempts to take something, the group is whisked back to the statue.

There is a real secret trap door that is operable if the statue is tipped forward. This reveals a ladder leading down one hundred and thirty feet to a 5 foot wide tunnel, leading off to the east some 60 feet and finally ending in a 15 by 15 foot rough-hewn chamber. This room is a moist natural cave with the walls covered in purple quartz crystals of no real value except

to the crystal ooze that lives here. Unlike his gray cousin, he has a 10 intelligence and is telepathic, as well as having a voracious appetite. He is a prized pet of the Arch Mage Zagig. If the crystal ooze is overcome, he is covering a huge rough 5,000 gp sapphire. If the creature is near death, it mentally pleads for its life and offers the gem, which it gladly gives up if the PCs spare its life.

CRYSTAL OOZE (*Unaligned large ooze*) HP 45 (HD 6d10+12), AC 8, Spd 10ft, 10ft (climb). Str 15 Dex 6 Con 14 Int 10 Wis 6 Cha 1. Perception 8(-2). Pseudopod +4 (2d6+2 plus 1d6 acid), engulf (eater a creature's space; DC 12 Dex save or 3d6 acid and engulfed, restrained, can't breathe, and 6d6 acid each turn; Escape DC 12). SA Amorphous (move through small spaces), spider climb, telepathic communication, blindsight 60ft, immune lightning, slashing, blinded, charmed, deafened, exhaustion, frightened, prone, resist acid. Split (lightning or slashing splits into 2 oozes if it has 10 hp; each has half hp of original).

28: COWLED MAN WITH HAND EXTENDED

This is a bronze statue of a rogue. The gentleman seems to be making a hand signal with his left hand while stretching out his other as if to offer assistance.

This device was built by the thieves' guild as an escape mechanism for its members. One of the thieves' hands is making the thieves cant hand symbol that means escape. Anyone touching the extended hand while saying; "ESCAPE" in the Imperial tongue is sent via teleport without error immediately to one of the two other rogue statues (41 or 53, determine randomly).

29: HEROIC FIGURE ON HORSE

You see a bronze statue of a mounted warrior, bearing a plaque with Imperial writing on it. The figure seems about to run off to the battlefield.

Translated, the plaque reads "Equistrus Rampus MCCXXCI" on it, and underneath "Charge the Foemen!"

If the word "charge" is spoken (in the Imperial tongue) while touching this work, the horse and rider animate. The beast and rider leap forward off the pedestal inflicting 15 (5D6) bludgeoning damage (Dexterity save DC 15 for half damage) on those unfortunate enough to be in 5ft of the statue. The metal figures travel as fast as a heavy horse, going ahead for up to 150 feet before turning around and charging back to his pedestal. Any enemies of the creature who spoke the command word that are within range of the "charge" are attacked. The statue animates a maximum of once per day.

ANIMATED HORSE AND RIDER STATUE (*Unaligned medium construct*) HP 33 (HD 6d8+6), AC 18, Spd 25ft. Str 14 Dex 11 Con 13 Int 1 Wis 3 Cha 1. Perception 6(-4). Hooves +4 (2d6+2 and DC 14 Strength save or prone and stunned 1 round), greatsword +4 (2d6+2). SA Multiattack (hooves and sword), immunity to magic except rock to mud functions as the slow spell for 2d6 rounds, mud to rock heals it of all damage, and stone to flesh destroys it utterly.

30: HYDRA FOUNTAIN

A magnificent granite statue on the West Side of the street draws your attention. A huge nine-headed hydra, with each head's mouth open as if it's about to pour liquid into the pool. The whole sculpture is about 20 feet in diameter. The statue itself is about 12 feet in diameter with the large water filled basin taking up the remaining space. The water appears to be about two or three feet deep. As you step closer to the pool, you see several sets of humanoid bones resting in the bottom.

This magical fountain reacts if a humanoid touches one of the heads. The PC must be in the pool and may only effectively activate the magical properties of the statue if they are in front of the Hydra's head. Roll a d12 to determine what issues forth from the head. Any activation of a Hydra's head instantaneous effects all players in the pool and is then transformed into normal water after one round- there is no way to harvest gallons of potions for later use!

MAGICAL PROPERTIES OF THE HYDRA

(CK'S NOTE: each player may activate a head once per day, and each effect can occur only once per day. Consult the following table:

- 1 Water
- 2 Poison (constitution save DC 12 or die instantly)
- 3 Potion of neutralize poison (needs only touch skin to work)
- 4 Fire (4D8 damage in a 3' x 6' blast, Dexterity save DC 16 for half damage)
- 5 Gems, 10D10, 10 gp each
- 6 Water
- 7 Acid (3D8 damage in a 2' x10' foot long blast, DC 16 save for half damage, item saves required)
- 8 Healing (contact heals 4d8+7 hp)
- 9 10d10 gp
- 10 Potion of Flying (needs only touch skin to work)
- 11 Wine
- 12 Paralytic Gas (everyone within 30' must make a constitution DC 16 save all within the pool fall in a coma for 10D10 rounds. They must be pulled out of the pool before this time or drown. A new save is made at the end of each round to end the effect).

31: THE MESSENGER

This iron statue of a man on a horse is some type of messenger. He is riding, hunched forward, with his hair flying back in the wind.

32: THE GHOSTLY CHARACTER

Standing to the east of the theatre, you see a bronze statue of an actor in a ghost costume, playing the part of a spirit, or so it would seem.

Touching the statue causes it to animate. It appears to be just what it looks like; a man in a ghost costume. He stomps about, all the while speaking his lines from some ancient Imperial play. If the party listens politely to its recitation to the end, it takes a bow, then hands them a scroll of the playwright's favorite work (value 1,500 gp), after which it returns to its original position and de-animates. The scroll is quite valuable to Fairclaw or the Governor (Sites 36 & 11). If any member of the party says anything detrimental or nasty about the play, the ghost removes his sheet revealing a real ghost who shrieks his unearthly rage at the heckler before turning back to bronze. The victim must make a Charisma save (DC 18) or take 2d10 points of damage and loses 1d4 points of Charisma. Charisma points return at a rate of one per day.

33: THE KITTEN CHASING A BUTTERFLY

This bronze statue is of a common house cat leaping from the flowers in an attack on a passing butterfly.

Have the players make a DC 15 Wisdom (perception) check. If successful, then proceed.

You notice that the flowers next to the statue seem to have several dead butterflies lying about them.

Whoever touches this statue pops into a pocket dimension, which looks and feels like a gigantic garden with ten foot tall flowers. There they find themselves facing a terrifyingly huge lion. The lion pounces and fights to the death, pursuing the player through the garden if they flee. If the player is killed, another dead butterfly appears next to the statue. If he vanquishes the cat, he is magically transported back to the party with whatever damage he has taken – no time has passed, he appears to vanish and re-appear in less than a second. Survivors gain one permanent point of Dexterity and the experience for the kill. If members of the party plan to abuse this boon, the next individual who touches the statue finds he is fighting two lions, and the next time another faces three, and so on, never “resetting” until someone dies in the pocket dimension. No matter how much time one visits the pocket dimension, they can never gain more than one point of Dexterity.

LION GUARDIAN OF THE POCKET DIMENSION (*unaligned large beast*) HP 26 (HD 4d10+4), AC 12, Spd 50ft. Str 17 Dex 15 Con 13 Int 3 Wis 12 Cha 8. Perception 18(+3/advantage). Bite +5 (1d8+3), Claw +5 (1d6+3). SA keen smell, pack tactics (advantage if an ally is within 5ft), pounce (20ft move and hit with claw, target DC 13 strength or prone and lion gets free bite as bonus action), running leap (10ft start, jump 25 ft long).

34: THE MIGHTY EAGLE STATUE

In this open courtyard you see a statue of a mighty eagle. While it might once have been attractive, its widely spread wings and head are now covered with guano from vengeful pigeons.

35: THE YOUNG BATHER

A marble statue of a young man wearing nothing but a towel stares at the large building to the south.

36: UNNAMED GODDESS OF LOVE

This is a marble statue of a beautiful and shapely woman with but wisps of a lower garment on. The sun beats down, lovingly upon her upturned face as she holds up fresh picked flowers and skips along the path.

If any PC climbs up the pedestal and touches the “goddess,” it briefly animates and slaps them hard across the face with a crack like thunder. The statue strikes at +10, does 6d6 damage on a successful strike, then de-animates. If the offending individual sincerely apologizes out loud to the statue, the statue briefly animates and smiles at them, and the victim gains 1d3 temporary points of Wisdom, lasting 24 hours. The statue only animates once per day, and never twice in front of the same individuals.

37: SATYRS' WISHING POOL

This is a lovely marble basin filled with water, beautifully carved fish spout streams of water into the air, which splash down again in the basin. A few copper coins sit at the bottom of the basin. Around its edges perch a half-dozen satyrs, looking downcast and forlorn, sculpted in bronzed iron. A bronze plaque has words in the Imperial language.

Translated, the plaque reads, “Satyrs' Wishing Pool.”

If the player's throw silver or copper into the water, they hear a brief flutter of pipe music, as if from a long way away. If they throw in gold, they hear a flute melody play, as if from somewhere nearby but just out of sight. If the players throw at least 100 gp worth of any combination of coins, gems and jewelry, all of the wealth in the pool disappears and the satyr's animate, playing pipes and singing the Satyr's Lament, an impossibly beautiful tragic love song in the Imperial language. Individuals who hear it gain 100 XP, 500 if they understand the Imperial language. In addition, a bard hearing this song finds it unforgettable and can perform it as a part of their spellcasting, imposing -2 penalty on saving throws against their spells. The satyr's only animate once per day, and hearing the Satyr's Lament is only worth experience points once.

38: AMAZON WARRIOR

The figure of an athletic female warrior stands before you. The muscles of her arms bulge as she draws back an arrow in her short bow, aiming at some imaginary foe in the direction of the villa behind. Her curvaceous form is covered by two small pieces of chain mail.

39: THE IMPERIAL ARCHER

This bronzed iron statue is of an Imperial archer preparing to shoot an arrow into the distance.

If the statue is touched, he releases an arrow and then pulls another from his quiver, immediately freezing back in place. The archer statue shoots the arrow at the toucher's enemies at +20 to hit (the bow is an oathbow). If no foe exists, then he will shoot one of the

PCs, but will not shoot the individual who touched him. Damage is 1d8 + 1, and in all twenty touches may be activated before it ceases functioning due to lack of arrows. If the statue is destroyed while in the non-activated state, the bow will be useless since it is bronze. Only as the archer is firing is the bow wooden! If the Archer is killed or an attempt is made to pull the bow out of the “live hands” (strength (Athletics) DC 20), then the magic item is the reward. This may only be done while the statue is animated.

40: THE WEASEL

This is a bronze statue of a weasel standing up on its hind legs upon a ten foot square block of stone.

Anyone or anything of 100 lbs. or more, climbing or placed upon the block of stone, will activate the box trap (Intelligence (investigation DC 18 to find; Dexterity (thieves tools) DC 17 to disable). The lid of the block springs open, throwing whatever was on top of the block some 20 feet to the east (doing 2d6 points of damage, Dexterity save DC 10 to roll with the fall for half damage). Once the lid is open, a mummy leaps out in a startling arc, gaining + 6 to the initial initiative roll.

MUMMY (LE Medium undead) HP 58 (HD 9d8+18)), AC 11, Spd 20ft. Str 16 Dex 5 Con 15 Int 6 Wis 10 Cha 12. Perception 10(0). Rotting Fist +5 (2d6+3 plus 3d6 necrotic and DC 12 Con save or mummy rot—can't regain hit points, and hp max decreases 10/24 hours; remove curse or magic to remove); dreadful glare (DC 11 Wisdom or frightened for 1 turn; if fail by 5, paralyzed; success = immunity for 24 hours). SA Multiattack (Dreadful glare and fist); darkvision 60ft, resist bludgeoning, piercing, slashing from nonmagical attacks; immune necrotic, poison, charmed, exhaustion, frightened, paralyzed, poisoned, vulnerable fire.

41: COWLED MAN WITH HAND EXTENDED

This is a bronze statue of a rogue. The gentleman seems to be making a hand signal with his left hand while stretching out his other as if to offer assistance.

This device was built by the thieves' guild as an escape mechanism for its members. One of the thieves' hands is making the thieves cant hand symbol for escape. Anyone touching the extended hand while saying “ESCAPE” in the Imperial tongue is transferred immediately to one of the two other rogue statues (28 or 53, determine randomly).

42: THE TRIPLE TIERED FOUNTAIN

This was a fountain of some elegance. While it was once functional, it is now only a shallow, green, scummy remnant of a pool. The algae are so thick that you cannot make out what is on the bottom of the pool.

There is nothing of value here.

43: NAMELESS BEGGAR

This is a granite statue of a ragged fellow with an extended beggar's bowl, and a crutch propping him up. There are bandages around his head and feet.

The first PC to place a copper coin in the begging bowl is granted good luck for the next hour. The coin vanishes, of course. The PC knows he is lucky, for he can sense it from his “good deed.” He is affected as though by the bless spell for one hour. If another copper is placed in the bowl, the one so doing gets misfortune instead, suffering bane for the next hour. They don't feel a special feeling. If a silver piece is put in, another luck benison is given to the PC so doing, again only for the first such coin, with misfortune coming to subsequent silver coin donors. This sequence applies to gold and platinum coins as well. No PC can ever gain more than four luck benisons, one from each coin type. Once one of each type of coin has been placed into the beggar's bowl, no luck is possible to anyone that day, and only 24 hours thereafter will the function operate again.

44: THE HUSKY INNKEEPER

This marble statue was one of the first sites that travelers had when entering Gaxmoor. It is a large figure of a man wearing an apron holding four leather mugs full of ale. Below is a placard with an inscription in the Imperial language.

Translated, the inscription reads, “Welcome to Gaxmoor. May you find all you desire and enjoy plenty of our brew at the Weary Traveler Inn.”

Anyone who touches the statue disappears from sight. He has been transported to a pocket dimension, simulating the venerable Gaxmoor institution, the Weary Traveler Inn. If he speaks the Imperial tongue, he may buy food and drink and even rest for the evening. If not, he can obtain services by holding up money and going through gestures, but at double the cost; one silver per ale, 3 silver per wine, one gold for a meal, and three gold for a room (the innkeeper charges double if the PC uses non-Imperial coinage). If he tries to leave without having made a purchase, he finds himself walking back in the door, with no way to return to his own dimension. If he has bought anything, then when he leaves through any exit, he finds himself back at the statue, with no time having gone by. Likewise, players that sit and take a meal, or even spend the night, find themselves fully refreshed, but once they exit, they are back at the statue with no time having passed. An individual can only activate the magic of this statue once every twenty-four hours.

45: EXPLORER

This is a marble statue with an arm extended, pointing. The statue's pedestal has a bronze plaque.

Translated, the plaque bears the inscription; “Myopian Ingognitor, MCCCXXIV. Regardless of direction, seek the unknown.”

The statue is a magic trick. If any PC queries it as to the location of some person, place, or thing, the “explorer” turns and points, not at the named thing, but at the nearest dangerous encounter.

46: NOBLE FIGURE

This is a marble statue bearing a bronze plaque. In the robed figure's extended hand is a pair of dice.

Translated, the plaque reads; "Vasilius Rex, MCCMXII. Should it be yea? Or nay?"

Anyone who touches the dice must roll a d10 to see what happens, and then roll any even numbered die to see whether the effects are positive or negative. Each character may only play once.

Effects of Statue S46

- 1 gain/lose feeling of being strong, clever, and invincible (permanent +1/-1 to all Wisdom saves)
- 2 gain/lose one random spell slot if applicable (non-spellcasters roll again)
- 3 gain/lose feeling of being tough and invulnerable (permanent +1/-1 to all constitutions saves)
- 4 gain/lose feeling of shrewdness and improved memory (permanent +1/-1 to all intelligence checks)
- 5 nothing happens
- 6 gain/lose feeling of nimbleness (permanent +1/-1 to all Dexterity saves)
- 7 gain/lose money equal to what is carried by the character
- 8 gain/lose 2d6 X 100 XPs
- 9 gain/lose one magic item-the character must have one to lose one
- 0 gain/lose warm feeling of being admired, lucky, and safety; change your Charisma by one point

47: STATUE OF THE OFFICE OF WEIGHTS AND COINAGE

Before the group is a large statue showing an Imperial officer holding a plate of coins in his left hand, while his other hand holds a sheaf of grain.

48: BOY AND DOG.

This scene depicts an urchin and a mongrel at play. The two seem to be involved in a game of fetch the stone.

If any PC within a 30' radius speaks disparagingly of it, or contacts either figure roughly, he is subject to attack. The two figures animate when a perpetrator within 30' of the statue turns his back; a phantom stone flies, and a phantom bite is delivered. The stone always hits for 1d2 damage, and the bite always hits for 1d4 damage. The one so attacked will hear faint boyish laughter and the happy barking of a dog, but nobody else does, and the statues do not seem to animate.

49: IF PIGS HAD WINGS

This marble statue represents two winged swine standing on their hind legs, holding hands, apparently dancing. Below them stands an angry young woman holding a parasol. Inscribed on the base of the work are words in the Imperial Language.

Translated, the words on the base read, "If pigs had wings."

50: THE TRUMPETER

This bronze statue depicts an Imperial soldier blowing a large trumpet, battle pennants whipping in the breeze above his head.

If an Imperial character touches this statue, a trumpet blast peals forth, alerting all around for several hundred feet that something is amiss. As long as the Imperial character is non-evil aligned, he gets a special magical protection (1-4 melee rounds) after the party gets into their next combat. Eight Imperial soldiers appear as reinforcements to the Imperial who touched the statue. If he is killed, they pop out of existence. They last until killed or the encounter ends. Individuals may only ever benefit once from the magic of the statue.

IMPERIAL SOLDIERS, 8 (NG Medium humanoid Ftr 1) HP 5 (HD 1d8), AC 15, Spd 30. Str 15 Dex 13 Con 10 Int 11 Wis 12 Cha 8. Perception 13(+3). Athletics +5, Survival +3. Sv: Str +4, Con +2. Longsword +4.(1d8+2) or longbow +3 (1d8+1; range 150/600). SA Darkvision 60ft., Keen senses, Defense, Second Wind (1d8+2; 1/rest), Cantrip (choose one; Int; DC 10, +0).

51: THE WATER DRAGON

This stone fountain is of a large dragon sitting on a rock ledge above a pool of water. A steady stream of water gushes from its nose, washing over a barbarian spearman statue.

52: THE DJINNI

Before you stands a white marble statue, nine feet tall, carved from a single massive block of stone. Its lower half is a billowing gaseous cloud, but at the waist, it forms into the shape of a heavily muscled being. The creature wears nothing whatsoever, except for a large turban and a pair of thick armbands.

The statue animates into a djinni when touched by any humanoid. The djinni offers to grant a wish to them if they can answer a riddle. However, the djinni warns them that there shall be consequences if they fail to answer correctly, and he tells them that his friends cannot help him answer the riddle. Once the question is asked, they have but one minute to come up with the correct answer.

If the challenger successfully solves the riddle, they get a wish. If the challenger fails to correctly answer the riddle, the djinni drains 1d4 hp permanently from the PC, reducing maximum hit points accordingly. A different humanoid can try for the wish with the same terms, but the riddle is always different. Once the statue grants a wish, it never animates again.

Riddle 1: "I am born through the ravenous destruction of my host, but shed no light. I cool as I ascend toward the heavens. I have been a tool of mankind, but I am deadly to the same if left in close confines."

The answer is: smoke.

Riddle 2: "There are two of us, one more noticed than the other, though we are equal throughout the span of a year. Who are we?"

The answer is: day and night.

If the first two challengers fail and other PCs attempt the challenge, draw riddles from outside sources.

53: COWLED MAN WITH HAND EXTENDED

This is a bronze statue of a rogue. The gentleman seems to be making a hand signal with his left hand while stretching out his other as if to offer assistance.

This device was built by the thieves' guild as an escape mechanism for its members. One of the thieves' hands is making the thieves cant hand symbol for escape. Anyone touching the extended hand while saying "ESCAPE" in the Imperial tongue is transferred immediately to one of the two other Rogue Statues (28 or 41, determine randomly).

Statues within the Inner Walls of Gaxmoor

54: PALACE GUARDSMAN

This bronzed iron statue is of an Imperial palace guardsman dressed in an ornate breastplate as well as a lion pelt. His fist is striking his chest in salute as if to an important official.

55: MESSENGER ON A PEGASUS

This bronzed iron statue is of an Imperial messenger riding on the back of a pegasus. He is carrying a baton from the Governor to back up the authority of his orders.

56: THE UNKNOWN GOD

This ornate marble piece shows a man of uncommon beauty holding a sword in one hand and grapes in the other. Below him is a miniature panorama of Gaxmoor, and he is watching the actions of its citizens before deciding whether to use one hand or the other. Three humanoid skeletons lay next to the statue.

Touching this statue causes the PC to be immediately pulled to another dimension in front of the Unknown God to be judged for his actions. If the PC is somehow aiding the citizens of Gaxmoor, they are cured of all damage and/or disease as well as getting the equivalent benefit of these spells for 24 hours: protection from evil and good, bless, and shield. If the PC is ambivalent, not really helpful or harmful, they are kicked back to reality for 2d4 damage. If they are abusing Gaxmoor or its citizens, they feel the sword of judgment: 4d8 +20 points of damage, and they are roughly returned to the world as above. An individual can only ever be judged once by the Unknown God; touching the statue further causes nothing to happen.

57: EMPEROR CATHIUS BRUTIS IV SLAYING A GIANT

This work of art appears to be a stylized piece, likely commissioned by the Emperor or his descendants. The perfectly formed and muscular figure of an Emperor in cape and laurels, circles a wounded fire giant. The Emperor seems casually bored as he looks at the fallen giant, perhaps considering where to strike the fatal blow. A bronze plaque with Imperial writing is set into the base of the statue.

Translated, the plaque reads, "Emperor Cathius Brutis IV Slaying a Giant."

Anyone defacing or attacking the statue finds himself transported to the Coliseum sometime in the distant past facing a fire giant. If others touch the statue in response, then they find themselves also in the same place, and for each three thus transported another fire giant is paired off to fight them. Whenever a foe is beaten, the Emperor in the stands tosses down a reward. For the first giant killed, the victors receive a fully charged wand of fireballs, and for each additional giant they receive a 1,000 gp Fire Opal. Whenever any party member is killed, he is magically transported back to the statue. Otherwise, the party returns after defeating their opponents.

Defeated characters are teleported back dead or in the state of negative hit points.

FIRE GIANT (NE Huge Giant) HP 162 (13d12+78) AC 18, Spd 30ft. Str 25 Dex 9 Con 23 Int 10 Wis 14 Cha 13. Perception 16 (+6). Athletics +11. Saves Dex +3, Con +10, Cha +5. Greatsword +11, (6d6+7; 10ft), Rock +11 (4d10+7; 60/240). Immune to fire, Multiattack (2 greatsword).

58: STATUE OF EMPEROR CATHIUS BRUTIS V

You come to a statue sculpted out of rose quartz. The statue depicts a short man, dressed in robes of state, wearing a crown. The bronze placard below has an inscription in ancient Imperial."

Translated, the inscription reads, "All hail Emperor Cathius Brutis V, conqueror of the heathen at Elysia and warder of the Empire MCCCXCVII."

59: THE EMPEROR'S LION CHARIOT

This marble work is highly ornate and very large. It is clearly the Emperor riding in a beautiful chariot with two Imperial guardsmen. What is unusual in this work is the fact that two large lionesses draw this chariot.

60: STATUE OF THE GOVERNOR'S WIFE

You find a statue of a noblewoman. A stater visage would be hard to imagine. The tall woman looks down her hawk-like nose at you, covered head to toe in jewelry. Several ravens perch on the statue, eyeing you suspiciously.

61: ANCIENT MAP

This bronze sculpture is an upright map of the ancient Empire.

62: IMPERIAL CHAIN GANG

This granite work is of six prisoners, all chained at the ankles working under the cracking lash of a guard. Another guard rests drinking a skin of wine in the background.

63: THE RIDE OF JUSTICE

This is a miniaturized stone representation of an elaborate execution. A prisoner is being placed between two catapults on top of the watchtower. The prisoner is chained arm and foot to two stones, one in each catapult. The catapults are aimed at a tree lined, smoking trash heap in the distance. The two crews wait for the

synchronized command. There is a single phrase etched into the diorama in the Imperial language.

The phrase translates to, "Justice is Swift." Touching the phrase while speaking it in Imperial teleports an individual to the top of the hobgoblin watchtower (see Inner City, Site 1).

64: THE PILGRIM

This is a carved oaken statue of a traveler with his walking staff marching along a road. He is dressed in traveler's robes and has his hood pulled over his head.

This was a 3rd level druid that Zagig trapped in one of his mazes. As a bit of humor, he has been suspended as an oaken statue. A remove curse or a dispel magic will release him from his state.

CK'S NOTE: If the players need a replacement character, he may be so used. Otherwise, he will reward the rescuers with a bag of holding and take his leave of the city!

65: THE TRAVELING GOD

This was a fine marble rendition of the Traveling Lord. It is a much finer version of a similar wooden statue across the road. Sadly it has been vandalized. The staff head has been broken off, and a human skull now rests on the remainder of the staff. This most favored city of the God is truly in rotten straits when even the holiest of art is so desecrated.

66: HOLY MAN

This is a bronze statue of a ragged but pious looking fellow with his arm outstretched and a friendly smile

on his face. A plaque on the pedestal has writing in the Imperial language.

Translated, the plaque reads, "The Venerable Solemnus Deo."

The magic in the statue is triggered by touching and asking the statue for some sort of assistance. If the PCs activate the statue by asking for a blessing, the statue animates and says: "Let it be as you request. Bless you servants of Gaxmoot." Each PC touching the statue is granted the effects of a bless spell for the rest of the day. If another request is ever made of the statue, the PCs touching the statue is unable to speak for one full day--this blessing of silence is given to the foolish and greedy.

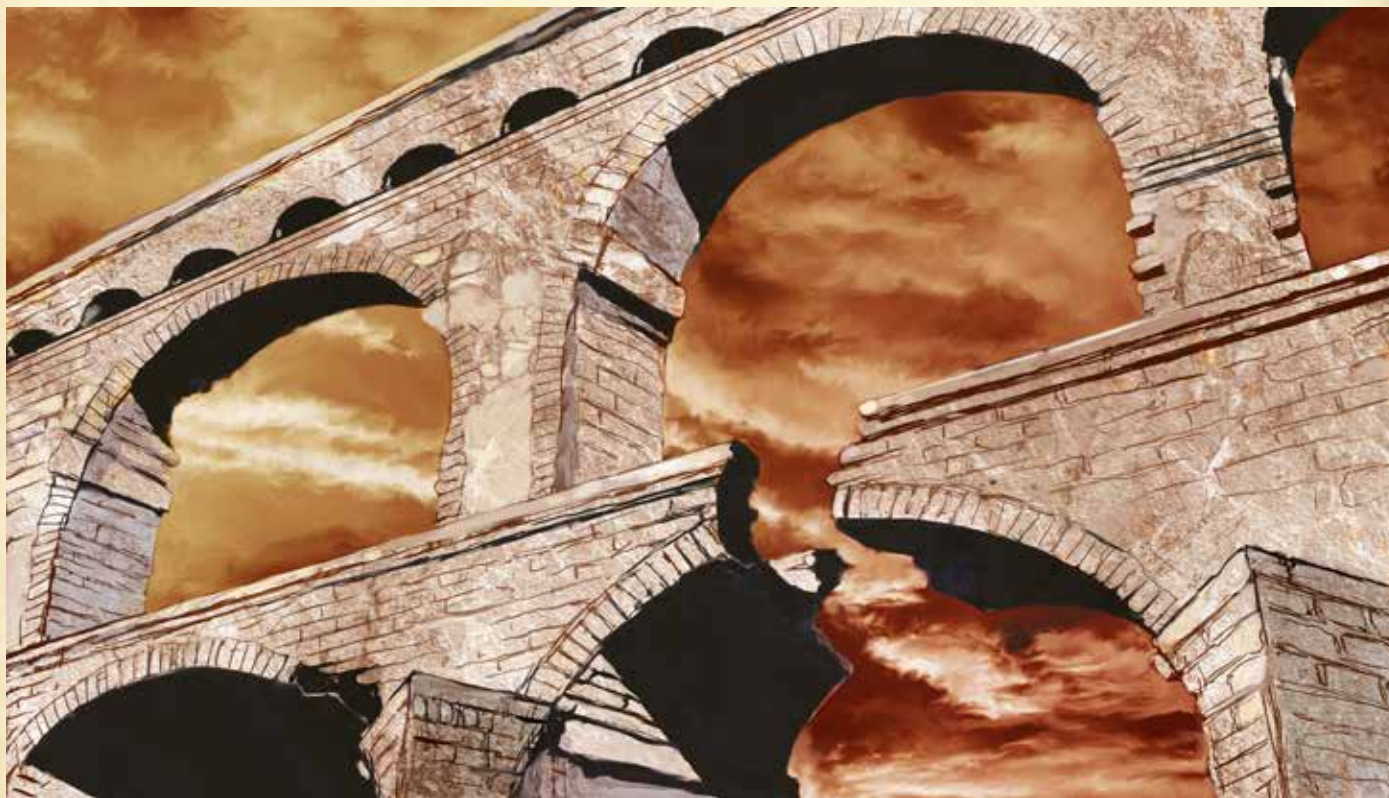
67: THE STUDENT

This fine marble work is of a young priest sitting on a bench reading a scroll in the sunshine. A space remains on the other side of the bench for weary travelers.

Anyone who sits on the bench is suddenly surrounded by a near blinding light and the student comes to life. He passes them the scroll to read. If they read from the scroll, they must make a Wisdom save (DC 18). If they fail, they are completely confused and lose a point of Wisdom permanently. If they make the roll they gain insight and increase their Wisdom by one point. The statue only works once per day, and an individual can only gain its benefit once.

68: ASSORTED FRUIT TREE

Before you stands a master work of bronze casting. It is sculpted to resemble a fruit tree. However, the fruits on the branches of this tree represent a variety of apples, lemons,



limes, mangos, peaches, pears, plums, and even cherries hang ripe and succulent on the heavily laden branches.

The total amount of fruit per type on the tree is 3d4. Once taken off the tree, the fruit remains good for 2-5 days. Only one fruit of each type may be safely plucked from the tree per day. Once it is plucked it becomes "real fruit." This fruit is magical in nature and these are the attributes:

Apple: Know alignment of all PCs and NPCs for one hour.

Lemon: Make Wisdom save (DC 15) or go into a bitter rage, attacking the nearest person for 3-18 rounds! A new save is allowed at the end of each turn to end the effect.

Lime: Totally refreshed as if you had completed a long rest (gain all the effects of a long rest).

Mango: Squeezed into the mouth of a fallen comrade equals a raise dead spell.

Peach: Permanent +1 to Charisma! Subsequent consumption of additional peaches has no effect.

Pear: Become pear shaped - gain 40-160 lbs. Weight counts as equipment carried when calculating encumbrance and speed. Dexterity is reduced by one point per 40 pounds of weight until reduced to previous weight through diet and exercise.

Plum: Know the answer to one simple question.

Cherry: Become thoroughly intoxicated! The victim takes disadvantage to all die rolls for four hours, while gaining four points of temporary strength for the same amount of time.

If more than one of the same fruit is picked on any day, the tree animates. The bronze treant bellows in rage and attacks the offending PC. The angry creature pursues the PCs three rounds. After that, it returns to its original spot and becomes a statue once again.

BRONZE TREANT (*unaligned Huge construct*) HP 138 (HD 12d12+60), AC 16, Spd 30ft. Str 23 Dex 8 Con 21 Int 12 Wis 16 Cha 12. Perception 13(+3). 2 Slam +10 (3d6+6) or Rock +10 (4d10+6; 60ft/180ft). SA false appearance, dmg x2 structures/objects, animate trees 1/day.

69: RECLINING COURTESAN

You gaze appreciatively upon the buxom statue of a young woman reclining on a sumptuous couch. The

garments the sculptor fashioned on her do little to conceal the athletic figure that lies beneath. Her arm is outstretched as she beckons for someone to join her on the spacious couch.

Anyone who climbs up on the couch is instantly teleported to the madams sleeping chamber at the Singing Siren (Outer City, Site 7).

70: PHILOSOPHER

Here stands a bronze statue of a man in robes, one hand raised in the air, and his mouth open. The other hand holds a plaque carved with dense writing in the Imperial language.

If the PCs have a means of translating, the plaque reads as follows:

"Veritas Camerus MCLXII, Gather here, all you who would be taught and thus learn. Know you not, that the many paths of philosophy carry one from place to place, from hither to yon and back, in such manner as is commensurate with the stately pace of he who propounds? If you begin at nowhere, proceed to no place, are you not enhanced by such a journey? If not, why not? Only the fatuous and jejune, speaking in the true sense of that word, doubt the salubriousness of exercise. Hark then to my wisdom. As you clap with one hand at what you hear, reflect on purpose."

At this point, pause and say to the PCs; "There is more, do you wish to continue reading?"

Those that continue reading suffer the effects below. All party members within a 30 foot radius are included and the effects, which last 24 hours:

- -2 to all initiative die rolls. A negative initiative means that the PC loses the ability to act in the first round and will go on phase one of the second and all subsequent rounds.
- The PC reading the material gains the ability to entrance anyone listening to them. The PC must orate or lecture to a group of humanoid in a language that they can understand for the spell-like ability to be activated. As long as he keeps speaking, the audience will listen attentively (creatures with 5HD or more get Wisdom save DC 16). The ability will work up to 100 feet in distance if the PC speaks loudly. Of course, any attack upon the audience breaks the spell.

Individuals can only ever be affected by this statue once.

THE UNDERCAVERNS OF GAXMOOR

The Undercaverns of Gaxmoor is a stand-alone adventure for fantasy role-playing games. Although it is set in the Lost City of Gaxmoor in the World of Aihrde, it may be adapted for use in any setting desired with little effort on the CK's part. The adventure is designed for exploration by a group of 4-6 characters of levels 9-11, with standard equipment and several magical items of low to moderate power. The CK can increase or decrease the difficulty to accommodate a slightly more or less potent group. A well-rounded party will fair far better than one with an abundance of any particular class or profession. Thieves, mages, healers, and warriors all have their parts to play as this plot unfolds, and you should encourage your players to include on their team as many classes and professions as possible.

In general, bold text is meant to be read aloud to players, while italicized text most often contains an important item, monster, or plot information for the eyes of the CK only.

A NOTE ABOUT TERMINOLOGY

As you read this adventure, you will notice some terminology that may seem confusing at first. For example, instead of the normal term for the person running the game, our products call the game master a Castle Keeper, or CK. We do this as it is a term that has become associated with our company, and is an identifier of a Troll Lord Games product.

In addition, we have tried to clearly identify when a reference to the core rulebooks for the Fifth Edition Fantasy game we are supporting are used—look for the term “core” before things like Fifth Edition Player's Handbook, Game Master's Guide, or Monsters Tome. Formal titles of our own works, such as Codex of Aihrde, Fifth Edition Player's Guide to Aihrde, and Monsters & Treasure of Aihrde are hopefully clear enough to differentiate them from references to the core rulebooks for the World's Most Famous Fantasy Role Playing Game.

INTRODUCTION

Prior to the start of this adventure, the characters decided to journey to the City of Gaxmoor. It is an ancient city, once one of many large cities that made up the Aenochian Empire. That grand civilization fell long ago, but the City of Gaxmoor was preserved, pulled out of Aihrde and cloistered in a pocket dimension. It has since been returned to the world and had a rough reintroduction, courtesy of a collection of foul humanoid scum led by a vile cambion. Those details are chronicled in the adventures of The Lost City of Gaxmoor. The characters undertaking this adventure need not be the same ones who cleared Gaxmoor of its unwanted evil invaders. You as the CK should have ample incentive and plot devices to play it either way.

The City of Gaxmoor was saved some months ago and a massive rebuilding project is underway, led by the most powerful noble in the region, Eurich Gunshoff IV, the Count of Cleves. The Count has leveraged the reappearance of Gaxmoor and the recovery of many valuable ancient treasures to attract new fol-

lowers and increase his power. In fact, the Count is currently brokering a pact through his representatives in the region, in order to unite several minor nobles and solidify his sovereignty over a large swath of territory. The key to this agreement is the design and building of a mighty temple to honor the various patron deities of each noble house, with funding to upgrade each of the existing shrines at their strongholds.

The nobles all desire the acclaim of taking part in this endeavor because of the wondrous architectural feats promised by the Count. A lone master stonemason survived the calamity that befell Gaxmoor upon its return to Aihrde—and not just any master, but a descendant of a renowned Aenochian engineering family—a man named Velparun Aolis. The Count has retained Velparun's services to design and construct the Grand Temple of Gaxmoor. As part of the agreement, Velparun will train one master mason of each noble family—a promise of prestige, power, and wealth, if they can master the Aenochian engineering in their own holdings.

All parties are favorably disposed to the deal, and now only need to meet and impress their signet rings in the wax on the treaty next to their respective house sigils. The gathering is only four days away when Velparun fails to arrive for a dinner engagement with Sir Guntar, the key advisor to the Count on this matter. Velparun's daughter, Nortiah, approaches the adventurers and asks them to meet at the Aolis manor house (S61 on the Gaxmoor map) where she makes an emotional plea for the return of her father, who saw her through the horrors that befell their beloved city, and without whom she feels lost. She informs them that Sir Guntar wishes to impress the importance of locating and safely returning Velparun before the end of the third day, lest this important diplomatic agreement be shattered. The Count is offering 25,000 gold coins and a hide of land on the frontier (enough to build and support a tower or small keep) to whoever returns Velparun in time for the meeting.

Both Nortiah and Sir Guntar are truthful and genuinely interested in the safe return of Velparun. Nortiah last saw her father at lunch the day before. He stated he was going to the Gnoll's Head Inn (formerly The Green Inn, S24 on the Gaxmoor map) to ask the proprietor, the dwarf Thormak Hammerfist, for payment on the structural repairs he completed, then to the Coliseum (S13 on the Gaxmoor map) to look at the vomitoriums and drainage in preparation for the upcoming celebratory games.

Thormak was not at the Gnoll's Head when Velparun stopped by to speak to him. He was visiting the Shapely Siren and speaking to one of the workers there. In fact, he has spent much of his money at the Shapely Siren, gambling and otherwise, though with his spouse Garnette Downybeard listening, he is reluctant to discuss his whereabouts. After he missed talking to Thormak at the Inn, Velparun went to the Coliseum and had old Valdivius the caretaker open the gate to the drainage and sewer lines beneath the Coliseum.

Velparun was waylaid by a group of variant gargoyles in the sewer. These creatures are escapees of the imperial armaments laboratory hidden beneath Gaxmoor—a secret so well guarded

that few if anyone alive knows of its existence. These beings are not only stronger than their traditional counterparts: they are also much more intelligent (and are dubbed “garguile” in reference). They have used their aptitude for subterfuge to remain hidden and gather intelligence on the whereabouts of Velparun Aolis prior to his disappearance. They know his ancestor Berus Aolis crafted the vault that seals in the majority of creatures trapped in the laboratory—including their leader.

NOTE: There are many types of garguiles. Below the party will encounter crystal garguiles (scouts), basalt garguiles (warriors) and granite garguiles (captains). Make note of their various stat blocks as they have different abilities.

The players will need to track the last known whereabouts of Velparun, through questioning NPCs or the use of divination or other magical means. However, the imperial laboratory has many spells and wards placed on it to disrupt scrying of and teleportation to it or the immediately-surrounding area. Any attempts to track, scry, or teleport to the Undercaverns have only 1/10th the normal chance of success, and a ten times greater risk of catastrophic failure. Velparun is being held in the Undercaverns more than 1,000 feet below the sewers of Gaxmoor. There are two ways to access the Undercaverns: either by delving into a tunnel in the sewer line near the Coliseum, or descending a great well and exploring.

Both routes to the deepest caverns where the garguiles hold Velparun pass through upper caves with shafts leading down to the Undercaverns. There are several challenges along either route before the group encounters the garguiles. They are relatively few in number, but smart and powerful. Their goal is to open the laboratory and liberate the remainder of their fellow garguiles therein. To that end, they interrogated Velparun and determined that for him to gain access he needs the Pendant of Opening hidden in the inner sanctum of his manor house. When contact with the group is established by either side, they will attempt to parley—presuming the characters survive to such a point. But if so, the garguiles will return Velparun relatively unharmed if the party gives them the Pendant of Opening and Velparun opens the vault. The garguiles are confident they can outwit the last remaining Magus and his golems long enough to escape through an open front door.

Of course, the Pendant of Opening itself is protected with traps placed by the Aolis family generations ago. Nortiah knows of the Sanctum, but not of its protections. She will open the secret door to the steps that lead down to the Aolis Sanctum. The sanctum holds the Pendant of Opening as well as a few items that could prove effective against the garguiles’ rocky substance, thus making them far less deadly for the characters to engage in combat.

The adventure concludes with the final garguile encounter outside the vault to the imperial laboratory. What lies within its heavily-warded perimeter is the subject of another supplement.

For the moment, let us focus on this introductory scenario with its various intrigues and challenges...

AN INVITATION TO HOUSE AOLIS

If the characters have adventured in Gaxmoor previously, adjust the dialogue as needed to fit your campaign. The party has recently arrived in the City of Gaxmoor. It is bustling with activity, as the massive rebuilding effort has attracted craftsmen, artisans, laborers, and assorted folk to support the increased population. The party is staying at one of the newly-renovated inns of Gaxmoor and looking into rumors of an Aenochian artifact hidden in the City.

Select one or two of the characters most likely to be out and about in Gaxmoor, sightseeing, marveling at its architecture, etc. As they are examining the Hall of Heroes or Public Oratorio, Nortiah will approach them in a friendly manner. She will say she is an actual citizen of Gaxmoor, and curious about their thoughts on its buildings and the like. She will eventually let them know she is of the Aolis family, who built many of the city’s structures, and invite them to dine with her at her manor (S61) later that day. She will be quite insistent. If the players seem obtuse, she hints of her need for stalwart heroes and her ability to compensate them accordingly.

A seemingly chance encounter early today resulted in an invitation to dine with an actual survivor of the Aenochian Empire—and not just any citizen of Gaxmoor, but a member of one of the most prestigious families. After accepting the invitation and spending the short time available unpacking your best clothing or brushing the worst of the travel stains from your boots and cloaks, you hurriedly cross to the southwestern portion of Gaxmoor and locate the entryway to a stunning villa with the name “AOLIS” etched into a stone archway. A servant in a gold-trimmed white robe ushers you through the courtyard and into the main building. The lovely Nortiah and a middle-aged man, whose garb suggests he is a noble from the surrounding lands, rise to greet you.

Nortiah formally introduces herself, then presents the man next to her as “...Sir Guntar, a vassal of His Grace, the Count of Cleves.” Sir Guntar is of average height, and his stout frame is indicative of strength and a hearty appetite. He is dressed in the fashion typical of landed gentry in the region: a linen shirt with a dark blue tunic and gray breeches. Nortiah is garbed in the Aenochian style, with a voluminous white robe and decorative silks draped over her frame, along with the jewelry one might expect of a wealthy person of influence.

After mutual introductions and pleasantries are completed, Sir Guntar clears his throat and addresses you. “As you may have guessed by my presence, this meeting is not simply a social event. There is something afoot in Gaxmoor, and I need your help.” He goes on to explain that Nortiah’s father, Velparun Aolis, was to meet with Sir Guntar and the High Priest of Urnus Gregaria the previous night, but the Aolis patron never arrived. More troubling, he has not been heard from since yesterday afternoon.

Velparun is the only known living Aenochian master stone mason. Further, he is at the center of a deal that would gain the allegiance of several lesser nobles for Count Cleves. The bargain is relatively simple in its concept: The nobles would all combine their efforts to build a Grand Temple of the Val Austlich pantheon in Gaxmoor. The majority of the funding would come from the Count, and the prestige of the deed would be shared by all. Of equal importance, the nobles could have their respective master masons work alongside Velparun. The opportunity to construct such marvelous Aenochian structures would bring the noble houses great prestige, and attract more merchants and artisans to their lands.

The agreement is to be finalized in a meeting with the Count, the High Priest, Velparun and the nobles in two days. Without Velparun, this crucial deal is certain to fail. Not only would the Count lose face, it could incite aggression from one or more of the petty lords. In light of the gravity of this situation, the Count is offering 25,000 gold coins and a hide of land to anyone who can safely return Velparun in time for the meeting. Sir Guntar asks, “Will you help us—Lady Nortiah, the Count, myself—indeed all of Gaxmoor and her people? Will you find Velparun Aolis?” Nortiah looks to you with tears welling in her eyes. Her manner and voice carry humility not normally found in one of such high nobility as she pleads, “Please, good people, I beseech you...please find my father.”

NOTE: If the players elect to accept the job, proceed with the rest of the adventure. If they decline, while taking their next meal they will be approached by Captain of the Watch Garigus Flavius, who will tell them of a serious problem with monsters coming forth from the well. He sent a squad of his best men with a valiant sergeant down the well, and the time by which they should have returned is well past. He can't spare more men to the cause, and he needs their aid. Though he is loath to do so, if he feels it necessary, he is not above implying they may otherwise be implicated in very serious crimes. Hopefully, this leads the party back into the plotline of the scenario.

Nortiah will inform the group that she last saw her father at yesterday's midday meal, where he said he was going to the Gnoll's Head Inn (formerly the Green Inn S24 on the Gaxmoor map) to speak to the dwarven proprietor Thormak Hammerfist about payment on the structural repairs he completed, and then to the Coliseum (S13 on the Gaxmoor map) to inspect the vomitoriums and drainage ahead of the upcoming celebratory games. She also emphasizes that his nature is grounded in reliability and routine. Any deviation from his schedule is unthinkable.

Sir Guntar doesn't have any useful information as to Velparun's whereabouts. He will note that Velparun seemed well-satisfied with the compensation when he agreed to design and build the Grand Temple, and enthusiastic about training the master masons assigned to the project.

SEARCH FOR VELPARUN: ROLE PLAYING OPPORTUNITIES

With little information to go on, the party's likely options are The Gnoll's Head Inn (S24) or the Coliseum (S13). The Gnoll's Head is ultimately a dead end and may result in a substantial amount of wasted time. Investigation of the Coliseum should lead to the discovery of the entrance into the sewer system, and from there, the Upper Caverns.

A. THE GNOLL'S HEAD INN (S24)

As noted, the Gnoll's Head is now owned by Thormak Hammerfist. He runs a pretty tight establishment. The Inn is clean and orderly, patrons quickly served with a variety of food and drinks. The service is exceptional, and the servers polite.

However, being one of the few operable inns in Gaxmoor, it tends to draw a rough crowd. There are all manner of people here, from lackluster adventurers, to stalwart heroes. They come to eat, drink, recuperate and swap tales. The CK should people the Gnoll's Head with any NPCs they feel would be helpful (or otherwise) to the characters. Guides to the Coliseum are here, as well as a few who may know more of the history of Gaxmoor, her people, her noble families and even the Undercaverns if the CK sees need of it.

B. THE COLISEUM (S13)

The Coliseum has an extensive drainage system of tunnels roughly 4 feet high and 2 feet wide that all lead to one central chamber beneath the northern wall of the massive building. Here the tunnels spill into a larger waterway that carries water and waste down beneath Gaxmoor. The water gathers here and flows down the main sewer.

NOTE: The main waterway begins in this room and flows down.

This is where Velparun was waylaid. He was taken by the gargoules while inspecting the drainage systems underneath the Coliseum.

Lying on the ground, next to the main waterway is a leather bound notebook with a lead pencil stuffed within. Even a quick look over the book reveals it as Velparun's notebook and contains copious notes on a variety of projects. The pencil is pushed into a page with notes on the sewer.

They read as follows:

“Flow of water. Sediment patterns. Updraft. Larger caverns beneath a possibility.”

And, after a few smudges of ink and water stain.

“The Deep Well? Proximity to the City Well indicates possible connection.”

There are no other clear signs. A successful DC 20 Wisdom (Survival) tracking check identifies approximately where Velparun stood before he was taken, but as the gargoules picked him up and carried him down to the Eastern Upper Caverns there are no further tracks to follow.

THE CAVERNS BENEATH GAXMOOR

The caverns beneath Gaxmoor are divided into two major areas: the upper caverns and the Undercaverns. The former is further divided into a western portion accessible via the well (S10) and an eastern portion accessible via the sewer line below the Coliseum. The Undercaverns section contained in this scenario is the outer naturally formed caves that lead to the Imperial Armory and Laboratory. This facility was a well-kept and securely guarded secret under the Empire. Its purpose was to design and research better weapons, spells and creatures to suit the purposes of the Emperor's Will.

UPPER CAVERNS (WESTERN)

The huge well has a narrow stairway circling down its wall to a depth of 150 feet. The stairs are slick with moisture and smooth with age. Anyone moving down the stairs at more than half their speed must succeed at a DC 10 Dexterity check every 10 feet to avoid slipping and falling. Anyone who falls down the well shaft strikes the water below, which partially cushions the impact and reducing falling damage to 1d3 cumulative damage for every 10 feet fallen.

Narrow stairs wind down along the inside perimeter of this enormous well, fading off beyond the limits of your vision. The stairs are also worn and slick—a careless moment or misstep could quickly send you plummeting to the bottom.

When the party travels down far enough to see:

As you near the bottom of the well you see a narrow stone ledge around the water's surface and about a foot above it. Perhaps a dozen feet beyond the last stair, there is a sizable breach in the wall. An assortment of rough, moss-covered chunks of stone debris lay strewn on the path near the far side of the opening.

The ledge is 5 feet wide, but with the combination of the well's confines and water surface's close proximity, that measurement seems generous. The stone debris has been in place for quite a while, as evidenced by the moss covering it. There is no rubble on the near side of the hole, as it was cleared and tossed into the water by the squad previously sent down by Garigus Flavius (see above). The water within the well itself isn't regularly inhabited and is reasonably clean, although dire rats from Area A have sometimes used it – more recently in the case of a few that used it to escape slaughter by the recent patrol when it entered here and neither took kindly to the other.

Note: If the party has the means, it may be possible for industrious characters to follow the well's water source and eventually find the underground lake to the north (Areas E, F, G and J). However, there isn't a singular, straight and direct route there, so this should not be possible short of magical means. If it happens to come up, the CK is free to decide how to reasonably determine the likelihood and/or difficulty of success—but if characters manage to do so, keep the contents of Area J (the water itself) in mind and adjudicate accordingly upon their arrival.

The opening is smaller than most parts of the general passageways, which are almost universally taller than they are wide. Though some sections of the cavern's passages can narrow to a couple of feet, more often they tend to be between 5 and 10 feet wide. As a good rule of thumb, assume a given section is twice as high as its width.

The rough, uneven hole and first few feet inside isn't large – perhaps 6 feet high at best, and maybe half as wide – but certainly sufficient for entry. The area not far inside looks appreciably larger and more accommodating—probably twice that of the entry. It appears a natural cavernous passage had already been in close proximity to the well.

AREA 1 RAT NEST

Until recently, this was part of a nest of giant rats (small to medium dog-sized). They were mostly eradicated by the soldiers sent in by Watch Captain Garigus Flavius, due to the potential public hazard from disease. Roughly a couple dozen of the rats survived, and they reproduce quickly—which is helpful to the nearby cave fisher (Area 2) and giant spiders (Areas 9), for which the rats had been a primary source of food. The giant rats are now mainly concentrated in the northwesterly tunnel. As it happens, none of them currently carry disease. They avoid the party unless sorely pressed, and even if so, will seek to escape either via another tunnel, or preferably, the pool of water at the end of their tunnel, as it offers a route to the larger pool in Area 4.

There are many bits of nesting material – fur, fibrous strips of mushroom stalks, even some scraps of cloth and straw brought from the surface – though there is nothing among it of value or particular note.

The chamber closest to the entry point from the well reeks of feces and rot, and is abundantly-littered with all manner of bits of flotsam, as well as the decaying, fly and maggot infested carcasses of many dog-sized rats in the area. The chamber seems likely to have been their nest. As you note this, a couple similarly-sized rats scurry north along the wall to the far west, each carrying bits of nesting material in their mouths. They glance over almost in unison, then quicken their pace as they hurriedly hug the rugged wall that curves out of sight to the northwest.

RATS, GIANT (*Unaligned Small Beast*) HP 7 (HD 2d6), AC 12, Spd 30ft. Str 7 Dex 15 Con 11 Int 2 Wis 10 Cha 4. Perception 10. Bite +4 (1d4+2, plus disease). SA Plague (DC 11 Con neg; on fail, gain 1 lvl exhaustion, recover ½ hp from HD expend, none from long rest; New save after each long rest to reduce exhaustion by 1; exhaustion 0 to recover).

AREA 2 CAVE FISHER

This is the primary lair of an elder cave fisher. At 20 feet long, the rare specimen strain is far larger, faster, hardier, and more dangerous than the normal variety. Area 2 is its main lair, but it often ranges out a bit to await prey where the "fishing" might be more favorable (specifically, in this case, the passage intersection directly east of Area 2). This is more likely to be the

case in the aftermath of the recent near-eradication of the giant rats by the soldiers of Gaxmoor, as it significantly affected the fisher's most frequent source of food.

Due to the variable circumstances in which the party might experience this menace, the CK should customize the description normally provided as "read aloud" text.

CAVE FISHER, ELDER (*unaligned L monstrosity*): HP 127 (HD 15d10+45), AC 17, Spd 30ft/40ft (climb). Str 18 Dex 15 Con 17 Int 3 Wis 12 Cha 3. Perception 14(+4). Stealth +5. Bite +7 (2d8+4 plus DC 14 Con save or paralyzed 1 min, new save each turn), claw +7 (2d12+4), web line +5 (90ft., escape DC 15, target grappled), use a bonus action to reel in creature to adjacent open space. SA blindsight 90ft., multiattack (1 claw + 1 bite or 2 claw), spider climb; resist poison, psychic, bludgeoning from nonmagical; vulnerable fire. Challenge 6 (2,300 XP).

AREA 3 FUNGAL FOREST

This large cavern is home to a wide assortment of giant fungi.

The cavern also hosts a wide variety of minor, mundane creatures (beetles, albino crickets, etc.), and a luminescent moss that emits provides dim light.

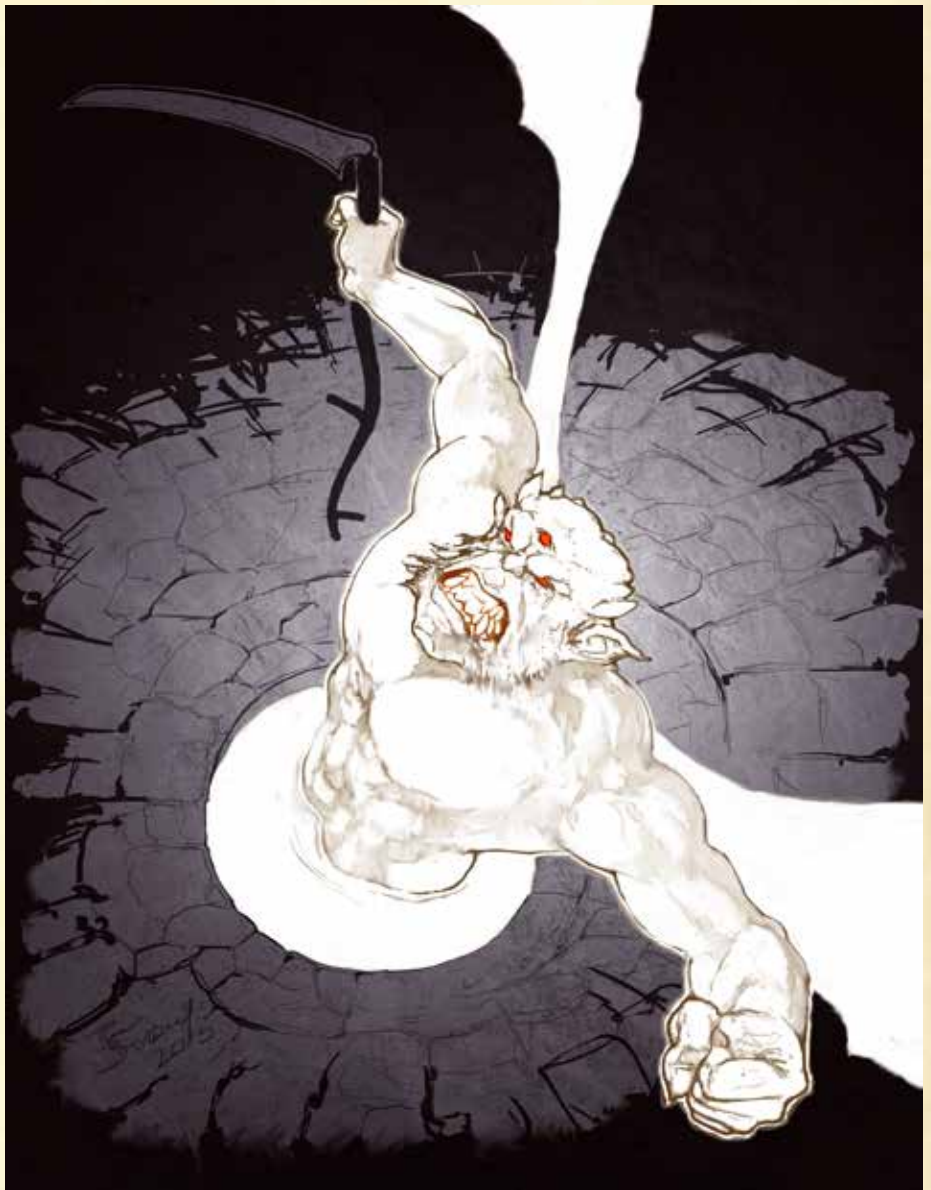
Perhaps surprisingly, there is nothing overtly harmful here, so it might serve as a relatively safe resting spot. For whatever reason(s), nearby pests and dangers do not enter this chamber. The CK is encouraged to let the creative juices flow. Embellish and expand on the flora and fauna listed – consider perhaps even assigning some beneficial properties and/or effects to certain things.

The tunnel widens into a spacious area. Its jagged walls and high ceiling are almost entirely covered in a strange moss or lichen with a soft bluish-white luminescence that transforms a forest-like array of large-to-huge fungi into a surreal-looking setting. The chamber also appears teeming with many smaller life forms – beetles, albino crickets, and bright yellow moths are a few you can readily see.

AREA 4 QUICKSTONE

This area features a spring-fed pool of water in the western portion, to which giant rats from the northwest branch of Area 1 may flee if pressed by the party or other threats.

The southern portion is quite unusual and dangerous. Except for a narrow, 3-foot-wide strip lining the perimeter of the south-



ern sub-chamber, the rest of the floor is made up of a widely unheard of phenomenon called "quickstone." 2d4 seconds after anything heavier than 10 pounds moves or is placed onto it, it begins to sink rather quickly, as if being drawn in by extremely dense, clinging mud. Unless freed almost immediately, they become incrementally and drastically more likely to be completely drawn into its depths, never to be seen again. Regardless of the weight (over 10 pounds), whatever begins sinking in the quickstone will be gone after 3 rounds elapse.

A dual-chambered area stretches out before you and looks to be naturally divided into two sub-chambers. The closer one to the west is mostly occupied by a pool of water. The other portion extends to the south, and except for a narrow strip around its perimeter, its color is unlike any you've yet seen down here – a veined combination of deep grays, reds and browns, with thin ribbons of black, that subtly glisten with crystalline flecks throughout.

A dwarf with the stonecunning racial trait automatically notices the abnormal floor in advance. Other creatures can attempt a DC 15 Wisdom (Perception) check to detect the presence of the quickstone if they proceed with caution. A failed check means the advance party members fall into the quickstone and immediately begin sinking. A successful Perception check means they notice the quickstone before stumbling into it.

QUICKSTONE

If one falls into the quickstone, they begin sinking immediately. They continue sinking whether the character thrashes about or stays still. They can attempt to pull free by reaching out to someone else or by trying to grab at the edge of the quickstone.

NOTE: If the person has, for some insane reason, jumped into the middle of the quickstone, there is nothing to grab hold of and pull themselves free, unless someone helps them. In this case, they just sink.

A creature stuck in quickstone must succeed at a DC 16 Strength saving throw at the start of each of their turns. If they succeed, they do not sink deeper that round but are no closer to escape either. Each round thereafter, the creature must repeat this save but with disadvantage due to the clinging, sucking mud. A creature in quickstone that fails three Strength saves becomes completely submerged and begins drowning. On its turn, a sinking creature can attempt a DC 15 Strength check to move up to half its speed through the muck. This check suffers disadvantage after the first round of being in quickstone.

As an action, another creature can aid a creature's Strength check to move through the quickstone. If the aiding creature rolls a successful DC 10 Strength check, the person they are assisting gains advantage on their Strength check to move through the muck that round. If the assisting creature is also in the quickstone, they suffer disadvantage on their aid roll.

Once fully submerged, a creature can hold its breath for a number of rounds equal to 1 + its Constitution modifier (minimum of 1 round). At the beginning of its next turn, the creature drops to 0 hit points and is dying. It cannot regain hit points or become stabilize until able to breathe again. While suffocating, a creature can continue using its action to attempt to breach the muck back to the surface, requiring a DC 16 Strength check with disadvantage to succeed.

AREA 5 THE BEACH

This area is a beach of dark greenish, wet stones that range from the very small to the size of a giant's foot. The stones are slippery with slime. Anyone moving too quickly across the beach must make a successful DC 12 Dexterity (Acrobatics) check or slip and fall with all the accompanying noise.

Note: Due to the reasonable possibility that elements from the other areas listed above could come into play, these areas will require extra care and consideration on the CK's part. With that in mind, the set-up and information following will mainly focus on events that specifically relate to this area.

This stone "beach" is where (nearly) the entire squad sent by Watch Captain Garigus Flavius (mentioned earlier as possible back-up plot hook) was killed horrifically by merrows enthralled to the aboleth ZxYx*. There were 12 merrow initially, but three were killed by the squad before they were defeated, torn apart, and partially eaten. None of the soldiers carried polearms (favored by merrow), and the creatures have no regard for armor or shields, so they left those behind and took only their coin and a few appealing-looking trinkets down to their lair 25 feet below the western end of the rock "beach."

*Like [ZIX-yix] with emphasis on omitting the "i" sound (it's aberrant/alien, after all!)

When the party arrives in Area 5, five merrow are in the nearby lair, and the other four are beneath the waters close by, engaging in recreation similar to a game of "keep away" – using one of the guard's heads. They're not actively watching Area E, but if the party (or something else nearby) makes noise louder than speaking in a normal tone of voice, roll a DC 12 Wisdom (Perception) check for each of the 4 gaming merrow. If a merrow passes this check, it hears the noise. In any event, 2d6 rounds after the party's arrival, the game head is broken in a struggle, and the 4 return to fetch a replacement. If the characters are present on the beach, the one about to come out of the water last will go to the lair to alert the other 5 merrow.

In perhaps a second, you realize the tunnel gives way to an immense cavern dominated by a lake, and you also note the area's heightened acoustics. The realization is fleeting, however. On the ground not 10 feet away, you spot a round metal shield of Gaxmoor, with such a dent its curvature that it almost seems more inward than out.

In the next heartbeat, you realize the stone shelf floor between the tunnel and lake is littered with bodies. No, not bodies... pieces of bodies – so many pieces. Armor and weapons – several of them broken – and more shields. Wooden shields, borne by the lower ranks, several of which are shattered – splintered like tinder. Bits of the sheaf, sword, and stars heraldic symbol of Gaxmoor that adorned pieces of equipment and tabards lay unceremoniously scattered about the scene of a massacre, along with enough dried blood that the floor could be painted in it. And roaches seem to cover all of it.

Then your mind registers the smell.

MERROW X 9 (*Aboleth Thralls, CE Monstrosities*): HP 45 HD (6d10+12) AC 13. Str 18 Dex 10 Con 15 Int 8 Wis 10 Cha 9. Spd 10ft, Swim 40 ft. Perception 10. Bite +6 (1d8+4), claws +6 (2d4+4), 2d4+4, harpoon +6 (reach 5ft. or range 20/60ft., 2d6+4; target must succeed at Strength contest or be pulled up to 20ft. toward merrow. SA darkvision 60ft., multiattack (one bite + one claw or harpoon), amphibious. Challenge 2 (450 XP).

The 9 soldiers of the elite Gaxmoor squad (all human) were: Sergeant Krisner Hoff (m), "Swordleaders" Darsel Forn (f) and Clev Stormson (m), and "Swords" Edrikr Gahlir (m), Rieden Smiddy (m), Avlas Brewhorn (f), Yeldi Makkar (f), Quint Nordal (m), and

Buckner “Buck” Pench (m). Swordleader Stormson’s head was the largest, so it is currently in the lake as the merrow plaything.

It is likely impossible to properly piece together the disparate pieces, but aside from what was eaten (and Stormson’s head in the lake), the bodies are mostly present in the area of their demise, if the party wants to gather it for return to the surface. If they happen to do so, and with some measure of decency and respect, they should receive some sort of honor, recognition, acclaim, or perhaps some kind of non-monetary boon.

The merrow will only play in the water for an hour or so, after which, they dive into the water and return to the den.

AREA 6 FRESHWATER LAKE

This area contains a freshwater lake within a vast subterranean cavity. Its craggy ceiling is nominally spherical and ranges from low points of 20 to 35 feet above the waterline near the extreme edges, upwards of 70 to 100 feet toward the center.

The water itself is cold though rather clear if enough light is shined into it. The water fills a deeper part of the cave and is marked by its sudden depths. The drop off begins only a few feet into the water. On average, the lake is 20-30 feet deep. It is continually fed from feeder streams in the north-west corner.

The water is good and drinkable.

The cavern abounds with animals. Small albino fish, frogs and the like make the water their home. The ceiling is acrawl with large cave crickets, small spiders, roaches and centipedes. The lake itself is home to an aboleth and its enslaved merrows. The aboleth’s den lies at the bottom of the lake.

The following description presumes arrival to this area via the tunnel east of Area E, though the initial two sentences are the same as the ones given there. If the party has already been to Area E, the last sentence should suffice.

The cavern into which you peer is appreciably immense—much of the ceiling isn’t within the range of your light* [*or vision, as applicable]. The chamber is dominated by an underground lake, and based on recurring sounds of small splashes from various indeterminate, widespread places, the heightened acoustics of the area are apparent.

AREA 6A DEN

Unless the merrow have been dealt with, they are clearly still in the lake or in area Fa, their lair. They wield weapons like men, preferably polearms. When the party enters, 3 are sleeping in the lair while 6, as noted, are playing a game in the water with the head of the guardsman. They will defend the aboleth’s treasure if it is threatened. They have precious little of value for their master allows them to keep nothing.

Anyone physically entering the water, even to walk into it, unless they have taken extraordinary cautions to hide or move silently, draw the attention of the aboleth. The giant beast of a fish rises from the depths to investigate.

The aboleth is highly intelligent and watches the party from within the safety of the lake, to determine what, if any move, it should make. It plots how best to enslave the party, rather than kill them.

ABOLETH, “ZXYX” (LE large aberration) HP 135 (18d10+36), AC 17, Spd 10ft, 40ft (swim). Str 21 Dex 9 Con 15 Int 18 Wis 15 Cha 18. Perception 20 (+10). Con +6, Int +8, Wis +6, History +12. Tentacle +9, 10ft reach (2d6+5 plus DC 14 Con save or creature becomes unable to heal unless underwater after 1 minute and can only be healed by 6th-level healing magic or better); Tail +6, 10ft. reach (3d6+5), Enslave (3/day) (DC 14 Wis save or is charmed until the aboleth dies. Charmed targets communicate telepathically and obey commands. New save with damage or 1 mile away). SA Multiattack (3 tentacles); amphibious; mucous cloud (DC 14 con save or can only breathe underwater for 1d4 hours); probing telepathy (knows creature’s greatest desires if communicates telepathically). Legendary Actions (3): Wisdom (Perception) check, Tail attack, Psychic drain (costs 2 actions; one charmed creature, 3d6 psychic and aboleth heals the same).

TREASURE: The aboleth has a small trove of treasure hidden at the bottom of the lake (where the x is marked on the map). It consists of 400gp, a potion of superior healing, and a ring of feather fall.

AREA 7 THE LEDGE

This area consists of a small ledge that runs along the shore of the lake. The ledge itself is only a few inches above the waterline, at places a few inches beneath it. It consists of jagged limestone rock, perpetually wet and covered in slime. A small flock of dire stirges has made this area their home, their droppings clearly marking the area.

Presently the stirges are at rest, clinging from the ceiling above, half asleep, though always alert to the sounds of creatures moving to and from the cavern area.

NOTE: Due to the reasonable possibility that elements from the other areas listed above could come into play, these areas will require extra care and consideration on the CK’s part. With that in mind, the set-up and information following will mainly focus on events that specifically relate to this area.

DIRE STIRGES X6 (Unaligned Medium Beast): HP 22 (HD 4d8+4), AC 16, Spd 20ft fly 60ft. Str 8 Dex 18 Con 12 Int 2 Wis 12 Cha 6. Perception13(+3). Blood drain +6 (1d10+4/rnd attached, drain up to 30 hp). SA darkvision 60ft. Challenge 1 (200 XP).

AREA 8 TUNNEL

Thirty feet above the waterline is an opening in the cave wall. This opening leads to Area 11 and the Undercaverns where Velparun is being held. The ledge is difficult to detect, requiring a successful DC 20 Wisdom (Perception) check to notice or, with 5 minutes of searching, a DC 15 Intelligence (Investigation) check. If, however, the dire stirges are disturbed and scattered, they tend to fly into that area, thus revealing the ledge and tunnel.

Climbing to the ledge is equally difficult. Anyone attempting to do so must work their way up and over the rough cave wall. It requires a successful DC 17 Strength (Athletics) or Dexterity (Acrobatics) check to get up and over the ledge, unless some rope or other aid is used.

The passage itself is guarded by two thralls: gargoyles bound to the gargoules that have kidnapped Valparun. Two of them have been set here to guard the chamber. They are aware of anyone attempting to climb up the ledge. They watch, gathering what intelligence they can and then pull back from the ledge quietly and quickly, falling back to Area 11. As with most gargoyles, they have little intelligence, and if they are attacked, they engage in a fighting withdrawal back to Area 11.

NOTE: Due to the reasonable possibility that elements from the other areas listed above could come into play, these areas will require extra care and consideration on the CK's part. With that in mind, the set-up and information following will mainly focus on events that specifically relate to this area.

GARGOYLE THRALLS X2 (CE Medium elemental) HP 52 (HD 7d8+21), AC 15, Spd 30ft, 60ft (fly). Str 15 Dex 11 Con 16 Int 6 Wis 11 Cha 7. Perception 10. Bite +4 (1d6+2); Claws +4 (1d6+2. SA Darkvision 60ft., multiattack (bite, claw), false appearance, resist bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned,. Challenge 2 (450 XP).

AREA 9 SPIDERS

Each area marked with a "9" is a nest for 2d4+1 giant spiders. At any given time, 1d4 of them will be out hunting, so it is technically possible for the lair to be unoccupied—and also possible that one or more of those could be encountered outside of its lair (CK discretion); likely crawling stealthily along the ceiling, or high on a wall. In such cases, characters whose vision and prevailing light conditions could allow them to see the spider(s) must succeed on a DC 15 Wisdom (Perception) check to spot them. For in-lair purposes, spiders might not attack unless their webbing is disturbed, the lair is penetrated too deeply, or spiders are soon to go on the hunt (CK discretion).

SPIDER, GIANT (Unaligned Large Beast): HP 26 (HD 4d10+4), AC 14, Spd 30ft/30ft (climb). Str 14 Dex 16 Con 12 Int 2 Wis 11 Cha 4. Perception 10. Stealth +7. Bite +5 (1d8+3 plus 2d8 poison plus poisoned, paralyzed /1 hr (Con DC 11 half); Web +5 (5/6, 30ft, hp 5, AC 10. Target restrained. DC 12 Str neg.). SA blindsight 10ft., darkvision 60ft., spider climb, tremor sense on web, immune to webs, poison, bludgeon and psychic damage, fire vulnerable. Challenge 1 (200 XP).

AREA 10 SHRIEKERS

Each area marked "10" contains 10 shriekers. If the party employs exceptional, no-light methods of entering this area, the CK will need to adjust the read-aloud text below. Otherwise, the keening begins either when someone – or a light source thereof – enters the chamber from one of the tunnels leading into it. There is nothing

of value or note in the chamber. The shriekers serve as a primitive but effective potential alarm system for nearby creatures.

The rocky passage opens into a larger chamber dotted with pale red, blue, and green mushrooms. These few facts are no sooner noted when the mushrooms begin emitting ear-piercing keens that reverberate around – and surely throughout – the caverns.

SHRIEKERS X10 (Unaligned Medium Plant): HP 13 (HD 3d8), AC 5, Spd 0. Str 1 Dex 1 Con 10 Int 1 Wis 3 Cha 1. Perception 6(-2). Shriek (reaction; when subjected to bright light or a creature comes within 30ft, it emits a piercing shriek and continues to do so for 1d4 rounds after the disturbance is removed). SA Immune blinded, deafened, frightened, false appearance. Challenge 0 (10 XP).

AREA 11 GARGUILE EMISSARY

The gargoules have not yet decided how to make contact with those in the city above to strike up their bargain. They only know they have a good bargaining chip. But they are very aware that someone is likely to come looking for Valparun and to that end they have stationed two of their number in Area 11 to guard against any surprises and to meet with whomsoever they might to discuss terms.

Warned by either the retreating gargoules or by the sounds of battle in Area 10 (assuming the characters surprise and attack the gargoules guards) the gargoules are well aware of anyone coming down the hall.

One of the gargoules stands in the center of the room, watching the opening to Area 10. The other is stationed down the tunnel tasked with fleeing down to the Undercaverns to bring news of whatever transpires between the gargoules and the party.

There are four gargoules thralls with the gargoules, plus the possible 2 from Area 10 ranged along the back wall.

The tunnel opens to a wider room. It is damp and cold with an updraft from a large fissure in the cavework beyond, indicating, no doubt some deeper, danker hole. Before you stands a huge gargoules, easily 7 feet tall, with massive wings. His skin is mottled with darker and lighter spots, bringing to mind the image of uncut, dirty stone. The creature is emotionless, but clearly, the glint of intelligence in its eyes indicates desiring something more than a blood filled contest.

The gargoules makes his pitch to the characters, promising them that they will return the stonemason if they go to his house and fetch an amulet hidden there. If the party does not, they will be forced to rend him limb from limb and devour him.

If they attack, all the thralls join the fray, but the second gargoules flees to the Undercaverns to warn their comrades.

If they take them up on their offer, skip forward to The Alios Sanctuary below.

GARGUILE, CRYSTAL (NE Medium elemental): HP 97 (HD 13d8+39), AC 17, Spd 40ft, 90ft (fly, hover). Str 18 Dex 16 Con 16 Int 11 Wis 11 Cha 7. Perception 13(+3), Stealth +8. Bite +7 (1d6+4); Claws +7 (1d6+4), Barbed Tail +7 (1d4+4). SA Darkvision 60ft., multiattack (bite, claws, tail), invisibility (while not moving), keen hearing and smell (advantage on Perception checks), resist lightning, fire, bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 5 (1,800 XP).

These creatures use similar statistics as a standard gargoyle, but with enhanced ability scores and other statistics as indicated above; they are considerably tougher and more dangerous.

GARGOYLE THRALLS X4 (CE Medium Elemental) HP 52 (HD 7d8+21), AC 15, Spd 30ft, 60ft (fly). Str 15 Dex 11 Con 16 Int 6 Wis 11 Cha 7. Perception 10. Bite +4 (1d6+2); Claws +4 (1d6+2). SA Darkvision 60ft., multiattack (bite, claw), false appearance, resist bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 2 (450 XP).

UPPER CAVERNS (EASTERN)

As noted, the sewer line beneath the Coliseum leads down to the Eastern Upper Caverns. The line itself begins beneath the Coliseum and consists of an arched corridor 10 feet wide and 12 feet high. There are narrow ledges, 18 inches wide, built along the tunnel about 6 inches above the water level. It is clear to anyone that the water gets much deeper, probably during rainstorms or the like, often flooding over the ledge itself.

Numerous small side tunnels connect with the sewer itself.

Rat hordes are frequent in the sewers of Gaxmoor. They are drawn to the smell of blood, meat, foodstuffs and the like.

SWARM OF RATS X 5 (Unaligned swarm of Tiny Beasts) HP 24 (HD 78d-7), AC 10, Spd 30ft. Str 9 Dex 11 Con 9 Int 2 Wis 10 Cha 3. Perception 10. Bite +2 (2d6 or 1d6 if swarm at 1/2 hp). SA Darkvision 30 ft., keen smell (advantage on Perception checks for smell), swarm (occupy another creature's space, can't regain hp or temporary hp), resist bludgeoning, piercing, slashing, immune charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned. Challenge 1/4 (50 XP).

Alternatively, the sewers are haunted by otyugh; enormous, tentacled beasts that live on garbage and sewage.

OTYUGH (N Large Aberration) HP 114 (HD12d10+48), AC 14, Spd 30ft. Str 16 Dex 11 Con 19 Int 6 Wis 13 Cha 6. Perception 11(+1). Sv: Con +7. Bite +6 (2d8+3 plus poisoned and HP max reduced by 1d10/day; DC 15 Con neg.) and 2 Tentacle +6 (2d8+3 plus grappled and restrained) and Tentacle slam (if grappled 2d6+3 and stunned for 1 turn; DC 14 Con neg.). SA Multiattack (bite plus 2 tentacles plus slam), Telepathic communication 120', Darkvision 120ft. Challenge 5 (1,800 XP).

AREA 12 SEWER ROOM

The sewer ends in this large cavern, spilling across the floor and into a deeper subterranean system. A large lake dominates the far wall, clearly created by backed up water. The room has a pungent odor to it, but nothing atrocious as the sewer's run off is large and constant and the lake deep and porous.

This room is the den for the otyugh that haunt the sewer line. It is presently home to one gigantic otyugh, no doubt the source of the spawn.

OTYUGH (N Huge Aberration) HP 168 (HD16d10+80), AC 14, Spd 30ft. Str 20 Dex 10 Con 20 Int 6 Wis 13 Cha 6. Perception 11(+1). Sv: Con +8. Bite +8 (2d12+5 plus poisoned and HP max reduced by 1d10/day; DC 16 Con neg.) and 2 Tentacle +8 (2d12+5 plus grappled and restrained) and Tentacle slam (if grappled 2d12+5 and stunned for 1 turn; DC 15 Con neg.). SA Multiattack (bite plus 2 tentacles plus slam), Telepathic communication 120', darkvision 120ft. Challenge 7 (2,900 XP).

It has slain before, devouring those who have wandered into the room. Their remains, that which survived the creature's digestive tract, are heaped by the shore of the lake. It consists of a sword of wounding, a rope of climbing, a +1 shield, and 2 gems worth 100gp each.

AREA 13 GIANTS RATS

There is a huge rats nest spread through five large rooms (each marked Area 13 on the map). Each room contains a swarm. When a swarm encounters possible food (such as fresh adventurers), their frenzy summons rat swarms from the other adjacent rooms.

SWARM OF RATS X 5 (Unaligned swarm of Tiny Beasts) HP 24 (HD 78d-7), AC 10, Spd 30ft. Str 9 Dex 11 Con 9 Int 2 Wis 10 Cha 3. Perception 10. Bite +2 (2d6 or 1d6 if swarm at 1/2 hp). SA Darkvision 30 ft., keen smell (advantage on Perception checks for smell), swarm (occupy another creature's space, can't regain hp or temporary hp), resist bludgeoning, piercing, slashing, immune charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned. Challenge 1/4 (50 XP).

AREA 14 OCHRE JELLY

This chamber contains a plentiful source of fresh water dripping from the back part of the ceiling into dozens of small pools. Though it isn't particularly harmful, the water in the pools isn't as high quality as that dripping from above. This is due to the many crickets of a rare species exclusive to certain underground habitats. They give off a very faint luminescence, their stridulation isn't as loud as the common variety (it generally doesn't need to be in cave settings), and they are completely harmless. What they are not, however, is worthless. The species is worth good coin to alchemists, who will pay a full silver piece each for specimens of the size and quality found here, and characters with proficiency in alchemist's tools automatically know this. Otherwise, any character can recall this bit of trivia with a successful DC 12 Intelligence (Arcana) check. The crickets have essentially developed an instinct for staying to the inner part of the room (see below).

This is also the lair of an ochre jelly. It is positioned on the ceiling just inside the entrance and will attempt to drop down on prey as soon as something edible enters the chamber. Its previous meals were relatively mundane in nature, so there is no undissolved material around. Characters who specifically look to the ceiling (about 30 feet above) are allowed to make a DC 15 Wisdom (Perception) check to notice a large, asymmetrical area. If they are able to see in color, it is the approximate color of rust (unlike the rest of the ceiling); otherwise, it seems a subtly different shade than its surroundings. If they exceed this check by 5 or more, they also note the area does not appear to be stone. Though hardly an intellectual realization, the crickets tend to attract an ample amount of food for it, so the jelly is instinctively content to leave the crickets in the chamber alone.

A tunnel branch to the north widens into a more spacious, chamber-like area, from which you smell fresh water and hear several sources of dripping. You also hear the stridulation of crickets, although it is notably quieter than what you are used to. The source of the noise is quickly apparent, as only a dozen or so feet inside, there are many very faintly-luminescent shapes on the floor and walls. Some move along slowly, though most are generally stationary. Of those close enough to see more clearly, though, they definitely appear to be crickets – about an inch long and of a singularly-unique quality.

OCHRE JELLY (*Unaligned L Ooze*) HP 45 (HD 6d10+12), AC 8, Spd 10ft/10ft (climb). Str 15 Dex 6 Con 14 Int 2 Wis 6 Cha 1. Perception 8(-2). Pseudopod +4 (2d6+2 plus 1d6 acid). SA blindsight 60ft, immune lightning, slashing, blinded, charmed, deafened, exhaustion, frightened prone, resist acid, amorphous (move through spaces to 1”), spider climb (no ability check needed for difficult surfaces including upside down); Split (when takes lightning or slashing damage, splits into 2 creatures each with half hit points of original, rounded down, and 1 size smaller). Challenge 2 (450 XP).

RUBBLE: The tunnel here has collapsed into a huge heap of rubble, blocking access. It can be excavated, but that will take a great deal of time. There is 40 feet of collapsed corridor. Ten feet can be cleared every 8 hours. Unless the tunnel is buttressed, there is a flat 10% chance of collapse for every hour of excavation.

AREA 15 RAT POOL

The room serves the rats as a water source. The room has fresh water trickling down from above and is clear and normally drinkable. However, at the moment there is a bloated, half-rotted corpse floating in the water. It is half devoured, clearly a victim of the rats who attempted to escape in the water and died. Any attempts at recognizing him are pointless, as much of his face has been chewed away and floats around him much like a halo.

He is carrying a ring of invisibility in a pouch at his side and a wand of lighting. Otherwise his clothes are waterlogged and disintegrating. He also has a small gem in his pocket. It is the gem of controlling for the skeletal warrior in Area 17.

AREA 16 STONE GARDENS

Since Gaxmoor’s recovery began, the Undercaverns have seen a marked growth in life. The increased sewage and waste from above have fed the rats and otyughs, who in turn have supported growing populations of piercers and slicer beetles. The piercers have been particularly successful, spreading through a number of caves and tunnels, clinging to the ceilings, waiting for hapless prey to wander beneath.

Anyone entering any of Area 16’s stone gardens, or the tunnels between them, run afoul of these creatures. They are not easy to spot, even for the experienced dungeoneer, requiring a DC 16 Wisdom (Perception) check to notice. The piercers wait until someone passes beneath and then attacks.

NOTE: There should be as many piercers as the CK deems would make a challenging encounter.

PIERCER (*number varies*) (*Unaligned Medium monstrosity*) HP 22 (HD 3d8+9), AC 14, Spd 5ft., climb 5 ft. Str 10 Dex 12 Con 17 Int 1 Wis 10 Cha 3. Perception 10, Stealth +5. Drop +3 (1d6 per 10ft. fallen, up to 6d6; on a miss, piercer takes half falling damage for distance fallen). SA Blindsight 30ft, darkvision 60ft., false appearance, spider climb. Challenge ½ (100 XP).

AREA 17 BONE ROOM

This is the room the garguiles pass through in their journey to the Undercaverns. It is wide and open, but covered in rubble. The ceiling some 40 feet above, is unstable. Large, flat, broken chunks of shale and rock lie everywhere on the floor. Much of the debris is caused by the flying garguiles and their thralls.

Beneath one large rock there lies a skeletal warrior. The rock has pinned him, covering all of his body but for a jeweled hand that he managed to slip beneath the stone. There is a ring on the index finger with a ruby in it worth 150gp. A golden armband is clearly visible, but it is pinned beneath the stone. To retrieve it, the characters will have to lift the stone off the skeleton.

Doing so rouses the skeletal warrior, who with sword in his other hand, immediately attacks. He concentrates on anyone carrying the gem found on the body in Area 15.

SKELETAL WARRIOR (*CE Medium Undead*) HP 75 (HD 10d10+20) AC 18. Str 14 Dex 11 Con 15 Int 10 Wis 8 Cha 8. Spd 30 ft. Perception 10. Greatsword +4 (2d6+4) SA bludgeoning vulnerability, immune to poison / exhaustion, darkvision 60ft, spell resistance (advantage on saving throws against spells and magical effects).

AREA 18 SLICER BEETLE

This room is a wide room with a low ceiling, only about 9 feet high. It is very jagged with little room to walk. The floor curves up in the middle toward the ceiling.

Recently a large slicer beetle has moved into the area. It feeds mostly on piercers, dire stirges and rats that come down the cor-

ridor, but is not averse to eating human or demi-human flesh. It clings to the ceiling in a small crevice that he fits its enormous body into, waiting and watching for any potential prey.

The floor of the room is strewn with small bones and the mutilated husks of piercers. The husks appear as curled and dried up shells, flaking and broken. The bones are those of rats. It is possible to determine what is on the floor with a successful DC 15 Intelligence (Nature) check.

The slicer beetle watches from its crevice, taking note of any movement. It, however, is hard to see and requires a successful DC 16 Wisdom (Perception) check.

Whenever someone comes into the center of the room, it lunges from on high, snatching the victim in its mandibles and eviscerating them with their horn-like appendage just beneath the jaw.

SLICER BEETLE (*Unaligned Large Beast*): HP 39 (HD 7d10+21), AC 14, Spd 40ft., fly 20ft., Str 20 Dex 10 Con 17 Int 1 Wis 10 Cha 3. Perception 10. Bite +7 (2d10+5, mandibles grapple, escape DC 15, automatic 2d10+5 each round). SA darkvision 60ft. Challenge 2 (450 XP).

AREA 19 HOVEL

This room was home to a large wererat some time ago. It laired here, gathering whatever it could from the surface and making this its den. It is heaped now with garbage, and there is nothing here of any value.

The room is carpeted with all manner of debris. Old clothes, broken weapon shafts, boards, small boxes, and canvas. Much of it is heaped into a huge pile toward the back of the room, shaped into a dome shape. It is clearly hollowed out for there is a door in the 12-foot high heap. Rags hang over the entrance. The whole area stinks of old decay.

The wererat is dead, killed when Gaxmoor was overrun, but his hovel remains. Within the dome is a small room, about 12 feet wide. It contains a makeshift bed, a few jars with the remains of dried food in them, and a bowl with the bones of a small lizard.

A 12 inch long dagger, shaped in a wavy pattern, lies upon the floor. It is marked with two crossed swords on the pommel. It is worthless and hardly holds an edge.

AREA 20 DIRE STIRGES

A second colony of dire stirges has made Area 20 (two rooms) their nest. They cling to the ceiling for the better part of the day, until nightfall when they go on the hunt. Anything that enters the room is likely to attract their attention. If one group attacks, the second group takes note and comes to join in on the feeding frenzy.

There are two flocks of the dire stirges, each numbering between 5-20 of the bloodsuckers. The Castle Keeper should adjust as needed.

DIRE STIRGES (*variable numbers*) (*Unaligned Medium Beast*): HP 22 (HD 4d8+4), AC 16, Spd 20ft fly 60ft. Str 8 Dex 18 Con 12 Int 2 Wis 12 Cha 6. Perception 13(+3). Blood drain +6 (1d10+4/rnd attached, drain up to 30 hp). SA darkvision 60ft. Challenge 1 (200 XP).

AREA 22 LURKER ABOVE

This large room contains a small underground lake. The water has flooded the far southern reaches of the room. It is clean and good to drink. The water is very clear. The room seems little traveled, but actually is home to a huge lurker. This creature lies in wait by the lakeshore, and has devoured anything that has entered the room. Detecting it requires a successful DC 20 Wisdom (Perception) check.

LURKER (*Unaligned Large Monstrosity*): HP 76 (HD 9D10+27), AC 14, Spd 10ft, climb 10ft. Str 18 Dex 10 Con 16 Int 2 Wis 13 Cha 5. Perception 11(+1), Stealth +2. Smother one Large or smaller creature within 5 ft. of lurker, DC 14 Dex save or be grappled, escape DC 14, grappled creature takes 4d6+4 bludgeoning, 1d6 acid start of each turn. Grappled target restrained, blinded, risk suffocation). SA Blindsight 30ft., darkvision 60ft, false appearance, spider climb. Challenge 3 (700 XP).

AREA 23-25 SOBEKKI

These three rooms have been taken over by a band of half-crazed sobekki, a primitive race of crocodilian humanoids. The people of Gaxmoor domesticated them to maintain the sewers and aqueducts in the city. Long ago they took to dressing in clothing similar to the people of Gaxmoor (Ancient Roman style) and speaking the Imperial language. They range about the sewers hunting for whatever pleases them.

This particular band has taken to worshipping an aboleth (similar to the one in the Western Undercaverns). They are utterly mad and attack anything that enters the area except the gargoules. These they have made a tentative alliance with as the larger monsters slew many of their number.

Any battle that carries sound any distance brings the other sobekki.

NOTE: Unless the gargoules have made an alliance with the characters, they allow the sobekki to weaken the party.

AREA 23 THE HIVE

This area holds roughly 25 of the creatures. They live here and the area shows it. It is filthy, covered in animal carcasses, equipment that is both stolen and abandoned and other dungeon detritus. The sobekki are gathered in the mouth of the tunnel that leads to Area 22. They are in a ball, closely curled up with one another, the larger ones on top. They watch the cavern in front of them, fearing the gargoules but hungry for anything else. Anyone entering the room, unless they are accompanied by one of the gargoules, draws their chattering rage and will they attack, calling for their leaders from Area 25.

SOBEKKI (25) (LN Medium Humanoid) HP 12 (HD 2d8+4), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 12 Cha 7. Perception 13 (+3). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes).

AREA 24 SOBEKKI GARDEN

This area is part of the sobekki nest, but the whole room is covered in all manner of underground vegetation and fungus. They farm the thick mushrooms for their meaty stems, eating them almost daily. The room is very damp, fed moisture from on high, and the floor is covered by a thick, 1-foot layer of deadfall.

There is a sickly, death-like odor in the room. Another band of the beasts tend the garden.

AREA 25 SOBEKKI LEADER/SHAMAN

This is the den for the sobekki shaman. He has built a massive shrine to his aboleth god, constructing it mostly from bone and bits and pieces of armor he has gathered on his raids to the world above. The shrine dominates the far corner, and it is there that the shaman retreats with his band if they are overpowered in Area 23 or 24.

The shaman is wicked and seeks nothing more than to kill and devour any who come across his path. Though he been cowed by the gargoules, he'll take any opportunity to turn on them and lead his raiders on a mad attack.

VLETHRAI (LN Medium Humanoid) HP 52 (HD 7d8+14), AC 15, Spd 20ft, 40ft (Swim). Str 15 Dex 12 Con 14 Int 10 Wis 15 Cha 7. Perception 13 (+4). Stealth +3, Survival +3. Bite +3 (1d6+2, plus DC 12 Strength Save or extra 1d6+2), spear +3 (1d6+1 or 1d8+1; range 20/60), scimitar +4 (1d6+2). SA Darkvision 60ft, Tremorsense 30ft (water only), amphibious, multiattack (weapon and bite), war paint (action to apply; advantage on attacks, +2 to damage and AC for 10 minutes), Natural spellcasting (Wis; DC 12, +4 attack): Cantrips: Druidcraft, Guidance, Poison Spray; 1-level (4 slots): Entangle, Faerie Fire, healing word. 2-level (3 slots): Barkskin, hold person, spike growth. 3-level (3 slots): Conjure animals, dispel magic. 4-level (1 slot): Giant Insect

Woven into the shrine of the aboleth is a +1 chain shirt.

AREA 26 ENTRANCE TO THE UNDERCAVERNS

As noted above, the gargoules have not yet decided how to make contact with those in the city above to strike up their bargain. They only know they have a good bargaining chip. But they are very aware that someone is likely to come looking for Velparun and to that end they have stationed two of their number in Area 26 to guard against any surprises and to meet with whomsoever they might to discuss terms.

Warned by either the sobekki or by the sounds of battle in Area 22 or 18, the gargoules are well aware of anyone coming down the hall.

One of the gargoules stands in the center of the room, watching the opening to Area 23 and 25. The other is stationed down the tunnel, tasked with fleeing down to the Undercaverns to bring news of whatever transpires between the gargoules and the party.

There are four gargoyle thralls with the gargoules.

The tunnel opens to a wider room. It is damp and cold with an updraft from a large fissure in the cavernwork beyond, indicating no doubt some deeper, danker hole. Before you stands a huge gargoyle, easily 7 feet tall, with massive wings. His skin is mottled with darker and lighter spots, bringing to mind the image of uncut, dirty stone. The creature is emotionless, but clearly, the glint of intelligence in its eye, desiring something more than a blood filled contest.

The gargoules make his pitch to the characters, promising them that they will return the stonemason if the party will go to his house and fetch an amulet hidden there. If they do not, they will be forced to rend him limb from limb and devour him.

GARGOULE, CRYSTAL (NE Medium elemental): HP 97 (HD 13d8+39), AC 17, Spd 40ft, 90ft (fly, hover). Str 18 Dex 16 Con 16 Int 11 Wis 11 Cha 7. Perception 13(+3), Stealth +8. Bite +7 (1d6+4); Claws +7 (1d6+4), Barbed Tail +7 (1d4+4). SA Darkvision 60ft., multiattack (bite, claws, tail), invisibility (while not moving), keen hearing and smell (advantage on Perception checks), resist lightning, fire, bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 5 (1,800 XP).

These creatures use similar statistics as a standard gargoyle, but with enhanced ability scores and other statistics as indicated above; they are considerably tougher and more dangerous.

GARGOYLE THRALLS X4 (CE Medium Elemental) HP 52 (HD 7d8+21), AC 15, Spd 30ft, 60ft (fly). Str 15 Dex 11 Con 16 Int 6 Wis 11 Cha 7. Perception 10. Bite +4 (1d6+2); Claws +4 (1d6+2). SA Darkvision 60ft., multiattack (bite, claw), false appearance, resist bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 2 (450 XP).

If they attack, all the thralls join the fray, but the second gargoules flees to the Undercaverns to warn their comrades.

If they take them up on their offer, skip forward to The Alios Sanctuary below.

THE UNDERCAVERNS

The Undercaverns are deep beneath the surface. Here the original inhabitants of Gaxmoor constructed a secret laboratory and armory, safe from all prying eyes. It was locked and bound by

the stonemason House of Alois and has stood thus for many hundreds of years.

The air is dry in these deep Undercaverns, and the ground mostly cleared of rocks and debris. A thin layer of dirt covers everything, showing any with the ability to spot such things that this area saw, at one time, more traffic than the previously explored caverns.

AREA 27 GUARDIANS

The tunnels from Areas 11 and 26 lead into similar rooms, each guarded by a garguile. These guards will possibly be forewarned by the garguiles descending from the Upper Caverns with news of a deal having been struck or that battle is soon afoot.

You descend down a long tube, one that must be hundreds of feet, and exit in the middle of a large, roughly oval shaped cavern. The cavern is similar to the ones above—utterly dark, silent and roughhewn.

There is a crystal garguile in each of the rooms watching the tubes. They are crouched in the darkness of the passage just beyond the room and very difficult to see (DC 25 Wisdom (Perception) check). Each will spend one round observing and then move to Area 28 to alert Fugmobo. They will then fly rapidly west through Area 30 and Report to Hornfels, the leader of the garguiles. They do the same if word comes to them of a deal having been struck.

GARGUILE, CRYSTAL X2 (NE Medium elemental): HP 97 (HD 13d8+39), AC 17, Spd 40ft, 90ft (fly, hover). Str 18 Dex 16 Con 16 Int 11 Wis 11 Cha 7. Perception 13(+3), Stealth +8. Bite +7 (1d6+4); Claws +7 (1d6+4), Barbed Tail +7 (1d4+4). SA Darkvision 60ft., multiattack (bite, claws, tail), invisibility (while not moving), keen hearing and smell (advantage on Perception checks), resist lightning, fire, bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 5 (1,800 XP).

AREA 28 FUGMOBO'S HOLE

This is the lair of one Fugmobo, a hill giant. He dwells in the darkness, for he has been driven from Gaxmoor above. He has struck up an uneasy alliance with the garguiles. He has a mountain of skins piled on the floor that serves as his bed and a giant lizard, Squirt, for company. The garguiles make sure he is kept in food and with plenty to drink. A dozen barrels of stolen beer serves as a testament to this, half of them are empty.

Fugmobo attacks to hold off the party while the other garguiles can be brought up if a battle is offered, or they are warned from above. Otherwise, he sits on his throne of animal skins and greets the party with little more than a cold glare.

FUGMOBO, HILL GIANT (NE Huge Giant) HP 115 (HD 10d12+50), AC, 13 Spd 40ft. Str 21 Dex 8 Con 20 Int 5 Wis 7 Cha 6. Perception 12 (+2). Greatclub +8 (3d8+5). Rock +8 (3d10+5, 60/240ft) SA Multiattack (2 greatclub).

SQUIRT, LIZARD, GIANT (Unaligned Large beast): HP 29 (HD 4d10+8), AC 12, Spd 30ft., climb 30ft. Str 16 Dex 12 Con 14 Int 3 Wis 12 Cha 6. Perception 11(+1). Bite +5 (1d8+3), acid spray, 15ft. cone, all targets must make a Dex save (DC 12) taking (3d6) acid damage on failed save, or half on a successful one. SA Darkvision 60ft., spider climb. Challenge 1/2 (100 XP).

Treasure: Fugmobo has amassed quite a small treasure horde. He keeps it in a trunk hidden beneath his mountain of skins. Within are 1500gp, twelve 25 gold piece gems, and a necklace worth 500gp. He also has a flask of greater healing (8 doses), a potion of fire giant strength, +1 crossbow with a quiver of 12 +1 bolts in it, and a ring of free action.

AREA 29 SPECTRE'S GRAVE

This is a chamber even the garguiles and the giant avoid. The spectres of three fallen creatures remain here.

The short tunnel to the west opens up into a large chamber extending west at least 60 feet and about 30 feet to the south. There are tunnels on the south wall approximately 10 to 15 feet wide heading south. The room is quiet except for the occasional drip of water hitting the floor.

This chamber contains 3 spectres who wait to attack any living thing that comes close enough to release their spirits. The water dripping is actually the sound of teardrops hitting the floor from one of the spectres trapped in the southern wall between the center and easternmost tunnels heading south. A glimmer can be faintly seen if the players look in that direction—a ghostly image, that of a sobbing human man, half his body stuck in the wall (DC 15 Wisdom (Perception) check). These are the spirits of three people that tried to teleport into the laboratory to steal some magical items. The protective wards directed them into the walls; one in the south wall, and two into the center of the north wall. The spectres are all released to roam the Undercaverns for 6 hours if anyone comes within 10 feet of one of them. They will seek to trap the characters in the dead end tunnels.

SPECTRE (CE Medium undead): HP 22 (HD 5d8), AC 12, Spd 50ft (fly). Str 1 Dex 14 Con 11 Int 10 Wis 10 Cha 11. Perception 10 (0). Life Drain +4 (3d6 necrotic plus reduce hp maximum by damage taken until victim finishes long rest (DC 10 Con negates). Incorporeal movement; sunlight sensitivity; darkvision 60ft; immune to necrotic, poison, charm, exhaustion, grapple, paralyze, petrify, prone, restrained, unconscious; resist acid, cold, fire, lightning, thunder, and nonmagical bludgeoning, piercing and slashing.

TREASURE: If the characters excavate the area where the apparition in the wall was seen, they discover the remains of the hapless soul, and 15,000gp in gems, a set of magic lock picks that grant a advantage to thieves' tools Dexterity checks, and a wand of enemy detection. If they take the time to check his boots, they are boots of elvenkind.

AREA 30 MUSHROOM GARDEN

A deposit of silt has allowed a host of fungi and mushrooms to grow in this area. The floor is covered in a forest of mushrooms, from very small to over 20 feet tall.

You stumble into a virtual underground garden. Mushrooms, puffballs, toadstools, and troglolithes grow in a thick loamy soil. Fungus creeps along the walls, filling every crevice with soft, sponge-like felt. Cave crickets, some as large as a mace head, cling to the ceiling and walls. Rats scurry for cover beneath the thick foliage. But it is the colors that capture your attention, for everywhere the underground flora is awash in color: dull brown, black with red stripes, yellow with black stems, spotted green and blue and black.

The room has no real occupants, being too near the iron golem and the garguiles. Whatever fed here once does so no longer. There are lots of places to hide and blend in.

The mushrooms are edible but have a variety of affects. If any character decides to eat some or one of the mushrooms, the effect is by color.

1. Dull brown caps: imparts true seeing for 10 minutes
2. Black with red stripes and slimy: DC 13 Constitution saving throw or become poisoned for 1 hour
3. Red with black strips, not slimy: heal 2d4 hit points
4. Yellow cap and black stem: imparts darkvision for 24 hours
5. Green and blue spots on an orange puffball: advantage on Strength checks for 10 rounds
6. Black buttons: lesser restoration

It is possible with a successful DC 15 Intelligence (Nature) or Wisdom (Survival) check to ascertain what each mushroom does. Roll once for each color.

AREA 31 CAVERNOUS OOZE

The hall that leads to these series of rooms descends at a steep angle and crosses a small stream until it comes to a wide, open room. A great deal of sediment has slid down the hall and into the cavern from Area 30. It comes with a small mirror of the fungal forest above. Mushrooms, toadstools and the like grow along the cavern floor and wall. But these are much younger and show signs of decay and burn marks.

This is the lair of a black pudding. It feeds upon the fungal and other plant growth that crawls and creeps its way down from Area 30. Passing over the growth and slowly devouring it, the pudding leads a path of destruction in its wake. The pudding is presently in the center finger cavern, about halfway down, sprawled against the wall. Anyone who approaches is attacked.

BLACK PUDDING (*Unaligned Large Ooze*): HP 85 (10d10+30), AC 7, Spd 20ft, 20ft (climb). Str 16 Dex 5 Con 16 Int 1 Wis 6 Cha 1. Perception 8 (-2). Pseudopod +5 (1d6+3 plus 4d8 acid; nonmagical armor AC reduced by -1 permanently). SA Immune acid, cold, lightning, slashing, blindness, charmed, deafened, exhaustion, frightened, prone; blindsight 60ft, amorphous (move through 1-inch spaces), corrosive form (touch inflicts 1d8 acid; weapons that strike suffer -1 damage permanently and destroyed if -5); spider climb, split (lightning/slashing damage splits into 2 puddings each at half hp).

AREA 32 HORNFEL'S LAIR

Here is where Hornfels and his greater garguile gang have gathered. They are sitting here with Velparun attempting to figure out how to get past the guardian golem (Area 33-34) and open the valves that lead into the Imperial Armaments Laboratory.

As noted above, they will seek to parley with a group that is strong enough to get past the denizens and guardians. They seek the "Pendant of Opening" referred to as the opening device, so they can open the valve. They will exchange Velparun for the Pendant. If questioned as to why, they will say that their brethren are imprisoned inside and they must free them.

Any garguiles who have come down from the Upper Caverns to warn Hornfels should be here. Those who were bypassed are not.

NOTE: Hornfel's reaction depends upon what he knows. If the characters have slain those above, he may know nothing, but if some escaped to warn him, he might be primed for battle. However, no matter what happened above, whether his people were killed or not, he attempts to parlay with the characters as the Pendant of Opening is the only sure and safe way to bypass the guards and wards and iron golem.

HORNFELS, GARGUILE, GRANITE (*NE Large elemental*): HP 110 (HD 13d10+39), AC 18, Spd 30ft, 60ft (fly, hover). Str 20 Dex 14 Con 16 Int 11 Wis 11 Cha 12. Perception 13(+3), Stealth +5. Bite +8 (2d6+5); Claws +7 (2d4+5), Barbed Tail +7 (2d4+5). SA Darkvision 60ft., tremorsense 60 ft., multiattack (2 bite, claws, tail), false appearance, garguile thralls, stone stealth (advantage on Stealth checks in rocky terrain), resist lightning, fire, bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 6 (2,300 XP).

GARGUILE, BASALT (*NE Large elemental*): HP 114 (HD 12d10+48), AC 20, Spd 30ft, 50ft (fly, hover). Str 20 Dex 11 Con 19 Int 8 Wis 11 Cha 10. Perception 10. Bite +8 (2d6+5); Slam +8 (2d4+5), Barbed Tail +8 (2d4+5), Brute Strike +8 (4d6+5); DC 16 Strength save or knocked prone). SA Darkvision 60ft., multiattack (3 slams, tail), false appearance, resist lightning, fire, bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 5 (1,800 XP).

GARGOYLES X8 (*CE Medium Elemental*) HP 52 (HD 7d8+21), AC 15, Spd 30ft, 60ft (fly). Str 15 Dex 11 Con 16 Int 6 Wis 11 Cha 7. Perception 10. Bite +4 (1d6+2); Claws

+4 (1d6+2. SA Darkvision 60ft., multiattack (bite, claw), false appearance, resist bludgeoning, piercing, slashing from nonmagical, non-adamantine attacks, immune poison, exhaustion, petrified, poisoned. Challenge 2 (450 XP).

AREA 33 TELEPORTATION ROOM

A series of friezes dominates this room. Carved into the wall they recount the tale of Gaxmoor's early construction and history. They list the names of the prominent families of the city and depict the various deeds that earned the acclaim, power, and a place in the history of the Empire. Most notable of all is the name Aolis, and it shows the whole city as in a diorama, under construction. The construction is intricate and the detail amazing. The carvings are matched by the intricate stone tiles set into the floor, each bearing geometric patterns which point the viewer to look toward the walls.

The detail is such that it is designed to distract any who enter the room, keeping their mind away from the series of glyphs set into the floor before the door on the far side of the room. Anyone entering the room must make a successful DC 18 Wisdom saving throw or they are distracted from the frieze and are unlikely to see the small glyphs in the floor by the door. If they succeed and are not distracted and approach the door with caution, looking at floor and walls, they may detect the glyphs in the floor with a successful DC 16 Wisdom (Perception) check.

The whole room glows with magic energy if a detect magic spell is cast, with the aura of both abjuration and illusion magic present.

Anyone who takes an inordinate amount of time to look at the floor and walls may detect the glyphs with a successful DC 18 Wisdom (Perception) check.

Anyone passing over the glyphs is instantly teleported to Area 35, immediately activating the golems.

The teleport can only be overcome if dispel magic is cast upon it (DC 17 spellcasting ability check to succeed), in which case it is disabled for 10 rounds, or if they are carrying the Pendant of Opening.

AREA 34 TELEPORTATION ROOM

This room acts in all ways the same as Area 33.

AREA 35 THE GUARDIAN

This small alcove is dominated by one large iron golem. He stands watch over the Laboratory entrance, attacking anyone and anything that comes before it that is not carrying the Pendant of Opening.

The golem has a permanent haste spell on it.

GOLEM, IRON (HASTED) (Unaligned Large Construct): HP 210 (20d10+100), AC 22, Spd 60ft. Str 24 Dex 9 Con 20 Int 3 Wis 11 Cha 1. Perception 10. Save: advantage on Dex saves. Slam +13 (3d8+7; magical), Sword +13 (3d10+7,

10ft. reach), poison breath (recharge 6; 15-ft. cone, DC 19 Con save, 10d8 poison damage or half on save). SA Darkvision 120ft., multiattack (2 melee attacks), fire absorption (gains hit points equal to fire damage dealt), immutable form, magic resistance, haste grants extra action on each turn (Attack (one weapon only), Dash, Disengage, Hide, or Use Object action). Immune fire, poison, psychic, damage from non-magic, non-adamantine weapons, charmed, exhaustion, frightened, paralyzed, petrified, poisoned. Challenge 16 (15,000 XP).

AREA 35 THE ANTECHAMBER

This simple, unadorned chamber has nothing but a large iron valve-shaped door in it. It is the entrance to the Laboratory.

The room is simple and unadorned. A large round brass door stands in the far wall. It possesses a lever on one side, huge in and of itself. The door itself is without décor, being simple and plain. There is a small, simple recess hewn out of the center of the door, big enough to hold a small pendant or other item.

The door is magically sealed and shut. There is no way to open it, magically or otherwise, unless the pendant is used.

THE AOLIS MANOR'S SANCTUM

For the complete layout of Aolis Manor see the Lost City of Gaxmoor (S 61). It is a recently rebuilt and inviting home. The characters must make their way to the lower chambers.

ROOM 1 HALL OF ANCESTORS

This long room is one of quiet contemplation for the members of the house of Aolis. Here are statues set in the walls, one after the other, each one of the glorious ancestors of the house. When in need of guidance and aid, members of the house came to this lower chamber for the quiet solitude that the room affords.

The largest of the statues is the founder of the House of Aolis. It stands in the center of the room. Behind it is a secret door. Finding it is not difficult, requiring only a successful DC 12 Wisdom (Perception) check to locate it.

ROOM 2 SLIDE TRAP

This small secret room has a large lever set into the wall. It alternately locks or disarms the slidetraps when pulled forward.

SLIDE TRAP

Simple trap (level 11-16, dangerous threat)

This trap, when triggered, flattens the steps, turning the staircase into a long, polished slide. At the bottom of the slide, the floor gives way at the slightest pressure, dumping creatures into a pit trap lined with jagged spikes.

Trigger. Anyone walking down the stairs without disarming the stair trap triggers it after setting foot on the sixth step—about a third of the way down.

Effect. A creature dropping into the pit takes 55 (10d10) piercing and slashing damage from the spikes and another 10 (3d6) from the fall itself. The floor (i.e., the ceiling over the pit) immediately closes. A creature trying to open this ceiling from the inside must succeed at a DC 20 Strength check; if two or more creatures inside the pit cooperate, this check is made with advantage.

Countermeasures. The trap is difficult to detect, requiring a successful DC 20 Wisdom (Perception) check. It likewise proves difficult to disarm once discovered, needing a DC 20 Dexterity check using thieves' tools to disable. The simplest way to disable the trap involves throwing the lever.

ROOM 3 PIT TRAP

This room contains the pit trap. Those unfortunate enough to suffer the slide trap end up impaled on the stakes. After 5 rounds the trap resets, the doors to the pit close seamlessly, and the room falls into utter darkness. However, there is a small ladder that leads up and out of the room. It is located in the southeast corner. At the top of the ladder is a small lever that triggers the trap and flattens the stairs but opens the pit.

There is a secret door that leads to Room 5.

ROOM 4 FALSE DOOR

There is a false door in Room 3. It appears normal in all respects, however, if one searches for the trap (DC 18 Wisdom (Perception) check to locate), they may notice small irregularities in how the door is set in the frame, specifically that the hinges appear solid.

FALLING BLOCK TRAP

Simple trap (level 11-16, deadly threat)

A large square block of solid stone is suspended overhead, ready to crash to the floor and crush everything beneath it into a pulp.

Trigger. Any attempt to turn the door latch on the false door releases a hefty block of stone that comes crashing down from above.

Effect. The stone block fills a 10-foot by 10-foot square space. Any creature in the target spaces must succeed at a DC 20 Dexterity saving throw, suffering 99 (18d10) bludgeoning damage or half as much damage on a success. The trap resets after 5 rounds as the stone block lifts and slides back into its holding position.

Countermeasures. Identifying the trap requires studying the door and its latch with a successful DC 20 Wisdom (Perception) check. Also, a creature can study the area beneath the stone block; a successful DC 16 Wisdom (Perception) check detects scrapes and chips along the walls and several cracks in the flagstones, indicating something heavy landed on them at some point.

ROOM 5 MASON'S WORKSHOP

This is a stonemason's workshop. Benches line the walls and tables cover the floors. There are several stools here and there. The room is dominated by a large grinding wheel, a small forge,

and a mountain of tools, from hammers and chisels, to punches and adzes, set squares, claws and borers. All the equipment is in decent shape. It seems well used.

Several small, scale models are on the main bench, each denoting some building in Gaxmoor.

ROOM 6 SHRINE

An illusionary wall hides the Sacred Items Shrine of the Aolis family. The wall blends with the surrounding walls almost flawlessly and can only be detected on a successful DC 20 Wisdom (Perception) check. The illusion can be temporarily dispelled with dispel magic.

Beyond the door is a simple room with several small pews set before an altar and statue of a clearly deified figure (the house god of the Aolis family). Lying upon a velvet stand before it is the Pendant of Opening.

There are also three big footlockers along the back wall. Each contains a different item. The first is a +1 maul that does double weapon damage against any stone creature (gargoyle, stone golems, etc.). The second is a magical miner's pick that doubles one's rate of speed when digging out tunnels or mines. The third are 8 exploding geodes used to blast out caverns. Each geode detonates for 6d6 force damage in a 20-foot diameter area. Activating the geode requires a bonus action, and placing (or throwing) one requires an action. The geode detonates 1d4 rounds after activation.

ROOM 7 LIBRARY

This small room is lined with bookshelves. A thick animal pelt lies upon the floor, and several reading chairs with lantern stands are against the far wall. It is clearly a library. There are some 125 books in the room and 327 scrolls. The scrolls are all kept in bone cases, sealed and marked. Notations on the outside reflect their contents. The vast majority of the books and scrolls are books about masonry, project plans, treatises on architecture and the like. Hidden deep in the scrolls and not easily found without a systematic search and a DC 15 Wisdom (Perception) check is one tube containing the following spells: stone shape (x4), conjure elemental, greater restoration, and wall of stone.

They are all part of Velparun's private collection.

ROOM 8 BEDCHAMBERS

This small room has a simple four-poster bed and wardrobe in it. The furnishings are simple in shape and form. The curtains on the bed are white cloth, as is all the bedding. It shows a simple comfort and an unostentatious man. The wardrobe has clothes and boots in it.

APPENDIX A: NEW MONSTERS

BAR TANGI

Medium beast, unaligned

ARMOR CLASS: 14 (natural armor)

HIT POINTS: 27 (6d8 HD)

SPEED: 40ft., 20ft (climb)

STR:	DEX:	CON:	INT:	WIS:	CHA:
17 (+3)	14 (+2)	16 (+3)	5 (-4)	11 (+0)	7 (-2)

SENSES: Passive Perception 15 (Advantage)

LANGUAGE: Bar Tangi. Can Understand Basic Commands In Common.

CHALLENGE: 1 (200 XP)

Special Qualities

- Enhanced senses. The Bar Tangi gains advantage on Wisdom (perception) checks.

Actions

- Claws.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 9 (2d6+3) slashing damage and target is grappled and restrained (Escape DC 13). On any round that a target is grappled and restrained, the Bar Tangi may attempt a bite attack against that target with advantage. While grappling an opponent, the Bar Tangi may not make claw strikes on any other opponents.
- Bite.** Melee Weapon Attack: +4 to hit, reach 5ft, one target. Hit: 6 (1d8+2) piercing damage.

DESCRIPTION

Cannibalistic apes. Bar tangi are muscle bound apes that stand about 7 to 8 feet tall. Their barrel chests and long limbs are covered in russet brown wiry hair. They have thick skulls with a prominent sagittal crest and heavy brow ridges. The mouth of a bar tangi is filled with sharp teeth that they employ when a victim is immobilized in their powerful grasp. They can walk upright on their hind legs, but shift to a shambling, knuckle walking gait when moving quickly.

Intelligent and capable. The Bar tangi are intelligent, but exceptionally primitive and move in small family groups, clans, or tribes. This intelligence and community orientation have allowed them to be trained and domesticated so that they serve as effective bodyguards and companions.

Vicious hunters and fighters. Due to their intelligence, tribal instincts, and ability to comprehend the rudiments of language, bar tangi are vicious hunters and fighters who are known to use relatively advanced tactics when closing in on prey.

THE BAR TANGI IN GAXMOOR

General Cracius discovered these fearsome beasts while conquering the vast jungle in the far southern edge of the Empire. These intelligent flesh-eating apes roamed in small packs over large hunting territories. The ferocity of the bar tangi so impressed General Cracius that he captured and bred the beasts until he was able to domesticate them somewhat. They served as his guards and companions, much like hunting dogs.

ELDER CAVE FISHER

The predatory cave fisher, a fairly common creature in deep underground regions, poses a threat to unwary travelers. A few cave fishers become such successful hunters that they grow to exceptional (and terrifying) size, often surviving for well over a century and growing larger with each passing year.

CAVE FISHER, ELDER

Large monstrosity, unaligned

ARMOR CLASS: 17 (Natural Armor)

HIT POINTS: 127 (15d10 + 45)

SPEED: 30 ft., climb 40 ft.

STR:	DEX:	CON:	INT:	WIS:	CHA:
19 (+4)	15 (+2)	17 (+3)	3 (-4)	12 (+1)	3 (-4)

SKILLS: Perception +4, Stealth +5

CONDITION IMMUNITIES: Poisoned

DAMAGE RESISTANCE: Poison, Psychic; Bludgeoning damage from nonmagical attacks

DAMAGE VULNERABILITY: Fire

SENSES: Blindsight 90 ft., Passive Perception 14

LANGUAGES: —

CHALLENGE: 6 (2,300 XP)

Special Qualities

- Spider Climb.** The elder cave fisher can climb difficult surfaces, including upside down or along ceilings, without need of an ability check.

Actions

- Multiattack.** The cave fisher makes two claw attacks or one claw and one bite attack.
- Bite.** Melee Weapon Attack: +7 to hit, reach 5 ft., one target. Hit: 13 (2d8 + 4) piercing damage and the target must succeed on a DC 14 Constitution saving throw or become paralyzed for 1 minute. A paralyzed creature can attempt another Constitution save at the beginning of each of its turns, ending the effect on itself with a success.
- Claw.** Melee Weapon Attack: +7 to hit, reach 10 ft., one target. Hit: 17 (2d12 + 4) slashing damage.
- Web Line.** Ranged Weapon Attack: +5 to hit, range 90ft., one target. Hit: The target creature becomes grappled by the web line (escape DC 15). A Medium or smaller creature grappled by the web line must succeed at a DC 15 Strength saving throw. If the creature fails, the cave fisher uses its bonus action to reel the target up to an unoccupied space adjacent to it. The fisher can only reel in one creature on the line at a time, and it cannot fire another strand if it already has a creature grappled by the filament.

Severing the web line (AC 14, 8 hit points; immunity to poison and psychic damage) breaks the creature free, but if the attack fails to do enough damage, the weapon becomes stuck to the webbing and requires a successful DC 15 Strength check to tear it free.

PIKE, GIANT

Huge beast, unaligned

ARMOR CLASS: 14 (natural armor)

HIT POINTS: 45 (10d8 HD)

SPEED: 30ft (swim)

STR:	DEX:	CON:	INT:	WIS:	CHA:
16 (+3)	17 (+3)	10 (0)	2 (-4)	14 (+2)	7 (-2)

SKILLS: Stealth +5

SENSES: Darkvision 120ft, Passive Perception 12, Tremorsense (Water) 60ft.

CHALLENGE: 2 (450 Xp)

Actions

- **Bite.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 11 (2d8+3) piercing damage and target must succeed at a DC 13 Dexterity saving throw or is swallowed. Targets swallowed suffer 3 (1d6) damage per round from digestive juices, but can attack with small weapons, automatically hitting for base damage (no strength or Dexterity bonus).

Massive predators. Giant pike are rare and enormous fish, measuring nearly 20 feet in length.

Bottom feeders. Giant pike lurk near the bottom of lakes or underground rivers. They occasionally swim close to the surface in search of prey, particularly when that prey seems ripe for the feast.

Agile hunters. The giant pike's favored tactic is to swim underneath their target and surprise them. The pike attempts to swallow any medium or smaller target and retreat. They are bold, but are inclined to retreat when their prey puts up too much of a fight.

GARGUILE

These unusual creatures share several traits in common with gargoyles. In appearance, however, gargoules are refined, as if fashioned to perfection by an expert sculptor, which allows a gargoule to easily pass for a statue. Three different types of gargoules are known to exist, with each serving a different role within their nascent society: basalt, crystal, and granite. Basalt gargoules serve as warriors and shock troops, crystal gargoules operate as scouts and stealthy ambushers, while granite gargoules are the leaders and tacticians.

Gargoules originated from deep within the Gaxmoor imperial armaments laboratory. Designed as an improvement on the standard gargoyle, these creatures came into existence as a result of ancient, long-forgotten experiments. Part of the experimentation gave gargoules higher cunning and intelligence, including an understanding of cooperative tactics that makes them more dangerous compared to their predecessors. Likewise, gargoules possess exceptional patience, making them excellent ambushers and fast strikers.

BASALT GARGUILE

The largest, most massive, and most intimidating of gargoules, the basalt functions as the brute warrior and guardian for others

of its kind. Given its rocky exterior and large bulk, creatures might mistakenly identify a basalt gargoule as a stone golem with enormous wings. In combat, it wades into the midst of its enemies and smashes foes with its gigantic, stony fists.

GARGUILE, BASALT

Large elemental, neutral evil

ARMOR CLASS: 20 (Natural Armor)

HIT POINTS: 114 (12d10 +48)

SPEED: 30 ft., fly 50 ft. (hover)

STR:	DEX:	CON:	INT:	WIS:	CHA:
20 (+5)	11 (+0)	19 (+4)	8 (-1)	11 (+0)	10 (+0)

DAMAGE RESISTANCE: Fire, Lightning; Bludgeoning, piercing, and slashing damage from nonmagical attacks that aren't adamantite

DAMAGE IMMUNITIES: Poison

CONDITION IMMUNITIES: Exhaustion, Petrified, Poisoned

SENSES: Darkvision 60 ft., Passive Perception 10

LANGUAGES: Common, Terran, Undercommon

CHALLENGE: 5 (1,800 XP)

Special Qualities

- **False Appearance.** While the basalt gargoule remains motionless, it is indistinguishable from an inanimate statue.

Actions

- **Multiattack.** The basalt gargoule makes three slam attacks and one barbed tail attack.
- **Slam.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 12 (2d6 + 5) bludgeoning damage.
- **Barbed Tail.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 10 (2d4 + 5) piercing damage.
- **Brute Strike.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 19 (4d6+5) bludgeoning damage and the target must succeed on a DC 16 Strength saving throw or be knocked prone.

CRYSTAL GARGUILE

The smallest of all types of gargoule, the crystal specializes in fast movement, scouting, and spying on prey. Thanks to the magical nature of their crystalline form, this gargoule becomes invisible when it stands still. Combined with its preternatural stealth abilities, a crystal gargoule is difficult to detect, making it an excellent ambusher. Of all the gargoules, this type most resembles a standard gargoyle in general shape and form.

GARGUILE, CRYSTAL

Medium elemental, neutral evil

ARMOR CLASS: 17 (Natural Armor)

HIT POINTS: 97 (13d8 +39)

SPEED: 40 ft., fly 90 ft. (hover)

STR:	DEX:	CON:	INT:	WIS:	CHA:
18 (+4)	16 (+3)	16 (+3)	11 (+0)	11 (+0)	7 (-2)

SKILLS: Perception +3, Stealth +8

DAMAGE RESISTANCE: Fire, Lightning; Bludgeoning, piercing, and slashing damage from nonmagical attacks that aren't adamantine

DAMAGE IMMUNITIES: Poison

CONDITION IMMUNITIES: Exhaustion, Petrified, Poisoned

SENSES: Darkvision 60 ft., Passive Perception 13

LANGUAGES: Common, Terran, Undercommon

CHALLENGE: 5 (1,800 XP)

Special Qualities

- **Invisibility.** While the crystal gargoyle remains motionless, it is invisible.
- **Keen Hearing and Smell.** The crystal gargoyle has advantage on Wisdom(Perception) checks that rely on hearing and smell
- **Stealthy.** The crystal gargoyle receives double its proficiency bonus when making Stealth checks.

Actions

- **Multiattack.** The crystal gargoyle makes one claw attack, one bite attack, and one barbed tail attack.
- **Bite.** Melee Weapon Attack: +7 to hit, reach 5 ft., one target. Hit: 7 (1d6 + 4) piercing damage.
- **Claw.** Melee Weapon Attack: +7 to hit, reach 5 ft., one target. Hit: 7 (1d6 + 4) slashing damage.
- **Barbed Tail.** Melee Weapon Attack: +7 to hit, reach 5 ft., one target. Hit: 6 (1d4 + 4) piercing damage.

GRANITE GARGUILE

More cunning and clever than the other types of gargoules, the granite serve as leaders, organizers, and military commanders for their people. In appearance, a granite gargoyle closely resembles a 9-foot-tall humanoid statue carved out of polished granite with finely chiseled if imposing features. This type naturally possesses an innate ability to command gargoules, their inferior cousins.

GARGUILE, GRANITE

Large elemental, neutral evil

ARMOR CLASS: 18 (Natural Armor)

HIT POINTS: 110 (13d10 +39)

SPEED: 30 ft., fly 60 ft. (hover)

STR:	DEX:	CON:	INT:	WIS:	CHA:
20 (+5)	14 (+2)	16 (+3)	11 (+0)	11 (+0)	12 (+1)

SKILLS: Perception +3, Stealth +5

DAMAGE RESISTANCE: Fire, Lightning; Bludgeoning, piercing, and slashing damage from nonmagical attacks that aren't adamantine

DAMAGE IMMUNITIES: Poison

CONDITION IMMUNITIES: Exhaustion, Petrified, Poisoned

SENSES: Darkvision 60 ft., Tremorsense 60 ft.; Passive Perception 13

LANGUAGES: Common, Terran, Undercommon

CHALLENGE: 6 (2,300 XP)

Special Qualities

- **Stone Stealth.** The granite gargoyle has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.
- **False Appearance.** While the granite gargoyle remains motionless, it is indistinguishable from an inanimate statue.
- **Gargoyle Thralls.** As a bonus action, the granite gargoyle can automatically charm a mundane gargoyle it can see within 60 feet. The charmed gargoyle will obey the granite gargoyle's commands, even if those commands put it in danger. A granite gargoyle can command up to three gargoules at one time with this power. If a gargoyle moves more than 60 feet from its master, it is no longer charmed.

Actions

- **Multiattack.** The granite gargoyle makes two claw attacks, one bite attack, and one barbed tail attack.
- **Bite.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 12 (2d6 + 5) piercing damage.
- **Claw.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 10 (2d4 + 5) slashing damage.
- **Barbed Tail.** Melee Weapon Attack: +8 to hit, reach 5 ft., one target. Hit: 10 (2d4 + 5) piercing damage.

GEBELMENSCH

Neutral small humanoid

ARMOR CLASS: 14 (leather armor)

HIT POINTS: 10 (2d8+2 HD)

SPEED: 20ft, 40ft (swim)

STR:	DEX:	CON:	INT:	WIS:	CHA:
10 (0)	17 (+3)	14 (+2)	7 (-2)	10 (0)	7 (-2)

SKILLS: Stealth +4, Survival +2

SENSES: Darkvision 60ft, Passive Perception 10

LANGUAGES: Common (Broken), Gebelmensch

CHALLENGE: 1/4 (50 Xp)

Special Qualities

- **Amphibious.** The Gebelmensch can breathe air and water.
- **Jump Charge.** Gebelmensch may leap up to double their land movement and still attack a creature who is at least 20 feet away. When they leap in this fashion, the Gebelmensch gains advantage on their attack rolls, and deals an extra die of damage.

Actions

- **Short sword.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 6 (1d6+3) piercing damage
- **Javelin.** Ranged Weapon Attack: +5 to hit, range 30/120 ft., one target. Hit: 6 (1d6+3) piercing damage

Frog-like humanoids. The gebelmensch are small amphibious humanoids, possessing elongated legs, webbed feet and vaguely

lizard or frog like faces. They live in shallow stagnant pools, in swamps, or along the banks of slow moving rivers. They occasionally occupy the sewers of large cities.

Primitive tool-users. They have primitive technologies, making their own shields and crude short swords and javelins. They do not build structures and occupy caves or tunnels if available.

Swarm tactics. Gebelmensch generally attack in swarms, preceding a charge with a volley of javelins. They are cowardly by nature and prefer to strike only if they outnumber their victims by 3 to 1.

MUHROYDIAN

Small humanoid, lawful evil

ARMOR CLASS: 15 (makeshift armor)

HIT POINTS: 8 (1d8+4 HD)

SPEED: 20ft.

STR:	DEX:	CON:	INT:	WIS:	CHA:
10 (0)	16 (+3)	18 (+4)	10 (0)	14 (+2)	7 (-2)

SKILLS: Perception +6, Stealth +5,

SENSES: Darkvision 60ft, Passive Perception 16 (21)

LANGUAGES: Muhroydian, Common, Goblin, Orcish

CHALLENGE: 1 (200 Xp)

Special Qualities

- **Enhanced Hearing and Smell.** The muhroydian gains advantage on any Wisdom (perception) check relying upon hearing or smell.
- **Hive Empathy.** Muhroydians can sense each other's presence, and a psychic web exists between them. Whenever two muhroydians are within 30ft of each other, and neither is incapacitated, both gain blindsight 30' and advantage on attack rolls.
- **Naturally Stealthy.** Muhroydians gain advantage on Dexterity (stealth) checks.

Actions

- **Multiattack.** The muhroydian makes two attacks: one with its bite and one with either its claws or short sword.
- **Claws.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 5 (1d4+3) slashing damage.
- **Bite.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 4 (1d3+3) piercing
- **Short Bow.** Melee Weapon Attack: +5 to hit, range 80/320 ft, one target. Hit: 6 (1d6+3) piercing.
- **Short Sword.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 6 (1d6+3) piercing.

Rat gnomes. Muhroydians, sometimes called rat-gnomes, are small, vicious humanoid creatures. Their bodies are covered in fur, usually grey or brown, and they have dark "masks" around their eyes like raccoons, giving them a naturally sinister appearance. They have sharp teeth, tiny claws, jagged ears that end in long points, and hairless tails. They use weapons, tools, and armor but

rarely craft anything, instead relying on what they can scrounge and steal from other creatures. They often adorn themselves with markings of kohl and henna to show their tribal affiliation.

Savage fringe dwellers. Muhroydians exist on the fringe of societies, constantly trying to undermine other races in their never-ending push to expand their territory. They are utterly ruthless with outsiders, and have no compunctions against using any dishonorable tactics against creatures of other races. When two tribes of muhroydians meet a guerilla-style war breaks out almost instantly, and does not end until one group has vanquished the other, and subsumed the survivors into the victorious tribe. The leaders tend to be the toughest and most cunning individuals, and they gain prestige by expanding the tribe's territory and finding quiet, careful ways to slay their enemies.

Cowardly but canny. Muhroydians have a mean, cowardly streak, and attempt to avoid any combat when the odds are not in their favor. If at all possible, they run from fights, regrouping and sneaking back to attack opponents when they have the advantage. If they cannot retreat, they fight using careful team tactics, working together to bring down larger opponents.

MUSHROOMIES

Medium plant, neutral

ARMOR CLASS: 14 (natural armor)

HIT POINTS: 27 (6d8 HD)

SPEED: 20ft.

STR:	DEX:	CON:	INT:	WIS:	CHA:
16 (+3)	12 (+1)	10 (0)	16 (+3)	15 (+2)	8 (-1)

SKILLS: Stealth +3, Survival +4

SAVES: Con +4

DAMAGE IMMUNITIES: Poison

CONDITION IMMUNITIES: Poisoned, Stunned, Unconscious

SENSES: Darkvision 120ft., Passive Perception 12

LANGUAGES: Telepathic Communication

CHALLENGE: 2 (450 Xp)

Special Qualities

- **Naturally Stealthy.** The mushroomie has advantage on stealth checks.
- **Telepathic communication.** All mushroomies within a 120ft range can communicate telepathically with any or all others. This communication is selective and works just like normal speech, but cannot be heard by non-mushroomies unless they so choose. This gives them a combat advantage due to tactics, so long as any two or more mushroomies are within 10ft. of each other and both are awake, aware, and mobile, they each gain advantage on attacks.

Actions

- **Multiattack.** The mushroomie makes 2 slam attacks.
- **Slam.** Melee Weapon Attack: +5 to hit, reach 5ft, one target. Hit: 6 (1d6+3) bludgeoning damage

- Spores (recharge 5-6). The mushroomie emits a cloud of spores that fill a 30' radius area. The mushroomie may choose which kind of spores to use from the following:
 - **Pacifism.** All creatures in range must make a DC 15 Constitution save or will drop weapons and sit upon the ground. This effect lasts so long as the creatures are within range of the spores, up to 1 minute.
 - **Hallucinogenic.** All creatures in range must succeed at a DC 15 Constitution save or be affected as per the hypnotic pattern spell, save that the mushroomie does not need to concentrate to maintain the effect.
 - **Fear.** All creatures in range must succeed at a DC 15 Constitution save or be affected as per the fear spell, save that the mushroomie does not need to concentrate to maintain the effect

Living mushrooms. Mushroomies are quite literally living mushrooms. They appear as man-like creatures who at a distance may resemble dwarves with broad-brimmed hats. Upon approaching more closely, however, one will see that they are vaguely anthropomorphic in shape, but are indeed mushrooms with a stock and cap, but with arms and legs allowing them to move about freely.

Peaceful and solitary. Mushroomies are peaceful creatures who live in their own family communities of up to twelve individuals and can be found where normal mushrooms grow, usually in deep, dark and dank places. They do not care for contact with others, and just wish to be left to their own devices. They spend much of their lives in a trance-like state communing with one another. When encountered in a group, all mushroomies are of the same family line.

When not in a trance, they spend their nights working. As nocturnal creatures, they venture out in the dark to gather the nutrient-rich soil that they require for nourishment from the surrounding countryside. They will travel as far as they need, but no further than will allow them to return home before daybreak.

Combat last. Mushroomies, when pressed, will attack with their heavy fists, but for them, battle is a last resort. They much prefer to use their spores to incapacitate enemies temporarily, and then flee and hide until such enemies pass. They are not above simply moving their entire home if the threat becomes too persistent.

OPHIDIAN

Medium humanoid, chaotic evil

ARMOR CLASS: 15 (natural armor)

HIT POINTS: 22 (4d6+4 HD)

SPEED: 30ft, 30ft (swim)

STR:	DEX:	CON:	INT:	WIS:	CHA:
15 (+2)	10 (0)	13 (+1)	10 (0)	12 (+1)	10 (0)

SKILLS: Deception +4, Perception +3, Stealth +4, Survival +5

SENSES: Darkvision 60ft, Blindsight 30ft

LANGUAGES: Ophidian

CHALLENGE: ½ (100 Xp)

Special Qualities

- **Heat Sense.** The ophidians can sense heat, granting them blindsight within 30 ft.
- **Seductive.** The ophidians add double their proficiency bonus and gain advantage on all Charisma (deception) checks.

Actions

- **Multiattack.** The ophidian makes 2 attacks: one with its scimitar, and one bite.
- **Scimitar.** Melee Weapon Attack: +4 to hit, reach 5ft, one target. Hit: 5 (1d6+2) slashing damage.
- **Bite.** Melee Weapon Attack: +4 to hit, reach 5ft, one target. Hit: 5 (1d6+2) piercing damage plus 3 (1d6) poison damage, and the target must succeed at a DC 12 Constitution saving throw or be poisoned for 1 hour. Affected targets can repeat the save at the end of each turn, ending the effect on themselves with a success.

Vicious Snake Men. The Ophidians appear as 6-foot tall humanoids with the heads of pit vipers. Their tongues dart in and out, and they move so smoothly they appear to glide. They are hostile to almost every creature that is not another Ophidian.

Violent Predators. Ophidians live for the hunt and the kill. Their entire society is built around seeking out and consuming victims. They want nothing else out of life, and they will employ any tactic for the chance to kill a target.

Seductive liars. While ophidians generally don't care for negotiations, they can be incredibly seductive when they want to. They will lie, cheat, and make any promises they feel appropriate before striking their prey when least expected.

RU'AN (ELDRITCH GOBLIN)

Small humanoid, chaotic evil

ARMOR CLASS: 16 (chainmail)

HIT POINTS: 18 (4d8 HD)

SPEED: 20ft

STR:	DEX:	CON:	INT:	WIS:	CHA:
10 (+0)	18 (+4)	10 (0)	12 (+1)	13 (+2)	7 (-2)

SKILLS: Arcana +3, Stealth +6

Senses: Darkvision 60ft., Passive Perception 12

Languages: Common, Goblin

Challenge: 2 (450 Xp)

Special Qualities

- **Functional immortality.** The Ru'an regenerates 1 hit point per hour, but cannot receive magical healing except from druids. They age at 1/10 the speed of an elf, and cannot die from natural causes. Each has an unique method by which they can be permanently killed (for more information, see the 5th Edition Player's Guide to Ahrde). If killed by any other means, they pass into the netherworld, where they linger for 1 week before returning to a place they are comfort-



able and safe (which could be many miles away from their place of death), and one of their ability scores is reduced by 1. If any ability score reaches 0, the Ru'an dies permanently.

- **Giant form (1/day).** The Ru'an can instantly grow to the size of a giant, along with any equipment carried. This change doubles their hit points and hit dice (36/8d8), increases AC to 17, increases weapon damage by +1d6, and increases movement to 40ft. They can maintain this form for 1 hour, and can resume their normal height at will. When they resume their normal height, they return to having 18 hit points, even if they had less than 18 hit points when they took giant form.
- **Natural spellcasters.** The Ru'an are natural spellcasters. Their spellcasting ability is Wisdom. Their Spell save DC is 12 and their spell attack bonus is +4. They can cast the following spells:
 - o Cantrips (at will): *Prestidigitation*
 - o 1st-level (3/day): *Bane*
 - o 2nd-level (2/day): *Shatter*
 - o 3rd-level (1/day): *Stinking cloud*
- **Tactical fighting.** When two Ru'an are within 10ft. of each other and neither is incapacitated, both gain advantage on attack rolls.

Actions

- **Khopesh.** Melee Weapon Attack: +6 to hit, one target, reach 5ft. Hit: 7 (1d6+4) slashing damage.

Legends of a bygone age. The ru'an are creatures out of legend,

eldritch goblins from a bygone era. They first appeared during the Goblin-Dwarf Wars. As the stories go, the ru'an were the size of men, clever and practiced in magic. They learned to shrink by magic, giving them the element of surprise in combat. However, their racial enemy gnomes quickly learned to penetrate their disguises, and these gnomes would lead raids to hunt the ru'an before they could become a battlefield threat. For this reason, the ru'an hate and despise gnomes.

Fiercely loyal. They are rarely seen in modern times, but do come forth once in a while to wreak havoc. They are fiercely loyal to each other and never leave one of their own behind. Like all the eldritch goblins, ru'an are immortal.

Flawless tactics. Ru'an are fierce fighters. If there are more than one of them they fight together, often anticipating each other's moves. When pressed, they can change into giant shape at will, and their equipment grows or shrinks to fit their size.

SOBEKKI

Medium humanoid, lawful neutral

ARMOR CLASS: 15 (natural armor)

HIT POINTS: 12 (2d8+4 HD)

SPEED: 20ft., 40ft (swim)

STR:	DEX:	CON:	INT:	WIS:	CHA:
15 (+2)	12 (+1)	14 (+2)	10 (0)	12 (+1)	7 (-2)

SKILLS: Perception +3, Stealth +3, Survival +3

DAMAGE RESISTANCE: Bludgeoning, Piercing, And Slashing From Nonmagical Weapons

DAMAGE VULNERABILITY: Cold

SENSES: Darkvision 60ft, Tremorsense (Water Only) 30ft, Passive Perception 13

LANGUAGES: Sobekki

CHALLENGE: ½ (100 XP)

Special Qualities

- **Amphibious.** The Sobekki can breathe air and water.

Actions

- **War Paint.** Sobekki manufacture a special magical war paint called hroosh. When adorned, the war paint grants +2 to AC, +2 to damage, and advantage on all attacks the Sobekki makes for 10 minutes. Applying the paint requires 1 round.
- **Multiattack.** Sobekki make 2 attacks: one by weapon and one with a bite
- **Bite.** Melee Weapon Attack: +3 to hit, reach 5ft, one target. Hit: 5 (1d6+2) piercing and target must succeed at a DC 12 Strength save or suffer an additional 5 (1d6+2) slashing damage as the Sobekki tears away.
- **Spear.** Melee or Ranged Weapon Attack: +3 to hit, reach 5ft (or range 20/60ft), one target. Hit: 4 (1d6+1) piercing, or 5 (1d8+1) piercing if used 2-handed.
- **Scimitar.** Melee Weapon Attack: +4 to hit, reach 5ft, one

target. Hit: 5 (1d6+2) slashing.

Crocodilian humanoids. Sobekki are a primitive race of crocodilian humanoids that most sages believe to be extinct. A typical sobekki stands six feet tall with an equally long tail and weighs 300 pounds. Their thick hide is typically a dark green or grayish color. Their large, powerful jaws are full of sharp teeth.

Vicious carnivores. Sobekki are excellent hunters and prefer to eat meat whenever possible. Sobekki are well adapted to their aquatic environment. However, their large tails greatly hamper fast movement out of the water. They often make their homes underneath the banks of warm rivers.

Ambush tactics. Sobekki are fierce warriors, especially if encountered in the water. They prefer to surprise their opponents by laying an ambush near a watering hole or river trail. They usually hurl missile weapons and then close in to use their powerful bite to finish the job. In the water sobekki attempt to drag opponents underwater and drown them.

DIRE STIRGE

Dire stirges are much larger and formidable versions of the more common mosquito-like bats. Though far rarer, they too tend to live near large, stagnant water sources, are often encountered in swampy regions or dank underground caverns, and their relatively sword-like proboscis grievously impales foes and quickly drains their blood. The audible buzzing sound they make as they fly is much more pronounced than those of their smaller cousins.

STIRGE, DIRE

Medium beast, unaligned

ARMOR CLASS: 16 (Natural Armor)

HIT POINTS: 22 (4d8 + 4)

SPEED: 20 ft., fly 60 ft.

STR:	DEX:	CON:	INT:	WIS:	CHA:
8 (-1)	18 (+4)	12 (+1)	2 (-4)	12 (+1)	6 (-2)

SAVES: Dex +6

SKILLS: Perception +3, Stealth +6

SENSES: Darkvision 60 ft., Passive Perception 13

LANGUAGES: —

CHALLENGE: 1 (200 XP)

Special Qualities

- **Spider Climb.** The elder cave fisher can climb difficult surfaces, including upside down or along ceilings, without need of an ability check.

Actions

- **Blood Drain.** Melee Weapon Attack: +6 to hit, reach 5 ft., one creature. Hit: 9 (1d10 + 4) piercing damage, and the dire stirge attaches to its target. While attached, the dire stirge does not attack, but at the start of each of its turns, the target automatically loses 9 (1d10 + 4) hit points due to blood loss.

The dire stirge can detach from a target by spending 5 feet of its movement. It does this after draining 30 hit points of blood from a creature or if the creature dies. A creature, including the target, can spend its action to pull the dire stirge off them.

APPENDIX B: NEW MAGIC ITEMS

DANCING HORN (FLUTE)

Wondrous item, rare (requires attunement)

The flute is carved with scenes of merry people dancing a lively jig. Only a bard may tap into the magical properties of the flute. The flute adds +2 uses of bardic inspiration per day, and imposes disadvantage on saving throws against enchantment spells cast by the bard. Also, once per day it allows the bard to cast enthrall as a spell-like ability, except that the bard uses the flute's music to enthrall instead of a distracting string of words, and opponents are at disadvantage to save against its effects just as if it were a normal enchantment spell.

DIVINER'S DIAMOND

Wondrous item, rare (requires attunement)

This device gives the user a glimpse into the mysteries of the cosmos. To gain its benefits, the possessor of the Diviner's Diamond must first attune themselves to the diamond. Attuning oneself to the diamond requires the caster to keep the gem in close contact at all times and to spend an hour each evening out under the stars studying constellations. The character must make a successful intelligence check (DC 20, minus 1 for each evening spent in contemplation of the stars) to become attuned to the Diviner's Diamond. A failed check means they must start the process over. Once attuned to the diamond, the caster casts divination as if they were three levels higher. The possessor also gains one extra use of the divination spell per day.

DRUMS OF DREAD

Wondrous item, rare (requires attunement)

The drums are made with wood cut from a druid's grove, with elf skin stretched across for the head and stitched with dryad intestine. This drum is an evil talisman dedicated to Narrheit and sounded only in battle. The dreadful sound of this drum bolsters all worshipers of the dread god Narrheit within the area of effect (120'), giving a bonus 1d8 temporary hit points, +1 to attack rolls, and a +1 to saving throws against fear effects. All these benefits end when the beneficiaries can no longer hear the drums. All good-aligned creatures in the area of effect must make Wisdom save (DC 12) or suffer disadvantage on attack rolls, saving throws, and ability checks for as long as they can hear the drums. An affected creature may repeat the save at the end of each of its turns, ending the effect on itself with a success. Once a creature saves, it is immune to the drums for 24 hours.

HONEST ERN'S YOUTHFUL BADGE OF MORALITY

Cursed item, rare

This pin of a golden hand with three fingers pointing straight upward cannot be removed without a remove curse spell. If an identify or similar spell or effect is used to read the item, roll a d20; on a result of 1-17 it appears to have the same powers and effects as a luck stone. Once a possessor puts it on, of their own free will, they feel compelled to total honesty and morality. The wearer is always treated as though they were within the radius of

a zone of truth spell, with a DC 20 save. In addition, whenever the opportunity for a heroic act arises, the wearer must act as heroically as possible, even unto sacrificing their own life, unless they make a DC 20 Charisma saving throw. This has no effect on the wearer's alignment – they are compelled to tell the truth or act heroically, even if they hate the fact that they must do so.

LONG SWORD OF GOBLIN SLAYING

Weapon, uncommon

This +1 long sword is +3 vs. goblins and glows when goblins are within 60'.

LUCIUS' WONDROUS RUNE TILES

Wondrous item, unique

This set of elaborate runic tiles is always found in an elegant velvet rune bag, and each has an image representing its function. Each person may draw 2-4 tiles, but must declare how many tiles are being drawn before drawing, and must draw out all of the tiles before any take effect. Roll the number of draws and record results. Read them off in order as the player pieces together his fortune from the tiles. A plus sign indicates a positive tile, a minus sign, a negative. More than one person may draw from the Rune Bag if they do so immediately after one another. The tiles lose their magical properties after being used once, though they may still function as a gaming set or mundane set of soothsayer's tools, at the CK's discretion. If discarded or sold, they will regain their power for their new owner, but the new owner must be a stranger to the previous owner.

- 1 - Disease: Afflicted with a disease
- 2 + Wealth: Gain 25 gems (10-100 gp each)
- 3 + Health: Gain 1 point of constitution permanently
- 4 + Luck: Gain +10 modifier to a single check of your choice; lasts until used
- 5 + Benefactor: Gain XPs to raise character one level
- 6 - Ghost: Lose 1-3 levels (Constitution save DC 15 to avoid effect)
- 7 - Thief: Lose all gems, jewelry and coins carried by character
- 8 - Chaos: change alignment to chaotic neutral. If the PC is already chaotic neutral he must turn to lawful good
- 9 - Illness: Lose 1-3 points of constitution for 1d6 weeks or until magically cured via Heal or Lesser Restoration
- 10 + Divine Favor: You immediately gain the benefits of the Wish spell. This must be used immediately or lose the chance
- 11 + 2nd Chance: The Character gets to reroll any one action of his choice, keeping the better result. This lasts until used.
- 12 - The Crone: The character ages 10 years, gaining appropriate stat modifications the CK deems appropriate
- 13 + Youth: your character becomes 10 years younger. CK note: If the PC regresses to an adolescent or child, the stats should be modified to reflect the change

- The Scales: Weigh your alignment versus your deeds.
- 14 If the PCs actions are in line with their alignment gain 1000 XPs. If their actions are opposed to their alignment lose 1000-4000 XPs. The CK's word is final.
- 15 + Fame: Bards are singing tales of your glory- gain 1 point of Charisma permanently
- Madness: the drawer of this tile considers all others to be his enemies. He attacks all within 30' of him until a remove curse or dispel magic is used to counter the effects
- 16 + Insight: Gain the effects of a contact other plane spell immediately
- 17 — Yin/Yang: switches PC to opposite sex. Player decides if their gender identity remains or shifts.
- Infatuation: The PC falls in love with the next person he sees and will do anything to protect or garner favor from that person. CK Note: Have a lot of fun with this and make the PCs roleplay it
- 19 + Power: The PC gets an automatic natural 20 (critical hit) in combat against an opponent OR can choose to change an attack roll made against him to a 1. This can only be used once, lasts until used, and must be declared before damage is rolled.
- 20

There is a cursed version of these tiles as well, the Rune Tiles of Misfortune. These force the user to draw forth twice as many tiles as desired and any positive results are only effective if the user rolls two positive results in a row. The CK then decides which of the two works and which is inert. All negatives are effective.

NECROMANTIC CROWN OF QUENTIS (EVIL)

Wondrous Item, rare (requires attunement)

This simple circlet of golden snakes provides an evil cleric with the ability to command twice the normal number of undead using their channel divinity, or doubles the number created and controlled when the cleric casts animate dead. The crown also bestows the ability to create undead as per the spell once per week as though using a 9th-level spell slot. Anyone wearing the Crown for more than an hour must make a weekly Wisdom save (DC 20) or lose a point of constitution. Upon reaching zero constitution the character is completely transformed into a ghoul. Any neutral character who wears this crown must succeed at a DC 20 Wisdom saving throw every round or suffer 4 (1d8) points of necrotic damage. Any good character who wears this crown must succeed at a DC 20 Wisdom saving throw every round or suffer 8 (2d8) points of necrotic damage. If a good or neutral character dies while wearing the crown, they are completely transformed into a shadow.

NECROMANTIC TALISMAN OF THE UNDEAD

Wand, rare (requires attunement)

This ivory wand with a death's head tip has 3 charges. It has the following functions. Where applicable, each uses a 4th level spell slot:

- 1 charge: *animate dead, detect undead*
- 2 charges: *speak with dead*

The Talisman attracts and angers undead. Whenever a cleric possessing this talisman attempts to use channel divinity to turn or command undead, all non-intelligent undead gain advantage on their saving throws. Those that succeed on their save will attack the wearer to the exclusion of all other targets. Intelligent undead gain advantage on saves, but are not compelled to attack the wearer to the exclusion of others.

The talisman regains 1d4-1 charges at midnight every night. If the talisman's final charge is ever used, roll a d10. On a result of 1-4, the talisman explodes, dealing 4d6 necrotic damage to everything within a 30ft radius.

OUTFIT OF MANY SCALES

Armor, rare (requires attunement)

This form fitting outfit is made from the skin of an elder ophidian. The garment has a hood and covers the wearer's torso, including the hands, leaving only the face exposed. The outfit of many scales gives the wearer advantage on Dexterity checks, adds a +4 to AC (cannot be used with any form of armor), and advantage to all saving throws versus poison.

The garment carries a curse for non-ophidians who would use its power: they must make a Wisdom save (DC 15) each day that the item is worn. One failure makes the wearer feel disoriented, suffering disadvantage on all attacks, ability checks, and saving throws for 24 hours, and he contracts the disease of snake transformation. Thereafter, every 24 hours the outfit is worn, the wearer must succeed at a DC 15 Wisdom save or they transform slightly, taking on some aspects of the ophidian (snake eyes, fork tongue, fangs, etc.). If the character fails three consecutive saves, they turn into an ophidian in all ways, including an alignment shift to chaotic evil.

PLATE ARMOR OF THE DEEP

Armor (plate), very rare (requires attunement)

This plate armor has a +1 enchantment and has a pale green or blue sheen on its surface. It is decorated with wave and fish motifs, plus the symbolism of a sea deity. While wearing this armor, you are treated as unarmored for swimming purposes, and you gain an additional +1 to AC and saving throws. You can also breathe underwater as easily as on land, and can communicate with fish or other aquatic beasts as per the speak with animals spell.

RUNE STONES OF PREDESTINATION

Wondrous item, rare (requires attunement)

These magical stones allow the owner to get the benefits of an augury and bless spell once per day. These benefits are always granted together, and always to the same user. Once per week, the rune stones grant the owner the effects of a divination spell. The results are always a combination of 2-5 rune stones that give a clue to the question asked.

SANDALS OF THE TRAVELING GOD

Wondrous Item, legendary (requires attunement)

This set of magical footwear appears to be a simple pair of leather sandals with long laces that reach up to mid-calf. However,

the wearer gains several benefits associated with the Traveling God when they are donned. The sandals have 5 charges. They regain 1d4 charges each day at dawn. If the wearer ever uses the last charge, roll a d20; on a result of 1-10, the sandals lose all magical ability, permanently.

1. *Pass without Trace* (1 charge)
2. *Freedom of Movement* (1 charge)
3. *Dimension Door* (3 charges)
4. *Fly (self only)* (2 charges)
5. *Water Breathing* (1 charge)
6. *Bless (self only)* (1 charge)

THE STAFF OF URNUS GREGARIA

Staff, legendary (requires attunement by a bard, druid, or wizard)

Urnus Gregaria, the patron god of Gaxmoor bore a magical staff of his own crafting. It served him in many capacities, but particularly when he traveled throughout the kingdoms of the world. He used the staff as a conduit for his spell crafting, but more importantly, he used it to shift the wondrous city from its home plane to a protective pocket dimension.

When used as a weapon the Staff gains +3 to hit and has a base damage of 2-16. It may also strike ethereal and astral opponents. The holder is able to endure extreme temperatures and weather conditions without requiring special precautions (they could travel in the arctic or the desert in normal clothing, for example, without ill effects from extreme conditions), they may never become lost and always has an unerring sense of direction, and they gain advantage on all Wisdom (perception) or Intelligence (investigation) checks to detect traps along the road.

In addition, the staff provides many benefits to holder and a number of companions equal to his level (thus, a 4th level bearer gains these benefits, as do up to four companions): they can pass through any terrain without leaving any tracks whatsoever, they are protected from natural weather difficulties (they don't get wet from rain or snow, and the wind is always at the party's back); If on a road their movement rate is doubled.

THE FINAL STRIKE OPTION: You can use an action to break the staff over your knee or against a solid surface, performing a retributive strike. The staff is destroyed and releases its remaining magic in an explosion that expands to fill a 30-foot-radius sphere centered on it. Those within 10' take 150 points of damage while those within 50' take 75 points of damage.

In the hands of a druid these additional powers are available:

- 1.) The druid is able to cast spells as if he were two levels higher. The druid gains spell casting abilities as if they were two levels higher in terms of spell slots, total spells prepared, and maximum spell level.
- 2.) The druid is always able to converse with natural animals and gains advantage on all Charisma checks with such creatures.
- 3.) The druid gains the effects of the freedom of movement spell as long as he is on a road.

In the hands of a wizard these additional powers are available:

- 1.) The holder can cast spells as if he were two levels higher. The spellcaster gains casting abilities as if they were two levels higher in terms of slots and maximum spell level, and may immediately add additional spells to their spell book as though they had gained two levels.
- 2.) If the holder uses a personal teleport spell it is now considered as a teleport without error.
- 3.) The gate spell is now an 8th level spell for the holder.
- 4.) The holder alone may ignore the effects of a time stop spell.

TOME OF ULTIMATE EVIL

Artifact (book, requires attunement)

This evil book is an artifact which grants a 15,000 XP bonus to any evil character who spends 480 hours studying it over a period of 6 weeks, but forces the reader to make a DC 18 Wisdom save. On a failure, the reader is affected as by a geas spell that forces them to attempt to commit suicide, taking as many people with him as he can.

In addition, the book possesses 3 minor beneficial properties, and 1 major beneficial property as well as 2 major detrimental properties, determined by the GM. These properties are permanent and remain even after the book disappears. Any good character who touches the book will sense how putrid and evil it is; if the character then peruses the book's vile pages, they take 15d6 points of necrotic damage (no save).

Once an evil character reads the entire book, the book disappears, going off into the world to spread more misery.

VASTEK

Weapon, legendary (requires attunement by a fighter or barbarian)

This +2 magical war club is 2.5 feet in length and is carved to resemble a fearsome native warrior. The club possesses the Versatile capability and deals 1d8+2/1d10+2 damage. It is a sentient weapon. The club grants the wielder +2 on initiative, and +1 on AC when welded in combat. Additionally, the club grants +4 strength to the wielder only, once per day for three hours.

In the hands of a fighter, the club grants one additional fighting style. In the hands of a barbarian, the club increases the number of times the barbarian can rage between long rests by 1.

Alignment: CG, (the wielder must be CG or one step away from such and be willing to change to that alignment for the club to grant its power, otherwise the club's magical abilities do not work for that wielder, and the club will not allow itself to be attuned). The club has intelligence 10, Wisdom 10, and Charisma 13. It can speak and read the Uguri tongue, a near-extinct language. It can also communicate telepathically with its wielder. It has hearing and darkvision out to 120 feet. It has the Destiny Seeker special purpose, being convinced that it and its wielder have key roles to play in future events.

APPENDIX C: THE HISTORY OF GAXMOOR IN THE WORLD OF AIHRDE



G**AXMOOR, THE LOST CITY:** Upon the ridges of the Massif stands the Lost City. There, no single lord claims sovereignty: a host of mercenaries, bandits, and humanoid invaders vie for power within the crumbling walls of the once proud city. Her ancient heraldry can still be seen inscribed on walls or upon the insignia of those still loyal to her, a gladius sword crossed with a sheaf of wheat set in an oval of stars.

Of the Nature of the City: The fasts of the Massif are littered with hidden valleys and dark caves. Iron and copper abound in its southern reaches, but the regions silver and emeralds are its most famed resources. In the north of the Massif are diamonds, the largest known the world over, and many a battle is waged over these precious deposits. But there too are found iron and copper. The rock is difficult to work; only engineers of phenomenal ability and the giants know how to unmake and remake it. This is the selfsame rock that was transported north and used in the building of The Wall Ancient, or the Wall Ethrum.

Within the Massif are the gently sloping plains of Illithrumia. These are well-fed grasslands, moist with all the flow from the Massif and very fertile. For the most part, the plains are open and clear with fantastic vistas of deep flowing bright green grasses. Along the edge of the Massif are copses of aspen and some towering dark green firs, while within the plains proper are small beech and oak glades, lakes, ponds, rivers, streams, and swamps.

Into this quiet setting of small villages and farmsteads the powers of Narrheit have thrust the ancient city of Gaxmoor.

Gaxmoor has only recently returned to Aihrde (see below). It lies ensconced along the rim of a great mesa, within an ancient river valley, upon the western slopes of the Massif. At first glance, it seems to be a completely devastated city, but closer investigation reveals a set of solid double walls surrounding the city, with inner walls towering over the outer. Beyond these lie towers, gates, and buildings of an altogether anachronistic style, harking back to the days of the Aenochian Emperors.

A number of native denizens of Gaxmoor, descendants of the original inhabitants, struggle to survive against the invading armies of Narrheit. Only a few still hold out against the ravaging hoard. Sheila the Madam leads her band of survivors behind the marble walls of the Shapley Siren, which has so far been successful at holding the invaders at bay. A band of sobekki, still loyal to the city, have taken up residence under the great canal. Others survive in small groups or alone against the invaders.

In truth, the invading armies and the hosts of mercenaries in their employ war with each other as much as they do the Aenochian's. The whole city is rife with intrigue and power struggles. The orcs of the Red Axe clan dominate much of the city, but hobgoblins, gargoyles, and other creatures struggle against them in crumbling ruins and largely deserted streets of this once greatest of cities.

Gaxmoor's secrets are in the hands of diabolical beings and the assorted vermin they brought with them. With no real resistance to unite against, the various leader's selfish desires caused their armies to feud amongst themselves. Even so, the bands of humanoids and evil creatures that now plague the area are causing great harm to the lands of Cleves and the peoples who dwell upon the banks of Lake Orion. The war decimated border companies and inflicted terrible losses amongst the troops throughout the country.

In the face of all this destruction, the Count of Cleves, Eurich Gunshoff IV, has put out a general call for help. His pleas for assistance must now be answered by brave and bold adventurers. And for those heroic few a vast treasure lies hidden within the ruined city, along with the lost knowledge of Urnus Gregaria.

CITIES FROM THE PAST: The history of the great cities of the Empire is well recorded. During the early days of man, as the Aenochian Empire expanded, many great city-states dotted the frontier, and the wealth of Aihilde flowed into imperial coffers. Some Emperors ruled with a genuine concern for the welfare of their subjects, some ruled with greed and malice, some with indifference. The Aenochian Empire's wealth was so great that the authorities could afford to squander it. They built magnificent cities and fortresses, roads crisscrossing the land, walled towns, and mighty castles.

In general there was peace. The Empire waged sporadic wars with the tribes of hobgoblins and bestial orcs, and suppressed the occasional rebellion, but overall the Emperor's rule went unchallenged.

As the Aenochians conquered the lands of Ethrum, they constructed great fortress cities to guard their caravans and help pacify the conquered peoples. Gaxmoor was such a city. Built on the frontier of the Empire, north of Kayomar, the fortress city dominated the western approaches to the Empire. The city rapidly became a haven for travelers crossing from the Empire into the wilds. It served as the home of the followers of the deity Urnus Gregaria, and it received many of that deity's special blessings. Not a deity who coveted elaborate temples dedicated to his worship, Urnus Gregaria loved the city for its hospitality and games. Thus rest and diversions were offered to weary travelers before they continued their search of exotic goods and treasures.

After three centuries of rule, the Empire of Aenoch came to an end. Fierce nomads from the distant west settled upon the frontiers. These tribes harried the borders with constant war. Worse, ravagers in long ships sailing from the north, filled with lust for violence and plunder, began pillaging the lands. These northmen became a constant plague for the twin peoples, even into and beyond the rule of the Winter's Dark. The Emperor expended great amounts of wealth to combat these foes and, in so doing, stripped his lands of troops. The people of Ethrum rose in revolt, casting off the shackles of the Emperor's rule. Before the Emperor could muster the strength to combat them, his own nobles rose against him.

The Wars of Liberation caused much devastation on both sides of the Ursal straights. Imperial armies marched to and fro attempting to crush the rebellious subjects, and mercenary troops looted and plundered towns and villages. The land burned and her people were despoiled.

At the height of the war, the Tarvish leaders of the Ethrumians laid siege to the great fortress city of Avignon. For many long months they starved the city, but when this proved fruitless, their commanders led a bloody assault upon the walls, eventually breaching them and bringing the city down in flames. Much destruction then fell upon the folk of Avignon. Hostages were taken from the wealthy, soldiers looted, and a great host of lords and ladies faced death for serving the Emperor in far off Al-Liosh.

Eventually, the Aenochian Empire, weakened by the alliances of her many enemies and the dissension of her conquered subjects, fell to final conflict with the Tarvish Emperors, a conflict that would ultimately destroy them both. Barbarism spread, and the stone of the old border cities became quarries for the small villages that sprung up from the remnants of former metropolises. The lack of any safe communication with the East spelled the doom for the remaining border outposts of the vanquished empires.

As fire, sword, and ultimately magic overtook the rest of the Aenochian Empire, the mighty patron of Gaxmoor decided that his city must be saved. He accomplished this by removing Gaxmoor from its position in Aihilde, casting it into a pocket universe where time ran slowly. There it was to remain until such time as Gregaria's priests felt it safe to recall Gaxmoor to Aihilde.

Ages came and went, kingdoms rose and fell, yet Gaxmoor remained oblivious. In time of years, as is told in the Histories, Unklar conquered the world, and the long days of Winter's Dark settled upon Aihilde. Even so, Gaxmoor hung in the world between worlds, between the sands of time. But when Unklar fell in the Winter Dark Wars, the world, born anew, came under the guiding hands of other powers, some far more sinister than even the horned god.

The powers of chaos took a stronger hold on the world than the Lord of Traveling expected, and over the centuries the methods of recalling the city fell into the hands of the followers of the selfish and malign Narrheit, an entity of darkest evil. It was thus Narrheit's followers that returned Gaxmoor to Aihilde for the foul purposes of their master.

As the hordes of humanoids and assorted villainous mercenaries of the dreaded Lord of Chaos fell upon the city, they discovered it was no burgeoning treasure house. Instead, they found it in disrepair and only sparsely occupied, its citizens descending into decadence and barbarism. After some considerable slaughter, Gaxmoor was "pacified" and became a haven again...this time for evil!

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