

DRAGONS OF DESPAIR

A D&D® 3rd Edition Conversion

By
Cam Banks

Credits

Editor and Layout: Neil Burton

Adventure Portal Selection Committee: Cam Banks, Richard Connery,
Adam J. Dembroski, Doug Meerschaert, Claus Oleson, James O'Rance,
Troy Trbojevich, Keith Williams



Dragonlance® and D&D® and logos are trademarks of Wizards of the Coast and are used with permission. This material is copyright © 2001 The Dragonlance Nexus, Cam Banks, and Wizards of the Coast, and is not to be re-used without the express permission of all of the copyright holders.

Visit the Nexus at www.dl3e.com and
Wizards of the Coast at www.wizards.com

Table of Contents

Introduction	4
Summary of Conversion	4
How To Use This Document.....	4
Chapter 1: The Road Travels East	5
Event 1 – The Adventure Begins.....	5
Encounter 1a. Inn of the Last Home	5
Encounter 4. New Haven Road	5
Encounter 5. Prayers Eye Peak	6
Encounter 6. Twin Flat	6
Encounters 13-15. North Seeker Reaches.....	6
Encounter 16. Haven’s Vale	7
Encounter 17. Lordcity of Haven	7
Encounter 17a. Steel Tankard Tavern.....	7
Encounter 17b. Councilhall of Highseekers.....	7
Encounter 18. River White-rage.....	8
Encounter 19. Qualinesti Elflands.....	8
Encounter 20. The White-rage Cut.....	8
Encounter 22. Spirit Forest	8
Encounter 23. Centaur Reaches.....	9
Encounter 24. Dryad Forests.....	9
Encounter 25. Starnight Canyon	9
Encounter 26. Unicorn Grove	9
Encounter 30. Que-Teh.....	10
Encounter 31. The Great Crossroads.....	10
Encounter 32. Que-Kiri	10
Encounter 35. North Desolation	10
Encounter 36. Que-Shu.....	10
Encounter 38. Refugee	10
Encounter 39. Oldroad Bridge	10
Encounter 40. Southway.....	11
Encounter 41. Sageway East.....	11
Encounter 42. Cursed Lands of Newsea	11
Encounter 43. Dragonlands.....	11
Chapter 2: Lost City of the Ancients	13
Encounter 44a. Swamp Ruins	13
Encounter 44c. Vine Bridges	13
Encounter 44d. Battle of the Fallen Ironclaw.....	13
Encounter 44e. Broken Bridge.....	13
Encounter 44f. Temple of Baaz.....	13
Encounter 44h. Breeding Pool	14
Encounter 44j. Fallen Obelisk.....	14
Encounter 44k. Plaza of Death.....	14
Chapter 3: Descent into Darkness.....	15
Encounter 42d. North Worship Room	15
Encounter 46e. Southern Holy Circle.....	15
Encounter 47b. Southern Crypts	15
Encounter 47c. Going Down.....	15
Encounter 47f. Watch Room.....	16
Encounter 47g. Treasury.....	16
Encounter 48. Sewer Entrance	16
Encounter 51a. Cellar Above	16
Encounter 51c. Ceiling Cooks.....	16
Encounter 55. Bottoms Down	17

Encounter 54b. Sage’s Court.....	17
Encounter 55. Treasury Court.....	17
Encounter 56. View from the Falls.....	17
Encounter 57a. Outer Treasury	18
Encounter 57b. Vault.....	18
Encounter 59b. Dance on the Wall.....	18
Chapter 4: Lair of the Dragon	19
Encounter 63. North Mall.....	19
Encounter 64. Palace Guard Hall	19
Encounter 64a. Entry.....	19
Encounter 64c. North Armory.....	19
Encounter 64d. Assembly.....	19
Encounter 64g. Quarters.....	19
Encounter 64h. Mess Hall.....	20
Encounter 65a. Larder Office.....	20
Encounter 65b. Larder	20
Encounter 66. Court of Reception	20
Encounter 67. Great Plaza.....	21
Encounter 67a. East Falls.....	21
Encounter 67b. West Falls.....	21
Encounter 68c. Slud Clan Rooms.....	21
Encounter 68f. Guards Post	22
Encounter 68h. Treasury.....	22
Encounter 68i. Messy Mess	22
Encounter 68j. Bulp Clan Room	23
Encounter 68m. Court of the Aghar	23
Encounter 69b. The Secret Way.....	23
Encounter 70c. First Hall.....	23
Encounter 70d. Palace Treasury.....	23
Encounter 70g. Prisoner Cell	24
Encounter 70h. Bozak Commander.....	24
Encounter 70j. Hall of Sound.....	24
Encounter 70k. Court of the Balance.....	24
Appendix A: Magical Items	26
Blue Crystal Staff of Mishakal.....	26
Disks of Mishakal.....	26
Appendix B: Random Encounter Listings.....	27
General Random Encounter Table	27
The Darken Wood Random Encounter Table	29
Appendix C: Summary and Credits	30
Converted Product.....	30
Additional Credits.....	30

INTRODUCTION

Summary of Conversion

Dragons of Despair was the first official Dragonlance module. This conversion is the first in a series of conversions for the DL modules.

Only encounters with creatures, treasure, or traps of some kind were converted. This document has been designed to go hand-in-hand with a copy of either the original 1st Edition module *DL1 Dragons of Despair*, or the first section of the 2nd Edition revised collection *Dragonlance Classics Volume 1*. As such, no maps or module text have been included except where necessary as part of a conversion.

Please note that this module makes certain assumptions regarding the number of characters in the party – it is designed for 8 characters of levels 4-6, and is best used with my Heroes of the Lance/Innfellows pre-generated character conversions (available on The Nexus). The encounter levels and challenge ratings included in this conversion are scaled for a party of 4, as described in the DMG, but assume that a party of 8 PCs can handle an EL or CR of 2 levels higher than the average party level. For example, the average level of the Heroes of the Lance is around 4.75 (rounded to 5), and thus an EL of 7 would be a Challenging encounter. Some of the higher EL encounters, however, aren't designed to be beaten by the players, or require special means to handle (such as Khisanth, who is CR 18 and beyond the scope of the characters to handle without divine help).

Full stat blocks are given for most encounters, even those which appear in the *Monster Manual*. The exception to this is the Wandering Monster section, although monsters that aren't included in the *Monster Manual* do receive a full stat block in that section. I find having more than just the name and hit points very helpful during the course of a game!

How To Use This Document

This conversion is meant to give DM's all of the information they need to run the original adventure using 3rd Edition rules.

Events and encounters in the module are listed below wherever a 3ed perspective is needed or is useful, listing for example DC's for various tasks, or relevant skills to be used.

Stat blocks for all monsters and NPC's are given in the body of the text – repeated where necessary for your convenience, with the exception of *Special Attacks* and *Qualities*, which are listed only once, the first time the creature is mentioned (let us know how this format works for you).

Finally, various appendices detail magical items and random encounter tables to use as you see fit.

CHAPTER 1: THE ROAD TRAVELS EAST

Event 1 – The Adventure Begins

Toede and Hobgoblins (EL 7)

This is an EL7 encounter because Toede will flee on his pony before the hobgoblins attack. If for some reason he becomes part of the combat, raise the EL to 8.

Fewmaster Toede, Male Hobgoblin Ftr4: CR 4; Medium-Size Humanoid (Goblinoid) (5 ft. 5 in. tall); HD 4d10; hp 22; Init +4 (Improved Initiative); Spd 30 ft.; AC 14 (+3 studded leather, +1 small shield); Atk +6 melee (1d6+2, short sword) or +6 melee (1d4+2, dagger); SQ Darkvision 60 ft, leaping; AL LE; SV Fort +6, Ref +1, Will +1; Str 16, Dex 10, Con 16, Int 8, Wis 11, Cha 6.

Skills: Intimidate +1 (+11 vs goblins, hobgoblins and ogres), Jump +14¹, Move Silently +4², Ride +3.

Feats: Alertness, Improved Initiative, Mounted Combat, Skill Focus (Intimidate), Trample.

SQ-Leaping (Ex): Toede has a +10 bonus to Jump checks.

SQ-Goblin Charm (Ex): Toede has a +10 bonus to Intimidate checks vs. goblins, hobgoblins and ogres.

Possessions: Studded leather armor, small shield, short sword, dagger.

¹ Includes +10 racial bonus

² Includes +4 racial bonus

Hobgoblins (10): CR 1/2; Medium-Size Humanoid (Goblinoid) (6 ft. tall); HD 1d8+1; hp 5; Init +1; Spd 30 ft.; AC 15 (+1 Dex, +3 studded leather, +1 small shield); Atk +1 melee (1d8, longsword); SQ Darkvision 60 ft; AL LE; SV Fort +3, Ref +1, Will +0; Str 11, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +1, Listen +3, Move Silently +3, Spot +3.

Feats: Alertness.

Possessions: Studded leather armor, longsword, small shield

Encounter 1a. Inn of the Last Home

Otik Sandath the Innkeeper, Male Human Ftr3: CR 3; Medium-Size Humanoid (6 ft. 1 in. tall); HD 3d10+12; hp 22; Init +1 (Dex); Spd 30 ft.; AC 12 (+1 Dex, +1 leather apron); Atk +6 melee (1d6+2, club) or +5 melee (1d4+2, dagger); AL LN; SV Fort +9, Ref +2, Will +3; Str 15, Dex 12, Con 18, Int 12, Wis 16, Cha 15.

Skills: Craft (brewing) +5, Craft (cooking) +9¹, Listen +5¹, Spot +5¹, Profession (innkeeper) +4.

Feats: Alertness, Great Fortitude, Improved Unarmed Strike, Skill Focus (Craft/cooking), Weapon Focus (club).

Possessions: Tap handle (club), dagger, leather apron
¹ Craft (cooking), Listen, and Spot include bonuses from *Skill Focus* or *Alertness* feats

Tika Waylan, Barmaid, Female Human Rog3/Ftr2: CR 5; Medium-Size Humanoid (5 ft. 8 in. tall); HD 3d6+2d10+5; hp 22; Init +3; Spd 30 ft.; AC 14 (+3 Dex, +1 leather apron); Atk +7 melee (1d8+2, heavy frying pan); SA sneak attack +2d6; SQ uncanny dodge, evasion; AL NG; SV Fort +5, Ref +6, Will +2; Str 14, Dex 16, Con 13, Int 9, Wis 12, Cha 14.

Skills: Bluff +6, Climb +10, Disable Device +3, Hide +5, Intimidate +6, Jump +3, Move Silently +5, Open Lock +7, Pick Pocket +9, Profession (barmaid) +5, Ride +4, Search +3, Sense Motive +5, Tumble +7.

Feats: Dodge, Mobility, Spring Attack, Weapon Focus (heavy mace/frying pan), Weapon Focus (short sword).

Possessions: Frying pan, leather apron, gold ring (on chain around neck).

Townsperson, Male and Female Human Com1 (5): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

Encounter 4. New Haven Road

To spot the hidden draconians, characters must make a Spot check (DC 20). PCs who climb a tree gain a +5 circumstance bonus to this check.

Draconians (EL 6)

The draconians, if spotted or in an advantageous position, launch from the trees and glide down to block the road back to Solace. A few of them may attempt charging attacks, while at least one Baaz will blow a horn to warn any other Baaz in the area, as per module text.

Baaz Draconians (8): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws)

or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

SA-Death throes (Su): On the round that a Baaz reaches 0 or fewer hit points, its body turns to stone. The creature that struck the deathblow must roll a successful Dexterity check (DC 13) or have his weapon fused to the draconian. The Baaz "statue" crumbles to dust after 1d4 minutes. Items carried by the Baaz are unaffected by the petrification and subsequent dissolution. Any stuck weapons can be retrieved after the Baaz crumbles away.

SQ-Disease immunity (Ex): Baaz are immune to all natural diseases.

SQ-Low metabolism (Ex): Baaz can survive on one-tenth the food and water it takes to sustain a human.

SQ-Glide (Ex): A Baaz can use its wings to glide, negating any damage from a fall of any height and allowing it to travel horizontally up to four times the vertical distance descended.

Possessions: Cloaks, robes, long sword

Encounter 5. Prayers Eye Peak

Randomly determine a character to make a Spot Check (DC 18), or have them all attempt it. If the party is being pursued into the area, the DC is reduced to 13.

White Stag (1): CR 7; Large Magical Beast (7 ft. tall); HD 10d10+30; hp 77; Init +9 (Dex, Improved Initiative); Spd 60 ft.; AC 24 (-1 size, +5 Dex, +10 natural); Atk +14 melee (1d12+4, antlers) or +12 melee (1d6+2, hooves); SA death-curse; SQ spell-like abilities; AL LG; SV Fort +10, Ref +12, Will +6; Str 18, Dex 21, Con 17, Int 14, Wis 16, Cha 16.

Skills: Hide +12, Listen +12¹, Move Silently +12, Spot +12¹, Wilderness Lore +11.

Feats: Alertness, Dodge, Improved Initiative, Mobility, Track.

SA-Death-curse (Su): If the White Stag is killed, its body disappears and dark thunderclouds form overhead. These clouds follow the killers for seven days, during which time they suffer a -1 luck penalty to their Armor Class.

SQ-Spell-like abilities (Sp): At will – *detect good, detect thoughts, find the path, speak with animals.* 3/day – *bless.* The white stag uses these abilities as if they were spells cast by an 11th level cleric (save DC 18)

¹ Includes bonus from *Alertness* feat

Encounter 6. Twin Flat

These draconians are disguised: hoods and black cloth masks cover their faces, their hands are wrapped and they wear heavy robes. Seeing through their disguise is an opposed Spot check against the draconian's Disguise skill. In combat, a draconian can tear their robes free to allow greater movement; this is a move-equivalent action. While disguised, they lose the benefit of their Run feat and can only move at their standard rate.

Draconians (EL 8)

The draconians won't attack the party, choosing instead to extract some information from them if possible. Refer to the module text for particulars. If the encounter does turn to combat, the draconians fight to the death, hoping to drive the party further down the road to gain support and reinforcements.

Baaz Draconian Leader (1): CR 2; Medium-Size Monstrous Humanoid (6 ft. tall); HD 3d8+6; hp 20; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +3 melee (1d4, claws) or +3 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +6, Disguise +5, Gather Information +6, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Baaz Draconians (10): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounters 13-15. North Seeker Reaches

There is a 15% chance per turn that the heroes find a typical farmer and his family moving to the south. On the main road this happens 30% of the time in area 13, and a 70% of the time in area 14. In area 15 the heroes will always encounter the family.

Refugees, Male and Female Human Com1 (2-20): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init

+0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

Encounter 16. Haven's Vale

Refugees, Male and Female Human Com1 (2-20): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

Every game hour there is a 25% chance of a troop of Holy Guard passing. Half the time they are heading away from Haven. Heroes can stop the guard leader by making a successful Diplomacy check (DC 10).

Creatures (EL 11)

This shouldn't turn into a combat encounter, but in the unlikely event the party attacks the Holy Guards, they may find them to be more than a challenge.

Guardleader, Male Human Ftr5: CR 5; Medium-Size Humanoid (6 ft. tall); HD 5d10+5; hp 30; Init +5 (Dex, Improved Initiative); Spd 20 ft.; AC 18 (+7 half-plate, +1 small shield); Atk +8 melee (1d8+2, long sword); AL CG; SV Fort +5, Ref +2, Will +1; Str 15, Dex 12, Con 12, Int 10, Wis 10, Cha 13.

Skills: Climb +5 (-2 in armor), Diplomacy +5¹, Listen +3, Ride +5, Search +3.

Feats: Cleave, Improved Initiative, Power Attack, Skill Focus (diplomacy), Weapon Focus (long sword).

Possessions: Half-plate armor (-7 check penalty), small shield, long sword, Seeker symbols

¹ Includes bonus from *Skill Focus* feat

Holy Guards, Male Human War4 (10): CR 3; Medium-Size Humanoid (5 ft. 10 in. tall); HD 4d8; hp 15; Init +4; Spd 20 ft.; AC 16 (+5 chainmail, +1 small shield); Atk +7 (1d8+2, long sword); AL CG; SV Fort +4, Ref +1, Will +1; Str 14, Dex 11, Con 11, Int 10, Wis 10, Cha 11.

Skills: Climb +5 (+0 in armor), Intimidate +3, Jump +5 (+0 in armor), Listen +2, Ride +4, Search +2.

Feats: Improved Initiative, Power Attack, Weapon Focus (long sword).

Possessions: Chainmail armor (-5 check penalty), small shield, long sword, Seeker symbols

Encounter 17. Lordcity of Haven

Refugees, Male and Female Human Com1 (2-20): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

Holy Guards, Male Human War4 (10): CR 3; Medium-Size Humanoid (5 ft. 10 in. tall); HD 4d8; hp 15; Init +4; Spd 20 ft.; AC 16 (+5 chainmail, +1 small shield); Atk +7 (1d8+2, long sword); AL CG; SV Fort +4, Ref +1, Will +1; Str 14, Dex 11, Con 11, Int 10, Wis 10, Cha 11.

Skills: Climb +5 (+0 in armor), Intimidate +3, Jump +5 (+0 in armor), Listen +2, Ride +4, Search +2.

Feats: Improved Initiative, Power Attack, Weapon Focus (long sword).

Possessions: Chainmail armor (-5 check penalty), small shield, long sword, Seeker symbols

Encounter 17a. Steel Tankard Tavern

Refugees, Male and Female Human Com1 (2-20): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

Encounter 17b. Councilhall of Highseekers

Creatures

No EL is given for this encounter. The DM may choose to hand out XP for good or clever roleplaying, but any combat is futile given the overwhelming numbers.

Holy Guards, Male Human War4 (100): CR 3; Medium-Size Humanoid (5 ft. 10 in. tall); HD 4d8; hp 15; Init +4; Spd 20 ft.; AC 16 (+5 chainmail, +1 small shield); Atk +7 (1d8+2, long sword); AL CG; SV Fort +4, Ref +1, Will +1; Str 14, Dex 11, Con 11, Int 10, Wis 10, Cha 11.

Skills: Climb +5 (+0 in armor), Intimidate +3, Jump +5 (+0 in armor), Listen +2, Ride +4, Search +2.

Feats: Improved Initiative, Power Attack, Weapon Focus (long sword).

Possessions: Chainmail armor (-5 check penalty), small shield, long sword, Seeker symbols

Master of the Highseekers, Male Human Clr7: CR 7; Medium-Size Humanoid (5 ft. 9 in. tall); HD 7d8; hp 35; Init +2 (Dex); Spd 30 ft.; AC 12 (+2 Dex); Atk +5 (1d8, heavy mace); AL CG; SV Fort +5, Ref +4, Will +9; Str 11, Dex 14, Con 11, Int 13, Wis 15, Cha 15.

Skills: Bluff +8¹, Diplomacy +10, Knowledge (religion) +9, Sense Motive +6, Spot +6.

Feats: Dodge, Iron Will, Run, Skill Focus (Bluff).

Possessions: Highseeker robes, heavy mace, Seeker symbols, steel girdle

Note: Although the Master of the Highseekers is a Cleric, his Seeker gods are not real and he does not gain any clerical powers. This includes his spellcasting and turning ability.

¹ Includes bonus from *Skill Focus* feat

Highseeker Councilors, Male Human Clr5 (8): CR 5; Medium-Size Humanoid (5 ft. 7 in. tall); HD 5d8; hp 22; Init +2; Spd 30 ft.; AC 12 (+2 Dex); Atk +3 (1d8, heavy mace); AL CG; SV Fort +4, Ref +3, Will +5; Str 11, Dex 14, Con 11, Int 11, Wis 13, Cha 13.

Skills: Bluff +5, Diplomacy +7¹, Knowledge (religion) +4, Sense Motive +3, Spot +3.

Feats: Dodge, Run, Skill Focus (Diplomacy).

Possessions: Highseeker robes, heavy mace, Seeker symbols, steel girdle

Note: Although the Highseekers are Clerics, their Seeker gods are not real and they do not gain any clerical powers. This includes any spellcasting and turning ability.

¹ Includes bonus from *Skill Focus* feat

Encounter 18. River White-rage

Those trying to walk or swim across the river apart from at the fords must make a successful *Swim* or Strength Check (DC 15) to make their way back to the side of the river they started from, or be swept away for 100 feet dealing 2d6 points of damage. They must then make another Strength Check to avoid this happening again, until they are back on shore. Even with a successful check, the character takes 1d6 points of subdual damage from the fast-moving water and rapids.

Encounter 19. Qualinesti Elflands

Creatures (EL 9)

If attacked, these elves will fight to the death. See the module text for details of further reinforcements and the consequences of being so reckless as to attack the elves in their homeland.

Qualinesti Elf Patrol, Male Elf War2 (15): CR 1; Medium-Size Humanoid (5 ft. 6 in. tall); HD 2d8+2; hp 17; Init +2; Spd 30 ft.; AC 14 (+2 Dex, +2 leather armor); Atk +3 melee (1d8+1, long sword) or +4 ranged (1d8, longbow); SQ low-light vision, elf traits; AL LG; SV Fort +4, Ref +2, Will +0; Str 12, Dex 14, Con 12, Int 11, Wis 11, Cha 11.

Skills: Climb +2, Hide +1, Listen +3¹, Search +3¹, Spot +2¹.

Feats: Point-Blank Shot.

Possessions: Longbow, long sword, leather armor, quiver and 20 arrows.

¹ Include racial skill bonuses

Encounter 20. The White-rage Cut

Raft pilots must make Dexterity and Strength Checks (Difficulty 10 each) once per turn here. They cannot take 10 on these checks. If a pilot fails a check the raft splinters on a rock and all passengers are thrown into the rapids. Raft moves 2 miles/turn. Use swimming rules in Encounter 18 above. Survivors reach the north shore and can make their way up to Encounter 22 via cliff paths.

Encounter 22. Spirit Forest

Creatures (EL 10)

This is a tough encounter and involves dealing with incorporeal opponents. If the party turns it into a stand-up fight, the spectral minions should make use of their Guardian traits and military training to attempt to flank and outnumber the PCs. They will not kill party members, satisfied with incapacitating them and leaving them to be found by Darkenwood's centaurs, dryads or other fey subjects of the Forestmaster.

Spectral Minions (12): CR 3; Medium-Size Undead (Incorporeal) (6 ft. tall); HD 3d12; hp 17; Init +6 (Dex, Improved Initiative); Spd 20 ft.; AC 19 (+5 breastplate, +2 Dex, +1 small shield, +1 deflection); Atk +6 (1d8, long sword); SA Guardian; SQ SR 16, turn resistance +4, undead; AL CE; SV Fort +3, Ref +3, Will +1; Str -, Dex 14, Con -, Int 11, Wis 10, Cha 10.

Skills: Listen +6, Search +6, Spot +6.

Feats: Dodge, Improved Initiative, Weapon Focus (long sword).

SA-Guardian (Su): Gains an additional attack of opportunity and a +2 dodge bonus to AC when protecting or defending post.

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Long sword, breastplate, small shield (all incorporeal).

Encounter 23. Centaur Reaches

Creatures (EL 9)

These individuals will fight to the death if resisted. It will probably bode poorly for the party if they kill them.

Centaur (8): CR 3; Large Monstrous Humanoid (9 ft. tall); HD 4d8+8; hp 26; Init +2 (Dex); Spd 50 ft.; AC 15 (-1 size, +2 Dex, +2 natural, +2 large shield); Atk +7 melee (1d8, shortspear) or +3 melee (1d6+2, 2 hooves); Face 5 ft. by 10 ft.; AL CG; SV Fort +3, Ref +6, Will +5; Str 18, Dex 14, Con 15, Int 8, Wis 13, Cha 11.

Skills: Hide +2, Listen +4, Move Silently +4, Spot +4, Wilderness Lore +5.

Feats: Weapon Focus (hoof).

Possessions: Shortspear, large shield

Encounter 24. Dryad Forests

Creatures

No EL is given as these creatures will not engage the party in combat.

Dryads (1-6): CR 1; Medium-Size Fey (5 ft. 6 in. tall); HD 2d6; hp 7; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 12 (+2 Dex); Atk +1 melee (1d4, dagger); SA spell-like abilities; SQ symbiosis; AL CG; SV Fort +0, Ref +5, Will +5; Str 10, Dex 15, Con 11, Int 14, Wis 15, Cha 18.

Skills: Animal Empathy +9, Knowledge (nature) +6, Escape Artist +7, Hide +7, Listen +9, Move Silently +7, Sense Motive +7, Spot +9, Wilderness Lore +7.

Feats: Alertness, Dodge, Improved Initiative.

SA-Spell-like Abilities (Sp): At will – *Speak with plants*, *dimension door* (as 7th level sorcerer, only through trees, only to reach their own oak). 3/day: *charm person* (as 4th level sorcerer, Will save DC 15 or be charmed for 4 hours).

SQ-Symbiosis (Su): Dryads who stray more than 300 yards from their oak tree become ill and die within 4d6 hours.

Possessions: Dagger.

Encounter 25. Starnight Canyon

15% chance per turn the party is in this area of encountering the pegasi. The creatures are docile and easily mounted – they will flee if attacked for any reason.

Pegasi (1-12): CR 3; Large Magical Beast (6 ft. shoulder, wingspan 20 ft.); HD 4d10+12; hp 34; Init +2 (Dex); Spd 60 ft. fly 120 ft. (average); AC 14 (-1 size, +2 Dex, +3 natural); Atk +7 melee (1d6+4, 2 hooves) or +2 melee (1d3+2, bite); SQ scent, spell-like abilities; AL CG; SV Fort +7, Ref +6, Will +4; Str 18, Dex 15, Con 16, Int 10, Wis 13, Cha 13.

Skills: Listen +12, Sense Motive +7, Spot +12¹, Wilderness Lore +3.

Feats: Iron Will.

SA-Spell-like Abilities (Sp): At will: *detect good*, *detect evil* 60 yard radius, as 5th-level sorcerer.

¹ Includes +4 racial bonus

Encounter 26. Unicorn Grove

Creature (EL 8)

While this is an EL 8 encounter, it should never come down to combat. The Forestmaster will almost certainly have the almost immediate support of his subjects if she is attacked. Roll on the random encounter table for Darkenwood to determine who shows up to defend her, and raise the EL appropriately.

Forestmaster Unicorn: CR 8; Large Magical Beast (7 ft. tall, 10 ft long); HD 10d10+20; hp 60; Init +3 (Dex); Spd 60 ft.; AC 18 (-1 size, +3 Dex, +6 natural); Atk +17 melee (1d8+8, horn) or +10 melee (1d4+2, 2 hooves); Face/Reach 5 ft by 10 ft/5 ft (10 ft with horn); SQ magic circle against evil, spell-like abilities, immunities; AL CG; SV Fort +12, Ref +10, Will +10; Str 20, Dex 17, Con 21, Int 20, Wis 21, Cha 24.

Skills: Animal Empathy +12, Knowledge (nature) +12, Knowledge (local) +12, Listen +12, Move Silently +11, Sense Motive +11, Spot +12, Wilderness Lore +10¹.

Feats: Alertness, Iron Will.

SA-Horn (Su): The Forestmaster's horn is a +3 magical weapon (included in stats above)

SQ-Spell-like abilities (Sp): At will: *detect evil* as a free action. 3/day: *cure light wounds* as 5th-level druid. 1/day: *cure moderate wounds* as 5th-level druid, *neutralize poison* as 8th-level druid, *teleport without error* to anywhere within Darkenwood.

SQ-Immunities (Ex): The Forestmaster is immune to all poisons and to hold and charm spells or abilities.

¹ Receives a +3 competence bonus to *Wilderness Lore* in Darkenwood

Flying out of the forest on pegasus back, the heroes must each make a Will saving throw (DC 18) every 10 minutes or fall asleep.

Encounter 30. Que-Teh

Characters with the *Track* feat can make a *Wilderness Lore* check (DC 10) to spot the tracks that lead to Encounter 38.

Encounter 31. The Great Crossroads

Characters with the *Track* feat can make a *Wilderness Lore* check (DC 15) to determine that the tracks that lead to the village of Que-Shu are draconian (provided they have encountered draconians previously).

Encounter 32. Que-Kiri

Creatures (EL 8)

Killing these guards will incur the wrath of the entire town, who will drive the party out and most likely never let them within a hundred yards of the town limits again, let alone give them information.

Que-Kiri City Guards, Male Human War2 (10): CR 1; Medium-Size Humanoid (6 ft. 2 in. tall); HD 2d8+4; hp 10; Init +0; Spd 30 ft.; AC 12 (+2 leather armor); Atk +3 melee (1d6+1, short sword); AL N; SV Fort +4, Ref +0, Will +0; Str 13, Dex 11, Con 14, Int 9, Wis 12, Cha 10.

Skills: Climb +3, Handle Animal +2, Listen +3, Spot +3, Swim +3, Wilderness Lore +3.

Feats: Alertness, Track.

Possessions: Leather armor, short sword

Encounter 35. North Desolation

Characters with the *Track* feat can make a *Wilderness Lore* check (DC 10) to tell the tracks are draconian, if

they have previously encountered draconians. If the check also beat a DC of 18, it's possible to tell the prints first pass south, then return north.

Encounter 36. Que-Shu

Reading the writing on the shield requires a *Decipher Script* or Intelligence check (DC 20).

Encounter 38. Refugee

Creatures (EL 3)

As these draconians see the party as a real threat, they will ignore Nightshade and attack the party instead. See module text.

Baaz Draconians (3): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Nightshade the Refugee, Human Male War4: CR 3; Medium-Size Humanoid (6 ft. tall); HD 4d8+8; hp 21 (currently 6); Init +3 (Dex); Spd 30 ft.; AC 13 (+3 Dex); Atk +6 melee (1d3+2 subdual, fists); AL LG; SV Fort +6, Ref +4, Will +2; Str 16, Dex 17, Con 15, Int 10, Wis 12, Cha 13.

Skills: Climb +7, Handle Animal +6, Jump +7, Listen +3, Spot +3, Wilderness Lore +4.

Feats: Alertness, Run, Weapon Focus (short bow).

Possessions: None.

Encounter 39. Oldroad Bridge

Creatures (EL 4)

See module text for details of this encounter. The draconians attack the party on sight.

Baaz Draconian Guards (4): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Baaz Reserves (10-20): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 40. Southway

Creatures (EL 9+)

Another futile encounter, at least after the first wave of draconians. See the module text for details.

Baaz Reserves (10-20): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 41. Sageway East

Characters with the *Track* feat can make a *Wilderness Lore* check (DC 10) to spot tracks of human plainsman mixed in with heavier tracks. If the check also made DC 15, it's possible to tell the heavy prints are draconian if the character has encountered draconians before.

Encounter 42. Cursed Lands of Newsea

Each turn, there is a 15% chance the trail the heroes are on dead-ends and they must cross 5-9 feet (1d4+5) of water to continue.

Encounter 43. Dragonlands

Creatures (EL 7)

While the party could probably take on this outpost, going any further north is a very bad idea. See module text.

Bozak Draconian Guardleader: CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Death throes (Su): When reduced to 0 hit points, a Bozak's flesh shrivels on its bones and crumble into dust, and then the bones explode for 1d6 damage within a 10 ft radius (Reflex negates, DC 14).

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *charm person, magic missile, shield*. 2nd-level: *invisibility, mirror image*.

SQ-Disease immunity (Ex): Bozaks are immune to all natural diseases.

SQ-Low metabolism (Ex): Bozaks can survive on one-tenth the food and water it takes to sustain a human.

SQ-Glide (Ex): A Bozak can use its wings to glide, negating any damage from a fall of any height and allowing it to travel horizontally up to four times the vertical distance descended.

Possessions: Long sword.

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Baaz Draconian Guards (2): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Hobgoblins (6): CR 1/2; Medium-Size Humanoid (Goblinoid) (6 ft. tall); HD 1d8+1; hp 5; Init +1; Spd 30 ft.; AC 15 (+1 Dex, +3 studded leather, +1 small shield); Atk +1 melee (1d8, longsword); SQ

Darkvision 60 ft; AL LE; SV Fort +3, Ref +1, Will +0; Str 11, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +1, Listen +3, Move Silently +3, Spot +3.

Feats: Alertness.

Possessions: None.

Baaz Reserves (10-20): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

CHAPTER 2: LOST CITY OF THE ANCIENTS

Encounter 44a. Swamp Ruins

Characters with the *Track* feat can make a *Wilderness Lore* check (DC 15) to tell the tracks are draconian, if they have previously encountered draconians.

Encounter 44c. Vine Bridges

Heroes who cross the bridge and fail a Reflex save (DC 20) fall into the water.

Encounter 414. Battle of the Fallen Ironclaw

Creatures (EL 10)

This is a very tough encounter, potentially lethal for one or more heroes, though the bozaks are trying to capture the party, not kill them. Refer to module text for details. Those heroes attacked by *web* and who fail their saving throws by 5 or more become snared in the trees behind them, making all checks to escape the webs penalized by -2.

Bozak Draconians (6): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9. *Feats:* Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep*. 2nd-level: *darkness, web*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Encounter 44e. Broken Bridge

Creatures (EL 2)

A minor encounter at best, and one that should pose little trouble.

Baaz Draconians (2): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 44f. Temple of Baaz

Creatures (EL 7)

This encounter offers many opportunities for fun, as recounted in *Dragons of Autumn Twilight*. It is also substantially more difficult when some or all of the party are prisoners.

Bozak Draconian ‘Priest’ (1): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *charm person, magic missile, shield*. 2nd-level: *invisibility, mirror image*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Baaz Draconians (7): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throes; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

The chance of anyone inside the wicker dragon accidentally knocking it into the bonfire is 30%. Characters inside the burning wicker dragon must make a Reflex save (DC 14) to escape, or take 1d6 points of fire damage each round. The chance of the draconian guarding the bamboo cage falling asleep is 10% during the day, 30% at night. The cage is made of bamboo (Hardness 5, hp 10, Break DC 15).

Encounter 44h. Breeding Pool

Creatures (EL 7)

As this is possibly the first encounter the party has with dragons, it may offer a good opportunity to showcase their abilities. Try the use of the snatch attack, and have at least two or three dragons sneak up on the party and flank characters in the rear. They will also use their breath weapons to good effect.

Black Dragon Hatchlings (5): CR 2; Tiny Dragon (Water) (2 ft. long); HD 4d12+4; hp 20; Init +0; Spd 60 ft., fly 100 ft (average), swim 60 ft; AC 15 (+2 size, +3 natural); Atk +6 melee (1d4, bite) or +1 melee (1d3, 2 claws); Face 2.5 ft by 2.5 ft; Reach 5 ft (greater than usual for size); SA breath weapon; SQ keen senses, immunities, blindsight 30 ft; AL ; SV Fort +5, Ref +4, Will +4; Str 11, Dex 10, Con 13, Int 8, Wis 11, Cha 8.

Skills: Escape Artist +4, Hide +4, Listen +6¹, Move Silently +4, Spot +6¹, Search +3.

Feats: Alertness.

SA-Breath weapon (Su): 30 ft long stream of acid, 2d4 acid damage, Reflex DC 13, usable once every 1d4 rounds.

SQ-Keen senses (Ex): Sees 4 times as well as humans in low-light conditions and twice as well in normal light; darkvision 100 ft.

SQ-Immunities (Ex): Immune to acid, and to *sleep* and *paralysis* spells and spell-like effects.

SQ-Blindsight (Ex): Range 30 ft.

¹ Includes +2 bonus from Alertness feat

Encounter 44j. Fallen Obelisk

Reading the writing on the obelisk requires a Decipher Script or Intelligence check (DC 20).

Encounter 44k. Plaza of Death

Creatures (EL 18)

Obviously, this is a potentially deadly encounter and Khisanth as presented here is even more powerful than in previous versions of this module. Be very strict with how you play her at this point – follow the module’s guidelines for her activity, and keep her use of high-level spells to a minimum. You can pull out all the stops later, for now have her resort to her frightful presence for the first round, *magic missiles* and *sleep* spells from the air for a couple of rounds, followed by a round of acid breath. Onyx then flies back down the well. It is very likely that one or more PCs will die or be very near death – this is what the Staff of Mishakal (and the statue inside the Temple) are for.

Khisanth (Onyx), Female Ancient Black Dragon: CR 18; See stat block at encounter 70k, Court of the Balance.

CHAPTER 3: DESCENT INTO DARKNESS

Encounter 42d. North Worship Room

Creatures (EL 3)

Defeating these draconians provides an opportunity for extracting information. Of course, killing them won't loosen their lips at all.

Baaz Draconians (3): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Treasure: The scroll is a *scroll of lightning bolt* (caster level: 10th).

Encounter 46e. Southern Holy Circle

Creatures (EL 5)

While technically an EL5 encounter, these dwarves are more of a roleplaying encounter than a combat one. They flee if attacked, or huddle into small balls, and DMs should not award XP for attackin helpless and frightened foes like these.

Glup Clan Gully Dwarves, Male Aghar Com2 (5): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 47b. Southern Crypts

Creatures

Again, not a combat/XP award encounter. Despite their numbers, the gully dwarves run if attacked.

Glup Clan Gully Dwarves, Male Aghar Com2 (30): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 47c. Going Down

Creatures (EL 2 or EL 6)

A potentially tough encounter if the reinforcements arrive, even moreso since the party is near a very long drop. Having a draconian bullrush a character towards the holes should give them something to worry about, but otherwise it's a fairly average fight.

Baaz Draconian Overseers (2): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 18; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Baaz Draconians (6): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ

spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 47f. Watch Room

Due to the slippery floor, all physical actions here (such as combat or movement) suffer a -2 circumstance penalty.

Encounter 47g. Treasury

Creatures(EL 3)

The spectral minion is not likely to attack the party, and will attempt to parley as described in the module text.

Guardian Spectral Minion: CR 3; Medium-Size Undead (Incorporeal) (6 ft. tall); HD 3d12; hp 17; Init +6 (Dex, Improved Initiative); Spd 20 ft.; AC 19 (+5 breastplate, +2 Dex, +1 small shield, +1 deflection); Atk +6 (1d8, long sword); SA Guardian; SQ SR 16, turn resistance +4, undead; AL CE; SV Fort +3, Ref +3, Will +1; Str -, Dex 14, Con -, Int 11, Wis 10, Cha 10.

Skills: Listen +6, Search +6, Spot +6.

Feats: Dodge, Improved Initiative, Weapon Focus (long sword).

SA-Guardian (Su): Gains an additional attack of opportunity and a +2 dodge bonus to AC when protecting or defending post.

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Long sword, breastplate, small shield (all incorporeal).

Treasure: Six +1 long swords are interred in the coffins with the skeletons.

Encounter 48. Sewer Entrance

Without both hands free, heroes climbing down the slippery shaft need to succeed at a Balance check (DC 20) or slide all the way down the shaft to area 49.

Glup Clan Gully Dwarves, Male Aghar Com2 (5): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 51a. Cellar Above

Creature (EL 1)

Not a very difficult encounter at all, unless only one or two party members end up in this room, and even then this shouldn't pose much of a threat. The poison is a potential annoyance, however.

Monstrous Hunting Spider, Medium: CR 1; Medium-Size Vermin (6 ft. long); HD 2d8+2; hp 14; Init +3 (Dex); Spd 30 ft. climb 20 ft; AC 14 (+3 Dex, +1 natural); Atk +4 melee (1d6, bite); SA poison (DC 14, 1d4 Str); SQ vermin; AL N; SV Fort +4, Ref +3, Will +0; Str 11, Dex 17, Con 12, Int -, Wis 10, Cha 2.

Skills: Climb +12, Hide +10, Jump +6, Spot +15.

Feats: Weapon Finesse (bite).

Encounter 51c. Ceiling Cooks

Creatures (EL 6)

Strictly speaking, this encounter probably isn't worth any experience. These spectral minions might try and scare the party out of the kitchen, but aren't particularly combat-trained (they're 3rd level commoners with the spectral minion template).

Spectral Minion Cooks (3): CR 3; Medium-Size Undead (5 ft 9 in. tall); HD 3d12; hp 15; Init +0; Spd 30 ft.; AC 11 (+1 deflection); Atk +1 (1d3 subdual, unarmed); SA none; SQ SR 16, bound, turn resistance

+4, undead; AL CE; SV Fort +3, Ref +1, Will +1; Str --, Dex 10, Con --, Int 11, Wis 10, Cha 10.

Skills: Listen +6, Profession (Cook) +8, Spot +6.

Feats: Dodge, Great Fortitude, Skill Focus (Profession: Cook).

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Cook's implements (wooden spoon, ladle, etc)

Encounter 55. Bottoms Down

Creatures (EL 12)

Again, unless the PCs manage to corner these spectral minion revellers, they will scatter and flee from the party and not engage in combat.

Spectral Minions (20): CR 3; Medium-Size Undead (5 ft 9 in. tall); HD 3d12; hp 15; Init +4; Spd 30 ft.; AC 11 (+1 deflection); Atk +1 (1d3 subdual, unarmed); SA none; SQ SR 16, bound, turn resistance +4, undead; AL CE; SV Fort +1, Ref +1, Will +1; Str --, Dex 10, Con --, Int 11, Wis 10, Cha 10.

Skills: Listen +6, Perform +6, Spot +6.

Feats: Dodge, Improved Initiative, Run.

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Expensive (but incorporeal) clothing.

Encounter 54b. Sage's Court

Creatures (EL 3)

Ossamis will answer one question about Xak Tsaroth, including any query about the Disks of Mishakal, before he vanishes. He should not be considered a typical encounter.

Ossamis, Sage Spectral Minion: CR 3; Medium-Size Undead (5 ft 9 in. tall); HD 3d12; hp 15; Init +0; Spd 30 ft.; AC 11 (+1 deflection); Atk +1 (1d3 subdual, unarmed); SA none; SQ SR 16, bound, turn resistance +4, undead; AL CN; SV Fort +1, Ref +1, Will +3; Str --, Dex 10, Con --, Int 16, Wis 10, Cha 10.

Skills: Alchemy +9, Decipher Script +9, Diplomacy +6, Gather Information +6, Knowledge (history) +11, Knowledge (arcane) +9, Listen +6, Spot +6, Use Magical Device +6.

Feats: Dodge, Iron Will, Skill Focus (Knowledge: history).

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage

Encounter 55. Treasury Court

Wading across the river requires a Strength check (DC 10). For Small sized characters, the DC is 15. Failure means the hero travels 10 ft down the hall towards the falls at area 56, taking 1d6 subdual damage. The hero must continue to check until he succeeds or goes over the falls.

Encounter 56. View from the Falls

Climbing down the vines requires making two Climb checks (DC 15). Failure means a long drop and 20d6 damage, as well as attracting the attention of the draconians.

Glup Clan Gully Dwarves, Male Aghar Com2 (8): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2

racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 57a. Outer Treasury

Creatures (EL 8)

Since this could easily turn into a fight, the EL here more or less represents the challenge to the party.

Clerk Spectral Minion (1): CR 3; Medium-Size Undead (5 ft 9 in. tall); HD 3d12; hp 15; Init +0; Spd 30 ft.; AC 11 (+1 deflection); Atk +1 (1d3 subdual, unarmed); SA none; SQ SR 16, bound, turn resistance +4, undead; AL CN; SV Fort +1, Ref +1, Will +3; Str --, Dex 10, Con --, Int 13, Wis 10, Cha 10.

Skills: Appraise +7, Decipher Script +7, Diplomacy +6, Gather Information +6, Listen +6, Profession (clerk) +9, Spot +6.

Feats: Dodge, Iron Will, Skill Focus (Profession: clerk).

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Clerk's instruments and writing tools.

Guardian Spectral Minions (4): CR 3; Medium-Size Undead (Incorporeal) (6 ft. tall); HD 3d12; hp 17; Init +6 (Dex, Improved Initiative); Spd 20 ft.; AC 19 (+5 breastplate, +2 Dex, +1 small shield, +1 deflection); Atk +6 (1d8, long sword); SA Guardian; SQ SR 16, turn resistance +4, undead; AL CE; SV Fort +3, Ref +3, Will +1; Str -, Dex 14, Con -, Int 11, Wis 10, Cha 10.

Skills: Listen +6, Search +6, Spot +6.

Feats: Dodge, Improved Initiative, Weapon Focus (long sword).

SA-Guardian (Su): Gains an additional attack of opportunity and a +2 dodge bonus to AC when protecting or defending post.

SQ-Incorporeal (Su): Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armour. Always moves silently. Gains deflection bonus to AC equal to Charisma bonus, minimum of +1.

SQ-Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: Long sword, breastplate, small shield (all incorporeal).

Encounter 57b. Vault

Reading the inscriptions here requires a *Decipher Script* or Intelligence check (DC 15).

Encounter 59b. Dance on the Wall

Moving from one curtain to another to cross the room requires a successful Climb check (DC 13). Failure means the character falls to the floor (3d6 falling damage) and is attacked by the snakes.

Creatures (EL 8)

This could be quite deadly to solitary characters who drop to the floor. Avoiding this room's inhabitants by safely crossing over the curtains may deserve an experience award, depending on the whim of the DM.

Snakes, Medium-sized Vipers (10): CR 1; Medium-Size Animal (5 ft. long); HD 2d8; hp 9; Init +3 (Dex); Spd 20 ft, climb 20 ft, swim 20 ft; AC 16 (+3 Dex, +3 natural); Atk +4 melee (1d4-1 and poison, bite); SA poison (DC 11, 1d6 temporary Con damage); SQ scent; AL N; SV Fort +3, Ref +6, Will +1; Str 8, Dex 17, Con 11, Int 1, Wis 12, Cha 2.

Skills: Balance +11, Climb +11, Hide +12, Listen +9, Spot +9.

Feats: Weapon Finesse (bite).

CHAPTER 4: LAIR OF THE DRAGON

Encounter 63. North Mall

Wading across the water within 50 ft of the chasm requires a *Swim* check (DC 10) and a *Balance* check (DC 10). For Small sized characters, the DC is 15. Failing either check means the hero travels 10 ft towards the twisting whirlpool, taking 1d6 subdual damage. The hero must continue to check until he succeeds or disappears into the chasm, where he or she will likely drown (or, in the case of characters who have a spell, potion, or device of *water breathing*, find themselves at the bottom of a 1000 ft cliff, floating out into the Newsea).

Encounter 64. Palace Guard Hall

Reading the runes here requires a *Decipher Script* or Intelligence check (DC 10).

Encounter 64a. Entry

Working out the party's position on the map requires succeeding at an Intelligence check (DC 15) or an *Intuit Direction* check (DC 10).

Encounter 64c. North Armory

Creatures (EL 5)

These Baaz fight to the death.

Baaz Draconians (5): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throe; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 614. Assembly

Creatures (EL 2)

The draconian is drunk, and confused by the characters as it is, so the EL of this encounter has been substantially lowered.

Drunk Bozak Draconian (1): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throe, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep*. 2nd-level: *darkness, web*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Being drunk incurs a -2 penalty to the bozak's attack rolls, weapon damage rolls, and skill rolls.

Encounter 64g. Quarters

Heroes moving in this room need to succeed at a *Move Silently* check (DC 15) to avoid waking up the draconians.

Creatures (EL 8)

Being trapped in this room with 15 angry newly awoken draconians is not a pleasant experience (as has been learned in playtest).

Baaz Draconians (15): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throe; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 64h. Mess Hall

Creatures (EL 3)

Three more Baaz who will fight to the death.

Baaz Draconians (3): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Encounter 65a. Larder Office

Creatures (EL 7)

This could be an amusing encounter, but also a dangerous one. The Bozak draconians are keen on keeping Hugon captive, and will fight to the death.

Bozak Draconians (3): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throee, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep*. 2nd-level: *darkness, web*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Hugon Barker, Male Kender Rog3: CR 3; Small Humanoid (3 ft 7 in. tall); HD 3d6; hp 14; Init +2; Spd 20 ft.; AC 15 (+2 leather armor, +2 Dex, +1 size); Atk +3 melee (1d4, dagger); SA taunt, sneak attack +2d6; SQ uncanny dodge, evasion, fear immunity; AL CG; SV Fort +1, Ref +5, Will +0; Str 11, Dex 15, Con 10, Int 13, Wis 9, Cha 13.

Skills: Bluff +7, Disable Device +7, Hide +6, Intuit Direction +5, Listen +7, Move Silently +10, Open Lock +8, Pick Pocket +8, Search +3, Spot +5.

Feats: Run, Skill Focus (Hide).

SA-Taunt (Ex): A kender can enrage foes by taunting them with verbal abuse. This is a mind-influencing effect and a free action that affects only one opponent at a time. It requires an opposed Bluff check against the Sense Motive check of the opponent. If the opponent fails the check, they suffer a -2 morale penalty to AC for as long as the kender taunts them. Every round after the first a Will saving throw (DC 16) can be attempted to overcome the taunting.

SQ-Kender traits (Ex): Kender are immune to fear, small-sized, receive a +2 racial bonus to Move Silently and Intuit Direction checks. Intuit Direction is always a class skill for kender. Kender also receive a +2 bonus to saving throws against poison, spells, and spell-like effects.

Possessions: Leather armor, dagger, various bits and pieces in pockets and pouches.

Encounter 65b. Larder

Treasure: The elven weapons are not magical although they are finely crafted. The cache consists of three masterwork long swords, a masterwork longbow, and twelve masterwork arrows.

Encounter 66. Court of Reception

Creatures (EL 7)

This encounter would be much more challenging if the draconians weren't on their way up the chain elevator. As it is, you should consider lowering the EL of this fight to 1 if the robed draconian is alone at any point when attacked.

Robed Baaz Draconian (1): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Baaz Draconians (8): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

Glup Clan Gully Dwarves, Male Aghar Com2 (15): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 67. Great Plaza

Creatures (EL 4)

Despite the brief appearance by Khisanth, this is a minor encounter, especially since the Bozak is in no hurry to fight heroes just yet.

Khisanth, Female Ancient Black Dragon: CR 18; See stat block at encounter 70k, Court of the Balance.

Slud Clan Gully Dwarves, Male Aghar Com2 (7): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Bozak Leader (1): CR ; CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2,

long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep.* 2nd-level: *darkness, web.*

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Encounter 67a. East Falls

Climbing up the vines requires making two *Climb* checks (DC 15), once halfway up and again at the top to climb to the ruins of the treasury. Failing the first means a drop dealing 10d6 damage. Failing the second means a longer drop and 20d6 damage.

Encounter 67b. West Falls

Sunstar, Que-Shu Survivor, Female Human War2: CR 1; Medium-Size Humanoid (5 ft. 8 in. tall); HD 2d8+2; hp 8; Init +1 (Dex); Spd 30 ft.; AC 13 (+1 Dex, +2 leather armor); Atk +2 melee (1d4, dagger); AL CG; SV Fort +3, Ref +1, Will +1; Str 11, Dex 13, Con 13, Int 10, Wis 12, Cha 15.

Skills: Bluff +4, Handle Animal +6, Profession (shepherd) +3.

Feats: Dodge, Run.

Possessions: Leather armor, dagger.

Encounter 68c. Slud Clan Rooms

Heroes entering this room must make a *Move Silently* check (DC 20) to avoid waking up the Aghar.

Creatures (EL 8)

These creatures would rather run away than stay and fight. In fact, they probably surrender, making this an almost routine encounter.

Slud Clan Gully Dwarves, Male Aghar Com2 (15): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 68f. Guards Post

Creatures (EL 3)

These crack Aghar guards turn tail and run for the Throne Room of the Highbulp to announce the arrival of a “small army”.

Bulp Clan Gully Dwarf Guards, Male Aghar War2 (3): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d8-2; hp 10; Init +1 (Dex); Spd 20 ft.; AC 14 (+1 size, +1 Dex, +2 leather armor); Atk +2 melee (1d6-1, short sword); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort +2, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2, Craft (junk) +1¹, Hide +7, Listen +0, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty leather armor, short sword, assorted junk

¹ Include racial bonuses

Encounter 68h. Treasury

Creatures (EL 2)

An information-gathering scene, worth around EL 2 or 3, perhaps.

Bulp Clan Gully Dwarf Guards, Male Aghar War2 (2): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d8-2; hp 10; Init +1 (Dex); Spd 20 ft.; AC 14 (+1 size, +1 Dex, +2 leather armor); Atk +2 melee (1d6-1, short sword); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort +2, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen +0, Spot -1, Tumble +3¹.

Feats: Dodge, Run. *Includes racial bonuses.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2

racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty leather armor, short sword, assorted junk

¹ Include racial bonuses

Bozak Draconian (1): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throee, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *charm person, magic missile, sleep.* 2nd-level: *darkness, web.*

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Encounter 68i. Messy Mess

Creatures (EL 6)

These Aghar are throwing around some foul-smelling stew. Each round there is a 70% that a character will be hit with Aghar stew. If so, for 1d20 minutes the character will stink horribly and all characters unafflicted must make successful Fortitude saving throws (DC 10) to stand near him.

Bulp Clan Gully Dwarves, Male Aghar Com2 (8): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 68j. Bulp Clan Room

Creatures (EL6)

These gully dwarves would rather flee than stay and talk. The EL is provided here in case the party gets particularly belligerent.

Bulp Clan Gully Dwarves, Male Aghar Com2 (8): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d4-2; hp 4; Init +1 (Dex); Spd 20 ft.; AC 12 (+1 size, +1 Dex); Atk +1 melee (1d6-1, club) or +1 (1d4-1, dagger); SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort -1, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen -1, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty clothes, club or dagger, assorted junk

¹ Include racial bonuses

Encounter 68m. Court of the Aghar

Phudge Highbulp, High King of the Aghar, Male Ftr1/Rog1: CR 2; Small Humanoid (4 ft. tall); HD 1d10+1d6; hp 16; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft.; AC 12 (+1 Dex, +1 size); Atk +1 melee (1d6-1, short sword); SA sneak attack +1d6; SQ darkvision 60 ft, dwarf traits; AL CN; SV Fort +1, Ref +3, Will -1; Str 9, Dex 13, Con 11, Int 9, Wis 9, Cha 9.

Skills: Bluff +3, Climb +6¹, Craft (junk) +1¹, Hide +7¹, Listen +3, Move Silently +5, Spot +3, Tumble +7¹.

Feats: Dodge, Improved Initiative.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Crown, robes, short sword, various regal items, mostly dirty.

¹ Include racial bonuses

Highbulp Gully Dwarf Guards, Male Aghar War2 (4): CR 1; Small Humanoid (dwarf) (3 ft. 6 in. tall); HD 2d8-2; hp 10; Init +1 (Dex); Spd 20 ft.; AC 14 (+1 size, +1 Dex, +2 leather armor); Atk +2 melee (1d6-1, short sword); SQ darkvision 60 ft, dwarf traits; AL

CN; SV Fort +2, Ref +1, Will -2; Str 9, Dex 13, Con 9, Int 7, Wis 7, Cha 7.

Skills: Climb +2¹, Craft (junk) +1¹, Hide +7¹, Listen +0, Spot -1, Tumble +3¹.

Feats: Dodge, Run.

SQ-Dwarf traits (Ex): Stonecunning, +2 racial bonus on Climb, Craft (junk), Hide and Tumble checks, +2 racial bonus on saving throws against poison, spells and spell-like effects.

Possessions: Dirty leather armor, short sword, assorted junk

¹ Include racial bonuses

Encounter 69b. The Secret Way

Up to four characters at once may attempt to lift the trap door. This requires a successful Strength check (DC 25). One character makes the roll, while the others make Strength checks against DC 10 and each add a +2 circumstance bonus to the main character's roll if they succeed. Characters cannot take 10 on this roll.

Encounter 70c. First Hall

Creatures (EL 6)

These guards sound an alarm once the combat is joined.

Bozak Draconian Guards (2): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep*. 2nd-level: *darkness, web*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Encounter 70d. Palace Treasury

Treasure: Characters who make a *Search* check (DC 15) will find, amongst the worthless clay Culli, one or more of the following items: two +3 *daggers*, one pair of *gloves of swimming and climbing*, one wizard spellbook containing the spells *arcane lock, knock* and *invisibility*, and a +1 *small steel shield*.

Encounter 70g. Prisoner Cell

Raven-Eye, Que-Shu Warrior, Male Human War2: CR 1; Medium-Size Humanoid (5 ft 10 in. tall); HD 2d8+2; hp 16; Init +2 (Dex); Spd 30 ft.; AC 12 (+2 Dex); Atk +4 melee (1d3+2 subdual, unarmed); AL CG; SV Fort +4, Ref +2, Will -1; Str 14, Dex 14, Con 12, Int 12, Wis 9, Cha 12.

Skills: Craft (leatherworking) +4, Handle Animal +6, Jump +6, Swim +7.

Feats: Power Attack, Run.

Possessions: Ragged clothing.

Encounter 70h. Bozak Commander

Creatures (EL 4)

This draconian is a sly and cunning individual, and will attempt to lead the party to the dragon if outnumbered.

Bozak Draconian Commander (1): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 30; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *charm person, magic missile, shield*. 2nd-level: *invisibility, mirror image*.

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

Encounter 70j. Hall of Sound

A rogue using *Search* (DC 15) will notice the traps in the floor, as will anyone who makes a successful *Spot* check (DC 20).

Encounter 70k. Court of the Balance

Creatures (EL 18)

Obviously, since this is the big finish, you don't need to pull as many punches. However, it won't be any fun for the players if you wipe them all out, so have Onyx switch targets frequently, just short of killing them. The only real way to kill Onyx is to strike her with the Blue Crystal Staff, but this is actually much simpler than it sounds – her AC against touch attacks (which is all that is needed) is only 8. Of course, the other characters can attempt to take her out, but her Damage Reduction is substantial and she has a great number of hit points – assuming they can land blows at all.

Khisanth (Onyx), Female Ancient Black Dragon:

CR 18; Huge Dragon (Water) (32 ft. long); HD 31d12+186; hp 387; Init +4 (Improved Initiative); Spd 60 ft., fly 150 ft (poor), swim 60 ft; AC 38 (-2 size, +30 natural); Atk +40 melee (2d8+11, bite) or +36 melee (2d6+5, 2 claws) or +35 melee (1d8+5, 2 wings) or +35 melee (2d6+16, tail slap) or crush (Reflex DC 31 to avoid being pinned, Small size opponents or smaller only, 2d8+16 damage/round); Face 10 ft by 20 ft; Reach 10 ft; SA breath weapon, spells (cast as Sor11); SQ SR 25, Damage Reduction 15/+2, frightful presence (Will save DC 28), spell-like abilities, darkvision 1000 ft, immunities, blindsight 300 ft; AL CE; SV Fort +22, Ref +16, Will +19; Str 31, Dex 10, Con 23, Int 16, Wis 17, Cha 16.

Skills: Bluff +23, Concentration +26, Diplomacy +23, Escape Artist +20, Hide +12, Jump +30, Knowledge (arcane) +23, Listen +36¹, Move Silently +20, Sense Motive +29, Spot +36¹, Search +34.

Feats: Alertness, Cleave, Flyby Attack, Improved Initiative, Quicken Spell-Like Ability, Weapon Focus (claws).

SA-Breath weapon (Su): 100 ft long stream of acid, 20d4 acid damage, Reflex DC 31, usable once every 1d4 rounds.

SQ-Spell-like abilities (Sp): 3/day: *insect plague, darkness* (100 ft radius); 1/day: *corrupt water, plant growth*. All cast as 11th-level sorcerer. Khisanth's Quicken Spell-Like Ability feat allows her to use one of these abilities as a free action each round.

Sorcerer Spells (6/7/7/6/4), chosen from the following list: 0 (DC 13) *arcane mark, daze, detect magic, ghost sound, light, open/close, prestidigitation, read magic, resistance*; 1st (DC 14) *charm person, magic missile, protection from good, shocking grasp, sleep*; 2nd (DC 15) *blur, detect thoughts, fog cloud, melf's acid arrow, summon swarm*; 3rd (DC 16) *gaseous form, haste, slow, stinking cloud*; 4th (DC 17)

evard's black tentacles, minor globe of invulnerability, polymorph self. 5th (DC 18) feeblemind, teleport

¹ Include +2 bonus from *Alertness* feat

Development: Once the dragon is destroyed by the Blue Crystal Staff, the cavern walls begin to collapse. Every ten minutes the characters remain in the sunken city, have them make saving throws to avoid taking damage from falling rock and debris (1d12 damage, Reflex saves (DC 13) for no damage)

Treasure: The dragon's hoard includes the *Disks of Mishakal*, a *cloak of invisibility*, and a large amount of coins (1000 platinum pieces) and gems (fifty-six 200 gold piece value precious stones).

APPENDIX A: MAGICAL ITEMS

Blue Crystal Staff of Mishakal

The staff holds up to 20 charges at any one time. It regains one charge per day from the combined light of Krynn's 3 moons. It can be recharged fully and immediately in the arms of the statue of Mishakal. Further information is provided under the Goldmoon character conversion (detailed elsewhere, see Innfellows Conversion Notes q.v.)

Disks of Mishakal

These platinum disks are 18 inches in diameter and one-sixteenth of an inch thick. There are 160 disks in all, bound together by a bolt allowing individual disks to be swiveled out. Anyone of Lawful Good or Neutral Good alignment may examine the plates. Others take 4d6 points of electrical damage (no saving throw) each time they try to touch or read them. Clerics who study the disks learn about the Gods of Good and may acquire all the normal powers and abilities of a cleric if they choose to worship these gods (i.e. they can cast spells, turn undead, etc). This will also allow non-cleric characters the ability to multiclass into the cleric class when opportunity and experience points present.

APPENDIX B: RANDOM ENCOUNTER LISTINGS

General Random Encounter Table

1. Townspeople , Male and Female Human Com1

(3-30): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual, unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

2. Baaz Draconians (6-12): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ SR 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

3. Plainsmen, Male Human War2 (1-10): CR 1; Medium-Size Humanoid (6 ft. 2 in. tall); HD 2d8+4; hp 10; Init +0; Spd 30 ft.; AC 12 (+2 leather armor); Atk +3 melee (1d6+1, short sword); AL N; SV Fort +4, Ref +0, Will +0; Str 13, Dex 11, Con 14, Int 9, Wis 12, Cha 10.

Skills: Animal Handling +2, Wilderness Lore +2.

Feats: Track.

Possessions: Leather armor, short sword

4. Qualinesti Elves, Male Elf War2 (1-4): CR 1; Medium-Size Humanoid (5 ft. 6 in. tall); HD 2d8+2; hp 17; Init +2; Spd 30 ft.; AC 14 (+2 Dex, +2 leather armor); Atk +3 melee (1d8+1, long sword) or +4 ranged (1d8, longbow); SQ low-light vision, elf traits; AL LG; SV Fort +4, Ref +2, Will +0; Str 12, Dex 14, Con 12, Int 11, Wis 11, Cha 11.

Skills: Climb +2, Hide +1, Listen +3¹, Search +3¹, Spot +2¹.

Feats: Point-Blank Shot.

Possessions: Longbow, long sword, leather armor, quiver and 20 arrows.

¹ Include racial bonuses

5. Townspeople , Male and Female Human Com1

(2-20): CR 1/2; Medium-Size Humanoid; HD 1d4; hp 3; Init +0; Spd 30 ft.; AC 10; Atk +0 (1d3 subdual,

unarmed); AL var; SV Fort +0, Ref +0, Will -1; Str 10, Dex 10, Con 10, Int 10, Wis 9, Cha 9.

Skills: Climb +2, Profession (varies) +3, Ride +1, Swim +2.

Feats: Skill Focus (varies).

6. Seeker Guards, Male Human War4 (1-6): CR 3; Medium-Size Humanoid (5 ft. 10 in. tall); HD 4d8; hp 15; Init +4; Spd 20 ft.; AC 16 (+5 chainmail, +1 small shield); Atk +7 (1d8+2, long sword); AL CG; SV Fort +4, Ref +1, Will +1; Str 14, Dex 11, Con 11, Int 10, Wis 10, Cha 11.

Skills: Climb +5 (+0 in armor), Intimidate +3, Jump +5 (+0 in armor), Listen +2, Ride +4, Search +2.

Feats: Improved Initiative, Power Attack, Weapon Focus (long sword).

Possessions: Chainmail armor (-5 check penalty), small shield, long sword, Seeker symbols.

7. White Stag (1): CR 7; See stat block at encounter 5, Prayer's Eye Peak. The Stag will lead the PCs on the right path, staying just ahead of them for 3-6 hexes on the wilderness map before disappearing.

8. Giant Eagles (2-8): HP 26 each; see *Monster Manual* 102.

9. Dire Boars (1-4): HP 52 each; see *Monster Manual* 57.

10. Riding Dogs, Wild (4-16): HP 13 each; see *Monster Manual* 196.

11. Baaz Draconians (1-10): CR 1; Medium-Size Monstrous Humanoid (6 ft. tall); HD 2d8+4; hp 13; Init +0; Spd 20 ft.; AC 16 (+6 natural); Atk +2 melee (1d4, claws) or +2 melee (1d8, long sword); SA death throee; SQ spell resistance 11, glide, disease immunity, low metabolism; AL LE; SV Fort +2, Ref +3, Will +2; Str 10, Dex 11, Con 14, Int 10, Wis 9, Cha 10.

Skills: Bluff +5, Disguise +5, Gather Information +5, Listen +5, Spot +4.

Feats: Alertness, Run.

Possessions: Cloaks, robes, long sword

12. Bozak Draconians (1-8): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throee, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort

+5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep.* 2nd-level: *darkness, web.*

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

13. Monstrous Hunting Spiders, Medium (1-10): HP 14 each; see *Monster Manual 210*.

14. Ogres (2-12): HP 26 each; see *Monster Manual 144*.

15. Wraiths (2-12): HP 32 each; see *Monster Manual 185*.

16. Trolls (2-8): HP 63 each; see *Monster Manual 180*.

17. Will-o-wisps (1-3): HP 40 each; see *Monster Manual 183*.

18. Snakes, Medium-sized Vipers (1-6): HP 9 each; see *Monster Manual 202*.

19. Khisanth (Onyx), Female Ancient Black Dragon: CR 18; See stat block at encounter 70k, Court of the Balance. Onyx will not attack the PCs directly, preferring to stay in the air, though she will allow her Fearsome Presence ability to take hold of them. If attacked by the party, she will use her breath weapon on them once, and fly off.

20. Bozak Draconians (1-10): CR 4; Medium-Size Monstrous Humanoid (6 ft. tall); HD 4d8+8; hp 26; Init +1 (Dex); Spd 20 ft.; AC 18 (+1 Dex, +7 natural); Atk +6 melee (1d4+2, 2 claws) or +6 melee (1d6+2, long sword) or +4 melee (1d6+1, bite); SA death throes, spells; SQ spell resistance 14, divine grace, glide, immunities, low metabolism; AL LE; SV Fort +5, Ref +7, Will +7; Str 15, Dex 13, Con 14, Int 15, Wis 12, Cha 14.

Skills: Bluff +8, Diplomacy +8¹, Hide +7, Intimidate +4, Knowledge (religion) +6, Listen +3, Move Silently +7, Spot +9.

Feats: Alertness, Combat Casting, Multiattack, Run.

SA-Spells (Sp): As a 4th-level sorcerer: 1st-level: *magic missile, shield, sleep.* 2nd-level: *darkness, web.*

Possessions: Long sword

¹ Bozaks get a +4 bonus to Diplomacy with other draconians

21. Catoblepas (1): CR 5; Large Aberration (9 ft. long); HD 6d8+18; hp 45; Init +0; Spd 20 ft.; AC 13 (-1 size, +4 natural); Atk +7 melee (1d6+6 and stun, tail slap); SA Death gaze, stun; SQ Heavy head, darkvision 60 ft; AL N; SV Fort +5, Ref +2, Will +6; Str 18, Dex 10, Con 16, Int 4, Wis 12, Cha 14.

Skills: Listen +9, Search +7, Spot +5.

SA-Death Gaze (Su): 60 feet, Fortitude save (DC 17) or die. Even if the save is successful, the target takes 3d6+6 points of damage.

SA-Stun (Ex): A creature hit with the catoblepas' tail must succeed at a Fortitude save (DC 17) or be stunned for 1d3 rounds. Stunned creatures cannot act and lose any Dexterity bonus to AC. Attackers get a +2 bonus on attack rolls against a stunned opponent.

SQ-Heavy head (Ex): The catoblepas must succeed at a Strength check (DC 15) each round to lift its head high enough to use its gaze attack. If the target is smaller than the catoblepas, lower the DC by -1 for each size category difference. If the target is larger, add +1 to the DC for each size category difference. If the catoblepas has to swing its head back and forth to follow a target (such as one that is constantly moving) the DC is increased by +4. If the catoblepas is aware of its enemies and can attack in the surprise round, one target automatically meets its gaze and must make a successful Fortitude save (DC 17) or die.

22. Black Dragon Hatchlings (1-10): CR 2; Tiny Dragon (Water) (2 ft. long); HD 4d12+4; hp 20; Init +0; Spd 60 ft., fly 100 ft (average), swim 60 ft; AC 15 (+2 size, +3 natural); Atk +6 melee (1d4, bite) or +1 melee (1d3, 2 claws); Face/Reach 2.5 ft by 2.5 ft/5 ft; SA breath weapon; SQ keen senses, immunities, blindsight; AL ; SV Fort +5, Ref +4, Will +4; Str 11, Dex 10, Con 13, Int 8, Wis 11, Cha 8.

Skills: Escape Artist +4, Hide +4, Listen +6¹, Move Silently +4, Spot +6¹, Search +3.

Feats: Alertness.

SA-Breath weapon (Su): 30 ft long stream of acid, 2d4 acid damage, Reflex DC 13.

¹ Include +2 bonuses from *Alertness* feat

23. Snakes, Medium-sized Vipers (1-6): HP 9 each; see *Monster Manual 202*.

24. Wraiths (2-12): HP 32 each; see *Monster Manual 185*.

The Darken Wood Random Encounter Table

1. Griffons (1-12): HP 59 each; see *Monster Manual* 113.

2. Treants (1-20): HP 66 each; see *Monster Manual* 178.

3. Satyrs (2-8): HP 22 each; see *Monster Manual* 160.

4. Centaurs (1-12): HP 26 each; see *Monster Manual* 33.

5. Brownie (1): CR 1; Tiny Fey (1 1/2 ft. tall); HD 1/2d6; hp 2; Init +8 (Dex, Improved Initiative); Spd 20 ft.; AC 17 (+2 size, +4 Dex, +1 natural); Atk +6 melee (1d4-2, short sword); SA spell-like abilities; SQ SR 16, low-light vision; Face 2 1/2 ft by 2 1/2 ft; Reach 0 ft; AL LG; SV Fort +0, Ref +6, Will +4; Str 7, Dex 18, Con 11, Int 14, Wis 14, Cha 16.

Skills: Bluff +6, Craft (woodworking) +6, Craft (leatherworking) +6, Craft (metalworking) +6, Escape Artist +7, Hide +12, Move Silently +8, Listen +9, Search +5, Sense Motive +5, Spot +10.

Feats: Dodge, Improved Initiative, Weapon Finesse (short sword).

SA-Spell-like Abilities (Sp): 1/day— *confusion, continual flame, dancing lights, dimension door, magic circle against evil, mirror image, and ventriloquism.* These abilities are as the spells cast by a 7th-level sorcerer (save DC 13 + spell level).

SQ-Skills- (Ex): Brownies receive a +2 racial bonus to Listen and Spot checks (in addition to the normal +2 bonus granted to all sprites, See page 172 in the *Monster Manual*). They also receive a +5 racial bonus to Hide checks in a forest setting. These bonuses have been included in the above stats block.

6. Sprites (Pixies) (10-100): HP 3 each; see *Monster Manual* 172.

7. Nymph (1): HP 10; see *Monster Manual* 143.

APPENDIX C: SUMMARY AND CREDITS

Converted Product

Name: 'DL1 Dragons of Despair'
Product Code: 9130
Published: 1984 by TSR
System: AD&D® 1st Edition

Additional Credits

- *Catoblepas* and *Brownie* stat blocks converted by Scott Greene. Visit Scott Greene's *Creature Catalog* website for other creature conversions and original creature creations at <http://www.rpgplanet.com/dnd3e/creaturecatalog/>
- *White stag*, *gully dwarf* and *spectral minion* stat blocks originally converted by James O' Rance (dragon-dreamer@geocities.com). Some modifications may have been made for this adventure conversion.