

# Olenar's Heartstone

Instant Adventure for 4-6 characters levels 4-6



The taverns here in Gellius are known for their ale, not their mercenaries or their strange clientele. Which is why you find it unnerving when the bartender points you out to a robed and bearded old man. The stranger bows to the bartender, then turns and approaches your table.

“Good evening, friends,” he says in a thick accent you’ve never heard before. “My name Llivarron, an acolyte of our Master Timmoran.” His eyes flash with power as he says the name. “I have need of your... unique services. For it takes a brave soul to challenge the Black Band, and I hear that you are the bravest in all of Gellius.”

Seeing your interest, Llivarron takes a seat.

“My fellow acolytes and I are pilgrims here in your land, traveling to the site where the Master first learned the secrets of magic. Part of our group, led by the wizard Olenar, was to meet us here days ago, but disappeared in the forest between here and Bandur. I fear that they have fallen to the scourge of the forest, the outlaws known as the Black Band.

“I need you to find Olenar and the others,” Llivarron says, desperation creeping into his voice. “And I’m willing to make it worth your effort.”

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# LEGENDS & LAIRS

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INSTANT ADVENTURE



# Olenar's Heartstone

by Darrell Hardy

Requires the use of the Dungeons & Dragons® Player's Handbook, Third Edition, published by Wizards of the Coast®



Series 1

Number 5

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## DM BACKGROUND

The wizard Olenar, one of the Acolytes of Timmoran, was leading a band of pilgrims through the forest of Kunth when they were waylaid by Brutus the Black and his Black Band. The infamous bandits captured the Acolytes and took them to their hidden lair, intending to ransom their prisoners for magical weapons and armor. But fate had other plans.

One of the reasons the Black Band has never been caught is their resident mage, a mercenary scholar named Thelwane. Thelwane specializes in teleportation and related arts, and uses them to help the bandits move quickly and quietly throughout their forest domain. Shortly after the brigands brought Olenar and his party to their lair, one of Thelwane's magical experiments went awry. Substantial portions of the bandits' lair—and more than a few bandits—were teleported away to the distant land of Xaarx. In their place was an enormous, loathsome spiderbeast. Confused and hungry, the monster quickly devoured its fill of bandits, then discovered it was trapped in the underground lair. It stored the remaining survivors (including the Acolytes) in cocoons to be eaten later, and began seeding the lair with its eggs.

Now Llivarron, another Acolyte of Timmoran, has contacted the characters. He is worried that Olenar has yet to arrive at his destination, and is willing to pay each of the characters 200 gp to locate the missing wizard.

"We Acolytes are strangers here," says Llivarron. "We are newcomers to your land. We are pilgrims, traveling to the site where the Master first learned the secrets of magic. Our group got separated outside the village of Bandur, on the other side of the forest of Kunth. Brother Olenar volunteered to stay in Bandur and await the stragglers while the rest of us traveled with another caravan here to Gellius.

"Three days later, Olenar contacted me with his heartstone." Llivarron holds up a plain-looking piece of crystal in his palm. "He told me the others had arrived, and they were leaving Bandur, and that was the last we heard from them. It is only a day's journey between Bandur and Gellius, but the forest road is said to be plagued by bandits and thieves, and I fear trouble has befallen my friends. Yet I know that Olenar still lives, for my heartstone can still make contact with his. Through the stones, I can feel his presence somewhere in the forest of Kunth.

"Take my heartstone, so that you may use it to help find Olenar.

## How to Use This Product

This adventure takes place in the world of Menarra, the setting of Fantasy Flight's bestselling *Diskwars* fantasy battle game. This provides a convenient frame of reference, but the adventure is specifically designed to be easily incorporated into any existing D&D campaign. Feel free to alter the names of places and characters and customize the details of the adventure to fit your own world.

You should be able to run this adventure in a single game session. You should read it through at least once and study those sections you will need to know well. In particular, you should familiarize yourself with the features and capabilities of new monsters and magic items introduced in the adventure. You may also wish to photocopy the map on pages 8 and 9, both for your own reference and to show to the players, if appropriate.

## Dungeons & Dragons®

This adventure requires the use of the *Dungeons & Dragons® Player's Handbook*, Third Edition, published by Wizards of the Coast.® You won't be able to run the adventure without it.

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But use it sparingly! For it has but four charges left, and when they are gone, it cannot be used again."

With this, Llivarron bestows his heartstone to one of the characters, making that character its new owner. He also shows the character how to activate the stone to contact Olenar's heartstone. Four times during this adventure, the characters may activate Llivarron's Heartstone and try to contact Olenar. To do so, they merely hold the Heartstone and incant the trigger phrase, "Heart seek heart, stone seek stone, Heartstone seek Olenar." This creates a mystical connection between the two Heartstones, allowing characters touching Llivarron's Heartstone to see and hear Olenar's location as if they were touching Olenar's Heartstone instead. Both Heartstones glow dimly as the connection is made. The connection lasts five minutes.

Unfortunately for the characters, Olenar's Heartstone is in a black, quiet place, so it gives them no clue to his location. And Olenar is unresponsive, so he cannot help them himself. However, when the connection is made, the characters touching the Heartstone can feel their relative proximity to Olenar. While they can't pin down a distance ("He's two miles away!"), they can tell direction and if they are closer to him or further away than the last time they checked. ("We're closer now, and he's more to the east!")

After the fourth charge has been used, the Heartstone becomes a useless hunk of crystal.

## THE FOREST OF KUNTH

Some say the trees in Kunth still remember the world being born—and they may be right. Ancient and primeval, the forest is dense and mostly uninhabited. Every few generations, an ambitious farmer or woodsman will try to settle in the unclaimed woods, but gives up after losing crops, fingers, or loved ones to the forest and the wild things that live here. While the road through Kunth remains the fastest, shortest way between Gellius and Bandur, many prefer to go around the mighty forest. They say they would rather take an extra three days than risk losing all their remaining days by facing the bandits and wolves of Kunth.

## ON THE ROAD TO BANDUR

As you make your way down the narrow, pitted road to Bandur, you can feel the air grow cooler as the leaves overhead grow denser, turning the sunlight a dim, sickly green. Strange creatures croak and caw on either side of the road. You hear their mocking cries, but see no sign of them through the thick foliage.

Suddenly, from around a bend in the road ahead of you, a wagon appears. Drawn by two stout mules, the wagon towers at least 10 feet above its axles, and its walls are thick wood banded with steel. There is a trap door atop the wagon's roof, propped open by a black-bearded dwarf. He is clutching the mules' reins in one hand, and holding a modified crossbow (loaded with three quarrels) in the other.

"If you know what's good for you, you best just turn around and

head back!" the dwarf hollers down, glowering at you. "I might not be able to take out all of you bandits, but with the magic on this here crossbow, I know I get at least three of you. So go ahead and try something. It's your move."

The dwarf is a merchant named Vonik, and there is nothing magical about his crossbow. In fact, he's barely competent with the weapon, and probably wouldn't be able to hit the characters if he tried. But Vonik is a wily one, and knows that bluffing is often the better part of valor.

If the characters tell Vonik they are not bandits, he is relieved, but still demands to know who they are and what they're doing alone on this road known for its criminal danger. (If they point out that he, too, is traveling alone, Vonik merely snorts and explains that he has been traveling between Bandur and Gellius at least once a month for the past three years. He can take care of himself.)

Once Vonik and the characters establish that they are not threats to each other, Vonik becomes much more friendly. He invites the characters to join in his simple meal, and to peruse the items in his wagon. ("Highest quality," he assures them, "at very reasonable prices.") Inside the wagon, the merchant is carrying many odds and ends that adventurers may find useful (anything listed under "Adventuring Gear"), though no unique or magical items, and his prices are a little higher than average.

If the characters ask about Olenar and his companions, Vonik scratches his beard and looks thoughtful.

"Now that you mention it, I do seem to recall a party of pilgrims heading out from Bandur to Gellius about a week ago. Folks tried to warn them about the bandits, but the mage leading the group seemed real confident. He said they were on a schedule and were falling behind. He also said his master was watching out for them—whatever that means."

Vonik loves to talk, though half of what he says is nothing more than rumor. As long as the characters keep asking questions, they get the following answers from him:

1. Since Olenar and his group set out for Gellius, there has been no sign of the Black Band. Travelers from Gellius have arrived in Bandur reporting, with surprise, that they were neither robbed nor extorted while on the road. It was due to these reports that Vonik decided to travel by himself instead of waiting for a caravan. (This is true.)

2. The Black Band is said to use magic in its attacks. That's why no one sees them coming, and why they have been able to evade capture for so long in the forest. Of course, they all wear black hoods over their heads, so they're really hard to see at night. (This is also true.)

3. In the ancient days, there was a tribe of cannibals that lived in this forest. Some explorers found the ruins of a cannibal temple a few years back, and found the cannibals were still alive—or at least, they weren't dead. Only one of the explorers made it out alive, and he was driven mad by the experience. (This is a lie spread by the Black Band to encourage people to stay on the road and not venture too deeply into the forest. There is an ancient temple, which is mostly buried, that the Band is using as its lair.)

4. The mayor of Gellius has offered a reward of 2,000 gp to anyone who brings him the living leader of the Black Band. The leader is Sharlanor, a raven-haired beauty with a scar across her left cheek. (In reality, the mayor's offer is 300 gp for each captured bandit who confesses to be part of the Band. No one knows who the leader of the Band is, and Sharlanor was the creation of a local bard.)

5. At night, the forest is crawling with ghosts. Some of them are the spirits of those killed by bandits. Others are the gruesome ghosts of those eaten by cannibals. (This may or may not be true, depending on how badly you want to scare the characters. If it's just a rumor, the stories are merely caused by nocturnal creatures whose cries sound like the moans of the departed. If it's true, the characters may be plagued during the night by frightening, but harmless, spirits of the dead.)

## OFF THE BEATEN PATH

As the characters use the Heartstone, it points them into the forest. Off the road, the foliage is thick and travel is slow—even slower if the characters are trying to be stealthy. After an hour or two of trudging through branches and underbrush, the characters hear voices.

Ahead of you, from behind a screen of thick bushes, you hear people talking. Sneaking forward, you can make out portions of their conversation.

"I hate scouting duty," says a male voice. "We're out in the woods for days on end, and why? To make sure the bounty hunters don't find us? No one has ever found us, and no one will."

"I don't mind scouting," replies a female voice. "It's the travel time. Why couldn't Thelwane just use his spell?"

"Silence, you two!" hisses a third voice. "We're almost home, but we're still on duty, so..."

The voice trails off into a quiet rumble.

As the characters may well suspect, they have stumbled onto a scouting patrol of the Black Band. The group is breaking camp, and about to continue heading back towards the Band's headquarters. They have been out on patrol since Olenar was captured, and have no idea what has happened in the meantime.

The characters have two obvious choices: follow the scouts back to their base, or attack them now and interrogate them.

Following the scouts is not a terribly difficult task. A Tracking check (DC 8) will allow the characters to follow the bandits' path through the forest. They are hungry and tired and want to get home, so they aren't being careful about covering their tracks. The characters' real challenge is staying close enough to the scouts to track them, while staying far enough away that they are not spotted.

Attacking the scouts, the characters have the element of surprise. There is one scout for each character, plus one scarred and battle-hardened scout the characters may rightly suppose is the cap-

tain. They are all wearing mottled green and black cloaks over their armor (to serve as camouflage while scouting), and carrying their black hoods on their belts. Their packs are lying in a ring around a tiny campfire.

The scouts fight until either the captain falls, or half of them have been defeated. If the captain is down, the remaining scouts surrender. If not, they flee into the forest, hoping to find refuge in the bandits' headquarters.

Questioning the scouts requires an Intimidate check (DC 12). If successful, they learn that the Black Band has indeed captured Olenar and his party. The bandits took the Acolytes to "a safe place" while they decided to whom they should send the ransom demand. The Acolytes were bruised and bound, but otherwise unhurt, when the scouts last saw them a week ago (just before setting off on their scouting mission).

The scouts are much less willing (+10 DC) to discuss the location of their headquarters.

**Scouts (one for each character):** CR 1; SZ M (humanoid); HD 2d10; hp 11 each; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +4 chain mail); Atk: Longsword +4 melee (1d8); Face 5 ft. by 5 ft.; Reach 5 ft.; SV Fort +1, Ref +1, Will +1; Str 10, Dex 13, Con 13, Int 11, Wis 11, Cha 13; AL NE. Skills: Hide +1, Listen +2, Search +3, Spot +2.

**Scout Captain:** CR 2; SZ M (humanoid); HD 3d8; hp 17; Init +6 (Dex, Improved Initiative); Spd 30 ft.; AC 15 (+1 Dex, +4 chain mail); Atk: Greataxe +4 melee (1d12); Face 5 ft. by 5 ft.; Reach 5 ft.; SV Fort +1, Ref +3, Will +1; Str 10, Dex 15, Con 13, Int 11, Wis 11, Cha 13; AL NE. Skills: Hide +4, Listen +5, Search +8, Spot +5.

## LAIR OF THE BLACK BAND

Between the trees, you can make out a stone wall rising up from the forest floor. As you draw closer, you see the wall is part of a 12-foot tall stone building that is all but completely overgrown with forest vegetation.

If the characters are following the scouts, they may see the bandits walk around the far side of the building, then simply vanish.

Before the characters can get close enough to the building to inspect it, they are set upon by skeletons. The rattling undead are draped in rotted skins (animal skins, though they look human at first glance) and wielding ancient stone daggers. The skeletons simply appear next to the building; one moment they are not there, the next they are charging the characters. (They have teleported out from the entry room, described below.)

These skeletons were created by Thelwane to guard the entrance to the Black Band's lair. They are made up to look like "undead cannibals" in order to help scare away potential troublemakers.

**Skeletons (5):** CR 1/3; SZ M (undead); HD 1d12; hp 6 each; Init +5 (+1 Dex, +4 Improved Initiative); Spd 30 ft.; AC 13 (+1 Dex, +2 natural); Atk: 2 claws +0 melee (1d4); Face 5 ft. by 5 ft.; Reach 5 ft.; SQ undead, immunities; SV Fort +0, Ref +1, Will +2; Str 10, Dex 12, Con —, Int —, Wis 10, Cha 11; AL N. Feats: Improved Initiative.

Once the skeletons have been dispatched, the characters can see that the walls of the building were once covered in ornate carvings: strange gods, humanoid figures devouring other humanoids, and arcane symbols. Time and weather have worn away the stone so only dim outlines of the carvings remain beneath the innumerable vines. Upon examining the building, the characters may realize that its walls extend far beneath the ground.

There are no doors on the outside of the temple. On one side of the building, characters making a successful Search check (DC 20) notice that there are muddy stains on certain jutting portions of the wall carvings—as if people had used those portions as hand- and footholds while climbing the wall.

There is no vegetation on the roof of the building. There are, however, dozens of small round holes about an inch in diameter. There is also a circle with a five-foot radius carved in the center of the roof. It was obviously carved much more recently than the ornamental carvings on the walls.

The carved ring marks the edge of a magical teleportation circle. Anyone who touches the stone inside the circle is instantly teleported into the entry room (location #1).

## 1. ENTRY ROOM

This is a cool, stone room dimly lit by a series of small holes in the ceiling. There is a large circle painted on the floor near one wall. In the middle of the floor is a wide staircase leading down into darkness.

The circle on the floor marks a teleportation circle. Anyone touching the inside of the circle is teleported into the woods just outside the entry room.

## 2. LEVEL TWO HALL

The sunlight filtering down from the entry above dimly lights this open hall. The stairs leading down to this large room edge abruptly above a dark pit. From the bottom of the stairs, the characters can see four doorways, but there is no floor between the stairs and the doors. Two of the doorways are open, and the characters can see that the rooms inside have floors.

Unless the characters are watching their step, the first one to reach the end of the stairs must make a successful Dexterity check (DC 10) or fall into the pit. They can jump from the stairs to one of the open doors with a successful Jump check, though creative characters will find any number of other ways to get around.

Getting from one room to another on this level is challenging, but not impossible. The stairs, walls, and doors are all miraculously sturdy, and will support many people hanging from them.

## 3. KITCHEN

An ancient room covered in painted glyphs, this chamber must have once held great symbolic significance, but now serves as a kitchen. Foodstuffs are piled in the corner, and a large slab of pork is rotting on a cutting board. You can see a pot hanging over what was once a cooking fire, but is now a pile of ashes.

Huddled next to the ashes is a shriveled corpse. A horrified grimace is frozen on its wrinkled face.

The kitchen door is open. Examining the corpse reveals a small bag of gold (5 gp), a dagger, and a hole in its abdomen about six inches across. It would appear the corpse's innards have been sucked out through the hole. (This is exactly what happened when the spiderbeast got a hold of him.) If the characters investigate deeply, they find a sticky white wad the size of two fists jammed far into the hole in the corpse. This is the spiderbeast's egg sac, which is squirming, but not quite ready to burst.

## 4. CHAMBERS OF BRUTUS THE BLACK

It would appear that someone has taken a luxurious bedroom, combined it with a cozy study, and placed it tastefully in a subterranean chamber decorated with grotesque murals. The four-poster bed would look out of place here, with its velvet blankets and carved headboard, if not for the shelves of books and matching writing desk. A wooden wardrobe rests against one wall.

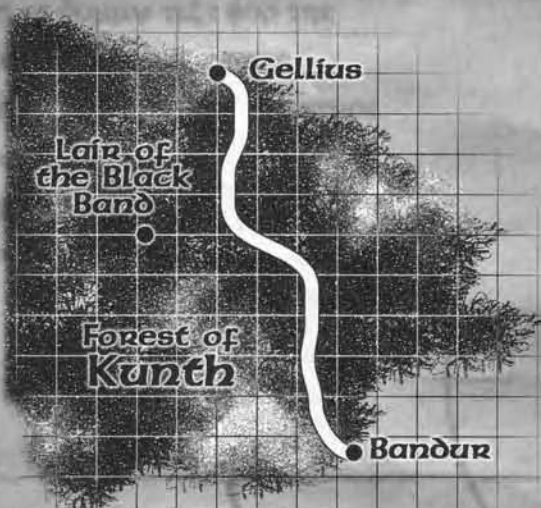
The door to this chamber is closed, but not locked. These were the chambers of Brutus the Black, lord of the Black Band: a man of refinement, taste, and style. He's also a man who's dead, thanks to the spiderbeast. When the creature appeared, Brutus grabbed his sword and stepped out to face it—and fell 50 feet to his death.

The bookshelves are full of fine literature and philosophical tomes, some of which are certainly worth quite a bit to the right collectors. The desk has parchment, writing instruments, and a ledger in which the lord tracked the thieves' loot. If the characters take the time to study the ledger (and make a successful Intelligence check, DC 15), they learn that the Black Band has more than 2,000 gp in its treasury—wherever that may be.

Inside the wardrobe are six fine suits of men's clothing, as well as four pairs of boots, three hats, and a suit of armor. (It's a set of full plate, including a *breastplate of command*.) A chest at the bottom of the wardrobe contains 500 gp.

The wardrobe also houses a trio of vipers, which attack the characters as soon as they open the wardrobe door. (The snakes were pets of Brutus that also protect his personal hoard.)

**Vipers (3):** CR 1/2; SZ S (animal); HD 1d8; hp 4 each; Init +3 (Dex); Spd 20 ft.; AC 17 (+1 size, +3 Dex, +3 natural); Atk: Bite +4 (1d4-2 and poison); Face 5 ft. by 5 ft.; Reach 5 ft.; SQ scent; SV Fort +2, Ref +5, Will +1; Str 6, Dex 17, Con 11, Int 1, Wis 12, Cha 2; AL N. Skills: Balance +11, Climb +12, Hide +15, Listen +9, Spot +9. Feats: Weapon Finesse (bite).

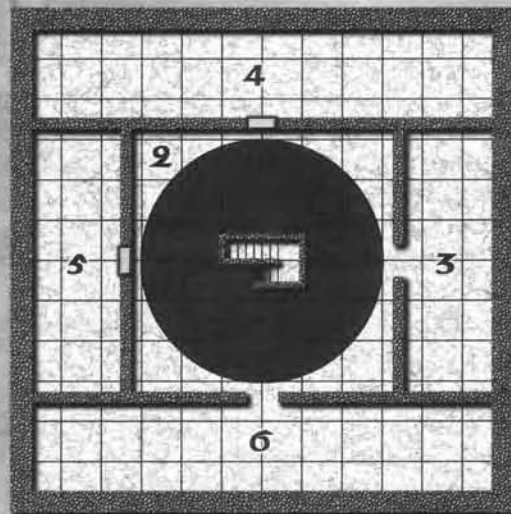


Scale: One Square Equals 3 Miles

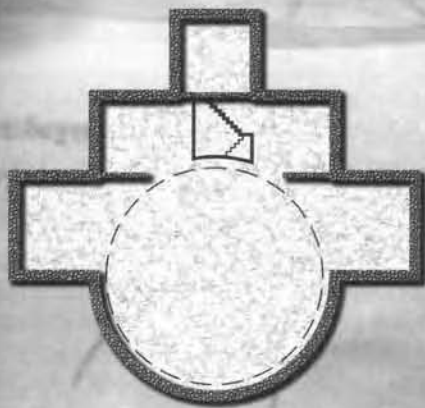
Level 1



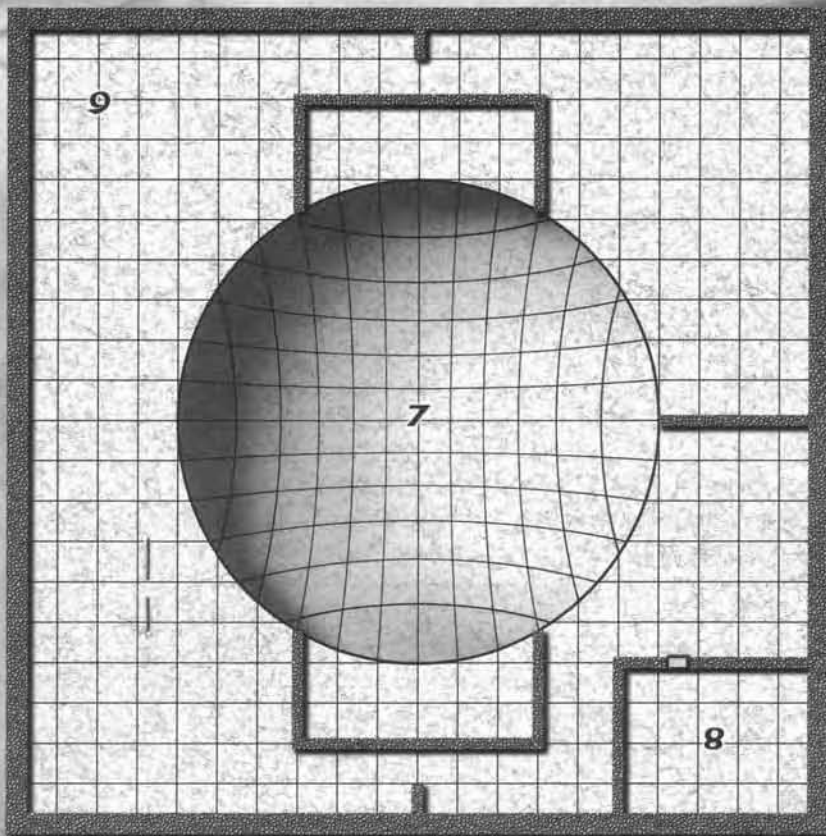
Level 2



Sideview



Level 3



Scale: One Square Equals 5 Feet

### Key



Stairs



Door



Trees

## 5. THELWANE'S CHAMBERS

There is no doubt that this room is a wizard's laboratory. Bottles and jars line the walls, and yards of glass tubing snake around a series of tables. A small bookshelf is stuffed with tomes of arcane lore. One such book lies open on a desk, a dried quill beside it. Beneath a pile of clutter, you can see a small cot in the corner.

The door to Thelwane's chambers is locked with a simple lock (DC 10 to disable it) and not trapped. The book on the desk is Thelwane's journal. The most recent entry is as follows:

Having mastered the art of teleportation, I am now pushing its boundaries with my latest experiments. Guided by books and the personal accounts of travelers, I have been able to magically contact strange beasts from distant locales. Once contacted, I can displace them with a creature—or pilgrim, or merchant, or whatever test subject Brutus brings me—from my laboratory. Thus the creature materializes here, while the test subject is teleported there, in its place.

Three days ago, I was able to exchange a local peasant for a scarab of Welqu. Yesterday, I likewise summoned a galzurq. Of course, scarabs and galzurqs are fine for magical experimentation, but Brutus insists on a creature he can turn to a more practical use.

Therefore, today I am attempting my most challenging feat yet: displacing a spiderbeast of Xaarx. As I understand it, the creatures are quite large, so I will have to use the chamber on the lowest level where we sometimes keep horses. The makeshift stable should be large enough to hold the beast. If not, there is a slight chance of excessive displacement, though this is an acceptable risk.

One of the desk drawers contains three scrolls. These scrolls each contain a *teleport* spell.

## 6. GUARD CHAMBER

Inside this room are the remains of eight mighty warriors, each reduced to a shriveled husk. Some of them are still holding swords. Others are lying by an overturned table and chairs. There are mugs and playing cards scattered across the floor.

The guard chamber door is open. If the characters investigate the guards' bodies, they find the same telltale signs as on the cook in the kitchen (room 3). Searching the corpses reveals three short swords, four daggers, a longsword, and 19 gp.

## 7. LEVEL THREE HALL

This large, dark chamber is completely empty. There is a large, perfectly circular indentation in the center of the stone floor, revealing rocky soil beneath.

While a little light filtered down to the second level from the holes in the ceiling, there is no light at all in the third level. There are burnt-out torches placed in the walls, however, that the characters can light if so inclined.

## 8. TREASURY

Chests, crates, and bolts of expensive cloth are stacked against the far wall of this small room. Expensive-looking statues and paintings line the side walls. It appears you have found a treasure trove of stolen goods!

The treasury door is made of heavy wood, sealed with a massive lock (DC 30), and guarded by an *arcane lock* spell. Directly behind the door is a teleportation circle with a five-foot radius. Anyone who touches the floor inside the circle is instantly teleported to a point 100 feet in the air, directly over a patch of forest half a mile east of the bandits' lair. Rogues can detect the circle with a successful Search check (DC 34), and disable it with a successful Disable Device check (DC 34). Other characters may notice that while the rear and side walls are piled high with ill-gotten loot, the middle of the floor is totally bare.

Digging through the chests and crates eventually reveals 300 gp in assorted art objects, 500 gp in gems, and 2,000 gp in gold, silver, and platinum coins. Doing so takes time, however, and if the spiderbeast is still around, the characters have only two minutes to revel in their newfound treasure.

If the characters explore the treasury before dealing with the spiderbeast, the spiderbeast senses them in the treasury and appears two minutes after they enter the room. While it is too large to enter the treasury, the spiderbeast can shoot its web through the door (if it's open) to try and ensnare the characters. (For details and complete statistics for the spiderbeast, see the appendix.)

## 9. SPIDERBEAST NEST

The floor here is dotted with more dead bandits. Half of them resemble the shriveled dead you've seen already, while the others look like they died from broken necks after a long fall.

Peering through the gloom, you can make out a number of white shapes floating in the darkness. Drawing closer, you see they are people, dressed in white, lining the walls. Upon even closer inspection, they are not wearing white, but wrapped in white strands of sticky silk, cocooned and stuck to the walls about 10 feet above the floor.

The spiderbeast's victims are unconscious with only their heads uncocooned, but can be roused to drowsy wakefulness. (They have been sedated by the spiderbeast's webbing.) There are 12 victims total: six of the Black Band, the wizard Olenar, and, judging by their robes, five other Acolytes. (If the characters followed the Black Band scouts back to the lair, the scouts are also among the victims.) The spiderbeast has already drained two of the Black Band by piercing through their throats.

In order to free the captives, the characters must break through the webbing. An individual strand of web has 4 hit points, but since

the strands have been woven into a thick mass, each cocoon has 20 hit points.

After the characters have freed two victims, the two dead bandits begin to stir. Their heads flop from one side to another, then roll back as if they are staring at the ceiling. A moment later, their necks bulge and their throats begin spewing Xaarx spiderlings. The spiderlings drop to the floor and begin swarming the closest character.

Though the characters don't know it, all the drained corpses in the lair are likewise bursting with the fiendish spiderlings. In addition to the nine corpses in the levels above and the two corpses on the wall, there are five more on the floor of the spiderbeast's nest. Each corpse hatches 15 Xaarx spiderlings, all of which begin making their way towards the most obvious source of heat (and therefore food)—the characters.

If the characters have not already encountered the spiderbeast, it is lurking on the wall 10 feet above its captives, peering down at the characters with its four cold, malevolent eyes. Characters making a successful Spot check (DC 10) notice the enormous beast in the shadows above them. Once spotted, the spiderbeast attacks.

When Olenar regains consciousness, he is still too exhausted to cast any spells of his own. He is, however, willing and able to cast the *teleport* spells from the scrolls in Thelwane's chamber (room 5).

## NEW MONSTER

### SPIDERBEAST OF XAARX



#### Huge Vermin

**Hit Dice:** 10d8+10 (55 hp)

**Initiative:** +3 (Dex)

**Speed:** 40 ft., climb 20 ft.

**AC:** 16 (-2 size, +3 Dex, +5 natural)

**Attacks:** Bite +9 melee, 4 claws +2 melee

**Damage:** Bite 2d6+6, claws 1d6

**Face/Reach:** 15 ft. by 15 ft./10 ft.

**Special Attacks:** Web

**Special Qualities:** Vermin

**Saves:** Fort +8, Ref +6, Will +3

**Abilities:** Str 19, Dex 17, Con 12, Int -, Wis 10, Cha 2

**Skills:** Climb +16, Hide +2, Jump +10, Spot +13

**Climate/Terrain:** Any land

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Usually evil

**Advancement:** 11-23 HD (Huge)

Native to the mountains of Xaarx, the spiderbeast most resembles an enormous spider with four eyes, eight legs, and four mandibles. The creature is a solitary carnivore that prefers a sedentary lifestyle. When hunting, the spiderbeast simply lies in wait for suitable prey (pretty much anything that moves), then strikes it down with a powerful spray of webbing.

Once its prey is immobilized, the spiderbeast feeds by using its mandibles to make an incision in the victim's body cavity, sucking all the juicy bits up through a retractable mouth-tube.

The spiderbeast reproduces only once in life, and only when it feels it is about to die. It does so by spawning egg sacs full of tiny spiderlings, then deposits these sacs in the bodies of its victims, where they gestate for 1d6 days. When they hatch, they eat their way out of their hosts and immediately seek out the warmest living thing they can find, and begin devouring it.

#### COMBAT

When faced with combat, a spiderbeast prefers to use its web at range in order to subdue its enemies, then move in for the kill at its leisure. (If the beast has eaten recently, it may keep its prey cocooned for days until it is hungry again.)

**Web (Ex):** Every five rounds, a spiderbeast can cast a web. This is similar to an attack with a net but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size smaller than that of the spider. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a successful Escape Artist check (DC 28) or burst it with a Strength check (DC 35). Furthermore, the web is coated with a contact poison. The poison requires a Fortitude save (DC 17), and has an initial damage of 1d6 Constitution, and a secondary damage of unconsciousness. The poison is only active for a minute after the web is cast. The web itself will deteriorate after 36 hours if it is not reinforced.



## SPIDERLINGS

### Tiny Vermin

**Hit Dice:** 1/2 d8 (2 hp)

**Initiative:** +3 (Dex)

**Speed:** 20 ft., climb 10 ft.

**AC:** 15 (+2 size, +3 Dex)

**Attacks:** Bite +5 melee

**Damage:** Bite 1d4 and poison

**Face/Reach:** 2 1/2 ft. by 2 1/2 ft./ 0 ft.

**Special Attacks:** Poison (same as spiderbeast web)

**Special Qualities:** Vermin

**Saves:** Fort +2, Ref +3, Will +0

**Abilities:** Str 3, Dex 17, Con 10, Int -, Wis 10, Cha 2

**Skills:** Climb +8, Hide +18, Jump -4, Spot +7

**Climate/Terrain:** Any land

**Organization:** Colony (8-16)

**Challenge Rating:** 1/4

**Treasure:** None

**Alignment:** Usually evil

**Advancement:** —

## COMBAT

**Swarm (Ex):** For each spiderling attacking a character after the first, all spiderlings attacking receive a +1 circumstance modifier on their attack rolls. For example, if three spiderlings are attacking a character, all of them receive +2.

## NEW MAGIC ITEM

### HEARTSTONE

Heartstones can be made out of any stone, gem, or crystal (though minor gems are favored by the Acolytes). When first created, the Heartstone must be bound to its owner. Only the owner may bestow the Heartstone to a new owner. This is done by touching both the stone and new owner, concentrating, and proclaiming the name of the new owner.

Once a Heartstone is bound to its owner, the owner may use it to contact any other Heartstone whose owner's name he knows. To do so, the owner merely holds the Heartstone and incants the trigger phrase, "Heart seek heart, stone seek stone, Heartstone seek (the owner's name)." This creates a mystical connection between the two Heartstones, allowing the owner to see and hear the area around the second Heartstone for five minutes as if he had cast clairaudience/clairvoyance on that spot. Both Heartstones glow dimly as the connection is made. If the owner of the second Heartstone is dead (or otherwise no longer the owner of a Heartstone), no connection is made.

A Heartstone is created with 50 charges. The Acolytes of Timmoran use them to communicate with each other over great distances.

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