



Cloud of Darkness

A Two-Round D&D LIVING GREYHAWK[®] Core Adventure

Version 1

by Creighton Broadhurst

Special Thanks: Andy Glenn, Stuart Kerrigan, Paul Looby, and Pierre van Rooden

Circle Reviewer: Stephen Radney-MacFarland

Editors: Chris Chesher and Sam Weiss

Playtesters: Creighton Broadhurst, Donjin Cieraad, Jon Dobbie, Joshua Glaser, Andy Glenn, Arjen Laan, Andy Lewis, Ward van Oosterum, Pierre van Rooden, Pete Sims, Auke Teeninga, Rob Wills, and Rulf Zuiderhoek

A dark cloud hangs motionless above an ancient sacred site buried deep in the Bright Lands. An ancient power is awaking in the Bright Lands but its true purpose remains occluded. The concluding part of "Sins of Ages Past." A LIVING GREYHAWK core adventure set in the Empire of the Bright Lands for character levels 8-15 (APLs 10 – 16).

Resources for this adventure [and the authors of those works] include *Complete Arcane* [Richard Baker], *Complete Warrior* [Andy Collins, David Noonan, Ed Stark], *COR1-08 The Future's Bright* [Creighton Broadhurst], *COR2-08 Echo* [Stephen Radney-MacFarland], *COR3-01 The Hidden Fortress* [Creighton Broadhurst], *COR3-13 Traitor's Road* [Paul Looby], *COR4-16 The Frozen Spire* [Creighton Broadhurst], *COR5-17 Time's Tide on Bright Sands* [Bruce Paris and James Dempsey], "Denizens of the Bright Desert" in *Dungeon Magazine* 103 [Creighton Broadhurst], *Draconomicon* [Andy Collins, Skip Williams and James Wyatt], "Hardby: City of the Scorned" in *Dungeon Magazine* 92 [Paul Looby], "Into the Bright Desert" in *Dungeon Magazine* 98 [Creighton Broadhurst], *Rary the Traitor* [Anthony Pryor], *Savage Species* [David Eckelberry, Rich Redman, and Jennifer Clarke Wilkes], *Spell Compendium* [Matthew Sernett, Jeff Grubb and Mike McArtor], and *The Adventure Begins* [Roger E. Moore].

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

This game product contains no Open Game Content. No portion of this work may be reproduced in any form without permission of Wizards of the Coast. To learn more about the Open Gaming License and the d20 SYSTEM license, please visit www.wizards.com/d20

This is an official RPGA[®] play document. To find out more about the RPGA and to learn more on how you can sanction and run DUNGEONS & DRAGONS game events of all sizes, visit our website at www.rpga.com.

DUNGEONS & DRAGONS, D&D, GREYHAWK, Living Greyhawk, D&D Rewards, RPGA, *Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual* are trademarks of Wizards of the Coast, Inc. in the US and other countries. This material is protected under the copyright laws of the United States of America. Any reproduction or unauthorized use of the material or artwork contained herein is prohibited without the express written permission of Wizards of the Coast, Inc. This product is a work of fiction. Any similarity to actual people, organizations, places, or events is purely coincidental. © 2005 Wizards of the Coast, Inc.

Visit the LIVING GREYHAWK website at www.rpga.com.

RPGA® SANCTIONED PLAY

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

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

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

This adventure retires from RPGA-sanctioned play on December 31, 2007.

To learn more about the LIVING GREYHAWK character creation and development, RPGA event sanctioning, and DUNGEONS & DRAGONS REWARDS, visit the RPGA website at www.rpga.com.

Players Read No Farther

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

Preparing for Play

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

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Sidebars contain important information for you, including special instruction on running the adventure. Information on nonplayer

characters (NPCs) and monsters appear in abbreviated form in the adventure text. Full information on NPCs and monsters are given in Appendix 1. For your convenience, that appendix is split by APL

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

LIVING GREYHAWK LEVELS OF PLAY

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

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

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

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

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

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

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

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

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

TIME UNITS AND UPKEEP

This is a standard two-round Core adventure, set in the Bright Lands. Characters native to the Bright Lands pay one Time Unit per round, all others pay two Time Units per round.

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

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

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *Living Greyhawk Campaign Sourcebook*.

SINS OF AGES PAST

This adventure is the final installment of the "Sins of Ages Past" campaign arc.

The prior parts of the series are:

- *COR1-08 The Future's Bright*
- *COR3-01 The Hidden Fortress*
- *COR4-16 The Frozen Spire*

The results of these adventures, gathered from compiled Campaign Consequences, are presented below.

Additionally, this adventure touches on events portrayed in several Onnwal regional adventures and interactives. Knowledge of these adventures and events is not required for participation in this adventure.

BLIGHT ON BRIGHT SANDS

While the events in "Blight on Bright Sands" do not directly influence the "Sins of Ages Past" arc the two series share certain characteristics and AR entries relevant to this series.

Both take place predominantly in the Bright Desert and sorcerer characters can gain the Dreaming in both story arcs.

Additionally the actions of the archmage Rary affect both series. While his affect on "Sins of Ages Past" is not great, his influence may affect the way some PCs react in this adventure.

ADVENTURE BACKGROUND

The chain of events leading the PCs to the necropolis of Unaagh begins millennia ago in the ancient past of the Flanaess.

THE GURONN NUR

The *Guronn Nur*, or *Hideous Idol*, was an item of ancient and terrible power. It was discovered by Ur-Flan mystics over 4,000 years ago deep within the Cirel Iomadh, or Dreaming Gyre. Here, they discovered a place where time and reality seemed strangely warped and distorted.

Five great wyrms – Children of Tiamat – also dwelt in that place. They came upon the mystics and struck a bargain with them. The wyrms would teach the mystics the secrets of the *Guronn Nur* and, in return, the Ur-Flan would unite their brethren against the dwarves and gnomes who waged constant war upon the wyrms.

Using the *Guroon Nur's* power the mystics subjugated many local tribes and founded Caerdiralor (called by some sages the Obsidian Kingdom). Caerdiralor was a fell land dominated by Tiamat-worshipping priests and mystics bent on the destruction of their dwarf and gnome neighbors and the subjugation of the lowland tribes. The conflict raged for years.

Yet while the *Guroon Nur* was used to venerate Tiamat other ambitions and dreams stirred within its depths. Slowly it corrupted its attendant priests with visions of greatness and rebellion against the wyrms. So it was that the most powerful of Caerdiralor's priests began to construct a weapon powerful enough to throw off the wyrms' rule.

However, perhaps alerted by Tiamat herself, her children discovered the plot. As Caerdiralor's mystics began their final ceremony, the wyrms descended upon Caerdiralor's capital, Myrsyrna, in an orgy of revenge and destruction.

In the ensuing battle, control of the *Guroon Nur* was lost. The subsequent explosion devastated Myrsyrna and slew all of Tiamat's children present. The *Hideous Idol* was shattered into five fragments; within each was bound the essence of one of the slain wyrms. These five fragments became the *Pentarch of Tiamat*. In the resultant chaos following Myrsyrna's destruction subservient tribes rebelled against their masters and the dwarves pushed home their sudden advantage.

Caerdiralor's fall was swift and all but complete. Now, only truly ancient texts bear witness to Caerdiralor's existence most of which are held by secretive dwarf loremasters in certain deep and extremely well defended holds.

THE RISE OF SULM

A few priests, learned men, and their servants escaped the ruin of the homeland. They sought a haven far removed from the war that consumed their kin in which they could guard their lore.

Having little knowledge of seamanship, these few survivors were at the mercy of the unforgiving ocean. Eventually the fickle waters of the Gearnat marooned them upon the plains of the Rhugha. Having no choice but to carve out a home for themselves in the arid grasslands of the region they traveled northwards into the interior.

While few in number their arcane power was easily a match for the nature magic of the tribes wandering the grasslands and none could bar their passage.

During their journey, they chanced upon several sites steeped in a magic even older and greater than their own. Here they established places of worship and began to slowly rebuild their shattered heritage.

With the passing of the centuries these Ur-Flan forgot their dark heritage and turned away from the evil that had so consumed their ancestors. They embraced the religions – notably Rao and Pelor – of the indigenous peoples and in return freely shared their knowledge of engineering and agriculture with the friendliest of the tribes.

Over time, this tribe emerged as the dominant group in the region. Local tribes were peacefully absorbed into the growing kingdom and soon the newly formed kingdom of Sulm dominated great swath of the grasslands.

THE FALL OF SULM

Evil and madness – perhaps a taint of ancient Caerdiralor - lurked in the hearts and minds of Sulm's rulers. Benevolent co-existence with her neighbors slowly faded to but a memory. Sulm's sorcerer-kings began to expand their domain in a series of brutal, expansionist wars. Durha, Rhugha, Truun, and Ronhass all fell before the iron-shod legions of Sulm. Last to fall was Itar, greatest of Sulm's rivals. Even though their patron deity – Vathris - fought on their side in the final battle, Itar could not withstand Sulm's fell magics; its army utterly annihilated and its divine patron slain, no power remained in the kingdom to save its capital from being cast into the sea.

Although with the fall of Itar, Sulm stood unopposed as the region's preeminent power, peace did not settle upon the region. With all outside foes defeated, Sulmite society stagnated. A once driven and dynamic race became introspective and obsessed with pleasure. Sulm began its long fall.

Discontent, rebellion, and even civil insurrection seethed throughout the outer provinces. Sulm's mighty armies could stem these uncoordinated uprisings but his subjects' disloyalty troubled Shattados, last Sorcerer-King of Sulm. In his arrogance and desperation he cried out to his dark master for aid.

And, across the immensity of the Void his master heard, for Shattados and his kin worshipped the Slumbering One.

UNAAGH AND THE GURONN NUR

Many dark and secret things were carried from the ruin of Caerdiralor by the last desperate custodians of its dark legacy. Chief amongst these was an item beyond value: Darssvorel, one of the *Pentarch of Tiamat*. Its purpose and power lost in the destruction of Myrsyrna, Darssvorel slumbered, waiting to be awoken once more.

As Sulm's doom overtook it, a few desperate and powerful sorcerers and priests congregated at the Unaagh. One of Sulm's most sacred sites, here the great and the powerful of the kingdom along with their

servants and slaves were buried. At the very centre of this great burial complex rose a massive black-stoned ziggurat. At its peak, its significance long forgotten was set Darssvorel brought from doomed Caerdiralor so many centuries before.

Drawn there by a nameless compulsion, these few survivors took hurried counsel. Protected by wards of immense power, they argued and bickered as about them their civilization fell. With the realization that eventually their wards would also fail exposing them to the *Scorpion Crown's* curse, they began a ritual unperformed for centuries. So powerful was the ritual that it caused a rip in the fabric of reality surrounding the necropolis.

Such was the malevolent force of the *Scorpion Crown*, however, that even such a powerful ritual was not proof against its curse. Unforeseen by all that day, the magic of the ritual intermingled with the literal waves of magical energy now cascading from Darssvorel, awoken from his long slumber by the *Scorpion Crown*. This convergence perverted the mystics' ritual. Instead of opening a portal to an ethereal refuge, it created a one-way doorway into what sages would one day call a fading land.

In an instant Unaagh's tranquil gardens and clear pools were swept aside and those slumbering in its many mausoleums and crypts were awoken. The massive backlash of magical energies slew three out of every four who stood upon the Black Ziggurat. For the few survivors however salvation (or so it seemed) was at hand, for at the ziggurat's zenith lay a rift through the very fabric of the Oerth through which they might escape.

As they staggered upwards their protective wards, fatally weakened by the unprecedented release of magical energy, crumbled. Those too slow to pass through the rift fell victim to the *Scorpion Crown's* curse, while those few that did escape became trapped in a strange twilight realm. This realm was at the same time both alien and familiar to them. All of Unaagh's features and landmarks were present but were warped and bore a sinister aspect. The realm itself seemed to extend to the outer border of the necropolis where an impenetrable black mist bounded it.

The Sulmites discovered that their prison was timeless and that the shard Darssvorel (which existed both in the real and shadow Unaagh) was its keystone. During their long incarceration they learned that Darssvorel was one of the *Pentarch of Tiamat* and that it contained the essence of a great wyrm. To honor and placate Tiamat they named their prison "Vuthathrae" which means "black air" in Draconic.

They also knew that at some point the magics perpetuating Vuthathrae would fail and that unless they controlled the realm's unmaking, its collapse would likely destroy them.

Manipulating Darssvorel power's they eventually were able to breach the boundaries of their prison and call upon Aussirloerchik, one of Darssvorel sister-fragments.

And, far to the east, she heard.

ICESPIRE

In the lands of the Flanaess it was 565 CY and Sulm was but a footnote of history - little more than an esoteric novelty known only to a few scholars. The Sulm mystics' first attempt to tap into the power of the *Pentarch of Tiamat* was both a success and failure.

Using Darssvorel they managed to manipulate the sorcerer Lynerden Oberannin into disrupting the wards surrounding Aussirloerchik.

To their fury, although they had managed to reach the Oerth, they failed to release themselves from incarceration. Instead, Aussirloerchik's awakening transformed hundreds of square miles of land into a frozen hell, slaying all who dwelt there. Strange creatures warped by the interlacing energies of the two fragments stalked the land slaying or driving mad all those who dared enter. While this was of little import to the trapped Sulmites, no few powerful individuals took note of this and wondered what could possibly cause such devastation. Some chose to watch and wait, while others determined to investigate this strange turn of events.

However, for the Sulmite mystics the devastation caused by the second shard's awakening proved that their scheme had merit. The wisest amongst them counseled more research and patience for there were three more fragments - surely, one of those would have the power to release them. After long deliberations, they agreed that a more subtle course of action was required.

And so began their second bid for freedom. This time, instead of using Darssvorel's power to shatter their prison, they used him to send out dreams into the lands of their former homeland. Only those possessing draconic blood were susceptible to these dreamings. Heavily laced with promises of power and mystic visions of the past these dreams drew many powerful individuals - both sorcerers and dragons - to the area. All were drawn by a nameless compulsion to enter the Bright Lands searching for something that they could not quite identify.

The Sulmites hoped that such powerful individuals would eventually be drawn to the necropolis at Unaagh. In their minds, some of those summoned would prove strong enough to wrestle Darssvorel from the undead infesting Unaagh and carry him into Vuthathrae. (Those that were not powerful enough would surely die; this did not concern the trapped Sulmites).

Once they had full possession of the shard they were confident they could discover a way to safely transport themselves back to the Oerth.

Darssvorel has other plans and cares nothing for the trapped Sulmites. He is the first of the five shards to awake in millennia and seeks some way to revive his brother- and sister-stones. Trapped as he is in two realities his powers are weak. While he managed to briefly disturb Aussirloerchik's slumber, he failed to completely awaken her.

He has since realized that until the portion of his essence trapped in Vuthathrae is released, he lacks the power to reach his brethren. Thus, when the PCs finally reach him, he plans to betray the Sulmites and manipulate his possessor into destroying Vuthathrae as quickly as possible. (The "Adventure Synopsis" and "Factions" sections as well as encounter 5 present Darssvorel's plans in more detail).

CHARIXENLOREAT AWAKES

Darssvorel's growing power has not gone unnoticed. Another slumbering shard – Charixenloreat - has sensed him and began to stir. It was at this point that fate brought a powerful member of the Scralet Brotherhood – Exalted Sister Kuranyie, ruler of Onnwal – to Charixenloreat's resting place.

Through many careful months of research and experimentation, she slowly woke Charixenloreat and bound him to her purpose. Kuranyie sensed the immense destructive power lurking within the shard but instinctively knew that to move or touch it would spell her doom. Instead, she turned the shard into a weapon of last resort. Above, in the sunlit lands of the Dragonshead, a war raged for the very future of Onnwal. After almost a decade of savage warfare, forces of the Free State of Onnwal overwhelmed Scant's defenses and seemed to be on the very brink of total victory.

It was then that Kuranyie unleashed Charixenloreat. A group of brave Onnwallon heroes discovered her plot moments after its completion. Unable to stop what had been set in motion they fled, warning their companions of the imminent danger. Their warning, and the sacrifice of many of their brave companions, allowed the bulk of Onnwal's forces to flee Scant moments before it was consumed in a blazing inferno of magical fire. In the ensuing chaos, Kuranyie and Charixenloreat slipped away.

RARY AND UNAAGH

In 584 CY a new power arose in the Bright Desert. The perfidious archmage Rary and his companion Robilar fled here after Rary's foiled attack on the Day of Great Signing. Over the next few years they extended their

hold over the indigenous tribes of the region, forging the Empire of the Bright Lands.

While Lord Robilar ably led his armies against the desert tribes, Rary explored several ancient sites of Sulm searching for clues to the whereabouts of the *Scorpion Crown*.

During his exploration of Unaagh, he fought and bested the necropolis' dark lord. While the lich Drokaas survived the battle, he was greatly weakened and could not prevent Rary's investigations of his domain.

Their titanic battle, fought on the very steps of the Black Ziggurat itself, severely damaged the magics maintaining Vuthathrae. As a result, a black, motionless cloud gathered above the Black Ziggurat. Their battle was so intense that echoes of it resonated across Vuthathrae. While the Sulmites do not know exactly what happened (Darssvorel has deliberately kept the truth from them), they have realized that they must possess both parts of Darssvorel soon, or risk their destruction.

Because Rary possesses no draconic blood he was immune to Darssvorel's blandishments. His search complete, Rary returned to his tower; he saw no need to expend further energy destroying the undead infestation of the ruins. His research indicated that the necropolis' denizens could not move beyond the bounds of the place without being destroyed and thus represented no danger to his burgeoning empire.

THE SINS OF AGES PAST

Events in previous adventures in the "Sins of Ages Past" directly influence the events in this adventure. The course of events, as determined by returned Campaign Consequences are as follows.

COR1-08 The Future's Bright

In *COR1-08 The Future's Bright*, adventurers rescued a single survivor from the shattered remains of *The Azure Warden*. The ship, the personal vessel of the renowned Onnwalish adventurer and sorcerer Slanisar Bantu, was destroyed by some unknown dark agency as it lay off the coast of the Bright Desert.

Only one crewman, driven mad by his ordeal, survived the attack. Several months later, explorers arrived to explore the remnants of the shattered vessel. They found that the survivor's tenuous grip on reality had been lost—the deprivations of the desert driving him into a near catatonic state.

After an encounter with the ghostly Varn Amandis the characters rescued the survivor and returned him along with Varn's remains to Onnwal.

COR3-01 The Hidden Fortress

For two years, the nameless survivor rescued in *COR1-08 The Future's Bright* was cared for in Killdeer (capital of Free Onnwal) by Marya Jernal (a disciple of Osprem). The survivor's physical ailments healed quickly under the watchful eye of the Lady of the Waves disciples, but his mental condition did not improve. Curatives both magical and mundane failed to restore his sanity. A divination cast to gain insight into the survivor's condition uncovered a cryptic poem, seeming of no relevance and a feeling of deep dread:

An eternal watch that must not fade,
A bolt that must not be shattered.

Absolute darkness creeps from the bright,
A secret long-shrouded is returned to the light,

Amid the faded glory of a forsaken empire,
Among shattered hills,
Within choked valleys,
Lurk the sins of ages past.

Additional divinations all indicated that the Bright Desert was the focal point of the threat. Additional research into the Bright Desert unearthed an old map purporting to show the location of a fortress located just two days walk from the coast. Divinations and auguries cast on the map indicated that answers could be found within that fortress. Unnerved by the experience and afraid of what it might portend Marya contacted the brave adventurers who originally rescued the survivor and begged for aid.

Traveling to the Bright Desert the PCs fought a ghostly blue dragon named Ker-dorptoc, braved a sandstorm, and saved a badly injured norker.

Discovering a buried tower the PCs explored it, finding the body of Slanisar Bantu and at the tower's base a room guarded by an ornately carved door featuring five dragon heads, seemingly ready to breathe on any trespassers.

Beyond the door lay a large chamber dominated by an illusionary *prismatic sphere* warding a permanent *wall of force*. After defeating strange spider-like undead creatures, the PCs were able to investigate the sphere. Within was a ragged curtain of gray light and an ancient, crumbling parchment; only one word, "Unaagh," still visible. Atop the scroll, a single fist-size shard of rock of black hue flecked with blue-green and purple wisps was also recovered.

Returning to Onnwal, the PCs brought word of the parchment to Marya Jernal. Also returned to the priestess was the black-hued rock and the bones of Slanisar Bantu.

While in the Bright Desert, and afterwards to this very day, individuals possessing draconic blood were beset by strange dreams of a fell, doom-laden aspect. A year to the day since the PCs investigated the tower the nature of these dreams changed with the afflicted PCs being able to send dream images to similarly afflicted individuals.

COR4-16 The Frozen Spire

In 565 CY the tower and the lands surrounding what was to become known as Icespire were suddenly transformed into a frozen wasteland, slaying all who dwelt there.

Herzog Chelor, then ruler of South Province, dispatched a large, well-equipped expedition to discover what had caused such destruction. Only two members, both hopelessly insane, returned. Given that the phenomena did not seem to be expanding and that war was looming with the Iron League (as it always did), Chelor forgot about Icespire.

In 594 CY politics thrust the lands of Icespire into the limelight once more. The United Kingdom of Ahlissa had recently reached an accord with the Free State of Onnwal and the Kingdom of Sunndi. Icespire occupied a strategic location, commanding the thin strip of land separating Dunhead Bay from Relmor Bay and the Sea of Gearnat. Given the new friendship between the signatories of the Naerie Compact this stretch of water became important once more. The increase in traffic through Dunhead Bay necessitated the occupation of Icespire - and the surrounding lands - to protect against Scarlet Brotherhood raiders sailing from their few remaining ports on the Dragonshead.

Thus, carried by traders of the Royal Guild of Merchants of Aerdy, word went out across the Flanaess that Ahlissa required skilled adventurers. These adventurers were charged to travel into Icespire's frozen lands and end whatever devilry held sway over the land.

Adventurers flocked to the region. Those actually braving the frozen lands fought many strange creatures seemingly crafted from madness. After exploring the ruins of Kalinarn and the Icespire itself, the PCs discovered the journal of Lyrerden Oberannin - the wizard responsible for awakening Aussirloerchik.

Clues within the journal led the PCs to the lost shrine of Gyrtulyndarrath wherein they fought skeletal dragons defending a door, twin to the one discovered in *COR3-01 The Hidden Fortress*. After defeating the dragons and the insane remains of Lyrerden Oberannin the PCs reestablished the wards surrounding Aussirloerchik. (While this did not immediately reverse the magics holding Icespire, over time the ice and snow will naturally diminish).

ADVENTURE SUMMARY

For a variety of reasons (further expanded upon in the Introduction) the PCs have resolved to investigate the necropolis of Unaagh.

This adventure has several distinct parts.

During the first part of the adventure, the PCs are in Hardby. Rumors have swirled around the central Flanaess for some years of a great black cloud hanging motionless above Unaagh. PCs wishing to find out more about the necropolis and the events besetting it can search for more information in Hardby.

After the PCs have completed their preparations they travel to the necropolis.

Once the PCs reach Unaagh they fight their way past legions of undead thronging the streets. After defeating the Dark Lord of Unaagh atop the Black Ziggurat the shard Darssvorel speaks to them and tries to persuade them to cross the planar boundary into Vuthathrae. (If they do not go into Vuthathrae they fight the undead of the necropolis and several rival groups of adventurers).

To reach Vuthathrae the PCs enter the black cloud hanging over Unaagh. Appearing within a strange shadow land the PCs immediately encounter the sorcerer Myghin and his guards who greets them in peace. At her appearance, Darssvorel urges the PCs to kill the Sulmites and take him to the Black Ziggurat straight away.

GOING IN PEACE

If the PCs do not attack Myghin she takes them to the Black Ziggurat where rooms are prepared for them. While resting the PCs meet Branwalather and Peddyr who beg them to hand over Darssvorel so that they might complete their ritual and free themselves.

If the PCs decline to handover Darssvorel, Myghin and her guards attack them later (but before spellcasters have a chance to relearn spells).

Subsequently Branwalather and Peddyr attack the PCs in an attempt to gain Darssvorel. With their death the PCs are seemingly trapped in Vuthathrae. PCs searching the Sulmites' bodies discover the Sulmite ritual.

Whichever way the PCs decide to free themselves they must reach the top of the Black Ziggurat. As they climb or fly to the top they meet the ziggurat's final guardian – the dracolich fang dragon, Sjachtithar. Sjachtithar does not interfere with the ritual if it is conducted by a Sulmite. Once it is complete the two shards of Darssvorel are reunited and Vuthathrae is destroyed.

Vuthathrae's destruction deposits the PCs back in Unaagh from where they can return to civilization.

FIGHTING THEIR WAY THROUGH

If the PCs attack Myghin she fights to the death as do his guards. Afterwards the PCs are free to explore the shadow Unaagh. No undead lurk here and nothing bars their exploration. Darssvorel urges them to go straight to the Black Ziggurat so that he might be made whole again. If the PCs do so, Branwalather and Peddyr attack them in a desperate attempt to gain possession of Darssvorel. Once the PCs have defeated them nothing stands between them and the Black Ziggurat.

As they climb or fly to the ziggurat's zenith the dracolich fang dragon Sjachtithar attacks. After defeating the dragon they can reunite the two shards of Darssvorel and safely destroy Vuthathrae.

Vuthathrae's destruction deposits the PCs back in Unaagh from where they can return to civilization.

PREPARATION FOR PLAY

This adventure utilizes rule items from many different rulebooks. The DM should take time to familiarize himself with these before play begins. These are presented in Appendix 2.

AR ITEMS

PCs may possess AR items from previous parts of "Sins of Ages Past". Many of these have some bearing on the course of this adventure.

Ebon Lexicon of Gyrtulyndarrath

Recovered in *COR4-16 The Frozen Spire* this weighty tomb contains much information about dragons and their affairs. Owners of the book have recently discovered the following passage:

"...and when the Pentarch of Tiamat is once again abroad on the Oerth and those blessed with the divine mother's lifeblood have heeded its call a great power will be released. For what was split asunder will be remade whole and what was lost will be re-found."

This text is replicated in Player Handout 5.

Favor of the Circle of Eight

During *COR2-08 Echo* the PCs believed they worked for the famous wizard (and member of the Circle of Eight) Warnes Starcoat. In reality the PCs' contact – a halfling named Thrics (LG male halfling wizard 11) – was a follower of the archmage Tenser using Warnes' name to deflect suspicion away from his master. Tenser, recently returned to the Flanaess, sought (and still seeks) revenge against Rary for his death during the Traitor's failed attack on the Day of Great Signing.

Tenser is also deeply concerned about the fate of Icespire and has been following Ahlissa's attempts to reclaim its lands.

Favor of the Circle of Eight: The Circle of Eight, especially Warnes Starcoat, has a favorable view of this character. This effect will come in handy later in this character's career.

Effect: When the PCs begin their preparations to explore Unaagh the halfling Thrics approaches them, seeming to know all about their plans. He offers them a *wand of endure elements* (CL 1st; 50 charges), three *potions of remove paralysis* (CL 3rd), and three scrolls of *restoration* (CL 7th) as aid. He expects unused items to be returned. He asks only that the PCs seek him out when they return to relate their adventures.

Narthos

During *COR3-01 The Hidden Fortress* PCs may have befriended Narthos, a norker disaffected with serving Rary.

Effect: Because of the rules governing a cohort's participation in the campaign it is possible that Narthos may not be able to accompany his master on this adventure. However, if Narthos still lives he can provide several interesting pieces of information regarding Unaagh.

- Before Rary went to Unaagh several expeditions were mounted to explore the ruins. Not a single member of any of these expeditions returned.
- Rary sought ancient knowledge he thought may lie forgotten amongst the dead.
- Tribal chieftains were told to try and capture live manscopions for Rary. Why is unknown.
- Many undead lurk in the necropolis.

The Dreaming

Individuals with levels of sorcerer could have been exposed to "The Dreaming" in a number of previous adventures.

Effect: The Dreaming is a series of extremely real-seeming dreams and visions. Normally these dreams come only when afflicted individuals sleep, enter a trance, or meditate.

However, these visions also affect afflicted individuals at certain times during this adventure. Such events appear in the relevant encounter's text. All such dreams and visions are also presented in Player Handout 3. Provide copies of the relevant dream to all afflicted PCs. As affected PCs get closer to Unaagh and the Black Ziggurat the Dreaming become ever more vivid and disturbing.

While the PCs are in Vuthathrae they suffer no more dreams.

Dream 1

The night before the PCs set out for Unaagh PCs afflicted by the Dreaming have the following dream:

A dark city stands alone amongst a great dune sea. Storms of ferocious power batter the worn monuments and thoroughfares of this once peaceful place. Above it all, a great black cloud glowers like some unfathomable menace from beyond.

Below the cloud stands a ziggurat of darkest hue. At its very tip shines a dim, unwavering light...

Dream 2

When the PCs first enter Unaagh sorcerers suffer this waking vision.

Dark things creep amongst the ruined sepulchers and sand-choked streets of this damned place. An aura of darkest menaces hangs in the streets, almost palpable to once such as yourself.

At the very edge of hearing you can make out something indistinct but gloriously familiar. As it grows louder you can make out a few words –

"Tarry not my kinsman, for I am nearby and have great need of you. Come to me through darkness and death for I am nearby. Beware the dark lord of this place for he is evil incarnate. I have been trapped here for an age and only you can free me."

Dream 3

If the PCs rest overnight within the precincts of Unaagh afflicted PCs experience the following dream.

Ebon tentacles of madness coil through the deserted streets of a shattered city. Through the night they writhe, questing for something unknown to them, but all is quiet. In frustration they lash out; shattered walls crumble before their onslaught but still they do not find what they seek.

And above the desolation a shape begins to form out of the darkness; something monstrous from an earlier age...

Dream 4

As the PCs near the Black Ziggurat any sorcerers amongst them suffer the following waking dream:

In an instant the vista of death and decay before you is swept aside. In its place you see Unaagh as it once was. Peaceful streets and tranquil parks along with calm reflecting pools and a multitude of shrines stand ready to receive you. All is not peaceful, however.

People flee towards the centre of the necropolis, towards a Black Ziggurat above which has formed a sinister black cloud.

As you watch, a solid wave of energy sweeps over the surrounding arid grasslands. In its wake, a low rumbling shakes the ground and a sulphorous smell assaults your nostrils. The energy wave slams into invisible wards protecting the necropolis. The wards buckle but hold as crackling energies writhe across their surface seeking a way through. Lightning crackles across the protective dome as slowly it begins to shrink inwards.

Within Unaagh the figures you observed earlier surge towards the ziggurat, climbing over the bodies of their fallen companions. Fights break out on the ziggurat's sacred steps as those trapped within battle upwards. Those few who reach the top disappear as the necropolis wards finally buckle and fail.

And over all you hear a low, demonic chuckling...

PCs that have played *COR5-17 Time's Tide on Bright Sands* recognize this event as the result of Shattados, last Sorcerer King of Sulm, donning the *Scorpion Crown*. They have just witnessed the final destruction of the Sulmite civilization.

THE FACTIONS

Two factions in this adventure seek to manipulate the PCs' actions. Their motivations (and any special knowledge they possess) appear below. Keep this information in mind when portraying these individuals. More detailed information appears in the encounters in which the PCs first meet these NPCs. A brief summary of the information is given here.

DARSSVOREL

Darssvorel is the lingering essence of one of the great wyrms slain when Myrsyrna, Caerdilalor's capital, fell. The original Darssvorel was a great blue wyrm of incredible power. Such was the depths of his evil and devotion to Tiamat that part of his psyche survived beyond his death becoming infused with a fragment of the *Guronn Nur*. For more information about Darssvorel's origins refer to the "Adventure Background" section.

Darssvorel's short-term goal is to convince or coerce the PCs into carrying him through the black cloud and to reunite him with the portion of himself trapped in Vuthathrae. He is in contact with the Sulmites in Vuthathrae and knows a little of that fading land and its occupants (see encounter 5 for more details).

Although he has been working in league with the Sulmites to attract rescuers he plans to double-cross his conspirators. He knows they plan to use him in a ritual designed to safely destroy the fading land. However, he fears they have discovered some way of binding himself to them (in a similar fashion to how the adepts of Caerdilalor tried to master the *Guronn Nur*). This is unacceptable to him; thus, the Sulmites must die. He views the PCs as his pawns in this matter.

THE SULMITES

Led by the sorcerer Peddyr, the Sulmites have been trapped here since the *Scorpion Crown* destroyed their civilization. Originally, there were more of them but infighting and "accidents" have reduced them to their present numbers. The survivors are desperate to escape.

The Sulmite's cover story and details of their negotiations are presented in encounter 7.

Pronunciation: The following phonetic spells illustrates how the Sulmites' names are pronounced:

Arthyen (AHRTH-yen)

Branwalather (bran-wa-LATH-uhr)

Myghin (MAY-xuhn)

Peddyr (PETH-uhr)

INTRODUCTION

PCs taking part in this adventure have several possible motivations for doing so.

If a PC has not played any adventure in the "Sins of Ages Past" series they likely wish to loot the necropolis of its treasures. Characters created for the "Blight on Bright Sands" campaign arc may wish to investigate the ruins in a bid to discover some ancient weapon or item of power to combat the forces of the Empire of Bright Lands. (Alternatively, some PCs may wish to give this item to Rary to safeguard his empire). Finally, good-aligned PCs may simply desire to destroy the undead lurking within the ruins.

Read the following text to all the PCs:

Rumors of an unchecked and ancient madness lurking in the dark places of the Bright Desert are commonplace in the taprooms of Hardby. One such story tells of a great black cloud hanging motionless over an ancient necropolis in the eastern-most fringes of the Bright Lands.

What this cloud portents is a matter of wild and speculative debate. Some think a great evil is rising among the dead while others point to Rary's exploration of the necropolis as proof that momentous events are unfolding.

Rumors place not only large numbers of undead within the complex but also the interred wealth of an

entire nation's dead hidden in the tombs, sepulchres, and sacred vaults of the place.

BRIGHT LANDS VETERAN

Individuals who have completed any adventure set in the Bright Desert have an additional reason to seek out the ruins. For several weeks now a strange dread has been growing within them. Hand these players Player Handout 1 (reproduced below for the DM's convenience).

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger, of late a nameless dread has been slowly creeping through your soul.

Troubleshooting: If the PCs do not seem keen to investigate Unaagh, have the halfling Thrics approach them. He asks them to investigate the area for his master, who will reward them generously. Refer to the "Preparation" section for more information on Thrics, his master, and the aid he offers.

THE DREAMING

If the Dreaming has affected any PC hand that PC Player Handout 2 (reproduced below for the DM's convenience).

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

Half-remembered dreams of a beautiful, but terrifying, woman haunt your waking hours. Her inhuman beauty both excites and revolts your soul and although you hate your weakness you long for the night, when you may yet catch another glimpse of her.

You know this woman and her seductive offers only too well. For several years now she has lingered at the edges of your consciousness. You know not her ultimate purpose but her presence fills you with great longing and great fear. You sense that she is old, very old, and that you are in some way bound to her as a brother is bound to a sister.

Additionally it is possible that some sorcerers experiencing the Dreaming touched the grey sphere found in the lost Shrine of Gyrtulyndarrath (explored in *COR4-16 The Frozen Spire*).

Such individuals received the following vision which, with hindsight, could have depicted Unaagh:

Wind tears at your clothes and your hair as you scream across the sky at an incredible speed. Far below you, the tempestuous waters of the Gearnat pass. It seems like only a matter of minutes before you leave the waters of the Gearnat behind and begin to pass over the scorched and blasted landscape of the Bright.

Ahead of you a vast black cloud hangs motionless in the sky. The very fabric of your soul exults as you draw closer and while it is a disturbing and sinister sight you also see it as a thing of great beauty. Below the cloud stands, half-buried amongst the dunes, stand row upon row of mausoleums, shrines and other ceremonial edifices. At the dead centre of the site towering over all the dunes and buildings surrounding it stands a black-hued ziggurat, the tip of which may intersect with the dark cloud hanging above.

As you take all this in a seductive voice laden with malice and longing purrs in your ear "Come..."

This vision is reproduced in Player Handout 5. Give the text to anyone who touched the grey sphere at the end of *COR4-16 The Frozen Spire*.

If any PC at the table has played *COR3-01 The Hidden Fortress* give them Player Handout 4.

ENCOUNTER 1: THE SCORND CITY

To facilitate play in Hardby refer to the notes below and DM Aid 1: Hardby—City of the Scorned. Hardby has just come through a period of political unrest and uncertainty. Many tall stories, and indeed tales of war, circulate in its marketplaces and taverns.

RESEARCH

If the PCs try to uncover more about Unaagh use the tables below. A successful result also gains all information gained by lesser checks.

Unaagh

PCs succeeding on Knowledge (local: Core), knowledge (history), or bardic knowledge checks can discover some information about Unaagh.

- **DC 10:** The ruins of Unaagh swarm with all manner of undead. A lich controls the other undead in the necropolis. He fought, and was defeated by, Rary several years ago. What Rary sought in the necropolis is unknown.

- **DC 15:** Shortly after Rary explored the necropolis a large black cloud formed over the whole place.
- **DC 20:** Unaagh was one of the most sacred sites of ancient Sulm. The “great and the good” were buried there. The whole place was set out around a huge ziggurat crafted from black stone.
- **DC 23:** Sons of kyuss – a rare form of undead – are among the necropolis’ defenders.
- **DC 25:** The central ziggurat of Unaagh is crafted from black stone of a type not found in the Abbor-Alz. Why the Sumlites went to such lengths to acquire it are unknown.
- **DC 30:** Passageways and chambers riddle the ziggurat. The leaders of Sulm’s enemies were sacrificed to Sulm’s dark gods atop the ziggurat.

Recent Happenings

PCs succeeding on Gather Information checks can discover some information about Unaagh.

- **DC 10:** Powerful adventurers have been leaving for Unaagh with increasing regularity. Most do not return. The undead of the place must be numerous and/or very powerful to have defeated so many skilled and brave personages.
- **DC 15:** The ruins of Unaagh swarm with all manner of undead. A lich apparently holds sway there. He fought, and was defeated by Rary, several years ago. What Rary sought in the necropolis is unknown.
- **DC 18:** Rary’s forces do not seek to enter the ruins themselves, but they are thought to keep watch on the place.
- **DC 20:** Shortly after Rary explored the necropolis a large black cloud formed over the whole place. No one knows why.

Additionally a DC 10 Gather Information check reveals the following verse that has been circulating around Hardby in recent weeks. Many claim that it refers to Unaagh and the threat therein. This text is reproduced in Player Handout 6.

*The last of ancient Sulm to fall,
Are not the last of ancient Sulm to fall.*

*Through black air,
Into black air.*

*A devil’s conundrum is yours:
Awaken an elder evil,
Free an ancient evil onto the Oerth
Or seek another path.*

Divination Magics

Powerful adventurers have access to divination magics, which can shed some light on Unaagh and the Dreaming. Beyond the various power-up suites of the NPCs lurking in Unaagh and Vuthathrae there are no impediments to this. If characters cast spells such as *commune* or *legend lore* answer their questions as comprehensively as possible (given the limits of those spells).

Rary: PCs allied with the archmage Rary may seek his guidance during this adventure. Rary has no further interest in Unaagh or the black cloud above it, but does know that some kind of magic warding prevents the undead from leaving the immediate area. Obviously, he does not want the warding destroyed. He knows nothing of Darssvoren or Vuthathrae.

ENCOUNTER 2: ACROSS BRIGHT SANDS

DM Map 1 shows the Bright Desert region.

Before the PCs can explore the necropolis of Unaagh they must cross the burning sands of the Bright Desert. PCs of 10th-level and above likely possess many magical means of easing this journey. If the PCs have access to enough of magics such as *endure elements* quickly skip over this encounter. If the PCs do not have access to such resources refer to DM Aid 2: Traveling in the Bright Desert. To reach Unaagh the PCs have two basic choices of route (detailed below).

PCs not employing magical means to travel to Unaagh instantaneously (such as *teleport*) face no life-threatening encounters on their journey.

Once the PCs reach the necropolis their first glimpse of Unaagh is from a dune roughly 1,000 ft. from the necropolis. Beyond this high dune three smaller ones separate them from Unaagh. At this point, none of the necropolis’ inhabitants have spotted the PCs. Nothing, except the harsh environment, hinders the PCs’ approach. Proceed to encounter 3.

ACROSS THE DESERT

Traveling this way the PCs set out from Hardby, traverse Hardby Pass and then travel east across the desert to reach Unaagh. They must travel through the Hardby Pass (a journey of 120 miles) before crossing 250 miles of open desert to reach the necropolis.

THROUGH THE HILLS

Traveling this way the PCs set out from Hardby and journey through the Abbor-Alz to reach Unaagh. Thus, they must cross 350 miles of the harsh, arid Abbor-Alz hill range.

TELEPORTING AND SUCH

PCs employing this option reach the environs of Unaagh almost instantaneously. Note, however, that the caster must have a clear impression of Unaagh. The most likely way to gain this information is through various divination spells. Few individuals can truly claim to have visited Unaagh and returned to tell the tale. Of these few, none currently resides in Hardby.

Unless the PCs state that they are aiming for a specific location in Unaagh they arrive atop a large dune 1,000 ft. from Unaagh. Proceed to encounter 3.

ENCOUNTER 3: THE NECROPOLIS AT UNAAGH

The PCs have arrived at the necropolis at Unaagh. Their goal is to reach the Black Ziggurat and investigate the black cloud that hangs motionless above it. At these APLs the PCs likely possess many magical means of transportation which could simplify their journey to the Black Ziggurat. Their mode of travel dictates the challenges they must overcome or avoid to reach their destination (see below).

From your vantage point atop a high dune much of the necropolis is visible. The complex is arrayed in a great grid pattern radiating out from a massive three-sided black ziggurat. Rows of crumbling, many-tiered mausoleums are interspaced with large open squares choked with sand and debris.

Unaagh is not deserted. Many creatures, reduced to mere black dots by the distance and shimmering waves of desert heat, move through the necropolis' choked streets.

Above all hangs a menacing black cloud hundreds of feet high.

Atop the dune, PCs are 1000 ft. from Unaagh.

Rary's forces do not stand watch over the necropolis. Determining that the undead could not pass beyond the bounds of the place and having found what he sought Unaagh is now of no consequence to him.

Dreaming: When the PCs enter Unaagh any sorcerer PCs suffers dream 2 of The Dreaming. Hand afflicted characters the relevant part of Player Handout 3.

UNAAGH

There is no overall map of Unaagh. Use the details below to describe the PCs' journey through the necropolis.

Originally, a place of great beauty and tranquility, Unaagh is now a travesty of its former self. Laid out in a great grid, Unaagh was composed of many rows of mausoleums interspaced with gardens, tranquil lakes and

shrines dedicated to the memory of the departed. In the very centre of the necropolis arose a black-stoned ziggurat from which the whole necropolis was visible. Now all lies in ruins. What beauty once existed here has been eradicated by the harsh elements constantly working to reduce Unaagh to naught but a memory.

Here interred in many-tiered mausoleums lay Sulm's elite. Now the ruins teem with a vast legion of undead commanded by Drokkas (LE male lich wizard) once a rival of Shattados himself! Mercifully, these undead are bound to Unaagh and may not leave its confines (this is an effect of the perversion of the Sulmite ritual by the Guron *Nur* fragment).

THE BLACK CLOUD

The black cloud completely covers the necropolis and extends a hundred feet or so beyond its bounds

The heavy, thick, black cloud resists all attempts to move or part it. Winds of any speed have absolutely no effect on it. *Control weather* is similarly ineffective. The fog obscures all vision including darkvision beyond 5 ft. additionally the cloud blocks the desert sun from illuminating Unaagh fully. Unless the PCs bring their own light sources treat Unaagh as only lit by shadowy illumination. Thus, the vampires and other undead susceptible to sunlight in the ruins do not suffer the effects of daylight upon their persons.

The cloud radiates the following auras:

Detect Magic: Overwhelming conjuration and transmutation.

Detect Evil: Faint evil.

If a PC enters the cloud refer to "Entering the Realm Beyond" in encounter 5 for more information.

FEATURES OF UNAAGH

Desecrate: Unaagh is subject to a massive *desecrate*-type effect centered on the Black Ziggurat and the altar atop it. Thus, all turning attempts within the necropolis suffer a -6 profane penalty. Additionally all undead created or summoned within Unaagh gain a +2 profane bonus to attack rolls and have an additional 2 hp per HD. These modifiers are included in the relevant stat blocks.

Treasures: At one time, many of the graves and crypts within Unaagh were full of the treasures of the departed. Over the centuries much of this loot has been plundered and little or nothing remains. Most is now in Drokkas' private chambers while the remaining pieces have been claimed by the other intelligent undead lairing herein.

Undead: The gardens, tombs, and thoroughfares of Unaagh are infested with many undead. The vast majority of these are skeletons, zombies, and other minor

undead that pose little or no threat to high-level adventurers. Describe to the PCs how they hack through this mass of undead with little or no problems. (These combats consume none of the PCs' resources, but they gain no rewards for them either).

When the PCs enter Unaagh for the first time read aloud the following:

The streets of the ruined necropolis teem with minor undead of all sorts. Skeletons, zombies, and a few ghouls shuffle towards you, intent on killing you and your companions!

As detailed above the PCs can easily destroy these foes; use this text to foreshadow the attack of the vampiric gargoyles. If this adventure is run outside of a time-sensitive environment, consider first throwing a small group of zombies and skeletons at the PCs.

All APLs (EL 7)

➤ **Human Skeletons (9):** hp 6; *Monster Manual* 226.

➤ **Human Zombies (10):** hp 16; *Monster Manual* 265.

More powerful undead lurk amongst the ruins and at some point the PCs attract the attention of such - a group of vampiric gargoyles lurk amongst the tombs and crypts of this place. Originally normal gargoyles charged with guarding the necropolis they were corrupted by Unaagh's fall but yet guard the necropolis against all interlopers.

Refer to the relevant section below for more information on the combat set-up and the gargoyles' tactics. Use DM Map 2 to run this combat. When the gargoyles attack read the following:

Heavily muscled, this large feral-looking gargoyle has exceptionally long and wicked-looking claws and fangs. Its red eyes stare balefully at you as it swoops down to attack you.

APL 10 (EL 10)

➤ **Vampiric Gargoyle Guards (2):** monk 2; hp 66; Appendix 1.

APL 12 (EL 12)

➤ **Vampiric Gargoyle Guards (2):** monk 2/fighter 2; hp 88; Appendix 1.

APL 14 (EL 14)

➤ **Vampiric Gargoyle Guards (2):** monk 2/fighter 4; hp 110; Appendix 1.

APL 16 (EL 16)

➤ **Vampiric Gargoyle Guards (2):** monk 2/fighter 6; hp 132; Appendix 1.

Tactics: The vampires prefer not to reveal their true nature to lessen the chance of being turned by clerics and the like. Thus, they do not use their creatures of the night or alternate form abilities unless the PCs obviously realize their opponents' true nature. Turned gargoyles flee by flying as far away as possible. The gargoyles prefer to target different opponents and have two basic modes of attack. These tactic appear below.

They prefer to attack cleric- and fighter-types, ignoring any obvious monks. If their grappling and blood drain abilities seem ineffectual they resort to energy drain combined with flurry of blows (note though that only one attack per round can drain energy).

If The PCs Travel on Foot: PCs traveling on foot through the necropolis have many encounters with small groups of minor undead. See "Undead" in the "Features of Unaagh" for more information.

The gargoyles start 50 ft. away from the PCs and watch the PCs dispatch some minor undead to learn more about their foes. They are hiding separately and attack from different directions. A successful opposed Spot check made against the gargoyles' Hide check (against a stone background) alerts the PCs to the danger.

Once the PCs have slain the minor undead, the vampiric gargoyles leap from their hiding places among the ruins and attack.

The gargoyles fly into combat and use Flyby Attack to grapple a PC and continue moving away. If successful, in subsequent rounds they continue moving while grappling, using a standard action to climb as high as they can each round. Once they are around 100 ft. up, they attempt to establish a pin and to use their blood drain ability. The gargoyles drop particularly robust PCs from as high as possible. Gargoyles pinning an opponent always prevent it from speaking effectively stopping a grappled opponent from telling his friends what is going on (and possibly from turning his attacker if the grappled PC is a cleric).

If The PCs Fly: PCs flying above Unaagh do not encounter any minor undead as they approach the Black Ziggurat. The maximum distance at which the PC can detect the approaching vampiric gargoyles is 6d6x20 ft. – beyond that heat distortion in the air make spotting these flying creatures impossible. In combat they use Flyby Attack and initiate a grapple. Successfully grappled creatures are carried away from their companions as quickly as possible. While doing so they pin their foe and use their blood drain ability. Gargoyles pinning an opponent always prevent it from speaking – see above.

If the PCs Teleport: If the PCs *teleport* to the Black Ziggurat they do not immediately encounter the vampiric gargoyles. Rather, they encounter Drokkas, the Dark Lord of Unaagh. In this situation, Drokkas is not expecting them (unless the PCs have done something spectacular to draw attention to themselves). Drokkas is only protected by his normal power-up suite and attempts to flee so that he can better prepare before returning to fight. He returns once he has completed casting all the spells in his prepared power-up suite. Depending on the APL this takes at least 13 rounds. In the meantime the vampiric gargoyles notice the PCs and attack. (Under no account should the PCs fight both Drokkas and the vampiric gargoyles at the same time).

If the PCs slay or incapacitate Drokkas before he can flee the gargoyles arrive three rounds later and fall upon the PCs.

In both situations refer to the “If the PCs Fly” section for the gargoyles’ tactics and encounter 4 for Drokkas’ tactics.

Slain Vampiric Gargoyles: Slain vampiric gargoyles dissipate into gaseous form and retreat to the building in which they were originally hiding. Their coffins are effectively the sand blown into the building. Once they reach this room, they reform in the sand about one-foot below the surface. Here they are helpless (as described in the *Monster Manual*).

Development: Once the PCs have dealt with or avoided the vampiric gargoyles, they may continue on to the Black Ziggurat. No other significant undead present themselves (except for the Dark Lord of Unaagh detailed in encounter 4). When determining whether Drokkas is aware of the PCs approach take into account the nature of the PCs’ combat with the undead detailed above. Use of large, explosive spells, for example, almost certainly alerts Drokkas to the threat.

ENCOUNTER 4: THE BLACK ZIGGURAT

At the very centre of Unaagh stands the Black Ziggurat. Above, hangs the motionless cloud the PCs have traveled here to investigate. DM Map 3 depicts the Black Ziggurat.

Before they can fully investigate the structure they must battle the Dark Lord of Unaagh, the lich Drokkas. Drokkas lives inside the Black Ziggurat in a series of well-hidden chambers. (These chambers are not described in this adventure and the PCs cannot find them. For more information on the interior of the ziggurat refer to “Inside the Black Ziggurat” below).

Towering above the surrounding structures stands a three-sided black ziggurat of ancient and sinister design. Above it, hanging motionless in the sky, a thick black cloud casts a pall over the entire structure.

Dreaming: Any sorcerer PCs now suffers dream 4 of the Dreaming. Hand afflicted characters the relevant handout.

Drokkas: When Drokkas reveals himself read the following:

Wearing a heavy cloak and cowl not much is visible of this 6 ft. tall, slight of build creature. Leathery, almost bony, hands emerge from its cloak but its face is hidden by deep shadows.

FEATURES OF THE BLACK ZIGGURAT

The Black Ziggurat has the following generic features. Use these when the PCs explore, and fight on, the ziggurat.

Dimensions: The ziggurat is 231 ft. high. Its three sides each measure 300 ft. wide. It has six terraces that run around the entire structure. Atop the ziggurat is a 40 ft. flat area. An altar and a single thin spire of rock atop which is set the *Guronn Nur* fragment dominates this space. The very tip of the fragment touches the underside of the black cloud.

Condition: The ziggurat is extremely old. Since Sulm’s fall it has been battered by many ferocious sandstorms which have erased much of its decorative carvings. Additionally, in 591 CY it suffered further damage when Rary and Drokkas fought atop it. Fire and acid have scorched the top of the ziggurat and its upper flanks.

Steps: A single set of steep steps rises up to the very top of the ziggurat. In places the ziggurat’s steps have succumbed to the elements. Individuals moving up these stairs must spend two squares of movement to enter each square of stairs. Running or charging on the stairs requires a DC 10 Balance check in the first steep stair square entered. Failure indicates the individual has stumbled and ends their movement 1d2x5 ft. later. Those failing by 5 or more also suffer 1d6 points of damage and fall prone in the square in which they end their movement. Steep stairs also increase the DC of Tumble checks by 5.

In some places light rubble litters the stairs. This adds 2 to the DC of Balance and Tumble checks.

Ledges: Three 5 ft. wide ceremonial ledges run around the ziggurat. In places these have crumbled away. Some parts of the ledges are unsafe because of the

constant weathering of the structure. Elsewhere they have been destroyed by (obviously powerful) magic.

Damaged Ledges: In places the ledges have been reduced to only a 1 ft. in width. Passing through these areas requires a DC 10 Balance check. Additionally, light rubble litters the square either side of these damaged sections (see the “Steps” section for the affects of this).

Steep Sides: Running or charging up or down the steep sides of the ziggurat requires a DC 15 Balance check. Otherwise, treat steep sides as “steps”, above.

Stone Blocks: The ziggurat is constructed of large black-hued stone blocks. Individuals closely examining these discover that this rock has subtle wisps of blue-green and purple embedded within it. This rock is identical to that found at the conclusion of *COR3-01 The Hidden Fortress*.

INSIDE THE BLACK ZIGGURAT

If the PCs wish they may attempt to explore the interior of the Black Ziggurat.

A vast labyrinth of chambers and passageways extend throughout and below the ziggurat. The upper halls of the ziggurat are empty of items of interest. Drokkas has moved all items of significance or value to his heavily warded and well-hidden personal chambers (where his phylactery is kept). Insignificant or worthless items have been left to decay in the dry desert air.

Minor corporeal and incorporeal undead throng the upper halls. At these APLs the PCs can doubtless slay many of these, but eventually sheer weight of numbers should drive them from the interior. Describe to them the constant battles against the seemingly endless horde of undead and their failure to find anything significant. If the PCs persist in fighting here use the statistics below until they get bored and move on.

☛ **Human Skeletons (unlimited):** hp 6; *Monster Manual* 226.

☛ **Human Zombies (unlimited):** hp 16; *Monster Manual* 265.

Note that because of the PCs' high level they gain no XP for destroying such (to them) insignificant foes.

ATOP THE BLACK ZIGGURAT

The Dark Lord of Unaagh, Drokkas, spends much of this time either in his quarters buried deep beneath the Black Ziggurat or at its zenith. Unfortunately, for the PCs when they begin their exploration of Unaagh he is atop the ziggurat watching over his realm and examining the dark cloud hanging above it. (Unfortunately for Darssvorel, Drokkas is immune to the Dreaming. Thus he has not been able to persuade Drokkas to aid him).

Drokkas was severely injured in his battle with Rary the Traitor in 591 CY, but is still a powerful and cunning foe. He is only now beginning to recover from his defeat. Thus, at lower APLs the PCs (mercifully) meet a much weakened foe. Although many of his minions were destroyed during Rary's incursion he has made great progress in restoring the necropolis' defenses.

Use DM Map4 to run this combat.

APL 10 (EL 13)

☛ **Drokkas, Dark Lord of Unaagh:** male lich wizard 12; hp 132; Appendix 1.

APL 12 (EL 15)

☛ **Drokkas, Dark Lord of Unaagh:** male lich wizard 13/archmage 1; hp 154; Appendix 1.

APL 14 (EL 17)

☛ **Drokkas, Dark Lord of Unaagh:** male lich wizard 13/archmage 3; hp 176 Appendix 1.

APL 16 (EL 19)

☛ **Drokkas, Dark Lord of Unaagh:** male lich wizard 13/archmage 5; hp 198; Appendix 1.

The PCs' method of approach dictates the manner of this combat.

If the PCs have walked through Unaagh, Drokkas attacks them as they climb the steep stair to the Black Ziggurat's summit. Note, in this situation he may, or may not, be aware of their approach.

If the PCs have flown above Unaagh Drokkas is almost certainly aware of them. Thus, he attacks as they get to within 100 ft. of his position.

If the PCs teleport (or use similar magics) to instantaneously transport themselves to the top of the Black Ziggurat they likely surprise Drokkas. See “If the PCs Teleport” in encounter 3 for more information.

Tactics: Drokkas' tactics are APL-dependant, in all cases however he only engages in protracted combat once he has cast all the spells in his prepared power-up suite. His tactics scale up. Thus, when running an APL 16 game consult tactical sections for APLs 10-14 in addition to APL 16.

He knows he must take down as many of the interlopers as possible as quickly as possible before weight of numbers overwhelms him. He prefers to target arcane casters and obvious clerics. If at any point an opponent looks injured he finishes them off with a quickened spell.

If surprised by the PCs he flees using *dimension door*, returning once prepared for combat. He returns using his scroll of *dimension door*, but arrives some

distance away (and preferably out of sight – he knows the necropolis and the Black Ziggurat extremely well) from the PCs' last position.

He maneuvers about the battlefield using his fast movement and *fly* to isolate opponents, preferring to melee against only one opponent at a time. He uses his *wand of enervation* to weaken PCs before using his paralyzing touch.

Drokkas teleports away if he is obviously going to lose the fight.

APL 10: Before combat Drokkas casts *repulsion* (either as the PCs approach or just before he *dimension doors* to their location).

He starts off with *chain lightning* and follows that with either an empowered *fireball* or *lightning bolt* depending on the PCs' formation. Subsequently he uses his remaining empowered 5th-level spell and empowered *scorching ray*.

APL 12: Drokkas starts off with *prismatic spray* and uses *disintegrate* on wizard-types.

APL 14: If he can do so (without revealing his position) he uses a *greater dispel magic* to weaken a cleric's or wizard's magical defenses before combat begins. Drokkas starts with his empowered *chain lightning* following it up with *prismatic spray*. He uses *force cage* to imprison a cleric or to protect himself from dangerous melee fighters.

APL 16: At this APL Drokkas alters all relevant spells with his mastery of elements ability to inflict sonic damage. Drokkas starts with *meteor swarm*. In the next round he targets the most robust, surviving foe with an empowered *chain lightning*. He saves his final *meteor swarm* for emergencies.

Treasure: Drokkas carries the only treasure here.

APL 10: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), *scroll of dimension door** (58 gp); Total 978 gp.

APL 12: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), *scroll of dimension door** (58 gp); Total 978 gp.

APL 14: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), *scroll of dimension door** (58 gp), *cloak of resistance +3* (750 gp), *headband of intellect +2* (333 gp); Total 2,061 gp.

APL 16: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), *scroll of dimension door** (58 gp), *cloak of resistance +3* (750 gp), *headband of intellect +4* (1,333 gp), *boots of speed* (1,000 gp); Total 4,061 gp.

*Likely expended during combat.

Detect Magic Results: *ring of counterspells* (moderate evocation), *scroll of fly* (faint abjuration), *dusty rose ioun stone* (moderate abjuration), *wand of enervation* (moderate necromancy), *scroll of dimension door* (moderate conjuration), *cloak of resistance +3* (faint abjuration), *headband of intellect +4* (moderate transmutation), *boots of speed* (Moderate transmutation).

Negotiation: Quick-witted PCs may try and speak with Drokkas. He is initially hostile towards the PCs but if they immediately attempt to talk with him he may stay his attack. No matter how successful the resultant Diplomacy check is Drokkas never allows PCs into the Black Ziggurat or gives them permission to remove any objects from the necropolis. He does, however, allow the PCs to investigate the shard and the black cloud (although he hovers nearby to observe).

Drokkas and Darssvorel have a hate/hate relationship. (However, Darssvorel does not dare attack Drokkas and Drokkas is cautious about destroying such an individual as Darssvorel.). Drokkas is aware that Darssvorel is in some way responsible for the steady stream of adventurers investigating Unaagh and that Darssvorel is a remnant of an earlier age. He is also aware – through talking with Darssvorel – that surviving Sulmites are trapped beyond the black cloud. Drokkas is a vengeful creature full of malice who detests the idea that some of Sulm's citizens yet survived unblemished by death or the curse of the *Scorpion Crown*. Thus, if the PCs promise to destroy all they encounter beyond the black cloud, Drokkas allows them to pass unhindered. (PCs renege on this promise should beware of this vengeful lich when they reappear in Unaagh).

If Drokkas survives the adventure and the PCs successfully destroy Vuthathrae the wards keeping the undead from roaming the surrounding lands are sundered. In the future, this could cause considerable problems for Rary and his nomadic followers.

Development: Once the PCs have destroyed or driven off Drokkas and reached the top of the Black Ziggurat proceed to encounter 5.

ENCOUNTER 5: DARSSVOREL

Standing atop the Black Ziggurat the PCs have defeated or driven off Drokkas.

At the very top of the ziggurat is a flat platform. Atop it are an old crumbling altar and a thin stone spire. Both the altar and the spire are burnt and pitted. The spire is 20 ft, high. Its tip just penetrates the black cloud hanging over the ziggurat.

As the PCs reach the top of the Black Ziggurat, Darssvorel introduces himself. Read the following:

Suddenly a voice speaks from inside your mind, "Greetings my friends; have you come to rescue me at last?"

The Spire: The spire is 20 ft. high. Its tip just penetrates the black cloud. Most of its length is decorated with a series of dragon carvings intertwined around each other. When this represents conflict or peace is unclear. The top foot or so of the spire is different. It is composed of a jagged black shard of rock shot through with blue flecks. It is slightly warm to the touch. This is Darssvorel.

The spire gives individuals in the same square cover as a slender pillar (+2 cover bonus to Armor Class and +1 cover bonus on Reflex saves).

♣**Spire:** 1 ft. wide; AC 4; hardness 8; hp 250; Climb DC 25.

The Altar: The altar is 5 ft. wide, 5 ft. deep and 10 ft. long. Its surface is rough and pitted and has a number of sinister stains across its surface. Here, centuries ago after Sulm's fall into evil the vanquished leaders of Sulm's enemies were sacrificed.

♣**Altar:** 5 ft. wide; AC 2; hardness 8; hp 900.

DARSSVOREL

Physical Description: A jagged black shard of rock shot through with blue flecks almost a foot long. It is slightly warm to the touch.

Personality: Darssvorel is vain, cunning, and territorial. As a blue dragon, he had a highly developed sense of the natural order of things and is used to being the most important being in any given locality. He is thus incredibly arrogant, although he does his best to hide this. He is unfailingly loyal to Tiamat, and will do anything in this power to reawaken the other shards. His long-term goal is to reunite the *Pentarch of Tiamat* and to re-make the *Guronn Nur* itself.

Darssvorel's short-term goal is to convince or coerce the PCs into carrying him through the black cloud and to reunite him with the portion of himself trapped in Vuthathrae.

He is in contact with the Sulmites in Vuthathrae and knows a little of the fading land and its occupants (see "Talking with Darssvorel for details).

Although he has been working in league with the Sulmites to attract rescuers he plans to double-cross his conspirators. He knows they plan to use him in a ritual designed to safely destroy the fading land. However, he fears they have discovered some way of binding himself

to them (in a similar fashion to how the adepts of Caerdiralor tried to master the *Guronn Nur*). This is unacceptable to him; thus, the Sulmites must die. He views the PCs as his pawns in this matter.

It is likely that at some point the PCs come into conflict with him. When/if this occurs use the tactical notes below. If he is given a choice he prefers to be carried by a fighter-type – so that he might better affect them with his spells. (This could clue alert PCs to his duplicity – why would he contact sorcerers but desire to be carried by a fighter?)

APL 10 (EL 10)

♣**Darssvorel:** sentient *Guronn Nur* fragment, sorcerer 11; hp 180; Appendix 1.

APL 12 (EL 12)

♣**Darssvorel:** sentient *Guronn Nur* fragment, sorcerer 13; hp 210; Appendix 1.

APL 14 (EL 14)

♣**Darssvorel:** sentient *Guronn Nur* fragment, sorcerer 15; hp 240; Appendix 1.

APL 16 (EL 16)

♣**Darssvorel:** sentient *Guronn Nur* fragment, sorcerer 17; hp 270; Appendix 1.

Note: Darssvorel's shard is essentially unbreakable. If Darssvorel is reduced to 0 hp he is not destroyed, rather he is subdued for 1d10 days (in the same manner as a lich being destroyed but its phylactery surviving). When he is reduced to 0 hit points the shard briefly pulses with a black light.

Tactics: He seeks to coerce, dominate, or charm a party member into carrying him through the black cloud; he does not want to fight and only does so as a last resort. Darssvorel deliberately targets opponents who probably have low Will saves and telepathically orders them to carry out his will.

He is not interested in killing or wounding the PCs. To him they are insignificant tools, only barely worthy to assist him in his task.

Detect Evil Results: At all APLs Darssvorel radiates strong evil, unless he is able to cast spells to mask his aura. See his prepared power-up suite for more details.

Talking with Darssvorel

It is his goal to convince the PCs that he must be carried through the black cloud into Vuthathrae. To this end he promises the PCs anything they could reasonable believe

is in his power to grant and tells any lie he thinks believable. Darssvorel can only communicate telepathically and then only with anyone within 100 ft. He prefers to talk to those of the blood (those with sorcerer levels).

Likely questions and their answers appear below.

Did you send the Dreaming? “Yes*.” If asked why he did so Darssvorel elaborates: “It was the only way I could ask for help. Unfortunately I am not completely in control of the images I send – a symptom of being trapped in two realities – hence their strangeness.” He claims he does not understand the images he sends. This is a lie and he fully remembers his time in Caerdiralor. (If the PCs ask him to elaborate on how he is trapped in two realities, Darssvorel explains briefly what lies beyond the cloud).

How do you send the dreaming? Our shared heritage allowed me to call you for aid. Unfortunately, I could not control the content of my messages.

What is your purpose? “To be reunited with myself. Part of me is trapped beyond the black mist and I yearn to be whole again.” (Basically true, but a DC 20 Sense Motive check reveals he is holding something back).

How are you related to Tiamat? “I am of her blood.” If pushed on the point he adds, “I was once beloved by her, but this saved me not.”

Who is the woman in the dreams? “She is my beloved; my mistress.”

Do the images in the Dreaming represent anything? “No*.” On this point he is lying. Darssvorel has been sending images of events from old Caerdiralor (and other more recent events) but he is not going to tell the PCs this.

Some of your visions show the destruction of cities - which ones? One was the home of the treacherous ones; those of ancient Caerdiralor who sought to bind us to their will. The other was a city in the Old Land; I know not its name.

What caused their destruction? The first - Caerdiralor’s capital, Myrsyrna, was destroyed when treacherous priests and mystic sought to bind us to their will. The other – I know not the name – was destroyed when my sister-shard Charixenloreat was awoken and tainted by one she called “the Lady of Veils.”

Where is the Old Land? I know not what you call it now. If seen from a great height, though, its outline resembles a dragon’s head.

Was the destruction of the lands around Icespire your fault? “Yes, but it was an accident. I sought to reach out to one of my sisters for aid. But she awoke too fast.” He names this sister shard as Aussirloerchik.

Do you have other kin? “Yes, another three.” Darssvorel does not know their locations except for one –

a shard named Charixenloreat. She lingers in a cavern in the Old Lands. She is awake now. If you will not help me, she will. He names the others as Vorelaryte and Vuthakurik.

How old are you/how long have you been here? “I know not. I slumbered as the desert swallowed this land. How long ago is that?”

How did you come to be trapped here? “I don’t know. I remember suddenly being awakened from a long sleep as part of my being was wrenched away. Powerful magic crackled in the air. Many robed figures ran towards me as something battered at great wards. Then I felt a wrenching sensation deep within me and the robed figures were gone. Since then I have watched this place fall to the encroaching sands.”

How can we free you? “I must be taken through the black cloud into the realm beyond. There I must be reunited with the fragment of myself trapped there.”

Why should we free you? “I will stop sending the Dreaming. Also if you free me the threat from beyond the cloud will be ended.”

What lies beyond the cloud/what threat lies beyond the cloud? “A version of what lies before you before the deserts drank this place. Many survivors of Sulm dwell within. They are surpassingly evil and seek to escape, perhaps to reestablish their civilizations.” He can tell the PCs that a powerful sorcerer leads the Sulmites trapped within Vuthathrae and that the numbers of those trapped has diminished over time. He does not know exactly however how many yet survive. He emphasizes that the Sulmites are very evil and seek to free themselves. He tells them that the Sulmites plan to reestablish their nation in the Bright Lands and it is this threat that must be stopped as they plan to destroy him in the ritual to release themselves. He does not tell the PCs about Sjachtathar as he is unaware of the dragon’s existence.

Isn’t freeing you worse than releasing a few trapped wizards? “No, for they are the custodians of wicked Sulm. They know its lore and where its great treasures – and greatest wickedness – are hidden.

How do we enter the realm beyond? Simply enter the black cloud.

*A Sense Motive check opposed by Darssvorel’s Bluff check reveals this as a lie. Award Darssvorel a +5 circumstance modifier to this check because he has no discernable body language.

ENTERING THE REALM BEYOND

Reaching Vuthathrae is simple; to do so an individual simply enters the cloud. Once he is fully within, he is transported to Vuthathrae. If the PCs take precautions such as roping each other together only PCs fully within

the cloud disappear; the rope remains. Undead cannot pass through the black cloud to Vuthathrae; thus PCs fleeing Drokkas gain (temporary) refuge from his vengeance.

Troubleshooting: If all else fails Darssvorel emphasizes how evil the trapped Sulmites are and that eventually they will free themselves; he only wants revenge upon them for trapping him here. He willingly promises not to oppose the PCs in any way as long as they kill the Sulmites. He also knows that the only known way out of Vuthathrae is to reunite him with his other fragment and tells the PCs this if they seem keen to go into the cloud without him (or if one of their number has already disappeared within).

It is possible that the PCs enter Vuthathrae without Darssvorel (although he advises against it). This is bad as without Darssvorel they are unable to escape the fading land. However, they do still encounter the denizens of Vuthathrae. Proceed with the adventure as written. Initially the Sulmites assume that the PCs have Darssvorel with them. Once they realize their mistake they attack as soon as it suits them to do so. Once the PCs have defeated all their opponents they languish in Vuthathrae for some time before being rescued by another band of adventurers. This miscalculation costs them 2 TUs.

Finally, it is possible that the PCs decide to destroy Darssvorel and then enter the cloud. While they will fail to destroy him they may render him inert for 1d10 days.

Development: If the PCs agree to take Darssvorel into Vuthathrae proceed to encounter 6.

If the PCs don't carry Darssvorel into Vuthathrae they must still deal with him in some way as when he realizes what they plan he continually attempts to force a member of the party to his will. (See the "Tactics" section in this encounter for more information).

If they do not either subdue him or carry him through the black cloud the Dreaming continues and more people will be drawn to this place.

If the PCs definitely do not plan to enter Vuthathrae and have subdued Darssvorel proceed with encounter 11.

ENCOUNTER 6: VUTHATHRAE

The PCs have reached the fading land of Vuthathrae. The manner of their continued progress depends in large part on how they interacted with Darssvorel in encounter 5.

One moment you were within the roiling thick black cloud. The next, you are in a different place. Writhing

walls of boiling black fog shot through with purple wisps stretch away in a great curved wall and ceiling marking the boundaries of this place.

Ahead of you stands Unaagh as it perhaps once was. Where before you knew death and undeath there is now peace and tranquility. Rows of mausoleums are set out in a grid pattern amongst a network of peaceful gardens, ponds, and shrines. At the centre of the site stands the Black Ziggurat, its zenith almost touching the very "ceiling" of this place.

Darssvorel immediately urges the PCs to hurry down into the necropolis before the "evil wizards" within become aware of their intrusion.

FEATURES OF VUTHATHRAE

Vuthathrae has the following generic features. Use these as the PCs explore, and fight in, the fading land. Vuthathrae translates as "black air" in Draconic.

- **Normal Gravity.**
- **Timeless:** In Vuthathrae creatures do not hunger, age, or thirst.
- **Finite Size:** Vuthathrae is a circular-shaped fading land roughly 2 miles in diameter. Impenetrable black and purple mists surround it. Neither the sun or the moons and stars are visible. Vuthathrae also extends into the ethereal plane and the impenetrable mists surrounding the fading land extend there also.
- **Alterable Morphic.** Visitors to Vuthathrae can affect the fading land and its inhabitants.
- **No Elemental or Energy Trait.**
- **Strongly Evil-Aligned, Strongly Law-Aligned:** In Vuthathrae all non-evil creatures suffer a -2 circumstance penalty to all Intelligence-, Wisdom-, and Charisma-based checks. Additionally all non-lawful creatures suffer a -2 circumstance penalty to all Intelligence-, Wisdom-, and Charisma-based checks. These penalties stack. Thus, a chaotic good character would suffer a -4 circumstance penalty to all Intelligence-, Wisdom-, and Charisma-based checks.
- **Normal Magic.** While Vuthathrae is essentially timeless treat spell durations as normal. PCs may use summoning spells as normal. Summoned creatures however do not disappear at the end of the spell's duration. Instead, its compulsion to aid the PC disappears and it just wanders away. Divination spells also function normally and clerics can pray for spells as normal. Transportation spells however fail to move any individual beyond the confines of the fading land. Such spells fail and the caster loses the

prepared spell (or spell slot) from his daily repertoire.

- **Illumination:** Perpetual twilight cloaks Vuthathrae. All outdoor areas have shadowy illumination. Within buildings and tombs it is dark unless the PCs bring their own light sources.

AN ANCIENT WELCOME

When the PCs arrive in Vuthathrae *alarm* spells warn Peddyr of the intrusion. While evil, he is not stupid. Initially he sends a small group of followers to welcome the PCs and to determine more about them.

If the PCs rebuff Myghin's offer of truce, combat ensues. If however they do attack the Sulmites proceed to encounter 7.

Roughly 50 ft ahead of you three humans of obvious Flan descent emerge from an ornate shrine. None carry arms in readiness for battle but one – a woman – is clad in plate armor. The others wear loose-fitting clothes but have hands ending in wicked claws. The woman steps forward and raises her hands: "Peace strangers; I would have words with you".

Physical Descriptions: Use the following notes to describe the Sulmites:

Sulmite Adept: Clawed hands and teeth mark this Flan human as having draconic ancestry. He has a shaven head, black eyes and moves swiftly with grace and poise.

Mgyhin: Clad in half-plate and bearing a morningstar this Flan woman smiles mechanically, but her smile does not reach her dark brown eyes.

In Conversation: Initially Mgyhin and her guards stay close to the shrine and flee into it if the PCs attack. From there they flee through another exit and try to lose their pursuers in the street of Unaagh before reporting to Peddyr.

If the PCs do not immediately attack, use the notes below to roleplay this meeting. Mgyhin is the only one of these that speaks Common having learnt it from an adventurer trapped here some time ago. Some likely questions (and their answers) appear below. Mgyhin also answers other basic questions about Vuthathrae and its characteristics; refer to the "Features of Vuthathrae" section for more information, although she attempts to keep back anything she feels could be tactically important later.

Who are you? "I am Myghin and these are my guards. Who are you?"

Are you of Sulm? "No, I am an Itarian! The Sulmites were an evil people"

You are Sulmites and Sulm was an evil place! You must die! "We speak under a truce stranger. Do the laws of honor mean nothing to you?"

What do you want with us? "My master wishes to speak with you." If she can see Darssvorel continue "He wishes to speak to you about the stone you carry."

Who is your master? "His name is Peddyr. He is a powerful and learned man. His purpose is his own to explain."

What is this place? "Vuthathrae, a copy of Unaagh as it once was."

How was it created/what are its features? I am no learned scribe. You will have to ask Peddyr. If pressed Myghin relates the information detailed under "Gravity," "Finite Size" and "Illumination" in the "Features of Vuthathrae" section.

COMBAT

When Myghin and her adepts initially approach the PCs they are protected by their negotiating power-up suites. If they have deliberately prepared to attack the PCs (perhaps after negotiations have failed in encounter 7) they are protected by their prepared power-up suites.

APL 10 (EL 10)

☛ **Myghin:** female human (Flan) cleric (Nerull) 6/ sorcerer 1/lorekeeper 1: hp 61; Appendix 1.

☛ **Sulmite Adepts (2):** male human (Flan) monk 4/ sorcerer 1/dragon disciple 2; hp 52 each; Appendix 1.

APL 12 (EL 12)

☛ **Myghin:** female human (Flan) cleric (Nerull) 6/ sorcerer 1/lorekeeper 3: hp 70; Appendix 1.

☛ **Sulmite Adepts (2):** male human (Flan) monk 6/ sorcerer 1/dragon disciple 2; hp 63 each; Appendix 1.

APL 14 (EL 14)

☛ **Myghin:** female human (Flan) cleric (Nerull) 6/ sorcerer 1/lorekeeper 5: hp 79; Appendix 1.

☛ **Sulmite Adepts (2):** male human (Flan) monk 8/ sorcerer 1/dragon disciple 2; hp 74 each; Appendix 1.

APL 16 (EL 16)

☛ **Myghin:** female human (Flan) cleric (Nerull) 6/ sorcerer 1/lorekeeper 7: hp 88; Appendix 1.

☛ **Sulmite Adepts (2):** male human (Flan) monk 10/ sorcerer 1/dragon disciple 2; hp 85 each; Appendix 1.

Tactics - Myghin: Myghin prefers to use her spells and magic items to support her adept guards. Before combat she casts *silence* on one her adepts, who gets as close as possible to enemy spellcasters. She uses her most powerful spells first, preferring to target spellcasters or

archers. If things go badly she flees, sacrificing her guards to ensure her survival.

Tactics - Adepts: They hurl their poisoned shuriken as they close to combat and unless the PCs are obviously protected from fire they use their fire breath gained by drinking their *elixirs of fire breath* as quickly as possible, trusting to their evasion abilities for protection from each other's breaths.

After this they melee normally, attempting to set up flanks where possible. If they manage to gang up on an opponent, one attacks normally after the other uses his stunning fist. They fight to the death.

Treasure: The PCs may loot the bodies of Myghin and her companions.

APL 10: Loot – 41 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom**(25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath*(3*), (92 gp each); Total 1,206 gp.

APL 12: Loot – 41 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom**(25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath*(3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp); Total 1,698 gp.

APL 14: Loot – 1 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom**(25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath*(3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp), *periapt of wound closure* (1,250 gp), *1 light fortification heavy steel shield* (348 gp); Total 1,698 gp.

APL 16: Loot – 1 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom**(25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath*(3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp), *periapt of wound closure* (1,250 gp), *1 light fortification heavy steel shield* (348 gp), *rod of python* (1,083 gp); Total 1,698 gp.

*Likely expended during combat

Detect Magic Results: *wand of reach inflict moderate wounds* (faint conjuration), *cloak of protection +1* (faint abjuration), *potion of owl's wisdom* (faint transmutation), *+1 half-plate* (faint abjuration), *ring of protection +1* (faint abjuration), *potion of magic fang* (faint transmutation), *elixir of fire breath*, (moderate evocation), *potion of blur* (faint illusion), *dusty rose ioun*

stone (moderate abjuration), *periapt of wound closure* (moderate conjuration), *+1 light fortification heavy steel shield* (moderate abjuration), *rod of python* (moderate transmutation).

Development: If the PCs attack Myghin and her guards ignore encounter 7, proceeding instead to encounter 8. In this situation Peddyr and Branwalather realize that the PCs are hostile and have no intention of changing their ways.

ENCOUNTER 7: NEGOTIATIONS

In encounter 6 the PCs accepted Myghin's offer of peace. In this encounter she leads them to a suite of rooms in the Black Ziggurat where they may rest. While there, Peddyr and Branwalather visit them and bargain for Darssvorel.

TRAVELLING THROUGH UNAAGH

Read or paraphrase the text below, modifying it to take into account the PCs' actions.

Myghin leads you through the serene and tranquil deserted streets of Unaagh towards the Black Ziggurat.

Myghin is happy to answer any further questions the PCs might have about Unaagh as she escorts them to the Black Ziggurat.

The PCs may express an interest in exploring some of the burial places of Unaagh. If so, Myghin politely asks them to desist. She points out that many of her own relatives are buried hereabouts and that disturbing their graves would be an act of desecration. If the PCs proceed, Myghin and her guards attack. If this occurs, use the tactical notes presented in encounter 6. She has no objection however to the PCs exploring the various shrines and gardens of Vuthathrae.

PCs approaching the Black Ziggurat do not necessarily spot Sjachtiaathar as he lurks at its very zenith as the shadowy light and his elevation conspire to probably keep him hidden.

THE BLACK ZIGGURAT

When the PCs approach the Black Ziggurat read aloud the following text:

Ahead of you towers the Black Ziggurat. Three-sided and over 200 ft. in height it reaches almost to the very roof of this strange land. Three terraces girdle the

structure, each one joined to the next by a set of wide and steep steps.

From here Myghin leads the PCs into a large ceremonial passageway leading into the ziggurat's core.

Alert PCs can easily note the details of their travel so that they can backtrack if needed. Eventually they arrive at a suite of rooms. Read aloud the following:

Eventually you arrive at a richly appointed suite of rooms.

"Here you are my friends" says Myghin "I hope these chambers are comfortable enough for you. Please rest, my master wishes to speak with you and will be here soon."

The PCs may have questions for Myghin before she departs but she is reluctant to answer questions about why Peddyr wishes to talk with them. She has been ordered to leave negotiations to Branwalather and Peddyr. She however relates the following if questioned by the PCs:

Where are we? "This ziggurat is our most sacred place and these rooms were once for the exclusive use of visiting nobles."

Are we free to explore? "I would much prefer that you wait here for Peddyr. Some things lurk in the darker places of the ziggurat that you might find objectionable."

If pressed about her origins she professes to be from Itar. Refer to the "Negotiation" section below for more information.

Guest Rooms: The suite of rooms given to the PCs is extremely opulent and well-appointed. There are four bedchambers, a garderobe and a reception chamber. Refer to DM Map 5.

EXPLORING

There is nothing to stop the PCs exploring the Black Ziggurat's. They can do this either before or after they meet Peddyr.

A vast labyrinth of chambers and passageways extend throughout and below the ziggurat. The upper chambers are all richly appointed. There are shrines, priest's cells, reception chambers, guard rooms and so. All are unoccupied. Peddyr and his minions dwell in a series of well-hidden chambers under the ziggurat (the same chambers used by Drokkas in the "real" Unaagh). While high-level PCs could undoubtedly eventually find these Peddyr and Branwalather intercept them beforehand and escort them back to their room.

If the PCs explore the outside of the Black Ziggurat and climb to its zenith they automatically encounter Sjachtiathar. Refer to encounter 9 for more details.

NEGOTIATIONS

After about an hour the PCs are roused by a knock on the door. This is Peddyr, accompanied by Branwalather (and Arthyen), come to negotiate for possession of Darssvorel. Prior to their arrival, both have cast the spells listed in their "Negotiating" power-up suite.

Read aloud the following:

A tall, thin, and bald-headed man accompanied by a shorter, muscular, and dangerous-looking man enters your chambers.

"Greetings friends," says the taller of the two "I am Peddyr and this is Branwalather. You have something we want. What can we give you in return? We have been imprisoned here for ages and desire our freedom greatly."

Arthyen waits outside in case of trouble and is not immediately visible to the PCs.

Physical Descriptions: Use the following notes to describe the Sulmites:

Arthyen: Clad in full plate his hands twitch unnervingly and often stray to the hilt of his falchion.

Branwalather: Short, muscular this man exudes an air of barely restrained violence. His head is shaved and his black eyes glitter with malice.

Peddyr: Tall, thin and bald-headed he wears well cut, but archaic, robes of expensive appearance.

In Conversation: Neither Peddyr nor Branwalather want a fight; they would much rather negotiate for possession of Darssvorel.

This is not the first group of outsiders to reach Vuthathrae. Thus, the Sulmites are aware of some of the recent changes in the Flanaess. They know of their nation's reputation and seek to hide their true origins. Both Peddyr and Branwalather profess to hail from Itar – Sulm's greatest enemy. They attempt to portray themselves as Sulmite slaves trapped here when their masters created this place to escape Sulm's fall. For background information about Itar refer to the "Itar" section below. (They say that they slew their former masters).

Alert PCs making a DC 20 Sense Motive check realize that something about Peddyr and Branwalather does not seem right. Subsequent shrewd questioning and successful Sense Motive checks opposed by the Sulmites' Bluff checks may reveal additional information (or at least confirm the PCs' suspicions).

Additionally, at this point Darssvorel telepathically communicates with the PC carrying him vociferously arguing that Peddyr and Branwalather are lying and are in fact “evil wizards” bent on the PCs’ destruction. If this doesn’t work, he reveals that he believes they plot to unleash a great evil into the Flanaess.

The PCs likely have questions for Peddyr. Some likely questions (and their answers) appear below:

What do you know about the Dreaming?

“Nothing, what is that?”

What is this place in which we are trapped?

“Vuthathrae.” In order to gain the PCs’ trust Peddyr, if asked, shares his research and assumptions about Vuthathrae. Relate to the PCs all the information in the “Features of Vuthathrae” section.

How do we escape? I have researched a ritual that when complete will bind the two shards of that,” he gestures at Darssvorel, “together. I have everything I need but that. Please give it to us.” He does not tell them that he requires an *antimagic field* spell to complete the ritual.

You are lying, Darssvorel tells us so! So you believe the trapped consciousness of an elder wyrm over us? Surely you know of their cunning and manipulative ways?

If the PCs Refuse: If the PCs refuse the Sulmite’s offer combat does not necessarily immediately ensue. Instead Peddyr and Branwalather retire to “discuss a better offer.” However, this is a ruse. The Sulmites prepare to attack. Peddyr first sends in Myghin and her guards. If they are defeated the remaining Sulmites join the fray.

If the PCs Agree: If the PCs agree to hand over Darssvorel the Sulmites are overjoyed – their long incarceration is almost at an end. Darssvorel is however less sanguine and uses all his powers to resist. Unless the PCs side with him he is easily subdued. Peddyr and Branwalather then immediately begin preparations to complete the ritual. They allow interested PCs to witness the ritual, which they carried out atop the Black Ziggurat.

Itar

Given the Sulmites’ cover story the PCs will no doubt wish to learn more about Itar. Successful Knowledge (history) or bardic knowledge checks reveal the following:

- **DC 20:** Itar was one of Sulum’s rival nations. It is said a god – Vathris – fought on their side in the final battle.
- **DC 25:** Itar was the last of Sulum’s enemies to fall and many of her citizens became slaves as a result. Her destruction was so complete that Vathris was slain

and Sennerae – Itar’s capital – was thrown down into the sea.

- **DC 30:** Itarians should be immune to the *Scorpion Crown’s* curse as it only affected trueborn Sulmites.

A DC 15 Knowledge (religion) check reveals that Vathris is the LN Flan hero-god of Anguish, Lost Causes, and Revenge.

The Sulmites know all this information and can talk around the subject with reasonable confidence.

Development: If /when relations between the PCs and the Sulmites deteriorate to such a point that combat seems inevitable, proceed to encounter 8. Similarly, if it becomes obvious to Peddyr that Darssvorel is trying to betray them the Sulmites retreat before preparing for combat.

If the PCs give Darssvorel to the Sulmites willingly, combat does not ensue (unless the PCs start it). Instead, proceed to encounters 10.

ENCOUNTER 8: CHILDREN OF SULM

Either because the PCs refused Peddyr’s request to give up Darssvorel, or because they have slain Myghin (and her guards) Peddyr, Branwalather and Arthyen resort to violence to gain possession of Darssvorel.

If the Sulmites initiate this combat they are fully prepared, having cast all spells listed in their prepared power-up suites.

If the PCs initiate this combat the Sulmites flee and hide amongst the tombs and mausoleums of Vuthathrae. When fully prepared for combat they return. This encounter can happen in a variety of places:

- If the PCs barricade themselves into their rooms Peddyr and Branwalather attack them before the PCs can heal and relearn spells. (Use DM Map 5).
- If the PCs have killed Myghin, the remaining Sulmites attack them as they climb the Black Ziggurat’s stair or at another time when the interlopers are spread out. (Use DM Maps 4 and 5 to extrapolate a likely combat location).
- Under no circumstances do they attack when the PCs are fighting Sjachtithar. They much prefer to wait until the PCs are greatly weakened fearing that Sjachtithar may fail to distinguish friend from foe during the chaos of combat.

APL 10 (EL 12)

➔ **Peddyr:** male human (Flan) sorcerer 10; hp 50; Appendix 1.

➤ **Branwalather:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 1; hp 72; Appendix 1.

➤ **Arthyen:** male human (Flan) fighter 6/ blackguard 2; hp 52; Appendix 1.

APL 12 (EL 14)

➤ **Peddyr:** male human (Flan) sorcerer 12; hp 59; Appendix 1.

➤ **Branwalather:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 3; hp 83; Appendix 1.

➤ **Arthyen:** male human (Flan) fighter 6/ blackguard 4; hp 65; Appendix 1.

APL 14 (EL 16)

➤ **Peddyr:** male human (Flan) sorcerer 14; hp 68; Appendix 1.

➤ **Branwalather:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 5; hp 94; Appendix 1.

➤ **Arthyen:** male human (Flan) fighter 7/ blackguard 4; hp 71; Appendix 1.

APL 16 (EL 18)

➤ **Peddyr:** male human (Flan) sorcerer 16; hp 77; Appendix 1.

➤ **Branwalather:** male human (Flan) fighter 2/ monk 3/ sorcerer 6/ eldritch knight 5; hp 108; Appendix 1.

➤ **Arthyen:** male human (Flan) fighter 8/ blackguard 4; hp 90; Appendix 1.

Tactics - Peddyr: Peddyr uses Branwalather and Arthyen to screen his attacks and is careful not to get too close to either of his companions. He uses his most deadly spells first and targets those he feels have the least chance of avoid the effects.

He uses *confusion* when he won't catch his allies and targets spellcasters (preferably wizards and sorcerers) with *feeblemind*. He does not mind catching Branwalather in the area of affect of damage-dealing spells as he knows that he will likely avoid the effect. Note, he knows that Arthyen is protected against fire and will likely survive two such attacks.

He uses *invisibility* and Draconic Flight to move about the battlefield. Injured opponents are finished off with a *scorching ray*.

Unlike his companions, Peddyr does not intend to fight to the death and surrenders if things are obviously hopeless and he cannot escape.

Tactics – Branwalather: Protected by his prepared power-up suite Branwalather fearlessly leaps into combat. He uses Arcane Strike and Power Attack every round sacrificing the most powerful spell slot available to power his attacks. (He dumps the attack bonus from Arcane

Strike and any situational modifier, such as those gained from flanking, into Power Attack unless he is having problems striking his foes). Arcane Strike also augments his attacks of opportunity.

Tactics – Arthyen: Before combat Arthyen uses his *detect good* ability. When facing a good-aligned opponent he smites good at the earliest opportunity. Arthyen fights in concert with Branwalather, setting up flanks where possible. He fights to the death to protect Branwalather.

Treasure: The PCs can recover the Sulmites' possessions. In addition to the magic items and such listed below PCs searching Peddyr's body discover his research notes detailing his theories on how to escape Vuthathrae.

APL 10: Loot – 26 gp; Magic - +1 *keen falchion* (698 gp), *amulet of natural armor* +1 (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance* +2 (333 gp), *metamagic rod of lesser empower spell* (750 gp), *ring of protection* +1 (167 gp), *scroll of antimagic field* (135 gp), +1 *falchion* (198 gp), +1 *full plate* (221 gp); Total 3,208 gp.

APL 12: Loot – 26 gp; Magic - +1 *keen falchion* (698 gp), *amulet of natural armor* +1 (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance* +2 (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), +1 *falchion* (198 gp), +1 *full plate* (221 gp), *ring of protection* +2 (2) (667 gp each); Total 4,375 gp.

APL 14: Loot – 26 gp; Magic - +1 *keen falchion* (698 gp), *amulet of natural armor* +1 (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance* +2 (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), +1 *falchion* (198 gp), +1 *full plate* (221 gp), *ring of protection* +2 (2) (667 gp each), *rope of entanglement* (1,750 gp), *pearl of power* (5th-level) (2,083 gp); Total 8,208 gp.

APL 16: Loot – 26 gp; Magic - +1 *keen human bane falchion* (1,531 gp), *amulet of natural armor* +1 (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance* +2 (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), +1 *falchion* (198 gp), +1 *full plate* (221 gp), *ring of protection* +2 (2) (667 gp each), *rope of entanglement* (1,750 gp), *pearl of power* (5th-level) (2,083 gp), *pearl of power* (6th-level) (3,000 gp); Total 12,041 gp.

*Likely expended during combat

Detect Magic Results: +1 *keen falchion* (moderate transmutation), *amulet of natural armor* +1 (faint transmutation), *gauntlets of ogre power* (faint transmutation), *scroll of false life* (faint necromancy), *cloak of resistance* +2 (faint abjuration), *metamagic rod of lesser empower spell* (strong [no school]), *ring of protection* +1 (faint abjuration), *scroll of antimagic field*

(moderate abjuration), *+1 falchion* (faint evocation), *+1 full plate* (faint abjuration), *ring of protection +2* (faint abjuration), *rope of entanglement* (moderate transmutation), *pearl of power* (5th-level) (Strong transmutation), *pearl of power* (6th-level) (Strong transmutation), *+1 keen falchion* (strong transmutation).

Peddyr's Research: Peddyr's research is actually a confused jumble of research notes written in at least four different hands. They deal with the nature of Vuthathrae and Darssvorel's role as the key to unmaking the fading land. The papers go onto detail the ritual for this. An *antimagic field* must be created before the two shards of Darssvorel are reunited within it. Peddyr theorizes that this will unmake Vuthathrae safely and expel those trapped back to Unaagh. The notes explicitly state that to reunite the two shards without the protection of an *antimagic field* is extremely dangerous.

Additionally the research notes detail some of Dassvorel's history and that of Caerdiralor. If the PCs read these notes, give them Player Handout 7.

Development: If Peddyr and Branwalather are slain it is likely that the remainder of the Sulmites are also dead. Any survivors avoid the PCs at all costs, hoping that Sjachtithar slays them.

ENCOUNTER 9: SJACHTIATHAR

In this encounter, the PCs reach the top of the Black Ziggurat. Refer to the "Features of the Black Ziggurat" in encounter 4 for information on the ziggurat's generic features. This version of the ziggurat is not damaged; ignore all references to rubble and so forth.

When the PCs reach the top of the ziggurat read the following:

At the very top of the ziggurat is a flat platform. Atop it are an altar and a thin stone spire. The spire is 20 ft. high. At its zenith, seemingly welded in place, is a shard of stone identical to that which you bear.

About the spire is coiled a skeletal, heavily armored large/huge draconic figure. Thick, bony spikes cover its mottled gray body and its long, forked tail is tipped with a pair of scythelike bone blades. Its glowing red eyes regard you balefully from its shadowy eye sockets as it unfurls its wings.

If the PCs arrive here with Peddyr and/or Branwalather, Sjachtithar does not attack, nor does he interfere in the ritual. If the PCs arrive here without Peddyr or Branwalather, Sjachtithar immediately attacks.

Ordered to carry his master to Unaagh in a vain attempt to escape the curse of the *Scorpion Crown* Sjachtithar fled into Vuthathrae when he sensed Darssvorel awake.

His name means "shadow spawn of Tiamat" in Draconic, which is an apt description and tribute to the depths of his fall into evil. Once a normal fang dragon he was corrupted by a powerful sorcerer who transformed him into a dracolich so that he might better serve as a steed and bodyguard. Sjachtithar is now completely devoted to Tiamat. He lurks near the *Guronn Nur* fragment - he knows it is precious to his mistress - and protects it with all his might and cunning.

Some of Sjachtithar's tactics are APL-dependant. Additional basic information about his combat strategy appears below.

Use DM Maps 3 and 4 to run this combat; remembering that this version of the Black Ziggurat is undamaged.

APL 10 (EL 12)

➤ **Sjachtithar:** male adult fang dragon dracolich; hp 162; Appendix 1.

APL 12 (EL 14)

➤ **Sjachtithar:** male adult two-headed 20 HD fang dragon dracolich; hp 180; Appendix 1.

APL 14 (EL 16)

➤ **Sjachtithar:** male mature adult two-headed 23 HD fang dragon dracolich; hp 207; Appendix 1.

APL 16 (EL 18)

➤ **Sjachtithar:** male advanced 27 HD mature adult three-headed fang dragon dracolich; hp 243; Appendix 1.

Tactics: Sjachtithar is an accomplished fighter who enjoys melee combat. He prefers to fight his foes one at a time and expects the PCs to scatter at the sight of him - after all most dragons have fearsome breath weapons. If he has had time to prepare for combat Sjachtithar casts all the spells in his prepared power-up suite.

In melee combat he concentrates on a single foe using a full attack action in conjunction with his ability drain and paralyzing touch abilities before moving on to the next closest opponent. (The exception to this rule is if he is badly damaged by a fire-, acid- or sonic-based spell. In this situation, he switches his attention to the caster.)

He makes his claw and tail attacks first (always attempting to trip his opponents) before using his bite and wing attacks. He normally Power Attacks for 5 points; if an opponent is prone he increases this to 9 points.

If forced to take flight he uses his Wingover and Flyby Attack feats to target one foe. If he is unable to make a melee attack in any round he uses his paralyzing gaze. He never strays more than 100 ft. from the spire.

🔱**Inert Darssvorel Shard:** 1 ft. thick; hardness 20; hp 180; AC 5; SQ break DC 50.

Physical Description: A jagged black shard of rock shot through with blue flecks almost a foot long. It is slightly warm to the touch.

Note: This shard does not radiate evil but does radiate strong magic of the universal school. Unlike the portion already encountered this shard is not sentient, but it does store great power.

The Spire: The spire is 20 ft. high.

The spire gives individuals in the same square cover as a slender pillar (+2 cover bonus to Armor Class and +1 cover bonus on Reflex saves).

🔱**Spire:** 1 ft. wide; AC 4; hardness 8; hp 250; Climb DC 25.

The Altar: The altar is 5 ft. wide, 5 ft. deep and 10 ft. long. Its surface is rough and pitted and has a number of sinister stains across its surface. Here, centuries ago after Sulm's fall into evil the vanquished leaders of Sulm's enemies were sacrificed – their souls sent screaming into the Abyss.

🔱**Altar:** 5 ft. wide; AC 2; hardness 8; hp 900.

Development: Once Sjachtithar has been defeated, the PCs are free to examine the portion of Darssvorel trapped in Vuthathrae. Proceed to encounter 10. However, in desperate circumstances a PC may elect (or be coerced) into reuniting the two shards of Darssvorel as combat rages.

PCs only get XP for this encounter if they defeat Sjachtithar.

ENCOUNTER 10: THE RITUAL

In this encounter, one way or another, the two portions of Darssvorel are brought together and Vuthathrae is destroyed. The PCs' actions at this point depend in a large part on whether they believe Darssvorel's or the Sulmite's story.

REUNITE THE FRAGMENTS

This is what Darssvorel wants the PCs to do.

Bringing the shards together causes them to merge. This allows Darssvorel to access the powers held dormant in the non-sentient fragment. The resultant uncontrolled surge of magical energy shatters the spells binding

Vuthathrae. As the fading land collapses a great explosion wracks it.

With an audible sigh, the two shards of Darssvorel merge. A strong blue light momentarily emanates from the shards. Quickly the light intensifies as arcs of energy crackle up into the sky striking the shadowy firmament of Vuthathrae. Brilliant blue light crackles across the sky causing huge rifts to open. The ground shakes uncontrollably and buildings begin to crumble around you. There is a massive explosion.

This final explosion destroys Vuthathrae. This explosion affects everyone in the fading land. Individuals surviving this explosion (and the bodies of those that do not) are expelled from Vuthathrae, arriving in Unaagh in the same spot they occupied when the fragments were reunited.

Resolve the results of the explosion before continuing.

🔱**Destabilizing Vuthathrae:** CR 5; magic device; touch trigger; no reset; spell effect (*greater glyph of warding*, 11th-level cleric, 8d8 sonic, DC 19 Reflex save half damage); multiple targets; Search and Disable Device impossible.

Blinding sunlight surrounds and dazzles you. The perpetual twilight of Vuthathrae is no more. About you lies the death and decay of Unaagh and the burning heat of the Bright Lands.

Surviving PCs have escaped Vuthathrae.

If any of the Sulmites or Sjachtithar were still alive at the time of Vuthathrae destruction check to see if they survived the explosion. Immediately resolve any outstanding combat actions. For example, if Darssvorel was reunited during combat and Sjachtithar survived the resultant combat, the PCs are not safe yet!

Additionally some Sulmites may now lurk amongst the ruins. Their main goal is now immediate flight as they have achieved their plans. However, the PCs may want to track them down. The DM should improvise this keeping in mind the Sulmites' resources.

PERFORM THE SULMITE RITUAL

This is what the Sulmite mystics want to do.

Alternatively, the PCs may perform this ritual if they have slain Peddyr and have discovered his research.

Performing the ritual destabilizes the very fabric of Vuthathrae, causing the fading land to collapse. The ritual consists of creating an *antimagic field* around the two

fragments of Darssvorel before bringing them together. This nullifies the magics keeping them apart and fuses them together.

With an audible sigh the two shards of Darssvorel merge. A strong blue light briefly emanates from the shards. Quickly the light intensifies as arcs of energy crackle up into the sky striking the shadowy firmament of Vuthathrae. Brilliant blue light flash across the sky causing huge rifts to open. The ground shakes uncontrollably and buildings begin to crumble around you. There is a massive explosion.

The *antimagic field* protects everyone within from the resulting explosion. As Vuthathrae collapses all individuals (living and dead) within are expelled, arriving in Unaagh in the same spot they occupied in Vuthathrae when the ritual was completed.

Individuals outside the *antimagic field* suffer the full affects of the explosion (see “Destabilizing Vuthathrae” above.)

Blinding sunlight surrounds and dazzles you. The perpetual twilight of Vuthathrae is no more. About you lies the death and decay of Unaagh and the burning heat of the Bright Lands.

Variant: Clever groups may elect to protect themselves with an *antimagic field*, while one of their number remains outside its protection to reunite the shards. This works as detailed above with only the PCs reuniting the shard taking damage from Vuthathrae’s destruction.

Surviving PCs have escaped Vuthathrae. The Sulmites have absolutely no interest in fighting the PCs.

IN VUTHATHRAE WITHOUT DARSSVOREL

If the PCs entered Vuthathrae without Darssvorel they have no way to free themselves. The wards holding Vuthathrae together though are extremely fragile. Shortly after the PCs’ arrival another group of adventurers arrives and completes the ritual. The PCs spend 2 TUs waiting for this to occur.

Treasure: There is no physical treasure in this encounter. However, if a PC was the one to reunite Darssvorel’s shards he receives the “Beloved of Tiamat” AR entry.

Additionally, after the explosion the PCs quickly discover that Darssvorel has completely disappeared – his fate unknown. The blast may have destroyed him, or he might have escaped - there is no way for the PCs to discover his true fate.

Development: Proceed to the conclusion.

ENCOUNTER 11: EXPLORING UNAAGH

Use this encounter if the PCs do not carry Darssvorel into Vuthathrae. If the PCs do not go to Vuthathrae they miss out on encounters 6 – 10 and the dangers and rewards as presented therein. However, they are not yet out of danger.

If the party stays within the ruins or doesn’t travel back to Hardby using some form of instantaneous travel they have the following encounters (which can happen in any order). If the PCs immediately *teleport* back to Hardby they only fight the two groups of rival adventurers, who seek to take the wealth the PCs no doubt found in the ruins.

RIVAL ADVENTURES

The PCs are not the only adventurers exploring Unaagh. Utilize the stat blocks and tactical notes presented in Encounter 6 (making the following changes):

- Myghin and her companions are not from ancient Sulm. Rather they are itinerant adventurers drawn here by the Dreaming. They have not yet explored the Black Ziggurat as they fear Drokkas.
- They speak Common instead of Flan.
- They see the PCs are a source of knowledge and treasure. They prefer to attack from ambush. This combat can happen in the necropolis itself or on the return journey through the Abbor-Alz or Bright Lands.

MORE RIVALS

Utilize the stat blocks and tactical notes presented in encounter 8 for this encounter making the following changes:

- Peddyr and his companions are not from ancient Sulm. Rather they are itinerant adventurers drawn here by the Dreaming.
- They speak Common instead of Flan.
- They are more cunning and devious than Myghin and her companions. They seek to befriend the PCs so that they might attack when the party’s defenses are down.

DENIZENS OF UNAAGH

In this encounter, the PCs battle some of the powerful undead creatures lurking within the ruins. In all cases, use the recommended tactics for these creatures found in the *Monster Manual*, bearing in mind the additional tactical notes below.

The creatures have been drawn to this place; they were not summoned or created here. Thus, they do not gain the profane bonuses listed under “Undead” in the “Features of Unaagh” section.

This encounter takes place when the PCs investigate inside the Black Ziggurat or some of the ruined tombs.

APL 10 (EL 12)

➤ **Dread Wraith** (1): hp 144; *Monster Manual* 258.

➤ **Wraith** (2): hp 45 each; *Monster Manual* 258.

APL 12 (EL 14)

➤ **Dread Wraith** (2): hp 144 each; *Monster Manual* 258.

➤ **Wraith** (6): hp 45 each; *Monster Manual* 258.

APL 14 (EL 16)

➤ **Dread Wraith** (3): hp 144 each; *Monster Manual* 258.

Several spectral creatures of living darkness carrying falchions and seemingly clad in mail of ancient design burst from out of a nearby wall and soundlessly glide towards you. Malevolent red eyes glare at you as a supernatural chill flows from their bodies.

Wraith Tactics: At APLs 10 - 14 the undeads’ tactics are essentially the same. If present, the normal wraiths swarm the PCs attacking any heavily armored foes.

The dread wraith use more sophisticated tactics employing Spring Attack, Dodge, and Mobility to emerge from the floor or wall, attack the nearest PC before melting away again.

APL 16 (EL 18)

➤ **Nightcrawler** (1): hp 263; *Monster Manual* 195

An immense black-hued worm suddenly rears out of the ground in front of you. The worm’s black toothy maw is wider than a human male is tall as sand and small pieces of rubble rain down around you.

Tactics: Using its tremorsense the nightcrawler trails the party for a few rounds. It summons 2-4 dread wraiths and when they arrive it attacks, keeping them between it and any obvious clerics. It uses *deeper darkness* to avoid its aversion to daylight and tremorsense to locate foes in the darkened area.

Development: PCs only get XP for this encounter if they defeat the opponents herein; simply meeting one or both

bands of adventurers is insufficient to gain a reward. Proceed to the conclusion.

CONCLUSION

Select the appropriate result from those presented below.

THE PCS DON’T ENTER VUTHATHRAE

Use this conclusion if the PCs do not travel to Vuthathrae. Given Darssvorel’s powers, however, and the nature of his claims this is the least likely outcome. Unfortunately, it is also the best outcome for the Flanaess.

After the PCs have dealt with the undead of Unaagh there is nothing to do but return to civilization. Their actions trap the Sulmites in Vuthathrae until they can research a new way to escape their imprisonment.

THE PCS ENTER VUTHATHRAE

Use this conclusion if the PCs explore Vuthathrae. This is the most likely outcome of the adventure.

After Vuthathrae is destroyed, surviving Sulmites immediately flee, using the fastest means available to them. They are devastated by the state of their former empire; their subsequent actions are beyond the scope of this adventure (but they do not bode well for the region).

If Sjachtiathar survived he flees toward his old lair in the Abbor-Alz. If the PCs wish they can try to hunt any survivors down. Refer to the relevant stat blocks and tactical notes for more information.

If Darssvorel was reunited with his alternate shard he disappears in the resultant explosion. After this event sorcerers do not receive any more dreams or visions linked to the Dreaming.

The destruction of Vuthathrae destroys the binding effect that keeps the undead from leaving Unaagh’s precincts. The archmage Rary will not be pleased by this.

MISCELLANEOUS MATTERS

Note: It is possible for a PC to receive one or more of the below AR entries; they are not mutually exclusive.

Thrics and Tenser: If/when the PCs return to Hardby they find Thrics the halfling waiting for them. He enquires after the PCs’ adventures and asks for the return of any unexpended loaned magical items. He listens intently to the PCs’ tale, but seems disappointed that no real proof of Rary’s involvement or intentions could be found. All characters reporting to Thrics get the “Ally of Tenser” AR entry.

Beloved of Tiamat: The PC assisting in the reuniting of Darssvorel receives this AR entry.

Enemy of Tiamat: Any PC who damaged Darssvorel, or who tried to stop him from being reunited with himself receives this AR entry.

A PCs cannot have both the Beloved of Tiamat and Enemy of Tiamat entries. If a PC could gain both, he only receives the Enemy of Tiamat listing.

CAMPAIGN CONSEQUENCES

This is the last part of the “Sins of Ages Past” arc. Answering the below questions allow your table to influence the arc’s conclusion. Email your answers to creighton@greyworks.co.uk.

1. Did the PCs work for Thrics and his master?
2. Did the PCs travel to Vuthathrae?
3. Did Myghin, Peddyr, or Branwalather survive the adventure?
4. Did Sjachtithar survive the adventure?
5. What was Darssvorel’s fate?
6. How was Vuthathrae destroyed?

EXPERIENCE POINT SUMMARY

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

Encounter 3: The Necropolis at Unaagh

Defeat the undead of Unaagh.

APL 10	300 XP
APL 12	360 XP
APL 14	420 XP
APL 16	480 XP

Encounter 4: The Black Ziggurat

Defeat or deal peacefully with Drokkas, the Dark Lord of Unaagh

APL 10	390 XP
APL 12	450 XP
APL 14	510 XP
APL 16	570 XP

Encounter 5: Darssvorel

Dealing with or defeating Darssvorel

APL 10	300 XP
APL 12	360 XP
APL 14	420 XP
APL 16	480 XP

Encounter 6: Vuthathrae

Defeating or befriending the Sulmites

APL 10	300 XP
APL 12	360 XP
APL 14	420 XP
APL 16	480 XP

Encounter 8: Children of Sulm

Defeating or befriending the Sulmites

APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 9: Sjachtathar

Defeating Sjachtathar

APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Encounter 10: The Ritual

Survive the destruction of Vuthathrae

APL 10	150 XP
APL 12	150 XP
APL 14	150 XP
APL 16	150 XP

Encounter 11: Exploring Unnagh

Defeating the rival adventurers

APL 10	300 XP
APL 12	360 XP
APL 14	420 XP
APL 16	480 XP

Defeating the rival adventurers

APL 10	360 XP
APL 12	420 XP
APL 14	480 XP
APL 16	540 XP

Defeating the undead

APL 10	300 XP
APL 12	360 XP
APL 14	420 XP
APL 16	480 XP

Discretionary Roleplaying Award

APL 10	540 XP
APL 12	630 XP
APL 14	720 XP
APL 16	810 XP

Total Possible Experience

APL 10	2,700 XP
APL 12	3,150 XP
APL 14	3,600 XP
APL 16	4,050 XP

TREASURE SUMMARY

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

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e.,

not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

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

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

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

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

Treasure Cap

APL 10: 4,600 gp.

APL 12: 6,600 gp.

APL 14: 13,200 gp.

APL 16: 19,800 gp.

Note: PCs only gain access to treasure from defeated foes. In this adventure, it is possible to befriend many of the opponents, but this does not grant PCs access to their equipment.

Total Possible Treasure

APL 10: Loot – 92 gp; Magic 5,037 gp.

APL 12: Loot – 92 gp; Magic 7,051 gp

APL 14: Loot – 52 gp; Magic 13,565 gp

APL 16: Loot – 52 gp; Magic 20,481 gp

Encounter 4: The Black Ziggurat

APL 10: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), scroll of *dimension door** (58 gp); Total 978 gp.

APL 12: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416

gp), *wand of enervation** (140 gp), scroll of *dimension door** (58 gp); Total 978 gp.

APL 14: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), scroll of *dimension door** (58 gp), *cloak of resistance +3* (750 gp), *headband of intellect +2* (333 gp); Total 2,061 gp.

APL 16: Loot – 25 gp; Magic - *ring of counterspells* (333 gp), *scroll of fly** (31 gp), *dusty rose ioun stone* (416 gp), *wand of enervation** (140 gp), scroll of *dimension door** (58 gp), *cloak of resistance +3* (750 gp), *headband of intellect +4* (1,333 gp), *boots of speed* (1,000 gp); Total 4,061 gp.

Encounter 6: Vuthathrae

APL 10: Loot – 41 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom** (25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath* (3*), (92 gp each); Total 1,206 gp.

APL 12: Loot – 41 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom** (25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath* (3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp); Total 1,698 gp.

APL 14: Loot – 1 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom** (25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath* (3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp), *peript of wound closure* (1,250 gp), *1 light fortification heavy steel shield* (348 gp); Total 1,698 gp.

APL 16: Loot – 1 gp; Magic - *wand of reach inflict moderate wounds* (5 charges*) (38 gp), *cloak of resistance +1* (167 gp), *potion of owl's wisdom** (25 gp), *+1 half-plate* (146 gp), *ring of protection +1* (3) (167 gp each), *potion of magic fang* (3*) (4 gp each), *elixir of fire breath* (3*), (92 gp each), *potion of blur* (3*) (25 gp each), *dusty rose ioun stone* (417 gp), *peript of wound closure* (1,250 gp), *1 light fortification heavy steel shield* (348 gp), *rod of python* (1,083 gp); Total 1,698 gp.

Encounter 8: Children of Sulm

APL 10: Loot – 26 gp; Magic - *+1 keen falchion* (698 gp), *amulet of natural armor +1* (2) (167 gp), *gauntlets of ogre power* (333 gp), scroll of *false life** (13 gp), *cloak of resistance +2* (333 gp), *metamagic rod of lesser empower spell* (750 gp), *ring of protection +1* (167 gp), scroll of

antimagic field (135 gp), *+1 falchion* (198 gp), *+1 full plate* (221 gp); Total 3,208 gp.

APL 12: Loot – 26 gp; Magic - *+1 keen falchion* (698 gp), *amulet of natural armor +1* (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance +2* (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), *+1 falchion* (198 gp), *+1 full plate* (221 gp), *ring of protection +2* (2) (667 gp each); Total 4,375 gp.

APL 14: Loot – 26 gp; Magic - *+1 keen falchion* (698 gp), *amulet of natural armor +1* (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance +2* (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), *+1 falchion* (198 gp), *+1 full plate* (221 gp), *ring of protection +2* (2) (667 gp each), *rope of entanglement* (1,750 gp), *pearl of power* (5th-level) (2,083 gp); Total 8,208 gp.

APL 16: Loot – 26 gp; Magic - *+1 keen human bane falchion* (1,531 gp), *amulet of natural armor +1* (2) (167 gp), *gauntlets of ogre power* (333 gp), *scroll of false life** (13 gp), *cloak of resistance +2* (333 gp), *metamagic rod of lesser empower spell* (750 gp), *scroll of antimagic field* (135 gp), *+1 falchion* (198 gp), *+1 full plate* (221 gp), *ring of protection +2* (2) (667 gp each), *rope of entanglement* (1,750 gp), *pearl of power* (5th-level) (2,083 gp), *pearl of power* (6th-level) (3,000 gp); Total 12,041 gp.

Special

☛ **Beloved of Tiamat:** You have carried out a great service for Tiamat, The Chromatic Dragon, and she is grateful. You receive a +5 profane bonus to Diplomacy checks made against evil dragons and a -5 profane penalty to Diplomacy checks made against good-aligned dragons.

Your right hand has become stained through your association with Tiamat. Your palm is deep black in hue and each finger is a different color: white, black, green, blue, and red.

☛ **Enemy of Tiamat:** You have angered The Chromatic Dragon. You receive a -5 profane penalty to Diplomacy checks made against evil dragons and a +5 sacred bonus to Diplomacy checks made against good-aligned dragons. Additionally, in combat evil dragons attack you in preference to all other targets (if they are aware of your presence).

☛ **Ally of Tenser:** You have carried out a great service for the forces of good. Tenser, a powerful wizard and one-time member of the Circle of Six, counts you as an ally. By spending a TU, and visiting the Fortress of Unknown Depths, you gain as many of the following benefits as you wish when you:

- Access to any arcane spell in the *Player's Handbook* which you may copy into your spellbook or onto a scroll. (Except any spells restricted as detailed in the most recent *Living Greyhawk Campaign Sourcebook*).
- Access to the armor and shield special abilities of light fortification, moderate fortification, and invulnerability (for armor only).
- Access to the weapon special quality of bane (dragons).
- Access to a *holy avenger* or a *staff of power*.
- Tenser can arrange for any *Player's Handbook* 7th-level or lower Conjunction (healing) spell to be cast on your behalf.

This favor is usable multiple times but the TU cost – as well as all normal costs – must be paid each time. Each time you use this favor you may purchase up to 2 items or copy 2 spells (or buy 1 item and 1 spell).

If you are lawful good and playing this adventure at APL 16, contact creighton@greyworks.co.uk.

ITEMS FOR THE ADVENTURE RECORD

Item Access

APL 10:

- *Ring of counterspells* (Core; DMG)
- *Dusty rose ioun stone* (Adventure; DMG)
- *Wand of enervation* (4 chgs.) (Adventure; DMG)
- *Wand of reach inflict moderate wounds* (5 chgs) (Adventure; CD; 450 gp)
- *+1 keen falchion* (Core; DMG)
- *Cloak of resistance +2* (Core; DMG)
- *Metamagic rod of lesser empower spell* (Adventure; DMG)
- *Scroll of antimagic* (Core; DMG)

APL 12 (all of APL 10 plus the following):

- *Ring of protection +2* (Core; DMG)

APL 14 (all of APLs 10-12 plus the following):

- *Periapt of wound closure* (Core; DMG)
- *+1 light fortification heavy steel shield* (Core; DMG)
- *Rope of entanglement* (Adventure; DMG)
- *pearl of power* (5th-level) (Core; DMG)
- *Cloak of resistance +3* (Core; DMG)

APL 16 (all of APLs 10-14 plus the following):

- *Rod of python* (Core; DMG)
- *Pearl of power* (6th-level) (Core; DMG)
- *+1 keen human bane falchion* (Adventure; DMG)

- *Headband of intellect +4* (Core *DMG*)
- *Boots of speed* (Core; *DMG*)

APPENDIX 1: APL 10

ENCOUNTER 3: THE NECROPOLIS AT UNAAGH

☛ **Vampire Gargoyle Guards: male gargoyle monk 2 (2):** CR 8; Medium undead (Augmented Monstrous Humanoid, earth); HD 6d12 plus 12; hp 66; Init +10; Spd 40 ft., fly 60 ft. (average); AC 27, touch 17, flat-footed 21; Base Atk +5; Grp +17; Atk +16 melee (1d6+8 plus 2 negative levels, unarmed strike); Full Atk +14 melee (1d6+8 plus 2 negative levels, unarmed strike [flurry of blows]), +14 melee, (1d6+8, unarmed strike [flurry of blows]), +13 melee (1d6+4, bite) and +13 melee (1d6+4, gore); SA blood drain, children of the night, create spawn, dominate, energy drain, flurry of blows; SQ AC bonus, alternate form, darkvision 60 ft., DR 10/magic and silver, evasion, fast healing 5, freeze, gaseous form, resistance to cold 10 and electricity 10, spider climb, turn resistance +4; AL LE; SV Fort +4, Ref +15, Will +8; Str 26, Dex 22, Con -, Int 10, Wis 12, Cha 8.

Skills and Feats: Balance +8, Hide +12 (+20 against stone background), Jump +14, Listen +11, Move Silently +14, Search +8, Sense Motive +9, Spot +15, Tumble +14; Alertness, Combat Reflexes, Deflect Arrows, Dodge, Flyby Attack, Improved Initiative, Improved Unarmed Grapple, Improved Unarmed Strike, Lightning Reflexes, Multiattack, Weapon Focus (unarmed strike).

Blood Drain (Ex): A vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, the vampire gains 5 temporary hit points.

Children of the Night (Su): Vampires command the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. (If the base creature is not terrestrial, this power might summon other creatures of similar power.) These creatures arrive in 2d6 rounds and serve the vampire for up to 1 hour.

Dominate (Su): A vampire can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed on a DC 12 Will save or fall instantly under the vampire's influence as though by a *dominate person* spell (CL 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a vampire's slam attack (or any other natural weapon the vampire might possess) gain two negative levels. For each negative level bestowed, the vampire gains 5 temporary hit points. A vampire can use its energy drain ability once per round.

Alternate Form (Su): A vampire can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a polymorph spell cast by a 12th-level character, except that the vampire does not regain hit points for changing form and must choose from among the forms mentioned here. While in its alternate form, the vampire loses its natural slam attack and dominate ability, but it gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it assumes another or until the next sunrise. (If the base creature is not terrestrial, this power might allow other forms.)

Evasion (Ex): If the vampire gargoyle makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Fast Healing (Ex): A vampire heals 5 points of damage each round so long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Any additional damage dealt to a vampire forced into gaseous form has no effect. Once at rest in its coffin, a vampire is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Gaseous Form (Su): As a standard action, a vampire can assume *gaseous form* at will as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect manoeuvrability.

Spider Climb (Ex): A vampire can climb sheer surfaces as though with a *spider climb* spell.

ENCOUNTER 4: THE BLACK ZIGGURAT

☛ **Drokkas, Dark Lord of Unaagh: male lich wizard (evoker) 12:** CR 14; Medium undead (Augmented Humanoid); HD 12d12 plus 24; hp 132; Init +7; Spd 30 ft.; AC 20, touch 14, flat-footed 17; Base Atk +6/+1, Grp +6; Atk +8 melee (1d8+5 negative energy [DC 19 Will

halves] plus paralysis [DC 21 Fortitude negates], touch attack); Full Atk +8/+3 melee (1d8+5 negative energy [DC 19 Will halves] plus paralysis [DC 21 Fortitude negates], touch attack); SA damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, *contingency* (*blink*) spell effect, damage reduction 15/bludgeoning and magic; darkvision 60 ft.; immunity to cold, electricity, polymorph and mind-affecting attacks; permanent spell effects; undead traits; AL LE; SV Fort +5, Ref +8, Will +12; Str 10, Dex 16, Con –, Int 23, Wis 16, Cha 16.

Skills and Feats: Concentration +18, Hide +11, Jump +2, Knowledge (arcana) +21, Knowledge (architecture and engineering) +7, Knowledge (dungeoneering) +7, Knowledge (geography) +7, Knowledge (history) +9, Knowledge (nature) +9, Knowledge (nobility) +10, Knowledge (religion) +9, Knowledge (the planes) +21, Listen +11, Move Silently +11, Search +14, Sense Motive +14, Spellcraft +26, Spot +18, Tumble +10; Ability Focus (paralyzing touch), Empower Spell, Extend Spell, Greater Spell Focus (evocation), Improved Initiative, Quicken Spell, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (evocation).

Languages: Abyssal, Flan, Draconic, Dwarven, Infernal.

Damaging Touch: 1d8+5 negative energy; DC 19 Will save halves.

Fear Aura (Su): A dreadful aura of death and evil shrouds Drokkas. Creatures of less than 5 HD in a 60-foot radius looking at him must succeed on a DC 19 Will save or be affected as though by a *fear* spell cast by a 12th-level sorcerer. A creature that successfully saves cannot be affected again by Drokkas' aura for 24 hours.

Paralyzing Touch (Su): Any living creature Drokkas hits with his touch attack must succeed on a DC 21 Fortitude save or be paralyzed permanently. *Remove paralysis* or any spell that can remove a curse frees the victim. The effect cannot be dispelled. Anyone paralyzed by Drokkas seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Skills: Drokkas has a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks.

Contingency: A successfully grapple attempt on Drokkas activates a *blink* spell.

Permanent Spell Effects: *arcane sight*, *comprehend languages*, *resistance*, *see invisibility*, *tongues*.

Wizard Spells Prepared: (5/7/7/6/5/5/4; base DC = 16 + spell level); 0—*dancing lights*, *mage hand*, *prestidigitation* (2), *touch of fatigue*, 1st—*expeditious retreat*, *feather fall*, *grease*, *mage armor*, *protection from good*, *ray of enfeeblement*, *shield*, 2nd—

blindness (2), ~~extended mage armor~~, *false life*, *fox's cunning*, *resist energy*, *scorching ray*^E; 3rd—*dispel magic*, ~~extended false life~~, *fly*, *protection from energy* (2), *vampiric touch*; 4th—~~detect scrying~~, *dimension door*, empowered *scorching ray*, ~~extended nondetection~~, *stoneskin*; 5th—empowered *fireball*^F, empowered *lightning bolt*^E, extended *fire shield*, quickened *magic missile*^E, *teleport*; 6th—*chain lightning*^E, quickened *scorching ray*^E, *repulsion*, *true seeing*.

^E: Evocation spell. Base DC = 18 + spell level).

Barred Schools: Enchantment, Illusion.

Possessions: masterwork dagger, *ring of counterspells* (*dispel magic*), *scroll of fly*, *dusty rose ioun stone*, *wand of enervation* (4 chgs), *scroll of dimension door*.

Power-Up Suite (Normal - 4th—*detect scrying*, extended *nondetection*; 3rd—extended *false life*; 2nd—extended *mage armor*): hp 148; AC 24, touch 14, flat-footed 21.

Power-Up Suite (Prepared - 5th—extended *fire shield* [protects against fire], *true seeing*; 4th—*detect scrying*, extended *nondetection*, *stoneskin*; 3rd—extended *false life*, *fly*, *protection from energy* (acid), *protection from energy* (fire), *vampiric touch*; 2nd—fox's cunning, extended *mage armor*, *resist energy* (sonic); 1st—*expeditious retreat*, *protection from good*, *shield*): Spd 60 ft., fly 60 ft. (good); hp 148; AC 28 (29), touch 15 (16), flat-footed 25 (26) (against good opponents); Atk +8 melee (1d8+5 negative energy [DC 19 Will halves] plus paralysis [DC 21 Fortitude negates] plus 7d6 points of damage [*vampiric touch*], first touch attack); SQ as above plus resist sonic 10/round, immunity to acid (120 points) and fire (120 points), DR 10/adamantine; SV Fort +5 (+6), Ref +8 (+9), Will +11 (+12) (against good opponents); Int 27.

Skills: Jump +14, Knowledge (arcana) +23, Knowledge (architecture and engineering) +9, Knowledge (dungeoneering) +9, Knowledge (geography) +9, Knowledge (history) +11, Knowledge (nature) +11, Knowledge (nobility) +12, Knowledge (religion) +11, Knowledge (the planes) +23, Search +16, Spellcraft +28.

Wizard Spells (DC 18 + spell level; ^E: Evocation spell. Base DC = 20 + spell level).

ENCOUNTER 5: DARSSVOREL

☛ **Darssvorel:** CR 10; tiny construct (augmented dragon); hp 180; Init +0; AC 5, touch 5, flat-footed 5; SQ break DC 50, construct traits, greater powers, hardness 20; lesser powers; AL LE; SV Fort +8, Ref +8, Will +8; Int 19, Wis 10, Cha 19, Ego score 25.

Skills and Feats: Bluff +14, Diplomacy +14; Eschew Materials, Heighten Spell, Still Spell.

Languages: Speech (Abyssal, Common, Draconic, Flan, Infernal), telepathy, read languages, *read magic*; 120 ft. darkvision, blindsense and hearing.

Lesser Powers (Sp): CL 11th; 1/day *major image*, *minor image*.

Greater Powers (Sp): CL 11th; At will - *detect thoughts*; 3/day *deeper darkness*, *fear*.

Special Purpose: Expand the power and dominion of Tiamat.

Special Purpose Power: The Dreaming.

Sorcerer Spells Known (6/7/7/7/7/4; CL 11th; base DC = 14 + spell level): 0- *dancing lights*, *daze*, *detect magic*, *flare*, *ghost sound*, *light*, *message*, *prestidigitation*, *resistance*, 1st- *alarm*, *charm person*, *comprehend languages*, *grease*, *ventriloquism*; 2nd-, *eagle's splendor*, *misdirection*, *obscure object*, *see invisibility*, *Tasha's hideous laughter*; 3rd- *dispel magic*, *hold person*, *protection from energy*, *suggestion*; 4th- *confusion*, *lesser globe of invulnerability*, *phantasmal killer*; 5th- *dominate person*, *feeblemind*.

Power-Up Suites (prepared—*eagle's splendor*, *misdirection*, *obscure object*, *see invisibility*, *detect magic*, *resistance*): SV Fort +8, Ref +8, Will +8; Cha 23.

Skills and Feats: Bluff +16, Diplomacy +16.

Sorcerer Spells Known (base DC = 16 + spell level).

ENCOUNTER 6: VUTHATHRAE

☛**Myghin:** female human (Flan) cleric (Nerull) 6/sorcerer 1/loremaster 1: CR 8; Medium humanoid; HD 6d8+12 plus 1d4+2 plus 1d4+2 plus 3; hp 61; Init +0; Spd 20 ft.; AC 20, touch 10, flat-footed 20; Base Atk +4; Grp +4; Atk +5 melee (1d8, masterwork morningstar); Full Atk +5 melee (1d8, masterwork morningstar); SA spells, spontaneous casting, rebuke undead; SQ secret (secret health), weasel familiar; NE; SV Fort +8, Ref +5, Will +14; Str 11, Dex 10, Con 14, Int 13, Wis 18, Cha 12.

Skills and Feats: Concentration +16, Knowledge (arcana) +11, Knowledge (religion) +11, Knowledge (the planes) +5, Spellcraft +13; Craft Wand, Reach Spell, Scribe Scroll, Skill Focus (concentration).

Languages: Common, Flan.

Weasel Familiar: Unstated; nearby.

Cleric Spells Prepared (6/5+1/4+1/3+1/2+1; CL 7th; base DC = 14 + spell level): 0—*cure minor wounds* (2), *guidance*, *light*, *resistance*, *virtue*, 1st—*bless*, *command*, *cure light wounds*, *entropic shield*, *protection from good**, *sanctuary*; 2nd—*death knell**, *hold person* (2), *silence*, *spiritual weapon*; 3rd—

blindness, *dispel magic*, *magic circle against good**, *prayer*; 4th—*freedom of movement*, *poison*, *unholy blight**.

*Domain Spell. *Domains:* Death (death touch 1/day; melee touch attack; 6d6), Evil (cast evil spells at +1 caster level).

Sorcerer Spells Known: (5/4; CL 1st; base DC = 11 + spell level): 0—*mage hand*, *message*, *prestidigitation*, *ray of frost*; 1st- *comprehend languages*, *true strike*.

Possessions: *wand of reach* inflict moderate wounds (5 charges), *cloak of resistance* +1, *potion of owl's wisdom*, masterwork morningstar, +1 *half-plate*, masterwork heavy steel shield.

Power-Up Suite (Negotiating - *protection from good*, *sanctuary*): AC 20 (22 against good), touch 10 (12), flat-footed 20 (22).

Power-Up Suite (Prepared - *freedom of movement*, *poison*, *magic circle against good*, *prayer*, *owl's wisdom* [from *potion*], *entropic shield*): AC 20 (22 against good), touch 10 (12), flat-footed 20 (22); Atk +6 melee (1d8+1, masterwork morningstar); Full Atk +6 melee (1d8+1, masterwork morningstar); SV Fort +9, Ref +6, Will +15; Wis 22.

Skills: Concentration +17, Knowledge (arcana) +12, Knowledge (religion) +12, Knowledge (the planes) +6, Spellcraft +14.

Cleric Spells Prepared (base DC = 16 + spell level).

☛**Sulmite Adept (2):** male human (Flan) monk 4/sorcerer 1/ dragon disciple 2: CR 7; Medium humanoid; HD 4d8+4 plus 1d4+1 plus 2d12+2; hp 52; Init +2; Spd 40 ft.; AC 16, touch 15, flat-footed 14; Base Atk +4; Grp +8; Atk +9 melee (1d8+4, unarmed strike), +8 melee (1d6+4, bite), or +6 ranged (1d2+4, shuriken); Full Atk +7/+7 melee (1d8+4, unarmed strike[flurry of blows]) and +3 (1d6+4, bite) or +4/+4 ranged (1d2+4, shuriken[flurry of blows]); SA flurry of blows, ki strike (magic), spells, stunning fist; SQ AC bonus, dragon disciple traits, evasion, fast movement, still mind, slow fall 20 ft., rat familiar; AL LE; SV Fort +10, Ref +8, Will +11; Str 18, Dex 15, Con 12, Int 8, Wis 14, Cha 11.

Skills and Feats: Balance +8, Jump +15, Knowledge (arcana) +7, Listen +2, Spellcraft +5, Spot +6, Tumble +11; Deflect Arrows, Dodge, Improved Unarmed Strike, Lightning Reflexes, Mobility, Stunning Fist, Weapon Focus (unarmed strike).

Languages: Draconic, Flan.

Stunning Fist (Ex): 4/day; DC 15 Fort save negates.

Dragon Disciple Traits: ability boost (Str +2), bonus claws and bite attacks, bonus spells (2), natural armor +1.

Evasion (Ex): If the adept makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Rat Familiar: Unstated; nearby.

Slow Fall (Ex): An adept within arm's reach of a wall can use it to slow his descent while falling. The adept takes damage as if the fall was 20 ft. shorter than it actually is.

Still Mind (Ex): The adept gains a +2 bonus on saving throws against spells and effects from the enchantment school.

Sorcerer Spells Known (5/5; base DC = 10 + spell level): 0—*acid splash, mage hand, message, resistance, touch of fatigue*, 1st—*mage armor, shield*.

Possessions: *ring of protection +1, potion of magic fang* (2), *elixir of fire breath*, shuriken (5), vial of large scorpion venom, monk's outfit.

Power-Up Suite (Negotiating – *mage armor*): AC 20, touch 15, flat-footed 19.

Power-Up Suite (Prepared – *mage armor, magic fang* [from potion], *shield*): AC 24, touch 15, flat-footed 22; Atk +10 melee (1d8+5, unarmed strike), +8 melee (1d6+3, bite), or +6 ranged (1d2+4 plus poison [DC 18 Fort, 1d6 Str/1d6 Str], shuriken); Full Atk +8/+8 melee (1d8+5, unarmed strike [flurry of blows]) and +3 (1d6+3, bite).

ENCOUNTER 8: CHILDREN OF SULM

☛**Branwalther:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 1: CR 10; Medium humanoid; HD 1d10+2 plus 2d8+4 plus 6d4+12 plus 1d6+2 plus 10; hp 72; Init +2; Spd 30 ft.; AC 15, touch 14, flat-footed 13 (+2 Dex, +2 monk, +1 natural); Base Atk +6/+1; Grp +14; Atk +12 melee (2d4+7/15-20, *+1 keen falchion*) or +10 melee (1d6+4, unarmed strike); Full Atk +12/+7 melee (2d4+7/15-20, *+1 keen falchion*) or +8/+8/+3 melee (1d6+4, unarmed strike [flurry of blows]); SA flurry of blows, spells; SQ AC bonus, evasion, weasel familiar; AL LE; SV Fort +11, Ref +11, Will +10; Str 17 (19), Dex 14, Con 14, Int 10, Wis 14, Cha 14.

Skills and Feats: Balance +4, Concentration +15, Jump +11, Listen +2, Ride +6, Spellcraft +6, Spot +4, Tumble +14; Arcane Strike, Combat Reflexes, Improved Grapple, Improved Toughness, Improved Unarmed Strike, Leadership, Lightning Reflexes, Power Attack, Power Critical (falchion), Weapon Focus (falchion).

Languages: Flan.

Stunning Fist (Ex): 4/day; DC 17 Fortitude negates.

Evasion (Ex): If Branwalther makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known (6/7/6/3; CL 6th; base DC = 12 + spell level); 0—*caltrops, dancing lights, mage hand, message, prestidigitation, resistance, touch of fatigue*, 1st—*enlarge person, expeditious retreat, mage armor, shield*, 2nd—*cat's grace, mirror image*, 3rd—*weapon of energy*.

Possessions: *+1 keen falchion, amulet of natural armor +1, gauntlets of ogre power, scroll of false life*.

Power-Up Suite (Negotiating – *cat's grace, expeditious retreat, mage armor*): Init +4; Spd 60 ft.; AC 21, touch 16, flat-footed 17 (+4 Dex, +2 monk, +1 natural, +4 armor); Dex 18.

Skills: Balance +6, Tumble +16.

Power-Up Suite (Prepared – *heroism* [from Peddyr], *weapon of energy, cat's grace, false life* [from scroll], *mirror image, enlarge person, expeditious retreat, mage armor, shield, resistance*): hp 85; Init +3, Spd 60 ft.; AC 23, touch 14, flat-footed 21 (+3 Dex, +2 monk, +1 natural, +4 armor, +4 shield, -1 size); Atk +14 melee (2d6+7 plus 1d6 acid/15-20 plus 1d10 acid, *+1 keen falchion*) or +12 melee (1d8+4, unarmed strike); Full Atk +14/+9 melee (2d6+7 plus 1d6 acid/15-20 plus 1d10 acid, *+1 keen falchion*) or +12/+7 melee (1d8+4, unarmed strike) or +10/+10/+5 melee (1d8+4, unarmed strike [flurry of blows]); Space/Reach 10 ft./10 ft.; SV Fort +14, Ref +15, Will +13; Str 21, Dex 16.

Skills: Balance +6, Concentration +17, Jump +26, Listen +4, Ride +9, Spellcraft +8, Spot +6, Tumble +17.

Spells Cast: If Branwalther completes this power-up suite he uses up one 0-level, four 1st-level, two 2nd-level, and one 3rd-level spell slots.

☛**Peddyr:** male human (Flan) sorcerer 10: CR 10; Medium humanoid; HD 10d4+20; hp 50; Init +1; Spd 30 ft.; AC 13 touch 12, flat-footed 12 (+1 Dex, +1 natural, +1 deflection); Base Atk +5; Grp +4; Atk +5 melee (1d4-1/19-20, masterwork dagger); Full Atk +5 melee (1d4-1/19-20, masterwork dagger); SA spells; SQ draconic heritage, weasel familiar; AL LE; SV Fort +7, Ref +8, Will +9; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 17.

Skills and Feats: Concentration +15, Knowledge (arcana) +6, Knowledge (the planes) +3, Move Silently +12, Spellcraft +16, Tumble +3; Draconic Breath, Draconic Flight(9), Draconic Heritage (green), Greater Spell Focus (enchantment), Spell Focus (enchantment).

Languages: Flan.

Draconic Heritage (Ex): Peddyr gains a +3 bonus to saving throws against *sleep*, paralysis and attacks with the acid descriptor. Move Silently is a class skill for Peddyr.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known: (6/7/7/7/5/3; base DC = 13 + spell level); 0—*acid splash*, *caltrop*, *daze*^E, *detect magic*, *ghost sound*, *mage hand*, *prestidigitation*, *touch of fatigue*, *read magic*; 1st—*inhibit*^E, *mage armor*, *magic missile*, *shield*, *true strike*; 2nd—*eagle's splendor*, *false life*, *invisibility*, *scorching ray*; 3rd—*fireball*, *heroism*^E, *protection from energy*; 4th—*confusion*^E, *dimension door*; 5th—*feblemind*^F.

E: Enchantment spell. DC = 15 + spell level.

Possessions: *Cloak of resistance* +2, masterwork dagger, *metamagic rod of lesser empower spell*, *ring of protection* +1, *amulet of natural armor* +1, *scroll of antimagic field*, scroll case containing research papers.

Power-Up Suite (Normal - *mage armor*, *false life*): AC 18, touch 13, flat-footed 17; hp 67.

Power-Up Suite (Negotiating - *eagle's splendor*, *false life*, *mage armor*): AC 17, touch 12, flat-footed 16 (+1 Dex, +1 natural, +2 deflection, +4 armor); hp 67; Cha 21.

Sorcerer Spells Known (base DC = 15 + spell level [17 if enchantment spell]).

Power-Up Suite (Prepared - *heroism*, *protection from energy* [*fire*], *protection from energy* [*lightning*], *eagle's splendor*, *false life*, *mage armor*, *shield*): AC 21, touch 12, flat-footed 20 (+1 Dex, +1 natural, +1 deflection, +4 armor, +4 shield); hp 65; Atk +7 melee (1d4-1/19-20, masterwork dagger); Full Atk +7 melee (1d4-1/19-20, masterwork dagger); SQ immunity to fire (120 points) and lightning (120 points), SV Fort +9, Ref +8, Will +11; Cha 21.

Skills: Concentration +17, Knowledge (arcana) +8, Knowledge (the planes) +5, Move Silently +14, Spellcraft +18, Tumble +5.

Sorcerer Spells Known (base DC = 15 + spell level [17 if enchantment spell]).

Spells Cast: If Peddyr completes this power-up suite and adds to those of Arthyen and Branwalather where indicated, he uses up two 1st-level, two 2nd-level and six 3rd-level spell slots.

☛ **Arthyen:** male human (Flan) fighter 6/ blackguard 2: CR 8; medium humanoid; HD 6d10+6 plus 2d10+2; hp 52; Init +1; Spd 20 ft.; AC 20, touch 11, flat-footed 19 (+1 Dex, +9 armor); Base Atk +8/+3; Grp +10; Atk +12 melee (2d4+7/15-20, +1 *falchion*); Full Atk +12/+7 melee (2d4+6/15-20, +1 *falchion*); SA poison use, smite good 1/day; SQ aura of evil, dark blessing, detect good; AL LE; SV Fort +12, Ref +8, Will +7; Str 15, Dex 12, Con 13, Int 8, Wis 11, Cha 16.

Skills and Feats: Hide +1, Intimidate +11, Knowledge (religion) +1; Improved Critical (*falchion*), Improved Sunder, Iron Will, Lightning Reflexes, Power Attack, Power Critical (*falchion*), Weapon focus (*falchion*), Weapon Specialization (*falchion*).

Smite Good (Su): Once a day, Arthyen may attempt to smite good with one normal melee attack. He gains a +3 modifier to their attack roll and deal 2 points of extra point of damage. If he accidentally smites a creature that is not good, the smite has no effect but it is still used up for that day.

Aura of Evil (Ex): Arthyen radiates a moderate aura of evil (see the *detect evil* spell).

Dark Blessing (Su): Arthyen applies his Charisma modifier (+3) as a bonus on all saving throws.

Detect Good (Sp): At will, Arthyen can use *detect good* as a spell-like ability, duplicating the effect of the *detect good* spell.

Blackguard Spells Prepared: (1; spell DC = 10 + spell level); 1st- *corrupt weapon*.

Possessions: +1 *falchion*, +1 *full plate*.

Power-Up Suite (Prepared -*heroism* [from Peddyr], *protection from fire* [from Peddyr] *corrupt weapon*): Atk +14 melee (2d4+7/15-20, +1 *falchion*); Full Atk +14/+9 melee (2d4+6/15-20, +1 *falchion*); SQ immune fire (120 points); SV Fort +14, Ref +10, Will +9. **Skills:** Hide +3, Intimidate +13, Knowledge (religion) +1.

ENCOUNTER 9: SJACHTIATHAR

☛ **Sjachtithar:** male adult fang dragon dracolich: CR 13; Large undead; HD 18d12; hp 162; Init +0; Spd 60 ft., fly 120 ft. (poor); AC 28, touch 9, flat-footed 28; Base Atk +18; Grp +28; Atk +23 melee (2d8+6 plus 1d6 cold plus paralyzation, bite); Full Atk +23 melee (2d8+6 plus 1d6 cold plus paralyzation, bite), +21 melee (2d6+3 plus 1d6 cold plus paralyzation, 2 claws), +21 melee (1d8+3 plus 1d6 cold plus paralyzation, 2 wings), and +21 melee (2d6+9 plus 1d6 cold plus paralyzation, tail slap); Space/Reach 10 ft./5 ft. (10 ft. with bite); SA ability drain, control undead, frightful presence, increased damage, paralyzing glare, paralyzing touch, trip; SQ DR 5/bludgeoning and magic, dragon traits, immunities, invulnerability, sound imitation, spell-like abilities, SR 23, undead traits; AL LE; SV Fort + 11, Ref +11, Will +14; Str 23, Dex 10, Con -; Int 12, Wis 17, Cha 14.

Skills and Feats Concentration +23, Escape Artist +21, Intimidate +23, Listen +24, Search +22, Sense Motive +24, Spot +24; Ability Focus (paralyzing touch), Blind-Fight, Flyby Attack, Multiattack, Power Attack, Wingover.

Ability Drain (Su): Sjachtithar has no breath weapon but his bite drains 1d6 points of Constitution. A DC 21 Fortitude save negates this damage.

Control Undead (Sp): Once every 3 days Sjachtithar can use *control undead* as the spell (CL 15th). He cannot cast any other spells while this ability is in effect.

Frightful Presence (Ex): 180 ft. range; DC 21 Will save negates. Creatures with less than 4 HD are panicked for 4d6 rounds and those with 5 or more HD are shaken for 4d6 rounds.

Increased Damage (Ex): Sjachtithar's claws, teeth and scales are so sharp that he deals damage as if he were a huge dragon.

Paralyzing Gaze (Su): 40 ft. range; DC 21 Will save negates. If the save is successful the target is forever immune to Sjachtithar's gaze. If it fails the victim is paralyzed for 2d6 rounds.

Paralyzing Touch (Su): A creature struck by any of Sjachtithar's physical attacks must make a DC 23 Fortitude save or be paralyzed for 2d6 rounds. A successful saving throw against this effect does not confer any immunity from subsequent attacks.

Trip (Ex): If Sjachtithar hits with a claw or tail attack he can attempt to trip his opponent as a free action. If his attempt fails, his opponent cannot attempt to trip him.

Draconic Traits: Blindsight 60 ft.; keen senses, darkvision 120 ft.; immunity to magic sleep and paralysis effects.

Immunities: Sjachtithar is immune to polymorph, cold and electricity effects.

Invulnerability: If Sjachtithar is slain, his spirit immediately returns to his phylactery. If no dragon-type corpse lies within 90 ft. for the spirit to possess he is trapped in the phylactery until such a time – if ever – that a corpse becomes available. Destroying the phylactery destroys Sjachtithar.

Sound Imitation (Ex): Sjachtithar can mimic any voice or sound he has heard anytime he likes. Listeners must succeed on a DC 21 Will save to detect the ruse.

Undead Traits: Sjachtithar is immune to mind-affecting effects, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. He is not subject to critical hits, nonlethal damage, ability damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage.

Spell-Like Abilities: CL 6; At will—*detect magic, read magic*; 2/day—*shield*; 1/day—*dispel magic, spell turning*.

Sorcerer Spells Known (CL 3rd; 6/6; base DC = 12 + spell level): 0—*dancing lights, message, mage hand, prestidigitation, resistance*, 1st—*mage armor, obscuring mist, protection from good*.

Power-Up Suite (Prepared—spell turning, mage armor, resistance, protection from good, shield): AC 36 (38 against good opponents), touch 9 (11), flat-footed 36 (38); SV Fort + 12 (+13 against good opponents), Ref +12 (+13), Will +15 (+16).

APL 12

ENCOUNTER 3: THE NECROPOLIS AT UNAAGH

☛ **Vampire Gargoyle Guards: male gargoyle monk 2/fighter 2 (2):** CR 10; Medium undead (augmented monstrous humanoid, earth); HD 8d12 plus 16; hp 88; Init +10; Spd 40 ft., fly 60 ft. (average); AC 27, touch 17, flat-footed 21; Base Atk +7; Grp +19; Atk +18 melee (1d6+8 plus 2 negative levels, unarmed strike); Full Atk +16 melee (1d6+8 plus 2 negative levels, unarmed strike [flurry of blows]), +16 melee (1d6+8, unarmed strike [flurry of blows]), +11 melee (1d6+8, unarmed strike [flurry of blows]), +15 melee (1d6+4, bite) and +15 melee (1d6+4, gore); SA blood drain, children of the night, create spawn, dominate, energy drain, flurry of blows; SQ AC bonus, alternate form, darkvision 60 ft., DR 10/magic and silver, evasion, fast healing 5, freeze, gaseous form, resistance to cold 10 and electricity 10, spider climb, turn resistance +4; AL LE; SV Fort +7, Ref +15, Will +8; Str 26, Dex 23, Con -, Int 10, Wis 12, Cha 8.

Skills and Feats: Balance +8, Hide +12 (+20 against stone background), Jump +14, Listen +11, Move Silently +14, Search +8, Sense Motive +9, Spot +16, Tumble +15; Alertness, Blind-Fight, Combat Reflexes, Deflect Arrows, Dodge, Flyby Attack, Improved Initiative, Improved Unarmed Grapple, Improved Unarmed Strike, Lightning Reflexes, Mobility, Multiattack, Weapon Focus (unarmed strike).

Blood Drain (Ex): A vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, the vampire gains 5 temporary hit points.

Children of the Night (Su): Vampires command the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. (If the base creature is not terrestrial, this power might summon other creatures of similar power.) These creatures arrive in 2d6 rounds and serve the vampire for up to 1 hour.

Dominate (Su): A vampire can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed on a DC 13 Will save or fall instantly under the vampire's influence as though by a *dominate person* spell (CL 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a vampire's slam attack (or any other natural weapon the vampire might possess) gain two negative levels. For each

negative level bestowed, the vampire gains 5 temporary hit points. A vampire can use its energy drain ability once per round.

Alternate Form (Su): A vampire can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a polymorph spell cast by a 12th-level character, except that the vampire does not regain hit points for changing form and must choose from among the forms mentioned here. While in its alternate form, the vampire loses its natural slam attack and dominate ability, but it gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it assumes another or until the next sunrise. (If the base creature is not terrestrial, this power might allow other forms.)

Evasion (Ex): If the vampire gargoyle makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Fast Healing (Ex): A vampire heals 5 points of damage each round so long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Any additional damage dealt to a vampire forced into gaseous form has no effect. Once at rest in its coffin, a vampire is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Gaseous Form (Su): As a standard action, a vampire can assume *gaseous form* at will as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect manoeuvrability.

Spider Climb (Ex): A vampire can climb sheer surfaces as though with a *spider climb* spell.

ENCOUNTER 4: THE BLACK ZIGGURAT

☛ **Drokkas, Dark Lord of Unaagh: male lich wizard (evoker) 13/archmage 1:** CR 16; Medium undead (augmented humanoid); HD 14d12 plus 28; hp 154; Init +7; Spd 30 ft.; AC 20, touch 14, flat-footed 17; Base Atk +6/+1, Grp +6; Atk +8 melee (1d8+5 negative energy [DC 20 Will halves] plus paralysis [DC 20 Fortitude negates], touch attack); Full Atk +8/+3 melee (1d8+5 negative energy [DC 20 Will halves] plus paralysis [DC 20 Fortitude negates], touch attack); SA damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, *contingency* (*blink*) spell effect, damage reduction

15/bludgeoning and magic; darkvision 60 ft.; high arcane (spell power +1), immunity to cold, electricity, polymorph and mind-affecting attacks; permanent spell effects; undead traits; AL LE; SV Fort +5, Ref +8, Will +14; Str 10, Dex 16, Con -, Int 25, Wis 16, Cha 16.

Skills and Feats: Concentration +20, Hide +11, Jump +2, Knowledge (arcana) +23, Knowledge (architecture and engineering) +7, Knowledge (dungeoneering) +7, Knowledge (geography) +7, Knowledge (history) +9, Knowledge (nature) +9, Knowledge (nobility) +10, Knowledge (religion) +10, Knowledge (the planes) +23, Listen +13, Move Silently +11, Search +14, Sense Motive +14, Spellcraft +28, Spot +19, Tumble +11; Empower Spell, Extend Spell, Greater Spell Focus (evocation), Improved Initiative, Quicken Spell, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (abjuration), Spell Focus (evocation).

Languages: Abyssal, Flan, Draconic, Dwarven, Infernal.

Damaging Touch: 1d8+5 negative energy; DC 19 Will save halves.

Fear Aura (Su): A dreadful aura of death and evil shrouds Drokkas. Creatures of less than 5 HD in a 60-foot radius looking at him must succeed on a DC 20 Will save or be affected as though by a *fear* spell cast by a 12th-level sorcerer. A creature that successfully saves cannot be affected again by Drokkas' aura for 24 hours.

Paralyzing Touch (Su): Any living creature Drokkas hits with his touch attack must succeed on a DC 20 Fortitude save or be paralyzed permanently. *Remove paralysis* or any spell that can remove a curse frees the victim. The effect cannot be dispelled. Anyone paralyzed by Drokkas seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Skills: Drokkas has a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks.

Contingency: A successfully grapple attempt on Drokkas activates a *blink* spell.

Permanent Spell Effects: *arcane sight*, *comprehend languages*, *resistance*, *see invisibility*, *tongues*.

Wizard Spells Prepared: (CL 15; 5/7/7/6/6/4/5/2; base DC = 17 + spell level); 0—*dancing lights*, *mage hand*, *prestidigitation* (2), *touch of fatigue*, 1st—*expeditious retreat*, *feather fall*, *grease*, *mage armor*, *protection from good*, *ray of enfeeblement*, *shield*^A; 2nd—*blindness* (2), ~~extended *mage armor*~~, *false life*, *fox's cunning*, *resist energy*^A, *scorching ray*^E; 3rd—*dispel magic*^A, ~~extended *false life*~~, *fly*, *protection from energy*^A (2), *vampiric touch*; 4th—~~*detect scrying*~~, *dimension door*, empowered *scorching ray* (2), ~~extended *nondetection*~~, *stoneskin*; 5th—empowered *fireball*^F, empowered *lightning bolt*^F, extended *fire shield*, *teleport*; 6th—*chain lightning*^E, *disintegrate*, quickened *scorching ray*^E, *repulsion*^A, *true seeing*; 7th—*prismatic spray*, *spell turning*^A,

A: Abjuration spell. Base DC = 18 + spell level.

E: Evocation spell. Base DC = 19 + spell level.

Barred Schools: Enchantment, Illusion.

Possessions: masterwork dagger, *ring of counterspells* (*dispel magic*), *scroll of fly*, *dusty rose ioun stone*, *wand of enervation* (4 chgs), *scroll of dimension door*, *cloak of resistance* +3, *headband of intellect* +2.

Power-Up Suite (Normal - 4th—*detect scrying*, extended *nondetection*; 3rd—extended *false life*; 2nd—extended *mage armor*): hp 170; AC 24, touch 14, flat-footed 21.

Power-Up Suite (Prepared - 7th *spell turning*, 5th—extended *fire shield* [protects against fire], *true seeing*; 4th—*detect scrying*, extended *nondetection*, *stoneskin*; 3rd—extended *false life*, *fly*, *protection from energy* (*acid*), *protection from energy* (*fire*), *vampiric touch*; 2nd—*fox's cunning*, extended *mage armor*, *resist energy* (*sonic*), 1st—*expeditious retreat*, *protection from good*, *shield*): Spd 60 ft., fly 60 ft. (good); hp 170; AC 28 (29), touch 15 (16), flat-footed 25 (26) (against good opponents); Atk +8 melee (1d8+5 negative energy [DC 18 Will halves] plus paralysis [DC 20 Fortitude negates] plus 7d6 points of damage [*vampiric touch*], first touch attack); SQ as above plus resist sonic 10/round, immunity to acid (120 points) and fire (120 points), DR 10/adamantine; SV Fort +5 (+6), Ref +8 (+9), Will +14 (+15) (against good opponents); Int 27.

Skills: Jump +14, Knowledge (arcana) +25, Knowledge (architecture and engineering) +9, Knowledge (dungeoneering) +9, Knowledge (geography) +9, Knowledge (history) +11, Knowledge (nature) +11, Knowledge (nobility) +12, Knowledge (religion) +12, Knowledge (the planes) +25, Search +16, Spellcraft +30.

Wizard Spells (DC 18 + spell level;^E: Evocation spell. Base DC = 20 + spell level); A: Abjuration spell. Base DC = 19 + spell level.

ENCOUNTER 5: DARSSVOREL

Darssvorel: CR 10; tiny construct (augmented dragon); hp 210; Init +0; AC 5, touch 5, flat-footed 5; SQ break DC 50, construct traits, greater powers, hardness 20; lesser powers; AL LE; SV Fort +9, Ref +9, Will +9; Int 19, Wis 10, Cha 19, Ego score 25.

Skills and Feats: Bluff +16, Diplomacy +16; Eschew Materials, Heighten Spell, Still Spell.

Languages: Speech (Abyssal, Common, Draconic, Flan, Infernal), telepathy, read languages, *read magic*; 120 ft. darkvision, blindsense and hearing.

Lesser Powers (Sp): CL 13th; 1/day *major image*, *minor image*.

Greater Powers (Sp): CL 13th; At will - *detect thoughts*, 3/day *deeper darkness*, *fear*.

Special Purpose: Expand the power and dominion of Tiamat.

Special Purpose Power: The Dreaming.

Sorcerer Spells Known (6/7/7/7/7/6/4; CL 13th; base DC = 14 + spell level): 0- *dancing lights, daze, detect magic, flare, ghost sound, light, message, prestidigitation, resistance*, 1st- *alarm, charm person, comprehend languages, grease, ventriloquism*; 2nd-, *eagle's splendor, misdirection, obscure object, see invisibility, Tasha's hideous laughter*; 3rd- *dispel magic, hold person, protection from energy, suggestion*; 4th- *confusion, crushing despair, lesser globe of invulnerability, phantasmal killer*; 5th- *dominate person, feeblemind, mind fog*; 6th—*geas/quest, mass suggestion*.

Power-Up Suites (prepared—eagle's splendor, misdirection, obscure object, see invisibility, detect magic, resistance): SV Fort +10, Ref +10, Will +10; Cha 23.

Skills and Feats: Bluff +18, Diplomacy +18.

Sorcerer Spells Known (base DC = 16 + spell level).

ENCOUNTER 6: VUTHATHRAE

☛**Myghin:** female human (Flan) cleric (Nerull) 6/sorcerer 1/loremaster 3; CR 10; Medium humanoid; HD 6d8+12 plus 1d4+2 plus 3d4+6 plus 3; hp 70; Init +0; Spd 20 ft.; AC 21, touch 11, flat-footed 21; Base Atk +5; Grp +5; Atk +6 melee (1d8, masterwork morningstar); Full Atk +6 melee (1d8, masterwork morningstar); SA spells, spontaneous casting, rebuke undead; SQ lore, secret (secret health, true stamina), weasel familiar; NE; SV Fort +11, Ref +8, Will +15; Str 11, Dex 10, Con 14, Int 13, Wis 18, Cha 12.

Skills and Feats: Concentration +18, Knowledge (arcana) +11, Knowledge (religion) +11, Knowledge (the planes) +7, Listen +10, Spellcraft +15; Craft Wand, Lightning Reflexes, Reach Spell, Scribe Scroll, Skill Focus (concentration).

Languages: Common, Flan.

Weasel Familiar: Unstated; nearby.

Cleric Spells Prepared (6/5+1/5+1/4+1/3+1/1+1; CL 9th; base DC = 14 + spell level): 0—*cure minor wounds* (2), *guidance, light, resistance, virtue*, 1st—*bles, command, cure light wounds, entropic shield, protection from good**, *sanctuary*, 2nd—*cure moderate wounds, death knell**, *hold person* (2), *silence, spiritual weapon*, 3rd—*blindness, dispel magic, invisibility purge, magic circle against good**, *prayer*, 4th—*freedom of movement, poison, spell immunity, unholy blight**; 5th—*flame strike, slay living**.

*Domain Spell. *Domains:* Death (death touch 1/day; melee touch attack; 6d6), Evil (cast evil spells at +1 caster level).

Sorcerer Spells Known: (5/4; CL 1st; base DC = 11 + spell level): 0—*mage hand, message, prestidigitation, ray of frost*; 1st- *comprehend languages, true strike*.

Possessions: wand of reach inflict moderate wounds (5 charges), cloak of resistance +1, potion of owl's wisdom, masterwork morningstar, +1 half-plate, dusty rose ioun stone, masterwork heavy steel shield.

Power-Up Suite (Negotiating - protection from good, sanctuary): AC 21 (23 against good), touch 11 (13), flat-footed 21 (23).

Power-Up Suite (Prepared - freedom of movement, poison, spell immunity (dispel magic, magic missile), invisibility purge, magic circle against good, prayer, owl's wisdom [from potion], entropic shield): AC 21 (23 against good), touch 11 (13), flat-footed 21 (23); Atk +7 melee (1d8+1, masterwork morningstar); Full Atk +7 melee (1d8+1, masterwork morningstar); SV Fort +13, Ref +10, Will +17; Wis 22.

Skills: Concentration +19, Knowledge (arcana) +12, Knowledge (religion) +12, Knowledge (the planes) +8, Listen +11, Spellcraft +17.

Cleric Spells Prepared (base DC = 16 + spell level).

☛**Sulmite Adept (2):** male human (Flan) monk 6/sorcerer 1/dragon disciple 2; CR 9; Medium humanoid; HD 6d8+6 plus 1d4+1 plus 2d12+2; hp 63; Init +3; Spd 50 ft.; AC 18, touch 17, flat-footed 15; Base Atk +5; Grp +9; Atk +10 melee (1d8+4, unarmed strike), +9 melee (1d6+4, bite), or +8 ranged (1d2+4, shuriken); Full Atk +9/+9 melee (1d8+4, unarmed strike[flurry of blows]) and +4 (1d6+3, bite) or +7/+7 ranged (1d2+4, shuriken[flurry of blows]); SA flurry of blows, ki strike (magic), purity of body, spells, stunning fist; SQ AC bonus, dragon disciple traits, evasion, fast movement, still mind, slow fall 30 ft., rat familiar; AL LE; SV Fort +11, Ref +10, Will +12; Str 18, Dex 17, Con 12, Int 8, Wis 14, Cha 11.

Skills and Feats: Balance +9, Jump +21, Knowledge (arcana) +7, Listen +5, Spellcraft +5, Spot +6, Tumble +19; Acrobatic, Deflect Arrows, Dodge, Improved Trip, Improved Unarmed Strike, Lightning Reflexes, Mobility, Stunning Fist, Weapon Focus (unarmed strike).

Languages: Draconic, Flan.

Stunning Fist (Ex): 6/day; DC 16 Fort save negates.

Dragon Disciple Traits: ability boost (Str +2), bonus claws and bite attacks, bonus spells (2), natural armor +1.

Evasion (Ex): If the adept makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Rat Familiar: Unstated; nearby.

Slow Fall (Ex): An adept within arm's reach of a wall can use it to slow his descent while falling. The adept takes damage as if the fall was 30 ft. shorter than it actually is.

Still Mind (Ex): The adept gains a +2 bonus on saving throws against spells and effects from the enchantment school.

Sorcerer Spells Known (5/5; base DC = 10 + spell level): 0—*acid splash, mage hand, message, resistance, touch of fatigue*, 1st—*mage armor, shield*.

Possessions: *ring of protection +1, potion of magic fang* (2), *elixir of fire breath, potion of blur*, shuriken (5), vial of Large scorpion venom, monk's outfit.

Power-Up Suite (Negotiating – *mage armor*): AC 22, touch 17, flat-footed 19.

Power-Up Suite (Prepared - *blur* [from potion], *mage armor, magic fang* [from potion], *shield*): AC 26, touch 17, flat-footed 23; Atk +11 melee (1d8+5, unarmed strike), +9 melee (1d6+4, bite), or +8 ranged (1d2+4 plus poison [DC 18 Fort, 1d6 Str/1d6 Str], shuriken); Full Atk +10/+10 melee (1d8+4, unarmed strike [flurry of blows]) and +4 (1d6+4, bite).

ENCOUNTER 8: CHILDREN OF SULM

☛ **Branwalather:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 3; CR 12; Medium humanoid; HD 1d10+2 plus 2d8+4 plus 6d4+12 plus 3d6+6 plus 10; hp 83; Init +2; Spd 30 ft.; AC 17, touch 16, flat-footed 15 (+2 Dex, +2 monk, +1 natural, +2 deflection); Base Atk +8/+3; Grp +17; Atk +15 melee (2d4+8/15-20, *+1 keen falchion*) or +13 melee (1d6+5, unarmed strike); Full Atk +15/+10 melee (2d4+8/15-20, *+1 keen falchion*) or +11/+11/+6 melee (1d6+5, unarmed strike [flurry of blows]); SA flurry of blows, spells; SQ AC bonus, evasion, weasel familiar; AL LE; SV Fort +12, Ref +12, Will +11; Str 18 (20), Dex 14, Con 14, Int 10, Wis 14, Cha 14.

Skills and Feats: Balance +4, Concentration +17, Jump +11, Listen +2, Ride +6, Spellcraft +10, Spot +4, Tumble +14; Arcane Strike, Combat Reflexes, Dodge, Improved Grapple, Improved Toughness, Improved Unarmed Strike, Leadership, Lightning Reflexes, Power Attack, Power Critical (*falchion*), Weapon Focus (*falchion*).

Languages: Flan.

Stunning Fist (Ex): 4/day; DC 18 Fortitude negates.

Evasion (Ex): If Branwalather makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known (6/7/7/5/3; CL 8th; base DC = 12 + spell level); 0—*caltrops, dancing lights, mage hand, message, prestidigitation, read magic, resistance, touch of fatigue*, 1st—*enlarge person, expeditious retreat, mage armor, shield, true strike*, 2nd—*bear's endurance, cat's grace, mirror image*, 3rd—*haste, weapon of energy*; 4th—*stoneskin*.

Possessions: *+1 keen falchion, amulet of natural armor +1, gauntlets of ogre power, scroll of false life, ring of protection +2*.

Power-Up Suite (Negotiating – *bear's endurance, cat's grace, expeditious retreat, mage armor*): Init +4; hp 107; Spd 60 ft.; AC 23, touch 18, flat-footed 19 (+4 Dex, +2 monk, +1 natural, +4 armor, +2 deflection); Dex 18, Con 18.

Skills: Balance +6, Concentration +17, Tumble +16.

Power-Up Suite (Prepared – *greater heroism* [from Peddyr], *stoneskin, haste, weapon of energy, bear's endurance, cat's grace, false life* [from scroll], *mirror image, enlarge person, expeditious retreat, mage armor, shield, resistance*): hp 120; Init +3, Spd 60 ft.; AC 26, touch 17, flat-footed 22 (+3 Dex, +2 monk, +1 natural, +4 armor, +4 shield, -1 size, +1 dodge, +2 deflection); Atk +20 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, *+1 keen falchion*) or +18 melee (1d8+6, unarmed strike); Full Atk +20/+20/+15 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, *+1 keen falchion*) or +16/+16/+16/+11 melee (1d8+6, unarmed strike [flurry of blows]); SQ DR 10/adamantine (80 hp) Space/Reach 10 ft./10 ft.; SV Fort +16, Ref +16, Will +13; Str 22, Dex 16.

Skills: Balance +8, Concentration +23, Jump +29, Listen +6, Ride +11, Spellcraft +14, Spot +8, Tumble +19.

Spells Cast: If Branwalather completes this power-up suite he uses up one 0-level, four 1st-level, three 2nd-level, two 3rd-level, and one 4th-level spell slots.

☛ **Peddyr:** male human (Flan) sorcerer 12; CR 12; Medium humanoid; HD 12d4+24; hp 59; Init +1; Spd 30 ft.; AC 15, touch 13, flat-footed 14 (+1 Dex, +2 natural, +2 deflection); Base Atk +6; Grp +5; Atk +6 melee (1d4-1/19-20, masterwork dagger); Full Atk +6/+1 melee (1d4-1/19-20, masterwork dagger); SA spells; SQ draconic heritage, weasel familiar; AL LE; SV Fort +8, Ref +9, Will +10; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 18.

Skills and Feats: Concentration +17, Knowledge (arcana) +6, Knowledge (the planes) +3, Move Silently +12, Sense Motive +2, Spellcraft +18 Tumble +3; Draconic Breath, Draconic Flight(9), Draconic Heritage (green), Draconic Heritage, Greater Spell Focus (enchantment), Spell Focus (enchantment).

Languages: Flan.

Draconic Heritage (Ex): Peddyr gains a +4 bonus to saving throws against *sleep*, paralysis and attacks with the acid descriptor. Move Silently is a class skill for Peddyr.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known: (6/7/7/6/5/3; base DC = 14 + spell level); 0—*acid splash, caltrop, daze^E, detect magic, ghost sound, mage hand, prestidigitation, touch of fatigue, read magic*, 1st—*inhibit^E, mage armor, magic missile, shield, true strike*, 2nd—*eagle's splendor, false life, invisibility, mirror image, scorching ray*, 3rd—*dispel*

magic, fireball, heroism^E, protection from energy, 4th—confusion^E, dimension door, globe of invulnerability, 5th—feeblemind^F; magic jar, 6th—greater heroism^E.

E: Enchantment spell. DC = 15 + spell level.

Possessions: Cloak of resistance +2, masterwork dagger, metamagic rod of lesser empower spell, ring of protection +2, amulet of natural armor +1, scroll of antimagic field, scroll case containing research papers.

Power-Up Suite (Normal - *mage armor, false life*):

AC 19, touch 13, flat-footed 18; hp 67.

Power-Up Suite (Negotiating - *eagle's splendor, false life, mage armor*): AC 19, touch 13, flat-footed 18 (+1 Dex, +2 natural, +2 deflection, +4 armor); hp 67; Cha 21.

Sorcerer Spells Known (base DC = 16 + spell level [18 if enchantment spell]).

Power-Up Suite (Prepared - *greater heroism, haste [Branwalather], protection from energy [fire], protection from energy [lightning], eagle's splendor, false life, mirror image, mage armor, shield*): Spd 60 ft.; AC 23, touch 13, flat-footed 21 (+1 Dex, +2 natural, +1 deflection, +4 armor, +4 shield, +1 dodge); hp 65; Atk +11 melee (1d4-1/19-20, masterwork dagger); Full Atk +11/+11/+6 melee (1d4-1/19-20, masterwork dagger); SQ immunity to fire (120 points) and lightning (120 points), SV Fort +12, Ref +12, Will +14; Cha 21.

Skills: Concentration +21, Knowledge (arcana) +10, Knowledge (the planes) +7, Move Silently +16, Sense Motive +6, Spellcraft +22, Tumble +7.

Sorcerer Spells Known (base DC = 15 + spell level [17 if enchantment spell]).

Spells Cast: If Peddyr completes this power-up suite and adds to those of Arthyen and Branwalather where indicated, he uses up two 1st-level, two 2nd-level, three 3rd-level spell slots, and three 6th-level spells.

☛**Arthyen:** male human (Flan) fighter 6/ blackguard 4: CR 10; medium humanoid; HD 6d10+6 plus 4d10+4; hp 65; Init +1; Spd 20 ft.; AC 20, touch 11, flat-footed 19 (+1 Dex, +9 armor); Base Atk +10/+5; Grp +12; Atk +14 melee (2d4+7/15-20, +1 falchion); Full Atk +14/+9 melee (2d4+6/15-20, +1 falchion); SA poison use, smite good 1/day, sneak attack +1d6; SQ aura of despair, aura of evil, command undead, dark blessing, detect good; AL LE; SV Fort +13, Ref +9, Will +8; Str 15, Dex 12, Con 13, Int 8, Wis 11, Cha 16.

Skills and Feats: Hide +1, Intimidate +15, Knowledge (religion) +1; Improved Critical (falchion), Improved Overrun, Improved Sunder, Iron Will, Lightning Reflexes, Power Attack, Power Critical (falchion), Weapon focus (falchion), Weapon Specialization (falchion).

Smite Good (Su): Once a day, Arthyen may attempt to smite good with one normal melee attack. He gains a

+3 modifier to their attack roll and deal 4 points of extra point of damage. If he accidentally smites a creature that is not good, the smite has no effect but it is still used up for that day.

Aura of Evil (Ex): Arthyen radiates a moderate aura of evil (see the *detect evil* spell).

Dark Blessing (Su): Arthyen applies his Charisma modifier (+3) as a bonus on all saving throws.

Detect Good (Sp): At will, Arthyen can use *detect good* as a spell-like ability, duplicating the effect of the *detect good* spell.

Blackguard Spells Prepared: (1/1; spell DC = 10 + spell level); 1st—*corrupt weapon*; 2nd—*bull's strength*.

Possessions: +1 falchion, +1 full plate.

Power-Up Suite (Prepared - *greater heroism [from Peddyr], haste [from Branwalather], protection from fire [from Peddyr], bull's strength, corrupt weapon*): Spd 50 ft.; AC 21, touch 12, flat-footed 19 (+1 Dex, +9 armor, +1 dodge); Atk +21 melee (2d4+9/15-20, +1 falchion); Full Atk +21/+21/+16/ melee (2d4+9/15-20, +1 falchion); SQ immune fire (120 points); SV Fort +17, Ref +14, Will +12; Str 19. *Skills:* Hide +5, Intimidate +19, Knowledge (religion) +3.

ENCOUNTER 9: SJACHTIATHAR

☛**Sjachtithar:** male adult two-headed fang dragon dracolich: CR 15; Large undead; HD 20d12; hp 180; Init +4; Spd 60 ft., fly 120 ft. (poor); AC 29, touch 9, flat-footed 29; Base Atk +20; Grp +31; Atk +26 melee (2d8+7 plus 1d6 cold plus paralyzation, bite); Full Atk +26 melee (2d8+7 plus 1d6 cold plus paralyzation, 2 bites), +26 melee (2d6+3 plus 1d6 cold plus paralyzation, 2 claws), +26 melee (1d8+3 plus 1d6 cold plus paralyzation, 2 wings), and +26 melee (2d6+10 plus 1d6 cold plus paralyzation, tail slap); Space/Reach 10 ft./5 ft. (10 ft. with bite); SA ability drain, control undead, frightful presence, increased damage, paralyzing glare, paralyzing touch, trip; SQ DR 5/bludgeoning and magic, dragon traits, immunities, invulnerability, multiheaded, sound imitation, spell-like abilities, SR 23, undead traits; AL LE; SV Fort +14, Ref +12, Will +15; Str 24, Dex 10, Con -; Int 12, Wis 17, Cha 14.

Skills and Feats: Concentration +25, Escape Artist +23, Intimidate +25, Listen +28, Search +24, Sense Motive +26, Spot +28; Ability Focus (paralyzing touch), Blind-Fight, Combat Reflexes, Flyby Attack, Great Fortitude, Improved Initiative, Improved Multiattack, Multiattack, Power Attack, Wingover.

Ability Drain (Su): Sjachtithar has no breath weapon but his bite drains 1d6 points of Constitution. A DC 22 Fortitude save negates this damage.

Control Undead (Sp): Once every 3 days Sjachtithar can use *control undead* as the spell (CL

15th). He cannot cast any other spells while this ability is in effect.

Frightful Presence (Ex): 180 ft. range; DC 22 Will save negates. Creatures with less than 4 HD are panicked for 4d6 rounds and those with 5 or more HD are shaken for 4d6 rounds.

Increased Damage (Ex): Sjachtiathar's claws, teeth and scales are so sharp that he deals damage as if he were a huge dragon.

Paralyzing Gaze (Su): 40 ft. range; DC 22 Will save negates. If the save is successful the target is forever immune to Sjachtiathar's gaze. If it fails the victim is paralyzed for 2d6 rounds.

Paralyzing Touch (Su): A creature struck by any of Sjachtiathar's physical attacks must make a DC 24 Fortitude save or be paralyzed for 2d6 rounds. A successful saving throw against this effect does not confer any immunity from subsequent attacks.

Trip (Ex): If Sjachtiathar hits with a claw or tail attack he can attempt to trip his opponent as a free action. If his attempt fails, his opponent cannot attempt to trip him.

Draconic Traits: Blindsight 60 ft.; keen senses, darkvision 120 ft.; immunity to magic sleep and paralysis effects.

Immunities: Sjachtiathar is immune to polymorph, cold and electricity effects.

Invulnerability: If Sjachtiathar is slain, his spirit immediately returns to his phylactery. If no dragon-type corpse lies within 90 ft. for the spirit to possess he is trapped in the phylactery until such a time – if ever – that a corpse becomes available. Destroying the phylactery destroys Sjachtiathar.

Multiheaded (Ex): Having a redundant head makes a creature more able to survive otherwise lethal attacks. Severing a head requires hitting the creature's neck (same AC as creature) with a slashing weapon and dealing 90 points of damage. The player must declare an attack against Sjachtiathar's neck before making the attack roll. If the head is severed, a natural reflex seals the neck shut to prevent further blood loss and Sjachtiathar can no longer attack with the severed head (which does not grow back naturally).

Sound Imitation (Ex): Sjachtiathar can mimic any voice or sound he has heard anytime he likes. Listeners must succeed on a DC 22 Will save to detect the ruse.

Undead Traits: Sjachtiathar is immune to mind-affecting effects, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. He is not subject to critical hits, nonlethal damage, ability damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage.

Spell-Like Abilities: CL 6; At will—*detect magic, read magic*; 2/day—*shield*; 1/day—*dispel magic, spell turning*.

Sorcerer Spells Known (CL 3rd; 6/6; base DC = 12 + spell level): 0—*dancing lights, message, mage hand, prestidigitation, resistance*; 1st—*mage armor, obscuring mist, protection from good*.

Power-Up Suite (Prepared—*spell turning, mage armor, resistance, protection from good, shield*): AC 37 (39 against good opponents), touch 9 (11), flat-footed 37 (39); SV Fort +15 (+16 against good opponents), Ref +13 (+14), Will +16 (+17).

ENCOUNTER 3: THE NECROPOLIS AT UNAAGH

☛ **Vampire Gargoyle Guards: male gargoyle monk 2/fighter 4 (2):** CR 12; Medium undead (augmented monstrous humanoid, earth); HD 10d12 plus 20; hp 110; Init +10; Spd 40 ft., fly 60 ft. (average); AC 27, touch 17, flat-footed 21; Base Atk +9; Grp +21; Atk +20 melee (1d6+10 plus 2 negative levels, unarmed strike); Full Atk +18 melee (1d6+10 plus 2 negative levels, unarmed strike [flurry of blows]), +18 melee, (1d6+10, unarmed strike [flurry of blows]), +13 melee, (1d6+10, unarmed strike [flurry of blows]), +17 melee (1d6+4, bite) and +17 melee (1d6+4, gore); SA blood drain, children of the night, create spawn, dominate, energy drain, flurry of blows; SQ AC bonus, alternate form, darkvision 60 ft., DR 10/magic and silver, evasion, fast healing 5, freeze, gaseous form, resistance to cold 10 and electricity 10, spider climb, turn resistance +4; AL LE; SV Fort +10, Ref +16, Will +9; Str 26, Dex 23, Con -, Int 10, Wis 12, Cha 8.

Skills and Feats: Balance +8, Hide +12 (+20 against stone background), Jump +14, Listen +11, Move Silently +14, Search +8, Sense Motive +9, Spot +16, Tumble +17; Alertness, Blind-Fight, Combat Reflexes, Deflect Arrows, Dodge, Flyby Attack, Great Fortitude, Improved Initiative, Improved Unarmed Grapple, Improved Unarmed Strike, Lightning Reflexes, Mobility, Multiattack, Weapon Focus (unarmed strike), Weapon Specialization (unarmed strike).

Blood Drain (Ex): A vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, the vampire gains 5 temporary hit points.

Children of the Night (Su): Vampires command the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. (If the base creature is not terrestrial, this power might summon other creatures of similar power.) These creatures arrive in 2d6 rounds and serve the vampire for up to 1 hour.

Dominate (Su): A vampire can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed on a DC 16 Will save or fall instantly under the vampire's influence as though by a *dominate person* spell (CL 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a vampire's slam attack (or any other natural weapon the

vampire might possess) gain two negative levels. For each negative level bestowed, the vampire gains 5 temporary hit points. A vampire can use its energy drain ability once per round.

Alternate Form (Su): A vampire can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a polymorph spell cast by a 12th-level character, except that the vampire does not regain hit points for changing form and must choose from among the forms mentioned here. While in its alternate form, the vampire loses its natural slam attack and dominate ability, but it gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it assumes another or until the next sunrise. (If the base creature is not terrestrial, this power might allow other forms.)

Evasion (Ex): If the vampire gargoyle makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Fast Healing (Ex): A vampire heals 5 points of damage each round so long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Any additional damage dealt to a vampire forced into gaseous form has no effect. Once at rest in its coffin, a vampire is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Gaseous Form (Su): As a standard action, a vampire can assume *gaseous form* at will as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect manoeuvrability.

Spider Climb (Ex): A vampire can climb sheer surfaces as though with a *spider climb* spell.

ENCOUNTER 4: THE BLACK ZIGGURAT

☛ **Drokkas, Dark Lord of Unaagh: male lich wizard (evoker) 13/archmage 3:** CR 18; Medium undead (augmented humanoid); HD 16d12 plus 32; hp 176; Init +7; Spd 30 ft.; AC 20, touch 14, flat-footed 17; Base Atk +7/+2, Grp +7; Atk +9 melee (1d8+5 negative energy [DC 21 Will halves] plus paralysis [DC 21 Fortitude negates], touch attack); Full Atk +9/+4 melee (1d8+5 negative energy [DC 21 Will halves] plus paralysis [DC 21 Fortitude negates], touch attack); SA damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance,

contingency (blink) spell effect, damage reduction 15/bludgeoning and magic; darkvision 60 ft.; high arcane (mastery of counterspelling, spell-like power, spell power +1), immunity to cold, electricity, polymorph and mind-affecting attacks; permanent spell effects; undead traits; AL LE; SV Fort +10, Ref +11, Will +17; Str 10, Dex 16, Con –, Int 24, Wis 16, Cha 16.

Skills and Feats: Concentration +22, Hide +11, Jump +2, Knowledge (arcana) +26, Knowledge (architecture and engineering) +8, Knowledge (dungeoneering) +8, Knowledge (geography) +8, Knowledge (history) +10, Knowledge (nature) +10, Knowledge (nobility) +11, Knowledge (religion) +11, Knowledge (the planes) +26, Listen +16, Move Silently +11, Search +15, Sense Motive +14, Spellcraft +31, Spot +20, Tumble +12; Empower Spell, Extend Spell, Greater Spell Focus (evocation), Great Fortitude Improved Initiative, Quicken Spell, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (abjuration), Spell Focus (evocation),

Languages: Abyssal, Flan, Draconic, Dwarven, Infernal.

Damaging Touch: 1d8+5 negative energy; DC 21 Will save halves.

Fear Aura (Su): A dreadful aura of death and evil shrouds Drokkas. Creatures of less than 5 HD in a 60-foot radius looking at him must succeed on a DC 21 Will save or be affected as though by a *fear* spell cast by a 12th-level sorcerer. A creature that successfully saves cannot be affected again by Drokkas' aura for 24 hours.

Paralyzing Touch (Su): Any living creature Drokkas hits with his touch attack must succeed on a DC 21 Fortitude save or be paralyzed permanently. *Remove paralysis* or any spell that can remove a curse frees the victim. The effect cannot be dispelled. Anyone paralyzed by Drokkas seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Mastery of Counterspelling (Su): When Drokkas counterspells a spell, it is turned back upon the caster as if it were fully affected by a spell turning spell. If the spell cannot be affected by spell turning, then it is merely counterspelled.

Skills: Drokkas has a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks.

Contingency: A successfully grapple attempt on Drokkas activates a *blink* spell.

Permanent Spell Effects: *arcane sight, comprehend languages, resistance, see invisibility, tongues.*

Wizard Spells Prepared: (CL 15; 5/7/7/7/6/4/4/3/1; base DC = 16 + spell level); 0—*dancing lights, mage hand, prestidigitation* (2), *touch of fatigue*, 1st—*expeditious retreat, feather fall, grease, mage armor, protection from good, ray of enfeeblement, shield*^A; 2nd—*blindness* (2), ~~extended mage armor~~, *false life, fox's cunning, resist energy*^A, *scorching ray*^E; 3rd—*dispel magic*^A, ~~extended~~

~~*false life, fireball, fly, protection from energy*~~^A (2), *vampiric touch*; 4th—~~*detect scrying, dimension door*~~, empowered *scorching ray* (2), ~~extended nondetection, stonесkin~~; 5th—empowered *fireball*^E, empowered *lightning bolt*^E, extended *fire shield, teleport*; 6th—*chain lightning*^E, quickened *scorching ray*^E, *repulsion*^A, *true seeing*; 7th—*force cage*^E, *prismatic spray, spell turning*^A; 8th—empowered *chain lightning*^E.

A: Abjuration spell. Base DC = 18 + spell level.

E: Evocation spell. Base DC = 19 + spell level.

Barred Schools: Enchantment, Illusion.

Spell-Like Ability: 2/day—*greater dispel magic.*

Possessions: masterwork dagger, *ring of counterspells (dispel magic)*, *scroll of fly, dusty rose ioun stone, wand of enervation* (4 chgs), *scroll of dimension door, headband of intellect +2, cloak of resistance +3.*

Power-Up Suite (Normal - 4th—*detect scrying, extended nondetection*; 3rd—*extended false life*; 2nd—*extended mage armor*): hp 186; AC 24, touch 14, flat-footed 21.

Power-Up Suite (Prepared - 7th—*spell turning, 5th—extended fire shield [protects against fire], true seeing, 4th—detect scrying, extended nondetection, stonесkin*; 3rd—*extended false life, fly, protection from energy (acid), protection from energy (fire), vampiric touch*; 2nd—*fox's cunning, extended mage armor, resist energy (sonic)*, 1st—*expeditious retreat, protection from good, shield*): Spd 60 ft., fly 60 ft. (good); hp 186; AC 28 (29), touch 15 (16), flat-footed 25 (26) (against good opponents); Atk +9 melee (1d8+5 negative energy [DC 21 Will halves] plus paralysis [DC 21 Fortitude negates] plus 7d6 points of damage [*vampiric touch*], first touch attack); SQ as above plus resist sonic 10/round, immunity to acid (120 points) and fire (120 points), DR 10/adamantine; SV Fort +10, Ref +11, Will +17; Int 28.

Skills: Jump +14, Knowledge (arcana) +28, Knowledge (architecture and engineering) +10, Knowledge (dungeoneering) +10, Knowledge (geography) +10, Knowledge (history) +12, Knowledge (nature) +12, Knowledge (nobility) +13, Knowledge (religion) +13, Knowledge (the planes) +28, Search +17, Spellcraft +31.

Wizard Spells (DC 19 + spell level; ^E: Evocation spell. Base DC = 21 + spell level); A: Abjuration spell. Base DC = 20 + spell level.

ENCOUNTER 5: DARSSVOREL

Darssvorel: CR 10; tiny construct (augmented dragon); hp 240; Init +0; AC 5, touch 5, flat-footed 5; SQ break DC 50, construct traits, greater powers, hardness 20; lesser powers; AL LE; SV Fort +10, Ref +10, Will +10; Int 19, Wis 10, Cha 19, Ego score 25.

Skills and Feats: Bluff +18, Diplomacy +18; Eschew Materials, Heighten Spell, Still Spell.

Languages: Speech (Abyssal, Common, Draconic, Flan, Infernal), telepathy, read languages, *read magic*; 120 ft. darkvision, blindsense and hearing.

Lesser Powers (Sp): CL 15th; 1/day *major image*, *minor image*.

Greater Powers (Sp): CL 15th; At will - *detect thoughts*; 3/day *deeper darkness*, *fear*.

Special Purpose: Expand the power and dominion of Tiamat.

Special Purpose Power: The Dreaming.

Sorcerer Spells Known (6/7/7/7/7/6/6/4; CL 15th; base DC = 14 + spell level): 0- *dancing lights*, *daze*, *detect magic*, *flare*, *ghost sound*, *light*, *message*, *prestidigitation*, *resistance*, 1st- *alarm*, *charm person*, *comprehend languages*, *grease*, *ventriloquism*; 2nd-, *eagle's splendor*, *misdirection*, *obscure object*, *see invisibility*, *Tasha's hideous laughter*; 3rd- *dispel magic*, *hold person*, *protection from energy*, *suggestion*; 4th- *confusion*, *crushing despair*, *lesser globe of invulnerability*, *phantasmal killer*; 5th- *break enchantment*, *dominate person*, *feeblemind*, *mind fog*; 6th—*geas/quest*, *globe of invulnerability*, *mass suggestion*.; 7th—*insanity*, *power word blind*.

Power-Up Suites (prepared—*eagle's splendor*, *misdirection*, *obscure object*, *see invisibility*, *detect magic*, *resistance*): SV Fort +11, Ref +11, Will +11; Cha 23.

Skills and Feats: Bluff +21, Diplomacy +21.

Sorcerer Spells Known (base DC = 16 + spell level).

ENCOUNTER 6: VUTHATHRAE

☛**Myghin:** female human (Flan) cleric (Nerull) 6/sorcerer 1/loremaster 5: CR 12; Medium humanoid; HD 6d8+12 plus 1d4+2 plus 5d4+10 plus 3; hp 79; Init +0; Spd 20 ft.; AC 22, touch 11, flat-footed 22; Base Atk +6; Grp +6; Atk +7 melee (1d8, masterwork morningstar); Full Atk +7/+1 melee (1d8, masterwork morningstar); SA spells, spontaneous casting, rebuke undead; SQ lore, secret (avoidance, secret health, true stamina), weasel familiar; NE; SV Fort +13, Ref +10, Will +16; Str 11, Dex 10, Con 14, Int 13, Wis 19, Cha 12.

Skills and Feats: Concentration +20, Knowledge (arcana) +11, Knowledge (religion) +11, Knowledge (the planes) +9, Listen +16, Spellcraft +17; Craft Wand, Great Fortitude, Lightning Reflexes, Reach Spell, Scribe Scroll, Skill Focus (concentration).

Languages: Common, Draconic, Flan.

Weasel Familiar: Unstated; nearby.

Cleric Spells Prepared (6/5+1/5+1/4+1/2+1/1+1; CL 11th; base DC = 14 + spell level): 0—*cure minor wounds* (2), *guidance*, *light*, *resistance*, *virtue*; 1st—*bles*,

command, *cure light wounds*, *entropic shield*, *protection from good**, *sanctuary*, 2nd—*cure moderate wounds*, *death knell**, *hold person* (2), *silence*, *spiritual weapon*; 3rd—*blindness*, *dispel magic*, *invisibility purge*, *magic circle against good**, *magic vestment*, *prayer*; 4th—*cure critical wounds*, *freedom of movement*, *poison*, *spell immunity*, *unholy blight**; 5th—*flame strike*, *insect plague*, *slay living**; 6th—*create undead**, *harm*.

*Domain Spell. *Domains:* Death (death touch 1/day; melee touch attack; 6d6), Evil (cast evil spells at +1 caster level).

Sorcerer Spells Known: (5/4; CL 1st; base DC = 11 + spell level): 0—*mage hand*, *message*, *prestidigitation*, *ray of frost*; 1st- *comprehend languages*, *true strike*.

Possessions: *wand of reach* inflict moderate wounds (5 charges), *cloak of resistance* +1, *potion of owl's wisdom*, masterwork morningstar, +1 *half-plate*, *dusty rose ioun stone*, *periapt of wound closure*, +1 *light fortification heavy steel shield*.

Power-Up Suite (Negotiating – *magic vestment*, *protection from good*, *sanctuary*): AC 23 (25 against good), touch 11 (13), flat-footed 23 (25).

Power-Up Suite (Prepared - *freedom of movement*, *poison*, *spell immunity* (*dispel magic*, *magic missile*), *invisibility purge*, *magic circle against good*, *magic vestment*, *prayer*, *owl's wisdom* [from *potion*], *entropic shield*): AC 23 (25 against good), touch 11 (13), flat-footed 23 (25); Atk +8 melee (1d8+1, masterwork morningstar); Full Atk +8/+3 melee (1d8+1, masterwork morningstar); SV Fort +15, Ref +12, Will +18; Wis 23.

Skills: Concentration +21, Knowledge (arcana) +12, Knowledge (religion) +12, Knowledge (the planes) +10, Listen +17, Spellcraft +19.

Cleric Spells Prepared (base DC = 16 + spell level).

☛**Sulmite Adept (2):** male human (Flan) monk 8/sorcerer 1/ dragon disciple 2: CR 11; Medium humanoid; HD 8d8+8 plus 1d4+1 plus 2d12+2; hp 74; Init +3; Spd 50 ft.; AC 18, touch 17, flat-footed 15; Base Atk +7; Grp +11; Atk +12 melee (1d10+4, unarmed strike), +11 melee (1d6+4, bite), or +10 ranged (1d2+4, shuriken); Full Atk +11/+11/+6 melee (1d10+4, unarmed strike [flurry of blows]) and +6 (1d6+3, bite) or +9/+9/+4 ranged (1d2+4, shuriken [flurry of blows]); SA flurry of blows, ki strike (magic), purity of body, spells, stunning fist; SQ AC bonus, dragon disciple traits, evasion, fast movement, still mind, slow fall 40 ft., rat familiar, wholeness of body; AL LE; SV Fort +12, Ref +11, Will +13; Str 18, Dex 17, Con 12, Int 8, Wis 14, Cha 11.

Skills and Feats: Balance +9, Jump +21, Knowledge (arcana) +7, Listen +13, Spellcraft +5, Spot +6, Tumble +21; Acrobatic, Deflect Arrows, Dodge, Improved Trip,

Improved Unarmed Strike, Lightning Reflexes, Mobility, Stunning Fist, Weapon Focus (unarmed strike).

Languages: Draconic, Flan.

Stunning Fist (Ex): 8/day; DC 17 Fort save negates.

Dragon Disciple Traits: ability boost (Str +2), bonus claws and bite attacks, bonus spells (2), natural armor +1.

Evasion (Ex): If the adept makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Rat Familiar: Unstated; nearby.

Slow Fall (Ex): An adept within arm's reach of a wall can use it to slow his descent while falling. The adept takes damage as if the fall was 40 ft. shorter than it actually is.

Still Mind (Ex): The adept gains a +2 bonus on saving throws against spells and effects from the enchantment school.

Wholeness of Body (Su): A sulmite adept can heal his own wounds. He can heal 16 hp of damage a day and can spread this healing over multiple uses.

Sorcerer Spells Known (5/5; base DC = 10 + spell level): 0—*acid splash, mage hand, message, resistance, touch of fatigue*, 1st—*mage armor, shield*.

Possessions: ring of protection +1, potion of magic fang (2), elixir of fire breath, potion of blur, shuriken (5), vial of Large scorpion venom, monk's outfit.

Power-Up Suite (Negotiating – *mage armor*): AC 22, touch 17, flat-footed 19.

Power-Up Suite (Prepared – *blur* [from potion], *mage armor, magic fang* [from potion], *shield*): AC 26, touch 17, flat-footed 23; Atk +13 melee (1d10+5, unarmed strike), +11 melee (1d6+4, bite), or +10 ranged (1d2+4 plus poison [DC 18 Fort, 1d6 Str/1d6 Str], shuriken); Full Atk +12/+12/+7 melee (1d10+4, unarmed strike [flurry of blows]) and +6 (1d6+4, bite).

ENCOUNTER 8: CHILDREN OF SULM

☛**Branwalather:** male human (Flan) fighter 1/ monk 2/ sorcerer 6/ eldritch knight 5: CR 14; Medium humanoid; HD 1d10+2 plus 2d8+4 plus 6d4+12 plus 5d6+10 plus 10; hp 94; Init +2; Spd 30 ft.; AC 17, touch 16, flat-footed 15 (+2 Dex, +2 monk, +1 natural, +2 deflection); Base Atk +10/+5; Grp +19; Atk +17 melee (2d4+8/15-20, +1 keen falchion) or +15 melee (1d6+5, unarmed strike); Full Atk +17/+12 melee (2d4+8/15-20, +1 keen falchion) or +13/+13/+8 melee (1d6+5, unarmed strike [flurry of blows]); SA flurry of blows, spells; SQ AC bonus, evasion, fast weasel familiar; AL LE; SV Fort +13, Ref +12, Will +11; Str 18 (20), Dex 14, Con 14, Int 10, Wis 14, Cha 14.

Skills and Feats: Balance +4, Concentration +19, Jump +11, Listen +2, Ride +6, Spellcraft +10, Spot +6, Tumble +14; Arcane Strike, Combat Reflexes, Dodge, Improved Grapple, Improved Toughness, Improved

Unarmed Strike, Leadership, Lightning Reflexes, Power Attack, Power Critical (falchion), Weapon Focus (falchion).

Languages: Flan.

Stunning Fist (Ex): 5/day; DC 19 Fortitude negates.

Evasion (Ex): If Branwalather makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known (6/7/7/6/5/3; CL 10th; base DC = 12 + spell level); 0—*caltrops, dancing lights, detect poison, mage hand, message, prestidigitation, read magic, resistance, touch of fatigue*, 1st—*enlarge person, expeditious retreat, mage armor, shield, true strike*, 2nd—*bear's endurance, cat's grace, mirror image, see invisibility*, 3rd—*fly, haste, weapon of energy*; 4th—*greater invisibility, stonewalk*; 5th—*greater blink*.

Possessions: +1 keen falchion, amulet of natural armor +1, gauntlets of ogre power, scroll of false life, ring of protection +2, rope of entanglement.

Power-Up Suite (Negotiating – *bear's endurance, cat's grace, expeditious retreat, mage armor*): hp 122; Init +4; Spd 60 ft.; AC 23, touch 18, flat-footed 19 (+4 Dex, +2 monk, +1 natural, +4 armor, +2 deflection); Dex 18, Con 18.

Skills: Balance +6, Concentration +21, Tumble +16.

Power-Up Suite (Prepared – *greater blink, greater heroism* [from Peddyr], *greater invisibility, stonewalk, fly, haste, weapon of energy, bear's endurance, cat's grace, false life* [from scroll], *mirror image, see invisibility, enlarge person, expeditious retreat, mage armor, shield, resistance*): hp 135; Init +3, Spd 60 ft., fly 60 ft. (good); AC 26, touch 17, flat-footed 22 (+3 Dex, +2 monk, +1 natural, +4 armor, +4 shield, -1 size, +1 dodge, +2 deflection); Atk +22 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, +1 keen falchion) or +20 melee (1d8+6, unarmed strike); Full Atk +22/+22/+17 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, +1 keen falchion) or +20/+20/+20/+15 melee (1d8+6, unarmed strike [flurry of blows]); SQ DR 10/adamantine (100 hp) Space/Reach 10 ft./10 ft.; SV Fort +17, Ref +16, Will +13; Str 22, Dex 16.

Skills: Balance +8, Concentration +25, Jump +29, Listen +6, Ride +11, Spellcraft +14, Spot +10, Tumble +19.

Spells Cast: If Branwalather completes this power-up suite he uses up one 0-level, four 1st-level, four 2nd-level, three 3rd-level, two 4th-level, and one 5th-level spell slot.

☛**Peddyr:** male human (Flan) sorcerer 14: CR 14; Medium humanoid; HD 14d4+28; hp 68; Init +1; Spd 30 ft.; AC 15, touch 13, flat-footed 14 (+1 Dex, +2 natural, +2 deflection); Base Atk +7; Grp +6; Atk +7 melee (1d4-1/19-20, masterwork dagger); Full Atk +7/+2 melee (1d4-1/19-20, masterwork dagger); SA spells; SQ draconic

heritage, weasel familiar; AL LE; SV Fort +8, Ref +9, Will +11; Str 8, Dex 13, Con 14, Int 12, Wis 10, Cha 18.

Skills and Feats: Concentration +19, Knowledge (arcana) +6, Knowledge (the planes) +3, Move Silently +12, Sense Motive +2, Spellcraft +20, Tumble +5; Draconic Breath, Draconic Flight(9), Draconic Heritage (green), Draconic Skin, Greater Spell Focus (enchantment), Spell Focus (enchantment).

Languages: Flan.

Draconic Heritage (Ex): Peddyr gains a +4 bonus to saving throws against *sleep*, paralysis and attacks with the acid descriptor. Move Silently is a class skill for Peddyr.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known: (6/7/7/7/6/6/5/3; base DC = 14 + spell level); 0—*acid splash*, *caltrop*, *daze*^E, *detect magic*, *ghost sound*, *mage hand*, *prestidigitation*, *touch of fatigue*, *read magic*; 1st—*inhibit*^E, *mage armor*, *magic missile*, *shield*, *true strike*; 2nd—*eagle's splendor*, *false life*, *invisibility*, *mirror image*, *scorching ray*; 3rd—*dispel magic*, *fireball*, *heroism*^E, *protection from energy*; 4th—*confusion*^E, *dimension door*, *globe of invulnerability*; 5th—*feeblemind*^F *magic jar*, *teleport*, *wall of fire*; 6th—*flesh to stone*, *greater heroism*^E; 7th—*insanity*^E.

E: Enchantment spell. DC = 15 + spell level.

Possessions: *Cloak of resistance* +2, masterwork dagger, *metamagic rod of lesser empower spell*, *ring of protection* +2, *amulet of natural armor* +1, *scroll of antimagic field*, *pearl of power* (5th-level), scroll case containing research papers.

Power-Up Suite (Normal - *mage armor*, *false life*): AC 19, touch 13, flat-footed 18 (+1 Dex, +2 natural, +2 deflection, +4 armor); hp 67.

Power-Up Suite (Negotiating - *eagle's splendor*, *false life*, *mage armor*): AC 19, touch 13, flat-footed 18; hp 67; Cha 21.

Sorcerer Spells Known (base DC = 16 + spell level [18 if enchantment spell]).

Power-Up Suite (Prepared - *greater heroism*, *haste* [Branwalather], *protection from energy* [fire], *protection from energy* [lightning], *eagle's splendor*, *false life*, *mirror image*, *mage armor*, *shield*): Spd 60 ft.; AC 23, touch 13, flat-footed 21 (+1 Dex, +2 natural, +1 deflection, +4 armor, +4 shield, +1 dodge); hp 65; Atk +12 melee (1d4-1/19-20, masterwork dagger); Full Atk +12/+12/+7 melee (1d4-1/19-20, masterwork dagger); SQ immunity to fire (120 points) and lightning (120 points), SV Fort +12, Ref +12, Will +15; Cha 21.

Skills: Concentration +23, Knowledge (arcana) +10, Knowledge (the planes) +7, Move Silently +16, Sense Motive +6, Spellcraft +24, Tumble +9.

Sorcerer Spells Known (base DC = 15 + spell level [17 if enchantment spell]).

Spells Cast: If Peddyr completes this power-up suite and adds to those of Arthyen and Branwalather where

indicated, he uses up two 1st-level, two 2nd-level, three 3rd-level spell slots, and three 6th-level spells.

Arthyen: male human (Flan) fighter 7/ blackguard 4; CR 11; medium humanoid; HD 7d10+7 plus 4d10+4; hp 71; Init +1; Spd 20 ft.; AC 20, touch 11, flat-footed 19 (+1 Dex, +9 armor); Base Atk +11/+6/+1; Grp +13; Atk +15 melee (2d4+7/15-20, +1 *falchion*); Full Atk +15/+10/+5 melee (2d4+6/15-20, +1 *falchion*); SA poison use, smite good 1/day, sneak attack +1d6; SQ aura of despair, aura of evil, command undead, dark blessing, detect good; AL LE; SV Fort +13, Ref +9, Will +8; Str 15, Dex 12, Con 13, Int 8, Wis 11, Cha 16.

Skills and Feats: Hide +1, Intimidate +17, Knowledge (religion) +1; Improved Critical (falchion), Improved Overrun, Improved Sunder, Iron Will, Lightning Reflexes, Power Attack, Power Critical (falchion), Weapon focus (falchion), Weapon Specialization (falchion).

Smite Good (Su): Once a day, Arthyen may attempt to smite good with one normal melee attack. He gains a +3 modifier to their attack roll and deal 4 points of extra point of damage. If he accidentally smites a creature that is not good, the smite has no effect but it is still used up for that day.

Aura of Evil (Ex): Arthyen radiates a moderate aura of evil (see the *detect evil* spell).

Dark Blessing (Su): Arthyen applies his Charisma modifier (+3) as a bonus on all saving throws.

Detect Good (Sp): At will, Arthyen can use *detect good* as a spell-like ability, duplicating the effect of the *detect good* spell.

Blackguard Spells Prepared: (1/1; spell DC = 10 + spell level); 1st—*corrupt weapon*; 2nd—*bull's strength*.

Possessions: +1 *falchion*, +1 *full plate*.

Power-Up Suite (Prepared - *greater heroism* [from Peddyr], *haste* [from Branwalather], *protection from fire* [from Peddyr], *bull's strength*, *corrupt weapon*): Spd 50 ft.; AC 21, touch 12, flat-footed 19 (+1 Dex, +9 armor, +1 dodge); Atk +22 melee (2d4+9/15-20, +1 *falchion*); Full Atk +22/+22/+17/+12/ melee (2d4+9/15-20, +1 *falchion*); SQ immune fire (120 points); SV Fort +17, Ref +13, Will +12; Str 19 **Skills:** Hide +5, Intimidate +21, Knowledge (religion) +3.

ENCOUNTER 9: SJACHTIATHAR

Sjachtithar: male mature adult two-headed 23 HD fang dragon dracolich: CR 17; Huge undead; HD 23d12; hp 207; Init +4; Spd 60 ft., fly 120 ft. (poor); AC 29, touch 8, flat-footed 29; Base Atk +23; Grp +39; Atk +29 melee (4d6+8 plus 1d6 cold plus paralyzation, bite); Full Atk +29 melee (4d6+8 plus 1d6 cold plus paralyzation, 2 bites), +29 melee (2d8+4 plus 1d6 cold plus paralyzation, 2 claws),

+29 melee (2d6+4 plus 1d6 cold plus paralyzation, 2 wings), and +29 melee (2d8+12 plus 1d6 cold plus paralyzation, tail slap); Space/Reach 15 ft./10 ft. (15 ft. with bite); SA ability drain, control undead, frightful presence, increased damage, paralyzing glare, paralyzing touch, trip; SQ DR 10/magic or 5/bludgeoning, dragon traits, immunities, invulnerability, multiheaded, sound imitation, spell-like abilities, SR 25, undead traits; AL LE; SV Fort +15, Ref +13, Will +17; Str 27, Dex 10, Con -; Int 14, Wis 19, Cha 16.

Skills and Feats Concentration +29, Escape Artist +26, Intimidate +30, Listen +32, Search +30, Sense Motive +30, Spot +32, Use Magic Device +29; Ability Focus (paralyzing touch), Blind-Fight, Combat Reflexes, Flyby Attack, Great Fortitude, Improved Initiative, Improved Multiattack, Multiattack, Power Attack, Wingover.

Ability Drain (Su): Sjachtithar has no breath weapon but his bite drains 1d6 points of Constitution. A DC 24 Fortitude save negates this damage.

Control Undead (Sp): Once every 3 days Sjachtithar can use *control undead* as the spell (CL 15th). He cannot cast any other spells while this ability is in effect.

Frightful Presence (Ex): 210 ft. range; DC 24 Will save negates. Creatures with less than 4 HD are panicked for 4d6 rounds and those with 5 or more HD are shaken for 4d6 rounds.

Increased Damage (Ex): Sjachtithar's claws, teeth and scales are so sharp that he deals damage as if he were a huge dragon.

Paralyzing Gaze (Su): 40 ft. range; DC 24 Will save negates. If the save is successful the target is forever immune to Sjachtithar's gaze. If it fails the victim is paralyzed for 2d6 rounds.

Paralyzing Touch (Su): A creature struck by any of Sjachtithar's physical attacks must make a DC 26 Fortitude save or be paralyzed for 2d6 rounds. A successful saving throw against this effect does not confer any immunity from subsequent attacks.

Trip (Ex): If Sjachtithar hits with a claw or tail attack he can attempt to trip his opponent as a free action. If his attempt fails, his opponent cannot attempt to trip him.

Draconic Traits: Blindsight 60 ft.; keen senses, darkvision 120 ft.; immunity to magic sleep and paralysis effects.

Immunities: Sjachtithar is immune to polymorph, cold and electricity effects.

Invulnerability: If Sjachtithar is slain, his spirit immediately returns to his phylactery. If no dragon-type corpse lies within 90 ft. for the spirit to possess he is trapped in the phylactery until such a time – if ever – that a corpse becomes available. Destroying the phylactery destroys Sjachtithar.

Multiheaded (Ex): Having a redundant head makes a creature more able to survive otherwise lethal attacks. Severing a head requires hitting the creature's neck (same AC as creature) with a slashing weapon and dealing 90 points of damage. The player must declare an attack against Sjachtithar's neck before making the attack roll. If the head is severed, a natural reflex seals the neck shut to prevent further blood loss and Sjachtithar can no longer attack with the severed head (which does not grow back naturally).

Sound Imitation (Ex): Sjachtithar can mimic any voice or sound he has heard anytime he likes. Listeners must succeed on a DC 24 Will save to detect the ruse.

Undead Traits: Sjachtithar is immune to mind-affecting effects, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. He is not subject to critical hits, nonlethal damage, ability damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage.

Spell-Like Abilities: CL 7; At will—*detect magic, read magic*; 2/day—*shield*; 1/day—*dispel magic, spell turning*.

Sorcerer Spells Known (CL 5th; 6/7/5; base DC = 12 + spell level): 0—*dancing lights, message, mage hand, prestidigitation, resistance*, 1st—*mage armor, obscuring mist, protection from good, true strike*; 2nd—*bull's strength, eagle's splendor*.

Power-Up Suite (Prepared— spell turning, bull's strength, eagle's splendor mage armor, resistance, protection from good, shield): AC 37 (39 against good opponents), touch 8 (10), flat-footed 37 (39); Grp +41; Atk +31 melee (4d6+10 plus 1d6 cold plus paralyzation, bite); Full Atk +31 melee (4d6+10 plus 1d6 cold plus paralyzation, 2 bites), +31 melee (2d8+5 plus 1d6 cold plus paralyzation, 2 claws), +31 melee (2d6+5 plus 1d6 cold plus paralyzation, 2 wings), and +31 melee (2d8+15 plus 1d6 cold plus paralyzation, tail slap); SV Fort +15 (+16 against good opponents), Ref +14 (+15), Will +18 (+19); Str 31, Cha 18.

Skills: Intimidate +31, Use Magic Device +31

Ability Drain (Su): DC 26.

Frightful Presence (Ex): DC 26.

Paralyzing Gaze (Su): DC 26.

Paralyzing Touch (Su): DC 28.

Sound Imitation (Ex): DC 26.

ENCOUNTER 3: THE NECROPOLIS AT UNAAGH

☛ **Vampire Gargoyle Guards: male gargoyle monk 2/fighter 6 (2):** CR 14; Medium undead (augmented monstrous humanoid, earth); HD 12d12 plus 24; hp 132; Init +11; Spd 40 ft., fly 60 ft. (average); AC 28, touch 18, flat-footed 21; Base Atk +11; Grp +23; Atk +22 melee (1d6+10 plus 2 negative levels, unarmed strike); Full Atk +20 melee (1d6+10 plus 2 negative levels, unarmed strike [flurry of blows]), +20 melee, (1d6+10, unarmed strike [flurry of blows]), +15 melee, (1d6+10, unarmed strike [flurry of blows]), 10 melee, (1d6+10, unarmed strike [flurry of blows]), +19 melee (1d6+4, bite) and +19 melee (1d6+4, gore); SA blood drain, children of the night, create spawn, dominate, energy drain, flurry of blows; SQ AC bonus, alternate form, darkvision 60 ft., DR 10/magic and silver, evasion, fast healing 5, freeze, gaseous form, resistance to cold 10 and electricity 10, spider climb, turn resistance +4; AL LE; SV Fort +11, Ref +18, Will +10; Str 26, Dex 24, Con -, Int 10, Wis 12, Cha 8.

Skills and Feats: Balance +9, Hide +15 (+23 against stone background), Jump +14, Listen +11, Move Silently +17, Search +8, Sense Motive +9, Spot +16, Stealthy, Tumble +20; Alertness, Blind-Fight, Combat Reflexes, Deflect Arrows, Dodge, Flyby Attack, Great Fortitude, Improved Initiative, Improved Unarmed Grapple, Improved Unarmed Strike, Lightning Reflexes, Mobility, Multiattack, Snatch Arrows, Stealthy, Weapon Focus (unarmed strike), Weapon Specialization (unarmed strike).

Blood Drain (Ex): A vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, the vampire gains 5 temporary hit points.

Children of the Night (Su): Vampires command the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. (If the base creature is not terrestrial, this power might summon other creatures of similar power.) These creatures arrive in 2d6 rounds and serve the vampire for up to 1 hour.

Dominate (Su): A vampire can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed on a DC 15 Will save or fall instantly under the vampire's influence as though by a *dominate person* spell (CL 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a vampire's slam attack (or any other natural weapon the vampire might possess) gain two negative levels. For each negative level bestowed, the vampire gains 5 temporary hit points. A vampire can use its energy drain ability once per round.

Alternate Form (Su): A vampire can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a polymorph spell cast by a 12th-level character, except that the vampire does not regain hit points for changing form and must choose from among the forms mentioned here. While in its alternate form, the vampire loses its natural slam attack and dominate ability, but it gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it assumes another or until the next sunrise. (If the base creature is not terrestrial, this power might allow other forms.)

Evasion (Ex): If the vampire gargoyle makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Fast Healing (Ex): A vampire heals 5 points of damage each round so long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Any additional damage dealt to a vampire forced into gaseous form has no effect. Once at rest in its coffin, a vampire is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Gaseous Form (Su): As a standard action, a vampire can assume *gaseous form* at will as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect manoeuvrability.

Spider Climb (Ex): A vampire can climb sheer surfaces as though with a *spider climb* spell.

ENCOUNTER 4: THE BLACK ZIGGURAT

☛ **Drokkas, Dark Lord of Unaagh: male lich wizard (evoker) 14/archmage 4:** CR 20; Medium undead (augmented humanoid); HD 18d12 plus 36; hp 198; Init +7; Spd 30 ft.; AC 20, touch 14, flat-footed 17; Base Atk +9/+4, Grp +9; Atk +11 melee (1d8+5 negative energy [DC 22 Will halves] plus paralysis [DC 22 Fortitude negates], touch attack); Full Atk +11/+6 melee (1d8+5 negative energy [DC 22 Will halves] plus paralysis [DC 22

Fortitude negates], touch attack); SA damaging touch, fear aura, paralyzing touch, spells; SQ +4 turn resistance, *contingency* (*blink*) spell effect, damage reduction 15/bludgeoning and magic; darkvision 60 ft.; high arcane (mastery of counterspelling, mastery of elements [sonic], spell-like power, spell power +1), immunity to cold, electricity, polymorph and mind-affecting attacks; permanent spell effects; undead traits; AL LE; SV Fort +10, Ref +11, Will +19; Str 10, Dex 16, Con -, Int 24, Wis 16, Cha 16.

Skills and Feats: Concentration +24, Hide +11, Jump +2, Knowledge (arcana) +28, Knowledge (architecture and engineering) +8, Knowledge (dungeoneering) +8, Knowledge (geography) +8, Knowledge (history) +10, Knowledge (nature) +10, Knowledge (nobility) +11, Knowledge (religion) +11, Knowledge (the planes) +28, Listen +21, Move Silently +11, Search +15, Sense Motive +14, Spellcraft +33, Spot +21, Tumble +13; Empower Spell, Extend Spell, Greater Spell Focus (evocation), Great Fortitude, Improved Initiative, Quicken Spell, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (abjuration), Spell Focus (evocation), Spell Penetration.

Languages: Abyssal, Flan, Draconic, Dwarven, Infernal.

Damaging Touch: 1d8+5 negative energy; DC 22 Will save halves.

Fear Aura (Su): A dreadful aura of death and evil shrouds Drokkas. Creatures of less than 5 HD in a 60-foot radius looking at him must succeed on a DC 22 Will save or be affected as though by a *fear* spell cast by a 12th-level sorcerer. A creature that successfully saves cannot be affected again by Drokkas' aura for 24 hours.

Paralyzing Touch (Su): Any living creature Drokkas hits with his touch attack must succeed on a DC 22 Fortitude save or be paralyzed permanently. *Remove paralysis* or any spell that can remove a curse frees the victim. The effect cannot be dispelled. Anyone paralyzed by Drokkas seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Mastery of Counterspelling (Su): When Drokkas counterspells a spell, it is turned back upon the caster as if it were fully affected by a spell turning spell. If the spell cannot be affected by spell turning, then it is merely counterspelled.

Skills: Drokkas has a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks.

Contingency: A successfully grapple attempt on Drokkas activates a *blink* spell.

Permanent Spell Effects: *arcane sight*, *comprehend languages*, *resistance*, *see invisibility*, *tongues*.

Wizard Spells Prepared: (CL 15; 5/7/7/7/6/4/4/3/1/2; base DC = 16 + spell level); 0—*dancing lights*, *mage hand*, *prestidigitation* (2), *touch of fatigue*, 1st—*expeditious retreat*, *feather fall*, *grease*, *mage*

armor, *ray of enfeeblement* (2), *shield*^A; 2nd—*blindness* (2), ~~extended *mage armor*~~, *false life*, *fox's cunning*, *resist energy*^A, *scorching ray*^E; 3rd—*dispel magic*^A, ~~extended *false life*~~, *fireball*^E, *fly*, *protection from energy*^A (2), *vampiric touch*; 4th—~~*detect scrying*~~, *dimension door*, empowered *scorching ray* (2), ~~extended *nondetection*~~, *stoneskin*; 5th—empowered *lightning bolt*^E, quickened *magic missile*, extended *fire shield*, *teleport*; 6th—*chain lightning*^E, quickened *scorching ray*^E, *repulsion*^A, *true seeing*; 7th—*force cage*^E, *prismatic spray*, *spell turning*^A; 8th—empowered *chain lightning*^E; 9th—*meteor swarm*^E (2).

A: Abjuration spell. Base DC = 18 + spell level.

E: Evocation spell. Base DC = 19 + spell level.

Barred Schools: Enchantment, Illusion.

Spell-Like Ability: 2/day—*greater dispel magic*

Possessions: masterwork dagger, *ring of counterspells* (*dispel magic*), *scroll of fly*, *dusty rose ioun stone*, *wand of enervation* (4 chgs), *scroll of dimension door*, *cloak of resistance* +3, *headband of intellect* +4, *boots of speed*.

Power-Up Suite (Normal - 4th—*detect scrying*, extended *nondetection*; 3rd—extended *false life*; 2nd—extended *mage armor*): hp 214; AC 24, touch 14, flat-footed 21.

Power-Up Suite (Prepared - 7th—*spell turning*, 5th—extended *fire shield* [protects against fire], *true seeing*, 4th—*detect scrying*, extended *nondetection*, *stoneskin*; 3rd—extended *false life*, *fly*, *protection from energy* (acid), *protection from energy* (fire), *vampiric touch*; 2nd—fox's cunning, extended *mage armor*, *resist energy* (sonic), 1st—*expeditious retreat*, *protection from good*, *shield*): Spd 60 ft., fly 60 ft. (good); hp 214; AC 28 (29), touch 15 (16), flat-footed 25 (26) (against good opponents); Atk +11 melee (1d8+5 negative energy [DC 22 Will halves] plus paralysis [DC 22 Fortitude negates] plus 7d6 points of damage [*vampiric touch*], first touch attack); SQ as above plus resist sonic 10/round, immunity to acid (120 points) and fire (120 points), DR 10/adamantine; SV Fort +10, Ref +11, Will +19; Int 28.

Skills: Jump +14, Knowledge (arcana) +30, Knowledge (architecture and engineering) +10, Knowledge (dungeoneering) +10, Knowledge (geography) +10, Knowledge (history) +12, Knowledge (nature) +12, Knowledge (nobility) +13, Knowledge (religion) +13, Knowledge (the planes) +30, Search +17, Spellcraft +33.

Wizard Spells (DC 20 + spell level;^E Evocation spell. Base DC = 23 + spell level); A: Abjuration spell. Base DC = 22 + spell level.

ENCOUNTER 5: DARSSVOREL

☛**Darssvorel**: CR 10; tiny construct (augmented dragon); hp 270; Init +0; AC 5, touch 5, flat-footed 5; SQ break DC 50, construct traits, greater powers, hardness 20; lesser powers; AL LE; SV Fort +12, Ref +12, Will +12; Int 19, Wis 10, Cha 19, Ego score 25.

Skills and Feats: Bluff +20, Diplomacy +20; Eschew Materials, Heighten Spell, Still Spell.

Languages: Speech (Abyssal, Common, Draconic, Flan, Infernal), telepathy, read languages, *read magic*; 120 ft. darkvision, blindsense and hearing.

Lesser Powers (Sp): CL 17th; 1/day *major image*, *minor image*.

Greater Powers (Sp): CL 17th; At will - *detect thoughts*; 3/day *deeper darkness*, *fear*.

Special Purpose: Expand the power and dominion of Tiamat.

Special Purpose Power: *The Dreaming*.

Sorcerer Spells Known (6/7/7/7/6/6/6/4; CL 17th; base DC = 14 + spell level): 0- *dancing lights*, *daze*, *detect magic*, *flare*, *ghost sound*, *light*, *message*, *prestidigitation*, *resistance*; 1st- *alarm*, *charm person*, *comprehend languages*, *grease*, *ventriloquism*; 2nd- *eagle's splendor*, *misdirection*, *obscure object*, *see invisibility*, *Tasha's hideous laughter*; 3rd- *dispel magic*, *hold person*, *protection from energy*, *suggestion*; 4th- *confusion*, *crushing despair*, *lesser globe of invulnerability*, *phantasmal killer*; 5th- *break enchantment*, *dominate person*, *feeblemind*, *mind fog*; 6th—*geas/quest*, *globe of invulnerability*, *mass suggestion*; 7th—*insanity*, *power word blind*, *spell turning*; 8th—*demand*, *sympathy*

Power-Up Suites (prepared—eagle's splendor, misdirection, obscure object, see invisibility, detect magic, resistance): SV Fort +13, Ref +13, Will +13; Cha 23.

Skills and Feats: Bluff +22, Diplomacy +22.

Sorcerer Spells Known (base DC = 16 + spell level).

ENCOUNTER 6: VUTHATHRAE

☛**Myghin**: female human (Flan) cleric (Nerull) 6/sorcerer 1/loremaster 7: CR 14; Medium humanoid; HD 6d8+12 plus 1d4+2 plus 7d4+12 plus 3; hp 88; Init +0; Spd 20 ft.; AC 23, touch 12, flat-footed 22; Base Atk +7; Grp +7; Atk +8 melee (1d8, masterwork morningstar); Full Atk +8/+3 melee (1d8, masterwork morningstar); SA spells, spontaneous casting, rebuke undead; SQ lore, greater lore, secret (avoidance, dodge, secret health, true stamina), weasel familiar; NE; SV Fort +14, Ref +11, Will +17; Str 11, Dex 10, Con 14, Int 13, Wis 19, Cha 12.

Skills and Feats: Concentration +22, Knowledge (arcana) +12, Knowledge (religion) +11, Knowledge (the planes) +11, Listen +21, Spellcraft +19; Craft Wand, Great

Fortitude, Lightning Reflexes, Reach Spell, Scribe Scroll, Skill Focus (concentration).

Languages: Common, Draconic, Flan.

Weasel Familiar: Unstated; nearby.

Cleric *Spells* *Prepared*

(6/5+1/5+1/5+1/5+1/3+1/2+1/1+1; CL 13th; base DC = 14 + spell level): 0—*cure minor wounds* (2), *guidance*, *light*, *resistance*, *virtue*; 1st—*bless*, *command*, *cure light wounds*, *entropic shield*, *protection from good**, *sanctuary*; 2nd—*cure moderate wounds*, *death knell**, *hold person* (2), *silence*, *spiritual weapon*; 3rd—*blindness*, *dispel magic*, *invisibility purge*, *magic circle against good**, *magic vestment*, *prayer*; 4th—*air walk*, *cure critical wounds*, *freedom of movement*, *poison*, *spell immunity*, *unholy blight**; 5th—*flame strike*, *insect plague*, *slay living**, *spell resistance*; 6th—*create undead**, *greater dispel magic*, *harm*; 7th—*finger of death**, *summon monster VII*.

*Domain Spell. *Domains*: Death (death touch 1/day; melee touch attack; 6d6), Evil (cast evil spells at +1 caster level).

Sorcerer Spells Known: (5/4; CL 1st; base DC = 11 + spell level): 0—*mage hand*, *message*, *prestidigitation*, *ray of frost*; 1st- *comprehend languages*, *true strike*.

Possessions: wand of reach inflict moderate wounds (5 charges), cloak of resistance +1, potion of owl's wisdom, masterwork morningstar, +1 half-plate, dusty rose ioun stone, periapt of wound closure, +1 light fortification heavy steel shield, rod of python.

Power-Up Suite (Negotiating – magic vestment, protection from good, sanctuary): AC 25 (27 against good), touch 12 (14), flat-footed 24 (26).

Power-Up Suite (Prepared – spell resistance, air walk, freedom of movement, poison, spell immunity (dispel magic, fireball, magic missile), invisibility purge, magic circle against good, magic vestment, prayer, owl's wisdom [from potion], entropic shield): AC 25 (27 against good), touch 12 (14), flat-footed 25 (27); Atk +9 melee (1d8+1, masterwork morningstar); Full Atk +9/+4 melee (1d8+1, masterwork morningstar); SQ SR 25; SV Fort +16, Ref +13, Will +19; Wis 23.

Skills: Concentration +23, Knowledge (arcana) +13, Knowledge (religion) +12, Knowledge (the planes) +12, Listen +22, Spellcraft +20.

Cleric Spells Prepared (base DC = 16 + spell level).

☛**Sulmite Adept (2)**: male human (Flan) monk 10/sorcerer 1/ dragon disciple 2: CR 13; Medium humanoid; HD 10d8+8 plus 1d4+1 plus 2d12+2; hp 85; Init +3; Spd 56 ft.; AC 20, touch 19, flat-footed 16; Base Atk +8; Grp +12; Atk +13 melee (1d10+4, unarmed strike), +12 melee (1d6+4, bite), or +12 ranged (1d2+4, shuriken); Full Atk +12/+12/+7 melee (1d10+4, unarmed strike [flurry of blows]) and +7 (1d6+3, bite) or +11/+11/+6 ranged

(1d2+4, shuriken [flurry of blows]); SA flurry of blows, ki strike (lawful, magic), purity of body, spells, stunning fist; SQ AC bonus, dragon disciple traits, fast movement, improved evasion, still mind, slow fall 50 ft., rat familiar, wholeness of body; AL LE; SV Fort +13, Ref +13, Will +16; Str 18, Dex 18, Con 12, Int 8, Wis 14, Cha 11.

Skills and Feats: Balance +10, Jump +25, Knowledge (arcana) +7, Listen +19, Spellcraft +5, Spot +6, Tumble +24; Acrobatic, Deflect Arrows, Dodge, Improved Trip, Improved Unarmed Strike, Iron Will, Lightning Reflexes, Mobility, Stunning Fist, Weapon Focus (unarmed strike).

Languages: Draconic, Flan.

Stunning Fist (Ex): 10/day; DC 18 Fort save negates.

Dragon Disciple Traits: ability boost (Str +2), bonus claws and bite attacks, bonus spells (2), natural armor +1.

Improved Evasion (Ex): If the adept makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. On a failed saving throw he still only takes half damage.

Rat Familiar: Unstated; nearby.

Slow Fall (Ex): An adept within arm's reach of a wall can use it to slow his descent while falling. The adept takes damage as if the fall was 50 ft. shorter than it actually is.

Still Mind (Ex): The adept gains a +2 bonus on saving throws against spells and effects from the enchantment school.

Wholeness of Body (Su): A sulmite adept can heal his own wounds. He can heal 20 hp of damage a day and can spread this healing over multiple uses.

Sorcerer Spells Known (5/5; base DC = 10 + spell level): 0—*acid splash, mage hand, message, resistance, touch of fatigue*, 1st—*mage armor, shield*.

Possessions: *ring of protection +1, potion of magic fang* (2), *elixir of fire breath, potion of blur*, shuriken (5), vial of Large scorpion venom, monk's outfit.

Power-Up Suite (Negotiating – *mage armor*): AC 24, touch 19, flat-footed 20.

Power-Up Suite (Prepared - *blur* [from potion], *mage armor, magic fang* [from potion], *shield*): AC 28, touch 19, flat-footed 24; Atk +14 melee (1d10+5, unarmed strike), +12 melee (1d6+4, bite), or +12 ranged (1d2+4 plus poison [DC 18 Fort, 1d6 Str/1d6 Str], shuriken); Full Atk +13/+13/+8 melee (1d10+4, unarmed strike [flurry of blows]) and +7 (1d6+4, bite).

ENCOUNTER 8: CHILDREN OF SULM

☛**Branwalather:** male human (Flan) fighter 2/ monk 3/ sorcerer 6/ eldritch knight 5; CR 16; Medium humanoid; HD 2d10+4 plus 3d8+6 plus 6d4+12 plus 5d6+10 plus 10;

hp 108; Init +2; Spd 40 ft.; AC 17, touch 16, flat-footed 15 (+2 Dex, +2 monk, +1 natural, +2 deflection); Base Atk +12/+7/+2; Grp +21; Atk +19 melee (2d4+8/15-20, +1 *keen human bane falchion*) or +17 melee (1d6+5, unarmed strike); Full Atk +19/+14/+9 melee (2d4+8/15-20, +1 *keen human bane falchion*) or +15/+15/+10/+5 melee (1d6+5, unarmed strike [flurry of blows]); SA flurry of blows, spells; SQ AC bonus, evasion, fast movement, still mind, weasel familiar; AL LE; SV Fort +14, Ref +12, Will +13; Str 18 (20), Dex 14, Con 14, Int 10, Wis 15, Cha 14.

Skills and Feats: Balance +4, Concentration +19, Jump +15, Listen +2, Ride +6, Spellcraft +10, Spot +7, Tumble +19; Arcane Strike, Combat Reflexes, Dodge, Improved Grapple, Improved Toughness, Improved Unarmed Strike, Iron Will, Leadership, Lightning Reflexes, Mobility Power Attack, Power Critical (falchion), Weapon Focus (falchion).

Languages: Flan.

Stunning Fist (Ex): 6/day; DC 20 Fortitude negates.

Evasion (Ex): If Branwalather makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Still Mind (Ex): Branwalather gains a +2 bonus on saving throws against spells and effects from the enchantment school.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known (6/7/7/6/5/3; CL 10th; base DC = 12 + spell level); 0—*caltrops, dancing lights, detect poison, mage hand, message, prestidigitation, read magic, resistance, touch of fatigue*, 1st—*enlarge person, expeditious retreat, mage armor, shield, true strike*, 2nd—*bear's endurance, cat's grace, mirror image, see invisibility*, 3rd—*fly, haste, weapon of energy*; 4th—*greater invisibility, stonkskin*; 5th—*greater blink*.

Possessions: +1 *keen human bane falchion, amulet of natural armor +1, gauntlets of ogre power, scroll of false life, ring of protection +2, rope of entanglement*.

Power-Up Suite (Negotiating – *bear's endurance, cat's grace, expeditious retreat, mage armor*): hp 138; Init +4; Spd 60 ft.; AC 23, touch 18, flat-footed 19 (+4 Dex, +2 monk, +1 natural, +4 armor, +2 deflection); Dex 18, Con 18.

Skills: Balance +6, Concentration +21, Tumble +21.

Power-Up Suite (Prepared – *greater blink, greater heroism* [from Peddyr], *greater invisibility, stonkskin, fly, haste, weapon of energy, bear's endurance, cat's grace, false life* [from scroll], *mirror image, see invisibility, enlarge person, expeditious retreat, mage armor, shield, resistance*): hp 153; Init +3, Spd 70 ft., fly 60 ft. (good); AC 26, touch 17, flat-footed 23 (+3 Dex, +2 monk, +1 natural, +4 armor, +4 shield, -1 size, +1 dodge, +2 deflection); Atk +24 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, +1 *keen human bane falchion*) or +22

melee (1d8+6, unarmed strike); Full Atk +24/+24/+19/+14 melee (2d6+10 plus 1d6 acid/15-20 plus 1d10 acid, +1 keen human bane falchion) or +22/+22/+22/+17/+12 melee (1d8+6, unarmed strike [flurry of blows]); SQ DR 10/adamantine (100 hp) Space/Reach 10 ft./10 ft.; SV Fort +18, Ref +16, Will +15; Str 22, Dex 16.

Skills: Balance +8, Concentration +25, Jump +33, Listen +6, Ride +11, Spellcraft +14, Spot +11, Tumble +24.

Spells Cast: If Branwalather completes this power-up suite he uses up one 0-level, four 1st-level, four 2nd-level, three 3rd-level, two 4th-level, and one 5th-level spell slot.

☛ **Peddyr:** male human (Flan) sorcerer 16: CR 16; Medium humanoid; HD 16d4+32; hp 77; Init +2; Spd 30 ft.; AC 17, touch 14, flat-footed 15 (+2 Dex, +2 natural, +2 deflection); Base Atk +8; Grp +7; Atk +8 melee (1d4-1/19-20, masterwork dagger); Full Atk +8/+3 melee (1d4-1/19-20, masterwork dagger); SA spells; SQ draconic heritage, weasel familiar; AL LE; SV Fort +9, Ref +10, Will +12; Str 8, Dex 14, Con 14, Int 12, Wis 10, Cha 18.

Skills and Feats: Concentration +21, Knowledge (arcana) +6, Knowledge (the planes) +3, Move Silently +12, Sense Motive +4, Spellcraft +22, Tumble +5; Draconic Breath, Draconic Flight(9), Draconic Heritage (green), Draconic Legacy, Draconic Skin, Greater Spell Focus (enchantment), Spell Focus (enchantment).

Languages: Flan.

Draconic Heritage (Ex): Peddyr gains a +5 bonus to saving throws against *sleep*, paralysis and attacks with the acid descriptor. Move Silently is a class skill for Peddyr.

Weasel Familiar: Unstated; nearby.

Sorcerer Spells Known: (6/7/7/7/6/6/6/5/3; base DC = 14 + spell level); 0—*acid splash*, *caltrop*, *daze*^E, *detect magic*, *ghost sound*, *mage hand*, *prestidigitation*, *touch of fatigue*, *read magic*; 1st—*charm person*^E, *inhibit*^E, *mage armor*, *magic missile*, *shield*, *true strike*; 2nd—*eagle's splendor*, *false life*, *invisibility*, *mirror image*, *scorching ray*; 3rd—*dispel magic*, *fireball*, *heroism*^E, *plant growth*, *protection from energy*; 4th—*confusion*^E, *dimension door*, *globe of invulnerability*; 5th—*dominate person*^E, *feeblemind*^F, *magic jar*, *overland flight*, *teleport*, *wall of fire*; 6th—*disintegrate*, *flesh to stone*, *greater heroism*^E; 7th—*insanity*^E, *spell turning*; 8th—*power word stun*^E.

E: Enchantment spell. DC = 15 + spell level.

Possessions: *Cloak of resistance* +2, masterwork dagger, *metamagic rod of lesser empower spell*, *ring of protection* +2, *amulet of natural armor* +1, *scroll of antimagic field*, *pearl of power* (5th-level), *pearl of power* (6th-level), scroll case containing research papers.

Power-Up Suite (Normal - *mage armor*, *false life*): AC 19, touch 13, flat-footed 18 (+1 Dex, +2 natural, +2 deflection, +4 armor); hp 67.

Power-Up Suite (Negotiating - *eagle's splendor*, *false life*, *mage armor*): AC 20, touch 14, flat-footed 18 (+2 Dex, +2 natural, +2 deflection, +4 armor); hp 67; Cha 21.

Sorcerer Spells Known (base DC = 16 + spell level [18 if enchantment spell]).

Power-Up Suite (Prepared - *spell turning*, *greater heroism*, *overland flight*, *haste* [Branwalather], *protection from energy* [fire], *protection from energy* [lightning], *eagle's splendor*, *false life*, *mirror image*, *mage armor*, *shield*): Spd 60 ft., fly 70 ft. (average); AC 24, touch 14, flat-footed 22; hp 65; Atk +13 melee (1d4-1/19-20, masterwork dagger); Full Atk +13/+13/+8 melee (1d4-1/19-20, masterwork dagger); SQ immunity to fire (120 points) and lightning (120 points), SV Fort +13, Ref +13, Will +16; Cha 21.

Skills: Concentration +25, Knowledge (arcana) +10, Knowledge (the planes) +7, Move Silently +16, Sense Motive +8, Spellcraft +26, Tumble +9.

Sorcerer Spells Known (base DC = 15 + spell level [17 if enchantment spell]).

Spells Cast: If Peddyr completes this power-up suite and adds to those of Arthyen and Branwalather where indicated, he uses up two 1st-level, two 2nd-level, three 3rd-level spell slots, one 5th-level spell, three 6th-level spells and one 7th-level spell.

☛ **Arthyen:** male human (Flan) fighter 7/ blackguard 4: CR 11; medium humanoid; HD 8d10+16 plus 4d10+8; hp 90; Init +5; Spd 20 ft.; AC 20, touch 11, flat-footed 19 (+1 Dex, +9 armor); Base Atk +12/+7/+2; Grp +14; Atk +17 melee (2d4+7/15-20, +1 falchion); Full Atk +17/+12/+7 melee (2d4+6/15-20, +1 falchion); SA poison use, smite good 1/day, sneak attack +1d6; SQ aura of despair, aura of evil, command undead, dark blessing, detect good; AL LE; SV Fort +15, Ref +9, Will +8; Str 15, Dex 12, Con 14, Int 8, Wis 11, Cha 16.

Skills and Feats: Climb -2, Hide +1, Intimidate +18, Knowledge (religion) +1; Greater Weapon Focus(falchion), Improved Critical (falchion), Improved Initiative, Improved Overrun, Improved Sunder, Iron Will, Lightning Reflexes, Power Attack, Power Critical (falchion), Weapon focus (falchion), Weapon Specialization (falchion).

Smite Good (Su): Once a day, Arthyen may attempt to smite good with one normal melee attack. He gains a +3 modifier to their attack roll and deal 4 points of extra point of damage. If he accidentally smites a creature that is not good, the smite has no effect but it is still used up for that day.

Aura of Evil (Ex): Arthyen radiates a moderate aura of evil (see the *detect evil* spell).

Dark Blessing (Su): Arthyen applies his Charisma modifier (+3) as a bonus on all saving throws.

Detect Good (Sp): At will, Arthyen can use *detect good* as a spell-like ability, duplicating the effect of the *detect good* spell.

Blackguard Spells Prepared: (1/1; spell DC = 10 + spell level); 1st—*corrupt weapon*; 2nd—*bull's strength*.

Possessions: +1 *falchion*, +1 *full plate*.

Power-Up Suite (Prepared – *greater heroism* [from Peddyr], *haste* [from Branwalather], *protection from fire* [from Peddyr], *bull's strength*, *corrupt weapon*): Spd 50 ft.; AC 21, touch 12, flat-footed 19 (+1 Dex, +9 armor, +1 dodge); Atk +24 melee (2d4+9/15-20, +1 *falchion*); Full Atk +24/+24/+19/+14 melee (2d4+9/15-20, +1 *falchion*); SQ immune fire (120 points); SV Fort +19, Ref +14, Will +12; Str 19. **Skills:** Climb +3, Hide +5, Intimidate +21, Knowledge (religion) +3.

ENCOUNTER 9: SJACHTIATHAR

☛ **Sjachtithar:** male mature adult three-headed 27 HD fang dragon dracolich: CR 19; Huge undead; HD 27d12; hp 243; Init +4; Spd 60 ft., fly 120 ft. (poor); AC 30, touch 8, flat-footed 30; Base Atk +27; Grp +44; Atk +34 melee (6d6+9 plus 1d6 cold plus paralyzation, bite); Full Atk +34 melee (6d6+9 plus 1d6 cold plus paralyzation, 3 bites), +34 melee (2d8+4 plus 1d6 cold plus paralyzation, 2 claws), +34 melee (2d6+4 plus 1d6 cold plus paralyzation, 2 wings), and +34 melee (2d8+14 plus 1d6 cold plus paralyzation, tail slap); Space/Reach 15 ft./10 ft. (15 ft. with bite); SA ability drain, control undead, frightful presence, increased damage, paralyzing glare, paralyzing touch, trip; SQ DR 10/magic or 5/bludgeoning, dragon traits, immunities, invulnerability, multiheaded, sound imitation, spell-like abilities, SR 25, undead traits; AL LE; SV Fort +17, Ref +17, Will +19; Str 28, Dex 10, Con -; Int 14, Wis 19, Cha 16.

Skills and Feats Concentration +33, Escape Artist +30, Intimidate +33, Listen +38, Search +36, Sense Motive +34, Spot +38 Use Magic Device +29; Ability Focus (paralyzing touch), Blind-Fight, Combat Reflexes, Flyby Attack, Great Fortitude, Improved Initiative, Improved Lightning Reflexes, Improved Natural Attack (bite), Multiattack, Multiattack, Power Attack, Wingover.

Ability Drain (Su): Sjachtithar has no breath weapon but his bite drains 1d6 points of Constitution. A DC 26 Fortitude save negates this damage.

Control Undead (Sp): Once every 3 days Sjachtithar can use *control undead* as the spell (CL 15th). He cannot cast any other spells while this ability is in effect.

Frightful Presence (Ex): 210 ft. range; DC 26 Will save negates. Creatures with less than 4 HD are panicked for 4d6 rounds and those with 5 or more HD are shaken for 4d6 rounds.

Increased Damage (Ex): Sjachtithar's claws, teeth and scales are so sharp that he deals damage as if he were a huge dragon.

Paralyzing Gaze (Su): 40 ft. range; DC 26 Will save negates. If the save is successful the target is forever immune to Sjachtithar's gaze. It fails the victim is paralyzed for 2d6 rounds.

Paralyzing Touch (Su): A creature struck by any of Sjachtithar's physical attacks must make a DC 28 Fortitude save or be paralyzed for 2d6 rounds. A successful saving throw against this effect does not confer any immunity from subsequent attacks.

Trip (Ex): If Sjachtithar hits with a claw or tail attack he can attempt to trip his opponent as a free action. If his attempt fails, his opponent cannot attempt to trip him.

Draconic Traits: Blindsight 60 ft.; keen senses, darkvision 120 ft.; immunity to magic sleep and paralysis effects.

Immunities: Sjachtithar is immune to polymorph, cold and electricity effects.

Invulnerability: If Sjachtithar is slain, his spirit immediately returns to his phylactery. If no dragon-type corpse lies within 90 ft. for the spirit to possess he is trapped in the phylactery until such a time – if ever – that a corpse becomes available. Destroying the phylactery destroys Sjachtithar.

Multiheaded (Ex): Having a redundant head makes a creature more able to survive otherwise lethal attacks. Severing a head requires hitting the creature's neck (same AC as creature) with a slashing weapon and dealing 90 points of damage. The player must declare an attack against Sjachtithar's neck before making the attack roll. If the head is severed, a natural reflex seals the neck shut to prevent further blood loss and Sjachtithar can no longer attack with the severed head (which does not grow back naturally).

Sound Imitation (Ex): Sjachtithar can mimic any voice or sound he has heard anytime he likes. Listeners must succeed on a DC 26 Will save to detect the ruse.

Undead Traits: Sjachtithar is immune to mind-affecting effects, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. He is not subject to critical hits, nonlethal damage, ability damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage.

Spell-Like Abilities: CL 7; At will—*detect magic*, *read magic*; 2/day—*shield*; 1/day—*dispel magic*, *spell turning*.

Sorcerer Spells Known (CL 5th; 6/7/5; base DC = 12 + spell level): 0—*dancing lights*, *message*, *mage hand*, *prestidigitation*, *resistance*, 1st—*mage armor*, *obscuring*

mist, protection from good, true strike; 2nd—bull's strength, eagle's splendor.

Power-Up Suite (Prepared— spell turning, bull's strength, eagle's splendor mage armor, resistance, protection from good, shield): AC 38 (40 against good opponents), touch 8 (10), flat-footed 38 (40); Grp +46; Atk +36 melee (6d6+11 plus 1d6 cold plus paralyzation, bite); Full Atk +36 melee (6d6+11 plus 1d6 cold plus paralyzation, 3 bites), +36 melee (2d8+5 plus 1d6 cold plus paralyzation, 2 claws), +36 melee (2d6+5 plus 1d6 cold plus paralyzation, 2 wings), and +36 melee (2d8+16 plus 1d6 cold plus paralyzation, tail slap); Space/Reach 15 ft./10 ft. (15 ft. with bite); SV Fort +18 (+19 against good opponents), Ref +18 (+19), Will +20 (+21); Str 31, Cha 18.

Skills: Intimidate +34, Use Magic Device +30;

Ability Drain (Su): DC 27.

Frightful Presence (Ex): DC 27.

Paralyzing Gaze (Su): DC 27.

Paralyzing Touch (Su): DC 29.

Sound Imitation (Ex): DC 27.

APPENDIX 2: NEW RULES ITEMS

NEW FEATS

Arcane Strike

Complete Warrior 96

You can channel arcane energy into your melee attacks.

Prerequisites: Ability to cast 3rd-level arcane spells, base attack bonus +4.

Benefits: When you activate this feat (a free action that does not provoke an attack of opportunity), you can channel arcane energy into a melee weapon, your unarmed strike, or natural weapons. You must sacrifice one of your spells for the day (of 1st-level or higher) to do this, but you gain a bonus on all your attack rolls for 1 round equal to the level of the spell sacrificed, as well as extra damage equal to 1d4 points x the level of the spell sacrificed. The bonus you add to your attack rolls from this feat cannot be greater than your base attack bonus.

For example, Yarren the bladesinger has a base attack bonus of +11 and the ability to cast 4th-level arcane spells. On his turn, he chooses to sacrifice one of his 4th-level spells for the day, marking it off as if he had cast it. Until his next turn, Yarren gains an extra +4 bonus on his attack rolls and an extra 4d4 points of damage with a single melee weapon of his choice.

Draconic Flight [Draconic]

Complete Arcane 77

He secret of draconic flight is revealed to you, granting you the ability to fly occasionally.

Prerequisite: Draconic Heritage

Benefit: After you cast an arcane spell with a casting time of 1 standard action, you gain a fly speed equal to 10 feet per level of the spell you just cast for the remainder of your turn.

Draconic Breath [Draconic]

Complete Arcane 77

You can convert your arcane spells into a breath weapon.

Prerequisites: Draconic Heritage.

Benefits: As a standard action, you can change arcane spell energy into a breath weapon of your draconic heritage energy type. The breath weapon is a 30-foot cone (fire or cold) or a 60-foot line (acid or electricity) that deals 2d6 points of damage per level of the spell that you expended to create the effect. Any creature in the area can make a Reflex save (DC 10 +

level of the spell used + your Charisma modifier) for half damage. This is a supernatural ability.

Draconic Heritage [Draconic]

Complete Arcane 77

You have greater connection with your distant draconic bloodline.

Prerequisites: Sorcerer 1st.

Benefits: Choose one dragon from the Draconic Heritage list below and gain the indicated skill as a class skill. This is your draconic heritage, which cannot be changed once the feat has been taken. Half-dragons must choose the same dragon kind as their dragon parent.

In addition, you gain a bonus on saving throws against *sleep* and paralysis, as well as spells and abilities with the energy type of your Draconic Heritage. This bonus is equal to the number of draconic feats you have.

Dragon

Kind	Energy Type	Skill
Black	Acid	Hide
Blue	Electricity	Listen
Green	Acid	Move Silently
Red	Fire	Intimidate
White	Cold	Balance
Brass	Fire	Gather Information
Bronze	Electricity	Survival
Copper	Acid	Hide
Gold	Fire	Heal
Silver	Cold	Disguise

Draconic Legacy

Complete Arcane 78

You have realized greater arcane power through your draconic heritage.

Prerequisite: Any four draconic feats.

Benefit: Based on your draconic heritage, add the following spells to your list of spells known. Each spell is added at the level that a spellcaster would normally gain it unless otherwise indicated.

Dragon Spells Known

Dragon Kind	Spells Known
Black	<i>Charm animal</i> (snakes and lizards only), <i>deeper darkness</i> , <i>insect plague</i>
Blue	<i>Major image</i> , <i>mirage arcane</i> , <i>ventriloquism</i>
Green	<i>Charm person</i> , <i>dominate person</i> , <i>plant growth</i>

Red	<i>Detect secret doors, suggestion, true seeing</i>
White	<i>Obscuring mist, sleet storm, wall of ice (5th level)</i>
Brass	<i>Control winds, endure elements, tongues</i>
Bronze	<i>Control water (5th level), speak with animals, water breathing</i>
Copper	<i>Silent image, stone shape, wall of stone</i>
Gold	<i>Bless, daylight, dispel evil</i>
Silver	<i>Air walk (5th level), feather fall, wind wall</i>

Special: if any of the spells you would gain from this feat are spells you already know, you can pick another spell that a sorcerer would ordinarily have available to him at that same level.

Draconic Skin

Complete Arcane 78

Your skin takes on the sheen, luster, and hardness of your draconic parentage.

Prerequisites: Draconic Heritage.

Benefit: Your natural armor increases by 1.

Improved Multiattack

Savage Species 36

You are particularly adept at using all your natural weapons at once.

Prerequisites: Three natural weapons, Multiattack.

Benefit: The usual -5 penalty on attack rolls for secondary attacks does not apply to your secondary attacks with natural weapons. The damage bonus for such attacks is still only ½ your Strength bonus, if any.

Normal: Without this feat, your secondary natural attacks take a -5 penalty (or a -2 penalty if you have the Multiattack feat).

Improved Toughness

Complete Warrior 101

You are significantly tougher than normal.

Prerequisites: Base Fortitude save bonus +2.

Benefits: You gain a number of hit points equal to your current Hit Dice. Each time you gain a HD (such as by gaining a level) you gain 1 additional hit point. If you lose a HD (such as by losing a level), you lose 1 hit point permanently.

Special: A fighter may select Improved Toughness as one of his fighter bonus feats.

Power Critical

Complete Warrior 103

Choose one weapon, such as a longsword or a greataxe. With that weapon, you know how to hit where it hurts.

Prerequisites: Weapon focus with weapon, base attack bonus +4.

Benefits: When using the weapon you selected, you gain a +4 bonus on the roll to confirm a threat.

Special: A fighter may select Power Critical as one of his fighter bonus feats. You can gain the Power Critical multiple times. Each time you take the feat, it may be with a different weapon or the same weapon. If you take it with the same weapon, the effects of the feats stack.

Reach Spell [Metamagic]

Complete Divine 84

You cast touch spells without touching the spell recipient.

Benefit: You may cast a spell that normally has a range of touch at any distance up to 30 feet. The spell effectively becomes a ray, so you must succeed on a ranged touch attack to bestow the spell upon the recipient. A reach spell uses up a spell slot two levels higher than the spell's actual level.

NEW SPELLS

Caltrops

Spell Compendium 42

Conjuration (Creation)

Level: Sorcerer/wizard 0

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Area: See text

Duration: 1 round/level

Saving Throw: None

Spell Resistance: No

A *caltrops* spell covers one 5-foot-by-5-foot square with caltrops. Every time a creature moves into an area covered by caltrops or spends a round fighting while standing in such an area, it might step on one. The caltrops make one attack roll (+0 melee) against the creature. For this attack, the target's shield and deflection bonuses do not count, nor does its armor bonus for armor worn. A target wearing shoes or other footwear gains a +2 armor bonus to Armor Class (which does count). If the caltrops succeed on the attack, the creature has stepped on one.

A successful attack by a caltrop deals 1 point of damage. If the target is Small, Medium, or Large its land speed is reduced by one-half because of the injury. This movement penalty lasts for 24 hours, until the creature is successfully treated with a DC 15 Heal check, or until it receives at least 1 point of magical healing. A charging or running creature must

immediately stop if it steps on a caltrop. Any creature moving at half speed or slower can pick its way through a bed of caltrops with no trouble.

The DM judges the effectiveness of caltrops against unusual opponents or opponents outside the size range given above. A giant centipede, for example, can scramble among the caltrops with no chance of hurting itself, and a fire giant wearing thick, massive boots might be immune to their attack.

For every two caster levels beyond 1st, you can affect an additional 5-foot-by-5-foot square, and the caltrops' attack bonus increases by 1. Thus, you affect two squares at 3rd level (+1 melee), three at 5th (+2 melee), four at 7th (+3 melee) and a maximum of five at 9th level or higher (+4 melee maximum).

Multiple caltrops spells (or mundane caltrops) occupying the same space have no additional effect.

Greater Blink

Spell Compendium 32

Transmutation

Level: Sorcerer/wizard 5

Components: V, S

Casting Time: 1 Standard action

Range: Personal

Target: You

Duration: 1 round/level

This spell functions like *blink*, except you have control over the timing of your “blinking” back and forth between the Ethereal Plane and the Material Plane. You can also ready an action to blink away from any physical or magical attack, with the attack missing automatically unless it also affects ethereal targets (as a force effect does). While blinking, you have no chance of interfering with your own attacks or your own spells. When moving through solid objects, you do not risk materializing inside one unless you actually end your movement there, in which case you are shunted off to the nearest open space, taking 1d6 points of damage per 5 feet traveled in this manner.

Inhibit

Spell Compendium 123

Enchantment (Compulsion) [Mind-Affecting]

Level: Bard 1, cleric 1, sorcerer/wizard 1

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: One creature

Duration: Instantaneous

Saving Throw: Will negates

Spell Resistance: Yes

You inhibit your foe from acting. The subject is forced to delay until the following round, acting immediately before you on your initiative count.

Weapon of Energy

Spell Compendium 236

Transmutation [see text]

Level: Cleric 3, sorcerer/wizard 3

Components: V, S

Casting Time: 1 standard action

Range: Touch

Area: One weapon

Duration: 1 round/level

Saving Throw: Fortitude negates (object, harmless)

Spell Resistance: Yes (harmless, object)

You cause a weapon to gain the ability to deal energy damage in addition to its other abilities, similar to how a flaming burst weapon deals extra fire damage on a hit or a critical hit. The weapon can deal acid, cold, electricity, or fire damage, chosen by you at the time of casting. The weapon deals an extra 1d6 points of damage of that energy type on a successful hit. On a critical hit, the weapon deals an additional 1d10 points of damage. If the weapon's critical multiplier is x3, add 2d10 points of energy damage instead, and if the multiplier is x4, add 3d10 points of energy damage.

This spell can be cast on a weapon that already deals energy damage, and if the weapon already creates the same type of damage as the spell, the effects stack. For example, if cast on a *+1 flaming longsword* to give it additional fire damage, the weapon now deals an extra 2d6 points of fire damage per hit.

The spell has a descriptor that is the same as the energy created by the target weapon. For example, weapon of energy is a fire spell when used to give a weapon bonus fire damage.

DM AID 1: HARDBY: CITY OF THE SCORNE

Adapted from "Hardby: City of the Scorned" by Paul Looby. Originally presented in *Dungeon* 92.

Hardby (small city): Conventional; AL LN; 15,000 gp; Assets 3,825,000 gp; Population 5,100 mixed (human 72%, half-orc 22%, halfling 2%, dwarf 1%, gnome 1%, half-elf 1%, elf 1%).

Temples: Ehlonna (forests, woodlands), Joramy (fire, volcanoes, wrath), Lirr (literature, art), Mayaheine (protection, justice, valor), Myhriss (love, beauty), Norebo (luck, gambling), Osprem (sea, voyages, sailors), Pelor (sun, light, healing, protection), Procan (seas, navigation), St. Cuthbert (common sense, wisdom, discipline), Wee Jas (magic, death, vanity), Xerbo (seaborne trade), Zilchus (power, money).

A BRIEF SOCIAL HISTORY OF HARDBY

The settlement that would become the city of Hardby was founded in -278 CY by the Suel mage Ena Norbe on the northeastern coast of the Woolly Bay. Believing that it was the folly of men which led to the fall of the Suel Imperium, Ena declared herself as Gynarch and established that only women would rule Hardby. Her daughters became the progenitors of the Six Great Families of Hardby and the core of the Gynarchy, from which future leaders and officials would be chosen. With one exception, Hardby remained under the rule of women until 517 CY, when the Merchant's Alliance in Hardby seized power in a bloodless coup. Marriage with Trade Council members and behind-the-scenes actions allowed effective rule of Hardby to remain in the hands of the Gynarchy during this period, however. Even after Greyhawk took control of the city during the Greyhawk Wars and established a Military Governor to rule the city, the Despotrix continued to maintain considerable influence – a reality which still greatly concerns the Directing Oligarchy of Greyhawk.

Unlike Greyhawk and most other areas of the central Flanaess, Hardby has a sizable half-orc population which is not only tolerated but welcomed. Some half-orc families, who primarily live in the Dock District

and Fishtown, have been in the city for generations now, and half-orc sailors, soldiers, and dock workers are regulars amongst dockside taverns and businesses. Prejudice against half-orcs is widely frowned upon and discouraged.

MERCHANT'S ALLIANCE

The Hardby Merchant's Alliance was formed by refugees from the Pomarj who found themselves excluded from governance and belittled by Hardby's famously independent-minded women. The Alliance created a Trade Council of six merchants and six "rivermen" (dock workers, pilots or military officers, and one judge), all of whom were elected at regular



intervals. Although the Trade Council officially governed Hardby, it generally ended up answering to the wishes of the Despotrix. Since Greyhawk took control, though, the rivermen councilors have been military officers loyal to the Directing Oligarchy. The Council is now subordinate to the Military Governor and confined strictly to discussion of commercial matters. Naturally the Merchant's Alliance is unhappy with this current state of affairs.

DISTRICTS OF HARDBY

Northend – A crowded district on the north side of the docks which includes the Palace of the Gynarchs, the Law Courts, and the city's primary military and naval barracks. The High Chapel, a prominent temple to Pelor, can also be found here.

Dock District – A cobbled quay which runs the length of the waterfront, it is a warren of boisterous taverns, inns, hostels, and other less reputable places. The streets are narrow and back alleys are dangerous after dark, while drunken brawls are not uncommon.

Fish Town – This area of warehouses and business related to fishing and sailing reeks of fish and is populated by hordes of cats (which are considered lucky) and seagulls (which are not). It is also the poorest section of Hardby, though it is not as bad as the slums in most other major cities.

Tradetown – Located outside the Great Wall, this crowded and bustling quarter is the heart of commerce in the city and home to most of its merchants and artisans. Exotic items from the four corners of the Flanaess can be found here.

The Ebbfields – Originally the upper-class section of town, it now houses Hardby's middle class and a spill-over of its poorer elements. Older parts are pleasant with broad, well-paved, leafy streets.

DM AID 2: TRAVELING IN THE BRIGHT DESERT

Travelers in the Bright Lands face many perils. Chief amongst these are the harsh landscape and unforgiving climate. Full rules for travel in the Bright Desert are included in the *Sandstorm* accessory. However, to facilitate play the basics of these rules are presented here.

During a typical day the desert goes through a radical series of temperature changes. During daylight hours the temperature in the desert is generally in the hot temperature band. Around midday however, and for two hours afterwards, the temperatures climbs into the severe heat temperature band. At night, the temperatures swiftly plunge into the cold temperature band. Thus, travelers must be ready to combat a number of temperature-challenges.

Most intelligent beings avoid traveling around midday and the two hours directly afterwards, breaking their journey to get into some shade.

DISTANCES AND TRAVEL TIMES

Travel through the sandy wastes of the Bright Desert is slow; the PC's speed being cut by half. Even when the PCs leave the Bright Desert and enter the Abbor-Alz they will be unable to travel any faster. This means that the PCs will inevitably spend several days traveling through the region.

The following tables list the modified movement rates of individuals and their mounts moving through the Bright Desert and the Abbor-Alz.

PC and NPC Movement Rates

	Speed		
	20 ft.	30 ft.	40 ft.
One Round			
Walk	10 ft.	15 ft.	20 ft.
Hustle	20 ft.	30 ft.	40 ft.
Run (x3)	30 ft.	45 ft.	60 ft.
Run (x4)	40 ft.	60 ft.	80 ft.
One Minute			
Walk	100 ft.	150 ft.	200 ft.
Hustle	200 ft.	300 ft.	400 ft.
Run (x3)	300 ft.	450 ft.	600 ft.
Run (x4)	400 ft.	600 ft.	800 ft.
One Hour			
Walk	1 miles	1 ½ miles	2 miles
Hustle	2 miles	3 miles	4 miles
One Day			
Walk	8 miles	12 miles	16 miles

Mount Movement Rates

	Speed			
	30 ft. ¹	40 ft. ²	50 ft. ³	60 ft. ⁴
One Round				
Walk	15 ft.	20 ft.	25 ft.	30 ft.

Hustle	30 ft.	40 ft.	50 ft.	60 ft.
Run (x3)	45 ft.	60 ft.	75 ft.	90 ft.
Run (x4)	60 ft.	80 ft.	100 ft.	120 ft.

One Minute

Walk	150 ft.	200 ft.	250 ft.	300 ft.
Hustle	300 ft.	400 ft.	500 ft.	600 ft.
Run (x3)	450 ft.	600 ft.	750 ft.	900 ft.
Run (x4)	600 ft.	800 ft.	1,000 ft.	1,200 ft.

One Hour

Walk	1 ½ miles	2 miles	2 ½ mile	3 miles
Hustle	3miles	4 miles	5 miles	6 miles

One Day

Walk	12 miles	16 miles	20 miles	24miles
------	----------	----------	----------	---------

1: Donkey, mule; 2: Riding dog, pony, war pony; 3: Heavy horse, heavy warhorse; 4: Light Horse, light warhorse

Getting Lost

Traveling through the trackless wastes of the desert is a challenging proposition. Not only do the PCs have to contend with the severe temperatures but they must also guard against getting lost. The chances of PCs getting lost is covered in detail in chapter 3 in the *Dungeon Master's Guide*. However, in brief:

Poor Visibility: If the PCs can see less than 60 ft. due to poor visibility (such as darkness, a sandstorm etc.) then they must make a successful DC 14 Survival check to avoid getting lost. A character with at least 5 ranks in Knowledge (geography) or Knowledge (local – Core) gains a +2 bonus to this check.

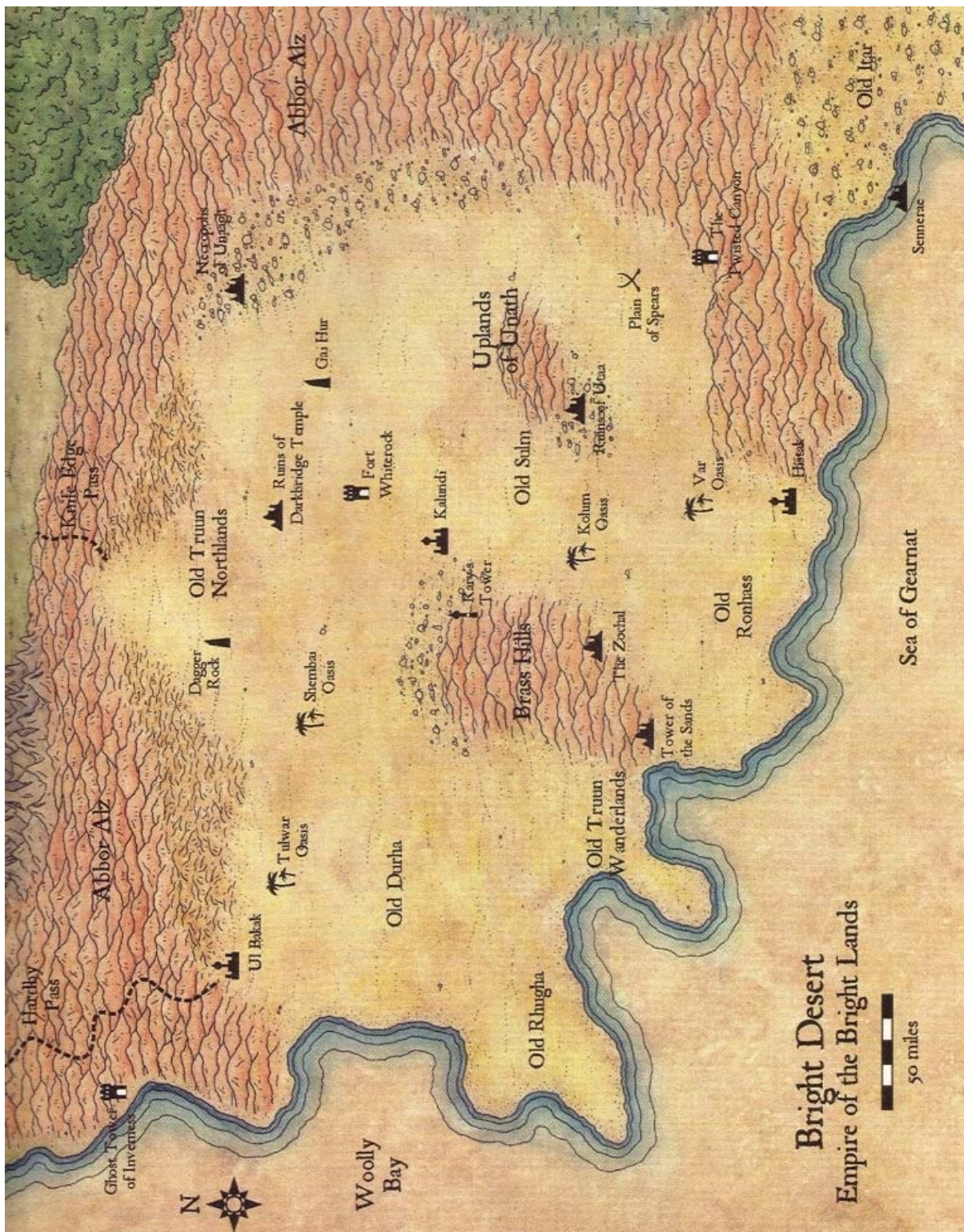
Check Frequency: Make a check every hour or portion thereof.

Effect of Being Lost: Characters lost move in a randomly determined direction. Check for the direction they move every hour. This continues until the PCs either realize they are lost or blunder into an unmistakable landmark.

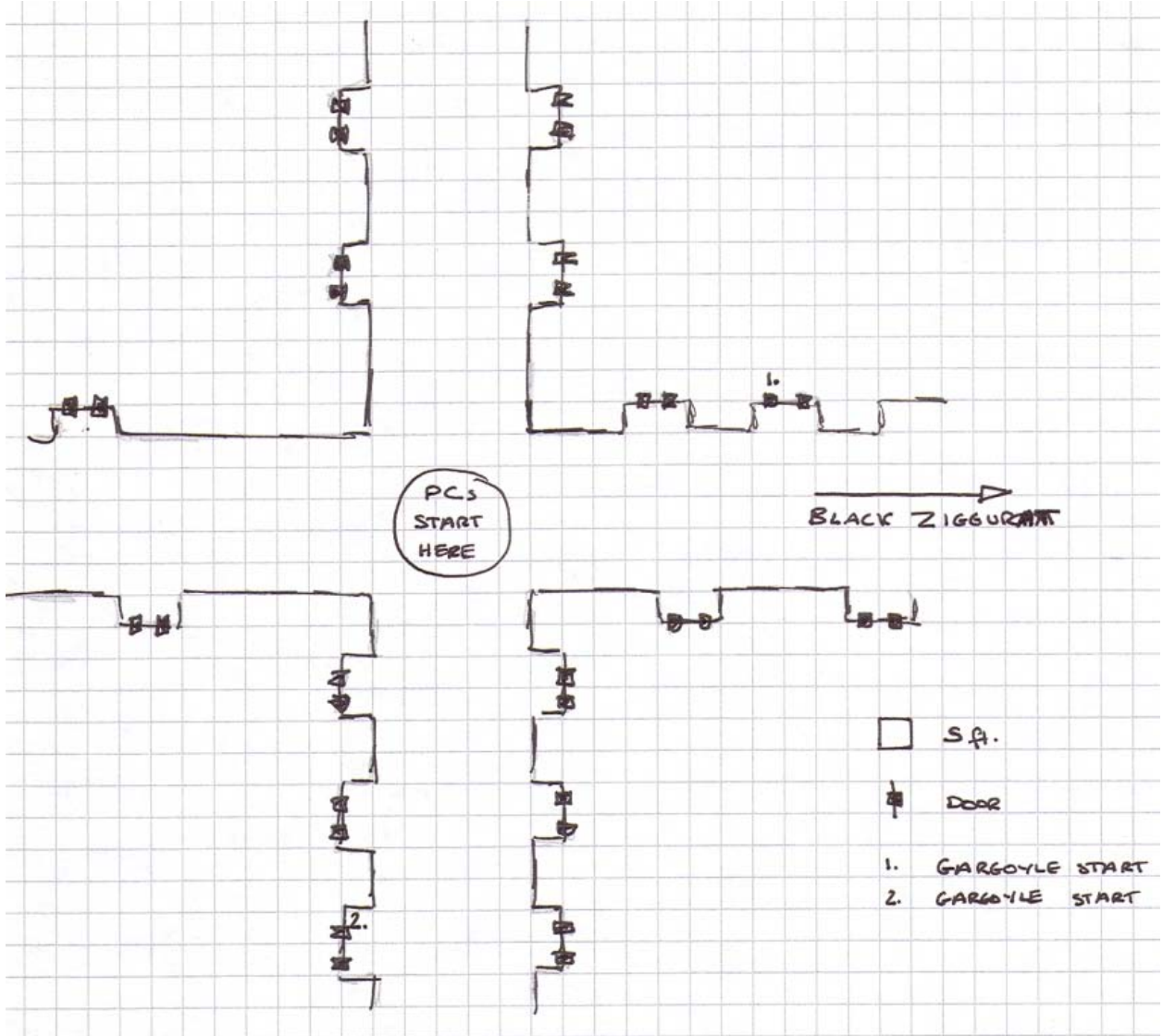
Recognizing Being Lost: Once per hour of travel each character may make a DC 20 Survival check to realize they are lost. The DC of this check increases by 1 for every hour of random travel. Obviously, some circumstance may obviate this check, such as seeing a prominent landmark.

Setting A New Course: Each character may make a DC 15 +2 per hour of random travel, Survival check to determine the correct direction. Of course, characters several characters could disagree on the right direction.

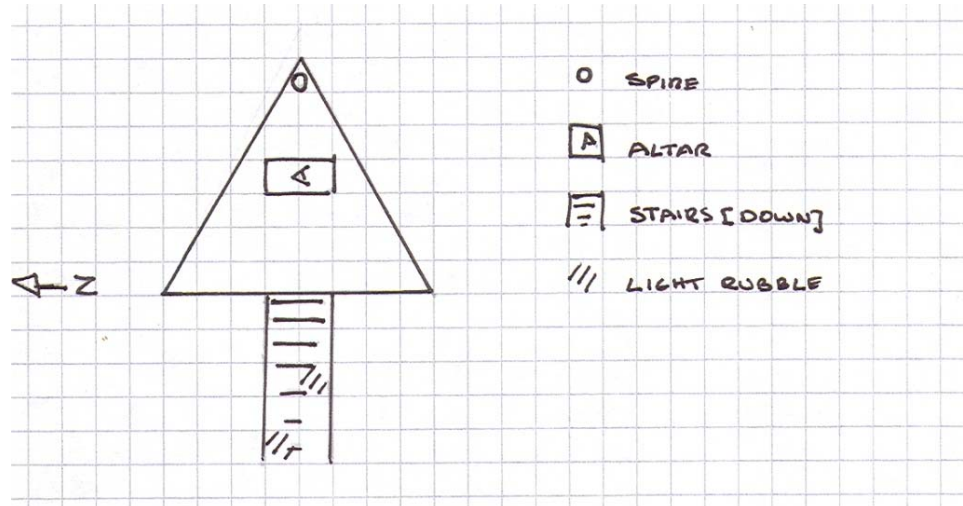
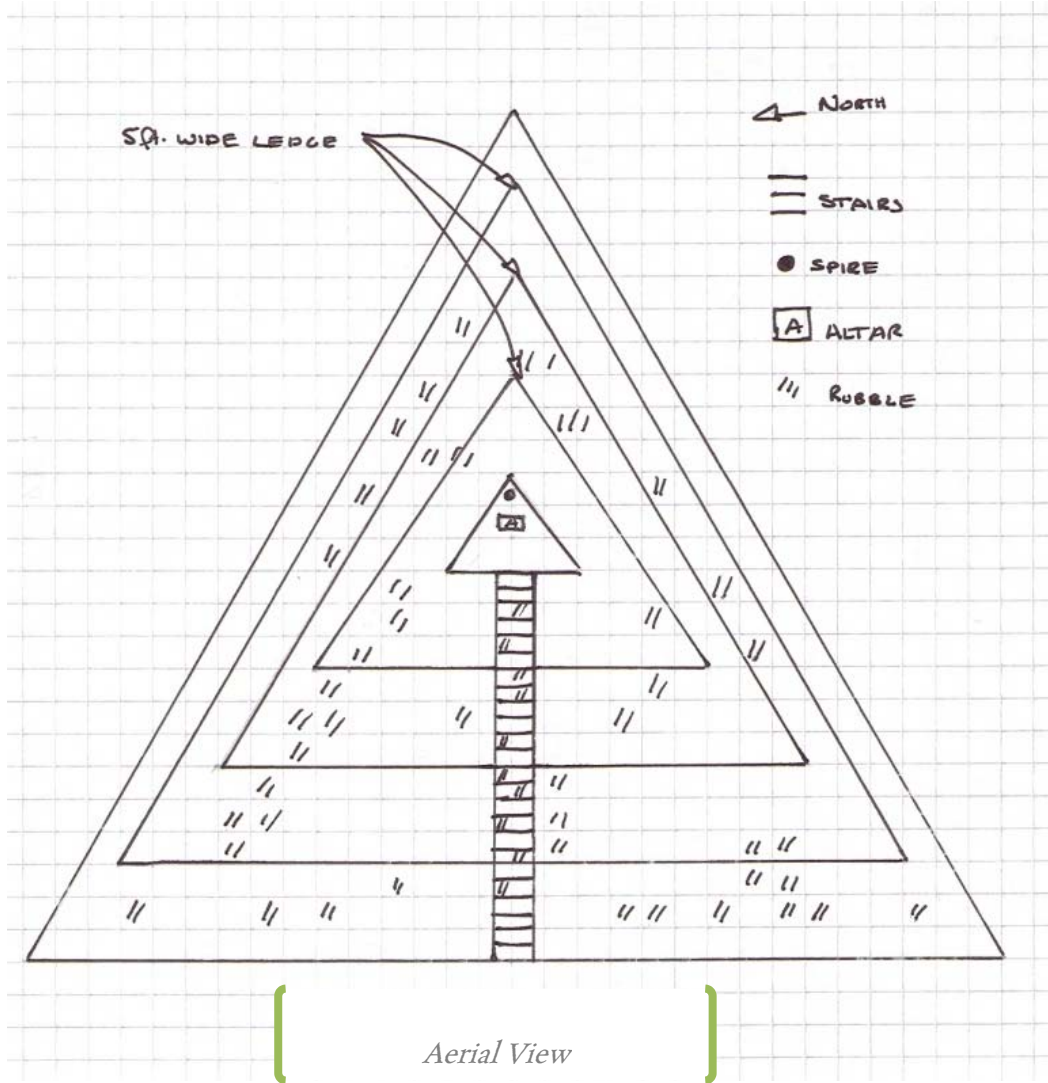
DM MAP 1: THE BRIGHT LANDS



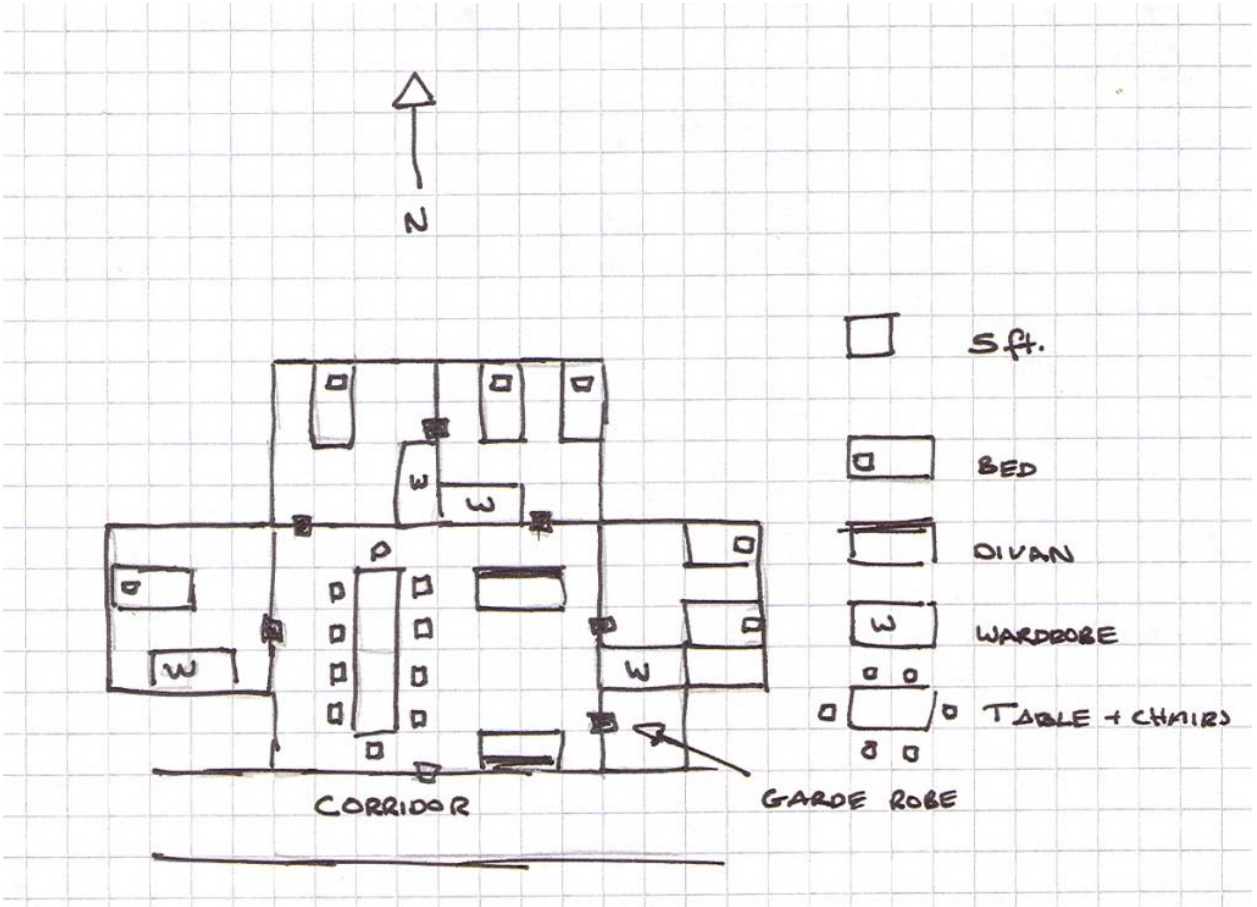
DM MAP 2: GARGOYLE ATTACK



DM MAP 3: THE BLACK ZIGGURAT



DM MAP 5: RICHLIY APPOINTED SUITE



PLAYER HANDOUT 1: THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

PLAYER HANDOUT 1: THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

PLAYER HANDOUT 1: THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

PLAYER HANDOUT 2: VETERANS OF THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

Half-remembered dreams of a beautiful, but terrifying woman haunt your waking hours. Her inhuman beauty both excites and revolts your soul and although you hate your weakness you long for the night, when you may yet catch another glimpse of her.

You know this woman and her seductive offers only to well. For several years now she has lingered at the edges of your consciousness. You know not her ultimate purpose but her presence fills you with great longing and great fear. You sense that she is old, very old and that you are in some way bound to her as a brother is bound to a sister.

PLAYER HANDOUT 2: VETERANS OF THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

Half-remembered dreams of a beautiful, but terrifying woman haunt your waking hours. Her inhuman beauty both excites and revolts your soul and although you hate your weakness you long for the night, when you may yet catch another glimpse of her.

You know this woman and her seductive offers only to well. For several years now she has lingered at the edges of your consciousness. You know not her ultimate purpose but her presence fills you with great longing and great fear. You sense that she is old, very old and that you are in some way bound to her as a brother is bound to a sister.

PLAYER HANDOUT 2: VETERANS OF THE BRIGHT LANDS

You are a veteran of the Bright Lands and have ventured deep into the lands controlled by the perfidious Rary. Although you are no stranger to danger of late a nameless dread has been slowly creeping through your soul.

Half-remembered dreams of a beautiful, but terrifying woman haunt your waking hours. Her inhuman beauty both excites and revolts your soul and although you hate your weakness you long for the night, when you may yet catch another glimpse of her.

You know this woman and her seductive offers only to well. For several years now she has lingered at the edges of your consciousness. You know not her ultimate purpose but her presence fills you with great longing and great fear. You sense that she is old, very old and that you are in some way bound to her as a brother is bound to a sister.

PLAYER HANDOUT 3: THE DREAMING

Dream 1

The night before the PCs set out for Unaagh PCs afflicted by the Dreaming experience the following dream:

A dark city stands alone amongst a great dune sea. Storms of ferocious power batter the worn monuments and thoroughfares of this once peaceful place. Above it all a great black cloud glowers like some unfathomable menace from beyond.

Below the cloud stands a ziggurat of darkest hue. At its very tip shines a dim, unwavering light...

Dream 2

When the PCs first enter Unaagh sorcerers suffer this waking vision.

Dark things creep amongst the ruined sepulchers and sand-choked streets of this damned place. An aura of darkest menaces hangs in the streets, almost palpable to once such as yourself.

At the very edge of hearing you can make out something indistinct but gloriously familiar. As it grows louder you can make out a few words –

“Tarry not my kinsman, for I am nearby and have great need of you. Come to me through darkness and death for I am nearby. Beware the dark lord of this place for he is evil incarnate. I have been trapped here for an age and only you can free me.”

Dream 3

If the PCs rest overnight within the precincts of Unaagh afflicted PCs experience the following dream.

Ebon tentacles of madness coil through the deserted streets of a shattered city. Through the night they writhe, questing for something unknown to them, but all is quiet. In frustration they lash out; shattered walls crumble before their onslaught but still they do not find what they seek.

And above the desolation a shape begins to form out of the darkness; something monstrous from an earlier age...

Dream 4

As the PCs near the Black Ziggurat any sorcerers amongst them suffer the following waking dream:

In an instant the vista of death and decay before you is swept aside. In its place you see Unaagh as it once was. Peaceful streets and tranquil parks along with calm reflecting pools and a multitude of shrines stand ready to receive you. All is not peaceful however. People flee towards the centre of the necropolis, towards a Black Ziggurat above which has formed a sinister black cloud.

As you watch, a solid wave of energy sweeps over the surrounding arid grasslands. In its wake a low rumbling shakes the ground and a sulphurous smell assaults your nostrils. The energy wave slams into invisible wards protecting the necropolis. The wards buckle but hold as crackling energies writhe across their surface seeking a way in. Lightning crackles across the protective dome as slowly it begins to shrink inwards.

Within Unaagh the figures you observed earlier surge towards the ziggurat, climbing over the bodies of their fallen companions. Fights break out on the ziggurat's sacred steps as those trapped within battle upwards. Those few who reach the top disappear as the necropolis wards finally buckle and fail.

And over all you hear a low, demonic chuckling...

PLAYER HANDOUT 4: COR3-01 THE HIDDEN FORTRESS

An eternal watch that must not fade,

A host that must not be shattered.

Absolute darkness creeps from the bright,

A secret song-shrouded is returned to the light,

Amid the faded glory of a forsaken empire,

Among shattered hills,

Within choked valleys,

Lurk the sins of ages past.

PLAYER HANDOUT 5: COR4-16 THE FROZEN SPIRE

THE EBON LEXICON OF GYRTULYNDARRATH

"... and when the Pentarch of Tiamat is once again abroad on the Overth and those blessed with the divine mother's lifeblood have heeded its call a great power will be released. For what was split asunder will be remade whole and what was lost will be re-found."

VISION OF THE SPHERE

Wind tears at your clothes and your hair as you scream across the sky at an incredible speed. Far below you, the tempestuous waters of the Gearnat pass. It seems like only a matter of minutes before you leave the waters of the Gearnat behind and begin to pass over the scorched and blasted landscape of the Bright.

Ahead of you a vast black cloud hangs motionless in the sky. The very fabric of your soul exults as you draw closer and while it is a disturbing and sinister sight you also see it as a thing of great beauty. Below the cloud stands, half-buried amongst the dunes, stand row upon row of mausoleums, shrines and other ceremonial edifices. At the dead centre of the site towering over all the dunes and buildings surrounding it stands a black-hued ziggurat, the tip of which may intersect with the dark cloud hanging above.

As you take all this in a seductive voice laden with malice and longing purrs in your ear "Come..."

PLAYER HANDOUT 6: A CRYPTIC VERSE

*The last of ancient Sulm to fall,
Are not the last of ancient Sulm to fall.*

*Through black air,
Into black air.*

*A devil's conundrum is yours:
Awaken an elder evil,
Free an ancient evil onto the Oerth
Or seek another path.*

PLAYER HANDOUT 7: RESEARCH NOTES OF PEDDYR

The *Guroon Nur*, or *Hideous Idol*, was an item of ancient and terrible power. It was discovered by Ur-Flan mystics over 4,000 years ago deep within the Cirel Iomadh, or Dreaming Gyre. Here, they discovered a place where time and reality seemed strangely warped and distorted.

Five great wyrms – Children of Tiamat - also dwelt in that place. They came upon the mystics and struck a bargain with them. The wyrms would teach the mystics the secrets of the *Guroon Nur* and in return the Ur-Flan would use its powers to unite their brethren against the dwarves and gnomes who waged constant war upon the wyrms.

Using the *Guroon Nur's* power the mystics subjugated many local tribes and founded Caerdiralor (or the Obsidian Kingdom). Caerdiralor was a fell land dominated by Tiamat-worshipping priests and mystics bent on the destruction of their dwarvish and gnomish neighbors and the subjugation of the lowland tribes. The conflict raged for years.

Yet while the *Guroon Nur* was used to venerate Tiamat other ambitions and dreams stirred within its depths. Slowly it corrupted its attendant priests with visions of greatness and rebellion against the wyrms. So it was that the most powerful of Caerdiralor's priests began to construct a weapon powerful enough to throw off the wyrms' rule.

However, perhaps alerted by Tiamat herself, her children discovered the plot. As Caerdiralor's mystics began their final ceremony the wyrms descended upon Caerdiralor's capital, Myrsyrna, in an orgy of revenge and destruction.

In the ensuing battle, control of the *Guroon Nur* was lost. The subsequent explosion devastated Myrsyrna and slew all of Tiamat's children. The *Hideous Idol* itself was shattered into five fragments; within each was bound the essence of one of the slain great wyrms. These five fragments became known as the *Pentarch of Tiamat* and were reputed to have great power. In the resultant chaos following Myrsyrna's destruction subservient tribes rebelled against their masters and the dwarves pushed home their sudden advantage.

It is impossible to say with any authority what became of the five fragments. Certainly the explosion that created them forced the imprisoned wyrms to sleep is a given. It is not known though how the fragments came to be scattered. Indeed it is impossible to state exactly where they all rest, but what power they represent – with it I could reestablish Sulm's rule over these lands!

Twice we have awoken Darssvorel's companion shards. Both times, disaster befell the regions surrounding the shards. The first to awaken was Aussirloerchik (the white). Her awakening transformed the surrounding region into an icy wasteland but she could not help free us. The second to awake was Charixenloreat - which was not completely our doing. His awakening destroyed a city in a nation called Onnwal. We know nothing, and care nothing, for that place.